

Board of Directors Meeting Agenda Salt Lake City, Utah

Meeting link, Password: WECC | Dial-in Number: 1-415-655-0003, Attendee Access Code: 2634 089 1430

# March 12, 2025, 8:30 to 11:00 a.m. Mountain Time

## 1. Welcome, Call to Order-Ric Campbell

# 2. Review WECC Antitrust Policy—Jeff Droubay

The WECC Antitrust Policy can be found on wecc.org.

Please contact WECC legal counsel if you have any questions.

## 3. Approve Agenda

## 4. Consent Agenda

Approval Item: Meeting Minutes from December 11, 2024 Approval Item: Member Advisory Committee (MAC) Charter Approval Item: WECC Standards Committee (WSC) Charter

# 5. Review of January 22, 2025, and March 11, 2025, Closed Sessions-Ric Campbell

## 6. Remarks and Reports

WECC President and CEO—Melanie Frye Reliability and Security Oversight—Steven Noess Member Advisory Committee—Brian Theaker Western Interconnection Regional Advisory Body—Mary Throne

## **Break**

# 7. Public Comment

## 8. Board Committee Reports

Finance and Audit Committee—Richard Woodward

# Open Session Board Meeting Book - Board Agenda

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## Board Meeting Agenda-March 12, 2025

Governance Committee – Ian McKay *Approval Item: Principles of Corporate Governance* Nominating Committee – Ian McKay Human Resources and Compensation Committee – Felicia Marcus Standards Committee – Joe McArthur

## 9. Technical Activities Update

Reliability Planning and Performance Analysis—Branden Sudduth Reliability Assessments Committee—Philip Augustin Reliability Risk Committee—Dede Subakti

## 10. Review New Action Items

## 11. Review Upcoming Meetings

June 10–11, 2025	Salt Lake City, Utah
September 17–18, 2025	Salt Lake City, Utah
December 9–10, 2025	Salt Lake City, Utah

## 12. Adjourn





Board of Directors Approval Item Consent Agenda March 12, 2025

# For Board Approval

The consent agenda for this meeting consists of:

Approval Item: Meeting Minutes from December 11, 2024

Approval Item: Member Advisory Commtitee (MAC) Charter

Approval Item: WECC Standards Committee (WSC) Charter

# Recommendation

Staff believes that these items do not require additional Board discussion, and each is non-controversial and appropriate for the consent agenda. Attached is background information on each item.

## 155 North 400 West | Suite 200 | Salt Lake City, Utah 84103 www.wecc.org



Board of Directors DRAFT Meeting Minutes December 11, 2024 Salt Lake City, Utah

# 1. Welcome, Call to Order

Ric Campbell, Board of Directors (Board) Chair, called the meeting to order at 9:00 a.m. MT on December 11, 2024. A quorum was present to conduct business. A list of attendees is attached as Exhibit A. Jeff Droubay, General Counsel and Vice President, served as secretary.

# 2. Review WECC Antitrust Policy

Mr. Droubay read aloud the WECC Antitrust Policy statement. The policy can be found on wecc.org.

## 3. Approve Agenda

Mr. Campbell introduced the proposed meeting agenda.

Mr. Campbell noted that two approval items need to be removed from the agenda: the Member Advisory Committee (MAC) Charter and the WECC Standards Committee (WSC) Charter. These items will be brought back at the March 2025 Board meeting.

On a motion by Jim Avery, the Board approved the agenda, as amended.

## 4. Consent Agenda

Mr. Campbell introduced the consent agenda.

On a motion by Ian McKay, the Board approved the consent agenda, which consisted of:

Approval Item: Minutes from September 17, 2024.

# 5. December 10, 2024, Closed Session

Mr. Campbell reviewed the closed session held the morning of December 10, 2024.

# 6. FERC Remarks

Kal Ayoub, Director, Office of Electric Reliability, FERC, thanked the Board for the invitation to speak. Mr. Ayoub commented that his priorities are in collaboration, communication, and coordination. He highlighted the challenges of the evolving grid landscape and areas of FERC focus, including load growth, extreme weather events, wildfires, cyber and physical security, and gas-electric coordination. Mr. Ayoub closed by thanking the Inter-regional Transfer

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Capability Study (ITCS) team for its final report and congratulated WECC on its leadership and work in addressing grid challenges.

Mr. Ayoub responded to questions about FERC Order 2023, transmission priorities and siting and permitting challenges, and gas-electric coordination.

## 7. Remarks and Reports

The following people gave reports to the Board:

- a. Melanie Frye, President and CEO, highlighted the alignment between the ERO Enterprise Long-Term Strategy (ERO LTS) and WECC's Long-Term Strategy (LTS) and shared details on NERC's implementation of the ERO LTS and its three-year planning activities. Ms. Frye discussed regional entity alignment to the four focus areas in NERC's LTS: energy, security, engagement, and agility and sustainability. WECC will continue to have a one-year budget and a two-year forecast that align with NERC's three-year outlook. Ms. Frye provided updates on the Western Transmission Expansion Coalition (WestTEC) project; summarized FERC, NERC, regional, and international activities; and closed with an update on 2024 Scorecard accomplishments. The Board thanked WECC for a tremendous year and congratulated WECC on the scorecard accomplishments;
- b. Steven Noess, Vice President Reliability and Security Oversight, provided an update about observations on compliance trends, the October 2024 Reliability and Security Workshop, 2024 oversight activities and engagement, Inverter-based Resources (IBR) Work Plan milestones, cold weather preparedness requirements and outreach efforts, and self-logging processing. Mr. Noess closed with an update on the NERC supplemental filing to FERC. Mr. Noess responded to questions about expanded self-reporting, the trends update report, and standards CIP-007 and CIP-010;
- c. Brian Theaker, Member Advisory Committee (MAC) Chair, welcomed newly elected Board directors and MAC representatives, and summarized the MAC's recent accomplishments and planned activities. Mr. Theaker requested continued Board support and partnership with the MAC;
- d. Eric Baran, Western Interconnection Regional Advisory Body (WIRAB), Program Manager, highlighted WIRAB advice on the WECC LTS and support for Board approval, summarized the IBR Risk Assessment Report, and reported on 2024 accomplishments and 2025 strategic initiatives. Mr. Baran responded to a question on the IBR Risk Assessment report and next steps; and
- e. Layna McVay, Western Interconnection Compliance Forum (WICF) Chair, summarized WICF's purpose, outreach to members, and ongoing collaboration with WECC. Ms. McVay



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responded to a question on WICF feedback to WECC on the Reliability and Security Workshop.

## 8. Public Comment

No comments were received.

## 9. Long-term Strategy Refresh

Mr. Droubay provided an update on the process, strategy, and intent of the LTS and highlighted revisions made considering feedback from the September Board meeting, the September interactive session, public comment, the MAC, and WIRAB.

#### On a motion by Ian McKay, the Board approved the following resolution:

*Resolved,* that the WECC Board of Directors (Board), acting at the meeting of the Board on December 11, 2024, approves the WECC Long-term Strategy as presented and attached.

## 10. Board Committee Reports

Board committee reports were provided:

### a. Finance and Audit Committee

Richard Woodard, Finance and Audit Committee (FAC) Chair, reported on the previous day's meeting in which the FAC reviewed investment performance, 2024 year-to-date results and forecast, and reviewed and recommended edits to the FAC Charter.

## On a motion by Richard Woodward, the Board approved the following resolution:

*Resolved*, that the WECC Board of Directors (Board), acting on the recommendation of the Finance and Audit Committee (FAC) at the meeting of the Board on December 11, 2024, approves the FAC Charter as presented and attached.

#### b. Governance Committee

Ian McKay, Governance Committee (GC) Chair, reported on the GC meeting held the previous day in which the GC received reports on delegation agreement compliance and conflicts of interest, received updates on Board policies and the schedule for policy review, reviewed and recommended edits to the GC Charter, and made a recommendation for the Section 4.9 Review Work Group scope.

On a motion by Ian McKay, the Board approved the following resolution:



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*Resolved,* that the WECC Board of Directors (Board), acting on the recommendation of the Governance Committee (GC) at the meeting of the Board on December 11, 2024, approves the GC Charter as presented and attached

### On a motion by Ian McKay, the Board approved the following resolution:

*Resolved*, that the WECC Board of Directors (Board), acting on the recommendation of the Governance Committee (GC) at the meeting of the Board on December 11, 2024, aware of the Board's responsibility under Bylaws Section 4.9 to conduct a Structure and Governance Review (Review) of the organization in 2025, hereby approves the following:

- The Review will consist of a comprehensive review and update of the WECC Bylaws.
- The GC will conduct the review with the participation of the following individuals: Chris Parker representing the Member Advisory Committee, Mary Throne and Laura Rennick representing the Western Interconnection Reliability Advisory Board (WIRAB), WECC's Chief Executive Officer and President, and WECC's General Counsel.
- The Section 4.9 Review meetings will be convened as separate and distinct meetings of the GC. All associated meeting materials will be referenced as "Governance Committee Section 4.9 Review 2024-25."
- Meetings will be open to the public unless there is a need to share confidential, sensitive, or privileged information, as defined by section 7.6.1 of the WECC Bylaws, in which case, such matters may be discussed in closed session upon an affirmative vote of a majority of the participants present to convene in closed session.
- The Section 4.9 Review work will be supported by WECC legal counsel and other WECC staff as required.
- The GC Chair will regularly brief and take direction from the Board.

## c. Human Resources and Compensation Committee

Felcia Marcus, Human Resources and Compensation Committee (HRCC) Chair, reviewed the HRCC closed and open session meetings held the previous day, where the committee discussed CEO goals, heard an update on health and welfare benefits, and discussed and recommended motions for the HRCC Charter, re-appointment of corporate officers, and the 2025 Corporate Scorecard.

## On a motion by Felicia Marcus, the Board approved the following motion:

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*Resolved,* that the WECC Board of Directors (Board), acting on the recommendation of the Human Resources and Compensation Committee (HRCC) at the meeting of the Board on December 11, 2024, approves the HRCC Charter as presented and attached.

#### On a motion by Felicia Marcus, the Board approved the following motion:

*Resolved,* that the WECC Board of Directors (Board), acting on the recommendation of the Human Resources and Compensation Committee (HRCC) at the meeting of the Board on December 11, 2024, approves the re-appointment of the following officers of the corporation, as presented and indicated as follows:

- Melanie Frye, President and Chief Executive Officer,
- Jillian Lessner, Vice President, Chief Financial & Administrative Officer,
- Branden Sudduth, Vice President, Reliability Planning & Performance Analysis,
- Jeff Droubay, Vice President, General Counsel and Corporate Secretary,
- Kris Raper, Vice President, Strategic Engagement and External Affairs,
- Steve Noess, Vice President, Reliability & Security Oversight.

#### On a motion by Felicia Marcus, the Board approved the following motion:

*Resolved*, that the WECC Board of Directors (Board), acting upon the recommendation of the Human Resources and Compensation Committee (HRCC), at the meeting of the Board on December 11, 2024, approves the 2025 Corporate Scorecard, as presented and attached.

#### d. Nominating Committee

Mr. McKay, Chair, provided an update on NC activities, including the director candidate search and board compensation discussions.

#### e. WECC Standards Committee

Joe McArthur, WECC Standards Committee (WSC) Chair, reviewed WSC activities and summarized the meeting held on November 25, 2024.

## 11. Technical Activities Update

Branden Sudduth, Vice President of Reliability Planning and Performance Assessment, provided a technical activities report, including highlighting the Western Assessment of Resource Adequacy (Western Assessment), the NERC Long-term Reliability Assessment (LTRA), and the Large Loads Assessment. He closed by summarizing risk management process enhancements. Mr. Sudduth responded to questions on the Western Assessment, the NERC LTRA, and the Elevate report on large loads.



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Additional reports were provided as follows:

- a. Chelsea Loomis, RAC Co-chair, reported on RAC activities, including exploring data and model quality needs, and highlighting the Long-term Transmission Planning Task Force work; and
- b. Meg Albright, RRC Co-chair, provided an update on risk work and 2025 priorities.

## 12. Review New Action Items

There were no new action items created during this meeting.

## 13. Upcoming Meetings

March 11–12, 2025	Salt Lake City, Utah
June 10–11, 2025	Salt Lake City, Utah
September 17–18, 2025	Salt Lake City, Utah

## 14. Adjourn

Mr. Campbell adjourned the meeting without objection at 11:50 a.m.



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## Board Meeting Minutes-December 11, 2024

# **Exhibit A: Attendance List**

## Members in Attendance

James Avery	Vice Chair
Ric Campbell	Chair
Melanie Frye	CEO
Felicia Marcus	Director
Joe McArthur	Director
Ian McKay	Director
David Morton	Director
Sarah Mugel	Director
Richard Woodward (virtual)	Director





Board of Directors Meeting Approval Item Member Advisory Committee Charter March 12, 2025

# **Board Resolution**

*Resolved*, that the WECC Board of Directors (Board), acting on the recommendation of the Member Advisory Committee (MAC) at the meeting of the Board on March 12, 2025, approves the MAC Charter as presented and attached.

# Background

A clean and redlined version of the proposed MAC Charter are included in the Board package. Initial review of the charter was performed by WECC legal and subsequent review was done by the MAC, with recommendation for Board approval at the February 5, 2025, MAC meeting.

Proposed revisions are as follows:

- Minor editorial changes include changing "membership" to "member," capitalization corrections, and general grammar/wording updates;
- Clarification of MAC submission of ballots;
- Correction to elections taking place "in conjunction with" instead of "at" the Annual Members meeting;
- Defining MAC leadership term start and end dates;
- Updates to meeting notice, materials posting, and approval requirements;
- Removal of reference to specific bylaws sections;
- Removal of reference to "subclass(es)"; and
- Changing the charter review requirement to "as needed but at least biennially."

