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Project No. 35077

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Second Amendment to

INTERCONNECTION AGREEMENT

Between

**Fayette Electric Cooperative
and**

LCRA Transmission Services Corporation

Dated

December 19, 2011

SECOND AMENDMENT TO INTERCONNECTION AGREEMENT

This Second Amendment ("Amendment") to the Interconnection Agreement dated October 23, 2008 is made and entered into this 19th day of December, 2011, between the Fayette Electric Cooperative ("FEC") and the LCRA Transmission Services Corporation ("LCRA TSC") collectively referred to hereinafter as the Parties.

WHEREAS, the LCRA TSC and the FEC entered into that certain Interconnect Agreement executed October 23, 2008, as amended by that certain Amendment No. 1 executed as of March 20, 2009 (collectively, as amended, the "**Agreement**"); and

WHEREAS, the LCRA TSC replaced the total circuit breakers with load break switches and added two (2) relaying current transformers at the LaGrange Substation; and

WHEREAS, the LCRA TSC added 138 kV relaying current transformers, two low voltage switches and a battery house at Plum Substation

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

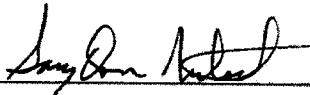
1. Exhibit "A" attached to the Agreement is deleted in its entirety and the Exhibit "A" attached to this Second Amendment is hereby added to the Agreement in lieu thereof.
2. Facility Schedule No. 2 (including the diagrams attached thereto) is deleted in its entirety and Facility Schedule No. 2 attached to this Second Amendment is hereby added to the Agreement in lieu thereof.
3. Facility Schedule No.2 (including the diagrams attached thereto) attached to this Second Amendment will become effective upon execution of this Second Amendment by the Parties.
4. Facility Schedule No. 3 (including the diagrams attached thereto) is deleted in its entirety and Facility Schedule No. 3 attached to this Second Amendment is hereby added to the Agreement in lieu thereof.
5. Facility Schedule No.3 (including the diagrams attached thereto) attached to this Second Amendment will become effective upon execution of this Second 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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IN WITNESS WHEREOF, the Parties have caused this Second Amendment to be executed in several counterparts, each of which shall be deemed an original but all shall constitute one and the same instrument.

FAYETTE ELECTRIC COOPERATIVE

By: 

Name: Gary Don Nietsche

Title: General Manager

Date: 12/13/11

LCRA TRANSMISSION SERVICES
CORPORATION

By: 

Name: Ray Pfefferkorn, P.E.

Title: LCRA Transmission Engineering
Manager

Date: 12/19/11



EXHIBIT A
Amendment No 2

FACILITY SCHEDULE NO.	LOCATION OF POINT(S) OF INTERCONNECTION (# of Points)	INTERCONNECTION VOLTAGE (KV)	EFFECTIVE DATE OF INTERCONNECTION
1	Flatonia (5)	12.5 kV	10/23/2008
2	La Grange (12)	12.5 kV	Date of 2 nd Amendment
3	Plum (1)	12.5 kV	Date of 2 nd Amendment
4	Riverside (1)	138 kV	03/20/2009
5	Round Top (1)	138 kV	03/20/2009
6	Schulenburg (9)	12.5 kV	10/23/2008
7	Warda (12)	24.9 kV	10/23/2008
8	Weimar (5)	12.5 kV	10/23/2008
9	Willow Springs (1)	138 kV	10/23/2008
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FACILITY SCHEDULE NO. 2
Amendment No 2

1. **Name:** La Grange Substation
2. **Facility Location:** The La Grange Substation is located at 2231 Von Minden Rd., La Grange, Fayette County, Texas 78945.
3. **Points of Interconnection:** There are twelve (12) Points of Interconnection in the La Grange Substation generally described as:
 - where the incoming distribution line connects to the tubular bus between switches LG-81 and LG-83 at breaker LG-80.
 - where the jumper from breaker LG-80 connects to the 4 hole pad on switch LG-79.
 - where the jumper from breaker LG-80, passing through CT-15, connects to the 4 hole pad on switch LG-81.
 - where the jumper from switch LG-69 connects to the 12.5 kV operating bus.
 - where the jumper from switch LG-73 connects to the 12.5 kV transfer bus.
 - where the incoming distribution line connects to the tubular bus between switches LG-61 and LG-63 at breaker LG-60.
 - where the jumper from breaker LG-60 connects to the 4 hole pad on switch LG-61.
 - where the jumper from breaker LG-60, passing through CT-3, connects to the 4 hole pad on switch LG-59.
 - where the jumper from switch LG-119 connects to the 12.5 kV operating bus.
 - where the jumper from switch LG-123 connects to the 12.5 kV transfer bus.
 - where the jumper from switch LG-129 connects to the 12.5 kV operating bus.
 - where the jumper from switch LG-133 connects to the 12.5 kV transfer bus.
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 metering voltage is 12.5 kV. The metering current transformers are located in both T-1 and T-2 total bays and in each distribution bay. The bus potential transformers are located on both 12.5 kV operating buses.
8. **One Line Diagram Attached:** Yes

