



Stakeholder Governance Guide

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Introduction

The purpose of this Governance Guide is to provide the Midcontinent Independent System Operator, Inc. (or "MISO") Stakeholders an overview of the structure and operation of committees, subcommittees, working groups, and task forces. All of these Stakeholder Entities shall follow the rules and processes contained herein, which are based on *Robert's Rules of Order Newly Revised, 12th ed.*

MISO has made a commitment to its Stakeholders that all major policy issues will be introduced to the Stakeholders with sufficient time for debate prior to decision and implementation. Both Stakeholders and the MISO acknowledge there may be exceptions to this rule due to either time constraints or emergency conditions.

With the exception of individual sector meetings and meetings discussing confidential or proprietary information, MISO Stakeholder meetings are open to all interested participants.

This Guide is divided into two sections. The first is the Policy section which contains the higher-level rules. The second section is the Procedures section and contains recommendations, administrative issues, guidelines and forms. The Advisory Committee (AC) shall approve changes to the Stakeholder Governance Guide with a majority vote.

In the event of a conflict between this document and the Agreement of Transmission Facilities Owners to organize the Midcontinent Independent System Operator, Inc., a Delaware Non-Stock Corporation (Transmission Owners' Agreement, or TOA), the TOA will control, and nothing in this document shall be interpreted to contradict, amend or supersede the TOA.

Definition of Terms:

Advisory Committee: A permanent committee to the MISO Board of Directors consisting of representatives from Stakeholder sectors as defined in the Transmission Owners' Agreement.

Business Day: Any day except Saturday, Sunday, and MISO recognized holidays, as observed. (New Year's Day, Martin Luther King Day, President's Day, Memorial Day, Independence Day, Labor Day, Thanksgiving and the day after, Christmas Eve and Christmas Day)

Charter: Describes the mission statement and specific functions and responsibilities of each Entity.

Committee: Advisory Committee, Planning Advisory Committee, and/or Steering Committee

Common Issue: An issue with impact across two or more business areas as appropriately designated by the Steering Committee.

Entity: Any Committee, Subcommittee, Working Group, or Task Force formed under the governance of the Advisory Committee.

Entity Leadership: The Chair, Vice Chair, and Liaison of an Entity.

Informational Forum: The MISO-sponsored session held at regular intervals (monthly or as appropriate) to provide updates to Stakeholders on various issues, projects and initiatives and may include special speakers and dialogue with Stakeholders.

Liaison: A member of MISO Management appointed by the MISO Officer Team to serve as a member of the leadership of an Entity.

Main Parent Entity: Market Subcommittee, Reliability Subcommittee, Resource Adequacy Subcommittee, Planning Advisory Committee; Regional Expansion Criteria and Benefits Working Group.

Market Participant: A legal entity as defined in the MISO Tariff. A Market Participant is qualified pursuant to procedures established by MISO to submit bilateral transaction schedules to MISO; submit bids to purchase, and /or offers to supply electricity in the Day-Ahead and/or Real-Time energy markets; hold Financial Transmission Rights (FTRs) and submit bids to purchase, and/or offers to sell such rights; and settle all payments and charges with MISO.

Parent Entity: The higher ranking Entity to whom a Committee, Subcommittee, Working Group, Task Force or Task Team reports.

Roll Call: A counting of a motion vote whereby each Voting Member is required to state their corporate identity and vote or abstain on the motion.

Stakeholder: A person or group that has an investment, share, or interest in MISO, as a business or industry.

Subcommittee: A permanent Entity responsible for the detailed work across many functions and Entities (analysis, formation of recommendations, study, implementation, etc.) on behalf of the committee it reports to. A Subcommittee may have both Working Groups and Task Forces reporting to it.

Task Force: A temporary Entity established to address, study, and make recommendations on a specific topic. A Task Force can be created by a Committee, Subcommittee, or Working Group. All Task Forces are expected to have specific work objectives and a sunset date.

Task Team: An ad hoc group formed at the direction of a Subcommittee, Working Group, or Task Force established to vet a specific aspect of an issue. It is not an Entity as defined in the Stakeholder Governance Guide and is not required to follow the guidelines. A Task Team has a limited scope of work and a short life expectancy. The Parent Entity must review the Task Team's progress at every meeting or as needed. If the issue being vetted by the task team cannot be completed within six months, the Parent Entity shall refer the issue to the Steering Committee to determine if the task team should remain in existence or be reformed as a Task Force or Working Group. That decision will be reported to the Steering Committee upon completion of the issue or on a six month basis.

User Group: An ad hoc group that meets regularly to work on efforts that do not directly impact MISO policy. It is not an Entity as defined in the Stakeholder Governance Guide and is not required to follow the guidelines stated in this Governance Guide. A Liaison is assigned, and Stakeholder leadership is encouraged but not required. The group reports to the Entity that created it, or any other Entity as needed or requested.

Voting Member: 1) A Member as defined in the Agreement of Transmission Facilities Owners to organize the Midcontinent Independent System Operator, Inc., A Delaware Non-Stock Corporation (TOA); or 2) a state regulatory authority eligible for representation on the Advisory Committee pursuant to Article Two, Section VI, Paragraph A.2.c of the TOA; or 3) a recognized public consumer group, an environmental group, or another organization having an interest in the activities of MISO and certified by the MISO Board of Directors as eligible to participate in the selection of representatives to the Advisory Committee pursuant to Article Two, Section VI, Paragraph A.2.d of the TOA. As defined here, a Voting Member may vote on Entity motions as governed by the Stakeholder Governance Guide. NOTE: Multiple Members that are affiliates of a common parent corporation have one collective vote

Working Group: An Entity responsible for a specific topic or function in addressing MISO practice and policy options. This Entity affords a deep, focused discussion of issues and recommendations. Working Groups report directly to a Committee or Subcommittee and are expected to generate formal proposals regarding process, policy and IT revisions. These formal proposals should include potential motions for consideration by the Parent Committee or Subcommittee, while outlining the pros and cons of the issues at hand.

Policy Document

1. Leadership

There are three defined leadership roles within the Stakeholder governance environment: Chair, Vice Chair, and Liaison. Chair or Vice Chair positions must be held by a Stakeholder unless the Stakeholders request a MISO employee to hold the position.

If it has been determined by the Steering Committee and Advisory Committee that a new Entity is to be formed, or in the event that both the Chair and Vice Chair of an existing Entity relinquish their positions and there are no nominations for the position of Chair, the Liaison shall report back to the Steering Committee that there have been no nominations for the position of Chair. The Steering Committee shall then review the original request for the Entity and if appropriate, assign the issue/task to an existing Entity, or dismiss the issue on the grounds of lack of interest.

1.1. Entity Leadership Selection

1.1.1 Soliciting Leadership Nominations for Advisory Committee

The Advisory Committee will organize a nominating committee ("NC") to solicit nominees for the Chair and Vice Chair position. The NC will report their findings and recommendations to the Advisory Committee. The Chair and Vice Chair of the Advisory Committee must be members of the Advisory Committee during the period that they will be serving in the leadership role. Furthermore, the NC must submit its report at the penultimate meeting of the current term. The ballot will be finalized at the penultimate meeting each year.

1.1.2 Soliciting Leadership Nominations for Non-Advisory Committee Entities

In the case of a new Entity, leadership positions (Chair and Vice Chair) are established in the form of a request for nominations. Candidates must be Stakeholders (unless Stakeholders request a MISO employee serve as Chair).

For established Entities, nominations for leadership positions (Chair and Vice Chair) are solicited by the Chair or the Liaison in the form of a request for nominations.

Candidates must be Stakeholders (unless Stakeholders request a MISO employee serve as Chair).

1.2. Electing the Chair and Vice Chair

1.2.1 The elections of Chair and Vice Chair for each MISO Stakeholder Entity will be conducted simultaneously via electronic ballot.

1.2.2 Elections are decided by plurality. Stakeholders may run for Chair or Vice Chair for a single Entity. In the event of a tie vote for a position, a second vote will be taken with the top two candidates accumulating the most votes for that position on the second ballot.

1.2.3 The results of the election are effective and implemented at the start of the next meeting after the close of the election.

1.2.4 The Chair and Vice Chair shall serve for a one-year term unless removed per the process below or otherwise leave office. They are eligible for re-election.

1.3. Liaison and Stakeholder Relations Selection

MISO Leadership shall appoint Liaisons and Stakeholder Relations for all Entities, with the consent of the individuals.

1.4. Monitoring and Removal of Leadership

It is the responsibility of the Entity to monitor and, if necessary, remove the Chair and/or Vice Chair. Removal of leadership can be initiated by a stakeholder and/or MISO for one or more of the following reasons, but not limited to:

- Not being available on multiple occasions for Entity meetings or otherwise not fulfilling the obligations of the leadership role.
- Not observing governance rules or protocols.
- Whether through own or others' actions, demonstrating, condoning or otherwise not managing unprofessional behavior during meetings.

Following initiation by a stakeholder and/or MISO, the removal can occur by way of one of three possible mechanisms:

1.4.1 Removal may take the form of a motion from the floor, a second, floor debate, and then a closed ballot vote.

1.4.2 A motion may also be submitted to the Liaison and Stakeholder Relations for that Entity and seconded confidentially.

1.4.2.1 Such voting for the removal of the Chair and/or Vice Chair shall be by confidential ballot and requires a 2/3 majority of the of the votes cast during such vote. Removal of the Chair or Vice Chair of the Advisory Committee requires a 2/3 majority of all sitting members of the Advisory Committee. Upon removal of the Chair, the Vice Chair will serve as temporary Chair until a new election process is completed. Upon removal of the Vice Chair, the Chair shall assume the responsibilities of the Vice Chair until a new election process is completed. Upon removal of both the Chair and Vice Chair, the Liaison shall serve as temporary Chair until a new election process is completed.

1.4.2.2 The Liaison will send an electronic ballot using the Entity's email distribution list maintained by MISO. The completed ballot must be emailed or faxed to the Liaison and the Stakeholder Relations within five business days following the motion for removal. Stakeholder Relations will subsequently announce electronically the results of the vote.

