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December 9, 2011

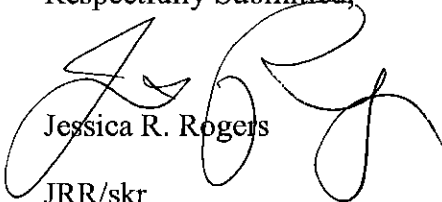
Rosemary Chiavetta
Secretary
Pennsylvania Public Utility Commission
Commonwealth Keystone Building
400 North Street, 2nd Floor North
P.O. Box 3265
Harrisburg, PA 17105-3265

RE: Application Of PPL Electric Utilities Corporation Under 15 Pa. C.S. §1511(c) For A Finding And Determination That The Service To Be Furnished By The Applicant Through Its Proposed Exercise Of The Power Of Eminent Domain To Acquire A Right-Of-Way And Easement Over And Across The Lands Of The Property Owners For The Proposed Richfield-Dalmatia 69 kV Transmission Tie Line In Portions of Snyder, Northumberland, and Juniata Counties, Pennsylvania Is Necessary Or Proper For The Service, Accommodation, Convenience Or Safety Of The Public
Docket Nos. A-2011-2267349, etc.

Dear Secretary Chiavetta:

Enclosed for filing is the Prehearing Memorandum of PPL Electric Utilities Corporation in the above-referenced proceeding. As indicated on the certificate of service, copies are being provided to the parties in the manner indicated.

Respectfully Submitted,



Jessica R. Rogers

JRR/skr

Enclosures

cc: Certificate of Service
Honorable David A. Salapa
Honorable Joel H. Cheskis

CERTIFICATE OF SERVICE

I hereby certify that a true and correct copy of the foregoing has been served upon the following persons, in the manner indicated, in accordance with the requirements of 52 Pa. Code § 1.54 (relating to service by a participant).

VIA FIRST CLASS MAIL

Michael Schwalm
1377 Urban Road
Herndon, PA 17830

Michael & Logan Wendt
21 Hoffman Road
Duncannon, PA 17020

Randall Clark
701 State Route 147
Dalmatia, PA 17017

John Zeiders & Evelyn Zeiders
799 Adams Road
Dalmatia, PA 17017

Roy Maurer & Cindy Maurer
469 Malta Road
Dalmatia, PA 17017

Ronald Mace & Dianne Mace
584 Malta Road
Dalmatia, PA 17017

Shoop Family Trust
c/o Edwin Shoop
337 Shoop Road
Dalmatia, PA 17017

Shoop Family Trust
c/o Denny Shoop
411 Shoop Road
Dalmatia, PA 17017

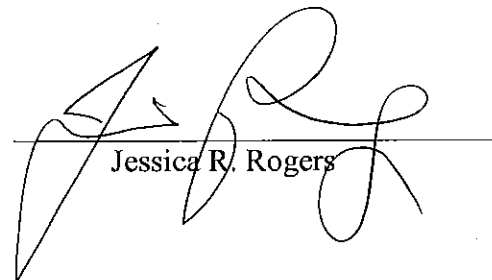
Gary Lahr & Dorene Lahr
291 State Route 147
Dalmatia, PA 17017

Elija Lahr & Faye Lahr
679 State Route 147
Dalmatia, PA 17017

Marvin Roger Hess & Leona Hess
2078 Old Trail Road
Liverpool, PA 17045

Paul & Kathryn Reed
174 Scenery Drive
Dalmatia, PA 17017

Date: December 9, 2011


Jessica R. Rogers

**BEFORE THE
PENNSYLVANIA PUBLIC UTILITY COMMISSION**

Application Of PPL Electric Utilities Corporation	:	
Under 15 Pa.C.S. §1511(c) For A Finding And	:	
Determination That The Service To Be Furnished	:	
By The Applicant Through Its Proposed Exercise	:	
Of The Power Of Eminent Domain To Acquire A	:	
Right-Of-Way And Easement Over And Across	:	
The Lands Of The Property Owners Listed Below	:	
For The Proposed Richfield-Dalmatia 69 kV	:	
Transmission Tie Line In Portions Of Snyder,	:	
Northumberland, and Juniata Counties,	:	
Pennsylvania Is Necessary or Proper For The	:	
Service, Accommodation, Convenience Or	:	
Safety Of The Public:	:	
Michael and Logan Wendt	:	A-2011-2267349
Randall Clark	:	A-2011-2267352
John and Evelyn Zeiders	:	A-2011-2267353
Roy and Cindy Maurer	:	A-2011-2267416
Ronald and Dianne Mace	:	A-2011-2267418
Shoop Family Trust	:	A-2011-2267426
Gary and Dorene Lahr	:	A-2011-2267429
Elija and Fay Lahr	:	A-2011-2267446
Marvin Hess and Leona Hess	:	A-2011-2267448

