

Competitive Bidding Process

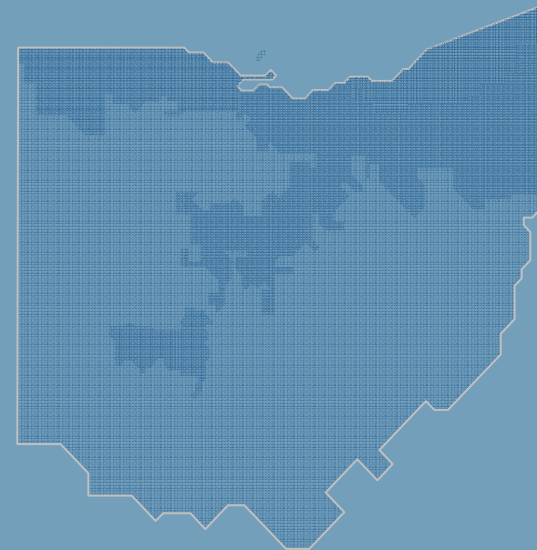
Ohio Edison Company
The Cleveland Electric Illuminating Company
The Toledo Edison Company

The Brattle Group

Jim Reitzes

Coleman Bazelon

Ohio CBP Bidder Session
November 6, 2008



Disclaimer

The information contained in this presentation material is intended to provide generally descriptive and summary information. Any conflict between the information contained in this material, or conveyed orally during the bidder information session, and the information provided as part of the Companies' application in Case No. 08-936-EL-SSO is unintentional and the docketed material controls. Certain information contained herein may be subject to change as the CBP process continues.

Competitive Bidding Process (CBP)

- **Procurement Overview**
- **Products to Be Procured**
- **Pre-Bidding Process**
 - Pre-bidding information
 - Qualifying bidders
- **The Bidding Process**
- **Post-Bidding Process**
- **Master Supply Agreement**
- **Supplier Credit Provisions**
- **Supplier Settlement Overview**
- **Website Format**
- **Q&A**



Procurement Overview



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Overview - Procurement Process

- **CBP will use a simultaneous, multiple-round, descending-clock format**

- **Full-requirements product**
 - Suppliers bid to provide energy, capacity, transmission service, transmission ancillaries

- **Slice of System Approach**
 - Supply procured on a total load basis
 - Payments to suppliers based on winning bids, multiplied by appropriate seasonal factors
 - Seasonal factors used to reduce supplier pricing risk

Overview – Procurement Process (cont.)

- **115 tranches in initial procurement**
 - 3 products: 17, 29, and 41 month products
 - Nominal 100 MW tranches

- **Eventually a 3-year laddered procurement, with two procurements per year, each for 1/6 of the load.**

Schedule of Procurements

Solicitation Schedule: Slice of System		PY 08/09	PY 09/10	PY 10/11	PY 11/12	PY 12/13					
Procurement Date	Tranches Procured	Delivery Periods									
		Jan 09	May-09	Jan 10	June-10	Jan-11	June-11	Jan 12	June-12	Jan 13	June-13
	38	17 month Jan 2009 thru May 2010 (38)									
December-08	39	29 month Jan 2009 thru May 2011 (39)									
	38	41 month Jan 2009 thru May 2012 (38)									
October-09	19				3 year June 2010 thru May 2013 (19)						
January-10	19				3 year June 2010 thru May 2013 (19)						
October-10	19						3 years June 2011 thru May 2014 (19)				
January-11	20						3 years June 2011 thru May 2014 (20)				
October-11	19						3 years June 2012 thru May 2015 (19)				
January-12	19						3 years June 2012 thru May 2015 (19)				

