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April 16, 2010

Hon. Kimberly D. Bose
Secretary of the Commission
Federal Energy Regulatory Commission
888 First Street, NE
Washington, D.C. 20426

Re: Vermont Transco LLC
Docket No. ER10-____-000

Dear Ms. Bose:

Pursuant to Section 205 of the Federal Power Act (“FPA”)¹ and Part 35.12 of the Rules and Regulations of the Federal Energy Regulatory Commission (“FERC” or “Commission”),² Vermont Transco LLC (“VT Transco”) encloses for filing an original and six copies of its Substation Participation Agreement (“SPA”), currently designated as Rate Schedule No. 7, with proposed revisions designed to clarify the meaning of certain provisions, eliminate language that is moot, and adopt a format that is more modern in its approach. VT Transco respectfully requests that the Commission accept all of the proposed revisions to the SPA, without modification or condition, and establish May 1, 2010 as the effective date.

BACKGROUND

VT Transco is a limited liability company formed in 2006 under the laws of the State of Vermont for the purpose of owning and providing service over transmission facilities throughout Vermont. VT Transco, and its predecessor, Vermont Electric Power Company (“VELCO”), have been serving this function since VELCO was organized in the late 1950s to develop an integrated high-voltage transmission system that would interconnect electric utilities throughout the State of Vermont and (at that time) provide access to low cost power from the St. Lawrence River Project in New York.³ Today, VT Transco’s transmission system consists of more than

¹ 16 U.S.C. § 824d.

² 18 C.F.R. § 35.12 (2009).

³ For purposes of simplicity in this filing letter, the term “VT Transco” will be used to refer to both it and VELCO in those cases where the letter references activity that spanned a time period both before and after the transfer of assets, unless it is necessary to use the term “VELCO” in order to ensure clarity.

650 miles of transmission lines (of various voltage levels) and approximately 41 substations. VT Transco does not own or control generation, distribution or upstream facilities. VT Transco is somewhat unique in that it has always been subject to the Commission's jurisdiction, but its owners are the distribution utilities in the State of Vermont, who have historically taken most of the service over VT Transco's system.

The SPA is a grandfathered agreement between VT Transco and those distribution utility customers in Vermont that own discrete facilities within one or more VT Transco substations.⁴ These substations reflect a desire by VT Transco and the distribution utilities taking service under the SPA to coordinate the design and operation of their transmission and distribution systems, so they can all be as efficient as possible. By working together in certain instances, VT Transco and the distribution utilities are able to design and build one substation that serves all their needs, rather than two or more separate substations.

The original signatories to the SPA in the early 1980s sought to establish terms and conditions of service that would apply consistently to all distribution utilities under these coordinated scenarios.⁵ In particular, the parties sought to establish uniform treatment and cost calculations for the design, construction, and operation and maintenance ("O&M") of such substations. At present, the following distribution utilities are signatories to the SPA: Central Vermont Public Service Corporation, Green Mountain Power, Vermont Electric Cooperative, Vermont Marble Division of Power OMYA, Inc., and Washington Electric Cooperative, Inc. VT Transco expects that several other Vermont distribution utilities will be executing Standard Service Agreements under the revised SPA (as described in more detail below).

DESCRIPTION OF FILING

Based on extensive discussions with the distribution utility customers, VT Transco determined that there is potential for confusion as to the terms and conditions of service being provided under the SPA. Accordingly, VT Transco here proposes modifications to clarify the meaning of certain provisions, to delete language that is dated or moot, and to ensure that the SPA accurately reflects the understanding and intent of VT Transco and its distribution utility customers. In addition, to the extent the method of calculating service charges under the SPA is affected, the charges for each of the SPA customers will decrease. VT Transco has shared and discussed these changes with its Operating Committee, which includes representatives from certain Vermont distribution utilities.

The only proposed modification that materially modifies the substance of the SPA is in Article IV, which describes the method of allocating shared use costs when more than one

⁴ The existing customers currently taking service under the SPA, as well as any potential customer that might take service under the SPA in the future, are also VT Transco's owners.

⁵ Shortly after the creation of VT Transco, VELCO transferred the SPA to VT Transco, as reflected in a Notice of Succession filed with and accepted by the Commission. *See* Letter Order, Docket No. ER06-1208-000 (August 21, 2006); Letter Order, Docket No. ER06-1208-001 (November 13, 2006).

distribution utility customer owns facilities in a particular substation. Under the existing provisions of the SPA, the costs for a particular substation would have been allocated between VT Transco and all of the customers with facilities in that substation on a per capita basis. For illustrative purposes, if a substation had \$1 million in gross plant, of which VT Transco owned \$600,000 of the equipment, Customer A owned \$300,000 of the equipment, and Customer B owned \$100,000 of the equipment, costs would be allocated 33 percent to VT Transco, 33 percent to Customer A, and 33 percent to Customer B.

After consulting with existing and potential customers, VT Transco determined that its customers prefer to allocate costs using a gross plant allocator so that those entities with more investment in a substation receive a larger portion of the expense (relative to the others). The proposed revisions to Article IV are intended to effectuate that purpose. Using the same hypothetical discussed in the previous paragraph, for purposes of illustration, under the SPA as revised, substation costs would be allocated 60 percent to VT Transco, 30 percent to Customer A and 10 percent to Customer B.

Otherwise, VT Transco proposes revisions to the SPA that are not substantive in nature, but make the language more clear and/or up-to-date and otherwise modernizes the document in order to reduce the possibility of confusion and dispute. These changes include:

- Incorporating a “Standard Service Agreement” that each customer will execute instead of appending exhibits to the SPA for each substation for each customer. The Standard Service Agreement contains the same basic data about each customer/substation as previously reflected in the exhibits. The critical difference is that until now, every time a customer began or terminated service, a formal amendment to the SPA was necessary to incorporate or remove the relevant exhibits. Under the revised SPA, VT Transco would handle the Standard Service Agreement in a manner that is conceptually consistent with the arrangement that the Commission adopted under open access, where if a customer executes a conforming service agreement, a model of which is already on file with the Commission, no additional filing is required.⁶ It is also conceptually consistent with FERC’s policy of granting blanket authorizations in those instances where the administrative burden of requiring a filing and opening a formal docket is not necessary because it would only serve as a conduit for submission of basic data to identify the nature of the transaction, such as location and dollar amounts; but the rights and obligations of the parties would be entirely consistent with the tariff on file at the Commission.

Thus, under the revised SPA, if the Standard Service Agreement signed by a customer is consistent with the model in Exhibit A, it would not be filed. However, VT Transco would list on its OASIS all substations to which the SPA applied so that such information would be available to FERC and the public. Otherwise, if there is a deviation from the model Standard Service Agreement it would be filed for Commission review and

⁶ See, e.g., Order No. 2001, 99 FERC ¶ 61,107 at P 173 (2002).

approval.

Under this proposal FERC, VT Transco, existing customers and potential customers all can: (1) be certain that the appropriate regulatory oversight has been exercised; (2) monitor the individual transactions as they are posted to VT Transco's OASIS; and (3) avoid the administrative burden of opening a docket each time a customer initiates or terminates service. It is that rare instance in which this solution benefits all interested parties.

In accordance with this change in format, the signature blocks in the body of the SPA itself have been removed as they will no longer be necessary – the Standard Service Agreement will be signed instead. Also, since the appendices will no longer be used, those that already exist have been deleted, and will be replaced in each instance by a Standard Service Agreement.

- Clarifying that VT Transco will be calculating the charges under the SPA so as not to double recover. For example, in several instances the revised SPA explicitly states that the charges will be calculated in a way so as not to include costs “allocated to Pool Transmission Facilities or any similar regional rate for services provided at the regional level” thereby explicitly prohibiting VT Transco from collecting revenues under the SPA that are already being recovered through the Pool Transmission Facilities service that it offers in conjunction with ISO New England and the other Participating Transmission Owners in New England. Similarly, Article VI has been modified to clarify that it applies solely to charges for O&M costs associated with a Participant's Exclusive Facilities because O&M costs for Shared Use Facilities are already recovered under the formula in Article IV(b) via the “carrying charge” component.
- Clarifying the relationship between the SPA and another VT Transco rate schedule, the 1991 Transmission Agreement (the “VTA”). In particular, VT Transco is replacing the term “Common Use Costs” with “Shared Use Costs.” The VTA uses the term “Common Facilities,” which could be misinterpreted by customers taking services under each rate schedule to be the same as Common Use Costs, even though that is not correct. The change in nomenclature in the SPA, which has no substantive effect, will eliminate any potential confusion. Another change to clarify the relationship between the SPA and the VTA is a new provision to state that in the event of a conflict between the two rate schedules, the VTA controls. This is consistent with the manner in which the SPA and the VTA have interacted over the years; the addition merely makes it explicit.
- Replacing the provision for calculating interest rates, which referred to a financial institution that no longer exists (First National Bank of Boston), with the Commission's method for calculating interest rates, by reference to the 18 C.F.R. § 35.19a.
- Replacing “VELCO” with “VT Transco” to more accurately reflect the fact that VT Transco, which succeeded VELCO in 2006, as reflected in a Notice of Succession

previously filed with and approved by the Commission (in Docket No. ER06-900-000), is the party now providing service under the SPA.

- Deleting text relating to the agreements that the SPA superseded when it was initially adopted in the 1980s since such references, which previously provided context for those parties that previously took service under the superseded agreements, no longer serve any useful purpose for current or potential customers.

Given the volume of changes to effectuate the clean up, every article in the SPA is modified to some extent. As part of this filing package, VT Transco is including a mark up of the SPA, as revised, with all changes identified. Additions are marked in bold and double underline, deletions are marked in strikeout.

EFFECTIVE DATE

VT Transco respectfully requests waiver of the Commission's standard 60-day notice requirement for electric rate filings⁷ so that the proposed modifications can take effect on May 1, 2010, the beginning of the next billing cycle. There is good cause for waiver in this case because the proposed changes will reduce the charges that each SPA customer pays for the service it takes. In addition, the proposed changes to the SPA have been shared and discussed with VT Transco's Operating Committee. There are customers that are prepared to sign the SPA, but are waiting until the revisions are effective. Waiver will allow these customers to move forward. Furthermore, since the Operating Committee agrees that it is reasonable to modify the way in which costs are allocated, as described above, and there are no other material substantive modifications being made, no party will be harmed by waiving the usual 60-day notice requirement.

STANDARD OF REVIEW

As discussed above, while the SPA uses the term "agreement" in its title, it has not functioned like a bilateral agreement negotiated specifically to accommodate the particular needs of that customer, but rather it has functioned as a tariff of broad applicability to all similarly situated customers taking the service described therein. Accordingly, the fact that the SPA is silent as to the applicability of the Mobile-Sierra doctrine should not be interpreted to mean that the public interest standard applies. The Commission should apply the just and reasonable standard in reviewing the proposed modifications. However, even if the Commission were to apply Mobile-Sierra, for the reasons provided herein, it should accept the proposed changes because they are consistent with the public interest.

⁷ See 18 C.F.R. § 35.3 (2009).



REQUESTS FOR WAIVER

To the extent necessary, VT Transco respectfully requests waiver of any Commission regulations or requirements to allow the proposed modifications to the SPA to become effective on May 1, 2010.

COMMUNICATION AND SERVICE

All notices and communications should be served on the following individuals:

Neal E. Robinson
Managing Member Representative
Vermont Transco LLC
366 Pinnacle Ridge Road
Rutland, VT 05701
Tel: (802) 770-6498
Fax: (802) 770-6440
nrobinson@velco.com

Richard M. Lorenzo
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Washington, D.C. 20004
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rlorenzo@loeb.com
jmatson@loeb.com

MISCELLANEOUS FILING REQUIREMENTS

In addition to this letter, VT Transco is also submitting the following materials:

- A. A copy of the Substation Participation Agreement, with all proposed modifications incorporated (Attachment A);
- B. A copy of the Substation Participation Agreement with all proposed modifications incorporated and identified in underline and strikeout font (Attachment B); and
- C. A list naming all parties to whom VT Transco sent this filing (Attachment C).



CONCLUSION

VT Transco respectfully requests that the Commission accept the agreement enclosed herein, without condition or modification, to become effective on May 1, 2010. If for any reason the Commission requires additional information, please contact the undersigned so that arrangements can be made to provide such information in a timely manner.

Respectfully submitted,

/s/ Jay Matson

Richard M. Lorenzo
Jay Matson
Loeb & Loeb LLP
601 Pennsylvania Avenue, NW, Suite 900 South
Washington, D.C. 20004
Tel: (202) 434-8291

Attorneys for Vermont Transco, LLC

cc: All parties identified in Attachment C

ATTACHMENT A

Vermont Transco LLC
First Revised Rate Schedule No. 7

Issued by: Neal E. Robinson
VT Transco - Managing Member Representative

Effective On: May 1, 2010

Issued On: April 16, 2010

VERMONT TRANSCO LLC
SUBSTATION PARTICIPATION AGREEMENT

This Substation Participation Agreement ("Agreement") is entered into between Vermont Transco LLC ("VT Transco") and each signatory to a Standard Service Agreement ("PARTICIPANT"). The Agreement is between VT Transco and each PARTICIPANT individually and not the PARTICIPANTS jointly.

WITNESSETH:

ARTICLE I

Basic Understandings

This Agreement establishes the allocation of costs associated with design and construction and also the operation and maintenance ("O&M") of facilities in VT Transco's substations where those facilities are used exclusively by a PARTICIPANT or in common with VT Transco. The purpose of this Agreement is to calculate and allocate those costs that are not recovered through a regional transmission tariff for each substation identified in a Standard Service Agreement.

For each substation to which this Agreement applies, VT Transco and PARTICIPANT shall execute a Standard Service Agreement, a blank copy of which is provided in Exhibit A of this Agreement. Following execution, VT Transco and PARTICIPANT shall update the Standard Service Agreement, when appropriate, to reflect changes to the Exclusive Costs and

Issued by: Neal E. Robinson
VT Transco - Managing Member Representative

Effective On: May 1, 2010

Issued On: April 16, 2010

Shared Use Costs. Provided that a particular Standard Service Agreement conforms to the model included in Exhibit A of this Agreement, it does not need to be filed with FERC. VT Transco will post on its Open Access Same Time Information System (“OASIS”) a list that identifies each substation to which this Agreement applies.

ARTICLE II

Effective Date and Term

A Standard Service Agreement shall become effective between VT Transco and each PARTICIPANT at 12:01 a.m. on the date appearing in the first full paragraph on the first page of such Standard Service Agreement, provided it has been executed by VT Transco and PARTICIPANT. The Standard Service Agreement shall remain effective as to the substation identified therein for an initial term expiring at 11:59 PM on the date shown therein and shall be automatically renewed for successive one-year terms thereafter until that Standard Service Agreement is terminated by VT Transco or PARTICIPANT. VT Transco or PARTICIPANT may terminate the Standard Service Agreement for a substation at the expiration of the initial term or at the expiration of any subsequent one-year term by giving written notice to the other at least 60 days prior to the requested termination date.

Issued by: Neal E. Robinson
VT Transco - Managing Member Representative

Effective On: May 1, 2010

Issued On: April 16, 2010

ARTICLE III

Design and Construction

VT Transco shall be responsible for the design and construction of each substation and shall prepare all plans and specifications necessary for its construction and operation. In doing so, VT Transco will apply Good Utility Practice and sound engineering principles in its design in order to perpetuate the safety and reliability of its own facilities and those of any other party. The plans and specifications shall include the facilities necessary to meet the exclusive and shared-use requirements for the PARTICIPANT as set forth in a one line diagram included in the Standard Service Agreement for the substation, such diagram having first been submitted to the PARTICIPANT for its review. VT Transco shall modify the design of the substation in accordance with the request of the PARTICIPANT provided that such modifications: (1) are proposed in writing by PARTICIPANT before construction of the substation has begun; and (2) will not interfere with the safety and reliability of VT Transco's facilities or the facilities of any other PARTICIPANT. A complete set of plans and specifications will be made available to the PARTICIPANT on request.

ARTICLE IV

Cost of Design and Construction

(a) Exclusive Costs

Any equipment in a substation that is required by a PARTICIPANT for the operation and control of its own system and not required by VT Transco is an Exclusive Facility.

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VT Transco - Managing Member Representative

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PARTICIPANT shall own all its Exclusive Facilities and pay VT Transco for all costs incurred to design and construct those Exclusive Facilities (“Exclusive Costs”). Other than Exclusive Facilities owned by one or more PARTICIPANTS, VT Transco shall own all facilities in the substation.

Within a reasonable time after construction of Exclusive Facilities is complete, VT Transco shall issue a bill to the appropriate PARTICIPANT identifying the amount of Exclusive Costs due, including interest. Interest shall be calculated at an annual rate in accordance with regulations of the Federal Energy Regulatory Commission, codified in the Code of Federal Regulations, Volume 18, Section 35.19a, as such regulations may be amended from time to time (“FERC Interest Rate”). The total amount of interest due is calculated from the date the substation is placed in service to the date payment is received by VT Transco. PARTICIPANT shall have the option of requesting and paying an estimated billing to avoid all or part of the interest charge. All charges shall be adjusted retroactive to the date the substation was placed in service, as soon as the final costs become known. The bill shall be due and payable within 10 days of issuance.

(b) Shared Use Costs

In any particular substation to which this Agreement applies, there are facilities that are owned and used by VT Transco, but also used by one or more PARTICIPANTS (“Shared Use Facilities”), as reflected in the Standard Service Agreement for that substation. There are other facilities that are owned and used solely by VT Transco (“Transco Facilities”). Each month, VT Transco shall assess a charge to each PARTICIPANT for its use of the Shared Use Facilities

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VT Transco - Managing Member Representative

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(“Shared Use Charge”). In a given month, VT Transco shall determine from its records the Shared Use Charge for a PARTICIPANT, which shall be equal to:

$$\text{Shared Use Expense} \quad \times \quad \frac{\text{PARTICIPANT's Exclusive Costs}}{\text{Adjusted Transco Facilities Costs} + \text{All Exclusive Costs}}$$

Where,

$$\text{Shared Used Expense} = \text{Shared Use Costs} \times 20 \text{ percent carrying charge}$$

Shared Use Costs = The original capital investment in the Shared Use Facilities plus any capital additions and less any retirements, as reflected in Account Nos. 352 and 353, to the extent such costs have not been allocated to Pool Transmission Facilities or any similar regional rate for services provided at the regional level

Adjusted Transco Facilities Costs = The original capital investment in the Transco Facilities plus any capital additions and less any retirements, as reflected in Account No. 353, to the extent such costs have not been allocated to Pool Transmission Facilities or any similar regional rate for services provided at the regional level

One twelfth of the Shared Use Charge shall be billed each month commencing upon the date the substation is placed in service and shall be due and payable within 10 days of issuance of the bill. Any amount due and remaining unpaid 10 days following the date of issuance of the invoice shall bear interest at the FERC Interest Rate from that date until the amount due is paid. All charges shall be adjusted retroactive to the date the substation was placed in service, as soon as the final costs become known.

