

ELECTRICITY STEERING COMMITTEE CHARTER

The Energy Bar Association (“Association”) hereby charters the Electricity Steering Committee (“ESC”) in recognition of the significant number of Association members whose legal practice, professional work experience, and intellectual pursuits are grounded in the topic of electricity. The ESC is chartered in order to provide for those members of the Association to fully participate in the activities and enjoy the benefits of membership in the Association, and to further the purposes of the Association pursuant to its Articles of Incorporation, and enhance the professional competence of those who practice and administer careers with a focus in electricity. ESC members may volunteer in preparing and delivering informational and educational content relevant to the electric industry to Association membership and the public. ESC members have the opportunity to report and publish articles relevant to the electric industry in the Energy Law Journal and other Association publications. The ESC convenes an annual meeting dedicated to education, enrichment, and fellowship for electricity professionals, students, and guests. The ESC may also engage with educational institutions to promote the Association, teach students, and provide professional development opportunities to students and the public. ESC Officers are leaders in a diverse array of electric industry sectors and practice areas that impact the electric industry, such as power generation and marketing; renewable energy; hydropower; transmission infrastructure; system reliability, planning and security; demand resources and smart grid; environment; and ratemaking.

ARTICLE I

Membership

Any person is eligible for membership in the ESC so long as that person is a member in good standing of the Association, *i.e.*, annual dues to the Association have been paid. To become a member of the ESC, the person must provide notice to the Association of their intent to join the ESC.

ARTICLE II

The ESC Board

The ESC Board shall include a Chair, Vice-Chair, and a minimum of five, but not more than seven additional ESC Officers. The Chair and Vice-Chair shall each serve a term of one year unless such term is otherwise extended by the President of the Association. No later than one month prior to the conclusion of the Chair’s term, the Chair shall advise the President-Elect of the Association, whether the ESC’s Vice-Chair should begin a term as Chair of the ESC. If the Vice-Chair declines to serve a term as Chair or is not so recommended by the Chair to commence the next term as Chair, the Chair shall advise the President or President-Elect of the Association of the

ESC Officer who should commence the new term as ESC Chair instead, but if no ESC Officer is willing and available to do so, the ESC member to serve as Chair. No later than one month prior to the conclusion of the Chair's term, the Chair shall also advise President-Elect of the Association, which ESC Officer shall be appointed as the new Vice-Chair. Upon the advice and recommendation of the outgoing Chair and pursuant to Article 10.3 of the By-Laws of the Association, the Association's President or President Elect shall appoint the new Chair and Vice Chair of the ESC at the conclusion of each one-year term.

ESC Officers were first appointed to the ESC Board in 2020. Each Officer is appointed for an initial one-year term, which may be extended at the discretion of the Chair and Vice Chair for successive one-year terms, but shall extend for no more than six consecutive terms. If an ESC Officer resigns, the Chair, upon advice of the Vice-Chair and other ESC Officers, may appoint a new ESC Officer to the ESC Board. To be eligible for an ESC Officer seat, the person must be a member in good standing of the Association and the ESC. The ESC shall maintain a minimum of five ESC Officers, but not more than seven.

At the conclusion of the Chair's term of service, the Chair shall become Immediate Past Chair. The Immediate Past-Chair is an *ex officio* member of the ESC Board with a one-year term as an ESC Officer to advise the newly appointed Chair and Vice-Chair.

At the conclusion of the one-year term, the Immediate Past Chair returns to the ESC as a general member of the ESC.

The Chair shall endeavor to organize and convene meetings of the ESC Officer Board monthly.

ARTICLE III

Responsibilities of Chair and Vice-Chair

The Chair and Vice-Chair shall draft an annual plan for ESC activities ("Annual ESC Plan"), which shall roughly calendar all meetings and potential events of the ESC. The Chair, with the assistance of the Vice-Chair and ESC Officers, shall organize and plan each ESC meeting and event. The Chair and Vice-Chair shall each administer the ESC Officer Board and Task Forces. Unless so delegated to the Vice Chair or other ESC Officer, the Chair shall ensure the ESC Member rolls are up to date and send out communications and calendar invites to the ESC Members as appropriate for ESC meetings and events as appropriate. The Chair shall organize ESC Member meetings to occur no less than monthly.

