

FINAL

A meeting of the NEPOOL Participants Committee was held beginning at 10:00 a.m. on Friday, April 5, 2013 at the Sheraton Framingham Hotel & Conference Center, 1657 Worcester Road, Framingham, MA, pursuant to notice duly given. A quorum determined in accordance with the Second Restated NEPOOL Agreement was present and acting throughout the meeting. Attachment 1 identifies the members, alternates, and temporary alternates attending the meeting.

Mr. Calvin Bowie, Chair, presided and Mr. David Doot, Secretary, recorded. Mr. Bowie welcomed the members, alternates and guests who were present. As reported at the March meeting, Mr. Bowie reminded the Committee of the May 9-10, 2013 NYISO/ISO-NE Energy Symposium in Boston. Ms. Anne George provided more information regarding that Symposium, noting that meeting materials and registration information had been circulated.

Mr. Bowie announced the launch of the NEPOOL website (www.nepool.com). At his request, Ms. Cynthia Jacobs, NEPOOL Administrator, reviewed the structure and functionality of the website with the Committee, highlighting, among others, the pages for registration and reservations for the 2013 Summer Meeting. Mr. Bowie encouraged Participants to explore the new website and provide any feedback or comments using the Website Feedback hyperlink. He announced that, starting with the May 3 meeting, meeting materials would be made available to Participants by download, via a link to the website in notices for the meeting, rather than by files attached to those e-mails, as had been the practice previously. Mr. Doot urged anyone experiencing any difficulty with the new website or with the transition to the new distribution protocol to contact NEPOOL counsel so those problems could be resolved quickly.

APPROVAL OF MARCH 1, 2013 MEETING MINUTES

Mr. Doot referred the Committee to the preliminary minutes for the March 1, 2013 meeting, as circulated in advance of the meeting. Following motion duly made and seconded, the preliminary minutes for the March 1 meeting were unanimously approved.

CONSENT AGENDA

Mr. Doot referred the Committee to the Consent Agenda that was circulated in advance of the meeting. Following motion duly made and seconded, the Consent Agenda was unanimously approved. Mr. Doot reported that Consent Agenda Item No. 4, related to Information Policy revisions in response to the requirements of the FERC's March 5, 2013 order in Docket No. ER13-750 (Internal Market Monitor (IMM) information sharing order changes), which the Markets Committee had unanimously recommended, had been filed by the ISO ahead of the meeting as required under that order. He explained that NEPOOL counsel would file comments in support of the compliance filing, indicating that the proposed changes had been unanimously supported as part of the unanimous approval of the Consent Agenda.

REPORT OF THE ISO CHIEF EXECUTIVE OFFICER

Mr. Gordon van Welie referred the Committee to the summary of the ISO Board and Board Committee meetings that had occurred since the March 1, 2013 meeting, which had been circulated in advance of the meeting. There were no questions on the Board meeting summaries.

REPORT OF THE ISO CHIEF OPERATING OFFICER

Dr. Vamsi Chadalavada, ISO Chief Operations Officer, referred the Committee to the April COO Report, which was circulated in advance of the meeting and posted on the ISO website. He explained that the report reflected data through March 26th. Summarizing that data, he reported that in March: (i) natural gas prices were 58% lower and oil prices were 6.3% lower than February 2013 average values; (ii) Real-Time Hub LMPs were 48% lower than February

2013 averages; (iii) Net Commitment Period Compensation (NCPC), totaling \$6.3 million, was \$39.6 million lower than February 2013 NCPC; (iv) first contingency payments totaled \$5.5 million, which was \$18.2 million lower than February's first contingency payments; (v) second contingency payments totaled \$560,000, which was \$20.5 million lower than the \$21.1 million in February; and (vi) voltage support payments totaled \$142,000, down \$976,000 million from February. He reported that, based on the 50/50 and 90/10 load forecasts, the lowest Spring Operable Capacity Margin was projected for the week beginning May 25 and the lowest Summer Operable Capacity Margin was projected for the weeks beginning June 1, 8, 15 and 22.

Dr. Chadalavada reported that the FERC compliance filing on Market Rules for the eighth Forward Capacity Auction (FCA8) was submitted on March 14, and that there was a strong show of interest for FCA8 in all categories of resources (approximately 2,000 MW of proposed new generation, 630 MW of proposed new Demand Resources (DR), and 4,000 MW of imports seeking to qualify). He said that the 2013 Update Load Forecast and Study Requests would be presented at the April 24 Planning Advisory Committee (PAC) meeting. He concluded his presentation noting that pages 50-60 regarding NCPC were revised to identify the load being assessed for such charges rather than what units were receiving NCPC payments, and requested feedback on that change.

The Committee asked clarifying questions on the COO Report. Mr. Marc Montalvo, ISO Director - Enterprise Risk Management, responded to a member's question as to the reported 4,000 MW of imports seeking to qualify for FCA8. Mr. Montalvo explained that, during the qualification process, Market Participants seek to qualify imports over constrained interfaces. He identified the exact number of MWs at the show-of-interest stage for FCA8 seeking to be qualified "year-round" as 4,277 MW (matching the winter number; the summer number was higher). Since not all of that interest could be qualified, the numbers would be required to be pro-rated down.