Timetable for Initial Procurement

Activity	Date
MRO Application	Thursday, July 31, 2008
Electronic Data Room Activated	Tuesday, October 14, 2008
Expected PUCO Decision on MRO	Wednesday, October 29, 2008
Announcement of minimum and maximum starting prices, number and size of tranches, load caps, Bid Participation Fee, Application Forms posted	Thursday, October 30, 2008
Information Session for Bidders	Thursday, November 6, 2008
Information Session for Bidders	Thursday, November 13, 2008
Deadline to submit Part 1 Application	Friday, November 21, 2008
Applicants are notified of Part 1 Application results	Wednesday, November 26, 2008
Update to MW- measure of tranches, if necessary	Friday, November 28, 2008
Latest data for final decision on ESP	Wednesday, December 10, 2008
Deadline to submit Part 2 Application	Friday, December 12, 2008
Applicants are notified of Part 2 Application results	Wednesday, December 17, 2008
Tranche Fee is announced	Monday, December 22, 2008
CBP Manager provided additional information on CBP parameters to bidders (decrements, excess supply, etc.)	Monday, December 22, 2008
Practical Training for Registered Bidders	Tuesday, December 23, 2008
CBP Manager informs Registered Bidders of starting prices	Friday, December 26, 2008
Bidding Starts	Monday, December 29, 2008
CBP Manager submits a confidential report to the PUCO	Monday, December 29, 2008
Bids effective	Wednesday, December 31, 2008
Winning Suppliers SSO Agreements effective	Thursday, January 1, 2009

Overview – Bidder Qualification Process

- **Potential bidders in the CBP are to be qualified under a two-part application process that includes:**
 - Financial qualifications
 - Posting of pre-bid security
 - Identification of relevant associations with other parties
 - Submission of indicative bids

Overview –Bidding Process (cont.)

- **Descending clock format – bidders decide how many tranches they are willing to supply at a specified price**
 - Initial price is set at a relatively high level, so that auction is oversupplied
 - Prices tick down as long as there is oversupply of tranches
 - The procurement winners are chosen on the basis of price only
 - Least-cost bidder(s) are those that still hold tranches when bidding ends

Overview – Bidding Process (cont.)

- **Least-cost bidder(s) are winning bidders unless PUCO determines that procurement does not satisfy one or more of R.C. 4928.142(C) criteria**
 - i) each portion of the bidding process was oversubscribed,
 - ii) there were four or more bidders, and
 - iii) at least 25% of the load is bid upon by someone other than the electric distribution utility.

Overview – Bidding Process (cont.)

- **For the initial solicitation (scheduled for December 29, 2008), winning bidders in the auction will immediately execute the Master SSO Supply Agreement following the close of the solicitation**
 - Once the specific pricing information and load obligations have been inserted.
- **For subsequent solicitations, winning bidders will be required to execute the Master SSO Supply Agreement within three business days of the close of a solicitation.**



Products to Be Procured

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Products to Be Procured

- Each product in the first procurement covers one-third of the eligible Standard Service Offer (SSO) load over three different time durations

17-month	January 1, 2009 to May 31, 2010
29-month	January 1, 2009 to May 31, 2011
41-month	January 1, 2009 to May 31, 2012

Products to Be Procured (cont.)

■ Illustrative Number of Tranches for the Initial Solicitation

Solicitation	Peak Load Share (MW)	Product	Supply Period	Number of Tranches	Size (%)	MW-Measure
		17-month	1/1/09-5/31/10	38	0.87	100
December 2008	11,500	29-month	1/1/09-5/31/11	39	0.87	100
		41-month	1/1/09-5/31/12	38	0.87	100

Products to Be Procured (cont.)

- **Each product is a “requirements-based” product**
 - It is for full-requirements service (includes capacity, congestion costs, transmission losses, NITS, ancillaries, etc.)

- **The product is sold in tranches**
 - A tranche is a fixed percentage of the SSO load, nominally set to a peak load of 100 MW

Procurement Process (cont.)

- **Required Renewable Energy Resources**

- Requirement for renewable energy resources will be satisfied outside of this procurement

- **CEI 'special contract' load supplied through auction**

- Winning bidders paid clearing price



Pre-Bidding Process



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Pre-Bidding Process

■ Pre-bidding information includes:

– Tranche targets

- 38 at 17 month;
- 39 at 29 month;
- 38 at 41 month;

– Minimum and maximum starting prices

- \$120 per MWh minimum
- \$150 per MWh maximum
- Used for indicative bids
- Subject to change between now and November 28th if market conditions change

– Historical load information

- Check website at http://www.firstenergy-auction.com/Auction_.html

Pre-bidding Process (cont.)

