

50-275/323

Paul S. Aronzon (#088781)  
Robert Jay Moore (#77498)  
Michael I. Soroichinsky (#166708)  
MILBANK, TWEED, HADLEY & McCLOY LLP  
601 South Figueroa Street, 30th Floor  
Los Angeles, California 90017  
Telephone: (213) 892-4000  
Facsimile: (213) 629-5063

Proposed Counsel for Official Committee  
of Unsecured Creditors

UNITED STATES BANKRUPTCY COURT  
NORTHERN DISTRICT OF CALIFORNIA  
SAN FRANCISCO DIVISION

In re

PACIFIC GAS AND ELECTRIC  
COMPANY, a California corporation,

Debtor.

Case No. SF 01-30923 DM

Chapter 11

**JOINDER OF THE OFFICIAL  
COMMITTEE OF UNSECURED  
CREDITORS IN DEBTOR'S MOTION FOR  
ORDER VACATING THE APPOINTMENT  
BY THE UNITED STATES TRUSTEE OF  
THE OFFICIAL COMMITTEE OF  
RATEPAYERS, OR IN THE  
ALTERNATIVE, SUGGESTING A  
LIMITED ROLE FOR RATEPAYER  
PARTICIPATION IN THE CHAPTER 11  
CASE; DECLARATION OF ROBERT JAY  
MOORE**

Date: May 18, 2001

Time: 10:00 a.m.

Place: 235 Pine Street, 22<sup>nd</sup> Floor  
San Francisco, CA

LA1:#6204418v1

JOINDER

ADD: Pds Ogc Mail Center

ADD

1 **TO THE HONORABLE DENNIS MONTALI, UNITED STATES BANKRUPTCY**  
2 **JUDGE, AND ALL PARTIES IN INTEREST AND THEIR COUNSEL OF RECORD:**

3 **I. INTRODUCTION**

4 The Official Committee of Unsecured Creditors ("Committee") in the Pacific Gas  
5 and Electric Company ("PG&E") bankruptcy case joins in and supports PG&E's Motion to  
6 Vacate the Appointment of the Official Ratepayers' Committee ("Ratepayers Committee"),  
7 formed by the Office of the United States Trustee ("U.S. Trustee") to represent the interests of  
8 PG&E customers who purchase electricity.

9 Chapter 11 allows businesses to reorganize their financial and operational affairs,  
10 repay creditors, and in some cases preserve value for equity interests in the enterprise undergoing  
11 reorganization. The Bankruptcy Code, 11 U.S.C. Sections 101 et seq. ("Bankruptcy Code"),  
12 recognizes that the holders of these types of claims and equity interests are parties in interest in a  
13 Chapter 11 case and provides through the Committee structure a mechanism for parties holding  
14 such claims and interests to play a meaningful role in such a case. The reorganization process  
15 ultimately is about the allocation of economic value, not what an enterprise can charge for its  
16 products and services.

17 PG&E's customers generally are not creditors of PG&E or holders of equity  
18 securities in PG&E.<sup>1</sup> In fact, they are more like an asset of PG&E's estate in that they owe  
19 PG&E money for electricity purchases. They have only one real objective in this bankruptcy  
20 case or in any other forum—to avoid paying higher electricity rates. PG&E's Chapter 11 case,  
21 however, is about reorganizing the debtor, which requires PG&E to negotiate a restructuring  
22 with its creditors and equity security holders. Rates charged for electricity are only one small  
23 piece of the vast reorganization puzzle. The Court should, therefore, not allow this Chapter 11  
24 case to be burdened by an official committee that is not recognized by the Bankruptcy Code,  
25 especially where the interests of ratepayers concerning the cost of electricity can and will most  
26

27 <sup>1</sup> To the extent PG&E customers are creditors, their interests are represented by the Committee.  
28 LA1:#6204418v1

likely be addressed through more effective methods in alternative fora with jurisdiction over their issues and concerns.

The Ratepayers Committee may not be the most efficient, or effective method for protecting the ratepayers' interests. Instead, the interests of ratepayers can be more adequately represented by the State of California through the State of California Office of the Attorney General ("Attorney General") and, to a more limited extent, by the California Public Utilities Commission Office of Ratepayer Advocates ("ORA"), both of which have vast practical and legal experience in representing rights of ratepayers. Indeed, the Attorney General is on record promising California citizens, in the context of PG&E's bankruptcy proceedings, to "use all the considerable resources of the law to help our policymakers keep the lights on and the bills affordable to every California home and business, to recover California tax and ratepayer dollars that have been illegally or unfairly taken, and to punish wrongdoers"<sup>2</sup>(emphasis added). It is difficult to imagine a better advocate for ratepayers' rights.

Not surprisingly, the few Courts that have considered this issue have concluded that the state is the best advocate for consumers' rights. In re Public Service Co. of New Hampshire 88 B.R. 546 (Bankr. D. N. H. 1988) (state was granted general party in interest rights to represent consumers); In re Bridgeport, 128 B.R. 686 (Bankr. D. Conn. 1991)(intervention should not be allowed where the potential intervenor's interests are already adequately represented by the state.) Party in interest status should, therefore, be afforded to the Attorney General and the ORA in matters before this Court that have a direct impact on rates. Alternatively, the Attorney General and the ORA can file motions for intervention pursuant to Fed. R. Bankr. P. 2018 in specific matters that directly impact rates.<sup>3</sup>

<sup>2</sup> See "Attorney General Bill Lockyer Issues Statement in Response to PG&E Decision to File Bankruptcy" dated April 6, 2001, attached as Exhibit "B" to the attached Declaration of Robert Jay Moore ("Moore Declaration").

<sup>3</sup> The Committee has no objection to entry of an order in such context determining that appearances by the Attorney General or ORA in such matters do not constitute a waiver of and are without prejudice to any argument that the Attorney General or the ORA may have with respect to any defense they may wish to raise in another context with respect to their sovereign immunity.

1 In sum, although the ratepayers' voice is important in the political process, before  
2 the California Public Utilities Commission and in other similar public fora, it has no place in this  
3 bankruptcy case and is not necessary or appropriate to enable this Court and the real parties in  
4 economic interest to proceed with a timely reorganization of PG&E.

5 **II. STATEMENT OF FACTS**

6 This case was commenced on April 6, 2001 with the filing of a voluntary petition  
7 under chapter 11 of title 11 of the United States Code. PG&E is operating its business as the  
8 debtor in possession.

9 On or about May 4, 2001, over the objection of PG&E and the Committee, the  
10 U.S. Trustee appointed the following entities to sit as members on the Official Committee of  
11 Ratepayers: California School Boards Association; California Farm Bureau Federation;  
12 California Dairy Institute; Consumers Union; California Small Business Association; California  
13 Small Business Roundtable; California Restaurant Association; The Utility Reform Network;  
14 California Manufacturers & Technology Association; and California City-County Streetlight  
15 Association.

16 **III. THE COURT SHOULD PROVIDE A STRUCTURE FOR MEANINGFUL AND**  
17 **EFFICIENT REPRESENTATION OF THE RATEPAYERS**

18 The U.S. Trustee's appointment of the Ratepayers Committee is contrary to the  
19 express statutory language of Bankruptcy Code Section 1102(a)(1). Moreover, the appointment  
20 of a Ratepayers Committee unnecessarily hinders the progress of these bankruptcy proceedings,  
21 without adding to – and perhaps detracting from – the effective representation of the ratepayers.  
22 Accordingly, appointment of the Ratepayers Committee is not grounded in law or equity.

23 **A. There Is No Legal Basis For Formation Of A Ratepayers Committee**

24 11 U.S.C. §1102(a)(1) provides:

25 Except as provided in paragraph (3), as soon as practicable after  
26 the order for relief under chapter 11 of this title, the United States

trustee shall appoint a committee of creditors holding unsecured claims and may appoint additional committees of creditors or of equity security holders as the United States trustee deems appropriate.<sup>4</sup>

Courts interpreting the U.S. Trustee's or the Court's powers to form committees or appoint committee members have generally held that the member must be either a creditor or an equity security holder. In re Eastern Maine Electric Cooperative, Inc., 121 B.R. 917, 927 (Bankr. D. Me. 1990) ("Unless the interests of the cooperative's members can be characterized as those of creditors or of equity security holders, 1102(a)(2) grants no authority to establish a committee"); see also The Roslyn Savings Bank v. Comcoach Corporation (In re Comcoach Corporation), 698 F. 2d 571, 574 (2d Cir. 1983) (party who is neither a creditor of the debtor nor the debtor cannot invoke the bankruptcy court's jurisdiction); In re Addison Community Hospital Authority, 175 B.R. 646, 650 (Bankr. E.D. Mich. 1994) (only members of a citizen's group who were creditors of the debtor were allowed to intervene); In re Ionosphere Clubs, Inc., 101 B.R. 844, 855 (Bankr. S.D.N.Y. 1989) (only party with direct stake in outcome can intervene).

Customers of PG&E (ratepayers) are generally not creditors or equity security holders of PG&E. The Ratepayers Committee is generally comprised of political groups, none of which are creditors of PG&E or holders of equity securities in PG&E. Simply put, there is no statutory basis on which a committee comprised of ratepayers can be formed. Indeed, courts that have considered requests to appoint a committee of ratepayers have denied such requests in favor of more efficient methods of participation by ratepayers or consumers in a Chapter 11 case. For example, the court in Public Service Company of New Hampshire, 88 B.R. at 548, 557 denied various citizens groups' requests for party in interest status, including the request made by a

---

<sup>4</sup> The U.S. Trustee's appointment of committee members is subject to judicial review for abuse of discretion. For a complete discussion of this issue, including the minority view that limits court review of U.S. Trustee's decisions, see pp. 3-5 of Debtor's Memorandum of Points and Authorities in Support of Debtor's Motion for Order Vacating the Appointment by the United States Trustee of the Official Committee of Ratepayers ("Debtor's Motion").

1 group called the Campaign for Ratepayers' Rights. Moreover, the Court in Eastern Maine  
2 Electric Cooperative, 121 B.R. at 933, denied an application to form a committee of debtor's  
3 members who were ratepayers. See also Ionosphere Clubs, 101 B.R. at 855-56 (party in interest  
4 status denied to consumer union); Addison Community Hospital, 175 B.R. at 650-51 (citizen  
5 group's motion to intervene was denied).

6 Denial of official committee status for ratepayers finds ample support not only in  
7 the express language of 11 U.S.C. §1102(a)(1), but also in 11 U.S.C. §1103(c), which identifies  
8 the powers and duties of official committees:

9 A committee appointed under section 1102 of this title may—

- 10 (1) consult with the trustee or debtor in possession concerning the  
11 administration of the case;
- 12 (2) investigate the acts, conduct, assets, liabilities, and financial condition of  
13 the debtor, the operation of the debtor's business and the desirability of the  
14 continuance of such business, and any other matter relevant to the case or to the  
15 formulation of a plan;
- 16 (3) participate in the formulation of a plan, advise those represented by such  
17 committee of such committee's determinations as to any plan formulated, and  
18 collect and file with the court acceptances or rejections of a plan;
- 19 (4) request appointment of a trustee or examiner under section 1104 of this title;  
20 and
- 21 (5) perform such other services as are in the interest of those represented.

