

**FINAL**

A meeting of the NEPOOL Participants Committee was held beginning at 10:00 a.m. on Friday, June 7, 2013 at the Colonnade Hotel, 120 Huntington Avenue, Boston, 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.

**VOTE ON SLATE OF CANDIDATES FOR ISO BOARD (EXECUTIVE SESSION)**

The Committee began the meeting with members agreeing to go into Executive Session to consider a proposed slate of candidates for election to the ISO Board. Members were reminded that the reason for consideration of the slate in Executive Session was to maintain the identity of the candidates being considered for membership on the ISO Board in confidence until there was a final ISO Board decision on the slate. That slate, which was identified in a confidential package of materials that was circulated to the members and alternates of the Committee in advance of the meeting, was presented on behalf of the Joint Nominating Committee (JNC) by Mr. Paul Levy, with comments from the Participants Committee Officers who participated in the JNC efforts. Following that presentation, Mr. Levy and all ISO representatives still present left the meeting. The slate was then discussed among the voting representatives.

Following discussion in Executive Session, the following motion was duly made, seconded and voted by written ballot per prior agreement of the Participants Committee:

RESOLVED, that the Participants Committee endorses the slate of candidates for the ISO Board that has been recommended by the Joint Nominating Committee and presented to the Participants Committee in executive session at this meeting.

Following Executive Session and tabulation of the written ballots, Mr. Doot announced to the Committee that the motion to endorse the slate passed with votes in excess of 70% of the aggregate Sector Voting Shares, as required under the Participants Agreement. Mr. Doot reminded the Committee that the ISO Board would proceed to vote on the Committee-endorsed confidential slate in due course, which was expected to occur just ahead of the beginning of the Summer Meeting, and again urged Participants to keep the information regarding the slate confidential until the ISO Board announced publicly the election of the slate. He indicated that a copy of the ISO announcement would be circulated to the Committee promptly following its issuance.

#### **REAPPOINTMENT OF REVIEW BOARD MEMBERS**

While in Executive Session, the Committee members and alternates were referred to materials posted in advance of the meeting concerning the reappointment of two of the three Review Board members. Mr. Doot explained that this matter was introduced initially in Executive Session in order to provide members the opportunity to discuss the Review Board members confidentially. Following that introduction and opportunity for comment, the Committee recessed.

The Committee reconvened at 10:30 a.m. out of Executive Session, with the following motion, which was duly made, seconded and unanimously approved without discussion:

RESOLVED, that the Participants Committee reappoints to the Review Board Mr. Jacob (Jack) Feinstein (for a term of four years) and Mr. William J. Museler (for a term of three years), with each new term to commence July 1, 2013, as presented to the Participants Committee at this meeting, it being understood that (1) approval of this resolution does not require or otherwise create an expectation that the Review Board will remain in existence for another three or four years, and (2) any vote in favor of this

resolution is without prejudice to the position of the Participant on whose behalf that vote is cast with respect to the future continuation or elimination of the Review Board arrangements.

### **APPROVAL OF APRIL 5, MAY 3, AND MAY 16, 2013 MEETING MINUTES**

Mr. Doot referred the Committee to the preliminary minutes for the April 5, May 3, and May 16, 2013 meetings, as posted in advance of the meeting. Following motion duly made and seconded, the preliminary minutes for the April 5, May 3, and May 16 meetings 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 with an abstention by GDF Suez relating to Consent Agenda Item #3 (Treatment of Net Supply in FCM). The GDF Suez representative explained that its abstention was not because it opposed the item, but because it sought ISO confirmation of, and a commitment concerning, the process for a generator with net supply to become a generator behind the meter. In response to this comment, Dr. Robert Ethier, ISO Vice President Market Development, explained that, in order for a generator on the system but behind the meter to become a Resource in the Markets, that generator must submit to and go through the standard generator interconnection process, which he acknowledged was a somewhat detailed and time-consuming process.

