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**ARIZONA POWER AUTHORITY  
WORKSHOP ON SCHEDULE D HOOVER POWER  
HELD ON SEPTEMBER 26, 2012**

**STAFF:** Joseph Mulholland, Executive Director  
Doug Fant, General Counsel  
Michael Gazda, Deputy Director  
Marcia Kennedy, Financial Administrator  
Robert Nieto, IT Specialist  
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**OTHER:** Tom Arnold, City of Tucson  
Michael Block, Metropolitan Domestic Water Improvement Dist., AZ  
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Dennis Delaney, K. R. Saline & Associates  
Alan Dulaney, City of Peoria  
Debby Emler, Western Area Power Administration  
Ed Gerak, Buckeye Water C&DD  
Robert Goff, City of Chandler  
Chris Hassert, City of Scottsdale  
John Kai, Kai Farms  
Eric Kamienski, City of Tempe  
Grace Kelly, City of Tempe  
Cathy Kuefler, Avra Water Co-Op  
Doug Kupel, City of Phoenix  
Richard Lehman, Salt River Project  
Ron Lunt, C.A.W.C.D.  
Robert Lynch, I.E.D.A.  
Tom Martin, Electrical District No. 2  
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Ken Saline, K. R. Saline & Associates

Mike Simonton, Western Area Power Administration  
Sidney Smith, Hohokam Irrigation & Drainage District  
Robin Stinnett, City of Avondale  
Elizabeth Story, Tonopah Irrigation District  
Sheryl Sweeney, Ryley, Carlock & Applewhite  
Larry Udall, Curtis, Goodwin, Sullivan, Udall & Schwab, P.L.C.  
Petra Zaleski, City of Peoria

The Executive Director welcomed everyone to the workshop and stated he wanted to make it abundantly clear that during this workshop, the APA staff will not be making any policy decisions. Only the Commissioners can make policy decisions. The intent of the workshop is to get feedback – ideas and information – from the existing customers and all interested parties that will be applying for the Hoover Power. He stated that he is available to discuss this process by phone, meeting or email, and he is always willing to hear from those wishing to apply for Hoover power.

A brief explanation was given about Schedule D-1 and D-2 Hoover power and the topics that the Executive Director hoped could be discussed in the workshop today. The Executive Director stated that Western Area Power Administration has 69 MW of Hoover power that can be allocated to Arizona. Anyone in attendance at today's workshop could make an application for that power. The APA staff will be glad to assist anyone with making an application for D-1 power to Western.

Doug Fant, Independent General Counsel for the APA, gave a history on the Hoover Power Allocation Act of 2011 and how that legislation was arrived at and negotiated over the past few years. Doug also explained how the allocation of Schedule D-1 Hoover power and Schedule D-2 Hoover power were formed.

The floor was open for discussion and comments.

**QUESTION: Doug Kupel – City of Phoenix:** *Does an entity that is interested in making an application have to give a presentation or is that optional?*

**RESPONSE: Joe Mulholland:** It is optional. The purpose of the presentation is to make sure that the applicants, existing customers and potentially new customers, have an opportunity to have a back and forth dialogue with the Commissioners and have their comments heard on the allocation process. The presentation does not have to be technical, as it is not the formal application process, but will allow you to be visible to the Commission and have your comments heard.

**QUESTION: Bob Lynch – I.E.D.A.:** *As a point of clarification to the application process and those entities applying for Schedule D-1 Hoover power from Western, they will not be applying here at the APA. The process that is being started here at the APA today has nothing to do with the Western process except for the assistance being offered by the APA with the application process is for Schedule D-1 Hoover power from Western?*

**RESPONSE: Joe Mulholland:** Entities will not be applying for Schedule D-2 Hoover power today as the APA is not starting that process at this time. The intent of this workshop is to exchange feedback, thoughts and ideas. The APA wishes to have as much feedback and information from the customers so that the Commission may make fair and reasonable decisions on the allocation process. At the workshop today, the APA will be talking about the Schedule D-2 Hoover power allocation and not the Schedule A or B allocation. The APA will also not be involved with the Schedule D-1 Hoover power allocation, as that belongs to Western. We did ask them to attend today's workshop so that they could hear what is said and be able to respond, or say there is no answer at this time.

