



Approved Minutes of the Organizational Group Oversight Committee Meeting

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

March 6, 2024, 1:04 p.m. to 3:09 p.m. Central

Notice for this meeting was electronically posted to the MRO website [here](#) in January of 2023. A final agenda, including advanced reading materials, was also posted on February 28, 2024.

1. Call to Order and Determination of Quorum

Organizational Group Oversight Committee (OGOC) Chair JoAnn Thompson called the meeting to order at 1:04 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 and Antitrust Guidelines.

3. Consent Agenda

The consent agenda included draft minutes from the OGOC meeting held on December 13, 2023.

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

4. Reliability Advisory Council Report

Bryan Clark, Director of Reliability Analysis, delivered a report on behalf of the Reliability Advisory Council (RAC). Clark outlined that the RAC has been focused on finalizing the 2024 RAC work plan and preparing for the 2024 Reliability Conference. He highlighted that the conference, scheduled for May 15, 2024, is a top priority for the RAC this quarter, and will include topics such as Inverter Based Resources, an overview of the Northland Reliability Project, and the North American Transmission Forum (NATF) Transmission Resilience Maturity Model.

Upon a motion duly made and seconded, the OGOC unanimously approved the RAC 2024 work plan.

Clark called the OGOC's attention to a recommendation from the RAC for the OGOC to approve four nominees to open seats on the RAC.

Upon a motion duly made and seconded, the OGOC unanimously approved the membership recommendations of the RAC, which included Natasha Brown, with a term ending December 31, 2024, and John Harmon, Evan Wilcox, and Eric Barry with terms ending December 31, 2026.

Chair JoAnn Thompson departed the meeting and requested that Vice Chair Maxwell chair the meeting until she was able to rejoin.

5. Compliance Monitoring and Enforcement Program Advisory Council Report

Mark Flanary, Director of Risk Assessment and Mitigation provided a report on behalf of the Compliance Monitoring and Enforcement Program Advisory Council (CMEPAC). Flanary stated that



the council had elected Terri Pyle, Oklahoma Gas and Electric, Chair, and Tiffany Lake, Evergy, Vice Chair for 2024. He reviewed the draft work plan of the CMEPAC and highlighted the council's work on the CMEP Conference, scheduled for July 24, 2024, in Kansas City, MO. Flanary also noted the work of the MRO NERC Standards Review Forum, noting that there are on average over 90 attendees on the weekly calls.

Upon a motion duly made and seconded, the OGOC approved without objection the CMEPAC 2024 work plan, as proposed.

Flanary called the OGOC's attention to a recommendation from the CMEPAC for the OGOC to approve changes to the CMEPAC Monthly Call Guidelines. He explained that the changes primarily would allow the CMEPAC more flexibility on scheduling calls during the months in which they host a CMEPAC meeting.

Upon a motion duly made and seconded, the OGOC approved the CMEPAC Monthly Meeting Call Guidelines, as proposed.

Chair JoAnn Thompson rejoined the meeting.

6. 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 and supporting the Security Advisory Council Threat Forum (SACTF), which supported additional calls to their weekly call in the first quarter focused on additional emerging risks.

In response to questions, Fjalstad noted that the U.S. government's tagging of information as amber has limited the level of information available to the industry, an issue which the SACTF had attempted to address by disseminating those documents, and the tactics, techniques, and lessons learned therein, within the industry through vetted channels that respect the Traffic Light Protocol (TLP).

He noted that the SAC is also preparing for the 2024 MRO Security Conference and NERC GridSecCon, which will both take place in the Twin Cities. In response to questions, he added that the SAC did deliberate the workload required for supporting both events, and that the MRO Security Conference may be scaled back to address the additional workload.

Upon a motion duly made and seconded, the OGOC approved without objection the SAC 2024 work plan, as proposed.

Fjalstad drew attention to the three current openings on the SAC and asked board members to encourage their teams to apply.

7. Review of 2023 Q4 Annual Risk Meeting with Advisory Councils

Richard Burt, Senior Vice President and Chief Operating Officer, reviewed changes that had been suggested for the fourth quarter annual risk meeting held jointly with the OGOC and leadership from the Advisory Councils. He noted that the meeting would continue to be in-person only, and that the suggestions presented would be implemented in 2024. The OGOC members were invited to provide additional feedback at any time.

8. 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. She highlighted the three open seats on the SAC and encouraged meeting attendees to nominate qualified candidates to the SAC. There were no questions.

She noted that the OGOC would recess for a break, and upon returning from break would enter executive session. She asked that all participants, not part of MRO staff, advisory councils, or the board, be dismissed from the meeting and not return after break.

The OGOC recessed for a short break.

9. Risk Roundtable: Company Use of AI and Large Language Models

Farid Shallal, Senior Cybersecurity Specialist, provided a brief presentation on Company Use of AI and Large Language Models. The OGOC discussed the topic as part of the risk roundtable and suggested to council leadership that it might be a good topic for one of the upcoming MRO conferences.

The OGOC also discussed potential topics for the second quarter Risk Roundtable. Burt suggested that the 2024 Regional Risk Assessment was a good starting point for discussion ideas. Chair Thompson noted that she and Vice Chair Maxwell would choose the topic based on the discussions and consultation with MRO staff.

10. Other Business & Adjourn

Having no further business to discuss, the meeting was adjourned at 3:09 p.m. Central.

Prepared by: Carolina Margaria, Assistant Corporate Secretary and Governance Administrator

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
Dehn Stevens	Investor Owned Utility Sector
Eric Miller	Transmission System Operator Sector
Eric Schmitt	Independent Director
Iqbal Dhani	Canadian Utility Sector
Maurice Moss	Municipal Utility Sector
Organizational Group Oversight Committee Members Not Present	
Darcy Neigum	Investor Owned Utility Sector
Jeanne Tisinger	Independent Director

Other Attendees	
Name	Company
Anna Martinson	MRO
Andy Hightower	City Utilities
Bryan Clark	MRO
Carolina Margaria	MRO
Daniel Graham	BEPC, SAC Member
Dick Pursley	Great River Energy, RAC Member
Farid Shallal	MRO
Julie Peterson	MRO
Kelly Crist	Engie, SAC Member



Ken Gartner	MRO
Lee Felter	MRO
Lisa Stellmaker	MRO
Margaret Eastman	MRO
Maribeth Roth	MRO
Mark Eastwood	City Utilities, RAC Member
Mark Flanary	MRO
Mark Tiemeier	MRO
Mary Agnes Nimis	FERC
Michael Bowman	City Utilities
Michelle Olson	MRO
Mike Ayres	City Utilities
Richard Burt	MRO
Ryan McNamara	MRO
Sam Key	City Utilities
Sara Smith	MRO
Steen Fjalstad	MRO
Tasha Ward	MRO
Terri Pyle	OGE, CMEPAC Member
Tiffany Lake	Evergy, CMEPAC Member
William Steiner	MRO

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