SPP Notification to Construct

December 20, 2013

Mr. Philip Crissup
Oklahoma Gas and Electric Co.
P.O. Box 321, M/C 903
Oklahoma City, OK 73101

RE: Notification to Construct Approved Reliability Network Upgrades

Dear Mr. Crissup,

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 Oklahoma Gas and Electric Co. ("OGE"), 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 10-Year Assessment ("ITP10"). On April 9, 2012, SPP issued OGE the Notification to Construct with Conditions ("NTC-C") No. 200185.

On October 7, 2013, SPP received OGE’s NTC-C Project Estimate(s) ("CPE") for the Network Upgrade(s) specified in the NTC-C No. 200185. SPP approved the CPE(s) as meeting the requirements of Condition No. 1 of the NTC-C, and an NTC would therefore be automatically issued for the Network Upgrade(s).

Upgrades with Modifications

Previous NTC Number: 200185
Previous NTC Issue Date: 4/9/2012
Project ID: 30361
Project Name: Multi - Chisholm - Gracemont 345 kV
Need Date for Project: 3/1/2018
Estimated Cost for Project: $162,952,357 (this project cost contains Network Upgrades not included in this NTC)

Network Upgrade ID: 50419
Network Upgrade Name: Chisholm - Gracemont 345 kV Ckt 1 (OGE)
Network Upgrade Description: Build new 30-mile single circuit 345 kV line from the Gracemont substation to the interconnection point with American Electric Power, toward
the new Chisholm substation. Install any necessary terminal equipment at Gracemont.

**Network Upgrade Owner:** OGE  
**MOPC Representative(s):** Jacob Langthorn, IV  
**TWG Representative:** Travis Hyde  
**Reason for Change:** The CPE(s) for this project was determined to meet the requirements of Condition No. 1 of the NTC-C No. 200185. Therefore, the conditions of the project are removed.  
**Categorization:** ITP10  
**Network Upgrade Specification:** All elements and conductor must have at least an emergency rating of 1792 MVA.  
**Network Upgrade Justification:** To address the overload of Clinton Air Force Base Tap - Hobart Junction 138 kV, Elk City - Clinton Air Force Base Tap 138 kV, and Elk City 230/138 kV transformer for the loss of Lincoln Electric System Oklaunion 345 kV and other various contingencies. To address the overload of Clinton Junction - Elk City 138 kV for the loss of a portion of Elk City - Clinton Air Force Base Tap - Hobart Junction 138 kV line.  
**Estimated Cost for Network Upgrade (current day dollars):** $43,853,500  
**Cost Allocation of the Network Upgrade:** Base Plan  
**Estimated Cost Source:** OGE  
**Date of Estimated Cost:** 10/7/2013

**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. 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 for 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.

**Notification of Commercial Operation**

Please submit a notification of commercial operation for each listed Network Upgrade to SPP as soon as 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

On an ongoing basis, please keep SPP advised of any inability on OGE’s part to complete the approved Network Upgrade(s). For project tracking, SPP requires OGE to submit status updates of the Network Upgrade(s) quarterly in conjunction with the SPP Board of Directors meetings. However, OGE 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,

Lanny Nickell
Vice President, Engineering
Phone: (501) 614-3232 • Fax: (501) 482-2022 • lnickell@spp.org

cc: Carl Monroe - SPP
    Katherine Prewitt - SPP
    Jacob Langthorn, IV - OGE
    Travis Hyde - OGE