

Railbelt Reliability Council Implementation Committee – Meeting

March 7th, 2022

FINAL Minutes

1) Roll-call

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

Primary		Alternate		Organization
Brian Hickey (BH)	Y1	Jeff Warner (JWR)	Y2	Chugach Electric Association
Frank Perkins (FP)	Y	John Burns (JB)	n	Golden Valley Electric Association
Dave Thomas (DT)	Y3	Rick Baldwin (RB)	Y	Homer Electric Association
Julie Estey (JE)	Y	Ed Jenkin (EJ)	Y	Matanuska Electric Association
Lou Florence (LF)	Y4	Shayne Coiley (SC)	n	Doyon Utilities
Dave Burlingame (DB)	Y5	Rob Montgomery (RM)	n	City of Seward
Bryan Carey (BC)	Y	David Lockard (DL)	n	Alaska Energy Authority
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	Alyssa Sappenfield (ASF)	Y	Alaska Public Interest Research Group
Chris Rose (CR)	Y	Greg Stiegel (GS)	Y6	Renewable Energy Alaska Project (REAP)
Paul Morrison (PM)	Y7	Dustin Madden (DM)	n	Large Consumer
Hank Koegel (HK)	Y	David Newman (DN)	Y8	Unaffiliated seat
<i>Jeff Waller (JWL)</i>	Y	<i>James “Jay” Layne (JL)</i>	Y	<i>Regulatory Affairs and Public Advocacy</i>
<i>Bob Pickett (BP)</i>	n	<i>Antony Scott (AS)</i>	n	<i>Regulatory Commission of Alaska</i>

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

Y1: BH left at 4:46 PM. Y4: LF left at 5:00 PM. Y7: PM left at 1:44 PM, rejoined at 1:54 PM, left at 4:53 PM.
 Y2: JWR left at 4:57 PM. Y5: DB left at 4:53 PM. Y8: DN left at 4:50 PM.
 Y3: DT left at 4:53 PM. Y6: GS left at 5:00 PM.

IC Consultant	Y/n	Attendance Notes
Tom Lovas, Energy and Resource Economics (TL)	Y	
Dana Zentz, Fish Bay Consulting (DZ)	n	
David Hilt, Grid Reliability (DH)	n	
Steve Mahoney, Manley & Brautigam (SM)	Y	
Elena Romerdahl, Perkins Coie (ER)	Y	
Bayunt Ollek, Sapere (BO)	Y	
Sebastian Orillac, Sapere (SO)	Y	
Rachel Wilson, Synapse (RW)	n	
Lori-Jo Oswald, Wordsworth (LO)	n	
Rena Miller (RMR)	Y	

13 of 13 voting members are initially present, one ex-officio member is initially present.

2) Approval of IC Agenda

VDS raised point of order about BC replacing Kirk Warren. They wondered if AEA or ExCom contemplated BC abstaining from voting until he comes up to speed. JE replied that since AEA is already a voting member ExCom and JE did not consider a recusal and will trust BC’s judgement on whether he has the information necessary to make a vote.

JWL added that the organizational meeting is next week and Kirk Warren is slated for original directors. He suggested editing the articles to reflect the change to BC.

BC stated he was reaching out to DL about coming up to speed.

MOTION to approve today's agenda, 1VDS, 2PM.

PASSED with no objections. [13-0-0].

3) ExCom Update

a. Clarified RCA application submittal deadline is 3/25

JE explained that ExCom had opportunity to talk to RCA staff and the RCA may not have leeway to accept application late. They recommended turn in the application earlier. ExCom took the recommendation and decided upon a 3/25 application filing date.

b. Application approval meeting – targeting 3/23

Moving up the filing date also requires moving up the final IC approval date. The new approval meeting will be on 3/23. HK added he is unavailable then, DN would take his place for the 3/23 meeting.

SS asked if the current calendar HOLD from 11-9PM on 3/23 was the approval meeting?

Additionally, she saw there was a change to 3/9's meeting to the afternoon, wasn't clear why this happened.