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Member Advisory Committee Charter

# **Establishment and Authority**

The Member Advisory Committee (MAC) is established by the Bylaws.

# **Purpose and Responsibilities**

The purpose of the MAC is stated in the bylaws.

MAC responsibilities include those specified in the WECC Bylaws and the following:

- 1. Give timely updates and communications to, and get feedback from, WECC's Members on issues facing WECC to inform and influence the WECC Board of Directors (Board) in its decisions about those issues.
- 2. Develop a work plan that includes issues identified by the Board and the MAC. Clearly communicate the work plan to the Board and the membership and implement it to ensure enough time is given to inform and influence WECC decisions.
- 3. Work with the Board to develop and implement the agenda for the Annual Member Meeting.
- 4. MAC members have a duty to represent the interests of their member class, subclass, or international jurisdiction. All MAC members must keep regular contact with the members of their member class or jurisdiction as issues are considered by the MAC, and must make reasonable, good-faith efforts to present and discuss both majority and minority opinions from their jurisdiction or member class on matters before the MAC.

# **Committee Composition and Governance**

## Membership

The MAC will be composed of representative members as described in the Bylaws.

## Selection of Class and International Jurisdiction MAC Members

Selection of MAC members will be such that no WECC member may have more than one member representative serving as a MAC member at the same time. A MAC member may fill only one member position. Other nomination and election procedures beyond those contained in this charter may be proposed for an international jurisdiction or class. Depending on approval by the WECC general counsel for their submission to the affected WECC members, other procedures may be implemented by majority vote of the members of an international jurisdiction or class.

## 1. Class MAC Members

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- a. In conjunction with the Annual Member Meeting, each member class will elect representative class members for the MAC. Voting for MAC members may occur in whole or in part through submission of written or electronic ballots in accordance with procedures determined by WECC's Corporate Secretary to ensure the integrity of the voting process.
- b. Each WECC member class will have three MAC members. Each class MAC member will serve a three-year term. Terms must be staggered so that, in each class, only one MAC member's term ends each year.
- c. A member class may establish term limits for MAC class members as determined by the electing class.
- d. Each class will determine the need for diversity (regarding, for example, geographic and stakeholder issues) within that class.
- e. Only members of each class may nominate and vote on candidates for election as MAC member representatives for their respective class.
- f. A class candidate need not be a member of the class, nor an employee of a class member.
- g. A quorum of a majority of the members of a class must be represented to elect a MAC member for the class; election will be by simple majority of votes cast.
- h. If there are more candidates for election than positions to fill, ballots will allow voters to list the candidates in order of preference, so their wishes are honored in case a runoff is needed.
  Ballots must be counted in the first ballot based on the top choice, or the top two or three choices if more than one seat is being filled. In the event of a runoff election, ballots must be counted based on the highest preferences indicated for the candidates who remain in the runoff election.

## 2. International Jurisdiction MAC Members

- a. Alberta, British Columbia, and Mexico ("international jurisdiction") must each have a representative MAC member.
- b. An international jurisdiction representative MAC member will serve until removal, resignation, or a vacancy is recognized as provided in this charter.
- c. Each international jurisdiction may establish, through majority vote of its WECC members, its selection processes, replacement processes, or both for its representative MAC member. An international jurisdiction may change its selection processes, replacement processes, or both by majority vote of its WECC members. Each international jurisdiction will provide to the MAC chair and WECC's corporate secretary a copy of its MAC member selection and replacement processes to the extent it establishes processes that are different from the current process, which requires each of the entities of the independent system operator



operating as the Alberta Electric System Operator, for Alberta, and British Columbia Hydro and Power Authority, for British Columbia to designate a MAC member from their respective organizations. Until Alberta and British Columbia WECC members have established their selection and replacement processes, these international jurisdictions will continue to have representative MAC members selected by the independent system operator operating as Alberta Electric System Operator for Alberta, and British Columbia Hydro and Power Authority for British Columbia.

d. Having an international jurisdiction MAC member for each international jurisdiction does not restrict WECC members from Alberta, British Columbia, or Mexico from participating in the activities of their WECC member classes, including taking part in their class MAC member elections. However, no international jurisdiction representative may be employed by a WECC member that also employs a MAC member class representative.

## Member Vacancy by Resignation, Removal, or Nonparticipation

- 1. Any MAC member may resign from their position at any time by giving written notice to the MAC chair. This notice is effective on the date it is given to the MAC chair. A MAC member's nonparticipation in MAC meetings for a period of four consecutive meetings may be considered a vacancy. The MAC chair will decide whether to recognize a vacancy due to nonparticipation.
- 2. The MAC, the international jurisdiction or a member class may remove a MAC member before completion of the MAC member's term of office as follows:
  - a. The MAC may remove any MAC member for gross negligence; gross misconduct; violation of local, state, provincial, or federal law; or gross failure to carry out the duties of a MAC member. Removal will only occur after the affirmative vote of at least two-thirds of the MAC members.
  - b. A majority of members from any international jurisdiction or class may remove one of their MAC members by submitting in writing their request to the MAC chair and WECC's chief executive officer.
  - c. The MAC member's position will be deemed vacant and the vacancy filled according to Section 3c below.
  - d. In keeping with Selection of Class and International Jurisdiction MAC Members, members from an international jurisdiction may establish a different process from that provided in Section 3 below to address resignation, removal, nonparticipation, or vacancy, but such process will not infringe on the ability of a majority of members from that international jurisdiction to remove their MAC member representative.
- 3. Whenever a MAC vacancy occurs, the MAC chair will:



- a. Consult with the members of the affected international jurisdiction or class, for the appointment of an interim MAC member to fill the vacancy as may be required to meet the MAC quorum requirements. The appointee will serve until an election, or the process as established by the international jurisdiction members, selects a replacement for the rest of the vacated term. Any interim appointment must come from members of the same international jurisdiction or class from which the vacancy arose.
- b. Promptly conduct a special election for the class or international jurisdiction—as applicable—from which the vacancy arose, allowing a reasonable period to select candidates and to organize such an election.
- c. If a special election chooses a replacement class MAC member no more than 14 months before the end of the vacated term filled by the special election, the MAC member chosen by the special election will fill the rest of the vacated term and the following regular three-year term as the MAC member representative for the electing class.

## Leadership

- 1. The MAC chair will manage the committee and its meetings.
- 2. The MAC vice chair will perform the duties of the MAC chair in the chair's absence or in case of a vacancy in the office of the chair.
- 3. During a MAC meeting conducting official business, each MAC member represents one vote while present in person as defined in the Meetings Section of the WECC Bylaws.
- 4. In conjunction with the Annual Member Meeting, after incoming MAC members are duly elected, the MAC will elect the MAC chair and MAC vice chair from the MAC members following the guidelines in the "Process for Selecting MAC Leadership." The chair and vice chair must be from different classes; must be from different WECC members; and both must not be from related WECC member affiliates (as that relationship is defined in the WECC Bylaws). The MAC chair and vice chair will serve one-year terms, measured from the close of the Annual Member Meeting to the close of the next Annual Member Meeting. In the event the chair or vice chair resigns or is removed, the MAC members will, at their next regular or special meeting, whichever is sooner, elect a new MAC chair or MAC vice chair to serve during the rest of the vacated term.
- 5. An international jurisdiction MAC member may serve as chair or vice chair if the class association of the international jurisdiction MAC member applies to class and affiliate representation restrictions in Leadership, Section 4.
- 6. WECC staff performs the administrative duties for the MAC, including preparing meeting minutes for MAC approval.



## Meetings

- 1. All regular business must occur at duly noticed meetings. The MAC will meet in person or via teleconference or telephone not less than two times per year, including once in conjunction with the Annual Member Meeting.
  - a. The MAC will establish a written regular meeting schedule, which includes time and venue, and is available to WECC members, Directors, and the public through posting on the WECC website.
  - b. Notice of the time and place of all meetings will be provided by email to each member of the MAC and to the Board, and will be posted to the website, no later than 10 days before the meeting, or upon as much notice as is reasonable under the circumstances as approved in writing by a majority of MAC members.
  - c. An agenda, including identification of the items for which action may be taken, will be provided to the MAC and Board and posted to the website with the meeting notice.
- 2. Approval item documents should also be provided to the MAC and Board and posted to the website in advance of the meeting, when possible, but approvals by the MAC may differ from what is provided and posted. For closed sessions, the agenda and approval item documents will be provided to the MAC and Board but will not be posted to the website.
- 3. Meetings and associated agendas should be designed to prioritize discussion of timely matters relevant to the reliability and security of the Western Interconnection, including recent, ongoing, and forthcoming studies or analyses.
  - a. Background information on major issues will be issued with enough advance notice to allow review and discussion by the MAC and, where appropriate, engagement with the membership.
  - b. The MAC will prioritize discussion about member views on major issues to ensure membership concerns are properly heard by the MAC and to support the MAC's responsibility to inform and influence the Board.
  - c. Administrative concerns must be addressed efficiently to prioritize discussion of major issues.
- 4. Whenever the MAC chair finds (or upon request to the MAC chair from any five MAC members) that there is urgent business needing MAC consideration or action before the next regularly scheduled meeting, a special meeting will be called within at least three-business-days' notice to all MAC members and WECC Directors, which notice may be by email or similar. WECC website posting of the notice for the meeting with required and supporting documents will occur at least one business day before the special meeting.



- 5. A MAC quorum must be established before official business can be conducted. Quorum must be a majority of MAC members being present, including at least one MAC member from each member class and one international jurisdiction MAC member.
- 6. A meeting failing quorum may proceed with general discussion and status reports. However, the chair must postpone any agenda items proposed for approval. Official business may begin at any time upon achieving quorum.
- 7. A decision of the MAC must be by a simple majority vote of those committee members present in person unless otherwise required in this charter or the Bylaws.
- All MAC members may participate in any meeting of the MAC, including casting votes, by teleconference or by telephone, or by any other means that enables simultaneous discussion. Every MAC member participating in a meeting in this way will be deemed present in person at the meeting.
- 9. Except as provided elsewhere in this charter, all regular and special meetings of the MAC will be open to observation by any WECC member, Director, or any member of the public.
- 10. If a quorum exists at a meeting, a MAC open meeting may close and reconvene in closed session after an affirmative vote of two-thirds of the MAC members present in the following instances:
  - a. To receive and discuss confidential attorney-client-privileged information from WECC's counsel; or
  - b. To receive and discuss any other information that is privileged, confidential, proprietary, trade secret, or protected from public disclosure by law.
- 11. Closed sessions of the MAC may not be attended by a MAC member under the following circumstances:
  - a. When the qualification or performance of the MAC member is being discussed;
  - b. When the MAC member is employed by an entity that is or is likely to become a party to the litigation or legal issue being discussed; or
  - c. When the MAC chair determines that the MAC member would have a conflict of interest by becoming privy to the privileged or confidential information that is to be presented to or discussed by the MAC in closed session.
- 12. Any member of the Board may attend a closed session of the MAC unless the topic considered by the MAC concerns the Director.
- 13. Before adjourning to a closed session, the MAC chair will announce the purpose of the closed session in a way that gives the public an understanding of the general subject matter to be



discussed, but that does not reveal privileged, confidential, or sensitive personal information. The closed session will be limited in scope to the publicly stated purpose of the closed session. After the closed session has ended, the MAC chair will give the public a general description of the business conducted during the closed session without breaching the confidentiality of the information used in the session.

- 14. All MAC members and any others present at a closed session must maintain the confidentiality of the information, discussions, and decisions made in closed session. Unless otherwise required, all MAC members and closed-session attendees must complete a confidentiality agreement provided by WECC's general counsel. The MAC chair must appoint a secretary for the closed session to take minutes of the closed session, which will be delivered to the WECC corporate secretary. The corporate secretary or delegate will keep minutes of the closed session confidential.
- 15. MAC member activities will be self-funded by WECC members with respect to labor and travel expenses unless otherwise provided by policy or the Bylaws.

## **Electronic Voting**

- 1. The Chair may initiate an electronic vote for the MAC if:
  - a. The issue has been discussed at least once in a MAC meeting.
  - b. The resolution to be voted on is drafted as a "yes-or-no" vote.
- 2. WECC staff will conduct the electronic vote as follows:
  - a. Notify all MAC members, by email, at least seven calendar days before the vote will be taken with the resolution to be voted on, all relevant background documents, and the timeline for the vote.
  - b. Upon objection of five or more MAC members within seven calendar days of the notice, the electronic vote will not be conducted.
  - c. Allow at least three business days for MAC members to vote.
  - d. Send one reminder, if necessary, to try to reach a quorum in the vote.
- 3. The requirements for quorum must be met for the vote to be valid.

## MAC Subcommittees, Work Groups, and Liaisons

 The MAC may create, by majority vote, subcommittees and work groups as necessary to carry out its business affairs. The MAC chair may appoint one or more MAC members or other people to participate in MAC subcommittees or work groups as full voting members or as nonvoting advisory members.



- 2. Subcommittees will have no definite disbandment requirement and will address recurring business affairs that need MAC action. The MAC will approve a charter defining the scope and purpose of any such subcommittee and other instruction that the MAC sees fit.
- 3. Work groups of the MAC disband after completing assigned specific tasks as documented in the MAC meeting minutes.
- 4. Subcommittee and work group meetings will be open to observation by any WECC member, Director, or member of the public, with the following limitations:
  - a. Meeting schedules will be posted on the WECC website with as much notice as practical.
  - b. Any public participation will be decided by the subcommittee or work group chair.
  - c. The ability of a MAC subcommittee to meet in closed session must be established in advance and contained in the charter approved by the MAC. The subcommittee charter will mandate that each closed meeting be approved in advance by the MAC. All closed meetings will follow charter requirements for a closed meeting.
  - d. The ability of a MAC work group to meet in closed session will be established by resolution in advance during a MAC meeting. The resolution will require the meeting to follow charter requirements for a closed meeting.
- 5. The MAC chair will appoint MAC member liaisons to other committees and liaisons will perform the duties described in the "MAC Liaisons to Other WECC Committees" document. https://www.wecc.org/wecc-document/1276.

