



Appendix A
Glossary
For
2010
Request For Proposals (RFP)
for
Long-Term Renewable Energy
Resources

Entergy Services, Inc.
December 10, 2010

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

“2010 Renewable RFP” means this RFP.

“Accepted Electrical Practices” or “Good Utility Practices” means those practices, methods and acts engaged in or approved by a significant portion of the electric utility industry in the relevant region during the relevant time period, or any of the practices, methods and acts that, 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.

“Affected Capacity” means the portion of the Capacity of the RER, if any, that is unavailable or limited during any hour due solely to Planned Maintenance or to a lack of available transmission service occurring beyond the Delivery Point within the Entergy Transmission System, except to the extent the lack of available transmission service is due to Force Majeure or an act or omission of Seller or its Affiliates or its direct and indirect contractors, subcontractors and suppliers or any of their respective agents or representatives (including any failure to comply with applicable laws, Accepted Electrical Practices, the electric interconnection agreement, any other project documents or the Definitive Agreement).

“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 transmission function and marketing functions employees.

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“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.

“As-Available” means unit-contingent, intermittently available Capacity, energy, Environmental Attributes and Other Associated Electric Products that are not directly amenable to scheduling or are not controllable by the generating resource, and is more particularly described and addressed in the “Summary of Principal Terms” in Appendix C, Product Package B.

“Availability Requirement” means the Monthly Availability Requirement or the Rolling 12 Month Availability Requirement, as the context requires. For this RFP, the Availability Requirement applies only to the Baseload Product.

“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 the 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 Good Utility Practices; (iii) maintain the frequency of such electric power system(s), within reasonable limits in accordance with Good Utility Practices; and (iv) provide sufficient generating capacity to maintain operating reserves in accordance with Good Utility Practices. “Balancing Authority Area” may sometimes be referred to in this RFP as “Control Area.”

“Baseload” means firm, unit contingent Capacity and energy, Environmental Attributes, and Other Associated Electric Products that can be delivered on a 7x24 hour basis, and is more particularly described and addressed in the “Summary of Principal Terms” in Appendix C, Product Package A.

“Bidder” means a 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 an RER, that submits jointly (or, prior to the due date, intends or expects to submit jointly) a proposal or Bidder Registration Form in response to this RFP based on such pre-existing contractual relationship. A group of Persons also may qualify as a Bidder when a proposal has been developed jointly pursuant to the procedures set forth in the main body of this RFP.

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“Bidder ID” or “Bidder Identification Number” means the unique Bidder identification number assigned to Bidder during the Bidder registration process. The Bidder ID will include the letter “B” followed by five (5) numeric characters (*e.g.*, B12345).

“Bidder Registration Form” means the web-based Bidder Registration Form, attached as Appendix B, that Bidders are required to submit to ESI 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 Registration Forms and Plant Registration Forms.

“Bidders’ Conference” means the public meeting relating to this RFP held on August 18, 2010, at the Hilton Hotel in Baton Rouge, LA.

“Business Day” means any day except Saturday, Sunday or, with respect to the scheduling 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 open at 8:00 AM and close at 5:00 PM Central Prevailing Time.

“Buyer” means Entergy Gulf States Louisiana, L.L.C., or Entergy Louisiana, LLC (whether acting on its own behalf or through ESI as its agent), acting in its capacity as the buyer in the applicable 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 restrictions on operation, the operating condition of the equipment at that time, the auxiliary loads, and other relevant factors.

“Capacity Payment” means the Monthly payment to be made by Buyer to Seller, in arrears, under the Definitive Agreement for Seller’s delivery to Buyer of the Dependable Capacity during the Delivery Term.

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

“Capacity Rate” means the rate, expressed in \$/kW, payable by Buyer to Seller for Dependable Capacity for a defined period during the Delivery Term..

“CET Credit Rating” means the internal credit rating assigned to Bidder by the CET. The CET’s determination and use of the CET Credit Rating are more particularly described in Appendix E to this RFP.

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

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“Commercial Operation Date” means the date on which the RER became (or will become) commercially operational and began (or will begin) generating and delivering Capacity and energy on a reliable basis in accordance with the terms of the Definitive Agreement. Requirements for the occurrence of the Commercial Operation Date for Baseload products and As-Available products are more particularly described in the “Summary of Principal Terms” in Appendix C to this RFP, Product Package A and Product Package B, respectively.

