



## Draft Minutes of the Organizational Group Oversight Committee Meeting

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

August 21, 2024, 1:00 p.m. to 3:30 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 August 14, 2024.

#### 1. Call to Order and Determination of Quorum

Organizational Group Oversight Committee (OGOC) Chair JoAnn Thompson called the meeting to order at 1:00 p.m. Central. Carolina Margaría, Assistant Corporate Secretary and Governance Administrator, advised the chair that a quorum of the OGOC was present. A list of attendees is included as [Exhibit A](#).

#### 2. Safety Briefing Video

Staff played a short video detailing in-person safety practices and processes.

#### 3. Standards of Conduct and Antitrust Guidelines

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

#### 4. Consent Agenda

The consent agenda included draft minutes from the OGOC meeting held on March 6, 2024.

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

#### 5. Compliance Monitoring and Enforcement Program Advisory Council Report

Julie Peterson, Vice President, General Counsel & Corporate Secretary, presented on the revisions to the council charter changes, noting that the proposed revisions were reviewed by the Corporate Secretary office for consistency, and had recommended additional proposed changes on top of, or instead of, the changes proposed by the councils. She noted that changes proposed by the councils that did not require consistent language were not included in her presentation. Her presentation and the handouts of proposed council charter changes are included as [Exhibit B](#).

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 has participated in identifying any emerging risks as part of the MRO's Regional Risk Assessment (RRA) and has also continued to work on the Requirements Specific RFI Initiative.

He reviewed the council's work on the MRO CMEP Conference, which was held on July 24, 2024, in Kansas City, MO. Flanary highlighted the work the council had done in publishing MRO newsletter articles, including two recently published newsletters, [Are You Up to Date on Your Entity's Periodic Data Requests and Submittals?](#) and [Clarifying Compliance](#).



He noted the work of the MRO NERC Standards Review Forum (NSRF), adding that there are on average over 90 attendees on the weekly calls, and that the group is currently facing a high level of workload with shorter timelines for producing responses.

*Upon a motion duly made and seconded, the OGOC approved the CMEPAC and NSRF Charters, without objection.*

*Upon a motion duly made and seconded, the OGOC approved Jamison Cawley as a member of the CMEPAC with term ending on December 31, 2025, without objection.*

## **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 maturing the group to be subdivided into three areas of focus - Conferences, Content Creation, and Regional Risk Assessment and Regional Security Risk Assessment. He noted that the SAC continues preparing for the 2024 MRO Security Conference, scheduled for October 1-2, 2024, and NERC GridSecCon, scheduled for October 24-25, which will both take place in the Twin Cities. Fjalstad drew attention to the rescheduling of the annual security conference in 2025 from October, when it is typically held, to May. He added that the change will provide less planning time between the 2024 and 2025 Security Conference, so the work supporting the 2025 conference, such as identifying speakers is already underway.

*Upon a motion duly made and seconded, the OGOC approved, without objection, the SAC Charter, SACTF Charter, and SACTF Threat Guidelines, as proposed.*

*Upon a motion duly made and seconded, the OGOC approved Jay Duncan as a member of the SAC with term ending December 31, 2026.*

## **7. Reliability Advisory Council Report**

Bryan Clark, Director of Reliability Analysis, delivered a report on behalf of the Reliability Advisory Council (RAC). Clark highlighted the summary of NERC RSTC meeting, in which reliability guidelines were presented for comment. He added that the council had received an update on the Interregional Transfer Capability Study, and the publishing of the first report. He explained that the report would be published in phases, and that the final completed report deadline for the study is December 2, 2024.

Clark spoke on the activities of the Protective Relay Subgroup (PRS), noting that the members would be attending the BES Protection System Misoperation Reduction Workshop (Workshop) and would leverage this travel to WECC's offices to meet with WECC's Protection and Control Subcommittee (PCS) on to collaborate discuss best practices. The PRS plans to host the meeting with the PCS again next year as the Workshop will take place in St. Paul in 2025.

Clark highlighted that all three councils planned to meet in a collaboration meeting on October 2, 2024, and will each host their own meetings on October 3, 2024, and preparations for both meetings were



underway. He added that the RAC had prepared three newsletter articles this quarter, links to which had been included in the agenda materials.

*Upon a motion duly made and seconded, the OGOC approved, without objection, the RAC Charter and PRS Charter, as proposed.*

## **8. Agenda for Annual Risk Summit**

Richard Burt, Sr. Vice President and Chief Operating Officer, noted that the Annual Risk Summit will not follow a normal OGOC meeting agenda schedule, and that the draft agenda had been provided for OGOC member review. He requested that OGOC members reach out to him with any feedback.

## **9. OGOC Charter**

Peterson noted that the OGOC annually reviews their charter, and that there was only one suggested change in the OGOC charter, made to match the language in the other board committee charters.

