

# **Electronic Scheduling Collaborative**

## **CONSTITUTION AND BYLAWS**

April 3, 2002

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# Electronic Scheduling Collaborative

## CONSTITUTION AND BYLAWS

**Article I: Name.** This organization shall heretofore be referred to as the “Electronic Scheduling Collaborative.” Informally, or for the purpose of brevity, the group shall be referred to as the “ESC.”

**Article II: Scope & Purpose.** The Electronic Scheduling Collaborative is a collaboration of Stakeholders in the Wholesale Electric Power Industry joined for the purpose of developing standard Business Practices for Open Access Same-Time Information System (OASIS) Phase II and Electronic Scheduling. The ESC will work to resolve Business Practice issues related to OASIS and Electronic Scheduling presented by various groups within the industry. Working with, as well as independently from, the OASIS Standards Collaborative (the technical or “How” group for OASIS Phase II and Electronic Scheduling), the ESC will develop a cohesive approach for implementation of OASIS Phase II.

The ESC was initially comprised of the members of the North American Electric Reliability Council (NERC) Electronic Scheduling Task Force. The transition to the ESC was a direct result of the FERC ANOPR on OASIS Phase II and Electronic Scheduling (RM00-10).

The ESC will develop Business Practices and Standards for OASIS Phase II and Electronic Scheduling, in compliance with federal regulations, to enable the Industry to:

- Procure, Track, Trade, and Schedule Transmission Rights
- Procure, Track, Trade, and Schedule Energy
- Procure, Track, Trade, and Schedule Ancillary Services
- Promote and facilitate the concept of One Stop Shopping
- View information postings related to the above actions

The ESC will also have responsibility for identifying and developing functional processes and standards in conjunction with the OSC, and at a minimum:

- Develop the processes for One Stop Shopping
- Determine what information must be published to the marketplace related to Transmission Rights, Energy, and Ancillary Services
- Address transition to OASIS Phase II from OASIS 1A and E-Tag environments

The ESC will interface with the OSC and appropriate commercial Business Practice standards boards and/or file proposals with the Federal Energy Regulatory Commission (FERC) to facilitate adoption of the ESC Business Practices and recommended standards. The ESC will coordinate necessary changes to NERC Policies or Organization Standards with NERC Committees, or any successor organization.

### Article III: Members

**Section 1: Classes and Qualification of Membership.** The following nomenclatures shall define the classes and qualification criteria of membership available in the Electronic Scheduling Collaborative.

*Active Members* shall be those members who represent a legitimate industry stakeholder as defined in Section 2. To qualify as an Active Member, participants must either be employed by or hold proxy for an entity registered with the ESC Secretary in one of the voting segments as defined in Article V, Section 6. Advisory Members holding valid proxy qualify as Active Member.

*Advisory Members* shall be those members who do not qualify for Active Membership, but wish to participate in discussions and/or meetings without the right to vote. Any other entity that wishes to participate in debate with the ESC, but does not qualify for Active Membership shall participate as an Advisory Member. All Regulatory representatives and Industry Vendors are Advisory Members (unless proxy is held).

**Section 2: Registration.** Active Member consideration for a particular Segment must be formally requested, with justification describing eligibility for participation in that Segment. Segments may be changed on a yearly basis during the first meeting of the year. Registration as an Active Member of the ESC must be made or renewed by an entity at least thirty (30) days prior to the first meeting of the calendar year by using a registration form similar to Attachment B. The Registration must be submitted to the ESC Secretary who, along with the ESC Membership Committee, shall review the company qualification for each requested segment. If the Secretary and the Membership Committee disagree with an entity's requested registration, that entity is allowed to appeal at the next regular ESC meeting. The Secretary shall present the ESC Active Member Roster and Segment Registration at the first ESC meeting of the calendar year for full ESC review and acceptance by the ESC using the process described in **Article V Section 8: Voting Process for Core Function and Governance Decisions** except that the twenty-one (21) day notice period will not apply. If the roster is not approved then the segment registration of the previous year shall be utilized until the New Year registration is approved.

