AEP Texas North Company and Subsidiary

2014 Annual Report

Audited Consolidated Financial Statements

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GLOSSARY OF TERMS

When the following terms and abbreviations appear in the text of this report, they have the meanings indicated below.

Term	Meaning
AEP or Parent	American Electric Power Company, Inc., an electric utility holding company.
AEP System	American Electric Power System, an electric system, owned and operated by AEP subsidiaries.
AEPEP	AEP Energy Partners, Inc., a subsidiary of AEP dedicated to wholesale marketing and trading, asset management and commercial and industrial sales in the deregulated Texas Market.
AEPSC	American Electric Power Service Corporation, an AEP service subsidiary providing management and professional services to AEP and its subsidiaries.
AFUDC	Allowance for Funds Used During Construction.
AOCI	Accumulated Other Comprehensive Income.
ASU	Accounting Standards Update.
CWIP	Construction Work in Progress.
EIS	Energy Insurance Services, Inc., a nonaffiliated captive insurance company and consolidated variable interest entity of AEP.
ERCOT	Electric Reliability Council of Texas regional transmission organization.
ETT	Electric Transmission Texas, LLC an equity interest joint venture between AEP and MidAmerican Energy Holdings Company Texas Transco, LLC formed to own and operate electric transmission facilities in ERCOT.
FASB	Financial Accounting Standards Board.
Federal EPA	United States Environmental Protection Agency.
FERC	Federal Energy Regulatory Commission.
FTR	Financial Transmission Right, a financial instrument that entitles the holder to receive compensation for certain congestion-related transmission charges that arise when the power grid is congested resulting in differences in locational prices.
GAAP	Accounting Principles Generally Accepted in the United States of America.
IRS	Internal Revenue Service.
MTM	Mark-to-Market.
Nonutility Money Pool	Centralized funding mechanism AEP uses to meet the short-term cash requirements of certain nonutility subsidiaries.
OPEB	Other Postretirement Benefit Plans.
OTC	Over the counter.
PPA	Purchase Power and Sale Agreement.
PSO	Public Service Company of Oklahoma, an AEP electric utility subsidiary.
PUCT	Public Utility Commission of Texas.
REP	Texas Retail Electric Provider.
Risk Management Contracts	Trading and nontrading derivatives, including those derivatives designated as cash flow and fair value hedges.
Texas Restructuring Legislation	Legislation enacted in 1999 to restructure the electric utility industry in Texas.
TNC	AEP Texas North Company, an AEP electric utility subsidiary.
Utility Money Pool	Centralized funding mechanism AEP uses to meet the short-term cash requirements of certain utility subsidiaries.
VIE	Variable Interest Entity.

INDEPENDENT AUDITORS' REPORT

To the Board of Directors and Shareholder of
AEP Texas North Company:

We have audited the accompanying consolidated financial statements of AEP Texas North Company and subsidiary (the "Company"), which comprise the consolidated balance sheets as of December 31, 2014 and 2013, and the related consolidated statements of income, comprehensive income (loss), changes in common shareholder's equity, and cash flows for each of the three years in the period ended December 31, 2014, and the related notes to the consolidated financial statements.

Management's Responsibility for the Consolidated Financial Statements

Management is responsible for the preparation and fair presentation of these consolidated financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on these consolidated financial statements based on our audits. We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation and fair presentation of the consolidated financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the consolidated financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the consolidated financial statements referred to above present fairly, in all material respects, the financial position of AEP Texas North Company and subsidiary as of December 31, 2014 and 2013, and the results of their operations and their cash flows for each of the three years in the period ended December 31, 2014 in accordance with accounting principles generally accepted in the United States of America.

Deloitte + Touche LLP

Columbus, Ohio
February 20, 2015

AEP TEXAS NORTH COMPANY AND SUBSIDIARY
CONSOLIDATED STATEMENTS OF INCOME
For the Years Ended December 31, 2014, 2013 and 2012
(in thousands)

	Years Ended December 31,		
	2014	**2013**	**2012**
REVENUES			
Electric Transmission and Distribution	$ 222,230	$ 206,535	$ 199,677
Sales to AEP Affiliates	96,047	103,593	85,992
Other Revenues	686	1,050	485
TOTAL REVENUES	318,963	311,178	286,154
EXPENSES			
Fuel and Other Consumables Used for Electric Generation	45,017	55,785	39,402
Other Operation	94,671	82,783	82,563
Maintenance	33,791	26,117	21,240
Depreciation and Amortization	57,092	54,667	53,844
Taxes Other Than Income Taxes	18,780	15,669	18,850
TOTAL EXPENSES	249,351	235,021	215,899
OPERATING INCOME	69,612	76,157	70,255
Other Income (Expense):			
Other Income	1,415	236	53
Interest Expense	(19,434)	(20,924)	(22,106)
INCOME BEFORE INCOME TAX EXPENSE	51,593	55,469	48,202
Income Tax Expense	18,280	18,556	17,513
NET INCOME	$ 33,313	$ 36,913	$ 30,689

The common stock of TNC is owned by a wholly-owned subsidiary of AEP.

See Notes to Consolidated Financial Statements beginning on page 9.

AEP TEXAS NORTH COMPANY AND SUBSIDIARY
CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME (LOSS)
For the Years Ended December 31, 2014, 2013 and 2012
(in thousands)

	Years Ended December 31,		
	2014	**2013**	**2012**
Net Income	$ 33,313	$ 36,913	$ 30,689
OTHER COMPREHENSIVE INCOME (LOSS), NET OF TAXES			
Cash Flow Hedges, Net of Tax of $448, $897 and $1,992 in 2014, 2013 and 2012, Respectively	832	1,666	(3,700)
Amortization of Pension and OPEB Deferred Costs, Net of Tax of $210, $376 and $252 in 2014, 2013 and 2012, Respectively	391	700	468
Pension and OPEB Funded Status, Net of Tax of $216, $1,310 and $754 in 2014, 2013 and 2012, Respectively	(399)	2,432	1,400
TOTAL OTHER COMPREHENSIVE INCOME (LOSS)	824	4,798	(1,832)
TOTAL COMPREHENSIVE INCOME	$ 34,137	$ 41,711	$ 28,857

See Notes to Consolidated Financial Statements beginning on page 9.

AEP TEXAS NORTH COMPANY AND SUBSIDIARY
CONSOLIDATED STATEMENTS OF CHANGES IN COMMON SHAREHOLDER'S EQUITY
For the Years Ended December 31, 2014, 2013 and 2012
(in thousands)

	Common Stock	Paid-in Capital	Retained Earnings	Accumulated Other Comprehensive Income (Loss)	Total
TOTAL COMMON SHAREHOLDER'S EQUITY – DECEMBER 31, 2011	$ 137,214	$ 3,276	$ 208,280	$ (21,385)	$ 327,385
Common Stock Dividends			(20,000)		(20,000)
Net Income			30,689		30,689
Other Comprehensive Loss				(1,832)	(1,832)
TOTAL COMMON SHAREHOLDER'S EQUITY – DECEMBER 31, 2012	137,214	3,276	218,969	(23,217)	336,242
Common Stock Dividends			(10,000)		(10,000)
Net Income			36,913		36,913
Other Comprehensive Income				4,798	4,798
TOTAL COMMON SHAREHOLDER'S EQUITY – DECEMBER 31, 2013	137,214	3,276	245,882	(18,419)	367,953
Common Stock Dividends			(30,000)		(30,000)
Net Income			33,313		33,313
Other Comprehensive Income				824	824
TOTAL COMMON SHAREHOLDER'S EQUITY – DECEMBER 31, 2014	$ 137,214	$ 3,276	$ 249,195	$ (17,595)	$ 372,090

See Notes to Consolidated Financial Statements beginning on page 9.

AEP TEXAS NORTH COMPANY AND SUBSIDIARY
CONSOLIDATED BALANCE SHEETS
ASSETS
December 31, 2014 and 2013
(in thousands)

	December 31, 2014	December 31, 2013
CURRENT ASSETS		
Advances to Affiliates	$ 9,620	$ 10,177
Accounts Receivable:		
Customers	13,283	12,460
Affiliated Companies	16,526	16,039
Accrued Unbilled Revenues	8,089	5,483
Miscellaneous	12	—
Allowance for Uncollectible Accounts	(45)	(22)
Total Accounts Receivable	37,865	33,960
Fuel	3,988	3,265
Materials and Supplies	14,399	15,343
Risk Management Assets	—	55
Accrued Tax Benefits	801	6,211
Prepayments and Other Current Assets	1,531	1,987
TOTAL CURRENT ASSETS	68,204	70,998
PROPERTY, PLANT AND EQUIPMENT		
Electric:		
Generation	314,382	310,917
Transmission	576,907	540,045
Distribution	725,201	682,766
Other Property, Plant and Equipment	101,344	101,746
Construction Work in Progress	57,580	46,356
Total Property, Plant and Equipment	1,775,414	1,681,830
Accumulated Depreciation and Amortization	570,866	550,657
TOTAL PROPERTY, PLANT AND EQUIPMENT – NET	1,204,548	1,131,173
OTHER NONCURRENT ASSETS		
Regulatory Assets	54,022	47,232
Deferred Charges and Other Noncurrent Assets	42,697	15,511
TOTAL OTHER NONCURRENT ASSETS	96,719	62,743
TOTAL ASSETS	$ 1,369,471	$ 1,264,914

See Notes to Consolidated Financial Statements beginning on page 9.

AEP TEXAS NORTH COMPANY AND SUBSIDIARY
CONSOLIDATED BALANCE SHEETS
LIABILITIES AND COMMON SHAREHOLDER'S EQUITY
December 31, 2014 and 2013

	December 31, 2014	December 31, 2013
	(in thousands)	
CURRENT LIABILITIES		
Advances from Affiliates	$ 72,715	$ 23,533
Accounts Payable:		
General	12,242	11,661
Affiliated Companies	14,784	15,563
Long-term Debt Due Within One Year – Nonaffiliated	7	7
Risk Management Liabilities	349	—
Accrued Taxes	14,513	13,115
Accrued Interest	4,470	4,480
Other Current Liabilities	11,685	22,537
TOTAL CURRENT LIABILITIES	130,765	90,896
NONCURRENT LIABILITIES		
Long-term Debt – Nonaffiliated	420,279	420,286
Deferred Income Taxes	190,337	148,464
Regulatory Liabilities and Deferred Investment Tax Credits	185,573	181,339
Oklaunion Purchase Power Agreement	48,048	44,944
Deferred Credits and Other Noncurrent Liabilities	22,379	11,032
TOTAL NONCURRENT LIABILITIES	866,616	806,065
TOTAL LIABILITIES	997,381	896,961
Commitments and Contingencies (Note 5)		
COMMON SHAREHOLDER'S EQUITY		
Common Stock – Par Value – $25 Per Share:		
Authorized – 7,800,000 Shares		
Outstanding – 5,488,560 Shares	137,214	137,214
Paid-in Capital	3,276	3,276
Retained Earnings	249,195	245,882
Accumulated Other Comprehensive Income (Loss)	(17,595)	(18,419)
TOTAL COMMON SHAREHOLDER'S EQUITY	372,090	367,953
TOTAL LIABILITIES AND COMMON SHAREHOLDER'S EQUITY	$ 1,369,471	$ 1,264,914

See Notes to Consolidated Financial Statements beginning on page 9.

AEP TEXAS NORTH COMPANY AND SUBSIDIARY
CONSOLIDATED STATEMENTS OF CASH FLOWS
For the Years Ended December 31, 2014, 2013 and 2012
(in thousands)

	Years Ended December 31,		
	2014	2013	2012
OPERATING ACTIVITIES			
Net Income	$ 33,313	$ 36,913	$ 30,689
Adjustments to Reconcile Net Income to Net Cash Flows from Operating Activities:			
Depreciation and Amortization	57,092	54,667	53,844
Deferred Income Taxes	9,630	(3,019)	2,681
Change in Other Noncurrent Assets	(9,393)	(2,460)	(5,763)
Change in Other Noncurrent Liabilities	10,126	(11,905)	1,988
Changes in Certain Components of Working Capital:			
Accounts Receivable, Net	(3,905)	1,540	(5,305)
Fuel, Materials and Supplies	221	8,508	(6,725)
Accounts Payable	(2,111)	2,081	3,867
Accrued Taxes, Net	7,215	(7,758)	(1,484)
Other Current Assets	770	(167)	(1)
Other Current Liabilities	(6,485)	4,066	4,674
Net Cash Flows from Operating Activities	96,473	82,466	78,465
INVESTING ACTIVITIES			
Construction Expenditures	(121,304)	(104,689)	(89,902)
Change in Advances to Affiliates, Net	557	614	297
Acquisition of Assets	(305)	(292)	(349)
Proceeds from Sales of Assets	4,052	7,306	5,574
Other Investing Activities	1,728	3,148	1,480
Net Cash Flows Used for Investing Activities	(115,272)	(93,913)	(82,900)
FINANCING ACTIVITIES			
Issuance of Long-term Debt – Nonaffiliated	—	273,513	—
Change in Advances from Affiliates, Net	49,182	(26,828)	24,472
Retirement of Long-term Debt – Nonaffiliated	(7)	(225,006)	(6)
Principal Payments for Capital Lease Obligations	(740)	(589)	(666)
Dividends Paid on Common Stock	(30,000)	(10,000)	(20,000)
Other Financing Activities	364	357	432
Net Cash Flows from Financing Activities	18,799	11,447	4,232
Net Decrease in Cash and Cash Equivalents	—	—	(203)
Cash and Cash Equivalents at Beginning of Period	—	—	203
Cash and Cash Equivalents at End of Period	$ —	$ —	$ —
SUPPLEMENTARY INFORMATION			
Cash Paid for Interest, Net of Capitalized Amounts	$ 17,170	$ 18,988	$ 21,338
Net Cash Paid for Income Taxes	4,017	27,669	19,398
Noncash Acquisitions Under Capital Leases	1,070	1,338	796
Construction Expenditures Included in Current Liabilities as of December 31,	7,851	5,472	2,847

See Notes to Consolidated Financial Statements beginning on page 9.

