

Commenter	Comment	WRAP Response
AWEC	Requests additional clarity around when RAPC would have the ability to fast-track a design change by identifying it as "high priority."	Added clarification: Exigent design changes (e.g., those mandated by FERC order, those with immediate reliability impacts, with significant impacts to utility service)
	Concerned that the RA program design creates seams between state regulation and the RA program.	Added statement from collaboration with states: 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.
	Does not oppose the region moving forward with Phase 3A, but prior to advancing to further stages of the program, the NWPP must refine the governance structure to allow for BPA's load following customers to have a guaranteed and unique voice within that structure. Generally, very supportive of governance framework, but suggests one change.	Added the Load Serving Entity (LSE) (or representative) with loads in the WRAP represented by another LRE and otherwise not eligible for any other sector to the Nominating Committee (NC) and Program Review Committee (PRC).
	BPA is participating in the program on behalf of Load Following customers, however, load following customers will have a unique interest in the operation of the program that cannot be adequately represented by BPA or any other entity. Recommend load following customers have a guaranteed seat on the PRC and Nominating committee or are otherwise guaranteed adequate participation in the RA program governance structure after Phase 3A of the program.	
PPC	It is not clear whether and how regional diversity and diversity of roles within the program will be captured in the governance structure and this should be addressed now.	Added statement for NC and PRC: Sectors with more than one representative should strongly consider regional, operational, and other forms of diversity representation when selecting multiple representatives for one sector.
	PPC's members include LRES that are directly participating in the program, those that are LREs and are not participating in the program and those that are not LREs but will be brought into the program as a result of BPA's participation.	Added the Load Serving Entity (LSE) (or representative) with loads in the WRAP represented by another LRE and otherwise not eligible for any other sector to the Nominating Committee (NC) and Program Review Committee (PRC).
	The latter two categories of PPC customers are not represented in the governance structure. Language should be added to ensure the diverse perspectives of public power will be reflected on both the Program Review Committee and Nominating Committee.	
	Supports the proposal for committees to have open meetings and emphasizes the importance of this.	Added clarification for open RAPC and Board of Directors (BOD) meetings.
	The ability of any stakeholder to appeal decisions of the RAPC to the board is very important.	Updated and added more detail on appeals process. Any action, or inaction, taken by the RAPC may be brought before the BOD for ultimate resolution by any stakeholder, Director, or member of the public.
RNW, NWEC, WRA, Oregon CUB	Urge strict firewalls and backstops are created between NWPP programs to ensure that any individual or organization with a financial interest in one or more NWPP governed programs are not allowed undue influence over the RA program	Agreed- this is a requirement of independence needed for the NWPP to act as the Program Administrator.
	Until a new board is elected and full independence is demonstrated, the existing NWPP CEO should be a non-voting member of the board, with the exception of personnel management and operational expenses related matters.	The NWPP Chief Executive Officer (CEO) is proposed to be an ex officio advisory member of the BOD and may also choose to participate in the RAPC as an ex officio advisory member. The NWPP BOD may ask the CEO not to be present for certain discussion (e.g., when the NWPP BOD discusses matters of CEO compensation or performance).
	The board of directors should have final say on all amendments to the program and have an active role in reviewing all proposals and amendments.	Added language to clarify BOD role including: The BOD will authorize filings with regulatory bodies. With respect to the WRAP, the BOD will authorize, and the NWPP will submit filings only after consideration by the RAPC. If the RAPC approves an action and such action is not subject to additional procedure with COSR or appealed to the BOD by any stakeholder, the matter would go on the consent agenda for the next BOD meeting. During that meeting, any Director could move to have a

consent item placed on the regular agenda, and the BOD would vote on the motion. Additionally, a COSR representative or any other person attending the meeting could ask for the BOD to move a consent item to the regular agenda, stating the basis for why the BOD needs to discuss the item. The BOD could vote down the request if they didn't think discussion was necessary, or, if the request was accepted, the BOD could approve the item, stay the decision (giving more time to the complaining party to make a case for or against the proposal), or reject the proposal. If approved by the BOD, the NWPP is authorized to submit any applicable required regulatory filing(s). Thus, any action, or inaction, taken by the RAPC may be brought before the BOD for ultimate resolution.

Suggests more equal weighting of representation on the nominating committee.

Increased number of stakeholder seats on NC.

