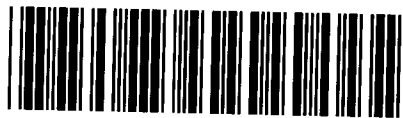




Control Number: 35077



Item Number: 552

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Amendment No. 3

PUBLIC UTILITY COMMISSION
FILING CLERK

INTERCONNECTION AGREEMENT

Between

LCRA Transmission Services Corporation

and

City of Georgetown, Georgetown Utility Systems

July 30, 2014

552

**THIRD AMENDMENT TO
INTERCONNECTION AGREEMENT**

This Third Amendment ("Amendment") is made and entered into this 30th day of July, 2014, between the City of Georgetown, Georgetown Utility Systems ("City") and LCRA Transmission Services Corporation ("LCRA TSC"), collectively referred to hereinafter as the Parties.

WHEREAS, LCRA TSC and City entered into that certain Interconnection Agreement executed January 29, 2009, as amended by that certain Amendment No. 1, executed as of March 11, 2014, as amended by that certain Amendment No. 2, executed as of March 25, 2014 (collectively, as amended, the "Agreement");

WHEREAS, the City has entered into a Release and Settlement Agreement with the Lower Colorado River Authority (LCRA) dated May 20, 2014, which provided, as part of the consideration for that agreement, that the City would transfer and assign its rights, title, interests, and obligations in certain transmission-related assets to the LCRA, and LCRA TSC will acquire ownership of those transmission-related assets from LCRA.

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. Exhibit "A" attached to this Third Amendment will become effective upon execution of this Third Amendment by the Parties.
3. Facility Schedule No. 2 (including the diagrams attached thereto) is deleted in its entirety and Facility Schedule No. 2 attached to this Third Amendment is hereby added to the Agreement in lieu thereof.
4. Facility Schedule No. 2 (including the diagrams attached thereto) attached to this Third Amendment will become effective upon execution of this Third Amendment by the Parties.
5. Facility Schedule No. 3 (including the diagrams attached thereto) is deleted in its entirety and Facility Schedule No. 3 attached to this Third Amendment is hereby added to the Agreement in lieu thereof.
6. Facility Schedule No. 3 (including the diagrams attached thereto) attached to this Third Amendment will become effective upon execution of this Third Amendment by the Parties.
7. Facility Schedule No. 6 (including the diagrams attached thereto) is hereby added to this Third Amendment.

8. Facility Schedule No. 6 (including the diagrams attached thereto) attached to this Third Amendment will become effective upon execution of this Third Amendment by the Parties.
9. Facility Schedule No. 7 (including the diagrams attached thereto) is hereby added to this Third Amendment.
10. Facility Schedule No. 7 (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.

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

CITY OF GEORGETOWN
GEORGETOWN UTILITY SYSTEMS

By: _____

Name: Jim Briggs

Title: ACM – Utility Operations

Date: 7-7-2014

LCRA TRANSMISSION SERVICES
CORPORATION

By: _____

Name: Ray Pfefferkorn, P.E.

Title: LCRA Transmission Engineering
Manager

Date: 7/30/14



FACILITY SCHEDULE NO. 2
Amendment No 3

1. **Name:** Chief Brady Substation
2. **Facility Location:** The Chief Brady Substation is located at 5290 S. IH 35, Georgetown, Williamson County, Texas 78626.
3. **Points of Interconnection:** There are two (2) Points of Interconnection in the Chief Brady Substation generally described as:
 - where the jumper from the 138 kV operating bus connects to switch 8674.
 - where the jumper from the 138 kV transfer bus connects to switch 8677.
4. **Transformation Services Provided by LCRA TSC:** No
5. **Metering Services Provided by LCRA TSC:** Yes
6. **Delivery Voltage:** 138 kV
7. **Metered Voltage and Location:** The metered voltage is 24.9 kV. The metering current transformer is located in the total bay for T2. The metering potential transformer is located on the 24.9 kV, T2 operating bus.
8. **One Line Diagram Attached:** Yes
9. **Description of Facilities Owned by Each Party:**

