KCP&L
Transmission Projects
Project Execution Plan

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1.0 Executive Summary

1.1 Purpose of the Project Execution Plan

The purpose of the Transmission Project - Project Execution Plan (PEP) for the Iatan – Nashua and Sibley – Maryville – Nebraska City Transmission Construction Projects (collectively, the "Project") is to provide a high-level plan for the Project Leadership Team, the Executive Oversight Committee, and other external organizations that:

- Demonstrates and records how the Project Leadership Team intends to execute the overall Project.
- Provides clarity to all Project participants on the Project objectives and targets.
- Links Project objectives to business objectives and corporate policies.
- Defines the scope and context of the Project.
- Sets out the Project organizational structure and roles and responsibilities.
- Provides a vehicle for team-building, promoting essential discussion, understanding and buy-in from the Project Leadership Team.
- Gives strategic guidance to the Project Leadership Team and provides a framework for decision-making.
- Sets out specific strategies for executing each area of Project activity.
- Provides a useful source of high-level project data with references to sources of further information, where relevant and applicable.
- Is concise and user-friendly.

The PEP outlines the basic plans and strategies upon which the Project shall be executed. It is a controlled document which may be revised, as and when deemed appropriate, based on the discretion of the Senior Project Director - Construction to accommodate the evolving stages of the Project in accordance with Project and/or corporate policies.

Once approved, the PEP will be made available to the entire Project team.

1.2 KCP&L Business Case

The Iatan – Nashua and Sibley – Maryville – Nebraska City Transmission Construction Projects were initiated as a result of studies performed by the Southwest Power Pool ("SPP"). The Iatan – Nashua Project is one of the Balanced Portfolio Network Upgrades and the Sibley – Maryville – Nebraska City is one of six projects identified as part of SPP's Priority Projects portfolio. The SPP, a Regional Transmission Organization ("RTO") with members in nine states and approved by the Federal Energy Regulatory Commission, has the obligation to plan and develop transmission solutions for the region in which it serves as an RTO. In 2008 and 2009, SPP began developing a more comprehensive approach to its transmission expansion planning which will result in traditional reliability-based benefits, as well as benefits of reduced regional market congestion, lower regional generation production costs and increased operating efficiencies.

The first comprehensive set of such projects was developed as the Balanced Portfolio containing seven major transmission projects within the SPP region.
The SPP approved this set of projects in April 2009, and one of which was the Iatan – Nashua Project. A Notification to Construct (NTC) was issued to KCP&L for the Iatan-Nashua Line in June 2009. The Priority Project Report (which included the Sibley – Maryville – Nebraska City Project) was approved by the SPP Board in April 2010 and an NTC was issued to KCP&L / GMO in late 2010.

The Projects will result in reduced congestion on the region's transmission system and will provide essential transmission capacity for long-term efficient delivery of energy within the region. Additionally, they will provide an alternate transmission route during emergencies and greater service reliability for the northwest Missouri area.

1.3 Project Objectives

The business goals and objectives of the Project are included in the Success Criteria outlined in Section 2.7 and are focused on the following key themes:

- Safety
- Environmental
- Quality
- Schedule
- Cost
- Commissioning and Turn-Over

Measures and targets are reinforced and further developed through a delivery strategy statement (See Section 2.5). Specific measures and targets are subject to a process of continuous change and should be revised as appropriate. All objectives are consistent with KCP&L corporate policies.

1.4 Executive Sponsorship and Oversight

The executive sponsor for the Project is the Sr. VP Corporate Services. An Executive Oversight Committee (EOC) has been formed and is charged with providing governance and oversight to the Project and shall be in effect through the life of the Project. In addition, this committee shall provide support and advice to the Project team. The EOC consists of members of the senior leadership team and other key stakeholders of KCP&L. The committee members are appointed by the Executive Vice President – COO. The EOC Charter is attached as Exhibit 1.

2.0 Overall Project Description

2.1 Project Location

Iatan – Nashua Project will be a 31 mile 345-kV transmission line from Iatan, Missouri to Nashua, Missouri. Sibley – Maryville – Nebraska City Project will be a 175-mile, 345kV transmission line and related facilities to be constructed between Sibley, Missouri and Nebraska City, Nebraska.

2.2 Project Scope

The Iatan – Nashua Project involves the construction of a new 345kV transmission line in northwest Missouri. The transmission line will extend approximately 31 miles from an existing substation at the Iatan Generating Station in Platte County, near Weston, Missouri to the existing 161kV Nashua substation in Clay County, near Smithville, Missouri. The existing 161kV Nashua substation will be expanded and upgraded to accommodate both the new 345kV Iatan-Nashua line, and a connection to the existing St. Joseph-Hawthorn 345kV transmission line. Additionally, a new 345/161kV autotransformer between the upgraded portion of the Nashua substation and the existing 161kV portion of the substation, and other related facilities, will be constructed.

