

ATTACHMENT FF

TRANSMISSION EXPANSION PLANNING PROTOCOL

Proposed Order No. 890 Revisions to Attachment FF

I. Transmission Expansion Plan - Purpose and Scope: This Attachment FF describes the process to be used by the Transmission Provider to develop the Midwest ISO Transmission Expansion Plan (“MTEP”), subject to review and approval by the Transmission Provider Board. The provisions of this Attachment FF are consistent with the applicable provisions of Appendix B of the ISO Agreement and this Tariff. For purposes of this Attachment FF, all references to Transmission Owner(s) will include ~~an~~ ITC(s).

A. Development of the MTEP: The Transmission Provider, working in collaboration with representatives of the Transmission Owners and the Planning Advisory Committee, shall develop the MTEP, consistent with Good Utility Practice and taking into consideration long-range planning horizons, as appropriate. The Transmission Provider shall develop the MTEP for expected use patterns and analyze the performance of the Transmission System in meeting both reliability needs and the needs of the competitive bulk power market, under a wide variety of contingency conditions. The MTEP will give full consideration to the needs of all Market Participants, will include consideration of demand-side options, and will identify expansions or enhancements needed to support competition in bulk power markets and in maintaining reliability. This analysis and planning process shall integrate into the development of the MTEP among other things:

(i) the transmission needs identified from Facilities Studies carried out in connection with specific transmission service requests; (ii) transmission needs associated with generator interconnection service; (iii) the transmission needs identified by the Transmission Owners in connection with their planning analyses to provide reliable power supply to their connected load customers and to expand trading opportunities, better integrate the grid and alleviate congestion; (iv) the transmission planning obligations of a Transmission Owner, imposed by federal or state law(s) or regulatory authorities, which can no longer be performed solely by the Transmission Owner following transfer of functional control of its transmission facilities to the Transmission Provider; (v) plans and analyses developed by the Transmission Provider to provide for a reliable Transmission System and to expand trading opportunities, better integrate the grid and alleviate congestion; (vi) the inputs provided by the Planning Advisory Committee; and (vii) the inputs, if any, provided by the state regulatory authorities having jurisdiction over any of the Transmission Owners and by the OMS.

1. Planning Cycle and Milestones:

The ISO Agreement requires that a regional transmission plan be developed biennially or more frequently. A typical MTEP development cycle of 12 to 18 month duration is performed continuously. The development of the MTEP will follow specified process steps that are detailed, including process diagrams, in the Transmission Planning Business Practices Manual (TPBPM) of the Transmission Provider. The TPBPM shall be posted on the web site of the Transmission Provider. The planning process includes the following functions which are described in the TPBPM:

- Model Development
- Generator Interconnection Planning
- Transmission Service Planning
- Cyclical Baseline Reliability and Economic Planning
- Coordinated System Plans with other RTOs/Regions
- System Support Resource (SSR) Studies for unit de-commissioning
- Transmission-to-Transmission Interconnections
- Load Interconnections
- Focus Studies - Studies initiated during the cyclical baseline planning process that cannot wait until the next planning cycle (for example, NERC/FERC directives, near-term critical operational issues)

Each of these planning functions may develop system expansions that are taken into consideration in developing the entirety of the MTEP. Key milestones in the typical MTEP development process are listed below and timelines for data submittal, review, and comment at each of these milestone points are described in the TPBPM:

- a. Model development
- b. Testing models against reliability and economic planning criteria
- c. Development of possible solutions to identified issues
- d. Selection of preferred solution
- e. Determination of funding and cost responsibility
- f. Monitoring progress on solution implementation

The Transmission Provider will address each of these milestones throughout the planning cycle through the Planning Subcommittee and/or the Planning Advisory Committee meetings.

2. Communications with Planning Stakeholders: The Transmission Provider will facilitate discussion amongst Transmission Customers and other stakeholders in the planning process, the Transmission Owners, and the Transmission Provider about the transmission expansion needs and solutions involving both transferred and non-transferred facilities, as described in Section I.B.1. These discussions will take place at regularly scheduled meetings of the Planning Subcommittee of the Transmission Provider, at a location provided by the Transmission Provider and with communication capability for participants that cannot be present. The Planning Subcommittee is a standing stakeholder-chaired subcommittee of the Planning Advisory Committee (“PAC”) of the Transmission Provider, and functions subject to the Stakeholder Governance Guide developed by the Stakeholder Governance Working Group. Planning Subcommittee membership is open to interested parties such as: transmission delivery service and interconnection service customers, marketers, developers, Transmission Owners, state and federal regulatory staff, and other market participants and observers. The charter for the committee is developed by stakeholders and is maintained on the web site of the Transmission Provider. The Transmission Provider will seek guidance from stakeholders via the Planning Subcommittee and/or the Planning Advisory Committee¹ prior to the beginning of

¹ The Planning Advisory Committee is a Standing committee reporting to the Advisory Committee. The PAC is responsible for addressing planning policy issues of importance to stakeholders and within the responsibilities of the Transmission Provider. The PAC charter is maintained on the Midwest ISO Transmission Provider’s web site, ~~and~~
Issued by: Ronald R. McNamara, Issuing Officer Effective: February 5, 2006
Issued on: April 4, 2006
Filed to comply with the February 3, 2006 Order on Compliance Filing in Docket No. ER06-18-000 (*Midwest Independent Transmission System Operator, Inc.*, 114 FERC ¶ 61,106 (2006)).

each new planning cycle on the scope of planning studies to be undertaken and on the development of suitable models to support such studies. The Planning Subcommittee and/or the Planning Advisory Committee may form working groups at the discretion of stakeholders to perform specific tasks supporting the planning processes, such as model development and detail review of study results and draft plan reports.

3. Meeting Notifications: The Transmission Provider will notice all meetings to the Planning Subcommittee email exploder list to which stakeholders have registered as described on the Transmission Provider web site. Meeting notification guidelines are provided for in the stakeholder developed Stakeholder Governance Guidelines.

4. Meeting Schedules: Planning Subcommittee meetings are regularly scheduled meetings that occur no less than bimonthly. Annual meeting schedules and objectives are developed at the December meeting each year for the subsequent year.

5. Planning Criteria: The Transmission Provider shall evaluate the system for both reliability and economic needs consistent with the ISO Agreement and this Attachment FF. Projects included in the MTEP may be based upon any applicable planning criteria, including accepted NERC reliability standards and reliability standards adopted by Regional Reliability Organizations, local planning reliability or economic planning criteria of the Transmission Owner, or required by State or local authorities, and any economic or other planning criteria or metrics defined in this Attachment FF. Transmission Owners are required to annually provide updated copies of their local planning criteria for posting on the Transmission Provider web site.