City owns:

- Two (2) circuit switchers CS8665 and CS8675 with associated disconnect switches, 8664, 8666, 8667, 8674, 8676, 8677 and bypass switch 8693.
- One (1) power transformer T2 with associated foundation and surge arresters
- One (1) power transformer foundation for T1
- All distribution circuits including dead-end insulators that attach to the dead-end structure, conductor, and hardware
- All distribution circuit breakers including jumpers and protection packages
- All distribution circuit breaker foundations
- All distribution and total bays including A-frames, trusses, insulators, disconnect switches, surge arresters, operating and transfer buses, and bus potential transformers
- Two station service SS1 and SS2 with fuses F1 and F3 and fused disconnect switches
- Underfrequency relay panel

LCRA TSC owns:

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

- The following transmission lines comprised of easements, conductors, shield wires, insulators, connecting hardware, and structures;
 - 138 kV Chief Brady to Georgetown transmission line
 - 138 kV Chief Brady to Round Rock transmission line
- 138 kV operating and transfer bus including structures, foundations and jumpers to City switches at the Points of Interconnection
- One (1) wave trap and tuner WT2
- Two (2) 138 kV circuit breakers 8670 and 8680 including foundations, jumpers and protective relay packages
- Six (6) 138 kV disconnect switches 8669, 8671, 8673, 8679, 8681 and 8683
- One (1) 138 kV potential transformer PT1
- Three (3) 138 kV surge arrester SA1, SA7 and SA8
- One (1) 138 kV bus differential, breaker failure relaying scheme
- One (1) 138 kV coupling capacitor CC2
- One (1) 138 kV circuit breaker 8755 with associated disconnect switch 8754
- One (1) metering current transformer CT7
- One (1) capacitor bank potential transformer PT4
- One (1) capacitor bank single phase current transformer CT6
- One (1) capacitor bank CP1
- Control house with battery bank and battery charger, ac and dc panelboards, auto transfer switch
- Cabling and conduit from City's fused disconnect switches to LCRA TSC'S Automatic Transfer Switch in the control house
- Substation ground grid, gravel, fencing, gates, culvert and other appurtenances
- Substation property

10. Operational Responsibilities of Each Party:

- City will be responsible for the operation of the equipment it owns.
- LCRA TSC will be responsible for the operation of the equipment it owns.

