



Southwest Power Pool, Inc.
ICT STAKEHOLDERS POLICY COMMITTEE MEETING
August 26, 2010
Conference Call and Webex

• Meeting Minutes •

1:00 p.m. – 3:00 p.m.

Bruce Rew called the meeting to order at approximately 1:00 p.m. There were 21 participating in the meeting (Attachment 1- Attendance List). Proxies were received as follows; Jennifer Vosburg for Brenda Harris and David Cheshire, Becky Turner for Tina Lee, John Chiles for Seth Brown, and John Heisey for Becky Turner. The purpose of the meeting was to review the proposed SPC charter revisions.

Jeff Price presented the overview of the proposed SPC Charter changes (Attachment 2 – Charter Presentation). The SPC asked several questions during the presentation. Gary Newell asked about the division of responsibilities between the ERSC Working Group and the SPC. The document does not provide details and is that appropriate? It was discussed that at this time the details should not be included in this charter. Dave Wilson mentioned the transition of current working group activities to the SPC in regards to how and when that will be done. The working groups will be presenting the action item list to the SPC. A special SPC meeting was setup on September 17 to have the working groups present their action items and for the SPC to review.

Jeff Price presented specific comments he received from Ronnie Frizzell with Arkansas Electric Cooperatives. Comments were discussed in Section 2.1.1, and 8.1.2. Al Ralston with Entergy also noted that Section 4.5 had an old reference to Section 6 that should be Section 5. In Section 2.1.1 the SPC recommended changes as shown in the attached document (Attachment 3 – SPC Charter revisions) based on comments and discussion. This was to better represent the scope of responsibilities of the SPC. Section 8.1.2 was modified to provide the possibility that an ERSC member may be the appropriate representative rather than an ERSC working group member. Jennifer Vosburg recommended approval of the revised SPC Charter and John Chiles seconded the motion. The SPC approved the changed document (Attachment 4 – Voting). Gary Newell asked for additional time to vote on the Charter until Friday at 5 pm. The SPC granted that extension for those who needed additional time.

The next SPC webex meeting will be held on September 17 at 10 am until noon. The LTTIWG, NTTIWG, and WPPIWG Chairs will distribute their action items list on September 3.

Respectfully Submitted,

Bruce Rew

Relationship-Based • Member-Driven • Independence Through Diversity
Evolutionary vs. Revolutionary • Reliability & Economics Inseparable

ICT Stakeholders Policy Committee Teleconference Attendance

08/26/10

Company	Last Name	First Name	Email	Attending
	Allen	Thomas	tom.allen@gdfsuezna.com	X
Marathon Petroleum Co LLC	Barfield	Carol	crbarfield@marathonpetroleum.com	X
	Bernstein	Glen	gbernstein@sidley.com	X
Calpine	Charytoniuk	Wiktor	charytoniukw@calpine.com	X
ExxonMobil	Cheshire	David	David.A.Cheshire@exxonmobil.com	X
GDS Associates, Inc.	Chiles	John	john.chiles@gdsassociates.com	X
ConocoPhillips	Clynes	Terri	Terri.Clynes@Conocophillips.Com	X
Southwest Power Pool	Gorter	Kim	kgorter@spp.org	X
Southwest Power Pool	Hudson	Dowell	dhudson@spp.org	X
Tenaska	Lane	Sarah	slane@tnsk.com	X
Arkansas Public Service Commission	Loudenslager	Sam	sam_loudenslager@psc.state.ar.us	X
Entergy Services, Inc.	McCulla	Mark	mmccul1@entergy.com	X
	McElhaney	Steve	smcelhaney@smepa.coop	X
Thompson Coburn, LLP	Newell	Gary	gnewell@thompsoncoburn.com	X
	Price	Jeffrey	price@wrightlaw.com	X
Entergy Services	Ralston	Alan	aralsto@entergy.com	X
Southwest Power Pool	Rew	Bruce	brew@spp.org	X
NRG Louisiana Generating, LLC	Vosburg	Jennifer	jennifer.vosburg@nrgenergy.com	X
ConocoPhillips	Walker-Ratliff	Joan	joan.walker-ratliff@conocophillips.com	X
Entergy	Wells	Connie	cwells@entergy.com	X
Zachary David Wilson, P.A.	Wilson	Zachary	zdwpa@cei.net	X

SPC Charter Reform Task Force Update

Jeffrey W. Price
Wright & Talisman, P.C.

