

**MIDCONTINENT INDEPENDENT SYSTEM OPERATOR, INC.
MEMBERSHIP APPLICATION FOR
NON-TRANSMISSION FACILITIES OWNER¹**

**Please submit completed application and check for \$15,000² Membership Application Fee
VIA OVERNIGHT DELIVERY TO:**

Secretary
Midcontinent Independent System Operator, Inc.
720 City Center Drive
Carmel, IN 46032

OR

**IF PAYING THE MEMBERSHIP APPLICATION FEE VIA WIRE TRANSFER OR ACH
SUBMIT COMPLETED APPLICATION VIA EMAIL TO:**

membership@misoenergy.org

I. Applicant Information

- a. Applicant's Full Legal Name (as filed with the domicile state's Secretary of State's office): _____

- b. Main Office Address: _____

- c. Main Office Telephone Number: _____
- d. Applicant is *(please click on the appropriate category/checkbox below and complete the "checked" option)*:
- ☐ A corporation organized under the laws of _____
- ☐ A partnership organized under the laws of _____
- ☐ A cooperative organized under the laws of _____
- ☐ A political subdivision of _____
- ☐ Other (please describe) _____

¹ Please note that the non-member stakeholder groups of the Advisory Committee (*i.e.*, the Public Consumer Advocates, State Regulatory Authorities, Environmental Stakeholders, and non-member Affiliates) should not complete this application. Such entities do not pay the MISO Membership application fee and annual Membership fee and do not vote on matters pertaining to MISO's Board of Directors. As such, they should directly contact stakeholder group representatives serving on the Advisory Committee.

² The initial \$15,000 Membership fee is waived if an Applicant is affiliated with another MISO Member. See Sections IV and VI.

- e. Applicant presently operates as: _____

(e.g., Rural Electric Cooperative, Cogenerator, Exempt Wholesale Generator, Municipal Utility, Power Marketing Administration, Vertically Integrated Utility)
- f. Applicant's geographical area of operation: _____

II. Membership Eligibility

Please certify how the Applicant qualifies as an "Eligible Customer" as defined in MISO's Tariff or otherwise is required by the Tariff to be a MISO member by checking one of the options below:

- ☐ Any electric utility (including any power marketer),
- ☐ MISO Market Participant (please provide Market Participant Entity Code as registered with OATI (Open Access Technology International, Inc.) webRegistry: _____)
- ☐ Federal Power Marketing Agency
- ☐ Any person generating electric Energy* for sale or for resale

*Electric Energy sold or produced by such entity may be electric Energy produced in the United States, Canada or Mexico. However, with respect to transmission service that the Commission is prohibited from ordering by § 212(h) of the Federal Power Act, such entity is eligible only if the service is provided pursuant to a state requirement that a Transmission Owner or ITC Participant offer the unbundled transmission service, or pursuant to a voluntary offer of such service by a Transmission Owner or ITC Participant.

- ☐ Any retail customer taking unbundled transmission service pursuant to a state requirement that a Transmission Owner or ITC Participant offer the transmission service. (Unbundled retail customers that seek to take local distribution service cannot be Eligible Customers under this Tariff with respect to that service.)
- ☐ Any retail customer taking unbundled transmission service pursuant to a voluntary offer of such service by a Transmission Owner or ITC Participant, that is an Eligible Customer under this Tariff. (Unbundled retail customers that seek to take local distribution service cannot be Eligible Customers under this Tariff with respect to that service.)
- ☐ An entity that is required to be a MISO Member in order to qualify for certification as a Qualified Transmission Developer eligible to submit Proposals as part of MISO's Competitive Developer Selection Process.

- a. If desired, please add any additional details Applicant feels would be helpful to demonstrate MISO Membership eligibility: _____

III. Sector Participation

- a. Applicant herein selects the following stakeholder group³ for representation and voting purposes at the MISO Advisory Committee Meetings (*please check by clicking on the appropriate category/checkbox below and choosing the “checked” option*):
- ☐ Independent Power Producers and Exempt Wholesale Generators;
 - ☐ Power Marketers and Brokers;
 - ☐ Municipals, Cooperatives and Transmission Dependent Utilities;
 - ☐ Eligible End-Use Customers;
 - ☐ Environmental/Other;
 - ☐ Competitive Transmission Developers; or
 - ☐ Affiliate. (The Affiliate Sector is open to non-MISO Members but may be voluntarily selected by entities qualifying for MISO Membership. Entities not qualifying for MISO Membership in Section II should not submit this application. See footnote 1.)

³ Pursuant to MISO’s [Stakeholder Governance Guide](#), the Applicant will belong to this stakeholder group for the calendar year. Members may change stakeholder groups annually by providing written notice to membership@misoenergy.org. See Stakeholder Governance Guide, Section 2 (Stakeholder Sectors and Voting Rights). Members must meet any applicable Board-approved, eligibility guidelines established by such stakeholder groups, which can be accessed at the following link: [Contact Your Stakeholder Group](#) [click on the appropriate Sector Guidelines].

IV. Applicant Affiliations

- a. **Affiliated Memberships.** Is the above-named Applicant a part of one or more public utility holding company system(s)⁴ that already is, or includes, an existing MISO Member⁵ or Members? If yes, please indicate the name(s) of the existing Members that the Applicant is affiliated with and also provide, if available, an organizational chart if a corporate holding company structure is applicable. If no, please indicate this and skip question IVb.

