

COMMONWEALTH OF KENTUCKY

BEFORE THE KENTUCKY STATE BOARD

ON ELECTRIC GENERATION AND TRANSMISSION SITING

In the Matter of the Application of Southern)
Indiana Gas & Electric Co., d/b/a Vectren)
Energy Delivery of Indiana, Inc. for a)
Construction Certificate to Construct an)
Electric Transmission Line from its A.B.)
Brown Plant to the Big Rivers Reid EHV) Case No. 2010-00223
Station)

**AMENDED APPLICATION FOR CERTIFICATE TO CONSTRUCT
NONREGULATED ELECTRIC TRANSMISSION LINE**

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Tab 1

COMMONWEALTH OF KENTUCKY

BEFORE THE KENTUCKY STATE BOARD

ON ELECTRIC GENERATION AND TRANSMISSION SITING

In the Matter of the Amended Application of)
Southern Indiana Gas & Electric Co., d/b/a)
Vectren Energy Delivery of Indiana, Inc. for)
a Construction Certificate to Construct an)
Electric Transmission Line from its A.B.)
Brown Plant to the Big Rivers Reid EHV)
Station.)

Case No. 2010-00223

**AMENDED APPLICATION FOR CERTIFICATE TO CONSTRUCT
NONREGULATED ELECTRIC TRANSMISSION LINE**

Pursuant to KRS 278.714 and 807 KAR 5:110 Section 3, Southern Indiana Gas & Electric Co., d/b/a Vectren Energy Delivery of Indiana, Inc. (“Vectren”) respectfully states as follows:

1. Vectren is an Indiana corporation with its principal office and principal place of business at One Vectren Square, Evansville, IN 47708, and a mailing address at One Vectren Square, 211 Northwest Riverside Drive, Evansville, IN 47708¹. Vectren’s telephone number is 812 491 4000.

2. Vectren submitted its Notice of Intent to File Application on June 3, 2010. Pursuant to 807 KAR 5:110 Section 2, Vectren has six months within which to file its Application. Pursuant to KAR 5:110 Section 3, Vectren filed its original Application for Certificate to Construct a Nonregulated Electric Transmission Line on July 15, 2010, and hereby

¹ Pursuant to 807 KAR 5:001 Section 8 (3), a copy of Vectren’s Articles of Incorporation, certified by the Secretary of the State of Indiana, and a copy of Vectren’s Certificate of Corporate Existence were included with Vectren’s original Application at Tab 2.

files an Amended Application which modifies the route for a portion of that line. Pursuant to KRS 278.714(1) and (5) and 807 KAR 5:100 Vectren has previously submitted its application fee of \$200,000.00 with its original filing.

3. Pursuant to KRS 278.714(2)(a), the name of the person proposing to construct a nonregulated electric transmission line is Southern Indiana Gas & Electric Co., d/b/a Vectren Energy Delivery of Indiana, Inc. (“Vectren”); William S. Doty, President. Vectren’s address and telephone number are stated above. For purposes of the application, Vectren can be contacted through any of its attorneys, whose names, addresses and telephone numbers are provided below.

4. Vectren filed its original Application to the Board on July 15, 2010. Subsequent to that filing, Vectren has worked with Intervenors to address certain concerns raised by other local utilities, and as part of that work, Vectren tenders this Amended Application, which addresses those concerns and alters Vectren’s route through the identified Route Study corridor. Importantly, this alternate route changes the location of the river crossing by moving it away from the City waterfront and thus further minimizes the adverse scenic impact of the route.

5. Pursuant to KRS 278.714(2)(b), Vectren proposes to construct a 345kV electric transmission line from Vectren’s A.B. Brown Plant on the Ohio River in Posey County, Indiana, between Evansville and Mt. Vernon, to the Big Rivers Reid EHV Station near Sebree, in Webster County, Kentucky. This proposed transmission line represents the Southern Indiana-to-Kentucky portion of a project known overall as the Gibson-Brown-Reid 345kV Project. The entire project will span a total of approximately 70 miles, of which approximately 15 miles will be located in Kentucky. Phase 2 of Vectren’s Gibson-Brown-Reid 345kV Project, which is the portion beginning at Vectren’s AB Brown Generating Station in Southern Indiana, parallels existing Vectren 138kV Transmission Lines in an Easterly direction for approximately 2.6 miles

passing from Posey County to Vanderburgh County about a mile from the Generating Station. The Route continues Easterly, Southeasterly, and then South through Vanderburgh County and crosses the Ohio River, entering Kentucky just south of the City of Henderson at N 939793.33, E 2792481.21. The Route continues through the Henderson Industrial District before intercepting and paralleling an existing Henderson Municipal Power and Light (HMPL) 161kV Transmission Line in a Southeast direction through Henderson County (and entering Webster County) to Big River's Reid Generating Station at N 873737.51 E 2828939.07, which is the endpoint for the 345kV Route.

Pursuant to KRS 278.714(2)(b)4, the Maps at Tab 2 show the distance of the proposed line from residential neighborhoods, schools, and public and private parks within one mile of the proposed facilities. Pursuant to KRS 278.714(2)(b)3, an amended list of persons who own the properties over which the line will cross is at Tab 3; the list of affected property owners in Webster County, Kentucky is unchanged from the list in the original Application. A diagram showing the detail of all support structures for this Amended Application is at Tab 4. The Maps in this Amended Application, Tabs 11-17, show the location of the proposed line and all proposed support structures, which consist of H-frame steel poles, single steel poles and steel towers on either side of the Ohio River crossing; the proposed right-of-way limits of 150 feet; and existing property lines and the names of persons who own the property over which the line will cross. Vectren sponsors as a witness in support of these Maps: Mr. Ben Shinabery, Licensed Professional Surveyor, QK4 Architecture Engineering Planning.

The purpose of this project is to help meet the region's future energy demand and to increase the reliability for the overall electric grid in the region. This Project is recognized by Vectren's regional planning authority, Midwest Independent Transmission System Operator

(“Midwest ISO” or “MISO”), as a Baseline Reliability Project under MISO’s Transmission Expansion Plan (MTEP 2006). It addresses current and projected congestion on electric transmission lines in the Southwest Indiana/Northwest Kentucky region outside the Midwest ISO system. As such, this project was granted incentive rate treatment by the Federal Energy Regulatory Commission (FERC) under Section 219 of the Energy Policy Act of 2005 and FERC Order No. 697 as ensuring reliability and/or reducing the cost of delivered power by reducing transmission congestion. A copy of FERC’s Order, Docket Nos. EL08-82-000 and ER08-1468-000, which discusses the reliability benefits of this project and MISO’s transmission planning process, was previously submitted with the original Application.

