



**TIMOTHY J. EIFLER**  
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December 31, 2018

**VIA FEDERAL EXPRESS DELIVERY**

Executive Director Earl Taylor  
c/o Sharla Dillon  
Tennessee Public Utility Commission  
502 Deaderick Street, Fourth Floor  
Nashville, TN 37243

**RE: Petition of Kentucky Utilities Company for (1) An Order Authorizing Kentucky Utilities Company to Abandon Its Service Area in Tennessee and to Withdraw Its Tariff for Electric Service and (2) An Order Declaring that Kentucky Utilities is No Longer a Public Utility Under Tennessee Law and No Longer Subject to Tennessee Public Utility Commission Regulation**  
**Docket No. 19-00001**

Dear Mr. Taylor:

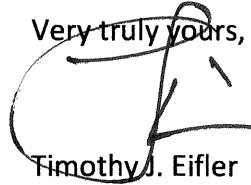
Enclosed please find for filing an original and four (4) copies of *Kentucky Utilities Company's Petition for An Order Authorizing the Company to Abandon Its Service Area in Tennessee and to Withdraw Its Tariff for Electric Service and An Order Declaring that Kentucky Utilities is No Longer a Public Utility Under Tennessee Law and No Longer Subject to Tennessee Public Utility Commission Regulation*. As required, included with this filing is the \$25.00 filing fee made payable to the Tennessee Public Utility Commission.

Also enclosed are the original and four (4) copies of *Motions for Admission Pro Hac Vice of Kendrick R. Riggs and Allyson K. Sturgeon* and the supporting documents. Under separate cover Ms. Sturgeon's executed affidavit in support of my motion for her *pro hac vice* admission will be filed with your Office and an informational copy sent to the Board of Professional Responsibility by January 3, 2019. I am a member of the Tennessee Bar (TSB No. 022399) and both Mr. Riggs and Ms. Sturgeon are associated with me, in accordance with Tennessee Supreme Court Rule 19(g), with respect to Kentucky Utilities Company's *Petition*. A fee of \$170.00 each for Mr. Riggs and Ms. Sturgeon's *pro hac vice* motions has been sent under separate cover to the Board of Professional Responsibility along with informational copies of

Executive Director Earl Taylor  
December 31, 2018  
Page 2

the motions and supporting documents. An informational copy of the letter to Board of Professional Responsibility is enclosed.

Should you have any questions or need any additional information, please contact me at your convenience.

Very truly yours,  
  
Timothy J. Eifler

TJE:ec

Enclosures

cc: Kendrick R. Riggs, Stoll Keenon Ogden PLLC (w/o encl.)  
Allyson K. Sturgeon, Managing Senior Counsel, Regulatory and Transactions (w/o encl.)  
Board of Professional Responsibility, Attn: Patty Burton

**BEFORE THE TENNESSEE PUBLIC UTILITY COMMISSION**

**NASHVILLE, TENNESSEE**

**PETITION OF KENTUCKY )  
UTILITIES COMPANY FOR (1) AN ORDER )  
AUTHORIZING KENTUCKY UTILITIES )  
COMPANY TO ABANDON ITS SERVICE AREA )  
IN TENNESSEE AND TO WITHDRAW ITS )  
TARIFF FOR ELECTRIC SERVICE AND (2) AN )  
ORDER DECLARING THAT KENTUCKY )  
UTILITIES IS NO LONGER A PUBLIC )  
UTILITY UNDER TENNESSEE LAW AND NO )  
LONGER SUBJECT TO TENNESSEE PUBLIC )  
UTILITY COMMISSION REGULATION )**

**Docket No. \_\_\_\_\_**

**PETITION OF KENTUCKY UTILITIES COMPANY**

Petitioner Kentucky Utilities Company (“KU” or the “Company”) hereby requests, pursuant to Tenn. Code Ann. § 65-4-114, that the Commission authorize KU to abandon its small service area just across the Kentucky-Tennessee state line along State Route 132 in Claiborne County, Tennessee where four former residential properties were previously served, and close and withdraw its tariff for electric service in the state of Tennessee. KU further requests, pursuant to Tenn. Code Ann. § 65-2-104, an Order from the Tennessee Public Utility Commission (the “Commission” or the “TNPUC”) declaring that KU is no longer a public utility under Tennessee law, and therefore is no longer subject to regulation by the TNPUC.

