

NYISO Management Committee Meeting

February 2, 2005

Crown Plaza, Albany, NY

10:00 a.m. – 3 p.m.

Draft MINUTES OF THE MEETING

1. Introductions, Meeting Objectives & Chairman's Report

Chris Wentlent of AES, Chairman, called the meeting to order at 10:00 AM and welcomed the members of the Management Committee ("MC"). The meeting objectives are to:

- Act on January 5, 2005 Minutes
- Act on Final Bill Invoice for Batch 2 months
- Act on Proposed Revisions to ELR/CLR Process
- Act on GRT Tariff Language
- Act on Amendment of Sales Tax Provision
- Act on Proposed Revisions to NYISO Virtual Bidding Credit Policy

Mr. Wentlent commented on the meeting objectives and changes to the agenda. He noted that the 2/7/2005 date for the final bill invoice has been canceled and a new date will be issued. He also noted that item ten (10), Attachment L and Attachment M have been removed from the agenda.

2. Approval of the Minutes

Motion #1:

Motion to approve the Minutes from the January 5, 2005 MC meeting.

(Motion passed unanimously by show of hands with abstentions and comments incorporated by Tim Bush)

3. President's Report

William Museler of the NYISO welcomed the Members of the MC.

- **Market Performance Highlight**

Mr. Museler noted that the average cost per Megawatt hour increased in January to \$80 from a cost of \$66.61 in December of 2004. The increase was driven primarily by the increase in fuel cost. There was also an increase in the DAM Regulation prices.

- **FERC/Board Meeting Agenda**

The FERC has scheduled a meeting with the boards of directors of all the ISOs and RTOs to discuss the governance of RTOs and ISOs, Reliability, and the Regional State Committees. The FERC will also discuss the various new functional groups and their responsibilities. The meeting is scheduled for March 10th. A report of the meeting will be given at the following Management Committee meeting.

- **CEO Search Update**

Several candidates were re-interviewed for the CEO's position. Mr. Museler stated that the board could potentially make a decision within the next couple of weeks on a successful candidate. Mr. Museler also mentioned a provision in the NYISO's agreement for consultation with the Management Committee before a final decision is made on the selection of a new President. However, due to confidentiality agreement, Mr. Museler has proposed that a sub group of the MC consisting of the Chairs and Co-chairs of the MC, the Operating Committee ("OC"), the Business Issues Committee (BIC) and additional one or two members to provide feedback on the preferred candidate prior to finalization. MC to provide feedback on Mr. Museler's proposal when meeting is reconvened after lunch.

Paul Gioia of LeBoeuf Lamb Greene & MacRae LLP suggested an alternate proposal. Mr. Gioia proposes to have an executive session at the next MC meeting or sooner to discuss the selection of the new CEO. Mr. Gioia further suggested that members wishing to participate in the meeting will have to be there in person to maintain the confidentiality agreement. The proposal also suggested that members be allowed to submit written feedback on the candidate. This would provide a broader consultation across all sectors.

Mr. Museler agreed to take Mr. Gioia's proposal into consideration.

Mr. Museler thanked everyone for their participation in the parallel operation. He noted that MPs participation was very helpful in successfully deploying SMD2.

The persistent dragging report will be provided by David Patton for distribution to the MC no later than Monday, February 7.

AMP

Mr. Museler reported that the problem that triggered the unintentional mitigation in the Legacy System was corrected in the SMD2 system. Suppliers that were unintentionally mitigated would be made whole through the billing adjustment process.

Mark Younger of Slater Consulting inquired about the rationale of having a test of the bid production cost guaranteed in the AMP if the test is not consistent with the tariff.

Mr. Museler suggested that this item should be addressed at the appropriate committee.

Kevin Jones of Navigant Consulting for LIPA "inquired about the time line for notifying parties of the which specific hours for which they were mitigated incorrectly due to the software error"~~inquired about the notification timeline for folks that were mitigated.~~

In an answer provided by the Market Monitoring Unit ("MMU"), Market Participants affected by the AMP were told they would be notified on 02/9/2005.

Howard Fromer of PSEG asked if the NYISO is confident that the Market clearing prices were not affected by the mitigation?

Mr. Museler responded that the prices were impacted minimally, if at all.

Doreen Saia of Mirant requested that the NYISO provide a more detailed analysis at the next Working Group meeting of the impact on energy prices for the days and hours in question.

Mr. Museler agreed that additional information would be provided at the next Working Group meeting.

TCC Issue

Mr. Museler stated that some of the TCC issues were discovered during the original TCC settlements calculation and additional issues were discovered as part of the NYISO's database reviews. The main issues revolved around the formula used in the distribution of TCCs auction revenues and day ahead congestion balancing payments. He noted that he believes the issues do not cause revenue shortfalls but they will affect the distribution between the Transmission Owners ("TO") and not the other TCC holders. Mr. Museler reiterated that the NYISO will not issue any final bill invoices until this issue is resolved.

Mr. Gioia requested confirmation from Mr. Museler on the following:

- That the invoices for final close outs will not be issued until he is satisfied that the NYISO has uncovered all the errors and that they have been corrected.

