
	<h1>Procedure</h1>	Department: External Affairs
		Document No: PR-1204 v3.1
Title: ASSET ACQUISITION AND DISPOSITION	Issue Date: 05/20/21	
	Previous Date: 12/31/19	

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1 PURPOSE

This procedure establishes the process whereby American Transmission Company (ATC) performs a review of proposed acquisition or disposition of assets (a "Transaction"), documents review results, creates necessary agreements and closes Transactions to acquire or dispose of assets.

2 SCOPE AND APPLICABILITY

This procedure is applicable to acquisitions by ATC of existing utility assets and operating systems, and dispositions by ATC of existing utility assets and operating systems. In general, this procedure applies to:

- The correction of facility ownership to be consistent with ATC standards,
- Facilities \geq 69 kV formally proposed for acquisition,
- Other Transactions approved after "internal review".

Note: Federal Power Act section 203 and related regulations require, with respect to acquisition and disposition by ATC of assets subject to the jurisdiction of the Federal Energy Regulatory Commission ("FERC") of any value \$10,000,000 or higher, ATC must apply for and receive specific authorization from the FERC prior to closing any such transaction. For the acquisition and disposition by ATC of assets subject to the jurisdiction of the Federal Energy Regulatory Commission ("FERC") with a value of \$1,000,000 to \$9,999,999, ATC must submit a notification to FERC no later than 30 days after the date on which the transaction is consummated. From ATC's perspective, assets "subject to the jurisdiction of the FERC" generally include, but are not limited to, all or any portion of transmission lines, substations, transformers, switches, etc. Consult the ATC legal department regarding any interpretation of these rules and to ensure that all necessary regulatory approvals are obtained.

3 ROLES & RESPONSIBILITIES

Upon receipt of a Transaction proposal and consultation with legal, interconnection services (IS) can request the designation of execution team members from the team leaders or managers of the departments listed below. Other departments may be involved, depending on the transaction. The roles and responsibilities for each team member are also shown in this list.

Asset maintenance): participates on the execution team to determine risks associated with the proposed Transaction from a maintenance perspective and to review operations and maintenance records of the proposed Transaction equipment. Ensures all compliance requirements are met for their department as it relates to the transaction.

Asset management (asset planning & engineering (AP&E): participates on the execution team to determine risks and what information is needed from the seller/purchaser associated with the proposed Transaction from an engineering perspective. Ensures all compliance requirements are met for their department and related Project Engineering functions as it relates specifically to the Transaction including coordinating and providing information applicable the Transaction to other groups. Please see the Asset Acquisitions and Dispositions Guide (GDE-0486) and Records Request Form (FRM-0482) for further details.

Business partner services (BPS): participates on the execution team to determine risks associated with the proposed Transaction from an accounting perspective, provides or reviews reasonableness of net book values, and establishes project work order numbers. Provides work order number, upon request, to expense charges associated with the transaction. Ensures all compliance requirements are met for their department as it relates to the Transaction.

Customer relations (CR): coordinates the exchange of information between the party's necessary to support the Transaction, participates in the execution team to represent the counter-party's perspective. Ensures all compliance requirements are met for their department as it relates to the transaction.

Engineering (Construction): provides support as needed to generate drawings, i.e., OSD or an ECSD and coordinates the filing of all relevant information into the proper databases.

Environmental: participates on the execution team to determine risks associated with the proposed Transaction from an environmental perspective. Ensures all compliance requirements are met for their department as it relates to the transaction.

Interconnection services (IS): administers the Transaction process, convenes the execution team, facilitates the data gathering, data review and finalizes the recommendation to management on the proposed Transaction. Determines need and requests project manager participation for anything outside of substation purchases (transmission lines). Ensures all compliance requirements are met for their department as it relates to the transaction.

Legal (includes federal regulatory): drafts the formal legal documents necessary to complete a Transaction. Legal documents typically associated with a Transaction include: Asset Contribution Agreement, Bill of Sale, Assignments, Assumptions, opinion of ATCLLC Counsel, and appropriate Federal and/or State regulatory filings, specifically including FERC Federal Power Act section 203 requests for authorization to acquire or dispose of facilities subject to the jurisdiction of the FERC for assets with a value of \$10,000,000 and up and notifications for assets with a value or \$1,000,000 to \$9,999,999. Ensures all compliance requirements are met for their department as it relates to the transaction. Additionally, legal is also responsible for leading and conducting the formal closing of the Transaction.

Metering and control: participates on the execution team to determine risks associated with the proposed Transaction from a Metering and Control perspective. Ensures all compliance requirements are met for their department as it relates to the transaction. Works with Operations to determine what new facilities needs remote monitoring and control. Reviews and maintains Balance Authority metering points for new facilities. Ensure that communication is taking place between Metering & Control to Asset Engineering regarding Asset Transactions.

Project management (PM): when assigned, project managers will lead and oversee functional teams of ATC personnel to effectively and efficiently manage the asset transaction process. Ensures all compliance requirements are met for their department as they may relate to the transaction.

