

Arizona Independent Scheduling Administrator Association

Minutes from the Annual Board of Directors Meeting
Tuesday, September 9, 2008 at 2:45 PM

I. Call to Order

Vicki Sandler, Interim Director, called the Annual Board of Directors ("Board") Meeting of the Arizona Independent Scheduling Administrator Association ("AISA") to order at approximately 2:45 PM.

II. Welcome and Introductions

All present were welcomed and introduced.

III. Appoint Meeting Secretary

Kathy Economy of Low & Childers, P.C. was appointed as Corporate Secretary for the meeting.

IV. Approve Board Agenda

Kevin Higgins made and Jerry Smith seconded a motion to approve the agenda for the September 9, 2008 annual Board meeting. The Board unanimously approved the motion.

V. Determine Quorum

The quorum requirement is two-thirds of the members of the Board. A quorum was present: eight of ten members were present.

The following Directors were present: Ed Beck, Kevin Higgins, David Getts, Sara O'Neill, Jennifer Chamberlin, Jerry Smith, Cliff Cauthen and Vicki Sandler (Chair).

The following Directors were not present: Eric Treese and Mike McElrath.

Also present were Tasha N. Cycholl and Kathy Economy of Low & Childers, P.C.

VI. Approve June 6, 2007 Board Meeting Minutes

The Board reviewed the Minutes for the June 13, 2008 Meeting of the Board. A motion was made and seconded to approve the minutes from the June 13, 2008 Board Meeting. The Board unanimously approved the motion

VII. 2009 Budget

Since the budget had been discussed in some detail during the Members' meeting preceding the Board meeting, a short discussion ensued to clarify certain items of the budget. A motion was made and seconded to approve the budget as prepared in the amount of \$133,000. The Board unanimously approved the motion.

VIII. Amendment to Bylaws

The Directors were reminded that at the 2007 annual meeting of the Directors there was a discussion concerning whether alternates can participate in lieu of the actual Board member and how this differed from the Members' meeting where a Member's alternate is permitted to participate. Mr. Chen had suggested that the Bylaws be amended so that alternates could attend the Board meeting in place of the actual Board member. No action was taken at that time.

The Board discussed their feelings on this issue in addition to a reading of the relevant Articles in the Bylaws.

Ms. Sandler proposed that the Bylaws be amended to allow the Directors to vote by proxy. By a show of hands, it was determined that there was not enough interest by the Board members to bring this matter to a vote. No action was taken.

IX. The Board members raised the matter of the right of the Board to recommend and elect directors to fill Board of Director vacancies for Classes that did not have a quorum. The Board, therefore, recommended the vacant Director positions be filled as follows:

Local Load Serving Entities Class:	Cliff Cauthern	(9/08-9/10)
Aggregators Class	Jennifer Chamberlin	(9/09-9/10)

X. Notice of Next Board Meeting

The next Board meeting will be held on Wednesday, January 14, 2008.

XI. Adjourn

Vicki Sandler, Interim Director, adjourned the meeting at approximately 3:20 PM.

Respectfully submitted,

Kathy Economy
Meeting Secretary