



NEW ENGLAND POWER POOL

September 1, 2017

VIA ELECTRONIC FILING

Honorable Kimberly D. Bose, Secretary
Federal Energy Regulatory Commission
888 First Street, NE
Washington, DC 20426

Re: New England Power Pool, Docket No. ER17-_____-000; Small Standard Offer Service Provider Arrangements; *Waiver of 60-Day Notice Period Requested*

Dear Secretary Bose:

Pursuant to Section 205 of the Federal Power Act (“FPA”),¹ the New England Power Pool Participants Committee² (“NEPOOL”) hereby submits electronically this transmittal letter together with limited amendments to the NEPOOL Agreement (the “Amendments”) that create arrangements for a new classification of participation as a “Small Standard Offer Service Provider”. As described more fully below, the Amendments allow Entities that meet the definition of Small Standard Offer Service Provider the option to participate in the Pool as either a member of the Supplier Sector or alternatively as a member in the Provisional Member Group Seat until its business grows to the point where it no longer qualifies as “small”. The fundamental reason for the proposed change is to provide Small Standard Offer Service Providers an option to reduce their NEPOOL expenses while they serve only a small amount of standard offer load following selection by a New England state’s public utilities commission. NEPOOL requests that the Commission waive the 60-day prior notice requirement and permit the Amendments to become effective September 1, 2017. NEPOOL does not request an expedited comment date or order. The request for waiver of the 60-day notice period is addressed in Section III of this transmittal letter.

¹ 16 U.S.C. § 824(d) (2017).

² Capitalized terms used but not defined in this filing are intended to have the meaning given to such terms in the Second Restated New England Power Pool Agreement (“NEPOOL Agreement”), the Participants Agreement, and the ISO Transmission, Markets and Services Tariff (“ISO Tariff”).

I. DESCRIPTION OF THE FILING PARTY; COMMUNICATIONS

NEPOOL is a voluntary association organized in 1971 pursuant to the NEPOOL Agreement, and it has grown to include more than 470 members. The Participants include all of the electric utilities rendering or receiving services under the ISO Tariff, as well as independent power generators, marketers, load aggregators, brokers, consumer-owned utility systems, demand response providers, developers, end users and a merchant transmission provider. Pursuant to revised governance provisions accepted by the Commission in *ISO New England Inc. et al.*, 109 FERC ¶ 61,147 (2004), the Participants act through the NEPOOL Participants Committee. The Participants Committee is authorized by Section 6.1 of the NEPOOL Agreement and Section 8.1.3(c) of the Participants Agreement to represent NEPOOL in proceedings before the Commission. Pursuant to Section 2.2 of the Participants Agreement, “NEPOOL provide[s] the sole Participant Processes for advisory voting on ISO matters and the selection of ISO Board members, except for input from state regulatory authorities and as otherwise may be provided in the Tariff, TOA and the Market Participant Services Agreement included in the Tariff.”

All correspondence and communications in this proceeding should be addressed to the undersigned as follows:

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II. THE AMENDMENTS

A. Background

The genesis of the Amendments was a request by Maine Power, LLC (“Maine Power”) for an accommodation that would facilitate its participation in NEPOOL and the New England Markets. Maine Power was ultimately selected by the Maine Public Utilities Commission to serve, and currently serves, a limited amount of large, non-residential class standard offer load in Maine’s Emera Maine - Bangor Hydro District. The Amendments allow Entities, such as Maine Power, which exclusively serve a “small” amount of standard offer load (an average hourly aggregate RTLO of 10 megawatt (“MW”) hours (“MWh”) or less) the option to have a limited voting share and to make a limited contribution to Participant Expenses until such time as their business grows to the point where they no longer qualify as “small”. This option will facilitate participation in NEPOOL and the New England Markets by Entities serving relatively small amounts of standard offer load by limiting the contribution to Participant Expenses by such entities.

