



June 7, 2024

VIA ELECTRONIC MAIL

Luly E. Massaro, Clerk
Rhode Island Division of Public Utilities and Carriers
89 Jefferson Boulevard
Warwick, RI 02888

RE: Docket No. D-21-09 – Petition of PPL Corporation, PPL Rhode Island Holdings, LLC, National Grid USA, and The Narragansett Electric Company for Authority to Transfer Ownership of The Narragansett Electric Company to PPL Rhode Island Holdings, LLC and Related Approvals
Transition Update Report – November 25, 2023, Through May 24, 2024

Dear Ms. Massaro:

On behalf of PPL Corporation and PPL Rhode Island Holdings, LLC (collectively, “PPL”), attached for filing in the above-referenced docket is an electronic version of PPL’s TSA¹ Transition Update Report² for the period beginning November 25, 2023, through May 24, 2024 (the “Report”), which is the fourth six-month period following the Acquisition³ closing on May 25, 2022. The Report is filed with the Rhode Island Division of Public Utilities and Carriers (the “Division”) in compliance with Commitment 17 incorporated into the Division’s Report and Order No. 24322 issued on February 23, 2022, in Docket No. D-21-09, pursuant to which PPL and National Grid agreed to provide transition reports to the Division at six-month intervals from the date of Acquisition closing to the expiration of the TSA transition services regarding the status of the transition and the progress made to complete the separation.

Thank you for your attention to this filing. If you have any questions, please contact me at (401) 578-2700.

Very truly yours,

A handwritten signature in blue ink that reads "Celia B. O'Brien". The signature is written in a cursive, flowing style.

Celia B. O'Brien

Attachment

cc: John Bell
Al Mancini
Christy Hetherington, Esq.
Leo Wold, Esq.

¹ Transition Services Agreement by and among National Grid USA Service Company, Inc., National Grid USA (“National Grid”)(solely with respect to Section 4.6), and The Narragansett Electric Company (the “Company”) entered into as of May 25, 2022 (the “TSA”).

² The Company is providing the Division with four (4) hard copies of this transmittal.

³ On May 25, 2022, PPL Rhode Island Holdings, LLC, a wholly owned indirect subsidiary of PPL Corporation, acquired 100% of the outstanding shares of common stock of the Company from National Grid (the “Acquisition”).

PPL Corporation and
PPL Rhode Island Holdings, LLC

Transition Services Agreement

Transition Update Report
November 25, 2023 – May 24, 2024

June 7, 2024

Docket No. D-21-09

Submitted to:
Rhode Island Division of Public Utilities and Carriers

Submitted by:



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I. Introduction

PPL Corporation and PPL Rhode Island Holdings, LLC (collectively, “PPL”) submit this Transition Update Report (“Report”) for the period of November 25, 2023, through May 24, 2024, which is the fourth six-month period following the Acquisition¹ closing, which occurred on May 25, 2022. Pursuant to Commitment 17 incorporated into the Rhode Island Division of Public Utilities and Carrier’s (the “Division”) Report and Order No. 24322 issued on February 23, 2022, in Docket No. D-21-09 (“Division Order No. 24322”), PPL and National Grid agreed to provide transition reports to the Division at six-month intervals from the date of closing to the expiration of the transition services under the Transition Services Agreement by and among National Grid USA Service Company, Inc. (“National Grid Service Company”), National Grid (solely with respect to Section 4.6), and the Company entered into as of May 25, 2022 (the “TSA”) regarding the status of the transition and the progress made to complete the separation. This Report presents the progress on establishing and exiting Transition Services (as defined in the TSA), the Company’s current plans for exiting Transition Services over the next six months, and graphical depiction of the IT Transition over the entire Transition Period (as defined in the TSA).

II. Background on Transition Services Provided by National Grid Service Company to the Company

As noted above, under the TSA, National Grid Service Company has been providing numerous Transition Services to the Company across a broad range of functional areas. These functional areas are:

- Audit, Finance and Accounting (“F&A”), Tax, Treasury
- Business Services
- Customer Service
- Energy Procurement
- Electricity Operations
- Facilities & Security
- Gas Operations
- Human Resources (“HR”)
- Information Technology (“IT”)
- Risk and Regulatory
- Supply Chain

¹ On May 25, 2022, PPL Rhode Island Holdings, LLC, a wholly owned indirect subsidiary of PPL Corporation, acquired 100% of the outstanding shares of common stock of The Narragansett Electric Company (referred to hereinafter as “Rhode Island Energy” or the “Company”) from National Grid USA (“National Grid”)(the “Acquisition”).

PPL’s Integration Management Office (“IMO”) continues to work closely with the Transition Service recipients to monitor progress toward completing and terminating the Transition Services so that timely early termination notices, scope change requests, or extension requests can be submitted as necessary to the National Grid Transition Management Office (“TMO”). The PPL IMO meets at least monthly with its Transition Service leads and at least bi-weekly with the National Grid TMO.

The 135 individual Transition Services are described and documented in Exhibit A to the TSA.² At the inception of each individual Transition Service, each had a stated duration ranging from two months to 24 months. The initial durations were established during the transition and integration planning process prior to the Acquisition closing date, and many are dependent on the timing of numerous complex information technology (“IT”) system transitions, the schedule for which was not developed as of the establishment of the initial Transition Service durations.

As the PPL IT team worked closely with the National Grid IT team over the past several months to finalize the schedule for the final IT Integration systems cutover from National Grid’s platform to the new PPL systems, it became apparent that more time would be needed to prepare for final cutover. Therefore, the Company provided notice to National Grid Service Company on November 25, 2023, that the Company was extending the majority of the remaining Transition Services from May 25, 2024, to August 31, 2024. Correspondingly, PPL collaborated with National Grid to move the IT Integration Systems target cutover date to August 19, 2024. The Company also extended three financial reporting Transition Services to September 30, 2024, because the financial reporting timeline for the Transition Services extends into the month following the final provision of those Transition Services. Therefore, the final end date of the Transition Period is now September 30, 2024. The details described above are presented in Attachment 1.

III. Update on Progress to Establish and Exit Transition Services

With the preceding paragraphs as background, this Report presents the progress to date on establishing and exiting Transition Services, the Company’s current plans for exiting Transition Services over the remainder of the Transition Period.

Please see the following table (Attachment 2) for a summary by functional area of (a) the number of Transition Services agreed to as of the Acquisition closing date (130); new Transition Services entered into since the Acquisition closing date (5); active Transition Services (69);

² Please see the Appendix for a summary of the Transition Services by functional area.

Transition Services that the Company no longer requires from National Grid Service Company (66); and (b) the duration ranges of Transition Services.

