

**BEFORE THE PUBLIC UTILITIES COMMISSION
OF THE STATE OF COLORADO**

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IN THE MATTER OF THE APPLICATION)
OF PUBLIC SERVICE COMPANY OF)
COLORADO FOR A COMMISSION)
DECISION (1) APPROVING ITS STEAM)
RESOURCE PLAN, (2) CONDITIONALLY)
GRANTING IT A CERTIFICATE OF)
PUBLIC CONVENIENCE AND NECESSITY) **PROCEEDING NO. 14A-1190ST**
TO CONSTRUCT ONE OF TWO NEW)
BOILER PROJECTS COMMENCING IN)
2016, AND (3) GRANTING SUCH OTHER)
AND FURTHER AUTHORIZATIONS AND)
WAIVERS AS THE COMMISSION MAY)
DEEM NECESSARY)

STIPULATION AND AGREEMENT

This Stipulation and Agreement ("Stipulation") is entered into by and among Public Service Company of Colorado ("Public Service" or "Company"), the City and County of Denver ("Denver"), the Colorado Energy Office ("CEO"), and the Staff of the Public Utilities Commission of the State of Colorado ("Staff") (collectively, the "Parties"). The Parties hereby represent that they have resolved either by settlement or by deferring to second phase of this proceeding all outstanding issues relevant to the Application of Public Service filed in this proceeding. As explained in more detail below, the Parties have agreed that this proceeding should be bifurcated into two phases. This Stipulation resolves all issues raised by the Application pertaining to the first phase of the proceeding relating to the Company's proposed Steam Resource Plan and the interim construction activities detailed therein, and also stipulates to procedures

applicable to the second phase of this proceeding concerning the Company's request for a Certificate of Public Convenience and Necessity ("CPCN") authorizing the construction and operation of new steam production facilities necessary to serve the Company's long-term system needs. The Parties to this Stipulation state that reaching agreement as set forth herein by means of a negotiated settlement rather than through a formal adversarial process is in the public interest and, therefore, the compromises and settlements reflected in this Stipulation are in the public interest. The Parties further state that approval and implementation of the compromises and settlements reflected in this Stipulation constitute a just and reasonable resolution of the issues in this proceeding.

I. PROCEDURAL BACKGROUND

1. On December 18, 2014, Public Service filed a Verified Application ("Application") for approval of its steam resource plan and for conditional approval of a CPCN to construct a new boiler project commencing in 2016. Public Service filed this Application pursuant to requirements contained in Decision No. C13-1549, Proceeding No. 12A-1264ST, issued December 18, 2013.

2. After the Commission provided public notice of the Application, which set a deadline for interventions, Denver and CEO filed timely interventions. Staff filed an intervention of right within seven days after the expiration of the intervention period set by the Commission.

3. On February 6, 2015, the Commission issued Decision No. C15-0128-I finding the Staff's intervention to be timely and granting the permissive interventions of Denver and CEO..

4. In addition, the Commission in Decision No. C15-0128-I acknowledged that the Application did not include a proposal for an exit strategy from the steam utility business or a stranded cost analysis, as required by Decision No. C13-1549 in Proceeding No. 12A-1264ST. The Commission accepted the Application without the exit strategy and stranded cost analysis. The Commission deemed the Application complete and referred the matter to an administrative law judge (“ALJ”) for disposition.

5. By interim decision issued February 10, 2015, Decision No. R15-0148-I, ALJ Melody Mirbaba scheduled a prehearing conference to discuss the Application and to establish a procedural schedule.

6. The prehearing conference was convened on February 10, 2015 at the time and location noticed. Counsel for Public Service, Staff, Denver and CEO were present. Counsel for Public Service and Staff advised the ALJ and the other parties that they had commenced settlement discussions in an effort to resolve the issues raised by the Company's Application. In light of these discussions, the Company requested a brief delay in setting a full procedural schedule and instead proposed to file either a settlement agreement or an unopposed procedural schedule on or before March 18, 2015. The Company further committed to waive the statutory time limits set forth in C.R.S. § 40-6-109.5 in the event that the parties were unable to reach a settlement agreement by March 18, 2015.

