



Appendix A

Glossary

For

2014 Request For Proposals

For

***Long-Term, Supply-Side
Developmental Resources***

In Amite South

DRAFT

Entergy Services, Inc.

~~July 18~~September 17, 2014

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GLOSSARY

“2014 Amite South RFP Website” means the internet website <https://spofossil.entergy.com/ENTRFP/SEND/AmiteSouthRFP/Index.htm>.

“Affiliate” means, with respect to any specified Person, any other Person directly or indirectly controlling or controlled by or under direct or indirect common control with such specified Person. For purposes of this definition, “control” (including, with correlative meanings, the terms “controlling,” “controlled by,” and “under common control with”), as used with respect to any Person, shall mean the possession, directly or indirectly, of the power to direct or cause the direction of the management or policies of such Person, whether through the ownership of voting securities or interests having voting power, by agreement, or otherwise.

“Affiliate Rules” means rules and regulations promulgated by federal, state, and local regulatory agencies to address interactions between a utility and its affiliates engaged in competitive markets; settlement agreements between an Entergy Operating Company and a regulatory agency to address such interactions; and FERC-ordered standards of conduct to address interactions between transmission function and marketing functions employees.

“AGC” or “Automatic Generation Control” means a generating unit under automatic dispatch from a system control center.

“Amite South Region” or “Amite South” means the portion of Louisiana that runs roughly from east of Baton Rouge, Louisiana, to the Mississippi state line and south from the Amite Substation to the Gulf of Mexico and is more particularly described in Section 1.2 of the Main Body.

“Balancing Authority” means the Person(s) in control of the physical operating of, and responsible for fulfilling the duties necessary to operate, a Balancing Authority Area.

“Balancing Authority Area” means an electric power system or combination of electric power systems to which a common automatic generation control scheme is applied in order to: (i) match, at all times, the power output of the generators within such electric power system(s) and the net power purchased from or sold to Persons outside such electric power system(s) with the load within such electric power system(s); (ii) maintain scheduled interchange with other such electric power system(s), within the limits of accepted electrical practices; (iii) maintain the frequency of such electric power system(s) within reasonable limits in accordance with accepted electrical practices; and (iv) provide sufficient generating capacity to maintain operating reserves in accordance with accepted electrical practices.

“Bidder” means a Person that submits (or, prior to the applicable due date, intends or expects to submit) a proposal or completes the Bidder Registration Process in response to this RFP, or any group of Persons having a pre-existing contractual relationship, such as co-owners of a resource,

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that submits jointly (or, prior to the due date, intends or expects to submit jointly) a proposal or completes the Bidder Registration Process in response to this RFP based on such pre-existing contractual relationship. A group of Persons that has jointly developed a proposal pursuant to the procedures set forth in the Main Body may also be a “Bidder.”

“Bidder ID” means the unique Bidder identification number assigned to Bidder during the Bidder registration process.

“Bidder Registration Agreement” means the Bidder Registration Agreement described in Section 5.32 of the Main Body that Bidders are required to submit to ESI in order to participate in this RFP.

“Bidder Registration Period” means the period of time provided for Bidder Registration, which, in general, will begin at 8:00 a.m. CPT on the date specified in the applicable RFP Schedule and will end at 5:00 p.m. CPT on the date specified in the applicable RFP Schedule.

“Bidder Registration Process” means the process (described in Section 5.32 of the Main Body) for Bidders to register the entity submitting its proposal(s), the generation resource(s), and each proposal it intends to submit in response to this RFP.

“Bidders Conference” means the conference relating to this RFP described in Section 5.21 of the Main Body and held on the date for the Bidders Conference set forth in Section 5.21 of the Main Body.

“Business Day” means any day except Saturday, Sunday, or, with respect to the scheduling, bidding, and/or offering of power, a holiday as defined by the North American Electric Reliability Council or any successor organization thereto or, with respect to payments and all other matters, a holiday observed by Federal Reserve Banks in New York, New York. For notice purposes, a Business Day shall begin at 8:00 a.m. and end at 5:00 p.m. Central Prevailing Time.

“Buyer” means one or more of the Included Entergy Operating Companies, as designated by ESI.

“Capacity” or, as the context requires, “capacity” means the megawatt output level that the generating unit is capable, as of a given moment, of continuously producing and making available at the Electric Interconnection Point, taking into account the restrictions on operation, the operating condition of the equipment at that time, the auxiliary loads, line losses, and other relevant factors prior to the Energy Delivery Point. For purposes of this RFP, the term “Capacity” or “capacity” includes any and all capacity-related benefits associated with such Capacity, notwithstanding any provision in which “Capacity” or “capacity” is followed by the term “capacity-related benefit(s).”

