RF RELIABILITY FIRST

Theme: *Managing Unavoidable Risks*

Agenda
Board of Directors
December 4, 2025 11:00 am – 1:30 pm (ET)

North American Electric Reliability (NERC) Offices
1401 H St NW Suite 410
Washington, DC 20005

Room: Capital Room
Attire: Business

Closed Agenda

Board of Directors – Executive Session
Location: The St. Regis – James Monroe

1.	**Confidential Security Update**	8:00 am
	Presenter: Marcus Noel, Chief Security Officer	
	Reference: Presentation	
2.	**Confidential Executive Session**	8:15 am
	Presenter: Nelson Peeler, Chair	
3.	**Adjourn**	9:15 am

Open Agenda

4.	**Call to Order and Appoint Secretary to Record Minutes**	11:00 am
	Presenter: Nelson Peeler, Chair	
5.	**Antitrust Statement**	11:00 am
	Presenter: Niki Schaefer, Vice President and General Counsel	
6.	**Chair Remarks**	11:05 am
	Presenter: Nelson Peeler, Chair	
7.	**Consent Items**	11:10 am

Presenter: Nelson Peeler, Chair
Reference:
   a) Draft Minutes from August 28, 2025 Board of Directors meeting
   b) Strategic Plan 2023-2027 (Revised)
   c) Resolution for Election of Officers (No. 2025-5)
Action: Approve Consent Items

8. **President's Report**   11:15 am
   Presenter: Tim Gallagher, President and CEO

9. **Ensuring Reliability in a Time of Uncertainty**   11:35 am
   Presenter: Todd Snitchler, CEO of Electric Power and Supply Association
   Description: Mr. Snitchler will discuss the major challenges ahead, including
                  rising data center demand, retirements, interconnection delays, and
                  regulatory uncertainty affecting new investment. He will also
                  highlight the constructive roles industry and policymakers play in
                  supporting a reliable grid.
   Reference: Presentation
   Action: Information and Discussion

                              BREAK   12:00 pm
                  (Lunch and reconvene in meeting room)

10. **Guest Speaker**   12:15 pm
   Presenter: Kal Ayoub, Director of the Office of Electric Reliability, FERC
   Reference: Bio

Standing Updates (Information provided for transparency into key aspects of RF operations)

11. **Security Update**   12:45 pm
   Marcus Noel, Chief Security Officer, will provide an RF Technology and Security
   Strategy update.

12. **Outreach and Regulatory Update**   12:55 pm
   Michelle Cross, Manager, Regulatory & Legislative Affairs, RF will provide an
   overview of 2025 outreach and regulatory activities.

13. **Committee Reports**   1:20 pm
   Talent and Compensation Committee • Lesley Evancho

   Risk and Compliance Committee • Ken Seiler

   Finance and Audit Committee • Joanna Burkey

   Nominating & Governance Committee • Melika Carroll

14. **Comments from Stakeholders**   1:25 pm

15. **Next Meeting:**   1:25 pm
   April 29 – April 30, 2026 • RF Offices

16. **Adjourn**   1:30 pm

Roster · Board of Directors

Nelson Peeler, Chair • Duke Energy (T • 2027)
Craig Grooms, Vice Chair • Buckeye Power (Small LSE • 2026)
Joanna Burkey • Lead Independent (2025)
Steve Ambrose • DTE Energy (M-LSE • 2028)
Robert Bradish • AEP (S • 2026)
Melika Carroll • Independent (2027)
Dr. Renuka Chatterjee • MISO (RTO • 2027)
Craig Creamean • Exelon (L-LSE • 2027)
Lesley Evancho • Independent (2025)
Tim Gallagher • ReliabilityFirst
Vinit Gupta • ITC Holdings (At-Large • 2027)
Mark Mroczynski • FirstEnergy (T • 2027)
Ken Seiler • Independent (2026)
Robert Taylor • Invenergy (At-Large • 2026)
Joe Trentacosta • Southern Maryland Electric Cooperative, Inc. (AL • 2025)

a) Draft Minutes from August 28, 2025 Board of Directors meeting

Draft - Minutes
Board of Directors

August 28, 2025

Nemacolin • Farmington, PA

Closed Session

Executive Session – The ReliabilityFirst (RF) Board of Directors met in executive session at 8:00 am (ET). Topics included an update on the NERC Long Term Resource Assessment, a discussion of the strategic plan, a confidential security update, and other confidential matters concerning the corporation.

Open Session

Call to Order – Nelson Peeler called to order a duly noticed open meeting of the Board of Directors (Board) at 9:35 am (ET). A quorum was present, consisting of the following members of the Board: Chair Nelson Peeler; Vice Chair Craig Grooms; Bob Bradish; Joanna Burkey; Steve Ambrose; Mèlika Carroll; Dr. Renuka Chatterjee; Craig Creamean; Lesley Evancho; Tim Gallagher; Vinit Gupta; Ken Seiler; Joan Soller; Robert Taylor; and Joe Trentacosta.

A list of others present during the Board meeting is set forth in Attachment A.

Appoint Secretary to Record Minutes – Mr. Peeler designated Niki Schaefer, RF's Vice President and General Counsel, as the secretary to record the meeting minutes.

Antitrust Statement – Ms. Schaefer advised all present that this meeting is subject to, and all attendees must adhere to, RF's Antitrust Compliance Guidelines.

Consent Items – Mr. Peeler welcomed all to the meeting, and introduced the following consent agenda items for approval:

- Draft Minutes from May 1, 2025 Board of Directors Meeting
- Draft Minutes from June 30, 2025 Board of Directors Meeting
- Resolution to Hold Annual Meeting of Members (No. 2025-03)
- Resolution to Amend Corporate Officers (No. 2025-04)

Upon a motion duly made and seconded, the Board approved the consent agenda items.

Keynote Speakers – Sam Robinson, Deputy Chief of Staff for Governor Josh Sharprio provided the keynote remarks. He discussed Governor Shapiro's recent complaint with FERC regarding the PJM capacity auction, and the resulting FERC approved settlement with PJM that reduced the auction price cap. Mr. Robinson stated that this price cap will save consumers significant money, and he expressed concern for next June when the price cap expires. He remarked that in the near term, the Governor remains concerned about the ability of the market to respond to high price signals.