7. By Decision No. R15-0188-I, issued on February 25, 2015, ALJ Mirbaba approved the Company's proposal to file either a settlement agreement or unopposed procedural schedule by March 18, 2015, and directed that the Company honor its commitment regarding waiver of the statutory time limits. As she advised during the

prehearing conference, the ALJ also found that additional time was necessary for a final Commission decision to issue in this proceeding, and extended the deadline for a Commission decision to issue by 90 days. § 40-6-109.5(1), C.R.S.

8. On March 17, 2015, Public Service filed an Unopposed Motion for Extension of Time, Notice of Waiver of Time Limits Pursuant to C.R.S. § 40-5-109.5 and Request for Waiver of Response Time ("Motion"). In the Motion, Public Service stated that the Company and Staff had been actively negotiating a settlement agreement, and believed it likely that one would be reached, after which it would be shared and discussed in detail with the other parties in this proceeding. The Company further advised that work on the settlement agreement had been delayed due to the unavailability of a key representative of Staff due to a personal emergency, and requested an extension of time until April 1, 2015, to file either a settlement agreement or unopposed procedural schedule. In accordance with its commitment at the prehearing conference, the Company advised that it waived the statutory time limits as provided for in § 40-6-109.5(3), C.R.S., for a Commission decision on Public Service's Application in this proceeding.

9. By interim decision issued March 19, 2015, Decision No. R15-0261-I, ALJ Robert I. Garvey granted the Motion.

10. This Stipulation is the culmination of settlement negotiations among the Parties.

II. DESCRIPTION OF THE APPLICATION

11. This Application relates to Public Service's previous application filed on December 12, 2012 in Proceeding No. 12A-1264ST, in which Public Service sought a

CPCN to construct a new steam production facility – the Sun Valley Steam Center – at the current site of the Company’s Zuni Electric Generating Station (“Zuni Station”). The Company supported the need for the Steam Valley Steam Center on the anticipated loss of steam production capacity at Zuni Station, which is scheduled to be retired as an electric generating facility at the end of 2015. In conjunction with its request for a CPCN in that proceeding, the Company also sought approval of a regulatory plan whereby the capacity costs of the Company’s natural gas and steam distribution systems would be combined and allocated based on the coincident peak loads of both gas and steam customers. The purpose of the regulatory plan was to spread some of the increased revenue requirement attributable to the Sun Valley Steam Center to the Company’s natural gas customers to preserve its steam customer base and minimize load erosion.

12. The Commission denied the Company’s application in Proceeding No. 12A-1264ST without prejudice. In Decision No. C13-1549, mailed December 18, 2013, the Commission held that the Company had failed to show “a present or future need for the proposed size of the facility, particularly given the uncertainty of the viability of the steam utility in the future.” The Commission directed the Company to file a “needs assessment of the steam system and its plans to meet those needs” within 180 days. In Decision No. C14-0068, issued January 21, 2014, the Commission granted the Company’s request to extend the deadline for submitting its needs assessment to one year from the date of the decision, or December 18, 2014.

13. The Company’s Application in this proceeding provides substantial information responding to the Commission’s directives in Decision No. C13-1549 regarding the filing of a needs assessment. The Company’s plan to meet those needs is

embodied in its "Steam Resource Plan," which describes how it proposes to meet both short-term and long-term customer demand for its steam service. In its Application, the Company requests a Commission decision: (1) approving the major elements of its Steam Resource Plan; (2) granting Public Service a CPCN authorizing, on a conditional basis, the future construction and operation of one of two new boiler projects – a one-boiler facility to be located at the existing Denver Steam Plant or a two-boiler facility to be located at the existing Zuni Station plant site -- subject to the Company's determination of estimated peak load requirements supporting the construction of such option to be filed with the Commission on or before July 1, 2016; and (3) such other and further authorizations and relief the Commission may deem necessary for the Company to execute its Steam Resource Plan.

