



EB-2013-0066

IN THE MATTER OF the *Ontario Energy Board Act*,
1998, S.O.1998, c.15, Schedule B;

AND IN THE MATTER OF an application by the
Independent Electricity System Operator for renewal
of its licence.

By delegation, before: Theodore Antonopoulos

DECISION AND ORDER
September 26, 2013

BACKGROUND

The Independent Electricity System Operator (“IESO”) filed an application dated March 1, 2013 with the Ontario Energy Board (the “Board”) under section 60 of the *Ontario Energy Board Act, 1998* (the “Act”) to renew its licence.

In its application, the IESO requested that the Board renew its licence for a twenty-year term. The IESO also proposed a number of other changes to its licence, which Board staff categorized as follows in its submissions made further to the Notice of Application and Written Hearing referred to below:

1. The removal of section 5.2 of the current licence, which was a condition applicable to interim and transitional licences only;
2. Proposed minor modifications to its current licence, for consistency with legislation or greater internal consistency within the licence; and

3. Amendments to sections 14, 16 and 17 of the licence in the event that a Ministerial Directive enables such changes.

The Board issued a Notice of Application and Written Hearing on March 26, 2013, making provision for interventions and for the filing of interrogatories and submissions. No requests for intervention were received, and no interrogatories were filed. Board staff filed a submission on May 28, 2013 and the IESO filed its reply submission on June 21, 2013.

In its submission Board staff commented on the IESO's proposed term of the licence and the proposed changes, and also proposed several new conditions for the Board's consideration.

By Decision and Order dated July 26, 2013, the IESO's current licence was extended until the final determination of this matter or September 30, 2013, whichever is earlier. On August 12, 2013, the IESO filed a letter with the Board regarding one of the new licence conditions proposed by Board staff.

SUBMISSIONS AND FINDINGS

I. Changes Proposed by IESO

Section 5.1: Licence Term

In its application, the IESO has proposed the renewal of its licence for a term of twenty years. Historically, the licence has been issued and renewed for five-year terms. In support of its request the IESO stated that considering that the IESO's mandate and core responsibilities have not changed over the past ten years, a longer term of the licence is more appropriate and will reduce administrative costs associated with the licensing process. In addition, the IESO stated that the Board issues licences with twenty-year terms for many market participants. Board staff in its submission supported the IESO's request and stated that a twenty-year term of the licence is appropriate considering the reasons provided by the IESO.

I have determined that it is in the public interest to renew the IESO's licence for a term of twenty years for the reasons provided by the IESO.

Removal of Section 5.2: Condition Related to Interim Licences

The IESO proposed the removal of the licence condition set out in section 5.2 of its licence. As noted by the IESO, this condition originates from a Ministerial Directive dated March 16, 1999 and approved by Order in Council 600/99 dated March 24, 1999 (the “1999 Directive”) and was applicable to interim and transitional licences issued under section 129 of the Act, which has now been repealed. Board staff in its submission stated that there is no obligation on the Board to maintain this licence condition and agreed that this licence condition can be removed.

Considering that the licence condition set out in section 5.2 of the licence ceased to apply once the IESO received a permanent licence in 2003, and the fact that section 129 of the Act to which section 5.2 applies has been repealed, I agree that section 5.2 should be removed from the IESO’s licence.

Minor Modifications

The IESO has proposed a number of largely minor modifications to its licence with the intent of achieving consistency with applicable legislation and within the licence itself. In its submission, Board staff agreed with the IESO’s proposals with a few exceptions for which Board staff proposed alternatives. The IESO supported those alternatives in its reply submission.

I accept the minor modifications to the licence proposed by the IESO as these modifications are administrative in nature and do not affect the authorizations and obligations under the licence. These include changes to sections 4, 7, 9 and 18. I also accept certain of the alternative modifications proposed by Board staff (and supported by the IESO). The relevant findings are as follows:

- *Section 1, Definitions:*
 - The definition of “Market Surveillance Panel” will be revised to read: “means the Market Surveillance Panel continued under Part II of the Act”.
 - A new defined term will be added for “reliability standard”, specifically: “means a standard or criterion, including an amendment to a standard or criterion, relating to the reliable operation of the integrated power system that is approved by a standards authority”.

- The definition of “standards authority” will be revised to read: “means the North American Electric Reliability Corporation or any successor thereof, or any other agency or body designated by regulation that approves standards or criteria applicable both in and outside Ontario relating to the reliability of transmission systems”.
- *Section 2, Interpretation:*
 - The end of section 2.1 will be modified to include a reference to an action being permitted to occur on the next day “that is not a holiday”, which is consistent with other licences issued by the Board.
- *Section 6, Provision of Information to the Board:*
 - Section 6.2(c) of the licence will be deleted as requested by the IESO given that the obligation set out in that section is covered in section 7 of the licence. I find that it is not necessary to retain section 6.2(c) for the purpose of reminding the IESO of its obligations in this regard, given that the requirement is captured in section 7.2.

Amendments to Sections Requiring a Ministerial Directive (Sections 12, 14, 16, and 17)

The IESO identified changes to these sections to address references that either no longer apply or are outdated, or to harmonize wording with other Board-issued licences. The IESO also noted, however, that sections 14, 16 and 17 of the licence originated from the 1999 Directive and that no change can be made to them without the issuance of another Ministerial Directive. The IESO stated that if such a future Directive enabled these changes, the IESO would seek corresponding amendments. In its reply submission, the IESO did not take issue with Board staff’s submission that section 12 of the licence, to which the IESO also proposed changes, also falls into this category.

Board staff agreed that no changes should be made to these sections of the licence in the absence of a further Directive to that effect. Board staff also noted that, in the event that changes to section 16 were to become permitted, consideration should be given to deleting section 16.1 altogether rather than amending it. Board staff observed that since the Market Surveillance Panel now resides within the Board rather than being a panel of the IESO, it is not clear that section 16.1 remains appropriate as a condition of

the IESO's licence. In its reply submission, the IESO agreed with Board staff's observation regarding section 16.1.

I agree that no changes should be made to these sections in the absence of a further Ministerial Directive. Although the IESO did not address Schedules A and B of the IESO's licence, the same may be said of these Schedules which also originated with the 1999 Directive.

In the interests of clarity, however, the licence shall include footnotes to sections 14, 16 and 17 that explain that those sections originated from the 1999 Directive and identify relevant changes in circumstance. No similar clarification is required for section 12, as there are no relevant changes in circumstances.

II. New Licence Conditions Proposed by Board Staff

In its submission, Board staff proposed that new conditions be added to the IESO's licence to require filings in relation to three matters:

- Annual reporting on the implementation of Market Surveillance Panel ("MSP") recommendations;
- Filings regarding market rule amendments in the context of an application to review; and
- Filings regarding the development and status of reliability standards.

Board staff submitted that including these matters as licence conditions will not only be of assistance to the Board, but will also provide greater regulatory predictability for the IESO in terms of the Board's needs.

I note that the IESO did not object, as a general matter, to the use of conditions to address these items, nor did it propose alternatives, but rather addressed each proposed condition in turn, and on its own merits.

Annual Reporting on the Implementation of MSP Recommendations

Board staff submitted that although the IESO communicates to the Board, and publicly on its website, on the the actions it intends to take in response to recommendations made in the MSP's semi-annual monitoring reports, it would be of assistance to the

Board if the IESO were to submit an annual report to the Board indicating the status of the IESO's activities in respect of outstanding MSP recommendations. Board staff proposed that the following new condition be added to the IESO's licence, as a new paragraph in section 6.2:

provide the Board, on or before the end of each calendar year, with the status of actions taken by the Licensee further to all recommendations addressed to the Licensee in any report issued by the Market Surveillance Panel in that year and the preceding four calendar years to the extent that they remain outstanding and, where no action has been taken in relation to a recommendation, the rationale for not taking action.

In its reply submission, the IESO did not object to the addition of this proposed licence condition, but suggested that a potential timing issue should be addressed with regards to an MSP monitoring report issued late in a calendar year. The IESO proposed that the following sentence be added to Board staff's proposed licence condition:

The Licensee's response to recommendations in any report issued by the Market Surveillance Panel within 30 days of the end of the calendar year will be included in the succeeding report.

I approve this new condition with the additional sentence proposed by the IESO. As noted above, the IESO did not object to the condition, and formalizing this reporting would be consistent with other areas of the licence where the IESO is obligated to provide certain information to the Board. Unlike section 6.2(c), this reporting requirement is not already captured under section 7.2.