Throughout the year, an entity may petition to become an Active Member of the ESC by completing a registration form similar to Attachment B and submitting it to the ESC Secretary at least thirty (30) days prior to the first meeting at which the entity would be considered for membership. The Registration must be submitted to the ESC Secretary who, along with the ESC Membership Committee Force, shall review the company qualification for each requested segment. If the Secretary and the Membership Committee disagree with an entity's requested registration, that entity will be notified and will be allowed to appeal at the next regular ESC meeting. The Secretary shall present the ESC Active Member Roster and Segment Registration at the next regularly scheduled ESC meeting of the calendar year for full ESC review and acceptance by the ESC using the process described in **Article V Section 8: Voting Process for Core Function and Governance Decisions** except that the twenty-one (21) day notice period will not apply.

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The registration shall name the person(s) the company wishes to represent it in each segment. Throughout the year a company would be allowed to change its designated representative with at least fourteen (14) days notice by submitting a revised registration form to the ESC Secretary. Non-permanent changes shall be accomplished through the proxy process as described in **Article III Section 5: Proxies**.

There are no formal requirements for Advisory Membership, nor is there a formal review process.

**Section 3: Fees and Dues.** Currently, membership in the Electronic Scheduling Collaborative shall be free of fees or dues.

**Section 4: Rights of Membership.**

*Active Members* are given the right to be recognized by the Chair, author motions, debate, and vote.

*Advisory Members* are given the right to be recognized by the Chair and debate. They may not author motions and they are not allowed to vote.

**Section 5: Resignations and Change of Membership Classification.** Resignations shall be accepted from any member at any time. A member cannot resign while holding a proxy.

The Electronic Scheduling Collaborative may, at any time they see fit, vote to change the status of members from *Active* to *Advisory*. Such changes must be approved under Article V, Section 8.

### **Article IV: Officers.**

**Section 1: Officers.** The following shall be the officers of the Electronic Scheduling Collaborative.

*Chairperson.* The Chairperson must be selected from the Active Membership.

*Vice Chairperson.* The Vice Chairperson must be selected from the Active Membership.

*Secretary.* The Secretary must be selected from the Active Membership or from the Advisory Membership.

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**Section 2: Duties.** The officers described above shall have the following duties.

*Chairperson.* The Chairperson shall call meetings to order, ensure that these Bylaws are followed, and lead discussion as needed. The Chairperson shall also ensure the Agenda is properly followed.

*Vice Chairperson.* The Vice Chairperson shall serve as Chairperson in the absence of the elected Chairperson. The Vice Chairperson shall also develop and prepare the Agenda.

*Secretary.* The Secretary shall record the minutes of all formal meetings, as well as count and record all votes. The secretary shall also work with the Vice Chairperson to develop and prepare the Agenda and arrange for meetings. The secretary shall receive and validate membership applications and maintain the membership roster. The Secretary shall receive and validate proxies, as well as serve as proxy designee for absentee votes as defined in Article V: Section 10: Absentee Voting.

The Chairperson, Vice Chairperson, and Secretary (if an Active Member), retain all Active Member Rights

**Section 3: Term of Office.** Officers shall serve for a period of approximately twelve (12) months. Successive terms are allowed.

**Section 4: Nominations and Elections.** Nominations shall be accepted for at least thirty (30) calendar days prior to the Election meeting. Nominations may only be made by Active Members. Anonymous Nominations are not allowed. Nominees must accept their nomination in order to be considered Candidates.

Elections shall occur at the first formal meeting of the year. If only one Candidate exists for a given position, the Candidate shall fill that position without debate.

Voting on ESC Officers shall be in accordance with Article V Section 7.

### **Article V. Meetings.**

**Section 1: Regular Meetings, Exceptions and Special Meetings.**

**Regular Meetings.** Regular Meetings of the Electronic Scheduling Collaborative shall be held approximately monthly. Duration shall be approximately one and one-half days.

**Exceptions and Special Meetings.** In certain situations, meetings may be skipped, shortened, or extended. These changes must be made with at least fourteen (14) calendar days notice and with a majority of segment weighted Active Membership approval.

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Special meetings may be called by the Chairperson, but must be noticed at least fourteen (14) calendar days prior to the date of the meeting. Special Meetings may be accomplished through conference call as well as by formal face-to-face meeting. This provision does not preclude the ability of working phone conferences, however such phone conference cannot be considered a special meeting with formal decision making per this article unless the notice period is met.

