

ALJ

ADMINISTRATIVE PROCEEDING  
FILE NO. 3-11616

SECURITIES & EXCHANGE COMMISSION  
MAILED FOR SERVICE

UNITED STATES OF AMERICA  
Before the  
SECURITIES AND EXCHANGE COMMISSION  
October 22, 2004

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FIRST CLASS

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In the Matter of	:	
	:	
AMERICAN ELECTRIC POWER	:	ORDER GRANTING MOTION TO
COMPANY, INC.	:	INTERVENE AND PARTICIPATE
	:	ON A LIMITED BASIS

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On August 30, 2004, the Securities and Exchange Commission (Commission) ordered a hearing on remand (Remand Order)<sup>1</sup> to determine whether the American Electric Power Company, Inc. (AEP), and Central and South West Corporation (CSW) systems are interconnected and operate in the same area or region, and hence satisfy the requirements of Sections 10(c)(1) and 11(b)(1) of the Public Utility Holding Company Act of 1935, as amended (Holding Co. Act), 15 U.S.C. §§ 79a, et seq.<sup>2</sup> The Remand Order directed any person seeking to intervene or participate on a limited basis to file a written notice with the undersigned in accordance “with the requirements of Rule 210(b) of the Commission’s Rules of Practice,” 17 C.F.R. § 201.210(b).

On October 1, 2004, Public Citizen, Inc. (Public Citizen), filed a Notice of Appearance and Motion to Intervene (Motion to Intervene) seeking to participate on a limited basis as a non-party participant in this remand proceeding pursuant to Rule 210(c) of the Commission’s Rules of Practice. In its Motion to Intervene, Public Citizen argues that this proceeding is “a matter affecting [its] interests and [those of] its members. . . .” Public Citizen further contends that its interest in this matter “remains as substantial as it was over four years ago when it intervened in the initial merger proceeding and successfully sought intervener status.”

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<sup>1</sup> The Remand Order was in response to the decision of the United States Court of Appeals for the District of Columbia in National Rural Electric Cooperative Association v. SEC, 276 F.3d 609 (D.C. Cir. 2002), on appeal from the Commission’s Order Authorizing Acquisition of Registered Holding Company and Related Transactions; Approving Amended Service Agreements, and Denying Requests for Hearing (Order Authorizing Acquisition), American Electric Power Co. and Central and South West Corp., 72 SEC Docket 1931 (June 14, 2000).

<sup>2</sup> See Holding Co. Act Release No. 35-27886.

On October 8, 2004, AEP filed an Objection to Public Citizen's Motion (Objection) arguing that Public Citizen has failed to meet the standards to participate as a party set forth in Rule 210(b), or on a limited basis pursuant to Rule 210(c). In a footnote to its Objection, AEP states that Public Citizen "was one of eleven named entities on one request to intervene (out of nine separately filed requests)." It also represents that despite several rounds of briefing, "Public Citizen did not participate apart from filing its initial request to intervene." (Opposition at 2, n.2.) The Commission's Order Authorizing Acquisition states that Public Citizen was party to a "joint submission opposing the Merger," but did not request a hearing. (Order Authorizing Acquisition at 1942.)

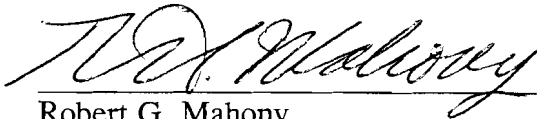
Public Citizen filed its Response to the Objection on October 18, 2004 (Response), wherein it reasserts that it participated in the initial proceeding and its continued participation "will be in the public interest and for the protection of investors and consumers." (Response at 8.) The Response also seeks to admonish AEP's counsel for misstating the Commission's Rules of Practice.

Public Citizen participated in the initial proceeding in this matter, but only by joining in a submission opposing the merger. The Commission described Public Citizen as a non-profit research, lobbying, and litigation organization whose members are located throughout the United States, including states served by AEP and CSW. See AEP, 72 SEC Docket at 1941-42 & n.17. There is no indication that Public Citizen's status has changed such that it should be excluded from this remand proceeding.

ACCORDINGLY, IT IS ORDERED that Public Citizen's Motion to Intervene and participate on a limited basis is hereby GRANTED.

IT IS FURTHER ORDERED that Public Citizen's participation, including participation in scheduled pre-hearing exchanges and meetings, shall be limited to non-duplicative involvement including the submission of any briefs, exhibits, testimony or other matters germane to the issues on remand.

IT IS FURTHER ORDERED that Public Citizen's request to admonish AEP's counsel for misstating the Commission's Rules of Practice is hereby DENIED.

  
Robert G. Mahony  
Administrative Law Judge