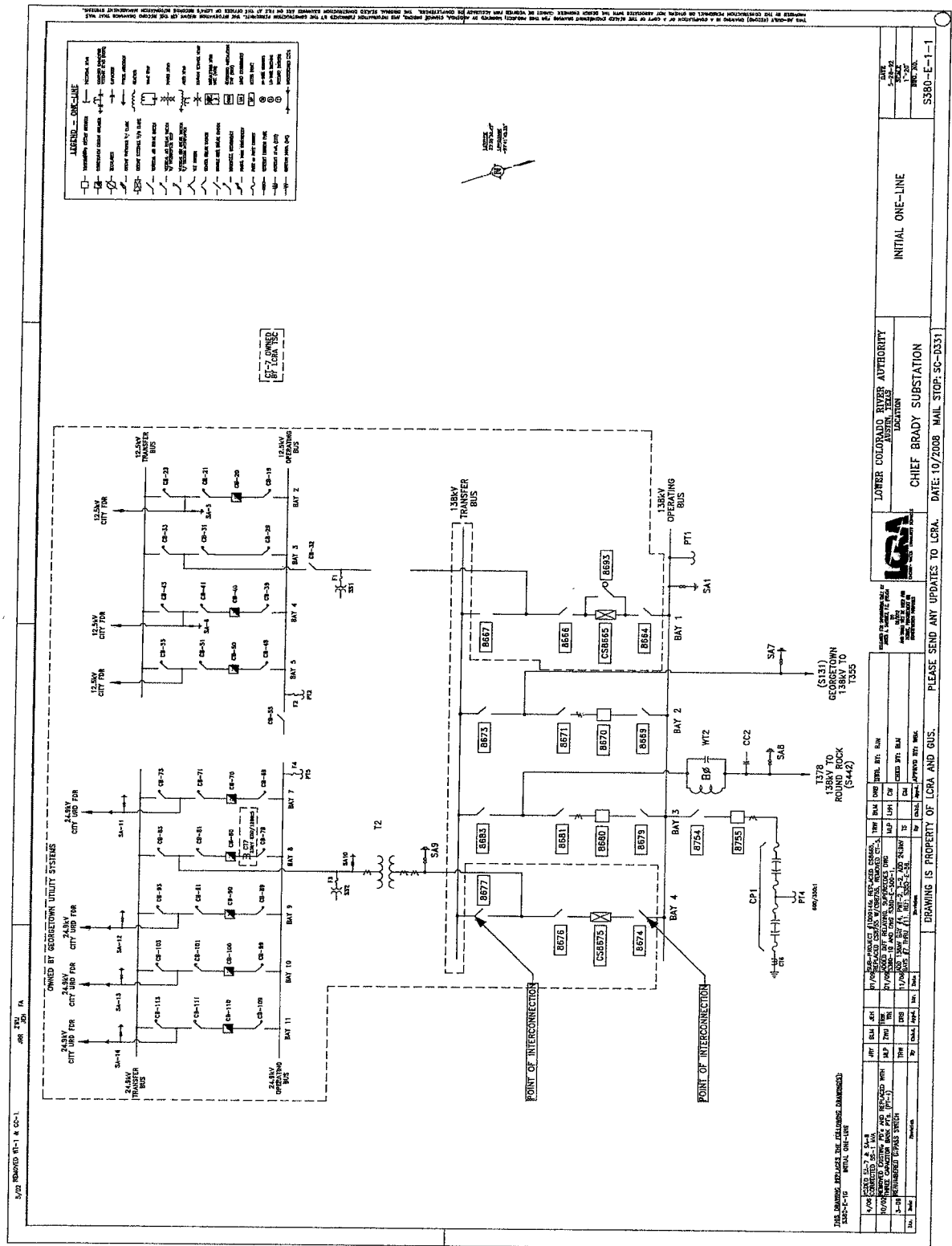
11. Maintenance Responsibilities of Each Party: Each Party will be fully responsible for the maintenance of the equipment it owns.

12. Other Terms and Conditions:

- City and LCRA TSC are to share access to the substation by LCRA TSC locks in the gate and in the control house doors.
- City will supply and allow LCRA TSC use of its 24.9 kV bus potential transformer PT5 for metering.
- City will supply and allow LCRA TSC use of transformer T2, 138 kV, 2000:5 multi-ratio relaying bushing current transformer for LCRA TSC's bus differential and breaker failure relaying scheme.
- LCRA TSC will provide tripping and close inhibit contacts from its bus differential and breaker failure relaying panel for City's circuit switcher CS8675 relaying panel.

- City will provide breaker failure initiate contacts from its circuit switcher CS8675 relaying panel to LCRA TSC's bus differential and breaker failure relaying panel.
- LCRA TSC and City shall design, provide, and coordinate their respective protection system equipment so that adjacent zones of protection overlap, in accordance with ERCOT Nodal Operating Guides.
- LCRA TSC agrees to provide City with substation control house space, ac and dc supplies.
- Both City and LCRA TSC agree to provide instrument transformers, cabling and connections within their respective equipment for overlapping system protection schemes.
- LCRA TSC agrees to make available to City status and analog SCADA points for LCRA TSC's transmission breakers at Chief Brady substation.

