

Southwest Power Pool, Inc.
CORPORATE GOVERNANCE COMMITTEE
July 2-3, 2018
DFW Hyatt – Dallas, TX

Executive Session

• M I N U T E S •

Agenda Item 1 – Call to Order and Administrative Items

Corporate Governance Committee (CGC) Chair Nick Brown called the meeting to order at 9:32 a.m. on July 2, 2018. Members who participated were: Nick Brown (SPP), Larry Altenbaumer (Director), Jason Atwood (NTEC), Denise Buffington (KCPL), Jason Fortik (LES), Chris Hendrix (Walmart), Rob Janssen (Dogwood), Brett Leopold (ITC), John McClure (NPPD), and Jody Sundsted (WAPA - UGP).

The CGC minutes from 6/1/18 were reviewed and approved.

Agenda Item 2 – Executive Session – BOD Interviews

The CGC interviewed potential candidates for the SPP Board of Directors.

Agenda Item 3 – Discussion of Organizational Group Structure and Charter Review

Proposed changes to charters for the Model Development Working Group (MDWG), Reliability Compliance Working Group (RCWG), Regional Tariff Working Group (RTWG) and Transmission Working Group (TWG) were discussed by the CGC.

After discussions about various options on how membership can be represented in SPP stakeholder groups, a consensus was reached that the MDWG and the RCWG charter changes should be approved, with the RTWG and TWG charters needing to be considered by the committee after further discussion on membership representation.

Rob Janssen made a motion to approve the proposed changes to the MDWG and RCWG charters with noted typo corrections and Jon McClure seconded the motion. The motion passed unanimously.

During the charter review discussion, the CGC created the following action items:

Action Item: Review affiliate relationships in Members serving on committees. Review to include legal relationships, two or more votes by same company memberships, etc.

Action Item: Review a breakdown on membership. The breakdown is to include: Transmission Owner (500 + miles) Transmission Owner (- 500 miles) and Transmission User. The breakdown is also to look at types of Members (IOU, Coop, IPP, etc.).

Action Item: Consider the RTWG and TWG charters on a future CGC meeting agenda.

Agenda Item 4 – Executive Session – BOD Interviews

The CGC interviewed a potential candidate for the SPP Board of Directors.

Agenda Item 5 – Future Meetings

August 16, 2018	Kansas City, MO
November 13, 2018	Dallas, TX

Adjournment

Nick Brown thanked everyone for participating and adjourned the meeting at 1:02 p.m. on July 3, 2018.

Respectfully Submitted,

Paul Suskie, Secretary



Southwest Power Pool, Inc.

CORPORATE GOVERNANCE COMMITTEE MEETING

July 2, 2018 (9:30 am – 4:00 pm)

July 3, 2018 (8:00 am – 2:00 pm)

DFW Hyatt - Dallas, TX

• A G E N D A •

- 1. Call to Order and Administrative Items.....Nick Brown
 - a. Approval of Minutes (6/1/18)
- 2. Executive Session - Interviews: Monday, July 2, 2018
- 3. Meeting: Tuesday, July 3, 2018 (8 – 9:30 am)
 - a. Charter Review.....Paul Suskie / Carl Monroe
 - i. Model Development Working Group
 - ii. Reliability Compliance Working Group
 - iii. Regional Tariff Working Group
 - iv. Transmission Working Group
- 4. Executive Session - Interviews: Tuesday, July 3, 2018 (10 – 11:00 am).....Nick Brown
 - a. Lunch and Discussion (11:00 am – 2:00 pm)

5. Future Meetings

2018

August 16, 2018	Kansas City, MO
November 13, 2018	Dallas, TX

Antitrust: SPP strictly prohibits use of participation in SPP activities as a forum for engaging in practices or communications that violate the antitrust laws. Please avoid discussion of topics or behavior that would result in anti-competitive behavior, including but not limited to, agreements between or among competitors regarding prices, bid and offer practices, availability of service, product design, terms of sale, division of markets, allocation of customers or any other activity that might unreasonably restrain competition.

