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October 1, 2007

Via Federal Express

Ms. Elizabeth O'Donnell
Executive Director
Public Service Commission
211 Sower Boulevard, P.O. Box 615
Frankfort, Kentucky 40602-0615

RECEIVED

OCT 02 2007

PUBLIC SERVICE
COMMISSION

Re: Notice of Big Rivers Electric Corporation and
Kenergy Corp. of Amendments to Existing Rate Schedules
Case No. 2007-00164

Dear Ms. O'Donnell:

Enclosed are an original and ten copies of the testimony of C. William Blackburn on behalf of Big Rivers Electric Corporation and Kenergy Corp. in the above referenced matter. I certify that a copy of the testimony has been served on the attached service list.

Sincerely,

Tyson Kamuf

TAK/ej
Enclosures

cc: David Spainhoward (w/enclosure)
Bill Blackburn (w/enclosure)
John Talbert (w/enclosure)
Steve Thompson (w/enclosure)
David Hamilton (w/enclosure)
Sandy Novick (w/enclosure)
Service List

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PSC CASE NO. 2007-00164

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

In the matter of:

Notice of Big Rivers Electric Corporation and
Kenergy Corp. of Amendments to Existing
Rate Schedules

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Case No. 2007-00164

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OCT 02 2007

PUBLIC SERVICE
COMMISSION

TESTIMONY OF C. WILLIAM BLACKBURN

October 2, 2007

1 **TESTIMONY OF C.WILLIAM BLACKBURN**

2 **Q1. Please state your name, occupation, and business address.**

3 Response: My name is C. William Blackburn. My current position is Vice President
4 and Chief Financial Officer for Big Rivers Electric Corporation (“Big Rivers”). My
5 business address is 201 Third Street, Henderson, Kentucky 42419.

6 **Q2. What is the purpose of your testimony?**

7 Response: The purpose of my testimony is to further explain why Big Rivers and
8 Kenergy Corp. (“Kenergy”) chose to implement their real-time pricing pilot programs
9 primarily through the use of special contracts rather than through more standardized
10 tariffs, and to propose revised tariffs for the reasons explained below.

11 **Q3. Why did Big Rivers and Kenergy choose to implement their real-time pricing pilot
12 programs in the way that they proposed in their application in this matter?**

13 Response: Big Rivers is in a unique position among generation utilities because its
14 energy supply costs do not vary by hour. For that reason, the price paid by its member
15 cooperatives for energy under its rate schedules other than Rate Schedule 10 does not
16 vary by hour. The prevailing market cost of energy is higher in most, if not all, hours
17 than Big Rivers’ cost of energy per hour, and as such, under Big Rivers’ existing cost
18 structure, a real-time pricing rate for loads not served under Rate Schedule 10 has no
19 apparent value to Big Rivers, its member cooperatives, or the retail customer.

20 The Big Rivers Large Industrial Customer Expansion rate schedule (Rate
21 Schedule 10) is designed to reflect market-based rates for new industrial loads, or
22 expanded loads of industrial customers, of 5 MW or more. The current Rate Schedule 10
23 contemplates that a customer will, in most instances, obtain service under the rate

1 schedule through a special contract. Big Rivers believes that the current rate schedule
2 would allow it to offer real-time pricing to its member cooperatives for like service to
3 qualifying large industrial loads under such a special contract.

4 In its application in this matter, Big Rivers proposed certain amendments to the
5 existing Rate Schedule 10. Even though Big Rivers believes that such amendments are
6 not necessary for Big Rivers to be able to offer real-time pricing, Big Rivers proposed the
7 changes in an effort to comply with the Order of the Public Service Commission
8 (“Commission”) dated December 21, 2006, in *In the Matter of: Consideration of the*
9 *Requirements of the Federal Energy Policy Act of 2005 Regarding Time-Based Metering,*
10 *Demand Response, and Interconnection Service*, PSC Case No. 2006-00045 (the
11 “Order”), and to clarify to the public that real-time pricing is an option under Rate
12 Schedule 10. Since Rate Schedule 10 was already in place, since it already provided a
13 mechanism through which real-time pricing could be offered, and since the only
14 customers on Big Rivers’ system that would benefit from real-time pricing are those
15 whose loads are served under Rate Schedule 10, Big Rivers believed it was logical and
16 reasonable to offer the real-time pricing program required by the Order in Case No. 2006-
17 00045 through the existing mechanism provided by Rate Schedule 10.

18 Likewise, Kenergy chose to offer its real-time pricing program through the
19 existing mechanism provided by its Rate Schedule 41. The price paid by Kenergy, as one
20 of Big Rivers’ member cooperatives, for energy under Big Rivers’ rate schedules other
21 than Rate Schedule 10 does not vary by hour. Retail customers served under Kenergy’s
22 corresponding Rate Schedule 41, therefore, were the only customers who would benefit
23 from a real-time pricing program. Given that, and since Rate Schedule 41 already

1 allowed for real-time pricing through special contracts, Kenergy felt it was reasonable to
2 continue the existing rate schedule, with only minor amendments, to comply with the
3 Commission's Order in Case No. 2006-00045, and to clarify that real-time pricing is an
4 option for qualifying large industrial customers.

5 As for the reliance of the real-time pricing programs on special contracts, Big
6 Rivers and Kenergy believe that such reliance is entirely reasonable. As proposed in the
7 application in this matter, Rate Schedule 10 customers would have had an option of
8 selecting a long-term market power supply or real-time pricing (perhaps even a
9 combination), and Big Rivers determined that a special contract would be beneficial to it,
10 Kenergy, and the retail customer because that special contracts allowed the parties to
11 resolve issues peculiar to larger customers, to gauge different customer preferences, and
12 to create a clear understanding about how the real-time pricing mechanism will function.

13 **Q4. Do the amendments to Big Rivers' Rate Schedule 10 and Kenergy's Rate Schedule**
14 **41 proposed in the application in this matter comply with the Commission's Order**
15 **in Case No. 2006-00045?**

16 Response: Big Rivers and Kenergy believe that the tariff amendments proposed in
17 their application in this matter comply with the spirit of that Order, although they both
18 realize that there is no 3 year expiration date on the real-time pricing programs under the
19 proposed amendments as requested in the Order. Big Rivers and Kenergy felt that it was
20 entirely reasonable not to have an expiration date on the real-time pricing programs since
21 their current rate schedules allow for real-time pricing without an expiration date. Such
22 an expiration date also limits customer choice because many large industrial customers

1 may desire to negotiate longer term contracts, especially large industrial customers
2 looking to locate for the first time in Big Rivers' service area.

3 Nevertheless, both the Commission Staff and the Attorney General have raised
4 concerns about the lack of an expiration date, as well as the reliance on special contracts.
5 In response to those concerns, Big Rivers and Kenergy propose that the Commission
6 approve the attached tariff sheets rather than the amended tariff sheets filed with the
7 application.

8 **Q5. Can you explain the differences between the attached tariff sheets and the amended**
9 **tariff sheets that were filed with the application in this matter?**

10 Response: The amendments that were proposed in the application added a definition
11 for real-time pricing and clarified that real-time pricing was available as a "Special
12 Contract Rate." It was anticipated under those proposed amendments that most of the
13 details of offering real-time pricing would be worked out in special contracts among Big
14 Rivers, Kenergy, and the retail customers.

15 The attached tariff sheets still contain proposed changes to existing Rate
16 Schedules 10 and 41. These changes simply allow customers whose loads qualify for
17 service under those rate schedules to choose to be served either under those rate
18 schedules or under new real-time pricing rate schedules. The new real-time pricing rate
19 schedules, Big Rivers Rate Schedule 10A and Kenergy's Rate Schedule 41G, are
20 specifically designed to implement a real-time pricing pilot program as contemplated by
21 the Commission's Order in Case No. 2006-00045. The new tariffs contain standardized
22 tariff terms for real-time pricing, although it is still contemplated that customers would
23 alternatively be able to negotiate special contracts, which will enable Big Rivers and

1 Kenergy to offer the flexibility that is necessary when providing service to large
2 industrial customers. The new rate schedules also include a 3 year expiration date, and a
3 provision whereby Big Rivers will supply the meter for customers served by Big Rivers'
4 transmission system, and Kenergy will supply the meter for customers served by
5 Kenergy's distribution system.

6 Proposed Rate Schedules 10A and 41G are nearly identical to existing Rate
7 Schedules 10 and 41, respectively. The primary differences are that in the proposed real-
8 time pricing rate schedules, a definition is added for "Real-Time Pricing," some language
9 is added to clarify that the proposed rate schedules are for real-time pricing, and an
10 expiration date is added.

11 **Q6. What are some of the standardized tariff terms in the attached tariff sheets?**

12 Response: The standardized tariff provisions which will apply to real-time pricing
13 under the proposed Rate Schedules 10A and 41G are the same standardized tariff
14 provisions that apply to market-based pricing under existing Rate Schedules 10 and 41.
15 These include such provisions as demand, energy, transmission, and auxiliary services
16 rates.

17 **Q7. Can you explain the exhibits to your testimony?**

18 Yes. Exhibit A hereto is what Big Rivers proposes as its complete and revised Rate
19 Schedule 10. Exhibit B hereto is Big Rivers' proposed Rate Schedule 10A. Exhibit C
20 hereto is what Kenergy proposes as its complete and revised Rate Schedule 41. Exhibit
21 D hereto is Kenergy's proposed Rate Schedule 41G. Exhibit E hereto is a redline version
22 of Big Rivers' existing Rate Schedule 10 comparing existing Rate Schedule 10 with
23 Exhibit A. Note that only sheet no. 60 is attached in Exhibit E because all of the

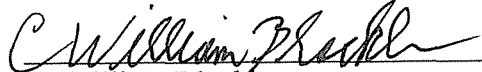
1 proposed changes to existing Rate Schedule 10 are on that sheet. Exhibit F is a redline
2 version of Big Rivers' existing Rate Schedule 10 comparing existing Rate Schedule 10
3 with proposed Rate Schedule 10A. Exhibit G hereto is a redline version of Kenergy's
4 existing Rate Schedule 41 comparing existing Rate Schedule 41 with Exhibit C. Note
5 that only sheet no. 41A is attached in Exhibit G because all of the proposed changes to
6 existing Rate Schedule 41 are on that sheet. Exhibit H is a redline version of Kenergy's
7 existing Rate Schedule 41 comparing existing Rate Schedule 41 with proposed Rate
8 Schedule 41G.

9 **Q8. Does this conclude your testimony?**

10 Response: Yes.

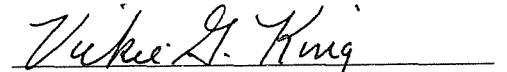
1
2
3 **VERIFICATION**

4 I verify, state, and affirm that the foregoing testimony is true and correct to the best of my
5 knowledge and belief.

6
7 
8 C. William Blackburn

9
10
11 COMMONWEALTH OF KENTUCKY)
12 COUNTY OF HENDERSON)

13
14 Subscribed and sworn to before me by C. William Blackburn on this the 1st day of
15 October, 2007.

16
17 
18 Notary Public, Ky. State at Large
19 My Commission Expires: 3/3/10
20
21

BIG RIVERS
ELECTRIC CORPORATION

PSC No. 22
Third Revised Sheet No. 60
Cancelling Second Revised Sheet No. 60

RULES AND REGULATIONS

10. BIG RIVERS LARGE INDUSTRIAL CUSTOMER EXPANSION RATE

a. Availability:

- This schedule is available to any of the Member Cooperatives of Big Rivers for service to certain large industrial or commercial loads as specified in item (b) defining applicability. For all loads meeting the applicability criteria below, the Member Cooperative may choose service under either this rate schedule or Rate Schedule 10A, and no other Big Rivers tariff rate will be available. As an alternative to this rate schedule, the Member Cooperative may negotiate a "Special Contract Rate" with Big Rivers for application on a case by case basis for loads meeting the applicability criteria below.
- (T)
- (T)
- (T)

b. Applicability:

This schedule shall be applicable as follows:

- (1) To purchases made by a Member Cooperative for service to any New Customer initiating service after August 31, 1999, including New Customers with a QF as defined in Rate Schedule 9, that either initially contracts for five (5) MWs or more of capacity or whose aggregate peak load at any time amounts to five (5) MWs or greater (including any later increases to such load) in which case the entire load shall be thereafter subject to this rate schedule.
- (2) To purchases made by a Member Cooperative for expanded load requirements of Existing Customers, including Existing Customers with a QF as defined in Rate Schedule 9, where:
 - (i) the customer was in existence and served under the then effective Big Rivers Large Industrial Customer Rate Schedule any time during the Base Year and, (ii) the

Date of issue October 2, 2007 Date Effective February 25, 2000
Issued By _____ Big Rivers Electric Corporation, P.O. Box 24, Henderson, KY 42420
Issued By Authority of PSC in Case No. 2005-00275, Order Dated August 11, 2005



For All Territory Served By
Cooperative's Transmission System

PSC No. 22
Second Revised Sheet No. 61
Cancelling First Revised Sheet No. 61

RULES AND REGULATIONS

expanded load requirements are increases in peak load which in the aggregate result in a peak demand which is at least five (5) MWs greater than the customer's Base Year peak demand.

