

WESTERN RESOURCE ADEQUACY PROGRAM

OVERVIEW OF GOVERNANCE PROPOSAL
FOR BINDING WRAP

FEBRUARY 4, 2022



AGENDA

- » Overview
- » Northwest Power Pool
- » Board of Directors
- » RA Participant Committee
- » Committee of State Representatives
- » Nominating Committee
- » Program Review Committee
- » Program Operator
- » Independent Evaluator
- » Information Sharing
- » Exit Provisions



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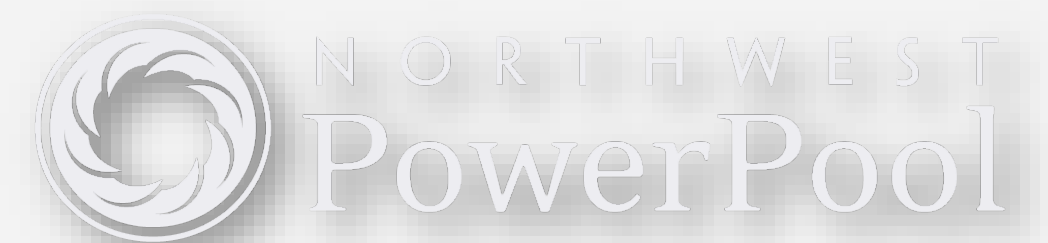
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EXIT PROVISIONS

STAKEHOLDER ENGAGEMENT

- » First draft of this proposal in June 2020 as part of the Phase 2A Conceptual Design
- » Stakeholder Advisory Committee (SAC) provided written comment on the proposal in September of 2020, which WRAP responded to in writing
- » 3 SAC meetings – October 2020, April 2021, and June 2021 on governance
- » Quarterly public webinars in 2020/2021 of which the May and July 2021 focused discussing governance proposal
- » NWPP staff and WRAP Participants presented at more than 40 speaking engagements, often discussing the proposed governance structure
- » After publishing updated governance proposal in July 2021, the NWPP hosted a SAC meeting in October 2021 and a public webinar in November 2021
- » Process with Western regulators was facilitated by the Western Interstate Energy Board (WIEB) including six workshops with state regulators on this proposal throughout 2021 and early 2022, which included exchange of multiple proposals
- » Numerous one-on-one engagements with stakeholders to solicit feedback on specific topics
- » Since the July 2021 draft, there have been significant changes to the governance proposal based on stakeholder feedback – this will be noted (and in **bold**) throughout



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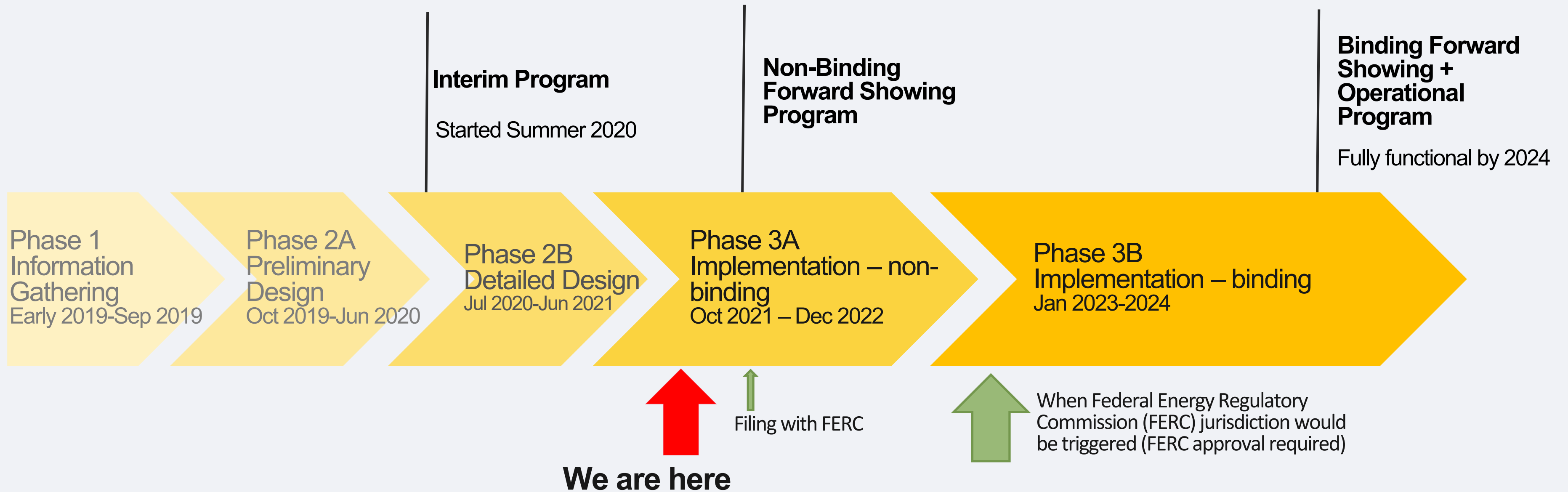
EXIT PROVISIONS

