

NOTICE AND AGENDA

TO: Members of the By-Laws and Governance Subcommittee

CC: All Members of the Management Committee

FROM: Peter W. Brown, Esq., Chair

RE: By-Laws & Governance Subcommittee of the Management Committee Meeting, February 28, 2002 at 10:00 a.m. at the Offices of Hunton & Williams, New York City

There will be a meeting of the By-Laws and Governance Subcommittee of the Management Committee on February 28, 2002. The meeting will commence at 10:00 a.m. at the offices of Hunton & Williams, 200 Park Avenue, 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 to enable us to start the meeting on time.

Per the usual practice of the Subcommittee, all members of the NYISO Management Committee are invited to attend the meeting. Please advise Kathy Robb of Hunton & Williams (ph: 212-309-1128 or email: krobb@hunton.com) whether you will attend the meeting.

AGENDA

1. Review of January 30, 2002 minutes.
2. Materials for Management Committee meetings -- How far in advance of a meeting must the meeting materials be provided?
3. The relationship of standing committees to the Management Committee - Should we advise the Management Committee based on Paul Gioia's report and our discussions at the January 30th meeting?
4. The process for reviewing draft tariff language when the review is not delegated to the Tariff Review Subcommittee.
5. The rules governing compliance filings and stakeholder access.
6. Stakeholder access to all subcommittees, working groups, etc.
7. The ability of the Management Committee to hold a meeting outside of New York State.
8. New business.