SULLIVAN, MOUNTJOY, STAINBACK & MILLER PSC

ATTORNEYS AT LAW

ıald M. Sullivan

Jesse T. Mountjoy

Frank Stainback

James M. Miller

Michael A. Fiorella

Allen W. Holbrook

R. Michael Sullivan

Bryan R. Reynolds

Tyson A. Kamuf

Mark W. Starnes

C. Ellsworth Mountjoy

Mary L. Moorhouse

August 18, 2011

RECEIVED

AUG 1 8 2011

PUBLIC SERVICE COMMISSION

Jeff DeRouen

Executive Director

Public Service Commission

211 Sower Boulevard, P.O. Box 615

Frankfort, Kentucky 40602-0615

Re:

In the Matter of: Notice and Application of Big Rivers

Electric Corporation for a General Adjustment in Rates,

PSC Case No. 2011-00036

Dear Mr. DeRouen:

Enclosed for filing on behalf of Big Rivers Electric Corporation are an original and ten copies of Big Rivers' supplemental responses to certain request for information. I certify that a copy of this letter and a copy of the supplemental responses have been served on each party of record.

Sincerely,

Tyson Kamuf

TAK/ei **Enclosures**

cc:

Mark A. Bailey

Albert Yockey

Douglas Beresford, Esq.

Service List

Telephone (270) 926-4000 Teler : r (270) 683-6694

SERVICE LIST BIG RIVERS ELECTRIC CORPORATION PSC CASE NO. 2011-00036

Dennis G. Howard, II, Esq. Lawrence W. Cook, Esq. Assistant Attorneys General 1024 Capital Center Drive Suite 200 Frankfort, KY 40601-8204

Michael L. Kurtz, Esq.
Boehm, Kurtz & Lowry
36 East Seventh Street
Suite 1510
Cincinnati, OH 45202
COUNSEL FOR KENTUCKY
INDUSTRIAL UTILITY CUSTOMERS,
INC.

David C. Brown, Esq.
Stites & Harbison
1800 Providian Center
400 West Market Street
Louisville, KY 40202
COUNSEL FOR ALCAN PRIMARY
PRODUCTS CORPORATION

J. Christopher Hopgood, Esq. Dorsey, King, Gray, Norment & Hopgood 318 Second Street Henderson, KY 42420 COUNSEL FOR KENERGY CORP.

Melissa D. Yates
Denton & Keuler, LLP
555 Jefferson Street
P.O. Box 929
Paducah, KY 42002-0929
COUNSEL FOR JACKSON PURCHASE
ENERGY CORPORATION

Sanford Novick
President and CEO
Kenergy Corp.
3111 Fairview Drive
P.O. Box 1389
Owensboro, Kentucky 42302-1389

G. Kelly Nuckols President and CEO Jackson Purchase Energy Corporation 2900 Irvin Cobb Drive P.O. Box 4030 Paducah, KY 42002-4030

Burns E. Mercer President/CEO Meade County R.E.C.C. 1351 Highway 79 P.O. Box 489 Brandenburg, KY 40108-0489

BIG RIVERS ELECTRIC CORPORATION

APPLICATION OF BIG RIVERS ELECTRIC CORPORATION FOR A GENERAL ADJUSTMENT IN RATES CASE NO. 2011-00036

VERIFICATION

I, Mark A. Hite, verify, state, and affirm that I prepared or supervised the preparation of
my data responses filed with this Verification, and that those data responses are true and accurate
to the best of my knowledge, information, and belief formed after a reasonable inquiry.

Wark a. Hit
Mark A. Hite

COMMONWEALTH OF KENTUCKY) COUNTY OF HENDERSON)

SUBSCRIBED AND SWORN TO before me by Mark A. Hite on this the 18^{th} day of August, 2011.

Paula Witchell
Notary Public, Ky. State at Large
My Commission Expires 1-12-13

ORIGINAL



Your Touchstone Energy® Cooperative

COMMONWEALTH OF KENTUCKY

BEFORE THE PUBLIC SERVICE COMMISSION OF KENTUCKY

In the Matter of:

APPLICATION OF BIG RIVERS

ELECTRIC CORPORATION FOR A
GENERAL ADJUSTMENT IN RATES

Case No. 2011-00036

Supplemental Responses to Commission Staff's Initial Request for Information dated February 18, 2011

Supplemental and Revised Responses to Commission Staff's Second Request for Information dated April 1, 2011

Supplemental Responses to Commission Staff's Third Request for Information dated April 28, 2011

FILED: August 18, 2011

ORIGINAL

BIG RIVERS ELECTRIC CORPORATION

APPLICATION OF BIG RIVERS ELECTRIC CORPORATION FOR A GENERAL ADJUSTMENT IN RATES CASE NO. 2011-00036

Supplemental Response to Commission Staff's Initial Request for Information dated February 18, 2011

August 18, 2011

1	Item 52)	Provide the following information concerning the costs for the preparation of
2	this case:	
3		
4		a. A detailed schedule of costs incurred to date for the following categories:
5		(1) Accounting;
6		(2) Engineering;
7		(3) Legal;
8		(4) Consultants; and
9		(5) Other Expenses (identify separately).
10		For each category, the schedule should include the date of each
11		transaction, check number or other document reference, the vendor, the
12		hours worked, the rates per hour, amount, a description of the services
13		performed, and the account number in which the expenditure was
14		recorded. Provide copies of contracts or other documents that support
15		charges incurred in the preparation of this case. Identify any costs
16		incurred for this case that occurred during the test year.
17		b. An itemized estimate of the total cost to be incurred for this case.
18		Expenses should be broken down into the same categories as identified in
19		(a) above, with an explanation of how the estimate was determined, along
20		with all supporting workpapers and calculations.
21		c. Provide monthly updates of the actual costs incurred in conjunction with
22		this rate case during the course of this proceeding, in the manner
23		prescribed above.
1		

Case No. 2011-00036 Fifth Supplemental Response to Item PSC 1-52

Witness: Mark A. Hite

BIG RIVERS ELECTRIC CORPORATION

APPLICATION OF BIG RIVERS ELECTRIC CORPORATION FOR A GENERAL ADJUSTMENT IN RATES CASE NO. 2011-00036

Supplemental Response to Commission Staff's Initial Request for Information dated February 18, 2011

August 18, 2011

1	Response)	
2		a. Copies of invoices supporting additional charges incurred are provided as an
3		attachment to this response. Big Rivers has redacted the detailed
4		descriptions of time entries on the basis of attorney work product and
5		attorney-client privilege.
6		b. There is no change to the response provided on March 18, 2011.
7		c. Please see Big Rivers' response to Item 52a above. Also, Big Rivers
8		attaches hereto an updated schedule of rate case costs incurred to-date
9		through August 2011. That update schedule also shows costs incurred in
10		June 2011 and July 2011.
11		
12	Witness)	Mark A. Hite
13		

SULLIVAN, MOUNTJOY, STAINBACK & MILLER PSC

ATTORNEYS AT LAW

Ronald M. Sullivan

Jesse T. Mountjoy

Frank Stainback

James M. Miller

Michael A. Fiorella

Allen W. Holbrook

R. Michael Sullivan

Bryan R. Reynolds

Tyson A. Kamuf

Mark W. Starnes

C. Ellsworth Mountjoy

Mary L. Moorhouse

PERSONAL AND CONFIDENTIAL

Mr. C. William Blackburn Vice President and Chief Financial Officer Big Rivers Electric Corporation 201 Third Street, P.O. Box 24 Henderson, KY 42419-0024

Re:

June 3, 2011

The Prime Group

Invoice Date: June 1, 2011

Dear Bill:

Enclosed is an invoice from The Prime Group for the month of May 2011, in connection with its latest work in providing assistance with rate case preparation. Please issue payment directly to The Prime Group.

Sincerely yours,

Ami

James M. Miller

JMM/ej Enclosure

Telephone (270) 926-4000 Telecopier (270) 683-6694

100 St. Ann Building
PO Box 727
Owensboro, Kentucky
42302-0727

)

■ The Prime Group



June 1, 2011

Mr. James M. Miller Sullivan, Mountjoy, Stainback & Miller P.S.C. P.O. Box 727 Owensboro, KY 42302-0727

Dear Mr. Miller:

Enclosed is an invoice for the consulting services that The Prime Group has provided during May in providing assistance with rate case preparation for Big Rivers Electric Cooperative. Thank you for giving us the opportunity to work with you on this project.

Sincerely,

Martin Blake Principal

Enclosure



■ The Prime Group

Invoice for Services Rendered

Invoice Date: June 1, 2011

To: Sullivan, Mountjoy, Stainback & Miller P.S.C.

P.O. Box 727

Owensboro, KY 42302-0727

Attn: Mr. James M. Miller

Rate Case Preparation 56.0 hours of consulting work by John Wolfram @ \$175.00/hr during May for assistance with rate case preparation for Big Rivers.	\$	9,800.00
49.5 hours of consulting work by Steve Seelye @ \$200.00/hr during May for assistance with rate case preparation for Big Rivers.	\$	9,900.00
1.0 hour of consulting work by Larry Feltner @ \$175.00/hr during May for assistance with rate case preparation for Big Rivers.	\$	150.00
21.0 hours of consulting work by Jeff Wernert @ \$150.00/hr during May for assistance with rate case preparation for Big Rivers.	\$	3,150.00
Expenses Wolfrem 351 miles @ \$0.51	ø	170.01

2320 - 20 - 2	
Wolfram 351 miles @ \$0.51	\$ 179.01
Wolram hotels	\$ 334.45
Meals	\$ 25.84

Total Amount due for May \$ 23,539.30

Please remit payment to:

The Prime Group, LLC P.O. Box 837 Crestwood, KY 40014-0837

DECEDVE JUN - 8 2011

BRA 12 9 0354 309 x 10 0000 Myching 6/8/2011

The Prime Group, LLC
P. O. Box 837 • Crestwood, KY • 40014-0837
Phone 502-425-7882 FAX 502-326-9894



www.hoganiovelis.com

Fed. LD. No. 53-0084704

Invoice No. 1977035

Client No. 082571

Big Rivers Electric Corporation P.O. Box 24 Henderson, KY 42420 May 31, 2011

*** COMBINED MATTER SUMMARY ***

For Professional Services and Other Charges Through April 30, 2011

	Professional	Other		
	Services	Charges	Total	
REGULATORY COMPLIANCE	\$816.00	\$0.00	\$816.00 \$77,261.80	B106
NERC EMERGENCY ALERTS	\$77,260.00	\$1.80	\$77,261.80	Byc 9
2011 RATE CASE	\$176,582.00	\$4,178.63	\$180,760.63	\checkmark
Grand Total All Matters	\$254,658.00	\$4,180.43	\$258,838.43	
Less 5% Discount for 2011 RATE CASE	(8,829.10)	0.00	(8,829.10)	V
Less Travel Discount for 2011 RATE CASE	(13,160.00)	0.00	(13,160.00)	V
Less Applied Credit	(5,335.00)	0.00	(5,335.00)	
Grand Total All Matters	\$227,333.90	\$4,180.43	\$231,514.33	ALLESS CONT.

BPA0019 923100_0000

Please include invoice number(s) on your check for faster processing.

PAYMENT IN U.S. DOLLARS MAY BE MADE BY WIRE TRANSFER TO OUR HOGAN LOVELLS US LLP - OPERATING ACCOUNT ACCOUNT 2000010888068, WELLS FARGO BANK NA, 1300 I STREET, N.W. WASHINGTON, D.C. 20005
ABA 808-4001220

FOR WIRES COMING FROM OUTSIDE THE US, PLEASE USE - SWIFT CODE PNBPUS33 INSTEAD OF ABA

Hogen Lovells US LLP is a limited liability pertnership registered in the District of Cotumbia. Hogen Lovells refers to the international legal practice comprising Hogen Lovells US LLP, Hogen Lovells international LLP, Hogen Lovells Worldwide Group (a Saksa Verein), and free! affiliated businesses with offices in: Abu Dhabi Alicante Amsterdam Battimore Beijing Berlin Baudder Bausses Carcass Chicago Cotomolo Springs Derver Dubai Duzasidori Frankfurt Hamburg Hanol Ho Chi Mirh City Hong Kong Housston London Los Angeles Madrid Miemi Milan Moscow Murick New York Northern Vignita Parts Philadelphia Prague Rome Sun Francisco Shanghai Silicon Valley Singapore Tokyo Warsaw Washington DC Associated offices: Budapoet Jeddah Rhyach Zagreb

Case No. 20 2-00036 Witness: Mark A. Hite Big Rivers Electric Corporation P.O. Box 24 Henderson, KY 42420

Combined Timekeeper Summary

Timekeeper	Rate	Hours	Amount
D. Beresford	740.00	182.60	135,124.00
K. Downey	650.00	119.00	77,350.00
S. Court	700.00	35.50	24,850.00
E. Lashner	405.00	40.40	16,362.00
M. Ostrander	540.00	1.80	972.00
Total All Timekeepers		379.30	254,658,00

Combined Summary of Other Charges

Code	Description	Amount
01	Photocopy	1.80
25	Computer Research	15.88
75	Car Rental	453.69
87	Hotel	2,773.80
88	Taxi	40.00
91	Misc. Travel Charges	146.60
95	Business Meals	43.68
97	Meals/Out of Town	704.98
	Total	4,180.43

Case No. 2011-00036 Witness: Mark A. Hite

Attachment for Fifth Supplemental Response to PSC 1-52a

Invoice No. 1977035

Matter No. 082571.000700

2011 RATE CASE

Date	Name	Hours	Rate	Amount	Description
04/01/11	D. Beresford	6.70	740.00	4,958.00	
04/01/11	K. Downey	2.30	650.00	1,495.00	
04/02/11	D. Beresford	5.50	740.00	4,070.00	
04/02/11	K. Downey	4.00	650.00	2,600.00	
04/04/11	D. Beresford	4.80	740.00	3,552.00	
04/04/11	K. Downey	2.50	650.00	1,625.00	
04/05/11	D. Beresford	3.90	740.00	2,886.00	
04/05/11	D. Beresford	5.00	740.00	3,700.00	
04/05/11	K. Downey	2.00	650.00	1,300.00	
04/05/11	K. Downey	5.00	650.00	3,250.00	
04/06/11	D. Beresford	6.90	740.00	5,106.00	
04/06/11	K. Downey	10.70	650.00	6,955.00	
04/00/11	N. DOWNEY	70.70	000.00	0,000.00	
04/07/11	D. Beresford	6.40	740.00	4,736.00	
04/07/11	K. Downey	9.30	650.00	6,045.00	

Client No.082571 Invoice No. 1977035

Date	Name	Hours	Rate	Amount	Description		
04/08/11	D. Beresford	9.20	740.00	6,808.00	· · · · · · · · · · · · · · · · · · ·		=
04/08/11	K. Downey	12.20	650.00	7,930.00			
04/09/11	D. Beresford	10.70	740.00	7,918.00			
04/09/11	K. Downey	11.50	650.00	7,475.00			
04/10/11	D. Beresford	8.30	740.00	6,142.00			
04/10/11	K. Downey	10.00	650.00	6,500.00			
04/11/11	D. Beresford	9.90	740.00	7,326.00			
04/11/11	K. Downey	12.00	650.00	7,800.00			
04/12/11	D. Beresford	9.20	740.00	6,808.00			
04/12/11	K. Downey	11.00	650.00	7,150.00			
04/13/11	D. Beresford	11.50	740.00	8,510.00			
04/13/11	K. Downey	15.00	650.00	9,750.00			
04/14/11	D. Beresford	4.00	740.00	2,960.00			
04/14/11	D. Beresford	4.00	740.00	2,960.00			
04/14/11	K. Downey	0.40	650.00	260.00			
04/14/11	K. Downey	5.00	650.00	3,250.00			

Client No.082571 Invoice No. 1977035

Date	Name	Hours	Rate	Amount	Description
04/15/11	D. Beresford	1.90	740.00	1,406.00	
04/18/11	D. Beresford	2.70	740.00	1,998.00	
04/19/11	D. Beresford	2.90	740.00	2,146.00	·
04/19/11	K. Downey	2.00	650.0 0	1,300.00	
04/20/11	D. Beresford	2.80	740.00	2,072.00	
04/21/11	D. Beresford	2.90	740.00	2,146.00	
04/22/11	D. Beresford	1.70	740.00	1,258.00	
04/25/11	D. Beresford	2.80	740.00	2,072.00	
04/26/11	D. Beresford	1.80	740.00	1,332.00	
04/27/11	D. Beresford	0.90	740.00	666.00	
04/28/11	D. Beresford	3.80	740.00	2,812.00	
04/28/11	K. Downey	1.50	650.00	975.00	
04/29/11	D. Beresford	4.60	740.00	3,404.00	

May 31, 2011 Page 10

Client No.082571 Invoice No. 1977035

Date	Name	Hours	Rate	Amount	Description	t constitution is use of
04/29/11	K. Downey	1.80	650. O O	1,170.00	ı	
Professio	nai Services					\$176,582.00
Less 5% C	Discount	•				(21,989.10)
Total for F	Professional Servi	lces	•			\$154,592.90
Other Cha	rges					
	Computer Re	esearch			15.88	
	Hotel - Hende BERESFORI	erson - April 5-1 O	4, 2011 DC	DUGLAS L.	1,386.90	
		Town - Hender BERESFORD	son - April 5	5-14, 2011	704.98	
		als - Henderson . BERESFORD	- April 5-14	1, 2011	43.68	
	Taxi - Hende BERESFORD	rson - April 5-14 D	, 2011 DOL	JGLAS L	40.00	
	Car Rental - I L. BERESFO	Henderson - Ap RD	ril 5-14, 201	1 DOUGLAS	3 453.6 9	
		Charges - Gaso BERESFORD	line - April 5	5-14, 2011	51.70	
		Charges - Laund BERESFORD	dry - April 5.	-14, 2011	40.90	
		Charges - Tips - BERESFORD	April 5-14,	2011	54.00	
	Hotel - Hende DOWNEY	erson - April 5-1	4, 2011 KEY	VIN M.	1,386.90	
Total for O	ther Charges					<u>\$4,178.63</u>

TOTAL CURRENT INVOICE

\$158,771.53

Timekeeper Summary

Timekeeper	Rate	Hours	Amount
D. Beresford	\$740.00	134.80	\$99,752.00
K. Downey	\$650.00	118.20	\$76,830.00
Total All Timekeepers		253.00	\$176,582.00

Case No. 2011-00036 Witness: Mark A. Hite

Outstanding Invoices

Paid-in-full invoices and corresponding payments are not shown below.

