

MATTHEW J. PICARDI

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PROFESSIONAL EXPERIENCE

Shell Trading Gas and Power Company

General Manager – Regulatory Affairs, December 2, 2002 to Present

Advise commercial teams that market and trade natural gas and power in the Northeast United States and Canada on regulatory and ISO/RTO developments and represent Shell Trading's power marketing affiliate, Coral Power, L.L.C. in stakeholder processes and regulatory proceedings.

- Participate on various committees for New York Independent System Operator (NYISO), PJM Interconnection, L.L.C., and ISO-New England and supervise stakeholder activity with the Midwest ISO and Independent Electricity System Operator of Ontario, Canada. Coordinate Shell Trading's efforts to cover meetings with internal and external resources and identify issues that will impact Shell Trading's interests and develop strategies for protecting its interests.

- Manage Shell Trading's participation in proceedings before the Federal Energy Regulatory Commission and state utility commissions and Canadian energy agencies to promote continued development of efficient energy markets. Activity involves identifying and working with trade organizations or ad hoc coalitions to share resources and enhance advocacy efforts.

- Help structure long-term electricity and natural gas transactions with generator and energy service company counter-parties to ensure compliance with regulatory and ISO/RTO requirements, including reviewing and negotiating relevant provisions of transactional documents.

- Retain and manage outside counsel and/or technical experts, as needed, for rulemaking or administrative proceedings before regulatory agencies.

Dynegy, Inc.

Senior Director and Regulatory Counsel, September 1, 2000 to November 30, 2002

Managed Dynegy's regulatory affairs function for the Northeast, United States, including coordinating strategies for ISO stakeholder processes and regulatory advocacy and represented Dynegy before relevant state and federal agencies.

- Participated on many of the NYISO committees and served as Chair of the ICAP Working Group. Led Dynegy's participation in an arbitration with NYISO that resulted

in a favorable award for Dynegy. Advised power traders of proposed market design or rule changes by NYISO and worked with traders and origination personnel to assess the impact of the changes on their positions and forward markets.

- Assisted asset management group in developing strategies for and negotiating favorable resolutions to issues arising with counter-parties under asset acquisition and natural gas and power asset management and supply agreements.

- Member of Dynegy's closing team for the acquisition of the Roseton and Danskammer power plants. Also assisted Dynegy in its due diligence efforts for several power plant acquisition opportunities in the Northeast.

Niagara Mohawk Energy, Inc.

General Counsel and Secretary, June 1, 1996 to September 16, 2000

Part of a management team that built a successful energy marketing enterprise and managed the legal and regulatory services and the corporate governance function for the unregulated subsidiaries of Niagara Mohawk Holdings, Inc.

- Established contract standards for energy marketing and trading and energy services businesses and completed master agreements with many of the firm's counter-parties. Negotiated and drafted transactions using the ISDA Master Agreements and credit support documentation, the EEI standard contract for power transactions and served on the firm's risk management committee. Supervised a five person staff of attorneys and contract administration personnel and retained and managed outside counsel.

- Participated in the development of the EEI standard contract.

- Develop innovative supply contracts with energy service companies entering the New York markets.

- Responsible for regulatory advocacy and compliance before FERC and state regulatory authorities. Monitored and participated in FERC proceedings related to the operation of the NYISO, ISO-New England and PJM.

Niagara Mohawk Power Corporation

September 1985 to June 1996

Advanced within Law Department to the position of Managing Counsel in November 1992. Practice focused on corporate law, negotiating and drafting commercial transactions and utility regulation.

- Represented Niagara Mohawk in rulemakings and administrative proceedings before FERC and the New York State Public Service Commission. Duties included drafting testimony and briefs, cross-examination of opposing witnesses, case negotiation and preparation of rate filing applications. Obtained favorable decisions and settlements

in retail and transmission rate cases, including rate recovery of expense associated with PURPA contracts.

- Negotiated and drafted several buy-out agreements with Independent Power Producers that had contracts based on New York State's six-cent law and rules implementing PURPA.

- Lead attorney for Niagara Mohawk's research and development program. Drafted and negotiated contracts for the research, development and commercialization of new technologies related to the energy industry. Acted as counsel to NITECH, Inc., a spin-off that sold advanced electric line monitoring equipment.

PROFESSIONAL ORGANIZATIONS

Former Chair of the Executive Committee of the National Energy Marketers Association, a Washington, D.C. based trade association promoting laws, rules and regulations that advance competition in electricity and natural gas markets. Member of the Federal Energy Bar Association and New York State Bar Association

EDUCATION

Syracuse University College of Law, JD 1985

Hobart College, BA in Economics and Political Science 1982

BAR ADMISSIONS

United States District Court for the Northern District of New York (1989); New York State Bar (1986)

SELECTED PUBLICATIONS AND SPEAKING ENGAGEMENTS

Presented paper to Edison Electric Institute Legal Committee in 1996 entitled, "Royalty Payments For Unregulated Affiliates - A Regulatory Tool That Will Frustrate Efficient Competition" and authored an article appearing in the October 2000 Edition of Harts Energy Markets entitled, "Defining The End State For Deregulation".