14. The Steam Resource Plan encompasses the Company's long-term goal for the steam business; that is, to continue providing reliable and cost-effective steam service over the long term with no contributions from natural-gas or electric customers. The Steam Resource Plan is comprised of an interim (or short-term) plan and a long-term plan. Under the short-term plan, the Company would upgrade the facilities at Zuni Station to allow it to remain operational for steam production purposes until its optimal long-term replacement can be identified and installed. The Company would also upgrade the distribution system around the State Steam Plant located at the Capital Complex to enhance operational flexibility and increase peak sendout capability.

15. Under the long-term plan, the Company would pursue one of three options: (1) no replacement of the Zuni Station steam production capacity; (2) the replacement of Zuni Station with one new boiler; or (3) the replacement of Zuni Station

with two new boilers. The Company's request that the Commission grant a conditional CPCN in this proceeding authorizing construction of the one-boiler or two-boiler options, with the final CPCN authorization being deferred until the Company can better assess its customers' long-term needs, is based primarily on the escalating risks associated with continuing to operate the 60-year old Zuni Station as an interim solution, as well as administrative efficiency. During the period prior to mid-2016, the Company will evaluate expected customer peak loads over the long term and investigate how it can use various demand-side tools to help shape this load. The evaluation of customer peak loads would capture customer responses to the new three-part rate structure -- introducing a new demand charge rate component -- that went into effect on January 1, 2015. The demand-side tools include long-term contracts, rate caps and discounts, and energy-efficiency improvements.

16. Based on this assessment, the Company proposed that it would submit a compliance filing on or before July 1, 2016, setting forth its Required Maximum Production Sendout and which of the three options results from this requirement. The proposed option would be based on Public Service's assessment of the maximum production sendout needed to reliably serve customers' needs. This maximum production sendout, in turn, would be based largely on customer actions through the 2015-2016 heating season. Conditional CPCN approval in this proceeding would allow the Company to more quickly implement the appropriate long-term solution once the needs are determined in mid-2016. On the other hand, a full scope CPCN proceeding in 2016 would significantly delay the Company's ability to implement the appropriate long-term supply solution. Given that any of the three options selected would have

been already approved on a contingent basis, the Company requested an expedited process for Commission consideration and approval of its proposal once its determination of its customers' needs are filed on July 1, 2016. The grant of the requested conditional CPCN would allow the Company to install any new boilers required under the selected long-term plan by the beginning of the 2018-2019 heating season and retire Zuni Station from steam service shortly afterwards.

III. RESOLUTION OF ISSUES

A. *Phasing of Proceeding*

17. The Parties disagree regarding the extent of the Commission's authority to grant a conditional CPCN approving two alternative boiler projects subject to the future determination of supporting steam system requirements, as requested in the Application. Rather than debating the legal issues regarding the Commission's authority to grant the Application for a conditional CPCN, the Parties agree that the bifurcation of the Commission's consideration of the relief requested in the Application into two phases, as detailed in this Stipulation, would provide a just and reasonable resolution of the issues raised by the Application. For the first phase of the proceeding, the Parties agree that the Commission should issue a decision granting the Company's Application, in part, setting forth certain specific findings and determinations regarding the Company's Steam Resource Plan, as reflected in Section III.B below, and adopting certain specific procedures for addressing which of the two alternative boiler projects, if any, the Company should be granted a CPCN to construct, as reflected in Section III.C below. The second phase shall not be assigned a new proceeding number, but rather shall be a continuation of this same application proceeding. To accommodate a

Commission decision concerning the CPCN requested in its Application in the second phase of this proceeding, Public Service has waived the time requirements for a Commission decision on the Application pursuant to C.R.S. § 40-6-109.5(3).