Southwest Power Pool, Inc.
CORPORATE GOVERNANCE COMMITTEE
June 1, 2018
Teleconference

• M I N U T E S •

Agenda Item 1 – Call to Order and Administrative Items

Corporate Governance Committee (CGC) Chair Nick Brown called the meeting to order at 8:00 a.m. Members who participated were: Nick Brown (SPP), Larry Altenbaumer (Director), Jason Atwood (NTEC), Denise Buffington (KCPL), Jason Fortik (LES), Chris Hendrix (Walmart), Rob Janssen (Dogwood), Brett Leopold (ITC), John McClure (NPPD), and Jody Sundsted (WAPA - UGP).

There were a total of 27 participants (Attendance and Proxy – Attachment 1).

Nick Brown announced a change in the order of the agenda to place items that need to be discussed in executive session at the end of the meeting. This will accommodate voting for the Finance Committee and Members Committee positions.

Paul Suskie introduced Chris Hendrix. Chris is employed with Walmart and is the newest member to the CGC. Walmart recently became a member of SPP as a transmission using Member and the only large retail customer (LRC) Member.

Agenda Item 3 – Governing Document Revisions – Removal of the Regional Entity from the Bylaws, Membership Agreement, and SPP Standards of Conduct

Paul Suskie began by discussing the documents provided in the background material for removal of the SPP Regional Entity (RE) from SPP's bylaws, membership agreement (MA), and standards of conduct (SOC) (Governing Document Revisions Summary – Attachment 2, Draft Bylaws Revisions – Attachment 3, Draft MA Revisions – Attachment 4, and Draft SOC Revisions – Attachment 5). FERC has approved the dissolution of the SPP RE, and the SPP RE will close down at the end of June but exist for an additional 60 days to wind-down its operations. The process will be for the CGC to make recommendations to alter these documents to remove the SPP RE and then they will go to a meeting of the Membership and the Board of Directors for approval in July. Some provisions require approval of the Membership and others the Board of Directors with 30 days written notice to the Membership. Assuming the revisions are approved, SPP will submit a filing to FERC to remove the SPP RE from SPP's governing documents. In parallel, the Regional Tariff Working Group (RTWG) will take up similar revisions this month to delete the few provisions in the Tariff that relate to the SPP RE.

Staff was asked to review if the term "SPP Compliance Monitoring and Enforcement Program" should be deleted from bylaws section 1.0 - Definitions, as it is being deleted in sections 9.4 and 9.6. Upon review, staff confirmed during the meeting that the term should be deleted in sections 1.0 – Definitions, as well as section 3.13 – Dispute Resolution (Updated Governing Document Revisions Summary – Attachment 6 and Updated Draft Bylaws Revisions – Attachment 7) which the committee agreed to incorporate.

Jason Atwood made a motion to approve the staff recommendation to remove the SPP RE from the SPP bylaws, MA, and SOC documents, subject to the modification discussed, and Rob Janssen seconded the motion. The motion passed unanimously.

Agenda Item 4 – Standards of Conduct – De Minimis Investments

Paul Suskie provided the background that FERC created parameters and rules as to how regional transmission organizations (RTOs) would be governed. One such rule was that employees and directors have to be independent from market participants. FERC restricted having a financial interest in market participants. NYISO, PJM, and MISO have made requests at FERC to incorporate *de minimis* standards

to allow ownership of stock in a market participant. SPP governing documents go beyond market participants. SPP staff has drafted recommended changes to SPP's standards of conduct (SOC) that adopt such *de minimis* standards. SPP is different from other RTOs because our SOC are not on file at FERC. SPP's SOC are approved by the CGC and administered internal to the SPP organization. FERC does require a filing if there is going to be financial interest *de minimis* standards. Staff is proposing changes to two provisions of the governing documents, bylaws sections 3.11 and 4.2.3. The recommendation is to approve changes to the governing documents, particularly the SOC, and then make a recommendation to change the SPP bylaws. If approved, these recommendations will go before the Membership and Board for approval at their meetings in July and then be submitted to FERC for approval (SOC Recommendation to CGC, Draft SOC Revisions (*De Minimis* Investments) – Attachment 8, and Bylaws Recommendation to CGC – Attachment 9).

Susan Polk reported that NYISO was the first to file the *de minimis* methodology approach with FERC, and was later followed by MISO and PJM. SPP's revisions have been modeled after those revisions previously accepted by the Commission. Each ISO/RTO is required to seek Commission approval of its unique governing document changes.

