



THOMAS T. NIESEN  
Direct Dial: 717.255.7641  
tniesen@thomaslonglaw.com

June 15, 2010

**VIA ELECTRONIC FILING**

Rosemary Chiavetta, Secretary  
Pennsylvania Public Utility Commission  
Commonwealth Keystone Building  
400 North Street  
P. O. Box 3265  
Harrisburg, PA 17105-3265

In re: Dockets Nos. A-2010-2176520 and A-2010-2176732  
Joint Application of West Penn Power Company, d/b/a Allegheny Power, Trans  
Allegheny Interstate Line Company and FirstEnergy Corporation

Dear Secretary Chiavetta:

Enclosed for filing on behalf of the West Penn Power Sustainable Energy Fund ("WPPSEF") is an original of its Prehearing Memorandum, which was filed electronically this day in the above matter. The electronic filing receipt is attached. Copies of the WPPSEF Prehearing Memorandum are being served upon the persons and in the manner set forth on the certificate of service attached to it.

Very truly yours,

THOMAS, LONG, NIESEN & KENNARD

By

Thomas T. Niesen

Encl.

cc: Certificate of Service (w/encl.)  
Joel Morrison (w/encl.)

100615-Chiavetta (Prehearing Memorandum).wpd

**Before The  
PENNSYLVANIA PUBLIC UTILITY COMMISSION**

---

**Joint Application of West Penn : Docket No. A-2010-2176520  
Power Company d/b/a Allegheny : Docket No. A-2010-2176732  
Power, Trans-Allegheny Interstate :  
Line Company and FirstEnergy Corp. :  
for a Certificate of Public :  
Convenience Under Section :  
1102(A)(3) of the Public Utility Code :  
Approving A Change of Control Of :  
West Penn Power Company and :  
Trans-Allegheny Interstate Line :  
Company :**

---

**PREHEARING MEMORANDUM OF  
THE WEST PENN POWER SUSTAINABLE ENERGY FUND**

---

AND NOW, comes the West Penn Power Sustainable Energy Fund ("WPPSEF"), by its attorneys, and submits this memorandum in connection with Ordering Paragraph No. 3 of the Prehearing Conference Order dated May 24, 2010 and the Prehearing Conference scheduled to be held in the above captioned matter on June 22, 2010.

**Entry on the Service List for WPPSEF**

Thomas T. Niesen, Esquire  
PA ID 31379  
Thomas, Long, Niesen & Kennard  
P.O. Box 9500  
Suite 500  
212 Locust Street  
Harrisburg, PA 17108-9500  
Voice: 717.255.7600  
Fax: 717.236.8278  
Email: [tniesen@thomaslonglaw.com](mailto:tniesen@thomaslonglaw.com)

**Possibility of Settlement**

WPPSEF believes it is possible to achieve a settlement of its interests in this proceeding, subject to the approval of the Public Utility Commission (“Commission”), and is willing to engage in settlement discussions.

**A Proposed Plan and Schedule of Discovery**

WPPSEF is not seeking any modifications to the Commission’s discovery rules and regulations, but is willing to accommodate reasonable discovery requirements and schedules proposed by other parties.

**Other Proposed Orders with Respect to Discovery**

WPPSEF is not proposing any orders with respect to discovery.

**A Proposed Schedule for the Submission of Written Testimony, Conducting A Public Input Hearing, Conducting An In-Person Hearing and Submission of Briefs**

WPPSEF will work with the other parties to arrive at a mutually agreeable schedule for the litigation of the proceeding including dates for the submission of written testimony, the holding of hearings and the submission of briefs.

**Names, Business Addresses, and Telephone Numbers of Witnesses WPPSEF Expects to Call and the Subject Matter of Each Witness’ Testimony**

WPPSEF anticipates the presentation of one witness to address the existing WPPSEF funding requirements under the West Penn Restructuring Settlement, as amended, and to address the affirmative public benefit that would occur through additional funding for WPPSEF. WPPSEF has not identified its witness at this stage of the proceeding but will do so either prior to or at the time of the submission of its testimony which we anticipate will be in written form. WPPSEF respectfully reserves the right to present additional witnesses as the matter progresses and, if the need arises, will advise the parties of any additional witnesses.

**A List of the Issues and Sub-Issues Which WPPSEF Intends to Address and a Statement of WPPSEF's Position on Each Issue**

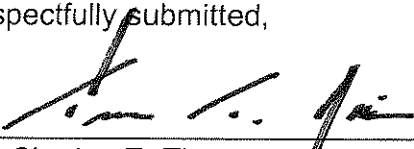
WPPSEF will address the existing WPPSEF funding requirements under the West Penn Restructuring Settlement, as amended, and the affirmative public benefit that would occur through additional funding for WPPSEF. WPPSEF will support continued and further funding as a measure of an affirmative public benefit for the proposed transaction.