BO clarified that the meeting was moved by a motion at the last IC's meeting from 11 AM to 2 PM.

DB stated he has a conflict this Wednesday morning but if people prefer, he wouldn't mind if the IC meeting was moved back to 11 AM.

VDS asked if this should be discussed in member comments? JE agreed but if there is a motion she would accept it.

No motion was offered.

c. 3/14 Application Workshop

JE explained ExCom is meeting with SM this week to set the first board meeting agenda. She added there will be a social event on Monday evening following the meeting, courtesy of DB in celebration of bringing this application to a close. The actual agenda will consist of adopting things, elections, approvals, and board resolutions.

JE also wanted to do a section turn. Go through the application section by section, but not page by page. If people want to raise certain issues, then we can address those as needed.

4) BudCom

a. ERO Budget

DB shared the latest version of the budget. He highlighted that this is a “best guess” scenario right now. Goal was to find out the big picture and not line by line costs.

DB explained the TAC costs, contractor costs, DB professed he does not know how much to price Public Notice personnel. He continued, describing meeting fees for board meetings and also two major budget drivers in this section are QR fees for IRP and Standards WGs.

DB went onto to describe contracting services, SME’s, office/plant costs

SD commented that based on the numbers, he would assume this translates to roughly 2-3 days per week. In his opinion he thinks that the WG would work with consultants then come back with 45% review, 60% review, etc. But that would be months apart like with the IRP.

DB replied that he has a different concept, that QRs would be actively involved. Different expertise is needed in these situations. He explained that from his experience he wouldn’t expect there would be month long breaks.

LF appreciated the BudCom members for their work putting this together. He thinks the committee has come to right number. Secondly, he believes the group needs to think about QRs more. QRs represent directors, and directors represent stakeholder groups. WGs work with utilities and non-utilities. QR has same role as director in these WGs. Thus, the QR’s role should be more advisory and not be as heavy as DB assumes.

SS wondered if a director should represent a group of stakeholders. She asked RMR for help clarifying her point. RMR explained QRs represent a single stakeholder class, as surmised in bylaws.

[PM left meeting at 1:44 PM, 12 of 13 voting directors present.]

DB added that BudCom is not married to any of these numbers, and they can change depending on people’s opinion. We don’t necessarily need to have final numbers today or even for the application budget. All we can do at this point is best guess.

JWL added that there are no historic costs to base this budget on. This is our best guess; all we need to do is articulate why we think this is our best guess. The numbers will not be right.

[PM joined meeting at 1:54 PM, 13 of 13 voting directors present.]

BH opined that \$10M is about 20% of total revenue of entire Railbelt. This is a very large budget for utilities. There will be plenty of questions about these numbers.

VDS agreed with BH’s comment. Added there was no joy in building this budget, it seems necessary based on our structure. VDS commented these are first year costs, and after this they will go down.

CR added that as pointed out by the Commission, even a small increase in system efficiency of 1.5% would net \$17M in savings. These costs are a way to realize those savings. In his mind these wages

seem very high. If the board would be unified, he would expect the cost to be lower as well. With unified board can share a lot of the QR and SME fees.

SD commented that there are a few questions we need to be prepared for: How costs will be offset? what benefits are expected? We need to have good answers for all those questions.

DB responded to CR, the salaries in the budget are fairly accurate based on SES job openings. Added that there are very few engineers out there looking for a job.

EJ estimated that \$10M is roughly 3% of the total fuel budget for the Railbelt.

LF stated that we could discuss this budget for a long time. He added that the total cost seems correct for him. Based on size of operation and the tasks involved it's a good estimate.

DN pulled everyone's attention to RMR's comment in the chat box on commissioner Scott's quote on this subject, specifically the last two lines. He said:

"because a great deal of value is at stake, the RCA's work is important. For example, Railbelt consumers spent about \$880 million on electrical service in 2018. Also, increasing the efficiency of operations through tighter inter-utility coordination is similar to a tax cut because it puts money in consumer's pockets. Even a two percent increase in efficiency would translate to savings of more than \$17 million per year. He also pointed out that reliable service can be a matter of life and death. Lack of reliability can, at a minimum, involve substantial economic losses."

