

FINAL

A meeting of the NEPOOL Participants Committee was held beginning at 10:00 a.m. on Friday, October 4, 2013 at the Renaissance Providence Downtown Hotel, 5 Avenue of the Arts, Providence, RI, 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.

APPROVAL OF SEPTEMBER 13, 2013 MINUTES

Mr. Doot referred the Committee to the preliminary minutes for the September 13, 2013 Participants Committee meeting that had been circulated in advance of the meeting. Following motion duly made and seconded, the preliminary minutes were unanimously approved, with an abstention noted by CMP.

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 approved with oppositions noted by Cross Sound Cable (CSC), LIPA, and ConEd.

The representatives of CSC, LIPA and ConEd attributed their opposition to the Consent Agenda to Item #1 (HQICC and ICR/LSR/MCL Values for FCA8 (2017/2018 Capability Period)), which reflected continued and previously voiced opposition to what they perceived to be a lack of recognition of the reliability benefits of the Cross-Sound Cable in the determination of the HQICC and ICR-related values.

REPORT OF ISO CHIEF EXECUTIVE OFFICER

Mr. Raymond Hepper, ISO Vice President and General Counsel, referred the Committee to the summary of the ISO Board and Board Committee meetings that had occurred since the September 13 meeting, which had been posted in advance of the meeting. There were no questions on the summary report.

Mr. Doot, responding to questions he had received ahead of the meeting, reported that Ms. Kate Jackson had assumed the role as the Chair of the ISO Board of Directors, noting that her election to the Chair had been announced in May. He indicated that NEPOOL and ISO Counsel would work together to assure that the Board committee structure was identified in a posting.

REPORT OF ISO CHIEF OPERATING OFFICER

Dr. Vamsi Chadalavada, ISO Chief Operating Officer (COO), referred the Committee to the October COO Report, which had been posted in advance of the meeting on both the NEPOOL and ISO websites. He reported that, in September: (i) natural gas prices were 5.6% higher and oil prices were 1.7% higher than August 2013 average values; (ii) Real-Time Hub locational marginal prices (LMPs) were 7.7% higher than August averages; (iii) Net Commitment Period Compensation (NCPC), totaling \$4.5 million, was \$346,000 lower than August NCPC; (iv) first contingency payments totaled \$1.1 million, which was \$353,000 lower than August's first contingency payments; (v) second contingency payments totaled \$3.1 million, which was \$3 million higher than in August; and (vi) voltage support payments totaled \$81,000, down \$1.4 million from August. He reported that, based on the 50/50 and 90/10 load forecasts, the lowest Fall Operable Capacity Margin was projected for the week beginning November 2 and the lowest Winter Operable Capacity Margin was projected for the week beginning January 18, 2014.

Turning to system operations, Dr. Chadalavada highlighted that the 2013 Regional System Plan was sent to the ISO Board on September 27. He reported that the eighth Forward Capacity Auction (FCA8) new resource qualification and de-list bids reviews had been completed and reported on September 27. He said that the ISO was reviewing the Non-Price Retirement requests from Vermont Yankee, Bridgeport Harbor #2, and five other smaller resources, which would all be presented at the October 15 Reliability Committee meeting for an advisory vote. He stated that work was ongoing for modeling capacity zones for FCA9 and beyond.

Dr. Chadalavada then referred the Committee to a chart reflecting Hourly Real-Time LMPs from September 1-25, 2013. He explained that the system experienced very hot weather, high loads, and scheduled maintenance outages on September 11. The ISO was able to serve load reliably on that date, but the Peak Energy Rent (PER) was triggered for one hour for \$.07 kW/month, the strike price was \$515, and the Rest of Pool LMP was \$592. He noted that this PER had just occurred in the Rest of Pool zone and not in the Maine zone, as the Maine LMP was under the strike price due to negative congestion resulting from export constraints.

