

**ORGANIZATION OF MISO STATES, INC.**  
**SPECIAL EXECUTIVE COMMITTEE MEETING MINUTES**  
**January 13, 2005**

**Approved 1/27/05**

Commissioner Kevin Wright, President of the Organization of MISO States, Inc. (OMS), called the January 13 Special Meeting of the OMS Executive Committee to order via conference call, following the OMS BOD meeting at approximately 3:25 pm (cst). The following directors were present for the meeting:

Kevin Wright, Illinois  
Burl Haar, proxy for Ken Nickolai, Minnesota  
David Sapper, proxy for Robert Garvin, Wisconsin  
Judy Jones, Ohio  
Steve Gaw, Missouri

Also Present:

Bill Smith, OMS

The directors and proxies listed above established the necessary quorum of three Executive Committee members.

President Wright announced there would be one item of business on the meeting agenda:

**1. Action item: Resolved, pursuant to Article X, Section 4, the Executive Committee does hereby grant authority to Steve Gaw, Commissioner of the Missouri Public Service Commission and Treasurer of the Organization of MISO States, Inc. to sign all contracts, checks and orders for the payment, receipt or deposit of money on behalf of the Organization of MISO States, Inc. and to further access all securities of the Organization.**

President Wright announced that in preparing to transition to the OMS Treasurer functions, Steve Gaw's staff noticed this bylaw requirement for an Executive Committee resolution to authorize the transfer of signatures.

Judy Jones moved that the above resolution be accepted as read. Steve Gaw seconded the motion. After some discussion Judy Jones offered an amendment to her motion:

- **Resolved, pursuant to Article X, Section 4, the Executive Committee does hereby grant authority to Steve Gaw, Commissioner of the Missouri Public Service Commission and Treasurer of the Organization of MISO States, Inc. and Kevin Wright, Commissioner of the Illinois Commerce Commission and President of the Organization of MISO States, Inc. to sign all contracts, checks and orders for the payment, receipt or deposit of money on behalf of the Organization of MISO States, Inc. and to further access all securities of the Organization.**

Steve Gaw seconded the amended motion. The motion carried and was approved by a unanimous voice vote of the Executive Committee.

Meeting adjourned at 3:35 pm (cst).