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MAY 16 2013

PUBLIC SERVICE
COMMISSION

LAW OFFICE OF
JOHN J. SCOTT, PSC

108 EAST POPLAR STREET
P.O. BOX 389
ELIZABETHTOWN, KENTUCKY 42702-0389

JOHN J. SCOTT
ATTORNEY AT LAW

May 14, 2013

TELEPHONE 270-765-2179
FAX 270-765-2180

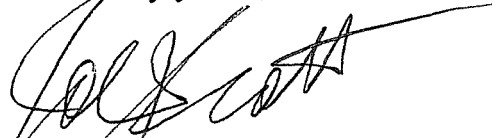
Mr. Jeff R. Derouen
Executive Director
Public Service Commission
211 Sower Boulevard
P.O. Box 615
Frankfort, KY 40602-0615

Re: Nolin Rural Electric Cooperative
Corporation
Case No. 2013-00119

Dear Mr. Derouen:

Please find enclosed a Motion Requesting Confidential Treatment of Certain Materials that are being filed in the above-styled action.

Sincerely yours,



John J. Scott, Attorney for Nolin Rural
Electric Cooperative Corporation

JJS/rrd

Enclosures

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PUBLIC SERVICE
COMMISSION

**COMMONWEALTH OF KENTUCKY
BEFORE THE PUBLIC SERVICE COMMISSION**

IN THE MATTER OF:

**APPLICATION OF NOLIN RURAL) CASE NO. 2013-00119
ELECTRIC COOPERATIVE CORPOR-)
ATION FOR AN ORDER PURSUANT)
TO KRS 278.300 AND 807 KAR 5:001,)
SECTION 11 AND RELATED)
SECTIONS AUTHORIZING THE)
COOPERATIVE TO OBTAIN A LOAN)
NOT TO EXCEED THE AMOUNT OF)
\$64,000,000.00 FROM THE NATIONAL)
RURAL UTILITIES COOPERATIVE)
FINANCE CORPORATION)**

**MOTION FOR TREATMENT OF MATERIALS AS BEING
CONFIDENTIAL**

Pursuant to 807 KAR 5:001, Section 13, Nolin Rural Electric Cooperative Corporation hereby moves that the items highlighted on the attached Application, responses to First Request for Information and Exhibits attached thereto all be considered confidential by the Commission and not open to inspection by any party.

As to the reasons for requesting the confidentiality of these documents, those reasons are set forth below:

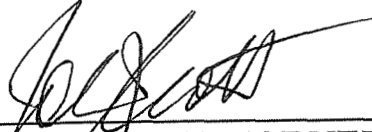
1. As to the information in the Application dealing with the loan being obtained by Nolin RECC, pursuant to KRS 61.878 (1)(c)1, disclosure of such information would permit an unfair commercial advantage to competitors of Nolin Rural Electric Cooperative Corporation if such information were disclosed. Nolin RECC has obtained the contract to provide services to the Ft. Knox Army base through a competitive bidding process, and the disclosure of information regarding the financial aspects of this operation could provide unfair commercial advantage to Nolin's competitors.

2. The use of the loan proceeds by Nolin RECC will be to fund construction of generation units at the Ft. Knox Military Base to be utilized for not only peak shaving scenarios but also under emergency scenarios should Ft. Knox be unable to obtain other electricity sources of power distribution. Pursuant to KRS 61.878 (1)(m)1, the disclosure of the information attached would have a reasonable likelihood of threatening the public safety by exposing a vulnerability in preventing, protecting against, mitigating or responding to a terrorist attack and has to do with critical public utility systems at the Ft. Knox Military Base. Terrorists who would like to shut down the electrical power system at Ft. Knox Military Base would likely want to know the vulnerability of Ft. Knox in the event of a planned terrorist attack and thus they should not have access to the anti-terrorist protective measures and plans that the system to be built with these loan funds would include.

CONCLUSION

For the above reasons, Nolin RECC respectfully requests that this Motion to protect as confidential the highlighted items on the documents attached hereto be granted.

Respectfully submitted,



**JOHN J. SCOTT, ATTORNEY FOR
NOLIN RURAL ELECTRIC
COOPERATIVE CORPORATION
108 EAST POPLAR STREET
P.O. BOX 389
ELIZABETHTOWN, KY. 42702-0389
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TO KRS 278.300 AND 807 KAR 5:001,))
SECTION 11 AND RELATED))
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COOPERATIVE TO OBTAIN A LOAN))
NOT TO EXCEED THE AMOUNT OF))
\$64,000,000.00 FROM THE NATIONAL))
RURAL UTILITIES COOPERATIVE))
FINANCE CORPORATION))

APPLICATION

The Petition of Nolin Rural Electric Cooperative Corporation respectfully states:

1. Applicant is a cooperative corporation organized and existing under the laws of the Commonwealth of Kentucky and is engaged in the business of purchasing and selling electric current and maintaining an electric distribution system. The Applicant now operates and does business in the counties of Hardin, LaRue, Hart, Grayson, Green, Taylor, Breckinridge and Meade. In addition, the Applicant also operates the electrical system for the Fort Knox Military Base. The full name of the Applicant is the Nolin Rural Electric Cooperative Corporation.
2. The post office address of the Applicant is 411 Ring Road, Elizabethtown, Kentucky 42701. The electronic address of the Applicant is ovsparks@nolinrecc.com and the electronic address of the Applicant's Attorney is john@johnscottlaw.org.
3. Certified copies of the Articles of Incorporation and all Amendments thereto of the Applicant have previously been filed with the

Commission in Case No. 93-324 which was styled "Application of the Nolin Rural Electric Cooperative Corporation for an Order pursuant to KRS 278.300 and 807 KAR5:001, Section 11 and related sections authorizing the Cooperative to obtain a five (5) year line of credit in the amount of \$3,000,000.00 from the National Rural Utilities Cooperative Finance Corporation."

4. A general description of Applicant's property in the field of its operation, together with the statement of the original cost of the property and the cost to the Applicant follows:

Nolin Rural Electric Cooperative Corporation's property consists of approximately 3,010 miles of electric distribution line and other properties necessary and incidental to the operation of its system in the foregoing counties. The original cost of the Applicant's property as of December 31, 2012 is as follows: TOTAL UTILITY PLANT: \$103,313,177.00

The Applicant further states that:

- (a.) No amount or kinds of stock are authorized for the Corporation.
 - (b.) No amount or kinds of stock are issued or outstanding.
 - (c.) Exhibit #1 lists the outstanding Notes secured by Mortgages which have been executed by Nolin Rural Electric Cooperative Corporation as Mortgagor and delivered to the National Rural Utilities Cooperative Finance Corporation as Mortgagee as of the date of this Application. The balance outstanding on these Notes as of December 31, 2012 is as shown in Exhibit #1 attached hereto.
 - (d.) No bonds are authorized or issued.
 - (e.) Nolin Rural Electric Cooperative Corporation has no other indebtedness, except current liabilities which accrue in the ordinary course of business and which are unsecured.
 - (f.) No dividends have been paid by the Corporation.
5. The use to be made of the proceeds from the loan being applied for is as follows: Nolin Rural Electric Cooperative Corporation contracts with the United States Army through the Fort Knox Privatization Contract, and as a part of that Contract, Nolin has entered into an Energy Security and Power Efficiency Project whereby it will be

necessary for Nolin to borrow up [REDACTED]

[REDACTED]

The interest rate concerning this Promissory Note will be the then current CFC long term variable rate quoted by CFC on the date draws are made on the Promissory Note. That rate is currently 2.9%. The Note will be secured by a first mortgage on all real estate owned by Nolin RECC and by an Assignment of the contractual rights under which Nolin RECC conducts its business with the United States Army at Ft. Knox, Kentucky.

6. At this time, it is not anticipated that any property is to be acquired, constructed, improved or extended with the proceeds from this loan, other than for the project described in paragraph 5 above.
7. At this time, it is not proposed to discharge or refund any obligations with the proceeds from this loan.
8. The Applicant's Income Statement for the 12 month period ending December 31, 2012 is attached as Exhibit #2 and its Balance Sheet as Exhibit #3.
9. The approval of this loan from the National Rural Utilities Cooperative Finance Corporation is attached as Exhibit #4.
10. The Resolution approving this loan by Nolin's Board of Directors is attached as Exhibit #5.
11. In accordance with 807KAR5:001, Section 11(2)(b), copies of all mortgages of Nolin were filed in Case #2012-00192 with the Commission.

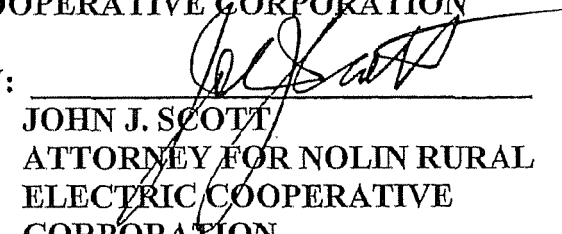
12. Due to the contract that has been entered into for the Energy Security and Power Efficiency Project at Ft. Knox, the construction of the project makes time of the essence in obtaining approval of this loan. Therefore, Nolin is respectfully requesting this matter be expedited and approval granted within 60 days hereafter. (i.e. by May 20, 2013).

WHEREFORE, Nolin Rural Electric Cooperative Corporation requests that the Public Service Commission of the Commonwealth of Kentucky issue an Order authorizing and granting unto Nolin Rural Electric Cooperative Corporation approval for a loan not to exceed \$64,000,000.00 from the National Rural Utilities Cooperative Finance Corporation and all other relief to which the Applicant may be entitled.

Dated at Elizabethtown, Kentucky this 22nd day of March, 2013.