Overview

- ERSC Coordination
 - SPC Formal Positions
 - Appeal Process
 - Meeting Coordination
- Stakeholder Representative
- Working Group Revision
- SPC/ERSC Coordination Committee

ERSC Coordination

- Formal Positions of the SPC – Section 7
 - ERSC and/or ERSC WG now included in SPC formal position process
 - ICT still provides final independent opinion after considering SPC position, Entergy Response, and any ERSC/ERSC Working Group Response.
 - Addition of specific response time unless otherwise agreed upon
- Appeal Process – Section 7.5
 - If a stakeholder requests SPC consideration of a specific issue and the SPC declines, the stakeholder may appeal the decision to the ICT or ERSC for consideration and further discussion
- Meeting Coordination – Section 4.1
 - SPC will coordinate meeting schedules with ERSC Working Group meetings.

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Stakeholder Representative

- Section 4.5 now provides for an Elected Stakeholder Representative
 - Elected Annually by approved voting process
 - Works directly with ICT to develop SPC agenda
 - Participates on Coordination Committee
 - Potential delegation of tasks by the ICT

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Working Group Revisions

- LTTIWG, NTTIWG and WPPIWG will be disbanded and all open issues will be referred to the SPC
 - Section 6 provides for limited duration SPC Task Forces to consider specific issues and develop information for the SPC
 - Stakeholders are allowed to chair/lead SPC Task Forces
 - SPC Task Forces are required to issue written opinion/recommendation to the SPC
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SPC/ERSC Coordination Committee

- Section 8 provides for the formation of a Coordination Committee primarily to coordinate the schedules and issues arising in the each forum to prevent duplication of efforts.
 - The SPC/ERSC Coordination Committee will also maintain a list of issues and action items and ensure that each member of the committee is fully informed on the status of the various issues working through the SPC and ERSC
 - The Coordination Committee will be made up of the ICT, the Stakeholder Representative, an Entergy staff member and a member of the ERSC Working Group
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Next Steps

- Final Meeting of the Working Groups

 - Next Meeting of the SPC
 - Election of Stakeholder Representative
 - Development of Issue List and Prioritization
 - Discussion of Permanent Agenda Items (i.e. WPP report, Attachment K process report, etc.)
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Questions?

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REVISED DESCRIPTION OF STRUCTURE, ROLE AND OPERATION OF ENTERGY STAKEHOLDER POLICY COMMITTEE AND USERS GROUP

(August 20, 2010)

1. PURPOSE

- 1.1. This document (“The Revised SPC Charter”) is intended to replace the “Description of Structure, Role, and Operation of Entergy Stakeholder Policy Committee and Users Group” dated August 23, 2006 which established a framework for conducting stakeholder meetings and processes referred to in the ICT Agreement, the Entergy OATT and FERC’s April 24, 2006 order in Docket No. ER05-1065-000. This document is not intended to and shall not modify in any respect any provision of the Entergy OATT or the ICT Agreement. Any conflict between (i) this document and the stakeholders processes established herein and (ii) any applicable provision of the Entergy OATT or the ICT Agreement shall be resolved by the ICT in favor of the Entergy OATT or the ICT Agreement.