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VT Transco - Managing Member Representative

Effective On: May 1, 2010

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ARTICLE V

Operation and Maintenance of Substation

VT Transco shall be responsible for operation and maintenance of each substation and all equipment therein regardless of the status of legal title. Equipment will be scheduled out of service for maintenance by mutual agreement between and among VT Transco and the PARTICIPANTS that own equipment in the substation in question consistent with the laws of the State of Vermont, applicable regulatory requirements and Good Utility Practice.

ARTICLE VI

Costs of Operation and Maintenance – Exclusive Facilities

VT Transco shall determine for and assess each PARTICIPANT a charge for the operation and maintenance service associated with that PARTICIPANT'S Exclusive Facilities ("Exclusive Facilities O&M Charge") in a particular substation, which shall be equal to:

$$\begin{array}{l} \text{Total Substation} \\ \text{O\&M expenses} \end{array} \quad \times \quad \frac{\text{PARTICIPANT's Exclusive Costs}}{\text{Adjusted Transco Facilities Costs} + \text{All Exclusive Costs}}$$

Where,

$$\begin{array}{l} \text{Total Substation} \\ \text{O\&M Expense} \end{array} = \text{The sum of all costs in Account Nos. 562 and 570, to the extent such costs have not been allocated to Pool Transmission Facilities or any similar regional rate for services provided at the regional level}$$

Commencing upon the date the substation is placed in service, VT Transco shall issue an invoice to PARTICIPANT each month, identifying that PARTICIPANT'S Exclusive Facilities O&M

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Charge for each substation in which it owns Exclusive Facilities. Such amounts shall be payable within 10 days of issuance of the bill. Any amount due and remaining unpaid 10 days following the date of issuance of the invoice shall bear interest at the FERC Interest Rate from that date until the amount due is paid.

ARTICLE VII

Filing Fees

Each PARTICIPANT hereunder shall be required to reimburse VT Transco for any fee charged to VT Transco by any state or federal body having jurisdiction for any filing made by VT Transco with such body in connection with that PARTICIPANT.

ARTICLE VIII

Regulation

This Agreement is made subject to present or future state or federal laws and to present or future regulations or orders properly issued by state or federal bodies having jurisdiction.

ARTICLE IX

Assignment

This Agreement as between VT Transco and a PARTICIPANT hereunder shall be binding upon and shall inure to the benefit of, and may be performed by, the successors and assigns of VT Transco and such PARTICIPANT, except that no assignment, pledge or other transfer hereunder by either VT Transco or such PARTICIPANT shall operate to release the

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VT Transco - Managing Member Representative

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assignor, pledger or transferor of any of its obligations under this Agreement unless consent to the release is given in writing by the other party, or, if the other party has theretofore assigned, pledged or otherwise transferred its interest in this Agreement, by the other party's assignee, pledgee or transferee.

ARTICLE X

Arbitration

In case any dispute shall arise as to the interpretation or performance of this Agreement which cannot be settled by mutual agreement, such dispute shall be submitted to binding arbitration. The parties to the arbitration shall if possible agree upon a single arbitrator. In case of failure to agree upon an arbitrator within 15 days after the delivery by either party to the other of a written notice requesting arbitration, either party may request the American Arbitration Association to appoint the arbitrator. The arbitrator, after an opportunity for each of the parties to be heard, shall consider and decide the dispute and notify the parties in writing of the decision. Such decision shall be separately set forth in the arbitrator's findings of fact and law. The arbitrator shall not have the power to amend or add to this Agreement. Such decision shall be final and binding upon all parties except that, to the extent permitted by law, any party to the proceeding may petition a court of competent jurisdiction for review of errors of law. The expense of the arbitration shall be borne by the parties as determined by the arbitrator.

Issued by: Neal E. Robinson
VT Transco - Managing Member Representative

Effective On: May 1, 2010

Issued On: April 16, 2010

ARTICLE XI

Interpretation

The interpretation and performance of this Agreement shall be in accordance with and controlled by the laws of the State of Vermont.

ARTICLE XII

Prior Agreements Superseded

This Agreement represents the entire agreement as between VT Transco and each PARTICIPANT hereunder relating to the subject matter hereof.

Issued by: Neal E. Robinson
VT Transco - Managing Member Representative

Effective On: May 1, 2010

Issued On: April 16, 2010

VERMONT TRANSCO LLC
SUBSTATION PARTICIPATION AGREEMENT
EXHIBIT A: STANDARD SERVICE AGREEMENT

PARTICIPANT:	
--------------	--

SUBSTATION:	
-------------	--

EXPIRATION OF INITIAL TERM:	
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This Standard Service Agreement between Vermont Transco LLC ("VT Transco") and PARTICIPANT, dated _____, _____, is hereby made effective immediately as to the above substation and shall remain in effect until terminated in accordance with ARTICLE II of the Substation Participation Agreement.

ACKNOWLEDGEMENT OF ARBITRATION: THE PARTIES TO THIS AGREEMENT UNDERSTAND THAT IT CONTAINS AN AGREEMENT TO ARBITRATE. AFTER SIGNING THIS DOCUMENT, BOTH PARTIES UNDERSTAND THAT THEY WILL NOT BE ABLE TO BRING A LAWSUIT CONCERNING ANY DISPUTE THAT MAY ARISE WHICH IS COVERED BY THE ARBITRATION AGREEMENT, UNLESS IT INVOLVES A QUESTION OF CONSTITUTIONAL OR CIVIL RIGHTS. INSTEAD, BOTH PARTIES AGREE TO SUBMIT ANY SUCH DISPUTE TO AN IMPARTIAL ARBITRATOR.

Issued by: Neal E. Robinson
VT Transco - Managing Member Representative

Effective On: May 1, 2010

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IN WITNESS WHEREOF, VT Transco and PARTICIPANT, have caused this Agreement to be executed by their respective officers thereunto duly authorized, as of this ____ day of _____, ____.

VERMONT TRANSCO LLC

By: _____

Title: _____

[insert PARTICIPANT NAME]

By: _____

Title: _____

Issued by: Neal E. Robinson
VT Transco - Managing Member Representative

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[INSERT ONE LINE DIAGRAM OF SUBSTATION]

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VT Transco - Managing Member Representative

Effective On: May 1, 2010

Issued On: April 16, 2010

Exclusive Costs of [INSERT PARTICIPANT NAME]
at [INSERT SUBSTATION]

Description		Quantity		Amount

TOTAL EXCLUSIVE COSTS: \$ _____

Issued by: Neal E. Robinson
VT Transco - Managing Member Representative

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Shared Use Costs (not reduced to reflect PTF allocation) of [INSERT PARTICIPANT NAME]
at [INSERT SUBSTATION]

Description		Quantity		Amount

TOTAL SHARED USE COSTS: \$ _____

Issued by: Neal E. Robinson
VT Transco - Managing Member Representative

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ATTACHMENT B

Assignment of

~~Rate Schedule No. 236~~
~~Vermont Electric Power Company, Inc.~~
~~Substation Participation Agreement~~

From

~~Vermont Electric Power Company, Inc.~~
~~Rate Schedule No. 236~~

To

Vermont Transco LLC
Original First Revised Rate Schedule No. 7

Issued by: Neal E. Robinson
VT Transco - Managing Member Representative

Effective On: May 1, 2010

Issued On: April 16, 2010

VERMONT ~~ELECTRIC POWER COMPANY, INC.~~ TRANSCO LLC

SUBSTATION PARTICIPATION AGREEMENT

This Substation Participation Agreement ("Agreement") is entered into between Vermont ~~Electric Power Company, Inc.~~ ("~~VELCO~~ Transco LLC ("VT Transco")") and each ~~undersigned~~ signatory to a Standard Service Agreement ("PARTICIPANT"). The Agreement is between ~~VELCO~~ VT Transco and each PARTICIPANT individually and not the PARTICIPANTS jointly.

WITNESSETH:

ARTICLE I

Basic Understandings

This Agreement establishes the allocation of costs associated with ~~the~~ design and construction and also the operation and maintenance ("O&M") of facilities in ~~VELCO~~ VT Transco's substations where those facilities are used exclusively by a PARTICIPANT or in common with ~~VELCO~~. ~~The costs of such facilities have previously been allocated under separate contracts between VELCO and each PARTICIPANT for each substation~~ VT Transco. The purpose of this Agreement is to ~~replace, for ease of administration, the existing individual contracts with a single agreement applicable to both existing and future substations~~ calculate and allocate those costs that are not recovered through a regional transmission tariff for each substation identified in a Standard Service Agreement.

Issued by: Neal E. Robinson
VT Transco - Managing Member Representative

Effective On: May 1, 2010

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For each substation to which this Agreement applies, VT Transco and PARTICIPANT shall execute a Standard Service Agreement, a blank copy of which is provided in Exhibit A of this Agreement ~~lists, with the appropriate rate schedule number, the individual contracts that are superseded or cancelled by this Agreement. Each substation to which this Agreement applies is described on an Exhibit B of this Agreement executed by VELCO and PARTICIPANT. This Agreement shall be made effective for additional substations by executing additional Exhibit B's.~~ **Following execution, VT Transco and PARTICIPANT shall update the Standard Service Agreement, when appropriate, to reflect changes to the Exclusive Costs and Shared Use Costs. Provided that a particular Standard Service Agreement conforms to the model included in Exhibit A of this Agreement, it does not need to be filed with FERC. VT Transco will post on its Open Access Same Time Information System ("OASIS") a list that identifies each substation to which this Agreement applies.**

ARTICLE II

Effective Date and Term

This ~~A~~ **Standard Service** Agreement shall become effective between ~~VELCO~~ **VT Transco** and each PARTICIPANT at 12:01 a.m. on the date appearing **in the first full paragraph** on the signature ~~first~~ **first** page of this ~~such~~ **Standard Service** Agreement, **provided it has been** executed by **VT Transco and** PARTICIPANT. ~~This~~ **The Standard Service** Agreement shall remain effective as to ~~each~~ **the** substation **identified therein** for an initial term

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VT Transco - Managing Member Representative

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expiring at ~~12 midnight of~~ **11:59 PM on** the date shown on the Exhibit B for that substation **therein** and shall be automatically renewed for successive one-year terms thereafter until the Exhibit B for that substation **that Standard Service Agreement** is terminated by ~~VELCO~~ **VT Transco** or PARTICIPANT. ~~VELCO~~ **VT Transco** or PARTICIPANT may terminate the Exhibit B **Standard Service Agreement** for a substation at the expiration of the initial term or at the expiration of any subsequent one-year term by giving written notice to the other at least 60 days prior to the requested termination date. ~~This Agreement shall remain in effect as to PARTICIPANT as long as an Exhibit B between VELCO and PARTICIPANT remains effective for any substation.~~

ARTICLE III

Design and Construction

~~VELCO~~ **VT Transco** shall be responsible for the design and construction of each substation and shall prepare all plans and specifications necessary for its construction and operation. In doing so, ~~VELCO~~ **VT Transco** will apply **Good Utility Practice and** sound utility engineering principles in its design in order to perpetuate the safety and reliability of its own facilities and those of any other party. The plans and specifications shall include the facilities necessary to meet the exclusive and ~~common~~ **shared**-use requirements for the PARTICIPANT as set forth in a Schematic Diagram **one line diagram** included as an Exhibit C of this **in the** **Standard Service** Agreement. ~~A Schematic Diagram for each~~ **the** substation shall be **such diagram having first been** submitted to the PARTICIPANT for its review ~~and any modification~~

Issued by: Neal E. Robinson
VT Transco - Managing Member Representative

Effective On: May 1, 2010

Issued On: April 16, 2010

or alteration thereof shall be approved by VELCO as not interfering. **VT Transco shall modify the design of the substation in accordance with the request of the PARTICIPANT provided that such modifications: (1) are proposed in writing by PARTICIPANT before construction of the substation has begun; and (2) will not interfere** with the safety and reliability of its **VT Transco's** facilities or those **the facilities** of any other PARTICIPANT. A complete set of plans and specifications will be made available to the PARTICIPANT on request.

ARTICLE IV

Cost of Design and Construction

(a) Exclusive Costs

~~VELCO shall determine from its records that portion of the costs of each substation, including the costs of money, engineering and other direct overhead items, which are allocable to the facilities required by~~ **Any equipment in a substation that is required by a** PARTICIPANT for the operation and control of its own system and not required by VELCO, (hereinafter "Exclusive Costs"). **VT Transco is an Exclusive Facility.** PARTICIPANT shall own all ~~items~~ attributed to Exclusive Costs. ~~Exclusive Costs of each substation allocable to PARTICIPANT shall be set forth in an Exhibit D of this Agreement. PARTICIPANT'S allocable share shall be billed when construction costs are finalized and shall be due and payable within 10 days of billing. The amount so billed shall bear interest at an annual rate, compounded monthly, equivalent to one hundred twenty percent (120%) of the current prime rate then in effect at The~~

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VT Transco - Managing Member Representative

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~~First National Bank of Boston,~~ **its Exclusive Facilities and pay VT Transco for all costs incurred to design and construct those Exclusive Facilities (“Exclusive Costs”). Other than Exclusive Facilities owned by one or more PARTICIPANTS, VT Transco shall own all facilities in the substation.**

Within a reasonable time after construction of Exclusive Facilities is complete, VT Transco shall issue a bill to the appropriate PARTICIPANT identifying the amount of Exclusive Costs due, including interest. Interest shall be calculated at an annual rate in accordance with regulations of the Federal Energy Regulatory Commission, codified in the Code of Federal Regulations, Volume 18, Section 35.19a, as such regulations may be amended from time to time (“FERC Interest Rate”). The total amount of interest due is calculated from the date the substation is placed in service to the date payment is received by ~~VELCO from PARTICIPANT~~ **VT Transco**. PARTICIPANT shall have the option of requesting and paying an estimated billing to avoid the above interest charge. ~~All charges shall be adjusted retroactive to the date the substation was placed in service, as soon as the final costs become known.~~ **all or part of the interest charge. All charges shall be adjusted retroactive to the date the substation was placed in service, as soon as the final costs become known. The bill shall be due and payable within 10 days of issuance.**

(b) Shared Use Costs

In any particular substation to which this Agreement applies, there are facilities that are owned and used by VT Transco, but also used by one or more PARTICIPANTS (“Shared Use Facilities”), as reflected in the Standard Service Agreement for that

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VT Transco - Managing Member Representative

Effective On: May 1, 2010

Issued On: April 16, 2010

substation. There are other facilities that are owned and used solely by VT Transco (“Transco Facilities”). Each month, VT Transco shall assess a charge to each PARTICIPANT for its use of the Shared Use Facilities (“Shared Use Charge”). In a given month, VT Transco shall determine from its records the Shared Use Charge for a PARTICIPANT, which shall be equal to:

$$\frac{\text{Shared Use Expense} \times \text{PARTICIPANT's Exclusive Costs}}{\text{Adjusted Transco Facilities Costs} + \text{All Exclusive Costs}}$$

Where,

Shared Used Expense = Shared Use Costs x 20 percent carrying charge

Shared Use Costs = The original capital investment in the Shared Use Facilities plus any capital additions and less any retirements, as reflected in Account Nos. 352 and 353, to the extent such costs have not been allocated to Pool Transmission Facilities or any similar regional rate for services provided at the regional level

Adjusted Transco = The original capital investment in the Transco Facilities plus any Facilities Costs capital additions and less any retirements, as reflected in Account No. 353, to the extent such costs have not been allocated to Pool Transmission Facilities or any similar regional rate for services provided at the regional level

One twelfth of the Shared Use Charge shall be billed each month commencing upon the date the substation is placed in service and shall be due and payable within 10 days of issuance of the bill. Any amount due and remaining unpaid 10 days following the date of issuance of the invoice shall bear interest at the FERC Interest Rate from that date until

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VT Transco - Managing Member Representative

Effective On: May 1, 2010

Issued On: April 16, 2010

the amount due is paid. All charges shall be adjusted retroactive to the date the substation was placed in service, as soon as the final costs become known.

~~VELCO shall determine from its records that portion of the cost of each substation allocable to facilities, ownership of which is to be retained by VELCO but use of which is to be shared by VELCO and PARTICIPANT (hereinafter "Common Use Costs"). These costs for each substation shall be set forth in an Exhibit E of this Agreement to be revised as necessary based on VELCO's records. PARTICIPANT'S share of Common Use Costs shall be determined by dividing all Common Use Costs by the number of parties using the substation. PARTICIPANT shall pay to VELCO a carrying charge calculated as a percentage of the Common Use Costs allocable to PARTICIPANT. This amount shall be billed monthly commencing upon the date the substation is placed in service and shall be due and payable within 10 days of billing. The percentage figure shall be determined by reference to VELCO's actual costs for the preceding year by dividing total VELCO transmission system costs (cost of capital, transmission expenses, administrative and general expenses and taxes) by average plant in service as recorded in FERC Accounts 101 and 106.~~

ARTICLE V

Operation and Maintenance of Substation

~~VELCO~~ **VT Transco** shall be responsible for operation and maintenance of each substation and all equipment therein regardless of the status of legal title. Equipment will ~~continue to~~ be scheduled out of service for maintenance by mutual agreement **between and**

Issued by: Neal E. Robinson
VT Transco - Managing Member Representative

Effective On: May 1, 2010

Issued On: April 16, 2010

among the involved system operators, after application is made to the VELCO Coordinator by VELCO maintenance personnel VT Transco and the PARTICIPANTS that own equipment in the substation in question consistent with the laws of the State of Vermont, applicable regulatory requirements and Good Utility Practice.

ARTICLE VI

Costs of Operation and Maintenance – Exclusive Facilities

VT Transco shall determine for and assess each PARTICIPANT a charge for the operation and maintenance service associated with that PARTICIPANT'S Exclusive Facilities ("Exclusive Facilities O&M Charge") in a particular substation, which shall be equal to:

$$\frac{\text{Total Substation O\&M expenses}}{\text{Adjusted Transco Facilities Costs + All Exclusive Costs}} \times \text{PARTICIPANT's Exclusive Costs}$$

Costs of operation and maintenance of each substation shall be determined and billed monthly and shall be payable within 10 days of billing. The portion of operation and maintenance costs to be paid by PARTICIPANT shall be determined by multiplying the sum of all costs of operation and maintenance of equipment at the substation, as recorded in FERC Accounts 562 and 570, by a fraction of which the numerator is PARTICIPANT'S Exclusive Costs and the denominator is the sum of all costs of station equipment in the substation, including Exclusive Costs, as recorded in FERC Account 353.