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1. ORGANIZATION AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

ORGANIZATION

As a public utility, TNC engages in the transmission and distribution of electric power to 189,000 retail customers through REPs in its service territory in western and central Texas. TNC consolidates AEP Texas North Generation Company, LLC, its wholly-owned subsidiary.

Under the Texas Restructuring Legislation, TNC exited the generation business and ceased serving retail load. However, TNC continues as part owner in the Oklaunion Plant operated by PSO but has leased its entire portion of the output of the plant through 2027 to a non-utility affiliate.

SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Rates and Service Regulation

TNC's transmission and distribution operations and related rates are regulated by the PUCT. The FERC regulates TNC's affiliated transactions, including AEPSC intercompany service billings which are generally at cost, under the 2005 Public Utility Holding Company Act and the Federal Power Act. The FERC also has jurisdiction over the issuances and acquisitions of securities of the public utility subsidiaries, the acquisition or sale of certain utility assets and mergers with another electric utility or holding company. For non-power goods and services, the FERC requires a nonregulated affiliate to bill an affiliated public utility company at no more than market while a public utility must bill the higher of cost or market to a nonregulated affiliate. The PUCT also regulates certain intercompany transactions under its affiliate statutes. Both the FERC and state regulatory commissions are permitted to review and audit the relevant books and records of companies within a public utility holding company system.

The PUCT also regulates TNC's wholesale transmission operations and rates. The FERC claims jurisdiction over retail transmission rates when retail rates are unbundled in connection with restructuring. TNC's retail transmission rates in Texas are unbundled. Although TNC's retail transmission rates in Texas are unbundled, retail transmission rates are regulated, on a cost basis, by the PUCT.

Principles of Consolidation

TNC's consolidated financial statements include TNC and its wholly-owned subsidiary. Intercompany items are eliminated in consolidation. TNC also has a generating unit that is jointly-owned with an affiliated company and nonaffiliated companies. TNC's proportionate share of the operating costs associated with that facility is included in the financial statements and the assets and liabilities are reflected in the balance sheets. See "Oklaunion PPA between TNC and AEP Energy Partners" section within Note 13 for detail of TNC's agreement to sell its portion of the Oklaunion generation to AEPEP. See Note 14 - Variable Interest Entities.

Accounting for the Effects of Cost-Based Regulation

As a rate-regulated electric public utility company, TNC's financial statements reflect the actions of regulators that result in the recognition of certain revenues and expenses in different time periods than enterprises that are not rate-regulated. In accordance with accounting guidance for "Regulated Operations," TNC records regulatory assets (deferred expenses) and regulatory liabilities (deferred revenue reductions or refunds) to reflect the economic effects of regulation in the same accounting period by matching expenses with their recovery through regulated revenues and by matching income with its passage to customers in cost-based regulated rates.

Use of Estimates

The preparation of these financial statements in conformity with accounting principles generally accepted in the United States of America (GAAP) requires management to make estimates and assumptions that affect the amounts reported in the financial statements and accompanying notes. These estimates include, but are not limited to, inventory valuation, allowance for doubtful accounts, long-lived asset impairment, unbilled electricity revenue, valuation of long-term

energy contracts, the effects of regulation, long-lived asset recovery, storm costs, the effects of contingencies and certain assumptions made in accounting for pension and postretirement benefits. The estimates and assumptions used are based upon management's evaluation of the relevant facts and circumstances as of the date of the financial statements. Actual results could ultimately differ from those estimates.

Inventory

Fossil fuel inventories are carried at the lower of average cost or market. Materials and supplies inventories are carried at average cost.

Accounts Receivable

Customer accounts receivable primarily includes receivables from REPs and receivables related to other revenue-generating activities.

Revenue is recognized when power is delivered. To the extent that deliveries have occurred but a bill has not been issued, TNC accrues and recognizes, as Accrued Unbilled Revenues on the balance sheets, an estimate of the revenues for deliveries since the last billing.

Allowance for Uncollectible Accounts

TNC records bad debt reserves using the specific identification of receivable balances greater than 120 days delinquent, and for those balances less than 120 days where the collection is doubtful. For miscellaneous accounts receivable, bad debt expense is recorded for all amounts outstanding 180 days or greater at 100%, unless specifically identified. Miscellaneous accounts receivable items open less than 180 days may be reserved using specific identification for bad debt reserves.

Concentrations of Credit Risk and Significant Customers

TNC has significant customers which on a combined basis account for the following percentages of total operating revenues for the years ended December 31 and Accounts Receivable - Customers as of December 31:

Significant Customers of TNC: Centrica and Reliant Energy	**2014**	**2013**	**2012**
Percentage of Operating Revenues	20%	19%	21%
Percentage of Accounts Receivable – Customers	35%	30%	30%

Management monitors credit levels and the financial condition of TNC's customers on a continuing basis to minimize credit risk. The PUCT allows recovery in rates for a reasonable level of bad debt costs. Management believes adequate provision for credit loss has been made in the accompanying financial statements.

Property, Plant and Equipment

Regulated

Electric utility property, plant and equipment for TNC's rate-regulated transmission and distribution operations are stated at original cost. Additions, major replacements and betterments are added to the plant accounts. Under the group composite method of depreciation, continuous interim routine replacements of items such as poles, transformers, etc. result in original cost retirements, less salvage, being charged to accumulated depreciation. The group composite method of depreciation assumes that on average, asset components are retired at the end of their useful lives and thus there is no gain or loss. The equipment in each primary electric plant account is identified as a separate group. The depreciation rates that are established take into account the past history of interim capital replacements and the amount of removal cost incurred and salvage received. These rates and the related lives are subject to periodic review. Removal costs are charged to regulatory liabilities. The costs of labor, materials and overhead incurred to operate and maintain the plants are included in operating expenses.

Long-lived assets are required to be tested for impairment when it is determined that the carrying value of the assets may no longer be recoverable or when the assets meet the held-for-sale criteria under the accounting guidance for "Impairment or Disposal of Long-lived Assets." When it becomes probable that an asset in service or an asset under construction will be abandoned and regulatory cost recovery has been disallowed, the cost of that asset shall be removed from plant-in-service or CWIP and charged to expense.

The fair value of an asset is the amount at which that asset could be bought or sold in a current transaction between willing parties, as opposed to a forced or liquidation sale. Quoted market prices in active markets are the best evidence of fair value and are used as the basis for the measurement, if available. In the absence of quoted prices for identical or similar assets in active markets, fair value is estimated using various internal and external valuation methods including cash flow analysis and appraisals.

Nonregulated

The generation operations of TNC generally follow the policies of its rate-regulated operations listed above but with the following exceptions. Property, plant and equipment are stated at fair value at acquisition (or as adjusted for any applicable impairments) plus the original cost of property acquired or constructed since the acquisition, less disposals. Normal and routine retirements from the plant accounts, net of salvage, are charged to accumulated depreciation under the group composite method of depreciation. A gain or loss would be recorded if the retirement is not considered an interim routine replacement. Removal costs are charged to expense.

Allowance for Funds Used During Construction and Interest Capitalization

For TNC's regulated operations, AFUDC represents the estimated cost of borrowed and equity funds used to finance construction projects that is capitalized and recovered through depreciation over the service life of regulated electric utility plant. TNC records the equity component of AFUDC in Other Income (Expense) and the debt component of AFUDC as a reduction to Interest Expense. For TNC's nonregulated operations, interest is capitalized during construction in accordance with the accounting guidance for "Capitalization of Interest."

Valuation of Nonderivative Financial Instruments

The book values of Advances to/from Affiliates, Accounts Receivable and Accounts Payable approximate fair value because of the short-term maturity of these instruments.

Fair Value Measurements of Assets and Liabilities

The accounting guidance for "Fair Value Measurements and Disclosures" establishes a fair value hierarchy that prioritizes the inputs used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurement) and the lowest priority to unobservable inputs (Level 3 measurement). Where observable inputs are available for substantially the full term of the asset or liability, the instrument is categorized in Level 2. When quoted market prices are not available, pricing may be completed using comparable securities, dealer values, operating data and general market conditions to determine fair value. Valuation models utilize various inputs such as commodity, interest rate and, to a lesser degree, volatility and credit that include quoted prices for similar assets or liabilities in active markets, quoted prices for identical or similar assets or liabilities in inactive markets, market corroborated inputs (i.e. inputs derived principally from, or correlated to, observable market data) and other observable inputs for the asset or liability. The amount of risk taken is determined by the Commercial Operations and Finance groups in accordance with established risk management policies as approved by the Finance Committee of AEP's Board of Directors. The AEP System's market risk oversight staff independently monitors risk policies, procedures and risk levels and provides members of the Commercial Operations Risk Committee (Regulated Risk Committee) various daily, weekly and/or monthly reports regarding compliance with policies, limits and procedures. The Regulated Risk Committee consists of AEPSC's Chief Operating Officer, Chief Financial Officer, Executive Vice President of Generation, Senior Vice President of Commercial Operations and Chief Risk Officer.

For commercial activities, exchange traded derivatives, namely futures contracts, are generally fair valued based on unadjusted quoted prices in active markets and are classified as Level 1. Level 2 inputs primarily consist of OTC broker quotes in moderately active or less active markets, as well as exchange traded contracts where there is insufficient market liquidity to warrant inclusion in Level 1. Management verifies price curves using these broker quotes and classifies these fair values within Level 2 when substantially all of the fair value can be corroborated. Management typically obtains multiple broker quotes, which are nonbinding in nature, but are based on recent trades in the marketplace. When multiple broker quotes are obtained, the quoted bid and ask prices are averaged. In certain circumstances, a broker quote may be discarded if it is a clear outlier. Management uses a historical correlation analysis between the broker quoted location and the illiquid locations. If the points are highly correlated, these locations are included within Level 2 as well. Certain OTC and bilaterally executed derivative instruments are executed in less active markets with a lower availability of pricing information. Illiquid transactions, complex structured transactions, FTRs and counterparty credit risk may require nonmarket based inputs. Some of these inputs may be internally developed or extrapolated and utilized to estimate fair value. When such inputs have a significant impact on the measurement of fair value, the instrument is categorized as Level 3. The main driver of contracts being classified as Level 3 is the inability to substantiate energy price curves in the market. A significant portion of the Level 3 instruments have been economically hedged which greatly limits potential earnings volatility.

AEP utilizes its trustee's external pricing service to estimate the fair value of the underlying investments held in the benefit plan trusts. AEP's investment managers review and validate the prices utilized by the trustee to determine fair value. AEP's management performs its own valuation testing to verify the fair values of the securities. AEP receives audit reports of the trustee's operating controls and valuation processes. The trustee uses multiple pricing vendors for the assets held in the trusts.

Assets in the benefits trusts are classified using the following methods. Equities are classified as Level 1 holdings if they are actively traded on exchanges. Items classified as Level 1 are investments in money market funds, fixed income and equity mutual funds and domestic equity securities. They are valued based on observable inputs primarily unadjusted quoted prices in active markets for identical assets. Items classified as Level 2 are primarily investments in individual fixed income securities and cash equivalents funds. Fixed income securities generally do not trade on exchanges and do not have an official closing price but their valuation inputs are based on observable market data. Pricing vendors calculate bond valuations using financial models and matrices. The models use observable inputs including yields on benchmark securities, quotes by securities brokers, rating agency actions, discounts or premiums on securities compared to par prices, changes in yields for U.S. Treasury securities, corporate actions by bond issuers, prepayment schedules and histories, economic events and, for certain securities, adjustments to yields to reflect changes in the rate of inflation. Other securities with model-derived valuation inputs that are observable are also classified as Level 2 investments. Investments with unobservable valuation inputs are classified as Level 3 investments. Benefit plan assets included in Level 3 are primarily real estate and private equity investments that are valued using methods requiring judgment including appraisals. The fair value of real estate investments is measured using market capitalization rates, recent sales of comparable investments and independent third-party appraisals. The fair value of private equity investments is measured using cost and purchase multiples, operating results, discounted future cash flows and market based comparable data. Depending on the specific situation, one or multiple approaches are used to determine the valuation of a real estate or private equity investment.

Revenue Recognition

Regulatory Accounting

TNC's financial statements reflect the actions of regulators that can result in the recognition of revenues and expenses in different time periods than enterprises that are not rate-regulated. Regulatory assets (deferred expenses) and regulatory liabilities (deferred revenue reductions or refunds) are recorded to reflect the economic effects of regulation in the same accounting period by matching expenses with their recovery through regulated revenues and by matching income with its passage to customers in cost-based regulated rates.

When regulatory assets are probable of recovery through regulated rates, TNC records them as assets on its balance sheets. TNC tests for probability of recovery at each balance sheet date or whenever new events occur. Examples of new events include the issuance of a regulatory commission order or passage of new legislation. If it is determined that recovery of a regulatory asset is no longer probable, TNC writes off that regulatory asset as a charge against income.

Electricity Supply and Delivery Activities

TNC recognizes revenues from electricity transmission and distribution delivery services. TNC recognizes the revenues on the statements of income upon delivery of the energy to the customer and includes unbilled as well as billed amounts.

Power Purchase and Sale Agreement

TNC recognizes revenue from an affiliate, AEPEP, for a 20-year PPA. TNC recognizes revenues for the fuel, operations and maintenance and all other taxes on a billed basis. Revenue is recognized for the capacity and depreciation billed to AEPEP on a straight-line basis over the term of the PPA as these amounts represent the minimum amount due.

Maintenance

Maintenance costs are expensed as incurred. If it becomes probable that TNC will recover specifically-incurred costs through future rates, a regulatory asset is established to match the expensing of those maintenance costs with their recovery in cost-based regulated revenues.

Income Taxes and Investment Tax Credits

TNC uses the liability method of accounting for income taxes. Under the liability method, deferred income taxes are provided for all temporary differences between the book and tax basis of assets and liabilities which will result in a future tax consequence.