PPL Function	TSA's Executed at Close*	New TSA's	Exited TSA's	Active TSA's	MG4b / MG5 Dependent**	Range of Durations
Audit, F&A, Tax, Treasury	10		3	7	7	2 months - 28 months
Business Services	8		8	-	-	6 months - 27 months
Customer Service	14	2	-	16	16	9 months - 27 months
Energy Procurement	11		-	11	11	27 months
Electricity Operations	23	1	16	9	7	6 months - 27 months
Facilities & Security	9		4	4	4	6 months - 27 months
Gas Operations	12	1	11	2	2	3 months - 27 months
HR	17	1	17	1	1	3 months - 21 months
IT	12		-	12	12	27 months
Risk & Regulatory	6		6	-	-	6 months - 14 months
Supply Chain	8		1	7	7	27 months
Total	130	5	66	69	67	

*Transition Services have shifted between PPL functions after they were originally executed.

**69 Transition Services remain after May 24, 2024, two of which Transition Services exit June 7, 2024, 64 of which Transition Services exit August 31, 2024, and three of which Transition Services exit September 30, 2024.

IV. Plan to Terminate Transition Services Through September 2024

As shown on Attachment 3, the Company has exited 66 Transition Services to date and anticipates that it will exit all remaining services by September 30, 2024.

V. IT Transition Approach

PPL is migrating the Company from National Grid IT systems to PPL systems throughout the Transition Period of the TSA, which began on the date of the Acquisition closing and continues through September 30, 2024. The technology transition from National Grid to PPL has been organized in a phased approach to prioritize business continuity with uninterrupted support and service for Rhode Island customers and stakeholders.

During the Transition Period, National Grid Service Company continues to provide technology services and systems for the Company via formalized Transition Services pursuant to the TSA. By and large, PPL has been replacing National Grid systems by leveraging existing Pennsylvania and Kentucky processes and technology platforms for the Company.

The program spans across several domains.

- **Finance and Human Resources:** PPL's finance platforms enable consolidation activities across its operating companies. PPL's state-of-the-art human resources platform, Oracle, is used by numerous other utilities.
- **Customer Website, Call Center, and Billing:** PPL built an award-winning digital customer experience and plans to reuse existing technologies for customer website and call center technology. For customer billing, National Grid and PPL both utilize an Accenture CustomerOne Customer Information System platform; PPL is extending their existing platform to the Company.
- **Grid Operations and Process Improvement:** PPL is extending advanced grid technologies and processes for the Company. This includes General Electric transmission and distribution SCADA and operations systems and a dynamic line rating process to improve the performance and capacity of transmission lines.
- **Supply Chain and Work and Asset Management:** PPL is partnered with Infor/Hexagon, a market leading enterprise asset management and supply chain platform. PPL deployed Infor in Pennsylvania and will utilize the same platform for the Company.

- **Infrastructure & Operations and Cybersecurity:** PPL is extending its data and operations center for the Company's operations. PPL is also leveraging its 24x7 Fusion Operations Center to support Network, Application and Security Monitoring.

Cross-functional teams and stakeholders across National Grid and PPL are closely collaborating to facilitate the transition. These stakeholders include the Company's business teams and technology end users to develop requirements and support user testing; PPL project teams to establish and apply solutions; National Grid technical teams to separate Rhode Island from existing National Grid systems; and a cohort of third-party vendors and system integrators to provide domain expertise and technical support.

PPL system implementations are coordinated to align with the timelines and requirements of the Company's business operations. Go-live dates and schedules have been organized in logical groupings ("Move Groups") to reduce complexities. Until PPL can fully assume functionality for the Company, National Grid Service Company will continue to provide services for the Company through IT and non-IT Transition Services pursuant to the TSA.

Please see Attachment 4 for the high-level PPL IT Roadmap. The program currently is on track, with four out of five Move Group implementations completed. Functional areas successfully implemented in 2023 include:

Human Resources

- Payroll
- Learning Management
- Talent Acquisition

Finance/Accounting

- Finance
- General Ledger
- Asset Accounting
- Budget/Forecast
- Regulatory Reporting
- Non-Utility Billing

Field Operations

- Substation Maintenance
- Expanded Corporate Procure to Pay Functionality
- Non-Customer-Initiated work orders
- Fleet Capabilities

Grid and Pipeline Innovation

- Geographic Information System (electric)
- Cutover readiness (including testing) for both gas and electric control
 - Cutover of electric control from National Grid to PPL is planned for May 30, 2024. Gas control is planned to cutover in July prior to the end of the TSA

The final Move Group, planned for August of 2024, will include customer facing applications and all integrated systems. The core of this Move Group is the customer information system, which is a hub for billing, back office, and credit/collections, and is also integrated with work management, gas procurement, outage management, and other significant applications. Finally, PPL will also be working closely with National Grid to finalize the termination of all remaining technology Transition Services.

In February 2024, the Company hired Mower to assist in the development and execution of a strategic Change Communications Plan as Rhode Island Energy launches new customer and work management systems, including a new website and bill design. The Company is committed to providing customers and stakeholders with advanced notifications that clearly outline these significant changes, all while maintaining business continuity. The Company is also prepared to communicate with customers and stakeholders about situational adjustments or unforeseen events related to the TSA exit.

VI. IT Transition Costs

As part of the Acquisition approval, PPL committed that it would not seek recovery from customers of any Transition Costs (as defined in Division Order No. 24322). Part of that transition includes bringing IT systems to the Company over the TSA Transition Period. Accordingly, PPL is providing those IT systems to the Company, the allocated costs of which will not be recovered from customers.

The Rhode Island IT Integration Project spend was initially forecasted at approximately \$315 million. The initial forecast of \$315 million was tentative and in advance of development of an integrated schedule or having solid scopes of work or price estimates from vendors and contractors. Additionally, PPL had initially planned to finalize the IT Integration Project by October 2023. Now, with the project timeline extended out to August 2024 and having achieved greater scope definition and pricing, the overall IT Integration Project cost forecast now stands at approximately \$500 million. As stated in the previous paragraph, PPL firmly stands by its commitment not to seek recovery from customers for the IT Integration Project costs.

Attachment 1: Extended Transition Services Period



TSA #	TSA Name	Original Expiration Date	Current Expiration Date
001-BS	Customer Billing Operations	5/25/2024	8/31/2024
002-BS	SAP (Non-Utility) Billing Operations	5/25/2024	8/31/2024
003-BS	Payment Processing	5/25/2024	8/31/2024
004-BS	Credit & Collections	5/25/2024	8/31/2024
005-BS	Revenue Assurance	5/25/2024	8/31/2024
006-BS	Financial Transactions	5/25/2024	8/31/2024
008-BS	High Volume Residential Billing	5/25/2024	8/31/2024
009-BS	Complex Billing Account Management	5/25/2024	8/31/2024
010-BS	Protections	5/25/2024	8/31/2024
011-BS	Service Applications Manager (SAM)	5/25/2024	8/31/2024
012-BS	Account Data Maintenance (ADM)	5/25/2024	8/31/2024
013-BS	Advanced Consumption, Long Term Estimates, Leave On For Landlord	5/25/2024	8/31/2024
014-BS	Supply Chain Master Data Management (MDM)	5/25/2024	8/31/2024
015-BS	Accounts Payable	5/25/2024	8/31/2024
016-BS	Transactional Procurement	5/25/2024	8/31/2024
017-BS	Manage Procure to Pay (P2P)	5/25/2024	8/31/2024
018-BS	Procure to Pay (P2P) System	5/25/2024	8/31/2024
035-BS	Balance Sheet Account Reconciliations	5/25/2024	9/30/2024
039-CS	Call Center Operations	5/25/2024	8/31/2024
046-FAC	Mailroom Services	5/25/2024	8/31/2024
047-FIN	Accounting and financial reporting	5/25/2024	9/30/2024
051a-FIN	Middle Office Support for Gas Procurement Activities	5/25/2024	8/31/2024
051b-FIN	Middle Office Support for Electric Procurement Activities	5/25/2024	8/31/2024
051c-FIN	Back Office Support for Energy Procurement Activities	5/25/2024	8/31/2024
053-FIN	Tax consulting services	5/25/2024	8/31/2024
068-SC	Strategic Procurement	5/25/2024	8/31/2024

