



Appendix A

*Glossary
For
January 2009 Western Region
Request For Proposals (RFP)
For
Long-Term
Supply-Side Resources*

Entergy Services, Inc.
January 15, 2009

The statements contained in this RFP are made subject to the Reservation of Rights set forth in this RFP and subject to the terms and acknowledgements set forth in the Proposal Submission Agreement.

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GLOSSARY

“Accepted Electrical Practices” means those practices, methods and acts engaged in or approved by a significant portion of the electric utility industry during the relevant time period, or any of the practices, methods and acts which, in the exercise of reasonable judgment and in light of the facts known at the time a decision is made, could have been expected to accomplish a desired result at reasonable cost consistent with good business practices, reliability, safety and expedition. Accepted Electrical Practices are not intended to be limited to the optimum practices, methods or acts to the exclusion of others, but rather to those practices, methods and acts generally accepted or approved by a significant portion of the electric utility industry in the relevant region, during the relevant time period, as described in the immediately preceding sentence.

“Actual Capacity Availability” means the Capacity actually available from the generating unit, up to the Contract Capacity.

“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 direct or indirect ownership or control of, or the possession, directly or indirectly, of the power to vote, five percent (5%) or more of the outstanding voting securities of such Person, or 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, by agreement or otherwise.

“Affiliate Rules and Codes of Conduct” or “Codes of Conduct” 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 ESI’s transmission function and ESI’s wholesale merchant functions.

“AFC” or “Available Flowgate Capacity” means the amount of transfer capability over a flowgate that remains available for additional transmission service reservations above and beyond existing uses of the Entergy transmission system.

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

“Amite South” the region of Louisiana south of the Amite Substation that is serviced by one or more of the Entergy Operating Companies and other utilities (generally from east of the Baton

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Rouge, Louisiana metropolitan area to the Mississippi state line and south to the Gulf of Mexico); the Southeast portion of the Amite South region is known as the Downstream of Gypsy (DSG) region and generally encompasses down river of the Little Gypsy plant including metropolitan New Orleans east to the Mississippi state line and south to the Gulf of Mexico and has unique planning requirements.

“Availability” means the number of hours that the Contract Capacity of a generating unit is actually available divided by the total hours in a set time period.

“Availability Requirement” means the minimum required Availability of the generating unit, measured on an hourly basis and regardless of whether or not dispatched.

“Bidder” means any Person that submits (or, prior to the applicable due date, intends or expects to submit) a proposal or Bidder Registration Form in response to this RFP, or any group of Persons having a pre-existing contractual relationship, such as co-owners of a facility, that submits jointly (or, prior to the due date, intends or expects to submit jointly) a proposal or Bidder Registration Form based on such pre-existing contractual relationship in response to this RFP. A group of Persons also may be a Bidder when a proposal has been developed jointly pursuant to the procedures set forth in Section 2.9 of the RFP.

“Bidder Credit Rating” means, with respect to either Bidder or Bidder’s Credit Support Provider, CET’s assessment of such entity’s agency ratings and other financial indicators, including but not limited to, split agency ratings, ratings outlooks, publicly available financial information and stock and market cap information. CET will evaluate these financial factors as well as ratings assigned to such entity’s unsecured, senior long-term debt obligations (not supported by third party credit enhancements) by Standard & Poor’s Ratings Group (a division of McGraw Hill, Inc.) or its successor and Moody’s Investor Services, Inc. or its successor, to determine such rating.

“Bidder ID” or “Bidder Identification Number” means the unique Bidder identification number assigned to the Bidder during the Bidder registration process. The Bidder ID will include the letter “B” followed by two numeric characters (*e.g.*, B12), and is further described in Section 1.5 of Appendix D to this January 2009 Western Region RFP.

“Bidder Registration Form” means the web-based Bidder Registration Form, as shown in example in Appendix B, which Bidders are required to submit via the RFP Web Portal in order to participate in this RFP.

“Bidder Registration Process” means the web-based process whereby Bidders access the RFP Web Portal to complete Bidder and Plant Registration Forms, as further discussed in Appendix D of this RFP.

“Bidders’ Teleconference” means the meeting to be held on or about February 17, 2009, as discussed in Section 2.3 of this RFP.

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“Btu” means British thermal unit, the quantity of heat required to raise one pound of water one degree Fahrenheit at or near its point of maximum density.

