

STANDARD OPERATING PROCEDURE FOR STANDARDS OF CONDUCT IMPLEMENTATION AND COMPLIANCE PROCEDURES

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I. Purpose and Scope

In conformance with 18 C.F.R. Section 358.7(d), this Standard Operating Procedure (“SOP” or “Policy”) sets forth the steps that American Municipal Power, Inc. (“AMP”), on behalf of itself and its affiliates and subsidiaries, has undertaken in order to implement the Standards of Conduct promulgated by the Federal Energy Regulatory Commission (“FERC” or the “Commission”), as revised and restated in Order 717, Standards of Conduct for Transmission Providers, 125 FERC ¶ 61,064 (2008), and subsequent orders. FERC’s standards of conduct regulations are codified at 18 C.F.R. § 358.1, et seq. For ease of reference, the text of the regulation is italicized below.

As explained below, although neither AMP nor AMP Transmission, LLC (“AMPT”), a non-jurisdictional transmission owner, is subject to the regulations directly, both entities have undertaken to comply with them to the extent applicable, regardless of the waivers of the Standards of Conduct granted to AMP in FERC Docket No. TS17-2-000 on June 26, 2018, and to AMPT in FERC Docket No. TS19-1-000 on _____ in order to satisfy the reciprocity condition imposed on it as an open-access transmission customer of a FERC-jurisdictional public utility. This policy reflects AMP’s efforts to provide open and non-discriminatory access to its transmission services, and adherence to the no-conduit rule. However, AMP¹ (and AMPT) has neither any Transmission Function Employees nor access to any Transmission Function Information. Rather, AMPT has engaged a third party contractor, Gridforce Energy Management, LLC (“Gridforce”) to provide the planning, directing, organizing and carrying out of day-to-day transmission operations (Transmission Functions) on transmission facilities owned by AMPT. Additionally, AMPT’s transmission facilities are limited and discrete portions of an integrated grid under the functional control of a regional transmission operator.

Pursuant to this Policy, AMP and AMPT provide that personnel responsible for Transmission Functions, which currently includes only third party service providers, will operate independently of personnel at AMP, AMPT or their affiliates engaged in Marketing Functions. The purpose of this separation of functions is to assure that all of AMP or AMPT’s transmission customers receive non-discriminatory service and that employees of AMP and its affiliates engaged in Marketing Functions do not have preferential access to any information about AMPT’s transmission system or confidential information of other TOs through PJM that is not available to other users of the system.

¹ AMP members have also formed Municipal Energy Services Agency (MESA) whose purpose is to provide administrative, management and technical services to AMP, its members, and joint ventures formed by AMP members. Throughout this document, reference to “AMP” shall include MESA.

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II. Standards of Conduct Policy: Introduction and Overview

§ 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.

AMP is a nonprofit multistate public power entity formed in 1971 that currently has 135 Members in nine states including the Delaware Municipal Electric Corporation (“DEMEC”), a political subdivision and joint action agency of the State of Delaware that itself has nine municipal members. All of AMP’s Members are political subdivisions that own and/or operate municipal electric utility systems. AMP’s primary purpose is to assist its Member communities in meeting their electric and energy needs in a reliable and economic fashion. This purpose is served in a number of ways, including through the ownership of electric generating facilities, scheduling and dispatch of Member-owned generation, and through power supply and transmission arrangements that AMP makes with third-parties at the request of and on behalf of its Members. AMP has load and generation resources in both PJM and MISO and LG&E/KU.

AMPT owns certain limited and discrete electric transmission facilities, which it has placed under the functional control of the PJM Interconnection, LLC (PJM), a Regional Transmission Organization (RTO) approved by the FERC. Thus, transmission service requested on AMPT facilities will be processed on the PJM OASIS under the PJM Regional Tariff. PJM functionally operates AMPT’s transmission facilities and provides service under its regional tariff.

Moreover, AMPT has engaged the services of third party providers to provide the planning, directing, organizing and carrying out of day-to-day transmission operations (Transmission Functions) on transmission facilities owned by AMPT.