A member requested the ISO to identify how much money had been spent in the wholesale markets on energy for the first quarter of 2013 as compared to the first quarter in each of the previous 3 years. Dr. Chadalavada responded that the aggregate energy market value for the first quarters over the past four years were as follows: \$1.8 billion in 2010, \$2.1 billion in 2011, \$1.1 billion in 2012, and \$2.9 billion in 2013, an average of \$1.6 billion per first quarter over that time frame.

A member asked how much of the 630 MW of reported new DR for FCA8 was Real-Time Emergency Generation (RTEG) units. Dr. Chadalavada did not have that information but committed to report back. That member explained that new U.S. Environmental Protection Agency (EPA) regulations regarding RTEG units might impact the ability of such units to participate in future markets, particularly given the understanding that any unit that cleared in FCA8 would be required to bid daily into the Day-Ahead Energy Market. Dr. Chadalavada stated that the rules regarding RTEG participation required clarification, and indicated that the ISO intended to file Market Rule changes to clarify RTEG unit obligations. He indicated that the RTEG issues would be discussed at the Markets Committee, and encouraged members to ask questions and provide input during those discussions.

Referring to a prior month's report, a member asked for an update on the potential causes for the persistently higher natural gas prices as reported by the IMM. Dr. Chadalavada indicated that he was not fully aware of what the IMM was reviewing with respect to natural gas prices but would provide, as available, any updates or additional insights in a future COO report. He stressed that, in any case, the ISO's key focus was on needed solutions for the upcoming winter period.

NRG DE-LIST BID PROPOSAL

Mr. Bowie referred the Committee to the materials circulated in advance of the meeting regarding a proposal by NRG Power Marketing, LLC (NRG) to revise Market Rule 1 to eliminate the ISO's right to accept de-list bids after the primary Forward Capacity Auction (FCA). The NRG member then provided an overview of the proposal. He stated that under the FCM rules then in effect, the ISO could accept de-list bids after an FCA and up to a year before the start of the relevant Capacity Commitment Period. In response to that treatment of de-list bids rejected for reliability, and informed by stakeholders' feedback, NRG proposed to eliminate the ISO's right after completion of an FCA to release the Capacity Supply Obligation (CSO) of a resource whose de-list bid was initially rejected for reliability. He explained that NRG sought to have its proposed changes effective in time for FCA8. He highlighted that NRG's proposal did not modify the Tariff provisions that allow for review of dynamic de-list bid prices after an FCA, and made no modification to the ISO's reliability reviews.

Ms. Allison DiGrande, Markets Committee Chair, stated that the Markets Committee considered the NRG-proposed changes at its March 11-12, 2013 meeting. She reported that the motion to recommend Participants Committee support for the NRG changes failed with a 47.65% Vote in favor.

The following motion was then duly made and seconded:

RESOLVED, that the Participants Committee supports revisions to Market Rule 1 to eliminate ISO New England Inc.'s right to accept de-list bids after the primary Forward Capacity Auction as proposed by NRG Power Marketing, LLC, together with such non-substantive changes as may be approved by the Chair and Vice-Chair of the Markets Committee.

Committee members then asked clarifying questions and provided comments on NRG's proposal. In response to a question as to potential additional costs to load associated with the proposal, the NRG representative explained that, under the rules then in effect, if a Resource

seeking to de-list was required for local reliability, that Resource would be paid its de-list price (unless mitigated). If the ISO were to later find that the local reliability issue had been resolved, the ISO was required under the Tariff to release that Resource and, to the extent such a release rendered the region short of either the local or regional Installed Capacity Requirement (ICR) or Local Sourcing Requirement (LSR), it would have to address that shortage in one of the subsequent reconfiguration auctions. In such an auction, he explained, the ISO would be required to bid a starting price of two times the cost of new entry (2xCONE), but there was no limit as to how sellers offer into those reconfiguration auctions, so it was conceivable that the ISO could in fact pay that starting price of 2xCONE to replace the very capacity it had released.

An opponent of the NRG proposal with load serving requirements explained that the only Resources potentially affected by this proposal would already have CSOs through prior Capacity Commitment Periods and would in the future only be subject to the possibility that they might retain that obligation for one additional year. He advocated against that proposal since delaying notice of whether a Resource would be permitted to shed its CSO by some short period was not a material burden for which load should be required to pay.

Supporters of the NRG proposal expressed the view that, based on market principles, the Resource not permitted to de-list initially had offered into an auction to provide a product, the ISO accepted the product and the commitment consummated. In their view, it would be inconsistent with such a market to allow the ISO unilaterally to change that commitment, thereby eliminating the right of the Resource to future payment, while requiring the Resource to remain available pending final ISO determination of need.

