



# FERC Standards of Conduct Policy and Procedures

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## GPE-FERC Standards of Conduct

### FERC Standards of Conduct Policy and Procedures

#### Overview

It is the policy of Great Plains Energy Incorporated and its subsidiaries (the “Company”) to fully comply with the Standards of Conduct (the “Standards”) established by Orders 2004, 2004-A and 2004-B of the Federal Energy Regulatory Commission (the “FERC”), as they may be supplemented or amended.

The Standards are based on two general principles. The first general principle requires Kansas City Power & Light Company (“KCP&L”) employees engaged in transmission system operations to function independently from employees of KCP&L’s Marketing and Energy Affiliates (as defined below). The second general principle is that KCP&L must treat all transmission customers, affiliated and non-affiliated, on a non-discriminatory basis, and must not operate its transmission system to preferentially benefit a Marketing or Energy Affiliate.

The Standards and the Company’s procedures implementing the Standards are set out below. The procedures are designed to carry out the policy of the Company and comply with the Standards of Conduct by:

- separating employees engaged in transmission functions from those engaged in marketing and sales for resale of natural gas or electricity;
- ensuring that all transmission customers, affiliated and non-affiliated, are treated on a nondiscriminatory basis;
- ensuring that information required by the Standards is posted in a timely manner;
- ensuring that appropriate training on the Standards is provided;
- describing the permissible interaction of employees engaged in transmission functions with employees engaged in marketing and sales functions or employed by Energy Affiliates; and
- providing guidance to directors, officers and employees on complying with the Standards.

#### Responsibilities

It is the responsibility of all directors, officers and employees of the Company to comply with the provisions of the Standards and the Company policy and procedures, both in spirit and to the letter.

No policy or procedure can cover every situation that might occur. Questions and concerns about interpretation or application of the policy or procedures should be directed to the Standards Compliance Officer for the policy and procedures. The name and contact information for the Standards Compliance Officer is provided in the “Standards Compliance Officer” section, below.

#### Definitions

The following terms are used in these procedures:

##### **Affiliate:**

“Affiliate” means another person which controls, is controlled by or is under

common control with, such person. An Affiliate includes a division that operates as a functional unit. “Control” includes, but is not limited to, the possession, directly or indirectly and whether acting alone or in conjunction with others, of the authority to direct or cause the direction of the management or policies of a company. A voting interest of 10 percent or more creates a rebuttable presumption of control.

**Company:**

“Company” means Great Plains Energy and its subsidiaries.

**Employee:**

“Employee” means an employee, contractor, consultant or agent.

**EMS:**

“EMS” means KCP&L’s Energy Management System.

**Energy Affiliate:**

“Energy Affiliate” means an affiliate of KCP&L (including a division that operates as a functional unit) that: (i) engages in or is involved in transmission transactions in U.S. energy or transmission markets, (ii) manages or controls transmission capacity of a Transmission Provider in U.S. energy or transmission markets; (iii) buys, sells, trades or administers natural gas or electric energy in U.S. energy or transmission markets; or (iv) engages in financial transactions relating to the sale or transmission of natural gas or electric energy in U.S. energy or transmission markets.

KCP&L’s Energy Affiliates are identified in Appendix A. This appendix will be updated as Energy Affiliates change.

**Energy Affiliate employee:**

“Energy Affiliate employee” means an employee engaged in Energy Affiliate activities. All employees of Energy Affiliates are considered Energy Affiliate employees. GPES and other KCP&L employees may also be Energy Affiliate employees, regardless of their department, if they engage in Energy Affiliate activities.

**FERC:**

“FERC” means the Federal Energy Regulatory Commission.

**GPES:**

“GPES” means Great Plains Energy Services Incorporated, the service company for the Great Plains Energy holding company system.

**Marketing, Sales or Brokering:**

“Marketing”, “sales” or “brokering” means a sale for resale of natural gas or electricity. Marketing and sales employees are those who are in functions, units or departments that engage in marketing or sales for resale of natural gas or electricity. The term does not include employees who are in functions, units or departments that engage solely in bundled retail sales of natural gas or electricity.

**Marketing Affiliate:**

“Marketing Affiliate” means an Affiliate of KCP&L that engages in marketing, sales or brokering activities. All Marketing Affiliates are Energy Affiliates. Appendix A identifies KCP&L’s Marketing Affiliates.

**OASIS:**

“OASIS” means Open Access Same-Time Information System. KCP&L’s OASIS website is located at <http://sppoasis.spp.org/OASIS/KCPL>.

**Shared employee:**

“Shared employee” means a director, officer, employee, contractor or agent who:

- is not a Transmission Function or Marketing or Energy Affiliate employee; and
- is within one or more of the following categories:
  - support employees, including legal, accounting, human resources, travel and information technology;
  - senior officers and directors;
  - field and maintenance employees and their immediate supervisors; and
  - risk management employees.

Shared employees of KCP&L include:

- the directors of KCP&L;
- the officers of KCP&L who are not Transmission Function or Marketing or Energy Affiliate employees;
- KCP&L field and maintenance employees and their immediate supervisors;
- all other KCP&L employees who are not Transmission Function or Marketing or Energy Affiliate employees and who provide support services to the KCP&L Transmission Services Division or the KCP&L Fuels, Power Sales & Services and Energy Resource Management Departments; and
- all GPES employees who are not Transmission Function or Marketing or Energy Affiliate employees.

**Standards:**

“Standards” means the Standards of Conduct for Transmission Providers adopted by the FERC in Orders 2004, 2004-A, 2004-B, 2004-C and 2004-D, as

supplemented or amended.