CHIEF BRADY ONE-LINE DIAGRAM



FACILITY SCHEDULE NO. 3
Amendment No 3

1. **Name:** Rivery Substation
2. **Facility Location:** The Rivery Substation is located at 401 Wolf Ranch Parkway, Georgetown, Williamson County, Texas 78626.
3. **Points of Interconnection:** There are two (2) Points of Interconnection in the Rivery Substation generally described as:
 - where the jumper from the LCRA TSC 138 kV bus attaches to City switch 10574.
 - where the jumper from the LCRA TSC 138 kV bus attaches to City switch 10564
4. **Transformation Services Provided by LCRA TSC:** No
5. **Metering Services Provided by LCRA TSC:** Yes
6. **Delivery Voltage:** 138 kV
7. **Metered Voltage and Location:** The metered voltage is 24.9 kV. The metering current transformers are located in T1 and T2. The metering potential transformers are located on the 24.9 kV, T1 and T2 operating buses.
8. **One Line Diagram Attached:** Yes
9. **Description of Facilities Owned by Each Party:**

City owns:

 - Two (2) circuit switchers CS10565 and CS10575 with associated bypass switches 10567, 10577 and disconnect switches 10564, 10574
 - Two (2) power transformers T1 and T2 with associated foundations and surge arresters
 - All distribution circuits including dead-end insulators that attach to the dead-end structure, conductor, and hardware
 - All distribution circuit breakers including jumpers and protection packages
 - Two (2) total circuit breakers RY15 and RY60 including jumpers and protection packages
 - All distribution and total circuit breaker foundations
 - All distribution and total bays including A-frames, trusses, insulators, disconnect switches, surge arresters, operating and transfer buses, and bus potential transformers
 - Two (2) station service SS1 and SS2 with fuses F2 and F3 and fused disconnect switches

- Underfrequency relay panel

LCRA TSC owns:

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

- The following transmission lines comprised of easements, conductors, shield wires, insulators, connecting hardware, and structures;
 - 138 kV Rivery to Georgetown transmission line
 - 138 kV Rivery to Gabriel transmission line
- 138 kV bus including structures, foundations and jumpers to City switches at the Point of Interconnection
- Two (2) 138 kV circuit breakers 10560 and 10570 including foundations, jumpers and protective relay packages
- Five (5) 138 kV disconnect switches 10559, 10569, 10561, 10568 and 10571
- One (1) 138 kV potential transformer PT2
- Three (3) 138 kV surge arrester SA3, SA13 and SA14
- 138 kV bus differential, breaker failure relaying scheme
- Control house with battery bank and battery charger, ac and dc panelboards, AC/Heating and auto transfer switch
- Cabling and conduit from City's fused disconnect switches to LCRA TSC'S Automatic Transfer Switch in the control house
- Substation property, ground grid, gravel, fencing, masonry panels, gates and other appurtenances

10. Operational Responsibilities of Each Party:

- City will be responsible for the operation of the equipment it owns.
- LCRA TSC will be 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.

