



Working to Perfect the Flow of Energy

PJM Manual 34:

PJM Stakeholder Process

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Prepared by

Market Services Division

Stakeholder Affairs Department

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PJM Manual 34: PJM Stakeholder Process

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Approval

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David Anders, Manager
Stakeholder Affairs

Current Revision

Revision 0 (8/12/2010):

- This is a new manual.

Stakeholder Group	SHP Manual Effective Date
Audit Advisory Committee	3/31/2011
Finance Committee	5/17/2011
Liaison Committee	10/14/2010
Market Implementation Committee	3/16/2011
Market Monitoring Unit – Advisory Committee	3/31/2011
Markets and Reliability Committee	3/23/2011
Members Committee	3/31/2011
Nominating Committee	5/20/2011
Operating Committee	12/21/2010
Planning Committee	1/6/2011
Sub Regional RTEP Committee - Mid-Atlantic	4/1/2011
Sub Regional RTEP Committee - Southern	4/1/2011
Sub Regional RTEP Committee - Western	4/1/2011
Transmission Expansion Advisory Committee	1/6/2011
Credit Subcommittee	1/26/2011
Load Analysis Subcommittee	1/31/2011
Relay Subcommittee	1/31/2011
Reliability Standards & Compliance Subcommittee	2/17/2011
Systems Information Subcommittee	2/16/2011
System Operations Subcommittee	2/9/2011
Transmission & Substation Subcommittee	1/31/2011
Black Start Service Working Group	1/31/2011
Data Management Working Group	2/16/2011
Intermittent Resources Working Group	1/24/2011
Market Settlements Working Group	1/31/2011
Regional Planning Process Working Group	12/17/2010
Reserve Requirement Assumptions Working Group	2/17/2011
Cost Development Task Force	12/6/2010



Dispatcher Training Task Force	2/28/2011
Energy Efficiency Task Force	1/31/2011
Load Management Task Force	1/16/2011
Relay Testing Task Force	1/31/2011
System Restoration Coordinator Task Force	1/6/2011
Transaction Issues Sr. Task Force	1/12/2011

Introduction

Welcome to the ***PJM Manual for PJM Stakeholder Process***. In this Introduction, you will find the following information:

- What you can expect from the PJM Manuals in general (see “*About PJM Manuals*”).
- What you can expect from this PJM Manual (see “*About This Manual*”).
- How to use this manual (see “*Using This Manual*”).

About PJM Manuals

The PJM Manuals are the instructions, rules, procedures, and guidelines established by PJM for the operation, planning, and accounting requirements of PJM and the PJM Energy Market. The manuals are grouped under the following categories:

- Transmission
- PJM Energy Market
- Generation and transmission interconnection
- Reserve
- Accounting and billing
- PJM administrative services

For a complete list of all PJM Manuals, go to www.pjm.com and select “Manuals” in the left navigation on the “Documents” page.

About This Manual

The ***PJM Manual for PJM Stakeholder Process*** is one of a series of manuals within the PJM group of manuals. This manual focuses on the purpose and procedures of the PJM stakeholder process including the roles and responsibilities of individual stakeholder groups, issue identification and consideration, and committee, subcommittee, and task force protocols.

The ***PJM Manual for PJM Stakeholder Process*** consists of 15 sections and 4 appendices. The sections and attachments are listed in the Table of Contents beginning on page ii.

Intended Audiences

The intended audiences for the ***PJM Manual for PJM Stakeholder Process*** are:

- Applicants for the Operating Agreement of PJM
- Participants in the Operating Agreement of PJM
- PJM Staff
- Government, regulatory and emergency response personnel.

- All PJM Members.

References

The references to other documents that provide background or additional detail directly related to the ***PJM Manual for PJM Stakeholder Process*** are:

- Operating Agreement of PJM
(<http://www.pjm.com/documents/downloads/agreements/oa.pdf>)
- PJM Open Access Transmission Tariff
(<http://www.pjm.com/documents/downloads/agreements/tariff.pdf>)
- Agreement Among the PJM Transmission Owners to Provide a PJM RTO-wide Open Access Tariff (Transmission Owners Agreement)
(<http://www.pjm.com/documents/downloads/agreements/toa.pdf>)
- Reliability Services Agreement
(<http://www.pjm.com/documents/downloads/agreements/raa.pdf>)
- PJM Manual for [Definitions and Acronyms](#) (M-35)

Using This Manual

We believe that explaining concepts is just as important as presenting the procedures. This philosophy is reflected in the way we organize the material in this manual. We start each section with an overview. Then, we present details and procedures or references to procedures found in other PJM Manuals. The following provides an orientation to the manual's structure.

What You Will Find in This Manual

- A table of contents that lists two levels of subheadings within each of the sections and attachments
- An approval page that lists the required approvals and a brief outline of the current revision
- Sections containing the specific guidelines, requirements, or procedures including PJM actions and participant actions
- Attachments that include additional supporting documents, forms, or tables
- A section detailing all previous revisions of this PJM Manual

Section 1: Purpose of this Manual

The purpose of this Manual is to establish and explain the rules and operation of the stakeholder process. The Manual also delineates how the PJM stakeholder process will function. Included are:

- roles and responsibilities of the participants in the process;
- the structure of the process; the procedures for initiating investigating, developing, vetting and approving solutions for new issues;
- codification of minority rights; processes for annual planning of work activities to be accomplished in the stakeholder process;
- protocols for operation of the sectors; and
- methods used to provide information and communication transparency between the PJM Board of Managers and the Members.

This Manual contains the procedures for the efficient administration of the stakeholder process; but procedures cannot be separated from, or interpreted apart from, the goals they serve, or the spirit of collegiality and the common sense with which they should be applied. It is the Members who have established in the Operating Agreement (OA), for PJM and for themselves, these three goals:

- “the safe and reliable operation of the Interconnection;
- “the creation and operation of a robust, competitive, and non-discriminatory electric power market in the PJM region, and
- “the principle that a Member or group of Members shall not have undue influence over the operation of the Interconnection.”

These procedures exist for the Members, and are intended to remain responsive to the Members’ needs.

This Manual was, and revisions shall be adopted by a two-thirds vote of the Members Committee in accordance with sections 8.3, 8.4 and 8.6 of the OA after review by and consultation with all stakeholders. This Manual may be amended by a two-thirds vote of the Members Committee after review by and consultation with all stakeholders. To the extent there is an inconsistency between this document and the OA, the OA governs. Nothing in this Manual which is inconsistent with any provision of the OA shall become effective prior to the FERC’s acceptance of an appropriate filing to amend the OA to remove such inconsistency.

For the purpose of this manual:

1. “may”, when applied to a step in the stakeholder process in this Manual, means a step that is optional in the stakeholder process.
2. “shall”, when applied to a step in the stakeholder process in this Manual, means a step in the stakeholder process which is not optional and must be completed in the manner described in this Manual.

3. “should”, when applied to a step in the stakeholder process in this Manual, means a step in the stakeholder process which, while not mandatory, is intended to be accomplished unless there is a valid reason for not doing so.

Adherence to the rules governing the PJM Stakeholder Process is the responsibility of the Parent committee including oversight of the Stakeholder Groups beneath it and ensuring that the requirements laid out in this manual are followed.

Provided in Appendix III is a high level overview diagram depicting the process flow for consideration of an issue in the stakeholder process. This diagram is not intended to provide all of the detailed requirements of the process.

Section 2: Definitions

Welcome to the Definitions section of the PJM Manual for PJM Stakeholder Process. In this section you will find the following information:

- Definition of capitalized terms used in this manual are provided below.
- Definitions for any capitalized terms not included below may be found in the Operating Agreement or in PJM Manual 35, Definitions and Acronyms.
- “Affiliate” means any two or more Members, one of which controls the other or that are under common control. Refer to the Operating Agreement for a complete definition.
- “Alternative Motion” means an amended or substitute motion offered as an option to the Main Motion.
- “Annual Plan” means a document or tool that provides an organized, comprehensive view of the expected work to be accomplished in the stakeholder process in a given year.
- “Chair” means the person who chairs the meeting, regardless of gender.
- “Charge” means direction given by a Parent Committee to a subordinate Stakeholder Group specific to a new work activity, and shall include a problem statement and other information as detailed in this Manual.
- “Charter” means a document that translates the Charge from a Parent Committee into a specific scope of work including, but not limited to, objectives, key areas of expected activity, deliverables, timeline, and participant responsibilities, and shall include information as detailed in this Manual.
- “Committee” means a Senior Standing Committee or Standing Committee.
- “Complete and Timely Notice” means:
 - In the case of a Senior Committee: Notice of an agenda item is complete when the materials posted on PJM’s website contain a summary description of the proposed main motion and a description of the action requested of the Members, with links to the full text of any material to be voted on and all necessary supporting materials; and for each Alternative Motion submitted with respect to an action item, the full amended text of the paragraphs to be amended or substituted with all necessary supporting materials. Notice of an agenda item is timely when complete notice is Published at least seven calendar days before the meeting; provided, the Chair of the Committee may authorize a shorter notice period in accordance with section 8.3.1 of the OA; provided further, notice of an Alternative Motion for consideration by a Senior Standing Committee is timely if Published three calendar days before the meeting.
 - In the case of any other Committee: Notice of an agenda item is complete when it contains a summary description of the action requested at the meeting. Notice of an agenda item is timely when complete notice is published at least three business days before the meeting.

- Each such notice shall indicate the time when the notice is placed on PJM's website. If PJM received all necessary materials sufficiently in advance of the appropriate deadline to have permitted Complete and Timely Notice in normal circumstances, the Secretary may declare Published an agenda item whose publication was delayed beyond the deadline due to unusual circumstances.
- "Consent Agenda" means an agenda item in the Members Committee or the Markets and Reliability Committee pursuant to which the Members, in order to expedite the meeting, consent to allow a set of unrelated matters to be voted upon collectively and without debate.
- "Fails" means the affirmative vote on a motion is not sufficient to pass it.
- "Founding Committee" means a Standing Committee that forms another Stakeholder Group (Subcommittee, Task Force or Senior Task Force).
- "Main Motion" means a motion to approve or decide a matter which has been placed on the agenda for approval, decision or other action.
- "Member" means a Member as defined in section 1.24 of the Operating Agreement, represented at the meeting in person (including by telephone) or by permissible proxy and counted individually. This includes parties acting as an agent on behalf of a Member.
- "Operating Agreement" or "OA" means the PJM Operating Agreement dated June 2, 1997 as amended and restated from time to time, or any successor agreement accepted for filing by the Federal Energy Regulatory Commission.
- "Order of the Day" means the schedule of events for the day, which is the Published agenda for the meeting as supplemented or limited by the Members from time to time, including, by limitations on debate or the fixing of specific times for the consideration or resumption of any matter. A call for the Order of the Day is a call for adherence to the schedule.
- "Parent Committee" means, as to any Stakeholder Group, the Committee to which it reports directly.
- "Passes" means the affirmative sectoral or non-sectoral vote exceeds the required amount (one-half or two-thirds, as applicable) pursuant to the applicable voting requirements of the Operating Agreement and this Manual.
- "PJM" means PJM Interconnection, L.L.C. as defined in the Operating Agreement.
- "Published" means the notice of a Stakeholder Group information or action item (e.g., meeting time and place, registration instructions, proposed agenda, agenda materials, alternative motions, draft minutes, final minutes) on the PJM web site, and, as soon as practicable thereafter, has sent the text of the notice, or an electronic reference to it, electronically to the Stakeholder Group's distribution list as maintained by PJM. With respect to a proposed action item at a forthcoming Stakeholder Group meeting, Published means the materials placed on the PJM web site constitute Complete and Timely Notice.
- "Rules of Procedure" means the specific steps outlines in this Manual.

- “Secondary Motion” means a motion which can be made and acted upon while the main motion is on the floor and before a vote on the main motion has taken place. Examples of a Secondary Motion include a motion to refer the topic of the main motion to another Stakeholder Group, a motion to postpone voting on the main motion, and a motion to recess.
- “Secretary” means the Secretary of the Members Committee, appointed by the President of PJM, who shall administer these Procedures.
- “Sector Whip” means the Member designated by each sector to fulfill the duties delineated in the Sector Protocols section of this Manual.
- “Senior Standing Committee” or “Senior Committee” means the Members Committee or the Markets and Reliability Committee.
- “Senior Task Force” means a Task Force formed by a Senior Standing Committee (MC or MRC) that reports directly to that Senior Standing Committee to direct consideration of specific issues that have the potential for large dollar or major policy impacts.
- “Special Team” means a Task Force appointed by the Chair of a Senior Standing Committee (MC or MRC) to assess and recommend changes to the Members’ process.
- “Stakeholder Group” or “Group” means a stakeholder body voted by a majority vote of its Parent Committee to address a specific scope in a timeframe defined within the Stakeholder Group’s charter.
- “Stakeholders” means the PJM Members, OPSI and its members, state consumer advocates who are not PJM Members, Independent Market Monitor, PJM staff, and PJM’s Board.
- “Standing Committees” means the Members Committee, the committees established and maintained under Section 8.6 of the OA, and such other committees as the Members Committee may establish and maintain from time to time.
- “Subcommittee” means a stakeholder body voted by a majority vote of its Parent Committee for the purpose of carrying out specific ongoing responsibilities of the Standing Committees as assigned within the scope of a defined charter.
- “Task Force” means a temporary stakeholder body voted by a majority vote of its Parent Committee to address specific non-routine issues or other duties as assigned within the scope of a defined charter.
- “User Group” means a group formed by any five or more Members sharing a common interest as defined in section 8.7 of the Operating Agreement.
- “Voting Member” means (i) a Member as to which no other Member is an Affiliate or Related Party, or (ii) a Member together with any other Members as to which it is an Affiliate or Related Party.

Section 3: Purpose of the Stakeholder Process

Welcome to the Purpose of the Stakeholder Process section of the PJM Manual for PJM Stakeholder Process. In this section you will find the following information:

- the purpose and basis of the stakeholder process;
- the goals of the stakeholder process; and
- a description of Federal Power Act sections 205 and 206 and their relevance and application to the PJM stakeholder process.

The purposes of the PJM stakeholder process are to:

- educate stakeholders on a wide range of issues related to PJM markets, operations, public policies and industry matters;
- explore different solutions, building consensus which helps policy makers approve key laws and regulations;
- improve communication among Members and between Members and PJM management/Board of Managers; and
- implement the powers and responsibilities of the Members Committee and other committees defined in the OA. Specifically, the powers and responsibilities germane to the stakeholder process are found in OA sections 3.1 (a), 8.6, 8.8 and 18.6.

Operating Agreement section 3.1 (a) defines the purpose of PJM, LLC in part “to operate in accordance with FERC requirements as an Independent System Operator, comprised of the PJM Board, the Office of the Interconnection, and the Members Committee, with the authorities and responsibilities set forth” in the OA. Section 8.8 of the OA defines the powers of the Members Committee as:

“The Members Committee, acting by adoption of a motion as specified in Section 8.4, shall have the power to take the actions specified in this Agreement, including:

- i) Elect the Members of the PJM Board;
- ii) In accordance with the provisions of Section 18.6 of this Agreement, amend any portion of this Agreement, including the Schedules hereto, or create new Schedules, and file any such amendments or new Schedules with FERC or other regulatory body of competent jurisdiction;
- iii) Adopt bylaws that are consistent with this Agreement, as amended or restated from time to time;
- iv) Terminate this Agreement; and
- v) Provide advice and recommendations to the PJM Board and the Office of the Interconnection.”

The stakeholder process is the method used by the Members, PJM and other stakeholders to carry out the responsibilities and powers of the Members Committee. This process also

recognizes the responsibilities and powers of the Board of Managers, the Office of the Interconnection, the Independent Market Monitor and certain other stakeholders as discussed herein.

The goal of the stakeholder process is to efficiently, effectively and fairly identify, review and make decisions regarding proposed revisions to PJM's governing documents, processes, market and reliability design and operations. The tools provided herein assist in that process by promoting a greater understanding of issues, collaborative problem solving and consensus building. Ideally, all stakeholders will participate in the process beginning at the lowest level stakeholder group. In doing so, the most comprehensive solutions will be generated, and the inefficiency of re-reviewing material or failed proposals at higher level Stakeholder Groups will be avoided. However, if new information becomes known later in the process, all stakeholders shall retain the right to raise such information or provide alternate proposals in light of previously reviewed material as long as such proposals address the design criteria.

Sections 205 and 206 of the Federal Power Act set forth the requirements that must be met to obtain FERC approval of a proposed revision to a governing document and are germane to the governing documents of PJM (the Operating Agreement, the Open Access Transmission Tariff (Tariff) and the Reliability Assurance Agreements (RAA)), and to the operation of the stakeholder process. Sections 205 and 206 establish the standards for demonstrating why a proposed revision to a governing document should be approved by the FERC. Section 205 requires that the proposer of a revision demonstrate the proposed revision is "just and reasonable." Section 206 requires a potentially higher hurdle in that the proposer of a revision to the governing documents must demonstrate that the then current provisions are "unjust and unreasonable," and that the proposed revisions are "just and reasonable." Within the stakeholder process it is recognized that the Members Committee maintains section 205 authority over the Operating Agreement, and that the Board of Managers maintains section 205 authority over the Open Access Transmission Tariff (Tariff) (with the exception of certain Tariff provisions that are under the exclusive control of the Transmission Owners) and the Reliability Assurance Agreements. Any party not possessing 205 authority over one of the governing documents may propose a revision to the document to the FERC under Section 206. It is also recognized that the Members provide input into the Regional Transmission Expansion Plan ("Plan"), and that the Plan is approved by the Board.

From time to time the FERC will issue orders to PJM which contain compliance directives. It is the responsibility of PJM to file responses to these compliance directives, but development of these responses shall be in accordance with the Compliance Filing Protocol contained in Appendix I of this Manual.

In addition, the provisions of this Manual may also apply to the Finance Committee (as outlined in Operating Agreement section 7.5.1), the Nominating Committee (as outlined in Operating Agreement section 7.1 and the Transmission Expansion Advisory Committee (as outlined in Operating Agreement Schedule 6).

Changes to the process are made in accordance with the Operating Agreement, through the processes outlined in this Manual.

In cases where there may be conflict between this Manual and a FERC-approved governing document, the governing document shall take precedence.

