



SMART GRID INTEROPERABILITY PANEL

SGIPGB AND SGIP CHARTER

SGIP Document Number: 2012-001_1, Version 1.4

Document Source: January 9, 2012

Author/Editor: BOPWG

Production Date: January 9, 2012

THE SGIP

The Smart Grid Interoperability Panel (SGIP) is a membership-based organization established by the National Institute of Standards and Technology (NIST) and administered by its members, as facilitated by a NIST contractor. It provides an open process for stakeholders to participate in providing input and cooperating with NIST in the ongoing coordination, acceleration and harmonization of standards development for the Smart Grid. The SGIP reviews use cases, identifies requirements and architectural reference models, coordinates and accelerates Smart Grid testing and certification, and proposes action plans for achieving these goals. The SGIP does not write standards, but serves as a forum to coordinate the development of standards and specifications by many Standards-Setting Organizations (SSOs).

RIGHT TO DISTRIBUTE AND CREDIT NOTICE

This material was created by the Smart Grid Interoperability Panel (SGIP) and is available for public use and distribution. Please include credit in the following manner: SGIPGB AND SGIP CHARTER, 2012-001_1. January 9, 2012.

DISCLAIMER

This document is a work product of the SGIP. It was prepared by the participants of the SGIP and for publication in accordance with the appropriate procedures of the SGIP. Neither NIST, the SGIP leadership, its members nor any person acting on behalf of any of the above:

- *MAKES ANY WARRANTY OR REPRESENTATION, EXPRESS OR IMPLIED, with respect to the accuracy, completeness, or usefulness of the information contained in this report, or that the use of any information, apparatus, process, or composition disclosed in this report may not infringe privately owned rights; or*
- *ASSUMES any liabilities with respect to the use of, or for damages resulting from the use of, any information, apparatus, process, or composition disclosed in this document;*
and
- *Reference herein to any specific commercial product, process, or service by trade name, trademark, manufacturer, or otherwise, does not necessarily constitute or imply its endorsement, recommendation, or favoring by the Smart Grid Interoperability Panel.*

THIS IS NOT A NIST DOCUMENT

Executive Summary

Pursuant to the Energy and Independence and Security Act (EISA) of 2007 [2], the National Institute of Standards and Technology (NIST) is responsible for coordinating the development of and publishing a framework, including protocols and model standards, to achieve interoperability of Smart Grid devices and systems, with input and cooperation from other Federal and State agencies and interested private sector entities.

The Smart Grid Interoperability Panel (SGIP) is a membership-based organization created by an Administrator under a contract from NIST to provide an open process for stakeholders to participate in providing input and cooperating with NIST in the ongoing coordination, acceleration and harmonization of standards development for the Smart Grid. The SGIP also reviews use cases, identifies requirements and architectural reference models, coordinates and accelerates Smart Grid testing and certification, and proposes action plans for achieving these goals. The SGIP does not write standards, but serves as a forum to coordinate the development of standards and specifications by many standards development organizations.

The SGIP will be managed and guided by a Governing Board that approves work programs for the SGIP to carry out its work efficiently and effectively, prioritizes work, and arranges for the necessary resources. The Governing Board's responsibilities include facilitating a dialogue with standards development organizations to ensure that the action plans can be implemented.

The structure and organization of the SGIP and SGIP Governing Board (SGIPGB) were based substantially on the design of two principal existing organization structures:

The Healthcare Information Technology Standards Panel (HITSP) [8], which is similar in nature to the SGIP, and,

The GridWise® Architecture Council (GWAC) [3][4], which is similar in nature to the SGIPGB.

The contents of this document were substantially influenced by the structure of the following organizations:

American National Standards Institute (ANSI) [1]

Internet Engineering Task Force (IETF) Internet Architecture Board (IAB) [7]

Utility Communication Architecture International users' group (UCAIug) [9][10]

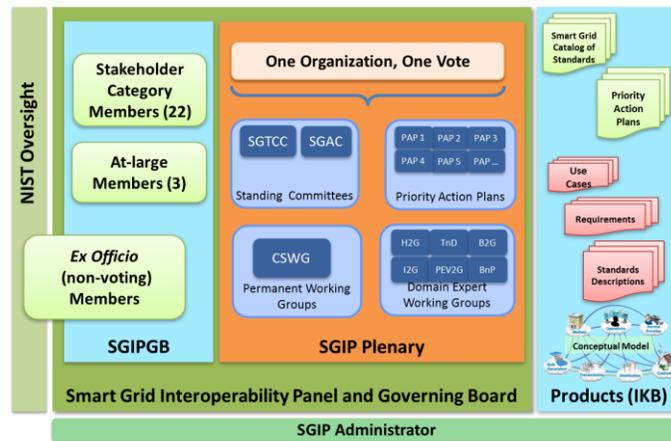
It is envisioned that the SGIP will have at least two permanent committees. One permanent committee will be responsible for creating and refining an architectural reference model, including recommended standards and profiles necessary to implement the vision of the Smart Grid. The other permanent committee will create and maintain the necessary documentation and organizational framework for testing conformance with these Smart Grid standards and specifications. The SGIP, as needed, may form additional permanent committees and ad-hoc working groups.

All SGIP outputs will be delivered to the public through the NIST Smart Grid Collaborative Wiki and the online Interoperability Knowledge Base (IKB) Website. The Federal Advisory Committee Act prohibits NIST from accepting advice directly from the SGIP. Therefore, NIST has contracted with the Administrator to provide advice to NIST by refining SGIP outputs using the Administrator’s technical expertise. The Administrator’s advice can include, but is not limited to, analyzing draft SGIP outputs, identifying gaps in the outputs, and making recommendations regarding the outputs, prior to providing the outputs to NIST.

The SGIP and its Governing Board are an open organization dedicated to balancing the needs of a variety of Smart Grid-related organizations. Any organization may become a member of the SGIP. Participating Member organizations will be required to declare an affiliation with an identified Stakeholder Category (twenty-two have thus far been identified by NIST and are listed in Appendix A). Participating Member organizations may contribute multiple Member Representatives, but only one Voting Member Representative. Participating Member organizations must participate regularly in order to vote on the work products of the panel.

It is envisioned that the SGIPGB will include at least one Member from each Stakeholder Category, the Chairs of two permanent committees, several “members at large,” and several *ex officio* members representing for example, key government agencies. New SGIPGB members will be recommended by a Candidate Evaluation Committee and approved by the SGIPGB as a whole. Terms of SGIPGB members will be staggered to ensure both regular turnover and continuity.

The diagram below represents the relationships among the concepts and entities discussed in this document.



Contents

1	Mandate	1
1.1	SGIP Charge and Mission	1
1.1.1	SGIP Charge	1
1.1.2	SGIP Mission	1
1.2	SGIP Scope	1
1.2.1	Smart Grid Standards	1
1.2.2	Priority Action Plans.....	2
1.2.3	Testing and Certification of Standards	2
1.2.4	Smart Grid Conceptual Model	2
1.2.5	Smart Grid Cyber Security	2
1.2.6	The Interoperability Knowledge Base (IKB)	2
1.2.7	Enlisting Stakeholder Involvement.....	2
1.2.8	Out of Scope	3
1.3	SGIP Expected Results and Actions	3
1.3.1	SGIP Activities	3
1.3.2	Publication of Operations	4
1.3.3	Use Cases and Requirements	4
1.3.4	The Interoperability Knowledge Base	4
1.4	SGIP Principles.....	4
1.4.1	Openness	4
1.4.2	Balance	4
1.4.3	Consensus	4
1.4.4	Harmonization	5
1.5	Smart Grid Interoperability Panel Governing Board (SGIPGB)	5
1.5.1	Smart Grid Interoperability Panel Governing Board Tasks.....	5
1.5.2	SGIPGB Activities	6
2	Bylaws	7
2.1	SGIP Roles and Responsibilities.....	7
2.1.1	SGIP Membership.....	7
2.1.1.1	Participating Members	7
2.1.1.2	Observer Members	8
2.1.1.3	Membership Agreement.....	8
2.1.2	Withdrawal.....	9
2.1.3	Replacement of Member Representatives	9