“Business Day” means any day except Saturday, Sunday or a holiday as defined by the North American Electric Reliability Council or any successor organization thereto. For notice purposes, a Business Day shall open at 8:00 AM and close at 5:00 PM Central Prevailing Time.

“Buyer” means one or more of the Entergy Operating Companies (whether acting on its own behalf or through ESI as its agent) acting in its capacity as buyer with respect to a particular Transaction.

“Call Option” means an Option entitling the Option Buyer to purchase and receive Capacity, and entitling but not obligating the Buyer to purchase and receive energy and Other Associated Electric Products from the Option Seller for the Delivery Term for which the Option may be exercised, all as specified in the Transaction.

“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 Delivery Point, taking into account the operating condition of the equipment at that time, the auxiliary loads, and other relevant factors.

“Capacity Payment” means the price payable by the Buyer to the Seller for Capacity, expressed in \$/kW, for a certain period during the term of the Definitive Agreement less any adjustments based on the Actual Capacity Availability of the generating unit.

“Capacity Quantity” means the amount of Capacity of a rated generating unit or Contract Capacity, expressed in megawatts.

“Central” means the certain area of southern Arkansas, northern Louisiana and western Mississippi serviced by one or more of the Entergy Operating Companies and other utilities (generally south of the North Arkansas region and north of the WOTAB and Amite South regions, but includes the Baton Rouge, Louisiana metropolitan area).

“Codes of Conduct” see “Affiliate Rules and Codes of Conduct.”

“CCGT” means combined cycle gas turbine.

“Commercial Operation Date” means the date after the test period on which the generating unit became (or will become) commercially operational and began (or will begin) generating and delivering power on a reliable basis.

“Contract Capacity” means the total Capacity Quantity from a generating unit expressed in MW agreed to be provided by the Seller to the Buyer pursuant to a Definitive Agreement with the Buyer.

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“Control Area” means an electric power system or combination of electric power systems to which a common AGC scheme is applied in order to: (1) match, at all times, the power output of the generators within the electric power system(s) and capacity and energy purchased from entities outside the electric power system(s), with the load within the electric power system(s); (2) maintain scheduled interchange with other such electric power system or combination of electric power systems, within the limits of Good Utility Practices; (3) maintain the frequency of the electric power system(s) within reasonable limits in accordance with Good Utility Practices; and (4) provide sufficient generating capacity to maintain operating reserves in accordance with Good Utility Practices.

“CPT” means the local time in New Orleans, Louisiana.

“Credit Evaluation Team” or “CET” means member(s) of the Proposal Evaluation Team responsible for analyzing potential credit issues associated with each proposal as further described in Appendix F of this RFP.

“Credit Rating” means, with respect to any entity, the rating then assigned to such entity’s unsecured, senior long-term debt obligations (not supported by third party credit enhancements) by Standard & Poor’s Ratings Group (a division of McGraw Hill, Inc.) or its successor or Moody’s Investor Services, Inc. or its successor.

“Credit Support Provider” means any Affiliate of Bidder having on or prior to the date of effectiveness of any guaranty made on behalf of the Bidder, (i) all requisite corporate authority to execute, deliver and perform its obligations pursuant to a guaranty of the obligations of the Bidder, and (ii) a Bidder Credit Rating by CET sufficient to cover the amount of such guaranty subject to the limits in Figure F-1 of Appendix F.

“CT” means simple cycle combustion turbine.

“Daily Energy Dispatch Notice” means the notice given by the Buyer to the Seller to dispatch the applicable generating unit by providing a forecasted schedule of energy delivery for the following business day.

“Day” or “day” means a period of twenty four (24) consecutive hours, beginning at 12:01 a.m., local time, at the Delivery Point; provided, however, that on the Day on which Central Daylight Time becomes effective, the period shall be twenty-three (23) consecutive hours, and on the Day on which Central Standard Time becomes effective, the period shall be twenty-five (25) consecutive hours; provided, however, if FERC or any other Governmental Authority having jurisdiction should modify the beginning time for a day, the beginning and ending time for a Day shall be revised to correspond to the time established by FERC or such Governmental Authority, as the case may be.