- **Announcement of Round 1 prices**

- No less than 3 days before auction
- After indicative bids are submitted

Bidder Qualification

- **Bidder qualification is done in two parts:**

- **Part 1 Application**

- General qualifications
- Payment of bid participation fee

- **Part 2 Application**

- Financial and other qualifications to become a bidder
- Includes submission of indicative bids
- Provision of pre-bid security

Bidder Qualification – Part 1 Application

■ Prospective bidders must:

- Agree to all CBP rules

- Agree that, if CBP winner, the bidder will:
 - Sign SSO Master Agreement
 - Join MISO Planning Reserve Sharing Group
 - Affirm status (current or planned) as MISO Market Participant

- Pay bid participation fee (\$1,000)

Bidder Qualification – Part 2 Application

■ To qualify, bidders must:

- Make certifications regarding associations and handling of confidential information
- Provide an indicative offer and preliminary interest in each product
- Provide Pre-Bid Security of \$500,000 per tranche, plus potential additional security based on creditworthiness



The Bidding Process



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The Bidding Process

- **Bidding Format: Simultaneous Descending Clock**
- **Multi-product design**
 - Tranches for all products are procured at once
 - Bidders can switch freely among the products

The Bidding Process (cont.)

■ Bidding proceeds in rounds

- Bidders state how many tranches they want to supply at prices announced by the CBP Manager
- Prices for a product “tick down” if there is excess supply for that product
- As prices tick down, bidders can withdraw bids or switch their bids among products (unless the withdrawal or switch leads to undersupply of a particular product)

The Bidding Process (cont.)

- **Bids are placed over the Internet**
 - Secure Internet connection
 - Back-up computers and Internet connections
 - Telephone/Fax back-up

- **Bidders can place bids from location of their choice**

The Bidding Process (cont.)

- **Auction rules include several safety features:**
 - Pauses can be called by bidders or CBP Manager
 - Automatic pauses and default bids when no bid is placed

The Bidding Process (cont.)

- **Each Bidding Round has three phases:**

- Bidding phase
 - Bidders place bids
- Calculating phase
 - CBP Manager calculates results of bidding in round
- Reporting phase
 - Bidders informed of the results of their bids in that round, the range of excess supply, and next round prices

The Bidding Process (cont.)

- A bid consists of the number of tranches desired at the current price

Illustrative Bid		
Product	Price (\$/MWh)	# of Tranches bid
17-month	\$95.00	8
29-month	\$100.00	6
41-month	\$105.00	2

The Bidding Process (cont.)

- **In addition to again bidding the same number of tranches on each product, a bidder can (subject to there being excess supply for the products bid on):**
 - **Withdraw tranches**
 - These tranches will not be able to be bid again
 - Bidders can decrease the number of tranches they bid in total, but they cannot increase the number
 - **Switch tranches**
 - Move some tranches bid from one product to another

The Bidding Process (cont.)

- If the total number of tranches bid exceeds the target for a product, the product's price will tick down by a price decrement determined by the CBP Manager

	Product	Price (\$/MWh)	Total number of tranches bid	Tranche target	Excess supply
Round 1	17-month	\$95.00	120	38	82
	29-month	\$100.00	75	39	36
	41-month	\$105.00	60	38	22
Round 2	17-month	\$90.00	80	38	42
	29-month	\$100.00	55	39	16
	41-month	\$103.00	40	38	2

The Bidding Process (cont.)

- Auction ends when total excess supply is zero

	Product	Price (\$/MWh)	Total number of tranches bid	Tranche target	Excess supply
Round n-1	17-month	\$86.00	39	38	1
	29-month	\$89.00	39	39	0
	41-month	\$95.00	38	38	0
Round n	17-month	\$85.00	38	38	0
	29-month	\$89.00	39	39	0
	41-month	\$95.00	38	38	0
Bidding Process ENDS					

Bid Withdrawals

- If a product's price ticks down since the previous round, a bidder may reduce the number of tranches bid on that product.
- A bidder who withdraws tranches from a product must specify an exit price, which is a best and last offer on tranches that are being withdrawn.

	Product	Price (\$/MWh)	Number of tranches bid	Exit Price
Round 1	17-month	\$95.00	8	
	29-month	\$100.00	6	
	41-month	\$105.00	3	
Round 2	17-month	\$90.00	7	\$92.00
	29-month	\$100.00	6	
	41-month	\$103.00	3	

Bid Switches

- A switch is when a bidder simultaneously decreases the number of tranches bid for one or more products, and increases the number of tranches for one or more other products while leaving the total number of tranches bid unchanged.