Another supporter referenced discussions at the Markets Committee explaining that Resources that clear in a FCA are not modeled in reliability modeling for six to twelve months following the auction. He opined that, whether or not the NRG proposal was accepted, that outcome was a modeling problem that needed to be addressed, since the result was that

Resources requesting to de-list were effectively being required to provide the physical equivalent of a financial assurance for a new project. If there were not to be some compensation to the Resource that is prevented from de-listing, the modeling should be changed to close the six to twelve month gap in recognizing the new unit for reliability purposes. He expressed concern that the current provisions retaining such Resources, even when they may not be needed, would distort auction outcomes, perhaps even in FCA8, and those concerns should be addressed expeditiously.

A NESCOE representative explained that the States supported the ISO's position on this matter. He agreed that there were some mechanics that maybe needed to be addressed, but he was concerned that the NRG proposal would increase costs to load without a corresponding benefit. The MA AG representative similarly noted his concern that the NRG proposal would raise consumer costs, and urged the ISO to tighten the time it takes to decide whether a unit seeking to de-list could do so in order to minimize the risk of carrying costs not being recovered.

A demand response representative explained his view that the NRG proposal was an improvement, since it would compensate Resources for a Market Rule-imposed risk. To address lingering DR concerns, he suggested that NRG consider modifying the proposal so that the ISO could still accept de-list bids that were initially rejected for reliability after the primary FCA, but only when the Market Participant agreed with such a decision; where a Market Participant did not agree, the Resource's obligation would remain intact.

End User representatives explained that they would oppose the NRG proposal based on their view that a unit seeking to de-list is a different capacity Resource, paid differently than other Resources, with obligations that are laid out and agreed upon in advance of submitting de-list bids. These members agreed that the ISO needed the right to shed these unique obligations when they were no longer needed for reliability. The CLF representative, who was also opposed to the NRG proposal, explained CLF's persistent concern was with the delay and incomplete

nature of the ISO's consideration of the reliability need for a unit proposing to de-list. This member repeated CLF's request for more timely and complete review of the reliability implications of units proposing to de-list from the FCM.

Commenting on concerns with timeframes for the determination of whether a unit retained for reliability reasons can be released, Mr. Stephen Rourke, ISO Vice President System Planning, maintained that through FCA7, the ISO had not even taken the full two years permitted to re-evaluate de-list bids. He reported that the re-evaluation of the de-list bids for FCA6 took place over approximately 10 months and was slowed down only the diversion of resources to address a non-price retirement request submitted just prior to FCA7. He explained that the ISO might have more confidence in earlier acceptance of a de-list bid if it could more quickly ensure that new Resources would be available when needed, referring to a recent proposal to provide such greater assurance through accelerating the required posting of material Financial Assurance for new Resources. Addressing concerns expressed earlier in the meeting that the NRG proposal would increase costs to load, Mr. Rourke explained that, while there may be some local reliability issues that could factor into prices, in the descending clock auction, as the LSR or ICR for the region was approached, and a de-list bid was tipping the scale, the de-list bid would most likely simply set the price, would be accepted, and would be there to participate with an obligation in the auction.

In response to these observations, the Chairman of the Budget & Finance Subcommittee reported that the Subcommittee was considering looking at Financial Assurance for non-commercial resources. The Subcommittee would consider whether it could support a requirement that a new Resource post the entire amount of its potential Financial Assurance prior to an FCA in order to be counted in the FCA, since the ISO's comments suggested that such a requirement might be a solution to the problems the NRG proposal was intended to address.

Following final opportunity for the NRG representative to advocate in favor of the NRG proposal, the motion was voted and failed with a 37.79% Vote in favor (Generation – 17.1%; Transmission – 0%; Supplier – 14.25%; AR – 6.44%; Publicly Owned Entity – 0%; and End User – 0%). (See Vote 1 on Attachment 2.)

ISO FCM CAPACITY ZONES COMPLIANCE FILING

Mr. Doot referred the Committee to the materials circulated in advance of the meeting regarding the ISO's March 14 FCM capacity zones compliance filing. He reviewed that the March 14 Filing proposed changes to Section III.12 of the Tariff to implement eight Capacity Zones. He explained that the ISO was required to make the compliance filing before the Participants Committee could vote on the proposed Capacity Zone Revisions. He reported, in addition, that the ISO advocated in the March 14 Filing, in the alternative, to retain four Capacity Zones, setting forth further reasoning and documentation as to why it believed that outcome was preferable.

He reported that NEPOOL submitted initial comments the day before the meeting explaining to the FERC the NEPOOL process followed to that point with respect to the Capacity Zone Revisions and the Committee's expectations for NEPOOL consideration of any future changes to the FCM. He stated there was no requirement for a NEPOOL vote with respect to the ISO compliance filing. If the Committee decided not to act on the matter, NEPOOL would supplement its prior comments solely to report that the matter was considered but not voted. He explained that the FERC identified deadline for comments had passed, but NEPOOL could supplement its filing in order to provide additional information to the FERC.

