

IN THE KENTUCKY PUBLIC SERVICE COMMISSION

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IN RE: INVESTIGATION:

Case No. 2003-00433
AN ADJUSTMENT OF THE GAS AND ELECTRIC RATES
TERMS, AND CONDITIONS OF LOUISVILLE GAS AND
ELECTRIC COMPANY

and

Case No. 2003-00434
AN ADJUSTMENT OF THE ELECTRIC RATES, TERMS, AND
CONDITIONS OF KENTUCKY UTILITIES COMPANY

* * *

SWORN STATEMENT

OF

RICHARD S. "SMITTY" TAYLOR

JULY 25, 2005

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8/4/05 JWO

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I N D E X

Exhibit No. 1..... 4
 (June 29, 2005 letter to Richard S. Taylor
 from Jonathan D. Goldberg)

Exhibit No. 2..... 26
 (Sign-in sheets for April 28, 2004 and
 May 4, 2004)

A P P E A R A N C E S

SPECIAL GENERAL COUNSEL TO THE PUBLIC SERVICE
COMMISSION:

JONATHAN D. GOLDBERG
Goldberg & Simpson
3000 National City Tower
101 South Fifth Street
Louisville, Kentucky 40202

1 The sworn statement of RICHARD S.
2 "SMITTY" TAYLOR, taken in the offices of the Public
3 Service Commission, 211 Sower Boulevard, Frankfort,
4 Kentucky, on Monday, the 25th day of July, 2005, at
5 approximately 3:05 p.m.

6
7 EXAMINATION

8
9 BY MR. GOLDBERG:

10 Q. Could you state your full name, sir.

11 A. Richard S. Taylor.

12 Q. All right. And do you have a nickname
13 that you're known by?

14 A. Yes, I do. My middle name is Smith
15 and so my nickname is Smitty.

16 Q. All right, sir. And folks call you
17 Smitty Taylor, do they not?

18 A. Yes.

19 Q. All right. Can you give me your
20 business address?

21 A. 225 Capitol Avenue, Frankfort,
22 Kentucky.

23 Q. All right, sir. And your occupation?

24 A. Attorney and governmental affairs
25 consultant.

1 Q. Do you practice by yourself?

2 A. Yes. I do some work with in-house
3 counsel and some other outside counsel as an advisor
4 in some situations, but ...

5 (DEPOSITION EXHIBIT NO. 1 PREVIOUSLY
6 MARKED)

7 Q. All right, sir. I'm going to show you
8 a letter which we'll make a part of this that I sent
9 to you, which is how I presumed you called me back to
10 schedule your statement. And the letter is just
11 simply to reference for you what I'm interested in.
12 I'm interested in the two rate-making cases, LG&E,
13 which was 2003-0043, and KU, which is entitled
14 2003-00434. You may recall what they originally
15 filed in December of 2003. Testimony, as often
16 happens, is taken away from the hearing room, put
17 into the record, and then the actual first informal
18 conference occurred on April the 28th, 2004. So some
19 four or five months later.

20 A. Mm-hmm.

21 Q. And my questions will all be in this
22 December 2003 through May -- May 12, actually, of
23 2005.

24 A. All right, sir.

25 Q. First let me ask you, were you

1 retained to represent somebody with regard to these
2 two rate cases?

3 A. I, along with others, represented
4 North American Stainless, which is a customer of
5 Kentucky Utilities.

6 Q. All right, sir. I've become familiar
7 with it today. I had Mr. Adams in here and Mr. --

8 A. Sanchez?

9 Q. No, sir. Mr. Buechel, your expert.

10 A. Oh, yeah, Chuck Buechel.

11 Q. Buechel, yeah, so I'm familiar with
12 them. And you were counsel before the Public Service
13 Commission for them.

14 A. Yes, along with Jay Brew and Bill
15 Jones.

16 Q. All right, sir. Had you represented
17 North American Stainless before?

18 A. Yes, along with Bill Jones, who is
19 with the law firm of VanAntwerp, Mons, Jones &
20 Edwards in Ashland, has asked me to help him and
21 assist him in a number of different cases involving
22 NAS, with the Natural Resources Cabinet and with the
23 Revenue Cabinet, primarily.

24 Q. Prior to the representation with North
25 American Stainless, had you made appearances before

1 the Public Service Commission before?

2 A. Yes.

3 Q. Okay. And I presume you were
4 generally familiar with their rules, policies and
5 procedures.

6 A. I'm a former chairman of the Public
7 Service Commission.

8 Q. Really. Then I know you are. And I
9 trust, then, you are familiar with the ex parte
10 procedures as it relates not only to the
11 commissioners but to the staff.

12 A. Yes.

13 Q. Fair enough. This morning I learned
14 from North American Stainless that even prior to
15 December of 2003, they had issues with KU, who was
16 their supplier of energy, and had filed their own
17 rate case for some relief with regard to those rates.
18 Do you have a recollection of that?

19 A. Yes.

20 Q. Okay. And I further learned that
21 procedurally, that case, a tariff case filed by KU,
22 those two cases were consolidated into the two rate
23 cases 2003-00433 and 00434.

24 A. That's correct.

25 Q. All right, sir. Tell me what you

1 first recall of your participation in these cases.

2 A. You mean preliminary to the filing of
3 the -- of the -- of any of these or starting with the
4 filing of these cases?

5 Q. Let's start with the filing of these
6 cases, being the two rate-making cases.

7 A. All right. North American Stainless
8 had a special contract with Kentucky Utilities of
9 which had every green provision, I believe, that it
10 was automatically renewed unless NAS gave KU notice
11 of cancellation, which they did one year in advance,
12 as was required by the contract. NAS attempted to
13 negotiate with KU concerning their rates, and they --
14 they were informed that KU would file a new tariff,
15 which they did, I think, in October of '03. NAS had
16 filed a complaint case against them prior to that, in
17 September of '03, and that's the cases you're talking
18 about being consolidated.

19 Q. Yes, sir.

20 A. And subsequently in December, I think,
21 of '03, that's when KU and LG&E filed their rate
22 cases, and those cases were ultimately consolidated.
23 Prior to that time, myself and Bill Jones and others
24 had some meetings with the PSC staff, primarily Tom
25 Dorman, who was executive director at the time --

1 told us of concerns that we had about lack of supply
2 of electricity for NAS. We actually were seeking
3 procedural advice about what we might do, and it
4 ultimately concluded that the only relief that we
5 could get was to file a complaint, which we did.

6 And basically we just filed our
7 pleadings and got the procedural orders and resisted
8 consolidation of any of the cases which the
9 commission chose to consolidate. And other than
10 that, my role in the case was primarily an advisor.
11 We had an attorney from Washington by the name of Jay
12 Brew that -- sort of an expert in steel companies and
13 their -- their contracts with electric companies, and
14 he was primarily the lead counsel.

15 Q. All right, sir. Is it safe to say
16 Mr. Brew is the lead negotiator?

17 A. Yes.

18 Q. Do I take it you did attend some of
19 the sessions?

20 A. I attended, I suppose, all of them,
21 that I'm aware of.

22 Q. What I want to do is walk through some
23 of these sign-in sheets with you and give you the
24 dates that there was actual meetings. Like
25 everything else, if you walk in the door and don't

1 sign in, your name may not appear --

2 A. Right.

3 Q. -- and you may have been here.

4 The first meeting after the filing of
5 the complaint and the consolidation was on April the
6 28th, 2004 at an informal conference. And you'll see
7 your name on that particular document as having
8 attended. Do you see your name, sir?

9 A. Yes.

10 Q. Okay. I trust you have some
11 recollection of having attended an informal
12 conference?

13 A. Yes.

14 Q. Okay. Memory is always fleeting, but
15 my understanding of the informal conference is simply
16 a conference to get organized about how the matter is
17 going to move forward from that point in time. Am I
18 correct?

19 A. Yes. I think they were seeing if they
20 could -- could compromise on any issues and thereby
21 reduce the length of time of the hearing and the
22 complication of the hearing, and that's usually
23 what's talked about in some circumstances.

24 Q. All right, sir. And how long do you
25 recall that particular meeting taking place?

1 A. I don't have any idea, to be honest
2 with you. Could have been two hours, could have been
3 four hours. I don't know.

4 Q. Fair enough. Prior to the informal
5 conference, did you have an opportunity to meet with
6 the attorney general about any of the issues in the
7 two rate-making cases?

8 A. No.

9 Q. Okay. And prior to the informal
10 conference, had you participated in any meetings
11 between NAS and KU, presuming there were any?

12 A. I can't honestly remember whether we
13 met after the -- after the tariff case was filed.
14 And that was 2003-00396. We had a meeting at NAS
15 with KU and tried -- and -- where basically they were
16 explaining to NAS the -- how their new tariff that
17 they were proposing to file would work for them, but
18 that's the only meeting that I recall having prior
19 to -- that specifically recall having prior to the
20 filing of those cases.

21 Q. All right, sir. And you don't
22 remember having any meetings with the attorney
23 general prior to April 28, 2004?