Filings re: Market Rule Amendment Review Application

Under section 33 of the *Electricity Act, 1998* (the "Electricity Act"), any person may apply to the Board to review an amendment to the market rules, and the Board is required to issue an order that embodies its final decision within 60 days after receiving an application. Board staff noted that information pertaining to the development of, and the rationale for, any market rule amendment that is the subject of an application for review under section 33 of the Electricity Act will be relevant to the Board's hearing of the application and will be required by the Board. According to Board staff, the

information in question resides with the IESO. Board staff submitted that, based on past experience with market rule amendment review proceedings, the Board and parties to such a proceeding would be assisted by the production of relevant information as early as possible following the filing of an application for review. Board staff therefore proposed to add the following new condition to the IESO's licence:

The Licensee shall, within seven days of the date of the filing of an application to review a Market Rule amendment under section 33 of the Electricity Act, file with the Board the following in respect of that Market Rule amendment:

- i. all Market Rule Amendment Submissions relating to the amendment, including any covering memoranda;
- ii. all written submissions received by the Licensee in relation to the amendment;
- iii. minutes or meeting notes of all stakeholder meetings (including meetings of the Licensee's Stakeholder Advisory Committee) and of all meetings of the Licensee's Technical Panel at which the amendment or the subject matter of the amendment was discussed;
- iv. a list of all materials related to the amendment or the subject matter of the amendment tabled before any stakeholders (including the Licensee's Stakeholder Advisory Committee) or before the Licensee's Technical Panel;
- v. a list of all materials tabled before the Board of Directors of the Licensee in relation to the amendment or the subject matter of the amendment, and a copy of all such materials other than those already captured by item (i) above;
- vi. a copy of the decision of the Board of Directors of the Licensee adopting the amendment;
- vii. any analysis conducted by the Licensee relating to the costs and benefits of the amendment, to the extent not already captured by any of the items above;
- viii. all materials relating to the development and consideration of options that involved alternatives to the amendment, to the extent not already captured by any of the items above; and

- ix. any materials relating to the consistency of the amendment with the purposes of the Electricity Act, to the extent not already captured by any of the items above.

In its reply submission, the IESO did not object to a licence condition obligating the IESO to produce items (i) to (vi) within the timelines suggested by Board staff. However, the IESO strongly objected to a licence condition that requires the production of the information identified in items (vii) through (ix). The IESO stated that production of this information in advance of any deliberations by the Board denies the IESO's procedural rights to have the Board address production requests that the IESO believes to be excessive, and also denies those rights to third parties whose material may be in the IESO's possession. The IESO also submitted that the statutory timeline for completing market rule amendment review proceedings does not justify a generic requirement to automatically produce, at the outset of every such proceeding, materials that may not be relevant to the issues in the proceeding nor useful to the Board in fulfilling its statutory mandate. In the IESO's view, each application will raise its own issues around the statutory test as set out in section 33(9) of the Electricity Act,¹ and that the parties should have an opportunity to make submissions with respect to the appropriate scope of document production, both by the IESO and others. The IESO submitted, in the alternative, that if the Board decides that it is necessary for the IESO to produce the materials in items (vii) to (ix) at the outset of every market rule amendment review proceeding, then correspondence should be explicitly excluded.

On August 12, 2013, the IESO filed a letter with the Board noting that Board staff and the IESO had engaged in further discussions in relation to items (vii) to (ix) of staff's proposed licence condition, and that agreement had been reached on the following revised versions of those items:

- vii. any final report conducted or commissioned solely by the Licensee, and not subsequently circulated outside of the IESO, comprising an analysis

¹Section 33(9) of the Electricity Act states:

If, on completion of its review, the Board finds that the amendment is inconsistent with the purposes of this Act or unjustly discriminates against or in favour of a market participant or class of market participants, the Board shall make an order,

- (a) revoking the amendment on a date specified by the Board; and
- (b) referring the amendment back to the IESO for further consideration.

relating to the costs and benefits of the amendment to the extent not already captured by any of the items above;

- viii. all materials (excluding correspondence and draft materials) relating to the development and consideration of options that involved alternatives to the amendment, to the extent not already captured by any of the items above, which are authored or commissioned solely by the Licensee and not subsequently circulated outside of the IESO; and
- ix. any materials (excluding correspondence and draft materials) relating to the consistency of the amendment with the purposes of the Electricity Act, to the extent not already captured by any of the items above, which are authored or commissioned solely by the Licensee and not subsequently circulated outside of the IESO.

I agree with Board staff that based on the Board's experience with prior market rule amendment review proceedings, and given the statutory timeline for completing such proceedings, it would be of assistance to the Board and to parties that information in the IESO's possession that is relevant to such proceedings be made available as early as possible in the process. If this information were in the possession of the party requesting the review, this would likely be a minimum filing requirement in terms of pre-filed evidence. Therefore, I agree that it is appropriate for the IESO to be required to produce certain information shortly after an application for a review has been filed, and that a deadline of seven days from the date of the filing of such application is reasonable.

As for the specific conditions, I approve items (i) through (vi) in the form proposed by Board staff, and which the IESO did not object to. With respect to items (vii) to (ix), I approve the revised versions as agreed to between the IESO and Board staff. In doing so, I am mindful that nothing in this licence condition limits the power of the Board to order the IESO to produce additional materials in the context of an application or pending application to review a market rule amendment.

Filings re: Reliability Standards***A. Filing at the time of posting of reliability standard***

Board staff submitted that it would be of assistance to the Board for the IESO to provide supporting materials in respect of each reliability standard that is posted for the purposes of section 36.2 of the Electricity Act. Board staff further submitted that the IESO's active participation in the standards development process places it in a unique position to readily provide the requisite materials. Board staff therefore proposed that the following new condition be added to the IESO's licence:

The Licensee shall, within seven days of the posting of a reliability standard under section 36.2(1) of the Electricity Act, file with the Board the following information or such other information as may be determined by the Board from time to time:

- i. a summary of the purpose of the reliability standard;
- ii. the class(es) of market participant to which the reliability standard will apply;
- iii. the anticipated technical impact that the reliability standard will have in Ontario;
- iv. an indication of the magnitude of costs associated with implementation of the reliability standard in Ontario, if known by the Licensee;
- v. a summary of the level of Ontario support for or opposition to the reliability standard during the standards development process, including the result of the final vote of the Registered Ballot Body of NERC or NPCC, as applicable; and
- vi. any salient history regarding the reliability standard, including whether the reliability standard has already been the subject of an order issued by the Federal Energy Regulatory Commission.

The IESO submitted that most of the information referred to in the proposed licence condition is already available to the Board through the petition of the North American Electric Reliability Corporation ("NERC") and through information that is publicly available on the IESO website. However, on the understanding that it would be of assistance to the Board for the IESO, the Ontario expert in reliability standard development, to provide a summary that includes the above-mentioned information, the

IESO stated that it is supportive of the intention underlying staff's proposed licence condition. The IESO proposed the following new paragraph to be added to 6.2 of its licence preceding the current section 6.2(f) in lieu of the licence condition proposed by Board staff (differences are denoted in bold font):

provide the Board, within seven business days of the posting of a reliability standard under section 36.2(1) of the *Electricity Act, 1998*, with a summary that describes the purpose of the standard; class(es) of **Ontario** market participants to which the standard will apply; the anticipated technical impact in Ontario; the magnitude of costs associated with implementation, if known by the Licensee; the level of **IESO support for the reliability standard including any Ontario market participant opposition, if known by the Licensee**, and the result of the final vote of the Registered Ballot Body of NERC or NPCC; and any salient history including **identification of a non-ANSI standard**.

I note that the applicant did not provide reasons for some of the revisions that it has proposed relative to the text proposed by Board staff. Nevertheless, I accept the new licence condition with the revised wording proposed by the IESO given that the IESO indicated in its reply submission, its understanding that Board staff would be agreeable to the revised wording.

The items in the paragraph provided by the IESO shall be in the form of a bullet list to be consistent with the market rule amendment review application conditions, and for better clarity.

The IESO also submitted that, with the inclusion of the new licence condition described above, some of the information already provided under section 6.2(f) of its current licence (the annual summary of any significant activities related to the development of reliability standards) would become redundant. Therefore, the IESO proposed the following modification (denoted in bold font below) to section 6.2(f) of its licence:

provide the Board, on or before the end of each calendar year, with a summary of any significant activities related to the development of reliability standards undertaken by the Licensee pursuant to subsections 5(1)(d) or 5(1)(e) of the

Electricity Act, **to the extent that such information has not already been provided under section 6.2(e) above.**

I accept the revision to section 6.2(f) for the reasons noted by the IESO.

B. Filing re: FERC review of a reliability standard

Board staff submitted that given that reliability standards generally do not take effect in the United States until they are approved by the Federal Energy Regulatory Commission (“FERC”), it would be helpful to the Board if the IESO were to notify the Board when the IESO becomes aware that FERC’s review of a reliability standard has been completed. Board staff therefore proposed that the following new condition be added to the IESO’s licence:

The Licensee shall notify the Board promptly upon becoming aware that the Federal Energy Regulatory Commission has released an order regarding a reliability standard.