### Sections 2: Quorum Requirements for Regular and Special Meetings

To establish a quorum for holding ESC meetings under Article V – Section 1 (Regular and Special Meetings), one (1) Active Member from each of three (3) Voting Segments attending the meeting shall constitute a quorum. Valid proxies and absentee votes may be used to satisfy the quorum requirement. Meetings that do not have a quorum for the purpose of addressing business under Section 1 may proceed in an informal basis (i.e., no minutes or votes may be taken).

**Section 3: Notice.** All Meetings shall be noticed at least thirty (30) calendar days prior to the date of the meeting. All Meeting Agendas shall be distributed at least fourteen (14) calendar days prior to the date of the meeting. All requests to Establish a Standard or file information with FERC or another standards approval entity shall be noticed at least thirty (30) calendar days prior to the date of the meeting at which the request shall be considered, as required in Article V Section 8.

**Section 4: General Procedure.** Except as indicated in these Bylaws, all meetings shall be run according to Robert's Rules of Order, Newly Revised, 10<sup>th</sup> Edition, hereafter referred to as Robert's Rules. Segmented weighted voting shall be used as described in Article V, Section 6 for Main Motions for the election of officers, core function and governance decisions, as defined in Article V, Sections 7 and 8. Subsidiary motions require a majority or two-thirds vote as described in Article V, Section 9 – Handling Main, Subsidiary, Privileged, and Incidental motions. Incidental motions require a two-thirds vote, majority vote or no vote at all, as described in Article V, Section 9 – Handling Main, Subsidiary, Privileged, and Incidental motions.

**Section 5: Proxies.** Electronic Scheduling Collaborative members may transfer their voting or other membership rights to other entities (Active Member or Advisory Member) by utilizing the Letter of Proxy found in Attachment A of these Bylaws. The Letter of Proxy must be filed electronically if at all possible using the ESC web site. If filing the proxy electronically is infeasible a hardcopy form (Attachment A) may be submitted to the Secretary. The Secretary shall be responsible for verifying all proxies and communicating all verified proxies to the membership attending each ESC meeting. All proxies must be received by the Secretary no later than three working days prior to the meeting in which the proxies take effect. Proxies that cannot be verified will not be recognized.

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### Section 6: Segment Weighted Voting Representation

The Electronic Scheduling Collaborative shall use a Segmented Voting structure. Six (6) Voting Segments shall be defined as follows:

1. *Transmission Owners* – to be comprised of entities that own a significant quantity of transmission used in bulk power transactions
2. *ISOs, RTOs, RROs, and Non-owning Transmission Operators* – to be comprised of FERC-recognized ISOs or RTOs, NERC Regional Reliability Organizations or Councils, or a non-jurisdictional entity that performs the functions of an ISO, RTO or RRO. Other non-owning operators could include entities performing Control Area, Balancing Authority, or similar operating functions that are not in an RTO, ISO or RRO.
3. *Electric Generators* – to be comprised of entities that directly sell generation output into the wholesale marketplace or to retail loads over the bulk transmission system
4. *Electricity Brokers, Aggregators, Marketers* – to be comprised of entities that buy energy and related services for resale to Load Serving Entities and Transmission Dependent Utilities in either wholesale or retail markets, or brokers purchases and sales between entities.
5. *Load Serving Entities and Transmission Dependent Utilities* – to be comprised of entities with obligation to serve end use customers, or retail aggregators.
6. *End-Use Customers* – to be comprised of individuals, groups, their agents and associations that take service of an aggregate size of 1 MW on peak or greater, excluding entities who would qualify for another segments above.

Active Members must choose Segment(s) in which they wish to participate. If qualified, entities may participate in more than one Segment, provided they supply a separate representative for each Segment. Company Affiliates may individually seek membership and/or register in different segments in which they have a direct interest. Consideration for a particular Segment must be formally requested, with justification describing eligibility for participation in that Segment. Segments may be changed on a yearly basis during the first meeting of the year. **No single person may vote in more than one Segment regardless of what proxies they hold.**

Each Segment shall receive one vote. Distribution of that vote shall be based upon the Active Membership votes cast within that Segment.

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## Section 7: Voting Process for Election of Officers

This section applies to the election of officers of Article IV.

