



North American Generator Forum Organizations and Programs

April 20, 2016

North American Generator Forum
P.O. Box 462
Powell, OH 43065

MISSION

“The NAGF mission is to promote the safe, reliable operation of the generator segment of the bulk electric system through generator owner and operator collaboration with others who have a vested interest in the reliable operation of the bulk electric system.”

It is the policy and practice of the Forum to obey the antitrust laws and to avoid all conduct that unreasonably restrains competition. This policy and the related guidelines apply to all Forum Participants. This policy requires the avoidance of any conduct that violates, or that might appear to violate, the antitrust laws. Each Forum Participant agrees to behave in a manner consistent with these guidelines and acknowledges and agrees that any Forum Participant who does not comply with these guidelines may be subject to disciplinary action, including, without limitation, expulsion from membership or participation in the Forum and such other relief as may be proper.

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Introduction

The North American Generator Forum (NAGF) was founded in 2009 as a vehicle for member utility and non-utility owned generator owners and/or generator operators to address issues related to registration, compliance, standards development and other NERC-related topics. In 2013, the North American Generator Forum, Inc. became a non-profit dues based corporation.

The North American Generator Forum, Inc., provides entities who are generator owners and operators in North America a means to collaborate and communicate with FERC, NERC, the Regional Entities, the Canadian Provinces and other organizations with missions similar to the NAGF, with the ultimate goal of improving the reliability of the bulk power system.

The NAGF does this, in part, through their website which provides a location for NAGF members to:

- Ask questions and seeks answers for technical, operational and compliance issues
- Discuss and comment on upcoming national and regional standards under development
- Post their positions on NERC-related topics
- Share operational and compliance Lessons Learned
- Provide an avenue for generator owners and generator operators to identify other generator owners and generator operators who wish to form coalitions to pursue common interests, and collaborate on reliability and compliance issues.

The NAGF currently has four Working Groups:

- Standards Review Team
- Security Practices/CIP
- Cold Weather Preparedness
- Dispersed Generation Resources

Additionally the NAGF maintains a strategic alliance with the Nuclear Peer Group, a monthly forum to discuss issues of importance to members involved in nuclear power generation.

Vision

The Vision

There are three primary visions guiding NAGF operations.

- VISION 1: Grow the NAGF to be the premier industry organization dedicated to generator reliability issues.
- VISION 2: Foster relationships with regulators and advocacy groups to provide avenues to educate and collaborate on the needs of NAGF members.
- VISION 3: Promote effective information exchange and learning opportunities for and between members

The How

The NAGF will:

- Influence and bring the voice of generator owners and generator operators to FERC, NERC, Regional Entities, and the Canadian Provinces
- Be the vehicle for conveying FERC, NERC and Regional/Provincial information to generator owners and generator operators
- Be the organization for driving continual learning for generator owners and generator operators
- Attend and present reports at the NERC Board Of Trustees (BOT) Meetings
- Attend NERC Workshops and bring information back to the membership
- Attend Regional Workshops, holding meetings at workshops for NAGF

The What

The NAGF will continue to:

- Comment on Standards Under Development, and participate in the Informal Development Process and Cost Effective Analysis Process (CEAP) via the Standards Review Team
- Work to improve Human Error Performance and to develop Generator Operator Training through the Operational Excellence Working Group
- Collaborate with the North American Transmission Forum to generate ideas and solutions to FERC Directives and to improve operational reliability
- Conduct webinars, conference calls and hold an Annual Meeting
- Maintain a website where members can seek answers to questions and informally debate issues

Membership

Membership in the North American Generator Forum is dues based and open to all current generator owners and generator operators in North America. Members may attend and participate in meetings as well as access and supplement the organization's website. The forum is intended for generator owners and generator operators of all sizes and regional diversity. Discussion topics will be open, and no prerequisite knowledge of FERC/NERC will be required. Should an individual who is not an employee of a generator owners and generator operators desire to participate in the North American Generator Forum, they may have limited participation (access to website, working groups and meetings) provided they are sponsored by a current Forum Member and they are registered with the NAGF via the Application For Consultant Membership. If an individual ends their affiliation with a Forum Member and wishes to continue their participation in the North American Generator Forum, they must obtain a sponsorship from another current Forum and also submit the Application For Consultant Membership.

Access to the North American Generator Forum meetings or website content is restricted to Forum Members and their sponsored Consultants.

Membership is on a yearly basis, January 1st through December 31st with dues payable in the fourth quarter of the prior membership year. The Officers of the NAGF will send membership dues invoices for the coming year to the current members in the fourth quarter of the current year. Dues are payable by January 31st of the membership year. Anyone seeking membership in the Forum may contact the Officers for further information.