24 A. I don't remember it. I'm not saying I
25 didn't, but I don't remember if I did.

1 Q. You don't have any recollection of
2 that.

3 A. No.

4 Q. Let me show you one -- a hearing
5 sign-in sheet dated May the 4th that also has your
6 name on it.

7 A. Yes, it does.

8 Q. Do you have a recollection of having
9 been here for the purposes of hearings and/or
10 negotiation?

11 A. Yes.

12 Q. Okay. Tell me what you recall, if you
13 can, specifically of your May 4th appearance.

14 A. Well, it started out as an ordinary
15 hearing, as I recall. And I believe initially -- I
16 don't know whether -- I don't remember whether the
17 hearing got formally started or not. It may have
18 gotten formally started, but at some point in time
19 the parties wanted to see if they could negotiate a
20 settlement, all the parties. And actually what we
21 did, we -- we'd hear the case for a while and then
22 negotiate for a while. And this took place over I'm
23 going to say three or four days. I can't remember
24 whether the hearing started on a Monday or Tuesday,
25 but primarily that week was -- primarily it was

1 negotiations. And as it ended up, I think all
2 parties had agreed on all the issues with the
3 exception of the attorney general. And the attorney
4 general and KU/LG&E had a disagreement as far as
5 revenue requirements were concerned.

6 Q. All right, sir. With regard to
7 revenue requirements, you mean the amount of any rate
8 increase?

9 A. The amount of the total revenue that
10 would be generated by an increase in rates.

11 Q. Okay. My understanding was there were
12 really two issues involved. One, how much an
13 increase there should be, and, two, how it should be
14 divided up.

15 A. Yes.

16 Q. All right. And is my understanding
17 correct that the attorney general ended up in
18 agreement on how the rate should be divided up --

19 A. Yes.

20 Q. -- but not in how much?

21 A. Yes.

22 Q. Okay. Now, using the 4th as a
23 Tuesday, the negotiations I presume went over a
24 three-day period. I'm showing May 4th, 5th and 6th,
25 and that there was some -- whatever the settlement

1 was, was obtained on the final day, the 6th. Is
2 that --

3 A. I don't recall the exact date, but I
4 would not disagree with those dates.

5 Q. Okay. While I'm seeing you present on
6 the -- let's see -- 28th and the 4th, I'm not seeing
7 you present on the 5th or the 6th by the sign-in
8 sheets. It doesn't mean that you weren't there. It
9 just means --

10 A. Means I didn't sign in. I was there
11 because we spent --

12 Q. All right. I guess the easiest way to
13 do it is to place you in time and space. You were
14 there at all times when North American Stainless was
15 negotiating with regard to these rates. Am I
16 correct?

17 A. Yeah, that's correct.

18 Q. Regardless of what the sign-in sheet
19 says.

20 A. Regardless of what the sign-in sheet
21 says.

22 Q. All right. And that was my general
23 understanding. Tell me what you recall about the
24 negotiation process. One, was everyone together?

25 A. No. Actually, we were divided into

1 groups.

2 Q. All right.

3 A. I mean, the attorney general was one
4 place, LG&E/KU was another place, KIUC, Kentucky
5 Industrial Utility Consumers, was another place, and
6 some other interveners from Lexington, I think.
7 Everyone sort of had a separate room. And the way we
8 negotiated it, LG&E would negotiate with others and
9 then would come in the room that we were in and try
10 to negotiate a settlement with our interest as far as
11 NAS was concerned. And there was an awfully lot of
12 down time that actually we'd sit in the room and did
13 nothing but kind of -- but talk about what we thought
14 we should -- how we should negotiate and what we
15 wanted out of -- as a result of the negotiations.
16 But there was awfully lot of down time on our part.

17 Q. All right, sir. As I understood the
18 negotiations, NAS and you and your colleagues, as
19 representatives, would negotiate with KU. And then
20 when there were issues that were resolved, it would
21 be reported to the group as a whole.

22 A. Yes, sir.

23 Q. But -- but NAS had its own set of
24 issues with KU, which got consolidated or was part of
25 the case that they had filed in October of 2003.

1 A. That's right, and actually our case
2 was filed in September of '03.

3 Q. September of '03.

4 A. But that's correct.

5 Q. Okay. Thus the need for separate
6 discussions within the confines of the settlement as
7 a whole, correct?

8 A. Yes.

9 Q. Okay. Now, did the staff or anybody
10 from the staff participate in those discussions
11 between LG&E -- I'm sorry, KU and NAS, or was that
12 just NAS and KU discussion?

13 A. I'm not going to say that staff did
14 not come in, but they did not take any part in -- in
15 the merits of the case as far as negotiations was
16 concerned. They may have come in and said, "How are
17 you doing? Are you making any progress?" those type
18 things. But as far as negotiating any settlement
19 involved and being involved heavily in the
20 negotiations and trying to sway one party one way or
21 the other, I don't recall that. I don't think they
22 were.

23 Q. Do you have a recollection of staff
24 having participated in the general settlement
25 discussion?

1 A. Yes.

2 Q. All right. I'm going to ask you some
3 specifics about individuals in a minute. Now, with
4 regard to the attorney general, did the attorney
5 general participate in the specific discussions with
6 NAS and KU?

7 A. No.

8 Q. And I trust none of the others such as
9 KIUC or Legal Aid Society participated in those
10 discussions.

11 A. No. We did have some discussions with
12 KIUC about what our position was. And subsequent to
13 that NAS joined KIUC, the association, which they
14 weren't a member of. We did talk to them about some
15 of our issues. But as far as their being in
16 discussions with KU, I don't think that they were
17 involved in any of our discussions.

18 Q. All right. So that I'm clear on this,
19 between the time NAS's case was filed in September of
20 2003 until the informal conference, April 28, 2004,
21 there were no discussions with the attorney
22 general --

23 A. No.

24 Q. -- and NAS that you recall.

25 A. That I recall, no.

1 Q. Okay. And there were no discussions
2 other than discussions about how to file --

3 A. That was prior to any filing.

4 Q. All right. Fair enough. So then
5 prior to September of 2003.

6 A. Yes.

7 Q. After September of 2003, there were no
8 discussions with the staff of the Public Service
9 Commission.

10 A. No.

11 Q. Did you yourself have any discussions
12 about anything to do with NAS' complaint or about the
13 two rate-making cases with any of the commission
14 members?

15 A. No.

16 Q. Okay. At any time?

17 A. No.

18 Q. All right. And with regard -- let me
19 ask you the same question with regard to the staff.
20 Did you have any discussions with any members of the
21 staff --

22 A. You know, I could have, but if I had,
23 it would have been procedurally about maybe has LG&E
24 filed answers to data requests. I mean, it was minor
25 things of that nature. Nothing about the merits of

1 the case whatsoever.

2 Q. All right, sir. I take it as a former
3 chairman of the commission you recognize that any
4 conversations on the merits would be an ex parte
5 conversation?

6 A. Yes.

7 Q. And thus you did not participate in
8 that.

9 A. I did not participate.

10 Q. Okay. Let me ask you about some
11 individuals, and you have answered this question
12 generally, but I want to make sure specifically.

13 A. Okay.

14 Q. Are you familiar with Ms. Beth
15 O'Donnell?

16 A. Yes.

17 Q. Okay. Did you have any discussions
18 with her about the two rate-making cases?

19 A. No.

20 Q. Okay. You're obviously familiar with
21 Chairman Mark David Goss. Did you have any
22 conversations --

23 A. No.

24 Q. -- with him at any time?

25 A. Not that I can recall, no.

1 Q. All right, sir. Ms. Ellen Williams,
2 are you familiar with her?

3 A. Yes.

4 Q. Did you have any conversations with
5 her about the two rate-making cases?

6 A. Not that I recall.

7 Q. All right, sir. Are you familiar with
8 Chairman -- former Chairman Marty Huelsman?

9 A. Yes.

10 Q. Did you have any conversations with
11 him --

12 A. No.

13 Q. -- about the two rate-making cases?
14 Okay. How long have you known
15 Mr. Huelsman, a long time?

16 A. Actually, when he became chairman of
17 the commission, I guess is when I met him.

18 Q. Okay. From the time he became
19 chairman of the commission until his retirement,
20 which would have been sometime in May 2004, did you
21 have occasion to see him socially?

22 A. Yes, I think I did.

23 Q. All right, sir. By way of example,
24 would you go to lunch with him from time to time?

25 A. I think I had dinner with him one

1 evening.

2 Q. All right. Do you recall when that
3 was?

4 A. No.

5 Q. All right. Do you recall --

6 A. I mean, long before this case came
7 about.

8 Q. Before September of 2003?

9 A. Yes.

10 Q. Okay. Fair enough. So obviously you
11 would not have talked with Mr. Huelsman at dinner or
12 in any social context about these two rate-making
13 cases.

14 A. No, sir.

15 Q. Fair enough. Are you familiar with
16 Mr. Gary Gillis?

17 A. Yes.

18 Q. Okay. Have you had occasion to speak
19 to him about the two rate-making cases?

20 A. No.

21 Q. Have you ever had occasion to be with
22 Mr. Gillis socially?

23 A. I think that I went to his house -- I
24 think he had an engagement or some sort of reception
25 for a mutual friend. And right now I can't even

1 think who the mutual friend was, but that's the only
2 occasion that I can recall.