When the flow-through method of accounting for temporary differences is reflected in regulated revenues (that is, when deferred taxes are not included in the cost of service for determining regulated rates for electricity), deferred income taxes are recorded and related regulatory assets and liabilities are established to match the regulated revenues and tax expense.

Investment tax credits are accounted for under the deferral basis and are being amortized over the life of the plant investment.

TNC accounts for uncertain tax positions in accordance with the accounting guidance for “Income Taxes.” TNC classifies interest expense or income related to uncertain tax positions as interest expense or income as appropriate and classifies penalties as Other Operation expense.

Excise Taxes

As an agent for some state and local governments, TNC collects from customers certain excise taxes levied by those state or local governments on customers. TNC does not recognize these taxes as revenue or expense.

Debt

Gains and losses from the reacquisition of debt used to finance regulated electric utility plants are deferred and amortized over the remaining term of the reacquired debt in accordance with their rate-making treatment unless the debt is refinanced. If the reacquired debt is refinanced, the reacquisition costs attributable to the portions of the business that are subject to cost-based regulatory accounting are generally deferred and amortized over the term of the replacement debt consistent with its recovery in rates.

Debt discount or premium and debt issuance expenses are deferred and amortized generally utilizing the straight-line method over the term of the related debt. The straight-line method approximates the effective interest method and is consistent with the treatment in rates for regulated operations. The net amortization expense is included in Interest Expense on the statements of income.

Investments Held in Trust for Future Liabilities

AEP has several trust funds with significant investments intended to provide for future payments of pension and OPEB benefits. All of the trust funds' investments are diversified and managed in compliance with all laws and regulations. The investment strategy for trust funds is to use a diversified portfolio of investments to achieve an acceptable rate of return while managing the interest rate sensitivity of the assets relative to the associated liabilities. To minimize investment risk, the trust funds are broadly diversified among classes of assets, investment strategies and investment managers. Management regularly reviews the actual asset allocations and periodically rebalances the investments to targeted allocations when appropriate. Investment policies and guidelines allow investment managers in approved strategies to use financial derivatives to obtain or manage market exposures and to hedge assets and liabilities. The investments are reported at fair value under the "Fair Value Measurements and Disclosures" accounting guidance.

Benefit Plans

All benefit plan assets are invested in accordance with each plan's investment policy. The investment policy outlines the investment objectives, strategies and target asset allocations by plan.

The investment philosophies for AEP's benefit plans support the allocation of assets to minimize risks and optimize net returns. Strategies used include:

- Maintaining a long-term investment horizon.
- Diversifying assets to help control volatility of returns at acceptable levels.
- Managing fees, transaction costs and tax liabilities to maximize investment earnings.
- Using active management of investments where appropriate risk/return opportunities exist.
- Keeping portfolio structure style-neutral to limit volatility compared to applicable benchmarks.
- Using alternative asset classes such as real estate and private equity to maximize return and provide additional portfolio diversification.

The investment policy for the pension fund allocates assets based on the funded status of the pension plan. The objective of the asset allocation policy is to reduce the investment volatility of the plan over time. Generally, more of the investment mix will be allocated to fixed income investments as the plan becomes better funded. Assets will be transferred away from equity investments into fixed income investments based on the market value of plan assets compared to the plan's projected benefit obligation. The target asset allocations are as follows:

Pension Plan Assets	Target
Equity	30.0 %
Fixed Income	55.0 %
Other Investments	15.0 %

OPEB Plans Assets	Target
Equity	65.0 %
Fixed Income	33.0 %
Cash	2.0 %

The investment policy for each benefit plan contains various investment limitations. The investment policies establish concentration limits for securities and prohibit the purchase of securities issued by AEP (with the exception of proportionate and immaterial holdings of AEP securities in passive index strategies). However, the investment policies do not preclude the benefit trust funds from receiving contributions in the form of AEP securities, provided that the AEP securities acquired by each plan may not exceed the limitations imposed by law. Each investment manager's portfolio is compared to a diversified benchmark index.

For equity investments, the limits are as follows:

- No security in excess of 5% of all equities.
- Cash equivalents must be less than 10% of an investment manager's equity portfolio.
- No individual stock may be more than 10% and 7% for pension and OPEB investments, respectively, of each manager's equity portfolio.
- No investment in excess of 5% of an outstanding class of any company.
- No securities may be bought or sold on margin or other use of leverage.

For fixed income investments, the concentration limits must not exceed:

- 3% in any single issuer.
- 5% for private placements.
- 5% for convertible securities.
- 60% for bonds rated AA+ or lower.
- 50% for bonds rated A+ or lower.
- 10% for bonds rated BBB- or lower.

For obligations of non-government issuers within the fixed income portfolio, the following limitations apply:

- AAA rated debt: a single issuer should account for no more than 5% of the portfolio.
- AA+, AA, AA- rated debt: a single issuer should account for no more than 3% of the portfolio.
- Debt rated A+ or lower: a single issuer should account for no more than 2% of the portfolio.
- No more than 10% of the portfolio may be invested in high yield and emerging market debt combined at any time.

A portion of the pension assets is invested in real estate funds to provide diversification, add return and hedge against inflation. Real estate properties are illiquid, difficult to value and not actively traded. The pension plan uses external real estate investment managers to invest in commingled funds that hold real estate properties. To mitigate investment risk in the real estate portfolio, commingled real estate funds are used to ensure that holdings are diversified by region, property type and risk classification. Real estate holdings include core, value-added and development risk classifications and some investments in Real Estate Investment Trusts, which are publicly traded real estate securities.

A portion of the pension assets is invested in private equity. Private equity investments add return and provide diversification and typically require a long-term time horizon to evaluate investment performance. Private equity is classified as an alternative investment because it is illiquid, difficult to value and not actively traded. The pension plan uses limited partnerships and commingled funds to invest across the private equity investment spectrum. The private equity holdings are with multiple general partners who help monitor the investments and provide investment selection expertise. The holdings are currently comprised of venture capital, buyout and hybrid debt and equity investment instruments. Commingled private equity funds are used to enhance the holdings' diversity.

AEP participates in a securities lending program with BNY Mellon to provide incremental income on idle assets and to provide income to offset custody fees and other administrative expenses. AEP lends securities to borrowers approved by BNY Mellon in exchange for collateral. All loans are collateralized by at least 102% of the loaned asset's market value and the collateral is invested. The difference between the rebate owed to the borrower and the collateral rate of return determines the earnings on the loaned security. The securities lending program's objective is providing modest incremental income with a limited increase in risk.

Trust owned life insurance (TOLI) underwritten by The Prudential Insurance Company is held in the OPEB plan trusts. The strategy for holding life insurance contracts in the taxable Voluntary Employees' Beneficiary Association trust is to minimize taxes paid on the asset growth in the trust. Earnings on plan assets are tax-deferred within the TOLI contract and can be tax-free if held until claims are paid. Life insurance proceeds remain in the trust and are used to fund future retiree medical benefit liabilities. With consideration to other investments held in the trust, the cash value of the TOLI contracts is invested in two diversified funds. A portion is invested in a commingled fund with underlying investments in stocks that are actively traded on major international equity exchanges. The other portion of the TOLI cash value is invested in a diversified, commingled fixed income fund with underlying investments in government bonds, corporate bonds and asset-backed securities.

Cash and cash equivalents are held in each trust to provide liquidity and meet short-term cash needs. Cash equivalent funds are used to provide diversification and preserve principal. The underlying holdings in the cash funds are investment grade money market instruments including commercial paper, certificates of deposit, treasury bills and other types of investment grade short-term debt securities. The cash funds are valued each business day and provide daily liquidity.

Comprehensive Income (Loss)

Comprehensive income (loss) is defined as the change in equity (net assets) of a business enterprise during a period from transactions and other events and circumstances from nonowner sources. It includes all changes in equity during a period except those resulting from investments by owners and distributions to owners. Comprehensive income (loss) has two components: net income (loss) and other comprehensive income (loss).

Earnings Per Share (EPS)

TNC is owned by a wholly-owned subsidiary of AEP. Therefore, TNC is not required to report EPS.

Supplementary Income Statement Information

The following table provides the components of Depreciation and Amortization for the years ended December 31, 2014, 2013 and 2012:

	Years Ended December 31,		
Depreciation and Amortization	**2014**	**2013**	**2012**
		(in thousands)	
Depreciation and Amortization of Property, Plant and Equipment	$ 57,850	$ 54,676	$ 53,853
Amortization of Regulatory Assets and Liabilities	(758)	(9)	(9)
Total Depreciation and Amortization	$ 57,092	$ 54,667	$ 53,844

Subsequent Events

Management reviewed subsequent events through February 20, 2015, the date that TNC's 2014 annual report was issued.

2. NEW ACCOUNTING PRONOUNCEMENTS

Upon issuance of final pronouncements, management reviews the new accounting literature to determine its relevance, if any, to TNC's business. The following final pronouncements will impact the financial statements.

ASU 2014-08 "Presentation of Financial Statements and Property, Plant and Equipment" (ASU 2014-08)

In April 2014, the FASB issued ASU 2014-08 changing the presentation of discontinued operations on the statements of income and other requirements for reporting discontinued operations. Under the new standard, a disposal of a component or a group of components of an entity is required to be reported in discontinued operations if the disposal represents a strategic shift that has (or will have) a major effect on an entity's operations and financial results when the component meets the criteria to be classified as held-for-sale or is disposed. The amendments in this update also require additional disclosures about discontinued operations and disposal of an individually significant component of an entity that does not qualify for discontinued operations. This standard must be prospectively applied to all reporting periods presented in financial reports issued after the effective date.

The new accounting guidance is effective for interim and annual periods beginning after December 15, 2014. If applicable, this standard will change the presentation of financial statements but will not affect the calculation of net income, comprehensive income or earnings per share. Management adopted ASU 2014-08 effective January 1, 2015. Management expects no impact on the financial statements in the first quarter of 2015.

ASU 2014-09 "Revenue from Contracts with Customers" (ASU 2014-09)

In May 2014, the FASB issued ASU 2014-09 clarifying the method used to determine the timing and requirements for revenue recognition on the statements of income. Under the new standard, an entity must identify the performance obligations in a contract, the transaction price and allocate the price to specific performance obligations to recognize the revenue when the obligation is completed. The amendments in this update also require disclosure of sufficient information to allow users to understand the nature, amount, timing and uncertainty of revenue and cash flow arising from contracts.

The new accounting guidance is effective for interim and annual periods beginning after December 15, 2016. Early adoption is not permitted. As applicable, this standard may change the amount of revenue recognized in the income statements in each reporting period. Management is analyzing the impact of this new standard and, at this time, cannot estimate the impact of adoption on revenue or net income. Management plans to adopt ASU 2014-09 effective January 1, 2017.

ASU 2015-01 "Income Statement – Extraordinary and Unusual Items" (ASU 2015-01)

In January 2015, the FASB issued ASU 2015-01 eliminating the concept of extraordinary items for presentation on the face of the income statement. Under the new standard, a material event or transaction that is unusual in nature, infrequent or both shall be reported as a separate component of income from continuing operations. Alternatively, it may be disclosed in the notes to financial statements.

The new accounting guidance is effective for interim and annual periods beginning after December 15, 2015. Early adoption is permitted if applied from the beginning of a fiscal year. As applicable, this standard may change the presentation of amounts in the income statements. Management plans to adopt ASU 2015-01 effective January 1, 2016.

3. COMPREHENSIVE INCOME

Presentation of Comprehensive Income

The following tables provide the components of changes in AOCI for the years ended December 31, 2014 and 2013. All amounts in the following tables are presented net of related income taxes.

Changes in Accumulated Other Comprehensive Income (Loss) by Component
For the Year Ended December 31, 2014

	Cash Flow Hedges		Pension and OPEB		
	Commodity	Interest Rate and Foreign Currency	Amortization of Deferred Costs	Changes in Funded Status	Total
			(in thousands)		
Balance in AOCI as of December 31, 2013	$ 36	$ (7,965)	$ 2,640	$ (13,130)	$ (18,419)
Change in Fair Value Recognized in AOCI	—	—	—	(399)	(399)
Amounts Reclassified from AOCI	(36)	868	391	—	1,223
Net Current Period Other Comprehensive Income (Loss)	(36)	868	391	(399)	824
Balance in AOCI as of December 31, 2014	$ —	$ (7,097)	$ 3,031	$ (13,529)	$ (17,595)

Changes in Accumulated Other Comprehensive Income (Loss) by Component
For the Year Ended December 31, 2013

	Cash Flow Hedges		Pension and OPEB		
	Commodity	Interest Rate and Foreign Currency	Amortization of Deferred Costs	Changes in Funded Status	Total
			(in thousands)		
Balance in AOCI as of December 31, 2012	$ 13	$ (9,608)	$ 1,940	$ (15,562)	$ (23,217)
Change in Fair Value Recognized in AOCI	53	339	—	2,432	2,824
Amounts Reclassified from AOCI	(30)	1,304	700	—	1,974
Net Current Period Other Comprehensive Income	23	1,643	700	2,432	4,798
Balance in AOCI as of December 31, 2013	$ 36	$ (7,965)	$ 2,640	$ (13,130)	$ (18,419)

Reclassifications from Accumulated Other Comprehensive Income

The following table provides details of reclassifications from AOCI for the years ended December 31, 2014 and 2013. The amortization of pension and OPEB AOCI components are included in the computation of net periodic pension and OPEB costs. See Note 6 for additional details.

