

## **GAST RFP - Appendix B - MC Resolution**

During the Task Force 719 process there have been numerous discussions among members concerning the effectiveness of the overall PJM governance structure, the information provided to the PJM Board of Managers and the way voting power is allocated under the PJM Operating Agreement and manuals;

Some members questioned whether these issues call into question PJM's "responsiveness", as that term is used in FERC Order No. 719;

The discussions in the Task Force 719 meetings by the stakeholders reveal that additional, in-depth conversation is required among the stakeholders in a forum devoted to just these topics;

As such, in lieu of continuing the discussions about these concerns at PJM Task Force 719, the PJM Members' Committee commissions a special team ("Governance Assessment Special Team") to undertake a "PJM Member Governance Assessment", as authorized by the PJM Committee Bylaws (section 4.c) found in the Members Committee Handbook:

The Chair of a Senior Committee may appoint a select team of named individuals to develop, assess or revise any PJM or Committee process concerning his Committee, which team may meet in closed sessions; *provided*, the Chair shall inform his Committee of the purpose, progress and products of any such team.

However, this special team will be open to all members and may not meet in closed session.

The Governance Assessment itself will involve all interested Members of PJM, not just the Governance Assessment Special Team. After the Governance Assessment is complete, the results of this assessment will be brought to the Members Committee along with a recommended plan to move forward (or not). Such assessment will be complete in time for posting and presentation at the June 25 Members Committee meeting.

At this time, the Governance Assessment Special Team is directed only to work out details around the initial Governance Assessment process, including the following tasks:

- Select a skilled facilitator(s) who can
  - (1) Gather and inventory the concerns regarding PJM governance and stakeholder processes, including but not limited to the concerns discussed during the PJM Task Force 719 meetings.
  - (2) Provide an assessment to the membership of the issues that have been raised or identified and the possibility of reaching consensus on possible measures that might address some or all of the concerns raised.
- Work with the chosen facilitator on determining the appropriate forum and time period for performing the Assessment above. The above steps will be reported on at the May Members Committee
- Other tasks to be completed by the Governance Assessment Special Team include working with the chosen facilitator to develop an Action Plan on how to proceed given the information received through the Assessment.
- Should the MC choose to move forward with the Action Plan, such plan will be completed in time for posting, presentation and action at the September MC.