3 Q. Do you think it was before the NAS
4 case?

5 A. Long -- long before this case.

6 Q. All right, sir. So clearly no
7 conversations with him about the two rate-making
8 cases?

9 A. No.

10 Q. And no conversations with him about
11 NAS?

12 A. No.

13 Q. Okay. Do you know Mr. Tom Dorman?

14 A. Yes.

15 Q. How long have you known Mr. Dorman?

16 A. Long time.

17 Q. You knew him when he was executive
18 director the first time, probably.

19 A. When --

20 Q. No, he was a commission member.

21 A. -- he was executive director. He -- I
22 was the secretary of the governor's executive cabinet
23 in the Wilkinson administration, and he was my
24 legislative liaison. So I've known him --

25 Q. Well --

1 A. -- since early 1980, '80s I would say,
2 maybe '70s.

3 Q. With regard to the two rate-making
4 cases, have you ever had a discussion with Mr. Dorman
5 about them?

6 A. I did not have any discussions with
7 Tom Dorman after --

8 Q. September of 2003?

9 A. -- September of -- September 23rd,
10 '03. That was the day I think our complaint was
11 filed.

12 Q. All right, sir. You had no
13 discussions with him about NAS and its complaint.

14 Did you have any discussions with him
15 about the rate-making cases filed by --

16 A. No.

17 Q. -- LG&E and KU?

18 A. No.

19 Q. All right, sir. Are you familiar with
20 Mr. Isaac Scott?

21 A. Yes.

22 Q. Did you have any conversations with
23 him --

24 A. No.

25 Q. -- about the rate-making cases?

1 A. No.

2 Q. Okay. Are you familiar with Mr. Bob
3 Amato?

4 A. Yes.

5 Q. Did you have any conversations with
6 him about --

7 A. No.

8 Q. -- the two rate-making cases?

9 A. Not that I'm aware of.

10 Q. And Ms. Andrea Edwards, do you know
11 her?

12 A. The name is familiar, but I can't
13 place her.

14 Q. All right, sir. Mr. Faud Sharifi, are
15 you familiar with him?

16 A. Yes.

17 Q. Did you have any conversations with
18 him?

19 A. No.

20 Q. Okay. Ms. Martha Morton, are you
21 familiar with her?

22 A. Yes.

23 Q. And did you have any conversations
24 with her?

25 A. No.

1 Q. Okay. Mr. Jeff Shaw, are you familiar
2 with him?

3 A. Yes.

4 Q. And did you have any conversations
5 with him about the two rate-making cases?

6 A. Not after September of '03.

7 Q. Okay. Prior to September '03, was he
8 part of your conversation --

9 A. He was called in with one
10 conversation, I think, to -- concerning the special
11 contract that NAS had and the expiration clause and
12 what might happen as far as our service with KU was
13 concerned, but other than that, that's the nature of
14 it.

15 Q. All right, sir. And Mr. Richard Raff,
16 did you have any conversations --

17 A. I would give you the same answer about
18 Shaw that -- that pertained to Richard.

19 Q. Okay. So it was prior to September of
20 2003.

21 A. Yes. And if you're familiar with
22 Mr. Raff, he wouldn't have talked to you anyway.

23 Q. Yes, I am. And clearly you did not
24 speak to Mr. Raff about the two rate-making cases
25 other than as part of the settlement discussions with

1 the whole?

2 A. Yes.

3 Q. Okay. I take it, Mr. Taylor, you're
4 not familiar with any conversations, then, after
5 September of 2003 with the staff or the
6 commissioners.

7 A. No, I'm not.

8 Q. All right. Do you have any
9 information at any time, Mr. Taylor, about
10 conversations of an ex parte nature in the two
11 rate-making cases?

12 A. After they were filed?

13 Q. Yes, sir.

14 A. Personally, I do not have, no.

15 Q. All right. Are you aware, by hearsay
16 or otherwise, of any?

17 A. Well, I've seen some of the documents
18 that the attorney general filed, and obviously there
19 were numerous phone conversations between officials
20 at LG&E, primarily George Siemens and members of the
21 staff and I think primarily Tom Dorman. What those
22 phone conversations were about, I have no idea, but
23 there were numerous conversations that were --
24 records were filed with -- some document the attorney
25 general filed out here.

1 Q. Okay. Other than those, are you
2 familiar with any?

3 A. No.

4 MR. GOLDBERG: All right. Fair
5 enough. That's all I have, sir. Thanks much.
6 Appreciate it.

7 THE WITNESS: All right.

8 (DEPOSITION EXHIBIT NO. 2 PREVIOUSLY
9 MARKED)

10

11 (STATEMENT CONCLUDED AT 3:30 P.M.)

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1 STATE OF KENTUCKY) (
) (SS:
2 COUNTY OF JEFFERSON) (
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4 I, ELLEN L. COULTER, Notary Public,
5 State of Kentucky at Large, hereby certify that the
6 foregoing sworn statement was taken at the time and
7 place stated in the caption; that the appearances
8 were as set forth in the caption; that prior to
9 giving testimony the witness was first duly sworn by
10 me; that said testimony was taken down by me in
11 stenographic notes and thereafter reduced under my
12 supervision to the foregoing typewritten pages and
13 that said typewritten transcript is a true, accurate
14 and complete record of my stenographic notes so
15 taken.

16 I further certify that I am not
17 related by blood or marriage to any of the parties
18 hereto and that I have no interest in the outcome of
19 captioned case.

20 My commission as Notary Public expires
21 November 5, 2007.

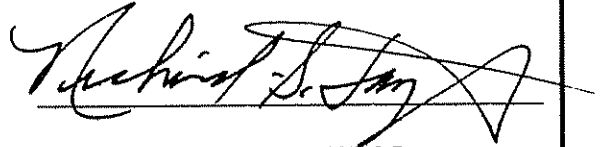
22 Given under my hand this the 3rd
23 day of August, 2005, at Louisville,
24 Kentucky.

25 

ELLEN L. COULTER
NOTARY PUBLIC

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I, the undersigned, RICHARD S. TAYLOR, do hereby certify that I have read the foregoing sworn statement, and that, to the best of my knowledge, said sworn statement is true and accurate, with the exception of the corrections, if any, listed on the errata sheet.



RICHARD S. TAYLOR

Subscribed and sworn to before me this 11th day of October, 2005.


NOTARY PUBLIC

My commission expires 9-16-2007

COULTER REPORTING, LLC
101 EAST KENTUCKY STREET, SUITE 200
LOUISVILLE, KY 40203

ERRATA SHEET

NAME RICHARD S. TAYLOR DATE OF DEPOSITION 7/25/05

After having read my deposition, I wish to make the following changes:

Page _____ Line _____
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Reason for change _____

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GOLDBERG & SIMPSON, PSC

June 29, 2005

FRED M. GOLDBERG
 JONATHAN D. GOLDBERG
 MITCH CHARNY
 STEVEN A. GOODMAN
 STEPHEN E. SMITH
 CHARLES H. GASSIS
 DAVID H. COOPER**
 JAK H. WEIT
 SHERRILL F. PORTER
 K. GAIL RUSSELL
 DAVID E. GRAY
 MARC A. YUSMAN
 JERROLD R. PERCHIK
 WAYNE F. WILSON
 STEPHANIE L. MOROAN-WHITE
 RICHARD L. TINSLEY
 ARMAND I. JUDAH
 RICHARD T. FRANK
 STEPHEN R. SOLOMON
 J. MICHAEL WELLS
 BRYAN C. PIERCE
 STACEY A. HUSE
 KEVIN P. WEBB
 MATTHEW J. MARTINEZ
 MATTHEW D. WATKINS*
 AARON J. SILLETTO
 JENNIFER KARLIN LUHR

OF COUNSEL
 RONALD V. SIMPSON
 G. HUNT KOUNSAYALL, JR.
 CHRISTINA DRUMMOND DENNER

MARY A. MAPLE (1993-2003)

*ALSO ADMITTED OHIO
 **ALSO ADMITTED INDIANA
 *ALSO ADMITTED ALABAMA
 **ALSO ADMITTED DISTRICT
 OF COLUMBIA
 *ALSO ADMITTED ILLINOIS

RECEIVED
 PUBLIC SERVICE COMMISSION
 230 CENTRAL EXPRESSWAY
 COLUMBIA, KY 40202

RE: *Public Service Commission in the Matter of*
Louisville Gas and Electric Company for an
Application of the Gas and Electric Rates, Terms and
Conditions; CASE NO. 2003-0033 and in the Matter of
Public Service Commission in the Matter of
Electric Rates, Terms and Conditions;
Case No. 2003-00434

Dear Mr. Taylor:

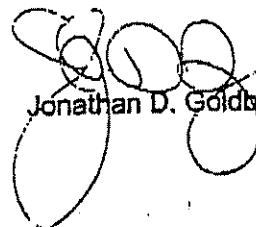
The undersigned is special general counsel to the Public Service Commission ("PSC").

