Exhibit No.:

Issues: Records Retention Witness: Mark P. Barry

Sponsoring Party: Trigen-Kansas City

Energy Corporation

Type of Exhibit: Surrebuttal Testimony

Case No.: HM-2004-0618

Date Testimony Prepared: November 8, 2004

MISSOURI PUBLIC SERVICE COMMISSION UTILITY OPERATIONS DIVISION

OF MARK P. BARRY

TRIGEN-KANSAS CITY ENERGY CORP. and THERMAL NORTH AMERICA, INC.

CASE NO. HM-2004-0618

November 2004

BEFORE THE MISSOURI PUBLIC SERVICE COMMISSION

Joint Application of)
Trigen-Kansas City Energy Corp.))
and) Case No. HM-2004-0618
Thermal North America, Inc.))
For Grant of the Authority Necessary for the Transfer of Control and Sale of All Stock Currently Owned by Trigen Energy Corporation, Inc. to Thermal North America, Inc.)))))
<u>AFFIDAVIT OI</u>	F MARK P. BARRY
STATE OF)	
COUNTY OF) ss	
preparation of the following Surrebuttal Test of <u>1</u> page of Surrebuttal Testimony to be the following Surrebuttal Testimony were gi	nis oath states: that he has participated in the stimony in question and answer form, consisting presented in the above case, that the answers in ven by him; that he has knowledge of the matters atters are true to the best of his knowledge and
	Mark P. Barry
Subscribed and sworn to before me the	nis, 2004.
My Commission Expires:	Notary Public

1	SURREBUTTAL TESTIMONY OF
2	MARK P. BARRY
3	TRIGEN-KANSAS CITY ENERGY CORP.
4	CASE NO. HM-2004-0618
5	
6	Q. Mr. Barry, what is your role within the Trigen Energy Corporation
7	organization?
8	A. I am Vice President, Strategy Development for Tractebel North America, Inc., an
9	affiliate of Trigen Energy Corporation. I was the project manager assigned to manage the
10	sale process for the Trigen District Heating and Cooling Systems, which included Trigen
11	Kansas City.
12	Q. Will you please explain Trigen Energy Corporation's intent with regard to
13	regulatory proceedings in Missouri involving Trigen Kansas City once the sale has
14	occurred?
15	A. After the transaction contemplated by the Purchase and Sale Agreement ("PSA") is
16	consummated, Trigen Energy Corporation, including its affiliates and the employees who are
17	not transferred to Buyer or Buyer's contractors or affiliates at closing, does not intend to have
18	any direct role in any regulatory proceedings before the Missouri Commission. However,
19	under the PSA, Trigen Energy Corporation and its affiliates have contractual obligations to
20	the Buyer that require Trigen to cooperate with Buyer in good faith with respect to providing
21	information, including employees' knowledge, that is requested by Buyer. This means that
22	Trigen is obligated to respond to requests for information made by the Buyer, including those
23	made in the context of a regulatory proceeding, for the period contemplated in the PSA

1 following the sale. Further, as discussed by Mr. Schopman in his testimony, Trigen Energy 2 Corporation will transfer its entire inventory of paper and electronic records relating to 3 Trigen Kansas City (and the other DHCS businesses) to Buyer at or prior to closing. Under 4 the PSA, Trigen is also responsible for maintaining copies of the transferred records for a 5 minimum of five years after the closing date, longer for tax and other matters where statutory 6 record retention requirements apply, and must provide access to those records to Buyer upon 7 request. As a practical matter, again as discussed by Mr. Schopman, no employees with 8 knowledge of Trigen Kansas City or of the accounting and administration of the business will 9 remain as Trigen Energy Corporation or Tractebel employees after the sale. The current 10 Trigen/Tractebel employees who have historical knowledge of Trigen Kansas City will be 11 terminated by Trigen upon closing of the sale and are those who are located in Kansas City are expected to become employees of the Buyer, including Buyer's contractors and affiliates. 12 13 Therefore, since Trigen Energy Corporation will not retain any personnel having familiarity with Trigen Kansas City after the sale, Trigen's intent with respect to future regulatory 14 15 proceedings will not cause any information to be withheld or unavailable as a result.