- (3) To purchases made by a Member Cooperative for the expanded load requirements of Existing Customers, including Existing Customers with a QF as defined in Rate Schedule 9, where: (i) the customer's load was in existence and served through a Rural Delivery Point as defined in A.1.a.(3) of this Transaction Tariff; (ii) the expanded load requirements are increases in peak load which in the aggregate result in a peak demand which is at least five (5) MWs greater than the customer's Base Year peak demand; and (iii) the customer requires service through a dedicated delivery point as defined in A.1.a.(2) of the Rules and Regulations Section of this Transaction Tariff.

c. Conditions of Service

To receive service hereunder, the Member Cooperative must:

- (1) Obtain from the customer an executed written contract or amend an existing contract, for electric service hereunder with terms acceptable to Big Rivers.
- (2) Enter into a contract with Big Rivers, or amend an existing contract with Big Rivers, to specify the terms and conditions of service between Big Rivers and the Member Cooperative regarding power supply for the customer.

 Date of Issue August 19, 2005 Date Effective February 25, 2000
 Issued By [Signature] Big Rivers Electric Corporation, P.O. Box 24, Henderson, KY 42420
 Issued By Authority of PSC in Case No. 2005-00275, Order Dated August 11, 2005

PUBLIC SERVICE COMMISSION
 OF KENTUCKY
 EFFECTIVE
 2/25/2000
 PURSUANT TO 007 KAR 5:011
 SECTION 9 (1)

By [Signature]
 Executive Director

RULES AND REGULATIONS

d. Definitions:

- (1) Base Year – “Base Year” shall mean the twelve (12) calendar months from September 1998 through August 1999.
- (2) Big Rivers – “Big Rivers” shall mean Big Rivers Electric Corporation.
- (3) Existing Customer – “Existing Customer” shall mean any customer of a Member Cooperative served as of August 31, 1999.
- (4) LEM – “LEM” shall mean LG&E Energy Marketing, Inc.
- (5) Member Cooperatives – As of the effective date of this tariff, “Member Cooperatives” shall mean collectively, Kenergy Corp., Jackson Purchase Energy Corporation, and Meade County Rural Electric Cooperative Corporation.
- (6) New Customer – “New Customer” shall mean any customer of a Member Cooperative commencing service on or after September 1, 1999.
- (7) OATT – “OATT” shall mean Big Rivers’ effective Open Access Transmission Tariff filed at the Federal Energy Regulatory Commission and/or the Kentucky Public Service Commission.
- (8) Power Purchase Agreement – “Power Purchase Agreement shall mean the Power Purchase Agreement between Big Rivers and LEM dated July 1998

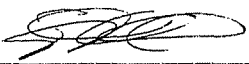
Date of Issue August 19, 2005

Date Effective February 25, 2000

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PUBLIC SERVICE COMMISSION
OF KENTUCKY
EFFECTIVE
2/25/2000
PURSUANT TO 007 KAR 5:011
SECTION 9 (1)
By 
Executive Director



For All Territory Served By
Cooperative's Transmission System

PSC No. 22
Second Revised Sheet No. 63
Cancelling First Revised Sheet No. 63

RULES AND REGULATIONS

- (9) SEPA – “SEPA” shall mean the Southeastern Power Administration.
- (10) Third-Party Supplier – “Third-Party Supplier” shall mean any supplier of wholesale electric service to Big Rivers other than LEM pursuant to the Power Purchase Agreement or SEPA.

e. Expansion Demand and Expansion Energy:

- (1) Expansion Demand and Expansion Energy for the load requirements of a New Customer shall be the Member Cooperative’s total demand and energy requirements for the New Customer, including amounts sufficient to compensate for losses on the Big Rivers’ transmission system as set forth in Big Rivers’ OATT.
- (2) Expansion Demand for the expanded load requirements of an Existing Customer shall be the amount in kW by which the customer’s Billing Demand exceeds the customer’s Base Year peak demand, plus an additional amount of demand sufficient to compensate for losses on the Big Rivers’ transmission system as set forth in Big Rivers’ OATT. In those months in which there is Expansion Demand, Expansion Energy shall be the amount in kWh by which the customer’s kWh usage for the current month exceeds the customer’s actual kWh usage for the corresponding month of the Base Year, plus an additional amount of kWh sufficient to compensate for losses on the Big Rivers’ transmission system as set forth in Big Rivers’ OATT.

f. Rates and Charges:

Expansion rate and charges shall be the sum of the

Date of Issue August 19, 2005 Date Effective _____

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OF KENTUCKY
EFFECTIVE
2/25/2006
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SECTION 9 (1)

By [Signature]
Executive Director

RULES AND REGULATIONS

Expansion rate and charges shall be the sum of the following:

(1) Expansion Demand and Expansion Energy Rates:

The Expansion Demand rates, Expansion Energy rates, or both shall be established to correspond to the actual costs of power purchased by Big Rivers from Third-Party Suppliers selected by Big Rivers from which Big Rivers procures the supply and delivery of the type and quantity of service required by the Member Cooperative for resale to its customer. Such monthly costs shall include the sum of all Third-Party Supplier charges, including capacity and energy charges, charges to compensate for transmission losses on Third-Party transmission systems, and all transmission and ancillary services charges on Third-Party transmission systems paid by Big Rivers to purchase such Expansion Demand and Expansion Energy and have it delivered to Big Rivers' transmission system.

(2) Expansion Demand Transmission Rate:

Big Rivers shall assess unbundled charges for network transmission service on the Big Rivers' Transmission System according to the rates in Big Rivers' OATT applied to each kW taken as Expansion Demand.

(3) Ancillary Services Rates for Expansion Demand and Expansion Energy:

Big Rivers shall assess unbundled rates for all ancillary services required to serve load served under this rate

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2/25/2006
PURSUANT TO 807 KAR 5:011
SECTION 9 (1)
By [Signature]
Executive Director



For All Territory Served By
Cooperative's Transmission System

PSC No. 22
Second Revised Sheet No. 65
Cancelling First Revised Sheet No. 65

RULES AND REGULATIONS

schedule. Big Rivers shall supply the following six ancillary services as defined and set forth in Big Rivers' OATT: (1) Scheduling, System Control and Dispatch; (2) Reactive Supply and Voltage Control from Generation Sources Services; (3) Regulation and Frequency Response Service; (4) Energy Imbalance Service; (5) Operating Reserve - Spinning Reserve Service; and (6) Operating Reserve - Supplemental Reserve Service. Generation-based ancillary services required to serve customers may, at Big Rivers' option, be purchased separately from Third-Party Suppliers other than LEM, in which case the actual costs of such ancillary services shall be passed through to the respective Member Cooperative. Alternatively, where Big Rivers supplies such ancillary services from its own resources (including additional purchases from LEM), such services will be provided under Big Rivers' tariff rates for such services as contained in Big Rivers' OATT.

(4) Big Rivers Adder

In addition to the charges contained in Items 10(f)(1), (2) and (3), Big Rivers shall charge \$.38 per kW/month for each kW billed to the Member Cooperative under this tariff for resale by the Member Cooperative to the qualifying customer.

Date of Issue August 19, 2005 Date Effective February 25, 2000

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Issued By Authority of PSC in Case No. 2005-00275, Order Dated August 11, 2005

PUBLIC SERVICE COMMISSION
OF KENTUCKY
EFFECTIVE
2/25/2000
PURSUANT TO 007 KAR 5:011
SECTION 9 (1)

By [Signature]
Executive Director



For All Territory Served By
Cooperative's Transmission System

PSC No. 22
First Revised Sheet No. 66
Cancelling Original Sheet No. 66

RULES AND REGULATIONS

f. BILLING FORM:

INVOICE

BIG RIVERS ELECTRIC CORP., P.O. BOX 24, HENDERSON, KY 42420

TO: LARGE INDUSTRIAL CUSTOMER EXPANSION	ACCOUNT					
DELIVERY POINTS	SERVICE FROM	/	/	THRU	/	/
USAGE:						
DEMAND /	TIME /	DAY	METER MULT.			kW DEMAND
POWER FACTOR	BASE	PEAK	AVERAGE			BILLED
EXPANSION DEMAND						kW BILLED
ENERGY	PREVIOUS	PRESENT	DIFFERENCE	MULT.		kWh USED
EXPANSION ENERGY						kWh USED

EXPANSION DEMAND & EXPANSION ENERGY

EXPANSION DEMAND, INCLUDING LOSSES	kW TIMES \$	_____	EQUALS \$	_____
P/F PENALTY	kW TIMES \$	_____	EQUALS \$	_____
EXPANSION ENERGY, INCLUDING LOSSES	kWh TIMES \$	_____	EQUALS \$	_____
OTHER EXPANSION SERVICE CHARGES			EQUALS \$	_____
SUBTOTAL			\$	_____

EXPANSION DEMAND TRANSMISSION

LOAD RATIO SHARE OF NETWORK LOAD \$ _____

EXPANSION DEMAND & EXPANSION ENERGY ANCILLARY SERVICES

SCHEDULING, SYSTEM CONTROL & DISPATCH SERVICE	\$	_____
REACTIVE SUPPLY & VOLTAGE CONTROL FROM GENERATION SOURCES SERVICE	\$	_____
REGULATION & FREQUENCY RESPONSE SERVICE	\$	_____
ENERGY IMBALANCE SERVICE	\$	_____
OPERATING RESERVE-SPINNING RESERVE SERVICE	\$	_____
OPERATING RESERVE-SUPPLEMENTAL RESERVE SERVICE	\$	_____

BIG RIVERS ADDER

EXPANSION DEMAND kW TIMES \$ _____ EQUALS \$ _____

FEB 25 2000

Date of Issue October 18, 2002 Date Effective February 25, 2000

Issued By *Ma Bitt* Big Rivers Electric Corporation, P.O. Box 24, Henderson, KY 42420

Issued By Authority of PSC in Case No. 2002-00272, Order Dated October 1, 2002



For All Territory Served By
Cooperative's Transmission System

PSC No. 22
First Revised Sheet No. 67
Cancelling Original Sheet No. 67

RULES AND REGULATIONS

RESTITUTION ADJUSTMENT
HISTORIC

kWh TIMES \$. _____ EQUALS \$ _____

TOTAL AMOUNT DUE

\$ _____

LOAD FACTOR
ACTUAL

MILLS PER kWh

DUE IN IMMEDIATELY AVAILABLE FUNDS ON OR BEFORE THE FIRST WORKING DAY AFTER THE 24TH OF THE MONTH

FEB 25 2000

Date of Issue October 18, 2002 Date Effective February 25, 2000

Issued By *Ma. J. [Signature]* Big Rivers Electric Corporation, P.O. Box 24, Henderson, KY 42420

Issued By Authority of PSC in Case No. 2002-00272, Order Dated October 1, 2002

BIG RIVERS
ELECTRIC CORPORATION

PSC No. 22
Original Sheet No. 67A

RULES AND REGULATIONS

10A. BIG RIVERS LARGE INDUSTRIAL CUSTOMER REAL-TIME RATE

a. Availability:

This schedule is available to any of the Member Cooperatives of Big Rivers for service to certain large industrial or commercial loads as specified in item (b) defining applicability. For all loads meeting the applicability criteria below, the Member Cooperative may choose service under either this rate schedule or Rate Schedule 10, and no other Big Rivers tariff rate will be available. As an alternative to this rate schedule, the Member Cooperative may negotiate a "Special Contract Rate" with Big Rivers for application on a case by case basis for loads meeting the applicability criteria below.

b. Applicability:

This schedule shall be applicable as follows:

- (1) To purchases made by a Member Cooperative for service to any New Customer initiating service after August 31, 1999, including New Customers with a QF as defined in Rate Schedule 9, that either initially contracts for five (5) MWs or more of capacity or whose aggregate peak load at any time amounts to five (5) MWs or greater (including any later increases to such load) in which case the entire load shall be thereafter subject to this rate schedule.
- (2) To purchases made by a Member Cooperative for expanded load requirements of Existing Customers, including Existing Customers with a QF as defined in Rate Schedule 9, where:
 - (i) the customer was in existence and served under the then effective Big Rivers Large Industrial Customer Rate Schedule any time during the Base Year and, (ii) the

Date of issue October 2, 2007 Date Effective November 2, 2007
Issued By _____ Big Rivers Electric Corporation, P.O. Box 24, Henderson, KY 42420
Issued By Authority of PSC in Case No.