6. Planning Analysis Methods: Planning analyses will test the system under a wide variety of conditions for its performance against the foregoing criteria using standard industry applications to model steady state power flow, angular and voltage stability, short-circuit, and economic parameters, as determined appropriate by the Transmission Provider to be compliant with applicable criteria and the Tariff.

7. Planning Models: The Transmission Provider shall collaborate with Transmission Owners and with other transmission providers to develop appropriate planning models that reflect expected system conditions for the planning horizon. The planning models shall reflect the projected load growth of existing Network Customers and other transmission service and interconnection commitments. The models shall include any transmission projects identified in Service Agreements or Interconnection Agreements that are entered into in association with requests for transmission delivery service or interconnection service, as determined in Facilities Studies associated with such requests. Load forecasts applied to models will consider the forecast load of Network Customers reported to the Transmission Provider in accordance with the requirements of Section 35.2 of the EMT. Models will be posted on an FTP site of the Transmission Provider that is accessible to stakeholders with security measures as provided for in the TPBPM. The Transmission Provider will provide an opportunity for stakeholders to review and comment on the posted models before commencing planning studies. The schedules for such reviews are maintained in the TPBPM. Stakeholders shall be afforded opportunities to provide inputs on load projections from Tariff reporting requirements or from Transmission Owner forecasts. After the base line forecast and model are established, the Transmission

Provider and / or Transmission Owners may adjust the forecast as necessary on an ad hoc basis throughout the planning year to address customer requests for new load interconnections arising from on-going dialogue with existing and prospective customers.

8. Planning Assumptions:

- a. Planning Horizons:** The MTEP will identify system needs for a minimum planning horizon of five years and a maximum planning horizon of twenty years.
- b. Load:** Load demand will generally be modeled by the Transmission Provider as the most probable (“50/50”) coincident load projection for each Transmission Owner service territory, for the season under study. Specific studies may model alternative load probabilities or peak load for areas within a Transmission Owner’s service territory as dictated by operational and planning experience and/or local planning criteria, but in any case will be treated consistently in the planning for native load and transmission access requests.
- c. Generation:** Planning models of five years or longer will model generation, taking into consideration applicable planning reserve requirements, that are: (1) existing and expected to be in existence in the planning horizon; (2) not existing but with executed interconnection agreements; and (3) additional generation as determined with stakeholder input as likely candidate generation to exist to adequately and efficiently supply demand modeled for the planning horizon. The Transmission Provider will apply a scenario analysis to determine alternative future generation portfolio possibilities. Generation portfolio

development for planning model purposes will be developed with input from the Planning Advisory Committee and its subcommittees, working groups, and task forces. Point-to-point and Network Customers will have an opportunity to guide new generation portfolio development that is reflective of customer future resource plans.

d. Demand Response Resources: Planning solutions will be based upon the best available information regarding the amount of load that can be effectively and efficiently reduced under demand response programs, as well as the amount of behind-the-meter generation that can reliably be expected to produce energy during emergency conditions.

e. Topology: Each planning study will use the best known topology based upon the most recent MTEP. Planning studies will include all projects approved by the Transmission Provider Board of Directors, and will identify as appropriate, and as detailed in the TPBPM, any system needs already identified in the most recent prior MTEP.

9. Facility Design: Facility design and system configuration (such as conductor sizes, transformer design, bus configuration, protection schemes) are selected by the Transmission Owner, and must be consistently applied by the Transmission Owner for comparable system service conditions.

10. Status of Recommended Facilities: The Transmission Provider will solicit from the responsible Transmission Owner the status of all projects recommended for implementation in the MTEP, and shall report such progress to the Transmission Provider Board of Directors on a quarterly basis.

11. Dispute resolution: Consistent with Section 12 of the Tariff and Appendix D to the ISO Agreement, the Transmission Provider will resolve disputes concerning MTEP issues. The first step will be for designated representatives of the affected parties to work together to resolve the relevant issues in a manner that is acceptable to all parties. If that step is unsuccessful, each affected party shall designate an officer who shall review disputes involving them that their designated representatives are unable to resolve. The applicable officers of the parties involved in such dispute shall work together to resolve the disputes so referred in a manner that meets the interests of such parties, either until such agreement is reached, or until an impasse is declared by any party to such dispute.

If such officers are unable to satisfactorily resolve the issues, the matter shall be referred to mediation, in accordance with the procedures described in Appendix D to the ISO Agreement. Parties that are not satisfied with the dispute resolution procedures may only file a complaint with the Commission during the negotiation or mediation steps. If a matter remains unresolved, the affected parties may pursue arbitration pursuant to Appendix D of the ISO Agreement.

B. Project Coordination: In the course of ~~the MTEP~~^{this} process, the Transmission Provider shall seek out opportunities to coordinate or consolidate, where possible, individually defined transmission projects into more comprehensive cost-effective developments subject to the limitations imposed by prior commitments and lead-time constraints. The Transmission Provider shall coordinate with Transmission Owners to develop expansion plans to meet the needs of their respective systems. This multi-party collaborative process will allow for all projects with regional and inter-regional impact to

be analyzed for their combined effects on the Transmission System. Moreover, this collaborative process is designed to ensure-develop the most efficient and cost-effective MTEP that will meet reliability needs and expand trading opportunities, in addition to better integrating the grid, and alleviating congestion, while giving consideration to the inputs from all stakeholders. In addition to the requirements of this Attachment FF, there may be state or local procedural requirements applicable to the planning or siting of transmission facilities by Transmission Owners. A current listing of those requirements can be found at the following link: [insert MISO web page link].

1. Non-Transferred Transmission Owner Projects:

The Transmission System includes the transmission facilities owned or controlled by entities that have conveyed functional control to the Transmission Provider which are used to provide Transmission Service under Module B of this Tariff. Transmission Owner facilities include facilities that are both transferred to the Transmission Provider's functional control, and those that are not transferred. Transferred facilities are described in Appendix H to the ISO Agreement. Facilities that are identified solely in the planning processes of the Transmission Owners may or may not be transferred to the Transmission Provider's functional control in accordance with Appendix B of the ISO Agreement. In accordance with the ISO Agreement, all transmission facilities identified in the collaborative planning process of 100 kV or above will be transferred by the Transmission Owner to the Transmission Provider's functional control. In addition, some transmission facilities of less than 100 kV may be transferred upon completion to the Transmission Provider's operational functional control.