6. Vectren commissioned a comprehensive study to select a route which minimizes the societal, environmental, and scenic impacts of the proposed transmission line. The study utilizes a computer-based route selection methodology developed by the Electric Power Research Institute (EPRI) and Georgia Transmission Corporation (GTC) and modified in 2006 to incorporate input from Kentucky stakeholders representing a variety of perspectives. This methodology employs increasingly detailed data and allows a utility to quantitatively consider stakeholder input in developing Alternative Corridors, using what is called the Kentucky Siting Model.

The Kentucky Siting Model was developed through a series of workshops and tested by a project team of independent experts. Stakeholders participating in the workshops represented a range of interests, including environmental concerns, historic preservation, homeowners associations, agricultural interests, government agencies, and utility companies. Stakeholders developed data layers with component features and avoidance areas, and then established relative suitability values, identifying through group consensus a means of identifying areas with high,

moderate, and low suitability for electric transmission lines. From this data, suitability mapping is developed and alternative corridors identified. Using the Kentucky Siting Model for this project, approximately 208 square miles (133,000 acres) of land were studied, including land located in Posey and Vanderburgh Counties in Indiana; the Ohio River; and Henderson, Webster and McLean Counties in Kentucky, with 83% of the study area located in Henderson County, Kentucky. The Kentucky Model identified four separate or alternate “corridors,” each representing a different planning perspective. The Built Corridor seeks to avoid impacts to human development and historical/cultural resources; the Natural Corridor seeks to protect natural resources and avoid impacts to plant and animal species; the Engineering Corridor seeks to maximize co-location opportunities and avoid areas which would pose difficulties for construction of the transmission line; the Fourth Corridor, a simple average, weighs each of the first three criteria equally. A copy of Electric Transmission Route Selection Technical Report prepared by Photo Science on behalf of Vectren was previously submitted with the original Application; a supplemental Report is attached at Tab 5.

7. Pursuant to KRS 278.714(2)(c), the Gibson-Brown-Reid 345kV Project is a Midwest ISO-approved Baseline Reliability Project that has been deemed necessary for regional grid reliability. Vectren is a member of the Midwest ISO, Reliability First Corporation, and the North American Electric Reliability Corporation. In addition to meeting the reliability needs of MISO and the Vectren system, the project has reliability and operational benefits in Kentucky. The project will reduce congestion in the Southern Indiana/Western Kentucky region that is susceptible to north to south flows that result in congestion. This is expected to reduce Midwest ISO congestion costs and transaction curtailments. The project also provides an additional transmission path into the Reid Station area. With the support provided by this project, the need

to drop load in the Reid area or rotate smelter potlines during multiple outage events is less likely.

The overall project consists of approximately seventy (70) miles of 345kV single-circuit transmission line that will provide additional transmission capacity between Duke Energy's Gibson station located in Gibson County, Indiana, Vectren's Brown Power Plant located in Posey County, Indiana, and Big Rivers Electric Corporation's Reid Station located in Webster County, Kentucky. The proposed line will be supported by steel H-frame poles, steel single poles, and towers on either side of the Ohio River crossing; and it will require right of way one hundred and fifty (150) feet in width. Right of way maintenance will be performed in accordance with the requirements of the North American Electric Corporation's (NERC's) Standards and Requirements, as well as requirements established by the NERC regional entity: ReliabilityFirst. Vectren anticipates executing Interconnection Agreements with Duke Energy and Big Rivers Electric Corporation to connect to the line's two terminal points (at the Duke Gibson Station and the Big River's Reid Station).

8. Pursuant to KRS 278.714(d), Vectren states that the proposed transmission line and appurtenances will be constructed and maintained in accordance with accepted engineering practices and the National Electric Safety Code. Pursuant to KRS, 278.714(3), Vectren states that the proposed transmission line and appurtenances will be constructed and maintained in accordance with all applicable legal requirements. An affidavit by James H. Cox, Chief Electrical Engineer for Vectren, was previously submitted with the Original Application..

Moreover, a number of innovations and best practices will be employed in the construction of this electric transmission line project, which will enhance environmental stewardship. Vectren expects to use timber mats for equipment crossings at wetlands, streams

and flood-prone areas. Timber mats preserve the topsoil and seed beds that would otherwise be destroyed by vehicles and equipment. All vehicle and equipment waterway crossing for the construction of this project will utilize timber mat bridges that do not disturb the natural channel. Mulch from tree clearing will also be spread across graded areas and haul roads to minimize erosion and sedimentation. This beneficial re-use enhances construction stormwater compliance while minimizing the amount and duration of heavy equipment operating at clearing sites. These practices, when combined with other water quality best practices, minimize the impact of construction activities on aquatic ecosystems. In addition, all land clearing and construction activities are planned to avoid working in flood-prone areas during periods of increased runoff. Lastly, bird diverters are being placed in areas where power line strikes are of concern to wildlife agencies. Vectren has placed approximately 500 of the larger swan diverters on the on the North section of the Gibson to Brown line near the Wabash River. The devices should reduce bird strikes by as much as 90%. A description of the bird diverters was previously submitted with the original Application.

9. Pursuant to KRS 278.714(e), Vectren states that it has provided public notice of this Amended Application by publication in a newspaper of general circulation in the general area concerned, as required by this section. An affidavit that public notice was published in the Henderson Gleaner newspaper is submitted with this Amended Application at Tab 6. In addition, Vectren conducted an initial informational meeting on July 6, 2010, for potentially affected property owners and interested members of the public. Property owners identified as potentially affected received letters and informational brochures inviting them to the meeting. Members of the public were informed of the meeting through print and electronic media. At the meeting, attendees could learn about the Kentucky Siting Model and related siting methodology,

and high voltage transmission lines, generally. Potentially affected property owners could see potential right of way on their particular properties and participate in initial conversations with land agents to learn about the right of way acquisition process. Copies of the invitation letter, insert and brochure sent to property owners, the follow-up letter to property owners who did not attend the meeting, and information made available to the public at the meeting were previously submitted with the original Application. Additionally, Vectren has communicated by letter with property owners affected by this Amended Application, and Vectren has communicated by letter with previously identified affected property owners as to how (if at all) this Amended Application and amended route may affect their properties. Copies of those letters are at Tab 7. Vectren has established and continues to update and maintain a website for this project, so that members of the public can access information concerning the project at any time. That site is updated with information frequently. The website provides a means by which members of the public can ask questions and seek additional information by electronic mail and by toll free telephone number. A “screenshot” of the website www.kypowerup.com is at Tab 8.