The following rules apply:

- Notice – at least sixty (60) days prior to the election a notice will be sent to the ESC membership setting the date of the election and soliciting nominations. Nominations will be accepted for at least a thirty-day (30) period. Nominations will be closed and a list of candidates with their Bios will be posted to the ESC active members at least twenty-one (21) days prior to election meeting.
- Representation & Quorum – Voting shall be tallied by segment as described in Article V Section 6. To establish a quorum for voting under Article V – Section 7 (Voting Process for Election of Officers) two (2) Active Members from each of three (3) Voting Segments attending the meeting shall constitute a quorum. Valid proxies and absentee votes may be used to satisfy the quorum requirement. Voting under Section 7 will not be allowed for meetings that do not meet this quorum requirement. If a segment does not have two Active Members in attendance, that segment will be ignored for the purpose of calculating the Section 7 or 8 vote result.
- Process – If there are two candidates for a given position, then the Active Membership present shall vote by secret ballot and determine the winner of the election. A candidate must receive at least fifty (50) percent of segment weighted votes cast to win an election.

In the event that there are more than two candidates for a given position, the Active Membership present shall vote by secret ballot and determine the top two Candidates by the largest two pluralities of the segment weighted votes for each Candidate. Following this determination, the Active Membership shall determine the winner of the election as described in the previous paragraph.

The Chairperson shall be elected first, followed by the Vice Chairperson, followed by the Secretary. Any runner-up Candidates for the position of Chairperson shall automatically be considered as Candidates for Vice Chairperson.

## Section 8: Voting Process for Core Function and Governance Decisions

This section applies to Core Function and Governance Decisions. Core Function and Governance decisions are those for which an industry consensus is absolutely necessary for the ESC position to be credible. Core Function and Governance Decisions shall be defined as:

- amendment to or modification of this Constitution and Bylaws,
- reclassifying a member from Active to Advisory,
- adopting a Standard,

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- authorizing a document to be filed with the FERC or any other standards organization, and
- approving the roster of Active Members and changes thereto.

For a *Core Function* or *Governance related motion* to pass, the following criteria must be met:

- Notice – proposals to adopt a standard, or approve a filing with FERC or any standards setting organization must be provided to the Active Membership at least thirty (30) days prior to the ESC voting on the proposal. Proposals to change the ESC Scope, or change these Bylaws, reclassifying a member must be provided to the Active Membership at least twenty-one (21) days prior to the ESC voting on the proposal. There is no notice period required for an amendment to a core function and governance motion if a non-segment weighted vote of two-thirds of the active members present determines that the amendment does not fundamentally alter the nature of the Main Motion. If the amendment is accepted, the pending question as amended will require a segment-weighted vote for approval, as described in Article V Sections 6, 7 and 8. If the amendment is accepted, absentee votes shall only be counted in the segment-weighted vote of amended motion upon general consent of the assembly.
- Representation & Quorum – Voting shall be tallied by segment as described in Article V Section 6. To establish a quorum for voting under Article V - Section 8 (Voting Process for Core Function and Governance Decisions), two (2) Active Members from each of three (3) Voting Segments attending the meeting shall constitute a quorum. Valid proxies and absentee votes may be used to satisfy the quorum requirement. Voting under Section 8 will not be allowed for meetings that do not meet this quorum requirement. If a segment does not have two Active Members in attendance, that segment will be ignored for the purpose of calculating the Section 8 vote result.
- Process: For a motion to pass 1) it must receive at least two-thirds of the segment-weighted votes cast (a “super-majority” as defined below), and 2) no more than one segment may have voted less than fifty (50) percent in the affirmative. If two or more segments vote to defeat a motion it is considered defeated regardless of the size of the of the majority in the overall vote.

To achieve a super-majority the motion must receive at least two-thirds of the segment weighted votes cast. The number of affirmative votes cast in each segment will be divided by the sum of affirmative and negative votes cast to determine the fractional affirmative vote for each segment. Abstentions and non-responses will not be counted for the purposes of determining the fractional affirmative vote for a segment.