## **Nominating Committee**

- 1. The MAC will select four voting, and two non-voting liaison members for the Nominating Committee following "Nomination, Selection and Compensation of Directors" Section in the bylaws and these provisions:
  - a. Each member class and the international jurisdiction MAC members will elect their respective Nominating Committee members. The MAC chair will notify the Board chair of the selections.
  - b. MAC members of the Nominating Committee must not be from the same member class.
  - c. Among Classes 1, 2, and 3, the class represented on the Nominating Committee as a non-voting liaison will rotate each year in numerical order, repeating at Class 1 following Class 3.

# Reporting

The MAC will report to the Board as described in "Committees" Section the WECC Bylaws.



### **MAC Charter**

The MAC chair or designee will attend the Board's meetings to provide advice, clarification, or responses to Directors' questions. The Board and MAC chairs will develop guiding principles and procedures as necessary to ensure open, effective, and efficient dialogue between the MAC and Board. The Board and MAC chairs may amend those guiding principles and procedures.

# **Review and Changes to the Charter**

The MAC will review this charter as needed, but at least biennially, and recommend any changes to the Board.

	Committee	Date
Approved	Board	Month Day, Year
Reviewed	MAC	Month Day, Year



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Member Advisory Committee Charter

#### -Establishment and Authority

#### Member Advisory Committee

#### **Charter**

The WECC Member Advisory Committee (MAC) wasis established in accordance with by Subsection 8.1 of the WECC Bylaws.

#### **Purpose and Responsibilities**

The purpose of the MAC is stated in Subsection 8.1 of the bylaws.

MAC responsibilities include those specified in Subsections <u>subsections</u> 4.9 and 8.1 of the WECC Bylaws and the following:

- Give timely updates and communications to, and get feedback from, the WECC's
   membership Members on issues facing WECC to inform and influence the WECC Board of Directors (Board) in its decisions about those issues.
- Develop a work plan that includes issues identified by the Board and the MAC. Clearly communicate the work plan to the Board and the membership and implement it to ensure enough time is given to inform and influence WECC decisions.
- Work with the Board to develop and implement the agenda for the Annual Member Meeting.

MAC members have a duty to represent the interests of their member class, subclass, or international jurisdiction. All MAC members must keep regular contact with the members of their member class, subclass, or jurisdiction as issues are considered by the MAC, and must make reasonable, good-faith efforts to present and discuss both majority and minority opinions from their jurisdiction or member class on matters before the MAC.

**Committee Composition and Governance** 

Membership

155 North 400 West | Suite 200 | Salt Lake City, Utah 84103 www.wecc.org Formatted: List Paragraph, Bulleted + Level: 1 + Aligned at: 0.25" + Indent at: 0.5"

#### **MAC Charter**

The MAC will be composed of representative members as described in  $\frac{Part subsection 8.1.1 \text{ of}}{Bbylaws}$ .

#### Selection of Class and International Jurisdiction MAC Members

Selection of MAC members will be such that no WECC member may have more than one member representative serving as a MAC member at the same time. A MAC member may fill only one member position. Other nomination and election procedures beyond those contained in this charter may be proposed for an international jurisdiction <u>or</u>, class, <u>or subclass</u>. Depending on approval by the WECC general counsel for their submission to the affected WECC members, other procedures may be implemented by majority vote of the members of an international jurisdiction.<u>or</u>, class, <u>or subclass</u>.

#### **Class MAC Members**

a. At-In conjunction with the Annual Member Meeting, each member class will elect representative class members for the MAC. Each class may divide into two or three subclasses to elect each class's MAC members. Voting for MAC members may occur in whole or in part through submission of written or electronic ballots in accordance with procedures determined by WECC's Corporate Secretary to ensure the integrity of the voting process.

b. Each WECC member class will have three MAC members. Each class MAC member will serve a three-year term. Terms must be staggered so that, in each class, only one MAC member's term ends each year.

c. A member class <del>or subclass</del> may establish term limits for MAC class members as determined by the electing class<del> or subclass</del>.

d. Each class will determine the need for diversity (regarding, for example, geographic and stakeholder issues) within that class, which may lead to the establishment of subclasses. A class may divide into two or three subclasses. Each class must establish or discontinue its subclasses, if any, by majority vote of the members in the class.

e. Only members of each class <del>or subclass</del> may nominate and vote on candidates for election as MAC member representatives for their respective class<u></u>. <del>or subclass</del>.

f. A class <del>or subclass</del> candidate need not be a member of the class<del>-or subclass</del>, nor an employee of a class <del>or subclass</del> member.



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#### **MAC Charter**

g. A quorum of a majority of the members of a class <del>or subclass</del> must be represented to elect a MAC member for the class<del> or subclass</del>; election will be by simple majority of votes cast.

h. If there are more candidates for election than positions to fill, ballots will allow voters to list the candidates in order of preference so their wishes <u>may beare</u> honored in case a runoff is needed. Ballots must be counted in the first ballot based on the top choice, or the top two or three choices, if more than one seat is being filled. <u>In anyIn the event of a</u> runoff election, ballots must be counted based on the highest preferences indicated for the candidates who remain in the runoff election.

a. Alberta, British Columbia, and Mexico ("international jurisdiction") must each have a representative MAC member.

b. An international jurisdiction representative MAC member will serve until removal, resignation, or a vacancy is recognized as provided in this charter.

c. Each international jurisdiction may establish, through majority vote of its WECC members, its selection processes, replacement processes, or both for its representative MAC member. An international jurisdiction may change its selection processes, replacement processes, or both by majority vote of its WECC members. Each international jurisdiction will provide to the MAC chair and WECC's corporate secretary a copy of its MAC member selection and replacement processes to the extent it establishes processes that are different from the current process<sub>2</sub> which that requires each of the entities of the independent system operator operating as the Alberta Electric System Operator, for Alberta, and British Columbia Hydro and Power Authority, for British Columbia to designate a MAC member from their respective organizations. Until Alberta and British Columbia WECC members have established their selection and replacement processes, these international jurisdictions will continue to have representative MAC members selected by the independent system operator operating as Alberta Electric System Operator for Alberta, and British Columbia Hydro and Power Authority for British Columbias to design at a majority weight of the selection share established their selection and replacement processes, these international jurisdictions will continue to have representative MAC members selected by the independent system operator operating as Alberta Electric System Operator for Alberta, and British Columbia Hydro and Power Authority for British Columbia.

d. Having an international jurisdiction MAC member for each international jurisdiction does not restrict WECC members from Alberta, British Columbia, or Mexico from participating in the activities of their WECC member classes-or subclasses, including taking part in their class or subclass-MAC member elections. However, no international jurisdiction representative may

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#### MAC Charter

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be employed by a WECC member that also employs a MAC member class<del>or subclass</del> representative.

#### Member Vacancy by Resignation, Removal, or Nonparticipation

Any MAC member may resign from their position at any time by giving written notice to the MAC chair. This notice is effective on the date it is given to the MAC chair. A MAC member's nonparticipation in MAC meetings for a period of four consecutive meetings may be considered a vacancy. The MAC chair will decide whether to recognize a vacancy due to nonparticipation.

2. The MAC, <u>the</u> international jurisdiction<u>or</u>, <u>a</u> member class, <u>or <u>a</u> subclass</u> may remove a MAC member before completion of the MAC member's term of office as follows:

a. The MAC may remove any MAC member for gross negligence; gross misconduct; violation of local, state, provincial, or federal law; or gross failure to carry out the duties of a MAC member. Removal will only occur after the affirmative vote of at least two-thirds of the MAC members.

b. A majority of members from any international jurisdiction<u>or</u>, class<del>, or subclass</del> may remove one of their MAC members by submitting in writing their request to the MAC chair and WECC's chief executive officer.

c. In keeping with Selection of Class and International Jurisdiction MAC Members, Section 2b, members from an international jurisdiction may establish a different process from that provided in Section 3 below to address resignation, removal, nonparticipation, or vacancy, but such process will not infringe on the ability of a majority of members from that international jurisdiction to remove their MAC member representative.

a. Consult with the members of the affected international jurisdiction<u>or</u>, class, or subclass for the appointment of an interim MAC member to fill the vacancy as may be required to meet the MAC quorum requirements. The appointee will serve until an election or the process as established by the international jurisdiction members selects a replacement for the rest of the vacated term. Any interim appointment must come from members of the same international jurisdiction<u>or</u>, class, or subclass from which the vacancy arose.



#### **MAC Charter**

b. Promptly conduct a special election for the class<del>, subclass,</del> or international jurisdiction—as applicable—from which the vacancy arose, allowing a reasonable period to select candidates and to organize such an election.

c. If a special election chooses a replacement class <del>or subclass</del> MAC member no more than 14 months before the end of the vacated term filled by the special election, the MAC member chosen by the special election will fill the rest of the vacated term and the following regular three-year term as the MAC member representative for the electing class<del> or subclass</del>.

#### Leadership

The MAC chair will manage the committee and its meetings.

The MAC vice chair will perform the duties of the MAC chair in the chair's absence or in case of a vacancy in the office of the chair.

During a MAC meeting conducting official business, each MAC member represents one vote while present in person as defined in <u>the</u> Meetings<sub>7</sub> Section <del>7</del> of the WECC Bylaws.

At-In conjunction with the Annual Member Meeting, after incoming MAC members are duly elected, the MAC will elect the MAC chair and MAC vice chair from the MAC members following the guidelines in the "Process for Selecting MAC Leadership." The chair and vice chair must be from different classes; must be from different WECC members; and both must not be from related WECC member affiliates (as that relationship is <u>used-defined</u> in <u>Subsection 4.5 of</u> the WECC Bylaws). The MAC chair and vice chair will serve one-year terms, measured from the <u>close of the</u> Annual Member Meeting to the <u>close of the</u> next Annual Member Meeting. In <u>case-the event</u> the chair or vice chair resigns or is removed, the MAC members will, at their next regular or special meeting, whichever is sooner, elect a new MAC chair or MAC vice chair to serve during the rest of the <u>vacated</u> term.

An international jurisdiction MAC member may serve as chair or vice chair if the class association of the international jurisdiction MAC member applies to class and affiliate representation restrictions in Leadership, Section 4.

WECC staff performs the secretarial-administrative\_duties for the MAC, including preparing meeting minutes for MAC approval.

Meetings



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#### **MAC Charter**

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All regular business must occur at duly noticed meetings. The MAC will meet in person <u>or via</u> <u>teleconference or telephone</u> not less than two times per year, including once in conjunction with the Annual Member Meeting.

a. The MAC will establish a written regular meeting schedule, which: <u>i. I\_i</u>ncludes time and venue, <u>and</u>

c. An agenda, including identification of the items for which action may be taken, will be made available at that time-provided to the MAC and Board and posted to the website with the meeting notice. Notice of meetings and the agenda will also be posted on the WECC website. An initial notice and any subsequent notice of change for the time and place of any regular meeting will be distributed, which may be by email or similar, to all MAC members and WECC Directors, and be posted on the WECC website at least 10 calendar days before the day on which the meeting is held.

Approval item documents should also be provided to the MAC and Board and posted to the website in advance of the meeting, when possible, but documents edapprovals by the MAC may differ from what is provided and posted. For closed sessions, the agenda and approval item documents will be provided to the MAC and Board but will not be posted to the website.

a. Background information on major issues will be issued with enough advance notice to allow review and discussion by the MAC and, where appropriate, engagement with the membership.

b. The MAC <u>shall-will</u> prioritize discussion about member views on major issues to ensure membership concerns are properly heard by the MAC and to support the MAC's responsibility to inform and influence the Board.

c. Administrative concerns shall be addressed efficiently to prioritize discussion of major issues.

5 A MAC quorum must be established before official business can be conducted. Quorum must be a majority of MAC members being present, including at least one MAC member from



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#### **MAC Charter**

each member class and one international jurisdiction MAC member, not including subclass designations.

6 A meeting failing quorum may proceed with general discussion and status reports. However, the chair must postpone any agenda items proposed for approval. Official business may begin at any time upon achieving quorum.

7 A decision of the MAC must be by a simple majority vote of those committee members present in person unless otherwise required in this charter or the Bylaws.

8 All MAC members may participate in any meeting of the MAC<u>, including casting votes</u>, electronically by teleconference or by telephone, or by any other means that enables simultaneous discussion. Every MAC member participating in a meeting in this way will be deemed present in person at the meeting.

9 Except as provided elsewhere in this charter, all regular and special meetings of the MAC will be open to observation by any WECC member, Director, or any member of the public.

10 If a quorum exists at a meeting, a MAC open meeting may close and reconvene in closed session after an affirmative vote of two-thirds of the MAC members present in the following instances:

a. To receive and discuss confidential attorney-client-privileged information from WECC's counsel; or

b. To receive and discuss any other information that is privileged, confidential, proprietary, trade secret, or protected from public disclosure by law.

11 Closed sessions of the MAC may not be attended by a MAC member under the following circumstances:

a. When the qualification or performance of the MAC member is being discussed;

b. When the MAC member is employed by an entity that is or is likely to become a party to the litigation or legal issue being discussed; or

c. When the MAC chair determines that the MAC member would have a conflict of interest by becoming privy to the privileged or confidential information that is to be presented to or discussed by the MAC in closed session.

Any member of the Board may attend a closed session of the MAC unless the topic considered by the MAC concerns the Director.