10. Pursuant to KRS 278.714(f), Vectren states that it has served a copy of this application upon the chief executive officer of each county and municipal corporation in which the proposed line is to be located, and upon the chief officer of each public agency charged with the duty of planning land use in the general area in which the line is proposed to be located. A copy of the certificate of service is submitted with this application at Tab 9.

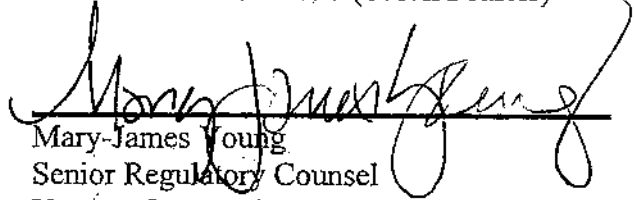
WHEREFORE, Vectren respectfully requests that the Board accept for filing this Application in accordance with 807 KAR 5:110 Section 3(3).

Dated: October 13, 2010.

SOUTHERN INDIANA GAS & ELECTRIC CO.,
D/B/A VECTREN ENERGY DELIVERY OF INDIANA, INC.



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Tab 2

(See Disk for MAP PDFs)

Tab 3

Henderson County Property and Easement Information

KY Parcel	MAP	OWNER	ADDRESS1	ADDRESS2	CITY, STATE ZIP	LOCATION_1	DESCRIPTION	DEED	PLAT
1	46-160	WILLIAM MITCHELL DEEP, JR. LESLIE EARGOOD ET AL	226 S ELM ST		HENDERSON, KY	CANOE ISLAND	53.25 ACRES	477-459 / 428-361	
2	46-161	ELLIS JAMES C ESTATE	P O BOX 1219		OWENSBORO KY 42302-1219	ISLAND IN OHIO RIVER	FARM	564-15	
3	46-65	CITY OF HENDERSON	222 First Street		HENDERSON KY 42420-0000	HWY 69 W 0000		474-441	
4	46-66	CITY OF HENDERSON (HUMANIT SOCIETY)	222 First Street		HENDERSON KY 42420-0000			384-037	
5	46-58.8	CITY OF HENDERSON KY	222 First Street		HENDERSON KY 42420-0000	BORAX DR 00380		452-744	
6	46-58.4	DANNLIN LLC	2250 S GREEN ST		HENDERSON KY 42420-	BORAX DR 00381	2 VACANT LOTS (2 1964 AC)	546-927	008-540A
7	46-58.1	TALLON PROPERTIES LLC	3220 FORT PICKENS RD		LAGRANGE KY 40031-	BORAX DR 00387	WAREHOUSE	557-0942	007-0234
8	46-58.3	HENDERSON ENTERPRISES	P O BOX 694		HENDERSON KY 42419-0000	BORAX DR 00391		456-0278	007-0234
9	46-58.5	DANNHEISER JOHN F & LINDA	2250 S GREEN ST		HENDERSON KY 42420-0000	DANNLIN INDUSTRIAL DEV 00000		546-927	007-092
10	46-67	CITY OF HENDERSON (FAIRMOUNT CEMETERY)	222 First Street		HENDERSON KY 42420-0000	HWY 69 W 0000	53.181 AC	63-447	
11	46C-1	COMMUNITY UNITED METH HOSP INC	1305 N ELM ST		HENDERSON KY 42420-0000	HWY 41 A 00476		460-137	
12	46C-2	HOLIDAY T R JR LTD PTRNSHP	P O BOX 311		HENDERSON KY 42419-0311	HWY 41 A 00430	LOT	317-717	
13	46C-6	BRANN STEPHEN RALPH & AMY	P O BOX 495		HENDERSON KY 42419-0495	HWY 41 A 00447	VACANT LOT COMMERCIAL	554-155	
14	46-144	MCCONNELL TRENT L & SHEILA	1882 S GREEN ST		HENDERSON KY 42420-4351	S GREEN ST 01882		338-714	
15	46-143	BROOKS LIZZIE EST	% PAULINE BROOKS	621 PLUM ST	HENDERSON KY 42420-0000	S GREEN ST 01890	5 AC	309-664	
16	46-142	BRANN VIRBLE	1896 S GREEN ST		HENDERSON KY 42420-4351	S GREEN ST 01898	SINGLE FAMILY	298-208	
17	46-133	CARRIER FRANKLIN D JR & CARL	1638 ROCKS RD		HENDERSON KY 42420	ROCKS RD 01638	HSE & 175.6 AC	400-591	
18	46-124	CARRIER FRANKLIN D JR & CARL	1638 ROCKS RD		HENDERSON KY 42420-4376	CANOE CREEK & BELLARS DITCH	14.11 AC	279-120	
19	46-126	WEST KY AUTO SALVAGE INC	P O BOX 1207		MADISONVILLE KY 42431-0000	HWY 41 A 00000		378-543	
20	46-125	UTILITY COMMISSION FOR THE CITY OF HENDERSON	P O BOX 716		HENDERSON KY 42419-0716	HWY 41A 00000		329-688	
21	57-47	SELLARS MARGARET & CARRIE & COLLIN L	3896 OLD MADISONVILLE RD		HENDERSON KY 42420-	HWY 41 A 04195	FARM	552-739	
22	57-46	MASON DARREL & DEBBIE	4105 HWY 41 A		HENDERSON KY 42420-0000	HWY 41 A 04105	SINGLE FAMILY	458-548	
23	57-69.1	LOGAN CHILDRENS TRUST	% JO L LOGAN TRUSTEE	800 N ELM	HENDERSON KY 42420-	OLD MADISONVILLE RD 00000	FARM	531-774	007-398
24	57-73	MATTINGLY GEORGE M & STEPHEN	5371 HWY 41 A		HENDERSON KY 42420-0000	OLD MADISONVILLE RD 00000	FARM	412-134	
25	57-12	CATES SHARON T	8132 PRUITT AGNEW RD		HENDERSON KY 42420-9666	HWY 1296 00000	69.7 AC	510-574	
26	57-5.4	JUDY NELSON FARMS LLC	2340 SCHUETTE LN		HENDERSON KY 42420-0000	SCHUETTE LN 00000	133.248 AC	448-395	
27	57-4	JENKINS HORACE & MARY INA	5442 HWY 1299		ROBARDS KY 42452-0000	HWY 41 S 00000	381.161 AC	412-217	
28	58-13	STAGG INDUSTRIAL DEV CORP	% CHARLES STAGG	6171 HWY 351 E	HENDERSON KY 42420	HWY 1299 00000	471.99 AC	398-099	
29	58-32	JENKINS HORACE E & MARY	5442 HWY 1299		ROBARDS KY 42452-9510	HWY 1299 05442	HSE & 381.246 AC	405-358	
30	69-6	REED STEPHEN N & JANNA C	P O BOX 1821		HENDERSON KY 42419-1821	ANTHOSTON FROG ISLAND RD (REED FARM)	BLDGS & 154.76 AC	280-278	
31	69-1	REED STEPHEN N & JANNA C	P O BOX 1821		HENDERSON KY 42419-8258	ANTHOSTON FROG ISLAND RD (BOOK/POWEL	195.1 AC	458-692	
32	70-67	JENKINS HORACE E & MARY	5442 HWY 1299		ROBARDS KY 42452-9510	BUSBY STATION RD 00000	162.201 AC	387-485	
33	59-33.4	H GLENN WILLIAMS FAMILY LIVING TRUST	24335 HWY 881		OWENSBORO KY 42302-1219	HWY 1299 06360	314.4 ACRES	580-064	
34	70-2	DENTON FARMS OF HENDERSON CO	ERIC N DENTON	7255 EDGEDALE DR	NEWBURGH IN 47630-	CHERRY HILL RD 02985	HSE & 362.8879 AC	519-801	
35	70-3	DENTON ERIC N	7255 EDGEDALE DR		NEWBURGH IN 47690-0000	CHERRY HILL RD 02985	25.24 AC	482-591	
36	70-4	BROWN RODGER	6493 THORNBRIDGE DR		HENDERSON KY 42420-	WALTER RD 00000	151.4 AC	563-0823	
37	71-1	KING LEO HEIRS	1100 INDEPENDENCE AVE		EVANSVILLE IN 47714-0000	HWY 283 & ROBARDS BUSBY S 00000	FARM	565-0640 / 562-569 /	
38	71-38	BROCK DELNOE & FAY	P O BOX 3		ROBARDS KY 42452-0000	ROBARDS BUSBY STATION RD	FARM	359-084	
39	71-4	CROWDER GREG & JENNIFER	1108 VINE ST		ROBARDS KY 42452-0000	BUSBY STATION RD 00000	34.952 AC	486-348	005-189
40	71A-84	LOVE ALICE P. & ALICE F. KOONCE	P O BOX 437		ROBARDS KY 42452-0437	VINE ST 01140	HSE & 8.9 AC ROBARDS	576-898	
41	71A-85	MILLER BILLY W & BEVERLY J	P O BOX 305		ROBARDS KY 42452-0306	VINE ST 01100	HSE & 6.66 AC ROBARDS	457-101	
42	71-6	KEACH DORRIS & MARGARET	P O BOX 429		ROBARDS KY 42452-0429	HWY 418 W 00000	32.9 AC	313-100	
43	71-13	MCLAREN WILLIE LLC	2829 GOLF CLUB RD		HOWELL MI 48843-0000	HWY 418 W 00000	189.6 AC	485-820	
44	71-17	PULLUM CORDELIA A	212 CAMERO DR		HENDERSON KY 42420-0000	ROCK HOUSE RD 00000	43.0 AC	154-037	
45	71-14	HOLT TERRELL W & SONDRA E	3509 TRINIDAD CT		LEXINGTON KY 40609	ROCK HOUSE RD 00000	32.0 AC	545-067	
46	81-8	EDWARDS J A TRUST	% SANDRA HOLT	3509 TRINIDAD CT	LEXINGTON KY 40609	HWY 41 S 00000 (ACROSS FROM 14224)	41 AC	456-430	
47	71-15	BUSBY CECIL B EST	% BUSBY BERNARD H & MARTHA JEAN	14198 HWY 41 S	ROBARDS KY 42452-0000	ROCK HOUSE RD 00000	HSE & 37.0 AC	561-0282	
48	81-12	GRIFFIN E B & FLORENCE	14193 HWY 41 S		ROBARDS KY 42452-9704		94 AC	324-293	
49	72-21	PRESBYTERIAN CHURCH OF HENDERSON	100 S MAIN STREET		HENDERSON KY 42420-0000		42.0 AC	375-246	
50	81-13	K B ALLOYS	3293 McDONALD RD		ROBARDS KY 42452-	BEDLER McDONALD RD 00000	COMM BLDGS & 211.2944 AC	551-0420	008-359
51	81-1.1	HENDERSON COUNTY	P O BOX 2003		HENDERSON KY 42419-2003	HWY 41 S 00000	244.1605 AC	248-1725	
52	81-15	WEST KY REG IND DEV AUTH INC	1990 BARRETT COURT		HENDERSON KY 42419-	HWY 41 S 00000		482-875	
53	81-16	KENTUCKY FIVE STAR ENERGY LLC	2105 DONALDSON RD		NEBO KY 42441-	QUINNS LANDING RD (BY BIG RIVERS)	FARM	556-0282	