	Product	Price (\$/MWh)	Number of tranches bid	Switching Priority
Round 1	17-month	\$95.00	8	
	29-month	\$100.00	6	
	41-month	\$105.00	3	
Round 2	17-month	\$90.00	7	1
	29-month	\$100.00	8	
	41-month	\$103.00	2	2

Why Use a Multi-Round, Descending-Clock Format?

- **Descending-clock format allows bidders to switch among products in an efficient manner in response to price differences**
- **Allows participants to consider and revise their bidding strategy over multiple rounds, so that participants have the time and feedback needed to submit their best bids**

Why Use a Multi-Round, Descending-Clock Format? (cont.)

- **The products have a common value among bidders**
- **Announcements of excess supply ranges allow bidders to (re)evaluate their expectations about prices**
- **This allows the CBP to discover the efficient price for the products**

Why Use a Multi-Round, Descending-Clock Format? (cont.)

- **This format has been used elsewhere:**

- In electricity procurements in other jurisdictions (e.g., New Jersey)
- By the US government (in a similar format) to sell radio spectrum licenses for use by wireless service providers



Post-Bidding Process



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Post-Bidding Process

- **CBP Manager reports results to PUCO, identifying the least-cost bidder(s)**
 - Least-cost bidder(s) are those that still hold tranches when the bidding process ends

- **CBP Manager reports as to whether R.C. 4928.142(C) criteria were met:**
 - At least 4 bidders
 - Each portion of the bidding process was oversubscribed
 - At least 25% of volume bid by an entity or entities other than the utility

Post-Bidding Process (cont.)

- **Winning bidders in the auction will immediately execute the Master SSO Supply Agreement following the close of the solicitation, once the specific pricing information and load obligations have been inserted.**

- **Master SSO Supply Agreement goes into effect unless PUCO determines that at least one of the 4928.142(C) criteria have not been met**



Master Supply Agreement



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Master Supply Agreement

- **Standard for all winning bidders**
- **Seasonal Payment factors**
- **Suppliers have no uncollectible risk due to retail customer non-payment**
- **Winning bidders must be MISO market participant**
- **Every SSO supplier must be a MISO load serving entity**
- **Must join MISO's Planning Reserve Sharing Group**



Credit Provisions

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Key Elements of Credit Provisions

- **Security posted during the term of the SSO will depend upon a creditworthiness evaluation**
 - Unsecured credit may be granted based on the Bidder's (or its Guarantor's) Tangible Net Worth (see Article 6.4 of Master Supply Agreement) and credit rating
 - Exposure beyond unsecured credit (if any) must be met with cash or letter of credit (Appendix D of Master Supply Agreement)
- **Independent Credit Requirement (ICR)**
 - \$1,200,000 per tranche for 17-month Product
 - \$2,000,000 per tranche for 29-month Product
 - \$2,700,000 per tranche for 41-month Product
 - ICR declines over the term of the SSO
- **Guaranty** (Appendix E of Master Supply Agreement)
- **Margining**
 - Required to cover Mark-to-Market exposure

Required Credit and Financial Information (Bidder or Guarantor)

- **Financial statements** (SEC Form 10-K, 10-Q, 8-K)
- **A statement of rulings or judgments** relating to financial status that have had a material impact on financial status
- **A debt rating** from at least two of the following rating agencies: S&P, Fitch, or Moody's (with supporting documentation)
- **Contact information** of a credit representative to answer questions on the documentation provided

Creditworthiness: Three Options

1. **Seek an unsecured line of credit by relying on Bidder's own financial standing**
 1. Part 1: submit a Draft Pre-Bid LOC
 2. Part 2: submit an executed Pre-Bid LOC (**\$500,000/tranche**)
2. **Seek an unsecured line of credit by relying on Guarantor's financial standing**
 1. Part 1: submit a Draft Pre-Bid LOC and a Draft Letter of Intent to Provide a Guaranty
 2. Part 2: submit an executed Pre-Bid LOC (**\$500,000/tranche**)
 3. Part 2: submit a Letter of Intent to Provide a Guaranty (**\$500,000/tranche**)
3. **Elect not to apply for an unsecured line of credit**
 1. Part 1: submit a Draft Pre-Bid LOC
 2. Part 2 submit an executed Pre-Bid LOC in the Part 2 Proposal for **\$500,000/tranche**

