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Governor

Robert D. Vance, Secretary
Environmental and Public
Protection Cabinet

Timothy J. LeDonne
Commissioner
Department of Public Protection

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Mark David Goss
Chairman

John W. Clay
Vice Chairman

Caroline Pitt Clark
Commissioner

January 25, 2008

PARTIES OF RECORD:
Case No. 2007-00455
Big Rivers Electric Corporation

Attached is a copy of the informal conference memorandum which is being filed in the record of the above-referenced case. If you wish to make any comments regarding the contents of the memorandum, please do so within five days of receipt of this letter. Should you have any questions regarding the memorandum, please contact Quang Nguyen at 502/564-3940, Extension 256.

Sincerely,


A handwritten signature in black ink, appearing to read "Beth O'Donnell".

Beth O'Donnell
Executive Director

QN:v

INTRA-AGENCY MEMORANDUM
KENTUCKY PUBLIC SERVICE COMMISSION

TO: Main Case File – Case No. 2007-00455

FROM: Quang D. Nguyen, Staff Attorney 

DATE: January 24, 2008

RE: Big Rivers Electric Corporation Unwind – Informal Conference

Pursuant to the Commission Staff's notice of January 17, 2008, an informal conference was held at the Commission's offices on January 22, 2008. A list of the attendees is attached hereto.

The purpose of the conference was to review Big Rivers' financial model, which supports the financial viability of the proposed unwind transaction. Big Rivers provided a detailed presentation of the contents of the financial model. A copy of the PowerPoint presentation, attached hereto, was provided to each attendee. Big Rivers also addressed several questions posed by Commission Staff and by representatives of the Office of the Attorney General. The parties briefly discussed the upcoming informal conference proposed for February 19, 2008 to review the smelter agreements and the five adjustment clauses proposed by Big Rivers. All parties were in general agreement with the proposed date.

cc: Parties of record (with list of attendees, but not PowerPoint presentation)

COMMONWEALTH OF KENTUCKY
BEFORE THE PUBLIC SERVICE COMMISSION

THE APPLICATIONS OF BIG RIVERS)
ELECTRIC CORPORATION FOR:)
(I) APPROVAL OF WHOLESALE TARIFF)
ADDITIONS FOR BIG RIVERS ELECTRIC)
CORPORATION, (II) APPROVAL OF)
TRANSACTIONS, (III) APPROVAL TO ISSUE)
EVIDENCES OF INDEBTEDNESS, AND)
(IV) APPROVAL OF AMENDMENTS TO)
CONTRACTS; AND OF E.ON U.S., LLC,)
WESTERN KENTUCKY ENERGY CORP.,)
AND LG&E ENERGY MARKETING, INC.)
FOR APPROVAL OF TRANSACTIONS)

CASE NO. 2007-00455

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January 22, 2008 Informal Conference
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Please sign in:

NAME

REPRESENTING

Quang Nguyen

PSC - Legal

James L. Duda

PSC - Financial Analysis

Aaron Duenwece

PSC - FINANCIAL ANALYSIS

David Sanford

PSC - Legal

Rick Bertelson

PSC - Legal

Daryl Newby

PSC - F/A

JEFF JOHNSON

PSC

Dennis Howard

OAG

CAEL LYON

BARICK - BREC

Jim Miller

SHERRAN - BREC

Mark Hite

Big Rivers

HENRY FAYNE

CENTURY ALUMINUM

Jack Gernies

BREC Members

Melissa Yates

JPEC and Meade County

COMMONWEALTH OF KENTUCKY
BEFORE THE PUBLIC SERVICE COMMISSION

THE APPLICATIONS OF BIG RIVERS)
ELECTRIC CORPORATION FOR:)
(I) APPROVAL OF WHOLESALE TARIFF)
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CONTRACTS; AND OF E.ON U.S., LLC,)
WESTERN KENTUCKY ENERGY CORP.,)
AND LG&E ENERGY MARKETING, INC.)
FOR APPROVAL OF TRANSACTIONS)

CASE NO. 2007-00455

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January 22, 2008 Informal Conference
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Please sign in:

NAME	REPRESENTING
Jack Kyles	NMP&H
Allan Eyre	ALCAN
DeAnna Speed	CON
Larry Cook	ATG
Paul Adams	AG
Mike Kurtz	Alcan/Century/ KIUC
Russell KLEPPER	ALCAN/CENTURY
Mark Bailey	Big Rivers
David Spainhowerd	" "
Chuck Buechel	" "
Andril R. Rupp	S&D for E.ON
Bill Black	Big Rivers
Mary Weiskopf	CRA
BOB MUDGE	CRA
RICHARD RAFF	PSC-LEGAL
Dave Bnewitz	AG - expert