This summary reflects payments received through May 31, 2011.

This statement includes the current invoice.

Involce No.	Matter No.	Date	Fees	Other Charges	Total	Payments	Payments Date	Balance
	082571.000202				0.00	(5,335:00)	05/24/11	(5,335.00)
1977035	082571.000202	05/31/11	816.00	0.00	816.00	0.00		816,00
1977035	082571.000520	05/31/11	77,260.00	1,80	77,261.80	0.00		77,261.80
1977035	082571.000700	05/31/11	154,592.90	4,17B.63	158,771.53	0.00		158,771.53
Total			232,668.90	4,180.43	236,849.33	5,335.00		231,514,33

*** RETURN THIS PAGE WITH YOUR PAYMENT ***

Please include invoice number(s) on your check for faster processing.

Case No. 2011-00036 Witness: Mark A. Hite

American Management Consulting LLC

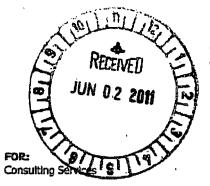
8855 Old U.S. 60 Spottsville, KY 42458 Phone 270-454-9457

Email: <u>dspainhoward@bigrivers.com</u>

David Spainhoward: Member

TO:

Big Rivers Electric Corporation Mark Balley 201 Third Street Henderson, KY 42420 270-827-2561 BRADO19 923100-2218 0314



INVOICE

INVOICE #10 DATE: MAY 31, 2011 MAY SERVICES

Termis:

Payment due within 20 days

Make check payable to American Management Consulting LLC

amy 6/7/2011

May 3 – Assisting Big Rivers in Transition 2.0 Hours ⊕ \$125 \$250 May 5 – Assisting Big Rivers in Transition – Rate Case 1000 1000 1000 1000 1000 1000 1000 100			
May 3 – Assisting Big Rivers in Transition 2.0 Hours ⊕ \$125 \$250 May 5 – Assisting Big Rivers in Transition 5.0 Hours ⊕ \$125 \$281 May 5 – Assisting Big Rivers in Transition 5.0 Hours ⊕ \$125 \$625 May 9 – Assisting Big Rivers in Transition 5.0 Hours ⊕ \$125 \$625 May 10 – Assisting Big Rivers in Transition 5.75 Hours ⊕ \$125 \$718 May 17 – Assisting Big Rivers in Transition 2.75 Hours ⊕ \$125 \$343 May 18 – Assisting Big Rivers in Transition 6.0 Hours ⊕ \$125 \$750 May 19 – Assisting Big Rivers in Transition 6.50 Hours ⊕ \$125 \$812 May 20 – Assisting Big Rivers in Transition 3.25 Hours ⊕ \$125 \$405 May 20 – Assisting Big Rivers in Transition .50 Hours ⊕ \$125 \$31 May 31 – Assisting Big Rivers in Transition – Rate Case \$620 \$625 May 31 – Assisting Big Rivers in Transition 2.5 Hours ⊕ \$125 \$875 May 31 – Assisting Big Rivers in Transition 2.0 Hours ⊕ \$125 \$631 May 31 – Assisting Big Rivers in Transition 2.0 Hours ⊕ \$125 \$631 May 31 – Assisting Big Rivers in Transition 2.0 Hours ⊕ \$125 \$631 Mileage ⊕ \$0.51 per mile 50.5 Hours ⊕ \$125	DESCRIPTION		AMOUNT
May 5 - Assisting Big Rivers in Transition 2.25 Hours @ \$125 \$281 May 5 - Assisting Big Rivers in Transition 5.0 Hours @ \$125 \$625 May 9 - Assisting Big Rivers in Transition 5.0 Hours @ \$125 \$625 May 10 - Assisting Big Rivers in Transition 5.75 Hours @ \$125 \$718 May 11 - Assisting Big Rivers in Transition 2.75 Hours @ \$125 \$343 May 17 - Assisting Big Rivers in Transition 6.0 Hours @ \$125 \$750 May 18 - Assisting Big Rivers in Transition 6.50 Hours @ \$125 \$812 May 19 - Assisting Big Rivers in Transition 3.25 Hours @ \$125 \$406 May 20 - Assisting Big Rivers in Transition 3.0 Hours @ \$125 \$62 May 21 - Assisting Big Rivers in Transition 2.5 Hours @ \$125 \$62 May 31 - Assisting Big Rivers in Transition - Rate Case 3.25 Hours @ \$125 \$875 May 31 - Assisting Big Rivers in Transition 2.0 Hours @ \$125 \$63 May 31 - Assisting Big Rivers in Transition 3.0 Hours @ \$125 \$63 May 31 - Assisting Big Rivers in Transition 3.0 Hours @ \$125 \$63 May 31 - Assisting Big Rivers in Transition 3.0 Hours @ \$125 \$63 <	May 2 - Assisting Big Rivers in Transition - Rate Case 22126.000	2.25 Hours @ \$125	\$281.25
May 5 - Assisting Big Rivers in Transition 5.0 Hours ⊕ \$125 \$625 May 9 - Assisting Big Rivers in Transition 5.0 Hours ⊕ \$125 \$625 May 10 - Assisting Big Rivers in Transition 5.75 Hours ⊕ \$125 \$718 May 11 - Assisting Big Rivers in Transition 2.75 Hours ⊕ \$125 \$343 May 17 - Assisting Big Rivers in Transition 6.0 Hours ⊕ \$125 \$750 May 18 - Assisting Big Rivers in Transition 3.25 Hours ⊕ \$125 \$466 May 20 - Assisting Big Rivers in Transition 3.25 Hours ⊕ \$125 \$466 May 26 - Assisting Big Rivers in Transition .50 Hours ⊕ \$125 \$31 May 31 - Assisting Big Rivers in Transition - Rate Case .25 Hours ⊕ \$125 \$875 May 31 - Assisting Big Rivers in Transition 2.0 Hours ⊕ \$125 \$250 May 31 - Assisting Big Rivers in Transition 2.0 Hours ⊕ \$125 \$250 May 31 - Assisting Big Rivers in Transition 2.0 Hours ⊕ \$125 \$6,312 Mileage ⊕ \$0.51 per mile 50.5 Hours ⊕ \$125 \$6,312 Mileage ⊕ \$0.51 per mile 50.5 Hours ⊕ \$125 \$6,312 Mileage ⊕ \$0.51 per mile 50.5 Hours ⊕ \$125 \$6,312 Mileage ⊕ \$0.51 per mile 50.5 Hours ⊕ \$125 \$6,312		2.0 Hours @ \$125	\$250.00
May 5 - Assisting Big Rivers in Transition 5.0 Hours ⊕ \$125 \$625 May 9 - Assisting Big Rivers in Transition 5.0 Hours ⊕ \$125 \$625 May 10 - Assisting Big Rivers in Transition 5.75 Hours ⊕ \$125 \$718 May 11 - Assisting Big Rivers in Transition 2.75 Hours ⊕ \$125 \$343 May 17 - Assisting Big Rivers in Transition 6.0 Hours ⊕ \$125 \$812 May 18 - Assisting Big Rivers in Transition 6.50 Hours ⊕ \$125 \$812 May 19 - Assisting Big Rivers in Transition 3.25 Hours ⊕ \$125 \$406 May 20 - Assisting Big Rivers in Transition 5.0 Hours ⊕ \$125 \$406 May 31 - Assisting Big Rivers in Transition 2.5 Hours ⊕ \$125 \$415 May 31 - Assisting Big Rivers in Transition - Rate Case \$417 \(\text{A}\) \(May 5 – Assisting Big Rivers in Transition – Rate Case (1) (1)	2.25 Hours @ \$125	\$281.25
May 10 − Assisting Big Rivers in Transition 5.75 Hours @ \$125 \$718 May 11− Assisting Big Rivers in Transition 2.75 Hours @ \$125 \$343 May 17 − Assisting Big Rivers in Transition 6.0 Hours @ \$125 \$750 May 18 − Assisting Big Rivers in Transition 6.50 Hours @ \$125 \$812 May 19 − Assisting Big Rivers in Transition 3.25 Hours @ \$125 \$406 May 20 − Assisting Big Rivers in Transition .50 Hours @ \$125 \$62 May 21 − Assisting Big Rivers in Transition − Rate Case 3.25 Hours @ \$125 \$875 May 31 − Assisting Big Rivers in Transition − Rate Case 3.25 Hours @ \$125 \$875 May 31 − Assisting Big Rivers in Transition 2.0 Hours @ \$125 \$250 Mileage @ \$0.51 per mile 3.0 Hours @ \$125 \$6,312 Mileage @ \$0.51 per mile 3.0 Hours @ \$125 \$6,312 Meals \$40.		5.0 Hours @ \$125	\$625.00
May 11- Assisting Big Rivers in Transition 2.75 Hours @ \$125 \$343 May 17 - Assisting Big Rivers in Transition 6.0 Hours @ \$125 \$750 May 18 - Assisting Big Rivers in Transition 6.50 Hours @ \$125 \$812 May 19 - Assisting Big Rivers in Transition 3.25 Hours @ \$125 \$406 May 20 - Assisting Big Rivers in Transition .50 Hours @ \$125 \$62 May 26 - Assisting Big Rivers in Transition .25 Hours @ \$125 \$31 May 31 - Assisting Big Rivers in Transition - Rate Case \$62 \$62 May 31 - Assisting Big Rivers in Transition 2.0 Hours @ \$125 \$250 May 31 - Assisting Big Rivers in Transition 2.0 Hours @ \$125 \$6,312 Mileage @ \$0.51 per rine 50.5 Hours @ \$125 \$6,312 Mileage @ \$0.51 per rine 168 Miles \$85 Meals \$40	May 9 — Assisting Big Rivers in Transition	5.0 Hours @ \$125	\$625.00
May 17 – Assisting Big Rivers in Transition 6.0 Hours @ \$125 \$750 May 18 – Assisting Big Rivers in Transition 6.50 Hours @ \$125 \$812 May 19 – Assisting Big Rivers in Transition 3.25 Hours @ \$125 \$406 May 20 – Assisting Big Rivers in Transition .50 Hours @ \$125 \$62 May 21 – Assisting Big Rivers in Transition .25 Hours @ \$125 \$31 May 31 – Assisting Big Rivers in Transition 7.0 Hours @ \$125 \$250 May 31 – Assisting Big Rivers in Transition 2.0 Hours @ \$125 \$250 Mileage @ \$0.51 per mile 3.05 Hours @ \$125 \$46,312 Mileage @ \$0.51 per mile 168 Miles \$85 Meals \$40	May 10 — Assisting Big Rivers in Transition	5.75 Hours @ \$125	\$718.75
May 18 - Assisting Big Rivers in Transition 6.50 Hours ⊕ \$125 \$812 May 19 - Assisting Big Rivers in Transition 3.25 Hours ⊕ \$125 \$406 May 20 - Assisting Big Rivers in Transition .50 Hours ⊕ \$125 \$62 May 31 - Assisting Big Rivers in Transition - Rate Case \$125 \$875 May 31 - Assisting Big Rivers in Transition 2.0 Hours ⊕ \$125 \$250 May 31 - Assisting Big Rivers in Transition 2.0 Hours ⊕ \$125 \$6,312 Mileage ⊕ \$0.51 per mile 3.05 Hours ⊕ \$125 \$6,312 Meals \$40.	May 11- Assisting Big Rivers in Transition	2.75 Hours @ \$125	\$343.75
May 19 - Assisting Big Rivers in Transition 3.25 Hours @ \$125 \$406	May 17 – Assisting Big Rivers in Transition	6.0 Hours @ \$125	\$750.00
May 20 – Assisting Big Rivers in Transition .50 Hours ⊕ \$125 \$62 May 26 – Assisting Big Rivers in Transition .25 Hours ⊕ \$125 \$31 May 31 – Assisting Big Rivers in Transition 7.0 Hours ⊕ \$125 \$875 May 31 – Assisting Big Rivers in Transition 2.0 Hours ⊕ \$125 \$250 Mileage ⊕ \$0.51 per mile \$125 \$6,312 Mileage ⊕ \$0.51 per mile \$40.	May 18 – Assisting Big Rivers in Transition	6.50 Hours @ \$125	\$812.50
May 26 - Assisting Big Rivers in Transition .25 Hours @ \$125 \$31 May 31 - Assisting Big Rivers in Transition - Rate Case (1) (1) (1) (1) (1) (2) (2) (3) (4) (4) (4) (4) (4) (4) (4) (4) (4) (4	May 19 – Assisting Big Rivers in Transition	3.25 Hours @ \$125	\$406.25
May 31 – Assisting Big Rivers in Transition – Rate Case (1) (1) (1) (1) (1) (1) (1) (1) (1) (1)	May 20 - Assisting Big Rivers in Transition	.50 Hours @ \$125	\$62.50
May 31 – Assisting Big Rivers in Transition 2.0 Hours @ \$125 \$250 JUN 2 0 2011 SUBTOTAL 50.5 Hours @ \$125 \$6,312 Mileage @ \$0.51 per nine \$85. Meals	May 26 – Assisting Big Rivers in Transition	.25 Hours @ \$125	\$31.25
JUN 2 0 2011 SUBTOTAL 50.5 Hours @ \$125 \$6,312 Mileage @ \$0.51 per mile \$85. Meals \$40.	May 31 – Assisting Big Rivers in Transition – Rate Case QQQQ5.00	7.0 Hours @ \$125	\$875.00
JUN 2 0 2011 SUBTOTAL 50.5 Hours @ \$125 \$6,312. Mileage @ \$0.51 per mile \$85. Meals \$40.	May 31 – Assisting Big Rivers in Transition	2.0 Hours @ \$125	\$250.00
JUN 2 0 2011 SUBTOTAL 50.5 Hours @ \$125 \$6,312. Mileage @ \$0.51 per mile \$85. Meals \$40.	DESERVED		-
Mileage @ \$0.51 per mile \$85. Meals \$40.			
Meals \$40.		50.5 Hours @ \$125	\$6,312.50
	Mileage @ \$0.51 per mile	168 Miles	\$85,68
*ADJUSTMENT (IF ANY) PER CONTRACT \$3,687.	Meals	-	\$40.87
	*ADJUSTMENT (IF ANY) PER CONTRACT		\$3,687.50
TOTAL \$10,126.	TOTAL		\$10,126.55

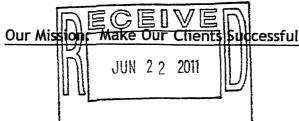
Retainer \$10k per month. Adjustment \$10K - \$6,312.50 = \$3,687.50 (May) plus \$9,156.25 carry forward from April for total of \$12,843.75. The adjustment of \$12,843.75 will carry forward until offset by sufficient hours worked that exceed retainer (retainer is equivalent to 80 hours) by 102.75 hours at \$125 per hour (\$12,843.75). The monthly invoice will always equal or exceed \$10,000 plus expenses.

Ok Bailey 6/2/11

Case No. 2011-00036 Witness: Mark A. Hite

d





June 20, 2011

Federal ID: 43-0956142 Client PO: 119451 Client Agreement: June 29, 2010 BMcD Invoice: 57670-12

BIG RIVERS ELECTRIC CORP JEREMY GARRETT 201 THIRD ST

HENDERSON KY 42420

SEND PAYMENT TO: P.O. Box 411883 Kansas City, MO 64141-1883

Enclose Invoice Copy with Payment

TERMS: PAYABLE UPON RECEIPT - LATE CHARGE AFTER 30 DAYS WIRE INSTRUCTIONS:

Account 9801192345

Routing 101000695 UMB Bank, N.A. 1010 Grand P.O. Box 419226 Kansas City, MO 64141 (816) 860-7000

Professional Services for Big Rivers Electric Corp Depreciation Study.

SERVICE THROUGH: 05/31/11

Labor Classification	Level	Regular Hours	Regular Rate	Amount
Senior	13	35.00	163.00	5,705.00
Associate	17	17.00	196.00	3,332.00
	•	52.00		9,037.00

EXPENSE

See Attached

cc: BMcD Proje

514.80

\$ 9,551.80 USD

Thank you for your business. We appreciate the opportunity to serve you.

MS PT- ABOC OF SELL OF

TOTAL AMOUNT DUE THIS INVOICE

14pe

129/11 Rall 6-27-11
Tark
928225 - 0000

U/30/11- Amby \$2,824.10 lift on 90.