Jason Fortik made a motion to approve the changes to SPP's SOC and bylaws to reflect staff's recommendation of the *de minimis* standards, and Larry Altenbaumer seconded the motion. The motion passed unanimously.

Agenda Item 2 – Vacancies

Nick Brown discussed the vacancies on the Finance Committee and Members Committee. The CGC invited candidates or a spokesperson for the candidates to say a few words and provide some additional background information. The Finance Committee has one opening for a Transmission Owning (TO) Member. The candidates are Darrin Ives (KCP&L) (Darrin Ives Finance Committee Nomination – Attachment 10) and Jerry Peace (Oklahoma Gas & Electric) (Jerry Peace Finance Committee Nomination – Attachment 11). This is the position being vacated by Kelly Harrison of Westar Energy.

The Members Committee has three openings. Chris Hendrix (Walmart) (Chris Hendrix Members Committee Nomination – Attachment 12) is the only candidate for the LRC Member position. This is a position that has been vacant since 2003, and Chris is the first person to fill this position. There are two candidates for the independent power producer (IPP) Member position. This position was left vacant when Aundrea Williams (NextEra Energy Resources) resigned. The candidates are Holly Carias (NextEra Energy Resources) (Holly Carias Members Committee Nomination – Attachment 13) and Tim Hall (Southern Power Company) (Tim Hall Members Committee Nomination – Attachment 14). Bleau LaFave (NorthWestern Energy) (Bleau LaFave – Members Committee Nomination – Attachment 15) is the only candidate for the investor owned utility (IOU) Member position left vacant when Kelly Harrison resigned from the Members Committee. The candidates were given an opportunity to discuss their qualifications and answer questions of the committee.

Nick Brown adjourned the open portion of the meeting and went into executive session at 8:39 a.m.

Agenda Item 5 – Executive Session

The executive session began at 8:40 a.m. The CGC began by discussing candidates to the Finance and Members Committees. The following candidates were nominated and elected to fill the Finance Committee and Members Committee positions. The candidates will fill the seats on an interim basis until their nominations are voted on by the Board of Directors and Membership, respectively.

Finance Committee
Jerry Peace (Oklahoma Gas & Electric) (TO)
Members Committee
Holly Carias (NextEra Energy Resources) (IPP)
Bleau LaFave (NorthWestern Energy) (IOU)
Chris Hendrix (Walmart Inc.) (LRC)

The committee continued in executive session to review potential candidates for the Board of Directors.

Agenda Item 6 – Future Meetings

August 16, 2018
November 13, 2018

Kansas City, MO
Dallas, TX

Adjournment

Nick Brown thanked everyone for participating and adjourned the meeting at 11:45 a.m.

Respectfully Submitted,

Paul Suskie, Secretary

Southwest Power Pool, Inc.
MODEL DEVELOPMENT WORKING GROUP
Recommendation to the Corporate Governance Committee
July 3, 2018
MDWG Charter Revision

Organizational Roster

The following persons are members of the Model Development Working Group (MDWG):

Nate Morris (Chairman)	Empire District Electric Company
Derek Brown (Vice-Chairman)	Westar Energy
Alex Mucha	Oklahoma Municipal Power Authority
Dustin Betz	Nebraska Public Power District
Gimod Olapurayil	ITC Great Plains
Holli Krizek	Western Area Power Administration
Jason Shook	GDS Associates
Jerad Ethridge	Oklahoma Gas & Electric
Joe Fultz	Grand River Dam Authority
John Boshears	City Utilities of Springfield
Liam Stringham	Sunflower Electric Power Corporation
Reené Miranda	Southwestern Public Service
Scott Schichtl	Arkansas Electric Cooperative Company
Wayne Haidle	Basin Electric Power Cooperative

Background

The MDWG is responsible for the coordination, development, and maintenance of transmission system planning models in accordance with Southwest Power Pool (SPP) Planning Criteria, Regional Standards, and procedures. As part of the annual Charter review, the MDWG membership identified the need to update the Charter. The purpose of the Charter revision is to align more effectively with current day practices, procedures, stakeholder organizational assignment responsibilities, and inclusion of TPL-007-1 required geomagnetic disturbance models.

