

**Business Practice Subcommittee
Creditworthiness
Draft Meeting Minutes Attachment
Strawman as modified by KMS for CLEAN UP & credit terminology**

ENCANA COMMENT SUMMARY

- 1. EnCana suggested credit terminology revisions are noted below in standards z10, z11, z13, z14 and z19. New definitions to incorporate the credit terminology revisions are standards zA, zB, and zC on page 3.**
- 2. EnCana recommended CLEAN UP language is noted in Standards z7, z13 and z17.**
- 3. EnCana CLEAN UP of new proposed standard dated March 28, 2003 under II.H “Maximum Level of Credit Alternative” and posted under the March 28, 2003 BPS conference call is shown as zD on page 3.**

Proposed Standards As of 4/4/2003

Proposed Modified Standard z1

For credit evaluation purposes, the Service Requester (SR) should supply any of the following information as specified by the Transportation Service Provider (TSP):

Audited Financial Statements;

Annual Report;

Most recent filed statements with the Securities and Exchange Commission (or an equivalent authority) or such other publicly available information;

For public entities, the most recent publicly available interim financial statements, with an attestation by its Chief Financial Officer, Controller, or equivalent (CFO) that such statements constitute a true, correct, and fair representation of financial condition prepared in accordance with Generally Accepted Accounting Principles (GAAP) or equivalent;

For non-public entities, including those that are state-regulated utilities, the most recent available interim financial statements, with an attestation by its CFO that such statements constitute a true, correct, and fair representation of financial condition prepared in accordance with GAAP or equivalent;

For non-public entities, including those that are state-regulated utilities, an existing sworn filing, including the most recent available interim financial statements and annual financial reports filed with the respective regulatory authority, showing the SR's current financial condition;

For state-regulated utility local distribution companies, documentation from their respective state regulatory commission (or an equivalent authority) of an authorized gas supply cost recovery mechanism which fully recovers both gas commodity and transportation capacity costs and is afforded regulatory asset accounting treatment in accordance with GAAP or equivalent;

List of Affiliates, Parent Companies and Subsidiaries;

Publicly Available Credit Reports from Credit and Bond Rating Agencies;

Private Credit Ratings, if obtained by the SR;

Bank References;

Trade References;

Statement of Legal Composition;

Statement of Length of Time Business has been in Operation;

Such other information as may be mutually agreed to by the parties; and

Such other information as the TSP may receive approval to include in its tariff or general terms and conditions.

Non-public information supplied by the SR should be treated by the TSP as confidential.

Proposed Modified Standard z2

If the Transportation Service Provider (TSP) requests additional information for purposes of credit evaluation after the initiation of service, the TSP should provide the Service Requester(SR) its reason(s) for requesting the additional information. The TSP and the SR may mutually agree to waive this requirement.

Proposed Modified Standard z3

Upon receipt of a request for information from the Transportation Service Provider (TSP) for the purpose of credit evaluation, the Service Requester's(SR) authorized representative(s) should be required to acknowledge receipt of the TSP's request. The TSP and the SR may mutually agree to waive this requirement.

Proposed Modified Standard z4

Upon receipt from the Service Requester (SR) of all credit information provided pursuant to a request (or in lieu thereof a response indicating why all information requested is not provided), the Transportation Service Provider (TSP) should notify the SR's authorized representative(s) that it has received such information. The TSP and the SR may mutually agree to waive this requirement.

Proposed Standard z5

The Service Requester (SR) should provide the Transportation Service Provider (TSP) with the Internet E-mail addresses of up to two authorized representatives who are designated to receive notifications regarding the SR's creditworthiness pursuant to NAESB WGQ Standard [z4]. The obligation of the TSP to provide notification is waived until the above requirement has been met. Affected parties should manage internal distribution of such notices that are received.

Proposed Standard z6

The Service Requester's (SR) authorized representative(s) should respond to the Transportation Service Provider's (TSP) request for credit information as allowed by the TSP's tariff on or before the due date. The SR should provide the credit information requested by the TSP or the reason(s) why any of the requested information was not provided.

Proposed Standard z7

Upon the Transportation Service Provider's (TSP) determination that a Service Requester (SR) is non-creditworthy, the TSP should provide the SR with written notification **thatwhich** clearly states the reason(s) for the TSP's decision.