BIG RIVERS
ELECTRIC CORPORATION

PSC No. 22
Original Sheet No. 67B

RULES AND REGULATIONS

expanded load requirements are increases in peak load which in the aggregate result in a peak demand which is at least five (5) MWs greater than the customer's Base Year peak demand.

- (3) To purchases made by a Member Cooperative for the expanded load requirements of Existing Customers, including Existing Customers with a QF as defined in Rate Schedule 9, where: (i) the customer's load was in existence and served through a Rural Delivery Point as defined in A.1.a.(3) of this Transaction Tariff; (ii) the expanded load requirements are increases in peak load which in the aggregate result in a peak demand which is at least five (5) MWs greater than the customer's Base Year peak demand; and (iii) the customer requires service through a dedicated delivery point as defined in A.1.a.(2) of the Rules and Regulations Section of this Transaction Tariff.

c. Term of the Rate Schedule:

This rate schedule shall take effect at 12:01 a.m. on the later to occur of November 2, 2007, or the date upon which the Kentucky Public Service Commission approves this rate Schedule (the Effective Date). This rate schedule will expire 3 years after the Effective Date.

d. Conditions of Service

To receive service hereunder, the Member Cooperative must:

- (1) Obtain from the customer an executed written contract or amend an existing contract, for electric service hereunder with terms acceptable to Big Rivers.
- (2) Enter into a contract with Big Rivers, or amend an existing contract with Big Rivers, to specify the terms and conditions of service between Big Rivers and the Member Cooperative regarding power supply for the customer.

BIG RIVERS
ELECTRIC CORPORATION

PSC No. 22
Original Sheet No. 67C

RULES AND REGULATIONS

e. Definitions:

- (1) Base Year - "Base Year" shall mean the twelve (12) calendar months from September 1998 through August 1999.
- (2) Big Rivers - "Big Rivers" shall mean Big Rivers Electric Corporation.
- (3) Effective Date - "Effective Date" shall mean the date this tariff takes effect under Section c herein.
- (4) Existing Customer - "Existing Customer" shall mean any customer of a Member Cooperative served as of August 31, 1999.
- (5) LEM - "LEM" shall mean LG&E Energy Marketing, Inc.
- (6) Member Cooperatives - As of the effective date of this tariff, "Member Cooperatives" shall mean collectively, Kenergy Corp., Jackson Purchase Energy Corporation, and Meade County Rural Electric Cooperative Corporation.
- (7) New Customer - "New Customer" shall mean any customer of a Member Cooperative commencing service on or after September 1, 1999.
- (8) OATT - "OATT" shall mean Big Rivers' effective Open Access Transmission Tariff filed at the Federal Energy Regulatory Commission and/or the Kentucky Public Service Commission.
- (9) Power Purchase Agreement - "Power Purchase Agreement" shall mean the Power Purchase Agreement between Big Rivers and LEM dated July 1998.

Date of issue October 2, 2007 Date Effective November 2, 2007
Issued By _____ Big Rivers Electric Corporation, P.O. Box 24, Henderson, KY 42420
Issued By Authority of PSC in Case No. 2005-00275, Order Dated August 11, 2005

BIG RIVERS
ELECTRIC CORPORATION

PSC No. 22
Original Sheet No. 67D

RULES AND REGULATIONS

- (10) Real Time Pricing – “Real Time Pricing” shall mean market pricing scheduled a day or week ahead, as requested by the Distribution Cooperative on behalf of the retail customer.
 - (11) SEPA - “SEPA” shall mean the Southeastern Power Administration.
 - (12) Special Contract Rate – “Special Contract Rate” shall mean a rate negotiated with a Distribution Cooperative to serve the load requirements of a New Customer or an Existing Customer, which will include, upon request by the Distribution Cooperative, rates based on Real Time Pricing.
 - (13) Third-party Supplier - “Third-party Supplier” shall mean any supplier of wholesale electric service to Big Rivers other than LEM pursuant to the Power Purchase Agreement or SEPA.
- f. Expansion Demand and Expansion Energy:
- (1) Expansion Demand and Expansion Energy for the load requirements of a New Customer shall be the Member Cooperative's total demand and energy requirements for the New Customer, including amounts sufficient to compensate for losses on the Big Rivers' transmission system as set forth in Big Rivers' OATT.
 - (2) Expansion Demand for the expanded load requirements of an Existing Customer shall be the amount in kW by which the customer's Billing Demand exceeds the customer's Base Year peak demand, plus an additional amount of demand sufficient to compensate for losses on the Big Rivers' transmission system as set forth in Big Rivers' OATT. In those months in which there is Expansion Demand, Expansion Energy shall be the amount in kWh by which the customer's kWh usage for the current month exceeds the customer's actual kWh usage for the corresponding month of the Base Year, plus an additional amount of kWh sufficient to compensate for losses on the Big Rivers' transmission system as set forth in Big Rivers' OATT.
- g. Rates and Charges:

Date of issue October 2, 2007 Date Effective November 2, 2007
Issued By _____ Big Rivers Electric Corporation, P.O. Box 24, Henderson, KY 42420
Issued By Authority of PSC in Case No. 2005-00275, Order Dated August 11, 2005

BIG RIVERS
ELECTRIC CORPORATION

PSC No. 22
Original Sheet No. 67E

RULES AND REGULATIONS

Expansion rate and charges shall be based on Real-Time pricing and shall be the sum of the following:

(1) Expansion Demand and Expansion Energy Rates:

The Expansion Demand rates, Expansion Energy rates, or both shall be established to correspond to the actual costs of power purchased by Big Rivers from Third-Party Suppliers selected by Big Rivers from which Big Rivers procures the supply and delivery of the type and quantity of service required by the Member Cooperative for resale to its customer. Such monthly costs shall include the sum of all Third-party Supplier charges, including capacity and energy charges, charges to compensate for transmission losses on Third-party transmission systems, and all transmission and ancillary services charges on Third-party transmission systems paid by Big Rivers to purchase such Expansion Demand and Expansion Energy and have it delivered to Big Rivers' transmission system.

(2) Expansion Demand Transmission Rate:

Big Rivers shall assess unbundled charges for network transmission service on the Big Rivers' Transmission System according to the rates in Big Rivers' OATT applied to each kW taken as Expansion Demand.

(3) Ancillary Services Rates for Expansion Demand and Expansion Energy:

Big Rivers shall assess unbundled rates for all ancillary services required to serve load served under this rate

BIG RIVERS
ELECTRIC CORPORATION

PSC No. 22
Original Sheet No. 67F

RULES AND REGULATIONS

schedule. Big Rivers shall supply the following six ancillary services as defined and set forth in Big Rivers' OATT: (1) Scheduling, System Control and Dispatch; (2) Reactive Supply and Voltage Control from Generation Sources Services; (3) Regulation and Frequency Response Service; (4) Energy Imbalance Service; (5) Operating Reserve - Spinning Reserve Service; and (6) Operating Reserve - Supplemental Reserve Service. Generationbased ancillary services required to serve customers may, at Big Rivers' option, be purchased separately from Third-Party Suppliers other than LEM, in which case the actual costs of such ancillary services shall be passed through to the respective Member Cooperative. Alternatively, where Big Rivers supplies such ancillary services from its own resources (including additional purchases from LEM), such services will be provided under Big Rivers' tariff rates for such services as contained in Big Rivers' OATT.

(4) Big Rivers Adder

In addition to the charges contained in Items 10(f)(1), (2) and (3), Big Rivers shall charge \$.38 per kW/month for each kW billed to the Member Cooperative under this tariff for resale by the Member Cooperative to the qualifying customer .

h. Meters

Big Rivers shall provide an appropriate meter to all Large Industrial Customer Delivery Point customers served under this rate schedule.

BIG RIVERS
ELECTRIC CORPORATION

PSC No. 22
Original Sheet No. 67G

RULES AND REGULATIONS

i. BILLING FORM:

INVOICE

BIG RIVERS ELECTRIC CORP., P.O. BOX 24, HENDERSON, KY 42420

TO: LARGE INDUSTRIAL CUSTOMER EXPANSION	ACCOUNT				
DELIVERY POINTS	SERVICE FROM	/ /	THRU	/ /	
USAGE :					
DEMAND /	TIME /	DAY	METER MULT.		kW DEMAND
POWER FACTOR	BASE	PEAK	AVERAGE		BILLED
EXPANSION DEMAND					kW BILLED
ENERGY PREVIOUS	PRESENT	DIFFERENCE	MULT.		kWh USED
EXPANSION ENERGY					kWh USED

EXPANSION DEMAND & EXPANSION ENERGY

EXPANSION DEMAND, INCLUDING LOSSES	kW TIMES \$	_____	EQUALS \$	_____
P/F PENALTY	kW TIMES \$	_____	EQUALS \$	_____
EXPANSION ENERGY, INCLUDING LOSSES	kW TIMES \$	_____	EQUALS \$	_____
OTHER EXPANSION SERVICE CHARGES			EQUALS \$	_____
SUBTOTAL			\$	_____

EXPANSION DEMAND TRANSMISSION

LOAD RATIO SHARE OF NETWORK LOAD \$ _____

EXPANSION DEMAND & EXPANSION ENERGY ANCILLARY SERVICES

SCHEDULING, SYSTEM CONTROL & DISPATCH SERVICE	\$	_____
REACTIVE SUPPLY & VOLTAGE CONTROL FROM GENERATION SOURCES SERVICES	\$	_____
REGULATION & FREQUENCY RESPONSE SERVICE	\$	_____
ENERGY IMBALANCE SERVICE	\$	_____
OPERATING RESERVE-SPINNING RESERVE SERVICE	\$	_____
OPERATING RESERVE-SUPPLEMENTAL RESERVE SERVICE	\$	_____

BIG RIVERS ADDER

EXPANSION DEMAND kW TIMES \$ _____ EQUALS \$ _____

Date of issue October 2, 2007 Date Effective November 2, 2007
 Issued By _____ Big Rivers Electric Corporation, P.O. Box 24, Henderson, KY 42420
 Issued By Authority of PSC in Case No. 2002-00272, Order Dated October 1, 2002

For All Territory Served By
Cooperative's Transmission System

BIG RIVERS
ELECTRIC CORPORATION

PSC No. 22
Original Sheet No. 67H

RULES AND REGULATIONS

RESTITUTION ADJUSTMENT
HISTORIC

kW TIMES \$___ EQUALS \$_____

TOTAL AMOUNT DUE

\$

LOAD FACTOR

ACTUAL

MILLS PER kWh

DUE IN IMMEDIATELY AVAILABLE FUNDS ON OR BEFORE THE FIRST WORKING DAY AFTER THE
24TH OF THE MONTH

Date of issue October 2, 2007 Date Effective November 2, 2007
Issued By _____ Big Rivers Electric Corporation, P.O. Box 24, Henderson, KY 42420
Issued By Authority of PSC in Case No. 2002-00272, Order Dated October 1, 2002



Henderson, Kentucky

FOR ALL TERRITORY SERVED

Community, Town or City

PSC NO. 1

Original SHEET NO. 41

CANCELLING PSC NO.

SHEET NO.

CLASSIFICATION OF SERVICE

Schedule 41 - Large Industrial Customers Served Under Special Contract for All Loads Subject to the Big Rivers Large Industrial Customer Expansion Rate

AVAILABLE

This rate shall apply to those power requirements of any large customer with loads subject to service under terms and conditions set forth in the Large Industrial Customer Expansion Rate of Big Rivers Electric Corporation (Sheets 41A - 41F). This rate shall cease to be available should Big Rivers Large Industrial Expansion Rate be discontinued.

CONDITIONS OF SERVICE

Service hereunder shall be subject to the following conditions:

- 1. The customer must execute a written contract for electric service, or amend an existing contract; and
2. The customer's service characteristics must qualify all or some portion of the customer's load for service under the Big Rivers Large Industrial Customer Expansion Tariff; and
3. It shall be the responsibility of the customer to coordinate through the Cooperative or its authorized agent all transactions that the Cooperative must make on behalf of the customer pursuant to the Big Rivers Large Industrial Customer Expansion Tariff.

MONTHLY RATE

A. Wholesale Power Cost:

An amount equal to all the monthly charges levied by Big Rivers pursuant to the Big Rivers Large Industrial Customer Expansion Rate for wholesale electric service (including transmission service) hereunder.