WRAP OVERVIEW

- » WRAP is being developed by a broad coalition of regional organizations – it is intended as a stand-alone resource adequacy program
- » **The WRAP is not intended to pre-empt, supplant, or otherwise circumvent state jurisdiction, including state regulatory process, determinations of resource adequacy planning, resource choice, or resource procurement**
- » **Any state agency that has statutory jurisdiction over the rates charged or services provided by a participating utility reserves the right to exercise any and all lawful means to preserve its state jurisdiction and authority**
- » **It is the expectation of the designers of the WRAP that the overall governance structure for the WRAP facilitates state process and outcomes that can operate jointly with a regional resource adequacy program**



OVERVIEW OF PROJECT TIMELINE



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FERC TIMING

- » Aiming for FERC filing in late Spring 2022
- » Phase 3B to begin Jan 2023
- » Phase 3B will have

One non-binding showing in Spring 2023 for Winter 2023/2024

A binding showing as early as Fall 2023 for Summer 2024

Governance proposal we are discussing today will be in place as soon as the beginning of Phase 3B but no later than the Forward Showing deadline of the first binding season



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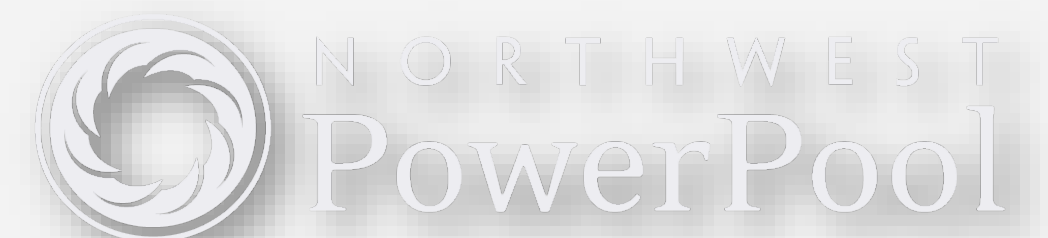
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PROPOSED GOVERNANCE APPROACH – KEY ELEMENTS

Point of compliance (entity that will have a compliance obligation to the RA Program) is at the **Load Responsible Entity (LRE)**

- › An LRE is an entity that
 - (i) *owns, controls, and/or purchases capacity resources, or is a Federal Power Marketing Agency, and*
 - (ii) *has the obligation, either through statute, rule, contract, or otherwise, to meet energy or system loads at all hours.*

Subject to the aforementioned criteria, an LRE may be a load serving entity (“LSE”) or either an agent or otherwise designated as responsible for an LSE or multiple LSEs or load service under the WRAP.



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PROPOSED GOVERNANCE APPROACH – KEY ELEMENTS

Independent Board of Directors (BOD)

- › The board has authority to approve budgets; provide direction and set priorities
 - › *Some limitations on board authority*
- › Significant review and oversight of WRAP
- › Proposed governance preserves structures and functions of existing contractual NWPP programs

Committee of State Representatives (COSR)

- › comprised of state representatives, either from the public utility commission or state energy office, at each state's discretion with one representative from every state or provincial jurisdiction that regulates one or more WRAP Participant(s)
 - › *Additional provisions for the role of States includes a designated liaison in every RAPC meeting, representative on PRC and NC, an enhanced process in RAPC decision-making, and a commitment to review of governance structures and procedures in the event the NWPP seeks to expand the WRAP to include market optimization or transmission planning services*