Where,

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VT Transco - Managing Member Representative

Effective On: May 1, 2010

Issued On: April 16, 2010

ARTICLE VII

Late Charges

Total Substation = The sum of all costs in Account Nos. 562 and 570, to the extent

O&M Expense such costs have not been allocated to Pool Transmission Facilities or any similar regional rate for services provided at the regional level

Commencing upon the date the substation is placed in service, VT Transco shall issue an invoice to PARTICIPANT each month, identifying that PARTICIPANT's Exclusive Facilities O&M Charge for each substation in which it owns Exclusive Facilities. Such amounts shall be payable within 10 days of issuance of the bill. Any amount due and remaining unpaid 10 days following the date of issuance of bills shall bear interest at an annual rate, compounded monthly, equivalent to one hundred twenty percent (120%) of the current prime rate then in effect at The First National Bank of Boston, from the due date to the date payment is received by VELCO. **the invoice shall bear interest at the FERC Interest Rate from that date until the amount due is paid.**

ARTICLE ~~VIII~~**VII**

Filing Fees

Each PARTICIPANT hereunder shall be required to reimburse ~~VELCO~~**VT Transco** for any fee charged to ~~VELCO~~**VT Transco** by any state or federal body having jurisdiction for any filing made by ~~VELCO~~**VT Transco** with such body in connection with that PARTICIPANT.

Issued by: Neal E. Robinson
VT Transco - Managing Member Representative

Effective On: May 1, 2010

Issued On: April 16, 2010

ARTICLE ~~IX~~XVIII

Regulation

This Agreement is made subject to present or future state or federal laws and to present or future regulations or orders properly issued by state or federal bodies having jurisdiction.

ARTICLE ~~XIX~~

Assignment

This Agreement as between ~~VELCO~~VT Transco and a PARTICIPANT hereunder shall be binding upon and shall inure to the benefit of, and may be performed by, the successors and assigns of ~~VELCO~~VT Transco and such PARTICIPANT, except that no assignment, pledge or other transfer hereunder by either ~~VELCO~~VT Transco or such PARTICIPANT shall operate to release the assignor, pledger or transferor of any of its obligations under this Agreement unless consent to the release is given in writing by the other party, or, if the other party has theretofore assigned, pledged or otherwise transferred its interest in this Agreement, by the other party's assignee, pledgee or transferee.

ARTICLE ~~XIX~~

Arbitration

In case any dispute shall arise as to the interpretation or performance of ~~the~~this Agreement which cannot be settled by mutual agreement, such dispute shall be submitted to

Issued by: Neal E. Robinson
VT Transco - Managing Member Representative

Effective On: May 1, 2010

Issued On: April 16, 2010

binding arbitration. The parties to the arbitration shall if possible agree upon a single arbitrator. In case of failure to agree upon an arbitrator within 15 days after the delivery by either party to the other of a written notice requesting arbitration, either party may request the American Arbitration Association to appoint the arbitrator. The arbitrator, after an opportunity for each of the parties to be heard, shall consider and decide the dispute and notify the parties in writing of the decision. Such decision shall be separately set forth in the arbitrator's findings of fact and law. The arbitrator shall not have the power to amend or add to this Agreement. Such decision shall be final and binding upon all parties except that, **to the extent permitted by law**, any party to the proceeding may petition a court of competent jurisdiction for review of errors of law. The expense of the arbitration shall be borne by the parties as determined by the arbitrator.

ARTICLE ~~XHXI~~

Interpretation

The interpretation and performance of this Agreement shall be in accordance with and controlled by the laws of the State of Vermont.

ARTICLE ~~XHXII~~

Prior Agreements Superseded

This Agreement represents the entire agreement as between ~~VELCO~~ **VT Transco** and each PARTICIPANT hereunder relating to the subject matter hereof. ~~Upon this Agreement's becoming effective between VELCO and a PARTICIPANT under ARTICLE II hereof, any~~

Issued by: Neal E. Robinson
VT Transco - Managing Member Representative

Effective On: May 1, 2010

Issued On: April 16, 2010

~~contract between VELCO and that PARTICIPANT listed in Exhibit A hereto shall terminate
except as to the obligation to pay for, or other obligations arising from, service rendered prior to
termination.~~

Issued by: Neal E. Robinson
VT Transco - Managing Member Representative

Effective On: May 1, 2010

Issued On: April 16, 2010

VERMONT TRANSCO LLC
SUBSTATION PARTICIPATION AGREEMENT
EXHIBIT A: STANDARD SERVICE AGREEMENT

<u>PARTICIPANT:</u>	
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<u>SUBSTATION:</u>	
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<u>EXPIRATION OF INITIAL TERM:</u>	
---	--

This Standard Service Agreement between Vermont Transco LLC ("VT Transco") and PARTICIPANT, dated _____, _____, is hereby made effective immediately as to the above substation and shall remain in effect until terminated in accordance with ARTICLE II of the Substation Participation Agreement.

ACKNOWLEDGEMENT OF ARBITRATION: THE PARTIES TO THIS AGREEMENT UNDERSTAND THAT IT CONTAINS AN AGREEMENT TO ARBITRATE. AFTER SIGNING THIS DOCUMENT, BOTH PARTIES UNDERSTAND THAT THEY WILL NOT BE ABLE TO BRING A LAWSUIT CONCERNING ANY DISPUTE THAT MAY ARISE WHICH IS COVERED BY THE ARBITRATION AGREEMENT, UNLESS IT INVOLVES A QUESTION OF CONSTITUTIONAL OR CIVIL RIGHTS. INSTEAD, BOTH PARTIES AGREE TO SUBMIT ANY SUCH DISPUTE TO AN IMPARTIAL ARBITRATOR.

Issued by: Neal E. Robinson
VT Transco - Managing Member Representative

Effective On: May 1, 2010

Issued On: April 16, 2010

IN WITNESS WHEREOF, VT Transco and PARTICIPANT, have caused this Agreement to be executed by their respective officers thereunto duly authorized, as of this day of _____, _____.

VERMONT TRANSCO LLC

By: _____

Title: _____

[insert PARTICIPANT NAME]

By: _____

Title: _____

Issued by: Neal E. Robinson
VT Transco - Managing Member Representative

Effective On: May 1, 2010

Issued On: April 16, 2010

INSERT ONE LINE DIAGRAM OF SUBSTATION

Issued by: Neal E. Robinson
VT Transco - Managing Member Representative

Effective On: May 1, 2010

Issued On: April 16, 2010

Exclusive Costs of [INSERT PARTICIPANT NAME]
at [INSERT SUBSTATION]

<u>Description</u>		<u>Quantity</u>		<u>Amount</u>

TOTAL EXCLUSIVE COSTS: \$

Issued by: Neal E. Robinson
VT Transco - Managing Member Representative

Effective On: May 1, 2010

Issued On: April 16, 2010

**Shared Use Costs (not reduced to reflect PTF allocation) of [INSERT PARTICIPANT NAME]
at [INSERT SUBSTATION]**

<u>Description</u>		<u>Quantity</u>		<u>Amount</u>

TOTAL SHARED USE COSTS: \$

Issued by: Neal E. Robinson
VT Transco - Managing Member Representative

Effective On: May 1, 2010

Issued On: April 16, 2010

~~IN WITNESS WHEREOF, VELCO and the undersigned PARTICIPANT have caused this Agreement to be executed by their respective officers thereunto duly authorized, as of this 1st day of December, 1981.~~

~~VERMONT ELECTRIC POWER COMPANY,
-INC.~~

~~By: _____~~

~~Title: President~~

~~CENTRAL VERMONT PUBLIC SERVICE
CORPORATION~~

~~By: _____~~

~~Richard W. Mallery~~

~~Title: Executive Vice President~~

~~IN WITNESS WHEREOF, VELCO and the undersigned PARTICIPANT have caused this Agreement to be executed by their respective officers thereunto duly authorized, as of this 1st day of December, 1981.~~

~~VERMONT ELECTRIC POWER COMPANY,
-INC.~~

~~By: _____~~

~~Title: President~~

~~VERMONT MARBLE COMPANY~~

~~By: _____~~

~~Title: Vice President~~

Issued by: Neal E. Robinson
VT Transco - Managing Member Representative

Effective On: May 1, 2010

Issued On: April 16, 2010

~~IN WITNESS WHEREOF, VELCO and the undersigned PARTICIPANT have caused this Agreement to be executed by their respective officers thereunto duly authorized, as of this 1st day of December, 1981.~~

~~VERMONT ELECTRIC POWER COMPANY,
-INC.~~

~~By: _____~~

~~Title: President~~

~~WASHINGTON ELECTRIC COOPERATIVE, INC.~~

~~By: _____~~

~~Title: President~~

Issued by: Neal E. Robinson
VT Transco - Managing Member Representative

Effective On: May 1, 2010

Issued On: April 16, 2010

EXHIBIT A

**LIST OF SUPERSEDED
PARTICIPATION AGREEMENTS**

<u>Participation Agreement Between</u>	<u>Date of Agreement</u>	<u>Substation</u>	<u>FERC No.</u>
Central Vermont Public Service Corp. and VELCO	12/10/79	Blissville	223
" _____ "	12/10/79	Chelsea	224
" _____ "	12/10/79	Fairfax	225
" _____ "	12/10/79	Hartford	226
" _____ "	12/10/79	Irasburg	227
" _____ "	12/10/79	New Haven	228
" _____ "	12/10/79	St. Johnsbury	229
" _____ "	12/10/79	Windsor	230
Vermont Marble Company and VELCO	08/14/80	Florence	231
Washington Electric Cooperative, Inc. and VELCO	08/26/80	Chelsea	232

Issued by: Neal E. Robinson
VT Transco - Managing Member Representative

Effective On: May 1, 2010

Issued On: April 16, 2010

**EXHIBIT B TO VELCO
PARTICIPATION AGREEMENT**

PARTICIPANT:	CENTRAL VERMONT PUBLIC SERVICE CORPORATION
SUBSTATION:	BLISSVILLE
EXPIRATION OF INITIAL TERM:	MARCH 31, 2003

~~The Participation Agreement between Vermont Electric Power Company, Inc. ("VELCO") and PARTICIPANT, dated December 1, 1981, _____, is hereby made effective as to the above substation as of the date indicated below and shall remain in effect until terminated in accordance with ARTICLE II of the Participation Agreement.~~

~~IN WITNESS WHEREOF, VELCO and PARTICIPANT, have caused this Agreement to be executed by their respective officers thereunto duly authorized, as of this 1st day of December, 1981.~~

~~VERMONT ELECTRIC POWER COMPANY,
-INC.~~

~~By: _____~~

~~Title: President~~

~~CENTRAL VERMONT PUBLIC SERVICE
CORPORATION~~

~~By: _____~~

~~Richard W. Mallary~~

~~Title: Executive Vice President~~

Issued by: Neal E. Robinson
VT Transco - Managing Member Representative

Effective On: May 1, 2010

Issued On: April 16, 2010

EXHIBIT D

Exclusive Costs of Central Vermont Public Service Corporation
 at Blissville Substation installed under
 VELCO Work Order 331

Description	Quantity	Amount
Foundation/structure concrete	— 5.9 C.Y.	\$ 1,139.84
OCB foundation, 48.3 KV GE	— 4.67 C.Y.	902.21
Structural steel	10,940 Lbs.	6,340.83
Switch, disconnect, 46 KV, 600A, PBO	12	1,994.42
Switch, disconnect, 46 KV, 600A, WAG	2	2,712.76
Bus copper tubing, 1 inch	Lot	2,557.60
Bus copper, 500 MCM	Lot	79.86
Bus insulator, 46 KV, post	12	638.27
OCB, 48.3 KV, GE 0139A3405-201	1	9,520.31
OCB, 48.3 KV, Ge 0139A3428-203	1	8,903.56
OCB installation, GE 0139A3405-201	1	1,670.02
OCB installation, GE 0139A3428-203	1	1,565.89
Switchboard original package	Lot	27,035.40
Pot transformer, 46 KV, JVT 250	1	1,636.47
Pot transformer installation, 46 KV, JVT 250	1	314.86
Grounding system complete	Lot	843.41
Cable, 1C/4, insulated	150 Ft.	71.91
Cable, 1C/10, insulated	150 Ft.	15.86
Cable, 7C/12, insulated	150 Ft.	291.30
Cable, 12C/14, insulated	30 Ft.	70.14
Cable, 12C/19-22, insulated	600 Ft.	1,100.05
Cable, strand/10, insulated	150 Ft.	17.62
Cable, strand/14, insulated	90 Ft.	11.07
Conduit, galvanized, 1 1/2 inch	365 Ft.	620.16
Conduit, galvanized, 4 inch	12 Ft.	190.87
Conduit, PVC, 4 inch	130 Ft.	486.12
Cabinet, double door	2	976.86
		\$71,707.67

Issued by: Neal E. Robinson
 VT Transco - Managing Member Representative

Effective On: May 1, 2010

Issued On: April 16, 2010

EXHIBIT E

Common Use Costs of Central Vermont Public Service Corporation
at Blissville Substation installed under
VELCO Work Order 331

Description	Amount	
Structures and Improvements	\$41,146.66	
Fence, Chain Link w/Gate	5,639.07	
Switch, Fused, 46 KV, 100A	1,727.13	
Switchstick, 16-foot	95.78	
Bus-Copper, 500 MCM	186.35	
Pot Transformer, 46 KV, JVT 250	4,909.41	
Pot Transformer Installation, 46 KV	944.58	
Grounding System Complete	7,061.13	
Grounding Set Complete	935.15	
Supports and Cable Trays	794.72	
Battery, Calcium w/Rack	1,435.26	
Battery Charger, CFI, 115/230V	755.74	
Station Service Transformers, 100 KVA	5,256.77	
Fire Extinguisher	54.13	
Glowtector w/Accessories	334.75	
	Total Cost	\$71,276.63
	1/2 of Total Cost	35,638.32

Issued by: Neal E. Robinson
VT Transco - Managing Member Representative

Effective On: May 1, 2010

Issued On: April 16, 2010

**EXHIBIT B TO VELCO
PARTICIPATION AGREEMENT**

PARTICIPANT:	CENTRAL VERMONT PUBLIC SERVICE CORPORATION
SUBSTATION:	COLD RIVER
EXPIRATION OF INITIAL TERM:	DECEMBER 31, 2010

The Participation Agreement between Vermont Electric Power Company, Inc. ("VELCO") and PARTICIPANT dated December 1, 1981, is hereby made effective as to the above substation as of the date indicated below and shall remain in effect until terminated in accordance with ARTICLE II of the Participation Agreement.

IN WITNESS WHEREOF, VELCO and PARTICIPANT, have caused this Agreement to be executed by their respective officers thereunto duly authorized, as of this 1st day of December, 1981.

~~VERMONT ELECTRIC POWER
COMPANY, INC.~~

By: _____

Title: President _____

~~CENTRAL VERMONT PUBLIC SERVICE
CORPORATION~~

By: _____

Richard W. Mallery
Title: Executive Vice President _____

EXHIBIT D

Issued by: Neal E. Robinson
VT Transco - Managing Member Representative

Effective On: May 1, 2010

Issued On: April 16, 2010

Exclusive Costs of Central Vermont Public Service Corporation
 at Cold River Substation installed under
 VELCO Work Order 537

Description	Quantity	Amount
Foundation/structure Concrete	—26 C.Y.	\$6,652.18
46 KV Switchstand Foundation	—12 C.Y.	3,145.96
46 KV Bus Support Foundation	—6 C.Y.	1,572.98
46 KV OCB Foundation	—8 C.Y.	1,902.80
Structure Steel	21,060 Lbs.	31,937.62
Switch, Airbreak, 46 KV, 600A, WAG	—3	12,227.14
Switch, Disconnect, 46 KV, 600A, PBO	—18	7,083.21
Bus Aluminum, 795 MCM	—122 Ft.	871.60
Bus Aluminum Tubing, 2 inch	—523 Ft.	9,112.11
Bus Aluminum Tubing, 3 inch	—122 Ft.	2,564.24
Bus Copper, 500 MCM	—178 Ft.	2,568.16
Bus Insulators, 46 KV, Post	—18	3,272.46
OCB, 46 KV, Ser. #251A9612-202	—1	21,347.81
OCB, 46 KV, Ser. #251A9612-203	—1	21,347.81
OCB, 46 KV, Ser. #251A9612-204	—1	21,347.81
OCB Installation, Ser. #251A9612-202	—1	4,257.67
OCB Installation, Ser. #251A9612-203	—1	4,257.67
OCB Installation, Ser. #251A9612-204	—1	4,257.67
Switchboard Original Package	—Lot	65,850.16
Pot Transformer, 46 KV, JVT250	—3	10,409.29
Pot Transformer Installation, JVT250	—3	3,729.93
Grounding System Complete	—Lot	4,531.81
Cable, 1C/12, Insulated	—2,020 Ft.	1,484.94
Cable, 4C/9, Insulated	—660 Ft.	1,210.70
Cable, 12C/9, Insulated	—1,890 Ft.	7,764.69
Conduit, Galvanized, 4 inch	—740 Ft.	4,657.33
Junction Box, 36x36x24	—1	558.80
		\$259,924.55

EXHIBIT E

Common Use Costs of Central Vermont Public Service Corporation
 at Cold River Substation installed under
 VELCO Work Order 537

Description	Amount
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Issued by: Neal E. Robinson
 VT Transco - Managing Member Representative

Effective On: May 1, 2010

Issued On: April 16, 2010

Structures and Improvements		\$ 96,688.66
Station Service Transformer Foundation		253.71
Pot Transformer (46 KV) Foundation		253.71
Excavation/Structure		43,483.14
Fence, Chain Link w/Gate		11,764.34
Switch, Fused, 46 KV, 100A, BPA		3,966.85
Switchstick, 14 Ft.		223.22
Pot Transformer, 46 KV, JVS250		5,266.89
Pot Transformer Installation, JVS250		1,873.96
Grounding System Complete		16,774.32
Grounding Set Complete		1,115.74
Cable, 1C-4/0		2,608.05
Supports and Cable Trays		1,796.63
Battery Charger, C&D, 120V		1,429.50
Battery, Calcium, 125V w/Rack		5,720.43
Station Service Transformer, 100KVA, #85113		8,392.76
Station Service Transformer, 100KVA, #85114		8,392.76
Fire Extinguisher		82.77
Utility Table		50.02
Clock, GE		21.54
Ladder, Step, 6 Ft.		71.67
Glowtector w/Accessories		535.60
Ladder, Wood, Extension, 24 Ft.		196.40
	Total Cost	\$210,962.67
	1/2 of Total Cost	105,481.33

EXHIBIT B TO VELCO PARTICIPATION AGREEMENT PARTICIPANT:	CENTRAL VERMONT PUBLIC SERVICE CORPORATION
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SUBSTATION:	CHELSEA
EXPIRATION OF INITIAL TERM:	JULY 31, 2003

Issued by: Neal E. Robinson
 VT Transco - Managing Member Representative

Effective On: May 1, 2010

Issued On: April 16, 2010

The Participation Agreement between Vermont Electric Power Company, Inc. (“VELCO”) and PARTICIPANT dated December 1, 1981, is hereby made effective as to the above substation as of the date indicated below and shall remain in effect until terminated in accordance with ARTICLE II of the Participation Agreement.