B. Approval of Public Service's Steam Resource Plan

18. The Parties hereby agree to the following provisions and further agree that a Commission decision approving this Stipulation shall either expressly or, to the extent not inconsistent with the decision, implicitly, include the following as findings and determinations regarding the Steam Resource Plan:

a. The Company's proposed steam resource plan, as clarified or otherwise modified by the provisions of this Settlement, is comprehensive and complete and should be approved. The interim plan reflected in the Steam Resource Plan for Public Service to upgrade the low pressure steam distribution system around the State Steam Plant to intermediate pressure and to make the necessary upgrades and repairs to Zuni Station to keep it in operation exclusively for steam production another 3 to 5 years is reasonable and should be pursued. As a result of this approval, such interim plan projects, as detailed in the Application, shall carry with them a rebuttable presumption that such interim projects, as well as the reasonable costs incurred for such projects, are prudent.

b. In the event the Commission determines that Public Service requires a CPCN pursuant to C.R.S. § 40-5-101 to pursue the construction of either of the interim plan projects, the Parties jointly request that the Commission include a finding in its decision approving this Stipulation that the current and

future public convenience and necessity requires the construction of such project(s) and grant Public Service a CPCN for such construction.

c. The accounting treatment requested by the Company with regard to the proposed upgrades and repairs at Zuni Station to keep the plant operating exclusively for steam production purposes, as detailed below, is reasonable and should be approved.

(1) The cost of the upgrades and repairs shall be recorded as steam (and not electric) utility costs; and

(2) Such capitalized upgrades shall be depreciated over five years on a straight-line basis, for an annual depreciation accrual rate of 20 percent.

d. The Company's approach to determining its long-term customer needs is reasonable and should be approved for purposes of this proceeding. This approach includes incorporating into the determination of long-term customer needs the specific demand-side information and tools as outlined in the Direct Testimony of Scott B. Brockett. To provide for an efficient and effective process to inform these long-term customer needs, the Company will only be required to evaluate the specific demand-side tools as outlined in Mr. Brockett's Direct Testimony. The Company's approach to converting these projected customer needs at the meter to required production capacity, as outlined in the Direct Testimony of Stephen P. Kutska, is also reasonable and should be approved for purposes of this proceeding. Specifically, the Company will use the

following method to determine its required production capacity over the long term:

(1) The Company will review interval metered data during the winter heating season of 2015-2016. From this data, the Company will derive the system coincident peak demand at the meter during this heating season.

(2) The Company will evaluate likely customer additions and losses within its service area footprint not captured in the data for the 2015-2016 heating season. The Company will then assess opportunities to mitigate some or all of the anticipated customer losses using the demand-side tools and considerations outlined by Mr. Brockett in his Direct Testimony. The load losses attributable to customers leaving the steam system will be subtracted from the load additions resulting from the likely addition of new customers. The resulting net load impact (positive or negative) will be added to the metered coincident peak load derived in Step 1 above to derive a system coincident peak demand at the meter, adjusted for projected customer gains and losses.

(3) The Company will estimate the impact of known or very likely DSM measures to be implemented after the heating season of 2015-2016 on the system coincident peak demand at the meter. These DSM initiatives comprise both customer-initiated and utility-initiated measures. When evaluating utility-initiated measures, the Company will consider whether small changes in system coincident peak load would allow for a

lower-cost supply-side option. This load reduction will be netted against the system coincident peak demand derived in Step 2 above to derive a system coincident peak demand at the meter, adjusted for both customer gains and losses and the impact of energy-efficiency initiatives implemented after the 2015-2016 heating season.

(4) The Company will convert the system coincident peak demand derived in Step 3 above to a required amount of production capacity. This conversion will adjust the system coincident peak demand at the meter to account for both the extreme winter temperatures for which the Company must plan and losses over the distribution system. The specific method the Company will use for this conversion is detailed in the Direct Testimony of Stephen P. Kutska at pages 13-15, and Attachment No. SPK-1.