**Subsidiary:**

“Subsidiary” means an entity in which Great Plains Energy has, directly or through its subsidiaries, either (i) more than 50% of the voting rights, or (ii) the power to control that entity.

**Transmission Function:**

“Transmission Function” means transmission system operations or reliability functions, including day-to-day duties and responsibilities for planning, directing, organizing or carrying out transmission-related operations.

**Transmission Function employee:**

“Transmission Function employee” means an employee, contractor, consultant or agent of KCP&L who conducts transmission system operations or reliability functions, including, but not limited to, those who are engaged in day-to-day duties and responsibilities for planning, directing, organizing or carrying out transmission-related operations.

All employees in KCP&L’s Transmission Services Division are Transmission Function employees. In addition, employees working in the KCP&L departments identified in Appendix B are considered Transmission Function employees. Other KCP&L employees may also be Transmission Function employees, regardless of their department, if they engage in Transmission Functions.

**References**

The policy and procedures apply the Standards to the Company’s current organizational structure. Sections of the FERC’s rules establishing the Standards (18 CFR Part 358) are cross-referenced in parentheses in the policy and procedures to ensure that all Standards are addressed.

**Independence of Transmission Function Employees**

**Separation of Functions**

Standards:

1. Except as provided in the next paragraph, the employees of KCP&L engaged in Transmission Functions must function independently from the employees of KCP&L’s Marketing and Energy Affiliates. (§358.2(a) and §358.4(a)(1))
2. In emergency circumstances affecting system reliability, KCP&L may take whatever steps are necessary to keep the system in operation. KCP&L must report to the FERC and post on the OASIS each emergency that resulted in any deviation from the Standards, within 24 hours of such deviation. (§358.4(a)(2))
3. All employees of KCP&L Marketing and Energy Affiliates are prohibited from conducting transmission system operations or transmission system reliability functions and from having access to the Transmission Control Center or backup center facilities used for transmission operations or reliability functions that differs

in any way from the access available to other transmission customers.  
(§358.4(a)(3)(i) and (ii))

4. KCP&L may share support employees and field and maintenance employees with its Marketing and Sales Affiliates. (§358.4(a)(4))

5. KCP&L may share with its Marketing and Energy Affiliates senior officers and directors who are not Transmission Function employees. KCP&L may share transmission information with its shared senior officers and directors, provided that they do not participate in directing, organizing or executing transmission system operations or marketing functions, or act as a conduit to share such information with a Marketing or Energy Affiliate. (§358.4(a)(5))

6. KCP&L may share risk management employees that are not engaged in Transmission Functions or sales or commodity functions with its Marketing and Energy Affiliates. (§358.4(a)(6))

Procedures:

1. KCP&L physically separates Marketing and Energy Affiliate employees from the transmission operations function by providing facilities that reduce contact. Currently, KCP&L's internal Marketing and Energy Affiliate employees are located at the 1201 Walnut Street, Kansas City, Missouri 64106 offices and Transmission Function employees, with the exception of the Vice President – Transmission Services and the Vice President – Customer Operations, are located at the 801 Charlotte and Front and Manchester, Kansas City, Missouri offices and in KCP&L service centers. Employees of Strategic Energy are located at facilities other than 801 Charlotte, Front and Manchester and KCP&L service centers.

2. Transmission Function employees will not engage in the sale, purchase, trading or administration of natural gas or electric energy, or in financial transactions relating to the sale or transmission of natural gas or electric energy. No Transmission Function employee will be authorized under KCP&L's transaction approval policies and procedures to engage in any natural gas, electric energy or electric capacity transaction.

3. All KCP&L Transmission Function employees are under the management and direction of the Vice President – Transmission Services and the Vice President – Customer Operations, who report to the Senior Vice President Delivery, who reports to the President and Chief Executive Officer of KCP&L. No Marketing or Energy Affiliate employee will report, directly or indirectly, to these officers. .

4. All KCP&L internal Marketing and Energy Affiliate employees are under the management and direction of the Senior Vice President – Supply, who reports to the President and Chief Executive Officer of KCP&L. No other KCP&L employees shall be allowed to engage in activities which would result in such employees being deemed Marketing or Energy Affiliate employees. No Transmission Function employee shall report, directly or indirectly, to the Senior Vice President – Supply.

5. Access to the KCP&L primary and backup transmission operations control

centers shall be controlled by access card. Issuance of access authority shall be controlled by the Manager – Transmission Planning and Operations or designee. The facilities access cards issued to KCP&L Marketing or Energy Affiliate employees will be programmed such that the card readers outside the transmission operations control centers will not open the secured doors for such employees.

6. All office areas occupied by Transmission Function employees shall be secured to prevent unauthorized access by KCP&L Marketing or Energy Affiliate employees. The means to secure the office areas vary from facility to facility, and include card readers, locked doors and guards.

7. All KCP&L transmission substations shall be secured to prevent unauthorized access by any person. KCP&L Marketing or Energy Affiliate employees shall not be permitted to enter a transmission substation except in the event of emergency circumstances, described below.

8. In the event that KCP&L Marketing or Energy Affiliate employees seek to enter the transmission operations control centers or office areas occupied by Transmission Function employees, prior approval must be obtained from the Manager – Transmission Planning and Operations or designee. Such approval will not be given if the access sought is not available to other transmission customers. Transmission Function employees must record the access by documenting in a log the KCP&L Marketing or Energy Affiliate employees allowed access and the nature of their business. Marketing or Energy Affiliate employees allowed access will be escorted at all times. The escort of a Marketing or Energy Affiliate employee will take all necessary precautions to assure that no transmission information is viewed by the Marketing or Energy Affiliate employee.