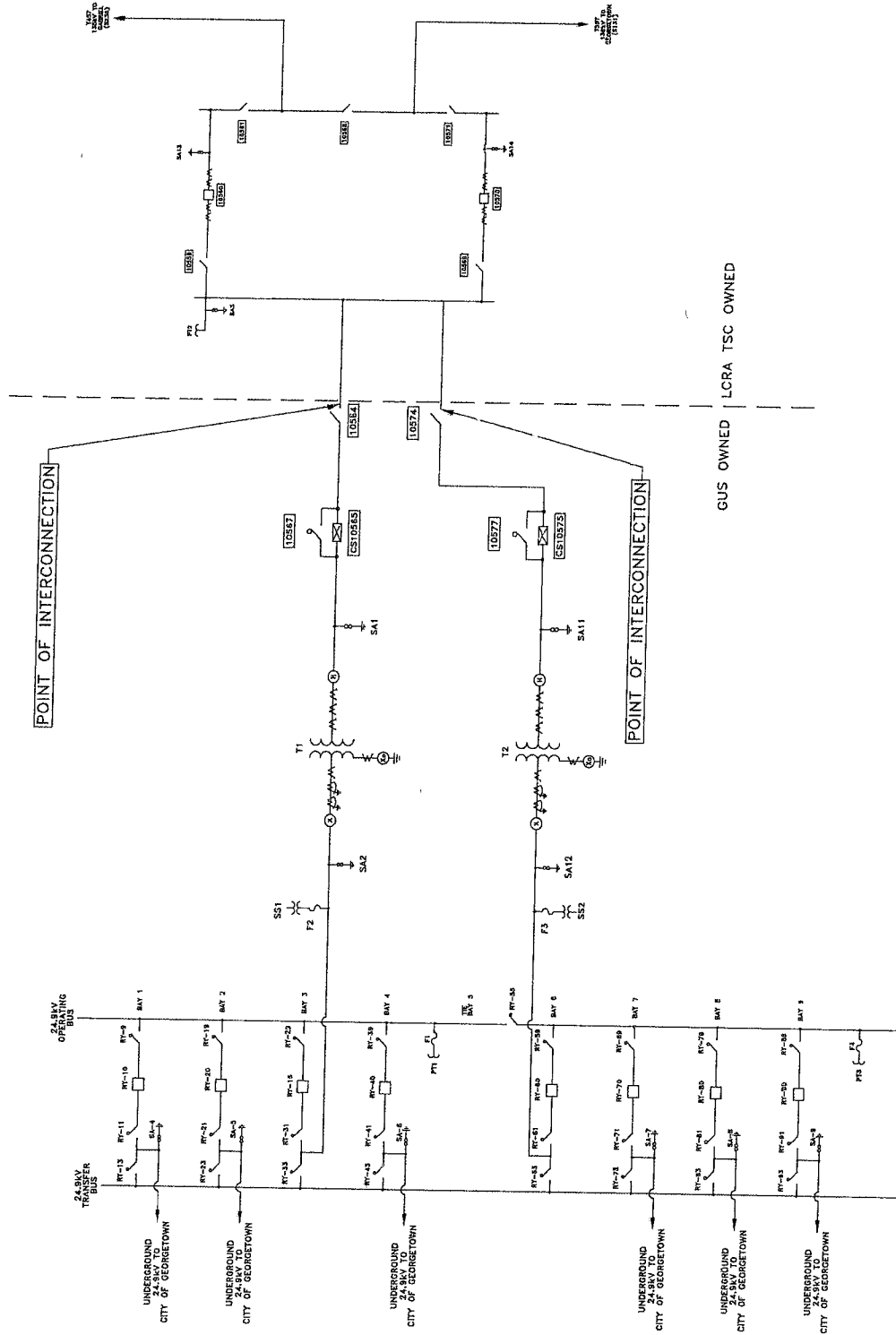
12. Other Terms and Conditions:

- City and LCRA TSC are to share access to the substation by LCRA TSC locks in the gate and in the control house doors.
- City will supply and allow LCRA TSC use of its 24.9 kV potential transformers PT1 and PT3 and 24.9 kV metering accuracy current transformers, from power transformers T1 and T2, for metering.
- City will supply and allow LCRA TSC use of power transformer T1 and T2, 138 kV, 2000:5 multi-ratio relaying bushing current transformers for LCRA TSC's bus differential and breaker failure relaying scheme.
- LCRA TSC will provide tripping and close inhibit contacts from its bus differential and breaker failure relaying panel for City's circuit switchers CS10565 and CS10575 relaying panels.
- City will provide breaker failure initiate contacts from its circuit switchers CS10565 and CS10575 relaying panels to LCRA TSC's bus differential and breaker failure relaying panel.

