

**Minutes of the
Energy Northwest
Special Participants Review Board Meeting
Three Rivers Convention Center
7016 Grandridge Blvd. – Great Hall A
Kennewick, Wash.
Oct. 29, 2015**

Chair Susan Thraen called the special meeting of the Participants Review Board of Energy Northwest to order at 8:21 a.m. on Oct. 29, 2015 in Great Hall A at the Three Rivers Convention Center, Kennewick, Wash. There was a quorum present. An environmental analysis of the Oct. 29, 2015 agenda had been prepared which reflected that all items on the agenda were exempt from further procedural compliance with the State Environmental Policy Act.

Roll Call

Participants Review Board Members

Susan Thraen, Chair	Present
Ray Mosbrucker, Vice Chair	Present
Stu Nelson, Secretary	Present
Karl Denison	Present
Steve Houston	Present
Paul Rogers	Absent
Garry Rosman	Present
Clay Smith	Present
Mike Swanson	Present

Others Present: Executive Board members – Marc Daudon, Linda Gott, Jack Janda, Sid Morrison, Skip Orser, Will Purser, Lori Sanders, Tim Sheldon, Dave Remington and Kathy Vaughn; Board of Directors Members – Doug Aubertin, Carnan Bergren, Terry Brewer, Barney Burke, Arie Callaghan, Craig Fulton, Bill Gordon, Liz Green, Robert Hammond, Mike Jones, Curt Knapp, Jim Malinowski, M.L. Norton, Judy Ridge, Shan Rowbotham, Lori Sanders, Chuck TenPas and Diana Thompson; Energy Northwest member commissioner – Dean Dahlin; Bonneville Power Administration – Cherie Sonoda; Morgan Meguire – Elizabeth Kelsey; and PSAV – Blaine Johnson.

Staff Present: Mark Reddemann; Brad Sawatzke; Grover Hettel; Bob Dutton; Jim Gaston; Dave Briggs; Kent Dittmer; Ron Hogue; John Ivan; Steve Lorence; Carla Martinez; Bob Schuetz; Angela Smith; Greg Sponholtz; and Jeff Windham.

Regular Participants Review Board Meeting

Approval of Minutes

The following meeting minutes were presented for approval:

- Special Participants Review Board Meeting – May 19, 2015

Mr. Ray Mosbrucker moved to approve the meeting minutes. Stu Nelson seconded. MOTION CARRIED.

PRB History and Roles

Mr. Bob Dutton, General Counsel and Chief Ethics Officer, provided an overview of the governing board's roles and a history of the Participants Review Board. Key points included: Energy Northwest's governing boards; executive board composition and roles; board of director's composition and roles; and PRB composition, history and roles.

The board requested they be sent the PRB rules and the Net Billing Agreement.

PRB Rules

Ms. Carla Martinez, Public Affairs supervisor requested PRB members review the PRB Rules and Net Billing agreement upon receipt and shared that we are seeking feedback on any proposed changes that will be discussed during the March 2016 meeting.

Chair Thraen requested members send her any proposed changes prior to the March meeting.

Regional cooperation debt Update

Mr. Jeff Windham, acting Treasury manager, provided an update on regional cooperation debt. Key points included: Extensions supported by the EB and PRB; 2015AB transaction completed; 2015C transaction priced; and a look ahead.

Commitment Review/Provide Majority-based Direction

- Send the PRB members the PRB rules and the Net Billing Agreement – Carla Martinez
- Send any proposed changes to the rules to Chair Susan Thraen – PRB members – prior to the March meeting.

Other Business

Chair Thraen reminded members of the next PRB meeting on March 22 – 24, 2016 in the Tri-Cities, Wash.

Hearing no further discussion; Chair Thraen adjourned the meeting at 8:57 a.m.

Respectfully submitted by,

Angela Smith
Board Relations