

**Railbelt Reliability Council Implementation Committee - Meeting**  
**September 28, 2020**  
**Final Minutes (approved by IC 10/5/2020)**

**1. Roll-call**

The meeting was held via Zoom, was called to order at 1:15 pm, and was chaired by JE.

Primary		Alternate		Organization
Brian Hickey (BH)	Y	Russell Thorton (RT)	n	Chugach Electric Association
John Burns (JB)	Y	Nathan Minnema (NM)	Y1	Golden Valley Electric Association
Rick Baldwin (RB)	Y	Dan Chay (DC)	n	Homer Electric Association
Julie Estey (JE)	Y	Ed Jenkins (EJ)	Y1	Matanuska Electric Association
Jeff Warner (JWR)	Y	Anna Henderson (AH)	n	Anchorage Municipal Light and Power
Dave Burlingame (DB)	Y	Scott Meszaros (SM)	n	City of Seward
Kirk Warren (KW)	Y	Curtis Thayer (CT)	n	Alaska Energy Authority
Jeff Waller (JWL)	Y	Janet Fairchild-Hamilton (JFH)	n	Regulatory Affairs and Public Advocacy
Bob Pickett (BP)	n	Antony Scott (AS)	n	Regulatory Commission of Alaska
Suzanne Settle (SS)	Y	Sam Dennis (SD)	Y	Cook Inlet Regional Inc.
Joel Groves (JG)	n	Mike Craft (MC)	Y	Alaska Environmental Power, LLC
Veri di Suvero (VDS)	Y	Enei Begaye (EB)	n	Alaska Public Interest Research Group
Chris Rose (CR)	Y	Greg Stiegel (GS)	n	Renewable Energy Alaska Project
-	v	-	v	[Unaffiliated Seat]

Y: Attending n: Not attending v: seat is vacant

Y1: NM, EJ joined the meeting approximately 1:45 PM.

Jim Torgerson, Steve Mahoney [SMA] also present for item 4.

11 of 12 voting members are initially present, one ex-officio member is present.

**2. Approval of Agenda**

**MOTION** to add final agenda item to set agenda for next meeting, and approve today's agenda 1SD, 2KW.

**PASSED** with no objections. [11-0-1]

**3. September 21, 2020 Meeting Minutes**

**MOTION** to approve 9/21/2020 meeting minutes. 1VDS, 2MC.

**PASSED** with no objections. [10-0-2, CR abstaining].

**4. Hiring of External Resources (CR/RB/SS)**

CR: Hiring Committee still plans to have recommendations back to IC for 10/5 meeting. Member comments to committee by 10/1 or sooner.

*[EJ, NM joined the meeting. 11 of 12 voting members present.]*

**5. Update on Forming the RRC (JE/SMA)**

1. Articles of Incorporation

IC provided guidance to SMA so he can complete Articles.

i. Corporate name?

**MOTION** to name the corporation the Railbelt Reliability Council, Inc. 1BH, 2KW.

**AMENDED MOTION** to name the corporation the Railbelt Reliability Council, 1BH, 2KW.

**PASSED** with no objections. [11-0-1].

ii. Need at least three incorporators to file articles.

**MOTION** to have all current members of the IC who are eligible to sign to sign as incorporators. 1RB, 2BH.

Discussion: VDS, should have 2<sup>nd</sup> independent seat filled to demonstrate board balance.

SD/RB: One signature per committee seat.

**PASSED** with no objections. [11-0-1].

iii. Need to define a registered agent.

**MOTION** to hire a commercial registered agent to represent the RRC. 1RB, 2DB.

**PASSED** with no objections. [11-0-1].

iv. Member or non-member organization?

**MOTION** that the articles shall state that there are no members. 1SD, 2CR.

**MOTION** to table to next week. 1BH, 2SS.

**TABLED** to next week. [10-0-2, VDS abstaining].

SMA will draft brief narrative about members by Friday 10/2.

## 2. Indemnification Insurance

SMA still waiting on information back from Foraker, no new information yet.

*[SMA left the meeting].*

## 6. Discussion of Replacement of RRC IC Seat

NWPP has vacated its seat.

SD: can IC move forward with a vacated seat? RB: yes, otherwise anyone could sabotage IC by resigning, EJ: yes, IC moved forward while Seward seat was vacant.

Chair directed Selection Committee to meet and present plan to fill vacancy at next meeting. Provide IC notice of the meeting to address BH, DB and JWR process concerns.

## 7. Budget Committee (JG/DB/BH)

DB summarized committee report. Discussion on need for more detail on standing up process, need to delineate contents and timeframe for complete application.

Chair asked Committee to continue work and return with more detail in two weeks (10/12).

## 8. Qualifications Committee (KW/DB/SS)

KW: guidance on QC schedule? QC charge is part of bylaws, follow that lead.

## 9. Committee Management

Education: Send topics to EJ our Education Czar. Topics: reliability standards, bylaws contents. Zoom retention: No action since last meeting, no update.

## 10. Member Comments

JWR: Going forward, AMLP will be focusing on closing our merger with CEA, and not participating in future IC meetings. Merger close is scheduled for 10/30/2020.

No other member comments.

## 11. Next Agenda (10/5/2020).

1. Approve Agenda
2. Approve Minutes
3. Form RRC
  - A. Member / Non-Member Inc.
  - B. Approve Articles of Incorporation
  - C. Indemnification / Insurance
4. Hiring Committee Recommendations on facilitation and legal services.
5. Selection Committee Recommendations on replacing independent member.
6. Education Czar recommendation on first education session.
7. Open AMLP Seat.
8. Bylaws Strategy.

## 12. Adjourn

**MOTION** to adjourn 1CR, 2SD.

**ADJOURNED** at 3:55 PM.

## DEFINITION OF ABBREVIATIONS AND ACRONYMS

All committee members are identified by their initials, as defined in the roll call table.

- 1JE, 2JG. Shorthand designating which committee members proposed and seconded motions.
- [~]: Secretary's commentary provided for clarity / context as appropriate.
- Vote tally shorthand is Y-N-A, yea – nay - absent or abstain.
- IC: Implementation Committee
- MOU: Memorandum of Understanding
- RCA: Regulatory Commission of Alaska
- RRC: Railbelt Reliability Council