**NOLIN RURAL ELECTRIC
COOPERATIVE CORPORATION**

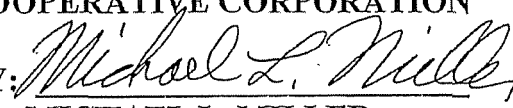
BY: _____


**JOHN J. SCOTT
ATTORNEY FOR NOLIN RURAL
ELECTRIC COOPERATIVE
CORPORATION
JOHN J. SCOTT, P.S.C.
108 E. POPLAR STR., P.O. BOX 389
ELIZABETHTOWN, KY. 42702-0389
(270) 765-2179**

I, Michael L. Miller, CEO and President of Nolin Rural Electric Cooperative Corporation, state that I have read and understand the foregoing Application and that the statements contained therein are true.

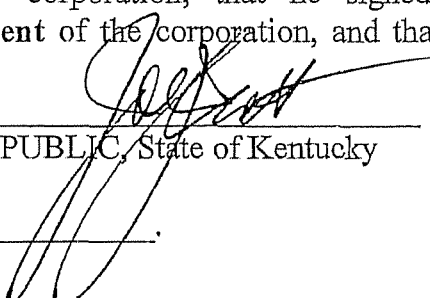
**NOLIN RURAL ELECTRIC
COOPERATIVE CORPORATION**

BY: _____


**MICHAEL L. MILLER,
CEO and PRESIDENT**

STATE OF KENTUCKY
COUNTY OF HARDIN

I, the undersigned, a Notary Public, do hereby certify that on this 22nd day of March, 2013, personally appeared before me **MICHAEL L. MILLER**, who being by me first duly sworn, subscribed to and acknowledged that he is the **CEO and President** of **Nolin Rural Electric Cooperative Corporation**, a Kentucky corporation, that he signed the foregoing document as **CEO and President** of the corporation, and that the statements therein contained are true.



NOTARY PUBLIC, State of Kentucky

At Large

My commission expires

9-11-13

Note No (a)	Interest Rate (b)	Date (c)	Original Balance (d)	Less		Balance Long Term Debt CFC & Other (g)	Maturity
				Principal Payments (e)	Funds Unadvanced (f)		
9014	7.100%	Feb-78	920,000	901,209		18,791	3/27/2013
9019	5.850%	Aug-80	924,000	743,393		180,607	11/5/2015
9022	5.850%	May-83	520,000	334,852		185,148	6/9/2018
9023	7.000%	Sep-92	1,031,633	391,444		640,189	9/10/2027
9024	7.000%	Jun-95	1,492,000	364,433		1,127,567	7/13/2030
9025	7.050%	May-98	1,977,000	384,791		1,592,209	5/1/2032
9028	4.950%	May-03	35,000,000	19,744,236		15,255,764	5/8/2018
9030	4.950%	Apr-13	24,000,000	10,566,623		13,433,377	12/14/2021
9031	4.950%	Aug-08	40,000,000	6,922,146	20,000,000	13,077,854	7/10/2023
9032		Jul-12	50,000,000	936,652		49,063,348	7/16/2042



National Rural Utilities
Cooperative Finance Corporation

NATIONAL RURAL UTILITIES COOPERATIVE FINANCE CORPORATION FINANCIAL AND STATISTICAL REPORT	BORROWER NAME	Nolin Rural Electric Cooperative
	BORROWER DESIGNATION	KY051
	ENDING DATE	12/31/2012

Submit one electronic copy and one signed hard copy to CFC. Round all numbers to the nearest dollar.

CERTIFICATION		BALANCE CHECK RESULTS		AUTHORIZATION CHOICES	
We hereby certify that the entries in this report are in accordance with the accounts and other records of the system and reflect the status of the system to the best of our knowledge and belief.		Needs Attention	Matches	A. NRECA uses rural electric system data for legislative, regulatory and other purposes. May we provide this report from your system to NRECA?	
Signature of Office Manager or Accountant	Date			<input checked="" type="radio"/> YES <input type="radio"/> NO	
Signature of Manager	Date			B. Will you authorize CFC to share your data with other cooperatives?	
				<input checked="" type="radio"/> YES <input type="radio"/> NO	