Members then asked clarifying questions on the COO Report. In response to a question, Dr. Chadalavada confirmed that the \$.07 kW/month PER adjustment would apply for the next twelve months. Responding to a question regarding the Local Second Contingency Protection Resource (LSCPR) uplift, Dr. Chadalavada explained that there were outages of both transmission and typically in-merit generation, requiring the ISO to dispatch more expensive resources to support second contingency protection in NEMA. In response to another question, Dr. Chadalavada committed the ISO to report back to NEPOOL on whether any generator node experienced a price on September 11 that exceeded the PER strike price.

2014 NESCOE BUDGET

Mr. Joel Gordon, Chair, Budget & Finance Subcommittee (Subcommittee), referred the Committee to the NESCOE materials posted in advance of the meeting regarding the 2014 NESCOE Budget. He stated that the 2014 budget was 1.2% higher than the 2013 budget and was consistent with the five-year *pro forma* projections provided to the Participants Committee in March 2012 and later accepted by the FERC. He noted a reduction made to the kilowatt-hour rate included with the materials that reflected a load forecast that was larger than originally reflected in the rate calculation. He said that the 2014 NESCOE Budget had been considered by the Subcommittee at its August 23 meeting, presented to the Participants Committee at its September 13 meeting, and was being presented for vote at this meeting.

The following motion was duly made and seconded:

RESOLVED, that the Participants Committee supports the 2014 NESCOE budget, as proposed by NESCOE at this meeting, as the Year 2014 operating budget for NESCOE.

The Committee voted and approved the motion, with oppositions noted by: Littleton (NH), MMWEC and each of the Publicly Owned Entities that it represents, VEC, and VPPSA; and abstentions noted by: BP, Braintree, Concord, CSC, Energy America, Galt, High Liner Foods, Littleton (MA), NHEC, the AR Sector Small RG Group Member, Vitol, Wallingford, Wellesley and each of the Large Market Participant End Users (MPEUs) represented by Freedom Logistics.

2014 ISO-NE OPERATING AND CAPITAL BUDGETS

Mr. Gordon referred the Committee to the materials posted in advance of the meeting regarding the 2014 ISO Operating and Capital Budgets (2014 ISO Budgets). He reviewed that the 2014 ISO Budgets were prepared and reviewed in accordance with the process included in the FERC Settlement Agreement (ER13-185 and ER13-192). He reported that the ISO presented preliminary budgets in June at both the NECPUC conference and the Participants Committee

summer meeting. The ISO revised those budgets based on the feedback received at and after those meetings and presented the revised ISO Budgets at the August 23 Subcommittee meeting. The ISO then presented its proposed 2014 ISO Budgets to the New England state agencies and attorneys general on August 28. Two weeks later, at the September 13 Participants Committee meeting, the ISO also provided an overview of the revised 2014 ISO Budgets. He reported that, since the September 13 meeting, the ISO had made the following two changes to its 2014 ISO Budgets: (1) it reduced the ISO operating budget by approximately \$400,000 to reflect final numbers adopted by the ISO's Board Compensation Committee at its September 26 meeting for aggregate compensation increases; and (2) the Alternative Technologies and Regulation Market project, within the 2014 Capital Budget, has been moved from "Planning" to "Development," with no change in the amount for this project or the total 2014 Capital Budget.

The following motion was duly made and seconded:

RESOLVED, that the Participants Committee supports the Year 2014 operating budget and capital budget proposed by the ISO, as presented at this meeting.

Mr. Robert Ludlow, ISO Vice President and Chief Financial & Compliance Officer, reported that the ISO Board would act on its 2014 Budgets the following week and the ISO planned to file its 2014 Budgets by mid-October.