B. Retail Adders:

Retail Adders shall be determined on a case-by-case basis for that portion of each consumer's load served under this tariff.

School Taxes added to bill if applicable.

Kentucky Sales Taxes added to bill if applicable.

PUBLIC SERVICE COMMISSION OF KENTUCKY EFFECTIVE

JUN 29 2001

PURSUANT TO 807 KAR 5011, SECTION 9(1)

DATE OF ISSUE July 16, 2001 DATE EFFECTIVE June 29, 2001

ISSUED BY Dean Stanley SIGNATURE OF OFFICER TITLE SECRETARY OF THE COMMISSION President and CEO

ISSUED BY AUTHORITY OF PSC ORDER NO. 2000-395.



Henderson, Kentucky

FOR ALL TERRITORY SERVED

Community, Town or City

PSC NO. 1

First Revised SHEET NO. 41A

CANCELLING PSC NO. 1

Original SHEET NO. 41A

CLASSIFICATION OF SERVICE

Schedule 41 – Large Industrial Customers Served Under Special Contract for All Loads Subject to the Big Rivers Large Industrial Customer Expansion Rate

10. BIG RIVERS LARGE INDUSTRIAL CUSTOMER EXPANSION RATE

a. Availability

This schedule is available to any of the Member Cooperatives of Big Rivers for to certain large industrial or commercial loads as specified in item (b) defining applicability. For all

- (T) loads meeting the applicability criteria below, the Member Cooperative may choose service under either this rate schedule or Rate Schedule 10A, and no other Big Rivers tariff rate will be available. As an alternative to this rate schedule, the Member Cooperative may negotiate a "Special Contract Rate" with Big Rivers for application on a case basis for loads meeting the applicability criteria below.

b. Applicability:

This schedule shall be applicable as follows:

- (1) To purchases made by a Member Cooperative for service to any New Customer initiating service after August 31, 1999, including New Customers with a QF as defined in Rate Schedule 9, that either initially contracts for five (5) MWs or more of capacity or whose aggregate peak load at any time amounts to five (5) MWs or greater (including any later increases to such load) in which case the entire load shall be thereafter subject to this rate schedule.
(2) To purchases made by a Member Cooperative for expanded load requirements of Existing Customers, including Existing Customers with a QF as defined in Rate Schedule 9, where: (i) the customer was in existence and served under the then effective Big Rivers Large Industrial Customer Rate Schedule any time during the Base Year and, (ii) the expanded load requirements are increases in peak load which in the aggregate result in a peak demand which is at least five (5) MWs greater than the customer's Base Year peak demand.
(3) To purchases made by a Member Cooperative for the expanded load requirements of Existing Customers, including Existing Customers with a QF as defined in Rate Schedule 9, where: (i) the customer's load was in existence and served through a Rural Delivery Point

DATE OF ISSUE October 2, 2007 DATE EFFECTIVE June 29, 2001

ISSUED BY TITLE President and CEO

SIGNATURE OF OFFICER

ISSUED BY AUTHORITY OF PSC ORDER NO.



Henderson, Kentucky

FOR ALL TERRITORY SERVED

Community, Town or City

PSC NO. 1

Original SHEET NO. 41B

CANCELLING PSC NO.

SHEET NO.

CLASSIFICATION OF SERVICE

Schedule 41 - Large Industrial Customers Served Under Special Contract for All Loads Subject to the Big Rivers Large Industrial Customer Expansion Rate

as defined in A.I.a.(3) of this Transaction Tariff; (ii) the expanded load requirements are increases in peak load which in the aggregate result in a peak demand which is at least five (5) MWs greater than the customer's Base Year peak demand; and (iii) the customer requires service through a dedicated delivery point as defined in A.I.a.(2) of the Rules and Regulations Section of this Transaction Tariff.

c. Conditions of Service

To receive service hereunder, the Member Cooperative must:

- (1) Obtain from the customer an executed written contract or amend an existing contract, for electric service hereunder with terms acceptable to Big Rivers.
(2) Enter into a contract with Big Rivers, or amend an existing contract with Big Rivers, to specify the terms and conditions of service between Big Rivers and the Member Cooperative regarding power supply for the customer.

d. Definitions

- (1) Base Year - "Base Year" shall mean the twelve (12) calendar months from September 1998 through August 1999.
(2) Big Rivers - "Big Rivers" shall mean Big Rivers Electric Corporation.
(3) Existing Customer - "Existing Customer" shall mean any customer of a Member Cooperative served as of August 31, 1999.
(4) LEM - "LEM" shall mean LG&E Energy Marketing, Inc.
(5) Member Cooperatives - As of the effective date of this tariff, "Member Cooperatives" shall mean collectively, Kenergy Corp., Jackson Purchase Energy Corporation, and Meade County Rural Electric Cooperative Corporation.

PUBLIC SERVICE COMMISSION OF KENTUCKY EFFECTIVE

DATE OF ISSUE July 16, 2001 DATE EFFECTIVE June 29, 2001 JUN 29 2001

ISSUED BY Dean Stanley SIGNATURE OF OFFICER TITLE President and CEO PUBLIC SERVICE COMMISSION OF KENTUCKY KAR 5011, SECTION 9 (1)

ISSUED BY AUTHORITY OF PSC ORDER NO. 2000-395.

BY Stephan Bess SECRETARY OF THE COMMISSION



Henderson, Kentucky

FOR ALL TERRITORY SERVED
Community, Town or City
PSC NO. 1
Original SHEET NO. 41C
CANCELLING PSC NO.
SHEET NO.

CLASSIFICATION OF SERVICE
Schedule 41 - Large Industrial Customers Served Under Special Contract for All Loads
Subject to the Big Rivers Large Industrial Customer Expansion Rate

- (6) New Customer - "New Customer" shall mean any customer of a Member Cooperative commencing service on or after September 1, 1999.
- (7) OATT - "OATT" shall mean Big Rivers' effective Open Access Transmission Tariff filed at the Federal Energy Regulatory Commission and/or the Kentucky Public Service Commission.
- (8) Power Purchase Agreement - "Power Purchase Agreement shall mean the Power Purchase Agreement between Big Rivers and LEM dated July 1998.
- (9) SEPA - "SEPA" shall mean the Southeastern Power Administration.
- (10) Third-Party Supplier - "Third-Party Supplier" shall mean any supplier of wholesale electric service to Big Rivers other than LEM pursuant to the Power Purchase Agreement or SEPA.

e. Expansion Demand and Expansion Energy:

- (1) Expansion Demand and Expansion Energy for the load requirements of a New Customer shall be the Member Cooperative's total demand and energy requirements for the New Customer, including amounts sufficient to compensate for losses on the Big Rivers' transmission system as set forth in Big Rivers' OATT.
- (2) Expansion Demand for the expanded load requirements of an Existing Customer shall be the amount in KW by which the customer's Billing Demand exceeds the customer's Base Year peak demand, plus an additional amount of demand sufficient to compensate for losses on the Big Rivers' transmission system as set forth in Big Rivers' OATT. In those months in which there is Expansion Demand, Expansion Energy shall be the amount in KWH by which the customer's KWH usage for the current month exceeds the customer's actual KWH usage for the corresponding month of the Base Year, plus an additional amount of KWH sufficient to compensate for losses on the Big Rivers' transmission system as set forth in Big Rivers' OATT.

PUBLIC SERVICE COMMISSION
OF KENTUCKY
EFFECTIVE

f. Rates and Charges:

DATE OF ISSUE July 16, 2001 DATE EFFECTIVE JUN 29 2001
 ISSUED BY Dean Hamlet TITLE President and CEO
 SIGNATURE OF OFFICER PUBLIC SERVICE COMMISSION OF KENTUCKY SECTION 9 (1)
 ISSUED BY AUTHORITY OF PSC ORDER NO. 2000-395 BY Stephan Bue SECRETARY OF THE COMMISSION



Henderson, Kentucky

FOR ALL TERRITORY SERVED
Community, Town or City
PSC NO. 1
Original SHEET NO. 41D
CANCELLING PSC NO.
SHEET NO.

CLASSIFICATION OF SERVICE
Schedule 41 - Large Industrial Customers Served Under Special Contract for All Loads
Subject to the Big Rivers Large Industrial Customer Expansion Rate

Expansion rate and charges shall be the sum of the following:

(1) Expansion Demand and Expansion Energy Rates:

The Expansion Demand rates, Expansion Energy rates, or both shall be established to correspond to the actual costs of power purchased by Big Rivers from Third-Party Suppliers selected by Big Rivers from which Big Rivers procures the supply and delivery of the type and quantity of service required by the Member Cooperative for resale to its customer. Such monthly costs shall include the sum of all Third-Party Supplier charges, including capacity and energy charges, charges to compensate for transmission losses on Third-Party transmission systems, and all transmission and ancillary services charges on Third-Party transmission systems paid by Big Rivers to purchase such Expansion Demand and Expansion Energy and have it delivered to Big Rivers' transmission system.

(2) Expansion Demand Transmission Rate:

Big Rivers shall assess unbundled charges for network transmission service on the Big Rivers' Transmission System according to the rates in Big Rivers' OATT applied to each KW taken as Expansion Demand.

(3) Ancillary Services Rates for Expansion Demand and Expansion Energy:

Big Rivers shall assess unbundled rates for all ancillary services required to serve load served under this rate schedule. Big Rivers shall supply the following six ancillary services as defined and set forth in Big Rivers' OATT: (1) Scheduling, System Control and Dispatch; (2) Reactive Supply and Voltage Control from Generation Sources Services; (3) Regulation and Frequency Response Service; (4) Energy Imbalance Service; (5) Operating Reserve - Spinning Reserve Service; and (6) Operating Reserve - Supplemental Reserve Service. Generation-based ancillary services required to serve customers may, at Big Rivers' option, be purchased separately from Third-Party Suppliers other than LEM, in which case the actual costs of such ancillary services shall be passed through to the respective Member Cooperative. Alternatively, where Big Rivers supplies such ancillary services from its own resources (including additional purchases from LEM), such services

UTILITY SERVICE COMMISSION
OF KENTUCKY
EFFECTIVE

DATE OF ISSUE July 16, 2001 DATE EFFECTIVE June 29, 2001
ISSUED BY Dean F. Brantley TITLE JUN 29 2001
SIGNATURE OF OFFICER President and CEO

ISSUED BY AUTHORITY OF PSC ORDER NO. 2000-395.

PURSUANT TO 807 KAR 5.011,
SECTION 9 (1)
BY: Stephen D. Bui
SECRETARY OF THE COMMISSION



Henderson, Kentucky

FOR ALL TERRITORY SERVED
 Community, Town or City
 PSC NO. 1
Original SHEET NO. 41E
 CANCELLING PSC NO. _____
 SHEET NO. _____

CLASSIFICATION OF SERVICE
Schedule 41 – Large Industrial Customers Served Under Special Contract for All Loads Subject to the Big Rivers Large Industrial Customer Expansion Rate

will be provided under Big Rivers' tariff rates for such services as contained in Big Rivers' OATT.

(4) Big Rivers Adder

In addition to the charges contained in Items 10(f)(1), (2) and (3), Big Rivers shall charge \$.38 per KW/month for each KW billed to the Member Cooperative under this tariff for resale by the Member Cooperative to the qualifying customer.

PUBLIC SERVICE COMMISSION
OF KENTUCKY
EFFECTIVE

JUN 29 2001

PURSUANT TO 807 KAR 5:011,
SECTION 9 (1)

BY: Stephen D. Bell
SECRETARY OF THE COMMISSION

f. Billing Form:

DATE OF ISSUE	<u>July 16, 2001</u>	DATE EFFECTIVE	<u>June 29, 2001</u>
ISSUED BY	<u>Dean Stanley</u> SIGNATURE OF OFFICER	TITLE	<u>President and CEO</u>

ISSUED BY AUTHORITY OF PSC ORDER NO. 2000-395.



Henderson, Kentucky

FOR ALL TERRITORY SERVED

Community, Town or City

PSC NO. 1

Original SHEET NO. 41F

CANCELLING PSC NO.

SHEET NO.