Section 4: Roles and Responsibilities

Welcome to the Roles and Responsibilities section of the PJM Manual for PJM Stakeholder Process. In this section you will find the following information:

- the roles and responsibilities of the various stakeholders and participants in the stakeholder process; and
- a code of conduct for all participants in the stakeholder process.

There are several types of participants in the stakeholder process, including the Members, PJM (the Office of the Interconnection, or Staff), the Independent Market Monitor and the Organization of PJM States, Inc. and its Member Regulatory Agencies. Additionally from time to time other parties may participate in the stakeholder process. Below are specific roles and responsibilities delineated for each of these parties.

4.1 Members and other participants

It is the responsibility of each participant in the stakeholder process to represent its interests in cooperation with all other stakeholders to ensure the reliability of the PJM system and implementation of efficient, fair and transparent markets. Specific responsibilities of the Members shall include:

- articulate their interests, concerns, and ideas and their basis of support for a particular approach or proposal;
- members have the right and responsibility to raise objections and concerns, and the responsibility to provide an alternative if they are not able to agree with a proposal or option;
- alert the stakeholder meeting facilitator to specific sensitive concerns related to the process or subject matter ;
- provide all materials in a timely manner for website posting and notification; and
- adhere to the group's charter and work plan, and seek to complete it in a timely and efficient manner including any regulatory or other deadlines.

4.2 PJM

PJM's several roles in the stakeholder process include:

- providing necessary analytic, facilitation, and logistical support to the stakeholder process;
- providing education and information on the issues before the Members;
- providing fair, non-partisan facilitation of meeting for all participants;
- bringing forward operational and other important issues to stakeholders;
- developing proposals (at Member's request or as needed);

- providing feedback/enforcement to Stakeholder Groups related to meeting deadlines, procedures, and stakeholder protocols, and quality control;
- keeping stakeholders informed about important outside events and interactions;
- advocating necessary reliability or market design driven initiatives; and
- efficiently utilizing resources PJM needs to service stakeholder process.

The PJM facilitators for meetings within the stakeholder process shall:

- assist Members in staying on track with the agenda;
- provide regular breaks to allow time for participant's other business;
- provide all materials for website posting at least three business days ahead of the next meeting;
- ensure preparation and posting of brief meeting summaries of each meeting within one week after the meeting;
- decide group process and procedural issues after taking Member concerns and suggestions under advisement, with consultation with the Secretary as required;
- assist and ensure the group abides by its charter and completes its work plan in a timely and efficient manner including any regulatory or other deadlines;
- actively apply facilitation skills and techniques to assist participants in reaching agreement;
- remain fair, non-partisan and even-handed on issues of substance and process; and
- ensure effective participation by phone and remote means as well as in person.

In order to help ensure fair, inclusive, and non-partisan forums for member and other participants' discussion, PJM shall separate its facilitation function and role from its advocacy role in all Task Forces, Subcommittees, Special Teams, and Standing Committees.

Occasionally, on a case by case basis, PJM and members shall consider using an external, independent facilitator for issues that have complex dynamics, multiple parties, divergent interests, and high potential impact.

4.3 Independent Market Monitor

As specified in Attachment M of the PJM tariff, "The Market Monitoring Unit may, as it deems appropriate or necessary to perform functions under this Plan [i.e., PJM's Tariff], participate (consistent with the rules applicable to all PJM stakeholders) in stakeholder working groups, committees or other PJM stakeholder processes."

4.4 Organization of PJM States, Inc. (OPSI) and State Regulators

OPSI and its Member Regulatory Agencies (Commissions) have a unique relationship in the PJM stakeholder process. Currently, OPSI and the Commissions are not Members of PJM; OPSI as an entity or any State Commission individually may elect to become a Member as provided for in the Operating Agreement. Under a June 2005 Memorandum of Understanding

between the OPSI Board and the PJM Board, commissioners and staff of Commissions participate, deliberate, give input, and engage at all levels of PJM Stakeholder Groups but do not vote on any issue.

4.5 Code of Conduct - Participants, the Media, and Public - Information from PJM Member Stakeholder Meetings

The stakeholders recognize the unique role of the stakeholder process in exploring, solving and negotiating regional solutions for the RTO and the wholesale power markets. Additionally, the stakeholders recognize the importance of transparency of the stakeholder process to all those affected by it. All participants understand that documents, reports, slide shows, and other written material used at all stakeholder meetings until final Member Committee and/or PJM Board approval are intended to be works in progress and to encourage dialogue, discussion, debate, and, preferably, movement toward consensus. Therefore, such work products should be treated in the spirit to which they are intended, that is, not as final or complete documents nor the final position or view of a participant. Recognizing that the stakeholder process is most productive when participants can freely discuss the wide range of complex issues that are before them, meeting participants and observers are asked to take great care in reporting the proceedings accurately and to take all comments in their intended context.

To address both transparency and openness of discussion, the stakeholders have resolved the following expectations for PJM stakeholder process meeting participants (including the media):

- all participants in any PJM proceeding should identify themselves and the organization(s) that they work with so all participants are aware of their presence;
- PJM, the MMU, OPSI and its members, Members, or consultants/agents of any of the foregoing may keep detailed notes of proceedings and distribute those within their own organizations or to those they represent; (i.e., private communications between consultants, agents, and the members);
- to encourage engaged, open dialogue, PJM, the MMU, OPSI and its members, Members, or consultants/agents of any of the foregoing and other participants (including the media):
 - shall not disseminate (to the general public) detailed transcriptional meeting notes nor notes prepared from brainstorming sessions including white board notes;
 - shall not create audio, video, or online recording or transcription of meetings (this requirement shall not preclude PJM from recording stakeholder meetings for internal and training purposes);
 - broadcast of meetings for participant access by PJM is permissible;
 - for all subcommittees, task forces, and committees other than the MC and MRC, it is understood that participants shall not be quoted by the media by name or organization, unless permission is given to the media by the speaker; and
 - for all senior committees, the MRC and MC, it is understood that members' comments may be attributed by name and organization and may be quoted by the

- media or others but such comments should not be quoted without the subject of attribution being consulted for clarification and accuracy.
- notwithstanding the above, nothing shall preclude a stakeholder from speaking to the media about its positions; and
 - all participants in the stakeholder process shall have the following responsibilities:
 - attend stakeholder process meetings and be prepared for the meetings;
 - speak one at a time and be concise;
 - stay on track with the agenda;
 - share time including with those on the phone;
 - not engage in personal attacks;
 - minimize electronic distractions at meetings.

Section 5: Structure of the Stakeholder Process

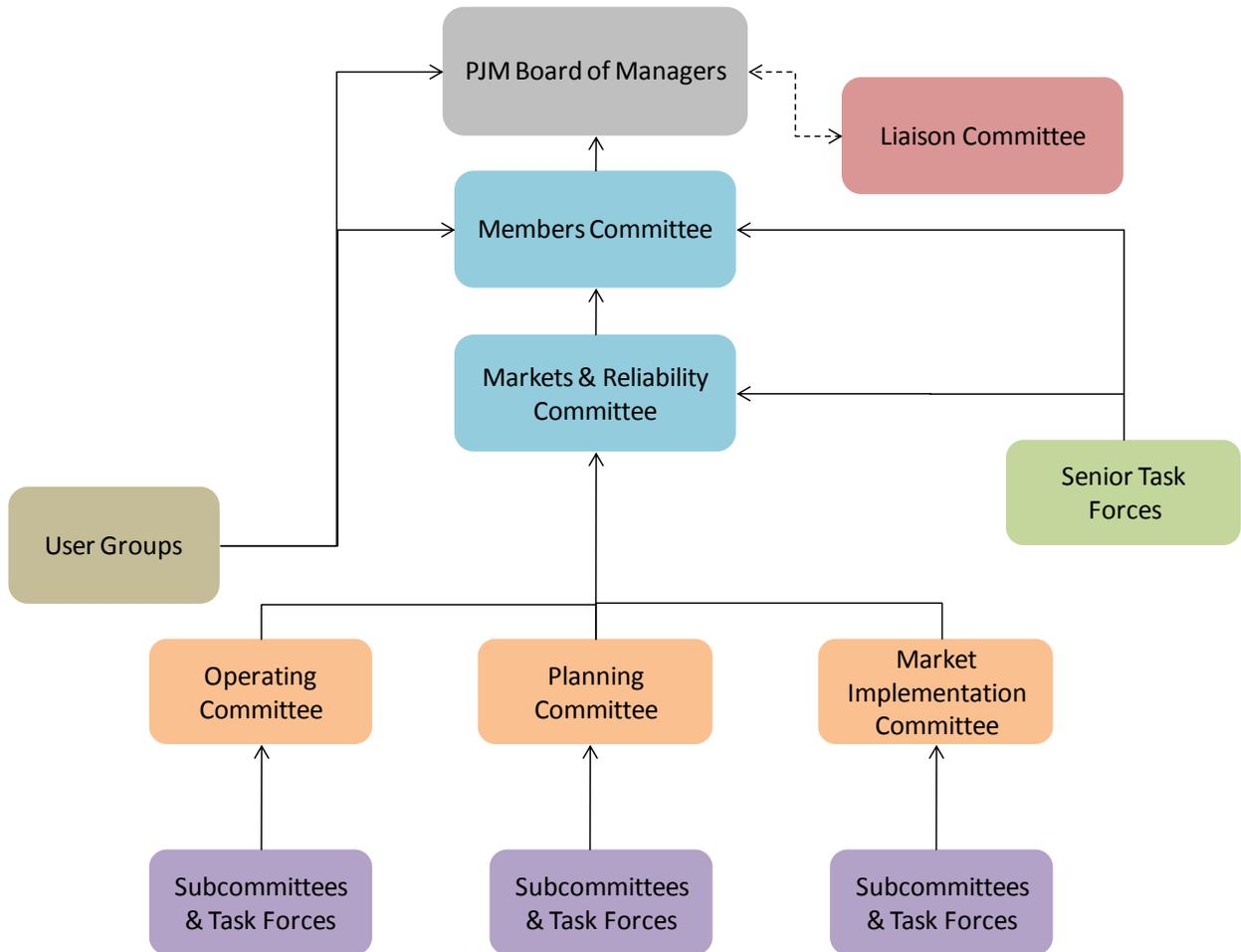
Welcome to the Structure of the Stakeholder Process section of the PJM Manual for PJM Stakeholder Process. In this section you will find the following information:

- a description of the various Stakeholder Groups and how they interact.

5.1 Overview and Standing Committees

As identified in the Operating Agreement, PJM has a two-tiered governance structure, with separate roles and responsibilities of the Board of Managers and Members Committee. The responsibilities and powers of the Board of Managers are described in the Operating Agreement. As discussed above, the stakeholder process is the method used by the Members, PJM and other stakeholders to carry out the responsibilities and powers of the Members Committee

Section 8.6 of the OA identifies the high level structure of the stakeholder process, which is shown in the following graphic.



Specifically, the Members Committee and the Markets and Reliability Committee are identified as Senior Standing Committees, with the Markets and Reliability Committee reporting to the Members Committee. Three Standing Committees are identified as reporting to the Markets and Reliability Committee, each with separate duties and responsibilities: the Operating Committee, the Planning Committee and the Market Implementation Committee. The specific responsibilities of each Senior Standing Committee and Standing Committee are delineated by their charters, which are posted to PJM's website.

Operating Agreement Section 8.6 also provides for the formation of other Stakeholder Groups for the purpose of accomplishing the work of the stakeholder process as deemed necessary by the Senior Standing Committees and Standing Committees. See definitions of Subcommittees and Task Forces below. Reports and proposals flow from the Subcommittees and Task Forces to their Parent Committee and from there to the Senior Standing Committee.

5.2 Subcommittees

Subcommittees of the Standing Committees may be formed for the purpose of carrying out specific ongoing responsibilities of the Standing Committees. Such subcommittees shall receive a Charge by their sponsoring Standing Committee. Subcommittees shall make periodic reports to their Parent Committee including any new issues raised for consideration by the Subcommittee.

5.3 Task Forces

Task Forces may be formed by a Standing Committee for the purpose of accomplishing a specific work activity. Such Task Forces shall receive a Charge by their sponsoring Standing Committee. Work of a Task Force shall be limited to the specific work activity assigned, and the Task Force shall be disbanded upon completion of the work activity, unless modified by the Standing Committee.

5.3.1 Senior Task Forces

Senior Task Forces may be formed by a Senior Standing Committee for the purpose of accomplishing a specific work activity that has the potential for large dollar or major policy impacts, and reports directly to that Senior Committee. It is expected that Senior Task Forces shall not be formed frequently and shall include senior representatives from Member organizations.

5.3.2 Special Teams

A Special Team is a Task Force appointed by the Chair of a Senior Standing Committee to assess and recommend changes related to the stakeholder process. Special teams may not be formed to focus on reliability or market issues. Special Teams shall include broad and diverse representation from the Membership. It may meet in closed sessions, provided the Chair shall inform the Committee of the purpose, progress and products of any such team. The Special Team may establish its own procedures for its deliberations. Any recommendations or advice shall be taken up by its Senior Standing Committee and such Special Team has no decision-making authority. It is expected that Special Teams will not be formed frequently.

5.4 User Groups

A User Group is a stakeholder group formed by any five or more Voting Members (this does not include Affiliate, Associate or Special Members) sharing a common interest. Operating Agreement 8.7 delineates the requirements related to User Groups. Membership is limited to the forming Members, provided that they may invite such other Members to join the User Group as the User Group shall deem appropriate. Notification of the formation of a User Group shall be provided to all Members of the Members Committee. All Members and the Office of the Interconnection may attend and participate in meetings of User Groups. Notices and agendas of meetings of a User Group shall be provided to all Members that ask to receive them. Meeting notes should be posted on PJM.com for all meetings of a User Group. For all votes taken by a User Group regarding making a recommendation directly to the PJM Board of Managers, a

record shall be posted on PJM.com including the names of all User Group Members and their individual votes (for, against or abstain).

As required by the operating Agreement section 8.7 (b), the Members Committee has created a User Group, called the Public Interest, Environmental Organization User Group, composed of representatives of bona fide public interest and environmental organizations that are interested in the activities of PJM and are willing and able to participate in the User Group.

Any recommendation or proposal for action adopted by affirmative vote of three-fourths or more of the Members of a User Group shall be submitted to the Chair of the Members Committee. The Members Committee Chair shall refer the matter to the applicable Standing Committee as appropriate for consideration at that Standing Committee's next regular meeting, occurring not earlier than 30 days after the referral. That Standing Committee shall develop and provide to the Members Committee a recommendation for consideration at the Members Committee's next regular meeting. If the Members Committee does not adopt a recommendation or proposal submitted by a User Group, upon vote of nine-tenths or more of the Members of the User Group the recommendation or proposal may be submitted to the PJM Board for its consideration in accordance with Section 7.7(v) of the Operating Agreement.

5.5 Stakeholder Group Structure Diagram

A current diagram of the Stakeholder Group structure is available at the following link:
<http://www.pjm.com/committees-and-groups/committees/~media/committees-groups/committee-structure-diagram.ashx>.

Section 6: Identification of Issues, Their Placement and Charging and Chartering Groups to Address Issues

Welcome to the Identification of Issues, Their Placement and Charging and Chartering Groups to Address Issues section of the PJM Manual for PJM Stakeholder Process. In this section you will find the following information:

- initiation of issues addressed in the stakeholder process;
- the process for consideration of new issues;
- the development of a Charge related to a new issue;
- creation and Chartering of new Stakeholder Groups to address new issues; and
- reporting to Parent Committees.

6.1 Overview

This section is intended to detail how and where issues arise in the PJM stakeholder process, how they move from early identification to placement in one or another stakeholder group, and once decided upon by Members to take time and resources to address, how a group is charged and chartered to address such an issue in detail. While not a defined term, “issue” is generally intended to mean any topic requiring resolution that is raised in the stakeholder process which is germane to the operation of PJM. Key points in this section include:

- issues can arise from a variety of sources as shown in the diagram below;
- all issues shall be brought initially before a Standing Committee in order to be considered for work by and in the stakeholder’s process. Subcommittees may consider routine items not specifically identified in their charters, but shall update their Parent Committee on such considerations.
- Standing Committees have a number of options to address issues;
- any new issue that is addressed as a major part of an existing or new group requires the Standing Committee to create a Charge for that issue; and
- any new group that is created shall take that Charge, develop a draft charter, and have that charter approved by the Standing Committee founding that new group.

6.2 Issue Identification

PJM and its Members have numerous issues that require discussion and dialogue in the stakeholder process. Issues may arise from parties internal to the stakeholder process or external to it. Parties internal to the stakeholder process can include the PJM Board, the PJM staff, a Member or group of Members, OPSI, individual state regulators, or the Independent Market Monitor. Parties external to the stakeholder process can include FERC, other relevant government agencies or legislatures, or the North American Electric Reliability Corporation (NERC).