We are conducting a civil investigation on behalf of the PSC of potential ex parte communication(s) in the above-referenced case. We have identified you as a participant in the proceeding by analysis of the public record of this case. We will be seeking the cooperation of all the participants in this case, and would very much appreciate your assistance in providing a voluntary statement concerning the proceedings in this case. As you also know, the PSC does possess the power to command your presence by subpoena. We trust and hope that will be unnecessary.

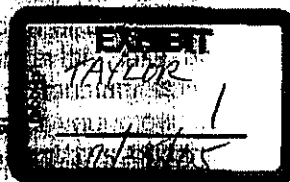
Your statement will require only 30 to 45 minutes, and we will take it in the office of the PSC in Frankfort or if you unavailable in person telephonically. Please notify my office by contacting Ms. Michaela [Name] of my office to accommodate your schedule on July 25, 2005.

I would very much appreciate your prompt response, so that the investigation may be completed as soon as possible. If you have any questions, please do not hesitate to call upon me.

Respectfully,



Jonathan D. Goldberg



LAW OFFICES

DOWNTOWN
 1000 NATIONAL CITY TOWER
 101 SOUTH FIFTH STREET
 LOUISVILLE, KY 40202-3116
 502 259-4440
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 WWW.ONATTY.COM

SUDURBAN
 10600 TIMBERWOOD CIRCLE
 SUITE 1
 LOUISVILLE, KY 40233
 502 126-0008
 FAX: 502 124-0636
 WWW.GSATTY.COM

CASE NOS. 2003-00433 & 2003-00434	
LOUISVILLE GAS & ELECTRIC COMPANY and KENTUCKY UTILITIES COMPANY	
INFORMAL CONFERENCE - April 28, 2004	
NAME	WITH
<i>James A. Davis</i>	<i>PSC - Financial Analysis</i>
RICHARD RAFF	PSC-LEGAL
Mike Kurtz	KIUC
DAVID BOEHM	KIUC
Dennis Howard II	AGU
Betsy Blackford	OTG
Michael Brown	LGE/KU
<i>Khalid R. Pappas</i>	<i>Angela Ward & Debra for LGE/KU</i>
Steve Seelye	LGE/KU
KENT BLAKE	LGE/KU
John McCall	LGE/KU
<i>DOUGLAS D. BROWN</i>	<i>LGE/KU</i>
Walter Salas	LGE/KU
Robert Watt	LGE/KU
David C. Brown	Kroger
Geoff Young	KDOE - EPPC
Joe Childers	KACA / CAC
Iris Skidmore	KDOE - EPPC

EXHIBIT
 TAYLOR #2
~~_____~~
 7/25/05

05/31/2005 13:48

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PSC OF KY

PAGE 05

CASE NOS. 2003-00433 & 2003-00434 LOUISVILLE GAS & ELECTRIC COMPANY and KENTUCKY UTILITIES COMPANY INFORMAL CONFERENCE - April 28, 2004	
NAME	WITH
Lisa Kelly	MHNA & POWER
DAVE BARBERIE	LFUGG
Chuck Buechel	NAS
Miguel Sanchez	NAS
NATHANIEL ADAMS	NAS
Kim McCann	NAS
Smitty Taylor	NAS
Jay Brew	NAS
BILL JONES	NAS
Bob Amato	PSC
Andrea Edwards	PSC
Fred Blacif	PSC
Matthew Martin	PSC
Jeff Shaw	NAS

Hearing Sign-In Sheet

Hearing: LG+E/KU
Case Number: 2003-00433/2003-00434
Location: HR#1
Today's Date: 5/4/04

NAME	COMPANY
Allyson Sturgeon	Counsel for LG+E/KU
Ara Comed	Counsel for LG+E/KU
Mike Kurtz	KILIC
John Wolfman	LG+E/KU
Paul Thompson	} }
Chris Henneman	
Bentley Lockenill	
Robert Rowland	
Robert W. ...	
Kent W. ...	
Walter Sales	
John McCall	
Bon Higgins	Concerned Citizens of Businessmen of Central Ky. State
David A. McCormick	US Dept. of Defense & Federal Agencies
VLS Stuffer	LG+E
BRAD RIVER	LG+E
HOWARD BUSH	LG+E
Dennis ...	OAR
Heber Bowman	FEWPO

Hearing Sign-In Sheet

Hearing: LG+E / KU
Case Number: 2003-00433 / 2003-00434
Location: HR#1
Today's Date: 5/4/04

NAME	COMPANY
David Stearn	Krogan
Jay Brew	NAS
Rebecca Brangardt	KACA
Joe Despain	Protec
Marty Galko	LEBB
Edward Gardner	LFUGG
Jack Burrell	COMMUNITY ACTION COUNCIL
Miguel Sanchez	NAS
William Jones	NAS
Scott Douglas	Capital Link (NAS)
Geoff Young	Ky. Division of Energy
Chuck Burchel	NAS
Stephen Lewis	WRFB-TV
Tim Skidmore	EPPC - OLS
Mike Kelly	MHNA + POWER
Ben Allen	Yunker + ASSOCIATES
Joe Childers	KACA / CAC
Carl Whelan	At Gen OTC

Hearing Sign-In Sheet

Hearing:	LG+E/KU
Case Number:	2003-00433/2003-00434
Location:	HR#1
Today's Date:	5/4/04

NAME	COMPANY
Bobby Blyskal	OAG
Robert Vinko	OAG
Chris Wheeler	LG+E
Chris Keelley	"
Arli Marlow	"
Mike Berra	"
DAVID BOEHM	RUC
Field ERM	ONONGA LGTE/KD
Clay Munday	LGTE
Pam [unclear]	LGTE
Pam [unclear]	CJ
DAVE BARBURI	LFUCO
Pat Conroy	LG+E
John [unclear]	Stand Energy
[unclear]	NAS
[unclear]	A O
[unclear]	ATTY

Hearing Sign-In Sheet

Hearing:	LG+E / KV
Case Number:	2003-00493/2003-00454
Location:	HR 41
Today's Date:	5/4/04

NAME	COMPANY
Marlene Herrington	Court Reporter
David Freiberg	KV/LG+E
Valerie Scott	LG+E
Bill Wolf	Courier Journal
Keith Velde	MHNK
Jon Parkers	CAC
Carol Mink	WHAS TV
Forrest Clark	WHAS TV
NAT Adams	North American Stainless
Carlin Wade	WTVQ
Charles Watson	WTVQ
Russel Hudson	LG&E
Tom Prisco	DOD