In support of this Application, KU states as follows:

1. The Company’s full name is Kentucky Utilities Company. The mailing address of the Company is 220 West Main Street, Louisville, Kentucky 40202. KU is a Kentucky and Virginia corporation. KU was incorporated in Kentucky on August 17, 1912, and began providing electric service in Tennessee in 1919. KU is a public utility as defined by Tenn. Code Ann. § 65-4-101(6). KU previously served four residential properties in Tennessee. KU also provides retail electric service to approximately 525,000 customers in 77 counties in Kentucky

and approximately 29,000 customers in 5 counties in Virginia. KU can be reached at the email addresses of the counsel listed below.

2. KU previously provided retail electric service to four small non-contiguous residential properties located just south of the Kentucky-Tennessee state line along State Route 132 in Claiborne County, Tennessee. The residences consisted of three mobile homes and one stationary residential structure. KU served these residential properties via a single distribution line along State Route 132. KU did not provide any public street lighting service from this line.

### **History of KU's Service in Tennessee**

3. In 1926, KU received a franchise, through its then wholly-owned subsidiary Dixie Light & Power Company ("Dixie"), to construct and maintain lines within Claiborne County, Tennessee. With the approval of TNPUC's predecessor, KU dissolved Dixie and transferred all of Dixie's assets to KU in 1954.<sup>1</sup>

4. In 1933, Congress passed the Tennessee Valley Authority Act of 1933 (the "Act"). As the operations of the Tennessee Valley Authority ("TVA") expanded, controversies between investor-owned utilities and distribution cooperatives served by TVA over customers and service territories arose. In 1952, KU obtained a second perpetual franchise granting it authority to construct and operate electric lines over, along, and across county highways between Cumberland Gap and New Tazewell, Tennessee. KU and Powell Valley Electric Cooperative ("Powell Valley") entered an agreement that same year whereby each declared they would not serve the other's customers. In 1958, KU and Powell Valley Electric Cooperative's territorial agreement was then superseded by a more detailed agreement.

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<sup>1</sup> Brief for Appellant, Kentucky Utilities Company, at 6, *Kentucky Utilities Co. v. Tennessee Valley Authority*, Case No. 16,491 (6th Cir. May 29, 1965).

5. In 1959, in response to industry concerns over these types of issues, Congress amended the Act to bar TVA from expanding sales outside “the area for which [it] or its distributors were the primary source of power on July 1, 1957.”<sup>2</sup> The purpose of §15d or the “Fence” was to protect private utilities from TVA competition. This amendment took effect on August 6, 1959.

6. In 1960, KU and Powell Valley created a map purporting to detail their respective service areas.

7. On August 26, 1964, the TVA Board found and determined that all of Claiborne County, Tennessee was within the area for which TVA or its distributors were the primary sources of power supply on July 1, 1957.

8. KU filed suit in federal court, claiming TVA was supplying power outside its area in an attempt to destroy KU’s business.<sup>3</sup> The District Court ruled in favor of TVA, upholding the TVA board’s decision that all of Claiborne County was within the area for which TVA and its distributors were the primary source of power on July 1, 1957.<sup>4</sup> On appeal, the Court of Appeals then reversed, ruling that the Act prohibited the expansion of TVA power into the areas involved.<sup>5</sup> TVA appealed.

9. In 1968, the U.S. Supreme Court granted certiorari and rendered a decision that resolved the controversy and substantially ended KU’s presence in Tennessee.<sup>6</sup> The U.S. Supreme Court held that TVA Board’s determination, *i.e.* Claiborne County constituted the primary service “area” within the meaning of the Act, was entitled to deference as a decision

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<sup>2</sup> 16 USCS §§ 831 et seq. (1933).

<sup>3</sup> See *Kentucky Utilities Co. v. Tennessee Valley Authority*, 237 F.Supp. 502 (E.D.Tenn. 1964).

<sup>4</sup> *Id.* at 514.

<sup>5</sup> *Kentucky Utilities Co. v. Tennessee Valley Authority*, 375 F.2d 403, 413 (6th Cir. 1966).

<sup>6</sup> See *Hardin v. Kentucky Utilities Company*, 390 U.S. 1 (1968).

within the permissible choices of the statute in question.<sup>7</sup> In doing so, the U.S. Supreme Court reversed the judgment of the Court of Appeals and affirmed the judgement of the District Court.

10. After the *Hardin* decision, in time, TVA's distributor cooperative, Powell Valley, came to serve nearly all of KU's former customers in Claiborne County.