22 An official committee of ratepayers would be only concerned about keeping rates  
23 in check, not matters such as general case administration, factual investigation of PG&E or its  
24 business, formulation of a plan, requests for appointment of a trustee or examiner, or any other  
25 matter in the bankruptcy case that does not directly impact rates. Indeed, the only Bankruptcy  
26 Code Section that references rates is 11 U.S.C. Section 1129(a)(6) which requires that the  
27 appropriate governmental regulatory commission approve any rate change set forth in the plan  
28 of reorganization. Other than in this one provision, the Bankruptcy Code's express exclusion of

ratepayers' interests is another indication of Congress' intent to keep ratepayers out of the reorganization process. Of course, it is possible that the Court may decide to consider modifying rates in a specific matter. Ratepayers' intervention in that specific matter would be appropriate.

To grant ratepayers official committee status would enable them to participate in every aspect of this bankruptcy case at the expense of the parties in economic interest. It will guarantee that consumer issues and politics – instead of PG&E's reorganization – become the central focus of this Chapter 11 case. As discussed below, a more efficient method for representing ratepayer interests is appropriate.

#### **B. The State Can Adequately Represent The Ratepayers' Interests**

Article V, Section 13 of the California Constitution confers power on the Attorney General to represent PG&E's ratepayers in this case. The Mission Statement for the Office of the Attorney General provides that "[t]he Attorney General represents the people of California before trial, appellate, and Supreme Courts of California and the United States . . . in civil matters."<sup>5</sup> Indeed, Fed. R. Bankr. P. 2018(b) expressly provides for appearance by the Attorney General to protect consumer interests: "In a chapter . . . 11 . . . case, the Attorney General of a State may appear and be heard on behalf of consumer creditors if the court determines the appearance is in the public interest. . . ."

It is clear that the Attorney General plans to be actively involved in these bankruptcy proceedings. In a statement issued on April 6, 2001 in connection with PG&E's bankruptcy filing, the Attorney General stated "I will use all the considerable resources of the law to help our policymakers keep the lights on and the bills affordable to every California home and business, to recover California tax and ratepayer dollars that have been illegally or unfairly taken, and to punish wrongdoers." (emphasis added)<sup>6</sup>

<sup>5</sup> See State of California Office of the Attorney General Constitutional Responsibilities of Office (Mission) attached as Exhibit "A" to the Moore Declaration.

<sup>6</sup> See "Attorney General Bill Lockyer Issues Statement in Response to PG&E Decision to File Bankruptcy" dated April 6, 2001, attached as Exhibit "B" to the Moore Declaration.

In addition, the California Public Utilities Commission Office of Ratepayer Advocates ("ORA"), established pursuant to SB 960, is charged with protecting ratepayer's rights. The Mission of the ORA is "[t]o represent independently the interests of all public utility customers and subscribers in Commission proceedings in order to obtain the lowest possible rate for service consistent with reliable and safe service levels."<sup>7</sup> The ORA business plan consists of certain objectives, including (1) protecting customer interests; (2) advocating the lowest possible rates; and (3) promoting competition.<sup>8</sup>

Courts considering the issue have routinely granted participation in bankruptcy proceeding to the State through the Attorney General and State agencies such as the ORA. Public Service Co. of New Hampshire, 88 B.R. at 555-56 (state was granted general party in interest status to represent consumers); In re Bridgeport, 128 B.R. at 688 (intervention should not be allowed where the potential intervenor's interests are already adequately represented by the state); Ionosphere, 101 B.R. at 853-54 (intervenor status not granted where, among other things, party failed to show that it would not be adequately represented if intervention request was not granted). Both the Attorney General and the ORA are not only capable – but specifically equipped – to protect the interests of ratepayers in these bankruptcy proceedings.<sup>9</sup> Accordingly, in the interests of efficiency, the Attorney General and the ORA should be the unifying voice for the ratepayers. The State's or any other ratepayers advocate's standing to intervene should, however, be limited to matters that directly impact ratepayers' rights.

<sup>7</sup> See Office of Ratepayer Advocates California Public Utilities Commission (Mission) dated March 1998, attached as Exhibit "C" to the Moore Declaration.

<sup>8</sup> Id.

<sup>9</sup> As noted above in footnote 3 above, the Committee is amicable to entry of an order protecting the State with regard to its sovereign immunity rights.



C. **Alternatively, The Court Should Only Allow Advocates Of Ratepayers Rights To Intervene On A Matter-By-Matter Basis**

As an alternative to a Ratepayers Committee, the Committee has suggested that the State be designated as the representative of the interests of ratepayers in this case. Alternatively, the Court could permit advocates of ratepayers' rights to seek to intervene in any matter that has a direct impact on rates. While this approach would require the Court to decide intervention rights in each specific factual and legal context, such matter-by-matter determination is a far superior alternative to validating the existence of a standing Ratepayers Committee in this case.

IV. **CONCLUSION**

Based on the foregoing, the Committee also respectfully requests that the Court enter an order vacating the appointment of the Ratepayers Committee and, in the alternative, establish procedures for limited, but meaningful and efficient representation of ratepayers interests, consistent with the parameters suggested by the Committee.

Dated: May 15, 2001

MILBANK, TWEED, HADLEY & McCLOY LLP

By:



Paul S. Azonon

Robert Jay Moore

Michael I. Sorochinsky

Proposed Counsel for Official Committee of  
Unsecured Creditors

DECLARATION OF ROBERT JAY MOORE

I, Robert Jay Moore, declare as follows:

1. I am a partner, at Milbank, Tweed, Hadley & McCloy LLP, proposed counsel to the Official Committee of Unsecured Creditors ("Committee"). I make this declaration in support of the Committee's Joinder in Debtor's Motion for Order Vacating the Appointment by the United States Trustee of the Official Committee of Ratepayers. Except as otherwise stated, I have personal knowledge of the facts set forth below, and if called upon, I could and would testify competently based upon such personal knowledge.

2. This case was commenced on April 6, 2001 with the filing of a voluntary petition under chapter 11 of title 11 of the United States Code. PG&E is operating its business as the debtor in possession.

3. On or about May 4, 2001, over PG&E's and the Committee's objection, the U.S. Trustee appointed the following entities to sit as members on the Official Committee of Ratepayers: California School Boards Association; California Farm Bureau Federation; California Dairy Institute; Consumers Union; California Small Business Association; California Small Business Roundtable; California Restaurant Association; The Utility Reform Network; California Manufacturers & Technology Association; and California City-County Streetlight Association.

4. Attached hereto as Exhibit "A" is a true and complete copy of State of California Office of the Attorney General Constitutional Responsibilities of Office (Mission) that we obtained over the Internet.

5. Attached hereto as Exhibit "B" is a true and complete copy of Attorney General Bill Lockyer Issues Statement in Response to PG&E Decision to File Bankruptcy dated April 6, 2001 that we obtained over the Internet.

1                   6. Attached hereto as Exhibit "C" is a true and complete copy of Office of  
2 Ratepayer Advocates California Public Utilities Commission (Mission) dated March 1998 that  
3 we obtained over the Internet.

4                   I declare under penalty of perjury under the laws of the United States of America  
5 that the foregoing is true and correct.

6                   Executed this 15<sup>th</sup> day of May 2001 at Los Angeles, California.

7                     
8                   Robert Jay Moore

MILBANK, TWEED, HADLEY & McCLOY LLP  
ATTORNEYS AT LAW  
LOS ANGELES



## CONSTITUTIONAL RESPONSIBILITIES

Page 1 of 2

State of California  
Office of the Attorney General

## Constitutional Responsibilities of the Office

### MISSION

The mission of the Department of Justice is to provide the Attorney General with the support needed to fulfill his constitutional obligations.

The Attorney General is the Chief Law Officer of the State of California and is elected and charged by the State constitution with the responsibility to ensure that State laws are *uniformly and adequately* enforced.

Article V, Section 13, of the California Constitution describes the responsibilities of the Attorney General with the following words:

*"Subject to the powers and duties of the Governor, the Attorney General shall be the chief law officer of the State. It shall be the duty of the Attorney General to see that the laws of the State are uniformly and adequately enforced. The Attorney General shall have direct supervision over every district attorney and sheriff and over such other law enforcement officers as may be designated by law, in all matters pertaining to the duties of their representative offices, and may require any of said officers to make reports concerning the investigation, detection, prosecution, and punishment of crime in their respective jurisdictions as to the Attorney General may seem advisable. Whenever in the opinion of the Attorney General any law of the State is not being adequately enforced in any county, it shall be the duty of the Attorney General to prosecute any violations of law of which the superior court shall have jurisdiction, and in such cases the Attorney General shall have all the powers of a district attorney. When required by the public interest or directed by the Governor, the Attorney General shall assist any district attorney in the discharge of the duties of that office."*

The Attorney General represents the people of California before trial, appellate, and Supreme Courts of California and the United States in criminal and civil matters; serves as legal counsel to State officers, boards, commissions, and departments; and assists district attorneys in the administration of justice.

- Section 11042 of the Government Code requires state agencies to employ only the Attorney General, with few exceptions, as legal counsel to centralize legal work done on behalf of the State.
- Section 11041 lists those agencies that can represent themselves.

It is the responsibility of the Attorney General to assist city, county, state, federal, and international criminal justice agencies to ensure the uniformity and adequacy of enforcement of California State laws.

- To support California's local law enforcement community, the Attorney General coordinates State-wide narcotics enforcement efforts, participates in criminal investigations, provides

## CONSTITUTIONAL RESPONSIBILITIES

Page 2 of 2

forensic science services, and provides identification and information services and telecommunication support.

- In addition, the Attorney General establishes and operates projects and programs to protect Californians from fraudulent, unfair, and illegal activities that victimize consumers or threaten public safety, and enforces laws that safeguard the environment and natural resources.

## VALUES

The Department of Justice supports and believes in many of the values held to be fundamental to a just society. Among these are:

**The Rule of Law** - One of the most fundamental beliefs of DOJ is the belief that society must be governed by the Rule of Law; that all people must be subject to written laws which must be obeyed regardless of the position, power, or influence of any person. This value, which is embodied in the U.S. Constitution, has been an accepted tenet of society since the Romans and pervades all modern life. It is particularly significant to DOJ, in that its mission is to ensure the Rule of Law is upheld throughout the State.

