

EXHIBIT A

T&D SPECIFIC PROVISIONS For Business Interactions Between Competitive Electricity Providers and Town of Madison, Department of Electric Works

March 1, 2000 Transition Processing Provisions:

In order to effectively transition from existing processing systems and operations to the new systems that implement Customer Choice on March 1, 2000, special processing requirements need to be met:

1. All rate structures and rate prices to be used for Consolidated Utility Billing on March 1, 2000 must be tested and certified by the Provider as acceptable before February 1, 2000. No new rate testing or new rate structure design will be initiated between February 1, 2000 and March 31, 2000.
2. Customer enrollments from the Provider will be processed beginning February 1, 2000 and ending February 25, 2000 to be effective on March 1, 2000 (“Choice Day Enrollments”).
3. Customer enrollments received after February 25, 2000 will be processed to be effective on the Customer’s next scheduled meter read date occurring after March 1, 2000.
4. MEW will not allow off-cycle drop of a Provider during the period from March 1, 2000 to the customer’s next scheduled meter read date.
5. Choice Day Enrollments will be effective without regard to the Customer’s cycle read date on March 1, 2000. Energy will be prorated between MEW and the Provider according to the number of days in the cycle for non-telemetered accounts. Actual readings as of midnight March 1, 2000 will be used for telemetered accounts. MEW will use its best efforts to ensure estimated reads will be kept to a minimum.
6. Transitioning of customers on March 1, 2000 will result in the pro-ration of charges for electricity supply except for telemetered accounts. This pro-ration will divide the customer’s total usage based upon the number of days the Customer was served by MEW and the number of days the Customer was served by the Provider. Because of differences in the methodology between retail customer billing and the load settlement process, the pro-ration for customer billing will not accurately coincide with the allocation of load responsibility by the load settlement system. A one-time adjustment will be required to reconcile the difference between the energy billed to retail customers and the energy delivered to the MEW system.

Meter Reading and Billing Cycles

MEW has monthly meter reading and billing “cycles” each month. With few exceptions, accounts are read and billed on the same cycle.

Standard Rate Structures for Consolidated Utility Billing:

MEW’s existing Standard Rate Structures include flat structures and fixed monthly charges. Billing determinants available include kWh. The rate options and billing determinants available for a specific customer will be limited by the installed metering capability of that customer.

Net Energy Billing

Net Energy Billing is available to certain customers in accordance with the applicable Precepts. For these customers, the usage amount transmitted to the Provider will be the Customer’s net usage, and the Provider’s load obligation will be based on the Customer’s net usage. Any excess generation provided by Net Energy Billing Customers will be used to reduce total system load and a load profile developed specifically for this purpose will be used.

Customer Rate Changes:

Changes in rate levels on a Provider’s existing rate on Consolidated Utility Billing can be implemented on a non-prorated basis. The change will be effective for all usage on bills issued on and after the effective date of the change.

Rate changes which involve changing the rate structure under which a customer is billed can only be implemented on a non-prorated basis.

No more than one change in rate level or rate structure can be implemented per month for any account.

Off-Cycle Terminations:

The Provider or Customer may request an off-cycle termination of an enrolled Customer as of a desired date, specifying either pro-rating usage or using an actual meter reading.

If an actual meter reading is required, MEW will schedule it as soon as is practical, usually within four business days. If the Provider or Customer requests an off-cycle read on a specific date, MEW will honor that date if possible. When an actual meter reading for an off-cycle drop is requested for a Customer with kW demand, the kW demand billing determinants will be measured separately for each partial period of the normal billing cycle.

If usage is prorated, the off-cycle termination will be effective on the date requested, as long as the request is made in advance.

Fees for off-cycle terminations will be charged to the requesting party, in accordance with MEW's Terms and Conditions.

Application of Credits to Accounts:

All billing credits received will be applied following the normal payment application process except for the following. An unpaid deposit obligation to MEW will be satisfied before any payment amount is applied to any other receivable type. When a Deferred Payment Arrangement is in effect as an MPUC requirement, payments will be applied first to the amount due MEW under the arrangement, and then any remaining payment amount will be applied to the Provider's receivable.