“Contract Capacity” means the total Capacity Quantity from an RER that Seller has agreed to provide to Buyer under the applicable Definitive Agreement, including the Dependable Capacity and any excess Capacity that may be available from the RER from time to time.

“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.

“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 Bidder proposals submitted in response to this RFP, as further described in Appendix E 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.

“Day” or “day” means a period of twenty four (24) consecutive hours, beginning at 00:00 CPT; provided, however, that (i) 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 and (ii) if FERC or any other Governmental Authority having jurisdiction modifies 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 of a Transaction, mutually executed and delivered by authorized representatives of Buyer and Seller, but does not include a letter of intent, any other preliminary written agreement, or any acceptance, written, oral, or other, of any offer or proposal.

“Delivery Assessment Team” or “DAT” means the member(s) of the Proposal Evaluation Team responsible for the Transmission and Distribution Deliverability Evaluation and related transmission analyses for Bidder proposals submitted in response to this RFP (as further described in Section 6.3 of the main body of this RFP). The Delivery Assessment Team consists of employees of the Power Delivery and Technical Services group within SPO who perform the TDDE using publicly-available data. The Delivery Assessment Team will not include any employee of the Entergy Energy Delivery Business Unit.

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“Delivery Point” means the point at which deliveries of Capacity and energy from Seller to Buyer under a Definitive Agreement are required to be made and measured. For any generating unit located inside the Entergy Balancing Authority Area and interconnected at a transmission level voltage (>69kV), the Delivery Point shall be the Interconnection Point. For any generating unit located outside the Entergy Balancing Authority Area, or located inside the Entergy Balancing Authority Area and interconnected at a distribution level voltage (<69kV), the Delivery Point shall be the Entergy Transmission System.

“Delivery Term” means the period of time in which Seller is obligated to sell and Buyer is obligated to purchase Capacity, energy, Environmental Attributes and Other Associated Electric Products under the Definitive Agreement. The “Delivery Term” for Baseload products and As-Available products are more particularly described in the “Special Terms and Conditions” for Product Package A and Product Package B, respectively, attached as Appendix C to this RFP.

“Dependable Capacity” means the Capacity from an RER, expressed in MW, that Seller has agreed to provide to Buyer at the Capacity Rate under the applicable Definitive Agreement.

“Developmental Resource” or “Developmental Proposal” means an RER that is not in commercial service, or a proposal for such an RER submitted in response to this RFP.

“Economic Evaluation Team” or “EET” means member(s) of the Proposal Evaluation Team responsible for analyzing the economics of Bidder proposals submitted in response to this RFP (as further described in Section 6.2 of the main body of this RFP).

“Eligible Resources” means resources eligible to participate in this RFP, as established by and set forth in the LPSC’s Pilot Program and approved LPSC Implementation Plan (each as defined in Section 1.2 of the main body 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 Balancing Authority Area” means the Balancing Authority Area of the Entergy System. “Entergy Balancing Authority Area” may sometimes be referred to in this RFP as “Entergy Control Area.”

“Entergy Energy Delivery Business Unit” means the ESI organization that plans, constructs, and operates the Entergy System, or any successor unit, organization or Person.

“Entergy Operating Committee” or “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: (i) administering the Entergy System Agreement and any

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amendments thereto on a day-to-day basis; (ii) making 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; (iii) promulgating standards that may be required for the safe and reliable operation of the Entergy System; and (iv) 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” means, of the date of this RFP, Entergy Arkansas, Inc., Entergy Gulf States Louisiana, L.L.C. (“EGSL”), Entergy Louisiana, LLC (“ELL”), Entergy Mississippi, Inc., Entergy New Orleans, Inc. and Entergy Texas, Inc.

“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.

“Entergy Transmission System” means the Entergy Operating Companies’ interconnected group of transmission lines and substations used to transfer bulk electricity between supply and delivery points. The Entergy Transmission System includes the OASIS connection point of the Entergy Electric System (EES).

“Environmental Attributes” means all current or future RECs and all other current or future environmental attributes associated with the Capacity of the RER 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.

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

“Expected Commercial Operation Date” means, with respect to any Development Resource, the date on which the Commercial Operation Date is expected to occur for such Developmental Resource, as more particularly described in the “Summary of Principal Terms” in Appendix C to this RFP. The Expected Commercial Operation Date may not be more than 120 days before the Guaranteed Commercial Operation Date.

“Facilities Study” means, an engineering study conducted by Entergy’s ICT to determine the required modifications to the Entergy Transmission System that will be required to provide the requested transmission service, including the cost and scheduled completion date for such modifications.