- b. **Affiliated Members—Primary Voting Member.** Affiliated Members, which share the same parent company, are entitled to one vote between them. Affiliated Members must designate which entity will be the **primary voting Member**⁶ to cast the shared, single vote. If affiliated with other Member(s), please indicate the primary voting Member who is authorized to cast the vote on behalf of the above-named Applicant:

⁴ The term “holding company” means (i) Any company that directly or indirectly owns, controls, or holds, with power to vote, 10 percent or more of the outstanding voting securities of a public utility company or of a holding company of any public utility company; and (ii) Any person, determined by the Commission, after notice and opportunity for hearing, to exercise directly or indirectly (either alone or pursuant to an arrangement or understanding with one or more persons) such a controlling influence over the management or policies of any public utility company or holding company as to make it necessary or appropriate for the rate protection of utility customers with respect to rates that such person be subject to the obligations, duties, and liabilities imposed by this subtitle upon holding companies. . . .” See Part 366 of the Federal Energy Regulatory Commission’s regulations, 18 C.F.R. § 366.1.

⁵ MISO’s membership list is available at the following link: [Stakeholder Group Participation List](#). A “Member” is a person or business entity which is (i) an Eligible Customer, as defined in MISO’s Open Access Transmission, Energy and Operating Reserve Markets Tariff, or (ii) a Transmission Owner, as defined in the MISO Agreement, and which pays to MISO, the non-refundable membership fees. Members who are owned directly or indirectly by one or more public utility holding company system(s) as defined above shall be treated as a single Member for purposes of Sections III(C)(2) and V(A)(1) of Article Two of the “Agreement of Transmission Facilities Owners to Organize the Midcontinent Independent System Operator, Inc. a Delaware Non-Stock Corporation (“MISO Agreement”). A Member is not necessarily a Market Participant (*i.e.*, an entity that has successfully completed MISO’s registration process and is qualified as a Market Participant, being financially responsible for all of its market activities and obligations and which has the capability to participate in relevant market activities).

⁶ Please note that MISO looks to the primary voting Member for remittance of the annual \$1,000 Membership fee on behalf of itself and any affiliated Members, as applicable.

V. Authorized Representatives

- a. **Member Voting Representative** (*i.e.*, sole authorized individual to cast the official vote on behalf of the Applicant concerning matters subject to a Membership vote⁷ (*e.g.*, election of MISO Board of Directors, changes to Board compensation, etc.):

Name: _____

Title: _____

Address: _____

Telephone: _____

Email: _____

- b. **Regulatory Notice Representative** (*i.e.*, authorized representative to receive daily official notifications on behalf of the Applicant regarding MISO FERC filings) (to list additional regulatory notice representatives, add additional pages as necessary):

Name: _____

Title: _____

Address: _____

Telephone: _____

Email: _____

- c. **Regulatory Counsel of Record** (*i.e.*, authorized legal representative of the Applicant) (to list additional regulatory counsel, add additional pages as necessary):

Name: _____

Title: _____

Firm (if applicable): _____

Address: _____

Telephone: _____

Email: _____

⁷ Pursuant to Article Two, Section (V)(B)(5) of the MISO Agreement, each Member shall be entitled to one vote.

- d. **Affiliated Securities Information Contact(s)** (*i.e.*, authorized financial representative(s) to address questions regarding affiliations and security issuances for purposes of compiling MISO’s prohibited securities list. If applicant is currently a MISO Market Participant, this section may be left blank.):

Name: _____

Title: _____

Address: _____

Telephone: _____

Email: _____

Name: _____

Title: _____

Address: _____

Telephone: _____

Email: _____

- e. **Member Annual Fee Representative** (*i.e.*, authorized representative to receive official correspondence on behalf of the Applicant regarding its annual membership payment) (to list additional annual membership representatives, add additional pages as necessary):

Name: _____

Title: _____

Address: _____

Telephone: _____

Email: _____

- f. **Alternative Dispute Resolution (“ADR”) Representative** (*i.e.*, authorized representative to receive official correspondence on behalf of the Applicant regarding requests for and resolutions of ADR, as well as notifications of opportunities to participate in informal dispute resolution discussions) (to list additional ADR representatives, add additional pages as necessary):

Name: _____

Title: _____

Address: _____

Telephone: _____

Email: _____

VI. Membership Application Fee

Pursuant to Article Six of the “Agreement of Transmission Facilities Owners to Organize the Midcontinent Independent System Operator, Inc., A Delaware Non-Stock Corporation” (“[MISO Agreement](#)”), all entities eligible for membership in MISO shall pay an initial membership fee of \$15,000 in order to become Members. Each year thereafter, Members are required to remit an annual \$1,000 membership fee within 30 days of receipt of MISO’s invoice. All such fees are nonrefundable and may be adjusted from time-to-time, as may be appropriate by the Board.”

This fee was specifically approved by the Federal Energy Regulatory Commission in its Order conditionally approving the establishment of MISO. *See Midwest Indep. Transmission Sys. Operator, Inc.*, 84 FERC ¶ 61,231 (1998). The Commission also stated that “there is no restriction in the MISO Agreement to preclude potential Members from pooling financial resources to pay the application fee and annual dues, *i.e.*, have a collective membership interest.”

Accordingly, each Applicant shall submit with its application a check made payable to “Midcontinent Independent System Operator, Inc.” in the amount of \$15,000. Wire transfer or automated clearing house (ACH) options are also available and preferred.

If the Applicant consists of several entities or individuals who wish to share a membership, the \$15,000 membership fee will cover the entire group’s membership; however, the group will be entitled to only one (1) vote for Board matters (*e.g.*, election of MISO Board of Directors, changes to Board compensation, etc.).

MISO requires all entities eligible for membership to pay the \$15,000 fee if they desire to participate in the election of the Board of Directors. This policy will apply to the original signatories to the MISO Agreement, as well as to any subsequent signatories or other entities who apply for membership and agree to be bound by the terms of the MISO Agreement, as amended.

Applicant’s Full Legal Name: _____

(Officer Signature)

(Print name)

Title: _____

Date: _____