



Steven L. Beshear  
Governor

Leonard K. Peters  
Secretary  
Energy and Environment Cabinet

Commonwealth of Kentucky  
**Public Service Commission**  
211 Sower Blvd.  
P.O. Box 615  
Frankfort, Kentucky 40602-0615  
Telephone: (502) 564-3940  
Fax: (502) 564-3460  
psc.ky.gov

David L. Armstrong  
Chairman

James W. Gardner  
Vice Chairman

Linda Breathitt  
Commissioner

December 18, 2013

## PARTIES OF RECORD

Re: Case No. 2013-00410  
Application of Kentucky Power Company for Authority Pursuant to KRS 278.300 to Issue and Sell Promissory Notes of One or More Series, to Enter Into Loan Agreements, and for Other Authorizations in Connection With the Refunding of Liabilities Assumed by the Company in Connection With the Mitchell Transfer

Attached is a copy of the memorandum which is being filed in the record of the above-referenced case. If you have any comments you would like to make regarding the contents of the informal conference memorandum, please do so within five days of receipt of this letter. If you have any questions, please contact Quang Nguyen, Staff Attorney, at 502-782-2586.

Sincerely,

A handwritten signature in black ink, appearing to read "Jeff Derouen".

Jeff Derouen  
Executive Director

QN/kar

Attachment

**INTRA-AGENCY MEMORANDUM**

**KENTUCKY PUBLIC SERVICE COMMISSION**

**TO:** Case File

**FROM:** Quang D. Nguyen, Staff Attorney 

**DATE:** December 17, 2013

**RE:** Case No. 2013-00410  
Application of Kentucky Power Company for Authority Pursuant to KRS 278.300 to Issue and Sell Promissory Notes of One or More Series, to Enter Into Loan Agreements, and for Other Authorizations in Connection With the Refunding of Liabilities Assumed by the Company in Connection With the Mitchell Transfer

Pursuant to the Commission's December 6, 2013 Order, an informal conference was held on December 10, 2013 at the Commission's offices in Frankfort, Kentucky. Kentucky Power Company ("Kentucky Power") requested the informal conference for the purposes of discussing any issues relating to the application and developing a procedural schedule for the processing of this matter. A list of the attendees is attached hereto.

Kentucky Power representatives discussed the reasons behind the financing application as well as the components of the application itself, including specifics on the proposed intercompany note and the West Virginia pollution control bonds. After responding to questions from Commission Staff and intervenors regarding the proposed financing, Kentucky Power distributed a proposed procedural schedule for the disposition of this matter which is attached to this memo. After a brief discussion, Commission Staff and intervenors tentatively indicated that there were no objections to the dates as proposed.

There being no further discussions, the informal conference was adjourned.

Attachment

COMMONWEALTH OF KENTUCKY  
KENTUCKY PUBLIC SERVICE COMMISSION

In The Matter Of:

The Application of Kentucky Power Company For  
 Authority Pursuant To KRS 278.300 To Issue And )  
 Sell Promissory Notes Of One Or More Series, To )  
 Enter Into Loan Agreements, And For Other ) Case No. 2013-00410  
 Authorizations In Connection With The Refunding  
 Of Liabilities Assumed By The Company In )  
 Connection With The Mitchell Transfer )

Proposed Procedural Schedule

Requests for intervention shall be filed no later than	December 17, 2013
All initial requests for information to Kentucky Power shall be filed not later than	December 23, 2013
Kentucky Power shall file responses to requests for information no later than	January 8, 2014
Intervenor testimony, if any, in verified prepared form shall be filed no later than	January 20, 2014
All requests for information to intervenors shall be filed no later than	January 30, 2014
Intervenors shall file responses to requests for information no later than	February 12, 2014
Kentucky Power shall file, in verified form, its rebuttal testimony no later than February 21, 2014	February 21, 2014
Each party shall file a request for evidentiary hearing, identifying the factual issue(s) requiring hearing, or a waiver of hearing, no later than	February 28, 2014

COMMONWEALTH OF KENTUCKY  
BEFORE THE PUBLIC SERVICE COMMISSION

In the Matter of:

APPLICATION OF KENTUCKY POWER	)	
COMPANY FOR AUTHORITY PURSUANT TO	)	
KRS 278.300 TO ISSUE AND SELL	)	
PROMISSORY NOTES OF ONE OR MORE	)	
SERIES, TO ENTER INTO LOAN	)	CASE NO.
AGREEMENTS, AND FOR OTHER	)	2013-00410
AUTHORIZATIONS IN CONNECTION WITH	)	
THE REFUNDING OF LIABILITIES ASSUMED	)	
BY THE COMPANY IN CONNECTION WITH	)	
THE MITCHELL TRANSFER	)	

December 10, 2013

Please sign in:

NAME	REPRESENTING
<u>Quang D. Nguyen</u>	<u>PSC</u>
<u>JEFF JOHNSON</u>	<u>PSC</u>
<u>TIM LIVERS</u>	<u>PSC</u>
<u>Leah Faulkner</u>	<u>PSC - FA</u>
<u>Bob Russell</u>	<u>PSC</u>
<u>Joseph G. Adams</u>	<u>PSC</u>
<u>Karie Wohnhas</u>	<u>KPC</u>
<u>Marc Reiter</u>	<u>AEPSC</u>
<u>MARK R. OVERSTREET</u>	<u>STITES &amp; HARRISON</u>
<u>RICHARD RAFF</u>	<u>PSC-LEGAL</u>
_____	_____

Case No. 2013-00410  
December 10, 2013

NAME

REPRESENTING