

SPP-NTC-200172

SPP
Notification to Construct

April 9, 2012

Mr. Bill Dowling
Midwest Energy, Inc.
1330 Canterbury Dr.
Hays, KS 67601

RE: Notification to Construct Approved ITPNT Network Upgrades

Dear Mr. Dowling,

Pursuant to Section 3.3 of the Southwest Power Pool, Inc. ("SPP") Membership Agreement and Attachment O, Section VI, of the SPP Open Access Transmission Tariff ("OATT"), SPP provides this Notification to Construct ("NTC") directing Midwest Energy, Inc. ("Midwest"), as the Designated Transmission Owner, to construct the Network Upgrade(s).

On January 31, 2012, the SPP Board of Directors approved the Network Upgrade(s) listed below to be constructed as part of the 2012 Integrated Transmission Planning Near-Term ("ITPNT") Assessment.

New Network Upgrades

Project ID: 30358

Project Name: Multi - Ellsworth - Bushton - Rice 115 kV

Need Date for Project: 6/1/2012

Estimated Cost for Project: \$19,459,597 (this project cost contains Network Upgrades not included in this NTC)

Date of Estimated Cost: 9/20/2011

Estimated Cost Source: Midwest & Mid-Kansas Electric

Network Upgrade ID: 50411

Network Upgrade Name: Rice Substation 115 kV

Network Upgrade Description: Install 115 kV breaker at Rice substation for the new 115 kV line to Ellsworth.

Network Upgrade Owner: Midwest

MOPC Representative: Bill Dowling

TWG Representative: Nathan McNeil

Categorization: Regional reliability

SPP-NTC-200172

Network Upgrade Specification: All elements and conductor must have at least an emergency rating of 199 MVA, but are not limited to that amount.

Network Upgrade Justification: Voltage violations at Ellsworth, Covert, East Hall, Russell, and Waldo 115 kV for contingency of Ellsworth Tap - Mullergren 115 kV.

Cost Allocation of the Network Upgrade: Base Plan

Network Upgrade ID: 50448

Network Upgrade Name: Ellsworth - Rice 115 kV (MIDW)

Network Upgrade Description: Build new 115 kV line from Rice substation to the Mid-Kansas Electric interception point going towards Bushton and Ellsworth. The total mileage of this Ellsworth to Bushton to Rice 115 kV line is 28 miles. Mid-Kansas Electric and Midwest shall decide who shall build how much of these Network Upgrades and shall provide such information, along with specific cost estimates for each Designated Transmission Owner's portion of the Network Upgrades, to SPP in the response to this NTC.

Network Upgrade Owner: Midwest

MOPC Representative: Bill Dowling

TWG Representative: Nathan McNeil

Categorization: Regional reliability

Network Upgrade Specification: All elements and conductor must have at least an emergency rating of 199 MVA, but are not limited to that amount.

Network Upgrade Justification: Voltage violations at Ellsworth, Covert, East Hall, Russell, and Waldo 115 kV for contingency of Ellsworth Tap - Mullergren 115 kV.

Cost Allocation of the Network Upgrade: Base Plan

Commitment to Construct

Please provide to SPP a written commitment to construct the Network Upgrade(s) within 90 days of the date of this NTC, pursuant to Attachment O, Section VI.6 of the SPP OATT, in addition to providing a construction schedule and an updated $\pm 20\%$ cost estimate, NTC Project Estimate, in the Standardized Cost Estimate Reporting Template for the Network Upgrade(s). Failure to provide a sufficient written commitment to construct as required by Attachment O could result in the Network Upgrade(s) being assigned to another entity.

Mitigation Plan

The Need Date represents the timing required for the Network Upgrade(s) to address the identified need. Your prompt attention is required in the formulation and approval of any necessary mitigation plans for the Network Upgrade(s) included in the Network Upgrade(s) if the Need Date is not feasible. Additionally, if it is anticipated that the completion of any Network Upgrade will be delayed past the Need Date, SPP requires a mitigation plan be filed within 60 days of the determination of expected delays.

SPP-NTC-200172

Notification of Commercial Operation

Please submit a notification of commercial operation for each listed Network Upgrade to SPP once the Network Upgrade is complete and in-service. Please provide SPP with the actual costs of these Network Upgrades as soon as possible after completion of construction. This will facilitate the timely billing by SPP based on actual costs.

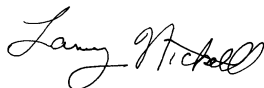
Notification of Progress

Please keep SPP advised of any inability on Midwest's part to complete the approved Network Upgrade(s). For project tracking purposes, SPP requires Midwest to submit status updates for the Network Upgrade(s) quarterly, in conjunction with the SPP Board of Directors meetings. However, Midwest shall also advise SPP of any inability to comply with the Project Schedule as soon as the inability becomes apparent.

All terms and conditions of the SPP OATT and the SPP Membership Agreement shall apply to this Project, and nothing in this NTC shall vary such terms and conditions.

Don't hesitate to contact me if you have questions or comments regarding these instructions. Thank you for the important role that you play in maintaining the reliability of our electric grid.

Sincerely,

A handwritten signature in black ink that reads "Lanny Nickell".

Lanny Nickell
Vice President, Engineering
Phone: (501) 614-3232 • Fax: (501) 821-3198 • lnickell@spp.org

cc: Carl Monroe - SPP
Katherine Prewitt - SPP
Nathan McNeil - Midwest Energy, Inc.
Ernie Lehman - Midwest Energy, Inc.