DN recapped that the numbers referenced above are best guess and are likely to change. But reliability is an important quality in what's being done.

HK thanked BudCom for the work they've done on this. He encouraged everyone to check with each other when hiring SMEs to keep costs to a minimum.

DB commented that within IRP there is an evaluation for efficiency.

BH observed on the above quote, the number \$880M is not exactly reflective of this project and shouldn't be used in a defense of our budget. He added the DN's comments are much more accurate.

JE specified that we need something that the IC can approve on. Asked about next steps?

DB asked what kind of detail is need for the budget. If this is not sufficient it may be time to get other expertise to help finish this out.

TL stated his concern is how the surcharge is implemented initially. He suspected that one issue that first year won't be able to fully implement the surcharge. Additionally, there are provisions to make adjustments throughout the year with regards to the surcharge. We want to make sure we

are collecting money right away. Need to be accurate on money flow for first year when discussing the tariff.

DB added that if we think that we won't staff up for six months, then that needs to be shown in IRP schedule. May need to revise IRP workplan to reflect this direction.

JWL noted that when some utilities do this they come with a basic organizational structure. For our part we need a detailed budget plus a narrative. JWL responded to TL's comments that we could ask for interim rates, that are fully refundable. Two choices then, immediate money based on certification. If we don't get certificated, then the money doesn't need to be given back. Secondly that no hiring gets done until certification is approved. He added that there is a likelihood of public comments, responding to those will require time and money.

BH commented that for interim rates utilities generally don't use at-risk money until it becomes permanent.

EJ added that tariff will be worked on before certification is approved.

TL confirmed that is correct. Suggested, per RMR's chat comments, that work could be done in interim rate.

JE ended comments and suggested building out budget to work into the application.

DB asked what should the assumption be for hiring dates? Wait till certification?

JE replied the maximum wait time granted by statute should be assumed, 180 days.

TL and DB discussed how and when to start the budget when it's not the beginning of the year.

JE added that there will be start-up costs and Year over Year costs (YOY). If there is additional feedback for BudCom, send it to DB as soon as possible.

DB stated he would send out the budget to the group but that he would retain the master copy.

TL added there must be equitable allocation of costs included in the budget as well.

b. Position Descriptions

DB stated he has finished CEO's description and sent out for comments. Finished one of the TAC engineer descriptions but have not looked at any others. Over the next few days those will be addressed. DB stated he can send out the descriptions to the group for review.

JE added that it's possible this may be punted until after the application. Need to clarify exactly what level of detail is needed for application purposes.

RMR asked about the org chart, if all the sections within it should be described? JE determined it will be dealt with post application.

BH wondered how high level the description should be.

RMR clarified that it can be very high level depending on the role. Technical qualifications need to be fully described per regs.

EJ voiced the assumption that narratives for budget accounting is for future filings of the budget and not needed in the RRC application. RMR replied that the regs are unclear about this. But ER should have a better answer.

DB asked if these position descriptions are approved by the RCA, are we not bound by them? RMR replied that in providing the technical qualifications to the RCA we are showing they are able fulfil the roles given to them.

TL commented that the descriptions need more detail than what DB provided.

JE asked BudCom and TarCom to work together on this.

5) Confidential Classification and Access Policy

VDS presented current version of Confidential Classification and Access Policy.

MOTION to approve Confidential Classification and Access Policy. 1VDS, 2DN.

VDS stated they would go over major changes. Added that Lori Jo has not seen this document yet.

VDS detailed that there are three kinds of confidentialities now. Process for classification remains the same.

PM requested clarification on third paragraph on page 5. He wondered if applicant could retrieve document if it's been denied. VDS replied that a determination is either affirmation or denial. RMR explained that the decision can partially deny part of the request. ER stated that is accurate.