e. As supported by the Direct Testimony and Attachments of Mr. Tim M. Farmer, the Company has made a reasonable investigation as to all potential long-term supply solutions. In conjunction with these potential long-term supply side options, the Company shall investigate and, where feasible and cost-effective, shall pursue the demand-side tools or measures identified in Mr. Brockett's Direct Testimony. The three potential long-term supply side options identified by the Company - the two-boiler project, the one-boiler project or no long-term project at all - are reasonable. The Company has appropriately narrowed the potential long-term supply-side solutions to just those three supply side options such that the issue concerning the range of potential long-term

options is appropriately resolved and need not be revisited in the second phase of this proceeding addressing which of the two alternative boiler projects, if any, the Company should be granted a CPCN to construct. It is appropriate for the Commission to address which of these three long-term supply side options, considered in conjunction with demand-side measures, should be implemented in the second phase of this proceeding based on the Company's determination of future system operational needs (as described in Section III.B.d. above).

f. The cost estimates the Company provided in its Application for the one-boiler and two-boiler long-term supply options are reasonable and appropriate and support the Commission's determinations herein with regard to the sufficiency of these two long-term supply options to meet future system demand. These same cost estimates, as may be updated for purposes of the second phase of this proceeding, may be relied upon in considering which of the two alternative boiler projects, if any, the Company should be granted a CPCN to construct.¹

g. The Company's siting determinations for any future construction of either the one-boiler or two-boiler project, as described in the Application, are appropriate and reasonable. As such, this issue is appropriately resolved and need not be revisited in the second phase of this proceeding.

¹ As part of this finding, the Parties request that the Commission recognize and accept that these cost estimates are based on preliminary engineering standards and assumptions and that the final actual costs of these projects may be up to 20 percent higher or lower.

C. *Procedures for Issuing Final CPCN Authority.*

19. The Parties agree that the Commission should adopt the following procedures in the second phase of this proceeding for the purpose of addressing which of the two alternative boiler projects, if any, the Company should be granted a CPCN to construct and shall jointly request the Commission's adoption of these procedures.

a. The Parties agree that, in light of the issues that will be resolved in the first phase of this proceeding, the second phase should be limited in scope, and should be expedited to the extent possible. Specifically, the Parties agree that the following scope and schedule for the second phase of this proceeding are reasonable, and should be adopted by the Commission:

(1) On or before May 15, 2016, the Company shall meet with Staff to present its preliminary determination regarding the future steam system needs considered in conjunction with demand-side measures, and which of the three long-term supply side solutions the Company would expect to propose to implement based on this preliminary determination. The Company shall also present the Company's findings regarding which of the demand-side tools or measures it has implemented or plans to implement and shall explain how such tools or measures were factored into the preliminary determination regarding the future steam system needs. Denver and CEO shall be invited, but not required, to participate in such a meeting. Public Service shall also provide Staff, Denver and CEO supporting workpapers, but such workpapers shall be deemed preliminary and provided on a Confidential basis.

(2) On or before July 1, 2016, the Company shall file a report detailing and supporting its determination of the long-term needs for its steam system, using the methodology described in Section III.B.d above. This report will include supporting data for the total customer demand at the meter measured in 15-minute intervals and aggregated on a rolling-hour basis presented graphically and/or in tabular form for the overall system along with corresponding ambient air temperature recordings. A calculation of the distribution system losses will also be part of the supporting data. The Company shall also report the Company's findings regarding which of the demand-side tools or measures it has implemented or plans to implement and shall explain how such tools or measures were factored into the Company's determination regarding the future steam system needs. The analyses demonstrating how the Company assessed its customers' long-term needs and the supply-side resources, considered in conjunction with demand-side measures, required to reliably meet these projected needs, will be based on the methodology described in Section III.B.d above. Based on this assessment, the Company will specify in the report which of the three long-term solutions, considered in conjunction with demand-side measures, the Company proposes to implement - the two-boiler project, the one-boiler project or no long-term project. If the Company does not plan to implement additional demand-side measures, it shall include a statement in the filing for its rationale for not doing so. If the Company proposes to implement either the one-boiler or two-boiler

option (with or without additional demand-side measures), then the Company will also provide updated cost estimates for that proposed option.