9. The Company's wholesale energy risk and other risk management activities are conducted pursuant to Great Plains Energy, KCP&L, Strategic Energy and other subsidiary policies and procedures. Employees, including shared employees and senior officers, have certain fiduciary responsibilities, corporate governance roles and risk management responsibilities under these policies. These shared employees and senior officers will not take any other actions that would cause them to become Transmission Function or Marketing or Energy Affiliate employees.

10. For purpose of applying this standard, "emergency" shall be defined as a system condition under which the transmission operator believes, based on the facts and circumstances known to him at the time, that coordination with the Marketing or Energy Affiliates in a manner other than permitted by these Standards and procedures is necessary to prevent or recover from a loss of load, unacceptable voltage degradation, thermal overloads or system instability.

11. Any deviation from the Standards or these procedures as the result of an emergency condition will be posted on the OASIS by the KCP&L Transmission Services Department and reported to the FERC by that Department within 24 hours of the deviation. At a minimum, the report shall include:

- a. The nature and justification of the emergency situation.
- b. The names of Marketing or Energy Affiliate employees

who were granted access to the restricted areas or provided with transmission information, other than in accordance with these Standards or procedures, necessary to restore or stabilize the system.

- c. The names of personnel from the transmission operations function who engaged in off-system purchases of emergency energy.
- d. The time period of the emergency situation.

**Organization  
Charts and Other  
Information**

Standards:

KCP&L shall post on the OASIS:

1. The names and addresses of its Marketing and Energy Affiliates. (§358.4(b)(1))
2. A complete list of any facilities shared by KCP&L and its Marketing and Energy Affiliates. The list shall include the types of the facilities shared and the addresses of such facilities. (§358.4(b)(2))
3. Comprehensive organizational charts showing (§358.4(b)(3))
  - a. The organizational structure of Great Plains Energy Incorporated with the relative positions in the corporate structure of KCP&L and the Marketing and Energy Affiliates. (§358.4(b)(3)(i))
  - b. For KCP&L, the business units, job titles and descriptions, and chain of command for all positions, including officers and directors, but with the exception of clerical, maintenance and field positions: The job titles and descriptions must include the employee's title, the employee's duties, whether the employee is involved in transmission or sales, and the name of the supervisory employees who manage non-clerical employees involved in transmission or sales. (§358.4(b)(3)(ii))
  - c. For all employees who are engaged in transmission functions for KCP&L and marketing and sales functions, or who are engaged in transmission functions for KCP&L and are employed by any of the Energy Affiliates (§358.4(b)(3)(iii)):
    - i. The employee's name, job title and job description in the marketing or sales unit or Energy Affiliate;
    - ii. The employee's position within the chain of command of the Marketing or Energy Affiliate;
    - iii. the organizational structure in which the employee is located; and
    - iv. The name of the business unit within the marketing and sales unit or Energy Affiliate in which the employee is located.

- d. The information required by paragraphs a through c above must be updated and posted within seven business days of any change. The updated information shall show the date on which the information was updated. (§358.4(b)(3)(iv))
- e. If KCP&L announces any merger, it shall post information concerning potential merger partners as affiliates within seven days after the merger announcement. (§358.4(b)(3)(v))
- f. All posted organizational charts and job descriptions shall be retained for three years. (¶ 124 of Order 2004)

Procedures:

1. The KCP&L Senior Vice President – Supply, or designee, will provide to the Standards Compliance Officer for posting the names and addresses of KCP&L’s internal Marketing and Energy Affiliates. The KCP&L Senior Vice President – Supply, or designee, will provide updates to the names and addresses to the Standards Compliance Officer within two business days of any changes. The Standards Compliance Officer will review the updates and provide to GPES Corporate Communications for posting within five business days.
2. The Presidents of Strategic Energy and any other Energy Affiliate of KCP&L, or their respective designees, will provide to the Standards Compliance Officer for posting the addresses of their offices. They will provide updates to the addresses, or company name changes, to the Standards Compliance Officer within two business days of any changes. The Standards Compliance Officer will review the updates and provide to GPES Corporate Communications for posting within five business days.
3. The Corporate Secretary’s Office will provide an entity organizational chart, showing the organizational structure of Great Plains Energy, to the Standards Compliance Officer for posting. The Corporate Secretary’s Office will provide updates to the entity organizational chart to the Standards Compliance Officer within two business days of any changes. The Standards Compliance Officer will review the updates and provide to GPES Corporate Communications for posting within five business days.
5. The KCP&L Vice President – Transmission Services and KCP&L Vice President – Customer Operations, and the Senior Vice President – Supply will identify the KCP&L employees, shared employees and Marketing and Energy Affiliate employees engaged in transmission functions or marketing or sales functions, respectively, for KCP&L, and will provide such identification to KCP&L Human Resources. These Vice Presidents will promptly inform KCP&L Human Resources of any changes to such employees.
6. The applicable KCP&L executive will provide to KCP&L Human Resources notice of all changes to the business units, job titles and descriptions, and chain of command for all positions (with the exception of clerical, maintenance and field positions) within their scope. This notice will be provided no later than the effective date of such changes. KCP&L Human Resources will provide to

GPES Corporate Communications for posting the updated information required in Standards paragraphs 3.b and c., above within five business days of the effective date of such changes. GPES Corporate Communications will post the updated lists within two business days of receipt.