**QUESTION: Doug Milligan – SRP:** *Who is specifically being encouraged to apply for Schedule D-1 Hoover power?*

**RESPONSE:** The legislation refers to new allottees being the parties that can participate in the allocation of Schedule D-1 Hoover power. The definition of a new allottee will be determined by Western i.e., someone who didn't have a contract currently with Hoover Dam such as the 13 Federal Contractors, plus Boulder City, or in the case of Arizona and Nevada, people that currently have contracts through a Contractor. This was what was discussed by the three states (Arizona, California and Nevada). However, Congress passed the federal law and the federal government at Western will make that definition and determination.

**COMMENT: Bob Lynch:** Gave a brief explanation of his interpretation of the definition of new allottees and old allottees as described in the legislation and his thoughts on litigation that may occur, as he believes this definition is still unresolved. Western will get the first opportunity to determine what this definition means. The other states do not have the same difficulty in interpreting this definition because of federal law for California and state statutes in Nevada. Arizona has a problem no one else does, and Bob feels that timing could avoid the issue, but if the processes proceed in parallel, he is afraid that it may not.

**COMMENT: Doug Fant – APA Independent Counsel:** Speaking on behalf of Doug Harness who is the federal attorney, Schedule D-1 Hoover power will be allocated by Western, who will make the effort at interpreting the definition of a new allottee. Customers and interested parties may challenge Western should they so choose on this matter. However, in the negotiation between the three states (which does not bind what Congress did when they passed the law) the

purpose of the Schedule D power allocation was to bring in new entrants and to broaden the pool of support at Hoover Dam.

**SUGGESTION: Jay Moyes – Moyes, Sellers LTD:** Defer the entire Schedule D-2 process by APA until such time as the Schedule D-1 process is completed and know the results and see who might still, from an equity standpoint, deserve a little bit more power and parse that 11 MW of power in a way that can help refine the fairness of that allocation.

**RESPONSE: Joe Mulholland:** The APA will present this suggestion to the Commission for serious consideration in making their decision on the allocation of the Schedule D-2 Hoover power.

**A question to be addressed by the APA: Are there any limitations to what type of entity would be eligible to apply for Schedule D-2 Hoover power?** The Executive Director asked for feedback on this question as there are entities from the agricultural sector, municipalities, cooperatives, etc., and as far as the APA knows, there is no limitation in the federal law as to who can apply for this power.

**COMMENTS: Doug Kupel:** He believes the intent of the law is very clear in that the new allottees for D-1 and D-2 are people that are not entities that are not getting Hoover power at the moment. If the allocation is allowed to be manipulated or twisted in any way so that people who are already getting Hoover power go to the head of the line of those who do not have it, that's going to violate the intent of Congress.

In terms of what types of entities should apply for D power, Mr. Kupel appreciates the comments from the existing A and B power customers on the D power, but he believes that those folks really won't be eligible for the D power if the intent of Congress is followed. While he appreciates their comments and interest, he thinks that the entities that should be eligible to apply are those that do not have Hoover power at the moment.

In terms of allocating Hoover power, he thinks that there is no particular way. If you look at kWh and look at power loads, that's probably the easiest way because that is something that everyone is familiar with. He does not advocate a lottery or that type of method. He believes the guiding principle for the power should be the greatest good for the greatest number so that this power should be looked at as a way to reduce cost for the greatest number of people. Of course, coming from the City of Phoenix and for a municipality, the way to do that would be to reduce those energy costs for the City of Phoenix and other municipalities so that those reduced costs can be passed on to a large number of consumers in the Metropolitan area.

Initial thoughts on the question that you asked regarding the impact of the process on the entities. So far, it hasn't been onerous. They attend the Power Authority meetings, and the process so far

hasn't been too bad. For Phoenix and other municipalities, the payoff is large. With the possibility of reducing their costs for the next 50 years if a 50 year contract is used, or for the next 25 years if a 25 year if a 25 year contract is used, for that kind of payoff and that kind of incentive, the City of Phoenix doesn't mind putting in the work, whatever the work is going to be.

**CLARIFICATION: Joe Mulholland:** He asked Doug Kupel about the comment he made about the greatest good for the greatest number of people. Those two concepts/principles may be inconsistent because if we take the Hoover power and give it to the greatest number of people, everybody gets a kilowatt and that would light a light bulb.

