

PSC NO: 12 GAS LEAF: 427.71
COMPANY: THE BROOKLYN UNION GAS COMPANY REVISION: 0
INITIAL EFFECTIVE DATE: 11/03/06 SUPERSEDING REVISION:
STAMPS:

**Form of Operations and Maintenance Agreement
For Electric Generation
(Service Classification No. 20)**

This Agreement (the "Agreement") is entered into as of the ____ day of _____, 200_ by and between The Brooklyn Union Gas Company d/b/a KeySpan Energy Delivery New York, a New York corporation with an office at One MetroTech Center, Brooklyn, NY 11201 ("KeySpan") and _____, a _____ with an office at _____ ("Customer"). KeySpan and Customer may be referred to collectively herein as the "Parties" or individually as a "Party".

WHEREAS, KeySpan and Customer are parties to a gas transportation agreement dated as of _____ (the "GTA") pursuant to which KeySpan transports natural gas to Customer's electric generation plant at _____ (the "Plant"); and,

WHEREAS, Customer desires that KeySpan provide certain operation and maintenance services in connection with certain of the natural gas facilities at the Plant and KeySpan is willing to perform such operation and maintenance services in accordance with this Agreement.

NOW, THEREFORE, in consideration of the mutual covenants and promises herein contained, the Parties agree as follows:

Article 1 - Definitions

- 1.1 "Emergency Services" has the meaning set forth in Section 2.3 of this Agreement.
- 1.2 "Facilities" means the natural gas facilities identified in Exhibit A attached hereto.
- 1.3 "Force Majeure" has the meaning set forth in Section 5.1 of this Agreement.
- 1.4 "GTA" has the meaning set forth in the recitals to this Agreement.
- 1.5 "O&M Services" has the meaning set forth in Section 2.1 of this Agreement.
- 1.6 "Plant" has the meaning set forth in the recitals to this Agreement.

Issued by: John J. Bishar, Jr., Executive Vice President, General Counsel, and Secretary, Brooklyn, NY