PART A: STATEMENT OF OPERATIONS

ITEM	YEAR-TO-DATE			THIS MONTH
	LAST YEAR (a)	THIS YEAR (b)	BUDGET (c)	
1. Operating Revenue and Patronage Capital	71,990,665	72,435,385	73,493,607	7,583,210
2. Power Production Expense	0	0	0	0
3. Cost of Purchased Power	53,165,413	53,517,604	53,992,250	5,247,926
4. Transmission Expense	0	0	0	0
5. Regional Market Operations Expense	0	0	0	0
6. Distribution Expense - Operation	3,256,001	3,537,616	3,612,504	352,467
7. Distribution Expense - Maintenance	3,967,648	3,666,952	4,066,428	329,885
8. Consumer Accounts Expense	2,427,042	2,375,907	2,320,069	209,135
9. Customer Service and Informational Expense	895,984	835,907	926,568	70,030
10. Sales Expense	0	0	0	0
11. Administrative and General Expense	3,011,211	3,078,294	2,806,440	260,695
12. Total Operation & Maintenance Expense (2 thru 11)	66,723,299	67,012,280	67,724,259	6,470,138
13. Depreciation & Amortization Expense	3,623,377	3,740,790	3,778,273	316,725
14. Tax Expense - Property & Gross Receipts	0	0	0	0
15. Tax Expense - Other	0	0	0	0
16. Interest on Long-Term Debt	3,893,167	2,955,396	1,362,026	250,891
17. Interest Charged to Construction (Credit)	0	0	0	0
18. Interest Expense - Other	133,760	162,814	92,400	11,293
19. Other Deductions	21,018	608,922	24,000	1,098
20. Total Cost of Electric Service (12 thru 19)	74,394,621	74,480,202	72,980,958	7,050,145
21. Patronage Capital & Operating Margins (1 minus 20)	(2,403,956)	(2,044,817)	512,649	533,065
22. Non Operating Margins - Interest	3,271,501	2,409,463	56,568	196,443
23. Allowance for Funds Used During Construction	0	0	0	0
24. Income (Loss) from Equity Investments	0	0	831,879	0
25. Non Operating Margins - Other	1,791,909	1,590,583	40,404	172,254
26. Generation & Transmission Capital Credits	3,660,266	3,420,838	0	3,515,126
27. Other Capital Credits & Patronage Dividends	370,460	217,683	0	0
28. Extraordinary Items	0	0	0	0
29. Patronage Capital or Margins (21 thru 28)	6,690,180	5,593,750	1,441,500	4,416,888

PART B: DATA ON TRANSMISSION AND DISTRIBUTION PLANT

ITEM	YEAR-TO-DATE		ITEM	YEAR-TO-DATE	
	LAST YEAR (a)	THIS YEAR (b)		LAST YEAR (a)	THIS YEAR (b)
1. New Services Connected	457	562	5. Miles Transmission	0	0
2. Services Retired	664	118	6. Miles Distribution Overhead	2,636	2,634
3. Total Services In Place	34,148	34,908	7. Miles Distribution Underground	356	376
4. Idle Services (Exclude Seasonal)	988	1,141	8. Total Miles Energized (5+6+7)	2,992	3,010



NATIONAL RURAL UTILITIES COOPERATIVE FINANCE CORPORATION FINANCIAL AND STATISTICAL REPORT	BORROWER NAME	Nolin Rural Ele
	BORROWER DESIGNATION	KY051
	ENDING DATE	12/31/2012

PART C BALANCE SHEET			
ASSETS AND OTHER DEBITS		LIABILITIES AND OTHER CREDITS	
1. Total Utility Plant in Service	101,033,049	29. Memberships	284,650
2. Construction Work in Progress	2,280,128	30. Patronage Capital	56,412,094
3. Total Utility Plant (1+2)	103,313,177	31. Operating Margins - Prior Years	0
4. Accum. Provision for Depreciation and Amort	38,567,339	32. Operating Margins - Current Year	1,609,457
5. Net Utility Plant (3-4)	64,745,838	33. Non-Operating Margins	3,984,294
6. Nonutility Property - Net	894	34. Other Margins & Equities	936,390
7. Investment in Subsidiary Companies	0	35. Total Margins & Equities (29 thru 34)	63,226,885
8. Invest. in Assoc. Org. - Patronage Capital	24,451,702	36. Long-Term Debt CFC (Net)	94,574,853
9. Invest. in Assoc. Org. - Other - General Funds	0	37. Long-Term Debt - Other (Net)	0
10. Invest in Assoc. Org. - Other - Nongeneral Funds	2,462,126	38. Total Long-Term Debt (36 + 37)	94,574,853
11. Investments in Economic Development Projects	0	39. Obligations Under Capital Leases - Non current	0
12. Other Investments	165,908	40. Accumulated Operating Provisions - Asset Retirement Obligations	3,777,708
13. Special Funds	0	41. Total Other Noncurrent Liabilities (39+40)	3,777,708
14. Total Other Property & Investments (6 thru 13)	27,080,630	42. Notes Payable	5,592,018
15. Cash-General Funds	2,943,966	43. Accounts Payable	11,073,195
16. Cash-Construction Funds-Trustee	0	44. Consumers Deposits	2,175,874
17. Special Deposits	0	45. Current Maturities Long-Term Debt	0
18. Temporary Investments	5,000	46. Current Maturities Long-Term Debt-Economic Dev.	0
19. Notes Receivable - Net	1,261	47. Current Maturities Capital Leases	0
20. Accounts Receivable - Net Sales of Energy	11,386,733	48. Other Current & Accrued Liabilities	2,018,443
21. Accounts Receivable - Net Other	75,798,031	49. Total Current & Accrued Liabilities (42 thru 48)	20,859,530
22. Renewable Energy Credits	0	50. Deferred Credits	698,290
23. Materials & Supplies - Electric and Other	1,145,865	51. Total Liabilities & Other Credits (35+38+41+49+50)	183,137,266
24. Prepayments	31,888		
25. Other Current & Accrued Assets	(1,946)	ESTIMATED CONTRIBUTIONS IN AID OF CONSTRUCTION	
26. Total Current & Accrued Assets (15 thru 25)	91,310,798	Balance Beginning of Year	0
27. Deferred Debits	0	Amounts Received This Year (Net)	0
28. Total Assets & Other Debits (5+14+26+27)	183,137,266	TOTAL Contributions-In-Aid-Of-Construction	0