The Committee then discussed whether NEPOOL should file substantive comments and, if so, the nature of those comments. Focusing on process, one view expressed among members was that NEPOOL should not take a late substantive position, as the time for filing comments

had already passed and it would not be fair to those parties that had already presented their views to the FERC to have done so without the benefit of a known NEPOOL position. Some members also expressed concern with the lack of a recommendation on which to act since, to that point, the matter had not yet been considered by an appropriate Technical Committee. Turning to substance, some members advocated in favor of NEPOOL supporting the ISO's filing and a willingness to present a vote to achieve that outcome. Another member indicated his view that the ISO filing did not go far enough in addressing the concerns with retaining four Capacity Zones and indicated he would abstain if there were to be a vote on whether to support the ISO's filing. A NESCOE representative reported that NESCOE had already filed comments in support of ISO's request to retain four Capacity Zones for FCA8 and had noted in that filing the need to commence in the near-term an expedited, forward looking process for considering zonal issues. A number of members in the Generation and Supplier Sectors supported prompt implementation of eight Capacity zones, although some agreed that such a change should not happen until implementation details could be considered in the stakeholder process.

During this discussion, the representative of National Grid stated that Participant's intent to offer a resolution to vote to retain four zones while continuing to look at additional zonal modeling. Other Transmission Owner representatives supported that proposal.

In response to comments, Mr. Rourke stated that the ISO was working on implementation of eight zones and would present those details to the stakeholders should the FERC require implementation of eight zones. He explained that the ISO did not have an estimate of how long it would take to model eight zones, but would work those details through the Reliability and Participants Committees. He stated that there were no clear interface boundaries for eight zones that correlated with state boundaries. He added that the auction construct could handle more than four zones but that the eight energy load zones did not model well against each other.

Mr. Doot acknowledged the process concerns raised, but noted the long-standing precedent for voting Market Rule compliance changes after the expiration of a FERC-imposed comment period and the subsequent filing of comments explaining the outcome, which the FERC had considered and acknowledged in previous compliance filing orders. He suggested that, should the Committee wish to change that practice, it could expect that there would be the need for many more special meetings or expedited NEPOOL requests to the FERC for extensions of time to submit compliance or related comments.

The following motion was then duly made and seconded:

RESOLVED, that the Participants Committee supports retaining the use of four Capacity Zones in FCM pending the outcome of additional work on zonal modeling by ISO-NE and stakeholders.

Mr. Bowie invited motions to amend the main motion. In response to a member's point of order regarding next steps if a vote were to fail, Mr. Doot stated NEPOOL Counsel would prepare a pleading describing the process followed and explaining that NEPOOL was unable to take a position.

A motion to amend the main motion was then duly made and seconded to substitute the main motion with the following:

RESOLVED, that NEPOOL takes no substantive position in response to the ISO's March 14, 2013 compliance filing on the issue of whether there should be four or eight Capacity Zones.

NEPOOL Counsel clarified that the Committee had already approved on the Consent Agenda supporting a portion of the ISO's compliance filing, so the amended motion would properly be limited to make clear that NEPOOL took no substantive position on the Capacity Zones issue. There were no comments on the motion to amend.

The motion to amend was voted and failed with a 59.56% Vote in favor (Generation – 17.1%; Transmission – 3.4%; Supplier – 17.1%; Alternative Resources – 4.1%; Publicly Owned Entity – 17.1%; and End User – 0.74%). (See Vote 2 on Attachment 2.)

Following the vote there was a discussion of the voting threshold needed to pass the main motion. Mr. Doot explained that the motion was not a motion to change the Market Rules, which would require only a 60% vote to pass. Accordingly, the 67% voting threshold would apply.

The Committee then debated the unamended main motion. A number of members stated they would oppose the motion since they were not sure what the right number of zones should be based on the information provided to date. Other members explained that they could support preserving four zones in the short term, but expected quick consideration of changes to increase the number of zones. The proponent of the main motion clarified that the main motion was to support ISO's filing to retain four zones until work to consider implementation of more zones was completed.

The unamended main motion was then voted and failed with a 64.97% Vote in favor (Generation – 0%; Transmission – 17.1%; Supplier – 0%; Alternative Resources – 14.41%; Publicly Owned Entity – 17.1%; and End User – 16.36%). (See Vote 3 on Attachment 2.)

CHANGES TO FINANCIAL ASSURANCE AND BILLING POLICIES RELATED TO PENDING DAY-AHEAD ENERGY MARKET SCHEDULE MODIFICATIONS

Mr. Joel Gordon, Budget & Finance Subcommittee Chairman, referred the Committee to the materials circulated in advance of the meeting regarding changes to the ISO New England Financial Assurance Policy (FAP) and the ISO Billing Policy (together, the Policies) related to the modification of the Day-Ahead Energy Market schedule that was then pending before the FERC. He reviewed that the ISO had proposed to move the deadline for curing a default under the Policies from 10:00 a.m. to 8:30 a.m. in order to provide the ISO with time each morning to recognize any overnight market activity, including bill payments, late-received wires or late-received amendments to Letters of Credit. He stated that, in order to minimize risk to the region from suspensions, the ISO proposed to add language to the FAP providing that:

- (i) once a Market Participant receives a notice that its applicable Credit Test Percentage exceeds 100% (CT100 Notice), a cure of any subsequent CT100 Notice within the next 365 days (or rolling 12 months) will require that Market Participant to post enough financial assurance to bring its Credit Test Percentage to no more than 90%; and
- (ii) if a Market Participant receives six or more CT100 Notices in a 365 day period (or rolling 12 months), it will be required to maintain its Credit Test Percentage under 90%.