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“Capacity Credits” means ZRCs or, if ZRCs are no longer recognized by MISO, such other form of capacity credits or capacity-related benefits that replaces ZRCs and that MISO recognizes for use in the satisfaction of MISO’s resource adequacy requirements.

“Capacity Rate” means the rate, expressed in \$/kW-year, payable by Buyer to Seller for the contractually-stipulated capacity for a defined period during the Delivery Term, as more particularly described in Section 2.2.2 of the Main Body and Appendices B-1 and B-2 to this RFP.

“CCGT” means combined-cycle gas turbine.

“Common Assets” means the portion of a resource under the joint ownership of Seller and one or more other Persons.

“CPI” means the Consumer Price Index for All Urban Consumers; US City Average; All Items; Not Seasonally Adjusted (base index year 1982-1984 = 100), as published by the United States Department of Labor, Bureau of Labor Statistics, from time to time.

“CP Node” mean commercial pricing node.

“CPT” or “Central Prevailing Time” means the local time in Houston, Texas.

“Credit Evaluation Team” or “CET” means the Evaluation Team responsible for analyzing potential credit issues associated with Bidder proposals submitted in response to this RFP, as further described in Appendix F to this RFP.

“Credit Support Provider” means any Person that Bidder proposes in a proposal under this RFP as a credit support provider on its behalf.

“Definitive Agreement” means a legally binding agreement, mutually executed and delivered by authorized representatives of Buyer and Seller, setting forth the definitive terms and conditions of a Transaction. For the avoidance of doubt, a “Definitive Agreement” does not include a letter of intent, memorandum of understanding, or any other similar preliminary written agreement or document with respect to the Transaction, or any acceptance, written, oral, or other, of any offer or proposal.

“Delivery Term” means the period of time in which Seller is obligated to sell and Buyer is obligated to purchase Capacity, capacity-related benefits, energy, Environmental Attributes (if any), and Other Electric Products under the Definitive Agreement. The “Delivery Term” is, for purposes of this RFP, limited to PPAs and Tolls and is more particularly described in Appendices B-1 and B-2 to this RFP.

“Developmental Resource” means a Facility or resource that, as of the date of Bidder’s proposal with respect to such Facility or resource and the execution of the Definitive Agreement (if any) in respect of such proposal, (i) (a) has never been placed into commercial service and has not been accepted by its owner as having achieved (or been deemed to have achieved) the

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requirements for commercial operation (or analogous term) under the applicable project construction contracts or (b) has been and remains removed from commercial service and (ii) will make available and generate the power to be provided to Buyer under the Definitive Agreement from new power generation equipment.

“DSG” means the Downstream of Gypsy region, which is illustrated in Figure 1 in Section 1.2 of the Main Body.

“Economic Evaluation Team” or “EET” means the Evaluation Team responsible for analyzing the economics of Bidder proposals submitted in response to this RFP (as further described in Section 6.1.2 of the Main Body).

“Electric Interconnection Point” means the point of electrical interconnection at the Balancing Authority substation to which the proposed generation resource would be interconnected at a transmission level.

“Eligible Participants” means Persons eligible to participate in this RFP (as further described in Section 1.7 of the Main Body).

“Eligible Resources” means resources eligible to participate in this RFP (as further described in Section 1.9 of the Main Body).

“Eligible Technology” means the generation technology eligible to participate in this RFP (as further described in Section 1.8 of the Main Body).

“Entergy Competitive Affiliate” means any Affiliate of Entergy Corporation, other than ESI, Entergy Operations, Inc., any of the Entergy Operating Companies, or System Energy Resources, Inc.

“Entergy Operating Companies” or “Operating Companies” means the regulated electric utilities owned, directly or indirectly, by Entergy Corporation. As of the date of this RFP, the Entergy Operating Companies are Entergy Arkansas, Inc., Entergy Gulf States Louisiana, L.L.C., Entergy Louisiana, LLC, Entergy Mississippi, Inc., Entergy New Orleans, Inc., and Entergy Texas, Inc.

“Entergy Transmission System” means the interconnected group of transmission lines and substations owned or leased by the Entergy Operating Companies, excluding Entergy Arkansas, Inc., that are used to transfer bulk electricity between supply and delivery points, regardless of the Balancing Authority (including any RTO or ISO) applicable thereto.