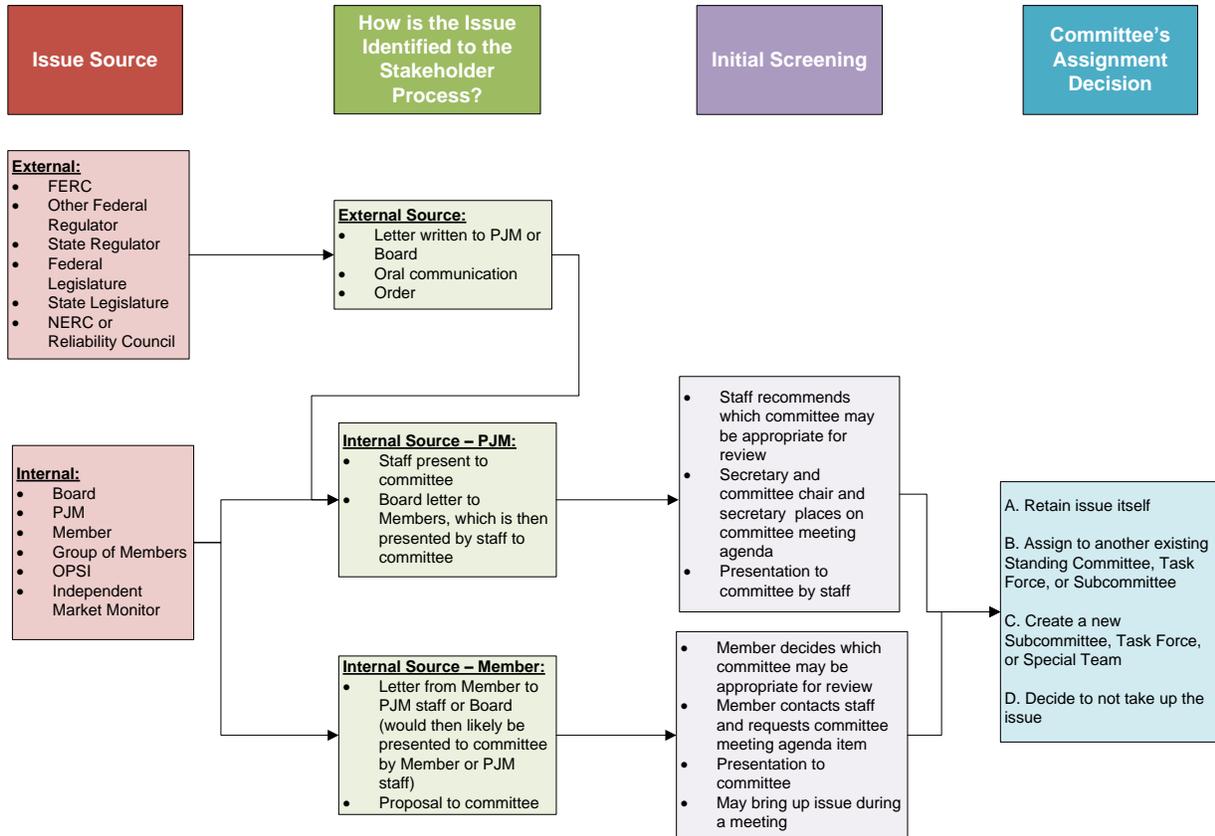
A potential issue related to the operation of PJM, identified by one or more Members, the OPSI or the Independent Market Monitor, shall be communicated with the Secretary or the chair or secretary of the most appropriate Standing Committee to add to the agenda for an upcoming meeting. Specific requirements related to the initial presentation of this new issue to the Standing Committee are provided in the Agenda portion of the Additional Rules of Procedure section below. Any issue deemed important to a Member, the OPSI or the Independent Market Monitor shall at least receive consideration in a meeting agenda and subsequent Standing Committee discussion. Non-Members shall bring issues to the Secretary and shall use the same process as above. The Secretary shall use discretion to accept or reject adding such an issue on an agenda. The Standing Committees may choose:

- to address the issue within that Standing Committee;
- to forward to a more appropriate Standing Committee;
- to forward to an existing Subcommittee;
- to create a new Task Force and assign that issue to that new group; or,
- not to take up the issue raised further.

Standing Committees are the sole Stakeholder Groups in which new issues are considered, and placed, rejected, or tabled. Task Forces shall not take up new issues which are not already clearly in their Charge and charter. Rather, they shall raise any potential significant new issues to their Standing Committee for consideration. Subcommittees may consider new issues related to their Charge and charter, but shall make periodic reports to their Parent Committee including any new issues raised for consideration by the Subcommittee. The Parent Committee may choose to direct the Subcommittee to pursue the new issue or not to pursue the new issue.

The following graphic details the source of issues, the means for an issue to be considered, its initial screening and its options for assigning an issue.

Issue Identification and Stakeholder Group Placement Process



6.3 Determining to Pursue a New Issue

Standing Committees, from time to time, determine the need for detailed work by subject matter experts and Members on particular issues or topics. Thus, these Standing Committees have a key role in managing the flow of issues taken up by the stakeholder process. Standing Committees are, in effect, the collective gatekeepers of new issues that might be taken up by the process. They have a responsibility to help determine if a potential issue holds sufficient interest for at least some Members and whether resources of both PJM and its Members should be allocated to address the issue in some fashion.

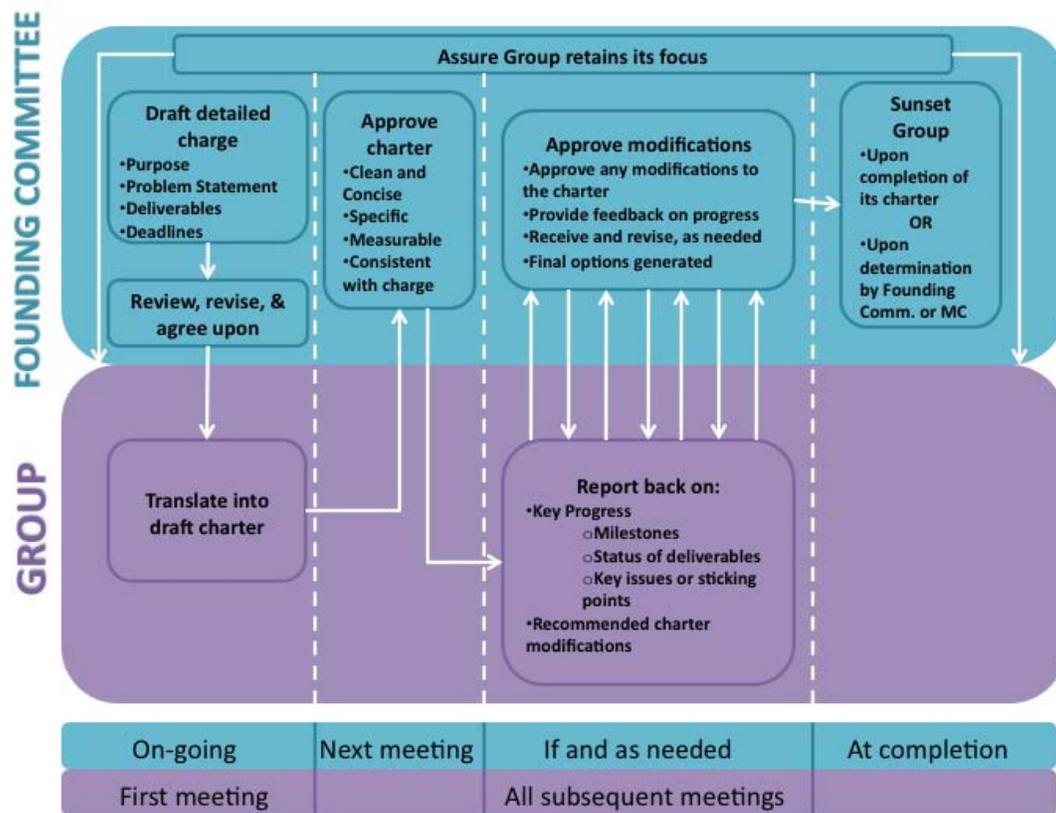
If a Standing Committee decides to take up a new issue, it shall:

- provide clarity on the scope of the issue;
- create a Charge for the issue (refer to the Charge template in Appendix III);
- assign the issue to itself, to another existing group, or create a new group or process; (if assigned to itself, need to report back to its Parent Committee)
- approve a detailed charter, based on the initial Charge, for that issue:

- facilitate the development of a clear work product;
- receive regular reports on the work on that issue and offer on-going guidance;
- ensure that the group where the issue is assigned stays focused on the work, aligned with the Charge, and meets milestones and deadlines; and
- act on any recommendations offered by the group taking up the issue.

If a Standing Committee decides not to take up a new issue, a stakeholder may not take the issue to another Standing Committee at the same level in the stakeholder process. Rather the stakeholder advocating for the issue may request that the issue be reviewed for acceptance by the Senior Standing Committee to which the Standing Committee reports. The chair and secretary of that Senior Standing Committee shall use discretion to accept or reject adding such an issue on an agenda.

This process is summarized below in a graphic and explained in greater detail further in this section.



6.4 Charging a New Issue

Once a Standing Committee determines that an issue will be taken up, it shall create an initial Charge with a problem statement detailing the issue in sufficient specificity to begin addressing the issue or issues in a focused and productive way. The initial Charge shall be crafted into a more detailed charter if a new stakeholder group will vet the issue. This Charge may also be used to revise the charter for an existing stakeholder group if that existing stakeholder group will vet the issue. Like any initial scope, the ultimate success of the issue deliberation is dependent on developing a clear, focused, timely, and achievable scope of work. Therefore the Standing Committee shall have sufficient vetting of the proposed new issue to structure the problem statement in such a manner that the assigned stakeholder group may productively begin work in a focused manner. This may require that the proposed new issue be reviewed at more than one meeting of the Standing Committee, and that background information and education of the stakeholders be provided.

An effective Charge shall include at least the following elements (refer to the Charge template in Appendix III):

- a clear statement of the problem to be addressed;
- the source of the issue or concern;
- if the new work is to address specific technical issues and/or to address broader policy issues;
- to whom the issue is assigned (existing or new group);
- key areas of expected activity and/or areas that are not intended for activity;
- expected deliverables;
- expected overall duration of work, and any important intermediate milestones; and
- determination of Tier 1 or 2 decision making requirements (see the Decision-making section below).

The Parent Committee develops and approves the Charge in the following manner:

- the potential issue is placed on the Standing Committee's agenda;
- preferably, the Standing Committee's facilitator or chair has developed or received a draft Charge for discussion prior to the meeting in order to provide a focus for discussion. However, a Charge may be developed in the meeting itself, as necessary;
- the Charge shall be approved by the Parent Committee by simple majority;
- the discussion of the Charge and any decision on it should be recorded in the Standing Committee's meeting summary;
- within one week of the Charge being approved, it should be posted on the Standing Committee's webpage;
- the Charge shall be taken up immediately by an existing group, if assigned to them, at the next meeting that follows the approval of the Charge; and

- in the case of a new group, PJM shall work to convene an initial meeting of a new Task Force or Subcommittee shortly after the approval of the Charge.

6.4.1 Forming a New Task Force or Subcommittee

If a new issue requires the creation of a new Task Force or Subcommittee, the Parent Committee shall not only approve a Charge, but assist in creating a new group. Some Charges will not require new Stakeholder Groups, but merely be assigned to an existing Standing Committee, Subcommittee, or Task Force. As noted in the OA section 8.6.3". Standing Committees may form, select the Membership, and oversee the activities, of such other committees, subcommittees, task forces, working groups or other bodies as it shall deem appropriate, to provide advice and recommendations to the Standing Committees or Office of the Interconnection.

If a Parent Committee determines that a new group is needed to address an approved Charge, it, with PJM's assistance, shall form that new group.

In forming a new group, the following steps shall be taken by the Office of the Interconnection:

- name the new group;
- assign a chair and/or facilitator and secretary;
- assign a separate PJM technical advocate if necessary (in consultation with Members);
- determine needed technical resources and assistance (in consultation with Members);
- create a new webpage for the group on the PJM website;
- create an email list of interested participants;
- establish an initial meeting schedule; and
- notify stakeholders of the creation of a new group.

Once the new group is formed, in reviewing its Charge the new group shall consider if the member participation sufficiently includes the necessary spectrum of key interests or expertise to fully explore and vet the issue. The purpose of considering participation is to ensure the robustness of discussion as well as to ensure that a wide range of alternatives and options forwarded to the Parent Committee are vetted across interests and do not require a full "revisiting" of the issue at the Parent Committee. If missing stakeholders or participants are identified, the group may: 1) engage the Sector Whips to identify additional participants and ask them to take part; 2) ask the Parent Committee to help ensure more full participation; and, 3) in any case, report back to the Standing Committee on the status of participation. It is not the responsibility of PJM, but rather stakeholders, to ensure its Stakeholder Groups include sufficient representation from diverse sectors and interests. It is also recognized that diverse and inclusive participation may not be achievable due to time, interest, and resource constraints of various parties.

6.4.2 Chartering a New Group (or re-chartering an existing one) with a New Issue

A Charge for a new Task Force or Subcommittee subsequently requires development of a charter. A specific Charge for an existing Task Force or Subcommittee may or may not require a modification to the charter.

In the case of a new Task Force or Subcommittee, that new group translates its Charge into a draft charter in its first meeting(s) using a standard template (refer to Appendix II) and that the charter (along with any suggested Charge revisions) shall then be approved by the Parent Committee. As appropriate, Stakeholder Groups can suggest changes to their charters and submit them to its Parent Committee for approval. If the group cannot obtain agreement on the draft charter or charter revisions in a relatively short time frame, it should return to the Parent Committee for further clarification and resolution of outstanding issues. Note that the contents of the charter are ultimately the purview of the Parent Committee, and not the Task Force or Subcommittee. While chartering is a key step in an effective process, it should not become the primary activity of Stakeholder Groups. Rather, Stakeholder Groups should use their agreed upon charter to deliberate on the issue and produce the desired outcomes.

An effective charter is a detailing of the initial Parent Committee's Charge. In particular, the charter shall contain a clear, focused, and agreed upon problem statement that describes the problem or issue to be addressed. This should be an expansion of the problem statement contained in the Charge. The charter should include:

- statement of the issue to be addressed, as refined and detailed from the Charge;
- source of the issue or concern;
- indication whether or not the new work is to address specific technical issues and/or to address broader policy issues;
- objectives of the group;
- key areas of expected activity and/or areas that are not intended for activity;
- expected deliverables along with their milestones and deadlines;
- intended decision-making method (Tier 1 or Tier 2 – see the Decision-Making portion of Section 7, Processes for Issue Consideration and Resolution at the Task Force and Subcommittee Levels ;
- administrative details such as the name of the group, the Parent Committee, facilitator and/or chair, frequency of meetings, and so forth; and
- expected overall duration of work.

In developing the detailed charter for approval by the Parent Committee, it is expected that the new group will concurrently create a work plan to guide and focus its work. The development of the work plan will help identify the key deliverables and milestones and deadlines for the charter, but the group does not have to have its Parent Committee approve its work plan, provided that the required stakeholder process rules in this manual are followed. The work plan should detail any number of activities and actions needed to accomplish their Charge. These might include the sequencing, ordering, and constraints on:

- education and investigation;

- design criteria development;
- interest exploration;
- option development;
- proposal development;
- decision-making.

6.5 Reporting back to the Parent Committee

Each Task Force or Subcommittee shall report back to its Parent Committee at each meeting of the Parent Committee. Reports may (as the situation dictates):

- be short and simply note that work continues on track;
- identify draft ideas or options for discussion in and advice from the Standing Committee;
- identify any participation issues or missing expertise;
- raise key issues or sticking points;
- recommend changes to the Charge, charter, or schedule; and
- be the final report detailing the work of the group.

In whatever form regular reports take from Stakeholder Groups up to their Parent Committees, regular reporting is essential to: 1) keep the Stakeholders informed of actions and progress; 2) engage the Standing Committee participants in joint problem investigation on difficult issues; 3) ensure more stakeholders have a chance to raise issues or concerns during the process, rather than at the end of a dialogue when adjustments are more difficult to make; and, 4) ensure that the group is staying on-task and in-focus. Standing Committees should take reporting seriously in order to maintain their authority over and responsibility for Stakeholder Groups that they Charge and charter.

The following table details this process in a step-by-step fashion, including timeframes for when these activities are to be accomplished. See Appendix III for a corresponding Process Chart.

Table: Requirements for Charging and Chartering

Step	WHAT	WHO	TIMEFRAME	DECISION RULE
1	All new issues brought before Standing Committee for consideration	PJM staff, Member(s), IMM or OPSI	On-going	N/A
2	Standing Committee decides to handle issue itself, refer to a different Standing Committee or assign to existing Group, or form a new Group ¹ , (confer as needed with other Standing Committees).	Standing Committee	On-going	Simple majority
3	Draft detailed Charge that includes: its purpose, problem statement, deliverables (including anticipated draft manual tariff changes), and deadlines.	Parent Committee Chair	On-going; drafted prior to the meeting where discussion is to take place (or at the meeting)	N/A
4	Draft Charge reviewed, revised, and agreed upon	Parent Committee	In the meeting where introduced	Simple majority
4a	Form the new group (if new group), identify chair, establish infrastructure (web page, etc.)	PJM	Prior to the first meeting	N/A
5	Translate detailed Charge into draft charter, and return charter (along with any suggested revisions to detailed Charge) to Parent Committee for final approval	Group	At initial meeting of Group	Simple majority
6	Approve Charter (and any Charge revisions) after making sure it is "clear and concise, specific, measurable, and consistent" with the Charge	Parent Committee	At next Parent Committee	Simple majority
7	Post on PJM website and keep updated as any changes are made	PJM	Within two weeks of charter approval by Parent Committee	N/A

¹ It is generally assumed that any new Group will likely be a Task Force rather than a Subcommittee, potentially evolving into a Subcommittee over time.

8	Report back to Parent Committee on key progress, milestones, status of deliverables, key issues or sticking points using standard template. If necessary, develop recommendations to modify or adjust charter, and send recommendations to Parent Committee for approval	Group Chair	At every Parent Committee	N/A
9	Approve modifications to charter	Parent Committee	If and as needed	Simple majority
10	Assure Group retains its focus and makes progress and avoids scope creep	Parent Committee and Group Chair	On-going	N/A
11	Sunset Group upon completion of its charter, or determination by Parent Committee or MC	Parent Committee	At completion	Simple majority
12	Review status of all Groups annually, in conjunction with Annual Plan	MC-Vice Chair leads effort in consultation with Parent Committee chairs and brought to MC	Determine whether Stakeholder Groups will continue to exist, change to Subcommittee, etc	N/A

Section 7: Processes for Consensus Based Issue Resolution at the Task Force and Subcommittee Levels

Welcome to the *Processes for Consensus Based Issue Resolution at the Task Force and Subcommittee Levels* section of the PJM Manual for **PJM Stakeholder Process**. In this section you will find the following information:

- the processes to be used at the Task Force and Subcommittee level for problem investigation, proposal development, decision-making and reporting to the Parent Committee related to resolution of an issue considered in the stakeholder process.