7. GPES Corporate Communications shall retain all posted organizational charts and job descriptions for three years from the applicable date of posting.

8. Within three days of the public announcement of any potential merger involving KCP&L, the Corporate Secretary's Office will provide to GPES Corporate Communications for posting the names and addresses of the potential merger partners and their Energy Affiliates. GPES Corporate Communications will post such information within four days of receipt.

## **Transfers**

### Standards:

1. Employees of KCP&L and its Marketing or Energy Affiliates are not precluded from transferring among such functions as long as such transfer is not used as a means to circumvent the Standards. Notices of any employee transfers between KCP&L, on the one hand, and the Marketing or Energy Affiliates, on the other, must be posted on the OASIS. The information posted must remain on OASIS for 90 days. (§358.4(c)) The information to be posted must include:

- a. the name of the transferring employee;
- b. the respective titles held while performing each function (i.e., on behalf of KCP&L, Marketing or Energy Affiliate); and
- c. the effective date of the transfer.

### Procedures:

1. The Standards Compliance Officer will approve in advance all transfers of employees between KCP&L, on the one hand, and the Marketing or Energy Affiliates, on the other.

2. The Standards Compliance Officer will also approve in advance all transfers of employees who, within one year prior to such transfer, were KCP&L Transmission Function employees.

3. The appropriate KCP&L executive will provide notice to the Standards Compliance Officer of any contemplated transfers of employees between KCP&L, on the one hand, and the Marketing or Energy Affiliates, on the other, and of any contemplated transfer of employees who, within one year prior to such transfer, were KCP&L Transmission Function employees. The Standards Compliance Officer will review the facts of the particular situation and determine whether the contemplated transfer is, or could be perceived to be, a means to circumvent the Standards. No transfer shall be effective without the prior approval of the Standards Compliance Officer.

4. In the event the Standards Compliance Officer approves the contemplated transfer, he or she will provide the following information to the Manager – Transmission Planning and Operations or designee for posting on OASIS on or

before the effective date of the transfer:

- a. The name of the transferring employee.
- b. The title held and the associated function before the transfer.
- c. The new title and the associated function after the transfer.
- d. The effective date of the transfer.

The Manager – Transmission Planning and Operations or designee shall cause the posted information to remain on OASIS for 90 days.

**Separate Books  
and Records**

Standards:

KCP&L must maintain its books of account and records (as prescribed under Parts 101, 125, 201 and 225 of Chapter I, Title 18, of the Code of Federal Regulations) separately from those of its Energy Affiliates and these must be available for FERC inspection. (§358.4 (d))

Procedures:

1. The Controller of KCP&L will ensure that KCP&L maintains its books of account and records as prescribed under Parts 101, 125, 201 and 225 of the FERC regulations and in accordance with generally accepted accounting principles. The Controller shall ensure that KCP&L's books of account and records are maintained separately from those of its Energy Affiliates that are separate legal entities.
2. KCP&L will make its books of account and records available for FERC inspection. Any inspection notice received by KCP&L will be forwarded to the KCP&L Controller and the Standards Compliance Officer for response. The Standards Compliance Officer will coordinate inspection activities between KCP&L and the FERC Staff

**Written  
Procedures**

Standards:

1. KCP&L must post on the OASIS or Internet website, current written procedures implementing the standards of conduct in such detail to enable customers and the FERC to determine that KCP&L is in compliance with the requirements of the FERC Order 2004 by September 22, 2004. (§358.5 (e) (3))
2. KCP&L will distribute written procedures to all employees of KCP&L and its Marketing and Energy Affiliates. (§ 358.4(e)(4))

Procedures:

1. This policy and procedures shall be maintained on the OASIS.
2. Paper copies of the policy and procedures, including all revisions, will be distributed to all current and new KCP&L employees, shared employees and Marketing and Energy Affiliate employees. Governance Services will cause paper copies to be distributed to current employees. Governance Services will provide paper copies to the human resource functions of the Company for distribution to new employees.

3. KCP&L contractors will be given a copy or the internet address of this policy and procedures, and compliance by the contractors will be made a specific condition of all contracts entered into after the effective date of this policy and procedures.

4. The policy and procedures will be electronically accessible by KCP&L employees, shared employees and Marketing and Energy Affiliate employees. Governance Services will provide electronic files to the information technology functions of the Company for posting on intranets or other network facilities accessible by such employees.

### **Non-Discrimination Requirements**

#### **Information Access Restrictions**

##### Standards:

1. Any employee of KCP&L's Marketing or Energy Affiliates shall have access to only that information available to KCP&L's transmission customers (i.e., the information posted on OASIS or Internet website, as applicable) and must not have access to any information about KCP&L's transmission system that is not available to all users of OASIS or Internet website, as applicable. (§358.5 (a) (1))

2. Any employee of KCP&L's Marketing or Energy Affiliates is prohibited from obtaining information concerning KCP&L's transmission systems (including, but not limited to, information about available transmission capability, price, curtailments, storage, ancillary services, balancing, maintenance activity, capacity expansion plans or similar information) through access to information not posted on the OASIS or Internet website or that is not otherwise also available to the general public without restriction. (§358.5 (a) (2))

##### Procedures:

1. KCP&L Marketing and Energy Affiliate employees shall rely on the OASIS to obtain information concerning, or to request, transmission service by KCP&L. KCP&L Marketing and Energy Affiliate employees shall request, or obtain, information regarding any transmission system only through OASIS, from other publicly-available sources or as otherwise authorized or permitted by applicable laws, rules and regulations.