**RESPONSE: Doug Kupel:** He is not talking about every person getting a piece of it. He is talking about using the available power and allocating it strategically to locations that would benefit a large number of people. For example, as a municipality, if they could use that Hoover power to reduce their power costs for water treatment or for waste water treatment, that has a potential to reduce the municipal service costs throughout the service area.

Additionally, there may be entities that have not benefited from Hoover power in the past. He believes that is the case with the Indian communities. That could be an instance where the APA might have a type of correction from the past historical use of the power. Those who have not had the benefit of the power, and they may not be large users of power or have a large population that would benefit, but in the interest of equity those folks that have not benefited since 1937 maybe it's time that they got a little bit of power now.

**RESPONSE: Joe Mulholland:** The fundamental problem still exists. The APA has 11 MW to allocate and there might be fifteen municipalities that apply and could clearly qualify for this power. **How does the APA divide power amongst them?** If the APA gives each one of them 1/15, that's not a whole lot of power. That's not going to do much for the City of Phoenix. If we gave the City of Phoenix 5 MW, that might be different. **Do you have any suggestions or thoughts on how we address this type of weighing of goals or principles?**

**RESPONSE: Doug Kupel:** Once the application process starts and you get a number of applications, then you will have a better idea of how many municipalities are interested in the power. It may be that there are not a large number, or it may be that there is a group who may want to go in together. Some of these questions may be answered by who applies. He suggests that the APA take it as it goes and just continue to state the benefits of the power and allocate it where it's going to reduce the cost of water pumping, for example, that has a big benefit on many of their customers. Another example is the CAP power. City of Phoenix is a beneficiary of that because it reduces to some extent the cost that Phoenix pays for CAP water. These things are all tied in together.

**COMMENTS: Bob Lynch:** Raised questions on legal issues that he feels the APA may need to take into consideration in the allocation of D power.

**Joe Mulholland:** Suggested that Mr. Lynch summarize his thoughts on this area and write the APA a letter that could be posted on the 2017 web blog and perhaps get responses from others with regard to the troublesome legal issues that he is alluding to.

**Mike Gazda:** Western has a preliminary schedule for the D-1 allocation and he asked Mike Simonton to go through the process briefly to give everybody an idea of how quickly that allocation will occur.

**Mike Simonton:** A resource pool was established as the legislation called for. The Federal Registration Notice in June 2012 basically conformed Western's criteria and administratively enacted what the legislation requires Western to do. The resource pool has been allocated for Schedule A and B. Western is now moving into the mode of allocating the D-1 power.

The first step would be to propose marketing criteria, such as loads, types of entities, priorities, etc. to look at in the decision making process. They would follow up with some information and comment forums. Western will eventually make the final marketing criteria decisions and then take the applications that Western receives and propose allocations. They would, again, have additional information and comment forums in order to make the final decisions on allocations. Western anticipates having final decisions on allocations around the summer of 2014 time period.

With regard to timing, Western does have some limitations. There is language in the legislation that was enacted in December of 2011 that says that Western has three years or 36 months to make these allocations, so their clock is ticking to have these allocations made by December 2014. But as has been seen over the past two-to-three years, at any point in time, Western could have entities that are requesting or demanding a delay or extended comment periods, etc. Anytime Western puts out a proposal, seeks comments and makes decisions it is roughly a five-to-six month window. Before final allocations are made, Western will have proposed allocations and the public may comment on those proposed allocations. That would occur before the summer of 2014.

Western is fairly reluctant to have formal negotiations because they have not defined who will be receiving an allocation. They have their A and B Contractors defined. They have existing allocations and Western is not opposed to having informal discussions on contract principles, but Western does not see that as contract negotiation as they have not yet identified with whom they need to negotiate contracts and they would really like to maintain the integrity of having contract negotiations simultaneously with all allottees. So Western envisions starting contract negotiations some time by the summer of 2014 and for the few months after that period.

Western hopes to have executed contracts somewhere in the spring of 2015 time period. At this time, Western is looking at a year and a half timeframe before implementation of those contracts would take effect.