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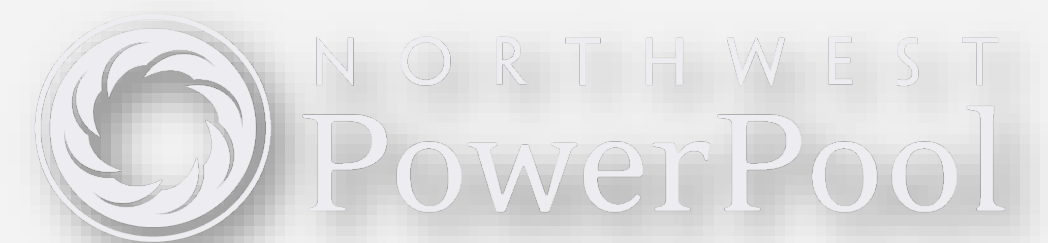
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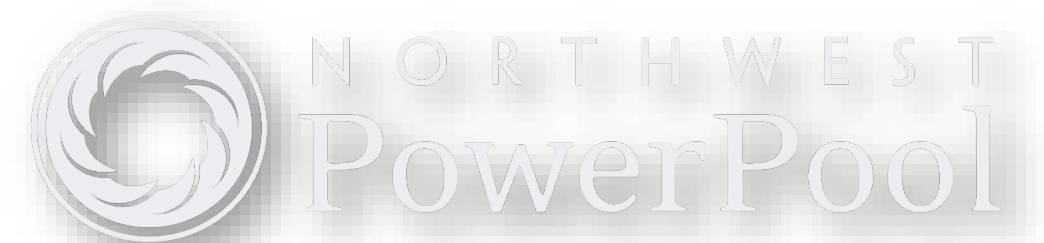
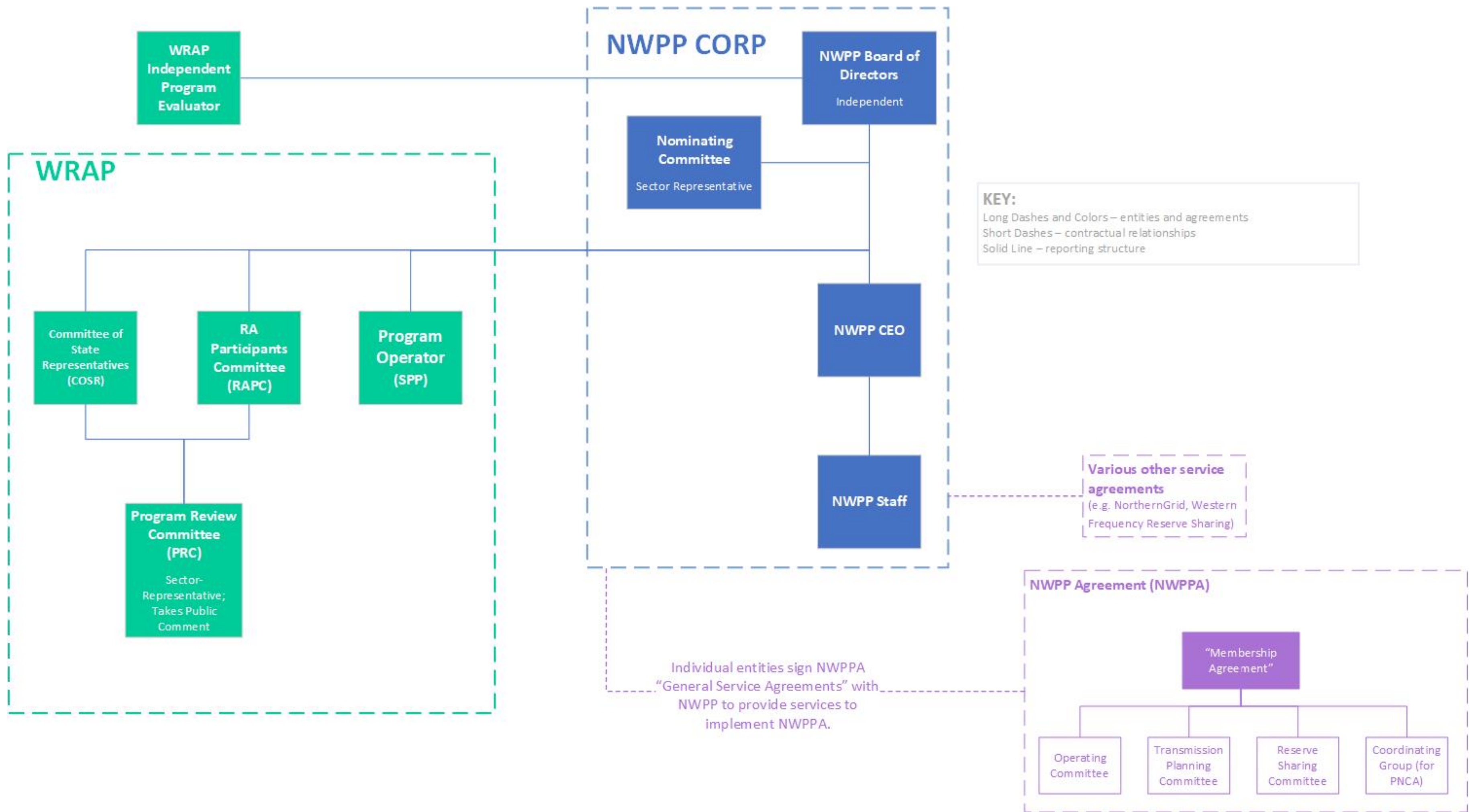
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PROPOSED GOVERNANCE APPROACH – KEY ELEMENTS

