

Standards of Conduct (Transmission)	Revision: C	Author: General Counsel (Central Region)
Procedures for Standards of Conduct	Effective Date: 10/22/18	<i>Sarah B. Knowlton</i> <small>Sarah B. Knowlton (Oct 22, 2018)</small>
Approval Signature(s) and date: <i>Mary Ellen Paravalos</i> <small>Mary Ellen Paravalos (Oct 23, 2018)</small> Chief Compliance and Risk Officer		

Revision History

Revision	Date	Changes	Approved By
A	10/01/17	Created New Documentation	L. Beirsto
B	11/01/17	Appointment of an Acting CCO	J. Tindale
C	10/22/18	Annual Review; Changed Acting Compliance Officer to Chief Compliance and Risk Officer; Removed Coordination Compliance Officer; Changed approver from Jen Tindale to M. Paravalos; Added Great Bay Solar I, LLC to Attachment B; Added EDE to Affiliates	M. Paravalos

I. Introduction

These documents establish Algonquin Power & Utilities Corp.’s (“**APUC**”) procedures to ensure compliance with the Federal Energy Regulatory Commission’s (“**FERC**”) requirements as set forth in FERC Order Nos. 888 and 889 issued on April 24, 1996 and in subsequent orders 888-A, 889-A, 888-B, 889-B, 888-C, 2004, 2004-A, 2004-B, 2004-C, 690, 690-A, 890 890-A, 717, 717A, and 717B and implementing regulations at 18 C.F.R. Parts 37 and 358, otherwise known as the FERC Standards of Conduct, as well as Standards of Conduct in New Brunswick, Canada from the New Brunswick Energy and Utilities Board (collectively, the “**Standards of Conduct**”). This document contains the following Appendices:

Appendix A: FERC Open Access Same-Time Information System Regulations, 18 CFR Part 37
 FERC Standards of Conduct Regulations, 18 CFR Part 358
 New Brunswick Energy and Utilities Board (“**NBEUB**”) Standards of Conduct for Algonquin Tinker Gen Co.

Appendix B: List of APUC Subsidiaries that Employ or Retain Marketing Function Employees

- Appendix C:** Transmission System Database Information
- Appendix D:** The Interchange Transaction Scheduler and Energy Accounting Systems
- Appendix E:** List of Facilities Shared by Transmission Function and Market Function Employees

FERC requires that Transmission Providers adhere to the Standards of Conduct and that they govern the relationships between regulated Transmission Providers and all of their Marketing Function Employees. The Standards of Conduct mandate a separation between the employees in the day-to-day operation of the transmission system (“**Transmission Function Employees**”) and those employees engaged in the day-to-day wholesale sales for resale of electric energy (“**Marketing Function Employees**”) to ensure that potential transmission customers have access to information that will enable them to obtain transmission service on a non-discriminatory basis.

APUC owns two subsidiaries that own transmission assets: The Empire District Electric Company (“**EDE**”), which owns FERC jurisdictional transmission, and Algonquin Tinker Gen Co., which operates transmission solely in New Brunswick, Canada and is subject to similar standards of conduct on file with the New Brunswick Energy and Utilities Board. For purposes of this document, both EDE and Algonquin Tinker Gen Co. are referred to as the “**APUC Transmission Providers**” or individually as a “**Company**.” These Procedures for Standards of Conduct (the “**APUC SOC Procedures**”) are intended to apply to the APUC Transmission Providers and to their relationships with their Marketing Function Employees. By adopting and implementing these APUC SOC Procedures, the APUC Transmission Providers commit to establishing and maintaining regulatory compliance training and to assure compliance with the Standards of Conduct, including treating all transmission customers, affiliated and non-affiliated, on a non-discriminatory basis and not operating its transmission system to benefit preferentially its own or affiliates’ Marketing Functions.

These APUC SOC Procedures describe the specific procedures that employees must follow to comply with the Standards of Conduct. Bracketed [] references in this document are references to specific sections of the FERC Standards of Conduct regulations, 18 C.F.R. Part 358. These APUC SOC Procedures, and any subsequent revisions to it, will be maintained on the Internet websites utilized by the APUC Transmission Providers and available to Transmission Customers. In addition, a copy of these APUC SOC Procedures has been distributed to all Transmission Function Employees, all Marketing Function employees, officers, directors, and any other employees likely to become privy to Transmission Function information.

II. APUC Transmission Providers and Marketing Function Affiliates

APUC is the parent company which has subsidiaries that are Transmission Providers and Marketing Function entities. Contact information is set forth below:

Parent Company

Algonquin Power & Utilities Corp.
354 Davis Road
Oakville, Ontario
Canada L6J 2X1

APUC Transmission Providers

The Empire District Electric Company
602 South Joplin Avenue
PO Box 127
Joplin, MO
USA 64802

Algonquin Tinker Gen. Co.
270 Tinker Road
Tinker, New Brunswick
Canada E7H 5A8

[358.7 (e)(1)]

The APUC Transmission Providers have contracted with Regional Transmission Organizations for operating control of their transmission assets. EDE provides transmission service pursuant to the terms and conditions of the Southwest Power Pool (“SPP”) Open Access Transmission Tariff, and SPP schedules all such transmission service for EDE. Similarly, Algonquin Tinker Gen Co. provides transmission service pursuant to the terms and conditions of the New Brunswick Power Corporation (“NBPC”) Open Access Transmission Tariff, and NBPC schedules all such transmission service for Algonquin Tinker Gen Co.

APUC Marketing Affiliates

See Appendix B

III. APUC Compliance Program Organizational Structure

APUC has created a FERC Standards of Conduct Compliance Program which serves as a comprehensive plan to define roles and responsibilities regarding FERC Standards of Conduct, as well as to create a framework for preventing and detecting any violations. The Chief Compliance and Risk Officer for APUC is ultimately responsible for administering the process of developing, implementing and maintaining an effective FERC Standards of Conduct Compliance Program, and directing APUC's subsidiary management efforts to maintain effective compliance functions that support the FERC Standards of Conduct Compliance Program. As such, the Chief Compliance and Risk Officer is responsible to provide oversight to ensure consistent implementation and monitoring of the Standards of Conduct across the subsidiaries and to ensure and monitor compliance with the Standards of Conduct, including providing guidance to employees and addressing reports of suspected or actual violations of the Standards of Conduct.

The Chief Compliance and Risk Officer has responsibility for the day-to-day implementation and monitoring of these Procedures, including: (1) ensuring compliance with the posting requirements of the Standards of Conduct; (2) maintenance of written procedures; (3) development of training initiatives and record keeping associated with personnel training; and (4) employee training relating to Standards of Conduct.

APUC SOC Procedures Contact Information:

Company

Position

APUC

Chief Compliance and Risk Officer:

Mary Ellen Paravalos
354 Davis Road
Oakville, Ontario
Canada L6J 2X1
905-465-4853

IV. Implementing the Standards of Conduct

Each APUC Transmission Provider must operate its transmission system independently of its Marketing Function employees. [Section 358.2(b)] To accomplish this, each APUC Transmission Provider has and will continue to do the following:

- a. Physically separate employees in the Marketing Function from employees engaged in the Transmission Function. Marketing Function employees will be located in a separate area from the one occupied by Transmission Function employees. [Section 358.5(b) (1)] An organizational chart of Transmission Function employees, including job summaries, is available on the applicable OASIS (Open Access Same-time

Information System) as set forth in Section g below.

- b. Limit access to the transmission system control center and other related transmission facilities to Transmission Function employees or those employees who are directly engaged in the construction, operation and maintenance of the transmission system. This will be accomplished by use of a lock system. Other transmission areas, including substations, have controlled access by use of a lock system. All other employees or visitors are allowed access to these areas, on an approved basis, as long as such access is consistent with these Standards of Conduct. Market Function employees may have access to the transmission system control center or other transmission areas in the same manner as any other Transmission Customer. Limitations on access to transmission areas can be waived in cases of properly declared system emergencies; however, all cases in which these rules are waived must be documented and posted on the OASIS within one business day of the act of the waiver. [Section 358.7(i)(2)]
- c. Transfers of personnel between Transmission Function and the Marketing Function areas are permitted; with such transfer notifications to be posted on the applicable OASIS for a period of 90 days. [Section 358.7(f)(2)]
- d. Company employees engaged in the Marketing Function are prohibited from having preferential access to any information about the transmission system that is not equally available to the public through OASIS. [Section 358.7(a)] Information regarding transmission operations will be restricted to only those employees engaged in operating the transmission system and those employees whose jobs are directly related to constructing, maintaining, and managing the transmission system and Company management, as appropriate. Access is controlled through the use of computer login names, user groups and passwords. A detailed list of information that is visible to, and restricted from, the Marketing Function Employees is listed in Appendix C.