The Amendments are the result of extended discussion, consideration of alternatives for addressing Maine Power's request, and ultimately an agreement intended to address a number of diverse perspectives. For the NEPOOL Agreement to be amended, NEPOOL members must vote on amendments by completing and returning written ballots. To pass, the NEPOOL Agreement requires (1) that the Minimum Response Requirement be satisfied, which at highest level means that at least half of the voting members of the overall membership and at least half of the members in a majority of the Sectors must return their ballots and (2) that the returned ballots result in a Vote in favor of at least 66.67% or more.³ The Participants Committee at its April 7, 2017 meeting voted by 70% Vote to direct that the Amendments be balloted.⁴ The Amendments were successfully balloted and approved by a NEPOOL Vote of 67.25% in accordance with the requirements of the NEPOOL Agreement. As reflected in Attachment 3, which tabulates that vote, the Amendment was supported by members from all of NEPOOL's six Sectors.⁵

The Amendments represent a continuation of NEPOOL's long history of implementing appropriate arrangements to facilitate and make as inclusive as practical participation in the New England Markets and stakeholder processes. NEPOOL has adopted a series of amendments concerning Participant Expenses for smaller entities, for some provided a fixed, limited payment and for others graduated fees and expenses in proportion to voting share.⁶ The Amendments were structured so as to minimize the impact on all existing members by allowing Small Standard Offer Service Providers to join NEPOOL and participate as members of the Provisional Member Group Seat.

There were concerns identified in the Participants Process by some members who opposed the Amendments. As articulated in the NEPOOL process, those concerns included the following: the potential for competitive advantage to Small Standard Offer Service Providers (not available previously to, and at the expense of, other load serving entities); the explicit

³ NEPOOL Agreement §§ 1.52, 6.10.

⁴ Sector Voting Shares on the vote to ballot the Amendment were as follows: Generation Sector – 2.86%; Transmission Sector – 17.12%; Supplier Sector – 3.21%; AR Sector – 12.57%; Publicly Owned Entity Sector – 17.12%; and End User Sector – 17.12%.

⁵ See NEPOOL Agreement §§ 6.10, 16.9.

⁶ Contributions to Participant Expenses area limited for a number of Sector and non-Sector Members. For non-Sector Members that participate as Data-Only Participants, Gas Industry Participants, GIS-Only Participants, and Provisional Members, as well as for Governance Only Members of the End User Sector, contributions to Participant Expenses are limited to annual fee payments only. Reduced annual fees are assessed to certain members of the Publicly Owned Entity Sector whose annual Energy sales in the preceding year are less than 30,000 MWh. Graduated fees and expenses are applied to members that participate in group seat arrangements in the Generation, Transmission and AR Sectors, as well as to smaller (based on resource MWs) members of the AR Sector, and to Market Participant End Users. Participant Expenses are limited for members of the Supplier Sector that are Related Person Suppliers.

limited applicability of the proposed arrangements to Small Standard Offer Service Providers; the potential impact on Sectors and on the allocation of Participant Expenses should the resulting participation in the proposed arrangements not be limited as proposed; and whether the Amendments were necessary at all given that some current members of NEPOOL that would meet the definition of Small Standard Offer Service Provider, including Maine Power, could and had participated in the Supplier Sector. Some suggested that the circumstances prompting arrangements for other Market and non-Market Participants were not sufficiently present in these circumstances.

B. Description of the Small Standard Offer Service Provider Amendments

The Amendments modify the NEPOOL Agreement as follows:

- 1. Add a Definition of “Small Standard Offer Service Provider”.** “Small Standard Offer Service Provider” is defined as a Participant that (a) has been selected by a New England state’s public utilities commission to provide “standard offer” electric generation service to all or a specified portion of consumers in that state receiving standard offer service; (b) serves no load except such standard offer load; (c) has, together with each of its Related Persons, an average hourly aggregate RTLO (averaged over all hours in which that Participant had an RTLO during the prior twelve (12) calendar months) that is ten (10) MWh or less; and (d) has submitted a request to be treated as a Small Standard Offer Service Provider.
- 2. Amend the Provisional Member Group Seat Arrangements to include Small Standard Offer Service Providers.** The definition of “Provisional Member Group Seat” is amended to include all Small Standard Offer Service Providers that are not Related Persons to Participants that are eligible to designate a voting member of a Sector (other than the End User Sector). This amendment allows such Small Standard Offer Service Providers to elect to participate for governance purposes as voting members in the Provisional Member Group Seat. A conforming amendment is also be made to the definition of a Provisional Member in the context of Sector representation.

The application and annual fees for Small Standard Offer Service Providers will be \$5,000 each, serving as their contribution to Participant Expenses. No changes to the NEPOOL Agreement are required to implement that aspect of the Small Standard Offer Service Provider arrangements.