#### **KU's Current Position in Tennessee**

11. KU is a utility as defined by Tenn. Code Ann. § 65-4-101(6)(A) and, in recent years, provided retail electric service to four small non-contiguous residential properties in a remote area just across the Kentucky-Tennessee state line along State Route 132 in Claiborne County, Tennessee. As of December 28, 2018, KU has purchased all four properties: three with mobile homes and one with a residential structure. The property located on 5914 Fork Ridge Road, Cumberland Gap, Tennessee was conveyed by deed<sup>8</sup> to KU on November 10, 2018 ("the Byrd property"). Next, on November 14, 2018, the property located on Klondike Hollow in Cumberland Gap, Tennessee was conveyed by deed<sup>9</sup> to KU ("the Roark property"). The property located on 5640 Fork Ridge Road, Cumberland Gap, Tennessee was conveyed by deed<sup>10</sup> to KU on December 6, 2018 ("the Phillips property"). Lastly, the fourth property located on 239 Good Lane, Cumberland Gap, Tennessee was conveyed by deed<sup>11</sup> to KU on December 13, 2018 ("the Good/Helton property"). All customers are currently in lease agreements with KU, with the lease-back agreements expiring no more than 90 days after initial conveyance of the property to KU. The Lease Agreement for the Byrd property<sup>12</sup> expires on January 9, 2019. The Lease

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<sup>7</sup> *Id.* at 13.

<sup>8</sup> Recorded in Deed Book No. 1509, Page No. 286 in the Claiborne County Register of Deeds Office.

<sup>9</sup> Recorded in Deed Book No. 1509, Page No. 300 in the Claiborne County Register of Deeds Office.

<sup>10</sup> Recorded in Deed Book No. 1510, Page No. 701 in the Claiborne County Register of Deeds Office.

<sup>11</sup> Recorded in Deed Book No. 1511, Page No. 310 in the Claiborne County Register of Deeds Office.

<sup>12</sup> The Lease Agreement began on November 10, 2018 and expires 60 days after commencement.

Agreement for the Roark property<sup>13</sup> expires on January 13, 2019. The Lease Agreement for the Phillips property<sup>14</sup> expires on March 6, 2019. Lastly, the Lease Agreement for the Good/Helton property<sup>15</sup> expires on March 13, 2019. A map showing the general location and four specific residential properties along State Route 132 in Claiborne County, Tennessee is set out in Exhibit 1 to this Application. The four residential properties have been vacated or will be vacated no later than the middle of March 2019. KU will then remove the distribution facilities that serve these properties.

#### **KU's Small Service Area in Tennessee Will No Longer Have Customers**

12. As referenced above, KU has purchased all four properties in Tennessee that it serves. The four residential properties have been vacated or will be vacated no later than the middle of March 2019. KU will then remove the distribution facilities that serve these properties.

13. Tenn. Code Ann. § 65-34-103 states that “No non-consumer owned electric system may construct, acquire, or maintain facilities ... or other equipment used or useful for the distribution or sale of electricity outside its current geographic territory, nor may any non-consumer owned electric system provide, by sale or otherwise, electricity to any parcel of land located outside its current geographic territory.”<sup>16</sup> Thus, any electric utility is prohibited from expanding beyond the territory it served as of 1989, the effective date of the statute. KU's territorial right to serve in Tennessee is thus limited to the four small non-contiguous residential properties that KU now owns just south of the Kentucky-Tennessee state line along State Route 132 in Claiborne County, Tennessee. Because those four properties are now owned by KU and

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<sup>13</sup> The Lease Agreement began on November 14, 2018 and expires 60 days after commencement.

<sup>14</sup> The Lease Agreement began on December 6, 2018 and expires 90 days after commencement.

<sup>15</sup> The Lease Agreement began on December 13, 2018 and expires 90 days after commencement.

<sup>16</sup> Tenn. Code Ann. § 65-34-103.

the customers have relocated or will relocate, no customers will exist after the middle of March 2019, and due to the restrictions in the above statute, no new potential customers can exist.

### **The Public Welfare No Longer Requires KU to Serve the Four Properties**

14. Under Tenn. Code Ann. § 65-4-114, the TNPUC has authority to allow a public utility “to abandon any service when, in the judgment of the commission, the public welfare no longer requires the same.”<sup>17</sup> Because KU has no present or potential customers in its very limited service area in the state of Tennessee, the public welfare no longer requires KU to provide retail electric utility service to these four residential properties.<sup>18</sup>

15. KU’s limited service area is so small that it simply does not provide KU with an opportunity to earn a reasonable rate of return on its investment or recover its cost of providing service. KU’s investment for servicing these properties is very high compared to the Company’s minimal revenues. For the twelve months ending September 30, 2018, KU delivered 89,411 kilowatt-hours of electricity with \$91,268 plant in service and collected a mere \$6,493 in revenue from the customers. A comparison of the Tennessee residential base service charge and energy charge shows the rates are substantially lower than the corresponding Kentucky charges for retail service.<sup>19</sup> Tennessee does not provide a monthly Fuel Adjustment Clause or Environmental Cost

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<sup>17</sup> Tenn. Code Ann. § 65-4-114. *See Laurel Hills Condos. Prop. Owners’ Ass’n v. Tenn. Regulatory Auth.*, 2014 Tenn. App. LEXIS 205, 2014 WL 1494126 (noting that the TRA has authority to govern and control all public utilities, including the authority to fix just and reasonable rates, to require a public utility to furnish water service, to maintain a certain quality of water service, and to deny a certificate of public convenience and necessity while requiring the utility to continue providing services until sale).

