



Control Number: 35077



Item Number: 414

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**Project No. 35077**

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**Fourteenth Amendment to**

**INTERCONNECTION AGREEMENT**

**Between**

**Oncor Electric Delivery Company**

**and**

**LCRA Transmission Services Corporation**

**Dated**

**November 22, 2013**

**AMENDMENT TO  
INTERCONNECTION AGREEMENT**

This Amendment No. 14 ("Amendment") is made and entered into this 22<sup>nd</sup> day of November, 2013, between Oncor Electric Delivery Company LLC ("Oncor"), and the LCRA Transmission Services Corporation ("LCRA TSC"), hereinafter individually referred to as "Party" and collectively referred to as "Parties".

**WHEREAS**, the LCRA TSC and Oncor entered into that certain Interconnection Agreement executed October 17, 1997, as amended (the "Agreement"); and

**WHEREAS**, the LCRA TSC will construct the new Benedum Substation in LCRA TSC's 138 kV transmission line between LCRA TSC's Crane Switching Station and Oncor's Midkiff Switching Station; and

**WHEREAS**, Oncor will construct an approximately 10 mile radial double circuit 138 kV transmission line from Oncor's new Centralia Substation in Upton County to, and terminate its transmission line at, LCRA TSC's new Benedum Substation,

**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 Exhibit A attached to this Amendment is hereby added to the Agreement in lieu thereof.
2. Exhibit A attached to this Amendment will become effective upon execution of this Amendment by the Parties.
3. Facility Schedule No. 11 attached to the Agreement is deleted in its entirety and Facility Schedule No. 11 attached to this Amendment is hereby added to the Agreement in lieu thereof.
4. Facility Schedule No. 11 attached to this Amendment will become effective upon execution of this Amendment by the Parties.
5. Facility Schedule No. 23 attached to this Amendment is hereby added to the Agreement.
6. Facility Schedule No. 23 attached to this Amendment will become effective upon execution of this 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.

IN WITNESS WHEREOF, the Parties have caused this Amendment to be executed in several counterparts, each of which shall be deemed an original but all shall constitute one and the same instrument.

ONCOR ELECTRIC DELIVERY COMPANY  
LLC

By: \_\_\_\_\_

Name: \_\_\_\_\_

Title: \_\_\_\_\_

Date: \_\_\_\_\_

LCRA TRANSMISSION SERVICES  
CORPORATION

By: Ray Pfeffer

Name: Ray Pfefferkorn, P.E.

Title: LCRA Transmission Engineering  
Manager

Date: 11/20/13



ONCOR ELECTRIC DELIVERY COMPANY  
LLC

By:  \_\_\_\_\_

Name: Jim Greer

Title: Chief Operating Officer

Date: November 22, 2013

LCRA TRANSMISSION SERVICES  
CORPORATION

By: \_\_\_\_\_

Name: Ray Pfefferkorn, P.E.

Title: LCRA Transmission Engineering  
Manager

Date: \_\_\_\_\_

**EXHIBIT A****LIST OF FACILITY SCHEDULES AND POINTS OF INTERCONNECTION**

<b>FACILITY SCHEDULE NO.</b>	<b>LOCATION OF POINT(S) OF INTERCONNECTION (# of Points)</b>	<b>INTERCONNECTION VOLTAGE (kV)</b>	<b>EFFECTIVE DATE OR SUBSEQUENT AMENDMENT IN THE INTERCONNECTION AGREEMENT*</b>
1	Round Rock-Chief Brady (1)	138	October 17, 1997
2	Round Rock-Wells Branch (2)	138	October 29, 2012
3	Copperas Cove Substation (1)	138	October 27, 2000
4	Elgin Substation (1)	138	November 19, 1999
5	Round Rock South-Wells Branch (1)	138	October 29, 2012
6	Camp Bowie Substation (1)	138	October 27, 2000
7	Gilleland Creek Substation (2)	138	October 29, 2012
8	Mitchell-Sterling County (1)	345	April 28, 2008
9	Brown Switching Station (2)	345	February 17, 2012
10	Spraberry (1)	138	October 29, 2012
11	Midkiff (2)	138	Date of 14 <sup>th</sup> amendment
12	Upton (1)	138	October 5, 2004
13	Crane (1)	138	October 5, 2004
14	Arco Tap (1)	138	October 5, 2004
15	Odessa EHV (1)	138	October 5, 2004
16	Bitter Creek Substation (2)	345	October 31, 2003
17	Brownwood-Firerock (1)	138	October 29, 2012
18	South Abilene-Eskota (1)	138	October 5, 2004
19	Crane East Substation (2)	138	October 27, 2006
20	Hutto Switching Station (2)	345	October 29, 2012
21	Gabriel Substation (2)	138	October 29, 2012
22	Pleasant Farms Tap (1)	138	June 27, 2011
23	Benedum Substation (2)	138	Date of 14 <sup>th</sup> amendment