**Dangers to Society** - Another significant value of DOJ is the belief that there are dangers to society which must be controlled. Such dangers as violent and non-violent crime and drug addiction are behaviors which DOJ seeks to eliminate and seeks to protect the majority of society from their ill effects.

**Role of Government in Public Safety** - DOJ believes that government, especially state and local government, should be society's principal agent of protection.

**Dedication to Public Service** - DOJ staff believe in the mission and values of DOJ and routinely provide "whatever it takes" to accomplish DOJ's objectives.

[Return to Office of the Attorney General](#)  
[Return to Attorney General's Home Page](#)



**ATTORNEY GENERAL BILL LOCKYER ISSUES STATEMENT IN RESPONSE TO PG&E  
DECISION TO FILE FOR BANKRUPTCY**

April 6, 2001

01-035

FOR IMMEDIATE RELEASE

(SACRAMENTO) – Attorney General Bill Locker today released the following statement regarding Pacific Gas & Electric's decision to file for bankruptcy:

"The uncontrolled increase in electricity prices by generators and marketers has claimed another victim with the bankruptcy of one of California's oldest businesses. While this is a significant and unwelcome development, our team of bankruptcy litigators has been preparing for several months to defend California taxpayers in the event of a utility bankruptcy. This morning, I spoke with a PG&E executive, and he personally assured me that the utility will honor its legal obligation to pay the state for its purchase of energy and to repay its renewable energy supplier-creditors ("qualified facilities"). I am prepared to enforce those assurances in the courts to the extent necessary. Over the last several months, our state attorneys have fought hard in the courts to ensure that out-of-state generators continue to deliver adequate electricity and natural gas supplies to Californians in spite of the precarious financial condition of the state's two major utilities. The health and safety of Californians and the future of our economy require that our state not be left holding the bag for greedy business decisions of generators, marketers and utilities. Justice requires that those who have reaped unconscionable profits at the expense of Californians must pay back what they owe. I will use all the considerable resources of the law to help our policymakers keep the lights on and the bills affordable for every California home and business, to recover California tax and ratepayer dollars that have been illegally or unfairly taken, and to punish wrongdoers."

**AWARD TO INFORMANTS**

"It is possible that one or more members of the public can help with information, and if so, the financial reward to such a person or persons could be enormous. My office is conducting an aggressive investigation into whether energy providers have violated any laws. Over the last four years, state and local government agencies have spent billions of dollars in state and local taxpayer money to purchase electricity and natural gas. Under California false claims law, any person or corporation who obtains state taxpayer money by fraud or illegal acts is liable for financial penalties that can be as high as three times the actual losses. And anyone who provides information leading to the successful prosecution of a false claim action may be entitled to a percentage share in that award. Since billions of state dollars may be recovered, the award to an informant could potentially range from \$50 million to the hundreds of millions of dollars. I am asking any member of the public with personal knowledge of any wrongful act which may have resulted in reduction in the California supplies or increase in the price of natural gas or electricity to contact my office immediately by calling: 1-800-952-5225 (w/in CA) or (916) 322-3360 (local or out of state), or e-mail the Attorney General's Energy Emergency Task Force at [energywhistleblower@doj.ca.gov](mailto:energywhistleblower@doj.ca.gov)."

###

[Return to the Attorney General's Press Release Index](#)





	<a href="#">Mission</a>	<a href="#">Organization</a>	<a href="#">News</a>	<a href="#">Cases</a>	<a href="#">Consumer Education</a>	<a href="#">Your Feedback</a>	<a href="#">Consumer Links</a>	<a href="#">Phone Directory</a>	<a href="#">Index</a>
---	-------------------------	------------------------------	----------------------	-----------------------	------------------------------------	-------------------------------	--------------------------------	---------------------------------	-----------------------

## Office of Ratepayer Advocates

### California Public Utilities Commission

March 1998

**Mission:** To represent independently the interests of all public utility customers and subscribers in Commission proceedings in order to obtain the lowest possible rate for service consistent with reliable and safe service levels. (Public Utilities Code 309.5)

**Staffing:** ORA has an authorized staff of 113 (98 on board) including accountants, economists, engineers, and policy analysts. Legal support is provided through the Commission's Legal Division.

**SB 960:** SB 960 (written in 1996, Section 309.5 of the Public Utilities Code) sets forth the requirements of ORA. Key aspects of SB 960 include:

- the Director shall be appointed by the Governor and confirmed by the Senate;
- the ORA budget is separately identified in the California Public Utilities Commission's annual budget;
- the Director of ORA shall annually appear before legislative policy committees to report on activities of the Office.

#### What does ORA do?

ORA participates as an independent party in over 100 proceedings and other forums before the Commission related to electric, gas, telephone and water utilities representing the interests of all consumers. Examples of recent work include the following:

- Independent analysis of mergers, including the GTE/Bell Atlantic merger application. ORA identified and advocated for benefits to be passed on to consumers;
- PG&E's hydro-electric generation system: ORA has been an active party before the PUC and the California Legislature providing analysis to assure that consumers get a fair price for these assets and that new owners do not have excessive market power.
- Analysis that advocated that the Commission reduce electric utility returns due to less risk under current restructuring guarantees;
- Strong advocacy for choice for all consumers in electric restructuring and local phone service;
- Support of consumer related legislation.
- ORA regularly prepares a list of Energy Service Providers and guidelines for consumers thinking of switching providers;
- ORA developed minimum service quality and reliability standards.

#### ORA Business Plan:

ORA's plans are to meet 6 key objectives in serving its client base of consumers:

##### 1. Protect Consumer Interests

2. **Advocate Lowest Possible Rates**
3. **Promote Competition**
4. **Help Shape Rules for Fair, Efficient and Effective Markets**
5. **Provide Consumer Information**
6. **Ensure Efficient Administration of Public Purpose Programs**

The most significant proceedings for 1999-2000 include:

- **The Pacific Gas and Electric Hydro facility auction:**

This proceeding deals with the proposed auction of the 5,000 Mw PG&E system.

- **The Pacific Bell New Regulatory Framework Filing**

This filing will involve a review of the performance based pricing mechanism set up for Pacific Bell.

- **Telecommunications Service Quality Investigation**

This proceeding will be used to set new service quality standards and enforcement for telecommunication service providers. This is the key proceeding to address recent consumer complaints regarding Pacific Bell's service.

- **The Natural Gas Strategy Plan**

This proceeding will consider major restructuring reforms in the gas industry.

- **Open Access & Network Architecture Development Proceeding and Local Competition Proceeding**

These two proceedings address key aspects of the terms and conditions for competition in the local telephone exchange market.

- **Electricity Competition and Unbundling**

Several proceedings for PG&E, SCE, and SDG&E have been opened to develop competitive options for customers and reflect these options in unbundled rates and ratemaking procedures for the competitive electric market, including the provision of unbundled revenue cycle services (metering and billing).

- **Competitive Transition Costs & Section 376 Costs**

The three major electric utilities will each be requesting approval for their stranded costs and costs of regulatory implementation in a major proceeding involving billions of ratepayer dollars.

- **Unbundled Cost of Capital**

This proceeding will determine the appropriate rate of return for utility assets still subject to regulation.

- **SDG&E and SCE Performance Based Ratemaking**

This proceeding will set new benchmarks for incentive based rates and reexamine the performance based ratemaking mechanisms for SDG&E and SCE.

1  
2  
3  
4  
5  
6  
7  
8  
9  
10  
11  
12  
13  
14  
15  
16  
17  
18  
19  
20  
21  
22  
23  
24  
25  
26  
27  
28

PROOF OF SERVICE

STATE OF CALIFORNIA, COUNTY OF LOS ANGELES

I am employed in the County of Los Angeles, State of California. I am over the age of 18 and not a party to the within action; my business address is 601 S. Figueroa Street, 30<sup>th</sup> Floor, Los Angeles, California.

On May 16, 2001, I served the foregoing document(s) described as JOINDER OF THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS IN DEBTOR'S MOTION FOR ORDER VACATING THE APPOINTMENT BY THE UNITED STATES TRUSTEE OF THE OFFICIAL COMMITTEE OF RATEPAYERS, OR IN THE ALTERNATIVE, SUGGESTING A LIMITED ROLE FOR RATEPAYER PARTICIPATION IN THE CHAPTER 11 CASE; DECLARATION OF ROBERT JAY MOORE on the interested parties in this action:

☒ By placing the true copies thereof enclosed in sealed envelopes addressed as stated on the attached mailing list.

☐ By placing the \_\_\_\_ original \_\_\_\_ a true copy thereof enclosed in sealed envelopes addressed as follows:

SEE ATTACHED SERVICE LIST

(BY MAIL)

☐ I deposited such envelope(s) in the mail at Los Angeles, California. The envelope(s) were mailed with postage thereon fully prepaid.

☒ Following ordinary business practices at the Los Angeles, California office of Milbank, Tweed, Hadley & McCloy LLP, I placed the sealed envelope(s) for collection and mailing with the United States Postal Service on that same day. I am readily familiar with the firm's practice for collection and processing of correspondence for mailing. Under that practice, such correspondence would be deposited with the United States Postal Service on that same day, with postage thereon fully prepared at Los Angeles, California, in the ordinary course of business.

☐ (BY FAX) I caused all of the pages of the above-entitled document to be sent to the recipients noted via electronic transfer (FAX) at the respective telephone numbers indicated.

☒ (FEDERAL) I declare that I am employed in the office of a member of the bar of this court at whose direction the service was made.

Executed on May 16, 2001, at Los Angeles, California.