Attachment 1 (Cont.): Extended Transition Services Period



TSA #	TSA Name	Original Expiration Date	Current Expiration Date
069-SC	Inventory Management	5/25/2024	8/31/2024
074B-EO	Electric Meter Shop	5/25/2024	8/31/2024
078-EO	Electric Transmission Network Control	5/25/2024	6/7/2024*
079A-EO	Mapping and records	5/25/2024	8/31/2024
080-EO	Meter Data Services	5/25/2024	8/31/2024
081-EO	NERC/ NPCC - Reliability Compliance	5/25/2024	6/7/2024*
084-EO	Shared Telecom Network (STN)	5/25/2024	8/31/2024
086-EO	Land Mobile Radio (LMR) and Microwave Systems	5/25/2024	8/31/2024
087-EO	Electric Distribution Control Center	5/25/2024	8/31/2024
091-GO	Gas Control Center Operations	5/25/2024	8/31/2024
100-CS	Marketing and Growth	5/25/2024	8/31/2024
101A-EP	Gas Load Forecasting	5/25/2024	8/31/2024
101B-EP	Electric Load Forecasting	5/25/2024	8/31/2024
102-EP	Gas Procurement Services - General	5/25/2024	8/31/2024
103A-EP	Energy transactions (Physical Transactions)	5/25/2024	8/31/2024
103B-EP	Energy Transactions (Financial)	5/25/2024	8/31/2024
104-EP	Retail Choice Programs	5/25/2024	8/31/2024
105-EP	Long Term Clean Energy Supply	5/25/2024	8/31/2024
106-EP	Electric Procurement	5/25/2024	8/31/2024
106-IT	Business application services	5/25/2024	8/31/2024
107-IT	Service desk and service management integration services	5/25/2024	8/31/2024
108-IT	Collaboration Services (E-mail and Collaboration Tools)	5/25/2024	8/31/2024
109-IT	Data center services	5/25/2024	8/31/2024
110-IT	Client services	5/25/2024	8/31/2024
111-IT	Commercial services	5/25/2024	8/31/2024
112-IT	IT Infrastructure services	5/25/2024	8/31/2024

**Early Exit notice provided for these TSAs; originally extended to 8/31/2024.*

Attachment 1 (Cont.): Extended Transition Services Period



TSA #	TSA Name	Original Expiration Date	Current Expiration Date
113-IT	Networking support	5/25/2024	8/31/2024
114-IT	IT Energy Management Systems (EMS) – SCADA Systems, and Outage Management Systems (OMS)	5/25/2024	8/31/2024
115-IT	Cyber security services	5/25/2024	8/31/2024
116-IT	Emergency response services	5/25/2024	8/31/2024
117-IT	IT TSA Exit Support Services	5/25/2024	8/31/2024
124-FAC	Massachusetts and New York Offices	5/25/2024	8/31/2024
125-FAC	Massachusetts Operations Facilities	5/25/2024	8/31/2024
126-FAC	Massachusetts Warehouse Facilities	5/25/2024	8/31/2024
127-SC	Warehouse Management	5/25/2024	8/31/2024
129B-FIN	Financial planning and analysis - FBPs	5/25/2024	9/30/2024
132-FAC	Northboro Contact Center	5/25/2024	8/31/2024
143-SOX	Sarbanes Oxley Testing	5/25/2024	8/31/2024
149-GO	GBE Business Process Support	5/25/2024	8/31/2024
155-BS	Controls and Compliance	5/25/2024	8/31/2024
156-BS	Employee Services Support & HRIS Organization and Position Management	5/25/2024	8/31/2024
154-CS	Customer Operations and Vendor Support	5/25/2024	8/31/2024
079B-EO	Work Order Closeout	5/25/2024	8/31/2024

Attachment 2: Summary of TSAs Executed between PPL and National Grid



PPL Function	TSAs Executed at Close*	New TSAs	Exited TSAs	Active TSAs	MG4b / MG5 Dependent**	Range of Durations
Audit, F&A, Tax, Treasury	10		3	7	7	2 months - 28 months
Business Services	8		8	-	-	6 months - 27 months
Customer Service	14	2	-	16	16	9 months - 27 months
Energy Procurement	11		-	11	11	27 months
Electricity Operations	23	1	16	9	7	6 months - 27 months
Facilities & Security	9		4	4	4	6 months - 27 months
Gas Operations	12	1	11	2	2	3 months - 27 months
HR	17	1	17	1	1	3 months - 21 months
IT	12		-	12	12	27 months
Risk & Regulatory	6		6	-	-	6 months - 14 months
Supply Chain	8		1	7	7	27 months
Total	130	5	66	69	67	