In its reply submission, the IESO opposed this licence condition as the information in question should already be reported to the Board by NERC under section 2 of the Memorandum of Understanding (“MOU”) between the Board and NERC. The IESO also submitted that FERC issues orders for many reasons regarding reliability standards, and that the FERC orders of interest to the Board are the final rules approving or remanding a standard.

In the context of the legislative and market rule framework relating to the coming into effect and review of reliability standards, I agree with Board staff that it would be of assistance to the Board for the IESO to notify the Board when it becomes aware that FERC’s review of a reliability standard has been completed. I accept that the proposed licence condition should focus more specifically on FERC orders approving or remanding a reliability standard, which appears to be the intention behind Board staff’s proposal as explained in Board staff’s submission.

I acknowledge that, as noted by the IESO, the information that Board staff proposes be reported by the IESO is also expected to be provided by NERC under the terms of the Board’s MOU with NERC. However, the IESO, and not NERC, is licensed by the

Board. One of the IESO's statutory objectives is to "participate in the development by any standards authority of standards and criteria relating to the reliability of transmission systems".² It is appropriate for the IESO to provide information to the Board that relates directly to that element of the IESO's work.

I therefore accept the new licence condition, modified to clarify that the FERC orders that are to be reported are more specifically those that approve or remand a reliability standard:

The Licensee shall notify the Board promptly upon becoming aware that the Federal Energy Regulatory Commission has issued an order approving a reliability standard or remanding it back to the relevant standards authority.

C. Filing re: "Non-ANSI" standards

Board staff observed that a non-ANSI standard is a NERC standard that does not have the level of industry support required by NERC's rules and processes but that has nonetheless been adopted by NERC because NERC has been ordered to do so by FERC. Board staff proposed to add a licence condition that addresses developments regarding non-ANSI standards. This Board staff proposal is based on the fact that a non-ANSI standard is a "reliability standard" for the purposes of section 36.2 of the Electricity Act, but under the terms of the market rules the standard is not in force in Ontario unless and until the IESO determines that this should be the case, in consultation with affected market participants.

Specifically, Board staff proposed that the following new condition be added to the IESO's licence:

Where the Licensee engages in a consultation regarding a non-ANSI standard under section 1.2.7 of Chapter 5 of the Market Rules, the Licensee shall promptly upon completion of that consultation provide a report to the Board that includes the following information:

² Electricity Act, section 5(1)(d).

- i. a description of the consultation process, including the identity of the market participants that were consulted;
- ii. a summary of the position of each market participant as expressed during the consultation;
- iii. the outcome of the consultation; and
- iv. where the outcome is the rejection of the non-ANSI standard, an indication of whether a “made in Ontario” standard is being considered in lieu of the non-ANSI standard.

In its reply submission, the IESO supported the intention underlying Board staff’s proposal. However, the IESO stated that it already publishes a report in accordance with the market rules and proposed that a copy of that report be provided to the Board. Furthermore, the IESO noted that it is required by the market rules to publish notice of its determination that all or part of a reliability standard is in force in Ontario in accordance with section 1.2.7 of chapter 5 of the market rules. The IESO stated that this notice would address the items requested by Board staff in its proposed licence condition. Therefore, the IESO proposed the following new condition to be added as a new paragraph to section 6.2 of its licence in lieu of the licence condition as proposed by Board staff (differences are denoted in bold font):

provide the Board, where the Licensee engages in a consultation regarding a non-ANSI standard, **with a copy of the notice of its determination**, pursuant to section 1.2.7 of chapter 5 of the Market Rules, that would include a description of the consultation process, including the identity of the market participants that were consulted; **a summary of stakeholder feedback expressed during the consultation**; the outcome of the consultation; and where the outcome is the rejection of the non-ANSI standard, an indication of whether a “made in Ontario” standard is being considered in lieu of the non-ANSI standard.

On page 10 of its reply submission, the IESO noted that the market rules require it to publish a report that contains the information described in Board staff’s proposed licence condition, and proposed that a copy of that report be provided to the Board. On page 11, however, the IESO proposed a licence condition similar to that proposed by staff, but that refers to the IESO providing the Board with a copy of the notice of the IESO’s determination, which notice would include various pieces of information.

Although not clear from the record, the “notice of determination” that is identified by the IESO in its proposed revised licence condition appears to be (in essence) the report that is referred to by the IESO on page 10.

Also, there is no explanation as to why the IESO prefers a “summary of stakeholder feedback” rather than a “summary of the position of each market participant”. In the absence of an explanation of the pros and cons of each approach, an example of a past report (if one exists), the approximate number of market participants that may be involved, and a discussion on the frequency of such consultations, it is difficult to assess whether the IESO’s revised proposal is reasonable. That said, I am inclined to accept the IESO’s proposal given that it retains the requirement to identify all market participants that were consulted, and it is not clear that the incremental benefit of receiving a summary of the position of each market participant outweighs the potential increased burden of preparing such material. If in future the Board determines that such detail would be of assistance for a particular review, it may request it.

Overall, the revised wording proposed by the IESO for this licence condition is acceptable except for the following two items:

First, I note that the IESO’s revised conditions are silent on timing. I will therefore add the words, “immediately after it is published”, after “pursuant to section 1.2.7 of chapter 5 of the Market Rules ...”

Second, as with the previous conditions, the ones in this section should also be in the format of a bullet list for consistency and greater clarity.

Finally, for greater clarity and flow, the numbering of certain new conditions included in the attached licence has been amended from what was proposed by the IESO and/or Board staff.

IT IS THEREFORE ORDERED THAT:

The application for renewal of the IESO licence is granted, on such conditions as are contained in the attached licence.

DATED at Toronto, September 26, 2013

ONTARIO ENERGY BOARD

Original signed by

Theodore Antonopoulos
Manager, Electricity Rates



Independent Electricity System Operator Licence

EI-2013-0066

Valid Until

September 25, 2033

Original signed by

Theodore Antonopoulos
Manager, Electricity Rates
Ontario Energy Board
Date of Issuance: September 26, 2013

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1 Definitions

In this Licence:

“**Act**” means the *Ontario Energy Board Act, 1998*, S.O. 1998, c. 15, Schedule B;

“**ancillary Services**” means services necessary to maintain the reliability of the IESO-controlled grid, including, but not limited to, frequency control, black start capability, voltage control, reactive power, operating reserve and any other such services established by the Market Rules;

“**Board**” means the Ontario Energy Board;

“**Electricity Act**” means the *Electricity Act, 1998*, S.O. 1998, c. 15, Schedule A;

“**IESO-controlled grid**” means the transmission systems with respect to which, pursuant to agreements, the IESO has authority to direct operations

“**Licensee**” means Independent Electricity System Operator established under the *Electricity Act*, and IESO has the same meaning;

“**Market Rules**” means the rules made under section 32 of the *Electricity Act*;

“**Market Surveillance Panel**” means the Market Surveillance Panel continued under Part II of the *Act*;

“**OPGI**” means Ontario Power Generation Inc.;

“**Regulations**” means regulations made under the *Act* or the *Electricity Act*;

“**reliability standard**” means a standard or criterion, including an amendment to a standard or criterion, relating to the reliable operation of the integrated power system that is approved by a standards authority;

“**standards authority**” means means the North American Electric Reliability Corporation or any successor thereof, or any other agency or body designated by regulation that approves standards or criteria applicable both in and outside Ontario relating to the reliability of transmission systems;

“**transmission system**” means a system for transmitting electricity, and includes any structures, equipment or other things used for that purpose;

“**transmit**” with respect to electricity, means to convey electricity at voltages of more than 50 kilovolts;

“**transmitter**” means a person who owns or operates a transmission system;

2 Interpretation

- 2.1 In this Licence words and phrases shall have the meaning ascribed to them in the *Act* or the *Electricity Act*. Words or phrases importing the singular shall include the plural and vice versa. Headings are for convenience only and shall not affect the interpretation of the licence. Any

reference to a document or a provision of a document includes an amendment or supplement to, or a replacement of, that document or that provision of that document. In the computation of time under this licence where there is a reference to a number of days between two events, they shall be counted by excluding the day on which the first event happens and including the day on which the second event happens. Where the time for doing an act expires on a holiday, the act may be done on the next day that is not a holiday.

3 Authorization

- 3.1 The Board, in the exercise of the powers conferred by Part V of the Act, licenses the Licensee to direct the operation of the transmission system(s) in accordance with Agreements and the Market Rules, subject to the conditions set out in this Licence.
- 3.2 The Board, in the exercise of the powers conferred by Part V of the Act, also licenses the Licensee to operate the IESO administered markets and to do such things as may be permitted by the Market Rules or required to be done by the Licensee in furtherance of the establishment and operation of the market(s) to be administered by the Licensee, subject to the conditions set out in this Licence.

4 Fees and Assessment

- 4.1 The Licensee shall pay any fees charged by the Board or amounts assessed by the Board.