2. KCP&L employees and shared employees shall protect by appropriate means, and shall not provide, or grant access to, information concerning any transmission systems to KCP&L Marketing or Energy Affiliate that is not posted on the OASIS or Internet website or that is not otherwise also available to the general public without restriction.

3. KCP&L Marketing and Energy Affiliate employees will be restricted from obtaining transmission service information or transmission related information through software lockouts or other access restrictions on the KCP&L EMS and software lockouts or other access restrictions on PCs.

a. The EMS runs on a computer network that is separated

from other KCP&L and GPES corporate networks by a firewall. Unique user logins are maintained for access to the EMS. EMS user logins are issued only upon written authorization of the Manager – Real Time Systems or designee. Each user login is assigned specific access rights to various portions of the EMS. Only Transmission Function employees are assigned access rights to the transmission system-related portions of the EMS. The Manager – Real Time Systems or designee shall be immediately notified by the applicable supervisor when a Transmission Function employee ceases to be a Transmission Function employee. Whenever possible, advance notice of the date on which the employee will cease to be a Transmission Function employee shall be given by the applicable supervisor. The Manager – Real Time Systems or designee shall verify that the employee has ceased to be a Transmission Function employee and cause such employee's EMS access rights to be revoked as soon as possible after the employee has ceased to be a Transmission Function employee.

- b. Other KCP&L employees (including Marketing and Energy Affiliate employees) may be authorized by the Manager – Real Time Systems (or designee) to have access rights to non-transmission system-related portions of the EMS as required. Such employees shall not attempt to access any transmission system-related portions of the EMS. Marketing and Energy Affiliate employees shall only have access to EMS information to provide for the economic operation of generating resources, Automatic Generation Control (AGC) information to provide for load regulation to meet KCP&L customer load demand, monitoring generating unit conditions, and the tracking of Marketing and Energy Affiliate energy transactions.
- c. In addition to EMS logins, access to the EMS is controlled by a combination of hardware and software resident on PCs or other EMS terminals. The Manager – Real Time Systems or designee is responsible for ensuring that no PC or other EMS terminal outside the office space occupied by Transmission Function employees has the hardware and software required to access the transmission system-related portions of the EMS.
- d. Access to the KCP&L and GPES corporate computer networks (other than the EMS network) is controlled by Information Technology ("IT") pursuant to its policies and procedures. In particular, access to non-EMS transmission system applications, or transmission information stored on servers by KCP&L Transmission Services, will not be granted without the authorization of the Manager – Real Time Systems or designee. In the event a Transmission Function employee ceases to be such, the employee's supervisor shall immediately inform IT, and IT shall remove the employee's access to non-EMS transmission system applications and transmission information on non-EMS networks.

**No Preferential Treatment**

Standards:

KCP&L must treat all transmission customers, affiliated and non-affiliated, on a non-discriminatory basis, and must not operate KCP&L's transmission system to preferentially benefit any KCP&L Marketing or Energy Affiliate. (§358.2 (b))

Procedures:

1. KCP&L will strictly enforce all provisions under its open access transmission tariff and comply with the Southwest Power Pool Open Access Transmission Tariff on a non-discriminatory basis to all eligible customers.
2. KCP&L will not favor the interests of its Marketing or Energy Affiliates over any other transmission customer.
3. KCP&L's transmission service tariffs do not permit the offering of discounts on purchases of transmission service. If KCP&L transmission operations offers a rate discount on ancillary services to its Marketing or Energy Affiliates, or attributes a discounted ancillary service rate to its own transactions, KCP&L shall, at the same time, post on the OASIS an offer to provide the same discount to all eligible customers.
4. KCP&L may participate with its Marketing or Energy Affiliates in scoping meetings or discussions about capacity expansion or new development. In doing so, KCP&L will comply with the requirements of Orders 2003 and 2003-A, as they may be supplemented or amended.

**Prohibited Disclosures**

Standards:

1. Any employee of KCP&L may not disclose to KCP&L Marketing or Energy Affiliates any information concerning any transmission system of KCP&L or the transmission system of another (including information received from non-affiliates or information about available transmission capability, price, curtailments, ancillary services, balancing, storage, capacity expansion plans or similar information etc.) through non-public communications conducted off the OASIS, through access to information not posted on the OASIS that is not contemporaneously available to the public, or through information on the OASIS that is not at the same time publicly available. (§358.5(b)(1))
2. KCP&L may not share any information, acquired from nonaffiliated transmission customers or potential nonaffiliated transmission customers, or developed in the course of responding to requests for transmission or ancillary service on the OASIS, with employees of its Marketing or Energy Affiliate employees, except to the limited extent information is required to be posted on the OASIS in response to a request for transmission service or ancillary services. (§358.5(b)(2))
3. KCP&L may share generation information necessary to perform generation dispatch with its Marketing and Energy Affiliate that does not include specific information about individual third party transmission transactions or

potential transmission arrangements. (§358.5(b)(6))

4. KCP&L or its employees are not permitted to use anyone as a conduit for sharing information covered by the prohibitions of paragraphs 1 and 2 with a Marketing or Energy Affiliate. KCP&L may share information covered by paragraphs 1 and 2 with shared support employees, field and maintenance employees, senior officers and directors who are not Transmission Function employees, and risk management employees that are not engaged in Transmission Functions or sales or commodity functions, provided that such employees do not act as a conduit to share such information with any Marketing or Energy Affiliates. (§358.5(b)(7))

5. KCP&L is permitted to share information necessary to maintain the operations of the transmission system with its Energy Affiliates. (§358.5(b)(8))

Procedures:

1. KCP&L employees, including shared employees, shall not disclose to KCP&L Marketing or Energy Affiliates any information regarding any transmission systems, except as permitted under these procedures. This prohibition is equally applicable during non-business hours as well as during business hours.