<sup>18</sup> *See Tenn. Wastewater Sys. v. Tenn. Regulatory Auth.*, 2016 Tenn. App. LEXIS 461, 29 (stating Tenn. Code Ann. § 65-4-114 is not a “mandate that the TRA use its authority to require a public utility to provide services in all circumstances”).

<sup>19</sup> Compare KU’s Tennessee Residential service (Basic Service Charge \$8.50 per month and Energy Charge \$0.06805 per kWh) with KU’s Kentucky Residential service (Basic Service Charge \$12.25 per month and Energy Charge \$0.09078 per kWh)



Recovery adjustment mechanism like Kentucky.<sup>20</sup> It is not profitable or even cost-effective for KU to provide service to the four properties in Tennessee under these conditions.

16. Regulatory costs associated with this service greatly outweighed the revenues from providing service to these four properties. KU's Tennessee regulatory requirements include the filing of rate cases, tariff filings, financing approvals at least once a year, and change of control approvals from time to time. For the twelve months ending September 30, 2018, KU's revenues in Tennessee amounted to only \$6,493 and did not begin to cover KU's Tennessee regulatory costs.

17. KU requests, pursuant to Tenn. Code Ann. § 65-4-114, that the Commission authorize KU to abandon its Tennessee service area and authorize KU to withdraw its tariff for electric service in Tennessee.

#### **KU Should No Longer Be a Public Utility in the State of Tennessee**

18. Tenn. Code Ann. § 65-4-101(6)(A) defines a "public utility" as an "individual, co-partnership, association, corporation, or joint stock company ... that own[s], operate[s], manage[s] or control[s], within the state, ... plant or equipment, *affected by and dedicated to the public use*, under privileges, franchises, licenses, or agreements, granted by the state or by any political subdivision thereof" (emphasis added).<sup>21</sup> KU's former customers in Claiborne County were the Company's only customers served in the state of Tennessee. Now that KU will have no more customers and owns the property that comprised its service territory, the Company's utility service is no longer "affected by and dedicated to the public use."<sup>22</sup> KU requests that the

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<sup>20</sup> 807 KAR 5:056; KRS 278.183

<sup>21</sup> Tenn. Code Ann. § 65-4-101(6)(A).

<sup>22</sup> *Id.*

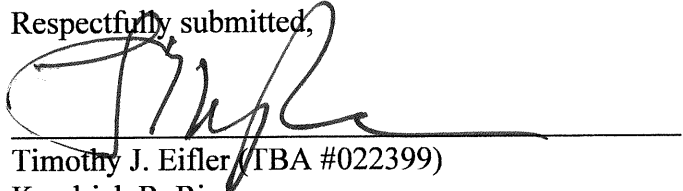
Commission enter an Order declaring that KU is no longer a “public utility” under Tennessee law and is no longer subject to TNPUC regulation.

**WHEREFORE**, Kentucky Utilities Company respectfully requests that the Commission enter an Order:

1. Authorizing Kentucky Utilities Company to abandon its service area in Tennessee and to withdraw its tariff for electric service from the TNPUC;
2. Declaring that KU is no longer a public utility under Tennessee law and no longer subject to regulation by the TNPUC; and
3. Granting all other relief to which Kentucky Utilities Company may be entitled.

Dated: December 31, 2018

Respectfully submitted,



Timothy J. Eifler (TBA #022399)

Kendrick R. Riggs

(Admitted *pro hac vice*)

Stoll Keenon Ogden PLLC

2000 PNC Plaza

500 West Jefferson Street

Louisville, Kentucky 40202-2828

Telephone: (502) 333-6000

Fax: 502-333-6099

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kendrick.riggs@skofirm.com

Allyson K. Sturgeon

(Admitted *pro hac vice*)

Managing Senior Counsel

Regulatory and Transactions

Kentucky Utilities Company

220 West Main Street

Louisville, Kentucky 40202

Telephone: (502) 627-2088

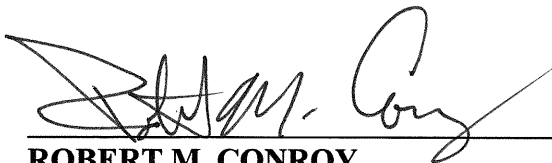
allyson.sturgeon@lge-ku.com

*Counsel for Kentucky Utilities Company*

**VERIFICATION**

**COMMONWEALTH OF KENTUCKY    )**  
**) SS:**  
**COUNTY OF JEFFERSON            )**

Robert M. Conroy, being first duly sworn, deposes and says that he is Vice President of State Regulation and Rates for Kentucky Utilities Company and an employee of LG&E and KU Services Company, that he has personal knowledge of the matters set forth in the foregoing Petition, and that the material contained therein is true and correct to the best of his information, knowledge, and belief.