55	46-53	CITY OF HENDERSON WATER AND SEWER	1111 FIFTH STREET EAST		HENDERSON KY 42420-0000	SPRINGFIELD (ADD TO 1747 S MAIN ST)	FARM 28.3 AC	580-1047	
56	46-54	CITY OF HENDERSON	4221 ALEXANDRIA BLVD		HENDERSON KY 42420-0000	S MAIN ST 0764	COMMERCIAL	462-533	
57	46-55	KOELBEN KENNETH DONALD TRUST	% SARA SUE CHANDLER		HENDERSON KY 42420-0000	GREEN ST 0175	COMMERCIAL	426-444	
58	46-56	DANIELA M. BROWN	11909 KNIGHTS HENDERSON		HENDERSON KY 42420-0000	GREEN ST 0176	COMMERCIAL	502-172	
59	46-57	M TAZON KENNEDY	CITY OF HENDERSON	PO BOX 716	HENDERSON KY 42420-0000	S GREEN ST 000002	CEMETERY	642-807	007-2897
60	46-58	DANIELA M. BROWN	1812 KRESGE DR		HENDERSON KY 42420-0000	RESEARCH DR 0416	RES	547-385	
61	57-18-32	HOBERTERMAN	4738 HWY 41A		HENDERSON KY 42420-0000	570 MADISONVILLE RD 00000	FARM	244-385	
62	57-44-32	OVERSTON	4108 HWY 41A		HENDERSON KY 42420-0000	HWY 241A 04108	RES	294-116	
63	57-17	MATTINGLY JR	% LEO MATTINGLY JR		HENDERSON KY 42420-0000	HWY 1299 04297	FARM 12.142 AC	280-437	
64	46-159	JAMES G. ELLIS ESTATE	PO BOX 1219		OWENSBORO KY 42302	HENDERSON ISLAND	FARM 46 AC	471-414	
66	46-54	DANNI L LLC	2250 S GREEN ST		HENDERSON KY 42420-0000	HWY 60 W ADJ TO 2241 BARKER LN	VACANT LOT EXEMPT	371-433	005-53
67	46-51	HALL DOUGLAS M & EMILY T	1515 NEW HOPE RD		HENDERSON TN 37080	BONRAK DRIVE (END OF) 00000	FARM - 123.3493 ACRES	547-413	
68	46-94	COULBERT PROPERTIES INC	P O BOX 283		HENDERSON KY 42419-0283	S GREEN ST 02055	COMM BLDGS & 17.573 AC	558-382	
69	46-99	WOLF HENRY J	3046 OHIO DR		HENDERSON KY 42420-	S GREEN ST 02060	WAREHOUSE	539-733	
70	46-187	CITY OF HENDERSON	224 First Street		HENDERSON KY 42420-0000	HWY 41 A 00651	VACANT LOT COMMERCIAL FIRE STATION	292-309	