The following motion was duly made and seconded:

RESOLVED, that the NEPOOL Participants Committee supports the changes to the ISO New England Financial Assurance Policy and the ISO New England. Billing Policy to change the timing for suspension of Market Participants therein and other related changes, as circulated to the Committee and discussed at this meeting, together with such further non-substantive changes as the Chief Financial Officer of ISO New England and the Chairman of the Budget & Finance Subcommittee may approve.

Members of the Committee then commented and asked clarifying questions on the motion. A Transmission Owner representative expressed concern that the changed time lines increased the risk of defaults that result in the host utility being assigned load very quickly and being required to provide additional credit support on short notice. If the host utility were unable to provide that credit support in time, it would then be in default as well. For that reason, this member indicated his Company would abstain and would seek future changes to address this concern prospectively. In response to a question, Mr. Marc Montalvo clarified the timing around existing processes, and the proposed changes to those processes.

The main motion was then voted and approved unanimously, with abstentions noted by the AR Provisional Load Response Group Member, ConEd, LIPA, NGrid, PPL, UI, VEC, and Vitol.

STATE SALES TAX EXEMPTION CERTIFICATES

Mr. Gordon informed the Committee that, as of January 1, 2013, as a result of the ISO becoming the Central Counterparty to all New England Market transactions, there needed to be a

process to ensure that the State sales tax issues were appropriately addressed. He explained that the ISO would be providing to generators that are selling into the Pool sales tax exemption certificates on which those generators could rely so as not to charge the ISO sales tax on the power sold. For Participants that were purchasing power from the ISO as a central counterparty, they would be required to provide the ISO with a certificate justifying their exemption from state sales tax. Forms of those certificates would be distributed to the billing contacts that each affected Participant had identified to the ISO.

In response to a member's question regarding timing of submission, Ms. Cheryl Arnold, ISO Controller, explained that the ISO planned to distribute a letter the following week, requesting resale certificates be returned no later than April 30.

LITIGATION REPORT

Mr. Doot referred the Committee to the Litigation Report that had been circulated in advance of the meeting, noting again the high-level of activity. Mr. Gerity highlighted that the FERC issued a supplemental notice for its Technical Conference on gas/electric market coordination, which Mr. Doot reported was scheduled for April 25.

Mr. Doot noted that the Commodity Futures Trading Commission (CFTC) had issued on March 28 a final rule with respect to the RTO/ISOs' public interest exemption request and that the ISO was planning to circulate a summary of its position on the order. He reminded that Committee that NEPOOL had hired Sullivan & Cromwell as its CFTC counsel, and would distribute a summary of that order when received from CFTC counsel. Mr. Raymond Hepper, ISO General Counsel, added that many Participants had sent the ISO questions regarding the status of the requested exemption for Internal Bilateral Transactions (IBTs) to which the ISO would respond early in the next week. He identified two issues that would need to be worked through with NEPOOL Counsel and vetted through the stakeholder process as a result of the

March 28 order: (1) the mechanics of confidential information sharing with the CFTC; and (2) the incorporation of the concept of “appropriate persons” as defined by the CFTC.

COMMITTEE REPORTS

Mr. Gordon announced that the next Budget & Finance Subcommittee meeting was scheduled on April 11 as a teleconference meeting.

OTHER BUSINESS

Mr. Doot referred the Committee to the NEPOOL calendar for April, May and June, highlighting upcoming meetings and events. He reminded the Committee that the next regularly scheduled meeting of the Participants Committee was scheduled for May 3 at the Crowne Plaza Hotel in Nashua, NH. Mr. Doot highlighted the New England Gas-Electric Focus Group meeting scheduled for April 19. He reminded the Committee that the summer meeting was rapidly approaching, and urged people to register early. Ms. Cynthia Jacobs added that the deadline for taking advantage of the reduced NEPOOL rate negotiated for the rooms at the Newport Hyatt was May 23 and encouraged Participants to make their reservations in advance of that date, and otherwise register for meeting-related activities using the NEPOOL website.

There being no further business, the meeting adjourned at 12:25 p.m.