1.4.2.3 Any Entity may recommend removal of a Liaison by a valid motion and a 2/3 majority of the votes cast over which the Liaison resides. Stakeholder Sectors and Voting Rights.

1.4.3 Certain circumstances may require more expedient action. Therefore, and notwithstanding any other provision, MISO can unilaterally and immediately remove a stakeholder from participation in an Entity or serving in a leadership role in situations where one of the following has occurred:

- The individual has become abusive to another stakeholder or MISO employee or contractor through physical, vocal or written means;
- The individual has caused a disruption or damage while on MISO property;
- The individual has threatened physical harm to another stakeholder or MISO employee; or
- MISO has become aware of information that would justify or otherwise provide a reasonable basis for such an action.

2. Stakeholder Sectors and Voting Rights

An organization must declare its sector affiliation. The member will belong to this sector for the calendar year and may change sectors annually by providing written notice to the MISO Legal Department. In accordance with the TOA, MISO Stakeholders are organized into eleven (11) sectors, with the following seats and votes on the Advisory Committee and Planning Advisory Committee as noted:

ADVISORY COMMITTEE

Sectors	Assigned Seat and vote
IPP/EWG	3
Transmission Owners	3
TDU ²	3
Power Marketers	3
Public Consumer Advocates	2
State Regulatory Authorities	4
Environmental	2
Eligible End- Use Customers	3
Coordinating Members	1
Transmission Developers	1
Affiliates	1

PLANNING ADVISORY COMMITTEE:

Sectors	Assigned Seat and Vote
IPP/EW G ³	1
Transmission Owners	1
TDU ⁴	1
Power Marketers	1
Public Consumer Advocates	1
State Regulatory Authorities	1
Environmental	1
Eligible End- Use Customers	1
Coordinating Members	1
Transmission Developers	1
Affiliates	1

² Municipals, Cooperatives, and Transmission Dependent Utilities

³ Independent Power Producers and Exempt Wholesale Generators

⁴ Municipals, Cooperatives, and Transmission Dependent Utilities

3. Voting

3.1. Assessing a Quorum:

The quorum for the Advisory Committee shall consist of representation by six of the ten sectors (with at least one duly recognized Stakeholder from each of the six sectors present) for a group meeting to officially conduct business. Quorum requirements for other Entities shall be detailed in their Charter.

3.2. Voting by Proxy

A proxy is a means for a Voting Member to be represented by another person. A proxy assignment may be for a specific issue, single meeting or vote, or standing in force until the assignor declares the proxy void.

3.2.1 Notification of proxy assignments must be in writing (e-mail is acceptable). A proxy may be used in two forms:

3.2.1.1. For a specific, single meeting:

Notification shall be in writing to the Entity Chair, Liaison, and Stakeholder Relations in advance of the motion being placed on the floor.

3.2.1.2. Standing in force until the assignor declares the proxy void:

Notification shall be in writing to Stakeholder Relations, and shall indicate:

- If proxy is given for all or specified Entities (if specified, then list)
 - Effective date (if no date is specified, it will be effective immediately)
- Expiration date (if no date is specified, will be effective until the designator declares void)

3.2.1.3. Advance notification need not be provided for designated Advisory Committee Alternates (those provided in advance to Stakeholder Relations and listed on the Advisory Committee roster) to vote on their sector's behalf.

3.2.1.4. Stakeholder Relations shall forward standing proxies to current Entity Leadership and shall post on the Stakeholder Entities page under the Stakeholder Center Engagement tab. on the MISO website.

3.3. Voting Eligibility and Voting Process

3.3.1. Each Entity has the discretion to determine its voting eligibility and process as either 1) straight voting (one vote per eligible Voting Member) or 2) weighted sector voting. The method of voting shall be documented in the Entity's Charter.

3.3.2. Any Voting Member can request at any time a counted vote (see Section 3.6) i.e. Number of Yes, No, Abstentions are recorded.

3.4. Reporting Results

3.4.1. All issues that have been approved or defeated by a margin of 60/40 percent or closer, excluding abstentions, must be forwarded by the Entity's leadership to the leadership of its Parent Entity, Stakeholder Relations, and the Steering Committee within five business days of the Entity's meeting adjournment. Items to be forwarded include:

- Original motion as amended if amended;
- Stakeholders in attendance;
- Number of "yes" and "no" votes, and abstentions;
- Supporting materials (whitepapers, presentations);
- Specific action, if any, the Entity is seeking from the Main Parent Entity;
- If voting action is desired from the Main Parent Entity, the requesting Entity must provide a motion for consideration including document(s) describing both the majority and minority positions.

If the Parent Entity is unable to resolve the issue, or there is a vote by a margin of 60/40 percent or closer, the Parent Entity leadership shall forward the issue to the Advisory Committee and Stakeholder Relations.

3.5. Advisory Committee Voting

The Advisory Committee uses weighted sector voting, which calls for the following:

- Fix weights by sector according to existing seat allocations;
- All votes within a sector are tabulated by weighted percent for, weighted percent against, and number of abstentions. Percent for and percent against are normalized (for abstentions) for reporting purposes;
- Voting tabulation detail will be available to MISO staff, the Board of Directors and Stakeholders through meeting minutes. Current Stakeholder Governance policy states all votes and voting details are a matter of public record (except for selection or removal of committee chairs and vice chair);
- A motion made with proper notice, passes based on a majority of the normalized weighted vote tabulation. (See the Procedures Document 101.1 for additional voting examples). For a motion to be brought to the floor one Sector must move a motion and a different Sector must second the motion. Motions made without proper notice require a 2/3 vote to be heard by the Advisory Committee.

3.6. Roll Call Vote

Roll Call Voting shall be used, when requested by two or more Voting Members, to count how each Voting Member cast their ballot. Results, including each individual Voting Members ballot, will be released with the ballot result announcement. The request for a roll call vote must be made prior to the close of the debate period. Once a vote has been cast, the ability to request a roll call vote is lost. Request for a roll call vote after the voting process has begun is out of order and shall be denied.

3.7. Email Voting

3.7.1. Leadership

All elections of Stakeholder Leadership shall be conducted via an email ballot, following these guidelines:

- Ballot sent via email when more than one nominee or results needed prior to next meeting;
- Nominees with bios will be posted five days prior to meeting;
- Ballots shall be open for five business days;
- Reminder will be sent the morning of the deadline;
- All ballots will be acknowledged via email receipt;
- Ballots may be received via email or fax. Results are tallied, individual responses private;
- Results will be provided within two business days;
- Announcements of results will be made by the Entity leadership in compliance with the Governance Guide.

3.7.2. Policy Voting:

Motions driving a policy decision may be requested to be conducted via email. Email votes on policy motions shall follow these guidelines:

- An email vote shall be used when requested by two Voting Members;
- Ballots will be distributed via email to the Entity's email distribution list and posted to the MISO website with the meeting materials;
- Motions will be posted five business days prior to the meeting. Motions not properly noticed will require a 2/3 majority of votes cast during such vote to be placed on the floor for email voting;
- Only those proxies valid for that meeting will be honored;

- Ballots should be open for a minimum of five business days with a specific deadline stated in the email;
- Reminder will be sent the morning of the deadline;
- No ballots will be accepted after the stated deadline;
- All ballots will be acknowledged via email receipt;
- All ballots and comments will be kept anonymous unless a roll call vote is formally requested as detailed in Section 2.3 above. If a roll call vote is used and the Voting Member does not want their comments identified, it must be communicated to Stakeholder Relations prior to the close of the ballot period;
- Votes and comments of non-roll call votes will remain anonymous unless the Voting Member specifically requests otherwise;
- Turnaround time for posting and announcing results will be determined based on complexity of ballot and will be stated in the ballot email;
- Announcements of results will be made by the Entity leadership in compliance with the Governance Guide.

4. Issues

4.1. Issue Administration and Oversight

4.1.1. Issue Sources

Issues may arise from the following sources:

- MISO Board, officers, management or staff;
- Independent Market Monitor;
- Stakeholder Entities, or
- Individual Stakeholders.

4.1.2. Initiating the Issues Submission Form

New issues, ongoing issues with significant and substantial changes, or Inactive Issues where industry changes require Active status before biannual review, require the completion of an issue submission form.

See Appendix 10. Issue Submission Form

The issue submission form is submitted to Stakeholder Relations via the public website. Certain types of issues (e.g., small issues or non-substantive changes to ongoing issues, or issues directly aligned with a Charter) could be introduced directly to a Main Parent Entity. The requestor is responsible to ensure an issue submission form is properly completed and submitted 45 business days prior to the next regularly scheduled Steering Committee meeting.

Other issues may be assigned directly by the Steering Committee or Advisory Committee in accordance with material posting requirements for the next regularly scheduled Steering Committee meeting. The assigned Entity is responsible to report to the Steering Committee when an issue has been accepted or closed.

4.1.3. Issue Assignment

The Steering Committee has the following options when reviewing an Issue Submission:

- Referral to a specific Main Parent Entity: If the issue has a clear business area impact, the Steering Committee may assign it to the relevant Main Parent Entity.
- Identify as a Common Issue: If the issue impacts two or more Main Parent Entities, the Steering Committee may identify it as a Common Issue. Approaches include:
 - Workshop/Training: Some cross-business area issues may be more appropriate for a workshop or training, rather than requiring vetting by a specific entity. This determination would be made by the Steering Committee with MISO's support. A workshop provides a baseline of understanding on a particular topic.
 - Issues that cross more than one MPE could be managed by:
 - Assign the issue to MPEs in order best suited for work to begin , with follow up assignment to other MPE(s)
 - Split the issue into components that allow work to advance simultaneously
- Request for More Information: The Steering Committee has the authority to request additional information on an issue, as necessary to properly determine the appropriate next steps.
- Inactive – The Steering Committee may identify an issue better suited for future consideration.
- No Action: the Steering Committee will not take any action on issue submissions that are deemed not appropriate for further discussion. The requestor has the option of escalating the issue to the Advisory Committee.