5 Term of Licence

- 5.1 This Licence shall take effect on September 26, 2013 and terminate on September 25, 2033. The Board may extend the term of this Licence.

6 Provision of Information to the Board

- 6.1 The Licensee shall provide, in the manner and form determined by the Board, such information as the Board may require from time to time.
- 6.2 Without limiting the generality of paragraph 6.1, the Licensee shall, unless a Market Rule or other condition of this Licence otherwise requires:
 - a) provide such information as the Board may require from time to time to enable the Board to monitor the Licensee's compliance with the conditions of this Licence and any other legislative or regulatory requirements set out in this Licence;
 - b) notify the Board of any material change in circumstances that adversely affects or is likely to adversely affect the Licensee's ability to comply with this Licence, its financial integrity, or its ability to carry out its responsibilities under the Electricity Act, as soon as practicable after the occurrence of any such change, but in any event within fifteen days of the date upon which such change becomes known to the Licensee;
 - c) provide the Board with a copy of the annual report of the Licensee as submitted to the Minister pursuant to subsection 21(1) of the Electricity Act;
 - d) post the annual report of the Licensee as submitted to the Minister pursuant to subsection 21(1) of the Electricity Act and the Licensee's quarterly financial statements on its public Website;

- e) provide the Board, on or before the end of each calendar year, with the status of actions taken by the Licensee further to all recommendations addressed to the Licensee in any report issued by the Market Surveillance Panel in that year and the preceding four calendar years to the extent that they remain outstanding and, where no action has been taken in relation to a recommendation, the rationale for not taking action. The Licensee's response to recommendations in any report issued by the Market Surveillance Panel within 30 days of the end of the calendar year will be included in the succeeding report; and
- f) provide the Board, on or before the end of each calendar year, with a summary of any significant activities related to the development of reliability standards undertaken by the Licensee pursuant to subsections 5(1)(d) or 5(1)(e) of the *Electricity Act* to the extent that such information has not already been provided under section 6.4 below.

6.3 The Licensee shall file with the Board, within seven days of the date of the filing of an application to review a Market Rule amendment under section 33 of the *Electricity Act*, the following in respect of that Market Rule amendment:

- i. all Market Rule Amendment Submissions relating to the amendment, including any covering memoranda;
- ii. all written submissions received by the Licensee in relation to the amendment;
- iii. minutes or meeting notes of all stakeholder meetings (including meetings of the Licensee's Stakeholder Advisory Committee) and of all meetings of the Licensee's Technical Panel at which the amendment or the subject matter of the amendment was discussed;
- iv. a list of all materials related to the amendment or the subject matter of the amendment tabled before any stakeholders (including the Licensee's Stakeholder Advisory Committee) or before the Licensee's Technical Panel;
- v. a list of all materials tabled before the Board of Directors of the Licensee in relation to the amendment or the subject matter of the amendment, and a copy of all such materials other than those already captured by item (i) above;
- vi. a copy of the decision of the Board of Directors of the Licensee adopting the amendment;
- vii. any final report conducted or commissioned solely by the Licensee, and not subsequently circulated outside of the IESO, comprising an analysis relating to the costs and benefits of the amendment to the extent not already captured by any of the items above;
- viii. all materials (excluding correspondence and draft materials) relating to the development and consideration of options that involved alternatives to the amendment, to the extent not already captured by any of the items above, which are authored or commissioned solely by the Licensee and not subsequently circulated outside of the IESO; and
- ix. any materials (excluding correspondence and draft materials) relating to the consistency of the amendment with the purposes of the *Electricity Act*, to the extent not already captured by any of the items above, which are authored or commissioned solely by the Licensee and not subsequently circulated outside of the IESO.

- 6.4 The Licensee shall provide the Board, within seven business days of the posting of a reliability standard under section 36.2(1) of the Electricity Act, 1998, with:
- i. a summary that describes the purpose of the standard;
 - ii. the class(es) of Ontario market participants to which the standard will apply;
 - iii. the anticipated technical impact in Ontario;
 - iv. the magnitude of costs associated with implementation, if known by the Licensee;
 - v. the level of IESO support for the reliability standard including any Ontario market participant opposition, if known by the Licensee, and the result of the final vote of the Registered Ballot Body of NERC or NPCC; and
 - vi. any salient history including identification of a non-ANSI standard.
- 6.5 The Licensee shall notify the Board promptly upon becoming aware that the Federal Energy Regulatory Commission has issued an order approving a reliability standard or remanding it back to the relevant standards authority.
- 6.6 Where the Licensee engages in a consultation regarding a non-ANSI standard, the Licensee shall provide the Board with a copy of the notice of its determination pursuant to section 1.2.7 of chapter 5 of the Market Rules immediately after it is published, and that includes:
- i. a description of the consultation process, including the identity of the market participants that were consulted;
 - ii. a summary stakeholder feedback expressed during the consultation;
 - iii. the outcome of the consultation; and
 - iv. where the outcome is the rejection of the non-ANSI standard, an indication of whether a “made in Ontario” standard is being considered in lieu of the non-ANSI standard.

7 Obligation to Comply with Legislation and Market Rules

- 7.1 The Licensee shall comply with all applicable provisions of the Act, the Electricity Act and Regulations.
- 7.2 The Licensee shall comply with all applicable provisions of the Market Rules.

8 Transmission System Agreement

- 8.1 The Licensee may enter into an agreement (“Agreement”) with any transmitter providing for the direction by the Licensee of the operation of the transmitter’s transmission system. Following a request by the Licensee to enter into an Agreement, the Licensee and the transmitter shall enter into an Agreement within a period of 90 days, unless extended with leave of the Board. The Agreement shall be filed with the Board within 20 days of its completion.
- 8.2 The agreements referred to in paragraph 8.1 shall cover all such transmission assets and facilities as may, in the opinion of the Licensee, be necessary to enable the Licensee to meet its obligations under the Electricity Act and the Market Rules.
- 8.3 Where necessary for the purpose of the agreements referred to in paragraph 8.1, and upon request by the Licensee, the Board may in the exercise of the powers conferred by section 84 of

the Act determine that a system, or part of a system, that is or forms part of a distribution system is a transmission system or part of a transmission system.

- 8.4 Where the Licensee and any party referred to in paragraph 8.1 are unable to reach agreement upon the terms and conditions of a proposed Agreement, or an amendment to an Agreement, the matter shall be determined by the Board.

9 Transmission System Access

- 9.1 The Licensee shall take all reasonable steps to ensure non-discriminatory access is provided to the IESO-controlled grid for all generators, retailers, and consumers, in accordance with the Licensee's responsibility for directing the operation of the transmission systems, the Market Rules, applicable reliability standards and the conditions of this Licence.
- 9.2 In directing the operation of the IESO-controlled grid, the Licensee may give direction to market participants and other persons in accordance with Agreements and the Market Rules.

10 Must Run Contracts

- 10.1 The Licensee shall, as needed, identify in accordance with the Market Rules facilities that it may require to operate in specific ways for reasons of system reliability, other than for reasons of a lack of overall adequacy of the IESO-controlled grid, regardless of whether dispatch data has been submitted with respect to such facilities.
- 10.2 The Licensee shall, as needed, negotiate and conclude agreements ("reliability must-run contracts") with the persons licensed by the Board in respect of the facilities identified pursuant to paragraph 10.1.
- 10.3 Where the Licensee and any party referred to in paragraph 10.2 are unable to reach agreement upon the terms and conditions of a proposed Agreement, or an amendment to an Agreement, the matter shall be determined by the Board.

11 Ancillary Services Contract

- 11.1 The Licensee shall, as needed, identify in accordance with the Market Rules the facilities that it may require to provide contracted ancillary services.
- 11.2 The Licensee shall, as needed, negotiate and conclude agreements ("ancillary services contracts") with the persons licensed by the Board in respect of the facilities identified pursuant to paragraph 11.1.
- 11.3 Where the Licensee and any party referred to in paragraph 11.2 are unable to reach agreement upon the terms and conditions of a proposed Agreement, or an amendment to an Agreement, the matter shall be determined by the Board.

12 Procuring Ancillary Services Through Markets

- 12.1 The Licensee may, as needed, procure any category of ancillary services in accordance with the Market rules when it determines that, based on any number of independently controlled and competing alternatives and other circumstances at its discretion, such services may be provided more efficiently and cost-effectively through a market-based process for that category of ancillary services.

- 12.2 (Note: Market based ancillary services are currently comprised of Operating Reserves only, but the principles outlined herein suggest a framework that could be used for other market based ancillary services.)

