Notification to Construct

February 12, 2016

Mr. John Fulton
Southwestern Public Service Company
P.O. Box 1261
Amarillo, TX 79105

RE: Notification to Construct Approved Reliability Network Upgrades

Dear Mr. Fulton,

Pursuant to Section 3.3 of the Southwest Power Pool, Inc. ("SPP") Membership Agreement and Attachments O and Y of the SPP Open Access Transmission Tariff ("OATT"), SPP provides this Notification to Construct ("NTC") directing Southwestern Public Service Company ("SPS"), as the Designated Transmission Owner, to construct the Network Upgrade(s).

On January 25, 2011, the SPP Board of Directors ("Board") approved the Network Upgrade listed below to be constructed. On January 26, 2016, the Board approved a modification to the Network Upgrade Description for the Network Upgrade.

Upgrades with Modifications

Previous NTC Number: 20130
Previous NTC Issue Date: 2/14/2011
Project ID: 1001
Project Name: Line - Randall - South Georgia and Osage Station 115 kV Line Re-termination
Need Date for Project: 6/1/2016
Estimated Cost for Project: $10,316,217

Network Upgrade ID: 11315
Network Upgrade Name: Randall County Interchange - South Georgia Interchange 115 kV Ckt 1
Network Upgrade Description: Construct approximately 2 miles of new 115 kV line from Randall Co. Interchange towards Osage Substation connecting to South Georgia line. Tie new 115 kV line into existing circuit V70 near Osage Substation. Reconfigure the 115 kV transmission lines around Osage Substation: remove circuit V04 termination from Osage Substation and remove circuit back to Manhattan Tap (remove 3- terminal...
condition); remove circuits V67 and V05 terminations from Osage Substation and tie them together around Osage Substation; leave only circuits V43 and T75 terminated at the Osage Substation. Add new 115 kV terminal at Randall Co. Interchange and rebuild Randall 115 kV bus to breaker and one-half design. Upgrade terminal equipment and reset relays at South Georgia Interchange.

Network Upgrade Owner: SPS
MOPC Representative(s): William Grant
TWG Representative: John Fulton
Reason for Change: Modification to Network Upgrade Description approved to remove conductor type.
Categorization: Regional reliability
Network Upgrade Specification: Upgrade facilities to 160 MVA emergency rating.
Network Upgrade Justification: To address the overload of Osage Switching Station - South Georgia Interchange 115 kV for the loss of Cherry - Northwest Interchange 115 kV Ckt 1 or multi-terminal contingencies. Also to address the overload of Manhattan Tap - Osage Switching Station 115 kV Ckt 1 for the loss of Osage Switching Station - Randall Co. Interchange 115 kV Ckt 1.
Estimated Cost for Network Upgrade (current day dollars): $10,316,217
Cost Allocation of the Network Upgrade: Base Plan
Estimated Cost Source: SPS
Date of Estimated Cost: 2/13/2015

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, in addition to providing a construction schedule and an updated ±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 the SPP OATT 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 SPS's part to complete the approved Network Upgrade(s). For project tracking, SPP requires SPS to submit status updates of the Network Upgrade(s) quarterly in conjunction with the SPP Board of Directors meetings. However, SPS 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
    Antoine Lucas - SPP
    William Grant - SPS