(3) On or before July 29, 2016, Staff, Denver and CEO will file any initial comments relating to the Company's July 1, 2016 filing, consistent with Section III.B.d above. The comments regarding how the Company has determined its long-term customer needs shall be limited to application of the methodology as described herein. No new methodological approach(es) can be proposed even if the data to apply such new approach is available. Additionally, comments shall be limited to the quantitative assessment of which long-term supply side option should be pursued and shall not address policy or social impacts of a particular supply-side solution. To the extent that the system coincident peak load is within two (2) percent of the break-even point between two of the supply-side options, then parties may propose demand-side initiatives to reduce the required production capacity to a level that will accommodate the implementation of the lower-cost supply-side option. Staff, Denver and CEO may also offer commentary regarding the raw data and the subsequent calculations using the defined data.

(4) On or before August 12, 2016, the Parties may file reply comments responding to issues raised in the initial comments. Reply comments shall be limited to responding directly to the initial comments with no additional topics introduced.

(5) The Parties request that the Commission issue a final decision on or before October 1, 2016, granting or denying a CPCN for Public Service to construct and operate either the two-boiler or one-boiler option, as supported by the current or future public convenience and necessity. If the Commission delegates the second phase of the proceeding to an ALJ, the Parties further request that the Commission make the necessary findings in accordance with C.R.S. § 40-6-109(6) to order that a recommended decision be omitted and, to ensure that the Commission can issue an initial decision by October 1, 2016, direct that the ALJ prepare a draft initial Commission decision for the Commission's consideration on or before September 15, 2016.

b. Consistent with the above procedures, the Parties agree to request that the Commission limit the second phase of the proceeding to the following:

(1) A final Commission determination of which of the three long-term options identified in the Application and approved as part of the overall resource plan, as clarified or otherwise modified herein to account for demand-side measures, should be pursued by Public Service. There shall be no re-litigation by any party of issues resolved by the Commission's decision in the first phase of this proceeding.

(2) The expedited review and consideration by the Commission of the long-term option selected from the three alternatives identified in the Application, together with demand-side measures, and approved as part of the overall resource plan, as clarified or otherwise modified herein to

account for demand-side measures, all in accordance with the limited procedures as outlined in the Commission's decision in the first phase of this proceeding.

(3) If the Commission determines that either the one-boiler or two-boiler project is required by the current or future public convenience and necessity, as supported by the evidence adduced in both the first and second phases of the proceeding, a Commission decision granting Public Service a CPCN authorizing the construction and operation of such project.

IV. GENERAL PROVISIONS

20. The Parties hereto agree that this Stipulation should be approved in its entirety, subject to the terms and conditions provided herein.

21. This Stipulation shall not become effective and shall be of no force and effect until the issuance of a final Commission order that accepts and approves this Stipulation in all material respects. If this Stipulation is rejected by the Commission, then this Stipulation shall be null and void and of no force and effect in this or any other proceeding. In the event the Commission requires any material modification of the terms and conditions set forth in this Stipulation that is unacceptable to any of the Parties hereto, such Party shall notify the other Parties within ten (10) days after the date the Commission's decision becomes final, which shall be effective notice to render this Stipulation null and void, after which this Stipulation shall be considered null and void and of no force and effect in this or any other proceeding. In the event that this Stipulation is not approved, this Stipulation, the settlement terms and conditions, as well

as the negotiations and discussions undertaken in conjunction with the Stipulation, shall not be admissible into evidence in this or any other proceeding.

22. The Parties hereto state that reaching agreement as set forth herein by means of a negotiated settlement rather than through a formal adversarial process is in the public interest and that the compromises and settlements set forth in this Stipulation are in the public interest. The Parties hereto pledge to support this Stipulation and urge the Commission to approve it.

23. The Parties agree that all their pre-filed testimony and attachments shall be admitted into evidence in this proceeding without cross-examination.

24. Approval by the Commission of this Stipulation shall constitute a determination that this Stipulation represents a just, equitable and reasonable resolution of the issues which were or could have been contested between the Parties in this proceeding. Notwithstanding the resolution of the issues set forth in this Stipulation, none of the methodologies or ratemaking principles herein contained shall be deemed by the Parties to constitute a settled practice or precedent in any future proceeding, and nothing herein shall constitute a waiver by any party with respect to any matter not specifically addresses herein. Further, by entering into this Stipulation, no party shall be deemed to have agreed to any specific principles or method of ratemaking.