Mr. Robinson then discussed an upcoming multi-state technical conference in Philadelphia, where the governors of the states in the PJM footprint will meet to discuss how to best establish an active participatory role for states in PJM's governance structure. He also discussed how Pennsylvania has been collaboratively working with PJM, energy companies, and developers to build more energy generation and infrastructure. Mr. Robinson outlined Governor Shapiro's "Lightning Plan," which is a six-part energy package introduced in the state legislature. The six bills focus on an "all of the above" energy strategy, including energy tax credits, streamlined siting approvals, new energy tax credits, and incentivizing clean baseload resources like nuclear.

There was then discussion with the Board about potential long-term ramifications of the price cap, and what could replace it in the future.

President's Report – Tim Gallager, RF's President and CEO, provided the President's report. He discussed the ERO's extensive work on studies and their influence on reliability, and described the work being done to fine tune these studies. He also thanked RF CFO Marcus Noel for leading efforts to pilot generative AI technology and develop an AI framework for the ERO Enterprise.

Mr. Gallagher discussed reliability issues related to data centers, including large increases in demand and the lack of infrastructure to meet that demand. He also noted that use of demand response solutions does not fit well with the data center model, as data centers want to serve their customers 24/7. He also gave an overview of the NERC Reliability Risk Priorities report and the top identified risks (which include cyber security, energy policy, and grid transformation).

Continuing with system risks, Mr. Gallagher noted that the Risk and Compliance Committee heard from NERC's Sr. Vice President, Mark Lauby, on the April 2025 Iberian Peninsula event and noted the need to, among other things, enhance voltage control resources, review overvoltage protection settings, and ensure generation units, including IBRs capable of voltage regulation, perform such control. He also discussed supply and demand and the interdependencies of the different types of resources. But he noted that the solutions aren't just technical, but also require policy changes.

Policy Update – Brian Thiry, Director of Strategic Engagement, provided a policy update. He began by discussing how volatile or misaligned policy can present a reliability risk, as it can result in delayed action and unintended consequences. He then discussed how Section 202(c) of the Federal Power Act allows the Secretary of Energy to issue an emergency order to temporarily keep generation online if its disconnection could result in

energy shortages or national security issues, and that the Trump administration has issued Section 202(c) orders to keep two different retiring generation plants online.

Mr. Thiry gave an overview of the "One Big Beautiful Bill Act" and shared that the bill phases out many clean energy tax credits. He also discussed recent executive actions rescinding carbon emissions regulations from the Biden administration. He provided information on two new FERC nominees, Laura Swett and David LaCerte. Mr. Thiry then discussed the recent executive order focusing on AI advancement and data centers, several energy bills currently in markup in the House Energy & Commerce Committee, as well as continued legislative efforts toward permitting reform.

Mr. Gupta remarked that he serves on the NERC Reliability and Security Technical Committee (RSTC), a group that recognizes policy as a reliability priority and is interested in what aspects of policy to focus on. Mr. Thiry responded that key reliability issues include how much generation is coming offline, as well as policy related to natural gas infrastructure.

Small Modular Nuclear Reactor Discussion – Bryan Friedman from Westinghouse provided a presentation on the company's AP300 small modular reactors (SMRs). He provided an overview of Westinghouse's technology and services, which includes a global nuclear fleet. Mr. Friedman described the AP300 SMR, which is based on licensed and operating AP1000 technology and safety systems. He noted that the AP300 SMR has a compact design and a shorter construction schedule than other nuclear plants. Mr. Friedman then discussed timelines for the AP300 SMR and stated that it should be readily deployable by the early 2030s.

Financial Update – Beth Dowdell, Senior Director of Corporate Services, provided the financial update to the Board. She presented the second quarter financials as of June 30, 2025. Ms. Dowdell discussed key variances, noting that funding is performing well and that personnel expenses are down due to some vacancies, but this will increase in the second half of the year. She then covered the year end projections and reported that RF is projected to be approximately $253K (0.76%) under budget at year end.

Security Update – Marcus Noel, VP and Chief Security Officer, provided the security update. He began by discussing RF's recent successful tabletop exercises for WECC and for the state of Maryland (which had 97 attendees from 47 different organizations). He highlighted that NERC's tabletop will take place in the third quarter, and the E-ISAC's GridEx VIII, the largest grid security exercise in North America, will take place on November 18-19, 2025. Mr. Noel then discussed the recent executive order to accelerate AI innovation and use, and he gave an update on the ERO's AI framework.

He provided an overview of geopolitical threats from Iran, China, Russia, and North Korea, along with the motivations, typical targets, and tactics of each country. Mr. Noel gave examples of the sophistication of some of these countries, noting that the confluence of vulnerabilities and sophisticated threat actors creates a dangerous mix. He also discussed that there have been widespread resignations, reductions in force, and program cuts at

federal security agencies like CISA, which increase security risks overall. Mr. Noel concluded by reporting on recent high-profile vulnerabilities in widely deployed IT products.

Outreach and Regulatory Update – Diane Holder, Vice President of Engineering & Strategic Engagement, provided the quarterly state outreach update. She gave an overview of the state outreach statistics for the year to date, which includes 26 meetings with states, and six hearings. Ms. Holder shared positive feedback from state legislators and officials following outreach, and discussed how RF's role as a technical resource for the state of Maryland related to reliability focused actions in that state.

Ms. Holder shared that RF is working to expand the topics discussed during state outreach activities, and newer topics include data center growth, blackstart, and transmission planning studies. She gave insight into the continued evolution of the state outreach function, which includes efforts to bring legislatures together to share best practices, issue a resource adequacy report for the RF region, and add a greater focus on sharing cyber and physical security expertise.

Committee Reports:

a) Talent and Compensation Committee

Talent and Compensation Committee Chair Lesley Evancho reported that the Committee reviewed the RF succession plan, including the methodology for its creation and updates. In executive session, the Committee provided the mid-year review for Mr. Gallagher and discussed the succession plan for the CEO role. The Committee approved the succession plan during the executive session.

b) Risk and Compliance Committee

Risk and Compliance Committee Chair Ken Seiler reported that the Committee began in closed session to discuss various confidential issues. There was there a presentation on AI and its growing use in companies and impact on load. The Committee also heard a presentation on the impacts of large loads, and a summary of the Iberian Peninsula outage. DTE provided a presentation on current security challenges and solutions, and their approach to grid modernization. The Committee had a good discussion on risks and internal controls to address those risks.

c) Finance and Audit Committee

Finance and Audit Committee Chair Joanna Burkey reported that the Committee received a financial update, and an overview of ERO AI governance efforts. There was also an update on the working capital and investment analysis, and the Committee reviewed minor proposed edits to finance related policies. Additionally, the Committee reviewed and recommends approval of edits to the Antitrust Policy. These enhancements to the policy are going to be implemented into all the antitrust policies across the ERO. Ms. Burkey also noted that new antitrust content is being added to the Board fiduciary training.

d) Nominating & Governance Committee

Nominating and Governance Committee Chair Melika Carroll reported that the Committee received updates on the Timetable and reviewed training completed to date. She shared that the Committee endorsed the Resolution the Board approved earlier to hold the Annual Meeting. The Committee had a presentation on RF Membership and then had a discussion on the At-Large Director election and the current needs of the Board based on the footprint and RF composition.