IN WITNESS WHEREOF, VELCO and PARTICIPANT, have caused this Agreement to be executed by their respective officers thereunto duly authorized, as of this 1st day of December, 1981.

VERMONT ELECTRIC POWER
 COMPANY, INC.

By: _____

Title: PRESIDENT

CENTRAL VERMONT PUBLIC SERVICE
 CORPORATION

By: _____

Richard W. Mallery

Title: Executive Vice President

EXHIBIT D

Exclusive Costs of Central Vermont Public Service Corporation
 at Chelsea Substation installed under
 VELCO Work Order 269

Description	Quantity	Amount
Foundation/Structure concrete	— 3½ C.Y.	\$— 659.15
OCB Foundation, 46 KV	— 3 C.Y.	564.99
Structure Steel	— 4,250 Lbs.	2,216.29
Switch, Airbreak, 46 KV, 600A TTL	— 1	1,749.12
Switch, Disconnect, 46 KV, 600A TTL	— 6	1,200.29
Bus Copper Tubing, 1 inch	— Lot	2,014.98
Bus Copper, 500 MCM	— Lot	263.91

Issued by: Neal E. Robinson
 VT Transco - Managing Member Representative

Effective On: May 1, 2010

Issued On: April 16, 2010

Bus Insulator, 10 inch disc	15	243.17
OCB, 46 KV, 0139A3333-201	1	11,145.86
OCB Installation, G.E. 0139A3333-201	1	2,963.97
Switchboard Original Package	Lot	9,000.00
Pot Transformer, 46 KV	1	1,599.23
Pot Transformer Installation, 46 KV	1	350.69
Grounding System Complete	Lot	363.21
Cable, 65 str./12, insulated	834 Ft.	125.40
Cable, 12C/9, insulated	362 Ft.	1,003.94
Cable, 4C/12, insulated	135 Ft.	199.77
Cable, 1C/12, insulated	125 Ft.	37.17
Conduit, galvanized, 1 inch	50 Ft.	77.70
Conduit, galvanized, 1½ inch	160 Ft.	249.57
Conduit, PVC, 4 inch	75 Ft.	285.85
Junction Box, 36x48x12	1	163.29
		\$36,477.55

EXHIBIT E

Common Use Costs of Central Vermont Public Service Corporation
 and Washington Electric Cooperative, Inc.
 at Chelsea Substation installed under
 VELCO Work Orders 269 and 337

Description	Amount
Structures and Improvements	\$48,371.31
Fence, Chain Link w/Gates	9,742.81
Switch, Fused, 46 KV	1,542.74
Fuse Holder, 46 KV	136.32
Switchstick	63.50
Bus Copper, 500 MCM	701.62
Bus Aluminum, 795 MCM	1,306.79
Bus Insulator, 46 KV, Post	3,188.31
Pot Transformer, 46 KV	3,198.47
Pot Transformer Installation, 46 KV	701.37
Grounding System Complete	3,268.89
Supports and Cable Trays	434.41
Battery, Tytex w/Rack	1,607.70
Battery Charger	852.24
Station Service Transformer, 100 KVA	5,143.88
Utility Table	85.15

Issued by: Neal E. Robinson
 VT Transco - Managing Member Representative

Effective On: May 1, 2010

Issued On: April 16, 2010

Glowtector w/Accessories		240.13
Total Cost		\$80,585.64
1/3 of Total Cost		26,861.88
EXHIBIT B TO VELCO PARTICIPATION AGREEMENT PARTICIPANT:	CENTRAL VERMONT PUBLIC SERVICE CORPORATION	

SUBSTATION:	FAIRFAX
EXPIRATION OF INITIAL TERM:	APRIL 30, 2002

The Participation Agreement between Vermont Electric Power Company, Inc. ("VELCO") and PARTICIPANT dated December 1, 1981, is hereby made effective as to the above substation as of the date indicated below and shall remain in effect until terminated in accordance with ARTICLE II of the Participation Agreement.

IN WITNESS WHEREOF, VELCO and PARTICIPANT, have caused this Agreement to be executed by their respective officers thereunto duly authorized, as of this 1st day of December, 1981.

VERMONT ELECTRIC POWER COMPANY,
 -INC.

By: _____

Title: PRESIDENT

CENTRAL VERMONT PUBLIC SERVICE

Issued by: Neal E. Robinson
 VT Transco - Managing Member Representative

Effective On: May 1, 2010

Issued On: April 16, 2010

CORPORATION

By: _____
 _____ Richard W. Mallary
 Title: Executive Vice President

EXHIBIT D

Exclusive Costs of Central Vermont Public Service Corporation
 at Fairfax Substation installed under
 VELCO Work Order 321

Description	Quantity	Amount
Foundation/structure concrete	— 4.9 C.Y.	\$ 791.08
OCB foundation, 34.5 KV	— 4.67 C.Y.	753.94
Structural steel	10,940 Lbs.	5,691.22
Switch, disconnect, 34.5 KV, 600A, HPL	— 12	1,799.69
Switch, airbreak, 34.5 KV, 600A, TTR	— 2	2,614.85
Bus copper tubing, 1 inch	— Lot	1,781.80
Bus copper, 500 MCM	— Lot	908.13
Bus insulator, 34.5 KV, post	— 12	621.46
OCB, 34.5 KV, GE 0141A3123 201/203	— 2	15,564.63
OCB installation, GE 014A3123 201/203	— 2	2,242.52
Switchboard original package	— Lot	24,594.48
Pot transformer, 34.5/115 KV	— 1	1,387.26
Pot transformer installation, 34.5/115 KV	— 1	258.53
Grounding system complete	— Lot	827.49
Cable, 7C/12, insulated	— Lot	119.10
Cable, 12C/9, insulated	— Lot	1,685.62
Cable, 14 str., insulated	— Lot	36.91
Cable, 10 str., insulated	— Lot	53.31
Conduit, galvanized, 1½ inch	— Lot	280.66
Conduit, PVC, 1½ inch	— Lot	408.17
Conduit, PVC, 4 inch	— Lot	792.66
Cabinet, double door	— 1	582.12
		\$63,795.63

Issued by: Neal E. Robinson
 VT Transco - Managing Member Representative

Effective On: May 1, 2010

Issued On: April 16, 2010

EXHIBIT E

Common Use Costs of Central Vermont Public Service Corporation
 at Fairfax Substation installed under
 VELCO Work Orders 321

Description	Amount
Structures and Improvements	\$55,223.92
Fence, Chain Link w/Gates	6,153.62
Switch, Disconnect, 34.5 KV, 100A	1,537.81
Switchstick, 16 Foot	98.52
Bus Copper, 500 MCM	1,155.80
Pot Transformer, 34.5 KV, JVT 200	4,161.79
Pot Transformer Installation, 34.5 KV	775.59
Grounding System Complete	7,271.55
Grounding Set Complete	693.65
Supports and Cable Trays	740.79
Battery, Tytex w/Rack	1,582.20
Battery Charger, CR-130A12	751.49
Station Service Transformer, 34.5 KV	1,191.88
Utility Table	123.44
Ladder, Wood, Step, 6 Foot	24.37
Ladder, Wood, Extension, 24 Foot	50.90
Fire Extinguisher	51.22
Glowtector w/Accessories	334.75
Total Cost	\$81,923.29
1/2 of Total Cost	40,961.65

**EXHIBIT B TO VELCO
 PARTICIPATION AGREEMENT**

PARTICIPANT:	CENTRAL VERMONT PUBLIC SERVICE CORPORATION
SUBSTATION:	HARTFORD
EXPIRATION OF INITIAL TERM:	NOVEMBER 30, 2005

Issued by: Neal E. Robinson
 VT Transco - Managing Member Representative

Effective On: May 1, 2010

Issued On: April 16, 2010

The Participation Agreement between Vermont Electric Power Company, Inc. ("VELCO") and PARTICIPANT dated December 1, 1981, is hereby made effective as to the above substation as of the date indicated below and shall remain in effect until terminated in accordance with ARTICLE II of the Participation Agreement.

IN WITNESS WHEREOF, VELCO and PARTICIPANT, have caused this Agreement to be executed by their respective officers thereunto duly authorized, as of this 1st day of December, 1981.

VERMONT ELECTRIC POWER
 COMPANY, INC.

By: _____

Title: PRESIDENT

CENTRAL VERMONT PUBLIC SERVICE
 CORPORATION

By: _____

Richard W. Mallery

Title: Executive Vice President

EXHIBIT D

Exclusive Costs of Central Vermont Public Service Corporation
 at Hartford Substation installed under
 VELCO Work Order 414

Description	Quantity	Amount
Foundation Structure/Concrete	3.5 C.Y.	\$459.45
46 KV OCB Foundation	2.5 C.Y.	328.70
Structure Steel	4,655 Lbs.	4,277.31
Switch, Airbreak, 46 KV, 600A, WAG	1	2,894.39
Switch, Disconnect, 46 KV, 600A, PBO	6	1,656.68
Bus Copper Tubing, 1 inch	81 Ft.	1,079.42
Bus Insulator, 46 KV, Post	5	299.95
Switchboard Original Package	Lot	12,853.94

Issued by: Neal E. Robinson
 VT Transco - Managing Member Representative

Effective On: May 1, 2010

Issued On: April 16, 2010

Pot Transformer, 46 KV, JVT 250		1		1,733.86
Pot Transformer Installation, 46 KV		1		461.61
Grounding System Complete		Lot		885.10
Cable, 1C/14, Insulated		333 Ft.		45.43
Cable, 4C/12, Insulated		70 Ft.		132.09
Cable, 12C/9, Insulated		467 Ft.		1,259.43
Cable, 12C/16, Insulated		83 Ft.		112.66
Conduit, Galvanized, 1½ inch		190 Ft.		597.38
Conduit, Galvanized, 4 inch		10 Ft.		227.76
Conduit, PVC, 4 inch		107 Ft.		654.27
Double Door Cabinet		1		370.02
				\$30,329.45

EXHIBIT E

Common Use Costs of Central Vermont Public Service Corporation
 at Hartford Substation installed under
 VELCO Work Order 414

Description	Amount
Structures and Improvements	\$ 93,391.34
Fence, Chain Link w/Gates	8,625.63
Switch, Fused, 46 KV, 100A, BPA	1,184.23
Switch, Fused, 46 KV, 200A, BPA	1,410.07
Switchstick, 14 Foot	343.66
Pot Transformer, 46 KV, JVT 250	3,467.72
Pot Transformer Installation, 46 KV	923.22
Grounding System Complete	11,581.07
Grounding Set Complete	1,300.97
Breaker Panel	427.08
Cable, 4C-2/0, Insulated	80.26
Supports and Cable Trays	648.35
Junction Box, 24x24x6	114.66
Battery, Calcium, 125V w/Rack	2,688.06
Battery Charger, CFI, 115/230V	1,140.48
Station Service Transformer, 100 KVA	9,714.47
Total Cost	\$137,041.27

Issued by: Neal E. Robinson
 VT Transco - Managing Member Representative

Effective On: May 1, 2010

Issued On: April 16, 2010

	1/2 of Total Cost	68,520.64
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**EXHIBIT B TO VELCO
PARTICIPATION AGREEMENT**

PARTICIPANT:	CENTRAL VERMONT PUBLIC SERVICE CORPORATION
SUBSTATION:	IRASBURG
EXPIRATION OF INITIAL TERM:	OCTOBER 31, 2003

The Participation Agreement between Vermont Electric Power Company, Inc. ("VELCO") and PARTICIPANT dated December 1, 1981, is hereby made effective as to the above substation as of the date indicated below and shall remain in effect until terminated in accordance with ARTICLE II of the Participation Agreement.

IN WITNESS WHEREOF, VELCO and PARTICIPANT, have caused this Agreement to be executed by their respective officers thereunto duly authorized, as of this 1st day of December, 1981.

~~VERMONT ELECTRIC POWER COMPANY,
-INC.~~

By: _____

Title: PRESIDENT

CENTRAL VERMONT PUBLIC SERVICE
CORPORATION

By: _____

Richard W. Mallary

Title: Executive Vice President

EXHIBIT D

Issued by: Neal E. Robinson
VT Transco - Managing Member Representative

Effective On: May 1, 2010

Issued On: April 16, 2010

~~Exclusive Costs of Central Vermont Public Service Corporation
 at Irasburg Substation installed under
 VELCO Work Order 336~~

Description	Quantity	Amount
Foundation Structure/Cone.	2½ C.Y.	\$ 397.08
OCB Foundation 48.3KV	2½ C.Y.	397.08
Structure Steel	4300 LBS.	2,620.26
Switch, disc 46 KV 600 A PBO	6	1,434.38
Switch, Airbrk 46KV 600 WAGU	1	1,564.54
Bus Copper tubing 1 inch	84'	1,463.15
Bus Copper 500 MCM	25'	141.56
Bus Insulator 10 inch disc.	15	208.59
Bus Insulator 46 KV Post	3	195.24
OCB 48.3KV 0139A3471-204	1	10,873.60
OCB Inst. 0139A3471-204	1	621.82
Switchboard Original Pakeage	Lot	9,697.05
Pot Transf. 46KV JVT 250	1	1,920.22
Pot Transf. Inst. 46KV JVT 250	1	77.34
Grounding System Complete	Lot	74.31
Cable 1c/10 Insulated	285'	347.32
Cable 2c/10 Insulated	47'	63.08
Cable 12c/9 Insulated	456'	910.11
Cable 41c/10 Insulated	57'	70.39
Conduit Galv. 3/4 inch	17'	36.26
Conduit Galv. 1 inch	17'	35.86
Conduit Galv. 1½ inch	123'	226.95
Conduit Galv. 3 inch	26'	174.32
Conduit PVC 3 inch	76'	142.94
Cabinet Double Door	Lot	215.26
		\$33,905.71

EXHIBIT D

Issued by: Neal E. Robinson
 VT Transco - Managing Member Representative

Effective On: May 1, 2010

Issued On: April 16, 2010

Exclusive Costs of Citizens Utilities
 at Irasburg Substation installed under
 VELCO Work Order 336

Description	Quantity	Amount
Foundation/Structure Cone.	5 C.Y.	\$ 794.16
OCB Foundation 48.3KV	5 C.Y.	794.17
Structure Steel	6200 Lbs.	3,778.05
Switch Disc. 46KV 600A PBO	12	2,868.76
Switch Airbrk 46KV 600A WAGU	2	3,129.09
Bus Copper Tubing 1 inch	167	2,908.88
Bus Copper 500 MCM	50 Ft.	283.10
Bus Insulator 10 inch Disc.	30	417.19
Bus Insulator 46KV Post	6	390.48
OCB 48.3KV 0139A3471 202	1	11,235.45
OCB 48.3KV 0139A3471 203	1	11,235.45
OCB Inst. 0139A3471 202	1	621.82
OCB Inst. 0139A3471 203	1	621.82
Switchboard Original Package	Lot	19,388.10
Pot Transf. 46KV JVT 250	2	3,840.44
Pot Transf. Inst. 46KV JVT 250	2	154.68
Grounding System Complete	Lot	817.44
Cable 1c/10 Insulated	540'	658.07
Cable 2c/10 Insulated	90'	119.52
Cable 12c/9 Insulated	864'	1,724.42
Cable 41c/10 Insulated	108'	133.37
Conduit Galv. 3/4 inch	32'	68.70

Issued by: Neal E. Robinson
 VT Transco - Managing Member Representative

Effective On: May 1, 2010

Issued On: April 16, 2010

Conduit Galv. 1 inch	———32'	67.95
Conduit Galv. 1½ inch	———234'	430.02
Conduit Galv. 3 inch	———50'	330.30
Conduit PVC 3 inch	———144'	270.84
Cabinet Double Door	———Lot	407.86

\$67,490.13

EXHIBIT E

~~Common Use Costs of Central Vermont Public Service Corporation
 and Citizens Utilities
 at Irasburg Substation installed under
 VELCO Work Order 336~~

<u>Description</u>	<u>Quantity</u>	<u>Amount</u>
Foundation Concrete Slab	31 C.Y.	\$ 4,910.58
Building Steel Prefab Compl	1	8,758.03
Heater Singer	2	203.90
Plumbing	Lot	2,476.93
Fence/Property Line	1650'	3,397.74
Landscaping	Lot	2,515.67
Road	Lot	6,013.19
Water Supply	Lot	4,069.00
Yard Surfacing	Lot	2,872.63
Grading	Lot	11,706.73
Fence Chain Link w/gates	748'	6,835.25
Switch Fused 46 KV 100A	6	2,753.57

Issued by: Neal E. Robinson
 VT Transco - Managing Member Representative

Effective On: May 1, 2010

Issued On: April 16, 2010

Switchstick 16 Foot	1	90.24
Bus copper 500MCM	25'	141.56
Bus Aluminum 927.2MCM	300'	2,436.96
Grounding Set Complete	1	983.35
Supports and Cable Trays	Lot	723.51
Battery Calcium w/rack	1	1,878.15
Battery Charger CR130A12	1	1,156.85
Sta. Service Transf 46 KV	2	6,087.54
Fire Extinguisher	1	51.19
Glowtector w/accessories	1	334.75
	Total Cost	\$70,397.32
	1/3 of Total Cost	23,465.77

Issued by: Neal E. Robinson
VT Transco - Managing Member Representative

Effective On: May 1, 2010

Issued On: April 16, 2010

**EXHIBIT B TO VELCO
PARTICIPATION AGREEMENT**

PARTICIPANT: CENTRAL VERMONT PUBLIC SERVICE CORPORATION

SUBSTATION: NEW HAVEN

EXPIRATION OF INITIAL TERM: MARCH 31, 2003

The Participation Agreement between Vermont Electric Power Company, Inc. ("VELCO") and PARTICIPANT dated December 1, 1981, is hereby made effective as to the above substation as of the date indicated below and shall remain in effect until terminated in accordance with ARTICLE II of the Participation Agreement.