4.1.4 Issue Acceptance

Proposed issues recommended by the Steering Committee to be considered by a Main Parent Entity

- Issue Recommendation reported to the MPE via SC Status Report at the next scheduled meeting
- Added to an upcoming agenda for consideration
- Submitter presents the proposed issue on the recommended template (Appendix 10)

Proposed issues that are considered by a Main Parent Entity without Steering Committee Recommendation

- Added to an upcoming agenda for consideration
 - Submitter presents the proposed issue on the recommended template (Appendix 11)
- 11) The Main Parent Entity has the following options when reviewing an Issue Submission:

- Accept the issue and place it on the Management Plan
- Accept the issue and delegate the issue to a Sub Entity
- Accept the issue and place in Inactive status
- Deny acceptance of the issue – Closed Status

The MPE Chair will report the outcome to the Steering Committee at the next scheduled meeting.

A Stakeholder may escalate MPE Issue decisions to the Steering Committee

Issues can be expedited if required.

4.2. Issue Selection, Agenda Creation, and Addressing Issues

4.2.1. The Advisory Committee will provide policy input related to issues such as FERC filings, Board requests, Tariff changes, etc.

4.2.2. Issues recommended to an Entity shall be reported at the next meeting in compliance with the posting requirements.

4.2.3. Voting Members may bring up new issues during the “New Business” portion of Entity meetings.

4.2.4. Advisory Committee Review of Issues

The Advisory Committee should consider for its agenda issues decided at lower Entity levels if they involve the following:

- Items approved or defeated by a vote closer than 60/40 percent, including a tie vote, excluding abstentions;
- Decisions impacting policy, market design or strategic priorities.
- Minority positions may be submitted to the Advisory Committee.
- Entity votes serve as recommendations to the Advisory Committee and must be so recorded in meeting minutes and monthly status reports.

4.2.5. Main Parent Entity Review of Issues

- The Main Parent Entity should consider for its agenda any issue voted on by a subordinate Entity
- Minority positions may be submitted to the Main Parent Entity;
- Entity votes serve as recommendations to the Main Parent Entity and must be so recorded in meeting minutes and monthly status reports.
- Quarterly updates on assigned issues will be provided to the Steering Committee through the status report template.
- Issue status is decided by consensus in the Main Parent Entity.

4.2.6. Ongoing Monitoring and Management

- Issues will be tracked in the MISO Dashboard and updates will be included on the Entity Management Plan as available.

5. Entity Formation, Suspension and Retirement

5.1. Requesting New Entities

5.1.1. Submit Justification

To request a new Entity, a Stakeholder or MISO employee must complete Appendix 7: Entity Formation and Retirement and submit the completed form to the Steering Committee.

5.1.2. Approval of a Proposed Entity

If the Steering Committee approves formation of the new Entity, it will be placed on the Advisory Committee's next agenda for vote. Upon approval of the Advisory Committee, the new Entity will begin operation in accordance with the information submitted with the Appendix 7 form.

5.1.3. Denial of a Proposed Entity

If the Steering Committee denies the proposal for a new Entity, the Steering Committee Leadership will refer the proposal back to the requester with reason(s) for denial or, if warranted, comments for reconsideration and resubmission. If not resolved to the requester's satisfaction, the requester may request the Advisory Committee review the issue.

5.2. Suspension of an Entity

Any Entity reporting to the Advisory Committee or Planning Advisory Committee may be suspended. Suspension requires a motion be made, seconded and approved by a majority vote of the eligible Voting Members within the Entity in question. The request for suspension shall be reviewed and approved or denied by the Parent Entity. If denied, the Parent Entity shall provide direction to the requesting Entity on next steps. The suspended Entity may be resumed at the direction of the Chair or Parent Entity.

5.3. Retirement of an Entity

Any Entity reporting to the Advisory Committee or Planning Advisory Committee may be retired based upon the determination they have completed their assigned task, or such other reason as detailed in Section 3.5 of the Procedures Document contained within this guide. Main Parent Entities and Steering Committee Members should be diligent in the review and management of Entity sunset dates. Retirement requires that a motion be made, seconded and approved by a majority vote of the Voting Members. This action should originate in the Entity considering retirement. The request for retirement shall be voted on by the Main Parent Entity. If approved, the motion is escalated to the Steering Committee. If approved by the Steering Committee the decision is reported to the Advisory Committee. The Advisory Committee shall retain the right to hold a final vote. If at any point in the process the request for retirement is denied, the denying Entity shall provide direction on next steps.

5.4 Review of Subcommittees, Working Groups and Task Forces

On an annual basis or 30 business days prior to the Entity's sunset provision date, every Entity's Charter and Entity Management Plan must be reviewed and approved by the Main Parent Entity. The Main Parent Entity shall rigorously review and manage all sunset dates. The Main Parent Entity shall consider whether Task Forces with ongoing work should be delegated to another Entity or changed to Working Groups or Subcommittees.

Upon approval of the charter of an Entity reporting to it, the Main Parent Entity shall present the Charter to the Steering Committee for review and approval. The Steering Committee is charged to review and manage sunset dates if applicable. The Advisory Committee shall retain the right to review and/or change any Charter or management plan.

In the event a Task Force cannot complete the specific work objectives with which it is charged before the sunset date in its charter, the Task Force shall inform the Main Parent Entity 90 days prior to the sunset date. The Task Force shall include in its notice: (i) outstanding tasks; (ii) anticipated time needed to complete those tasks; and (iii) whether the Main Parent Entity should consider delegating tasks to another Entity or change the Task Force to a Working Group or Subcommittee. The Main Parent Entity will present the recommendation to the Steering Committee for consideration and approval. The Advisory Committee shall retain the right to discuss and vote to uphold or modify the recommendation from the Steering Committee.

6. Steering Committee

6.1. Steering Committee

The Steering Committee consists of the Advisory Committee Leadership and the Chairs and Liaisons of the Entities reporting directly to the Advisory Committee and/or the Steering Committee.

The Vice Chair of the Advisory Committee shall serve as Chair of the Steering Committee. The Chair of the Advisory Committee shall service as the Vice Chair of the Steering Committee.

6.1.1. Primary Duties of the Steering Committee

6.1.1.1 Issues management:

Identify and coordinate issues. Work directly with Stakeholder Relations to monitor and provide guidance and direction on managing and resolving issues. Determines and assigns issues to the responsible Entities, eliminates duplication of efforts and inefficiencies by coordinating issues handling through oversight of the Stakeholder process.

6.1.1.2 Agenda development:

Provide advice, direction and recommendations to the rotating agenda team of the Advisory Committee regarding Advisory Committee agendas and to the Advisory Committee regarding strategic plans (including the annual plan).

Communicate with Entities to ensure all major issues are captured.

6.1.1.3 Information source:

Work with MISO Senior Management to create and update the information provided in the Informational Forum. The Steering Committee will provide an update on its primary duties when requested by the Advisory Committee.

6.1.1.4 Governance responsibilities:

Ensure that the Stakeholder Governance Guide is reviewed at least annually by the Stakeholder Governance Working Group.

Coordinate with MISO to ensure that the responsibilities, authorities, limitations and accountability of the Entities under the Advisory Committee are enforced. Ensure all Entities are following the specifications of the Stakeholder Governance Guide. This includes the systematic review of Charters, sunset provisions, meeting notes, action items and status reporting.

Provide training for Stakeholders on MISO Stakeholder process and procedures as described in the Stakeholder Governance guide, among other governance related topics.

6.1.1.5. Provide stakeholders a forum to request posting data on the public website.

6.1.2. Reporting Structure

The Steering Committee reports directly to the Advisory Committee.

6.1.3. Voting

Steering Committee Voting Members are the Chairs of each Entity reporting directly to the Advisory Committee. Each Chair will have one vote per Entity. In the event a MISO employee serves as Chair of an Entity, the Entity shall appoint a Stakeholder representative.

6.1.4. Meeting Schedule

The Steering Committee will meet as required to accomplish their primary duties, but no less than six times per calendar year.

7. MISO Meetings of Entities

7.1. Current Expectations for the Communication of Meeting Information:

7.1.1. Logistics, Agenda, and Announcement

Meeting announcements, logistics (who, what, when, where,) and a proposed agenda, including the actual language of any motions to be voted upon, shall be posted by Stakeholder Relations by 5:00 PM (Eastern Time) five business days in advance of the meetings. All items must be submitted to the Stakeholder Relations by 4:00 PM ET five business days prior to the meeting to allow posting by the 5:00 PM ET deadline. Five business days is exclusive of the meeting day.

7.1.2. Meeting Materials

Meeting materials shall be posted by the Stakeholder Relations by 5:00 PM ET three business days in advance of meetings. All meeting materials must be submitted to the Stakeholder Relations by 4:00 PM ET three business days prior to the meeting day to allow posting by the 5:00 PM ET deadline. Three business days is exclusive of the meeting day.

7.1.3. Meeting Minutes

Meeting minutes for all Entities shall be posted by the Stakeholder Relations no later than 5:00 PM ET five business days after the meeting.

7.2. Agenda Item/Late Motion

If motions are not provided to Voting Members within the prescribed time frames, action may be taken on the motion during the meeting after securing an affirmative 2/3 majority of votes cast vote to take up the motion.

7.3. Determining Eligible Voters and Maintaining Voting List Accuracy

Attending Stakeholders include those attending in person, via web or telephone.

The Chair and Vice Chair are entitled to vote as long as the positions are held by non-MISO Employees and no other representative of their respective companies has cast a ballot.

7.3.1. Eligibility for non-Advisory Committee Entities

7.3.1.1 Voting is limited to one vote per Voting Member. A parent company is considered to be the Voting Member, though it may have subsidiaries that are separately registered as MISO members (e.g., a parent company with a transmission function that is registered as a Transmission Owner and an energy marketing function that is registered as a Power Marketer have one vote). Likewise, if two or more companies have been MISO Voting Members and merge under one parent company, that parent company would have one vote.