“Environmental Attributes” means all current or future RECs and all other current or future environmental attributes associated with the Capacity of the resource contracted to Buyer or the generation of energy from such Capacity, including any environmental attributes related to the avoidance of the emission of any gas (including carbon dioxide and other greenhouse gases), chemical or other substance into the environment.

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“ESI” means Entergy Services, Inc.

“Evaluation Team” means the group of individuals responsible for evaluating one or more aspects of the proposals (or specific components thereof) submitted in response to this RFP. Most of the Evaluation Teams will consist primarily of members of SPO and Entergy’s Fossil Generation Department. The Evaluation Teams consist of the Economic Evaluation Team, the Non-Pricing Assessment Team, the Viability Assessment Team, and the Credit Evaluation Team, all as more particularly described in the Main Body.

“Facility” means the electric generation facility specified as such in a Bidder proposal.

“FERC” means the Federal Energy Regulatory Commission, or any successor thereto.

“Financial Settlement CP NodeNodes” means the CP NodeNodes in the MISO financial model for []-the loads of the Included Entergy Operating Companies, the methodology for the allocation among such CP Nodes which is described in Appendices B-1 and B-2.

“Full Load” means, with respect to a generation resource, operation at full load, including duct-firing.

“Governmental Authority” means any federal, foreign, state, local, or municipal governmental body; any governmental, quasi-governmental, regulatory or administrative agency, commission, body, or other authority (including FERC, any electric reliability organization, any market monitor, any independent coordinator of transmission, any Balancing Authority (including any ISO or RTO), and any other transmission provider) exercising or entitled to exercise any administrative, executive, judicial, legislative, policy, regulatory, or taxing authority or power; or any court or governmental tribunal.

“HRSG” means a heat recovery steam generator.

“HSR” means the Hart-Scott-Rodino Antitrust Improvements Act of 1976, as amended.

“Included Entergy Operating Companies” means Entergy Gulf States Louisiana, L.L.C., Entergy Louisiana, LLC, and Entergy New Orleans, Inc.

“Independent Monitor” or “IM” means Ms. Elizabeth (Betsy) R. Benson of Energy Associates, an independent consulting firm retained by ESI to act as independent monitor for this RFP.

“ISO” means a Person operating a transmission system and determined by the FERC to be an Independent System Operator.

“kW” means kilowatt, a unit of electrical power equal to one thousand watts.

“kWh” means kilowatt-hour, a basic unit for measuring the flow of electric energy. A kWh is equal to one kilowatt of power supplied continuously for one hour (or the amount of electricity needed to light ten 100-watt light bulbs for one hour).

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“Letter of Intent” or “LOI” means a letter of intent between Buyer and Bidder (or authorized Seller) with respect to a proposal submitted by Bidder pursuant to this RFP and selected by ESI for negotiation of a Definitive Agreement.

“Long-Term Network Resource” means a generating resource that has qualified for network integration transmission service for one year or longer provided under the MISO OATT.

“Main Body” means the main document describing this RFP and to which nine (9) appendices are attached.

“Minimum Requirements” means the Minimum Requirements that Bidders must satisfy in order for Bidder to be assured that a conforming proposal offering a Developmental Resource will be considered in this RFP.

“MISO” means Midcontinent Independent System Operator, Inc.

“MISO OATT” means the Open Access Transmission Tariff of MISO, filed at FERC in compliance with FERC Order Nos. 888 and 890.

“MISO Rules” means, collectively, (i) the MISO OATT on file with FERC, (ii) the MISO Business Practice Manuals, and (iii) any other applicable policies, rules, guidelines, procedures, protocols, standards, criteria, instructions, directives, and requirements of MISO.

“MISO System” means the interconnected group of transmission systems coordinated, controlled, and monitored by MISO.

“MMBtu” means one million British thermal units.

“Moody’s” means Moody’s Investors Service, Inc.

“MW” means megawatt, a unit of electrical power equal to one million watts or one thousand kilowatts.

“MWh” means megawatt-hour, a unit of electrical energy equal to one MW delivered for one hour.

“Non-Pricing Assessment Team” or “NPAT” means the Evaluation Team comprised of sub-teams responsible for assessing (i) the extent to which a proposal will or may achieve non-pricing planning objectives relevant to the RFP, (ii) the delivery of Capacity, capacity-related benefits, energy, Other Electric Products, and Environmental Attributes (if any) offered by Bidder under the terms of its proposal, and (iii) the forecast of variable costs and revenues for each proposal, as described in Section 6.1.3 of the Main Body.