Reclassifications from Accumulated Other Comprehensive Income (Loss)
For the Years Ended December 31, 2014 and 2013

	Amount of (Gain) Loss Reclassified from AOCI	
	Years Ended December 31,	
	2014	2013
Gains and Losses on Cash Flow Hedges	(in thousands)	
Commodity:		
Other Operation Expense	$ (7)	$ (12)
Maintenance Expense	(7)	(12)
Property, Plant and Equipment	(12)	(22)
Regulatory Assets/(Liabilities), Net (a)	(29)	—
Subtotal – Commodity	(55)	(46)
Interest Rate and Foreign Currency:		
Interest Expense	1,337	2,006
Subtotal – Interest Rate and Foreign Currency	1,337	2,006
Reclassifications from AOCI, before Income Tax (Expense) Credit	1,282	1,960
Income Tax (Expense) Credit	450	686
Reclassifications from AOCI, Net of Income Tax (Expense) Credit	832	1,274
Pension and OPEB		
Amortization of Prior Service Cost (Credit)	(61)	(61)
Amortization of Actuarial (Gains)/Losses	662	1,137
Reclassifications from AOCI, before Income Tax (Expense) Credit	601	1,076
Income Tax (Expense) Credit	210	376
Reclassifications from AOCI, Net of Income Tax (Expense) Credit	391	700
Total Reclassifications from AOCI, Net of Income Tax (Expense) Credit	$ 1,223	$ 1,974

(a) Represents realized gains and losses subject to regulatory accounting treatment recorded as either current or noncurrent on the balance sheets.

The following table provides details on designated, effective cash flow hedges included in Accumulated Other Comprehensive Income (Loss) on TNC's balance sheet and the reasons for changes in cash flow hedges for the year ended December 31, 2012. All amounts in the following table are presented net of related income taxes.

Total Accumulated Other Comprehensive Income (Loss) Activity for Cash Flow Hedges
Year Ended December 31, 2012

	Commodity	Interest Rate	Total
		(in thousands)	
Balance in AOCI as of January 1,	$ (42)	$ (5,853)	$ (5,895)
Changes in Fair Value Recognized in AOCI	67	(3,755)	(3,688)
Amount of (Gain) or Loss Reclassified from AOCI to Statement of Income/within Balance Sheet:			
Other Operation Expense	(4)	—	(4)
Maintenance Expense	(2)	—	(2)
Property, Plant and Equipment	(6)	—	(6)
Balance in AOCI as of December 31,	$ 13	$ (9,608)	$ (9,595)

4. EFFECTS OF REGULATION

Regulatory assets and liabilities are comprised of the following items:

Regulatory Assets:	December 31, 2014	December 31, 2013	Remaining Recovery Period
	(in thousands)		
Noncurrent Regulatory Assets			
Regulatory assets pending final regulatory approval:			
Regulatory Assets Currently Not Earning a Return			
Rate Case Expense	$ 3	$ 3	
Total Regulatory Assets Pending Final Regulatory Approval	3	3	
Regulatory assets approved for recovery:			
Regulatory Assets Currently Earning a Return			
Texas Meter Replacement Costs	11,225	12,123	12 years
Unamortized Loss on Reacquired Debt	1,972	2,595	6 years
Advanced Metering System	319	372	6 years
Regulatory Assets Currently Not Earning a Return			
Pension and OPEB Funded Status	33,665	26,127	13 years
Transmission Cost Recovery Factor	4,324	4,200	1 year
Medicare Subsidy	1,645	1,810	10 years
Other Regulatory Assets Approved for Recovery	869	2	various
Total Regulatory Assets Approved for Recovery	54,019	47,229	
Total Noncurrent Regulatory Assets	$ 54,022	$ 47,232	

Regulatory Liabilities:	December 31, 2014	December 31, 2013	Remaining Refund Period
	(in thousands)		
Noncurrent Regulatory Liabilities and Deferred Investment Tax Credits			
Regulatory liabilities approved for payment:			
Regulatory Liabilities Currently Paying a Return			
Asset Removal Costs	$ 158,068	$ 146,961	(a)
Advanced Metering Infrastructure Surcharge	9,060	13,567	6 years
Excess Earnings	8,310	8,806	17 years
Regulatory Liabilities Currently Not Paying a Return			
Deferred Investment Tax Credits	7,989	8,935	35 years
Income Taxes, Net	2,146	2,798	21 years
Other Regulatory Liabilities Approved for Payment	—	272	various
Total Regulatory Liabilities Approved for Payment	185,573	181,339	
Total Noncurrent Regulatory Liabilities and Deferred Investment Tax Credits	$ 185,573	$ 181,339	

(a) Relieved as removal costs are incurred.

5. COMMITMENTS, GUARANTEES AND CONTINGENCIES

TNC is subject to certain claims and legal actions arising in its ordinary course of business. In addition, TNC's business activities are subject to extensive governmental regulation related to public health and the environment. The ultimate outcome of such pending or potential litigation cannot be predicted. For current proceedings not specifically discussed below, management does not anticipate that the liabilities, if any, arising from such proceedings would have a material effect on the financial statements.

COMMITMENTS

Construction and Commitments

TNC has substantial construction commitments to support its operations and environmental investments. In managing the overall construction program and in the normal course of business, TNC contractually commits to third-party construction vendors for certain material purchases and other construction services. TNC also purchases fuel, materials, supplies, services and property, plant and equipment under contract as part of its normal course of business. Certain supply contracts contain penalty provisions for early termination.

The following table summarizes TNC's actual contractual commitments as of December 31, 2014:

Contractual Commitments	Less Than 1 Year	2-3 Years	4-5 Years	After 5 Years	Total
			(in thousands)		
Construction Contracts for Capital Assets (a)	$ 10,920	$ —	$ —	$ —	$ 10,920

(a) Represents only capital assets for which there are signed contracts. Actual payments are dependent upon and may vary significantly based upon the decision to build, regulatory approval schedules, timing and escalation of project costs.

GUARANTEES

Liabilities for guarantees are recorded in accordance with the accounting guidance for "Guarantees." There is no collateral held in relation to any guarantees. In the event any guarantee is drawn, there is no recourse to third parties unless specified below.

Indemnifications and Other Guarantees

Contracts

TNC enters into certain types of contracts which require indemnifications. Typically these contracts include, but are not limited to, sale agreements, lease agreements, purchase agreements and financing agreements. Generally, these agreements may include, but are not limited to, indemnifications around certain tax, contractual and environmental matters. With respect to sale agreements, exposure generally does not exceed the sale price. As of December 31, 2014, there were no material liabilities recorded for any indemnifications.

Lease Obligations

TNC leases certain equipment under master lease agreements. See "Master Lease Agreements" section of Note 11 for disclosure of lease residual value guarantees.

CONTINGENCIES

Insurance and Potential Losses

TNC maintains insurance coverage normal and customary for an electric utility, subject to various deductibles. TNC also maintains property and casualty insurance that may cover certain physical damage or third-party injuries caused by cyber security incidents. Insurance coverage includes all risks of physical loss or damage to assets, subject to insurance policy conditions and exclusions. Covered property generally includes power plants, substations, facilities

and inventories. Excluded property generally includes transmission and distribution lines, poles and towers. The insurance programs also generally provide coverage against loss arising from certain claims made by third parties and are in excess of TNC's retentions. Coverage is generally provided by a combination of the protected cell of EIS and/or various industry mutual and/or commercial insurance carriers.

Some potential losses or liabilities may not be insurable or the amount of insurance carried may not be sufficient to meet potential losses and liabilities, including, but not limited to, liabilities relating to a cyber security incident. Future losses or liabilities, if they occur, which are not completely insured, unless recovered from customers, could reduce future net income and cash flows and impact financial condition.

The Comprehensive Environmental Response Compensation and Liability Act (Superfund) and State Remediation

By-products from the generation of electricity include materials such as ash, slag and sludge. Coal combustion by-products, which constitute the overwhelming percentage of these materials, are typically treated and deposited in captive disposal facilities or are beneficially utilized. In addition, the generation plants and transmission and distribution facilities have used asbestos, polychlorinated biphenyls and other hazardous and nonhazardous materials. TNC currently incurs costs to dispose of these substances safely.

Superfund addresses clean-up of hazardous substances that have been released to the environment. The Federal EPA administers the clean-up programs. Several states have enacted similar laws. As of December 31, 2014, TNC has been named potentially liable at one site under state law. In the instance where TNC has been named a defendant, disposal or recycling activities were in accordance with the then-applicable laws and regulations. Superfund does not recognize compliance as a defense, but imposes strict liability on parties who fall within its broad statutory categories. Liability has been resolved for a number of sites with no significant effect on net income.

Management evaluates the potential liability for each site separately, but several general statements can be made about potential future liability. Allegations that materials were disposed at a particular site are often unsubstantiated and the quantity of materials deposited at a site can be small and often nonhazardous. Although Superfund liability has been interpreted by the courts as joint and several, typically many parties are named for each site and several of the parties are financially sound enterprises. At present, management's estimates do not anticipate material cleanup costs for identified sites.

6. BENEFIT PLANS

For a discussion of investment strategy, investment limitations, target asset allocations and the classification of investments within the fair value hierarchy, see "Investments Held in Trust for Future Liabilities" and "Fair Value Measurements of Assets and Liabilities" sections of Note 1.

TNC participates in an AEP sponsored qualified pension plan and an unfunded nonqualified pension plan. Substantially all of TNC's employees are covered by the qualified plan or both the qualified and nonqualified pension plans. TNC also participates in OPEB plans sponsored by AEP to provide health and life insurance benefits for retired employees.

TNC recognizes its funded status associated with defined benefit pension and OPEB plans in its balance sheets. Disclosures about the plans are required by the "Compensation - Retirement Benefits" accounting guidance. TNC recognizes an asset for a plan's overfunded status or a liability for a plan's underfunded status and recognizes, as a component of other comprehensive income, the changes in the funded status of the plan that arise during the year that are not recognized as a component of net periodic benefit cost. TNC records a regulatory asset instead of other comprehensive income for qualifying benefit costs of regulated operations that for ratemaking purposes are deferred for future recovery. The cumulative funded status adjustment is equal to the remaining unrecognized deferrals for unamortized actuarial losses or gains, prior service costs and transition obligations, such that remaining deferred costs result in an AOCI equity reduction or regulatory asset and deferred gains result in an AOCI equity addition or regulatory liability.

Actuarial Assumptions for Benefit Obligations

The weighted-average assumptions as of December 31 of each year used in the measurement of TNC's benefit obligations are shown in the following table:

	Pension Plans		Other Postretirement Benefit Plans	
Assumptions	**2014**	**2013**	**2014**	**2013**
Discount Rate	4.00%	4.70%	4.00%	4.70%
Rate of Compensation Increase	4.35% (a)	4.45% (a)	NA	NA

(a) Rates are for base pay only. In addition, an amount is added to reflect target incentive compensation for exempt employees and overtime and incentive pay for nonexempt employees.

NA Not applicable.

A duration-based method is used to determine the discount rate for the plans. A hypothetical portfolio of high quality corporate bonds is constructed with cash flows matching the benefit plan liability. The composite yield on the hypothetical bond portfolio is used as the discount rate for the plan.

For 2014, the rate of compensation increase assumed varies with the age of the employee, ranging from 3.5% per year to 12% per year, with an average increase of 4.35%.

Updated mortality assumptions based on mortality tables issued by the Society of Actuaries in October 2014 were used for the December 31, 2014 benefit obligation measurements. These updates resulted in approximate benefit obligation increases of $2.8 million for the pension plans and $273 thousand for the OPEB plans.

Actuarial Assumptions for Net Periodic Benefit Costs

The weighted-average assumptions as of January 1 of each year used in the measurement of TNC's benefit costs are shown in the following table:

	Pension Plans			Other Postretirement Benefit Plans		
	2014	**2013**	**2012**	**2014**	**2013**	**2012**
Discount Rate	4.70%	3.95%	4.55%	4.70%	3.95%	4.75%
Expected Return on Plan Assets	6.00%	6.50%	7.25%	6.75%	7.00%	7.25%
Rate of Compensation Increase	4.45%	4.45%	4.45%	NA	NA	NA

NA Not applicable.

The expected return on plan assets was determined by evaluating historical returns, the current investment climate (yield on fixed income securities and other recent investment market indicators), rate of inflation and current prospects for economic growth.

The health care trend rate assumptions as of January 1 of each year used for OPEB plans measurement purposes are shown below:

Health Care Trend Rates	2014	2013
Initial	6.50%	6.75%
Ultimate	5.00%	5.00%
Year Ultimate Reached	2020	2020

Assumed health care cost trend rates have a significant effect on the amounts reported for the OPEB health care plans. A 1% change in assumed health care cost trend rates would have the following effects:

	1% Increase	1% Decrease
	(in thousands)	
Effect on Total Service and Interest Cost Components of Net Periodic Postretirement Health Care Benefit Cost	$ 62	$ (47)
Effect on the Health Care Component of the Accumulated Postretirement Benefit Obligation	1,418	(1,122)

Significant Concentrations of Risk within Plan Assets

In addition to establishing the target asset allocation of plan assets, the investment policy also places restrictions on securities to limit significant concentrations within plan assets. The investment policy establishes guidelines that govern maximum market exposure, security restrictions, prohibited asset classes, prohibited types of transactions, minimum credit quality, average portfolio credit quality, portfolio duration and concentration limits. The guidelines were established to mitigate the risk of loss due to significant concentrations in any investment. The plans are monitored to control security diversification and ensure compliance with the investment policy. As of December 31, 2014, the assets were invested in compliance with all investment limits. See "Investments Held in Trust for Future Liabilities" section of Note 1 for limit details.

Benefit Plan Obligations, Plan Assets and Funded Status as of December 31, 2014 and 2013

The following tables provide a reconciliation of the changes in the plans' benefit obligations, fair value of plan assets and funded status as of December 31. The benefit obligation for the defined benefit pension and OPEB plans are the projected benefit obligation and the accumulated benefit obligation, respectively.

