



NORTH AMERICAN ELECTRIC RELIABILITY COUNCIL

Princeton Forrestal Village, 116-390 Village Boulevard, Princeton, New Jersey 08540-5731

April 4, 2006

VIA OVERNIGHT MAIL

Veronique Dubois
Régie de l'énergie
Tour de la Bourse
800, Place Victoria
Bureau 255
Montréal, Québec
H4Z 1A2

Re: *North American Electric Reliability Council and North American
Electric Reliability Corporation*

Dear Ms. Dubois:

The North American Electric Reliability Council and its affiliate, the North American Electric Reliability Corporation, (jointly "NERC") hereby submit this Notice of Filing as the Electric Reliability Organization ("ERO"). In addition to the paper copy of the Notice, NERC is also submitting one CD containing a copy of the entire Notice in a searchable PDF format. NERC requests, to the extent necessary, a waiver of any applicable filing requirements with respect to the filing of this Notice.

NERC's ERO Notice consists of:

- This transmittal letter;
- A table of contents for the Notice;
- A narrative description of NERC's qualifications to serve as the ERO;
- The Certificate of Incorporation of NERC-Corporation (Exhibit A);
- The Bylaws of NERC-Corporation (Exhibit B)
- NERC's Rules of Procedure, including appendices and attachments (Exhibit C);
- A Pro Forma Regional Delegation Agreement (Exhibit D); and

- NERC's Transition Plan (Exhibit E);

NERC is also contemporaneously filing a separate Notice of its proposed reliability standards.

This Notice and its exhibits were developed using NERC's stakeholder processes and thus are the result of the efforts of all sectors of the electric industry. NERC has posted copies of this Notice on its website.

Please contact the undersigned if you have any questions.

Respectfully submitted,

 /s/ Rick Sergel

Richard P. Sergel

President and Chief Executive Officer

David N. Cook

Vice President and General Counsel

North American Electric Reliability
Council

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Enclosures