Members then commented on the 2014 ISO Budgets. The MA AG representative stated the MA AG would for the first time as a NEPOOL Participant vote to support an ISO Budget, instead of its usual abstention. He explained that the MA AG appreciated the increased transparency that had come into the budget development process, concluded that proposed ISO staffing for 2014 was appropriate given the scope of initiatives and efforts, and commended the ISO for its transparency. A representative for the offices of the New Hampshire Consumer Advocate and Maine Public Advocate stated those Participants would abstain on the 2014 ISO Budgets due to staffing issues that were unresolved from their perspective, but likewise

expressed appreciation to the ISO for the additional transparency associated with development of the 2014 ISO Budgets.

The MMWEC representative expressed appreciation to the ISO and to the States for their efforts and expressed support for the Budget process. He stated that MMWEC and each of the Publicly Owned Entities that it represented would, however, oppose the 2014 ISO Budgets as they would have preferred a level-funded budget as opposed to the more progressive budget presented.

The Committee then approved the motion with oppositions noted by: MMWEC and each of the Publicly Owned Entities that it represented; and abstentions noted by: BP, CT OCC, Littleton (NH), Maine OPA, NHEC, NH OCA, UI, VEC, VPPSA, and Vitol.

Mr. Gordon reported that a Subcommittee meeting via teleconference was scheduled for October 7 to review the 3rd Quarter Capital Funding Budget report and encouraged participation by all those interested.

PROPOSED COMPLIANCE CHANGES TO THE WINTER 2013-14 RELIABILITY PROGRAM

Ms. Allison DiGrande, Chair, Markets Committee, referred the Committee to the materials posted in advance of the meeting regarding revisions to Appendix K to Market Rule 1 as proposed by the ISO in response to the September 16 FERC order (Order) conditionally accepting the Winter 2013-14 Reliability Program (ER13-1851) jointly filed by the ISO and NEPOOL, and as subsequently revised by the ISO's emergency amendments. The Order directed the submission of a compliance filing by October 16, 2013 that would modify the allocation of program costs to Real-Time Load Obligation (RTLO) (instead of Regional Network Load, as originally proposed). At its October 2, 2013 meeting, the Markets Committee considered and recommended Participants Committee support for the ISO-proposed Tariff revisions with a 90.14% Vote in favor. Ms. DiGrande reported also that the Markets Committee

considered, but failed to approve, an amendment by Brookfield Energy Marketing (Brookfield) to modify Market Rule 1 Appendix K to calculate RTLO for External Transactions as the net between sales and purchases, such that a Market Participant would receive a pro-rata allocation of the cost of the Winter 2013-14 Reliability Program on a net basis of its imports and exports.

The following motion was duly made and seconded:

RESOLVED, that the Participants Committee supports the revisions to Appendix K to Market Rule 1, as proposed by the ISO in response to the FERC's September 16 order in Docket No. ER13-1851 and as recommended by the Markets Committee at its October 2, 2013 meeting, and as provided 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, it being understood that a vote in favor of this resolution is without prejudice to any position taken by the Participant(s) represented by that member in Docket No. ER13-1851, or the right of the Participant(s) represented by that member to challenge the September 16 order.

Mr. Doot clarified for the Committee, as noted at the Markets Committee and as set forth in the materials posted for the meeting, the understanding that a vote in favor of the resolution would be without prejudice to any position Participants may have taken in the underlying proceeding or may take before the FERC in response to the Order. He also explained that, absent clear direction from the Officers and/or the Participants Committee, NEPOOL Counsel would not seek rehearing of the Order on behalf of NEPOOL.

The Committee then commented and asked clarifying questions on the proposed compliance revisions. The National Grid representative urged members, when considering cost allocation issues in the future, to look back at both the comments submitted and the Order, as well as what would be right for consumers, long-term market efficiency, and bilateral contract transparency. Others, who had opposed allocating the costs of the Winter 2013-14 Reliability Program to Regional Network Load from the beginning, expressed support for the September 16 Order. The TransCanada representative observed that winter operation costs fell between the competitive market construct on the one hand and the cost-based construct on the other, and that

if such costs were to be charged to customers, they must be proven to be just and reasonable. He explained that TransCanada had opposed the imposition and allocation of these costs to RTLO from the beginning and would continue to oppose such cost allocation. A representative of the load serving entities (LSEs) asked the Committee whether it would support a NEPOOL request for rehearing, given the fact that the cost allocation submitted to the FERC was a critical component of a package deal. She explained that LSEs would likely staunchly oppose any future programs or changes that increase costs on short notice if NEPOOL would not stand by compromises that had been achieved.