	Pension Plans		Other Postretirement Benefit Plans	
	2014	2013	2014	2013
Change in Benefit Obligation	(in thousands)			
Benefit Obligation as of January 1,	$ 99,740	$ 105,884	$ 33,323	$ 41,542
Service Cost	1,443	1,602	235	408
Interest Cost	4,544	4,184	1,487	1,595
Actuarial (Gain) Loss	11,162	(3,908)	(934)	(8,119)
Benefit Payments	(8,020)	(8,022)	(3,186)	(3,382)
Participant Contributions	—	—	1,090	1,061
Medicare Subsidy	—	—	198	218
Benefit Obligation as of December 31,	$ 108,869	$ 99,740	$ 32,213	$ 33,323
Change in Fair Value of Plan Assets				
Fair Value of Plan Assets as of January 1,	$ 103,457	$ 102,808	$ 41,272	$ 37,725
Actual Gain on Plan Assets	8,223	8,537	1,157	5,868
Company Contributions	1,750	134	—	—
Participant Contributions	—	—	1,090	1,061
Benefit Payments	(8,020)	(8,022)	(3,186)	(3,382)
Fair Value of Plan Assets as of December 31,	$ 105,410	$ 103,457	$ 40,333	$ 41,272
Funded (Underfunded) Status as of December 31,	$ (3,459)	$ 3,717	$ 8,120	$ 7,949

Amounts Recognized on the Balance Sheets as of December 31, 2014 and 2013

	Pension Plans		Other Postretirement Benefit Plans	
	December 31,			
	2014	2013	2014	2013
	(in thousands)			
Deferred Charges and Other Noncurrent Assets – Prepaid Benefit Costs	$ —	$ 5,171	$ 8,120	$ 7,545
Other Current Liabilities – Accrued Short-term Benefit Liability	(85)	(133)	—	—
Deferred Credits and Other Noncurrent Liabilities – Accrued Long-term Benefit Liability	(3,374)	(1,321)	—	404
Funded (Underfunded) Status	$ (3,459)	$ 3,717	$ 8,120	$ 7,949

Amounts Included in AOCI and Regulatory Assets as of December 31, 2014 and 2013

	Pension Plans		Other Postretirement Benefit Plans	
	December 31,			
	2014	2013	2014	2013
Components	(in thousands)			
Net Actuarial Loss	$ 55,516	$ 49,512	$ 8,347	$ 8,268
Prior Service Cost (Credit)	189	297	(14,236)	(15,813)
Recorded as				
Regulatory Assets	$ 37,931	$ 32,004	$ (4,266)	$ (5,877)
Deferred Income Taxes	6,221	6,231	(568)	(584)
Net of Tax AOCI	11,553	11,574	(1,055)	(1,084)

Components of the change in amounts included in AOCI and Regulatory Assets during the years ended December 31, 2014 and 2013 are as follows:

	Pension Plans		Other Postretirement Benefit Plans	
	Years Ended December 31,			
	2014	2013	2014	2013
Components	(in thousands)			
Actuarial (Gain) Loss During the Year	$ 8,584	$ (6,317)	$ 542	$ (11,415)
Amortization of Actuarial Loss	(2,580)	(3,771)	(463)	(1,469)
Amortization of Prior Service Credit (Cost)	(108)	(108)	1,577	1,578
Change for the Year	$ 5,896	$ (10,196)	$ 1,656	$ (11,306)

Pension and Other Postretirement Benefits Plans' Assets

The following table presents the classification of pension plan assets within the fair value hierarchy as of December 31, 2014:

Asset Class	Level 1	Level 2	Level 3	Other	Total	Year End Allocation
			(in thousands)			
Equities:						
Domestic	$ 12,492	$ —	$ —	$ —	$ 12,492	11.9 %
International	10,656	—	—	—	10,656	10.1 %
Options	—	299	—	—	299	0.3 %
Real Estate Investment Trusts	1,152	—	—	—	1,152	1.1 %
Common Collective Trust – Global	—	8,001	—	—	8,001	7.6 %
Common Collective Trust – International	—	392	—	—	392	0.4 %
Subtotal – Equities	24,300	8,692	—	—	32,992	31.4 %
Fixed Income:						
Common Collective Trust – Debt	—	641	—	—	641	0.6 %
United States Government and Agency Securities	—	9,546	—	—	9,546	9.0 %
Corporate Debt	—	38,184	—	—	38,184	36.2 %
Foreign Debt	—	8,502	—	—	8,502	8.1 %
State and Local Government	—	316	—	—	316	0.3 %
Other – Asset Backed	—	618	—	—	618	0.6 %
Subtotal – Fixed Income	—	57,807	—	—	57,807	54.8 %
Infrastructure	—	—	265	—	265	0.3 %
Real Estate	—	—	5,003	—	5,003	4.7 %
Alternative Investments	—	—	8,039	—	8,039	7.6 %
Securities Lending	—	4,663	—	—	4,663	4.4 %
Securities Lending Collateral (a)	—	—	—	(4,700)	(4,700)	(4.5)%
Cash and Cash Equivalents	—	1,130	—	—	1,130	1.1 %
Other – Pending Transactions and Accrued Income (b)	—	—	—	211	211	0.2 %
Total	$ 24,300	$ 72,292	$ 13,307	$ (4,489)	$ 105,410	100.0 %

(a) Amounts in "Other" column primarily represent an obligation to repay collateral received as part of the Securities Lending Program.

(b) Amounts in "Other" column primarily represent accrued interest, dividend receivables and transactions pending settlement.

The following table sets forth a reconciliation of changes in the fair value of assets classified as Level 3 in the fair value hierarchy for the pension assets:

	Infrastructure	Real Estate	Alternative Investments	Total Level 3
		(in thousands)		
Balance as of January 1, 2014	$ —	$ 5,232	$ 7,239	$ 12,471
Actual Return on Plan Assets				
Relating to Assets Still Held as of the Reporting Date	—	511	519	1,030
Relating to Assets Sold During the Period	—	1,775	256	2,031
Purchases and Sales	265	(2,515)	25	(2,225)
Transfers into Level 3	—	—	—	—
Transfers out of Level 3	—	—	—	—
Balance as of December 31, 2014	$ 265	$ 5,003	$ 8,039	$ 13,307

The following table presents the classification of OPEB plan assets within the fair value hierarchy as of December 31, 2014:

Asset Class	Level 1	Level 2	Level 3	Other	Total	Year End Allocation
			(in thousands)			
Equities:						
Domestic	$ 11,098	$ —	$ —	$ —	$ 11,098	27.5%
International	13,491	—	—	—	13,491	33.5%
Options	—	390	—	—	390	1.0%
Common Collective Trust – Global	—	705	—	—	705	1.8%
Subtotal – Equities	24,589	1,095	—	—	25,684	63.8%
Fixed Income:						
Common Collective Trust – Debt	—	2,470	—	—	2,470	6.1%
United States Government and Agency Securities	—	1,692	—	—	1,692	4.2%
Corporate Debt	—	2,988	—	—	2,988	7.4%
Foreign Debt	—	508	—	—	508	1.3%
State and Local Government	—	140	—	—	140	0.3%
Other – Asset Backed	—	118	—	—	118	0.3%
Subtotal – Fixed Income	—	7,916	—	—	7,916	19.6%
Trust Owned Life Insurance:						
International Equities	—	246	—	—	246	0.6%
United States Bonds	—	5,049	—	—	5,049	12.5%
Subtotal – Trust Owned Life Insurance	—	5,295	—	—	5,295	13.1%
Cash and Cash Equivalents	1,114	228	—	—	1,342	3.3%
Other – Pending Transactions and Accrued Income (a)	—	—	—	96	96	0.2%
Total	$ 25,703	$ 14,534	$ —	$ 96	$ 40,333	100.0%

(a) Amounts in "Other" column primarily represent accrued interest, dividend receivables and transactions pending settlement.

The following table presents the classification of pension plan assets within the fair value hierarchy as of December 31, 2013:

Asset Class	Level 1	Level 2	Level 3	Other	Total	Year End Allocation
			(in thousands)			
Equities:						
Domestic	$ 23,973	$ —	$ —	$ —	$ 23,973	23.2 %
International	11,300	—	—	—	11,300	10.9 %
Real Estate Investment Trusts	1,271	—	—	—	1,271	1.2 %
Common Collective Trust – International	—	214	—	—	214	0.2 %
Subtotal – Equities	36,544	214	—	—	36,758	35.5 %
Fixed Income:						
Common Collective Trust – Debt	—	569	—	—	569	0.5 %
United States Government and Agency Securities	—	8,493	—	—	8,493	8.2 %
Corporate Debt	—	35,136	—	—	35,136	34.0 %
Foreign Debt	—	7,548	—	—	7,548	7.3 %
State and Local Government	—	615	—	—	615	0.6 %
Other – Asset Backed	—	731	—	—	731	0.7 %
Subtotal – Fixed Income	—	53,092	—	—	53,092	51.3 %
Real Estate	—	—	5,232	—	5,232	5.0 %
Alternative Investments	—	—	7,239	—	7,239	7.0 %
Securities Lending	—	772	—	—	772	0.8 %
Securities Lending Collateral (a)	—	—	—	(992)	(992)	(0.9)%
Cash and Cash Equivalents	—	1,067	—	—	1,067	1.0 %
Other – Pending Transactions and Accrued Income (b)	—	—	—	289	289	0.3 %
Total	$ 36,544	$ 55,145	$ 12,471	$ (703)	$ 103,457	100.0 %

(a) Amounts in "Other" column primarily represent an obligation to repay collateral received as part of the Securities Lending Program.

(b) Amounts in "Other" column primarily represent accrued interest, dividend receivables and transactions pending settlement.

The following table sets forth a reconciliation of changes in the fair value of assets classified as Level 3 in the fair value hierarchy for the pension assets:

	Real Estate	Alternative Investments	Total Level 3
		(in thousands)	
Balance as of January 1, 2013	$ 4,807	$ 4,282	$ 9,089
Actual Return on Plan Assets			
Relating to Assets Still Held as of the Reporting Date	608	317	925
Relating to Assets Sold During the Period	—	319	319
Purchases and Sales	(183)	2,321	2,138
Transfers into Level 3	—	—	—
Transfers out of Level 3	—	—	—
Balance as of December 31, 2013	$ 5,232	$ 7,239	$ 12,471

The following table presents the classification of OPEB plan assets within the fair value hierarchy as of December 31, 2013:

Asset Class	Level 1	Level 2	Level 3	Other	Total	Year End Allocation
			(in thousands)			
Equities:						
Domestic	$ 11,500	$ —	$ —	$ —	$ 11,500	27.9%
International	14,952	—	—	—	14,952	36.2%
Common Collective Trust – Global	—	357	—	—	357	0.9%
Subtotal – Equities	26,452	357	—	—	26,809	65.0%
Fixed Income:						
Common Collective Trust – Debt	—	2,135	—	—	2,135	5.2%
United States Government and Agency Securities	—	1,373	—	—	1,373	3.3%
Corporate Debt	—	2,674	—	—	2,674	6.5%
Foreign Debt	—	522	—	—	522	1.2%
State and Local Government	—	112	—	—	112	0.3%
Other – Asset Backed	—	197	—	—	197	0.5%
Subtotal – Fixed Income	—	7,013	—	—	7,013	17.0%
Trust Owned Life Insurance:						
International Equities	—	322	—	—	322	0.8%
United States Bonds	—	5,140	—	—	5,140	12.4%
Subtotal – Trust Owned Life Insurance	—	5,462	—	—	5,462	13.2%
Cash and Cash Equivalents	1,658	213	—	—	1,871	4.5%
Other – Pending Transactions and Accrued Income (a)	—	—	—	117	117	0.3%
Total	$ 28,110	$ 13,045	$ —	$ 117	$ 41,272	100.0%

(a) Amounts in "Other" column primarily represent accrued interest, dividend receivables and transactions pending settlement.

Determination of Pension Expense

The determination of pension expense or income is based on a market-related valuation of assets which reduces year-to-year volatility. This market-related valuation recognizes investment gains or losses over a five-year period from the year in which they occur. Investment gains or losses for this purpose are the difference between the expected return calculated using the market-related value of assets and the actual return.

The accumulated benefit obligation for the pension plans is as follows:

Accumulated Benefit Obligation	December 31, 2014	December 31, 2013
	(in thousands)	
Qualified Pension Plan	$ 103,934	$ 95,351
Nonqualified Pension Plan	1,633	1,454
Total	$ 105,567	$ 96,805

For the underfunded pension plan that had an accumulated benefit obligation in excess of plan assets, the projected benefit obligation, accumulated benefit obligation and fair value of plan assets of these plans as of December 31, 2014 and 2013 were as follows:

	Underfunded Pension Plan	
	December 31,	
	2014	2013
	(in thousands)	
Projected Benefit Obligation	$ 1,633	$ 1,454
Accumulated Benefit Obligation	$ 1,633	$ 1,454
Fair Value of Plan Assets	—	—
Underfunded Accumulated Benefit Obligation	$ (1,633)	$ (1,454)

Estimated Future Benefit Payments and Contributions

TNC expects contributions and payments for the pension plans of $2 million during 2015. The estimated contributions to the pension trust are at least the minimum amount required by the Employee Retirement Income Security Act and additional discretionary contributions may also be made to maintain the funded status of the plan.