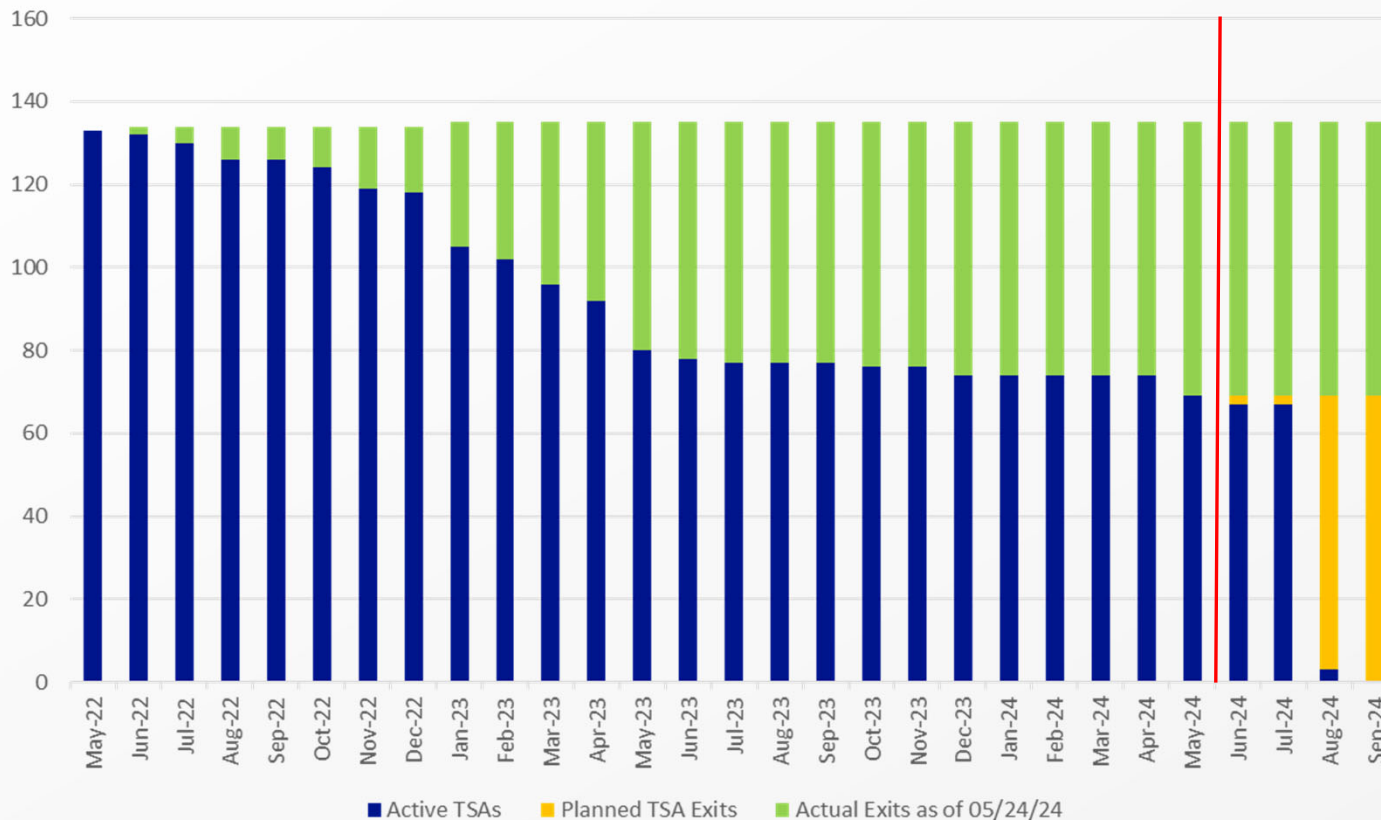
*TSAs have shifted between PPL Functions after they were originally executed.

**69 TSAs remain after 05/24/24, 2 of those TSAs exit 06/07/24, 64 of those TSAs exit 08/31/24 and 3 of those TSAs exit 09/30/24.

Attachment 3: Scheduled TSA Roll Offs

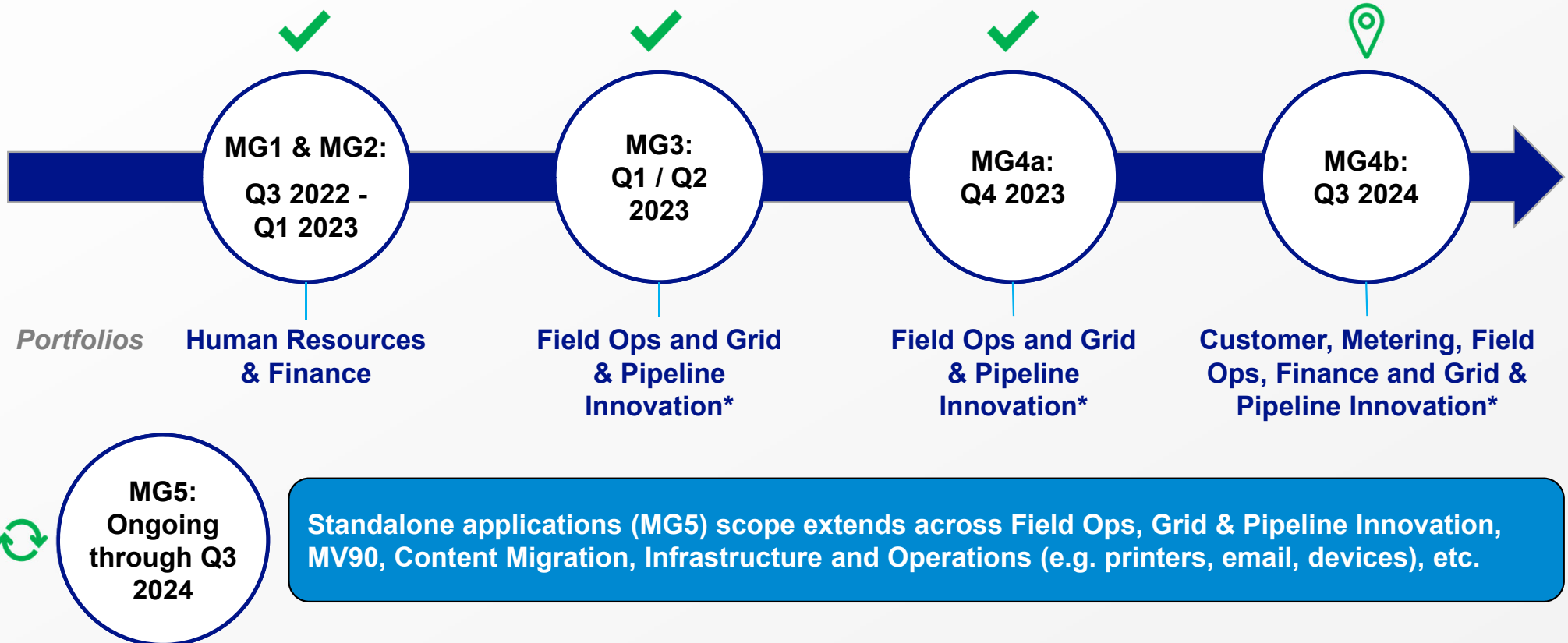


TSA Exit Schedule



- **135** total executed TSAs by 1/1/2023
- **66** TSAs have exited as of 05/24/2024

Attachment 4: PPL IT Integration Project Roadmap – High Level



*Grid & Pipeline Innovation includes Gas Operations, Advanced Distribution Management System (ADMS), and Geographic Information Systems (GIS)