Next Meeting – Chair Peeler noted that the next meeting of the Board of Directors will occur on December 4, 2025 in Washington, DC at the NERC offices.

Adjourn – Upon a motion duly made and seconded, Chair Peeler adjourned the meeting at 12:33 am (ET).

As approved on this first day of XXX, by the Board of Directors,

Niki Schaefer
Vice President, General Counsel & Corporate Secretary

ATTACHMENT A

Others Present During the Board of Directors Meeting

Alison Archer • MISO
Jeff Craigo • ReliabilityFirst
Michelle Cross • ReliabilityFirst
Michael Del Viscio • PJM
Beth Dowdell • ReliabilityFirst
Chelsey Eppich • ReliabilityFirst
Tom Foster • PJM
Bryan Friedman • Westinghouse
Diane Holder • ReliabilityFirst
Christi Klein • ReliabilityFirst
Marcus Noel • ReliabilityFirst
Sam Robinson • Deputy Chief of Staff, PA Governor's Office
Tom Scanlon • ReliabilityFirst
Niki Schaefer • ReliabilityFirst
Kristen Senk • ReliabilityFirst
Jason Smith • DTE
Brian Thiry • ReliabilityFirst
Matt Thomas • ReliabilityFirst
Jody Tortora • ReliabilityFirst
Jim Uhrin • ReliabilityFirst
Atif Usman • ReliabilityFirst
Becky Webb • Exelon
Ken Zapinski • Pittsburgh Works

b) Strategic Plan 2023-2027 (Revised)

Strategic Plan

2023-2027

Letter from the Board Chair and the President and CEO

This strategic plan provides a road map for ReliabilityFirst's (RF) efforts over the next five years via three strategic objectives that will guide our activities to best advance reliability, security and resilience in our footprint. These strategic objectives will inform how we use our authority and achieve our mission. The strategic plan also highlights supporting initiatives and notes how we will measure and monitor our actions.
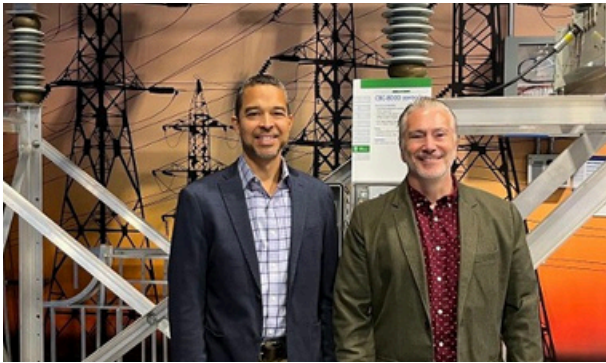
2023 RF Board Chair Simon Whitelocke (left) and President and CEO Tim Gallagher.

Our strategic plan incorporates our mission, values and regulatory responsibilities into three strategic objectives for our work that will provide the direction and vision to drive us forward, together. It lays out each of the three overarching objectives, supported by strategic sub-bullets that clarify the intent and how we will measure and monitor our progress.

This strategic plan is the culmination of a collaborative planning process. It captures our progress over the last 15 years since our inception, maintains the strong core of our prior strategic plan, but also accounts for the changing nature of our work and the grid. This iteration highlights a few of the many relevant external factors we considered as we looked to the future, and it sets forth streamlined objectives to ensure that RF remains positioned to ensure the reliability, security and resilience of the grid.

We would like to thank RF's Board of Directors (Board) and the members of the Board Strategic Plan Steering Committee for working closely with us to create this strategic plan. We are also grateful for the industry, ERO and various stakeholders (more than 50 total) who shared their insights with us.

OUR MISSION, VALUES AND WORK

Our Mission:

To serve the **public good** and support health and safety through preserving and enhancing the reliability, security and resilience of the grid

Our People:

To foster a respectful, **collaborative** environment where employees can be and feel like the best version of themselves

Our Transparency:

To be **open** and **honest** about what we are trying to accomplish, and why, to foster productive dialogue

Our Fairness:

To be **reasonable** and **consistent**

Our Accountability:

To act with **integrity**, take pride in our work and responsibility for our actions, and deliver **exceptional results**

Our Creativity:

To encourage and reward **innovative** ideas and approaches

Our Work:

Our team identifies and prioritizes risks facing the grid, determines mitigation strategies to address them and uses communications and outreach to **drive awareness** and ensure **risk resolution.**

Our Authority, Offerings and Region:

To ensure the reliability of the bulk power system in the United States, Congress passed the Energy Policy Act of 2005, creating a new regulatory organization called the Electric Reliability Organization (ERO) to establish mandatory Reliability Standards and monitor and enforce compliance with those standards on those who own, operate or use the interconnected power grid. FERC approved NERC as the ERO under section 215 of the Federal Power Act and NERC delegates authority to six Regional Entities.

Our program areas and services include: Compliance Monitoring; Enforcement; Operational Analysis & Awareness; Registration and Certification; Engineering & System Performance; Resilience & Risk; Risk Analysis & Mitigation; Standards; Entity Engagement & Training and Outreach.