The Brookfield representative offered a motion to amend the main motion (Brookfield Amendment), as circulated and posted in advance of the meeting, to modify Market Rule 1 Appendix K to calculate RTLO for External Transactions as the net between sales and purchases, such that a Market Participant would receive a pro-rata allocation of the cost of the Winter 2013-14 Reliability Program on a net basis of its imports and exports. The motion was duly seconded.

The Committee commented and asked clarifying questions on the Brookfield Amendment. The HQ representative indicated support for the amendment. In response to a question, the Brookfield representative clarified that the netting of imports and exports would occur hourly. The National Grid member stated opposition to the amendment because the winter reliability concern was seasonal and should be shared by all kilowatt hours in the market. The GDF SUEZ representative stated GDF disagreed with the Order but would support the ISO's proposed revisions as consistent with the FERC's direction. On behalf of the ISO, Mr. Andrew Gillespie stated that the ISO believed the proposed revisions were consistent with the compliance obligation in the Order and that the ISO opposed the Brookfield Amendment.

The Committee then considered and failed to approve the Brookfield Amendment with a vote of 22.75% in favor (Generation – 0%; Transmission – 0%; Supplier – 8.58%; Alternative

Resources – 14.17%; Publicly Owned Entity – 0%; and End User – 0%). (See Vote 1 on Attachment 2).

The unamended main motion was then voted and was determined by a show of hands to have passed, with oppositions noted by: Brookfield, Energy America, Hess, and TransCanada; and abstentions noted by: BP, ConEd, Capital Power, CSC, Exelon, Galt, HQ, Integrys, LIPA, NextEra, AR Small RG Group Member, AR LR Provisional Group Member, and VPPSA.

Mr. Doot then directed the Committee to the LSE representative's request for a determination as to whether Participants would support a NEPOOL request for rehearing of the Order. It was determined that there was not sufficient support for NEPOOL to challenge the Order under the circumstances.

EXELON PROPOSAL FORWARD CAPACITY MARKET CARRY FORWARD CHANGES

Ms. DiGrande referred the Committee to the materials posted in advance of the meeting regarding revisions to Market Rule 1 proposed by Exelon Generation Company (Exelon Proposal) that would modify the FCM capacity carry forward rule and the pricing rules for Inadequate Supply/Insufficient Competition. She reviewed that, in November 2012, the Committee considered a package of changes to the FCM to be implemented in time for FCA8. She explained that the ISO proposed those changes in response to multiple FERC FCM Redesign orders. She went on to remind the Committee that, during the NEPOOL process and prior to the Participants Committee votes on such changes, the ISO committed to further consider through the stakeholder process before FCA8 the following three issues: (1) the FCA objective function to maximize social welfare; (2) the administrative price paid to resources in the event of Inadequate Supply or Insufficient Competition; and (3) the capacity carry forward rule. The ISO, working with stakeholders, addressed the first issue by proposing to modify the Forward Capacity Auction market clearing engine such that the clearing mechanism would seek to maximize social surplus instead of minimize total cost. These modifications were supported by

NEPOOL, jointly filed by ISO and NEPOOL in July, and accepted by the FERC on August 15, 2013. At the August 2013 Markets Committee summer meeting, the ISO reported that, based on its review of the current FCM capacity carry forward rule and pricing rules for Inadequate Supply/Insufficient Competition, it had decided not to propose now any modifications to those provisions. Ms. DiGrande went on to explain that, in response to the ISO's decision not to pursue changes to address inadequate supply or insufficient competition or the capacity carry forward rule, Exelon proposed changes to both rules at the September 24 Markets Committee meeting. The Exelon Proposal was considered and the Markets Committee failed, with a 37.66% Vote in favor, to recommend Participants Committee support. Despite that outcome, Exelon sought Participants Committee consideration and support at this meeting.