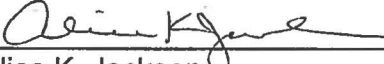
25. The Parties agree to a waiver of compliance with any requirements of the Commission's Rules and Regulations to the extent necessary to permit all provisions of this Stipulation to be carried out and effectuated.

26. This Stipulation may be executed in counterparts, each of which when taken together shall constitute the entire Stipulation.

Dated this 1st day of April, 2015.

Respectfully submitted,

PUBLIC SERVICE COMPANY OF COLORADO

By: 

Alice K. Jackson
Regional Vice President
Xcel Energy Services Inc.

Approved As To Form:



William M. Dudley, #26735
Assistant General Counsel
Xcel Energy Services Inc.
1800 Larimer Street, Suite 1100
Denver, CO 80202
Telephone: (303) 294-2842
Fax: (303) 294-2988
Email: bill.dudley@xcelenergy.com

Attorney for Public Service Company
of Colorado

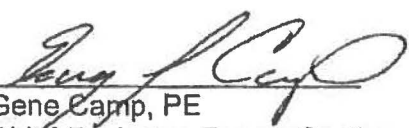
Agreed on behalf of:

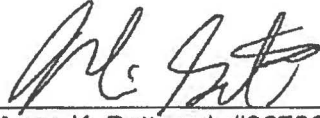
Approved as to form:

**TRIAL STAFF OF THE COLORADO
PUBLIC UTILITIES COMMISSION**

CYNTHIA H. COFFMAN
Attorney General

By :


Gene Camp, PE
Chief Engineer, Energy Section
1560 Broadway, Suite 250
Denver, CO 80202
Telephone: 303.894.2047
Email:
gene.camp@state.co.us


Anne K. Botterud, #20726*
First Assistant Attorney General
Michael J. Santisi, #29673*
Senior Assistant Attorney General
Revenue and Utilities Section

Counsel for Trial Staff of the
Public Utilities Commission

*Counsel of Record

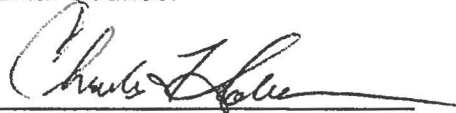
Ralph L. Carr Colorado Judicial Center
1300 Broadway, 8th Floor
Denver, Colorado 80203
Telephone:
720.508.6334 (Botterud)
720.508.6330 (Santisi)
Fax: 720.508.6038
Emails:
anne.botterud@state.co.us
michael.santisi@state.co.us

Agreed on behalf of:

CITY ATTORNEY
for the City and County of Denver

CHARLES T. SOLOMON #26873
Assistant City Attorney

BRANDON M. DITTMAN #47583
Special Counsel



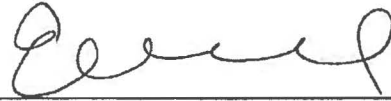
Charles T. Solomon
Assistant City Attorney
Brandon Dittman
Special Counsel
Denver City Attorney's Office
201 West Colfax Ave., Dept. 1207
Denver, CO 80202
Telephone: 720-913-3287
Facsimile: 720-913-3180
E-Mail: charles.solomon@denvergov.org
E-Mail: brandon.dittman@denvergov.org

Agreed on behalf of:

Approved as to form:

COLORADO ENERGY OFFICE

CYNTHIA H. COFFMAN
Attorney General



| By : _____
Christopher M. Worley
Director of Policy & Research
Colorado Energy Office
1580 Logan Street, Suite 100
Denver, CO 80203
chris.worley@state.co.us

Ellen I. Howard, #46019
Claybourne F. Clarke, #44625
Assistants Attorney General
Natural Resources and Environment Section

Counsel for Colorado Energy Office

Ralph L. Carr Colorado Judicial Center
1300 Broadway, 7th Floor
Denver, Colorado 80203
Telephone: 720.508.6250
Emails:
ellen.howard@state.co.us
clay.clarke@state.co.us