Budget Payment Plan:

MEW offers levelized Residential and Commercial Budget Payment Plans. Under Consolidated Utility Billing, the Provider will specify in Exhibit B if it elects to allow MEW to include the Provider's charges in MEW's Budget Payment Plan for all customers that participate in accordance with MEW's program criteria and calculations. Payments made by customers on the Budget Payment Plan will be applied in accordance with the standard payment application procedure described in the Precepts. If the Provider elects in Exhibit B not to participate in the Budget Payment Plan, MEW's Budget Payment Plan will not be available to the Provider's customers under Consolidated Utility Billing.

Standard Bill Format for Consolidated Utility Billing:

The Standard Bill Format for Consolidated Utility Billing will be in compliance with the applicable Precepts. Samples are attached hereto.

Payment Transfer Method

MEW will transfer payments to the Provider at the earlier of: 1) amounts to be distributed reach \$200.00; or 2) 30 days since the last transfer. Payments will be transferred via check to the bank account designated by the Provider in Exhibit B.

Requests for Non-standard Bill Formats:

The Provider may request MEW to develop a customized bill format for Consolidated Utility Bills. The request must be submitted to MEW's Business Contact who will provide an estimated cost and completion date. Advance payment may be required.

Non-standard Metering Options:

MEW will install non-standard metering at the Provider's request in accordance with the applicable Precepts. The Provider is responsible for incremental costs associated with non-standard meter installations. A list of meter options and associated fees will be provided by MEW to the Provider upon request. The selected meter must support MEW's billing

requirements. The request must be submitted to MEW's Business Contact who will provide an estimated cost and installation date. Advance payment may be required.

Load Obligation & Settlement Calculations:

MEW shall determine the Supplier's hourly loads and report such to the ISO-NE in accordance with NEPOOL Market Rules and Procedures 18 "Settlement": and 20 "Procedure for the Determination of Loads", and the MPUC Chapter 321 Rule, "Load Obligation and Settlement Calculations for Competitive Providers of Electricity". MEW is the "Assigned Meter Reader" with ISO-NE for the Provider's load asset account.

1. MEW will use telemetered interval data adjusted for line losses for all non-Standard Offer Customers.
2. Daily Settlement Reports: By 1 p.m. of the second business day following the trading period, MEW will report the hourly load responsibility of the Provider to ISO-NE in conformance with ISO-NE requirements, and to the Provider in the same format via the same means used to transmit the data to ISO-NE.
3. MEW filed a line-loss study with the MPUC which is available upon request.

MEW Services and Fees for Providers:

Services provided to Providers by MEW, and applicable fees, are listed in Section XXX of MEW's Terms and Conditions.

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T&D SPECIFIC PROVISIONS For Business Interactions Between Standard Offer Providers and Town of Madison, Department of Electric Works

March 1, 2000 Transition Processing Provisions:

In order to effectively transition from existing processing systems and operations to the new systems that implement Customer Choice on March 1, 2000, special processing requirements need to be met:

1. Customers not enrolled with a Competitive Electricity Provider by February 25, 2000 will automatically be assigned to Standard Offer service.
1. Transitioning of customers on March 1, 2000 will result in the pro-ration of charges for electricity supply except for telemetered accounts. This pro-ration will divide the customer's total usage based upon the number of days the Customer was served by MEW and the number of days the Customer was served by the Provider. Because of differences in the methodology between retail customer billing and the load settlement process, the pro-ration for customer billing will not accurately coincide with the allocation of load responsibility by the load settlement system. A one-time adjustment will be required to reconcile the difference between the energy billed to retail customers and the energy delivered to the MEW system.

