



## Draft Minutes of the Organizational Group Oversight Committee Meeting

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

*April 6, 2022, 9:30 a.m. to 11:55 a.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 March 30, 2022.*

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

Organizational Group Oversight Committee (OGOC) Chair Paul Crist called the meeting to order at 9:30 a.m. Central. Julie Peterson, Assistant Corporate Secretary and Senior Counsel, advised the chair that a quorum of the OGOC was present. A list of attendees is included as [Exhibit A](#).

#### 2. Hybrid Meeting Logistics Review

Peterson provided a presentation regarding best practices for a smooth hybrid meeting.

#### 3. 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.

#### 4. Consent Agenda

The consent agenda included draft minutes from the OGOC meeting held on November 19, 2021 and December 1, 2021.

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

#### 5. Update on Organizational Group Diversity Initiative

Peterson provided an update regarding the diversity initiative. She reviewed efforts conducted in support of the initiative in the third and further quarter of 2021, and advised that MRO staff will have a draft communications plan for OGOC consideration at the second quarter OGOC meeting. There were no questions.

#### 6. Review Fourth Quarter Annual Risk Meeting with Advisory Councils

Richard Burt, Senior Vice President and Chief Operating Officer, shared results of a survey sent to returning OGOC members regarding the fourth quarter annual risk meeting held jointly with the OGOC and leadership from the Advisory Councils. MRO staff recommended various changes aimed toward improving efficiency and effectiveness of future occurrences 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. There were no further suggestions or



concerns expressed regarding staff proceeding with the recommended changes for the 2022 fourth quarter meeting.

## **7. Review of Organizational Group Member Survey**

Burt reviewed the results of a survey sent to members of MRO's organizational groups. The survey sought to evaluate satisfaction with staff support, and to better understand the time commitment of membership. The survey was sent to almost 90 members, and received nearly 60 responses.

Burt noted that the overwhelmingly positive results of the survey may be useful in the organizational group communications campaign referenced in Agenda Item 5, to create additional interest in open positions. An OGOC member added that challenges to fill open organizational group seats may persist due to strained staff resources at the member organizations.

An OGOC member inquired whether the work effort of organizational groups is spread evenly amongst the members of a group. Fjalstad responded that tasks on a work plan are assigned to members of the group with an aim of even distribution.

## **8. Review of Organizational Group Solicitation Process**

Burt reviewed that during the November 19, 2021 closed OGOC meeting to approve organization membership recommendations, it was noted that there was a shortage of nominees. The OGOC directed staff to re-open solicitations in 2022 and resume contacting and recruiting potential nominees directly. Doing so, an additional twelve nominations were received. The remaining openings will continue to be emphasized as part of the overall communications campaign addressing diversity.

In response to questions, Burt indicated MRO staff has not directly reached out to executives from member organizations to solicit nominations other than those on the board. Burt also acknowledged filling all organizational group seats has not been as much of a challenge in prior years. It was noted that participation may increase with a return to in-person meetings.

## **9. 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 lessons learned from the 2021 CMEPAC Annual Survey, proposing revisions to the CMEPAC hosted monthly call, and preparing a draft work plan for 2022. He reviewed accomplishments, including successfully hosting the CIP-012 Readiness Assessment Webinar, and approving a new chair and vice chair for 2022. He shared that the ability of the CMEPAC to understand the needs of the industry continues to be a challenge as well as creating high quality guidance prior to the effective date of the standard.

An OGOC member asked whether MRO staff have quantified a return on the investment into providing the CIP-012 Readiness Assessment Webinar – whether webinar participants or other utilities had been surveyed to determine the extent to which they saved resources by leveraging the value from the webinar. Norman acknowledged the CMEPAC would look into providing an estimate on the return on investment.



In response to a question regarding which standards may be a focus for the creation of standard application guides as noted in the CMEPAC workplan, Norman advised the focus would begin evaluating NERC Standard violations that tend to have the highest risk using MRO's compliance severity index, then assessing available guidance to avoid duplication of effort. Bill Steiner, Director of Risk Assessment and Mitigation, added that a large outreach effort is anticipated once new CIP Standards, currently being revised to incorporate new technology such as virtualization, are finalized.