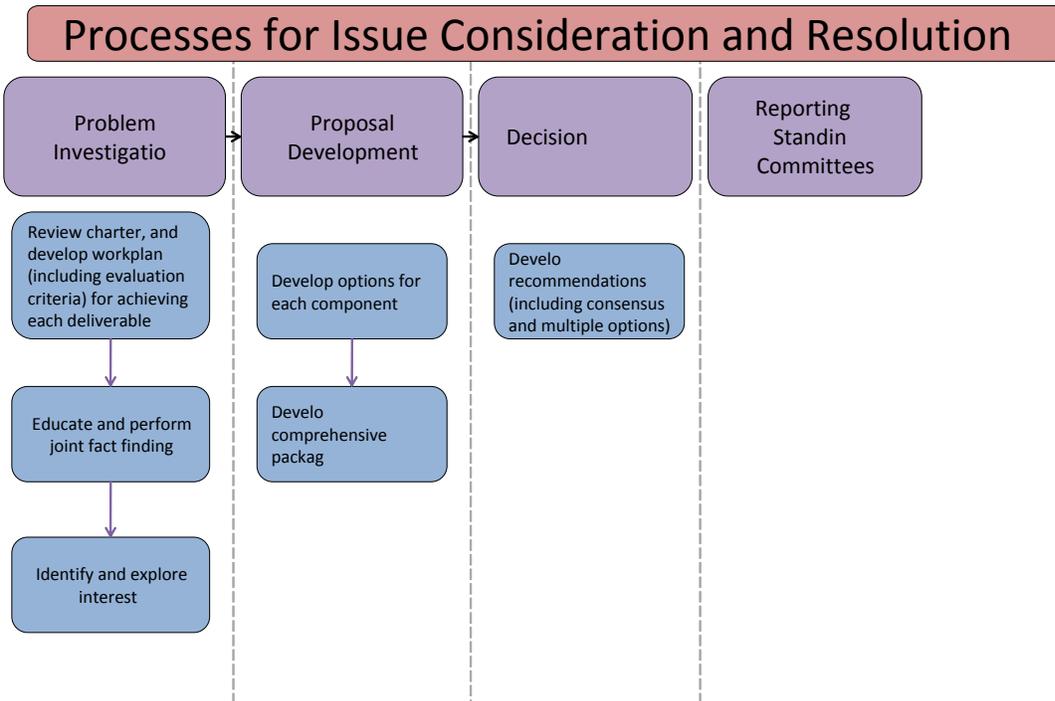
7.1 Overview

This section describes the processes which shall be used for consideration of issues and development of their resolution at the Task Force and Subcommittee levels. The next chapter describes the processes used at the Standing Committees. The processes include problem investigation, proposal development, decision-making, and reporting to the Parent Committee. These processes begin after the Charge and charter have been developed and approved by the Parent Committee. Note that Appendix II includes templates to be used throughout these processes, and a tool box of techniques for facilitators and Members to draw upon as aids in these processes is available in Appendix IV.

The purpose of these processes is to provide a methodical and repeatable approach to evaluating problems, considering all relevant information, developing reasonable and supported alternatives, and making considered recommendations. Specifically, these processes provide for the following:

- clearly defined and understood problem statements;
- shared understanding of complex issues through joint and early education;
- articulation of stakeholders' underlying issues, concerns, and interests;
- joint creation, exploration, analysis, and evaluation of options; and
- consistent and more detailed reporting to Standing Committees.

The chart below provides a graphical representation of the steps used in accomplishing these processes. The detailed procedures for accomplishing each of these steps are provided in the remainder of this section.



7.2 Problem Investigation

The Problem Investigation process is essential to understanding the problem to be resolved and to laying the groundwork for joint understanding of the issues, stakeholders' perspectives and components and criteria that will be used in the further evaluation. The steps in this process include:

1. Reviewing the Charge and charter, and developing a workplan for achieving each deliverable:
 - a) review charter and Charge explicitly with the group, including purpose, goal, problem statement, deliverables, and deadlines. This review should explicitly indicate whether the group has been charged with producing a single recommendation or multiple options;
 - b) provide stakeholders with the opportunity to further delineate and detail the problem from their perspective;

- c) delineate the most important attributes of the problem (e.g. whether the nature of the issue is more technical than policy, the potential cost and benefit impacts, or what other issues interact with and impact this issue);
- d) develop a detailed workplan to implement the Charge and charter within deadlines set by Parent Committee²;
- e) discuss and identify whether there are key missing interests or expertise that will be actively sought to participate in the group,
- f) Educate and perform joint fact finding³:
 - i. clarify and describe existing operations, procedures, policies, etc., if any, related to the problem the group will be addressing;
 - ii. identify existing information and missing information (necessary to get the work done);
 - iii. develop a plan for attaining needed information;
 - iv. provide opportunity to bring all Members up to speed substantively (conference calls, training opportunities);
 - v. seek agreement on both approach and inputs for any analysis to be undertaken, including who will do the work, deadlines, and goals;
 - vi. explore best practices, considering how other Regional Transmission Organizations and others have handled the issue; and
 - vii. determine whether any outside expertise is needed to aid in developing the resolution to the issue.

2. Interest identification and exploration:

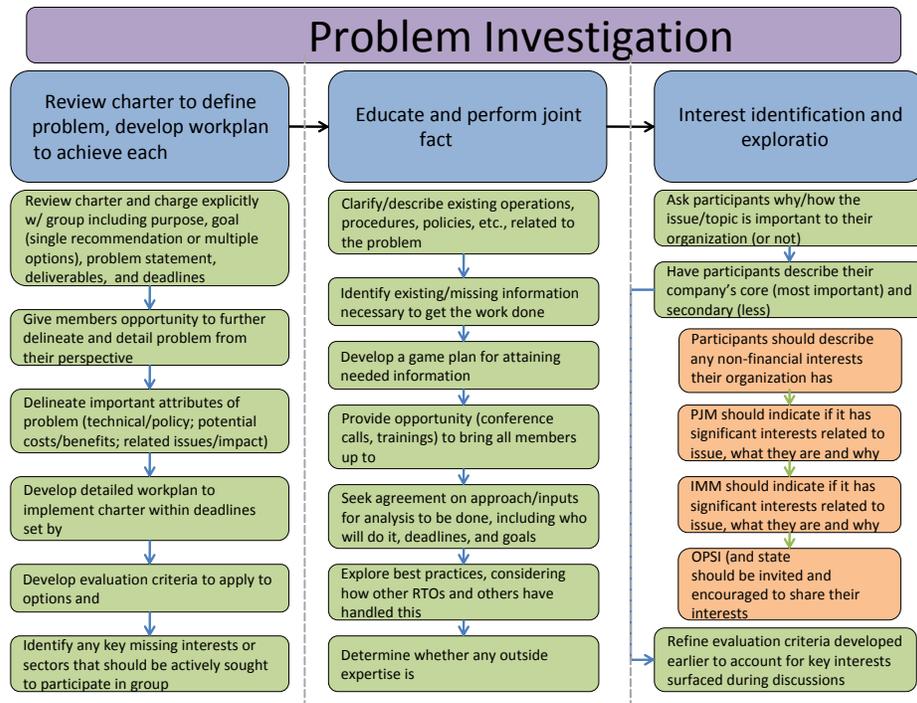
- a) the purpose of this step is to ensure that all stakeholders have a common understanding of each other's interests vis-à-vis their potential positions on individual issues;
 - i. this needs to be a deliberate activity to ensure that interests are expressed before participants make proposals or state positions.
- b) ask participants to state why and how the issue is (or is not) important to their organization; and
- c) have participants describe their organization's core (most important) interests, and those that may be secondary (less important);
 - i. participants should describe the various interests their organization has on a matter that are in addition to any direct financial ones;
 - ii. PJM should indicate whether it has significant interests related to this issue, and if so what they are and why;

² Align any work planning related to tariff changes to meet guidelines for tariff changes identified later in this Manual.

³ Note additional joint fact finding and analysis may be necessary once options are identified.

- iii. the Independent Market Monitor should also indicate whether it has significant interests related to this issue, and if so what they are and why; and
 - iv. OPSI (and state regulators) should be invited and encouraged to share their interests.
3. The facilitator shall lead the establishment of design criteria for the issue or problem to be resolved:
- i. identify key design criteria for the issue for which any proposed solution alternatives should address; and
 - ii. seek agreement on the design criteria and if possible, their relative importance (e.g. high, medium or low) .

Note that the education, interest discussion, and establishing criteria and features of potential solutions are an iterative process. The facilitation tools provided in Appendix IV should be used to aid in these processes. The graphic below details these processes.



7.3 Proposal Development

Once the problem statement has been refined, opportunities for stakeholders to understand the issue and its ramifications have been provided, stakeholders have identified their interests and concerns and design criteria have been identified, proposed solutions may begin to be developed. This is accomplished in a two-step process by which options for each design criteria are explored, and then packaged in to composite proposals.

- Develop options for each design criteria:
 - brainstorm options for each design criteria;
 - the design criteria solutions are not bundled into packages at this point; and
 - the design criteria, importance levels and component solution options shall be captured in matrix form:
 - collectively evaluate component solution options, and narrow to extent possible.
- Develop comprehensive packages:
 - the group shall discuss how and whom will develop package proposals encouraging broad stakeholder proposals to the greatest extent possible, but considering proposals from PJM, the Independent Market Monitor, individual Members, and other stakeholders (e.g., OPSI and state regulators);
 - the packages shall be made up of the identified component solution options for each individual design criteria;
 - the composite package options shall be captured in matrix form;
 - the group shall identify similarities and differences among packages; and
 - collectively prioritize among packages, further refine, and consolidate to extent possible. This may be an iterative process.

The matrix below provides an example of the design criteria, level of importance and brainstormed potential component solutions.

Collaborative Solution Development Matrix

Consensus Design Criteria (or Component)	Consensus Importance Level	Brainstormed Potential Component Solutions				
		A	B	C	D	E
1 Design Criteria 1	Medium	Potential Component Solution 1A	Potential Component Solution 1B			
2 Design Criteria 2	High	Potential Component Solution 2A	Potential Component Solution 2B	Potential Component Solution 2C	Potential Component Solution 12D	Potential Component Solution 2E
3 Design Criteria 3	Medium	Potential Component Solution 3A	Potential Component Solution 3B	Potential Component Solution 3C		
4 Design Criteria 4	Low	Potential Component Solution 4A	Potential Component Solution 4B			
5 Design Criteria 5	High	Potential Component Solution 5A	Potential Component Solution 5B	Potential Component Solution 5C	Potential Component Solution 5D	

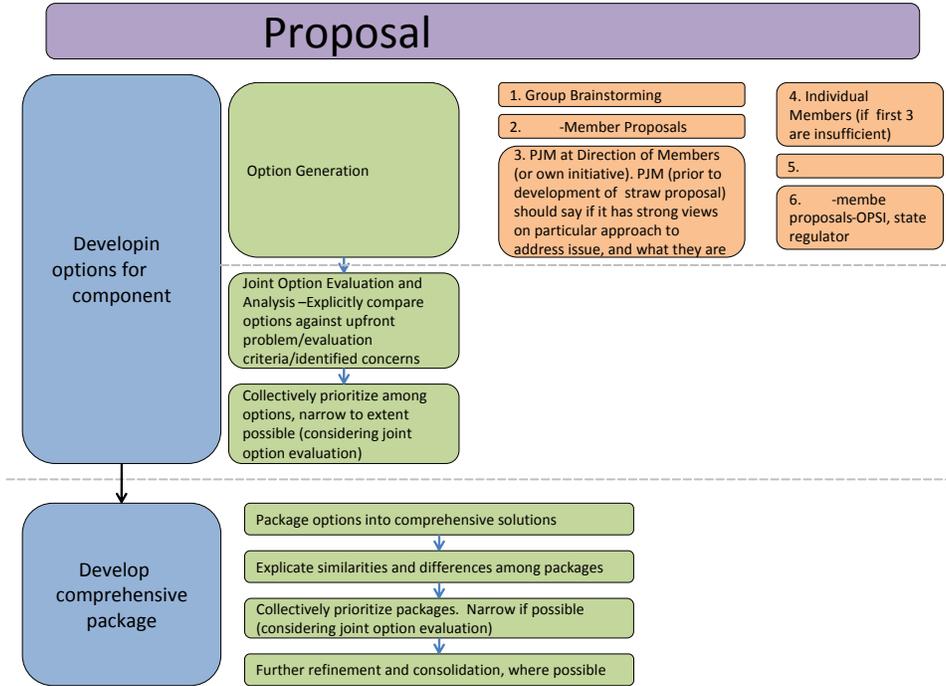
No Decision Criteria are developed, as individuals will differ on the valuation (as to which potential component solution is better and by how much)

Consensus Packaged Solution is: 1B/2C/3A/4B/5D

Principal applies to non-consensus decisions (Tier 2), with another package selected as an alternate (e.g. 1A/2B/3B/4A/5C)

The facilitator shall use facilitation techniques to appropriately match the size and depth of the stakeholder group.

The graphic below details these processes.



7.4 Decision-making

The process for decision-making includes:

- issues about group process and procedures shall be decided by the group chair/facilitator after taking Member concerns and suggestions under advisement and consulting with the Secretary;
- Task Force and Subcommittee output are recommendations only to the Parent Committee and are not decisions or final agreements in and of themselves;
- a tiered approach to decision-making is defined below. Tier 1 (the consensus or single-proposal approach) shall be considered the default decision-making method for Task Forces and Subcommittees unless the Parent Committee requires otherwise in its Charge to the work group (i.e., it directs the Task Force or Subcommittee to develop multiple options rather than consensus where possible, in which case the Task Force or Subcommittee would use Tier 2):
 - Tier 1: Consensus on a single proposal (default option):
 - the goal is to reach as much agreement on as many elements of the issue as possible, where consensus is defined as unanimity – where all consenting parties can accept or will not object to the proposed solution;
 - Member(s) may abstain - abstentions are considered the equivalent of not blocking consensus as the package is forwarded to the Parent Committee;
 - Members shall strive to synthesize and consolidate the best ideas into a single “package” recommendation that meets the identified criteria, and best helps PJM fulfill its overall mission and its Members meet their individual interests to the greatest extent possible;
 - the chair or facilitator shall test for consensus on a package proposal by asking whether any Member “objects” to recommending the package proposal to Parent Committee:
 - if a Member objects, they shall explain their objections, and endeavor to provide an alternative; and
 - other Members then have an opportunity to explore those objections and offer alternatives.
 - if no consensus is reached on a preferred package, the chair or facilitator shall test for whether there is consensus on any of the major elements or features of the package proposal;
 - at the chair or facilitator’s discretion in consultation with the Task Force or Subcommittee, the chair or facilitator shall determine when to end deliberations; and
 - the report out, if and when consensus is reached, shall include how the preferred alternative package measures up against the design criteria, and why it is superior to any other comprehensive package that was seriously considered;

- draft business rules and tariff or OA revisions, as needed, shall be developed by the Task Force or Subcommittee with PJM's assistance;
 - the report out shall include those Members who participated at the meeting where the final vetting of options/alternatives was completed, and those Members who regularly participated in the work group but did not attend the final meeting. Members who regularly participated in the work group but were not able to make the final meeting, will be given the opportunity to add their organization's name to the tally of consenting or abstaining members; and
 - if the Tier 1 process fails to produce a consensus proposal, then the decision-making process moves into Tier 2 decision-making.
- Tier 2: Multiple Alternatives:
 - this approach shall be used either if multiple packages are requested by the Parent Committee or consensus is not attainable under Tier 1 above;
 - the Task Force or Subcommittee shall develop a vetted, limited number of options (preferably 2-3) (unless the Task Force or Subcommittee decides to forward one proposal with objections with the number of objecting reported);
 - the chair or facilitator shall select a process or processes to winnow proposals to a limited set of options (preferably 2 to 3) from the toolkit in Appendix IV (e.g. straw polling, etc.);
 - any one of the multiple options forwarded on behalf of the group to the Parent Committee shall have at least the support of three Voting Members. The supporting Voting Members shall come from at least two different sectors (these two criteria together shall constitute the Task Force and Subcommittee proposal "threshold"). Such support may come from within the active participants in the Task Force or Subcommittee, or may include those not actively participating in that particular Task Force or Subcommittee, as long as they express their support in writing to the chair or facilitator. This threshold applies regardless of the origin of the proposal (i.e. from a Member, PJM, the Independent Market Monitor, or other stakeholder);
 - at the chair or facilitator's discretion in consultation with the Task Force or Subcommittee, the chair or facilitator shall determine when to end deliberations;
 - the report to the Parent Committee shall include a descriptive comparison of the multiple options, and how they compare to the criteria developed by the Task Force or Subcommittee;
 - the report shall also include those Members who participated at the meeting where the final vetting of options/alternatives was completed, and those Members who regularly participated in the work group but did not attend the final meeting;
 - each option that meets the threshold of support shall have at least one named sponsor (Members Committee voting Member, PJM, or the Independent Market

- Monitor), and others are free to add their organizations name in support of an option or options;
- the sponsor or its designee (which can include another supporting Member, PJM or the Independent Market Monitor) shall present its option before the Parent Committee; and
 - if multiple proposals are being forwarded to the Parent Committee, there shall be no expectation for accompanying draft business rules and tariff or OA revisions until the Parent Committee selects or narrows options.
- Pursuing Proposals That Do Not Meet Thresholds:
 - Member Proposals: Any single Member or combination of Members retains the right to raise a different proposal to the Parent Committee that didn't meet the Task Force or Subcommittee proposal "threshold" described above. The Parent Committee may choose to consider this proposal or reject it according to its own decision-making procedures. If the Member or Members plan to bring their proposal to the Parent Committee, their proposal shall be included as an attachment to the report in a section labeled "Other Proposals That Did Not Meet the Threshold of Support". The Member or Members shall be responsible for drafting their own proposal and submitting it within the timeframe established by the Task Force or Subcommittee chair or facilitator;
 - Independent Market Monitor Proposals:
 - if the Independent Market Monitor has its own proposal at the time that differs from the proposals under consideration by a Task Force or Subcommittee, it shall introduce that proposal at the Task Force or Subcommittee to be considered along with all other proposals;
 - the Independent Market Monitor shall endeavor to get Member support for its proposal. If an Independent Market Monitor proposal meets the threshold, it shall be included in the body of the report to the Parent Committee and compared alongside all other proposals that meet the threshold; and
 - however, if such a proposal does not meet the threshold and the Independent Market Monitor plans to bring its proposal to the Parent Committee, the proposal shall be included as an attachment to the report consistent with the above procedures for Members.
 - PJM Proposals: If PJM wishes to put forward its own proposal, it shall follow the same process and procedures as described above for the Members and the Independent Market Monitor; and
 - presentation to the Parent Committee of any alternate proposal discussed in this section shall be limited to 15 minutes in duration, and shall specifically delineate the differences between the alternate proposal and the Main Motion.

