

COMMONWEALTH OF KENTUCKY
BEFORE THE PUBLIC SERVICE COMMISSION

In the Matter of:

ELECTRONIC INVESTIGATION OF THE)	CASE NO.
SERVICE, RATES AND FACILITIES OF)	2021-00370
KENTUCKY POWER COMPANY)	

NOTICE OF FILING

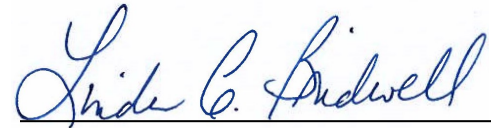
Notice is given to all parties that the following materials have been filed into the record of this proceeding:

- The digital video recording of the evidentiary hearing conducted on November 30, 2021 in this proceeding;
- Certification of the accuracy and correctness of the digital video recording;
- A written log listing, inter alia, the date and time of where each witness' testimony begins and ends on the digital video recording of the evidentiary hearing conducted on November 30, 2021.

A copy of this Notice, the certification of the digital video record, and hearing log have been served upon all persons listed at the end of this Notice. Parties desiring to view the digital video recording of the hearing may do so at https://youtu.be/U0bSY_ioBTU.

Parties wishing an annotated digital video recording may submit a written request by electronic mail to pscfilings@ky.gov. A minimal fee will be assessed for a copy of this recording.

Done at Frankfort, Kentucky, this 21st day of December 2021.

A handwritten signature in blue ink that reads "Linda C. Bridwell". The signature is written in a cursive style with a horizontal line underneath it.

Linda C. Bridwell
Executive Director
Public Service Commission of Kentucky

COMMONWEALTH OF KENTUCKY
BEFORE THE PUBLIC SERVICE COMMISSION

In the Matter of:

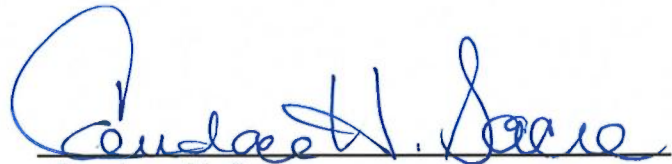
ELECTRONIC INVESTIGATION OF THE)	CASE NO.
SERVICE, RATES AND FACILITIES OF)	2021-00370
KENTUCKY POWER COMPANY)	

CERTIFICATION

I, Candace H. Sacre, hereby certify that:

1. The attached flash drive contains a digital recording of the Formal Hearing conducted in the above-styled proceeding on November 30, 2021. The Formal Hearing Log is included with the recording on November 30, 2021;
2. I am responsible for the preparation of the digital recording;
3. The digital recording accurately and correctly depicts the Formal Hearing of November 30, 2021; and
4. The Formal Hearing Log attached to this Certificate accurately and correctly states the events that occurred at the Formal Hearing of November 30, 2021, and the time at which each occurred.

Signed this 15th day of December, 2021.



Candace H. Sacre
Administrative Specialist III



Stephanie Schweighardt
Notary Public State at Large ID#: 614400
Commission Expires: January 14, 2023



Date:	Type:	Location:	Department:
11/30/2021	Public Hearing\Public Comments	Hearing Room 1	Hearing Room 1 (HR 1)

Witness: Brett Mattison
 Judge: Marianne Butler; Kent Chandler; Amy Cabbage
 Clerk: Candace Sacre

Event Time	Log Event	
9:01:39 AM	Session Started	
9:02:01 AM	Vice Chairman Cabbage Note: Sacre, Candace	Good morning, on the record in Case No. 2021-00370, Electronic Investigation of the Service, Rates and Facilities of Kentucky Power Company.
9:02:12 AM	Vice Chairman Cabbage Note: Sacre, Candace	My name is Amy Cabbage. I am Vice Chairman of the Public Service Commission, and I will be presiding today. Joining me today remotely are Chairman Kent Chandler and Commissioner Marianne Butler.
9:02:22 AM	Vice Chairman Cabbage Note: Sacre, Candace	COVID and videoconferencing recommendations. (Click on link for further comments.)
9:04:11 AM	Vice Chairman Cabbage Note: Sacre, Candace	Again, the hearing today is for the purpose of taking evidence on the following topics related to the pending acquisition of Kentucky Power by Liberty Utilities Company, reading (click on link for further comments).
9:06:01 AM	Vice Chairman Cabbage Note: Sacre, Candace	Appearance of counsel. (Click on link for further comments.)
9:06:07 AM	Atty Overstreet Kentucky Power Note: Sacre, Candace	Mark Overstreet, appearing with me is Katie M. Glass.
9:06:23 AM	Vice Chairman Cabbage Note: Sacre, Candace	One witness remotely?
9:06:26 AM	Atty Overstreet Kentucky Power Note: Sacre, Candace	That's right, Mr. Mattison.
9:06:35 AM	Asst Atty General West Note: Sacre, Candace	Mike West for the Attorney General's Office, John Horne here, and Larry Cook on GoToMeeting.
9:06:47 AM	Atty Kurtz KIUC Note: Sacre, Candace	Mike Kurtz and Jody Kyler Cohn.
9:06:55 AM	Atty Miller Sierra Club Note: Sacre, Candace	Matthew Miller, along with Bethany Baxter.
9:07:14 AM	Atty Grundmann Walmart Note: Sacre, Candace	Carrie Grundmann.
9:07:22 AM	Gen Counsel Vinsel PSC Note: Sacre, Candace	Nancy Vinsel and JEB Pinney.
9:07:26 AM	Vice Chairman Cabbage Note: Sacre, Candace	Public notice. (Click on link for further comments.)
9:07:38 AM	Vice Chairman Cabbage Note: Sacre, Candace	Outstanding motions. (Click on link for further comments.)

9:08:55 AM	Vice Chairman Cabbage Note: Sacre, Candace	Objections. (Click on link for further comments.)
9:15:49 AM	Vice Chairman Cabbage Note: Sacre, Candace	Attorney General response? (Click on link for further comments.)
9:17:03 AM	Vice Chairman Cabbage Note: Sacre, Candace	Mr. Kurtz, response? (Click on link for further comments.)
9:21:41 AM	Vice Chairman Cabbage Note: Sacre, Candace	Mr. Miller, anything like to add? (Click on link for further comments.)
9:22:36 AM	Vice Chairman Cabbage Note: Sacre, Candace	Staff, any argument with respect to scope? (Click on link for further comments.)
9:23:02 AM	Vice Chairman Cabbage Note: Sacre, Candace	Ms. Grundmann? (Click on link for further comments.)
9:24:16 AM	Vice Chairman Cabbage Note: Sacre, Candace	Commissioner Butler, questions for counsel?
9:24:24 AM	Vice Chairman Cabbage Note: Sacre, Candace	Chairman Chandler, questions you would like to ask? (Click on link for further comments.)
9:24:34 AM	Chairman Chandler Note: Sacre, Candace	Make sure understand today, Mattison able indicate who at Kentucky Power directed counsel file changes in Mitchell agreement in separate docket, make sure correct witness ask that question? (Click on link for further comments.)
9:25:45 AM	Chairman Chandler Note: Sacre, Candace	Do you know if Mattison able respond who directed counsel file changes in Mitchell operating agreement before Commission approved changes? (Click on link for further comments.)
9:27:07 AM	Chairman Chandler Note: Sacre, Candace	Appreciate that, Commission Order setting hearing specifically said Kentucky Power request approval prior to any change to Mitchell operating agreement. (Click on link for further comments.)
9:29:10 AM	Chairman Chandler Note: Sacre, Candace	Commission's Order initiating this docket Sept 15 said, reading, (click on link for further comments), Supplemental Notice filed yesterday referenced that and noted Commission asked Kentucky Power to use this docket to propose recommendations related to Mitchell and other matters, reading (click on link for further comments).
9:35:15 AM	Chairman Chandler Note: Sacre, Candace	Respectfully, seems like have preference do in piecemeal fashion when company is who drives process, agree will be case for transfer of control 279.020, expect company file application, specifically discussed at hearing month ago Commission had interest in using docket ascertain as much information as possible. (Click on link for further comments.)
9:37:13 AM	Chairman Chandler Note: Sacre, Candace	That's my statement, not necessarily question, send question to Ms. Vinsel, and hope excuse my absence.
9:37:35 AM	Vice Chairman Cabbage Note: Sacre, Candace	Not come as shock overrule general objection, entertain specific objections certain lines of questioning. (Click on link for further comments.)