7.3.1.2 Eligibility Exceptions

Exceptions are permitted if stated in an Entity Charter and the Charter has Steering Committee approval.

7.3.1.3 Eligibility List

MISO staff will maintain a list of Voting Members and post it on the MISO website for reference on the Stakeholder Entities page under the Stakeholder Engagement tab.

7.3.1.4 Revoked Eligibility

Voting Members affiliated with one or more Market Participants that are in default or have had services suspended by MISO will not have the ability to vote in the Stakeholder process until their status has been reconciled with MISO.

7.3.2. Eligibility for the Advisory Committee

The Advisory Committee Chair will provide its members with material on voting items subject to Section V(F)(4)(a) above for members review. The Advisory Committee may then:

- Accept the decision of the Entity;
- Debate and decide the issue at the Advisory Committee; or

- Remit the issue back to the Entity with comments for a second review and possible vote.

7.4. Stakeholder Representation and Participation

Pursuant To Article Six of the TOA to organize The Midcontinent Independent System Operator, Inc., A Delaware Non-Stock Corporation ("MISO Agreement"),

- 7.4.1. "All Entities eligible for membership in the MISO shall pay an initial membership fee of \$15,000 in order to become Members. All such fees are nonrefundable and may be adjusted from time-to-time, as may be appropriate by the Board."
- 7.4.2. "If the applicant consists of several Entities or individuals who wish to share a membership, the \$15,000 membership fee will cover the group's membership. The group will be entitled to one (1) vote."
- 7.4.3 To ensure transparency about company and Sector affiliation, when participating in a stakeholder meeting, the following information is required:

7.4.3.1 Attending via WebEx

When signing into WebEx or other electronic meeting systems, stakeholders are required to provide their full first and last name.

7.4.3.2 Participation Requirements

When participating on the phone or in person, each time a participant speaks they will state the following:

Full name.

Company. Specific requirements for Consultants include the following:

For Consultants or others for who a company name does not indicate a Sector affiliation, either the identity of their client on whose behalf they are speaking or, if that is not possible due to an NDA or other requirement, the Sector with which the specific client is or would be affiliated.

Consultants are required to identify the client or clients only the first time they speak in the meeting or if they switch client representation.

Consultants with Registered Proxies as posted on the Governance page of the MISO Website may refer to that list if they are representing all those clients in their comments. If they are representing a subset, the Consultant should identify the specific client or the Sector to which the client is or would be affiliated.

The requirements above do not apply when they serve on the Advisory Committee because, in that role, they are representing the Sector.

8. Parliamentary Authority, Training and Amendments

8.1. Robert's Rules of Order Newly Revised

The rules contained in the current edition of *Robert's Rules of Order Newly Revised* shall govern in all cases to which they are applicable and are consistent with the Stakeholder Governance Guide and special rules of order the organization may adopt.

When a meeting has an operator assisted call, there should be a process to immediately interrupt a meeting in accordance with Robert Rules of Order or to stop discussions of non-public transmission information or which may violate or appear to violate anti-trust laws.

8.2. Stakeholder Governance Training

Newly elected Chairs and Vice Chairs, as well as newly appointed Liaisons and Stakeholder Relations, should complete the MISO Stakeholder Governance Entity Leadership Training Level 300 on-line or in person training prior to assuming their respective roles. Failure to complete such training within a two month period may result in removal from the leadership position and a call for a new election. Parliamentary training should be taken at the earliest available date.

Chairs, Vice Chairs, Liaisons, and Stakeholder Relations who have already received the Entity Leadership and Stakeholder Governance training are strongly encouraged to take refresher training every two years if they desire to continue in leadership roles in the Stakeholder process.

AC Members are strongly encouraged to take both Stakeholder Governance and Advisory Committee training and take refresher training every two years.

All MISO Stakeholders are strongly encouraged to take Stakeholder Governance training and are strongly encouraged to take refresher training every two years. This training will provide a stronger understanding of the MISO Stakeholder process and proper meeting etiquette and procedures.

9. Amending the Governance Guide

Requests for amendments or changes to the Stakeholder Governance Guide shall be directed to the Steering Committee Entity Leadership a minimum of 10 business days prior to the next scheduled Steering Committee meeting. Edits will be reviewed and if accepted by the majority of Steering Committee members, will be sent to the Advisory Committee for approval.

The Stakeholder Governance Guide may be amended by a majority vote of the Advisory Committee.

Procedures Document

100. Leadership

The Chair and Vice Chair are expected to share joint responsibility on all Entity matters including process, planning work, facilitating issues research, ensuring accountability for action items, and producing work product in preparation for meetings. Leaders are expected to commit a minimum 10- 15 hours per month for a 1-year term.

Leaders will be held accountable by the members of the Entity, Advisory Committee and/or Steering Committee. Individual Entity participants are encouraged to bring concerns first to Committee Entity leaders. If the Entity is unable to resolve issues, they are encouraged to talk to the Advisory Committee Chair who will designate a member of the Steering Committee to counsel leaders who have not met expectations or facilitate discussion to resolve issues.

100.1 Entity Leadership Selection for the Advisory Committee

The nominating committee (NC), established in October, will convene in person or by conference call to discuss candidates for the positions of Chair and Vice Chair. Stakeholder Relations will send a request to the AC email distribution list soliciting nominations and bios, to be submitted directly to the nominating committee. The NC's report may be in the form of a verbal or written summary of deliberations and recommendation for Chair and Vice Chair positions. A majority vote is required to reopen the slate of Chair nominees.

100.2 Entity Leadership Selection for Non-Advisory Committee Entities

In the case of a new Entity, leadership positions (Chair and Vice Chair) are established in the form of a request for nominations. Candidates must be Stakeholders (unless Stakeholders request a MISO employee serve as Chair). Candidates may run for Chair or Vice Chair.

For established Entities, nominations for leadership positions (Chair and Vice Chair) are solicited by the Chair or the Liaison in the form of a request for nominations. Candidates must be Stakeholders (unless Stakeholders request a MISO employee serve as Chair).

The current Chair announces nominations for Chair and Vice Chair and solicits additional nominations from the floor. After accepting all nominations from the floor and asking for and receiving no further nominations, the Chair solicits a motion to close nominations and puts the motion to a vote. A majority vote is required to reopen the slate of Chair and/or Vice Chair nominees.

All elections shall be conducted simultaneously using electronic voting. Individuals casting electronic ballots must identify the Voting Member organization they represent on their ballots. The Liaison will send out an electronic ballot using the Entity's email distribution list maintained by MISO. The completed ballot must be emailed or faxed to the Liaison and the Stakeholder Relations within five (5) business days following the close of nominations. The Liaison will subsequently announce electronically the results of the vote.

Plurality vote means the candidate for a particular position with the most votes wins that position. In the event of a tie the voting process will be repeated with the top two candidates until the tie is broken.

A "contested" ballot refers to any instance when there is more than one candidate for a position. The purpose of the closed ballot voting is to preserve anonymity of Stakeholders during the voting process for Chair and Vice Chair.

In the event of an uncontested election for a position, the Liaison will announce during the meeting in which the election was to be conducted that the sole candidate will take that position.

The results of the election are effective and implemented at the start of the next meeting after the close of the election. A debriefing by the retiring leadership and MISO staff will be completed with the new leadership.

101. Stakeholder Sectors and Voting Rights

101.1 Advisory Committee

The Advisory Committee uses weighted sector voting. Guidelines for their use:

- Each Sector is responsible for determining their process for allocation of their weighted sector vote. Such determination shall be detailed in the Sector's Charter;
- Total numbers tabulated for each decision:
- Abstentions (null) votes are not counted and do not impact the voting tabulation;
- Results are rounded two decimal places;

101.1.1 Advisory Committee Voting Examples

Example A

Each of the 25 Advisory Committee representatives casts a vote, but not all votes are a "definitive vote." More specifically, 12 representatives vote "for," 10 vote "against," and 1 representative votes to abstain (i.e., there are two votes that are not definitive).

Applying *Robert's Rules of Order Newly Revised*, the abstention does not count. The effect is as though only 22 Advisory Committee representatives cast a vote.

The results of this vote are as follows:

- 12/22 voted in the affirmative (54.5%);
- 10/22 voted in the negative (45.5%).

The motion passes because the majority (more than 50%) of the votes cast is in the affirmative.

Example B

In this example, 22 Advisory Committee representatives are present to cast a vote and the one missing representative has not submitted a proxy. Of the 22 Advisory Committee representatives present, 12 Advisory Committee representatives vote in the affirmative and 10 vote in the negative.

If we determine "no shows" do not count in our calculations, then the results are as follows:

- 12/22 voted in the affirmative (54.5%) 10/22 voted in the negative (45.5%).

The motion passes because the majority (i.e., more than 50%) of the votes cast is in the affirmative.

102. Issues

102.1 Issue Assignment

Notification of assignments of new issues (either directly assigned or approved by the Steering Committee) will be communicated by MISO, on behalf of the Steering Committee, via the e-mail distribution list to the Entity leadership.

Entity leadership is responsible for documenting and assigning delegated issues received to the issues tracking system.

All issues assigned to an Entity shall be placed on the agenda of the Entity's next meeting.

102.2 Issue Selection, Agenda Creation, and Addressing Issues

102.2.1 Advisory Committee

The Advisory Committee has a rotating agenda team. (*See 5.1 Advisory Committee Agenda Development Guidelines*) that is responsible for selecting the agenda items being mindful of priority and time frame considerations indicated by the Steering Committee, including:

- Financial deadlines;
- Filing deadlines;
- Business deadlines.

102.2.1.1 Advisory Committee Review of Issues

For Entities reporting directly to the Advisory Committee:

- Items must be forwarded by the Entity's leadership, Stakeholder Relations, and the Steering Committee within five business days of the Entity's meeting adjournment.
- Items to be forwarded:
 - All Motions (as amended, if amended);
 - Stakeholder number of "yes" and "no" votes, and abstentions;
 - Supporting materials (whitepapers, presentations);
 - Specific action, if any, the Entity is seeking from the Advisory Committee;
 - If Advisory Committee voting action is desired, a motion must be provided by the Entity including document(s) describing the majority and minority positions.