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

“Force Majeure” has the meaning set forth in the definition of Force Majeure in the “Summary of Principal Terms” for Product Package A (with respect to As-Available products) and Product Package B (with respect to Baseload products), each of which are attached as Appendix C to this RFP.

“Governmental Authority” means any federal, state, local or municipal governmental body; any governmental, quasi-governmental, regulatory or administrative agency, commission, body or other authority (including, without limitation, a transmission provider, a market monitor, a Balancing Authority, the ICT, an electric or regional reliability organization, NERC, and FERC) exercising or entitled to exercise any administrative, executive, judicial, legislative, policy, regulatory or taxing authority or power; or any court or governmental tribunal.

“Guaranteed Commercial Operation Date” means, with respect to a Development Resource, the date by which the Commercial Operation Date is guaranteed to have occurred, as more particularly described in the “Summary of Principal Terms” for Product Package A (As-Available products) and Product Package B (Baseload products), each of which are attached as Appendix C to this RFP. The Guaranteed Commercial Operation Date must not be more than 120 days after the Expected Commercial Operation Date.

“Imbalance Charges” means all penalties, fees, assessments, or other costs or charges assessed or imposed by (i) a transmission provider or a Balancing Authority Area operator for failure to satisfy applicable requirements for the balancing of electric energy receipts and deliveries or loads and generation, including, without limitation, all charges, compensation or settlements pursuant to an applicable tariff or rate schedule or a Balancing Authority’s or transmission provider’s balance or rate schedule requirements and all amounts payable by Seller pursuant to a generator imbalance agreement (or similar agreement) relating to the RER, or (ii) a transporter for failure to satisfy the transporter’s balance and/or nomination requirements, including, without limitation, all charges, compensation or settlements pursuant to an applicable tariff or rate schedule or the transporter’s balance and/or nomination requirements.

“Independent Coordinator of Transmission” or “ICT” means the Independent Coordinator of Transmission (as defined in Entergy’s OATT), which provides direct and substantial oversight of the operations of the Entergy System. As of the date of issuance of this RFP, the ICT is the Southwest Power Pool.

“Interconnection Point” means either the point at which two systems or Balancing Authority Areas meet or intersect, where power can flow from one area to another, or the delivery point at which the applicable RER connects to the transmission or distribution system of a utility within a Balancing Authority Area, as the context requires.

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

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“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).

“Letter of Intent” or “LOI” means a letter of intent between ESI, as agent for 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 Integration Transmission Service” means transmission service for one year or longer provided under Part III of Entergy’s OATT, or successor thereto.

“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 any successor thereto. The LPSC may sometimes be referred to in this RFP as the “Commission.”

“LPSC’s Pilot Program” means the program described in the LPSC’s General Order No. R-28271, Subdocket B (Corrected), dated July 21, 2010, and General Order No. R-28271, Subdocket B, dated November 12, 2010 (as may be corrected), as the LPSC may modify from time to time pursuant to corrective or other orders.

“Month” or “month” means the period beginning at 00:00 CPT on the first Day of each calendar month and ending at the same hour on the first Day of the next succeeding calendar month.

“Monthly Availability” means, with respect to any Month in the Delivery Term, the percentage calculated as follows:

$$MA_m = \frac{\sum_{i=1}^n AC_i}{\sum_{i=1}^n DC_i}$$

where:

MA_m = Monthly Availability for the applicable Month;

n = total number of hours in the applicable Month;

i = each hour in the applicable Month;

AC_i = the lower of (a) the amount of Capacity actually available during hour i (which, for the avoidance of doubt, means taken over the course of the entire hour i as a whole) at the Delivery Point (whether or not dispatched

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by Buyer) or (b) the amount of Capacity of the RER set forth, or deemed to be set forth, as available in the availability notice for hour i provided by Seller to Buyer; provided, however, that (i) if AC_i would otherwise be less than the physical minimum load level for the RER, AC_i will be deemed to be 0 MW (for the avoidance of doubt, Capacity of the RER shall be considered unavailable to the extent it is unavailable due to Force Majeure or to any curtailment or other limitation or shortcoming on, or other circumstance relating to, electric transmission occurring outside of the Entergy Transmission System or otherwise at or before the Delivery Point) and (ii) for purposes of determining MA_m , AC_i may never exceed DC_i ;

DC_i = the Dependable Capacity during hour i minus the Affected Capacity during hour i ; provided, however, that the Affected Capacity resulting from Planned Maintenance shall be disregarded to the extent the Equivalent Planned Maintenance Hours in the applicable contract year exceed the maximum number of Equivalent Planned Maintenance Hours established according to the Definitive Agreement for such contract year.