9:39:05 AM	Vice Chairman Cabbage Note: Sacre, Candace	One question would ask, complications caused by FERC filing, if approves documents before this Commission rule, company not argue now preemption and this Commission no ability to ask for changes. (Click on link for further comments.)
9:41:10 AM	Vice Chairman Cabbage Note: Sacre, Candace	If decide want something more definitive, follow in post-hearing request. (Click on link for further comments.)
9:41:36 AM	Vice Chairman Cabbage Note: Sacre, Candace	Public comments. (Click on link for further comments.)
9:42:10 AM	Vice Chairman Cabbage Note: Sacre, Candace	Procedural discussion. (Click on link for further comments.)
9:43:18 AM	Vice Chairman Cabbage Note: Sacre, Candace	Ten-minute break, back at 9:55.
9:43:32 AM	Session Paused	
9:56:40 AM	Session Resumed	
9:56:58 AM	Vice Chairman Cabbage Note: Sacre, Candace	Back on the record, call witness.
9:57:06 AM	Atty Overstreet Kentucky Power Note: Sacre, Candace	Brett Mattison, appearing by video.
9:57:12 AM	Vice Chairman Cabbage Note: Sacre, Candace	Witness is sworn.
9:57:45 AM	Vice Chairman Cabbage - witness Mattison Note: Sacre, Candace	Examination. Name and address?
9:57:54 AM	Vice Chairman Cabbage - witness Mattison Note: Sacre, Candace	Records/related material have with you?
9:58:19 AM	Atty Overstreet Kentucky Power - witness Mattison Note: Sacre, Candace	Direct Examination. Cause be filed testimony and responses?
9:58:34 AM	Atty Overstreet Kentucky Power - witness Mattison Note: Sacre, Candace	In connection with hearing?
9:58:53 AM	Atty Overstreet Kentucky Power - witness Mattison Note: Sacre, Candace	Speaking since last hearing in this matter, October 5, caused be filed additional testimony or responses?
9:59:14 AM	Vice Chairman Cabbage Note: Sacre, Candace	Responses to questions from Commission, those not sworn to now by Mr. Mattison? From counsel?
9:59:26 AM	Atty Overstreet Kentucky Power Note: Sacre, Candace	Involved in development of that, not issued as data request responses not file them, available answer questions about those.
10:00:19 AM	Asst Atty General West - witness Mattison Note: Sacre, Candace	Cross Examination. Employees of Kentucky Power, reaction to news of transaction with Liberty?
10:03:03 AM	Asst Atty General West - witness Mattison Note: Sacre, Candace	In agreement Liberty and Kentucky Power, make agreements addressing future operations of Mitchell?
10:03:21 AM	Asst Atty General West - witness Mattison Note: Sacre, Candace	Agreements as to allocation of costs?
10:04:28 AM	Asst Atty General West - witness Mattison Note: Sacre, Candace	Talk about proposed changes to Mitchell operating agreement new docket 2021-00421, Kentucky Power anticipate further amendments beyond those that docket if transaction finalized?
10:05:10 AM	Asst Atty General West - witness Mattison Note: Sacre, Candace	Liberty involved in amendment of operating agreement or amendment to terms of agreement?

10:05:45 AM	Asst Atty General West - witness Mattison Note: Sacre, Candace	Mentioned operating committee, how committee operates and constituted now and agreement approved?
10:07:25 AM	Asst Atty General West - witness Mattison Note: Sacre, Candace	How many members on committee?
10:07:50 AM	Asst Atty General West - witness Mattison Note: Sacre, Candace	Two voting members exists split decision on issues?
10:08:25 AM	Asst Atty General West - witness Mattison Note: Sacre, Candace	Be more likely opinions heard from most members when two companies no longer owned by same parent?
10:08:37 AM	Atty Overstreet Kentucky Power Note: Sacre, Candace	Objection, calls for speculation.
10:08:46 AM	Vice Chairman Cubbage Note: Sacre, Candace	Any response to that question?
10:09:00 AM	Vice Chairman Cubbage Note: Sacre, Candace	Move on.
10:09:06 AM	Asst Atty General West - witness Mattison Note: Sacre, Candace	High-level overview how proposed operating agreement differs from one currently in place?
10:11:16 AM	Vice Chairman Cubbage Note: Sacre, Candace	Referring to testimony prefiled in 2021-00421?
10:11:23 AM	Atty Overstreet Kentucky Power Note: Sacre, Candace	Yes.
10:11:31 AM	Vice Chairman Cubbage - witness Mattison Note: Sacre, Candace	Examination. Is that right, Mr. Mattison?
10:11:53 AM	Asst Atty General West - witness Mattison Note: Sacre, Candace	Cross Examination (cont'd). Technical expert to allocate costs Kentucky Power and Wheeling ELG costs, how expert selected?
10:12:21 AM	Asst Atty General West - witness Mattison Note: Sacre, Candace	How company guard against conflicts of interest?
10:12:38 AM	Asst Atty General West - witness Mattison Note: Sacre, Candace	Technical expert be internal to any companies involved operating committee?
10:13:12 AM	Asst Atty General West - witness Mattison Note: Sacre, Candace	Current agreement have transfer process, or is that new edition in proposed operating agreement?
10:14:15 AM	Asst Atty General West - witness Mattison Note: Sacre, Candace	Fair market value evaluation process outlined in agreement, correct consideration given to decommissioning costs?
10:14:44 AM	Asst Atty General West - witness Mattison Note: Sacre, Candace	Understanding decommissioning costs prorated based on amount of energy parties received from unit over years?
10:15:03 AM	Asst Atty General West - witness Mattison Note: Sacre, Candace	Not sure decommissioning costs prorated in any way?
10:15:18 AM	Asst Atty General West - witness Mattison Note: Sacre, Candace	Who be appropriate witness?
10:16:11 AM	Asst Atty General West - witness Mattison Note: Sacre, Candace	Application requests decision be made on or before February 17 in operating agreement proposal?
10:16:28 AM	Asst Atty General West - witness Mattison Note: Sacre, Candace	Necessity for that, why date selected?
10:17:26 AM	Asst Atty General West - witness Mattison Note: Sacre, Candace	Proposed operating agreement allows transfer could occur but not necessitate/require transfer will occur?