The Sibley – Maryville – Nebraska City Project involves construction of a new single circuit 345kV transmission line in southeast Nebraska and northwest Missouri extending approximately 175 miles from Omaha Public Power District's ("OPPD") Nebraska City substation at the Nebraska City power plant to a new intermediate 345kV substation near Maryville, Missouri and continuing on to the existing 345kV substation at Sibley, Missouri. At Maryville, the new 345kV substation will include reactive resources to provide voltage control and provide a potential interconnection point for new renewable generation resources. This project also includes upgrades to the Sibley substation.

2.3 Resources and Project Labor Approach

The Project execution team shall be an integrated team consisting of personnel from KCP&L and various other professional labor sources as determined by the contracting strategy and need.

2.4 Contract Type

After evaluation of the potential contracting strategy options, KCP&L elected to utilize a multi-prime approach for the Project. The size and scale of a transmission construction project leads to the risk being unknown throughout the early stages of the Project. The multi-prime approach provides flexibility for scope finalization during the routing, siting and right-of-way acquisition phases of the Project. In addition, the multi-prime approach allows KCP&L to control costs and reduce risk on an individual contract basis.

2.5 Project Delivery Strategy

The Project delivery goal is to lead and manage the work required to ensure quality and safely deliver the Project on time and under budget.

2.6 Corporate Guidance and Direction

The overall delivery strategy for the Project is based on KCP&L's corporate and project governance direction, policies, systems, processes and procedures, and Guiding Principles. KCP&L's Guiding Principles that relate to project management include, in relevant part:

- An unwavering commitment to safety
- Integrity and honesty are at the foundation of everything we do
- Effective communication builds trust
- Belief in diversity and inclusion
- Collaboration promotes unity and delivers greater results
- It is our responsibility to be good stewards of all resources
- Innovation, flexibility, and adaptability are crucial in an ever-changing environment

2.7 Success Criteria

The delivery strategy is based on the following Project success criteria:

(1) **Safety**
- Everyone goes home at the end of the day; and, the Project is completed with zero injuries.
- Maintain an incident and injury free environment
- Achieve safety statistics that are better than industry averages.

(2) **Environmental**
- Zero spills and accidents.
- Comply with all regulatory and site requirements.
- Deliver the Project to meet all applicable environmental requirements.

(3) **Quality**
- Comply with all aspects of the site Quality Assurance/Quality Control program supplied by the construction contractor.
- Deliver a quality product to the transmission group by fulfilling the QA/QC needs of all stakeholders during all phases of the Project.

(4) **Schedule**
- Complete by or before the Project's major milestone dates.
- Identify and leverage opportunities to get ahead of schedule.

(5) **Cost**
- Complete the Project within the Control Budget.
- Effectively manage the contingency through the change management process.

(6) **Commissioning and Turn-Over**
- Commissioning and startup activities will be collaboratively performed by KCP&L Engineering (Substation and Transmission), Transmission Operations and Construction.
- Provide transmission group with proper training, documentation, and support for the turn-over to transmission operations.

2.8 Engineer of Record

The engineer of record will be KCP&L engineering.

2.9 Performance Guarantees

All performance guarantees have been incorporated into the contract specification and compliance with such guarantees will be demonstrated by the construction contractor(s) at the end of the Project including enforcement of any make-right requirements or payment of any applicable liquidated damages that may be due and owing.

2.10 Risks to the Project

KCP&L will perform an annual risk assessment, maintain a risk registry matrix and complete a mid-cycle review / update of the risks. Components of the risk registry and review will include 1) risk identification, 2) owner accountability, 3) control / mitigation and 4) status of each threat to the successful completion throughout the life of the Project. KCP&L will closely monitor any identified risks and will develop control / mitigation strategies to minimize any unfavorable effect on the Project.

3.0 Safety and Security Management

KCP&L has developed a Contractor Safety Requirements (CSR) Program and a Site Safety Plan for the Project to act as a framework designed to coordinate the safety and health efforts of all KCP&L employees, contractors, and subcontractors. This framework provides guidance for project-specific safety related functions and applies throughout the life cycle of the Project including design, engineering, construction, commissioning, start-up and handover to Operations. These rules in no way relieve any contractor or its employees from the applicable Occupational Safety and Health Standards (OSHA) and regulations or rulings made by government authorities or agents. Additionally, these rules do not release contractors from the responsibilities and conditions contained in the Contract Documents. Contractors are responsible for compliance with all federal, state, and local authority safety regulations, which are applicable to the Project. State and Federal Labor Law Posters shall be posted in the contractor's modular office buildings or show up locations for the Project employees to read.

3.1 Policy

KCP&L considers safety in the production, delivery, and use of electrical energy to be of highest importance. It is the policy of KCP&L that employees and contractors perform their duties in a manner which ensures the personal safety of all employees, KCP&L's customers and members of the public. To this end, KCP&L has established appropriate safety processes, procedures and practices, while providing a safe working environment and promoting safety awareness by its employees, contractors and the general public through education and training contained in the Contractor Safety Requirements (CSR). Each individual employee has a responsibility to observe safety rules and practices. All employees are responsible for making sure they understand the potential hazards of work they are about to perform, for understanding and effectively communicating the

potential hazards of work they are requiring others to perform, and for taking appropriate steps to mitigate the potential hazards. Every employee has the right, and should make every effort, to stop activities being performed by anyone on company property or on company equipment that presents an imminent danger. "Imminent danger" is defined as any condition or behavior that could reasonably cause death, injury, or equipment damage.