CLASSIFICATION OF SERVICE

Schedule 41 - Large Industrial Customers Served Under Special Contract for All Loads Subject to the Big Rivers Large Industrial Customer Expansion Rate

INVOICE

BIG RIVERS ELECTRIC CORP., P. O. BOX 24, HENDERSON, KY 42420

TO: LARGE INDUSTRIAL CUSTOMER EXPANSION ACCOUNT
DELIVERY POINTS SERVICE FROM THRU
USAGE:
DEMAND / TIME / DAY METER MULT. KW DEMAND
POWER FACTOR BASE PEAK AVERAGE BILLED KW BILLED
EXPANSION DEMAND ENERGY PREVIOUS PRESENT DIFFERENCE MULT. KWH USED
EXPANSION ENERGY KWH USED

EXPANSION DEMAND & EXPANSION ENERGY

EXPANSION DEMAND, INCLUDING LOSSES KW TIMES \$ EQUALS \$
P/F PENALTY KW TIMES \$ EQUALS \$
EXPANSION ENERGY, INCLUDING LOSSES KWH TIMES \$ EQUALS \$
OTHER EXPANSION SERVICE CHARGES EQUALS \$
SUBTOTAL \$

EXPANSION DEMAND TRANSMISSION

LOAD RATIO SHARE OF NETWORK LOAD \$

EXPANSION DEMAND & EXPANSION ENERGY ANCILLARY SERVICES

SCHEDULING, SYSTEM CONTROL & DISPATCH SERVICE \$
REACTIVE SUPPLY & VOLTAGE CONTROL FROM GENERATION SOURCES SERVICE \$
REGULATION & FREQUENCY RESPONSE SERVICE \$
ENERGY IMBALANCE SERVICE \$
OPERATING RESERVE-SPINNING RESERVE SERVICE \$
OPERATING RESERVE-SUPPLEMENTAL RESERVE SERVICE \$

BIG RIVERS ADDER

EXPANSION DEMAND KW TIMES \$ EQUALS \$

RESTITUTION ADJUSTMENT

HISTORIC KWH TIMES \$ EQUALS \$

TOTAL AMOUNT DUE \$

LOAD FACTOR

ACTUAL MILLS PER KWH

PUBLIC SERVICE COMMISSION OF KENTUCKY EFFECTIVE

DUE IN IMMEDIATELY AVAILABLE FUNDS ON OR BEFORE THE FIRST WORKING DAY AFTER THE 24TH OF THE MONTH.

DATE OF ISSUE July 16, 2001 DATE EFFECTIVE JUN 29 2001

ISSUED BY Dean E. Stanley TITLE President and CEO SIGNATURE OF OFFICER

ISSUED BY AUTHORITY OF PSC ORDER NO. 2000-395.

PUBLIC SERVICE COMMISSION OF KENTUCKY PAR 5.011, SECTION 9 (1) OF THE COMMISSION



Henderson, Kentucky

FOR ALL TERRITORY SERVED

Community, Town or City

PSC NO. 1

Original SHEET NO. 41G

CANCELLING PSC NO.

SHEET NO.

CLASSIFICATION OF SERVICE

Schedule 41G – Large Industrial Customers Served Under Special Contract for All Loads
Subject to the Big Rivers Large Industrial Customer Real-Time Rate

AVAILABLE

This rate shall apply to those power requirements of any large customer with loads subject to service under terms and conditions set forth in the Large Industrial Customer Real-Time Rate of Big Rivers Electric Corporation (Sheets 41H – 41M). This rate shall cease to be available should Big Rivers Large Industrial Real-Time Rate be discontinued.

CONDITIONS OF SERVICE

Service hereunder shall be subject to the following conditions:

- 1. The customer must execute a written contract for electric service, or amend an existing contract; and
2. The customer’s service characteristics must qualify all or some portion of the customer’s load for service under the Big Rivers Large Industrial Customer Expansion Tariff; and
3. It shall be the responsibility of the customer to coordinate through the Cooperative or its authorized agent all transactions that the Cooperative must make on behalf of the customer pursuant to the Big Rivers Large Industrial Customer Expansion Tariff.

MONTHLY RATE

A. Wholesale Power Cost:

An amount equal to all the monthly charges levied by Big Rivers pursuant to the Big Rivers Large Industrial Customer Expansion Rate for wholesale electric service (including transmission service) hereunder.

B. Retail Adders:

Retail Adders shall be determined on a case-by-case basis for that portion of each consumer’s load served under this tariff.

School Taxes added to bill if applicable.

Kentucky Sales Taxes added to bill if applicable.

METERS

Kenergy shall provide an appropriate meter to all customers served under this rate schedule except for Large Industrial Delivery Point customers.

DATE OF ISSUE October 2, 2007 DATE EFFECTIVE November 2, 2007

ISSUED BY TITLE President and CEO

SIGNATURE OF OFFICER

ISSUED BY AUTHORITY OF PSC ORDER NO.



Henderson, Kentucky

FOR ALL TERRITORY SERVED

Community, Town or City

PSC NO. 1

Original SHEET NO. 41H

CANCELLING PSC NO.

SHEET NO.

CLASSIFICATION OF SERVICE

Schedule 41G – Large Industrial Customers Served Under Special Contract for All Loads Subject to the Big Rivers Large Industrial Customer Real-Time Rate

10A. BIG RIVERS LARGE INDUSTRIAL CUSTOMER REAL-TIME RATE

a. Availability:

This schedule is available to any of the Member Cooperatives of Big Rivers for service to certain large industrial or commercial loads as specified in item (b) defining applicability. For all loads meeting the applicability criteria below, the Member Cooperative may choose service under either this rate schedule or Rate Schedule 10, and no other Big Rivers tariff rate will be available. As an alternative to this rate schedule, the Member Cooperative may negotiate a "Special Contract Rate" with Big Rivers for application on a case by case basis for loads meeting the applicability criteria below.

b. Applicability:

This schedule shall be applicable as follows:

- (1) To purchases made by a Member Cooperative for service to any New Customer initiating service after August 3 1, 1999, including New Customers with a QF as defined in Rate Schedule 9, that either initially contracts for five (5) MWs or more of capacity or whose aggregate peak load at any time amounts to five (5) MWs or greater (including any later increases to such load) in which case the entire load shall be thereafter subject to this rate schedule.
(2) To purchases made by a Member Cooperative for expanded load requirements of Existing Customers, including Existing Customers with a QF as defined in Rate Schedule 9, where: (i) the customer was in existence and served under the then effective Big Rivers Large Industrial Customer Rate Schedule any time during the Base Year and, (ii) the expanded load requirements are increases in peak load which in the aggregate result in a peak demand which is at least five (5) MWs greater than the customer's Base Year peak demand.
(3) To purchases made by a Member Cooperative for the expanded load requirements of Existing Customers, including Existing Customers with a QF as defined in Rate Schedule 9, where: (i) the customer's load was in existence and served through a Rural Delivery Point as defined in A.1.a.(3) of this Transaction Tariff; (ii) the expanded load requirements are increases in peak load which in the aggregate result in a peak demand which is at least five (5) MWs greater than the customer's Base Year peak demand; and (iii) the customer requires service through a dedicated delivery point as defined in A.1.a.(2) of the Rules and Regulations Section of this Transaction Tariff.

c. Term of the Rate Schedule:

This rate schedule shall take effect at 12:01 a.m. on the later to occur of November 2, 2007, or the date upon which the Kentucky Public Service Commission approves this rate Schedule (the Effective Date). This rate schedule will expire 3 years after the Effective Date.

DATE OF ISSUE October 2, 2007 DATE EFFECTIVE November 2, 2007

ISSUED BY SIGNATURE OF OFFICER TITLE President and CEO

ISSUED BY AUTHORITY OF PSC ORDER NO.



Henderson, Kentucky

FOR ALL TERRITORY SERVED

Community, Town or City

PSC NO. 1

Original SHEET NO. 411

CANCELLING PSC NO.

SHEET NO.

CLASSIFICATION OF SERVICE

Schedule 41G – Large Industrial Customers Served Under Special Contract for All Loads Subject to the Big Rivers Large Industrial Customer Real-Time Rate

d. Conditions of Service

To receive service hereunder, the Member Cooperative must:

- (1) Obtain from the customer an executed written contract or amend an existing contract, for electric service hereunder with terms acceptable to Big Rivers.
(2) Enter into a contract with Big Rivers, or amend an existing contract with Big Rivers, to specify the terms and conditions of service between Big Rivers and the Member Cooperative regarding power supply for the customer.

e. Definitions:

- (1) Base Year - "Base Year" shall mean the twelve (12) calendar months from September 1998 through August 1999.
(2) Big Rivers - "Big Rivers" shall mean Big Rivers Electric Corporation.
(3) Effective Date - "Effective Date" shall mean the date this tariff takes effect under Section c herein.
(4) Existing Customer - "Existing Customer" shall mean any customer of a Member Cooperative served as of August 31, 1999.
(5) LEM - "LEM" shall mean LG&E Energy Marketing, Inc.
(6) Member Cooperatives - As of the effective date of this tariff, "Member Cooperatives" shall mean collectively, Kenergy Corp., Jackson Purchase Energy Corporation, and Meade County Rural Electric Cooperative Corporation.
(7) New Customer - "New Customer" shall mean any customer of a Member Cooperative commencing service on or after September 1, 1999.
(8) OATT - "OATT" shall mean Big Rivers' effective Open Access Transmission Tariff filed at the Federal Energy Regulatory Commission and/or the Kentucky Public Service Commission.
(9) Power Purchase Agreement - "Power Purchase Agreement" shall mean the Power Purchase Agreement between Big Rivers and LEM dated July 1998.

DATE OF ISSUE October 2, 2007 DATE EFFECTIVE November 2, 2007

ISSUED BY SIGNATURE OF OFFICER TITLE President and CEO

ISSUED BY AUTHORITY OF PSC ORDER NO.



Henderson, Kentucky

FOR ALL TERRITORY SERVED
Community, Town or City
PSC NO. 1
Original SHEET NO. 41J
CANCELLING PSC NO.
SHEET NO.

CLASSIFICATION OF SERVICE
Schedule 41G - Large Industrial Customers Served Under Special Contract for All Loads
Subject to the Big Rivers Large Industrial Customer Real-Time Rate

- (10) Real Time Pricing - 'Real Time Pricing' shall mean market pricing scheduled a day or week ahead, as requested by the Distribution Cooperative on behalf of the retail customer.
(11) SEPA - 'SEPA' shall mean the Southeastern Power Administration.
(12) Special Contract Rate - 'Special Contract Rate' shall mean a rate negotiated with a Distribution Cooperative to serve the load requirements of a New Customer or an Existing Customer, which will include, upon request by the Distribution Cooperative, rates based on Real Time Pricing.
(13) Third-party Supplier - 'Third-party Supplier' shall mean any supplier of wholesale electric service to Big Rivers other than LEM pursuant to the Power Purchase Agreement or SEPA.

f. Expansion Demand and Expansion Energy:

- (1) Expansion Demand and Expansion Energy for the load requirements of a New Customer shall be the Member Cooperative's total demand and energy requirements for the New Customer, including amounts sufficient to compensate for losses on the Big Rivers' transmission system as set forth in Big Rivers' OATT.
(2) Expansion Demand for the expanded load requirements of an Existing Customer shall be the amount in kW by which the customer's Billing Demand exceeds the customer's Base Year peak demand, plus an additional amount of demand sufficient to compensate for losses on the Big Rivers' transmission system as set forth in Big Rivers' OATT. In those months in which there is Expansion Demand, Expansion Energy shall be the amount in kWh by which the customer's kWh usage for the current month exceeds the customer's actual kWh usage for the corresponding month of the Base Year, plus an additional amount of kWh sufficient to compensate for losses on the Big Rivers' transmission system as set forth in Big Rivers' OATT.

g. Rates and Charges:

Expansion rate and charges shall be based on Real-Time pricing and shall be the sum of the following:

(1) Expansion Demand and Expansion Energy Rates:

The Expansion Demand rates, Expansion Energy rates, or both shall be established to correspond to the actual costs of power purchased by Big Rivers from Third- Party Suppliers selected by Big Rivers from which Big Rivers procures the supply and delivery of the type and quantity of service required by the Member Cooperative for resale to its customer. Such monthly costs shall include the sum of all Third-party Supplier charges, including capacity and energy charges, charges to compensate for transmission losses on Third-party transmission systems, and all transmission and ancillary services

DATE OF ISSUE October 2, 2007 DATE EFFECTIVE November 2, 2007

ISSUED BY SIGNATURE OF OFFICER TITLE President and CEO

ISSUED BY AUTHORITY OF PSC ORDER NO.



Henderson, Kentucky

FOR ALL TERRITORY SERVED
Community, Town or City
PSC NO. 1
Original SHEET NO. 41K
CANCELLING PSC NO.
SHEET NO.

CLASSIFICATION OF SERVICE
Schedule 41G - Large Industrial Customers Served Under Special Contract for All Loads
Subject to the Big Rivers Large Industrial Customer Real-Time Rate

charges on Third-party transmission systems paid by Big Rivers to purchase such Expansion Demand and Expansion Energy and have it delivered to Big Rivers' transmission system.