RF is proud to be the Regional Entity responsible for all or portions of Delaware, New Jersey, Pennsylvania, Maryland, Virginia, Illinois, Wisconsin, Indiana, Ohio, Michigan, Kentucky, West Virginia, Tennessee and the District of Columbia. Collectively, NERC and the Regional Entities are referred to as the ERO Enterprise.
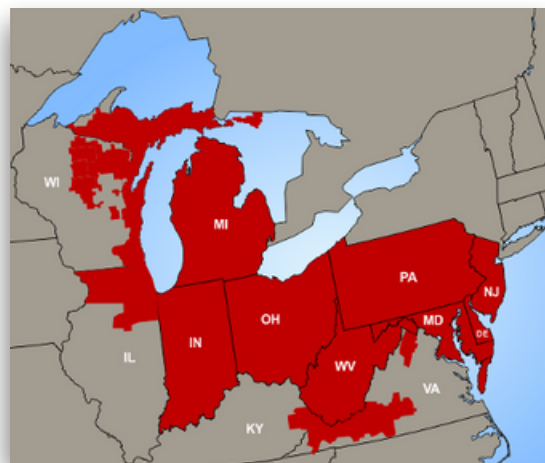
CHAMPION EXCELLENCE IN OVERSIGHT

"We are fortunate to have a brilliant model for the ERO that inherently provides accountability and affords us access to an incredible amount of data and benchmarking opportunities. RF has committed to learning the nuances of our footprint and our entities while earning their trust."

–Tim Gallagher, President and CEO

1. Consistently demonstrate accountability, transparency and efficiency through our model

RF's structure affords inherent accountability and independence, with oversight from NERC and FERC and a carefully considered hybrid Board with Independent and balanced stakeholder participation. The various processes and requirements[1] we follow as we perform our delegated functions ensure transparency, efficiency and security. Our annual business plan and budget process illustrates our accountability and transparency as we analyze the most efficient way to meet our goals and obtain approval from the Finance and Audit Committee, our full Board and ultimately NERC and FERC after opportunities for public comment. RF will continue to seek ways to leverage the brilliant ERO model to optimize our accountability, transparency and efficiency.

[1]RF is subject to the NERC Rules of Procedure.

"As the importance of cybersecurity continues to grow, we will keep working to drive our entities' own programs by offering resources to evaluate their resilience planning."

–Marcus Noel, CSO

2. Commit resources to collaboration and security

The ERO model creates opportunities for collaboration and benchmarking, and RF will continue its commitment to the success of the ERO Enterprise. RF has been an integral part of the ERO transformation and dedicates resources to participating and leading various ERO working groups. RF supports the unique roles within the ERO, while collaborating toward a common goal to improve consistency, further innovation and strive for continuous improvement.

RF has always been committed to protecting the information we are entrusted with. We will continue to enhance our security and ensure we are implementing best-in-class security plans and practices to safeguard all data and information in our possession. Security is an industry and ERO-wide focus and we enthusiastically collaborate to implement best practices and leverage efficiencies. RF is focusing on strengthening our security posture, improving our governance, and increasing our security monitoring capabilities, all of which we will continue to benchmark, test with third parties and conduct exercises to test our preparedness.

External factor: Increasing and evolving cybersecurity threats

3. Build deep knowledge of our entities and use it to serve our footprint

RF works closely with the entities in our critical and unique Region to build a deep knowledge of our footprint. We strive to be more data driven to further our statutory risk analysis activities (e.g., risk assessments for compliance monitoring and enforcement activities, reliability assessments, performance analysis) and add value for our stakeholders. RF will continue to mature our analytics to centralize data to drive RF decision making and predict where problems may develop.

We will continue to mature our Regional Risk Assessment that focuses on identifying and quantifying specific existing or emerging risks facing our footprint. We will also continue to enhance our feedback loops to incorporate information and risks identified during our statutory activities and throughout the industry.

Another way we serve our stakeholders is by providing unique forums for feedback and offering various groups, member committees and personalized initiatives. We will continue to facilitate these forums and initiatives, and will monitor entity participation and periodically survey our committees to ensure we continue to have meaningful participation and add value.

CULTIVATE A TALENTED AND ENGAGED WORKFORCE

Cultivate a Highly Engaged Talented Workforce

"Our people are our greatest asset and I'm confident in our plans to continue building our expertise and culture."

-Tim Gallagher

1. Recruit, retain and train the right people for the right roles

RF is committed to the support and development of highly motivated, engaged and skilled employees who work together to achieve our mission. This includes recruiting and training current and future workers, including from our industry, other industries and underrepresented groups, on the knowledge and skills required to grow RF's world-class team. Our staff consists of talented experts in the engineering, compliance, risk management, IT, accounting and legal fields. Together, we will continue to foster a strong sense of community where each of us has the opportunity for personal growth, to do work that matters and to work in a place where results are rewarded. RF takes pride in its excellent employee retention numbers and its highly flexible and remote work arrangements.

RF will prioritize our company culture, recruiting efforts, benefits program and training offerings to ensure that we continue to have the talent and skills to succeed. We will continue to track our retention metrics, provide regular soft skill and technical training, and support individual training goals and development plans to ensure our team and our employee pipeline remain current and competitive, and that our employees feel engaged and valued in the years to come. RF believes that the key to providing the best service to our stakeholders is empowering our employees who provide that service.

External factor: Great resignation/changing demographics

2. Build a workforce with valuable and distinct experiences

RF believes everyone deserves to work in an environment where they feel safe, respected, and valued for who they are.

We foster a culture that embraces differences by acknowledging and including people of all races, genders, ages, ethnicities, orientations, religious backgrounds, and identities.

We also regularly review our procedures and processes to ensure fair treatment in areas such as compensation, access, and opportunity.

Our workplace encourages belonging and openness through communities of practice focused on facilitation, engagement and connection, and shared learning experiences—like our book club—where everyone is invited to contribute and feel genuinely welcomed.

As the way we work continues to evolve, RF has built and maintained a skilled and multifaceted workforce that is stronger than ever. Our efforts to create a more open and representative organization have made meaningful progress in recent years.

We remain committed to these priorities and will continue to invest time and resources to strengthen them. RF is actively monitoring our workforce profile, conducting fairness reviews, and regularly reporting on our progress to ensure continued advancement toward a more inclusive and balanced company.

## 3. Foster a culture where we RISE together

At RF, our culture is built on the foundation of **Respect, Inclusion, Support,** and **Empowerment**—the pillars of RISE. We listen to one another, value diverse viewpoints, and recognize that every perspective matters.

We provide platforms that promote team building, personal growth, and mutual recognition. Whether through wellness programs, learning opportunities, or peer-to-peer appreciation, we strive to create an environment where everyone feels supported and empowered to thrive.