3.2 Safety Goals

KCP&L's goal is to achieve an incident and injury-free work environment on the Project. The safety statistics should be equivalent to or better than industry standards. All Project personnel are entitled to a safe work place and should be able to go home in as good of a condition as they were when they arrived at work.

3.3 Safety Program Components

The realization of these safety goals relies heavily upon the active participation and cooperation of KCP&L's Project management team, the contractors' project managers, foreman, supervisors, and employees in implementing some basic safety program tenets:

(1) **Attitude/Culture**. Safety is everyone's responsibility. Project leadership and management must be fully committed to safety efforts and constantly strive to educate and enforce the importance of performing work in a safe manner. Safety measures taken should not be considered to be an added burden, but rather as an important and expected part of the construction process.

(2) **Accountability.** Measurable performance criteria must exist and be routinely audited in order to ensure that all parties are executing their work at an acceptable level with regards to safety. All employees and contractors must be held accountable for their safety performance.

(3) **Pre-Job Planning**. All construction work packages and activities will be planned prior to the start of work to minimize the potential for personal injury and property damage. Work will be designed to anticipate and identify hazards before work begins. Measures will be identified and taken to eliminate hazards and adequately control the anticipated risks for each scope of work. The planning process does not stop at the "preplanning" stage, but is a continuous process of assessment and evaluation. When changes occur or new hazards are identified during the course of the Project, the work should be suspended while the plan is reviewed.

(4) **Communication**. Proper communication between and among all project employees involved in constructing the Project is critical. Unexpected hazardous acts and conditions on the Project site shall be immediately reported. Information pertaining to specific hazards shall be discussed and shared with all potentially affected parties.

(5) **Training**. Develop and implement an educational and training program designed to stimulate and maintain interest and cooperation of all Project personnel through applicable safety meetings and safety training programs.

(6) **Evaluation/Auditing**. Periodic reviews comprehensive safety measures to determine their overall effectiveness in controlling losses will be conducted. Prompt investigations shall be conducted of all incidents, near misses, injuries, and first aid cases.

3.4 Contractor Management

The Project Team is committed to selecting contractors that share KCP&L's safety and health philosophy and have good safety records.

The contractor(s) is required to provide a qualified safety professional to coordinate daily safety activities on site. The contractor(s) and their subcontractors are required to develop, implement, and maintain a safety program that addresses the hazards to which their employees may be exposed and that meet the requirements of the KCP&L CSR. All contractors and subcontractors are required to maintain a workplace free of drug and alcohol use. All employees are required to be tested prior to the start of work, are subject to random drug and alcohol testing, subject to post-accident testing, as well as reasonable suspicion testing.

The contractor(s) shall report all injuries, illnesses and near miss accidents to KCP&L immediately. A written report of the incident is due within 24 hours of the incident. A root cause analysis shall be completed by the contractor(s) and a written report of findings submitted to KCP&L.

Safety statistics will be maintained for the Project and KCP&L will work with the contractor(s) to address any negative trends and achieve safety statistics that meet or exceed industry averages.

3.5 Crisis and Emergency Management

The Project team will comply with KCP&L's Corporate Crisis and Emergency Preparedness program, the Disaster Recovery Plan and the Business Continuity Plan.

3.6 Incident Analysis and Reporting

All incidents, regardless of severity, must be reported to the Construction Safety Representative. Examples of the types of incidents that should be reported include: fatalities; lost time incidents; recordable injury incidents; first aid cases; vehicle accidents; near-misses; unsafe acts or conditions; and property damage. KCP&L and the contractor(s) will report, investigate, and track all incidents in accordance with the contract and KCP&L policies. Reports of formal incident investigations including any root cause analysis will be shared as appropriate throughout KCP&L.

3.7 Site Security

Site Security responsibilities can vary widely depending on the requirements of the specific transmission project. In general the construction contractor will be responsible for all site security during the construction process on the easement / right of way supplied by KCP&L. Should the Project require the contractor to access existing KCP&L facilities i.e. power plants or substations, the Project will utilize KCP&L security services to control entry by both personnel and vehicles. Security is responsible for enforcing prohibitions against certain items being on site. Among the items not permitted are drugs, alcohol, animals and weapons (as defined by Missouri statutes). All personnel, equipment, lunch boxes, vehicles, etc. are subject to search prior to admittance to the site, and at all times while on the site. Anyone found with prohibited items will be asked to remove the items or the vehicle or both from KCP&L premises and is subject to being barred from KCP&L property.

KCP&L will provide security services for all KCP&L controlled areas within the site security fence, the construction parking lots, and the site roadways traversing KCP&L property. The contractor(s) will be solely responsible for the security of all areas and work in its custody or placed in construction by it, including, easement / ROW areas, material laydown areas, fabrication areas, access badging facilities, and temporary construction roadways.

Vehicle information is required to account for vehicles accessing secured construction site areas. Vehicles on KCP&L property are subject to search at any time.