Unless the IESO has determined, based on the number of independently controlled competing alternatives and other circumstances in its discretion, that a competitive market for any category of operating reserves (i.e. 10-minute and 30-minute) exists, OPGI shall be required to comply with the following requirements:

- a) subject to (a.1), the price to be offered by OPGI associated with each category of OPGI operating reserve services will not exceed a cap to be contained in an agreement to be negotiated between OPGI and the IESO, which cap will be designed, taking into account the relevant IESO market rules, to compensate OPGI for its actual cost of providing such operating reserve services, including additional operating and maintenance costs, additional fuel costs, additional opportunity costs associated with providing such operating reserve services from OPGI hydroelectric generation units, and a reasonable rate of return on incremental capital needed to provide such operating reserve services, and which agreement shall require OPGI to offer the maximum available amount of each category of operating reserve services, consistent with good utility practices, for each OPGI generation unit capable of providing such services;
- (a.1) notwithstanding (a) above, save and except where the IESO has advised OPGI that specific units are required to offer in for reliability, OPGI may offer less than the maximum available amount of any category of operating reserve where this is necessary in order for OPGI to satisfy its obligations under, or to give effect to, any shareholder declaration or resolution of the Minister of Energy in effect at the relevant time relating to, or any Regulation made under the Environmental Protection Act (Ontario) relating to, carbon dioxide (CO₂) emissions arising from the use of coal at OPGI's coal-fired generation stations;
- b) subject to (a.1), in the event that the agreement referred to in (a) above cannot be reached, the terms of such agreement shall be determined through binding commercial arbitration by a mutually agreed independent arbitrator on agreed terms of arbitration;
- c) subject to (a.1), in the event that either OPGI or the IESO subsequently determines that the operation of the market is such that the intent of the agreement referred to in (a) or (b) above is materially frustrated, then OPGI and the IESO shall negotiate amendments (which may be retroactive) to the terms of such agreement with a view to correcting such situation and, in the event that they cannot agree on such amendments, the amendments, if any, shall be determined through binding commercial arbitration by a mutually agreed independent arbitrator on agreed terms of arbitration;
- d) subject to (a.1), OPGI shall comply with the terms of the agreement referred to in (a) or (b) above, as it may be amended under (c) above;
- e) subject to (a.1), pending reaching an agreement, or pending the resolution of any dispute, the IESO may at any time set the price cap and terms on which OPGI must provide any category of operating reserve services, subject to later adjustment upon final agreement or final resolution of the dispute with interest at the Prime Rate, calculated and accrued daily; and
- f) subject to (a.1), if the IESO's market rules at any time are such that the market clearing price for a category of operating reserve services does not include both the offer price

and the opportunity cost of the marginal unit providing the service, and the agreement referred to in (a) or (b) above has not taken such factors into account, then the agreement referred to in (a) or (b) above shall be considered to have been materially frustrated for purposes of (c) above.

- 12.3 Notwithstanding paragraph 12.1, the Licensee shall honour all existing agreements entered into prior to the issuance of this licence, with respect to the provision of an ancillary service, until such time that the agreement expires or is terminated by the mutual consent of the parties thereto.

13 Expansion and Budgetary Review

- 13.1 The Licensee shall maintain proper books of account and adhere to generally accepted accounting practices. The Licensee shall notify the Board of any material change to its accounting procedures.
- 13.2 Unless otherwise stated by law, the Licensee shall, no less than 60 days before the beginning of the Licensee's fiscal year submit the Licensee's proposed expenditure and revenue requirements for the following fiscal year and the fees it proposes to charge during that year to the Board for review and approval.

14 Administration Rates¹

- 14.1 The IESO shall enter into and comply with a settlement agreement with OPGI consistent with the provisions in Schedules A and B to this licence.

15 Access to Other Markets

- 15.1 The IESO shall use all reasonable efforts consistent with the purposes of the Electricity Act, including by seeking to make appropriate amendments to the Market Rules related to transmission service and connection and access to the IESO-controlled grid, to ensure that Ontario generators have access to customers in interconnected jurisdictions equivalent to the access afforded to generators in those other jurisdictions.

16 Market Power Mitigation Monitoring²

- 16.1 The Market Surveillance Panel of the IESO shall, in carrying out its duties under the Electricity Act, and the Market Rules, have due regard to the conditions of licence of OPGI and, in particular, Paragraph 3 of Part 3 of the licence of OPGI.

17 Maintaining Confidentiality³

- 17.1 Subject to the Market Rules and applicable law, the IESO shall use its reasonable efforts to ensure that it maintains all data contained in the Model Output Data that represents q_h^i data or

¹ This licence condition, including Schedules A and B, originated from a Ministerial Directive dated March 16, 1999 and approved by Order in Council 600/99 dated March 24, 1999. The rebate mechanism referred to in the Schedules was effective until April 30, 2009.

² This licence condition originated from a Ministerial Directive dated March 16, 1999 and approved by Order in Council 600/99 dated March 24, 1999. The Market Surveillance Panel was transferred to the Ontario Energy Board effective January 1, 2005.

³ This licence condition originated from a Ministerial Directive dated March 16, 1999 and approved by Order in Council 600/99 dated March 24, 1999. The corresponding provision is in Part 2 of OPGI's licence, and not Part 3.

FMRC_n data in confidence (with all such terms having the meanings ascribed thereto in paragraph 1 of Part 3 of OPGI's licence).

18 Communication

- 18.1 All communication related to this Licence must be in writing.
- 18.2 All communication is to be regarded as having been given by the sender and received by the addressee:
- a) when delivered in person to the addressee by hand or by courier;
 - b) 10 business days after the date of posting by registered mail; and
 - c) when received by facsimile or electronic transmission by the addressee, according to the sender's transmission report.

SCHEDULE A
TERMS AND CONDITIONS OF SETTLEMENT AGREEMENT BETWEEN IMO & OPGI

For these purposes, terms with initial capitals not otherwise defined herein shall have the meanings ascribed thereto in paragraph 1 of Part 3 of the licence conditions of OPGI or the IMO's Market Rules, as applicable.

OPGI will be required to rebate annually to the IMO. As soon as practicable and preferably within 15 days following the final settlement of transactions which occurred during each Settlement Period, the IMO shall calculate the Rebate and notify OPGI of such calculated Rebate.

If OPGI agrees with the IMO's calculation then, within 30 days of being notified, OPGI will be required to pay such Rebate, if any, to the IMO. If OPGI does not agree with the IMO's calculation and the parties can agree within a further 30 days on a revised Rebate, then, within 30 days of so agreeing, OPGI will be required to pay the agreed revised Rebate, if any, to the IMO. If OPGI does not agree with the IMO's calculation and the parties cannot agree on a revised Rebate within such further 30 day period, then the matter shall be finally determined by arbitration by the Dispute Resolution Panel of the IMO, and, within 30 days of such final determination, OPGI will be required to pay the finally determined Rebate, if any, to the IMO. The initially calculated, agreed revised, or finally determined Rebate, as applicable, shall be the Rebate in respect of such Settlement Period for all purposes hereof. Unless the Rebate is paid within 30 days of the IMO notifying OPGI, interest at the Prime Rate, calculated and accrued daily, from such 30th day until the date of payment to the IMO will in all cases be added to (and based upon) the final Rebate owing.

Following payment of the Rebate by OPGI to the IMO, the IMO shall pay or apply the Rebate as follows:

- a) representing interest or GST, the IMO shall pay the Rebate, including GST and interest, to all persons who were Market Participants in Ontario during the Settlement Period and who pursuant to the Market Rules had attributed to them during the Settlement Period an allocated quantity of energy withdrawn at a Delivery Point (the "Ontario Payees"). The IMO shall pay the Rebate to Ontario Payees by the next IMO Payment Date for the real-time market following the end of the month in which the payment from OPGI is received and the IMO shall distribute payment of the Rebate to Ontario Payees in proportion to the allocated quantities of energy withdrawn at a Delivery Point which were attributed to each Ontario Payee during the Settlement Period. The IMO may, to the extent practicable, pay the Rebate to all or some Ontario Payees by applying a Rebate settlement credit to the Ontario Payees' applicable Settlement Statements; and
- b) Where the Rebate is less than \$10 million, exclusive of any amounts representing interest or GST, the IMO shall retain and apply the Rebate, inclusive of any amounts representing interest or GST, to offset the IMO Administration Charge imposed on Market Participants in accordance with section 4.5, Chapter 9 of the Market Rules, during the period in which the first order of the OEB approving the IMO Administration Charge made:
 - (i) pursuant to subsection 19(2) of the Electricity Act, 1998, and
 - (ii) subsequent to the date on which payment of the Rebate is received by the IMO, is in effect.