“O&M” means operation and maintenance.

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“Other Electric Products” or “ancillary services” means reactive power production, reactive power absorption, voltage control, regulation and frequency response, energy balancing, load following, reserves and any other services, capabilities or products (including any ancillary services, but excluding any Capacity Credit or similar right or benefit or Environmental Attribute) available from or associated with the Capacity and energy to which Buyer is entitled under the applicable Definitive Agreement.

“Person” means any individual, Governmental Authority, corporation, limited liability company, partnership, limited partnership, trust, association, bank, financial institution, fund or other entity.

“Physical CP Node” means the CP Node for the Facility (or portion thereof allocated to Buyer) at which Seller will make available Capacity and deliver energy and Other Electric Products from the Facility (or portion thereof allocated to Buyer) to MISO.

“PPA” means a power purchase agreement.

“PPI” means the Producer Price Index for “All commodities – WPU00000000,” as published by the United States Bureau of Labor Statistics.

“Primary Selection List” means a final list setting forth the proposal selected for immediate negotiation of Definitive Agreement.

“Products” means the PPA, Toll, and asset acquisition products solicited by this RFP and described in Section 2.2 of the Main Body and in the Term Sheets.

“Proposal ID” means the unique proposal identification number assigned to Bidder for each proposal that Bidder registers during the Bidder Registration Process.

“Proposal Package” means a completed Proposal Submission Template, VAT self-assessment, and responses to Appendix ~~B-1, Appendix B-2, or Appendix B-3, as applicable, and to Appendix C.C.~~

“Proposal Submission Agreement” means the Proposal Submission Agreement that each Bidder is required to execute and deliver to ESI as part of the Proposal Submission Process.

“Proposal Submission Period” means the period during which any Bidder may submit a completed Proposal Package beginning at 8:00 a.m. CPT on the date specified in the applicable RFP Schedule as the first date for Bidders to submit Proposal Packages (under the current RFP Schedule, November 17, 2014), and ending at the Required Proposal Submission Time.

“Proposal Submission Process” means the process (described in Section 5.43 of the Main Body) for the submission of Bidder proposals and required documents to ESI in this RFP.

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“Proposal Submission Template” means the template that will be used to submit a portion of Bidder’s proposal. The Proposal Submission Template will be submitted as part of the Bidder’s Proposal Package.

“Proposal Submittal Fee” means the amount due from Bidder for each registered proposal submitted by Bidder prior to the deadline for submitting proposals under this RFP, as further described in Section 5.32 of the Main Body.

“Published Credit Rating” means, with respect to any Person, the unsecured, senior long-term debt rating (not supported by any third party credit enhancement) of such Person or, if there is no such rating, the long-term issuer rating of such Person, in each case assigned by S&P or its successor or Moody’s or its successor. In the event of a “split” rating between S&P and Moody’s, the lower of the two credit ratings will apply.

“Qualifying Facility” or “QF” means a cogeneration or small power production facility that meets the requirements for qualifying facility status under the Public Utility Regulatory Policies Act of 1978, as amended, and the applicable federal and state implementing regulations.

“RECs” means any and all renewable energy credits, renewable energy or green certificates, green tags, and other fuel, emissions, air quality, or other environmental characteristics, credits, benefits, reductions, offsets, and allowances arising out of any applicable law or out of any voluntary rules, guidelines, or programs, including any such applicable law or voluntary rule, guideline, or program relating to any avoided, reduced, displaced, or off-set emissions of sulfur dioxides (SO_x), nitrogen oxides (NO_x), carbon monoxide (CO), mercury (Hg), soot, particulates, carbon dioxide (CO₂), and any other greenhouse gas (GHG) or pollutant that is now or may in the future be regulated under applicable laws or any voluntary rules, guidelines, or programs.

“Regional Transmission Organization” or “RTO” means any Person that satisfies the characteristics and functions of Regional Transmission Organizations as set forth in 18 C.F.R. 35.34. The RTO is voluntary in each region and may include transmission system owners, wholesale purchasers, and independent power generators.

“Required Proposal Submission Time” means 5:00 p.m. CPT on the date specified in the applicable RFP Schedule as the last date for Bidders to submit Proposal Packages (under the current RFP Schedule, November 20, 2014).

