

**GENERAL SESSION MINUTES
AUDIT COMMITTEE MEETING
March 21-22, 2018
ISO Headquarters
Folsom, California**

March 22, 2018

The Audit Committee of the ISO Board of Governors convened the general session meeting at approximately 10:25 a.m. and the presence of a quorum was established.

ATTENDANCE

The following members of the Audit Committee were in attendance:

Mark Ferron, Chair
Richard Maullin

The following members of the executive team were also present: Steve Berberich, Keith Casey, Mark Rothleder, Eric Schmitt, Petar Ristanovic, Roger Collanton, Stacey Crowley, Ryan Seghesio and Jodi Ziemathis

GENERAL SESSION

The following agenda items were discussed in general session:

PUBLIC COMMENT

There was no public comment offered at this time.

DECISION ON GENERAL SESSION MINUTES

Governor Ferron moved for approval of the Audit Committee's general session minutes for the December 14, 2017 meeting. The motion was seconded by Governor Maullin and approved 2-0.

**ACCEPTANCE OF CODE OF CONDUCT CERTIFICATION PROCESS REPORT
FOR 2017**

Greg Fisher, Senior Counsel, provided an overview of the code of conduct compliance review and noted that the ISO tariff requires an independent review of the ISO's code of

conduct compliance. Mr. Fisher stated that the review was complete with no exceptions in the report, which was issued on December 22, 2017.

Motion

Governor Ferron:

Moved, that the Audit Committee of the ISO Board of Governors accepts the Code of Conduct Certification Process Report issued on December 22, 2017 by PricewaterhouseCoopers LLP for the testing of the ISO's code of conduct certification procedures for 2017.

The motion was seconded by Governor Maullin and approved 2-0.

ADJOURNED

There being no additional general session matters to discuss, the general session was adjourned at approximately 10:30 a.m.