

ARIZONA INDEPENDENT SCHEDULING ADMINISTRATOR ASSOCIATION

12TH ANNUAL GENERAL MEMBERS MEETING

Tuesday, September 14, 2010, 1:30-2:15pm Arizona time
APS Corporate Headquarters, 400 N. 5th Street
Phoenix, Arizona 85004

DRAFT GENERAL MEMBERS' MEETING AGENDA

- I. Call to Order, Welcome & Introductions
- II. Collection of Annual Dues of \$250 per Member
- III. Appoint Corporate Secretary
- IV. Determine Class Quorums-(more than 50% of each class)
- V. Determine Members Quorum-(3 of 5 classes must have 50%+ present)
- VI. Elect Class Chairs & Members Chair -(those classes with quorums may elect) **VOTE**
- VII. Election of 2011 Board of Directors **VOTE**
- VIII. Approve Minutes from 9/8/2009 Annual Meeting **VOTE**
- IX. Report on Accomplishments of AzISA, Activities and Future Focus
- X. Review 2010 January-June Financials
- XI. Review 2011 Draft Budget
- XII. Next Annual Meeting- **September 13, 2011**
- XIII. Adjourn

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

- **Call-in Number: #641-715-3625, Access code 992116#**

Arizona Independent Scheduling Asc

14402 S. Canyon Drive
Phoenix, Arizona 85048
6026257879
Vickisandler@gmail.com
www.az-isa.org

Invoice for Services

#

Date of Invoice	P.O. #
09/10/10	
Project	
Terms	
net 30	

Bill to
Customer's Name Customer's Address and Street Customer's City, State and Zip

DESCRIPTION OF SERVICES RENDERED

2011 Annual AZISA Membership Dues

TOTAL	\$250.00
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THANK YOU

Arizona Independent Scheduling Administrator Association

Minutes from the Regular Meeting of the Board of Directors
Wednesday, May 12, 2010 at 1:30 PM (MST)

I. Call to Order and Determine Quorum

Vicki Sandler, Interim Executive Director (“ED”), called the Board of Directors (“Board”) Meeting of the Arizona Independent Scheduling Administrator Association (“AISA”) to order at approximately 1:30 PM.

Ms. Sandler announced that all of the ten directors were present, constituting a quorum of the Board.

The following Directors were present: Ed Beck, Clifford Cauthen, Greg Bass, Kevin Higgins, Jennifer Chamberlin, Leland Snook, David Getts, Mona Tierney Lloyd, Mary Lynch and Vicki Sandler (Chair).

II. Welcome and Introductions

All present were welcomed and introduced by Ms. Sandler. It was confirmed that all of the participants by teleconference could hear and be heard by all of the other participants.

III. Appoint Meeting Secretary

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

IV. Approve Board Agenda

A motion was made and seconded to approve the proposed Agenda. The Board unanimously approved the Agenda.

V. Approve Minutes of the January 13, 2010 Board of Directors Meeting

The Board reviewed the Minutes for the January 13, 2010 Board of Directors Meeting. A suggestion was made to revise the phrasing under item VII of the draft minutes. A motion was made and seconded to approved the draft minutes following the revision. The Board unanimously approved the revised minutes.

VI. Review of 1st Quarter and 4th Quarter and Year End Financials

Ms. Sandler indicated that CPA costs so far for 2010 have come in under budget, and that the accountants are in the process of cleaning up the balance sheet on outstanding loans. Ms. Sandler also reported that the budget for 2010 should be close to \$122,000.

VII. Professional Liability Insurance

Ms. Sandler indicated that they had received a quote for the renewal premium of E & O insurance from broker Low & Johnson for \$2,345.

