

# Agenda Technology and Security Committee

November 3, 2021 | 4:00-5:00 p.m. Eastern  
Virtual Meeting

**Attendee WebEx Link: [Join Meeting](#)**

**Introduction and Chair's Remarks**

**NERC Antitrust Compliance Guidelines\***

**Agenda Items**

**Topics**

- 1. Minutes\* – Approve**
  - a. August 11, 2021 Open Meeting
- 2. E-ISAC Operations\*— Update**
- 3. ERO Enterprise Align Project\* — Update**
- 4. ERO Enterprise Business Technology\* — Update**
- 5. Other Matters and Adjournment**

\*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****Technology and Security Committee Meeting**

August 11, 2021 | 12:45-1:45 p.m. Eastern

Agenda Item 1a

Conference Call

**Call to Order**

Ms. Suzanne Keenan, Chair, called to order a duly noticed open meeting of the Technology and Security Committee (the “Committee”) of the Board of Trustees (“Board”) of the North American Electric Reliability Corporation (NERC) on May 12, 2021 at approximately 12:45 p.m. Eastern, and a quorum was declared present.

Present at the meeting were:

**Committee Members**

Suzanne Keenan, Chair  
Jane Allen  
Robin E. Manning  
Susan Kelly  
Kenneth W. DeFontes, *ex officio*

**Board Members**

Robert G. Clarke  
George S. Hawkins  
Jim Piro  
Roy Thilly  
Colleen Sidford

**NERC Staff**

Tina Buzzard, Assistant Corporate Secretary  
Manny Cancel, Senior Vice President and Chief Executive Officer of the E-ISAC  
Matthew Duncan, Director, Intelligence, E-ISAC  
Shamai Elstein, Assistant General Counsel  
Howard Gugel, Vice President, Engineering and Standards  
Jeff Hicks, Director, IT Solutions Architecture  
Stan Hoptroff, Vice President, Business Technology  
Mark Lauby, Senior Vice President and Chief Engineer  
Sônia Mendonça, Senior Vice President, General Counsel, and Corporate Secretary  
Andy Rodriguez, Director, Business Process Improvement  
Marvin Santerfeit, Director IT Solution Support, Information Technology  
Janet Sena, Senior Vice President, External Affairs  
Andy Sharp, Vice President and Chief Financial Officer  
LaCreacia Smith, Senior PMO Manager, Information Technology  
Bluma Sussman, Director of Membership, E-ISAC  
Mechelle Thomas, Vice President, Compliance

## **NERC Antitrust Compliance Guidelines**

Ms. Buzzard directed the participants' attention to the NERC Antitrust Compliance Guidelines included in the agenda, and indicated that all questions regarding antitrust compliance or related matters should be directed to Ms. Mendonça.

## **Introduction and Chair's Remarks**

Ms. Keenan welcomed everyone to the meeting. She emphasized the challenging cyber environment and commended the performance of the E-ISAC, the ERO, and industry against this backdrop. Ms. Keenan also highlighted significant milestones achieved since the last Committee meeting, including substantial voluntary participation in the Department of Energy's 100 day-plan information sharing initiative, completion of the first comprehensive E-ISAC stakeholder feedback survey, and release 2 of Align. She also discussed CRISP, GridEx VI, and the recent E-ISAC Member Executive Committee meeting.

## **Minutes**

Upon motion duly made and seconded, the May 12, 2021 meeting minutes were approved as presented at the meeting.

## **E-ISAC Operations**

Mr. Duncan presented on E-ISAC operations and initiatives. He discussed the threat landscape, CRISP, initiatives related to the Department of Energy's 100 day-plan, and the 24x7 Watch. The Committee discussed risks related to drones, the CRISP participant survey, and involving joint action agencies in CRISP as a way to involve smaller entities.

Ms. Sussman presented on the E-ISAC stakeholder surveys, highlighting the E-ISAC's progress and areas for growth. The Committee discussed results by sector and commended the E-ISAC for their continued progress in meeting the needs of their members.

## **ERO Enterprise Business Technology Projects**

Mr. Hopetroff and Mr. Santerfeit provided an update on NERC IT infrastructure project, disaster recovery, and future priorities. The Committee discussed patching security and expressed appreciation for the efforts to enhance NERC's security posture and information technology capabilities.

## **ERO Enterprise Align Project**

Mr. Hopetroff presented on the benefits of the Align tool. Ms. Smith presented on the status of the Align project, including the go live dates for Release 2 and the status and features of future releases. Ms. Keenan emphasized that Release 2 of Align is a significant milestone and the referenced timeline for future releases. The Committee discussed adoption of Align in Canada and the number of entities choosing to build their own evidence lockers. Mr. Hopetroff stated that at this time no entity is building their own locker.

**Adjournment**

There being no further business, the meeting was adjourned.

Submitted by,



Sônia Mendonça  
Corporate Secretary

## **Electricity Information Sharing and Analysis Center (E-ISAC) Operations**

### **Action**

Update

### **Background**

Management will provide the Technology and Security Committee an update regarding E-ISAC operations. The update will include a discussion of the threat landscape, the Cyber Risk Information Sharing Program, GridEx VI, and action items from the stakeholder feedback surveys, among other items.

## **ERO Enterprise Align Project**

### **Action**

Update

### **Background**

Management will provide an update on the status of the Align Project. The Align tool, together with the ERO Secure Evidence Locker (ERO SEL), provides the ERO Enterprise with a secure, effective, and harmonized platform with which to execute its Compliance Monitoring and Enforcement Program (CMEP) responsibilities. These new tools allow the retirement of existing legacy systems in use at NERC and the Regional Entities, and substantially increase the security of registered entity data and ERO Enterprise work products. Further, it enables better oversight of Regional Entity processes, improves the quality and security of reporting, and provides substantial registered entity convenience with the integration to the Align tool (but not to the ERO SEL) of the Centralized Organization Registration ERO System registry and the Reliability Standards repository.

NERC has launched Releases 1 and 2 of the Align tool. Management will provide an update on the plans for Releases 3 and 4 that will introduce new functionalities to the platform. Release 3 will include additional functionality related to audits, spot checks, investigations, and scheduling. Release 4 will enhance the functionalities related to audits and scheduling, and introduce new functionalities related to complaints, Inherent Risk Assessment, and Compliance Oversight Plans. Management will also discuss the status of the adoption of Align in the Canadian provinces.

## **ERO Enterprise Business Technology**

### **Action**

Update

### **Background**

NERC Information Technology continues in its mission to deliver technology solutions supporting an effective and efficient use of resources for registered entities across the ERO Enterprise. Management will provide an update on significant infrastructure projects and priorities looking ahead.