



Approved Minutes of the Organizational Group Oversight Committee Meeting

Hybrid: MRO Offices, St. Paul, MN & Webex

April 12, 2023, 1:01 p.m. to 3:24 p.m. Central

*Notice for this meeting was electronically posted to the MRO website [here](#) on March 7, 2022.
A final agenda, including advanced reading materials, was also posted on April 5, 2023.*

1. Call to Order and Determination of Quorum

Organizational Group Oversight Committee (OGOC) Chair JoAnn Thompson called the meeting to order at 1:01 p.m. Central. Julie Peterson, Vice President General Counsel and Corporate Secretary, advised the chair that a quorum of the OGOC was present. A list of attendees is included as [Exhibit A](#).

2. Standards of Conduct and Antitrust Guidelines

Pursuant to Policy and Procedure 4, Peterson highlighted MRO's Standards of Conduct, Conflict of Interest, and Antitrust Guidelines.

3. Consent Agenda

The consent agenda included draft minutes from the OGOC meeting held on November 30, 2023.

Upon a motion duly made and seconded, the OGOC approved the consent agenda without objection.

4. Review Fourth Quarter Annual Risk Meeting with Advisory Councils

Richard Burt, Senior Vice President and Chief Operating Officer, reviewed changes that had been implemented for the fourth quarter annual risk meeting held jointly with the OGOC and leadership from the Advisory Councils. Burt highlighted minor changes implemented to improve the efficiency and effectiveness of the meeting, including rotating rosters of breakout groups, limiting time allowed for report back, sharing a written report and presenting on all risks (not just the most critical), expanding time for questions and answers, and expanding time to discuss council work plan priorities. An OGOC member encouraged creating a way for OGOC members to generate their own list of risks in order to enable a gap analysis against the list prepared by staff to ensure the board perspective is also well-incorporated. Burt acknowledge this request for an overview of the risk prioritization tool in future meetings. The OGOC members were invited to provide feedback offline at any time.

5. HERO Award Process Changes

Burt provided an overview of the MRO HERO Award, which was founded in 2019 by the OGOC and MRO staff. He highlighted the changes being implemented by staff to increase nominations, including making the award more visible virtually and in the MRO offices, allowing nominations to occur year round rather than in a nomination window, and promoting the award via social media and at MRO's three major conferences. He explained that because the conferences are spread throughout the year, and the fourth quarter OGOC meeting is focused on risks to reliability, staff recommend an additional OGOC meeting be added focused on determining the HERO award recipient. He added that this



additional meeting would need to take place after the third quarter meeting and prior to the fourth quarter meeting, when the winner is typically announced.

Upon a motion duly made and seconded, the OGOC approved scheduling a virtual OGOC meeting on November 2, 2023 at 9:00 a.m. - 10:00 a.m. to select the recipient for the 2023 HERO Award.

Burt expanded on staff's efforts to improve the HERO Award selection process, including the creation of a draft "scorecard" – a tool that could be utilized by the OGOC members to objectively compare the nominees to the HERO Award criteria. He explained that the scorecard would not be gathered and scores would not be tallied, rather the scorecard is only intended to assist OGOC members with their own evaluation of nominees. OGOC members provided feedback to define the rating scale, and add a column for notes. Staff also received a suggestion to reach out to the nominees' supervisors to gather additional information that may be relevant to the award.

6. Compliance Monitoring and Enforcement Program Advisory Council Report

Jeff Norman, Director of Compliance Monitoring, provided a report on behalf of the Compliance Monitoring and Enforcement Program Advisory Council (CMEPAC). He reviewed areas of focus, including subteams, the CMEPAC work plan, and the initiative to provide guidance ahead of a standard becoming enforceable (e.g., readiness assessment pilot in 2022).

Norman reviewed the draft work plan of the CMPEAC. An OGOC member suggested mapping the initiatives identified in the work plans to the matrix of risks included in the Regional Risk Assessment (RRA). Burt noted that MRO initiatives to address the risks identified in the RRA are outlined in the quarterly operations report to the board, and previewed that such initiatives will be the objective of a 2023 corporate metric. Bryan Clark, Director of Reliability Analysis, also added that such information is often captured in the notes section of the council work plans, particularly since the identified work items are high-level in order to allow flexibility throughout the year.

Upon a motion duly made and seconded, the OGOC approved without objection the CMEPAC 2023 work plan, as proposed.

7. Security Advisory Council Report

Steen Fjalstad, Director of Security, provided a report on behalf of the Security Advisory Council (SAC). Fjalstad highlighted recent activities and areas of focus for the SAC, including preparing the work plan, supporting development of the Regional Security Risk Assessment, supporting the Security Advisory Council Threat Forum (SACTF), which will focus on efficiencies and double down on refocusing in on the core mission of SACTF (e.g., the weekly threat call). The SAC is also preparing for the 2023 Security Conference, which will be held in Oklahoma City, and will include training and key speakers.

