May 12, 2017

Ms. Tina Gaines
Empire District Electric Company
P.O. Box 127
Joplin, MO 64802

RE: Notification to Construct Approved Reliability Network Upgrades

Dear Ms. Gaines,

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 Empire District Electric Company ("EDE"), as the Designated Transmission Owner, to construct the Network Upgrade(s).

On April 25, 2017, the SPP Board of Directors approved the Network Upgrade(s) listed below to be constructed as part of the 2017 Integrated Transmission Planning Near-Term Assessment ("ITPNT").

New Network Upgrades

Project ID: 41209
Project Name: Line – Republic East – Republic Hines Street – Republic North – Nichols 69 kV Reconductor
Need Date for Project: 6/1/2018
Estimated Cost for Project: $6,300,000

Network Upgrade ID: 61869
Network Upgrade Name: Nichols – Republic North 69 kV Reconductor
Network Upgrade Description: Reconductor 9.7-mile 69 kV line from Nichols to Republic North.
Network Upgrade Owner: EDE
MOPC Representative(s): Fred Meyer
TWG Representative: Nate Morris
Categorization: Regional Reliability
Network Upgrade Specification: All elements and conductor must have an emergency rating of at least 96 MVA.
Network Upgrade Justification: Upgrade identified in the Needs Assessment of the 2017 ITPNT as needed for regional reliability.

Estimated Cost for Network Upgrade (current day dollars): $4,050,000

Cost Allocation of the Network Upgrade: Base Plan

Estimated Cost Source: EDE

Date of Estimated Cost: 2/3/2017

Network Upgrade ID: 61870
Network Upgrade Name: Republic Hines Street - Republic North 69 kV Reconductor
Network Upgrade Description: Reconductor 3.9-mile 69 kV line from Republic Hines Street to Republic North.
Network Upgrade Owner: EDE
MOPC Representative(s): Fred Meyer
TWG Representative: Nate Morris
Categorization: Regional Reliability
Network Upgrade Specification: All elements and conductor must have an emergency rating of at least 96 MVA.

Network Upgrade Justification: Upgrade identified in the Needs Assessment of the 2017 ITPNT as needed for regional reliability.

Estimated Cost for Network Upgrade (current day dollars): $1,450,000

Cost Allocation of the Network Upgrade: Base Plan

Estimated Cost Source: EDE

Date of Estimated Cost: 2/6/2017

Network Upgrade ID: 61871
Network Upgrade Name: Republic East - Republic Hines Street 69 kV Reconductor
Network Upgrade Description: Reconductor 1.3-mile 69 kV line from Republic East to Republic Hines Street.
Network Upgrade Owner: EDE
MOPC Representative(s): Fred Meyer
TWG Representative: Nate Morris
Categorization: Regional Reliability
Network Upgrade Specification: All elements and conductor must have an emergency rating of at least 96 MVA.

Network Upgrade Justification: Upgrade identified in the Needs Assessment of the 2017 ITPNT as needed for regional reliability.

Estimated Cost for Network Upgrade (current day dollars): $800,000

Cost Allocation of the Network Upgrade: Base Plan

Estimated Cost Source: EDE

Date of Estimated Cost: 2/6/2017
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 EDE’s part to complete the approved Network Upgrade(s). For project tracking, SPP requires EDE to submit status updates of the Network Upgrade(s) quarterly in conjunction with the SPP Board of Directors meetings. However, EDE 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  
Jay Caspary - SPP  
Fred Meyer - EDE  
Richard McCord - EDE  
Nate Morris - EDE