February 1, 2012

Akbar Jazayeri  
Vice President, Regulatory Operations  
Southern California Edison Company  
P O Box 800  
Rosemead, CA  91770

Subject: Implementation of Affiliate Transaction Rules with Respect to the Creation of Three Affiliates

Dear Mr. Jazayeri:

Advice Letter 2415-E is effective December 11, 2009.

Sincerely,

Edward F. Randolph, Director  
Energy Division
December 11, 2009

ADVICE 2415-E  
(U 338-E)

PUBLIC UTILITIES COMMISSION OF THE STATE OF CALIFORNIA  
ENERGY DIVISION

SUBJECT:   Implementation of Affiliate Transaction Rules With Respect to  
the Creation of Three Affiliates

In accordance with Affiliate Transaction Rule (Rule) VI.B adopted in Decision  
(D.)97-12-088, Appendix A, dated December 16, 1997 as modified by D.06-12-029  
dated December 14, 2006, Southern California Edison Company (SCE) hereby submits  
this advice filing to provide notice to the California Public Utilities Commission  
(Commission) of the creation of three new affiliates.

PURPOSE

The purpose of this advice filing is to provide notice to the Commission pursuant to  
Rule VI.B of the creation of the affiliates listed in Attachment A.

BACKGROUND

D.97-12-088, as subsequently modified by various decisions, adopted rules governing  
the relationship between California’s natural gas local distribution companies and  
electric utilities and certain of their affiliates. For purposes of an electric utility, the rules  
apply to all utility transactions with affiliates engaging in the provision of a product that  
uses electricity or services that relate to the use of electricity, unless otherwise  
exempted by the rules.
Rule VI.B pertains to compliance plans for new affiliates subject to the Rules:

Upon the creation of a new affiliate, the utility shall immediately notify the Commission of the creation of the new affiliate, as well as posting notice on its electronic bulletin board. No later than 60 days after the creation of this affiliate, the utility shall file an advice letter with the Energy Division of the Commission. The advice letter shall state the affiliate’s purpose or activities, whether the utility claims that Rule II.B makes the Rules applicable to the affiliate, and shall include a demonstration to the Commission that there are adequate procedures in place that will ensure compliance with these Rules. (Appendix A-3, D.06-12-029)

All of the affiliates listed in Attachment A will be considered Class A affiliates of SCE because they are or will be engaged in the provision of a product that uses electricity or a service that relates to the use of electricity.

No unusual or unique circumstances exist that would require affiliate transaction rule implementation measures beyond those SCE already has in place for the affiliates listed in Attachment A. Therefore, SCE will apply the provisions of its 2009 Affiliate Rules Compliance Plan, filed on June 30, 2009 via Advice 2354-E, to all transactions with these affiliates. If the Commission modifies or requires amendment of SCE’s current and prevailing compliance plan, or in the event that SCE files a periodic update to its compliance plan, SCE will apply all such changes or the provisions of such amended plans to these affiliates.

No cost information is required for this advice filing.

This advice filing will not increase any rate or charge, cause the withdrawal of service, or conflict with any other schedule or rule.

TIER DESIGNATION

Pursuant to General Order (GO) 96-B, Energy Industry Rule 5.1, this advice letter is submitted with a Tier 1 designation.

EFFECTIVE DATE

This advice filing is made in compliance with D.97-12-088 and D.06-12-029, and will become effective on December 11, 2009, the date filed.

NOTICE

Anyone wishing to protest this advice filing may do so by letter via U.S. Mail, facsimile, or electronically, any of which must be received no later than 20 days after the date of this advice filing. Protests should be mailed to:
There are no restrictions on who may file a protest, but the protest shall set forth specifically the grounds upon which it is based and shall be submitted expeditiously.

In accordance with Section 4 of GO 96-B, SCE is serving copies of this advice filing to the interested parties shown on the attached GO 96-B service list. Address change requests to the GO 96-B service list should be directed by electronic mail to AdviceTariffManager@sce.com or at (626) 302-2930. For changes to all other service lists, please contact the Commission’s Process Office at (415) 703-2021 or by electronic mail to Process_Office@cpuc.ca.gov.

Further, in accordance with Public Utilities Code Section 491, notice to the public is hereby given by filing and keeping the advice filing at SCE’s corporate headquarters. To view other SCE advice letters filed with the Commission, log on to SCE’s web site at http://www.sce.com/AboutSCE/Regulatory/adviceletters.
For questions regarding this advice letter, please contact Randy Lisbin at (626) 302-2088 or by electronic mail at Randy.Lisbin@sce.com.

