



**Member Advisory Committee
Meeting Agenda
Salt Lake City, UT**

Meeting [link](#), Password: WECC | Dial-in Number: 1-415-655-0003, Attendee Access Code: 2631 430 9100

March 12, 2024, 2:45 to 4:45 p.m. Mountain Time

- 1. Welcome, Call to Order—Michele Beck**
- 2. Review WECC Antitrust Policy—Brittany Huggins**
[WECC Antitrust Policy](#).
Please contact WECC legal counsel if you have any questions.
- 3. Approve Agenda**
- 4. Review and Approve Previous Meeting Minutes**
Approval Item: Meeting Minutes from February 7, 2024
- 5. Review Previous Action Items—Brittany Huggins**
- 6. Chair Remarks—Michele Beck**
- 7. Executive Remarks—Melanie Frye**
- 8. Technical Session Discussion—Member Advisory Committee**
- 9. Reliability Risk Priorities—Member Advisory Committee**
- 10. MAC Board Effectiveness Survey—Duncan Brown**
Approval Item: MAC Board Effectiveness Survey
- 11. Nominating Committee Update—Fred Heutte**
Approval Item: 2025 Director Compensation
- 12. MAC Communications—Member Advisory Committee**
- 13. Workgroup and Liaison Reports**
 - Joint Guidance Committee—Jonathan Aust



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MAC Meeting Agenda—March 12, 2024

- MAC Budget Subcommittee—Dana Cabbell
- Reliability Assessment Committee—Fred Heutte
- Reliability Risk Committee—Grace Anderson
- Resource Adequacy Advisory Group—Brian Theaker

14. Public Comment

15. Roundtable

16. Review New Action Items

17. Review Upcoming Meetings

April 17, 2024.....	Virtual
May 22, 2024.....	Virtual
June 11, 2024.....	Salt Lake City, Utah

18. Adjourn

Resources:

[NERC 2023 Long-Term Reliability Assessment](#)

[State of the Interconnection](#)



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Member Advisory Committee
DRAFT Meeting Minutes
February 7, 2024
Virtual

1. Welcome, Call to Order

Michele Beck, Member Advisory Committee (MAC) Chair, called the meeting to order at 2:03 p.m. MT on February 7, 2024. A quorum was present to conduct business. A list of attendees is attached as Exhibit A.

2. Review WECC Antitrust Policy

Dena Richins, Legal Assistant and Corporate Records Coordinator, read aloud the WECC Antitrust Policy statement. The meeting agenda included a link to the posted policy.

3. Approve Agenda

Ms. Beck introduced the proposed meeting agenda.

On a motion by Sophie Hayes, the MAC approved the agenda.

4. Review and Approve Previous Meeting Minutes

Ms. Beck introduced the minutes from the meeting on December 5, 2023.

On a motion by Brian Theaker, the MAC approved the minutes from December 5, 2023.

5. Review Previous Action Items

Ms. Richins reported there were no previous actions items.

6. MAC Chair Remarks

Ms. Beck introduced interim MAC member, Dale Dunckel, Class 2. Mr. Dunckel gave a brief introduction of himself and the work he currently does. Ms. Beck announced the resignation of Brenda Ambrosi, International, and that they are seeking a replacement to fill the vacancy.

7. Member Advisory Committee Charter

Brian Theaker, Member Advisory Committee (MAC) Vice Chair, presented edits to the MAC Charter.

On a motion by Brian Theaker, the MAC approved the MAC Charter.



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MAC Meeting Minutes—February 7, 2024

8. Risk Priorities Discussion

Ms. Beck reminded the group of the Risk Priorities Workshop on February 29, 2024, and asked that MAC members make an effort to attend.

Grace Anderson, Class 5, summarized processes for development of the WECC Reliability Risk Priorities and the Reliability Risk Committee Risk Register. Ms. Anderson commented on the importance of both processes and encouraged the MAC to share the risk register with their respective classes and highlighted the difference between ranking vs. prioritization of the two processes. The committee discussed various areas of the Risk Register.

Steve Ashbaker, Reliability Initiatives Director, and Scott Brooksby, Senior Cyber Risk Advisor, reviewed the RRC Risk Register timeline and posting deadlines and responded to questions on the registry and input into the Reliability Risk Priorities Workshop.

9. Workgroup and Liaison Reports

Nominating Committee

Fred Heutte, Class 4, provided a report on the Nominating Committee (NC) activities.

Reliability Risk Committee

Grace Anderson, Class 5, provided an update on the Reliability Risk Committee (RRC) activities.

