Technical Panel to the IESO Board of Directors

Terms of Reference

December 2, 2026~~August 28, 2025~~

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1. Introduction

The *Electricity Act, 1998*, as amended, requires the IESO to establish one or more processes by which consumers, distributors, generators, transmitters and other persons who have an interest in the electricity industry may provide advice and recommendations for consideration by the IESO. The IESO Board of Directors (IESO Board) has established this Technical Panel (the Panel) as part of its stakeholder engagement processes.

In accordance with the Governance and Structure By-Law and the Market Rules, the Technical Panel was formed in 2003 to review amendments to the Market Rules for Ontario's electricity market, and as requested, advise the IESO Board of Directors on specific technical issues relating to the operation of the IESO-administrated market.

These terms of reference are intended to interact with the IESO's engagement principles and processes, provide pragmatic guidelines for the Panel and assist it in providing advice and recommendations to the IESO Board. The Chair of the Panel will consult with Panel members, in accordance with Section 9 herein, on any proposed amendments to these Terms of Reference and report the Panel's advice back to the IESO Board. IESO Board approval is required for changes to these terms of reference.

The IESO's stakeholder engagement process provides individuals and organizations with the opportunity to provide input and feedback on proposed decisions or Market Rule changes that affect their business. The IESO's stakeholder engagement process is designed to promote transparency, efficiency and consistency. The IESO Engagement process and principles are integral to the IESO's decision-making process.

2. Purpose of the Panel

2.1 Purpose

The Panel is a forum of individuals to provide advice and recommendations directly to the IESO Board on market rule amendments to ensure that the rule language meets the final design intent of the proposed change.

2.2 Relationship to other IESO Engagement Mechanisms and Processes

2.2.1 The IESO will utilize the Technical Panel process in conjunction with all the engagement mechanisms and processes established by the IESO without duplication or overlap including:

2.2.1.1 Policy level advice - The IESO Board looks to the Strategic Advisory Committee (SAC) to provide policy level advice on ideas and initiatives for change brought forward by the IESO or other parties.

2.2.1.2 Stakeholder engagement initiative (design) - IESO engagement initiatives, working groups and committees seek input and advice from stakeholders and other public representatives at a more detailed level. This advice helps inform the rationale and process for engagement.

2.2.1.3 Market rule amendments (Technical Panel) - The Panel's role within the market rule amendment process is to provide the IESO Board with advice on proposed market rule amendments for consideration by the IESO Board. This advice helps the IESO ensure that the technical writing of the proposed rule amendment reflects a design that has been established through other engagement discussions and are consistent with the form, structure and detail of the market rules.

The IESO will inform Panel members of other engagement discussions on matters that may potentially lead to market rule amendments. Panel members are encouraged to participate directly in other IESO engagement processes as they deem appropriate and provide updates to the Panel on those discussions.

3. Duties of the Panel

3.1 Duties

The duties of the Panel members are to review amendments to the market rules on an on-going basis and advise the IESO Board on such specific technical issues as may be referred to the Technical Panel. In exercising its duties, the Panel shall comply with all applicable provisions of the market rules themselves.

3.2 Review Market Rule Amendments

The Panel will review and provide advice on all market rule amendments in accordance with chapter 3, section 4 of the market rules. ~~within the following three stages:~~

~~3.2.1 Market Rule Amendment Submission for Consideration~~

~~Proposed market rule amendments that have undergone proposed market design changes through an IESO established engagement initiative or process will be deemed to warrant consideration. The IESO will present that the engagement initiative reflects that an open, two-way dialogue in accordance with the IESO Engagement Principles was conducted with the public.~~

~~Upon reviewing a market rule amendment submission that has not been discussed within an IESO engagement initiative, the Panel may determine (by a majority vote) that the amendment submission warrants consideration in its submitted form, or in a revised form. If the Panel determines (by a majority vote) that the proposed rule amendment does not warrant further consideration, a report stating the reasons will be presented to the IESO Board. In either instance, the IESO will provide the necessary background and rationale on the introduction of each item to the Panel for consideration.~~

~~The IESO will propose a priority and timeline for each market rule amendment in order to maximize efficiency of the Panel's agenda and the priorities of the IESO. Market rule amendment submissions submitted by a market participant or other stakeholder will be provided to the Panel within five (5) business days of submission.~~

