

NYISO Management Committee Meeting

September 7, 2005

Consolidated Edison

New York, NY

Draft MINUTES OF THE MEETING

1. Introduction and Meeting Objectives

Larry Dewitt of PACE Energy Project, Chairman, called the meeting to order at 10:04 AM and welcomed the members of the Management Committee ("MC"). Meeting objectives are to act on the August 1, 2005 minutes, selection of 2005-2006 MC Vice Chair and to vote on Proposed Local Black Start Program Revisions. A point of order was requested by Jim D'Andrea for a roll call during any voting that should occur today, so that his vote is recorded as an abstention if he is not available at the time of the vote. It was subsequently clarified that according to the bylaws, a member who is in attendance but does not exercise their vote, is by default considered to have abstained. Therefore a roll call vote is not necessary to address Mr. D'Andrea's concern. Mr. Dewitt presented background information and a straw proposal on filling a Board vacancy, as Chairman Bill Boston has announced that he will be leaving his position on the Board in April. Paul Gioia proposed that the Bylaws Sub-Committee take up the issue and propose a process for the MC to assist the NYISO Board of Directors in selecting the replacement candidate.

2. Approval of the Minutes

Motion #1:

*Motion to approve the Minutes of August 1, 2005 MC teleconference meeting.
(Motion Passed unanimously.)*

3. Presentation of Candidates for Position of MC Vice Chair

Matthew Picardi of Coral Power was presented as a candidate for the position of MC Vice Chair. Howard Fromer of PSEG moved and Doreen Saia of Mirant seconded the motion for Mr. Picardi to be elected as the MC Vice Chair. The motion passed and Mr. Picardi will fill the Vice Chair position for December 2005 through November 2006. Jerry Ancona, the current Vice Chair will assume the position of Management Committee Chairman beginning December 2005.

(Mr. Picardi was elected MC Vice Chairperson by ballot with 100% affirmative votes)

4. Presidents Report

Mark Lynch, President and CEO, of the NYISO presented the President's Report. In addition to the Market Performance Highlights, he provided an update on the Pricing and Billing Process, TCC Audit, Reliability Needs Assessment and the NYISO Organizational Redesign.

Market Performance Highlights

Uplift has increased due to Thunderstorm Alerts, and LBMP's are above average due to higher fuel costs. Mr. Lynch reported that Market Monitoring has been watching the recent price trends and no market manipulation has been observed. Mr. Fromer inquired about the Cross Sound Cable and a divergence between the NYISO and ISO-NE view of prices at that interface. In addition, Mr. Fromer expressed concerns about the increase in In-city Day-Ahead energy mitigation and requested an explanation of the causes. Mr. Lynch stated that the NYISO will take both questions back to Market Monitoring and will report back to the MC with an answer.

Pricing and Billing Process

Mr. Lynch reviewed the current status of activities at the Billing and Price Correction Task Force (BPCTF) and reported that a high level internal task force had been created to support the resolution of these issues. The Price Error Elimination Team will identify the causes of price anomalies and will be responsible for providing weekly progress reports to the CEO and regular updates to Market Participants.

Reliability Needs Assessment

Mr. Lynch reviewed the schedule for Issuance of the Reliability Needs Assessment Report that is a part of the Comprehensive Reliability Planning Process.

NYISO Organizational Changes

Mr. Lynch summarized the organizational and personnel changes that recently have occurred at the NYISO and noted that the structure is subject to change as needed going forward. Howard Fromer asked if these changes would impact the 2006 budget. Mr. Lynch commented that the reorganization was not cost driven, rather its primary purpose is to improve overall organizational efficiency by properly aligning the various functions, reducing touch points and removing internal barriers.

5. Billing Update

Charles Garber, NYISO CFO, presented an update on the progress of final bill closeout issue resolution, invoices closed out to date and the current final bill closeout schedule. He added that the current schedule as provided to MPs in the meeting materials calls for closeouts to proceed at a rate of five closeouts per

month. Under this schedule, which assumes timely resolution of the remaining issues impacting final bill closeout (including timely FERC approval of a waiver request related to Regulation Penalty Forgiveness due to the PLU issue and timely resolution of the Black Start Issue), the NYISO anticipates that the closeouts will be caught up in less than 10 months with the closeout of Batch 13 on July 7, 2006.