Security will enforce KCP&L prohibitions against gambling, fighting, abusive language, creating a disturbance or horseplay while on KCP&L property. Violators will be subject to removal from KCP&L property.

4.0 Administration

4.1 Organization Chart and Key Staff

The objective of the organizational strategy is to supplement the delivery strategy with a high performance Project management team to successfully deliver the Project. The components of the organizational strategy include:

- Plan and execute according to the PEP and governing policies and procedures;
- Develop a project management team focused on project goals; and
- Invest in team education, training, and development, as appropriate.

A Project management team has been organized under the Project Director – Transmission and Construction, reporting to the Senior Vice President of Corporate Services. An organizational chart of personnel that have been assigned to the Project is included in Exhibit 2.

4.2 Insurance

Insurance requirements for the following areas of coverage will be specified for in the various contracts. Coverage limits will be subject to negotiation during the contract award process.

- Commercial General Liability (CGL)
- Excess CGL
- Worker's Compensation
- Automobile Liability
- Professional Liability
- Pollution Liability
- Transportation
- Ocean Freight
- Railroad Liability
- Builder's All Risk

4.3 Project Meetings

KCP&L will hold various meetings throughout the Project to manage the construction progress. For example, a Project status review meeting will be held once a month (at a minimum) with the construction contractor(s). Other meetings may include, but are not limited to:

Weekly teleconferences and/or meetings to review project issues, monitor progress, and keep all participants up to date and should include the construction contractor(s), KCP&L, and others as required.

Construction meetings should be held with the construction contractor(s) as scheduled by the Project Manager. These meetings are anticipated to occur monthly but may occur more or less frequently if deemed necessary by either party.

Additional Project meetings shall be conducted as necessary.

The EOC meetings will be held monthly between senior Project team members and KCP&L executives.

As part of the Project's planning process, KCP&L representatives shall hold public meetings with landowners and various other stakeholders.

Meetings may be held between KCP&L and other project participants. Meetings will be held more or less frequently as needed.

4.4 Commercial Correspondence

Project commercial correspondence will originate from and be managed by Procurement. The Manager of Contract Administration supported by the Commercial Correspondence Writer will be responsible for the commercial correspondence process.

Procurement will issue correspondence related to or in response to commercial issues including formal notifications. Correspondence will be coordinated between Procurement, Legal, Project Management, Construction Management, Compliance/Regulatory, Safety, Security and KCP&L Leadership as the situation requires. Procurement will ensure prompt response to all actionable inbound correspondence.

5.0 Project Controls

Project controls consists of three major units: cost controls, scheduling, and reporting as required by the cost control system.

5.1 Cost Control

The purpose of cost control is to identify, trend, analyze and report the status of Project costs in a timely manner to support corrective actions as appropriate. The cost control process and related deliverables are explained in more detail in the Construction Management Process and Procedures.

The construction contractor(s) will be responsible for utilizing the contractor's internal accounting/reporting systems to forecast costs and report anticipated Owner costs for the work. At a minimum, the construction contractor(s) will be required to prepare and submit to the Owner a monthly cost report, a monthly report on anticipated liabilities, and a monthly cash flow and projection of future expenditures.

5.2 Schedule

Project scheduling will be developed based on the Project requirements for each applicable phase of the Project, including engineering, procurement, construction and start-up. The construction contractor(s) Schedule, Earned Value Management System, and Field Progress Measurement System will develop as specified in the Project Controls Section of their contract.

The schedule detail shall be sufficiently delineated and defined to isolate individual activities within a subsystem as defined in the Work Breakdown Structure (WBS). Updates to the schedule shall be based on physical percent complete and projected remaining durations. The Project schedule will: (1) show the major sequence of activities required to complete the work; (2) assure adequate planning and execution of the Work by the construction contractor(s) and its subcontractors; (3) assist in coordination of the construction contractor's work with the activities of KCP&L and any other contractors; and (4) assist KCP&L in evaluating the construction contractor's performance relative to the Project Schedule, weekly and monthly progress, and proposed schedule/scope modifications.

Performance/adherence to the schedule shall be monitored based on the Schedule Performance Index (SPI) and the Cost Performance Index (CPI). Critical path shall be established and reported.

If any schedule items fall behind and to the extent the Owner determines that Critical Path Milestone Dates may be at risk, the construction contractor(s) will be required to submit a recovery plan to the Owner as specified in the contract.

5.3 Owner's Earned Value Management System (EVMS)

The construction contractor(s) will be required to report project schedule status as specified in the contracts terms and conditions, or as mutually agreed.

5.4 Schedule Reporting

As specified in the contracts terms and conditions, the construction contractor(s) will be required to update the information contained in the Detailed Project Schedule as required in the contract. The updates will be required to accurately reflect the Project's progress in the schedule including updates to actual starts, actual finishes, remaining durations, physical percent completions, and any other status items in the Schedule.