Respectfully submitted,

David T. Doot, Secretary

**MEMBERS AND ALTERNATES PARTICIPATING IN
APRIL 5, 2013 PARTICIPANTS COMMITTEE MEETING**

PARTICIPANT NAME	SECTOR	MEMBER NAME	ALTERNATE NAME	PROXY
511 Plaza LP	End User	William P. Short III		
Ashburnham Municipal Light Plant	Publicly Owned		Gary Will	
Bangor Hydro-Electric Company	Transmission		Stacy Dimou (tel)	
Boylston Municipal Light Department	Publicly Owned		Gary Will	
BP Energy Company	Supplier			Nancy Chafetz
Brookfield Energy Marketing Inc. / CSC	Supplier		Jose Rotger	
Calpine Energy Services, LP	Supplier	John Flumerfelt		
Central Maine Power Company	Transmission	Eric Stinneford (tel)		
Cianbro Companies	End User	Gus Fromuth		
Chicopee Municipal Lighting Plant	Publicly Owned		Gary Will	
Concord Municipal Light Plant	Publicly Owned		Gary Will	
Connecticut Municipal Electric Energy Coop.	Publicly Owned	Brian Forshaw		
Connecticut Office of Consumer Counsel (CT OCC)	End User			Sarah Jackson
Conservation Law Foundation (CLF)	End User		N. Jonathan Peress	
Conservation Services Group (CSG)	AR	Doug Hurley		
Consolidated Edison Energy, Inc.	Supplier	Jeff Dannels		
Corinth Wood Pellets LLC	End User	Gus Fromuth		
CP Energy Marketing (US) Inc. (Capital Power)	Supplier			Colleen Walsh
DC Energy, LLC	Supplier	Bruce Bleiweis		
Dominion Energy Marketing, Inc.	Generation	Ronald Hart (tel)		
Dragon Products Company LLC	End User	Gus Fromuth		
Dynegy Marketing and Trade, LLC	Supplier			William Fowler
Elektrisola, Inc.	End User		Gus Fromuth	
Energy America, LLC	Supplier	Ron Carrier		Nancy Chafetz
EnerNOC, Inc.	AR	Herb Healy		
Entergy Nuclear Power Marketing, Inc.	Generation		Richard Milici	
EP Energy Massachusetts, LLC	Generation	M.Q. Riding		
EquiPower Resources Management, LLC	Generation		William Fowler	
Exelon New England Holdings / Constellation	Supplier	Steve Kirk	William Fowler	
Fairchild Semiconductor Corporation	End User	Gus Fromuth		
First Wind Energy Marketing, Inc.	AR	Carter Scott		
Food City, Inc.	End User	Gus Fromuth		
Galt Power, Inc.	Supplier	Nancy Chafetz		
GDF SUEZ Energy Marketing North America	Generation	Thomas Kaslow		
Generation Group Member	Generation	Dennis Duffy	Abby Krich (tel)	
Granite Ridge/Merrill Lynch	Supplier		William Fowler	
Groton Electric Light Department	Publicly Owned		Gary Will	
H.Q. Energy Services (U.S.) Inc.	Supplier		Robert Stein	
Hardwood Products Company	End User		Gus Fromuth	
Harvard Dedicated Energy Limited	End User	Mary Smith		
Hess Corporation	Supplier		Marji Philips (tel)	Nancy Chafetz
Holden Municipal Light Department	Publicly Owned		Gary Will	
Hudson Light and Power Department	Publicly Owned		Gary Will	
Hull Municipal Lighting Plant	Publicly Owned		Gary Will	
Ipswich Municipal Light Department	Publicly Owned		Gary Will	
Kimberly-Clark Corporation	Supplier			Vicki Karandrikas (tel)
LaBree's Inc.	End User		Gus Fromuth	
Linde Energy Services	Supplier			Vicki Karandrikas (tel)
Littleton (NH) Water & Light Department	Publicly Owned		Craig Kiemy	
Long Island Lighting Company (LIPA)	Supplier	William Killgoar (tel)		
Maine Public Advocate Office	End User			Sarah Jackson, Paul