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#### **MAC Charter**

Before adjourning to a closed session, the MAC chair will announce the purpose of the closed session in a way that gives the public an understanding of the general subject matter to be discussed, but that does not reveal privileged, confidential, or sensitive personal information. The closed session will be limited in scope to the publicly stated purpose of the closed session. After the closed session has ended, the MAC chair will give the public a general description of the business conducted during the closed session without breaching the confidentiality of the information used in the session.

All MAC members and any others present at a closed session must maintain the confidentiality of the information, discussions, and decisions made in closed session. Unless otherwise required, all MAC members and closed-session attendees must complete a confidentiality agreement provided by WECC's general counsel. The MAC chair must appoint a secretary for the closed session to take minutes of the closed session, which will be delivered to the WECC corporate secretary. The corporate secretary or delegate will keep minutes of the closed session confidential.

MAC member activities will be self-funded by WECC members with respect to labor and travel expenses unless otherwise provided by policy or the Bylaws.

#### **Electronic Voting**

The Chair may initiate an electronic vote for the MAC if:

a. The issue has been discussed at least once in a MAC meeting.

b. The resolution to be voted on is drafted as a "yes-or-no" vote.

WECC staff will conduct the electronic vote as follows:

a. Notify all MAC members, by email-or similar, at least seven calendar days before the vote will be taken with the resolution to be voted on, all relevant background documents, and the timeline for the vote.

b. Upon objection of five or more MAC members within seven calendar days of the notice, the electronic vote will not be conducted.

c. Allow at least three business days for MAC members to vote.

d. Send one reminder, if necessary, to try to reach a quorum in the vote.

The requirements for quorum must be met for the vote to be valid.



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#### **MAC Charter**

#### MAC Subcommittees, Work Groups, and Liaisons

The MAC may create, by majority vote, subcommittees and work groups as necessary to carry out its business affairs. The MAC chair may appoint one or more MAC members or other people to participate in MAC subcommittees or work groups as full voting members or as non- voting advisory members.

Subcommittees will have no definite disbandment requirement and will address recurring business affairs that need MAC action. The MAC will approve a charter defining the <u>scope and</u> purpose <u>of any such subcommittee</u> and other <u>direction-instruction that</u> the MAC sees fit.

Work groups of the MAC disband after completing assigned specific tasks as documented in the MAC meeting minutes.

Except as provided in Section 6.4.3 of the bylaws, all sSubcommittee and work group meetings will be open to observation by any WECC member, Director, or member of the public, with the following limitations:

a. Meeting schedules will be posted on the WECC website with as much notice as practical.

b. Any public participation will be decided by the subcommittee or work group chair.

c. The ability of a MAC subcommittee to meet in closed session must be established in advance and contained in the charter approved by the MAC. The subcommittee charter will mandate that each closed meeting be approved in advance by the MAC. All closed meetings will follow charter requirements for a closed meeting.

d. The ability of a MAC work group to meet in closed session will be established by resolution in advance during a MAC meeting. The resolution will require the meeting to follow charter requirements for a closed meeting.

The MAC chair will appoint MAC member liaisons to other committees and liaisons will perform the duties described in the "MAC Liaisons to Other WECC Committees" document. https://www.wecc.org/wecc-document/1276.

https://www.wecc.org/Corporate/Role%20of%20a%20MAC%20Liaison%20to%20another%20Committee.pdf

Nominating Committee



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#### **MAC Charter**

The MAC will select four voting, and two non-voting liaison members for the Nominating Committee following <u>"Nomination, Selection and Compensation of Directors"</u> Section <u>6.4.1 of in the bylaws and these provisions:</u>

a. Each member class and the international jurisdiction MAC members will elect their respective Nominating Committee members. The MAC chair will notify the Board chair of the selections.

b. MAC members of the Nominating Committee must not be from the same member class.

c. Among Classes 1, 2, and 3, the class represented on the Nominating Committee as a nonvoting liaison will rotate each year in numerical order, repeating at Class 1 following Class 3.

#### Reporting

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The MAC will report to the Board as described in <u>"Committees"</u> Section 8.1.2 of the WECC Bylaws.

The MAC chair or designee will attend the Board's meetings to provide advice, clarification, or responses to Directors' questions. The Board and MAC chairs will develop guiding principles and procedures as necessary to ensure open, effective, and efficient dialogue between the MAC and Board. The Board and MAC chairs may amend those guiding principles and procedures.

#### **Review and Changes to the Charter**

The MAC will review this charter <del>annually as needed but at least biennially</del> and recommend any changes to the Board.

Approved by the WECC Board of Directors: December 6, 2023



Board of Directors Meeting Approval Item WECC Standards Committee Charter March 12, 2025

# **Board Resolution**

*Resolved*, that the WECC Board of Directors (Board), acting on the recommendation of the WECC Standards Committee (WSC) at the meeting of the Board on March 12, 2025, approves the WSC Charter as presented and attached.

# Background

A clean and redlined version of the proposed WSC Charter are included in the Board package. Initial review of the charter was performed by WECC legal with a subsequent review by the WSC and a recommendation for Board approval expected at the March 6, 2025, WSC meeting.

Proposed revisions are as follows:

- Minor editorial changes throughout;
- Clarification of balloting requirements and meeting participation;
- Updates to meeting notices, materials posting, and approval requirements for both open and closed sessions;
- Clarification on process to approve an action without a meeting; and
- Changing the charter review requirement to "as needed but at least biennially."

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WECC Standards Committee Charter

# **Establishment and Authority**

The WECC Standards Committee (WSC) is established by the Board of Directors (Board).

## **Purpose and Responsibilities**

The purpose of the WSC is to oversee the implementation of the WECC Reliability Standards Development Procedures (Procedures) pursuant to this Board-approved charter.<sup>1</sup>

The WSC will-

- 1. Maintain and administer the Procedures, including:
  - a. Due process,
  - b. Balloting,
  - c. Annual review of the WECC Glossary of Terms Used in WECC Criteria, and
  - d. Meeting the quality control attributes of FERC Order 672.
- 2. Administer each Standard Authorization Request (SAR) to ensure the requested project:
  - a. Is within WECC's authority to develop;
  - b. Is appropriate for development by WECC; and that it
  - c. Remains within the scope of the SAR, as may be changed by the WSC.
- 3. Monitor and manage the development of projects created per the Procedures including:
  - a. Drafting team selection,
  - b. Provision of general oversight and guidance to include a description and explanation of the project to be drafted, and
  - c. Time and resource prioritization where needed.
- 4. Perform other duties assigned by the Board.

<sup>&</sup>lt;sup>1</sup> The Procedures require approval by the Board, NERC, and FERC.

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### **WSC Charter**

# **Committee Composition and Governance**

## 1. Membership

- a. The WSC will be composed of one representative from each of the WECC Standards Voting Segments (SVS) as defined in the Procedures, plus one member of the Board assigned by the Board chair to serve as the WSC chair.
- b. Eligibility
  - i. An individual is eligible to serve on the WSC if that individual:
    - Meets the membership eligibility criteria in the Segment Qualifications Guidelines and Segment definitions in the NERC Rules of Procedure, Appendix 3D, registered Ballot Body Criteria, as amended from time to time, and
    - 2) Agrees to place reliability of the Western Interconnection ahead of personal or corporate interests.
  - ii. No individual, firm, or affiliate will serve in more than one SVS at a time.
  - iii. Questions regarding eligibility, affiliation, or balloting will be decided by the WSC in consultation with WECC legal.
- c. Balloting
  - i. A request for WSC SVS nominations must be announced and remain open for no less than 14 days. Self-nominations are permitted.
  - ii. At the close of the nomination period, notice of ballot will be dispatched announcing the ballot window and providing balloting instructions. The ballot window will remain open for:
    - 1) No less than 14 days or until the sum of the ballots cast becomes outcome determinant, and
    - 2) No more than 30 days.
  - iii. To be eligible to vote, an individual:
    - 1) Must be registered in the WECC Ballot Body, and
    - 2) May cast a vote in all SVSs in which the individual is registered.
    - 3) Only one vote may be cast per entity per SVS.
  - iv. The nominee with the most votes in an SVS is elected as the representative for that SVS.If there is only one nominee for an SVS, balloting is waived, and the nominee is deemed elected.



#### **WSC Charter**

- v. In the event of a tie ballot, the WSC chair will cast the deciding vote.
- vi. The names of elected representatives will be given to the Board for informational purposes.
- d. Terms of Service
  - i. Normal Term of Service
    - 1) Will be two years.
    - 2) Will be staggered so only half the terms expire coincidentally.
    - 3) Will begin and end at the closing of the WECC Annual meeting.
  - ii. Interim Term of Service
    - 1) The WSC chair may decide not to fill an interim vacancy, in which case the vacancy would be filled during the next normal term of service.
  - iii. Removal
    - 1) The WECC Board may remove a WSC member upon a joint finding by the WSC chair and the Board chair that the member's conduct on the WSC is inconsistent with membership eligibility.

#### 2. Leadership

- a. The Board chair will assign a Board member to serve as the WSC chair.
- b. The WSC chair will manage the committee and its meetings.
- c. The WSC will elect a vice chair to perform the duties of the chair in the chair's absence or in case of a vacancy in the office of chair.

## 3. Meetings

- a. The WSC will determine the procedures for its meetings.
- b. A quorum for meetings will be a majority of the WSC's current membership. A meeting quorum is determined by a count of those present in-person and present by other real-time interactive communication media. If an SVS position is vacant, the number needed to establish a quorum is reduced accordingly.
- c. Action taken by the WSC requires a majority vote of those WSC members in attendance.
- d. WSC meetings may be in person, by conference call, by video conference, or any other means of communication that enables all members participating in a meeting to simultaneously communicate with each other, as determined by the chair.



## **WSC Charter**

- e. Notice of the time and place of all meetings will be provided by email to each member of the WSC and to the Board, and will be posted to the website, no later than three days before the meeting, or upon as much notice as is reasonable under the circumstances as approved in writing by a majority of WSC members.
- f. An agenda, including identification of the items for which action may be taken, will be provided to the WSC and Board and posted to the website with the meeting notice. Approval item documents should also be provided to the WSC and Board and posted to the website in advance of the meeting, when possible, but approvals by the WSC may differ from what is provided and posted. For closed sessions, the agenda and approval item documents will be provided to the WSC and Board but will not be posted to the website.
- g. Persons seeking notice of WSC meeting will be added to the Email list established and maintained by WECC for communicating due process activity (Email List)
- All meetings of the WSC under this section are open to the public, except that the chair of the WSC may call for a closed session—according to the Board Closed and WIDSA Sessions Policy—to discuss confidential or non-public information, to receive attorney-client communications, or to discuss pending or anticipated litigation.
- 4. Actions without a Meeting
  - a. The WSC may act by ballot without holding a meeting.
  - b. A ballot to approve an action without a meeting (AWM) may be taken by any method the chair deems appropriate, after consultation with WECC's General Counsel.
  - c. An AWM requires an affirmative vote of a majority of the members of the WSC.
  - d. An AWM may be initiated at the request of the chair or any three SVS representatives.
  - e. WECC will distribute notice of the proposed AWM to the Email List and the WSC members, stating the nature of the business to be undertaken.
  - f. Notice of the AWM will be given no less than three days in advance of the requested action.
  - g. Results of the AWM will be distributed to the WSC members no less than five days after the close of the AWM.
  - h. A report of all AWM will be made at the next regularly scheduled WSC meeting.

## Proxies

Each WSC member is authorized to designate a proxy for purposes of quorum and action items to be addressed by the WSC.

To assign a proxy, the assigning WSC member must notify the WECC WSC Liaison and provide:



#### **WSC Charter**

- 1. The reason for the request,
- 2. The name of the proxy representative, and
- 3. The SVS represented.

The proxy will adhere to the voting member's expectations and responsibilities as described in this charter.

A WSC member cannot serve as a proxy for another WSC member.

# Reporting

The WSC will report to the Board on its activities and any recommendations.

The WSC will annually review each subcommittee, task force, or work group that reports to the WSC to determine whether that group is still necessary or should be dissolved.

# **Review and Changes to the Charter**

The WSC will review this charter as needed but at least biennially and recommend any changes to the Board for approval.

	Committee	Date
Approved	Board	Month Day, Year
Reviewed	WSC	Month Day, Year





WECC Standards Committee Charter

## **Establishment and Authority**

The WECC Standards Committee (WSC) is established by the WECC-Board of Directors-under Section 8.3 of the WECC Bylaws (Board).

### **Purpose and Responsibilities**

The purpose of the WSC is to oversee the implementation of the WECC Reliability Standards Development Procedures (Procedures) pursuant to this Board-approved charter.<sup>1</sup>

The WSC will-

- 1. Maintain and administer the Procedures, including:
  - a. Due process,
  - b. Balloting,
  - c. Annual review of the WECC Glossary of Terms Used in WECC Criteria, and
  - d. Meeting the quality control attributes of FERC Order 672.
- 2. Administer each Standard Authorization Request (SAR) to ensure the requested project:
  - a. Is within WECC's authority to develop;
  - b. Is appropriate for development by WECC; and that it
  - c. Remains within the scope of the SAR, as may be changed by the WSC.
- 3. Monitor and manage the development of projects created per the Procedures including:
  - a. Drafting team selection,
  - b. Provision of general oversight and guidance to include a description and explanation of the project to be drafted, and
  - c. Time and resource prioritization where needed.
- 4. Perform other duties assigned by the Board.

<sup>&</sup>lt;sup>1</sup> The Procedures require approval by the Board, NERC, and FERC.