NOTE: Additional requirements for foreign bidders or foreign guarantors

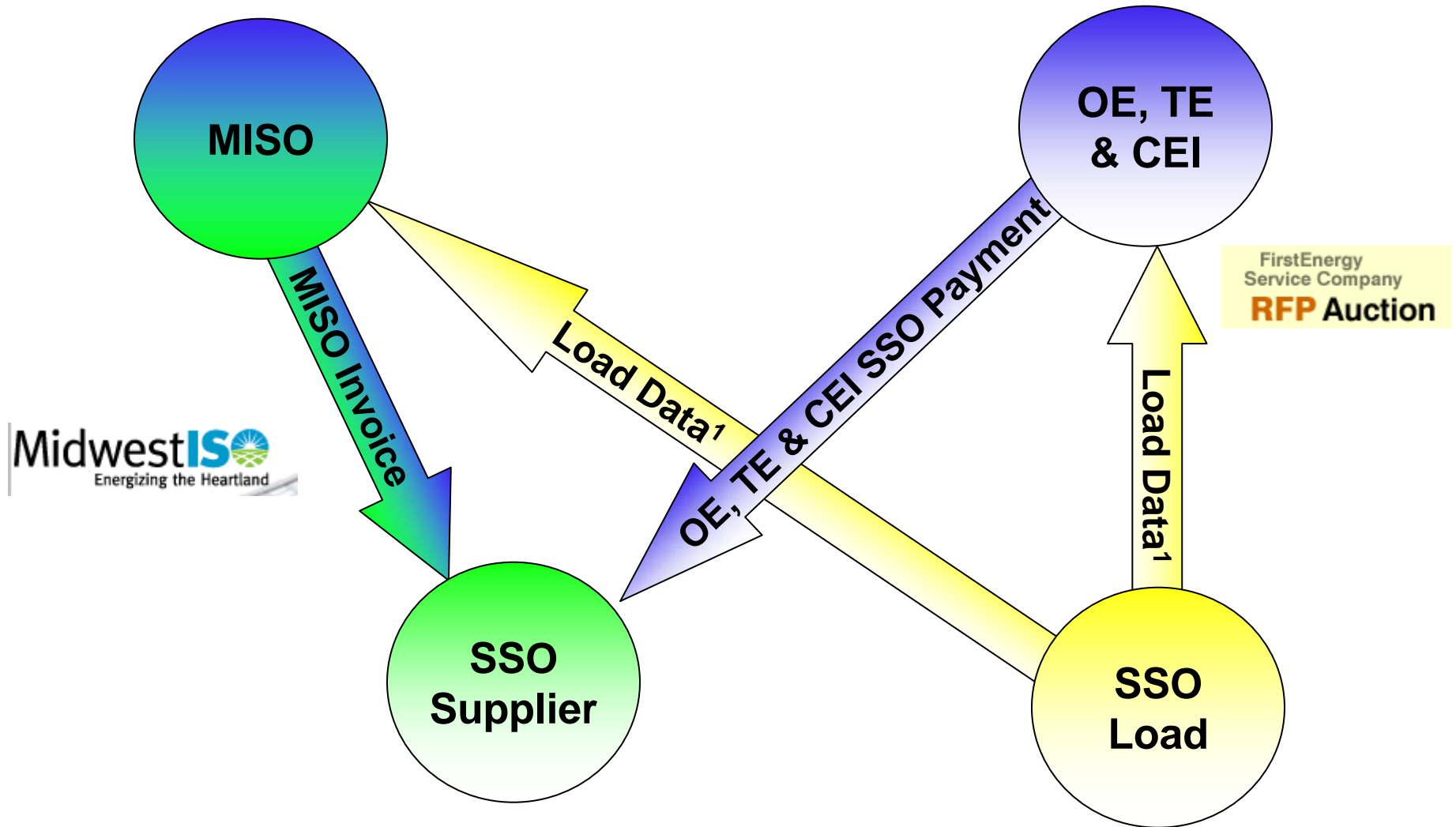


Settlement Overview

Ed B. Stein
Manager, RTO Operations Settlement

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What is the Settlement Landscape?