### **REPORT OF THE ISO CHIEF EXECUTIVE OFFICER**

Mr. Gordon van Welie, ISO Chief Executive Officer, referred the Committee to the summary of the ISO Board and Board Committee meetings that had occurred since the May 3, 2013 meeting, which had been posted 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 June COO Report, which had been posted in advance of the meeting on both the NEPOOL and ISO websites. He explained that the report reflected data through May 29. Summarizing that data, he reported that in May: (i) natural gas prices were 36% lower and oil prices were 0.2% higher than April 2013 average values; (ii) Real-Time Hub LMPs were 12.6% lower than April 2013 averages; (iii) Net Commitment Period Compensation (NCPC), totaling \$4.1 million, was \$2.9 million lower than April 2013 NCPC; (iv) first contingency payments totaled \$2.8 million, which was \$570,000 higher than April's first contingency payments; (v) second contingency payments totaled \$1.2 million, which was \$3.2 million lower than the \$4.4 million in April; (vi) voltage support payments totaled \$39,000, down \$247,000 from April; and (vii) in accordance with Market Rule 1, \$1.3 million of the \$3.6 million in Local Second Contingency Protection Resource (LSCPR) charges during April 2013 had been re-allocated from Real-Time Load Obligation (RTLO) to Network Load in the Maine Reliability Region. He reported that, based on the 50/50 and 90/10 load forecasts, the lowest Summer Operable Capacity Margin was projected for the week beginning June 8.

Dr. Chadalavada reported that on May 23 the Day-Ahead Market timelines/deadlines shifted ahead, with Day-Ahead Market results being posted when approved, rather than holding the results until the deadline. He reviewed that hardware, software, and process upgrades implemented over the prior 4-6 months had contributed to reduced processing time and allowed the ISO to post results of its Day-Ahead dispatch plan as early as 1:00 p.m. He explained that bid processing might take longer when the system was under stress, but that the cut-over to the earlier dispatch time proved to be one of the smoothest for changes of that magnitude.

He then reported on the tight system conditions experienced in Southeast MA and RI from May 30 through June 3 caused by maintenance outages of local generation and a 345 kV

line at a time when there was unseasonably hot weather. He noted that an Abnormal Conditions Alert pursuant to Master/Local Control Center Procedure No. 2 had been issued, and the ISO had also alerted gas pipeline operators and generator Designated Entities as to the importance to reliability of the operation of gas-fired resources in the area during this period. He reported that all NERC, NPCC and New England criteria were met during the period, and ISO, National Grid and NSTAR operations worked collaboratively during this period. In commenting on the challenges during this time, Dr. Chadalavada referred members to a chart in his report that showed weekly peaks for the last two weeks of May and the first week of June, showing that there was a peak of 22,410 MW on May 31, which was the 2<sup>nd</sup> highest peak ever to occur in May.

Dr. Chadalavada then reminded the Committee that Algonquin had limited capacity due to scheduled maintenance at its Cromwell, Connecticut compressor station. He said that customers were notified of the Algonquin maintenance in January 2013, and the ISO had been in contract with the pipelines and generators multiple times since then. The pipeline outage reduced available generation by about 2,796 MW. He stated the outage was expected to last from June 1 through June 14.

Dr. Chadalavada went on to report that, on May 31, the FERC issued an order accepting four capacity zones for FCA8. Per the requirements of that order, he said that the ISO would begin outlining the framework for the regional stakeholder process to define future capacity zones. He reviewed that the resource qualification process for FCA8 was underway, with final qualification packages due June 17.

Finally, he reported that Connecticut and Rhode Island siting hearings for the New England East-West Solution (NEEWS) interstate reliability project had been completed and Massachusetts hearings were expected to begin in August.

The Committee asked clarifying questions on the COO Report. Dr. Chadalavada was unable to provide details in response to a member's question regarding the total LSCPR uplift for the month, but explained that half of that uplift was reported in Maine and he believed the remaining half of LSCPR was distributed fairly evenly. Responding to questions concerning what known transmission outages for the summer period could be expected to effect NCPC and the New England Markets generally, Dr. Chadalavada reported that, unlike the Summer of 2012, work in lower SEMA and Greater Springfield was either complete or very close being in-service. Work on the Maine Power Reliability Program (MPRP) in Maine was continuing and could be expected to impact operations and uplift for the next 18 months. He committed to provide additional information on such impacts as it became available.

