

policy was finalized by NERC management in May 2013 after prior review and approval of the approach by NERC's Corporate Governance and Human Resources Committee.

I. NOTICES AND COMMUNICATIONS

Notices and communications with respect to this filing may be addressed to:⁴

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*Persons to be included on the
Commission's official service list

⁴ Persons to be included on the Commission's service list are identified by an asterisk. NERC respectfully requests a waiver of Rule 203 of the Commission's regulations, 18 C.F.R. § 385.203 (2012), to allow the inclusion of more than two persons on the service list in this proceeding.

II. CONCLUSION

NERC respectfully requests that the Commission accept this filing as compliant with Section II.10(d) of the Settlement Agreement and the Commission's January 16 Order in Docket No. FA11-21-000.

Respectfully submitted,

/s/ Rebecca J. Michael

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*Counsel for North American Electric
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Dated: May 28, 2013

CERTIFICATE OF SERVICE

I hereby certify that I have served a copy of the foregoing document upon all parties listed on the official service list compiled by the Secretary in this proceeding.

Dated at Washington, D.C. this 28th day of May, 2013.

/s/ Meredith M. Jolivert

Meredith M. Jolivert
*Attorney for North American
Electric Reliability Corporation*

ATTACHMENT

Employee Rewards and Recognition Policy

Summary

NERC is committed to providing appropriate incentives to employees and groups of employees to maximize their contributions to the company and enhance the company's ability to hire and retain qualified employees in competitive labor markets within the boundaries of budgetary limitations and the economic environment within which the company operates, with due recognition of the cost of company operations to consumers.

It is the company policy that annual performance and salary review process be utilized as the primary method to evaluate and recognize employee contributions. In addition, the president and chief executive officer may determine that special circumstances may on occasion warrant the granting of interim raises or additional one time awards of compensation to individual employees, other than officers, based on exceptional performance which is above and beyond expectations together with a review of the employee's total remuneration compared to market. All compensation of officers shall continue to be subject to the prior review and approval of the Corporate Governance and Human Resources Committee (CGHRC). In addition to the foregoing, the company may from time to time establish other programs to recognize and reward employee contributions and which do not involve the payment of additional compensation.

The Human Resources Department shall be responsible for the administration, implementation and maintenance of the company's employee rewards and recognition programs. The Finance and Accounting Department shall ensure that the costs of such programs are appropriately recorded in the company's books and records and that the funding of such programs are appropriately addressed and reported in connection with the preparation and administration of the company's annual budget.