9. Description of Facilities Owned by Each Party:

FEC owns:

- Five (5) distribution circuits including dead end insulators that attach to the dead end structure, conductors, and hardware
- Five (5) distribution circuit breakers LG-60, LG-70, LG-80, LG-120 and LG-130 including jumpers and protective relay packages
- Nine (9) 12.5 kV switches LG-69, LG-71, LG-73, LG-119, LG-121, LG-123, LG-129, LG-131 and LG-133
- Five (5) distribution circuit breaker foundations
- Three (3) surge arresters SA-70, SA-120 and SA-130
- Two(2) modulation transformers MTU-1 and associated surge arresters and fuses
- Two (2) 12.5 kV transformer bays with foundations, structures, disconnect switches, step-up transformers, insulators and jumpers
- Three (3) 12.5 kV A-frame
- Two (2) upper trusses for 12.5 kV A-frame
- Two (2) lower trusses for 12.5 kV A-frame

LCRA TSC owns:

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

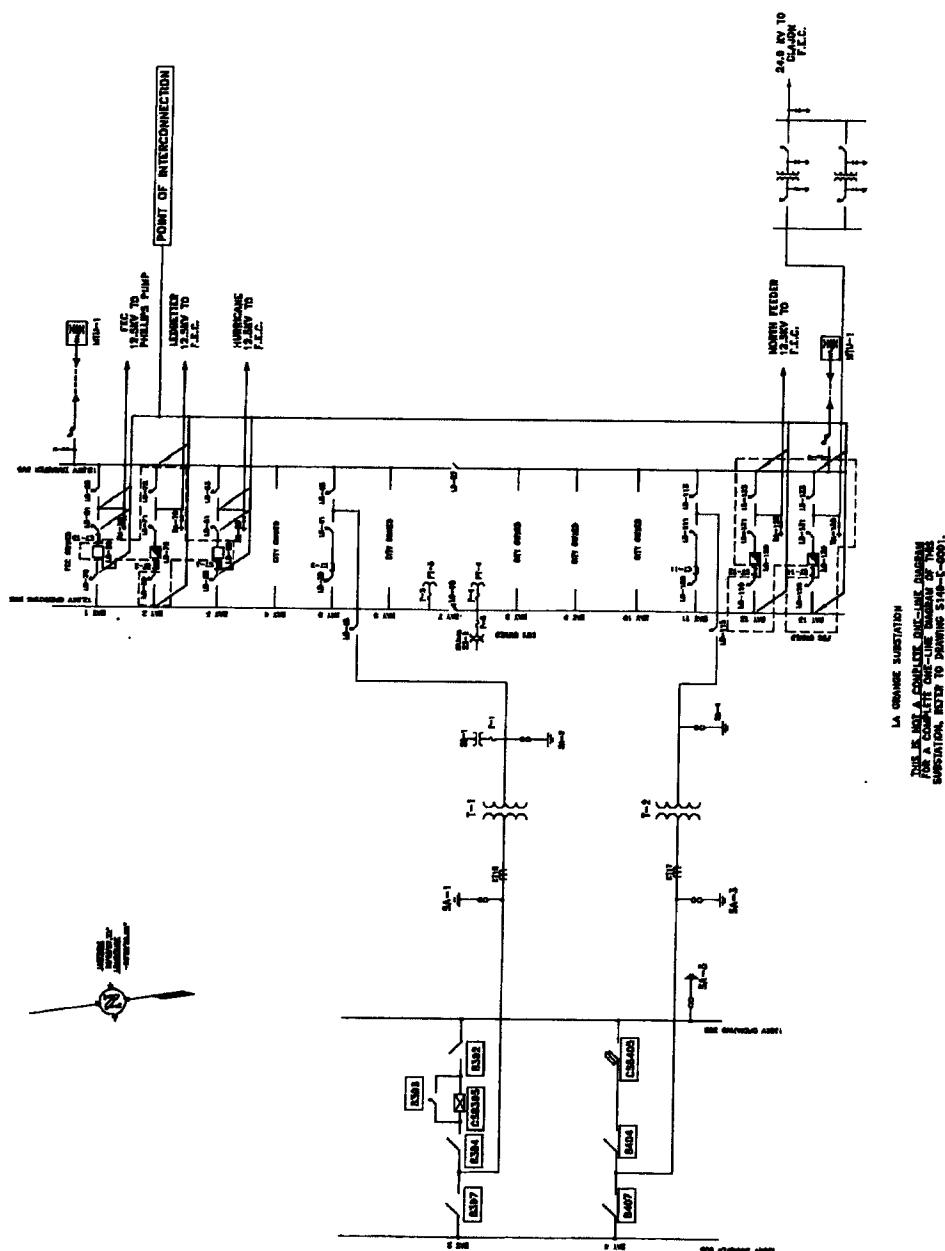
- 138 kV operating and transfer bus including structures, insulators, foundations and jumpers
- Two (2) power transformers T-1 and T-2 with associated surge arresters
- Five (5) 138 kV switches 8392, 8394, 8397, 8404 and 8407
- Two (2) relaying current transformers CT-17 and CT-18
- Two (2) circuit switchers CS-8395, with bypass switch 8396, and CS-8405
- Thirteen (13) distribution and total bays including A-frames (11), 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 LG-45 and LG-115
- Two (2) distribution breaker foundations
- Two (2) station service SS-1 and SS-2
- Control house (metal)
- Control house (cinder block)
- Portable battery house with battery