2.1.4	Stakeholder Representation	9
2.1.5	SGIP Officers.....	9
2.1.5.1	Plenary Chair	9
2.1.5.2	Plenary Vice Chair	10
2.1.5.3	Plenary Secretary	10
2.1.6	Administrator and Support Resources.....	10
2.1.7	Meetings and Decision Making.....	11
2.1.7.1	Meeting Place.....	11
2.1.7.2	Open Meetings; Notice	11
2.1.7.3	Prior publication and review of SGIP matters	12
2.1.7.4	Attendance	12
2.1.7.5	Quorum	12
2.1.7.6	Manner of Acting.....	12
2.2	SGIPGB Roles and Responsibilities	12
2.2.1	SGIPGB Membership.....	12
2.2.2	Selection of SGIPGB Members.....	13
2.2.2.1	Selection of Voting Members	13
2.2.2.1.1	Call for Candidates.....	13
2.2.2.1.2	Candidate Evaluation Committee.....	13
2.2.2.1.3	Preparation of a Slate	14
2.2.2.1.4	Confirmation of a Slate	14
2.2.2.1.5	Election of SGIPGB Members.....	15
2.2.2.2	<i>Ex Officio</i> Non-Voting Members.....	15
2.2.2.3	<i>Ex Officio</i> Non-Voting Member Participation.....	15
2.2.2.4	Standing Invitee	16
2.2.3	Duties of SGIPGB Members	16
2.2.4	Terms of SGIPGB Membership.....	16
2.2.5	Ending Membership.....	17
2.2.6	Officers	17
2.2.6.1	Chair.....	17
2.2.6.1.1	Chair Selection	17
2.2.6.1.2	Responsibilities	18
2.2.6.1.3	Term	18
2.2.6.2	Vice Chair	18
2.2.6.3	Secretary	18
2.2.7	Meetings and Decision Making.....	18
2.2.7.1	Meeting Place.....	19
2.2.7.2	Open Meetings; Notice	19
2.2.7.3	Prior publication and review of SGIPGB matters.....	19
2.2.7.4	Attendance	19
2.2.8	Quorum.....	19

2.3	SGIP Standing Committees.....	19
2.3.1	Smart Grid Architecture Committee.....	20
2.3.2	Smart Grid Testing and Certification Committee	20
2.4	Working Groups	21
2.4.1	Smart Grid Cyber Security Working Group	21
2.5	SGIP Voting.....	21
2.5.1	What May Be Voted Upon.....	21
2.5.2	Who May Vote	21
2.5.3	Voting Process.....	22
2.5.4	Absence; Restoration of Voting Privilege	22
2.5.5	When a Vote May Occur	22
2.5.6	Record of Voting.....	22
2.5.7	Requirements for Passing.....	23
2.5.8	Quorum	23
2.5.9	Voting within a Stakeholder Category	23
2.5.10	Electronic Voting.....	23
2.6	Intellectual Property	23
2.6.1	SGIP patent policy - Inclusion of Patents in SGIP-Identified Products....	23
2.6.2	Statement from patent holder	24
2.6.2.1	Record of statement	24
2.6.2.2	Notice.....	24
2.6.2.3	Responsibility for identifying patents	24
2.6.3	Copyrights.....	24
2.7	Ratification of the Bylaws and Amendments.....	25
2.8	Conflict of Interest.....	25
2.9	Competition	25
2.10	Robert’s Rules of Order	26
2.11	Offices.....	26
2.12	Charter Ratification.....	26
3	Acknowledgement	27
4	Revision History	28
5	References.....	30
Appendix A	Stakeholder Categories	31
Appendix B	Org Chart	32
Appendix C	Acronyms	33
Appendix D	Glossary.....	34

This page intentionally blank

1 Mandate

1.1 *SGIP Charge and Mission*

1.1.1 SGIP Charge

The Smart Grid Interoperability Panel (SGIP) is being created through a contract from the National Institute of Standards and Technology (NIST) of the U.S. Department of Commerce to support NIST's role as defined in the Energy Independence and Security Act (EISA) of 2007 to "coordinate the development of a framework that includes protocols and model standards for information management to achieve interoperability of smart grid devices and systems." The SGIP will provide an open process for Stakeholders to participate in providing input and cooperating with NIST in the ongoing coordination, revision, acceleration and harmonization of standards development for the Smart Grid. The SGIP members participate in an open process to: provide technical and business guidance resulting in use cases, requirements, and recommended standards; recommend revisions to existing standards; identify gaps in existing standards; coordinate Smart Grid testing and certification programs; and recommend Priority Action Plans (PAPs) for accelerating the standards development and testing and certification of components for the Smart Grid.

1.1.2 SGIP Mission

The mission of the SGIP is to provide a strong framework for coordination of all stakeholders of the Smart Grid to accelerate standards harmonization and development. The SGIP does not write standards, but instead develops and reviews use cases, identifies requirements, and proposes action plans for achieving these goals.

The SGIP has three principal responsibilities:

- a. To provide the technical guidance necessary to facilitate standards development for the Smart Grid
- b. To specify the necessary testing and certification requirements to assess the achievement of interoperability using Smart Grid Standards
- c. To oversee the performance of these activities to maintain momentum and achievement

1.2 *SGIP Scope*

1.2.1 Smart Grid Standards

The SGIP will provide a forum for discussion and coordination among organizations that write and publish standards documents. The SGIP recommends documents

indicating selections and profiles of standards developed by other organizations that are appropriate for use in the Smart Grid. These standards, developed and published by standards development organizations, may be pre-existing, in development, or in need of a new standards development effort.

Standards that are identified for use in the Smart Grid and the standards development process to produce them remain the purview of the SDOs developing them.

1.2.2 Priority Action Plans

The SGIP maintains Priority Action Plan documents, recommended standards lists, and the Smart Grid conceptual model and its derivatives. The SGIP will from time to time publish written definitions and clarifications of its recommendations in support of its mission.

1.2.3 Testing and Certification of Standards

A key activity of this organization is to develop, foster, and implement clear certification criteria by which standards of the Smart Grid, as recognized by this body, can be verified through testing of products and services offered by vendors.

1.2.4 Smart Grid Conceptual Model

The SGIP maintains and extends the utility and content of the Smart Grid Conceptual Model introduced in the NIST Framework.

1.2.5 Smart Grid Cyber Security

The SGIP conducts analysis and studies on the requirements of standards to support cyber security for the Smart Grid. Therefore the SGIP will provide a forum for the discussion of an evolution of the knowledge and plans on this critical subject.

1.2.6 The Interoperability Knowledge Base (IKB)

The SGIP distributes the results of its efforts through the Interoperability Knowledge Base (IKB). This resource, which is integrated with related national Web-based resources, provides ready access to the information content generated by the SGIP. The SGIP documents will be posted at the NIST Smart Grid Collaborative Wiki Site. A variety of public documents and professional conference presentations and publications are available on this site.

1.2.7 Enlisting Stakeholder Involvement

The SGIP will enlist involvement from a broad selection of Smart Grid Stakeholders to:

- a. Accelerate standards-based interoperability across the electric power system;

- b. Identify and prioritize the concepts, standards and architectures needed to make interoperability possible, guided by an Architecture Committee;
- c. Describe and prioritize clear, practical steps that will facilitate the interoperation of the systems, devices, and institutions that participate in the use and operation of the nation's electric system; and
- d. Assess Smart Grid interoperability standards conformity through a structured, open framework of documents and organizations, guided by a Testing and Certification Committee.

1.2.8 Out of Scope

The SGIP will not write or publish standards documents.

The SGIP is not a government organization. It is a public body created under a contract from NIST to an Administrator to support NIST in its role under the EISA 2007 [2]. Its publications are not legal documents, laws or regulations.

The SGIP will not design, promote or sell products or technologies suggested by its deliverables.

1.3 SGIP Expected Results and Actions

The SGIP provides a single mechanism with comprehensive and complete Smart Grid Stakeholder representation that facilitates consensus-based approval of national Smart Grid standards.

1.3.1 SGIP Activities

The activities of the SGIP will include, but not necessarily be limited to:

- a. Facilitating the timely development and harmonization of standards responsive to identified interoperability issues, and meeting the requirements of identified use cases;
- b. Recommending creation or dissolution of committees;
- c. Activating a conflict resolution mechanism, as needed;
- d. Performing all other acts necessary and appropriate to the conduct of the SGIP's activities and achievement of the SGIP's Charge;
- e. Disseminating the SGIP outputs and promoting the use of the recommended standards;
- f. Establishing a framework for Testing and Certification of Smart Grid Components.
- g. Maintenance of the Smart Grid Architecture

1.3.2 Publication of Operations

Essential information about all SGIP activities will be publicly available via the SGIP Website.

1.3.3 Use Cases and Requirements

Domain expertise will be provided by the SGIP via the identification of detailed Use Cases and the analysis of requirements that are necessary to support them. These Use Cases illustrate the context of technical analyses and recommendations that the SGIP relies upon to identify needed priority action plans and recommended standards.

1.3.4 The Interoperability Knowledge Base

Resulting Use Cases and Requirements, along with analyses and white papers produced by the SGIP, will be integrated into the IKB for review and comment by the Stakeholders of the Smart Grid.

1.4 *SGIP Principles*

1.4.1 Openness

The work of the SGIP, including all working groups and committees, will be open for public review as follows:

- a. All minutes of all meetings will be posted on the Internet.
- b. All documents and drafts under discussion will be posted on the Internet.
- c. All meetings are open to public attendance.