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The sum of all segment's fractional affirmative votes divided by the number of segments voting will be used to determine if a super-majority has been achieved. If that sum is at least two-thirds then a supermajority approval has been achieved

Votes will be by roll call and the vote of each Active Member voting will be recorded in the minutes of the meeting. Each attending Active Member will be asked to specifically respond "Aye," "Nay," or "Abstain."

The secretary shall tally the votes, including proxies and absentee votes, determine results, and record votes by name and segment in the ESC meeting minutes.

### Section 9: Main, Subsidiary, Privileged, and Incidental motions:

The tables below summarize Robert's Rules for Voting and Motions as adapted for the ESC. Some motions that require two-thirds vote by Robert's Rules will also require a Segment Vote according to these Bylaws. Where clarification is required, refer to the section of Robert's Rules indicated in the first column, "Motion."

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**Table 1: Main, subsidiary and privileged motions**

	Section in Robert's Rules. Name of Motion	Description	In order when another has the floor?	Requires a second? *	Debatable?	Amendable?	Required Vote **	Can be reconsidered? **
Privileged Motions	21. Fix time to adjourn	Decide on a time to end the meeting	NO	YES	NO	YES	M	YES
	21. Adjourn	End the meeting	NO	YES	NO	NO	M	NO
	20. Recess	Take a break	NO	YES	NO	YES (1)	M	NO
	19. Personal Privilege	Take care of noise, temperature or other personal privilege	YES	NO	NO (2)	NO	N (3)	NO
	18. Call for Orders	Call for the orders of the day	YES	NO	NO	NO	N (3)	NO
Subsidiary Motions	17. Lay on the Table	Postpone for an undetermined period of time to be reintroduced before the end of the conference. Out of order if used to kill a motion	NO	YES	NO	NO	M	NO
	16. Previous Question	Call for an immediate vote	NO	YES	NO	NO	2/3	YES
	15. Limit or Extend Debate	Limit or extend limits of debate	NO	YES	NO	YES	2/3	YES (4)
	14. Postpone	Postpone definitely	NO	YES	YES	YES	M (4)	YES
	13. Commit or Refer	Commit (refer to committee)	NO	YES	YES	YES	M	YES (4)
	12. Amend	Amend	NO	YES	YES (4)	YES	2/3	YES
	11. Postpone indefinitely	Kill a motion politely (as in through a straw vote)	N/A	N/A	N/A	N/A	N/A (5)	N/A
Main Motion	10. Main Motion	Bring business before the assembly	NO	YES	YES	YES	Sector or 2/3 (6)	YES

\*Motions presented by a committee do not require a second. The chair may approve motions by general consent ("Hearing no objections...").

\*\*M = Majority vote as described in Robert's Rules; 2/3 = two-third vote as described in Robert's Rules; Segment = Segment Weighted Voting as described in Article V, Section 6 of these Bylaws. N = Any one active member may request a formal vote is not required. Segment votes shall be by Roll and recorded for public review

(1) Debatable only to length and time.

(2) Debatable if no motion is on the floor.

(3) Does not require a vote.

(4) See Robert's Rules for clarification and exceptions.

(5) This motion is not permitted in the ESC, all motions shall be voted on (6) By Segment as required in Article V Sections 7 & 8, otherwise by 2/3 of active members present

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**Table 2: Incidental motions and motions that bring again a question before the assembly**  
Incidental motions do not have rank amongst themselves. They are incidental to the main motion and are handled immediately.

Motion	Description	Example	Vote *	Special Rules **
23. Point Of Order	To enforce rules	I rise to a point of order	Chair	Not debatable. If you disagree, follow with an Appeal (requires a second).
24. Appeal	Protest Ruling of Chairman	I appeal the decision of the chair	Majority	2 <sup>nd</sup> required Debatable – each member may speak only once except the chair who may speak once in defense and then immediately before the vote.
33. Point of Information	Request Information	I rise to a point of information	Given by chair / authority	
33. Parliamentary Inquiry	Request parliamentary help	I rise to a parliamentary question	Given by chair / authority	
29. Division	Demand a verification of the vote	“Division!”	On demand of one member	Recount must be visible to the members so the group can see the correctness of the call.
27. Division of a question	To separate parts of a motion	I move that the motion be divided	Majority	2 <sup>nd</sup> required. Parts of the question must be able to stand alone.
26. Object to Consideration	Remove an improper matter from the floor	I object to the consideration of ...	2/3	No 2 <sup>nd</sup> required. Not debatable. Must be made before debate has begun.
34. Permission Withdraw	To withdraw a motion I made	I request that my motion be withdrawn	Majority	Chair can usually handle this through general consent.
25. Rescind	To change a decision	I move to rescind the motion to...	Sector or 2/3 (1)	
37. Reconsider	To bring back a motion for revote	I move to reconsider the vote on...	Majority	– <b>must be by a voter on the winning side</b> – and must be made the same or next day in a convention
25. Suspend rules	To suspend a particular rule or set of rules provided the proposal is not in conflict with the Bylaws	I move to suspend the rules which...	2/3	– not debatable – not amendable