(2) Expansion Demand Transmission Rate:

Big Rivers shall assess unbundled charges for network transmission service on the Big Rivers' Transmission System according to the rates in Big Rivers' OATT applied to each kW taken as Expansion Demand.

(3) Ancillary Services Rates for Expansion Demand and Expansion Energy:

Big Rivers shall assess unbundled rates for all ancillary services required to serve load served under this rate schedule. Big Rivers shall supply the following six ancillary services as defined and set forth in Big Rivers' OATT: (1) Scheduling, System Control and Dispatch; (2) Reactive Supply and Voltage Control from Generation Sources Services; (3) Regulation and Frequency Response Service; (4) Energy Imbalance Service; (5) Operating Reserve - Spinning Reserve Service; and (6) Operating Reserve - Supplemental Reserve Service. Generationbased ancillary services required to serve customers may, at Big Rivers' option, be purchased separately from Third-Party Suppliers other than LEM, in which case the actual costs of such ancillary services shall be passed through to the respective Member Cooperative. Alternatively, where Big Rivers supplies such ancillary services from its own resources (including additional purchases from LEM), such services will be provided under Big Rivers' tariff rates for such services as contained in Big Rivers' OATT.

(4) Big Rivers Adder

In addition to the charges contained in Items 10(f)(1), (2) and (3), Big Rivers shall charge \$.38 per kW/month for each kW billed to the Member Cooperative under this tariff for resale by the Member Cooperative to the qualifying customer.

h. Meters

Big Rivers shall provide an appropriate meter to all Large Industrial Customer Delivery Point customers served under this rate schedule.

DATE OF ISSUE October 2, 2007 DATE EFFECTIVE November 2, 2007
ISSUED BY SIGNATURE OF OFFICER TITLE President and CEO

ISSUED BY AUTHORITY OF PSC ORDER NO.



Henderson, Kentucky

FOR ALL TERRITORY SERVED

Community, Town or City

PSC NO. 1

Original SHEET NO. 41L

CANCELLING PSC NO.

SHEET NO.

CLASSIFICATION OF SERVICE

Schedule 41G - Large Industrial Customers Served Under Special Contract for All Loads
Subject to the Big Rivers Large Industrial Customer Real-Time Rate

i. BILLING FORM:

INVOICE

BIG RIVERS ELECTRIC CORP., P.O. BOX 24, HENDERSON, KY 42420

TO: LARGE INDUSTRIAL CUSTOMER EXPANSION ACCOUNT
DELIVERY POINTS SERVICE FROM / / THRU / /
USAGE:
DEMAND / TIME / DAY METER MULT. kW DEMAND
POWER FACTOR BASE PEAK AVERAGE BILLED
EXPANSION DEMAND kW BILLED
ENERGY PREVIOUS PRESENT DIFFERENCE MULT. kWh USED
EXPANSION ENERGY kWh USED

EXPANSION DEMAND & EXPANSION ENERGY

EXPANSION DEMAND, INCLUDING LOSSES kW TIMES \$ EQUALS \$
P/F PENALTY kW TIMES \$ EQUALS \$
EXPANSION ENERGY, INCLUDING LOSSES kW TIMES \$ EQUALS \$
OTHER EXPANSION SERVICE CHARGES EQUALS \$
SUBTOTAL \$

EXPANSION DEMAND TRANSMISSION

LOAD RATIO SHARE OF NETWORK LOAD \$

EXPANSION DEMAND & EXPANSION ENERGY ANCILLARY SERVICES

SCHEDULING, SYSTEM CONTROL & DISPATCH SERVICE \$
REACTIVE SUPPLY & VOLTAGE CONTROL FROM GENERATION SOURCES SERVICES \$
REGULATION & FREQUENCY RESPONSE SERVICE \$
ENERGY IMBALANCE SERVICE \$
OPERATING RESERVE-SPINNING RESERVE SERVICE \$
OPERATING RESERVE-SUPPLEMENTAL RESERVE SERVICE \$

BIG RIVERS ADDER

EXPANSION DEMAND kW TIMES \$ EQUALS \$

RESTITUTION ADJUSTMENT

HISTORIC kW TIMES \$ EQUALS \$

DATE OF ISSUE October 2, 2007 DATE EFFECTIVE November 2, 2007

ISSUED BY SIGNATURE OF OFFICER TITLE President and CEO

ISSUED BY AUTHORITY OF PSC ORDER NO.



Henderson, Kentucky

FOR ALL TERRITORY SERVED

Community, Town or City

PSC NO. 1

Original SHEET NO. 41M

CANCELLING PSC NO.

SHEET NO.

CLASSIFICATION OF SERVICE

Schedule 41G - Large Industrial Customers Served Under Special Contract for All Loads
Subject to the Big Rivers Large Industrial Customer Real-Time Rate

TOTAL AMOUNT DUE

\$

LOAD FACTOR

ACTUAL

MILLS PER kWh

DUE IN IMMEDIATELY AVAILABLE FUNDS ON OR BEFORE THE FIRST WORKING DAY AFTER THE 24TH OF THE MONTH

DATE OF ISSUE October 2, 2007 DATE EFFECTIVE November 2, 2007

ISSUED BY TITLE President and CEO

SIGNATURE OF OFFICER

ISSUED BY AUTHORITY OF PSC ORDER NO.

BIG RIVERS
ELECTRIC CORPORATION

PSC No. 22
Third Revised Sheet No. 60
Cancelling Second Revised Sheet No. 60

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RULES AND REGULATIONS

10. BIG RIVERS LARGE INDUSTRIAL CUSTOMER EXPANSION RATE

a. Availability:

This schedule is available to any of the Member Cooperatives of Big Rivers for service to certain large industrial or commercial loads as specified in item (b) defining applicability. For all loads meeting the applicability criteria below, ~~the Member Cooperative may~~ choose service under either this rate schedule or Rate Schedule 10A, and no other Big Rivers tariff rate will be available. As an alternative to this rate schedule, the Member Cooperative may negotiate a "Special Contract Rate", with Big Rivers for application on a case by case basis for loads meeting the applicability criteria below.

(T)

(T)

(T)

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b. Applicability:

This schedule shall be applicable as follows:

- (1) To purchases made by a Member Cooperative for service to any New Customer initiating service after August 3 1, 1999, including New Customers with a QF as defined in Rate Schedule 9, that either initially contracts for five (5) MWs or more of capacity or whose aggregate peak load at any time amounts to five (5) MWs or greater (including any later increases to such load) in which case the entire load shall be thereafter subject to this rate schedule.
- (2) To purchases made by a Member Cooperative for expanded load requirements of Existing Customers, including Existing Customers with a QF as defined in Rate Schedule 9, where: (i) the customer was in existence and served under the then effective Big Rivers Large Industrial Customer Rate Schedule any time during the Base Year and, (ii) the

Date of issue, October 2, 2007 Date Effective February 25, 2000
Issued By Big Rivers Electric Corporation, P.O. Box 24, Henderson, KY 42420
Issued By Authority of PSC in Case No. 2005-00275, Order Dated August 11, 2005

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BIG RIVERS
ELECTRIC CORPORATION

PSC No. 22
Original Sheet No. 67A

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Cancelling First Revised Sheet No. 60

RULES AND REGULATIONS

10A. BIG RIVERS LARGE INDUSTRIAL CUSTOMER REAL-TIME RATE

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a. Availability:

This schedule is available to any of the Member Cooperatives of Big Rivers for service to certain large industrial or commercial loads as specified in item (b) defining applicability. For all loads meeting the applicability criteria below, the Member Cooperative may choose service under either this rate schedule or Rate Schedule 10, and no other Big Rivers tariff rate will be available. As an alternative to this rate schedule, the Member Cooperative may negotiate a "Special Contract Rate" with Big Rivers for application on a case by case basis for loads meeting the applicability criteria below.

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b. Applicability:

This schedule shall be applicable as follows:

- (1) To purchases made by a Member Cooperative for service to any New Customer initiating service after August 31, 1999, including New Customers with a QF as defined in Rate Schedule 9, that either initially contracts for five (5) MWs or more of capacity or whose aggregate peak load at any time amounts to five (5) MWs or greater (including any later increases to such load) in which case the entire load shall be thereafter subject to this rate schedule.
- (2) To purchases made by a Member Cooperative for expanded load requirements of Existing Customers, including Existing Customers with a QF as defined in Rate Schedule 9, where:
 - (i) the customer was in existence and served under the then effective Big Rivers Large Industrial Customer Rate Schedule any time during the Base Year and, (ii) the

Date of issue October 2, 2007 Date Effective November 2, 2007
Issued By Big Rivers Electric Corporation, P.O. Box 24, Henderson, KY 42420
Issued By Authority of PSC in Case No.

Deleted: August 19, 2005

Deleted: February 25, 2000

Deleted: 2005-00275, Order Dated
August 11, 2005

BIG RIVERS
ELECTRIC CORPORATION

PSC No. 22
Original Sheet No. 67B

RULES AND REGULATIONS

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Cancelling First Revised Sheet No. 61

expanded load requirements are increases in peak load which in the aggregate result in a peak demand which is at least five (5) MWs greater than the customer's Base Year peak demand.

- (3) To purchases made by a Member Cooperative for the expanded load requirements of Existing Customers, including Existing Customers with a QF as defined in Rate Schedule 9, where: (i) the customer's load was in existence and served through a Rural Delivery Point as defined in A.1.a.(3) of this Transaction Tariff; (ii) the expanded load requirements are increases in peak load which in the aggregate result in a peak demand which is at least five (5) MWs greater than the customer's Base Year peak demand; and (iii) the customer requires service through a dedicated delivery point as defined in A.1.a.(2) of the Rules and Regulations Section of this Transaction Tariff.

c. Term of the Rate Schedule:

This rate schedule shall take effect at 12:01 a.m. on the later to occur of November 2, 2007, or the date upon which the Kentucky Public Service Commission approves this rate Schedule (the Effective Date). This rate schedule will expire 3 years after the Effective Date.

d. Conditions of Service

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To receive service hereunder, the Member Cooperative must:

- (1) Obtain from the customer an executed written contract or amend an existing contract, for electric service hereunder with terms acceptable to Big Rivers.
- (2) Enter into a contract with Big Rivers, or amend an existing contract with Big Rivers, to specify the terms and conditions of service between Big Rivers and the Member Cooperative regarding power supply for the customer.

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Date of issue October 2, 2007 Date Effective November 2, 2007
Issued By Big Rivers Electric Corporation, P.O. Box 24, Henderson, KY 42420
Issued By Authority of PSC in Case No. 2005-00275, Order Dated August 11, 2005

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Date Effective February 25, 2000

BIG RIVERS
ELECTRIC CORPORATION

PSC No. 22
Original Sheet No. 67C

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Cancelling First Revised Sheet No. 62

RULES AND REGULATIONS

e. Definitions:

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(1) Base Year - "Base Year" shall mean the twelve (12) calendar months from September 1998 through August 1999.

(2) Big Rivers - "Big Rivers" shall mean Big Rivers Electric Corporation.

(3) Effective Date - "Effective Date" shall mean the date this tariff takes effect under Section c herein.

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(4) Existing Customer - "Existing Customer" shall mean any customer of a Member Cooperative served as of August 31, 1999.

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(5) LEM - "LEM" shall mean LG&E Energy Marketing, Inc.

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(6) Member Cooperatives - As of the effective date of this tariff, "Member Cooperatives" shall mean collectively, Kenergy Corp., Jackson Purchase Energy Corporation, and Meade County Rural Electric Cooperative Corporation.

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(7) New Customer - "New Customer" shall mean any customer of a Member Cooperative commencing service on or after September 1, 1999.

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(8) OATT - "OATT" shall mean Big Rivers' effective Open Access Transmission Tariff filed at the Federal Energy Regulatory Commission and/or the Kentucky Public Service Commission.

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(9) Power Purchase Agreement - "Power Purchase Agreement" shall mean the Power Purchase Agreement between Big Rivers and LEM dated July 1998.

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Date of issue October 2, 2007 Date Effective November 2, 2007

Issued By Big Rivers Electric Corporation, P.O. Box 24, Henderson, KY 42420
Issued By Authority of PSC in Case No. 2005-00275, Order Dated August 11, 2005

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Date Effective February 25, 2000

BIG RIVERS
ELECTRIC CORPORATION

PSC No. 22
Original Sheet No. 67D

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Cancelling First Revised Sheet No. 63

RULES AND REGULATIONS

(10) Real Time Pricing - "Real Time Pricing" shall mean market pricing scheduled a day or week ahead, as requested by the Distribution Cooperative on behalf of the retail customer.

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(11) SEPA - "SEPA" shall mean the Southeastern Power Administration.