“Definitive Agreement” means a legally binding agreement setting forth the terms and conditions and other provisions relating to a Transaction, signed by an authorized representative of each of

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the Buyer and the Seller, but does not include an executed letter of intent or any other preliminary written agreement; nor does it include any written or oral acceptance of any offer or proposal.

“Deliverability Evaluation” means the process performed by Entergy’s System Planning and Operations Department’s personnel, detailed in Appendix E-2 of this January 2009 Western Region RFP, to identify and characterize transmission issues that could materially impact the expected total delivered cost of a resource over the term of its availability to the System, and to assess whether cost impacts associated with potential transmission issues could materially limit ESI’s ability to realize the expected reliability and/or cost benefits of the proposed generating unit, as further described in Appendix E-2 of this RFP.

“Delivery Point” means the point at which deliveries of capacity and energy under a Definitive Agreement are required to be made and shall be measured which, for any generating unit located inside the Entergy Control Area, shall be the Interconnection Point, and, for any generating unit located outside of the Entergy Control Area, shall be a delivery point on the Interface.

“Delivery Term” means the total period of time during which the product is to be delivered by the Seller to the Buyer as further defined for each applicable product in Appendix C of this RFP.

“Developmental Resource” or “Developmental Proposal” means a resource, or proposal for such resource, that has not yet begun operation, including a proposal for a new CCGT.

“Dispatch” or the correlative term “Dispatched” means the dispatch of energy or Other Associated Electric Products associated with the Contract Quantity of Capacity.

“Economic Evaluation Team” or “EET” means member(s) of the Proposal Evaluation Team responsible for analyzing the economics of each proposal, as further described in Appendix E-1 of this RFP.

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

“Entergy Control Area” means the Control Area of the Entergy System.

“Entergy Operating Committee” means the administrative organization established pursuant to the Entergy System Agreement, consisting of members designated by the chief executive officers of the Entergy Operating Companies and by the chief executive officer of Entergy Corporation. The duties of the Entergy Operating Committee include, but are not limited, to the following: the day-to-day administration of the Entergy System Agreement and any amendments thereto; the decisions on the installation of generation, bulk power transmission, communication, and other facilities necessary for the supply of capacity and energy to the Entergy System; promulgating standards that may be required for the safe and reliable operation of the Entergy System; and

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determining and generally supervising communications, interchange and AGC, metering, economic dispatch and relaying facilities necessary for the purpose of the Entergy System Agreement.

“Entergy Operating Companies” or “Operating Companies” are Entergy Arkansas, Inc. (“EAI”), Entergy Texas, Inc. (“ETI”), Entergy Gulf States Louisiana, L.L.C. (“EGSL”), Entergy Louisiana, LLC (“ELL”), Entergy Mississippi, Inc. (“EMI”), and Entergy New Orleans, Inc. (“ENO”).

“Entergy System” or “System” means the interconnected, coordinated, electric utility systems of the Entergy Operating Companies that provide retail electric service to their customers.

“Entergy System Agreement” means that certain System Agreement dated as of January 1, 1994, by and among ESI and the Entergy Operating Companies, as amended from time to time.

“Environmental Change in Law” means (i) the enactment, promulgation, issuance or adoption by a Governmental Authority with jurisdiction of new legislation, rules, or regulations with respect to an Environmental Matter or (ii) an amendment by a Governmental Authority with jurisdiction of existing legislation, rules, or regulations with respect to an Environmental Matter, in each case that occurs after the transaction start date and is binding upon Seller or its assets and properties. The term Environmental Change in Law excludes, without limitation, (a) any reallocation (including cancellation or revocation) of existing emissions allowances, including SO₂ allowances, and (b) any action, development, or occurrence concerning or related to a matter that is not an Environmental Matter or otherwise does not meet the criteria for Environmental Change in Law set forth above.

