

Agenda

Reliability Issues Steering Committee

December 14, 2018 | 11:00 a.m.-12:00 p.m. Eastern

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Introduction and Chair's Remarks

NERC Antitrust Compliance Guidelines*

Agenda Items

1. **October 5, 2018 Meeting Minutes* – Approve**
2. **Status of 2019 Reliability Leadership Summit Draft Agenda* – Review**
3. **Draft ERO Reliability Risk Priorities Report Timeline*– Review**
 - a. Measuring Emerging Risks Survey Template
 - b. Standing Committee Suggested Additional Activities
4. **Future Meetings – Discuss**

*Background materials included.

Antitrust Compliance Guidelines

I. General

It is NERC's policy and practice to obey the antitrust laws and to avoid all conduct that unreasonably restrains competition. This policy requires the avoidance of any conduct that violates, or that might appear to violate, the antitrust laws. Among other things, the antitrust laws forbid any agreement between or among competitors regarding prices, availability of service, product design, terms of sale, division of markets, allocation of customers or any other activity that unreasonably restrains competition.

It is the responsibility of every NERC participant and employee who may in any way affect NERC's compliance with the antitrust laws to carry out this commitment.

Antitrust laws are complex and subject to court interpretation that can vary over time and from one court to another. The purpose of these guidelines is to alert NERC participants and employees to potential antitrust problems and to set forth policies to be followed with respect to activities that may involve antitrust considerations. In some instances, the NERC policy contained in these guidelines is stricter than the applicable antitrust laws. Any NERC participant or employee who is uncertain about the legal ramifications of a particular course of conduct or who has doubts or concerns about whether NERC's antitrust compliance policy is implicated in any situation should consult NERC's General Counsel immediately.

II. Prohibited Activities

Participants in NERC activities (including those of its committees and subgroups) should refrain from the following when acting in their capacity as participants in NERC activities (e.g., at NERC meetings, conference calls and in informal discussions):

- Discussions involving pricing information, especially margin (profit) and internal cost information and participants' expectations as to their future prices or internal costs.
- Discussions of a participant's marketing strategies.
- Discussions regarding how customers and geographical areas are to be divided among competitors.
- Discussions concerning the exclusion of competitors from markets.
- Discussions concerning boycotting or group refusals to deal with competitors, vendors or suppliers.

- Any other matters that do not clearly fall within these guidelines should be reviewed with NERC's General Counsel before being discussed.

III. Activities That Are Permitted

From time to time decisions or actions of NERC (including those of its committees and subgroups) may have a negative impact on particular entities and thus in that sense adversely impact competition. Decisions and actions by NERC (including its committees and subgroups) should only be undertaken for the purpose of promoting and maintaining the reliability and adequacy of the bulk power system. If you do not have a legitimate purpose consistent with this objective for discussing a matter, please refrain from discussing the matter during NERC meetings and in other NERC-related communications.

You should also ensure that NERC procedures, including those set forth in NERC's Certificate of Incorporation, Bylaws, and Rules of Procedure are followed in conducting NERC business.

In addition, all discussions in NERC meetings and other NERC-related communications should be within the scope of the mandate for or assignment to the particular NERC committee or subgroup, as well as within the scope of the published agenda for the meeting.

No decisions should be made nor any actions taken in NERC activities for the purpose of giving an industry participant or group of participants a competitive advantage over other participants. In particular, decisions with respect to setting, revising, or assessing compliance with NERC reliability standards should not be influenced by anti-competitive motivations.

Subject to the foregoing restrictions, participants in NERC activities may discuss:

- Reliability matters relating to the bulk power system, including operation and planning matters such as establishing or revising reliability standards, special operating procedures, operating transfer capabilities, and plans for new facilities.
- Matters relating to the impact of reliability standards for the bulk power system on electricity markets, and the impact of electricity market operations on the reliability of the bulk power system.
- Proposed filings or other communications with state or federal regulatory authorities or other governmental entities.
- Matters relating to the internal governance, management and operation of NERC, such as nominations for vacant committee positions, budgeting and assessments, and employment matters; and procedural matters such as planning and scheduling meetings.