1. Load data is developed by the MDMA as designated on the Market Participants application. The MDMA uses the same MISO settlement data to calculate the SSO Invoice as well as submit the settlement data to MISO.

What Is RTO Operations Settlements Role?

■ Act as the MDMA for SSO Suppliers

- Submits load data to MISO for generation of MISO Invoices
 - S7, S55 and S105
 - Re-Settlement periods as well
- SSO Load split by tranches won in delivery period


■ Uses MISO settlement load data to develop the SSO Invoices

- S7, S55 and S105 data is used for FMEA and PMEA
- Spreadsheet format
- Emailed
- Based on tranches awarded in SSO Procurement Process

Example Default Service From PP to a Default Supplier

Pennsylvania Power Company A FirstEnergy Company				Date:	October 2, 2008
Billing Invoice/Statement					
Billing Month	Sep-2008				
Winning Bidder/ Agent Company Name					
Winning Bidder / Agent - MISO Node					
<hr/>					
Item #	Billing Item		KVH	MVh	(Credit)/Charge \$
POLR II					
	Supplier Load Share	28.6%			
	Total Tranches :	2/7			
1	Small Commercial Fixed Price Program, per MvH price:	80.06	15,817,132	15,817,132	\$1,266,319.58
	S55 Adjustment		(56,863)	(56,863)	(\$4,552.49)
	S105 Adjustment		(12,271)	(12,271)	(\$982.39)
	Net Supplier Settlement (Credit) / Charge		15,747,998	15,748	\$1,260,784.70
<hr/>					
Settlement Information:		Estimate			
		Counterparty			
		Banking Institution			
		City/State/Zip			
		ABA:			
		Account Number:			
<hr/>					
Questions re: this Invoice/Statement may be directed to:					
	Virginia A. Hill	Amounts, Wire Transfers		330-761-4169	
	Colin Jones	Volumes & Prices		330-255-1756	

Example Invoice From MISO

MidwestISO  **MIDWEST INDEPENDENT TRANSMISSION SYSTEM OPERATOR, INC.**
 Energizing the Heartland

Invoice Invoice Number: 8279120002

Attr: Accounts Payable

Date: 07-OCT-08
 Customer ID
 Purchase Order

Description	Total
Schedule 01 Charges for Billing Period September	\$ 285.28
Schedule 02 Charges for Billing Period September	547.36
Schedule 03 Charges for Billing Period September	311.50
Schedule 05 Charges for Billing Period September	487.25
Schedule 06 Charges for Billing Period September	233.98
Schedule 11 Charges for Billing Period September	0.00
Schedule 22 Charges for Billing Period September	0.00
TOTAL	\$ 1,845.37

Midwest ISO, as agent for Transmission Owners, is submitting this invoice for transactions on the Transmission System of the Midwest ISO, and as agent is obligated to collect and distribute monies for transmission service from customers in accordance with the OATT and the Owners Agreement.

MidwestISO  **MIDWEST INDEPENDENT TRANSMISSION SYSTEM OPERATOR, INC.**
 Energizing the Heartland
 P.O. Box 4202
 Carmel, IN 46082-4202

Invoice

Market Participant Invoice Number: 1103133
 For Statements Issued: 10/18/2008 - 10/24/2008
 Invoice Date: 10/28/2008
 Participant ID: Payment Due Date: 11/04/2008
 Invoice Type:

Invoice Summary: Total:

Current Net (Revenue)/Charge of Real Time and Day Ahead Markets:	\$15,735.50
S55 Prior Period Adjustments:	(2,551.06)
S105 Prior Period Adjustments:	(41.62)
Other Adjustments:	0.00
Total Net Charge (Revenue):	\$13,142.82

The Net Charge for this invoice is greater than the Net Revenue. Please make payment in immediately available funds on the payment due date.