“Environmental Laws” means all applicable federal, state, local and foreign laws, statutes, ordinances, codes, rules, standards and regulations, now or hereafter in effect, and any applicable judicial or administrative interpretation thereof, including any applicable judicial or administrative order, consent decree, order or judgment, in each case above, to the extent imposing liability or standards of conduct for or relating to the regulation and protection of human health, safety, the environment and natural resources (including ambient air, surface water, groundwater, wetlands, land surface or subsurface strata, wildlife, aquatic species and vegetation). Environmental Laws include the Comprehensive Environmental Response, Compensation, and Liability Act of 1980 (42 U.S.C. §§ 9601 et seq.) (“CERCLA”); the Hazardous Materials Transportation Authorization Act of 1994 (49 U.S.C. §§ 5101 et seq.); the Federal Insecticide, Fungicide, and Rodenticide Act (7 U.S.C. §§ 136 et seq.); the Solid Waste Disposal Act (42 U.S.C. §§ 6901 et seq.); the Toxic Substance Control Act (15 U.S.C. §§ 2601 et seq.); the Clean Air Act (42 U.S.C. §§ 7401 et seq.); the Federal Water Pollution Control Act (33 U.S.C. §§ 1251 et seq.); the Occupational Safety and Health Act (29 U.S.C. §§ 651 et seq.); and the Safe Drinking Water Act (42 U.S.C. §§ 300(f) et seq.), and any and all regulations promulgated thereunder, and all analogous state, local and foreign counterparts or equivalents and any transfer of ownership notification or approval statutes.

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“Environmental Matter” means (1) carbon and other similar taxes, and fuel taxes; (2) mandatory environmental cap and trade programs for NO_x, SO₂, and CO₂; and (3) environmental approvals and other environmental requirements under applicable legislation, rules, or regulations that directly affect the costs incurred by Seller in the generation of power for Buyer.

“Equivalent Force Majeure Hours” means (i) the product of (a) the Contract Capacity unavailable or limited because of a Force Majeure event, expressed in MW, and (b) the period for which such Contract Capacity is unavailable or limited because of a Force Majeure event, expressed in hours (or any portion thereof) (ii) divided by the Contract Capacity.

“Equivalent Planned Maintenance Hours” means (i) the product of (a) Capacity unavailable or limited due to Planned Maintenance, expressed in MW, and (b) the period of such Planned Maintenance, expressed in hours (or any portion thereof), (ii) divided by the Capacity.

“Fall 2002 RFP” means ESI’s Fall 2002 Request for Proposals for Supply-Side Resources, dated October 31, 2002, and posted as of such date on the RFP Website.

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

“Fixed Cost Charge” means charges that may include capital investment such as equipment, overhead, property taxes or any cost included in the cost of service that does not tend to fluctuate with the amount of energy produced.

“Fixed Heat Rate” means the Heat Rate commitment made by the Bidder in its proposal that will apply to all levels of dispatch.

“Fixed Start-Up Payment” means for each generating unit, the charge for Starts, as specified in the product packages.

“Force Majeure” shall have the meaning set forth in the applicable Definitive Agreement relating to a particular product, as the context requires.

“Good Utility Practices” means any of the practices, methods and acts engaged in or approved by a significant portion of the electric utility industry during the relevant time period, or any of the practices, methods and acts which, in the exercise of reasonable judgment in light of the facts known at the time the decision was made, could have been expected to accomplish the desired result at a reasonable cost consistent with good business practices, reliability, safety and expedition. Good Utility Practices are not intended to be limited to the optimum practices, methods, or acts to the exclusion of all others, but rather to mean acceptable practices, methods, or acts generally accepted in the region.

“Governmental Authority” means any federal, state, local or municipal governmental body; any governmental, regulatory or administrative agency, commission, body or other authority

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exercising or entitled to exercise any administrative, executive, judicial, legislative, policy, regulatory or taxing authority or power; or any court or governmental tribunal.

“Guaranteed Heat Rate” means the Heat Rate guarantee made by the Bidder in its proposal that will apply to all levels of dispatch within a 3% band width.

“Heat Rate” means, in respect of a generating unit, the ratio of the quantity of fuel consumed (Btus), measured on a “high heating value” basis, to the net output of electric energy (kW) as measured in any period.

“Hourly and Daily Swing Capabilities” means the fluctuation of gas supply on an hourly basis between the nomination of gas to be delivered or drawn from the gas pipeline system.

“Imbalance Charges” means any penalties, fees or charges assessed by (i) a transmission provider or a Control Area operator for failure to satisfy requirements for balancing of electric energy receipts and deliveries or loads and generation, including, without limitation, any amounts payable by Seller pursuant to the Generator Imbalance Agreement relating to its facility or (ii) a transporter for failure to satisfy the transporter’s balance and/or nomination requirements.