Analysis

The MDWG identified the need to revise and update the Charter over the course of the 2017 calendar year as part of its annual Charter review. MDWG membership started the revision discussion during the May 2017 MDWG meeting. After several discussions, the working group identified revisions to the recommendation for adoption. The recommendations included language changes for three main areas including 1) to more effectively align with current day practices and procedures 2) language addition to include TPL-007-1 geomagnetic disturbance models development and maintenance 3) language incorporating assignments from the TWG, Markets and Operations Policy Committee (MOPC), or the Board of Directors.

The all MDWG voting representatives voted in favor of accepting the motion to approve the modified charter language during the January 23-24, 2018 MDWG face-to-face meeting.



Recommendation

The TWG recommends the CGC approve the changes to the MDWG Charter.

Approved:	Model Development Working Group	1/24/2018
	Unanimous with 14/14 members voting	
	Transmission Working Group	2/21/2018
	Unanimous with 24/24 members voting	
	MOPC	4/17/2018
	Passed	

Action Requested: Approve Recommendation

**Southwest Power Pool
Model Development Working Group
Charter**

~~January 26, 2016~~ January 23, 2018

Purpose

The Model Development Working Group (MDWG) is responsible for the coordination, development, and maintenance of transmission system planning models in accordance with Southwest Power Pool (SPP) Planning Criteria, Regional Standards, and procedures and applicable SPP Criteria related to (power flow, short circuit models, and associated stability database) which represents the current and planned transmission system of the Southwest Power Pool. ~~It~~ The MDWG is also responsible for supporting development of interconnection wide models by providing SPP transmission system planning models and related information to the ~~to provide the~~ Eastern Interconnection Reliability Assessment Group (ERAG) Multiregional Modeling Working Group (MMWG) ~~with data that supports the development of inter-regional transmission system models.~~

Scope of Activities

In carrying out its purposes, the MDWG will:

1. ~~Review and develop applicable SPP Criteria related to the development, maintenance, and coordination of models in support of: the SPP-Transmission Expansion Planning (STEP), Generation Interconnection, Transmission Service Study, North American Electric Reliability Corporation (NERC) Compliance, and any other planning activities within SPP~~ Provide oversight and coordination of the activities of MDWG-initiated task forces.
2. ~~Determine the models that should be used in the RTO, basis for the models and how they are modified for their purpose.~~ Develop and maintain the MDWG Model Development Procedure Manual.
3. ~~Review and periodically monitor the NERC Reliability Standards impacts on Transmission System planning models within SPP. Identify applicable NERC Standards, SPP Regional Standards, and SPP Criteria. Coordinate response on behalf of SPP.~~ Develop, maintain, and coordinate steady state, short circuit, dynamic, and geomagnetic disturbance models in accordance to the SPP Planning Criteria, SPP Regional Standards, and procedures.
4. ~~Maintain Transmission System planning models that represent the current and planned electric network of SPP. Work with SPP Staff and the Transmission Working Group (TWG) to determine the models that should be used in SPP, basis for the models, and how they are modified to ensure that the transmission system planning models support the needs of SPP and SPP Organizational Groups.~~

5. Provide ERAG MMWG with the SPP portion of the Eastern Interconnection current and planned Transmission System planning models and coordinate incorporating ERAG MMWG models into the SPP system models. Review and monitor existing and proposed NERC Reliability Standards for impacts to the development, maintenance, and coordination of SPP transmission system planning models. Coordinate responses to new and proposed standards with SPP and other SPP Organizational Groups.
6. Ensure that the Transmission System planning models adequately support the needs of SPP organizational groups. Support the SPP submission of modeling data to the ERAG MMWG for the SPP transmission system. Coordinate the incorporation of ERAG MMWG modeling information for facilities external to the SPP transmission system into the SPP models.
- 6.7. Respond to assignments from the TWG, Markets and Operations Policy Committee (MOPC), or the Board of Directors.



Representation

The MDWG membership consists of a minimum of 8 and up to 14 representatives from the SPP membership, including the chair and vice-chair.

Duration

Permanent.

Reporting

The MDWG reports to the ~~Transmission Working Group (TWG)~~. As necessary the MDWG may appoint a member of the MDWG as a liaison to other working groups ~~for specific issues or action items being coordinated~~.