2. The restriction on disclosing transmission-related information only through the OASIS requires that no other means of communication shall be used to request and grant transmission transactions or inquire about the availability or use of transmission service.

3. When responding to inquiries regarding the status or availability of transmission service over the telephone, the KCP&L transmission system operators shall only disclose information that has been updated on the OASIS, unless the information specifically pertains to a request for transmission service by the Marketing or Energy Affiliate and is not generic to all transmission service customers. Changes in status or availability of transmission service may not be disclosed by the KCP&L transmission system operators until the OASIS has been updated.

4. If the OASIS is functioning, all KCP&L transmission customers must request service through the OASIS, even if an individual customer's computer service is down. However, if the OASIS is not functioning so that no customer can submit service requests through the OASIS, KCP&L will accept telephone or facsimile requests and immediately post those requests when the OASIS is repaired.

5. Meetings involving both Transmission Function employees and Marketing or Energy Affiliate employees shall be kept to the minimum number necessary. No Transmission Function employee shall attend any staff, status or similar meetings held by Marketing or Energy Affiliate employees.

6. At any meeting involving Marketing or Energy Affiliate employees, such employees will be required to leave the meeting before any non-public transmission information is discussed. It is the obligation of both the Marketing or

Energy Affiliate employees, and the other KCP&L employees attending the meeting, to comply with this requirement.

7. No KCP&L employee, including shared employees, will provide non-public transmission information to another person for the purpose of using such person as a means to provide the information to KCP&L Marketing or Energy Affiliates.

8. EMS and other information provided to KCP&L Power Sales and Services employees necessary to perform generation dispatch will not include specific information about individual third party transmission transactions or potential transmission arrangements.

**Posting of Disclosures**

Standards:

1. If an employee of KCP&L discloses information in a manner contrary to the requirements of these Standards, KCP&L must immediately post such information on the OASIS. (§358.5 (b) (3))

2. KCP&L is not required to contemporaneously disclose to all transmission customers or potential transmission customers information if it relates solely to a Marketing or Energy Affiliate's specific request for transmission service. (§358.5 (b) (5))

Procedures:

1. If a KCP&L employee, including a shared employee, discloses, or obtains knowledge of a disclosure of, non-public transmission information to a KCP&L Marketing or Energy Affiliate (excluding information that relates solely to a Marketing or Energy Affiliate's specific request for transmission service), he or she must immediately notify his or her supervisor and the Manager – Transmission Planning and Operations. The Manager – Transmission Planning and Operations shall post such information on the OASIS immediately, and shall inform the Standards Compliance Officer.

2. The supervisor of the employee disclosing such information shall prepare a written report documenting the nature of the disclosure, and shall provide the report to the Standards Compliance Officer.

3. The Standards Compliance Officer shall conduct, or cause the conduct of, an investigation regarding the disclosure. The Standards Compliance Officer shall take all necessary or appropriate actions in response to the disclosure, including disciplinary actions up to and including termination.

**Consent to Disclosures**

Standards:

A non-affiliated transmission customer may voluntarily consent, in writing, to allow KCP&L to share the non-affiliated customer's information with a Marketing or Energy Affiliate. If a non-affiliated customer authorizes KCP&L to share its information with a Marketing or Energy Affiliate, KCP&L must post notice on the OASIS of that consent along with a statement that it did not provide any

preferences, either operational or rate-related in exchange for that voluntary consent. (§358.5 (b) (4))

Procedures:

1. A request for consent shall be made in writing by the KCP&L Marketing or Energy Affiliate, addressed to the customer with a copy to Manager – Transmission Services. The request shall specifically describe the information to be shared, the purpose for which the shared information will be used, and the effective period for such consent.
2. The consent of the customer shall be in writing, addressed to the Manager – Transmission Planning and Operations. The Manager – Transmission Planning and Operations shall provide to the KCP&L Marketing or Energy Affiliate the information consented to by the customer.
3. KCP&L and its Marketing or Energy Affiliate will fully comply with the terms and conditions of the customer’s consent.
4. A customer who declines to consent to the sharing of information shall continue to be offered or provided transmission service in a fair, impartial and non-discriminatory manner

**Implementing Tariffs**

**Enforcement of Tariffs**

Standards:

KCP&L must strictly enforce all tariff provisions relating to the sale or purchase of open access transmission service, if the tariff provisions do not provide for the use of discretion. (§358.5 (c) (1))

Procedures:

1. KCP&L will strictly enforce all provisions under its open access transmission tariff and comply with the Southwest Power Pool Open Access Transmission Tariff on a non-discriminatory basis to all eligible customers.
2. The Standards Compliance Officer will conduct, or cause the conduct of, periodic reviews or audits of KCP&L open access transmission service transactions and compliance with all non-discretionary tariff provisions.
3. All identified instances of non-enforcement of non-discretionary tariff provisions will be investigated by the Standards Compliance Officer, and appropriate corrective actions will be taken.