Finally, neither AMP nor AMPT is a Transmission Provider for Standards of Conduct regulations purposes, pursuant to 18 C.F.R. § 358.3(k), because, by their express terms,

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the Standards of Conduct apply 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.” 18 C.F.R. § 358.3(b). Provisions of the Federal Power Act that apply to a “public utility,” however, do not apply to, nor are they deemed to include, “the United States, a State or any political subdivision of a State ... or any agency, authority, or instrumentality of any one or more of the foregoing, or any corporation which is wholly owned, directly or indirectly, by any one or more of the foregoing...” Federal Power Act, section 201(f), codified at 16 U.S.C. § 824(f). As such, neither AMP nor AMPT are directly subject to the FERC Standards of Conduct. However, the reciprocity conditions of Order No. 888 may require a nonjurisdictional utility that owns transmission to stand ready to provide reciprocal transmission service, if requested, to any public utility from which it takes open access transmission service. Order No. 888, FERC Stats. & Regs. ¶31,036 at p. 31,760. It is in this context that AMP and AMPT elect to comply with the Standards of Conduct, to the extent applicable.

§ 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.

This Policy provides for the organizational and physical separation of employees of AMP (and on behalf of AMPT) engaged in Transmission Functions, which currently only includes third party services providers, from employees of AMP or its affiliate engaged in Marketing Functions. AMP’s direct staff includes individuals engaged in Marketing Functions, although much of this activity is conducted through AMP’s affiliate, The Energy Authority (TEA). Similarly, while AMPT has an agreement for AMP to provide services to

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AMPT, the day to day transmission operations functions are carried out by a third party contractor, Gridforce Energy Management, LLC ("Gridforce").

This Policy substantially tracks language in the FERC regulations and emphasizes that these rules are binding on individual employees. As a transmission owner, AMPT and its contractors, consultants, and agents are prohibited from disclosing, or using a conduit to disclose, non-public transmission information to the transmission owner's Marketing Function employees. Employees failing to comply with the Standards of Conduct face possible disciplinary action, including potential termination. This Policy emphasizes that an employee may not do indirectly what the employee may not do directly in order to circumvent the requirements of these rules.

In accordance with FERC regulations, all Transmission Customers must receive equal access to any non-public Transmission Function Information, except Critical Energy Infrastructure Information or confidential customer information, that is disclosed to AMP Marketing Function Employees.

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III. Definitions and Identification of AMP and AMP’s Affiliates and Subsidiaries

FERC’s standards of conduct regulations define the following terms:

§ 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.

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- (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 function 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.
 - (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.

This policy incorporates the defined terms set forth in FERC’s regulation. To clarify how certain of the defined terms apply to its circumstances, AMP notes the following:

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A. Affiliates – Some of AMP’s wholesale and energy marketing functions are performed by an Affiliate: The Energy Authority (TEA), a nonprofit corporation organized and operated under the Georgia Nonprofit Corporation Code. AMP is one of TEA’s seven owners. TEA is a full-service power-marketing organization with seven-day per week, 24-hour per day trading operations and will actively participate in the short, mid- and long-term markets.

TEA has offices in Seattle, Washington and Jacksonville, Florida. The TEA headquarters are at:

TEA (The Energy Authority)
301 W. Bay Street, Suite 2600
Jacksonville, Florida 32202 (904) 356-3900

TEA and AMP do not share any facilities. TEA employees have limited access to AMP’s energy management system (EMS) information, which allows them to only view public data. Neither AMP nor AMPT nor Gridforce provides or acts as a conduit to provide non-public transmission information to TEA employees.

Additionally, AMP has formed a wholly owned subsidiary, AMP Transmission, LLC (AMPT). AMPT is a nonprofit, single member, limited liability company organized in the State of Ohio and exists solely to provide transmission related services for the benefit of AMP Members. AMPT has no employees. AMPT contracts with AMP for services and utilizes GridForce for all Transmission Function services.

Additionally, certain AMP employees perform marketing functions as defined by the standards of conduct. Those AMP employees are located at AMP’s offices at 1111 Schrock Road, Columbus, OH 43229. AMPT and AMP share offices at 1111 Schrock Road, Columbus, OH 43229.

Gridforce is located at:

Gridforce Energy Management, LLC
1331 Lamar Street, Suite 560
Houston, Texas 77010

Gridforce personnel are not allowed access to the AMP electric control center that differs in any way from the access available to other open access transmission customers.