Access to transmission function operating system information is available to affected employees that are trained annually. After receiving the appropriate Standards of Conduct training, Transmission Function, Marketing Function and Conduit classified employees may request “view only” access to the transmission function operating system information by contacting the Manager of Transmission Operations or the IT Department to obtain the proper form(s) for installation of the “view only” transmission function operating system application on their computer.

The APUC Compliance and Risk Department (“**CRD**”) will review the request for compliance with the Standards of Conduct and verify completion of the Standards of Conduct training and classification of the affected employee for implementation of proper access rights or confirmation to maintain their existing rights, as applicable. Marketing function employees are only allowed access to Generation only information from the transmission function operating system, unless in the event of an emergency as declared by the Chief Compliance and Risk Officer or other authorized officer of the Company.

Within EDE, Marketing Function and Transmission Function employees jointly use the following systems: Energy Accounting system, the corporate computer network, the corporate telecommunications network and the Southwest Power Pool (“**SPP**”)

SPPNET system. In the case of Algonquin Tinker Gen Co., there is a shared corporate computer network and a corporate telecommunications system. In all cases, each group's information contained in or transmitted through these systems is protected by logins and passwords. All employees having access to transmission system operating data are prohibited from transmitting or communicating any non-public transmission information to the Marketing Function except through public communication made available to all OASIS users at the same time. Limited information regarding the transmission system may be released to any transmission customer in response to a request for service as specified in an Open Access Tariff. Exceptions to the above rules may be granted to share crucial operating information to maintain the operations of the transmission system with the Marketing Function. Such instances will be immediately posted on the applicable affiliate OASIS. [Section 358.7(a)].

- e. If non-public information about the transmission system is disclosed to any person or persons engaged in the Marketing Function in a manner contrary to the requirements of these APUC SOC Procedures, the incident must be reported to his/her supervisor and the Coordinating Compliance Manager or through the following methods:

On line at www.whistleblowersecurity.com

By email at

algonquinpower@whistleblowersecurity.com

Toll-free telephone at 1-866-921-6714

The information that was disclosed to any person engaged in the Marketing Function in a manner contrary to the Standards of Conduct will be posted (or requested to be posted in the case of Algonquin Tinker Gen Co.) on the applicable OASIS immediately. Details regarding the type of information supplied, whom it was supplied to, when and the circumstances surrounding the disclosure must be provided. Failure to supply information regarding such disclosures may result in disciplinary actions. Employees of APUC Transmission Providers will consider any information acquired from non-affiliated Transmission Customers or potential non-affiliated Transmission Customers or developed in the course of responding to requests for transmission service or ancillary service as confidential and will not convey such information to any person engaged in the Marketing Function, except to the limited extent information is required to be posted on the applicable OASIS in response to a request for transmission service or ancillary services. [Section 358.5(b)(2)] A non-affiliated Transmission Customer may voluntarily consent, in writing, to allow the Transmission Provider to share the non-affiliated customer's information with the Marketing Function. Notice of such voluntary consent must be posted on the OASIS along with a statement that the APUC Transmission Provider did not provide any preferences, either operational or rate-related, in exchange for that voluntary consent. [Section 358.7(c)]

- f. The Company will utilize the following OASIS nodes as its Oasis Server:

For EDE: The Southwest Power Pool's (SPP) OASIS

For Algonquin Tinker Gen. Co: New Brunswick Power Corporation's OASIS

Public information regarding the APUC Transmission Provider's transmission systems and open-access transmission tariffs will be posted, or made accessible through these

sites. A full description of all the posting requirements related to transmission service are listed in Appendix A. Employees of the CRD are responsible for maintaining or arranging for OASIS postings for the APUC Transmission Providers.

V. Non-discriminatory Implementation of Tariffs

Each APUC Transmission Provider will strictly enforce all provisions under its Open Access Transmission Tariff (“OATT”) or other applicable Open Access Tariffs on a non-discriminatory basis to all eligible customers. The APUC Transmission Providers will not favor the interests of any of their Marketing Functions over any other Transmission Customer. [Section 358.4]

- a. Each APUC Transmission Provider will maintain a log detailing the circumstances and manner in which it exercised its discretion permitted under any terms of the tariff. Information in the log will be posted (or requested to be posted for Algonquin Tinker Gen Co.) on the applicable OASIS within one business day of when it exercises such discretion. [Section 358.7(h)(2)(ii)]
- b. Each APUC Transmission Provider will not give preference to its Marketing Function for sales for resale service over the interests of other transmission customers. For EDE, all transmission facilities and service are provided under the SPP Regional OATT [Sections 358.4(c)]. For Algonquin Tinker Gen Co., all transmission facilities and services are provided under the NBPC OATT.
- c. All EDE accounting books and records will be kept in accordance with FERC and will be kept separate from any affiliate and will be available for FERC inspection. [Section 358.8(d)]

VI. Documentation of Procedures

The CRD will maintain the APUC SOC Procedures on the applicable OASIS and on the APUC Intranet. Mandatory annual training will be conducted for all officers, management, transmission function employees, marketing function employees, and any other employees likely to become privy to transmission function information and have business interaction with marketing function employees. APUC SOC Procedures will be reviewed at least once per year and any updates will be made as necessary. Employee training will be tracked through a Learning Management System. Any questions regarding the APUC SOC Procedures should be directed to the Chief Compliance Officer. [Section 358.8(c)(2)]

Appendix A

TITLE 18--CONSERVATION OF POWER AND WATER RESOURCES

CHAPTER I--FEDERAL ENERGY REGULATORY COMMISSION, DEPARTMENT OF ENERGY

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PART 37--OPEN ACCESS SAME-TIME INFORMATION SYSTEMS

Authority: 16 U.S.C. 791-825r, 2601-2645; 31 U.S.C. 9701; 42 U.S.C. 7101-7352.

Source: Order 889, 61 FR 21764, May 10, 1996, unless otherwise noted.

§ 37.1 Applicability.

This part applies to any public utility that owns, operates, or controls facilities used for the transmission of electric energy in interstate commerce and to transactions performed under the *pro forma* tariff required in part 35 of this chapter.

§ 37.2 Purpose.

- a) The purpose of this part is to ensure that potential customers of open access transmission service receive access to information that will enable them to obtain transmission service on a non-

discriminatory basis from any Transmission Provider. These rules provide standards of conduct and require the Transmission Provider (or its agent) to create and operate an Open Access Same-time Information System (OASIS) that gives all users of the open access transmission system access to the same information.

- b) The OASIS will provide information by electronic means about available transmission capability for point-to-point service and will provide a process for requesting transmission service. OASIS will enable Transmission Providers and Transmission Customers to communicate promptly requests and responses to buy and sell available transmission capacity offered under the Transmission Provider's tariff.

§ 37.3 Definitions.

- a) *Transmission Provider* means any public utility that owns, operates, or controls facilities used for the transmission of electric energy in interstate commerce.
- b) *Transmission Customer* means any eligible customer (or its designated agent) that can or does execute a transmission service agreement or can or does receive transmission service.
- c) *Responsible party* means the Transmission Provider or an agent to whom the Transmission Provider has delegated the responsibility of meeting any of the requirements of this part.
- d) *Reseller* means any Transmission Customer who offers to sell transmission capacity it has purchased.
- e) *Wholesale merchant function* means the sale for resale of electric energy in interstate commerce.
- f) *Affiliate* means:
 - 1) For any exempt wholesale generator, as defined under section 32(a) of the Public Utility Holding Company Act of 1935, as amended, the same as provided in section 214 of the Federal Power Act; and
 - 2) For any other entity, the term *affiliate* has the same meaning as given in §161.2(a) of this chapter.

[Order 889, 61 FR 21764, May 10, 1996, as amended by Order 889–A, 62 FR 12503, Mar. 14, 1997]

§ 37.4 [Reserved]

§ 37.5 Obligations of Transmission Providers and Responsible Parties.

- a) Each Transmission Provider is required to provide for the operation of an OASIS, either individually or jointly with other Transmission Providers, in accordance with the requirements of this Part. The Transmission Provider may delegate this responsibility to a Responsible Party such as another Transmission Provider, an Independent System Operator, a Regional Transmission Group, or a Regional Reliability Council.
- b) A Responsible Party must provide access to an OASIS providing standardized information relevant to the availability of transmission capacity, prices, and other information (as described in this part) pertaining to the transmission system for which it is responsible.
- c) A Responsible Party may not deny or restrict access to an OASIS user merely because that user makes automated computer-to-computer file transfers or queries, or extensive requests for data.

- d) In the event that an OASIS user's grossly inefficient method of accessing an OASIS node or obtaining information from the node seriously degrades the performance of the node, a Responsible Party may limit a user's access to the OASIS node without prior Commission approval. The Responsible Party must immediately contact the OASIS user to resolve the problem. Notification of the restriction must be made to the Commission within two business days of the incident and include a description of the problem. A closure report describing how the problem was resolved must be filed with the Commission within one week of the incident.
- e) In the event that an OASIS user makes an error in a query, the Responsible Party can block the affected query and notify the user of the nature of the error. The OASIS user must correct the error before making any additional queries. If there is a dispute over whether an error has occurred, the procedures in paragraph (d) of this section apply.
- f) Transmission Providers must provide "read only" access to the OASIS to Commission staff and the staffs of State regulatory authorities, at no cost, after such staff members have complied with the requisite registration procedures.