The table below reflects the total benefits expected to be paid from the plan or from TNC's assets. The payments include the participants' contributions to the plan for their share of the cost. Effective for employees hired after December 2013, retiree medical coverage will not be provided. Future benefit payments are dependent on the number of employees retiring, whether the retiring employees elect to receive pension benefits as annuities or as lump sum distributions, future integration of the benefit plans with changes to Medicare and other legislation, future levels of interest rates and variances in actuarial results. The estimated payments for pension benefits and OPEB are as follows:

	Estimated Payments	
	Pension Plans	Other Postretirement Benefit Plans
	(in thousands)	
2015	$ 7,317	$ 3,026
2016	7,643	3,118
2017	7,901	3,208
2018	7,770	3,147
2019	8,707	3,172
Years 2020 to 2024, in Total	41,754	16,352

Components of Net Periodic Benefit Cost

The following table provides the components of net periodic benefit cost (credit) for the years ended December 31, 2014, 2013 and 2012:

	Pension Plans			Other Postretirement Benefit Plans		
	Years Ended December 31,					
	2014	2013	2012	2014	2013	2012
	(in thousands)					
Service Cost	$ 1,443	$ 1,602	$ 1,758	$ 235	$ 408	$ 832
Interest Cost	4,544	4,184	4,658	1,487	1,595	2,324
Expected Return on Plan Assets	(5,645)	(6,128)	(7,049)	(2,633)	(2,572)	(2,390)
Amortization of Prior Service Cost (Credit)	108	108	(416)	(1,577)	(1,578)	(437)
Amortization of Net Actuarial Loss	2,580	3,771	3,130	463	1,469	1,287
Net Periodic Benefit Cost (Credit)	3,030	3,537	2,081	(2,025)	(678)	1,616
Capitalized Portion	(1,557)	(1,744)	(993)	1,041	334	(771)
Net Periodic Benefit Cost (Credit) Recognized in Expense	$ 1,473	$ 1,793	$ 1,088	$ (984)	$ (344)	$ 845

Estimated amounts expected to be amortized to net periodic benefit costs (credits) and the impact on the balance sheet during 2015 are shown in the following table:

Components	Pension Plans	Other Postretirement Benefit Plans
	(in thousands)	
Net Actuarial Loss	$ 2,252	$ 362
Prior Service Cost (Credit)	90	(1,578)
Total Estimated 2015 Amortization	$ 2,342	$ (1,216)
Expected to be Recorded as		
Regulatory Asset	$ 1,845	$ (1,224)
Deferred Income Taxes	174	3
Net of Tax AOCI	323	5
Total	$ 2,342	$ (1,216)

American Electric Power System Retirement Savings Plan

TNC participates in an AEP sponsored defined contribution retirement savings plan, the American Electric Power System Retirement Savings Plan, for substantially all employees. This qualified plan offers participants an opportunity to contribute a portion of their pay, includes features under Section 401(k) of the Internal Revenue Code and provides for matching contributions. The matching contributions to the plan are 100% of the first 1% of eligible employee contributions and 70% of the next 5% of contributions. The cost for matching contributions totaled $1.1 million in 2014, $1.1 million in 2013 and $1.1 million in 2012.

7. BUSINESS SEGMENTS

TNC has one reportable segment, a generation and integrated electricity, transmission and distribution business. TNC's other activities are insignificant.

8. DERIVATIVES AND HEDGING

Risk Management Strategies

TNC's vehicle fleet is exposed to gasoline and diesel fuel price volatility. AEPSC, on behalf of TNC, enters into financial heating oil and gasoline derivative contracts in order to mitigate price risk of future fuel purchases. For disclosure purposes, these contracts were included with other hedging activities as "Commodity" as of December 31, 2013. In March 2014, these contracts were grouped as "Commodity" with other risk management activities. TNC does not hedge all fuel price risk. The gross notional volumes of TNC's outstanding derivative contracts for heating oil and gasoline as of December 31, 2014 and 2013 were 392 thousand gallons and 392 thousand gallons, respectively.

AEPSC, on behalf of TNC, enters into a variety of interest rate derivative transactions in order to manage interest rate risk exposure. AEPSC, on behalf of TNC, also enters into interest rate derivative contracts to manage interest rate exposure related to future borrowings of fixed-rate debt. TNC does not hedge all interest rate exposure. As of December 31, 2014 and 2013, TNC did not have any outstanding derivative contracts for interest rate hedges.

According to the accounting guidance for "Derivatives and Hedging," TNC reflects the fair values of derivative instruments subject to netting agreements with the same counterparty net of related cash collateral. For certain risk management contracts, TNC is required to post or receive cash collateral based on third party contractual agreements and risk profiles. For the December 31, 2014 balance sheets, TNC netted $0 of cash collateral received from third parties against short-term and long-term risk management assets and $35 thousand of cash collateral paid to third parties against short-term and long-term risk management liabilities. For the December 31, 2013 balance sheets, TNC had no netting of cash collateral received from third parties against short-term and long-term risk management assets and cash collateral paid to third parties against short-term and long-term risk management liabilities.

The following tables represent the gross fair value impact of TNC's derivative activity on the balance sheets as of December 31, 2014 and 2013:

Fair Value of Derivative Instruments
December 31, 2014

Balance Sheet Location	Risk Management Contracts Commodity (a)	Hedging Contracts Commodity (a)	Gross Amounts of Risk Management Assets/ Liabilities Recognized	Gross Amounts Offset in the Statement of Financial Position (b)	Net Amounts of Assets/Liabilities Presented in the Statement of Financial Position (c)
			(in thousands)		
Current Risk Management Assets	$ —	$ —	$ —	$ —	$ —
Long-term Risk Management Assets	—	—	—	—	—
Total Assets	—	—	—	—	—
Current Risk Management Liabilities	384	—	384	(35)	349
Long-term Risk Management Liabilities	—	—	—	—	—
Total Liabilities	384	—	384	(35)	349
Total MTM Derivative Contract Net Assets (Liabilities)	$ (384)	$ —	$ (384)	$ 35	$ (349)

Fair Value of Derivative Instruments
December 31, 2013

Balance Sheet Location	Risk Management Contracts Commodity (a)	Hedging Contracts Commodity (a)	Gross Amounts of Risk Management Assets/ Liabilities Recognized	Gross Amounts Offset in the Statement of Financial Position (b)	Net Amounts of Assets/Liabilities Presented in the Statement of Financial Position (c)
			(in thousands)		
Current Risk Management Assets	$ —	$ 55	$ 55	$ —	$ 55
Long-term Risk Management Assets	—	—	—	—	—
Total Assets	—	55	55	—	55
Current Risk Management Liabilities	—	—	—	—	—
Long-term Risk Management Liabilities	—	—	—	—	—
Total Liabilities	—	—	—	—	—
Total MTM Derivative Contract Net Assets (Liabilities)	$ —	$ 55	$ 55	$ —	$ 55

(a) Derivative instruments within these categories are reported gross. These instruments are subject to master netting agreements and are presented on the balance sheets on a net basis in accordance with the accounting guidance for "Derivatives and Hedging."
(b) Amounts include counterparty netting of risk management and hedging contracts and associated cash collateral in accordance with the accounting guidance for "Derivatives and Hedging."
(c) There are no derivative contracts subject to a master netting arrangement or similar agreement which are not offset in the statement of financial position.

The table below presents TNC's activity of derivative risk management contracts for the years ended December 31, 2014, 2013 and 2012:

Amount of Gain (Loss) Recognized on
Risk Management Contracts

Location of Gain (Loss)	Years Ended December 31, 2014	2013	2012
		(in thousands)	
Electric Generation, Transmission and Distribution Revenues	$ 17	$ —	$ —
Regulatory Assets (a)	(384)	—	—
Regulatory Liabilities (a)	—	—	—
Total Loss on Risk Management Contracts	$ (367)	$ —	$ —

(a) Represents realized and unrealized gains and losses subject to regulatory accounting treatment recorded as either current or noncurrent on the balance sheets.

Certain qualifying derivative instruments have been designated as normal purchase or normal sale contracts, as provided in the accounting guidance for "Derivatives and Hedging." Derivative contracts that have been designated as normal purchases or normal sales under that accounting guidance are not subject to MTM accounting treatment and are recognized on the statements of income on an accrual basis.

TNC's accounting for the changes in the fair value of a derivative instrument depends on whether it qualifies for and has been designated as part of a hedging relationship and further, on the type of hedging relationship. Depending on the exposure, management designates a hedging instrument as a fair value hedge or a cash flow hedge.

For contracts that have not been designated as part of a hedging relationship, the accounting for changes in fair value depends on whether the derivative instrument is held for trading purposes. Unrealized and realized gains and losses on derivative instruments held for trading purposes are included in revenues on a net basis on TNC's statements of income. Unrealized and realized gains and losses on derivative instruments not held for trading purposes are included in revenues or expenses on TNC's statements of income depending on the relevant facts and circumstances. However, unrealized and some realized gains and losses for both trading and non-trading derivative instruments are recorded as regulatory assets (for losses) or regulatory liabilities (for gains), in accordance with the accounting guidance for "Regulated Operations."

Accounting for Cash Flow Hedging Strategies

For cash flow hedges (i.e. hedging the exposure to variability in expected future cash flows that is attributable to a particular risk), TNC initially reports the effective portion of the gain or loss on the derivative instrument as a component of Accumulated Other Comprehensive Income (Loss) on its balance sheets until the period the hedged item affects Net Income. TNC records hedge ineffectiveness as a regulatory asset (for losses) or a regulatory liability (for gains).

TNC reclassifies gains and losses on heating oil and gasoline derivative contracts designated as cash flow hedges from Accumulated Other Comprehensive Income (Loss) on its balance sheets into Other Operation expense, Maintenance expense or Depreciation and Amortization expense, as it relates to capital projects, on its statements of income. During 2013 and 2012, TNC designated heating oil and gasoline derivatives as cash flow hedges. The impact of cash flow hedge accounting for these derivative contracts was immaterial and was discontinued effective March 31, 2014.

TNC reclassifies gains and losses on interest rate derivative hedges related to debt financings from Accumulated Other Comprehensive Income (Loss) on its balance sheets into Interest Expense on its statements of income in those periods in which hedged interest payments occur. During 2014, 2013 and 2012, TNC designated interest rate derivatives as cash flow hedges.

During 2014, 2013 and 2012, hedge ineffectiveness was immaterial or nonexistent for all cash flow hedge strategies discussed above.

For details on designated, effective cash flow hedges included in Accumulated Other Comprehensive Income (Loss) on TNC's balance sheets and the reasons for changes in cash flow hedges, see Note 3.

Cash flow hedges included in Accumulated Other Comprehensive Income (Loss) on TNC's balance sheets as of December 31, 2014 and 2013 were:

Impact of Cash Flow Hedges on the Balance Sheet
December 31, 2014

	Commodity	Interest Rate	Total
		(in thousands)	
Hedging Assets (a)	$ —	$ —	$ —
Hedging Liabilities (a)	—	—	—
AOCI Loss Net of Tax	—	(7,097)	(7,097)
Portion Expected to be Reclassified to Net Income During the Next Twelve Months	—	(869)	(869)

Impact of Cash Flow Hedges on the Balance Sheet
December 31, 2013

	Commodity	Interest Rate	Total
		(in thousands)	
Hedging Assets (a)	$ 55	$ —	$ 55
Hedging Liabilities (a)	—	—	—
AOCI Gain (Loss) Net of Tax	36	(7,965)	(7,929)
Portion Expected to be Reclassified to Net Income During the Next Twelve Months	36	(869)	(833)

(a) Hedging Assets and Hedging Liabilities are included in Risk Management Assets and Liabilities on TNC's balance sheets.

The actual amounts that TNC reclassifies from Accumulated Other Comprehensive Income (Loss) to Net Income can differ from the estimate above due to market price changes. As of December 31, 2014, TNC is not hedging (with contracts subject to the accounting guidance for "Derivatives and Hedging") its exposure to variability in future cash flows related to forecasted transactions.

TNC's interest rate hedging liabilities have cross-default provisions that could be triggered if there was a non-performance event by Parent or the obligor under outstanding debt or a third party obligation in excess of $50 million. As of December 31, 2014 and 2013, TNC had no liabilities for contracts with cross-default provisions prior to contractual netting arrangements.

9. FAIR VALUE MEASUREMENTS

Fair Value Measurements of Long-term Debt

The fair values of Long-term Debt are based on quoted market prices, without credit enhancements, for the same or similar issues and the current interest rates offered for instruments with similar maturities classified as Level 2 measurement inputs. These instruments are not marked-to-market. The estimates presented are not necessarily indicative of the amounts that could be realized in a current market exchange.

The book values and fair values of TNC's Long-term Debt as of December 31, 2014 and 2013 are summarized in the following table:

	December 31,			
	2014		2013	
	Book Value	Fair Value	Book Value	Fair Value
	(in thousands)			
Long-term Debt	$ 420,286	$ 465,778	$ 420,293	$ 419,622

Fair Value Measurements of Financial Assets and Liabilities

For a discussion of fair value accounting and the classification of assets and liabilities within the fair value hierarchy, see the "Fair Value Measurements of Assets and Liabilities" section of Note 1.

The following tables set forth, by level within the fair value hierarchy, TNC's financial assets and liabilities that were accounted for at fair value on a recurring basis as of December 31, 2014 and 2013. As required by the accounting guidance for "Fair Value Measurements and Disclosures," financial assets and liabilities are classified in their entirety based on the lowest level of input that is significant to the fair value measurement. Management's assessment of the significance of a particular input to the fair value measurement requires judgment and may affect the valuation of fair value assets and liabilities and their placement within the fair value hierarchy levels. There have not been any significant changes in management's valuation techniques.

Assets and Liabilities Measured at Fair Value on a Recurring Basis
December 31, 2014

	Level 1	Level 2	Level 3	Other	Total
Liabilities:	(in thousands)				
Risk Management Liabilities					
Risk Management Commodity Contracts (a)	$ —	$ 384	$ —	$ (35)	$ 349

Assets and Liabilities Measured at Fair Value on a Recurring Basis
December 31, 2013

	Level 1	Level 2	Level 3	Other	Total
Assets:	(in thousands)				
Risk Management Assets					
Cash Flow Hedges:					
Commodity Hedges (a)	$ —	$ 55	$ —	$ —	$ 55

(a) Amounts in "Other" column primarily represent counterparty netting of risk management and hedging contracts and associated cash collateral under the accounting guidance for "Derivatives and Hedging."

As of December 31, 2014, TNC had no assets measured at fair value on a recurring basis. As of December 31, 2013, TNC had no liabilities measured at fair value on a recurring basis.

There were no transfers between Level 1 and Level 2 during the years ended December 31, 2014, 2013 and 2012.