1.4.2 Balance

The SGIP will be organized on the principle of balancing representation across multiple industry segments related to electric energy and the technology necessary to effectively manage it. The design of the organization will enable it to:

- a. Carry out its mission effectively; and
- b. Provide leadership throughout the Smart Grid Stakeholder community.

1.4.3 Consensus

Consensus is a core value of the SGIP. For purposes of the SGIP, consensus means the general agreement of the Members. The process of the SGIP, including the SGIPGB and all working groups and committees, requires the respective Chairs to ensure consideration of all views, proposals and objections, and to endeavor to reconcile them. Where consensus is not possible, the SGIP, including the SGIPGB and all working groups and committees, will strive to make decisions that are

supported by the available information and to document opposing views or abstentions.

The achievement of consensus will be based on thorough examination of issues, including the discussion of dissenting opinions and the resolution of disagreements. Consensus will be preferred to resolve all issues brought before the SGIP, including the SGIPGB and all working groups and committees. For purposes of the SGIP, consensus means a general agreement by all members.

When a disagreement exists, a vote will be taken to reach consensus.

1.4.4 Harmonization

The SGIP process encourages harmonization among standards. Decisions are relevant and effectively respond to regulatory and market needs, as well as technological developments to achieve essential interoperability characteristics.

For any standard gap, interested SDOs will prepare a justification to present to the SGIP relative to how the standard fits into their organization, and how they will position their work to support interoperability and integrate with other NIST-identified standards for Smart Grid. The SGIP, or working group thereof, can then select from these offerings to identify a work project.

1.5 *Smart Grid Interoperability Panel Governing Board (SGIPGB)*

The SGIP will be managed and guided by a Governing Board that approves and prioritizes work programs and arranges for the resources necessary to carry out finalized priority action plans. The Governing Board's responsibilities include facilitating a dialogue with standards development organizations to ensure that the action plans can be implemented. The SGIPGB provides guidance to the SGIP. This guidance includes a broad perspective of the NIST Interoperability Framework and Roadmap vision. The Administrator reports on progress by maintaining the Smart Grid Roadmap, and ensures all SGIP documents are openly available in an online Interoperability Knowledge Base.

1.5.1 Smart Grid Interoperability Panel Governing Board Tasks

To execute its mission, the SGIPGB will:

- a. Guide the SGIP in executing its mission of developing standards-based interoperability technology and best practices by integrating the needs, ideas and priorities expressed by a broad Stakeholder base;
- b. Approve work program for the SGIP, including Priority Action Plans (PAPs);
- c. Provide guidance for SGIP to recommend standards based on SGIP activities;
- d. Ensure SGIP effectively maintains and evolves the NIST Smart Grid Conceptual Model [8] to provide more detail and depth so it can serve as a reference model for implementation architectures;

- e. Engage and encourage Stakeholders to agree on a common path toward achieving standards-based interoperability using the conceptual and reference models;
- f. Engage Stakeholders to encourage growth in the use of standards-based architectures and implementation designs; and
- g. Oversee the SGIP Testing and Certification Committee and framework.

1.5.2 SGIPGB Activities

The activities of the SGIPGB will include, but not necessarily be limited to:

- a. Affirming and ratifying SGIP governing documents and operating procedures;
- b. Providing guidance in establishing SGIP procedures for recommending inclusion or exclusion of standards in the Interoperability Framework;
- c. Providing guidance in establishing SGIP procedures for producing recommended priority action plans and identifying recommended standards; and
- d. Facilitating a testing and certification framework.

2 Bylaws

The Bylaws describe the roles, responsibilities, policies and procedures that govern the operation of the SGIP. The Bylaws will be consistent with the framework of the Charge and Scope of this Charter, which provide the high-level perspective of mission, purpose, and organization.

Operational materials, such as those describing active working groups, as well as the personnel involved in the SGIP operation, will be made publicly available in companion documents.

2.1 SGIP Roles and Responsibilities

The SGIP membership is open to all interested organizations,¹ as long as their interests fall within at least one of the Stakeholder Categories. Divisions, subsidiaries, committees of organizations, etc. are part of their parent organizations, and are not considered organizations for SGIP purposes. The SGIP should have a balance of interests. Participants from diverse interests will be sought with the objective of achieving balance.

Stakeholder Categories that are recognized as necessary to achieve the goals of the SGIP are listed in Appendix A. Each Participating Member organization will be required to select a Stakeholder Category for voting for SGIPGB candidates. SGIP members may participate in as many working groups as they have interest without regard to category.

2.1.1 SGIP Membership

The SGIP will have two (2) classes of members, Participating Members and Observer Members.

2.1.1.1 Participating Members

Participating Members are organizations who commit to participating in the work of the Smart Grid Interoperability Panel (SGIP). Participating Member organizations will have the following rights and obligations:

- a. The right to submit proposed requirements.
- b. The right to participate in the SGIP process and establish the overall direction for the SGIP through active participation in Committees, or other SGIP organizational teams as may be established from time to time by the SGIP to address specific issues.

¹ An organization is defined as its parent company or organization, its subsidiaries, affiliations, divisions, committees, and working groups.

- c. The right to vote on proposed SGIP documents. Each Participating Member organization will be allocated one (1) vote on technical matters. That vote will be cast by an authorized Voting Member Representative. Voting rights are activated once a Participating Member's organization has attended two consecutive meetings (face-to-face and/or Web-based). (The only exception occurs during the first and second meeting of the SGIP. See paragraph 2.1.1.1.d) Voting rights are deactivated if a Participating Member organization has missed two consecutive meetings, whether face-to-face or Web-based, or document review and comment. The Secretary for the SGIP group that is meeting will keep attendance records for that meeting.
- d. All Participating Member organizations attending the first two meetings will be eligible to vote at those meetings. Thereafter for the SGIP, paragraph 2.1.1.1.c takes effect.
- e. The obligation to participate in SGIP meetings.
- f. The obligation to review SGIP documents and provide comments.
- g. The obligation to commit to participate in specific PAPs.
- h. The right to serve as a Participating Member for as long as they meet the requirements for membership.
- i. Each Participating Member organization may have multiple Member Representatives, but only one of those Member Representatives is allowed to vote on behalf of the Participating Member organization. This Member Representative may vote only on behalf of that Participating Member organization and may only cast one vote on any matter brought to a vote.

2.1.1.2 Observer Members

Observer Members are Stakeholders that attend SGIP meetings and review SGIP documents, but do not commit to participating in the technical work of the SGIP. Observer Members do not have the right to vote on SGIP matters. Each Observer Member may have multiple Member Representatives.

2.1.1.3 Membership Agreement

To become a Participating or Observer Member, each organization must sign an appropriate membership agreement that (1) states that the person signing the membership agreement has authority to enter into the agreement on behalf of their organization, and (2) that the organization will comply with the SGIP Charter and Bylaws. The completed membership agreement is sent to the Administrator who collects and records the membership agreements. The Participating Member organization may designate someone other than an employee to represent their organization. An individual may not be a Participating or Observer Member Representative for more than one Member Organization concurrently.

2.1.2 Withdrawal

Members can voluntarily withdraw from the SGIP at any time by stating their intention in writing to the Secretary of the SGIP.

2.1.3 Replacement of Member Representatives

If a Member Representative acts in a manner that interrupts the work of the SGIP, the Participating Member organization may be asked to replace that Member Representative. If a Member Representative ceases to represent the Participating Member organization, the Participating Member organization must update their Membership Agreement.

2.1.4 Stakeholder Representation

A Stakeholder Category includes all Participating Member organizations who have selected that Stakeholder Category. For voting purposes, each Participating Member organization is allotted one vote. This will serve to help ensure that no single interest dominates the process or is favored over another among competing interests and various Stakeholder Categories.

2.1.5 SGIP Officers

2.1.5.1 Plenary Chair

- a. The Plenary Chair will be elected by a majority vote of the SGIPGB.
- b. Duties. The Chair will facilitate SGIP meetings. The Chair is responsible for establishing meeting schedules, agendas, business to be conducted, and coordinates the speakers to lead presentations and discussions. The Chair will manage disputes, and is responsible for fostering an open, friendly atmosphere at SGIP conferences and meetings. The Chair is responsible for assigning and tracking SGIP action items, risks, and issues.
- c. Term of Service. The Chair will serve a two-year term; the Chair may be re-elected by the SGIPGB for one consecutive two-year term. The Chair may serve no more than two terms consecutively. The Chair can serve multiple non-consecutive terms. If the Chair is unable to complete his/her term of office, the SGIPGB will elect a successor. The Plenary Chair will have authority to table or terminate discussion, call for affirmation of consensus, mediate with dissenting parties or recommit a matter to committee for further action.
- d. The Plenary Chair may be removed by a 75% (three-fourths) majority vote or greater of the SGIPGB.
- e. The Plenary Chair will only vote on matters before the SGIP in cases of a tie.