Responding to questions concerning the Day-Ahead Energy Market timeline changes, Dr. Chadalavada noted that the ISO's success in completing its initial Resource Adequacy Assessment (RAA) by 13:00 may not be consistently achievable. He explained that part of the ISO's ability to accelerate its RAA was the result of improvements in the hardware and software and he was uncertain what additional gains may be achieved through faster processing. He cautioned that the early experiences reflected only 10 days of operation during a time that the system was fairly unconstrained. Should there be more constraints on the system, RAA processing might take longer. He committed to continue discussion on this topic once there was more experience with the new timelines and processing improvements. A member encouraged the ISO to share its experiences with NYISO and work to have NYISO's results published earlier as well. Dr. Chadalavada reported that the ISO had communicated with NYISO both at management level and between the Control Rooms. He stated also that a Customer Service notice was sent to all the stakeholders in New York alerting them of New England's Day-Ahead Energy Market timeline changes. He said that NYISO management agreed to consider whether

NYISO could release its results sooner so that those results could be considered as Market Participants were bidding in New England.

A member asked for additional explanation concerning Minimum Generation (Min Gen) Events during the last week of May. In response, and referring to slides 13-15 of his report, Dr. Chadalavada explained the Min Gen Events on two of those days were the result of loads a few hundred megawatts below forecast (experienced during the morning ramp, between 5:00 and 7:00 a.m.). The third Min Gen Event occurred when a pumping load tripped off-line unexpectedly, which created a lower than expected load. In response to a member's question as to why there were not \$0.00 energy costs during those Events, Dr. Chadalavada explained that, because the Min Gen Events and Warnings were addressed by cutting scheduled Real-Time interchanges, Energy prices would not yet have been impacted.

### **ENERGY MARKET OFFER FLEXIBILITY PROPOSAL**

Ms. Allison DiGrande, Markets Committee Chair, referred the Committee to the materials posted in advance of the meeting regarding ISO-proposed Tariff revisions to enhance energy market offer flexibility. She reported that the proposal reflected changes in response to feedback from Participants. At its June 4-5 meeting earlier that week, the Markets Committee recommended some additional revisions and considered an amendment offered by representatives of Northeast Utilities (NU) to change the ISO-proposed negative offers and set the Energy Offer Floor from negative \$150/MWh to \$0.00/MWh. Ms. DiGrande said that the Markets Committee failed to recommend support for the motion to amend and approved the ISO's recommendation.

The following motion was then duly made and seconded:

RESOLVED, that the Participants Committee supports the revisions to Market Rule 1 and the Tariff's centralized Definitions Section to implement the energy market offer structure to allow Day-Ahead offers to vary by hour, Real-Time offer changes,

negative offers and self-scheduling changes, as well as the IMM's proposed revisions to Appendix A to Market Rule 1 to implement the mitigation proposal for this subject, as recommended by the Markets Committee at its June 4-5, 2013 meeting and as circulated to this Committee in advance of this meeting, together with such non-substantive changes as may be approved by the Chair and Vice-Chair of the Markets Committee.

The Committee then discussed the motion. In support, members expressed appreciation to the ISO for finally bringing these enhancements forward, which they generally viewed favorably. Continuing concern was noted that the changes did not provide sufficient flexibility for dual-fuel units, particularly when those units were required to burn oil, and members sharing those concerns indicated they looked forward to working on those issues in the future. A NESCOE representative stated that the six New England States supported the proposed changes. A renewable generation representative, noting his general support, and specifically his support for the proposed negative \$150 MWh price floor to protect against potential unforeseen consequences as Market Participants become accustomed to negative pricing.

There was concern expressed with the market mitigation provisions of the proposal. A Generation Sector representative expressed support for the changes to move to the hourly structure, but was concerned with the extent of burdens and reporting that may be placed on Market Participants and the Internal Market Monitor (IMM). A Supplier Sector representative explained her company's support for the added bidding flexibility under the proposal, but because the mitigation provisions were consolidated with the proposal, she would be compelled to oppose the package. She continued that her company's principal concern was with the increased mitigation that would result from the IMM automatically applying an index when the uncertainty factor might still be insufficient to permit generators to recover their full fuel prices. She requested that ISO hold a webinar and provide more detailed communications as implementation of this added flexibility neared implementation.