BH commented on 4th paragraph, if notice of withdraw is not received in 7 days it will be made public. BH observed that 7 days is very short. VDS replied there was no discussion about bigger times. They added that there is language that says the withdrawal can be made before the 7 days.

MOTION to AMEND change 7 days to 30 days. 1BH, 2DB.

JWL stated there are utilities that people only have 5 days, 7 days is not very extreme considering other alternatives.

RMR gave context that the other concern was time it takes to respond to this request is time you do not have access to this information.

EJ commented that since there is no reference if its calendar or business, he assumed it's calendar day. VDS replied that it will be edited to 5 business days (which would mean 30 business days) on order to conform with other language in the policy.

BH opined that for providers who might not be fully engaged in the process 7 days may be a problem for them.

PM objected

MOTION FAILED by roll call vote [6-7-0] with AEA, CEA, Seward, DU, GVEA, HEA, and Independent voting against.

HK moved for reconsideration after discussion. Commented that 30 business days seems excessive to him.

MOTION for RECONSIDERATION motion passed [13-0-0] (Reconsideration does not need a second per RB)

VDS agreed that 30 business days is cumbersome. Responded that vendors submitting info would be covered by NDA's which is done in a different section. And not under effect of the 7 days after all.

DB agreed with HK, he says 15 business days would be fine.

MOTION to AMEND change 30 business days to 15 business days. 1DB, 2 EJ.

RB supported this amendment.

VDS suggested 10 business days to keep uniformity with the document.

MOTION to AMEND change from 15 business days to 10 business days. 1VDS, 2PM.

PASSED with no objection [13-0-0].

JWR asked, so documents can't be used until a final decision is made? VDS confirmed yes, for documents that are subject to this process. CMEP documents are treated differently.

JWR clarified his point was that if it's under CMEP then its automatically confidential and would not need to go through this process, is this correct?

VDS confirmed this is correct. RMR asked ER for confirmation as well. ER confirmed this to be correct.

PASSED with no objection [13-0-0].

MOTION to AMEND to change first sentence in page 5 paragraph 4 to read "If the RCO denies a petition in whole or in part." The underlined language is added. 1PM, 2CR.

No discussion.

PASSED with no objection [13-0-0].

VDS continued describing the changes to the policy.

No further discussion.

No objection.

PASSED as amended with no objection [13-0-0].

VDS added that there has been discussion on how to name public participation categories. Currently they are “type 1” and “type 2”, but we want to come up with more descriptive names. There will be a proposal submitted to the IC soon to amend the public participation policy to add that language. If people have comments, they should reach out to VDS. Secondly in Bylaws all executive session pieces will be moved over to the Meetings Policy. ER and RMR stated it would be easier to have everything about executive sessions in one place. That language will be at PubSub this week.

JE granted a five-minute recess starting at 3:03.

Meeting resumed at 3:08

6) Final RRC Bylaws - Conference Committee Update

SD asked for confirmation that the motion to approve the bylaws was tabled last IC meeting (3/3).

JE, BO confirmed it was.

MOTION to bring approval of bylaws off table. 1SD, 2BH.

No discussion.

PASSED with no objection [13-0-0].

SD discussed his two priorities, edited language for TAC working groups and edited stakeholder classification table.

SD presented the new language for Directors on TAC working groups. The language stipulates how a director could work on a WG. The second paragraph describes how a director could be removed if they are having undue influence.

MOTION to AMEND bylaws and add language provided by SD [see below]. 1SD, 2BH.

A director may serve on TAC Working Groups with the approval of a majority vote of the Board of Directors. In voting, the Board shall consider the issue of undue amplification and attenuation, as well as the availability of resources, to adequately represent stakeholder interest. A director approved to serve on the working group will do so as the qualified representative for that director's seat.

If 3 or more Qualified Representatives and/or RRC staff on a WG believe the Director is exercising undue influence, they may petition the Board through the WG Manager anonymously if desired, to

have the Director removed from the WG. Upon receiving the petition for removal, a Supermajority vote of the Board is required to retain the Director on the WG.