102.2.2 Non-Advisory Committee Entities

An Entity's monthly status report to the Steering Committee will communicate issue selection, progress, established milestones, and any concerns or needs for policy decisions. Main Parent Entities will provide quarterly updates to the Steering Committee on assigned issues through the status report. The Steering Committee will include important information in the monthly status report and recommend agenda items for the next Advisory Committee meeting as appropriate.

The Main Parent Entities prepare quarterly status reports for the Advisory Committee (see Appendix X) focusing on priorities.

102.2.2.1 Review of Issues

For Entities not reporting directly to the Advisory Committee:

The issue must be forwarded by the Entity's leadership to the leadership of the governing Entity, Stakeholder Relations, and to the Steering Committee within five business days of the Entity's meeting adjournment. Items to be forwarded include:

- All Motions (as amended, if amended);
- Stakeholder Number of "yes" and "no" votes, and abstentions;
- Supporting materials (whitepapers, presentations);

- Specific action, the Entity is seeking;
- If voting action is desired from the governing Entity, the requesting Entity must provide a motion for consideration including document(s) describing both the majority and minority positions.

If the governing Entity is unable to resolve the issue, or the outcome of the vote is closer than 60/40 percent, excluding abstentions, the governing Entity leadership shall forward the issue to the Steering Committee and Stakeholder Relations.

102.2.2.1.1 Minority Positions

A minority position may be submitted to the Advisory Committee to address any concern not covered in the details provided in the issue report to the Advisory Committee. Such a minority position may be accomplished by:

- Providing a written minority position to Stakeholder Relations;
- Must be submitted before the next scheduled Advisory Committee materials posting date following the descending vote or decision;
- Must copy leadership of the relevant Entity.

102.2.2.2 Working through an Issue

The Stakeholder process for working through an issue should generally use the following steps, including: (i) a clear problem statement/definition; (ii) education/background on the issue and Stakeholder perspectives; (iii) exploration of a range of options to solve the problem (before a straw proposal is introduced); and (iv) narrowing of options and development of a single proposal/recommendation, if possible.

102.3 On-going Monitoring and Management

Advisory Committee decisions on referred issues shall be communicated to the requester, responsible Entity, Steering Committee and Stakeholder Relations.

102.4 Issues Tracking Process Purpose

To ensure that all Entity issues are captured and addressed. This will allow for a central repository of all issues that reside within each Entity and will also provide a mechanism to track when and where issues were initially raised and subsequently closed.

102.4.1 Process

Once an issue is accepted by a Main Parent Entity, the issue will be assigned an ID that identifies the MPE, year of origin, and an issue number.

The issue will be added to MISO Dashboard and include a description, original documentation, and proposed timeline.

Stakeholder Relations will maintain each issue on the Dashboard posting related documents, updates, and linking related pages on the MISO website to the issue.

Inactive issues will be reviewed by the MPE biennially.

102.5 Entity Formation, Suspension and Retirement

Justification shall be submitted using the proposal format found in Appendix 1. A completed proposal shall be forwarded to Stakeholder Relations and the Chair and Vice Chair of the Steering Committee for consideration in advance of the next scheduled Steering Committee meeting.

102.5.1 Approval of a Proposed Entity

If the proposal is approved by the Steering Committee, the Steering Committee shall forward the recommendation to the Advisory Committee. If approved by the Advisory Committee:

- A Liaison will be assigned by MISO.
- The Steering Committee will determine which Entity the new Entity will report and the expected scope of the Charter. Stakeholder Relations will communicate this information to the Liaison.
- The Liaison will be directed to convene the first meeting within one month of the Advisory Committee's approval. The Liaison will announce, through the use of the Main Parent Entity's email distribution list, the formation of the new Entity and the process to join the new distribution list.
- Prior to the first meeting, the Liaison shall solicit Stakeholder nominees for Chair and Vice Chair. After nominations are received, the Liaison shall conduct an electronic election for the position of Chair and Vice Chair. Results of the election shall be announced prior to the first meeting.
- By the conclusion of the third meeting the new Entity shall complete a Charter (A Charter template and sample Charter is provided in Appendix 5.a). The draft Charter shall be forwarded for approval to the Entity's Main Parent Entity. On approval, the Main Parent Entity shall present the charter to the Steering Committee for review and approval. The Advisory Committee shall approve the Charter of a new Entity.
- Entity leadership shall work in conjunction with Stakeholder Relations to establish a site to maintain documents on MISO's public website.

102.5.2 Denial of a Proposed Entity

If the Steering Committee determines the proposed Entity's goals are valid, but does not believe a new Entity is warranted, the Steering Committee must address how the needs of the proposal will be addressed and Stakeholder Relations will forward this information to the sponsor of the proposal.

102.5.3 Monitoring Entities

The Steering Committee, Stakeholder Relations, MISO Officers, and the Advisory Committee are responsible for monitoring the progress of all MISO Entities.

- Group leadership must monitor its own Entity.
- Stakeholder Relations shall be the point of contact for information and discussion surrounding the progress of Entities.

102.5.4 Suspension of an Entity

Making a recommendation an Entity be suspended.

Recommendations must be in writing and be addressed to the Chair of the Entity in question. A copy shall be sent to the Chair of the Steering Committee, Advisory Committee and Stakeholder Relations.

102.5.4.1 Recommending a Suspension

Recommendations to suspend an Entity may come from any member of the Advisory Committee, the Steering Committee, MISO Officers, or the Entity in question.

Recommendations to suspend must include:

- Reason for the recommendation;
- Expected start of the suspension of the Entity;
- Expected reactivation of the Entity.

The Entity in question must fully vet the proposal and have voted as an Entity. If successful in voting for a suspension, the recommendation for suspension shall be taken to the Main Parent Entity.

102.5.4.2 Justification for Suspending an Entity

Common reasons for suspending an Entity include:

- Waiting on external entities (such as FERC, NERC or MISO);
- Awaiting legal opinion on issue;
- Resource limitations.

102.5.4.3 Debate on Suspending an Entity

The Entity suspension recommendation will be placed on the agenda of the next Parent Entity meeting.

- The Chair will facilitate the debate.
- The Chair of the Entity in question shall be granted 10 minutes to address the Parent Entity during the debate.
- A majority vote of the Parent Entity is required to suspend an Entity.

102.5.4.4 Administration for a Suspended Entity

- The decision of the Parent Entity shall be effective at a time specified in the motion offered to suspend the Entity.
- The Chair and Liaison of the suspended Entity will meet with Stakeholder Relations to debrief the Entity's progress and, if applicable, address open items.
- The Chair of the suspended Entity, or the Chair of the Parent Entity, may reactivate the suspended Entity.

102.5.4.5 Retaining an Entity

If it is determined by the Parent Entity that an Entity should not be suspended, the Parent Entity's minutes shall reflect this and should closely monitor the Entity.

- Stakeholder Relations and the Liaison shall meet with Entity leadership to discuss any improvements to procedure, efficiency, productivity, or other group requirements.

102.5.5 Retiring an Entity

102.5.5.1 Making a Recommendation to Retire and Entity

Recommendations must be in writing to the Chair of the Entity and Parent Entity in question. A copy shall be sent to the Chair of the Advisory Committee, Steering Committee and Stakeholder Relations.

Recommendations to retire an Entity may come from any member of the Advisory Committee, Steering Committee, Main Parent Entity, MISO Officers, or the Entity in question. Recommendations to retire must include justification.

- Yes/No on whether the mission or purpose of the Entity has been achieved; and
- If no, how the mission will be achieved without the Entity.

102.5.5.2 Justification for Retiring an Entity

Common reasons for retiring an Entity may include:

- Mission complete;
- Lack of results;
- Infrequent or inefficient meetings;
- Overlap with other Entities;
- Resource limitations; or
- Business change/Entity obsolete.

102.5.5.3 Debate on Retiring an Entity

The Entity retirement recommendation will be placed on the agenda of one of the next two Advisory Committee meetings at the Chair's discretion.

- The Chair of the Entity in question shall be granted 10 minutes to address the Advisory Committee during the debate;

- The Advisory Committee shall vote (majority) pursuant to the guidelines set forth in this guide.

102.5.5.4 Administration for a Retiring Entity

The decision of the Advisory Committee shall be effective at a time specified in the motion offered to retire the Entity.

- If other action is necessary to continue the work of the Entity, the Advisory Committee minutes and status report must convey how this will be accomplished.
- The Chair and Liaison of the Entity will meet with the Stakeholder Relations to debrief the Entity's progress and, if applicable, address open items.
- The Liaison of the Entity will transfer all records, including group minutes, task force reports, and ad hoc reports to Stakeholder Relations for document retention purposes.

102.5.5.5 Retaining an Entity

If it is determined by the Advisory Committee that an Entity should not be retired, the Advisory Committee minutes shall reflect this and the Advisory Committee should closely monitor the Entity and revisit the retirement issue within six months of the retirement request.

Stakeholder Relations and Liaison shall meet with Entity leadership to discuss any improvements to procedure, efficiency, productivity, or other group requirements.

103. Structure of Entities

MISO Committee Information

Please refer to the Committees Page on the MISO website (www.misoenergy.org) to access current Charters and Management Plans for each approved Entity.

Review of Subcommittees, Working Groups and Task Forces will be discussed including the frequency of meetings, Stakeholders attendance, the effectiveness of the Entity, the ability for the Entity to be combined with another Stakeholder forum and the current Charter and Stakeholder requirements for the Entity going forward.

104. Advisory Committee Agenda Development

104.1 Development Guidelines

Each month Stakeholder Relations will forward to the rotating agenda team a draft agenda which contains a list of issues gathered from various sources, including items that merit discussion from the Informational Forum. Other Stakeholders and MISO staff can also suggest agenda items by forwarding them to any member of the rotating agenda team.