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#### **WSC Charter**

## **Committee Composition and Governance**

#### 1. Membership

- a. The WSC will be composed of one representative from each of the WECC Standards Voting Segments (SVS) as defined in the Procedures, plus one member of the Board assigned by the Board chair to serve as the WSC chair.
- b. Eligibility
  - i. An individual is eligible to serve on the WSC if that individual:
    - Meets the membership eligibility criteria in the Segment Qualifications Guidelines and Segment definitions in the NERC Rules of Procedure, Appendix 3D, registered Ballot Body Criteria, as amended from time to time, and
    - 2) Agrees to place reliability of the Western Interconnection ahead of personal or corporate interests.
  - <u>ii.</u> No individual, firm, or affiliate will serve in more than one SVS at a time. The Director of Standards has authority to make the final determination on the question of affiliation.

ii.ii. Ouestions regarding eligibility, affiliation, or balloting will be decided by the WSC in consultation with WECC legal.

- c. Balloting
  - i. A request for WSC SVS nominations must be announced and remain open for no less than 14 days. Self-nominations are permitted. Each nominee's eligibility will be verified under the direction of the Director of Standards.
  - ii. At the clos<u>eing</u> of the nomination period, notice of ballot will be dispatched announcing the ballot window and providing balloting instructions. The ballot window will remain open for:
    - 1) No less than 14 days or until the sum of the ballots cast becomes outcome determinant, and
    - 2) No more than 30 days.
  - iii. To be eligible to vote, an individual:
    - 1) Must be registered in the WECC Ballot Body, and
    - 2) May cast a vote in all SVSs in which the individual is registered.
    - 3) Only one vote may be cast per entity per SVS.



#### **WSC Charter**

- iv. The nominee with the most votes in an SVS is elected as the representative for that SVS.If there is only one nominee for an SVS, balloting is waived, and the nominee is deemed elected.
- v. In the event of a tie ballot, the WSC chair will cast the deciding vote.
- vi. The names of elected representatives will be given to the Board for informational purposes.
- d. Terms of Service
  - i. Normal Term of Service
    - 1) Will be two years.
    - 2) Will be staggered so only half the terms expire coincidentally.
    - 3) Will begin and end at the closing of the WECC Annual meeting.
  - ii. Interim Term of Service
    - 1) The WSC chair may decide not to fill an interim vacancy, in which case the vacancy would be filled during the next normal term of service.
  - iii. Removal
    - The WECC Board may remove a WSC member upon a joint finding by the WSC chair and the Board chair that the member's conduct on the WSC is inconsistent with membership eligibility.

#### 2. Leadership

- a. The Board chair will assign a Board member to serve as the WSC chair.
- b. The WSC chair will manage the committee and its meetings.
- c. The WSC will elect a vice chair to perform the duties of the chair in the chair's absence or in case of a vacancy in the office of chair.
- . WECC Standards staff will serve as the steering committee assisting with meeting agendas and action recommendations.

#### 4.3. Meetings

- a. The WSC will determine the procedures for its meetings.
- b. A quorum for meetings will be a majority of the WSC's current membership. A meeting quorum is determined by a count of those present in-person and present by other real-time interactive communication media. Once a quorum is established it remains in place until the



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**WSC Charter** 

meeting is adjourned. If an SVS position is vacant, the number needed to establish a quorum is reduced accordingly.

- c. Action taken by the WSC requires a majority vote of those <u>WSC</u> members <u>presentin</u> <u>attendance</u>.
- d. WSC meetings may be in person, -or by conference call, by video conference, or any other means of communication that enables all members participating in a meeting to simultaneously communicate with each other, as determined by the chair.
- <u>e.</u> The chair (or designee) will cause notice to be given of the time and place of all meetings and will cause notice of all meetings to be posted on the WECC website. Notice shall be given no less than three days before each meeting. <u>Email nNotice of the time and place of all meetings will be provided by email to each member of the WSC and to the Board, and will be posted to the website, no later than three days before the meeting, or upon as much notice as is reasonable under the circumstances as approved in writing by a majority of WSC members.
  </u>
- f. An agenda, including identification of the items for which action may be taken, will be provided to the WSC and Board and posted to the website with the meeting notice. Notice of meetings and the agenda will also be posted on the WECC website. Approval item documents should also be provided to the WSC and Board and posted to the website in advance of the meeting, when possible, but documents approved approvals by the FACWSC may differ from what is provided and posted. For closed sessions, the agenda and approval item documents will be provided to the WSC and Board but will not be posted to the website.

e.

- f. An agenda, including the items for which action may be taken, will be posted to the associated calendar event.
- g. <u>Persons seeking notice of WSC meeting will be added to the Email list established and maintained by WECC for communicating due process activity (Email List)Any person who wants notice of WSC meetings may notify the WECC Standards staff or WECC administrative support.</u>
- All meetings of the WSC under this section are open to the public, except that the chair of the WSC may call for a closed session—according to the Board Policy on-Closed and WIDSA Sessions for Member GroupsPolicy—to discuss confidential or non-public information, to receive attorney-client communications, or to discuss pending or anticipated litigation.

5.4. Actions without a Meeting



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**WSC Charter** 

- a. The WSC may act by ballot without holding a meeting as described above in Section 3— Meetings.
- b. A ballot to approve an action without a meeting (AWM) may be taken by any method the chair deems appropriate, after consultation with WECC's General Counsel.
- c. A quorum is required, except that the WSC member need not be present in person or present by real-time interactive communication media.<u>An action taken without a</u> <u>meetingAWM</u> requires an affirmative vot<del>we</del> of a majority of the members of the WSC.
- d. An action without a meeting<u>AWM</u> may be <u>convened initiated</u> at the request of the chair or any three SVS representatives.
- e. WECC will distribute notice of the proposed AWM to the <del>Standard</del> Email List and the WSC members, stating the nature of the business to be undertaken.
- f. Notice of the AWM will be given no less than three days in advance of the requested action.
- g. Results of the AWM will be distributed to the WSC members no less than five days after the close of the AWM.
- h. A report of all actions taken without a meeting AWM will be made at the next regularly scheduled WSC meeting.

### Proxies

Each WSC member is authorized to designate a proxy for purposes of quorum and action items to be addressed by the WSC.

To assign a proxy, the assigning WSC member must notify <u>the WECC WSC Liaison Standards staff</u> and provide:

- 1. The reason for the request,
- 2. The name of the proxy representative, and
- 3. The SVS represented.

The proxy will adhere to the voting member's expectations and responsibilities as described in this charter.

A WSC member cannot serve as a proxy for another WSC member.

## Reporting

The WSC will report to the Board on its activities and any recommendations.



#### **WSC Charter**

The WSC will annually review each subcommittee, task force, or work group that reports to the WSC to determine whether that group is still necessary or should be dissolved.

## **Review and Changes to the Charter**

The WSC will annually review this charter <u>as needed but at least biennially</u> and recommend any changes to the Board <u>for approveal</u>.

#### Approved by the WSC: December 6, 2023

Approved by the WECC Board of Directors: Targeted for December 2024





# **WECC Board of Directors**

# Review of January 22, 2025, and March 11, 2025, Closed Sessions

Verbal Update

Ric Campbell, Chair

March 12, 2025



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# **CEO** Report

March 12, 2025

Melanie Frye President and CEO

# WestTEC Update

- Finalizing phase 2 statement of work with Energy Strategies, with work to begin immediately
- WECC staff are engaged at Steering Committee and technical committee
- Reference Case (10-year horizon) is nearly complete
- 20-year horizon capacity expansion model expected to be finalized this year
- Scenarios expected to be approved by Steering Committee in March with study work to ensue

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# **Delegation Agreement**

- WECC operates under a Delegation Agreement from NERC
- The current agreement expires at the end of 2025
- NERC and all regional entities are negotiating for an agreement covering 2026-2030 with the objective of filing at FERC mid-year
- No major changes are anticipated
- Will seek Board approval at June meeting

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# FERC, NERC, and Regional Headlines

# FERC

- Supply Chain Risk Management workshop will be held on March 20
- Mark Christie named Chair on January 20

# NERC

- Reliability Leadership Summit held on February 27; RISC report in development
- Suzanne Keenan elected as Board Chair
- Board established "Modernize Standards Process and Procedures" task force
- Board invoked Section 321 regarding EOP-012-2, Extreme Cold Weather Preparedness and Operations

# Regional

California state lawmakers have introduced a bill to implement Step 2 of the <u>West-Wide Governance Pathways Initiative</u>

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# **International Updates**

# **British Columbia**

 WECC is conducting three compliance audits in 2025. WECC continues to work closely with the BCUC on various registration, compliance monitoring, and enforcement-related activities, and provides outreach on key activities.

# Alberta

• WECC is conducting one compliance audit in Alberta in 2025. WECC continues to work closely with the MSA on compliance monitoring and provides outreach on key activities.

# Mexico

• WECC continues to engage with multiple stakeholders in Mexico City and Mexicali along with stakeholders in the U.S. No audits are scheduled for 2025 in Mexico.

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# 2025 Scorecard



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#### **IMPACT AREA**

IA1: Risk Mitigation - We are an organization aligned around risk reduction. Our holistic risk-based approach uses all the tools and skills available to deliver comprehensive risk mitigation strategies.

IA2: Partnership - We are sought after as a partner to address the most challenging reliability issues. We identify concerns and facilitate solutions with input from diverse and often conflicting stakeholder perspectives, focusing our resources on risks that pose the greatest threat to reliability and security.

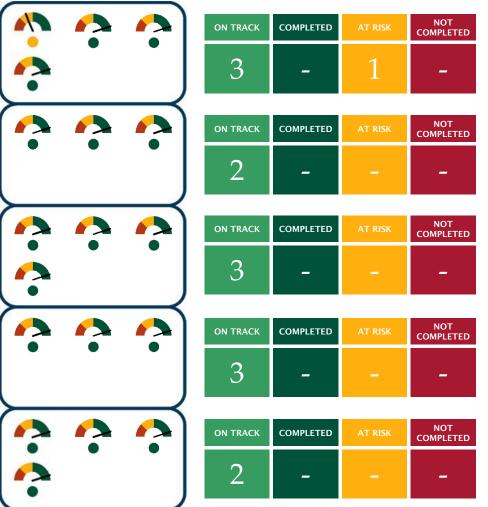
IA3: Perspective - Our insights, analyses, and outreach promote industry action. We are renowned for providing clear and actionable communications supported by data and rigorous analysis.

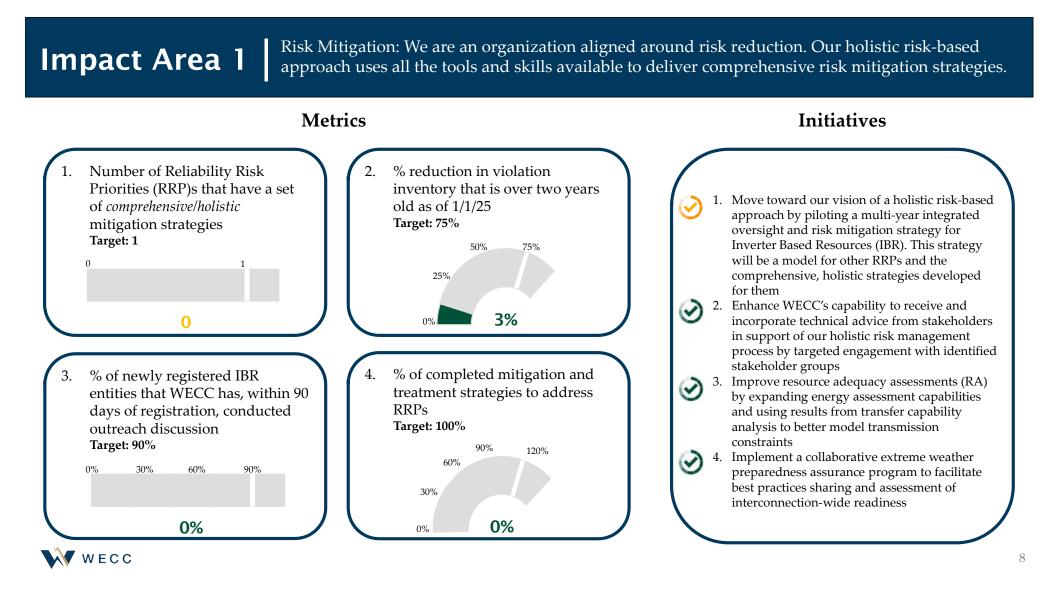
IA4: Independence - Our resource and technology neutral, interconnection-wide perspective is respected and trusted to provide confidence to decision-makers that they have an independent partner to rely on.

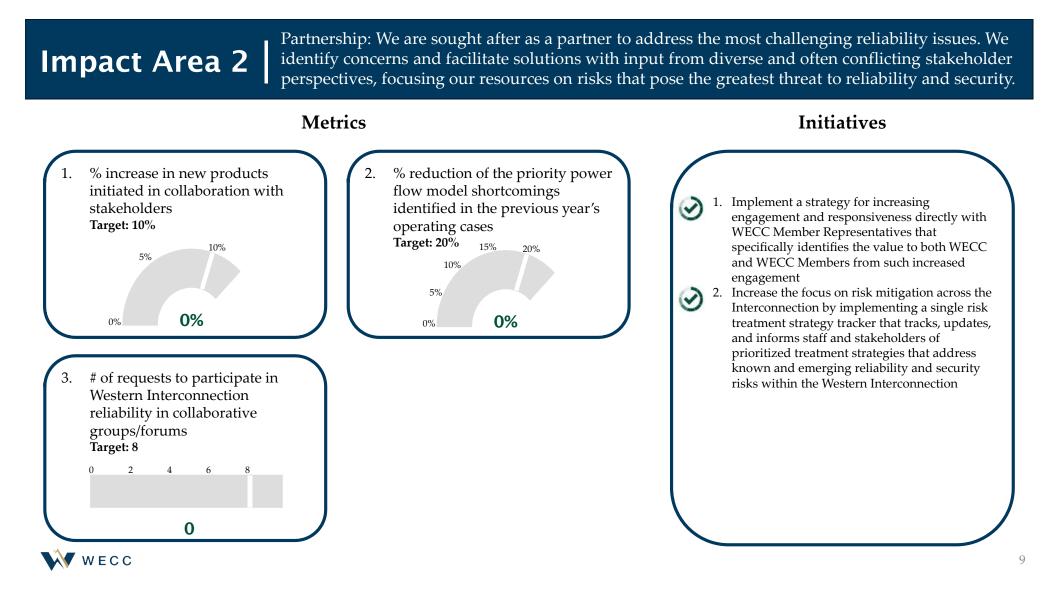
IA5: People - Our highly skilled and engaged employees are champions for reliability.

