

**CMP, MEPCO, NYSEG, & RGE**

**Compliance Policy and Plan**

**With**

**FERC Standards of Conduct and Related  
Requirements**

**Revised May 25, 2011**

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## I. INTRODUCTION

This Compliance Policy and Plan (the “Policy”) addresses the Standards of Conduct and related obligations as adopted by the Federal Energy Regulatory Commission (“FERC”) in Order No. 717<sup>1</sup>, revising Order No. 2004, and set forth in FERC’s regulations at 18 CFR Part 358. The Standards of Conduct apply to New York State Electric & Gas Corporation (“NYSEG”), Rochester Gas and Electric Corporation (“RGE”), Maine Electric Power Company (“MEPCO”), and Central Maine Power Company (“CMP”), collectively referred to as the Transmission Providers of Iberdrola USA, Inc., and to the relationships of these Transmission Providers with their Marketing Function Employees. Marketing Function Employee is defined in Section II herein and Iberdrola USA’s affiliates engaged in Marketing Functions are listed on Exhibit A to this Policy.

This Policy, as revised, will be maintained on the Internet websites utilized by the Iberdrola USA Transmission Providers and available to Transmission Customers. A copy of this Policy 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.

FERC requires transmission-owning public utilities (referred to herein as “Transmission Providers”) to adhere to Standards of Conduct governing the relationships between regulated Transmission Providers and all of their Marketing Function Employees. FERC’s Standards of Conduct centers on the general principle that Transmission Providers may not provide preferential treatment or access to information about transmission that would unfairly benefit their own or their affiliates’ sales to the detriment of competitive markets.

A key component of FERC’s Standards of Conduct requirements is the designation of a Chief FERC Compliance Officer (“CFCO”). The CFCO is responsible for verifying compliance with the provisions of Order 717, as well as overseeing a process to investigate and document violations of the Standards of Conduct. In certain instances, this process requires public reporting of violations. This Policy identifies the Iberdrola USA CFCO along with the organizational structure that supports the Iberdrola USA CFCO, and defines the process for documenting, investigating, and reporting violations of the Standards of Conduct.

Iberdrola USA employees are also expected to comply with the Iberdrola USA Code of Conduct that requires compliance with all applicable laws and regulations, as well as adherence to the highest ethical standards in all aspects of their business relationships. The Iberdrola USA Code of Conduct is an entirely separate obligation from compliance with the FERC Standards of Conduct.

The Iberdrola USA Transmission Providers have contracted to Regional Transmission Organizations (“RTOs”) operating control of their transmission assets. RGE and NYSEG provide transmission services pursuant to the terms and conditions of the New York Independent System Operator, Inc. (“NYISO”) Open Access Transmission Tariff (“OATT”); in addition the

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<sup>1</sup> *Standards of Conduct for Transmission Providers*, Order No. 717, FERC Stats. & Regs. ¶ 31,280 (2008), (“Order No. 717”), *reh’g pending* (codified at 18 C.F.R. pt. 358).

NYISO schedules all transmission service for RGE and NYSEG. CMP and MEPCO provide transmission services pursuant to the terms and conditions of the Independent System Operator, New England, Inc. (“ISO-NE”) OATT; in addition, ISO-NE schedules all transmission service for CMP and MEPCO over their high voltage Pool Transmission Facilities (“PTF”), while service over CMP’s local transmission facilities (i.e., Non-PTF) is scheduled by CMP.

Through implementation of this Policy, the Transmission Providers commit to establishing and maintaining regulatory compliance training and to assure compliance with the FERC Standards of Conduct. Each Iberdrola USA Transmission Provider will treat all transmission customers, affiliated and nonaffiliated, on a non-discriminatory basis, and will not operate its transmission system to benefit preferentially their own or their affiliates’ Marketing Functions. Each Transmission Provider will not give its Marketing Function Employees unduly preferential treatment for transmission services.

## II. **KEY TERMS** (18 CFR 358.3)

- A. “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 FERC’s regulations.<sup>2</sup>
- B. “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.<sup>3</sup>
- C. “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.<sup>4</sup>
- D. “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.<sup>5</sup>
- E. “Transmission Function Information” means information relating to transmission functions.<sup>6</sup>
- F. A Transmission Provider is “(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.” However, a “transmission provider does not include a natural gas storage provider authorized to charge market-based rates.” 18 C.F.R. § 358.3(k).