Off-Cycle Reads

A Competitive Electricity Provider may request an off-cycle termination of an enrolled customer as of a desired date, or a customer may request their relationship with a Competitive Electricity Provider be terminated off-cycle. In either case, the customer will be moved into the Standard Offer on a date other than the normal meter reading date. The requesting party must specify either pro-rating usage or an actual meter reading. If an actual meter reading is required, MEW will schedule it as soon as is practical, usually within four business days. If the Provider or Customer requests an off-cycle read on a specific date, MEW will honor that date if possible. When an actual meter reading for an off-cycle drop is requested for a Customer with kW demand, the kW demand billing determinants will be measured separately for each partial period of the normal billing cycle.

Payment to Standard Offer Providers

MEW has monthly meter reading and billing "cycles" each month. Standard Offer Providers will be paid for all energy sold to Standard Offer customers based upon their bid price and percentage of load provided by Standard Offer Rate Class, less an allowance for uncollectible accounts. The allowance will be 0.14% for the Standard Offer Rate Class. Actual meter readings

or estimated meter readings will be the basis for monthly payments to all Standard Offer Providers. MEW will transfer payments to the Provider 26 days after each bill cycle in which the bills are issued. Payments will be transferred via check to the bank account designated by the Provider in Exhibit B.

Standard Bill Format for Consolidated Utility Billing:

MEW will provide consolidated billing for Standard Offer Providers using a standard bill format as required by the Precepts. The information disclosure label required quarterly will be included in consolidated billing services. MEW requires Standard Offer Providers to produce and deliver the disclosure labels to MEW's specifications.

MEW will assess a fee per bill issued, and a fee to distribute the disclosure labels, in accordance with MEW's Terms and Conditions. These fees will be billed monthly to the Standard Offer Provider by MEW.

Load Obligation & Settlement Calculations:

MEW shall determine the Supplier's hourly loads and report such to the ISO-NE in accordance with NEPOOL Market Rules and Procedures 18 "Settlement": and 20 "Procedure for the Determination of Loads", and the MPUC Chapter 321 Rule, "Load Obligation and Settlement Calculations for Competitive Providers of Electricity". MEW is the "Assigned Meter Reader" with ISO-NE for the Provider's load asset account.

1. MEW will use telemetered interval data adjusted for line losses for all non-Standard Offer Customers.
1. Daily Settlement Reports: By 1 p.m. of the second business day following the trading period, MEW will report the hourly load responsibility of the Provider to ISO-NE in conformance with ISO-NE requirements, and to the Provider in the same format via the same means used to transmit the data to ISO-NE.
1. MEW filed a line-loss study with the MPUC which is available upon request.

MEW Services and Fees for Providers

Services provided to Providers by MEW, and applicable fees, are listed in MEW's Terms and Conditions.

EXHIBIT B
PROVIDER INFORMATION

Failure to fill out this form completely will render the T&D unable to provide services for the Provider. The Provider shall submit revisions to this document within 5 working days of any changes to the information herein.

General Information for Licensed Provider:

Provider Name _____

Corporate Address _____

Date of MPUC License _____

Business contact _____

Title _____

Phone number _____

Facsimile number _____

E-mail address _____

Technical contact _____

Title _____

Phone number _____

Facsimile number _____

E-mail address _____

Authorized Signature: _____

Title: _____

Date: _____

EXHIBIT B

Complete one form for each "Doing Business As" entity of the Provider.

"Doing Business As": _____

DBA Contact _____

Title _____

Phone number _____ Fax number _____

E-mail address _____

Load Asset Account # _____ Effective Date _____

Banking Information

- 1. Bank name _____
- 2. Bank phone _____
- 3. Bank account number _____
- 4. Federal tax ID _____

Consolidated Utility Billing Service Yes No

- 1. Customer account number format _____
- 2. Company name for bill print _____
- 3. Customer service phone number for bill print _____
- 4. Business hours for bill print _____
- 5. Participate in T&D budget plans? _____
- 6. Types of Rate Structures offered: Flat
- 7. Types of determinants used: kWh
- 8. Attach rate descriptions.

Authorized Signature: _____

Title: _____

Date: _____