~~3.2.2 Review Draft Market Rule~~

~~The Panel will review the detailed market rule amendment proposal along with any rationale and supporting information provided through discussions under a formal engagement initiative that helped shape the design leading to the rule amendment. The Panel Chair will invite any further comments from observers in attendance at the meeting. Taking into consideration input from observers and the Panel, the Chair will initiate a vote to determine if the market rule amendment is ready for broader stakeholder input. Where a majority of the Panel votes for the draft proposal to be posted and available for public review and comment, the IESO will publish the draft proposal on the IESO website.~~

~~3.2.3 Despite section 3.2.2, where it determines there has been sufficient prior opportunity provided for stakeholder input, the Panel may by unanimous vote dispense with posting for further stakeholder comment.~~

~~3.2.4 Advice to IESO Board~~

~~The IESO will review and post all feedback received from the broader stakeholder community and publish a response to illustrate how that feedback informed the final draft market rule amendment proposal for review by the Panel. With its final review, each Panel member will vote whether they are in favour of or opposed to the proposed rule amendment along with her/his reason/rationale for the stated position. The Panel's vote will be communicated to the IESO Board along with each member's rationale (if any) on her/his stated position of the proposed market rule amendment recommendation. Panel members will have an opportunity to review and approve a written version of their rationale prior to being submitted to the IESO Board. All non-confidential materials provided to the IESO Board, including the final version of the Chair's memorandum, will be published on the IESO website before the IESO Board meeting where the determination will take place as to whether to approve the proposed market rule amendment.~~

~~The Chair will initiate a vote at all applicable stages and invite all members to participate. Panel members may exercise the option to request additional information in order to cast a vote, or may choose to abstain from a vote (with reasons for the abstention). The Chair will not participate in the vote.~~

4. Composition of the Panel

4.1 Panel Members

Panel to consist of one Chair, one IESO member and a minimum of 10 and a maximum of 16 members representing ten (10) core market participant members along with up to six (6) other appointed members.

4.1.1 Up to 10 core members representing market participants in the following categories:

- 4.1.1.1 Generators (3) where one member represents the renewable generator constituency
- 4.1.1.2 Transmitters (1)
- 4.1.1.3 Distributors (1)
- 4.1.1.4 Importer/Exporter (1)
- 4.1.1.5 Consumers (2)
- 4.1.1.6 Demand Response (1)
- 4.1.1.7 Energy Storage (1)

4.1.2 A maximum of six members appointed among the following four constituencies.

- 4.1.2.1 Person(s) representing the constituency of generators of electricity
  Examples of representatives in this constituency might include generation by gas, nuclear, wind, solar, hydro-electric
- 4.1.2.2 Person(s) representing the constituency of consumers of electricity
  Examples of representatives in this constituency might include residential, embedded retail/industrial
- 4.1.2.3 Person(s) representing the constituency of energy related businesses and service
  Examples of representatives in this constituency might include electricity traders/wholesalers, aggregators, innovation, research, smart grid, gas utility, conservation-related services, financial
- 4.1.2.4 Up to two (2) other market participants (these seats may be filled by market participants from core or non-core constituencies where a need to include additional representation is recognized, or may be filled by other future categories to be defined as the IESO-administered markets continue to evolve)

The representation within each constituency set out in this section 4.1.2 is subject to change by the IESO Board in order to accommodate the changing needs of Ontario's electricity sector and the impact these changes may have on the development of market rules. Each constituency represents a group of individuals who have a common/shared interest in market rule amendments.

4.1.3 IESO Member

The IESO will have one member on the Panel.

4.1.4 At its discretion, the Board may appoint one or more ad hoc members for specified terms.

4.2 Nomination and Appointment of Panel~~Committee~~ Members

4.2.1 Appointments to fill any vacancies on the Panel will be made by the IESO Board through a nomination process.

4.2.1.1 In respect of a vacancy for the IESO member of the Panel, the IESO Chief Executive Officer will nominate a qualified employee to fill such vacancy.

4.2.1.2 In respect of all other Panel member vacancies, parties having an interest in IESO activities may nominate qualified persons to be Panel members, from which the IESO Board will appoint replacement members. Self-nominations will also be permitted.

4.2.2 The IESO Board may seek additional nominees to expand the slate of candidates for a particular constituency.

4.2.3 In the case where no qualified nominations have been submitted to replace a member that contributes to the views of that constituency on the Panel, the Board will consider a nomination from a former Panel member whose term has expired.

4.2.4 At the IESO Board's discretion, preference may be given to licensed market participants or other registered participants of the IESO.

4.3 Qualifications of Members of the Panel

4.3.1 Nominees to the Panel should be senior members of their respective organization who are committed to present their views on behalf of their constituency on the consequences and effects of any market rule amendments and to participate on the Panel for its stated purposes.

