

Written Procedures for Implementing The Standards of Conduct

These written procedures have been developed by GTC to implement GTC's SOC.

GTC's SOC are the rules by which GTC will conduct its transmission services business. GTC's SOC will provide for equal and fair access to transmission system information. Employees are required to contact their manager immediately if they have a question about GTC's SOC or if they suspect any violation (even if inadvertent) has occurred. Suspected violations must be reported immediately to the Chief Compliance Officer. If deemed appropriate, the Chief Compliance Officer will notify the OASIS Administrator in the GTC System Services Department so that appropriate disclosures can be made on the OASIS in a timely manner. GTC employees will be notified via e-mail of any changes in the violations reporting procedures. An employee's failure to comply with GTC's SOC may result in disciplinary action.

The OASIS Administrator in the GTC System Services Department is responsible for the following activities:

1. Administration and compliance with the written procedures and GTC's SOC.
2. Ensuring notices of employee transfers among employees of GTC/GSOC or Energy Affiliates engaged in transmission system operations or reliability functions, marketing, sales or brokering, are posted on the OASIS.
3. Assisting the Human Resources Department with the computerized tracking of GTC employees who have received the GTC SOC Training and for contractors and others who must sign the Standards of Conduct Acknowledgement form described below.

The Human Resources Department is responsible for the:

1. Distribution of GTC's SOC to GTC's employees to ensure that they understand issues related to GTC's SOC, thereby avoiding violations. GTC employees must take a GTC SOC Training Course and pass a final test with a minimum score of 70%.
2. Distribution of GTC's SOC to GTC's contractors and other non-associates to

ensure that they understand issues related to GTC's SOC, thereby avoiding violations. These individuals are required to sign a Standards of Conduct Acknowledgement form stating that they have received, read, and understood GTC's SOC.

GTC will post on its OASIS a detailed organizational chart and job descriptions indicating which employees are engaged in transmission system operations. The charts will show the chain of command. The job descriptions will identify the names and titles of employees who are engaged in transmission system operations or reliability functions.

In order to limit the possibility of inadvertent violations of GTC's SOC, Transmission Function employees should limit their physical movement through areas designated for other companies or for personnel engaged in other functions.

Physical access to the GSOC system control center is controlled via an access card entry system. No Energy Affiliate has access to the GSOC system control center.

Confidential documentation and information pertaining to transmission system operations and reliability are maintained in locked files and secure password-protected personal computers. Only personnel engaged in transmission system operations and reliability functions have access to such files.

OPC, GTC, and GSOC each have LAN servers for file and print services to which only employees and contractors of that company have access. A login ID and password are required to obtain access on each server. Furthermore, associates can access only the data that their ID has been granted rights to access. GTC, GSOC, and OPC share access to the Energy Control System (ECS). GSOC is responsible for the ECS and for implementing and maintaining information access and display controls.

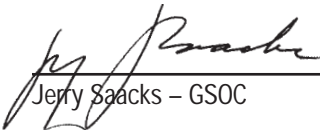
Signatures



December 31, 2005

Mike Smith – GTC

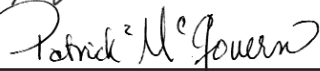
Date



December 31, 2005

Jerry Saacks – GSOC

Date



December 31, 2005

Patrick Z. McGovern – SS GTC

Date

12/31/05



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