

Arizona Independent Scheduling Administrator Association

Minutes from the Eleventh Annual Board of Directors Meeting
Tuesday, September 8, 2009 at 2:30 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 2:30 PM.

II. Welcome and Introductions

All present were welcomed and introduced.

III. Appoint Meeting Secretary

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

IV. Approve Board Agenda

Jennifer Chamberlin made and Ed Beck seconded a motion to approve the agenda for the September 8, 2009 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 nine board members were present.

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

The following Director was not present: Clifford Cauthen.

Also present were Tasha Cycholl Smith and S. David Childers of Kutak Rock LLP and Steve Murphy of Murphy McKinney & Company LLC.

VI. Approve May 13, 2009 Board Meeting Minutes

The Board reviewed the Minutes for the May 13, 2009 Meeting of the Board. Ed Beck made, and Jennifer Chamberlin seconded a motion to approve the minutes from the May 13, 2009 Board Meeting. The Board unanimously approved the motion

VII. AISA Financials

The Board discussed whether to reduce cash on hand by \$20,000 in order to keep a three month balance. Ed Beck made, and Mary Lynch seconded, a motion to reduce the total cash on hand by \$20,000, resulting in a cash balance of approximately \$46,000. The Board unanimously approved the motion.

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. Ed Beck made, and Jennifer Chamberlin seconded, a motion to approve the budget as prepared in the amount of \$122,415. The Board unanimously approved the motion.

VIII. Other Business

Vicki Sandler reminded the Board that a Conflict of Interest policy had been adopted, and reminded Board members to return their executed Conflict of Interest statements. The Board also discussed and confirmed the need to continue AISA's membership in SWAT. The Board also discussed focus for 2009-2010, and the FERC Technical Conference on September 3, 2009.

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. Kevin Higgins made a motion to appoint Greg Bass of Sempra Energy Solutions to fill the vacant Board position in the Aggregators Class. Jennifer Chamberlin and Mona Tierney seconded the Motion, which was approved unanimously by the Board.

IX. Notice of Next Board Meeting

The next Board meeting will be held on January 13, 2010.

X. Adjourn

Vicki Sandler, Interim Director, adjourned the meeting at approximately 3:30 PM.