

Agenda

Technology and Security Committee Meeting

February 9, 2022 | 2:00-3:00 p.m. Eastern

Virtual Meeting

WebEx Link: [Join Meeting](#)

Introduction and Chair's Remarks

NERC Antitrust Compliance Guidelines*

Agenda Items

- 1. Minutes* – Approve**
 - a. November 3, 2021 Open Meeting
- 2. E-ISAC Operations*— Update**
- 3. ERO Enterprise Align Project* — Update**
- 4. ERO Enterprise Business Technology* — Update**
- 5. Annual Review of TSC Committee Mandate* — Update**
- 6. 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

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

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 November 1, 2021 at approximately 4:00 p.m. Eastern, and a quorum was declared present.

Present at the meeting were:

Committee Members

Suzanne Keenan, Chair

Jane Allen

Larry Irving

Robin E. Manning

Susan Kelly

Kenneth W. DeFontes, *ex officio*

Board Members

Robert G. Clarke

George S. Hawkins

Jim Piro

Roy Thilly

Colleen Sidford

James B. Robb, NERC President and Chief Executive Officer

NERC Staff

Laura Brown, Director, E-ISAC Strategy, Policy, and Programs

Tina Buzzard, Assistant Corporate Secretary

Manny Cancel, Senior Vice President and Chief Executive Officer of the E-ISAC

Adam DeLuca, Director, Security Operations, E-ISAC

Shamai Elstein, Associate General Counsel

Howard Gugel, Vice President, Engineering and Standards

Kelly Hanson, Senior Vice President and Chief Administrative Officer

Stan Hoptroff, Vice President, Business Technology

Mark Lauby, Senior Vice President and Chief Engineer

Sônia Mendonça, Senior Vice President, General Counsel, and Corporate Secretary

Bryan Preston, Vice President, People and Culture

Lonnie Ratliff, Senior Manager, Cyber and Physical Security Assurance

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 called everyone attention to the fact that October was Cyber Security Awareness Month but the need to remain vigilant given the significant and ever increasing cyber security risks is a year-round effort. Ms. Keenan also noted that the Committee held a closed meeting on November 1, 2021 to discuss NERC's and the Regional Entities' cyber security posture. She noted that there is a lot of meaningful work being done but more work remains. She conveyed that while NERC and the Regional Entities are a group of individual small businesses, because on the information they collect and their role they play within the industry, they are firmly in a ring where they need to "hit way above our weight". She stated that they are on path to do it but this means that there is a need for additional dedicated resources to continue that progress in a competitive environment. Ms. Keenan also commented on the Board of Trustees' cyber security training, the success of the E-ISAC's GridSecCon, the recent E-ISAC Member Executive Committee meeting, and the status of Align.

Minutes

Upon motion duly made and seconded, the August 11, 2021 meeting minutes were approved as presented at the meeting.

E-ISAC Operations

Mr. DeLuca presented on E-ISAC operations and briefed the Committee on the threat landscape. Ms. Sussman presented on the E-ISAC stakeholder surveys, highlighting the E-ISAC's progress and areas for growth. She also discussed the actions the E-ISAC is taking to address the feedback. Ms. Brown presented on the upcoming GridEx VI.

ERO Enterprise Align Project

Ms. Smith presented on the status of the Align project, including the status of Releases 3 and 4, features of future releases, and adoption of Align in the Canadian provinces. Mr. Ratliff discussed use of the Align tool from a user's perspective.


ERO Enterprise Business Technology Projects

Mr. Hoptroff provided an update on NERC business technology projects. He discussed (1) program area technology project, including standards reporting; the E-ISAC portal migration, CORES, GADS for solar and wind, replacing RCIS, and nerc.com modernization, among others; (2) shared service technologies, such as support for the DC office buildout support, integrated HR and finance and accounting systems, internal audit and risk management system and extended AV collaboration features; and (3) business technologies, such as mobile device management, identity access management, privileged access management, and data loss prevention.

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 E-ISAC Portal, and GridEx VI, among other items.

Threat Landscape – Management will discuss E-ISAC’s tracking of (1) current geopolitical tensions, particularly those involving the U.S. and Russia over Ukraine, and the potential for cyber-attacks on U.S. critical infrastructure, (2) Log4j vulnerabilities and exploitation, and (3) Conti Ransomware in medium and small utilities.

E-ISAC Portal and Automated Information Sharing – An improved version of the E-ISAC portal is currently undergoing testing and set to go live in Q1 2022. The E-ISAC has also operationalized a pilot with six members for automated information sharing.

GridEx VI – Management will discuss GridEx VI, which was held in November 2021. 293 organizations participated in the distributed play portion of the exercise, which allowed them to conduct an exercise that met their organization’s needs. The executive tabletop portion focused on (1) operational coordination with the telecommunications and natural gas sectors, (2) use of Grid Security Emergency Orders, (3) security of inverter-based resources, and (4) narrative warfare/misinformation. The E-ISAC plans to publish an after-action survey and lessons learned report by March 31, 2022.

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.

Management will provide an update on Release 3, including lessons learned and Release 4 that will introduce new functionalities to the platform. Release 3 added 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.

ERO Enterprise Business Technology Projects

Action

Update

Background

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

Program Area Projects – Management will provide an update on the status of the following future program area projects:

- Future projects: Registration system (CORES) enhancements, GADS Solar and GADS Wind portal; replacement for Reliability Coordinator Information System; and Reliability Assessment Data Systems (RADS).

Shared Services Projects - Management will provide an update on the status of the following current projects and future shared services projects:

- Current projects: DC office buildout
- Future projects: Integrated human resources and finance and accounting systems, internal audit and risk management system; and extended AV collaboration features, MS Teams.

Business Technology Projects - Management will provide an update on the status of the following current projects and future business technology projects:

- Current projects: mobile device management; identity access management; privileged access management; and data loss prevention
- Future projects: enhanced cyber security capabilities; disaster recovery implementation; selected core infrastructure to off premise

Annual Review of TSC Mandate

Action

Update

Background

Board Committee mandates are reviewed annually during the February open meetings. The Technology and Security Committee last modified its mandate in February 2021 to include provisions that recognizes the TSC's role in: (1) reviewing NERC's cyber security posture at least once annually; (2) providing the Finance and Audit Committee and the Board of Trustees (Board) with recommendations regarding the E-ISAC budget; and (3) serving as the Board's liaison with the Electricity Subsector Coordinating Council's Member Executive Committee for the E-ISAC. NERC management is not recommending any changes to the mandate at this time.