PART D THE SPACE BELOW IS PROVIDED FOR IMPORTANT NOTES REGARDING THE FINANCIAL STATEMENT CONTAINED IN THIS REPORT

Nolin also provides demand side management and energy efficiency services to Ft. Knox, a local federal military installation. Nolin subcontracts almost all work performed, then bills Ft. Knox for the subcontractor cost plus a management fee. The amounts are due over a ten year period. Due to the method of accounting for this project, the operating ratios are distorted. The interest for the project is recorded in the long term interest expense but the revenue received from the project is recorded in non-operating margins.



Created and Owned by America's Electric Cooperative Network

February 22, 2013

Mr. Michael L. Miller
President & CEO
Nolin Rural Electric Cooperative Corporation
411 Ring Road
Elizabethtown, KY 42701-8701

Dear Mickey:

National Rural Utilities Cooperative Finance Corporation ("CFC") is pleased to offer Nolin Rural Electric Cooperative Corporation ("Nolin") this commitment to provide a [REDACTED]

[REDACTED] The loan documents will be sent to your cooperative under separate cover for execution.

CFC's loan commitment is dependent upon the execution of the CFC loan documents by your cooperative, as well as their receipt and acceptance by CFC; and the receipt of all applicable regulatory and commission approvals.

Once these items are received at CFC, we will notify you promptly regarding the status of your loan.

If you have any questions, please contact me at 1-800-424-2954 x1883. At CFC, we appreciate the opportunity to do business with you and look forward to serving your financial needs in the future.

Sincerely,

Elaine MacDonald
Associate Vice President

EXHIBIT #4

RESOLUTION
REQUESTING NATIONAL RURAL UTILITIES COOPERATIVE
FINANCE CORPORATION (CFC) [REDACTED]

WHEREAS, it has been determined that in regard to the Fort Knox Privatization Contract, and more specifically, [REDACTED]

NOW THEREFORE, be it resolved that Nolin RECC, Elizabethtown, Kentucky, make application to CFC for a loan in the approximate amount of [REDACTED]. It is further resolved that the CFC loan shall bear a maturity date of approximately 25 years from the date of the loan.

It is further resolved that the Board of Directors of Nolin RECC authorizes its officers to execute and attest all necessary papers, documents and applications related to the foregoing.

IT IS FURTHER RESOLVED that the President and CEO of Nolin RECC is authorized on behalf of Nolin RECC to execute and deliver from time to time advance requests, maturity extension election notices, prepayment election notices and refinancing election notices, in the form of such instruments required by CFC, and to specify information and select options as provided in such instruments.

WITNESS the signature of the duly elected Secretary of Nolin RECC this 6th day of March, 2013.

CERTIFICATION

I, A.L. Rosenberger, Secretary of Nolin RECC, do hereby certify that the above is a true and correct excerpt taken from the Minutes of the meeting of the Board of Directors of Nolin RECC held on the 6th day of March, 2013, at which time a quorum of said meeting was present and voted.


A.L. ROSENBERGER, SECRETARY

Nolin Rural Electric Cooperative Corporation
First Request for Information – Case No. 2013-00119
Public Service Commission Staff Request Dated April 24, 2013

Question 1(a-d):

Refer to paragraph 5 of the application in which Nolin describes the project to provide

[REDACTED]

- a. *State whether Nolin, Fort Knox, or a third party will assume ownership of the generation to be constructed or acquired by this project.*

Answer:

Ft. Knox owns the assets of the project. Through the Utility Privatization Contract, Ft. Knox contractually conveys the system to Nolin for 50 years.

- b. *State whether Nolin, Fort Knox, or a third party will operate the generation facilities.*

Answer:

Nolin will operate the generation facilities.

- c. *Provide a detailed description of the additional power generation project.*

Answer:

[REDACTED]

- d. *Fully describe Nolin's and Fort Knox's obligations, roles and responsibilities in the management and decision-making process for the project.*

Answer:

[REDACTED]



Responding Witness: Vince Heuser, Vice President System Operations
Nolin Rural Electric Cooperative Corporation

Ft. Knox requests, for reasons of national security, that any and all information provided relating to any part of the electrical grid or generator operations and processes remain strictly confidential. Further, for competitive reasons, all financial information must remain confidential.

Nolin Rural Electric Cooperative Corporation

First Request for Information – Case No. 2013-00119

Public Service Commission Staff Request Dated April 24, 2013

Question 2:

Describe the assurances provided to Nolin by Fort Knox that Nolin will suffer no financial harm by entering into this loan and project agreement.

Answer:

The assurances that Nolin will suffer no financial harm by entering into this loan project agreement are reflected within the contract. The project is added to the electrical privatization contract (DABT23-01-C-0030) as a modification (P00081) dated November 1, 2012 which is guaranteed repayment by the government.