10:17:42 AM	Asst Atty General West - witness Mattison Note: Sacre, Candace	In event Kentucky Power retains ownership interest in Mitchell, how costs allocate to Kentucky Power customers after 2028?
10:18:50 AM	Asst Atty General West - witness Mattison Note: Sacre, Candace	When say not be involved, mean ratepayers not bear costs?
10:19:02 AM	Asst Atty General West - witness Mattison Note: Sacre, Candace	Continued involvement with Mitchell plant?
10:19:11 AM	Asst Atty General West - witness Mattison Note: Sacre, Candace	After 12/28?
10:19:30 AM	Atty Kurtz KIUC - witness Mattison Note: Sacre, Candace	Cross Examination. As to ownership agreement, buy-out transaction and buy-out price, list of issues submitted last week, not into Mitchell case but sponsor two new Mitchell agreements in Mitchell case?
10:20:00 AM	Atty Kurtz KIUC - witness Mattison Note: Sacre, Candace	Familiar with agreements?
10:20:06 AM	Atty Kurtz KIUC - witness Mattison Note: Sacre, Candace	Have in front of you?
10:20:20 AM	Atty Kurtz KIUC - witness Mattison Note: Sacre, Candace	Proposed ownership agreement buy-out price, ownership agreement, Section 9.6, page 15, as member of operating committee involved in negotiation of agreement?
10:22:02 AM	Atty Kurtz KIUC - witness Mattison Note: Sacre, Candace	Section 9.6(a), buy-out price defined, reading (click on link for further comments), correct?
10:22:26 AM	Atty Kurtz KIUC - witness Mattison Note: Sacre, Candace	Definitions, page 24, adjusted fair market value, turn to page 24?
10:22:49 AM	Atty Kurtz KIUC - witness Mattison Note: Sacre, Candace	Adjusted fair market value, reading (click on link for further comments), understanding?
10:23:20 AM	Atty Kurtz KIUC - witness Mattison Note: Sacre, Candace	Fair market value, defined term, page 27, reading (click on link for further comments), three independent experts determine fair market value of power plant, correct?
10:24:13 AM	Atty Kurtz KIUC - witness Mattison Note: Sacre, Candace	Adjusted fair market value, CapEx adjustment, defined term, page 25, reading (click on link for further comments), understanding?
10:25:12 AM	Atty Kurtz KIUC - witness Mattison Note: Sacre, Candace	Independent experts determine fair market value, subtract ELG expenditure Wheeling made in excess of 50 percent of total, 50 percent Kentucky Power not pay reduce fair market value?
10:25:54 AM	Atty Kurtz KIUC - witness Mattison Note: Sacre, Candace	Other CapEx costs Kentucky Power not pay also be reduced from fair market value?
10:26:10 AM	Atty Kurtz KIUC - witness Mattison Note: Sacre, Candace	Plus carrying charge?
10:26:25 AM	Atty Kurtz KIUC - witness Mattison Note: Sacre, Candace	Go back to buy-out price, adjusted fair market value could be negative, correct?
10:26:55 AM	Atty Kurtz KIUC - witness Mattison Note: Sacre, Candace	If fair market value zero and Kentucky Power capital costs ELG estimated \$49 million, adjusted buy-out price zero minus 49 plus interest on \$49 million be negative number?

10:27:26 AM	Atty Kurtz KIUC - witness Mattison Note: Sacre, Candace	Form of claw-back Kentucky Power consumers pay because reduction fair market value price will receive?
10:28:37 AM	Atty Kurtz KIUC - witness Mattison Note: Sacre, Candace	If fair market value zero and CapEx adjustment \$49 million, starting with negative starting point of \$49 million, correct?
10:29:00 AM	Atty Kurtz KIUC - witness Mattison Note: Sacre, Candace	Kentucky Power walked away from power plant, all owe be decommissioning?
10:30:02 AM	Atty Kurtz KIUC - witness Mattison Note: Sacre, Candace	Back to page 15, buy-out price, reading (click on link for further comments), defined term, correct?
10:30:29 AM	Atty Kurtz KIUC - witness Mattison Note: Sacre, Candace	In definition of decommissioning, not see netting for negative salvage, not see revenues, miss that?
10:31:07 AM	Atty Kurtz KIUC - witness Mattison Note: Sacre, Candace	Should not Kentucky Power credit for net negative salvage, value plant might have when decommissioned?
10:31:24 AM	Atty Overstreet Kentucky Power Note: Sacre, Candace	Mr. Kurtz gone beyond what Mr. Mattison can be expected. (Click on link for further comments.)
10:31:56 AM	Vice Chairman Cabbage Note: Sacre, Candace	Understood company opportunity address these issues, understood if can answer, can, if not, not, overrule objection.
10:32:23 AM	Atty Kurtz KIUC Note: Sacre, Candace	Want understand, file comments for protest within two weeks, understand what protest about.
10:32:33 AM	Vice Chairman Cabbage Note: Sacre, Candace	Need repeat question, can do that, or if remember it, answer.
10:32:54 AM	Atty Kurtz KIUC - witness Mattison Note: Sacre, Candace	Value of land when remediated, do Kentucky Power consumers credit for that in decommissioning definition?
10:33:10 AM	Atty Overstreet Kentucky Power Note: Sacre, Candace	Same objection.
10:33:17 AM	Atty Kurtz KIUC - witness Mattison Note: Sacre, Candace	Yes, in definition of decommissioning, be remediated to industrial grade site.
10:33:34 AM	Vice Chairman Cabbage Note: Sacre, Candace	Overruled, same extent, as deep as going to get into specificity.
10:33:46 AM	Atty Kurtz KIUC - witness Mattison Note: Sacre, Candace	Credit given to Kentucky ratepayers when plant torn down?
10:34:06 AM	Atty Kurtz KIUC - witness Mattison Note: Sacre, Candace	Adjusted fair market value minus decommissioning plus coal inventory adjustment, just value coal on ground after 12-31-28, correct?
10:34:27 AM	Atty Kurtz KIUC - witness Mattison Note: Sacre, Candace	What about other consumables, get credit for that?
10:34:55 AM	Atty Kurtz KIUC - witness Mattison Note: Sacre, Candace	Page 15, Section 9.6(b), determination of fair market value, appraiser look at future estimated revenues less cost to get net present value/fair market valuation of plant, generally how work?
10:35:48 AM	Atty Kurtz KIUC - witness Mattison Note: Sacre, Candace	Have to be assumption how long plant be operating to do fair market value analysis?

10:35:59 AM	Atty Overstreet Kentucky Power Note: Sacre, Candace	Same objection, all be addressed in -00421 case.
10:36:07 AM	Vice Chairman Cubbage Note: Sacre, Candace	Noted, overruled.
10:36:11 AM	Atty Kurtz KIUC Note: Sacre, Candace	Has to be life-of-the-power-plant assumption in fair market value analysis, agree?
10:36:26 AM	Atty Kurtz KIUC - witness Mattison Note: Sacre, Candace	Addressed in agreement, middle paragraph (b), page 16, reading (click on link for further comments),
10:37:00 AM	Atty Kurtz KIUC - witness Mattison Note: Sacre, Candace	Wheeling filed with West Virginia Commission anticipates ceasing operations at Mitchell in 2035, change fair market value determination?
10:37:24 AM	Atty Overstreet Kentucky Power Note: Sacre, Candace	Believe Mr. Mattison indicated earlier not person to address issue, again not only deep into weeds, talking about things be addressed in both Mitchell case and any case transfer of Kentucky Power interest to Wheeling.
10:38:03 AM	Atty Kurtz KIUC Note: Sacre, Candace	Negotiated agreement with counterpart operating committee, have to file comments in two weeks.
10:38:12 AM	Atty Overstreet Kentucky Power Note: Sacre, Candace	Not proper use of investigation by this Commission. (Click on link for further comments.)
10:38:45 AM	Vice Chairman Cubbage Note: Sacre, Candace	Response?
10:38:48 AM	Atty Kurtz KIUC Note: Sacre, Candace	Negotiated agreement counterpart, FERC deadlines, if knows knows, if doesn't know doesn't, result of hearing specific Commission order. (Click on link for further comments.)
10:39:24 AM	Atty Overstreet Kentucky Power Note: Sacre, Candace	278.260 not anticipate wide ranging discovery mechanism involving other cases, not what 278.260 about.
10:39:47 AM	Vice Chairman Cubbage Note: Sacre, Candace	Could concede in fairly unprecedented situation. (Click on link for further comments.)
10:40:20 AM	Atty Overstreet Kentucky Power Note: Sacre, Candace	Respectively disagree, involved multiple transfer proceedings, never preceded by free-for-all discovery. (Click on link for further comments.)
10:41:10 AM	Vice Chairman Cubbage Note: Sacre, Candace	Allow just a little more. (Click on link for further comments.)
10:41:53 AM	Atty Kurtz KIUC - witness Mattison Note: Sacre, Candace	Cross Examination (cont'd). Ability Wheeling change fair market value analysis filing anticipated retirement date before 2040, why not make that instead of anticipated a legally binding earlier retirement date?
10:42:29 AM	Atty Kurtz KIUC - witness Mattison Note: Sacre, Candace	Anticipate but not carry through with it?
10:42:36 AM	Atty Overstreet Kentucky Power Note: Sacre, Candace	Same objection.
10:42:48 AM	Atty Kurtz KIUC - witness Mattison Note: Sacre, Candace	Counterpart on operating committee, what is position?