IN WITNESS WHEREOF, VELCO and PARTICIPANT, have caused this Agreement to be executed by their respective officers thereunto duly authorized, as of this 1st day of December, 1981.

~~VERMONT ELECTRIC POWER COMPANY,
INC.~~

By: _____

Title: PRESIDENT

CENTRAL VERMONT PUBLIC SERVICE

Issued by: Neal E. Robinson
VT Transco - Managing Member Representative

Effective On: May 1, 2010

Issued On: April 16, 2010

CORPORATION

By: _____
Richard W. Mallary
Title: Executive Vice President _____

Issued by: Neal E. Robinson
VT Transco - Managing Member Representative

Effective On: May 1, 2010

Issued On: April 16, 2010

EXHIBIT D

~~Exclusive Costs of Central Vermont Public Service Corporation
at New Haven Substation installed under
VELCO Work Order 328~~

<u>Description</u>	<u>Quantity</u>	<u>Amount</u>
Foundation/structure concrete	32.7 C.Y.	\$ 5,344.27
Structural steel	14,525 Lbs.	10,458.00
Switch, disconnect, 46 KV, 600A, FB2M	12	3,346.52
Switch, disconnect, 46 KV, 600A, MK40	2	4,596.95
Bus aluminum tubing, 2 inch	30 Ft.	607.93
Bus aluminum tubing, 3 inch	360 Ft.	4,308.62
Bus insulator, 46 KV, post	12	647.18
Bus insulator, 10 inch, disc	30	281.70
Grounding system complete	Lot	1,433.78
Conduit, galvanized, 1 1/2 inch	201 Ft.	279.39
Conduit, galvanized, 4 inch	20 Ft.	122.40
Conduit, PVC, 4 inch	290 Ft.	335.79
Cabinet, double door	1	220.09
		<hr/>
		\$31,982.62

Issued by: Neal E. Robinson
VT Transco - Managing Member Representative

Effective On: May 1, 2010

Issued On: April 16, 2010

EXHIBIT E

~~Common Use Costs of Central Vermont Public Service Corporation
at New Haven Substation installed under
VELCO Work Order 328~~

<u>Description</u>	<u>Amount</u>
Structures and Improvements	\$ 83,965.99
Fence, Chain Link w/Gate	5,893.61
Switch, Fused, 46 KV, 100A	3,694.74
Switchstick, 12 Foot	42.78
Switchboard Original Package	27,469.11
Pot Transformer, 46 KV, JVS 250	4,906.69
Pot Transformer Installation, 46 KV	1,700.58
Grounding System Complete	7,196.03
Grounding Set Complete	996.24
Supports and Cable Trays	674.21
Battery, Tytex w/Rack	2,501.76
Battery Charger, CFI, 115/230V	1,246.26
Station Service Transformer, 100 KVA	7,556.93
Fire Extinguisher	60.71
Glowtector w/Accessories	334.75
	<hr/>
Total Cost	\$148,240.39
1/2 of Total Cost	74,120.20

Issued by: Neal E. Robinson
VT Transco - Managing Member Representative

Effective On: May 1, 2010

Issued On: April 16, 2010

**EXHIBIT B TO VELCO
PARTICIPATION AGREEMENT**

PARTICIPANT: CENTRAL VERMONT PUBLIC SERVICE CORPORATION

SUBSTATION: ST. JOHNSBURY

EXPIRATION OF INITIAL TERM: DECEMBER 31, 2002

The Participation Agreement between Vermont Electric Power Company, Inc. ("VELCO") and PARTICIPANT dated December 1, 1981, is hereby made effective as to the above substation as of the date indicated below and shall remain in effect until terminated in accordance with ARTICLE II of the Participation Agreement.

IN WITNESS WHEREOF, VELCO and PARTICIPANT, have caused this Agreement to be executed by their respective officers thereunto duly authorized, as of this 1st day of December, 1981.

~~VERMONT ELECTRIC POWER COMPANY,
INC.~~

By: _____

Title: PRESIDENT

CENTRAL VERMONT PUBLIC SERVICE

Issued by: Neal E. Robinson
VT Transco - Managing Member Representative

Effective On: May 1, 2010

Issued On: April 16, 2010

CORPORATION

By: _____
Richard W. Mallary
Title: Executive Vice President _____

Issued by: Neal E. Robinson
VT Transco - Managing Member Representative

Effective On: May 1, 2010

Issued On: April 16, 2010

EXHIBIT D

~~Exclusive Costs of Central Vermont Public Service Corporation
 at St. Johnsbury Substation installed under
 VELCO Work Order 329~~

<u>Description</u>	<u>Quantity</u>	<u>Amount</u>
Foundation/structure concrete	42.6 C.Y.	\$ 7,466.93
OCB foundation, 34.5 KV	4.66 C.Y.	816.80
Structural steel	18,260 Lbs.	14,060.20
Switch, airbreak, 34.5 KV, 600A	2	3,602.70
Switch, disconnect, 34.5 KV, 600A	12	2,647.72
Bus aluminum, 3 inch	260 Ft.	3,713.55
Bus copper, 500 MCM	Lot	415.27
Bus aluminum, 1272 MCM	Lot	506.95
Bus insulator, 34.5 KV, post	12	504.36
Bus insulator, 9 inch, disc	36	257.40
OCB, 34.5 KV, GE 0141A3181-202	1	7,933.76
OCB installation, GE 0141A3181-202	1	2,254.46
Switchboard original package	Lot	13,928.82
Pot transformer, 34.5 KV, JVT 200	1	1,390.34
Pot transformer installation, 34.5 KV, JVT 200	1	433.12
Grounding system complete	Lot	2,466.66
Cable, 1C/9, insulated	75 Ft.	6.96
Cable, 12C/19-22, insulated	530 Ft.	976.38
Cable, strand/14, insulated	150 Ft.	8.04
Conduit, galvanized, 1/2 inch	150 Ft.	291.00

Issued by: Neal E. Robinson
 VT Transco - Managing Member Representative

Effective On: May 1, 2010

Issued On: April 16, 2010

Conduit, galvanized, 4 inch	23 Ft.	268.64
(Conduit, PVC, 4 inch	210 Ft.	491.14
Cabinet, double door	1	222.96
		<hr/>
		\$64,664.16

Issued by: Neal E. Robinson
VT Transco - Managing Member Representative

Effective On: May 1, 2010

Issued On: April 16, 2010

EXHIBIT E

Common Use Costs of Central Vermont Public Service Corporation
at St. Johnsbury Substation installed under
VELCO Work Order 329

<u>Description</u>	<u>Amount</u>
Structures and Improvements	\$ 77,849.97
Fence, Chain Link w/Gate	6,754.86
Switch, Fused, 34.6 KV, 100A	3,207.56
Switchstick, 12 Foot	41.42
Switchstick, 14 Foot	75.75
Pot Transformer, 34.5 KV, JVT 200	4,171.01
Pot Transformer Installation, 34.5 KV	1,299.36
Grounding System Complete	9,866.63
Grounding Set Complete	838.40
Supports and Cable Trays	618.89
Battery, Tytex w/Rack	2,446.48
Battery Charger, CFI, 115/230V	1,178.44
Station Service Transformer, 50 KVA	2,792.81
Fire Extinguisher	54.15
Glowtector w/Accessories	334.75
	<hr/>
Total Cost	\$111,530.48
$\frac{1}{2}$ of Total Cost	55,765.24

Issued by: Neal E. Robinson
VT Transco - Managing Member Representative

Effective On: May 1, 2010

Issued On: April 16, 2010

Issued by: Neal E. Robinson
VT Transco - Managing Member Representative

Effective On: May 1, 2010

Issued On: April 16, 2010

~~EXHIBIT B TO VELCO~~
~~PARTICIPATION AGREEMENT~~

~~PARTICIPANT: CENTRAL VERMONT PUBLIC SERVICE CORPORATION~~

~~SUBSTATION: WINDSOR~~

~~EXPIRATION OF INITIAL TERM: FEBRUARY 28, 2008~~

~~The Participation Agreement between Vermont Electric Power Company, Inc. ("VELCO") and PARTICIPANT dated December 1, 1981, is hereby made effective as to the above substation as of the date indicated below and shall remain in effect until terminated in accordance with ARTICLE II of the Participation Agreement.~~

~~IN WITNESS WHEREOF, VELCO and PARTICIPANT, have caused this Agreement to be executed by their respective officers thereunto duly authorized, as of this 1st day of December, 1981.~~

~~VERMONT ELECTRIC POWER COMPANY,
-INC.~~

~~By: _____~~

~~Title: PRESIDENT~~

Issued by: Neal E. Robinson
VT Transco - Managing Member Representative

Effective On: May 1, 2010

Issued On: April 16, 2010

~~CENTRAL VERMONT PUBLIC SERVICE
CORPORATION~~

By: _____
Richard W. Mallary
Title: Executive Vice President

Issued by: Neal E. Robinson
VT Transco - Managing Member Representative

Effective On: May 1, 2010

Issued On: April 16, 2010

EXHIBIT D

~~Exclusive Costs of Central Vermont Public Service Corporation
 at Windsor Substation installed under VELCO
 Work Order 439~~

<u>Description</u>	<u>Quantity</u>	<u>Amount</u>
Landscaping	Lot	\$ 5,280.95
Foundation Structure/Concrete	6 C.Y.	971.46
46 KV OCB Foundation	2 C.Y.	324.33
Structure Steel	11,536 Lbs.	10,111.14
Switch, Disconnect, 46 KV, 600A, PBO	6	2,338.30
Switch, Disconnect, 46 KV, 600A, WAGU	2	6,097.42
Switch Mechanism, Motor Operated	1	1,752.37
Bus Copper Tubing, 1 inch	206 Ft.	3,737.00
Bus Insulator, 46 KV, Post	15	1,577.48
OCB, 46 KV, Ser. #0251A9562-202	1	17,823.93
OCB Installation, 46 KV, GE, ——— Ser. #0251A9562-202	1	3,480.40
Switchboard Original Package	Lot	13,916.81
Pot Transformer, 46 KV, JVT 250	1	2,671.09
Pot Transformer Installation, 46 KV	1	480.75
Grounding System Complete	Lot	809.79
Cable, 1C/10, Insulated	297 Ft.	57.77
Cable, 1C/12, Insulated	660 Ft.	71.98
Cable, 12C/12, Insulated	561 Ft.	1,419.36
Conduit, Galvanized, 1 inch	105 Ft.	335.66

Issued by: Neal E. Robinson
 VT Transco - Managing Member Representative

Effective On: May 1, 2010

Issued On: April 16, 2010

Conduit, Galvanized, 1/2 inch	238 Ft.	1,121.46
Conduit, Galvanized, 4 inch	10 Ft.	252.28
Conduit, PVC, 4 inch	122 Ft.	653.78
Double Door Cabinet	1	442.98
		<u>442.98</u>
		\$75,728.49

Issued by: Neal E. Robinson
VT Transco - Managing Member Representative

Effective On: May 1, 2010

Issued On: April 16, 2010

EXHIBIT E

~~Common Use Costs of Central Vermont Public Service Corporation
at Windsor Substation installed under
VELCO Work Order 439~~

<u>Description</u>	<u>Amount</u>
Structures and Improvements	\$152,591.45
Fence Chain Link w/Gates	8,361.61
Switch Fused 46 KV 200A BPA	2,880.65
Switchstick 14 foot	129.89
Pot Transf. 46 KV JVT250	4,006.64
Pot Transf. Inst. 46 KV JVT 250	721.12
Grounding System Complete	7,714.34
Grounding Set Complete	938.13
Supports and Cable Trays	334.48
Junction Box 12x12x4	42.47
Battery Charger CFI 115/230V	1,022.69
Battery Calcium 125V W/Rack	2,302.57
Sta. Service Transf. 100KVA	10,889.69
Fire Extinguisher	81.37
Glowtector W/Accessories	381.39
	<hr/>
Total Cost	\$192,398.49
$\frac{1}{2}$ of Total Cost	96,199.25

Issued by: Neal E. Robinson
VT Transco - Managing Member Representative

Effective On: May 1, 2010

Issued On: April 16, 2010

Issued by: Neal E. Robinson
VT Transco - Managing Member Representative

Effective On: May 1, 2010

Issued On: April 16, 2010

~~EXHIBIT B TO VELCO~~
~~PARTICIPATION AGREEMENT~~

~~PARTICIPANT:~~ VERMONT MARBLE COMPANY

~~SUBSTATION:~~ FLORENCE

~~EXPIRATION OF INITIAL TERM:~~ JULY 31, 2008

~~The Participation Agreement between Vermont Electric Power Company, Inc. ("VELCO") and PARTICIPANT dated December 1, 1981, is hereby made effective as to the above substation as of the date indicated below and shall remain in effect until terminated in accordance with ARTICLE II of the Participation Agreement.~~

~~IN WITNESS WHEREOF, VELCO and PARTICIPANT, have caused this Agreement to be executed by their respective officers thereunto duly authorized, as of this 1st day of December, 1981.~~

~~VERMONT ELECTRIC POWER COMPANY,
-INC.~~

~~By: _____~~

~~Title: PRESIDENT~~

Issued by: Neal E. Robinson
VT Transco - Managing Member Representative

Effective On: May 1, 2010

Issued On: April 16, 2010

~~VERMONT MARBLE COMPANY~~

By: _____

Title: Vice President _____

EXHIBIT D

~~Exclusive Costs of Vermont Marble Company
at Florence Substation installed under
VELCO Work Order 476~~

<u>Description</u>	<u>Quantity</u>	<u>Amount</u>
Foundation Structure/Concrete	6 C.Y.	\$ 1,364.55
46 KV OCB Foundation	7 C.Y.	1,535.51
Structure Steel	10,873 Lbs.	10,493.68
Switch, Airbreak, 46 KV, 600A, WAGU	3	8,533.94
Switch, Disconnect, 46 KV, 600A, PBO	18	5,593.46
Bus Copper, 500 MCM	18 Ft.	138.42
Bus Copper Tubing, 1 inch	276 Ft.	3,409.87
Bus Insulator, 46 KV, Post	9	682.44
Bus Insulator, 9 inch, Disc	41	355.97

Issued by: Neal E. Robinson
VT Transco - Managing Member Representative

Effective On: May 1, 2010

Issued On: April 16, 2010

OCB, 46 KV, Ser. #0251A9580-201	1	20,597.87
OCB, 46 KV, Ser. #0251A9580-202	1	20,597.87
OCB, 46 KV, Ser. #0251A9580-203	1	20,597.87
OCB Installation, Ser. #0251A9580-201	1	2,231.49
OCB Installation, Ser. #0251A9580-202	1	2,231.49
OCB Installation, Ser. #0251A9580-203	1	2,231.49
Switchboard Original Package	Lot	27,863.10
Pot Transformer, 46 KV, JVT250	3	9,097.63
Pot Transformer Installation, 46 KV	3	1,144.17
Grounding System Complete	Lot	1,299.02
Cable, 1C/2, Insulated	107 Ft.	107.08
Cable, 1C/4, Insulated	124 Ft.	55.30
Cable, 1C/10, Insulated	413 Ft.	59.24
Cable, 4C/12, Insulated	130 Ft.	121.21
Cable, 12C/12, Insulated	1,071 Ft.	2,297.45
Cable, 12C/16, Insulated	21 Ft.	30.98
Conduit, Galvanized, 3/4 inch	83 Ft.	139.97
Conduit, Galvanized, 1 inch	124 Ft.	358.29
Conduit, Galvanized, 1/2 inch	301 Ft.	1,498.37
Conduit, Galvanized, 4 inch	17 Ft.	441.82
Conduit, PVC, 2 inch	70 Ft.	201.64
Conduit, PVC, 4 inch	248 Ft.	1,153.01
Cabinet, Double Door	Lot	158.65
		<u>\$146,622.85</u>

Issued by: Neal E. Robinson
 VT Transco - Managing Member Representative

Effective On: May 1, 2010

Issued On: April 16, 2010

EXHIBIT E

Common Use Costs of Vermont Marble Company
at Florence Substation installed under
VELCO Work Order 476

<u>Description</u>	<u>Amount</u>
Structures and Improvements	\$126,182.39
Fence, Chain Link w/gates	7,377.43
Switch, Fused, 46 KV, 200A, BPA	2,515.02
Switchstick, 14 foot	124.50
Pot Transformer, 46 KV, JVS250	4,548.81
Pot Transformer Installation, JVS250	572.10
Grounding System Complete	4,610.99
Conduit, Galvanized, 3 1/2 inch	658.40
Supports and Cable Trays	845.05
Junction Box, 8x10x6	19.84
Battery Charger, CFI, 115/230V	990.55
Battery, Calcium, 125V w/rack	2,418.55
Station Service Transformer, 100 KVA, ——— Ser. #84324	5,253.83
Station Service Transformer, 100 KVA, ——— Ser. #84325	5,253.84
Station Serv. Transformer Foundation	454.97
Fire Extinguisher	95.27
Ladder, Wood Extension, 24 ft.	101.00

Issued by: Neal E. Robinson
VT Transco - Managing Member Representative

Effective On: May 1, 2010

Issued On: April 16, 2010

Ladder, Step, 6 ft.	39.38
Glowtector w/accessories	<u>287.68</u>
Total Cost	\$162,349.60
1/2 of Total Cost	81,174.80

Issued by: Neal E. Robinson
VT Transco - Managing Member Representative

Effective On: May 1, 2010

Issued On: April 16, 2010

EXHIBIT E

~~Common Use Costs of Green Mountain Power Corporation
at Berlin Substation installed under
VELCO Work Order 565~~

<u>Description</u>	<u>Amount</u>
Fence, Chain Link w/Gates	\$11,572.34
Switch, Disconnect, Fused 34.5 KV, 100A BPA	3,246.05
Circuit Switcher 115 KV 1200A	173.59
Switch, 15 Foot	206.23
Pot Transformer, 34.5 KV JVS 200	10,343.64
Pot Transformer, 34.5 KV JVT 200	3,447.88
Pot Transformer, 34.5 KV JVS 200	2,063.44
Pot Transformer, 34.5 KV JVT 200	687.82
Grounding Set Complete	1,153.91
Supports and Cable Trays	2,855.78
Battery Charger, C & D 240V	3,082.27
Battery Calcium, 125V w/Rack	8,540.31
Station Service Transformer, 50KVA	3,200.51
Station Service Transformer, 50KVA	3,200.51
Fire Extinguisher	71.08
Utility Table	313.50
	<hr/>
Total Cost	\$54,158.86
½ of Total Cost	27,079.43

Issued by: Neal E. Robinson
VT Transco - Managing Member Representative

Effective On: May 1, 2010

Issued On: April 16, 2010

Issued by: Neal E. Robinson
VT Transco - Managing Member Representative

Effective On: May 1, 2010

Issued On: April 16, 2010

**EXHIBIT B TO VELCO
PARTICIPATION AGREEMENT**

PARTICIPANT: WASHINGTON ELECTRIC COOPERATIVE, INC.