- › **Nominating Committee (NC)** – members of the BOD will be selected by a NC comprised of multi-sector representatives
- › **Participant Committee (RAPC)** - responsible for developing and recommending policies, procedures, and system enhancements related to the policies and administration of the WRAP
- › **Program Review Committee (PRC)** – future changes to the program rules will be recommended through this multi-sector committee which will be the primary processor of stakeholder and public design input
- › **Program Operator (PO)** – technical operation of the WRAP including performing Forward Showing (FS) data collection and validation, modeling/analytics, and compliance reviews; running Operational (Ops) program, audit, and after-the-fact compliance; and manages continual technical and processes improvement
- › **Independent Evaluator (IE)** – provides an outside, independent assessment of the performance of the program to the BOD



PROPOSED NWPP STRUCTURE



ROLE OF THE NWPP

- » NWPP will house the governance of the program and will manage the day-to-day operations of the WRAP:
 - Independent board
 - Facilitate and support committees (including RAPC, COSR, NC, PRC)
 - Provide services in line with strengths currently established (coordination, facilitation, training, etc.)
- » Current NWPP CORP/board does not meet FERC ‘independence’ requirements – transition plan includes:
 - Updates to bylaws
 - Updates to board membership, selection process
 - Registration as a ‘public utility’
- » Considerations include:
 - Imperative to preserve existing NWPP functions/ existing board’s fiduciary duties under the Corporation agreements
 - Assuming independence criteria is met, transitional seats for current BOD members on new independent BOD



INDEPENDENT BOD

- Independent BOD - oversees WRAP and performs duties currently assigned to the BOD for the other services provided by or the NWPP
- Up to 5 members identified through NC process
- Term limited (staggered terms to maintain continuity)
- CEO is ex-officio advisory member of BOD

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BOD MEETINGS

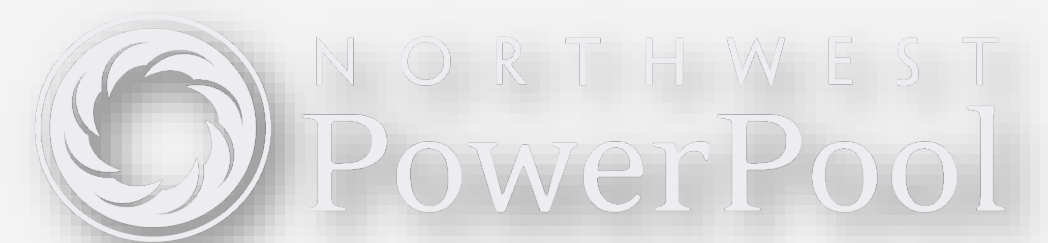
- » **WRAP-related BOD meetings will include opportunity for public comment** as well as standing agenda items for PO, IE (once per year), RAPC, PRC, and COSR
- » **NWPP will prepare informational packages for matters presented to the BOD for decision to include opinions of PRC, RAPC, PO, COSR, and other public feedback**
- » Expectation that views on proposals be presented to the RAPC for deliberation and not raised for the first time before the BOD
- » **All written materials which are not privileged or confidential and which are submitted to the BOD in connection with a matter subject to discussion at an open meeting will be made available to the public in advance of the meeting**
- » Logistics

Quorum shall be two-thirds of the Directors

Affirmative vote of a majority of the Directors shall be the act of the BOD

Each Director shall have one vote.