- That the problem has been uncovered and fixed and the Market Participants will be consulted.

Mr. Museler responded "Yes" to the above questions by Mr. Gioia.

Mr. Gioia also requested that the minutes reflect his questions.

Tim Bush requested that the minutes reflect the request he made at the previous MC meeting that any issues surrounding the imposition of sales tax on NYISO market participants for retroactive periods, for which the NYS Tax and finance department would look to the NYISO for recovery, be brought to the MC for action.

4. Facilities Update

Mr. Museler stated that the building owners Board of Directors will be meeting on February 4th to approve the sale. Upon approval by the counter party, the NYISO's Board of Directors will vote on the purchase in February.

5. Billing Issues

Charles Garber, Chief Financial Officer ("CFO") of the NYISO re-iterated that the NYISO will not issue a final bill close out until it is certain that the invoice is correct. Mr. Garber extended an invitation to Market Participants to discuss any concerns relating to the invoice.

Mr. Gioia commented that in view of the comments made by Mr. Museler and Mr. Garber which covered the issue of the motion, the TOs requested that the motion be withdrawn.

6. SMD2 Report on Go Live

Rich Dewey encouraged MPs to continue to bid in both systems until Feb. 7 in case there is a need to fall back to the Legacy System. The First SMD2 bill will be available to the market place by Friday, February 4. As a precautionary measure prices will be reserved through the end of the week.

Jim Scheiderich of Select Energy commented on the high prices in some of the RTD intervals and expressed his concern on why RTC was not identifying these issues as intended. Mr. Scheiderich suggested getting this issue into the right committee to initiate a discussion.
~~Jim Scheiderich of Select Energy commented on the high prices in some of the intervals and expressed his concern on why RTC was running with high prices. Mr. Scheiderich suggested getting this issue into the right committee to initiate a discussion.~~

Mr. Dewey responded that the NYISO will be looking at the real time prices with LECG and will be prepared to discuss the analysis of the first week of operations in the appropriate committee.

Howard Fromer asked if a precautionary notice will be sent out daily as part of a standard market notice that will state that all day ahead prices are reserved? Will the NYISO indicate, in the notice, specific problems and specific hours?

Mr. Museler replied that Mr. Fromer's request is reasonable and would be discussed with Market Monitoring.

Michel Prevost of Hydro Quebec asked why the Central East limit was reduced from 2700 MWs to 2500 MWs and if the reduction was an impact of SMD2. Mr. Prevost also asked if the limit will remain at 2500 MWs or will be raised back to 2700 MWs.

Mike Calimano of the NYISO responded that the change was not permanent and the change was possibly due to issues on the system.

7. Proposed revisions to the Energy Limited Resource (ELR) and Capacity Limited Resource (CLR) Processes.

Mollie Lampi of the NYISO presented NYISO's proposed changes to the tariff to reflect how ELR/CLRs are dealt with. She proposed various changes as more thoroughly described in the ELC/CLR presentation which should be incorporated by reference.

Ms. Lampi explained that the proposed tariff modifications would address these inconsistencies.

Motion #2:

The Management Committee approves changes to the tariff, to provide for the following, as is more completely described in the presentation made at the February 2, 2005 Management Committee meeting: Clarify the definition of ELR units and require that they justify their status to the ISO; Substitute the supplemental payment, currently available to ELR units that must revise their DA schedule, with the Day-Ahead Margin Assurance Payment otherwise payable under SMD2; Eliminate special balancing rules for CLR units and require they balance at RT rather than DA prices; and Clarify the definition of Normal Upper Operating Limit. The Management Committee recommends that the Board also approve these changes and authorize a filing with the FERC under Section 205 of the FPA.

(Motion passed unanimously by show of hands with abstentions)

8. Proposed revisions to the NYISO Virtual Bidding Credit Policy

William Roberts of Edison Mission presented the motion to revise the NYISO Virtual Bidding Credit Policy.

Doreen Saia of Mirant asked if it is possible to get the NYISO Board of Directors to sign off on the changes in February to allow prompt filing to the FERC.

Mr. Museler responded that there is no guarantee but that he believes the Board will move as quickly as possible to address the proposal.

Motion #3:

The Management Committee approves the tariff language, as presented and discussed today, February 2, 2005, to allow netting of amounts receivable as an acceptable form of collateral in the Virtual Bidding Market and reduce the number of days of collateral to four days and requests that the Board authorize a filing to the FERC pursuant to Section 205 of the Federal Power Act to amend Attachment W of the Open Access Transmission Tariff and Attachment K of the Services Tariff accordingly.

(Motion passed unanimously by show of hands)

9. Proposal to amend the Sales Tax Provision adopted at the January 5, 2005 MC meeting (was removed from the agenda)

Neil Butterklee of Consolidated Edison stated that the members of the Management Committee have agreed to delay the motion to amend the Sales Tax Provision, based on the issues raised, until March.

10. Gross Receipts Tax Issue/Tariff Language (was removed from the agenda)

Glenn Haake of IPPNY stated the members of the MC have decided to delay the GRT issue, based on the issues raised, until March.