The Appendix B “Planning Framework” of the ISO Agreement provides that to fulfill their roles in the collaborative process for the development of the MTEP, the Transmission Owners shall develop expansion plans for their transmission facilities while taking into consideration the needs of: (i) connected loads, including load growth; (ii) new customers and new generation sources within the Owner’s system; and (iii) known transmission service requests.

All potential new facilities identified by the Transmission Owners in the collaborative transmission planning process and that will be transferred to the Transmission Provider upon their completion pursuant to the ISO Agreement and become part of the Transmission System are required to be reported to the Transmission Provider as described in the Transmission Planning Business Practice Manual.

2. Transmission Owners Using Transmission Provider Planning Process for Order 890 Compliance and Not Filing Separate Attachment K: Some Midwest ISO Transmission Owners have agreed to use the Transmission Provider’s open and coordinated planning processes for all of their transmission facilities in lieu of filing a separate Attachment K. Via this election, all transmission facilities of these Transmission Owners, regardless of whether the facilities are ultimately transferred to the functional control of the Transmission Provider, will be included in the regional planning processes of the Transmission Provider. These regional planning processes, as provided for in this Attachment FF and in additional detail in the TPBPM, ensure that the planning decisions for all such facilities are made in an open and transparent environment. This planning environment provides opportunity for input from, and

review by, stakeholders of the Open Access Transmission Tariff services throughout the planning process, and is in accordance with the Planning Principles of the Order 890 Final Rule.

Transmission Owners using the Transmission Provider Planning Process for Order 890 compliance and not filing a separate Attachment K are listed in Attachment FF-X. Such Transmission Owners will not conduct transmission expansion activities through individual Attachment K filings pursuant to the Planning Principles found in Order No. 890. Instead, such Transmission Owners will be responsible for providing the Transmission Provider with sufficient information regarding all of their planning activities to enable the Transmission Provider to incorporate all of the Transmission Owner's transmission facilities into the regional planning process of the Transmission Provider. The foregoing Transmission Owners will utilize the planning stakeholder forums of the Transmission Provider to demonstrate the need for, identify the alternatives to, and report the status of non-transferred transmission facilities using the same open, transparent and coordinated planning process as provided by the Transmission Provider for transferred facilities and as described in Section I.B.4 of this Attachment FF.

3. Transmission Owners Filing Separate Attachment K: Some Midwest ISO Transmission Owners as listed at the bottom portion of Attachment FF-X have developed their own open, local planning processes for their facilities and will rely on these processes to fulfill compliance with the Planning Principles of the Order 890 Final Rule. These Transmission Owners have an Attachment K that is part of their Commission-approved tariffs that describes how the Transmission Owner will

comply with the Order No. 890 Planning Principles for all transmission facilities that they plan for, regardless of whether those facilities are ultimately transferred to the functional control of the Transmission Provider. With the exception of Sections I.B.2 and I.B.4, the provisions of this Attachment FF remain applicable to all Transmission Owners notwithstanding the filing by any Transmission Owner of an Attachment K pursuant to the Order 890 Final Rule.

4. Special Procedures for Non-transferred Transmission Facilities Included in the Transmission Provider Planning Process:

a. Project Reporting: At the beginning of each regional planning cycle and on the date specified by the Transmission Provider for the current cycle (typically in December of each year), Transmission Owners will report to the Transmission Provider, in a format described in the TPBPM, all transferred and non-transferred transmission facilities that are newly identified since the prior MTEP report. In reporting such facilities, the Transmission Owners will delineate, consistent with the ISO Agreement, which projects are to be treated as transferred facilities and which as non-transferred facilities.

b. Planning Stakeholder Forum for Discussion and Input: The Transmission Provider will utilize the Planning Subcommittee as the stakeholder forum to discuss planning needs and solutions related to non-transferred facilities in the same manner as for transferred facilities as provided for in Section I.A.2.

c. Participant Roles at Planning Stakeholder Meetings: Planning Subcommittee meetings for the purpose of discussing all transmission facilities newly identified since the prior MTEP report, including both transferred and

non-transferred facilities, will be held early in each current MTEP planning cycle (typically February). With regard to discussion of newly identified non-transferred facilities, the Transmission Owners will provide representatives to the Planning Subcommittee meeting that will describe the reported non-transferred facilities, including a detailed description of the facilities including to the extent known estimated costs and expected in-service dates, the needs for the facilities, and alternatives considered, and the present planning status of the facilities. Stakeholders will have an opportunity at the meeting to ask questions about the facilities and provide input and comment related to the facilities, or about other needs that in the opinion of the stakeholders are consistent with the requirements of the Transmission Owners and the Transmission Provider under the tariff. The Transmission Provider will distribute any pre-meeting materials provided by the Transmission Owners, and will organize and facilitate the meeting discussions. The Transmission Provider will request at the conclusion of the meeting that stakeholders with remaining questions or comments, provide those to the Transmission Provider within three weeks of the Planning Subcommittee meeting, and will distribute those comments to the Planning Subcommittee email exploder within one month of the meeting to discuss the facilities. This information will be taken into consideration by the Transmission Provider in the course of the planning cycle. As planning studies are completed through the planning cycle, the Transmission Provider will utilize the regularly scheduled meetings of the Planning Subcommittee to further discuss results of analyses, and for stakeholder review and discussion of draft reports of

the MTEP regional plan report. The Transmission Provider will make recommendations to the Transmission Owners and to the Board of Directors regarding both transferred and non-transferred facilities, taking into consideration the input received from stakeholders, and any other analysis that the Transmission provider at its discretion may perform consistent with the ISO Agreement and the tariff.

d. Inclusion of Non-transferred Facilities in MTEP Reporting: After the comments from stakeholders are received relative to the non-transferred facilities, the Transmission Owners will notify the Transmission Provider of the final planning status of such facilities. Facilities that are committed by the Transmission Owners for implementation will be so listed in the final MTEP regional plan along with other non-transferred facilities that continue to be under consideration but are not yet committed to.

e. Other Stakeholder Planning Forums: In addition to the Planning Subcommittee process to discuss system needs and identified non-transferred and transferred transmission facilities, there are other stakeholder forums devoted to transmission infrastructure development and as well as planning policy issues. These forums include the Planning Advisory Committee, and the Advisory Committee.

f. Treatment of CEII and Confidential Data: The Transmission Provider will utilize a Non-Disclosure and Confidentiality Agreement to address sharing of transmission planning information (power flow models, preliminary results, planning reports drafts). Confidential information related to economic

(e.g., congestion) studies, as well as Critical Energy Infrastructure Information (“CEII”), is clearly sensitive information which must remain confidential. The Transmission Provider will use generic (publicly available) cost information from industry sources in the economic studies to prevent accidental release of confidential information and promote a truly open process because results of economic studies are available to all interested parties.

