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STATE OF INDIANA

INDIANA UTILITY REGULATORY COMMISSION

VERIFIED PETITION OF INDIANAPOLIS )  
POWER & LIGHT COMPANY REQUESTING )  
THE INDIANA UTILITY REGULATORY )  
COMMISSION TO APPROVE AN )  
ALTERNATIVE REGULATORY PLAN )  
PURSUANT TO IND. CODE § 8-1-2.5-1, ET SEQ., )  
FOR THE OFFERING OF ENERGY EFFICIENCY )  
CONSERVATION, DEMAND RESPONSE AND )  
DEMAND-SIDE MANAGEMENT PROGRAMS )  
AND ASSOCIATED RATE TREATMENT )  
INCLUDING INCENTIVES IN ACCORDANCE )  
WITH IND. CODE §§ 8-1-2.5-1 ET SEQ. AND 8-1- )  
2-42(a); AUTHORITY TO DEFER PROGRAM )  
COSTS ASSOCIATED WITH ITS ENERGY )  
EFFICIENCY PORTFOLIO PROGRAMS; )  
AUTHORITY TO IMPLEMENT NEW AND )  
ENHANCED ENERGY PROGRAMS AND )  
APPROVAL OF MODIFICATION OF THE FUEL )  
ADJUSTMENT CLAUSE EARNINGS TEST. )

CAUSE NO. 43623

PHASE II

PREHEARING CONFERENCE  
ORDER

APPROVED: AUG 05 2009

**BY THE COMMISSION:**

David E. Ziegner, Commissioner  
Loraine L. Seyfried, Administrative Law Judge

On December 29, 2009, Indianapolis Power & Light Company ("Petitioner") filed its Verified Petition with the Indiana Utility Regulatory Commission ("Commission") in this matter. Petitioner proposed a Demand-Side Management Plan to be considered in two phases. The evidentiary hearing in Phase I of this proceeding concluded on June 25, 2009. A Commission decision in Phase I is currently pending.

On July 20, 2009, Petitioner, the Indiana Office of Utility Consumer Counselor ("Public") and IPL Industrial Group filed a Submission of Agreed Procedural Schedule and Request for Prehearing Conference for Phase II of this proceeding, which was granted by Docket Entry dated July 22, 2009.

Pursuant to notice and as provided for in 170 IAC 1-1.1-15, a Prehearing Conference in this Cause was held on August 4, 2009 at 9:00 a.m., in Room 224 of the National City Center, 101 West Washington Street, Indianapolis, Indiana. Proofs of publication of the notice of the Prehearing Conference have been incorporated into the record and placed in the official files of the Commission. Petitioner, the Indiana Office of Utility Consumer Counselor ("Public") and IPL Industrial Group appeared by their respective counsel and participated in the Prehearing Conference. No members of the general public appeared.

Pursuant to 170 IAC 1-1.1-15(f) and based upon the agreement of the parties, the Commission now enters the following Findings and Order which should become a part of this proceeding.

1. **Federal American Recovery and Reinvestment Act.** It is the Commission's intent that this Prehearing Conference Order satisfies the Funding Opportunity Announcement application requirement "for correspondence from the relevant regulatory agency indicating when the approval process will begin and outlining the likely timeline."

2. **Petitioner's Prefiling Date.** The Petitioner should prefile with the Commission the prepared testimony and exhibits constituting its case-in-chief on or before August 6, 2009. Copies of same should be served electronically upon all parties of record.

3. **Public's and Intervenors' Prefiling Date.** The Public and all Intervenors should prefile with the Commission the prepared testimony and exhibits constituting their respective cases-in-chief on or before October 16, 2009. Copies of same should be served electronically upon all parties of record.

4. **Petitioner's Rebuttal Prefiling Date.** The Petitioner should prefile with the Commission its prepared rebuttal testimony on or before November 6, 2009. Copies of same should be served electronically upon all parties of record.

5. **Evidentiary Hearing.** The cases-in-chief of the Petitioner, Public and any Intervenors should be presented in an evidentiary hearing to commence at 9:30 a.m. on November 20, 2009 in Room 222 of the National City Center, Indianapolis, Indiana. If the parties reach settlement, the settlement agreement and any testimony in support thereof shall be submitted to the Commission five (5) business days prior to the Evidentiary Hearing.

6. **Sworn Testimony.** Any witness testimony to be offered into the record of this proceeding should be made under oath or affirmation. In accordance with 170 IAC 1-1.1-18(h), if the prefiled testimony of a witness is to be offered into evidence at the Evidentiary Hearing, and the witness sponsoring the prefiled testimony is not required to, and does not, attend the Evidentiary Hearing, the prefiled testimony should be accompanied by the witness's sworn affidavit or written verification at the time the evidence is offered into the record.

7. **Discovery.** Discovery is available for all parties and should be conducted on an informal basis. Any response or objection to a discovery request should be made within seven (7) business days of the receipt of such request. However, after October 16, 2009 any response or objection to a discovery request should be made within five (5) business days of receipt of such request until after November 6, 2009, at which time any response or objection to a discovery request should be made within three (3) calendar days. The parties also agree to utilize electronic discovery.

8. **Prefiling of Workpapers.** When prefiling technical evidence with the Commission, each party should concurrently file copies of the work papers used to produce that evidence. Copies of same should also be provided to any other party requesting such in writing. When submitting workpapers to the Commission, two (2) copies of each document should be filed with the Secretary of the Commission.

9. **Number of Copies/Corrections.** With the exception of work papers, the parties should file with the Commission an original and five (5) copies of all prefiled testimony and exhibits. Any corrections to prefiled testimony should be made in writing as soon as possible after discovery of the need to make such corrections. Although the Commission's rules require that original copies be one-sided, it is the Commission's preference that duplicate copies use both sides of the paper.

Parties may also elect to file documents with the Commission using the Commission's Electronic Filing System in lieu of filing paper documents. Pursuant to the terms and conditions of the Electronic Filing System, documents filed electronically are deemed filed the date they are submitted, subject to verification and acceptance by the Commission, and will receive an electronic file stamp. For filings greater than thirty (30) pages in length, a party shall file with the Commission an original and one (1) paper copy within two (2) business days of the electronic filing. When supplying such copies, the party must provide a copy of the email reflecting the electronic filing was accepted by the Commission.

10. **Objections to Prefiled Testimony and Exhibits.** Any objections to the admissibility of prefiled testimony or exhibits shall be filed with the Commission and served on all parties of record no less than two (2) business days prior to the date scheduled for commencement of the hearing at which the testimony or exhibit will be offered into the record.

11. **Intervenors.** Any party permitted to become an Intervenor in this Cause should be bound by the record as it stands at the time its Petition to Intervene is granted, pursuant to 170 IAC 1-1.1-11.

**IT IS THEREFORE ORDERED BY THE INDIANA UTILITY REGULATORY COMMISSION that:**

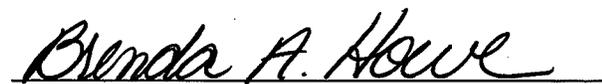
1. The determinations of the Prehearing Conference set forth in this Order are made a part of the record in this Cause and shall be binding on all present and future parties of recording during the proceedings of this Cause.

2. This Order shall be effective on and after the date of its approval.

**ATTERHOLT, GOLC, LANDIS AND ZIEGNER CONCUR; HARDY ABSENT:**

**APPROVED: AUG 05 2009**

**I hereby certify that the above is a true and correct copy of the Order as approved.**

  
**Brenda A. Howe,**  
**Secretary to the Commission**