[Order 889, 61 FR 21764, May 10, 1996, as amended by Order 605, 64 FR 34124, June 25, 1999; Order 638, 65 FR 17400, Mar. 31, 2000; Order 676, 71 FR 26212, May 4, 2006]

§ 37.6 Information to be posted on the OASIS.

- a) The information posted on the OASIS must be in such detail and the OASIS must have such capabilities as to allow Transmission Customers to:
 - 1) Make requests for transmission services offered by Transmission Providers, Resellers and other providers of ancillary services, request the designation of a network resource, and request the termination of the designation of a network resource;
 - 2) View and download in standard formats, using standard protocols, information regarding the transmission system necessary to enable prudent business decision making;
 - 3) Post, view, upload and download information regarding available products and desired services;
 - 4) Clearly identify the degree to which transmission service requests or schedules were denied or interrupted;
 - 5) Obtain access, in electronic format, to information to support available transmission capability calculations and historical transmission service requests and schedules for various audit purposes; and
 - 6) Make file transfers and automated computer-to-computer file transfers and queries as defined by the Standards and Communications Protocols Document.
- b) *Posting transfer capability.* The available transfer capability on the Transmission Provider's system (ATC) and the total transfer capability (TTC) of that system shall be calculated and posted for each Posted Path as set out in this section.
 - 1) *Definitions.* For purposes of this section the terms listed below have the following meanings:
 - i) *Posted path* means any control area to control area interconnection; any path for which service is denied, curtailed or interrupted for more than 24 hours in the past 12 months;

- and any path for which a customer requests to have ATC or TTC posted. For this last category, the posting must continue for 180 days and thereafter until 180 days have elapsed from the most recent request for service over the requested path. For purposes of this definition, an hour includes any part of an hour during which service was denied, curtailed or interrupted.
- ii) *Constrained posted path* means any posted path having an ATC less than or equal to 25 percent of TTC at any time during the preceding 168 hours or for which ATC has been calculated to be less than or equal to 25 percent of TTC for any period during the current hour or the next 168 hours.
 - iii) *Unconstrained posted path* means any posted path not determined to be a constrained posted path.
 - iv) The word *interconnection*, as used in the definition of “posted path”, means all facilities connecting two adjacent systems or control areas.
 - v) *Available transfer capability* or *ATC* means the transfer capability remaining in the physical transmission network for further commercial activity over and above already committed uses, or such definition as contained in Commission-approved Reliability Standards.
 - vi) *Total transfer capability* or *TTC* means the amount of electric power that can be moved or transferred reliably from one area to another area of the interconnected transmission systems by way of all transmission lines (or paths) between those areas under specified system conditions, or such definition as contained in Commission-approved Reliability Standards.
 - vii) *Capacity Benefit Margin* or *CBM* means the amount of TTC preserved by the Transmission Provider for load-serving entities, whose loads are located on that Transmission Provider's system, to enable access by the load-serving entities to generation from interconnected systems to meet generation reliability requirements, or such definition as contained in Commission-approved Reliability Standards.
 - viii) *Transmission Reliability Margin* or *TRM* means the amount of TTC necessary to provide reasonable assurance that the interconnected transmission network will be secure, or such definition as contained in Commission-approved Reliability Standards.
- 2) *Calculation methods, availability of information, and requests.*
- i) Information used to calculate any posting of ATC and TTC must be dated and time-stamped and all calculations shall be performed according to consistently applied methodologies referenced in the Transmission Provider's transmission tariff and shall be based on Commission-approved Reliability Standards as well as current industry practices, standards and criteria.
 - ii) On request, the Responsible Party must make all data used to calculate ATC, TTC, CBM, and TRM for any constrained posted paths publicly available (including the limiting element(s) and the cause of the limit (e.g. , thermal, voltage, stability), as well as load forecast assumptions) in electronic form within one week of the posting. The information is required to be provided only in the electronic format in which it was created, along with any necessary decoding instructions, at a cost limited to the cost of reproducing the

- material. This information is to be retained for six months after the applicable posting period.
- iii) System planning studies, facilities studies, and specific network impact studies performed for customers or the Transmission Provider's own network resources are to be made publicly available in electronic form on request and a list of such studies shall be posted on the OASIS. A study is required to be provided only in the electronic format in which it was created, along with any necessary decoding instructions, at a cost limited to the cost of reproducing the material. These studies are to be retained for five years.
- 3) *Posting.* The ATC, TTC, CBM, and TRM for all Posted Paths must be posted in megawatts by specific direction and in the manner prescribed in this subsection.
- i) *Constrained posted paths.* —
- (A) *For firm ATC and TTC.*
- (1) The posting shall show ATC, TTC, CBM, and TRM for a 30-day period. For this period postings shall be: by the hour, for the current hour and the 168 hours next following; and thereafter, by the day. If the Transmission Provider charges separately for on-peak and off-peak periods in its tariff, ATC, TTC, CBM, and TRM will be posted daily for each period.
 - (2) Postings shall also be made by the month, showing for the current month and the 12 months next following.
 - (3) If planning and specific requested transmission studies have been done, seasonal capability shall be posted for the year following the current year and for each year following to the end of the planning horizon but not to exceed 10 years.
- (B) *For non-firm ATC and TTC.* The posting shall show ATC, TTC, CBM and TRM for a 30-day period by the hour and days prescribed under paragraph (b)(3)(i)(A)(1) of this section and, if so requested, by the month and year as prescribed under paragraph (b)(3)(i)(A) (2) and (3) of this section. The posting of non-firm ATC and TTC shall show CBM as zero.
- (C) *Updating posted information for constrained paths.*
- (1) The capability posted under paragraphs (b)(3)(i)(A) and (B) of this section must be updated when transactions are reserved or service ends or whenever the estimate for the path changes by more than 10 percent.
 - (2) All updating of hourly information shall be made on the hour.
 - (3) When the monthly and yearly capability posted under paragraphs (b)(3)(i)(A) and (B) of this section are updated because of a change in TTC by more than 10 percent, the Transmission Provider shall post a brief, but specific, narrative explanation of the reason for the update. This narrative should include, the specific events which gave rise to the update (e.g., scheduling of planned outages and occurrence of forced transmission outages, de-ratings of transmission facilities, scheduling of planned generation outages and occurrence of forced generation outages, changes in load forecast, changes in new facilities' in-service

dates, or other events or assumption changes) and new values for ATC on the path (as opposed to all points on the network).

- (4) When the monthly and yearly capability posted under paragraphs (b)(3)(i)(A) and (B) of this section remain unchanged at a value of zero for a period of six months, the Transmission Provider shall post a brief, but specific, narrative explanation of the reason for the unavailability of ATC.

ii) *Unconstrained posted paths.*

(A) Postings of firm and non-firm ATC, TTC, CBM, and TRM shall be posted separately by the day, showing for the current day and the next six days following and thereafter, by the month for the 12 months next following. If the Transmission Provider charges separately for on-peak and off-peak periods in its tariff, ATC, TTC, CBM, and TRM will be posted separately for the current day and the next six days following for each period. These postings are to be updated whenever the ATC changes by more than 20 percent of the Path's TTC.

(B) If planning and specific requested transmission studies have been done, seasonal capability shall be posted for the year following the current year and for each year following until the end of the planning horizon but not to exceed 10 years.

iii) *Calculation of CBM.*

(A) The Transmission Provider must reevaluate its CBM needs at least every year.

(B) The Transmission Provider must post its practices for reevaluating its CBM needs.

iv) *Daily load.* The Transmission Provider must post on a daily basis, its load forecast, including underlying assumptions, and actual daily peak load for the prior day.

c) *Posting Transmission Service Products and Prices.*

- 1) Transmission Providers must post prices and a summary of the terms and conditions associated with all transmission products offered to Transmission Customers.
- 2) Transmission Providers must provide a downloadable file of their complete tariffs in the same electronic format as the tariff that is filed with the Commission. Transmission Providers also must provide a link to all of the rules, standards and practices that relate to transmission services posted on the Transmission Providers' public Web sites.
- 3) Any offer of a discount for any transmission service made by the Transmission Provider must be announced to all potential customers solely by posting on the OASIS.
- 4) For any transaction for transmission service agreed to by the Transmission Provider and a customer, the Transmission Provider (at the time when ATC must be adjusted in response to the transaction), must post on the OASIS (and make available for download) information describing the transaction (including: price; quantity; points of receipt and delivery; length and type of service; identification of whether the transaction involves the Transmission Provider's wholesale merchant function or any affiliate; identification of what, if any, ancillary service transactions are associated with this transmission service transaction; and any other relevant terms and conditions) and shall keep such information posted on the

OASIS for at least 30 days. A record of the transaction must be retained and kept available as part of the audit log required in §37.7.