“Independent Coordinator of Transmission” or “ICT” means an independent entity which provides direct and substantial oversight of the operations of the Entergy transmission system, currently the Southwest Power Pool.

“Independent Monitor” or “IM” means, Elizabeth Benson of Energy Associates who will serve as IM in this January 2009 Western Region RFP. The IM assists in the development of, and will monitor the RFP solicitation, evaluation and selection processes to seek to ensure that the RFP and evaluation process will be objective and impartial. The role of the IM is described in the Scope of Work Activities, which is posted on the RFP Website. Contact information for Ms. Benson can be found in Section 1.2 of the RFP and on the RFP Website.

“Interconnection Point” means the point at which two systems or Control Areas meet or intersect, where power can flow from one system to another, or the delivery point at which facilities interconnect a generating unit to transmission within a Control Area or system, as the context requires.

“Interface” or “Entergy Interface” means the border of the Entergy System which contains Interconnection Points, where energy can be delivered to the Entergy System, if the applicable generating unit is located outside the Entergy Control Area.

“January 2008 RFP” means ESI’s January 2008 Request for Proposals for Supply-Side Resources dated January 7, 2008, and posted as of such date on the RFP Website.

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“kWh” means kilowatt-hour, the basic unit for measuring the flow of electric energy and 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). One kWh equals 1,000 watt-hours. One kWh = 3.306 cu ft of natural gas.

“Long-Term Network Integration Transmission Service” means transmission service provided under Part III of Entergy’s Open Access Transmission Tariff that is one year or longer.

“Long-Term Network Resource” means a generating resource that has qualified for Long-Term Network Integration Transmission Service.

“LPSC” means the Louisiana Public Service Commission or its successor agency.

“Month” or “month” means the period beginning at 12:01 a.m., local time, on the first Day of each calendar month and ending at the same hour on the first Day of the next succeeding calendar month

“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.

“NERC” means the North American Electric Reliability Council, or its successor agency.

“Network Resource” means the term as defined in Section 1.26 of Entergy’s Open Access Transmission Tariff “OATT.”

“North Arkansas” means the certain area of northern Arkansas serviced by one or more of the Entergy Operating Companies and other utilities (generally north of Sheridan, Arkansas).

“O&M” means operations and maintenance.

“OATT” means Open Access Transmission Tariff.

“OASIS” means Open Access Same-Time Information System, required by FERC to be the only source of information on electric transmission capacity availability. The OASIS website is <http://oasis.e-terrasolutions.com/OASIS/EES>.

“Operating Committee” see “Entergy Operating Committee.”

“Option Premium” means the price payable by the Buyer to the Seller for Capacity, expressed in \$/kW-year during the term of the Definitive Agreement.

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“Other Associated Electric Products” or “other associated electric products” means all of the capabilities and products associated with the Contract Capacity and energy which Buyer is entitled to under the applicable Definitive Agreement, as it specifically relates to Buyer’s ability to utilize the Contract Capacity and/or energy in accordance with the Scheduling and Dispatch rights as detailed in the applicable Definitive Agreement to provide load following, reserves or other similar products.

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

“Planned Maintenance” means the removal of a generating unit from service to perform work on specific components that is scheduled well in advance and has a predetermined start date and duration.

“Plant ID” or “Plant Identification Number” means the unique resource identification number assigned to Bidder for each generating plant Bidder registered during the Bidder Registration Process. The Plant ID will include the letter “R” followed by three numeric characters (*e.g.*, R345), and is further described in Section 1.5 of Appendix D to this Summer 2008 RFP.

“Plant Registration Form” means the web-based registration form whereby Bidders submit basic information regarding the generating plant(s)/facility(ies) from which proposals will originate and be based in the proposal submission process.

“Point(s) of Delivery” Point(s) on the Transmission Provider’s Transmission System where capacity and energy transmitted by the Transmission Provider will be made available to the Receiving Party under Part II of the Tariff. The Point(s) of Delivery shall be specified in the Service Agreement for Long-Term Firm Point-To-Point Transmission Service.

“Point(s) of Receipt” Point(s) of interconnection on the Transmission Provider’s Transmission System where capacity and energy will be made available to the Transmission Provider by the Delivering Party under Part II of the Tariff. The Point(s) of Receipt shall be specified in the Service Agreement for Long-Term Firm Point-To-Point Transmission Service.