Mr. Steven Kirk, Director, Exelon Generation Company, referred the Committee to the Exelon Proposal, as outlined in the presentation and materials posted in advance of the meeting. He stated that the capacity carry forward rule was one of the FCM provisions to determine the capacity price for new entrants and existing supply when new entry was required. The Exelon Proposal would modify the current capacity carry forward rule such that, if the rule was initially triggered by a New Capacity Resource that had elected a multi-year price commitment, the ISO would have to establish a shadow de-list bid at the lower of the Offer Review Trigger Price for a combustion turbine or the Capacity Clearing Price in the Capacity Zone for the FCA in which the New Capacity Resource with a multi-year commitment that triggered the carry forward rule initially cleared. Under the Exelon Proposal, the ISO would offer this shadow de-list bid for the entire amount of MWs of that New Capacity Resource in subsequent FCAs until that resource's multi-year commitment period expired. Exelon cited the FERC-approved PJM rule which addressed the same issue as the basis for its proposal. In addition, the Exelon Proposal would modify the administrative rate set under Inadequate Supply or Insufficient Competition to use the Offer Review Trigger Price of a combustion turbine instead of the last auction price. Exelon

cited the ISO's December 2013 FCA8 compliance filing as the source of its proposed changes. Exelon expressed its desire that the proposed changes become effective in time for FCA8.

The following motion was duly made and seconded:

RESOLVED, that the Participants Committee supports revisions to the Market Rule 1 capacity carry forward rule and pricing rules for Inadequate Supply / Insufficient Competition in the Forward Capacity Market, as proposed by Exelon Generation Company, LLC 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 asked clarifying questions on the Exelon Proposal. Mr. Kirk confirmed that the Exelon Proposal was the same proposal presented at the Markets Committee. A member questioned whether a demand curve for FCM would be a simpler fix to the problem Exelon was seeking to address. Mr. Kirk agreed that the demand curve would lessen the problem, but that the underlying concern arising from multi-year price commitments for new capacity would still exist. The National Grid representative stated National Grid would not support the Proposal without more time for consideration but acknowledged problems with the current rules.

Regulators spoke in opposition to the proposal. The representative of the Massachusetts Department of Public Utilities (MA DPU) raising no substantive issues with the rule, suggested that the carry forward rule in the Exelon Proposal could result in almost \$250 million of additional capacity costs for FCA8 alone, with those costs going up to \$370 million in FCA9, for an additional \$600 million in higher capacity costs for NEMA/Boston customers alone in just a 2-year period. He explained that the MA DPU would oppose the Exelon Proposal given the potential unwarranted magnitude of costs. The NESCOE representative stated that the six New England States also opposed the Exelon Proposal given its very significant impact on consumer costs.

In support of the Exelon Proposal, some representatives of supply explained that the fundamental underlying issue was whether the region would support a market that could sustain long-term merchant investment. The absence of means to address circumstances of capacity carry forward, insufficient competition, or inadequate supply undermined the confidence in New England as an investment destination. Others viewed the proposed changes as improvements, with some supporting the Exelon Proposal on that basis, but still others opposing the Exelon Proposal as insufficient to support new investment. A member commented that the region must either set prices administratively with a demand curve and a price floor, taking price volatility out for both supply and demand, or the region needed to live with the volatility that arises from a reasonably functioning market. He opined the Exelon Proposal was a reasonable way to get to the fundamental underlying basis of the FCM settlement and encouraged Participants to support the Exelon Proposal for that reason.