Fed Kelly 816-822-3208 tkelly@burnsmcd.com

816-333-9400 x6422

3



Details for Invoice 57670-12

Page 2 of 2

1.00			
Labo	T SII	mn	าลกข
Lubu	1 34		ica: y

Regular <u>Hours</u>	Premium Hours	Employee No.	Employee Name	Bill Level	Classification	
35.00		6823	Summerville, Jon	13	Senior	
17.00		4744	Kelly, Ted	17	Associate	
52.00	0.00	Totals				
Technology	y Charge			$\Phi_{i} = \Phi_{i} e^{i \frac{\pi}{2}}$		
	Charge \$9.90	* 52.00 Hours				514.80

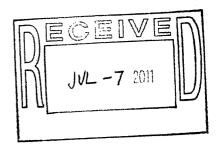
Total 514.8

SULLIVAN, MOUNTJOY, STAINBACK & MILLER PSC

ATTORNEYS AT LAW

Ronald M. Sullivan
Jesse T. Mountjoy
Frank Stainback
James M. Miller
Michael A. Fiorella
Allen W. Holbrook
R. Michael Sullivan

July 6, 2011



Bryan R. Reynolds
Tyson A. Kamuf
Mark W. Starnes
C Ellsworth Mountjoy
Mary L. Moorhouse

PERSONAL AND CONFIDENTIAL

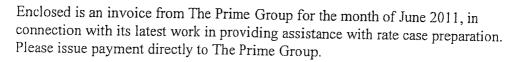
Mr. C. William Blackburn Vice President and Chief Financial Officer Big Rivers Electric Corporation 201 Third Street, P.O. Box 24 Henderson, KY 42419-0024

Re:

The Prime Group

Invoice Date: July 1, 2011

Dear Bill:



Sincerely yours,

Jim

James M. Miller

JMM/ej Enclosure

Telephone (270) 926-4000 Telecopier (270) 683-6694

> 100 St. Ann Building PO Box 727 Owensboro, Kentucky 42302-0727

■ The Prime Group



Mr. James M. Miller Sullivan, Mountjoy, Stainback & Miller P.S.C. P.O. Box 727 Owensboro, KY 42302-0727

Dear Mr. Miller:

Enclosed is an invoice for the consulting services that The Prime Group has provided during June in providing assistance with rate case preparation for Big Rivers Electric Cooperative. Thank you for giving us the opportunity to work with you on this project.

Sincerely,

Martin Blake Principal

Enclosure

■ The Prime Group

Invoice for Services Rendered

Invoice Date: July 1, 2011

To: Sullivan, Mountjoy, Stainback & Miller P.S.C.

P.O. Box 727

Owensboro, KY 42302-0727

Attn: Mr. James M. Miller

8 m	~	The second		,•
TOTAL	000	PMAN	A WA	TIAN
Rate	.435	1 2 5 7 1	11111	

148.0 hours of consulting work by John Wolfram @ \$175.00/hr during June for assistance with rate case preparation for Big Rivers.	\$	25,900.00
109.0 hours of consulting work by Steve Seelye @ \$200.00/hr during June for assistance with rate case preparation for Big Rivers.	\$:	21,800.00
2.5 hour of consulting work by Larry Feltner @ \$175.00/hr during June for assistance with rate case preparation for Big Rivers.	\$	375.00
10.0 hours of consulting work by Jeff Wernert @ \$150.00/hr during June for assistance with rate case preparation for Big Rivers.	\$	1,500.00

917 miles @ \$0.51	\$ 467.67
Hotels	\$ 288.92
Meals	\$ 37.59
Expenses Seelye	
288 miles @ \$0.51	\$ 146.88
Hotels	\$ 121.26
Meals	\$ 24.50

Total Amount due for June

Please remit payment to:

The Prime Group, LLC

P.O. Box 837

about M. Yorky. Che per 13 1. 1/1 Crestwood, KY 40014-0837

BRA0019 928225-0000 0314

0019

P. O. Box 837 • Crestwood, KY • 40014-0837 Phone 502-425-7882 FAX 502-326-9894

The Prime Group, LLC

\$ 50,661.82

Sullivan, Mountjoy, Stainback & Miller, P.S.C. 100 St. Ann Street P.O. Box 727 Owensboro, KY 42302-0727

Tax ID# 61-673590

July 01, 2011

Big Rivers Electric Corp.

Attn: Mark Hite

Vice President of Accounting

P. O. Box 24

Henderson, KY 42419-002

Invoice #

108,096

Our file #

17356

Billing through

06/30/2011

General and Corporate	
Balance Forward for this Matter Payments Applied to this Matter Total Fees for this Matter Total Expenses for this Matter Total Current Charges for this Matter Balance Due for this Matter	0.00 0.00 19.00 0.00 19.00 \$19.00
Preparation for Board Meetings	Ψ13.00
Troparation for Board Moodings	
Balance Forward for this Matter	2,516.00
Payments Applied to this Matter	2,516.00
Total Fees for this Matter	2,200.00
Total Expenses for this Matter	0.00
Total Current Charges for this Matter	2,200.00
Balance Due for this Matter	\$2,200.00
General Finance & Administrative Matters	
Balance Forward for this Matter	0.00
Payments Applied to this Matter	0.00
Total Fees for this Matter	570.00
Total Expenses for this Matter	0.00
Total Current Charges for this Matter	570.00
Balance Due for this Matter	\$570.00
Fuel Procurement	
Balance Forward for this Matter	1,934.50
Payments Applied to this Matter	1,934.50
Total Fees for this Matter	1,330.00
Total Expenses for this Matter	000
Total Current Charges for this Matter	1,330.00
Balance Due for this Matter	\$1,330.00

Balance Forward for this Matter

Re: Large Industrial Contracts

1,241.00

Case No. 2011-00036

Witness: Mark A. Hite

Payments Applied to this Matter Total Fees for this Matter Total Expenses for this Matter Total Current Charges for this Matter Balance Due for this Matter	1,241.00 3,102.00 0.00 3,102.00 \$3,102.00
Smelter Contracts	40,102.00
Balance Forward for this Matter Payments Applied to this Matter Total Fees for this Matter Total Expenses for this Matter Total Current Charges for this Matter Balance Due for this Matter	418.00 418.00 356.00 0.00 356.00 \$356.00
Land Department Matters	
Balance Forward for this Matter Payments Applied to this Matter Total Fees for this Matter Total Expenses for this Matter Total Current Charges for this Matter Balance Due for this Matter	6,526.50 6,526.50 3,572.00 0.00 3,572.00 \$3,572.00
Vectren	
Balance Forward for this Matter Payments Applied to this Matter Total Fees for this Matter Total Expenses for this Matter Total Current Charges for this Matter Balance Due for this Matter	1,579.50 1,579.50 6,146.50 0.00 6,146.50 \$6,146.50
Contract Administration, Regulatory Affairs & General Litigation	
Balance Forward for this Matter Payments Applied to this Matter Total Fees for this Matter Total Expenses for this Matter Total Current Charges for this Matter Balance Due for this Matter	2,767.50 2,767.50 3,556.50 0.00 3,556.50 \$3,556.50
Rate Cases	
Balance Forward for this Matter Payments Applied to this Matter Total Fees for this Matter Total Expenses for this Matter Total Current Charges for this Matter Balance Due for this Matter	28,809.00 28,809.00 61,503.00 0.00 61,503.00 \$61,503.00
HMP&L Litigation	
Balance Forward for this Matter Payments Applied to this Matter Total Fees for this Matter	8,490.50 8,490.50 6,800.00

Case No. 2011-00036 Witness: Mark A. Hite

Total Expenses for this Matter	0.00
Total Current Charges for this Matter	6,800.00
Balance Due for this Matter	\$6,800.00
HMP&L General	
Balance Forward for this Matter	10,192.50
Payments Applied to this Matter	10,192.50
Total Fees for this Matter	8,510.00
Total Expenses for this Matter	0.00
Total Current Charges for this Matter	8,510.00
Balance Due for this Matter	\$8,510.00
Fuel Adjustment Clause	
Balance Forward for this Matter	68.00
Payments Applied to this Matter	68.00
Total Fees for this Matter	767.00
Total Expenses for this Matter	0.00
Total Current Charges for this Matter	767.00
Balance Due for this Matter	\$767.00
Environmental Surcharge	
Balance Forward for this Matter	435.00
Payments Applied to this Matter	435.00
Total Fees for this Matter	323.00
Total Expenses for this Matter	0.00
Total Current Charges for this Matter	323.00
Balance Due for this Matter	\$323.00
Expenses	
Balance Forward for this Matter	1,543.35
Payments Applied to this Matter	1,543.35
Total Fees for this Matter	0.00
Total Expenses for this Matter	2,737.98
Total Current Charges for this Matter	2,737.98
Balance Due for this Matter	\$2,737.98
Total Balance Due for These Bills	\$101,492.98

Big Rivers Electric Corp.

e 15

Invoice # 108,096

Our file # 17356 Billing through 06/30/2011 00501

Attn: Mark Hite

Vice President of Accounting

P. O. Box 24

Henderson, KY 42419-002

Rate Cases

BALANCE SUMMARY

Balance Forward As Of Last Invoice \$28,809.00

Payments Applied Since Last Invoice -\$28,809.00

Total current charges \$61,503.00

BALANCE DUE \$61,503.00

FOR PROFESSIONAL SERVICES RENDERED

06 01 2011	JMM	4.80	220.00	1,056.00
06 01 2011	TAK	5.40	170.00	918.00
06 02 2011	JMM	4.60	220.00	1,012.00
06 02 2011	TAK	7.50	170.00	1,275.00
06 03 2011	JMM	5.60	220.00	1,232.00
06 03 2011	TAK	8.30	170.00	1,411.00
06 04 2011	JMM	2.00	220.00	440.00
06 04 2011	TAK	1.30	170.00	221.00
06 05 2011	JMM	5.80	220.00	1,276.00
06 06 2011	JMM	4.20	220.00	924.00

Big Rivers 17356	Electric Corp. - 108,096				Page	16
06 06 2011	TAK		7.10	170.00	1,207	7.00
06 07 2011	MML		4.70	220.00	1,034	4.00
06 07 2011	TAK		8.40	170.00	1,428	3.00
06 08 2011	JMM		6.70	220.00	1,474	.00
06 08 2011	TAK		6.20	170.00	1,054	.00.
06 09 2011	TAK		6.40	170.00	1,088	.00
06 10 2011	JMM		4.20	220.00	924	
06 10 2011	TAK		6.90	170.00	1,173	.00
06 11 2011	JMM		0.60	220.00	132.	.00
06 12 2011	JMM		3.60	220.00	792.	00
06 13 2011	JMM		0.70	220.00	154.	00
06 13 2011	TAK		7.50	170.00	1,275.	00
06 14 2011	JMM		3.90	220.00	858.	00
06 14 2011	TAK		6.40	170.00	1,088.	00
06 15 2011	JMM		4.70	220.00	1,034.0	00
06 15 2011	TAK		5.80	170.00	986.0	00
06 16 2011	JMM		1.40	220.00	308.0	00
06 16 2011	TAK		7.70	170.00	1,309.0	
06 17 2011	JMM		1.50	220.00	330,0	00
06 17 2011	TAK		7.40 ·	170.00	1,258.0	0
06 19 2011	JMM		3.60		792.0 ase No. 2011 ness: Mark	

Witness: Mark A. Hite Attachment for Fifth Supplemental Response to PSC 1-52a Page 21 of 86

Big Rivers 17356	Electric Corp. - 108,096				Page 17
06 20 2011	JMM		6.60	220.00	1,452.00
06 20 2011	TAK		6.90	170.00	1,173.00
06 21 2011	JMM		4.90	220.00	1,078.00
06 21 2011	TAK		8.10	170.00	1,377.00
06 22 2011	JMM		2.60	220.00	572.00
06 22 2011	TAK		7.60	170.00	1,292.00
06 23 2011	JMM		11.00	220.00	2,420.00
06 23 2011	TAK		7.40	170.00	1,258.00
06 24 2011	JMM		9.60	220.00	2,112.00
06 24 2011	TAK		6.70	170.00	1,139.00
06 25 2011	JMM		6.60	220.00	1,452.00
06 26 2011	JMM		7.70	220.00	1,694.00
06 27 2011	JMM		9.40	220.00	2,068.00
06 27 2011	TAK		7.80	170.00	1,326.00
06 28 2011	JMM		11.90	220.00	2,618.00
06 28 2011	TAK		7.40	170.00	1,258.00
06 29 2011	JMM		14.40	220.00	3,168.00
06 29 2011	TAK		5.30	170.00	901.00
06 30 2011	JMM		10.40	220.00	2,288.00
06 30 2011	TAK		8.20	Wi	1 394 00 Case No. 2011-00036 tness: Mark A. Hite

Attachment for Fifth Supplemental Response to PSC 1-52a
Page 22 of 86

18

TIMEKEEPER SUMMARY

JMM Miller, James TAK Kamuf, Tyson

Total fees for this matter

 157.70
 \$220.00
 34,694.00

 157.70
 \$170.00
 26,809.00

61,503.00

BILLING SUMMARY

TOTAL PROFESSIONAL SERVICES
TOTAL OUT-OF-POCKET EXPENSES
TOTAL CURRENT CHARGES
TOTAL BALANCE DUE UPON RECEIPT

\$61,503.00 \$0.00 \$61,503.00 **\$61,503.00**

Western What you hay

BR 40019 0314 928225-0000





Hogan Lovells US LLP Columbia Square 555 Thirteenth Street, NW Washington, DC 20004 T +1 202 637 5600 F +1 202 637 5910 www.hoganlovells.com

June 27, 2011

Mr. C. William Blackburn
Senior Vice President of Financial
& Energy Services and
Chief Financial Officer
Big Rivers Electric Corporation
P.O. Box 24
Henderson, Kentucky 42420

Dear Bill:

Enclosed please find our statement covering legal fees and disbursements for May.

If you have any questions or need additional information, please call me.

Sincerely.

Douglas L/Beresford

Partner

douglas.beresford@hoganlovells.com

D+1 202 637 5819

WDC - 082571/000202 - 3083068 v15



RECEIVED

JUN 3 0 2011

BIG RIVERS ELECTRIC CORPORATION Hogan Lovells US LLP Columbia Square 555 Thirteenth Street, NW Washington, DC 20004-1109 T +202 637 5600 F +202 637 5910

www.hoganlovells.com

Fed. I.D. No. 53-0084704

Invoice No. 1982010

Client No. 082571

Big Rivers Electric Corporation P.O. Box 24 Henderson, KY 42420

June 27, 2011

* * * COMBINED MATTER SUMMARY * * *

For Professional Services and Other Charges Through May 31, 2011

	Professional Services	Other Charges	Total	
NERC EMERGENCY ALERTS	\$4,247.00	\$0.00	\$4,247.00	
2011 RATE CASE	\$118,214.00	\$5,577.06	\$123,791.06	#
Total All Matters	\$122,461.00	\$5,577:06	\$128,038.06	
Less Travel Discount for 2011 RATE CASE	(\$13,900.00)	\$0.00	(\$13,900.00)	۴
Less 5% Discount for 2011 RATE CASE	(\$5,215.70)	\$0.00	(\$5,215.70)	ተ
Grand Total All Matters	\$103,345.30	\$5,577.06	\$108,922.36	

BRA0019 928225-0000 0314

6019

\$123,791.06 (13,900.00) (5,215.70) (5,215.36 Please include invoice number(s) on your check for faster processing.

PAYMENT IN U.S. DOLLARS MAY BE MADE BY WIRE TRANSFER TO OUR
HOGAN LOVELLS US LLP – OPERATING ACCOUNT
ACCOUNT# 2000010688096, WELLS FARGO BANK NA, 1300 I STREET, N W.
WASHINGTON, D.C. 20005
ABA #054001220
FOR WIRES COMING FROM OUTSIDE THE US, PLEASE USE – SWIFT CODE PNBPUS33 INSTEAD OF ABA

Hogan Lovells US LLP is a limited liability partnership registered in the District of Columbia Hogan Lovells refers to the international legal practice comprising Hogan Lovells US LLP, Hogan Lovells International LLP, Hogan Lovells Worldwide Group (a Swiss Verein), and their affiliated businesses with offices in: Abu Dhabi Alicante Amsterdam Baltimore Beijing Berlin Boulder Brussels Caracas Chicago Colorado Springs Denver Dubai Dusseldorf Frankfurt Hamburg Hanoi Ho Chi Minh City Hong Kong Houston London Los Angeles Madrid Miarni Milan Moscow Munich New York Northern Virginia Paris Philadelphia Prague Rome San Francisco Shanghai Silicon Valley Singapore Tokyo Warsaw Washington DC Associated offices: Budapest Jeddah Riyadh Zagreb

Case No. 26 Case No. 2011-00036

Witness: Mark A. Hite

RYC

Big Rivers Electric Corporation P.O. Box 24 Henderson, KY 42420

Combined Timekeeper Summary

Timekeeper	Rate	Hours	Amount
D. Beresford	740.00	93.00	68,820.00
K. Downey	650.00	81.00	52,650.00
S. Court	700.00	1.30	910.00
E. Lashner	405.00	0.20	81.00
Total All Timekeepers		175.50	122,461.00

Combined Summary of Other Charges

Code	Description	Amount
01	Photocopy	224.40
75	Car Rental	443.88
87	Hotel	1,593.90
88	Taxi	57.50
90	Travel	2,925.64
91	Misc. Travel Charges	67.31
95	Business Meals	122.14
97	Meals/Out of Town	142.29
	Total	5,577.06

Matter No. 082571.000700

2011 RATE CASE

Date	Name	Hours	Rate	Amount	Description
05/01/11	K. Downey	5.00	650.00	3,250.00	
05/02/11	D. Beresford	5.40	740.00	3,996.00	
05/02/11	D. Beresford	5.00	740.00	3,700.00	
05/02/11	K. Downey	6.30	650.00	4,095.00	
05/03/11	D. Beresford	9.90	740.00	7,326.00	
05/03/11	K. Downey	10.50	650.00	6,825.00	
		40.40	740.00		
05/04/11	D. Beresford	10.40	740.00	7,696.00	
05/04/11	K. Downey	10.60	650.00	6,890.00	
05/05/11	D. Beresford	9.80	740.00	7,252.00	
05/05/11	K. Downey	10.50	650.00	6,825.00	
05/06/11	D. Beresford	8.50	740.00	6,290.00	
				,	
05/06/11	K. Downey	9.00	650.00	5,850.00	
00/00/11	ra bonney			5,000.00	
05/07/11	D. Beresford	5.00	740.00	3,700.00	
05/07/11	K. Downey	5.00	650.00	3,250.00	
05/09/11	D. Beresford	1.90	740.00	1,406.00	
				,	
05/09/11	K. Downey	0.30	650.00	195.00	
05/09/11	K. Downey	0.20	650.00	130.00	
		_			
05/10/11	D. Beresford	1.20	740.00	888.00	