- 5) Customers choosing to use the OASIS to offer for resale transmission capacity they have purchased must post relevant information to the same OASIS as used by the Transmission Provider from whom the Reseller purchased the transmission capacity. This information must be posted on the same display page, using the same tables, as similar capability being sold by the Transmission Provider, and the information must be contained in the same downloadable files as the Transmission Provider's own available capability.

d) *Posting Ancillary Service Offerings and Prices.*

- 1) Any ancillary service required to be provided or offered under the *pro forma* tariff prescribed by part 35 of this chapter must be posted with the price of that service.
- 2) Any offer of a discount for any ancillary service made by the Transmission Provider must be announced to all potential customers solely by posting on the OASIS.
- 3) For any transaction for ancillary service agreed to by the Transmission Provider and a customer, the Transmission Provider (at the time when ATC must be adjusted in response to an associated transmission service transaction, if any), must post on the OASIS (and make available for download) information describing the transaction (including: date and time when the agreement was entered into; price; quantity; length and type of service; identification of whether the transaction involves the Transmission Provider's wholesale merchant function or any affiliate; identification of what, if any, transmission service transactions are associated with this ancillary service transaction; and any other relevant terms and conditions) and shall keep such information posted on the OASIS for at least 30 days. A record of the transaction must be retained and kept available as part of the audit log required in §37.7.
- 4) Any other interconnected operations service offered by the Transmission Provider may be posted, with the price for that service.
- 5) Any entity offering an ancillary service shall have the right to post the offering of that service on the OASIS if the service is one required to be offered by the Transmission Provider under the *pro forma* tariff prescribed by part 35 of this chapter. Any entity may also post any other interconnected operations service voluntarily offered by the Transmission Provider. Postings by customers and third parties must be on the same page, and in the same format, as postings of the Transmission Provider.

e) *Posting specific transmission and ancillary service requests and responses —*

1) *General rules.*

- i) All requests for transmission and ancillary service offered by Transmission Providers under the *pro forma* tariff, including requests for discounts, and all requests to designate or terminate a network resource, must be made on the OASIS and posted prior to the Transmission Provider responding to the request, except as discussed in paragraphs (e) (1)(ii) and (iii) of this section. The Transmission Provider must post all requests for transmission service, for ancillary service, and for the designation or termination of a network resource comparably. Requests for transmission service, ancillary service, and to designate and terminate a network resource, as well as the responses to such requests,

must be conducted in accordance with the Transmission Provider's tariff, the Federal Power Act, and Commission regulations.

- ii) The requirement in paragraph (e)(1)(i) of this section, to post requests for transmission and ancillary service offered by Transmission Providers under the *pro forma* tariff, including requests for discounts, prior to the Transmission Provider responding to the request, does not apply to requests for next-hour service made during Phase I.
 - iii) In the event that a discount is being requested for ancillary services that are not in support of basic transmission service provided by the Transmission Provider, such request need not be posted on the OASIS.
 - iv) In processing a request for transmission or ancillary service, the Responsible Party shall post the same information as required in paragraphs (c)(4) and (d)(3) of this section, and the following information: the date and time when the request is made, its place in any queue, the status of that request, and the result (accepted, denied, withdrawn). In processing a request to designate or terminate the designation of a network resource, the Responsible Party shall post the date and time when the request is made.
 - v) For any request to designate or terminate a network resource, the Transmission Provider (at the time when the request is received), must post on the OASIS (and make available for download) information describing the request (including: name of requestor, identification of the resource, effective time for the designation or termination, identification of whether the transaction involves the Transmission Provider's wholesale merchant function or any affiliate; and any other relevant terms and conditions) and shall keep such information posted on the OASIS for at least 30 days. A record of the transaction must be retained and kept available as part of the audit log required in §37.7.
 - vi) The Transmission Provider shall post a list of its current designated network resources and all network customers' current designated network resources on OASIS. The list of network resources should include the name of the resource, its geographic and electrical location, its total installed capacity, and the amount of capacity to be designated as a network resource.
- 2) *Posting when a request for transmission service is denied.*
- i) When a request for service is denied, the Responsible Party must provide the reason for that denial as part of any response to the request.
 - ii) Information to support the reason for the denial, including the operating status of relevant facilities, must be maintained for five years and provided, upon request, to the potential Transmission Customer and the Commission's Staff.
 - iii) Any offer to adjust operation of the Transmission Provider's System to accommodate the denied request must be posted and made available to all Transmission Customers at the same time.
- 3) *Posting when a transaction is curtailed or interrupted.*
- i) When any transaction is curtailed or interrupted, the Transmission Provider must post notice of the curtailment or interruption on the OASIS, and the Transmission Provider

must state on the OASIS the reason why the transaction could not be continued or completed.

- ii) Information to support any such curtailment or interruption, including the operating status of the facilities involved in the constraint or interruption, must be maintained and made available upon request, to the curtailed or interrupted customer, the Commission's Staff, and any other person who requests it, for five years.
 - iii) Any offer to adjust the operation of the Transmission Provider's system to restore a curtailed or interrupted transaction must be posted and made available to all curtailed and interrupted Transmission Customers at the same time.
- f) *Posting Transmission Service Schedules Information.* Information on transmission service schedules must be recorded by the entity scheduling the transmission service and must be available on the OASIS for download. Transmission service schedules must be posted no later than seven calendar days from the start of the transmission service.
- g) *Posting Other Transmission-Related Communications.*
- 1) The posting of other communications related to transmission services must be provided for by the Responsible Party. These communications may include “want ads” and “other communications” (such as using the OASIS as a Transmission-related conference space or to provide transmission-related messaging services between OASIS users). Such postings carry no obligation to respond on the part of any market participant.
 - 2) The Responsible Party is responsible for posting other transmission-related communications in conformance with the instructions provided by the third party on whose behalf the communication is posted. It is the responsibility of the third party requesting such a posting to ensure the accuracy of the information to be posted.
 - 3) Notices of transfers of personnel shall be posted as described in §358.4(c). The posting requirements are the same as those provided in §37.7 for audit data postings.
 - 4) Logs detailing the circumstances and manner in which a Transmission Provider or Responsible Party exercised its discretion under any terms of the tariff shall be posted as described in §358.5(c)(4). The posting requirements are the same as those provided in §37.7 for audit data postings.
- h) *Posting information summarizing the time to complete transmission service request studies.*
- 1) For each calendar quarter, the Responsible Party must post the set of measures detailed in paragraph (h)(1)(i) through paragraph (h)(1)(vi) of this section related to the Responsible Party's processing of transmission service request system impact studies and facilities studies. The Responsible Party must calculate and post the measures in paragraph (h)(1)(i) through paragraph (h)(1)(vi) of this section for requests for short-term firm point-to-point transmission service, requests for long-term firm point-to-point transmission service, and requests to designate a new network resource or network load. When calculating the measures in paragraph (h)(1)(i) through paragraph (h)(1)(iv) of this section, the Responsible Party may aggregate requests for short-term firm point-to-point service and requests for long-term firm point-to-point service, but must calculate and post measures separately for transmission service requests from Affiliates and transmission service requests from Transmission Customers who are not Affiliates. The Responsible Party is required to include

in the calculations of the measures in paragraph (h)(1)(i) through paragraph (h)(1)(vi) of this section all studies the Responsible Party conducts of transmission service requests on another Transmission Provider's OASIS.