-	aware [3] 8/21 23/9 25/15	complication [1] 9/22
-- [69]	away [1] 4/16	compromise [1] 9/20
A	awfully [2] 14/11 14/16	concerned [4] 12/5 14/11 15/16 24/13
about [35]	B	concerning [2] 7/13 24/10
about -- [1] 23/6	back [1] 4/9	concerns [1] 8/1
accurate [1] 27/8	basically [2] 8/6 10/15	concluded [2] 8/4 26/11
actual [2] 4/17 8/24	be [9] 4/21 10/1 12/10 12/13 12/13 12/18	CONDITIONS [2] 1/6 1/11
actually [7] 4/22 8/2 11/20 13/25 14/12	14/21 18/4 20/21	conference [8] 4/18 9/6 9/12 9/15 9/16
15/1 19/16	became [2] 19/16 19/18	10/5 10/10 16/20
Adams [1] 5/7	because [1] 13/11	confines [1] 15/6
address [1] 3/20	become [1] 5/6	consolidate [1] 8/9
ADJUSTMENT [2] 1/5 1/10	been [6] 9/3 10/2 10/2 11/9 17/23 19/20	consolidated [4] 6/22 7/18 7/22 14/24
administration [1] 21/23	before [8] 5/12 5/17 5/25 6/1 20/6 20/8	consolidation [2] 8/8 9/5
advance [1] 7/11	21/3 21/5	consultant [1] 3/25
advice [1] 8/3	being [4] 7/6 7/18 15/19 16/15	Consumers [1] 14/5
advisor [2] 4/3 8/10	believe [2] 7/9 11/15	context [1] 20/12
affairs [1] 3/24	bellsouth.net [1] 1/24	contract [3] 7/8 7/12 24/11
after [8] 9/4 10/13 10/13 17/7 22/7 24/6	Beth [1] 18/14	contracts [1] 8/13
25/4 25/12	between [4] 10/11 15/11 16/19 25/19	conversation [3] 18/5 24/8 24/10
after -- [1] 22/7	Bill [3] 5/14 5/18 7/23	conversation -- [1] 24/8
against [1] 7/16	blood [1] 27/10	conversations [17] 18/4 18/22 19/4
agreed [1] 12/2	Bob [1] 23/2	19/10 21/7 21/10 22/22 23/5 23/17 23/23
agreement [1] 12/18	Boulevard [1] 3/3	24/4 24/16 25/4 25/10 25/19 25/22 25/23
Aid [1] 16/9	Brew [3] 5/14 8/12 8/16	conversations -- [2] 18/22 24/16
all [45]	Buechel [3] 5/9 5/10 5/11	correct [7] 6/24 9/18 12/17 13/16 13/17
along [3] 5/3 5/14 5/18	business [1] 3/20	15/4 15/7
also [1] 11/5	but [24] 4/4 6/11 9/14 10/17 10/25 11/18	could [8] 3/10 8/5 9/20 9/20 10/2 10/2
always [1] 9/14	11/25 12/20 13/3 14/13 14/13 14/16 14/23	11/19 17/22
am [4] 9/17 13/15 24/23 27/10	14/23 15/4 15/14 15/18 16/15 17/22 18/12	could -- [1] 9/20
Amato [1] 23/3	21/1 23/12 24/13 25/22	COULTER [4] 1/21 1/21 27/4 27/18
American [6] 5/4 5/17 5/25 6/14 7/7	but [1] 4/4	CoulterLLC [1] 1/24
13/14	But -- [1] 14/23	counsel [5] 2/10 4/3 4/3 5/12 8/14
amount [2] 12/7 12/9	by -- [1] 22/15	COUNTY [1] 27/2
and -- [1] 10/15	C	customer [1] 5/4
Andrea [1] 23/10	cabinet [3] 5/22 5/23 21/22	D
another [2] 14/4 14/5	call [1] 3/16	data [1] 17/24
answer [1] 24/17	called [2] 4/9 24/9	date [1] 13/3
answered [1] 18/11	came [1] 20/6	dated [1] 11/5
answers [1] 17/24	can [4] 3/19 11/13 18/25 21/2	dates [2] 8/24 13/4
any [41]	can't [4] 10/12 11/23 20/25 23/12	David [1] 18/21
anybody [1] 15/9	cancellation [1] 7/11	day [4] 3/4 13/1 22/10 27/14
anything [1] 17/12	Capitol [1] 3/21	days [1] 11/23
anything [1] 24/22	caption [2] 27/5 27/6	December [4] 4/15 4/22 6/15 7/20
appear [1] 9/1	captioned [1] 27/11	DEPOSITION [2] 4/5 26/8
appear -- [1] 9/1	case [18] 1/5 1/10 6/17 6/21 6/21 7/16	did [33]
appearance [1] 11/13	8/10 10/13 11/21 14/25 15/1 15/15 16/19	didn't [2] 10/25 13/10
appearances [2] 5/25 27/5	18/1 20/6 21/4 21/5 27/11	different [1] 5/21
Appreciate [1] 26/6	cases [29]	dinner [2] 19/25 20/11
approximately [1] 3/5	certify [2] 27/4 27/10	director [3] 7/25 21/18 21/21
April [5] 2/5 4/18 9/5 10/23 16/20	chairman [7] 6/6 18/3 18/21 19/8 19/8	disagree [1] 13/4
are [15] 6/8 6/9 15/16 15/17 18/14 19/2	19/16 19/19	disagreement [1] 12/4
19/7 20/15 22/19 23/2 23/14 23/20 24/1	Chairman -- [1] 19/8	discussion [3] 15/12 15/25 22/4
25/15 26/1	chose [1] 8/9	discussions [18] 15/6 15/10 16/5 16/10
as [31]	Chuck [1] 5/10	16/11 16/16 16/17 16/21 17/1 17/2 17/8
Ashland [1] 5/20	circumstances [1] 9/23	17/11 17/20 18/17 22/6 22/13 22/14 24/25
ask [4] 4/25 16/2 17/19 18/10	City [1] 2/13	divided [3] 12/14 12/18 13/25
asked [1] 5/20	clause [1] 24/11	do [22] 3/12 3/14 3/17 4/1 4/2 6/18 8/3
assist [1] 5/21	clear [1] 16/18	8/18 8/22 9/8 9/24 11/8 13/13 15/23 17/12
association [1] 16/13	clearly [2] 21/6 24/23	20/2 20/5 21/3 21/13 23/10 25/8 25/14
at [15] 3/4 7/25 9/6 10/14 11/18 13/14	colleagues [1] 14/18	document [2] 9/7 25/24
17/16 18/24 20/11 25/9 25/20 26/11 27/4	come [3] 14/9 15/14 15/16	documents [1] 25/17
27/5 27/14	commission [14] 1/1 2/11 3/3 5/13 6/1	does [1] 11/7
attempted [1] 7/12	6/7 8/9 17/9 17/13 18/3 19/17 19/19 21/20	doesn't [1] 13/8
attend [1] 8/18	27/12	doing [1] 15/17
attended [3] 8/20 9/8 9/11	commissioners [2] 6/11 25/6	don't [13] 8/25 10/1 10/3 10/21 10/24
attorney [13] 3/24 8/11 10/6 10/22 12/3	companies [2] 8/12 8/13	10/25 11/1 11/16 11/16 13/3 15/21 15/21
12/3 12/17 14/3 16/4 16/4 16/21 25/18	COMPANY [2] 1/6 1/11	16/16
25/24	complaint [6] 7/16 8/5 9/5 17/12 22/10	door [1] 8/25
automatically [1] 7/10	22/13	Dorman [6] 7/25 21/13 21/15 22/4 22/7
Avenue [1] 3/21	complete [1] 27/9	25/21

D	further [2] 6/20 27/10	Huelsman [3] 19/8 19/15 20/11
down [3] 14/12 14/16 27/7 duly [1] 27/6	G	I
E	Gary [1] 20/16 GAS [2] 1/5 1/6 gave [1] 7/10 general [14] 2/10 10/6 10/23 12/3 12/4 12/17 13/22 14/3 15/24 16/4 16/5 16/22 25/18 25/25 general -- [1] 16/22 generally [2] 6/4 18/12 generated [1] 12/10 George [1] 25/20 get [2] 8/5 9/16 Gillis [2] 20/16 20/22 give [3] 3/19 8/23 24/17 Given [1] 27/13 giving [1] 27/6 go [1] 19/24 going [5] 4/7 9/17 11/23 15/13 16/2 Goldberg [4] 2/3 2/12 2/12 3/9 Goss [1] 18/21 got [3] 8/7 11/17 14/24 gotten [1] 11/18 governmental [1] 3/24 governor's [1] 21/22 green [1] 7/9 group [1] 14/21 groups [1] 14/1 guess [2] 13/12 19/17	I'm [17] 4/7 4/11 4/12 5/11 6/6 8/21 10/24 11/22 12/24 13/5 13/6 15/11 15/13 16/2 16/18 23/9 25/7 I've [3] 5/6 21/24 25/17 idea [2] 10/1 25/22 if [7] 8/25 9/19 10/25 11/12 11/19 17/22 24/21 in [58] in -- [1] 15/14 in-house [1] 4/2 increase [3] 12/8 12/10 12/13 individuals [2] 16/3 18/11 Industrial [1] 14/5 informal [7] 4/17 9/6 9/11 9/15 10/4 10/9 16/20 information [1] 25/9 informed [1] 7/14 initially [1] 11/15 initially -- [1] 11/15 interest [2] 14/10 27/11 interested [2] 4/11 4/12 interveners [1] 14/6 into [3] 4/17 6/22 13/25 INVESTIGATION [1] 1/4 involved [4] 12/12 15/19 15/19 16/17 involving [1] 5/21 is [20] 3/14 3/15 4/9 4/10 4/13 4/16 5/4 5/18 8/15 8/16 8/22 9/14 9/15 9/16 12/16 13/1 13/13 19/17 23/12 27/8 Isaac [1] 22/20 issues [8] 6/15 9/20 10/6 12/2 12/12 14/20 14/24 16/15 it [27] 5/7 6/10 7/9 8/3 8/15 8/18 10/24 11/6 11/7 11/14 11/17 11/25 12/1 12/13 13/8 13/8 13/13 14/8 14/20 17/23 17/24 18/2 21/3 24/14 24/19 25/3 26/6 its [2] 14/23 22/13
F	H	J
Fair [6] 6/13 10/4 17/4 20/10 20/15 26/4 familiar [18] 5/6 5/11 6/4 6/9 18/14 18/20 19/2 19/7 20/15 22/19 23/2 23/12 23/15 23/21 24/1 24/21 25/4 26/2 far [6] 12/4 14/10 15/15 15/18 16/15 24/12 Faud [1] 23/14 FAX [1] 1/24 Fifth [1] 2/13 file [4] 7/14 8/5 10/17 17/2 file -- [1] 17/2 filed [17] 4/15 6/16 6/21 7/16 7/21 8/6 10/13 14/25 15/2 16/19 17/24 22/11 22/15 25/12 25/18 25/24 25/25 filing [6] 7/2 7/4 7/5 9/4 10/20 17/3 final [1] 13/1 firm [1] 5/19 first [6] 4/17 4/25 7/1 9/4 21/18 27/6 five [1] 4/19 fleeting [1] 9/14 folks [1] 3/16 foregoing [2] 27/5 27/8 formally [2] 11/17 11/18 former [3] 6/6 18/2 19/8 forth [1] 27/6 forward [1] 9/17 four [3] 4/19 10/3 11/23 Frankfort [2] 3/3 3/21 friend [2] 20/25 21/1 full [1] 3/10	had [26] 5/7 5/16 5/25 6/15 6/16 7/8 7/9 7/15 7/24 8/1 8/11 10/10 10/14 12/2 12/4 14/7 14/23 14/25 17/22 19/25 20/18 20/21 20/24 22/4 22/12 24/11 hand [1] 27/13 happen [1] 24/12 happens [1] 4/16 has [3] 5/20 11/5 17/23 have [45] having [7] 9/7 9/11 10/18 10/19 10/22 11/8 15/24 he [12] 8/14 19/16 19/18 20/24 21/17 21/20 21/21 21/21 21/23 24/7 24/9 24/22 He -- [1] 21/21 hear [1] 11/21 hearing [7] 4/16 9/21 9/22 11/4 11/15 11/17 11/24 hearings [1] 11/9 hearsay [1] 25/15 heavily [1] 15/19 help [1] 5/20 her [7] 18/18 19/2 19/5 23/11 23/13 23/21 23/24 here [4] 5/7 9/3 11/9 25/25 hereby [1] 27/4 hereto [1] 27/11 him [21] 5/20 5/21 18/24 19/11 19/17 19/21 19/24 19/25 20/19 21/7 21/10 21/17 21/24 22/13 22/14 22/23 23/6 23/15 23/18 24/2 24/5 him -- [3] 19/11 21/24 22/23 his [2] 19/19 20/23 honest [1] 10/1 honestly [1] 10/12 hours [2] 10/2 10/3 house [1] 20/23 house -- [1] 20/23 how [13] 4/9 9/16 9/24 10/16 12/12 12/13 12/18 12/20 14/14 15/16 17/2 19/14 21/15	Jay [2] 5/14 8/11 Jeff [1] 24/1 JEFFERSON [1] 27/2 joined [1] 16/13 Jonathan [2] 2/3 2/12 Jones [4] 5/15 5/18 5/19 7/23 JULY [2] 1/18 3/4 June [1] 2/3 just [4] 4/10 8/6 13/9 15/12
	K	L
	KENTUCKY [13] 1/1 1/11 1/22 1/23 2/14 3/4 3/22 5/5 7/8 14/4 27/1 27/4 27/15 kind [1] 14/13 KIUC [4] 14/4 16/9 16/12 16/13 knew [1] 21/17 know [6] 6/8 10/3 11/16 17/22 21/13 23/10 known [4] 3/13 19/14 21/15 21/24 KU [19] 4/13 6/15 6/21 7/10 7/13 7/14 7/21 10/11 10/15 12/4 14/4 14/19 14/24 15/11 15/12 16/6 16/16 22/17 24/12	lack [1] 8/1 Large [1] 27/4 later [1] 4/19 law [1] 5/19 lead [2] 8/14 8/16 learned [2] 6/13 6/20