Resource Adequacy Advisory Group

Ms. Beck indicated that due to turnover in assignments, there would not be a report on the Resource Adequacy Advisory Group (RAAG) activities. She asked for volunteers to take on this liaison position.

10. Public Comment

There were no comments from the public.

11. Roundtable

Fred Huette, Class 4, commented that a storm in Oregon had caused a brief reduction in load and failed telecommunication from a facility, and these issues have been ongoing and need to be monitored.

Ms. Anderson discussed the Interregional Transfer Capability Study Advisory Group (ITCSAG) activities and emphasized they are seeing unusual transfer patterns.

Evan Valeriotte, International, noted there was a severe cold snap in Canada that resulted in an emergency broadcast to affected areas to turn off lights and restrict energy use. This was the



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MAC Meeting Minutes—February 7, 2024

first time this type of broadcast was used in Alberta and resulted in no loss of load. Grace Anderson noted that California Governor Newsom issued a similar public appeal via text message at approximately 5:00 p.m. on September 6, 2022, which helped California endure a new peak demand during a record heat wave also without the need to shed load.

12. Review New Action Items

No new action items were assigned.

13. Upcoming Meetings

March 12, 2024.....	Salt Lake City, Utah
April 17, 2024.....	Virtual
May 22, 2024.....	Virtual

14. Adjourn

Ms. Beck adjourned the meeting without objection at 3:20 p.m.



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MAC Meeting Minutes—February 7, 2024

Exhibit A: Attendance List

Members in Attendance

Brenda Ambrosi.....	International
Jonathan Aust.....	Class 1
Grace Anderson	Class 5
Michele Beck.....	Vice Chair
Duncan Brown	Class 3
Dana Cabbell.....	Class 1
Dale Dunckel.....	Class 2
Richard Ferreira	Class 2
Sophie Hayes.....	Class 4
Fred Heutte.....	Class 4
Linda Jacobson-Quinn	Chair
Patrick O’Connell	Class 5
Chris Parker.....	Class 5
Brian Theaker	Class 3
Evan Valeriotte.....	International
Matt Weber	Class 1

Members not in Attendance

Ernesto Olivas	International
Carrie Simpson.....	Class 3



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Member Advisory Committee
MAC Chair Remarks

Verbal Update

Michele Beck, Chair

March 12, 2024

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Member Advisory Committee Executive Remarks

Verbal Update

Melanie Frye, WECC President and CEO

March 12, 2024

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Member Advisory Committee Technical Session Discussion

Verbal Update

March 12, 2024

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Member Advisory Committee
Reliability Risk Priorities

Verbal Update and Discussion

March 12, 2024



Member Advisory Committee
Approval Item
MAC Board Effectiveness Survey
March 12, 2024

MAC Resolution

Resolved, that the Member Advisory Committee (MAC), approves the updated MAC Board Effectiveness Survey at the meeting of the MAC on March 12, 2024, as presented and attached.

Background

The MAC conducts a biennial survey of Board performance, with the last survey completed in September 2023. Based on the 2023 survey participation and results, the MAC proposed improvements to the format, which include adding a comment section after each question, requiring comments on any score three or less, and to have an overall comment section. The MAC also asked that, going forward, year-over-year results be included. The survey format is captured below:

MAC Board Effectiveness Survey

For questions 1 through 5, rate on the following scale: strongly agree, agree, neither agree nor disagree, disagree, strongly disagree, uncertain/not applicable. Comments on all questions are recommended but are required for a response of 3 or below.

1. WECC's mission is "to effectively and efficiently mitigate risks to the reliability and security of the Western Interconnection's bulk power system?"

- a. Do the members of the Board have appropriate skills, knowledge, and abilities to fulfill its duties and oversee this mission?

Strongly Agr...	Agree	Neither Agree...	Disagree	Strongly Dis...	No Experien...
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

- b. Are Board meetings focused on appropriate issues to carry out this mission?

Strongly Agr...	Agree	Neither Agree...	Disagree	Strongly Dis...	No Experien...
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

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MAC Board Effectiveness Survey

Comments:

2. Are Board decisions consistently achieved through an open and transparent process?

Strongly Agr... Agree Neither Agr... Disagree Strongly Dis... No Experien...

<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
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Comments:

3. Does the Board appropriately interact with the MAC in the following ways?

- a. Request input on important issues affecting WECC and the Western Interconnection.

Strongly Agr... Agree Neither Agr... Disagree Strongly Dis... No Experien...