- i) *Process time from initial service request to offer of system impact study agreement.*
 - (A) Number of new system impact study agreements delivered during the reporting quarter to entities that request transmission service,
 - (B) Number of new system impact study agreements delivered during the reporting quarter to entities that request transmission service more than thirty (30) days after the Responsible Party received the request for transmission service,
 - (C) Mean time (in days), for all requests acted on by the Responsible Party during the reporting quarter, from the date when the Responsible Party received the request for transmission service to when the Responsible Party changed the transmission service request status to indicate that the Responsible Party could offer transmission service or needed to perform a system impact study,
 - (D) Mean time (in days), for all system impact study agreements delivered by the Responsible Party during the reporting quarter, from the date when the Responsible Party received the request for transmission service to the date when the Responsible Party delivered a system impact study agreement, and
 - (E) Number of new system impact study agreements executed during the reporting quarter.
- ii) *System impact study processing time.*
 - (A) Number of system impact studies completed by the Responsible Party during the reporting quarter,
 - (B) Number of system impact studies completed by the Responsible Party during the reporting quarter more than 60 days after the Responsible Party received an executed system impact study agreement,
 - (C) For all system impact studies completed more than 60 days after receipt of an executed system impact study agreement, average number of days study was delayed due to transmission customer's actions (e.g. , delays in providing needed data),
 - (D) Mean time (in days), for all system impact studies completed by the Responsible Party during the reporting quarter, from the date when the Responsible Party received the executed system impact study agreement to the date when the Responsible Party provided the system impact study to the entity who executed the system impact study agreement, and
 - (E) Mean cost of system impact studies completed by the Responsible Party during the reporting quarter.
- iii) *Transmission service requests withdrawn from the system impact study queue.*
 - (A) Number of transmission service requests withdrawn from the Responsible Party's system impact study queue during the reporting quarter,

- (B) Number of transmission service requests withdrawn from the Responsible Party's system impact study queue during the reporting quarter more than 60 days after the Responsible Party received the executed system impact study agreement, and
 - (C) Mean time (in days), for all transmission service requests withdrawn from the Responsible Party's system impact study queue during the reporting quarter, from the date the Responsible Party received the executed system impact study agreement to date when request was withdrawn from the Responsible Party's system impact study queue.
- iv) *Process time from completed system impact study to offer of facilities study.*
- (A) Number of new facilities study agreements delivered during the reporting quarter to entities that request transmission service,
 - (B) Number of new facilities study agreements delivered during the reporting quarter to entities that request transmission service more than thirty (30) days after the Responsible Party completed the system impact study,
 - (C) Mean time (in days), for all facilities study agreements delivered by the Responsible Party during the reporting quarter, from the date when the Responsible Party completed the system impact study to the date when the Responsible Party delivered a facilities study agreement, and
 - (D) Number of new facilities study agreements executed during the reporting quarter.
- v) *Facilities study processing time.*
- (A) Number of facilities studies completed by the Responsible Party during the reporting quarter,
 - (B) Number of facilities studies completed by the Responsible Party during the reporting quarter more than 60 days after the Responsible Party received an executed facilities study agreement,
 - (C) For all facilities studies completed more than 60 days after receipt of an executed facilities study agreement, average number of days study was delayed due to transmission customer's actions (*e.g.* , delays in providing needed data),
 - (D) Mean time (in days), for all facilities studies completed by the Responsible Party during the reporting quarter, from the date when the Responsible Party received the executed facilities study agreement to the date when the Responsible Party provided the facilities study to the entity who executed the facilities study agreement,
 - (E) Mean cost of facilities studies completed by the Responsible Party during the reporting quarter, and
 - (F) Mean cost of upgrades recommended in facilities studies completed during the reporting quarter.
- vi) *Service requests withdrawn from facilities study queue.*

- (A) Number of transmission service requests withdrawn from the Responsible Party's facilities study queue during the reporting quarter,
 - (B) Number of transmission service requests withdrawn from the Responsible Party's facilities study queue during the reporting quarter more than 60 days after the Responsible Party received the executed facilities study agreement, and
 - (C) Mean time (in days), for all transmission service requests withdrawn from the Responsible Party's facilities study queue during the reporting quarter, from the date the Responsible Party received the executed facilities study agreement to date when request was withdrawn from the Responsible Party's facilities study queue.
- 2) The Responsible Party is required to post the measures in paragraph (h)(1)(i) through paragraph (h)(1)(vi) of this section for each calendar quarter within 15 days of the end of the calendar quarter. The Responsible Party will keep the quarterly measures posted on OASIS for three calendar years.
 - 3) The Responsible Party will be required to post on OASIS the measures in paragraph (h)(3)(i) through paragraph (h)(3)(iv) of this section in the event the Responsible Party, for two consecutive calendar quarters, completes more than twenty (20) percent of the studies associated with requests for transmission service from entities that are not Affiliates of the Responsible Party more than sixty (60) days after the Responsible Party delivers the appropriate study agreement. The Responsible Party will have to post the measures in paragraph (h)(3)(i) through paragraph (h)(3)(iv) of this section until it processes at least ninety (90) percent of all studies within 60 days after it has received the appropriate executed study agreement. For the purposes of calculating the percent of studies completed more than sixty (60) days after the Responsible Party delivers the appropriate study agreement, the Responsible Party should aggregate all system impact studies and facilities studies that it completes during the reporting quarter.
 - i) Mean, across all system impact studies the Responsible Party completes during the reporting quarter, of the employee-hours expended per system impact study the Responsible Party completes during reporting period;
 - ii) Mean, across all facilities studies the Responsible Party completes during the reporting quarter, of the employee-hours expended per facilities study the Responsible Party completes during reporting period;
 - iii) The number of employees the Responsible Party has assigned to process system impact studies;
 - iv) The number of employees the Responsible Party has assigned to process facilities studies.
 - 4) The Responsible Party is required to post the measures in paragraph (h)(3)(i) through paragraph (h)(3)(iv) of this section for each calendar quarter within 15 days of the end of the calendar quarter. The Responsible Party will keep the quarterly measures posted on OASIS for five calendar years.
 - i) *Posting data related to grants and denials of service.* The Responsible Party is required to post data each month listing, by path or flowgate, the number of transmission service requests that have been accepted and the number of transmission service requests that have been denied during the prior month. This posting must distinguish between the length of the service request (

e.g. , short-term or long-term requests) and between the type of service requested (*e.g.* , firm point-to-point, non-firm point-to-point or network service). The posted data must show:

- 1) The number of non-Affiliate requests for transmission service that have been rejected,
- 2) The total number of non-Affiliate requests for transmission service that have been made,
- 3) The number of Affiliate requests for transmission service, including requests by the transmission provider's merchant function to designate a network resource or to procure secondary network service, that have been rejected, and
- 4) The total number of Affiliate requests for transmission service, including requests by the transmission provider's merchant function to designate, or terminate the designation of, a network resource or to procure secondary network service that has been made.

j) *Posting redispatch data.*

- 1) The Transmission Provider must allow the posting on OASIS of any third party offer to relieve a specified congested transmission facility.
- 2) The Transmission Provider must post on OASIS (i) its monthly average cost of planning and reliability redispatch, for which it invoices customers, at each internal transmission facility or interface over which it provides redispatch service and (ii) a high and low redispatch cost for the month for each of these same transmission facilities. The transmission provider must post this data on OASIS as soon as practical after the end of each month, but no later than when it sends invoices to transmission customers for redispatch-related services.

[Order 889, 61 FR 21764, May 10, 1996, as amended by Order 889–A, 62 FR 12503, Mar. 14, 1997; Order 605, 64 FR 34124, June 25, 1999; Order 2004, 68 FR 69157, Dec. 11, 2003; Order 890, 72 FR 12493, Mar. 15, 2007; Order 890–A, 73 FR 3111, Jan. 16, 2008]

§ 37.7 Auditing Transmission Service Information.

- a) All OASIS database transactions, except other transmission-related communications provided for under §37.6(g)(2), must be stored, dated, and time stamped.
- b) Audit data must remain available for download on the OASIS for 90 days, except ATC/TTC postings that must remain available for download on the OASIS for 20 days. The audit data are to be retained and made available upon request for download for five years from the date when they are first posted in the same electronic form as used when they originally were posted on the OASIS.

[Order 889, 61 FR 21764, May 10, 1996, as amended by Order 889–A, 62 FR 12504, Mar. 14, 1997; Order 890, 72 FR 12496, Mar. 15, 2007]

§ 37.8 Obligations of OASIS users.

Each OASIS user must notify the Responsible Party one month in advance of initiating a significant amount of automated queries. The OASIS user must also notify the Responsible Party one month in advance of expected significant increases in the volume of automated queries.

[Order 605, 64 FR 34124, June 25, 1999]

PART 358—STANDARDS OF CONDUCT**Sec.**§ 358.1 Applicability.§ 358.2 General principles.§ 358.3 Definitions.§ 358.4 Non-discrimination requirements.§ 358.5 Independent functioning rule.§ 358.6 No conduit rule.§ 358.7 Transparency rule.§ 358.8 Implementation requirements.

Authority: 15 U.S.C. 717–717w, 3301–3432; 16 U.S.C. 791–825r, 2601–2645; 31 U.S.C. 9701; 42 U.S.C. 7101–7352.

§ 358.1 Applicability.

- (a) This part applies to any interstate natural gas pipeline that transports gas for others pursuant to subparts B or G of part 284 of this chapter and conducts transmission transactions with an affiliate that engages in marketing functions.
- (b) This part applies to any public utility that owns, operates, or controls facilities used for the transmission of electric energy in interstate commerce and conducts transmission transactions with an affiliate that engages in marketing functions.
- (c) This part does not apply to a public utility transmission provider that is a Commission-approved Independent System Operator (ISO) or Regional Transmission Organization (RTO). If a public utility transmission owner participates in a Commission-approved ISO or RTO and does not operate or control its transmission system and has no access to transmission function information, it may request a waiver from this part.
- (d) A transmission provider may file a request for a waiver from all or some of the requirements of this part for good cause.

§ 358.2 General principles.