Virginia Moody  
Type or Print Name

  
Signature

## GENERAL SERVICE LIST

Adam A. Lewis  
Morrison & Foerster  
425 Market Street, 33rd Floor  
San Francisco, California 94105  
[Counsel for El Paso]

Adrienne Vadell Sturges  
Sodexo Marriott Services, Inc.  
9801 Washingtonian Boulevard, 12th Floor  
Gaithersburg, MD 20878

Alex Makler  
Calpine Corporation  
6700 Koll Center Parkway, Suite 200  
Pleasanton, California 94566

Aron Mark Oliner  
Buchalter, Nemer, Fields & Younger, A  
Professional Corporation  
333 Market Street, 29th Floor  
San Francisco, California 94105  
[Counsel for MBIA Insurance Corporation]

Bank of America National Trust and Savings  
Association  
Attn: Peggie Sanders  
1850 Gateway Boulevard  
Concord, CA 94520

Bank of America  
Attn: Clara Strand  
555 South Flower Street  
Mail Code CA9-706-11-21  
Los Angeles, CA 90071

Bank One, NA  
Attn: Robert G. Bussa, Jane Bek  
Energy & Utilities  
Mail Code IL 1-0363, Bank One Plaza  
Chicago, IL 60670

Bankers Trust Co.  
Trustee Corp. Trust  
Safet Kalabovic  
4 Albany Street, 4th Floor  
New York, NY 10006

Adam A. Lewis  
Morrison & Foerster  
425 Market Street, 33rd Floor  
San Francisco, California 94105  
[Counsel for Idaho Power]

Alan Z. Yudowsky  
Anne E. Wells  
Stroock & Stroock & Lavan LLP  
2029 Century Park East, Suite 1800  
Los Angeles, California 90067  
[Counsel for Semptra Energy Trading Corp]

Arlen Orchard  
Sacramento Municipal Utility District  
6201 S. Street, Mail Stop B408  
Sacramento, California 95817

B.C. Barmann, Sr.  
County Counsel  
Attn: Jerri S. Bradley, Deputy  
1115 Truxtun Avenue, Fourth Floor  
Bakersfield, California 93301  
[Counsel for Phil Franey, Treasurer/Tax Collector  
for Kern County]

Bank of America National Trust and Savings  
Association  
CA5-705-12-10  
Attn: Adeline Tourunian  
555 California Street, 12th Floor  
San Francisco, CA 94104

Bank One  
Corporate Trust Administration  
Attn: Janice Ott Rotunno  
Mail Code IL1-0126, 1 Bank One Plaza  
Chicago, IL 60670-0126

Bankers Trust Co. of California, NA  
Structured Finance Group  
Attn: Peter Becker  
4 Albany St., 10th Floor  
New York, NY 10006

Bankers Trust Company  
Corporate Trust Services  
Attn: Safet Kalabovic  
4 Albany Street, 4th Floor  
New York, NY 10006

Banque Nationale de Paris  
San Francisco Branch  
Attn: Debra Wright  
180 Montgomery St., 4th Floor  
San Francisco, CA 94104

Bennett G. Young  
LeBoeuf, Lamb, Greene & MacRae, LLP  
One Embarcadero Center, Suite 400  
San Francisco, California 94111  
[Counsel for Enron North America Corp and Enron  
Canada Corp.]

BMO Nesbitt Burns  
Attn: John Harche  
700 Louisiana, Suite 4400  
Houston, TX 77002

BNY Western Trust Company  
Attn: Rose Ruelos, Corp. Trust Administration  
550 Kearny St., Suite 600  
San Francisco, CA 94108-2527

BP Energy Company  
501 Westlake Park Boulevard  
Houston, Texas 77079  
Attn: Ken McClanahan

Bruce Bennett, Esq.  
Bennett J. Murphy, Esq.  
Hennigan Bennett & Dorman  
601 South Figueroa St., Suite 3300  
Los Angeles, CA 90017  
[Counsel for Semptra and Southern California Gas  
Company]

Bryant Danner  
Southern California Edison  
2244 Walnut Grove Ave.  
Rosemead, CA 91770

California Independent System Op.  
Margaret A. Rostker  
P.O. Box 639014  
Folsom, CA 95630-9017

California Power Exchange  
Attn: Don Deach  
100 S. Fremont Ave., Bldg. A9  
Alhambra, CA 91803-4737

Ben Whitwell  
Whitwell & Emhoff LLP  
202 N. Canon Drive  
Beverly Hills, California 90210  
[Attorney for California Power Exchange]

Beth Smayda, Director  
MBIA Insurance Corporation  
113 King Street  
Armonk, New York 10504

BNY Western Trust Company  
Attn: Rose Ruelos, Corp. Trust Administration  
550 Kearny St., Suite 600  
San Francisco, CA 94108-2527

BP Energy Co  
Attn: Louis Anderson  
501 Westlake Park Blvd  
Houston, TX 77079

Brian L. Holman  
White & Case LLP  
633 West Fifth Street, 19th Floor  
Los Angeles, California 90071  
[Counsel for Mirant Corporation]

Bryan Krakauer, Esq.  
Sidley & Austin  
One First National Plaza  
Chicago, IL 60603  
(Attorney for Bank of America, Admin. Agent)

California Farm Bureau Federation  
2300 River Plaza Drive  
Sacramento, California 95833

California Independent System Operator  
Attn: Margaret A. Rostker  
151 Blue Ravine Rd.  
Folsom, CA 95630

California Power Exchange  
Attn: Lynn Miller  
2000 S. Los Robles Avenue  
Suite 400  
Pasadena, CA 91101-2482

California Power Exchange  
Lynn Miller  
100 S. Fremont Avenue, Bldg A9  
Alhambra, CA 91803-4737

California Public Utilities Commission  
Attn: General Counsel  
505 Van Ness Avenue  
San Francisco, CA 94102

Calpine Gilroy Cogeneration LP  
Robert Brown  
Pennzoil Building  
700 Milam Street, Suite 800  
Houston, TX 77002

Calpine Greenleaf Inc.  
465 California St. #600  
San Francisco, CA 94104

Calpine Pittsburg Power Plant  
Zahir Ahmadi  
50 W. San Fernando St.  
San Jose, CA 95113

Chaim J. Fortgang, Esq.  
Richard G. Mason, Esq.  
Wachtell, Lipton, Rosen & Katz  
51 West 52nd Street  
New York, NY 10019  
[Counsel for Unofficial Committee of Pacific Gas &  
Electric Company First Mortgage Bondholders]

Christine C. Yokan  
General Electric Capital Business Asset Funding  
Corp.  
10900 N.E. 4th Street, Suite 500  
Bellevue, Washington 98004

Coast Energy Canada Inc.  
444-7<sup>th</sup> Avenue S.W., Suite 700  
Calgary, Alberta  
Canada T2P 0X8  
Attn: Caroline Pitre

California Public Utilities Commission  
Alan Kornberg, Esq.  
Paul, Weiss, Rifkind, Wharton & Garrison  
1285 Avenue of the Americas  
New York, NY 10019-6064  
(Attorney for California Public Utilities Commission)

California State Board of Equalization  
PO Box 942879  
Sacramento, CA 94279-8063

Calpine Gilroy Cogeneration LP  
Robert Brown  
1400 Pecheco Pass Highway, Gate 1  
Gilroy, California 95020

Calpine King City Cogen LLC  
Robert Brown  
6700 Kill Center Pky #200  
San Jose, CA 94568

Carl A. Eklund  
LeBoeuf, Lamb, Greene & MacRae, LLP  
125 West 55th Street  
New York, NY 10019  
[Counsel for Enron North America Corp and Enron  
Canada Corp.]

Chevron U.S.A. Production Co.  
P.O. Box 840659  
Dallas, TX 75284-0659

Christopher Beard  
Beard & Beard  
306 N. Market Street  
Frederick, MD 21701

Coast Energy Group, A Division of Cornerstone  
Propane, L.P.  
1600 Highway 6, Suite 400  
Sugarland, TX 77478  
Attn: Ruben Alonso



Cook Inlet Energy Supply  
10100 Santa Monica Blvd., 25<sup>th</sup> Floor  
Los Angeles, CA 90067  
Attn: Hans O. Saeby

N.R.G. Energy/Crocket Cogen  
Keith Richards  
750 B Street, Suite 2740  
San Diego, California 92101

David A. Gill  
Richard K. Diamond  
Danning, Gill, Diamond & Kollitz LLP  
2029 Century Park East, Third Floor  
Los Angeles, California 90067  
[Counsel for Interested Party, Department of Water and Power]

David L. Ronn  
Mayer, Brown & Platt  
700 Louisiana, Suite 3600  
Houston, Texas 77002  
[Counsel for Cook Inlet Energy Supply]

David Neale  
Levene, Neale, Bender, Rankin Brill LLP  
1801 Avenue of the Stars, Suite 1120  
Los Angeles, California 90067  
[Attorney for California Independent System Operator]

Department of Justice  
U.S. Attorney's Office  
450 Golden Gate Avenue  
Box 36055  
San Francisco, CA 94102

Deutsche Bank AG  
New York Branch  
Attn: John Quinn  
31 West 52nd Street  
New York, NY 10019

Don Gaffney  
Snell & Wilmer LLP  
One Arizona Center  
400 East Van Buren  
Phoenix, AZ 85004  
[Counsel for Arizona Public Service Co.]

Craig H. Millet  
Gibson Dunn & Crutcher LLP  
Jamboree Center  
4 Park Plaza, Suite 1400  
Irvine, California 92614  
[Counsel for Tucson Electric Power Company]

David A. Burns  
Baker Botts LLP  
One Shell Plaza  
910 Louisiana  
Houston, TX 77002  
[Counsel for Reliant Energy, Inc.]

David J. Hankey  
Gohn, Hankey & Stichel LLP  
Suite 1520, The Fidelity Building  
210 North Charles Street  
Baltimore, Maryland 21201  
[Counsel for Corestaff Services (California), Inc.]

David Neale  
Levene, Neale, Bender, Rankin & Brill LLP  
1801 Avenue of the Stars, Suite 1120  
Los Angeles, California 90067  
[Counsel for California Independent System Operator, Inc.]

David T. Biderman  
Perkins Coie LLP  
1620 26th Street, Sixth Floor  
Santa Monica, CA 90404-4013  
[Counsel for Bank of Montreal]

Deutsche Bank AG  
New York Branch  
Attn: E.S. Media  
31 West 52nd Street  
New York, NY 10019

DK Acquisition Partners, L.P.  
c/o M.H. Davidson & Co.  
885 Third Avenue, Suite 3300  
New York, NY 10022  
Attn: Tony Yoseloff

Duane H. Nelsen  
GWF Power Systems Company, Inc.  
4300 Railroad Ave.  
Pittsburgh, CA 94565-6006

Dulcie D. Brand  
Ricky L. Shackelford  
James L. Poth  
Jones Day Reavis & Pogue  
555 West Fifth Street, Suite 4600  
Los Angeles, California 90013  
[Counsel for Williams Energy Services and  
Williams Energy Marketing]

Dynergy Marketing & Trade  
1100 Louisiana Street, Suite 5800  
Houston, Texas 77002  
Attn: Steve Barron

El Paso Merchant Energy Gas LP  
Darrel Rogers  
2500 City West Blvd., Suite 1400  
Houston, TX 77042

Elaine M. Seid  
McPharlin, Sprinkles & Thomas LLP  
10 Almaden Boulevard, Suite 1460  
San Jose, California 95113  
[Counsel for City of Santa Clara]

Evan C. Hollander  
White & Case LLP  
1155 Avenue of the Americas  
New York, NY 10036

Evelyn H. Biery  
Corestaff Services (California), Inc.  
Fulbright & Jaworski LLP  
1301 McKinney, Suite 5100  
Houston, Texas 77010  
[Counsel for Corestaff Services (California), Inc.]

Franchise Tax Board  
PO Box 942857  
Sacramento, CA 94257-2021

Dynergy Canada Marketing & Trade  
350 - 7th Avenue S.W.  
Calgary, Alberta  
Canada, T2P 3N9  
Attn: Steve Barron

Edwin Berlin  
Richard Wyron  
Swidler Berlin Shereff Friedman, LLP  
3000 K Street, N.W.  
Washington, DC 20007  
[Counsel for California Independent System  
Operator, Inc.]