<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
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- b. Appropriately consider and incorporate input.

Strongly Agr... Agree Neither Agr... Disagree Strongly Dis... No Experien...

<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
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Comments:

4. Does the Board appropriately consider and incorporate input from the following key entities in making its decisions?

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MAC Board Effectiveness Survey**a. Standing Committee**

Strongly Agr... Agree Neither Agr... Disagree Strongly Dis... No Experien...

<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
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b. WIRAB

Strongly Agr... Agree Neither Agr... Disagree Strongly Dis... No Experien...

<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
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c. Staff

Strongly Agr... Agree Neither Agr... Disagree Strongly Dis... No Experien...

<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
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Comments:

5. Is the Board effective at monitoring each of the following?**a. Standards development**

Strongly Agr... Agree Neither Agr... Disagree Strongly Dis... No Experien...

<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
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b. Compliance monitoring and enforcement

Strongly Agr... Agree Neither Agr... Disagree Strongly Dis... No Experien...

<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
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c. Risk

Strongly Agr... Agree Neither Agr... Disagree Strongly Dis... No Experien...

<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
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MAC Board Effectiveness Survey

Comments:

6. Please provide any overall comments or thoughts that are not captured in the above questions.

Comments:

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**Member Advisory Committee
Approval Item
2025 Director Compensation
March 12, 2024**

Member Advisory Committee Resolution

Resolved, that the Member Advisory Committee (MAC), acting on the recommendation of the Nominating Committee (NC), at the meeting of the MAC on March 12, 2024, approves 2025 Director compensation as follows:

- Annual Director retainer be increased by 4.72% from \$102,655 to \$107,500;
- Annual WECC Board Chair premium remains at \$25,000; and
- Annual premia for WECC Board Vice-Chair and WECC Board Committee Chairs be increased from \$7,500 to \$10,000.



WECC Nominating Committee
2025 Director Compensation Recommendation
February 28, 2024

From: Richard Woodward, Nominating Committee Chair

To: Michele Beck, Member Advisory Committee Chair

Authority

WECC Bylaws §6.4.4 requires the Nominating Committee (NC) to make an annual recommendation to the Member Advisory Committee (MAC) regarding the compensation of WECC Directors for the following year. This letter transmits the NC's unanimous 2025 Director compensation recommendations to the MAC.

2025 Director, Board Chair, and Committee Chair Compensation

The 2024 NC unanimously recommends the 2025 Director compensation, effective January 1, 2025, be as follows:

- Annual Director retainer be increased by 4.72% from \$102,655 to \$107,500;
- Annual WECC Board Chair premium remain at \$25,000; and
- Annual premia for WECC Board Vice-Chair and WECC Board Committee Chairs be increased from \$7,500 to \$10,000 – the last increase in this component was more than 10 years ago.
- If approved, the annual total budget amount for 2025 Director compensation will be \$1,052,500, an overall increase of \$58,605 (5.9%) from 2024.

Rationale

In accordance with §6.4.4 WECC Bylaws, in December 2023, WECC again engaged Meridian Compensation Partners, an independent executive compensation firm, to conduct a review of WECC's current board compensation and formulate an annual compensation recommendation.

Meridian reviewed the philosophical approach to the study, considering both not-for-profit and for-profit entities, with a focus on the other Regional Entities (REs) and NERC, the entities deemed most comparable to WECC.

Meridian provided updated compensation data in accord with previous analysis and with further instructions from the NC. Their "Competitive Market Review of Outside Director Compensation" report specifically enumerated the available compensation data for outside directors at the other REs and NERC from Form 990 submissions. The NC relied on that information and other advice from the

2025 Director Compensation Recommendation

consultant as the starting point of its assessment, while considering the economic context, the scope of WECC's work and additional factors including the recent trajectory of WECC Board compensation, in developing the 2025 recommendation.

The 2024 NC again affirms the Board compensation approach adopted by prior NCs, namely, to target a range that is at or near the high end of compensation for other RE Board members and less than NERC's Board of Trustees members. This approach is supported by:

1. The larger WECC footprint as compared to the other REs;
2. WECC's greater organizational range and complexity as compared to the other REs;
3. A higher overall workload for WECC's independent Board of professional Directors in contrast to the other REs that supplement their stakeholder boards with a few independent directors;
4. A desire to keep WECC's Board compensation at a level that promotes the retention and recruitment of experienced, talented Directors; and
5. The recent economic environment marked by historically high inflation.

Prior NCs also determined that annual increases should be measured and steady rather than large periodic increases.