CR said that he is still concerned as there was compromise language out before. CR acknowledged that he read the statements made at the last meeting by JWR and DB saying that withholding a director from WG participation would impugn on their fundamental right. CR disagreed with that statement since there is nothing prohibiting a technical qualified person from joining, just if they are a director. CR recapped that this is not about prohibiting just anybody on WGs it's about prohibiting directors who have the possibility of exercising undue influence.

CR offered an amendment that would change majority vote to 8 votes. And a paragraph at the end that director who is subject to removal may not vote.

[the following motion and vote happened within discussion on the subsequent motion introduced by CR and 2nded by DN. It has been moved here in the minutes for procedural clarity.]

MOTION to AMEND to change "3 or more" to "1". 1SS, 2CR.

CR reiterated his amendment: "8 board of directors" + "the board member who is the subject of the vote shall recuse themselves from the vote"

SS reiterated her amendment: Changing "3 or more" to "1" and that complaint goes through the board.

SD advised that intent of his language is that WG would take it to the WG manager who would take it to the board/CEO since WG member may not know the CEO.

CR stated that there may be no overt signs of undue influence which means that if there are any signs that should be enough to trigger second paragraph.

HK commented that his concern is that simple personality disputes may be a problem.

DN strongly supported SS's amendment.

No further discussion.

FP, and BH objected.

MOTION FAILED [7-6-0] with AEA, CEA, Seward, DU, GVEA, and HEA voting no.

MOTION to AMEND to change "supermajority" to "8 vote" and add at the end, "The board member who is the subject of the vote shall recuse themselves from the vote" to the last paragraph. 1CR, 2DN.

SS suggested that in second paragraph that if any qualified RRC staff believe that there is undue influence they can reach out to CEO for a vote. Her reasoning was that influence can happen in the open or less in the open. So, you shouldn't need three people to agree with you to make it happen.

SS is concerned about reducing requirement and to remind the group that TAC is independent of the Railbelt, and directors are not independent at all.

DN suggested clarifying the language to “at least 8” so the vote is not exactly 8 votes.

CR agreed with DN’s intent. JE allowed this friendly amendment.

HK stated that he would like to vote on the two amendments proposed by CR separately.

DT advised that anyone can move to split the question.

MOTION to Split the Question. 1HK, 2VDS.

No discussion.

PASSED with no objection. Amendment separated.

Starting with first amendment: “at least 8”.

LF stated that he is not in favor of first motion but rather in favor of first compromise language that was presented previously. LF believes we’ve reached the point of mutual unhappiness in the original language.

DB opined that a WG is comprised of stakeholders, not an independent group like the TAC. Additionally, that it’s not about technical personnel, it’s about representing your interests. TAC will perform technical soundness check. He believes that second paragraph goes too deep. Directors should be allowed to participate without significant barriers.

VDS asked DB if this language (in either form) would be something SES could support. DB replied he can’t answer that without talking with SES people. He would need to talk to RM.

VDS added that the language creates security for other directors to vote directors into a WG. It makes it easier and more accountable on both issues.

BH supported original language of the majority vote.

LF clarified his earlier comments about directors on WGs. Directors have different role so Director’s QR should carry that role for them.

PM stated that his concern is that this provision will be used as measuring stick. If one director gets on, others will also want on. How do you tell some directors they can participate and others they can’t?

CR pointed out that the second paragraph doesn’t state that the directors have to find undue influence. They only need to receive a petition.

BH objected.

MOTION FAILED by roll call vote [5-8-0], with AEP, ANTHC, AKPRIG, CIRI, and REAP voting for.

Now to second amendment "The board member who is the subject of the vote shall recuse themselves from the vote."

DB objected.

MOTION FAILED by roll call vote [7-6-0] AEA, CEA, Seward, DU, GVEA, and HEA voting against.

MOTION to AMEND to change "3" to "2". 1CR, 2MC.

DB Objected.

MOTION FAILED by roll call vote [8-5-0] with CEA, Seward, DU, GVEA, and HEA voting against.