Original Route Parcels Unaffected by City of Henderson Suggested Route

Original Route Parcels Affected and Change by City of Henderson Suggested Route

Original Route Parcels Unchanged by City of Henderson Suggested Route

Original Route Parcels Unaffected by City of Henderson Suggested Route

New Parcels Along the City of Henderson Suggested Route

Parcels Owned by City of Henderson

Tab 4

(See Disk for PDF Diagram of Structures)

TAB 5

Electric Transmission Route Selection Report Supplement

Proposed 345kV Transmission Line connecting AB Brown
Generating Station & Reid Substation

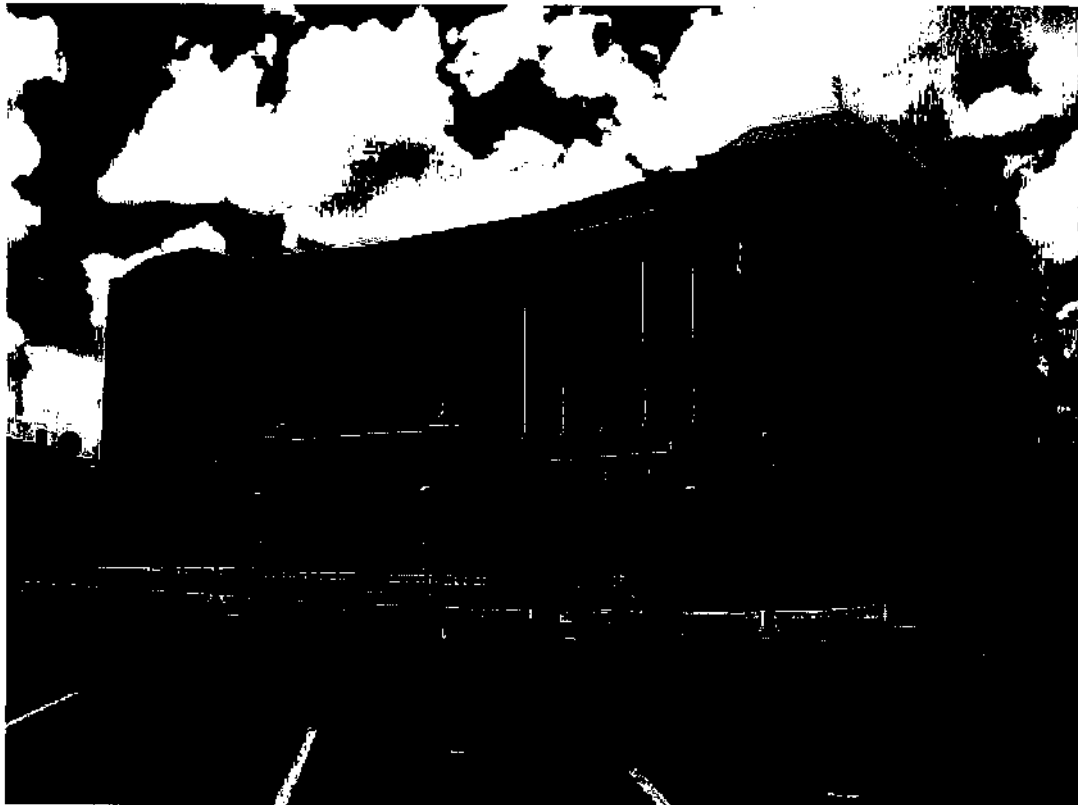


PHOTO: Henderson County Courthouse (www.flickr.com)

Study by Photo Science on behalf of

Vectren Corporation

October, 2010

Brown-Reid 345 kV Transmission Line: Siting Report Supplement

Brown-Reid 345 kV Transmission Line: Siting Report Supplement

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Part I: Introduction

The result of the original siting report was the selection of Route C as the preferred route for construction between the AB Brown Generating Station in Indiana and the Reid Substation in Kentucky. After further discussion with existing utilities as well as the city of Henderson, Kentucky, the proposed route has been modified. The contents of this report supplement detail the newly revised route as well as the revised raw statistics based on the new centerline revision.

Part II: Modified Route Description

There are several modifications to Route C, the preferred route from the original route selection process, which is detailed in the original Brown – Reid siting study. A description of this modified route is contained below.

The modified Route C leaves the AB Brown Generating Station and heads southeast towards the Ohio River. After 0.5 miles the route crosses an existing 138 kV line. The route then parallels the 138 kV line on the north side of the line for approximately 0.5 miles and then on the western side. Then both the existing line and the modified Route C cross over the south eastern side of Serval Lake before the lines head east. The modified route then crosses the existing transmission line as it ends its parallel portion. From here the modified route heads cross country in a southeastern direction following the Ohio River. After approximately 3 miles the route takes a sharp turn and parallels South Happe Road for approximately 4 miles. There are 4 stream crossings in the section of the route including Goose Pond Ditch, Stroud Branch, and Frenchmans Slough. The route then crosses the Ohio River by way of Henderson Island. The location of this crossing of the Ohio River was determined in order to avoid the Henderson water treatment plant on the southern bank of the Ohio River, as well as the area to be used when the plant expands.

