**BEFORE**

**THE PUBLIC UTILITIES COMMISSION OF OHIO**

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| In the Matter of the Application of **Ohio Power Company** for Approval of Full Legal Corporate Separation and Amendment to its Corporate Separation Plan. | ::::: | Case No. **12-1126-EL-UNC** |

**COMMENTS**

**SUBMITTED ON BEHALF OF THE STAFF OF**

**THE PUBLIC UTILITIES COMMISSION OF OHIO**

 As part of Ohio Power Company’s (OPCo or Company) corporate separation plan filed with the Commission and discussed in the testimony of Renee Hawkins in its standard service offer (SSO) case, OPCo does not want to transfer $296 million in pollu­tion control revenue bonds (PCRB) to its affiliate generation company.[[1]](#footnote-1) The Company requests that this debt remain with the electric distribution utility instead of transferring with the generation assets to its affiliate generation company. As a policy matter, Staff believes that the debt associated with generation assets should follow the assets. Also, the Company has not provided any analysis to quantify the impact to OPCo if the debt is transferred. For these reasons, Staff recommends that the Commission deny this request at this time, and, within six months of completion of corporate separation, should OPCo wish to renew this request, require OPCo to include in its request a quantification of the negative impact of transferring the $296 million in PCRBs to its affiliate generation com­pany using any financing options available to it.

 In addition, the corporate organization chart filed with the application in this case must be updated to reflect the legal entities that are related to American Electric Power Inc. (AEP), as well as all reportable segments related to OPCo. Staff recommends that this be similar to the information AEP provides to the Securities and Exchange Commis­sion in its 10K filings.

Respectfully submitted,

**Michael DeWine**

Ohio Attorney General

**William L. Wright**

Section Chief

/s/ John H. Jones

**John H. Jones**

Assistant Section Chief

Public Utilities Section

180 East Broad Street, 6th Floor

Columbus, OH 43215-3793

614.466.4397 (telephone)

614.644.8764 (fax)

john.jones@puc.state.oh.us

# PROOF OF SERVICE

 I hereby certify that a true copy of the foregoing **Comments** submitted on behalf of the Staff of the Public Utilities Commis­sion of Ohio,was served via electronic mail upon the following Parties of Record, this 27th day of July, 2012.

/s/ John H. Jones

**John H. Jones**

Assistant Section Chief

**Parties of Record:**

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| Steve T. NourseMatthew J. SatterwhiteAmerican Electric Power Service Corp.1 Riverside Plaza, 29th FloorColumbus, OH 43215stnourse@aep.commjsatterwhite@aep.comMaureen GradyAssistant Consumers’ CounselOffice of the Ohio Consumers’ Counsel10 West Broad StreetSuite 1800Columbus, OH 43215grady@occ.state.oh.usMark A. HaydenFirstEnergy Service Company76 South Main StreetAkron, OH 44308haydenm@firstenergycorp.omJames F. LangLaura C. McBrideN. Trevor AlexanderCalfee, Halter & Griswold1400 KeyBank Center800 Superior AvenueCleveland, OH 44114jlang@clafee.comlmcbride@clafee.comtalexander@calfee.comMichael L. KurtzDavid F. BoehmJody M. KylerBoehm, Kurtz & Lowry36 East Seventh StreetSuite 1510Cincinnati, OH 45202dboehm@bkllawfirm.commkurtz@bkllawfirm.comjkyler@bkllawfirm.comLisa B. McAlisterMatthew W. WarnockJ. Thomas SiwoThomas J. O’BrienBricker & Eckler100 South Third StreetColumbus, OH 43215-4291lmcalister@bricker.commwarnock@bricker.comtsiwo@bricker.comtobrien@bricker.comRichard L. SitesOhio Hospital Association155 East Broad Street, 15th FloorColumbus, OH 43215-3620ricks@ohanet.orgM. Howard PetricoffStephen M. HowardVorys, Sater, Seymour & Pease52 East Gay StreetP.O. Box 1008Columbus, OH 43216-1008mhpetricoff@vorys.comsmhoward@vorys.com | Sam RandazzoFrank P. DarrJoseph E. OlikerMatthew R. PritchardMcNees, Wallace & Nurick21 East State Street, 17th FloorColumbus, OH 43215sam@mwncmh.comfdarr@mwncmh.comjoliker@mwncmh.commpritchard@mwncmh.comAmy B. SpillerJeanne W. KingeryRocco D’AscenzoElizabeth H. WattsDuke Energy Ohio139 East Fourth Street, 1303-MainP.O. Box 961Cincinnati, OH 45201-0960amy.spiller@duke-energy.comjeanne.kingery@duke-energy.comrocco.d’ascenzo@duke-energy.comElizabeth.watts@duke-energy.comDavid A. KutikAllison E. HaedtJones Day901 Lakeside AvenueCleveland, OH 44114dakutik@jonesday.comaehaedt@jonesday.comRobert A. McMahonEberly McMahon, LLC2321 Kemper LaneSuite 100Cincinnati, OH 45206bmcmahon@emh-law.comJoseph M. ClarkVectren Energy6641 North High StreetSuite 200Worthington, OH 43085jmclark@vectren.comKurt P. HelfrichAnn B. ZalloccoThompson Hone LLC41 South High StreetSuite 1700Columbus, OH 43215-6101kurt.helfrich@thompsonhine.comann.zallocco@thompsonhine.comMark S. YurickZachary D. KravitzTaft Stettinius & Hollister65 East State StreetSuite 1000Columbus, OH 43215myurick@taftlaw.comzkravtiz@taftlaw.com |

1. *See* Ohio Power Company’s Application for Approval of Full Legal Corporate Separation and Amendment to its Corporate Separation Plan (March 30, 2012) (Case No. 12-1126-EL-UNC at 5-6) and *In re Application of Columbus Southern Power and Ohio Power Company for Authority to Establish a Standard Service Offer Pursuant to § 4928.143, Ohio Rev. Code, in the Form of an Electric Security Plan*, Case No. 11-346-EL-SSO, *et al.* (Direct Testimony of Renee V. Hawkins in Support of AEP Ohio’s Modi­fied Electric Security Plan at 9-10) (March 30, 2012). [↑](#footnote-ref-1)