Client No.082571 Invoice No. 1982010

Date	Name	Hours	Rate	Amount	Description
05/19/11	D. Beresford	1.20	740.00	888.00	
05/23/11	D. Beresford	1.80	740.00	1,332.00	
05/23/11	K. Downey	0.60	650.00	390.00	
05/25/11	D. Beresford	4.80	740.00	3,552.00	
05/25/11 05/26/11	K. Downey D. Beresford	6.50 7.90	650.00 740.00	4,225.00 5,846.00	
				,	
05/26/11	K. Downey	6.00	650.00	3,900.00	
05/27/11	D. Beresford	8.90	740.00	6,586.00	
05/27/11	K. Downey	3.50	650.00	2,275.00	
05/30/11	K. Downey	3.50	650.00	2,275.00	
05/31/11	D. Beresford	6.90	740.00	5,106.00	
05/31/11	K. Downey	3.50	650.00	2,275.00	
Profession	al Services				\$118,214.00
Less Travel	Discount				(\$13,900.00)
Total Profes	ssional Services				\$104,314.00
Less 5% Dis	scount				(\$5,215.70)
Total for Pr	ofessional Services				\$99,098.30

Other Charges

Photocopy	224.40
Travel - DINERS CLUB; Washington Detroit Evansville, IN Cincinnati W; April 05, 2011; BERESFORD,DOUGLAS L; 817635	47.00
Travel - DINERS CLUB; Washington Cincinnati Evansville, IN Cincinnat; May 02, 2011; BERESFORD,DOUGLAS L; 818147	47.00
Travel - DINERS CLUB; Washington Detroit Evansville, IN Cincinnati W; April 05, 2011; BERESFORD,DOUGLAS L; 817635	821.32
Travel - DINERS CLUB; Washington Cincinnati Evansville, IN Cincinnat; May 02, 2011; BERESFORD,DOUGLAS L; 818147	418.08
Travel - DINERS CLUB; Washington Atlanta Evansville, IN Cincinnati W; May 01, 2011; DOWNEY,KEVIN MICHAEL; 818145	47.00
Travel - DINERS CLUB; Washington Detroit Evansville, IN Cincinnati W; April 05, 2011; DOWNEY,KEVIN MICHAEL; 817636	47.00
Travel - DINERS CLUB; Washington Atlanta Evansville, IN Cincinnati W; May 01, 2011; DOWNEY,KEVIN MICHAEL; 818145	676.92
Travel - DINERS CLUB; Washington Detroit Evansville, IN Cincinnati W; April 05, 2011; DOWNEY, KEVIN MICHAEL; 817636	821.32
Hotel - Kentucky - May 1-7, 2011 KEVIN M. DOWNEY	874.00
Meals/Out of Town - Kentucky - May 1-7, 2011 KEVIN M. DOWNEY	56.78
Taxí - Kentucky - May 1-7, 2011 KEVIN M. DOWNEY	14.50
Car Rental - Kentucky - May 1-7, 2011 KEVIN M. DOWNEY	443.88
Hotel - Kentucky - May 2-7, 2011 DOUGLAS L. BERESFORD	719.90
Meals/Out of Town - Kentucky - May 2-7, 2011 DOUGLAS L. BERESFORD	85.51
Business Meals - May 2-7, 2011 DOUGLAS L. BERESFORD	122.14
Taxi - Kentucky - May 2-7, 2011 DOUGLAS L. BERESFORD	43.00
Misc. Travel Charges - tips - May 2-7, 2011 DOUGLAS L. BERESFORD	36.00
Misc. Travel Charges - gas - May 2-7, 2011 DOUGLAS L. BERESFORD	31.31

Total for Other Charges

\$5,577.06

TOTAL CURRENT INVOICE

\$104,675.36

Timekeeper Summary

Timekeeper	Rate	Hours	Amount
D. Beresford	\$740.00	88.60	\$65,564.00
K. Downey	\$650.00	81.00	\$52,650.00
Total All Timekeepers		169.60	\$118,214.00

Outstanding Invoices

Paid-in-full invoices and corresponding payments are not shown below. This summary reflects payments received through June 27, 2011.

This statement includes the current invoice.

Invoice	Matter			Other			Payments	
No.	No.	Date	Fees	Charges	Total	Payments	Date	Balan
1982010	082571.000520	06/27/11	4,247.00	0.00	4,247.00	0.00		4,247
1982010	082571.000700	06/27/11	99,098.30	5,577.06	104,675.36	0.00		104,675.:
			103,345.30	5,577.06	108,922.36	0.00		108,922.36

American Management Consulting LLC

8855 Old U.S. 60 Spottsville, KY 42458 Phone 270-454-9457

Email: <u>dspainhoward@bigrivers.com</u>
David Spainhoward: Member

TO-

Big Rivers Electric Corporation Mark Bailey 201 Third Street Henderson, KY 42420 270-827-2561



Terms:

Payment due within 20 days Make check payable to American Management Consulting LLC

DESCRIPTION		AMOUNT
June 1 – Assisting Big Rivers in Transition – Rate Case	3.75 Hours @ \$125	\$468.75
June 2 – Assisting Big Rivers in Transition – Rate Case	5.25 Hours @ \$125	\$656.25
June 2 – Assisting Big Rivers in Transition	.75 Hours @ \$125	\$93.75
June 3 – Assisting Big Rivers in Transition – Rate Case	4.75 Hours @ \$125	\$593.75
June 6 - Assisting Big Rivers in Transition - Rate Case	4.0 Hours @ \$125	\$500.00
June 8 – Assisting Big Rivers in Transition	7.50 Hours @ \$125	\$937.50
June 8 – Assisting Big Rivers in Transition – Rate Case	1.50 Hours @ \$125	\$187.50
June 13 – Assisting Big Rivers in Transition	6.0 Hours @ \$125	\$750.00
June 15 – Assisting Big Rivers in Transition	4.0 Hours @ \$125	\$500.00
June 15 - Assisting Big Rivers in Transition - Rate Case	4.0 Hours @ \$125	\$500.00
June 16 – Assisting Big Rivers in Transition	2.25 Hours @ \$125	\$281.25
June 16 – Assisting Big Rivers in Transition – Rate Case	1.0 Hours @ \$125	\$125.00
June 20 – Assisting Big Rivers in Transition	8.0 Hours @ \$125	\$1,000.00
June 21 – Assisting Big Rivers in Transition	8.75 Hours @ \$125	\$1,093.75
June 22 – Assisting Big Rivers in Transition	7.75 Hours @ \$125	\$968.75
June 23 – Assisting Big Rivers in Transition	8.25 Hours @ \$125	\$1,031.25
June 27 – Assisting Big Rivers in Transition	4.0 Hours @ \$125	\$500.00
June 27 – Assisting Big Rivers in Transition – Rate Case	4.5 Hours @ \$125	\$562.50
June 28 – Assisting Big Rivers in Transition	8.5 Hours @ \$125	\$1,062.50
lune 29 – Assisting Big Rivers in Transition	5.0 Hours @ \$125	\$625.00
SUBTOTAL	99.5 Hours @ \$125	\$12,437.50
fileage @ \$0.51 per mile	294 Miles	\$149.94
Meals 928225-DDD0 3593.75		\$68.78
Meals 928225-DDD0 3593.75 923100-2218 6624-97		
*ADJUSTMENT (IF ANY) PER CONTRACT		-\$2,437.50
TOTAL		\$10,218.72

Retainer \$10k per month. Adjustment \$10K - \$12,437.50 = <\$2,437.50> (June) plus <math>\$12,843.75 carry forward from May for total of \$10,406.25. The adjustment of \$10,406.25 will carry forward until offset by sufficient hours worked that exceed retainer (retainer is equivalent to 80 hours) by 83.25 hours at \$125 per hour (\$10,406.25). The monthly invoice will always equal or exceed \$10,000 plus expenses.

BRA 0019 923/00-2218

amzf 7/14/2011

Case No. 2011-00036

Witness: Mark A. Hite

Attachment for Fifth Supplemental Response to PSC 1-52a Page 32 of 86



Big Rivers Electric Corp. 201 Third Street P.O. Box 7024 Henderson, KY 42420 Attn: William Blackburn Chief Financial Officer July 11, 2011 Client No. 8814 Invoice No. 1315657

Orrick Contact: Carl F. Lyon

FOR SERVICES RENDERED through June 30, 2011 in connection with the matters described on the attached pages:

LESS CLIENT DISCOUNT

SUBTOTAL

DISBURSEMENTS as per attached pages:

TOTAL CURRENT FEES & DISBURSEMENTS (Pay this Amount):

Matter(s): 8814/1 - Rate Case

\$ 2,607.50
(195.56)
\$ 2,411.94
28.98
\$ 2,440.92

DUE UPON RECEIPT

The following is for information only: Previous Balance not included in this invoice: \$2,703.93 If this amount has already been paid, please disregard ON 3201 No /14/11

In order to ensure proper credit to your account, please reference your INVOICE and CLIENT numbers on your remittance. For inquiries, call: (304) 231-2701. Fax (304) 231-2501.

REMITTANCE COPY - PLEASE RETURN WITH PAYMENT

REMITTANCE ADDRESS:

Orrick, Herrington & Sutcliffe LLP
Dept 34461
P.O. Box 39000
San Francisco, CA 94139
Reference: 8814/ Invoice: 1315657

ELECTRONIC FUNDS TRANSFERS:

ACH& Wire Transfers:
ABA Number 121000248
SWIFT CODE: WFBIUS6S
Account Number: 4123701088
Wells Fargo
420 Montgomery Street
San Francisco, CA 94104
Account of
Orrick, Herrington & Sutcliffe LLP
Reference: 8814/ Invoice: 1315657
E.I.N. 94-2952627

OVERNIGHT DELIVERY:

Orrick, Herrington & Sutcliffe LLP
c/o Wells Fargo Lockbox
Attn: Dept 34461
3440 Walnut Avenue
Building A, Window H
Fremont, CA 94538
(213) 614-3248
Reference: 8814/ Invoice: 13/5657



Big Rivers Electric Corp. 201 Third Street P.O. Box 7024 Henderson, KY 42420 Attn: William Blackburn Chief Financial Officer

July 11, 2011 Client No. 8814 Invoice No. 1315657

Orrick Contact: Carl F. Lyon

For Legal Services Rendered Through June 30, 2011 in Connection With:

Matter: 1 - Rate Case

06/27/11	F. Gottlieb	0.20	146.00
06/27/11	C. Lyon	0.80	796.00
06/28/11	F. Gottlieb	1.60	1,168.00
06/28/11	C. Lyon	0.50	497.50
	Total Hours Total For Services Less 7.5 % Discount Total Fees	3.10	\$2,607.50 (195.56) \sqrt{\$2,411.94}

Timekeeper Summary	Hours	Rate	Amount	
Carl F. Lyon F. S. Gottlieb	1.30 1.80	995.00 730.00	1,293.50 1,314.00	0714 428-225 0000 BRA-0017
Total All Timekeepers	3.10	The state of the s	\$2,607.50	4978,
		Less Discount Total Fees	(195.56) \$2,411.94	BRA-0011
Disbursements Telephone Word Processing		0.54 28.44 Total Disbursement	s	0 Km 12 mg \$28.98 7/19/11

Case No. 2011-00036

Witness: Mark A. Hite

Attachment for Fifth Supplemental Response to PSC 1-52a Page 34 of 86



Big River	rs Electric Corp 8814	I	July 11, 2011 nvoice No. 1315657
Disburse	ments:		
06/16/11	Word Processing -	RUS CHECKLIST Word Processing; 00:00	0.10
	Secretaries	By: E. Postnikova; 0 minutes	
06/27/11	Telephone	12706911640; 1 Mins. By: C. Lyon	0.09
06/27/11	Telephone	12708271035; 2 Mins. By: C. Lyon	0.18
06/28/11	Telephone	12708271035; 2 Mins. By: C. Lyon	0.18
06/28/11	Word Processing -	BIG RIVERS RATE CASE Word	7.79
	Secretaries	Processing; 00:12 By: V. Sarafyan; 12 minutes	1112
06/28/11	Word Processing -	BIG RIVERS RATE CASE Word	0.19
	Secretaries	Processing; 00:00 By: V. Sarafyan; 0 minutes	
06/28/11	Word Processing -	BIG RIVERS RATE CASE Word	0.05
	Secretaries	Processing; 00:00 By: V. Sarafyan, 0	
0.640.044.1	*** 175	minutes	
06/28/11	Word Processing - Secretaries	BIG RIVERS RATE CASE	10.62
	Secretaries	(QUESTIONS/ANSWERS) Word Processing; 00:16 By: V. Sarafyan; 16	
		minutes	
06/28/11	Word Processing -	BIG RIVERS RATE CASE	2.70
	Secretaries	(QUESTIONS/ANSWERS) Word	
		Processing; 00:04 By: V. Sarafyan; 4	
		minutes	
06/28/11	Word Processing -	BIG RIVERS RATE CASE	5.26
	Secretaries	(QUESTIONS/ANSWERS) Word	
		Processing; 00:08 By: V. Sarafyan; 8 minutes	
06/28/11	Word Processing -	BIG RIVERS RATE CASE	1.73
	Secretaries	(QUESTIONS/ANSWERS) Word	
		Processing; 00:03 By: V. Sarafyan; 3	
06/29/11	Telephone	minutes 12708446131; 1 Mins. By: J. DeJesus	0.09
00/29/11	relephone	12700440131, 1 Millis. By. J. Desesus	0.09
		Disbursements Total	\$28.98
		Total For This Matter	\$2,440.92



Our Mission: Make Our Clients Successful

Federal ID: 43-0956142 Client PO: 119451

Client Agreement: June 29, 2010

BMcD Invoice: 57670-13

July 27, 2011

Kansas City, MO 64141-1883

Enclose Invoice Copy with Payment

TERMS: PAYABLE UPON RECEIPT - LATE CHARGE AFTER 30 DAYS

WIRE INSTRUCTIONS:

Account 9801192345 Routing 101000695 UMB Bank, N.A. 1010 Grand P.O. Box 419226 Kansas City, MO 64141 (816) 860-7000

Professional Services for Big Rivers Electric Corp Depreciation Study.

SERVICE THROUGH: 06/30/11

BIG RIVERS ELECTRIC CORP

JEREMY GARRETT

HENDERSON KY 42420

201 THIRD ST

LABOR

Labor Classification	Level	Regular Hours	Regular Rate	Amount
Senior	13	69.00	163.00	11,247.00
Associate	17	33.00	196.00	6,468.00
		102.00		17,715.00

EXPENSE

See Attached

1,009.80

TOTAL AMOUNT DUE THIS INVOICE

V \$ 18,724.80

Thank you for your business. We appreciate the opportunity to serve you.

cc: BMcD Project Manager: Ted Kelly 816-822-3208 tkelly@burnsmcd.com Invoice Inquiry: Vicki Jones 816-333-9400 x6422

OK AM 8/2/11 WOLA 8/2/11 BEA 0011 0314 928225-0000





Details for Invoice 57670-13

Labor Summary

Regular Hours	Premium Hours	Employee No.	Employee Name	Bill Level	Classification
69.00		6823	Summerville, Jon	13	Senior
33.00		4744	Kelly, Ted	· . 17	Associate
102.00	0.00	Totals			

Technology Charge

Technology Charge \$9.90 * 102.00 Hours 1,009.80

Total 1,009.80

3

American Management Consulting LLC

INVOICE

DATE: JULY 31, 2011 JULY SERVICES

INVOICE #12-JW

8855 Old U.S. 60 Spottsville, KY 42458 Phone 270-454-9457

Email: dspainhoward@bigrivers.com

David Spainhoward: Member

Big Rivers Electric Corporation Mark Bailey 201 Third Street Henderson, KY 42420 270-827-2561



FOR:

Consulting Services

Terms:

Payment due within 20 days

Make check payable to American Management Consulting LLC

DES	CRIPTION		AMOUNT
July 5 – Assisting Big Rivers in Tra	nsition	6.0 Hours @ \$125	\$750.00
July 6 – Assisting Big Rivers in Tra	nsition – Rate Case	3.25 Hours @ \$125	\$406.25
July 6 – Assisting Big Rivers in Tra	nsition	1.50 Hours @ \$125	\$187.50
July 7 – Assisting Big Rivers in Tra	nsition – Rate Case	2.0 Hours @ \$125	\$250.00
July 7 – Assisting Big Rivers in Tra	nsition	6.75 Hours @ \$125	\$843.75
July 8 – Assisting Big Rivers in Tra	nsition	2.75 Hours @ \$125	\$343.75
July 8 – Assisting Big Rivers in Tra	nsition – Rate Case	4.0 Hours @ \$125	\$500.00
July 11 – Assisting Big Rivers in Tr	ansition	9.0 Hours @ \$125	\$1,125.00
July 14 – Assisting Big Rivers in Tra	ansition	10.25 Hours @ \$125	\$1,281.25
July 15 – Assisting Big Rivers in Tra	ansition – Rate Case	9.75 Hours @ \$125	\$1,218,75
July 18 – Assisting Big Rivers in Tra	ansition – Rate Case	6.25 Hours @ \$125	\$781.25
July 19 – Assisting Big Rivers in Tra	ansition Rate Case	4.50 Hours @ \$125	\$562.50
July 20 – Assisting Big Rivers in Tra	ansition	7.25 Hours @ \$125	\$906.25
July 21 – Assisting Big Rivers in Tra	ansition	5.0 Hours @ \$125	\$625.00
July 21 – Assisting Big Rivers in Tra	ansition – Rate Case	4.0 Hours @ \$125	\$500.00
July 22 – Assisting Big Rivers in Tra	ansition	7.0 Hours @ \$125	\$875.00
July 22 Assisting Big Rivers in Tra	nsition – Rate Case	2.0 Hours @ \$125	\$250.00
	SUBTOT	AL 91.25 Hours @ \$125	\$11,406.25
Mileage @ \$0.555 per mile	Rate Case \$4469.	5 252 Miles	\$139.86
Meals	B7240019		\$32.28
	939635-000 0314 / 0019		
	*ADJUSTMENT (IF ANY) PER CONTRA	ज	-\$1,406.25
	ТОТ	AL	\$10,172.14

Retainer \$10k per month. Adjustment \$10K - \$11,406.25 = <\$1406.25> This contract ended on July 31, 2011. Sufficient hours were carried forward from June to offset July hours in excess of 80. The monthly invoice will always equal or exceed \$10,000 plus expenses.