Real estate: participates on the execution team to inventory the existing land rights associated with the assets being transferred. Real estate provides this summary/inventory to engineering and maintenance to determine if the existing land rights are sufficient for the operation and maintenance of the facilities. If not, real estate will identify what additional or new land rights are needed. The required documents for the land rights transfer are identified and put in draft form by real estate for inclusion in the transfer agreement. Real estate will determine risks associated with the proposed Transaction from a real estate perspective. Ensures all compliance requirements are met for their department as it relates to the transaction.

System operations (includes EMS and reliability): participates on the execution team to determine risks associated with the proposed Transaction from an operations perspective. Ensures all compliance requirements are met for their department as it relates to the Transaction.

System planning (reliability planning group for transactions within the ATC footprint, special studies group for Transactions outside the ATC footprint): participates on the execution team to determine risks associated with the proposed transaction from a transmission planning perspective. Needs an AP&E assessment of ratings and equipment characteristics. Then reviews the Transaction for possible planning criteria impacts and subsequent related resource and capital impacts. Updates MISO models when needed. Ensures all system planning compliance requirement accountabilities are met that relate to the Transaction.

System protection and commissioning: participates on the execution team to determine risks associated with the proposed Transaction from a protections perspective. Ensures all compliance requirements are met for their department as it relates to the Transaction.

Treasury: participates on the execution team to determine risks associated with the proposed Transaction from a treasury perspective, establishes appropriate tax rates to be used in the Transaction, and coordinates with the execution team to have funds available to support the Transaction. Ensures all compliance requirements are met for their department as it relates to the transaction.

Seller/purchaser: contributes to the process by providing supporting documentation associated with the facilities to be transferred. The supporting information typically includes the following information but can include more (reference *Asset Acquisition Data Request*, FM-1202):

- Detailed descriptions of the facilities proposed to be transferred (both written descriptions and appropriate drawings).
- The original cost, near-term O&M costs, and the depreciated net book value calculated as of the transaction date
- Equipment test reports and equipment operation and maintenance history
- Documented proof of land rights and all real estate related information (copies of easements, permits, license agreements, third party pole attachment agreements, maps, surveys, plan and profile drawings that include third party attachments, title work, if applicable, etc.)
- Proof of all required certificates or authorizations provided by state or local government authorities to be transferred, if the seller is responsible for obtaining (e.g., certificate of public convenience and necessity (CPCN), DNR permits, etc.)
- Environmental related information (spill preventions plans, oil test records etc.)

4 HIGH LEVEL TRANSACTION PROCEDURE OVERVIEW

4.1 Process Oversight and Departmental Involvement

Interconnection services (IS) administers the Transaction process. IS will lead the communications with the internal management team to qualify/quantify the possible risks of proceeding with the Transaction. ATC departments typically involved with a Transaction review are listed in Section 3.

4.2 Transaction Proposal

A Transaction may be proposed in writing by the authorized site representative of the existing facility owner or by ATC. ATC then determines whether the Transaction is major or minor. Refer to Appendix F for further details on the Transaction proposal process and when a project manager gets involved. A review of ownership records to establish clear and concise limits of ownership change as well as need to acquire/dispose of assets will be performed.

An Asset Acquisition Summary (FM-1602) and AIM Notification Form (FM-1601), as applicable, is completed by customer relations-interconnection services (CR-IS). See Appendix A and C for templates of these forms.

The proposed Transaction is reviewed by representatives from customer relations, IS, functional management, regulatory, and legal to determine the extent and formality required to assess the Transaction proposal and risks associated with the Transaction. Functional management gives an informal notification to AIM.

Functional management is the director of customer relations-interconnection services as well as management of the minor execution team.

Legal will then begin preparing documentation for any of the following that apply to the transaction:

1. Bill of Sale or Asset Transfer Agreement. These documents will be reviewed and approved by each party but remain unexecuted until approval by any required Federal, State, Local legal or regulatory authorizations, specifically included but not limited to FERC authorization for ATC to acquire or dispose of assets subject to the jurisdiction of the FERC pursuant to FPA section 203 and related regulations. Execution of these documents (financial closing) will not occur until all required approvals have been received and all compliance requirements have been met.
2. Request(s) for authorization to obtain any required Federal, State, or Local legal or regulatory authorizations, specifically included but not limited to FERC authorization for ATC to acquire or dispose of assets subject to the jurisdiction of the FERC pursuant to FPA section 203 and related regulations.

These documents will be revised as necessary throughout the process and finalized as discussed in Section 5.13.

4.3 Execution team

The execution team is a cross-functional team of ATC subject matter experts established by IS or a project manager (PM) (depending on the scope of the transaction) to assess the proposed facilities in the transaction, assess any indirect impacts, review risks and develop mitigation plans as needed. Findings will be documented in the Asset Acquisition AIM steering committee briefing, Appendix C, for major transactions. (The extent of the asset review will be determined as described in section 4.2 above.