- LCRA TSC and City shall design, provide, and coordinate their respective protection system equipment so that adjacent zones of protection overlap, in accordance with ERCOT Nodal Operating Guides.
- LCRA TSC agrees to provide City with substation control house space, ac and dc supplies.
- Both LCRA TSC and City agree to provide instrument transformers, cabling and connections within their respective equipment for overlapping system protection schemes.
- LCRA TSC agrees to make available to City status and analog SCADA points for LCRA TSC's transmission breakers at Rivery substation.

RIVERY ONE-LINE DIAGRAM

Amendment No 3



RIVERY SUBSTATION

THIS IS NOT A COMPLETE ONE-LINE DIAGRAM.
FOR A COMPLETE ONE-LINE DIAGRAM OF THIS
SUBSTATION, REFER TO DRAWING S467-E-0001.

FACILITY SCHEDULE NO. 6
Amendment No 3

1. **Name:** Georgetown East Substation
2. **Facility Location:** The Georgetown East Substation is located at 2911 S.E. Inner Loop Drive, just northeast of the intersection of Inner Loop Drive and CR 110 in the city of Georgetown, Texas.
3. **Points of Interconnection:** There are two (2) Points of Interconnection in the Georgetown East Substation generally described as:
 - where the jumper from the 138 kV operating bus connects to switch MO19854.
 - where the jumper from the 138 kV operating bus connects to switch MO19864
4. **Transformation Services Provided by LCRA TSC:** No
5. **Metering Services Provided by LCRA TSC:** Yes
6. **Delivery Voltage:** 138 kV
7. **Metered Voltage and Location:** 138 kV. The metering current transformers and metering potential transformers are located in/on the 138 kV LCRA TSC bus between the incoming transmission lines and the 138 kV Operating Bus.
8. **One Line Diagram Attached:** Yes
9. **Description of Facilities Owned by Each Party:**

City owns:

 - Two (2) circuit switchers CS19855 and CS19865 with associated disconnect switches MO19854 and MO19864 and bypass switches 19857 and 19867
 - Two (2) power transformers T1 and T2 with associated foundations and surge arresters
 - Two (2) 12.5 kV bus breakers GE15 and GE25 including foundations, jumpers and protection packages
 - Two (2) transformer bus potential transformers PT3 and PT4
 - Four (4) bus disconnect switches GE15-1, GE15-2, GE25-1 and GE25-2
 - One (1) 12.5 kV operating bus tie breaker GE55 with disconnect switches GE55-T1 and GE55-T2, including foundation, jumpers and protection package
 - All distribution circuits including dead-end insulators that attach to the dead-end structure, conductor, and hardware
 - All distribution circuit breakers including jumpers and protection packages

- All distribution circuit breaker foundations
- All distribution and total bays including A-frames, trusses, insulators, disconnect switches, surge arresters, operating and transfer buses, and bus potential transformers
- One (1) station service with primary and alternate feeds from 12.5 kV operating buses T1 and T2 with fused switches SS1 and SS2 and surge arresters SA7 and SA8
- Control house with battery bank and battery charger, and ac and dc panelboards

LCRA TSC owns:

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

- Two (2) 138 kV dead end structures
- 138 kV operating bus including structures, foundations and jumpers to City switches at the Points of Interconnection
- Four (4) 138 kV motor operated switches MO19859, MO19861, MO19869 and MO19879 with interrupters, stands and foundations
- Two (2) 138 kV metering potential transformer PT1 and PT2 with stands and foundations
- Two (2) 138 kV surge arrester SA1 and SA2 with stands and foundations
- Two (2) 138 kV metering current transformers CT1 and CT2 with stands and foundations
- One (1) meter panel
- Substation property, ground grid, gravel, fencing and other appurtenances

10. Operational Responsibilities of Each Party:

- City will be responsible for the operation of the equipment it owns.
- LCRA TSC will be responsible for the operation of the equipment it owns.