Our cultural competency is not just a goal—it's a practice. Through our annual engagement survey, we actively listen and respond, earning RF top workplace honors year after year. This culture of excellence starts at the top, with leaders who are deeply committed to nurturing and evolving RF's values and purpose. Together, we RISE.
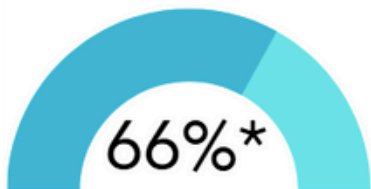
*statistics sourced from Energage
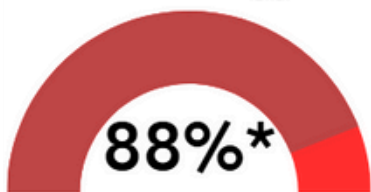
88%* RF Workplace Engagement
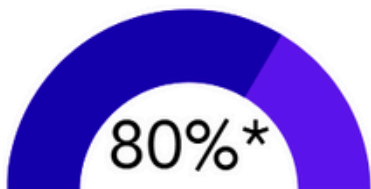
80%* Top Workplace Engagement

66%* Average Workplace Engagement

ReliabilityFirst:

- Maintains an employee retention rate of **95%**

- Named a Top Work Place four years in a row by the Cleveland Plain dealer and Cleveland.com

- RF is committed to our employees and makes engagement a top priority

TOP WORK PLACES 2025

THE PLAIN DEALER cleveland.com

HARNESS KNOWLEDGE TO CREATIVELY AND COMPREHENSIVELY ADDRESS RISKS TO THE GRID

"RF continues to find new ways to stay nimble as we work to communicate and mitigate risks, and work more proactively as the industry prepares for the change and complexity that lies ahead."

- Jeff Craigo, VP Reliability and Risk

1. Quickly deploy communications to mitigate risk based on our data and perspective

As a Regional Entity with oversight across multiple states, RF has a unique viewpoint and information to share on risks to the bulk power system, and effective mitigation strategies and preventive actions to address them. We observe best practices and lessons learned every day through our audit, enforcement activities, risk analysis and entity engagement activities, and we will continue to mature our predictive capabilities to identify emerging threats. To address the continually evolving risks facing the grid, we will quickly communicate this information to our entities and other stakeholders in effective, engaging ways. For example, we recently identified a supply chain vulnerability and were able to quickly communicate its existence to targeted stakeholders to mitigate the risk.

External factor: Extreme weather

2. Develop targeted outreach strategies

To communicate most effectively, RF will be flexible and develop thoughtful outreach strategies based on the most significant risks and needs of our entities. For example, when there is an emerging, Region-wide risk, a larger forum such as our website, newsletters, or monthly "Technical Talk with RF" webinar may be the most appropriate way to communicate. Alternatively, our Assist Visit program provides tailored information and training centered on the specific needs of the entity and key risks it is facing. RF will continue to hold webinars focused on relevant reliability and security topics, and host information sharing forums, such as the Critical Infrastructure Protection Committee (CIPC)

and the Reliability Committee. We will also seek to develop new, creative outreach methods and gather feedback and metrics to ensure our efforts reach our intended audiences and benefit our stakeholders.

"We have to position ourselves to address the changing nature of the grid when it comes to decarbonization, decentralization and digitization, and if we ignore the impact state decisions have on reliability and security, we are not completely addressing all the risks we are facing. We simply cannot ensure reliability at this point in time without doing so."

-Simon Whitelocke, RF Board Chair

3. Enhance our value as an independent resource and broaden our reach

The grid is quickly evolving, and RF will work across the reliability ecosystem to help address the risks associated with these changes.

For example, state legislatures are enacting renewable energy standard portfolios with specific timelines – some of which are large percentages of renewables in a short period of time, creating reliability issues that must be considered and proactively addressed.

State public utility commissions and legislatures play a key role in the transition to more renewable energy on the grid, and RF will serve as an objective, independent and resource-neutral expert for the states in our footprint on reliability issues associated with this transition.

We will utilize our independent voice and credibility to provide expertise in various areas of interest to the states, including transmission planning, inverter-based resources, cyber and physical security, resilience and transmission and distribution system interdependencies.

We will stay apprised of legislative changes and relevant renewable requirements to understand the reliability impacts and prioritize and track our outreach efforts with the goal of proactively informing policy makers at the federal and state level to help ensure reliability, resilience and security.

Conclusion

We believe the transparency and frequent communication of our strategic efforts are critical to the success and sustainability of this strategic plan. The strategic objectives above will tie to our operating plan, budget, goals and activities so that we can track our progress. We will share that progress regularly through our corporate goals and annual report.

RF is dedicated to continuous improvement and self-criticality, and we value the input from our peers and stakeholders. We are cognizant of the fact that significant change can occur in a short amount of time. As such, we commit to revisiting this strategic plan at least once a year to ensure that we are adapting our efforts, as appropriate, to the changing environment.

ReliabilityFirst Corporation

3 Summit Park, Suite 600

Cleveland, OH 44131

Website: rfirst.org

Phone: 1-216-503-0600

c) Resolution for Election of Officers (No. 2025-5)

RESOLUTION NO. 2025-5

Resolution for
Election of Officers

WHEREAS, Section 9.1 of the Bylaws states that the officers of the Corporation shall include a President, one or more Vice Presidents, a Secretary, a Treasurer and any other officers as may be elected or appointed in accordance with the Bylaws;

WHEREAS, Section 9.2 of the Bylaws states that the officers of the Corporation shall be elected annually by the Board of Directors at the annual meeting of the Board of Directors; and

NOW, THEREFORE, BE IT RESOLVED, that the Board of Directors elects, pursuant to Section 9.2 of the Bylaws,

> Tim Gallagher as President & CEO;
> Jeff Craigo as Senior Vice President, Operations & Risk;
> Diane Holder as Vice President, Engineering & Strategic Engagement;
> Marcus Noel as Vice President and Chief Security Officer;
> Niki Schaefer as Vice President, General Counsel, & Corporate Secretary; and
> Christi Klein as Treasurer.

FINALLY RESOLVED, that each elected officer shall continue to serve as officer of the Corporation in his or her respective elected capacity at the pleasure of the Board of Directors and hold office until his or her successor has been duly elected and qualified, or upon his or her earlier resignation or removal.

As adopted on this 4th day of December, 2025 by the Board of Directors,

Niki Schaefer
Vice President, General Counsel & Corporate Secretary

Bio

Kal Ayoub
Director of the Office of Electric Reliability. FERC

Kal Ayoub, Director of the Office of Electric Reliability, brings more than 25 years of industry and regulatory experience in electric transmission and generation engineering, cybersecurity and bulk electric system reliability to the position.

