

PUBLIC UTILITIES COMMISSION

SAN FRANCISCO, CA 94102-3298



January 18, 2012

Advice Letter 2295-E

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 Four Affiliates**

Dear Mr. Jazayeri:

Advice Letter 2295-E is effective December 12, 2008.

Sincerely,

A handwritten signature in cursive script that reads "Edward F. Randolph".

Edward F. Randolph, Director
Energy Division

December 12, 2008

ADVICE 2295-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 Four 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 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 2007 Affiliate Rules Compliance Plan, filed on June 29, 2007 via Advice 2136-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 D.07-01-024, 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 12, 2008, 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:

CPUC, Energy Division
Attention: Tariff Unit
505 Van Ness Avenue
San Francisco, California 94102
E-mail: inj@cpuc.ca.gov and mas@cpuc.ca.gov

Copies should also be mailed to the attention of the Director, Energy Division, Room 4004 (same address above).

In addition, protests and all other correspondence regarding this advice letter should also be sent by letter and transmitted via facsimile or electronically to the attention of:

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) 673-1116
E-mail: Karyn.Gansecki@sce.com

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 General Order No. (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 at 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

CALIFORNIA PUBLIC UTILITIES COMMISSION

ADVICE LETTER FILING SUMMARY ENERGY UTILITY

MUST BE COMPLETED BY UTILITY (Attach additional pages as needed)

Company name/CPUC Utility No.: Southern California Edison Company (U 338-E)

Utility type:

ELC GAS
 PLC HEAT WATER

Contact Person: James Yee

Phone #: (626) 302-2509

E-mail: James.Yee@sce.com

E-mail Disposition Notice to: AdviceTariffManager@sce.com

EXPLANATION OF UTILITY TYPE

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

(Date Filed/ Received Stamp by CPUC)

Advice Letter (AL) #: 2295-E Tier Designation: 1

Subject of AL: Implementation of Affiliate Transaction Rules With Respect to the Creation of Four Affiliates

Keywords (choose from CPUC listing): Compliance, Affiliates

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 and 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 AL¹: _____

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: 12/12/08 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 proposed¹: _____

Pending advice letters that revise the same tariff sheets: _____

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
inj@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) 673-1116
E-mail: Karyn.Gansecki@sce.com

Attachment A

List of New Affiliates

**Southern California Edison Company
Attachment A
List of New Affiliates**

Affiliate Name	Address of Headquarters	Primary Officers	Contact Person	Intended Business Activity	Acquire/Creation Date	Covered by Rules
Mission Community Wind North, Inc.	18101 Von Karman Ave., Suite 1700 Irvine, CA 92612	Gerard P. Loughman, President John P. Finneran, Senior VP & CFO Steven D. Eisenberg, Senior VP & General Counsel	Randy Lisbin (626) 302-2088	Intermediate subsidiary formed to hold interest in wind project:	Acquired 100% effective 11/07/08	Yes
Mission Wind Nebraska, Inc.	18101 Von Karman Ave., Suite 1700 Irvine, CA 92612	Gerard P. Loughman, President John P. Finneran, Senior VP & CFO Steven D. Eisenberg, Senior VP & General Counsel	Randy Lisbin (626) 302-2088	Intermediate subsidiary formed to hold interest in wind project:	Acquired 100% effective 11/07/08	Yes
Mission Wind New Mexico II, Inc.	18101 Von Karman Ave., Suite 1700 Irvine, CA 92612	Gerard P. Loughman, President John P. Finneran, Senior VP & CFO Steven D. Eisenberg, Senior VP & General Counsel	Randy Lisbin (626) 302-2088	Intermediate subsidiary formed to hold interest in wind project:	Acquired 100% effective 12/04/08	Yes
Viento Funding II	18101 Von Karman Ave., Suite 1700 Irvine, CA 92612	Gerard P. Loughman, President John P. Finneran, Senior VP & CFO Steven D. Eisenberg, Senior VP & General Counsel	Randy Lisbin (626) 302-2088	Intermediate subsidiary formed to serve as the funding company for a wind portfolio financing project:	Acquired 100% effective 11/25/08	Yes