In response to a question from an OGOC member regarding compliance with FERC's Order 881, Norman acknowledged there is an opportunity for MRO to help entities – smaller entities in particular – understand how to best comply with the order.

*Upon a motion duly made and seconded, the OGOC approved without objection the CMEPAC 2022 work plan as proposed.*

*Upon a motion duly made and seconded, the OGOC approved without objection proposed changes to the monthly forum hosted by the CMEPAC.*

*Upon a motion duly made and seconded, the OGOC approved without objection the membership recommendations of the CMEPAC, including for Ashley Stringer, Bryan Dixon, and Kevin Lyons to each serve on the CMEPAC each with term ending December 31, 2024, as well as Jaimin Patel (Canadian Utility) and Kimberly Bentley (Federal Power Marketing Agency) to each serve on the NERC Standards Review Forum (NSRF) each with a term ending December 31, 2024.*

## **10. Security Advisory Council Report**

Steen Fjalstad, Director of Security, provided a report on behalf of the Security Advisory Council (SAC). Fjalstad highlighted areas of focus for the SAC, including preparing for the October 4-5, 2022 MRO Security Conference and Technical Training, and modifying the timeline for creation of the Regional Security Risk Assessment to better support MRO's annual Regional Risk Assessment.

Fjalstad listed key accomplishments of the SAC, including confirming a new chair and vice chair for both the SAC and SACTF, facilitating *ad hoc* calls of the SACTF related to rising geopolitical tensions in Europe, and ongoing weekly SACTF threat calls. Fjalstad also highlighted successful outreach initiatives, including a webinar related to Integrating OT Security with Physical and Cyber Security Operation Centers (SOCs) on March 24, 2022, a round table regarding Ransomware Play Book Development on March 29, 2022, and an upcoming webinar regarding Supply Chain Effectiveness Survey Results scheduled for April 12, 2022. Fjalstad noted that ongoing challenges for the SAC include prioritizing risks within the SAC work plan, and maturing the work of the SACTF beyond the weekly threat call.

Fjalstad highlighted proposed topics for discussion during the second quarter joint meeting of the SAC and the OGOC scheduled for June 22, 2022.

*Upon a motion duly made and seconded, the OGOC approved without objection the recommendation of the SAC for MRO to sponsor Alan Kloster to observe the NERC Security Integration and Technology Enablement Subcommittee (SITES) with a term ending December 31, 2024.*



*Upon a motion duly made and seconded, the OGOC approved without objection the SAC 2022 work plan as proposed.*

## **11. New Security Partnership Opportunities**

Fjalstad next introduced a topic regarding new security partnership opportunities. He explained there is an opportunity to explore how MRO connects with other security groups and to provide them a platform to connect with the MRO region, as well as an opportunity to explore how the MRO region gains access to classified briefings and whether MRO can facilitate classified briefings specific to the region or a particular sector. Fjalstad emphasized pursuit of these opportunities would be outside of the SAC's historical work efforts and would be led by MRO staff.

In response to a question inquiring about the obstacles or constraints in such partnerships, Burt indicated that being aligned with the ERO Enterprise and not getting ahead of NERC and the E-ISAC is critical to success, and Fjalstad is coordinating to ensure that happens. Fjalstad also acknowledged the importance of not duplicating efforts and exhausting resources, particularly in the security space. He emphasized that MRO's efforts would be focused on complimenting, not competing with, other such efforts. Crist added that MRO's efforts will also focus on growing access regionally for smaller utilities or organizations, noting there is a cross-section that is being missed. In order to ensure partnership initiatives are warranted, an OGOC member further suggested seeking guidance from the SAC to identify gaps in knowledge sharing, which may be nuanced and different across sectors.

An OGOC member also advised that there is a gap with the work of the national labs and suggested there is an opportunity to speed up the process of making industry aware of opportunities and security developments and to bridge conversations between labs, which could in turn also improve mitigation of security risks like supply chain security efforts.