**Joe Mulholland:** The APA asked for additional comments from the attendees and posed these questions to generate feedback:

- How should the D-2 power be allocated to new customers who are not currently receiving Hoover power from the Arizona Power Authority?
- How do we divide this 11 MW amongst the new applicants for the D-2 power?
- Do we do it on the basis of kW?
- Do you have different thoughts on this as far as the whole allocation concept works?

**Alan Dulaney from City of Peoria:** City of Peoria does not receive any power at this time. They would definitely be a new allottee. They are interested in obtaining power to offset the costs of their municipal water and waste water operations. That electric power is one of the major components of their cost of operations. If those costs can be reduced, then they have fulfilled their responsibility to Peoria's citizens and rate payers. Mr. Dulaney does not understand all the legalese, and he is sure that their City Attorney would, but he can say that they also don't favor a lottery. They are not here to resell power to retail customers, but merely to offset their own needs for power. Therefore, they would be more in favor of a kW approach. Breaking up power into chunks, as was noted earlier, would not provide the City of Peoria with the amounts of power that they would need to offset their power cost, or at least reduce them. They are in favor of a need based approach. They are in favor of making sure that municipalities are included amongst the new allottees and they look forward to applying for some of the Hoover power.

**Mike Block with Metropolitan Domestic Water Improvement District (also known as Metro Water, but not of Southern California):** They have been on record with the APA as being interested, but do not currently have a Hoover power contract. They are a public water utility. That is all the business they do and they serve about 50,000 people. They have five different service areas and they are in the business of moving water to their customers. They also have a Central Arizona Project water allocation.

Currently, they are storing the water for the future, but it is outside of their service area. They need to recover the water and bring it up to their service area. That would be the main purpose for the use of the Hoover power and to fully utilize their renewable resource. Their preference for use of the Hoover power would be to utilize it for the benefit of the state and getting them off of groundwater and fully utilizing their renewable resources. As far as CAP, they also have an affluent allocation and they have plans for that later. Both of those resources use power.

Hoover power would greatly benefit their customers given the large capital investment they have to make to fully utilize those resources and to preserve their groundwater for the future.

For the new, potential applicants that don't have Hoover power, some of the issues that have been discussed related to power and how it is quantified would help a lot of the applicants if they knew how the instantaneous capacity of the electrical power was determined in the past versus the kW.

The kW is an easy concept for a water utility as they have records for their pumpage use per month and their total use. As far as the capacity side, they do not get involved in that aspect as much and they probably need a little more background related to that aspect.

Production as far as for water, they are very familiar with capacity. They know what their pumping plants can do and they know how much of the pumping capacity they utilize, but on the electrical side, that is a different story.

A concept to consider is related to demand management, which he does not know how that would work as far as availability of Hoover power. They are trying to move to a gravity feed system, which is where they would do their pumpage at night rather than during the peak periods. So he doesn't know how that would relate to Hoover power and that would be helpful information.

**Joe Mulholland:** The concept of using the power at night and during different periods, especially when, perhaps, we have minimum requirements, might be helpful when we have situations where the water has to flow a minimal amount. That could be an advantage that we could all share.

**Mike Gazda:** Gave a brief description of how the APA schedules the power now to give those present who are not APA customers an idea of how that is done. There were some questions asked by the public.

**Joe Mulholland:** Explained that when we get into scheduling power, it gets a bit complicated, but there might be ways to coordinate some of the needs expressed. He asked Tom Arnold what his thoughts are on the lottery method.

**Tom Arnold:** It is the scenario of having a scarce resource. How do you allocate it fairly if there are like entities? For example, the City of Tucson and Phoenix are competing for the same resource. Are there any other scoring methods that may be completely equal? Is equal not good or essentially, no difference? The more cities you get involved there almost becomes this question of, on principal, there's no rank ordering of one city over the other unless you want to



bring in per capita income, or some other sort of social metric to say that they are poorer and they should get more or share for all like entities.

Electric cooperatives would be a pool. How would you allocate amongst electric cooperatives? Of course, electric cooperatives may be serving municipalities too, so there is another whole level of complication there. A lottery is just a way that can be used to allocate things when you have equal parties competing for the same resource and there is no other fair way to do it. There could be different mechanisms of lottery. You could have a two-phase lottery, so that everybody gets a shot at some, or there is a minimum amount if your request is below some threshold that you get that if you make it in the lottery.