“Point-To-Point Transmission Service” The reservation and transmission of capacity and energy on either a firm or non-firm basis from the Point(s) of Receipt to the Point(s) of Delivery under Part II of the Tariff.

“Proposal Evaluation Team” or “Evaluation Team” means the group of individuals who, individually or collectively, are responsible for evaluating specific components of the proposals submitted in response to the RFP. The Proposal Evaluation Team will consist primarily of members of ESI’s System Planning and Operations Department and Fossil Generation Department. The Proposal Evaluation Team consists of the Economic Evaluation Team, the

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Transmission Analysis Group and the Viability Assessment Team described further in Appendix E and the Credit Evaluation Team described further in Appendix F.

“Proposal ID” or “Proposal Identification Number” means the unique proposal identification number assigned to Bidder for each proposal Bidder registered during the Bidder Registration Process. The Proposal ID will include the letter “P” followed by four numeric characters (*e.g.*, P3457), and is further described in Section 1.5 of Appendix D to this Summer 2008 RFP.

“Proposal Submittal Fee” means the amount that Bidder will be invoiced and is due for each registered proposal submitted prior to the deadline as further described in Section 1.4 of Appendix D to this Summer 2008 RFP.

“Proposal Submission Form” means a Proposal Submission Form as provided in example in Appendix D to this Summer 2008 RFP that Bidders are required to complete and submit via the RFP Web Portal in response to this RFP.

“Proposal Submission Process” means the web-based process whereby Bidders access the RFP Web Portal to complete Proposal Submission Forms, as further discussed in Appendix D of this RFP.

“Proposal Withdrawal Form” means a Proposal Withdrawal Form in the form attached as Attachment D-1 of Appendix D to this Summer 2008 RFP that Bidders are required to complete and submit by fax or mail to the RFP Administrator in order to withdraw a registered proposal from the RFP process.

“PUCT” means the Public Utility Commission of Texas.

“PURPA” means the Public Utility Regulatory Policies Act of 1978, as amended.

“Qualifying Facility” or “QF” means a cogeneration or small power production facility that meets certain requirements under PURPA and the accompanying regulations enacted by the LPSC in its Avoided Cost Order. In general, a cogeneration facility is one that generates electricity from steam or other forms of energy used for industrial, commercial, heating, or cooling purposes. A small power production facility is one that (1) has power production capacity of less than 80 MW, (2) obtains 75% or more of its energy input from biomass, waste, or renewable or geothermal resources, and (3) is not more than 50% owned by one or more electric utilities or electric utility holding companies.

“Regulatory Approvals” means the review and acceptance of the contractual provisions governing a product or Transaction by all regulatory agencies having jurisdiction to approve the Transaction or rate recovery of the costs and/or investment associated with the Transaction or any other matter pertaining to the Transaction.

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“RFP” means either this January 2009 Western Region Request for Proposals for Long-Term Supply-Side Resources or another Request for Proposal issued by ESI, as the context may require.

“RFP Website” means the internet website <https://emo-web.no.entergy.com/ENTRFP/index.htm>.

“RFP Web Portal” means ESI’s web-based interface through which Bidders will be directed to provide information necessary to logon and complete the Bidder and Plant Registration, and Proposal Submission Processes as further described in Appendix B and D of this RFP. A link to the RFP Web Portal will be made available on ESI’s RFP Website.

“Rolling 12 Month Period” means, as of the end of any Month, the average of the Monthly Availabilities from and including the first Month in the twelve (12) consecutive Months during the Delivery Period ending with such Month to and including such Month; provided, however, that the Availability during any Month not within the Delivery Period shall be disregarded for this purpose, and for the first Contract Year there shall be no measurement of the Rolling 12 Month Availability until the end of the sixth (6th) Month of such Contract Year, at which time and thereafter for the remainder of the first Contract Year, the average shall be determined based on the actual number of Months then elapsed during the Delivery Period.

“RTO” means a regional transmission organization which is based on the FERC proposal to establish regional groups to expedite the coordination of wholesale wheeling, or any successor organizations. The RTO is voluntary in each region and may include transmission system owners, wholesale purchasers, and independent power generators.