<p>L</p> <p>Legal [1] 16/9 legislative [1] 21/24 length [1] 9/21 let [4] 4/25 11/4 17/18 18/10 let's [2] 7/5 13/6 letter [3] 2/3 4/8 4/10 Lexington [1] 14/6 LG [9] 4/12 7/21 12/4 14/4 14/8 15/11 17/23 22/17 25/20 liaison [1] 21/24 Like [1] 8/24 LLC [1] 1/21 long [8] 9/24 19/14 19/15 20/6 21/5 21/5 21/15 21/16 Long -- [1] 21/5 lot [2] 14/11 14/16 LOUISVILLE [4] 1/6 1/23 2/14 27/14 lunch [1] 19/24</p>	<p>Mr. Huelsman [2] 19/15 20/11 Mr. Isaac [1] 22/20 Mr. Jeff [1] 24/1 Mr. Raff [2] 24/22 24/24 Mr. Richard [1] 24/15 Mr. Taylor [2] 25/3 25/9 Mr. Tom [1] 21/13 Ms. [4] 18/14 19/1 23/10 23/20 Ms. Andrea [1] 23/10 Ms. Beth [1] 18/14 Ms. Ellen [1] 19/1 Ms. Martha [1] 23/20 much [3] 12/12 12/20 26/5 mutual [2] 20/25 21/1 my [13] 3/14 3/15 4/21 8/10 9/15 12/11 12/16 13/22 21/23 27/7 27/9 27/12 27/13 myself [1] 7/23</p>	<p>12/2 12/18 13/1 13/5 13/7 14/16 16/18 18/4 one [9] 7/11 11/4 12/12 13/24 14/3 15/20 15/20 19/25 24/9 one -- [1] 11/4 only [4] 6/10 8/4 10/18 21/1 opportunity [1] 10/5 or [18] 4/19 7/3 11/9 11/17 11/23 11/24 13/7 14/24 15/9 15/11 15/20 16/9 17/12 20/11 20/24 25/5 25/16 27/10 orders [1] 8/7 ordinary [1] 11/14 organized [1] 9/16 originally [1] 4/14 other [8] 4/3 8/9 14/6 15/21 17/2 24/13 24/25 26/1 others [4] 5/3 7/23 14/8 16/8 otherwise [1] 25/16 our [9] 8/6 14/10 14/16 15/1 16/12 16/15 16/17 22/10 24/12 out [3] 11/14 14/15 25/25 outcome [1] 27/11 outside [1] 4/3 over [2] 11/22 12/23 own [2] 6/16 14/23</p>
<p>M</p> <p>made [1] 5/25 make [2] 4/8 18/12 making [1] 15/17 Mark [1] 18/21 MARKED [2] 4/6 26/9 marriage [1] 27/10 Martha [1] 23/20 Marty [1] 19/8 matter [1] 9/16 may [12] 2/5 4/14 4/22 4/22 9/1 9/3 11/5 11/13 11/17 12/24 15/16 19/20 May -- [1] 4/22 maybe [2] 17/23 22/2 me [12] 3/19 4/9 4/25 5/20 6/25 11/4 11/12 13/23 17/18 18/10 27/7 27/7 mean [6] 7/2 12/7 13/8 14/3 17/24 20/6 means [2] 13/9 13/10 means -- [1] 13/9 meet [1] 10/5 meeting [4] 9/4 9/25 10/14 10/18 meetings [4] 7/24 8/24 10/10 10/22 member [2] 16/14 21/20 members [3] 17/14 17/20 25/20 Memory [1] 9/14 merits [3] 15/15 17/25 18/4 met [2] 10/13 19/17 middle [1] 3/14 might [2] 8/3 24/12 minor [1] 17/24 minute [1] 16/3 Mm-hmm [1] 4/20 Monday [2] 3/4 11/24 Mons [1] 5/19 months [1] 4/19 morning [1] 6/13 Morton [1] 23/20 move [1] 9/17 MR [1] 3/9 Mr. [20] 5/7 5/7 5/9 8/16 19/15 20/11 20/16 20/22 21/13 21/15 22/4 22/20 23/2 23/14 24/1 24/15 24/22 24/24 25/3 25/9 Mr. -- [1] 5/7 Mr. Adams [1] 5/7 Mr. Bob [1] 23/2 Mr. Brew [1] 8/16 Mr. Buechel [1] 5/9 Mr. Dorman [2] 21/15 22/4 Mr. Faud [1] 23/14 Mr. Gary [1] 20/16 Mr. Giliis [1] 20/22</p>	<p>N</p> <p>name [8] 3/10 3/14 8/11 9/1 9/7 9/8 11/6 23/12 NAS [20] 5/22 7/10 7/12 7/15 8/2 10/11 10/14 10/16 14/11 14/18 14/23 15/11 15/12 16/6 16/13 16/24 21/3 21/11 22/13 24/11 NAS' [1] 17/12 NAS's [1] 16/19 National [1] 2/13 Natural [1] 5/22 nature [3] 17/25 24/13 25/10 need [1] 15/5 negotiate [7] 7/13 11/19 11/22 14/8 14/10 14/14 14/19 negotiated [1] 14/8 negotiating [2] 13/15 15/18 negotiation [2] 11/10 13/24 negotiations [6] 12/1 12/23 14/15 14/18 15/15 15/20 negotiator [1] 8/16 new [2] 7/14 10/16 nickname [2] 3/12 3/15 no [45] none [1] 16/8 North [6] 5/4 5/17 5/24 6/14 7/7 13/14 not [24] 3/17 6/10 9/1 10/24 11/17 12/20 13/4 13/6 15/13 15/14 15/14 18/7 18/9 18/25 19/6 20/11 22/6 23/9 24/6 24/23 25/4 25/7 25/14 27/10 Notary [3] 27/4 27/12 27/18 notes [2] 27/7 27/9 nothing [2] 14/13 17/25 notice [1] 7/10 November [1] 27/12 now [4] 12/22 15/9 16/3 20/25 number [1] 5/21 numerous [2] 25/19 25/23</p>	<p>P</p> <p>p.m [2] 3/5 26/11 pages [1] 27/8 part [6] 4/8 14/16 14/24 15/14 24/8 24/25 parte [3] 6/9 18/4 25/10 participate [4] 15/10 16/5 18/7 18/9 participated [3] 10/10 15/24 16/9 participation [1] 7/1 particular [2] 9/7 9/25 parties [4] 11/19 11/20 12/2 27/10 party [1] 15/20 period [1] 12/24 Personally [1] 25/14 pertained [1] 24/18 phone [2] 25/19 25/22 place [8] 9/25 11/22 13/13 14/4 14/4 14/5 23/13 27/5 pleadings [1] 8/7 point [2] 9/17 11/18 policies [1] 6/4 position [1] 16/12 practice [1] 4/1 preliminary [1] 7/2 present [2] 13/5 13/7 presume [2] 6/3 12/23 presumed [1] 4/9 presuming [1] 10/11 PREVIOUSLY [2] 4/5 26/8 primarily [8] 5/23 7/24 8/10 8/14 11/25 11/25 25/20 25/21 prior [14] 5/24 6/14 7/16 7/23 10/4 10/9 10/18 10/19 10/23 17/3 17/5 24/7 24/19 27/6 probably [1] 21/18 procedural [2] 8/3 8/7 procedurally [2] 6/21 17/23 procedures [2] 6/5 6/10 process [1] 13/24 progress [1] 15/17 proposing [1] 10/17 provision [1] 7/9 PSC [1] 7/24 PUBLIC [10] 1/1 2/10 3/2 5/12 6/1 6/6 17/8 27/4 27/12 27/18</p>
	<p>O</p> <p>O'Donnell [1] 18/15 obtained [1] 13/1 obviously [3] 18/20 20/10 25/18 occasion [4] 19/21 20/18 20/21 21/2 occupation [1] 3/23 occurred [1] 4/18 October [2] 7/15 14/25 of -- [3] 14/13 14/15 22/9 offices [1] 3/2 officials [1] 25/19 often [1] 4/15 Oh [1] 5/10 Okay [29] on [15] 3/4 4/18 9/5 9/7 9/20 11/6 11/24</p>	