Presentation to 2005 Eastern RTO/ISO Conference entitled, "Interregional Transactions – A Marketer's Perspective".

Matthew J. Picardi
Response To NYISO Questions
For Management Committee
Vice Chairperson Position

1. Please describe all experience you have had in Chairing groups of diverse interests, with a list of such groups.

I served as Vice Chair and Chair of the Executive Committee of the National Energy Marketers Association (NEM). NEM started as a group of wholesale marketers and traders of energy and grew to include retail suppliers and energy technology companies. It also included firms that were utility affiliates and ones that were not affiliates. The organization developed position papers and participated in regulatory proceedings to advance policies and rules that promoted competition. Reaching consensus on priorities for the organization, including the allocation of limited resources and on positions the organization would take was a challenge at times.

In addition, I served as Chair of the NYISO's ICAP Working Group when the demand curve was first proposed. We debated the concept and the specifics of the demand curve proposal. At times the discussions were spirited, but always professional.

I also served as Corporate Secretary for Niagara Mohawk Energy (Niagara Mohawk's unregulated affiliate). While this was not a Chair position, it offered relevant experience. I worked with the Chairman of the Board to develop agendas and presentations for Board meetings, had to ensure that appropriate items were brought to the Board's attention in a timely fashion, and that the meetings were held in accordance with the Company's By-Laws.

2. Please describe the support of your organization for your assuming the position of Vice-Chair person, and describe your ability to make the necessary time commitment.

Shell Trading, through its affiliates like Coral Power, has steadily grown its business in New York. Shell Trading has always been interested in following key NYISO committee activity. However, its growth has engendered a desire to increase our involvement. Also, Shell Trading encourages its employees to take on leadership roles in areas where it is consistent with our commercial activity. This position would fit this role for me.

Even though I am responsible for covering several markets, since I started with Shell, we have brought on additional support for coverage of Canadian and MISO issues and we have developed an internal process for managing our participation in ISO stakeholder meetings based on priorities and assistance from commercial groups. This will allow me to meet the necessary time

commitments. Also, I usually attend Management Committee meetings so the incremental effort should not be significant. Finally, being based in Albany, there may be some logistical advantages if meetings with NYISO Staff are required.

3. Please describe any training or experience you have had in mediation, ADR or consensus building.

I have participated in several mediation and ADR processes during the course of my career, including the meetings at FERC that attempted to combine the Northeast RTO/ISOs. Shell Trading also participates in many trade organizations and ad hoc coalitions. I have been involved with ones in the United States and Canada, where the parties have to build a consensus position to present a unified position or policy statement to a regulator or government official or ISO/RTO. For example, when the new government in Ontario was reconsidering the role of competitive energy markets in its energy policy reforms, a group of generators, and wholesale and retail marketers had to compromise on the presentation of certain issues given the potential directions the new government could have taken its reforms.

4. Please describe briefly why you would like this job.

I have been relatively active in the NYISO's stakeholder processes for approximately five years. As a long time participant, I feel it is important to contribute to the management of the stakeholder process as other market participants have done, especially if your organization is fairly active in the NYISO markets. Also, my organization has a fairly diverse portfolio in the NYISO administered markets so we have a sense of the challenges many of the market participants face.

More importantly, NYISO is at an interesting stage of its development. It has the most sophisticated market rules and systems in place for the administration of its markets of any of the ISO/RTOs that I cover, yet it continues to struggle with implementation issues. As Vice-Chair, and eventually Chair, one of my goals would be to work with NYISO and market participants to balance system and market design improvements with consistency and improved performance. The need to do this is not news to anyone actively involved with NYISO, but my perspective, as a result of experience with other markets, will be helpful.

5. Please describe briefly your organizations actual and/or potential business interest in the Northeast and New York State, including the sector in which your organization participates for the purposes of NYISO governance.

Shell Trading, through Coral Power, is in the Other Suppliers Sector. Shell Trading is extensively involved with the marketing and trading of natural gas

in the Northeast and Canada, as one of the largest natural gas suppliers in North America. It also controls some generation in the Northeast, including New York through tolling arrangements. The largest of these arrangements involve long-term contracts in Ontario, Canada and Virginia.

Shell Trading has established a 25-person marketing and trading office for power in the Northeast in Syracuse, New York. The organization has also developed relationships with energy service companies to supply them with their energy requirements and manage NYISO scheduling activity. The Company is also considering doing some direct retail sales in New York. The Company's generator and energy service company transactions are not unique to New York. They exist in many places through-out North America.