Proposed Standard z8 - failed

Proposed Standard z9

At the time of its request for service and upon the Transportation Service Provider's (TSP) request at any time thereafter, the Service Requester (SR) should confirm to the TSP whether any of the following conditions exist:

1. SR has filed for bankruptcy protection and/or is operating under any chapter of the bankruptcy laws;
2. SR is subject to liquidation or debt reduction procedures under governing laws, such as an assignment for the benefit of creditors or any creditors' committee agreement; and/or
3. A downgrade by a credit rating agency within the last six months.

Proposed Standard z10

For the Service Requester (SR) to receive initial service or to continue service from a Transportation Service Provider (TSP), the SR should be (1) creditworthy in accordance with the TSP's tariff or ~~transfer eligible collateral~~~~provide credit alternative(s)~~ in accordance with NAESB WGQ standard (z11), (2) current on all undisputed payments to the TSP for service, and (3) otherwise in compliance with the TSP's tariff or service agreement.

NEW DEFINITIONS:

Proposed Standard zA. The Transportation Service Provider (TSP) should establish a credit threshold for a Service Requestor based on the information provided by the SR pursuant to NAESB WGQ Standard [z1].

Proposed Standard zB. The Transportation Service Provider (TSP) should determine a Service Requestor (SR) to be creditworthy if the TSP calculates that the TSP's credit exposure for SR's service(s) is less than or equal to the TSP's determined credit threshold for the SR.

Proposed Standard zC. The Transportation Service Provider (TSP) should determine a Service Requestor (SR) to be non-creditworthy if the TSP calculates that the TSP's credit exposure for SR's service(s) is greater than TSP's determined credit threshold for the SR.

CLEAN UP OF NEW PROPOSED STANDARD (Calpine, EnCana, Process Gas Consumers):

Proposed Standard zD. The Transportation Service Provider's (TSP) credit exposure for SR's service(s) should not exceed three months of the estimated charges for all of SR's services provided by the TSP during the term of the service agreement(s), unless such limitation is waived by the Federal Energy Regulatory Commission (or equivalent authority) for construction of new facilities.

Proposed Standard z11

In the event the Service Requester (SR) is determined to be non-creditworthy by a Transportation Service Provider (TSP), at the SR's option the SR should ~~transfer~~~~provide~~ one or more of the following forms of ~~eligible collateral~~~~credit alternative(s)~~ to receive initial service or continue to receive service:

- (i) guarantee;
- (ii) an irrevocable letter of credit; or
- (iii) ~~cash for~~ prepayment of service.

Such ~~eligible collateral~~~~credit alternative(s)~~ should be (1) acceptable to the TSP, provided that the TSP's acceptance should not be unreasonably withheld and (2) in accordance with standard industry practices. The TSP and SR may mutually agree that the SR will provide other forms of ~~eligible collateral~~~~credit alternatives~~. In order for a guarantee or an irrevocable letter of credit to be accepted by the TSP, the

entity that provides such guarantee or letter of credit must be creditworthy in accordance with the TSP's tariff.

Proposed Standard z12 - withdrawn

Proposed Standard z13

If the Service Requester (SR) ~~transfers/provides~~ cash as ~~eligible collateral/credit alternative~~ required by the Transportation Service Provider (TSP) pursuant to NAESB WGQ Standard [z11], the TSP should pay interest to the SR on the cash principal amount held by the TSP on the total amount of the cash received by the TSP. ~~This cash principal amount shall exclude the SR's one-month advance payment to the TSP to continue service after the TSP determines the SR to be non-creditworthy pursuant to TSP's tariff that exceeds one (1) month of the TSP's total service charges to the SR.~~ **PROPOSED CLEAN UP OF LANGUAGE- EnCanal**. At the TSP's sole option and in lieu of the TSP paying interest, the TSP may allow the SR to choose to deposit a cash ~~eligible collateral/form of credit alternative~~ in an escrow account where the SR will receive the interest on such cash and the TSP will have access to the cash ~~eligible collateral/principal~~ for the assurance of payments to the TSP for its services provided to the SR in the event the SR fails to make such payments.

Proposed Standard z14

At any time after the Service Requester (SR) is determined to be non-creditworthy by the Transportation Service Provider (TSP), the SR may initiate a credit ~~threshold/status~~ re-evaluation by the TSP. As part of the SR's re-evaluation request, the SR should either update or confirm in writing the prior information provided to the TSP related to the SR's credit ~~threshold/status~~. Such update should include any substantial event(s) that the SR believes could lead to a change in the SR's credit ~~threshold/status~~.