Member Obligations

To maintain the vision and purpose of the Forum, members obligate themselves to actively participate in the Forum by at least one of the following practices:

- Participating in one of the NAGF Working Groups
- Participating in the sharing of information via the NAGF website
- Sharing information about generator Operational Reliability Lessons Learned
- Sharing best practices for compliance
- Participating on Committees such as the Advisory Committee

Structure and Operations

The North American Generator Forum, Inc., is governed by a Board of Directors who have overall responsibility for both the fiduciary accountability, Strategic Direction and oversight of the day-to-day activities of the organization. The Board will meet a minimum of three times per year with one meeting being in-person. The other meetings of the Board of Directors may take place by means of a conference by telephone, Internet or similar communications equipment by means of which all persons participating in the meeting can hear each other.

Recommendations to the Board of Directors for Strategic Direction and oversight of the day-to-day activities of the Forum are made by the North American Generator Forum Advisory Committee, comprised of a broad cross-section of members who are generator owners and generator operators. The Advisory Committee will report to the Board of Directors.

The Advisory Committee members shall come from the Generator Forum, be self-nominated, and elected by receiving the largest number of votes from the North American Generator Forum membership. The Advisory Committee shall not exceed 10 members.

The Advisory Committee shall advise the Board of Directors of its nominations for Officers of the Forum; Chief Operating Officer, Deputy Chief Operating Officer, Treasurer and Secretary, who will be selected by the Board of Directors and serve a two-year term. The Officers, who run the day-to-day business of the Forum and who represent the Forum within the industry, shall have no term limits but shall be reviewed and renewed annually.

Terms for the Advisory Committee members are for a period of two (2) calendar years starting in January, with no limit of total terms. Each registered entity is limited to one (1) member on the Advisory Committee.

The Advisory Committee shall meet in person or via teleconference as necessary to fulfill its duties, but no less than quarterly. The North American Generator Forum shall meet in person annually. The date and time for the meetings shall be established by the Advisory Committee. Agendas for Advisory Committee meetings shall be prepared by the Chief Operating Officer with input from other Advisory Committee members.