Responding Witness: Vince Heuser, Vice President System Operations
Nolin Rural Electric Cooperative Corporation

Ft. Knox requests, for reasons of national security, that any and all information provided relating to any part of the electrical grid or generator operations and processes remain strictly confidential. Further, for competitive reasons, all financial information must remain confidential.

Nolin Rural Electric Cooperative Corporation

First Request for Information – Case No. 2013-00119

Public Service Commission Staff Request Dated April 24, 2013

Question 3(a-b):

Refer to Exhibit 6 of Nolin's Response to Filing Deficiencies Request which includes a journal entry showing Fort Knox's repayment of the principal amount of the loan to Nolin.

- a. *Provide the time frame over which Fort Knox will repay the loan principal to Nolin.*

Answer:

[REDACTED]

- b. *Describe how interest and other loan costs will be accounted for under the proposed arrangement.*

Answer:

[REDACTED]

Responding Witness: Mechonda O'Brien, Fort Knox Accounting Manager
Nolin Rural Electric Cooperative Corporation

Ft. Knox requests, for reasons of national security, that any and all information provided relating to any part of the electrical grid or generator operations and processes remain strictly confidential. Further, for competitive reasons, all financial information must remain confidential.

Nolin Rural Electric Cooperative Corporation

First Request for Information -- Case No. 2013-00119

Public Service Commission Staff Request Dated April 24, 2013

Question 4:

When did Nolin enter into the Energy Security and Power Efficiency Project? Provide a detailed description of the project.

Answer:

Nolin entered into the Energy Security and Power Efficiency Project November 1, 2012.



Responding Witness: Mechonda O'Brien, Fort Knox Accounting Manager
Nolin Rural Electric Cooperative Corporation

Ft. Knox requests, for reasons of national security, that any and all information provided relating to any part of the electrical grid or generator operations and processes remain strictly confidential. Further, for competitive reasons, all financial information must remain confidential.

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT			CONTRACT ID CODE S	PAGE OF PAGES 1 2
4 AMENDMENT/MODIFICATION NO. 700081	3 EFFECTIVE DATE 30-Oct-2012	1 REQUESTION PURCHASE REQ NO SEE SCHEDULE	5 PROJECT NO (if applicable)	
6 ISSUED BY MISSION AND INSTALLATION CONTRACTING CMD MCC FORT KNOX BLOC 1106B STE 250 1995TH AVE FORT KNOX KY 40121-9723	CODE W9124D	7 ADMINISTERED BY (if other than item 6) See Item 6		
8 NAME AND ADDRESS OF CONTRACTOR (No., Street, County, State and Zip Code) NOJUN RURA ELECTRIC COOP HATME CORYDON 411 RING RD EUZARLHTTOWN KY 40301-6787		9A AMENDMENT OF MODIFICATION NO.		
		9B DATED (SEE ITEM 11)		
		X 10A MOD OF CONTRACT ORDER NO DABT23-01-C-0039		
		X 10B DATED (SEE ITEM 11) 25-May-2001		
CODE 07VVW5	EACH ITEM CODE			
11 THIS ITEM ONLY APPLIES TO AMENDMENTS OF SOLICITATIONS				
The above numbered solicitation is amended as set forth in Item 12. The hour and date specified for receipt of offer <input type="checkbox"/> is extended <input type="checkbox"/> is not extended.				
Offer must acknowledge receipt of this amendment prior to the hour and date specified in the solicitation or as amended by one of the following methods: (a) By completing Items 8 and 15, and returning _____ copies of the amendment; (b) By acknowledging receipt of this amendment on each copy of the offer submitted, or by a separate letter or e-mail which includes a reference to the solicitation and amendment numbers. FAILURE OF YOUR ACKNOWLEDGMENT TO BE RECEIVED AT THE PLACE DESIGNATED FOR THE RECEIPT OF OFFERS PRIOR TO THE HOUR AND DATE SPECIFIED MAY RESULT IN THE REJECTION OF YOUR OFFER. By virtue of this amendment you desire to change an offer already submitted, such change may be made by telegram or letter provided each telegram or letter includes reference to the solicitation and this amendment and is received prior to the opening hour and date specified.				
12 ACCOUNTING AND APPROPRIATION DATA (if required)				
13 THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACT ORDERS IT MODIFIES THE CONTRACT ORDER NO. AS DESCRIBED IN ITEM 14				
A THIS CHANGE ORDER IS ISSUED PURSUANT TO (Specify authority) THE CHANGES SET FORTH IN ITEM 14 ARE MADE IN THE CONTRACT ORDER NO. IN ITEM 10A				
B THE ABOVE NUMBERED CONTRACT ORDER IS MODIFIED TO REFLECT THE ADMINISTRATIVE CHANGES (such as changes in paying office, appropriation date, etc.) SET FORTH IN ITEM 14, PURSUANT TO THE AUTHORITY OF FAR 43.103(b).				
C THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF:				
X D OTHER (Specify type of modification and authority) PARAGRAPH C.21 "ONSITE GENERATION"				
E IMPORTANT: Contractor <input type="checkbox"/> is not, <input checked="" type="checkbox"/> is required to sign this document and return <u>1</u> copies to the issuing office.				
14 DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by UCT section headings, including solicitation-contract subject matter where feasible.) Modification Control Number azzarelli3147 ELECTRICAL DISTRIBUTION SYSTEM SERVICES AT FORT KNOX, KY				
Except as provided herein, all terms and conditions of the document referenced in Item 9A or 10A as heretofore changed remain unchanged and in full force and effect.				
15A NAME AND TITLE OF SIGNER (Type or print) W. ACE S. HENNER V P. SYSTEM (PC:ADJ) CMDR		16A NAME AND TITLE OF CONTRACTING OFFICER (Type or print) DANNY L. HALL TEL 502-624-8048 EMAIL danny.l.hall@us.army.mil		
15B CONTRACTOR OFFICER <i>(Signature)</i>		15C DATE SIGNED 10-31-12	16B UNITED STATES OF AMERICA <i>(Signature)</i>	16C DATE SIGNED 1 NOV 12