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<sup>2</sup> 18 C.F.R. § 358.3(f).

<sup>3</sup> 18 C.F.R. § 358.3(g).

<sup>4</sup> 18 C.F.R. § 358.3(h).

<sup>5</sup> 18 C.F.R. § 358.3(i).

<sup>6</sup> 18 C.F.R. § 358.3(j).

- G. “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:
    - (a) Bundled retail sales,
    - (b) Incidental purchases or sales of natural gas to operate interstate natural gas pipeline transmission facilities,
    - (c) Sales of natural gas solely from a seller’s own production,
    - (d) Sales of natural gas solely from a seller’s own gathering or processing facilities, and
    - (e) 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.<sup>7</sup>
- H. “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.<sup>8</sup>

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<sup>7</sup> 18 C.F.R. § 358.3(c).

<sup>8</sup> 18 C.F.R. § 358.3(d).

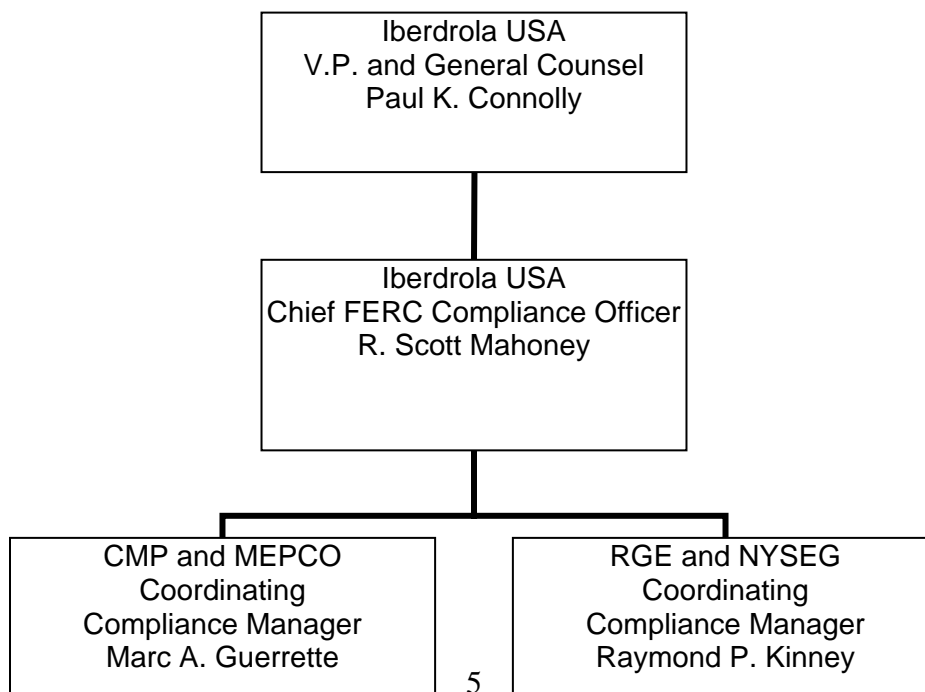
### III. COMPLIANCE PROGRAM ORGANIZATIONAL STRUCTURE

Iberdrola USA has implemented a Compliance Program which serves as a comprehensive plan to prevent and detect violations of laws and regulations. Iberdrola USA’s Board of Directors, acting as an audit committee, has oversight responsibility for the Compliance Program. Iberdrola USA’s Vice President and General Counsel is responsible for directing the design and implementation of the Compliance Program and ensuring that the Compliance Program is effective under the applicable legal and regulatory mandates (*e.g.*, FERC Standards of Conduct, Iberdrola USA Code of Conduct and Market Based Rate authority Code of Conduct). Iberdrola USA has established and maintains a toll-free telephone reporting mechanism, the Iberdrola USA Ethics and Compliance Helpline, for compliance matters.