C. Joint Regional Planning Coordination: The Transmission Provider shall also collaborate with representatives from adjacent regional transmission organizations and transmission providers to develop long-term inter-regional plans for the benefit of the combined regions, as and to the extent provided for in joint agreements between the Transmission Provider and other transmission providers. These joint agreements² are filed with the Commission and provide for the formation of stakeholder planning advisory groups. These agreements specify meeting requirements to obtain stakeholder input on the scope of coordinated planning efforts, and stakeholder review and comment of planning analyses during the course of and at the conclusion of planning studies.

II. Development Process for MTEP Projects: The Transmission Provider will develop the MTEP biennially or more frequently. The MTEP will identify expansion projects for inclusion in the MTEP according to the factors set forth in Appendix B of the ISO Agreement and Section I.A. of this Attachment FF. For purposes of assigning cost responsibility, expansion projects in the MTEP shall be categorized pursuant to the following criteria.

² The Transmission Provider has joint agreements with PJM, TVA, SPP, IESO, MAPP and also coordinates with other ISO/RTO via the ISO-RTO Council.

A. Reliability Needs: Reliability projects are identified either in the periodically performed Baseline Reliability Study, or in Facilities Studies associated with the request processes for new transmission access. Transmission access includes requests for both new transmission delivery service and new generation interconnection service.

1. Baseline Reliability Projects: Baseline Reliability Projects are Network Upgrades identified in the base case as required to ensure that the Transmission System is in compliance with applicable national Electric Reliability Organization (“ERO”) reliability standards and reliability standards adopted by Regional Reliability Organizations and applicable ~~within to~~ the Transmission Provider area. Baseline Reliability Projects include projects that are needed to maintain reliability while accommodating the ongoing needs of existing Market Participants and Transmission Customers. Baseline Reliability Projects may consist of a number of individual facilities that in the judgment of the Transmission Provider constitute a single project for cost allocation purposes. The Transmission Provider shall collaborate with Transmission Owning members and with other transmission providers to develop appropriate planning models that reflect expected system conditions for the planning horizon. The planning models shall reflect the projected load growth of existing network customers and other transmission service and interconnection commitments, and shall include any transmission projects identified in Service Agreements or interconnection agreements that are entered into in association with requests for transmission delivery service or transmission interconnection service, as determined in Facilities Studies associated with such requests. The Transmission Provider shall

test the MTEP for adequacy and security based on commonly applicable national Electric Reliability Organization (“ERO”) standards, and under likely and possible dispatch patterns of actual and projected Generation Resources within the Transmission System and of external resources, **including dispatch reflective of Long-Term Transmission Rights of Transmission Customers**, and shall produce an efficient expansion plan that includes all Baseline Reliability Projects determined by the Transmission Provider to be necessary through the planning horizon of the MTEP. The Transmission Provider shall obtain the approval of the Transmission Provider Board, as set forth in Section VI, for each MTEP published.

2. New Transmission Access Projects: New Transmission Access Projects are defined for the purposes of Attachment FF as Network Upgrades identified in Facilities Studies and agreements pursuant to requests for transmission delivery service or transmission interconnection service under the Tariff. New Transmission Access Projects include projects that are needed to maintain reliability while accommodating the incremental needs associated with requests for new transmission or interconnection service, as determined in Facilities Studies associated with such requests. New Transmission Access Projects may consist of a number of individual facilities, which in the judgment of the Transmission Provider constitute a single project for cost allocation purposes. New Transmission Access Projects are either Generation Interconnection Projects or Transmission Delivery Service Projects as defined in Sections II.A.2.a. and II.A.2.b. The Transmission Provider shall consider the Baseline Reliability

Projects already determined to be needed in the most current MTEP, as well as any other base-case needs not associated with the request for new service that may be identified during the impact study process when determining the need for New Transmission Access Projects. Any identified base-case needs determined in the impact study process that are not a part of the Baseline Reliability Projects already identified in the most current MTEP shall become new Baseline Reliability Projects and shall be included in the next MTEP. New Transmission Access Projects identified in Facilities Studies and agreements pursuant to requests for transmission delivery service or transmission interconnection service under this Tariff shall be included in the next MTEP.

a. Generation Interconnection Projects: Generation Interconnection Projects are New Transmission Access Projects that are associated with interconnection of new, or increase in generating capacity of existing, generation under Attachments X and R to this Tariff.

b. Transmission Delivery Service Projects: Transmission Delivery Service Projects are New Transmission Access Projects that are needed to provide for requests for new Point-To-Point Transmission Service, or requests under Module B of the Tariff for Network Service or a new designation of a Network Resource(s).

B. Regionally Beneficial Projects: Regionally Beneficial Projects are Network Upgrades: (i) that are proposed by the Transmission Provider, Transmission Owner(s), ITC(s), Market Participant(s), or regulatory authorities; (ii) that are found to be eligible for inclusion in the MTEP or are approved pursuant to Appendix B, Section VII of the ISO Agreement after June 16, 2005, applying the factors set forth in Section I.A. of this Attachment FF; (iii) that have a Project Cost of \$5 million or more; (iv) that involve facilities with voltages of 345 kV or higher³; and that may include any lower voltage facilities of 100kV or above that collectively constitute less than fifty percent (50%) of the combined project cost, and without which the 345 kV or higher facilities could not deliver sufficient benefit to meet the required benefit-to-cost ratio threshold for the project as established in Section II.B.1.c, or that otherwise are needed to relieve applicable reliability criteria violations that are projected to occur as a direct result of the development of the 345 kV or higher facilities of the project; (v) that are not determined to be Baseline Reliability Projects or New Transmission Access Projects; or are determined to be a Regionally Beneficial Project under Section III.A.2.g; and (vi) that are found to have regional benefits under the criteria set forth in Section II.B.1. of this Attachment FF.

³ Transformer voltage is defined by the voltage of the low-side of the transformer for these purposes.