**Southwest Power Pool, Inc.
Reliability Compliance Working Group**

**Recommendation to the Corporate Governance Committee
July 3, 2018
RCWG Charter Update**

Organizational Roster

The following persons are members of the Reliability Compliance Working Group (RCWG):

Jennifer Flandermeyer, Chairman, KCPL, and Westar, Evergy Companies	Kalem Long, Empire District Electric Co.
John Allen, City Utilities of Springfield	Thomas Maldonado, Xcel Energy
Michael Bailey, AEP	Heather Morgan, EDP Renewables North America LLC
Mark Buchholz, WAPA	Michael Murray, INDN
Mat Caves, WFEC	Terri Pyle, OG&E
Tony Eddleman, NPPD	Eric Ruskamp, LES
Allie Gavin, ITC Holdings	Mahmood Safi, OPPD
Robert Gray, Kansas City KS (BPU)	Ashley Stringer, OMPA
Louis Guidry, Cleco	Ellen Watkins, Sunflower Electric Power Corp.
Carla Holly, Flat Ridge 2 Wind Energy	Alice Wright, AECC
Stace Kegley, GRDA	

Background

As part of the annual charter review the RCWG made changes to its charter to add clarifying language to help the charter align with the scope of the RCWG activities. The Duration Section was removed to reflect that there is no longer a limit on the number of terms the chairman can serve. Reference to the Regional Entity (RE) has been removed and reference to Electric Reliability Organization and NERC has been added.

Analysis

The term limit was removed to reflect a necessary change. In the "Scope of Activities" language was changed to reflect more cohesiveness and more directly who the RCWG serves.

Recommendation

The RCWG recommends the CGC approve the changes to the RCWG Charter.

Approved: Reliability Compliance Working Group October 26, 2017
Passed, 1 Opposed, 1 Abstained

Approved: MOPC January 17, 2018
Passed Unanimously

Action Requested: Approve Recommendation

Respectfully Submitted,

Jonathan Hayes, RCWG Staff Secretary

Southwest Power Pool, Inc. (SPP)

RELIABILITY COMPLIANCE WORKING GROUP (RCWG)

Organizational Group Scope Statement

September 22, 2017

Purpose

The SPP Reliability Compliance Working Group (RCWG) will:

- Provide guidance on policy issues to SPP on reliability compliance activities of federal and/or regional regulators, committees, or companies.
- Provide expertise to other SPP Working Groups on SPP Membership issues related to reliability compliance matters specific to execution, interpretation or implementation of federal or regional regulatory requirements.
- Provide a stakeholder forum to encourage SPP Membership discussion of reliability compliance issues and provide a means to communicate collective SPP Membership input to appropriate regulatory bodies, i.e., Federal Energy Regulatory Commission (FERC)¹, North American Electric Reliability Corporation (NERC), and all applicable Regional Entity (RE) staff.
- Provide a Membership forum to interface with SPP Regional Transmission Organization (RTO) Compliance staff on matters of NERC Reliability Standards compliance ([Operations, Planning and Critical Infrastructure Protection](#)) related to processes and procedures [that also impact SPP Members](#).

Scope of Activities

In carrying out its purpose, the RCWG will:

- Represent the SPP Membership on reliability compliance issues arising via FERC¹, NERC, ~~and all RE or SPP RTO initiatives, and all Regional Entities as applicable~~. These activities could include drafting “white papers”, advising SPP Board of Directors (BOD), Staff, Markets Operation & Policy Committee (MOPC), and MOPC Working Groups ~~and to~~ ~~communicate~~ back to regulators or SPP Membership entities as appropriate or ~~as~~ directed by SPP stakeholders.
- Monitor reliability compliance matters from ~~the~~ NERC Board ~~of Trustees (BOT)~~ and Committees; SPP ~~BOD~~ and Committees; and SPP Working Groups to identify emerging issues and appropriately communicate these issues to the SPP ~~stakeholders Member Companies, SPP staff, MOPC and the SPP BOD~~ as needed. Provide guidance to SPP staff in review and submission of formal comments, responses, and balloting on any substantial federal and regional proposals.

