

ARIZONA INDEPENDENT SCHEDULING ADMINISTRATOR ASSOCIATION

ANNUAL GENERAL MEMBERS MEETING DRAFT AGENDA

Wednesday, September 13, 2017, 12:00 – 2:15 pm Arizona time

Direct Energy Office, 1401 S. 52nd St, STE 115, Tempe, AZ

12-1:00 Lunch provided

12:30-12:45 Fred Schmidt, Esq. will summarize NV direct access efforts

12:50-1:15 Ali Amirali to discuss demand response software/offerings & energy storage

1:20-1:45 Discuss 3 utilities' various energy storage projects & W. competitive efforts

1:45-2:15 Official Annual Meeting

2:20-3:00 Newly elected Board of Directors meeting

- Call to Order, Welcome & Introductions
- Collection of Annual Dues of \$250 per Member
- Appoint Corporate Secretary **VOTE**
- Determine Class Quorums (more than 50% of each class)
- Determine Members Quorum (3 of 5 classes must have 50%+ present)
- Election of 2017 Board of Directors, Elect Class Chairs & Members Chair
Those classes with quorums may elect –terms up: Members Chair Ed Beck; Read Comstock (need replacement, Linda Willoughby is interested-need board ratification); David Getts; IPP Class Chair Greg Patterson; Kevin Higgins **VOTE**
- Approve Minutes from 2016 Annual Meeting **VOTE**
- Review 2017 1st Quarter Financials
- Review 2018 Draft Budget (proposed same as 2017 Budget)
- Updates on CA initiatives –may discuss during lunch
- Next Annual Meeting- **September 5, 2018**
- Adjourn- Newly Elected Board of Director's Meeting follows (2:20 - 3pm)

Call in for General Member's Meeting, as follows:

NEW Call-in Number: [Conf. code 480-429-4835](tel:480-429-4835) Pin 4422

ARIZONA INDEPENDENT SCHEDULING ADMINISTRATOR ASSOCIATION

Board of Directors Meeting at Direct Energy offices- 1401 S 52nd St, STE 115, Tempe, AZ.

NEW Call-in Number: Conf. code 480-429-4835 Pin 4422

Wednesday, September 13, 2017 2:20-3 pm MST (Arizona time-same as pacific)

DRAFT BOARD OF DIRECTORS MEETING AGENDA

- I. Call to Order, Welcome & Introductions
- II. Appoint Corporate Secretary **VOTE**
- III. Determine Quorum
- IV. Approve May 3, 2017 Board of Directors Meeting Minutes **VOTE**
- V. Approve 2018 Budget **VOTE**
- VI. Other Business/Market Updates
- VII. Next Board Meeting Call January 10, 2018
- VIII. Adjourn

Arizona Independent Scheduling Administrator Association

Minutes from the Regular Board Meeting
Wednesday, May 3, 2017 1:30 PM

Attendees (attendees noted with an * are directors):

Vicki Sandler*
Jen Kraham
Linda Willoughby
Kevin Higgins*
Chris Hendrix*
Leland Snook*
Johnny Key
Jennifer Chamberlin*
Ed Beck*
Read Comstock*
Demetrious Laloudakis

1. Ms. Sandler called the meeting to order at 1:34 PM
2. Welcome and determine quorum – Ms. Sandler welcomed everyone and a quorum was established, with 7 out of 9 directors being present.
3. A motion to appoint Jennifer Kraham as corporate secretary was made, seconded and unanimously approved.
4. A motion to approve the January 2017 regular board meeting minutes was made and seconded, with unanimous approval.
5. Ms. Sandler gave an update on the AZISA's financials as of December 31, 2016, explaining that there are no significant changes. Ms. Sandler asked if anyone had any questions. Ms. Sandler noted that the AZISA is running under budget and has paid for insurance costs.
6. Ms. Sandler next noted that she sent out some updates on a few matters pending before the Arizona Corporation Commission and asked if anyone had any updates. She noted that she read in the paper today that Commissioner Tobin is still trying to save the Navajo generating station, with his current proposal to have the government subsidize at 50%. Ms. Sandler noted that she still believes the facility is going to be shut down. Next there was a discussion about APS' pending rate case. Mr. Snook indicated that the case concluded yesterday, that briefs are due May 17th and response briefs are due June 1. APS requested effective date of any changes to be July 1, but it may be later depending on when the judge is able to rule following submission of the briefs. Ms. Sandler noted that there were some issues that were not part of the settlement that were addressed, rather than discussion of all issues. Mr. Snook explained that there was one issue carved out from the settlement and generally discussed some of the pending topics, rate designs and fees that are at issue in the case.

7. Next, there was a discussion about upcoming solar and rate issues. Mr. Snook discussed a residential net metering matter that should be resolved in the near future and also discussed two other matters that should be resolved before the ACC in the near future.