\*M = Majority vote as described in Robert’s Rules; 2/3 = two-third vote as described in Robert’s Rules; Sector = Segment Weighted Voting as described in Article V, Section 6 of these Bylaws; Chair = decided by the Chair. See paragraph two of this section.

\*\* See Robert’s Rules for clarification and exceptions.

(1) By Segment as required in Article V Sections 7 & 8, otherwise by 2/3 of active members present

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### Section 10: Absentee Voting

Absentee Voting shall be allowed for certain items defined in Article V Section 8. Specifically, Absentee Voting may be used to cast votes for:

- amendment to, or modification of this Constitution and Bylaws,
- adopting of a Standard, and
- authorizing of a document to be filed with the FERC or any other standards organization.

Absentee Voting shall be accomplished by filing a proxy with the Secretary. The proxy must designate the Secretary as the proxy holder, and voting instructions must accompany the proxy indicating the desired votes to be cast. Any votes not explicitly identified will be considered abstained. At the time of vote, the Secretary shall include any such Absentee Votes in both the Quorum requirements and the final vote.

All other rules regarding proxies shall apply as defined in Article V Section 5.

### Section 11: Reductions in Notice

In the interest of providing for expediency, notice requirements as described in this document may be waived due to special circumstance. In such situations, a Motion to Reduce Notice for the issue with explicit declaration of the reduced notice must be made and passed.

For a Motion to Reduce Notice to pass, at least fifty (50) percent of each segment in attendance must approve the waiver. If any single segment does not approve the Motion by at least fifty (50) percent, then the Motion shall fail, and standard notice requirements remain in effect.

## Article VI: Developing Standards

The ESC shall develop a formal process for the development of standards. The process shall be formally adopted by the ESC and all amendments to the process shall be voted on using the voting process of Article V, Section 8: Voting on Standards, Filings, Scope and Governance.

The ESC process is intended to develop consensus, first on the need for the standard, then on the standard itself. This is to be accomplished by first researching the background and need for a standard, establishing an ESC consensus that a standard should be developed, drafting the standard, providing adequate notice to ESC membership that a draft standard is available for review and formally voting to establish a consensus that the draft standard should be adopted.

The ESC standards process will have the following characteristics:

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- Due process – Any person, whether an Active Member or not, with a direct and material interest has a right to participate by: a) submit a request for a new standard, b) expressing an opinion and its basis regarding the proposed standard, and c) having that position considered.
- Openness – Participation is open to all persons who are directly and materially affected by North American bulk electric system reliability. There shall be no undue financial barriers to participation. Participation shall not be conditional upon membership in the ESC or any organization, and shall not be unreasonably restricted on the basis of technical qualifications or other such requirements.
- Balance – The ESC standards development process shall have a balance of interests and shall not be dominated by any single interest category.

**ArticleVII: Committees, Working Groups, and Task Teams.** Initially, the Electronic Scheduling Collaborative shall have the following Working Groups:

- Standards Process Committee
- Business Practices and Scheduling Model Committee
- Communications Committee
- Membership Committee
- Governance Committee

Special Committees, Working Groups, and Task Groups may be established as necessary to carry on the work of the organization.

**ArticleVIII: Authority.** The Electronic Scheduling Collaborative shall represent industry debate and consensus issues related to OASIS Phase II or Electronic Scheduling to the Federal Energy Regulatory Commission and to other appropriate standard setting organizations such as NERC. Any standards, Business Practices, specifications, or other such works developed by the Electronic Scheduling Collaborative shall be presented to the FERC for review. In addition, the Electronic Scheduling Collaborative may choose to file informational and status documents with FERC.