- Serve as SPP Membership liaison with [all applicable REs](#), ~~RE's on~~ issues affecting the SPP RTO or Members, to include audit processes, interpretations, Standards, Compliance Monitoring and Enforcement Program (CMEP) ~~activities concerns~~, new and/or changes [to the NERCing Rules of Procedure \(RoP\)](#), and general reliability compliance guidance.
- Coordinate with the SPP RTO and all ~~a~~ Applicable RE staff on stakeholder workshops to address existing and forthcoming reliability compliance issues and experience/lessons learned.
- Provide timely input to working groups on existing and proposed changes to SPP governing documents as they relate or influence [the Membership's](#) compliance to NERC Reliability Standards [or reliability compliance policy developments](#).
- Meet with ~~RE's~~ [Electric Reliability Organization personnel \(NERC and Regional Entities\)](#) as needed to discuss reliability compliance concerns. Topics will include the ~~RE's~~ expectations and interpretations of NERC Standards that will [strengthen/improve](#) compliance processes for SPP Member ~~s~~ [companies](#).

NOTE:

RCWG should not cover issues isolated to individual Members, or basic, rudimentary issues that can be addressed via Standard SPP Compliance Forums.

Representation

The RCWG is comprised of at least seventeen Member Company representatives and up to one voting member for each SPP Member Company, including the Chair and Vice-chair. RCWG encourages representation with personnel directly responsible for or actively involved in Member Company's reliability compliance activities and programs.

Duration

~~The term of the Chair shall coincide with the two-year term of the Chair of the BOD's. No Chair shall serve more than 2 consecutive terms unless otherwise approved by the SPP Corporate Governance Committee. The Vice-Chair shall be elected by the Working Group Members in that same cycle.~~

Reporting

The RCWG reports to the SPP MOPC for reliability compliance matters related to FERC¹, NERC, Regional Reliability [RulesStandards](#) and SPP governing documents. The RCWG collaborates with other SPP Committees or Working Groups for those activities assigned to the RCWG by the MOPC, [SPP BODBOD's](#), and other Board committees.

¹FERC, for definition purposes in this document, will be considered as actions and issues resultant from the Office of Electric Reliability, Office of Energy Infrastructure Security and Office of Enforcement specific to Electric Reliability rules.

Revision History:

Original Creation:
September 1, 2012



Annual Review and RCWG Approval:
February 27, 2014

Annual Review and RCWG Approval:
April 23, 2015

Annual Review and MOPC Approval:
July 14, 2015

Annual Review and CGC Approval:
October 27, 2015

Annual Review and BOD Approval:
January 26, 2016

Annual Review and Approval:
November 9, 2016

[Annual Review and Approval:](#)
[October 26, 2017](#)



**Southwest Power Pool, Inc.
Regional Tariff Working Group**

**Recommendation to the Corporate Governance Committee
July 3, 2018
RTWG Charter Update**

Organizational Roster

The following persons are members of the Regional Tariff Working Group (RTWG):

- | | |
|--|---|
| David Kays, Chairman, OG&E | Rob Janssen, Dogwood Energy, LLC |
| Mo Awad, KCP&L and Westar, Evergy Companies | Bernard Liu, Xcel Energy |
| Michael Billinger, Midwest Energy, Inc. | Brandon McCracken, WFEC |
| James Bixby, ITC Great Plains, LLC | Jessica Meyer, LES |
| Alfred Busbee, GDS Assoc./ETEC | Robert Pick, NPPD |
| Tom Christensen, Basin Electric Power Cooperative | Neil Rowland, Kansas Municipal Energy Agency |
| Jack Clark, NextEra Energy Resources | Steve Sanders, WAPA |
| Alex Dobson, OMPA | Robert Shields, AECC |
| Terri Gallup, AEP | Heather Starnes, Healy Law Offices/MJMEUC |
| Greg Garst, OPPD | John Stephens, City Utilities of Springfield |
| Joel Hendrickson, Tri-State Generations and Transmission | Robert Stillwell, City of Independence |
| Tom Hestermann, Sunflower Electric Power Corporation | Todd Tarter, The Empire District Electric Co. |
| | John Varnell, Tenaska Power Services, Co. |

Background

The Regional Tariff Working Group (RTWG) is responsible for development, recommendation, overall implementation and oversight of SPP's Open Access Transmission Tariff (Tariff). The RTWG will further advise the SPP Staff on regulatory or implementation issues not specifically covered by the Tariff or issues where there may be conflict or differing interpretations of the Tariff. The RTWG provides policy input to the Markets and Operations Policy Committee (MOPC) and Board of Directors (BOD) and its committees, if requested.