Ray Kinney inquired about adjustments that had been made recently on a bill for periods that previously had been closed out (November 1999 – February 2000) and asked the NYISO to explain the tariff authority under which these adjustments can be made. Mr. Garber stated the NYISO would investigate Mr. Kinney's concerns and advise.

As part of the billing update, Mr. Garber reviewed the NYISO Customer Settlements organization's process controls, including data integrity checks, data correction procedures, shadow settlements, reasonability analyses, invoice-level adjustment controls and final checks employed to provide Market Participants reasonable assurance that their bills are accurate and complete.

6. Lean Six Sigma Update

Wayne Bailey of the NYISO presented a status report on the NYISO's Lean Six Sigma initiative and explained that it is a tool for NYISO management to drive NYISO toward excellence in execution. Mr. Bailey's presentation included a list of proposed Six Sigma projects. Glenn Haake asked about the price correction project entry in the report and Mr. Bailey explained that that effort would seek to ensure that price corrections will occur within the 5-day correction window.

7. Proposed Local Black Start Program Revision

Gina Fedele of Hunton and Williams presented proposed revisions to the Black Start program. Ms. Fedele reviewed the issue's background and the current program. The new proposal establishes verifiable testing procedures and an annual compensation plan that is based on equipment type and interconnection level. The presentation described Con Ed's specific provisions for the program, and compensation to generators in Con Ed's Transmission District. Black Start discussions are underway regarding terms and conditions of service and compensation in the Orange and Rockland and Central Hudson districts. The next steps are to approve tariff amendments for the ConEd district so that they may be submitted to FERC as soon as possible. It is also the NYISO's intention to get a fast track resolution of remaining local system restoration terms and conditions in the hope of filing these additional tariff changes at FERC with those for the Con Ed service territory if possible.

Bill Palazzo asked that the record state that the proposal only covers generating units that are currently providing Black Start service in the Con Edison Transmission District.

~~Ms. Saia commented that due to the lengthy discussions on the New York City issues, Mirant had allowed those generating companies to represent the market in this matter, with the understanding that once the New York City specific concerns had been addressed, all affected generating companies would be brought back in so that a comprehensive solution could go to FERC on this matter. Ms. Saia also asked that the same language accepted by the BIC be included in this motion. Ms. Saia commented that due to the New York City issues raised in the Task Force meetings concerning the number of MWs that qualified In City to provide this service, Mirant had allowed the In City parties to hold separate discussions to resolve these issues with the understanding that once the New York City specific concerns had been addressed, all existing local providers of black start service would be brought back in so that past payment issues would be resolved and a comprehensive set of tariff changes would be submitted to FERC on this matter to address this service on a going forward basis.~~ Neil Butterklee of Consolidated Edison moved the motion and John Watzka of Central Hudson seconded it.

Doreen Saia proposed changes to the motion as a friendly amendment. ~~Ms. Saia commented that the draft tariff language still needed revisions. Ms. Saia commented that the draft tariff language still needed revisions as it could be read to affect other local providers of black start service~~ and instead, the motion should state that the MC is approving the substance and intent of the changes as described in the presentation on this issue.

Howard Fromer proposed, as a friendly amendment, a clarifying statement that the final language will be circulated to all MPs, and reviewed and approved by the chairs and vice chairs of the MC, BIC, and OC before it is filed with FERC.

Kevin Jones of LIPA requested that the minutes reflect that the tariff changes that are being voted on will reflect changes agreed to for in-city and not for future suppliers outside of New York City.

~~Tom Rudebusch of City of Jamestown Board of Public Utility requested that the minutes reflect that the funds to pay generators in Con Edison's transmission district will be collected from entities within that district. Tom Rudebusch for the New York Association of Public Power asked Ms. Fedele to confirm that the funds used to pay generators in Con Edison's transmission district would be collected from entities in that district, and she confirmed that was the proposal.~~

Motion #2:

The Management Committee (MC) approves the filing of tariff amendments which shall address the terms and conditions applicable to existing providers of Black Start and System Restoration Services in the Consolidated Edison Transmission District, as approved in principle by the Business Issues committee at the August 24, 2005 meeting, and which conform in substance and intent to the presentation made to the MC at its September 7th meeting. Final tariff language shall be circulated to all Market Participants for review and unanimously approved by the Chairs and Vice Chairs of the MC, BIC and OC.

