

NERC

NORTH AMERICAN ELECTRIC
RELIABILITY CORPORATION

Standards Committee Charter

Approved by the NERC Board of Trustees on: February 16, 2010

to ensure
the reliability of the
bulk power system

January 2010

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Section 1. Purpose

In compliance with the NERC Reliability Standards Development Procedure, the Standards Committee manages the NERC standards development process for the North American-wide reliability standards with the support of the NERC staff to achieve broad bulk power system reliability goals for the industry. The Standards Committee protects the integrity and credibility of the standards development process.

Section 2. Activities

The Standards Committee's activities are subdivided into six areas:

1. Manage Standards Development

- a. Approves standard authorization requests (SARs) for public posting
- b. Approves the development of new or revised reliability standards based on SARs
- c. Appoints SAR and standard drafting teams
- d. Encourages having one compliance expert on each standard drafting team
- e. Monitors and manages progress of the development of reliability standards, including prioritizing, re-prioritizing, and scheduling standards development work
- f. Identifies projects to work on to achieve broad reliability goals for the industry
- g. Determines whether field testing of a proposed standard is necessary
- h. Facilitates industry discussion of proposed standards
- i. Provides guidance to drafting teams
- j. Receives and responds to decisions of appeals panels in accordance with the standards process

2. Manage the Standards Process

- a. Ensures the integrity of the reliability standards development process
- b. Ensures standards meet quality attributes without prejudice regarding the specific content of each standard. Quality attributes include such factors as clarity, completeness, sufficient detail, rational result, and compatibility with existing standards.
- c. Monitors the effectiveness of the standard development process and implements improvements where necessary
- d. Ensures that the standards development process maintains its ANSI accreditation
- e. Develops and maintains a work plan (annual) for standards development that prioritizes the existing and future work of the committee and its subgroups, consistent with the strategic and business plans of NERC

- f. Develops and maintains a long-term (multi-year) strategic vision that describes the goals and direction for development of standards
- g. Manages the update of reference documents used to support the reliability standards process including the Reliability Standards Development Procedure and Drafting Team Guidelines and the Functional Model
- h. Approves the posting of reference documents that support specific reliability standards

3. Review the Effectiveness of the Balloting Process

- a. Reviews the membership of the registered ballot body for balance
- b. Reviews balloting results for balance
- c. Monitors the participation in the balloting process

4. Coordinate with Compliance Program

- a. Works with the Certification and Compliance Committee to ensure that the development of the performance elements and compliance elements of each reliability standard are coordinated
- b. Ensures that standard drafting teams are coordinating with and receiving support from the compliance program in the drafting of compliance elements of a standard
- c. Ensures that the applicability section of each reliability standard is clear and meets the needs of the compliance program
- d. Ensures that the implementation plan for each reliability standard has been developed so that it meets the needs of the compliance program

5. Coordinate with NAESB

- a. Executive Committee assists the Director of Standards in implementing the NERC/NAESB Joint Coordination Procedure
- b. Executive Committee develops an annual work plan for joint activities with NAESB

6. Coordinate with NERC Board of Trustees, Regulators and Industry Groups, and Stakeholders

- a. Interfaces with other NERC and industry groups regarding reliability standards
- b. Actively seeks inputs from the NERC Board of Trustees, regulators, regions, compliance program, readiness audit program, technical committees, and stakeholders on issues to be addressed through the development of standards
- c. Sponsors standards conferences as a means of communicating with stakeholders
- d. Reviews standards work plans and key standard projects with regulators

Section 3. Reporting

The Standards Committee reports to the NERC Board of Trustees and has the responsibility to keep the industry segments informed regarding standards.

Section 4. Membership

1. Segment Representation.

The committee membership consists of two members elected from each industry segment. Each industry segment may establish its own rules for electing and replacing its representatives to the committee consistent with the following requirements:

2. Membership Requirements.

- a. No two persons employed by the same corporation or organization or by its affiliates may serve concurrently as committee members.
- b. Any committee member who has a membership conflict of this nature is obligated to notify the committee secretary, who shall inform the committee chair.
- c. Members impacted by such a conflict, such as through a merger of organizations, may confer between themselves to determine which member should resign from the committee and notify the committee secretary and chair. However, if both members are within the same industry segment, the segment will hold an election to determine which member shall continue to serve.
- d. If the conflict is not resolved in a timely manner by the impacted members, the committee chair shall notify all members of the affected industry segments recommending actions to resolve the conflict. If the membership conflict is still unresolved, the committee chair shall take the conflict to the NERC Board of Trustees for resolution.
- e. Any committee member aware of an unresolved membership issue shall notify the committee chair.