4.4 AIM steering committee approval (acquisition transactions)

After initial review of Transaction, risks, and mitigation for risks by the execution team, an asset acquisition AIM steering committee briefing, Appendix C, will be presented by CR-IS for evaluation by the AIM steering committee for major/high risk transactions. The AIM steering committee will authorize IS/PM to complete the acquisition within defined parameters. The threshold for going to AIM will be based upon the risks associated with the transaction.

4.5 Agreement execution

The Transaction is memorialized via an Asset Acquisition Agreement or Bill of Sale (BOS), including appropriate supporting information such as one-line diagrams, equipment listing, with net book value, associated real estate and environmental records, etc. IS, customer relations and legal coordinate the development and execution of this agreement. If FERC and/or state Public Service Commission authorization is required for the Transaction, the effectiveness of such documents will be made expressly subject to receipt of any such regulatory approvals and compliance required documentation.

If FERC and/or state Public Service Commission (PSCW, MPSC, etc.) authorization(s) are required for a Transaction, IS will send an email to all parties involved listed in Section 5.14.1 notifying parties that any request for authorization have been submitted to the relevant regulatory agency. IS will send an additional email to the same group once any required regulatory authorizations have been obtained.

Should a party other than ATC be required to request authorization from FERC and/or a state Public Service Commission (PSCW, MPSC, etc.), ATC will track this filing as it moves through the appropriate approval process. Notifications will be made to all parties in Section 5.14.1 as needed.

4.6 Finalization of the Asset Transfer

If required, ATC (and/or the transaction counterparty) will first obtain any required regulatory authorizations and compliance related documentation for the transaction. The transaction will then be finalized with the execution of the bill of sale and/or asset acquisition agreement, and any other associated documents (easements, pole attachment agreements, environmental documents, etc.). The exchange of closing documents and payment (typically via wire transfer) are also required to complete the transaction.

5 MAJOR/MINOR TRANSACTION PROCESS DETAILS

5.1 Proposal

A prospective buyer or seller submits a transaction proposal to ATC in writing, or ATC may propose a transaction. Customer Relations Representative creates a summary of the acquisition (reference *Asset Acquisition Summary, FM-1602*, in Appendix A. Initially, the proposed transaction is reviewed by representatives from Customer Relations, IS, CR-IS Director, Regulatory and Legal to determine the extent and formality required (specifically including any necessary regulatory approvals, such as FERC Federal Power Act section 203 authorization) of the Transaction proposal.

5.2 Informal Inquiry (Minor and Major)

ATC IS confirms clear and concise physical limits of the transaction with the transaction partner. ATC performs an informal inquiry into the relevant facility's original value, depreciated value, and Net Book Value¹, if not already included in the initial Proposal or on *FM-1602*. This initial inquiry is coordinated by the ATC Customer Relations Regional Manager assigned to the counter-party. IS/PM, Regulatory, and Legal continue to review Transaction to determine FERC involvement and state requirements based on values received, if not received and determined through Section 5.1. Interconnection Services then reviews the transaction with functional management to determine possible AIM notification utilizing *FM-1601*.

5.3 Work Order (Minor and Major)

For minor asset acquisitions and dispositions, internal and external charges should be charged to one of the three assigned work order numbers – Alliant, We Energies, and general. For major transactions, the Project Manager (PM) will contact Business Partner Services (BPS) to obtain the

¹ Net Book Value is defined as the original cost of an asset less accumulated depreciation.

necessary work order number(s). All time should be charged to this WO by all members of the transaction team to capture the efforts related to the acquisition/disposition.

5.4 Execution team (minor)

If the transaction relates to anything involving a substation and/or substation asset acquisition/disposition not resulting in construction activities, CR-IS manages the transaction. CR-IS ensures that the appropriate departments are involved in the transaction. This is determined by the substation and/or asset along with assistance from Functional Management and the Regional/Account Manager.

5.5 Supporting information (minor)

For asset acquisitions, the interconnection specialist works with impacted internal departments to determine what information is needed.

If a disposition is occurring, the customer relations representative gathers a list of data the Purchaser needs to evaluate the asset and transaction. The execution team gathers this information and delivers it to the customer relations representative for review by the Purchaser. Purchasers are welcome to use ATCs data forms to determine what data might need to be collected.

5.6 Execution team (major)

If the transaction relates to a T-Line acquisition/disposition and/or is likely to result in construction activities (major), a Project Manager is requested for the process to manage the transaction. Sections 5.1, 5.2, and 5.3 commence and an execution team is established to review the proposed transaction and determine the risks associated. This is accomplished by the PM contacting the Director/Manager of each of the functional areas listed in Section 3, as appropriate, and requesting a subject matter expert to be assigned to the execution team.

5.7 Supporting information (major)

If an acquisition is occurring, the execution team requests supporting information on the proposed Transaction with sufficient detail for the team to evaluate the equipment involved in the Transaction and make a risk recommendation to management on the proposed Transaction.