Iberdrola USA’s Vice President and General Counsel has appointed an Iberdrola USA CFCO to ensure that the Iberdrola USA subsidiary companies have compliance plans to meet all applicable FERC requirements. The CFCO is responsible for administering the process of developing, implementing, and maintaining an effective FERC compliance program, and directing Iberdrola USA subsidiary management efforts to maintain effective compliance functions that support the FERC compliance program. As such, CFCO provides oversight to ensure consistent implementation and monitoring of the Standards of Conduct across the subsidiaries.

Within each Iberdrola USA Transmission Provider a Coordinating Compliance Manager (“CCM”) has been designated and is responsible for ensuring and monitoring compliance with the Standards of Conduct. The CCM reports to the CFCO on a dotted line (functional) basis for Standards of Conduct Compliance. The CCM will also be responsible for providing guidance to employees and addressing employee reports of suspected or actual violations of the Standards of Conduct.

The organization chart for FERC Standards of Conduct compliance program is as follows:



In each subsidiary, the CCM, working under the direction of the CFCO, will have primary responsibility for the day-to-day implementation and monitoring of this Policy with FERC Standards of Conduct and related requirements. Responsibilities will include: 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.

#### **FERC Standards of Conduct Compliance Program Contacts**

<b>Company</b>	<b>Chief FERC Compliance Officer</b>
Iberdrola USA	R. Scott Mahoney Phone: (207) 688-6363 Email: scott.mahoney@iberdrolausa.com
	<b>Coordinating Compliance Manager</b>
RGE and NYSEG	Raymond P. Kinney Phone: (607) 762-4321 Email: RPKinney@nyseg.com
CMP and MEPCO	Marc A. Guerrette Phone: (207) 621-3821 Email: marc.guerrette@cmpco.com

Iberdrola USA Ethics and Compliance Helpline: (877) 606-9171

#### **IV. STANDARDS OF CONDUCT REQUIREMENTS AND RESTRICTIONS**

##### **A. Independent Functioning** (18 CFR§ 358.5)

1. Transmission Function Employees must function independently of its Marketing Function Employees.
2. Marketing Function Employees are prohibited from: (a) conducting Transmission Functions; or (b) having access to the transmission system control center or similar facilities used for transmission operations that differs in any way from the access available to other transmission customers.
3. Transmission Function Employees are prohibited from conducting Marketing Functions.

4. Transmission Function Information shall be secured to prevent unauthorized access by Marketing Function Employees. Access to the transmission control room and marketing control room is controlled through system-wide security policies and procedures requiring card access. In the event any person without cardkey access seeks to enter the transmission control room or the marketing control room, he or she will sign-in and sign-out on a log and must briefly state the purpose for entry, and the area and employee they are visiting. The logs will be retained for a period of three years and periodically reviewed by the CCM. Employees must ensure that, upon entering the transmission control room or the marketing control room, the visitor is appropriately escorted.

**B. No Conduit Rule and Transparency (18 CFR § 358.6-7)**

1. 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.<sup>9</sup>
2. 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.<sup>10</sup>
3. If a Transmission Provider discloses, in a manner contrary to these requirements, non-public transmission customer information, critical energy infrastructure information (CEII), 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.<sup>11</sup>
4. The CCM of each Transmission Provider will ensure that its Marketing Function Employees will only have access to that information available to the Transmission Provider's other transmission customers (*i.e.*, the information posted on the Open Access Same Time Information System ("OASIS"), or Internet website, as applicable). For example, Marketing Function Employees are restricted from access to transmission function studies or reports unless they have been put on the OASIS and are available to all transmission customers at the same time.
5. Transmission Function Employees and Marketing Function Employees may participate in joint training or joint meetings where the topic(s) of the

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<sup>9</sup> 18 C.F.R. § 358.6 (a).

<sup>10</sup> 18 C.F.R. § 358.6 (b).

<sup>11</sup> 18 C.F.R. § 358.7 (a).

meeting does not include Transmission Function Information. Such meetings might include: (i) training on information technology systems; (ii) meetings regarding employee benefits issues and compensation issues; (iii) meetings regarding allocation of personnel and staffing issues; and (iv) meetings regarding employee management relations, diversity and other general corporate matters.