El Paso Merchant Energy, L.P.  
1010 Travis Street  
Houston, Texas 77002  
Attn: John Harrison

Enron Canada Corporation  
3500 Canterra Tower  
400 3rd Ave. S.W.  
Calgary, AB T2P 4H2  
Canada

Evan Hollander  
White & Case  
1155 Avenue of the Americas  
New York, NY 10036  
[Counsel for BNY]

Fernando De Leon  
Attorney at Law  
California Energy Commission  
1516 9th Street, MS-14  
Sacramento, California 95814

G. Larry Engel  
Roberto J. Kampfner  
Brobeck, Phleger & Harrison LLP  
One Market  
Spear Street Tower  
San Francisco, California 94105  
[Counsel for City of Palo Alto and its municipality  
utility]

Gary P. Blitz  
Piper Marbury Rudnick & Wolfe LLP  
1200 19th Street, N.W.  
Washington, D.C. 20036  
[Counsel for Certain Underwriters at Lloyd's and  
Interested Insurance Companies]

Glenn M. Reisman  
Two Corporate Drive  
P.O. Box 861  
Shelton, CT 06484  
[Counsel for GE Power Systems and GE Supply  
Divisions]

Grant Kolling  
City of Palo Alto  
P.O. Box 10250  
Palo Alto, California 94303

GWF Power Systems LP  
4300 Railroad Ave.  
Pittsburg, CA 94565

Heather Brown  
Williams Energy Marketing and Trading Co.  
One Williams Center, Suite 4100  
Tulsa, OK 74172

Howard J. Weg  
Peitzman, Glassman & Weg  
1900 Avenue of the Stars, Suite 650  
Los Angeles, California 90067  
[Counsel for Powerex Corp.]

ICC Energy Corporation  
302 N. Market Street, Suite 500  
Dallas, TX 75202-1846  
Attn: Karl Butler

Geysers Power Company LLC  
Joe McClendon  
6700 Koll Center Pky #200  
Pleasanton, CA 94566

Gordon P. Erspamer  
Morrison & Foerster LLP  
101 Ygnacio Valley Road, Suite 450  
P.O. Box 8130  
Walnut Creek, California 94595  
[Counsel for AES New Energy, Inc.]

Gregory W. Jones  
El Paso Merchant Energy  
1001 Louisiana, Suite 2754B  
Houston, Texas 77002

Harold L. Kaplan  
Jeffrey M. Schwartz  
Mark F. Hebbeln  
Gardner, Carton & Douglas  
321 North Clark Street, 34th Floor  
Chicago, IL 60610  
[Counsel for Indenture Trustee for 7.90%  
Deferrable Interest Subordinated Debendures  
Series A]

Heinz Binder  
Robert G. Harris  
Binder & Malter  
2775 Park Avenue  
Santa Clara, California 95050  
[Counsel for Corestaff Services (California), Inc.]

Hydee R. Feldstein  
Katherine A. Traxler  
Kelly Aran  
Paul, Hastings, Janofsky & Walker LLP  
Twenty Third Floor  
555 South Flower Street  
Los Angeles, California 90071  
[Counsel for Constellation Power Source, Inc.]

Internal Revenue Service  
Fresno, CA 93888

Internal Revenue Service  
Spec Proc / Bankruptcy  
1301 Clay Street, Suite 1400  
Oakland, CA 94612

J. Christopher Kohn  
Tracy J. Whitaker  
Brendan Collins  
Civil Division  
Department of Justice  
P.O. Box 875  
Ben Franklin Station  
Washington, D.C. 20044  
[Counsel for United States of America]

J. Matthew Derstein  
Roshka Heyman & DeWulf PLC  
Two Arizona Center  
400 North 5th Street, Suite 1000  
Phoenix, AZ 85004  
[Counsel for Tucson Electric Power Company]

James R. Thompson  
Idaho Power Company  
1221 W. Idaho Street  
Boise, Idaho 83702

Jeffrey A. Davis  
Gray Cary Ware & Freidenrich LLP  
401 B Street, Suite 1700  
San Diego, California 92101  
[Counsel for International Brotherhood of Electrical  
Workers, Local 47 and Local 1245]

John F. Shellabarger  
Carriage Homes, Inc.  
Law Offices of John F. Shellabarger  
928 Garden Street, Suite 3  
Santa Barbara, California 93101  
[Counsel for Carriage Homes, Inc.]

John P. Dillman  
Linerbarger Heard Goggan Blair  
Graham Pena & Sampson, LLP  
P.O. Box 3064  
Houston, TX 77253

J. Christopher Kennedy  
Irell & Manella LLP  
1800 Avenue of the Stars, 9th Floor  
Los Angeles, California 90067  
[Counsel for party in interest]

J. Christopher Kohn  
Tracy J. Whitaker  
Brendan Collins  
Department of Justice  
1100 L Street, N.W. Room 10004  
Washington, D.C. 20005  
[Counsel for United States of America]

James E. Till, Esq.  
Perkins Coie LLP  
1211 SW Fifth Ave., Suite 1500  
Portland, OR 97204  
[Counsel for Bank of Montreal]

Jeffrey M. Wilson  
Saybrook Capital LLC  
303 Twin Dolphin Drive, Suite 600  
Redwood City, California 94065  
[Proposed Investment Banker to Committee]

JoAnn P. Russell  
Duke Energy Trading and Marketing LLC  
10777 Westheimer, Suite 650  
Houston, TX 77042

John G. Kaugberg  
LeBoeuf, Lamb, Greene & MacRae, LLP  
125 West 55th Street  
New York, NY 10019  
[Counsel for Enron North America Corp and Enron  
Canada Corp.]

John P. Melko  
Wendy K. Laubach  
Verner, Lipfert, Bernhard, McPherson and Hand  
1111 Bagby, Suite 4700  
Houston, TX 77002  
[Counsel for Sacramento Municipal Utility District]

John T. Hansen  
Deborah H. Beck  
Nossaman, Guthner, Knox & Elliott  
50 California Street, 34th Floor  
San Francisco, California 94111  
[Counsel for Committee of PG&E Retirees and Survivors]

Joseph A. Eisenberg, Esq.  
Jeffer, Mangels, Butler & Marmaro  
2121 Avenue of the Stars, 10th Fl.  
Los Angeles, CA 90067  
(Attorney for California Power Exchange)

KBC Bank  
Attn: Daniel To  
515 So. Figueroa St., Suite 1920  
Los Angeles, CA 90071

Kevin K. Haah  
Ervin, Cohen & Jessup LLP  
9401 Wilshire Boulevard, 9th Floor  
Beverly Hills, California 90212  
[Counsel for Ronald A. Katz Technology Licensing L.P.]

Kjehl T. Johansen  
Legal Division  
Office of City Attorney  
Department of Water and Power  
P.O. Box 51111, Suite 340  
Los Angeles, California 90051

Lillian G. Stenfeldt  
Fred Hjeltneset  
Gray Cary Ware & Freidenrich LLP  
1755 Embarcadero  
Palo Alto, California 94303  
[Counsel for International Brotherhood of Electrical Workers, Local 47 and Local 1245]

D. Cameron Baker  
City Attorney  
L. Joanne Sakai  
Theresa Mueller  
City Hall, Room 234  
One Dr. Carlton B. Goodlett Place  
San Francisco, California 94102  
[Counsel for the City and County of San Francisco]

Jonathan Rosenthal  
Jon P. Schotz  
Jonathan Y. Thomas  
Saybrook Capital LLC  
401 Wilshire Boulevard, Suite 850  
Santa Monica, California 90401  
[Proposed Investment Banker to Committee]

Joseph A. Eisenberg, P.C.  
Victoria S. Kaufman  
Jeffer, Mangels, Butler & Marmaro LLP  
2121 Avenue of the Stars, Tenth Floor  
Los Angeles, CA 90067  
[Counsel for California Power Exchange Corp.]

Kenneth N. Russak  
Pillsbury Winthrop LLP  
725 South Figueroa Street, Suite 2800  
Los Angeles, California 90017  
[Counsel for Dynergy Power Marketing, Inc.; El Segundo Power LLC; Long Beach Generation LLC; Cabrillo Power I LLC; Cabrillo Power II, LLC; Dynergy Marketing & Trade LLC; West Coast LLC]

Kimberly S. Winick  
Mayer, Brown & Platt  
350 South Grand Avenue, 25th Floor  
Los Angeles, California 90071  
[Counsel for Aera Energy LLC]

Larren M. Nashelsky  
Morrison & Foerster LLP  
1290 Avenue of the Americas  
New York, NY 10104  
[Counsel for El Paso Merchant Energy L.P.]

D. Cameron Baker  
City Attorney  
City and County of San Francisco,  
City Hall, Room 234  
1 Dr. Carlton B. Goodlett Place  
San Francisco, California 94102

M. Freddie Reiss  
PricewaterhouseCoopers LLP  
400 South Hope Street  
Los Angeles, California 90071  
[Proposed Financial Advisor to Committee]

M.O. Sigal Jr  
Simpson Thatcher & Bartlett  
425 Lexington Avenue  
New York, NY 10017  
[Counsel for Duke Energy Trading and Marketing]

Mark C. Ellenberg  
Cadwalader, Wickersham & Taft  
1201 F Street N.W., Suite 1100  
Washington, D.C. 20004  
[Counsel for MBIA]

Marc Hirschfield  
Benjamin Hoch  
Dewey Ballantine LLP  
1301 Avenue of the Americas  
New York, New York 10019-6092

Martha E. Romero  
Law Offices of Martha E. Romero  
7743 South Painter Avenue, Suite A  
Whittier, California 90602  
[Counsel for Secured Creditors Various California  
Counties in California]

MBIA Insurance Corporation  
Attn: IPM-PCF  
113 King Street  
Armonk, NY 10504  
Mellon Bank, N.A.  
Attn: L. Scott Sommers  
400 So. Hope Street, 5th Floor  
Los Angeles, CA 90071-2806

Merrill Lynch  
Attn: Ahi Aharon  
World Financial Ctr., North Tower  
250 Vesey Street, 10th Floor  
New York, NY 10281-1310

Michael E. Ross  
AES New Energy, Inc.  
350 South Grand Avenue, Suite 2950  
Los Angeles, California 90017

Marc S. Cohen  
Jeffrey A. Krieger  
Greenberg Glusker Fields Claman Machtinger &  
Kinsella  
1900 Avenue of the Stars, Suite 2100  
Los Angeles, California 90067  
[Counsel for Official Committee of Participants'  
Creditors Claims]

Mark Finnemore  
Internal Revenue Service  
Small Business/Self-Employed Division Counsel  
160 Spear Street, 9th Floor  
San Francisco, California 94105  
[Counsel for the United States of America]

Mark P. Weitzel  
Paul C. Lacourciere  
Thelen, Reid & Priest LLP  
101 Second Street, Suite 1800  
San Francisco, California 94105  
[Counsel for Burney Forest Products]

Martin L. Fineman  
David Wright Tremaine LLP  
One Embarcadero Center, Suite 600  
San Francisco, California 94111  
[Counsel for Wheelabrator Shasta Energy Co.]