5.5 Other Project Reports

The construction contractor(s) will be required to deliver the following reports in addition to reports already referenced as specified in the contract:

- Monthly progress reports
- Force Majeure Reports
- Reports on Emergencies, as needed
- Damage and Root Cause Reports, as needed

6.0 Engineering

KCP&L has lead engineers for the following areas: transmission and substation. KCP&L lead engineers will provide design and technical support for the Project. KCP&L's lead engineers are responsible for overall design in their area of expertise, managing the OE (if applicable), providing technical support, and contributing to contract management. The KCP&L lead engineers and the OE (if applicable) will manage the engineering to assure the design meets the operational and technical needs of KCP&L and manage and respond to the construction contractor's engineering inquires.

Engineering for the Project will be accomplished by the KCP&L lead engineers and their staff with assistance of an OE. The OE scope will depend on the needs of the individual project and the resources available within KCP&L. The OE's scope could include the following depending on the needs of the Project:

- Surveying

- Geotechnical Studies
- Routing and Siting
- Right of Way Acquisition Services
- Environmental Permitting
- General Construction Monitoring
- Detailed Transmission or Substation Design
- Owners Technical Contract Management

These services could be provided by one OE utilizing a Program Management approach or bid out on an individual basis depending on the Project's needs.

6.1 Engineering Staff

The KCP&L engineering project management team will include in-house and field support.

6.2 Engineering Design Basis and Tools

The KCP&L Engineering Team and / or OE will establish the overall design basis and design criteria for all detail design activities for the transmission projects. This information is included in various design criteria established by the KCP&L Transmission Department and will be incorporated into the design specifications of each project.

6.3 Permits and Licenses

All permits required to be in the Owner's name will be obtained and purchased by KCP&L. This includes all easements, rights-of-way, and environmental permits including, but not limited to, all zoning, building, and operating permits.

The OE (if applicable) will assist KCP&L as requested in preparing and applying for required permits.

All construction permits will be obtained by the construction contractor. KCP&L will respond to all reasonable requests from the construction contractor for assistance in obtaining Construction Permits.

6.4 Engineering QA/QC Plan

KCP&L Engineering Team will be responsible to QA/QC their designs using their normal internal processes. When an OE is utilized to perform design scope, they will be required to submit an engineering QA/QC plan to KCP&L for review and approval. This plan will define how the OE will implement Quality Control measures in the various engineering work processes used to execute the Project.

7.0 Procurement

The purpose of Procurement is to provide the best practice Procurement services to support the Project management team in delivering the Project on time and on budget. Procurement will provide contracting and other commercial support for the Project. Such support will include issuing packages for bid, receipt and evaluation of the bids, negotiation and award of contracts, receipt and processing of vendor information, commercial correspondence, contract administration, monitoring of vendor equipment and material procurements and, where not covered by other equipment suppliers, the procurement of spare parts.

KCP&L direct procurements will be accomplished through established Large Construction Procurement processes.

7.1 Diverse Suppliers

KCP&L Procurement will include diverse and local suppliers wherever possible in any KCP&L direct procurements associated with the Projects. Construction contractors will be assigned specific goals for including diverse suppliers in their scope of work. KCP&L Contract Administration and/or Procurement will monitor execution against the Project goals with regard to inclusion of certified diverse suppliers, including minority and women-owned business enterprises (MWBE), small businesses, veteran and hub zones, as well as Kansas City-based firms.

7.2 Material Management

Equipment and materials will be received and stored by the construction contractor or other contractor, who will be wholly responsible for the protection and maintenance of all stored equipment and material after receipt.

7.3 Warranty

The construction contractor(s) and other suppliers will be required to warrant their work and/or equipment as specified in the contracts. The Manager of Contract Administration will be responsible for the management and execution of KCP&L's warranty program.

7.4 Contract Administration

KCP&L's Manager of Contract Administration will have overall responsibility for Project Contract Administration. Contract Administration will include invoice review and processing, change management, purchase order and contract closeout, contract security management (including the management of retention), support of the commercial relationship between KCP&L (led by the Project contract manager) and project vendors and management of the warranty and conformance process.

8.0 Construction Management

On large capital projects such as transmission projects, the roles of design engineering and construction management are the keys to success. As stated in Section 6.0 above, Project

engineers of appropriate discipline have been selected and assigned as "lead" representatives from KCP&L's Project engineering organization and potentially from an OE. These engineering leads in the KCP&L Project engineering organization perform an important role in technical contract management and field implementation to ensure that goods and services have been properly incorporated into the facility in the quantity and quality identified in the contract documents.

8.1 Construction Execution Strategy

The Project will normally be executed using a single construction contractor operating under the terms of a lump sum contract for the scope of work set forth in the contract. The construction contractor will be responsible for all construction, construction management, and start-up for the specific transmission project as outlined in the contract documents. The scope of engineering and procurement activities will vary widely depending on the Project's needs and will be identified in the contract documents. The construction contractor will employ all union direct hire employees and subcontract portions of the work scope. Any specialty or nonunion subcontractors require KCP&L preapproval. Site Project security and safety, QC, equipment, cost, schedule, construction, start up, and testing for their scope of work will be managed by the construction contractor. KCP&L and / or the OE will maintain field staff to monitor Project execution.