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## FACILITY SCHEDULE NO. 11

1. **Name:** Midkiff Switching Station
2. **Facility Location:** From Big Lake, travel west on U.S. 67 for 14.2 miles and then head north on FM 1555. Drive 12 miles and take a right on FM 2594. Then go 11.2 miles and take a right on an unnamed gravel road. Go 0.9 miles, make a sharp left, then 0.7 miles and a sharp right. Next, drive .25 miles, make a sharp left, 0.3 miles and a sharp right. Finally, travel 0.75 miles, make a sharp right and the substation will be .40 miles ahead in Upton County Texas.
3. **Point of Interconnection location:** The points of interconnection consist of the two 138 kV points at Oncor's dead-end structures in Oncor's Midkiff Switching Station ("Substation") where Oncor's (1) jumpers connect to the LCRA TSC's Midkiff Switching Station to Skywest Substation 138 kV transmission line, and (2) jumpers connect to the LCRA TSC's transmission line which extends from the Substation to the LCRA TSC's new Benedum Substation (collectively, the "LCRA TSC's Transmission Lines") ("Points of Interconnection"). The Benedum Substation will be constructed in the LCRA TSC's existing Midkiff – Crane 138 kV transmission line and will consist of facilities owned by the LCRA TSC.
4. **Transformation Services Provided:** No
5. **Metering Services Provided:** No
6. **Delivery voltage:** 138 kV
7. **Metering Voltage and Location:** N/A
8. **One line diagram attached:** Yes
9. **Description of Facilities Owned by Each Party:**

Existing facilities owned by Oncor:

- (a) Two 138 kV dead-end structures to terminate the LCRA TSC's Transmission Lines; and
- (b) Two 138 kV circuit breakers #4875 and #4885 and associated terminal facilities for LCRA TSC's Transmission Lines, located in the Substation.

Existing facilities owned by the LCRA TSC:

- (a) LCRA TSC's Transmission Lines, including associated foundations, structures, insulators, connectors, transmission line conductors, shield wire, and associated hardware and assemblies to terminate LCRA TSC's Transmission Lines on Oncor's dead-end structures in the Substation; and
- (b) Two 138 kV circuit breakers #24480 and #24490 and associated terminal facilities for LCRA TSC's Transmission Line, located in the Skywest Substation.

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New facilities to be owned by the LCRA TSC:

Two 138 kV circuit breakers and associated terminal facilities for LCRA TSC's Transmission Line, located in the Benedum Substation.