Prior to joining OER as Director, he served as Chairman Willie Phillips' Critical Infrastructure and Resilience advisor.

Ayoub joined FERC in 2009, and over the years held various positions of increasing responsibility within OER, including electrical engineer, supervisory electrical engineer and Deputy Director of the Division of Cybersecurity. He was instrumental in advancing the Commission's regulatory initiatives to strengthen cybersecurity and physical security standards, enhance grid resilience and ensure the reliability and security of the bulk electric system.

Before joining FERC, Ayoub gained extensive private sector experience in the electric industry, holding key roles in performance engineering, power plant operations, project management and risk management. Notably, he contributed to establishing reliability and compliance programs in preparation for the nation's first mandatory reliability standards, which FERC approved in 2007.

Ayoub earned a Bachelor of Science in mechanical engineering from the University of Maryland Baltimore County.

Security Update

2025 Q4 SECURITY UPDATE

Marcus Noel, Chief Security Officer

December 4, 2025

Washington, DC

AGENDA

HUMAN RISK MANAGEMENT STRATEGY

2026 MICHIGAN TABLETOP EXERCISE

THREATS IN THE WILD

- MAJOR CLOUD OUTAGES

- THREAT ACTOR COLLABORATION

- FEDERAL GOVERNMENT IMPACT

HUMAN RISK MANAGEMENT STRATEGY

RELIABILITY FIRST

HUMAN RISK MANAGEMENT STRATEGY

Security Awareness

- Annual training
- Periodic reinforcement
  - Newsletters, email updates
- Phishing simulations

Strategic Interventions

- Coaching
- Escalation – Manager, HR
- Access restrictions
- Discipline

Identifying High-Risk Users

- Position
  - Executive team
  - Accounting manager
- Access
  - System admins
  - Process coordinators
- Risky behavior

Strategic Response

- Continuous monitoring
- Activity reporting / audits

2026 MICHIGAN TABLETOP EXERCISE

RF

RELIABILITY FIRST

2026 MICHIGAN DISASTER TABLETOP

May 20, 2026 — Lansing, Michigan

Scenario

A militia-based blended cyber and physical attack on multiple substations designed to thwart AI datacenter operations

Goal

A disaster preparedness drill designed to improve restoration operations and emergency response by strengthening communication channels between critical infrastructure providers, government partners, and first responders

EMERGING THREATS

MAJOR CLOUD OUTAGES

Recent AWS and Azure failures underscore how **automation and centralized orchestration can introduce and amplify systemic risk.**
Both outages originated from control-plane issues (DNS and configuration automation), not hardware faults. Single points of failure are real.

AWS

- October 20, 2025

- A race condition in its DNS management system for DynamoDB in the US-East-1 region cascaded into a **15-hour disruption,** affecting thousands of services globally—from banking apps to gaming platforms.

- Downdetector logged 17M+ outage reports across 60+ countries.

Azure

- October 29, 2025

- A faulty configuration change in Azure Front Door, Microsoft's global CDN and traffic routing service, caused an **eight-hour global outage.**

- This impacted Microsoft 365, Xbox Live, airline check-in systems, and enterprise portals.

THREAT ACTOR COLLABORATION

As previously highlighted, the confluence of exposures and threat actor sophistication is creating a dangerous mix. **New collaborations between organized and highly skilled groups are cause for concern.**

Scattered LAPSUS$ Hunters (SLH)

Members of this consolidated threat group include:

- **Scattered Spider:** Financially motivated, operating since at least 2022. Known for proficiency in social engineering, particularly vishing, help desk attacks, and using SIM-swapping to gain initial network access.

- **LAPSUS$:** High-profile data extortion group active since late 2021. Known for wild activity on Telegram, successful social engineering against major tech companies, and recruiting insiders for access. Key members were arrested in 2022, but the group's tactics have persisted.

- **ShinyHunters:** Gained prominence around 2020 by stealing and leaking large databases of user data. Later focused on extortion and recently focused on cloud applications like Salesforce.

Known for its "brand identity" and technical proficiency, SLH prioritizes cloud-first extortion and data theft, focusing on high-value aggregation points (SaaS providers, corporate CRMs, database systems, and other large data lakes) that offer immediate return on investment.

LockBit, Qilin, and DragonForce Join Forces to Dominate Ransomware

- Announced shortly after LockBit's return, the partnership is expected to facilitate the sharing of techniques, resources, and infrastructure, strengthening each group's operational capabilities and driving more frequent and effective ransomware attacks.

New Hacktivist Collective DarkHG Includes Groups that Conduct DDoS and Operational Technology Attacks

- Although the formation of this group was not widely reported, participants include pro-Russia and pro-Palestine hacktivists, as well as DieNet and Hider Nex — both of which have targeted NERC and other electric entities with DDoS attacks.

Russian Government Is Now Managing Cybercrime Groups

- The Russian government's relationship with cybercriminals has evolved from passive tolerance to active management, and Russia is strategically leveraging cybercriminals as geopolitical instruments.

FEDERAL GOVERNMENT IMPACT

Staffing of key cybersecurity organizations has been cut by almost one third over the past nine months, with reduced federal support for state and local governments. **This depletion of capability is especially concerning when compared with trends in threat actor collaboration.**

- According to the annual Cyberspace Solarium Commission report from the Foundation for Defense of Democracies, "Our nation's ability to protect itself and its allies from cyber threats is stalling and, in several areas, slipping."

- CISA (Cybersecurity and Infrastructure Security Agency) continues to operate without a confirmed director as the Senate delays a vote on Sean Plankey.

- Compounding actions that have diminished cybersecurity resources of CISA and DHS Intelligence & Analysis, the recent government shutdown has reportedly resulted in a significant (85%) increase in attacks against U.S. Government employees.