<p>P</p> <p>purposes [1] 11/9 put [1] 4/16</p>	<p>says [2] 13/19 13/21 schedule [1] 4/10 Scott [1] 22/20 secretary [1] 21/22 see [5] 9/6 9/8 11/19 13/6 19/21 see -- [1] 13/6 seeing [3] 9/19 13/5 13/6 seeking [1] 8/2 seen [1] 25/17 sent [1] 4/8 separate [2] 14/7 15/5 September [14] 7/17 15/2 15/3 16/19 17/5 17/7 20/8 22/8 22/9 22/9 24/6 24/7 24/19 25/5 service [8] 1/1 2/10 3/3 5/12 6/1 6/7 17/8 24/12 sessions [1] 8/19 set [2] 14/23 27/6 settlement [7] 11/20 12/25 14/10 15/6 15/18 15/24 24/25 Sharifi [1] 23/14 Shaw [2] 24/1 24/18 sheet [3] 11/5 13/18 13/20 sheets [3] 2/5 8/23 13/8 should [5] 12/13 12/13 12/18 14/14 14/14 should -- [1] 14/14 show [2] 4/7 11/4 showing [1] 12/24 Siemens [1] 25/20 sign [2] 9/1 13/10 sign-in [6] 2/5 8/23 11/5 13/7 13/18 13/20 simply [2] 4/11 9/15 Simpson [1] 2/12 since [1] 22/1 sir [29] sit [1] 14/12 situations [1] 4/4 Smith [1] 3/14 SMITTY [4] 1/17 3/2 3/15 3/17 so [10] 3/15 4/18 5/11 16/18 17/4 20/10 21/6 21/24 24/19 27/9 social [1] 20/12 socially [2] 19/21 20/22 Society [1] 16/9 some [20] 4/2 4/3 4/4 4/18 6/17 7/24 8/18 8/22 9/10 9/23 11/18 12/25 14/6 16/2 16/11 16/14 18/10 20/24 25/17 25/24 some -- [1] 12/25 somebody [1] 5/1 sometime [1] 19/20 sorry [1] 15/11 sort [3] 8/12 14/7 20/24 South [1] 2/13 Sower [1] 3/3 space [1] 13/13 speak [2] 20/18 24/24 special [3] 2/10 7/8 24/10 specific [1] 16/5 specifically [3] 10/19 11/13 18/12 specifics [1] 16/3 spent [1] 13/11 spent -- [1] 13/11 SS [1] 27/1 staff [11] 6/11 7/24 15/9 15/10 15/13 15/23 17/8 17/19 17/21 25/5 25/21 staff -- [1] 17/21 Stainless [6] 5/4 5/17 5/25 6/14 7/7 13/14 start [1] 7/5</p>	<p>started [4] 11/14 11/17 11/18 11/24 starting [1] 7/3 state [3] 3/10 27/1 27/4 stated [1] 27/5 statement [5] 1/15 3/1 4/10 26/11 27/5 steel [1] 8/12 stenographic [2] 27/7 27/9 Street [2] 1/22 2/13 subsequent [1] 16/12 subsequently [1] 7/20 such [1] 16/8 Suite [1] 1/22 supervision [1] 27/8 supplier [1] 6/16 supply [1] 8/1 suppose [1] 8/20 sure [1] 18/12 sway [1] 15/20 sworn [4] 1/15 3/1 27/5 27/6</p>
<p>Q</p> <p>question [2] 17/19 18/11 questions [1] 4/21</p>	<p>should -- [1] 14/14 show [2] 4/7 11/4 showing [1] 12/24 Siemens [1] 25/20 sign [2] 9/1 13/10 sign-in [6] 2/5 8/23 11/5 13/7 13/18 13/20 simply [2] 4/11 9/15 Simpson [1] 2/12 since [1] 22/1 sir [29] sit [1] 14/12 situations [1] 4/4 Smith [1] 3/14 SMITTY [4] 1/17 3/2 3/15 3/17 so [10] 3/15 4/18 5/11 16/18 17/4 20/10 21/6 21/24 24/19 27/9 social [1] 20/12 socially [2] 19/21 20/22 Society [1] 16/9 some [20] 4/2 4/3 4/4 4/18 6/17 7/24 8/18 8/22 9/10 9/23 11/18 12/25 14/6 16/2 16/11 16/14 18/10 20/24 25/17 25/24 some -- [1] 12/25 somebody [1] 5/1 sometime [1] 19/20 sorry [1] 15/11 sort [3] 8/12 14/7 20/24 South [1] 2/13 Sower [1] 3/3 space [1] 13/13 speak [2] 20/18 24/24 special [3] 2/10 7/8 24/10 specific [1] 16/5 specifically [3] 10/19 11/13 18/12 specifics [1] 16/3 spent [1] 13/11 spent -- [1] 13/11 SS [1] 27/1 staff [11] 6/11 7/24 15/9 15/10 15/13 15/23 17/8 17/19 17/21 25/5 25/21 staff -- [1] 17/21 Stainless [6] 5/4 5/17 5/25 6/14 7/7 13/14 start [1] 7/5</p>	<p>T</p> <p>take [4] 8/18 15/14 18/2 25/3 taken [5] 3/2 4/16 27/5 27/7 27/9 taking [1] 9/25 talk [2] 14/13 16/14 talked [3] 9/23 20/11 24/22 talking [1] 7/17 tariff [4] 6/21 7/14 10/13 10/16 TAYLOR [7] 1/17 2/3 3/2 3/11 3/17 25/3 25/9 Tell [3] 6/25 11/12 13/23 TERMS [2] 1/6 1/10 testimony [3] 4/15 27/6 27/7 than [5] 8/9 17/2 24/13 24/25 26/1 Thanks [1] 26/5 that [69] that -- [3] 8/12 13/2 24/18 that's [11] 6/24 7/17 7/21 9/22 10/18 13/17 15/1 15/4 21/1 24/13 26/5 the -- [5] 7/3 7/3 10/13 10/16 13/6 their [9] 6/4 6/16 6/16 7/13 7/21 8/13 8/13 10/16 16/15 their -- [1] 8/13 them [7] 5/12 5/13 7/16 8/20 10/17 16/14 22/5 then [8] 4/17 6/8 6/9 11/21 14/9 14/19 17/4 25/4 there [16] 8/24 10/11 12/11 12/13 12/25 13/8 13/10 13/14 14/11 14/16 14/20 16/21 17/1 17/7 25/18 25/23 thereafter [1] 27/7 thereby [1] 9/20 these [8] 5/1 7/1 7/3 7/4 7/5 8/23 13/15 20/12 they [19] 3/17 4/14 6/15 7/11 7/13 7/14 7/15 9/19 9/19 10/15 10/17 11/19 14/25 15/14 15/16 15/21 16/13 16/16 25/12 they -- [1] 7/13 things [2] 15/18 17/25 think [16] 7/15 7/20 9/19 12/1 14/6 15/21 16/16 19/22 19/25 20/23 20/24 21/1 21/3 22/10 24/10 25/21 this [9] 4/8 4/21 6/13 11/22 16/18 18/11 20/6 21/5 27/13 those [10] 6/17 6/22 7/22 10/20 13/4 15/10 15/17 16/9 25/21 26/1 thought [1] 14/13 three [1] 11/23 three-day [1] 12/24 through [2] 4/22 8/22 thus [2] 15/5 18/7</p>
<p>R</p> <p>Raff [3] 24/15 24/22 24/24 rate [6] 5/2 6/17 6/22 7/21 12/7 12/18 rate-making [17] 4/12 7/6 10/7 17/13 18/18 19/5 19/13 20/12 20/19 21/7 22/3 22/15 22/25 23/8 24/5 24/24 25/11 rates [6] 1/5 1/10 6/17 7/13 12/10 13/15 RE [1] 1/4 really [2] 6/8 12/12 recall [17] 4/14 7/1 9/25 10/18 10/19 11/12 11/15 13/3 13/23 15/21 16/24 16/25 18/25 19/6 20/2 20/5 21/2 recall -- [1] 20/5 reception [1] 20/24 recognize [1] 18/3 recollection [5] 6/18 9/11 11/1 11/8 15/23 record [2] 4/17 27/9 records [1] 25/24 reduce [1] 9/21 reduced [1] 27/7 reference [1] 4/11 regard [8] 5/1 6/17 12/6 13/15 16/4 17/18 17/19 22/3 regard -- [1] 17/18 Regardless [2] 13/18 13/20 related [1] 27/10 relates [1] 6/10 relief [2] 6/17 8/4 remember [6] 10/12 10/22 10/24 10/25 11/16 11/23 renewed [1] 7/10 reported [1] 14/21 Reporting [1] 1/21 represent [1] 5/1 representation [1] 5/24 representatives [1] 14/19 represented [2] 5/3 5/16 requests [1] 17/24 required [1] 7/12 requirements [2] 12/5 12/7 resisted [1] 8/7 resolved [1] 14/20 Resources [1] 5/22 result [1] 14/15 retained [1] 5/1 retirement [1] 19/19 revenue [4] 5/23 12/5 12/7 12/9 RICHARD [6] 1/17 2/3 3/1 3/11 24/15 24/18 right [41] role [1] 8/10 room [4] 4/16 14/7 14/9 14/12 RPR [1] 1/21 rules [1] 6/4</p>	<p>S</p> <p>safe [1] 8/15 said [3] 15/16 27/7 27/8 same [2] 17/19 24/17 Sanchez [1] 5/8 say [4] 8/15 11/23 15/13 22/1 saying [1] 10/24</p>	<p>T</p> <p>take [4] 8/18 15/14 18/2 25/3 taken [5] 3/2 4/16 27/5 27/7 27/9 taking [1] 9/25 talk [2] 14/13 16/14 talked [3] 9/23 20/11 24/22 talking [1] 7/17 tariff [4] 6/21 7/14 10/13 10/16 TAYLOR [7] 1/17 2/3 3/2 3/11 3/17 25/3 25/9 Tell [3] 6/25 11/12 13/23 TERMS [2] 1/6 1/10 testimony [3] 4/15 27/6 27/7 than [5] 8/9 17/2 24/13 24/25 26/1 Thanks [1] 26/5 that [69] that -- [3] 8/12 13/2 24/18 that's [11] 6/24 7/17 7/21 9/22 10/18 13/17 15/1 15/4 21/1 24/13 26/5 the -- [5] 7/3 7/3 10/13 10/16 13/6 their [9] 6/4 6/16 6/16 7/13 7/21 8/13 8/13 10/16 16/15 their -- [1] 8/13 them [7] 5/12 5/13 7/16 8/20 10/17 16/14 22/5 then [8] 4/17 6/8 6/9 11/21 14/9 14/19 17/4 25/4 there [16] 8/24 10/11 12/11 12/13 12/25 13/8 13/10 13/14 14/11 14/16 14/20 16/21 17/1 17/7 25/18 25/23 thereafter [1] 27/7 thereby [1] 9/20 these [8] 5/1 7/1 7/3 7/4 7/5 8/23 13/15 20/12 they [19] 3/17 4/14 6/15 7/11 7/13 7/14 7/15 9/19 9/19 10/15 10/17 11/19 14/25 15/14 15/16 15/21 16/13 16/16 25/12 they -- [1] 7/13 things [2] 15/18 17/25 think [16] 7/15 7/20 9/19 12/1 14/6 15/21 16/16 19/22 19/25 20/23 20/24 21/1 21/3 22/10 24/10 25/21 this [9] 4/8 4/21 6/13 11/22 16/18 18/11 20/6 21/5 27/13 those [10] 6/17 6/22 7/22 10/20 13/4 15/10 15/17 16/9 25/21 26/1 thought [1] 14/13 three [1] 11/23 three-day [1] 12/24 through [2] 4/22 8/22 thus [2] 15/5 18/7</p>