BOD will fix its own time and place for meetings - to promote discussions with stakeholders and inform Directors of committee matters, there is no restriction on the number of Directors who can attend a particular meeting



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BOD OVERSIGHT OF WRAP

- » All WRAP-related BOD meetings will be open to the public, except when in executive session
- » All items approved by RAPC go on BOD consent agenda
- » **Any person attending meeting can request item from consent agenda move to discussion item, stating basis for why item needs discussion**
- » BOD could vote down request if they didn't think discussion needed
OR if request was accepted BOD could
 - Approve proposal*
 - Stay decision (giving more time to complaining party to make a case for or against proposal)*
 - OR reject proposal*
- » **Any action, or inaction, taken by the RAPC may be brought before the BOD for ultimate resolution**
- » Matters for consideration in executive session include personnel, litigation, and proprietary, confidential or security sensitive information



BOD TRANSITION

- Current Directors may apply to new BOD
 - › *Will be reviewed by NC for qualification and independence criteria*
- Providing at least one current Director applies, 1 of the 5 future voting members must be a current BOD member:
 - › *One 3-year term – after that, can apply per normal NC procedures*
- 2 additional advisory (non-voting) members
 - › *Full participation, excepting voting*
 - › *Same requirements as voting members (reviewed by NC for qualification and independence criteria)*
 - › *One 2-year term for each*

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RAPC

- » The RAPC is comprised of Participants and in collaboration with the WRAP's other working groups, committees, and task forces, is responsible for recommending policies, procedures, and system enhancements related to the policies and administration of the WRAP

One representative per Participant

Quorum is one-half of the representatives

- » Highest level of authority for representation by Participants
- » Meetings of the RAPC will consist of both open and closed meetings
- » **Closed meetings are limited to RAPC members as well as a representative(s) of the COSR**
- » Open meetings are open to all interested parties - written notice of the date, time, place, and purpose of each meeting will be publicly provided in advance

Any RAPC decisional items will be placed on the open meeting agenda and will receive adequate time for deliberations and public comment



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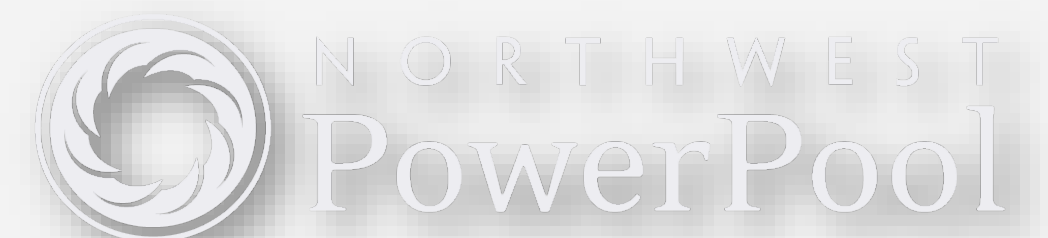
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EXIT PROVISIONS

RAPC VOTING

- » Each representative gets one vote – voting will utilize “House and Senate” style voting
- » Resolutions with PRC support require 67% affirmative votes of both “House” and “Senate” vote tallies
- » All other votes will require an affirmative vote of 75% or greater of both “House” and “Senate” tallies.
- » If a single LRE is responsible for more than 25% of total P50 load, a review of the voting thresholds is triggered to ensure that no veto over the RAPC

This House and Senate voting process will only apply to the RAPC - to the extent the RAPC forms a working group, committee, or task force, the expectation is any votes will be done by simple majority



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COMMITTEE OF STATE REPRESENTATIVES

- » The COSR is comprised of state representatives, either from the public utility commission or state energy office, at each state's discretion - it is envisioned that there would be one representative from every state or provincial jurisdiction that regulates one or more WRAP Participant(s)
- » COSR will have a Chair and Vice-Chair
- » **Chair or Vice-Chair requested to attend open sessions of the RAPC and to provide input and advice**
- » **COSR shall assign an independent COSR support staff member(s) to attend and audit closed meetings of the RAPC under a non-disclosure agreement**



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ENHANCED PROCESS FOR COSR ENGAGEMENT

- » If COSR determines a proposal approved by RAPC is substantively different from the proposal submitted to RAPC by PRC (on which COSR will have provided comments), COSR can elect for additional public review and comment opportunity before RAPC decision goes to Bod

Provided this opportunity is made available within defined timelines so that decision-making for the WRAP is not unreasonably delayed (i.e., no more than 14 calendar days)

- » If the COSR opposes or appeals the RAPC's decision to the Board, there will be

Pause prior to Board consideration

RAPC will be required to engage with the COSR, including at least two discussions to reach solution