Appendix: TSA Summaries – By Functional Area



TSA ID	TSA Schedule	Short Description	Duration (months)
001-BS	Customer Billing Operations	<i>The Seller will provide services related to: billing, tariff rate modelling, tax rate modelling, bill and letter composition, bill messaging and bill inserts, automated bill messaging and letter triggering, billing analytics, financial reporting, and other customer billing functions.</i>	27
002-BS	SAP (Non-Utility) Billing Operations	<i>The Seller will continue to produce bills in SAP, provide guidance and support to internal billing requestors, and provide governance around billing accuracy and timeliness.</i>	27
003-BS	Payment Processing	<i>The Seller will perform payment processing, including lockbox management, third-party processors management, resolving payment exceptions, processing customer payment reversals to vendors, process and balance daily vendor payment files to CSS, manage SAM.gov, and other payment processing functions.</i>	27
004-BS	Credit & Collections	<i>The Seller will perform credit & collections management; support compliance and analytics; and perform financial analysis and rate case support.</i>	27
005-BS	Revenue Assurance	<i>The Seller will develop and implement strategies to act on identified theft of services / diversion and other revenue losses.</i>	27
006-BS	Financial Transactions	<i>The Seller will provide financial transactions services related to: bankruptcy protections, receiverships, tax exempt certifications, and back-billing.</i>	27
008-BS	High Volume Residential Billing	<i>The Seller will handle prevalent exceptions pertaining to residential accounts to provide customers with services or correcting billing. This includes manually reviewing meter readings exceptions, change meter orders, stop meters, final bill disputes, and other common exceptions and errors.</i>	27
009-BS	Complex Billing Account Management	<i>The Seller will perform complex billing account management, including meter/account investigations, billing adjustments, special services for large volume gas customers, process connects and disconnects, and other complex billing functions.</i>	27
010-BS	Protections	<i>The Seller will perform protections services, such as but not limited to: documentation review, receiving LIHEAP assistance pledges and managing accounts, assessing reconnect fees, and generating usage reports.</i>	27
011-BS	Service Applications Manager (SAM)	<i>The Seller will continue to verify leases, deeds, IDs, and that a minor is not listed as a customer and provide other SAM services.</i>	27

Appendix: TSA Summaries – By Functional Area



TSA ID	TSA Schedule	Short Description	Duration (months)
012-BS	Account Data Maintenance (ADM)	<i>The Seller will maintain both customer and service information to ensure that accounts and service are being upheld for accurate billing and customer satisfaction purposes.</i>	27
013-BS	Advanced Consumption, Long Term Estimates, Leave On For Landlord	<i>The Seller will provide services for Advanced Consumption, Long-Term Estimate, and Leave On for Landlord activities.</i>	27
014-BS	Supply Chain Master Data Management (MDM)	<i>The Seller will gather and update supply chain master data concerning Rover and provide procurement reporting related to Rover required by Rover to support existing business activities</i>	27
015-BS	Accounts Payable	<i>The Seller will provide accounts payable services such as: review and process invoices, process customer refunds and credits, process return checks and rejected payments, and other related services.</i>	27
016-BS	Transactional Procurement	<i>The Seller will assist with vendor selection, review requisitions and shopping carts, manage POs, and perform supplier ISN compliance and safety standards checks along with other Transactional Procurement activities</i>	27
017-BS	Manage Procure to Pay (P2P)	<i>The Seller will manage P2P related inquiries from customers and third parties, including questions regarding purchasing, receiving, invoicing, and payments and will provide insightful reporting/analysis to monitor the health of the end to end procure to pay process.</i>	27
018-BS	Procure to Pay (P2P) System	<i>The Seller will evaluate, optimize, and maintain the SAP suite of systems in addition to the incident management system that enables Procure to Pay.</i>	27
019-BS	Storm Filing Process Support	<i>The Seller will provide services related to storm expense data and facilitating storm and emergency filings. For storms that occurred prior to closing, Seller will compile documentation and costs, manage regulatory processes, and review storm work order costs. For storms after closing, Seller will extract data from their systems for Rover to compile and file</i>	24
021-BS	Employee Services Support Center & HR Administration	<i>The Seller will provide the following services: oversight of manager and employee self-service, case/issue management, research and troubleshoot data inaccuracies, contact for inquiries and escalations for HR Admin and Payroll, complete processing functions of HR-related transactions, support of in-scope benefit and employee plans, contractor administration, user acceptance testing, and required union new hire reporting to US Health & Human Services</i>	7

Appendix: TSA Summaries – By Functional Area



TSA ID	TSA Schedule	Short Description	Duration (months)
023-BS	HRIS - Organization and Position Management	<i>The Seller will maintain organizational hierarchy data and facilitate reporting and monitoring against standards to mitigate issues and risk.</i>	7
024-BS	HRIS - Reporting	<i>The Seller will provide Union Roster Reports, Personnel Actions/Job Assignment changes, termination and retirements, salaried roster reports, and payroll benefit deduction withholdings.</i>	7
025-BS	HRIS - Technology Support Services	<i>The Seller will provide HRIS technology support and assist with the integration of the HRIS data and related services.</i>	7
026-BS	Employee Records & Information Requests	<i>The Seller will respond to information requests, maintain records, facilitate release and transport of records, and review files to assist in legal reviews.</i>	7
027-BS	Benefits Administration	<i>The Seller will provide oversight of all third-party benefits administrators as well as participate in testing, training, and change management processes regarding benefits administration.</i>	6
028-BS	401k Administration	<i>The Seller will provide oversight of the third-party 401k administrator, collaborate with and manage the relationship with Vanguard, and provide relevant data.</i>	7
029-BS	Pension Administration	<i>The Seller will provide oversight of the third-party pension administrator and provide administrative support of pension plans and vendors.</i>	7
030-BS	Retirement Administration	<i>The Seller will provide oversight of the third-party retirement administrator, case management for employee questions, ad hoc knowledge transfer, and other administrative support for retirement management.</i>	7
031-BS	Time Governance	<i>The Seller will perform time entry monitoring and adjustments and coordinate with timekeepers.</i>	7
032-BS	Payroll Processing	<i>The Seller will continue to pay employees for time worked and other payments, withhold tax and general deductions, manage reimbursement programs, and provide the estimated tax withholdings.</i>	7
033-BS	Period End Payroll Tax Forms Processing	<i>The Seller will prepare, file, and provide accurate quarterly and annual tax filing forms for Federal and State taxing jurisdictions.</i>	8
034-BS	Audit Support for Employee and Retirement Benefit Plans	<i>The Seller will provide system data to allow for Sox controls and annual audits to be performed, and provide assistance with collection of data if necessary.</i>	18

Appendix: TSA Summaries – By Functional Area



TSA ID	TSA Schedule	Short Description	Duration (months)
035-BS	Balance Sheet Account Reconciliations	<i>The Seller will provide monthly and quarterly balance sheet reconciliations, on a timetable as defined.</i>	28
036-BS	Fleet Management	<i>The Seller will assist in the administration of the fleet, such as the provision of asset acquisition/retirement services, provision of lease administration, monitoring of on-site tanks, management of technician training, and other related services.</i>	12
038-CS	Customer Sales and Solutions	<i>The Seller will provide support for the 2021 annual Net Metering filing, assist with knowledge transfer and physical separation of specified USAS-related activities and tools, and will manage the Non-Standard Electric Connections work for a period up to 90 days after close.</i>	9
039-CS	Call Center Operations	<i>The Seller's call center will continue to provide services including all call center operations, workforce management, vendor management, and call center training</i>	27
046-FAC	Mailroom Services	<i>The Seller will continue to process Customer mail until stand-up of a new Customer mailroom at the new RI Customer Control Center.</i>	27
047-FAC	Facilities Union Clerk Support & Training	<i>The Seller will provide consultative clerk support until the newly hired RI Facilities clerk no longer requires it.</i>	6
047-FIN	Accounting and financial reporting	<i>The Seller will assist with reporting including monthly financial reports, quarterly US GAAP financial statements, FERC quarterly and supplemental filings, and relevant State filings. The seller will support Asset Accounting, including records maintenance, general accounting within PowerPlan, etc. The seller will support General and Regulatory Accounting, including transaction processing and accounting (as specified), AT and cash collection accounting, and other services. The Seller will provide monthly schedules/reports on identified matters.</i>	28
051a-FIN	Middle Office Support for Gas Procurement Activities	<i>The Seller will continue to provide middle-office compliance, risk management, and data system support services related to the procurement of gas.</i>	27
051b-FIN	Middle Office Support for Electric Procurement Activities	<i>The Seller will continue to provide middle-office compliance, risk management, and data system support services related to the procurement of electricity.</i>	27
051c-FIN	Back Office Support for Energy Procurement Activities	<i>The Seller will continue to provide back-office compliance and accounting services related to the procurement of gas and electricity.</i>	27