5.8 Review parameters (minor and major)

In acquisitions, representing their respective departments, execution team members (major transaction)/impacted (minor transaction) internal departments review the available asset information. The review must note the following information:

1. Overall condition of equipment or land rights associated with the facilities to be acquired,
2. Quality of records associated with the facilities to be acquired,
 - a. Records will be assessed for content and quality of the data. Records determined to be adequate for ATC use will be assimilated into ATC's appropriate databases. Refer to Construction and Asset Management tool PE-T-7001 Data Management Systems-Engineering Closeout Responsibilities for a listing of application databases that may require input.
 - b. Where records are missing or inadequate for meeting ATC's compliance, safety or operating needs, the project execution team will evaluate methods of acquiring this data and plan for any mitigations.
3. A field check of the facilities to be acquired may be required as determined by the execution team to confirm:
 - a. There are no discrepancies between As-Built drawings and equipment in the field,
 - b. For Asset Maintenance/Management, T-Line Services/Substation Services needs please reference, *Asset Acquisitions and Dispositions GDE-0486 and Records Request FRM-0482*,
 - c. Equipment ratings match the descriptions provided,

- d. Facilities or equipment were not over-looked when the Transaction was initially proposed.
- 4. Risks that should or must be considered and/or addressed before or after the Transaction is completed, including but not limited to:
 - a. Facilities requiring replacement
 - b. Vegetation management to be performed
 - c. Land rights to be reinforced

5.9 Documentation (minor and major)

The PM and execution team will evaluate risks, identify any major, sensitive, or urgent mitigations needed with ownership change and report them in an *Asset Acquisition AIM Steering Committee Briefing Form, FM-1601* (reference Appendix C) for all major transactions. For minor transactions, Interconnection Services will discuss with the manager of the affected departments identified deficiencies and risks for determination of the appropriate resolution, including pre- and post-closing options.

5.10 Information storage and accessibility

For transactions, IS will save the asset information provided by Transaction counterparty in the Asset Transfers project folder on SharePoint, ([Asset Transactions](#)), under a folder with the name of the primary asset location. Interconnection Services will notify execution team members (major transactions)/impacted departments (minor transactions) when new information is received. Access to these folders is not restricted and is accessible to all execution team members. Appendix E shows an example of the file structure used to organize the facility information.

5.11 AIM Steering Committee Approval (major)

After review by the execution team, a brief will be prepared by the execution team, led by IS/PM, for evaluation by the AIM Steering Committee, *Asset Acquisition AIM Steering Committee Briefing Form, FM-16-01* located in Appendix C. AIM Steering will authorize IS and PM to complete the acquisition within defined parameters. The threshold for going to AIM will be based upon the risks associated with the transaction.

5.12 Formal Inquiry (minor and major)

ATC performs a formal inquiry into the relevant facility's depreciated value and Net Book Value². This inquiry is coordinated by the ATC Customer Relation Regional Manager assigned to the Transaction counter-party.

5.13 Legal, regulatory and formal documentation (minor and major)

Legal and Regulatory will finalize the following necessary transaction documents:

1. Bill of Sale or Asset Transfer Agreement. These documents will be reviewed and approved by each party but remain unexecuted until approval by any required Federal, State, Local legal or regulatory authorizations, specifically included but not limited to FERC authorization for ATC to acquire or dispose of assets subject to the jurisdiction of the FERC pursuant to FPA section 203 and related regulations.
2. Asset Acquisition Agreement or Asset Disposition Agreement.
3. Request(s) for authorization to obtain any required Federal, State, or Local legal or regulatory authorizations, specifically included but not limited to FERC authorization for ATC to acquire or dispose of assets subject to the jurisdiction of the FERC pursuant to FPA section 203 and related regulations.

5.14 Preparation for assimilation or elimination of asset records and drawings

² Net Book Value is defined as the original cost of an asset less accumulated depreciation.

Upon confirmation of an asset transaction filing to FERC or financial closing, the Asset Engineer will prepare for record updates into ATC's various databases upon closing. Functional team members will review pending data uploads in preparation for ATC's compliance and operational needs.

5.15 Closing document preparation (minor and major)

5.15.1 Legal documents

Legal will prepare the following necessary transaction documents:

1. Assignment and assumption of permits, contracts, warranties, affidavit of non-foreign status and opinion of ATCLLC Counsel.

5.15.2 Legal to confirm receipt of any required regulatory approvals

5.15.3 Land rights documents

With supporting documentation from real estate, Legal will put into final form any necessary new or amended land rights documentation, such as grants of easement, easement assignments and pole attachment agreements. Upon execution of land rights documents, the original, fully executed copies of the land rights documents will be forwarded to real estate for recording purposes. Recorded copies will be returned to legal and stored in ATC's permanent land rights data base.

5.15.4 Wire transfer request form (minor and major)

Legal will prepare a wire transfer request form and submit to Treasury along with a copy of the executed Bill of Sale. (Appendix D for an example of the Wire Transfer Request Form).

5.16 Closing (minor and major)

Closing signifies the culmination of the Financial Transaction process. Once the necessary documentation is fully executed, any monetary transactions associated with the Transaction are complete, and all required regulatory approvals have been obtained then the acquiring party takes possession of the assets transferred.