Merle C. Meyers  
Katherine D. Ray  
Goldberg, Stinnett, Meyers & Davis  
44 Montgomery Street, Suite 2900  
San Francisco, California 94104  
[Counsel for Modesto Irrigation District]

Michael A. Rosenthal  
Keith D. Ross  
Gibson Dunn & Crutcher LLP  
2100 McKinney Avenue, Suite 1100  
Dallas, TX 75201  
[Counsel for NRG Energy, Inc.]

Michael F. O'Friel  
Wheelabrator Technologies, Inc.  
4 Liberty Lane West  
Hampton, NH 03842

Michael Friedman  
Richard Spears Kibbe & Orbe  
One Chase Manhattan Plaza  
New York, NY 10005  
[Counsel for DK Acquisition Partners]

Michael L. Tuchin  
David M. Stern  
Michelle C. Campbell  
Klee, Tuchin, Bogdanoff & Stern LLP  
1880 Century Park East, Suite 200  
Los Angeles, California 90067  
[Counsel for Caithness Energy, LLC and FPL  
Energy Inc.]

Mike R. Jaske  
California Energy Commission  
1516 Ninth Street, MS-22  
Sacramento, California 95814

Morgan Guaranty Trust Company of New York  
Attn: Carl J. Mehldau  
60 Wall Street  
New York, NY 10260

Nanette D. Sanders  
Sarah E. Petty  
Snell & Wilmer LLP  
1920 Main Street, Suite 1200  
Irvine, California 92614  
[Counsel for Arizona Public Service Co.]

PanCanadian Energy Services Inc.  
1200 Smith Street, Suite 900  
Houston, TX 77002  
Attn: Brian Redd

Patricia S. Mar, Esq.  
Morrison & Foerster LLP  
425 Market Street, 33rd Floor  
San Francisco, CA 94105-2482  
[Counsel for Avista Energy, Inc. and GWF Power  
Systems Company, Inc.]

Michael Hamilton  
PricewaterhouseCoopers LLP  
1301 Avenue of the Americas  
New York, NY 10019  
[Proposed Financial Advisor to Committee]

Michael Morris  
Hennigan, Bennet & Dorman  
601 South Figueroa Street, Suite 3300  
Los Angeles, California 90017  
[Counsel for Southern California Gas Company]

Mitchell I. Sonkin  
Cadwalader, Wickersham & Taft  
100 Maiden Lane  
New York, NY 10038  
[Counsel for MBIA]

Mr. David Boergers, Secretary  
Federal Energy Regulatory Commission  
888 First Street, N.E., Room 1-A  
Washington, DC 20246

Office of the U.S. Trustee  
Attn: Stephen Johnson  
250 Montgomery Street, Suite 1000  
San Francisco, CA 94104-3401

Patricia S. Mar  
Morrison & Foerster LLP  
425 Market Street, 33rd Floor  
San Francisco, CA 94105-2482  
E-mail: pmar@mofo.com  
[Counsel for AES New Energy, Inc.]

Peter J. Benvenuti  
Heller Ehrman White & McAuliffe LLP  
333 Bush Street  
San Francisco, California 94104

Philip Warden  
Pillsbury, Winthrop LLP  
50 Fremont Street  
San Francisco, California 94105  
[Counsel for Southern California Gas Company]

Pillsbury Winthrop LLP  
725 S. Figueroa Street, Suite 2800  
Los Angeles, CA 90017-5406  
Attn: Kenneth N. Russak, Esq.  
[Counsel to Parties in Interest: Dynergy Power Marketing, Inc., El Segundo Power LLC, Long Beach Generation LLC, Cabrillo Power I LLC, Cabrillo Power II, LLC, Dynergy Marketing & Trade LLC and West Coast Power, LLC]

Rabobank International  
Attn: Gladys Montes  
Four Embarcadero Center  
Suite 3200  
San Francisco, CA 94111

Randy Michelson  
McCutchen, Doyle, Brown & Enersen, LLP  
Three Embarcadero Center  
San Francisco, California 94111  
[Counsel for Reliant Energy, Inc.]

Richard A. Lapping  
Louis J. Cisz, III  
Thelen Reid & Priest LLP  
101 Second Street, Suite 1800  
San Francisco, CA 94105-3601  
[Counsel for Creditor, Calpine Corporation and its Affiliated Entities]

Richard C. Josephson  
Stoel Rives LLP  
900 SW Fifth Avenue, Suite 2600  
Portland, OR 97204  
[Counsel for PacifiCorp and Crockett Cogen.]

Richard Purcell  
Conectiv  
252 Chapman Road  
Christiana Building  
Newark, Delaware 19714

Phillip S. Warden  
Pillsbury Winthrop LLP  
50 Fremont Street  
San Francisco, California 94105  
[Counsel for Dynergy Power Marketing, Inc.; El Segundo Power LLC; Long Beach Generation LLC; Cabrillo Power I LLC; Cabrillo Power II, LLC; Dynergy Marketing & Trade LLC; West Coast LLC]

R. Dale Ginter  
Downey, Brand, Seymour & Rohwer LLP  
555 Capitol Mall, 10th Floor  
Sacramento, California 95814  
[Counsel for Merced Irrigation District, Occidental of Elk Hills, Diamond Walnut Growers, and Hertz Corporation]

Rabobank Nederland  
New York Branch  
Attn: International Trade Services  
245 Park Avenue  
New York, NY 10167-0062

Region IV  
U.S. Nuclear Regulatory Commission  
Ellis W. Mershoff  
Regional Administrator  
611 Ryan Plaza Drive, suite 400  
Arlington, TX 76011-8064

Richard Blackstone Webber II  
Richard Blackstone Webber II, P.A.  
2507 Edgewater Drive  
2507 Edgewater Drive  
Orlando, FL 32804  
[Counsel for Blue Cross and Blue Shield of Florida, Inc.]

Richard Hopp  
14416 Victory Boulevard, Suite 108  
Van Nuys, California 91401  
[Richard Hopp in Propria Persona]

Richard Stevens  
Avista Corp.  
P.O. Box 3727  
Spokane, WA 99220



Richard W. Esterkin  
Morgan, Lewis & Bockius LLP  
300 South Grand Avenue  
Los Angeles, California 90071  
[Counsel for Fuji Bank, Limited]

Robert A. Greenfield, Esq.  
Stutman, Treister & Glatt  
3699 Wilshire Blvd., #900  
Los Angeles, CA 90010-2766

Robert E. Izmirian  
Aaron M. Oliner  
Buchalter, Nemer, Fields & Younger  
333 Market Street  
San Francisco, California 94105  
[Counsel for MBIA]

Robert S. Mueller  
United States Attorney  
Jocelyn Burton  
Assistant United States Attorney  
Douglas K. Chang  
450 Golden Gate Avenue, 10th Floor  
San Francisco, California 94102  
[Counsel for United States of America]

Roi Chandy  
Teachers Insurance and Annuity Assoc. of America  
730 Third Avenue  
New York, NY 10017

Rosanne Thomas Matzat  
Hahn & Hessen LLP  
350 Fifth Avenue, Suite 3700  
New York, NY 10118  
[Counsel for Metropolitan Life Insurance Co.]

Secretary of Treasury  
15th & Pennsylvania Avenue  
Washington, D.C. 20549

Sempra Energy Trading Corp.  
Tony Ferrajina  
58 Commerce Drive  
Stamford, CT 06902

Richard Wyrton  
Swidler Berlin Shereff Friedman LLP  
3000 K Street, NW, Suite 300  
Washington, DC 20007  
[Attorney for California Independent System Operator]

Robert Darby  
Corestaff Services (California), Inc.  
Fulbright & Jaworski LLP  
865 South Figueroa, 29th Floor  
Los Angeles, California 90017  
[Counsel for Corestaff Services (California), Inc.]

Robert M. Blum  
Thelen Reid & Priest LLP  
101 Second Street, Suite 1800  
San Francisco, California 94105  
[Counsel for Davey Tree Surgery Company]

Robert S. Mueller, III  
United States Attorney  
Jay R. Weill  
Assistant United States Attorney  
Thomas MacKinson  
160 Spear Street, Ninth Floor  
San Francisco, California 94105  
[Counsel for the United States of America]

Roland Pfeifer  
Office of the City Attorney  
1500 Warburton Avenue  
Santa Clara, California 95050

Scott O. Smith  
Buchalter, Nemer, Fields & Younger  
601 South Figueroa Street, Suite 2400  
Los Angeles, California 90017  
[Counsel for Quanta Services, Inc.]

Sandra W. Lavigna  
Sarah D. Moyed  
Securities Exchange Commission  
5670 Wilshire Blvd., 11th Fl.  
Los Angeles, CA 90036

Seth A. Ribner  
Simpson Thatcher & Bartlett  
10 Universal City Plaza, Suite 1850  
Universal City, California 91608  
[Counsel for Duke Energy Trading and Marketing]

Sharyn B. Zuch  
Wiggin & Dana  
One CityPlace, 34th Floor  
185 Asylum Street  
Hartford, CT 06103  
[Counsel for American Payment Systems]

Southern California Gas Company  
555 W. Fifth St.,  
GT24E1  
Los Angeles, CA 90013-1000  
Attn: Jim Nakata

State of California  
Dept. of Water Resources  
c/o Chief – Energy Division  
Attn: Dan Herdocia  
1416 9th Street, Room 1640  
Sacramento, CA 95814

State of California  
Office of the Attorney General  
PO Box 94255  
Sacramento, CA 94244-2550

Steve G. F. Polard  
Perkins Coie LLP  
1620-26th Street, Sixth Floor  
Santa Monica, California 90404  
[Counsel for Creditor Puget Sound Energy, Inc.]

Steven H. Felderstein, Esq.  
Felderstein, Willoughby & Pascuzzi  
400 Capital Mall, Suite 1450  
Sacramento, CA 95814-4434  
(Attorney for State of California)

Texaco Natural Gas Inc.  
1111 Bagby Street  
Houston, Texas 77002  
Attn: Bill Collier

The Bank of New York  
Michael Pitflick, Corporate Trust Ad  
101 Barclay Street-21W  
New York, NY 10286

Sierra Pacific Industries  
File #51950  
San Francisco, California 94160

State of California EDD  
PO Box 826880  
Sacramento, CA 94280

State of California  
Office of the Attorney General  
455 Golden Gate Avenue  
Suite 11000  
San Francisco, CA 94102-3664

Stephanie Nolan Deviney  
Brown & Connery LLP  
360 Haddon Avenue  
P.O. Box 539  
Westmont, NJ 08108  
[Counsel for SAP America, Inc.]