Southern California Edison Company

Akbar Jazayeri

AJ:rl:sq
Enclosures
**Company name/CPUC Utility No.:** Southern California Edison Company (U 338-E)

**Contact Person:** James Yee  
**Phone #:** (626) 302-2509  
**E-mail:** James.Yee@sce.com  
**E-mail Disposition Notice to:** AdviceTariffManager@sce.com

<table>
<thead>
<tr>
<th>Utility type</th>
<th></th>
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<tr>
<td>ELC</td>
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<td>GAS</td>
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<td></td>
<td></td>
</tr>
<tr>
<td>PLC</td>
<td>□</td>
<td>HEAT</td>
<td>□</td>
<td>WATER</td>
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</table>

**EXPLANATION OF UTILITY TYPE**

ELC = Electric  
GAS = Gas  
PLC = Pipeline  
HEAT = Heat  
WATER = Water

<table>
<thead>
<tr>
<th>Advice Letter (AL) #:</th>
<th>2415-E</th>
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<tbody>
<tr>
<td>Tier Designation:</td>
<td>1</td>
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</tbody>
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**Subject of AL:** Implementation of Affiliate Transaction Rules With Respect to the Creation of Three Affiliates

**Keywords (choose from CPUC listing):** Compliance, Affiliate

**AL filing type:**  
☑ Monthly  
☐ Quarterly  
☐ Annual  
☐ One-Time  
☐ Other

If AL filed in compliance with a Commission order, indicate relevant Decision/Resolution #:

D.97-12-088, D.06-12-029

**Does AL replace a withdrawn or rejected AL? If so, identify the prior AL:**

**Summarize differences between the AL and the prior withdrawn or rejected AL:**

**Confidential treatment requested?**  
☑ Yes  
☐ No

If yes, specification of confidential information:

Confidential information will be made available to appropriate parties who execute a nondisclosure agreement.  
Name and contact information to request nondisclosure agreement/access to confidential information:

**Resolution Required?**  
☐ Yes  
☑ No

**Requested effective date:** 12/11/09  
**No. of tariff sheets:** -0-

**Estimated system annual revenue effect:** (%):

**Estimated system average rate effect:** (%):

When rates are affected by AL, include attachment in AL showing average rate effects on customer classes (residential, small commercial, large C/I, agricultural, lighting).

**Tariff schedules affected:**  
None

**Service affected and changes proposed:**

**Pending advice letters that revise the same tariff sheets:**

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1 Discuss in AL if more space is needed.
Protests and all other correspondence regarding this AL are due no later than 20 days after the date of this filing, unless otherwise authorized by the Commission, and shall be sent to:

CPUC, Energy Division
Attention: Tariff Unit
505 Van Ness Ave.,
San Francisco, CA 94102
jnj@cpuc.ca.gov and mas@cpuc.ca.gov

Akbar Jazayeri
Vice President of Regulatory Operations
Southern California Edison Company
2244 Walnut Grove Avenue
Rosemead, California 91770
Facsimile: (626) 302-4829
E-mail: AdviceTariffManager@sce.com

Bruce Foster
Senior Vice President, Regulatory Affairs
c/o Karyn Gansecki
Southern California Edison Company
601 Van Ness Avenue, Suite 2040
San Francisco, California 94102
Facsimile: (415) 929-5540
E-mail: Karyn.Gansecki@sce.com
Attachment A

List of Three New Affiliates
<table>
<thead>
<tr>
<th>Affiliate Name</th>
<th>Address of Headquarters</th>
<th>Primary Officers</th>
<th>Contact Person</th>
<th>Intended Business Activity</th>
<th>Acquire/Creation Date</th>
<th>Covered by Rules</th>
</tr>
</thead>
</table>
| Broken Bow Wind, LLC          | Midwest Wind Energy Development Group, LLC 211 E. Ontario Street, Suite 1720 Chicago, IL 60611 | Oded Rhone, Primary Director (Investor Member)  
Gerard P. Loughman, Alternate Director (Investor Member)  
*Stefan A. Noe, Primary Director (Developer Member)  
*Michael J. Donahue, Alternate Director (Developer Member)  
* (non-Edison, both with developer, Midwest Wind Energy Development Group, LLC) | Randy Lisbin  
(626) 302-2088 | Formed to develop, build, own, and operate a wind-powered electricity-generating facility in Custor County, Nebraska, for the production and sale of electricity generated from wind | Acquired 5% effective 10/13/09 | Yes |
| Edison Mission Solar, Inc.    | 18101 Von Karman Avenue, Suite 1700 Irvine, CA 92612        | Gerard P. Loughman-President and Chief Executive Officer  
Steven D. Eisenberg-Vice President and General Counsel  
John P. Finneran, Jr.-Vice President and Chief Financial Officer  
Crystal S. Needham-Vice President and Secretary | Randy Lisbin  
(626) 302-2088 | Formed to hold interests in solar companies | 11/6/09 | Yes |
| Mission Wind Owaissa, Inc.    | 18101 Von Karman Ave., Suite 1700 Irvine, CA 92612          | John P. Finneran, Jr.-Director  
Gerard P. Loughman-Director  
Steven D. Eisenberg-Director  
Crystal S. Needham-Vice President and Secretary | Randy Lisbin  
(626) 302-2088 | Intermediary company formed to hold interest in a future wind project | Created 10/26/09 | Yes |