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BEFORE THE  
**FILED**  
 ARKANSAS PUBLIC SERVICE COMMISSION

|                               |   |                 |
|-------------------------------|---|-----------------|
| IN THE MATTER OF A SHOW CAUSE | ) |                 |
| ORDER DIRECTED TO ENERGY      | ) |                 |
| ARKANSAS, INC. REGARDING ITS  | ) |                 |
| CONTINUED MEMBERSHIP IN THE   | ) | DOCKET 10-011-U |
| CURRENT ENTERGY SYSTEM,       | ) |                 |
| OR ANY SUCCESSOR AGREEMENT    | ) |                 |
| THERE TO, AND REGARDING THE   | ) |                 |
| FUTURE OPERATION AND CONTROL  | ) |                 |
| OF ITS TRANSMISSION ASSETS    | ) |                 |

PETITION TO INTERVENE OF ARKANSAS CITIES

**I. INTRODUCTION**

The following is a Petition to Intervene filed pursuant to Ark. Code Ann. § 23-18-517 and Rule 3.04 of the Arkansas Public Service Commission's ("APSC" or "Commission") Rules of Practice and Procedure. This Petition to Intervene is being filed on behalf of the Conway Corporation, the West Memphis Utilities Commission, the City of Osceola, the City of Benton, the Hope Water & Light Commission and the City of Prescott, Arkansas, collectively ("Arkansas Cities" or "AC").

AC are Cities of the First Class, political subdivisions of the State of Arkansas, or not-for-profit corporations, which individually own and operate, or operate under lease, electric utility systems receiving transmission service from the Entergy Independent Coordinator of Transmission (ICT). Therefore, AC are directly affected and impacted by any developments or modifications to the ICT or the transition of Entergy Arkansas into the SPP RTO that are the subject of this proceeding.

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## **II. BACKGROUND**

All, or a substantial portion, of the members of AC have actively participated in the various Entergy ICT filings Entergy has initiated or participated in at the APSC, including the original APSC ICT Docket in 04-050-U, and the predecessor to this docket associated with ongoing transmission issues in the Entergy and SPP region in APSC Docket 08-136-U.

AC has also participated in proceedings at the Federal Energy Regulatory Commission (FERC), including proceedings regarding the earlier Southwest Power Pool RTO proposal at FERC Docket RT01-34-000, and proceedings regarding the SeTrans RTO at FERC Docket No. EL02-101, and earlier versions of the current Entergy ICT entity including Docket Nos. ER04-699 and EL05-52, as well as the current FERC ICT docket in ER05-1065.

This proceeding began on February 11, 2010 and appears to be a new primary APSC docket that will deal with the evolution of the Entergy ICT and the future of Entergy Arkansas Incs., transmission system in general. It also involves the future of Entergy Arkansas Inc., and whether the APSC will require it to begin operations as a stand alone utility or whether it will continue to operate as a larger system with the other Entergy Operating Companies or in the SPP RTO. These issues all may effect AC in the future.

## **III. INTERVENTION**

Since AC are all transmission customers of Entergy, AC is directly impacted by the ICT and has a direct interest in how the ICT develops, and/or how Entergy Arkansas Inc., transitions into either the SPP RTO as a full member, or how the ICT transforms

into a modified version of the current ICT entity. No other party adequately represents the interests of AC, and its grounds for Intervention in this proceeding are fully justified. Also, the public interest will be served by the granting of this Intervention. All of AC's members are located in the State of Arkansas.

As these issues develop, AC would like to be granted party status in order to comment on future issues that may develop as this docket evolves.

#### **IV. SERVICE LIST**

The names and addresses of all persons whose names should be contained on the official Service List in this docket for AC are:

Zachary D. Wilson, PA  
P.O. Box 5578  
North Little Rock, AR 72119  
zdwp@cei.net

City of Prescott  
Mayor Howard Taylor  
P.O. Box 676  
Prescott, AR 71857

Mr. Richie Arnold  
Conway Corporation  
P.O. Box 99  
Conway AR 72033

Mr. Henry Thompson  
141 Petti Point  
Hot Springs AR 71913

Mr. George Heintzen  
Conway Corporation  
P.O. Box 99  
Conway AR 72033

Mr. Terry McKinney  
City of Benton  
P.O. Box 607  
Benton AR 72018

Mr. John Rimmer  
West Memphis Utilities Commission  
P.O. Box 1868  
West Memphis AR 72303

Mr. Jim Kirchoff  
Hope Water & Light  
P.O. Box 2020  
Hope AR 71802

Mr. Todd Pedersen  
West Memphis Utilities Commission  
P.O. Box 1868  
West Memphis AR 72303

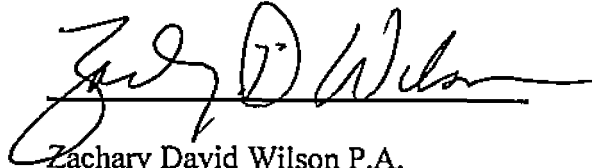
Mr. David Fincher  
Hope Water & Light  
P.O. Box 2020  
Hope AR 71802

Terry Burnett  
Osceola Light & Power  
P.O. Box 443  
Osceola AR 72370

**V. CONCLUSION**

WHEREFORE, AC respectfully requests that the APSC grant this Petition to Intervene and grant AC full party status in this proceeding.

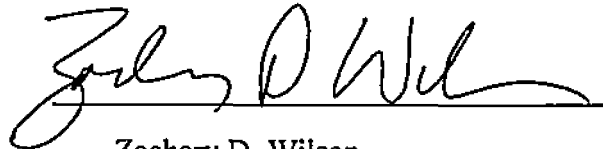
Respectfully submitted,

A handwritten signature in black ink, appearing to read 'Zachary D. Wilson', is written over a horizontal line.

Zachary David Wilson P.A.  
Zachary D. Wilson  
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P.O. Box 5578  
North Little Rock AR 72119  
501-376-4090  
501-376-4491 FAX  
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Attorney for Arkansas Cities

**CERTIFICATE OF SERVICE**

I hereby certify that I have served a copy of the foregoing document upon each person designated on the official service list compiled by the Secretary in this proceeding on this 26th day of February 2010.

A handwritten signature in black ink, appearing to read 'Zachary D. Wilson', is written over a horizontal line.

Zachary D. Wilson