Analysis

The representation section was updated to reflect that the Transmission Owning (TO) members shall be included on the RTWG membership and not subject to the working group solicitation process. The number of Transmission Using (TU) members shall equal the number of TOs. TU members as defined under the SPP Bylaws.

Recommendation

The RTWG recommends the CGC approve the changes to the RTWG Charter.

- | | | |
|------------------|----------------------------------|----------------|
| Approved: | Regional Tariff Working Group | March 22, 2018 |
| | Approved | |
| Approved: | MOPC | April 17, 2018 |
| | Approved, 3 Opposed, 7 Abstained | |



Action Requested: Approve Recommendation

Respectfully Submitted,

Marisa Choate, RTWG Staff Secretary

Southwest Power Pool, Inc.
Regional Tariff Working Group
Charter
January 22, 2015

PURPOSE

The Regional Tariff Working Group (RTWG) is responsible for development, recommendation, overall implementation and oversight of SPP's Open Access Transmission Tariff (Tariff). The RTWG will further advise the SPP Staff on regulatory or implementation issues not specifically covered by the Tariff or issues where there may be conflict or differing interpretations of the Tariff. The RTWG provides policy input to the Markets and Operations Policy Committee (MOPC) and Board of Directors (BOD) and its committees, if requested.

SCOPE OF ACTIVITIES

In carrying out its purposes, the RTWG will:

1. Review and recommend language changes as necessary related to Tariff issues, service, cost recovery, cost allocation, seams agreements, review customers complaints, regulatory filings and interventions.
2. Advise and direct SPP Staff on Tariff related issues and facilitate decisions on matters which need immediate attention.
3. Identify Tariff enhancing modifications and recommend any such modifications for regulatory filings and coordinate with other Working Groups, RSC Cost Allocation Working Group (CAWG) and special task forces whose areas of responsibility will be affected by the development of tariff language and responses to regulatory requirements.
4. Identify areas where specific business practices need to be developed to guide Staff's implementation and work with the Business Practice Working Group in the development of those practices.
5. Advise SPP Staff on regulatory issues not specifically covered by the Tariff or issues where there may be conflict or differing interpretations of the Tariff.
6. Respond to special assignments from the MOPC or the SPP BOD.
7. Recommend resources necessary to administer the Tariff for inclusion in SPP's administrative budget.
8. Work with SPP Staff and other SPP organizational groups to prioritize activities.
9. Review and ensure consistency of language proposed by other Working Groups with the Tariff and FERC policy.

REPRESENTATION

RTWG membership will consist of ~~an equal number of~~ representatives from Transmission Owning Members ~~and with an up to equal number of~~ representatives of Transmission Using Members as defined under the SPP Bylaws. Transmission Owning Members shall be included on the RTWG membership and not subject to the working group solicitation process.

DURATION

Permanent.

REPORTING

The RTWG reports to the MOPC. As necessary, the RTWG may appoint a member of the RTWG as a liaison to other working groups for specific issues or action items being coordinated.



Southwest Power Pool, Inc.
TRANSMISSION WORKING GROUP

Recommendation to the Corporate Governance Committee

July 3, 2018

TWG Charter Revision

Organizational Roster

The following persons are members of the Transmission Working Group (TWG):

Travis Hyde (Chair), OGE	Jim McAvoy, OMPA
Nathan McNeil (Vice Chair), MIDW	Matt McGee, AEP
Daniel Benedict, INDN	Nate Morris, EMDE
Scott Benson, LES	Michael Mueller, AECC
John Boshears, CUS	Alan Myers, ITC Great Plains
Derek Brown, WERE	Gayle Nansel, WAPA
Joe Fultz, GRDA	John Payne, KEPCo
James Ging, KPP	Chris Pink, Tri-State G&T
Kalun Kelley, WFEC	Jason Shook, GDS rep. ETEC
John Knofczynski, EREPC	Matthew Stoltz, BEPC
Dan Lenihan, OPPD	Noman Williams, SCMCN
Randy Lindstrom, NPPD	Harold Wyble; KCPL

Background

The Transmission Working Group (TWG) is responsible for policy recommendations and implementation of regional planning efforts, review of transmission interconnections, and coordination with interregional transmission planning activities. In addition the TWG coordinates its activities with the RTO for the development of the SPP Transmission Expansion Plan.