Where paragraph (a) applies, if by the date upon which the IMO is required to pay the Rebate to Ontario Payees, the IMO cannot locate an Ontario Payee, or a successor or other representative of the said

Ontario Payee to whom the IMO is permitted or required by law to pay the said Ontario Payee's share of the Rebate, the IMO shall retain the said Ontario Payee's share of the Rebate for a period of 90 days from the date upon which the Rebate is otherwise payable to all other Ontario Payees, and during this period the IMO will make commercially reasonable efforts to locate and payout the applicable share of the Rebate to the said Ontario Payee or his successor or other legal representative. If the IMO is unable to locate the said Ontario Payee or his successor or other legal representative within this 90 day period, the IMO shall retain the said Ontario Payee's share of the Rebate and apply it to the IMO Administration Charge in accordance with paragraph (b), as set out herein.

Nothing shall preclude agreements that require the purchaser to return the rebate or any portion thereof to OPGI or any other party.

The Settlement Agreement may also include the following terms:

- Definitions and Interpretation
- Notice by OPGI to IMO of Payment and Non-Payment
- Appropriate limitations of liability
- IMO shall recover its reasonable rebate administration expenses through its fees
- Appropriate indemnification provisions
- IMO to act on its own behalf and as agent for Ontario Metered Market Participants entitled to rebates to the extent of their interests, and such Metered Market Participants are entitled, provided that they give a satisfactory funded indemnity to the IMO, to enforce, by arbitration, the Settlement Agreement directly against OPGI if desired, with reasonable assistance to be provided by IMO at their expense
- IMO may assign agreement to a qualified replacement upon approval of OEB. No other assignments without consent of other party and OEB
- IMO may subcontract any duties required of it
- Fund transfer instructions, which may be changed on notice to OPGI by IMO
- Arbitration clause with Dispute Resolution Panel as arbitrator
- Recipient registrants responsible for all taxes, if any
- Any interest earned on funds by IMO shall be paid to recipient registrants similarly to other funds
- IMO not to be viewed as in conflict in any respect as a result of its participation in the Settlement Agreement
- IMO may hold funds on deposit with a Canadian financial institution or in short-term obligations of the federal or Ontario government or any Canadian financial institution
- IMO may, but shall not be obliged to, retain and refrain from distributing any funds in the event of any dispute, and may seek advice from the Dispute Resolution Panel
- Termination of agreement when OPGI Rebate obligations terminate and all funds distributed or applied. OPGI/IMO indemnification obligations and third party enforcement rights to survive termination, former indefinitely and latter for 2 years only
- IMO may rely on any document which it believes to be genuine and on the advice of counsel, if it acts in good faith
- IMO not responsible for any non-payment by OPGI
- Binding on successors and permitted assigns
- Notice Clause
- Only may be amended in writing
- Governed by the laws of Ontario
- Counterparts clause
- Further assurances clause

SCHEDULE B

ADDITIONAL TERMS AND CONDITIONS OF SETTLEMENT AGREEMENT BETWEEN IMO & OPG

The following sets out the procedure for calculating, allocating and passing through the Market Power Mitigation Agreement (MPMA) Rebate. Where there is a conflict between Schedule A in the Minister's Directive dated March 24, 1999, as amended or replaced by a subsequent Ministerial Directive dated February 25, 2003 which relates to Order-in-Council 654/2003 (dated March 19, 2003), and subsequent Orders-in-Council including Order-in-Council No. 843/2003 (dated April 2, 2003), Order-In-Council No. 207/2005 (dated February 16, 2005), Order-in-Council No. 1909/2005 (dated December 7, 2005), Order-in-Council No. 141/2006 (dated February 3rd, 2006), Order-in-Council No. 1062/2006 (dated May 17, 2006) and this Schedule B, then this Schedule B prevails.

For the First Settlement Period (May 1, 2002 to April 30, 2003)

- 1) The first MPMA Rebate is to be paid out for the 9-month period ending January 31, 2003. This is the amount, as calculated by the IMO and agreed to by OPG, that OPG is required to rebate for the nine month period, based on OPG's MPMA license conditions, less the interim payment already made by OPG of approximately \$335 million and amounts relating to decontrol applications pending before the Ontario Energy Board. OPG is to pay this net amount to the IMO by May 9, 2003.
- 2) The second MPMA Rebate will cover the three-month period February 1, 2003 to April 30, 2003 inclusive. This is the amount, as calculated by the IMO and agreed to by OPG, that OPG is required to rebate for the three month period, based on OPG's license conditions, adjusted for any true-up required to ensure that the sum of the two rebates for the first settlement period, including the interim payment, is equal to OPG's full rebate requirements for the first Settlement Period under the OPG's MPMA license conditions. OPG is to pay this amount to the IMO by August 12, 2003.
- 3) The IMO will pay the pro rata share of the first MPMA Rebate and the second MPMA Rebate based on the allocated quantity of energy withdrawn during the applicable period by market participants who are receiving the fixed price under sections 79.4 and 79.5 of the *Ontario Energy Board Act, 1998* to the Ontario Electricity Financial Corporation.
- 4) The IMO will pay the pro rata share of the first MPMA Rebate and the second MPMA Rebate based on the allocated quantity of energy withdrawn during the applicable period by market participants who are not distributors and are not receiving the fixed price under sections 79.4 and 79.5 of the *Ontario Energy Board Act, 1998* directly to those market participants or their assignees that are market participants where the market participants have assigned their MPMA rebate.
- 5) The IMO will pay to distributors who are market participants, including host distributors on behalf of their embedded distributors, the pro rata share of the first MPMA Rebate and the second MPMA Rebate based on the share of energy withdrawn during the applicable period by consumers in the distributor's or embedded distributor's respective service areas who are not receiving the fixed price under sections 79.4 and 79.5 of the *Ontario Energy Board Act, 1998* and by customers of retailers who have assigned all or a portion of their entitlement to an MPMA Rebate to that retailer. In making these calculations and payments the IMO will rely on the information reported by the distributors to the IMO as required under Appendix D. Once the IMO has received the information from the distributors and disbursed the first MPMA Rebate or the second MPMA Rebate in accordance with this Schedule B, there shall be no opportunity to correct any such information or provide any additional information and all amounts paid shall be final and binding and not subject to any adjustment.

- 6) After making the payments set out in 3), 4), and 5), the IMO is to pay any remaining Rebate to the Ontario Electricity Financial Corporation to offset in whole or in part the cost of providing the fixed price of 4.3 cents per kilowatt hour to consumers who are eligible to receive, are receiving or have received the fixed price under sections 79.4 and 79.5 of the *Ontario Energy Board Act, 1998*. Any amounts returned to the IMO by distributors in accordance with their license conditions shall be paid over to the Ontario Electricity Financial Corporation.

For the Settlement Periods (May 1, 2003 to January 31, 2005)

- 7) For each Settlement Period or partial Settlement Period from May 1, 2003 to January 31, 2005, OPG is to make quarterly MPMA Rebate payments to the IMO, consistent with OPG's MPMA license conditions, as calculated by the IMO and agreed to by OPG. The IMO and OPG may agree to appropriate true-up and carry forward mechanisms provided that these are consistent with forwarding the Rebate as soon as practicable.
- 8) For each Settlement Period or partial Settlement Period from May 1, 2003 to January 31, 2005 the MPMA rebate payments to market participants will be calculated and determined by the IMO as follows:

$$\text{BPPR} = [(\text{WAP} - \text{CAP}) \times 0.5 \times \text{TAQEW}]$$

Where:

"Business Protection Plan Rebate" or **"BPPR"** is the MPMA Rebate paid out to consumers who are not receiving the fixed price under sections 79.4 and 79.5 of the *Ontario Energy Board Act, 1998*. The BPPR is to rebate half of the amount by which the weighted average commodity price of electricity exceeds 3.8 cents per kilowatt- hour.

"Weighted Average Price" or **"WAP"** is the average Hourly Ontario Electricity Price weighted by load over the Settlement Period as determined by the IMO.

"Total Allocated Quantity of Energy Withdrawn" or **"TAQEW"** is the total electricity withdrawn from the IMO-controlled grid for use in Ontario during the Settlement Period.

- 9) The IMO will make quarterly MPMA payments to market participants based on the applicable Settlement Period to the end of the previous quarter, and taking into account all prior quarterly MPMA payments made with respect to the applicable Settlement Period. The IMO will adjust the payment for the final quarter of each Settlement Period to ensure that the sum of the quarterly MPMA payments for the applicable Settlement Period does not exceed the BPPR entitlement for the Settlement Period. If there is an overpayment of quarterly payments over a Settlement Period based on the BPPR entitlement for that Settlement Period, any such overpayment can be carried over to successive Settlement Periods to be offset against future payments.
- 10) The IMO will pay the pro rata share of the BPPR based on the allocated quantity of energy withdrawn for the applicable period by market participants who are receiving the fixed price under sections 79.4 and 79.5 of the *Ontario Energy Board Act, 1998* to the Ontario Electricity Financial Corporation.
- 11) The IMO will pay the pro rata share of the BPPR based on the allocated quantity of energy withdrawn for the applicable period by market participants who are not distributors and are not receiving the fixed price under sections 79.4 and 79.5 of the *Ontario Energy Board Act, 1998* directly to those market participants or their assignees that are market participants where the market participants have assigned their MPMA Rebate.