6. Certain meetings may include review of and/or discussion of Transmission Function Information. If a Marketing Function Employee attends a meeting/conference call with Transmission Function Employees, a statement will be read as a reminder to participants that they will not discuss Transmission Function Information. If a Transmission Function matter that refers to Transmission Function Information will be discussed, the Marketing Function Employee must be excused from the meeting/conference call. A brief write-up memorializing that the Marketing Function Employee left the room/call during the portions of the discussion relating to Transmission Function Information is recommended.
7. If a Transmission Provider discloses other non-public Transmission Function Information in a manner contrary to the above requirements, the Transmission Provider must immediately post the information that was disclosed on its Internet website.<sup>12</sup>

Exceptions:

- (a) 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.<sup>13</sup>
- (b) 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.<sup>14</sup>
- (c) A Transmission Provider may provide Marketing Function Employees with non-public information pertaining to compliance with reliability standards approved by the Commission, and

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<sup>12</sup> 18 C.F.R. § 358.7 (a).

<sup>13</sup> 18 C.F.R. § 358.7 (b).

<sup>14</sup> 18 C.F.R. § 358.6 (c).

information necessary to maintain or restore operation of the transmission system or generating units, or that may affect the dispatch of generating units. 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.

8. The transfer of an employee between the Transmission Function and the Marketing Function may not result in that employee acting as a conduit of Transmission Function Information from the Transmission Provider to the Marketing Function, and the transfer may not otherwise circumvent these Standards of Conduct.
  - (a) The Transmission Function and Marketing Function will ensure the termination of the transferring employee's access to previous information systems, databases, and/or applications that contain information that may not be shared with the transferring employee upon his or her transfer. Additionally, the transferring employee's access to his/her previous work areas will be terminated as necessary.
  - (b) Employees shall not be "cycled" between the Transmission Function and the Marketing Function without the prior review and written approval of the CFCO (*e.g.*, transferred from a Transmission Provider's Transmission Function to a Marketing Function and back again, or vice-versa). Under all circumstances, the cycling of employees that would have the effect of improper sharing of Transmission System Information with Marketing Function Employees is prohibited. Under no circumstances may the transferring employee be a conduit of Transmission Function Information between the Transmission Function and the Marketing Function.

**C. Tariff Implementation (18 CFR § 358.4)**

1. Transmission Providers and their employees must strictly enforce non-discretionary tariff provisions related to the sale or purchase of open access transmission service. Any tariff provision that allows for the use of discretion must be fairly and impartially applied to ensure that all customers are treated in a non-discriminatory manner. ISOs and RTOs

have limited opportunities for Transmission Providers to exercise such discretion.

- (a) Transmission Providers will work with the relevant ISO or RTO to maintain a written log, available for FERC audit, detailing the circumstances and manner in which they exercised discretion under any terms of the applicable Open Access Transmission Tariff. Discretion log entries will be posted on the Transmission Provider's OASIS within 24 hours of the exercise of such discretion.
- (b) Transmission Providers will process all similar requests for transmission in the same manner and within the same time period.
- (c) If any Transmission Provider offers a discount for transmission service, the Transmission Provider will ensure that the relevant ISO or RTO will report such discount on the OASIS contemporaneously with the time that the offer is contractually binding. The posting must include:
  - (i) the name of the customer involved in the discount and whether an affiliate is involved in the transaction;
  - (ii) the rate offered;
  - (iii) the maximum rate;
  - (iv) the time period for which the discount would apply;
  - (v) the quantity of power scheduled to be moved;
  - (vi) the delivery points under the transaction; and
  - (vii) any conditions or requirements applicable to the discount.

**D. Books and Records (18 CFR §358.8(d))**

1. Transmission Providers will maintain their books of accounts and records (as proscribed under parts 101, 125, 201 and 225 of FERC's regulations) separately from those of their affiliates that employ or retain Marketing Function Employees, and these will be available for FERC inspection.