10:43:11 AM	Atty Kurtz KIUC - witness Mattison Note: Sacre, Candace	President of Kentucky Power reported to president of Appalachian?
10:43:24 AM	Atty Kurtz KIUC - witness Mattison Note: Sacre, Candace	Not report to counterpart on operating committee?
10:43:38 AM	Atty Kurtz KIUC - witness Mattison Note: Sacre, Candace	Why not make consistent with Kentucky law and make transfer price higher of but not less than fair market?
10:43:50 AM	Atty Overstreet Kentucky Power Note: Sacre, Candace	Same objection.
10:43:51 AM	Vice Chairman Cabbage Note: Sacre, Candace	Overruled.
10:44:09 AM	Atty Kurtz KIUC - witness Mattison Note: Sacre, Candace	Asking as negotiator behalf of Kentucky Power, transfer shall, shall, shall be at adjusted fair market value, why not make it higher of net book or fair market value?
10:44:38 AM	Atty Overstreet Kentucky Power Note: Sacre, Candace	Different objection 278.2207(1)(b) notion of deviation from statutory standard, not necessarily inconsistent with Kentucky law.
10:44:58 AM	Atty Kurtz KIUC Note: Sacre, Candace	If FERC approves this, would be FERC allocation method which would supersede higher of standard, certainly concern have about FERC process.
10:45:14 AM	Vice Chairman Cabbage Note: Sacre, Candace	Talked address FERC issues in post-hearing request, also work in issue Kentucky law preemption on this. (Click on link for further comments.)
10:45:48 AM	Atty Kurtz KIUC - witness Mattison Note: Sacre, Candace	Definition of Mitchell interest purchase agreement, page 27, Kentucky Power required post \$15-million bond/surety unknown contingencies expiring on Dec 31 2050, another cost of buy-out?
10:46:52 AM	Atty Kurtz KIUC - witness Mattison Note: Sacre, Candace	Turn to questions sent last week, proposed sale of Kentucky Power to Algonquin/Liberty, how Kentucky Power consumers benefit from transaction?
10:47:28 AM	Atty Overstreet Kentucky Power Note: Sacre, Candace	Something going to be addressed in transfer case. (Click on link for further comments.)
10:47:55 AM	Atty Kurtz KIUC Note: Sacre, Candace	Withdraw question.
10:47:59 AM	Atty Kurtz KIUC - witness Mattison Note: Sacre, Candace	What steps Kentucky Power taken address transmission concerns in Jan 20 2021 rate case?
10:48:53 AM	Atty Kurtz KIUC - witness Mattison Note: Sacre, Candace	Would lower rates slightly, not get to rising transmission costs under AEP transmission agreement?
10:49:30 AM	Atty Kurtz KIUC - witness Mattison Note: Sacre, Candace	Transco 55 percent imputed equity capital structure, element of savings there, but not fundamental cost increases?
10:50:22 AM	Atty Kurtz KIUC - witness Mattison Note: Sacre, Candace	Taken steps see if Kentucky Power carved out of AEP transmission zone and be stand-alone transmission?
10:50:36 AM	Atty Kurtz KIUC - witness Mattison Note: Sacre, Candace	Correct when Rockport expires Dec 7 2022 be \$56 million fixed cost savings?

10:50:59 AM	Atty Kurtz KIUC - witness Mattison Note: Sacre, Candace	Something addressed in Liberty transfer case?
10:51:08 AM	Atty Overstreet Kentucky Power Note: Sacre, Candace	Object, addressed in 2017 rate case. (Click on link for further comments.)
10:51:45 AM	Atty Kurtz KIUC Note: Sacre, Candace	Deferral carrying charge, fixed cost savings, understand what talking about, (click on link for further comments).
10:52:22 AM	Vice Chairman Cubbage Note: Sacre, Candace	One of topics perhaps not fairly implied in Orders, answered best he can, move on.
10:52:48 AM	Atty Kurtz KIUC - witness Mattison Note: Sacre, Candace	\$52.4 million rate increase, 9.8 percent, offset through tax savings?
10:53:25 AM	Atty Kurtz KIUC - witness Mattison Note: Sacre, Candace	The \$52.4 million rate increase from Jan 13 2021 offset with excess ADIT unprotected?
10:54:03 AM	Atty Kurtz KIUC - witness Mattison Note: Sacre, Candace	Is unprotected excess ADIT last to end of 2023?
10:54:34 AM	Atty Kurtz KIUC - witness Mattison Note: Sacre, Candace	Speaking about question sent last week, CapEx been avoided at Mitchell not been ELG investment, wind down of unit, avoided capital costs Kentucky Power protected through review process with ELG, protection against other category of capital costs?
10:55:56 AM	Atty Kurtz KIUC - witness Mattison Note: Sacre, Candace	Past 2028 that be avoided had 2028 closure?
10:57:00 AM	Atty Kurtz KIUC - witness Mattison Note: Sacre, Candace	Under Becker wind-down analysis, none of those costs incurred and Kentucky Power avoided hundred percent, true?
10:57:42 AM	Atty Kurtz KIUC - witness Mattison Note: Sacre, Candace	Question 28, Wheeling taking over as operator of Mitchell, Wheeling small utility?
10:58:00 AM	Atty Kurtz KIUC - witness Mattison Note: Sacre, Candace	Half Kentucky Power size megawatt-hour sales?
10:58:07 AM	Atty Kurtz KIUC - witness Mattison Note: Sacre, Candace	Wheeling operator Mitchell, anticipate no-load, minimum-load cost issues?
10:59:01 AM	Vice Chairman Cubbage Note: Sacre, Candace	Break, back at 11:10.
10:59:36 AM	Session Paused	
11:14:39 AM	Session Resumed	
11:14:47 AM	Vice Chairman Cubbage Note: Sacre, Candace	Back on the record, questions?
11:15:22 AM	Atty Grundmann Walmart - witness Mattison Note: Sacre, Candace	Cross Examination. Been signator on update every-ten-day status report filed with Commission, recall?
11:15:59 AM	Atty Grundmann Walmart - witness Mattison Note: Sacre, Candace	Understand point ten-day status reports notify Commission as to Kentucky Power and Wheeling Power plans Mitchell and operating agreement?
11:16:17 AM	Atty Grundmann Walmart - witness Mattison Note: Sacre, Candace	Recall status report on Nov 24 2021?
11:16:25 AM	Atty Grundmann Walmart - witness Mattison Note: Sacre, Candace	Prior on Nov 15?
11:16:36 AM	Atty Grundmann Walmart - witness Mattison Note: Sacre, Candace	Have copy of update in front of you?