1. Criteria to Determine Whether a Project Should be Included as a Regionally Beneficial Project: The Transmission Provider shall employ multiple metrics and a multi-year analysis including sensitivity analyses guided by input from the Planning Advisory Committee to evaluate the anticipated benefits of a potential Regionally Beneficial Project in order to determine if such a project meets the criteria for inclusion in the regional plan as a Regionally Beneficial Project eligible for regional cost sharing. Sensitivity analyses shall include, among other factors, consideration of: (i) variations in amount, type, and location of future generation supplies as dictated by future scenarios developed with stakeholder input and guidance; (ii) alternative transmission proposals; (iii) impacts of variations in load growth; and (iv) effects of demand response resources on transmission benefits. The Transmission Provider shall perform this inclusion analysis as follows:

- a. The Transmission Provider shall utilize a Weighted Gain, No Loss (“WGNL”) metric to analyze the anticipated annual economic benefits of construction of a proposed Regionally Beneficial Project to Transmission Customers in each of three Planning Sub Regions as reflected in Attachment FF-3, based upon: (1) Adjusted Production Cost methodology (adjusted to account for purchases and sales) (“APC”); and (2) Load Locational Marginal Pricing (“Load LMP”). The Load LMP benefit for each Planning Sub Region shall be calculated by multiplying the LMP at each modeled load bus in the Planning Sub Region by the Load at the bus, for each period of planning model simulation (Load LMP * Load). The WGNL metric for each Planning Sub Region shall be developed by weighting the APC benefit and the Load LMP benefit by adding seventy percent (70%) times the APC for each Planning Sub Region plus thirty percent (30%) times the Load LMP benefit for each Planning Sub Region.

$$\text{WGNL} = (70\% \text{ APC} + 30\% \text{ Load LMP})$$

The WGNL metric shall be calculated for each Planning Sub Region for each year of evaluation. Project benefit evaluations will consider, at a minimum, benefits for the first ten years of project life after the projected in-service year, with a maximum planning horizon of 20 years from the current year. The annual benefit for a Regionally Beneficial Project shall be determined as the sum of the WGNL values for each Planning Sub Region. The total project benefit shall be determined by calculating the present value of annual benefits for the multi-year evaluations.

- b. The present value of the annual benefits of the Regionally Beneficial Project (weighted present value sum of the APC benefit and of the Load LMP benefit) must be greater than zero for a project to qualify as a Regionally Beneficial Project and therefore eligible for regional cost allocation, subject to the additional qualification requirements of this Section II.B.

- c. The Transmission Provider shall employ a threshold test to evaluate the relative benefits/costs for a potential Regionally Beneficial Project. Only costs for a project that meet the benefits/costs ratio threshold shall be included in the MTEP as a Regionally Beneficial Project and be eligible for regional cost sharing. The costs applied in the benefits/costs ratio shall be the present value, over the same period for which the project benefits are determined, of the annualized revenue requirements for the project as determined from the actual installed cost of the project upon completion and the levelized fixed charge rate applicable to the constructing Transmission Owner(s). The Transmission Provider will, in its sole judgment, determine the installed cost to be applied in the benefits/costs ratio based on the reasonableness of actual installed project costs reported by the constructing Transmission Owner taking into consideration comparative costs for similar facilities across the region, reasonable variations for local circumstances, among other factors.

The benefits of the project and the cost allocations as a percentage of project cost shall be determined one time at the time that the project is presented to the Transmission Provider Board for approval. Estimated project installed costs will be used to estimate the benefits/costs ratio and the eligibility for cost sharing at the time of project approval. Final determination of the benefits/costs ratio and therefore the eligibility for cost sharing will be based on the actual installed cost of the project when completed. To the extent that the Commission approves the collection of costs in rates for Construction Work in Progress (“CWIP”) for a constructing Transmission Owner, costs will be allocated and collected prior to completion of the project. In the event that the actual installed cost of the project is such that the threshold benefit/cost ratio is below the threshold to establish a Regionally Beneficial Project, the Transmission Provider will reimburse for charges made to Transmission Customers taking service outside of the pricing zone of the constructing Transmission Owner. The benefit/costs ratio threshold shall be based on the planned in-service date of the project, such that a project with an in-service date within one year of the approved MTEP initially recommending the project shall have a minimum benefit/costs threshold of at least 1.2:1.

The minimum benefit/costs ratio threshold shall increase linearly with the time until planned in-service date such that the benefit/costs for a project planned for service within two (2) years shall be 1.4:1; within three(3) years shall be 1.6:1; within four (4) years shall be 1.8:1; within five (5) years shall be 2.0:1; and continuing in this manner such that a project with a planned in-service date ten (10) years from the approved MTEP initially approving the project will apply a minimum benefit/costs threshold of 3.0:1. In the event that a Regionally Beneficial Project in-service date is delayed due to construction, siting, cost management, or other reasons not related to the determination of project benefits, the benefit/costs ratio associated with the originally planned in-service date shall apply.

- d. The aforementioned Regionally Beneficial Project inclusion criteria shall be used for the exclusive purpose of determining whether projects are eligible for regional cost sharing in accordance with Section III.A.2.f below. These criteria shall not affect the existing criteria set forth in Appendix B of the ISO Agreement for determining whether projects are eligible for inclusion in the MTEP. Moreover, the costs of projects included in the MTEP, but not eligible for regional cost sharing, shall continue to be eligible for inclusion in the calculation of Transmission Owner revenue requirements under Attachment O of this Tariff.
2. Development of Additional Inclusion Criteria: The Transmission Provider shall continue to evaluate and explore with Transmission Owners, state regulatory commissions and state regulatory staffs and Transmission Provider stakeholders any additional transmission infrastructure value drivers and the methodology for evaluation and articulation of those value drivers to ensure that projects which are effective in facilitating market efficiency, and meeting regulatory policy objectives are supported and pursued.

Based upon these discussions and deliberations, the Transmission Provider shall propose through Tariff amendments subsequent adjustments to the inclusion criteria for transmission projects as analytical techniques mature. Additional eligible metrics may include quantifiable economic effects, including, but not limited to: (a) generation reserve capacity reduction value of transmission; (b) local and societal benefits of economic development; (c) investor value of asset investment and utilization; and (d) national security value of a less vulnerable infrastructure. The Transmission Provider shall only make a FERC filing to amend the inclusion criteria in the event the Transmission Provider is seeking to include additional criteria that are measurable, reproducible and that have been vetted through the Planning Advisory Committee.