**E. Posting**

1. Transmission Providers will post on its internet website:
  - (a) the names and addresses of all of its affiliates that employ or retain Marketing Function Employees (see Exhibit A hereto);
  - (b) a complete list of the employee-staffed facilities shared by any of the Transmission Provider's Transmission Function Employees and Marketing Function Employees (see Exhibit B hereto);
  - (c) any merger information as soon as possible but in no event later than seven (7) days after a potential merger is announced. Information posted will identify the name and address of the potential merger partner and its affiliates engaged in Marketing Functions. For purposes of the Standards of Conduct, once a potential merger is announced, the Transmission Provider will apply the Standards of Conduct as if the entity were already acquired or merged (*i.e.*, as if the companies were already under common ownership and control during the pendency of the proposed transaction); and
  - (d) the job titles and job descriptions of its Transmission Function Employees.
2. If an employee of the Transmission Provider improperly discloses Transmission Function Information (see B. 7 above) the Transmission Provider will immediately post such information on its Internet site.
3. If a Transmission Provider or an affiliate engaged in Marketing Functions transfers an employee from the Transmission Function to the Marketing Function (see B. 8 above), the Transmission Provider will post on its Internet site the name of the transferring employee, the respective titles held while performing each function, and the effective date(s) of such transfer. Information regarding all employee transfers will be posted on the Transmission Provider's Internet site for a minimum of 90 days and will be posted as soon as possible but in no event later than seven (7) business days of the effective date of the transfer.

**F. Violations of Standards of Conduct**

1. Transmission Customers of Iberdrola USA Transmission Providers are encouraged to report suspected standards of conduct violations relating to Iberdrola USA. The CCM is the designated point of contact for reporting alleged violations. In the event that a market participant believes that the CCM is involved in or responsible for the alleged violation, reporting may be done directly to the CFCO. The CFCO and CCM, along with the contact information, are listed in Section III above.
2. Transmission Customers with concerns about Standards of Conduct compliance relating to Iberdrola USA also have the option of reporting such concerns pursuant to procedures in place under Iberdrola USA's Code of Conduct. Iberdrola USA's Code of Conduct is available to all market participants on-line at the Iberdrola USA Internet site ([www.Marketingeast.com](http://www.Marketingeast.com)). Iberdrola USA's Code of Conduct states that reports of suspected or actual violations may be made by contacting the Iberdrola USA Ethics and Compliance Helpline (1-877-606-9171). The EthicsLine may also be used to report a matter anonymously. Every effort will be made to maintain confidentiality to the maximum extent possible. The Iberdrola USA Compliance Officer receives a report from the independent service provider for each EthicsLine report.
3. If an employee suspects or has knowledge of a violation of the Standards of Conduct, that employee has an obligation to report it and has several options of how to do so. The employee may report the alleged violation to the employee's supervisor, the CCM, or the CFCO, or the employee can contact the Iberdrola USA Ethics and Compliance Helpline (1-877-606-9171). Supervisors must promptly communicate the employee report to the appropriate CCM, or the CFCO. The employee reporting the alleged violation shall identify the time and place of the alleged violation and provide a brief description of the violation.
4. Every effort will be made to maintain an employee's confidentiality. In order to protect his or her identity, an employee may elect to report an alleged violation of the Standards of Conduct by contacting the Iberdrola USA Ethics and Compliance Helpline. The Iberdrola USA Compliance Officer receives a report from the Iberdrola USA Ethics and Compliance Helpline's independent service provider for each EthicsLine report. As with similar reports by market participants, any report related to the Standards of Conduct made by an employee will be referred to the CFCO who will refer the report to the CCM. The CCM will immediately conduct an investigation and prepare a report of his or her findings.
5. Even if an employee does not specifically make a complaint, a supervisor must report situations where he or she suspects or believes a violation has occurred, is occurring, or will occur in the future.