III. REQUESTED EFFECTIVE DATE; REQUEST FOR WAIVER

NEPOOL requests that the Amendments become effective on September 1, 2017. Good cause exists to grant the requested waiver of the 60-day notice requirement for the Amendments. Immediate effectiveness of the Amendments will facilitate continued participation by Maine Power and potentially others, and will serve to meet the intent of the Amendments. The first of a month is requested to support the Participant Expense allocation process, which establishes the members to be charged as of the first of each month. NEPOOL is not requesting an expedited

order or shortened comment period for the Amendments. No party will be adversely affected by the waiver requested in these circumstances.

IV. ADDITIONAL SUPPORTING INFORMATION

Section 35.13 of the Commission's regulations generally requires public utilities to file certain cost and other information related to an examination of traditional cost-of-service rates.⁷ However, the Amendments are not a traditional "rate" and NEPOOL is not a traditional investor-owned utility. In light of these circumstances, NEPOOL submits the following additional information in substantial compliance with relevant provisions of Section 35.13, and request a waiver of Section 35.13 of the Commission's regulations to the extent the content or form deviates from the specific technical requirements of the regulations.

35.13(b)(1) - Materials included herewith are as follows:

- This transmittal letter;
- Attachment 1 – Revised sheets of the Second Restated NEPOOL Agreement marked to show the changes to be made by the Amendments;
- Attachment 2 – The One Hundred Thirty-First Agreement amending New England Power Pool Agreement;
- Attachment 3 – Balloting Results for 131st Agreement; and
- Attachment 4 – List of governors, utility regulatory agencies in Connecticut, Maine, Massachusetts, New Hampshire, Rhode Island and Vermont, and other entities, to which a copy of this filing has been sent.

35.13(b)(2) – As discussed in Section III of this transmittal letter, NEPOOL requests that the Amendments become effective on September 1, 2017.

35.13(b)(3) – Pursuant to Section 16.11(a)(iv) of the NEPOOL Agreement and Section 17.11(e) of the Participants Agreement, Governance Participants are being served electronically rather than by paper copy. An electronic copy of this transmittal letter and the accompanying materials have also been sent to the governors and electric utility regulatory agencies for the six New England states that comprise the New England Control Area, to NECPUC, and to the Executive Director of the New England State Committee on Electricity. The names and addresses of these governors and regulatory agencies are identified on the list included herewith. In accordance with Commission rules and practice, there is no need for the Governance Participants or the entities described above to be included on the Commission's official service list in this proceeding unless such entities become intervenors in this proceeding.

⁷ 18 C.F.R. § 35.13 (2017).

35.13(b)(4) – Description of the changes effected by the Amendments are contained in Section II of this transmittal letter.

35.13(b)(5) – The reasons for this filing are discussed in Section II of this transmittal letter.

35.13(b)(6) – As discussed in Section II of this transmittal letter, the changes to the NEPOOL Agreement reflect the results of the Participant Process required by the Participants Agreement. The Amendments were approved by the Participants Committee pursuant to balloting under Section 6.10 of the NEPOOL Agreement in which the Minimum Response Requirement was satisfied.

35.13(b)(7) – The Filing Party has no knowledge of any relevant expenses or costs of service that have been alleged or judged in any administrative or judicial proceeding to be illegal, duplicative or unnecessary costs that are demonstrably the product of discriminatory employment practices.

35.13(c)(1) – Under the Amendments, Small Standard Offer Service Providers would be required to pay an application and annual fee of \$5,000 each, similar to most Participants.

35.13(c)(2) – Not applicable to this filing.

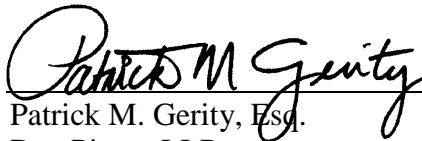
35.13(c)(3) – No specifically assignable facilities have been or will be installed or modified in connection with the Amendments.

V. CONCLUSION

For the reasons stated herein, NEPOOL respectfully requests that the Commission approve the Amendments as filed, to become effective on September 1, 2017.