2.1.5.2 Plenary Vice Chair

- a. The Plenary Vice Chair will be elected by a majority vote of the SGIP.
- b. Duties. The Vice Chair will support the Plenary Chair in performing the Plenary Chair's duties, and ensure that meeting minutes, notes, and other meeting artifacts are posted and available to SGIP members. The Plenary Vice Chair will serve as Chair at meetings where the Chair cannot attend.
- c. Term of Service. The Vice Chair will serve a two-year term; the Vice Chair may be reelected by the SGIP for one consecutive two-year term. The Vice Chair may serve no more than two terms consecutively. If the Vice-Chair is unable to complete his/her term of office, the SGIP will elect a successor.

2.1.5.3 Plenary Secretary

- a. The Plenary Secretary will be elected by a majority vote of the SGIP.
- b. Duties. The Plenary Secretary will provide all administrative support services to the SGIP membership, including but not limited to: scheduling meetings, notifying members of SGIP meetings, preparing agendas, and recording and posting minutes. The Plenary Secretary will post proposed additions and deletions to the Interoperability Knowledge Base (IKB) upon approval of the SGIP.
- c. Term of Service. The Plenary Secretary will serve a term of two years; the Plenary Secretary may be reelected by the SGIP for one consecutive two-year term. The Plenary Secretary may serve no more than two terms consecutively. If the Plenary Secretary is unable to complete his/her term of office, the SGIP will elect a successor.

2.1.6 Administrator and Support Resources

The role of the Administrator will be as follows:

- a. The Administrator will manage the internal operation of the SGIP.
- b. The Administrator will arrange human and financial resources in support of SGIP activities. This will include:
 - meeting arrangements,
 - interactions with other organizations, and
 - other activities needed by the SGIP.

The Administrator will initially be selected as a NIST contractor. The NIST contract will initially provide the financial support for this function. The Administrator is an *ex officio* non-voting member of the SGIPGB.

2.1.7 Meetings and Decision Making

Except as otherwise noted, the SGIP and SGIPGB, and all working groups and committees will meet and make decisions as follows:

- a. Meetings and decision-making will be presided over by the respective Chair.
- b. Attendance will be recorded for all meetings.
- c. Formal discussion and decision-making procedures will follow Robert's Rules of Order Newly Revised Version.²
- d. The intellectual property disclosure policy (see Section 2.6 "Intellectual Property") and activities that violate anti-trust law (see Section 2.9 "Competition") will be reviewed at the start of every meeting.
- e. The SGIP and the SGIPGB will hold face-to-face meetings and each meet at least two times per year, with all meetings (including the face-to-face meetings) providing the opportunity for members and the public to attend via the Web.
- f. There will be no defined limit on the maximum number of meetings. Meeting scheduling is left to the discretion of the involved working group or other SGIP organizational unit. All SGIP and SGIPGB meetings will include Web-based access for attendance by members and the public unable to travel.
- g. Draft minutes of meetings will be distributed to the appropriate Members for comment and revised accordingly; the minutes will be approved by a majority of the appropriate Members. Minutes should be made publicly available as soon as possible after a particular meeting.
- h. Decisions may be reached by face-to-face meeting, teleconference, electronic communication, or any combination of the above.
- i. Revisions to these Bylaws by the SGIP will be adopted through this process.

2.1.7.1 Meeting Place

All meetings of the Members will be held at such place as will be determined from time to time by the SGIP, and the place at which any such meeting will be held will be stated in the notice of the meeting. All meetings will include the option to attend via the Web. Meetings can be in the form of teleconferences and Web meetings.

2.1.7.2 Open Meetings; Notice

SGIP meetings and minutes are open and available to the public. Meetings of the SGIP will be announced not less than 30 calendar days prior to in-person meetings and not less than 10 calendar days prior to virtual meetings. Notifications will be communicated by email to SGIP membership and by posting on the SGIP Web site.

² *Robert's Rules of Order Newly Revised*, 10th edition, Perseus Books Group, Cambridge MA, 2000.

This meeting notice does not apply to meetings of SGIP committees or working groups.

2.1.7.3 Prior publication and review of SGIP matters

Announcements of SGIP meetings will include the date and time for the meeting, the subject matter and agenda. A description of any matter to be put to a vote of the SGIP will be included in the meeting notice, including the recommendation of the working group and Web links to any working papers. Prior to any formal vote on any matter recommended to the SGIP, working group papers and documents will be posted on the SGIP Web site for public comment and there will be at least a ten (10) calendar day review and comment period.

2.1.7.4 Attendance

Attendance at SGIP meetings is an obligation of membership. The Plenary Secretary will record the presence of each Participating Member organization at each SGIP meeting. It will be the responsibility of SGIP Participating Member organizations to make their attendance at SGIP meetings known to the Secretary. This attendance requirement only applies to meetings of the SGIP as a whole.

2.1.7.5 Quorum

A majority of all Participating Member organizations will be necessary and sufficient to constitute a quorum for the transaction of business.

2.1.7.6 Manner of Acting

At a meeting at which a quorum is achieved, the affirmative vote of seventy-five percent (75%) of the quorum will be the act of the SGIP with regard to technical matters. Administrative matters may be decided by a majority of the quorum. For Governing Board member elections requirements see section 2.2.2.1.5.

2.2 *SGIPGB Roles and Responsibilities*

2.2.1 SGIPGB Membership

The SGIPGB will consist of twenty-seven (27) members, including a Chair and twenty-six (26) members, purposefully selected to represent a spectrum of industry expertise and Stakeholder Categories relevant to the Smart Grid. The membership will be as follows:

- a. Twenty-two (22) of the SGIPGB members will include a Member from each of the identified twenty-two (22) Stakeholder Categories identified by NIST. The Stakeholder Categories are listed in Appendix A.
- b. Two (2) SGIPGB members will include the Chair of the Smart Grid Architecture Committee (SGAC) and the Chair of the Smart Grid Testing and Certification Committee (SGTCC). (See paragraphs 2.3.1 and 2.3.2). These

positions on the SGIPGB will remain vacant until the SGAC and SGTCC are formed and their Chairs selected.

- c. The remaining three (3) members will be elected “*at large*.”
- d. The NIST National Coordinator for Smart Grid and the Administrator will serve as *ex officio* non-voting members of the SGIPGB. Additional *ex officio* non-voting members can be invited by vote of the SGIPGB. See section 2.2.2.2.
- e. All SGIPGB voting members will qualify to hold an officer position within the SGIPGB.

2.2.2 Selection of SGIPGB Members

2.2.2.1 Selection of Voting Members

2.2.2.1.1 Call for Candidates

When one or more seats become open on the SGIPGB, the Chair will request that the Administrator launch a Call for Candidates as follows:

- a. The request will indicate the number of member seats to be filled and provide guidance on specific candidate attributes which may be needed to fulfill SGIPGB requirements for skills, experience, and cross-industry representation.
- b. Any SGIP Participating Member organization may submit a recommendation in response to the Call for Candidates, with the exceptions noted in paragraph (c).
- c. For Stakeholder Category positions, only members of that Stakeholder Category may recommend a candidate for the open position.
- d. For the initial SGIPGB, the Administrator will launch the Call for Candidates when requested by NIST.

2.2.2.1.2 Candidate Evaluation Committee

To evaluate responses to the Call for Candidates, the Administrator will propose a Candidate Evaluation Committee as follows:

- a. The proposed Candidate Evaluation Committee will consist of eight (8) individuals, selected based on their breadth of experience, their contributions to the Smart Grid Community, and their history of a balanced approach to addressing Smart Grid issues.
- b. The proposed Candidate Evaluation Committee will include at least three (3) SGIPGB members whose terms are not expiring.

- c. One member of the Candidate Evaluation Committee will be the NIST National Coordinator for Smart Grid Interoperability as an *ex officio* member. He or she may delegate this role to another NIST staff working on behalf of NIST.
- d. The proposed Candidate Evaluation Committee will be subject to approval by a vote of the SGIPGB according to the normal decision-making process.
- e. For the initial SGIPGB, the Administrator will assume the responsibilities of the Candidate Evaluation Committee.
- f. The Candidate Evaluation Committee will evaluate responses to the Call for Candidates against the following NIST-developed eligibility criteria:
 - i. Visionary Capability: SGIPGB Members will be capable of understanding and contributing to the multi-disciplinary aspects of the Smart Grid and the specific goals of the SGIP mission.
 - ii. Team Effectiveness: SGIPGB Members will be capable of working effectively as a team within the scope of the SGIPGB.
 - iii. Outreach: SGIPGB Members will be able to relay and leverage SGIPGB messages through the stakeholder community, contributing to underlying consensus building goals of the SGIPGB.
 - iv. Recognition: SGIPGB Members will be recognized experts in their technical fields of endeavor.
 - v. Commitment: Members will be committed to contribute time and effort to SGIPGB activities.