- The rotating agenda team will review topics and make a recommendation to the Advisory Committee on the necessity for the subsequent month's meeting. For example, when the rotating agenda team meets to set the August Advisory Committee agenda, it will also assess if there are sufficient items to warrant a meeting in September.
- In the event that the rotating agenda team cannot agree on an agenda item or proceeding with a meeting by a margin of 60/40 or closer, excluding abstentions, the agenda item or the meeting will occur.
- A yearly schedule of rotating agenda team representatives from the Advisory Committee will be published.
- Individuals involved in agenda-setting calls include:
 - Rotating agenda team (Comprised of five Advisory Committee members from five different sectors);
 - Advisory Committee Chair;
 - Advisory Committee Vice Chair;
 - Main Parent Entity Chairs;
 - Stakeholder Relations;
 - MISO Officers;
 - Liaison.
- Members responsible for preparing the agenda for the month should review issues with their sectors to solicit ideas and identify other issues they wish to address prior to the agenda conference call.
- Stakeholder Relations shall arrange the conference call each month and inform individuals from the list above of the date and time.
- During the call, Stakeholder Relations shall take notes of the discussion and issues. The Advisory Committee Chair will preside over the meeting, allowing each of the rotating agenda team and MISO Officers a chance to voice their opinion on what issues he or she feels should be covered at the next Advisory Committee meeting.
- In the event time will not permit for every issue identified to be included on the agenda, Stakeholder Relations will note those items for possible inclusion in next month's agenda.
- With the direction of the Chair and the agenda team, Stakeholder Relations will prepare the final agenda.
- Stakeholder Relations shall post the final agenda five business days prior to the scheduled Advisory Committee meeting.
- If an Advisory Committee member is unable to participate on the rotating agenda team during their scheduled rotation, they shall exchange dates or delegate someone within their sector to take his or her place and notify Stakeholder Relations of the change.

105. Meetings of Entities

105.1 Meeting Schedules:

MISO will annually post a meeting schedule of all Entities. In person meetings should be scheduled at least 30 days in advance if possible.

Frequency of meetings is determined by each Entity to get work done. Main Parent Entities are assumed to meet monthly unless determined otherwise. Subordinate entities are assumed to meet monthly or every other month, unless workload requires more frequent meetings.

Meeting dates should be established well in advance and should not be changed without adequate notice. Stakeholder leadership, working with MISO, can schedule or cancel a meeting as deemed appropriate. Previously scheduled meetings that are being cancelled or changed should give as much advance notice as possible.

105.2 Posting Requirement Examples:

A meeting scheduled to be held on a Friday, five business days prior would be the immediately preceding Friday, and for a meeting on a Wednesday, five business days prior would be the immediately preceding Wednesday.

A meeting scheduled to be held on a Friday, three business days prior would be the immediately preceding Tuesday, and for a meeting on a Wednesday, three business days prior would be the immediately preceding Friday.

The minutes for a Monday meeting shall be posted by the immediately following Monday.

105.3 Meeting Preparation

The Chair may receive a majority of information and assignments pertaining to the group through the MISO issues tracking tool. New issues may come from a variety of forums and it is the discretion of the Chair or agenda team to place such issues on the agenda.

The Leadership Team creates the agenda, sets the meeting date and time, and publishes these details at least five (5) business days in advance on the MISO web site calendar. The Advisory Committee has established a rotating agenda team to develop its agenda.

The Entity Leadership arranges logistical support Liaison and the Chair, Liaison, or Stakeholder Relations distributes the agenda five (5) business days in advance of the meeting.

105.4 Managing Stakeholder Participation

The Entity Chair shall encourage all stakeholders that participate remotely to sign in with credentials that allow identification of the stakeholder. The Entity Chair shall remind stakeholders that when speaking, they shall follow the identification policy as detailed in Section 7.4.3. In cases of noncompliance, the Entity Chair shall remind stakeholders of their obligations per the Stakeholder Governance Guide and use discretion to facilitate the meeting productively.

105.5 Addressing Motions on the Agenda

105.5.1 Debate Preparation

Debate shall be executed according to the Issue Debate Process, found in Appendix 2.

105.5.1.1 Information Provided by the Chair

The Chair reminds the group of the context of the issue and the implications of a yes or no vote. The Chair informs the group of any additional information relevant to the issue.

105.5.1.2 Questions are to be solicited by the Chair and must be general in nature and not state a position. Questions received in writing from absent Stakeholders are to be read by the Stakeholder Relations, Liaison, or Chair.

105.5.1.3 Debate Participants

The Chair will identify those individuals who wish to speak prior to the commencement of debate. Individuals shall indicate their interest by responding to the Chair's request

with either a show of hands or, if participating by phone, a brief verbal statement of intent. The Stakeholder Relations or Liaison will record the names of those who wish to speak on the issue.

105.5.1.4 Scheduled Time

Knowing how many people wish to speak, the Chair shall set the limits of debate, dividing time equally among all speakers.

Voting Members may make a motion to extend or limit the debate. The motion requires a simple majority to pass.

105.5.2 Motions

Per *Robert's Rules of Order Newly Revised* motions are used to introduce business during meetings. *Robert's Rules* describes two general types of motions: main and secondary motions. A main motion is a proposal for a given action to be taken or an opinion to be expressed by an Entity, and motions to be voted on generally must be properly noticed or proposed on the floor, which requires a 2/3 vote to be brought to the floor. A secondary motion is one that is made while a main motion is on the floor and before the main motion has been voted on.

105.5.3 Amending a Motion

Amendments are one form of a secondary motion. Amendments generally change the wording of a motion to make it more clear or complete, or more acceptable before the motion is voted upon. An amendment must be germane to – or related to – the motion on the floor. An amendment that enhances and strengthens the original motion requires a simple majority vote to pass. An amendment that gives a different meaning to a motion and may defeat the intent of a motion requires a two-thirds vote to amend. The determination that an amendment enhances or gives different meaning to a motion shall be at the discretion of the Chair. Adoption of an amendment does not adopt the motion on the floor – it changes the motion and the motion may be further amended. If an amendment is defeated, the motion on the floor remains as it was originally worded.

Moreover, an amendment may be amended.

105.5.4 Voting Process and Voting Lists

Voting by voice or ballot takes place after debate closes.

105.5.4.1 Eligible Voters for Entities other than the Advisory

Committee, Steering Committee, and Planning
Advisory Committee

Voting is limited to one vote per Voting Member.

105.5.4.2 Updating the Voting list

The list of Voting Members maintained by MISO will be updated no later than five (5) business days following the Board of Directors meeting as membership changes occur and will be published to the Stakeholder Engagement page on the MISO public website. When needed, the Member Voting List will be updated more frequently (i.e. service suspension, withdrawal, etc.). MISO will notify Chairs and Vice Chairs of changes to the Voting List.

Stakeholders will notify MISO of changes of corporation name, ownership, etc., that has material impact on the voting process, no later than five business days following the change. Stakeholders will notify MISO Legal with changes.

105.5.4.3 Eligible Voters for the Advisory Committee Entities

Voting Member List may be found in the Stakeholder Center by clicking Advisory Committee then click 20XX Advisory Committee Members in the related documents box

105.5.4.3.1 Steering Committee

Voting Member List may be found in the Stakeholder Center by clicking Steering Committee then 20XX Steering Committee Members in the related documents box.

105.5.4.3.2 Planning Advisory Committee

Voting Member List may be found in the Stakeholder Center by clicking Planning Advisory Committee then 20XX Committee Members in the related documents box.

105.5.5 Tabulating the Vote

- The Chair is responsible to tabulate and announce the voting results.
- If the Chair believes that the “yes” or “no” votes have clearly won, he or she may announce what he or she believes is the result *e.g.*, “It appears the yeses have it.”
- If the Chair is not sure which has more votes, he or she should call for a counted vote (by show of hands or by rising), with telephone voice responses supplementing as necessary.
- Any Voting Member may request a Counted vote.
- In the event of a Counted vote, the Chair shall require each individual to separately indicate “yes” or “no.” The Stakeholder Relations or Liaison will then count the votes for each side and inform the Chair of the results.
- Most votes will be decided by majority rule. Votes to remove elected leadership or to alter the format, rules or purpose of a group must be decided by a 2/3 majority of votes cast.
- Items that were not listed on the meeting agenda distributed prior to the meeting shall require a 2/3 majority of votes cast in order to be placed on the agenda.

105.5.6 Announcing the Results

- The Chair must announce the results of the vote to the Entity.
- The Stakeholder Relations or Liaison must record the motion, type of ballot and the results in the minutes.

105.5.7 Escalating Issues

- Any motion approved or defeated by a margin closer than a margin of 60/40, excluding abstentions, at an Entity must be reported to the Parent Entity by the Entity Leadership
- All issues that include the following relevant factors will also be automatically reported to the Advisory Committee by the Main Parent Entity Leadership:
 - FERC Filings;
 - Board of Director Special Orders or Assignments;
 - Changes to the Tariff;
 - Business Practices;
 - Issues Explored by Stakeholder Groups;
 - Issues requiring funding above \$100,000.

105.5.8 Reporting of Subcommittees, Working Groups and Task Forces

105.5.8.1 Preparing Meeting Minutes

Stakeholder Relations, or a designee, of an Entity is responsible for recording meeting minutes and posting them to the website.

The minutes shall be written according to the guidelines in Robert’s Rules. The minutes are intended to reflect conclusions and not points of debate.

105.5.8.2 Distributing and Finalizing Meeting Minutes

105.5.8.2.1 Stakeholder Relations, or a designee, must post draft minutes within five (5) business days after a meeting. Stakeholder Relations, or a designee, must incorporate revisions provided by Stakeholders.

105.5.8.2.2 Minutes must be reviewed by Voting Members

105.5.8.2.3 Stakeholder Relations, or a designee, must post final meeting minutes on the MISO Website within five (5) business days after review.

106. Stakeholder Governance Guide Review Process

106.1 Governance Guide Edits

106.1.1 Annual Review

The Steering Committee will ensure an annual Stakeholder Governance Guide review has been conducted by the Stakeholder Governance Working Group. Once proposed redline edits from the annual review have been compiled, the Stakeholder Governance Working Group will post the redlines edits for review at its next regularly scheduled meeting. Accepted redlines will be forwarded to the Steering Committee for review and consideration.

