

Minutes

Member Representatives Committee

May 8, 2025 | 8:30 – 10:00 a.m. Eastern

Hybrid Meeting

In-Person (*Board, MRC, NERC Staff ONLY*)

NERC DC Office

1401 H Street NW, Suite 410

Washington, DC 20005

Chair John Haarlow, with Vice Chair Matt Fischesser present, called to order a duly noticed meeting of the Member Representatives Committee (MRC) of the North American Electric Reliability Corporation (NERC) on May 8, 2025, at 8:30 a.m., Eastern, and a quorum was declared present. The agenda and MRC members and their proxies in attendance are attached as **Exhibits A** and **B**, respectively.

Introduction and Chair's Remarks

Chair Haarlow welcomed MRC members and virtual attendees, acknowledging new MRC members Seth Cochran representing Sector 7 (Electricity Marketers) and Claudia Astudillo from the Canada Energy Regulator, the NERC Board of Trustees (Board), and Kal Ayoub from the Federal Energy Regulatory Commission (FERC).

NERC Antitrust Compliance Guidelines and Public Announcement

Ms. Iwanechko directed the participants' attention to the NERC Antitrust Compliance Guidelines included in the agenda package and indicated that all questions regarding antitrust compliance or related matters should be directed to Sonia Rocha, senior vice president, general counsel, and corporate secretary at NERC.

Minutes

Upon motion duly made and seconded, the MRC approved the minutes of the February 13, 2025, and April 10, 2025, meetings.

Board of Trustees Nominating Committee Update

Larry Irving, chair of the Board Nominating Committee (NC), provided an update on the committee's activities since the last report. The NC met on March 14, 2025, to discuss the process for reviewing the current attributes that are used in determining candidates for the next Trustee search and to identify any necessary changes to those attributes. The NC finalized the search criteria and an announcement was distributed May 8, 2025, inviting nominations, which are due on May 30, 2025.

Business Plan and Budget Input Group Update

Mr. Fischesser, chair of the business plan and budget (BP&B) input group, provided an update on the group's activities. The group met twice since the last update, welcoming new members and reviewing the group's guiding principles. During the recent meetings, NERC provided a preview of NERC's 2026 BP&B

which is being treated as a transitional bridge year due to the current planning environment. NERC also highlighted its preparations for its next three-year plan for 2027 - 2029, including information that will be available later in 2025 that will inform the next three-year plan, particularly the *2025 Reliability Risk Priorities Report*, that will be published by the Reliability Issues Steering Committee in August. This approach involves focusing on NERC's most critical priorities in 2026 while implementing measured and gradual investments in key strategic areas that are vital to achieving its long-term objectives.

Mr. Fischesser noted that NERC's draft 2026 BP&B will be posted for stakeholder review and comment later this month, and the NERC Board Finance and Audit Committee will host a webinar on May 21, 2025, to review the NERC and Regional Entity 2026 BP&Bs.

Update on FERC Activities

Kal Ayoub, Director of the Office of Electric Reliability at FERC, provided an update on recent reliability activities, including the joint FERC-NERC staff report on the January 2025 Arctic storms, which highlighted improved generator readiness, fuel procurement, forecasting, and planning, resulting in no manual load shed despite record demand. He acknowledged NERC's recent filings on cold weather preparedness and inverter-based resources. Mr. Ayoub emphasized the importance of gas-electric coordination, referencing the April 30 FERC-NARUC technical conference, and praised recent collaborative efforts such as the March workshop on supply chain risk management. He noted the growing complexity of large loads and NERC's work on the Large Load Task Force. Additional highlights included Chairman Christie's continued efforts to keep the public informed through biweekly updates to the U.S. Office of Personnel Management.

Report on the May 6 Closed Meeting

Chair Haarlow provided a summary of the discussions from the May 6, 2025, closed meeting where the MRC and Board had engaging strategic discussions focused on two primary topics. First, attendees discussed the NERC Board and MRC's fiduciary duty to ensure alignment of roles and responsibilities. The Board and MRC had a robust conversation on the input received from the Board Effectiveness Survey. Second, attendees also discussed the NERC's business plan and budget efforts. MRC and Board members acknowledged the value of the candid conversation and expressed encouragement from the discussions and how feedback was received.

Responses to the Board's April 3 Request for MRC Input

Chair Haarlow acknowledged the MRC's responses to Board Chair Suzanne Keenan's April 3, 2025 letter requesting input on *Prioritizing Gas-Electric Interdependency Risks and Mitigation Efforts*. Responses are [posted](#) on the NERC website.

Chair Haarlow provided a summary of the feedback received from the MRC members, highlighting overall support for NERC's Reliability Insights document, recognition of improved gas-electric coordination efforts, and appreciation for NERC's collaborative approach. He also acknowledged MRC recommendations to emphasize better coordination over regulation, tailor analysis and policies to account for regional differences, and enhance transparency and data sharing between gas and electric sectors.