**PREHEARING CONFERENCE MEMORANDUM OF
PPL ELECTRIC UTILITIES CORPORATION**

TO ADMINISTRATIVE LAW JUDGES DAVID A. SALAPA AND JOEL H. CHESKIS:

PPL Electric Utilities Corporation (“PPL Electric” or the “Company”), by and through its attorneys, hereby files this Prehearing Memorandum in the above-captioned matter, and states as follows:

I. SERVICE OF DOCUMENTS

1. PPL Electric requests that all documents be served on:

Jessica R. Rogers, Esquire
Post & Schell, P.C.
17 North Second Street
12th Floor
Harrisburg, PA 17101
Phone: 717-612-6018
Fax: 717-731-1985
E-mail: jrogers@postschell.com

PPL Electric agrees to receive service of documents electronically in this proceeding. Further, to the extent that materials are available electronically, it is requested that copies be served upon Paul E. Russell at perussell@applweb.com, David B. MacGregor at dmacgregor@postschell.com, and John H. Isom at jisom@postschell.com.

2. PPL Electric's attorneys are authorized to accept service on behalf of the Company in this proceeding. PPL Electric requests that the Pennsylvania Public Utility Commission ("Commission") and all parties of record serve copies of all discovery requests and answers, correspondence, Commission Orders, and any other documents issued in this proceeding on its attorneys in Harrisburg, Pennsylvania.

II. PROCEDURAL HISTORY

3. On October 11, 2011, PPL Electric filed the above-captioned Condemnation Applications at the above referenced docket.

4. Concurrent with the above referenced Condemnation Applications, PPL Electric also filed the "Application Of PPL Electric Utilities Corporation Under 15 Pa.C.S. §1511(c) For A Finding And Determination That The Service To Be Furnished By The Applicant Through Its Proposed Exercise Of The Power Of Eminent Domain To Acquire A Right-Of-Way And Easement Over And Across The Lands Of Michael Schwalm In Lower Mahanoy Township,

Northumberland County, Pennsylvania For The Proposed Richfield-Dalmatia 69 kV Transmission Tie Line and Meiserville 69-12 kV Substation Is Necessary Or Proper For The Service, Accommodation, Convenience Or Safety Of The Public,” which was docketed at Docket No. A-2011-2267388 (“Schwalm Condemnation Application”).

5. On October 25, 2011, the Commission’s Secretary issued a Prehearing Notice in the above-captioned matter. The Initial Prehearing Conference is scheduled for December 13, 2011, at 10:00 a.m. before the Honorable Judges David A. Salapa and Joel H. Cheskis (the “ALJs”).

6. On November 7, 2011, the ALJs issued a Prehearing Conference Order.

7. Prior to the Prehearing Conference, PPL Electric and Michael Schwalm executed an agreement by which Michael Schwalm conveyed to PPL Electric a right-of-way and easement over and across his land. As a result, PPL Electric filed a petition to withdraw the Schwalm Condemnation Application on November 30, 2011.

8. On December 5, 2011, a protest was filed at Docket No. A-2011-2267448 by Marvin and Leona Hess.

9. Filings were made with the Commission by Roy and Cindy Maurer, as well as Paul and Kathryn Reed, on November 23, 2011, by the Shoop Family Trust on November 30, 2011, and by Alvin Zeiders on behalf of John and Evelyn Zeiders on December 3, 2011. The Shoop Family Trust filing contained a request to reschedule the Prehearing Conference, which was denied by the ALJs on December 8, 2011.

III. SETTLEMENT

8. PPL Electric has been in ongoing negotiations with the property owners involved in the above-captioned Condemnation Applications. PPL Electric will continue to reach out to

the parties in an effort to reach an agreement. At this point, however, it appears unlikely that a settlement will be reached with all of the parties.

IV. DISCOVERY

10. To date, the Company has not received any discovery requests. PPL Electric is willing to engage in formal and informal discovery. The Company proposes that discovery be concluded a week before the due date for Rebuttal Testimony.