BRA0019 923100-2218 019 0314

Case No. 2011-00036 Witness: Mark A. Hite

Attachment for Fifth Supplemental Response to PSC 1-52a

Page 38 of 86

Two Logan Square Sulte 1600 18th & Arch Streets Philadelphia, PA 19103-2770

215 567-6100 215-567-1493 fax www.pfm.com



August 05, 2011

Sullivan, Mountjoy, Stainback & Miller Mr. James M. Miller 100 St. Ann Street P.O. Box 727 Owensburg, KY 42303-4144

INVOICE: PFM-121666-PFM-12166

SEQ.: 002-000-001

RE: For Services provided to Big Rivers Electric Corporation for Rate Case Testimony (Phase 2 - May 17 - July 27, 2011).

INVOICE			
Name/Title SPEN, ALAN/Senior Director Public Power Total Professional Fees	Hours 116.00	Rate \$450.00	Total \$52,200.00 \$52,200.00
Expenses		_	\$1,966.04
Amount Due		\	\f \$54,166.04

Thank You,

Rate Car 0000 Public Financial Management, Inc.

William W. Cummings Billing Administrator

Remittance Address: Public Financial Management, Inc. Two Logan Square, Suite 1600 18th and Arch Streets

Philadelphia, PA 19103

Wire Instructions: Susquehanna Bank ABA# 031309123 Acct# 10006788342

INVOICE TERMS: UPON RECEIPT

Client ID: 08218.001

Aug 05, 2011 INVOICE:0-0-PFM-121667 SEQ: 000-000-001

SUPPORTING DETAILS

Category	Name	Comments	Amount Billed
T&E - Air Travel		Alan Spen	\$1,301.60
T&E - Car Rental		Alan Spen	\$164.04
T&E - Hotel		Alan Spen	\$303.70
T&E - Meals		Alan Spen	\$ 79 .49
T&E - Miscellaneous		Alan Spen	\$21.21
T&E - Parking		Alan Spen	\$96.00
1 002 1 000	Т&	E Total	\$1,966.04
	Tota	l Expenses:	\$1,966.04



Client ID: 08218.001





Hogan Lovells US LLP Columbia Square 555 Thirteenth Street, NW Washington, DC 20004 T +1 202 637 5600 F +1 202 637 5910 www.hoganlovells.com

August 5, 2011

Mr. C. William Blackburn
Senior Vice President of Financial
& Energy Services and
Chief Financial Officer
Big Rivers Electric Corporation
P.O. Box 24
Henderson, Kentucky 42420

Dear Bill:

Enclosed please find our statement covering legal fees and disbursements for June.

If you have any questions or need additional information, please call me.

Sincerely,

Douglas L. Beresford

Partner

douglas.beresford@hoganlovells.com

D+1 202 637 5819

Hogan Lovells US LLP is a limited liability partnership registered in the District of Columbia. Hogan Lovells refers to the international legal practice comprising Hogan Lovells US LLP, Hogan Lovells International LLP, Hogan Lovells Worldwide Group (a Swiss Verein), and their affiliated businesses with offices in: Abu Dhabi Alicante Amsterdam Baltimore Beijing Berlin Boulder Brussels Caracas Chicago Colorado Springs Denver Dubai Dusseldorf Frankfurt Hamburg Hanoi Ho Chi Minh City Hong Kong Houston London Los Angeles Madrid Miami Milan Moscow Munich New York Northern Virginia Paris Philadelphia Prague Rome San Francisco Shanghai Silicon Valley Singapore Tokyo Warsaw Washington DC Associated offices: Budapest Jeddah Riyadh Zagreb



BRA0019

Hogan Lovells US LLP Columbia Square 555 Thirteenth Street, NW Washington, DC 20004-1109 T +202 637 5600 F +202 637 5910

www.hoganlovells.com

Fed. I.D. No. 53-0084704

Invoice No. 1989717

Client No. 082571

Big Rivers Electric Corporation P.O. Box 24 Henderson, KY 42420 August 3, 2011

* * * COMBINED MATTER SUMMARY * * *

For Professional Services and Other Charges Through July 31, 2011

		Professional	Other		
		Services	Charges	Total	
David C.	NERC EMERGENCY ALERTS	\$3,216.00	\$0.00	\$3,216.00	See Details
varid C.	GRAND FATHERED AGREEMENTS	\$612.00	\$0.00	\$612.00	See Details
LI y.	2011 RATE CASE	\$154,224.00	\$539.69	\$ 158,591.69	154,763.69
/	Sub Total All Matters	\$158,052.00	\$539.69	158,591.69	
	Less Travel	(\$7,400.00)	\$0.00	(\$7,400.00)	-Ratelare
	Total All Matters	\$150,652.00	\$539.69	\$151,191.69	Neec - (321-607
	Less 10% Discount	(\$15,062.00)	\$539.69	(\$15,062.00)	Nesc - (321.607) - GFA - (61.207) - Rate Care (14679.2
	Grand Total All Matters	\$135,590.00	\$539.69	\$136,129.69	Yorkery
,	RAte Case Total= 132, 684.49				aller Jackery

Please include invoice number(s) on your check for faster processing.

PAYMENT IN U.S. DOLLARS MAY BE MADE BY WIRE TRANSFER TO OUR HOGAN LOVELLS US LLP – OPERATING ACCOUNT ACCOUNT# 2000010688096, WELLS FARGO BANK NA, 1300 | STREET, N.W. WASHINGTON, D.C. 20005
ABA #054001220

FOR WIRES COMING FROM OUTSIDE THE US, PLEASE USE - SWIFT CODE PNBPUS33 INSTEAD OF ABA

Hogan Lovells US LLP is a limited liability partnership registered in the District of Columbia. Hogan Lovells refers to the international legal practice comprising Hogan Lovells US LLP, Hogan Lovells International LLP, Hogan Lovells Worldwide Group (a Swiss Verein), and their affiliated businesses with offices in: Abu Dhabi Alicante Amsterdam Baltimore Beijing Berlin Boulder Brussels Caracas Chicago Colorado Springs Denver Dubai Dusseldorf Frankfurt Hamburg Hanoi Ho Chi Minh City Hong Kong Houston London Los Angeles Madrid Miami Miami Moscow Munich New York Northem Virginia Paris Philadelphia Prague Rome San Francisco Shanghai Silicon Valley Singapore Tokyo Warsaw Washington DC Associated offices: Budapest Jeddah Riyadh Zagreb

Client No. 082571 Invoice No. 1989717

Big Rivers Electric Corporation P.O. Box 24 Henderson, KY 42420

Combined Timekeeper Summary

Timekeeper	Rate	Hours	Amount
J. Lilyestrom	680.00	0.90	612.00
D. Beresford	740.00	163.50	120,990.00
K. Downey	650.00	55.00	35,750.00
S. Court	700.00	1.00	700.00
Total All Timekeepers		220.40	158,052.00

Combined Summary of Other Charges

Code	Description	Amount
25	Computer Research	80.44
73	Word Processing	56.25
86	CD ROM	9.00
90	Travel	394.00
in the second	Total	539.69

Matter No. 082571.000700

2011 RATE CASE

Date	Name	Hours	Rate	Amount	Description
06/01/11	D. Beresford	7.80	740.00	5,772.00	
06/01/11	K. Downey	2.50	650.00	1,625.00	
06/02/11	D. Beresford	5.90	740.00	4,366.00	
06/02/11	K. Downey	2.50	650.00	1,625.00	
06/03/11	D. Beresford	2.80	740.00	2,072.00	
06/03/11	K. Downey	3.80	650.00	2,470.00	
06/06/11	D. Beresford	5.80	740.00	4,292.00	
06/06/11	K. Downey	4.50	650.00	2,925.00	
06/07/11	D. Beresford	4.60	740.00	3,404.00	
06/07/11	K. Downey	3.80	650.00	2,470.00	
06/08/11	D. Beresford	2.90	740.00	2,146.00	
06/08/11	K. Downey	2.00	650.00	1,300.00	
06/09/11	D. Beresford	2.80	740.00	2,072.00	

Date	Name	Hours	Rate	Amount	Description
06/10/11	D. Beresford	2.90	740.00	2,146.00	
06/10/11	K. Downey	0.20	650.00	130.00	
06/14/11	D. Beresford	1.90	740.00	1,406.00	
06/14/11	K. Downey	5.70	650.00	3,705.00	
06/15/11	D. Beresford	2.90	740.00	2,146.00	
06/15/11	K. Downey	3.80	650.00	2,470.00	
06/16/11	D. Beresford	6.90	740.00	5,106.00	
06/17/11	D. Beresford	7.90	740.00	5,846.00	
06/17/11	K. Downey	2.00	650.00	1,300.00	
06/20/11	D. Beresford	7.70	740.00	5,698.00	
25/25/4	K 5	0.00	050.00	0.445.00	
06/20/11	K. Downey	3.30	650.00	2,145.00	
06/21/11	D. Beresford	7.40	740.00	5,476.00	
06/21/11	K. Downey	0.20	650.00	130.00	
06/22/11	D. Beresford	8.50	740.00	6,290.00	
06/22/11	K. Downey	1.20	650.00	780.00	
06/23/11	D. Beresford	9.80	740.00	7,252.00	
06/23/11	K. Downey	6.20	650.00	4,030.00	

Client No.082571 Invoice No. 1989717

Date	Name	Hours	Rate	Amount	Description
06/24/11	D. Beresford	10.60	740.00	7,844.00	
06/24/11	K. Downey	5.20	650.00	3,380.00	
00/24/11	re. Downey	0.20	000.00	0,000.00	
06/25/11	D. Beresford	7.80	740.00	5,772.00	
06/25/11	K. Downey	6.00	650.00	3,900.00	
06/26/11	D. Beresford	6.90	740.00	5,106.00	
					I
06/26/11	K. Downey	1.00	650.00	650.00	
00/07/44	D. D	0.50	740.00	7 000 00	
06/27/11	D. Beresford	9.50	740.00	7,030.00	
06/27/11	K. Downey	0.60	650.00	390.00	
06/28/11	D. Beresford	. 8.60	740.00	6,364.00	
06/28/11	D. Beresford	5.00	740.00	3,700.00	
06/28/11	K. Downey	0.50	650.00	325.00	
	•				
06/29/11	D. Beresford	9.80	740.00	7,252.00	
06/30/11	D. Beresford	8.40	740.00	6,216.00	
00/00/44	D. Danastand	E 00	740.00	0.700.00	
06/30/11	D. Beresford	5.00	740.00	3,700.00	
Profession	nal Services				\$154,224.00
Less 10% l	Discount				(22.070.20)
1.033 1078 1	Jisodani				(22,079.20)
Total for P	rofessional Services				\$132,144.80
Other Char	ges				
	Computer Research				80.44
	Word Processing				56.25

DIG HIVERS ELECTHIC CONFORMIUN	
Client No.082571	
Invoice No. 1989717	

August 3, 2011 Page 6

Travel - DINERS CLUB; Evansville, IN Cincinnati Washington; May 07, 2011; BERESFORD, DOUGLAS	47.00
L; 818688 Travel - DINERS CLUB; Evansville, IN Cincinnati Washington; May 07, 2011; BERESFORD, DOUGLAS	150.00
L; 818688 Travel - DINERS CLUB; Evansville, IN Cincinnati Washington; May 07, 2011; DOWNEY,KEVIN MICHAEL; 818686	47.00
Travel - DINERS CLUB; Evansville, IN Cincinnati Washington; May 07, 2011; DOWNEY, KEVIN MICHAEL; 818686	150.00
CD ROM	9.00

Total for Other Charges

\$539.69

TOTAL CURRENT INVOICE

\$132,684.49 V

Timekeeper Summary

BRADD19 928225-DDD0 0314 0019

Timekeeper	Rate	Hours	Amount
D. Beresford	\$740.00	160.10	\$118,474.00
K. Downey	\$650.00	55.00	\$35,750.00
Total All Timekeepers		215.10	\$154,224.00

Outstanding Invoices

Paid-in-full invoices and corresponding payments are not shown below.

This summary reflects payments received through August 3, 2011.

This statement includes the current invoice.

Invoice	Matter			Other			Payments	
No.	No.	Date	Fees	Charges	Total	Payments	Date	Balance
1989717	082571.000520	08/03/11	2,894.40	0.00	2,894.40	0.00		2,894.40
1989717	082571.000610	08/03/11	550.80	0.00	550.80	0.00		550.80
1989717	082571.000700	08/03/11	132,144.80	539.69	132,684.49	0.00		132,684.49
Total			135,590.00	539.69	136,129.69	0.00		136,129.69

\$RA0019 928225-0000 0314 0019 alala Company

* * * RETURN THIS PAGE WITH YOUR PAYMENT * * *

Please include invoice number(s) on your check for faster processing.



Hogan Lovells US LLP Columbia Square 555 Thirteenth Street, NW Washington, DC 20004 T +1 202 637 5600 F +1 202 637 5910 www.hoganlovells.com

August 15, 2011

Mr. C. William Blackburn
Senior Vice President of Financial
& Energy Services and
Chief Financial Officer
Big Rivers Electric Corporation
P.O. Box 24
Henderson, Kentucky 42420

Dear Bill:

Enclosed please find our statement covering legal fees and disbursements for July 1-31, 2011.

If you have any questions or need additional information, please call me.

Sincerely,

Douglas L. Beresford

Partner douglas.beresford@hoganlovells.com D +1 202 637 5819

Hogan Lovells US LLP is a limited liability partnership registered in the District of Columbia. Hogan Lovells refers to the international legal practice comprising Hogan Lovells US LLP, Hogan Lovells International LLP, Hogan Lovells Worldwide Group (a Swiss Verein), and their affiliated businesses with offices in: Abu Dhabi Alicante Amsterdam Battimore Beijing Berlin Boulder Brussels Caracas Chicago Colorado Springs Derver Dubai Dusseldorf Frankfurt Hamburg Hanoi Ho Chi Minh City Hong Kong Houston London Los Angeles Madrid Miami Millan Moscow Munich New York Northers Virginia Paris Philadelphia Prague Rome San Francisco Shanghai Silicon Valley Singapore Tokyo Warsaw Washington DC Associated offices: Budapest Jeddah Riyadh Zagrab



Hogan Lovells US LLP Columbia Square 555 Thirteenth Street, NW Washington, DC 20004-1109 T +202 637 5600 F+202 637 5910

www.hoganlovelis.com

Fed. I.D. No. 53-0084704

Invoice No. 1990464

Client No. 082571

Big Rivers Electric Corporation P.O. Box 24 Henderson, KY 42420

August 15, 2011

* * * COMBINED MATTER SUMMARY * * *

For Professional Services and Other Charges Through July 31, 2011

	Professional Services	Other Charges	Total
2011 RATE CASE	\$261,824.00	\$5,830.24	\$267,654.24
LESS 2011 RATE CASE TRAVEL	(28,450.00)	0.00	(28,450.00)
Total for All Matters	\$233,374.00	\$5,830.24	\$239,204.24
LESS 10% DISCOUNT	(23,337.40)	0.00	(23,337.40)
Grand Total All Matters	\$210,036.60	\$5,830.24	\$215,866.84

Please include invoice number(s) on your check for faster processing.

