

# **Arizona Independent Scheduling Administrator Association**

Minutes from the Regular Meeting of the Board of Directors  
Wednesday, January 13, 2010 at 1:00 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 1:00 PM.

## **II. Determine Quorum**

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

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

Also present were Tasha Smith of Kutak Rock LLP, Steven Lewis of ON Semiconductor, Dimitrios Laloudakis of City of Phoenix, Greg Patterson, and Linda Willoughby.

## **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**

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

## **V. Approve Board Agenda**

A motion was made by Ed Beck and seconded by Mona Tierney Lloyd to approve the proposed Agenda. The Board unanimously approved the Agenda.

## **VI. Approve Minutes of the September 8, 2009 Board of Directors Meeting**

The Board reviewed the Minutes for the September 8, 2009 Board of Directors Meeting. David Getts made, and Jennifer Chamberlin seconded, a motion to approve the minutes of the September 8, 2009 Annual Board of Directors Meeting. The Board unanimously approved the motion.

## **VII. Review of Third Quarter and Year End Financials**

Ms. Sandler indicated that the reduction in net income reflected in the January through December 2009 Statement of Activities of \$12,058.98 was primarily the result of the Board's decision to lower the cash balance in the bank account to the \$40,000 to \$50,000 range; the total assets currently stand at \$53,082.47. AISA ended 2009 approximately \$7,000 under budget.

#### **VIII. Other Business and Discussion of Transmission/Industry Update**

Ms. Sandler led a discussion of transmission issues and a general industry update, including the Sempra Competitive Retailer CCN docket, the Solar City case, updates regarding California legislation to reopen the market in that state, the BTA Docket, and the APS rate case.

Ms. Sandler also reminded the Board of the necessity of each director executing a Conflict of Interest Statement and Disclosure Statement, which must be filed by May 15<sup>th</sup>, 2010.

Ms. Sandler led a discussion concerning the insurance coverages for the AISA. It was decided that the current Directors and Officers Liability Policy with annual limits of \$3 million, and a \$2,500 deductible, would remain in place at the same limits and deductible for the policy year beginning in March 2010. Ms. Sandler is in the process of investigating the change in premiums for a reduction in limits and/or an increase in deductible for the Errors and Omissions insurance policy, primarily because AISA does not currently contemplate undertaking any scheduling activity in the near future. The current limits are \$3 million annually with a \$2,500 deductible; she will obtain quotes for \$1 million and \$2 million annual limits with a \$5,000 deductible. The Errors and Omissions policy is up for renewal in July 2010.

#### **IX. Notice of Next Board Meeting**

The next Board meeting will be held on May 12, 2010 at 1:30 p.m.

#### **X. Adjourn**

The meeting was adjourned at approximately 1:45 PM.