RAPC meetings should be held open to the public and opportunities for public comment provided.

Updated language around RAPC meeting: 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, as described in Section 1.6.1. Open meetings are open to all interested parties; and 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.

Suggest a member of the states' committee be allowed to participate on the RAPC.

Per collaboration with states, updated language around RAPC meeting: 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, as described in Section 1.6.1. Open meetings are open to all interested parties; and 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.

Supports creation of the PRC, suggests equal weighting across sectors.

Increased number of stakeholder seats on PRC.

It is unclear if the RA program will have FERC 205 filing rights. If so, supports states being granted Section 205 filing rights by FERC upon approval of the program.

Per collaboration with states, the following text was added: Finally, 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, the 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, the 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.

Critical to ensure there are no financial ties to the program operator and any program governed by the BOD other than operation of the RA program itself. Language should be included that ensures individuals with leadership positions in programs governed by the BOD do not have any ties to the PO.

Agreed – added specific language to ensure the PO cannot claim roles in other important committees such as the NC. For example, NC the "NWPP Agreement Signatory (not on RAPC and not a Market Operator)".

Supports term limits for BOD members, ok with proposed two term max, would also support 3 terms

Added language to clarify: Directors are identified and recommended for nomination to the BOD by the NC to three-year terms (except as provided for in Section 1.1.1. below) and confirmed by the Directors which are currently seated and whose terms are not expiring. The terms of the Directors will be staggered in order to maintain continuity. Except as provided for in Section 1.1.1. below, a Director may serve up to two three-year terms which may be served non-consecutively. In the case of initial seats with staggered terms, no Director may serve more than six years total. The specific procedures for addressing staggered terms and term limits will be defined in future procedure documents.

IE should have access to substantive data to conduct evaluation of QCC methodology and values

The Independent Evaluator (IE) is proposed to have access to all data the PO collects.

Data sufficient to prove out the success of the program should be made publicly available, where possible.

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 and performance to stakeholders. The non-confidential portions of the IE's annual report will be made available to the public.

Suggest creating a specific trigger event scenario which would entail a closer look and data transparency for the IE to conduct an analysis

The IE will have access to all data to which the PO has access. Various triggering events are being considered in design refinements regarding failures and penalties. The independent BOD will hire the IE, and the specific scope will be completed by that time.

**State of Utah
Office of**

Assuring true independence of the board is essential. Recommend that the board affirmatively approve program design changes.

Added language to clarify BOD role including: The BOD will authorize filings with regulatory bodies. With respect to the WRAP, the BOD will authorize, and the NWPP will submit filings only after consideration by the RAPC. If the RAPC approves an action and such action is not subject

to additional procedure with COSR or appealed to the BOD by any stakeholder, the matter would go on the consent agenda for the next BOD meeting. During that meeting, any Director could move to have a consent item placed on the regular agenda, and the BOD would vote on the motion. Additionally, a COSR representative or any other person attending the meeting could ask for the BOD to move a consent item to the regular agenda, stating the basis for why the BOD needs to discuss the item. The BOD could vote down the request if they didn't think discussion was necessary, or, if the request was accepted, the BOD could approve the item, stay the decision (giving more time to the complaining party to make a case for or against the proposal), or reject the proposal. If approved by the BOD, the NWPP is authorized to submit any applicable required regulatory filing(s). Thus, any action, or inaction, taken by the RAPC may be brought before the BOD for ultimate resolution.

Until a separate independent board is in place, procedures must be implemented to ensure that the WRAP is not unduly influenced by any entity with a financial stake in any of the NWPP programs.

The NWPP is working towards a FERC filing and transition to full independence as quickly as reasonable. Until full independence is achieved, the WRAP is beginning to roll out aspects of transparency and inclusivity that will be part of the FERC-jurisdictional program, including setting up the multisector NC and PRC to ensure non-participants have a pathway to engage.

The nominating committee should reflect the full range of stakeholders. State committee, NGO advocates and state-authorized consumer advocates must each have voting members and ideally the nominating committee would balance members from RAPC and those from other sectors to the PRC.

Increased number of stakeholder seats on NC.

Supports a program design in which states preserve their oversight of utility resource decisions

Added statement from collaboration with states: 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.

Concerned about giving states 205 filing rights without a better understanding of the voting procedures that will be used to determine the policies in such a filing.

Per collaboration with states, the following text was added: Finally, 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, the 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, the 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.