2.2.2.1.3 Preparation of a Slate

- a. The Candidate Evaluation Committee will verify the eligibility of candidates, including their ability to fulfill the requirements of the open seats.
- b. The Candidate Evaluation Committee will develop a slate of all eligible candidates from all candidate nominations received during the Call for Candidates, corresponding to the requirements for vacant seats.
- c. Candidates may only appear once on a slate.

2.2.2.1.4 Confirmation of a Slate

- a. The slate will be defended by the Candidate Evaluation Committee before the sitting SGIPGB.
- b. Except for the nominations for the initial SGIPGB, the sitting SGIPGB will vote to accept or reject the slate or individual nominees within the slate, as appropriate. Individual nominees may only be rejected by the SGIPGB if they do not meet the eligibility criteria or they are otherwise not qualified to fill the open position for which they are nominated.

- c. Cause for rejection will be clearly stated so that the Candidate Evaluation Committee may propose a new slate or a partial slate.

2.2.2.1.5 Election of SGIPGB Members

Election of SGIPGB members will be as follows:

- a. Only Participating Member organizations of a Stakeholder Category may vote for Candidates being elected from that Stakeholder Category.
- b. SGIPGB members who are the Chair of the Smart Grid Architecture Committee and the Chair of the Smart Grid Testing and Certification Committee will be selected according to section 2.3.1 and 2.3.2, respectively.
- c. All Participating Member organizations of the SGIP may vote for Candidates being elected for “at large” positions.
- d. Candidates are elected by the highest vote count of the Stakeholders voting for that position.
- e. Should seats remain open at the end of the confirmation process, the Chair may provide guidance to the Administrator to initiate another Call for Candidates.
- f. A tie vote will result in another ballot conducted in a timely fashion, involving only the tied candidates.
- g. In the event of a second tie vote, another ballot involving only the tied candidates will be held in a timely fashion, in which all eligible SGIP voting members (regardless of their stakeholder category) may cast a vote.

2.2.2.2 Ex Officio Non-Voting Members

The following are *ex officio* non-voting members of the SGIPGB:

- a. The NIST National Coordinator for Smart Grid, who may delegate service on the SGIPGB to another NIST employee.
- b. The SGIP Administrator.
- c. The SGIP Plenary Chair.
- d. The SGAC Chair.
- e. The SGTCC Chair.
- f. Additional *ex officio* members may be added or removed from the current list by the SGIPGB by a majority vote of the Board.

2.2.2.3 Ex Officio Non-Voting Member Participation

- a. *Ex officio* non-voting members will attend all SGIPGB meetings.

- b. *Ex officio* non-voting members will have no standing to participate in SGIPGB decisions but may participate in SGIPGB discussions as appropriate to their roles.

2.2.2.4 Standing Invitee

The SGIPGB may by a majority vote issue a standing invitation to an organization or individual to observe SGIPGB activities. Standing invitees cannot vote in the SGIPGB, but may participate in SGIPGB discussions.

2.2.3 Duties of SGIPGB Members

- a. Once elected SGIPGB Members will serve as individuals and not as representatives of any company, agency, stakeholder category or other organization.
- b. SGIPGB Members will owe no fiduciary duty of loyalty or care to the SGIPGB or the SGIP.

If an SGIPGB Member was a Voting Member Representative for their Participating Member organization prior to their election, the Participating Member organization must designate a new Voting Member Representative by updating their Membership Agreement.

When participating in SGIPGB activities, members' primary consideration must be the impact of an SGIPGB decision on the public interest and on the economic and operational security of the Smart Grid.

2.2.4 Terms of SGIPGB Membership

Members will be selected according to the procedures defined in paragraph 2.2.2. The terms of Members will be as follows:

- a. Members of the SGIPGB will serve two-year terms. For the initial SGIPGB, the SGIPGB Members of the even-numbered Stakeholder Categories listed in Appendix A will serve a one-year term, and the SGIPGB Members of the odd-numbered Stakeholder Categories listed in Appendix A will serve a two-year term. The initial at-large SGIPGB members will serve two-year terms.
- b. The start of the membership selection process will occur annually in mid-September with renewed and new Members targeted to be in place by January 1.
- c. A member starting before July 1 is deemed to have a term starting on January 1 of that year.
- d. A member starting on or after July 1 is deemed to have a term starting on January 1 of the following year.

- e. Member terms will expire on December 31 of their second year. For the initial SGIPGB, the terms of one-year Members will expire on December 31 of their first year.
- f. There is no limit to the number of terms SGIPGB Members may serve.
- g. Mid-term vacancies will be filled as described below and will not affect the SGIPGB's ability to take decisions.

2.2.5 Ending Membership

- a. A Member may complete a term, or relinquish membership voluntarily.
- b. Upon termination of a member, a replacement must be chosen by selection at the earliest reasonable opportunity.
- c. Should a Member become unable to fulfill their commitment, they will be expected to vacate their seat.

2.2.6 Officers

The SGIPGB Officers will include a Chair, Vice Chair and Secretary. If consensus is not achieved when voting for an officer position other than the Chair then the process outlined in paragraph 2.2.7, Meetings and Decision Making, will be followed.

2.2.6.1 Chair

2.2.6.1.1 Chair Selection

The Chair will be selected from among the SGIPGB membership by majority vote of the SGIPGB membership and confirmed by the NIST National Coordinator for Smart Grid Interoperability (NCSGI) as follows:

- a. The Administrator will initiate the selection with a call for Chairperson Nominations.
- b. The call for nominations may be issued up to three months prior to any expected vacancy in the Chair position.
- c. Candidates for Chair will be sitting members of the SGIPGB.
- d. To be considered, Candidates must be nominated by two members prior to the vote for Chair. The criteria for nomination and for selection are:
 - i. Breadth of experience
 - ii. Contributions to the Smart Grid community
 - iii. History of a balanced approach to addressing Smart Grid issues
 - iv. Demonstrated ability to effectively lead a significant organization or an organization board.

- e. The SGIPGB will elect a Chair from among the nominees by a vote of the SGIPGB membership following the voting rules in section 2.2.7, Meetings and Decision Making.
- f. The elected Chair will be submitted by the Administrator to the NIST National Coordinator for Smart Grid (NIST NCSGI) for confirmation.
- g. In the event that the NIST NCSGI does not confirm the elected Chair, the NIST NCSGI must provide clear reasons why he/she does not believe the recommended Chair meets the criteria to the SGIPGB and allow the SGIPGB to submit another recommendation for Chair.

2.2.6.1.2 Responsibilities

The Chair will:

- a. Act as a lead spokesperson for the SGIPGB between meetings.
- b. Be the primary point of contact for coordination with the Administrator for the arrangement of meetings and planning of activities.
- c. The SGIPGB Chair shall only vote on matters before the SGIPGB in cases of a tie.

2.2.6.1.3 Term

The term of the Chair will be one year, with no restriction on the number of consecutive terms.

2.2.6.2 Vice Chair

The Vice Chair will be nominated and elected by a vote of the SGIPGB following the voting rules in section 2.2.7, Meetings and Decision Making. The Vice Chair will support the Chair in performing the Chair's duties, and will ensure that meeting minutes, notes, and other meeting artifacts are posted and available to members. The Vice Chair will serve as chair at meetings where the Chair cannot attend. The Vice Chair will serve a term of one year with no restriction on the number of consecutive terms.

2.2.6.3 Secretary

A Secretary will be nominated and elected by a majority vote of the SGIPGB. The Secretary will serve a term of one year with no restriction on the number of consecutive terms.

2.2.7 Meetings and Decision Making

- a. The SGIPGB will meet and make decisions in accordance with paragraph 2.1.7, Meetings and Decision Making.

- b. If consensus is not achieved, the SGIPGB may make decisions and take action if at least fourteen (14) full members concur and there are no more than six (6) dissenting votes.

2.2.7.1 Meeting Place

All meetings of the SGIPGB Members will be held at such place as will be determined from time to time by the SGIPGB, and the place at which any such meeting will be held will be stated in the notice of the meeting.

2.2.7.2 Open Meetings; Notice

SGIPGB meetings and minutes are open and available to the public. Except for the initial meeting of the SGIPGB, meetings of the SGIPGB will be announced not less than 30 calendar days prior to in-person meetings and no less than 10 calendar days prior to virtual meetings. Notifications will be communicated by email to SGIPGB membership and by posting on the SGIP Web site.