Mr. Arnold thinks is it something worth pursuing. Obviously, there are things that you do at auctions that he is assuming would be out. A lottery would be another sort of mechanism. But as you begin to hear how or what is the best way. Is it kW or kWh between people? That's sort of a mechanical thing assuming that they are all alike. But there is not enough of that to go around so you need some other sort of method.

The allocation problem is how do you determine how much should Phoenix get and how much Tucson should get when we both want more than what is available. So you can do it proportionally. You only get a proportional share and it seems like that is where you are going to end up.

As Joe pointed out, the problem is when you have a lot of requests the return diminishes because neither city is in the power business so they have to enter into contracts with probably the local energy provider to do the wheeling and then the transaction costs and other things can eat away at the benefits. So Mr. Arnold was trying to figure out a way to create a large enough metric for a minimum kW sort of allocation volume or a kWh that would be a threshold amount to get into the lottery. You would get this amount so that you wouldn't have to split the pool so much that no one gets much of anything.

**Robin Stinnett City of Avondale:** They have expressed some interest in applying for D power. Like the other water provider colleagues, City of Avondale would use this power for their water and waste water operations, as well. She does agree a lot with what Doug Kupel has said and a lot of what Alan Dulaney has said on asking for consideration based on need. She would like to suggest that as well.

The other thing that she suggests is that consideration right now of application methods is a good idea to start a process like that, but she also agrees with Doug that it might be useful to wait to see how many applications the APA receives to know whether or not the volume involved does exceed the amount available. If it does, there are ways to do this, such as proportional shares. There are processes where you would accommodate certain users first and then go up

proportionally. So there are ways to do that, but she suggests that the APA might want to wait to see what kind of demand there is for this particular kind of power first. She also, respectfully, would like to note that City of Avondale would not be in favor of a lottery; at least at this time.

**Donovan Neese Roosevelt Irrigation District:** As Doug has said, maybe his opinion doesn't matter because they are an existing customer, but nevertheless he wanted to point out a couple of things and ask a question. The Authority has had a great history of supporting agriculture and bringing water to the desert. He doesn't see why that should change with this new allocation of power. That gives the APA and the Commissioners a good foundation that has already been stood on for so many years, and can continue to stand on. Donovan then asked if it is legal to auction off the D power, or is that possible even.

**Joe Mulholland:** Stated that he didn't know if it was legal or not. The APA hasn't thought about it before. But he is not sure that the APA could auction it off where you would pay more than your next door neighbor because it is our policy to charge everybody the same amount. Joe did not want to answer that question as an absolutely no until he has had time to think about it. The purpose for some of these meetings is to get new ideas.

**Eric Kamenski City of Tempe Water Utilities:** He followed on what some of the other municipal counterparts have said. He doesn't know that they can give any recommendation on the process for allocation. He is not sure that City of Tempe would be in support of a lottery system with the current information. For Tempe, they have a service area population of about 175,000. They also serve the town of Guadalupe. In Tempe they probably have more jobs than they do residents. So they have a big business presence at Arizona State University. Their needs would be for two 50 million gallon per day surface water treatment plants, a dozen deep wells that would also be a power demand for a municipal (*inaudible*) water production, and a nine MGD water reclamation water facility. So those are the interests that the City of Temp has in the Hoover D power.

One thing that he heard Mr. Kupel mention is that there is also the possibility of people partnering together on things. One other example would be the sub-regional operating group, SHRAG, which is the five city partnership that operates the 91<sup>st</sup> Avenue Waste Water Treatment plant. There is another possible method which would be the possibility of a consortium of people who may actually be interested in pursuing some of the D power.

**Joe Mulholland:** That's a good thought. That's something else that the APA hadn't considered. That could weigh into this whole process. Anyone else have a question or comment?

**Doug Fant:** One question for Mike Simonton, as he was discussing the allocation of the D-1 power, the California D-2 power, the 11.5 MW D-2 power, which Western has the responsibility

for allocating, will they allocate that simultaneously with the D-1 power, or have separate processes, parallel processes. Has that been thought about?

**Mike Simonton:** That has been thought about. Western would not have the available time to do those allocations subsequent to each other. If Western was going to do anything separate, they would have to be parallel. They do envision them at the same, in the same Federal Registration Notices. They envision using the same marketing criteria, but they would have so much that would be required to be allocated to California.