11:17:06 AM Atty Grundmann Walmart - witness Mattison
Note: Sacre, Candace On Nov 15 update filed, reading (click on link for further comments), sound familiar?

11:17:48 AM Atty Grundmann Walmart - witness Mattison
Note: Sacre, Candace That status update filed on Nov 15, that Friday in fact filed testimony and application with Kentucky Commission?

11:18:06 AM Atty Grundmann Walmart - witness Mattison
Note: Sacre, Candace Comparable filing made with West Virginia?

11:18:14 AM Atty Grundmann Walmart - witness Mattison
Note: Sacre, Candace Filing made at FERC as well?

11:18:18 AM Atty Grundmann Walmart - witness Mattison
Note: Sacre, Candace Explain why failed mention impending filing with FERC when filed status report Nov 15?

11:18:46 AM Atty Grundmann Walmart - witness Mattison
Note: Sacre, Candace Provided Commission advance notice file application with Kentucky and West Virginia regarding Mitchell operating agreement?

11:19:04 AM Atty Grundmann Walmart - witness Mattison
Note: Sacre, Candace Why not give advance notice of intent file with FERC?

11:19:07 AM Atty Grundmann Walmart - witness Mattison
Note: Sacre, Candace Why not give Commission advance notice intent to file with FERC?

11:19:22 AM Atty Grundmann Walmart - witness Mattison
Note: Sacre, Candace Five days after filing, why not provide advance notice to Kentucky Commission also intended to make filing with FERC at the same time?

11:19:54 AM Atty Overstreet Kentucky Power
Note: Sacre, Candace Can Mr. Mattison finish response?

11:19:58 AM Vice Chairman Cabbage
Note: Sacre, Candace Be careful not cut Mr. Mattison off.

11:20:08 AM Atty Grundmann Walmart - witness Mattison
Note: Sacre, Candace Unaware when filed status report Nov 15 intended make filing at FERC?

11:20:38 AM Atty Grundmann Walmart - witness Mattison
Note: Sacre, Candace When decide be doing that?

11:21:03 AM Atty Grundmann Walmart - witness Mattison
Note: Sacre, Candace Make no mention on Nov 15 with this Commission intend make filing with FERC?

11:21:28 AM Atty Grundmann Walmart - witness Mattison
Note: Sacre, Candace Why not provide advance notice?

11:21:31 AM Atty Overstreet Kentucky Power
Note: Sacre, Candace Believe answered question.

11:21:34 AM Atty Grundmann Walmart
Note: Sacre, Candace Record will reflect not provided answer to question (click on link for further comments).

11:21:58 AM Vice Chairman Cabbage
Note: Sacre, Candace Overruled, direct answer for that?

11:22:21 AM Atty Grundmann Walmart - witness Mattison
Note: Sacre, Candace Knew because you said so Nov 15 status update be making filings with West Virginia and Kentucky by Nov 30?

11:22:36 AM Atty Grundmann Walmart - witness Mattison
Note: Sacre, Candace Also know be making FERC filing Nov 30?

11:23:05 AM Atty Grundmann Walmart - witness Mattison
Note: Sacre, Candace Requirement make simultaneous FERC and state regulatory filing?

11:23:26 AM Atty Grundmann Walmart - witness Mattison
Note: Sacre, Candace Not know if those required to be filed simultaneously?

11:23:35 AM Atty Grundmann Walmart - witness Mattison
Note: Sacre, Candace Believe attorney appropriate person answer question?

11:23:51 AM Atty Grundmann Walmart - witness Mattison
Note: Sacre, Candace Asked questions about Mitchell operating agreement and what happens down road, remember?

11:24:15 AM Atty Grundmann Walmart - witness Mattison
Note: Sacre, Candace Subsidiary AEP, no longer operator/owner of Kentucky Power?

11:24:24 AM Atty Overstreet Kentucky Power
Note: Sacre, Candace Ask clarify question, not know "you" refers to. (Click on link for further comments.)

11:24:41 AM Atty Grundmann Walmart
Note: Sacre, Candace If Mr. Mattison has question about it, happy rephrase. (Click on link for further comments.)

11:24:48 AM Vice Chairman Cabbage
Note: Sacre, Candace I actually did not understand question.

11:24:54 AM Atty Grundmann Walmart - witness Mattison
Note: Sacre, Candace If Kentucky Power assets sold Liberty Utilities, Kentucky Power no longer same entity, owned by different legal entity?

11:25:06 AM Atty Overstreet Kentucky Power
Note: Sacre, Candace Objection, misstated nature of transaction. (Click on link for further comments.)

11:25:19 AM Atty Grundmann Walmart
Note: Sacre, Candace Asked and answered.

11:25:21 AM Atty Grundmann Walmart - witness Mattison
Note: Sacre, Candace Why entity seeking engage in sale negotiating contract governs transactions seven years down road?

11:26:56 AM Atty Grundmann Walmart - witness Mattison
Note: Sacre, Candace Change would occur Dec 31 2028, correct?

11:27:07 AM Atty Grundmann Walmart - witness Mattison
Note: Sacre, Candace Seven years and one month from today?

11:27:24 AM Atty Grundmann Walmart - witness Mattison
Note: Sacre, Candace If all things go to plan, you and Liberty Utilities/Algonquin make filing around end Dec to approve sale Kentucky Power to Liberty?

11:27:53 AM Atty Grundmann Walmart - witness Mattison
Note: Sacre, Candace As purchasing company, why not also take lead on Mitchell operating agreement?

11:28:09 AM Atty Overstreet Kentucky Power
Note: Sacre, Candace Asking why Liberty would/would not do something. (Click on link for further comments.)

11:28:24 AM Atty Grundmann Walmart
Note: Sacre, Candace Not hear question, asked why Kentucky Power or why Liberty Utilities not be party negotiate agreement Kentucky Power negotiated. (Click on link for further comments.)

11:28:47 AM Atty Overstreet Kentucky Power
Note: Sacre, Candace Has answered question repeatedly. (Click on link for further comments.)

11:28:51 AM Atty Grundmann Walmart
Note: Sacre, Candace Answered as to belief are separate.

11:28:54 AM Atty Grundmann Walmart - witness Mattison
Note: Sacre, Candace Question is simply, why negotiating agreement when have no agreement no affiliation with it in 150 days?

11:29:15 AM Atty Overstreet Kentucky Power
Note: Sacre, Candace Not true, Kentucky Power continue to exist. (Click on link for further comments.)