10. INCOME TAXES

The details of TNC's income taxes as reported are as follows:

	Years Ended December 31, 2014	2013	2012
		(in thousands)	
Income Tax Expense (Credit):			
Current	$ 9,596	$ 22,531	$ 15,817
Deferred	9,630	(3,019)	2,681
Deferred Investment Tax Credits	(946)	(956)	(985)
Income Tax Expense	$ 18,280	$ 18,556	$ 17,513

The following is a reconciliation of the difference between the amount of federal income taxes computed by multiplying book income before income taxes by the federal statutory tax rate and the amount of income taxes reported:

	Years Ended December 31, 2014	2013	2012
		(in thousands)	
Net Income	$ 33,313	$ 36,913	$ 30,689
Income Tax Expense	18,280	18,556	17,513
Pretax Income	$ 51,593	$ 55,469	$ 48,202
Income Taxes on Pretax Income at Statutory Rate (35%)	$ 18,058	$ 19,414	$ 16,871
Increase (Decrease) in Income Taxes resulting from the following items:			
Depreciation	(157)	(169)	(173)
Investment Tax Credits, Net	(946)	(956)	(985)
State and Local Income Taxes, Net	1,312	1,499	851
Other	13	(1,232)	949
Income Tax Expense	$ 18,280	$ 18,556	$ 17,513
Effective Income Tax Rate	35.4 %	33.5 %	36.3 %

The following table shows elements of TNC's net deferred tax liability and significant temporary differences:

	Years Ended December 31, 2014	2013
	(in thousands)	
Deferred Tax Assets	$ 35,806	$ 37,394
Deferred Tax Liabilities	(225,411)	(184,969)
Net Deferred Tax Liabilities	$ (189,605)	$ (147,575)
Property Related Temporary Differences	$ (198,972)	$ (156,550)
Amounts Due to Customers for Future Federal Income Taxes	751	980
Deferred State Income Taxes	(818)	(884)
Deferred Income Taxes on Other Comprehensive Loss	9,474	9,917
Regulatory Assets	(15,780)	(13,232)
Deferred Revenues	16,817	15,730
All Other, Net	(1,077)	(3,536)
Net Deferred Tax Liabilities	$ (189,605)	$ (147,575)

AEP System Tax Allocation Agreement

TNC joins in the filing of a consolidated federal income tax return with its affiliates in the AEP System. The allocation of the AEP System's current consolidated federal income tax to the AEP System companies allocates the benefit of current tax losses to the AEP System companies giving rise to such losses in determining their current tax expense. The tax benefit of the Parent is allocated to its subsidiaries with taxable income. With the exception of the loss of the Parent, the method of allocation reflects a separate return result for each company in the consolidated group.

Federal and State Income Tax Audit Status

TNC and other AEP subsidiaries are no longer subject to U.S. federal examination for years before 2011. The IRS examination of years 2011, 2012 and 2013 started in April 2014. Although the outcome of tax audits is uncertain, in management's opinion, adequate provisions for federal income taxes have been made for potential liabilities resulting from such matters. In addition, TNC accrues interest on these uncertain tax positions. Management is not aware of any issues for open tax years that upon final resolution are expected to materially impact net income.

TNC and other AEP subsidiaries file income tax returns in various state and local jurisdictions. These taxing authorities routinely examine the tax returns. TNC and other AEP subsidiaries are currently under examination in several state and local jurisdictions. However, it is possible that previously filed tax returns have positions that may be challenged by these tax authorities. Management believes that adequate provisions for income taxes have been made for potential liabilities resulting from such challenges and that the ultimate resolution of these audits will not materially impact net income. TNC is no longer subject to state or local income tax examinations by tax authorities for years before 2009.

Tax Credit Carryforward

As of December 31, 2014, TNC has unused federal income tax credits of $87 thousand. If these credits are not utilized, the federal general business tax credits will expire in the years 2029 through 2033.

TNC anticipates future federal taxable income will be sufficient to realize the tax benefits of the federal tax credits before they expire unused.

Uncertain Tax Positions

TNC recognizes interest accruals related to uncertain tax positions in interest income or expense as applicable, and penalties in Other Operation expense in accordance with the accounting guidance for "Income Taxes."

The following table shows the amounts reported for interest expense, interest income and reversal of prior period interest expense:

	Years Ended December 31,		
	2014	**2013**	**2012**
		(in thousands)	
Interest Expense	$ —	$ 407	$ 45
Interest Income	1,172	—	—
Reversal of Prior Period Interest Expense	40	—	118

The following table shows balances for amounts accrued for the receipt of interest and the payment of interest and penalties:

	December 31,	
	2014	**2013**
	(in thousands)	
Accrual for Receipt of Interest	$ 1,127	$ 70
Accrual for Payment of Interest Penalties	43	188

The reconciliation of the beginning and ending amount of unrecognized tax benefits is as follows:

	2014	2013	2012
		(in thousands)	
Balance as of January 1,	$ 1,011	$ 919	$ 596
Increase – Tax Positions Taken During a Prior Period	101	—	374
Decrease – Tax Positions Taken During a Prior Period	(192)	(23)	(25)
Increase – Tax Positions Taken During the Current Year	—	115	—
Decrease – Tax Positions Taken During the Current Year	—	—	—
Increase – Settlements with Taxing Authorities	—	—	—
Decrease – Settlements with Taxing Authorities	—	—	—
Decrease – Lapse of the Applicable Statute of Limitations	(283)	—	(26)
Balance as of December 31,	$ 637	$ 1,011	$ 919

The total amount of unrecognized tax benefits that, if recognized, would affect the effective tax rate is $598 thousand, $473 thousand and $398 thousand for 2014, 2013 and 2012, respectively. Management believes there will be no significant net increase or decrease in unrecognized tax benefits within 12 months of the reporting date.

Federal Tax Legislation

The American Taxpayer Relief Act of 2012 (the 2012 Act) was enacted in January 2013. Included in the 2012 Act was a one-year extension of the 50% bonus depreciation. The 2012 Act also retroactively extended the life of research and development, employment and several energy tax credits, which expired at the end of 2011. The enacted provisions will not materially impact TNC’s net income or financial condition but did have a favorable impact on cash flows in 2013.

The Tax Increase Prevention Act of 2014 (the 2014 Act) was enacted in December 2014. Included in the 2014 Act was a one-year extension of the 50% bonus depreciation. The 2014 Act also retroactively extended the life of research and development, employment and several energy tax credits, which expired at the end of 2013. The enacted provisions did not materially impact TNC's net income or financial condition but will have a favorable impact on future cash flows.

Federal Tax Regulations

In 2013, the U.S. Treasury Department issued final and re-proposed regulations regarding the deduction and capitalization of expenditures related to tangible property, effective for the tax years beginning in 2014. In addition, the IRS issued Revenue Procedures under the Industry Issue Resolutions program that provides specific guidance for the implementation of the regulations for the electric utility industry. These final regulations did not materially impact TNC's net income, cash flows or financial condition.

11. LEASES

Leases of property, plant and equipment are for remaining periods up to 10 years and require payments of related property taxes, maintenance and operating costs. The majority of the leases have purchase or renewal options and will be renewed or replaced by other leases.

Lease rentals for both operating and capital leases are generally charged to Other Operation and Maintenance expense in accordance with rate-making treatment for regulated operations. The components of rental costs are as follows:

Lease Rental Costs	2014	2013	2012
	Years Ended December 31, (in thousands)		
Net Lease Expense on Operating Leases	$ 2,028	$ 1,917	$ 1,938
Amortization of Capital Leases	740	588	666
Interest on Capital Leases	93	58	93
Total Lease Rental Costs	$ 2,861	$ 2,563	$ 2,697

The following table shows the property, plant and equipment under capital leases and related obligations recorded on TNC's balance sheets. Capital lease obligations are included in Other Current Liabilities and Deferred Credits and Other Noncurrent Liabilities on TNC's balance sheets.

	December 31, 2014	December 31, 2013
	(in thousands)	
Property, Plant and Equipment Under Capital Leases		
Total Property, Plant and Equipment Under Capital Leases – Other	$ 3,776	$ 3,139
Accumulated Amortization	1,313	1,005
Net Property, Plant and Equipment Under Capital Leases	$ 2,463	$ 2,134
Obligations Under Capital Leases		
Noncurrent Liability	$ 1,761	$ 1,554
Liability Due Within One Year	702	580
Total Obligations Under Capital Leases	$ 2,463	$ 2,134

Future minimum lease payments consisted of the following as of December 31, 2014:

Future Minimum Lease Payments	Capital Leases	Noncancelable Operating Leases
	(in thousands)	
2015	$ 779	$ 2,144
2016	683	1,899
2017	529	1,692
2018	375	1,316
2019	125	1,064
Later Years	176	3,247
Total Future Minimum Lease Payments	2,667	$ 11,362
Less Estimated Interest Element	204	
Estimated Present Value of Future Minimum Lease Payments	$ 2,463	

Master Lease Agreements

TNC leases certain equipment under master lease agreements. Under the lease agreements, the lessor is guaranteed a residual value up to a stated percentage of either the unamortized balance or the equipment cost at the end of the lease term. If the actual fair value of the leased equipment is below the guaranteed residual value at the end of the lease term, TNC is committed to pay the difference between the actual fair value and the residual value guarantee. Historically, at the end of the lease term the fair value has been in excess of the unamortized balance. As of December 31, 2014, the maximum potential loss for these lease agreements was approximately $1.6 million assuming the fair value of the equipment is zero at the end of the lease term.

12. FINANCING ACTIVITIES

Long-term Debt

The following details long-term debt outstanding as of December 31, 2014 and 2013:

Type of Debt	Maturity	Weighted Average Interest Rate as of December 31, 2014	Interest Rate Ranges as of December 31, 2014	2013	Outstanding as of December 31, 2014	2013
					(in thousands)	
Senior Unsecured Notes	2018-2043	4.57%	3.09%-6.76%	3.09%-6.76%	$ 300,000	$ 300,000
Pollution Control Bonds (a)	2020	4.45%	4.45%	4.45%	44,310	44,310
Other Long-term Debt	2016-2059	1.77%	1.732%-4.50%	1.742%-4.50%	75,976	75,983
Total Long-term Debt Outstanding					420,286	420,293
Long-term Debt Due Within One Year					7	7
Long-term Debt					$ 420,279	$ 420,286

(a) Insurance policies support certain series.

Long-term debt outstanding as of December 31, 2014 is payable as follows:

	2015	2016	2017	2018	2019	After 2019	Total
				(in thousands)			
Principal Amount	$ 7	$ 75,007	$ 8	$ 30,008	$ 8	$ 315,248	$ 420,286
Total Long-term Debt Outstanding							$ 420,286

Dividend Restrictions

TNC pays dividends to Parent provided funds are legally available. Various financing arrangements and regulatory requirements may impose certain restrictions on the ability of TNC to transfer funds to Parent in the form of dividends.

Federal Power Act

The Federal Power Act prohibits TNC from participating "in the making or paying of any dividends of such public utility from any funds properly included in capital account." The term "capital account" is not defined in the Federal Power Act or its regulations. Management understands "capital account" to mean the book value of the common stock. This restriction does not limit the ability of TNC to pay dividends out of retained earnings.

Leverage Restrictions

Pursuant to the credit agreement leverage restrictions, TNC must maintain a percentage of debt to total capitalization at a level that does not exceed 67.5%. As of December 31, 2014, $93 million of TNC's retained earnings have restrictions related to the payment of dividends to Parent.

Money Pool – AEP System

The AEP System uses a corporate borrowing program to meet the short-term borrowing needs of AEP's subsidiaries. The corporate borrowing program includes a Utility Money Pool, which funds AEP's utility subsidiaries, and a Nonutility Money Pool, which funds a majority of AEP's nonutility subsidiaries. The AEP System Utility Money Pool operates in accordance with the terms and conditions of the AEP System Utility Money Pool agreement filed with the FERC. The amounts of outstanding borrowings from the Utility Money Pool as of December 31, 2014 and 2013 are included in Advances from Affiliates on TNC's condensed balance sheets. TNC's Utility Money Pool activity and corresponding authorized borrowing limit for the years ended December 31, 2014 and 2013 are described in the following table:

Year	Maximum Borrowings from the Utility Money Pool	Maximum Loans to the Utility Money Pool	Average Borrowings from the Utility Money Pool	Average Loans to the Utility Money Pool	Borrowings from the Utility Money Pool as of December 31,	Authorized Short-Term Borrowing Limit
			(in thousands)			
2014	$ 89,749	$ —	$ 56,304	$ —	$ 72,715	$ 250,000
2013	102,565	131,243	59,783	131,243	23,533	250,000

The activity in the above table does not include short-term lending activity of TNC's wholly-owned subsidiary, AEP Texas North Generation Company LLC (TNGC), which is a participant in the Nonutility Money Pool. The amounts of outstanding loans to the Nonutility Money Pool as of December 31, 2014 and 2013 are included in Advances to Affiliates on TNC's condensed balance sheets. For the years ended December 31, 2014 and 2013, TNGC had the following activity in the Nonutility Money Pool:

Year	Maximum Borrowings from the Nonutility Money Pool	Maximum Loans to the Nonutility Money Pool	Average Borrowings from the Nonutility Money Pool	Average Loans to the Nonutility Money Pool	Loans to the Nonutility Money Pool as of December 31,
			(in thousands)		
2014	$ —	$ 10,179	$ —	$ 9,587	$ 9,620
2013	—	10,792	—	10,434	10,177

Maximum, minimum and average interest rates for funds either borrowed from or loaned to the Utility Money Pool for the years ended December 31, 2014, 2013 and 2012 are summarized in the following table:

Years Ended December 31,	Maximum Interest Rate for Funds Borrowed from the Utility Money Pool	Minimum Interest Rate for Funds Borrowed from the Utility Money Pool	Maximum Interest Rate for Funds Loaned to the Utility Money Pool	Minimum Interest Rate for Funds Loaned to the Utility Money Pool	Average Interest Rate for Funds Borrowed from the Utility Money Pool	Average Interest Rate for Funds Loaned to the Utility Money Pool
2014	0.59%	0.24%	—%	—%	0.30%	—%
2013	0.43%	0.24%	0.36%	0.36%	0.34%	0.36%
2012	0.56%	0.39%	—%	—%	0.46%	—%

Maximum, minimum and average interest rates for funds either borrowed from or loaned to the Nonutility Money Pool for the years ended December 31, 2014, 2013 and 2012 are summarized in the following table:

Years Ended December 31,	Maximum Interest Rate for Funds Borrowed from the Nonutility Money Pool	Minimum Interest Rate for Funds Borrowed from the Nonutility Money Pool	Maximum Interest Rate for Funds Loaned to the Nonutility Money Pool	Minimum Interest Rate for Funds Loaned to the Nonutility Money Pool	Average Interest Rate for Funds Borrowed from the Nonutility Money Pool	Average Interest Rate for Funds Loaned to the Nonutility Money Pool
2014	—%	—%	0.59%	—%	—%	0.29%
2013	—%	—%	0.43%	0.24%	—%	0.33%
2012	—%	—%	0.56%	0.39%	—%	0.47%

Interest expense and interest income related to the Utility Money Pool are included in Interest Expense and Interest Income, respectively, in TNC's statements of income. For amounts borrowed from and advanced to the Utility Money Pool, TNC incurred the following amounts of interest expense and earned the following amounts of interest income, respectively, for the years ended December 31, 2014, 2013 and 2012:

	Years Ended December 31,		
	2014	**2013**	**2012**
		(in thousands)	
Interest Expense	$ 168	$ 243	$ 206
Interest Income	—	37	—

Interest expense and interest income related to the Nonutility Money Pool are included in Interest Expense and Interest Income, respectively, in TNC's statements of income. For amounts borrowed from and advanced to the Nonutility Money Pool, TNC incurred the following amounts of interest expense and earned the following amounts of interest income, respectively, for the years ended December 31, 2014, 2013 and 2012:

	Years Ended December 31,		
	2014	**2013**	**2012**
		(in thousands)	
Interest Expense	$ —	$ —	$ —
Interest Income	28	35	51

13. RELATED PARTY TRANSACTIONS

For other related party transactions, also see "AEP System Tax Allocation Agreement" section of Note 10 and "Money Pool – AEP System" section of Note 12.