SUBSTATION: CHELSEA

EXPIRATION OF INITIAL TERM: JULY 31, 2003

The Participation Agreement between Vermont Electric Power Company, Inc. ("VELCO") and PARTICIPANT dated December 1, 1981, is hereby made effective as to the above substation as of the date indicated below and shall remain in effect until terminated in accordance with ARTICLE II of the Participation Agreement.

IN WITNESS WHEREOF, VELCO and PARTICIPANT, have caused this Agreement to be executed by their respective officers thereunto duly authorized, as of this 1st day of December, 1981.

~~VERMONT ELECTRIC POWER COMPANY,
-INC.~~

By: _____

Title: PRESIDENT

~~WASHINGTON ELECTRIC COOPERATIVE,~~

Issued by: Neal E. Robinson
VT Transco - Managing Member Representative

Effective On: May 1, 2010

Issued On: April 16, 2010

INC.

By: _____

Title: PRESIDENT _____

Issued by: Neal E. Robinson
VT Transco - Managing Member Representative

Effective On: May 1, 2010

Issued On: April 16, 2010

EXHIBIT D

~~Exclusive Costs of Washington Electric Cooperative, Inc.
at Chelsea Substation installed under
VELCO Work Order 337~~

<u>Description</u>	<u>Quantity</u>	<u>Amount</u>
Foundation/structure concrete	1.5 C.Y.	\$ 928.04
OCB foundation	2 C.Y.	1,065.72
Structural steel	3,153 Lbs.	2,456.50
Switch, airbreak, 46 KV, 600A	1	1,721.77
Switch, disconnect, 46 KV, 600A	6	1,108.30
Bus copper tubing, 1 inch	55 Ft.	1,261.41
Bus copper, 500 MCM	27 Ft.	86.91
Bus insulators, 46 KV post	3	358.87
OCB, 46 KV, Ge 0139A3459-201	1	10,256.92
OCB installation, GE 0139A3459-201	1	1,309.20
Grounding system	Lot	119.51
Cable, 12C/19-22, insulated	110 Ft.	304.03
Conduit, galvanized, 1 1/2 inch	70 Ft.	211.86
		<u>\$21,189.04</u>

Issued by: Neal E. Robinson
VT Transco - Managing Member Representative

Effective On: May 1, 2010

Issued On: April 16, 2010

**EXHIBIT B TO VELCO
PARTICIPATION AGREEMENT**

PARTICIPANT: CITIZENS UTILITIES COMPANY

SUBSTATION: IRASBURG

EXPIRATION OF INITIAL TERM: OCTOBER 31, 2003

~~The Participation Agreement between Vermont Electric Power Company, Inc. ("VELCO") and PARTICIPANT dated December 1, 1981, is hereby made effective as to the above substation as of the date indicated below and shall remain in effect until terminated in accordance with ARTICLE II of the Participation Agreement.~~

~~IN WITNESS WHEREOF, VELCO and PARTICIPANT, have caused this Agreement to be executed by their respective officers thereunto duly authorized, as of this 1st day of December, 1981.~~

~~VERMONT ELECTRIC POWER COMPANY,
-INC.~~

By: _____

Title: PRESIDENT

Issued by: Neal E. Robinson
VT Transco - Managing Member Representative

Effective On: May 1, 2010

Issued On: April 16, 2010

~~CITIZENS UTILITIES COMPANY~~

By: _____

Title: Vice President _____

~~EXHIBIT D~~

~~Exclusive Costs of Citizens Utilities
at Irasburg Substation installed under
VELCO Work Order 336~~

<u>Description</u>	<u>Quantity</u>	<u>Amount</u>
Foundation/Structure Cone.	5 C.Y.	\$ 794.16
OCB Foundation 48.3KV	5 C.Y.	794.17
Structure Steel	6200 Lbs.	3,778.05
Switch Disc. 46KV 600A PBO	12	2,868.76
Switch Airbrk 46KV 600A WAGU	2	3,129.09
Bus Copper Tubing 1 inch	167	2,908.88
Bus Copper 500 MCM	50 Ft.	283.10
Bus Insulator 10 inch Disc.	30	417.19
Bus Insulator 46KV Post	6	390.48
OCB 48.3KV 0139A3471-202	1	11,235.45

Issued by: Neal E. Robinson
VT Transco - Managing Member Representative

Effective On: May 1, 2010

Issued On: April 16, 2010

OCB 48.3KV 0139A3471-203	1	11,235.45
OCB Inst. 0139A3471-202	1	621.82
OCB Inst. 0139A3471-203	1	621.82
Switchboard Original Package	Lot	19,388.10
Pot Transf. 46KV JVT 250	2	3,840.44
Pot Transf. Inst. 46KV JVT 250	2	154.68
Grounding System Complete	Lot	817.44
Cable 1c/10 Insulated	540'	658.07
Cable 2c/10 Insulated	90'	119.52
Cable 12c/9 Insulated	864'	1,724.42
Cable 4c/10 Insulated	108'	133.37
Conduit Galv. 3/4 inch	32'	68.70
Conduit Galv. 1 inch	32'	67.95
Conduit Galv. 1 1/2 inch	234'	430.02
Conduit Galv. 3 inch	50'	330.30
Conduit PVC 3 inch	144'	270.84
Cabinet Double Door	Lot	407.86
		<hr/>
		\$67,490.13

Issued by: Neal E. Robinson
VT Transco - Managing Member Representative

Effective On: May 1, 2010

Issued On: April 16, 2010

EXHIBIT E

~~Common Use Costs of Central Vermont Public Service Corporation
and Citizens Utilities
at Irasburg Substation installed under
VELCO Work Order 336~~

<u>Description</u>	<u>Quantity</u>	<u>Amount</u>
Foundation Concrete Slab	31 C.Y.	\$ 4,910.58
Building Steel Prefab Compl	1	8,758.03
Heater Singer	2	203.90
Plumbing	Lot	2,476.93
Fence/Property Line	1650'	3,397.74
Landscaping	Lot	2,515.67
Road	Lot	6,013.19
Water Supply	Lot	4,069.00
Yard Surfacing	Lot	2,872.63
Grading	Lot	11,706.73
Fence Chain Link w/gates	748'	6,835.25
Switch Fused 46 KV 100A	6	2,753.57
Switchstick 16 Foot	1	90.24
Bus copper 500MCM	25'	141.56
Bus Aluminum 927.2MCM	300'	2,436.96
Grounding Set Complete	1	983.35
Supports and Cable Trays	Lot	723.51
Battery Calcium w/rack	1	1,878.15

Issued by: Neal E. Robinson
VT Transco - Managing Member Representative

Effective On: May 1, 2010

Issued On: April 16, 2010

Battery Charger CR130A12	1	1,156.85
Sta. Service Transf 46 KV	2	6,087.54
Fire Extinguisher	1	51.19
Glowtector w/accessories	1	334.75
		<hr/>
	Total Cost	\$70,397.32
	1/3 of Total Cost	23,465.77

*~~Vermont Electric Power Company, Inc.
Box 548
Rutland, Vermont 05701
802-773-9161~~*

~~February 11, 1983~~

~~Federal Energy Regulatory Commission
825 North Capitol Street, N.E.
Washington, D.C. 20426~~

~~Attention: Mr. Kenneth F. Plumb, Secretary~~

~~Gentlemen:~~

~~In accordance with Section 35.13 of the Commissions Regulations under the Federal Power Act, Vermont Electric Power Company, Inc. (VELCO) hereby submits the following data as support for a change in rates, effective January 1, 1983, as provided in Paragraph 5 of Rate Schedules FERC No. 10 and in Article IV of FERC No. 236.~~

~~The percentage rate used to determine monthly charges has changed from 16.92% used for 1982 to the new rate of 17.74% effective January 1, 1983.~~

Issued by: Neal E. Robinson
VT Transco - Managing Member Representative

Effective On: May 1, 2010

Issued On: April 16, 2010

~~This new rate was computed by dividing Velco's actual costs for 1982 of \$10,666,294 by Velco's average plant in service for 1982 of \$60,139,945.~~

~~Shown below is the actual monthly charge for 1982 and the proposed monthly charge for 1983 under FERC Rate Schedule No. 10 and FERC Rate Schedule No. 236.~~

		<u>Monthly Charge- Actual 1982</u>	<u>Monthly Charge- Proposed 1983</u>
FERC Rate Schedule No. 10		\$1,097.23	\$1,150.40
FERC Rate Schedule No. 236, Supplement No.	1	\$ 502.50	\$ 526.85
" " " " " "	2	\$1,487.29	\$1,559.37
" " " " " "	3	\$ 378.75	\$ 397.11
" " " " " "	4	\$ 577.56	\$ 605.55
" " " " " "	5	\$ 966.14	\$1,012.96
" " " " " "	6	\$ 330.87	\$ 346.90
" " " " " "	7	\$1,045.09	\$1,095.74
" " " " " "	8	\$ 786.29	\$ 824.40
" " " " " "	9	\$1,356.41	\$1,422.15
" " " " " "	10	\$1,144.56	\$1,200.03
" " " " " "	11	\$ 378.75	\$ 397.11
" " " " " "	12	\$ 330.87	\$ 346.90

Issued by: Neal E. Robinson
 VT Transco - Managing Member Representative

Effective On: May 1, 2010

Issued On: April 16, 2010

Mr. Kenneth F. Plumb

2

February 11, 1983

~~Since the revenues received under these rate schedules will be credited to the State of Vermont under Velco's charges to the State under the Power Transmission Contract dated June 13, 1957, (FERC Rate Schedule No. 1) there will be no change in Velco's overall rate of return. No cost of service studies were prepared in connection with the derivation of this rate.~~

~~Velco requests that the effective date for the proposed change in rates be January 1, 1983.~~

~~Since the information necessary to calculate the change in rates was only recently available, Velco was not able to file in a timely manner. As a result, Velco could not comply with the notice requirements of § 35.3 of the regulations. Therefore, Velco requests that the Commission waive the notice requirements under § 35.11 since the circumstances described constitute a good cause for a waiver. If the waiver is granted, there will be no effect upon Velco customers under other rate schedules.~~

~~Enclosed is a notice of Rate Schedule Filing in form suitable for publication in the Federal Registry, and Velco's check in the amount of \$200.00 in accordance with Section 36.2 (g(i)) of the regulations.~~

~~The names and addresses of those to whom this filing has been mailed are the following:~~

~~Robert C. Young, General Manager
City of Burlington Electric Light Company
585 Pine Street
Burlington, Vermont 05401~~

~~Richard W. Mallery, Executive Vice President
Central Vermont Public Service Corporation
77 Grove Street
Rutland, Vermont 05701~~

Issued by: Neal E. Robinson
VT Transco - Managing Member Representative

Effective On: May 1, 2010

Issued On: April 16, 2010

~~H. Gordon Stewart, Vice President
Citizens Utilities Company
High Ridge Park
Stamford, Connecticut 06905~~

Issued by: Neal E. Robinson
VT Transco - Managing Member Representative

Effective On: May 1, 2010

Issued On: April 16, 2010

~~Edward V. Schwiebert
Vice President and General Counsel
Vermont Marble Company
61 Main Street
Proctor, Vermont 05765~~

~~Robert O. Toombs, Manager
Washington Electric Cooperative, Inc.
East Montpelier, Vermont 05651~~

~~Very truly yours,~~

~~VERMONT ELECTRIC POWER COMPANY,
INC.~~

By _____
_____ Ronald R. Holm, Treasurer

RRH/dmb
Enclosure

Issued by: Neal E. Robinson
VT Transco - Managing Member Representative

Effective On: May 1, 2010

Issued On: April 16, 2010

**EXHIBIT B TO VELCO
PARTICIPATION AGREEMENT**

PARTICIPANT: GREEN MOUNTAIN POWER CORPORATION

SUBSTATION: BERLIN

EXPIRATION OF INITIAL TERM: JUNE 30, 2012

~~The Participation Agreement between Vermont Electric Power Company, Inc. ("VELCO") and PARTICIPANT dated June 1, 1982, is hereby made effective as to the above substation as of the date indicated below and shall remain in effect until terminated in accordance with ARTICLE II of the Participation Agreement.~~

~~IN WITNESS WHEREOF, VELCO and PARTICIPANT, have caused this Agreement to be executed by their respective officers thereunto duly authorized, as of this 1st day of December, 1981.~~

~~VERMONT ELECTRIC POWER COMPANY,
-INC.~~

~~By: _____~~

~~Title: PRESIDENT~~

Issued by: Neal E. Robinson
VT Transco - Managing Member Representative

Effective On: May 1, 2010

Issued On: April 16, 2010

~~GREEN MOUNTAIN POWER CORPORATION~~

By: _____

Title: PRESIDENT _____

Issued by: Neal E. Robinson
VT Transco - Managing Member Representative

Effective On: May 1, 2010

Issued On: April 16, 2010

~~EXHIBIT D~~

~~Exclusive Costs of Green Mountain Power Corporation
 at Berlin Substation installed under
 VELCO Work Order 565~~

<u>Description</u>	<u>Quantity</u>	<u>Amount</u>
Foundation, structure/concrete	13.2 CY	\$ 4,059.80
Switchstand foundation	17.0 CY	5,228.53
Bus support foundation	9.3 CY	2,860.32
Oil circuit breaker foundation	2.3 CY	707.39
Excavation/structure	LOT	7,114.34
Structure steel	16,223 LB	20,442.71
Switch, disconnect, 34.5KV, 1200A, PBO	6	2,797.82
Bus copper, 500 MCM	129 FT	2,319.10
Bus aluminum, 2 inch	120 FT	2,332.14
Bus aluminum, 3 inch	460 FT	11,331.52
Bus insulator, 34.5KV, post	21	3,395.60
Oil circuit breaker, 34.5KV, S/N 0141A3866-102	1	25,006.14
CB installation, S/N 0141A3866-102	1	4,973.29
Switchgear	LOT	18,142.39
Potential transformer, 34.5KV, JVT200	1	3,447.88
Potential transformer installation, JVT200	1	687.81
Grounding system	LOT	2,202.76
Cable, 1C/8, insulated	210 FT	202.75
Cable, 1C/12, insulated	806 FT	776.24
Cable, 4C/9, insulated	641 FT	1,493.20

Issued by: Neal E. Robinson
 VT Transco - Managing Member Representative

Effective On: May 1, 2010

Issued On: April 16, 2010

Cable, 12C/9, insulated	1,718 FT	7,402.12
Conduit, galvanized, 1 1/2 inch	234 FT	953.56
Conduit, galvanized, 4 inch	32 FT	616.01
Conduit, PVC, 2 inch	97 FT	201.68
Conduit, PVC, 4 inch	339 FT	1,045.43
Supports and cable trays	LOT	476.92
		<hr/>
		\$130,217.45

Vermont Electric Power Company, Inc.
Box 548
Rutland, Vermont 05701
802-773-9161

~~February 10, 1984~~

~~Federal Energy Regulatory Commission
825 North Capitol Street, N.E.
Washington, D.C. 20426~~

~~Attention: Mr. Kenneth F. Plumb, Secretary~~

Gentlemen:

In accordance with Section 35.13 of the Commissions Regulations under the Federal Power Act, Vermont Electric Power Company, Inc. (VELCO) hereby submits the following data as support for a change in rates, effective January 1, 1984, as provided in Paragraph 5 of Rate Schedules FERC No. 10 and in Article IV of FERC No. 236.

Issued by: Neal E. Robinson
VT Transco - Managing Member Representative

Effective On: May 1, 2010

Issued On: April 16, 2010

The percentage rate used to determine monthly charges has changed from 17.74% used for 1983 to the new rate of 17.98% effective January 1, 1984.

This new rate was computed by dividing Velco's actual costs for 1983 of \$11,394,275 by Velco's average plant in service for 1983 of \$63,368,519.

Shown below is the actual monthly charge for 1983 and the proposed monthly charge for 1984 under FERC Rate Schedule No. 10 and FERC Rate Schedule No. 236.

		<u>Monthly Charge- Actual 1983</u>	<u>Monthly Charge- Proposed 1984</u>
FERC Rate Schedule No. 10		\$1,150.40	\$1,165.97
FERC Rate Schedule No. 236, Supplement No.	1	\$ 526.85	\$ 533.98
" " " " " "	2	\$1,559.37	\$1,580.46
" " " " " "	3	\$ 397.11	\$ 402.48
" " " " " "	4	\$ 605.55	\$ 613.74
" " " " " "	5	\$1,012.74	\$1,026.67
" " " " " "	6	\$ 346.90	\$ 351.60
" " " " " "	7	\$1,095.74	\$1,110.57
" " " " " "	8	\$ 824.40	\$ 835.55
" " " " " "	9	\$1,422.15	\$1,441.39
" " " " " "	10	\$1,200.03	\$1,216.27
" " " " " "	11	\$ 397.11	\$ 402.48
" " " " " "	12	\$ 346.90	\$ 351.60
" " " " " "	14	\$ 400.32	\$ 405.74

Issued by: Neal E. Robinson
 VT Transco - Managing Member Representative

Effective On: May 1, 2010

Issued On: April 16, 2010

Mr. Kenneth F. Plumb

2

February 10, 1984

~~Since the revenues received under these rate schedules will be credited to the State of Vermont under Velco's charges to the State under the Power Transmission Contract dated June 13, 1957, (FERC Rate Schedule No. 1) there will be no change in Velco's overall rate of return. No cost of service studies were prepared in connection with the derivation of this rate.~~

~~Velco requests that the effective date for the proposed change in rates be January 1, 1984.~~

~~Since the information necessary to calculate the change in rates was only recently available, Velco was not able to file in a timely manner. As a result, Velco could not comply with the notice requirements of § 35.3 of the regulations. Therefore, Velco requests that the Commission waive the notice requirements under § 35.11 since the circumstances described constitute a good cause for a waiver. If the waiver is granted, there will be no effect upon Velco customers under other rate schedules.~~

~~Enclosed is a notice of Rate Schedule Filing in form suitable for publication in the Federal Registry, and Velco's check in the amount of \$200.00 in accordance with Section 36.2 (g(i)) of the regulations.~~

~~The names and addresses of those to whom this filing has been mailed are the following:~~

~~Robert C. Young, General Manager
City of Burlington Electric Light Company
585 Pine Street
Burlington, Vermont 05401~~

~~Donald L. Rushford, General Counsel
Central Vermont Public Service Corporation
77 Grove Street
Rutland, Vermont 05701~~

Issued by: Neal E. Robinson
VT Transco - Managing Member Representative

Effective On: May 1, 2010

Issued On: April 16, 2010

~~Edward B. Hyland, Vice President
Citizens Utilities Company
High Ridge Park
Stamford, Connecticut 06905~~

Issued by: Neal E. Robinson
VT Transco - Managing Member Representative

Effective On: May 1, 2010

Issued On: April 16, 2010

~~Edward V. Schwiebert
Vice President and General Counsel
Vermont Marble Company
61 Main Street
Proctor, Vermont 05765~~

~~Robert O. Toombs, Manager
Washington Electric Cooperative, Inc.
East Montpelier, Vermont 05651~~

~~Very truly yours,~~

~~VERMONT ELECTRIC POWER COMPANY,
INC.~~

By _____
_____ Ronald R. Holm, Treasurer

RRH/dmb
Enclosure

Issued by: Neal E. Robinson
VT Transco - Managing Member Representative

Effective On: May 1, 2010

Issued On: April 16, 2010

~~Vermont Electric Power Company, Inc.
Box 548
Rutland, Vermont 05701
802-773-9161~~

~~March 14, 1985~~

~~Federal Energy Regulatory Commission
825 North Capitol Street, N.E.
Washington, D.C. 20426~~

~~Attention: Mr. Kenneth F. Plumb, Secretary~~

Gentlemen:

In accordance with Section 35.13 of the Commissions Regulations under the Federal Power Act, Vermont Electric Power Company, Inc. (VELCO) hereby submits the following data as support for a change in rate, effective January 1, 1985, as provided in Paragraph 5 of Rate Schedules FERC No. 10 and in Article IV of FERC No. 236.

