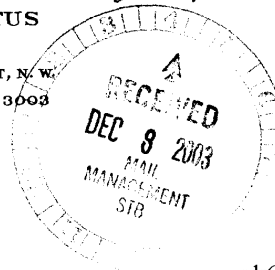


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December 8, 2003

BY HAND DELIVERY

The Honorable Vernon A. Williams
Secretary
Surface Transportation Board - Case Control Unit
1925 K Street, N.W.
Washington, D. C. 20423

DEC 8 2003

DEC 8 2003

Part of
Public Record

Re: Docket No. 42058, Arizona Electric Power Cooperative, Inc. v.
The Burlington Northern and Santa Fe Ry. and Union Pacific R.R.

Dear Secretary Williams:

Enclosed for filing in the above-referenced proceeding please find an original and ten copies of the Request of Complainant Arizona Electric Power Cooperative, Inc. for a Technical Conference. **Expedited action is requested for this request.**

Kindly acknowledge receipt and filing of these materials by date-stamping the extra copy of this letter and returning it to our messenger.

Sincerely,

Robert D. Rosenberg

Enclosures

cc: Counsel for Defendants

209563

BEFORE THE
SURFACE TRANSPORTATION BOARD

ARIZONA ELECTRIC POWER
COOPERATIVE, INC.,

Complainant,

v.

THE BURLINGTON NORTHERN AND
SANTA FE RAILWAY COMPANY and
UNION PACIFIC RAILROAD COMPANY,

Defendants.

Docket No. 42058

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**REQUEST OF COMPLAINANT ARIZONA ELECTRIC POWER
COOPERATIVE, INC. FOR A TECHNICAL CONFERENCE**

EXPEDITED ACTION REQUESTED

ARIZONA ELECTRIC POWER
COOPERATIVE, INC.

By: Patricia E. Cooper
Chief Legal Officer
Arizona Electric Power Cooperative, Inc.
100 S. Highway 80
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William L. Slover
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OF COUNSEL:

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Dated: December 8, 2003

Attorneys for Complainant

	)	
ARIZONA ELECTRIC POWER	)	
COOPERATIVE, INC.,	)	
	)	
Complainant,	)	
	)	
v.	)	Docket No. 42058
	)	
THE BURLINGTON NORTHERN AND	)	
SANTA FE RAILWAY COMPANY and	)	
UNION PACIFIC RAILROAD COMPANY,	)	
	)	
Defendants.	)	
	)	

EXPEDITED ACTION REQUESTED

AEPCO responded on November 26, 2003, stating that it wished to rely on the evidence that it filed in July 2003, provided that AEPCO could obtain confirmation as to whether (a) AEPCO had correctly calculated the revenues for its traffic group in light of statements by Defendants The Burlington Northern and Santa Fe Railway Company (“BNSF”) and Union Pacific Railroad Company (“UP”) (jointly, “BNSF/UP” or

“Railroads”) concerning AEPCO’s calculations, and (b) AEPCO could indeed rely on trackage rights between Vaughn, NM and El Paso, TX, as indicated by the November 2003 Decision.

On December 4, 2003, BNSF/UP filed a letter with the Board stating that (a) they would file their stand-alone cost (“SAC”) reply evidence, albeit under protest,¹ but that (b) AEPCO was not entitled to, and would not receive, any information on traffic group revenues until BNSF/UP file their SAC reply, and (c) BNSF/UP disagreed with AEPCO’s trackage rights approach, as they will also state in their SAC reply.

The parties are obviously in major disagreement. AEPCO believes that it is entitled to the requested information as to the SARR revenues and use of trackage rights and that it cannot make an informed or sound decision without it, and should not be required to do so. BNSF/UP plainly believe otherwise.

AEPCO respectfully requests that the Board convene a technical conference to resolve the traffic group revenues and trackage rights matters in an efficient, effective, and expedient matter. Absent a technical conference, uncertainty will linger at least until BNSF/UP file their SAC reply and probably thereafter, and the likely upshot will be yet additional motions and delay in a case that has already been allowed to drag on far too

¹AEPCO notes that Defendants’ statement in their joint letter that “[i]n light of AEPCO’s failure to present a viable case-in-chief ... AEPCO’s case must be dismissed” appears to be at odds with UP’s May 7, 2003 motion, which effectively stated that AEPCO should have an opportunity to continue with its case if it revised its revenue calculations.

long. A technical conference to address the matters raised in AEPCO's response and BNSF/UP's letter will provide a forum for the parties to explain their differing positions and for the Board to provide appropriate guidance and any needed clarification, thereby avoiding delay and conserving the parties' and the Board's resources. (In requesting the conference, AEPCO does not intend to preclude the Board from ruling directly on AEPCO's November 26, 2003 response and the Defendants' letter, but AEPCO expects that the technical conference will result in an earlier resolution.)

AEPCO would ask that Defendants be requested to bring to the technical conference individuals knowledgeable about both their revenues for AEPCO's traffic group as well as their information processing systems and system capabilities for determining those revenues. For its part, AEPCO intends to bring economic consultants knowledgeable about how AEPCO determined the revenues for its SAC traffic group. AEPCO is also willing to bring a client representative, although AEPCO notes that it is a long trip between Arizona and Washington, D.C., and that any AEPCO principal would lack knowledge as to any details of the revenue calculations, which are subject to confidentiality restrictions under the protective order in any event.

AEPCO would ask that the technical conference be convened as soon as possible, so as to enable the case to proceed in accordance with the schedule in the November 2003 Decision.

Respectfully submitted,

ARIZONA ELECTRIC POWER
COOPERATIVE, INC.

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Dated: December 8, 2003

Attorneys for Complainant

Certificate of Service

I hereby certify that this December 8, 2003, I have caused a copy of the foregoing Request for Technical Conference to be served upon counsel for Defendants as follows:

By Hand:

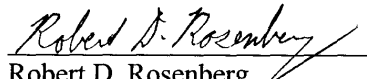
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