Appendix: TSA Summaries – By Functional Area



TSA ID	TSA Schedule	Short Description	Duration (months)
053-FIN	Tax consulting services	<i>The Seller will consult on questions regarding tax matters. The Seller will assist Target in preparation and payment of Sales and Use Tax and Gross Receipts Tax, and will assist in the determination of net tax value of its fixed assets. Fixed Assets and Basis Adjustments. The Seller will provide expense data and staff support for financial reporting matters.</i>	27
054-FIN	Property tax services	<i>The Seller will assist in the preparation and payment of property tax bills. The Seller will provide knowledge transfer and history to relevant Target personnel, and maintain records necessary to account for utility plant assets.</i>	27
055-FIN	Insurance	<i>The Seller will provide Rover with an asset report in support of the Target's Property Insurance program renewal, and shall use commercially reasonable efforts to provide a detailed Insurable Value Report for all single-site Rover assets in excess of \$1M.</i>	12
056-FIN	Cash Management Services	<i>The Seller will continue to process AP and Payroll disbursement for Target via existing Seller bank accounts, and provide related services.</i>	2
055-HSE	Health, Safety, Environment (HS&E) and Security, Regulatory Monitoring, Reporting, and Compliance Consulting Services	<i>The Seller will make its personnel available to provide informal training and consulting regarding environmental and safety subjects including but not limited to: Rhode Island regulatory filings, prepare OSHA annual 300 and 300A filings, benchmarking reporting, DOT reporting, environmental related SEC 10Q/10K reporting and Asset Retirement Obligations (ARO) reporting.</i>	24
056-HSE	Field Safety Support	<i>The Seller will assist Rover with management of field safety issues, such as: Safety observations, 2nd level assurance, safety incident response, HASPs, OSHA compliance, storm support, policies and procedures, safety support, safety training, and process safety</i>	6
059-HSE	Site Investigation and Remediation (SIR)	<i>The Seller will provide financial analysis related to RI filings, SIR reserves, fund forecasts, and annual rate filings.</i>	24
060-HSE	Environmental Consulting Services	<i>The Seller will provide Rover with consulting services related to SIR, environmental field support, spill planning/control/response, and environmental licenses, permits and orders.</i>	12

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TSA ID	TSA Schedule	Short Description	Duration (months)
064-HSE	Site Security Services	<i>The Seller will support continued operations under existing security clearance systems and procedures, the restriction of access to facilities to authorized individuals, and the maintenance of infrastructure for video security and card key access.</i>	24
065-HSE	DOT Compliance / DQF	<i>The Seller will provide oversight and administration of DOT compliance, specifically the Driver Qualification Program. This service includes maintaining Beacon Insights, the employee and user roster, DOT-required files, and verification of all documents loaded by Rover supervisors.</i>	12
065-REG	Regulatory support - General	<i>The Seller to provide general regulatory support to PPL-RI, including support for proceedings before regulatory bodies and on conference calls. Additionally, Seller to provide DREAM instance during initial transition period, until Buyer is able to assume contract with vendor.</i>	12
066-REG	Regulatory support - Reporting and filings - Electric & Gas distribution	<i>The Seller to provide support for preparation of distribution-related reporting and filings, as identified in the schedule, as well as general consultative support. Seller also to provide consultation on prior Target base rate cases and settlements that are the basis for current cost recovery embedded in base rates. The Seller will provide training on specific higher-complexity reports and filings, as identified.</i>	12
067-REG	Regulatory support - Rate Related Reporting & Filings - Transmission	<i>The Seller to provide support for preparation of transmission-related reporting and filings, as identified in the schedule, as well as general consultative support. The Seller also to provide consultation on prior Target transmission formula rate filings and other FERC rate-related regulatory obligations. The Seller will provide training on specific higher-complexity reports and filings, as identified.</i>	12
068-SC	Strategic Procurement	<i>The Seller will assist in efforts to procure continued service by the counterparties under existing contracts in the name of Narragansett, support Narragansett to replicate relevant contracts, maintain ownership of sourcing events that are categorized as "Post-Gate 0", and provide limited ad hoc procurement reporting.</i>	27
069-SC	Inventory Management	<i>The Seller will provide analysis of material requirements, corresponding ordering and maintenance of master data in the ERP system, and provide inventory management reporting and knowledge transfer.</i>	27
070-EO	Transmission Asset Management and Planning	<i>The Seller will support the Target's transmission planning activities, including modeling and study work, support the project submission process for transmission facilities, and support permitting and licensing activities.</i>	12