DRAFT Minutes

Reliability Issues Steering Committee

October 5, 2018 | 2:00–3:00 p.m. Eastern

Tina Buzzard took attendance and a quorum of the Reliability Issues Steering Committee (RISC) members was reached. Members on the phone were: Chair Peter Brandien, Mark Ahlstrom, Charles King, Mark McCulla, Woody Rickerson, Chris Shepherd, Brian Allen Slocum, Carol Chinn, Donald Holdsworth, Katherine Prewitt, Herb Schrayshuen, Patti Metro, Chuck Abell, and Brian Evans-Mongeon. NERC staff attendees included Mark Lauby, Bill Lawrence, Tom Coleman, Candice Castaneda, and Tina Buzzard.

Introduction and Chair's Remarks

Chair Brandien welcomed RISC members and observers and reviewed the Agenda.

NERC Antitrust Compliance Guidelines

Ms. Buzzard called attention to the NERC antitrust guidelines in the agenda package.

Agenda Items

September 20, 2018 Minutes

September 20, 2018 meeting minutes were approved as presented in the advance materials.

2019 Reliability Leadership Summit Draft Agenda

Chair Brandien and Mr. Lauby reviewed the draft 2019 Reliability Leadership Summit agenda and the associated timeline for securing speakers, sending registration announcement, and scheduling panel calls. To move forward, moderators were identified for each panel as follows:

- **Panel 1 – Regulatory and Policymaking during Unprecedented Change** (Chris Shepherd)
- **Panel 2 - Identification and Mitigation of Significant Risks to Reliability: Existing and Emerging Landscape of Risks** (Brian Evans-Mongeon)
- **Panel 3 – Providing Assurance for the Availability of Adequate Fuel Delivery to Satisfy Energy Needs** (Mark Rothleder)
- **Panel 4 – Open Discussion** (Nelson Peeler and Charles King)

Action Item

Ms. Buzzard will coordinate individual calls with Moderators to review recommended speakers and timing for extending invitations.

Measuring Emerging Risks

Mr. Evans-Mongeon reviewed his submitted email to Chair Brandien and Mr. Lauby regarding the Planning Committee's requests for clarification on the 2018 RISC Report. Mr. Lauby asked that NERC staff have an opportunity to work through the request, formulate a response, and determine next steps. Chair Brandien requested Brian Slocum work closely with Mr. Lauby and NERC staff and upon completion of the

draft response, a call should be coordinated with Chair Brandien, Mr. Lauby, Mr. Slocum, and Mr. Evans-Mongeon to review.

Mr. Lauby then presented the enhanced survey, which was pre-populated with the risks from the [ERO Reliability Risk Priorities Report](#), re-summarized the purpose of the survey, how the risks would be reviewed and prioritized, recommended approach for data collection, and anticipated timeline. Mr. Lauby opened to the Committee for discussion. At the conclusion of the discussion, a small subset of Committee members (Brian Evans-Mongeon, Chris Shepherd, Mark Ahlstrom) were assigned to further review the survey and report out at the next Committee conference call on the path for identifying appropriate risks, timeline and distribution audience.

Action Item

Ms. Buzzard to coordinate a call of the Emerging Risks Survey working group and upon completion of the response to the Planning Committee, coordinate a call with those members as noted above.

2019 RISC Membership

Chair Brandien and Ms. Buzzard reviewed the process for the upcoming RISC nominations to include the timing for the distribution of the nomination announcement, submission date for nominations, and those members whose terms will expire January 31, 2019. In addition, Ms. Buzzard reviewed the members of the RISC Nominating Committee (NERC CEO, RISC Chair, MRC Vice Chair and the Board Vice Chair) will meet in early January to review the submissions and formulate the proposed slate to submit to the Board of Trustees at their February meeting for approval.

Ms. Chinn referred to her email to Chair Brandien regarding additional discussions around actions that potentially stray from the RISC Charter, Chair Brandien will take as an action item.

Action Item

Ms. Buzzard to distribute the RISC Request for Nominations and coordinate a call for early January with the RISC Nominating Committee.

Chair Brandien to review and respond regarding Ms. Chinn's email.

Other Matters

Chair Brandien will review the policy input received on the RISC Resilience Report and will email the Committee should there be items that would be impactful to the report.

Adjournment

The meeting concluded at 3:10 p.m. Eastern.