106.1.1.2 The The Stakeholder Governance Guide review will be open for all Stakeholders to participate.

106.1.1.3 Final redline changes will be reviewed and approved by the Steering Committee at the next scheduling meeting. Once approved the final redline version will be brought to the Advisory Committee for final approval and adoption.

106.1.2 Urgent Issues and Substantive Modifications

106.1.2.1 Stakeholders should bring urgent governance issues or other substantive modifications to the Steering Committee or the Stakeholder Governance Working Group as soon as they are identified. The Steering Committee will address the concern and propose Governance Guide edits. The Steering Committee members will approve the edits and the final redline version will be brought to the Advisory Committee and the next scheduled meeting for final approval and adoption.

106.1.2.2 The Steering Committee may create a task team to address proposed edits if necessary.

106.1.2.3 If an issue should arise that requires a determination prior to the next scheduled Steering Committee. The Chair will discuss the issue with the voting members of the Steering Committee via email or teleconference.

106.1.3 Minor Updates and Edits

106.1.3.1 Minor edits such as formatting, grammatical errors, or reconciliation of procedures to approved policy changes will be administered by Stakeholder Relations and approved as needed by the Steering Committee.

107. Stakeholder Governance Training

Stakeholder Governance training is offered online through the MISO Learning Management System (LMS). MISO will track completion of Stakeholder Governance training. Stakeholder Relations can assist in obtaining access to the online Stakeholder Governance training module.

Appendix 1 – Public Meeting Announcement

[misoenergy.org>Stakeholder Engagement>Stakeholder Entities/Workshops>Public Meeting Notice](https://cdn.misoenergy.org/Stakeholder%20Engagement/Stakeholder%20Entities/Workshops/Public%20Meeting%20Notice%20Announcement67938.pdf)
<https://cdn.misoenergy.org//Public%20Meeting%20Announcement67938.pdf>



MISO Public Meeting Announcements:

Notice of Public Meeting

This is a public meeting. Notice of the meeting, including participation information, is posted on the MISO website and was distributed via one or more mailing lists. All materials submitted for public meeting purposes should refrain from containing privileged or confidential information. Meeting material providers are responsible for all information provided as posted or presented materials. Please keep in mind that the audience may include members of the press and representatives of various governmental authorities, in addition to industry stakeholders.

This meeting may not be recorded or transcribed without notice to all parties attending and consent from those parties.

NERC Anti-Trust Policy

It is policy and practice to obey the antitrust laws and to avoid all conduct that unreasonably restrains competition. This policy requires the avoidance of any conduct that violates, or that might appear to violate, the antitrust laws. Among other things, the antitrust laws forbid any agreement between or among competitors regarding prices, availability of service, product design, and terms of sale, division of markets, allocation of customers or any other activity that unreasonably restrains competition.

FERC Standards of Conduct

The participation in this meeting is mixed and includes marketing function employees; please refrain from divulging non-public transmission information.



All lines are muted upon entry. Participants are asked not to place the call on hold at any time. Instead, press *6 to mute and unmute.

Interruptions and Antitrust Law Violations

When a meeting is in session, in accordance with Roberts Rules of Order, a participant may immediately interrupt discussion (*6) to stop discussion of non-public transmission information or that which may violate or appear to violate anti-trust laws.

When attending the Advisory Committee, please use the raised hand feature on WebEx to interrupt the discussion.

Appendix 2 – Leadership Roles and Responsibilities

Topic	Chair	Vice Chair	Liaison	Stakeholder Relations
Responsibilities	<ul style="list-style-type: none"> ▪ Agenda development ▪ Manage meeting conduct in accordance with this guide and Robert Rules of Order. ▪ Clarify motions, type of vote and results of vote ▪ Attend Advisory Committee and Steering Committee Meetings ▪ Complete and maintain an Entity Management Plan. ▪ Provide notification to Liaison, Vice Chair and MPE (when applicable) of unavailability 	<ul style="list-style-type: none"> ▪ Agenda development ▪ Fill-in when chair is absent. ▪ Attend Advisory Committee and Steering Committee meetings (in the event the Chair cannot attend). ▪ Provide notification to Liaison and Chair of unavailability 	<ul style="list-style-type: none"> ▪ Agenda development ▪ Ensure action items and discussions are addressed by MISO and follow up as needed. ▪ Attend Advisory Committee and Steering Committee Meetings ▪ Provide objective information and expertise as requested. 	<ul style="list-style-type: none"> ▪ Agenda Development ▪ Meeting Minutes ▪ Coordinate and post materials ▪ Robert's Rules of Order Expert ▪ Stakeholder Governance Guide Expert ▪ Coordinate Entity communication ▪ Make meeting arrangements ▪ Attend AC and SC meetings ▪ Maintain Issue Tracking Tool ▪ Maintain Stakeholder Feedback Tool ▪ Track leadership terms
Authorities	<ul style="list-style-type: none"> ▪ Time and floor allocations during debate. 		<ul style="list-style-type: none"> ▪ Delegation of action items to MISO staff 	
Voting Rights	<ul style="list-style-type: none"> ▪ May vote ▪ Votes last ▪ Cannot vote when held by a facilitator or MISO staff. 	<ul style="list-style-type: none"> ▪ Votes before Chair. ▪ Cannot vote when held by a facilitator or MISO staff. 	<ul style="list-style-type: none"> ▪ Does not vote 	<ul style="list-style-type: none"> ▪ Does not vote
Debate	<ul style="list-style-type: none"> ▪ Must appear impartial ▪ Must relinquish the Chair position in order to advocate for a position. The Chair may resume its role upon closure of the issue. 	<ul style="list-style-type: none"> • May participate in discussion and debate unless acting as Chair. See Chair responsibilities. 	<ul style="list-style-type: none"> ▪ Cannot vote. ▪ Cannot debate; however, can provide input upon request from Stakeholders. 	<ul style="list-style-type: none"> ▪ Cannot vote ▪ Cannot debate; however, can provide input upon request from Stakeholders.
Impeachment	<ul style="list-style-type: none"> ▪ Can be removed at any time by a valid motion and 2/3 majority of votes cast by the Entity over which the Chair resides. Chair may also be removed by a valid motion and a 2/3 majority of votes cast by the Entity with direct authority. 	<ul style="list-style-type: none"> ▪ Vice Chair can be removed at any time by a valid motion and 2/3 majority of votes cast by the Entity over which the Vice Chair resides. Vice Chair may also be removed by a valid motion and a 2/3 majority of votes cast by the Entity with direct 	<ul style="list-style-type: none"> • Any Entity can recommend removal of a Liaison by a valid motion and a 2/3 majority of votes cast by the Entity over which the Liaison presides. 	<ul style="list-style-type: none"> ▪ Any Entity can recommend removal of a Stakeholder Relations by a valid motion and a 2/3 majority of votes cast by the Entity with which the Stakeholder Relations works

Appendix 3 – Issue Debate Process

1. Soliciting Motions
 - a. The maker of a motion subject to debate has the right to make the first statement.
 - b. The Chair must identify speakers in advance.
 - c. The Chair shall set the limits of debate.
 - d. The Chair shall recognize each speaker in turn and shall maintain order. Interruptions from other Stakeholders during debate are prohibited.
 - e. Each member that has been identified to speak will be able to do so before debate is closed.
 - f. Individuals may speak only once on a specific debate item until all previously identified speakers have had a chance to speak.
 - g. The Chair shall recognize individuals who are participating via telephone.
 - h. The job of the Chair is to facilitate debate. The Chair must not advocate a position or dominate the debate. If desiring to advocate a position, the Chair must relinquish the Chair position. The Chair must then be recognized during any ensuing debate.
 - i. Each speaker shall have an opportunity for rebuttal after all statements have been heard. The Chair shall have discretion to set limits on rebuttal time, including not having rebuttal time if the schedule does not permit it.
 - j. The Liaison (or Chair) will summarize any written comments received from absent Stakeholders at the close of the debate.
2. Closing Debate
 - a. After the expiration of the debate and rebuttal time limits, the Chair shall announce the debate closed.
 - b. The Chair may entertain motions to postpone an issue after debate and before a vote

Appendix 4 – Charter Template

Templates and examples are available from Stakeholder Relations.

Committee Full Name (ACRONYM) CHARTER

Mission Statement:

Should reflect current work effort justification.

Reports to:

Full Name (ACRONYM)

Expected Meeting Time, Frequency & Location:

The meetings of the (ENTITY) will be held on an as needed basis and are open to all interested Stakeholders. These meetings will be held at MISO facilities, by conference call, or elsewhere as needed.

Specific to Subcommittees or Working Groups - The entity will meet a minimum of four times per year.

Quorum Requirements:

None

(or as determined by each group individually)

Voting Methods:

Any votes will be conducted by straight voting (one vote per eligible Voting Member). All voting shall be in accordance with the Stakeholder Governance Guide. (Policy Document: Section 3 and 7.3)

AC and PAC specific to sector weighted requirements based on TOA

Requested Subject Matter Experts

The (ENTITY) draws upon the collective expertise of Stakeholders that elect to participate together with qualified MISO staff.

Sunset Provisions:

Specific to Subcommittee/Working Group: (ENTITY) may retire based upon the determination that the assigned task and objectives have been completed or based on the justifications listed in 3.5.5 of Governance Guide Procedure Document.

Specific to Task Force: (Entity) will retire (DATE) or upon determination the assigned task and objectives have been completed or based on the justification listed in the Governance Guide (Procedure Document: Section 3.5.5)

Additional Requirements:

None / Optional

Appendix 5 - Entity Management Plan Template

Templates and examples are available from Stakeholder Relations.