6. Any employee receiving a report of an alleged violation of the Standards of Conduct must notify his or her supervisor, the CCM, the CFCO, or the Iberdrola USA Ethics and Compliance Helpline of such alleged violation.
7. The CFCO will refer any such report to the appropriate CCM unless the CFCO determines that it would be best to perform the investigation at the CFCO level (for example, the employee may refer to the CCM's involvement in an alleged violation in which case the CFCO will conduct the investigation at the CFCO level).
8. The CCM (or in some instances the CFCO) will immediately conduct an investigation and prepare a report of the findings to be transmitted to the CFCO as soon as reasonably possible. Reports confirming violations of the Standards of Conduct will include the remedial actions taken to correct the violation and updates to the compliance procedures to reduce the possibility of future violations.
9. The CFCO will notify the Iberdrola USA's Vice President and General Counsel of the results of the report, along with any remedial actions taken to correct the violation and reduce the possibility of future violations, as soon as reasonably possible.
10. If the violation involves the improper disclosure of information between the transmission and merchant functions, the CCM (or in some instances the CFCO) will investigate the violation on an expedited basis (to be completed in less than 24 hours, if possible) and immediately post such information on the OASIS upon confirming that an improper disclosure occurred. The CCM will notify the CFCO, Iberdrola USA's Vice President and General Counsel, and any other appropriate operating company management of the improper disclosure of information and of the required posting on the OASIS.
11. Iberdrola USA will not tolerate any form of reprisal or retaliation against any employee reporting actual or suspected violations of the Standards of Conduct, the Iberdrola USA Code of Conduct, or other laws or regulations. Those who retaliate will be subject to disciplinary action, up to and including discharge.

**G. Written Procedures**

1. Transmission Providers will distribute written procedures to ensure that the SOC independent functioning and information sharing restrictions are observed by its employees and by the employees of its affiliates, to all its Transmission Function Employees, Marketing Function Employees, officers, directors, and any other employees likely to become privy to Transmission Function Information.

2. Transmission Providers will provide annual training on the standards of conduct to Transmission Function Employees, Marketing Function Employees, officers, directors, and any other employees likely to become privy to Transmission Function Information. The Transmission Provider must provide training on the standards of conduct to new employees in those categories 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.

**Exhibit A**  
**Affiliates Engaged in Marketing Functions**

<b>Iberdrola USA Direct and Indirect Subsidiaries</b>	
<b>Affiliate</b>	<b>Address</b>
Central Maine Power Company	83 Edison Drive Augusta, ME 04336
Rochester Gas & Electric	89 East Avenue Rochester, NY 14649
New York State Electric & Gas	18 Link Drive PO Box 5224 Binghamton NY 13902-5224
Carthage Energy, LLC	31 Lewis Street Suite 401 Binghamton, NY 13901-3058
PEI Power II, LLC	31 Lewis Street Suite 401 Binghamton, NY 13901-3058
Iberdrola USA Solutions, Inc.	31 Lewis Street Suite 401 Binghamton, NY 13901-3058
NYSEG Solutions, Inc.	31 Lewis Street Suite 401 Binghamton, NY 13901-3058
Energetix, Inc.	50 Methodist Hill Suite 1500 Rochester, NY 14623
CNE Energy Services Group, Inc.	31 Lewis Street Suite 401 Binghamton, NY 13901-3058
The Hartford Steam Company	60 Columbus Boulevard Hartford, CT 06103
Maine Natural Gas Corporation	4 Industrial Parkway P.O. Box 99 Brunswick, ME 04011
The Southern Connecticut Gas Company	855 Main Street Bridgeport, CT 06604

Connecticut Natural Gas Corporation	77 Hartland Street East Hartford, CT 06108
Total Peaking Service, LLC	31 Lewis Street Suite 401 Binghamton, NY 13901-3058
CNE Peaking, LLC	31 Lewis Street Suite 401 Binghamton, NY 13901-3058
The Berkshire Gas Company	115 Cheshire Road Pittsfield, MA. 01201

<b>Iberdrola Renovables, S.A. Direct and Indirect Subsidiaries</b>	
<b>Affiliate</b>	<b>Address</b>
Atlantic Renewable Projects II, LLC	1125 NW Couch Street Suite 700 Portland, Oregon 97209
Barton Windpower, LLC	1125 NW Couch Street Suite 700 Portland, OR 97209
Barton Windpower II, LLC	1125 NW Couch Street Suite 700 Portland, OR 97209
Big Horn Wind Project, LLC	1125 NW Couch Street Suite 700 Portland, Oregon 97209
Casselman Windpower, LLC	1125 NW Couch Street Suite 700 Portland, Oregon 97209
Colorado Green Holdings, LLC	1125 NW Couch Street Suite 700 Portland, Oregon 97209
Deerfield Wind, LLC	1125 NW Couch Street Suite 700 Portland, Oregon 97209
Dillon Wind, LLC	1125 NW Couch Street Suite 700 Portland, Oregon 97209
Eastern Desert Power, LLC	1125 NW Couch Street Suite 700 Portland, Oregon 97209
Elk River Windfarm, LLC	1125 NW Couch Street Suite 700 Portland, Oregon 97209
Elm Creek Wind, LLC	1125 NW Couch Street Suite 700 Portland, OR 97209
Farmers City Wind, LLC	1125 NW Couch Street Suite 700 Portland, OR 97209