If either the Chair or Vice Chair become unable to finish their respective terms, the President or President Elect of the Association shall be notified as soon as practical, and the

President or President Elect shall appoint an individual to serve out the remaining term. The Chair shall notify the Vice-Chair if the Chair needs to step away from their responsibilities on a temporary basis. If either the Chair or Vice-Chair needs to temporarily step away from their duties, the ESC Officers shall be notified as soon as practicable. If either the Chair or Vice Chair needs to step away from their responsibilities for more than thirty (30) days, the President or President-Elect of the Association shall be notified. If the Chair or Vice Chair, as applicable, needs to step away from their responsibilities for more than ninety (90) days, they will be deemed to have resigned from their position, in which case the President or President Elect of the Association shall appoint an individual to serve out the remaining term of the Chair or Vice Chair, as applicable.

ARTICLE IV

Task Forces

The following Task Forces are hereby established: (1) The Energy Law Journal Task Force; (2) The Education and Programming Task Force; and (3) The Fun Task Force.

Each ESC Officer shall be a member of a Task Force. The Chair shall appoint an ESC Officer to serve as chair of a Task Force and an ESC Officer to serve as vice-chair of a Task Force. All ESC Members shall be encouraged to join a Task Force. The Chair and Vice-Chair shall assist ESC Officers in administering the Task Forces.

The Chair and Vice-Chair of the Energy Law Journal Task Force shall be responsible for: (1) helping prepare and deliver informational and educational content relevant to the electric industry to Association membership and the public; (2) facilitating ESC Member participation to help draft the ESC's Report to the Energy Law Journal; (3) assembling and editing the complete ESC Report draft; and (4) coordinating with the Chair, Vice-Chair, and Energy Law Journal editors on completion and publication of the ESC Report in the Energy Law Journal.

The Chair and Vice Chair of The Education and Programming Task Force shall be responsible for assisting the Chair and Vice-Chair of the ESC in collective efforts to plan ESC educational events including, but not limited to: (1) helping prepare and deliver informational and educational content relevant to the electric industry to Association membership and the public; (2) serving as chief planning coordinators for ESC Energizers and the annual ESC meeting; and (3) engaging with educational institutions to promote member teaching opportunities and encourage student participation at ESC educational events.

The Chair and Vice Chair of The Fun Task Force shall be responsible for assisting the Chair and Vice-Chair of the ESC in collective efforts to: (1) plan ESC happy hours; (2) plan ESC meetings which may include guest speakers; (3) engage with students and educational institutions

to provide professional development opportunities; and (4) assist in the organization of any other social events the Board elects to plan for ESC member enjoyment.

ARTICLE V

Member Meetings

ESC Member meetings shall be held at such times and places as the Chair may appoint. Reasonable notice of the time, place, and the topics to be discussed shall be given by the Chair to each ESC Member. ESC business shall be conducted by majority vote of those members present.

ARTICLE VI

Amendments to Charter

An amendment to this Charter may be proposed by any member of the ESC (“Charter Amendment”). A proposed Charter Amendment must first be approved by majority vote of the ESC Board. If the Charter Amendment is passed by the ESC Board, the Chair or an ESC member designated by the Chair shall disclose the proposed Charter Amendment to the ESC’s Association Board Liaison, Association President and President Elect, and the Association’s Chief Executive Officer or the successor of that position in title (together, “Association Leadership”). After consulting with Association Leadership, the Chair or an ESC member designated by the Chair may raise the Charter Amendment for ESC member discussion and potential vote at an ESC member meeting. A Charter Amendment must receive a majority vote by ESC members who participate in such vote to pass at the ESC. If a Charter Amendment is passed by the ESC, the ESC Chair or ESC member designated by the Chair, shall seek a favorable vote by the Association’s Board. If the Association’s Board approves of the Charter Amendment, the Charter Amendment becomes effective. ESC members shall be provided notice by the Chair or the Chair’s designee of whether the Association’s Board has approved, disapproved, or took no action on the Charter Amendment.