4.3.2 The status of a Panel member may be impacted by a change in her/his employment or affiliation such that they are no longer in a role that supports participation in the Panel.

4.3.3 Nominees should have:

4.3.3.1 A level of technical or commercial knowledge and expertise in the operation of power systems and electricity markets that is acceptable to the Board.

4.3.3.2 A breadth of knowledge and experience working within both Ontario's electricity sector and the constituency they represent.

4.3.3.3 A strong understanding of the market rules, structure and/or operations of Ontario's electricity market.

4.3.4 Organizations may not have more than one representative as a member of the Panel at any one time.

4.4 Panel Membership Term

4.4.1 Other than the IESO Panel member, Panel members will be appointed for three-year terms and may serve up to six consecutive years. Membership terms will be coordinated and staggered so as to provide continuity to the Panel. Notwithstanding the forgoing, the Board may extend the term of the current Panel member:

4.4.1.1 For the purpose of implementing staggered membership terms; and /or

~~4.4.1.1~~4.4.1.2 In order to ensure adequate representation of a particular constituency, recognizing that the individual's participation on the Panel is required to continue to provide a well-balanced representation.

4.4.2 When a new member is appointed mid-term due to the resignation of a current member, then the new member will complete the term of their predecessor and be eligible for appointment for an additional two terms.

4.4.3 During the transition of existing Panel members under these terms of reference, Panel members will maintain their current standing. The Board may in these instances extend existing members to align the expiry of terms as outlined in section 4.4.1 above.~~:~~

4.5 Roles and Expectations of Panel~~Committee~~ Member

4.5.1 The role of the Panel member is to advise the IESO Board.

4.5.2 Members should attend meetings and actively participate in discussions.

4.5.3 Members are expected to bring their own views as a representative of their constituency.

4.5.4 Members are expected to devote the necessary time and effort to prepare for meetings and contribute to discussions at the meeting. If unable to attend, feedback should be submitted in writing to the Secretary before or directly following the meeting.

4.5.5 Members may exercise the option to request additional information in order to cast a vote or may choose to abstain from a vote (with reasons for the abstention).

4.5.6 Each member of the Panel shall conduct himself or herself honestly, fairly, ethically and with integrity and be respectful of the public, IESO staff and each other.

4.5.7 The Chair of the Panel will play a leadership role in order to provide effective governance, administration and facilitation of all Panel meetings. Administrative support to act as Secretary to the Panel~~Committee~~ will be provided by the IESO.

4.5.7.1 The Chair of the Panel is the Chief Executive Officer of the IESO or his or her delegate.

4.5.7.2 The Chair will be responsible for the conduct of all matters before the Panel.

4.5.7.3 The Chair will not have a voting position on the Panel.

4.5.7.4 The Chair will initiate a vote at all applicable stages and invite all Panel members to participate.

4.5.7.5 Prior to the Chair initiating a Technical Panel vote to post, observers in attendance at the meeting may provide any further comments.

5. Organization and Administration of Meetings of the Panel

5.1 Number of Meetings

5.1.1 At least eight (8) meetings of the Panel will be pre-scheduled to occur during a calendar year. If it is determined that a meeting is not required or must be re-scheduled, members will be notified in advance of the scheduled meeting.

5.1.2 The Chair may call additional meetings as required including in-camera sessions of the Panel in support of Panel activities.

5.1.3 In-camera discussions may be called by the Chair, or any member of the Panel, from time-to-time. These discussions are reserved for Panel members only and will not be open to the public. The Secretary will also attend in-camera discussions.

5.1.4 The Secretary shall endeavour to ensure meeting agendas and related materials are available at least one week in advance of each meeting and posted on the IESO website.

5.1.5 The IESO shall endeavour to provide education/information materials and/or presentations including regular updates on other relevant engagement initiatives in order to provide the necessary background to all future market rule amendments expected to be reviewed by the Panel.

5.2 Quorum

5.2.1 The quorum for meetings of the Panel consists of a majority of the members.

5.3 Meeting Authority and Normal Order of Business

5.3.1 The Chair or his or her delegate shall preside over meetings of the Panel.

5.3.2 All Panel meetings will be open to any individuals wishing to attend the meeting in person or by teleconference. The IESO will make efforts to communicate TP meeting agendas and materials to the broader public community.