As required by 18 C.F.R. § 358.7(g) (1), AMP will update affiliate information within seven days of any change and will post the date on which the information was updated.

As required by 18 C.F.R. § 358.7(e) (3), AMP will post information concerning any potential merger partners as affiliates within seven days after any potential merger is announced.

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B. Internet Website – refers to the location where AMP electronically posts the information required by this policy. AMP will utilize its website home page as the location for its Standards of Conduct postings.

C. Marketing Function Employee – means an employee, contractor, consultant, or agent of AMP or of TEA who actively and personally engages on a day-to-day basis in Marketing Functions, as defined above. Most of AMP’s Marketing Functions are performed by TEA. However, certain AMP employees who are involved in administering AMP’s contract with TEA and wholesale requirement contracts continue to conduct Marketing Functions. These employees are:

-) Assistant Vice President – Energy Marketing
-) Power Transaction Specialist
-) Power Dispatchers I and II
-) Vice President – Power Supply and Marketing
-) Director of Power Supply Planning
-) Power Supply Planning Engineer I and II.

D. Transmission Function Employee - means an employee, contractor, consultant, or agent of AMP who actively and personally engages on a day-to-day basis in Transmission Functions, as defined above. AMPT’s Transmission Functions are performed by GridForce. Neither AMP nor AMPT currently has any Transmission Function Employees.

E. Transmission Provider – means an entity that owns, operates, or controls facilities used for Transmission of electric energy in interstate commerce. Neither AMP nor AMPT is a “Transmission Provider” for standards of conduct purposes, pursuant to 18 C.F.R. § 358.3(k). Nonetheless, AMP and AMPT elect to comply with the Standards of Conduct to the extent applicable in order to comply with the reciprocity conditions of Order No. 888, FERC Stats. & Regs. ¶31,036 at p. 31,760.

E. Transmission Service – AMPT has placed its transmission facilities under the functional control of PJM Interconnection, LLC (PJM). Transmission service requested on AMPT transmission facilities will be processed on the PJM OASIS under the PJM Regional Tariff.

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IV. Non-Discrimination

§ 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.*

As noted above, AMPT has placed its transmission facilities under the functional control of PJM, and PJM provides interconnection and transmission service with respect to those facilities pursuant to its tariff.

To the extent that AMPT administers and implements Attachment H-32 to PJM's OATT, AMP employees will:

- strictly enforce all tariff provisions that do not permit the use of discretion;
- apply all tariff provisions that do permit the use of discretion in a fair and impartial manner that treats all customers in a non-discriminatory manner; and
- not give preference to any person, through the application of tariff provisions or otherwise.

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V. Independent Functioning

§ 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.*

A. Commitment to Comply with Standards of Conduct. In this Policy, AMP and AMPT describe the steps they have undertaken in order to achieve the functional separation of Transmission Functions from Marketing Functions, in compliance with the Commission’s Standards of Conduct.

B. Physical Separation. AMP’s Energy Center is a highly restricted area and can only be accessed by use of a coded access card. Only AMP’s Executive Vice President Power Supply and Generation Operations may authorize access cards and administration of such access cards is limited to AMP’s Vice President Human Resources and Administrative Services. All employees of AMP or contractors (e.g., cleaning staff) that are not Marketing Function Employees or supervisors to Marketing Function Employees, who enter the Energy Center must sign in on a sign-in sheet located at the locked door. As the Energy Center is staffed on a 24/7 basis, no employees or contractors will enter unaccompanied by a Marketing Function Employee.

C. Organizational Separation. In order to comply with the Standards of Conduct, AMP has designed its organizational structure to assure that its Marketing Function Employees and any third party contractors that perform transmission functions or any future Transmission Function Employees (as neither AMP nor AMPT currently has any Transmission Function Employees) function independently. The Assistant Vice President – Energy Marketing and Vice President – Power Supply and Marketing are responsible for those Marketing Function Employees who are direct employees of AMP and for administering AMP’s contract with its Affiliate, TEA. The Vice President – Power Supply and Marketing is responsible for those Marketing Function Employees who are direct employees of AMP who offer in capacity and demand response as well as manage FTRs/ARRs. Neither the Assistant Vice President – Energy Marketing nor the Vice President – Power Supply and Marketing nor their respective staff has any Transmission Function responsibilities and receives no reports from Gridforce. The Vice President of

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Transmission manages the contractual relationship with GridForce but has no Marketing Function responsibilities and no access to the Energy Center.