11:30:35 AM	Vice Chairman Cabbage Note: Sacre, Candace	Break through impasse, have stock acquisition. (Click on link for further comments.)
11:31:34 AM	Atty Grundmann Walmart Note: Sacre, Candace	Goes further than that, even if Kentucky Power goes on as Kentucky Power, no longer be affiliates. (Click on link for further comments.)
11:33:01 AM	Vice Chairman Cabbage - witness Note: Sacre, Candace	Mattison Examination. Let me do this, explain further why Kentucky Power believes agreement for Mitchell plant be modified prior to commencing ELG work?
11:34:38 AM	Vice Chairman Cabbage - witness Note: Sacre, Candace	Mattison Not question posed, could work have begun on ELG at Mitchell prior to getting approval for agreements, with understanding Kentucky ratepayers not bear costs?
11:35:31 AM	Atty Grundmann Walmart - witness Note: Sacre, Candace	Mattison Cross Examination (cont'd). Know timing when ELG work intended break ground on ELG work?
11:35:53 AM	Atty Grundmann Walmart - witness Note: Sacre, Candace	Mattison Able do work on ELG upgrades even Mitchell operating agreement not changed operator from Kentucky Power to Wheeling Power?
11:36:15 AM	Atty Grundmann Walmart - witness Note: Sacre, Candace	Mattison Who is that witness?
11:36:36 AM	Atty Grundmann Walmart - witness Note: Sacre, Candace	Mattison Spitznogle testimony last time here, thought provided time lines, sound familiar?
11:37:01 AM	Atty Grundmann Walmart - witness Note: Sacre, Candace	Mattison Said in your mind transaction with Liberty separate from Mitchell issue?
11:37:51 AM	Atty Grundmann Walmart - witness Note: Sacre, Candace	Mattison As part of sale, true Liberty undertake obligations under revised Mitchell operating agreement?
11:38:10 AM	Atty Grundmann Walmart - witness Note: Sacre, Candace	Mattison Consider revision to Mitchell operating agreement material contract purposes transaction with Liberty?
11:38:25 AM	Atty Grundmann Walmart - witness Note: Sacre, Candace	Mattison Highly important/relevant to terms of deal with Liberty?
11:38:48 AM	Atty Grundmann Walmart - witness Note: Sacre, Candace	Mattison Substantially larger contract with substantially more dollars at stake, understand materiality legal term of art used in business?
11:39:13 AM	Atty Grundmann Walmart - witness Note: Sacre, Candace	Mattison Drawing term materiality, consider Mitchell operating agreement material to transaction with Liberty?
11:39:35 AM	Atty Grundmann Walmart - witness Note: Sacre, Candace	Mattison Asking for your opinion?
11:39:38 AM	Atty Overstreet Kentucky Power Note: Sacre, Candace	Object.
11:39:44 AM	Vice Chairman Cabbage - witness Note: Sacre, Candace	Mattison Examination. Using lay understanding of material, consider it material?
11:40:00 AM	Atty Grundmann Walmart - witness Note: Sacre, Candace	Mattison Cross Examination (cont'd). Who at Liberty involved with revising Mitchell operating agreement?
11:40:42 AM	Atty Grundmann Walmart - witness Note: Sacre, Candace	Mattison Familiar with document filed yesterday?

11:40:48 AM	Atty Grundmann Walmart - witness Mattison Note: Sacre, Candace	Response Item 10, answer page 13 direct testimony, reading (click on link for further comments), sent to them and not receive objection, want to change answer to Item 10?
11:41:49 AM	Atty Grundmann Walmart - witness Mattison Note: Sacre, Candace	Signatory party to contract?
11:41:54 AM	Atty Grundmann Walmart - witness Mattison Note: Sacre, Candace	Named third-party beneficiary?
11:41:58 AM	Atty Grundmann Walmart - witness Mattison Note: Sacre, Candace	How know agreed to and accepted terms?
11:42:04 AM	Atty Grundmann Walmart - witness Mattison Note: Sacre, Candace	By whom?
11:42:13 AM	Atty Grundmann Walmart - witness Mattison Note: Sacre, Candace	What counsel was that?
11:42:30 AM	Atty Grundmann Walmart - witness Mattison Note: Sacre, Candace	Those three told you Liberty agreed to/accepted terms?
11:42:39 AM	Atty Overstreet Kentucky Power Note: Sacre, Candace	Object to any further inquiry communications between Mr. Mattison and counsel. (Click on link for further comments.)
11:43:20 AM	Vice Chairman Cabbage Note: Sacre, Candace	Questions on topic not invade attorney/client privilege?
11:43:27 AM	Atty Grundmann Walmart Note: Sacre, Candace	Not clear have invaded attorney/client privilege. (Click on link for further comments.)
11:43:32 AM	Vice Chairman Cabbage Note: Sacre, Candace	Not think have yet.
11:43:35 AM	Atty Grundmann Walmart Note: Sacre, Candace	Unclear, thought said minute ago, sent to Liberty and nobody objected. (Click on link for further comments.)
11:44:05 AM	Atty Overstreet Kentucky Power Note: Sacre, Candace	Mr. Mattison stated he understood them to be the same. (Click on link for further comments.)
11:44:26 AM	Vice Chairman Cabbage Note: Sacre, Candace	Understand what page talking about, what filed yesterday by Kentucky Power? (Click on link for further comments.)
11:44:31 AM	Atty Overstreet Kentucky Power Note: Sacre, Candace	What was filed yesterday, four pages responses. (Click on link for further comments.)
11:45:16 AM	Vice Chairman Cabbage Note: Sacre, Candace	That takes us to page 13 of testimony. (Click on link for further comments.)
11:45:58 AM	Atty Overstreet Kentucky Power Note: Sacre, Candace	Footnote 11, bottom of page 13.
11:46:05 AM	Vice Chairman Cabbage Note: Sacre, Candace	Discussion what agreed to/accepted mean, correct?
11:46:13 AM	Atty Grundmann Walmart Note: Sacre, Candace	Confused when he volunteered sent to him, trying understand involvement Liberty had. (Click on link for further comments.)
11:46:53 AM	Atty Grundmann Walmart - witness Mattison Note: Sacre, Candace	Cross Examination (cont'd). Who at Liberty spoke to, who spoke to them, and how drew conclusion anybody at Liberty agreed to/accepted terms new Mitchell operating agreement?
11:47:51 AM	Atty Grundmann Walmart - witness Mattison Note: Sacre, Candace	What rights would have, if any, to object to terms of agreement?

11:48:12 AM Atty Grundmann Walmart - witness Mattison
Note: Sacre, Candace Not have a seat at the table?

11:48:21 AM Atty Grundmann Walmart - witness Mattison
Note: Sacre, Candace Not party to it either, when begin renegotiating Mitchell operating agreement?

11:48:48 AM Atty Grundmann Walmart - witness Mattison
Note: Sacre, Candace When first exchange language with Wheeling revised terms for agreement?

11:49:00 AM Atty Grundmann Walmart - witness Mattison
Note: Sacre, Candace Approximate dates?

11:49:37 AM Atty Grundmann Walmart - witness Mattison
Note: Sacre, Candace Understand timing what proceedings expect to see, asked for ruling on operating agreements filed 2021-00421 Feb 2022?

11:50:02 AM Atty Grundmann Walmart - witness Mattison
Note: Sacre, Candace Intend make filing in December, around Christmas, with Liberty regarding sale, correct?

11:50:33 AM Atty Grundmann Walmart - witness Mattison
Note: Sacre, Candace Dictates sixty days from Oct 26 2021?

11:50:59 AM Atty Grundmann Walmart - witness Mattison
Note: Sacre, Candace Filing made in late December and expect ruling no later than 120 days after?

11:51:16 AM Atty Grundmann Walmart - witness Mattison
Note: Sacre, Candace Approximately end of April?

11:51:25 AM Atty Grundmann Walmart - witness Mattison
Note: Sacre, Candace As part of transaction with Liberty, undertake all contractual obligations of Kentucky Power including Mitchell operating agreement?

11:51:52 AM Atty Grundmann Walmart - witness Mattison
Note: Sacre, Candace Any contractual obligations Kentucky Power has Liberty would assume obligations?