KCP&L will provide overall management oversight, QA surveillance, scheduling, and engineering oversight of the construction contract. The OE (if applicable) will provide engineering and field management support to the Project as requested by KCP&L. KCP&L will remain actively involved in the Project during each phase of its execution.

8.2 Constructability

The construction contractor will direct and execute the Project using their accumulated construction knowledge and skill, and documented industry best practices. KCP&L will emphasize constructability issues to the construction contractor to ensure continuous improvement to the design and construction of the Project through the interaction between KCP&L, the OE, key equipment suppliers, and construction experts.

KCP&L expects these responsible organizations to provide knowledgeable individuals to provide constructability and best construction practices input during all phases of the Project. These individuals will review all drawings and procurement specifications and provide comments to the engineers or solicit comments from the appropriate construction specialists. In addition, constructability input will be utilized to:

- Review design detail documents, equipment layout documents, equipment procurement documents regarding supplied scope, and planned design and equipment delivery schedules
- Provide construction sequencing to guide engineering and procurement schedule deliverables
- Interface with key suppliers to facilitate erection

- Provide construction sequencing to support the scheduling of engineering schedule deliverables
- Communicate construction plans to the Project leadership team in advance to coordinate interfaces and minimize rework

8.3 Construction Subcontract Plans

The construction contractor will direct-hire the union craft labor and self-perform all of the work, except for a few specialty areas that will be identified in the contract documents.

8.4 Construction Implementation Plan

The construction contractor, in conjunction with its subcontractors, will have sole responsibility for, and sole control over, construction means, methods, techniques, sequences and procedures and for coordinating all portions of their work scope. The construction contractor will be required to submit various plans on how its work will be completed to KCP&L for review. The required content of each of the plans will be included in the contract specification. In general however, the plans will detail how the construction contractor intends to execute the work.

8.4.1 Permits

The construction contractor will provide the necessary permits, certifications, or notifications required to execute the work and not provided by KCP&L. The below list is a partial listing of permits the construction contractor may be required to obtain.

- Heavy Haul Permit (by suppliers)
- Hot Work Certifications
- Contractor construction licenses
- Road Crossing Permits

8.4.2 Right-of-Way or Easement

KCP&L will provide the construction contractor(s) the available access to the site upon issuing a contract. All access to the work will be on the Right of Ways unless the contractor coordinates access to the ROW with a landowner. No further right-of-ways or easements will be required. The construction contractor will be responsible for maintaining laydown areas provided by KCP&L and within the easements.

8.4.3 Local code or regulations

The construction contractor will be required to adhere to all required codes and/or regulations.

8.4.4 Mobilization

Mobilization efforts will include delivery and setup of office facilities, tool connexes, site preparation of laydown yards, temporary fencing, and warehouse. The construction contractor will also install temporary sanitary facilities, phone, fax, and computer lines, and also the distribution networks for temporary power and construction water.

Earthwork and foundation construction equipment will be the first equipment that will arrive. The construction contractor will also make available cranes and forklifts necessary for unloading the initial loads of materials and equipment. As the Project progresses, the construction contractor will continue to mobilize additional equipment to support the Project schedule.

8.4.5 Site Development

KCP&L will initiate appropriate Site Development activities in advance of construction contractor mobilization. All Right of Way (ROW) procurement will be performed by KCP&L or their agents and will be communicated to the construction contractor when they are obtained. A qualified surveyor will be contracted by KCP&L to provide the necessary survey information for the ROW. The construction contractor will perform all work within the acquired easements unless they reach agreements with local landowners, approved by KCP&L, to provide other access to work areas.

The construction contractor will be responsible for completing the remaining site preparation work required to ready the site for project construction.

Once the construction contractor has mobilized, surveying crews will perform the initial layout required for the foundation work. The construction contractor will then have construction teams cut and fill dirt where needed to support the foundation work and also control run-off and erosion.

The construction contractor will assume control of the KCP&L generated SWPPP and provide erosion control for the entire Project in accordance with the SWPPP.

8.4.6 Foundations

Foundations will be installed by the construction contractor per the specific project's technical specification and schedule.

8.4.7 Equipment and Materials Erection

The construction contractor will be required to develop a Construction Execution Plan. This plan will detail the erection sequence of all equipment and materials and detail how the erection activities will be executed. The Plan could include the following:

- Project Procedures Manual
- Work Plan

- Crane Plan
- Concrete Forming and Pouring Sequence Plan
- Material Laydown Plan and Material Staging Plan

8.4.8 Heavy Haul

A specialty subcontractor for the heavy haul of large pieces of equipment may be utilized by the construction contractor. As needed, the construction contractor prepare and submit detailed heavy haul and rigging plans for each heavy component transport and lift to KCP&L for review prior to executing that portion of the work.

8.4.9 Operating Transmission Terminal Points

There are potentially numerous interfaces with the existing operating transmission and substation facilities associated with these transmission projects. KCP&L will coordinate switching and outages on the system with the contractor.

8.4.10 Plant Outage Activities

There are potentially numerous tie-ins to the existing power plant generation facilities. Some of these tie-ins will be required to be completed during Unit outages. These outage time frames will be identified in the contract documents. The construction contractor and the KCP&L Transmission Construction Team will closely coordinate all outages related activities to minimize the impact on the plant and insure all work is safely executed within the plant outage schedule.