Steve J. Reisman  
Curtis, Mallet-Prevost, Colt & Mosle LLP  
101 Park Avenue  
New York, NY 10178

Texaco Canada Petroleum Inc.  
2035 400 3rd Avenue, S.W.  
Calgary, Alberta  
Canada T2P 4H2  
Attn: Bill Collier

The Bank of New York  
Attn: Michael Pitflick, Corp. Trust Administration  
101 Barclay Street – 21W  
New York, NY 10286

The Fuji Bank, Limited  
Attn: Jonathan Bigelow  
333 So. Hope Street, 39th Floor  
Los Angeles, CA 90071

The Sumitomo Bank Ltd.  
Attn: Al Galluzzo  
777 S. Figueroa St., Suite 2600  
Los Angeles, CA 90017-3138

Thomas B. Walper, Esq.  
Munger, Tolles & Olson LLP  
355 South Grand Ave., Suite 3500  
Los Angeles, CA 90071-1560  
[Counsel for Southern California Edison]

Thomas E. Lumsden  
PricewaterhouseCoopers LLP  
199 Fremont Street  
San Francisco, California 94105  
[Proposed Financial Advisor to Committee]

Timothy F. Hodgdon  
Teachers Insurance and Annuity Assoc. of America  
730 Third Avenue  
New York, NY 10017

TXU Energy Trading Canada Limited  
1717 Main Street  
Dallas, Texas 75201  
Attn: Jeff Shorter

U.S. Bank  
Corporate Trust Services  
Attn: LaDonna Morrison  
180 East Fifth St., 3rd Floor  
St. Paul, MN 55170

U.S. Trust Company, National Association  
One Embarcadero Center, Suite 2050  
San Francisco, CA 94111-3709  
Attn: Josephine Libunao

US Bank, Corporate Trust Services  
Ladonna Morrison  
P.O. Box 64111  
St. Paul, MN 55164-0111

Wheelabrator Shasta Energy Co. Inc.  
20811 Industry Rd.  
Anderson, CA 96007

The Toronto Dominion Bank  
Attn: F.B. Hawley  
909 Fannin, Suite 1700  
Houston, TX 77010

Thomas C. Walsh  
BTM Capital Corporation  
125 Summer Street  
Boston, MA 02110

Thomas MacKinson  
Internal Revenue Service  
Small Business/Self-Employed Division  
1301 Clay Street, Room 1400-S  
Oakland, California 94105  
[Counsel for the United States of America]

TJ Vigliotta  
Lazard Frères & Co. LLC  
30 Rockefeller Plaza, 60th Floor  
New York, NY 10020

TXU Energy Trading Company  
1717 Main Street  
Dallas, Texas 75201  
Attn: Jim Macredie

U.S. Nuclear Regulatory Commission  
Attn: Document Control Desk  
Washington, DC 20555-0001

Union Bank of Switzerland  
New York Branch  
Attn: Paul Morrison  
299 Park Avenue  
New York, NY 10171

Victoria Lang  
AT&T Corp.  
795 Folsom Street, 2nd Floor  
San Francisco, California 94107  
[Counsel for AT&T Corp]

White & Case, LLP  
Attn: Neil Millard  
633 West Fifth St., Suite 1900  
Los Angeles, CA 90071-2007  
(Attorney for BNY Western Trust Company)

White & Case, LLP  
Attn: Neil Millard/C. Randolph Fishburn  
633 West Fifth St., Suite 1900  
Los Angeles, CA 90071-2007  
(Attorney for Bank of New York)

William H. Kiekhofer III  
Yale K. Kim  
Steven E. Rich  
Kelley Drye & Warren LLP  
777 South Figueroa Street, Suite 2700  
Los Angeles, CA 90017  
[Counsel for BP Energy Company, BP AMOCO]

William M. Rossi-Hawkins  
Phillips, Lytle, Hitchcock, Blaine & Huber  
437 Madison Avenue, 34th Floor  
New York, NY 10022  
[Counsel for HSBC Bank USA]

Williams Energy Marketing & Trading Co.  
One Williams Center, 19th Floor  
Department 558  
P.O. Box 2848  
Tulsa, Oklahoma 74172  
Attn: Kelly Knowlton

Zack Starbird  
Mirant Corporation  
1155 Perimeter Center West  
Atlanta, GA 30338

Daren R. Brinkman  
Brinkman & Associates  
800 Wilshire Boulevard, Suite 950  
Los Angeles, California 90017  
[Counsel for TransAlta Energy]

Sertling Koch  
TransAlta Energy Marketing (U.S.) Inc.  
Box 1900 Station "M"  
110-12th Avenue, SW  
Calgary, Alberta T2P 2M1

Aaron M. Oliner  
Buchalter, Nemer, Fields & Younger  
333 Market Street  
San Francisco, California 94105  
[Counsel for CSAA]

William Bates III  
McCutchen, Doyle, Brown & Enersen, LLP  
3150 Porter Drive  
Palo Alto, California 94304  
[Counsel for Reliant Energy, Inc.]

William J. Flynn  
Neyhart, Anderson, Freitas, Flynn & Grosboll  
600 Harrison Street, Suite 535  
San Francisco, California 94107  
[Counsel for IBEW Local #1245]

William P. Weintraub  
Pachulski Stang Ziehl Young & Jones  
Three Embarcadero Center, Suite 1020  
San Francisco, California 94111  
[Counsel for PG&E Corp.]

Williams Energy Marketing & Trading Co. (Canada)  
One Williams Center, 19th Floor  
Department 558  
P.O. Box 2848  
Tulsa, Oklahoma 74101  
Attn: Kelly Knowlton

Thomas C. Walsh  
BTM Capital Corporation  
125 Summer Street  
Boston, MA 02110

Steven M. Abramowitz  
Vinson & Elkins LLP  
666 Fifth Avenue, 26th Floor  
New York, NY 10103  
[Counsel for TransAlta Energy]

Jennifer A. Merlo  
Bradley E. Pearce  
Moore & Van Allen, PLLC  
Bank of America Corporation Center  
100 North Tryon Street, Floor 47  
Charlotte, North Carolina 28202

Wendy L. Hagenau  
Powell, Goldstein, Frazer & Murphy  
16th Floor  
191 Peachtree Street, N.E.  
Atlanta, GA 30303  
[Counsel for Intecom Inc.]

George O'Brien  
Vice President and Treasurer  
Intecom, Inc.  
5057 Keller Springs Road  
Addison, Texas 75001

Douglas P. Bartner  
Andrew Tenzer  
Shearman & Sterling  
599 Lexington Avenue  
New York, NY 10022  
[Counsel for Citibank, N.A.]

Carla Batchler  
Trust Department  
Bank of Cherry Creek  
3033 East 1st Avenue  
Denver, Colorado 80206

Richard Purcell  
CONNECTIV  
252 Chapman Road  
Newark, Delaware 19702

Marc Barreca  
John R. Knall, Jr.  
Preston Gates & Ellis LLP  
701 Fifth Avenue, Suite 5000  
Seattle, WA 98104  
[Counsel for PPL Montana, LLC]

Lawrence M. Jacobson  
Baker and Jacobson  
11377 West Olympic Boulevard, Suite 500  
Los Angeles, California 90064  
[Counsel for Tishman Construction Corp. of California]

Robert D. Albergotti  
Stacey Jernigan  
Scott W. Everett  
Haynes and Boone LLP  
901 Main Street, Suite 3100  
Dallas, Texas 75202

Julia Hill, County Counsel  
County of Santa Cruz  
Office of the Treasurer – Tax Collector  
701 Ocean Street, Room 505  
Santa Cruz, California 95060  
[Counsel for County of Santa Cruz]

Amy Hallman Rice  
Dorsey & Whitney LLP  
Pillsbury Center South  
220 South Sixth Street  
Minneapolis, Minnesota 5540-1498  
[Counsel for U.S. Bank Trust National Association]

Chritine C. Yokan  
General Electric Capital Business Asset Funding  
Corporation  
10900 N.E. 4th Street, Suite 500  
Bellevue, Washington 98004

Neil J. Rubenstein  
Holly R. Shilliday  
Arter & Hadden LLP  
Two Embarcadero Center, 5th Floor  
San Francisco, California 94111  
[Counsel for Association of Bay Area Governments  
and ALCAN Alum. Corp.]

Janine D. Bloch  
Preston Gates & Ellis LLP  
One Maritime Plaza, Suite 2400  
San Francisco, California 94111  
[Counsel for PPL Montana, LLC]

Samuel Jackson, City Attorney  
Office of the City Attorney, City of Sacramento  
Robert D. Tokunaga, Deputy City Attorney  
980 Ninth Street, Tenth Floor  
Sacramento, California 95814  
[Counsel for City of Sacramento]

Paul M. Bartkiewicz  
Joshua M. Horowitz  
Bartkiewicz, Kronick & Shanahan  
1011 Twenty Second Street  
Sacramento, California 95816  
[Counsel for Browns Valley Irrigation District and  
Yolo County Flood Control and Water Conservation  
District]

Martin G. Bunin  
Craig E. Freeman  
Thelen, Reid & Priest LLP  
40 W. 57th Street, 26th Floor  
New York, NY 10019  
[Counsel for Calpine Corporation]

Estela O. Pino  
Cynthia E. Chisum  
Pino & Associates  
1260 Fulton Avenue  
Sacramento, California 95825  
[Counsel for Elliot Jones, Jr.]

Martin A. Martino  
Castle Companies  
12885 Alcosta Boulevard, Suite A  
San Ramon, California 94583

Michael B. Lubic  
McCutchen Doyle Brown & Enersen LLP  
355 South Grand Avenue, Suite 4400  
Los Angeles, California 90071  
[Counsel for Reliant Energy, Inc.]