QUESTIONS & ANSWERS

Marcus Noel, Chief Security Officer

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Outreach and Regulatory Update

STATE OUTREACH UPDATE

Michelle Cross, Manager Regulatory & Legislative Affairs

December 4, 2025

Washington, DC

STATE OUTREACH

- TRACKING & METRICS

- ACCOMPLISHMENTS

- UPCOMING IN 2026

SUMMARY OF STATISTICS

2024

- 20 One-on-One Meetings
- 7 Hearings
- 8 Large-Audience Presentations
- Met with Stakeholders at NARUC/MARC
- Presented to Ohio Chamber of Commerce
- Participated in Ohio State Tabletop
- Assisted in Planning NJ Tabletop
- Assisted Planning Multi-Regional Webinar

2025 Engagements +78%

- 46 One-on-One Meetings
- 7 Hearings
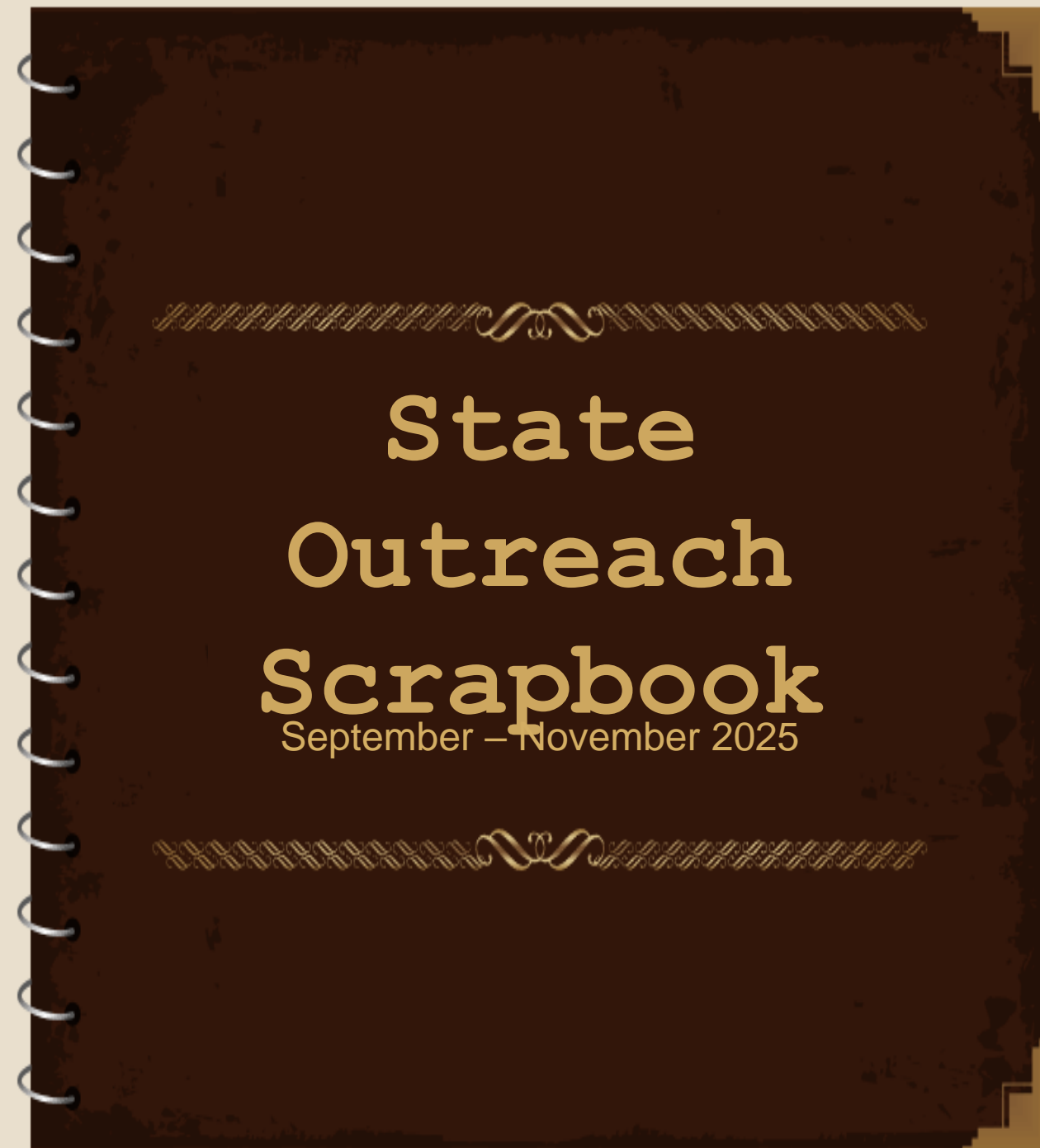- 22 Large-Audience Presentations
- 7 Media Engagements
- 82 Total Engagements
- 54 In-Reach Invites
- Hosted Roundtable and MD Tabletop

RELIABILITYFIRST

FORWARD TOGETHER

State Outreach Scrapbook
September – November 2025

Reliability Summit's first-ever Energy Policy Roundtable draws a crowd

Brian Spoke at MMEA

MMEA 2025
MICHIGAN MUNICIPAL
ELECTRIC ASSOCIATION
"HOW RESILIENT ARE WE?"

Brian Thiry
Director,
Entity Engagement &
External Affairs

Catherine Lewis presenting at the Indiana Fiscal Policy Luncheon

Courtney Fasca as a panelist in Indiana

INDIANA ENERGY ASSOCIATION CONFERENCE

Courtney Fasca
September 25-26th

Michelle as panelist at Women's International Network of Utility Professionals

Brian and Michelle at Ohio Democratic Caucus with Rep Synenberg

Ohio
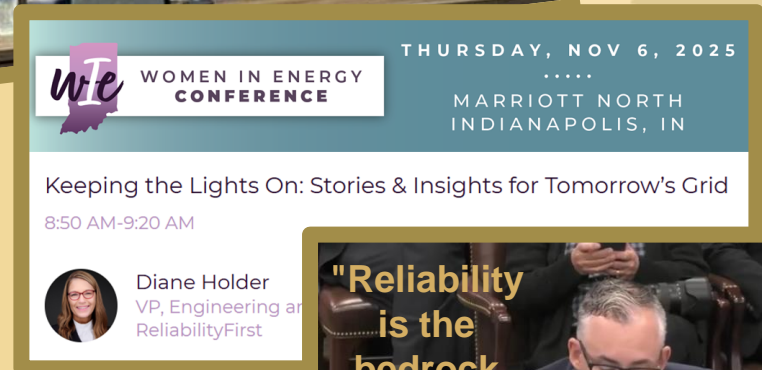THE HEART OF IT ALL™

Michelle at PJM's OPSI

Michelle Cross

Michelle at Ohio Chamber of Commerce

Diane as a key speaker at the WIE Conference
Women IN Energy

WIE WOMEN IN ENERGY CONFERENCE

THURSDAY, NOV 6, 2025
MARRIOTT NORTH INDIANAPOLIS, IN

Keeping the Lights On: Stories & Insights for Tomorrow's Grid
8:50 AM-9:20 AM

Diane Holder
VP, Engineering and ReliabilityFirst

"Reliability is the bedrock of any energy system."