(Motion passed by a show of hands with abstentions)

8. New Business

No new business

9. Adjourn

Meeting adjourned at approximately 12:24 PM.

NYISO Management Committee Meeting

September 7, 2005

Con Edison, NYC, NY

MOTIONS FROM THE MEETING

Motion #1:

Motion to approve the Minutes of the August 1, 2005 Special Management Committee Meeting.

(Motion passed unanimously by a show of hands)

Motion #2:

The Management Committee (MC) approves the filing of tariff amendments which shall address the terms and conditions applicable to existing providers of Black Start and System Restoration Services in the Consolidated Edison Transmission District, as approved in principle by the Business Issues Committee at its August 24, 2005 meeting, and which conform in substance and intent to the presentation made to the MC at its September 7th meeting. Final tariff language shall be circulated to all Market Participants for review and unanimously approved by the Chairs and Vice Chairs of the MC, BIC and OC.

(Motion passed by a show of hands with abstentions from Bath Electric, Gas & Water Systems, Lake Placid Village, Municipal Commission of Boonville, Plattsburgh Municipal Lighting Dept, Village of Arcade, Village of Fairport, Village of Solvay, Village of Westfield, NYPA, Mirant, Calpine, Alcoa/Reynolds Metals Company, Helmsley-Spear Inc, IBM Corporation, Occidental Chemical Corp., Praxair Inc., Xerox Corporation, Indeck, Fortistar/Lockport Energy Associates, L.P., Keyspan Ravenswood, NYSEG.)

* The Management Committee elected Matthew Picardi, of Coral Power, to fill the Vice Chair position for December 2005 through November 2006. Jerry Ancona, the current Vice Chair will assume the position of Management Committee Chairman beginning December 2005.

(Mr. Picardi was elected MC Vice Chairperson by ballot with 100 % affirmative votes)

New York Independent System Operator - Committee Membership

Management Committee - Attendance September 7, 2005 - NYC - Parties Checked in Attendance

