

## Conference Call Agenda Project 2014-01 Standards Applicability for Dispersed Generation Resources Standards Drafting Team

Friday, February 20, 2015, 1:00 p.m. to 3:00 p.m. Eastern

Dial-in: 866.740.1260 | Access Code: 5506033 | Security Code: 22015

Webinar: [www.readytalk.com](http://www.readytalk.com), enter access code 5506033

### Administrative

1. **Introductions**
2. **Review NERC Antitrust Compliance Guidelines and Public Announcement\***
3. **Participant Conduct Policy\***
4. **Email List Policy\***
5. **Review Meeting Agenda and Objectives\***

### Agenda Items

1. **Finalize PRC-005-5 for Posting and Ballot**
  - a. Discuss ballot results
  - b. Finalize response to comments
  - c. Finalize standard revisions
2. **White Paper Comments**
3. **FAC-008**
4. **Outreach**
5. **Future Meeting and Action Dates**
  - a. Future SDT meeting dates and locations to be determined
6. **Adjourn**

\*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.

## Public Announcements

**For face-to-face meeting, with dial-in capability:**

Participants are reminded that this meeting is public. Notice of the meeting was posted on the NERC website and widely distributed. The notice included the number for dial-in participation. Participants should keep in mind that the audience may include members of the press and representatives of various governmental authorities, in addition to the expected participation by industry stakeholders.

# Standards Development Process Participant Conduct Policy

## I. General

To ensure that the standards development process is conducted in a responsible, timely and efficient manner, it is essential to maintain a professional and constructive work environment for all participants. Participants include, but are not limited to, members of the standard drafting team and observers.

Consistent with the NERC Rules of Procedure and the NERC Standard Processes Manual, participation in NERC's Reliability Standards development balloting and approval processes is open to all entities materially affected by NERC's Reliability Standards. In order to ensure the standards development process remains open and to facilitate the development of reliability standards in a timely manner, NERC has adopted the following Participant Conduct Policy for all participants in the standards development process.

## II. Participant Conduct Policy

All participants in the standards development process must conduct themselves in a professional manner at all times. This policy includes in-person conduct and any communication, electronic or otherwise, made as a participant in the standards development process. Examples of unprofessional conduct include, but are not limited to, verbal altercations, use of abusive language, personal attacks or derogatory statements made against or directed at another participant, and frequent or patterned interruptions that disrupt the efficient conduct of a meeting or teleconference.

## III. Reasonable Restrictions in Participation

If a participant does not comply with the Participant Conduct Policy, certain reasonable restrictions on participation in the standards development process may be imposed as described below.

If a NERC Standards Developer determines, by his or her own observation or by complaint of another participant, that a participant's behavior is disruptive to the orderly conduct of a meeting in progress, the NERC Standards Developer may remove the participant from a meeting. Removal by the NERC Standards Developer is limited solely to the meeting in progress and does not extend to any future meeting. Before a participant may be asked to leave the meeting, the NERC Standards Developer must first remind the participant of the obligation to conduct himself or herself in a professional manner and provide an opportunity for the participant to comply. If a participant is requested to leave a meeting by a NERC Standards Developer, the participant must cooperate fully with the request.

Similarly, if a NERC Standards Developer determines, by his or her own observation or by complaint of another participant, that a participant's behavior is disruptive to the orderly conduct of a

teleconference in progress, the NERC Standards Developer may request the participant to leave the teleconference. Removal by the NERC Standards Developer is limited solely to the teleconference in progress and does not extend to any future teleconference. Before a participant may be asked to leave the teleconference, the NERC Standards Developer must first remind the participant of the obligation to conduct himself or herself in a professional manner and provide an opportunity for the participant to comply. If a participant is requested to leave a teleconference by a NERC Standards Developer, the participant must cooperate fully with the request. Alternatively, the NERC Standards Developer may choose to terminate the teleconference.

At any time, the NERC Director of Standards, or a designee, may impose a restriction on a participant from one or more future meetings or teleconferences, a restriction on the use of any NERC-administered list server or other communication list, or such other restriction as may be reasonably necessary to maintain the orderly conduct of the standards development process. Restrictions imposed by the Director of Standards, or a designee, must be approved by the NERC General Counsel, or a designee, prior to implementation to ensure that the restriction is not unreasonable. Once approved, the restriction is binding on the participant. A restricted participant may request removal of the restriction by submitting a request in writing to the Director of Standards. The restriction will be removed at the reasonable discretion of the Director of Standards or a designee.

Any participant who has concerns about NERC's Participant Conduct Policy may contact NERC's General Counsel.

## NERC Email List Policy

NERC provides email lists, or “listservs,” to NERC committees, groups, and teams to facilitate sharing information about NERC activities; including balloting, committee, working group, and drafting team work, with interested parties. All emails sent to NERC listserv addresses must be limited to topics that are directly relevant to the listserv group’s assigned scope of work. NERC reserves the right to apply administrative restrictions to any listserv or its participants, without advance notice, to ensure that the resource is used in accordance with this and other NERC policies.

Prohibited activities include using NERC-provided listservs for any price-fixing, division of markets, and/or other anti-competitive behavior.<sup>1</sup> Recipients and participants on NERC listservs may not utilize NERC listservs for their own private purposes. This may include announcements of a personal nature, sharing of files or attachments not directly relevant to the listserv group’s scope of responsibilities, and/or communication of personal views or opinions, unless those views are provided to advance the work of the listserv’s group. Use of NERC’s listservs is further subject to NERC’s Participant Conduct Policy for the Standards Development Process.

- *Updated April 2013*

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<sup>1</sup> Please see NERC’s Antitrust Compliance Guidelines for more information about prohibited antitrust and anti-competitive behavior or practices. This policy is available at <http://www.nerc.com/commondocs.php?cd=2>