

**ORGANIZATION OF MISO STATES, INC.
EXECUTIVE COMMITTEE MEETING
CONFERENCE CALL
AUGUST 28, 2003**

APPROVED SEPT. 30, 2003

Commissioner Susan Wefald called the Executive Committee meeting of the Organization of MISO States, Inc. (OMS) to order at approximately 2:05.

The following members of the Executive Committee were present by conference call for the meeting:

Susan Wefald, North Dakota
Laura Chappelle, Michigan

Steve Gaw, Missouri
Diane Munns, Iowa

The members of the Executive Committee listed above established the necessary quorum of the meeting of at least three members being present.

Other parties also participated in the conference call.

Agenda Item 1, Indemnification and Officers Insurance Recommendation from NARUC

Mr. John Meamone of the National Association of Regulatory Commissions updated the OMS Executive Committee on the bids received relating to Indemnification and Directors and Officers coverage, employee dishonesty (bonding) and other types of insurance coverages applicable to OMS. Of the two proposals received, Mr. Meamone gave his opinion that the bid from the Novick Group was superior. Mr. Meamone then answered questions from the Executive Committee regarding insurance topics. It was determined that additional quotes needed to be obtained from the Novick Group pertaining to whether some or all OMS officers, Executive Committee members and the Executive Director were bonded. The Executive Committee determined that it would recommend selection of the Novick Group as its insurance vendor at the next OMS Board of Directors meeting, pending receipt of the additional quotes discussed above.

Agenda Item 2, Teleconferencing Recommendation from NARUC

Mr. Meamone of NARUC then reviewed with the Board of Directors NARUC's current use of a vendor for teleconferencing purposes. The price currently paid by NARUC for six months of service is below the amount designated for teleconferencing services in the OMS 2003 six-month budget. Mr. Meamone recommended that the OMS do more research on teleconferencing options and prices before making a final selection of a vendor. The option of OMS using the current NARUC vendor for OMS' teleconferencing needs on a short-term basis was then discussed. Mr. Meamone

recommended that, if that option was selected, that OMS should not enter into a formal contract with the NARUC vendor, in order to preserve its flexibility to choose another vendor in the future if appropriate. The following motion was moved and seconded: “to use the current NARUC vendor for conference calls on a temporary basis, until OMS makes further arrangements.” The motion was approved.

Agenda Item 3, Discussion of State Travel Guidelines

The OMS Executive Committee discussed a draft OMS Travel Expense Reimbursement Policy, a draft Request for Approval of Travel form, and a draft Expense Reimbursement Form. All of these drafts were distributed by OMS Treasurer Laura Chappelle, and were modeled on the NARUC travel guidelines. Certain minor modifications to the drafts were agreed to. The OMS Executive Committee will be asked to approve the Travel Expense Reimbursement Policy document at its next meeting. It was then moved and seconded that: “to approve the Request for Approval of Travel form and the Expense Reimbursement Form.” The motion was approved.

Agenda Item 4, Discussion of Proxy Guidelines

The OMS Executive Committee discussed a new set of draft proxy guidelines distributed by OMS Secretary Steve Gaw. It was decided to insert language in the draft forbidding use of proxies for closed meetings of the Executive Committee. With that and other minor changes, the Executive Committee decided to recommend approval of the Proxy Guidelines and distribute the document to the full OMS Board of Directors for discussion at the next Board meeting.

Agenda Item 5, New Business

A question was raised as to whether outside parties could receive copies of OMS comments in regulatory or legal proceedings while the document was in draft form. The consensus of the Executive Committee was that such draft comments should not be provided to outside parties. Another question was raised as to whether OMS working group meetings should be considered “open” meetings under the OMS bylaws, with notice requirements. It was determined that this question would be further discussed at a later Executive Committee meeting.

Agenda Item 6, Approval of Minutes

It was moved and seconded that the minutes of the August 4, 2003 Executive Committee be approved as distributed. The motion was approved.

Agenda Item 7, Next Board Meeting

The next Regular OMS Board of Directors meeting is set for September 11, 2003 at 2:00 pm central standard time.

Commissioner Wefald adjourned the meeting at approximately 3:25.