On behalf of the ISO, Mr. Gillespie stated that the ISO was not unreceptive to the Exelon Proposal, but could not support it. He explained that there was not a standard solution to address the lumpiness problem and that a demand curve option may provide a better path forward than revising the current rules. As new Offer Review Trigger Prices come into play, the ISO would have to examine what alignment might be necessary, and that if a sloped demand curve were implemented there may not be a need for the administrative pricing rules for Inadequate Supply/Insufficient Competition. The region, he said, though, may still need a capacity carry forward rule of some type with a sloped demand curve. The ISO intended to address that issue in the future, but not now.

Following final comments by Exelon, the Committee considered and failed to approve the main motion by a show of hands vote.

LITIGATION REPORT

Mr. Doot referred the Committee to the Litigation Report that had been posted in advance of the meeting, noting the especially high level of activity. He reported that the FERC had issued the day before the meeting an order conditionally accepting the Energy Market Offer Flexibility changes filed in ER13-1877, effective December 3, 2014, subject to certain tariff modifications and clarifications to be presented in a compliance filing. There were no questions on the Litigation Report.

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 to be held on November 8 at the Hilton Logan Hotel in Boston and that meeting would include times for Sectors to meet again with the ISO Board and with the New England Regulators. He encouraged Sectors to begin planning for the breakout meetings and to provide materials to the ISO by October 22 so that they may be distributed to the ISO Board in advance of the meeting. Mr. Bowie encouraged Participants to refer to the NEPOOL Calendar on the NEPOOL website, as paper copies of the calendar were no longer being distributed.

Mr. Doot reminded the Committee of the 2014 Officer election process that was underway. He said that Mr. Bowie would be concluding his second term as Chairman and that the Committee needed to elect a new Chair. He said that the written ballots would be distributed, and NEPOOL Counsel needed to receive executed ballots promptly so all balloting could be completed on a timely basis, in advance of the December 6 Annual Meeting. He reported that the December 6 Annual Meeting would be held at the Colonnade Hotel in Boston and that FERC Commissioner John Norris would attend and offer remarks at that meeting. Mr. Doot noted that

the 2013 NEPOOL Annual Report was underway and would be presented at the Annual Meeting and asked Participants to forward to Ms. Cynthia Jacobs, NEPOOL Administrator, any pictures for possible inclusion in the Annual Report. He reported that the New England Gas-Electric Focus Group meetings were starting up again, and that the next scheduled meeting was scheduled for October 18 in Westborough, MA.

There being no further business, the meeting adjourned at 11:45 a.m.

Respectfully submitted,

David T. Doot, Secretary

**MEMBERS AND ALTERNATES PARTICIPATING IN
OCTOBER 4, 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	Jeffrey Jones		
Boylston Municipal Light Department	Publicly Owned		Gary Will	
BP Energy Company	Supplier			Nancy Chafetz
Brookfield Energy Marketing Inc. / CSC	Supplier	Aleksandar Mitreski		Jose Rotger
Central Maine Power Company	Transmission			Marc Guerrette (tel)
Cianbro Companies	End User	Gus Fromuth		
Chicopee Municipal Lighting Plant	Publicly Owned		Gary Will	
Concord Municipal Light Plant	Publicly Owned		David Cavanaugh	
Connecticut Office of Consumer Counsel	End User		Joseph Rosenthal	
Conservation Law Foundation (CLF)	End User		Jonathan Peress	
Conservation Services Group (CSG)	AR	Doug Hurley		
Consolidated Edison Energy, Inc. (ConEd)	Supplier	Jeff Dannels		
Corinth Wood Pellets LLC	End User	Gus Fromuth		
CP Energy Marketing (US) Inc. (Capital Power)	Supplier		Coleen Walsh	
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		Greg Geller	
Entergy Nuclear Power Marketing LLC	Generation			William Fowler
EP Energy Massachusetts, LLC (Essential Power)	Generation		William Fowler	
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	John Keene		Robert Stein
Food City, Inc.	End User	Gus Fromuth		
Galt Power, Inc.	Supplier	Nancy Chafetz		
GDF SUEZ Energy Marketing North America	Generation	Thomas Kaslow (tel)		
Generation Group Member	Generation	Dennis Duffy	Abby Krich (tel)	Robert Stein
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			Paul Peterson
Hess Corporation	Supplier			/Nancy Chafetz
High Liner Foods (USA) Incorporated	End User		William P. Short III (tel)	
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	
LaBree's Inc.	End User		Gus Fromuth	
Littleton (MA) Electric Light and Water Department	Publicly Owned		David Cavanaugh	
Littleton (NH) Water & Light Department	Publicly Owned		Craig Kiemy (tel)	
Long Island Lighting Company (LIPA)	Supplier	William Killgoar (tel)		
Maine Public Advocate Office	End User			Paul 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	Patrick Tarmey	