**Application of Tariffs**

Standards:

KCP&L must apply all tariff provisions relating to the sale or purchase of open access transmission service in a fair and impartial manner that treats all transmission customers (including KCP&L) in a non-discriminatory manner, if the tariff provisions involve discretion. (§358.5(c)(2))

Procedures:

1. KCP&L will apply all tariff provisions relating to the sale or purchase of open access transmission service in a fair and impartial manner that treats all customers (including KCP&L) in a non-discriminatory manner.
2. The Standards Compliance Officer will conduct, or cause the conduct of, periodic reviews or audits of KCP&L open access transmission service transactions and application of discretionary tariff provisions.
3. All identified instances of discriminatory application of discretionary tariff provisions will be investigated by the Standards Compliance Officer, and appropriate corrective actions will be taken.

**Processing  
Requests**

Standards:

KCP&L must process all similar requests for transmission in the same manner and within the same period of time. (§358.5 (c) (3))

Procedures:

1. KCP&L transmission function employees, under the direction and supervision of the Manager – Transmission Planning and Operations, will keep full records of all requests for transmission service, including (i) the identity of the customer, (ii) the time and date the requests were made, (iii) the service requested, (iv) the disposition of the request, and (v) the time and date of disposition.
2. The Standards Compliance Officer will conduct, or cause the conduct of, periodic reviews or audits of KCP&L processing of requests for transmission.
3. All identified instances of discriminatory processing of requests for transmission will be investigated by the Standards Compliance Officer, and appropriate corrective actions will be taken.

**Logging  
Discretionary  
Actions**

Standards:

KCP&L must keep a written log, available for FERC audit, detailing the circumstances and manner in which it exercised its discretion under any terms of the tariff. The information contained in this log must be posted on the OASIS within 24 hours of when KCP&L exercises its discretion under any terms of the tariff. (§358.5(c)(4))

Procedures:

1. A written log detailing the circumstances and manner in which KCP&L exercised its discretion on any terms of its open access transmission tariffs shall be kept under the direction and supervision of the Manager – Transmission Planning and Operations. Each entry in the log shall contain, at a minimum: (i) the date of the discretionary action; (ii) the identity of the transmission customer; (iii) the details of the requested transmission service; (iv) the terms of the tariff under

which discretion was exercised; and (v) the discretionary action taken.

2. The Manager – Transmission Planning and Operations shall cause the information contained in the log regarding (i) the date of the discretionary action and (ii) the type of discretion it exercised (e.g., a creditworthiness determination) to be posted on OASIS within 24 hours of the exercise of discretionary action.

## **No Preferences**

### Standards:

KCP&L may not, through its tariffs or otherwise, give preference to its own Marketing or Energy Affiliate, over any other wholesale customer in matters relating to the sale or purchase of transmission service (including, but not limited to, issues of price, curtailment, scheduling, priority, ancillary services, or balancing.). (§358.5 (c) (5))

### Procedures:

1. The Standards Compliance Officer will conduct, or cause the conduct of, periodic reviews or audits of KCP&L transmission transactions with its Marketing and Energy Affiliates.
2. All identified instances of preferential treatment will be investigated by the Standards Compliance Officer, and appropriate corrective actions will be taken.

## **Discounts**

### Standards:

Any offer of a discount for any transmission service made by KCP&L must be posted on the OASIS at the same time the offer is contractually binding. The posting must include: the name of the customer involved in the discount and whether it is an affiliate or whether an affiliate is involved in the transaction, the rate offered; the maximum rate; the time period for which the discount would apply; the quantity of power or gas upon which the discount is based; the delivery points under the transaction; and any conditions or requirements applicable to the discount. The posting must remain on the OASIS for 60 days from the date of posting. (§358.5 (d))

### Procedures:

1. KCP&L's transmission service tariffs do not permit transmission service discounts, and no transmission service discounts will be offered or provided.
2. Any discount offered on ancillary services shall be posted on OASIS and offered to all eligible customers at the same time the offer is contractually binding. The Manager – Transmission Planning and Operations shall cause the OASIS posting to be made, which shall include the following information:
  - a. The name of the customer involved in the discount and whether it is an affiliate or whether an affiliate is involved in the transaction;
  - b. The rate offered;
  - c. The maximum rate;

- d. The time period for which the discount would apply;
  - e. The quantity of power upon which the discount is based;
  - f. The delivery points under the transaction; and
  - g. Any conditions or requirements applicable to the discount.
3. The posting of discounts must remain on the OASIS for 60 days from the date of posting.

**Training**

**Standards of Conduct Training**

Standards:

KCP&L shall train officers and directors as well as employees with access to transmission information or information concerning gas or electric purchases, sales or marketing functions. KCP&L shall require each employee to sign a document or certify electronically signifying that he or she has participated in the training. (§385.4(e)(5))

Procedures:

1. The Standards Compliance Officer will cause appropriate training on the Standards to be provided by September 22, 2004, to KCP&L directors, officers as well as employees (including shared support employees) with access to transmission information or information concerning gas or electric purchases, sales or marketing functions.
2. The Standards Compliance Officer will cause appropriate training on the Standards to be provided to new KCP&L directors, officers as well as employees (including shared support employees) with access to transmission information or information concerning gas or electric purchases, sales or marketing functions.
3. The Standards Compliance Officer will cause refresher training on the Standards of Conduct to be provided to all KCP&L directors, officers as well as employees (including shared support employees) with access to transmission information or information concerning gas or electric purchases, sales or marketing functions no less frequently than every three years.
4. Each person completing training will sign a document or certify electronically that he or she has participated in the training.

