

**Exhibit A to Standard Offer Provider Contract
T&D Specific Provisions
Of
Maine Public Service Company (MPS)**

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 April 30, 2000.
2. MPS will establish available EBT/EDI testing periods beginning in the Fall of 1999 through January 31, 2000. The Provider may reserve a testing period on a first-in-basis. Testing periods will resume April 1, 2000 by reservation if needed.
3. 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").
4. 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.
5. MPS 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.
6. Choice Day Enrollments will be effective on March 1, 2000 without regard to the Customer's cycle read date. Energy will be prorated between MPS and the Provider according to the number of days in the cycle. Actual readings as of midnight March 1, 2000 will be used for telemetered accounts on the cycles read on February 29, 2000. MPS will use its best efforts to ensure estimated reads will be kept to a minimum.
7. Transitioning of customers on March 1, 2000 will result in the pro-ration of charges for electricity supply except for accounts read on February 29, 2000. This pro-ration will divide the customer's total usage based upon the number of days the Customer was served by MPS 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 MPS system.

8. For Large Power Billing customers, the processing of bills and forwarding of usage and billing data may not be completed within the required normal time frame because of manual processes necessary.

Standard Rate Structures for Consolidated Utility Billing:

MPS's existing Standard Rate Structures include Flat, Blocked, Time-of-Use, Seasonal structures and fixed monthly charges. Billing determinants available include KWH, KW demand, and KVAR hours (A matrix is included as Exhibit A-1). The rate options and billing determinants available for a specific Customer will be limited by the installed metering capability of that Customer. Standard specifications for field sizes and decimal places for rates and rate descriptions shall be the same as for MPS's charges.

Standard Offer Rate Classes

Standard Offer Rate Classes for MPS's customers are as follows:

Residential/Small Commercial: Includes all customers defined as residential by MPS's Terms and Conditions, and non-residential customers that take service under a core customer class that does not include a demand charge

Medium Non-Residential: Includes all non-residential customers that take service under a core customer class that includes a demand charge and in which a customer's maximum demand does not exceed 499 kW.

Large Non-Residential: Includes all non-residential customers that are not small non-residential or medium non-residential customers.

At any point in time, a customer's Standard Offer Rate Class will be determined according to MPS's rate class in which the customer is taking service.

Monthly vs Bi-Monthly Meter Reading and Billing Note:

MPS currently bills most residential customers on a 60-day/ bi-monthly basis. For these customers, any reference to "cycle" will mean the 60-day basis. All rate structures with seasonal, KW demand, and KVAR hour components require monthly billing. In addition, MPS's billing system includes all accounts having rate structures with KW demand and KVAR hour components, in the cycle read and billed on the last workday of the month. This eliminates the need to prorate such customers for rate changes as long as the effective date corresponds to this timing. Supplier will also be required to have any rate changes correspond to this timing requirement.

Net Energy Billing:

Net Energy Billing is available to certain customers in accordance with the applicable Regulation and will be a manual process for actual billing purposes. For these customers, the usage amount transmitted to the Provider will be the Customer's gross usage. Any excess generation provided by Net Energy Billing Customers will be recorded and reported as a credit through a revenue adjustment transaction. The net will then be reflected in the customer's account. These steps should then provide the necessary information for the Load Settlement process.

Large Power Billing:

Due to special contract provisions or rate structures, MPS has several (less than 25) Customer accounts that are not billed using MPS's main billing system. For purposes of this contract, and Chapter 322 provisions, all of these customer accounts are considered Nonstandard Rate Structures. The billing programs for these Customers will be initialized with logic for the applicable Standard Offer Rate structure. The enrollment of a Large Power Billing Customer on the Provider's rate shall be treated as a Nonstandard Rate Structure change if the Provider's rate components are different than the applicable Standard Offer Rate components, because individual programming is required.

One type of special contract for a customer with multiple geographic locations totalizes the usage from the separately metered locations under one billing account. The "totalized account" is considered one customer available for enrollment by one provider. The totalized account usage data will be used for Settlement. Enrollments received on any of the individual locations that are included in the totalized account will be rejected.