“Monthly Availability Requirement” means the availability of the Dependable Capacity, expressed as a percentage or a decimal, for a Month. The Monthly Availability Requirement will be proposed by Bidder in its Proposal Submission Form and will be as specified in the Definitive Agreement.

“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 Corporation, or any successor thereto.

“Network Customer” means a Person receiving transmission service pursuant to the terms of the Entergy’s Network Integration Transmission Service under Part III of the Tariff.

“Network Resource” means any designated generating resource owned, purchased or leased by a Network Customer and taking transmission service under the Network Integration Transmission Service Tariff.

“Non-Summer On Peak” means the period of hour ending 7-22 (CPT) on Monday through Friday (excluding Days that are NERC holidays) for the Months of January, February, March, April, May, October, November, and December.

“O&M” means operations and maintenance.

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“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 for the Entergy Operating Companies is <http://oasis.e-terrasolutions.com/OASIS/EES>.

“OATT” means Open Access Transmission Tariff.

“Off Peak” means, with respect to any Month, the periods of hour ending 1-6 and 23-24 (CPT) on Monday through Friday (excluding Days that are NERC holidays) and hour ending 1-24 (CPT) on Saturday, Sunday and Days that are NERC holidays.

“Off-System RER” refers to a qualified RER located outside of or not directly interconnected within the Entergy System.

“Other Associated Electric Products” or “ancillary services” means reactive power production, reactive power absorption, voltage control, regulation and frequency response, energy balancing, load following, reserves or other services, and any other services, capabilities or products (including any capacity credit or similar right or benefit) available from or associated with the Capacity and energy to which Buyer is entitled under the applicable Definitive Agreement that are existing or recognized by the transmission provider.

“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 maintenance of the RER (including, without limitation, any generation unit) that (i) is scheduled in advance with Buyer in accordance with the terms of the Definitive Agreement and has a predetermined start date and duration (*e.g.*, annual overhaul, inspections, testing) and (ii) includes a reduction in the availability of Capacity or the operation of the RER.

“Plant ID” or “Plant Identification Number” means the unique resource identification number assigned to Bidder for each RER that Bidder registered during the Bidder Registration Process. The Plant ID will include the letter “R” followed by three numeric characters (*e.g.*, R345).

“Plant Registration Form” means the web-based registration form that each Bidder is required to complete and submit in order to provide ESI with basic information about the RER(s) that will be the basis for Bidder’s proposal(s).

“Point-To-Point Transmission Service” means the reservation and transmission of capacity and energy on a firm basis from the point(s) of receipt to the point(s) of delivery under the applicable tariff of the transmission provider.

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

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“Proposal Evaluation Team” or “Evaluation Team” means the group of individuals who, individually or collectively, are responsible for evaluating the proposals (or specific components thereof) submitted in response to this RFP. The Proposal Evaluation Team will consist primarily of members of SPO and Entergy’s Fossil Generation Department. The Proposal Evaluation Team includes the Economic Evaluation Team, the Delivery Assessment Team, the Viability Assessment Team, and the Credit Evaluation Team, all as more particularly described in the main body of this RFP.

“Proposal ID” or “Proposal Identification Number” means the unique proposal identification number assigned to Bidder for each proposal that Bidder registers during the Bidder Registration Process. The Proposal ID will include the letter “P” followed by four numeric characters (*e.g.*, P3457).

“Proposal Submission Form” means a Proposal Submission Form 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 to this RFP.

“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 1.4 of Appendix D to this RFP.

“Proposal Withdrawal Form” means the form attached as Attachment D-1 of Appendix D to this Renewable 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.

“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 Standard & Poor’s Ratings Group (a division of McGraw Hill, Inc.) or its successor or Moody’s Investor Services, Inc. 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.

“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.

“Regional Transmission Organization” or “RTO” means a regional transmission organization that is based on the FERC proposal to establish regional groups to expedite the coordination of wholesale wheeling, or any successor organization. The RTO is voluntary in each region and

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may include transmission system owners, wholesale purchasers, and independent power generators.