Director Compensation

The Nominating Committee's unanimous recommendation to increase Director compensation 4.72% to \$107,500 is in line both with the principles set forth above, the recent trajectory of WECC Board compensation, and the findings of previous and current NCs on ensuring that compensation levels advance at a relatively steady pace from year to year.

Following an increase for 2024, the NC is not recommending an increase in the Board Chair premium for 2025. As noted in the NC 2024 recommendation, the NC reviews this matter each year but does not view that the Board Chair premium should necessarily be increased annually.

The NC does recommend an increase in the premia for the Board Vice-Chair and Board Committee Chairs from \$7,500 to \$10,000, in light of increasing workload and that these levels have not been increased for more than a decade.

Overall, the consultant market analysis showed that the above recommended WECC director compensation levels will be substantially less than NERC directors and one RE that traditionally has compensated well above the group, but at or above the levels for other REs generally.

Recommended Director Compensation Levels for 2025

	2021	2022	2023	2024	2025*
Annual Retainer	91,000	94,000	98,000	102,655	107,500
Percentage increase from prior year	4.6%	3.3%	4.3%	4.75%	4.72%



2025 Director Compensation Recommendation

BOD Chair Premium	20,000	20,000	20,000	25,000	25,000
BOD Vice Chair Premium	7,500	7,500	7,500	7,500	10,000
BOD Committee Chair Premium	7,500	7,500	7,500	7,500	10,000

* - *proposed*

Summary

After reviewing the current RE and NERC compensation information and WECC's Board compensation history, and after affirming and adopting the compensation principles used by previous NCs, the 2024 NC unanimously recommends increasing the 2025 Board retainer to \$107,500, maintaining the 2025 Board Chair premium at \$25,000, and increasing the 2025 Vice-Chair and Committee Chair premia to \$10,000.



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Member Advisory Committee
MAC Communications

Verbal Update and Discussion

March 12, 2024

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**Member Advisory Committee
Workgroup and Liaison Reports**

Verbal Updates

March 12, 2024



2024 WECC Member Advisory Committee (MAC) Work Plan

March 12, 2024

#	Assignments	Leads	Due Date	Status	Notes
1.0	Processes				
1.1	Maintain 2024 Work Plan	Linda Jacobson-Quinn	Q1-Q4/2024	Ongoing	Work with Chair/Vice Chair to ensure all assignments are filled and individual members are notified and reminded of their assignments.
1.2	Develop 2025 Work Plan	XX	Q4/2024		Present at November and/or December 2024 meeting for input and acknowledgement of MAC. (no formal approval needed.)
1.3	Determine & Publish 2024 Meeting Dates	Staff/Chair/Vice Chair	Q4/2024	Ongoing	Present at November for approval at December 2024 meeting
1.4	MAC In-Person Meetings	Staff/Chair/Vice Chair	Q1-4/2024	Ongoing	Consult with MAC to determine topics
1.5	Coordinate Annual BOD/MAC Dinner	Staff/Chair/Vice Chair	Q4/2024	Ongoing	BOD/MAC Dinner at the December Board Meeting
1.6	Leadership Election	XX	Q2-3/2024		Team: XX, XX
1.7	Notify MAC Candidates of Election Results	Staff/Chair elected at 2024 Annual Meeting	Q3/2024		Chair and staff coordinate election notifications to all candidates on day of results.
2.0	Nominating Committee (NC) – appoint members in early Q4				
2.1	Review and Approve Director Compensation	Fred Huette	Q2/2024	Ongoing	Voting Members: C1: Matt Weber C2: Dick Ferreira C4: Fred Huette C5: Grace Anderson Non-Voting Members: Int'l: Evan Valeriote C3: Duncan Brown
2.2	Create a list of board candidates & nomination(s)	Same as above	Q1/2024	Ongoing	Same as above
3.0	BOD Effectiveness Survey (odd years only)				
3.1	Review previous survey results, liaise with WIRAB, coordinate with staff to conduct actual survey and outreach to MAC members to achieve high percentage completion		NA (no survey in 2024)		
3.2	Present results and compare against previous years' results to MAC & GC		NA		

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2024 WECC Member Advisory Committee Work Plan