11:52:12 AM Atty Grundmann Walmart - witness Mattison
Note: Sacre, Candace Due to impending sale and approval from Commission, any reason object to delaying ruling on revised Mitchell operating agreement until after decision made on acquisition?

11:52:46 AM Vice Chairman Cabbage
Note: Sacre, Candace Questions?

11:52:52 AM Gen Counsel Vinsel PSC - witness Mattison
Note: Sacre, Candace Cross Examination. Stock purchase agreement, response said provided Commission copy on Oct 28 2021, email to Staff or filing in case with Commission?

11:53:44 AM Gen Counsel Vinsel PSC - witness Mattison
Note: Sacre, Candace Post-hearing data request provide copy of stock purchase agreement Liberty AEP and AEP transmission company.

11:53:45 AM POST-HEARING DATA REQUEST
Note: Sacre, Candace GEN COUNSEL VINSEL PSC - WITNESS MATTISON
Note: Sacre, Candace COPY OF STOCK PURCHASE AGREEMENT BETWEEN LIBERTY AEP AND AEP TRANSMISSION COMPANY

11:54:03 AM Gen Counsel Vinsel PSC - witness Mattison
Note: Sacre, Candace Also ask provide copy of common interest agreement between Liberty and Kentucky Power into record of this case.

11:54:13 AM Atty Overstreet Kentucky Power
Note: Sacre, Candace That has to do with relations among counsel, not seen agreement. (Click on link for further comments.)

11:54:27 AM Vice Chairman Cabbage
Note: Sacre, Candace When get written request, can preserve all objections.

11:54:28 AM POST-HEARING DATA REQUEST
Note: Sacre, Candace GEN COUNSEL VINSEL PSC - WITNESS MATTISON
Note: Sacre, Candace PROVIDE COPY OF COMMON INTEREST AGREEMENT BETWEEN
LIBERTY UTILITIES AND KENTUCKY POWER COMPANY

11:54:44 AM Gen Counsel Vinsel PSC - witness Mattison
Note: Sacre, Candace Tell us who at Kentucky Power directed counsel file amended
Mitchell operating agreement at FERC?

11:55:34 AM Gen Counsel Vinsel PSC - witness Mattison
Note: Sacre, Candace Saying was Mitchell operating committee who directed Kentucky
Power counsel need make filing at FERC?

11:55:53 AM Gen Counsel Vinsel PSC - witness Mattison
Note: Sacre, Candace Someone else carried out request to counsel after decision made by
Mitchell operating committee?

11:56:20 AM Gen Counsel Vinsel PSC - witness Mattison
Note: Sacre, Candace When operating committee made that decision?

11:56:45 AM Gen Counsel Vinsel PSC - witness Mattison
Note: Sacre, Candace Telling me that Mitchell operating committee made decision and
Kentucky Power carried out FERC filing in one day?

11:57:35 AM Gen Counsel Vinsel PSC - witness Mattison
Note: Sacre, Candace Working on operating agreement different from knowing need make
change different from decision finalize document different from
decision file at FERC, if operating committee determined agreements
at a point needed be filed at FERC, when decision made, Nov 18?

11:58:53 AM Gen Counsel Vinsel PSC - witness Mattison
Note: Sacre, Candace Stipulate obvious Kentucky Power and Wheeling go to respective
regulating agencies, given on Nov 15 in update, uncertainty when
FERC filing be made, FERC filing decided Nov 15 and filed the 19th,
not make sense, understand what happened when.

12:00:57 PM Gen Counsel Vinsel PSC - witness Mattison
Note: Sacre, Candace Did Mitchell operating committee know be filing all three filings at
same time?

12:01:18 PM Gen Counsel Vinsel PSC - witness Mattison
Note: Sacre, Candace Given FERC filing has mid-Jan 2022 due date for decision, explain
Kentucky Power thought filing request at FERC approval of
agreements prior Commission approving any agreements?

12:02:03 PM Gen Counsel Vinsel PSC - witness Mattison
Note: Sacre, Candace Any question about federal preemption not being considered?

12:02:39 PM Gen Counsel Vinsel PSC - witness Mattison
Note: Sacre, Candace Tell who at Kentucky Power directed counsel file request for
approval changes Mitchell plant agreements in different docket at
PSC?

12:03:24 PM Gen Counsel Vinsel PSC - witness Mattison
Note: Sacre, Candace Who at Kentucky Power made decision file Mitchell agreements in
separate docket?

12:03:56 PM Gen Counsel Vinsel PSC - witness Mattison
Note: Sacre, Candace Mitchell operating committee determined Mitchell agreement filed
separate docket than this case?

12:04:30 PM Gen Counsel Vinsel PSC - witness Mattison
Note: Sacre, Candace Reasoning for doing, thought new Mitchell agreement stand on its
own merit?

12:05:01 PM Gen Counsel Vinsel PSC - witness Mattison
Note: Sacre, Candace In application for approval new Mitchell agreements, Case No. 2021-
00421, Kentucky Power asked for decision by Feb 17 2022, reason
why not very clear, explain why Feb 17 date selected and what
happens not met?

12:06:24 PM	Gen Counsel Vinsel PSC - witness Note: Sacre, Candace	Mattison Will explore further Mitchell agreement case, mentioned specific deadlines, know what deadlines are?
12:06:42 PM	Gen Counsel Vinsel PSC - witness Note: Sacre, Candace	Mattison Looking at ten-day updates filed in past in this case and 2021-00004, Oct 25 2021, read from update, reading (click on link for further comments), if Wheeling able move forward CCR and ELG work, other than permits, any other reason for Feb 17 deadline?
12:08:28 PM	Gen Counsel Vinsel PSC - witness Note: Sacre, Candace	Mattison What saying understand deadlines have to be met but not know when are?
12:08:40 PM	Gen Counsel Vinsel PSC - witness Note: Sacre, Candace	Mattison Hearing topic provided by Commission regulatory approvals to be provided, in response yesterday, referenced certain filings, referred to testimony filed in 2021-00421, pgs 5-9, note not great deal specific info about permits, requesting order on or before Feb 17 2022, timely transfer of permits, what permits need to be transferred?
12:10:13 PM	Gen Counsel Vinsel PSC - witness Note: Sacre, Candace	Mattison Not able answer with any great detail about federal, state, local regulatory approvals that have to be obtained?
12:10:29 PM	Gen Counsel Vinsel PSC - witness Note: Sacre, Candace	Mattison Tell me who might know?
12:10:40 PM	Gen Counsel Vinsel PSC - witness Note: Sacre, Candace	Mattison Ask in post-hearing request, could be answered?
12:10:41 PM	POST-HEARING DATA REQUEST Note: Sacre, Candace Note: Sacre, Candace	GEN COUNSEL VINSEL PSC - WITNESS MATTISON PROVIDE LIST OF REQUIRED FEDERAL, STATE, AND LOCAL REGULATORY APPROVALS/PERMITS
12:10:59 PM	Gen Counsel Vinsel PSC - witness Note: Sacre, Candace	Mattison Response filed yesterday, not see any discussion regarding transmission agreement, particularly AEP transmission agreement, agree regulatory approval for change in that, AEP intend move forward with agreement as is Kentucky Power operated by different entity?
12:11:52 PM	Gen Counsel Vinsel PSC - witness Note: Sacre, Candace	Mattison AEP East transmission agreement on file on FERC and regulatory changes to that?
12:12:18 PM	Gen Counsel Vinsel PSC - witness Note: Sacre, Candace	Mattison Not clear any decision made how pending acquisition impact AEP East transmission agreement?
12:13:10 PM	Gen Counsel Vinsel PSC - witness Note: Sacre, Candace	Mattison Hart-Scott-Rodino federal premerger notification made yet?
12:13:26 PM	Gen Counsel Vinsel PSC - witness Note: Sacre, Candace	Mattison Committee on Foreign Investment?
12:13:32 PM	Gen Counsel Vinsel PSC - witness Note: Sacre, Candace	Mattison Be filed by Liberty and AEP?
12:14:01 PM	Gen Counsel Vinsel PSC - witness Note: Sacre, Candace	Mattison Response when noted appropriate notice provided under Hart-Scott-Rodino and Committee on Foreign Investment, more generalized than specific knowledge?
12:14:28 PM	Gen Counsel Vinsel PSC - witness Note: Sacre, Candace	Mattison Customer response, your response indicated not had complaints need elevated, been addressed?