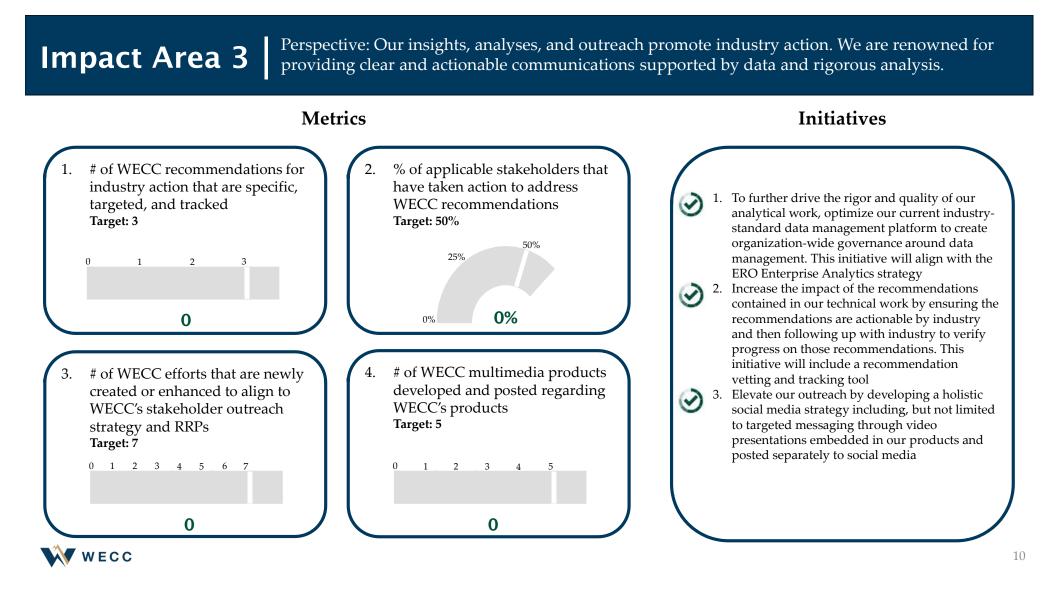
#### METRICS

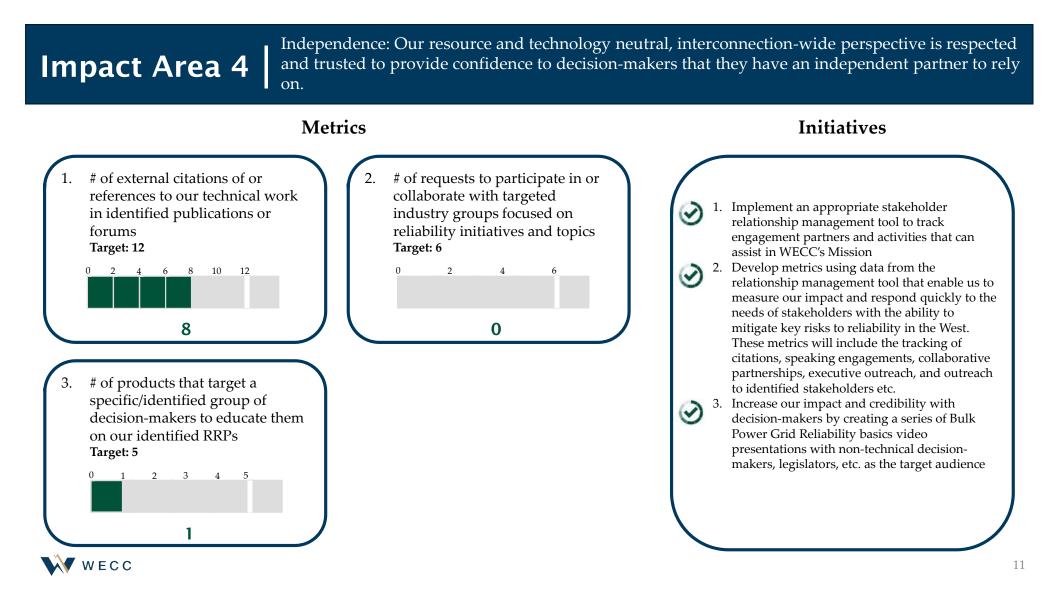
#### INITIATIVES

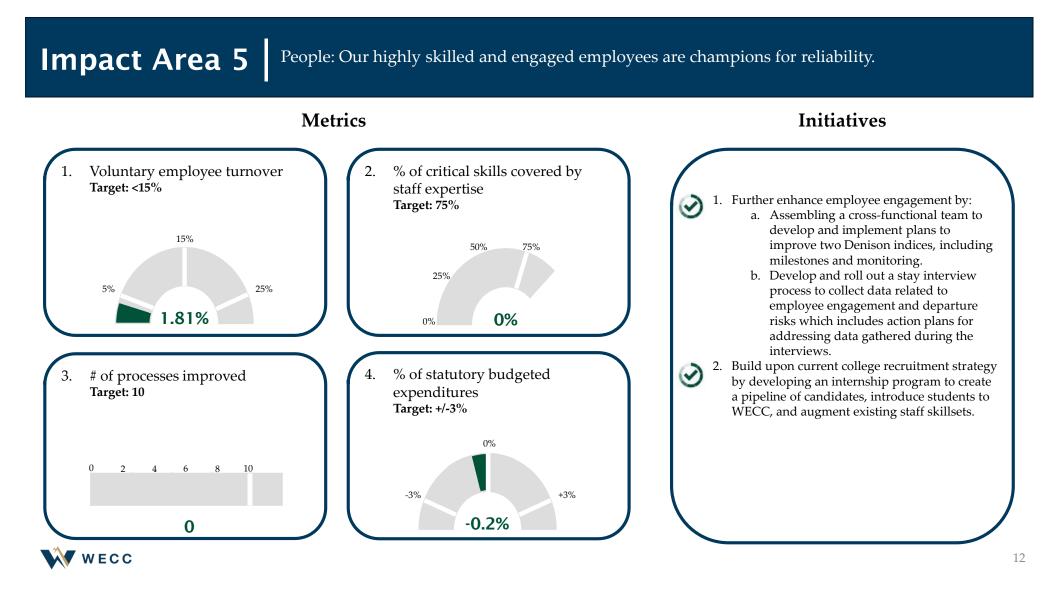














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# Reliability and Security Oversight Report to the Board of Directors

Steven Noess, Vice President, Reliability and Security Oversight

March 12, 2025

### Reliability and Security Oversight Report to the Board-March 12, 2025

## Introduction

This report highlights Reliability and Security Oversight achievements, findings, and planned activities in carrying out the Compliance Monitoring and Enforcement Program (CMEP) and Organization Registration and Certification Program (ORCP) in the U.S. and corresponding programs in British Columbia and Alberta.

### IBRs

The ERO Enterprise and industry collaborate on development and modification of standards related to inverter-based resource (IBR) risks as described in NERC's <u>development plan</u>. In 2024, the NERC Board of Trustees adopted new standards addressing IBR disturbance monitoring and reporting (PRC-028-1), frequency and voltage ride-through (PRC-029-1), and unexpected event mitigation (PRC-030-1). WECC participation focused on the reliability aspects of the standards, balanced with the need for clear, unambiguous, auditable language. This will continue with Milestone 3 work in 2025.

The ERO Enterprise has tentatively identified 323 WECC IBR assets that potentially meet the new Category 2 registration criteria for IBR owners and operators. Follow-up surveys of asset owners are underway to confirm whether the entities meet registration criteria and to prepare for next steps. These surveys accompany other outreach, including a November 2024 informational online seminar on the IBR Registration Initiative and January 2025 industry engagement workshop.

### **Cold Weather Preparedness**

Several monitoring engagements in 2024 addressed cold weather preparedness (EOP-011-4, EOP-012-2). This included self-certification of over 100 entities, a portion of which WECC asked to provide information about processes and controls to ensure reliability during weather events.

In addition to monitoring, WECC shared activity updates and recommendations for industry at the October 2024 Reliability & Security Workshop and through other outreach. WECC is participating in the development of EOP-012-3 in response to FERC directives.

## **Fundamentals Training**

Representatives from over 80 entities have attended Enforcement Fundamentals training. This training helps entities engage more effectively with WECC by outlining the information needed to process self-reports/self-logs and mitigation. Providing this information upfront speeds review and reduces the need for follow-up requests, which helps reduce WECC's enforcement backlog. WECC has developed a <u>checklist</u> and other reference material for entities as a companion to NERC resources.

The November 2024 Compliance Fundamentals online seminar, which covered cyber and physical security and protection system requirements for lower-risk entities, had over 100 entity attendees.



### Reliability and Security Oversight Report to the Board-March 12, 2025

WECC will target newly registered IBR entities for outreach and self-certification in 2025 to assess the entities' reliability and security foundation.

## Self-Logging Program

Efforts to promote and expand the self-logging program in 2024 resulted in 11 new applicants. The 24 current participants represent 40% of noncompliance intake. Admission reflects the strong investments these entities have made in internal controls and compliance programs. WECC will continue to enhance the value proposition of self-logging in 2025 and beyond.

The ERO Enforcement Group harmonized the self-logging eligibility review process in 2024, based largely on the process WECC developed in 2023. This harmonization will result in consistent application of criteria and deployment of the program by each Regional Entity.

## **Enforcement Processing**

WECC employs a prioritization strategy for eliminating aged enforcement inventory while rapidly processing new inventory. In the last 12 months, WECC disposed of 47% of inventory received before 2022 and 55% of inventory received in 2024. This strategy has been further supported by Enforcement Fundamentals training, expansion of the self-logging program, and new streamlining efforts contemplated in NERC's November 2024 <u>Supplemental Filing</u>.

## Align

WECC works with NERC, other Regions, and entity representatives on the development of Align and the SEL. ERO Enterprise achievements in 2024 include—

- Deployment of three major Align releases addressing functionality and usability improvements for enforcement, audit, self-certification, risk assessment, internal controls, and requests for information.
- Deployment of over 30 feature requests and utility upgrades for the SEL.
- Development and testing of additional Align and SEL improvements to be deployed in 2025.
- Revised Region and entity user guides for enforcement, self-certification, Technical Feasibility Enhancements, Periodic Data Submittals, the ERO Portal, and the SEL.
- Refresher training on enforcement and mitigation functionality targeting entity users.

In 2025, WECC will begin using Align for compliance monitoring and enforcement activities in British Columbia. This implementation follows extensive collaboration and strategic discussions with the BCUC and NERC. Use of Align and the SEL will simplify and enhance WECC's engagements in the province. Retirement of webCDMS will follow as WECC transitions activities out of the platform.



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# Reliability and Security Oversight Update

March 12, 2025

Steven Noess Vice President, Reliability and Security Oversight

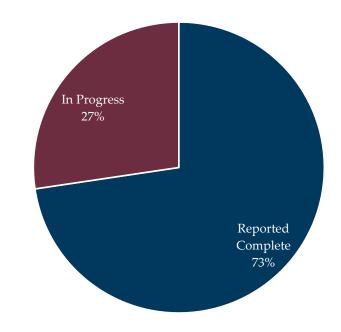


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# **Trends Update**

- <u>Q1 2025 update posted</u>
- Observations:
  - Added or updated ownership of over 15,000 MVA of IBR assets
  - 55% of 2024 enforcement inventory processed
  - 73% of inventory mitigated





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# **Inverter-Based Resources**

- Category 2 GO survey
- IBR work plan update
- CMEP Practice Guide
- Standards development

# **IBR Work Plan Milestones**

### ✓ Phase 1: May 2023-May 2024

- Revise registration-related sections of ROP
- Seek NERC Board and FERC approval
- Begin outreach and education with Category 2 GO and GOP candidates

#### Phase 2: May 2024-May 2025

- Identify registration candidates
- Continue outreach and education
- Develop approach to establish applicable standards

### Phase 3: May 2025-May 2026

- Complete registration activities for Category 2 GO and GOP candidates, including technology updates, training, and onboarding
- Notify entities of registration and compliance responsibilities

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WECC

# **Cold Weather Preparedness**

- EOP-012-3
- Self-Certification
  - Generator Owners
  - Balancing Authorities / Transmission Operators

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# Member Advisory Committee Report to the WECC Board of Directors

Brian Theaker, MAC Chair

March 12, 2025

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#### MAC Report to the Board-March 12, 2025

## Highlights

- At its December workshop, the MAC discussed proposed amendments to the WECC Bylaws being considered though the Section 4.9 Review. The MAC later provided feedback to the Section 4.9 Review Committee on its discussion through liaison Chris Parker.
- The NC, including the six voting and non-voting MAC representatives, is preparing a slate of candidates to fill Director vacancies and to prepare a recommendation to the MAC for Director compensation for the upcoming year.
- The MBS has been populated and has begun working with staff on the 2026 Business Plan and Budget.

### Purpose

The Member Advisory Committee (MAC) advises the Board of Directors (Board) on any matters the Board requests the committee to evaluate or consider, and advises the Board on policy, business planning, and budgetary matters as the committee deems appropriate.

