



Gas Industry Standards Board

1100 LOUISIANA, SUITE 4925, HOUSTON, TEXAS, 77002
PHONE - (713) 757-4175, FAX - (713) 757-2491, email gisb@aol.com
HOME PAGE www.gisb.org

June 15, 1998

TO: GISB Membership and posting on the home page for interested industry participants
FROM: Rae McQuade, Executive Director
RE: **FINAL MINUTES FOR THE CONTRACTS TASK FORCE FOR MTPA¹ MEETING -- JUNE 15, 1998**

I. Administrative

Ms. Corman welcomed the participants to the call. Ms. McQuade gave the roll call and Ms. Corman gave the antitrust advice. The agenda was adopted. The meeting minutes from June 8 were reviewed, modified and adopted.

II. GISB Model Trading Partner Agreement

While Section 2.1.2 is acceptable, there was discussion whether in the definition of the receiving party's URL, it is sufficient to describe only the "protocols which are needed to point to the appropriate Internet locations" rather than "protocols which are needed to access the resources and point to the appropriate Internet locations."

Section 2.3.7, retransmissions, was discussed to address concerns and additional language was added. Section 3.5.3, "course of dealing" clause, was discussed for necessity within the MTPA. It was noted during the discussion that the section may not be applicable to the agreement. It was further noted that some states may require the section. If so, the section can be added. As such, section 3.5.3 was deleted and the remaining subsections were renumbered. The other changes were of a grammatical or formatting nature.

The motion was made to adopt the language of the MTPA, with the provision that a period of time will be set for corrections of errors. The motion carried with one abstention and none in opposition. The motion was made to take a sense of the room to recommend to the Executive Committee that the MTPA be adopted as a model. The motion passed with eight votes in favor and one abstention. The motion was made to take a sense of the room recommend to the Executive Committee that the MTPA be adopted as a standard. The motion passed with four votes in favor, four abstentions and one vote in opposition. The reason given for the abstentions was that more time was needed to consult with legal counsel. After discussion, it was determined to send out the MTPA as a recommended standard to be voted by the Executive Committee in its August meeting.

A separate request may be forthcoming for a separate exhibit for VAN usage and possibly shipper acknowledgments (agency relationships). There was concern on how agency relationships are linked to trading partner agreements. There are no open items remaining.

III. Adjournment

Meeting adjourned at 3:50 p.m. There are no further meetings. Any formatting or grammatical changes to the posted MTPA should be communicated via email to Shelley Corman (scorman@enron.com) or Rae McQuade (gisb1@aol.com) by the end of the month. Any substantive errors should be communicated directly to Shelley Corman. The draft minutes of this meeting will be considered final by the end of the month. Please send any changes to these meeting minutes to Rae McQuade (gisb1@aol.com). The changes submitted for both the minutes and the MTPA will be implemented by the end of month. The task force is considered in recess.

¹ MTPA -- Model Trading Partner Agreement



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IV. Attendance

Participant	Company	Motions:			GISB member
		1	2	3	
SERVICES					
Jim Buccigross²	National Registry	✓	✓	✓	✓
Donna Scott	Enron - Enron Administrative Corp.	✓	✓	abstain	✓
Sandy Braband	Enron - Capital and Trade	✓	✓	✗	✓
PIPELINES					
Pier Stith	Duke Energy - Texas Eastern	abstain	abstain	abstain	✓
Carol Smith	Duke Energy - Panhandle Eastern	✓	✓	abstain	✓
Betty Barnum	Duke Energy - Trunkline	✓	✓	abstain	✗
Shelley Corman³	Enron - Northern Natural	✓	✓	✓	✓
Julie Unruh	Koch Gateway	✓	✓	✓	✓
Cheryl Hagemann	Koch - Mobile Bay	✓	✓	✓	✓

Motions:

1. Motion to adopt the language of the MTPA.
2. Motion to adopt the MTPA as a model.
3. Motion to adopt the MTPA as a standard.

² Mr. Buccigross is the chair of the Contracts Subcommittee.

³ Ms. Corman is the chair of the Contracts Subcommittee MTPA Task Force.



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Attachment 1

CLOSED ITEMS

1. Section 2.2.6 should be reworded to convey that a portion of a document may be in error as well as the entire document may be in error, if known. (according to May 26 red-lined version). [DONE]
2. There was debate on section on retransmissions and whether it should be deleted in its entirety. (According to May 26 red-lined version). [DUPLICATE]
3. Items 13, 14, and 15 of the Exhibits should be reviewed for modifications as a result of deleting Section 2.3 -- Acceptance. [DONE]
4. In acceptance of the deletion of the section on retransmissions, Mr. Lander noted that wording in the Section 2 may need to be augmented to provide further language on the obligation for retransmission. [DUPLICATE]
5. Enter into multiple exhibits where IS ID or URL differ either above or below the transaction sets. [DONE]
6. Signature Code text may be added to section 1.5 of the Agreement and Mr. Buccigross will provide the language for consideration. [DONE]
7. Mr. Loesch will review the red-line version to determine where VAN language should be added. [DONE]
8. Work paper from Ms. Corman posted on May 26, to be corrected and posted as revised. [DONE]
9. Review for additional appendix for the VANs. [DUPLICATE]
10. Split out functional acknowledgment and responses documents section. [DONE]
11. Review the first recital -- proposed deletion of on-line transmittal. [DONE]
12. Check references related to definitions, use of Appendix and Exhibits, and glossary for further review to be undertaken to ensure that references to Appendix and Exhibits are correct. Conforming changes may be needed. [DONE]
14. A bookmark was placed on section regarding retransmission to determine if it should be deleted, or language added to the Appendix. [DONE]
15. For Section 3.1, the execution of this agreement does not indicate an obligation to enter into a transaction. [DONE]
16. Retransmission time is an open concept to be reviewed in the exhibit. [DONE]
17. Proof the MTPA, check the formatting and numbering of paragraphs, check the glossary, checking the section references. [DONE]
18. Review the separate Appendix and Exhibits for VANs. [DONE]
19. Thirty day notice may not be sufficient for moving to a different provider specifically as it addresses VAN usage, (Section 1.2.1). This item can be addressed in the appendix for VAN usage. It was noted that 45 days may be more appropriate, while 30 days should be sufficient for Internet. This should be addressed in conjunction with the review of the Appendix and Exhibit on VAN usage. [DONE]
20. Address the issue of should shipper acknowledgments exist and if so, should it be part of the MTPA. [DONE]



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Attachment 2

WORKPLAN

The items on the work plan are:

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|-----|--|-----------|
| 1. | Complete list of desired revisions started above | April 7 |
| 2. | Start from MTPA approved in R97035 as the base document | April 21 |
| 3. | Use language from R97060 recommendation to address desired revisions. | April 21 |
| 4. | Produce red-lined MTPA | April 29 |
| 5. | Hold task force call to discuss | May 4 |
| 6. | Written changes submitted following meeting | May 5 |
| 7. | Hold task force call to discuss second version | May 11 |
| 8. | Second version red-lined, draft minutes and additional proposed language | May 18 |
| 9. | Hold task force to discuss third version | May 26 |
| 10. | Hold task force meeting to discuss fourth version | May 29 |
| 11. | Hold task force meeting to discuss fifth version | June 8 |
| 12. | Hold task force meeting to discuss sixth version | June 15 |
| 13. | Decide model v. standard issues | June 15 |
| 14. | Send out for industry comment -- R97060 | July 16 |
| 15. | Executive Committee Vote on R97060 | August 20 |