Organization	Sector	Representative	Alternate1	Alternate2	Alternate3	Alternate4	Alternate5	Proxy	Guest
NYS Energy Research & Develop. Auth.	End Use - Gov. Agency/Aggr.	Paul DeCotis	David Coup	Erin Hogan	Chris Hall	John Spath			
The City of New York	End Use - Gov. Agency/Aggr.	Michael Delaney	Gil Quiniones	Thomas Simpson	Jonathan Wallach	Tim Daniels			
Alcoa/Reynolds Metals Company	End Use - Large Consumer	Robert Loughney	✓ Michael Mager	Morgan Parke					
Helmsley-Spear Inc.	End Use - Large Consumer	David Bomke	George Diamantopoulos	Edward Strauss	✓ Herb Rose				
IBM Corporation	End Use - Large Consumer	Robert Loughney	✓ Michael Mager	Morgan Parke					
Occidental Chemical Corp.	End Use - Large Consumer	Robert Loughney	✓ Michael Mager	Morgan Parke					
Praxair Inc.	End Use - Large Consumer	Robert Loughney	✓ Michael Mager	Morgan Parke					
Xerox Corporation	End Use - Large Consumer	Robert Loughney	✓ Michael Mager	Morgan Parke					
Metropolitan Transportation Authority	End Use - Large Cons. Gov.	Jesse Samberg	Gary Caplan	Walter McCarroll					
American Sugar Refining, Inc.	End Use - Small Consumer	John Gebhard	Quintin George	Catherine Luthin	✓ John Dowling	Jennifer Kearney			
Association for Energy Affordability, Inc.	End Use - Small Consumer	David Hepinstall	✓ Larry DeWitt						
Beth Israel Health Care System	End Use - Small Consumer	Catherine Luthin	✓ John Dowling	Jennifer Kearney	✓ Tariq Niazi	Doug Elfner			
Building and Realty Institute	End Use - Small Consumer	✓ Herb Rose	Judith Mondre	Ted Lee	✓ Tariq Niazi				
Columbia University	End Use - Small Consumer	Catherine Luthin	✓ John Dowling	Jennifer Kearney	✓ Tariq Niazi	Doug Elfner			
Mount Sinai Medical Center	End Use - Small Consumer	Catherine Luthin	✓ John Dowling	Jennifer Kearney	✓ Tariq Niazi	Doug Elfner			
New York Presbyterian Hospital	End Use - Small Consumer	Catherine Luthin	✓ John Dowling	Jennifer Kearney	✓ Tariq Niazi	Doug Elfner			
New York University	End Use - Small Consumer	Catherine Luthin	✓ John Dowling	Jennifer Kearney	✓ Tariq Niazi	Doug Elfner			
NY State Consumer Protection Board	End Use - State Agency	✓ Tariq Niazi	Doug Elfner						
AES NY	Generation Owners	Christopher Wentlent	Rick Santoroski	Charles Sjoberg					
American National Power, Inc.	Generation Owners	Dorothy Capra	Bill Henson						
Astoria Energy LLC	Generation Owners	Joseph Swift	Leonard Singer						
Calpine	Generation Owners	Thomas Kaslow	Tracee Bersani	✓ Richard Felak					
East Coast Power Linden Holding LLC	Generation Owners	Thomas Hoatson	Robert Licato	Kathy Benini					
Edison Mission Marketing & Trading	Generation Owners	✓ William Roberts	✓ Jeffrey Ellis	Peter Brown	Rich Mooney				
Entergy Nuclear Northeast	Generation Owners	✓ Marc Potkin	Angelo Vai	Ron Mackowiak					
Indeck Energy Services	Generation Owners	Mike Ferguson	John Schrage	✓ Mark Younger					
KeySpan Ravenswood, LLC	Generation Owners	Jim Brennan	Rich Hohliman	Joe Vignola	✓ Jim D'Andrea	Madison Milhous	Rich Rapp		