Proposed Standard z15

After a Transportation Service Provider's (TSP) receipt of a Service Requester's (SR) request for re-evaluation, including all required information pursuant to NAESB WGQ Standard [z14] ("SR's Request"), within [x] Business Days the TSP should provide a written response to the SR's Request. Such written response should include either a determination of creditworthiness status, clearly stating the reason(s) for the TSP's decision, or an explanation supporting a future date by which a re-evaluation determination will be made. In no event should such re-evaluation determination exceed [y] Business Days from the date of the receipt of the SR's Request.

Proposed Standard z16

The Transportation Service Provider (TSP) should allow an existing Service Requester (SR) to permanently release capacity to a Replacement Shipper, under the same terms and conditions of the Releasing Shipper's contract, or other mutually agreeable terms and conditions, provided the Replacement Shipper meets the TSP's creditworthiness and other tariff provisions applicable to the TSP's qualification of a SR to receive service. Such permanent release should be pursuant to the rules, regulations, and policies of the Federal Energy Regulatory Commission (or an equivalent authority) regarding capacity release transactions.

Proposed Standard z17

In complying with information requirements specified by the Transportation Service Provider (TSP) pursuant to NAESB WGQ Standards [z1] and [z9], the Service Requester (SR) should provide to the TSP the public documents that contain the required information. The public documents may be either the SR's public documents or, if the SR does not have the required documents, the public documents of the SR's parent company to the extent that such documents contain the required information pertaining to the SR. If the SR provides its parent company's public documents to confirm the existence of an event specified in Standard [z9], the SR should specify where in said public document such information appears.

Proposed Standard z18

A Transportation Service Provider (TSP) can terminate any release if the original Service Requester's (SR) underlying service agreement is terminated due to default or failure to maintain creditworthiness; provided, however, that the release shall not terminate if the replacement shipper agrees to pay, for the remaining term of the replacement shipper's contract, one of the following:

- (1) the original SR's contract rate,
- (2) the maximum tariff rate applicable to the original SR's capacity, or
- (3) some other rate that is acceptable to the TSP.

The TSP should give the replacement shipper notice before terminating service, as specified in the TSP's tariff. This standard does not address re-releases, which should be governed by the TSP's tariff.

Proposed Standard z19

The Transportation Service Provider (TSP) should provide the releasing shipper with Internet E-mail notification reasonably proximate in time with the formal notice given to its replacement shipper(s), of the following:

- (1) Past due, deficiency, or default notice pursuant to the TSP's tariff;
- (2) Suspension of service notice;
- (3) Contract termination notice due to default or credit-related issues;
- (4) Notice that a request for information has been initiated by the TSP for the purpose of credit evaluation, excluding routine communication related to credit maintenance or new service; and
- (5) Notice that a replacement shipper(s) is no longer creditworthy and has not provided the required eligible collateral credit alternative(s) pursuant to the TSP's tariff.

Proposed Standard z20 - failed

Proposed Standard z21

The Releasing Shipper should provide the Transportation Service Provider (TSP) with the Internet E-mail address of up to two authorized representatives who are designated to receive notification pursuant to NAESB WGQ Standard [z19]. The obligation of the TSP to provide notification is waived until the above

requirement has been met. Affected parties should manage internal distribution of such notices that are received.

Proposed Standard z22

In complying with the notifications pursuant to NAESB WGQ Standard [z19], the Releasing Shipper and the Transportation Service Provider may mutually agree to other forms of communication in lieu of Internet E-mail notification.

Proposed Standard z23

Upon request of the Transportation Service Provider (TSP), the Service Requester should furnish the applicable information requested in NAESB WGQ Standards [z1] and [z9], including an explanation for any unavailable information, within three (3) business days or such later date acceptable to the TSP.

Proposed Standard z24 - withdrawn

Proposed Standard z25 - withdrawn

Proposed Standardz26

The Transportation Service Provider (TSP) should not award capacity release offers to the Service Requester (SR) until and unless the SR meets the TSP's creditworthiness requirements applicable to all services that it receives from the TSP, including the service represented by the capacity release.

Proposed Standard z27 - withdrawn