PAYMENT IN U.S. DOLLARS MAY BE MADE BY WIRE TRANSFER TO OUR
HOGAN LOVELLS US LLP - OPERATING ACCOUNT
ACCOUNT* 2000010886096, WELLS FARGO BANK NA, 1300 I STREET, N W.
WASHINGTON, D.C. 20005
ABA #054001220
FOR WIRES COMING FROM OUTSIDE THE US, PLEASE USE - SWIFT CODE PNBPUS33 INSTEAD OF ABA

Hogan Lovells US LLP is a limited liability partnership registered in the District of Columbia. Hogan Lovells refers to the international legal practice comprising Hogan Lovells US LLP, Hogan Lovells International LLP, Hogan Lovells Worldwide Group (a Swiss Verein), and their affiliated businesses with offices in: Abu Dhabi Alicante Amsterdam Battimore Belijing Berlin Boulder Brussels Caracas Chicago Colorado Springs Denver Dubai Dusseldorf Frankfurt Hamburg Hanol Ho Chi Minh City Hong Kong Houston London Los Angeles Madrid Miami Millan Moscow Munich New York Northern Virginia Paris Philadelphia Prague Rome San Francisco Shanghal Silicon Valley Singapore Tokyo Warsaw Washington DC Associated offices: Budapest Jeddah Riyadh Zagreb

\\\700999/000020 - 817002 v1

Case No. 2011-00036 Witness: Mark A. Hite

Attachment for Fifth Supplemental Response to PSC 1-52a

Big Rivers Electric Corporation P.O. Box 24 Henderson, KY 42420

Combined Timekeeper Summary

Timekeeper	Rate	Hours	Amount
D. Beresford	740.00	226.10	167,314.00
K. Downey	650.00	145.40	94,510.00
Total All Timekeepers		371.50	261,824.00

Combined Summary of Other Charges

Code	Description	Amount
01	Photocopy	5.00
25	Computer Research	163.55
28	Air Freight	47.20
75	Car Rental	349.82
87	Hotel	1,542.18
88	Taxi	130.00
90	Travel	2,963.57
91	Misc. Travel Charges	156.38
95	Business Meals	254.84
97	Meals/Out of Town	117.70
99	Miscellaneous	100.00
	Total	5,830.24

Matter No. 082571.000700

2011 RATE CASE

Date	Name	Hours	Rate	Amount	Description
07/01/11	D. Beresford	9.90	740.00	7,326.00	
07/01/11	K. Downey	4.20	650.00	2,730.00	
07/07/11	, a Donney				
07/02/11	D. Beresford	3.80	740.00	2,812.00	
07/04/11	D. Beresford	4.90	740.00	3,626.00	
07/04/11	K. Downey	0.70	650.00	455.00	
07/05/11	D. Beresford	8.20	740.00	6,068.00	
07/05/11	K. Downey	2.20	650.00	1,430.00	
07/06/11	D. Beresford	8.30	740.00	6,142.00	
07/06/11	K. Downey	3.00	650.00	1,950.00	
07/07/11	D. Beresford	7.80	740.00	5,772.00	
07/07/11	K. Downey	4.00	650.00	2,600.00	
GI/O//TT	Downey	7.00	555.00	£,000.00	
07/00/114	D. Borneford	8.00	740.00	E 000 00	
07/08/11	D. Beresford	8,00	740.00	5,920.00	

Date	Name	Hours	Rate	Amount	Description
07/08/11	K. Downey	4.20	650.00	2,730.00	
07/10/11	D. Beresford	5.00	740.00	3,700.00	
07/10/11	D. Beresford	1.80	740.00	1,332.00	
07/11/11	D. Beresford	11.80	740.00	8,732.00	
07/11/11	K. Downey	4.00	650.00	2,600.00	
07/11/11	K. Downey	6.00	650.00	3,900.00	
07/12/11	D. Beresford	10.90	740.00	8,066.00	
o=14044	V 5	44.00	050.00	7.000.00	
07/12/11	K. Downey	11.20	650.00	7,280.00	
07/13/11	D. Beresford	10.40	740.00	7,696.00	
07/13/11	K. Downey	10.30	650.00	6,695.00	
07/14/11	D. Beresford	5.60	740.00	4,144.00	
07/14/11	D. Beresford	5.00	740.00	3,700.00	
07/14/11	K. Downey	4.00	650.00	2,600.00	•
07/14/11	K. Downey	6.00	650.00	3,900.00	
07/15/11	D. Beresford	7.90	740.00	5,846.00	
07/15/11	K. Downey	3.00	650.00	1,950.00	
07/16/11	D. Beresford	3.70	740.00	2,738.00	
3.7.137.1	_, _ 0. 0010111	2			
07/17/11	D. Beresford	2.90	740.00	2,146.00	
07/18/11	D. Beresford	7.90	740.00	5,846.00	!

Client No.082571 Invoice No. 1990464

Date	Name	Hours	Rate	Amount	Description
07/18/11	K. Downey	4.90	650.0O	3,185.00	· ·
07/19/11	D. Beresford	8.20	740.0O	6,068.00	
07/19/11	K. Downey	6.90	650.0O	4,485.00	
07/20/11	D. Beresford	8.40	740.0 O	6,216.00	
07720711	D. Delesiolu	0.40	740.00	0,210.00	
07/20/11	K. Downey	5.70	650.00	3,705.00	
07/21/11	D. Beresford	8.60	740.00	6,364.00	
07/21/11	K. Downey	6.70	650.00	4,355.00	
07721711	re Downey	0.70	000.00	4,000.00	
07/22/11	D. Beresford	8.50	740.00	6,290.00	
07/22/11	K. Downey	4.00	650.00	2,600.00	
07/24/11	D. Beresford	5.00	740.00	3,700.00	
07/24/11	D. Beresford	3.50	740.00	2,590.00	
07/25/11	D. Beresford	12.80	740.00	9,472.00	
07/25/11	K. Downey	5.00	650.00	3,250.00	
07/25/11	K. Downey	6.20	650.00	4,030.00	
07/26/11	D. Beresford	13.80	740.00	10,212.00	
	=		050.00		
07/26/11	K. Downey	10.10	650.00	6,565.00	
07/27/11	D. Beresford	14.90	740.00	11,026.00	

Date	Name	Hours	Rate	Amount	Description	
07/27/11	K. Downey	11.70	650.0O	7,605.00		
07/28/11	D. Beresford	10.70	740.00	7,918.00		
07/28/11	K. Downey	9.90	650.00	6,435.00		
07/28/11	K. Downey	1.00	650.00	650.00		
07/29/11	D. Beresford	5.00	740.00	3,700.00		
07/29/11	D. Beresford	2.90	740.00	2,146.00		
07/29/11	K. Downey	2.00	650.00	1,300.00		
07/29/11	K. Downey	4.00	650.00	2,600.00		
07/30/11	K. Downey	4.50	650.00	2,925.00		
Profession	nal Services					\$261,824.00
Less Trave	el Discount					(28,450.00)
Less 10%	Discount					(23,337.40)
Total for F	Professional Services					\$210,036.60
Other Chai	raec					
Other Onai						
	Photocopy	.h			5.00	
	Computer Researd Travel - DINERS C		shinaton A	tlanta	163.55 47.00	
	Evansville, IN Detr				47.00	
	BERESFORD, DOL					
Travel - DINERS CLUB; Washington Atlanta Evansville, IN Detroit Wash; July 10, 2011;					442.64	
BERESFORD, DOUGLAS L; 810150						
Travel - DINERS CLUB; Washington Atlanta					47.00	
	Evansville, IN Atlanta Wash; June 28, 2011; BERESFORD,DOUGLAS L; 810122					
Travel - DINERS CLUB; Washington Louisville					47.00	
	Washington; July 2 L; 810151	:5, 2011; E	BERESFOR	RD,DOUGLAS	3	
		LUB; Was	shington At	lanta	1,036.49	
	Travel - DINERS CLUB; Washington Atlanta Evansville, IN Atlanta Wash; June 28, 2011; BERESFORD,DOUGLAS L.; 810122					

Page 55 of 86

Travel - DINERS CLUB; Washington Louisville Washington; July 25, 2011; BERESFORD,DOUGLAS L; 810151	403.40
Travel - DINERS CLUB; Washington Atlanta Evansville, IN Detroit Wash; July 10, 2011; DOWNEY, KEVIN MICHAEL; 810152	47.00
Travel - DINERS CLUB; Washington Louisville Washington; July 25, 2011; DOWNEY,KEVIN MICHAEL; 810154	47.00
Travel - DINERS CLUB; Washington Atlanta Evansville, IN Detroit Wash; July 10, 2011; DOWNEY,KEVIN MICHAEL; 810152	442.64
Travel - DINERS CLUB; Washington Louisville Washington; July 25, 2011; DOWNEY,KEVIN MICHAEL; 810154	403.40
Air Freight - Federal Express Inv#754033168 Airbill#797226615603	15.41
Miscellaneous - Kentucky Bar Association Out-of-State Certification Request fee - June 21, 2011 KEVIN M. DOWNEY	100.00
Hotel - Kentucky - June 28-30, 2011 DOUGLAS L. BERESFORD	331.20
Car Rental - Kentucky - June 28-30, 2011 DOUGLAS L. BERESFORD	139.16
Meals/Out of Town - Kentucky - June 28-30, 2011 DOUGLAS L. BERESFORD	58.80
Misc. Travel Charges - Gas - June 28-30, 2011 DOUGLAS L. BERESFORD	6.16
Misc. Travel Charges - Tips - June 28-30, 2011 DOUGLAS L. BERESFORD	12.00
Taxi - Kentucky - June 28-30, 2011 DOUGLAS L. BERESFORD	40.00
Air Freight - Federal Express Inv#754783176 Airbill#794901664870	16.58
Hotel - Kentucky - July 11-14, 2011 KEVIN M. DOWNEY	445.05
Meals/Out of Town - Kentucky - July 11-14, 2011 KEVIN M. DOWNEY	21.54
Taxi - Kentucky - July 11-14, 2011 KEVIN M. DOWNEY	33.00
Car Rental - Kentucky - July 11-14, 2011 KEVIN M. DOWNEY	210.66
Misc. Travel Charges - Change ticket fee - July 11-14, 2011 KEVIN M. DOWNEY	50.00
Misc. Travel Charges - Gasoline - July 11-14, 2011 KEVIN M. DOWNEY	14.22
Hotel - Kentucky - July 10-14, 2011 DOUGLAS L. BERESFORD	765.93
Taxi - Kentucky - July 10-14, 2011 DOUGLAS L. BERESFORD	57.00
Meals/Out of Town - Kentucky - July 10-14, 2011 DOUGLAS L. BERESFORD	37.36
Business Meals - Kentucky - July 10-14, 2011 DOUGLAS L. BERESFORD	254.84

BIG RIVERS ELECTRIC CORPORATION Client No.082571 Invoice No. 1990464

August 15, 2011 Page 6

Misc. Travel Charges - Flight change fee - July 10-14, 2011 DOUGLAS L. BERESFORD	50.00
Misc. Travel Charges - Tips - July 10-14, 2011 DOUGLAS L. BERESFORD	24.00
Air Freight - Federal Express Inv#755516433 Airbill#797269036300	15.21

Total for Other Charges

\$5,830.24

TOTAL CURRENT INVOICE

\$215,866.84

Timekeeper Summary

Timekeeper	Rate	Hours	Amount
D. Beresford	\$740.00	226.10	\$167,314.00
K. Downey	\$650.00	145.40	\$94,510.00
Total All Timekeepers		371.50	\$261,824.00

Page 57 of 86

Outstanding Invoices

Paid-in-full invoices and corresponding payments are not shown below.

This summary reflects payments received through August 15, 2011.

This statement includes the current invoice.

Invoice	Matter			Other			Payments	
No.	No.	Date	Fees	Charges	Total	Payments	Date	Balance
1989717	082571.000700	08/03/11	132,144.80	539.69	132,684.49	0.00		132,684.49
1990464	082571.000700	08/15/11	210,036.60	5,830.24	5,830.24 215,866.84			215,866.84
		·						
Total			342,181.40	6,369.93	348,551.33	0.00		348,551.33

* * * RETURN THIS PAGE WITH YOUR PAYMENT * **

Please include invoice number(s) on your check for faster processing.



Hogan Lovells US LLP Columbia Square 555 Thirteenth Street, NW Washington, DC 20004 T +1 202 637 5600 F +1 202 637 5910 www.hoganlovells.com

August 15, 2011

Mr. C. William Blackburn
Senior Vice President of Financial
& Energy Services and
Chief Financial Officer
Big Rivers Electric Corporation
P.O. Box 24
Henderson, Kentucky 42420

Dear Bill:

Enclosed please find our statement covering legal fees and disbursements for August 1-15, 2011.

If you have any questions or need additional information, please call me.

Sincerely,

Douglas L. Beresford

Partner douglas.beresford@hoganlovells.com D +1 202 637 5819

Hogan Lovells US LLP is a limited liability partnership registered in the District of Columbia Hogan Lovells refers to the international legal practice comprising Hogan Lovells US LLP, Hogan Lovells International LLP, Hogan Lovells Worldwide Group (a Swiss Verein), and their affiliated businesses with offices in: Abu Dhabi Alicante Amsterdam Baltimore Beijing Berlin Boulder Brussels Caracas Chicago Colorado Springs Denver Dubal Dusseldorf Frankfurl Hamburg Hanoi Ho Chi Minh City Hong Kong Houston London Los Angeles Madrid Miemi Millam Miscow Munich New York Northern Virginia Peris Philadelphia Prague Rome San Francisco Shanghai Silicon Valley Singapore Tokyo Warsaw Washington DC Associated offices: Budapest Jeddah Riyadh Zagreb



Hogan Lovells US LLP Columbia Square 555 Thirteenth Street, NW Washington, DC 20004-1109 T +202 637 5600 F +202 637 5910

www.hoganlovells.com

Fed. I.D. No. 53-0084704

Invoice No. 1991907

Client No. 082571

Big Rivers Electric Corporation P.O. Box 24 Henderson, KY 42420 August 15, 2011

* * * COMBINED MATTER SUMMARY * * *

For Professional Services and Other Charges Through August 15, 2011

	Professional Services	Other Charges	Total
2011 RATE CASE	\$66,727.00	\$1,601.04	\$68,328.04
LESS 10% DISCOUNT RATE CASE	(6,672.70)	0.00	(6,672.70)
Grand Total All Matters	\$60,054.30	\$1,601.04	\$61,655.34

Please include invoice number(s) on your check for faster processing.

PAYMENT IN U.S. DOLLARS MAY BE MADE BY WIRE TRANSFER TO OUR HOGAN LOVELLS US LLP - OPERATING ACCOUNT ACCOUNT# 2000010688096, WELLS FARGO BANK NA, 1300 I STREET, N.W WASHINGTON, D.C. 20005 ABA #054001220

FOR WIRES COMING FROM OUTSIDE THE US, PLEASE USE - SWIFT CODE PNBPUS33 INSTEAD OF ABA

Hogan Lovells US LLP is a limited liability partnership registered in the District of Columbia. Hogan Lovells refers to the International legal practice comprising Hogan Lovells US LLP, Hogan Lovells US LLP, Hogan Lovells Worldwide Group (a Swiss Verein), and their affiliated businesses with offices in: Abu Dhabi Alicante Amsterdam Battimore Beijing Berlin Boulder Brussels Caracas Chicago Colorado Springs Denver Dubai Dusseldoff Frankfurt Hamburg Hanot Ho Chil Minh Chy Hong Kong Houston London Los Angeles Madrid Miami Milan Moscow Munich New York Northern Virginia Paris Philadelphia Prague Rome San Francisco Shanghal Silicon Valley Singapore Tokyo Wersaw Washington DC Associated offices: Budapest Jeddah Riyadh Zagreb

Big Rivers Electric Corporation P.O. Box 24 Henderson, KY 42420

Combined Timekeeper Summary

Timekeeper	Rate	Hours	Amount
D. Beresford	740.00	42.30	31,302.00
K. Downey	650.00	54.50	35,425.00
Total All Timekeepers		96.80	66,727.00

Combined Summary of Other Charges

Code	Description	Amount
01	Photocopy	1.60
02	Printing	1.60
28	Air Freight	15.21
75	Car Rental	399.83
87	Hotel	547.58
88	Taxi	26.00
91	Misc. Travel Charges	49.00
95	Business Meals	551.22
97	Meals/Out of Town	9.00
	Total	1,601.04

Page 61 of 86

Matter No. 082571.000700

2011 RATE CASE

Date	Name	Hours	Rate	Amount	Description
08/01/11	D. Beresford	4.90	740.00	3,626.00	
08/01/11	K. Downey	8.50	650.00	5,525.00	
08/02/11	D. Beresford	5.80	740.00	4,292.00	
08/02/11	K. Downey	9.30	650.00	6,045.00	
08/03/11	D. Beresford	6.80	740.00	5,032.00	
08/03/11	K. Downey	10.20	650.00	6,630.00	•
08/04/11	D. Beresford	6.70	740.00	4,958.00	
08/04/11	K. Downey	7.50	650.00	4,875.00	
08/05/11	D. Beresford	6.50	740.00	4,810.00	
08/05/11	K. Downey	3.60	650.00	2,340.00	
08/06/11	K. Downey	2.10	650.00	1,365.00	

Date	Name	Hours	Rate	Amount	Description	
08/07/11	K. Downey	2.00	650.00	1,300.00		
08/08/11	D. Beresford	3.90	740.00	2,886.00		
08/08/11	K. Downey	6.20	650.0 O	4,030.00		
08/09/11	D. Beresford	3.80	740.00	2,812.00		
08/09/11	K. Downey	3.40	650.0 0	2,210.00		
08/11/11	K. Downey	0.50	650.00	325.00		
08/12/11	K. Downey	1.20	650.00	780.00		
08/15/11	D. Beresford	3.90	740.00	2,886.00		
Professio	nal Services					\$66,727.00
LESS 10% DISCOUNT 2011 RATE CASE						(6,672.70)
Total for F	Professional Service		\$60,054.30			
Other Cha	rges					
	Photocopy				1.60	
	Printing		1.60			
	Air Freight - Fe Airbill#7973077	derai Express 20885	: Inv#/5/05	15.21		
	Hotel - Louisvill BERESFORD	Hotel - Louisville, KY - July 24-28, 2011 DOUGLAS L				
	Meals/Out of To	Meals/Out of Town - Louisville, KY - July 24-28, 2011 DOUGLAS L. BERESFORD				
	Business Meals	Business Meals - Louisville, KY - July 24-28, 2011 DOUGLAS L. BERESFORD				
	Taxi - Louisville BERESFORD	Taxi - Louisville, KY - July 24-28, 2011 DOUGLAS L.				
	Car Rental - Lo DOUGLAS L. B		July 24-28,	399.83		
	Misc. Travel Ch DOUGLAS L. B		July 24-28.	30.00		
	Misc. Travel Ch 2011 DOUGLAS	arges - Seat l		uly 24-28,	19.00	
otal for Other Charges						<u>\$1,601.04</u>
OTAL CUI	<u>\$61,655.34</u>					

Timekeeper Summary

Timekeeper	Rate	Hours	Amount	
D. Beresford	\$740. O 0	42.30	\$31,302.00	
K. Downey	\$650. O 0	54.50	\$35,425.00	
Total All Timekeepers		96.80	\$66,727.00	

Outstanding Invoices

Paid-in-full invoices and corresponding payments are not shown below. This summary reflects payments received through August 15, 2011.