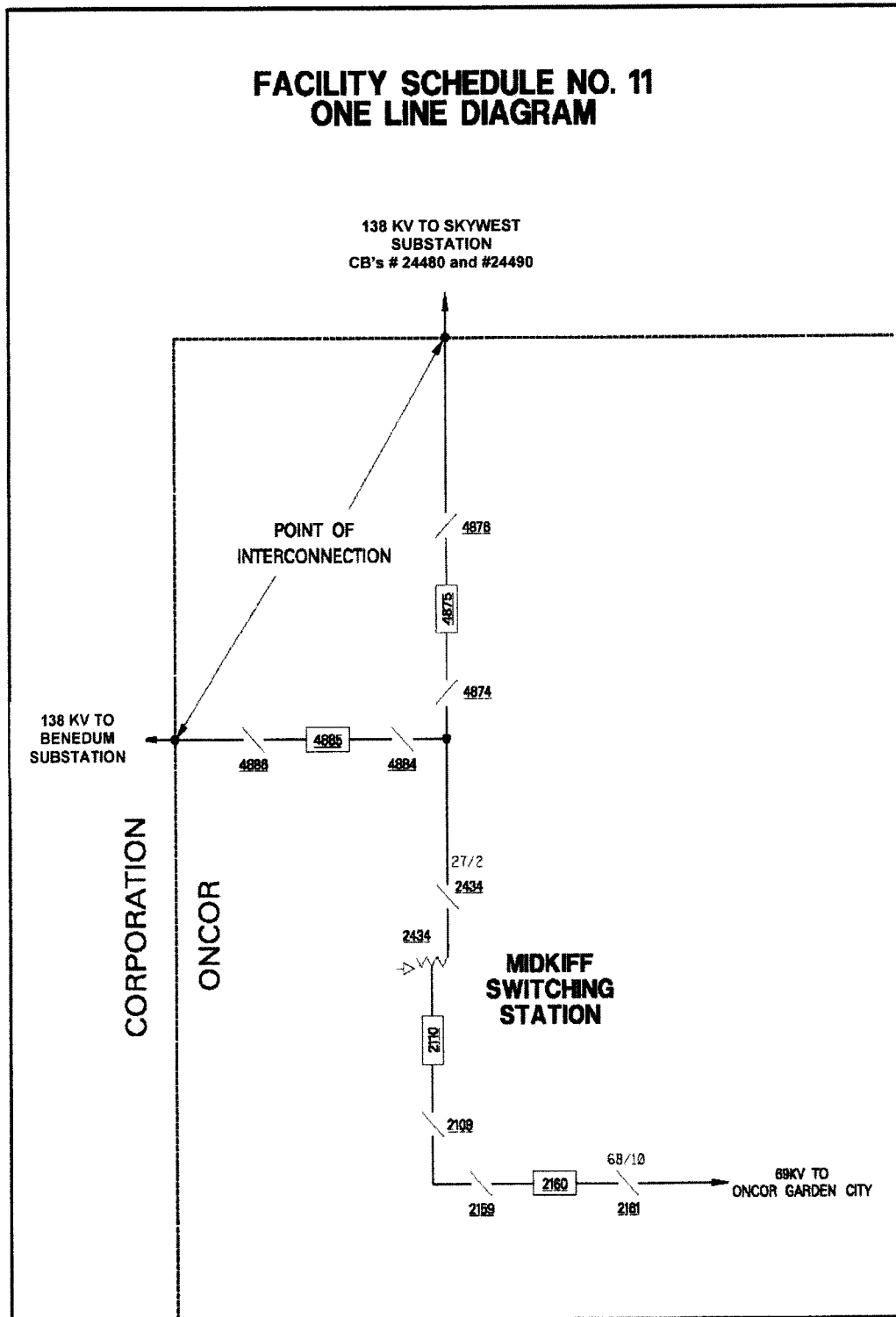
10. **Operational Responsibilities of Each Party:** Each Party will be fully responsible for the operation of the facilities it owns.
11. **Maintenance Responsibilities of Each Party:** Each Party will be fully responsible for the maintenance of the facilities it owns.
12. **Other Terms and Conditions:** Oncor and the LCRA TSC will each be responsible for all costs it incurs in connection with constructing, operating, and maintaining its facilities at the Point of Interconnection provided, however, that this Paragraph 12 is subject to any other provisions of this Agreement with respect to liability and indemnification and this Paragraph 12 shall not relieve either Party of its respective obligations under those provisions.

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**FACILITY SCHEDULE NO. 11  
ONE LINE DIAGRAM  
MIDKIFF SWITCHING STATION**



## FACILITY SCHEDULE NO. 23

1. **Name:** Benedum Substation
2. **Facility Location:** LCRA TSC's Benedum Substation will be located in Upton County, Texas in LCRA TSC's existing Crane Switching Station - Midkiff Switching Station 138 kV transmission line ("LCRA TSC's Transmission Line") approximately 4.25 miles west of Midkiff Switching Station ("Benedum Substation"). The coordinates for the Benedum Substation are 31°28'23.89"N; 101°51'12.56"W. The site for the Benedum Substation is shown on the attached S.U.E. Survey Plat ("Benedum Substation Site").
3. **Points of Interconnection:** There are two (2) 138 kV "Points of Interconnection" at the Benedum Substation generally described as the points where the LCRA TSC jumpers connect to the 4 hole pad on the line-side of the dead-end assemblies of each circuit in Oncor's new approximately 10 mile radial double-circuit 138 kV transmission line (which will extend from Oncor's new Centralia Substation to LCRA TSC's dead-end structures to be located inside the Benedum Substation) ("Oncor's Transmission Line").
4. **Transformation Service provided:** No
5. **Metering Service provided:** No
6. **Delivery Voltage:** 138 kV
7. **Metered Voltage and Location:** N/A
8. **One-line Diagram attached:** Yes
9. **Description of Facilities owned by Each Party:**