Respectfully submitted,

NEPOOL PARTICIPANTS COMMITTEE



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ATTACHMENT 1

NEW ENGLAND POWER POOL
SECOND RESTATED NEPOOL AGREEMENT

Reflecting the following Amendments:

Agreement No.	Dated as of	Effective
114	February 4, 2005	February 1, 2005
115	November 3, 2006	January 1, 2007
116	January 5, 2007	April 1, 2007
117	August 1, 2007	July 1, 2008
118	November 15, 2007	January 1, 2008
119	April 10, 2009	June 28, 2009
120	January 1, 2010	January 15, 2011
121	August 6, 2010	January 15, 2011
122	November 18, 2010	March 15, 2011
123	December 10, 2010	January 15, 2011
124	June 10, 2011	August 31, 2011
125	February 1, 2012	October 1, 2015
126	September 12, 2014	November 1, 2014
127	October 3, 2014	October 1, 2015
128	April 10, 2015	November 1, 2015
129	September 11, 2015	January 1, 2016
<u>131</u>	<u>April 7, 2017</u>	<u>September 1, 2017</u>

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1.66 [PTF or Pool Transmission Facilities](#) shall have the meaning set forth in the Tariff.

1.67 [Power Year](#) is the twelve (12) month period as defined in the Participants Agreement.

1.68 [Principal Committees](#) are the Participants Committee and the Technical Committees.

1.68A [Provisional Member](#) is a Participant which has (a) a verifiable interest in becoming a Participant but is not eligible to designate a voting member (other than in a Provisional Member Group Member) of a Sector (other than the End User Sector) and (b) either has (i) a valid application in the interconnection queue for which the ISO has completed a feasibility study; (ii) submitted a show of interest application in the Forward Capacity Market; (iii) executed an MPSA or TOA; (iv) a project in the most recently approved Regional System Plan; (v) requested a determination or has been determined by the Commission to have the necessary capabilities to carry out the responsibilities and functions of an independent transmission company pursuant to Attachment M of the ISO Open Access Transmission Tariff; or (vi) been determined by the Participants Committee or its designee to be eligible to be a Provisional Member. A Provisional Member that becomes eligible to designate an individual voting member of a Sector other than the End User Sector or is eligible to be represented by a group voting member (other than a Provisional Member Group Member) shall be obligated to promptly designate in a notice to the Secretary of the Participants Committee either (i) the voting member appointed by it for each Principal Committee and alternate of each such member; or (ii) the group voting member by which it shall be represented. Notwithstanding any other provision of this Agreement, such change in representation and/or Sector shall become effective beginning on the first day of the calendar month following the notice of such change.

1.68B [Provisional Member Group Seat](#) is the group comprised of [\(i\) all Provisional Members that are not Related Persons to Participants that are eligible to designate a voting member of a Sector \(other than the End User Sector\)](#) ~~and, (ii) all Small Standard Offer Service Providers that are not Related Persons to Participants that are eligible to designate a voting member of a Sector (other than the End User Sector),~~ and [\(iii\) solely for purposes of voting on matters related to the administration of the GIS, all GIS-Only Participants.](#)

1.68C [Provisional Member Group Seat Voting Share](#) shall be one percent (1%); provided, however, that if there are less than five (5) Provisional Members, the Provisional Member Group Seat Voting Share shall be 0.2% percent times the total number of Provisional Members.

1.80 Sector Quorum for a Sector shall be the lesser of (a) fifty percent (50%) or more (rounded to the next higher whole number) of the voting members of the Sector, or (b) five (5) or more voting members of the Sector for the Participants Committee or three (3) or more voting members of the Sector for the Technical Committees.

1.81 Sector Voting Share is:

- (a) for the AR Sector, the sum of the Member Fixed Voting Shares; and
- (b) for each active Sector (other than the AR Sector), the quotient obtained by dividing one hundred percent (100%) minus (i) the AR Sector Voting Share and (ii) the Provisional Member Group Seat Voting Share by the number of active Sectors (other than the AR Sector). For example, if there are five active Sectors (other than the AR Sector) and the AR Sector Voting Share is sixteen and one-half percent (16 1/2%), the Sector Voting Share of each of the other Sectors is also sixteen and one-half percent (16 1/2%). The aggregate Sector Voting Shares plus the Provisional Member Group Seat Voting Share shall equal one hundred percent (100%).