- (a) A transmission provider must treat all transmission customers, affiliated and non-affiliated, on a not unduly discriminatory basis, and must not make or grant any undue preference or advantage to any person or subject any person to any undue prejudice or disadvantage with respect to any transportation of natural gas or transmission of electric energy in interstate commerce, or with respect to the wholesale sale of natural gas or of electric energy in interstate commerce.
- (b) A transmission provider's transmission function employees must function independently from its marketing function employees, except as permitted in this part or otherwise permitted by Commission order.

- (c) A transmission provider and its employees, contractors, consultants and agents are prohibited from disclosing, or using a conduit to disclose, non-public transmission function information to the transmission provider's marketing function employees.
- (d) A transmission provider must provide equal access to non-public transmission function information to all its transmission function customers, affiliated and non-affiliated, except in the case of confidential customer information or Critical Energy Infrastructure Information.

§ 358.3 Definitions.

- (a) Affiliate of a specified entity means:
 - (1) Another person that controls, is controlled by or is under common control with, the specified entity. An affiliate includes a division of the specified entity that operates as a functional unit.
 - (2) For any exempt wholesale generator (as defined under § 366.1 of this chapter), affiliate shall have the meaning set forth in § 366.1 of this chapter, or any successor provision.
 - (3) "Control" as used in this definition means the direct or indirect authority, whether acting alone or in conjunction with others, to direct or cause to direct the management policies of an entity. A voting interest of 10 percent or more creates a rebuttable presumption of control.
- (b) Internet website refers to the Internet location where an interstate natural gas pipeline or a public utility posts the information, by electronic means, required under this part 358.
- (c) Marketing functions means:
 - (1) in the case of public utilities and their affiliates, the sale for resale in interstate commerce, or the submission of offers to sell in interstate commerce, of electric energy or capacity, demand response, virtual transactions, or financial or physical transmission rights, all as subject to an exclusion for bundled retail sales, including sales of electric energy made by providers of last resort (POLRs) acting in their POLR capacity; and
 - (2) in the case of interstate pipelines and their affiliates, the sale for resale in interstate commerce, or the submission of offers to sell in interstate commerce, natural gas, subject to the following exclusions:
 - (i) Bundled retail sales,
 - (ii) Incidental purchases or sales of natural gas to operate interstate natural gas pipeline transmission facilities,
 - (iii) Sales of natural gas solely from a seller's own production,
 - (iv) Sales of natural gas solely from a seller's own gathering or processing facilities, and
 - (v) Sales by an intrastate natural gas pipeline, by a Hinshaw interstate pipeline exempt from the Natural Gas Act, or by a local distribution company making an on-system sale.
- (d) Marketing function employee means an employee, contractor, consultant or agent of a transmission provider or of an affiliate of a transmission provider who actively and personally engages on a day-to-day basis in marketing functions.

- (e) Open Access Same Time Information System or OASIS refers to the Internet location where a public utility posts the information required by part 37 of this chapter, and where it may also post the information required to be posted on its Internet website by this part 358.
- (f) Transmission means electric transmission, network or point-to-point service, ancillary services or other methods of electric transmission, or the interconnection with jurisdictional transmission facilities, under part 35 of this chapter; and natural gas transportation, storage, exchange, backhaul, or displacement service provided pursuant to subparts B or G of part 284 of this chapter.
- (g) Transmission customer means any eligible customer, shipper or designated agent that can or does execute a transmission service agreement or can or does receive transmission service, including all persons who have pending requests for transmission service or for information regarding transmission.
- (h) Transmission functions means the planning, directing, organizing or carrying out of day-to-day transmission operations, including the granting and denying of transmission service requests.
 - (i) Transmission function employee means an employee, contractor, consultant or agent of a transmission provider who actively and personally engages on a day-to-day basis in transmission functions.
- (j) Transmission function information means information relating to transmission functions.
- (k) Transmission provider means:
 - (1) Any public utility that owns, operates or controls facilities used for the transmission of electric energy in interstate commerce; or
 - (2) Any interstate natural gas pipeline that transports gas for others pursuant to subparts B or G of part 284 of this chapter.
 - (3) A transmission provider does not include a natural gas storage provider authorized to charge market-based rates.
- (l) Transmission service means the provision of any transmission as defined in § 358.3(f).
- (m) Waiver means the determination by a transmission provider, if authorized by its tariff, to waive any provisions of its tariff for a given entity.

§ 358.4 Non-discrimination requirements.

- (a) A transmission provider must strictly enforce all tariff provisions relating to the sale or purchase of open access transmission service, if the tariff provisions do not permit the use of discretion.
- (b) A transmission provider must apply all tariff provisions relating to the sale or purchase of open access transmission service in a fair and impartial manner that treats all transmission customers in a not unduly discriminatory manner, if the tariff provisions permit the use of discretion.
- (c) A transmission provider may not, through its tariffs or otherwise, give undue preference to any person in matters relating to the sale or purchase of transmission service (including,

but not limited to, issues of price, curtailments, scheduling, priority, ancillary services, or balancing).

- (d) A transmission provider must process all similar requests for transmission in the same manner and within the same period of time.

§ 358.5 Independent functioning rule.

- (a) General rule. Except as permitted in this part or otherwise permitted by Commission order, a transmission provider's transmission function employees must function independently of its marketing function employees.
- (b) Separation of functions.
- (1) A transmission provider is prohibited from permitting its marketing function employees to:
 - (i) Conduct transmission functions; or
 - (ii) Have access to the system control center or similar facilities used for transmission operations that differs in any way from the access available to other transmission customers.
 - (2) A transmission provider is prohibited from permitting its transmission function employees to conduct marketing functions.

§ 358.6 No conduit rule.

- (a) A transmission provider is prohibited from using anyone as a conduit for the disclosure of non-public transmission function information to its marketing function employees.
- (b) An employee, contractor, consultant or agent of a transmission provider, and an employee, contractor, consultant or agent of an affiliate of a transmission provider that is engaged in marketing functions, is prohibited from disclosing non-public transmission function information to any of the transmission provider's marketing function employees.

§ 358.7 Transparency rule.

- (a) Contemporaneous disclosure.
- (1) If a transmission provider discloses non-public transmission function information, other than information identified in paragraph (a)(2) of this section, in a manner contrary to the requirements of § 358.6, the transmission provider must immediately post the information that was disclosed on its Internet website.
 - (2) If a transmission provider discloses, in a manner contrary to the requirements of § 358.6, non-public transmission customer information, critical energy infrastructure information (CEII) as defined in § 388.113(c)(1) of this chapter or any successor provision, or any other information that the Commission by law has determined is to be subject to limited dissemination, the transmission provider must immediately post notice on its website that the information was disclosed.
- (b) Exclusion for specific transaction information. A transmission provider's transmission function employee may discuss with its marketing function employee a specific request for transmission service submitted by the marketing function employee. The transmission provider is not required to contemporaneously disclose information otherwise covered by § 358.6 if the information relates solely to a marketing function employee's specific request for transmission service.

- (c) Voluntary consent provision. A transmission customer may voluntarily consent, in writing, to allow the transmission provider to disclose the transmission customer's non-public information to the transmission provider's marketing function employees. If the transmission customer authorizes the transmission provider to disclose its information to marketing function employees, the transmission provider must post notice on its Internet website of that consent along with a statement that it did not provide any preferences, either operational or rate-related, in exchange for that voluntary consent.
- (d) Posting written procedures on the public Internet. A transmission provider must post on its Internet website current written procedures implementing the standards of conduct.
- (e) Identification of affiliate information on the public Internet.
- (1) A transmission provider must post on its Internet website the names and addresses of all its affiliates that employ or retain marketing function employees.
 - (2) A transmission provider must post on its Internet website a complete list of the employee-staffed facilities shared by any of the transmission provider's transmission function employees and marketing function employees. The list must include the types of facilities shared and the addresses of the facilities.
 - (3) The transmission provider must post information concerning potential merger partners as affiliates that may employ or retain marketing function employees, within seven days after the potential merger is announced.
- (f) Identification of employee information on the public Internet.
- (1) A transmission provider must post on its Internet website the job titles and job descriptions of its transmission function employees.
 - (2) A transmission provider must post a notice on its Internet website of any transfer of a transmission function employee to a position as a marketing function employee, or any transfer of a marketing function employee to a position as a transmission function employee. The information posted under this section must remain on its Internet website for 90 days. No such job transfer may be used as a means to circumvent any provision of this part. The information to be posted must include:
 - (i) The name of the transferring employee,
 - (ii) The respective titles held while performing each function (i.e., as a transmission function employee and as a marketing function employee), and
 - (iii) The effective date of the transfer.
- (g) Timing and general requirements of postings on the public Internet.
- (1) A transmission provider must update on its Internet website the information required by this part 358 within seven business days of any change, and post the date on which the information was updated. A public utility may also post the information required to be posted under part 358 on its OASIS, but is not required to do so.
 - (2) In the event an emergency, such as an earthquake, flood, fire or hurricane, severely disrupts a transmission provider's normal business operations, the posting requirements in this part may be suspended by the transmission provider. If the disruption lasts longer than one month, the transmission provider must so notify the Commission and may seek a further exemption from the posting requirements.
 - (3) All Internet website postings required by this part must be sufficiently prominent as to be readily accessible.
- (h) Exclusion for and recordation of certain information exchanges.

