



WIRAB Response to 2018 Peak Board Evaluation Questionnaire

March 9, 2018

Via Email

The Western Interconnection Regional Advisory Body (“WIRAB”) appreciates the opportunity to submit its response to the 2018 Peak Board Evaluation Questionnaire. Similar to previous year WIRAB responses to Peak Board evaluation questionnaires, WIRAB has submitted a single, unified response based on open deliberations among the states. This response, with accompanying explanation or comments to select questions, is included in the completed Peak Board Evaluation Questionnaire (attached).

WIRAB’s evaluation warrants further explanation and discussion. Therefore WIRAB respectfully requests an opportunity to meet with representatives of the Peak Board and Peak Management to discuss the responses and to offer recommendations for Board improvement.

*Alberta
Arizona
Baja California
British Columbia
California
Colorado
Idaho
Montana
Nebraska
Nevada
New Mexico
Oregon
South Dakota
Texas
Utah
Washington
Wyoming*

Janea Scott
Chair

David Clark
Vice Chair

Maury Galbraith
Executive Director

2018 PEAK RELIABILITY BOARD OF DIRECTORS PERFORMANCE SURVEY

In order to assess the performance and overall functioning of the Peak Board of Directors (Board) in carrying out its responsibilities since the last survey was conducted in 2016, the Board is seeking feedback from the Peak Member Advisory Committee (MAC) and the Western Interconnection Regional Advisory Body (WIRAB). Your opinion is important and the Board has approved the following "Peak Board of Directors 2018 Performance Survey" to facilitate the collection of your feedback. The following topics are addressed in this survey: Board Structure and Scheduling; Information Sharing and Board Interactions; and Strategic Oversight and Compliance. In response to each statement included in the survey, please provide a rating using the following scale:

- (1) Strongly Disagree
 - (2) Disagree
 - (3) Neutral – Sometimes Agree/Sometimes Disagree
 - (4) Agree
 - (5) Strongly Agree
- (NA) Prefer not to answer/Do not have enough information to answer

You are also encouraged to utilize the open space below each question to provide additional insight for your response.

Unless you specify otherwise, your responses will be kept entirely confidential. Responses will be consolidated and references that may identify the respondent will be removed prior to circulation to the Peak Governance Committee for analysis. A summary of the results and the Board response will be scheduled for review and discussion at the **May 2, 2018** Board meeting.

Please return the completed survey as a PDF file by email, or as a hard copy by the US Postal Service to the attention of:

Corrie Bilke
Assistant Corporate Secretary
7600 NE 41st Street, Suite 201
Vancouver, WA 98662
cbilke@peakrc.com

Deadline: All surveys must be received no later than **Friday, March 9, 2018.**

Thank you in advance for your feedback.

Respectfully,

John Procario, Chairman – Peak Board of Directors

Tom King, Governance Committee Chair

Peak Board of Directors 2018 Performance Survey

Section I: Board Structure and Scheduling	
1. The Board is the right size to effectively govern Peak*.	(select from drop down menu)
<i>*If not, what size should it be?</i>	
2. The Board's composition reflects and utilizes an appropriate mix of skills, experience, backgrounds, and diversity in relation to the needs of Peak*. ¹	(select from drop down menu)
<i>*If not, what characteristics should be represented and/or utilized more/less?</i>	

¹ Section 3.2 (Skills and Experience) of the Peak Bylaws provides: At all times the Board of Directors shall include at least three Directors who have at least ten years of experience in the utility industry preferably in the Western Interconnection, including at least one Director who has transmission operations experience, at least one Director who has transmission planning experience, and at least one Director who has generation experience. At any time in which [Peak] provides reliability coordination services to the entire Western Interconnection, the Directors shall also preferably include on Director with international experience, which could be provided from one of the three Directors discussed above or from the remaining Directors. The remaining Directors shall be selected in an effort to ensure diversity of background and experience. Desirable categories of experience include: Regulatory or Legal; Accounting, Finance, or Economics; Environmental; End User Advocacy; Compliance/Standards; International; Information Technology; and Public Sector [as those terms are further defined in Section 3.2]."