**Bob Lynch:** Question for Western, if they are simultaneously allocating D-1 and D-2 in California, are you going to try to finish D-2 first and then consider those people no longer eligible for D-1, i.e., no longer new entrants?

**Mike Simonton:** Western is seeking to allocate all the D-1 and D-2 that they could find at the same time.

**Bob Lynch:** Will people in California be able to get both? That's the question he just asked a different way. He stated Mike didn't have to answer.

**Mike Simonton:** He doesn't know that Western envisions saying that this is D-1 power and this is D-2 power. As presented to them, they have a certain amount of allocation that needs to be allocated in California and a certain amount that needs to be allocated within the marketing area. Western is marking both of those as they are prescribed in the legislation.

**Joe Mulholland:** He asked about the cost to the applicants with regard to the time required to apply for D-2 power, but from what has been said so far he doesn't think that it's a major consideration right now for new applicants. However, what the APA would like to do is minimize that cost and time that applicants invest in putting an application together and responding to the questions that come from the Authority in this process. Nevertheless, the APA has to have a complete record so that when the APA makes a recommendation and the Commission does make a decision, it is based on sound information and sound facts. That comes first, but the APA will try to minimize those costs. Are there any suggestions along these lines? There were none from the public.

As mentioned earlier, the Power Authority does not have a draft application at this time. The application that was on the table as a handout was prepared by Western for their D-1 process. It was a preliminary application, but it does give some ideas of what the APA might be looking for on its application.

To give you some clues on where to look for some of these questions, the book of Laws pertaining to the Power Authority, the Copper colored book that was out on the table, has some

pages that he referenced. The first is page two, which talks about the availability of the long-term power and the negotiations and things of that nature and the Power Purchase Certificates, etc. Also, page four goes further into the Power Purchase Certificates and the elements of the information that the APA would ask applicants to supply on the applications for a Purchase Power Certificate. Joe Mulholland envisions that the APA will ask all of the D-2 power applicants to file an application for a Purchase Power Certificate.

There is also some interesting information on page 25, Section 30-125. It doesn't deal so much with the D power, but it does deal with the other power that the Power Authority will be allocating.

If any of you would like information or help on filling out the application for D-1 power with Western, the APA would be glad to help you as much as they can. The more D-1 power that can get allocated in the state, the better off we are, and the more we get to you all, the better off we all are.

Moving on to the schedule for how we plan to move forward on this process, Joe's thoughts are exactly as Jay Moyes described earlier. The APA would move forward with its allocation of D-2 power after Western has made their allocation of D-1 power. That ultimate decision will, of course, be made by the Commission, but Joe thinks that is the direction that the APA is leaning towards at this time. It would be helpful for the APA to know what Western has done so that the APA could supplement and help with that process. In addition, if there are entities that are left out, the APA could take that into consideration.

**Elizabeth Story with Tonopah Irrigation District:** When is the APA going to make a decision on whether the current customers remain current customers? When are you going to pass through the A and B to the current customers? She didn't know if Joe could answer, but that's her question.

**Joe Mulholland:** That is a policy decision to be made by the Commission. He has no comment and no idea.

**Elizabeth Story:** She added that most, if not all, of the current customers would stay out of the D-2 power if they knew they didn't need to be in the middle of the allocation of that power.

**Doug Fant:** One point on D power, which is a Commission decision, if the APA will require Power Purchase Certificates for D power that partly answers the question on utility function because Power Purchase Certificates allow you to satisfy utility function by a hard asset or by contract. That is an issue, which is out there, but if the Commission chooses to go that route Doug thinks that it answers that question via regulations. Either would be fine if that is the route that the Commission takes.

Schedule D Hoover Power Workshop  
September 26, 2012  
Page 13

There were no additional comments or questions at that time. The Executive Director thanked everyone for attending the workshop and for making the effort to be here and help the APA with this process. Hopefully, it will be worthwhile for all.

***NOTE:** A recording of the September 26, 2012 Arizona Power Authority Schedule D Power Workshop may be heard at the office of the Arizona Power Authority during normal business hours. Please contact the Arizona Power Authority Executive Secretary at 602-368-4265.*