- (1) Notwithstanding the requirements of §§ 358.5(a) and 358.6, a transmission provider's transmission function employees and marketing function employees may exchange certain non-public transmission function information, as delineated in § 358.7(h)(2), in which case the transmission provider must make and retain a contemporaneous record of all such exchanges except in emergency circumstances, in which case a record must be made of the exchange as soon as practicable after the fact. The transmission provider shall make the record available to the Commission upon request. The record may consist of hand-written or typed notes, electronic records such as e-mails and text messages, recorded telephone exchanges, and the like, and must be retained for a period of five years.
- (2) The non-public information subject to the exclusion in § 358.7(h)(1) is as follows:
 - (i) Information pertaining to compliance with Reliability Standards approved by the Commission, and
 - (ii) Information necessary to maintain or restore operation of the transmission system or generating units, or that may affect the dispatch of generating units.
- (i) Posting of waivers. A transmission provider must post on its Internet website notice of each waiver of a tariff provision that it grants in favor of an affiliate, unless such waiver has been approved by the Commission. The posting must be made within one business day of the act of a waiver. The transmission provider must also maintain a log of the acts of waiver, and must make it available to the Commission upon request. The records must be kept for a period of five years from the date of each act of waiver.

§ 358.8 Implementation requirements.

(a) Effective date.

A transmission provider must be in full compliance with the standards of conduct on the date it commences transmission transactions with an affiliate that engages in marketing functions.

(b) Compliance measures and written procedures.

- (1) A transmission provider must implement measures to ensure that the requirements of §§ 358.5 and 358.6 are observed by its employees and by the employees of its affiliates.
- (2) A transmission provider must make available, the written procedures referred to in § 358.7(d) to all its transmission function employees, marketing function employees, officers, directors, supervisory employees, and any other employees likely to become privy to transmission function information.

(c) Training and compliance personnel.

- (1) A transmission provider must provide annual training on the standards of conduct to all the employees listed in paragraph (b)(2) of this section. The transmission provider must provide training on the standards of conduct to new employees in the categories listed in paragraph (b)(2) of this section, within the first 30 days of their employment. The transmission provider must require each employee who has taken the training to certify electronically or in writing that s/he has completed the training.
- (2) A transmission provider must designate a chief compliance officer who will be responsible for standards of conduct compliance. The transmission provider must post the name of the chief compliance officer and provide his or her contact information on its Internet website.

- (d) Books and records. A transmission provider must maintain its books of account and records (as prescribed under parts 101, 125, 201 and 225 of this chapter) separately from those of its affiliates that employ or retain marketing function employees, and these must be available for Commission inspections.

REVISED STANDARDS OF CONDUCT

Algonquin Tinker Gen Co. (“ATG”)
Liberty Utilities (Tinker Transmission) LP (“LUTT”)

ATG STANDARDS OF CONDUCT

1. Requirements

- a) As of the date of the filing of these Standards of Conduct with the Board, ATG is the owner of a “transmission system” within the meaning of the *Electricity Act* (New Brunswick). It is intended that ATG will transfer ownership of the transmission system to LUTT in 2017, and that ATG will continue to perform field operations and maintenance services in respect of the transmission system under a contractual arrangement with LUTT. It is therefore intended that these Standards of Conduct will apply (1) to ATG upon the date provided for by Section 7(a) and (2) to LUTT upon the closing of the transfer to it by ATG of ownership of the transmission system. LUTT is a limited partnership acting through its general partner, Liberty Utilities (Tinker Transmission) GP Inc., and does not employ marketing function employees.
- b) As more fully described and implemented in subsequent sections of this part, ATG and LUTT must treat all transmission customers, affiliated and non-affiliated, on a not unduly discriminatory basis, and must not make or grant any undue preference or advantage to any person or subject any person to any undue prejudice or disadvantage with respect to any transmission of electric energy.
- c) As more fully described and implemented in subsequent sections of this part, ATG’s and LUTT’s transmission function employees must function independently from marketing function employees, except as permitted in this part or otherwise permitted by Board order.
- d) As more fully described and implemented in subsequent sections of this part, ATG and LUTT and their respective employees, contractors, consultants and agents are prohibited from disclosing, or using a conduit to disclose, non-public transmission function information to marketing function employees.
- e) As more fully described and implemented in subsequent sections of this part, ATG and LUTT must provide equal access to non-public transmission function information disclosed to marketing function employees to all its transmission customers, affiliated and non-affiliated, except as permitted in this part or otherwise permitted by Board order.

2. Definitions

- a) **Affiliate** of a specified entity means:
 - (1) Another person that controls, is controlled by or is under common control with, the specified entity. An affiliate includes a division of the specified entity that operates as a functional unit.
 - (2) “Control” as used in this definition means the direct or indirect authority, whether acting alone or in conjunction with others, to direct or cause to direct the management policies of an entity. A voting interest of 10 per cent or more creates a rebuttable presumption of control.
- b) **Board** means the New Brunswick Energy and Utilities Board.

- c) **Internet website** refers to the Internet location where NB Power posts the information, by electronic means, required under NB Power's Standards of Conduct and under these Standards of Conduct.
 - d) **Marketing functions** means: the sale for resale, or the submission of offers to sell, of electric energy or capacity, demand response, virtual transactions, or financial or physical transmission rights, all as subject to an exclusion for bundled retail sale.
 - e) **Marketing function employee** means an employee, contractor, consultant or agent of ATG or of an affiliate of ATG who actively and personally engages on a day-to-day basis in marketing functions.
 - f) **Open Access Same Time Information System** or OASIS refers to the Internet location where NB Power post the information required by Section 4 of NB's tariff, and where it may also post the information required to be posted on its Internet Web site by these Standards of Conduct.
 - g) **Tariff** means the NB Power Open Access Transmission Tariff.
 - h) **Transmission** means electric transmission, network or point-to-point service, ancillary services or other methods of electric transmission, or the interconnection with transmission facilities.
 - i) **Transmission customer** means any eligible customer, shipper or designated agent that can or does execute a transmission service agreement or can or does receive transmission service, including all persons who have pending requests for transmission service or for information regarding transmission.
 - j) **Transmission functions** means the planning, directing, organizing or carrying out of day-to-day transmission operations.
 - k) **Transmission function employee** means an employee, contractor, consultant or agent of ATG or LUTT who actively and personally engages on a day-to-day basis in transmission functions with respect to the ATG/LUTT transmission facilities.
 - l) **Transmission function information** means information relating to transmission functions.
 - m) **Transmission service** means the provision of any transmission as defined in Section 2(h) of these Standards of Conduct.
 - n) **Waiver** means the determination by NB Power, if authorized by its tariff, to waive any provisions of its tariff for a given entity.
- 3. Non-discrimination Requirements**
- a) ATG and LUTT shall act in a non-discriminatory fashion and strictly follow all applicable NB Power Tariff provisions, to the extent those provisions apply to ATG or LUTT.
 - b) [Not applicable]
 - c) [Not applicable]

d) [Not applicable]

4. Independent Functioning Rule

- a) **General rule.** Except as permitted in this part or otherwise permitted by Board order, ATG's and LUTT's transmission function employees must function independently of marketing function employees.
- b) **Separation of functions**
- (1) ATG and LUTT are prohibited from permitting marketing function employees to:
- (i) Conduct transmission functions; or
- (ii) Have access to the system control center or similar facilities used for transmission operations that differs in any way from the access available to other transmission customers.
- (2) ATG and LUTT are prohibited from permitting their respective transmission function employees to conduct marketing functions.

5. No-Conduit Rule

- a) ATG and LUTT are prohibited from using anyone as a conduit for the disclosure of non-public transmission function information to marketing function employees.
- b) An employee, contractor, consultant or agent of ATG, and an employee, contractor, consultant or agent of an affiliate of ATG or LUTT that is engaged in marketing functions, is prohibited from disclosing non-public transmission function information to any marketing function employees.

6. Transparency Rule

- a) **Contemporaneous disclosure**
- (1) If ATG or LUTT discloses non-public transmission function information, other than information identified in paragraph (a)(2) of this section, in a manner contrary to the requirements of Section 5, ATG or LUTT, as applicable, must immediately provide the information that was disclosed to NB Power so that NB Power may post such information on its Internet website.
- (2) If ATG or LUTT discloses, in a manner contrary to the requirements of Section 5, non-public transmission customer information, or any other information that the Board has determined is to be subject to limited dissemination, ATG or LUTT, as applicable, must immediately provide notice of same to NB Power so that NB Power may post a notice on its Internet website that the information was disclosed.
- b) **Exclusion for specific transaction information**

[Not applicable]

c) **Voluntary consent provision**

[Not applicable]

d) **Posting of Standards of Conduct on the Internet website**

ATG and LUTT must provide to NB Power, so that NB power may post such information on its Internet website, these Standards of Conduct.

e) **Identification of affiliate information on the Internet website**

(1) ATG and LUTT must provide to NB Power, so that NB Power may post such information on its Internet website, the names and addresses of all their affiliates that employ or retain marketing function employees.