8. Ms. Sandler next asked whether there are any upcoming transmission issues that anyone is following. Mr. Beck noted that TEP is still waiting for the FERC commission to have commissioners to do business. He noted that there is a docket open for a project in Nogales that is awaiting a decision.

9. Ms. Sandler next discussed a recent meeting she attended at SRP concerning the independent transmission arena and noted that she didn't believe there would be any significant upcoming changes based on what she learned in the meeting.

10. Ms. Sandler next asked Ms. Chamberlin for an update on matters in California. Ms. Chamberlin noted that there will be an upcoming hearing before the California commission on retail competition. She noted that it may not go anywhere but she was surprised that the commission is again considering retail competition and noted that the hearing is sold out and will be webcast.

11. Next, Ms. Sandler asked if anyone had an update on proceedings in Nevada. There were none.

12. Ms. Sandler then asked if there was any other business to be discussed by the board or whether there would be a need for a special meeting before the upcoming annual meeting. It was noted that a new partnership being contemplated by Puget Sound with Microsoft in the State of Washington was heard today before the Washington regulators. It was noted that there is an exit fee and that it is intended to be permanent, if approved. There was no request for a special meeting at this time, and no other business was discussed.

11. Ms. Sandler adjourned the meeting at 2:00 PM.

Arizona Independent Scheduling Administrator Association

Minutes from the Annual Board of Directors Meeting
Wednesday, September 28, 2016 at 2:15 PM

I. Call to Order, Welcome and Introductions

Vicki Sandler, Director, called the September Board of Directors (“Board”) Meeting of the Arizona Independent Scheduling Administrator Association (“AISA”) to order at approximately 2:15 PM.

II. Appoint Meeting Secretary

Tasha Cycholl of Kutak Rock LLP was appointed as Corporate Secretary for the meeting.

III. Determine Quorum

The quorum requirement is two-thirds of the members of the Board. A quorum was present: seven of nine board members were present.

The following Directors were present: Ed Beck, Leland Snook, David Getts, Jennifer Chamberlin, Kevin Higgins, Mike McElrath, and Vicki Sandler (Chair).

IV. Approve May 4, 2016 Board Meeting Minutes

A motion was made and seconded to approve the minutes from the May 4, 2016 Board of Directors meeting. The motion carried unanimously.

V. Ratification of Director for Aggregators Member Class

A motion was made and seconded to appoint Chris Hendrix as a Director for the Aggregators member class for the period of September 2016 through September 2018. The motion was unanimously approved.

VI. 2017 Budget

A motion was made and seconded to approve the proposed budget for the year ended December 31, 2017. The motion was unanimously approved.

VII. AzISA Potential Role in Administering AG1

There was a short discussion about the role of the AzISA in AG1. It was suggested that when the relevant orders are issued, the AzISA should consider its potential role at that time.

VIII. Next Board Meeting

The next board meeting will be held on January 4, 2017 at 1:30 p.m.

IX. Adjourn

Vicki Sandler, Director, adjourned the meeting at approximately 2:30 PM.

Clinton R. Wasser, CPA, P.C.

Certified Public Accountant

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Accountant's Compilation Report

To the Board of Directors
Arizona Independent Scheduling
Administrator Association
Phoenix, AZ

Management is responsible for the accompanying financial statements of Arizona Independent Scheduling Administrator Association (a nonprofit association), which comprise the statement of assets, liabilities, and equity - modified cash basis as of March 31, 2017 and the related statements of income and expenses, actual & budget - modified cash basis for the quarter then ended in accordance with the modified cash basis of accounting, and for determining that the modified cash basis of accounting is an acceptable financial reporting framework. The supplementary budget information included in these statements is presented for supplementary analysis purposes only.

I have performed the compilation engagement in accordance with Statements on Standards for Accounting and Review Services promulgated by the Accounting and Review Services Committee of the AICPA. I did not audit or review the financial statements nor was I required to perform any procedures to verify the accuracy or completeness of the information provided by management. Accordingly, I do not express an opinion, a conclusion, nor provide any form of assurance on these financial statements.

The financial statements are prepared in accordance with the modified cash basis of accounting, which is a basis of accounting other than accounting principles generally accepted in the United States of America.

Management has elected to omit substantially all the disclosures ordinarily included in financial statements prepared in accordance with the modified cash basis of accounting. If the omitted disclosures were included in the financial statements, they might influence the user's conclusions about the company's assets, liabilities, equity, income, and expenses. Accordingly, the financial statements are not designed for those who are not informed about such matters.

I am not independent with respect to Arizona Independent Scheduling Administrator Association.

