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Project No. 35077

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Third Amendment to
INTERCONNECTION AGREEMENT
Between
The City of Cuero
and
LCRA Transmission Services Company

September 7, 2010

**THIRD AMENDMENT TO
INTERCONNECTION AGREEMENT**

This Third Amendment ("**Amendment**") is made and entered into this 7th day of September, 2010, between The City of Cuero ("**City**") and the LCRA Transmission Services Corporation ("**LCRA TSC**"), collectively referred to hereinafter as "**the Parties**".

WHEREAS, the Corporation and City entered into that certain Interconnection Agreement executed July 22, 2008, as amended by that certain Amendment No. 1 executed as of Jan 29, 2009, amended by that certain Amendment No. 2, executed as of September 1, 2009 (collectively, as amended, the "**Agreement**"); and

WHEREAS, LCRA TSC is replacing two totalizing breakers at Cuero Substation with load break switches and adding 4 current transformers.

NOW, THEREFORE, in consideration of the mutual promises and undertakings herein set forth, the Parties agree to amend the Agreement as follows:

1. Exhibit "A" attached to the Agreement is deleted in its entirety and the Exhibit "A" attached to this Third Amendment is hereby added to the Agreement in lieu thereof.
2. Facility Schedule No. 1 (including the diagrams attached thereto) is deleted in its entirety and Facility Schedule No. 1 attached to this Third Amendment is hereby added to the Agreement in lieu thereof.
3. Facility Schedule No. 1 (including the diagrams attached thereto) attached to this Third Amendment will become effective upon execution of this Third Amendment by the Parties.

Except as otherwise expressly provided for herein, the Agreement will continue in full force and effect in accordance with its terms.

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Third Amendment
EXHIBIT A

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**Third Amendment
FACILITY SCHEDULE NO. 1**

1. **Name:** Cuero Substation
2. **Facility Location:** The Cuero Substation is located at 1022 E. FM 1447, Cuero, DeWitt County, Texas 77954.
3. **Points of Interconnection:** There are eighteen (18) Points of Interconnection in the Cuero Substation generally described as.
 - where the incoming distribution line connects to the tubular bus between switches CU-121 and CU-123 at breaker CU-120.
 - where the jumper from breaker CU-120 connects to the 4 hole pad on switch CU-119.
 - where the jumper from breaker CU-120 connects to the 4 hole pad on switch CU-121.
 - where the incoming distribution line connects to the tubular bus between switches CU-151 and CU-153 at breaker CU-150.
 - where the jumper from breaker CU-150 connects to the 4 hole pad on switch CU-149.
 - where the jumper from breaker CU-150 connects to the 4 hole pad on switch CU-151.
 - where the incoming distribution line connects to the tubular bus between switches CU-211 and CU-213 at breaker CU-210.
 - where the jumper from breaker CU-210 connects to the 4 hole pad on switch CU-209.
 - where the jumper from breaker CU-210 connects to the 4 hole pad on switch CU-211.
 - where the incoming distribution line connects to the tubular bus between switches CU-221 and CU-223 at breaker CU-220.
 - where the jumper from breaker CU-220 connects to the 4 hole pad on switch CU-219.
 - where the jumper from breaker CU-220 connects to the 4 hole pad on switch CU-221.
 - where the incoming distribution line connects to the tubular bus between switches CU-241 and CU-243 at breaker CU-240.
 - where the jumper from breaker CU-240 connects to the 4 hole pad on switch CU-239.
 - where the jumper from breaker CU-240 connects to the 4 hole pad on switch CU-241.
 - where the incoming distribution line connects to the tubular bus between switches CU-251 and CU-253 at breaker CU-250.

- where the jumper from breaker CU-250 connects to the 4 hole pad on switch CU-249.
- where the jumper from breaker CU-250 connects to the 4 hole pad on switch CU-251.

4. **Transformation Services Provided by LCRA TSC: Yes**

5. **Metering Services Provided by LCRA TSC: Yes**

6. **Delivery Voltage: 12.5 kV**

7. **Metered Voltage and Location:** The metered voltage is 12.5 kV. The metering current transformers are located in the total bays for T-1 (bay 1-3) and T-2 (bay 2-3). The metering potential transformers are located on the 12.5 kV operating bus.

8. **One Line Diagram Attached: Yes**

9. **Description of Facilities Owned by Each Party:**

City of Cuero owns:

- Five (5) distribution circuits including dead-end insulators that attach to the dead-end structure, conductor, and hardware
- Seven (7) distribution circuit breakers CU-120, CU-140 (spare), CU-150, CU-210, CU-220, CU-240, and CU-250 including associated foundations, jumpers, and protection packages

LCRA TSC owns:

The Cuero Substation including, but not limited to, the following items:

- Two (2) power transformers T-1 and T-2 with associated surge arresters
- Two (2) circuit switchers CS-4285 and CS-4295 with disconnect switches 4284 and 4294
- Two (2) single phase current transformers CT 20 and CT 21
- Two (2) current transformers CT 22 and CT-23
- Nine (9) distribution and total bays including A-frames, trusses, insulators, disconnect switches, surge arresters, 12.5 kV operating and transfer bus, bus potential transformers, and metering current transformers
- Two (2) load break switches CU-132 and CU-232
- Bus tie switches and switch stand
- Underfrequency relay panel
- Station Service equipment
- Control house with battery

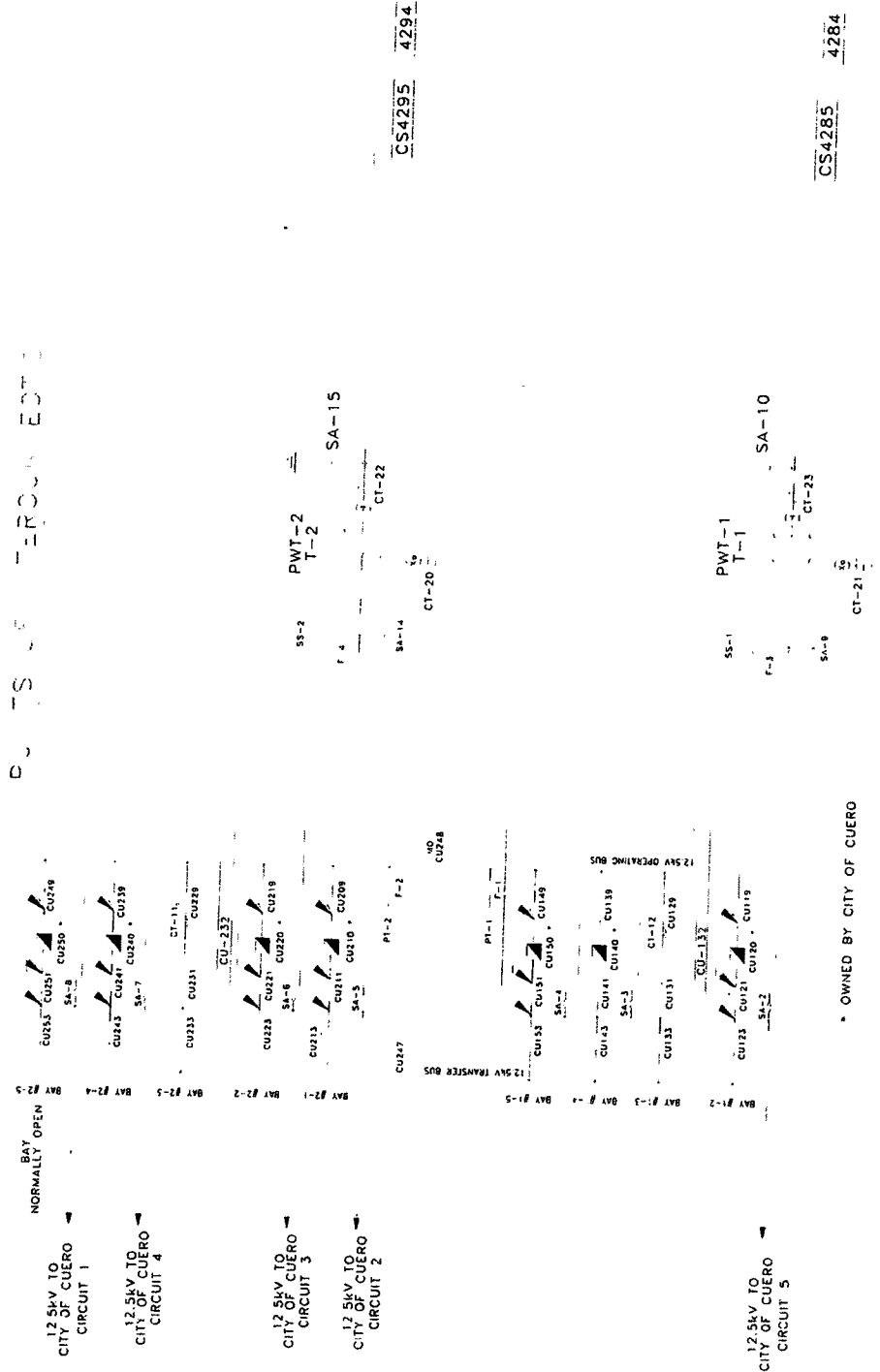
10. Operation Responsibilities of Each Party

- The City will be responsible for the operation of the distribution circuit breakers serving the City feeders.
- LCRA TSC will be responsible for the operation from the power transformer to the high voltage equipment.

11. Maintenance Responsibilities of Each Party: Each Party will be fully responsible for the maintenance of the equipment it owns.

12. Other Terms and Conditions: The City and LCRA TSC are to share access to the substation by LCRA TSC locks in the gate and in the control house doors.

Third Amendment **CUERO ONE-LINE DIAGRAM**



THIS IS NOT A COMPLETE ONE-LINE DIAGRAM
 FOR A COMPLETE ONE-LINE DIAGRAM OF THIS
 SUBSTATION, REFER TO DRAWING S192-1-000