This statement includes the current invoice.

Invoice	Matter	Other				Payments		
No.	No.	Date	Fees	Charges	Total	Payments	Date	Balance
1989717	082571.000700	08/03/11	132,144.80	539.69	132,684.49	0.00		132,684.49
1990464	082571.000700	08/15/11	210,036.60	5,830.24	215,866.84	0.00		215,866.84
1991907	082571.000700	08/15/11	60,054.30	1,601.04	61,655.34	0.00		61,655.34
Total			402,235.70	7,970.97	410,206.67	0.00		410,206.67

* • • RETURN THIS PAGE WITH YOUR PAYMENT * * *

Please include invoice number(s) on your check for faster processing.

SULLIVAN, MOUNTJOY, STAINBACK & MILLER PSC

ATTORNEYS AT LAW

Ronald M. Sullivan

Jesse T. Mountjoy

Frank Stainback

James M. Miller

Michael A. Fiorella

Allen W. Holbrook

R. Michael Sullivan

Bryan R. Reynolds Tyson A. Kamuf

Mark W. Starnes

C. Ellsworth Mountjoy

Mary L. Moorhouse

PERSONAL AND CONFIDENTIAL

Mr. C. William Blackburn Vice President and Chief Financial Officer Big Rivers Electric Corporation 201 Third Street, P.O. Box 24 Henderson, KY 42419-0024

Re:

August 3, 2011

The Prime Group

Invoice Date: August 1, 2011

Dear Bill:

Enclosed is an invoice from The Prime Group for the month of July 2011, in connection with its latest work in providing assistance with rate case preparation. Please issue payment directly to The Prime Group.

Sincerely yours,

James M. Miller

ЛММ/ej Enclosure

Telephone (270) 926-4000 Telecopier (270) 683-6694

> 100 St. Ann Building PO Box 727 Owensboro, Kentucky 42302-0727

■ The Prime Group



August 1, 2011

Mr. James M. Miller Sullivan, Mountjoy, Stainback & Miller P.S.C. P.O. Box 727 Owensboro, KY 42302-0727

Dear Mr. Miller:

Enclosed is an invoice for the consulting services that The Prime Group has provided during July in providing assistance with rate case preparation for Big Rivers Electric Cooperative. Thank you for giving us the opportunity to work with you on this project.

Sincerely,

Martin Blake Principal

Enclosure

■ The Prime Group

Invoice for Services Rendered

Invoice Date: August 1, 2011

To: Sullivan, Mountjoy, Stainback & Miller P.S.C.

P.O. Box 727

Owensboro, KY 42302-0727

Attn: Mr. James M. Miller



Rate Case Preparation

92.5 hours of consulting work by John Wolfram @ \$175.00/hr \$ 16,187.50 during July for assistance with rate case preparation for Big Rivers.

176.0 hours of consulting work by Steve Seelye @ \$200.00/hr \$35,200.00 during July for assistance with rate case preparation for Big Rivers.

12.0 hours of consulting work by Jeff Wernert @ \$150.00/hr \$ 1,800.00 during July for assistance with rate case preparation for Big Rivers.

Expenses Wolfram

 578 miles @ \$0.51
 \$ 294.78

 Hotels
 \$ 208.15

 Meals
 \$ 7.86

Expenses Seelye

603 miles @ \$0.51 Hotels Meals

Total Amount due for July

Please remit payment to:

The Prime Group, LLC

P.O. Box 837

Crestwood, KY 40014-0837

Athan young

307.53

271.49

\$ 54,322.81

45.50

BRADES 928225-0000 0314

The Prime Group, LLC
P. O. Box 837 • Crestwood, KY • 40014-0837
Phone 502-425-7882 FAX 502-326-9894

Case No. 2011-00036 Witness: Mark A. Hite

8/8/11 CWP

■ The Prime Group



August 13, 2011

Mr. James M. Miller Sullivan, Mountjoy, Stainback & Miller P.S.C. P.O. Box 727 Owensboro, KY 42302-0727

Dear Mr. Miller:

Enclosed is an invoice for the consulting services that The Prime Group has provided so far during August in providing assistance with rate case preparation for Big Rivers Electric Cooperative. Thank you for giving us the opportunity to work with you on this project.

Sincerely,

Martin Blake Principal

Enclosure

The Prime Group, LLC
P. O. Box 837 • Crestwood, KY • 40014-0837
Phone 502-425-7882 FAX 502-326-9894

■ The Prime Group ■

Invoice for Services Rendered

Invoice Date: August 13, 2011

To: Sullivan, Mountjoy, Stainback & Miller P.S.C.

P.O. Box 727

Owensboro, KY 42302-0727

Attn: Mr. James M. Miller

Rate Case Preparation 19.5 hours of consulting work by John Wolfram @ \$175.00/hr to date during August for assistance with post hearing data requests and support in reviewing and commenting on Briefs for Big Rivers rate case.	\$ 3,412.50
22.0 hours of consulting work by Steve Seelye @ \$200.00/hr to date during August for assistance with post hearing data requests and support in reviewing and commenting on Briefs for Big Rivers rate case	\$ 4,400.00
1.0 hour of consulting work by Jeff Wernert @ \$150.00/hr to date during August for assistance with post hearing data requests for Big Rivers.	\$ 150.00
Total Amount due to date for August	\$ 7,962.50

Please remit payment to:

The Prime Group, LLC

P.O. Box 837

Crestwood, KY 40014-0837

The Prime Group, LLC
P. O. Box 837 • Crestwood, KY • 40014-0837
Phone 502-425-7882 FAX 502-326-9894

Sullivan, Mountjoy, Stain back & Miller, P.S.C. 100 St. Ann Street P.O. Box 727 Owensboro, KY 42302-0727

Tax ID# 61-673590

August 01, 2011	
Big Rivers Electric Corp. Attn: Mark Hite Vice President of Accounting P. O. Box 24 Henderson, KY 42419-002	Expenditure Type 314
Invoice # 108,531 Our file # 17356 Billing through 07/31/2011	
Preparation for Board Meetings	
Balance Forward for this Matter Payments Applied to this Matter Total Fees for this Matter Total Expenses for this Matter Total Current Charges for this Matter Balance Due for this Matter General Finance & Administrative Matters	2,200.00 2,200.00 2,456.00 0.00 2,456.00 32,456.00 \$2,456.00 \$2,456.00 \$2,456.00
Balance Forward for this Matter	570.00
Payments Applied to this Matter Total Fees for this Matter Total Expenses for this Matter Total Current Charges for this Matter Balance Due for this Matter	570.00 1,520.00 0.00
Fuel Procurement	923/00-
Balance Forward for this Matter Payments Applied to this Matter Total Fees for this Matter Total Expenses for this Matter Total Current Charges for this Matter Balance Due for this Matter	
Re: Large Industrial Contracts	923100 - 0000
Balance Forward for this Matter Payments Applied to this Matter Total Fees for this Matter Total Expenses for this Matter Total Current Charges for this Matter Balance Due for this Matter Re: General Power Marketing Agreements	3,102.00 3,102.00 3,630.00 0.00 3,630.00 3,630.00 3,630.00 3,630.00 3,630.00 3,630.00
Balance Forward for this Matter	0.00

Page 71 of 86

Payments Applied to this Matter Total Fees for this Matter Total Expenses for this Matter Total Current Charges for this Matter Balance Due for this Matter	Blackburn -	0.00 264.00 0.00 264.00 \$264.00	WD 8-10-11
Land Department Matters	Diazer	4204.00	473100-0000
Balance Forward for this Matter Payments Applied to this Matter Total Fees for this Matter Total Expenses for this Matter Total Current Charges for this Matter Balance Due for this Matter Vectren	Creckett	3,572.00 3,572.00 931.00 0.00 931.00 \$931.00	BRAG355 See details
Balance Forward for this Matter Payments Applied to this Matter Total Fees for this Matter Total Expenses for this Matter Total Current Charges for this Matter Balance Due for this Matter Contract Administration, Regulatory Affairs & General Litigation	crockett	6,146.50 6,146.50 13,790.50 0.00 13,790.50 \$13,790.50	8/3/11 detils 8/3/11 detils 82100791
Balance Forward for this Matter Payments Applied to this Matter Total Fees for this Matter Total Expenses for this Matter Total Current Charges for this Matter Balance Due for this Matter Rate Case Balance Forward for this Matter Payments Applied to this Matter Total Fees for this Matter Total Expenses for this Matter Total Current Charges for this Matter Balance Due for this Matter	Yockey	61,503.00 61,503.00 73,350.00 0.00 73,350.00 \$73,350.00	BRA0019 BRA0019 BRA0019
Re: General Litigation Balance Forward for this Matter Payments Applied to this Matter Total Fees for this Matter Total Expenses for this Matter Total Current Charges for this Matter Balance Due for this Matter HMP&L Litigation	Blackburn	0.00 0.00 608.00 0.00 608.00	225-000 al yorker 8/11/2011 304-0017 923100-0000
Balance Forward for this Matter Payments Applied to this Matter		6,800.00 6,800.00	

Total Fees for this Matter

3,168.00

I otal Expenses for this Matter Total Current Charges for this Matter Balance Due for this Matter Re: General Environmental Matters	Yockey	0.00 3,168.00 \$3,168.00	1437300 BCA0019
Balance Forward for this Matter Payments Applied to this Matter Total Fees for this Matter Total Expenses for this Matter Total Current Charges for this Matter Balance Due for this Matter HMP&L General	Yorkey	0.00 0.00 256.00 0.00 256.00 \$256.00	8H1/2e11 BRA0019
Balance Forward for this Matter Payments Applied to this Matter Total Fees for this Matter Total Expenses for this Matter Total Current Charges for this Matter Balance Due for this Matter Expenses	Hay Berr	8,510.00 8,510.00 3,420.00 0.00 3,420.00 \$3,420.00	923100-22/8 al 2/11/2011 8/11/2011 BCA0012 923100-2218 Robertus Record
Balance Forward for this Matter Payments Applied to this Matter Total Fees for this Matter Total Expenses for this Matter Total Current Charges for this Matter Balance Due for this Matter	Balley	2,737.98 2,737.98 0.00 3,929.85 3,929.85 \$3,929.85	Robertu Berry 8/15/11 1/2 8/4/1 13RA0001 923100-0000
Total Balance Due for These Bills	ø	\$109,516.85	723100-0

15

Invoice # 108,531

Our file # 17356

00501

Billing through 07/31/2011

Big Rivers Electric Corp.

Attn: Mark Hite

Vice President of Accounting

P. O. Box 24

Henderson, KY 42419-002

Rate Cases

BALANCE SUMMARY

Balance Forward As Of Last Invoice \$61,503.00
Payments Applied Since Last Invoice -\$61,503.00
Total current charges \$73,350.00

BALANCE DUE \$73,350.00

FOR PROFESSIONAL SERVICES RENDERED

07 01 2011	JMM	7.90	220.00	1,738.00
07 01 2011	TAK	7.70	170.00	1,309.00
07 03 2011	JMM	7.10	220.00	1,562.00
07 04 2011	JMM	4.50	220.00	990.00
07 05 2011	JMM	8.10	220.00	1,782.00
07 05 2011	TAK	6.30	170.00	1,071.00
07 06 2011	JMM	6.90	220.00	1,518.00
07 06 2011	TAK	5.10	170.00	867.00
07 07 2011	JMM	4.70	220.00	1,034.00
07 07 2011	TAK	7.70	170.00	1,309.00

Big Rivers E 17356	Electric Corp. - 108,531				Page 16
0710012044	10.40.4		2.10	220.00	462.00
07 08 2011	JMM		2.10	220.00	402.00
07 08 2011	TAK		6.80	170.00	1,156.00
07 10 2011	JMM		7.80	220.00	1,716.00
07 11 2011	JMM		11.10	220.00	2,442.00
07 11 2011	TAK		7.40	170.00	1,258.00
07 12 2011	JMM		10.50	220.00	2,310.00
07 12 2011	TAK		8.70	170.00	1,479.00
07 13 2011	JMM		11.40	220.00	2,508.00
07 13 2011	TAK		10.30	170.00	1,751.00
07 14 2011	JMM		8.50	220.00	1,870.00
07 14 2011	TAK		8.40	170.00	1,428.00
07 15 2011	JMM		2.10	220.00	462.00
07 15 2011	TAK		7.10	170.00	1,207.00
07 16 2011	JMM		1.10	220.00	242.00
07 17 2011	JMM		2.00	220.00	440.00
07 18 2011	JMM		7.10	220.00	1,562.00
07 18 2011	TAK		8.50	170.00	1,445.00
07 18 2011	MM		0.80	125.00	100.00
07 18 2011	MM		1.50	125.00	187.50
07 19 2011	JMM		8.10	220.00	1,782.00

Big Rivers 17356	Electric Corp. - 108,531					Page	17
07 19 2011	TAK			7.90	170.00	1,3	343.00
07 19 2011	ММ		-	0.50	125.00		62.50
07 19 2011	MM			0.20	125.00		25.00
07 20 2011	JMM			7.70	220.00	1,6	94.00
07 20 2011	TAK			7.80	170.00	1,3.	26.00
07 20 2011	ММ			0.50	125.00	(62.50
07 21 2011	JMM			7.90	220.00	1,73	38.00
07 21 2011	TAK			7.50	170.00	1,27	75.00
07 22 2011	JMM			1.70	220.00	37	4.00
07 22 2011	TAK		8	3.20	170.00	1,39	4.00
07 23 2011	JMM		8	3.10	220.00	1,78	2.00
07 23 2011	TAK		2	1.20	170.00	71-	4.00
07 24 2011	JMM		7	7.90	220.00	1,73	8.00
07 24 2011	TAK		3	.30	170.00	56 ⁻	1.00
07 25 2011	JMM		10	.40	220.00	2,288	3.00
07 25 2011	TAK		7	.30	170.00	1,241	.00
07 26 2011	JMM		12	.10	220.00	2,662	2.00
07 26 2011	TAK		12.	.80	170.00	2,176	.00
07 27 2011	JMM		12.	40	220.00	2,728	.00
07 27 2011	MAF		0.	50	190.00	95	.00

Big Riv 17356	vers Electric Corp. - 108,531			Page	18
07 27 2	2011 TAK	12.70	170.00	2,159	9.00
07 28 2	2011 JMM	11.30	220.00	2,486	6.00
07 28 2	011 TAK	11.80	170.00	2,006	5.00
07 29 2	011 JMM	6.30	220.00	1,386	.00
07 29 2	011 TAK	5.20	170.00	884	.00
07 29 20	011 MM	1.30	125.00	162	.50
	EPER SUMMARY				
JMM	Miller, James	196.80	\$220.00	43,296.	.00
MAF	Fiorella, Michael	0.50	\$190.00	95.	00
MM	Moorhouse, Mary	4.80	\$125.00	600.	00
TAK	Kamuf, Tyson	172.70	\$170.00	29,359.	00
	Total fees for this matter			73,350.	00

BILLING SUMMARY

\$73,350.00
672 250 00
\$0.00
\$73,350.00

BRA0019 928225-0000 0314 0019 MILLEDII

OUT OF POCKET EXPENSES

07 01 2011	SHP	Overnite shipping charges 6/29 to Jeff DeRouen from Tyson Kamuf	7.62
07 07 2011	SHP	Overnite shipping charges to Jeff DeRouen from Jim Miller	7.52
07 08 2011	СР	Cash paid to McCracken County Clerk for recording deed (Peeler) & Release.	39.00
07 11 2011	SHP	Overnite shipping charges to Jeff DeRouen from Tyson Kamuf	7.52
07 14 2011	SHP	Overnite shipping charges to Kurt Boehm, Esq. from Jim Miller	7.52
07 19 2011	SHP	Overnite shipping charges to Al Yockey from Jim Miller	7.52
07 19 2011	SHP	Overnite shipping charges to Michael Kurtz, Esq. from Jim Miller	7.52
07 20 2011	SHP	Overnite shipping charges to Jeff DeRouen from Tyson Kamuf	7.52
07 21 2011	CP	Cash paid to Kentucky Press Service for legal ads	1,718.64
07 21 2011	SHP	Overnite shipping charges to Jeff DeRouen from Jim Miller	7.52
07 28 2011	CP	Cash paid to Mary Moorehouse for travel to & from Henderson on 7/25, 7/26, & 7/27.	109.89
07 28 2011	СР	Cash paid to Allen Holbrook for travel to and from Henderson and to Sebree on 7/7/11.	47.18
07 28 2011	CP	Cash paid to James Miller for travel to and from Henderson on 7/1/11, 7/5/11, 7/12/11, 7/13/11, 7/14/11, 7/15/11, 7/22/11, 7/24/11; Travel to Louisville (120 miles), Henderson (128 miles) and back to Owensboro (33 miles) on 7/11/11, and parking fee on 7/11/11 (\$8.00).	609.07
07 28 2011	CP	Cash paid to Tyson Kamuf for travel to and from on 7/12/11, 7/13/11, 7/14/11, 7/21/11, 7/25/11, and cash paid for meal on 7/25/11 (\$5.88).	341.10
07 28 2011	CP	Cash paid to Frank Stainback for mileage to and from Henderson County Clerk's office to run titles for BREC/Vectren on 7/26/11.	36.63
07 28 2011	CP	Cash paid to Frank Stainback for mileage to and from Henderson County Clerk's office to run titles for BREC/Vectren on 7/27/11.	36.63
07 28 2011	СР	Cash paid to Frank Stainback for copies at the Henderson County Court Clerk's office for BREC/Vectren.	8.00
07 28 2011	CP	Cash paid to Frank Stainback for mileage to and from Henderson County Clerks office to run title for BREC/Vectren.	36.63
07 28 2011	CP	Cash paid to Bryan Reynolds for mileage to and from Henderson on 7/1/11, 7/13/11, 7/15/11, 7/29/11.	146.52
07 31 2011	CC	Photocopies Through Billing Date.	684.30
07 31 2011	COL	Color photocopies through billing date.	2.20
07 31 2011	РО	Postage Expenses Through Billing Date.	53.80

Big Rivers Electric Corp. 17356 - 108,531

Page

28

Total Disbursements:

\$3,929.85

BILLING SUMMARY

TOTAL PROFESSIONAL SERVICES
TOTAL OUT-OF-POCKET EXPENSES
TOTAL CURRENT CHARGES
TOTAL BALANCE DUE UPON RECEIPT

\$3,929.85 \$3,929.85

\$0.00

\$3,929.85

Big Rivers	Electric Corp.
17356	- 108,531

Page 29

CONSOLIDATED BILLING SUMMARY

Holbrook, Allen	16.20	190.00	\$3,078.00
Reynolds, Bryan	35.70	190.00	\$6,783.00
Stainback, Frank	45.70	190.00	\$8,683.00
Miller, James	241.70	220.00	\$53,174.00
Fiorella, Michael	1.20	190.00	\$228.00
Moorhouse, Mary	27.80	125.00	\$3,475.00
Sullivan, Michael	3.10	190.00	\$589.00
Sullivan, Ronald	0.70	190.00	\$133.00
Kamuf, Tyson	173.20	170.00	\$29,444.00

TOTAL BALANCE DUE UPON RECEIPT	\$109,516.85
TOTAL CURRENT CHARGES	\$109,516.85
TOTAL OUT-OF-POCKET EXPENSES	\$3,929.85
TOTAL PROFESSIONAL SERVICES	\$105,587.00

Sullivan, Mountjoy, Stainback & Miller, P.S.C. 100 St. Ann Street P.O. Box 727 Owensboro, KY 42302-0727

Tax ID# 61-673590

August 15, 2011

Big Rivers Electric Corp.