12:14:44 PM	Gen Counsel Vinsel PSC - witness Note: Sacre, Candace	Mattison Kentucky Power received concerns potential rate increase arising acquisition?
12:15:05 PM	Gen Counsel Vinsel PSC - witness Note: Sacre, Candace	Mattison Mentioned employee response to acquisition, any agreement between Liberty and AEP regarding employee retention?
12:16:00 PM	Gen Counsel Vinsel PSC - witness Note: Sacre, Candace	Mattison Mentioned Liberty received courtesy copy of revised Mitchell operating agreement, Liberty receive copy after finalized or during negotiating process?
12:16:55 PM	Gen Counsel Vinsel PSC - witness Note: Sacre, Candace	Mattison Not have information about anything Liberty might have received during negotiations?
12:17:31 PM	Vice Chairman Cabbage Note: Sacre, Candace	Questions?
12:18:45 PM	Vice Chairman Cabbage Note: Sacre, Candace	Five-minute recess.
12:18:55 PM	Session Paused	
12:25:49 PM	Session Resumed	
12:26:20 PM	Vice Chairman Cabbage Note: Sacre, Candace	Back on the record.
12:26:45 PM	Vice Chairman Cabbage - witness Note: Sacre, Candace	Mattison Examination. Feb 17 date, understand rationale, discussion at Kentucky Power or among operating committee if Kentucky and West Virginia come to inconsistent decisions about agreements been submitted?
12:27:38 PM	Vice Chairman Cabbage - witness Note: Sacre, Candace	Mattison With what would do to timing commencing environmental work?
12:28:16 PM	Vice Chairman Cabbage - witness Note: Sacre, Candace	Mattison Know which entity planning filing for permits CCR and ELG, Wheeling or Kentucky Power?
12:28:57 PM	Vice Chairman Cabbage - witness Note: Sacre, Candace	Mattison Kentucky Power started explore status in PJM post-transaction?
12:29:24 PM	Vice Chairman Cabbage Note: Sacre, Candace	Proceed with redirect.
12:29:37 PM	Atty Overstreet Kentucky Power - witness Note: Sacre, Candace	Mattison Redirect Examination. Part of negotiations between owner of Kentucky Power and Liberty Utilities proposed sale of stock to Liberty Utilities?
12:30:10 PM	Atty Overstreet Kentucky Power - witness Note: Sacre, Candace	Mattison Have opportunity to discuss with persons inside parent nature of Liberty involvement, understanding, acceptance and proposed changes to Mitchell operating agreement and creation ownership agreement and operation and maintenance agreement?
12:30:44 PM	Atty Overstreet Kentucky Power - witness Note: Sacre, Candace	Mattison Relay what understanding is now?
12:31:30 PM	Atty Overstreet Kentucky Power - witness Note: Sacre, Candace	Mattison Understanding Mitchell operating agreement schedule to stock purchase agreement?
12:31:44 PM	Atty Overstreet Kentucky Power - witness Note: Sacre, Candace	Mattison Attached to stock purchase agreement?
12:32:01 PM	Atty Grundmann Walmart Note: Sacre, Candace	Mean current agreement or one filed with parties?
12:32:07 PM	Atty Overstreet Kentucky Power Note: Sacre, Candace	No. Thank you, appropriate clarification.

12:32:14 PM	Atty Overstreet Kentucky Power - witness Mattison Note: Sacre, Candace	Restate, proposed ownership agreement and proposed operation and maintenance agreement, appended to stock purchase agreement?
12:32:56 PM	Atty Overstreet Kentucky Power - witness Mattison Note: Sacre, Candace	Familiar with Kentucky Power motion in this docket for declaratory order need for Wheeling obtain CPCN?
12:33:30 PM	Atty Overstreet Kentucky Power - witness Mattison Note: Sacre, Candace	Commission issued Order on Oct 8 essentially denied declaratory order?
12:33:42 PM	Atty Overstreet Kentucky Power - witness Mattison Note: Sacre, Candace	Have Order in front of you?
12:33:51 PM	Atty Overstreet Kentucky Power - witness Mattison Note: Sacre, Candace	Page nine, first full paragraph?
12:34:15 PM	Atty Overstreet Kentucky Power - witness Mattison Note: Sacre, Candace	Read that into record?
12:35:16 PM	Vice Chairman Cabbage Note: Sacre, Candace	Any recross based on redirect?
12:35:27 PM	Atty Grundmann Walmart - witness Mattison Note: Sacre, Candace	Recross Examination. Had opportunity to speak with folks regarding Liberty involvement in operating agreement, what specifically learned and who at Liberty involved?
12:36:03 PM	Atty Grundmann Walmart - witness Mattison Note: Sacre, Candace	How learned more involved in what sense?
12:36:09 PM	Atty Grundmann Walmart - witness Mattison Note: Sacre, Candace	Simply told more involved?
12:36:14 PM	Atty Grundmann Walmart - witness Mattison Note: Sacre, Candace	So what told?
12:36:40 PM	Atty Grundmann Walmart - witness Mattison Note: Sacre, Candace	Understanding part of negotiating process Mitchell agreement?
12:36:56 PM	Atty Grundmann Walmart - witness Mattison Note: Sacre, Candace	Not know persons/person within Liberty who had involvement?
12:37:17 PM	Vice Chairman Cabbage Note: Sacre, Candace	Any further witnesses? (Click on link for further comments.)
12:37:29 PM	Vice Chairman Cabbage Note: Sacre, Candace	Motions? (Click on link for further comments.)
12:38:03 PM	Vice Chairman Cabbage Note: Sacre, Candace	Witness excused.
12:38:27 PM	Vice Chairman Cabbage Note: Sacre, Candace	Post-hearing data requests. (Click on link for further comments.)
12:39:33 PM	Vice Chairman Cabbage Note: Sacre, Candace	Mitchell order? (Click on link for further comments.)
12:40:31 PM	Vice Chairman Cabbage Note: Sacre, Candace	Scheduling discussions. (Click on link for further comments.)
12:47:03 PM	Vice Chairman Cabbage Note: Sacre, Candace	Break for 15 minutes.
12:47:18 PM	Session Paused	
1:01:16 PM	Session Resumed	
1:01:24 PM	Vice Chairman Cabbage Note: Sacre, Candace	Back on the record.
1:01:27 PM	Vice Chairman Cabbage Note: Sacre, Candace	Scheduling proposal and discussions. (Click on link for further comments.)

1:07:34 PM	Vice Chairman Cabbage Note: Sacre, Candace	Anything else?
1:07:50 PM	Vice Chairman Cabbage Note: Sacre, Candace	Motions?
1:08:05 PM	Vice Chairman Cabbage Note: Sacre, Candace	Hearing adjourned.
1:08:15 PM	Session Paused	
1:08:24 PM	Session Ended	

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