Following that discussion, the NU representative made a motion to amend the main motion, which was seconded, to change the definition of Energy Offer Floor as proposed in Section I.2.2 of the Tariff from the Markets Committee-recommended negative \$150/MWh to \$0/MWh. He explained that the interaction between long-term contracts for renewable energy development in Massachusetts and Connecticut would result in customers not only paying high prices for renewable power, but also supporting the negative energy prices those resources must pay if operating during times of low load. He stated that the logical response to such pricing would be to construct an even more robust interconnection system or to require that projects in the future be responsible for operating during times of negative energy pricing.

The Committee discussed NU's motion to amend. Several members expressed opposition to the motion to amend. A member stated that the fact that long-term contracts had not contemplated this kind of Market Rule change was not sufficient reason not to improve the markets, particularly where, as here, there was a change most considered to be positive, including the wind generators that could be most directly impacted by this change. One member who supported NU's amendment asked the ISO to limit negative offers only to the Real-Time Energy Market in order to avoid problems that could occur with negative prices in the Day-Ahead Energy Market.

On behalf of the ISO, Dr. Ethier acknowledged the extensive discussion at the Markets Committee, and indicated that the ISO still believed that negative offers were a far superior way of dispatching down resources than the then-current administrative procedures and was likely also to be much more efficient. He noted Control Room operators' support for the change given on-going challenges experienced with the administrative rules for manually backing resources down. He added that the proposed changes would not go into effect until the fall of 2014, which would allow time to negotiate changes to contracts.

The Committee then voted NU's motion to amend the main motion and that vote failed.

Before the main motion was voted, a member asked whether any portion of the package might be implemented before the fall of 2014. The ISO clarified that the entire package would be implemented simultaneously.

The unamended main motion was then voted and approved, with oppositions noted by: Capital Power, Dominion, and UI; and abstentions noted by: EquiPower, Essential Power, IECG, Kimberly-Clark, Linde, Maine Public Advocate, Maine Skiing, NextEra, NH OCA, NU, Praxair, and the AR Small Renewable Generation Group Member representative.

### **FORWARD RESERVE MARKET (FRM) INCENTIVES PROPOSAL**

Ms. DiGrande referred the Committee to the materials posted in advance of the meeting regarding ISO-proposed revisions to the Forward Reserve Market (FRM Incentives Proposal). The FRM Incentives Proposal included the following proposed changes: (1) the inclusion of the Real-Time Reserve Clearing Price (adjusted down from the FRM Payment Rate) in the calculation of the Failure-to-Reserve Penalty to allow the penalty for non-performance of Forward Reserve resources during periods of reserve scarcity to reflect the actual Real-Time replacement cost; and (2) the addition of an additional trigger when a Failure-to-Activate Penalty could be applied to non-performing Forward Reserve resources. Ms. DiGrande reported that the Markets Committee considered an earlier version of the FRM Incentives Proposal at its May 14-15, 2013 meeting and failed to recommend support with a 53.83% Vote in favor. Subsequent to that Markets Committee meeting, the ISO revised its FRM Incentives Proposal and asked the Markets Committee to consider the revised proposal at its next regularly scheduled meeting. She reported that the Markets Committee considered and failed to recommend support for the revised FRM Incentives Proposal at its June 4-5, 2013 meeting with a 57.2% Vote in favor.

The following motion was then duly made and seconded:

RESOLVED, that the Participants Committee supports the revisions to Market Rule 1 and ISO New England Manuals M-28 and M-36 to address the Forward Reserve Market incentives regarding the Forward Reserve

Failure-to-Reserve Penalty and the TMOR Failure-to-Activate Penalty triggering events, as recommended by the ISO and as circulated to this Committee in advance of this meeting, together with such non-substantive changes as may be approved by the Chair and Vice-Chair of the Markets Committee.