Attn: C. William Blackburn
Vice President and Chief Financial Officer
P. O. Box 24
Henderson, KY 42419-0024

Invoice # 108,937 Our file # 17356 Billing through 08/15/2011

Rate Cases

Total Balance Due for These Bills	\$102,951.00
Balance Due for this Matter	\$102,951.00
Total Current Charges for this Matter	29,601.00
Total Expenses for this Matter	0.00
Total Fees for this Matter	29,601.00√
Payments Applied to this Matter	0.00
Balance Forward for this Matter	73,350.00 - In 108,526

Sullivan, Mountjoy, Stain back & Miller, P.S.C. 100 St. Ann Street P.O. Box 727 Owensboro, KY 42302-0727

Tax ID# 61-673590

August 15, 2011

Invoice # 108,937

Big Rivers Electric Corp.

Our file # 17356

00501

Billing through 08/15/2011

Attn: C. William Blackburn

Vice President and Chief Financial Officer

P. O. Box 24

Henderson, KY 42419-0024

Rate Cases

BALANCE SUMMARY

BALANCE DUE	\$102,951.00
Total current charges	\$29,601.00
Payments Applied Since Last Invoice	-\$0.00
Balance Forward As Of Last Invoice	\$73,350.00

FOR PROFESSIONAL SERVICES RENDERED

08 01 2011	JMM	4.80	220.00	1,056.00
08 01 2011	TAK	7.00	170.00	1,190.00
08 02 2011	JMM	2.00	220.00	440.00
00 02 2011	o o o o o o o o o o o o o o o o o o o	2.00	220.00	440.00
08 02 2011	TAK	7.50	170.00	1,275.00
08 03 2011	JMM	4.50	220.00	990.00
08 03 2011	TAK	8.70	170.00	1,479.00
08 04 2011	JMM	1.60	220.00	352.00
08 04 2011	TAK	13.60	170.00	2,312.00
08 05 2011	JMM	10.30	220.00	2,266.00
08 05 2011	TAK	8.20	170.00	1,394.00
08 06 2011	JMM	8.90	220.00	1,958.00

Case No. 2011-00036

Witness: Mark A. Hite

Big Rivers E 17356	lectric Corp. - 108,937				Page 2
08 06 2011	TAK		7.90	170.00	1,343.00
08 07 2011	JMM		8.70	220.00	1,914.00
08 07 2011	TAK		9.80	170.00	1,666.00
08 08 2011	JMM		11.90	220.00	2,618.00
08 08 2011	TAK		10.80	170.00	1,836.00
08 09 2011	JMM		7.70	220.00	1,694.00
08 09 2011	TAK		7.10	170.00	1,207.00
08 10 2011	JMM		4.10	220.00	902.00
08 10 2011	TAK		0.90	170.00	153.00
08[11 2011	JMM		1.90	220.00	418.00
08 11 2011	TAK		2.30	170.00	391.00
08 12 2011	JMM		2.70	220.00	594.00
08 12 2011 TIMEKEEPER	TAK R SUMMARY		0.90	170.00	153.00
	er, James		69.10	\$220.00	15,202.00
	nuf, Tyson al fees for this matter		84.70	\$170.00 	14,399.00 29,601.00
BILLING SUM					20,00 (.00
TOTAL (TOTAL (TOTAL (NET BAI	PROFESSIONAL SERVICES DUT-OF-POCKET EXPENSES CURRENT CHARGES LANCE FORWARD NCE DUE UPON RECEIPT	\$29,601.00 \$0.00 \$29,601.00 \$73,350.00 \$102,951.00			

Page

3

CONSOLIDATED BILLING SUMMARY

Miller, James	69.10	220.00	\$15,202.00
Kamuf, Tyson	84.70	170.00	\$14,399.00

TOTAL PROFESSIONAL SERVICES	\$29,601.00
TOTAL OUT-OF-POCKET EXPENSES	\$0.00
TOTAL CURRENT CHARGES	\$29,601.00
NET BALANCE FORWARD	\$73,350.00
TOTAL BALANCE DUE UPON RECEIPT	\$102,951.00



Our Mission: Make Our Clients Successful

Federal ID: 43-0956142 Client PO: 119451

Client Agreement: June 29, 2010 BMcD Invoice: 57670-14

August 17, 2011

SEND PAYMENT TO: P.O. Box 411883

Kansas City, MO 64141-1883

Enclose Invoice Copy with Payment

TERMS: PAYABLE UPON RECEIPT - LATE CHARGE AFTER 30 DAYS

WIRE INSTRUCTIONS:

Account 9801192345 Routing 101000695

UMB Bank, N.A. 1010 Grand P.O. Box 419226 Kansas City, MO 64141 (816) 860-7000

Professional Services for Big Rivers Electric Corp Depreciation Study.

SERVICE THROUGH: 07/31/11

BIG RIVERS ELECTRIC CORP

JEREMY GARRETT

HENDERSON KY 42420

201 THIRD ST

.abor

Labor Classification	Level	Regular Hours	Regular Rate	Amount
Senior	13	85.00	163.00	13,855.00
Associate	17	71.00	196.00	13,916.00
	-	156.00		27,771.00

EXPENSE

See Attached 4,394.37

TOTAL	THUOMA	DUE THIS	INVOICE
-------	--------	-----------------	---------

\$ 32,165.37 USD

Thank you for your business. We appreciate the opportunity to serve you.

cc: BMcD Project Manager: Ted Kelly 816-822-3208 tkelly@burnsmcd.com Invoice Inquiry: Vicki Jones 816-333-9400 x6422





Details for Invoice 57670-14

Labor Summary

Regular <u>Hours</u>	Premium <u>Hours</u>	Employee No.	Employee Name	Bill Level	Classification
85.00		6823	Summerville, Jon	13	Senior
71.00		4744	Kelly, Ted	17	Associate
156.00	0.00	Totals			

Technology Charge

Technology Charge \$9.90 * 156.00 Hours

1,544.40

Travel Expense

Employee Name	Expenditure Type	Cost	Markup/ <u>Markdown</u>	Billed Amount
Kelly, Ted	AIRLINE	1,344.88	10.00%	1,479.37
Kelly, Ted	GROUND TRANSPORTATION	320.19	10.00%	352.21
Kelly, Ted	LODGING	470.57	10.00%	517.63
Kelly, Ted	MEALS - TRAVEL	73.21	10.00%	80.53
Kelly, Ted	PARKING/TOLLS	36.00	10.00%	39.60
Kelly, Ted	PERSONAL MILEAGE	77.72	10.00%	85.49
Summerville, Jon	LODGING	186.85	10.00%	205.54
Summerville, Jon	PARKING/TOLLS	12.00	10.00%	13.20
Summerville, Jon	PERSONAL MILEAGE	42.18	10.00%	46.40
			Sub Total:	2.819.97

Other Expense

Expenditure Type	<u>Cost</u>	Markup/ <u>Markdown</u>	Billed Amount
LIBRARY PURCHASES	30.00		30.00
		Sub Total:	30.00

Total

4,394.37

Page 86 of 86

Big Rivers Electric Corporation

Case No. 2011-00036

Monthly Update of Schedule of Rate Case Costs Incurred-to-Date for Case No. 2011-00036

I,ine	Check	Check		Invoice				Test
No.	Number	Date	Vendor	Number	Amount	Account De	Description	Year
-	507278	6/9/2011	The Prime Group		\$ 23,539.30	928 Consulting	ılting	
2	507433	6/16/2011	6/16/2011 Hogan & Lovells, LLP	1977035	158,771.53	928 Legal		
3	507560	6/23/2011	American Management	10	1,437.50	928 Consulting	ılting	
4	507819	6/30/2011	6/30/2011 Burns & McDonnell	57670-12	9,551.80	928 Engineering	eering	
5	508392	7/14/2011	The Prime Group		50,661.82	928 Consulting	ılting	
9	508668	7/21/2011	Sullivan, Mountjoy, Stainback & Miller	108,096	61,503.00	928 Legal		
7			Total - June 2011		\$ 305,464.95			
8							A SALAMAN AND AND AND AND AND AND AND AND AND A	
6						With Friends Lawrence and Company of the Company of		
10	508328	7/14/2011	Hogan & Lovells, LLP	1982010	\$ 104,675.36	928 Legal		
11	508477	7/21/2011	American Management	11/A	3,593.75	928 Consulting	ılting	
12	508628	7/21/2011	Orrick, Herrington & Sutcliffe	1315657	2,440.92	928 Legal		
13	508954	8/4/2011	Burns & McDonnell	57670-13	18,724.80	928 Engineering	eering	
14	509160	8/11/2011	American Management	#12	4,468.75	928 Consulting	ılting	
15	509296	8/11/2011	Public Financial Management	PFM-121666-PFM121667	54,166.04	928 Consulting	ılting	
16	509351	8/16/2011	Hogan & Lovells, LLP	1989717	132,684.49	928 Legal		
17	509351	8/16/2011	Hogan & Lovells, LLP	1990464	215,866.84	928 Legal		
18	509352	8/16/2011	The Prime Group		54,322.81	928 Consulting	ılting	A CONTRACTOR OF THE PROPERTY O
19	509353	8/16/2011	Sullivan, Mountjoy, Stainback & Miller	108,531	73,350.00	928 Legal		
20	adjustment		Sullivan, Mountjoy, Stainback & Miller	105,659	(16,098.50)	928 Legal		
21	509354	8/18/2011	Burns & McDonnell	57670-14	32,165.37	928 Engineering	eering	
22			Total - July 2011		\$ 680,360.63			

Case No. 2011-00036 Witness: Mark A. Hite Attachment for Fifth Supplemental Response to Item PSC 1-52c Page 1 of 2

Big Rivers Electric Corporation

Case No. 2011-00036

Monthly Update of Schedule of Rate Case Costs Incurred-to-Date for Case No. 2011-00036

Test	Year				And Anti-Anti-Anti-Anti-Anti-Anti-Anti-Anti-							
	Description		The state of the s		928 Legal	928 Consulting	928 Legal		AND SALES AND MAKE THE REAL PROPERTY OF THE PR			
	Account			***************************************	928						THE REAL PROPERTY OF THE PERSON NAMED IN COLUMN 1	
	Amount				\$ 61,655.34	7.962.50	29,601.00	\$ 99.218.84		890.985.29	\$ 1976 029 71	11:000000000000000000000000000000000000
Invoice	Number				1991907		108,937	NAMES OF THE PROPERTY OF THE P				
	Vendor				8/16/2011 Hogan & Lovells, LLP	8/16/2011 The Prime Group	8/16/2011 Sullivan, Mountjoy, Stainback & Miller	Total - August 15, 2011		To-Date May 2011	To-Date August 15, 2011	
Check	Date				8/16/2011	8/16/2011	8/16/2011					
Check	Number	-			509351	509352	509353					
Line	No.		23	24	25	26	27	28	29	30	31	32

BIG RIVERS ELECTRIC CORPORATION

APPLICATION OF BIG RIVERS ELECTRIC CORPORATION FOR A GENERAL ADJUSTMENT IN RATES CASE NO. 2011-00036

Supplemental Response to Commission Staff's Second Request for Information dated April 1, 2011

August 18, 2011

1	Item 6)	Refer to pages 31-32 of the Blackburn Testimony and Exhibit Wolfram-2,
2	Reference S	chedule 2.25, to the Direct Testimony of John Wolfram ("Wolfram Testimony").
3		a. Provide a breakdown, by month, of the \$2,712,026 in Outside Professional
4		Services expenses incurred during the test year.
5		b. Provide the amount of Outside Professional Services expenses incurred by
6		Big Rivers each year from 2005 through 2009.
7		c. Excluding the costs associated with this rate case and cases involving Big
8		Rivers' membership in the Midwest Independent Transmission System
9		Operator, Inc. ("Midwest ISO"), provide Big Rivers' Outside Professional
10		Services expenses incurred since the end of the test year on a monthly
11		basis. Consider this an ongoing request to be updated by the 15th of the
12		month, to report the prior month's expense, for each month up to an
13		including the month of the hearing in this case.
14		
15	Response)	
16		a. There is no change to the response provided on April 15, 2011.
17		b. There is no change to the response provided on April 15, 2011.
18		c. Outside Professional Services expenses incurred, by month, for each of the
19		months November 2010 through June 2011 (note that the original response
20		has been updated to add June 2011), excluding costs associated with this
21		rate case and the MISO Case (2010-00043), is as follows:
22		
23		
04		

Case No. 2011-00036 Fourth Supplemental Response to Item PSC 2-6

Witness: Mark A. Hite Page 1 of 2

BIG RIVERS ELECTRIC CORPORATION

APPLICATION OF BIG RIVERS ELECTRIC CORPORATION FOR A GENERAL ADJUSTMENT IN RATES CASE NO. 2011-00036

Supplemental Response to Commission Staff's Second Request for Information dated April 1, 2011

August 18, 2011

Month	Amount
Nov-10	224,320.45
Dec-10	515,311.63
Jan-11	21,541.94
Feb-11	169,538.22
Mar-11	170,902.36
Apr-11	333,899.83
May-11	132,895.55
Jun-11	78,964.27
8 Month Total	1,647,374.25
Annualized	2,471,061.38

1 2

3 Witness)

Mark A. Hite

4

BIG RIVERS ELECTRIC CORPORATION

APPLICATION OF BIG RIVERS ELECTRIC CORPORATION FOR A GENERAL ADJUSTMENT IN RATES CASE NO. 2011-00036

Supplemental Response to Commission Staff's Third Request for Information dated April 28, 2011

August 18, 2011

1	Item 3)	Refer to the response to Item 9 of Staffs Second Request.
2		a. The response indicates that monthly kWh sales and revenues for the
3		Armstrong - Equality mine increased by roughly 100 percent starting in
4		October 2010, and have remained at, or above, those levels in the five
5		months since the end of the test year. Explain whether the mine is now
6		operating at what could be considered its "full capacity."
7		b. Explain whether there is reason to expect that Big Rivers' monthly sales
8		and revenues related to operation of the Armstrong - Equality mine will
9		increase above the levels experienced since October 2010.
10		c. During the course of this proceeding, provide updates to this response as
11		new monthly information becomes available.
12		
13	Response)	
14		a. The response provided on May 11, 2011, is unchanged.
15		b. The response provided on May 11, 2011, is unchanged.
16		c. The updated schedule is attached hereto.
17		
8		
9	Witness)	Mark A. Hite
20		
21		

Big Rivers Electric Corporation Case No. 2011-00036 Sales to Kenergy - Armstrong-Equality Mine

	(1)	(2)	(3)	(4)	(5) Billed Demand
1			Sales (KWH)	Revenue (\$)	(KW)
2	Test Year				
3		Nov-09	0	0	0
4		Dec-11	0	0	0
5		Jan-11	0	0	0
6		Feb-11	0	0	0
7		Mar-11	11,030	14,724	1,425
8		Apr-11	29,610	28,652	2,760
9		May-11	83,790	30,128	2,760
10		Jun-10	72,340	29,006	2,760
11		Jul-10	110,001	30,445	2,760
12		Aug-10	97,740	30,460	2,760
13		Sep-10	430,190	38,109	2,760
14		Oct-10	837,780	50,452	2,885
15					
16	Post Test Yea	•			
17		Nov-10	842,330	50,013	2,848
18		Dec-10	852,920	49,791	2,760
19		Jan-11	997,060	50,146	2,760
20		Feb-11	1,037,910	55,270	3,018
21		Mar-11	1,266,680	64,465	3,068
22		Apr-11	1,299,243	64,702	3,289
23		May-11	1,198,090	61,338	3,049
24		Jun-11	1,233,960	59,962	3,056
25		Jul-11	1,409,740	66,877	3,182

Case No. 2011-00036

Witness: Mark A. Hite

Attachment for Third Supplemental Response to Item PSC 3-3c

Page 1 of 1