“Resource ID” means the unique resource identification number assigned to Bidder for each generating plant (or portion thereof) that Bidder registers during the Bidder Registration Process.

“RFP” means this 2014 Request for Proposals for Long-Term, Supply-Side Developmental Resources in Amite South, dated ~~July 18~~September 17, 2014 (including all Appendices and other attachments thereto).

“RFP Administration Team” is a set of employees who assist the RFP Administrator.

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“RFP Administrator” means the individual identified in Section 1.5 of the Main Body who, among other things, (i) acts as a liaison between the market participants in this RFP and ESI on all RFP-related matters, (ii) ensures that Bidder questions ESI receives are addressed in an appropriate manner, (iii) receives, records and maintains Bidder proposals, (iv) interfaces with the IM, and (v) manages other administrative matters relating to this RFP.

“RFP Hotline” means the dedicated phone line available throughout the Bidder Registration Period from 8:00 a.m. to 5:00 p.m. CPT.

“RFP Schedule” means the schedule of milestones related to this RFP set forth in Section 4.1 of the Main Body, as may be modified by ESI from time to time in accordance with this RFP.

“S&P” means Standard & Poor’s Financial Services LLC.

“Secondary Selection List” means a final list setting forth the proposal(s) selected for possible negotiation of Definitive Agreement(s).

“Self-Build Option” means a gas-fired, combined-cycle CCGT self-build facility generally described in this RFP.

“Seller” means a Bidder, or other Person designated by such Bidder in its proposal, to enter into a Definitive Agreement with Buyer pursuant to this RFP process if such Bidder’s proposal is selected by ESI.

“Separate Assets” means the portions of a resource under separate ownership of Seller and one or more Persons.

“SME” means subject matter expert.

“SPO” means Entergy’s System Planning & Operations organization.

“Start Charge” means the charge, if any, expressed in \$/completed Start-up, payable by Buyer to Seller in connection with Seller’s delivery of energy and Other Electric Products to Buyer pursuant to a Definitive Agreement.

“Start Fuel Charge” means the charge, if any, based on the product of the Start fuel amount (expressed in MMBtu per completed Start-up) and the applicable gas price (expressed in \$/MMBtu), payable by Buyer to Seller in connection with Seller’s delivery of energy and Other Electric Products to Buyer pursuant to a Definitive Agreement.

“Start-up” or “Start” means a start-up of one or more of specified generating units after a shutdown of such unit(s). A Start may be a completed Start or a failed Start, as the context requires, will involve the delivery of “ramping” energy, and will be described in more detail, if and as necessary, in the Definitive Agreements.

“Summer Conditions” means 97° Fahrenheit and 56% relative humidity.

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“Technical Conference” means the conference relating to this RFP described in Section 5.21 of the Main Body and held on the date for the Technical Conference set forth in Section 5.21 of the Main Body.

“Term Sheets” means the term sheets in Appendices B-1, B-2, and B-3 for PPAs, Tolls, and acquisitions of generation assets, respectively, that summarize some of the key commercial terms that would apply to any PPA, Toll, or asset acquisition Transaction arising out of this RFP ~~and requests information and material that Bidders are required or allowed to provide in their proposal(s) through insertions in or attachments to the Term Sheets.~~

“Threshold Requirements” means the minimum requirements for proposals submitted into this RFP to advance to the next evaluation stage of this RFP, as described in Section 2.3 of the Main Body.

“Toll” means a tolling agreement requiring the conversion of natural gas into electric products.

“Transaction” means a commercial transaction arising or resulting from this RFP in which Seller provides to Buyer Capacity, energy, Environmental Attributes (if any), and Other Electric Products from a specified resource and that is structured as a PPA, Toll, or a purchase and sale of generating facilities.

“Variable O&M Rate” means the rate, expressed in \$/MWh, payable by Buyer to Seller for variable O&M costs for a defined period during the Delivery Term, as more particularly described in Section 2.2.2 of the Main Body and Appendices B-1 and B-2 to this RFP.

“Viability Assessment Team” or “VAT” means the Evaluation Team responsible for assessing the viability of each Bidder proposal submitted in response to this RFP (as further described in Section 6.1.4 of the Main Body).

“Zonal Resource Credit” or “ZRC” has the meaning given to such term in the MISO Rules. For the avoidance of doubt, as of the date of this RFP, ZRCs include any ZRCs properly generated from Demand Response Resources (as defined in the MISO Rules) and/or Load Modifying Resources (as defined in the MISO Rules).

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