7.5 Report to the Parent Committees

The Task Force or Subcommittee shall provide both periodic reports and a final report to the Parent Committee. Periodic reports are discussed above, and are intended to provide the Parent Committee with updates on progress being made, milestones, status of deliverables, key issues or sticking points using standard template, and requests for approval of proposed revisions to the Charge or charter. The final report of the Task Force or Subcommittee shall include sufficient information such that Members participating at the Parent Committee level may understand the problem, the features or elements, their priority, the options considered and the Task Force or Subcommittee's recommendations. The final report shall include the following:

- the actual proposal if Tier 1 decision-making was used, or the multiple proposals if Tier 2 decision-making was used;
- the comparative matrix listing features, options and packaged proposals;
- a narrative description of the differences between the proposed solutions, including the rationale for selection of the proposed solution over alternate proposals;
- the list of proposal endorsers, (if their consent has been received for inclusion);
- the list of Task Force or Subcommittee participants;
- an Appendix with alternates that did not meeting the threshold; and
- draft business rule, Tariff or OA revisions if Tier 1 decision-making was used.

Section 8: Consensus Based Issue Resolution at the Standing Committee Level (other than the Senior Standing Committees)

Welcome to the *Consensus Based Issue Resolution at the Standing Committee Level* section of the PJM Manual for **PJM Stakeholder Process**. In this section you will find the following information:

- the processes to be used at the Standing Committee level for problem investigation, proposal development, decision-making and reporting to the Parent Committee related to resolution of an issue considered in the stakeholder process; and
- the processes for review of and decision-making regarding proposed resolution of issues developed by Task Forces and Subcommittees.

8.1 Overview

The purpose of this section is to delineate the processes for Standing Committees to both review and decide upon recommendations of their Task Forces and Subcommittees, and to identify the processes for direct consideration of issues by the Standing Committee itself.

8.2 Problem Investigation and Proposal Development

As previously discussed, Standing Committees may take on the issue at their level, or delegate this responsibility to a Task Force or Subcommittee. In the case that the Standing Committee has chosen to resolve an issue itself, the Standing Committees shall, as appropriate, have structured periods for brainstorming, problem investigation, and proposal refinement. For issues taken up only at the Standing Committee level and not processed through lower Stakeholder Groups, Standing Committees should also set aside adequate time for proposal development. These activities shall be carried out in accordance with the previous section:

- during these periods the Stakeholder Group shall follow similar procedures for problem investigation, and proposal development as delineated for Task Forces or Subcommittees above (the Standing Committee may need to relax formal voting procedures and Robert's Rules of Order until all proposals are fully vetted, understood, and revised, as needed);
- these structured periods could be used either to narrow and refine proposals brought to the Standing Committee from Stakeholder Groups, or to create new proposals on issues dealt with directly in the Standing Committee rather than through the Task Force or Subcommittee process; and
- it is expected that these periods will be tightly structured and time bounded given the fact that Standing Committees generally have numerous issues they need to attend to, and the intent is to build on work of the Task Forces or Subcommittees where possible.

8.3 Decision-making

The goal of the Standing Committees is to reach as much agreement as possible on a single proposal, unless the Senior Standing Committee requests multiple options. When a consensus proposal cannot be developed for promotion to the Senior Standing Committees, then the Standing Committees shall forward options to the Senior Standing Committee according to procedures noted below:

- at Standing Committees (other than the Senior Standing Committees), all Members have one vote. Members include Voting Members and Affiliate Members;
- any proposal/option that passes a simple majority threshold is forwarded to the Senior Standing Committee for consideration. If more than one option receives a majority vote, the option with the highest majority is presented as the Main Motion at the Senior Committee. Other options may also be forwarded consistent with the section below on Reporting;
- should the Standing Committee not reach a simple majority on any option, they continue to work until:
 - they have at least one proposal to forward to the Senior Standing Committee that attains a simple majority; or
 - they decide to remand an issue back to a Task Force or Subcommittee for further development with clear instructions; or
 - the Senior Standing Committee asks for multiple proposals even if they do not garner a simple majority of support, or the Senior Standing Committee asks them to stop working on the issue; or
 - the facilitator in consultation with the Standing Committee Members discontinues work on the issue.
- there is no quorum or other participation requirement in voting at the Standing Committees (with the exception of the Members Committee). Votes are taken with the Members present (via phone or in-person) including proxies and affiliates.

8.4 Voting Method

This methodology is only for official proposal votes and applies to all Standing Committees and Senior Task Forces (but not straw polling that may be used as described in the Facilitation Tool Box included in Appendix IV).

The matrix in Appendix III provides a consolidated view of the decision-making and voting methods at the various levels in the stakeholder process:

- any Member, be they a Voting Member or an affiliate Member, may vote;
- all proposals with a sponsor that are requested to be voted, are voted;
- if a proposal listed as a voting item on the agenda and posted by the required posting time, no motion is needed to hold the vote;

- proposals, posted or not, brought up for vote during a meeting, shall be moved and seconded;
- each Member gets one vote per proposal;
- the proposal that receives the highest percentage vote above 50% is the primary motion;
- one representative of a company at the meeting may vote for all of its affiliated companies;
- an authorized agent may vote for multiple Members.

8.5 Reporting to Senior Standing Committees

This applies to reports from Standing Committees and any other group that reports directly to a Senior Standing Committee. The substance of the report shall include:

- summaries of each proposal and a comparison of the proposals as follows:
- include proposals that meet the Standing Committee voting threshold (defined as a simple majority of all Members present) plus any additional proposals that have garnered support from at least three Members in at least two sectors⁴ (and those Members wish to bring their proposal to the Senior Standing Committee). It shall be clearly indicated in the report which proposals met or exceeded Standing Committee minimum voting requirement (simple majority) and which did not;
- the summary and comparison should include a description of each proposal and matrix showing how each proposal addresses the criteria (developed by Task Forces, Subcommittees, Standing Committees or Senior Standing Committees). This report may simply be the work already completed by the Task Force or Subcommittee, or that Task Force or Subcommittee's product may be further refined and revised by the Standing Committee, or developed by the Standing Committee itself (i.e., when issue originated at the Standing Committee and was not worked on by a Task Force or Subcommittee);
- the report shall be drafted by PJM (acting as its role as facilitator) on behalf of and in consultation with the Members; and
- the report shall include identification of support and opposition:
 - show vote, count and percentages, for all options included in report to Senior Standing Committee where a formal vote was taken. This is not necessary for issues where approval was by acclamation;
 - at least one Member (or PJM or the Independent Market Monitor) shall be required to sponsor a proposal and identified in the report;
 - any other Members and Authorized Commissions that want to add their name in support or opposition to a proposal included in the report to the Senior Standing Committee can do so, if provided in a timely manner consistent with the timeframe

⁴ This is meant to carry forward the minimum threshold required to promote a proposal from a task force or subcommittee to a Standing Committee. Similar to that requirement, the 3 Members must be MC voting Members, from at least 2 different sectors.

- set by the facilitator in consultation with the Stakeholder Group to finalize the report;
and
- the report shall also include a list of Member organizations present at the vote (in person or participating remotely).

Section 9: Rules of Procedure for Senior PJM Committees (Members and Markets & Reliability Committees)

Welcome to the *Rules of Procedure for Senior PJM Committees* section of the PJM Manual for **PJM Stakeholder Process**. In this section you will find the following information:

- specific rules of procedure for operation of the Senior Standing Committees.

The following rules of procedure apply to the Members Committee and the Markets & Reliability Committee.

9.1 Quorum (for the Members Committee only)

The Chair shall declare a quorum present, if such is the case and a quorum is required, or may direct that the Members be polled to determine a quorum in accordance with OA section 8.3.3. Once a quorum is determined to be present, it shall be considered to be present until the noticed end time for the meeting. Actions taken during this scheduled time shall be deemed to have been taken with a quorum present, and quorum calls are not permitted during this scheduled time. Other than actions taken during the scheduled time for meetings of the Members Committee in accordance with this rule, no action may be taken by the Members Committee at a meeting unless a quorum is present. After that time, if a quorum is not present, the Members Committee may continue discussion of materials on the agenda, however, it may not take action. At the discretion of the Chair, administrative or reporting items may be accomplished if a quorum is not deemed to be present.

9.2 Agendas

The proposed agenda Published for the meeting shall determine the Order of the Day; provided, the first order of business (whether or not so shown on the agenda) shall be changes, if any, to the Published agenda. At this time, any Member may object to consideration of a matter on the proposed agenda for lack of Complete and Timely Notice; the Chair, assisted by the Secretary, shall rule on the objection. An agenda item may be added to the Published agenda for consideration with a two-thirds vote of the Members.

Each agenda item brought to a Senior Standing Committee shall concern one discrete topic and the discussion of that item shall exclude matters which are not germane to that topic; provided, the Chair may schedule unrelated matters for Consent Agenda approval (at the Members Committee). The Chair shall determine the Consent Agenda based on the expectation that the Members will consent to vote on those matters expeditiously, together and without discussion. No later than the beginning of each meeting, at the time the Order of the Day is adopted, if any Member objects to expedited consideration of a matter on the Consent Agenda, the Chair shall remove that matter from the Consent Agenda and add it to the meeting agenda as a separate discussion item; the Chair shall determine where the matter shall be inserted into the agenda. When the Consent Agenda comes to the floor, there shall be no discussion of the merits; provided, a Member may request that its vote on a particular matter be noted in the minutes.

9.3 Speakers

The Chair shall indicate the person who has the floor. When two or more Members seek recognition at once, the Chair shall decide who is entitled to the floor. Speakers shall speak in turn (when there is a queue), and the Chair shall recognize speakers prior to them speaking.

9.4 Main Motions

A Main Motion Published by a PJM Stakeholder Group shall be deemed moved by the Stakeholder Group's representative as Published; no second is required. The representative shall be given an opportunity to make a supporting statement or presentation before general discussion ensues. At this time, the representative may propose to accept one or more friendly amendments and technical corrections whether or not Published. The Chair shall ask if there is an objection by any Member to such friendly amendments or technical corrections and if there is none, they shall be incorporated prior to general discussion. If an amendment or correction is objected to, it shall be considered an Alternative Motion, if seconded, and voted on in accordance with Motion Voting Order below, unless withdrawn. For main motions moved and seconded from the floor, friendly amendments or technical corrections are accepted by the Member and the second. Any Member who objects to the revised motion may discuss this objection and offer an Alternative Motion if the friendly amendment or technical correction is accepted.

9.5 Motion Amendments

During discussion of the original main motion, any Member may move an amendment germane to it in the form of an alternative (amended or substitute) Main Motion. If such amendment was published, the mover shall make the motion as Published but also may offer technical corrections and accept friendly amendments. The merits of each such amended version of the Main Motion shall be discussed (when seconded) along with the original main motion, in such order as the Chair shall prescribe; provided, the Chair may determine at any time before or during its discussion that an amendment is not germane to the original motion and therefore out of order. The Chair shall appoint, and yield the chair to, a temporary presiding officer before participating in the substantive discussion of any main motion.

9.6 Motion Discussion

During any one such discussion of a Main Motion and its alternatives pursuant to the previous paragraph, a Member may speak no more than twice, nor longer than five minutes at one time, except to address a new alternative. This limitation shall not apply to the representative of the Stakeholder Group sponsoring the original main motion, and may be waived by a majority of the Members.

9.7 Motion Voting Order

The original Main Motion and each amended version, after each amended version has been moved and seconded, shall come up for a vote in the following order: (a) the original Main Motion, (b) amendments in the order in which Published, and (c) amendments not Published, in

the order moved at the meeting, until one is adopted. The mover of the Main Motion or an amendment may move to withdraw it at any time. If the Main Motion and any Alternative Motions Fail and no amendment is adopted, the Main Motion can be voted on again provided it is moved and seconded by any Member. Reconsideration of an Alternative Motion which Failed when considered previously shall be moved by a Member who voted for its defeat, and reconsideration of a motion previously Passed shall be moved by a Member who voted for its passage.

The matrix in Appendix III provides a consolidated view of the decision-making and voting methods at the various levels in the stakeholder process.

9.8 Voting on Motions

The vote on a Main Motion shall be recorded by sectors at the call of the Chair or if any Member requests it (calls for a division), and shall Pass if it receives the two-thirds vote required in section 8.4(c) of the Operating Agreement. The vote on a Secondary Motion (e.g., to lay on the table, to refer to Stakeholder Group) shall be taken by sectors if five or more Members request it, and shall Pass if it receives the majority or two-thirds vote required in this Manual, calculated in accordance with section 8.4(c) of the Operating Agreement. A roll call vote may be requested by any Member prior to the taking of the vote. A record of the roll call votes of individual Members shall be maintained by PJM, but a Member's vote shall be reflected in the minutes only if so requested by the voting Member. Members may request a copy of roll call votes recorded by PJM a specific issue. The Chair may vote to break a tie on any Secondary Motion decided by non-sectoral vote. The Chair shall avoid participating on behalf of a Member in any sectoral vote if there is any other representative of that Member present and qualified to vote.

9.9 Governing Procedures

In all matters of procedure not specifically covered by the Operating Agreement or this Manual, the most recent edition of Robert's Rules of Order, Newly Revised shall govern where applicable. Special rules for the conduct of business in the current meeting, not inconsistent with the Operating Agreement or these Rules of Procedure, may be adopted at any time by vote of a majority of the Members.

9.10 Chair's Prerogative

The Chair is encouraged to expedite the timing and steps of the process when able to do so without objection and the issue has been covered sufficiently. The Chair may end discussion of a specific topic if the Chair believes discussion is repetitive or stalemated.

The Chair may rule a Member out of order if the Member's behavior seems intended merely to delay the meeting or to harass a previous speaker. Members can object to such a ruling by an appeal from the decision of the Chair.

Section 10: Process for Review and Effective Dates of Governing Document Revisions

Welcome to the *Process for Review and Effective Dates of Governing Document Revisions* section of the PJM Manual for **PJM Stakeholder Process**. In this section you will find the following information:

- The process for review of proposed revisions to the PJM governing documents.
- A statement regarding the timing of implementation of approved revisions to the PJM governing documents.

10.1 Overview

The purpose of this section is to define the processes used by PJM and the Members to review and implement revisions to the PJM governing documents subject to approval of the FERC – specifically, the Operating Agreement, the Open Access Transmission Tariff and the Reliability Assurance Agreement. This section shall not apply to revisions to the governing documents required by a FERC compliance directive. Refer to Appendix I for the Compliance Filing Protocol. This process does not apply to portions of the Tariff controlled by individual Transmission Owners.

The intent of these processes is to provide for a timely and orderly review of proposed revisions to allow incorporation of stakeholder comment, and to provide orderly implementation of revisions to the governing documents and their concomitant Manual, procedure and system changes at both PJM and Member companies.

While proposed revisions to the PJM governing documents can be made at any time throughout the year, to the maximum extent practicable, the effective date of these revisions should be made at only two times per year: January 1 and June 1. The purposes of this batched implementation are to provide stakeholders and PJM the opportunity to update systems, training and processes in an orderly fashion, to allow sufficient time for orderly communication and preparation, and to provide stability of platforms throughout as much of the operating year as possible. Other effective dates of governing document revisions may be made during the year if directed by the FERC or the implementation is required for reliable operations.

10.2 Governing Document Review Postings

PJM shall post draft governing document revisions for stakeholder use on a governing document focused page on PJM.com. As part of that posting PJM shall include any business rules or other summaries generated by the Task Force or other Subcommittee that necessitated the changes to the governing documents. The posting shall identify a PJM contact assigned and available to discuss the draft revisions and a PJM contact representing the Task Force or Subcommittee sponsoring the proposed revisions who can discuss the business rules or documents requiring the governing document revision.

10.3 Notification Process

PJM shall issue email notifications to the appropriate Stakeholder Group when postings are made to the governing document review page of PJM.com. Notices shall be sent to the following stakeholders:

- participants listed on the roster for the Stakeholder Group sponsoring the changes;
- participants listed on the rosters for any Standing Committees that will ultimately vote on the proposal that the governing document revision addresses;
- others who register to be notified of governing document revisions; and
- the Members Committee.

10.4 Posting Process Timelines

Any proposed revisions to the governing documents shall meet the following timeline relative to a final vote on the proposed revisions at a Markets and Reliability or Members Committee meeting. In addition, PJM shall provide a draft of proposed governing document revisions in a timely fashion for review at the Markets and Reliability or Members Committee meeting where the proposed revisions are introduced.

- 7 Calendar Days before the Markets and Reliability or Members Committee meeting at which voting will be accomplished – PJM shall post the final proposed governing document revisions;
- 3 Business Days prior to the posting date – All comments on the draft revisions are due from stakeholders to PJM (PJM has 3 Business Days to incorporate comments);
- 10 Business Days prior to when comments are due (13 Business Days prior to the Posting Date) – PJM shall post the draft governing document revisions to allow stakeholders 10 business days to comment.

The following chart demonstrates this timeline.

Sample Timeline for Review of Proposed Governing Document Revisions						
SUNDAY	MONDAY	TUESDAY	WEDNESDAY	THURSDAY	FRIDAY	SATURDAY
					1	2
3	4 Post draft proposed governing document revisions (10 business days)	5	6	7	8	9
10	11	12	13	14	15	16
17	18 Comments due from stakeholders (3 business days)	19	20	21 Post final draft governing document revisions (7 calendar days)	22	23
24	25	26	27	28 Meeting at which vote will take place	29	30
31						

10.5 Other Venues as Required

If PJM receives multiple conflicting comments or determines a meeting is necessary to resolve comments a conference call shall be scheduled with a minimum of 2 business days notice. PJM shall also schedule a conference call if requested by a stakeholder.

10.6 Implementation Timing

To the maximum extent possible, governing document revisions, including system updates, Manual revisions, procedure revisions, training and any other actions necessary to implement the revisions should be accomplished on a semi-annual basis. Effective dates should be identified as either January 1st or June 1st of each year.

Section 11: Additional Rules of Procedure

Welcome to the Additional *Rules of Procedure* section of the PJM Manual for **PJM Stakeholder Process**. In this section you will find the following information:

- specific rules of procedure applicable to all Stakeholder Groups.

These rules pertain to all Stakeholder Groups.

11.1 Communications

Except as otherwise expressly provided herein, notices required in accordance with the Operating Agreement shall be in writing and shall be sent to a Member by overnight courier, hand delivery, telecopy or email to the representative on the Members Committee of such Member at the address for such Member previously provided by such Member to the Office of the Interconnection.

11.2 Agendas

The agenda is determined by the Chair of each Stakeholder Group with assistance from the Stakeholder Group's secretary and the Secretary. The secretary of each stakeholder group shall Publish meeting agendas (including any matter tabled at the Stakeholder Group's previous meeting) prior to its meeting, along with any amendments to main motions received from the Members for discussion.