New facilities to be owned by LCRA TSC ("LCRA TSC Facilities"):

- A. The Benedum Substation including, but not limited to, the following items:
  - (a) Substation property with ground grid, grading, gravel, cable trough, fence and appurtenances;
  - (b) Substation access road for access to the Benedum Substation Site;
  - (c) Four (4) 138 kV dead-end structures, foundations, insulators and jumpers;
  - (d) 138 kV bus including structures, insulators, foundations and jumpers;
  - (e) Four (4) 138 kV motor operated line disconnect switches;
  - (f) Eight (8) 138 kV breaker disconnect switches;
  - (g) Four (4) 138 kV circuit breakers, including foundations, jumpers and protective relaying;
  - (h) CCVTs and surge arresters;
  - (i) Power voltage transformer;
  - (j) Communication tower and associated equipment;
  - (k) Control house and station battery; and

- (I) Remote terminal unit and associated SCADA equipment.
- B. Modifications to LCRA TSC's Transmission Line necessary to terminate LCRA TSC's Transmission Line in the Benedum Substation.
- C. Modifications to LCRA TSC's communication equipment at the Crane East Substation associated with the installation of the Benedum Substation.
- D. Modifications to LCRA TSC's system protection and communication equipment at LCRA TSC's Crane Substation associated with the installation of the Benedum Substation.

New facilities to be owned by Oncor:

- A. Oncor's Transmission Line, including, but not limited to the following items:
  - (a) Associated insulator strings and attachment hardware to terminate Oncor's Transmission Line on LCRA TSC's dead-end structures located inside the Benedum Substation
- B. Modifications to Oncor's system protection equipment at Midkiff Switching Station associated with the installation of the Benedum Substation.

10. **Operational Responsibilities of Each Party:** Each Party will be responsible for the operation of the facilities it owns.

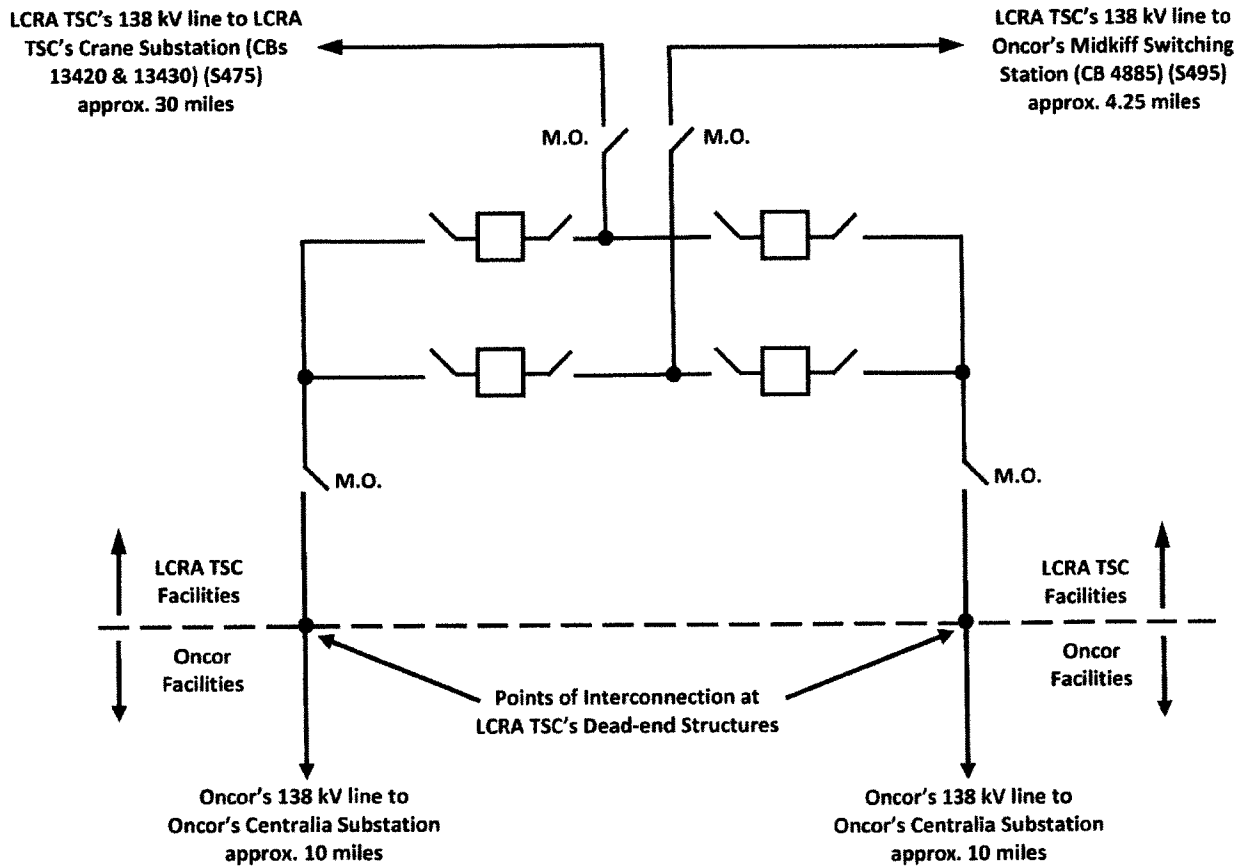
11. **Maintenance Responsibilities of Each Party:** Each Party will be responsible for the maintenance of the facilities it owns.