Original motion by SD back on the floor: to amend bylaws with originally proposed language developed by SD.

VDS asked about the recusal piece. Why wouldn't a board member recuse themselves. SD replied that he examined the bylaws. If there is a personal conflict then a director needs to recuse themselves anyway.

CR sought clarification, this is an amendment but current bylaws language is not in front of us. Can someone pull that up so that people understand what they are voting on. SD shared the pertinent bylaws section.

BH responded to VDS that he hadn't have the chance to think through the recusal piece.

VDS thanked BH for his comments. VDS observed that this language is an attempt to avoid intervention at the RCA level. They prefer the original compromise language and they feel unsure about voting on this language when SES can't confirm if they would be behind this language.

DB replied to VDS to clarify current language is a strong no from SES, this new language is completely unknown so he can't be sure.

SD added that if a director is recused the majority vote doesn't change.

BH advised he did not understand that previously. If that is the case then he would have voted for it.

MOTION to TABLE amendment proposed by SD. 1VDS, 2LF.

CR objected.

PASSED by roll call vote [9-4-0] AEP, ANTHC, MEA, and REAP voting against.

CR said that he is frustrated that this is being tabled as he will not be able to join the meeting Wednesday. Would have really like to see this issue resolved today.

VDS and JE discussed approving the bylaws without this specific section.

LF wanted to give DB a chance to talk to SES high command by tabling this motion.

DB stated he would support a motion by VDS to approve bylaws without this section.

SD detailed the risk is that if that part gets taken out there is no guarantee that anything gets put back in, which would leave a huge hole in that section.

BH wondered if the bylaws could be approved today with the addendum that it would include any language approved on Wednesday.

BH and DT discussed how that would be possible.

HK opposed voting now on this, we need to hear SES's reaction. Bylaws should not be voted on piece meal in his opinion. All or nothing, this is one document that we need full agreement on.

FP asked SD if there was another item to go over and perhaps discuss now.

MC questioned CR, is it that neither him nor his alternate will be in attendance on Wednesday. CR confirmed that neither he nor GS will be able to attend.

VDS explained their intention was to table the bylaws to allow time for more consideration. They didn't realize that multiple people wouldn't be here on Wednesday and are willing to take the motion off the table if that is the will of the group.

SD took this time to move on to his second bylaws issue and explained a new stakeholder classification language and table.

RMR explained how this classification is consistent with safe harbor regulations. Current classification in bylaws is not consistent with safe harbor as it includes hybrid. RMR explained that if the word hybrid can be removed that would comply with regulations. Also for seating for Class 6 and 7 they moved words around for clarity.

MOTION to AMEND bylaws to replace current stakeholder classification table and replace with new stakeholder classification table provided by SD. 1SD, 2CR

EJ wondered how balance between provider and consumer is accomplished in this setup? RMR explained that balance is not within the name, but the numerical value each section receives. If you do not profit from new constructions, you get ½ provider, ½ consumer and thus it balances out numerically. Same numerical valuation as before, just without "hybrid" title.

EJ asked if it's necessary to say provider in front of 6 and 7. RMR confirmed yes.

SD added that this is to accommodate lack of hybrids in safe harbor.

[SS assumed Chair at 4:05 PM]

PM asked if there is any problem with leaving in word like consumer. RMR explained that safe harbor does not allow you to qualify a class as both provider and consumer. SD added they could include expanded table that shows numerical values.

[JE resumed chair at 4:06 PM]

VDS recalled that RCA stated that classifications can be hybrids.

RMR and ER made the case for using Large and Small in classification language.

RB stated his expectations were that this organization would be assembled as we thought best. And explain in narrative what we did. Rather than imposing on bylaws artificial distinction between consumers and providers. RB asked what is the risk of doing that way rather than this new table.

RMR explained there is an oddity in doing that. Bylaws is what establishes stakeholders and it's balanced in the classifications and it's important to maintain those in the bylaws.

SD added that hybrid class is based on regs as well, but not safe harbor. Earlier on it made sense but now we're applying under safe harbor, so it makes more sense to change things to confirm towards safe harbor.

