

Minutes Board of Trustees

December 7, 2015 | 1:00 p.m. – 3:00 p.m. Eastern

Conference Call

Call to Order and Chair's Remarks

Fred Gorbet, Chair, called to order the duly noticed open meeting of the Board of Trustees ("Board") of the North American Electric Reliability Corporation ("NERC") on December 7, 2015, at 1:00 p.m. Eastern, and a quorum was declared present. The agenda is attached as **Exhibit A**.

Present at the meeting were:

Board Members:

Fred Gorbet, Chair
Paul F. Barber
Gerald W. Cauley, President and Chief Executive Officer
Janice Case
Robert G. Clarke
George Hawkins
Kenneth G. Peterson
Jan Schori
Roy Thilly

NERC Staff:

Tina Buzzard, Administrative Associate Director
Charles A. Berardesco, Senior Vice President, General Counsel, and Corporate Secretary
Thomas Coleman, Director, Reliability Assessments
Mark G. Lauby, Senior Vice President and Chief Reliability Officer
John Moura, Director of Reliability Assessment and System Analysis
Amir Najafzadeh, Engineer
Pooja Shah, Senior Engineer

NERC Antitrust Compliance Guidelines

Mr. Berardesco directed the participants' attention to the NERC Antitrust Compliance Guidelines included with the advance meeting materials, and offered to address any questions regarding antitrust compliance or other related matters.

Essential Reliability Services Task Force Framework and Abstract Report

Referencing the advance agenda materials and draft reports, Mr. Moura provided background on the purpose of the reports, particularly emphasizing the ongoing changes to the power industry and its physical aspects. He also noted the purpose of the abstract report is to provide the information to a

broader audience. Ms. Shah summarized the reports. Mr. Gorbet urged continuing monitoring of the issues addressed in the reports and noted the need for a continuing proactive communications approach and for considering who is responsible for addressing the issues raised in the reports and the need for follow up. After discussion, and upon motion duly made and seconded, the Board accepted the reports and endorsed the recommendations contained therein.

2015 Long-Term Reliability Assessment

Mr. Coleman introduced the draft 2015 Long-Term Reliability Assessment (“LTRA”) which had been included in the advance meeting materials, noting that the work of the Reliability Issues Steering Committee had been reflected in the LTRA. Mr. Najafzadeh reviewed the LTRA, noting that it addressed the comments that had been received before the meeting. There was a general discussion of the LTRA, including the impact of nuclear retirements and potential effects on reserve margins. After further discussion, and upon motion duly made and seconded, the Board accepted the LTRA and endorsed the recommendations contained therein.

2015-2016 Winter Reliability Assessment

Ms. Shah reviewed the draft 2015-2016 Winter Reliability Assessment (the “Winter Assessment”), which had been included in the advance meeting materials. She noted that the draft now reflected the comments received from certain trustees. After discussion, and upon motion duly made and seconded, the Board accepted the Winter Assessment and endorsed the recommendations contained therein.

Adjournment

There being no further business, and upon motion duly made and seconded, the meeting was adjourned.

Submitted by,



Charles A. Berardesco
Corporate Secretary