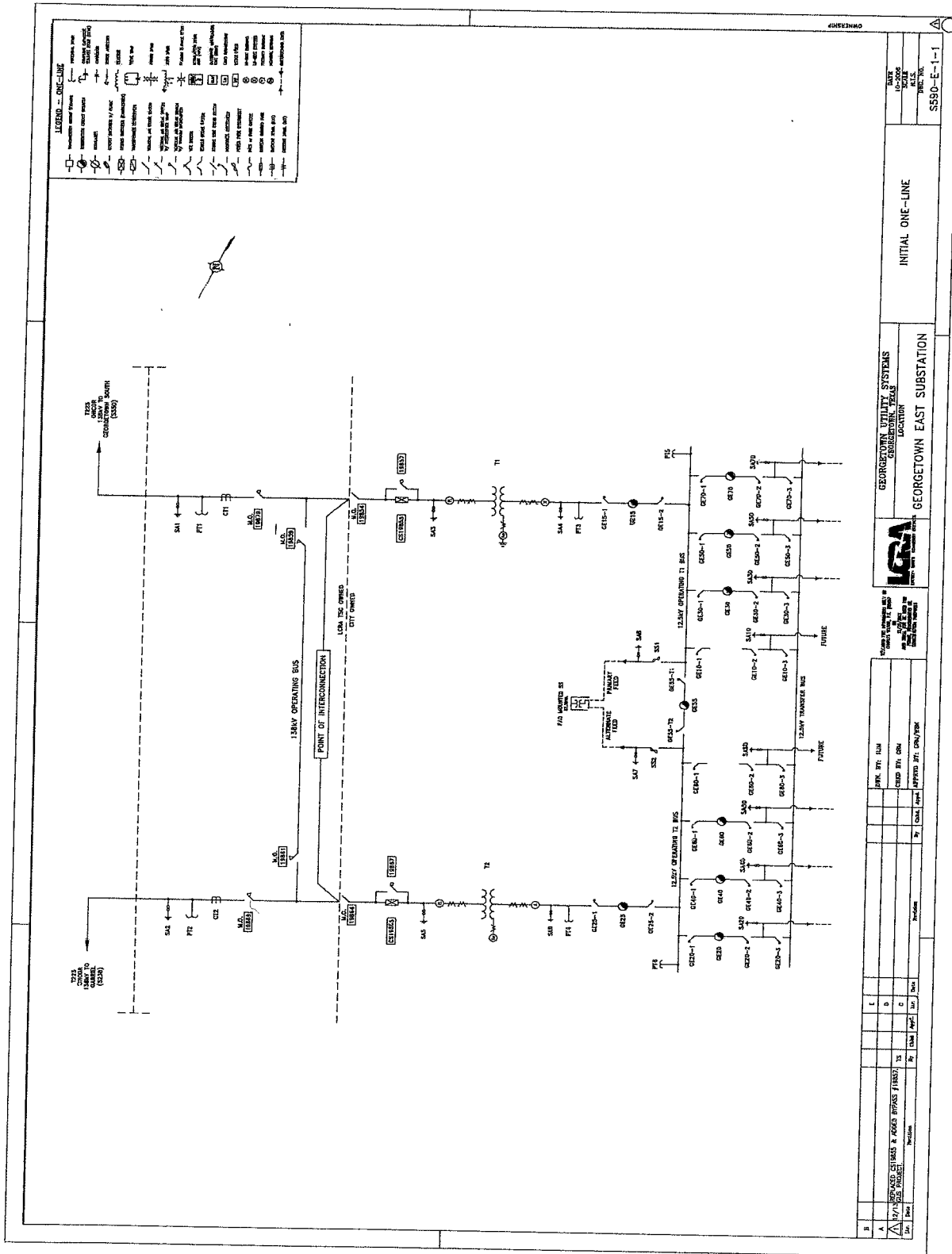
11. Maintenance Responsibilities of Each Party: Each Party will be fully responsible for the maintenance of the equipment it owns.