XXXX Management Plan
Last Update: (insert date)

Entity: Full Name (ACRONYM)
Reports to: Advisory Committee (AC)

Officers:
First Last, Chair
First Last, Vice Chair
First Last, MISO Liaison
First Last, Stakeholder Relations

Rationale for Existence: (Add mission statement from charter)

How many meetings were held in 202X? X

What was the average number of total participants in 202X? XXX

Recurring Tasks	Annual Administrative Tasks	Status Reports from Subordinate Entities
<ul style="list-style-type: none"> New issues assigned by Steering Committee 	<ul style="list-style-type: none"> Leadership nominations Leadership elections Set meeting schedule Annual charter and management plan review and approval (Q1) 	<ul style="list-style-type: none">

Q1 202X	Month/Date
	Month/Date

Q2 202X	Month/Date
	Month/Date

Q3 202X	Month/Date
	Month/Date

Q4 202X	Month/Date
	Month/Date

Q1 202X	Month/Date
	Month/Date

Q2 202X	Month/Date
	Month/Date

Appendix 6 - Proposal for New Entity Template

Templates and examples are available from Stakeholder Relations.

PROPOSAL FOR Insert Subcommittee, Working Group or Task Force Name

- A. What: (Purpose of the new Entity)
- B. Why: (Business drivers behind the request for a new Entity)
- C. Rationale: (for a separate Entity)
- D. How: (Projected goals of the Entity)
- E. Type of Entity Requested: (Subcommittee, Working Group or Task Force)
- F. When: (Estimated duration of the Entity)
- G. Recommendation of Entity name and Main Parent Entity (MPE)

Appendix 7 – Subordinate Entity Status Report

Templates and examples are available from Stakeholder Relations.



Status Report

SubEntity/Group:

Reports to:

Chair:

Vice Chair:

Prepared date:

Prepared by:

Last meeting date:

Next meeting date:

Information for Entity:

Highlights from recent meetings

Key decisions made / action taken:

Assigned Issues Update:

Issues/Concerns Raised to Main Parent Entity:

Next steps / future agenda items:

Appendix 8 – Main Parent Entity Status Report to the Steering Committee (SC)

Templates and examples are available from Stakeholder Relations.



Status Report

Entity:	Vice Chair:
Chair:	Prepared by:
Report Prepared date:	Next meeting date:
Last meeting date:	

Entity Update:
[Click here to enter text.](#)

Key decisions made / action taken:
[Click here to enter text.](#)

Assigned issue updates (if any):
[Click here to enter text.](#)

Summary of Sub-Entity reports (if any):
[Click here to enter text.](#)

Next steps / future agenda items:
[Click here to enter text.](#)

Appendix 9 – Main Parent Entity Status Report to the AC/BOD

Templates and examples are available from Stakeholder Relations.

Note: Separate Reports for each Main Parent Entity (MSC, RASC, RSC, PAC, RECBWG) are submitted.

Parent Entity Report to the Board of Directors and Advisory Committee

Meeting Date



MAIN PARENT ENTITY REPORT

Main Parent Entity Mission Statement

EXECUTIVE SUMMARY:

Main Parent Entity Summary of preview quarter of top two issues

ISSUE #1

Issue Name, Tracking Number, brief description

CHALLENGES and STATUS

Review of Entity Activity on the Issue

TIMELINE:

Estimated completion date and/or FERC Filing Deadline

ISSUE #2

CHALLENGES and STATUS

TIMELINE:

Prepared by: MPE Chair

Appendix 10 – Issue Submission Form

This is an online form that may be accessed from the MISO Dashboard and/or the Steering Committee pages on the MISO Website: <https://www.misoenergy.org/stakeholder-engagement/issue-submission-form/>

Issue Submission Form

This form is to recommend new issues not yet in the stakeholder process or modifications to previously assigned issues. Please direct any questions to StakeholderRelations@misoenergy.org.

Instructions and Process:

1. All fields must be completed to successfully submit.
2. Receipt of submission will be acknowledged via email.
3. MISO will work with the requestor to ensure understanding of the issue and next steps.

Submitter Information

Submitter Name, Title, Company and Contact Information

Issue Title and Brief Description

Issue Relationship and Dependencies

- Is the proposed issue related to an existing issue in any way (amendment, addition, etc.)? Is it dependent on the completion of an existing issue or the deployment of a specific technology?
- Is this a new or modified issue? If modified, what is the issue tracking ID?
- Is there a specific deadline for resolution? If so, what drives that deadline?

Issue Impacts

Markets

Select all that may apply

- FTR/ARR
- Storage
- Settlements
- Registration
- Demand Response
- Day Ahead - Energy and Ancillary Services (E&AS)
- Real Time - Energy and Ancillary Services (E&AS)
- Market Analysis
- Credit
- BPM
- Other (allow fill in the blank)
- Additional Information (allow fill in the blank)

Resource Adequacy

Select all that may apply

- Capacity Accreditation
- Capacity Products
- PRA Tools and Data
- BPMOMS-MISO Survey
- Regional Resource Assessment
- System Attributes
- LOLE Study
- BPM
- Other (allow fill in the blank)
- Additional Information (allow fill in the blank)

Reliability

Select all that may apply

- Demand Response
- Operational Performance
- Seasonal Readiness
- Storage
- Transmission
- Grid Resilience
- Other (allow fill in the blank)
- Additional Information (allow fill in the blank)

Planning and/or Cost Allocation

Select all that may apply

- Generator Interconnection and GI Queue
- Transmission Cost Allocation
- MTEP or Transmission Study
- Interregional Planning
- BPM
- Other (allow fill in the blank)
- Additional Information (allow fill in the blank)

Proposed Solution(s)

Proposed solutions may be used as a starting point to address the issue. Additional solutions may be considered.

Appendix 11 – Issue Submission Presentation to MPE Template

Templates and examples are available from Stakeholder Relations.

<div><p>Instructions: Delete this slide</p><ul style="list-style-type: none">• Copy the content of these slides to your organization's template or copy over watermarks and logos as needed• Items in black font are recommended as base content to help guide the presentation flow and provide consistency• Items in red should be updated based on the individual needs and direction of the issue; Items in parenthesis are guiding questions to help complete the slide• Be sure to clearly separate the issue definition from any recommended solution(s)• Your organization or sector may recommend assignment for MPE consideration, either to the MPE directly or a subgroup / creation of a task team, etc. Please seek guidance from Stakeholder Relations and MPE liaison/leadership in advance as needed.</div> <div>1</div>	<div><p>(Issue Title) Proposal</p><p>Presenter Name, Organization/Sector Entity Meeting Date</p></div> <div>2</div>	<div><p>Purpose and Key Takeaways</p><ul style="list-style-type: none">• Purpose: Seek adoption and assignment of issue ✓• Key Takeaways:<ul style="list-style-type: none">• Define and summarize issue• Share potential benefits and roadblocks• Appendix<ul style="list-style-type: none">• Proposed solution(s) for future consideration</div> <div>3</div>
<div><p>Define and Summarize Issue</p><ul style="list-style-type: none">• Issue Statement: add here, in brief• (Why is it important?)• (How does it affect your and other organization(s)/sector(s)?)• (Is this issue exploratory? Commonly understood?)</div> <div>4</div>	<div><p>Potential Benefits of Issue Resolution</p><ul style="list-style-type: none">• (List the primary benefits that solution will provide)• (Who is likely to receive this benefit?)• (Is this scalable to MISO footprint/industry?)• (How would we calculate/account for these benefits?)</div> <div>5</div>	<div><p>Potential Roadblocks to Issue Resolution</p><ul style="list-style-type: none">• (What is the potential downside to solving this issue?)• (Complications or barriers?)• (Are there foreseeable impacts to other areas of the business or industry, such as those on markets, planning, reliability, or resource adequacy?)</div> <div>6</div>
<div><p>Next Steps</p><ul style="list-style-type: none">• Recommendation for Main Parent Entity to Adopt Issue/• Assignment to Subgroup(s) (if applicable)• Proposed timeline:</div> <div>7</div>	<div><p>Appendix</p></div> <div>8</div>	<div><p>Potential Issue Solution(s)</p></div> <div>9</div>

Appendix 12 – Business Practices Manual (BPM) Responsibility Matrix

Manual Number	Document Number	Document Title	Entity	Subgroup	Related Tariff Modules
1	BPM-001	Market Registration	MSC		A, C
2	BPM-002	Energy and Operating Reserve	MSC, RSC		A, C
4	BPM-004	Financial Transmission Rights (FTR) and Auction Revenue Rights (ARR)	MSC		A, C
5	BPM-005	Market Settlements	MSC		A, B, C
7	BPM-007	Physical Scheduling	MSC, RSC		A,
8	BPM-008	Outage Operations	RSC		A, C
9	BPM-009	Market Monitoring and Mitigation	MSC		A, D
10	BPM-010	Network and Commercial Models	MSC, RSC		A,
11	BPM-011	Resource Adequacy	RASC		A, E
12	BPM-012	Transmission Settlements	MSC		A, B
13	BPM-013	BPM for Module B (NITS and Point-to-Point)Transmission Service	PAC		A, B
14	BPM-014	Station Power	MSC		A,
15	BPM-015	Generator Interconnection	PAC	PSC/IPWG	A,
17	BPM-017	Transmission Settlements Billing Dispute Resolution	MSC		A, B
18	BPM-018	Voltage and Reactive Power Management	RSC		A,
19	BPM-019	Monthly Transmission Billing, Cash Clearing and Revenue	MSC		A,
20	BPM-020	Transmission Planning	PAC, RECBWG		A, B
21	BPM-021	Transmission Pricing	MSC		A, B
22	BPM-022	Blackstart Service	RSC	SRRTWG	A,
23	BPM-023	Alternative Dispute Resolution	ADRC		A,
25	BPM-025	Forecast Engineering	MSC, RSC		A, C
26	BPM-026	Demand Response	MSC		A, C, E
27	BPM-027	Competitive Transmission Process	PAC		Attachment FF
28	BPM-028	Transmission Determination Process for Prospective or Existing Unregulated Transmission Owner's	PAC		
29	BPM-029	Minimum Project Requirements for Competitive Transmission Projects	PAC		