2. STAKEHOLDER POLICY COMMITTEE

- 2.1. Entities with a direct interest in transmission services and/or wholesale power transactions in the Entergy region shall form a Stakeholder Policy Committee (“SPC”). The SPC shall be a forum for transmission customers, market participants and other interested parties to interact with the ICT and Entergy for the purpose of addressing issues and problems of concern and seeking consensus-based solutions to those issues and concerns. Among other things, the SPC may provide the ICT and/or the Entergy Regional State Committee (“ERSC”) specific recommendations as to ICT or Entergy policies, practices and procedures (as described in Section 7 below), and the ICT shall assist and provide information to the SPC as may be necessary and appropriate to facilitate the SPC’s informed consideration of potential recommendations.

- 2.1.1. In accordance with Section 4 herein, the ICT shall organize meetings of the SPC with the goal of addressing and developing mutually satisfactory solutions to issues relating to the Entergy OATT or services there under~~transmission system~~ brought to the attention of the ICT or Entergy by the SPC as a whole, any member of the SPC, or any other directly interested party, including the Entergy Regional State Committee (“ERSC”) and its Working Group.

- 2.1.2. Subject to the applicable provisions of the ICT Agreement and the Entergy OATT and any valid claim of privilege or confidentiality, the ICT shall provide to the SPC such information as may be reasonably requested by the SPC for its own use, or for the use of a SPC Task Force formed to study a specific issue (as described in Section 6 below). The ICT shall not be required to provide information reasonably available to the SPC or its members from other sources accessible by the SPC.

- 2.1.3. The ICT shall in good faith consider and give due regard to the views and positions of the SPC formally adopted in accordance with Section 7 herein in formulating the ICT's policies, practices, procedures and formal recommendations to Entergy.
- 2.2. In its reports to FERC and other regulators, the ICT shall provide a narrative discussion of positions of the SPC that have been adopted by a formal vote of the SPC pursuant to Section 7 herein.
 - 2.2.1. The ICT's determinations regarding any recommendation tendered by the SPC shall be discussed in the ICT's next-following set of reports to regulatory agencies.
 - 2.2.2. Upon the request of a majority of SPC members that vote against a formal recommendation or resolution, the ICT shall include in its reports a description of the "minority position" of those members.
 - 2.2.3. Provided that no person, party or agent is granted authority to screen the ultimate findings, conclusions, and recommendations developed by the ICT as provided for in Attachment S of the Entergy OATT, the ICT shall endeavor to consult with the SPC prior to making any filing that includes a description of a SPC position and/or minority position. The ICT shall endeavor to accommodate comments received from the SPC or any member thereof that are intended to improve the accuracy of the ICT's description of the SPC and/or minority position to be included in the ICT's report.

3. USERS GROUP

- 3.1. Pursuant to FERC's April 24, 2006 order, a "Users Group" shall be formed for the following purposes:
 - 3.1.1. to assess how the Entergy transmission and data (IT) systems are performing, especially in terms of data access, quality and retention (Order at P 109);
 - 3.1.2. to conduct with the ICT annual reviews of error rates associated with Entergy data in accordance with the metrics discussed in the April 24 Order, including any relevant information (Order at P 110);
 - 3.1.3. to recommend to FERC and/or Entergy's state regulators, as appropriate, either in conjunction with the ICT or separately, changes to Entergy IT systems and IT resource allocations (*id.*);
 - 3.1.4. to receive notification from Entergy if Entergy discovers that it has lost data, or reported inaccurate data, or otherwise believes that it has mismanaged data, such notification to be provided within 15 days of any such discovery (*id.*);
 - 3.1.5. to address concerns raised by Entergy's transmission customers that they lack sufficient feedback from Entergy after they have been denied transmission service (Order at P 111);