10. Operational Responsibilities of Each Party:

- FEC is responsible for the operation of its distribution breakers
- LCRA TSC is responsible for the load break switches, the power transformers and all 138 kV 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:** FEC and LCRA TSC are to share access to the substation by FEC and LCRA TSC locks in the gate and in the control house doors.

Amendment No 2



FACILITY SCHEDULE NO. 3
Amendment No 2

1. **Name:** Plum Substation
2. **Facility Location:** The Plum Substation is located at 1511 E. State Hwy. 71, La Grange, Fayette County, Texas 78945.
3. **Points of Interconnection:** There is one (1) Point of Interconnection in the Plum Substation generally described as:
 - where the jumpers from switches PL-39 and PL-43 connect to the 12.5 kV wire bus.
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 metering voltage is 12.5 kV. The metering current transformers for T-1 are located in the total bay and in each distribution bay. The bus potential transformer is located on the 12.5 kV operating bus.
8. **One Line Diagram Attached:** Yes
9. **Description of Facilities Owned by Each Party:**

FEC owns:

 - One (1) distribution circuit breaker PL-40 with jumpers, protective relaying, disconnect and bypass switches (3) and surge arrester
 - One (1) modulation transformer MTU-1 and associated surge arrester and fuse.

LCRA TSC owns:

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

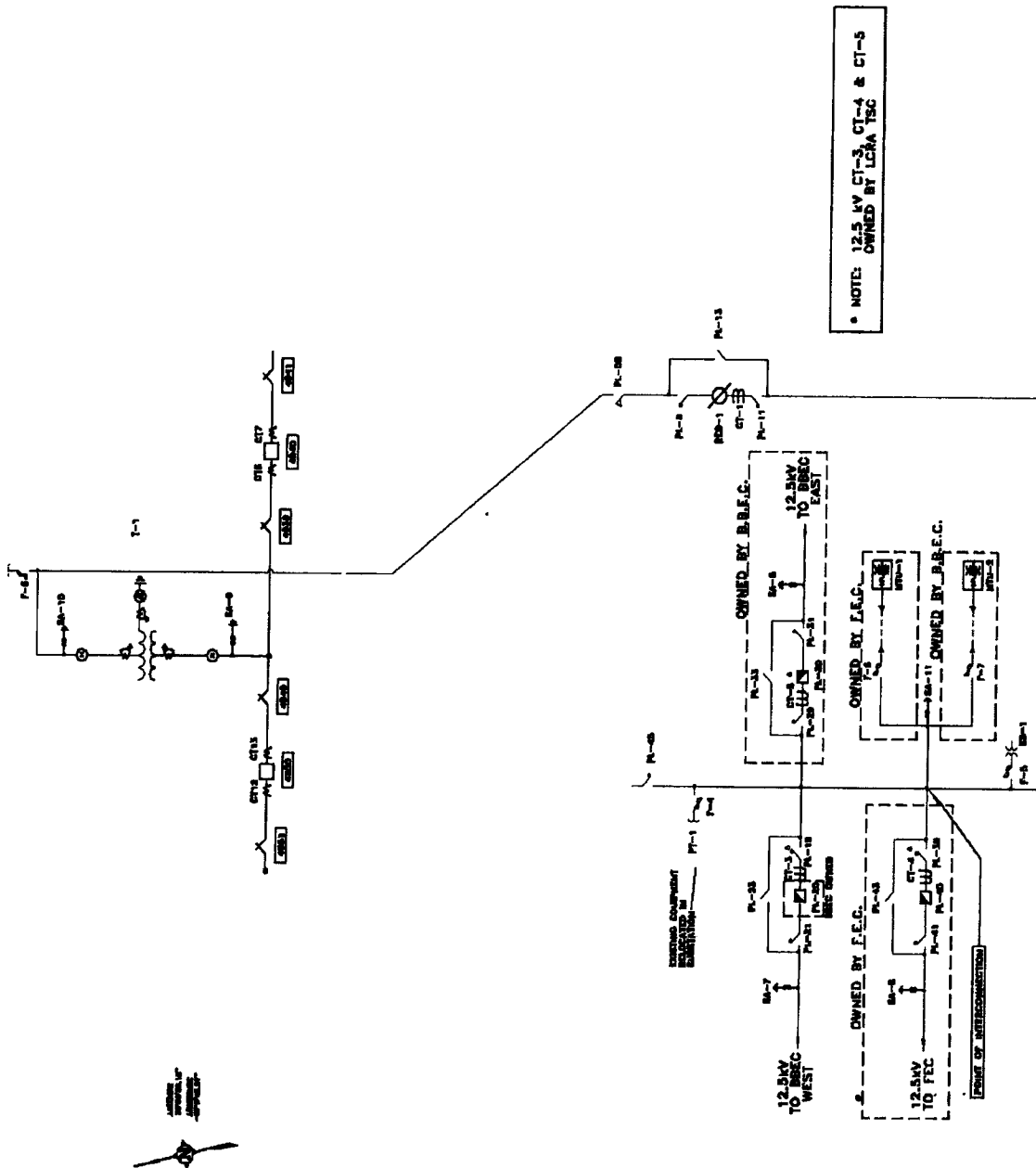
 - Two (2) 138 kV circuit breakers 4940 and 4950 including jumpers and protective relay packages
 - Four (4) 138 kV relaying current CTs - CT6, CT7, CT12 and CT13
 - 138 kV transformer bus including structures, insulators, foundations and jumpers
 - Four (4) 138 kV switches 4939, 4941, 4949 and 4951
 - One (1) power transformer T-1 with associated surge arresters
 - Three (3) single phase regulators and associated disconnect and bypass switches
 - Two(2) 12.5 kV disconnect switches PL-08 and PL-45
 - All distribution and total bays including box structure, trusses, insulators, disconnect switches, surge arresters, 12.5 kV operating bus, bus potential transformers, metering current transformers and associated cabling

- Underfrequency relay panel
- Control house (20' x 27') and battery bank
- Battery House (12' x 21')
- Two (2) station service SS-1 and SS-2

10. **Operational Responsibilities of Each Party:** Each Party is responsible for the operation of the equipment it owns.
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:** FEC and LCRA TSC are to share access to the substation by FEC and LCRA TSC locks in the gate and in the control house doors.

PLUM ONE-LINE DIAGRAM

Amendment No 2



THIS IS NOT A COMPLETE ONE-LINE DIAGRAM
FOR A COMPLETE ONE-LINE DIAGRAM OF THIS
SUBSTATION, REFER TO DRAWING S175-E-0001-1.