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PUBLIC SERVICE
COMMISSION

VIA COURIER AND EMAIL

April 26, 2012

Mr. Jeff Derouen
Executive Director
Kentucky Public Service Commission
211 Sower Boulevard
Frankfort, Kentucky 40601

**Re: Bruce Nilles Declaration
Docket 2011-00401**

Dear Mr. Derouen,

Enclosed please find Bruce Nilles Declaration, including requisite copies. In Kentucky Power Company's Requests for Information to Sierra Club, the Company had sought discovery regarding donations made to Sierra Club. Sierra Club objected to this information request for numerous reasons, including that it impinged on the Club's constitutional rights. During a meet-and-confer call with Mark Overstreet, counsel for Kentucky Power Company, I informed Mr. Overstreet that Sierra Club had been advised by its counsel not to produce any documents in response to the Company's requests. To avoid a possible Motion for Protective Order or Motion to Compel, Sierra Club offered to submit a declaration stipulating to the fact that it had received donations from entities or individuals associated with Chesapeake Energy. On Friday, April 20, 2012, Mr. Overstreet informed me that this was an acceptable solution.

Kristin Henry
Sierra Club Environmental Law Program
85 Second Street, 2nd Floor
San Francisco, CA 94105
(415) 977-5716
kristin.henry@sierraclub.org

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

In The Matter Of:

**APPLICATION OF KENTUCKY POWER
COMPANY FOR APPROVAL OF ITS
2011 ENVIRONMENTAL COMPLIANCE
PLAN, FOR APPROVAL OF ITS
AMENDED ENVIRONMENTAL COST
RECOVERY SURCHARGE TARIFF, AND
FOR THE GRANTING OF A
CERTIFICATE OF PUBLIC
CONVENIENCE AND NECESSITY FOR
THE CONSTRUCTION AND
ACQUISITION OF RELATED
FACILITIES**

CASE NO. 2011-00401

DECLARATION OF BRUCE NILLES

I, BRUCE NILLES, declare under penalty of perjury that the following is true and correct and within my personal knowledge.

1. My principal place of business is 50 F Street, NW, 8th Floor, Washington, D.C. 20001.

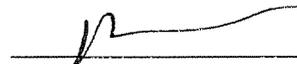
2. I am the Deputy Conservation Director of Sierra Club. I manage and oversee several conservation priorities for Sierra Club, including the Beyond Coal Campaign. The Beyond Coal Campaign tackles the pressing problems of global warming, air pollution, and other threats to the environment and public health associated with coal. The Beyond Coal Campaign also promotes the use of clean energy sources by encouraging utilities and power companies nationwide to retire existing coal-fired plants and switch to cleaner energy sources.

3. From 2007 through 2010, Sierra Club received more than \$26 million in contributions from entities or individuals associated with Chesapeake Energy, a natural gas company. This money was used to support Sierra Club's Beyond Coal Campaign.

4. As time progressed, Sierra Club became increasingly concerned about hydraulic fracturing, or "fracking," a technique where millions of gallons of water, laced with other ingredients (including, often, toxic chemicals) are pumped into rock to release gas deposits.

5. In 2010, Sierra Club stopped accepting donations from entities or individuals associated with Chesapeake Energy. The Sierra Club does not accept funding from any other natural gas company.

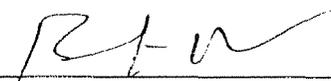
Dated this 26 day of April, 2012



Bruce Nilles

VERIFICATION

The undersigned, BRUCE NILLES, being duly sworn deposes and says that he has personal knowledge of the matters set forth in the foregoing responses for which he is the identified witness and that the information contained therein is true and correct to the best of his information, knowledge, and belief.



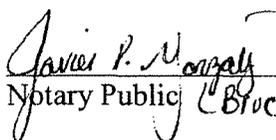
Bruce Nilles

DISTRICT OF COLUMBIA

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Case No. 2011-00401

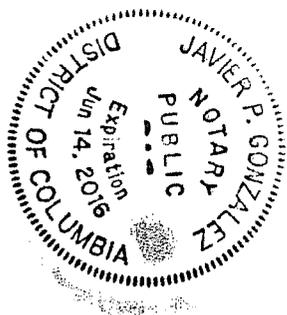
Subscribed and sworn to before me, a Notary Public in and before said County and State by Bruce Nilles, this the 26th day of April 2012.



Notary Public (Bruce Nilles only)

**My Commission Expires
June 14, 2016**

My Commission Expires: _____



CERTIFICATE OF SERVICE

I certify that I mailed a copy of Declaration of Bruce Nilles by first class mail on April 26, 2012 to the following:

R. Benjamin Crittenden
Laura S. Crittenden
Mark R. Overstreet
Attorney at Law
Stites & Harbison
421 West Main Street
P. O. Box 634
Frankfort, KY 40602-0634

Michael L. Kurtz
Kurt J. Boehm
David F. Boehm
Boehm, Kurtz & Lowry
36 East Seventh Street, Suite 1510
Cincinnati, OH 45202

John N. Hughes, Esq.
Counsel for Riverside Generating Company
124 W. Todd Street
Frankfort, KY 40601

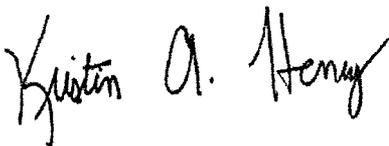
Chuck Buechel
Vantage Energy Consulting
P.O. Box 75018
Fort Thomas, Kentucky 41075

Jennifer B. Hans
Dennis G. Howard II
Lawrence W. Cook
Assistant Attorney General's Office
1024 Capital Center Drive, Suite 200
Frankfort, KY 40601-8204

Lila P. Munsey
Manager, Regulatory Services
Kentucky Power
101A Enterprise Dr.
Frankfort, KY 40601

Walter P. Drabinski
Vantage Energy Consulting, LLC
21460 Overseas Highway
Cudjoe Key, Florida 33042

Mike Boismenu
2645 West Marion Avenue, Apt. 111
Punta Gorda, Florida 33950



Kristin Henry

