



Decision on amendment to corporate bylaws regarding advisory committees

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The EIM Governing Body has recommended an amendment to the corporate bylaws.

- In the process of reviewing changes to implement Governance Review Committee's part two proposal, recommend further change
- Recommended additional amendment to the bylaws in narrow context of seating an advisory committee for the purpose of evaluating joint authority or EIM Governance
- Advisory committees are a resource Board may rely on in discharging duties
- Governance Review Committee is example

Current text of Article V, Section 2:

Advisory committees may be appointed from time to time by two-thirds of the Governors then in office. Advisory committees' membership may consist of both Governors and non-governors or non-governors only. Advisory committees have no legal or expressed authority to act for the Corporation, but shall report their findings and recommendations to the Governing Board or Committee of Governors thereof.

The proposed amendment would add the following sentence:

Any advisory committee, to address matters related to joint authority issues or the governance of the Energy Imbalance Market, currently or as it may evolve, including the joint authority established under Article IV, shall be jointly established by the Board and the EIM Governing Body, by approval of two-thirds of the members of each body then in office.