ADDITIONAL COSR

- COSR will need support from staff; specifics related to staffing support will be further considered in collaboration with state regulators in upcoming phases
 - › *Body of State Regulators for the Western EIM may serve as a valuable model - in collaboration with WIEB, the state officials would identify staffing needs and a budget which would be funded by separate agreement with the state-regulated utilities participating in the WRAP*
- In the event that the NWPP ever seeks to file at FERC for the expansion of the WRAP to include market optimization or transmission planning services, NWPP will initiate a formal process with COSR and other stakeholders and conduct a full review of governance structures and procedures, including the role of states.
 - › *If COSR does not support the revised governance structure approved by the BOD, NWPP agrees to file an alternative state-supported governance structure with its filing at FERC*
 - › *It is understood that this agreement by itself does not constitute agreement or acquiescence to ongoing 205 filing rights for COSR in the event of such an expansion and that an alternative state-supported governance structure must obtain at least 75% support from COSR representatives*

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NOMINATING COMMITTEE

- » The members of the BOD will be selected by an NC comprised of multi-sector stakeholder representatives
- » The NC is responsible for nominating and selecting BOD members and recommending compensation for the BOD
- » The NC will be comprised of 14 individuals from stakeholder sectors who will strive for consensus in their decision making

» Sectors:

RAPC/Participants (split into investor owned [2], consumer-owned [2], retail competition [1], federal power marketing sectors [1])

Independent power producers/marketers [1]

Public interest organizations[1]

Retail customer advocacy group [1]

Industrial customer advocacy group [1]

Load Serving Entity (LSE) (or representative) with loads in the WRAP represented by another LRE otherwise not eligible for any other sector [1]

COSR (chair or vice chair) [1]

NWPP Agreement Signatory (not on RAPC and not a Market Operator) [1]

BOD [1] (advisory)



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PROGRAM REVIEW COMMITTEE

- » The Program Review Committee (PRC) is a sector representative group charged with receiving, considering, and proposing design changes to the RA Program
- » Clearing house for all recommended design changes not specifically identified as time-sensitive or of high RAPC priority
- » Recommended changes could come from Participants, the BOD, other committees, stakeholders, the public, etc.
- » The PRC will be staffed with facilitation support from the NWPP and program design/technical support from the PO
- » The PRC will establish a process and criteria for receiving design update recommendations