BH wondered if this would be transparent to the RCA. If we adopt this table, are we compliant to safe harbor? And if there is a letter of exemption is there a problem in having two issues on that letter?

RMR explained there are complications with that. Is that worth doing? RMR and BH discussed further about how TAC doesn't comply with regs directly, but intent is that over WG process does.

ER stated it was worth re-labelling this since it would avoid any questions about safe harbor.

JE asked if SD could add the column that includes the numerical allocation. SD stated that would go into the narrative for sure, but most likely not in the bylaws.

No further discussion.

PASSED with no objection [13-0-0].

MOTION to meet tomorrow (Tuesday, 3/8) to vote on bylaws. 1VDS, 2MC.

SD stated that's fine if there is such a time.

VDS requested people put time in chat box for when people are available. They explained the purpose was to hear DB's response from SES and then take a vote. No discussion.

DT explained that if body agrees to alter discussion rules for a meeting then it can do so.

EJ suggested 7 AM meeting time for 30 minutes.

VDS requested confirmation that every seat can be represented at that time.

No discussion.

PASSED with no objection [13-0-0]. Motion carries to reconvene tomorrow morning, Tuesday 3/8, at 7 AM to vote on bylaws.

MC recommended the agenda should be limited to SES report and bylaws vote.

SD stated they would bring the tabled section off the table and vote on it. Then vote on bylaws.

BH requested limiting discussion during tomorrow's meeting.

DT detailed he would be bringing language that would limit discussion.

PM asked if he could make a motion to set the vote at a certain time. SS and JE clarified he can call the question whenever he wants.

SS asked if the yellow language in the bylaws is still good to be approved. SD explained that is language that has been changed in last three months but there are no further amendments.

RMR advised that any further changes would be copy edits to firm up all language.

SD stated he would send out a copy of the bylaws to the group tonight so they know what they are voting on.

RB pointed out that there are other amendments that Joel sent out before he left for vacation. MC replied he brought forward those amendments to the group and they were voted on.

DB recalled voting on a JG amendment last week.

7) Committee Updates

BySub: No update.

TarCom: EJ stated TarCom is done. TL explained that TarCom still needs to meet for last minute review on deliverables and the budget.

StanCom: JWR is developing standards developing process. Anticipates bringing it on the Wednesday Agenda. CMEP narrative is in the same situation

IRPcom: DB stated they got a rewrite from RMR/ER and IRPcom will meet to resolve the comments.

BudCom: DB stated that they will meet with TarCom to finalize budget. Then focus on finishing descriptions for positions.

PubSub: VDS stated they would send out revised meetings policy for comment and work out descriptive title language for Type 1 and Type 2 members.

AppCom: JE stated they are reviewing narratives and asked people who have not submitted their bios to RMR to do so ASAP.

ExCom: JE explained that focus is on 3/14 workshop meeting now. Working out details, agenda, process.

8) Updates / Member Comments

JE opened up the floor for member comments.

VDS stated AKPIRG is not available for Wednesday meeting and asked if there is a proxy voting mechanism.

EJ explained that if someone is absent their vote counts as a no vote. JE asked RB for clarification on this issue. RB asked for SM to give opinion. SM stated voting is by percentage of the totality group.

Brief discussion on voting procedures by VDS, SM, and RB.

JE asked if more people could make the Wednesday meeting if it was moved to 11. ASF said that she could, but CR said that he couldn't.

SS brought up meeting minutes referencing voting rules from July 23rd 2020. It specifies percentage of the total group and not of group that are present in the meeting.

[BH left meeting at 4:46 PM, 13 of 13 voting directors present.]

Discussion from JE, VDS on how to make proxy voting allowable for the Wednesday meeting.

MOTION to allow proxy voting for this week only. 1VDS, 2CR.

DT stated that he is opposed to proxy voting in general.

[DN left meeting at 4:50 PM, 13 of 13 voting directors present.]