The percentage rate used to determine monthly charges has changed from 17.98% used for 1984 to the new rate of 16.70% effective January 1, 1985.

This new rate was computed by dividing Velco's actual costs for 1984 of \$12,187,899 by Velco's average plant in service for 1984 of \$72,964,717.

Shown below is the actual monthly charge for 1984 and the proposed monthly charge for 1985 under FERC Rate Schedule No. 10 and FERC Rate Schedule No. 236.

	<u>Monthly Charge</u> <u>Proposed 1985</u>	<u>Monthly Charge</u> <u>Actual 1984</u>
FERC Rate Schedule No. 10	\$1,082.96	\$1,165.97
FERC Rate Schedule No. 236, Supplement No. 1	\$ 495.97	\$ 533.98

Issued by: Neal E. Robinson
VT Transco - Managing Member Representative

Effective On: May 1, 2010

Issued On: April 16, 2010

"	"	"	"	"	"	2	\$1,467.95	\$1,580.46
"	"	"	"	"	"	3	\$ 373.83	\$ 402.48
"	"	"	"	"	"	4	\$ 570.05	\$ 613.74
"	"	"	"	"	"	5	\$ 953.58	\$1,026.67
"	"	"	"	"	"	6	\$ 326.57	\$ 351.60
"	"	"	"	"	"	7	\$1,031.51	\$1,110.57
"	"	"	"	"	"	8	\$ 776.07	\$ 835.55
"	"	"	"	"	"	9	\$1,338.77	\$1,441.39
"	"	"	"	"	"	10	\$1,129.68	\$1,216.27
"	"	"	"	"	"	11	\$ 373.83	\$ 402.48
"	"	"	"	"	"	12	\$ 326.57	\$ 351.60
"	"	"	"	"	"	14	\$ 376.86	\$ 405.74
Mr. Kenneth F. Plumb						2		March 14, 1985

~~Since the revenues received under these rate schedules will be credited to the State of Vermont under Velco's charges to the State under the Power Transmission Contract dated June 13, 1957, (FERC Rate Schedule No. 1) there will be no change in Velco's overall rate of return. No cost of service studies were prepared in connection with the derivation of this rate.~~

~~Velco requests that the effective date for the proposed change in rates be January 1, 1985.~~

~~Since the information necessary to calculate the change in rates was only recently available, Velco was not able to file in a timely manner. As a result, Velco could not comply with the notice requirements of § 35.3 of the regulations. Therefore, Velco requests that the Commission waive the notice requirements under § 35.11 since the circumstances described constitute a good cause for a waiver. If the waiver is granted, there will be no effect upon Velco customers under other rate schedules.~~

~~Enclosed is a notice of Rate Schedule Filing in form suitable for publication in the Federal Registry, and Velco's check in the amount of \$500.00 in accordance with Section 36.2(g)(ii) of the regulations.~~

~~The names and addresses of those to whom this filing has been mailed are the following:~~

~~Robert C. Young, General Manager~~

Issued by: Neal E. Robinson
 VT Transco - Managing Member Representative

Effective On: May 1, 2010

Issued On: April 16, 2010

~~City of Burlington Electric Light Company
585 Pine Street
Burlington, Vermont 05401~~

~~Donald L. Rushford, General Counsel
Central Vermont Public Service Corporation
77 Grove Street
Rutland, Vermont 05701~~

~~Christopher L. Dutton, General Counsel
Green Mountain Power Corporation
25 Green Mountain Drive - P.O. Box 850
South Burlington, Vermont 05402~~

Issued by: Neal E. Robinson
VT Transco - Managing Member Representative

Effective On: May 1, 2010

Issued On: April 16, 2010

~~Richard B. Hieber, Vice President
Citizens Utilities Company
High Ridge Park
Stamford, Connecticut 06905~~

~~Edward V. Schwiebert
Vice President and General Counsel
Vermont Marble Company
61 Main Street
Proctor, Vermont 05765~~

~~Robert O. Toombs, Manager
Washington Electric Cooperative, Inc.
East Montpelier, Vermont 05651~~

Very truly yours,

By _____
_____ Edward L. King, Assistant Treasurer

~~ELK/dmb~~
Enclosures

Issued by: Neal E. Robinson
VT Transco - Managing Member Representative

Effective On: May 1, 2010

Issued On: April 16, 2010

Vermont Electric Power Company, Inc.
Box 548
Rutland, Vermont 05701
802-773-9161

March 14, 1986

Federal Energy Regulatory Commission
825 North Capitol Street, N.E.
Washington, D.C. 20426

Attention: Mr. Kenneth F. Plumb, Secretary

Gentlemen:

In accordance with Section 35.13 of the Commissions Regulations under the Federal Power Act, Vermont Electric Power Company, Inc. (VELCO) hereby submits the following data as support for a change in rate, effective January 1, 1986, as provided in Paragraph 5 of Rate Schedules FERC No. 10 and in Article IV of FERC No. 236.

The percentage rate used to determine monthly charges has changed from 16.70% used for 1985, to the new rate of 18.31% effective January 1, 1986.

This new rate was computed by dividing Velco's actual costs for 1985 of \$14,206,762 by Velco's average plant in service for 1985 of \$77,571,925.

Shown below is the actual monthly charge for 1985 and the proposed monthly charge for 1986 under FERC Rate Schedule No. 10 and FERC Rate Schedule No. 236.

	Monthly Charge- Proposed 1986	Monthly Charge- Actual 1985
FERC Rate Schedule No. 10	\$1,187.37	\$1,082.96

Issued by: Neal E. Robinson
VT Transco - Managing Member Representative

Effective On: May 1, 2010

Issued On: April 16, 2010

FERC Rate Schedule No. 236, Supplement No.	1	\$ 543.78	\$ 495.97
" " " " " " "	2	\$1,609.47	\$1,467.95
" " " " " " "	3	\$ 409.87	\$ 373.83
" " " " " " "	4	\$ 625.01	\$ 570.05
" " " " " " "	5	\$1,045.51	\$ 953.58
" " " " " " "	6	\$ 358.05	\$ 326.57
" " " " " " "	7	\$1,130.95	\$1,031.51
" " " " " " "	8	\$ 850.89	\$ 776.07
" " " " " " "	9	\$1,467.84	\$1,338.77
" " " " " " "	10	\$1,238.59	\$1,129.68
" " " " " " "	11	\$ 409.87	\$ 373.83
" " " " " " "	12	\$ 358.05	\$ 326.57
" " " " " " "	14	\$ 413.19	\$ 376.86

Since the revenues received under these rate schedules will be credited to the State of Vermont under VELCO's charges to the State under the Rate Schedule for Transmission Service (FERC Rate Schedule No. 240) and to the Vermont distribution utilities under VELCO's charges to the distribution utilities under the Transmission Agreement (FERC Rate Schedule No. 235), there will be no change in VELCO's overall rate of return. No cost of service studies were prepared in connection with the derivation of this rate.

Issued by: Neal E. Robinson
 VT Transco - Managing Member Representative

Effective On: May 1, 2010

Issued On: April 16, 2010

~~Vermont Electric Power Company, Inc.
Box 548
Rutland, Vermont 05701
802-773-9161~~

~~February 9, 1987~~

~~Federal Energy Regulatory Commission
825 North Capitol Street, N.E.
Washington, D.C. 20426~~

~~Attention: Mr. Kenneth F. Plumb, Secretary~~

Gentlemen:

~~In accordance with Section 35.13 of the Commissions Regulations under the Federal Power Act, Vermont Electric Power Company, Inc. (VELCO) hereby submits the following data as support for a change in rate, effective January 1, 1987, as provided in Paragraph 5 of Rate Schedules FERC No. 10 and in Article IV of FERC No. 236.~~

~~The percentage rate used to determine monthly charges has changed from 18.31% used for 1986, to the new rate of 19.72% effective January 1, 1987.~~

~~This new rate was computed by dividing Velco's actual costs for 1986 of \$15,530,972 by Velco's average plant in service for 1986 of \$78,767,488.~~

~~Shown below is the actual monthly charge for 1986 and the proposed monthly charge for 1987 under FERC Rate Schedule No. 10 and FERC Rate Schedule No. 236.~~

Monthly Charge Proposed 1987	Monthly Charge Actual 1986
---	---

Issued by: Neal E. Robinson
VT Transco - Managing Member Representative

Effective On: May 1, 2010

Issued On: April 16, 2010

FERC Rate Schedule No. 10		\$1,278.80	\$1,187.37
FERC Rate Schedule No. 236, Supplement No.	1	\$ 585.66	\$ 543.78
" " " " " "	2	\$1,733.41	\$1,609.47
" " " " " "	3	\$ 441.43	\$ 409.87
" " " " " "	4	\$ 673.14	\$ 625.01
" " " " " "	5	\$1,126.02	\$1,045.51
" " " " " "	6	\$ 385.62	\$ 358.05
" " " " " "	7	\$1,218.04	\$1,130.95
" " " " " "	8	\$ 916.41	\$ 850.89
" " " " " "	9	\$1,580.87	\$1,467.84
" " " " " "	10	\$1,333.97	\$1,238.59
" " " " " "	11	\$ 441.43	\$ 409.87
" " " " " "	12	\$ 385.62	\$ 358.05
" " " " " "	14	\$ 445.01	\$ 413.19

Mr. Kenneth F. Plumb

2

February 9, 1987

~~Since the revenues received under these rate schedules will be credited to the State of Vermont under VELCO's charges to the State under the Rate Schedule for Transmission Service (FERC Rate Schedule No. 240) and to the Vermont distribution utilities under VELCO's charges to the distribution utilities under the Transmission Agreement (FERC Rate Schedule No. 235), there will be no change in VELCO's overall rate of return. No costs of service studies were prepared in connection with the derivation of this rate.~~

~~VELCO requests that the effective date for the proposed change in rates be January 1, 1987.~~

~~Since the information necessary to calculate the change in rates was only recently available, VELCO was not able to file in a timely manner. As a result, VELCO could not comply with the notice requirements of § 35.3 of the regulations. Therefore, VELCO requests that the Commission waive the notice requirements under § 35.11 since the circumstances described constitute a good cause for a waiver. If the waiver is granted, there will be no effect upon VELCO customers under other rate schedules.~~

~~Enclosed is a notice of Rate Schedule Filing in form suitable for publication in the Federal Registry and since there is no overall rate impact, enclosed is our check in the amount of \$1,100.00 for the minimum filing fee.~~

Issued by: Neal E. Robinson
 VT Transco - Managing Member Representative

Effective On: May 1, 2010

Issued On: April 16, 2010

~~The names and addresses of those to whom this filing has been mailed are the following:~~

~~Robert C. Young, General Manager
City of Burlington Electric Light Department
585 Pine Street
Burlington, Vermont 05401~~

~~Donald L. Rushford, General Counsel
Central Vermont Public Service Corporation
77 Grove Street
Rutland, Vermont 05701~~

Issued by: Neal E. Robinson
VT Transco - Managing Member Representative

Effective On: May 1, 2010

Issued On: April 16, 2010

~~Christopher Dutton, General Counsel
Green Mountain Power Corporation
25 Green Mountain Drive—P.O. Box 850
South Burlington, Vermont 05402~~

~~Richard B. Hieber, Vice President
Citizens Utilities Company
High Ridge Park
Stamford, Connecticut 06905~~

~~Edward V. Schwiebert
Vice President and General Counsel
Vermont Marble Company
61 Main Street
Proctor, Vermont 05765~~

~~Robert O. Toombs, Manager
Washington Electric Cooperative, Inc.
East Montpelier, Vermont 05651~~

Very truly yours,

By _____
_____ Edward L. King, Assistant Treasurer

ELK/dmb
Enclosures

Issued by: Neal E. Robinson
VT Transco - Managing Member Representative

Effective On: May 1, 2010

Issued On: April 16, 2010

~~Vermont Electric Power Company, Inc.
Box 548
Rutland, Vermont 05701
802-773-9161~~

~~February 11, 1988~~

~~Federal Energy Regulatory Commission
825 North Capitol Street, N.E.
Washington, D.C. 20426~~

~~Attention: Mr. Kenneth F. Plumb, Secretary~~

Gentlemen:

In accordance with Section 35.13 of the Commissions Regulations under the Federal Power Act, Vermont Electric Power Company, Inc. (VELCO) hereby submits the following data as support for a change in rate, effective January 1, 1988 as provided in Paragraph 5 of Rate Schedules FERC No. 10 and in Article IV of FERC No. 236.

The percentage rate used to determine monthly charges has changed from 19.72% used for 1987, to the new rate of 20.43% effective January 1, 1988.

This new rate was computed by dividing Velco's actual costs for 1987 of \$16,321,177 by Velco's average plant in service for 1987 of \$79,896,124.

Shown below is the actual monthly charge for 1987 and the proposed monthly charge for 1988 under FERC Rate Schedule No. 10 and FERC Rate Schedule No. 236.

	Monthly Charge Proposed 1988	Monthly Charge Actual 1987
FERC Rate Schedule No. 10	\$1,324.84	\$1,278.80
FERC Rate Schedule No. 236, Supplement No. 1	\$ 606.74	\$ 585.66

Issued by: Neal E. Robinson
VT Transco - Managing Member Representative

Effective On: May 1, 2010

Issued On: April 16, 2010

"	"	"	"	"	"	2	\$1,795.82	\$1,733.41
"	"	"	"	"	"	3	\$ 457.32	\$ 441.43
"	"	"	"	"	"	4	\$ 697.37	\$ 673.14
"	"	"	"	"	"	5	\$1,166.56	\$1,126.02
"	"	"	"	"	"	6	\$ 399.50	\$ 385.62
"	"	"	"	"	"	7	\$1,261.90	\$1,218.04
"	"	"	"	"	"	8	\$ 949.40	\$ 916.41
"	"	"	"	"	"	9	\$1,637.79	\$1,580.87
"	"	"	"	"	"	10	\$1,382.00	\$1,333.97
"	"	"	"	"	"	11	\$ 457.32	\$ 441.43
"	"	"	"	"	"	12	\$ 399.50	\$ 385.62
"	"	"	"	"	"	14	\$ 461.03	\$ 445.01

Mr. Kenneth F. Plumb

2

2/11/88

~~Since the revenues received under these rate schedules will be credited to the State of Vermont under VELCO's charges to the State under the Rate Schedule for Transmission Service (FERC Rate Schedule No. 240) and to the Vermont distribution utilities under VELCO's charges to the distribution utilities under the Transmission Agreement (FERC Rate Schedule No. 235), there will be no change in VELCO's overall rate of return. No costs of service studies were prepared in connection with the derivation of this rate.~~

~~VELCO requests that the effective date for the proposed change in rates be January 1, 1988.~~

~~Since the information necessary to calculate the change in rates was only recently available, VELCO was not able to file in a timely manner. As a result, VELCO could not comply with the notice requirements of § 35.3 of the regulations. Therefore, VELCO requests that the Commission waive the notice requirements under § 35.11 since the circumstances described constitute a good cause for a waiver. If the waiver is granted, there will be no effect upon VELCO customers under other rate schedules.~~

~~Enclosed is a notice of Rate Schedule Filing in form suitable for publication in the Federal Registry and since there is no overall rate impact, enclosed is our check in the amount of \$1,100.00 for the minimum filing fee.~~

Issued by: Neal E. Robinson
 VT Transco - Managing Member Representative

Effective On: May 1, 2010

Issued On: April 16, 2010

~~The names and addresses of those to whom this filing has been mailed are the following:~~

~~Robert C. Young, General Manager
City of Burlington Electric Light Department
585 Pine Street
Burlington, Vermont 05401~~

~~Donald L. Rushford, General Counsel
Central Vermont Public Service Corporation
77 Grove Street
Rutland, Vermont 05701~~

Issued by: Neal E. Robinson
VT Transco - Managing Member Representative

Effective On: May 1, 2010

Issued On: April 16, 2010

~~Richard B. Hieber, Vice President
Citizens Utilities Company
High Ridge Park
Stamford, Connecticut 06905~~

~~David L. Ferris, General Manager, Power Division
Vermont Marble Company
61 Main Street
Proctor, Vermont 05765~~

~~William E. Smith, Manager
Washington Electric Cooperative, Inc.
East Montpelier, Vermont 05651~~

~~Very truly yours,~~

By _____
_____ Edward L. King, Assistant Treasurer

~~ELK/dmb
Enclosures~~

Issued by: Neal E. Robinson
VT Transco - Managing Member Representative

Effective On: May 1, 2010

Issued On: April 16, 2010

~~Vermont Electric Power Company, Inc.
Box 548
Rutland, Vermont 05701
802-773-9161~~

~~February 8, 1989~~

~~Mr. Kenneth F. Plumb, Secretary
FEDERAL ENERGY REGULATORY COMMISSION
825 North Capitol Street, N.E.
Washington, D.C. 20426~~

