

**Southwest Power Pool, Inc.**  
**OVERSIGHT COMMITTEE MEETING**  
**April 20, 2020**  
**Web Conference Call**

• M I N U T E S •

**Executive Session (OC Members, RTO Staff and MMU Only)**

**Agenda Item 1 – Call to Order/Administrative Items**

Josh Martin called meeting to order at 8:00 AM CDT. Members in attendance included: Graham Edwards (Director); Darcy Ortiz (Director), and; Julian Brix (Director). Staff participating on the call included Emily Pennel, Keith Collins, Jodi Woods, John Luallen, Greg Sorensen, Scott Smith, Lauren Krigbaum, Erin Cullum-Marcussen, Carl Stelly, Sam Ellis, and Chris Evans. Graham moved and Darcy Ortiz seconded adoption of the January 27, 2020 Oversight Committee minutes which were unanimously accepted (Minutes, 1/27/2020 – Attachment 1).

**Agenda Item 2 – Action Items Report**

Michael Desselle provided a status report on the follow-up action items.

**Agenda Item 3 – Business Continuity/Disaster Recovery Update**

Scott Smith presented SPP's Emergency Management & Business Continuity vision. He noted that the vision is a commitment to maintain a continual state of readiness that minimizes potential adverse impact to human life, physical resources and cyber assets so that SPP may always successfully keep the lights on. He described that our selection of methodology (Continuity of Operations, or COOP) is consistent with U.S. Homeland Security and International Standards. Scott discussed example COOP content and current company-wide completion statistics. Finally, Scott discussed staff's next steps. Following this discussion, Scott described SPP's pandemic response plan and the current level of COVID-19 related activities.

**Agenda Item 4 – Corporate Risk Management Update**

Scott Smith presented SPP's investment in Risk Management leading to a discussion of SPP's current corporate risk matrix. He described ongoing internal efforts with staff directors to update the matrix and the gradual integration of the matrix into SPP's Governance Risk Compliance (GRC) tool. Julian encouraged the use of the matrix in SPP's upcoming strategic plan revision efforts. Josh and Graham noted that the Committee's review and engagement on this matter at this meeting constituted due diligence on behalf of the Board.

**Agenda Item 5 – Update on Current Activities**

**MMU** – Jodi Woods provided a status report of recent MMU activities not previously discussed in the MMU's recent executive session conference call (4/13/2020) with the OC. Specifically, she apprised the Committee members of recent discussions with the FERC staff on COVID-19, engagement in MWG market design deliberations as well as MMU engagement in revision discussions on SPP credit policy matters. Keith Collins also apprised the Committee that the MMU is about to complete its WEIS market power analyses.

**Security** – Chris Evans reported on security items in the recent news. Sam Ellis reviewed the quarterly cyber metrics. In response to a question from the Committee, Sam described what concerns him most at this time. He mentioned providing more outreach and security training for staff working at home.

**Internal Audit** - Lauren Krigbaum reported on completed audits noted in her written report. She also discussed: audits currently in process; audits currently in planning; and, upcoming audits. The Committee directed that the Officers address the concern about office building security matters identified in the security awareness audit.

**Compliance**– Carl Stelly presented to the Committee his departmental goals and milestones for the 2020 year. He discussed the transition to MRO and the desire to improve SPP’s inherent risk assessment. He discussed program goals to be deemed by MRO as a HERO (Highly Effective Reliability Organization) and the status of where SPP measures today. He then shared metrics on SPP’s compliance history under NERC as the Compliance Enforcement Agent (CEA), and subsequently MRO as the CEA.

**Agenda Item 6 – Action Items**

Action items are:

- Include SPP’s Corporate Risk Matrix in SPC strategic planning update underway;
- Staff to check OC scope regarding oversight for corporate risk management;
- Officers to address enforcement of security concern in Chenal office building; and,
- OC members Julian and Graham to attend upcoming MRO Board meeting to reinforce “tone from the top”.

**Agenda Item 7 – Future Meetings**

The Committee discussed the meeting schedule.

**Adjournment**

Josh Martin adjourned at 11:59 PM.