VIII. Update of First Quarter Proceedings: ACC, SWAT, RTTF

Ms. Sandler let a discussion of transmission issues and a general industry update, including the Solana power plant, the Solar City case, the Southwest Renewables conference to occur on May 21, 2010, and Arizona Corporation Commission (“ACC”) Biennial Transmission Assessment on June 3, 2010. Ms. Sandler indicated that a policy statement on decoupling could be forthcoming from the ACC before the end of the year. Mr. Bass also provided an update on renewables.

VIII. Notice of Next Board Meeting

The next Board meeting will be the Annual Meeting, and will be held on September 14, 2010 at 1:30 p.m.

IX. Adjourn

The meeting was adjourned at approximately 2:00 PM.



Arizona Independent Scheduling Administrator Association 12th Annual General Meeting 9/14/10

2010 ACTIVITIES: *CONTINUED PRESENCE & READINESS OF AZISA TO PROVIDE SCHEDULING AND RELATED SERVICES FOR OPEN ACCESS*

- Filed Statement in Competition/Sempra CCN Docket in May 2010 reaffirming the readiness of the AzISA to facilitate non-discriminatory direct access.
- Participated for AzISA as a stakeholder in SWAT quarterly meetings and sent summaries to Board members, interested parties and ACC Staff.
- Represented AZISA and gave oral statement in July 7, 2010 competition meeting and provided summary.
- Participated in BTA workshops & summarized.
- Listened in or attended & commented at various ACC transmission, renewables or competition related meetings & summarized.



Arizona Independent Scheduling Administrator Association 12th Annual General Meeting 9/14/2010

2010 ACTIVITIES: COST REDUCTION:

- Reduced costs from 2009 budget of \$133,000 by over \$14,000 while continuing same insurance coverage and services.

CORPORATE COMPLIANCE:

- Ensured year end compiled financials were filed along with ACC annual report.
- IRS Form 990 filed with established conflict of interest policy.
- Cost effective handling of administrative functions.



Arizona Independent Scheduling Administrator Association 12th Annual General Meeting 9/14/2010

FUTURE FOCUS 9/10-11

The Interim Executive Director Proposes to Focus on the Following:

- Execute Board policies & conduct day to day operations per Bylaws 5.3.
- During the uncertainty surrounding competition, no active scheduling will occur, however the AzISA will be actively represented and participate in related proceedings before the ACC in accordance with Board direction.
- May act as a resource at the ACC where the AzISA Board directs.
- Participate in SWAT, Westconnect, BTA, and renewable transmission planning meetings and provide summaries.
- Continued cost consciousness & corporate compliance



Arizona Independent Scheduling Administrator Association 12th Annual General Meeting 9/14/2010

2010 Discussion & Update:

- ACC Commissioner election & potential impact
- Key ACC proceedings: Feed-in-tariff (FIT), aggregated net metering; Sempra CCN Docket-status of recommended procedure of ACC resuming application and make competition rules a compliance item.
- Solar City Case-approved for its specific SSA application and to non-profits; however commercial customer SSA filing upcoming.
- Transmission planning activities; FERC MOD 029 & impact of 2011 ACC IRP

ARIZONA INDEPENDENT SCHEDULING ADMINISTRATOR ASSOCIATION

Tuesday, September 14, 2010 2:15-3:00pm

APS Corporate Headquarters, 400 N. 5th Street

Phoenix, Arizona 85004

DRAFT BOARD OF DIRECTOR'S AGENDA

I. Determine Quorum

II. Welcome and Introductions

III. Appoint Corporate Secretary

IV. Approve Agenda

Approval Item

V. Approve Minutes from May 12, 2010 Board Meeting

Approval Item

VI. AzISA Financials

a. 2010 Jan.-June

b. Approve Proposed 2011 Budget

Approval Item

VIII. Other Business

-Return Conflict of Interest statements

-Confirm Interim Executive Director proposed 2010-11 focus

VIII. Next Board Meeting-*January 12, 2011*

IX. Adjourn

Call in for Board Meeting, as follows:

- **Call-in Number: #641-715-3625, Access code 992116#**

Arizona Independent Scheduling Administrator Association
Members, Directors and Class Chairs
(current as of October 2, 2009)