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TSA ID	TSA Schedule	Short Description	Duration (months)
071-E0	Transmission Line and Substation Support Services	<i>The Seller will provide emergency transmission line and substation support services, including ad hoc consultation and technical support, engineering consultation, SPCC plans, etc.</i>	12
072-E0	Transmission and Substation Engineering and Design	<i>The Seller will support and perform for Target identified engineering and design services for specific transmission projects.</i>	6
073A-E0	Electric Transmission Line, Distribution Line, Substation, and Protection Standards & Work Methods	<i>The Seller will support Target's T&D Standards and Work Methods functions, including ad hoc consultation on identified subjects and processes</i>	6
073B-E0	Electric Lab & Field testing	<i>The Seller will provide electric lab and testing services related to the Target Transmission and Distribution system, including meter engineering consultation, Electric Lab and Field Testing services, and Rubber Goods Testing and Maintenance.</i>	24
074B-E0	Electric Meter Shop	<i>The Seller's Electric Meter Shop will provide services to the Company, such as managing inventory, performing bench meter tests, and programming electronic meters.</i>	27
076-E0	Transmission Planned Major Maintenance & Capital Construction	<i>The Seller will assist with the planning, management and construction of significant Transmission Line, Substation and Distribution Line projects with a deliverable due within 6 months of Day 1.</i>	6
078-E0	Electric Transmission Network Control	<i>The Seller will support the operation of the Target Transmission Electric Network Control, including Operations, supporting Tools and Systems, and Outage Coordination.</i>	25
079A-E0	Mapping and records	<i>The Seller will provide GIS/mapping, records, and records services in support of Target's operations, including GIS map updates, electrical drawings, work order closeout, etc.</i>	27
079B-E0	Work Order Closeout	<i>Work Order Close Out Group to continue to provide and support such as confirming work requests and updating meter information.</i>	27
080-E0	Meter Data Services	<i>The Seller will provide services relating to meter data collection, storage, and data management; activities related to meter adds, changes and removals; estimating and troubleshooting services for no meter reads; and wholesale settlement for the New England ISO market.</i>	27
081-E0	NERC/ NPCC - Reliability Compliance	<i>The Seller will make its personnel available to respond to questions in reference to Critical Infrastructure Protection (CIP) and Non-CIP Standards and related testing requirements in order to maintain compliance with NERC and NPCC. The Seller will also provide assistance in Rover's assessments and external reliability compliance reporting.</i>	25
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TSA ID	TSA Schedule	Short Description	Duration (months)
082A-E0	Emergency Restoration Support	<i>The Seller will instruct its employees, when requested by Target, to provide emergency maintenance and restoration assistance.</i>	6
083-E0	Transmission Aerial Inspection & Patrol	<i>The Seller will provide Transmission Aerial Inspection & Patrol Services on an as-needed basis, both unplanned and planned, including management, coordination, and administration, as defined.</i>	6
084-E0	Shared Telecom Network (STN)	<i>The Seller will provide Engineering, Operation and Administration services related to the STN.</i>	27
085A-E0	Distribution Pole Attachments	<i>The Seller will provide program management for Attachments, including billing, and manage wireless license agreements for wireless cellular attachments.</i>	12
085B-E0	Outdoor Lighting	<i>The Seller will manage all aspects of the Outdoor Lighting program, including engineering standards, contracts, LED conversions, regulatory inquiries and rate filings, etc.</i>	12
086-E0	Land Mobile Radio (LMR) and Microwave Systems	<i>The Seller will make available its LMR and Microwave systems, including adhoc engineering consultation to facilitate the maintenance of the associated systems after the TSA period.</i>	27
087-E0	Electric Distribution Control Center	<i>The Seller will make available DCC systems and procedures as needed to allow Target to conduct operating system maintenance and updates, and perform system operator training/qualifications.</i>	27
089-E0	Right of Way and Survey Engineering	<i>The Seller will provide ROW and Survey Engineering services to support customer and capital projects for both electric and gas.</i>	12
090-E0	Vegetation Management (Transmission and Distribution)	<i>The Seller will support vegetation management operations, including general supervisor, assistance with preparation of regulatory filings, and assistance with vendor management.</i>	12
092-E0	Emergency Transmission Line Services (TLS)	<i>The Seller will support TLS, ensuring it is appropriately resourced to support emergency response operations as outlined in ITAMA.</i>	12
093-E0	Emergency Hoisting and Rigging	<i>The Seller will make reasonably available delivery, hoisting and rigging of substation equipment in a manner consistent with the provision of such services prior to Closing</i>	12
087A-GO	Dispatch Training Support	<i>The Seller will train five new RI Dispatch Supervisors prior to transfer to Rover.</i>	3

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TSA ID	TSA Schedule	Short Description	Duration (months)
087B-GO	Consultancy Services for Dispatch Supervision	Once 087a-GO is completed, Seller will transition to a consultancy service to support and advise Rover's employees.	12
087C-GO	Emergency Call Dispatch Support	The Seller's NYC Dispatch will continue to receive calls made to the current emergency number and route calls to a new dedicated Rhode Island dispatch number.	12
091-GO	Gas Control Center Operations	The Seller will provide gas system control, monitoring, and management services. Seller will also recruit twelve candidates to be trained as Gas System Controllers to operate the Rhode Island Gas Distribution System and collaborate with Rover Incident Command Structure during emergencies and drills.	27
100-CS	Marketing and Growth	The Seller will provide Forward Capacity Market portfolio management services, routine website outage management, services related to marketing and communications plan execution, and customer lists. The Seller will maintain and post on the rebranded customer service website.	27
101A-EP	Gas Load Forecasting	The Seller will provide Gas Load Forecasting services, including requirements determinations, model development, variance analysis, compliance and regulatory support, and internal budgeting and planning support.	27
101B-EP	Electric Load Forecasting	The Seller will provide Electric Load Forecasting services, including daily and long-term electric requirements determinations, supply forecasting, peak forecasting, compliance and regulatory support, and internal budgeting and planning support.	27
102-EP	Gas Procurement Services - General	The Seller will provide Gas Procurement services, such as gas supply planning, pipeline and upstream capacity planning, and LNG procurement.	27
103A-EP	Energy transactions (Physical Transactions)	The Seller will support Energy Transactions (Physical) programs, including executing the supply plan and purchasing monthly base load, daily spot natural gas, and training as agreed upon by the Seller and Target.	27
103B-EP	Energy Transactions (Financial)	The Seller will support Energy Transactions (Financial), such as financial hedging planning and determination and calculation of incentives under regulatory programs.	27
104-EP	Retail Choice Programs	The Seller will support the retail choice programs by managing and administering large and small volume retail choice programs, tracking gas deliveries by marketers, related billing services, and internal reporting as needed.	27

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TSA ID	TSA Schedule	Short Description	Duration (months)
105-EP	Long Term Clean Energy Supply	<i>The Seller will provide Clean Energy Supply services, such as the development of long-term contracts, filings compliance, and administration of the Renewable Energy Growth Program.</i>	27
106-EP	Electric Procurement	<i>The Seller will support Electricity Procurement in related to to: Last Resort Service, Renewable Energy Certificates, Market Based Rate data, and Power Purchase Agreements.</i>	27
106-IT	Business application services	<i>The Seller will support critical commercial, operations, and corporate business system applications currently used by the Company, including the support of business logic, application code, and any other necessary interfaces or components.</i>	27
107-IT	Service desk and service management integration services	<i>The Seller will provide services related to the service desk and service integration and management.</i>	27
108-IT	Collaboration Services (E-mail and Collaboration Tools)	<i>The Seller will provide e-mail support services to employees transitioned to Target on Day 1, and contractor e-mail access as required for Legacy or newly-hired employees, under agreed-upon terms and a defined process.</i>	27
109-IT	Data center services	<i>The Seller will support the data center computing infrastructure for business applications.</i>	27
110-IT	Client services	<i>The Seller will continue to provide its existing desktop support for company-supported hardware and software products.</i>	27
111-IT	Commercial services	<i>The Seller will continue to maintain contract and license support.</i>	27
112-IT	IT Infrastructure services	<i>The Seller will continue to provide IT servers, storage and network devices, and all controlled computing facilities.</i>	27
113-IT	Networking support	<i>The Seller will provide services related to: Business Internet Protocol Networks, Energy Management System and Outage Management System IP Networks, Desk Phones, and Wireless Phones and Data Ports.</i>	27
114-IT	IT Energy Management Systems (EMS) – SCADA Systems, and Outage Management Systems (OMS)	<i>The Seller will provide Electric EMS- and Gas GMS-SCADA System services, and Outage Management System support.</i>	27