PRC SECTORS

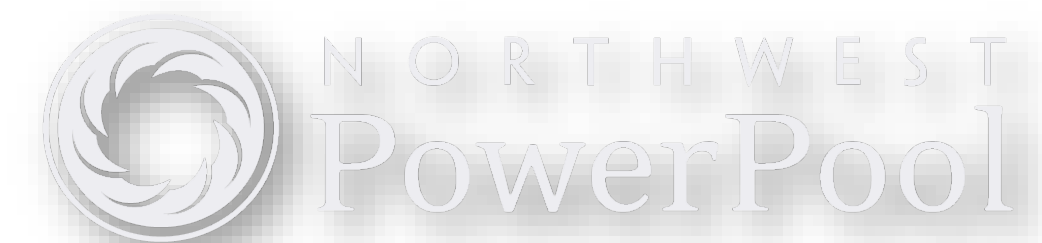
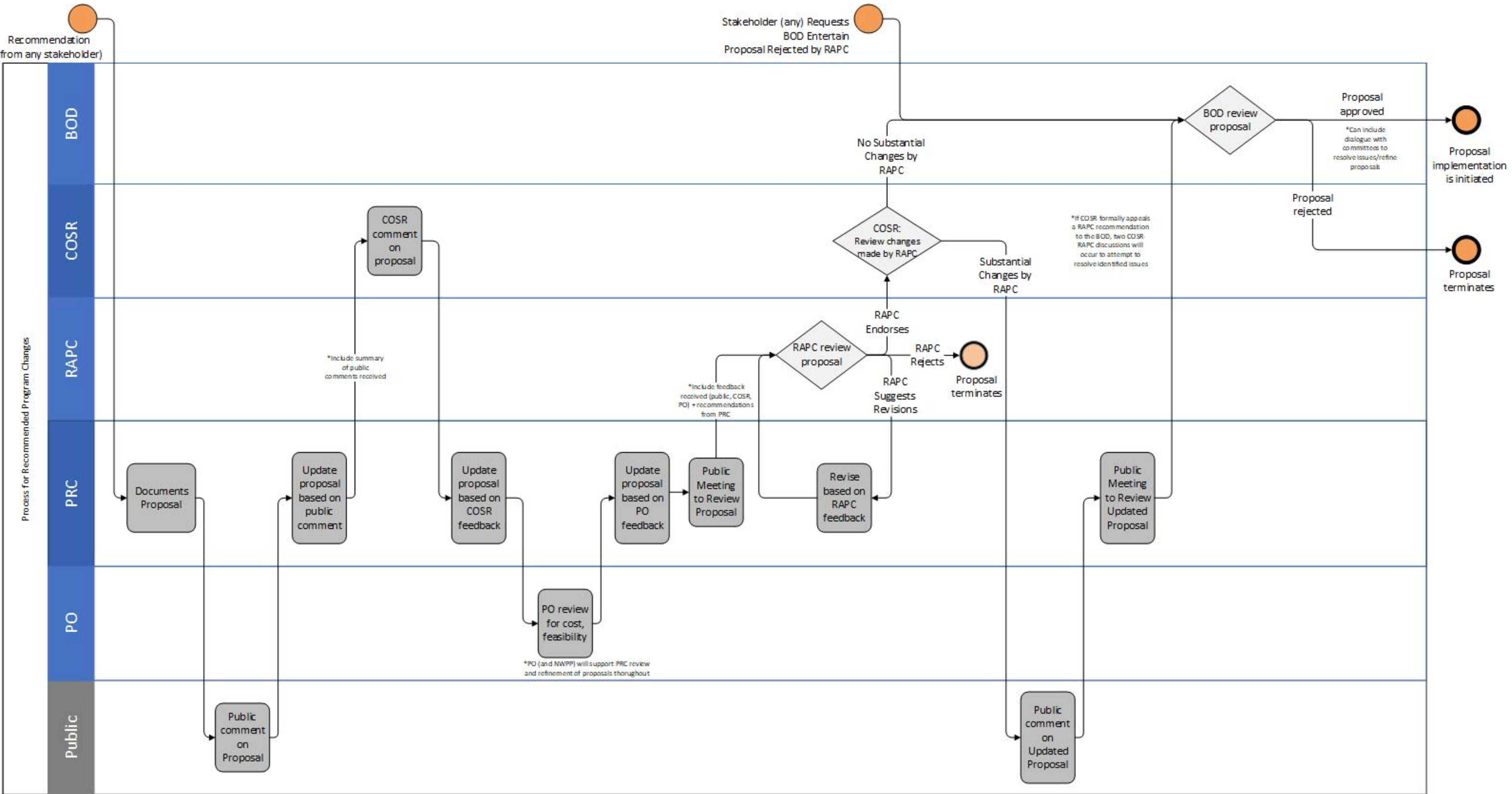
- RAPC/Participants (split into investor owned [4], consumer-owned [4], retail competition [2], federal power marketing sectors[2])
- Independent power producers/marketers [2]
- Public interest organizations [2]
- Retail customer advocacy group [1]
- **Industrial customer advocacy group [1]**
- **Load Serving Entity (LSE) (or representative) with loads in the WRAP represented by another LRE and otherwise not eligible for any other sector [1]**
- **COSR (chair or vice chair) [1]**

Sectors with more than one representative should strongly consider regional, operational, and other forms of diversity representation when selecting multiple representatives -

PRC VOTING

- **The PRC will endeavor to operate by consensus**
- If necessary, a vote can be taken on the efficacy of moving forward with a proposal
- Voting will be by sector - the following rules are proposed:
 - › *At least five of the sectors enumerated above must approve in order for the PRC to be considered to be in favor of the action*
 - For sectors with 4 seats, 3 out of 4 representatives must approve in order for the sector to be considered to be in favor of the action*
 - For sectors with 2) seats, 2 out of 2 representatives must approve in order for the sector to be considered to be in favor of the action*

PRC REVIEW PROCESS



PROGRAM OPERATOR

- Technical administration contracted to an entity with these capabilities / experience:
 - › *Perform Forward Showing (including data collection and validation), modeling/analytics, and compliance reviews*
 - › *Operations/real-time program operations and audit*
 - › *Manages continual technical and processes improvement*
 - › *IT Systems*
- Program Operator (PO) services provided by Southwest Power Pool (SPP)
- The officer from the PO will serve as an advisory member of the BOD (in addition to NWPP CEO) -

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INDEPENDENT EVALUATOR

- » The day-to-day operation of the program by the NWPP and PO should be separate from the oversight and evaluation of the program by the IE in order to meet FERC's independence requirements

To be effective, independent program monitoring and evaluation must be transparent. Every effort should be made to aggregate data in order to preserve confidentiality, while still effectively communicating program results to stakeholders and the public –