**MEMBERS AND ALTERNATES PARTICIPATING IN
OCTOBER 4, 2013 PARTICIPANTS COMMITTEE MEETING**

PARTICIPANT NAME	SECTOR	MEMBER NAME	ALTERNATE NAME	PROXY
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			Brian Forshaw
New Hampshire Office of Consumer Advocate (NH OCA)	End User	Paul Peterson		
NextEra Energy Resources, LLC	Generation	Michelle Gardner		
NRG Power Marketing, Inc.	Generation	Peter Fuller		
NU / NSTAR	Transmission	James Daly	Calvin Bowie	Joe Staszowski (tel)
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		
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	
Taunton Municipal Lighting Plant	Publicly Owned		Brian Forshaw	
Templeton Municipal Lighting Plant	Publicly Owned		Gary Will	
TransCanada Power Marketing Ltd.	Generation		Michael Hachey	
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 (VEC)	Publicly Owned	Craig Kieny (tel)		
Vermont Electric Power Company, Inc. (VELCO)	Transmission	Frank Etori (tel)	Bill Ryan (tel)	
Vermont Energy Investment Corporation	AR		Doug Hurley	
Vermont Public Power Supply Authority (VPPSA)	Publicly Owned	David Mullett (tel)		
Vitol Inc.	Supplier	Joe Wadsworth (tel)		
Wakefield Municipal Gas and Light Department	Publicly Owned		Gary Will	
Wallingford DPU Electric Division	Publicly Owned	David Cavanaugh		
Wellesley Municipal Light Plant	Publicly Owned		David Cavanaugh	
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	

**ROLL CALL VOTE TAKEN AT
OCTOBER 4, 2013 PARTICIPANTS COMMITTEE MEETING**

TOTAL

SECTOR	VOTE 1
GENERATION	0.00
TRANSMISSION	0.00
SUPPLIER	8.58
AR	14.17
PUBLICLY OWNED ENTITY	0.00
END USER	0.00
% IN FAVOR	22.75

GENERATION

Participant Name	Vote 1
Dominion Energy Marketing, Inc.	A
Entergy Nuclear Power Marketing LLC	A
EquiPower Resources Management	A
Essential Power	A
GDF SUEZ Energy Marketing N. Amer.	O
Generation Group Member	A
Millennium Power Partners	A
NextEra Energy Resources	A
NRG Power Marketing	A
TransCanada Power Marketing	O
IN FAVOR (F)	0
OPPOSED (O)	2
TOTAL VOTES	2
ABSTENTIONS (A)	8