Stanley E. Pond  
Winchell & Pond  
1700 South El Camino Real, Suite 506  
San Mateo, California 94402  
[Counsel for General Capital Corporation]

Lynne Richardson  
Air Products and Chemicals Inc.  
Business Services A6328  
7201 Hamilton Boulevard  
Allentown, PA 18195

Lori J. Scott  
Shasta County Treasurer – Tax Collector  
P.O. Box 991830  
Redding, California 96099

Juan C. Basombrio  
Kent J. Schmidt  
Dorsey & Whitney LLP  
650 Town Center Drive, Suite 1850  
Costa Mesa, California 92626  
[Counsel for US Bank Trust National Association]

Dale W. Mahon  
9951 Grant Line Road  
Elk Grove, California 95624  
[Counsel for Mutual Hydro]

Peter J. Gurfein  
Jeffrey C. Krause  
Gregory K. Jones  
Akin, Gump, Strauss, Hauer & Feld  
2029 Century Park East, Suite 2600  
Los Angeles, California 90067

Ellen K. Wolf  
Michael S. Abrams  
Gilchrist & Rutter  
Wilshire Palisades Building  
1299 Ocean Avenue, Suite 900  
Santa Monica, California 90401  
[Counsel for IBM Corporation]

Cahal B. Carmody  
Bank of Montreal  
4400 Nations Bank Building  
700 Louisiana Street  
Houston, TX 77002

Karen Keating Jahr, County Counsel  
Michael A. Ralston, Assistant County Counsel  
1815 Yuba Street, Suite 3  
Redding, California 96001

Bill Wong  
AMROC Investments, LLC  
535 Madison Avenue, 15th Floor  
New York, NY 10022

Stephen Shane Stark, County Counsel  
Enrique R. Sanchez, Sr.  
County of Santa Barbara  
105 E. Anapamu Street, Suite 201  
Santa Barbara, California 93101  
[Counsel for Santa Barbara County and Santa  
Barbara County Treasurer – Tax Collector]

James S. Monroe  
Lillick & Charles LLP  
Two Embarcadero Center, Suite 2700  
San Francisco, California 94111  
[Counsel for SPL WorkdGroup, Inc.]

John Robert Weiss  
Katten Muchin Zavis  
525 West Monroe Street, Suite 1600  
Chicago, IL 60661  
[Proposed Counsel for Official Committee of  
Unsecured Creditors]

M. David Minnick  
Pillsbury Winthrop LLP  
50 Fremont Street  
San Francisco, California 94105  
[Counsel for ThermoEcotek Corporation]

Martin Marz  
BP Amoco  
P.O. Box 3092  
Houston, Texas 77079

Kelly Greene McConnell  
Givens Pursley LLP  
277 North 6th Street, Suite 200  
Boise, ID 83702  
[Counsel for Windpower Partners, 1987, 1988,  
Altamond Winds, Inc. Windworks, Inc.]

Nancy Newman  
Steinhart & Falconer LLP  
333 Market Street, 32nd Floor  
San Francisco, California 94105  
[Counsel for Regency Centers, L.P.]

Daniel M. Pelliccioni  
Julia W. Brand  
Katten Muchin Zavis  
1999 Avenue of the Stars, Suite 1400  
Los Angeles, California 90067  
[Proposed Counsel for Official Committee of  
Unsecured Creditors]

Marimargaret Webdell  
Sacramento County Department of Finance  
700 H Street, Room 1710  
Sacramento, California 95814  
[Creditor County of Sacramento]

Arnold Wallenstein  
ThermoEcotek Corporation  
245 Winter Street, Suite 300  
Waltham, MA 02154

Peter S. Clark II  
Derek J. Baker  
Reed Smith, LLP  
2500 Liberty Place  
1650 Market Street  
Philadelphia, PA 19103-7301

Rock S. Koebbe  
5356 North Cattail Way  
Boise, ID 83703

Mary B. Holland  
Financial Consultant  
Salomon Smith Barney  
1111 Superior Ave. Suite 1800  
Cleveland, Ohio 44114-2507  
[Trustee for the account of St.  
Edward's High School]

Neil W. Rust  
White & Case LLP  
633 West Fifth Street, Suite 1900  
Los Angeles, California 90071  
[Counsel for Deutch Bank AG, New York Branch]

Mark Gorton  
Mary E. Olden  
Todd M. Bailey  
McDonough, Holland & Allen  
555 Capitol Mall, Ninth Floor  
Sacramento, California 95814  
[Counsel for Northern California Power Agency]

Howard Susman  
Duckor Spralding & Metzger  
401 West A Street, Suite 2400  
San Diego, California 92101  
[Counsel for Altamont – Midway, Ltd.]

Peter R. Boutin  
Keesal, Young & Logan  
Four Embarcadero Center, Suite 1500  
San Francisco, California 94111  
[Counsel for Texaco Natural Gas, Inc, Texaco  
Canada Pet., Texaco Exploration & Prod., Texaco  
Midway-Sunset Cogen., Texaco Yoakum Energy  
Co., Texaco San Ardo Energy, Texaco Coal.  
Energy Co.]

Tony O. Hemming  
Texaco Legal Department  
1111 Bagby Street  
Houston, TX 77002

Thomas M. Berliner  
Duane Morris & Heckscher LLP  
100 Spear Street, Suite 1500  
San Francisco, California 94105  
[Counsel for Santa Clara Valley Water District]

Roger L. Efremsky  
Austin P. Nagel  
Law Offices of Efremsky & Nagel  
5776 Stoneridge Mall Road, Suite 360  
Pleasanton, California 94588  
[Counsel for Toyota Motor Credit Corp.]

Daniel P. Ginsberg  
Howard S. Beltzer  
White & Case LLP  
1155 Avenue of the Americas  
New York, NY 10036  
[Counsel for Deutch Bank AG, New York Branch]

Stan T. Yamamoto  
Eileen M. Teichert  
City of Riverside  
City Attorney's Office  
City Hall, 3900 Main Street  
Riverside, California 92522  
[Counsel for City of Riverside]

John Chu  
Corporate Counsel Law Group LLP  
417 Montgomery Street, 10th Floor  
San Francisco, California 94104  
[Counsel for Bay Area Rapid Transit District]

Ralph B. Levy  
James A. Pardo, Jr.  
Brian C. Walsh  
Jeffrey E. Bjork  
King & Spalding  
191 Peachtree Street  
Atlanta, GA 30303  
[Counsel for Texaco Natural Gas, Inc, Texaco  
Canada Pet., Texaco Exploration & Prod., Texaco  
Midway-Sunset Cogen., Texaco Yoakum Energy  
Co., Texaco San Ardo Energy, Texaco Coal.  
Energy Co.]

Mairi V. Luce  
Duane Morris & Heckscher LLP  
4200 One Liberty Place  
Philadelphia PA 19103  
[Counsel for Santa Clara Valley Water District]

Madison S. Spach, Jr.  
Spach & Associates, P.C.  
4675 MacArthur Court, Suite 550  
Newport Beach, California 92660  
[Counsel for William Lyon Homes, Inc.]



Michael Rochman  
School Project for Utility Rate Reduction  
1430 Willow Pass Road, Suite 240  
Concord, California 94520

David Gould  
McDermott, Will & Emery  
2049 Century Park East, 34th Floor  
Los Angeles, California 90067  
[Counsel for Morgan Stanley Capital Group Inc.]

Gregory Clore  
Gnazzo Hill, A.P.C.  
625 Market Street, Suite 1100  
San Francisco, California 94105  
[Counsel for Mid-Set Cogen. , Coalinga Cogen.  
Co., Salinas River Cogen Co., and Sargent Canyon  
Cogen. Co.]

Marilyn Morris  
Kenneth M. Miller  
Morgan, Miller & Blair  
1676 No. California Boulevard, Suite 200  
Walnut Creek, California 94596  
[Counsel for Pulte Homes Corporation]

Jody A. Meisel  
2632 Larkin Street, Suite 0  
San Francisco, California 94109  
[Counsel for Frank Pinguelo]

Melanie Fannin  
General Counsel  
Senior Vice President & Secretary  
2600 Camino Ramon, Room 4CS100  
San Ramon, California 94583

Michael A. Berman  
Securities and Exchange Commission  
450 Fifth Street, N.W. (Mail Stop 0606)  
Washington, D.C. 20549

Sheryl Gussett  
Reliant Energy, Inc.  
1111 Louisiana, 43rd Floor  
Houston, TX 77002  
[Counsel for Reliant Energy, Inc.]

Paul J. Pantano, Jr.  
McDermott, Will & Emery  
600 13th Street, N.W.  
Washington, D.C. 20005  
[Counsel for Morgan Stanley Capital Group Inc.]

Bruce W. Leaverton  
Mary Jo Heston  
Lane Powell Spears Lubersky LLP  
1420 Fifth Avenue, Suite 4100  
Seattle, WA 98101  
[Counsel for Mid-Set Cogen. , Coalinga Cogen.  
Co., Salinas River Cogen Co., and Sargent Canyon  
Cogen. Co.]

Angela M. Alioto  
Law Offices of Joseph L. Alioto  
and Angela Alioto  
700 Montgomery Street  
San Francisco, California 94111  
[Counsel for Frank Pinguelo]

Terrance L. Stinnett  
Miriam Khatiblou  
Goldberg, Stinnett, Meyers & Davis  
44 Montgomery Street, Suite 2900  
San Francisco, California 94104  
[Counsel for Pacific Bell Telephone Company,  
Pacific Telesis Group, SBC Global Services, Inc.,  
SBC Communications, Inc.]

Isabelle M. Salgado  
General Attorney  
Pacific Telesis Group  
2600 Camino Ramon, Room 4CS100  
San Ramon, California 94583

David Boies  
Christopher A. Boies  
Philip C. Korologos  
Boies, Schiller & Flexner LLP  
80 Business Park Drive, Suite 110  
Armonk, New York 10504  
[Counsel for POSDEF Power Company, L.P.]

David S. MacCuish  
Andrew M. Gilford  
Kara Hatfield  
Weston, Benshoof, Rochefort  
444 South Flower Street, Forty Third Floor  
Los Angeles, California 90071  
[Counsel for POSDEF Power Company, L.P.]

Irving Sulmeyer  
Victor A. Sahn  
Frank V. Zerunyan  
Sulmeyer, Kupetz, Baumann & Rothman  
300 South Grand Avenue, 14th Floor  
Los Angeles, California 90071  
[Counsel for Certain California Counties with  
Claims against PG&E]

Daniel A. DeMarco  
David T. Graham  
Hahn Loeser & Parks LLP  
21 East State Street, Suite 1050  
Columbus, Ohio 43215  
[Counsel for Twenty-First Century  
Communications]

J. Christopher Shore  
White & Case LLP  
1155 Avenue of the Americas  
New York, NY 10036  
[Counsel for Oildale Energy LLC]

Kenneth N. Klee  
David M. Stern  
Michael L. Tuchin  
Michelle C. Campbell  
Klee, Tuchin, Bogdanoff & Stern LLP  
1880 Century Park East, Suite 200  
Los Angeles, California 90067  
[Counsel for POSDEF Power Company, L.P.]

David H. Ford  
David Kovner  
OZ Management LLC  
9 West 57th Street, 39th Floor  
New York, NY 10019

Thomas E. Lauria  
Jerry R. Bloom  
Brian L. Holman  
White & Case LLP  
633 West Fifth Street, 19th Floor  
Los Angeles, California 90071  
[Counsel for Oildale Energy LLC]