2.2.7.3 Prior publication and review of SGIPGB matters

Announcements of SGIPGB meetings will include the date and time for the meeting, the subject matter and the agenda. A description of any matter to be put to a vote of the SGIPGB will be included in the meeting notice, including the recommendation of the working group and Web links to any working papers. Prior to any formal vote on any matter recommended to the SGIPGB, working group papers and documents will be posted on the SGIPGB Web site for public comment and there will be at least a ten (10) calendar day review and comment period.

2.2.7.4 Attendance

Attendance at SGIPGB meetings is an obligation of SGIPGB membership. The SGIPGB Secretary will record the presence of each Member at each SGIPGB meeting. Every Member must make a concerted effort to attend all meetings (face-to-face meetings and Web conferences). Missing two out of four consecutive meetings will be grounds, but not a requirement, for a vote to remove the Member from the SGIPGB.

2.2.8 Quorum

A majority of all Members will be necessary and sufficient to constitute a quorum for the transaction of business.

2.3 SGIP Standing Committees

The SGIP may establish standing committees, to address cross-industry group issues or other SGIP priority areas, subject to approval of the SGIPGB.

At a minimum, the SGIP will maintain the following standing committees:

- Smart Grid Architecture Committee

- Smart Grid Testing and Certification Committee.

Additional committees will be established as necessary by the SGIP with the approval of the SGIPGB.

There will be no limit on the number of Standing Committee members, although a target of 30 members may be considered for most committees.

The Secretary for each individual committee will be responsible for the committees they serve to schedule meetings, prepare agendas, recording and posting of meetings. The Secretary for an individual committee will be nominated and elected by majority vote of that committee.

2.3.1 Smart Grid Architecture Committee

The Smart Grid Architecture Committee (SGAC) is responsible for creating and refining a conceptual reference model, including lists of the standards and profiles necessary to implement the vision of the Smart Grid. The SGAC will include at least eight Members selected by the Plenary Chair, and all other interested members confirmed by majority vote of the SGIP.

The SGAC Chair will also serve as a non-voting member of the SGIPGB and, therefore, must meet the criteria for service on the SGIPGB. The Plenary Chair will select the SGAC Chair from among the SGAC members and will submit the selected Chair to the SGIPGB for confirmation.

The SGAC Vice Chair and Secretary will be selected by a majority vote of the SGAC. All SGAC Officers will serve two-year terms, with no restrictions on serving consecutive terms. If the Vice Chair or Secretary is unable to complete his/her term of office, the Plenary Chair will select a successor.

2.3.2 Smart Grid Testing and Certification Committee

The Smart Grid Testing and Certification Committee (SGTCC) will consist of at least eight members selected by the Plenary Chair, and all other interested members confirmed by majority vote of the SGIP. The SGTCC creates and maintains the necessary documentation and organizational framework for compliance, interoperability and cyber security testing and certification for SGIP-recommended Smart Grid standards.

The SGTCC Chair will also serve as a non-voting member of the SGIPGB and, therefore, must meet the criteria for service on the SGIPGB. The Plenary Chair will select the SGTCC Chair from among the SGTCC members and will submit the selected Chair to the SGIPGB for confirmation.

The SGTCC Vice Chair will be a NIST staff person.

The SGTCC Secretary will be selected by a majority vote of the SGTCC. The SGTCC Officers will serve two-year terms, with no restrictions on serving consecutive

terms. If the Secretary is unable to complete a full term of office, the Plenary Chair will select a successor.

The Standing Committee Chairs will only vote within their committee for cases of a tie.

2.4 Working Groups

The SGIP may create working groups and other subgroups as deemed necessary to address a specific problem or work product, such as but not limited to a Priority Action Plan (PAP), to accomplish its charge. Each working group and subgroup will have a charter document prepared stating the goals for the group. Each subgroup will elect a Chair, Vice-Chair, and Secretary from among SGIP Participating Members. They will operate autonomously to achieve their stated goals.

The Chair of a subgroup will prepare a report on the status, plans, and schedule of the subgroup for every face-to-face meeting of the SGIP and as called upon for electronic conference sessions. The Chair of a subgroup will determine if other officer positions are necessary and will fill those positions by appointment.

It is expected that working groups and subgroups will meet primarily through teleconferences and Web-based meetings. If face-to-face meetings are held, an opportunity for Web-based attendance will be provided.

The SGIP will decide when to disband Working Groups and other subgroups, except for the Smart Grid Cyber Security Working Group (CSWG), which will be a permanent working group.

The Working Group Chairs shall only vote within their working group for cases of a tie.

2.4.1 Smart Grid Cyber Security Working Group

The Smart Grid Cyber Security Working Group (SGCSWG) will be a permanent working group that provides expertise needed to address matters related to cyber security for the Smart Grid. It plays a critical role in identifying the standards and architecture needed to ensure the security of the Smart Grid, which is a critical national infrastructure.

The SGCSWG Chair will be a NIST staff person.

2.5 SGIP Voting

2.5.1 What May Be Voted Upon

Votes may occur on any issue that will be presented.

2.5.2 Who May Vote

Participating Member organizations who have not been absent from two consecutive meetings may vote.

2.5.3 Voting Process

A Working Group must vote to pass a measure prior to presenting it to the SGIP.

The SGIP must vote to pass a measure prior to presenting it to the SGIPGB.

Initially, the SGIP, its SGIPGB and its committees and working groups will attempt to achieve consensus on matters before them. If unable to reach consensus, a vote will be taken.

All Participating Member organizations with at least one Member Representative on a particular Working Group can participate in that Working Group's votes. For that Working Group's vote only, each Participating Member organization must designate only one (1) Member Representative to vote on its behalf. This designated Member Representative need not be the Voting Member Representative.

2.5.4 Absence; Restoration of Voting Privilege

Any Participating Member organization who is (1) absent for two consecutive meetings or (2) does not vote in two consecutive meetings in which voting occurs, will forfeit the privilege of voting on any matter. The attendance record of Participating Member organizations will be kept in an online database. A Participating Member organization whose voting privileges are suspended will have voting privileges restored upon attendance at two consecutive meetings.

Restoration of voting privileges begins after determination of quorum at the second consecutive meeting attended. All Participating Member organizations attending the first two meetings will be eligible to vote at those meetings. Thereafter for the SGIP, paragraph 2.1.1.1 takes effect.

When making decisions each Participating Member organization is allotted one vote.

2.5.5 When a Vote May Occur

Votes may occur at any meeting announced in accordance with these Bylaws and on any matter advertised in the meeting notice.

2.5.6 Record of Voting

A record of voting on all measures requiring a vote will be kept on the Web site.

Votes may either be

- a. "Yes,"
- b. "Yes, with comment,"
- c. "No, with comment," or
- d. "Abstain."

All "No" votes must be accompanied by written comments to document why that position was taken and that vote cast.

2.5.7 Requirements for Passing

Seventy-five percent (75%) of the quorum must approve a technical measure for it to pass. A majority of the quorum is required for passage of administrative matters. A quorum is described below. “Abstain,” votes will be subtracted from the denominator in the percentage approval calculation.

2.5.8 Quorum

A Quorum of the SGIP is defined as greater than fifty percent (50%) of Participating Member organizations eligible to vote.

2.5.9 Voting within a Stakeholder Category

For the election of a SGIPGB candidate within a Stakeholder Category, only Participating Member organizations within that Stakeholder Category may vote.

Each Participating Member organization is permitted to cast one vote.

2.5.10 Electronic Voting

The SGIP, SGIPGB, and each Committee or Working Group will conduct electronic balloting on issues within their purview. A standard voting mechanism will be used that logs votes for audit, verifies a quorum is attained and prevents “flooding” of votes by Member.

2.6 Intellectual Property

The SGIP policy related to Intellectual Property is based on the following principles:

- a. The SGIP, the SGIPGB, all committees and all working groups and subgroups function in an open working environment. The SGIP and its Members will not accept any documentary or oral disclosure of proprietary information from any Member as a part of the SGIP's conduct of business. In addition, no information of a secret or proprietary nature will be made available to the SGIP as official documents, and no such documents (or documents marked as such) will be made SGIP official documents or forwarded to the membership.
- b. All proprietary information which may nonetheless be publicly disclosed by any participant during any meeting of the SGIP, the SGIPGB or its committees or working groups will be deemed to have been disclosed on a non-confidential basis, without any restrictions on use by anyone, except that no valid copyright or invention right will be deemed to have been waived by such disclosure.

2.6.1 SGIP patent policy - Inclusion of Patents in SGIP-Identified Products

Some SGIP-identified product may include the use of an essential patent claim (one whose use would be required for compliance with that standard) if technical reasons justify this approach. If SGIP receives a notice that a proposed or an

approved SGIP product may require the use of such a patent claim, the procedures in the following sections will be followed.