Respectfully Submitted,

Michael Desselle



**SOUTHWEST POWER POOL, INC.  
OVERSIGHT COMMITTEE MEETING**

**April 20, 2020**  
**Net Conference**  
**8 AM – 2 PM CDT**  
9 AM – 3 PM EDT  
6 AM – noon WDT

**AGENDA**

- Executive Session (Visitors Excluded) ..... Oversight Committee and RTO Staff (8:00 – 2:00)
- 1. Call to Order/Administrative Items..... Josh Martin (8:00 – 8:05)
- 2. Action Items Report..... Michael Desselle (8:05 – 8:10)
- 3. Business Continuity/Disaster Recovery Update ..... Scott Smith (8:10 - 8:40)
- 4. Corporate Risk Management Update.....Scott Smith (8:40 – 9:10)
- 5. Update on Current Activities
  - MMU                      Keith Collins (9:10 – 10:00)
  - Security                 Chris Evans/Sam Ellis (10:00 – 10:30)
  - Internal Audit         Lauren Krigbaum (10:30 – 10:50)
  - Compliance            Carl Stelly/Erin Marcussen (10:50 – 11:20)
- 6. Action Items..... Michael Desselle (11:20 – 11:30)
- 7. OC 2020 Future Meetings .....Josh Martin (11:30 – 11:35)

2020

Monday, July 27, 2020	7AM – 1PM	SPP, Little Rock
Monday, October 26, 2020	7AM – 1PM	SPP, Little Rock
Monday, December 7, 2020	TBD	Web Conference

*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.**  
**OVERSIGHT COMMITTEE MEETING**  
**January 27, 2020**  
**El Dorado Hotel, Santa Fe, New Mexico**

• M I N U T E S •

**Executive Session 1 (OC Members and MMU Only)**

**Call to Order/Administrative Items**

Josh Martin called executive session 1 to order at 8:00 AM. Members attending included: Graham Edwards (Director), and Darcy Ortiz (Director). Susan Certoma (Director) and Julian Brix (Director) also attended. MMU staff in attendance included: Keith Collins, Jodi Woods, and Greg Sorensen.

**Executive Session 2 (RTO Staff)**

**Agenda Item 1 – Call to Order/Administrative Items**

Josh Martin called meeting to order at 10:30 AM. Members attending included: Graham Edwards (Director), and Darcy Ortiz (Director). Susan Certoma (Director) and Julian Brix (Director) also attended. SPP staff in attendance included Barbara Sugg and Sam Ellis (Attendance – Attachment 1). Darcy moved and Josh Martin seconded adoption of the December 9, 2019 and January 7, 2020 Oversight Committee minutes which were unanimously accepted (Minutes 12/9/2019 and 1/7/2020 – Attachment 2 & 3).

**Agenda Item 2 – Action Items Report**

Michael Desselle provided a status report on the follow-up action items.

**Agenda Item 3 – Quarterly Activities Report**

**Security** - Sam Ellis reviewed the quarterly cyber metrics. Included in that review was a status of overall program maturity. Darcy noted that it is important to highlight the critical focus areas and ensure that we are getting the right resources to effectuate further maturity. Sam reviewed the cyber strategic plan milestones with the Committee, specifically noting items that have been completed as well as just initiated. Finally, Sam shared with the Committee his list of 2020 security risks. He described that every year, he takes a fresh look at cyber security risks, weighs those risks, examines trends and considers reports in terms of the risks' proximity (peers, geography, industry, etc.). He noted for the Committee five (5) top risks SPP desires to prepare for based on our current state and recent trends.

**Compliance**– Michael Desselle described for the Committee just two major focus areas the Compliance Department will be focusing on in 2020: 1. Internal Controls Program and 2. The Internal Outreach Program. The Committee advised that they would like to see milestones and metrics at the next OC Meeting.

**Agenda Item 4 – Oversight Committee Annual Survey Results**

The Committee discussed the results.

**Agenda Item 5 – Action Items**

Action items are:

- Compliance Staff to share milestones associated with 2020 focused programs;
- Compliance Staff to share preliminary compliance metrics; and,
- Staff to assure that background meeting materials are delivered timely to Committee membership.

**Agenda Item 6 – Future Meetings**

The Committee discussed the meeting schedule.

**Adjournment**

Josh Martin adjourned Executive Session 2 at 12:00 PM.

Respectfully Submitted,

Michael Desselle