

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

In the Matter of:

ELECTRONIC JOINT APPLICATION OF)	
AMERICAN ELECTRIC POWER)	
COMPANY, INC., KENTUCKY POWER)	CASE NO. 2021-00481
COMPANY AND LIBERTY UTILITIES CO.)	
FOR APPROVAL OF THE TRANSFER OF)	
OWNERSHIP AND CONTROL OF)	
KENTUCKY POWER COMPANY)	

MOTION TO INTERVENE OF WALMART INC.

Pursuant to 807 KAR 5:001 Section 4(11) and K.R.S. §§ 278.310, 278.040(2), Walmart Inc. ("Walmart"), by its attorneys, respectfully requests that the Kentucky Public Service Commission ("Commission") permit it to intervene and become a party in the above-captioned matter. In support of its Motion to Intervene, Walmart states as follows:

1. On January 4, 2022, American Electric Power Company, Inc. ("AEP"), Kentucky Power Company ("Kentucky Power"), and Liberty Utilities Co. ("Liberty") (collectively, "Joint Applicants") filed a Joint Application for Approval of the Transfer of Ownership and Control of Kentucky Power to Liberty ("Application").

2. Pursuant to the Commission's Order dated January 6, 2022, the deadline for filing requests for leave to intervene is January 11, 2022.

3. Under 807 KAR 5:001, Section 4(11)(b), the Commission shall grant leave to intervene if it finds that "a timely motion for intervention" was made, that the party seeking intervention has "a special interest in the case that is not otherwise adequately represented," or that "intervention is likely to present issues or to develop facts that assist the commission in fully considering the matter without unduly disrupting the proceedings."

4. Walmart's request for leave to intervene is timely filed as it is filed by the January 11, 2022 deadline set by the Commission.

5. Walmart is a national retailer of goods and services throughout the United States. Walmart's principal office is at 2608 SE J Street, Bentonville, AR 72716. Walmart has the privilege of providing its retail services in the Commonwealth of Kentucky, directly employing over 30,000 associates and indirectly supporting another 43,000 supplier jobs within this Commonwealth.¹

6. Walmart is a large commercial customer of Kentucky Power, operating 9 retail facilities in Kentucky Power's service territory, and purchasing more than 27.4 million kWh in 2021 from Kentucky Power, principally under the Industrial General Service Rate Schedule.

7. Walmart has a special and unique interest in this case that cannot be adequately represented by any other party. While KRS 367.150(8) imposes a statutory duty on the Kentucky Attorney General's Office of Rate Intervention to represent the interests of "consumers," that duty relates primarily to residential customers. Walmart is not a residential customer and, in any event, its interest is as a large commercial customer that takes service on different rate schedules than residential customers.

8. Nor are Walmart's interests similar to other commercial or industrial customers. Walmart is a single customer that purchases substantial amounts of energy for numerous accounts across multiple locations within the Company's service territory. Other customers purchasing similar amounts of energy often do so for a single or only a handful of locations whereas Walmart's energy needs are for nine different facilities. Additionally, Walmart's load profile differs significantly from other customers in its rate class because it typically operates 24 hours per day and does not have the load fluctuations often seen from other customers in its rate class who may

¹ <https://corporate.walmart.com/our-story/locations/united-states/kentucky>

see spikes or declines in energy usage due to manufacturing or production processes that vary with changes in economic conditions.

9. The transfer of control and ownership at issue in this proceeding would represent a fundamental change for Kentucky Power's existing customers, including Walmart.

10. If allowed to intervene, Walmart will present issues and develop facts that will assist the Commission in fully considering the Application, including its experience with Liberty in other jurisdictions such as Missouri and New Hampshire (electric) and Massachusetts, Georgia, Illinois, Iowa and New York (gas).

11. Walmart has participated in numerous proceedings before this Commission involving Kentucky Power.² In all these matters, Walmart has advocated specifically on its own behalf and for other commercial and industrial customers, offering testimony that provided a perspective different from all other parties and witnesses offering testimony in these proceedings. Walmart's participation provided a more complete record for Commission consideration without disrupting the proceedings.

12. In this case, Walmart would offer testimony and participate in these proceedings in a manner that assists the Commission in fully considering the Application, and it will do so without unduly disrupting the proceedings.

² Walmart is an active participant in Kentucky Power's rate investigation, Case No. 2021-00370, and was an active participant in Kentucky Power's 2020 rate case, Case No. 2020-00174, 2017 rate case, Case No. 2017-00179, 2014 rate case, Case No. 2014-00396, and its 2013 rate case, Case No. 2013-00197. Walmart has also been an active participant before this Commission in matters filed by Kentucky Utilities ("KU") and Louisville Gas & Electric ("LG&E"), including their 2020 rate case, Case No. 2020-00349 and 2020-00350, 2018 rate case, Case Nos. 2018-00294 and 2018-00295, their 2016 rate case, Case Nos. 2016-00370 and 2016-00371, and their 2014 rate case, Case Nos. 2014-00370 and 2014-00371.

13. The attorneys representing Walmart in this proceeding are:

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Ms. Grundmann is authorized to accept service of papers in this proceeding on behalf of Walmart. Walmart also respectfully requests that Mr. Naum be added to the service list. Walmart may file motions for Mr. Naum to be admitted *pro hac vice* before this Commission, and subsequent to any Commission grant of such requests, Walmart requests that Mr. Naum be added to the official service list as an attorney authorized to accept service of papers in this proceeding.

WHEREFORE, Walmart respectfully requests that it be granted leave to intervene and be made a party to the above-captioned proceeding.

Respectfully submitted,

SPILMAN THOMAS & BATTLE, PLLC

By 

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Counsel to Walmart Inc.

Dated: January 11, 2022

CERTIFICATE OF SERVICE

I hereby certify that a copy of the foregoing was served upon parties and/or counsel of record in this proceeding by electronic mail (when available) or by first-class mail, unless otherwise noted, this 11th day of January, 2022, to the following:

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