

COMMONWEALTH OF KENTUCKY
BEFORE THE PUBLIC SERVICE COMMISSION

In the Matter of:

ELECTRONIC APPLICATION OF KENTUCKY)	
POWER COMPANY FOR (1) A GENERAL)	
ADJUSTMENT OF ITS RATES FOR ELECTRIC)	
SERVICE; (2) APPROVAL OF TARIFFS AND)	
RIDERS; (3) APPROVAL OF ACCOUNTING)	CASE NO.
PRACTICES TO ESTABLISH REGULATORY)	2023-00159
ASSETS AND LIABILITIES; (4) A)	
SECURITIZATION FINANCING ORDER; AND (5))	
ALL OTHER REQUIRED APPROVALS AND)	
RELIEF)	

ORDER

On July 10, 2023, Kentucky Power Company (Kentucky Power) filed an application for a securitization financing order pursuant to KRS 278.672.¹ Pursuant to KRS 278.674(3)(a), the costs associated with retaining counsel or financial advisors shall be paid by the applicant and be included as financial costs in the securitization surcharge.² On August 2, 2023, the Commission entered an Order dictating the process by which Kentucky Power will remit payment for the costs associated with the Commission's advisers in this case.³

The Commission finds that Orrick, Herrington, & Sutcliffe, LLP (Orrick) submitted an invoice for consulting services for October 1, 2023, through October 31, 2023. The

¹ Kentucky Power tendered its application on June 29, 2023, and the application was rejected for filing deficiencies. On July 10, 2023, Kentucky Power tendered documents to cure the deficiency. The documents cured the deficiency and the application was deemed filed on July 10, 2023.

² KRS 278.674(3)(a).

³ Order (Ky. PSC Aug. 2, 2023).

invoice is attached as an Appendix to this Order. Kentucky Power should remit payment for the amount of the invoice within 30 days of the date of service of this Order by cashier's check or money payable to the Kentucky State Treasurer and mailed or delivered to the Office of the General Counsel, Kentucky Public Service Commission, 211 Sower Boulevard, Post Office Box 615, Frankfort, Kentucky, 40602.

IT IS THEREFORE ORDERED that:

1. Kentucky Power shall remit payment to the Commission for Orrick's services rendered as a consultant to the Commission.
2. Kentucky Power shall remit payment within 30 days of the date of service of this Order.
3. The payment shall be a cashier's check or money order made payable to the Kentucky State Treasurer that is delivered or postmarked as mailed to the Office of General Counsel, Public Service Commission, P.O. Box 615, Frankfort, Kentucky 40602-0615, before the deadline.

PUBLIC SERVICE COMMISSION


Chairman


Vice Chairman


Commissioner

ENTERED
JAN 02 2024 rcs
KENTUCKY PUBLIC
SERVICE COMMISSION

ATTEST:


Executive Director

APPENDIX

APPENDIX TO AN ORDER OF THE KENTUCKY PUBLIC SERVICE
COMMISSION IN CASE NO. 2023-00159 DATED JAN 02 2024

SIX PAGES TO FOLLOW

PERSONAL SERVICE CONTRACT INVOICE FORM
GOVERNMENT CONTRACT REVIEW COMMITTEE
LEGISLATIVE RESEARCH COMMISSION

Pursuant to KRS 45A.695, **no payment shall be made on any personal service contract** unless the individual, firm, partnership, or corporation awarded the personal service contract submits its invoice for payment on a form established by the committee.

Invoices shall be submitted every ninety (90) days, unless the personal service contract specifies a different submission time period.

Separate invoices shall be submitted for each distinct matter covered by the personal service contract, and shall be signed by the individual responsible for that matter

The issuance of an invoice to the Commonwealth constitutes an affirmation by the individual, firm, partnership, or corporation awarded the personal service contract that the invoice truly and accurately represents work actually performed, and the expenses actually incurred.

The head of the contracting body shall approve the invoice, indicating that the charges in the invoice reflect the value of the work performed, and all recorded costs and disbursements were reasonably and necessarily incurred in connection with the matter invoiced.

NOTE: All questions must be answered fully. If the space provided is insufficient, additional pages should be attached referencing the specifically numbered item. Any questions regarding the invoice requirements should be directed to the contracting agency.

Contract Number: 240000091 **Date of Invoice:** November 20, 2023

Contracting Body

Division, Branch, etc.