Mirant New York, Inc.	Generation Owners	James Mayhew	✓ Doreen Saia	Vicki Lynch					
Orion Power New York	Generation Owners	✓ Liam Baker	Bill Berg						
Selkirk Cogen Partners, L.P.	Generation Owners	Tim Biittig	Steve Kampilla						
Sithe Energies, Inc.	Generation Owners	Scott Silverstein	Joe Klimaszewski	Jim Verna					
TransCanada Power Marketing	Generation Owners	William Taylor	Elaine Beaudry						
Advantage Energy, Inc.	Other Suppliers	Kyle Storie							
Amerada Hess Corporation	Other Suppliers	Hemant Jain	Kevin Laguardia	Bias Hernandez	George Braulke				
Brascan Energy Marketing Inc.	Other Suppliers	Robert Ricketts	Daniel Whyte						
Cinergy Capital and Trading	Other Suppliers	Jason Barker	Walt Yeager						
Con Edison Energy	Other Suppliers	Ken Bekman	Ivan Kimball						
Con Edison Solutions	Other Suppliers	Ken Bekman	Stephen Wemple						
Conectiv	Other Suppliers	Bill Fehr	John Foreman						
Constellation New Energy Inc.	Other Suppliers	Peter Duprey	Carrie CullenHitt	Sara O'Neill	Susan Chamberlin				
Constellation Power Source	Other Suppliers	Daniel Allegretti	Glen McCartney	Mary Lynch	Carrie CullenHitt				
Coral Power, LLC	Other Suppliers	✓ Matt Picardi	Marc Overdyk	Dave French					
DC Energy	Other Suppliers	✓ Bruce Bleiweis	Dean Wilde	Andrew Stevens					
Dominion Energy Marketing, Inc.	Other Suppliers	Wes Walker	Lou Oberski	Michael Bekker					
Duke Energy North America, LLC	Other Suppliers	Stacy Dimou	Del Disher						
Dynergy	Other Suppliers	✓ Barry Huddleston	Jason Cox	Kevin White					
ECONergy	Other Suppliers	Saul Horowitz	Tom Halleran						
Epic Merchant Energy	Other Suppliers	Mike Kinsey	✓ Erik Abend	Wade Sullivan					
Exelon Generation - Power Team	Other Suppliers	Scott Silverstein	Joe Klimaszewski	Jim Verna					
Fortistar/Lockport Energy Associates, L.P.	Other Suppliers	Roger Kelley	Tom Gesicki	✓ Mark Younger	✓ Glenn Haake				
FPL Energy	Other Suppliers	✓ David Applebaum	Fernando DaSilva	Ron Scheirer					
Galt Power	Other Suppliers	✓ Rick Mancini	Stephen Fernands						
HQ Energy Services	Other Suppliers	✓ Michel Prevost	Paul Norris	Erik Bellavance					
KeySpan Energy Services	Other Suppliers	Terrence Kain	✓ Jim D'Andrea	Edwin Kichline	James Cross	John Vaughn			
Morgan Stanley Capital Group	Other Suppliers	Patrick Murray	Karen Kochonies	Levon Kazarian	Doron Ezickson	Nikolai Markarian			
NRG Power Marketing	Other Suppliers	✓ Tim Foxen	Katie Sullivan	Peter Chamberlain					
NU / Select Energy	Other Suppliers	Gunnar Jorgensen	✓ Jim Scheiderich						
Ontario Power Generation Inc.	Other Suppliers	Barry Green	✓ Dave Barr	Ken Lacivita	Scott McArthur	David Barr	✓ Glenn Haake		
PPM Energy	Other Suppliers	Donald Winslow	Murray O'Neil						
PP&L Energy Plus	Other Suppliers	✓ Tom Hyzinski	John Brodbeck	✓ Joseph Langan	Sharon Weber				
PSEG Energy Resources & Trade	Other Suppliers	✓ Howard Fromer	Michael LaFalce						