Flat Rock Windpower II, LLC	1125 NW Couch Street Suite 700 Portland, Oregon 97209
Flat Rock Windpower, LLC	1125 NW Couch Street Suite 700 Portland, Oregon 97209
Flying Cloud Power Partners, LLC	1125 NW Couch Street Suite 700 Portland, Oregon 97209
IBERDROLA RENEWABLES, Inc.	1125 NW Couch Street Suite 700 Portland, Oregon 97209
Jersey-Atlantic Wind, LLC	201 King of Prussia Road Suite 500 Radnor, PA 19087
Klamath Energy, LLC	1125 NW Couch Street Suite 700 Portland, Oregon 97209
Klamath Generation, LLC	1125 NW Couch Street Suite 700 Portland, Oregon 97209
Klondike Windpower II, LLC	1125 NW Couch Street Suite 700 Portland, Oregon 97209
Klondike Windpower III, LLC	1125 NW Couch Street Suite 700 Portland, Oregon 97209
Klondike Windpower, LLC	1125 NW Couch Street Suite 700 Portland, Oregon 97209
Lempster Wind, LLC	1125 NW Couch Street Suite 700 Portland, Oregon 97209
Locust Ridge Wind Farm, LLC	201 King of Prussia Road Suite 500 Radnor, PA 19087
Locust Ridge Wind Farm II, LLC	1125 NW Couch Street Suite 700 Portland, Oregon 97209

MinnDakota Wind, LLC	1125 NW Couch Street Suite 700 Portland, Oregon 97209
Moraine Wind, LLC	1125 NW Couch Street Suite 700 Portland, Oregon 97209
Mountain View Power Partners III, LLC	1125 NW Couch Street Suite 700 Portland, Oregon 97209
North Allegheny Wind, LLC <sup>15</sup>	One South Broad Street, 20th Floor Philadelphia, PA 19107
Northern Iowa Windpower II, LLC	201 King of Prussia Road Suite 500 Radnor, PA 19087
Phoenix Wind Power, LLC	1125 NW Couch Street Suite 700 Portland, Oregon 97209
Providence Heights Wind, LLC	201 King of Prussia Road Suite 500 Radnor, PA 19087
Shiloh I Wind Project, LLC	1125 NW Couch Street Suite 700 Portland, Oregon 97209
Trimont Wind I, LLC	1125 NW Couch Street Suite 700 Portland, Oregon 97209
Twin Buttes Wind, LLC	1125 NW Couch Street Suite 700 Portland, Oregon 97209
Wind Park Bear Creek, LLC	201 King of Prussia Road Suite 500 Radnor, PA 19087

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<sup>15</sup> According to documents publicly available on FERC's eLibrary, North Allegheny Wind, LLC ("North Allegheny") is an indirect, wholly-owned subsidiary of Gamesa Corporación Tecnología, S.A. ("Gamesa"). As Iberdrola, S.A. holds an approximate 24 % interest in Gamesa, North Allegheny is arguably considered an affiliate of the entities identified on Exhibit A. However, neither Iberdrola nor any of the entities identified in Exhibit A has access to any information on North Allegheny or Gamesa's U.S. operations other than information that is publicly available.

## **Exhibit B**

### **List of Employee-Staffed Facilities Shared by Both Transmission Function and Marketing Function Employees**

Iberdrola USA has a building at the following location that is shared by Transmission Function Employees and Marketing Function Employees:

CMP and MEPCO  
Central Maine Power Company General Office  
83 Edison Drive  
Augusta, ME 04336

This office facility includes Marketing Function Employees and Transmission Function employees who are located in different sections of the building. However, Marketing Function Employees are not allowed access to the energy control center. Access to the energy control center is through system-wide security policies and procedures and requires card access.