Peak Board of Directors 2018 Performance Survey

3. The Board committee structure (i.e., Audit Committee, Governance Committee, and Nominating Committee) aligns with the needs of Peak and contributes to Board efficiency and effectiveness*.	(select from drop down menu)
<i>*If not, what committee structure would be ideal?</i>	
4. The number and duration of Board and Board Committee meetings is appropriate to ensure effective governance and oversight*.	(select from drop down menu)
<i>*If not, what number and duration of meetings would be optimal?</i>	
5. The Board and Board Committee chairs effectively and appropriately lead and facilitate meetings in a manner that fosters meaningful participation and timely resolution of issues.	(select from drop down menu)
Additional Comments (if any):	

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Section II: Information Sharing and Board Interactions

1. Meeting agendas, supporting materials and management/MAC/WIRAB reports provide clear, concise and relevant information to aid Board discussion and decision-making.

(select from drop down menu)

Additional Comments (if any):

2. Board meetings are conducted in a manner that ensures open, candid and constructive communications. The Board encourages and considers different points of view.

(select from drop down menu)

Additional Comments (if any):

3. Appropriate communication channels exist between the Board and Peak management, the MAC and WIRAB.

(select from drop down menu)

Additional Comments (if any):

Peak Board of Directors 2018 Performance Survey

4. The Board appropriately monitors Peak's operational and financial performance, including careful examination and critique of performance metrics, financial statements and budgets.	(select from drop down menu)
Additional Comments (if any):	

Section III: Strategic Oversight and Compliance

1. The Board provides adequate strategic guidance and policy oversight to the management of Peak.	(select from drop down menu)
Additional Comments (if any):	
2. The Board works to ensure that Peak's strategic planning process addresses long term sustainability, major shifts in the operating and regulatory environments, along with Peak's strengths, weaknesses, opportunities and threats.	(select from drop down menu)
Additional Comments (if any):	

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3. Board decisions are driven by Peak’s mission. ²	(select from drop down menu)
Additional Comments (if any):	
4. The Board focuses on the most relevant and critical issues facing Peak and its member organizations.*	(select from drop down menu)
* If not, what issues or topics warrant more/less Board attention?	
5. The Board works to ensure that Peak operates with a culture of compliance in regard to applicable laws and regulations, including NERC standards.	(select from drop down menu)
Additional Comments (if any):	

² Section 1.2 (Mission) of the Peak Bylaws provides: “[Peak] shall support and promote the social welfare by endeavoring to ensure reliability by providing real-time interconnection-wide oversight of the BES within Peak Reliability’s Reliability Coordinator Area (RC Area), coordinating necessary real-time and seasonal planning and modeling, and ensuring that data critical to the reliable and efficient operation of the BES is shared appropriately. [Peak] will endeavor at all times to create value by delivering cost-effective services, and engaging in efficient and non-discriminatory practices. To these ends, Peak Reliability will retain registration for the Reliability Coordinator (RC), as defined by the North American Electric Reliability Corporation (NERC) Functional Model for [Peak’s] RC Area in the Western Interconnection. Further, upon approval by [Peak] Board of Directors, [Peak] will perform additional functions that promote BES reliability and support the [Peak] vision.”

Section IV: Additional Feedback on Board Performance

1. Please provide any additional comments or feedback about the work and effectiveness of the Board, including any recommendations for improvement.

2. To ensure that the Board continues to improve its performance over time, what should the Board consider incorporating into the action plan that is developed in response to this 2018 survey?

V. Board Performance Assessment Process

1. What additional questions or topics should be included in future Board performance surveys?

2. Which questions in this survey do you believe are unnecessary?

3. Please provide any other suggestions that you believe could improve the Board performance assessment process.