The Committee then discussed the motion. A Generation Sector representative explained that his company supported the Failure-to-Activate Penalty provisions, but would be unable to support the FRM Incentives Proposal because of concerns with proposed changes to the Failure-to-Reserve Penalty. He stated a concern with the relationship between the FRM product and the proposed Failure-to-Reserve Penalty design, which he contended did not reflect the compensation that resources would currently be provided because the resource was settling to a Real-Time market where the ISO was taking all actions necessary to maintain Real-Time reserves. He also noted that there had recently been significant changes to the FRM, including a set of reserve auditing rule changes that had only been in effect for one week. A result of those changes was an increase by a factor of almost 10 between FRM quantities available in prior winter's and current summer's FRM auction. He stated his opinion that it was inappropriate to implement market design changes imposing additional penalty exposure until after there was some experience with the new FRM auditing rules. Several members expressed similar concerns with the FRM Incentives Proposal and agreed that they could support the changes to the Failure-to-Activate Penalty but not support the ISO-proposed changes to the Failure-to-Reserve Penalty.

Other members argued in support of the FRM Incentives Proposal. They agreed that resources selling forward reserves through the FRM should be assured prices at least as high as resources providing operating reserves in Real-Time. They opined that the ISO should receive the supplies for which payments have been made and it was preferable to ensure that result through better price signals as the ISO had proposed. An End User representative expressed support for the FRM Incentives Proposal because, in his opinion, it complimented and was necessary to balance some of the other FRM changes already approved, such as increases to the

amount of forward reserves purchased, and the addition of Reserve Constraint Penalty Factors that ensures either reserve performance or lowers prices, to the benefit of consumers. He also noted that the ISO had indicated that increased availability of forward reserves could result in reduced total forward reserves in the future.

In final remarks, Christopher Parent, ISO Manager, Market Development, explained that, over the past year, the ISO had brought a package of changes through the Committee: the immediate changes to increase the forward reserve requirement last year in response to an immediate need, the auditing changes made this summer, and the FRM Incentives Proposal under consideration to complement those two earlier sets of changes. The ISO believed it appropriate to establish a trigger penalizing resources that did not deliver, particularly as it was procuring more reserves, especially TMOR. Addressing the Failure-to-Reserve Penalty, he noted the ISO view that then-current construct did not provide the right incentives. Mr. Parent clarified that under the then-current market design, resources that cleared in the FRM were not paid the Real-Time price, and therefore the FRM Incentives Proposal was to be complementary to, rather than at odds with, that design. He added that the proposed FRM changes were directed at the supply side, not at the demand-side, and were intended to address directly resource performance. He concluded by opining that the proposed package of changes would create appropriate incentives for FRM resources to be available and to perform, leading ultimately, in conjunction with the auditing changes, to reduced reserve requirements and costs.

The motion was voted and approved with a 67.76% Vote in favor (Generation – 10.26%; Transmission – 10.26%; Supplier – 15.64%; Alternative Resources – 14.50%; Publicly Owned Entity – 0%; and End User – 17.10%). (See Vote 1 on Attachment 2).

## **LITIGATION REPORT**

Mr. Doot referred the Committee to the May 31 Litigation Report that had been posted in advance of the meeting, noting again the high-level of activity. He highlighted the FERC's May 31 order on the FCA8 revisions compliance filing, which accepted the ISO's proposal to retain four capacity zones for FCA8, but directed consideration of specific issues and completion of specific tasks through the stakeholder process. Those required issues and tasks for future work included identification of the appropriate number of zones going forward, and submission of a schedule within 60 days of the order for the process to complete all assigned tasks. Mr. Doot reported that, following discussions among the officers and the ISO, the Reliability Committee would be the Principal Committee to take lead responsibility for those efforts, with notice of all meetings where those issues would be discussed to be provided to all Markets Committee members, who were encouraged to participate if and as interested.

In addition, Mr. Doot noted the complaint against the ISO filed on May 17 by the New England Power Generators Association (NEPGA) (which alleged certain generator obligations articulated by the ISO were new and unfiled with the FERC, and thereby violated section 205 of the Federal Power Act and were unenforceable). He reported that answers and numerous comments had just been filed and would be summarized for members. Mr. Patrick Gerity added that initial post-hearing briefs in the 2011 Base Return on Equity (ROE) complaint had also been submitted the previous day.