3. Resignation from the Committee.

Any member of the committee who chooses to resign from the committee shall submit a written resignation to the committee secretary and the committee chair.

- a. The committee secretary shall facilitate the election of a replacement member from the applicable industry segment. The new member shall serve the remainder of the vacant member's term.
- b. If any member of the committee fails to attend or send a proxy for two consecutive regularly scheduled meetings or two e-mail ballots between regularly scheduled meetings, the committee chair shall send a written notice to that member. The member shall be advised to submit a resignation or to request continuation of the membership with an explanation of any extenuating circumstances. If a written response is not received from the member within 30 days of the date of the written notice, the lack of response shall be considered a resignation. The committee chair

shall send a letter to the NERC Director of Standards, requesting that an election be held to fill the vacant committee position.

4. Committee Member Changing Employment

- a. Any committee member, who resigns from one organization and is subsequently employed by another organization in the same industry segment, shall have the option to retain the membership position.
- b. If a member changes employment to an organization in a different industry segment, then that member shall resign from the committee no later than the date of the employment change. The resignation letter shall be addressed to the committee chair, and the chair shall send a letter to the NERC Director of Standards, requesting that an election be held to fill the vacant committee position.

5. Canadian Representation.

If at any time the regular committee election does not result in at least two members being seated from Canada, then up to two Canadian members garnering the highest percentage of votes within their segment will be chosen as additional members of the committee. The preference is to have the Canadian nominees fill any segment vacancies for which they are qualified.

6. Membership Terms.

Committee members shall serve a term of two years, with members' terms staggered so that half of the member positions (one per segment) are refilled each year by industry segment election. There is no limit to the number of two-year terms that a member of the committee may serve, although the setting of limits in the future is not precluded. Membership terms start on January 1 of each year.

Section 5. Officers

1. Selection.

The committee shall select its chair and vice chair from among its members during the first regularly scheduled meeting of each year.

2. Terms.

The term of office for both the committee chair and vice chair is one year without limit on the number of terms an officer may serve, although the setting of limits in the future is not precluded. The NERC Standards Process Manager serves as the non-voting secretary of the committee.

3. Voting.

The committee chair and vice chair are voting members of the committee.

4. Duties of the Chair.

In addition to the duties, rights, and privileges discussed elsewhere in this document, the committee chair has the responsibility to:

- a. Provide general supervision of committee activities
- b. Schedule all committee meetings
- c. Develop committee agendas, and rule on any deviation, addition, or deletion from a published agenda
- d. Preside at committee meetings
- e. Manage the progress of all committee meetings, including the nature and length of discussion, recognition of speakers, motions, and voting
- f. Review all substitute or proxy representatives
- g. Act as spokesperson for the committee at forums within and outside NERC
- h. Report committee activities to the NERC Board of Trustees
- i. Attend meetings of the NERC Board of Trustees
- j. Report all views and objections when reporting on items brought to the committee
- k. Perform other duties as directed by the NERC Board of Trustees

5. Duties of the Vice Chair.

The committee vice chair shall act as the committee chair if requested by the chair (for brief periods of time) or if the chair is absent or unable to perform the duties of the chair. If the chair is permanently unable to perform his or her duties, the committee vice chair shall act as the chair until the committee selects a new chair. The vice chair has the responsibility to:

- a. Assist the committee chair
- b. Attend meetings of the NERC Board of Trustees in the absence of the chair

6. Duties of the Secretary.

The NERC Standards Process Manager shall fill the secretary position and has the responsibility to:

- a. Serve under the direction of the committee chair, and be guided by the decisions of the committee
- b. Conduct the day-to-day operation and business of the committee
- c. Prepare, distribute, and post notices of committee meetings, record meeting proceedings, and prepare, distribute, and post meeting minutes
- d. Maintain a record of all committee proceedings, including responses, voting records, and correspondence
- e. Act as the committee's parliamentarian
- f. Maintain committee membership records
- g. Be a non-voting member of the committee

Section 6. Members' Responsibilities

Committee members have the responsibility to:

- a. Represent their industry segment
- b. Provide knowledge and expertise representative of their industry segment
- c. Provide their industry segment feedback on standards development activities
- d. Respond promptly to all committee requests for reviews, comments, and voting
- e. Arrange for substitutes or proxies to attend and vote at committee meetings in their absence
- f. Respond promptly to all requests regarding attendance at committee meetings
- g. Assist in educating the industry regarding the reliability standards development process

Section 7. Subcommittees

1. Executive Committee.

The committee shall have an Executive committee that consists of five members, including the committee officers and three at-large members. The Executive Committee shall meet when necessary between regularly scheduled committee meetings to conduct committee business.

2. Additional Committees or Subcommittees.

The committee has the authority to form additional committees or subcommittees as necessary.

Section 8. Meetings

1. Open Meetings.

Meetings of the committee shall be open to all interested parties who pre-register by the cut-off date included in the meeting announcement. Only voting members may act on items before the committee. Meeting notices and agendas shall be publicly posted on the NERC Web site on the same day they are distributed to committee members. Final minutes of committee meetings shall be publicly posted on the NERC Web site the day after their approval by the committee. Notices shall describe the purpose of meetings and shall identify a readily available source for further information about the meeting.

2. General Requirements.

The committee shall hold meetings as needed and may use conference calls or e-mail to conduct its business.

3. Notice.

The committee secretary shall announce its regularly scheduled meetings with a written notice (letter, facsimile, or e-mail) to all committee members not less than ten nor more than sixty calendar days prior to the date of the meeting.

4. Agenda.

The secretary shall provide an agenda with a written notice (letter, facsimile, or e-mail) for committee meetings no less than five business days before a proposed meeting.

- a. The agenda shall include background material for all agenda items requiring a decision or vote. The agenda shall be posted on the NERC Web site the same day it is distributed to committee members.
- b. Items not in the agenda that require a vote cannot be added at a meeting without the unanimous consent of the members present. If such a matter comes up, it may also be deferred to the next meeting so that committee members have time to consult with their industry segment members.

5. Parliamentary Procedures.

In the absence of specific provisions in this scope document, the committee shall conduct its meetings guided by the most recent edition of *Robert's Rules of Order, Newly Revised*.

6. Quorum.

A quorum requires two-thirds of the committee voting members.

7. Voting.

Voting may take place during regularly scheduled meetings or may take place through electronic means.

- a. **Two-thirds majority.** Approval of any committee action requires a two-thirds majority of the votes (including proxies) cast.
- b. **Recording votes.** Each individual member's vote for each action taken shall be included in the minutes of each meeting.

8. Actions without a Meeting.

The committee may act by mail or electronic (facsimile or e-mail) ballot without a regularly scheduled meeting. A two-thirds majority of the votes cast is required to approve any action. A quorum for actions without a meeting is two-thirds of the committee members. The committee chair or four members (each from different industry segments) may initiate the request for such action without a meeting. The secretary shall post a notice on the NERC Web site and shall provide committee members with a written notice (letter, facsimile, or e-mail) of the subject matter for action not less than ten nor more than sixty business days prior to the date on which the action is to be voted. The secretary shall distribute a written notice to the committee (letter, facsimile, or e-mail) of the results of such action within ten business days following the vote and also post the notice on the NERC Web site. The secretary shall keep a record of all responses (e-mails, facsimiles, etc.) from the committee members with the committee minutes.

9. Proxies.

A member of the committee is authorized to designate a proxy. Proxy representatives may attend and vote at committee meetings provided the absent committee member notifies in writing (letter, facsimile, or e-mail) the committee chair, vice chair, or secretary along with the reason(s) for the proxy. The member shall name the proxy representative and his or her affiliation in the correspondence. No member of the Standards Committee can serve as a proxy for another member of the Standards Committee.