1. Name & Address of Contractor:

Orrick, Herrington & Sutcliffe LLP
405 Howard Street
San Francisco, CA 94105

2. Contractor's Tax I.D. Number: 94-2952627

3. Effective Period of Contract:

Starting Date: August 14, 2023
Ending Date: June 30, 2024

4. Combined Total Amount Charged in this

Invoice for Services and Reimbursable
Disbursements: \$69,726.00

5. Dates of Service Covered under this invoice:

Starting Date: 10/1/2023
Ending Date: 10/31/2023

6. Is this the FINAL invoice for services performed under this contract:

____ Yes No

7. Date of most recent invoice submitted prior to this invoice: 10/12/2023

8. How often is the contractor required to submit invoices under the terms of the personal service contract:

Monthly

9. Provide a description of the matter covered by this invoice:

Legal Services

10. Provide a full description of each service provided, including the date each service was performed, the name and title of each individual who worked on the matter, and the time the individual spent on the matter:

Information is provided on the October Invoice No. 2142352

11. Provide the hourly rate for each individual working on the matter and the total charge for that individual for each matter involved:

Andrew Bethune \$910/hr = \$6,825.00 Ian Busche \$690/hr = \$621.00
Dean E. Criddle \$1,200/hr = \$42,480.00 Michael H. Mitchell \$1,100/hr = \$19,800.00

12. Provide the subject matter and recipient of any correspondence:

Matter: Kentucky Power Company Application
Recipients: Andrew Bethune, Ian Busche, Dean Criddle, and Michael Mitchell

13. Provide a full description of any work product produced, designating the way in which the work product is associated with the matter being invoiced. (Attorneys Billing for Legal Services: If you contend that any information is subject to privilege, please identify the privileged item, and provide sufficient information to evaluate the claim of privilege):

14. Provide an itemized list of all disbursements to be reimbursed by the state for each matter invoiced and the total charge for that matter:

No disbursements.

SIGNATURES:

Contractor: _____

Date: 11/20/2023

Title: Jerry V. Kyle, Jr., Partner

Contracting Body

Approved by: _____

Date: _____

Title: _____



Kentucky Public Service Commission
 211 Sower Blvd
 Frankfort, KY 40601
 Attn: Vickie Cravens

November 20, 2023
 Client No. 54107
 Invoice No. 2142352

Orrick Contact: Jerry V. Kyle Jr.

FOR SERVICES RENDERED through October 31, 2023 in connection with the matters described on the attached pages:	\$ 69,726.00
DISBURSEMENTS as per attached pages:	0.00
TOTAL CURRENT FEES & DISBURSEMENTS (Pay this Amount):	\$ <u>69,726.00</u>

Matter(s): 54107/3 – Kentucky Power Company Application

DUE UPON RECEIPT

In order to ensure proper credit to your account,
 please reference your **INVOICE** and **CLIENT** numbers on your remittance.
 For inquiries, call: (304) 231-2704. Fax (304) 231-2501.

REMITTANCE COPY - PLEASE RETURN WITH PAYMENT

REMITTANCE ADDRESS:

*Orrick, Herrington & Sutcliffe LLP
 2121 Main Street
 Wheeling, WV 26003
 Reference: 54107/ Invoice: 2142352*

ELECTRONIC FUNDS TRANSFERS:

ACH & Wire Transfers:
ABA Number 121000248
SWIFT CODE: WFBIUS6S
Account Number: 4123701088
 Wells Fargo
 420 Montgomery Street
 San Francisco, CA 94104
 Account of
 Orrick, Herrington & Sutcliffe LLP
 Reference: 54107/ Invoice: 2142352
 E.I.N. 94-2952627

OVERNIGHT DELIVERY:

*Orrick, Herrington & Sutcliffe LLP
 2121 Main Street
 Wheeling, WV 26003
 (304) 231-2703
 Reference: 54107/ Invoice:
 2142352*

To pay online visit www.e-billexpress.com/ebpp/Orrick/



Kentucky Public Service Commission
211 Sower Blvd
Frankfort, KY 40601
Attn: Vickie Cravens

November 20, 2023
Client No. 54107
Invoice No. 2142352

Orrick Contact: Jerry V. Kyle Jr.

For Legal Services Rendered Through October 31, 2023 in Connection With:

Matter: 3 - Kentucky Power Company Application

10/01/23	D. Criddle	Preparing email to Mike Mitchell and Sam Scott Miller re SEC Regulation M and Data Request (0.2).	0.20
10/02/23	I. Busche	Attend to data request documentation.	0.40
10/02/23	D. Criddle	Email exchange with F. Sutherland and Joe Fichera re potential Data Requests re SFR rate design (0.4); research and analysis re stabilization transactions and SEC Regulation M (2.1).	2.50
10/03/23	A. Bethune	Review D. Criddle's draft supplemental data requests regarding securitized surcharge mechanics.	1.40
10/03/23	D. Criddle	Research re SEC Regulation M and restrictions on underwriters purchasing bonds for investment or delayed resale (0.3); telephone conference with Mike Mitchell re same (1.5); preparing revised draft follow-up Data Requests (1.3); email exchanges with Mike Mitchell and Andrew Bethune re same (0.6); email to H. Temple, M. Tussey, et al. transmitting draft follow-up Data Requests (0.3).	4.00
10/03/23	M. Mitchell	Conferences with D. Criddle re application of Regulation M, related research and analysis and review of proposed follow-up Commission Staff data requests.	4.00
10/03/23	M. Mitchell	Review draft assembly of Data Requests and provide further comment on same to D. Criddle.	0.50
10/04/23	A. Bethune	Review draft supplemental data requests sent to KPSC staff by D. Criddle.	0.80
10/04/23	M. Mitchell	Review and revise additional Data Request items.	0.50
10/06/23	A. Bethune	Review Commission's as-filed fifth data request.	1.10
10/09/23	A. Bethune	Review additional suggested data requests submitted to KPSC by D. Criddle.	0.70
10/17/23	D. Criddle	Preparing draft summary for H. Temple and M. Tussey in preparation for 10/23 Case Guidance Conference (0.8); email to Orrick Team re same (0.5).	1.30
10/18/23	I. Busche	Review rate case correspondence and documents.	0.20
10/18/23	A. Bethune	Review outline of Orrick items for case guidance meeting prepared by D. Criddle.	0.90
10/18/23	D. Criddle	Preparing email to H. Temple and M. Tussey regarding Case Guidance Conference (0.3).	0.30