“Regulatory Approvals” means the approvals, waivers and other authorizations of FERC, LPSC and any other Governmental Authority having jurisdiction over Buyer’s operations or the applicable Transaction, in whole or part, that (i) approve such Transaction and Definitive Agreement on terms and conditions acceptable to Buyer in its sole and absolute discretion, including, without limitation, approval of the full recovery of all Buyer costs associated with such Definitive Agreement (through base rates, fuel adjustment charges, and/or such other rates or charges as may be applied pursuant to a rider or otherwise) pursuant to a finding that the participation by Buyer in this Agreement is prudent and in the public interest, and (ii) provide such other regulatory treatment of such Transaction and Definitive Agreement on terms and conditions acceptable to Buyer in its sole and absolute discretion.

“Renewable Energy Credits” or “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 (SOx), nitrogen oxides (NOx), 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.

“Renewable Energy Resource” or “RER” means a generating resource that is generating or will generate Capacity and energy from a commercially proven technology and is an Eligible Resource.

“Required Proposal Submission Date” means the last date that Bidders are required to submit their proposals under this RFP.

“Resource ID” or “Resource Identification Number” means the unique resource identification number assigned to Bidder for each generating plant Bidder registered during the Bidder Registration Process. The Resource ID will include the letter “R” followed by three numeric characters (*e.g.*, R345).

“RFP” means either this 2010 Request for Proposals for Long-Term Renewable Resources, dated December 10, 2010 (including all Appendices and other attachments thereto), or another request for proposals, as the context requires.

“RFP Administration Team” is a set of employees who assist the RFP Administrator (as defined in the main body of this RFP).

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“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 Registration, the Plant Registration, and the Proposal Submission Processes, as further described in Appendix B. A link to the RFP Web Portal will be made available on ESI’s RFP Website.

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

“Rolling 12 Month Availability Requirement” means eighty-five percent (85%), as specified in the “Summary of Principal Terms” in Appendix C, Product Package A. The Rolling 12 Month Availability Requirement represents the average of the monthly availabilities of the Dependable Capacity, expressed as a percentage or a decimal, during a Rolling 12 Month Period that Seller is required to achieve under a Definitive Agreement. The Rolling 12 Month Availability Requirement applies exclusively to Baseload products.

“Rolling 12 Month Period” means, as of the end of any Month during the Delivery Term, the twelve (12)-Month period that includes such Month and the preceding eleven (11) Months that occurred during the Delivery Term; provided, however, that, for the first contract year, the measurement of the Rolling 12 Month Period shall begin at 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 Rolling 12 Month Period shall be determined using the Months then elapsed in the Delivery Term. For example, if the seventh (7th) Month of the first contract year is July, then the Rolling 12 Month Period determined at the end of such Month (for the first contract year only) will be the seven (7)-Month period beginning on the first day of January of the first contract year and ending on the last day of July of the first contract year. For the following Month (August), the Rolling 12 Month Period determined at the end of August would consist of eight (8) Months, including August.

“Schedule” or “Scheduling” means the actions of 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 the 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).

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

“Start-up” 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

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APPENDIX A
Glossary for Renewable RFP

the delivery of “ramping” energy, and will be described in more detail, if and as necessary, in the Definitive Agreements.

“Summer On-Peak” means the period of hour ending 7-22 (CPT) on Monday through Friday (excluding Days that are NERC holidays) in the Months of June, July, August, and September.

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

“Threshold Requirements” means the requirements that a proposal must satisfy in order to advance to Phase II of this RFP. The Threshold Requirements are described in Section 2.2 of the main body of this RFP.

“Transaction” means a commercial transaction, or series of commercial transactions, in which Seller provides to Buyer Capacity, energy, Environmental Attributes and Other Associated Electric Products from a specified RER pursuant to a Definitive Agreement resulting from this RFP process and that is structured as a purchase and sale of such Capacity, energy, Environmental Attributes and Other Associated Electric Products (or a similar transaction).

“Transmission and Distribution Deliverability Evaluation” or “TDDE” means the process performed by SPO personnel to (i) identify and characterize distribution and transmission issues that could materially affect the expected total delivered cost of a proposed RER over the Delivery Term to the Entergy System and (ii) assess whether costs associated with potential distribution and/or transmission issues could materially limit or impair ESI’s ability to realize the expected reliability and/or cost benefits of the proposed RER, as further described in Section 5 of the main body of this RFP.

“Variable O&M” or “VOM” means variable O&M.

“Viability Assessment Team” or “VAT” means member(s) of the Proposal Evaluation Team responsible for assessing the viability of each Bidder proposal submitted in response to this RFP (as further described in Section 6.4 of the main body of this RFP).

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