Members' Chair: Ed Beck **Term:**
2009 - 2010

Transmission Facilities Providers Class

Director: Ed Beck, Tucson Electric Power Company 9/09 - 9/11
Director: Leland Snook, Arizona Public Service Company 9/08 - 9/10
Class Chair: Ed Beck, Tucson Electric Power Company 9/09 - 9/10
Members – 2008-2009:
Tucson Electric Power Company (Ed Beck)
Arizona Public Service Company (Leland Snook)

Local Load Serving Entities Class

Director: Vacant 9/09- 9/11
Director: Clifford Cauthen, Hohokam Irrigation & Drainage District 9/08 – 9/10
Class Chair: Vacant 9/09 – 9/10
Members – 2008-2009:
UNS-E (Ed Beck)
Hohokam Irrigation & Drainage District (Clifford Cauthen)

Aggregators Class

Director: Greg Bass, Sempra Energy Solutions 9/09 – 9/11
Director: Jennifer Chamberlin, Direct Energy 9/08 – 9/10
Class Chair: Vacant 9/08 – 9/09
Members – 2008-2009:
Direct Energy (Jennifer Chamberlin)
Sempra Energy Solutions (Greg Bass)
Murphy McKinney & Company (Steve Murphy)

Independent Generators & Wholesale Power Marketers Class

Director: David Getts, Southwestern Power Group II 9/09 – 9/11
Director: Mary Lynch, Constellation 9/08 – 9/10
Class Chair: Greg Patterson, Arizona Competitive Power Alliance 9/09 – 9/10
Members – 2009-2010:
LS Energy (Stan Barns)
Constellation (Mary Lynch)
Shell (Marcie Milner; Linda Willoughby – Alternate)
Southwestern Power Group II (David Getts)
Arizona Competitive Power Alliance (Greg Patterson)

End-Use Customers

Director:	Kevin Higgins, Arizonans for Electric Choice & Comp	9/09 – 9/11
Director:	Mona Tierney, EnerNOC	9/08 – 9/10
Class Chair:	Kevin Higgins, Arizonans for Electric Choice & Comp	9/09 – 9/10
Members – 2009-2010:		
	ON Semiconductor (Steven Lewis)	
	EnerNOC (Mona Tierney)	
	Honeywell (Kevin Higgins)	
	Wal-Mart (Jess Galura)	
	Arizonans for Electric Choice & Comp (Kevin Higgins)	
	Freeport McMoran (Mike McElrath)	

Arizona Independent Scheduling Administrator Association

Minutes from the Tenth Annual Members Meeting
Tuesday, September 8, 2009 at 1:30 PM

I. Call to Order

Vicki Sandler, Interim Director, called the Eleventh Annual Members Meeting of the Arizona Independent Scheduling Administrator Association (“AISA”) to order at approximately 1:30 PM.

II. Welcome and Introductions

All present were welcomed and introduced.

III. Appoint Corporate Secretary

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

IV. Determine Class Quorums

The quorum requirement for each class is a majority of Members of the class.

A. Transmission Facilities Providers Class

A quorum for this class was present.

B. Local Load Serving Entities Class

A quorum for this class was not present.

C. Aggregators Class

A quorum for this class was not present.

D. Independent Generators & Wholesale Power Marketers Class

A quorum for this class was present.

E. End-Use Customer Class

A quorum for this class was present.

V. Determine Members Quorum

The quorum requirement is that a majority of the classes must have a class quorum present. A quorum of the members was present.

VI. Elect Class Chairs & Members Chair

Having met the minimum quorum requirement, the Members proceeded to elect a Members Chair and Class Chairs as follows:

Members' Chair:	Ed Beck (09-10)
Transmission Facilities Providers Class Chair:	Ed Beck (09-10)
Independent Generators & Wholesale Power Marketers Class:	Greg Patterson (09-10)
End-Use Customers Class:	Kevin Higgins (09-10)

The Local Load Serving Entities Class and the Aggregators Class did not have quorums present and therefore, did not elect a Class Chair or Board members.