11. The Company does not propose any special orders regarding discovery.

V. LITIGATION SCHEDULE

12. PPL Electric proposes the following schedule:

Filing by PPL Electric of Initial Testimony	October 11, 2011
Prehearing Conference	December 13
Other Parties' Direct	January 17
Rebuttal	February 14
Surrebuttal	March 6
Written Rejoinder	March 16
Hearings	March 19 and 20
Main Brief	April 24
Reply Brief	May 8

All dates are for in-hand delivery. Electronic mail for receipt and distribution of testimony and exhibits will satisfy in-hand service dates, with follow-up hard copies provided by first class mail.

VI. WITNESSES AND ISSUES

13. If this matter proceeds to hearings or if requested by the ALJs, PPL Electric will offer testimony from the following witnesses on the following subject matters:

<u>Witnesses</u>	<u>Subjects</u>
1. Gopi Kedia Principal Engineer PPL Electric Utilities Corporation Two North Ninth Street Allentown, PA 18101	The planning process, the need for the Transmission Line and the benefits of the Project to PPL Electric's customers.
2. William Keller Supervising Engineer PPL Electric Utilities Corporation Two North Ninth Street Allentown, PA 18101	The need for the Substation and the proposed distribution system.
3. Justin B. Wehr, Siting Coordinator PPL Electric Utilities Corporation Two North Ninth Street Allentown, PA 18101	The selection of the route for the Transmission Line, the properties to be condemned, and a history and status of the negotiations.

14. PPL Electric reserves the right to present testimony on additional issues and subject matters that may arise during the course of the proceeding.

VII. ISSUES

15. Issue 1: Is the service to be furnished by PPL Electric through the proposed transmission line and related facilities necessary or proper for the service, accommodation, convenience, or safety of the public?

- PPL Electric's Position: Yes, the proposed transmission line and related facilities are necessary and proper for the service, accommodation, convenience, or safety of the public. PPL Electric intends to demonstrate that its proposed exercise of the power of eminent domain to acquire rights-of-way and easements for the construction, operation and maintenance of the proposed Richfield – Dalmatia 69 kV Transmission Line over the lands identified in the Condemnation Applications is necessary for the service, accommodation, convenience, or safety of the public. The route of the proposed transmission line crosses the tracts of land identified in the Condemnation Applications. The service to be furnished by PPL Electric through the proposed and related facilities is necessary or proper to resolve violations of PPL Electric's Reliability Principles and Practices guidelines and

to ensure reliable long-term electric service to PPL Electric's customers in the surrounding communities. On these bases, PPL Electric will request that the ALJs and the Commission approve PPL Electric's proposed exercise of the power of eminent domain to acquire rights-of-way for the proposed Richfield – Dalmatia 69 kV Transmission Line over the lands identified in the Condemnation Applications.

16. Issue 2: Is the proposed route selected by PPL Electric for the Richfield – Dalmatia 69 kV Transmission Line reasonable?

- PPL Electric's Position: Yes, the proposed route selected for the Richfield – Dalmatia 69 kV Transmission Line is reasonable. The proposed route for the project was selected after an extensive and detailed analysis, which included a comprehensive environmental inventory, identification and analysis of alternative routes, and selection of the preferred route. PPL Electric identified and compared route alternatives based upon a detailed analysis of societal concerns, environmental impacts, engineering considerations and cost. The preferred route for the Richfield – Dalmatia 69 kV Transmission Line was selected over the alternative routes because it minimizes environmental impacts, social impacts and cost.

VIII. EVIDENCE TO BE PRESENTED

17. On the issue of necessity, PPL Electric will present the testimony of Gopi Kedia and William Keller.

18. On the issue of the reasonableness of the route, PPL Electric will present the testimony of Justin Wehr.

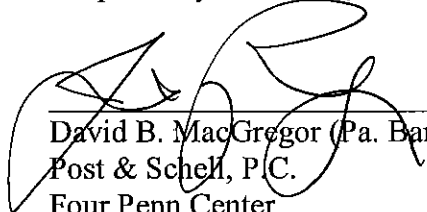
19. PPL Electric reserves the right to present testimony on additional issues and subject matters that may arise during the course of the proceeding.

IX. CONSOLIDATION

20. PPL Electric supports the consolidation of the above-captioned proceedings for the purposes of hearing and decision, as they involve common questions of law and fact, and the denial of any individual application would impact the rest of the project.

Respectfully submitted,

Paul E. Russell (Pa. Bar I.D. #21643)
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Dated: December 9, 2011

Attorneys for PPL Electric Utilities Corporation