The closing date is set by legal and the seller/purchaser on a mutually agreed upon date and time. Closing may be in-person or may be accomplished by exchanged documents via mail, email or courier. Legal document preparation and logistics for the meeting are established by ATC legal. Any follow-up legal filings are also coordinated by ATC legal. As appropriate, ATC legal will maintain all original copies of the associated Transaction documents consistent with ATC's record management policy.

5.16.1 Assimilation of asset records and drawings

For major Transactions, PM will notify transaction team members of closing in an email announcement and through an in-service notification of the ownership change initiating ATC's responsibility of applicable compliance and operating requirements. Team members are expected to finalize any pending changes in their management systems or databases as a result of the transaction closing.

The following work groups will receive requested documentation and notice of asset disposal or acquisition:

- Asset maintenance
- Asset management
- Business partner services
- Commissioning
- Customer relations-interconnection services
- Engineering
- Environmental
- Federal regulatory

- Forward operations
- Legal
- Metering and control
- Operational Compliance
- Real Estate
- Substation services
- System operations – EMS
- System protection and commissioning
- T-Line services
- Treasury
- ATC asset records and data management to support of the following systems: ProjectWise, GIS, CASCADE, SELD, SALL

5.17 Post-closing (minor and major)

If the transaction is an acquisition, IS will make an internal request for any final needs associated with the transaction. IS specialist will request, receive and disseminate documentation requested by ATC personnel. Along with disseminations of the documentation, IS specialist will notify all personnel that the Transaction is closed and ensure there are no further comments on the documentation. If there are further questions or needs, a conference call is set-up between the two parties.

If the transaction is a disposition, the customer relations representative will inquire to the purchaser if there is any further data, documents, needs, or questions. If yes, this will be relayed to IS and the respective representative and they will work to obtain purchasers requests for approval.

5.17.1 Post-Closing Regulatory Requirements

If necessary, legal will prepare and file (in conjunction with other affected stakeholders such as Business Partner Services, Regulatory) any Notice of Consummation and /or Final Accounting Entries, etc. that may be required to be filed with relevant Federal or State regulatory agencies as a condition of any authorization granted for the Transaction.

6 ATTACHMENTS

(See Appendices below)

7 DOCUMENT REVIEW

This template will be reviewed and revised as necessary no less than every three years.

8 RECORDS RETENTION

Documents are maintained per the Records Retention Schedule, ATC's Archive Center SharePoint Site, and the Enterprise Information Management Policy.

9 REFERENCES

Asset Acquisition and Disposition Business Practice (BP-0404)
Asset Acquisitions and Dispositions Guide (GDE-0486)
External Relations Document Control Guide (GD-1001)
FERC 203 Filings (LEG-PRO-001)
Legal Review, Procurement, and Expenditure Authorization

Enterprise Information Management Policy


9.1 Revision Information

Version	Author	Date	Section	Description
3.0	Danielle Hall	12-13-19	All	Modified Procedure to indicate FERC 203 changes as well as internal Department process changes
2.0	Danielle Hall	12-21-16	All	Modified entire Procedure to match the new company culture of being a buying entity; also updated to reference FPA section 203 authorizations.
1.0	John Raisler	7-31-14	All	Updated reference to specifically reference separate FPA section 203 authorizations required for acquisitions/dispositions by ATC; specifically required consultation with Legal as part of any acquisition or disposition; modified forms accordingly.
0.0	Andrew Cotter/John Raisler	10-24-12	All	New

10 DEFINITIONS

- Acquisition – The act of purchasing an asset related to the business of ATC, a municipality, a cooperative, and/or a load distribution company.
- Disposition – The act of selling an asset related to the business of ATC, a municipality, a cooperative, and/or a load distribution company.
- “Major” Transaction – An acquisition or disposition related to a T-Line or other such transaction that be successful with the leadership of the Project Management process.
- “Minor” Transaction – An acquisition or disposition related to a substation or substation equipment that does not require the Project Management process but can be successful with the leadership of Customer Relations-Interconnections services and the support of legal, and other affected departments (to be determined by the type of asset as well as value)
- Purchaser – The party who is acquiring what is being sold
- Seller – The party who is selling what the other party needs/wants/or is disposing of.

APPENDIX A ASSET ACQUISITION SUMMARY/AIM NOTIFICATION

	Form	Department:	External Affairs
		Document No:	FM-1602 v2.0
Title: ASSET ACQUISITION/DISPOSITION SUMMARY		Issue Date:	01-16-2019
		Previous Date:	12-21-2016

Summary of Asset [REDACTED] between ATC and [REDACTED]

Summary of how acquisition started:

[REDACTED]

Were other alternatives or additions to the acquisition reviewed such as asset swaps, etc.:

[REDACTED]

Assets & description of:

[REDACTED]

Asset values:


- Original value as of [xx/xx/xx] [\$]
- Depreciated value as of [xx/xx/xx] [\$]
- Netbook value as of [xx/xx/xx] [\$]

Is [REDACTED] & ATC ready to move forward with the acquisition process?