**MEMBERS AND ALTERNATES PARTICIPATING IN
APRIL 5, 2013 PARTICIPANTS COMMITTEE MEETING**

PARTICIPANT NAME	SECTOR	MEMBER NAME	ALTERNATE NAME	PROXY
				Peterson
Mansfield Municipal Electric Department	Publicly Owned		Gary Will	
Marblehead Municipal Light Department	Publicly Owned		Gary Will	
Marden's Inc.	End User	Gus Fromuth		
Mass. Attorney General's Office	End User	Fred Plett		
Mass. Municipal Wholesale Electric Company (MMWEC)	Publicly Owned	Gary Will		
Middleborough Gas and Electric Department	Publicly Owned		Gary Will	
Middleton Municipal Electric Department	Publicly Owned		Gary Will	
Millennium Power Partners	Generation		Ken Dell Orto	
MoArk, Inc.	End User	Gus Fromuth		
New England Power Company (National Grid)	Transmission	Timothy Brennan		
New Hampshire Electric Cooperative, Inc.	Publicly Owned		Steve Kaminski	
New Hampshire Office of Consumer Advocate (NH OCA)	End User	Paul Peterson	Sarah Jackson	
NextEra Energy Resources, LLC	Generation	Fernandno DaSilva		
NRG Power Marketing, Inc.	Generation	Peter Fuller		
NU / NSTAR	Transmission	James Daly	Calvin Bowie	Joe Staszowski
PalletOne of Maine	End User	Gus Fromuth		
Paxton Municipal Light Department	Publicly Owned		Gary Will	
Peabody Municipal Light Plant	Publicly Owned		Gary Will	
PowerOptions, Inc.	End User	Cindy Arcate		
PPL EnergyPlus (PPL)	Supplier		Sharon Weber (tel)	
Praxair, Inc.	End User			Vicki Karandrikas (tel)
Princeton Municipal Light Department	Publicly Owned		Gary Will	
Provisional Group Member – Load Response Sub-Sector	AR	Brad Swalwell (tel)		
PSEG Energy Resources & Trade LLC	Supplier	Joel Gordon		
RJF-Morin Brick LLC	End User			
Rowley Municipal Lighting Plant	Publicly Owned		Gary Will	
Russell Municipal Light Dept	Publicly Owned		Gary Will	
Shipyards Brewing LLC	End User	Gus Fromuth		
Shrewsbury Electric & Cable Operations	Publicly Owned		Gary Will	
Small Distributed Generation Group Member	AR	Doug Hurley		
Small Load Response Group Member	AR	Doug Hurley		
Small Renewable Generation Group Member	AR	Erik Abend (tel)		
South Hadley Electric Light Department	Publicly Owned		Gary Will	
St. Anselm College	End User	Gus Fromuth		
St. Joseph Health Services of Rhode Island	End User		Gus Fromuth	
Sterling Municipal Electric Light Department	Publicly Owned		Gary Will	
Taunton Municipal Light Department	Publicly Owned		Brian Forshaw	
Templeton Municipal Lighting Plant	Publicly Owned		Gary Will	
The Energy Consortium	End User		Mary Smith	
TransCanada Power Marketing Ltd.	Generation	Stuart Ormsbee		
Union of Concerned Scientists (UCS)	End User	Paul Peterson		
United Illuminating Company, The (UI)	Transmission		Alan Trotta	
Utility Services Inc.	End User			Paul Peterson
Vermont Electric Cooperative	Publicly Owned	Craig Kiemy		
Vermont Electric Power Company, Inc. (VELCO)	Transmission	Frank Ettori	Bill Ryan (tel)	Mark Sciarrotta
Vermont Energy Investment Corporation	AR		Doug Hurley	
Vermont Public Power Supply Authority (VPPSA)	Publicly Owned	David Mullett		
Vitol Inc.	Supplier	Joseph Wadsworth		
Wakefield Municipal Gas and Light Department	Publicly Owned		Gary Will	
West Boylston Municipal Lighting Plant	Publicly Owned		Gary Will	

**MEMBERS AND ALTERNATES PARTICIPATING IN
APRIL 5, 2013 PARTICIPANTS COMMITTEE MEETING**

PARTICIPANT NAME	SECTOR	MEMBER NAME	ALTERNATE NAME	PROXY
Westerly Hospital	End User		Gus Fromuth	
Westfield Gas & Electric Light Department	Publicly Owned		Gary Will	
ZTECH, LLC	End User		Gus Fromuth	

**VOTES TAKEN AT
APRIL 5, 2013 PARTICIPANTS COMMITTEE MEETING**

TOTAL

Participant Name	VOTE 1	VOTE 2	VOTE 3
GENERATION	17.10	17.10	0.00
TRANSMISSION	0.00	3.42	17.10
SUPPLIER	14.25	17.10	0.00
ALTERNATIVE RESOURCES	6.44	4.10	14.41
PUBLICLY OWNED ENTITY	0.00	17.10	17.10
END USER	<u>0.00</u>	<u>0.74</u>	<u>16.36</u>
% IN FAVOR	37.79	59.56	64.97

GENERATION SECTOR

Participant Name	VOTE 1	VOTE 2	VOTE 3
Dominion Energy Marketing, Inc.	F	F	O
Entergy Nuclear Power Marketing LLC	F	F	O
EquiPower Resources Management	F	F	A
Essential Power Massachusetts LLC	F	F	A
GDF SUEZ Energy Marketing NA	A	F	O
Generation Group Member	F	F	A
Millennium Power Partners	F	F	O
NextEra Energy Resources, LLC	F	F	O
NRG Power Marketing, LLC	F	F	O
TransCanada Power Marketing Ltd.	A	F	--
IN FAVOR (F)	8	10	0
OPPOSED (O)	0	0	6
TOTAL VOTES	8	10	6
ABSTENTIONS (A)	2	0	3

TRANSMISSION SECTOR

Participant Name	VOTE 1	VOTE 2	VOTE 3
Bangor Hydro-Electric Company	A	O	F
Central Maine Power Company	O	A	--
New England Power Company	O	O	F
NU / NSTAR	O	O	F
The United Illuminating Company	O	O	F
Vermont Electric Power Company	O	F	F
IN FAVOR (F)	0	1	5
OPPOSED	5	4	0
TOTAL VOTES	5	5	5
ABSTENTIONS (A)	1	1	0