1.82 Small End User is a End User Participant which does not otherwise meet the definition of Large End User or End User Organization.

1.82A Small Standard Offer Service Provider is a Participant that (a) has been selected by a New England state's public utilities commission to provide "standard offer" electric generation service to all or a specified portion of consumers in that state receiving standard offer service; (b) serves no load except such standard offer load; (c) has, together with each of its Related Persons, an average hourly aggregate RTLO (averaged over all hours in which that Participant had an RTLO during the prior twelve (12) calendar months) that is ten (10) MWh or less; and (d) has submitted a request to be treated as a Small Standard Offer Service Provider.

1.83 Sub-Sector Voting Share is either (a) the Fully Activated Sub-Sector Voting Share where the sum of the Member Fixed Voting Shares of the voting members of the Sub-Sector is equal to or greater than its Fully Activated Sub-Sector Voting Share or (b) the sum of the Member Fixed Voting Shares of the voting members of that Sub-Sector where such sum is less than the Fully Activated Sub-Sector Voting Share.

1.84 Supplier Sector is the Sector established pursuant to Section 6.2(c) of this Agreement.

1.85 System is the system defined in the Participants Agreement.

1.86 System Operator is the central dispatching agency referred to in this Agreement which has responsibility for the operation of the New England Control Area from the regional control center and the administration of the Tariff. As of the Effective Date, the System Operator is the ISO (the regional transmission organization for New England).

1.87 System Rules are the ISO Operating Documents, the Information Policy, and any other system rules, manuals, procedures, criteria or reliability standards for the operation of the System and administration of the New England Markets, this Agreement, the Participants Agreement or the Tariff.

(f) an End User Sector, which an End User Participant is eligible to join provided all of its Related Persons which are either Participants or Individual RTO Participants are also eligible to join the End User Sector. Unless a Government Entity is a Related Person of a member of the Publicly Owned Entity Sector, a Government Entity shall join the End User Sector. Participants which join the End User Sector shall be entitled to designate an individual voting member of each Principal Committee and an alternate to the member; provided, however, that a voting member, and the alternate to the member, designated by a Small End User shall not be a Related Person of another Participant in a Sector other than the End User Sector.

(g) a Provisional Member that does not have a Related Person that is a member of a Sector [and a Small Standard Offer Service Provider](#) shall be in the Provisional Member Group Seat.

All Participants (other than Data-Only Participants, Gas Industry Participants, GIS-Only Participants, and Provisional Members) have the right to join and be a member of a Sector. If a Participant ceases to be eligible to be a member of the Sector which it previously joined (or the Provisional Member Group Seat) and is not eligible to join another existing Sector other than the End User Sector, it shall have the right to remain and vote in the Sector in which the Participant is currently a member (or the Provisional Member Group Seat) for up to one (1) year. By the end of such year, either (a) this Agreement shall be amended pursuant to Section 6.10 such that qualifications for an existing Sector are changed so that the Participant qualifies for membership in an existing Sector or a new Sector is created, or (b) the Participants Committee shall seek Commission approval to terminate the Participant status of the Participant.

6.3 [Appointment of Members and Alternates](#). A Participant or group of Participants shall designate, by a written notice delivered to the Secretary of the appropriate Committee, the voting member appointed by it for the Committee and an alternate of the member. In the absence of the member, the alternate shall have all the powers of the member, including the power to vote. A Participant may change the Sector of which it is a member. Other than for Sector changes required by Section 6.4(c), a change in the Sector in which a Participant is a member shall become effective beginning on the first annual meeting of the Participants Committee following notice of such change.

6.4 [Term of Members](#). Each voting member of a Principal Committee shall hold office until either (a) such member is replaced by the Participant or group of Participants which appointed the member, or (b) the appointing Participant ceases to be a Participant, or (c) the appointing Participant (or its Related Person) is no longer eligible to be in the Sector to which it belongs, but is eligible to join a different Sector. Replacement of a member shall be effected by delivery by a Participant or group of Participants of written notice of such replacement to the Secretary of the appropriate Committee.

ATTACHMENT 2

**ONE HUNDRED THIRTY-FIRST AGREEMENT AMENDING
NEW ENGLAND POWER POOL AGREEMENT
(Small Standard Offer Provider Proposal)**

THIS ONE HUNDRED THIRTY-FIRST AGREEMENT AMENDING NEW ENGLAND POWER POOL AGREEMENT, dated as of April 7, 2017 (“131st Agreement”), amends the New England Power Pool Agreement (the “NEPOOL Agreement”).