As the modified route enters Kentucky, it comes close to, but does not cross, the Canoe Creek Nature Preserve. The Route then continues in a southeast direction through the southwestern side of the city of Henderson, avoiding occupied houses crossing US-60 / KY-136 / South Green St, and then ALT US-41/ KY-136. The current alignment of the centerline crosses over Henderson Fire Department Station #4. This station will be relocated as part of this project. The route then crosses Canoe Creek continues approximately 0.5 miles where it crosses (in order) Sellers Ditch, 69 kV TL, an existing railroad line, and two other 69 kV TLs. After approximately 0.1 miles the line turns southwest to cross the HMPL Line and turn to parallel this line on the southwest side. After for approximately 0.5 miles the line crosses Henderson Bypass / KY-425. The route then continues in the same direction for approximately 1.5 miles before turning south to parallel the western side of the HMPL line and following an existing rail line and East Fork Canoe Creek for 2.5 miles before crossing Canoe Creek again. After another mile the line crosses Canoe Creek for a third time. Here, the rail line is joined with Walter Rd on the rail line's eastern side. Walter Rd becomes Robards Busby Station Rd. From the last Canoe Creek crossing the Route travels approximately 3 more miles before turning east to cross the rail line and passes through the town of Robards. The portion of the city limits to be traversed by the transmission line is relatively undeveloped. Next, the modified Route C turns in a southeastern direction crossing KY-416, and travels approximately 0.5 miles further, where it crosses Rockhouse Rd and travels approximately 1 mile before crossing Crane Creek. Continuing in the same direction, the route crosses US-41 S. From the US-41 S intersection the route moves approximately 0.2 miles to where it crosses a 69 kV TL and KY-2097 and an existing rail line before turning east towards the Reid Substation.

Part III: Raw Statistics

Table 1 on page 4 shows the raw statistics for the modified route. Because lower values indicate relatively higher suitability, the values associated with miles of co-location with existing utilities and miles of co-location with roads have been inverted. Furthermore, the Brown – Reid project will be completely new construction. Therefore, miles of rebuild with existing transmission line has been omitted because the selected route does not utilize any rebuilt portions of existing transmission lines. Raw statistics have been broken down by state for the sake of convenience.

Brown-Reid 345 kV Transmission Line: Siting Report Supplement

TABLE 1: RAW STATISTICS (BY STATE)

FOR ALL ROUTES BY STATE		Route #
Route #		
Relocated Residences (within 75' Corridor)		0
Indiana:		0
Kentucky:		0
Proximity to Residences (300')		16
Indiana:		5
Kentucky:		11
Proposed Developments		0
Indiana:		0
Kentucky:		0
Proximity to Commercial Buildings (300')		0
Indiana:		0
Kentucky:		0
Proximity to Industrial Buildings (300')		3
Indiana:		0
Kentucky:		3
School, DayCare, Church, Cemetery, Park Parcels (#)		0
Indiana:		0
Kentucky:		0
NRHP Listed/Eligible Strucs./Districts (1500' from edge of R/W)		0
Indiana:		0
Kentucky:		0
Route #		
Natural Forests (Acres)		66.8
Indiana:		36.59
Kentucky:		30.23
Stream/River Crossings		27
Indiana:		9
Kentucky:		18
Wetland Areas (Acres)		25.68
Indiana:		10.33
Kentucky:		15.35
Floodplain Areas (Acres)		133.03
Indiana:		2.29
Kentucky:		130.74
Route #		
Length (Miles)		25.53
Indiana:		9.98
Kentucky:		15.55
Miles of Rebuild with Existing T/L		0
Indiana:		0
Kentucky:		0
Miles of Co-location with Existing Utility		14.27
Indiana:		2.18
Kentucky:		12.09
Percent of Co-location with Roads		10.87
Indiana:		4.23
Kentucky:		6.64
Number of Parcels		110
Indiana:		55
Kentucky:		55
Total Project Costs		\$41,633,727
Indiana:		\$15,435,134
Kentucky:		\$26,218,593

Brown-Reid 345 kV Transmission Line: Siting Report Supplement

The relative cost calculations were determined based on easement acquisition, construction, line angles, construction cost associated with Ohio River crossing, and clearing costs. Easement costs were calculated by using 125% of county PVA (Property Value Assessor) assessed value per acre. Construction costs were calculated on a per mile basis for each route. Line angle costs were calculated based on the size of the angle, where 0° to 30° were considered small angle structures, greater than 30° were considered large. Clearing costs were based on the acreage of forested land that each route easement crossed. Land, angle, clearing and construction costs were added together and the sum for the Route is listed (See table 2 on page 6). These values are approximate, and are not meant to define the exact cost of a route. For example, angles can be adjusted, and individual property owners will negotiate sales. The generalized values were incorporated to the analysis to provide a general or estimated cost of construction and easement acquisition. As with raw statistics, the cost figures have been broken down by state for the sake of convenience.

Brown-Reid 345 kV Transmission Line: Siting Report Supplement

TABLE 2: COST CALCULATIONS

ENTIRE ROUTE	
	ROUTE C (Modified)
LENGTH	
Length	25.53
Construction Cost	\$33,189,000
Angles	
<= 30 Degrees	33
Cost	\$2,640,000
> 30 Degrees	14
Cost	\$1,652,000
Total Angle Costs	\$4,292,000
Ohio River Crossing	
	\$2,000,000
Clearing Cost	
Forested Acres	66.82
Clearing Cost	\$868,660
ROW Acquisition Cost	
125% PVA Property Cost	\$1,304,067
Total	\$41,653,727

INDIANA PORTION	
	ROUTE C (Modified)
LENGTH	
Length	9.98
Construction Cost	\$12,974,000
Angles	
<= 30 Degrees	11
Cost	\$880,000
> 30 Degrees	7
Cost	\$826,000
Total Angle Costs	\$1,706,000
Clearing Cost	
Forested Acres	36.59
Clearing Cost	\$475,670
ROW Acquisition Cost	
125% PVA Property Cost	\$279,464
Total	\$15,435,134

