

Standards Committee Executive Committee Structure & Responsibilities

The Standards Committee (SC) Executive Committee is comprised of the committee chair and vice chair, and three (3) at-large voting members of the committee. (While the chair and vice chair are non-voting members of the Standards Committee, both the chair and vice chair do vote as members of the Standards Committee's Executive Committee). The five members of the Executive Committee (Ex Com) will be from different segments; if there are SC members elected specifically as Canadian representatives, they will be considered Canadian representatives rather than representatives of the segment under which they are registered in NERC. NERC Staff shall serve as the nonvoting secretary of the Ex Com. (In meeting the different segment requirement indicated above, the segments that the Standards Committee's chair and vice chair represented when they were elected to their current officer positions must be considered. In other words, none of the other Ex Com members may come from the same segment that the Standards Committee Chair or Vice-chair represented when they were elected to the officer positions.)

The SC's Nominating Task Force shall present a slate of candidates to serve as Ex Com at-large members. The committee shall elect the at-large members of the Ex Com annually during the first regularly scheduled committee meeting of each year.

The Ex Com of the SC may exercise all the powers of the full committee between meetings of the committee with the exceptions of approving initial posting of new SARs that were not identified as part of the Reliability Standard Development Plan, and appointing drafting teams. When these two actions have not been pre-authorized by the full Standards Committee, the Ex Com may act, but must take a vote that includes all of the current SC members in attendance at the meeting. A motion will pass if at least 2/3 of the votes cast are in the affirmative. The quorum for ballot of any action item will be the normal quorum for Ex Com meetings as defined below.

The Ex Com may authorize posting of Expedited Actions. It is preferred, however, to the extent practical, for the committee to assign an action to the Ex Com in advance, or that an action is deferred to the committee as a whole.

When acting between meetings, if an Ex Com member feels that an agenda item may be controversial, that member should consult other SC members to obtain guidance on appropriate action.

Any actions taken by the Ex Com will be documented in published minutes. The Ex Com shall notify the SC as soon as possible after the Ex Com takes any action. The Ex Com shall, at the next SC meeting, submit any actions it has taken for ratification by the full committee. If the SC

does not ratify an action of the Ex Com at the next regularly scheduled SC meeting which achieves a quorum, the Ex Com action is voided.

The Ex Com shall assist the committee chair, as requested, in the following activities:

- Review committee meeting agendas prepared by the Director of Standards Process or the Standards Process Manager
- Coordinate committee and subgroup activities
- Respond to urgent matters of the committee
- Assist in the development of the draft SC strategic plan and Reliability Standard Development Plan
- Provide policy direction for the operation of the SC
- Coordinate SC activities with other NERC committees, NAESB and other entities
- Prepare reports to the NERC Board of Trustees.

The SC chair may call for a meeting of the Ex Com at any time. If the Ex Com is expected to take action on behalf of the SC, SC members will be notified (at the same time as the Ex Com) of the meeting time, location, and agenda (including all available materials) so that interested SC members may attend the Ex Com meeting. The chair may also invite others to meetings of the Ex Com as needed.

An Ex Com member who is unable to attend a meeting is encouraged but not required to designate a proxy by providing written notice (electronic medium is acceptable) to the chair, vice chair, or secretary. If an Ex Com member chooses to appoint a proxy, the proxy must be a current SC member. Three of the five members of the Ex Com must be present to establish a quorum. A voting member of the Ex Com may not serve as a proxy for another voting member (a member may not carry more than one vote).