- » The IE is charged with the following responsibilities and limitations:

Analyzes operations, accounting/settlement, and design of program and makes recommendations for changes;

Does not monitor program participants

Does not have decision-making authority; and

Reports their findings to the BOD

- » **The IE will be an outside entity (not part of NWPP staff) to be recommended and hired by the NWPP (with approval from the BOD) but will report to the NWPP BOD**



INFORMATION SHARING

- Participants will necessarily be sharing extensive information with Program Operator
- WRAP will engage in appropriate ongoing coordination activity with neighboring regions in the Western Interconnection to help support reliability
- Plan that both neighboring regions and the general public will benefit from the significant increase in the quantity and quality of data arising from WRAP
- Some limitations
 - › *Data needed to operate the WRAP necessarily includes information that could reveal the forward commercial position, and future commercial activity, of individual LREs*

The increased quantity and quality of information related to the WRAP will provide significantly enhanced visibility into the forward supply that enables load to be served reliably in the region – optimistic that the benefits of this greater visibility can be provided to all interested parties while respecting the sensitive nature of the information upon which the success of the WRAP ultimately depends

Initial Proposal for Data Sharing

Some of this data is provided by the Participants, some is modeling results from the PO

		Program Operator	Independent Program Evaluator	Participant's Individual Data (no visibility into other Participants)	NWPP	Other Participants Data	Public	Adjacent Reliability Organizations
PROVIDED BY PARTICIPANT TO PROGRAM OPERATOR	Provided by Participant to Program Operator Individual Commercial Transactions (purchases and sales regardless of type)	X	X	X				
	Net Contract QCC	X	X	X				
	NWPP Storage Hydro Methodology Inputs (non-power constraints, elevation constraints, etc.)	X	X	X				
	Portfolio QCC	X	X	X				
	Forecasted Unit Outages	X	X	X				
	Transmission Assigned to Individual Resources	X	X	X				
	Resource Registration Information (resource type, nameplate, historical forced outage data, fuel type, etc.)	X	X	X	X			
	Individual Resource QCC	X	X	X	X			
	Transmission Rights	X	X	X	X			
	Load Forecast	X	X	X	X			
	VER Forecast	X	X	X	X			
	Contingency Reserve Forecast	X	X	X	X			
	Actual Contingency Reserves	X	X	X	X			
	Forced Outages	X	X	X	X			
	Transmission Constraint(s)	X	X	X	X			
	Holdback	X	X	X	X			
	Delivered Energy	X	X	X	X			
	Non-Delivered Energy	X	X	X	X			
	Actual Load by LRE	X	X	X	X			
	Actual Generation by Resource	X	X	X	X			
PROGRAM OUTPUT	Regional P50 Load Forecast	X	X	X	X	X	X	X
	Regional PRM	X	X	X	X	X	X	X
	QCC by resource type, zone	X	X	X	X	X	X	X
	ELCC Curves (predicting future QCC values for additional VER resources)	X	X	X	X	X	X	X
	Transmission Zones & Flowgates	X	X	X	X	X	X	X
	Cost of New Entry (CONE) calculated value	X	X	X	X	X	X	X
	Net Import/Export Contracts (aggregated for the program)	X	X	?	X	?	?	X

*An Adjacent Reliability Organization is an organization that performs reliability functions in neighboring areas. These are organizations that the WRAP would collaborate with to minimize seams and other issues
 X = some form of this may already be available to the NWPP



EXIT PROVISIONS

- Participant entry and exit from the program will remain voluntary, however, appropriate notice must be given prior to exit.
- Options for standard notice provision:
 - › *At least 24 months notice prior to beginning on next binding FS season*
- The program will also include additional provisions that provide for earlier exit under the following circumstances:
 - › *“extenuating circumstances” – assessed by the BOD and/or PO on a case-by-case basis*
 - › *Exit by fee to ensure that any unreasonable harm to the WRAP from earlier exit is mitigated or compensated by the exiting Participant – option available only if PO can calculate appropriate fee with high confidence*
 - › *Participant experiences significant decrease in forecasted peak load after the two-year deadline has transpired*

The program may also include options for non-standard exit provisions that are unique to Participants, such as a federal entity, subject to specific statutory requirements

WRAP UP

- » Working on FERC Filing
- » Task forces refining program design details
- » Standing up Phase 3A versions of Program Review Committee and Nominating Committee
- » Look for upcoming program design webinar



APPENDIX



NWPP TODAY