VI. No Conduit Rule

§ 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.

A. AMP 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 AMP and an employee, contractor, consultant or agent of an affiliate of AMP that is engaged in Marketing Functions is prohibited from disclosing non-public Transmission Function Information to any of AMP's or TEA's Marketing Function Employees.

IX. Transparency Rule: Required Postings

§ 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

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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

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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.

A. Contemporaneous Disclosure. If AMP discloses non-public Transmission Function Information, other than identified in the paragraph below, in a manner contrary to the requirements of 18 CFR 358.6, AMP will immediately post the information that was disclosed on its Internet website.

If AMP discloses, in a manner contrary to the requirements of 18 CFR 358.6, non-public Transmission Customer information, Critical Energy Infrastructure Information (CEII), or any other information that FERC by law has determined is to be subject to limited

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dissemination, AMP will immediately post a notice on its Internet website that the information was disclosed, but will not post the actual information disclosed.

B. Exclusion for Specific Transaction Information. AMP does not have any Transmission Function Employees. If AMP had Transmission Function Employees, under such a scenario, AMP would not be required to contemporaneously disclose this occurrence if the information disclosed relates solely to the specific Transmission Service request.

C. Voluntary Consent Provision. As noted above, AMP has placed its transmission facilities under the functional control of PJM, and requests for transmission service using those facilities will be processed on the PJM OASIS under PJM's Tariff. Nonetheless, to the extent applicable, a Transmission Customer may voluntarily consent, in writing, to allow AMP to disclose the Transmission Customer's non-public information to AMP's Marketing Function Employees. If the Transmission Customer authorizes AMP to disclose its information to Marketing Function Employees, AMP will post a notice on its Internet website of the consent along with a statement that it did not provide any preferences, either operational or rate- related, in exchange for the voluntary consent.

D. Posting Written Procedures on the Internet Website. AMP will maintain on its Internet website its Standards of Conduct Implementation and Compliance Procedures.

E. Identification of Affiliate Information on the Internet Website. AMP will maintain on its Internet website the names and addresses of its affiliates that employ or retain Marketing Function Employees. The Energy Authority is the only entity that meets the definition of an Affiliate for AMP. The address for TEA is as follows:

TEA (The Energy Authority)
301 W. Bay Street, Suite 2600
Jacksonville, Florida 32202

AMP will maintain on its Internet website a complete list of employee-staffed facilities shared by any of AMP's Transmission Function Employees (which there are none) and Marketing Function Employees. The list will include the types of facilities shared and the addresses of the facilities. AMP's corporate headquarters currently is the only employee-staffed facility with AMP Marketing Function Employees. The address is as follows:

American Municipal Power, Inc.
1111 Schrock Road, Suite 100
Columbus, Ohio 43229

AMP will maintain on its Internet website information concerning potential merger partners, as affiliates that may employ or retain Marketing Function Employees, within seven days after a potential merger is announced.

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F. Identification of Employee Information on the Internet Website. AMP will post on its internet website the job titles and job descriptions of its Transmission Function Employees.

AMP does not currently have any Transmission Function Employees.

AMP will post on its internet website a notice of any transfer of a Transmission Function Employee to a position of a Marketing Function Employee, or vice versa. The information will remain on the Internet website for 90 days. No such job transfer may be used as a means to circumvent any provision of this policy. The information to be posted must include:

1. The name of the transferring employee,
2. The respective titles held while performing each function as a Transmission Function Employee and a Marketing Function Employee, and
3. The effective date of the transfer.

G. Timing and General Requirements of Posting on the Internet Website. AMP will update on its Internet website the information required by this policy within seven business days of any change, and post the date on which the information was updated.

In the event an emergency, such as earthquake, flood, fire, tornado, ice storm, etc. severely disrupts AMP's normal business operations, the posting requirements in this policy may be suspended by AMP. If the disruption lasts longer than one month, AMP will notify FERC and may seek further exemption from the posting requirements.

All Internet website postings will be sufficiently prominent as to be readily accessible.