**A Statement Describing the Evidence WPPSEF Proposes to Present at Hearing, Relating the Evidence to Each of the Issues and Sub-Issues the Party Intends to Address**

WPPSEF will address the existing WPPSEF funding requirements under the West Penn Restructuring Settlement, as amended, and the affirmative public benefit that would occur through additional funding for WPPSEF. WPPSEF will support continued and further funding as a measure of an affirmative public benefit for the proposed transaction. WPPSEF may introduce evidence through its witness or through cross examination of other witnesses as the need arises following further review of the filing, discovery and testimony submitted in the proceeding.

Respectfully submitted,

By

  
\_\_\_\_\_  
Charles E. Thomas, Jr., Esquire

PA ID 07262

Thomas T. Niesen, Esquire

PA ID 31379

THOMAS, LONG, NIESEN & KENNARD

212 Locust Street, Suite 500

P.O. Box 9500

Harrisburg, PA 17108-9500

Attorneys for

West Penn Power Sustainable Energy Fund

Dated: June 15, 2010

WPPSEF Prehearing Memo.wpd

**Before The  
PENNSYLVANIA PUBLIC UTILITY COMMISSION**

---

Joint Application of West Penn : Docket No. A-2010-2176520  
Power Company d/b/a Allegheny : Docket No. A-2010-2176732  
Power, Trans-Allegheny Interstate :  
Line Company and FirstEnergy :  
Corp. for a Certificate of Public :  
Convenience Under Section :  
1102(A)(3) of the Public Utility Code :  
Approving A Change of Control Of :  
West Penn Power Company and :  
Trans-Allegheny Interstate Line :  
Company :

---

**CERTIFICATE OF SERVICE**

---

I hereby certify that I have this 15<sup>th</sup> day of June, 2010, served a true and correct copy of the Prehearing Memorandum of the West Penn Power Sustainable Energy Fund, upon the persons listed below via first class mail, postage prepaid, as follows:

Honorable Wayne L. Weismandel  
Administrative Law Judge  
Pennsylvania Public Utility Commission  
Commonwealth Keystone Building  
400 North Street  
P. O. Box 3265  
Harrisburg, PA 17105-3265

Honorable Mary D. Long  
Administrative Law Judge  
Pennsylvania Public Utility Commission  
Piatt Place  
301 Fifth Avenue, Room 220  
Pittsburgh, PA 15222

Darryl A. Lawrence  
Assistant Consumer Advocate  
Office of Consumer Advocate  
555 Walnut Street  
Forum Place, 5<sup>th</sup> Floor  
Harrisburg, PA 17101-1923

Allison C. Kaster  
Prosecutor  
Office of Trial Staff  
Pennsylvania Public Utility Commission  
Commonwealth Keystone Building  
400 North Street  
P. O. Box 3265  
Harrisburg, PA 17105-3265

Daniel G. Asmus  
Assistant Small Business Advocate  
Office of Small Business Advocate  
Suite 1102, Commerce Building  
300 North Second Street  
Harrisburg, PA 17101

Benjamin L. Willey, Esquire  
Law Offices of Benjamin L. Willey, LLC  
7272 Wisconsin Avenue  
Suite 300  
Bethesda, MD 20814

Thomas P. Gadsden, Esquire  
Kenneth M. Kulak, Esquire  
Morgan, Lewis & Bockius, LLP  
1701 Market Street  
Philadelphia, PA 19103-2921

Wendy E. Stark, Esquire  
Bradley E. Bingaman, Esquire  
2800 Pottsville Pike  
Post Office Box 16001  
Reading, PA 19612-6001

W. Edwin Ogden, Esquire  
Alan Michael Seltzer, Esquire  
Ryan, Russell, Ogden and Seltzer, PC  
1150 Berkshire Boulevard, Suite 210  
Wyomissing, PA 19610-1208

Randall B. Palmer, Esquire  
Jennifer L. Petisek, Esquire  
800 Cabin Hill Drive  
Greensburg, PA 15601

Scott J. Rubin, Esquire  
333 Oak Lane  
Bloomsburg, PA 17815

Daniel P. Delaney, Esquire  
K&L Gates LLP  
17 North Second Street  
Harrisburg, PA 17101

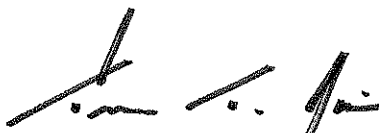
Theodore Robinson, Esquire  
Citizen Power  
2121 Murray Avenue  
Pittsburgh, PA 15217

Michael W. Gang, Esquire  
Anthony D. Kanagy  
Post & Schell  
17 North Second Street, 12<sup>th</sup> Floor  
Harrisburg, PA 17101-1601

Derrick Price Williamson, Esquire  
Spilman Thomas & Battle, PLLC  
1100 Bent Creek Boulevard, Suite 01  
Mechanicsburg, PA 17050

Joseph Otis Minott, Esquire  
Eric Paul Cheung, Esquire  
Clean Air Council  
135 S. 19<sup>th</sup> Street, Suite 300  
Philadelphia, PA 19103

Regina L. Matz, Esquire  
Jennifer M. Sultzaberger, Esquire  
Thomas, Long, Niesen & Kennard  
P.O. Box 9500  
Harrisburg, PA 17108-9500



---

Thomas T. Niesen, Esquire  
PA ID 31379