## **WECC Board Action Items**

The MAC has no items for Board action at this meeting.

### **Current and Upcoming Year Goals**

- Accomplish the bylaw-directed MAC responsibilities related to the Nominating Committee (NC) and MAC Budget Subcommittee (MBS).
- Advise the Board on the Section 4.9 Review.
- Review WECC and other industry reports and analyses and, as appropriate, share the MAC's perspective on those reports and analyses with the Board.

### **Major Accomplishments and Planned Activities**

#### 1. Input to the Section 4.9 Review

At its December 2024 workshop, the MAC discussed proposed revisions to the WECC Bylaws under consideration by the Section 4.9 Review Committee. The MAC subsequently provided feedback to the Section 4.9 Review Committee through liaison Chris Parker.

#### 2. Nominating Committee (NC)

The NC, including the MAC representatives (Matt Weber, Class 1 (non-voting); Tim Kelley, Class 2; Duncan Brown, Class 3; Fred Heutte, Class 4; Grace Anderson, Class 5; and Yansong Leng, International (non-voting)) has been working to prepare a slate of candidates to fill



#### MAC Report to the Board-March 12, 2025

Director vacancies and to prepare a recommendation to the MAC on Director compensation for the upcoming year.

#### 3. MAC Budget Subcommittee

The MBS has been fully populated (Jonathon Aust, Class 1; Dale Dunckel, Class 2; Brian Theaker, Class 3; Sophie Hayes, Class 4; Grace Anderson, Class 5; and Evan Valeriote, International) and has begun working with WECC staff on the 2026 Business Plan and Budget. Dale Dunckel will be chairing the MBS.



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# Member Advisory Committee

March 12, 2025

Brian Theaker MAC Chair



# **Member Advisory Committee**

- Recent accomplishments
  - MAC feedback to Section 4.9 Review on proposed bylaw amendments
  - MAC participation in NC
  - MBS populated and beginning work on 2026 BP&B
- Planned activities
  - Support Section 4.9 Review, MBS, NC
    - Act on NC recommendation on Director compensation May 14
    - Provide recommendation on 2026 BP&B May 14
  - MAC leadership

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# **WECC Board of Directors**

# Western Interconnection Regional Advisory Body

Verbal Update

Mary Throne, Chair

March 12, 2025

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# WECC Board of Directors Finance and Audit Committee

Verbal Update

Richard Woodward, Chair

March 12, 2025

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## **WECC Board of Directors**

### **Governance Committee**

Verbal Update

Ian McKay, Chair



Board of Directors Meeting Approval Item Principles of Corporate Governance March 12, 2025

### Approval

*Resolved,* that the Board of Directors (Board), acting on the recommendation of the Governance Committee (GC) at the meeting of the Board on March 12, 2025, approves the Principles of Corporate Governance as presented and attached.

### Background

The Board adopted the Principles of Corporate Governance to provide a framework for the general governance of WECC, the Board, and Board committees. The GC is responsible for reviewing the Principles of Corporate Governance biennially and recommending changes for Board approval. The GC reviewed the full Principles of Corporate Governance in 2024, and now recommends the following additional changes related to selection of the Board chair and vice chair:

- Any director who has been a member of the WECC Board for at least one, three-year term (unless a shorter time is otherwise approved by a majority of all directors), except for the CEO, is eligible to serve in these positions.
- The process for selecting the Board chair and vice chair will be led by the most recent past chair, previous past chairs, the chair of the Nominating Committee, the chair of the Governance Committee, the chair of the Human Resource and Compensation Committee, or the chair of the Finance and Audit Committee, whoever is available in this rank order.
- No one who has expressed a desire to be considered for the chair or vice chair position may lead this process.

### **Issues and Risks**

There are no known issues or risks.

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#### 2.5 Process for Selection of Board of Directors Chair and Vice Chair

On an annual basis before the Board meeting held in conjunction with the Annual Member Meeting, the Board will begin the process for selecting a chair and vice chair from the Board members. Any director who has been a member of the WECC Board for at least one three-year term (unless a shorter time is otherwise approved by a majority of all directors), except for the CEO, is eligible to serve in these positions. The process for selecting the Board chair and vice chair will be led by the most recent past chair, previous past chairs, the chair of the Nominating Committee, the chair of the Governance Committee, the chair of the Human Resource and Compensation Committee, or the chair of the Finance and Audit Committee, whoever is available in this rank order. No one who has expressed a desire to be considered for the chair or vice chair position may lead this process.

It is intended that the director serving as chair serve a maximum of three consecutive one-year terms, assuming director satisfaction with the chair's performance.

Performance feedback will be given to the chair and vice chair throughout the year. At the time of the annual election, Board members will review the performance of the chair and vice chair considering their receptivity to feedback and the transparency of their leadership to the rest of the Board members, including regularity and full disclosure of activities undertaken on behalf of the Board. The chair and vice chair acknowledge their status as equal peers to other Board members.

Candidates for chair and vice chair may be determined by self-nomination or nomination by other Board members. Criteria for consideration include a desire to serve, demonstrated leadership experience, and broad support by other Board members.

While elections for the chair and vice chair positions are separate, it is the intent of the Board that the vice chair progress to the chair position when deemed highly effective by peers. The Board acknowledges the benefits of continuity and stability resulting from this progression.

The vice chair supports and collaborates with the chair and assumes the chair's duties if the chair is unable to serve or if the chair position becomes vacant.

If more than one candidate is put forth for either chair or vice chair, the Board will hold a special Executive Session, without candidates present, to determine the candidate of choice. Discussion of the candidates during the Executive Session will be led by the previous chair, vice chair, or most senior tenured director, whoever is available in this rank order.

The final vote for chair and vice chair should occur in open session at the Board meeting held in conjunction with the Annual Member Meeting.

#### 2.5 Process for Selection of Board of Directors Chair and Vice Chair

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The final vote for chair and vice chair should occur in open session at the Board meeting held in conjunction with the Annual Member Meeting.

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# WECC Board of Directors Nominating Committee

Verbal Update

Ian McKay, Chair

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## **WECC Board of Directors**

## Human Resources and Compensation Committee

Verbal Update

Felicia Marcus, Chair

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# WECC Standards Committee (WSC) Report to the WECC Board of Directors

Joe McArthur, WSC Chair

Steve Rueckert, Director of Standards

### Open Session Board Meeting Book - Board Committee Reports

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#### WSC Report to the Board-March 12, 2025

#### Highlights

Revised WSC Charter-page 3.

Project WECC-0142 BAL-002-WECC-3 Contingency Reserve Regional Reliability Standard retirement posted for ballot—page 3.

The WSC approved the WECC-0156 Possible Revisions to the WECC Regional Variance to VAR-001-5 drafting team—page 3.

#### **Strategic Purpose**

The purpose of the WECC Standards Committee (WSC) is to oversee the implementation of the WECC Reliability Standards Development Procedures (Procedures).

The WSC will-

- 1. Maintain and administer the Procedures, including:
  - a. Due process,
  - b. Balloting,
  - c. Annual review of the WECC Glossary of Terms and Naming Conventions, and
  - d. Meeting the quality control attributes of FERC Order 672.
- 2. Administer each Standard Authorization Request (SAR) to ensure the project:
  - a. Is within WECC's authority to develop,
  - b. Is appropriate for development by WECC, and that it,
  - c. Remains within the scope of the SAR, as may be changed by the WSC.
- 3. Monitor and manage drafting teams, including:
  - a. Team selection, and
  - b. Provision of general oversight and guidance to include a description and explanation of the project to be drafted and time prioritization where needed.
- 4. Monitor and manage the development of projects created per the Procedures, including prioritization.
- 5. Perform other duties assigned by the Board of Directors (Board).

#### **WECC Board Action Items**

The WSC requests Board approval of proposed revisions to the WSC Charter at the March meeting. Revisions include minor changes proposed by the WSC and conforming changes proposed by the WECC General Counsel.

### Open Session Board Meeting Book - Board Committee Reports

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#### WSC Report to the Board-March 12, 2025

#### **Current Year Goals**

- Keep the WECC Standards Development Process moving forward by overseeing the drafting teams.
- Act on requests and recommendations from the drafting teams.
- Review the WSC Charter and WECC Procedures to revise and improve them.

#### **Major Accomplishments and Planned Activities**

1. The WSC approved minor revisions to its charter.

The WSC approved minor revisions to the WSC Charter and is seeking Board approval at the March 12, 2025, meeting. The revisions include minor changes proposed by the WSC and conforming changes proposed by the WECC General Counsel. The WSC recently approved these proposed changes.

# 2. Project WECC-0142—BAL-002-WECC-3 Contingency Reserve Regional Reliability Standard Request to Retire.

The Standard Authorization Request (SAR) proposing retirement of this WECC Regional Reliability Standard was initially received on August 14, 2020. A drafting team was appointed, and the development of justification for retirement began. The project was put in abeyance during the COVID pandemic. The effort to justify retirement began again early this year, and the team met regularly. The team completed its proposed justification for retirement and posted the proposed draft for comment beginning November 15, 2024, and closing January 15, 2025. The next step is to ballot the proposed retirement. That step should take place sometime between late February and early March.

# 3. The WSC approved a slate of candidates for the WECC-0156 Possible Revisions to the WECC Regional Variance to NERC VAR-001-5 Reliability Standard.

On February 3, 2025, WECC solicited nominations for the WECC-0156 drafting team. The WSC approved the potential candidates, and review will start shortly.

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# Technical Activities Update to the WECC Board of Directors

Branden Sudduth, VP of Reliability Planning and Performance Analysis Kris Raper, VP of Strategic Engagement and External Affairs Philip Augustin and Chelsea Loomis, RAC Co-chairs Dede Subakti and Margaret Albright, RRC Co-chairs

#### Technical Activities Report to the Board—March 12, 2025

This report relates the activities being undertaken by the Reliability Planning and Performance Analysis department, the Strategic Engagement and External Affairs department, and the WECC technical committees.

#### New Initiatives and Recent Activity Highlights

#### Western Interconnection Wildfire Update

In January, several wildfires started within hours of each other. Compounded by extreme wind conditions, the fires left devastation and customer outages in a large area of Los Angeles and the surrounding communities. The primary impact was on the distribution and sub-transmission system, with the Bulk Electric System (BES) remaining stable, even with several outages to BES lines.

A large part of ensuring system stability during these fires was the effort of the Reliability Coordinator, Balancing Authorities, and Transmission Operators in positioning the system to minimize the impact of contingencies associated with the fires. In addition, entities used tools such as Public Safety Power Shutoff (PSPS) programs to prevent electric equipment from becoming a source of ignition. RC West coordinated daily with entities on current and potential issues as high winds and wildfires moved through the area. The WECC team will work with the affected entities to share any lessons learned with industry.

In 2025, WECC staff will continue to monitor and assess the impacts of wildfires to the reliable operation of the BES through the annual Wildfire Data Request. This data will provide information on how wildfires affected the operation of transmission lines operating at 100 kV and above and whether transmission lines caused or contributed to wildfire activity.

#### **Reliability in the West Discussion Series**

In February, WECC continued its "Reliability in the West" Discussion Series with a conversation of the potential operational effects of large loads (e.g., data centers) on the system. The February discussion followed two other installments on large loads in 2024: one in October that included representatives from Amazon, the Department of Energy, and the Maryland PUC and one in November that focused on how large loads affect resource challenges and current resource planning practices. The March installment will also cover large loads, focusing on insights from recent work to analyze and describe the risks large loads pose to the system. These discussions on large loads complement the technical session that will occur during the March Board meetings.

#### **Cold Weather Efforts**

There were two recommendations from the <u>Winter Storm Elliot Report</u> in which FERC asked NERC and the Regional Entities to gather insights on the cold weather generator readiness risk within their regions. Recommendation 1b was completed in May of 2024, and recommendation 1c will be complete



#### **Technical Activities Report to the Board—March 12, 2025**

by the end of Q1 2025. During these efforts, a cross-departmental WECC team had discussions with 10 Generator Owners/Operators about the cold weather readiness of 20 plants. These were selected due to cold-weather-related outages identified in the GADS database, inherent risks due to geographical location, and potential for fuel supply interruption. Following these discussions, feedback forms were given to each entity letting them know of the identified areas of strength and opportunities for improvement. WECC shared aggregate findings with a broader audience during the October 2024 Reliability & Security Workshop.

Recommendation 3 of the report asks NERC and the Regional Entities to perform a readiness review of the black start generation fleet across North America. WECC has received several responses to Requests for Information and is reviewing them. The team is also working with gas suppliers to account for fuel supply problems during extreme cold conditions. The team will document this work in an industry report scheduled to be completed in Q1 of 2025.

While the recommendations from the Winter Storm Elliott Report are concluding by Q1 of 2025, WECC has a scorecard item that will develop a program focused on generator readiness for extreme weather events. This will allow the sharing of the recommended practices while working with industry to mitigate risks. This program is expected to be ready for implementation by the beginning of Q4 2025.

#### Interregional Transfer Capability Analysis (ITCS)

The congressional mandate for the ITCS was met in 2024 by the successful completion of the report in November 2024. While not required through the congressional mandate, NERC is performing a similar analysis for the Canadian provinces as an addendum. NERC, the Regional Entities, and stakeholders are reviewing the results of the Canadian analysis. They plan to publish the results by the end of March.