12. Other Terms and Conditions:

- City and LCRA TSC are to share access to the substation by LCRA TSC locks in the gate and in the control house doors.
- City will provide LCRA TSC with floor space (as available and as necessary) in its control house for the installation of LCRA TSC required panels and equipment.
- City will supply and provide LCRA TSC access to 125 VDC and 120 VAC power. Circuits must have over current protection devices (OCPD) sized according to NEC standards. Panel boards containing the OCPD may belong to either City (if space is available) or LCRA TSC.

GEORGETOWN EAST ONE-LINE DIAGRAM

Amendment No 3



FACILITY SCHEDULE NO. 7
Amendment No 3

1. **Name:** Georgetown South Substation
2. **Facility Location:** The Georgetown South Substation is located at 950 Rabbit Hill Road, Georgetown, Williamson County, Texas 78626.
3. **Points of Interconnection:** There is one (1) Point of Interconnection in the Georgetown South Substation generally described as:
 - where the jumper from the 138 kV operating bus connects to switch 19884.
4. **Transformation Services Provided by LCRA TSC:** No
5. **Metering Services Provided by LCRA TSC:** Yes
6. **Delivery Voltage:** 138 kV
7. **Metered Voltage and Location:** 138 kV. The metering current transformers and metering potential transformers are located in/on the 138 kV LCRA TSC bus between the incoming transmission lines and the 138 kV Operating Bus.
8. **One Line Diagram Attached:** Yes
9. **Description of Facilities Owned by Each Party:**

City owns:

- One (1) circuit switcher CS19885 with associated disconnect switch MO19884
- One (1) Normally Open disconnect switch MO19894 (for mobile or future transformer)
- One (1) power transformer T1 with associated foundation and surge arresters
- One (1) power transformer T1 12.5 kV bus breaker GS15 with transformer bus potential transformer PT3 and two bus disconnect switches GS15-1 and GS15-2
- One (1) 12.5 kV operating bus tie breaker GS55 with disconnect switches GS55-T1 and GS55-T2, including foundation, jumpers and protection package
- All distribution circuits including dead-end insulators that attach to the dead-end structure, conductor, and hardware
- All distribution circuit breakers including jumpers and protection packages
- All distribution circuit breaker foundations
- All distribution and total bays including A-frames, trusses, insulators, disconnect switches, surge arresters, operating and transfer buses, and bus potential transformers
- One (1) station service with primary and alternate feeds from 12.5 kV operating buses T1 and T2 with fused switches SS1 and SS2

- Control house with battery bank and battery charger, and ac and dc panelboards

LCRA TSC owns:

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

- Two (2) 138 kV dead end structures
- 138 kV operating bus including structures, foundations and jumpers to City switches at the Point of Interconnection and mobile/future connection
- Four (4) 138 kV motor operated switches MO19889, MO19891, MO19899 and MO19909 with interrupters, stands and foundations
- Two (2) 138 kV metering potential transformer PT1 and PT2 with stands and foundations
- Two (2) 138 kV surge arrester SA1 and SA2 with stands and foundations
- Two (2) 138 kV metering current transformers CT1 and CT2 with stands and foundations
- One (1) meter panel
- Substation property, ground grid, gravel, fencing and other appurtenances

10. Operational Responsibilities of Each Party:

- City will be responsible for the operation of the equipment it owns.
- LCRA TSC will be 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:

- City and LCRA TSC are to share access to the substation by LCRA TSC locks in the gate and in the control house doors.
- City will provide LCRA TSC with floor space (as available and as necessary) in its control house for the installation of LCRA TSC required panels and equipment.
- City will supply and provide LCRA TSC access to 125 VDC and 120 VAC power. Circuits must have over current protection devices (OCPD) sized according to NEC standards. Panel boards containing the OCPD may belong to either City (if space is available) or LCRA TSC.

GEORGETOWN SOUTH ONE-LINE DIAGRAM