- 3.1.6. to propose to FERC an appropriate means by which transmission customers can be given access to inputs into the AFC and planning processes and the models used under the direction of the ICT (*id.*);
 - 3.1.7. to work with Entergy to alleviate any problems related to the completeness and accuracy of Entergy's data and the preservation of such data (including but not limited to AFC-related data) (Order at P 304); and
 - 3.1.8. to provide the ICT with information that will help FERC in assessing the performance metrics identified in paragraph 304 of the April 24 Order (*id.*).
- 3.2. Not less often than quarterly, the Users Group, the ICT and IT experts from Entergy shall meet so both Entergy and the ICT are made aware of any problems with the those systems. At such meetings, the Users Group also shall discuss proposed solutions with the ICT and IT experts (Order at P 109).
- 3.3. The Users Group shall be an adjunct to the SPC
- 3.3.1. The Users Group shall keep the SPC informed on an ongoing basis regarding all matters being addressed by the Users Group in its interactions with the ICT. The Users Group shall coordinate and consult with the SPC with regard to positions to be asserted by the Users Group in its interactions with the ICT.
 - 3.3.2. In the event the Users Group and the ICT identify issues concerning any matter being discussed that cannot be resolved, the matter shall be brought to the attention of the SPC. The SPC shall determine what, if any, stakeholder action should be taken to obtain resolution of the matter. The Users Group shall not have authority to make any representations on behalf of the SPC without the express authorization of the SPC.

4. STAKEHOLDER POLICY COMMITTEE MEETINGS

- 4.1. The ICT shall convene meetings of the SPC in conjunction with the ERSC Working Group or as the Chairman of the SPC otherwise determines is appropriate. In addition, if any five (5) or more stakeholder entities jointly call for a meeting of the SPC, the ICT shall convene such a meeting as soon thereafter as practicable.
- 4.2. Any transmission customer, market participant or other entity with a direct interest in transmission or wholesale power service in the Entergy region may attend and participate in SPC meetings. Other than as necessary to maintain good order, the Chairman of the SPC may not preclude any interested party from participating in a SPC meeting, except the Chairman may, in the exercise of its reasonable discretion, limit attendance and/or participation in portions of SPC meetings by attendees that are not stakeholders eligible to vote on matters pending before the SPC, when such a limitation is deemed by the Chairman to be conducive to the goals of the stakeholder process.

- 4.3. Any regulatory body that has jurisdiction over any part of Entergy Corp. and its regulated affiliates (hereinafter “Entergy”) may attend and participate in SPC meetings.
- 4.4. Except as otherwise provided in Section 4.2, any representative of Entergy may attend and participate in SPC meetings, but Entergy will not be considered a stakeholder or stakeholder member of the SPC and will not vote as such.
- 4.5. The ICT shall arrange for all meetings and shall appoint an ICT staff member as the Chairman of all SPC meetings, which are designed to develop consensus-based resolutions to any issues or concerns raised by any stakeholder or otherwise brought before the SPC. The Chairman has the authority to delegate tasks, including facilitating meetings, to the Stakeholder Representative described herein or any other member of the SPC. Further, a stakeholder shall be elected annually as a Stakeholder Representative, through a vote pursuant to Section 56 herein, and will work directly with the Chairman to set the agenda of SPC meetings and participate in the Coordination Committee as described in Section 8 herein. The Chairman of the SPC shall utilize reasonable, efficient and fair procedures in conducting SPC meetings. In the event of any disagreement concerning those procedures, the Chairman’s position shall control pending further discussion of the matter or other form of dispute resolution.
- 4.6. Notice of SPC meetings shall be provided as follows:
 - 4.6.1. Notice of each SPC meeting shall be posted on a dedicated node on the SPP website as far in advance of the date of each meeting as practicable. The final agenda and background materials for the meeting shall be posted no later than 5 business days prior to the date of the meeting.
 - 4.6.2. The ICT shall maintain an e-mail ListServ of SPC representatives and other interested parties, which shall be used for disseminating notice of SPC meetings and meetings of SPC Task Forces to address specific issues, and for issuing any other communications that the SPC wishes to publish to interested parties.
 - 4.6.3. At least 15 business days before any SPC meeting, the ICT shall circulate by ListServ a proposed agenda for the meeting (except in the case of special or emergency meetings, for which the ICT shall circulate by ListServ a proposed agenda as soon as practicable after the need for the meeting has been determined). Any stakeholder may request one or more additions to the draft agenda, and the ICT shall include such additional items on the agenda for the SPC meeting provided that the proposed agenda items are within the ambit of matters subject to the consideration of the SPC.