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TSA ID	TSA Schedule	Short Description	Duration (months)
115-IT	Cyber security services	<i>The Seller will maintain existing cyber security systems, infrastructure, and processes.</i>	27
116-IT	Emergency response services	<i>The Seller will support the coordination and execution of the IT emergency response plan, will have restoration teams on standby-by in the event of a storm, and will provide desktop services.</i>	27
117-IT	IT TSA Exit Support Services	<i>The Seller will provide IT TSA exit and migration services.</i>	27
118-HR	Labour Relations	<i>The Seller will provide ad hoc support relating to contract interpretation for Local 310, Local 310b, and Local 12431 employees and assist in effort to resolve any formal grievance or arbitrations that remain unresolved or arise during the Transition Period.</i>	12
119-HR	Regulatory Training	<i>The Seller will provide access to shared/corporate technical or regulatory/compliance training materials and platforms.</i>	7
122-HR	Workforce Planning and People Analytics	<i>The Seller will provide standard PowerBI reporting publications, based exclusively upon data and organization hierarchies within MyHub, on a quarterly basis.</i>	12
123-HR	Talent Management	<i>The Seller will provide ad hoc historical reporting needs and knowledge transfer for Talent processes.</i>	3
124-FAC	Masachusetts and New York Offices	<i>The Seller will provide space for Seller employees to continue to be based in Massachusetts and New York facilities, while supporting the Company.</i>	27
125-FAC	Massachusetts Operations Facilities	<i>The Seller will provide usage of the Gas and Electricity control center in Northboro.</i>	27
126-FAC	Massachusetts Warehouse Facilities	<i>The Seller will provide usage of the Sutton warehouse facility.</i>	27
127-SC	Warehouse Management	<i>The Seller will provide storage of material, provision of inbound and outbound logistics for relevant material, inventory recovery services, and provision of devices and related software.</i>	27

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TSA ID	TSA Schedule	Short Description	Duration (months)
129a-FIN	Financial planning and analysis	<i>The Seller will provide consultative support for monthly and quarterly reporting decisions and reporting activities. The Seller will support knowledge transfer to Target's employees assigned to perform FP&A activities.</i>	6
129b-FIN	Financial planning and analysis - FBPs	<i>The Seller will support Target with existing finance business partnering activities covering Monthly Reporting Center of Excellence reports and access to FP&A Power BI dashboards. The Seller will support knowledge transfer to Target's employees assigned to perform FP&A activities.</i>	28

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TSA ID	TSA Schedule	Short Description	Duration (months)
130-HSE	Health Services	<i>The Seller will assist Rover with its management of various health services programs (e.g., D&A programs, records retention, employee policies)</i>	12
131-HSE	Safety Policy & Programs	<i>The Seller will provide Rover with the following: 1. Consultation for its management of safety policies and programs, 2. Monthly hours for OSHA reporting requirements while paid through Service Provider payroll systems, 3. Weekly reports of contractors under Service Provider's ISN instance.</i>	6
132-FAC	Northboro Contact Center	<i>The Seller will provide usage of the Customer Contact Center in Northboro.</i>	27
133-FAC	Training Facilities	<i>The Seller will provide usage of the Millbury training facility.</i>	27
135-FAC	Capital Project Support	<i>The Seller will continue to support delivery of capital projects through planning, resourcing, implementation, and controls and close out.</i>	18
136-REG	Regulatory Support – New England Power Company Services on Behalf of NECO – Transmission	<i>The Seller to continue to provide transmission management services until Narragansett is established as a TOA, pursuant to the ITAMA; after establishment as a TOA, Seller will provide necessary data as may be required by a regulatory order impacting historical transmission rates, as defined.</i>	12
137-REG	Regulatory Support – Transmission Owner Group Participation – Transmission	<i>The Seller to participate in PTO-AC and NETO groups on behalf of Target prior to Target's establishment as a TOA, and will coordinate with Buyer on the positions taken.</i>	6
138-BS	Card and Expense Administration	<i>The Seller will support the completion of administrative functions, expense processing, and payments related to card administration. This includes card setup, card audit, exceptions handling, and managing travel booking system.</i>	27
143-SOX	Sarbanes Oxley Testing	<i>The Seller will continue to provide SOX control testing during the transition period, as defined.</i>	27
144-GO	Emergency Restoration Support	<i>The Seller will make available its employees and resources when requested to support and perform restoration activities in an emergency event in Rhode Island.</i>	12
145-GO	ISR Testimony Support	<i>The Seller will provide FY2023 ISR support services as well as support Rover in proceedings/meetings with the RIPUC or RI Division.</i>	6
146-GO	Operator Qualification Written Test Access	<i>The Seller will provide access to its current proprietary written operator qualification test content for Rover's test takers.</i>	15

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TSA ID	TSA Schedule	Short Description	Duration (months)
147-GO	Consultancy Services for Operator Qualification Program Management	<i>The Seller will provide advice on the adoption and implementation of Rover's Operator Qualification Written Plan to support an extended period of knowledge transfer post-Closing.</i>	9
148-GO	Witnessing and Documentation of Test Welds	<i>The Seller will provide welding inspector employees as needed to witness test welds and prepare associated documentation.</i>	6
149-GO	GBE Business Process Support	<i>The Seller will provide business process and business product owner support for the GBE application suite. Defects impacting Rhode Island business will be prioritized.</i>	12
150-GO	Gas Complex Project Support	<i>The Seller will make available Project Development, Project Management and Engineering, and Asset Management employees to prepare the deliverables required to fulfill the Service Provider Gate C stage checklist.</i>	3
152-GO	Operations Engineering Training Support	<i>The Seller will provide facilitated and on-the-job training to a maximum of 3 Rover operations engineers to support the development of capabilities in specified operations engineering activities.</i>	3
153-GO	Corrosion Audit Support	<i>If requested by Rover, Service Provider shall provide the following services to support the PHMSA Audit (Division Audit on Corrosion): · Making historical data available as it relates to the Audit · Answering Rover's and Pluto's questions as they relate to the context of the data provided</i>	2
154-CS	Customer Operations and Vendor Support	<i>Service Provider shall extract and forward to Rover Rhode Island customer service agent call and screen recordings. On a weekly basis, the Service Provider will gather a random sample of recorded gas and electric calls that will allow teams to gauge customer sentiment.</i>	27
155-BS	Controls and Compliance	<i>Provide direction and oversight for quality assurance and end-to-end testing and controls for Customer processes, ensuring completion of 2nd line testing, inclusive of SOX controls, operating controls, and working with leadership team to ensure remediation plans are executed according to established due dates</i>	27
156-BS	Employee Services Support & HRIS Organization and Position Management	<i>Services such as processing of non-payroll relevant employees master data and user accepting testing within the seller to be provided for all non-payroll relevant employees requiring system access that are employed by Rover during the TSA period.</i>	27