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(12) Special Contract Rate - "Special Contract Rate" shall mean a rate negotiated with a Distribution Cooperative to serve the load requirements of a New Customer or an Existing Customer, which will include, upon request by the Distribution Cooperative, rates based on Real Time Pricing.

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(13) Third-party Supplier - "Third-party Supplier" shall mean any supplier of wholesale electric service to Big Rivers other than LEM pursuant to the Power Purchase Agreement or SEPA.

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f Expansion Demand and Expansion Energy:

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(1) Expansion Demand and Expansion Energy for the load requirements of a New Customer shall be the Member Cooperative's total demand and energy requirements for the New Customer, including amounts sufficient to compensate for losses on the Big Rivers' transmission system as set forth in Big Rivers' OATT.

(2) Expansion Demand for the expanded load requirements of an Existing Customer shall be the amount in kW by which the customer's Billing Demand exceeds the customer's Base Year peak demand, plus an additional amount of demand sufficient to compensate for losses on the Big Rivers' transmission system as set forth in Big Rivers' OATT. In those months in which there is Expansion Demand, Expansion Energy shall be the amount in kWh by which the customer's kWh usage for the current month exceeds the customer's actual kWh usage for the corresponding month of the Base Year, plus an additional amount of kWh sufficient to compensate for losses on the Big Rivers' transmission system as set forth in Big Rivers' OATT.

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g Rates and Charges:

Date of issue October 2, 2007 Date Effective November 2, 2007

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

Issued By Authority of PSC in Case No. 2005-00275, Order Dated August 11, 2005

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Date Effective February 25, 2000

BIG RIVERS
ELECTRIC CORPORATION

PSC No. 22
Original Sheet No. 67E

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Cancelling First Revised Sheet No. 64

RULES AND REGULATIONS

Expansion rate and charges shall be based on Real-Time pricing and shall be the sum of the following:

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(1) Expansion Demand and Expansion Energy Rates:

The Expansion Demand rates, Expansion Energy rates, or both shall be established to correspond to the actual costs of power purchased by Big Rivers from Third-Party Suppliers selected by Big Rivers from which Big Rivers procures the supply and delivery of the type and quantity of service required by the Member Cooperative for resale to its customer. Such monthly costs shall include the sum of all Third-party Supplier charges, including capacity and energy charges, charges to compensate for transmission losses on Third-party transmission systems, and all transmission and ancillary services charges on Third-party transmission systems paid by Big Rivers to purchase such Expansion Demand and Expansion Energy and have it delivered to Big Rivers' transmission system.

(2) Expansion Demand Transmission Rate:

Big Rivers shall assess unbundled charges for network transmission service on the Big Rivers' Transmission System according to the rates in Big Rivers' OATT applied to each kW taken as Expansion Demand.

(3) Ancillary Services Rates for Expansion Demand and Expansion Energy:

Big Rivers shall assess unbundled rates for all ancillary services required to serve load served under this rate

Date of issue October 2, 2007 Date Effective November 2, 2007
Issued By Big Rivers Electric Corporation, P.O. Box 24, Henderson, KY 42420
Issued By Authority of PSC in Case No. 2005-00275, Order Dated August 11, 2005

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Date Effective February 25, 2000

BIG RIVERS
ELECTRIC CORPORATION

PSC No. 22
Original Sheet No. 67F

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Cancelling First Revised Sheet No. 65

RULES AND REGULATIONS

schedule. Big Rivers shall supply the following six ancillary services as defined and set forth in Big Rivers' OATT: (1) Scheduling, System Control and Dispatch; (2) Reactive Supply and Voltage Control From Generation Sources Services; (3) Regulation and Frequency Response Service; (4) Energy Imbalance Service; (5) Operating Reserve - Spinning Reserve Service; and (6) Operating Reserve - Supplemental Reserve Service. Generationbased ancillary services required to serve customers may, at Big Rivers' option, be purchased separately from Third-Party Suppliers other than LEM, in which case the actual costs of such ancillary services shall be passed through to the respective Member Cooperative. Alternatively, where Big Rivers supplies such ancillary services from its own resources (including additional purchases from LEM), such services will be provided under Big Rivers' tariff rates for such services as contained in Big Rivers' OATT.

(4) Big Rivers Adder

In addition to the charges contained in Items 10(f)(1), (2) and (3), Big Rivers shall charge \$.38 per kW/month for each kW billed to the Member Cooperative under this tariff for resale by the Member Cooperative to the qualifying customer .

h. Meters

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Big Rivers shall provide an appropriate meter to all Large Industrial Customer Delivery Point customers served under this rate schedule.

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Date of issue October 2, 2007 Date Effective November 2, 2007
Issued By Big Rivers Electric Corporation, P.O. Box 24, Henderson, KY 42420
Issued By Authority of PSC in Case No. 2005-00275, Order Dated August 11, 2005

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Date Effective February 25, 2000¶

For All Territory Served By
Cooperative's Transmission System

BIG RIVERS
ELECTRIC CORPORATION

PSC No. 22
Original Sheet No. 67G

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Cancelling Original Sheet No. 66

RULES AND REGULATIONS

BILLING FORM:

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INVOICE

BIG RIVERS ELECTRIC CORP., P.O. BOX 24, HENDERSON, KY 42420

TO: LARGE INDUSTRIAL CUSTOMER EXPANSION	ACCOUNT
DELIVERY POINTS	SERVICE FROM / / THRU / /
USAGE :	
DEMAND / TIME / DAY	METER MULT. kW DEMAND
POWER FACTOR BASE PEAK AVERAGE	BILLED
EXPANSION DEMAND	kW BILLED
ENERGY PREVIOUS PRESENT DIFFERENCE MULT.	kWh USED
EXPANSION ENERGY	kWh USED

EXPANSION DEMAND & EXPANSION ENERGY

EXPANSION DEMAND, INCLUDING LOSSES	kW TIMES \$	EQUALS \$
P/F PENALTY	kW TIMES \$	EQUALS \$
EXPANSION ENERGY, INCLUDING LOSSES	kW TIMES \$	EQUALS \$
OTHER EXPANSION SERVICE CHARGES		EQUALS \$
SUBTOTAL		\$

EXPANSION DEMAND TRANSMISSION

LOAD RATIO SHARE OF NETWORK LOAD \$

EXPANSION DEMAND & EXPANSION ENERGY ANCILLARY SERVICES

SCHEDULING, SYSTEM CONTROL & DISPATCH SERVICE	\$
REACTIVE SUPPLY & VOLTAGE CONTROL FROM GENERATION SOURCES SERVICE	\$
REGULATION & FREQUENCY RESPONSE SERVICE	\$
ENERGY IMBALANCE SERVICE	\$
OPERATING RESERVE-SPINNING RESERVE SERVICE	\$
OPERATING RESERVE-SUPPLEMENTAL RESERVE SERVICE	\$

BIG RIVERS ADDER

EXPANSION DEMAND kW TIMES \$ EQUALS \$

Date of issue October 2, 2007 Date Effective November 2, 2007
 Issued By Big Rivers Electric Corporation, P.O. Box 24, Henderson, KY 42420
 Issued By Authority of PSC in Case No. 2002-00272, Order Dated October 1, 2002

Deleted: Date of issue October 18, 2002 Date Effective February 25, 2000f

For All Territory Served By
Cooperative's Transmission System

BIG RIVERS
ELECTRIC CORPORATION

PSC No. 22
Original Sheet No. 67H

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Cancelling Original Sheet No. 67

RULES AND REGULATIONS

RESTITUTION ADJUSTMENT
HISTORIC

kW TIMES \$ ___ EQUALS \$ _____

TOTAL AMOUNT DUE

\$

LOAD FACTOR
ACTUAL

MILLS PER kWh

DUE IN IMMEDIATELY AVAILABLE FUNDS ON OR BEFORE THE FIRST WORKING DAY AFTER THE
24TH OF THE MONTH

Date of issue October 2, 2007 Date Effective November 2, 2007

Issued By Big Rivers Electric Corporation, P.O. Box 24, Henderson, KY 42420
Issued By Authority of PSC in Case No. 2002-00272, Order Dated October 1, 2002

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2002 Date Effective February 25, 2000



Henderson, Kentucky

FOR ALL TERRITORY SERVED

Community, Town or City

PSC NO. 1

First Revised SHEET NO. 41A

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CANCELLING PSC NO. 1

Original SHEET NO. 41A

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CLASSIFICATION OF SERVICE

Schedule 41 - Large Industrial Customers Served Under Special Contract for All Loads Subject to the Big Rivers Large Industrial Customer Expansion Rate

10. BIG RIVERS LARGE INDUSTRIAL CUSTOMER EXPANSION RATE

a. Availability

This schedule is available to any of the Member Cooperatives of Big Rivers for to certain large industrial or commercial loads as specified in item (b) defining applicability. For all

(T) loads meeting the applicability criteria below, the Member Cooperative may choose service

(T) under either this rate schedule or Rate Schedule 10A, and no other Big Rivers tariff rate will be available. As an alternative to this rate schedule, the Member Cooperative may negotiate

(T) a "Special Contract Rate" with Big Rivers for application on a case basis for loads meeting the applicability criteria below.

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b. Applicability:

This schedule shall be applicable as follows:

(1) To purchases made by a Member Cooperative for service to any New Customer initiating service after August 31, 1999, including New Customers with a QF as defined in Rate Schedule 9, that either initially contracts for five (5) MWs or more of capacity or whose aggregate peak load at any time amounts to five (5) MWs or greater (including any later increases to such load) in which case the entire load shall be thereafter subject to this rate schedule.

(2) To purchases made by a Member Cooperative for expanded load requirements of Existing Customers, including Existing Customers with a QF as defined in Rate Schedule 9, where: (i) the customer was in existence and served under the then effective Big Rivers Large Industrial Customer Rate Schedule any time during the Base Year and, (ii) the expanded load requirements are increases in peak load which in the aggregate result in a peak demand which is at least five (5) MWs greater than the customer's Base Year peak demand.

(3) To purchases made by a Member Cooperative for the expanded load requirements of Existing Customers, including Existing Customers with a QF as defined in Rate Schedule 9, where: (i) the customer's load was in existence and served through a Rural Delivery Point,

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----- Section Break (Continuous) -----

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DATE OF ISSUE October 2, 2007 DATE EFFECTIVE June 29, 2001

ISSUED BY SIGNATURE OF OFFICER TITLE President and CEO

ISSUED BY AUTHORITY OF PSC ORDER NO.



Henderson, Kentucky

FOR ALL TERRITORY SERVED

Community, Town or City

PSC NO. 1

Original SHEET NO. 41G

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CANCELLING PSC NO. _____

SHEET NO. _____

CLASSIFICATION OF SERVICE

Schedule 41G - Large Industrial Customers Served Under Special Contract for All Loads Subject to the Big Rivers Large Industrial Customer Real-Time Rate

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AVAILABLE

This rate shall apply to those power requirements of any large customer with loads subject to service under terms and conditions set forth in the Large Industrial Customer Real-Time Rate of Big Rivers Electric Corporation (Sheets 41H - 41M). This rate shall cease to be available should Big Rivers Large Industrial Real-Time Rate be discontinued.

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CONDITIONS OF SERVICE

Service hereunder shall be subject to the following conditions:

- 1. The customer must execute a written contract for electric service, or amend an existing contract; and
2. The customer's service characteristics must qualify all or some portion of the customer's load for service under the Big Rivers Large Industrial Customer Expansion Tariff; and
3. It shall be the responsibility of the customer to coordinate through the Cooperative or its authorized agent all transactions that the Cooperative must make on behalf of the customer pursuant to the Big Rivers Large Industrial Customer Expansion Tariff.

MONTHLY RATE

A. Wholesale Power Cost:

An amount equal to all the monthly charges levied by Big Rivers pursuant to the Big Rivers Large Industrial Customer Expansion Rate for wholesale electric service (including transmission service) hereunder.

B. Retail Adders:

Retail Adders shall be determined on a case-by-case basis for that portion of each consumer's load served under this tariff.

School Taxes added to bill if applicable.

Kentucky Sales Taxes added to bill if applicable.

METERS

Kenergy shall provide an appropriate meter to all customers served under this rate schedule except for Large Industrial Delivery Point customers.

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DATE OF ISSUE October 2, 2007 DATE EFFECTIVE November 2, 2007

ISSUED BY SIGNATURE OF OFFICER TITLE President and CEO

ISSUED BY AUTHORITY OF PSC ORDER NO. _____



Henderson, Kentucky

FOR ALL TERRITORY SERVED
Community, Town or City

PSC NO. 1

Original SHEET NO. 41H

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CANCELLING PSC NO.