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Organization	Sector	Representative	Alternate1	Alternate2	Alternate3	Alternate4	Alternate5	Proxy	Guest
Reliant Energy Services, Inc.	Other Suppliers	✓ Liam Baker	Mark Sudbey	John Orr					
Sempra Energy Trading	Other Suppliers	Dan Staines	Maria Agovino	Scott Englander	Barry Trayers				
SESCO Enterprises, LLC	Other Suppliers	Mike Schubiger	Jim Thoresen						
Strategic Energy LLC	Other Suppliers	Francis Pullaro	Michael Swider	Jeffrey Knox	Brian Vayda				
Strategic Power Management, Inc.	Other Suppliers	✓ Mario DiValentino	Thomas Folchi						
TransÉnergie U.S. Ltd.	Other Suppliers	Raymond Coxé	Michael Jacobs						
Williams Power Company	Other Suppliers	David Singer	Mark Lassman	Robert O'Connell					
Long Island Power Authority	Public Power - Authorities	✓ Kevin Jones	Jim Wittine	Dave Clarke					
New York Power Authority	Public Power - Authorities	Robert Hiney	✓ William Palazzo	✓ Kim Byham					
American Wind Energy Association	Public Power - Environmental	Valerie Strauss	✓ Larry DeWitt	Douglas Ward	Mike Jacobs				
Environmental Advocates	Public Power - Environmental	✓ Anne Reynolds	✓ Larry DeWitt						
Nat'l Resources Defense Council	Public Power - Environmental	Dale Bryk	✓ Larry DeWitt						
Pace University	Public Power - Environmental	Edward Smeloff	✓ Larry DeWitt						
Scenic Hudson	Public Power - Environmental	✓ Larry DeWitt							
Bath Electric, Gas & Water Systems	Public Power - Munis & Co-ops	Matthew Benesh	Tim Bush	Jim Hamilton	Ken Moore	Jack Brown		✓ Ken Lotterhos	
City of Jamestown Board of Pub. Util.	Public Power - Munis & Co-ops	✓ David Gustafson	Wally Haase	✓ Tom Rudebusch					
Lake Placid Village	Public Power - Munis & Co-ops	Peter Kroha	Tim Bush					✓ Ken Lotterhos	
Municipal Commission of Boonville	Public Power - Munis & Co-ops	Kenneth Stabb	Tim Bush					✓ Ken Lotterhos	
Plattsburgh Municipal Lighting Dept.	Public Power - Munis & Co-ops	Jack Brown	Tim Bush					✓ Ken Lotterhos	
Village of Arcade	Public Power - Munis & Co-ops	Larry Kilburn	Tim Bush					✓ Ken Lotterhos	
Village of Fairport	Public Power - Munis & Co-ops	Ken Moore	Tim Bush	✓ Paul Pallas				✓ Ken Lotterhos	
Village of Freeport	Public Power - Munis & Co-ops	Hubert Bianco	Anthony Fiore	✓ Tom Rudebusch					
Village of Rockville Centre	Public Power - Munis & Co-ops	✓ Paul Pallas	Jim Hamilton	Matthew Benesh	Jim Hamilton	Jack Brown	Ken Moore	✓ Tom Rudebusch	
Village of Solvay	Public Power - Munis & Co-ops	Anthony Modafferi	Tim Bush					✓ Ken Lotterhos	
Village of Westfield	Public Power - Munis & Co-ops	Jim Hamilton	Tim Bush	Matthew Benesh	Jack Brown	Ken Moore		✓ Ken Lotterhos	
Central Hudson Gas & Electric	Transmission Owners	Charles Freni	✓ John Watzka						
Consolidated Edison	Transmission Owners	✓ Terry Agriss	✓ Stuart Nachmias	✓ Neil Butterklee					
National Grid	Transmission Owners	✓ Jerry Ancona	Wes Yeomans	Janet Gail Besser	Herb Schrayshuen	Bart Franey	Terron Hill		
NY State Electric Gas (NYSEG)	Transmission Owners	✓ Ray Kinney	✓ Patti Caletka	Hank Masti	Cliff Olson	Denis Wickham			
Orange & Rockland, Inc.	Transmission Owners	None Assigned							
Rochester Gas & Electric	Transmission Owners	✓ Ray Kinney	✓ Patti Caletka	Hank Masti	Cliff Olson	Denis Wickham			
Boundless Energy, L.L.C	Non-voting	John Tompkins	Brian Chernack	Chuck Gilbert					
Caitness Energy, L.L.C	Non-voting	Ross Ain	Jack Feinstein						
Cianbro	Non-voting	Chuck Hewitt	John Tompkins						
Customized Energy Solutions	Non-voting	✓ Rick Mancini	Stephen Fernands	Bill Schofield					
Ecogen, L.L.C	Non-voting	Tom Hagner							
Energetix, Inc.	Non-voting	Barney Farnsworth							
Fluent Energy	Non-voting	Michael Mastroianni	David Koplas	Margie Miller					
Hudson River Energy Group	Non-voting	Frank Radigan	Richard Canfield						
Hydro-Quebec TransEnergie	Non-voting	Glenn Sylvaïn	Mario Boucher						
NYS Department of Public Service	Non-voting	Penny Rubin	✓ Rajendra Addepalli						
Stealth Energy	Non-voting	Gad Cohen							
The Structure Group	Non-voting	Bob Furry	Alex Lago						
Tom Halleran	Non-voting	Tom Halleran							
William P. Short	Non-voting	William Short	Marc Schaefer	Joe DeVito	John Brodbeck	Ron Matlock	Paul Savage	Roberto Denis	
zNew Member	Non-voting								
zNew Member	Non-voting								
zNew Member	Non-voting								
zNew Member	Non-voting								
zNew Member	Non-voting								
zNew Member	Non-voting								
zNew Member	Non-voting								
zNew Member	Non-voting	None Assigned							

NYISO and Hunton & Williams Members in Attendance:

- ✓ Ira Freilicher Hunton & Williams
- Kevin Jones Hunton & Williams
- James Schmidt Hunton & Williams
- ✓ Rob Fernandez NYISO
- ✓ Mark Lynch NYISO
- ✓ John Buechler NYISO

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Organization	Sector	Representative	Alternate1	Alternate2	Alternate3	Alternate4	Alternate5	Proxy	Guest
✓ Garry Brown	NYISO								
✓ Brad Kranz	NYISO								
✓ Jacquie Ponds	NYISO								
✓ Elaine Robinson	NYISO								
✓ Wayne Bailey	NYISO								
✓ Leigh Bullock	NYISO								
✓ Ray Stalter	NYISO								
✓ Mike Jaeger	NYISO								
✓ Dave Anders	PJM								
✓ Bryon Koskela	PJM								
Frank Francis	NYISO								
John Cutting	NYISO								
Jane Lathrop	NYISO								
Ernie Cardone	NYISO								
John Charlton	NYISO								
Kathy Whitaker	NYISO								
Andrew Hartshorn	NYISO/LECG								
Belinda Thornton	NYISO								

Key:

✓ = In attendance