8.4.11 Hot Work

Certain projects may require hot work due to system conditions dictating a circuit cannot be removed from service. The construction contractor will submit their hot work qualifications, procedure, manpower plan, work experience and any other information associated with working the applicable voltage while energized to KCP&L. KCP&L will review the information and approve the construction contractor for the “hot work” prior to any work commencing.

8.5 Site-Specific Conditions

8.5.1 Topography and Underground Soil Conditions

Applicable soil boring and topographic information will be included in the construction contract specification.

8.5.2 Existing Underground Utilities

The construction contractor will be responsible for locating and identifying, as necessary, all existing underground facilities prior to beginning work.

The construction contractor will be required to maintain "as built" records of underground utilities they modify and incorporate them into the record submittals that will be detailed in the Construction Contract.

8.6 Construction Facilities and Site Services

8.6.1 Field Office Plans

The construction contractor and subcontractors will be responsible for providing their own construction trailers and enclosed facilities at an appropriate location to properly manage the work. On a project specific basis the space may be allocated by KCP&L.

8.6.2 Warehousing

The construction contractor will be responsible for providing all construction facilities required to complete the Project. On a project specific basis, KCP&L may provide an area for the construction contractor to use for material receiving, storage and laydown. All storage requiring environmental controls will be the construction contractor's responsibility

8.6.3 Construction Roads & Parking

Any roads constructed to support the Project will be the responsibility of the construction contractor to construct, maintain, and remove unless specifically agreed to by KCP&L. Parking areas for craft personnel will be the responsibility of the construction contractor. Specific parking areas on KCP&L property may be provided on a project by project basis.

8.6.4 Environmental Compliance

The construction contractor and its subcontractors will be responsible for complying with all federal, state and local government environmental regulations, and terms and conditions specified in all project site environmental permits. The construction contractor will be required to document all of their environmental compliance activities and provide evidence of compliance.

8.7 Construction Craft

The construction contractor will be solely responsible for obtaining and maintaining a skilled union craft labor force and management staff in sufficient number to complete the Project work. This requirement will include managing and overseeing the work scope the construction contractor chooses to subcontract to third parties. The construction contractor and its subcontractors will be solely responsible for the direction of their workforces and all aspects of employment regarding their employees' terms and conditions of employment including all aspects of hiring, firing, evaluations, and wages.

The construction contractor and its subcontractors will be responsible to provide union labor and comply with the provisions of the applicable union agreements unless approved by KCP&L. The construction contractor is solely responsible for all decisions regarding labor relations, collective bargaining, grievances, arbitrations and any and all other dealings with labor organizations representing the construction contractor or subcontractor employees.

8.8 Construction Equipment and Tools

The construction contractor will be responsible for supplying and maintaining all equipment, tools, and consumables necessary to complete the Project work.

The construction contractor will not be permitted to use KCP&L's cranes, equipment, tools, or hoists for handling construction equipment or materials, including those installed as a part of the Project without prior approval from KCP&L.

9.0 Commissioning and Turnover

Commissioning is a process that begins during the Project and continues until final turnover of all systems to KCP&L transmission operations personnel. Commissioning involves testing, system and non-system walk-downs, punch list creation, and review of turnover package documentation. Commissioning requires interface between KCP&L, OE (if applicable) and the construction contractor.

10.0 Legal

Project legal services are provided by the KCP&L Law Department, utilizing its internal legal personnel and/or outside counsel. As used in this section, references to the Law Department functions or services may be performed by internal legal personnel and/or outside counsel as may be determined appropriate throughout the Project. Law Department personnel will work directly with the Project management team to perform the following functions: (1) contract negotiation and documentation; (2) contract dispute resolution; (3) assistance in the event of property damage and personal injury incidents; (4) resolution of labor disputes; (5) regulatory issues; (6) responses to date requests; (7) change order review and documentation; and (8) other services that may be needed including, but not limited to, patent and intellectual property matters, business relationship issues, other torts, and insurance issues.

11.0 Compliance

11.1 Document Controls

Document controls has been established at the Project to facilitate the filing, storage, and preservation of all major project documents. It has been established in accordance with KCP&L policy C-300, while implementing project-specific process and procedures.

All finalized original Project documents are to be sent to Document Control. PDF files are reviewed by Document Control to ensure that they were properly scanned and legible. Representative final project documents include such items as contracts, purchase orders, change orders, invoices, schedules, drawings, technical reports (cost and compliance), and project updates (presentations).

Document retention and destruction will be based on and in compliance with all KCP&L policies and procedures as well as legal and regulatory requirements.

11.2 Compliance Management

A comprehensive compliance management process will ensure that the Project complies with KCP&L and Project governance as specified in the following: KCP&L policies and procedures; Sarbanes Oxley regulations and self-assessments; any applicable audits; joint owner requirements; and other governance documents. This responsibility is assigned to the Compliance Manager who reports to Sr. Manager Business and Planning.