Brian testifying at the Pennsylvania House of Representatives Energy Committee

Positive Feedback

OPS-X
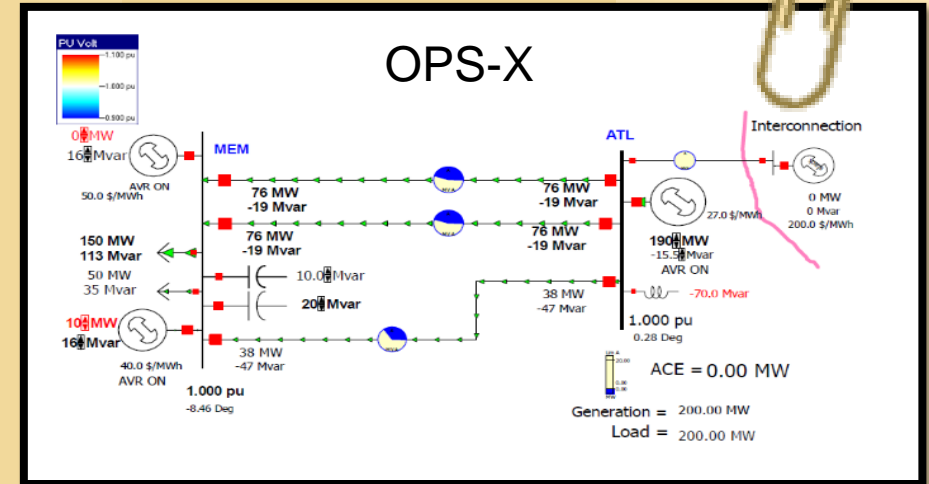
OPS-X Demonstration at MACRUC led to positive feedback and invites to perform exercise at NCSL and at the Pennsylvania Public Utility Commission

Positive

Anonymous – Utility / entity

Great job! - the Workshop contents continue to improve each year & good that RF is highlighting current concerns & ... solutions.

Anonymous

RF does a better job than neighboring regions at hosting these sort of things ... good. To...

Anonymous – Utility / entity

Keep up the great work! Somehow, these workshops get even better year after year.

**Anonymous – ... local/municipality government agency/commission**

I appreciated the opportunity to hear from a variety of industry and political perspectives.

Anonymous – Utility / entity

The less formal set-up for the energy policy panel was great for helping attendees connect with the leaders and experts in attendance - if the state leaders had all been lined up at a table in front, there would have been less opportunity to mingle and chat and get into little discussion groups during the breaks for shared interests. Finally, having the energy policy session not recorded and off the record went a long way towards encouraging more open dialogue.

... extremely valuable. I encourage RF to continue with the breakout sessions.
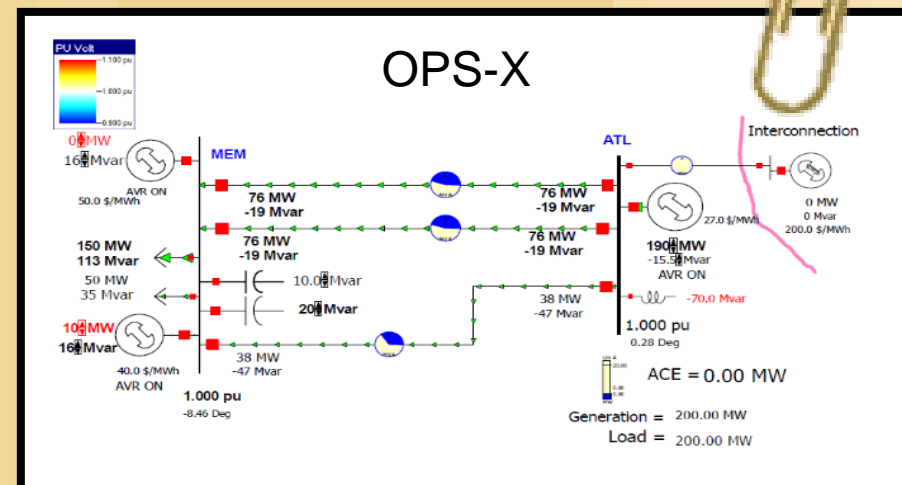
OPS-X Demonstration at MACRUC led to positive feedback and invites to perform exercise at NCSL and at the Pennsylvania Public Utility Commission

STATE OUTREACH JOURNEY

Ohio

- **RF Activity:** RF engagement with state stakeholders and public briefings
- **Policy Output:** Ohio enacted legislation reducing taxes on new energy infrastructure, accelerated permitting timelines and approving new tariffs for data center loads all which intersect with RF concerns about pace of change, local planning, and reliability

Pennsylvania

- **RF Activity:** RF state engagement testimony and briefings
- **Policy Output:** Multiple 2025 bills and committee hearings in PA (e.g., recent PA committee actions and proposed bills directing PUC rulemaking on data centers)

Maryland

- **RF Activity:** RF testified and comments on resource adequacy and co-location
- **Policy Output:** Maryland PSC published "Report on Colocation" – quoting RF's testimony

Advance Notice of Proposed Rulemaking (ANOPR)
Secretary of Energy's Direction that the Federal Energy Regulatory Commission (FERC) Initiate Rulemaking Procedures and Proposal Regarding the Interconnection of Large Loads

Large load interconnection oversight shifts to FERC

Loads connecting with new generation together should be studied together

If loads are willing to be curtailed, they should be granted accelerated interconnection

OTHER POLICY CHANGES

DOE's "Speed to Power" initiative aimed at accelerating the development of large-scale transmission and generation to meet emerging large loads

Newly confirmed FERC Chair Laura Swett and Comissioner David LaCerte

All three 202(c) emergency orders within the RF footprint have been extended another 90 days

Coming Soon

IN 2026

- State outreach 101/bootcamp for new policy makers, commissioners, staff, etc.

- Michigan tabletop drill in May

- More state-outreach adjacent (e.g., consumer advocates and chambers of commerce)

QUESTIONS & ANSWERS

Michelle.Cross@rfirst.org