11. New Business

Mr. Haake, of IPPNY, asked about the conference call to discuss the new FERC Electronic Quarterly Report ("EQR") that the NYISO is required to file. Mr. Haake requested additional information on the purpose of this call.

Mr. Ray Stalter of the NYISO agreed to email information concerning the EQR to the MC members.

Mr. Fromer requested that the NYISO provide the MC with the information communicated to FERC on what transpired with AMP activation. Mr. Fromer requested a discussion on this topic at the next scheduled meeting.

Mr. Museler stated that the NYISO has not yet laid out the sequence of events to FERC. The issue will be put on the agenda for the S& P Working Group scheduled for February 15.

12. Adjourn

The meeting was adjourned at approximately 13:30

New York Independent System Operator - Committee Membership

Management Committee - Attendance February 02, 2005- Albany, NY - 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					✓ John Waters	
AES NY	Generation Owners	✓ Christopher Wentlent	Rick Santorski	Charles Sjoberg					
American National Power, Inc.	Generation Owners	Dorothy Capra	Bill Henson						
Astoria Energy LLC	Generation Owners	Greg Banhazi	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				
Energy 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					✓ Glenn Haake	
Selkirk Cogen Partners, L.P.	Generation Owners	Tim Biittig	Steve Kamppila						
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	Blas 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						
Dynegy	Other Suppliers	✓ Alan Foster	Jason Cox	Kevin White					
ECONergy	Other Suppliers	Saul Horowitz	Tom Halleran						
Exelon Generation - Power Team	Other Suppliers	Scott Silverstien	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					
HQ Energy Services	Other Suppliers	✓ Michel Prevost	✓ Paul Norris	Benoit Goyette					
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	Tasos Karatsoreos	Ken Lacivita	Scott McArthur	✓ David Barr	✓ Glenn Haake	✓ Glen McCartney	
PP&L Energy Plus	Other Suppliers	Tom Hyzinski	John Brodbeck	✓ Joseph Langan	Sharon Weber				
PSEG Energy Resources & Trade	Other Suppliers	✓ Howard Fromer	Michael LaFalce						
Reliant Energy Services, Inc.	Other Suppliers	Liam Baker	Bill Berg					✓ Glenn Haake	

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Sempra Energy Trading	Other Suppliers	Dan Staines	Maria Agovino	Scott Englander	Robert Fagan				
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	Dan Duthie	Mario DiValentino						
TransEnergie U.S. Ltd.	Other Suppliers	José Rotger	Michael Jacobs						
Williams Power Company	Other Suppliers	David Singer	Mark Lassman	Robert O'Connell					
Long Island Power Authority	Public Power - Authorities	Jim Parmelee	✓ Kevin Jones	Jim Wittine					
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	✓ Tim Bush	Jim Hamilton	Matthew Benesh	Ken Moore	Jack Brown			
City of Jamestown Board of Pub. Util.	Public Power - Munis & Co-ops	✓ Michael Darroch	David Gustafson	Wally Haase	✓ Tom Rudebusch				
Lake Placid Village	Public Power - Munis & Co-ops	Peter Kroha	✓ Tim Bush						
Municipal Commission of Boonville	Public Power - Munis & Co-ops	Kenneth Stabb	✓ Tim Bush						
Plattsburgh Municipal Lighting Dept.	Public Power - Munis & Co-ops	Jack Brown	✓ Tim Bush	✓ Paul Pallas					
Village of Arcade	Public Power - Munis & Co-ops	Larry Kilburn	✓ Tim Bush						
Village of Fairport	Public Power - Munis & Co-ops	Ken Moore	✓ Tim Bush	✓ Paul Pallas					
Village of Freeport	Public Power - Munis & Co-ops	✓ Hubert Bianco	Anthony Fiore						
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						
Village of Westfield	Public Power - Munis & Co-ops	Jim Hamilton	✓ Tim Bush	✓ Paul Pallas	Matthew Benesh	Jack Brown	Ken Moore		
Central Hudson Gas & Electric	Transmission Owners	Charles Freni	✓ John Watzka						
Consolidated Edison	Transmission Owners	✓ Terry Agriss	Rebecca Craft	✓ 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 Sylvain	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								
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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
- Kathy Robb Hunton & Williams
- James Schmidt Hunton & Williams
- ✓ Rob Fernandez NYISO

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✓ Bill Museler	NYISO								
Chuck King	NYISO								
✓ Mollie Lampi	NYISO								
✓ Carol Murphy	NYISO								
✓ Charles Garber	NYISO								
✓ Belinda Thornton	NYISO								
✓ Andrew Antinori	NYISO								
✓ Leigh Bullock	NYISO								
✓ Ray Stalter	NYISO								
✓ Debbie Eckels	NYISO								
Jim Savitt	NYISO								
Dave Evanoski	NYISO								
Phil Gootee	NYISO								
John Cutting	NYISO								
Jane Lathrop	NYISO								
✓ Ernie Cardone	NYISO								
John Charlton	NYISO								
✓ Kathy Whitaker	NYISO								
Andrew Hartshorn	NYISO/LECG								

Key:

✓ = In attendance