Customer Rate Changes:

Rate changes can be handled in one of two options.

1. With a specific effective date for the whole rate class. These will be prorated between the previous (old) rate and the current (new) rate based on the regular cycle's reading dates and the rate's effective date.
2. With an effective date for meters read on or after for the whole rate class. No proration will be done in this instance. The customer's next billing will be at the new rate.

The supplier will be responsible to provide MPS with the specific option in all cases. No more than one change in rate level or rate structure can be implemented per billing cycle for any account.

Customer Accounts Disconnected for Non-payment:

Accounts of customers that are disconnected for non-payment are not processed as "Final" until the next scheduled read date or sooner should it be determined the account is vacant.

Off-Cycle Terminations:

A Competitive Electricity 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. In either case, the Customer will be transferred to the Standard Offer as of the effective date of the termination. If an actual meter reading is required, MPS will schedule it as soon as is practical, usually within four business days. 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. Fees for off-cycle termination will be charged to the requesting party, in accordance with MPS's Terms & 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 MPS 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 MPS under the arrangement, and then any remaining payment amount will be applied to the Provider's receivable.

Cost of Uncollectibles:

MPS will pay the Provider for all energy sold to Standard Offer Customers based upon the Provider's bid price(s) and the Provider's percentage of total load for the Standard Offer rate class(s), less an allowance for uncollectible accounts, as specified in this Agreement. The allowances for uncollectible accounts will be:

Residential / Small Non-Residential Class:	.51%
Medium Non-Residential Class:	.18%
Large Non-Residential Class:	.00%

Actual meter readings or estimated readings will be the basis for monthly payments to the Provider.

EDI Processing Schedule:

The processing schedule for transmitting data through EDI will be posted on MPS's Supplier Website page. (www.mainepublicservice.com).

Standard Bill Format for Consolidate Utility Billing:

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

Payment Transfer Method:

MPS will transfer payments to the Provider in accordance with the applicable Precept. Payments will be transferred via ACH to the bank account designated by the Provider in Exhibit B.

Information Disclosure Label Mailing:

Information disclosure labels will be sent by MPS to all Standard Offer Customers in the Residential/Small Commercial and Medium Commercial rate classes four times per year, as required by the applicable Precepts. A fee will be charged to the Provider for this service in accordance with MPS's Terms and Conditions.

Load Obligation & Settlement Calculations:

MPS shall determine the Supplier's hourly loads and report such to the Independent System Administrator (ISA) in accordance with the ISA's Market Rules and Procedures and the MPUC Chapter 321 Rule, "Load Obligation and Settlement Calculations for Competitive Providers of Electricity". MPS is the "Assigned Meter Reader" with ISA for the Provider's load asset account.

1. Per MPUC Chapter 321, section 4(A) (2), MPS will develop Load Profiles for three customer groups: Residential, Small Commercial and Industrial (Small C&I) and Large Commercial & Industrial (Large C&I). MPS's breakpoint for the Small C&I profiled customer group is 50 KW or less of maximum billing demand per month. The Large C&I profiled customer group consists of customers with maximum monthly demands between 50 KW and 500 KW. MPS may also develop Deemed Load Profiles for unmetered loads per section 4(A) (3) of the MPUC's Chapter 321.
2. MPS will use telemetered interval data adjusted for line losses for all interval metered customers with maximum monthly loads of 500 KW or greater. (Interval meters installed for survey purposes are considered temporary and are not available for use in individual billing or settlement calculations.) All MPS customers whose maximum monthly demand equals or exceeds 500 KW will be telemetered.
3. Each profile will contain 24-hourly profiles that may be used to represent each day of a year. Each daily load profile will represent an average per-customer load at the point

of retail delivery without losses. Each profile will represent a 24-hour day that can be identified by an Indicator such as month, day of the week, weather condition, and so forth.