WHEREAS, effective February 1, 2005 the NEPOOL Agreement was amended by the One Hundred Seventh Agreement Amending New England Power Pool Agreement and restated as the Second Restated NEPOOL Agreement, and has subsequently been amended numerous times; and

WHEREAS, the Participants desire to amend further the Second Restated NEPOOL Agreement to reflect the revision detailed herein.

NOW, THEREFORE, upon approval of this 131st Agreement by the NEPOOL Participants Committee in accordance with the procedures set forth in the Second Restated NEPOOL Agreement, the Participants agree as follows:

**SECTION 1
AMENDMENTS**

1.1 Addition of Definition. The following definition is added to Section 1 of the Second Restated NEPOOL Agreement and inserted in the appropriate alphabetical order:

Small Standard Offer Service Provider is a Participant that (a) has been selected by a New England state’s public utilities commission to provide “standard offer” electric generation service to all or a specified portion of consumers in that state receiving standard offer service; (b) serves no load except such standard offer load; (c) has, together with each of its Related Persons, an average hourly aggregate RTLO (averaged over all hours in which that Participant had an RTLO during the prior twelve (12) calendar months) that is ten (10) MWh or less; and (d) has submitted a request to be treated as a Small Standard Offer Service Provider.

1.2 Amendment to Section 1.68B. Section 1.68B (Provisional Member Group Seat) is amended to read as follows:

Provisional Member Group Seat is the group comprised of (i) all Provisional Members that are not Related Persons to Participants that are eligible to designate a voting member of a Sector (other than the End User Sector), (ii) all Small Standard Offer Service Providers that are not Related Persons to Participants that are eligible to designate a voting member of a Sector (other than the End User Sector), and (iii) solely for purposes of voting on matters related to the administration of the GIS, all GIS-Only Participants.

1.3 Amendment to Section 6.2(g). Sub-section (g) of Section 6.2 (Sector Representation) is amended to read as follows:

(g) a Provisional Member that does not have a Related Person that is a member of a Sector and a Small Standard Offer Service Provider shall be in the Provisional Member Group Seat.

SECTION 2 MISCELLANEOUS

- 2.1 This 131st Agreement shall become effective May 1, 2017, or on such other date as the Commission shall provide that the amendment reflected herein shall become effective.
- 2.2 Capitalized terms used in this 131st Agreement that are not defined herein shall have the meanings ascribed to them in the Second Restated NEPOOL Agreement.

ATTACHMENT 3

NEPOOL PARTICIPANTS COMMITTEE
131st Agreement Vote Tally

<u>GENERATION SECTOR</u>	Votes *	<u>IN FAVOR</u>	<u>OPPOSED</u>	<u>ABSTAINED</u>
Dominion Energy Generation Marketing, Inc.	A			1
Entergy Nuclear Power Marketing LLC	O		2.14	
FirstLight Power Resources Management, LLC	O		2.14	
Generation Group Member	S	1.07	1.07	
Invenergy Energy Management LLC	O		2.14	
Nautilus Power, LLC	O		2.14	
NextEra Energy Resources, LLC	O		2.14	
NRG Power Marketing, LLC	O		2.14	
Verso Maine Energy LLC	E	2.14		
Subtotal.....	8	3.21	13.91	1

While there were 13 voting members in the Generation Sector, only 8 voting members voted on this amendment (abstentions are not counted). Because this satisfied the Sector Quorum Requirements for the Generation Sector, the Member Adjusted Voting Share for voting Participants was 2.14%. The Vote of the Generation Group Member was split, with one group member voting in favor and one group member opposing.

TRANSMISSION SECTOR

Avangrid (CMP/UI)	F	3.43		
Emera (Emera Maine/Emera Energy)	F	3.43		
National Grid (New England Power Company)	F	3.43		
Eversource Energy	F	3.43		
Vermont Electric Power Company, Inc.	E	3.43		
Subtotal.....	5	17.125	0	0

The 5 voting members of the Transmission Sector voted on this amendment. Because this satisfied the Sector Quorum Requirements for the Transmission Sector, the Member Adjusted Voting Share for voting Participants was 3.43%.