C. Local Projects: [to be inserted at a later date.]

III. Designation of Cost Responsibility for MTEP Projects: Based on the planning analysis performed by the Transmission Provider, which shall take into consideration all appropriate input from Market Participants or external entities, including, but not limited to, any indications of a willingness to bear cost responsibility for an enhancement or expansion, the recommended MTEP shall, for any enhancement or expansion that is included in the plan, designate: (i) the Market Participant(s) in one or more pricing zones that will bear cost responsibility for such enhancement or expansion, as and to the extent provided by any applicable provision of the Tariff, including Attachments N, R, X, or any applicable cost allocation method ordered by the Commission; or, (ii) in the event and to the extent that no provision of the Tariff so assigns cost responsibility, the Market Participant(s) or Transmission Customer(s) in one or more pricing zones from which the cost of such enhancements or expansions shall be recovered through charges established pursuant to Attachment GG of this Tariff, or as otherwise provided for under this Attachment FF. Any designation under clause (ii) of the preceding sentence shall be determined as provided for in Section III.A and III.B of this Attachment FF. For all such designations, the Transmission Provider shall calculate the cost allocation impacts to each pricing zone. The results will be reviewed for unintended consequences by the Transmission Provider and the Tariff Working Group and any such identified consequences shall be reported to the Planning Advisory Committee, and the OMS.

A. Allocation of Costs Within the Transmission Provider Region

1. Default Cost Allocation: Except as otherwise provided for in this Attachment FF, or by any other applicable provision of this Tariff and consistent with the ISO Agreement, the responsibility for Network Upgrades included in the approved MTEP will be addressed in accordance with the provisions of the ISO Agreement.

2. Cost Allocation: The Transmission Provider will designate and assign cost responsibility on a regional, and sub-regional basis for Network Upgrades identified in the MTEP subject to the grand-fathered project provisions of Section III.A.2.b, and to the threshold criteria for facility voltage and Project Cost found in Section III.A.2.c.

a. **Market Participant's Option to Fund**: Notwithstanding the Transmission Provider's assignment of cost responsibility for a project included in the MTEP, one or more Market Participants may elect to assume cost responsibility for any or all costs of a Network Upgrade that is included in the MTEP. **Provided however, in the event the Market Participant is also a Transmission Owner such election of the option to fund must be made on a consistent, non-discriminatory basis.**

b. **Grandfathered Projects**: The cost allocation provisions of this Attachment FF shall not be applicable to transmission projects identified in Attachment FF-1, which is based on the list of projects designated as Planned Projects in the MTEP approved by the Transmission Provider Board on June 16, 2005 (MTEP 05) and **some additions of proposed projects that the Transmission Provider has determined to in the advanced stages of planning.**

c. **Baseline Reliability Projects: Costs of Baseline Reliability**

Projects included in the MTEP and for which (1) the Network Upgrade has a Project Cost of \$5 million or more or (2) the Network Upgrade has a Project Cost of under \$5 million and is five percent (5 %) or more of the Transmission Owner's net plant as established in Attachment O of this Tariff in effect at the time of designation of cost responsibility for the Network Upgrade, shall be subject to the cost sharing of this Attachment FF and will be assigned to the Transmission Customers in pricing zones as follows:

i. **Projects of Voltage 100 kV through 344 kV:** 100% of the Project Cost for Baseline Reliability Projects with a voltage class of 100 kV through 344 kV shall be allocated on a sub-regional basis to all Transmission Customers in designated pricing zones. The designated pricing zones and the sub-regional allocation of the Project Cost shall be determined on a case-by-case basis in accordance with a Line Outage Distribution Factor Table ("LODF Table") developed by the Transmission Provider which is similar in form to that attached hereto as Attachment FF-2. The LODF Table is based on Transmission System topology and Line-Outage Distribution Factors associated with the project under

consideration and is used to determine the pricing zones to be included in the sub-regional allocation of the Project Cost. The percentage of the sub-regional allocation assigned to each designated pricing zone shall be determined based on the relative share between pricing zones of the sum of the absolute value of the product of the Line-Outage Distribution Factor on each Branch Facility in a pricing zone and the length in miles of the Branch Facility.

- ii. Projects of Voltage 345 kV and Higher: 20% of the Project Cost for Baseline Reliability Projects with a voltage class of 345 kV or higher shall be allocated on a system-wide basis to all Transmission Customers and recovered through a system-wide rate. The remaining 80% of the Project Cost for Baseline Reliability Projects with a voltage class of 345 kV or higher shall be allocated on a sub-regional basis to all Transmission Customers in designated pricing zones. The designated pricing zones and the sub-regional allocation of the Project Cost shall be determined on a case-by-case basis in accordance with a Line Outage Distribution Factor Table (“LODF Table”) developed by the Transmission Provider similar in form to that attached hereto as Attachment FF-2.

The LODF Table is based on Transmission System topology and Line-Outage Distribution Factors associated with the project under consideration and is used to determine the pricing zones to be included in the sub-regional allocation of the Project Cost. The percentage of the sub-regional allocation assigned to each designated pricing zone shall be determined based on the relative share between pricing zones of the sum of the absolute value of the product of the Line-Outage Distribution Factor on each Branch Facility in a pricing zone and the length in miles of the Branch Facility.

- d. Generation Interconnection Projects: Costs of Generation Interconnection Projects that are not determined by the Transmission Provider to be Baseline Reliability Projects, or of Generation Interconnection Projects that are the result of advancements of a Baseline Reliability Project will be shared equally between the Interconnection Customer and the Transmission Owners constructing the project, subject to the provisions of this Section III.A.2.d. All costs of the Generation Interconnection Projects will be paid for by the Interconnection Customer in accordance with Attachments X or R. To the extent that the Interconnection Customer demonstrates at the time of Commercial

Operation of the Generating Facility that the Generating Facility has been designated as a Network Resource in accordance with the Tariff, or that a contractual commitment has been entered into with a Network Customer for capacity, or in the case of an Intermittent Resource, for energy, from the Generating Facility for a period of one (1) year or longer, the Interconnection Customer shall be repaid up to 50% of the costs of the Generation Interconnection Project funded by the Interconnection Customer. The percentage of the costs to be repaid will be 50% of the costs of the Generation Interconnection Project, pro-rated by the percentage of the Generating Facility capacity or annual available energy output contracted for and as demonstrated to the satisfaction of the Transmission Provider, and subject to the further provisions of this section. The Interconnection Customer shall be repaid a percentage of the costs of the Generation Interconnection Project funded by the Interconnection Customer based on the following options as elected by the Transmission Owner(s) constructing the project provided that each such election by a Transmission Owner must be made on a non-discriminatory and consistent basis:

1) Option 1: The Transmission Owner(s) constructing the Generation Interconnection Project will repay 100% of the costs of the Generation Interconnection Project to the Interconnection Customer under repayment terms consistent with the schedules and other terms of Attachment X. The Interconnection Customer will be charged a monthly charge to recover 50% of the Project Cost, and the Transmission Provider shall distribute these revenues to the Transmission Owner(s) constructing the project on a pro-rata share based on the Transmission Owner(s) relative portion of their revenue requirements related to the Project Cost.