H. Exclusion for and Recordation of Certain Information Exchanges. Notwithstanding the requirements of the Independent Functioning Rule of 18 CFR 358.5(a) and the No Conduit Rule of 18 CFR 358.6, AMP's Transmission Function Employees (were there any) and Marketing Function Employees may exchange certain non-public Transmission Function Information. Those circumstances may include either information pertaining to compliance with Reliability Standards approved by FERC, or information necessary to maintain or restore operation of the transmission system or generating units, or that may affect the dispatch of generating units.

If information is exchanged in a manner as stated above, AMP will make and retain a contemporaneous record of all such exchanges except in emergency circumstances, in which case a record will be made of the exchange as soon as practicable after the fact. The record will be retained by AMP for a period of five years.

I. Posting of Waivers. 18 C.F.R. § 358.7(i) requires transmission providers to post on their Internet websites a notice of each waiver of a tariff provision granted in favor of an affiliate, unless such waiver has been approved by the Commission. As noted above,

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AMPT has placed its transmission facilities under the functional control of PJM, which provides interconnection and transmission service with respect to those facilities pursuant to PJM's tariff. Accordingly, AMPT is not in a position to grant waivers of the tariff provisions applicable to the use of its facilities.

If that situation changes and if AMPT does grant such a waiver, AMPT will post, within one business day of each occurrence, a notice of each waiver of any AMPT OATT provision that it grants in favor of its marketing function, unless such waiver has been approved by the Commission. AMP will post the information on its internet website, maintain a log of such waivers, make the log available to the Commission upon request, and retain records for a period of five years from the date of each act of waiver.

VIII. Implementation, Training, and Compliance Officer

§ 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 distribute 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 he or she 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 book 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 made available for Commission inspections.*

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A. Effective Date. This policy is effective as of the policy approval date by AMP, January 17, 2019 and will continue in effect until amended or withdrawn.

B. Compliance Measures and Written Procedures. AMP will implement measures to ensure that the requirements of the Independent Functioning and No Conduit Rules are observed by its employees and the employees of its affiliates.

AMP will distribute the written procedures required to be posted on AMP's Internet website, as stated in the "Posting Written Procedures on the Internet Website" section of the Transparency Rule, to all Transmission Function Employees (which there are none), Marketing Employees, officers, directors, supervisory employees, and any other employees likely to become privy to transmission function information.

C. Training and Compliance Personnel. AMP will provide annual training on this standard of conduct policy to all employees listed in the "Compliance Measures and Written Procedures" section, and to new employees in those categories within 30 days of their employment. All employees must certify electronically or in writing that they have completed the training.

AMP's Chief Compliance Officer will be responsible for standards of conduct compliance. AMP will post the name of the Chief Compliance Officer and his or her contact information on its Internet website. AMP's Chief Compliance Officer for Standards of Conduct related questions is:

Lisa McAlister
General Counsel for Regulatory Affairs
1111 Schrock Road, Suite 100
Columbus, Ohio 43229
lmcAlister@amppartners.org
614-540-6400

D. Books and Records. AMP will maintain its books of account and records separately from those of its affiliates that employ or retain Marketing Function Employees, and these will be made available to FERC upon request. Other than TEA and AMPT, AMP has the following affiliates that are organized as separately incorporated affiliates or units of AMP: MESA, AMPO, Inc., Hometown Connections, Incorporated, Ohio Municipal Electric Association, AMP 368 LLC, and Meldahl LLC. However, other than TEA, AMP has no marketing affiliates.

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Appendix A

Job Descriptions

I. Market Function Job Descriptions

Assistant Vice President Energy Marketing:

1. Recommends power supply and transmission system options and plans to company and members by doing the following:
 -) Reviewing power supply load forecasts;
 -) Establishing and maintaining contacts with capacity/energy/REC counterparties;
 -) Developing, negotiating, and execute energy transactions for AMP and its members resource portfolios.
 -) As required, coordinate with members to ascertain their requirements in filling their supply needs, plus educating them on supply and market conditions;
 -) Working with staff (e.g., Power Supply Planning) to help evaluate potential power supply purchase and sale opportunities as to market conditions and forward prices, so market risk, of both price and deliverability, will be incorporated into the opportunity execution decision process;
 -) Ensuring options are operationally executable and compliant related to Risk Management Policy and Procedures, and credit exposure monitoring.
2. Keeps AMP management educated on power supply options that are being considered so that management is aware of all activity and can insure that AMP Standard Operating Policies are adhered to.
3. Participate in daily communication with The Energy Authority (TEA), associated with:
 - a. Natural Gas Scheduling and Procurement
 - i. Scheduling of daily volumes
 - ii. Imbalance management
 - iii. Alert day management
 - iv. Analysis of results related to pricing and volume selections
 - b. Risk Management Activities
 - i. Daily administration of risk management activities
 1. Monitoring of market movement
 2. Interaction with TEA to discuss market prompts
 - c. Generation Offers
 - i. Coordinates with TEA the daily generation offers in MISO and PJM
4. Negotiate and execute natural gas transactions for AMP and its projects.
5. Oversees transmission procurement on OASIS, NERC Tagging, ICE- InterContinental Exchange, transaction configuration into trade capture systems of record, and trade confirmation processing.
6. Supervises the Energy Control Center staff (Day-Ahead and Hourly). Trains Power Dispatchers and staff in use of the Energy Control Center Procedures and information systems.

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7. Responsible for the supervision and oversight of the sales/purchases of Renewable Energy Credit (REC's) for AMP owned or member owned resources. Ensures that the authorization and compliance with the risk control procedures are documented.
8. Responsible for the supervision and oversight of the sales/purchases of emission allowances for AMP owned or member owned resources. Ensures that the authorization and compliance with the risk control procedures are documented.
9. Supervises the coordination of generation supply company wide.

Power Supply Planning Engineer I and II:

1. Builds and maintains excel spreadsheets and databases for planning, budgeting and load forecasting purposes.
2. Assists in development of power resource portfolios for member Municipal Electric System communities.
3. Analyzes and evaluates power supply options including power purchases and generation projects (including wind, solar, diesel, natural gas and hydro).
4. Provides analysis of natural gas and electric energy market for market purchases and sales strategies.
5. Develops long and short-term energy usage forecasts for member Municipal Electric System communities.
6. Prepares written documents and presentations for education, information and marketing of power supply projects and portfolios.
7. Presents power supply positions and strategies to internal staff and members.
8. Develops and reviews electric power supply contracts with suppliers and members.

Power Dispatcher:

1. Make hourly purchasing and selling decisions for the use of available generating resources and power supply resources to optimally (i.e., considering economics and reliability) meet load obligations and reduce member cost.
2. Use the Supervisory Control and Data Acquisition (SCADA) system to monitor member loads, monitor connectivity (i.e., delivery point open/close status) and monitor capacity/energy/transmission schedules to ensure reliable delivery to members and other load obligations.
3. Implement and schedule power supply arrangements (i.e., buy/sell transactions of resources) that he/she arranged. The implementation shall be accomplished by entry into the appropriate scheduling application and verification with SCADA.
4. Effectively tag, utilizing then current NERC protocol, power supply arrangements that he/she arranged. Also, as directed, will periodically tag other's power supply arrangements.
5. Create member load forecasts and make adjustments as necessary to more correctly reflect the anticipated load amount and profile. Work to improve forecast methods and accuracy.
6. Use the SCADA system or other means to coordinate the start/stop operations of distributed generation resources, AMP generation resources, and AMP dispatched member generation resources as required based on load obligations and economic conditions.

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7. Communicate with members and other AMP staff to obtain generator status.
8. Respond to RTO directives.
9. Coordinate load management/demand side management responsibilities with members.
10. Monitor results of dispatch operations and suggest/implement improvement opportunities.