12.0 Exhibits

Exhibit 1 Executive Oversight Committee Charter

Exhibit 2 Project Team Organizational Chart

Kansas City Power & Light Company
Executive Oversight Committee Charter
Major Construction Projects

Purpose

The Executive Oversight Committee ("Committee") is charged with providing oversight to major construction projects generally > $100 million and will be in effect through the life of the applicable Project(s); see Appendix. In addition, this committee will provide support and advice to the applicable Project teams.

Membership

The Committee consists of members of the senior leadership team and other key stakeholders of Kansas City Power & Light Company (KCP&L) representing the disciplines embedded in the Project(s). Committee members are appointed by KCP&L's Executive Vice President and Chief Operating Officer.

KCP&L Committee Membership (Title):

- Executive Vice President and Chief Operating Officer
- Senior Vice President, Corporate Services
- Senior Vice President, Finance & Strategic Development and Chief Financial Officer
- Senior Vice President, Human Resources and General Counsel
- Vice President, Supply Chain
- Vice President, Generation
- Senior Director, Regulatory
- Director, Audit Services (ad hoc member)

The Committee will exist through the life of the applicable Project(s). Committee membership will be reviewed annually. Members may be removed and appointed on an as needed basis by the KCP&L Executive Vice President and Chief Operating Officer.

Structure and Operation

The Senior Vice President, Corporate Services will chair the Committee.

The Committee will create its own operating processes and may delegate administrative matters outside of the Committee.

The Committee will meet at such times and frequency it determines necessary or appropriate. In addition to the regular meeting schedule as established by the Committee, the Chair of the Committee may call a special Committee meeting at any time.

In the absence of the Chair during any Committee meeting, the Committee may designate a Chair pro tempore. A majority of the members of the Committee will constitute a quorum thereof.

Responsibilities and Activities

The following are the responsibilities and common recurring activities of the Committee in carrying out its purpose. These activities are set forth as a guide with the understanding that the Committee may diverge from this guide, as appropriate, given the circumstances:

- Routinely review and evaluate the Project(s) and recommend actions to re-direct the Project(s) as necessary.
- Objectively review the direction and progress of the Project(s) at key intervals to ensure the Project(s) objectives are being met.
- Assess impact of external influences on the Project(s).
- Assess Project(s) risks and provide guidance and support on control / mitigation strategies.
- Assess resource requirements and teams' performance throughout the course of each Project.
- Confirm each Project's strategic alignment, cost, benefits, deliverables and scope.
- Review and recommend for approval any contracts or change orders requiring Board approval.
- Monitor the Project(s) for adherence to corporate policies.
- Monitor the Project(s) for compliance with the performance criteria defined in the applicable Project business case.
- Monitor Project(s) level decision making processes.
- Review and monitor each project reporting, internal audit findings and other pertinent information to ensure internal as well as cost and scheduling (project) controls are designed and operating effectively.
- Review relevant reports prior to submission to the Commissions and/or other regulatory bodies.
- Review applicable update materials prior to distribution to the Board of Directors.
- Review management's assessment of key vendor contract performance including, but not limited to, any bonus and / or penalty assessments.

Kansas City Power & Light

Executive Oversight Committee Charter

Major Construction Projects

Approved this 5th day of June 2012

Scott Heidtbrink, KCP&L Executive Vice President and Chief Operating Officer

APPENDIX

LaCygne Environmental Retrofit Project

Scope

Unit 1 and 2

- Baghouse with pulse jet fabric filter (PJFF) technology for particulate removal and fly ash conveying equipment
- New induced draft (ID) fans
- Wet scrubber for flue gas desulfurization (FGD) for nitrogen oxide (NOx) removal

Unit 2 Only

- Selective Catalytic Reduction (SCR) system for sulfur dioxide (SO2) removal
- Low NOx burners and overfire air system

Common Equipment

- New Dual-flue chimney

Joint Owner – Westar Energy (50% co-owner)

- EOC Member Representative (Westar Energy Title) - Vice President Generation

Iatan - Nashua 345kV Transmission Line

Scope

- Thirty-one miles of new 345kV transmission line, Iatan to Nashua
  - New 345kV ring bus substation at Nashua
  - Modifications to 345kV substation at Iatan
  - New 650 Mva, 345/161kV autotransformer at Nashua
- Interconnects with existing KCP&L and GMO Nashua 161k substations

Nebraska City - Maryville - Sibley 345kV Transmission Line

Scope

- One hundred seventy-five miles of new 345kV transmission line, Nebraska City to Maryville to Sibley
  - Modifications of the Nebraska City 345 kV substation (by OPPD)
  - New 345kV substation at Maryville
  - Modifications of the Sibley 345 kV Substation
- Interconnects with existing GMO Sibley 345 kV Substation

Joint Venture – Omaha Public Power District (OPPD) (~5-10% in Nebraska jurisdiction)

- No Committee Member Representative

Sibley 3 Environmental Project

Scope

- Selective Catalytic Reduction (SCR) system

Transmission Lines Project: Iatan - Nashua & Sibley - Maryville - Nebraska City - Staffing for 2012

Organization Chart, excluding Headquarters / Corporate Support and Executive Oversight Committee