The following formula shall be used in deriving the monthly charges:

$$C = \frac{A \times B}{12}$$

Where

A is the fixed charge rate for the applicable Transmission Owners.

B is the Project Cost incurred by the Transmission Owner in constructing or having constructed the facility or portion of the facility for which it is responsible.

C is the monthly dollar assessment.

The fixed charge rates used in calculating the charges under this Attachment FF for both Direct Assignment Facilities and Network Upgrades shall be developed using the formula provided in attached at Attachment GG.

If more than one Transmission Owner builds the facility, the total annual charge shall equal D, the sum of C calculated for the portion of the facility for which each Transmission Owner is responsible. In this instance, the monthly charge shall equal D divided by 12.

The charges to be paid by customers and/or loads under this Attachment FF shall be set forth in service agreements filed with the Commission. The Transmission Provider may file such service agreements unexecuted.

2) Option 2: The Transmission Owner(s) constructing the Generation Interconnection Project will repay 50% of the costs of the Generation Interconnection Project to the Interconnection Customer under repayment terms consistent with the schedules and other terms of Attachment X.

Any costs of a Generation Interconnection Project repaid by a Transmission Owner to the Interconnection Customer pursuant to Options 1 or 2 above, and for which there is not a monthly charge payable by the Interconnection Customer, will be allocated consistent with the allocations under Sections III. A.2.c.i. and III. A.2.c.ii., except that such costs associated with Generation Interconnection Projects of less than 100 kV voltage class shall also be allocated consistent with Section III. A.2.c.i.

If the Interconnection Customer is unable to demonstrate to the satisfaction of the Transmission Provider at the time of commercial operation of the Generating Facility that a contractual commitment has been entered into with a Network Customer for capacity, or in the case of an Intermittent Resource, for energy, from the Generating Facility for a period of one (1) year or longer, then the Interconnection Customer shall be directly assigned 100% of the costs of the Generator Interconnection Project. The Transmission Owner may effect this direct assignment of costs by either foregoing any repayment of costs funded by the Interconnection Customer, or by electing to repay 100% of the costs under repayment terms consistent with the schedules and other terms of Attachment X and establishing a monthly charge to recover these costs

consistent with Option 1 of this Section. The Interconnection Customer shall be entitled, pursuant to Section 46 of this Tariff, to any Financial Transmission Rights or other rights to the extent provided for under this Tariff, for any Network Upgrade costs funded by or charged to the Interconnection Customer and not subject to repayment under the provisions of this Section III.A.2.d. In the event that a Generator Interconnection Project defers or displaces a Baseline Reliability Project, the costs of the Generator Interconnection Project up to the costs of the deferred or displaced Baseline Reliability Project shall be allocated consistent with the cost allocation for the Baseline Reliability Project.

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- e. Transmission Delivery Service Projects: Costs of Transmission Delivery Service Projects shall be assigned and recovered in accordance with Attachment N of this Tariff.
- f. Regionally Beneficial Projects: Costs of Regionally Beneficial Projects shall be allocated as follows:
 - i) Twenty percent (20%) of the Project Cost of the Regionally Beneficial Project shall be allocated on a system-wide basis to all Transmission Customers and recovered through a system-wide rate.

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ii) Eighty percent (80%) of the costs of the Regionally Beneficial Projects shall be allocated on a sub region-wide basis to all Transmission Customers in each of the three defined Planning Sub Regions. Planning Sub Regions shall be defined based upon the Transmission Provider Planning sub-regions: West, Central, and East as defined in Attachment FF-3. The allocated cost to each Planning Sub Region shall be based on the relative benefit determined for each Planning Sub Region that has a positive present value of annual benefits over the evaluation period using the methodology for project benefit determination of Section II.B.1.

iii) Excessive Funding or Requirements: The Transmission Provider shall seek to identify and manage the development of, as a part of the planning process for Regionally Beneficial Projects, portfolios of projects that tend to provide benefits throughout each sub region over the planning horizon. The Transmission Provider shall analyze on an annual basis whether the project portfolios developed in accordance with this goal and the criteria in Section III. A.2.f. unintentionally result in unjust or unreasonable annual capital funding requirements for any Transmission Owner or rate increases for Transmission Customers in designated pricing zones; or otherwise result in undue discrimination between the Transmission Customers, Transmission Owners, or any

Market Participants; any such identified consequences shall be reported to the Planning Advisory Committee and to the Organization of MISO States. After discussing such assessments with the aforementioned stakeholder bodies, and taking into consideration the cumulative experience in applying this Attachment FF, the Transmission Provider will make a determination as to whether Tariff modifications are required, and if so file such modifications.

g. Treatment of Projects that meet both Baseline Reliability Project Criteria and the Regionally Beneficial Project Criteria: If the Transmission Provider determines that a project designated as a Regionally Beneficial Project also meets the criteria to be designated as a Baseline Reliability Project, such project shall be allocated in accordance with the Regionally Beneficial Project allocation procedures.

h. Other Projects: Unless otherwise agreed upon pursuant to Section III.A.2.a. of this Attachment FF, the costs of Network Upgrades that are included in the MTEP, but do not qualify as Baseline Reliability Projects, New Transmission Access Projects, or Regionally Beneficial Projects, shall be eligible for recovery pursuant to Attachment O of this Tariff by the Transmission Owner(s) and/or ITC(s) paying the costs of such project, subject to the requirements of the ISO Agreement.

- i. Withdrawal from Midwest ISO: A Party that withdraws from the Transmission Provider shall remain responsible for all financial obligations incurred while a Member of the Transmission Provider and payments applicable to time periods prior to the effective date of such withdrawal shall be honored by the Transmission Provider and the withdrawing Member, including, but not limited to, all obligations incurred by the Member pursuant to Attachment FF.

