

Organization of MISO States
Process for Approving Position Statements
Approved May 18, 2017

I. PURPOSE

- A. Describe how Organization of MISO States (OMS) positions are developed and approved.
- B. Allow for timely OMS action with sufficient opportunity to understand issues, consider all member perspectives and experiences, and accommodate required individual OMS Board of Director (BOD) member approval processes.
- C. Strive for consensus OMS positions and properly and positively communicate differing positions. When consensus is not achievable, differing positions will be presented and explained in full.
- D. Document action taken by the BOD.

II. GUIDING PRINCIPLES FOR DRAFT DOCUMENT PREPARATION

- A. Policy decisions and documents, including, but not limited to, RTO hot topic responses, FERC filings, and documents to be filed with other federal or state agencies, shall be approved by the BOD.
- B. Other documents that do not change existing, or create new, policy positions may be submitted by and on behalf of a WG, including but not limited to, RTO feedback requests and/or other technical documents.
- C. The BOD will receive documents five (5) business days in advance of the BOD meeting at which a vote or discussion is scheduled. Revisions shall be provided by BOD members and sent to BOD members before noon Eastern Prevailing Time (EPT) the day before the scheduled BOD meeting. A draft incorporating all revisions and comments received will be circulated by OMS staff to BOD members by 3pm EPT the day before the BOD meeting. In the event these timelines are not met, the board will vote whether to consider any late-received document(s).
- D. To facilitate good understanding of proposed changes to draft BOD or WG documents:
 - 1. Members should use "Track Changes" so it is easy to identify revisions.
 - 2. The reason for substantive changes should be noted.
 - 3. Use of SharePoint is preferred, but if changes are made outside of SharePoint, a revised document should be renamed with an identifying member abbreviation added to the end of original draft document file name. If a member is revising a document submitted by another member, the same naming convention applies (e.g., *document name +WY +CA.doc*).

III. OMS PROJECT LIST

- A. OMS staff, supplemented by input from all of OMS, shall maintain on the OMS SharePoint site a current and consolidated list of projects for possible OMS action in the next few months, including projects with deadlines further out that may already be known.
- B. All of OMS are encouraged to continually provide updates to the project list to OMS staff, including timelines and deadlines as established for development of documents.
- C. OMS staff shall provide the updated project list at each OMS Executive Committee (EC) meeting, bringing to the EC's attention any notable projects or coming deadlines.
- D. The project list will also be available to the BOD with meeting materials for each BOD meeting.

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IV. DRAFTING

- A. WG chairs, WG members, or OMS staff, at the direction of the WG chairs, the EC or BOD, will draft documents recommending WG and BOD positions. Drafters will establish a timeline for completion of the document in accordance with the timelines established in the Guiding Principles for BOD documents, and as appropriate for a document submitted on behalf of a WG, allowing for the time and opportunity at least two rounds of revisions by the WG. A WG meeting shall be scheduled for the purpose of discussing the scope and content of a draft document, unless time restrictions prevent such an initial meeting. Draft WG documents should, to the extent known and possible, reflect BOD policy positions and/or consensus WG positions.
- B. Drafters may request BOD policy direction or EC review for an item on the project list or a drafting assignment.
- C. WG members shall strive to understand and represent the positions of BOD members in the discussions leading to and during the drafting process, and to understand other WG positions to better inform BOD members of WG activity.
- D. Draft WG documents will be considered and discussed at WG meetings with adequate notice to all WG members. Draft WG documents will be posted to the WG section of the SharePoint site. WG members are responsible for reviewing and providing input on draft WG documents.
- E. WG members may include alternative language and/or footnotes in a draft WG document to ensure their position(s) is captured and communicated accurately.
- F. Based on the project list deadline and the schedule for submission, WG document drafters will define the project timeline for timely completion of the draft document.
- G. Draft document development shall follow the OMS Drafting Guide/Drafting Template.
- H. WG chairs and/or OMS staff will incorporate proposed changes received, identifying areas of disagreement, and recirculate the draft to the assigned WG members and post the draft to the OMS SharePoint website for final review.
- I. If significant areas of disagreement are identified, a WG meeting may be scheduled to provide an opportunity for discussion among WG members to ensure understanding of the various points of view, work to achieve consensus on WG recommendation, and refine the WG draft document to be submitted.
- J. Based on that meeting, WG chairs or OMS staff will make final revisions, identifying the areas of disagreement, potential alternatives, and WG members who support the alternatives.
- K. OMS staff, in coordination with the relevant WG chairs, shall review and modify the completed WG draft document as needed for typos, formatting, grammar, cohesiveness, OMS member position consolidation, inclusion of OMS member alternative language, explanation of differing opinions, etc.
- L. The final draft document will be posted to the OMS SharePoint website, and circulated to the BOD in accordance with the timing deadlines above for documents being presented for BOD-approval

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V. BOARD OF DIRECTORS APPROVAL

- A. Draft documents requiring BOD approval before submission or filing will be considered, discussed, and voted upon at a regular or special OMS BOD meeting for which the draft document is listed as a voting Action Item on the BOD meeting agenda.
- B. Either OMS staff or WG chair(s), or a WG member selected for that purpose shall present the draft document at the BOD meeting.
- C. Because of the benefit of OMS consensus positions, BOD members are encouraged to discuss and agree upon as many issues as possible during the BOD discussions related to the document.
- D. The BOD may decide not to vote on an item and direct further action as it deems necessary.
- E. The BOD may direct OMS staff to file a document with revisions identified at the BOD meeting.
- F. The BOD may determine that an e-mail vote is appropriate or necessary. The result of e-mail votes shall be captured in the BOD meeting minutes at which the document is on the agenda. When directing an e-mail vote, the BOD should include:
 - 1. Precise identification of the draft document version for which the vote is taking place.
 - 2. The deadline for submitting e-mail votes from members.

VI. POST BOD MEETING ACTION

- 1. To accommodate individual member approval processes, and at its discretion, the BOD may grant members present at a BOD meeting an extension of time to provide their vote(s) to OMS staff.
- 2. Members granted a voting extension may confirm or change their votes within the extension time, but may not propose any changes to the draft document.
- 3. Post-meeting votes must be documented in the minutes of the BOD meeting at which the document is on the agenda.
- 4. The final OMS vote will be determined at the deadline given by the BOD.
- 5. Any last minute typographical and grammatical corrections to OMS documents may be sent directly to OMS staff who will make the corrections if deadlines permit.

VII. USE OF CLOSED SESSION FOR OMS BOARD MEETINGS

- 1. OMS members wishing to bring an issue to closed session shall provide notice by noon EPT the day before a scheduled board meeting.
- 2. Notice shall include justification for the request with sufficient detail to allow members to understand how a specific issue before the board invokes Section XIII of the OMS bylaws. Members may ask for clarification if necessary.
- 3. Objections to closed session shall be raised by board members by close of business the day before the scheduled board meeting.
- 4. If no objection is raised, the issue will go to closed session.
- 5. If an objection is raised, the issue will go to the Executive Committee for an e-mail vote. A majority of the Executive Committee members must vote to approve the use of a closed session before noon on the day of the board meeting.