APPROVED BY OIRM 11-84









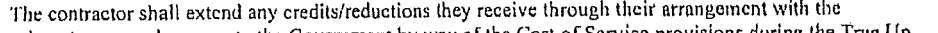
30-105-04

STANDARD FORM 30 (Rev 10-83)
Prescribed by GSA
FAR 48 CFR 53.243

SECTION SF 30 BLOCK 14 CONTINUATION PAGE

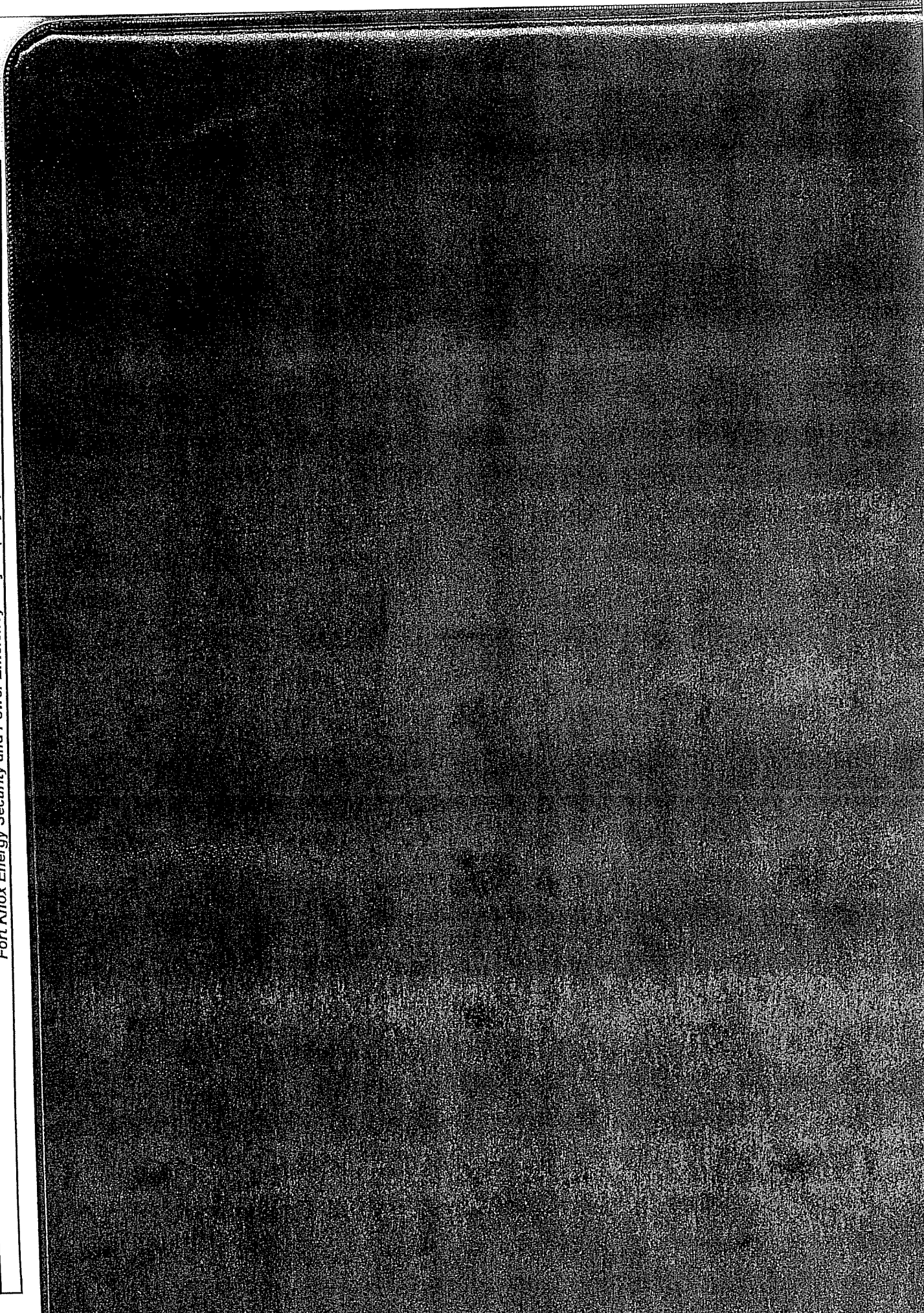
THE FOLLOWING ITEMS ARE APPLICABLE TO THIS MODIFICATION:

P00081

- A. In accordance with Paragraph C.21, "Onsite Generation" and section 11. of the contract, 









- B. The contractor shall extend any credits/reductions they receive through their arrangement with the subcontractor and pass on to the Government by way of the Cost of Service provisions during the True Up process for each applicable contract year.