10/19/23	A. Bethune	Review emails from D. Criddle regarding case guidance meeting.	0.70
10/19/23	D. Criddle	Email exchange with H. Temple regarding Case Guidance Meeting and Commission Staff Memo (0.2).	0.20
10/20/23	A. Bethune	Review emails from D. Criddle regarding Commissioner's meeting and prepare for upcoming Commissioner's meeting.	0.80
10/20/23	D. Criddle	Reviewing Kentucky Power's responses to Commission Staff's Fifth Data Request (1.3); reviewing Commission Staff's Case Guidance Meeting Memo and inserting annotations reflecting Kentucky Power's responses to Fifth Data Request (1.6); email to H. Temple/M. Tussey regarding same (0.4).	3.30
10/22/23	D. Criddle	Review Kentucky Power's responses to Commission Staff's Fifth Data Request (0.3); email exchange with Joe Fichera regarding same (0.2); reviewing 6/2023 amendment to SEC Regulation M referenced in Goldman Sachs' Response to Fifth Data Request Item 30(b) (1.3); email to Mike Mitchell regarding same (0.4).	2.20
10/23/23	A. Bethune	Review emails from D. Criddle regarding KPC's responses to KPSC data requests and other matters.	0.70
10/23/23	D. Criddle	Email exchanges with Mike Mitchell regarding Kentucky Power's response to fifth data request, Item 30 (0.7); telephone conference with Mike Mitchell regarding same (1.5); research and analysis regarding same (2.1); Case guidance meeting with Commission (1.7); email to H. Temple & M. Tussey regarding weighted average cost of capital for purposes on computing NPV saving (0.5).	6.50
10/23/23	M. Mitchell	Email correspondence and teleconferences with D. Criddle regarding responses to Data Request and related research and analysis.	4.00
10/24/23	I. Busche	Retrieve SEC no-action letter re Regulation M.	0.30
10/24/23	A. Bethune	Review D. Criddle's summary of securitization-related topics discussed during Commission's Case Guidance Meeting.	0.40
10/24/23	D. Criddle	Research and analysis regarding Katrina Niehaus (Goldman Sachs) responses to fifth data request (1.1); telephone conference with M. Mitchell regarding same (2.0); email exchanges regarding same with M. Mitchell and J. Fichera (1.6); preparing draft written Orrick comments regarding same (1.7).	6.40



10/24/23	M. Mitchell	Email correspondence and teleconferences with D. Criddle regarding responses to Data Request and continued research and analysis; review draft considerations and recommendations to Commission.	4.00
10/25/23	D. Criddle	Prepare draft written Orrick comments on Katrina Neuhaus responses (3.0); email exchanges with Mike Mitchell regarding same (1.0); research and analysis regarding same (1.5); telephone conferences with M. Mitchell regarding same (1.2).	6.70
10/25/23	M. Mitchell	Continue review, research and analysis in connection with preparing Orrick comments to Goldman response to Fifth Data Request.	3.50
10/26/23	D. Criddle	Email exchanges with M. Mitchell regarding revisions to draft Comments to K. Niehaus responses (0.2); finalizing and transmitting Comments to K. Niehaus responses to Commission Staff (0.6); email exchanges with H. Temple and M. Tussey regarding same (0.2).	1.00
10/26/23	M. Mitchell	Review and revise Orrick comments to Goldman response to Fifth Data Request and email correspondence with D. Criddle re same.	1.50
10/30/23	D. Criddle	Reviewing Commission Staff's Sixth Data Request (0.4); email exchange with Orrick Team re same (0.2).	0.60
10/31/23	D. Criddle	Email exchange with H. Temple re topics for 11/1 Teams meeting (0.2).	0.20

Total Hours	61.80	
Total For Services		\$69,726.00

<u>Timekeeper Summary</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Andrew Bethune	7.50	910.00	6,825.00
Ian Busche	0.90	690.00	621.00
Dean E. Criddle	35.40	1,200.00	42,480.00
Michael H. Mitchell	18.00	1,100.00	19,800.00
Total All Timekeepers	61.80		\$69,726.00

Total For This Matter	\$69,726.00
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