## **OTHER BUSINESS**

Mr. Doot referred the Committee to the NEPOOL calendar on the NEPOOL website, highlighting upcoming meetings and events. He reminded the Committee that the next regularly scheduled meeting of the Participants Committee was the Summer Meeting scheduled for June

25-27 at the Newport Hyatt Hotel in Newport, RI. Mr. Doot also reminded the members of the NECPUC Symposium scheduled for June 9-12 in Groton, CT.

There being no further business, the meeting adjourned at 12:02 p.m.

Respectfully submitted,

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David T. Doot, Secretary

**MEMBERS AND ALTERNATES PARTICIPATING IN  
JUNE 7, 2013 PARTICIPANTS COMMITTEE MEETING**

| PARTICIPANT NAME                                | SECTOR         | MEMBER NAME           | ALTERNATE NAME     | PROXY                   |
|---|----------------|-----------------------|--------------------|-------------------------|
| Ashburnham Municipal Light Plant                | Publicly Owned |                       | Gary Will          |                         |
| Bangor Hydro-Electric Company                   | Transmission   |                       | Stacy Dimou        |                         |
| Boylston Municipal Light Department             | Publicly Owned |                       | Gary Will          |                         |
| BP Energy Company                               | Supplier       |                       |                    | Nancy Chafetz           |
| Brookfield Energy Marketing Inc. / CSC          | Supplier       | Aleksandar Mitreski   | Jose Rotger        |                         |
| Calpine Energy Services, LP                     | Supplier       | John Flumerfelt       |                    |                         |
| Central Maine Power Company                     | Transmission   | Eric Stinneford (tel) | Sue Clary (tel)    |                         |
| Cianbro Companies                               | End User       | Gus Fromuth           |                    |                         |
| Chicopee Municipal Lighting Plant               | Publicly Owned |                       | Gary Will          |                         |
| Concord Municipal Light Plant                   | Publicly Owned |                       | Gary Will          |                         |
| 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       | Michelle Gardner      |                    |                         |
| DC Energy, LLC                                  | Supplier       | Bruce Bleiweis (tel)  |                    |                         |
| 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       |                       |                    | Nancy Chafetz           |
| EnerNOC, Inc.                                   | AR             | Herb Healy            |                    |                         |
| Entergy Nuclear Power Marketing, Inc.           | Generation     |                       | Richard Milici     |                         |
| EP Energy Massachusetts, LLC (Essential Power)  | Generation     | M.Q. Riding (tel)     |                    |                         |
| EquiPower Resources Management, LLC             | Generation     |                       | William Fowler     |                         |
| Exelon New England Holdings / Constellation     | Supplier       |                       | William Fowler     |                         |
| Fairchild Semiconductor Corporation             | End User       | Gus Fromuth           |                    |                         |
| First Wind Energy Marketing, Inc.               | AR             | Carter Scott (tel)    |                    | Robert Stein            |
| 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     |                       | Abby Krich         |                         |
| 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       |                       |                    | Roger Borghesani        |
| Hess Corporation                                | Supplier       |                       |                    | 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 Kieny        |                         |
| Long Island Lighting Company (LIPA)             | Supplier       | William Killgoar      |                    |                         |
| Maine Public Advocate Office                    | End User       |                       |                    | Sarah Jackson           |
| Mansfield Municipal Electric Department         | Publicly Owned |                       | Gary Will          |                         |
| Marblehead Municipal Light Department           | Publicly Owned |                       | Gary Will          |                         |