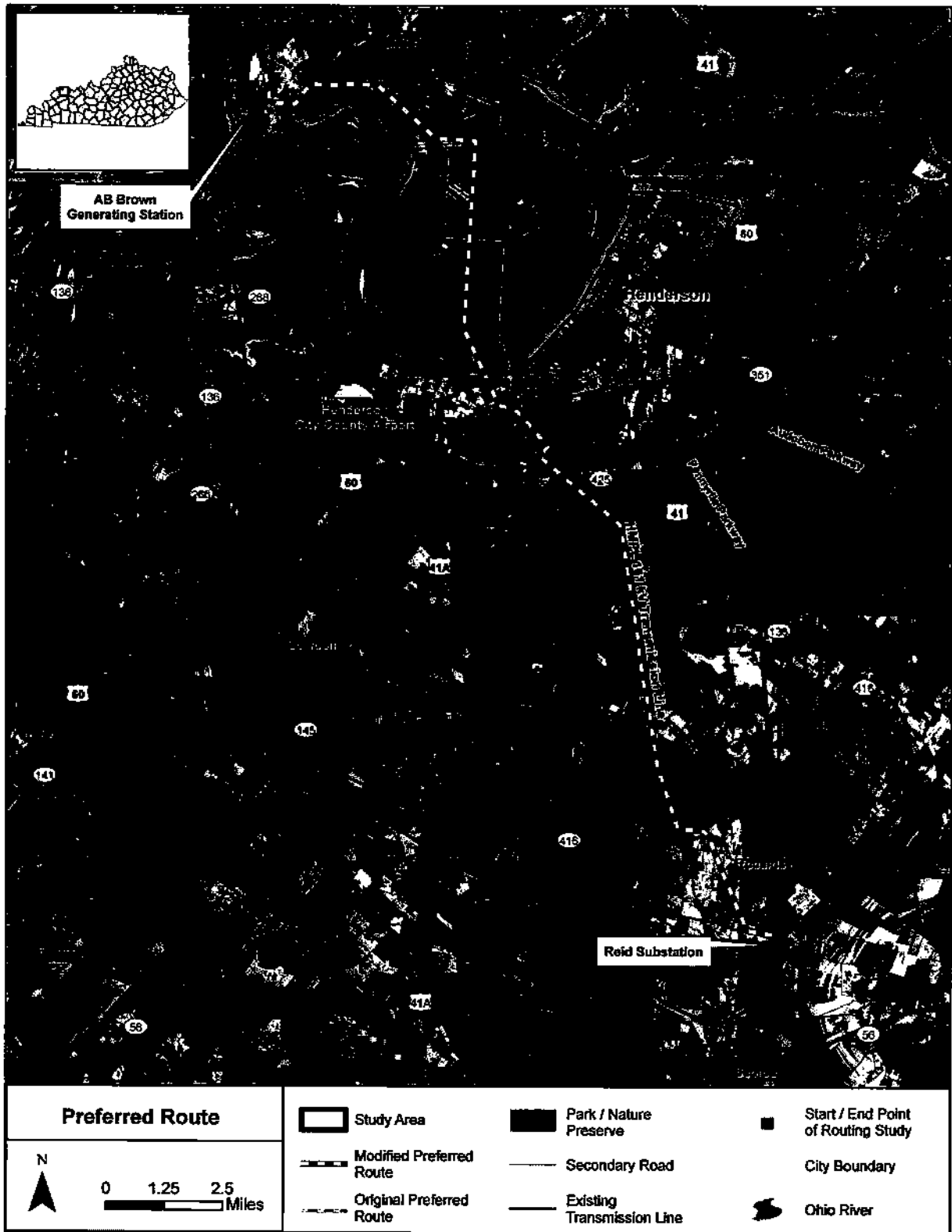
KENTUCKY PORTION	
	ROUTE C (Modified)
LENGTH	
Length	15.55
Construction Cost	\$20,215,000
Angles	
<= 30 Degrees	22
Cost	\$1,760,000
> 30 Degrees	7
Cost	\$826,000
Total Angle Costs	\$2,586,000
Ohio River Crossing	
	\$2,000,000
Clearing Cost	
Forested Acres	30.23
Clearing Cost	\$392,990
ROW Acquisition Cost	
125% PVA Property Cost	\$1,024,603.10
Total	\$26,218,593

Part IV: Conclusion

This report supplement is based on centerline modifications from the selected route of the original Brown – Reid siting study conducted from 2009 – 2010. The statistics and figures for the route reflect the new orientation and configuration of the modified route.

Brown-Reid 345 kV Transmission Line: Siting Report Supplement

FIGURE 1: PREFERRED ROUTE



Tab 6



An E.W. Scripps Company

BOX 4
455 KLUTEY PARK PLAZA
HENDERSON, KENTUCKY 42419-0004

Phone (270) 827-2000
Fax (270) 827-2765

AFFIDAVIT OF PUBLICATION

STATE OF KENTUCKY)
COUNTY OF HENDERSON) SS

I, Sharon Alvey, being Customer Service Rep
of THE GLEANER, a newspaper published and having a general circulation in the City
of Henderson, Kentucky, hereby states that The Gleaner carried the advertisement of:
Public Notice construction of Vectren
transmission line.

ON THE FOLLOWING DATES Oct-10, 2010

SIGNATURE Sharon Alvey

DATE: Oct-11, 2010

Subscribed and sworn to before me by the Affiant named in the afore-going
Affidavit, being personally known to me this 11 day of October, 2010

My commission expires June 7, 2014

Nikki Y. Yob 417366

Notary Public

Tab 7



KY POWER UP

Indiana-Kentucky *Electric Transmission Line*

800.928.2222 • www.kypowerup.com

October 11, 2010

Dear Property Owner,

As you may have read or seen in the local media, Vectren Energy Delivery (Vectren) has submitted an application to the Kentucky Electric Generation and Transmission Siting Board to move forward with phase two of a new electric transmission line that will ultimately connect Vectren's A.B. Brown plant in Posey County, Ind., and Big Rivers Electric Corporation's Reid Station in Webster County, Ky. When completed, this critical project will improve electric reliability for the southwestern Indiana and northwestern Kentucky regions by reducing power flow congestion and overloaded electric lines.

Upon completion of a lengthy route study, which considered agricultural impact, electrical considerations, residential impact, visual impact, environmental impact, special constraints and cost, Vectren identified a preferred route corridor in early July.

After the official filing with the Kentucky Electric Generation and Transmission Siting Board in mid-July and a public hearing conducted by the Kentucky Public Service Commission (PSC) in early September, additional meetings were held with the City of Henderson and Vectren agreed to modify the original route based on some local utility needs.

Upon reviewing the newly proposed route corridor, a parcel of your property is now affected by this project.

After the route has been officially reviewed and approved by the Siting Board, a land agent will be in contact with you to discuss the easement acquisition process. Please find enclosed a map which shows how the line will affect your property, a brochure detailing the project and informational flyers addressing common questions and concerns. In addition, you may visit the project web site, www.kypowerup.com, which has additional project information.

