

Arizona Independent System Administration  
Special Board Meeting  
November 23,1998

The meeting was convened at 9:30 p.m. by Mike Raezer, Members Chair. All the Directors were present.

The Directors, upon motion duly made and seconded, elected David E. Murphy, an SRP employee to serve as Secretary for the meeting and to take the minutes.

The Directors, upon motion duly made and seconded, approved the October 28, 1998 minutes.

The Budget and Finance WG work plan of the Corporation was presented to the Directors and after discussion, upon motion duly made and seconded, the following resolution was adopted:

IT IS THEREFORE RESOLVED, that the Board authorizes the Budget and Finance Committee shall contact three banks and set up a checking and money management account with the bank that offers the best services in the opinion of a majority of the Committee.

Resolve Further, that Mike Reazer is authorized to sign checks of \$1000 or less; that in the absence of Mike Reazer, Tom Delaney is authorized to sign checks of \$1000 or less; that for checks larger than \$1000 Mike Reazer and Tom Delaney are authorized to sign on behalf of the Corporation; that David Murphy is authorized to co-sign checks larger than \$1000 in the event that either Tom Delaney or Mike Reazer is not available.

Resolve further, that the form of resolution required by the bank to be used by the Corporation shall be substituted for this resolution in the minutes of this meeting; provided that the signing authorizations provided in this resolution shall be inserted therein.

The Directors then discussed the Facilities being considered at WAPA's Phoenix Office for the AISA operation.

The Directors then discussed matters of Regulator Oversight Committee.

The Directors then discussed the Operating Committee's 11/20/98 Draft Protocols Manual.

IT IS THEREFORE RESOLVED, that the AISA II/20/98 Draft Protocol Manual will be updated at next week's Operating Committee meeting and the product of that meeting will produce a Draft Protocol Manual that will be filed with FERC.

The Directors then discussed the Implementation Time Line for getting the AISA operational by 1/1/98. The Budget and Finance Committee was assigned the task of drafting the initial AISA Roll-out Plan and the assignment of implementation priorities.

The Directors then discussed AISA Initial Funding Process. The Budget and Finance Committee is tasked to solicit Promisory Notes from the funding organizations to execute with the AISA. Two forms of Promisory Notes are acceptable, Lump Sum or Distributed Payments.

The Directors then went into Executive Session to interview candidates for the position of Executive Director and Assistant Director.

IT IS THEREFORE RESOLVED, that the Budget and Finance Committee will reimburse air travel expense for one of the applicants.

The meeting was adjourned at 3:15 p.m.