Dear Mr. Plumb:

~~In accordance with Section 35.13 of the Commissions Regulations under the Federal Power Act, Vermont Electric Power Company, Inc. (VELCO) hereby submits the following data as support for a change in rate, effective January 1, 1989 as provided in Paragraph 5 of Rate Schedules FERC No. 10 and in Article IV of FERC No. 236.~~

~~The percentage rate used to determine monthly charges has changed from 20.43% used for 1988, to the new rate of 19.60% effective January 1, 1989.~~

~~This new rate was computed by dividing VELCO's actual costs for 1988 of \$15,889,377 by VELCO's average plant in service for 1988 of \$81,062,101.~~

~~Shown below is the actual monthly charge for 1988 and the proposed monthly charge for 1989 under FERC Rate Schedule No. 10 and FERC Rate Schedule No. 236.~~

	Monthly Charge- Proposed 1989	Monthly Charge- Actual 1988
FERC Rate Schedule No. 10	\$1,271.02	\$1,324.84
FERC Rate Schedule No. 236, Supplement No. 1	\$-582.09	\$-606.74

Issued by: Neal E. Robinson
VT Transco - Managing Member Representative

Effective On: May 1, 2010

Issued On: April 16, 2010

"	"	"	"	"	"	2	\$1,722.86	\$1,795.82
"	"	"	"	"	"	3	\$ 438.74	\$ 457.32
"	"	"	"	"	"	4	\$ 669.04	\$ 697.37
"	"	"	"	"	"	5	\$1,119.17	\$1,166.56
"	"	"	"	"	"	6	\$ 383.27	\$ 399.50
"	"	"	"	"	"	7	\$1,210.63	\$1,261.90
"	"	"	"	"	"	8	\$ 910.83	\$ 949.40
"	"	"	"	"	"	9	\$1,571.25	\$1,637.79
"	"	"	"	"	"	10	\$1,325.86	\$1,382.00
"	"	"	"	"	"	11	\$ 438.74	\$ 457.32
"	"	"	"	"	"	12	\$ 383.27	\$ 399.50
"	"	"	"	"	"	14	\$ 442.30	\$ 461.03

FEDERAL ENERGY REGULATORY COMMISSION 2/8/89 PAGE 2

~~Since the revenues received under these rate schedules will be credited to the State of Vermont under VELCO's charges to the State under the Rate Schedule for Transmission Service (FERC Rate Schedule No. 240) and to the Vermont distribution utilities under VELCO's charges to the distribution utilities under the Transmission Agreement (FERC Rate Schedule No. 235), there will be no change in VELCO's overall rate of return. No costs of service studies were prepared in connection with the derivation of this rate.~~

~~VELCO requests that the effective date for the proposed change in rates be January 1, 1989.~~

~~Since the information necessary to calculate the change in rates was only recently available, VELCO was not able to file in a timely manner. As a result, VELCO could not comply with the notice requirements of § 35.3 of the regulations. Therefore, VELCO requests that the Commission waive the notice requirements under § 35.11 since the circumstances described constitute a good cause for a waiver. If the waiver is granted, there will be no effect upon VELCO customers under other rate schedules.~~

~~Enclosed is a notice of Rate Schedule Filing in form suitable for publication in the Federal Registry and since there is no overall rate impact, enclosed is our check in the amount of \$1,100.00 for the minimum filing fee.~~

~~The names and addresses of those to whom this filing has been mailed are as follows:~~

Issued by: Neal E. Robinson
 VT Transco - Managing Member Representative

Effective On: May 1, 2010

Issued On: April 16, 2010

~~Robert C. Young, General Manager
CITY OF BURLINGTON ELECTRIC LIGHT DEPARTMENT
585 Pine Street
Burlington, Vermont 05401~~

~~Donald L. Rushford, General Counsel
CENTRAL VERMONT PUBLIC SERVICE CORPORATION
77 Grove Street
Rutland, Vermont 05701~~

Issued by: Neal E. Robinson
VT Transco - Managing Member Representative

Effective On: May 1, 2010

Issued On: April 16, 2010

~~Richard B. Hieber, Vice President
CITIZENS UTILITIES COMPANY
High Ridge Park
Stamford, Connecticut 06905~~

~~David L. Ferris, General Manager, Power Division
VERMONT MARBLE COMPANY
61 Main Street
Proctor, Vermont 05765~~

~~William E. Smith, Manager
WASHINGTON ELECTRIC COOPERATIVE, INC.
East Montpelier, Vermont 05651~~

~~Sincerely,
VERMONT ELECTRIC POWER COMPANY, INC.~~

~~Edward L. King
ASSISTANT TREASURER~~

~~ELK/es
Enclosures~~

Issued by: Neal E. Robinson
VT Transco - Managing Member Representative

Effective On: May 1, 2010

Issued On: April 16, 2010

VELCO
Box 548
Rutland, Vermont 05701-0548
802-773-9161

February 14, 1990

Lois D. Cashell, Secretary
Federal Energy Regulatory Commission
825 North Capitol Street, N.E.
Washington, D.C. 20426

Dear Secretary Cashell:

In accordance with Section 35.13 of the Commissions Regulations under the Federal Power Act, Vermont Electric Power Company, Inc. (VELCO) hereby submits an original and five copies of data as support for a change in rate, effective January 1, 1990 as provided in Paragraph 5 of Rate Schedules FERC No. 10 and in Article IV of FERC No. 236.

The percentage rate used to determine monthly charges has changed from 19.60% used for 1989, to the new rate of 20.03% effective January 1, 1990.

This new rate was computed by dividing VELCO's actual costs for 1989 of \$16,424,780 by VEDOO's average plant in service for 1989 of \$81,992,059.

Shown below is the actual monthly charge for 1989 and the proposed monthly charge for 1990 under FERC Rate Schedule No. 10 and FERC Rate Schedule No. 236.

	Monthly Charge- Proposed 1990	Monthly Charge- Actual 1989
FERC Rate Schedule No. 10	\$1,298.90	\$1,271.02
FERC Rate Schedule No. 236, Supplement No. 1	\$ 594.86	\$ 582.09

Issued by: Neal E. Robinson
VT Transco - Managing Member Representative

Effective On: May 1, 2010

Issued On: April 16, 2010

"	"	"	"	"	"	2	\$1,760.66	\$1,722.86
"	"	"	"	"	"	3	\$ 448.37	\$ 438.74
"	"	"	"	"	"	4	\$ 683.72	\$ 669.04
"	"	"	"	"	"	5	\$1,143.72	\$1,119.17
"	"	"	"	"	"	6	\$ 391.68	\$ 383.27
"	"	"	"	"	"	7	\$1,237.19	\$1,210.63
"	"	"	"	"	"	8	\$ 930.81	\$ 910.83
"	"	"	"	"	"	9	\$1,605.73	\$1,571.25
"	"	"	"	"	"	10	\$1,354.94	\$1,325.86
"	"	"	"	"	"	11	\$ 448.37	\$ 438.74
"	"	"	"	"	"	12	\$ 391.68	\$ 383.27
"	"	"	"	"	"	14	\$ 452.00	\$ 442.30

Lois D. Cashell

Page 2

February 14, 1990

~~Since the revenues received under these rate schedules will be credited to the State of Vermont under VELCO's charges to the State under the Rate Schedule for Transmission Service (FERC Rate Schedule No. 240) and to the Vermont distribution utilities under VELCO's charges to the distribution utilities under the Transmission Agreement (FERC Rate Schedule No. 235), there will be no change in VELCO's overall rate of return. No costs of service studies were prepared in connection with the derivation of this rate.~~

~~VELCO requests that the effective date for the proposed change in rates be January 1, 1990.~~

~~Since the information necessary to calculate the change in rates was only recently available, VELCO was not able to file in a timely manner. As a result, VELCO could not comply with the notice requirements of § 35.3 of the regulations. Therefore, VELCO requests that the Commission waive the notice requirements under § 35.11 since the circumstances described constitute a good cause for a waiver. If the waiver is granted, there will be no effect upon VELCO customers under other rate schedules.~~

~~Enclosed is a notice of Rate Schedule Filing in form suitable for publication in the Federal Register. Since there is no overall rate impact, enclosed is our check in the amount of \$1,100.00 for the minimum filing fee.~~

~~The names and addresses of those to whom this filing has been mailed are as follows:~~

Issued by: Neal E. Robinson
 VT Transco - Managing Member Representative

Effective On: May 1, 2010

Issued On: April 16, 2010

~~Mr. Robert C. Young, General Manager
City of Burlington Electric Light Department
585 Pine Street
Burlington, Vermont 05401~~

~~Mr. Donald L. Rushford, General Counsel
Central Vermont Public Service Corporation
77 Grove Street
Rutland, Vermont 05701~~

~~Mr. Richard B. Hieber, Vice President
Citizens Utilities Company
High Ridge Park
Stamford, Connecticut 06905~~

~~Mr. David L. Ferris, General Manager, Power Division
Vermont Marble Company
61 Main Street
Proctor, Vermont 05765~~

~~Mr. William E. Smith, Manager
Washington Electric Cooperative, Inc.
East Montpelier, Vermont 05651~~

Sincerely yours,

Edward L. King

Issued by: Neal E. Robinson
VT Transco - Managing Member Representative

Effective On: May 1, 2010

Issued On: April 16, 2010

~~Assistant Secretary~~

~~ELK/hak~~

~~Enclosures~~

~~cc: R. Koliander, DPS~~

~~_____ R. Mallary~~

~~_____ R. Holm~~

~~_____ T. Wies~~

Issued by: Neal E. Robinson
VT Transco - Managing Member Representative

Effective On: May 1, 2010

Issued On: April 16, 2010

Title

(1) ~~Name of filing public utility:~~

~~Vermont Electric Power Company, Inc. (VELCO):~~

(2) ~~Names of other utilities receiving service under the rate schedule change:~~

~~Central Vermont Public Service Corporation, Citizens Utilities Company, Green Mountain Power Corporation, Vermont Marble Company, Washington Electric Cooperative, Inc.~~

(3) ~~Description of the service to be provided under the rate schedule change:~~

~~The existing rate schedule obligates VELCO to operate and maintain certain facilities within its substations, including facilities that are used in common with the several parties that are signatories to the rate schedule. It also establishes an allocation of the costs of those facilities and provides for the payment of a monthly carrying charge by the signatories to VELCO. The carrying charge is determined by applying a multiplier, calculated by formula on an annual basis, to the pro-rata amounts of investment in the facilities in question. The rate schedule change will not alter VELCO's obligations, nor will it alter the allocation of costs. The only change to be effected is to eliminate the requirement of an annual recalculation of the carrying charge multiplier and, instead, to set the multiplier at a fixed rate of twenty percent.~~

Issued by: Neal E. Robinson
VT Transco - Managing Member Representative

Effective On: May 1, 2010

Issued On: April 16, 2010

AMENDMENT TO THE SUBSTATION PARTICIPATION AGREEMENT

~~This Agreement, dated as of January 1, 1991, between Vermont Electric Power Company, Inc., Central Vermont Public Service Corporation, Citizens Utilities Company, Vermont Marble Company and Washington Electric Cooperative, Inc.,~~

WITNESSETH

~~WHEREAS, the parties hereto have previously entered into a Substation Participation Agreement, dated as of December 1, 1981, and designated as FERC Rate Schedule No. 236, and WHEREAS, the parties desire to amend a definition contained in Article IV of the Substation Participation Agreement,~~

~~NOW, THEREFORE, in consideration of the premises and of the mutual benefits from the covenants hereinafter set forth, it is agreed:~~

~~The Substation Participation Agreement is hereby amended by striking out the last sentence of Article IV thereof, which reads as follows:~~

~~—————"The percentage figure shall be determined by reference to VELCO's actual costs for the preceding year by dividing total VELCO transmission system costs (cost of capital, transmission expenses, administrative and general expenses and taxes) by average plant in service as recorded in FERC Accounts 101 and 106."~~

Issued by: Neal E. Robinson
VT Transco - Managing Member Representative

Effective On: May 1, 2010

Issued On: April 16, 2010

and substituting in lieu thereof: ~~—"The percentage figure shall be twenty percent, which represents VELCO's average historical annual transmission system costs (cost of capital, transmission expenses, administrative and general expenses and taxes) divided by average plant in service as recorded in FERC Accounts 101 and 106."~~

~~IN WITNESS WHEREOF, each of the parties hereto has caused this Agreement to be executed on its behalf by its duly authorized agent as of the day and year first herein written.~~

~~VERMONT ELECTRIC POWER COMPANY, INC.~~

~~By: _____
Its President~~

~~CENTRAL VERMONT PUBLIC SERVICE CORPORATION~~

~~By: _____
Its VP Engineering & Energy Supply~~

~~CITIZENS UTILITIES COMPANY~~

~~By: _____
Its~~

~~VERMONT MARBLE COMPANY~~

Issued by: Neal E. Robinson
VT Transco - Managing Member Representative

Effective On: May 1, 2010

Issued On: April 16, 2010

By: _____
Its

~~WASHINGTON ELECTRIC COOPERATIVE, INC.~~

By: _____
Its

~~"The percentage figure shall be twenty percent, which represents VELCO's average historical annual transmission system costs (cost of capital, transmission expenses, administrative and general expenses and taxes) divided by average plant in service as recorded in FERC Accounts 101 and 106."~~

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~~VERMONT ELECTRIC POWER COMPANY, INC.~~

By: _____
Its President

Issued by: Neal E. Robinson
VT Transco - Managing Member Representative

Effective On: May 1, 2010

Issued On: April 16, 2010

~~CENTRAL VERMONT PUBLIC SERVICE CORPORATION~~

~~By: _____
Its~~

~~CITIZENS UTILITIES COMPANY~~

~~By: _____
Its Vice President~~

~~VERMONT MARBLE COMPANY~~

~~By: _____
Its~~

~~WASHINGTON ELECTRIC COOPERATIVE, INC.~~

~~By: _____
Its~~

Issued by: Neal E. Robinson
VT Transco - Managing Member Representative

Effective On: May 1, 2010

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~~By: _____~~

~~CENTRAL VERMONT PUBLIC SERVICE CORPORATION~~

~~By: _____~~

~~CITIZENS UTILITIES COMPANY~~

~~By: _____~~

Issued by: Neal E. Robinson
VT Transco - Managing Member Representative

Effective On: May 1, 2010

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~~VERMONT MARBLE COMPANY~~

~~By: _____~~

~~WASHINGTON ELECTRIC COOPERATIVE, INC.~~

~~By: _____~~

Issued by: Neal E. Robinson
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~~By: _____
Its President~~

~~CENTRAL VERMONT PUBLIC SERVICE CORPORATION~~

~~By: _____
Its~~

~~CITIZENS UTILITIES COMPANY~~

~~By: _____
Its~~

Issued by: Neal E. Robinson
VT Transco - Managing Member Representative

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~~VERMONT MARBLE COMPANY~~

~~By: _____
Its President~~

~~WASHINGTON ELECTRIC COOPERATIVE, INC.~~

~~By: _____
Its~~

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~~By: _____
Its President~~

Issued by: Neal E. Robinson
VT Transco - Managing Member Representative

Effective On: May 1, 2010

Issued On: April 16, 2010

CENTRAL VERMONT PUBLIC SERVICE CORPORATION

By: _____
 Its

CITIZENS UTILITIES COMPANY

By: _____
 Its

VERMONT MARBLE COMPANY

By: _____
 Its

WASHINGTON ELECTRIC COOPERATIVE, INC.

By: _____
 Its General Manager

Attachment

VERMONT ELECTRIC POWER COMPANY, INC.

REVENUES PRIOR TO RATE SCHEDULE CHANGE	12 MONTH TOTAL	JANUARY	FEBRUARY	MARCH	APRIL	MAY	JUNE	JULY	AUGUST	SEPTEMBER	OCTOBER	NOVEMBER	DECEMBER
RATE SCHEDULE NO. 236, SUPPLEMENT NO. 1	7,138.32	594.86	594.86	594.86	594.86	594.86	594.86	594.86	594.86	594.86	594.86	594.86	594.86
RATE SCHEDULE NO. 236, SUPPLEMENT NO. 2	21,127.92	1,760.66	1,760.66	1,760.66	1,760.66	1,760.66	1,760.66	1,760.66	1,760.66	1,760.66	1,760.66	1,760.66	1,760.66
RATE SCHEDULE NO. 236, SUPPLEMENT NO. 3	5,380.44	448.37	448.37	448.37	448.37	448.37	448.37	448.37	448.37	448.37	448.37	448.37	448.37
RATE SCHEDULE NO. 236, SUPPLEMENT NO. 4	8,204.64	682.72	682.72	682.72	682.72	682.72	682.72	682.72	682.72	682.72	682.72	682.72	682.72
RATE SCHEDULE NO. 236, SUPPLEMENT NO. 5	13,724.64	1,143.72	1,143.72	1,143.72	1,143.72	1,143.72	1,143.72	1,143.72	1,143.72	1,143.72	1,143.72	1,143.72	1,143.72
RATE SCHEDULE NO. 236, SUPPLEMENT NO. 6	4,700.16	391.68	391.68	391.68	391.68	391.68	391.68	391.68	391.68	391.68	391.68	391.68	391.68
RATE SCHEDULE NO. 236, SUPPLEMENT NO. 7	14,846.28	1,237.19	1,237.19	1,237.19	1,237.19	1,237.19	1,237.19	1,237.19	1,237.19	1,237.19	1,237.19	1,237.19	1,237.19
RATE SCHEDULE NO. 236, SUPPLEMENT NO. 8	11,169.72	930.81	930.81	930.81	930.81	930.81	930.81	930.81	930.81	930.81	930.81	930.81	930.81

Issued by: Neal E. Robinson
 VT Transco - Managing Member Representative

Effective On: May 1, 2010

Issued On: April 16, 2010

ATTACHMENT C

A copy of the foregoing has been sent by either electronic mail or first class to the following:

Vermont Public Service Board
112 State Street
Drawer 20
Montpelier, VT 05620-2701

Vermont Department of Public Service
112 State Street
Drawer 20
Montpelier, VT 05620-2601

Central Vermont Public Service Corporation
77 Grove Street
Rutland, VT 05701

Green Mountain Power
163 Acorn Lane
Colchester, VT 05446

Vermont Electric Cooperative, Inc.
42 Wescom Road
Johnson, VT 05656-9579

Vermont Marble Power Division of OMYA, Inc.
61 Main Street
Proctor, VT 05765

Washington Electric Cooperative, Inc.
75 VT Route 14N
PO Box 8
East Montpelier, VT 05651