SHEET NO.

CLASSIFICATION OF SERVICE

Schedule 41G – Large Industrial Customers Served Under Special Contract for All Loads
Subject to the Big Rivers Large Industrial Customer Real-Time Rate

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10A. BIG RIVERS LARGE INDUSTRIAL CUSTOMER REAL-TIME RATE

a. Availability:

This schedule is available to any of the Member Cooperatives of Big Rivers for service to certain large industrial or commercial loads as specified in item (b) defining applicability. For all loads meeting the applicability criteria below, the Member Cooperative may choose service under either this rate schedule or Rate Schedule 10, and no other Big Rivers tariff rate will be available. As an alternative to this rate schedule, the Member Cooperative may negotiate a "Special Contract Rate" with Big Rivers for application on a case by case basis for loads meeting the applicability criteria below.

b. Applicability:

This schedule shall be applicable as follows:

- (1) To purchases made by a Member Cooperative for service to any New Customer initiating service after August 31, 1999, including New Customers with a QF as defined in Rate Schedule 9, that either initially contracts for five (5) MWs or more of capacity or whose aggregate peak load at any time amounts to five (5) MWs or greater (including any later increases to such load) in which case the entire load shall be thereafter subject to this rate schedule.
- (2) To purchases made by a Member Cooperative for expanded load requirements of Existing Customers, including Existing Customers with a QF as defined in Rate Schedule 9, where: (i) the customer was in existence and served under the then effective Big Rivers Large Industrial Customer Rate Schedule any time during the Base Year and, (ii) the expanded load requirements are increases in peak load which in the aggregate result in a peak demand which is at least five (5) MWs greater than the customer's Base Year peak demand.
- (3) To purchases made by a Member Cooperative for the expanded load requirements of Existing Customers, including Existing Customers with a QF as defined in Rate Schedule 9, where: (i) the customer's load was in existence and served through a Rural Delivery Point as defined in A.1.a.(3) of this Transaction Tariff; (ii) the expanded load requirements are increases in peak load which in the aggregate result in a peak demand which is at least five (5) MWs greater than the customer's Base Year peak demand, and (iii) the customer requires service through a dedicated delivery point as defined in A.1.a.(2) of the Rules and Regulations Section of this Transaction Tariff.

c. Term of the Rate Schedule:

This rate schedule shall take effect at 12.01 a.m. on the later to occur of November 2, 2007, or the date upon which the Kentucky Public Service Commission approves this rate Schedule (the Effective Date). This rate schedule will expire 3 years after the Effective Date.

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DATE OF ISSUE October 2, 2007 DATE EFFECTIVE November 2, 2007

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ISSUED BY AUTHORITY OF PSC ORDER NO.



Henderson, Kentucky

FOR ALL TERRITORY SERVED
Community, Town or City
PSC NO. 1
Original SHEET NO. 411
CANCELLING PSC NO.
SHEET NO.

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CLASSIFICATION OF SERVICE
Schedule 41G - Large Industrial Customers Served Under Special Contract for All Loads
Subject to the Big Rivers Large Industrial Customer Real-Time Rate

Deleted: Expansion

d. Conditions of Service

To receive service hereunder, the Member Cooperative must:

- (1) Obtain from the customer an executed written contract or amend an existing contract for electric service hereunder with terms acceptable to Big Rivers.
(2) Enter into a contract with Big Rivers, or amend an existing contract with Big Rivers, to specify the terms and conditions of service between Big Rivers and the Member Cooperative regarding power supply for the customer.

e. Definitions:

- (1) Base Year - "Base Year" shall mean the twelve (12) calendar months from September 1998 through August 1999.
(2) Big Rivers - "Big Rivers" shall mean Big Rivers Electric Corporation.
(3) Effective Date - "Effective Date" shall mean the date this tariff takes effect under Section c herein.
(4) Existing Customer - "Existing Customer" shall mean any customer of a Member Cooperative served as of August 31, 1999.
(5) LEM - "LEM" shall mean LG&E Energy Marketing, Inc.
(6) Member Cooperatives - As of the effective date of this tariff, "Member Cooperatives" shall mean collectively, Kenergy Corp., Jackson Purchase Energy Corporation, and Meade County Rural Electric Cooperative Corporation.
(7) New Customer - "New Customer" shall mean any customer of a Member Cooperative commencing service on or after September 1, 1999.
(8) OATT - "OATT" shall mean Big Rivers' effective Open Access Transmission Tariff filed at the Federal Energy Regulatory Commission and/or the Kentucky Public Service Commission.
(9) Power Purchase Agreement - "Power Purchase Agreement" shall mean the Power Purchase Agreement between Big Rivers and LEM dated July 1998.

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Community, Town or City

PSC NO. 1

Original SHEET NO. 41J

Deleted: 41A

CANCELLING PSC NO. _____

SHEET NO. _____

CLASSIFICATION OF SERVICE

**Schedule 41G – Large Industrial Customers Served Under Special Contract for All Loads
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Deleted: Expansion

- (10) Real Time Pricing – “Real Time Pricing” shall mean market pricing scheduled a day or week ahead, as requested by the Distribution Cooperative on behalf of the retail customer.
- (11) SEPA - “SEPA” shall mean the Southeastern Power Administration.
- (12) Special Contract Rate – “Special Contract Rate” shall mean a rate negotiated with a Distribution Cooperative to serve the load requirements of a New Customer or an Existing Customer, which will include, upon request by the Distribution Cooperative, rates based on Real Time Pricing.
- (13) Third-party Supplier - “Third-party Supplier” shall mean any supplier of wholesale electric service to Big Rivers other than LEM pursuant to the Power Purchase Agreement or SEPA.

f. Expansion Demand and Expansion Energy:

- (1) Expansion Demand and Expansion Energy for the load requirements of a New Customer shall be the Member Cooperative’s total demand and energy requirements for the New Customer, including amounts sufficient to compensate for losses on the Big Rivers’ transmission system as set forth in Big Rivers’ OATT.
- (2) Expansion Demand for the expanded load requirements of an Existing Customer shall be the amount in kW by which the customer’s Billing Demand exceeds the customer’s Base Year peak demand, plus an additional amount of demand sufficient to compensate for losses on the Big Rivers’ transmission system as set forth in Big Rivers’ OATT. In those months in which there is Expansion Demand, Expansion Energy shall be the amount in kWh by which the customer’s kWh usage for the current month exceeds the customer’s actual kWh usage for the corresponding month of the Base Year, plus an additional amount of kWh sufficient to compensate for losses on the Big Rivers’ transmission system as set forth in Big Rivers’ OATT.

g. Rates and Charges:

Expansion rate and charges shall be based on Real-Time pricing and shall be the sum of the following:

- (1) Expansion Demand and Expansion Energy Rates:

The Expansion Demand rates, Expansion Energy rates, or both shall be established to correspond to the actual costs of power purchased by Big Rivers from Third- Party Suppliers selected by Big Rivers from which Big Rivers procures the supply and delivery of the type and quantity of service required by the Member Cooperative for resale to its customer. Such monthly costs shall include the sum of all Third-party Supplier charges, including capacity and energy charges, charges to compensate for transmission losses on Third-party transmission systems, and all transmission and ancillary services

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PSC NO. 1

Original SHEET NO. 41K

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CANCELLING PSC NO.

SHEET NO.

CLASSIFICATION OF SERVICE

Schedule 41G - Large Industrial Customers Served Under Special Contract for All Loads Subject to the Big Rivers Large Industrial Customer Real-Time Rate

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charges on Third-party transmission systems paid by Big Rivers to purchase such Expansion Demand and Expansion Energy and have it delivered to Big Rivers' transmission system.

(2) Expansion Demand Transmission Rate:

Big Rivers shall assess unbundled charges for network transmission service on the Big Rivers' Transmission System according to the rates in Big Rivers' OATT applied to each kW taken as Expansion Demand.

(3) Ancillary Services Rates for Expansion Demand and Expansion Energy:

Big Rivers shall assess unbundled rates for all ancillary services required to serve load served under this rate schedule. Big Rivers shall supply the following six ancillary services as defined and set forth in Big Rivers' OATT: (1) Scheduling, System Control and Dispatch; (2) Reactive Supply and Voltage Control From Generation Sources Services; (3) Regulation and Frequency Response Service; (4) Energy Imbalance Service; (5) Operating Reserve - Spinning Reserve Service; and (6) Operating Reserve - Supplemental Reserve Service. Generationbased ancillary services required to serve customers may, at Big Rivers' option, be purchased separately from Third-Party Suppliers other than LEM, in which case the actual costs of such ancillary services shall be passed through to the respective Member Cooperative. Alternatively, where Big Rivers supplies such ancillary services from its own resources (including additional purchases from LEM), such services will be provided under Big Rivers' tariff rates for such services as contained in Big Rivers' OATT.

(4) Big Rivers Adder

In addition to the charges contained in Items 10(f)(1), (2) and (3), Big Rivers shall charge \$.38 per kW/month for each kW billed to the Member Cooperative under this tariff for resale by the Member Cooperative to the qualifying customer.

h. Meters

Big Rivers shall provide an appropriate meter to all Large Industrial Customer Delivery Point customers served under this rate schedule.

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CANCELLING PSC NO.
SHEET NO.

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CLASSIFICATION OF SERVICE
Schedule 41G - Large Industrial Customers Served Under Special Contract for All Loads
Subject to the Big Rivers Large Industrial Customer Real-Time Rate

BILLING FORM

INVOICE

BIG RIVERS ELECTRIC CORP., P.O. BOX 24, HENDERSON, KY 42420

TO: LARGE INDUSTRIAL CUSTOMER EXPANSION ACCOUNT
DELIVERY POINTS SERVICE FROM / / THRU / /
USAGE:
DEMAND / TIME / DAY METER MULT. kW DEMAND
POWER FACTOR BASE PEAK AVERAGE BILLED
EXPANSION DEMAND kW BILLED
ENERGY PREVIOUS PRESENT DIFFERENCE MULT. kWh USED
EXPANSION ENERGY kWh USED

EXPANSION DEMAND & EXPANSION ENERGY

EXPANSION DEMAND, INCLUDING LOSSES kW TIMES \$ EQUALS \$
P/F PENALTY kW TIMES \$ EQUALS \$
EXPANSION ENERGY, INCLUDING LOSSES kW TIMES \$ EQUALS \$
OTHER EXPANSION SERVICE CHARGES EQUALS \$
SUBTOTAL \$

EXPANSION DEMAND TRANSMISSION

LOAD RATIO SHARE OF NETWORK LOAD \$

EXPANSION DEMAND & EXPANSION ENERGY ANCILLARY SERVICES

SCHEDULING, SYSTEM CONTROL & DISPATCH SERVICE \$
REACTIVE SUPPLY & VOLTAGE CONTROL FROM GENERATION SOURCES SERVICES \$
REGULATION & FREQUENCY RESPONSE SERVICE \$
ENERGY IMBALANCE SERVICE \$
OPERATING RESERVE-SPINNING RESERVE SERVICE \$
OPERATING RESERVE-SUPPLEMENTAL RESERVE SERVICE \$

BIG RIVERS ADDER

EXPANSION DEMAND kW TIMES \$ EQUALS \$

RESTITUTION ADJUSTMENT

HISTORIC kW TIMES \$ EQUALS \$

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Original SHEET NO. 41M

Deleted: 41F

CANCELLING PSC NO. _____

SHEET NO. _____

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TOTAL AMOUNT DUE _____ \$

LOAD FACTOR

ACTUAL _____ MILLS PER kWh

DUE IN IMMEDIATELY AVAILABLE FUNDS ON OR BEFORE THE FIRST WORKING DAY AFTER THE 24TH OF
THE MONTH

Deleted: 10. BIG RIVERS LARGE INDUSTRIAL CUSTOMER EXPANSION RATE¶

¶
a. Availability¶

¶ This schedule is available to any of the Member Cooperatives of Big Rivers for to certain large industrial or commercial loads as specified in item (b) defining applicability. For all loads meeting the applicability criteria below, no other Big Rivers tariff rate will be available. As an alternative to this rate schedule, the Member Cooperative may negotiate a "Special Contract" rate with Big Rivers for application on a case basis for loads meeting the applicability criteria below.¶

¶ b. Applicability:¶

¶ This schedule shall be applicable as follows:¶

¶ (1) To purchases made by a Member Cooperative for service to any New Customer initiating service after August 31, 1999, including New Customers with a QF as defined in Rate Schedule 9, that either initially contracts for five (5) MWs or more of capacity or whose aggregate peak load at any time amounts to five (5) MWs or greater (including any later increases to such load) in which case the entire load shall be thereafter subject to this rate schedule.¶

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