*Upon a motion duly made and seconded, the OGOC recommended the changes to the OGOC Charter to the GPC for review and recommendation to the MRO Board, as proposed.*

## **10. Policy and Procedure 3: Establishment, Responsibilities, and Procedures of Organizational Groups and MRO Sponsored Representatives on NERC Organizational Groups**

Peterson noted that the OGOC annually reviews and suggests changes to Policy and Procedure 3: Establishment, Responsibilities, and Procedures of Organizational Groups and MRO Sponsored Representatives on NERC Organizational Groups (PP3), and she explained the four substantive changes to the policy highlighted in the report:

*Upon a motion duly made and seconded, the OGOC recommended the changes to PP3 to the GPC for review and recommendation to the MRO Board, as proposed and the dissolution of the SMET Charter, effective upon approval of PP3 changes by the MRO Board.*

## **11. 2025 OGOC Leadership**

Chair Thompson noted that the Chair of the OGOC is a two year term and that this was her last year as Chair. She noted that given Daryl Maxwell's position as Vice Chair, it was expected the board would choose him as OGOC Chair, thus she was recommending Ben Porath as Vice Chair beginning in 2025, pending his re-election to the MRO Board of Directors.

*Upon a motion duly made and seconded, the OGOC approved Ben Porath as OGOC Vice Chair, with a term beginning on January 1, 2025.*

## **12. Written Reports**

Chair Thompson referred the OGOC members to the written quarterly report regarding NERC organizational groups, the written quarterly report on organizational group membership openings, and the External Affairs report. An OGOC member suggested that materials that are frequently utilized under External Affairs outreach efforts be provided as examples in future reports.



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.**

**13. Risk Roundtable: Supply Chain Compromise with Nation State implications**

Fjalstad provided a brief presentation on Supply Chain Compromise with Nation State implications. He provided recent examples of reports from DRAGOS, E-ISAC, FBI and ODNI - all related to nation state supply chain attacks as handouts. The handouts are included as part of [Exhibit C](#) in the non-public version of these minutes. An OGOC member suggested that MRO should consider hosting a small scale Tabletop exercise, like GridEx, that was specific to the region.

**14. Other Business & Adjourn**

Having no further business to discuss, the meeting was adjourned at 3:30 p.m. Central.

**Prepared by:** Carolina Margaría, Assistant Corporate Secretary and Governance Administrator

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



## Exhibit A – Meeting Attendees

OGOC Members Present	
Name	Sector
JoAnn Thompson, <i>Chair</i>	Investor Owned Utility Sector
Daryl Maxwell, <i>Vice Chair</i>	Canadian Utility Sector
Darcy Neigum	Investor Owned Utility Sector
Eric Miller	Transmission System Operator Sector
Eric Schmitt	Independent Director
Jeanne Tisinger	Independent Director
Tim McCollough	Municipal Utility Sector
OGOC Members Not Present	
Ben Porath	Cooperative Sector
Dehn Stevens	Investor Owned Utility Sector
Iqbal Dhami	Canadian Utility Sector

Other Attendees	
Name	Organization
Andree Duecker	MRO
Anna Martinson	MRO
Bryan Clark	MRO
Carl Stelly	SPP
Carolina Margaria	MRO
Cris Zimmerman	MRO
Dr. Dana Born	MRO Board Member
Eric Barry	Xcel Energy
Eric Ruskamp	LES
George Hawkins	MRO
Gina March	MRO
Jennifer Flandermeyer	MRO Board Member
Jess Mitchell	MRO
John Rhea	MRO Board Member
Julie Peterson	MRO
Ken Gartner	MRO
Kristine Albrecht	MRO
Lam Chung	MRO
Lisa Stellmaker	MRO
Lloyd Linke	MRO Board Member
Margaret Eastman	MRO
Marcus Sabo	ITC
Mark Eastwood	City Utilities
Mark Flanary	MRO
Mark Tiemeier	MRO



Mary Agnes Nimis	FERC
Max Vang	MRO
Michael Bowman	City Utilities
Michael Desselle	MRO Board Member
Michael Riley	SPP
Michelle Olson	MRO
Nazra Gladu	Manitoba Hydro
Norma Browne	Ameren
Patrick Glunz	NPPD
Paul Crist	MRO Board Member
Paul Mehlhaff	Sunflower
Priti Patel	MRO Board Member
Rebecca Schneider	MRO
Richard Burt	MRO
Rob Smith	National Grid Renewables
Rocky Tolentino	SPP
Sandra Johnson	MRO Board Member
Sara Patrick	MRO
Shawn Keller	MRO
Steen Fjalstad	MRO
Tasha Ward	MRO
Thomas Graham	MRO Board Member
William Steiner	MRO

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



---

## Exhibit B – Charter Changes Presentation & Handouts



---

## Exhibit C – Risk Roundtable Handouts & Presentation