ALTERNATIVE RESOURCES SECTOR

	Votes *	<u>IN FAVOR</u>	<u>OPPOSED</u>	<u>ABSTAINED</u>
Renewable Generation Sub-Sector				
Jericho Power LLC	O		1.661	
Stored Solar J&WE, LLC	F	1.661		
SunEdison	F	1.661		
Wheelabrator North Andover Inc.	O		1.661	
Large Group Member	F	1.661		
Small Group Member	F	1.661		
Distributed Generation Sub-Sector				
CLEAResult Consulting, Inc.	A			1
Load Response Sub-Sector				
Vermont Energy Investment Corporation	F	1.99		
Small Group Member	A			1
Subtotal.....	7	8.637	3.322	2

The Renewable Generation and Distributed Generation Sub-Sectors satisfied their Sub-Sector Quorum Requirements; the Load Response Sub-Sector did not. Accordingly, member voting shares were adjusted as noted above.

SUPPLIER SECTOR

	Votes *	<u>IN FAVOR</u>	<u>OPPOSED</u>	<u>ABSTAINED</u>
Brookfield Energy Marketing Inc	O		1.01	
Calpine Energy Services	O		1.01	
Competitive Energy Services, LLC	F	1.01		
Consolidated Edison Energy, Inc.	O		1.01	
Cross-Sound Cable Company	F	1.01		
DC Energy, LLC	O		1.01	
Direct Energy Business, LLC	O		1.01	
DTE Energy Trading, Inc.	O		1.01	
Dynegy Marketing and Trade, LLC	O		1.01	
Exelon Generation Company	O		1.01	
Galt Power, Inc.	O		1.01	
H.Q. Energy Services (U.S.) Inc.	O		1.01	
Long Island Lighting Company d/b/a LIPA	A			1
Maine Power, LLC	F	1.01		
PNE Energy Supply	F	1.01		
PSEG Energy Resources & Trade LLC	O		1.01	
South Jersey Energy Company	O		1.01	
Vitol Inc.	O		1.01	
Subtotal.....	17	4.029	13.096	1

While there were 126 full voting members in the Supplier Sector, only 17 votes were cast on this amendment (abstentions are not counted). Because this satisfied the Sector Quorum Requirements for the Supplier Sector, the Member Adjusted Voting Share for full voting Participants was 1.01%.

NEPOOL PARTICIPANTS COMMITTEE
131st Agreement Vote Tally

END USER SECTOR	Votes *	IN FAVOR	OPPOSED	ABSTAINED
Associated Industries of Massachusetts	F	0.74		
Bath Iron Works Corporation	F	0.74		
Connecticut Office of Consumer Counsel	F	0.74		
Conservation Law Foundation	F	0.74		
Elektrisola, Inc.	F	0.74		
Fairchild Semiconductor Corporation	F	0.74		
Food City, Inc.	F	0.74		
Garland Manufacturing Company	F	0.74		
Hammond Lumber Company	F	0.74		
Harvard Dedicated Energy Limited	F	0.74		
High Liner Foods (USA) Inc.	F	0.74		
Industrial Energy Consumer Group	F	0.74		
King Forest Industries, Inc.	F	0.74		
Maine Public Advocate Office	F	0.74		
Maine Skiing, Inc.	F	0.74		
Mass. Attorney General's Office	F	0.74		
The Moore Company	F	0.74		
Natural Resources Defense Council	F	0.74		
PowerOptions, Inc.	F	0.74		
St. Anselm College	F	0.74		
Shipyard Brewing Co., LLC	F	0.74		
The Energy Consortium	F	0.74		
Utility Services Inc.	A			1
Z-TECH, LLC	E	0.74		
Subtotal.....	23	17.125	0.000	1

While there were 40 voting members in the End User Sector, only 23 members voted on this amendment (abstentions are not counted). Because this satisfied the Sector Quorum Requirements for the End User Sector, the Member Adjusted Voting Share for voting Participants was 0.74%.