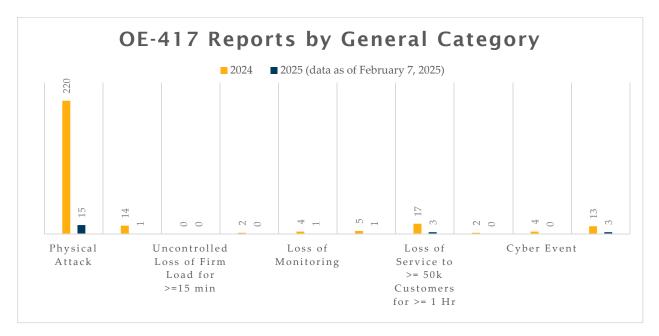
#### System Performance Data and Metrics

#### Event Analysis (EA)/Situational Awareness (SA)

The Operations Analysis team at WECC maintains situational awareness through various means. One source of information on system events is mandatory reporting through the Department of Energy's OE-417 and NERC's Reliability Standard EOP-004-4 processes. Most of the reports received in 2024 involved substation break-ins for copper or equipment theft.



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In 2024, there were several inverter-based resource reductions that the WECC EA team investigated. The team is working with NERC and CAISO to develop an approach to investigate these types of events (while avoiding duplication of efforts) and determine the best way to provide information to industry from these investigations. NERC does not plan to create more Disturbance Reports on these unless something unique occurs.

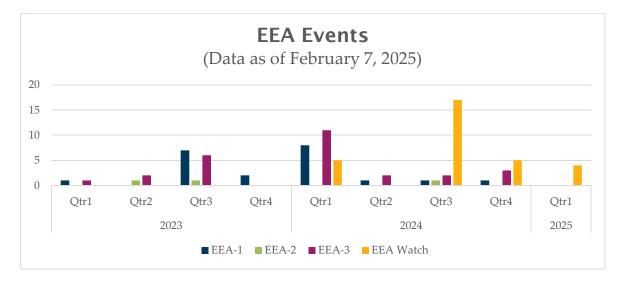
The team will be working with a FERC-NERC team to analyze the Moss Landing Battery Energy Storage System (BESS) fire that started January 16. The purpose of this investigation will be to determine what can be learned and shared with industry when installing these resources.

#### **Energy Emergency Alerts**

Since the December Board report, there have been five EEA events in the Western Interconnection. Four of these were EEA watch events with a single EEA-3 being declared. An EEA watch is a tool used by CAISO when forecasts identify potential operating challenges. All five of these events came from a single entity that faces unique challenges due to its location in the interconnection and limitations in its generation fleet. One item of note is that, during the January Southern California fires, no EEA events were issued.



#### Technical Activities Report to the Board-March 12, 2025



#### **Status of Ongoing Activities**

#### **Base Case Development**

Base Case Activity (as of February 6, 2025)		
Base Case Name	Status	Date Posted
2026 Light Spring 1	In Review	11/14/2024
2034 Light Spring 1	Final	11/21/2024
2030 Heavy Summer 2	Final	12/5/2024
2034-35 Heavy Winter 1	Final	12/19/2025
2025-26 Light Winter 1	In Review	1/31/2025

#### **Base Case Data Quality**

In 2025, WECC, in coordination with the base case data submitters, has identified four types of potential model shortcomings that are being targeted for improvement:

- 1. Generator terminal bus voltages outside the range of 0.95 to 1.05 pu when regulating a non-terminal bus,
- 2. Loads missing long ID,
- 3. Loads missing BA, and
- 4. Generators missing turbine type.

By addressing these shortcomings, we expect the usability and quality of the cases will improve. Items 3 and 4 are informational fields and, if those are populated accurately and completely, a more critical



#### Technical Activities Report to the Board-March 12, 2025

review of the load levels and generator models is possible. We are targeting a reduction of 20% of the totals for the priority model shortcomings in the 2025 Heavy Summer 4 base case.

In addition, WECC is working with NERC and the other MOD-032 ERO Designees to improve the thresholds used for the NERC Case Quality Metrics. This effort has driven quality collaboration and enhanced communication across the interconnection model builders.

#### 2025 Reliability Assessments

For 2025, WECC will continue to work with NERC and the other Regional Entities to complete the Long-term Reliability Assessment (LTRA), the Probabilistic Assessment (ProbA), the Winter Reliability Assessment (WRA), and the Summer Reliability Assessment (SRA). In addition to the production version of these reports, the ERO Enterprise will also work on a pilot to incorporate aspects of the Interregional Transfer Capability (ITCS) into the LTRA. In the 2024 ITCS, there were two phases: 1) calculation of current transfer capability, and 2) feeding the transfer capabilities into an energy assessment to analyze transmission and resource adequacy. The 2025 pilot will include aligning the transfer capability results as an input for the LTRA modeling and results. The ERO objective for 2025 is to use the pilot to develop expertise with these new tools, develop study processes/methods, and work through any technical issues. In 2026, the ERO plans to use these new tools and processes for the published LTRA.

#### **Resource Adequacy**

The 2024 Western Assessment of Resource Adequacy (Western Assessment) represents a new step in WECC's evolution as the independent voice of bulk power system reliability in the Western Interconnection. The report showed key risks associated with the amount of new generation planned over the next 10 years, and WECC's concerns about what will happen if entities cannot build the resources they plan to. The report received positive feedback for its new online format, analytical content, and clear statement of WECC's concerns. Some of the feedback came from our ERO partners, including a request from Reliability First for insights into the way we developed the report that they can consider as they develop their own report on this topic.

In January 2025, WECC released an appendix to the report with detailed technical information for those stakeholders interested in diving deeper into WECC's analysis. The appendix provides additional data as well as descriptions of our methods. The 2025 Western Assessment will continue to explore opportunities to advance WECC's resource adequacy analysis, such as evaluating the reliance on imports between subregions and considering load growth sensitivities in conjunction with resource addition sensitivities.

In 2024, the ERO Enterprise Reliability Assessments Group identified SERVM as being the consistent tool to complete resource adequacy studies. WECC obtained SERVM and is continuing to train users



#### Technical Activities Report to the Board-March 12, 2025

and build the WECC model. The plan for 2025 is to run SERVM in parallel with MAVRIC, tune as needed, and be ready to make the switch to SERVM for the 2026 Western Assessment.

#### **Reliability Risk Priorities and Other Risks**

WECC is being intentional about addressing the Board-approved Reliability Risk Priorities (RRP) by forming cross-functional teams to see how we can address the risks more directly. For 2025, WECC is focused on developing a holistic, WECC-wide approach to addressing reliability risks. To that end, these teams will assess the risk and determine which WECC tools (e.g., standards, registration, models, assessments) are appropriate to address the risk.

#### **IBR Risk**

WECC Scorecard Initiative 1 under Impact Area 1 is to "Move toward our vision of a holistic, risk-based approach by piloting a multi-year integrated oversight and risk mitigation strategy for inverter-based resources (IBR). This strategy will be a model for other RRPs and the comprehensive, holistic strategies developed for them."

At present, WECC is in the initial stages of developing this model/method for a holistic, risk-based approach. At the same time, there are other RRPs that are being addressed, and though the model/method per the above scorecard item does not yet exist, it is important that we do what we can in the interim to approach these other RRPs holistically and use the model/method for these other RRPs as is gets developed.

#### **Energy Policy Risk**

Energy policies, from regional to federal, can affect the reliability of the BPS for a variety of reasons, including changing the resource mix to carbon-free or carbon-neutral sources; directing the shift to electrification for buildings, industrial processes, or transportation; or limiting the imports from carbon-producing resources. The first step in progress for this risk is identifying the specific policies that are appropriate to consider and gathering the needed information for those policies across the Western Interconnection. While many of our ongoing activities and work products like the Western Assessment, the State of the Interconnection (SOTI), and others examine and address the risks associated with energy policy, WECC formed a small cross-functional team to explore other ways we can affect this risk. As strategies are identified, WECC will get feedback from stakeholders.

#### Modeling and Data Quality Risk

WECC is developing a list of strategic initiatives that range from shorter-term, narrowly focused objectives to longer-term, broader objectives, including:

1. Examining current modeling approaches to evaluate whether they are still the best way to collect data,



#### **Technical Activities Report to the Board—March 12, 2025**

- 2. Reviewing the NERC and WECC reliability standards to determine whether changes are needed to address modeling and data quality,
- 3. Implementing the multi-year Electromagnetic Transient (EMT) Strategy for the Western Interconnection,
- 4. Evaluating accountability mechanisms that will enhance focus on quality, and
- 5. Examining how entity registration and changes like the GO-IBR can be used to improve representation.

#### Large Loads Risk

After decades of steady and predictable load growth, the grid is being challenged by new loads—data centers, crypto mining facilities, and the electrification of buildings and transportation. These new loads present many reliability challenges due to their size, unpredictability and variability, and their ability to come online very quickly. In 2024, WECC contracted with Elevate Energy to create a better picture of what is meant by the term "large load" to assess the risks or concerns posed by each type of large load, to examine what has been or is being done, and to establish the next steps in understanding what can and should be done to manage these loads for reliability. Elevate Energy gave a report to WECC at the end of 2024, and WECC is reviewing the recommendations to determine what the next steps are and the timing of those steps. A co-branded report between Elevate Energy and WECC was shared with stakeholders at the end of February, and the first two "Reliability in the West" Discussion Series webinars of 2025 focused on large loads.

In addition, WECC staff is also working in the NERC Large Loads Task Force and the ESIG Large Loads Project Team to share what was learned through the WECC effort in 2024 and continue learning how WECC can provide value to stakeholders in regard to this risk.



#### Open Session Board Meeting Book - Technical Activities Update <Public>

<Public>

# Technical Activities Update

March 12, 2025

Branden Sudduth, VP RPPA Philip Augustin, RAC Co-chair Dede Subakti, RRC Co-chair



# **Western Fires**

- January California Wildfires
  - Palisades, Eaton, and Hurst fires impacts on the BPS
  - Public Safety Power Shutoff (PSPS) implications
- Moss Landing Battery Energy Storage System Fire
- Annual Wildfire Data Request Issued on February 10



Moss Landing BESS fire, photo from <u>www.latimes.com</u> (KSBW via AP)

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# **Our Holistic Risk-Based Approach**

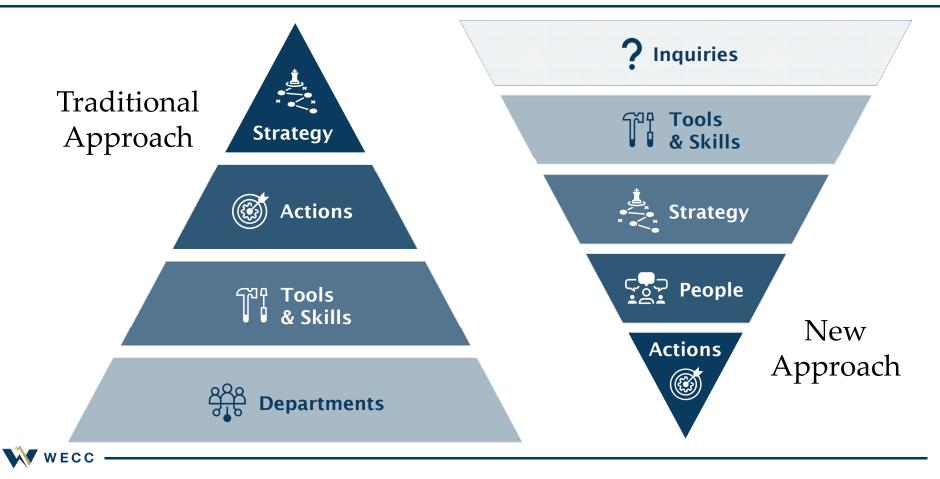
- Initiative 1: Move toward our vision of a holistic risk-based approach by piloting a multi-year integrated oversight and risk mitigation strategy for inverter-based resources (IBR)
- What does success look like?
  - Impactful IBR strategy
  - Repeatable framework
  - New mindsets and alignment



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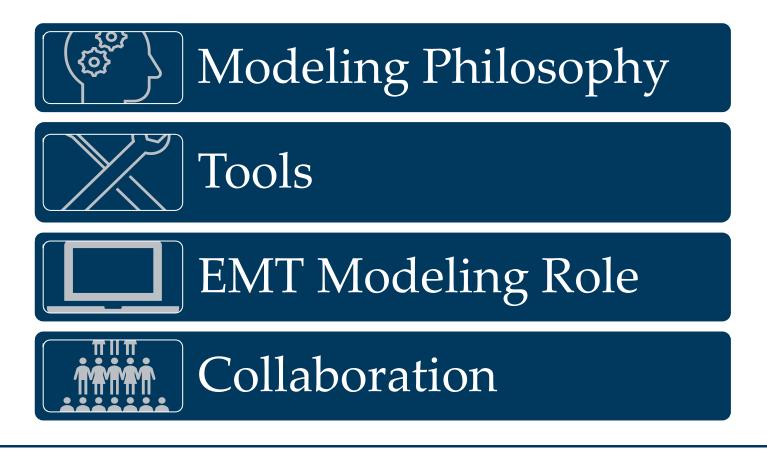
# New Holistic Risk Strategy Approach



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# **Modeling Initiative**



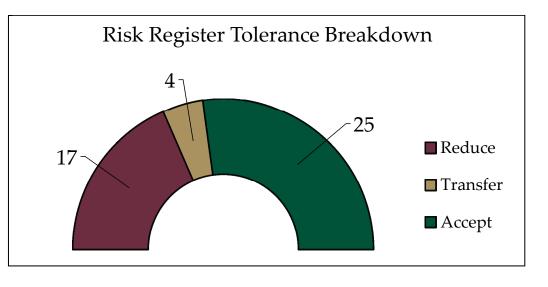
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# **Reliability Assessment Committee**

- Drivers for model improvements
  - RAC approved the recommendation to develop Year 20 models
    - Supports stakeholders' need for FERC Order No. 1920
    - Leverages existing processes
  - Improve coordination between data submissions to WECC
  - System utilization is changing

# **Reliability Risk Committee**

- Six new risks were chosen for reduction
- Next meeting priorities
  - Reevaluate existing risks
  - Discuss treatment plans



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