During the discussion, representatives from Sector 6 (Merchant Electricity Generators) highlighted the importance of early unit commitment by Balancing Authorities (BAs) to enable reliable gas procurement. Sector 6 emphasized that while real-time commitments may seem efficient operationally, they often leave gas-fired generators without sufficient time to secure firm fuel supplies, particularly under constrained system conditions. This practice can increase reliability risks. Sector 6 urged NERC to review its existing authority and standards around BAs to facilitate early unit commitments to enable fuel procurement. Further discussion by Board members and other MRC participants noted that early unit commitment which does not result in the unit being called upon real-time would result in financial costs which are ultimately passed on to end users.

Additional Discussion on May 7-8 Board Committee, Technical Session, and Board Meetings

MRC members engaged in additional discussion around the Modernization of Standards Processes and Procedures Task Force, expressing support for the task force's efforts and reinforcing the need for the final recommendations result in a process that is fair, balanced, and maintains stakeholder input.

Update on Implementation of MRC Effectiveness Recommendations

Chair Haarlow provided an update on the implementation of the MRC effectiveness recommendations that were adopted by the MRC at its February 2024 meeting. At the last MRC meeting, MRC leadership reported on their progress in developing roles and responsibilities documents for MRC leadership and members, aimed at addressing most of the outstanding recommendations. Ultimately, MRC leadership decided to integrate this content into the existing MRC governance guidelines and welcome packet, rather than producing a separate document. MRC leadership will update and finalize those documents for the August meeting.

Chair Haarlow noted the remaining open recommendation concerning NERC member participation. The MRC plans to continue collaboration with the NERC team to explore opportunities for enhancing member engagement within NERC.

Future Meetings

The schedule of future meeting dates was included in the agenda package.

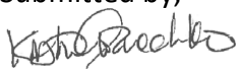
Regulatory Update

The regulatory update, which highlights Canadian affairs, as well as past and future significant FERC filings was included in the agenda package.

Adjournment

There being no further business, the meeting was adjourned.

Submitted by,



Kristin Iwanechko

Agenda

Member Representatives Committee

May 8, 2025 | 8:30–10:00 a.m. Eastern
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NERC DC Office
1401 H Street NW, Suite 410
Washington, DC 20005

Virtual Attendees

Webinar Link: [Join Meeting](#)

Webinar Password: Day2ATTMay825 (32922886 when dialing from a phone or video system)

Audio Only: 1-415-655-0002 US | 1-416-915-8942 Canada | Access Code: 2313 452 4007

Introduction and Chair's Remarks

[NERC Antitrust Compliance Guidelines and Public Announcement](#)

Consent Agenda

- 1. Minutes (Approve)**
 - a. February 13, 2025 Meeting*
 - b. April 10, 2025 Conference Call*

Regular Agenda

- 2. General Updates and Reports**
 - a. Board of Trustees Nominating Committee Update*
 - b. Business Plan and Budget Input Group Update*
 - c. Update on FERC Activities*
 - d. Report on the May 6 Closed Meeting
- 3. Discussion Items**
 - a. Responses to the Board's April 3 Request for MRC Input*
 - b. Additional Discussion on May 7-8 Board Committee, Technical Session, and Board Meetings*
- 4. Update on Implementation of MRC Effectiveness Recommendations***

Informational Items

5. [Future Meetings](#)

6. **Regulatory Update***

*Background materials included.

Member Representatives Committee - Attendance (May 8, 2025)		
Voting Members		
First Name	Last Name	Sector
John	Haarlow	Current Chair
Matt	Fischesser	Vice Chair
Joel	Dembowski	1. Investor-Owned Utility
John	Rhea	1. Investor-Owned Utility
Scott	Tomashefsky	2. State/Municipal Utility
Greg	Ford	3. Cooperative Utility
Jason	Marshall	3. Cooperative Utility
Daryl	Maxwell	4. Federal/Provincial
Stephane	Desbiens	4. Federal/Provincial
Timothy	Smith	4. Federal/Provincial
Tom	Heller	5. Transmission-Dependent Utility
Colin	Hansen	5. Transmission-Dependent Utility
Mark	Spencer	6. Merchant Electricity Generator
Srinivas	Kappagantula	6. Merchant Electricity Generator
Jeremy	Carpenter	7. Electricity Marketer
Seth	Cochran	7. Electricity Marketer
Karen	Onaran	8. Large End-Use Electricity Customer
Michael	Moody	9. Small End-Use Electricity Customer
Darryl	Lawrence	9. Small End-Use Electricity Customer
Richard	Dewey	10. ISO/RTO
Aaron	Engen	10. ISO/RTO - Proxy Rich Dewey
Gordon	van Welie	10. ISO/RTO - Proxy Rich Dewey
Jim	Huston	12. Government
Marcus	Hawkins	12. Government
Non-Voting Members		
First Name	Last Name	Sector
Kal	Ayoub	U. S. - Federal
Kristin	Iwanechko	Secretary