12. **Other Terms and Conditions:**

- (a) Oncor and LCRA TSC will each be responsible for all costs that each incurs in connection with constructing, operating, and maintaining its facilities; provided, however, that this Paragraph 12(a) is subject to i) Paragraph 12(b) below, and ii) any other provisions of this Agreement with respect to liability and indemnification, and this Paragraph 12(a) shall not relieve either Party of its respective obligations under those provisions.
- (b) Upon execution of this Amendment, LCRA TSC will proceed with the engineering, procurement of equipment and materials, and construction of the LCRA TSC Facilities in accordance with the Agreement and this Facility Schedule No. 23. If the Public Utility Commission of Texas ("PUCT") does not approve an amendment to Oncor's certificate of convenience and necessity ("CCN") for Oncor's Transmission Line or Oncor's Transmission Line is not terminated at the Benedum Substation and energized by the earlier of: i) two (2) years after the PUCT issues a final non-appealable order approving an amendment to Oncor's CCN for Oncor's Transmission

- Line or ii) August 31, 2018, Oncor will pay to LCRA TSC all costs incurred by LCRA TSC pursuant to this Facility Schedule No. 23 that i) LCRA TSC has incurred prior to such date for engineering, procuring equipment and materials, construction, and any other costs related to the LCRA TSC Facilities, ii) LCRA TSC has committed to incur prior to such date that it is unable to avoid using commercially reasonable steps, and iii) LCRA TSC incurs to return LCRA TSC's Transmission Line, the communication equipment at Crane East, and the system protection and communication equipment at LCRA TSC's Crane Substation to a condition consistent with the LCRA TSC construction standards and the LCRA TSC Tariff for Transmission Service. In calculating LCRA TSC's costs under this Paragraph 12(b), such costs shall include the normal loadings that LCRA TSC applies to construction projects of this nature. The provisions of this Paragraph 12(b) shall survive termination or deletion of this Facility Schedule No. 23.
- (c) Upon final approval of the LCRA TSC Land (defined below) by LCRA TSC, Oncor shall deliver to LCRA TSC, or cause to be delivered by Atlas Pipeline, a general warranty deed, in a form acceptable to LCRA TSC, conveying good and indefeasible title to the real property for the Benedum Substation Site and for an access road providing good and adequate rights of vehicular ingress and egress to and from a public road (together with the Benedum Substation Site, the "LCRA TSC Land"). Upon conveyance of the LCRA TSC Land to LCRA TSC, LCRA TSC shall pay an amount for the LCRA TSC Land equal to a fair market price per acre determined by LCRA TSC, taking into account an appraisal to be performed by ML&M Realty Advisors, LLC. Said conveyance shall be subject to LCRA TSC's review and acceptance of the survey attached hereto as the S.U.E. Survey Plat, title research to be performed by LCRA TSC, and an environmental assessment of the LCRA TSC Land to be performed by LCRA TSC. In no event shall the LCRA TSC Land be subject to any lien or any other encumbrance unacceptable to LCRA TSC. If LCRA TSC does not accept the LCRA TSC Land, LCRA TSC and Oncor will work toward finding a site that does meet LCRA TSC's approval and will amend this Facility Schedule No. 23 as necessary.
- (d) The Benedum Substation layout shall be designed such that Oncor's Transmission Line which will terminate on LCRA TSC's dead-end structures will not cross over any energized facilities in the Benedum Substation.