Other pertinent information for Project Manager & Execution Team:

[REDACTED]

APPENDIX B ASSET ACQUISITION DATA REQUEST

	Form	Department:	External Affairs
		Document No:	FM-1202 v3.0
Title: ASSET ACQUISITION DATA REQUEST		Issue Date:	01-16-2019
		Previous Date:	12-21-2016

Please provide, from this list, what you have readily available. Review the form and notify ATC within two (2) weeks when we can expect readily available data.

N/A - Not applicable, not requested

- Requested

Full Inventory of all facilities to be considered

- Property units by vintage
- Original costs, near-term O&M costs, accumulated depreciation, and net book value (NBV)
- Nameplate information (e.g. ratings and serial numbers on transformers, circuit breakers, RTU equipment, etc.)
- Asset Location (line number and/or substation name)

Real Estate documents

- Existing land rights documents for assets to be transferred (e.g. easements and ownership documents)
- Land survey and title insurance for substations to be transferred
- Permits / Certificates (e.g. CPCN, DNR Permits, Corps of Engineers, resolution for use of road right-of-way, Forest Service, Highway, etc.)
- Railroad licenses
- Existing pole attachment agreements
- Map depicting land rights to be transferred and location of existing underbuild

Engineering drawings and asset design documentation

- Physical and electrical drawings
 - o Plan & profile drawings with elevation
 - o One-line diagrams
 - o Site layout and general arrangement, including metering, relaying and SCADA
- System capability data
 - o CADD design files
 - o Design standards
 - o Construction specification and related project files (e.g. design calculations and supporting data)
 - o Substation equipment OEM manuals and manufacturer drawings (including copies of purchase orders and specifications)
- Customer engineering contact (e.g. name, phone, e-mail)
- Review Asset Records Transfer Form and Drawing Exchange Agreement

Environmental documents

- Phase 1 property assessment for substations
- Access agreements for off-right-of-way access necessary for operation or maintenance of facilities to be transferred
- List of equipment that may contain PCBs
- Circuit breaker oil PCB test results
- Other environmental information, as relevant

Maintenance information

- Groundline, walking and aerial inspection data and dates
- Right-of-way maintenance and vegetation management data
- Substation equipment maintenance data (e.g. equipment test reports, records of maintenance performed)

Operational information

- Transmission line and equipment ratings documentation
- Switch designation diagrams

Compliance data

- NERC Reliability Standard Audit Worksheets

Revision Information

Version	Author	Date	Section	Description
3.0	Danielle Hall	01-16-19	All	Added key
2.0	Danielle Hall	12-21-16	All	Review to ensure information is still pertinent
1.0	John Raisler	010-01-12	All	New

APPENDIX C AIM STEERING COMMITTEE BRIEFING

	<h2>Form</h2>	Department:	External Affairs
		Document No:	FM-1601 v1.0
Title: ASSET ACQUISITION AIM STEERING COMMITTEE BRIEFING		Issue Date:	12-21-2016
		Previous Date:	N/A

[REDACTED] **Asset Acquisition**
 AIM Steering Committee Briefing
 Date: [REDACTED]

Purpose

Secure ATC management approval to pursue acquisition of [REDACTED] assets.

Map of facilities to be Acquired

[Insert map of facilities to be acquired]

Overview of Assets

[REDACTED] currently owns the [REDACTED] [facilities name and description]. This line (and the City's ownership) also includes a "Tap" to the City's "Westside Substation". The line is approximately [REDACTED] miles long, was built in the year [REDACTED]. Benefit to ATC network, upcoming ATC projects, or other compelling facts- [REDACTED]

Budget

The Facilities have a net book value of \$ [REDACTED] and preliminary review suggests near-term O&M requirements of up to \$ [REDACTED].

Next Steps, Timing, and Completion

- Negotiate and finalize legal agreements and documents
- File for and receive FERC approval
- Complete purchase
- Integrate facilities into ATC records and business systems

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Area of Focus	Uncertainty/ Risk	Comments	Mitigation Plan/ Options
Federal Regulatory	FERC approval needed		
State Regulatory	State approval needed		
Compliance	Potential NESC code violations		
Financial / Value	Costs for potential rebuild		
Real Estate	Missing land rights		
Vegetation Management	Trees in easement		
Legal			
Competitive	Could Utility sell facilities to another company?		
Environmental			
Operations			
Planning			
Asset Maintenance			
System Protection			

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APPENDIX D WIRE TRANSFER REQUEST



W234 N2000 Ridgewood Parkway Court
 P.O. Box 47
 Waukesha, WI 53187-0047

WIRE TRANSFER REQUEST FORM

PLEASE NOTE: THIS REQUEST MUST BE STAPLED TO THE ORIGINAL APPROVED INVOICE

PAYMENT INFORMATION

Total Amount Due	_____	Today's Date	_____
Requested Funds Transfer Date	_____	ATC Contact	_____
Payee Name	_____	Approved By	_____
Invoice #	_____	Signature	_____
		Title	_____