Clinton R. Wasser, CPA, PC

Scottsdale, Arizona
August 11, 2017

**Arizona Independent Scheduling Administrator Asso.
Assets, Liabilities & Equity - Modified Cash Basis**

As of March 31, 2017

	<u>Mar 31, 17</u>
ASSETS	
Current Assets	
Checking/Savings	
National Bank of Arizona	51,578.01
Total Checking/Savings	<u>51,578.01</u>
Total Current Assets	<u>51,578.01</u>
TOTAL ASSETS	<u>51,578.01</u>
LIABILITIES & EQUITY	
Liabilities	
Current Liabilities	
Other Current Liabilities	
Payroll Liabilities	2,063.96
Total Other Current Liabilities	<u>2,063.96</u>
Total Current Liabilities	<u>2,063.96</u>
Total Liabilities	2,063.96
Equity	
Beginning Net Assets	45,269.07
Net Income	4,244.98
Total Equity	<u>49,514.05</u>
TOTAL LIABILITIES & EQUITY	<u>51,578.01</u>

See accountant's report

**Arizona Independent Scheduling Administrator Asso.
Income & Expenses, Actual & Budget - Modified Cash Basis
January through March 2017**

	<u>Jan - Mar 17</u>	<u>Budget</u>	<u>\$ Over Budget</u>
Ordinary Income/Expense			
Income			
Membership Dues	250.00	0.00	250.00
Tariff Income	31,524.54	32,237.50	(712.96)
Total Income	<u>31,774.54</u>	<u>32,237.50</u>	<u>(462.96)</u>
Expense			
Insurance	1,125.00	1,175.00	(50.00)
Office Expenses and Supplies	0.00	525.00	(525.00)
Payroll & Employee Benefits	24,266.05	24,250.00	16.05
Postage and Delivery	0.00	37.50	(37.50)
Professional Fees	1,646.78	6,250.00	(4,603.22)
Telephone & Internet	450.00	500.00	(50.00)
Travel & Entertainment	41.73	500.00	(458.27)
Total Expense	<u>27,529.56</u>	<u>33,237.50</u>	<u>(5,707.94)</u>
Net Ordinary Income	<u>4,244.98</u>	<u>(1,000.00)</u>	<u>5,244.98</u>
Net Income	<u>4,244.98</u>	<u>(1,000.00)</u>	<u>5,244.98</u>

See accountant's report

Arizona Independent Scheduling Administrator Association
Members, Directors and Class Chairs
(current as of September 28, 2016)

Members' Chair: Ed Beck **Term:**
2016 - 2017

Transmission Facilities Providers Class

Director: Ed Beck, Tucson Electric Power Company 9/15 - 9/17
Director: Leland Snook, Arizona Public Service Company 9/16- 9/18
Class Chair: Ed Beck, Tucson Electric Power Company 9/16 – 9/17
Members – 2016-2017:
Tucson Electric Power Company (Ed Beck)
Arizona Public Service Company (Leland Snook)

Local Load Serving Entities Class

Director: Vacant
Director: Vacant
Class Chair: Vacant
Members – 2016-2017:
UNS-E (Ed Beck)

Aggregators Class

Director: Read Comstock, Direct Energy (Board Ratified) 9/15 – 9/17
Director: Chris Hendrix, Texas Retail Energy (Board Ratified) 9/16 – 9/18
Class Chair: Vacant
Members – 2016-2017:
Direct Energy (Read Comstock)
Noble Solutions (Greg Bass)
Texas Retail Energy (Wal-Mart Aggregator) (Chris Hendrix/Jim Staggs)

Independent Generators & Wholesale Power Marketers Class

Director: David Getts, Southwestern Power Group II 9/15 – 9/17
Director: Jennifer Chamberlin, Johnson Controls 9/16 – 9/18
Class Chair: Greg Patterson, Arizona Competitive Power Alliance 9/16 – 9/17
Members – 2016-2017:
Jennifer Chamberlin
Shell (Marcie Millner/Linda Willoughby)
Southwestern Power Group II (David Getts)
Arizona Competitive Power Alliance (Greg Patterson)
FCX Energy Services (Johnny Key)

End-Use Customers

Director:	Kevin Higgins, Arizonans for Electric Choice & Comp	9/15 – 9/17
Director:	Mike McElrath, Freeport McMoran	9/16 – 9/18
Class Chair:	Kevin Higgins, Arizonans for Electric Choice & Comp	9/16 – 9/17
Members – 2016-2017:		
	EnerNOC (Mona Tierney Floyd)	
	Wal-Mart (Chris Hendrix)	
	Arizonans for Electric Choice & Comp (Kevin Higgins/Stan Barnes/Ian Calkins)	
	Freeport McMoran Copper & Gold Mining (Mike McElrath)	
	City of Phoenix (Dimitrious Laloudakis)	