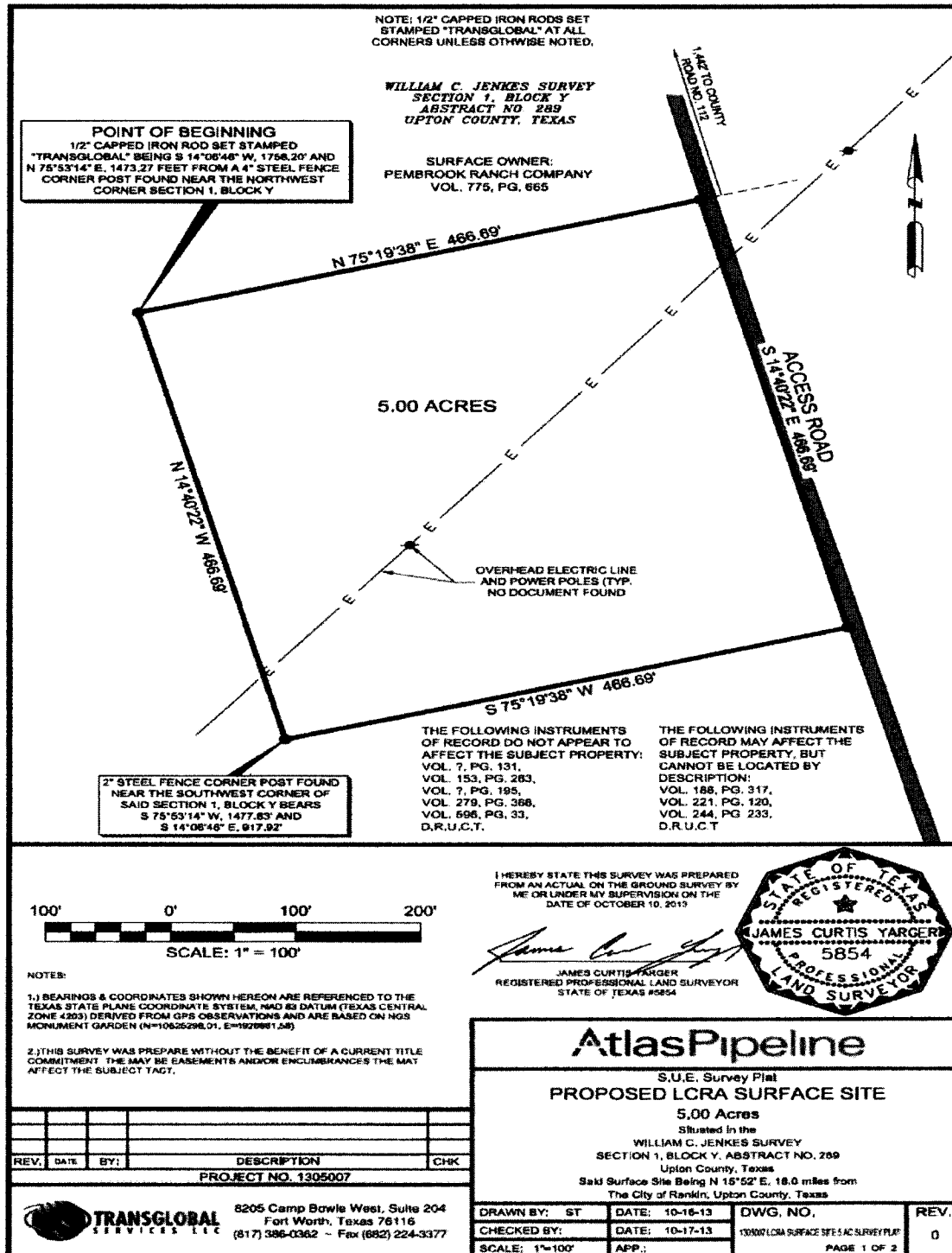
**FACILITY SCHEDULE NO. 23  
ONE LINE DIAGRAM  
BENEDUM SUBSTATION**



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**FACILITY SCHEDULE NO. 23  
S.U.E. SURVEY PLAT  
BENEDUM SUBSTATION SITE**