Requesting an item be added to an agenda (introduction of a new issue) - Any stakeholder may request that a new issue be considered in the stakeholder process. In such a case, the stakeholder shall review the request with the Secretary of the Members Committee for determination as to which Standing Committee the stakeholder shall present the issue. The stakeholder shall then review the issue with the Chair and Secretary of the appropriate Standing Committee, and the Chair and Secretary shall add the issue to the agenda of the next appropriate meeting of the Standing Committee. The stakeholder shall be allotted no more than 15 minutes for the presentation of the issue at the meeting, and the presentation shall include the following information (at a minimum):

- a concise statement of the problem being presented;
- the objective of the stakeholder's presentation;
- the timeliness of the issue (i.e. the timeframe in which the issue should be addressed);
- the estimated magnitude and potential impacts of the problem; and
- the stakeholder's initial presentation shall not include a proposed solution to the problem presented. The Chair may allow discussion of potential solutions at the initial presentation if in his opinion the problem presented is sufficiently simple.

11.3 Meeting Notes and Minutes

The secretary of each stakeholder group shall maintain and make available the minutes or meeting notes and other public records of its stakeholder group in a manner consistent with PJM's meeting tracking system. Draft minutes shall be Published prior to the next regular meeting (and should be posted approximately one week following the meeting).

11.4 PJM Stakeholder Group Meetings

- Notification and publishing - PJM shall cause all meeting announcements, agendas and minutes to be Published, and shall maintain an electronic distribution list for each Stakeholder Group.
- Access - In order to facilitate attendance, PJM shall arrange for telephone conferencing capability (or equivalent) for stakeholders desiring to attend a Stakeholder Group meeting from a remote location. The instructions for stakeholder use of such conferencing capability shall be Published, and shall accompany the agenda for the meeting if feasible.
- Confidentiality - In general, Stakeholder Group deliberations shall be open to all stakeholders. When the matter under discussion concerns confidential or commercially-sensitive information, the Chair may temporarily exclude certain participants or limit the information disclosed, in accordance with all applicable standards of conduct, confidentiality and antitrust requirements.
- Scheduling - The facilitator shall be responsible for setting agreeable meeting dates to minimize conflicts with other PJM meetings. When scheduling meetings, higher level Stakeholder Groups shall have preference over lower level Groups. To the extent possible, major meetings of other RTOs and/or FERC should also be considered. Meeting dates shall be set at a minimum of two meetings ahead. Annually, PJM should designate two consecutive full business days of every month as "blackout dates" (preferably Monday and Tuesday) and shall attempt to provide these dates on a regular basis. Under no circumstances shall PJM schedule meetings on these dates without prior unanimous consent of that Stakeholder Group. This provides participants certainty that they can schedule travel or meetings with sufficient advance notice. Every effort should be made not to change meeting dates once set. If a meeting date must be changed, the Stakeholder Group chair shall provide the Members with justification for the change. Secretary is shall be responsible for resolving any scheduling conflicts as required.

11.5 Decision-making:

- The matrix in Appendix III provides a consolidated view of the decision-making and voting methods at the various levels in the stakeholder process.
- Sector –Weighted Voting – In any Senior Standing Committee, the sector voting and proxy requirements of sections 8.4(b) and 8.2.5, respectively, of the Operating Agreement shall apply. The affirmative sector vote required to pass the pending main motion shall comply with section 8.4(c) of the Operating Agreement. Secondary Motions

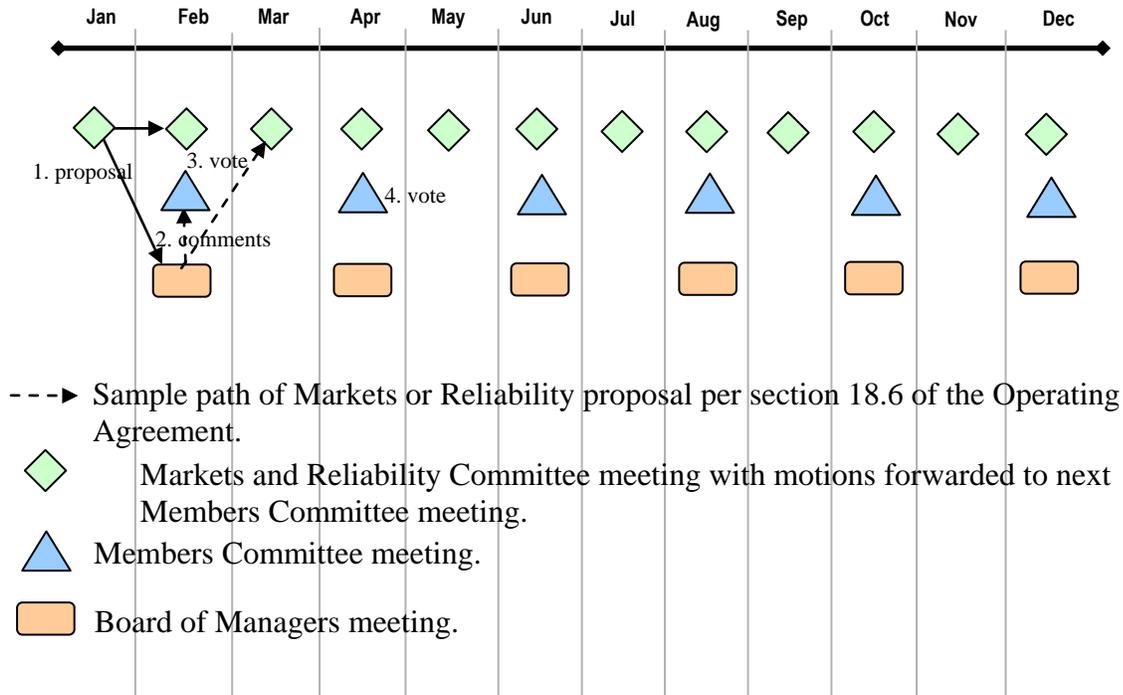
shall be decided in accordance with the Rules of Procedure for PJM Stakeholder Groups which are a part of this Manual.

- **Acclamation voting** – To expedite the voting process, at times when in the opinion of the Chair it appears that there is little opposition to a proposal, the vote may be taken by requesting that all those objecting or abstaining identify their objection or abstention. All those not responding shall be deemed to be voting in favor. The number of objections and abstentions shall be counted and the Chair shall make a determination whether there is sufficient objection or abstention that would prevent the proposal from passing.
- **Proxies** – Proxies shall be permitted at all levels in the stakeholder process.
- **Voting Eligibility** - In any Stakeholder Groups other than a Senior Standing Committee, each Member Company present shall have an individual vote (including Affiliate Members), and the other Rules of Procedure for PJM Stakeholder Groups shall be applied as circumstances require in a relaxed manner. At Senior Standing Committees only Voting Members or their designated agents can vote.
- **Quorum Requirement** – In the Members Committee, a quorum shall be required as stated in the Operating Agreement. In any Stakeholder Group other than the Members Committee, there shall be no quorum requirement (but the stakeholder group Chair in the Chair's discretion may declare adjourned any meeting which fewer than ten Members in attendance).
- **Default** – In accordance with section 15.1.3 of the Operating Agreement, a Member declared in default in writing by PJM shall not be entitled to participate or vote in Stakeholder Groups meetings and shall be excluded from the Stakeholder Group's quorum requirements. The Secretary shall Publish an up-to-date list of those Members whose voting rights have been suspended due to default, which list, whether or not later found to be inaccurate, shall determine a Member's right to vote in any Stakeholder Group meeting.

11.6 Allowing Sufficient Opportunity for Review

In general, it is expected that items brought before a Standing Committee for action (voting) will be presented in written format, including proposed governing document revisions at one meeting for information and discussion, and voted upon at the next meeting. Under certain circumstances, this preliminary presentation and discussion step may be waived at the discretion of the members of the Stakeholder Group at which the presentation and/or voting will take place (if there is objection by any Member to decision-making at the first presentation, a vote shall be taken to determine whether to proceed with decision-making, and the threshold shall be simple majority). In these situations, the agenda shall so note and shall be noted in the transmittal to the Stakeholder Group. The transmittal shall include justification in the email for waiving the initial presentation step. A sample timeline showing the interrelationship between presentations and voting at meetings of the Members Committee and the Markets and Reliability Committee is provided below.

Sample One-Year Meeting Timeline



11.7 Anti-trust Guidelines

The Chair of each Stakeholder Group shall remind participants of antitrust guidelines on a regular basis. Such notification may be included in the transmittal of the agenda for the meetings of the Stakeholder Group and referred to the meeting

11.8 Stakeholder Group Chairmanship

The Chair and Vice Chair of the Members Committee shall be elected as provided in the Operating Agreement. The President of PJM shall appoint the Chair of other Stakeholder Groups; and, after consultation with the Chair of the relevant Parent Committee, the President of PJM shall appoint the Chair of any other Stakeholder Group from among available PJM employees or the Stakeholder Group's participants.

11.9 Committees

The Members Committee and any other Standing Committee may create subordinate Stakeholder Groups from time to time in accordance with these procedures.

The Markets and Reliability Committee, and the Market Implementation Committee, the Planning Committee and the Operating Committee (all under the Markets and Reliability Committee), shall be permanent Standing Committees of the Members Committee.

- As noted above, a Standing Committee may form a Task Force to accomplish a specific inquiry or task of limited duration. A Task Force shall terminate automatically upon completion of its assigned tasks and, if not terminated, shall terminate two years after formation unless reauthorized by the Standing Committee that directed its formation.” The Secretary shall notify the distribution list for the body under review of the meeting at which the Parent Committee’s review will take place, and the Chair of the body under review shall participate in the review. If re-authorization is denied, its Chair shall wind down its affairs in an orderly manner and shall recommend to its Parent Committee an appropriate reassignment or disposition of all pending matters.
- No stakeholder group may delegate its assigned work to a User Group, but, in its deliberations, may consider the recommendations of a User Group.

11.10 Elections

- The representatives or their alternates or substitutes on the Members Committee shall elect from among the representatives a Chair and a Vice Chair.
- The offices of Chair and Vice Chair shall be held for a term of one year.
- The terms shall commence at the last regular meeting of the Members Committee each calendar year and end at the last regular meeting of the Members Committee of the following calendar year or until succession to the office occurs as specified herein.
- Except as specified below, at the last regular meeting of the Members Committee each calendar year, the Vice Chair shall succeed to the office of Chair, and a new Vice Chair shall be elected.
- If the office of Chair becomes vacant, or the Chair leaves the employment of the Member for whom the Chair is the representative, or the Chair is no longer the representative of such Member, the Vice Chair shall succeed to the office of Chair, and a new Vice Chair shall be elected at the next regular or special meeting of the Members Committee, both such officers to serve until the last regular meeting of the Members Committee of the calendar year following such succession or election to a vacant office.
- If the office of Vice Chair becomes vacant, or the Vice Chair leaves the employment of the Member for whom the Vice Chair is the representative, or the Vice Chair is no longer the representative of such Member, a new Vice Chair shall be elected at the next regular or special meeting of the Members Committee.
- In each election of Board Members and the Members Committee Vice Chair, votes shall be taken by secret written paper ballot for those Members attending in person and by secret ballot for those Members participating by teleconference. The ballots shall be counted by sectors. After ballots have been collected, the Chair may proceed to the next order of business, announcing the result when known, and resume the election later in the meeting if additional votes are required.

- The Vice Chair shall be elected from each sector on a rotating basis starting in 2006 with the End Use Customer sector and continuing with the Generation Owner, Transmission Owner, Electric Distributor, and Other Supplier.
- Whenever the Members Committee must fill multiple vacancies on the PJM Board, the order of election shall be:
 - the position for a regular term;
 - the position for the longest vacancy to be filled;
 - the position for the next longest vacancy to be filled.

11.11 Speakers

The Chair shall indicate the person who has the floor. When two or more Members seek recognition at once, the Chair shall decide who is entitled to the floor. Speakers shall speak in turn (when there is a queue), and the Chair shall recognize speakers prior to them speaking.

Section 12: Minority Rights

Welcome to the *Minority Rights* section of the PJM Manual for *PJM Stakeholder Process*. In this section you will find the following information:

- Documentation of the various aspects of the stakeholder process in place to ensure the rights of stakeholders with viewpoints different from the majority of stakeholders.

12.1 Overview

The purpose of this section is to discuss the aspects of the stakeholder process in place to provide necessary protections for single Members or coalitions of Members that are minority in the sense that, for example:

- They have a unique interest due to geography, kind of business, operational context, etc., and/or
- Their views are not shared by a majority of other Members

Other portions of this Manual provide the processes to implement the specifics of these protections.

12.2 Minority Rights

Minority rights protections include the following:

- Every Member regardless of size, scale, or sector, may actively participate in the stakeholder process at all levels from task forces, through the Standing Committees, up to the two Senior Standing Committees.⁵
- Any individual Member may raise an issue, idea, or proposal at any level of the stakeholder process at least once, and can expect that their concern will at least be given time on a meeting agenda, including the at the Members Committee.
- The Member support threshold for moving an issue up from a Task Force to a Standing Committee is lower than the Members Committee level voting threshold (two-thirds majority sector-weighted voting) and also practically lower than the Standing Committee threshold (simple majority). This means that virtually all proposals will be included in a comparative report up from the task force up to the Standing Committees.
- Even if issues do not meet the minimal threshold of Member support at a Task Force or Subcommittee, a Member or group of Members may still bring their proposal, or a sub-option to an overall proposal, to the Standing Committee (although it would not be included in the body of the report up from the Task Force or Subcommittee).
- Members' interests and concerns will be incorporated in the evaluation developed by the Task Force or Subcommittee to compare and contrast various proposals and options. Such criteria might include distributive or allocative effects (costs, risks, burden, etc.) on various sectors or sub-sectors.

⁵ Although affiliate Members cannot vote at the Senior Standing Committees

- Members who cannot actively participate due to resource constraints at any level of the stakeholder process, may participate via a proxy, either per vote or meeting, or across meetings.
- For any Member who believes a key issue or interest is not being addressed to their satisfaction, they may form a User Group if they identify at least four other Members to join them. A User Group may meet among itself, can utilize PJM assistance, and can forward proposals directly to the Members Committee and the Board of Managers as needed. Refer to the section on User Groups above.
- Any Member may call on PJM for assistance and feedback on any operational, market, or reliability issue, including utilizing their technical expertise. PJM shall to the extent that it is practicably able provide this type of assistance, but shall not offer strategic advice nor advocate solely on behalf of one Member.
- The Board of Managers retains its Federal Power Act section 206 rights before FERC if the Board determines that a Member decision is problematic, for instance, regarding imposing unfair or excessive cost or risk on a minority of PJM Members.
- Members can also go directly to the Board with their concerns and interests through ex parte letters and other means, and they can make filings at FERC to make sure that their views are heard. Refer to the Transparency section for more information.

Finally, it is important to note that ultimately the Members and PJM should strike the appropriate balance of protecting minority rights while running an efficient and effective stakeholder process.

Section 13: Members Annual Work Planning

Welcome to the *Members Annual Work Planning* section of the PJM Manual for **PJM Stakeholder Process**. In this section you will find the following information:

- stakeholder roles and responsibilities in developing and maintaining the Annual Plan;
- the process for developing and amending the Annual Plan;
- the requirements for reporting on progress against the Annual Plan; and
- the elements of the Annual Plan and the criteria for categorizing elements of the Annual Plan.

13.1 Overview

This section details how the stakeholder process develops and updates an Annual Work Plan. The Members Committee annual plan is related to, but separate from, the PJM internal annual goals setting process and the annual budgeting process for PJM.

The objective of the annual plan is to have a document or tool to provide all PJM stakeholders with an organized, comprehensive view of the expected work in the coming year. To the extent possible, it should be used to prioritize the issues considered in the stakeholder process in order to effectively focus the resources of PJM and its Members. This plan is intended to focus on coordination of markets, reliability and planning initiatives that are expected to result in proposals presented to the Members Committee for endorsement or approval in the coming year. Because new ideas emerge during each year and events change, the document is a living one that is updated at each Members Committee meeting. The Annual Plan is implemented and executed in the context of the provisions of sections 7.7 and 11.1 of PJM's Operating Agreement that preclude both (1) undue influence by any Member or group of Members on the operation of PJM and (2) Member management of the business of PJM. The annual plan is adopted at a Members Committee meeting by simple majority, traditionally by acclamation, after review and discussion.

13.2 Roles and Responsibilities for Annual Work Planning

The following briefly describes the roles of key players in the development and updating of the annual plan.