Affiliated Revenues

The following table shows the revenues derived from direct sales to affiliates and other revenues for the years ended December 31, 2014, 2013 and 2012:

Related Party Revenues	Years Ended December 31, 2014	2013	2012
		(in thousands)	
Direct Sales to AEPEP Affiliate	$ 91,192	$ 98,808	$ 81,375
Other Revenues	4,855	4,785	4,617
Total Affiliated Revenues	$ 96,047	$ 103,593	$ 85,992

The above summarized related party revenues are reported in Sales to AEP Affiliates on TNC's statements of income.

ERCOT Transmission Cost of Service

TNC's net revenues allocated pursuant to the PUCT-approved ERCOT protocols for the years ended December 31, 2014, 2013 and 2012 were $2.1 million, $2.1 million and $2.1 million, respectively. The net revenues are recorded in Sales to AEP Affiliates on TNC's statements of income.

ERCOT Transmission Service Charges

Pursuant to an order from the PUCT, ETT bills TNC for its ERCOT wholesale transmission services. ETT billed TNC $4.8 million, $2.5 million and $1.6 million for transmission services in 2014, 2013 and 2012, respectively. The billings are recorded in Other Operation expenses on TNC's statements of income.

Oklaunion PPA between TNC and AEP Energy Partners (AEPEP)

On January 1, 2007, TNC began a PPA with an affiliate, AEPEP, whereby TNC agrees to sell AEPEP 100% of TNC's capacity and associated energy from its undivided interest (54.69%) in the Oklaunion Plant. This PPA is effective through December 2027. AEPEP is to pay TNC for the capacity and associated energy delivered to the delivery point, the sum of fuel, operation and maintenance, depreciation, capacity and all taxes other than federal income taxes applicable. A portion of the payment is fixed and is payable regardless of the level of output. There are no penalties if TNC fails to maintain a minimum availability level or exceeds a maximum heat rate level. The PPA was approved by the FERC. TNC recognizes revenues for the fuel, operations and maintenance and all other taxes as-billed. Revenue is recognized for the capacity and depreciation billed to AEPEP, on a straight-line basis over the term of the PPA as these represent the minimum payments due.

TNC recorded revenue of $91 million, $99 million and $81 million from AEPEP for the years ended December 31, 2014, 2013 and 2012, respectively. These amounts are included in Sales to AEP Affiliates on TNC's statements of income.

Sales and Purchases of Property

TNC had affiliated sales and purchases of electric property individually amounting to $100 thousand or more and sales and purchases of meters and transformers. There were no gains or losses recorded on the transactions. The following table shows the sales and purchases, recorded at net book value, for the years ended December 31, 2014, 2013 and 2012:

	Years Ended December 31,		
	2014	2013	2012
		(in thousands)	
Sales	$ 4,052	$ 6,977	$ 4,149
Purchases	1,957	1,515	2,486

The amounts above are recorded in Property, Plant and Equipment on the balance sheets.

Intercompany Billings

TNC performs certain utility services for other AEP subsidiaries when necessary or practical. The costs of these services are billed on a direct-charge basis, whenever possible, or on reasonable basis of proration for services that benefit multiple companies. The billings for services are made at cost and include no compensation for the use of equity capital.

14. VARIABLE INTEREST ENTITIES

The accounting guidance for "Variable Interest Entities" is a consolidation model that considers if a company has a controlling financial interest in a VIE. A controlling financial interest will have both (a) the power to direct the activities of a VIE that most significantly impact the VIE's economic performance and (b) the obligation to absorb losses of the VIE that could potentially be significant to the VIE or the right to receive benefits from the VIE that could potentially be significant to the VIE. Entities are required to consolidate a VIE when it is determined that they have a controlling financial interest in a VIE and therefore, are the primary beneficiary of that VIE, as defined by the accounting guidance for "Variable Interest Entities." In determining whether TNC is the primary beneficiary of a VIE, management considers factors such as equity at risk, the amount of the VIE's variability TNC absorbs, guarantees of indebtedness, voting rights including kick-out rights, the power to direct the VIE, variable interests held by related parties and other factors. Management believes that significant assumptions and judgments were applied consistently. TNC is not the primary beneficiary of any VIE and has not provided financial or other support to any VIE that was not previously contractually required.

AEPSC provides certain managerial and professional services to AEP's subsidiaries. AEP is the sole equity owner of AEPSC. AEP management controls the activities of AEPSC. The costs of the services are based on a direct charge or on a prorated basis and billed to the AEP subsidiary companies at AEPSC's cost. AEP subsidiaries have not provided financial or other support outside the reimbursement of costs for services rendered. AEPSC finances its operations through cost reimbursement from other AEP subsidiaries. There are no other terms or arrangements between AEPSC and any of the AEP subsidiaries that could require additional financial support from an AEP subsidiary or expose them to losses outside of the normal course of business. AEPSC and its billings are subject to regulation by the FERC. AEP subsidiaries are exposed to losses to the extent they cannot recover the costs of AEPSC through their normal business operations. AEP subsidiaries are considered to have a significant interest in AEPSC due to their activity in AEPSC's cost reimbursement structure. However, AEP subsidiaries do not have control over AEPSC. AEPSC is consolidated by AEP. In the event AEPSC would require financing or other support outside the cost reimbursement billings, this financing would be provided by AEP. TNC's total billings from AEPSC for the years ended December 31, 2014, 2013 and 2012 were $32 million, $26 million and $26 million, respectively. The carrying amount of liabilities associated with AEPSC as of December 31, 2014 and 2013 was $5 million and $3 million, respectively. Management estimates the maximum exposure of loss to be equal to the amount of such liability.

15. PROPERTY, PLANT AND EQUIPMENT

Depreciation

TNC provides for depreciation of Property, Plant and Equipment on a straight-line basis over the estimated useful lives of property, generally using composite rates by functional class. The following tables provide TNC's annual property information:

2014	Regulated				Nonregulated			
Functional Class of Property	Property Plant and Equipment	Accumulated Depreciation	Annual Composite Depreciation Rate	Depreciable Life Ranges	Property Plant and Equipment	Accumulated Depreciation	Annual Composite Depreciation Rate	Depreciable Life Ranges
	(in thousands)			(in years)	(in thousands)			(in years)
Generation	$ —	$ —	NA	NA	$ 314,382	$ 170,359	2.6%	60
Transmission	576,907	120,732	2.7%	45-75	—	—	NA	NA
Distribution	725,201	214,058	3.7%	28-70	—	—	NA	NA
CWIP	49,890	(2,521)	NM	NM	7,690	—	NM	NM
Other	100,328	67,823	8.4%	10-50	1,016	415	NM	NM
Total	1,452,326	400,092			$ 323,088	$ 170,774		

2013	Regulated				Nonregulated			
Functional Class of Property	Property Plant and Equipment	Accumulated Depreciation	Annual Composite Depreciation Rate	Depreciable Life Ranges	Property Plant and Equipment	Accumulated Depreciation	Annual Composite Depreciation Rate	Depreciable Life Ranges
	(in thousands)			(in years)	(in thousands)			(in years)
Generation	$ —	$ —	NA	NA	$ 310,917	$ 165,511	2.6%	60
Transmission	540,045	117,470	2.7%	45-75	—	—	NA	NA
Distribution	682,766	203,106	3.8%	28-70	—	—	NA	NA
CWIP	40,978	(2,231)	NM	NM	5,378	18	NM	NM
Other	100,731	66,377	7.5%	10-50	1,015	406	NM	NM
Total	$ 1,364,520	$ 384,722			$ 317,310	$ 165,935		

2012	Regulated		Nonregulated	
Functional Class of Property	Annual Composite Depreciation Rate	Depreciable Life Ranges	Annual Composite Depreciation Rate	Depreciable Life Ranges
		(in years)		(in years)
Generation	NA	NA	2.6%	60
Transmission	2.8%	45-75	NA	NA
Distribution	3.9%	28-70	NA	NA
CWIP	NM	NM	NM	NM
Other	6.9%	10-50	NM	NM

NA Not applicable.
NM Not meaningful.

For regulated operations, the composite depreciation rate generally includes a component for nonasset retirement obligation (non-ARO) removal costs, which is credited to Accumulated Depreciation and Amortization. Actual removal costs incurred are charged to Accumulated Depreciation and Amortization. Any excess of accrued non-ARO removal costs over actual removal costs incurred is reclassified from Accumulated Depreciation and Amortization and reflected as a regulatory liability. For nonregulated operations, non-ARO removal cost is expensed as incurred.

Asset Retirement Obligations (ARO)

TNC records ARO in accordance with the accounting guidance for "Asset Retirement and Environmental Obligations" for asbestos removal. TNC has identified, but not recognized, ARO liabilities related to electric transmission and distribution assets, as a result of certain easements on property on which assets are owned. Generally, such easements are perpetual and require only the retirement and removal of assets upon the cessation of the property's use. The retirement obligation is not estimable for such easements since TNC plans to use its facilities indefinitely. The retirement obligation would only be recognized if and when TNC abandons or ceases the use of specific easements, which is not expected.

The following is a reconciliation of the 2014 and 2013 aggregate carrying amounts of ARO for TNC:

Year	ARO as of January 1,	Accretion Expense	Liabilities Incurred	Liabilities Settled	Revisions in Cash Flow Estimates	ARO as of December 31,
			(in thousands)			
2014	$ 1,315	$ 73	$ —	$ (271)	$ 61	$ 1,178
2013	1,631	96	—	(425)	13	1,315

Allowance for Funds Used During Construction (AFUDC) and Interest Capitalization

TNC's amounts of allowance for borrowed and equity funds used during construction are summarized in the following table:

	Years Ended December 31, 2014	2013	2012
		(in thousands)	
Allowance for Equity Funds Used During Construction	$ 180	$ 244	$ (3)
Allowance for Borrowed Funds Used During Construction	411	332	104

Jointly-owned Electric Facilities

TNC has a 54.7% ownership share of Unit No. 1 at the Oklaunion Generating Station. In addition to TNC, the Oklaunion Generating Station is jointly-owned by PSO and various nonaffiliated companies. Using its own financing, each participating company is obligated to pay its share of the costs in the same proportion as its ownership interest. TNC's proportionate share of the operating costs associated with this facility is included in its statements of income and the investment and accumulated depreciation are reflected in its balance sheets under Property, Plant and Equipment as follows:

	Fuel Type	Percent of Ownership	Utility Plant in Service	Construction Work in Progress	Accumulated Depreciation
				(in thousands)	
TNC's Share as of December 31, 2014					
Oklaunion Generating Station, Unit 1 (a)	Coal	54.7%	$ 314,382	$ 7,692	$ 170,359
TNC's Share as of December 31, 2013					
Oklaunion Generating Station, Unit 1 (a)	Coal	54.7%	310,917	5,390	165,511

(a) Operated by PSO.

16. COST REDUCTION PROGRAM

2012 Sustainable Cost Reductions

In April 2012, management initiated a process to identify strategic repositioning opportunities and efficiencies that will result in sustainable cost savings. Management selected a consulting firm to facilitate an organizational and process evaluation and a second firm to evaluate current employee benefit programs. The process resulted in involuntary severances and was completed by the end of the first quarter of 2013. The severance program provides two weeks of base pay for every year of service along with other severance benefits.

TNC recorded charges to Other Operation expense of $(200) thousand and $1.5 million for the years ended December 31, 2013 and 2012, respectively, primarily related to the sustainable cost reductions initiative.

17. UNAUDITED QUARTERLY FINANCIAL INFORMATION

In management's opinion, the unaudited quarterly information reflects all normal and recurring accruals and adjustments necessary for a fair presentation of the results of operations for interim periods. Quarterly results are not necessarily indicative of a full year's operations because of various factors. TNC's unaudited quarterly financial information is as follows:

	2014 Quarterly Periods Ended			
	March 31	**June 30**	**September 30**	**December 31**
	(in thousands)			
Total Revenues	$ 76,859	$ 78,529	$ 84,591	$ 78,984
Operating Income	18,728	15,074	19,970	15,840
Net Income	9,339	6,711	11,164	6,099

	2013 Quarterly Period Ended			
	March 31	**June 30**	**September 30**	**December 31**
	(in thousands)			
Total Revenues	$ 73,513	$ 78,023	$ 81,462	$ 78,180
Operating Income	19,683	17,701	21,038	17,735
Net Income	8,808	8,382	10,652	9,071

There were no significant events in 2014 and 2013.