#	Assignments		Leads	Due Date	Status	Notes
	3.3	Create list of action items that could assist with support of, and improvements to, BOD activities		NA		Create list after additional discussion and input from MAC at September MAC meeting.
3.0		BOD Effectiveness Survey Revisions (even years as necessary)				
	3.1	Draft improvements to survey	Duncan Brown			Potential improvements will likely be identified when the previous survey results are presented.
	3.2	Present revised survey for MAC vote	same			Team: same as above
4.0		Budget Subcommittee				
	4.1	Review Budget Subcommittee Charter	Dana Cabbell	Q1-2/2024	Complete	Subcommittee: C1 – Dana Cabbell C2 – Linda Jacobson-Quinn C3 – Brian Theaker C4 – Sophie Hayes C5 – Chris Parker Int'l – Brenda Ambrosi
	4.2	Review 2025 budget, provide feedback and written comments to WECC management, FAC, and MAC	Same as above	Q2/2024	Complete	Same as above
	4.3	Provide feedback to WECC regarding updated proposals for assessment stabilization	Same as above			Same as above
5.0		Annual Reviews				
	5.1	Charter	XX	Q4/2024		
	5.2	Member Resource Guide & Library	staff	Q4/2024		Update information after annual meeting
		Other studies, if requested by MAC member for specific MAC purposes	WECC staff SME and/or requesting MAC member			
	5.3	TBD (if requested				
	5.4	TBD (if requested)				
	5.5	TBD (if requested)				



2024 WECC Member Advisory Committee Work Plan

#	Assignments	Leads	Due Date	Status	Notes
6.0	Issues for Analysis/Recommendations to BOD				Topics included in workplan as a reminder, leads and due dates will be assigned as specific associated tasks arise
6.1	Transmission Expansion and Planning				
6.2	Wildfire Shutoff Programs: Impact on Reliability				
6.3	Resource adequacy				
6.4	TBD (if issues arise)				
7.0	Strategic Planning/Engagement				
7.1	Organize MAC Workshop	XX	Q4/2024		Team: XX, XX
7.2	MAC Liaison Reports	RAC – Fred Heutte JGC – Jon Aust RRC – Grace Anderson RAAG – Brian Theaker	Issues reported as warranted at MAC Meetings and/or Conference Calls	Ongoing	The liaison will monitor and participate in their assigned committee and notify staff/chair when they have an update for inclusion on a MAC agenda.
7.3	Participate in WECC priority setting process (even years only)	All	Q1-2/2024		February – stakeholder feedback workshop on reliability risk priorities March – draft RRP and start public comment process June – BOD approve RRP
7.4	Class Engagement	Each Class Rep	Reported at each MAC Meeting or Conference Call	Ongoing	Assigned lead (rotating among classes) drafts meeting notes using communication template. (see assignments below.) Each class distributes info to its members and solicits input as requested, noting the class minority/majority position.

Meeting Date	Media	Location	Class Communication	Status
February 7, 2024	Webinar		Class 4: Sophie Hayes	
March 12, 2024	In-Person	Salt Lake City, UT	Class 5: Chris Parker	
April 17, 2024	Webinar		Int'l: Evan Valeriotte	
May 22, 2024	Webinar		Class 1: Jonathan Aust	



2024 WECC Member Advisory Committee Work Plan

June 11, 2024	In-Person	Salt Lake City, UT	Class 2: Dale Dunckel	
July 31, 2024	Webinar		Class 3: Carrie Simpson	
September 17, 2024	In-Person	Salt Lake City, UT	Class 4: Fred Huette	
November 6, 2024	Webinar		Class 5: Pat O'Connell	
December 10, 2024	In-Person	Salt Lake City, UT	Int'l: Brenda Ambrosi	

NOTE: If you are unable to complete your assignment, please find another MAC member from your class to complete the work.

Timeline for Key WECC and NERC Studies *(The release months below are approximate and subject to change as projects move forward.)*

MAC members will be notified when these studies are released and provided links to the studies as well as webinars or related materials of interest. This will be provided for informational purposes and the issues will not be included on MAC agendas unless specific issues related to the MAC's work are identified and requested to be addressed.

Month (approx.)	Study
January	Y10 & Y20 Cold Weather Scenarios
February	Y20 Extreme Heat Event Scenario & Compound Load Scenario
May	Summer Assessment (NERC)
	ERO CMEP Implementation Plan (NERC)
June	State of Reliability Report (NERC)
August	System Performance Data Portal (formerly SOTI data portal). Update of existing data – no new content or format.
	ERO Risk Priorities Report (odd years) (NERC)
October	20-Year Foundational Case
	Grid Forming Inverters Case
November	Winter Reliability Assessment (NERC)
	Western Assessment of Resource Adequacy (WARA)
December	Long-term Reliability Assessment (NERC)
	Changes in Grid Strength Study