ROLE	RESPONSIBILITIES
MC Vice Chair	<ul style="list-style-type: none"> • Work with PJM staff to compile an annual work plan • Outreach to key PJM staff and Members to gather the necessary information • Serve as an ex officio Member of the Finance Committee to facilitate the flow of information between annual plan development and PJM's annual budget • Bring the annual plan before the Members Committee for approval • Update the plan throughout the year and inform the Membership of changes at each Members Committee meeting • Raise conflicts within the annual plan or concerns about achievability of work load to the Members
PJM Standing Committee Chairs	<ul style="list-style-type: none"> • Provide detailed information on the work of each Standing Committee to help the MC Vice Chair assemble an annual plan • Develop an annual plan for his/her Stakeholder Group • Gather the necessary information from that Standing Committee's Subcommittees and Task Forces to be able to assemble an accurate and detailed annual plan
PJM Members	<ul style="list-style-type: none"> • Review compiled information in the draft annual plan • Assess the Membership's practical ability to meaningfully participate in the time frame and activities proposed in the draft annual work plan

13.3 Development Process for the Plan

The annual plan development begins with the Standing Committees. In each Standing Committee, the Standing Committee chair or facilitator, along with members shall:

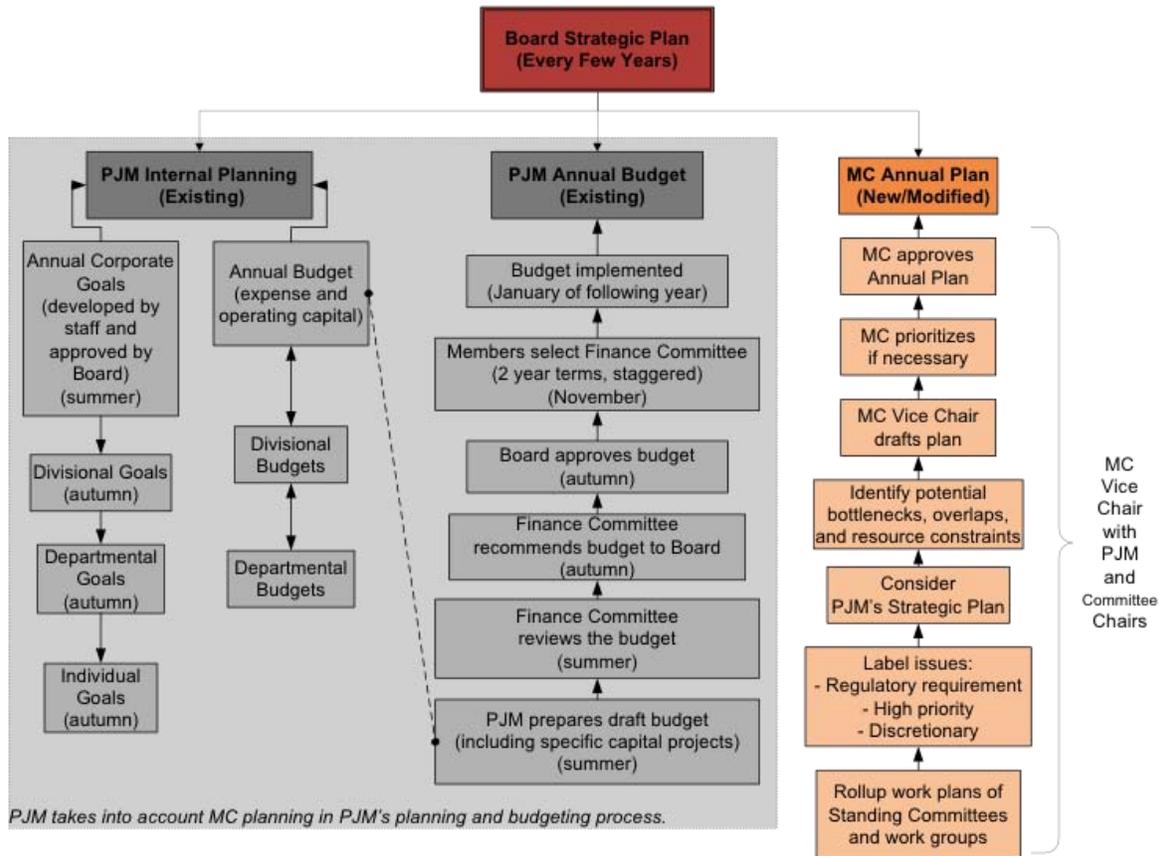
- annually assesses whether Groups should continue to do work, change a Task Force to a Subcommittee, modify a group's charter or Charge given its work, or end its work.
- anticipate what new issues that Stakeholder Group and its Subcommittees and Task Forces may need to address in the coming year.
- assess whether the Stakeholder Group believes that the issues before them and their Task Forces or Subcommittees are likely to exceed what they can handle in the coming year. The facilitator shall work with the Stakeholder Group Members to make this assessment, including placing a formal annual review on one of its meeting agendas.
- develop a draft a concise Standing Committee work plan for upcoming year. Note that the Markets and Reliability Committee is required by OA section 8.6.1(a) to develop an annual plan each year.

The Members Committee Vice Chair, with assistance from PJM staff and the Committee chairs or facilitators shall then:

- review the status of all Committees, Subcommittees, and Task Forces, based on the information provided by the Committee chairs or facilitators.
- prepare roll up of work plan of the issues that the Stakeholder Groups and Standing Committees are still undertaking or anticipate undertaking in the coming year, along with their deliverables (and the work it will take to develop them) and deadlines. This is expected to occur generally in the June to August time frame in anticipation of the coming year's plan.
- review PJM's Issues Tracking tool on PJM.com for developing the annual plan.
- label issues as either regulatory requirement, high priority of Members or PJM, or discretionary
- to greatest extent possible use the "Issue Categorization Chart" shown below in categorizing each issue against a set of criteria to determine its complexity and difficulty.
- review and consider PJM's Strategic Plan in light of the annual plan.
- identify areas of potential bottlenecks, overlaps, resource constraints for MC review and prioritization, if necessary.
- assist in finalizing a draft annual plan.
- bring before the Members at a Members Committee the draft annual plan for discussion, revision, as necessary, and adoption. Approval of the Annual Plan shall occur in November for the following year's annual plan.
- update the annual plan regularly and report changes to the Members at a Members Committee meeting.

The following chart summarizes the steps in developing the Members Annual Plan. Note that the gray area of the chart is provided for illustration purposes only.

PJM Modified Work Planning Process



13.4 Status Reporting on the Annual Plan and Amendments throughout the Year

The MC Vice Chair Shall provide updates on the Members Committee annual plan to the Members Committee at each meeting of the Members Committee, and to the Finance Committee quarterly and at the Annual Meeting. These updates shall confirm which activities have been completed as originally scheduled as well as those activities that have been rescheduled, added or deleted from the original annual plan. It is the responsibility of the MC Vice Chair to bring to the attention of the Members Committee any conflicts within the annual plan or concerns about the Members available capacity to achieve the activities outlined in the annual plan.

The Annual Plan may be amended after initial approval. The Vice Chair and Chair of the Members Committee, supported by the Members Committee Secretary and Committee chairs or facilitators, shall communicate frequently throughout the year to incorporate appropriate changes to the annual plan after it has been initially developed and approved. The annual plan shall be updated as needed as changes or new information comes to light. The Members Committee shall approve by simple majority any significant or substantive changes to the

annual plan to ensure full vetting about and ownership of the extent of activities and related resources needed by all to achieve the work that year.

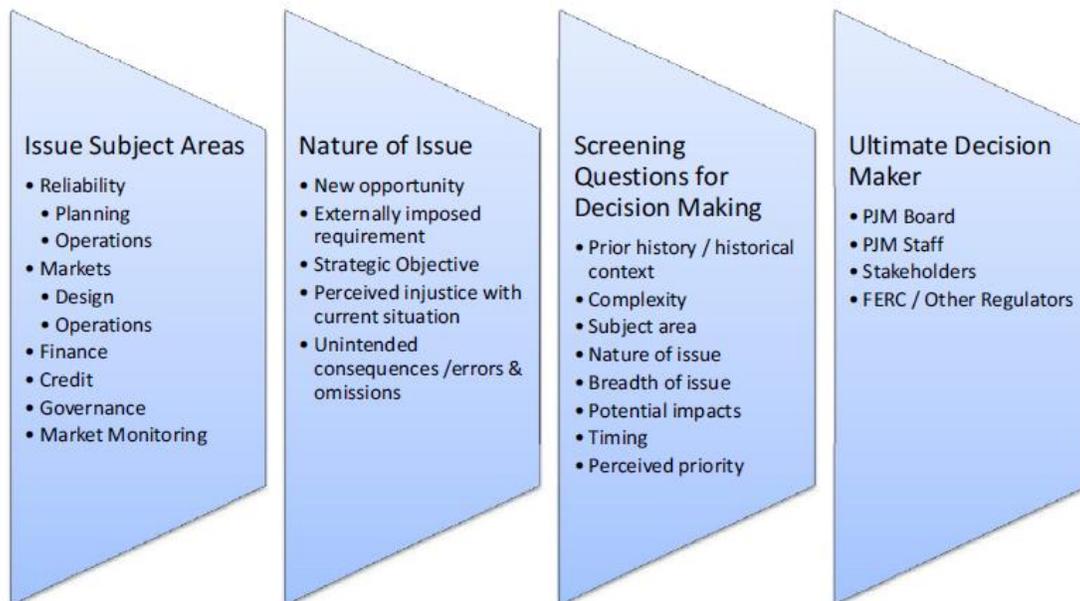
13.5 Elements of the Plan

The Annual Plan, organized by Stakeholder Group and by issue shall at a minimum include:

- target meeting dates;
- anticipated reports to be received at each meeting;
- target issue completion dates; and
- dates and topics of proposals for which votes will be requested.

In development of the plan, the Members Committee Vice Chair and PJM should consider organizing and categorizing the issues and topics in the plan according to the following criteria as detailed in the following chart. The topical headings for each issue should include the issue topic area (as identified in the issues tracking process), the nature of the issue, screening questions, and decision-maker.

Issue Categorization



Furthermore, the Plan developers, as well as the Members, should consider the following list of questions. These represent examples of factors that may be considered in prioritizing initiatives for each Committee's annual plan and ultimately, the Members Committee Annual Plan. This list is not intended to be all-inclusive, nor may each question be applicable to evaluating every potential topic to be considered for a committee's annual plan.

- Is the Initiative a FERC requirement?
- Is the Initiative a NERC requirement or a NAESB commitment?
- Is the Initiative a request from or commitment made to the Organization of PJM States (OPSI)?
- Is the Initiative required to implement PJM's legal or contractual commitments directly affecting the Members (e.g. Implementation Agreements, Joint and Common Market development, etc.)?
- Has the Board of Managers referred this Initiative to the Members?
- Has the Members Committee classified the Initiative a high priority strategic industry matter (e.g. FERC Notices of Proposed Rulemakings or new policies, governance, etc.)?
- Has the Markets and Reliability Committee classified the Initiative a high priority to enable PJM to maintain the safety, adequacy, reliability, and security of the power system?
- Has the Markets and Reliability Committee classified the Initiative a high priority to enable PJM to create and operate robust, competitive, and non-discriminatory electric power markets?
- What Initiatives remain to be completed from the prior calendar?

Section 14: Sector Protocols

Welcome to the *Sector Protocols* section of the PJM Manual for **PJM Stakeholder Process**. In this section you will find the following information:

- requirements for communication and meetings of the sectors;
- requirements for sector-elected representatives; and
- requirements for election of Sector Whips.

14.1 Overview

Section 8.1 of the OA provides for sectors of the Members Committee to be formed. The sectors are afforded the opportunity to elect representatives to several Stakeholder Groups, and from time to time the sectors have other opportunities and responsibilities such as providing panelists for General Sessions. To facilitate the various activities of the sectors within the stakeholder process, the following sector protocols have been established.

14.2 Communication and Meetings

- PJM shall facilitate face to face sector meetings and electronic communication among the sector Members upon request of the sector.

14.3 Sector-Elected Representatives

- Sectors shall be asked to elect individual sector representatives for certain Stakeholder Groups. Any sector Member may represent the sector. These representatives shall:
 - be able to dedicate the required time to represent the sector;
 - represent and communicate the preferences of the sector while serving as a sector representative; and
 - recuse themselves in situations where action is required that poses a conflict of interest for the sector representative that cannot be resolved.
- If a sector's seats on representative Stakeholder Groups become vacant, the sector has an obligation to fill such vacant seats with representatives of that sector as soon as practicable. PJM shall facilitate this process by electronic ballot via the sector distribution lists if requested by the sector. Note that some individual Committees that use Sector-Elected representatives may have more details or procedures around such representation as discussed in their individual charters.
- If a sector elected representative's position or company affiliation changes, the representative shall notify PJM which shall notify the sector and allow the sector to replace the representative if deemed appropriate by the sector Members.
- At times, need may arise for additional Stakeholder Groups that would be populated by sector-elected representatives. The establishment of any Committee that requires

sector-elected representation shall be approved by the Members Committee and would be subject to the preceding protocols.

14.4 Sector Whips

- Annually, contemporaneous with the election of the MC Vice Chair, each sector shall select consistent with its protocols a Sector Whip to facilitate sector communications. Responsibilities of the Sector Whip shall include:
 - Coordination of actions required of the sectors (note that the Sector Whip has no extra decision-making authority over any other sector Member – i.e. the Sector Whip may not make decisions on behalf of the sector);
 - ensuring timely identifications of nominees to fill sector-elected representative roles;
 - through polling of sector Members, gather sector input to the agenda for each Liaison Committee meeting with the Board of Managers, and to gather sector input to the discussion of items on the agenda; and
 - other duties as defined by the sector.

Section 15: Information Transparency and Communication Between Board and Members

Welcome to the *Information Transparency and Communication Between Board and Members* section of the PJM Manual for **PJM Stakeholder Process**. In this section you will find the following information:

- The mechanisms in place to ensure information transparency and communication between the PJM Board and Members.

15.1 Overview

The purpose of this section is to discuss the measures in place in the Stakeholders Process to ensure that there is an appropriate level of transparency between the Members and the Board of Managers. For these purposes, transparency is considered to be openness in the two-way communication between the Board of Managers and the Members to ensure that the Members' views are understood by the Board, and that the Members have the opportunity to understand the basis for decisions that the Board makes relative to the core functioning of the organization as a market administrator, independent system operator and transmission planning agent. The goals of Information Transparency and Communication Between the Board and Members are:

- to ensure the Board's detailed understanding of Member rationale, reasoning, and understanding in addition to voting reports from the Members' themselves;
- to ensure the Members' understanding the basis for decisions that the Board makes;
- to ensure Members' responsibility for reporting their reasoning and rationale to the Board in a clear, cogent, and detailed manner;
- to increase the clarity between PJM staff and Members in their respective roles in communicating stakeholder issues to and with the Board; and
- to respect the Board's independence while providing Members an improved understanding of the Board's rationale behind its decisions.

The mechanisms in place to ensure transparency include (but are not limited to):

- The Liaison Committee;
- General Sessions;
- Ex Parte Communication;
- Reporting; and
- Board Member Participation at Members Committee meetings.

Each of these is described in more detail below. In addition to these mechanisms the Board and the Members may identify and implement additional mechanisms as may be found necessary from time to time.

15.2 The Liaison Committee

To foster better communications between the Board of Managers and the Members, the Members and the Board created a Liaison Committee to:

- ensure open exchanges and information sharing on topics of relevance to the Members and the Board of Managers to promote timely and adequate communications and informed decisions by the Board of Managers; and
- allow Members to understand:
 - how the PJM Board of Managers generally considers matters that come before it as a matter of process; and
 - the factors that produce its decisions, without requiring disclosure of actual discussions at PJM Board meetings, and in no way attempting to compromise the Board's independence or its exercise of its business judgment.

Per sections 7.7 and 11.1 of the Operating Agreement, this process is intended to allow Member interests to be heard while avoiding

- undue influence by any particular Member or group of Members on the operation of PJM; and
- Member management of the business of PJM.

The PJM Liaison Committee does not have the authority to vote on or to decide any matters or to act as a substitute for the normal stakeholder process. Individual Member lobbying is not permitted at meetings between the Liaison Committee and the Board of Managers.

Specific operation of the Liaison Committee is included in the Charter of the Liaison Committee. The Charter includes the processes for determination of the Membership of the Liaison Committee and the agenda for each meeting with the Board.

15.3 General Sessions

General Sessions are special meetings of the Members, the Board of Managers and PJM staff, and are held in an open forum. The purpose of General Sessions is to provide an open forum in which Members and the Board may explore issues in open dialogue. General Sessions are strictly informational and not decision-making meetings. Usually General Sessions are held twice per year – at the Annual Meeting and in the fourth quarter each year. The format and topics for the General Session are developed and agreed upon by the Liaison Committee and the Board of Managers. The process for this is included in the Liaison Committee Charter.

15.4 Ex Parte Communication

All stakeholders have the opportunity to provide written communication directly with the Board of Managers on issues of importance regarding subjects germane to PJM's market design or operations, reliability operations or planning. All such written communication shall be made public consistent with PJM's internal policies for handling such communications. Specific steps to be followed by Members wishing to provide written communication directly with the Board are as follows:

- all such communication shall be addressed to the Board of Managers;
- all such communications shall be forwarded to the MC Secretary;
- the Secretary shall ensure delivery to the Board of Managers;
- The Secretary shall ensure that the communication is posted on PJM.com on the Public Disclosure page; and
- the Secretary shall provide notice to the Members of the communication and provide a link to the posted document.

These ex parte communication requirements apply to Transmission Expansion Advisory Committee related communications from individual Member to the Board of Managers as well.

15.5 Reporting

There are several key types of reporting that provide documented transparency between the Members and the Board of Managers as shown below.

- Voting Reports – Following each sector-weighted vote taken by the Members Committee, a series of reports shall be created, posted on PJM.com with the materials from the appropriate meeting, and made available to the Board of Managers and the MC noticed. The format of the specific reports shall be determined by the Members and PJM staff.
- Reports of Stakeholder Process – Reports are created by the various Stakeholder Groups during the stakeholder process. These reports are posted on PJM.com.
- Member Reports – Individual Members may create reports on issues considered in the stakeholder process. Such reports shall be processed as ex parte communication as described in section 15.4 above.
- PJM Staff Whitepapers - Occasionally the PJM Board must address issues of significant importance to the stakeholders or independently resolve contentious issues where the stakeholders were not able to come to consensus. In those circumstances, PJM staff shall prepare a whitepaper to inform both the PJM Board and the Membership on the issue. Generally, the whitepaper would discuss the background of the issue, the stakeholder process used to vet the issue, the various proposed solutions including the solution selected by the stakeholders, characterization of stakeholder positions, any other information that PJM staff may rely upon, and any position advocated by the PJM staff. No market sensitive data shall be included in the whitepaper, nor shall individual Member specific information be included.⁶ Such whitepapers shall serve to inform the Board and stakeholders on the matter at hand. All such whitepapers shall be posted on PJM.com on the Reports page, and the MC and the Board shall be provided notice of publication of the whitepaper. PJM and the Members shall use good judgment and common sense on determining whether an issue rises to the level requiring a whitepaper.

⁶ Such whitepapers shall not disclose confidential information or actual discussions at PJM Board meetings, and shall in no way compromise the Board's independence or its exercise of its business judgment.

- Committee Reporting – some committees make direct reports to the Board as noted in their charters. Such reports shall be posted on pjm.com and the Members provided notice of the posting.
- Transmission Expansion Advisory Committee (TEAC) Communication to the Board of Managers – PJM shall post the recommendations of the TEAC to the Board and the slides for the TEAC presentation on PJM.com at the same time that these documents are made available to the Board. The PJM staff recommendation concerning the Regional Transmission Expansion Plan shall also be provided in the form of a whitepaper.
- Markets & Operations Reports - to ensure consistent information for both Members and the Board; parallel markets and operations reports are regularly shared with both the Board and the Members Committee.

15.6 Board Member Participation at Members Committee Meetings

Each Member of the Board of Managers shall endeavor to attend the Annual Meeting as well as one other Stakeholder Group meeting annually.