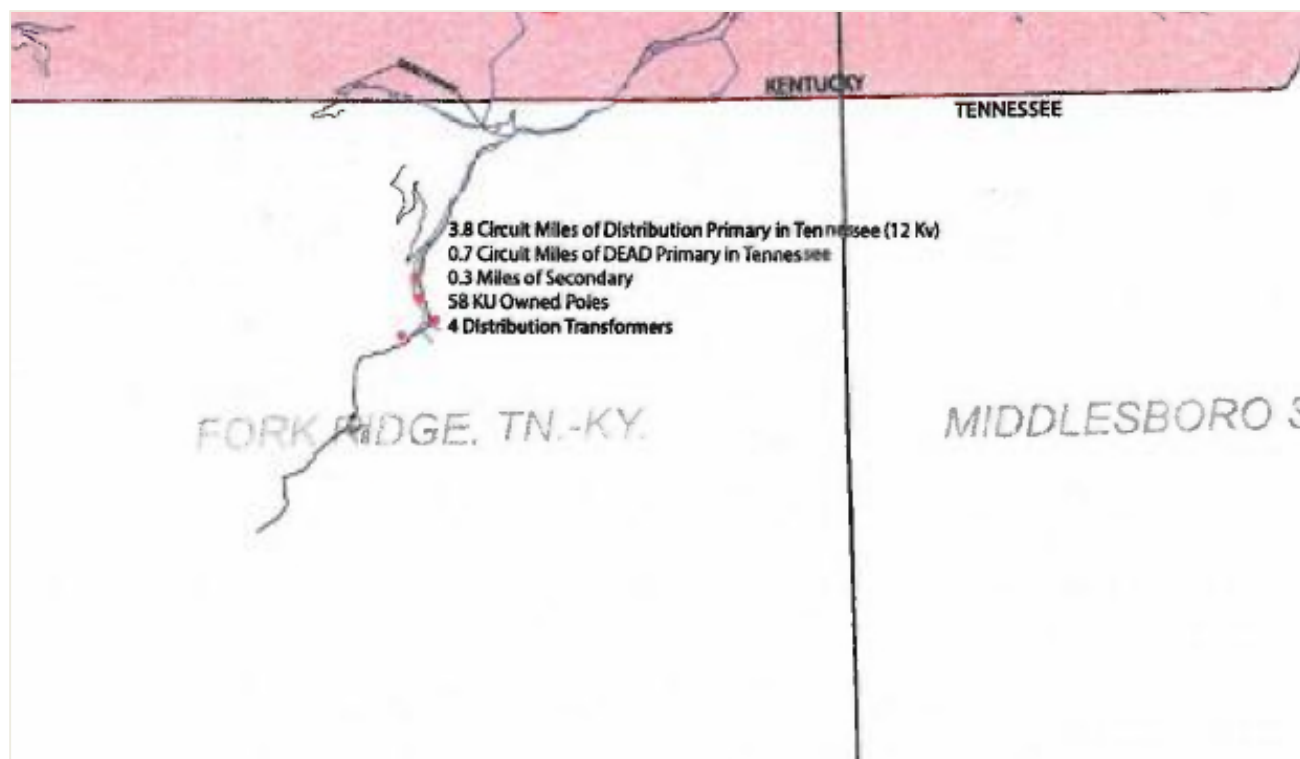
  
\_\_\_\_\_  
**ROBERT M. CONROY**

Subscribed and sworn before me, a Notary Public in and before said County and State,  
this 18<sup>th</sup> day of December, 2018

  
\_\_\_\_\_  
NOTARY PUBLIC

My Commission Expires:  
**Judy Schooler**  
**Notary Public, ID No. 603967**  
**State at Large, Kentucky**  
**Commission Expires 7/11/2022**