Fjalstad listed key accomplishments of the SAC, including nominating a new chair and vice chair for the SAC, facilitating the ongoing weekly SACTF threat calls.

Upon a motion duly made and seconded, the OGOC approved without objection the SAC 2023 work plan, as proposed.



Fjalstad called the OGOC's attention to a recommendation from the SAC for the OGOC to approve two nominees to open seats on the SACTF.

Upon a motion duly made and seconded, the OGOC approved without objection the membership recommendations of the SAC for the SACTF, including Daniel Graham with a term ending December 31, 2024, and Scott Stoner with a term ending December 31, 2025.

8. Reliability Advisory Council Report

Bryan Clark, Director of Reliability Assessment, delivered a report on behalf of the Reliability Advisory Council (RAC). Clark outlined that the RAC has been focused on preparing the draft 2023 RAC work plan, and preparing for the 2023 Reliability Conference. In addition, the RAC has also been focused on the establishment of a framework to better engage MRO NERC Representatives by assigning three RAC members to observe NERC organizational groups. This is intended to allow RAC members to focus more on one NERC group as opposed to all five, to increase alignment, and to promote outreach opportunities. This framework will be re-evaluated at the end of 2023.

An OGOC member asked about the timing on a report regarding the Winter Storm Elliott Inquiry. Clark responded the report is anticipated by the end of 2023. Burt noted FERC representatives will be invited to MRO to present to the board regarding the inquiry findings, and further noted this inquiry is more complex due to the number of entities involved.

Upon a motion duly made and seconded, the OGOC approved without objection the RAC 2023 work plan, as proposed.

9. Written Reports

Chair Thompson referred the OGOC members to the written quarterly report regarding NERC organizational groups, and the written quarterly report on organizational group membership openings. There were no questions.

10. Risk Roundtable: Insider Threat

The OGOC entered executive session to conduct a Risk Roundtable regarding the risk of insider threats. Some participants were dismissed from the meeting.

11. Other Business & Adjourn

Having no further business to discuss, the meeting was adjourned at 3:24 p.m. Central.

Prepared by: Julie Peterson, Vice President General Counsel and Corporate Secretary

Reviewed and Submitted by: Richard Burt, Senior Vice President and Chief Operating Officer



Exhibit A – Meeting Attendees

Organizational Group Oversight Committee Members Present	
Name	Sector
JoAnn Thompson, <i>Chair</i>	Investor Owned Utility Sector
Daryl Maxwell, <i>Vice Chair</i>	Canadian Utility Sector
Ben Porath	Cooperative Sector
Charlies Marshall	Transmission System Operator Sector
Darcy Neigum	Investor Owned Utility Sector
Eric Schmitt	Independent Director
Iqbal Dhani	Canadian Utility Sector
Jeanne Tisinger	Independent Director
Keri Glitch	Transmission System Operator Sector
Maurice Moss	Municipal Utility Sector

Board Members Present	
Name	Sector
Brad Cox	Generator and/or Power Marketer Sector
Dr. Dana Born	Independent Director
Jennifer Flandermeyer	Regional Director
John Rhea	Generator and/or Power Marketer Sector

Other Attendees	
Name	Company / Title
Alexis Larson	MRO IT Support Analyst
Bill Steiner	MRO Director of Risk Assessment and Mitigation



Brett Lawler	Xcel Energy, SAC Vice Chair
Bryan Clark	MRO Director of Reliability Analysis
Carolina Margaria	MRO Assistance Corporate Secretary and Governance Administrator
Cris Zimmerman	MRO Manager of Outreach and Stakeholder Engagement
Daniel Moore	Western Farmers Electric Cooperative
Danny Johnson	Southwestern Power Administration
Dallas Rowley	Oklahoma Gas and Electric
Ian Anderson	Oklahoma Gas and Electric
Jeff Norman	MRO Director of Compliance Monitoring
Jessie Mitchell	MRO Director of Communications
Julie Peterson	MRO Vice President General Counsel and Corporate Secretary
Kabir Doubo	MRO Senior Risk Assessment and Mitigation Engineer
Ken Burruss	Midwest Energy, Inc.
Ken Gartner	MRO Director of Information Technology
Kristine Albrecht	MRO Human Resources Generalist
Lam Chung	MRO Vice President and Engineer for Strategy, Innovation, and Finance
Lee Felter	MRO Principal Security Engineer
Margaret Eastman	MRO Security Administrator
Mark Tiemeier	MRO Principal Technical Advisor
Michelle Olson	MRO Compliance Monitoring Administrator
Paul Mehlhaff	Sunflower Electric Power Corporation
Richard Burt	MRO Senior Vice President and Chief Operating Officer
Sara Patrick	MRO President and Chief Executive Officer
Steen Fjalstad	MRO Director of Security
Tasha Ward	MRO Director of Enforcement and External Affairs
Terri Pyle	Oklahoma Gas and Electric



Tiffany Lake	Evergy
Troy Brumfield	American Transmission Company

The above list may not reflect all meeting attendees as portions of the meeting were open for observation via Webex.