There was no objection from the OGOC for staff to continue exploring potential security partnership opportunities as discussed. An update will be provided to the OGOC in the second quarter.

## **12. Reliability Advisory Council Report**

Burt delivered a report on behalf of the Reliability Advisory Council (RAC), which was meeting contemporaneously. He noted subject matter experts are needed for drafting standard application guides that are sponsored by the CMEPAC, and the members of the RAC are willing to serve in that role to support needed guidance identified by the CMEPAC. He highlighted a recommendation from the RAC to revise the charter of the Protective Relay Subgroup (PRS) to remove locale from its membership requirements. He highlighted other areas of focus, accomplishments, and challenges of the RAC.

*Upon a motion duly made and seconded, the OGOC approved without objection the RAC 2022 work plan as proposed.*

*Upon a motion duly made and seconded, the OGOC approved without objection the proposed changes to Protection Relay Subgroup (PRS) charter.*



*Upon a motion duly made and seconded, the OGOC approved without objection the membership recommendations of the RAC, including for William (Bryn) Wilson to serve on the RAC with a term ending December 31, 2023, for Andrew Witmeier to serve on the RAC with term ending December 31, 2024, for David Weir (Dakotas Locale) to serve on the PRS with a term ending December 31, 2022, for Jeff Beasley (Minnesota Locale) to serve on the PRS with a term ending December 31, 2022, and for MRO to sponsor Thomas Whynot to observe the NERC Energy Reliability Assessment Task Force (ERATF) with a term ending December 31, 2024.*

### **13. Joint Reliability Advisory Council Pre-Meeting Discussion**

Burt provided an overview of the discussion planned for the joint meeting between the OGOC and the RAC.

### **14. Quarterly Report on NERC Organizational Groups (Written Report)**

Chair Crist referred the OGOC members to the written quarterly report regarding NERC organizational groups. There were no questions.

### **15. Other Business & Adjourn**

Having no further business to discuss, the meeting was adjourned at 11:55 a.m. Central.

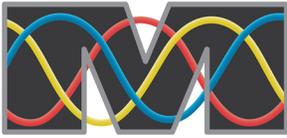
**Prepared by:** Julie Peterson, Assistant Corporate Secretary and Senior Counsel

**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
Paul Crist, <i>Chair</i>	Municipal Utility Sector
JoAnn Thompson, <i>Vice Chair</i>	Investory Owned Utility Sector
Aaron Bloom	Generator and/or Power Marketer Sector
Ben Porath	Cooperative Sector
Charles Marshall	Transmission System Operator Sector
Daryl Maxwell	Canadian Utility Sector
Dehn Stevens	Investory Owned Utility Sector
Eric Schmitt	Independent Director
Iqbal Dhmi	Canadian Utility Sector
Jeanne Tisinger	Independent Director
Jennifer Flandermeyer	Regional Director
Board Members Present	
Name	Sector
Michael Desselle	Transmission System Operator Sector
Thomas Graham	Independent Director
Tom Finco	Transmission System Operator Sector
Other Attendees	
Name	Company / Title
Alexis Larson	MRO IT Support Analyst
Bill Steiner	MRO Director of Risk Assessment and Mitigation
Bryan Clark	MRO Director of Reliability Analysis
Carl Stelly	Southwest Power Pool, Inc.



Courtney Vetter	Montana-Dakota Utilities Co.
Jeff Norman	MRO Director of Compliance Monitoring
Julie Peterson	MRO Assistant Corporate Secretary and Senior Counsel
Lam Chung	MRO Vice President and Engineer for Strategy, Innovation, and Finance
Lisa Stellmaker	MRO Executive Administrator and Office Manager
Lisa Zell	MRO Vice President General Counsel and Corporate Secretary
Michael Ayotte	ITC Holdings Corp. IT
Richard Burt	MRO Senior Vice President and Chief Operating Officer
Ryan McNamara	MRO CIP Risk Assessment and Mitigation Engineer III
Sara Patrick	MRO President and Chief Executive Officer
Steen Fjalstad	MRO Director of Security
Tasha Ward	MRO Director of Enforcement and External Affairs

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