Fort Knox Energy Security and Power Efficiency Project (25 yrs)

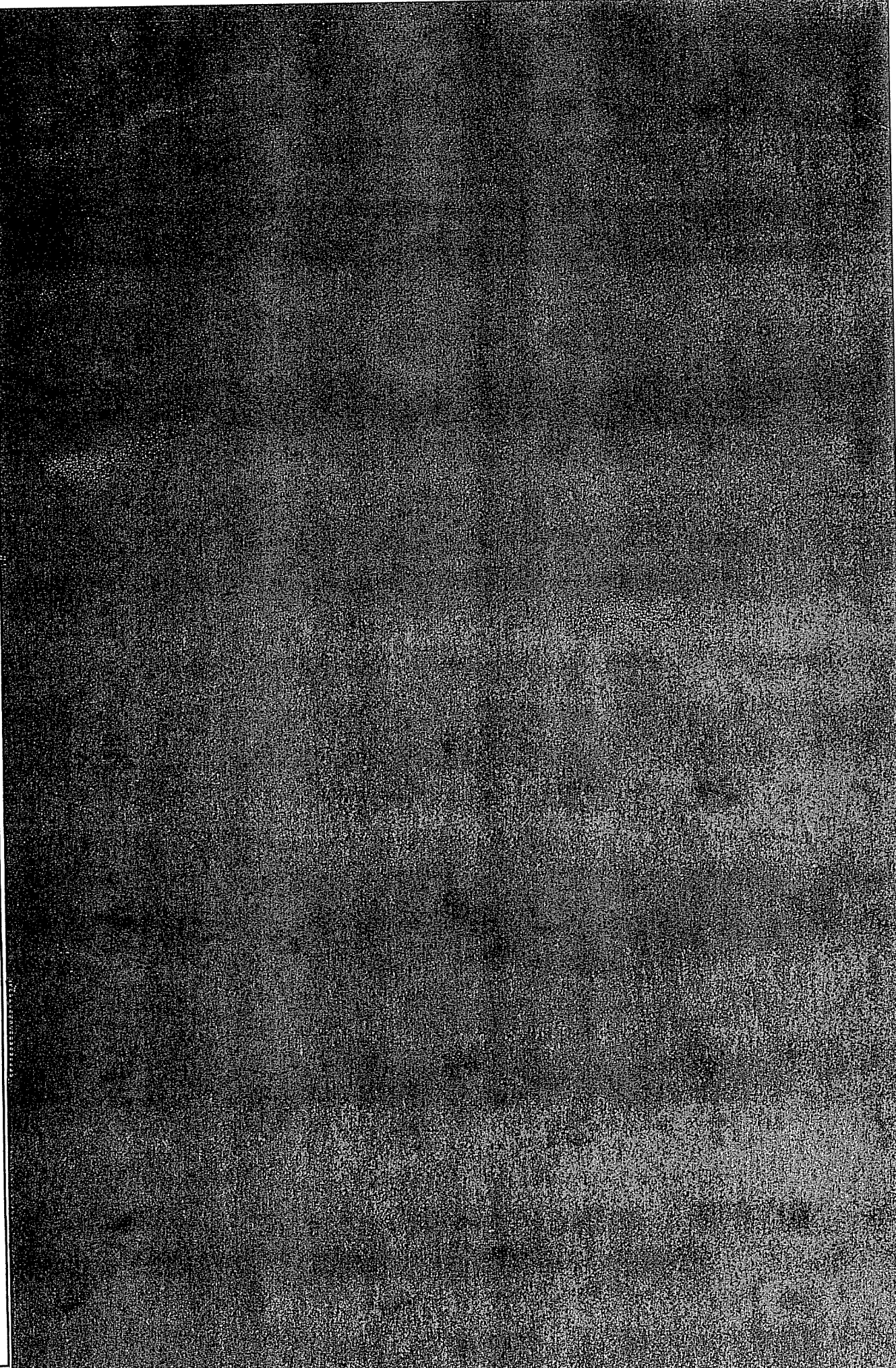


Attachment B

For Knox Energy Security and Power Efficiency Project (25 yrs)

Attachment B

Fort Knox Energy Security and Power Efficiency Project (25 yrs)





Nolin Rural Electric Cooperative
Fort Knox Energy Security and Power Efficiency Project