Appendix I – Compliance Filing Protocol

1. PJM Receives FERC Order

PJM determines if the compliance directive calls for a material modification of PJM rules and the outcome has not been directed with specificity, such as when the Order leaves open one or more substantively different options to meet the compliance directive. Materiality and substance, for this purpose, involves determining whether the compliance filing implicates significant rights or obligations of the Membership as a whole or a defined class of Members, for example establishing a methodology to allocate costs as among classes of market participants. Further, PJM shall consider the time allowed by the compliance directive in determining whether to recommend a stakeholder process. PJM shall also consider recommending an expedited stakeholder process or requesting of the FERC an extension to the time allowed for responding to the compliance directive.

2. Within five days of receipt of the Order, PJM shall notify Members electronically using the MC email distribution list of the FERC Order and associated compliance directive. The notice shall provide a short description of the Order. The notice shall include PJM's recommendation, based on the considerations set forth above, whether or not a stakeholder process is warranted. In the event that FERC has encouraged or that PJM determines that a stakeholder process should be used, PJM shall so notify the Members, and initiate the process without the need for a ballot as described below. In the event that PJM does not recommend a stakeholder process be implemented, any Member disagreeing with this determination may communicate that position (including rationale) to the Secretary of the Members Stakeholder Group for PJM's consideration. If requested by the Member raising the concern, the Secretary shall distribute any such communication to the MC email distribution list

3. Where PJM recommends a stakeholder process the notice shall also contain:

- A PJM-recommended stakeholder process including dates/timeline;
- A ballot – Members vote to undertake the stakeholder process defined by PJM, or alternatively vote that no process is needed; and
- A date by which the ballots are to be submitted.

In proposing a process, PJM shall consider the complexity of the issue and the time afforded by the Commission to make the filing. The process:

- may designate a working group and/or a MRC or MC vote;
- shall allow Members to prepare majority and minority position statements;
- shall specify a voting mechanism (straw vote; sector vote); and
- all Members shall be invited to participate

4. In order for the ballot to have authority to bind both PJM and the Membership to a process, at least 10% of the then current voting Members in good standing shall have responded to the stakeholder process inquiry. Of those that respond, a simple majority shall determine

whether or not to undertake a process. Notice to Members of the results of the ballot regarding a stakeholder process – sent within 1 day following results of vote.

5. PJM shall make its compliance filing after receiving timely results from the stakeholder process. PJM's filing shall note whether a stakeholder process was used and describe the issues discussed. In any case where a stakeholder process is used and results in a 2/3 or greater sector weighted outcome, if PJM elects not to follow this outcome PJM's filing transmittal shall explain PJM's reasons for deviating from the stakeholder outcome and also shall attach and reference any Member-prepared majority and minority position statement(s). Where a stakeholder process is used that does not result in the requisite 2/3 or greater sector weighted outcome, and if the Membership agree by general acclamation, PJM's filing transmittal shall include any and all Member-prepared position statements. For purposes of this paragraph, any position statement prepared by a group of Members shall be short, factual and explanatory and not advocacy pieces. Within 3 days of the final stakeholder process vote on the issue, PJM shall notify the Members of the contents of its intended filing.
6. Notwithstanding any other provision of this proposal, nothing herein shall be construed as waiving any rights or obligations of the Members or PJM set forth in the OA.

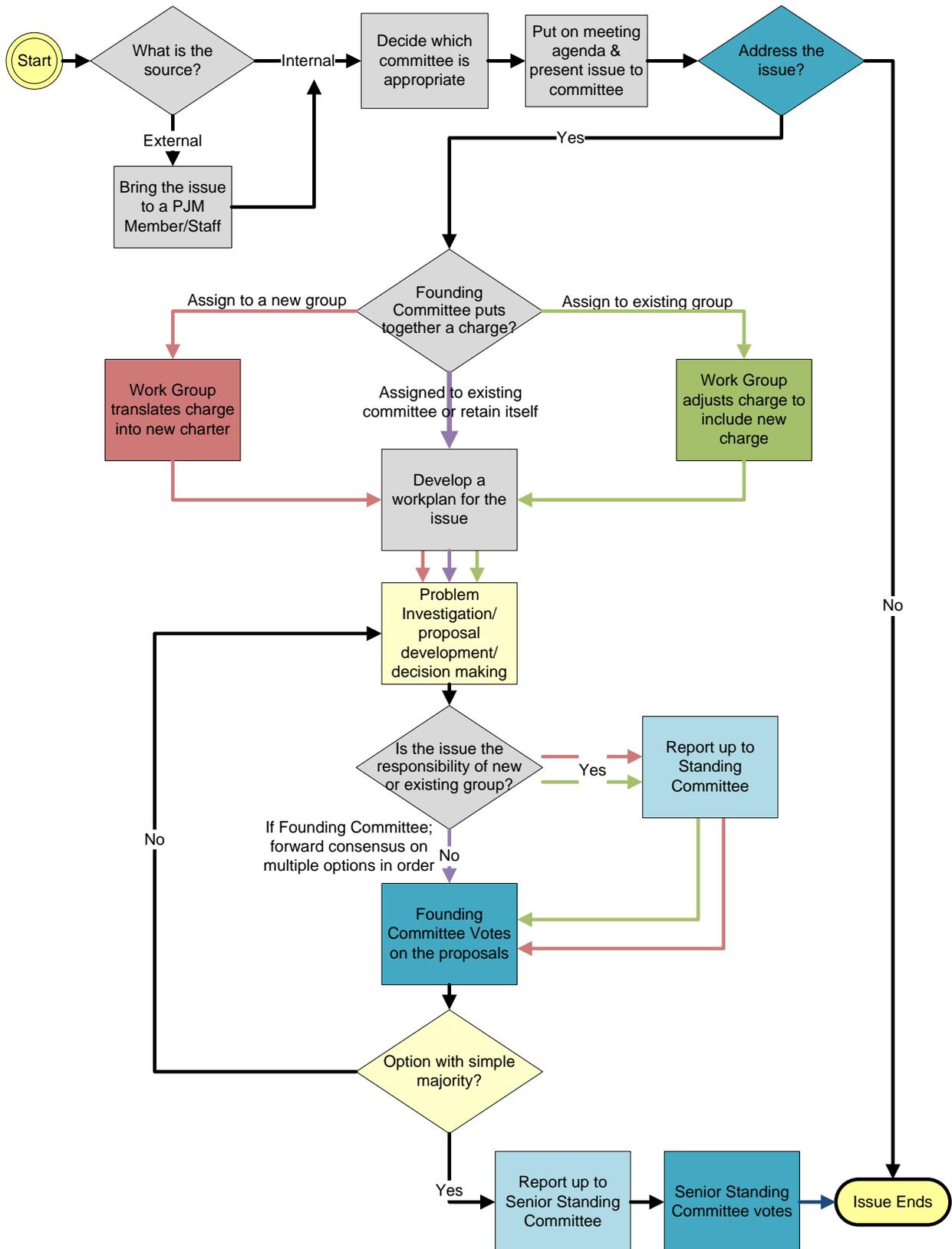
Appendix II – Sample Forms and Templates

The below templates have been developed to help operationalize the procedures in this Manual. Because they evolve and improve over time, they are not included directly in this Manual, but can be found via the following links:

- Sample Issue Tracking Form
- Charge
- Charter
- Task Force Work Plan (including timeline)
- Members Annual Plan
- Template for Developing Annual Plan Initiative Proposal (a subset of the Annual Plan)
- Periodic Reporting from lower to higher Stakeholder Groups
- Final Reporting from lower to higher Stakeholder Groups
- Design Criteria and Options Matrix
- Agenda
- Meeting Summary
- Meeting Checklist
- Facilitation Evaluation Form

Appendix III – Process Charts

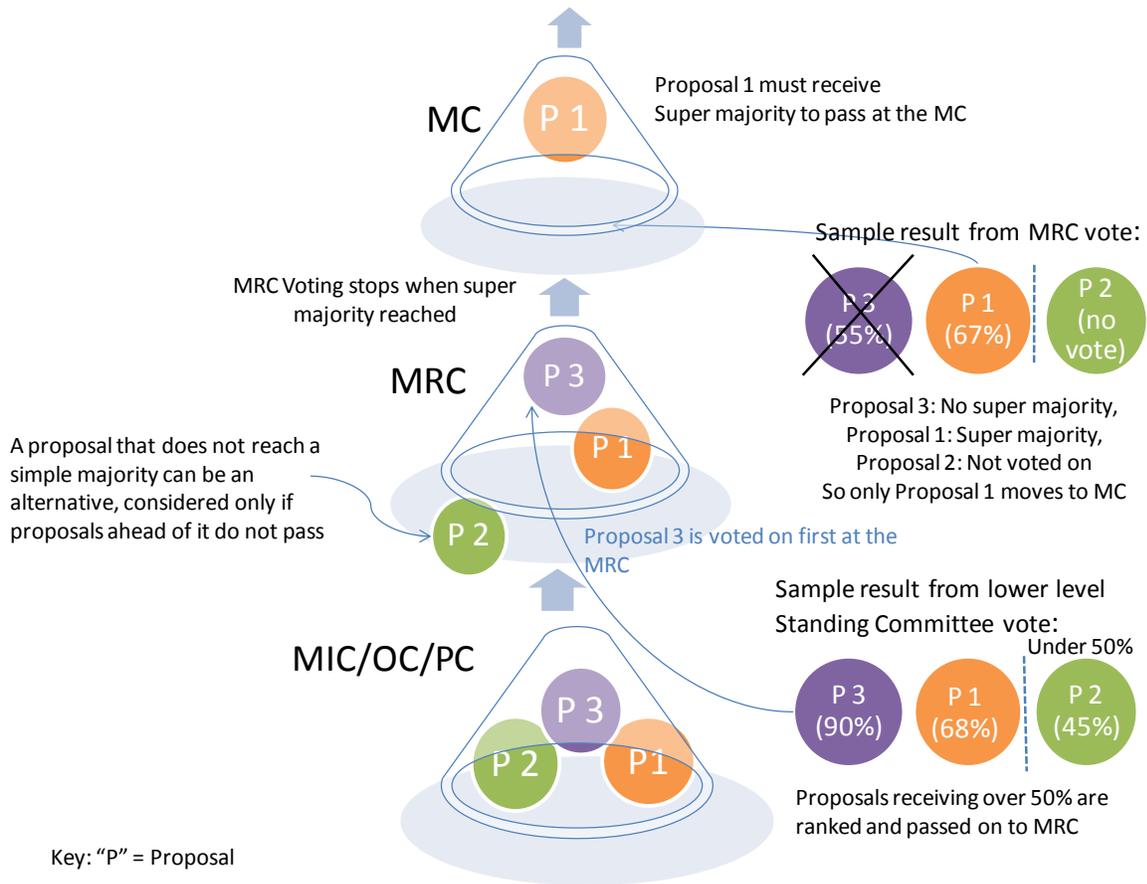
Provided below is a high level overview diagram depicting the process flow for consideration is an issue in the stakeholder process. This diagram is not intended to provide all of the detailed requirements of the process.



The following chart summarizes the various decision-making methods and their details at the different Stakeholder Groups throughout the PJM stakeholder process.

	Stakeholder Group	Who Can Vote	Decision-making Methodology	Threshold for Endorsement (passing)	Sector-Weighted Voting?	What moves up to Parent Committee?
V O T I N G	Senior Standing Committee (MC only)	Voting Members in good standing	Vote on Main Motion first. If that does not pass, then vote as detailed in Motion Voting Order.	Exceed 2/3 **	Yes	
	Senior Standing Committee (MRC only)	Voting Members in good standing	Vote on Main Motion first. If that does not pass, then vote as detailed in Motion Voting Order.	Exceed 2/3 **	Yes	First motion voted on that receives MRC endorsement is forwarded to the MC as the Main Motion.
	Senior Task Force	Voting Members and Affiliates	Strive for consensus. If no consensus, then vote on multiple options.	Simple majority	No	All proposals that receive a simple majority are forwarded on to the MRC with the proposal with the highest majority presented as the Main Motion. Other proposals that receive a simple majority are considered Alternative Motions ranked in the order of votes received.
	Lower Level Standing Committee (MIC/PC/OC)					
N O N - V O T I N G	Sub-Committee	N/A	Strive for consensus (Tier 1). If no consensus, produce multiple proposals (Tier 2).	Tier 1: All members can live with proposal. Tier 2: At least 3 supporting Voting Members from 2 sectors.	No	If a consensus proposal cannot be forwarded on to Parent Committee, multiple proposals are narrowed down and proposals meeting the threshold are forwarded to Parent Committee.
	Task Force (except Senior Task Force)					
** For a limited number of issues such as Charter approvals the threshold is ½.						

The following chart depicts the flow of issues from lower Stakeholder Groups to upper ones, including the output of decision-making at each level.



Appendix IV – Facilitation Tool Box

This section lays out a wide range of options for developing proposals and narrowing differences. With any given group or at any particular juncture in a stakeholder group process, one or more of these options may best fit the situation—hence this is offered as a “tool box” for facilitators and stakeholders to draw upon as needed.

- Pre-Proposal Development
 - In all cases, explicitly discuss who, how and when proposals are made.
 - Explicitly draw out key concerns and interests prior to any one or more parties offering up proposals for consideration.
 - Initially draw out, refine, and seek agreement on a set of criteria or principles that will guide the development of a proposal on the issue at hand. Once the broad outlines or principles/criteria are developed, the group can identify who and how to generate proposals seeking to meet those shared principles.
- Surfacing Interests
 - Take explicit time for the participants to describe their key interests around an issue or topic.
 - Remind participants that “interests” are the reasons why they may want solution X or solution Y. If a participant makes unequivocal statements when asked to explore interest (i.e., “I cannot accept,” or “I must have.”), redirect the participant to express their concerns in interests, not positions (i.e., “I need” or “What’s important to me is.”).
 - Use a round robin (having each participant go one at a time) to state why this issue is important to them and what qualities a good outcome may include. Do this more than one round to ensure that a) everyone participates, and, 2) all interests are surfaced.
- Proposal Development Options
 - Group Options
 - Invent without Committing: Set aside an explicit time for “inventing without committing.” Ask participants to toss out ideas and suggestions and record these ideas in front of the entire group. The groundrules for this exercise include: no one is committed to supporting any idea recorded at this point, including their own ideas; no one can criticize or critique another’s idea during this exercise; no idea is too crazy, foolish, or innovative at this point.
 - Break out Groups: Small groups (3 to 4) of participants (preferably of diverse views) in a break out within a meeting to develop ideas and options. Small groups return to report out their options/ideas and the full group compares and contrasts the various choices from the small break out groups. The full group might seek to synthesize and combine the ideas into a singular proposal or package.

- Options Group: The group assigns a smaller group within it, of potentially diverse interests with technical support, to jointly develop one or more proposals to bring back to the group.
- Research: Identify proposals and ideas by undertaking research (via PJM assistance or even joint Member efforts) on how the problem or issue is handled by other RTOs, states, or internationally.
- Outside Technical Assistance: Hire a jointly-agreed upon consultant to generate options and analysis.
- Web Survey: Via a web survey between meetings or via individual submittals in meetings, ask individuals to provide one or more options or proposals anonymously. The facilitator then organizes the options, without attribution. The group then seeks to narrow these options, if possible, and then evaluate them against pre-selected criteria or principles.
- PJM Options
 - Members task PJM to prepare a straw proposal after the group has vetted interests, concerns, and developed principles. PJM might be tasked to:
 - *Facilitate*: Develop one or more possible solutions based on the input and feedback of Members (not on the preferences of PJM – hence more facilitative);
 - *Provide Technical Assistance*: Develop a few proposals and conduct some evaluation/analysis on each (in the role of a technical advisor without necessarily strong views on one versus another approach);
 - *Advocate*: Develop a proposal that PJM feels most effectively addresses the issue or problem at hand (more as an advocate).

Narrowing Differences/Options

- *Comparison Matrix*: Using principles or criteria developed by the group, take a set of options/choices and evaluate them in both quantitative terms (where possible) and qualitative terms via a matrix. Such a comparison might include pros, cons and uncertainties regarding the choices.
- *Weighted Decision Matrix*: If a decision matrix is developed assign weights to each of the criteria overall. For instance, if you have 8 criteria, you would ask each participant to take 100 points and divide them among the criteria as individuals. You would then average these weights provided by individuals to develop a “group” weighting. Then, you would rate the various options under each criteria jointly, to the extent possible, multiply times the weights to get an overall score for each option. The few options with the highest scores would continue to be refined. The remaining options would be “screened out” for further consideration.
- *Straw Polling*: Use straw polling to test the views of participants at various junctures to help further focus the group and identify sticking points. Be cognizant of how to ask the question in the positive or negative. For example, “is there anyone who cannot live with

the following three options to carry forward,” or “how many participants can live with the three options to carry forward.”

- *Nominal Group Method*: Use a nominal group method (like “dot” polling”) to test a group’s preferences on various options to help narrow the range of choices for further delineation and evaluation. One might give participants 3 to 5 “votes” for up to 20 different choices and they can concentrate them all on one strongly preferred option or across a few. One can also provide different colored “votes” or “dots” where red might represent “really don’t like it,” blue is “like it,” and “green” is “this is my most preferred option.”
- *Concern-Solution Mapping*: Using the original key concerns identified early in the process, map the various options or choices against those concerns to determine which appear best to meet with concerns.
- *Conceptual Agreement*: Begin with broader themes and conceptual approaches. Get tentative or interim agreement on broader themes before moving to greater specificity.
- *Web Surveys*: Utilize a web survey to identify where the participants are on a set of choices, asking for preference, concerns, and how the respondent might improve upon option X or option Y to better meet their interests. Then, analyzing the survey data, determine where there appears to emerge convergence or even consensus and where there appears to be significant differences. Using this analysis, help the group focus on difference as well as highlighting the areas where agreement is emerging.
- *Key Pad Preference Polling*: In large groups, use keypad polling, not to “vote” on a particular package or proposal. But rather, use it to test broad preferences, to ask people to rank choices or suboptions in some order, to consider tough tradeoffs (i.e., if you have to choose between imperfect option X or Y, which would you choose), and to test propositions to see intensity of views (rather than a “yes” or “no” vote, one might ask: on a scale of 1 to 5, where 5 is very important and 1 is unimportant, how do you view the following options or ideas or please poll on 1= love it; 2 = like it with some concerns; 3 = on the fence; 4 = don’t like it now, but might be able to support it with changes; 5 = hate it.