For more information regarding the overall project, visit www.kypowerup.com, call us at 1-800-928-2222 or email us at BV345@qk4.com. Please note: If you have a tenant farmer who utilizes your property for crop production, feel free to invite him/her to contact us as well.

Thank you,

Ky Power Up staff



KY POWER UP

Indiana-Kentucky *Electric Transmission Line*

800.928.2222 • www.kypowerup.com

October 11, 2010

Dear Property Owner,

As you may have read or seen in the local media, the original proposed route for constructing a 345 kilovolt (kV) transmission line joining Vectren Energy Delivery's (Vectren) A.B. Brown plant in Posey County, Ind., and Big Rivers Electric Corporation's Reid Station in Webster County, Ky. has been amended.

After the official filing with the Kentucky Electric Generation and Transmission Siting Board in mid-July and a public hearing conducted by the Kentucky Public Service Commission (PSC) in early September, additional meetings were held with the City of Henderson and Vectren agreed to modify the original route based on some local utility needs.

Upon reviewing the newly proposed route corridor, a parcel of *your property will be affected* by this project. However, it is a different parcel than originally reported.

Please find enclosed a map which shows how the line will affect your property. After the route has been officially reviewed and approved by the Siting Board, a land agent will be in contact with you to discuss the easement acquisition process.

If you have any questions or would like more information regarding the overall project, visit www.kypowerup.com, call us at 1-800-928-2222 or email BV345@qk4.com.

Thank you,

Ky Power Up staff



KY POWER UP

Indiana-Kentucky *Electric Transmission Line*

800.928.2222 • www.kypowerup.com

October 11, 2010

Dear Property Owner,

As you may have read or seen in the local media, the original proposed route for constructing a 345 kilovolt (kV) transmission line joining Vectren Energy Delivery's (Vectren) A.B. Brown plant in Posey County, Ind., and Big Rivers Electric Corporation's Reid Station in Webster County, Ky. has been amended.

After the official filing with the Kentucky Electric Generation and Transmission Siting Board in mid-July and a public hearing conducted by the Kentucky Public Service Commission (PSC) in early September, additional meetings were held with the City of Henderson and Vectren agreed to modify the original route based on some local utility needs.

Upon reviewing the newly proposed route corridor, your property remains within the path of the project.

After the route has been officially reviewed and approved by the Siting Board, a land agent will be in contact with you to discuss the easement acquisition process.

If you have any questions or would like more information regarding the overall project, visit www.kypowerup.com, call us at 1-800-928-2222 or email BV345@qk4.com.

Thank you,

Ky Power Up staff



Indiana-Kentucky *Electric Transmission Line*

800.928.2222 • www.kypowerup.com

October 11, 2010

Dear Property Owner,

As you may have read or seen in the local media, the original proposed route for constructing a 345 kilovolt (kV) transmission line joining Vectren Energy Delivery's (Vectren) A.B. Brown plant in Posey County, Ind., and Big Rivers Electric Corporation's Reid Station in Webster County, Ky. has been amended.

After the official filing with the Kentucky Electric Generation and Transmission Siting Board in mid-July and a public hearing conducted by the Kentucky Public Service Commission (PSC) in early September, additional meetings were held with the City of Henderson and Vectren agreed to modify the original route based on some local utility needs.

Upon reviewing the newly proposed route corridor, your property will no longer be affected by this project.

If you have any questions or would like more information regarding the overall project, visit www.kypowerup.com, call us at 1-800-928-2222 or email BV345@qk4.com.

Thank you,

Ky Power Up staff

Tab 8

KYPOWERUP.COM

Franklin County Electric Transmission Line

POST DATE: OCTOBER 8, 2010

Vectren, Henderson officials reach agreement on modified electric transmission line route

Following several days of productive dialogue with the City of Henderson, Henderson Water Utility and Henderson Municipal Power and Light, Vectren Energy Delivery (Vectren) announced today it intends to adjust the proposed route of the western Kentucky portion of its planned 345 kilovolt (kV) electric transmission line. The parties began detailed negotiations at the Kentucky Electric Generation and Transmission Siting Board informal conference, which took place in Frankfort Sept. 29, and reached a firm agreement earlier this week on a modified route.

"We very much appreciate the efforts of city and county officials and local utilities who worked with us to find a suitable path for this much-needed project," said Bill Doty, Vectren's executive vice president of utility operations. "We believe this route will ensure Henderson officials have the land access they need for any future utility-related projects."

"Our city officials came together as a unified group to ensure all needs were met and this

RESOURCES

[View the project map](#)

[Read the News Release \(PDF\)](#)

FREQUENTLY ASKED QUESTIONS

View all FAQ or pick a category from the list below:

- [The project and its benefits](#)

Tab 9

CERTIFICATE OF SERVICE

I certify a copy of the foregoing Amended Application for Certificate to Construct Nonregulated Electric Transmission Line was served via US Postal Service First Class Mail, postage pre-paid, on the following this 13th day of October, 2010:

The Hon. Hugh McCormick
Henderson County Judge/Executive
20 N. Main Street
Henderson, KY 42420

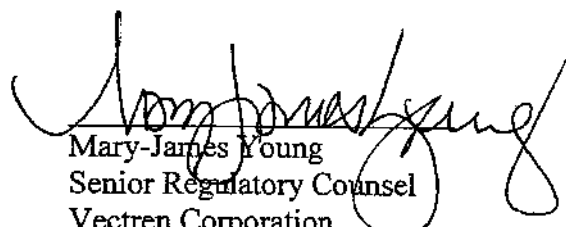
The Hon. Jim Townsend
Webster County Judge/Executive
PO Box 155
Dixon, KY 42409

The Hon. Tom Davis
Mayor of Henderson
PO Box 716
222 First Street
Henderson, KY 42419

The Hon. Ron Iler
Mayor of Robards
PO Box 488
8253 Highway 416 W
Robards, KY 42452

Ms. Peggy Wood
Henderson City-County Planning Commission
1990 Barret Court – Suite C
Henderson, KY 42420

George L. Seay, Jr.
WYATT, TARRANT & COMBS LLP
250 West Main Street
Suite 1600
Lexington, KY 40507


Mary-James Young
Senior Regulatory Counsel
Vectren Corporation
One Vectren Square
Evansville, IN 47708

Tab 10

(See Disk for MAP PDFs)

Tab 11

(See Disk for MAP PDFs)

Tab 12 -17

(See Disk for MAP PDFs)