**MEMBERS AND ALTERNATES PARTICIPATING IN  
JUNE 7, 2013 PARTICIPANTS COMMITTEE MEETING**

| <b>PARTICIPANT NAME</b>                             | <b>SECTOR</b>  | <b>MEMBER NAME</b>     | <b>ALTERNATE NAME</b> | <b>PROXY</b>            |
|---|----------------|------------------------|-----------------------|-------------------------|
| Marden's Inc.                                       | End User       | Gus Fromuth            |                       |                         |
| Mass. Attorney General's Office                     | End User       |                        | Patrick Tarmey        |                         |
| 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     | Fernando DaSilva (tel) |                       |                         |
| 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 (tel)     |                       |                         |
| 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             |                         |
| Shipyard 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             |                         |
| Templeton Municipal Lighting Plant                  | Publicly Owned |                        | Gary Will             |                         |
| The Energy Consortium                               | End User       | Roger Borghesani       |                       |                         |
| TransCanada Power Marketing Ltd.                    | Generation     | Stuart Ormsbee         |                       |                         |
| Union of Concerned Scientists (UCS)                 | End User       | Paul Peterson          |                       |                         |
| United Illuminating Company, The (UI)               | Transmission   | Rich Peters            |                       |                         |
| Utility Services Inc.                               | End User       |                        |                       | Paul Peterson           |
| Vermont Electric Cooperative                        | Publicly Owned | Craig Kieny            |                       |                         |
| Vermont Electric Power Company, Inc. (VELCO)        | Transmission   | Frank Etori            | Bill Ryan (tel)       |                         |
| Vermont Energy Investment Corporation               | AR             |                        | Doug Hurley           |                         |
| Vermont Public Power Supply Authority (VPPSA)       | Publicly Owned | David Mullett          |                       |                         |
| Verso Maine Energy LLC                              | Generation     |                        | David Norman          |                         |
| Vitol Inc.  | Supplier       | Joseph Wadsworth (tel) |                       |                         |
| Wakefield Municipal Gas and Light Department        | Publicly Owned |                        | Gary Will             |                         |
| West Boylston Municipal Lighting Plant              | Publicly Owned |                        | Gary Will             |                         |
| Westerly Hospital                                   | End User       |                        | Gus Fromuth           |                         |
| Westfield Gas & Electric Light Department           | Publicly Owned |                        | Gary Will             |                         |
| ZTECH, LLC  | End User       |                        | Gus Fromuth           |                         |



**VOTE TAKEN AT  
JUNE 7, 2013 PARTICIPANTS COMMITTEE MEETING**

**TOTAL**

| Participant Name      | VOTE 1       |
|-----------------------|--------------|
| GENERATION            | 10.26        |
| TRANSMISSION          | 10.26        |
| SUPPLIER              | 15.64        |
| ALTERNATIVE RESOURCES | 14.50        |
| PUBLICLY OWNED ENTITY | 0.00         |
| END USER              | 17.10        |
| <b>% IN FAVOR</b>     | <b>67.76</b> |

**GENERATION SECTOR**

| Participant Name                        | VOTE 1 |
|---|--------|
| Dominion Energy Marketing, Inc.         | A      |
| Entergy Nuclear Power Marketing LLC     | A      |
| EquiPower Resources Management, LLC     | F      |
| Essential Power Massachusetts, LLC      | A      |
| GDF SUEZ Energy Marketing North America | F      |
| Generation Group Member                 | F      |
| Millennium Power Partners               | A      |
| NextEra Energy Resources, LLC           | O      |
| NRG Power Marketing, LLC                | O      |
| Verso Maine Energy LLC                  | A      |
|   |        |
| IN FAVOR (F)                            | 3      |
| OPPOSED (O)                             | 2      |
| TOTAL VOTES                             | 5      |
| ABSTENTIONS (A)                         | 5      |

**TRANSMISSION SECTOR**

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

**SUPPLIER SECTOR**

| Participant Name                               | VOTE 1 |
|--|--------|
| BP Energy Company                              | F      |
| Brookfield Energy Marketing Inc./CSC           | S      |
| <i>Brookfield (70%, when split)</i>            | F      |
| <i>Cross-Sound Cable Co. (30%, when split)</i> | A      |
| Calpine Energy Services                        | F      |
| CP Energy Marketing (US) Inc.                  | A      |
| Dynegy Marketing and Trade, LLC                | F      |
| Energy America, LLC                            | F      |
| Exelon Generation Company                      | F      |
| Galt Power, Inc.                               | A      |
| Granite Ridge/Merrill Lynch Commodities        | F      |
| H.Q. Energy Services (U.S.) Inc.               | F      |
| Hess Corporation                               | A      |
| Integrus Energy Services, Inc.                 | A      |
| Kimberly-Clark Corporation                     | F      |
| Linde Energy Services, Inc.                    | F      |
| LIPA   | A      |
| PPL EnergyPlus, LLC                            | A      |
| PSEG Energy Resources & Trade LLC              | O      |
| Vitol Inc.                                     | F      |
|  |        |
| IN FAVOR (F)                                   | 10.7   |
| OPPOSED  | 1.0    |
| TOTAL VOTES                                    | 11.7   |
| ABSTENTIONS (A)                                | 6.3    |