Electronic Banking Instructions:

ACH Payments	Wire Instructions	International Wire Instructions
JP Morgan Chase Bank, NA Indianapolis, IN ABA: 074000010 ACCT: 693193260	JP Morgan Chase Bank, NA Indianapolis, IN ABA: 021000021 ACCT: 693193260	JP Morgan, Chase Bank, NA Indianapolis, IN Swift Code: CHASUS33 ABA: 021000021 ACCT: 693193260

Appendix A:

How to Become a Market Participant

■ Visit this portion of the website

- <http://www.midwestmarket.org/page/Membership>
- Click the “Market Registration” link

■ FirstEnergy Service Company can help!

- CP Node definitions
- Agency declarations
 - MDMA
- Digital Certificates
- Contact FirstEnergy Operations Settlements personnel

Appendix A:

How to Become a Market Participant

Thank you for your interest in becoming a Midwest ISO Market Participant (MP). We are excited to announce a new way of submitting an MP application. For the convenience of our potential MPs, you may now submit the application via our market portal.

The first step to the process is to submit the Request for System Access for Non-MP. Once we have this document, you will have limited access to the Market Portal in order to complete the Online Registration at <https://markets.midwestiso.org/MISO>.

If you have any questions on the application or the process, please feel free to contact the Customer Service Team at the Midwest ISO, Inc.. Welcome to our new E-Online Registration.

Customer Service Team:

Jim Talbott, Senior Customer Service Analyst
JLTalbott@midwestiso.org
317-249-5808

Jason Watters, Customer Service Analyst
JWatters@midwestiso.org
317-249-5858

Sandy Duncan, Customer Services Associate
SDuncan@midwestiso.org
317-249-5182

Brenda Jenkins, Customer Services Analyst
BJenkins@midwestiso.org
317-249-5235

Appendix B:

Noteworthy MISO Initiatives

■ **Start of ASM Market January 6th, 2009**

- Schedule 3, 5 and 6 move to “market” pricing mechanisms and away from fixed cost based pricing
- Move from Day 1 Billing item to Day 2 billing item
- For more information
 - Go to the MISO website and click the “Ancillaries Service Market” link at the bottom right corner

■ **Updated Module E Processes recently approved by FERC**

- DNR monthly auctions
- Reporting requirements to MISO

■ **Demand Response Initiatives**

- MISO has no programs of their own
- OH under SB221 in the process of evaluating programs
- For more information on MISO initiatives
 - Go to the MISO website and click the “Committees” tab, then go to the “Demand Response Work Group”