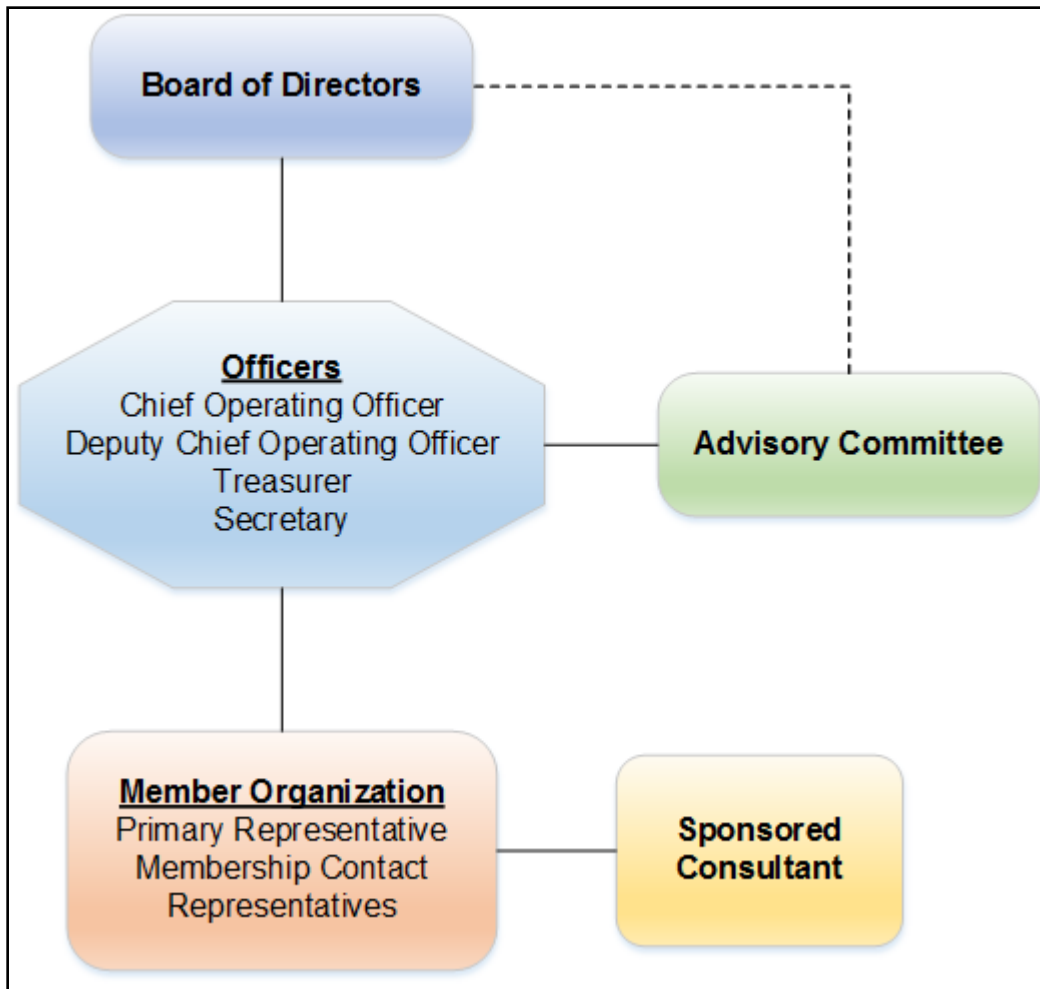


Fig. 1 NAGF Governance Structure

Chief Operating Officer – The Chief Operating Officer of the NAGF shall preside over all Forum Meetings and be the point of contact for the NAGF.

Deputy Chief Operating Officer – The Deputy Chief Operating Officer shall preside over all Forum Meetings in the absence of the Chief Operating Officer.

Treasurer – The Treasurer shall manage the bank account of the NAGF, pay bills and ensure IRS compliance via yearly audits.

Secretary – The Secretary shall provide scheduling and logistic support for the Forum including publishing notices and keeping minutes at all meetings

Member – The Member is the organization that belongs to the North American Generator Forum.

Primary Representative – The Member’s employee who represents the organization at Members’ meetings. The Primary Representative signs the membership application on behalf of the organization and the acknowledgement to abide by the Policies. The Primary Representative may designate a proxy.

Membership Contact – The Primary Representative may designate an individual to serve as the organization’s primary contact for verifying the relationship between individuals requesting Representative status and the Member organization.

Representatives – The Primary Representative may designate Representatives of their affiliated organizations with the understanding that those Representatives are included in the parent Member’s agreement to comply with these policies. Those employees or representatives of the Member organization designated by the Primary Representative as Representatives of the Forum may have access to the Forum’s Web site, participate in Forum meetings, and will be included on Forum rosters.

Sponsored Consultants – Member- sponsored consultants who while are not members and have no voting rights, can support their sponsors via access to the NAGF website, working groups and meetings.

Forum Staff – Forum Staff, as employees of the Forum, will be considered Forum Representatives and must abide by the provisions and requirements in these Policies.

Confidential Information – Includes Forum documents, data, analyses, compilations and any other information they obtain from Forum meetings and activities and from other Forum Members in connection with Forum activities.

Acknowledgement of Forum Policies and Procedures

The Member’s Primary Representative will sign an acknowledgement that such Member’s Representatives agree to comply with the Forum policies and procedures as a condition of their participation in Forum activities. In addition, agreement with these policies and procedures shall be a condition of membership with references incorporated into the membership application. The Primary Representative will provide copies of these policies and procedures to each Forum Representative.

NAGF
the power to make a difference

APPLICATION FOR MEMBERSHIP

- Parties.** This agreement is between the North American Generation Forum, Inc., and Applicant Name ("Applicant").
- Applicant.** The Applicant includes the parent company and all associated NERC Compliance Registry ID numbers for which the parent company desires to include under their membership. The Applicant shall receive only one vote, regardless of the quantity of NERC Compliance Registry ID numbers.
- Eligibility.** The Applicant is a current generator owner or generator operator in North America.
- Primary Representative.** The Applicant represents that the signatory to this application will be the Applicant's Primary Representative to the Forum, who has full authority to execute and deliver this Application for Membership on behalf of the Applicant.
- Forum Policies.** The Applicant acknowledges receipt and review of the Forum Policies, and agrees to abide by current and future policies (as voted and approved by the Forum members) as a condition of participation in Forum activities. The Applicant further acknowledges and agrees that the condition of participation in Forum activities upon acceptance of the Forum Policies is reasonable and appropriate for the conduct of the Forum's activities and the accomplishment of its purposes.
- Annual Dues.** The Applicant's Annual Dues will be payable within 30 days of receipt of its invoice from the Forum. The dues will be calculated according to the following "Annual Dues Assessment Allocation Formula," based on the sum of generation (MW) for all NERC Compliance Registry ID's included under the membership. Annual Dues will be prorated for the remaining full months in the current calendar year, and are non-refundable.

Category	Total MW Owned and/or Operated	Annual Dues
Category 1	Less than 500 MW	\$500.00
Category 2	501 – 5000 MW	\$1000.00
Category 3	Greater than 5000 MW	\$2000.00
- Membership Duration and Dues.** Unless the Applicant notifies the Forum by October 1 of the desire to resign their membership, membership is renewed automatically on January 1, and the member's annual dues are payable no later than January 31. Dues already paid are not refundable.

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From time to time North American Generator Forum Members may choose to poll themselves regarding matters not explicitly included above. Such polls are not official actions of the North American Generator Forum and do not indicate any position of the organization itself but are to be used to gather opinions of North American Generator Forum Members.