**Standards Compliance Officer**

**Designation of Standards Compliance Officer**

Standards:

KCP&L will designate a Chief Compliance Officer who will be responsible for standards of conduct compliance. (§385.4(e)(6))

Procedures:

1. KCP&L will at all times have a Chief Compliance Officer, with the title of Standards Compliance Officer, who is responsible for Standards compliance. The Chief Executive Officer of KCP&L will designate an officer of KCP&L as the Standards Compliance Officer. The Standards Compliance Officer will report directly to the Chief Executive Officer of KCP&L on Standards of Conduct matters.

2. The initial Standards Compliance Officer is:

Richard A. Spring  
Vice President – Transmission Services  
Kansas City Power & Light Company  
1201 Walnut  
Kansas City, MO 64106  
(816) 556-2231

The name, address and business phone number of the Standards Compliance Officer will be distributed to all officers and employees of Great Plains Energy and its affiliates.

**Responsibilities of  
Standards  
Compliance  
Officer**

The Standards Compliance Officer is responsible for standards of conduct compliance by Great Plains Energy and its affiliates. This responsibility includes, without limitation, the following:

1. Ensuring that the policy and procedures, and all revisions, are promptly posted on OASIS, distributed to employees (including shared support employees) of KCP&L and its Marketing and Energy Affiliates, and electronically accessible to KCP&L employees, shared employees and Marketing and Energy Affiliate employees.
2. Ensuring that appropriate employee training is given on a periodic basis on the Standards requirements.
3. Answering employee questions regarding the Standards, the policy and procedures.
4. Coordinating audits and investigations with the Staff of FERC.
5. Ensuring that information posted to OASIS is accurate, complete and posted in a timely manner.
6. Investigating, or causing the investigation of, all concerns and complaints regarding potential violations of the standards of conduct or Procedures.
7. Ensuring that periodic reviews or audits are performed of compliance with the Standards and the policy and procedures.
8. Ensuring that all records required to be maintained by the Standards of Conduct and the policy and procedures are maintained for the applicable periods.

## Compliance

<b>Duties</b>	It is the responsibility of all directors, officers and employees of the Company to comply with the provisions of the Standards and this policy and procedures, both in spirit and to the letter. Directors, officers and employees of the Company have a duty to report concerns and complaints regarding alleged violations of the policy and procedures. This includes the reporting of others' alleged violations.
<b>Questions on Employee Classification</b>	Each KCP&L employee is in one, and only one, of the following categories: (a) Transmission Function employee; (b) Marketing or Energy Affiliate employee; (c) Shared employee; and (d) all other KCP&L employees. Your category depends on what you do for KCP&L. If your job duties change, your category may also change. If you have any questions regarding your classification, you should contact the Standards Compliance Officer for clarification.
<b>How to Report Concerns and Complaints</b>	Officers and employees should directly report concerns and complaints to the Standards Compliance Officer. These reports can be made in the following ways: <ul style="list-style-type: none"><li>▪ In writing addressed to the Standards Compliance Officer;</li><li>▪ By email to <a href="mailto:FERC2004@kcpl.com">FERC2004@kcpl.com</a>;</li><li>▪ By telephone call to the Standards Compliance Officer; or</li><li>▪ By telephone call to the toll-free ConcernsLine at 1-866-266-7595 , which is available 24 hours a day, every day, for the confidential and anonymous reporting of concerns and complaints.</li></ul>
<b>Annual Reports</b>	The Company's Corporate Governance Department sends out annual compliance reporting forms. All concerns or matters noted on the annual forms regarding compliance with the Standards or these procedures will be forwarded to the Standards Compliance Officer for investigation and resolution.
<b>Compliance Audits</b>	The Standards Compliance Officer will ensure that periodic audits or reviews of compliance with the policy and procedures are conducted by Audit Services or other appropriate personnel.
<b>Investigations and Corrective Actions</b>	Concerns and complaints will be promptly investigated. The Company will take appropriate and consistent corrective actions regarding reported concerns and complaints and matters identified in audits and reviews, including disciplinary actions. Discipline can be up to and including termination of employment or removal from office.
<b>Records Retention</b>	All logs, postings, certifications, transcripts and other documents required to be created and maintained by the Standards or this policy and procedures will be retained for the applicable time specified or, if no retention period is specified, for three years.

## **Guidance**

### **Resources**

Directors, officers and employees are encouraged to ask for guidance and advice from the Standards Compliance Officer on the Standards and this policy and the procedures. The Standards Compliance Officer can be contacted by letter, email or telephone, or through the AlertLine or ConcernsLine.

## Appendix A

### List of Energy Affiliates

	Marketing Affiliate
Strategic Energy, L.L.C.	Yes
KCP&L Fuels Department	No
KCP&L Power Sales & Services Department	Yes
KCP&L Energy Resource Management Department.	Yes

## Appendix B

### KCP&L Transmission Function Departments

#### Delivery Division

- Senior Vice President – Delivery
- Transmission Services Division
- Customer Operations Division

#### KCP&L Transmission Services Division:

- Vice President – Transmission Services
- Transmission Planning and Operations
- Real Time Systems
- Transmission & Substations Engineering
- Transmission Construction & Maintenance
- Substations Construction & Maintenance

#### KCP&L Customer Operations:

- Vice President – Customer Operations
- Field Operations
- Engineering & Asset Management
- Resource Management
- Distribution Business Planning

Revisions:

1. Revised March 14, 2005, to remove KLT Gas Inc. as an Energy Affiliate and reflect Order 2004-C change to Section 358.5(d).
2. Revised September 6, 2005, to reflect Delivery Division organization changes in Appendix B.
3. Revised May 24, 2006, to reflect Delivery Division organization changes.