2.6.2 Statement from patent holder

The SGIP will request from the patent holder or a party authorized to make assurances on its behalf, in written or electronic form an assurance that a license to such essential patent claim(s) will be made available to applicants desiring to utilize the license for the purpose of implementing the SGIP product either:

- a. On a non discriminatory basis and under reasonable terms and conditions; or
- b. Without compensation and under reasonable terms and conditions that are demonstrably free of any unfair discrimination.

If the patent holder or party authorized to make assurances on its behalf does not agree to these terms, then this decision will be documented clearly. As it may pose risks to the implementation of the Smart Grid, this decision will be seriously considered by the SGIP in any related activity or vote.

2.6.2.1 Record of statement

A record of the patent holder's statement will be retained in the SGIP files and posted on-line.

2.6.2.2 Notice

When the SGIP receives from a patent holder the assurance set forth in 2.6.1 above, the expected result will include a note substantially as follows:

NOTE – The user's attention is called to the possibility that compliance with this expected result may require use of an invention covered by patent rights.

By publication of SGIP expected results, no position is taken with respect to the validity of any such claim(s) or of any patent rights in connection therewith. If a patent holder has filed a statement of willingness to grant a license under section 2.6.1, details may be obtained from the patent holder.

2.6.2.3 Responsibility for identifying patents

Neither the SGIPGB nor SGIP is responsible for identifying patents for which a license may be required for use of an SGIP expected result or for conducting inquiries into the legal validity or scope of those patents that are brought to their attention.

2.6.3 Copyrights

Copyright in materials produced prior to Membership in the SGIP remains the property of the copyright owner. However, copyrighted materials offered for incorporation into SGIP outputs must be made available on a royalty-free basis.

Members who contribute to SGIP outputs are requested to assign copyright to NIST so that NIST may place them in the public domain.

Standards developers whose standards are referenced in SGIP outputs retain copyright ownership and control of the standards themselves.

2.7 Ratification of the Bylaws and Amendments

- a. The SGIP will have power to make, alter, amend, and repeal the Bylaws of the SGIP by a vote of the SGIP Participating Member organizations. Approved amendments are effective immediately without any notice period.
- b. Any amendments and alterations that involve either NIST's role or the Administrator's role will require NIST concurrence.
- c. For the initial SGIP, Participating Member organizations will ratify the Bylaws.

2.8 Conflict of Interest

Members are to anticipate any situation in which a conflict of interest may arise and bring these concerns before the SGIPGB and the Administrator for resolution. Resolution may involve the participating, observing, or governing board members of an organization with the conflict of interest recusing themselves from discussions and voting on a specific conflicting topic.

The perception by others of a conflict of interest can be as problematic as any legal impropriety. SGIP and the SGIPGB members must be sensitive to conflict of interest issues; however, being a Member of the SGIP or the SGIPGB should not disadvantage an individual or their affiliated organizations.

Members may present arguments and/or evidence of a conflict of interest to the SGIPGB and the Administrator.

If a Member Voting Representative has a conflict and the Member Organization does not, the Member Organization may designate a different Voting Representative for the purpose of that vote or discussion.

2.9 Competition

Recognizing that the membership of the SGIP includes many business organizations that compete directly with one another, normal considerations of appropriate legal boundaries, including antitrust, where appropriate, will be observed. Inappropriate activities may include:

- discussion or engagement in fixing of product prices, allocation of customers or division of market.
- discussion of status or substance of ongoing or threatened litigation.

2.10 Robert's Rules of Order

All questions of parliamentary procedure not addressed in this Charter will be resolved according to Robert's Rules of Order Newly Revised (10th edition).³ The Plenary Chair may select a Parliamentarian to interpret procedural rules and advise the Chair on procedural issues; the Plenary Secretary may fill this responsibility. Likewise, the SGIPGB Chair will select a Parliamentarian to interpret procedural rules and advise the SGIPGB Chair on procedural issues.

2.11 Offices

The principal office of the SGIP will be located at office of the Administrator. The SGIP may have such other offices as the Smart Grid Interoperability Panel (SGIP) may designate or as the business of the SGIP may require from time to time.

2.12 Charter Ratification

For the initial SGIP, Participating Member organizations will ratify the Charter by majority vote.

Amendment of Charter: Amendment of the Charter may be accomplished only by a vote of the full SGIP. Amendments to the Charter must be proposed and accepted using the following procedures:

- a. Publication of a proposed amendment to the SGIP Charter to Participating Member organizations by email and posting to the SGIP Web site at least thirty (30) calendar days prior to the date of a SGIP meeting or electronic vote;
- b. Review by the SGIPGB with a recommendation to the SGIP endorsing or opposing the Charter amendment; and
- c. An electronic vote by the SGIP at which voting by a majority of Participating Member organizations is verified by the Plenary Chair. Approval of an amendment requires an affirmative vote of 75% of eligible Participating Member organizations voting.

CERTIFICATE OF ADOPTION

The undersigned, being the Secretary of SGIP, hereby certifies that the foregoing are the Bylaws adopted by resolution of the SGIPGB of the SGIP as of _____, 20__ and amended as of _____, 20__.

_____, Secretary

³ *Robert's Rules of Order Newly Revised*, 10th edition, Perseus Books Group, Cambridge MA, 2000.

3 Acknowledgement

Funding for the Administrator of the SGIP, including meeting arrangements, related research and analysis, as well as the SGIP administration and facilitation staff is currently provided by to EnerNex Corporation under a contract from the National Institute of Standards and Technology, United States Department of Commerce.

4 Revision History

Version	Date	Change	Change Author
0.1	9/8/2009	First Draft	ewg
0.2	9/10/2009	Editing into one "Charter" document	afs
0.3	9/10/2009	Reformatted section organization	mjb
0.4	9/14/2009	Adjusted to standard template	mjb
0.5	9/15/2009	Consistency edits	mjb
0.6	9/16/2009	Merged in suggested edits from EG and GG	mjb
1.0	9/17/2009	Final cleanup and edits	mjb
1.0b	9/28/2009	NIST comments	Vrs
1.0c	10/05/2009	Merge Documents and incorporate comments	mb/mt/kc
1.0d	10/10/2009	NIST comments and revisions	pab
1.0e	10/14/2009	EnerNex comments to NIST revisions	mt/kc
1.0f	10/15/09	EnerNex response to public comments	mb/mt/kc
1.0g	11/07/09	NIST comments and revisions	pab
1.0h	11/09/09	Additional NIST comments and revisions	pab/gwa
1.0i	11/11/09	Additional NIST comments and revisions	pab/gwa/mjl/al/dgh
1.0j	11/12/09	Additional NIST and EnerNex comments and revisions	pab/gwa/mjl/dp/mt/dh/mb
1.0k	11/13/09	Added @ to GridWise; correct version date stamp for 1.0f; In order to clarify voting: removed redundant voting description from membership section (2.2.1a,c) in favor of correct text in voting section (2.2.1.1.5); removed redundant description of voting (1.4.3); added reference in section 2.1.7.6 to GB election process from (2.2.1.1.5);	pab/mjb
1.0l	11/14/09	Additional NIST modifications for clarification. Revision of sections 2.6 and 2.7	Pab
1.1	3/25/2010	Incorporated bylaws changes approved by SGIP Plenary on March 17, 2010 & editorial changes to page iii, 2.2.6.1.3, 2.2.7, 2.4.1, and 2.6.1.	mt
1.1a	5/5/2010	Restored 2.1.7.2 and 2.5.4 to version 1.01 wording.	
1.2	6/10/10	Incorporated bylaws changes approved by SGIP Plenary on May 25, 2010, involving 2.3.1, 2.3.2, 2.4 and 2.6.	mt
1.3	6/10/11	Incorporated bylaw changes approved by the SGIP Plenary on May 31, 2011, involving 2.1.1.1.i, 2.1.5, 2.3 and Appendix C.	mt
1.4	1/4/12	Incorporated bylaw changes approved by	mt, template format by mjb,

		<p>the SGIP Plenary on Dec. 31, 2011. executive summary pg. iii, 1.2.6, 2.1.7.3, 2.2.7.3, 2.2.2.1.5g, add Appendix D – Glossary, change simple majority to majority – 2.1.5.1, 2.1.5.2, 2.1.5.3, 2.1.7g, 2.1.7.5, 2.1.7.6, 2.2.2.2f, 2.2.2.4, 2.2.6.1.1, 2.2.6.3, 2.2.8, 2.5.7, 2.12, add “organization” to Participating Member – executive summary pg. iii, 2.1, 2.1.1.1c, d, h, i, 2.1.1.3, 2.1.3, 2.1.4, 2.1.7.4, 2.1.7.5, 2.2.2.1.1b, 2.2.2.1.5a, c, 2.2.3, 2.5.2, 2.5.3, 2.5.4, 2.5.8, 2.5.9, 2.7a,c, 2.12a,c.</p>	<p>dlb punctuation and cosmetic cleanup</p>
--	--	---	--

