

Arizona Independent Scheduling Administrator Association

Minutes from the Regular Meeting of the Board of Directors
Wednesday, January 21, 2009 at 1:30 PM (MST)

I. Call to Order

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.

II. Determine Quorum

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

The following Directors were present: Ed Beck, Kevin Higgins, Jennifer Chamberlin, Eric Treese, Jerry Smith, Michael McElrath, David Getts, Cliff Cauthern and Vicki Sandler (Chair).

Also present were Tasha Cycholl and Kathy Economy of Low & Childers, P.C., Dimitrios Laloudakis, Greg Patterson, Mary Lynch and Marcie Milner.

III. 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.

IV. Appoint Meeting Secretary

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

V. Approve Board Agenda

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

VI. Approve Minutes of the September 9, 2008 Annual Board of Directors Meeting

The Board reviewed the Minutes for the September 9, 2008 Annual Board of Directors Meeting. Ed Beck made, and David Getts seconded, a motion to approve the minutes of the September 9, 2008 Annual Board of Directors Meeting. The Board unanimously approved the motion.

VII. Resignation of Sara O'Neill and appointment of new director

Ms. Sandler announced that Sara O'Neill resigned as director of the Independent Generators & Wholesale Power Marketers Class. Ms. Sandler introduced Mary Lynch, who is also with Constellation, as a possible replacement for Ms. O'Neill. Ms. Lynch was given an opportunity to advise the Board of her qualifications and to express her willingness to serve on the AISA Board as a director of the Independent Generators & Wholesale Power Marketers Class. After a brief discussion, and in accordance with Section 4.6.2 of the AISA Bylaws, David Getts moved, and Cliff Cauthern seconded, a motion to appoint Mary Lynch as director to fill the vacancy left by Sara O'Neill until the Member Class chooses a successor at the next annual meeting. The Board unanimously approved the motion.

VIII. ACC Competition Docket

Ms. Sandler led a discussion of the Board to decide if any comments should be filed in regard to the Arizona Corporation Commission Competition Docket. She noted that comments must be filed no later than January 30, 2009. After discussion, the Board agreed that Ms. Sandler should file comments on behalf of AISA. However, it was agreed that AISA's comments, 1) should remain neutral, 2) should not reflect an advocacy position, and 3) should indicate that AISA is available as a resource, is established and ready to implement its charter if called upon. Ms. Sandler will draft a comment letter and circulate it for the Board's input prior to the January 30th filing deadline.

IX. Third Quarter Financials and 2009 Budget

A Budget Actual Summary was provided to the directors prior to the meeting. There were no comments.

X. Other Business

Ms. Sandler reminded the Board of the necessity of each director executing a Conflict of Interest Statement yearly. She provided the directors with Statements and encouraged them to fill out the document and return it to her as soon as possible.

Ms. Sandler led a brief discussion concerning transmission issues and ongoing ideas and projects occurring in the industry.

It was announced that Jerry Smith will be retiring on the last day of February. Since there will be another vacancy on the Board, the directors and members were encouraged to think of potential candidates for nomination to fill the director position at the next meeting of the Board.

XI. Notice of Next Board Meeting

Ms. Sandler proposed the following meeting dates:

April 21, 2009 for the next general meeting and September 9, 2009 for the Annual Meeting.

XII. Adjourn

The meeting was adjourned at approximately 2:30 PM.

Respectfully submitted,

A handwritten signature in cursive script that reads "Kathy Economy".

Kathy Economy
Corporate Secretary