**ALTERNATIVE RESOURCES SECTOR**

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

**VOTE TAKEN AT  
JUNE 7, 2013 PARTICIPANTS COMMITTEE MEETING**

**PUBLICLY OWNED ENTITY SECTOR**

| <b>Participant Name</b>                 | <b>VOTE 1</b> |
|---|---------------|
| Ashburnham Municipal Light Plant        | O             |
| Boylston Municipal Light Department     | O             |
| Chicopee Municipal Lighting Plant       | O             |
| Concord Municipal Light Plant           | O             |
| Groton Electric Light Department        | O             |
| Holden Municipal Light Department       | O             |
| Holyoke Gas & Electric Department       | O             |
| Hudson Light and Power Department       | O             |
| Hull Municipal Lighting Plant           | O             |
| Ipswich Municipal Light Department      | O             |
| Mansfield Municipal Electric Dept.      | O             |
| Marblehead Municipal Light Dept.        | O             |
| Mass. Municipal Wholesale Electric Co.  | O             |
| Middleborough Gas and Electric Dept.    | O             |
| Middleton Municipal Electric Dept.      | O             |
| New Hampshire Electric Cooperative      | A             |
| Paxton Municipal Light Department       | O             |
| Peabody Municipal Light Plant           | O             |
| Princeton Municipal Light Department    | O             |
| Rowley Municipal Lighting Plant         | O             |
| Russell Municipal Light Department      | O             |
| Shrewsbury's Electric & Cable Ops       | O             |
| South Hadley Electric Light Dept.       | O             |
| Sterling Municipal Electric Light Dept. | O             |
| Templeton Municipal Lighting Plant      | O             |
| Wakefield Municipal Gas & Light Dept.   | O             |
| West Boylston Municipal Lighting Plant  | O             |
| Westfield Gas & Electric Light Dept.    | O             |
|   |               |
| IN FAVOR (F)                            | 0             |
| OPPOSED                                 | 27            |
| TOTAL VOTES                             | 27            |
| ABSTENTIONS (A)                         | 1             |

**END USER SECTOR**

| <b>Participant Name</b>                | <b>VOTE 1</b> |
|--|---------------|
| Associated Industries of Massachusetts | F             |
| Cianbro Companies                      | F             |
| Conservation Law Foundation            | F             |
| Corinth Wood Pellets, LLC              | F             |
| Dragon Products Company                | F             |
| Elektrisola, Inc.                      | F             |
| Fairchild Semiconductor Corporation    | F             |
| Food City, Inc.                        | F             |
| Hardwood Products Company              | F             |
| Harvard Dedicated Energy Limited       | F             |
| Industrial Energy Consumer Group       | F             |
| LaBree's Inc.                          | F             |
| Maine Public Advocate Office           | F             |
| Maine Skiing, Inc.                     | F             |
| Marden's Inc.                          | F             |
| Mass. Attorney General's Office        | F             |
| MoArk, LLC                             | F             |
| NH Office of Consumer Advocate         | F             |
| PalletOne of Maine                     | F             |
| PowerOptions, Inc.                     | F             |
| Praxair, Inc.                          | F             |
| St. Anselm College                     | F             |
| Shipyard Brewing Co., LLC              | F             |
| The Energy Consortium                  | F             |
| Union of Concerned Scientists          | F             |
| Utility Services Inc.                  | F             |
| Westerly Hospital                      | F             |
| Z-TECH, LLC                            | F             |
|  |               |
| IN FAVOR (F)                           | 28            |
| OPPOSED                                | 0             |
| TOTAL VOTES                            | 28            |
| ABSTENTIONS (A)                        | 0             |