INITIAL WIRE TRANSFER SET-UP

Pay To:

Bank Name (Required) _____
 Bank Address (City & State/Country Required) _____
 Bank Routing (Required) _____
 Beneficiary Name (Required) _____
 Beneficiary Bank Account # (Required) _____
 Beneficiary Address (if Applicable) _____
 Reference (Optional) _____

PLEASE NOTE THE FREQUENCY OF THIS PAYMENT

One Time Weekly Monthly Other _____

SPECIAL HANDLING REQUESTS

PLEASE RETURN TO:

To: ATC Treasury Department
 Attn: Heather Techmeier
 Phone #: (262) 506-6146

Account Coding				
Amount	Project	Task	Cost Center	NOE
_____	_____	_____	_____	_____

APPENDIX E ASSET TRANSACTION FILE FOLDER STRUCTURE

SharePoint

HOME BUSINESS ENTERPRISE ASSETS HELP

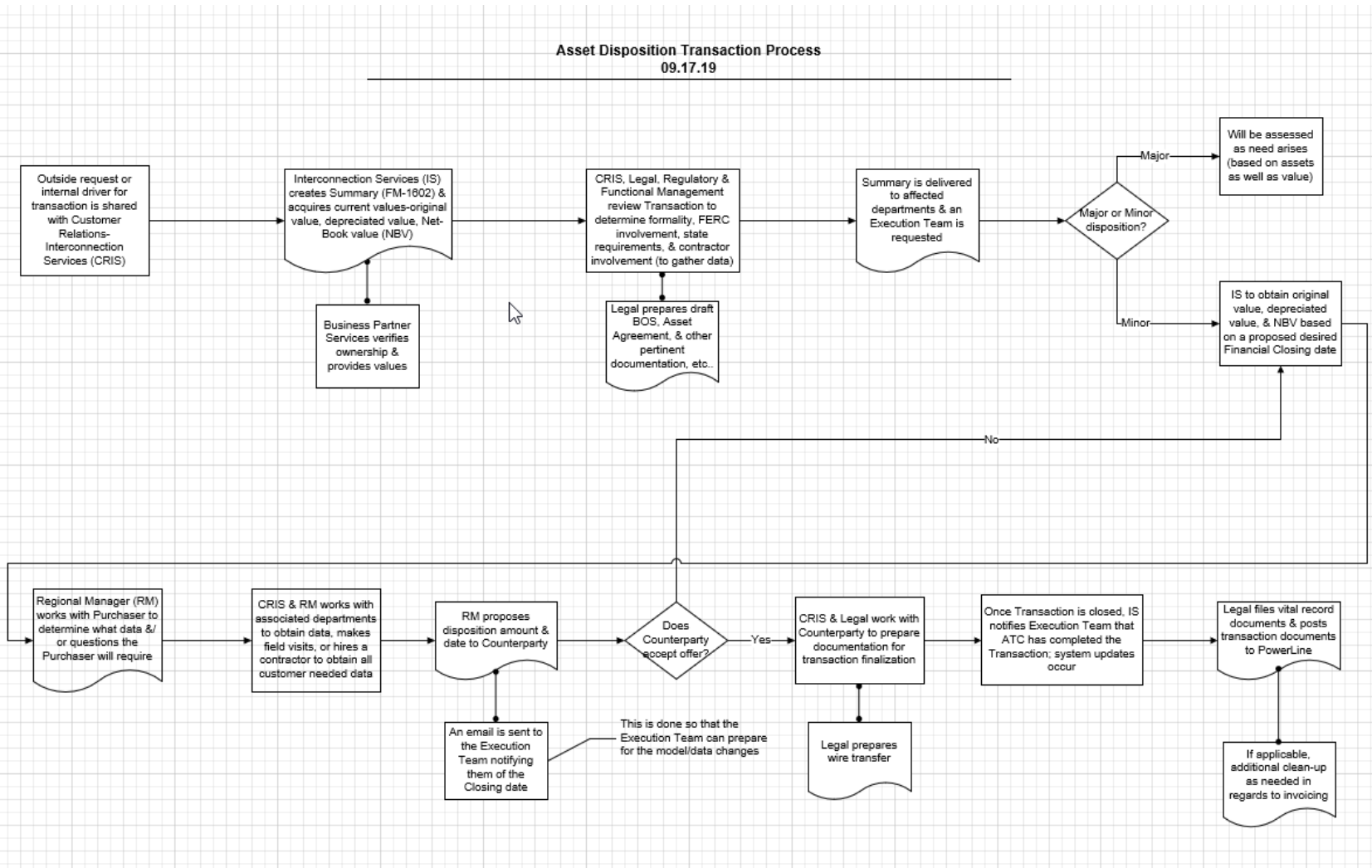
Asset Transactions > Transactions

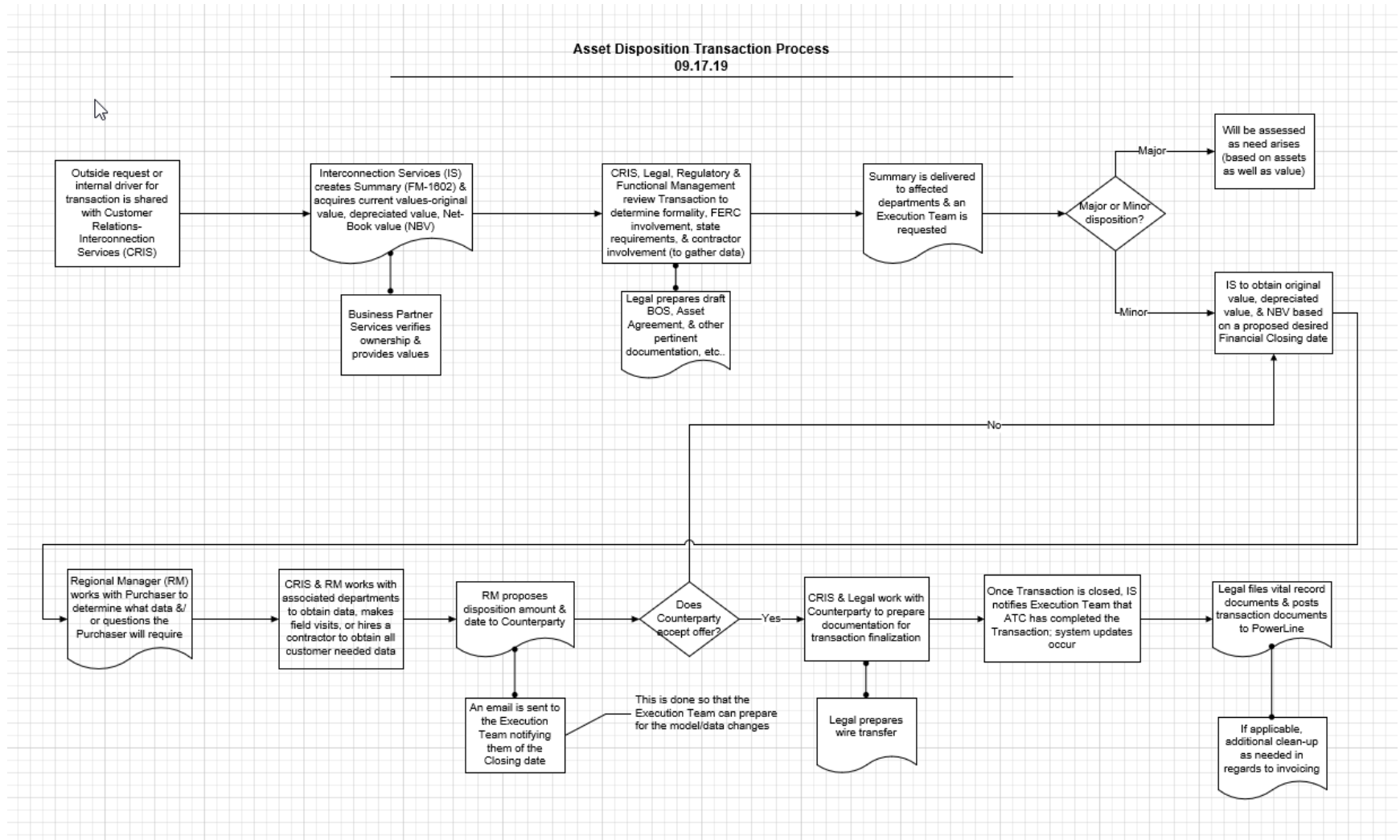
New Upload Sync Share More

By Transaction All Documents By Document Group Find a file