Does not support other stakeholder suggestions for having a member of the COSR serve on the RAPC. A single representative could likely take positions inconsistent with the interests of some states.

Per collaboration with states, updated language around RAPC meeting: 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, as described in Section 1.6.1. Open meetings are open to all interested parties; and 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.

RAPC should pre-define a narrow set of circumstances in which it is authorized to conduct business in executive sessions.

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; and 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.

Inclusion of stakeholder sectors in the PRC is a key element of program design and supports (this is crucial) separating PIOs and consumer advocates.

Increased number of stakeholder seats on PRC, including seats for public interest organizations (2), retail customer advocacy group (1) and industrial customer advocacy group (1).

Defining the role of the independent evaluator is likely to increase trust in the program.

The IE will be hired by the independent BOD (once it is seated), and the scope will be finalized prior to that time.

PNGC

All board of directors should be financially independent using the same standards that existing RTO/ISOs use.

There will be one independent BOD for the NWPP

Believe five BOD members is too few, should be closer to seven to 11 members.

The BOD will start with seven director (two advisory) for two years, then have five Directors from then on.

NWPP CEO should not be a board member.

The NWPP Chief Executive Officer (CEO) is proposed to be an ex officio advisory member of the BOD and may also choose to participate in the



Western Resource Adequacy Program

Stakeholder Comments Received during Phase 2B Detailed Design Comment Period

Governance

		RAPC as an ex officio advisory member. The NWPP BOD may ask the CEO not to be present for certain discussion (e.g., when the NWPP BOD discusses matters of CEO compensation or performance).
	The existing NWPP should not approve the WRAP board, full independence is needed. Believes there is a conflict of interest if the new NWPP board oversees NWPP and the WRAP.	Due to NWPP Bylaws, this is necessary to seat a new BOD. The new BOD will be slated through NC and vetting for all necessary qualifications and independence criteria.
	Entities like PNGC should have a direct voice on the RAPC and the nominating committee. Suggest that the last three positions on the NC be eliminated and replaced by: an indirect/involuntary market participant, an independent qualified person (electric utility work background), and an independent qualified person (electric utility regulatory background).	Added the Load Serving Entity (LSE) (or representative) with loads in the WRAP represented by another LRE and otherwise not eligible for any other sector to the Nominating Committee (NC) and Program Review Committee (PRC).
WPTF	Requests clarification on the appeals process and would like to better understand how stakeholder groups may have a right to appeal a decision by the Board. It is critical appeal rights to be broadly available and the process clear.	Added language to clarify appeal process: The BOD will authorize filings with regulatory bodies. With respect to the WRAP, the BOD will authorize, and the NWPP will submit filings only after consideration by the RAPC. If the RAPC approves an action and such action is not subject to additional procedure with COSR or appealed to the BOD by any stakeholder, the matter would go on the consent agenda for the next BOD meeting. During that meeting, any Director could move to have a consent item placed on the regular agenda, and the BOD would vote on the motion. Additionally, a COSR representative or any other person attending the meeting could ask for the BOD to move a consent item to the regular agenda, stating the basis for why the BOD needs to discuss the item. The BOD could vote down the request if they didn't think discussion was necessary, or, if the request was accepted, the BOD could approve the item, stay the decision (giving more time to the complaining party to make a case for or against the proposal), or reject the proposal. If approved by the BOD, the NWPP is authorized to submit any applicable required regulatory filing(s). Thus, any action, or inaction, taken by the RAPC may be brought before the BOD for ultimate resolution.
NIPPC	Believes that the laying costs, penalties, and principle control being held by LREs makes a load-centric structure that is not sustainable beyond the WRAP	This proposal is the governance proposal for NWPP to administer the WRAP as well as its existing services.
	Multisector representation and voting rights on the NC and PRC are essential features in the design document that should be mitigated to reduce this issue.	Increased number of stakeholder seats on PRC and NC.
	NWPP CEO should not have voting rights, but an ex officio role	The NWPP Chief Executive Officer (CEO) is proposed to be an ex officio advisory member of the BOD and may also choose to participate in the RAPC as an ex officio advisory member. The NWPP BOD may ask the CEO not to be present for certain discussion (e.g., when the NWPP BOD discusses matters of CEO compensation or performance).
	As currently structured, the Board has a passive role with main decision-making authority happening at the RAPC. There could be a benefit from a more active board and not having the board "deeming" approval of RAPC items.	Added language to clarify BOD role including: The BOD will authorize filings with regulatory bodies. With respect to the WRAP, the BOD will authorize, and the NWPP will submit filings only after consideration by the RAPC. If the RAPC approves an action and such action is not subject to additional procedure with COSR or appealed to the BOD by any stakeholder, the matter would go on the consent agenda for the next BOD meeting. During that meeting, any Director could move to have a consent item placed on the regular agenda, and the BOD would vote on the motion. Additionally, a COSR representative or any other person attending the meeting could ask for the BOD to move a consent item to the regular agenda, stating the basis for why the BOD needs to discuss the item. The BOD could vote down the request if they didn't think discussion was necessary, or, if the request was accepted, the BOD could approve the item, stay the decision (giving more time to the complaining party to make a case for or against the proposal), or reject the proposal. If approved by the BOD, the NWPP is authorized to submit any applicable required regulatory filing(s). Thus, any action, or inaction, taken by the RAPC may be brought before the BOD for ultimate resolution.
	Supports term limits for board members	Added language to clarify: Directors are identified and recommended for nomination to the BOD by the NC (see Section 1.2 for more information) to three-year terms (except as provided for in Section 1.1.1. below) and confirmed by the Directors which are currently seated and whose terms are not expiring. The terms of the Directors will be staggered in order to maintain continuity. Except as provided for in Section 1.1.1. below, a Director may serve up to two three-year terms which may be served non-consecutively. In the case of initial seats with staggered terms, no Director may serve more than six years total. The specific procedures for addressing staggered terms and term limits will be defined in future procedure documents.
	The supermajority voting requirement on the RAPC may stifle the ability to adapt to changing	Proposals with PRC support need 67% to pass while proposals without PRC support need 75%.