(2) ATG and LUTT must provide to NB Power, so that NB Power may post such information on its Internet website, a complete list of the employee-staffed facilities shared by any of ATG's and LUTT's transmission function employees and marketing function employees. The list must include the types of facilities shared and the addresses of the facilities.

(3) ATG and LUTT must provide to NB Power, so that NB Power may post such information, information concerning potential merger partners as affiliates that may employ or retain marketing function employees, within seven days after the potential merger is announced.

f) **Identification of employee information on the Internet website**

(1) ATG and LUTT must provide to NB Power, so that NB Power may post such information on its Internet website, the job titles and job descriptions of their respective transmission function employees.

(2) ATG and LUTT must provide to NB Power, so that NB Power may post such information on its Internet website, a notice of any transfer of a transmission function employee to a position as a marketing function employee, or any transfer of a marketing function employee to a position as a transmission function employee. The information posted under this section must remain on NB Power's Internet website for 90 days. No such job transfer may be used as a means to circumvent any provision of this part. The information to be posted must include:

A. The name of the transferring employee,

B. The respective titles held while performing each function (i.e., as a transmission function employee and as a marketing function employee), and

C. The effective date of the transfer.

g) **Timing and general requirements of postings on the Internet website**

- (1) ATG and LUTT must provide to NB Power, within seven business days of any changes, any updates to the information required by these Standards of Conduct so that NB Power may post such update on its Internet website. NB Power will also post the date on which the information was updated. NB Power may also post the information required to be posted under these Standards of Conduct on its OASIS, but is not required to do so.
- (2) In the event an emergency, such as an earthquake, flood, fire or hurricane, severely disrupts ATG's, LUTT's or NB Power's normal business operations, the posting requirements in this part may be suspended by ATG, LUTT or NB Power, as applicable. If the disruption lasts longer than one month, ATG, LUTT or NB Power, as applicable, must so notify the Board and may seek a further exemption from the posting requirements.
- (3) All Internet website postings required by this part must be sufficiently prominent as to be readily accessible.

h) **Exclusion for and recordation of certain information exchanges**

- (1) Notwithstanding the requirements of Sections 4(a) and 5, ATG's and LUTT's transmission function employees and ATG's marketing function employees may exchange certain non-public transmission function information, as delineated in Section 6(h)(2), in which case ATG or LUTT, as applicable, must make and retain a contemporaneous record of all such exchanges except in emergency circumstances, in which case a record must be made of the exchange as soon as practicable after the fact. ATG or LUTT, as applicable, shall make the record available to the Board upon request. The record may consist of hand-written or typed notes, electronic records such as e-mails and text messages, recorded telephone exchanges, and the like, and must be retained for a period of five years.
- (2) The non-public information subject to the exclusion in Section 6(h)(1) is as follows:
 - A. Information pertaining to compliance with Reliability Standards adopted by the Board, and
 - B. Information necessary to maintain or restore operation of the transmission system or generating units, or that may affect the dispatch of generating units.

i) **Posting of waivers**

[Not applicable]

7. Implementation Requirements**a) Effective date**

These Standards of Conduct will supersede and replace prior Standards of Conduct applicable to ATG and will become effective 30 days following the date of their filing with the Board, or as otherwise ordered by the Board.

b) Compliance measures and written procedures

- (1) ATG and LUTT must implement measures to ensure that the requirements of Sections 4 and 5 are observed by their employees and by the employees of their affiliates.
- (2) ATG and LUTT must distribute the Standards of Conduct to all their respective transmission function employees, marketing function employees, officers, directors, supervisory employees, and any other employees likely to become privy to transmission function information.

c) Training and compliance personnel

- (1) ATG and LUTT must provide, or cause to be provided, annual training on the Standards of Conduct to all the employees referenced in paragraph (b)(2) of this section. ATG and LUTT must provide, or cause to be provided, training on the Standards of Conduct to new employees in the categories listed in paragraph (b)(2) of this Section, within the first 30 days of their employment. ATG and LUTT must require each of their respective employees who have taken the training to certify electronically or in writing that she or he has completed the training.
- (2) ATG and LUTT must each designate a chief compliance officer who will be responsible for Standards of Conduct compliance. ATG and LUTT will each provide the name of its chief compliance officer and his or her contact information to NB Power so that NB Power may post such information on its Internet Web site.

d) Books and records

ATG and LUTT must maintain books of account and records separately from those of their affiliates that employ or retain marketing function employees and these must be available to the Board upon request.

8. Waiver from Standards of Conduct Requirement

ATG and LUTT may each file a request to the Board for a waiver from some of the requirements of this Standards of Conduct.

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Appendix B

The following contains the names and addresses of the affiliates of APUC Transmission Providers that may employ or retain marketing function employees:

SUBSIDIARY	ADDRESS	NOTES
Algonquin Energy Services, Inc.	354 Davis Road Suite 100 Oakville ON L6J 2X1	Holds MBR authority
Algonquin Tinker Gen Co.	270 Tinker Road Tinker, New Brunswick Canada E7H 5A8	Holds MBR authority and owns generation.
Algonquin Windsor Locks LLC	26 Canal Bank Windsor Locks, CT 06096	Holds MBR authority and owns generation
GSG 6, LLC	26 Canal Bank Windsor Locks, CT 06096	Holds MBR authority and owns generation
Minonk Wind, LLC	26 Canal Bank Windsor Locks, CT 06096	Holds MBR authority and owns generation
Sandy Ridge Wind, LLC	26 Canal Bank Windsor Locks, CT 06096	Holds MBR authority and owns generation
Great Bay Solar I, LLC	26 Canal Bank Windsor Locks, CT 06096	Holds MBR authority and owns generation
The Empire District Electric Company	602 S. Joplin Ave Joplin, MO 64801	Holds MBR authority and owns generation

Appendix C

Transmission System Database Information

For The Empire District Electric Company:

Information which may be available to the Marketing Function:

1. Power Plant device status, fuel usage and prices, Plant/Unit VAR data, bus volts, and all analog meters dealing with generators (i.e. gross energy, auxiliaries, net output, operating limits, unit ramp rates, etc.)
2. Automatic Generation Control (AGC)
3. Total net actual interchange
4. System frequency
5. Computer system status
6. Alarm and event messages for points assigned to generation information
7. Archived MWH values for the tie lines and generators

Information not available to the Marketing Function

1. Real-time line flows either individually or totaled by company the Marketing Function only has access to a single number representing the total net actual interchange
2. Real-time transmission line flows
3. Status of Transmission line devices
4. State Estimator and Security calculator study programs
5. System-wide lists of SCADA/operational tags and off-normal points
6. Voltage regulation displays
7. Under frequency displays
8. Load shed displays
9. Sequence of Events (SOE) reporting
10. Device operations counters

For Algonquin Tinker Gen Co.:

Algonquin Tinker Gen Co. does not have an Energy Management Transmission System database. Emera Maine functions as the system operator of the Algonquin Tinker Gen Co. transmission assets and New Brunswick Power Corporation schedules all transmission on the Algonquin Tinker Gen Co. transmission system.

Appendix D

The Interchange Transaction Scheduler and Energy Accounting Systems

For The Empire District Electric Company:

The Interchange Transaction Scheduler (ITS) is no longer used at The Empire District Electric Company. All schedules at EDE are submitted to SPP via a OATI Webtag. NERC tags that either source or sink within the Company's Transmission area are approved by transmission function employees. All schedules to be implemented by the Company must be submitted to SPP and are reviewed and acted on by SPP schedulers and tariff administrators. Schedules approved by SPP are received by the Company and entered into the Energy Accounting System for tracking and billing purposes.

Energy Accounting Systems have been developed, with the assistance of a 3rd party, to track all company related interchange transactions and produce various reports and billing information needed in the operation of the transmission and generation areas of the company. The accounting system is also designed to receive generation and interconnection interval meter data to participate in the SPP Market and track transactions that involve the company.

For Algonquin Tinker Gen Co.:

Algonquin Tinker Gen Co. does not have an Interchange Transaction Scheduler and Energy Accounting Systems. Emera Maine functions as the system operator of the Algonquin Tinker Gen Co. transmission assets and New Brunswick Power Corporation schedules all transmission on the Algonquin Tinker Gen Co. transmission system.

Appendix E

There are no facilities that are shared by both Transmission Function and Marketing Function Employees.