Power Transaction Specialist:

1. Prepares, arranges, submits and coordinates daily electric energy transactions and schedules with corresponding regional utilities and marketers in order to ensure energy is properly delivered or received at the correct points of receipt or delivery.
2. Engages in price discovery and purchases energy under established guidelines.
3. Follows established risk control procedures to ensure that authorizations have been obtained from members and member pool representatives prior to purchase of energy. Ensures that the authorization and compliance with the risk control procedures is documented.
4. Arranges necessary transmission reservations for the executed wholesale electricity transactions including transmission scheduling, energy path tagging, and schedule confirmation.
5. Submits transactions to Regional Transmission Organizations for load obligations and generation/contract resources.
6. Coordinates and maintains the inventory of available REC's. Act as the point of contact for all REC transactions which includes processing, tracking and reporting Renewable Energy Credits (REC's) for AMP owned or member owned resources. Records related information into PJM GAT's tracking system or other systems as required. Ensures that the authorization and compliance with the risk control procedures is documented.
7. Assists or prepares short term load forecasts as required.
8. Analyzes market price information, develops LMP market strategy, and implements the strategy.
9. Maintains historical data base of daily transaction amounts and pricing.
10. Maintains up to date knowledge of industry regulations and potential changes that may affect the markets.
11. Monitors section performance metrics. Identifies and analyzes options for performance improvement.

VP of Power Supply Planning and Marketing:

1. Perform power supply planning for full and partial requirements members, including the following:
 -) Forecast member energy needs in a granularity (e.g., yearly, monthly and weekly) as required.
 -) Perform analysis of current power supply contracts and generation resources to meet each member's forecasted load. Develop hedging plans and make recommendations to members/pools.

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-) Analyze proposed purchases and sales as to risk in areas of physical deliverability, operations, monetary losses and gains (other than credit risk related), and projected market changes.
 -) Make recommendations on generation unit outages in regards to member load forecast(s) and forecast market conditions and make recommendations for replacement power as needed.
 -) Assist with the review Member bills in regards to power supply contracts in order to assure their quality.
 -) Develop and maintain forward power supply market curves for regions that AMP transacts in on behalf of its members.
- 2. Stay abreast of market issues such as, but not limited to: transmission costs and constraints, customers, competitors, power exchange operations and restructuring activities.
- 3. Responsible for developing and recommending long-term fuel strategies to AMP Executive Management, AMP Risk Management Committee, AMP Board of Trustees, AFEC Fuel Subcommittee, Joint Venture Participants, as needed, and implementation of same.
- 4. Responsible for adhering to risk management policies and procedures.
- 5. Participate in daily communication with The Energy Authority (TEA), associated with:
 - a. Risk Management Activities
 - i. Daily administration of risk management activities
 - 1. Monitoring of market movement
 - 2. Interaction with TEA to discuss market prompts
 - ii. Purchasing/Sales
 - 1. Coordinate risk management/hedging strategy with TEA
 - 2. Report results to AMP EMT and/or RMC
 - iii. Compile materials and presentations for AMP EMT, RMC, AMP Board and Participants' meetings
 - iv. Determines cost impacts for cost accounting and for projections.
 - b. Monthly cost accounting reporting/estimates
 - i. Reports on member rates and congestion hedge results.
- 6. Provide reports and feedback to AMP Board of Trustees and Members as requested.
- 7. Attend and represent AMP at meetings such as those put on by PJM, MISO, FERC, TEA, etc.
- 8. Oversee all member marketing presentations, which includes review of all power supply and generation project presentations or other marketing materials.
- 9. Responsible for preparation of proposals in response to Member or potential Member Request for Proposals.
- 10. Oversee the implementation of the AMP Member Growth strategy.
- 11. Actively develops staff as to employee growth by providing training opportunities, job assignment opportunities and coaching/mentoring.
- 12. Ensures that department staff follow all risk and trading policies and fosters a culture of compliance.

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Director of Power Supply Planning:

1. Forecasts member and pool peaks and energy usage for up to five future years, with a monthly granularity.
2. Leads in the development of member 5-year capacity plans and forecasted rates to provide budget details to members and finance department.
3. Develops member energy hedging strategies and makes recommendations.
4. Leads in the development of power supply related educational tools and presentations for members.
5. Works in conjunction with Finance/Accounting in the review of power supply invoices to ensure quality.
6. Assists with the development of power supply related aspects of the Project budgets.
7. Actively manages and develops power supply planning staff.
8. Stays abreast of PJM and MISO rules and impacts on members and Projects.
9. Responsible for overseeing the peak shaving program.
10. Responsible for overseeing the ARR/FTR strategies for the members and Projects.
11. May represent AMP in industry-related forums and on panels.
12. Provides reports and feedback to AMP Board of Trustees and members.

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