TRANSMISSION

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

SUPPLIER

Participant Name	Vote 1
BP Energy Co.	A
Brookfield Energy Marketing/CSC	F
Consolidated Edison Energy	O
CP Energy Marketing (US)	A
DC Energy, LLC	F
Dynegy Marketing and Trade	A
Energy America	O
Exelon Generation Co.	A
Galt Power	A
Granite Ridge/Merrill Lynch Commodities	A
H.Q. Energy Services (U.S.)	F
Hess	O
Integrus Energy Services	O
LIPA	A
PSEG Energy Resources & Trade	A
Vitol	F
IN FAVOR (F)	4
OPPOSED (O)	4
TOTAL VOTES	8
ABSTENTIONS (A)	8

ALTERNATIVE RESOURCES

Participant Name	Vote 1
Renewable Generation	
First Wind Energy Marketing	F
Small RG Group Member	A
Distributed Generation	
Conservation Services Group	F
Small DG Group Member	F
Load Response	
EnerNOC, Inc.	A
Vermont Energy Investment Corp.	A
Small LR Group Member	A
LR Provisional Group Member	F
IN FAVOR (F)	4
OPPOSED (O)	3
TOTAL VOTES	4
ABSTENTIONS (A)	4

**ROLL CALL VOTE TAKEN AT
OCTOBER 4, 2013 PARTICIPANTS COMMITTEE MEETING**

PUBLICLY OWNED ENTITY

Participant Name	Vote 1
Ashburnham Municipal Light Plant	0
Boylston Municipal Light Dept.	0
Braintree Electric Light Dept.	0
Chicopee Municipal Lighting Plant	0
Concord Municipal Light Plant	0
CT Municipal Electric Energy Coop.	0
Groton Electric Light Dept.	0
Holden Municipal Light Dept.	0
Holyoke Gas & Electric Dept.	0
Hudson Light and Power Dept.	0
Hull Municipal Lighting Plant	0
Ipswich Municipal Light Dept.	0
Littleton (MA) Electric Light Dept.	0
Littleton (NH) Water & Light Dept.	0
Mansfield Municipal Electric Dept.	0
Marblehead Municipal Light Dept.	0
Mass. Municipal Wholesale Electric Co.	0
Middleborough Gas and Electric	0
Middleton Municipal Electric Dept.	0
New Hampshire Electric Coop.	0
Paxton Municipal Light Dept.	0
Peabody Municipal Light Plant	0
Princeton Municipal Light Dept.	0
Rowley Municipal Lighting Plant	0
Russell Municipal Light Department	0
Shrewsbury's Electric & Cable Operations	0
South Hadley Electric Light Dept.	0
Sterling Municipal Electric Light	0
Taunton Municipal Lighting Plant	0
Templeton Municipal Lighting Plant	0
Vermont Electric Cooperative	0
VT Public. Power Supply Authority	0
Wakefield Municipal Gas and Light	0
Wallingford DPU Electric Division	0
Wellesley Municipal Light Plant	0
W. Boylston Municipal Lighting Plant	0
Westfield Gas & Electric Light Dept.	0
IN FAVOR (F)	0
OPPOSED (O)	37
TOTAL VOTES	37
ABSTENTIONS (A)	0

END USER

Participant Name	Vote 1
Cianbro Companies	0
Connecticut Office of Consumer Counsel	0
Conservation Law Foundation	0
Corinth Wood Pellets, LLC	0
Dragon Products Company	0
Elektrisola, Inc.	0
Fairchild Semiconductor Corp.	0
Food City, Inc.	0
Hardwood Products Company	0
High Liner Foods (USA) Inc.	0
LaBree's Inc.	0
Maine Public Advocate Office	0
Marden's Inc.	0
Mass. Attorney General's Office	A
MoArk, LLC	0
NH Office of Consumer Advocate	0
PalletOne of Maine	0
PowerOptions, Inc.	0
Shipyard Brewing Co.	0
St. Anselm College	0
Union of Concerned Scientists	A
Utility Services	A
Westerly Hospital	0
Z-TECH, LLC	0
IN FAVOR (F)	0
OPPOSED (O)	21
TOTAL VOTES	21
ABSTENTIONS (A)	3