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B. Sharing of Costs with other Transmission Providers: Costs of Network Upgrades that are to be shared between Market Participants, including Transmission Customers, and market participants and transmission customers of other transmission provider organizations shall be allocated as and to the extent provided for in any joint agreements between the Transmission Provider and other transmission provider organizations as filed and accepted by the Commission.

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IV. Report of Impact of Regionally Beneficial Project Provisions:

Within three (3) years after the implementation of the procedures in Attachment FF, Section II.B. and III.A.2.f, the Transmission Provider shall analyze whether the Regionally Beneficial Project procedures have resulted in efficient and economic expansion of transmission facilities in the Transmission Provider Region and will develop a summary report on the results of the process including documentation of any recommended revisions identified by the Transmission Providers, Transmission Customers, Transmission Owners or Market Participants. After discussion held at the appropriate stakeholder forum(s), the Transmission Provider shall file such report along with any proposed revisions to the inclusion criteria, the Section III.A.2.f regional cost formula, or any other aspect of the Regionally Beneficial Projects procedures set forth in this Attachment FF. Notwithstanding the foregoing, nothing in this Attachment FF shall be interpreted as limiting the Section 205 filing rights set forth in Appendix K of the ISO Agreement, including the right to file changes to the Regionally Beneficial Project or Baseline Reliability Project procedures during the three (3) year period provided for above.

V. Designation of Entities to Construct, Own and/or Finance MTEP Projects: For each project included in the recommended MTEP, the plan shall designate, based on the planning analysis performed by the Transmission Provider and based on other input from participants, including, but not limited to, any indications of a willingness to bear cost responsibility for the project; and applicable provisions of the ISO Agreement, one or more Transmission Owners or other entities to construct, own and/or finance the recommended project.

VI. Implementation of the MTEP:

A. If the Transmission Provider and any Transmission Owner's planning representatives, or other designated entity(ies), cannot reach agreement on any element of the MTEP, the dispute may be resolved through the dispute resolution procedures provided in the Tariff, or in any applicable joint operating agreement, or by the Commission or state regulatory authorities, where appropriate. The MTEP shall have as one of its goals the satisfaction of all regulatory requirements as specified in Appendix B or Article IV, Section I, Paragraph C of the ISO Agreement.

B. The Transmission Provider shall present the MTEP, along with a summary of relevant alternative projects that were not selected, to the Transmission Provider Board for approval on a biennial basis, or more frequently if needed. The proposed MTEP shall include specific projects already approved as a result of the Transmission Provider entering into Service Agreements with Transmission Customers where such agreements provide for identification of needed transmission construction, timetable, cost, and Transmission Owner or other parties' construction responsibilities.

C. Approval of the MTEP by the Transmission Provider Board certifies it as the Transmission Provider plan for meeting the transmission needs of all stakeholders subject to any required approvals by federal or state regulatory authorities. The Transmission Provider shall provide a copy of the MTEP to all applicable federal and state regulatory authorities. The affected Transmission Owner(s), or other designated entity(ies), shall make a good faith effort to design, certify, and build the designated facilities to fulfill the approved MTEP. However, in the event that a proposed project is being challenged through the dispute resolution procedures under this Tariff, the obligation of the

Transmission Owners, or other designated entity(ies), to build that specific project (subject to required approvals) is waived until the project emerges from the dispute resolution procedures as an approved project. The Transmission Provider Board shall allow the Transmission Owners, or other designated entity(ies), to optimize the final design of specific facilities and their in-service dates if necessary to accommodate changing conditions, provided that such changes comport with the approved MTEP and provided that any such changes are accepted by the Transmission Provider. Any disagreements concerning such matters shall be subject to the dispute resolution procedures of this Tariff.

D. The Transmission Provider shall assist the affected Owner(s), or other designated entity(ies), in justifying the need for, and obtaining certification of, any facilities required by the approved MTEP by preparing and presenting testimony in any proceedings before state or federal courts, regulatory authorities, or other agencies as may be required. The Transmission Provider shall publish annually, and distribute to all Members and all appropriate state regulatory authorities, a five-to-ten-year planning report of forecasted transmission requirements. Annual reports and planning reports shall be available to the general public upon request.

Attachment FF-X

Transmission Owners Using Transmission Provider Planning Process for Order 890 Compliance Incorporating All Transmission Facilities into the Transmission Provider Planning Process and Not Filing a Separate Attachment K

Allete, INC (DBA as Minnesota Power)

Alliant Energy Corporate Services, Inc. on behalf of its operating company affiliate Interstate Power and Light Company (f/k/a IES Utilities Inc. and Interstate Power Company).

American Transmission Systems, Inc. (ATSI)

Ameren CILCO/IP/UE/CIPS

City Water, Light and Power (Springfield IL)

Duke Energy Shared Services, Inc. (f/k/a Cinergy Services, Inc.) for Duke Energy Kentucky, Inc., f/k/a The Union Light, Heat and Power Company; Duke Energy Ohio, Inc., f/k/a The Cincinnati Gas & Electric Company; and Duke Energy Indiana, Inc., f/k/a PSI Energy, Inc.

Great River Energy

IMPA

Indianapolis Power & Light

International Transmission Company

Michigan Electric Transmission Co.

American Transmission Systems, Inc. (ATSI) Montana-Dakota Utilities Co.

Michigan Public Power Agency

Northern States Power Companies (Northern States Power Company, a Minnesota corporation, and Northern States Power Company, a Wisconsin corporation)

Northwestern Wisconsin Electric Co.

Otter Tail Power Co.

Southern Illinois Power Cooperative

Southern Indiana Gas & Electric Company (d/b/a Vectren Energy Delivery of Indiana)

Southern MN Municipal Power Agency.

Wabash Valley Power Association, Inc.

~~International Transmission Company~~

~~City Water Power and Light~~

Transmission Owners Filing a Separate Attachment K

American Transmission Company, LLC

Aquila

City of Columbia. MO

MSCPA

NIPSCO

Wolverine Power Supply Coop

Issued by: Ronald R. McNamara, Issuing Officer

Effective: February 5, 2006

Issued on: April 4, 2006

Filed to comply with the February 3, 2006 Order on Compliance Filing in Docket No. ER06-18-000 (*Midwest Independent Transmission System Operator, Inc.*, 114 FERC ¶ 61,106 (2006)).