August 27, 2019

**TO:** NAESBParliamentary Committee Members: Bill Boswell, Jim Buccigross, Cade Burks, Valerie Crockett, Michael Desselle, Bruce Ellsworth, Greg Lander, Debbie McKeever, Rae McQuade, Lou Oberski, Randy Parker, Timothy Simon, Kim Van Pelt

**FROM:** Elizabeth Mallett, NAESB Deputy Director

**RE:** Parliamentary Committee Draft Meeting Minutes – August 20, 2019

**NAESB Parliamentary Committee Conference Call**

**Tuesday, August 20, 2019 from 1:30 PM to 3:00 PM Central**

1. **Administration and Welcome**

Mr. Desselle welcomed the participants and called the meeting to order. Mr. Booe provided the Antitrust and Other Meeting Policies reminder, established quorum, and called the roll of the committee members. Mr. Desselle reviewed the agenda with the committee. Mr. Parker, seconded by Ms. Crockett, moved to adopt the agenda as final.

The June 11, 2019 draft meeting minutes were approved as final on a motion by Mr. Ellsworth. Ms. Crockett seconded the motion and the motion passed without opposition.

1. **Review the NAESB Bylaws Work Paper**

Mr. Desselle stated that the Parliamentary Committee would continue the effort to review and update the NAESB Certificate of Incorporation (Certificate), the NAESB Bylaws (Bylaws), and the NAESB Operating Procedures (NAESBOps). He explained that the call will focus on ensuring that the Bylaws are consistent with, and incorporate, where necessary, resolutions adopted by the NAESB Board of Directors.

Mr. Booe reviewed [Work Paper One](https://www.naesb.org/pdf4/parliamentary082019w1.docx) with the participants. He stated that, in November of last year, the Parliamentary Committee reviewed the resolutions from the Board of Directors that had been identified by NAESB staff for possible incorporation into the NAESB Governance Documents. During that review, several resolutions were selected for consideration when the committee reviewed the NAESB Bylaws. Mr. Booe explained that those identified resolutions were contained in Work Paper One and incorporated into the Bylaws document in [Work Paper Two](https://www.naesb.org/pdf4/parliamentary082019w2.docx) for to aid in the efficiency of the meeting. The committee reviewed each resolution.

* **Adoption of the NAESB Policy on Efficient Standards Development (September 25, 2008)**

Mr. Desselle stated that the policy creates efficiency around segment blocks and suggested that the policy remain a standalone document. Mr. Booe stated that he would remove the language from Work Paper Two. Ms. Crockett added that it is more convenient to have one document with the policy rather than including the information in the text of a longer document, such as the Bylaws. The committee agreed to keep the policy as a standalone document.

* **Notational Ballot Process (December 9, 2010)**

Mr. Desselle stated that the Notational Ballot Process should be included in the NAESBOps, as it is too long for the Bylaws. Mr. Booe recalled that, during the 2010 meeting, the participants described the process as being more of an operating procedure. The committee agreed to add the resolution to the NAESBOps.

* **Abstention Voting Process for Executive Committees (March 22, 2012)**

Mr. Booe noted that this process is currently included in the NAESBOps and asked whether the committee would like to move it to the Bylaws. The committee determined that the process would remain in the NAESBOps.

* **NAESB Policies Concerning Communications with Media and Press (September 20, 2012)**

Mr. Desselle stated that this policy should remain a standalone document. Mr. Ellsworth agreed and stated that moving the policy into another document may create misinterpretations concerning the intent of the committee or the policy. The committee agreed to leave the policy as is.

* **NAESB Self-Executing Copyright Procedure and Waiver (April 4, 2013)**

Mr. Booe stated that the waiver could be included in the Bylaws. Mr. Desselle stated that the waiver should remain a standalone document. Mr. Booe explained that the waiver frequently helps NAESB members with their tariff filings. the committee agreed to leave the waiver as a standalone document.

Mr. Ellsworth made a motion that the Parliamentary Committee approve moving the Notational Ballot Process to the NAESBOps and leaving the other four resolutions as standalone documents. Ms. Crockett seconded that motion which passed unanimously.

1. **Discuss Next Steps**

During the next Parliamentary Committee conference call, the participants will discuss changes to the Bylaws to include any undocumented practices and procedures of NAESB. Mr. Booe stated that he will develop a work paper for the next call. Mr. Desselle stated that he will provide a status update to the Board of Directors during its September 5, 2019 meeting.

1. **Adjourn**

Mr. Simon moved to adjourn the meeting. The motion which passed without opposition.

1. **Attendance by Committee Members**

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| **Parliamentary Committee Members** |
| **Name** | **Organization** | **Attendance** |
| Bill Boswell\* | NAESB General Counsel |  |
| Jim Buccigross | 8760, Inc. |  |
| J. Cade Burks | Big Data Energy Services |  |
| Valerie Crockett | Tennessee Valley Authority | Present |
| Michael Desselle | Southwest Power Pool | Present |
| Bruce Ellsworth | New York State Reliability Council | Present |
| Greg Lander | Skipping Stone, LLC |  |
| Debbie McKeever | Oncor Electric Delivery Company LLC |  |
| Rae McQuade\* | North American Energy Standards Board | Present |
| Lou Oberski | Dominion Resources Services, Inc. |  |
| Randy E. Parker | ExxonMobil Gas and Power Marketing Company | Present |
| Timothy Simon | TAS Strategies | Present |
| Kim Van Pelt | Boardwalk Pipeline Partners | Present |
| \*Mr. Boswell and Ms. McQuade are non-voting members of the Parliamentary Committee. |

1. **Other Attendants**

| **Name** | **Organization** |
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| Jonathan Booe | North American Energy Standards Board |
| Christopher Burden | Enbridge |
| Pete Connor | Representing American Gas Association |
| Ronnie Hensley | Southern Star Central Gas Pipeline |
| Elizabeth Mallett | North American Energy Standards Board |
| Marcy McCain | Enbridge (U.S.) Inc. |
| Steven McCord | TransCanada Pipelines Limited |
| Roy True | ACES |