SUPPLIER SECTOR

Participant Name	VOTE 1	VOTE 2	VOTE 3
BP Energy Company	F	A	A
Brookfield Energy Marketing Inc. / CSC	F	F	O
Calpine Energy Services	F	F	A
Consolidated Edison Energy, Inc.	F	F	O
CP Energy Marketing (US) Inc.	F	F	O
DC Energy, LLC	A	A	--
Dynegy Marketing and Trade, LLC	F	F	A
Energy America, LLC	A	F	A
Exelon Generation Company	F	F	A
Granite Ridge/Merrill Lynch Commodities	F	F	A
H.Q. Energy Services (U.S.) Inc.	F	F	O
Hess Corporation	A	A	A
Kimberly-Clark Corporation	O	A	A
Linde Energy Services, Inc.	O	A	A
LIPA	A	F	O
PPL EnergyPlus, LLC	A	F	A
PSEG Energy Resources & Trade LLC	F	F	O
Vitol Inc.	A	F	A
IN FAVOR (F)	10	13	0
OPPOSED	2	0	6
TOTAL VOTES	12	13	6
ABSTENTIONS (A)	6	5	11

ALTERNATIVE RESOURCES SECTOR

Participant Name	VOTE 1	VOTE 2	VOTE 3
Renewable Generation Sub-Sector			
First Wind Energy Marketing	F	F	A
Small RG Group Member	F	A	A
Distributed Generation Sub-Sector			
Conservation Services Group	O	O	F
Small DG Group Member	O	O	F
Load Response Sub-Sector			
EnerNOC, Inc.	F	A	A
Vermont Energy Investment Corp.	O	O	F
Small LR Group Member	O	O	F
LR Provisional Group Voting Member	F	F	O
IN FAVOR (F)	4	2	4
OPPOSED	4	4	1
TOTAL VOTES	8	6	5
ABSTENTIONS (A)	0	2	3

**VOTES TAKEN AT
APRIL 5, 2013 PARTICIPANTS COMMITTEE MEETING**

PUBLICLY OWNED ENTITY SECTOR

Participant Name	VOTE 1	VOTE 2	VOTE 3
Ashburnham Municipal Light Plant	O	F	F
Boylston Municipal Light Department	O	F	F
Chicopee Municipal Lighting Plant	O	F	F
Concord Municipal Light Plant	O	F	F
Conn. Municipal Electric Energy Coop.	O	F	F
Groton Electric Light Department	O	F	F
Holden Municipal Light Department	O	F	F
Holyoke Gas & Electric Department	O	F	F
Hudson Light and Power Department	O	F	F
Hull Municipal Lighting Plant	O	F	F
Ipswich Municipal Light Department	O	F	F
Littleton (NH) Water & Light Dept.	O	F	F
Mansfield Municipal Electric Dept.	O	F	F
Marblehead Municipal Light Dept.	O	F	F
Mass. Municipal Wholesale Electric Co.	O	F	F
Middleborough Gas and Electric Dept.	O	F	F
Middleton Municipal Electric Dept.	O	F	F
New Hampshire Electric Cooperative	O	F	F
Paxton Municipal Light Department	O	F	F
Peabody Municipal Light Plant	O	F	F
Princeton Municipal Light Department	O	F	F
Rowley Municipal Lighting Plant	O	F	F
Russell Municipal Light Department	O	F	F
Shrewsbury's Electric & Cable Ops	O	F	F
South Hadley Electric Light Dept.	O	F	F
Sterling Municipal Electric Light Dept.	O	F	F
Taunton Municipal Lighting Plant	O	F	F
Templeton Municipal Lighting Plant	O	F	F
Vermont Electric Cooperative	O	F	F
Vermont Public Power Supply Authority	O	F	A
Wakefield Municipal Gas & Light Dept.	O	F	F
West Boylston Municipal Lighting Plant	O	F	F
Westfield Gas & Electric Light Dept.	O	F	F
IN FAVOR (F)	0	33	32
OPPOSED	33	0	0
TOTAL VOTES	33	33	32
ABSTENTIONS (A)	0	0	1

END USER SECTOR

Participant Name	VOTE 1	VOTE 2	VOTE 3
Cianbro Companies	A	O	F
Conservation Law Foundation	O	F	O
Corinth Wood Pellets, LLC	A	O	F
Dragon Products Company	A	O	F
Elektrisola, Inc.	A	O	F
Fairchild Semiconductor Corporation	A	O	F
Food City, Inc.	A	O	F
Hardwood Products Company	A	O	F
Harvard Dedicated Energy Limited	A	O	F
LaBree's Inc.	A	O	F
Maine Public Advocate Office	O	O	F
Marden's Inc.	A	O	F
Mass. Attorney General's Office	O	O	F
MoArk, LLC	A	O	F
NH Office of Consumer Advocate	O	O	F
PalletOne of Maine	A	O	F
PowerOptions, Inc.	O	O	F
Praxair, Inc.	O	A	A
St. Anselm College	A	O	F
St. Joseph Health Services of RI	A	O	F
Shipyard Brewing Co., LLC	A	O	F
The Energy Consortium	--	O	F
Union of Concerned Scientists	O	A	A
Utility Services Inc.	A	A	A
Westerly Hospital, The	A	O	F
Z-TECH, LLC	A	O	F
IN FAVOR (F)	0	1	22
OPPOSED	7	22	1
TOTAL VOTES	7	23	23
ABSTENTIONS (A)	18	3	3