VII. Elect Board Members

Having a quorum present, with the exception of the Local Load Serving Entities Class and the Aggregators Class, the other Classes elected Board Members as follows with terms of office as noted:

Transmission Facilities Providers Class:

Ed Beck	(9/09-9/11)
Leland Snook	(9/09-9/10)

Independent Generators & Wholesale Power Marketers Class:

David Getts	(9/09-9/11)
Mary Lynch	(9/09-9/10)

End-Use Customer Class

Kevin Higgins	(9/09-9/11)
Mona Tierney	(9/09-9/10)

VIII. Approval of September 9, 2008 Meeting Minutes

A motion was made and seconded to approve the Minutes of the September 9, 2008 Members Annual Meeting. The motion was unanimously approved.

IX. Report on the Accomplishments of AISA

Ms. Sandler addressed the members with a summary of the accomplishments of 2009, including:

- Reduced 2008 insurance costs by over \$10,000 while continuing same D&O and E&O coverage of \$3 million.
- Participated for AISA as a stakeholder in all SWAT quarterly meetings.
- Eliminated office and storage monthly costs.
- Cleaned up balance sheet with all past loan forgiveness.
- Form 990 filed with established conflict of interest policy.
- Solar City case- impact on competition/interconnections.
- Participated in FERC technical conference on 9/3/09.

X. 2009 January-June Financial Report

Ms. Sandler discussed the AISA financial condition with the Members. She stated that the accounting will be done on a modified cash basis with a full accounting done at year end. Items included in the discussion were:

- Negotiated legal costs on a fixed annual amount of \$5000/year.
- Travel expenses were reduced by a projected amount of over \$1200.
- Insurance will be the largest reduction.
- Eliminated storage and office fees.
- There is currently \$66,000 in the bank.

XI. 2010 Budget

Ms. Sandler then reviewed and discussed a draft of the 2010 Budget with the Members. Specifics of the budget were deferred to the Board Meeting.

XII. Notice of Next Annual Members Meeting

The next Members meeting will be held on September 14, 2010.

XIII. Adjourn

A motion was made and seconded to adjourn the meeting. The motion was unanimously approved. Vicki Sandler adjourned the Members meeting at approximately 2:30 PM.

**Conflict of Interest Statement
of the Board of Directors of the
Arizona Independent Scheduling Administrator Association**

I, the undersigned, associated with the above named non-profit corporation, (AzISA) in a capacity of director, officer or key management employee, represent that as of the date specified below my principal employment is as listed below and that I have no interest that would cause an actual or apparent conflict of interest with the AzISA except as noted below.

I do further specifically represent that I have no outside commitments, personal or otherwise that would divert me from my duty to further the interests of the AzISA. All information that might be deemed relevant to any apparent conflict of interest is listed below.

I have not and shall not, except of behalf of the AzISA, accept, or be the beneficiary of any fee, brokerage, gift or other emolument because of any investment, loan, deposit, purchase, sale, payment or exchange made by or for the AzISA, except as otherwise permitted herein. I understand, however, that I may receive reasonable compensation for necessary services rendered to the AzISA in my usual private, professional or business capacity.

I declare that I will inform the Executive Director (or in the case of the Executive Director, the Board of Directors) of the AzISA, in writing, of any material change in my above noted status during my continued employment with the AzISA.

This conflict of interest statement is submitted as of the date set forth below.

My current principal employment is as follows:

<u>Name of Employer</u>	<u>Address</u>	<u>Position or Duties</u>
_____	_____	_____
_____	_____	_____

Information that the Board may deem relevant in reviewing the statement is as follows:

The foregoing information is correct and complete.

Signed: _____

Print Name: _____

Dated: _____