

NOTICE AND AGENDA FOR BY-LAWS SUBCOMMITTEE MEETING 6/30/2003

TO: Members of the By-Laws and Governance Subcommittee
CC: All Members of the Management Committee
FROM: Neil H. Butterklee, Esq., Chair
DATE: 6/19/03
RE: By-Laws & Governance Subcommittee of the Management Committee Meeting, June 30, 2003 at 10:00 a.m.

There will be a meeting of the By-Laws and Governance Subcommittee of the Management Committee on June 30, 2003. The meeting will commence at 10:00 a.m. at the offices of Hunton & Williams LLP, 200 Park Avenue, 31st Floor, New York City, New York. Please be advised that due to security at the Metropolitan Life Building, which houses the offices of Hunton & Williams, you should arrive early in order that the teleconference may begin promptly at 10:00 a.m.

Per the usual practice of the Subcommittee, all members of the NYISO Management Committee are invited to attend the meeting. Please advise Kathy Robb's assistant at Hunton & Williams, Patti Pyun (ph: 212-309-1117 or email: ppyun@hunton.com), whether you will attend the meeting.

Dial-in information is as follows:

Dial-in number: 1-800-869-4335
Conference ID: 174902
Moderator: Kathy Robb

AGENDA

1. Introduction and review of agenda and May 30, 2003 meeting notes.
2. Summary of revisions to the MC By-Laws to be presented at the July Management Committee meeting.
3. Review of draft revisions to the MC By-Laws prepared by Hunton & Williams suggested at the By-Laws Subcommittee's June 11 teleconference.
 - a. Review revised By-Laws language; and
 - b. Review PowerPoint presentation.

4. Discussion of items raised at the June 11 teleconference regarding:
 - a. the definition of “action”; and
 - b. whether Section 13.01 should refer only to unfriendly amendments.
5. Review of draft revisions to the MC By-Laws prepared by Hunton & Williams regarding:
 - a. procedures and timeline for screening, certification and acquisition of voting rights for new Members; and
 - b. the MC Chair’s discretion to cancel an MC meeting when the agenda is light.
6. Additional agenda items:
 - a. The role of Demand Response and distributed Generation in NYISO governance.
 - b. Modification of time to file an appeal from 10 business days to 12 calendar days.
 - c. Whether to allow official meetings of the MC to be held jointly with participant committees of neighboring ISOs and whether to allow such meetings to take place outside of New York State.
 - d. Whether to include in the MC By-Laws a policy statement encouraging the MC Chair to refer tariff issues to the Lower Committees if the issue was not first raised before a Lower Committee.
 - e. The role of the MC with respect to compliance filings.
7. New business, plan next meeting and work assignments.