Name	Transaction Status	Customer	Location Identifier
Transaction : Acquisition (5)			
Cloverland-Carmeuse 69kV TLine	Pending Kick-off	Cloverland	Carmeuse
Dominion_Kewaunee_Common Facilities Acquisition	Pending Kick-off	Dominion	Kewaunee
MGE_North Madison Gravel Acquisition	Closed	MGE	North Madison
WEPCo_28th St Disconnect Switch	Closed	WEPCo	28th St
WEPCo_Spring Valley	Pending Kick-off	WEPCo	Spring Valley
Transaction : Combination (3)			
Alliant_2017 Transaction	Closed	Alliant	Birchwood; Eden; Kilbourn; Lone Rock; Nelson Dewey; N
Alliant_2019 Transaction	Pending Kick-off	Alliant	Roshlot; Verona; Yahara River; Walworth
WEPCo_Strawberry Hill_Cloverleaf	Pending Kick-off	WEPCo	Strawberry Hill; Cloverleaf
Transaction : Disposition (3)			
Reedsburg_Reedsburg	Closed	Reedsburg	Reedsburg
WEPCo_Eden Disconnect Switch	Pending Kick-off	WEPCo	Eden SS

APPENDIX F PROCESS FLOWCHART





Asset Acquisition Project Management Transaction Process
09.17.19