5. STAKEHOLDER POLICY COMMITTEE PROCEDURES

- 5.1. The SPC shall develop all such rules and procedures for its own governance as necessary. This Revised SPC Charter specifically adopts the voting procedures adopted by the SPC on September 20, 2006 and procedures for communicating

individual stakeholder positions to the ICT and/or regulatory bodies adopted by the SPC on June 19, 2008.

- 5.2. The SPC procedures and rules shall be posted on the node of the SPP website dedicated to ICT activities.
- 5.3. This Revised SPC Charter also adopts the standards regarding meetings via conference phone and any notice deadlines required for each such meeting adopted by the SPC on September 20, 2006.

6. STAKEHOLDER POLICY COMMITTEE TASK FORCES

- 6.1. The SPC may form an SPC Task Force upon recommendation of an SPC member or the ICT through a majority vote of the SPC membership in accordance with the voting rules described in Section 5 herein. The purpose of any such SPC Task Force shall be to conduct focused consideration and interaction with the ICT, Entergy and/or the ERSC Working Group on particular matters and to provide technical basis for any position/recommendation of the SPC. Such SPC Task Forces shall be formed for a limited duration and shall report back any findings or information to the SPC as required by the SPC. SPC Task Forces shall also provide a written report for publication to the SPC upon request of a majority of the SPC membership.
- 6.2. Stakeholders shall appoint a representative set of individuals to act as the members of each SPC Task Force. Those representatives shall appoint a Chair and a Co-chair from among the ICT and individual stakeholders appointed to serve on each SPC Task Force. Meetings of the SPC Task Forces shall be open to any interested stakeholder, any representative of Entergy, and any interested regulatory body that has jurisdiction over Entergy. Notice of a SPC Task Force meeting shall be posted on the SPP Website as soon as practicable after the date for the meeting is set, but in no event shall such posting be made less than 7 business days in advance of such meeting.

7. FORMAL POSITIONS OF THE STAKEHOLDER POLICY COMMITTEE

- 7.1. In the event that the SPC adopts a formal position and/or recommendation on an Entergy-related issue pursuant to the voting procedures outlined in Section 5 herein, the SPC shall present this position/recommendation in writing to Entergy and the ICT. The ICT will also provide the same to the ERSC through its Working Group.
- 7.2. After receipt of such position/recommendation, Entergy shall be required to prepare a formal response in writing no later than three weeks after receiving the recommendation, unless a different deadline is specified by the ICT, provided that nothing in this Revised SPC Charter prevents Entergy from submitting additional information regarding a matter after the time specified in this Section 7.2. The Entergy response must detail Entergy's reasons for adopting or rejecting the SPC position/recommendation including any supporting documentation relied upon to develop the response.
- 7.3. The ICT will then consider the SPC position/recommendation, the Entergy response, and the position of the ERSC (or its Working Group), if any, and develop a written response regarding its independent position supporting or declining to support the SPC position/recommendation no later than three weeks after receiving the recommendation, the Entergy response and any ERSC/ERSC Working Group response, unless a different deadline is specified by the ICT. The ICT response must detail the ICT's reasons for supporting or declining to support the SPC position/recommendation including any justifications relied upon to develop its response.
- 7.4. The SPC position/recommendation (including a minority response if applicable), the Entergy response, any ERSC/ERSC Working Group response, and the ICT response will be included in the ICT's quarterly reports to the FERC pursuant to Section 2.2 herein.
- 7.5. In the event the SPC declines to address a specific issue after a request by a member of the SPC, the member may appeal the SPC decision in writing to either the ICT or ERSC for further consideration. The ICT or ERSC will provide a written response to the appeal for discussion at the next available SPC meeting. Such response will provide an independent determination by the ICT or ERSC whether the issue should be addressed by the SPC as well as a recommendation on the next steps to address the stakeholder concern.

