

## June 15, 2004 Comments on Operational Bylaws

Generally, I give kudos to the Bylaws drafting team for this product (the operational bylaws), which was really quite good. Just three questions in the nature of clarification:

1. Regarding § 1.1.1(ii), does the term “cooperative corporation” include a trade association, or is it intended to mean an “electricity buying cooperative” as that terminology is used under some state laws? For example, NRU is incorporated to represent and advocate for its member utilities, but NRU does not act as a buying cooperative for them. Are NRU and its member utilities “affiliates” of each other for purposes of these by-laws?
2. Regarding § 7.16.3(i), what is the rationale for including under the larger issue of when the Board may consider changing the company rate the two sub-bullets ((a) and (b)) regarding the conversion to financial rights? This appears to be an incorrect organization, unless there’s something substantive intended here.
3. Regarding § 13.1, does the phrase “Disagreements arising under these Operational Bylaws” mean that other disputes (regarding, for example Grid West’s tariffs or the transmission agreements) are not subject to these ADR provisions in the operational bylaws? If yes, what is the thinking about where those disputes will be resolved?

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