Western Resource Adequacy Program

Stakeholder Comments Received during Phase 2B Detailed Design Comment Period

Governance

market conditions or evolving business models.
A simple majority or 60 percent supermajority may better serve the region.

WRAP could evaluate dispute resolution mechanisms adopted by the CAISO.

Dispute resolution is considered throughout the governance and design proposals in various forms (though only occasionally specifically titled as such). In each case, approaches taken by CAISO and many other regional organizations were evaluated. Dispute and appeals mechanisms provided include: ability for all stakeholders to oppose/appeal RAPC recommendations to the BOD, COSR's ability to intervene for direct discussions with RAPC if they oppose a RAPC recommendation, participant cure periods and appeals of non-delivery penalties, and many others.

Non-LREs should be granted voting rights if new services are added and the WRAP should consider changing the allocation of voting rights.

This proposal is the governance proposal for NWPP to administer the WRAP as well as its existing services.

Requests more clarity on what can be addressed in executive sessions and what protocols will be used for record keeping associated with these meeting.

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; and 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.

Suggests that WRAP program data be made available to stakeholders and regulators.

Every effort should be made to aggregate data in order to preserve confidentiality, while still effectively communicating program results and performance to stakeholders. The non-confidential portions of the IE's annual report will be made available to the public.

Randy Hardy

Agrees with regulators and other stakeholders that the board should affirmatively approve all RAPC actions. Such an arrangement would ensure the BOD is actively involved in all WRAP activities and is not simply a rubber stamp or perceived to be rubber stamp for the RAPC

Added language to clarify BOD role including: The BOD will authorize filings with regulatory bodies. With respect to the WRAP, the BOD will authorize, and the NWPP will submit filings only after consideration by the RAPC. If the RAPC approves an action and such action is not subject to additional procedure with COSR or appealed to the BOD by any stakeholder, the matter would go on the consent agenda for the next BOD meeting. During that meeting, any Director could move to have a consent item placed on the regular agenda, and the BOD would vote on the motion. Additionally, a COSR representative or any other person attending the meeting could ask for the BOD to move a consent item to the regular agenda, stating the basis for why the BOD needs to discuss the item. The BOD could vote down the request if they didn't think discussion was necessary, or, if the request was accepted, the BOD could approve the item, stay the decision (giving more time to the complaining party to make a case for or against the proposal), or reject the proposal. If approved by the BOD, the NWPP is authorized to submit any applicable required regulatory filing(s). Thus, any action, or inaction, taken by the RAPC may be brought before the BOD for ultimate resolution.