“Schedule” or “Scheduling” means the actions of the Seller, Buyer and/or their designated representatives, including each party’s transmission providers, if applicable, of notifying, requesting and confirming to each other the quantity and type of product to be delivered on any given day during the Delivery Term at a specified Delivery Point.

“Seller” means a Bidder or other Person that enters into a Definitive Agreement with Buyer pursuant to this RFP process.

“Signature ID” or “Signature Identification Number” means the unique electronic signature identification number assigned to Bidder. The Signature ID will include the letter “S” followed by four numeric characters (*e.g.*, S3456), and is further described in Section 1.5 of Appendix D to this Summer 2008 RFP.

“Solid Fuel” means (i) coal, lignite, nuclear, or petroleum coke or (ii) other thermal technology provided that any proposal for such other thermal technology provides fuel at a guaranteed fuel price.

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

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“Start” or “Start-up” means the ramping of one or more Units to (to the extent applicable), and the attainment of, the Scheduled Capacity level (which shall be considered a single occurrence for purposes of this Transaction regardless of the number of Units involved) after a Shutdown pursuant to a Scheduling and Dispatch Notice and Tag. The Scheduled Capacity level shall be deemed to have been attained after a Shutdown upon the initial sustained delivery by Seller to Buyer of the full amount of energy associated with the Contract Quantity of Capacity required by the applicable Scheduling and Dispatch Notice and Tag.

“Summer Capacity Season” means, for any given year, the months of April, May, June, July, August and September.

“Summer Dependable Capacity” means capacity rating based on ambient conditions of 97° Fahrenheit and 56% relative humidity.

“Summer Maintenance Period” means, for any given year, the months of May through September.

“Summer 2008 RFP” means ESI’s Summer 2008 Limited-Term and Long-Term Request for Proposals for Supply-Side Resources, dated July 28, 2008, and posted as of such date on the RFP Website.

“Summer Season” means, for any given year, the months of June, July and August.

“System Impact Study” means an assessment by the Entergy’s ICT of (i) the adequacy of Entergy’s transmission system to accommodate a request for either firm Point-To-Point Transmission Service or Long-Term Network Transmission Service and (ii) whether any additional costs may be incurred in order to provide transmission service.

“Transaction” means a commercial transaction or series of transactions in which a Seller provides to Buyer electric capacity and/or an energy supply resource, arising or resulting from this RFP process, and structured as a purchase and sale of electric capacity, energy and Other Associated Electric Products, a gas tolling agreement, a purchase and sale of generating facilities, or a similar exchange or series of exchanges.

“Transmission Analysis Group” or “TAG” means the member(s) of the Proposal Evaluation Team responsible for the Deliverability Evaluation and related transmission analyses. The Transmission Analysis Group consists of employees of the Transmission Engineering Services group within ESI’s System Planning and Operations Department and performs the evaluation using best publicly available data. The Transmission Analysis Group will not include any employees of the Transmission Business Unit.

“Transmission Business Unit” or “TBU” means the ESI organization that plans, constructs, and operates the interconnected transmission system owned by the Entergy Operating Companies or any successor entity.

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APPENDIX A
Glossary for January 2009 Western Region RFP

“Variable O&M” means variable operations and maintenance.

“Viability Assessment Team” or “VAT”, means member(s) of the Proposal Evaluation Team responsible for assessing the viability of each proposal, as further described in Appendix E-3 of this RFP.

“Western Region” means the westernmost portion of the WOTAB region, which encompasses the westernmost part of ETI’s service territory (generally west of the Trinity River) and has unique planning requirements.

“Winter Capacity Season” means, for any given year, the months of October, November, December, January, February and March.

“Winter Dependable Capacity” means capacity rating based on ambient conditions of 68° Fahrenheit and 74% relative humidity.

“Winter Maintenance Period” means, for any given year, the months of December, January and February.

“Winter Season” means, for any given year, the months of December, January and February.

“WOTAB” means the region in southwestern Louisiana and southeastern Texas that is west of the Atchafalaya Basin and that is serviced by one or more of the Entergy Operating Companies and other utilities (generally west of the Baton Rouge, Louisiana metropolitan area, to the westernmost portion of Entergy’s service territory in Texas); The westernmost portion of the WOTAB region is the Western Region, which encompasses the westernmost part of ETI’s service territory (generally west of the Trinity River) and has unique planning requirements.

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