PM wondered if motion is even necessary. SM stated that this motion is just for this week. He also agreed with DT's point but there can be exceptions based on need.

VDS stated their intention was that proxy also means by email. They responded to DT's comments that with the urgency of business, having two more seats able to vote on things is worth the risk on Wednesday.

EJ asked if there are any foundational documents being voted on Wednesday.

JE informed bylaws if we are unable to pass them tomorrow morning. Then some other items, maybe foundational or maybe not.

[DT left meeting at 4:53 PM, 13 of 13 voting directors present.]

[DB left meeting at 4:53 PM, 12 of 13 voting directors present.]

MC objected to motion.

PASSED by roll call vote [9-3-1] with AEP, HEA, and Independent voting against and Seward absent.

[JWR left meeting at 4:57 PM, 11 of 13 voting directors present.]

[LF left meeting at 5:00 PM, 10 of 13 voting directors present.]

[GS left meeting at 5:00 PM, 10 of 13 voting directors present.]

9) Next Agenda

Wednesday 3/9

Standards Development Process

Technical Qual and Vetting Process

Notice of Filing

Surcharge Filing

Motion: Approval of initial tariff and Surcharge

Anything else that needs IC approval.

LF asked what is difference between the two surcharge items? ER clarified. Surcharge Filing is just the calculated pro-rata share of the operating budget. The motion is an official petition to be filed next to the application requesting RCA approval of the surcharge so that it can be immediately implemented and the RRC can begin recovering costs on day 1.

HK asked about process of proxy voting. VDS explained that votes could be made ahead of time and emailed in. SM added two ways this can work. 1, you can give someone your vote. 2, you can let everyone know in advance how you would vote on a question. SM said you can do either or both.

10) MOTION to ADJOURN 1PM, 2VDS

No objection.

MEETING ADJOURNED AT 5:07 PM

DEFINITION OF ABBREVIATIONS AND ACRONYMS

All committee members and consultants are identified by their initials, as defined at 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.

AAA: American Arbitration Association

AOI: articles of incorporation

AppCom: ERO application subcommittee

BudCom:	budget subcommittee
BySub:	bylaws subcommittee
CEA:	Chugach Electric Association, Inc.
CEO:	chief executive officer
CIP:	critical infrastructure protection
CGC:	corporate governance committee
CME:	compliance / monitoring / enforcement (of reliability standards)
COA:	chart of accounts
CPA:	certified public accountant
CPCN:	certificate of public convenience and necessity
DaveCom:	See IRPcom
DOL:	Department of Law
DU:	Doyon Utilities
ERO:	Electric Reliability Organization
ExCom:	executive committee
FAC:	finance and audit committee
IC:	Implementation Committee
IPP:	independent power producer
IRP:	integrated resource plan
IRPcom:	IRP process subcommittee
LSE:	load-serving entity
MEA:	Matanuska Electric Association, Inc.
NDA:	non-disclosure agreement
NTE:	not to exceed
PC:	Perkins Coie Law Firm
PAC:	public affairs committee
PM:	project management
PMP:	project management professional
Precious:	(1) A spreadsheet listing clauses in the implementing regulations for SB 123's ERO provisions, identifying associated ERO application deliverables, and assigning deliverable preparation responsibility to IC subcommittees. (2) A fancy gold ring.

QR:	qualified representative
QM:	quango moiety
RAPA:	Regulatory Affairs and Public Advocacy
RCA:	Regulatory Commission of Alaska
RCC:	regulatory cost charge
RE:	registered entity
RRC:	Railbelt Reliability Council
SB:	Senate bill
SES:	Seward Electric System
SOW:	scope of work
SRF:	simplified rate filing
StanCom:	standards subcommittee
TA:	tentatively approve, tentative approval
TAC:	technical advisory committee
TAQ:	technical advisory quango
TAT:	technical advisory team
TarCom:	tariff subcommittee
TIER:	times interest earned ratio
UOO:	user owner operator
USOA:	uniform system of accounts
WG:	working group

Attachments:

- 1) Confidential Classification and Access Policy