8. SPC/ERSC COORDINATION COMMITTEE

- 8.1.1. The SPC and ERSC shall form a SPC/ERSC Coordination Committee designed to coordinate the issues, action items and topics being discussed by each group and to provide updates on the progress of each group. No Committee member shall have the authority to bind any other party or group but each member shall in good faith attempt to gain consensus regarding the correct forum for the action item or issue to

be addressed and provide regular updates to the other members of the Committee on on-going issues being discussed in each group.

- 8.1.2. The SPC/ERSC Coordination Committee shall be comprised of the Chairman of the SPC, the Stakeholder Representative for the SPC, an Entergy staff member and a member of the ERSC or ERSC Working Group.
- 8.1.3. The SPC/ERSC Coordination Committee shall hold regular meetings and/or teleconferences not less than once per month and as often as necessary to coordinate the activities of the SPC, the ERSC, and the ERSC Working Group and provide updates to each group.
- 8.1.4. The SPC/ERSC Coordination Committee shall maintain a schedule of action items and due dates that shall be reported to the SPC and ERSC. Key metrics of the schedule shall be included in the ICT quarterly reports.
- 8.1.5. The SPC/ERSC Coordination Committee shall regularly report to the ERSC and SPC on the status and progress of issues, action items and topics being discussed in each forum.

9. MISCELLANEOUS

- 9.1. No individual or member may speak on behalf of the SPC without the SPC's express authorization, as adopted through formal vote.
- 9.2. No SPC member shall be responsible for the costs of any other SPC member.
- 9.3. No SPC member shall be responsible for any costs, other than the costs incurred by its own staff or representatives in participating in SPC activities, without such member's express agreement to bear such other costs.
- 9.4. The availability of the issue identification and resolution processes established herein shall not affect any party's right to exercise at any time any other legal remedy or process that may be available to that party, and the party shall not be required to pursue or exhaust any process described herein before pursuing such alternative relief, remedy or form of dispute resolution.
- 9.5. No SPC member shall be bound by any SPC position, including those positions as may be adopted by formal vote, in any regulatory or other proceeding.

Recommendation:	To approve the revised SPC Charter.		
	For	Against	Obstention
Company Name			
Arkansas Cities	1		
Arkansas Electric Coop. Corp.			
American Electric Power Service			
Benton Arkansas Utilities System	1		
Calpine Corp	1		
Cargill Power Markets, LLC			
City Water & Light			
Clarksdale Public Utilities			
Cleco Power LLC			
ConocoPhillips	1		
Constellation Energy			
Conway Corporation	1		
Cottonwood Energy Company, LP			
East Texas Electric Cooperative, Inc.	1		
Entegra Power Group	1		
ExxonMobil Power and Gas Services Inc.	1		
GDF SUEZ Energy North America	1		
Hope Water & Light	1		
KGen Power Management (Hinds, Hot Spring)	1		
Lafayette Utilities System			
Louisiana Energy & Power Authority			
LS Power			
Marathon Petroleum Co LLC	1		
Miss.Delta Energy Agency			
Municipal Energy Agency of MS (MEAM)			
North Little Rock Electric Department	1		
NRG Energy	1		
Occidental Chemical Corp.	1		
Osceola	1		
PPG Industries, Inc.			
Prescott	1		
SMEPA			
Tenaska Power Services Co.	1		
The Empire District Electric Company			
West Memphis Util. Comm.	1		
Williams Power Company			
	19		0
Percentage Approving	100.0%		
Recommendation Approved?	YES		