- 12) The IMO will pay to distributors who are market participants, including host distributors on behalf of their embedded distributors, the pro rata share of the BPPR based on the share of energy withdrawn for the applicable period by consumers in the distributor's or embedded distributor's respective service areas who are not receiving the fixed price under sections 79.4 and 79.5 of the *Ontario Energy Board Act, 1998* for the MPMA Rebate and by customers of retailers who have assigned all or a portion of their entitlement to an MPMA Rebate to that retailer. In making these calculations and payments the IMO will rely on the information reported by the distributors to the IMO as required under Appendix D. Once the IMO has received the information from the distributors and disbursed the BPPR for that quarter in accordance with this Schedule B, there shall be no opportunity to correct any such information or provide any additional information and all amounts paid shall be final and binding and not subject to any adjustment.
- 13) For the quarterly periods from May 1, 2003 to January 31, 2005, after making the payments set out in 10), 11), and 12), the IMO is to pay any remaining Rebate to the Ontario Electricity Financial Corporation to offset in whole or in part the cost of providing the prices established under sections 79.4 and 79.5 of the *Ontario Energy Board Act, 1998* to consumers who are eligible to receive the prices established under sections 79.4 and 79.5 of the *Ontario Energy Board Act, 1998*. Any amounts returned to the IESO by distributors in accordance with their license conditions shall be paid over to the Ontario Electricity Financial Corporation.

For the Payment for the Period (February 1, 2005 to March 31, 2005)

- 14) For the Payment for the Period from February 1, 2005 to March 31, 2005, OPG is to make an MPMA Rebate payment to the IESO, consistent with OPG's MPMA license conditions, as calculated by the IESO and agreed to by OPG. The IESO and OPG may agree to appropriate true-up and carry forward mechanisms provided that these are consistent with forwarding the Rebate as soon as practicable.
- 15) For the Payment for the Period from February 1, 2005 to March 31, 2005 the MPMA rebate payments to market participants will be calculated and determined by the IESO as follows:

$$\text{BPPR} = [(\text{WAP} - \text{CAP}) \times 0.5 \times \text{TAQEW}]$$

Where:

"Business Protection Plan Rebate" or **"BPPR"** is the MPMA Rebate paid out to consumers who are not receiving the fixed price under sections 79.4, 79.5, and 79.16 of the *Ontario Energy Board Act, 1998*. The BPPR is to rebate half of the amount by which the weighted average commodity price of electricity exceeds 3.8 cents per kilowatt hour.

"Weighted Average Price" or **"WAP"** is the average Hourly Ontario Electricity Price weighted by load over the Settlement Period as determined by the IESO.

"Total Allocated Quantity of Energy Withdrawn" or **"TAQEW"** is the total electricity withdrawn from the IESO-controlled grid for use in Ontario during the Settlement Period.

- 16) The IESO will make the MPMA payment to market participants for the two month period ending March 31, 2005 taking into account all prior MPMA payments made in that Settlement Period.
- 17) The IESO will pay the pro rata share of the BPPR based on the allocated quantity of energy withdrawn for the applicable period by market participants who are receiving the prices established under sections 79.4, 79.5 and 79.16 of the *Ontario Energy Board Act, 1998* to the Ontario Electricity Financial Corporation.

- 18) The IESO will pay the pro rata share of the BPPR based on the allocated quantity of energy withdrawn for the applicable period by market participants who are not distributors and are not receiving the prices established under sections 79.4, 79.5, and 79.16 of the *Ontario Energy Board Act, 1998* directly to those market participants or their assignees that are market participants where the market participants have assigned their MPMA Rebate.
- 19) The IESO will pay to distributors who are market participants, including host distributors on behalf of their embedded distributors, the pro rata share of the BPPR based on the share of energy withdrawn for the applicable period by consumers in the distributor's or embedded distributor's respective service areas who are not receiving the prices established under sections 79.4, 79.5, and 79.16 of the *Ontario Energy Board Act, 1998* for the MPMA Rebate and by customers of retailers who have assigned all or a portion of their entitlement to an MPMA Rebate to that retailer. In making these calculations and payments the IESO will rely on the information reported by the distributors to the IESO as required under Appendix D. Once the IESO has received the information from the distributors and disbursed the BPPR for that quarter in accordance with this Schedule B, there shall be no opportunity to correct any such information or provide any additional information and all amounts paid shall be final and binding and not subject to any adjustment.
- 20) After making the payments set out in 17), 18), and 19), the IESO is to pay any remaining Rebate to the Ontario Electricity Financial Corporation to offset in whole or in part the cost of providing the prices established under sections 79.4, 79.5, and 79.16 of the *Ontario Energy Board Act, 1998* to consumers who are eligible to receive the prices established under sections 79.4, 79.5, and 79.16 of the *Ontario Energy Board Act, 1998*. Any amounts returned to the IESO by distributors in accordance with their license conditions shall be paid over to the Ontario Electricity Financial Corporation.

Replacement of the MPMA Rebate With A New Payment for the Period (April 1, 2005 to December 31, 2005)

- 21) For the Payment for the Period from April 1, 2005 to December 31, 2005, OPG is to make a single payment to the IESO, calculated as follows:

$$\text{Payment} = \text{Sum over all hours } [(\text{HOEP} - \$47) \times (\text{ONPA (output)} \times 0.85)]$$

Where:

ONPA or OPG's Non-Prescribed Assets are those generation assets operated and controlled by Ontario Power Generation, excluding Lennox Generating Station, that are not prescribed assets under section 78.1 of the *Ontario Energy Board Act, 1998* as amended by the *Electricity Restructuring Act, 2004*.

HOEP is the Hourly Ontario Energy Price as determined by the IESO.

ONPA (output) is the generation output from OPG's Non-Prescribed Assets generation assets over each hour of the period adjusted to take account of volumes sold through Transitional Rate Option contracts and forward contracts in effect as of January 1, 2005.

- 22) For the Payment for the Period from April 1, 2005 to December 31, 2005 the single payment to market participants will be equal to the payment calculated in 21) above.
- 23) The IESO will pay the pro rata share of the Payment based on the allocated quantity of energy withdrawn for the applicable period by market participants who are receiving the prices established under sections 79.4, 79.5 and 79.16 of the *Ontario Energy Board Act, 1998* to the

Ontario Power Authority to be applied to the variance account established under section 25.33 (5) of the *Electricity Act, 1998* as amended by the *Electricity Restructuring Act, 2004*.

- 24) The IESO will pay the pro rata share of the Payment based on the allocated quantity of energy withdrawn for the applicable period by market participants who are not distributors and are not receiving the prices established under sections 79.4, 79.5, and 79.16 of the *Ontario Energy Board Act, 1998* directly to those market participants or their assignees that are market participants where the market participants have assigned their Payment.
- 25) The IESO will pay to distributors who are market participants, including host distributors on behalf of their embedded distributors, the pro rata share of the Payment based on the share of energy withdrawn for the applicable period by consumers in the distributor's or embedded distributor's respective service areas who are not receiving the prices established under sections 79.4, 79.5, and 79.16 of the *Ontario Energy Board Act, 1998* for the Payment and by customers of retailers who have assigned all or a portion of their entitlement to a Payment to that retailer. In making these calculations and payments the IESO will rely on the information reported by the distributors to the IESO as required under Appendix D. Once the IESO has received the information from the distributors and disbursed the Payment for the period in accordance with this Schedule B, there shall be no opportunity to correct any such information or provide any additional information and all amounts paid shall be final and binding and not subject to any adjustment.
- 26) After making the payments set out in 23), 24), and 25), the IESO is to pay any remaining amount of the Payment to the Ontario Power Authority to be applied to the variance account established under section 25.33 (5) of the *Electricity Act, 1998* as amended by the *Electricity Restructuring Act, 2004*.
- 27) With respect to its non-prescribed generating facilities, OPG shall maximize their value to the people of Ontario by operating those facilities in response to the price signals of the IESO-administered markets. OPG's conduct in the IESO-administered markets under this direction is subject to review by the Market Surveillance Panel of the Ontario Energy Board.

Replacement of the MPMA Rebate With A New Payment for the Period (January 1, 2006 to April 30, 2006)

- 28) For the Payment for the Period from January 1, 2006 to April 30, 2006, OPG is to make a single payment to the IESO, calculated as follows:

$$\text{Payment} = \text{Sum over all hours } [[(\text{HOEP} - \$47) \times (\text{ONPA (output)} \times 0.85)] + [(\text{PA (price)} - \$52) \times (\text{PA (amount)})]]$$

Where:

ONPA or OPG's Non-Prescribed Assets are those generation assets operated and controlled by Ontario Power Generation, excluding Lennox Generating Station, that are not prescribed assets under section 78.1 of the *Ontario Energy Board Act, 1998* as amended by the *Electricity Restructuring Act, 2004*.