~~5.3.2~~5.3.3 Unless otherwise specified in these Terms of Reference or the Market Rules, at all meetings of the Panel every question shall be decided by a resolution passed by a majority of the members of the Panel, excluding the Chair and those who abstain voluntarily pursuant to s. 4.5.5.

5.4 Communication with the IESO Board

5.4.1 One joint meeting of the Panel and the IESO Board or a Committee of the Board will be scheduled to provide an opportunity to communicate and illustrate how Panel member advice is shaping the Board's direction of market rule amendments.

5.4.2 The IESO Board or a Committee of the IESO Board may confer with the Technical Panel in a manner the Board or Committee deems appropriate where it would be of assistance to receive Technical Panel views or raise specific questions on proposed market rule amendments.

5.4.3 Panel member advice, when provided, will be delivered to the IESO Board in writing with each market rule amendment recommendation by the Panel. Members will have an opportunity to review and approve a written form of the advice prior to its submission to the IESO Board ~~by the Chair of the Panel~~.

6. Finalization of Meeting Minutes

6.1.1 The Secretary or his or her delegate shall prepare meeting minutes at the direction of the Chair. The Secretary will endeavour to distribute the draft meeting minutes, including any accompanying written submissions, to all Panel~~Committee~~ members for review in advance of the next scheduled meeting.

6.1.2 At the next meeting, the Chair will invite Panel members to provide any comments on the draft minutes. Taking comments into consideration, the Chair will invite a vote from the Panel to approve and adopt the final minutes.

6.1.3 The Secretary will then publish the final meeting minutes and related written materials on the IESO website.

7. Remuneration of Members of the Panel

7.1.1 Notwithstanding where a Panel member may choose not to accept remuneration, each Panel member, other than the IESO member and Chair, shall be entitled to receive an annual retainer of $3,500 plus a remuneration of $175/hour to a maximum daily rate of $850 for attendance at Panel meetings. In instances where a Panel member lives outside of the GTA and is not reimbursed for her/his time by other means, the member can upon prior request to the IESO apply for a minimum of three hours remuneration for each meeting attended in person to accommodate travel time.

7.1.2 Members residing outside of the Greater Toronto Area are entitled to be reimbursed for reasonable travel and accommodation expenses they may incur in attending meetings. (Please see section 8 of these terms of reference for Travel and Accommodation Expenses.)

7.1.3 Eligible expenses are required to be submitted within 30 calendar days of the Panel meeting, and will be processed upon receipt, in accordance with Panel member remuneration set out in these terms of reference.

8. Travel and Accommodation Expenses

8.1.1 Each Panel member is requested to adhere to the Government of Ontario's Travel, Meal and Hospitality Directive (the "Directive") to the best of her/his ability. The Directive sets out the reimbursement for expenses related to travel and meals for Panel members. Members are eligible for the government rates for accommodation when travelling. Refer to the Accommodation Search Page for assistance in locating accommodation to support the Directive.

9. Review, Update and Evaluate

9.1.1 These Terms of Reference are not exhaustive and the Panel may encounter circumstances not covered in this document. In these instances, the Chair of the Panel will consult with the Chair of the IESO Board and use her/his best judgement as to how best to address such circumstances.

9.1.2 In cases where updates to these terms of reference are being considered, the Panel will be consulted as follows:

9.1.2.1 For minor changes, each Panel member will vote whether they are in favour of or opposed to the proposed change. The Panel's vote will be communicated to the IESO Board. The IESO Board of Directors will be asked to approve the change.

9.1.2.1.1 Minor changes include correcting a typographical or grammatical error or making adjustments to wording that do not alter the overall operations or functions of the Technical Panel.

9.1.2.2 For all other changes, review and provide input on proposed changes and vote to post the proposed changes for broader stakeholder input.

9.1.2.3 The IESO will review and post all feedback received from the broader stakeholder community and publish a response to illustrate how that feedback was considered to shape the final draft changes for review by the Panel.

9.1.2.4 With its final review, each Panel member will vote whether they are in favour of or opposed to some or all of proposed changes, along with reasons/rationale for the stated position. The Panel's vote will be communicated to the IESO Board along with each member's rationale (if any) on the stated position. Panel members will have an opportunity to review and approve a written version of the rationale prior to being submitted to the IESO Board. All materials provided to the IESO Board, including the Chair's memorandum to the Board on the matter, will be published on the IESO website, subject to limited exceptions, before the IESO Board meeting where the matter will be discussed. The IESO Board of Directors will be asked to approve any changes to these terms of reference.

9.1.3 Each year, the IESO will invite Panel members to submit their views on the effectiveness of the Panel and its mandate.

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