**Kentucky Utilities Company  
Exhibit 1**



BEFORE THE TENNESSEE PUBLIC UTILITY COMMISSION

NASHVILLE, TENNESSEE

PETITION OF KENTUCKY )  
UTILITIES COMPANY FOR (1) AN ORDER )  
AUTHORIZING KENTUCKY UTILITIES )  
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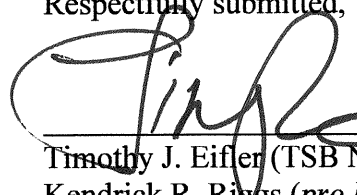
Docket No. \_\_\_\_\_

**MOTION FOR ADMISSION *PRO HAC VICE* OF KENDRICK R. RIGGS**

Pursuant to Tennessee Supreme Court Rule 19 and Tennessee Public Utility Commission Rule 1220-1-2-.04, Kendrick R. Riggs seeks admission *pro hac vice* to the Tennessee Public Utility Commission to represent Kentucky Utilities Company before the Tennessee Public Utility Commission in its *Petition for an Order Authorizing the Company to Abandon Its Service Area in Tennessee and to Withdraw Its Tariff for Electric Service and an Order Declaring that Kentucky Utilities is No Longer a Public Utility Under Tennessee Law and No Longer Subject to Tennessee Public Utility Commission Regulation*. In accordance with Rule 19, the Affidavit of Mr. Riggs is attached to this Motion. Mr. Riggs's Certificate of Good Standing from the Supreme Court of Kentucky, the court of last resort in Kentucky, is attached.

Dated: December 31, 2018

Respectfully submitted,

A handwritten signature in black ink, appearing to read 'Tim Eifler', is written over a horizontal line.

Timothy J. Eifler (TSB No. 022399)

Kendrick R. Riggs (*pro hac vice* motion pending)

Stoll Keenon Ogden PLLC

2000 PNC Plaza

500 West Jefferson Street

Louisville, Kentucky 40202-2828

Telephone: (502) 333-6000

kendrick.riggs@skofirm.com

timothy.eifler@skofirm.com

Allyson K. Sturgeon (*pro hac vice* motion pending)

Managing Senior Counsel

Regulatory and Transactions

Kentucky Utilities Company

220 West Main Street

Louisville, KY 40202

Telephone: (502) 627-2088

allyson.sturgeon@lge-ku.com

*Counsel for Kentucky Utilities Company*


**CERTIFICATE OF SERVICE**

The undersigned hereby certifies that a true and correct copy of the foregoing Motion for Admission Pro Hac Vice of Kendrick R. Riggs was served via regular mail on the following counsel of record and designated contact individuals on the 31<sup>st</sup> day of December, 2018:

Tennessee Board of Professional Responsibility of the Supreme Court of Tennessee  
10 Cadillac Drive, Suite 220  
Brentwood, TN 37027

Robin L. Morrison  
Chairman  
Tennessee Public Utility Commission  
502 Deaderick Street, 4th Floor  
Nashville, TN 37243

Monica Smith-Ashford  
Deputy General Counsel  
Tennessee Public Utility Commission  
502 Deaderick Street, 4th Floor  
Nashville, TN 37243

  
*Counsel for Kentucky Utilities Company*



**BEFORE THE TENNESSEE PUBLIC UTILITY COMMISSION**

**NASHVILLE, TENNESSEE**

**PETITION OF KENTUCKY )  
UTILITIES COMPANY FOR (1) AN ORDER )  
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UTILITY COMMISSION REGULATION )**

Docket No. \_\_\_\_\_

**AFFIDAVIT OF KENDRICK R. RIGGS**

The undersigned, **Kendrick R. Riggs**, being duly sworn, states as follows:

1. My name is Kendrick R. Riggs. I have a residence address of 1812 Round Ridge Road, Louisville, Kentucky 40207, and an office address of 2000 PNC Plaza, 500 West Jefferson Street, Louisville, Kentucky 40202-2828. I am licensed to practice law in Kentucky (May 1983), under bar number 58463, and Virginia (April 1991), under bar number 32247. I am a member of good standing in all jurisdictions in which I am licensed to practice law.

2. I have been retained by Kentucky Utilities Company to represent it in this matter and to appear with Mr. Eifler as co-counsel for Kentucky Utilities Company.

3. I have not been previously admitted or sought to be admitted *pro hac vice* in any court or agency in the State of Tennessee within the preceding three years.

4. I have not been denied *pro hac vice* admission or had *pro hac vice* admission revoked by any court in any jurisdiction.

5. I have not been disciplined or sanctioned by the Board of Professional Responsibility of the Supreme Court of Tennessee or by any similar lawyer disciplinary agency

in any jurisdiction. Further, no disciplinary action or investigation concerning my conduct is pending before the Board of Professional Responsibility of the Supreme Court of Tennessee or before any similar lawyer disciplinary agency in any jurisdiction.