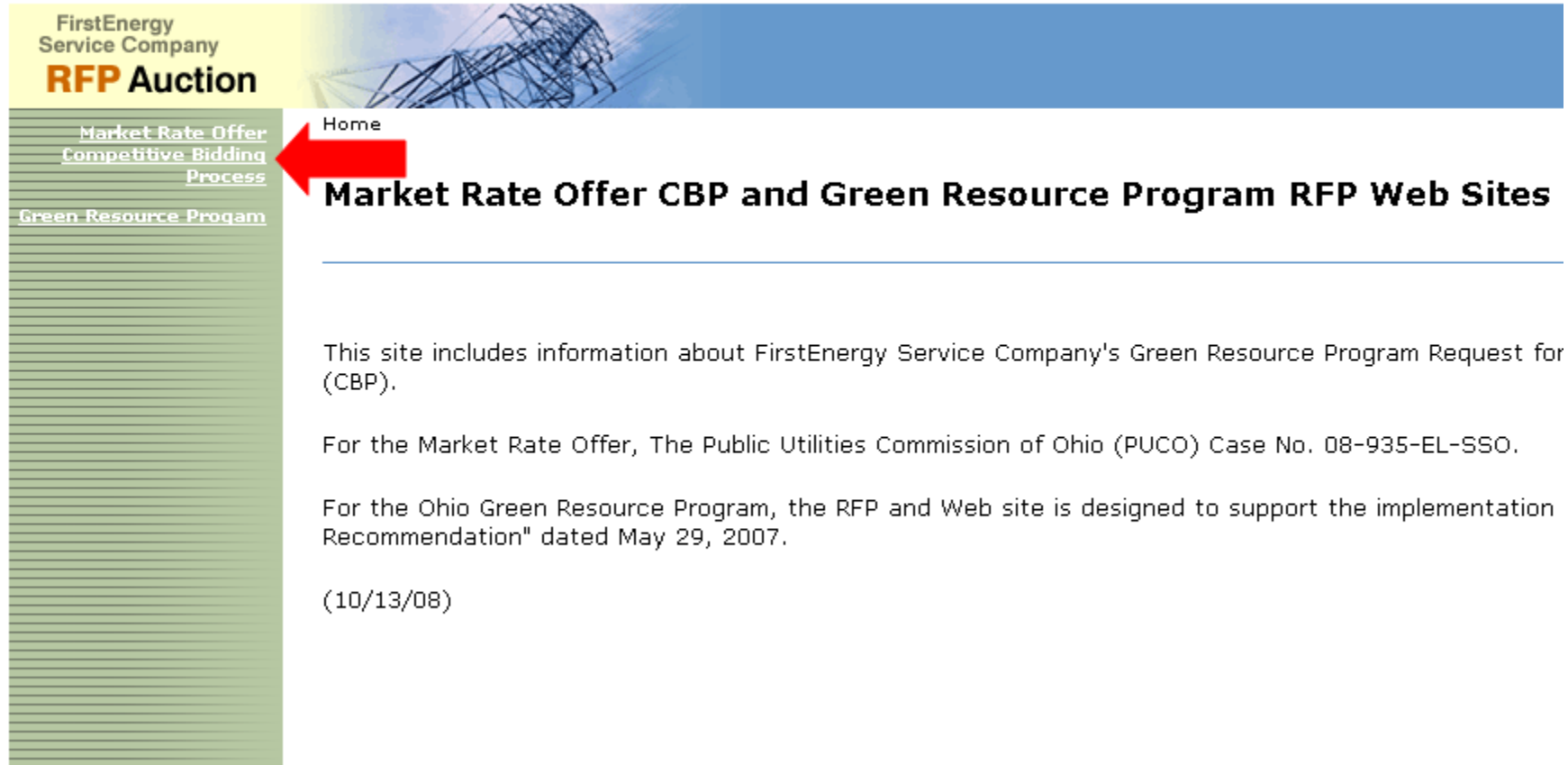
Website Format



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Web Site Home Page

Address  http://www.firstenergy-auction.com/index.html



FirstEnergy Service Company
RFP Auction

Home
Market Rate Offer Competitive Bidding Process
Green Resource Program

Market Rate Offer CBP and Green Resource Program RFP Web Sites


This site includes information about FirstEnergy Service Company's Green Resource Program Request for (CBP).

For the Market Rate Offer, The Public Utilities Commission of Ohio (PUCO) Case No. 08-935-EL-SSO.

For the Ohio Green Resource Program, the RFP and Web site is designed to support the implementation Recommendation" dated May 29, 2007.

(10/13/08)

MRO Competitive Bidding Process Home Page

Address  http://www.firstenergy-auction.com/Auction_.html

FirstEnergy
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RFP Auction



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Market Rate Offer (MRO) Competitive Bidding Process Web site

This Market Rate Offer (MRO) Competitive Bidding Process (CBP) Web site provides information for e proceedings for Public Utilities Commission of Ohio (PUCO) Case No. 08-0936. Please check this site

CBP Bidder Session Information


November 6, 2008 - 11AM to 3PM - Cleveland

November 13, 2008 - 11AM to 3PM - Columbus

[Bidder Session Details](#)

(10/31/08)

MRO – Supplier Documents Page

Address  http://www.firstenergy-auction.com/Supplier_Documents.html

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Supplier Documents

[Minimum and Maximum Starting Prices and Bid Participation Fee](#)

[CBP Schedule](#)

[CBP Rules](#)

[CBP Master SSO Supply Agreement](#)

[Application Part 1](#)

[Application Part 2](#)

[Pre-Bid Letter of Credit](#)

[Letter of Intent to Provide Guaranty](#)

[Letter of Reference](#)

[Communications Protocols](#)

[Table 1 for Exhibit C](#)

MRO – Load Data Page

Address  http://www.firstenergy-auction.com/Load_Data.html

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Load Data

[FirstEnergy Ohio Operating Companies Historic Hourly Loads](#) (*xls*)

[Energy Efficiency and Demand Response Plans for MRO](#) (*pdf*)

[Section 4928.64 of SB 221](#) (*pdf*)

[Section 4928.66 of SB 221](#) (*pdf*)

(10/14/08)



Q&A's



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