**EXHIBIT**



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# **FACILITY SCHEDULE NO. 23 S.U.E. SURVEY PLAT BENEDUM SUBSTATION SITE**

## **EXHIBIT**

### **LEGAL DESCRIPTION**

BEING 5.00 Acres situated in the WILLIAM C. JENKES SURVEY, SECTION 1, BLOCK Y, ABSTRACT NO. 289, Upton County, Texas, being a portion of the certain tract of land described in deed to Pembroke Ranch Company, recorded in Volume 775, Page 665, Deed Records, Upton County, Texas, and being more particularly described as follows:

Beginning at a 1/2" capped iron rod set stamped "Transglobal" at the northwest corner of the herein described 5.00 acre tract, said point being S 14°06'46" W, a distance of 1758.20 feet and N 75°53'14" E, a distance of 1473.27 feet from a 4" steel fence corner post found near the northwest corner of said SECTION 1, said Beginning Point having a NAD 83 Coordinate Value of X=1822219.002, Y=10502777.087;

THENCE N 75°19'38" E, along the north line of the herein described 5.00 acre tract, a distance of 466.69 feet to a 1/2" capped iron rod set stamped "Transglobal" at the northeast corner of the herein described 5.00 acre tract near the west line an access road, said point having a NAD 83 Coordinate Value of X=1822670.472, Y=10502895.299;

THENCE S 14°40'22" E, along the east line of the herein described 5.00 acre tract and along and near the west line of said access road, a distance of 466.69 feet to a 1/2" capped iron rod set stamped "Transglobal" at the southeast corner of the herein described 5.00 acre tract, said point having a NAD 83 Coordinate Value of X=1822788.684, Y=10502443.829;

THENCE S 75°19'38" W, along the south line of the herein described 5.00 acre tract, a distance of 466.69 feet to a 1/2" capped iron rod set stamped "Transglobal" at the southwest corner of the herein described 5.00 acre tract, said point having a NAD 83 Coordinate Value of X=1822337.214, Y=10502325.617;

THENCE N 14°40'22" W, along the west line of the herein described 5.00 acre tract, a distance of 466.69 feet to the POINT OF BEGINNING and Containing 5.00 acres of land.

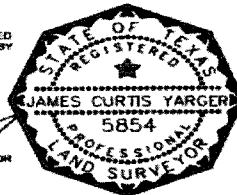
#### **NOTES**

1.) BEARINGS & COORDINATES SHOWN HEREON ARE REFERENCED TO THE TEXAS STATE PLANE COORDINATE SYSTEM, NAD 83 DATUM (TEXAS CENTRAL ZONE 4203) DERIVED FROM GPS OBSERVATIONS AND ARE BASED ON NGS MONUMENT GARDEN (N=1823286.01 E=1820861.08)

2.) THIS SURVEY WAS PREPARED WITHOUT THE BENEFIT OF A CURRENT TITLE COMMITMENT, THERE MAY BE EASEMENTS AND/OR ENCUMBRANCES THAT MAY AFFECT THE SUBJECT TRACT.

I HEREBY STATE THIS SURVEY WAS PREPARED FROM AN ACTUAL ON THE GROUND SURVEY BY ME OR UNDER MY SUPERVISION ON THE DATE OF OCTOBER 10, 2013

*James Curtis Yarger*  
JAMES CURTIS YARGER  
REGISTERED PROFESSIONAL LAND SURVEYOR  
STATE OF TEXAS #5854



REV.	DATE	BY:	DESCRIPTION	CHK

PROJECT NO. 1305007



**TRANSGLOBAL**  
SERVICES LLC

8208 Camp Bowie West, Suite 204  
Fort Worth, Texas 76116  
(817) 326-0362 - Fax (882) 224-3377

## **AtlasPipeline**

### **S.U.E. Survey Plat PROPOSED LCRA SURFACE SITE 5.00 Acres**

Situated in the  
WILLIAM C. JENKES SURVEY  
SECTION 1, BLOCK Y, ABSTRACT NO. 289  
Upton County, Texas  
Said Surface Site Being N 16°52' E, 18.3 miles from  
The City of Rankin, Upton County, Texas

DRAWN BY: ST	DATE: 10-15-13	DWG. NO.	REV.
CHECKED BY:	DATE: 10-17-13	000001 LCRA SURFACE SITE S.U.E. SURVEY PLAT	0
SCALE: 1"=100'	APP:	PAGE 1 OF 2	

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