HOEP is the Hourly Ontario Energy Price as determined by the IESO.

ONPA (output) is the generation output from OPG's Non-Prescribed Assets generation assets over each hour of the period adjusted to take account of volumes sold through Transitional Rate Option contracts and forward contracts in effect as of January 1, 2005 and volumes sold through the Pilot Auction administered by the Ontario Power Authority in the first half of 2006 with sales volumes commencing on April 1, 2006.

PA is the Pilot Auction administered by the Ontario Power Authority in the first half of 2006, which includes a limited amount of output from OPG's non-prescribed assets, with sales to commence on April 1, 2006.

PA (amount) is the hourly volume in MWh of OPG non-prescribed assets output sold through the Pilot Auction administered by the Ontario Power Authority in the first half of 2006 with sales commencing on April 1, 2006.

PA (price) is the weighted average auction price in \$/ MWh realized in each hour of the Period for the output of the limited amount of OPG non-prescribed assets output volume sold through the Pilot Auction administered by the Ontario Power Authority in the first half of 2006 with sales volumes commencing on April 1, 2006.

- 29) For the Payment for the Period from January 1, 2006 to April 30, 2006 the single Payment to market participants will be equal to the Payment calculated in 28) above.
- 30) The IESO will pay the pro rata share of the Payment based on the allocated quantity of energy withdrawn for the applicable period by market participants who are receiving the prices established under sections 79.4, 79.5 and 79.16 of the *Ontario Energy Board Act, 1998* to the Ontario Power Authority to be applied to the variance account established under section 25.33 (5) of the *Electricity Act, 1998* as amended by the *Electricity Restructuring Act, 2004*.
- 31) The IESO will pay the pro rata share of the Payment based on the allocated quantity of energy withdrawn for the applicable period by market participants who are not distributors and are not receiving the prices established under sections 79.4, 79.5, and 79.16 of the *Ontario Energy Board Act, 1998* directly to those market participants or their assignees that are market participants where the market participants have assigned their Payment.
- 32) The IESO will pay to distributors who are market participants, including host distributors on behalf of their embedded distributors, the pro rata share of the Payment based on the share of energy withdrawn for the applicable period by consumers in the distributor's or embedded distributor's respective service areas who are not receiving the prices established under sections 79.4, 79.5, and 79.16 of the *Ontario Energy Board Act, 1998* for the Payment and by customers of retailers who have assigned all or a portion of their entitlement to a Payment to that retailer. In making these calculations and payments the IESO will rely on the information reported by the distributors to the IESO as required under Appendix D. Once the IESO has received the information from the distributors and disbursed the Payment for the period in accordance with this Schedule B, there shall be no opportunity to correct any such information or provide any additional information and all amounts paid shall be final and binding and not subject to any adjustment.
- 33) After making the payments set out in 30), 31), and 32), the IESO is to pay any remaining amount of the Payment to the Ontario Power Authority to be applied to the variance account established under section 25.33 (5) of the *Electricity Act, 1998* as amended by the *Electricity Restructuring Act, 2004*.
- 34) With respect to its non-prescribed generating facilities, OPG shall maximize their value to the people of Ontario by operating those facilities in response to the price signals of the IESO-administered markets. OPG's conduct in the IESO-administered markets under this direction is subject to review by the Market Surveillance Panel of the Ontario Energy Board.

OPG Rebate for the Period (May 1, 2006 to April 30, 2009)

- 35) For the Period from May 1, 2006 to April 30, 2009, OPG is to make quarterly Payments to the IESO, as calculated by the IESO and agreed to by OPG as follows:

$$\text{Payment} = \text{Sum over all hours } [(\text{HOEP} - \text{ORL}) \times (\text{ONPAO} \times 0.85 - \text{PAA}) + (\text{PAP} - \text{PAORL}) \times \text{PAA}]$$

Ontario Power Generation's quarterly payments will be based on a cumulative calculation commencing May 1, 2006 to the end of each quarter less the same cumulative calculation to the end of the previous quarter. This will continue until the final quarter ending April 30, 2009. For greater certainty, where the payment formula results in an amount owing to OPG for any quarter, no such payment will be made to OPG by the IESO and any such amount will be carried forward into subsequent quarters.

Where:

ONPA or OPG's Non-Prescribed Assets are those generation assets operated and controlled by Ontario Power Generation assets in service as of January 1, 2006, excluding Lennox Generating Station and excluding stations whose generation output is subject to a contract with the Ontario Power Authority (OPA) in the form of a hydroelectric energy supply agreement [entered into by the OPA and OPG pursuant to a ministerial direction made under section 25.32 of the *Electricity Act, 1998*], that are not prescribed assets under section 78.1 of the *Ontario Energy Board Act, 1998* as amended by the *Electricity Restructuring Act, 2004*.

HOEP is the Hourly Ontario Energy Price as determined by the IESO.

ONPAO is the generation output from OPG's Non-Prescribed Assets, over each hour of the quarter adjusted to take account of volumes sold through forward contracts in effect as of January 1, 2005. For greater certainty, any output from ONPA resulting from fuel conversion by Ontario Power Generation in ONPA, or incremental output from ONPA resulting from refurbishment or expansion, or is subject to a contract with the OPA in the form of a hydroelectric energy supply agreement, [entered into by the OPA and OPG pursuant to a ministerial direction made under section 25.32 of the *Electricity Act, 1998*] is to be excluded from ONPAO.

Incremental Output is defined as:

generation output x (new total installed capacity – installed capacity as of January 1, 2006) / new total installed capacity.

ORL is the Ontario Power Generation Revenue limit.

For the period May 1, 2006 to April 30, 2007 ORL is equal to \$46/ MWh.

For the period May 1, 2007 to April 30, 2008 ORL is equal to \$47/ MWh.

For the period May 1, 2008 to April 30, 2009 ORL is equal to \$48/ MWh.

PA is the Pilot Auction administered by the Ontario Power Authority in the first half of 2006.

PAA is the volume in MWh over each hour in the quarter that is sold by Ontario Power Generation through the PA.

PAORL is the Pilot Auction Ontario Power Generation Revenue limit.

For the period May 1, 2006 to April 30, 2007 PAORL is equal to \$51/ MWh.

For the period May 1, 2007 to April 30, 2008 PAORL is equal to \$52/ MWh.

For the period May 1, 2008 to April 30, 2009 PAORL is equal to \$53/ MWh.

PAP is the weighted average auction price in \$/ MWh over each hour of the quarter realized for the PAA by Ontario Power Generation.

- 36) For the Payment for the Period from May 1, 2006 to April 30, 2009 quarterly payments made by the IESO to market participants will be equal to the quarterly Payment calculated in 35) above. In the event of any quarterly Payment calculated in 35) above being negative, no quarterly payment will be made by the IESO to market participants.
- 37) The IESO will pay the pro rata share of the Payment based on the allocated quantity of energy withdrawn for the applicable quarter by market participants who are receiving the prices established under sections 79.4, 79.5 and 79.16 of the *Ontario Energy Board Act, 1998* to the Ontario Power Authority to be applied to the variance account established under section 25.33 (5) of the *Electricity Act, 1998* as amended by the *Electricity Restructuring Act, 2004*.
- 38) The IESO will pay the pro rata share of the Payment based on the allocated quantity of energy withdrawn for the applicable quarter by market participants who are not distributors and are not receiving the prices established under sections 79.4, 79.5, and 79.16 of the *Ontario Energy Board Act, 1998* directly to those market participants.
- 39) The IESO will pay to distributors who are market participants, including host distributors on behalf of their embedded distributors, the pro rata share of the Payment based on the share of energy withdrawn for the applicable quarter by consumers in the distributor's or embedded distributor's respective service areas who are not receiving the prices established under sections 79.4, 79.5, and 79.16 of the *Ontario Energy Board Act, 1998* for the Payment. In making these calculations and payments the IESO will rely on the information reported by the distributors to the IESO as required under Appendix D. Once the IESO has received the information from the distributors and disbursed the Payment for the quarter in accordance with this Schedule B, there shall be no opportunity to correct any such information or provide any additional information and all amounts paid shall be final and binding and not subject to any adjustment.
- 40) After making the payments set out in 37), 38), and 39), the IESO is to pay any remaining amount of the Payment to the Ontario Power Authority to be applied to the variance account established under section 25.33 (5) of the *Electricity Act, 1998* as amended by the *Electricity Restructuring Act, 2004*.
- 41) With respect to its non-prescribed generating facilities, OPG shall maximize their value to the people of Ontario by operating those facilities in response to the price signals of the IESO-administered markets. OPG's conduct in the IESO-administered markets under this direction is subject to review by the Market Surveillance Panel of the Ontario Energy Board.