6. I am familiar with the Tennessee Rules of Professional Conduct and the rules governing the proceedings before the Tennessee Public Utility Commission, the agency before which I now seek to practice.

7. I consent to the disciplinary jurisdiction of the Board of Professional Responsibility of the Supreme Court of Tennessee and the courts of Tennessee in any manner arising out of my conduct in any proceeding and I agree to be bound by the Tennessee Rules of Professional Conduct and any other rules of conduct applicable to lawyers generally admitted in Tennessee.

8. I am associated with Timothy J. Eifler (TSB No. 022399) in this proceeding in accordance with Tennessee Supreme Court Rule 19(g). Mr. Eifler's address is 2000 PNC Plaza, 500 West Jefferson Street, Louisville, Kentucky 40202-2828, and his office phone number is (502) 560-4208.

9. I have paid all fees required by Tennessee Supreme Court Rule 19 in connection with my Motion.

10. The Motion and all associated papers have been served upon all counsel of record in this proceeding and upon the Board of Professional Responsibility of the Supreme Court of Tennessee.

  
**Kendrick R. Riggs**

Subscribed and sworn to before me, a Notary Public in and before said County and State,  
this 31<sup>st</sup> day of December, 2018.

(SEAL)

  
Janet M. Portman  
Notary Public

My Commission Expires:

6/26/2019

# KENTUCKY BAR ASSOCIATION

514 WEST MAIN STREET  
FRANKFORT, KENTUCKY 40601-1812

(502) 564-3795

FAX (502) 564-3225

[www.kybar.org](http://www.kybar.org)

## OFFICERS

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John D. Meyers

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Gary J. Sergeant

Bobby C. Simpson

Van F. Sims

Judge John F. Vincent



## *THIS IS TO CERTIFY THAT*

### ***KENDRICK ROBERT RIGGS***

*Stoll Keenon Ogden PLLC*

*500 West Jefferson Street, Suite 2000*

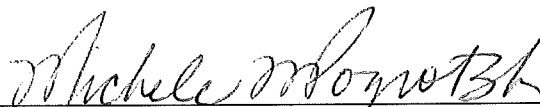
*Louisville, Kentucky 40202-2828*

***Membership No. 58463***

*is an active member in good standing with the Kentucky Bar Association as required by the Rules of the Supreme Court of Kentucky. Dated this 28<sup>th</sup> day of December, 2018.*

***JOHN D. MEYERS***  
***REGISTRAR***



By:   
***Michele M. Pogrotsky, Deputy Registrar***

BEFORE THE TENNESSEE PUBLIC UTILITY COMMISSION

NASHVILLE, TENNESSEE

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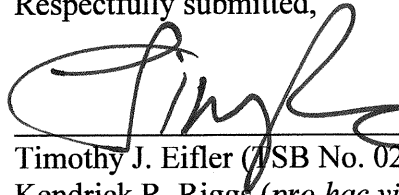
Docket No. \_\_\_\_\_

**MOTION FOR ADMISSION *PRO HAC VICE* OF ALLYSON K. STURGEON**

Pursuant to Tennessee Supreme Court Rule 19 and Tennessee Public Utility Commission Rule 1220-1-2-.04, Allyson K. Sturgeon seeks admission *pro hac vice* to the Tennessee Public Utility Commission to represent Kentucky Utilities Company before the Tennessee Public Utility Commission in its *Petition for an Order Authorizing the Company to Abandon Its Service Area in Tennessee and to Withdraw Its Tariff for Electric Service and an Order Declaring that Kentucky Utilities is No Longer a Public Utility Under Tennessee Law and No Longer Subject to Tennessee Public Utility Commission Regulation*. In accordance with Rule 19, the form of the Affidavit of Ms. Sturgeon is attached to this Motion. Ms. Sturgeon's executed affidavit will be filed by January 3, 2019. Ms. Sturgeon's Certificate of Good Standing from the Supreme Court of Kentucky, the court of last resort in Kentucky, is attached.

Dated: December 31<sup>st</sup>, 2018

Respectfully submitted,



Timothy J. Eifler (TSB No. 022399)

Kendrick R. Riggs (*pro hac vice* motion pending)

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Allyson K. Sturgeon (*pro hac vice* motion pending)

Managing Senior Counsel

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allyson.sturgeon@lge-ku.com

*Counsel for Kentucky Utilities Company*

**CERTIFICATE OF SERVICE**

The undersigned hereby certifies that a true and correct copy of the foregoing Motion for Admission Pro Hac Vice of Allyson K. Sturgeon was served via regular mail on the following counsel of record and designated contact individuals on the 31<sup>st</sup> day of December, 2018:

Tennessee Board of Professional Responsibility of the Supreme Court of Tennessee  
10 Cadillac Drive, Suite 220  
Brentwood, TN 37027

Robin L. Morrison  
Chairman  
Tennessee Public Utility Commission  
502 Deaderick Street, 4th Floor  
Nashville, TN 37243

Monica Smith-Ashford  
Deputy General Counsel  
Tennessee Public Utility Commission  
502 Deaderick Street, 4th Floor  
Nashville, TN 37243

  
Counsel for Kentucky Utilities Company

**BEFORE THE TENNESSEE PUBLIC UTILITY COMMISSION**

**NASHVILLE, TENNESSEE**

**PETITION OF KENTUCKY )  
UTILITIES COMPANY FOR (1) AN ORDER )  
AUTHORIZING KENTUCKY UTILITIES )  
COMPANY TO ABANDON ITS SERVICE AREA )  
IN TENNESSEE AND TO WITHDRAW ITS )  
TARIFF FOR ELECTRIC SERVICE AND (2) AN )  
ORDER DECLARING THAT KENTUCKY )  
UTILITIES IS NO LONGER A PUBLIC )  
UTILITY UNDER TENNESSEE LAW AND NO )  
LONGER SUBJECT TO TENNESSEE PUBLIC )  
UTILITY COMMISSION REGULATION )**

Docket No. \_\_\_\_\_

**AFFIDAVIT OF ALLYSON K. STURGEON**

The undersigned, **Allyson K. Sturgeon**, being duly sworn, states as follows:

1. My name is Allyson K. Sturgeon. I have a residence address of 8312 Easton Lane, Louisville, Kentucky 40202, and an office address of 220 West Main Street, Louisville, Kentucky 40202. I am licensed to practice law in Kentucky (October 1993) under bar number 84919. I am a member of good standing in all jurisdictions in which I am licensed to practice law.

2. I have been retained by Kentucky Utilities Company to represent it in this matter and to appear with Mr. Eifler as co-counsel for Kentucky Utilities Company.

3. I have not been previously admitted or sought to be admitted *pro hac vice* in any court or agency in the State of Tennessee within the preceding three years.

4. I have not been denied *pro hac vice* admission or had *pro hac vice* admission revoked by any court in any jurisdiction.

5. I have not been disciplined or sanctioned by the Board of Professional Responsibility of the Supreme Court of Tennessee or by any similar lawyer disciplinary agency



in any jurisdiction. Further, no disciplinary action or investigation concerning my conduct is pending before the Board of Professional Responsibility of the Supreme Court of Tennessee or before any similar lawyer disciplinary agency in any jurisdiction.

6. I am familiar with the Tennessee Rules of Professional Conduct and the rules governing the proceedings before the Tennessee Public Utility Commission, the agency before which I now seek to practice.

7. I consent to the disciplinary jurisdiction of the Board of Professional Responsibility of the Supreme Court of Tennessee and the courts of Tennessee in any manner arising out of my conduct in any proceeding and I agree to be bound by the Tennessee Rules of Professional Conduct and any other rules of conduct applicable to lawyers generally admitted in Tennessee.

8. I am associated with Timothy J. Eifler (TSB No. 022399) in this proceeding in accordance with Tennessee Supreme Court Rule 19(g). Mr. Eifler's address is 2000 PNC Plaza, 500 West Jefferson Street, Louisville, Kentucky 40202-2828, and his office phone number is (502) 560-4208.

9. I have paid all fees required by Tennessee Supreme Court Rule 19 in connection with my Motion.

10. The Motion and all associated papers have been served upon all counsel of record in this proceeding and upon the Board of Professional Responsibility of the Supreme Court of Tennessee.

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**Allyson K. Sturgeon**

Subscribed and sworn to before me, a Notary Public in and before said County and State,  
this 2<sup>nd</sup> day of January, 2019.

(SEAL)

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Notary Public

My Commission Expires:

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# KENTUCKY BAR ASSOCIATION

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FRANKFORT, KENTUCKY 40601-1812

(502) 564-3795

FAX (502) 564-3225

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Van F. Sims

Judge John F. Vincent



***THIS IS TO CERTIFY THAT***

***ALLYSON KAY STURGEON***

*LG&E and KU Energy LLC*

*220 West Main Street*

*Louisville, Kentucky 40202*

***Membership No. 84919***

*is an active member in good standing with the Kentucky Bar Association as required by the Rules of the Supreme Court of Kentucky. Dated this 28<sup>th</sup> day of December, 2018.*

***JOHN D. MEYERS***  
***REGISTRAR***



By: *Michele M. Pogotsky*  
***Michele M. Pogotsky, Deputy Registrar***