<p>T</p> <p>time [19] 7/23 7/25 9/17 9/21 11/18 13/13 14/12 14/16 16/19 17/16 18/24 19/15 19/18 19/24 19/24 21/16 21/18 25/9 27/5</p> <p>time -- [1] 7/25</p> <p>times [1] 13/14</p> <p>to -- [2] 10/19 24/10</p> <p>today [1] 5/7</p> <p>together [1] 13/24</p> <p>told [1] 8/1</p> <p>Tom [4] 7/24 21/13 22/7 25/21</p> <p>took [1] 11/22</p> <p>total [1] 12/9</p> <p>Tower [1] 2/13</p> <p>transcript [1] 27/8</p> <p>tried [1] 10/15</p> <p>tried -- [1] 10/15</p> <p>true [1] 27/8</p> <p>trust [3] 6/9 9/10 16/8</p> <p>try [1] 14/9</p> <p>trying [1] 15/20</p> <p>Tuesday [2] 11/24 12/23</p> <p>two [21] 4/12 5/2 6/22 6/22 7/6 10/2 10/7 12/12 12/13 17/13 18/18 19/5 19/13 20/12 20/19 21/7 22/3 23/8 24/5 24/24 25/10</p> <p>type [1] 15/17</p> <p>typewritten [2] 27/8 27/8</p>	<p>11/20 13/18 13/20 13/23 14/13 14/14 16/12 24/12 25/21</p> <p>what's [1] 9/23</p> <p>whatever [1] 12/25</p> <p>whatsoever [1] 18/1</p> <p>when [8] 7/21 13/14 14/20 19/16 19/17 20/2 21/17 21/19</p> <p>When -- [1] 21/19</p> <p>where [1] 10/15</p> <p>whether [4] 10/12 11/16 11/16 11/24</p> <p>whether -- [1] 11/16</p> <p>which [13] 4/8 4/9 4/13 4/13 5/4 7/9 7/11 7/15 8/5 8/8 14/24 16/13 19/20</p> <p>while [3] 11/21 11/22 13/5</p> <p>who [4] 5/18 6/15 7/25 21/1</p> <p>whole [3] 14/21 15/7 25/1</p> <p>Wilkinson [1] 21/23</p> <p>will [1] 4/21</p> <p>Williams [1] 19/1</p> <p>with -- some [1] 25/24</p> <p>within [1] 15/6</p> <p>witness [1] 27/6</p> <p>work [2] 4/2 10/17</p> <p>would [15] 7/14 10/17 12/10 13/4 14/8 14/9 14/19 14/20 17/23 18/4 19/20 19/24 20/11 22/1 24/17</p> <p>wouldn't [1] 24/22</p>	
<p>U</p> <p>ultimately [2] 7/22 8/4</p> <p>under [2] 27/7 27/13</p> <p>understanding [4] 9/15 12/11 12/16 13/23</p> <p>understood [1] 14/17</p> <p>unless [1] 7/10</p> <p>until [2] 16/20 19/19</p> <p>up [4] 12/1 12/14 12/17 12/18</p> <p>up -- [1] 12/18</p> <p>us [1] 8/1</p> <p>using [1] 12/22</p> <p>usually [1] 9/22</p> <p>UTILITIES [3] 1/11 5/5 7/8</p> <p>Utility [1] 14/5</p>	<p>Y</p> <p>yeah [3] 5/10 5/11 13/17</p> <p>year [1] 7/11</p> <p>Yes [39]</p> <p>you [100]</p> <p>you'll [1] 9/6</p> <p>you're [5] 3/13 7/17 18/20 24/21 25/3</p> <p>your [13] 3/10 3/19 3/23 4/10 5/9 7/1 9/1 9/7 9/8 11/5 11/13 14/18 24/8</p> <p>yourself [2] 4/1 17/11</p>	
<p>V</p>		
<p>VanAntwerp [1] 5/19</p>		
<p>W</p> <p>walk [2] 8/22 8/25</p> <p>want [2] 8/22 18/12</p> <p>wanted [2] 11/19 14/15</p> <p>was [53]</p> <p>was -- [1] 11/25</p> <p>Washington [1] 8/11</p> <p>way [4] 13/12 14/7 15/20 19/23</p> <p>we [21] 8/1 8/2 8/3 8/4 8/5 8/6 8/11 10/12 10/14 11/20 11/21 13/11 13/25 14/7 14/9 14/13 14/14 14/14 14/14 16/11 16/14</p> <p>we -- [1] 11/21</p> <p>we'd [2] 11/21 14/12</p> <p>we'll [1] 4/8</p> <p>week [1] 11/25</p> <p>Weli [3] 11/14 21/25 25/17</p> <p>Well -- [1] 21/25</p> <p>went [2] 12/23 20/23</p> <p>were [30]</p> <p>were -- [1] 25/23</p> <p>weren't [2] 13/8 16/14</p> <p>what [15] 4/11 4/14 6/25 8/3 8/22 11/12</p>		