PUBLICLY OWNED ENTITY SECTOR	Votes *	IN FAVOR	OPPOSED	ABSTAINED
Ashburnham Municipal Light Plant	F	0.41		
Belmont Municipal Light Department	F	0.41		
Braintree Electric Light Department	F	0.41		
Boylston Municipal Light Department	F	0.41		
Chester Municipal Light Department	F	0.41		
Chicopee Municipal Lighting Plant	F	0.41		
Concord Municipal Light Plant	F	0.41		
Conn. Municipal Electric Energy Cooperative	F	0.41		
Danvers Electric Division	F	0.41		
Georgetown Municipal Light Department	F	0.41		
Groton Electric Light Department	F	0.41		
Groveland Electric Light Department	F	0.41		
Hingham Municipal Lighting Plant	F	0.41		
Holden Municipal Light Department	F	0.41		
Holyoke Gas & Electric Department	F	0.41		
Hull Municipal Lighting Plant	F	0.41		
Ipswich Municipal Light Department	F	0.41		
Littleton (MA) Electric Light Department	F	0.41		
Mansfield Municipal Electric Department	F	0.41		
Marblehead Municipal Light Department	F	0.41		
Mass. Development Finance Agency	F	0.41		
Mass. Municipal Wholesale Electric Company	F	0.41		
Merrimac Municipal Light Department	F	0.41		
Middleborough Gas and Electric Department	F	0.41		
Middleton Municipal Electric Department	F	0.41		
Pascoag Utility District	F	0.41		
Paxton Municipal Light Department	F	0.41		
Peabody Municipal Light Plant	F	0.41		
Princeton Municipal Light Department	F	0.41		
Rowley Municipal Lighting Plant	F	0.41		
Russell Municipal Light Department	F	0.41		
Shrewsbury's Electric & Cable Operations	F	0.41		
South Hadley Electric Light Department	F	0.41		
Sterling Municipal Electric Light Department	F	0.41		
Stowe (VT) Electric Department	F	0.41		
Taunton Municipal Lighting Department	F	0.41		
Templeton Municipal Lighting Plant	F	0.41		
Wakefield Municipal Gas and Light Department	F	0.41		
Wallingford, Town of	F	0.41		
Wellesley Municipal Light Plant	F	0.41		
West Boylston Municipal Lighting Plant	F	0.41		
Westfield Gas & Electric Light Department	E	0.41		
Subtotal.....	42	17.125	0.000	0

While there were 57 voting members in the Publicly Owned Entity Sector, only 42 members voted on this amendment. Because this satisfied the Sector Quorum Requirements for the Publicly Owned Entity Sector, the Member Adjusted Voting Share for voting Participants was 0.41%.

NEPOOL PARTICIPANTS COMMITTEE
131st Agreement Vote Tally

TOTAL	102	67.252	30.332	2.416
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*Votes: F = In Favor
*Votes: O = Opposed
*Votes: A = Abstention

[1] The abstention by the AR Sector's Distributed Generation Sub-Sector (CLEAResult Consulting) was not tallied either in Favor or Opposed

ATTACHMENT 4

**New England Governors
and Utility Regulatory
and Related Agencies**

August 31, 2017

Connecticut

The Honorable Dannel P. Malloy
State Capitol
210 Capitol Ave.
Hartford, CT 06106

Connecticut Public Utilities Regulatory Authority
10 Franklin Square
New Britain, CT 06051-2605

Maine

The Honorable Paul R. LePage
One State House Station
Rm. 236
Augusta, ME 04333-0001

Maine Public Utilities Commission
State House, Station 18
242 State Street
Augusta, ME 04333-0018

Massachusetts

The Honorable Charlie Baker
Office of the Governor
Rm. 360 State House
Boston, MA 02133

Massachusetts Department of Public Utilities
One South Station
Boston, MA 02110

New Hampshire

The Honorable Christopher T. Sununu
State House
107 North Main Street
Concord, NH 03301

New Hampshire Public Utilities Commission
21 South Fruit Street
Suite 10
Concord, NH 03301-2429

Rhode Island

The Honorable Gina M. Raimondo
82 Smith Street
Providence, RI 02903

Rhode Island Public Utilities Commission
89 Jefferson Boulevard
Warwick, RI 02888

Vermont

The Honorable Phil Scott
109 State Street, Pavilion
Montpelier, VT 05609

Vermont Public Utility Commission
112 State Street, Drawer 20
Montpelier, VT 05620-2701

**New England Governors
and Utility Regulatory
and Related Agencies**

August 31, 2017

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