5 References

This document makes use of the following references:

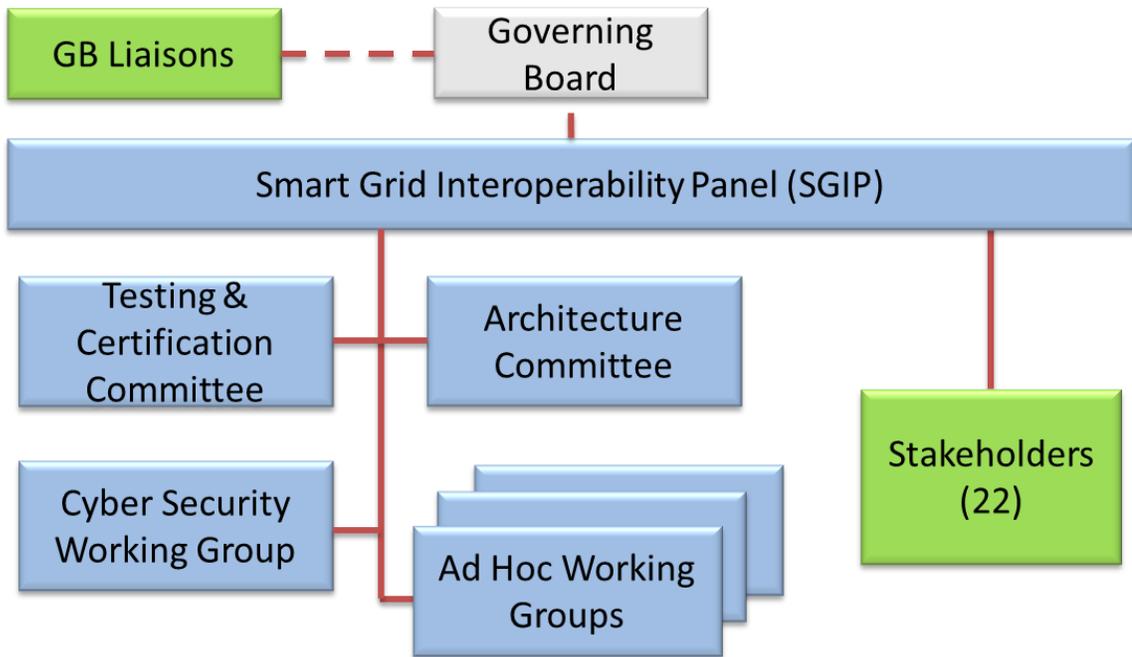
- [1] ANSI, 2012 ANSI Essential Requirements: Due process requirements for American National Standards,
http://publicaa.ansi.org/sites/apdl/Documents/Standards%20Activities/American%20National%20Standards/Procedures,%20Guides,%20and%20Forms/2012%20ANSI%20Essential%20Requirements%20and%20other%20Updated%20Procedures/2012_ANSI_Essential_Requirements.pdf
- [2] “Energy Independence and Security Act of 2007,”
http://frwebgate.access.gpo.gov/cgi-bin/getdoc.cgi?dbname=110_cong_bills&docid=f:h6enr.txt.pdf
- [3] GridWise™ Architecture Council Mission & Structure, December 2007,
http://www.gridwiseac.org/pdfs/gwac_mission_structure.pdf
- [4] GridWise™ Architecture Council Bylaws: 4 October 2004,
http://www.gridwiseac.org/pdfs.gridwise_ac_bylaws.pdf
- [5] HITSP Charter; ANSI Document Number: HITSP 06 N 109
- [6] IEEE™ Charter and Bylaws Documents
- [7] Internet Architecture Board; Charter of the Internet Architecture Board (IAB), RFC2850, May 2000
- [8] NIST Smart Grid Conceptual Model, <http://collaborate.nist.gov/twiki-ssgrid/bin/view/SmartGrid/SGConceptualModel>
- [9] UCA™ International Users Group (UCAIug) Charter;
UCAInternationalCharterRev3.1Oct05
- [10] UCA™ International Users Group (UCAIug) Bylaws;
UCAInternationalBylawsRev2Oct2005

Appendix A Stakeholder Categories

The following list is the list of Stakeholder Categories:

1. Appliance and consumer electronics providers
2. Commercial and Industrial equipment manufacturers and automation vendors
3. Consumers - Residential, Commercial, and Industrial
4. Electric transportation industry Stakeholders
5. Electric utility companies – Investor Owned Utilities (IOU) and Publicly Owned Utilities
6. Electric utility companies - Municipal (MUNI)
7. Electric utility companies - Rural Electric Association(REA)
8. Electricity and financial market traders (includes aggregators)
9. Independent power producers
10. Information and communication technologies (ICT) Infrastructure and Service Providers
11. Information technology (IT) application developers and integrators
12. Power equipment manufacturers and vendors
13. Professional societies, users groups, trade associations and industry consortia
14. R&D organizations and academia
15. Relevant Federal Government Agencies
16. Renewable Power Producers
17. Retail Service Providers
18. Standard and specification development organizations (SDOs)
19. State and local regulators
20. Testing and Certification Vendors
21. Transmission operators and independent system operators
22. Venture Capital

Appendix B Org Chart



Appendix C Acronyms

C&I	Commercial and Industrial
CTG	Coordination Task Group
DEWG	Domain Expert Working Group
DOC	Department of Commerce
DOE	Department of Energy
EISA	Energy Independence and Security Act
ICT	Information and Communication Technologies
IKB	Interoperability Knowledge Base
IOU	Investor-Owned Utilities
IT	Information Technology
MUNI	Municipal Utility
NCSGI	National Coordinator for Smart Grid Interoperability
NIST	National Institute of Standards and Technology
PAP	Priority Action Plan
R&D	Research and Development
REA	Rural Electric Association
SDO	Standards Development Organization
SGIP	Smart Grid Interoperability Panel
SGAC	Smart Grid Architecture Committee
SGCSWG	Smart Grid Cyber Security Working Group
SGIPGB	Smart Grid Interoperability Panel Governing Board
SGTCC	Smart Grid Testing and Certification Committee

Appendix D Glossary

<p>Interoperability Knowledge Base (IKB)</p>	<p>The IKB is the principal repository for the information content generated by the SGIP. The IKB is integrated with related national Web-based resources and provides ready access to SGIP products.</p>
<p>Majority</p>	<p>The reference for the definition of majority is “Robert’s Rules of Order Newly Revised, 10th Edition, Chapter XIII, Clause 44, lines 7 – 20 inclusive.” In recognized citation form: [RONR (10th ed.) p. 387, ll. 7-20].</p>
<p>Member Representative</p>	<p>An individual identified by the Participating Member organization as a representative of the Participating Member for SGIP activities. Each Participating Member may have multiple Member Representatives, but only one of those Member Representatives is allowed to vote on behalf of the Participating Member.</p>
<p>Observer Member</p>	<p>An Observer Members is an organization that has applied for SGIP membership and has been accepted, that attends SGIP meetings and reviews SGIP documents, but does not commit to participating in the technical work of the SGIP.</p>
<p>Participating Member</p>	<p>A Participating Member is an organization that has applied for SGIP membership and has been accepted and that commits to participating in the technical work of the SGIP.</p>

<p>Priority Action Plan (PAP)</p>	<p>Priority Action Plans arise from the analysis of the applicability of Standards to the Use Cases of the Smart Grid. PAPs include identified experts in related SSOs, known as the PAP Working Group Management Team. Specifically, a PAP addresses either: a gap where a standard or standard extension is needed or an overlap where two complementary standards address some information that is in common but different for the same scope of an application.</p>
<p>Smart Grid Interoperability Panel (SGIP)</p>	<p>The Smart Grid Interoperability Panel (SGIP) is a membership-based organization created to provide an open process for stakeholders to participate in providing input and cooperating with NIST in the ongoing coordination, acceleration and harmonization of standards development for the Smart Grid.</p>
<p>Smart Grid Interoperability Panel Governing Board (SGIPGB)</p>	<p>A member elected board that provides governance and guidance to the SGIP. It is composed of elected members from each stakeholder category's Participating Members as well as at-large members elected by all Participating Members.</p>
<p>Stakeholder Category</p>	<p>One of the groups of stakeholders as listed in Appendix A.</p>
<p>Voting Member Representative</p>	<p>The one representative from the organization that can vote on SGIP general and category-specific ballots. They are also considered the main contact for the membership. In addition, they direct which representatives should be added or deleted under the company membership.</p>