Analysis

Previous discussion at the CGC and MOPC in 2017 led the TWG to review its membership language in the Charter. In February 2018, TWG approved an increase from 24-26 members with a maximum number of either Transmission Owning members (TO members) or Transmission Using members (TU members) of 14. This was done to allow for the possibility of all Transmission Owning members to be represented on the TWG without making the group too large, giving discretion to ensure the best candidate is selected, and maintain some TO members vs TU members balance even though the two groups may not be equally represented. The TWG considered developing minimum guidelines for membership, but ultimately determined they would prefer to be able to provide feedback on the candidates who were nominated. The TWG approved initial changes to the charter with 20 votes in favor, 3 opposed (EMDE, OPPD, AEPW) and 1 abstention (NPPD).

The MOPC revised the charter language to the attached version. It is unclear if they approved or reconsidered the maximum limit of TWG members (since there were 14 TO members at the time prior to the merger of KCPL and Westar Energy). The modified language does have some potential holes due to the uncertainty of a cap on TWG membership and how a change in TO members (increase or reduction) would affect the group's membership.

The MOPC approved the revised charter attached with 2 votes in opposition (KEPC, Northwestern Energy) and four abstentions (DATC, DETHCO, LES, and Dogwood Energy)



Recommendation

TWG recommends the CGC approve modifications to the TWG Charter.

Approved:	TWG 20 in favor, 3 opposed, 1 abstained	February 21, 2018
	MOPC Approved, 2 opposed, 4 abstained	April 17, 2018

Action Requested: Approve Recommendation



Southwest Power Pool, Inc.

TRANSMISSION WORKING GROUP Charter

April 10, October 27, 2018

Purpose

The Transmission Working Group (TWG) is responsible for policy recommendations and implementation of regional planning efforts, review of transmission interconnections, and coordination with interregional transmission planning activities. In addition the TWG coordinates its activities with the RTO for the development of the SPP Transmission Expansion Plan.

Scope of Activities

In carrying out its purposes, the TWG will:

1. Provide oversight and coordination of the activities of the MDWG and TWG initiated task forces.
2. Review and develop regional transmission planning criteria.
3. In coordination with the Operating Reliability Working Group (ORWG) review and develop criteria related to regional Available Transfer Capability (ATC) calculations.
4. Review and provide input to the Regional Tariff Working Group (RTWG) on implementation of ATC-related calculations pursuant to SPP Tariff Attachment C.
5. Approve additions, modifications, and deletions to the SPP portion of the NERC Book of Flowgates.
6. Review and develop rating criteria used for regional transmission facilities, including the Minimum Design Standards.
7. Coordinate the planning process efforts pursuant to the SPP Tariff. Review and suggest modifications to the planning processes, the regional expansion planning process and the regional expansion plan.
8. Review and provide input to NERC during the development of applicable reliability standards that impact transmission modeling, planning, and assessment, including input to SPP on recommended regional reliability standards.
9. Ensure SPP RTO compliance with NERC Reliability Standards applicable under TWG scope of activities.



10. Ensure SPP RTO compliance with SPP governing documents applicable under TWG scope of activities.
11. Respond to special assignments from the MOPC or the SPP Board of Directors.
12. Review and propose general policy changes to the MOPC to enhance the coordinated planning efforts, regional expansion planning, the provision of transmission service including the aggregate study process, generation interconnection process, seams agreements, OATT, and coordinating these with the appropriate MOPC working groups.
13. Work with Staff and other SPP organizational groups to prioritize activities.
14. Review and approve adequate study information for interconnections.
15. Review technical and reliability planning aspects of all policies, business practices, study scopes, SPP Criteria changes, and Tariff changes.

Representation

TWG membership consists of ~~up to 24 representatives from the SPP membership, including the chair and vice chair. one representative for each Transmission Owning member and an equal number of Transmission Using members from the SPP membership.~~ Meetings are open, however by sufficient notice; the TWG may limit attendance during specific portions of a meeting by an affirmative vote of the TWG for reasons that are consistent with the SPP Bylaws.

Duration

Permanent.

Reporting

The TWG reports to the Markets and Operations Policy Committee. As necessary the TWG may appoint a member of the TWG as a liaison to other working groups or task forces for specific issues or action items being coordinated.