In order to ensure adequate consensus building and practicality, the ESC will coordinate with and maintain close liaison relationships with NERC and other Industry groups, including:

- the OASIS Standards Collaborative (OSC),
- the NERC Standing Committees (OC/PC/MIC) and Subcommittees,
- the Market Interface Practices Subcommittee (MIPS), and
- RTOs, ISOs, RROs, Trade Organizations, Special Interest Groups, and other organizations.

Specific liaisons may be appointed to carry on the work of the organization.

**Attachment A**

**Letter of Proxy**

I, \_\_\_\_\_, as an Active Member of the Electronic Scheduling Collaborative and as a representative of \_\_\_\_\_, hereby appoint \_\_\_\_\_ to act as my agent and hereby transfer to him/her all my existing rights of Membership, except to the extent that I state otherwise (attach additional sheets if necessary): \_\_\_\_\_

\_\_\_\_\_  
\_\_\_\_\_

This Letter of Proxy shall take effect \_\_\_\_\_.

Optional instructions: I direct my agent to make decisions in accordance with the following instructions below (attach additional pages if necessary): \_\_\_\_\_

\_\_\_\_\_  
\_\_\_\_\_

This proxy shall remain in effect until such time as I choose to specify otherwise or \_\_\_\_\_, whichever is sooner.

Signature \_\_\_\_\_

Name \_\_\_\_\_

Company \_\_\_\_\_

Telephone \_\_\_\_\_

Date \_\_\_\_\_

**Internal Use Only**

Proxy Verified \_\_\_\_\_ Date \_\_\_\_\_  
(ESC Secretary)

**Attachment B**

**Registration as an Active Member of the ESC**

**Entity Legal Title and Description:**

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**Entity Requested Segment Representation and named representative**

<b>Requested Segment</b>	<b>Representative</b>
<input type="checkbox"/> <b>Transmission Owners</b>	_____
<input type="checkbox"/> <b>2. ISOs, RTOs, RROs, and Non-owning Transmission Operators</b>	_____
<input type="checkbox"/> <b>3. Electric Generators</b>	_____
<input type="checkbox"/> <b>4. Electricity Brokers, Aggregators, Marketers</b>	_____
<input type="checkbox"/> <b>5. Load Serving Entities and Transmission Dependent Utilities</b>	_____
<input type="checkbox"/> <b>6. End-User</b>	_____

**Entity statement of eligibility - please describe your legal entities legitimate business interest in each requested segment**

1. *Transmission Owners* – to be comprised of entities that own a significant quantity transmission used in bulk power transactions

Entity Statement of description of legitimate business interest:

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2. *ISOs, RTOs, RROs, and Non-owning Transmission Operators* – to be comprised of FERC-recognized ISOs or RTOs, NERC Regional Reliability Organizations or Councils, or a non-jurisdictional entity that performs the functions of an ISO, RTO or RRO. Other non-owning operators could include entities performing Control Area, Balancing Authority, or similar operating functions that are not in an RTO, ISO or RRO.

Entity Statement of description of legitimate business interest:

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Electronic Scheduling Collaborative  
Constitution and Bylaws

3. *Electric Generators* – to be comprised of entities that directly sell generation output into the wholesale marketplace or to retail loads over the bulk transmission system

Entity Statement of description of legitimate business interest:

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4. *Electricity Brokers, Aggregators, Marketers* – to be comprised of entities that buy energy and related services for resale to Load Serving Entities and Transmission Dependent Utilities in either wholesale or retail markets, or brokers purchases and sales between entities.

Entity Statement of description of legitimate business interest:

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5. *Load Serving Entities and Transmission Dependent Utilities* – to be comprised of entities with obligation to serve end use customers, or retail aggregators.

Entity Statement of description of legitimate business interest:

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6. *End-Use Customers* – to be comprised of individuals, groups, their agents and associations that take service of an aggregate size of 1 MW on peak or greater, excluding entities who would qualify for another segments above.

Entity Statement of description of legitimate business interest:

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Entity Point of contact (A company officer other than the named representative above)

Name

Position

Mailing address

Phone number