4. Daily Settlement Reports: By 1 p.m. (or the time specified by the ISA) of the second business day following the trading period, MPS will report the hourly load responsibility of the Provider to the ISA in conformance with the ISA requirements, and to the Provider in the same format via electronic mail if requested.
5. Monthly Settlement Reports: Consistent with the timing requirements, the daily or monthly load responsibility for each Provider will be re-estimated using the most recent monthly KWH billing information. The methodology for calculating the Provider load responsibility will be identical to the daily method except the daily estimated energy use of profiled customers will reflect the billing KWH for that month. The monthly energy differences will be reported to the ISA in accordance with their requirements. The monthly settlement data will be made available to the Provider in the same format no later than 2 days after being reported to the ISA.

MPS Services and Fees for Providers:

Services provided to Providers by MPS, and applicable fees, are listed in Section 38 of MPS's Terms and Conditions.

T&D Utility Business Contact: Brent M. Boyles
Title: Manager of Corporate Planning
Phone: (207) 768-5811 ext. 1139
Toll Free In State: 1-800-287-6937
FAX: (207) 760-9582
E-mail address: mainpub@mfx.net

T&D Utility Technical Contact: Christopher A. Libby
Title: Programmer / Analyst
Phone: (207) 768-5811 ext. 2210
Toll Free In State: 1-800-287-6937
FAX: (207) 764-1775
E-mail address: clibby@mainepublicservice.com

**EXHIBIT B
COMPETITIVE ELECTRICITY PROVIDER**

Page 1 of 2

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 with 5 working days of any changes to the information herein.

General Information for Licensed Provider:

Provider Name _____

Corporate Address _____

Dun & Bradstreet number _____

Date of MPUC License _____

Business contact _____

Title _____

Phone number _____

Facsimile number _____

E-mail address _____

Technical EDI contact _____

Title _____

Phone number _____

Facsimile number _____

E-mail address _____

Authorized Signature: _____

Title: _____

Date: _____

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 _____

ISO-NE Company ID# _____ Dun’s+4 _____

ISO-NE Load Asset Account # _____ Effective Date _____

Value Added Network (VAN) Service _____

Phone number _____

EDI Trading Partner ID _____

Attach VAN transmission schedule (In-bound & Out-bound).

Banking Information

1. Bank name _____

2. Bank phone _____

3. Routing & transit number (ABA) _____

4. Bank account number _____

5. 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 Blocked TOU seasonal

7. Types of determinants used: kWh kWd kVard kVarh

8. Attach rate descriptions.

Authorized Signature: _____

Title: _____

Date: _____

EXHIBIT C

PRECEPTS

The Precepts encompassed in this Agreement include the following, but are not limited to:

- Maine's Restructuring Act: Chapter 316 codified as 35-A M.R.S. SS3201-3217
- Maine Public Utilities Commission Rules and Regulations:

Chapter 301 Standard Offer Service

Chapter 305 Licensing Requirements, Annual Reporting, Enforcement and Consumer Protection Provisions for Competitive Provision of Electricity

Chapter 306 Uniform Information Disclosure and Informational Filing Requirement

Chapter 321 Load obligation and Settlement Calculations for Competitive Providers of Electricity

Chapter 322 Metering, Billing Collections and Enrollment Interactions Among Transmission and Distribution Utilities and Competitive Providers of Electricity

Chapter 320 Service Standards of Electric Utilities

Chapter 81 Residential Utility Service Standards for Credit and Collection Programs

Chapter 86 Disconnection and Deposit Regulations for Non-Residential Utility Service

Chapter 870 Late Payment Charges, Interest Rates to be Paid on Customer Deposits, and Charges for Returned Checks

Chapter 313 Customer Net Energy Billing

Chapter 360 Cogeneration and Small power Production

- Terms & Conditions of the T&D Utility filed and approved by the MPUC
- Maine Electronic Business Transaction Standards
- Independent System Administration (ISA) Rules
- ISA Open Access Transmission Tariff (OATT)
- T&D Utility Transmission Tariff
- ISA Tariff

- Any other applicable FERC jurisdictional tariff, rate schedule or agreement

ATTACHMENT A - SOP