

Circular A-102, "Grants and Cooperative Agreements with State and Local Governments," and Circular A-110, "Uniform Administrative Requirements for Grants and Agreements with Institutions of Higher Education, Hospitals and Other Non-Profit Organizations." Federal agencies use the applications to qualify and select grantees and the financial reporting forms to monitor the status of grant funds.

The forms also include the standard disclosure reporting forms for lobbying paid for with non-Federal funds, as required by OMB's governmentwide guidance for new restrictions on lobbying (popularly known as the "Byrd Amendment").

Reporting Estimates: Following are the reporting estimates for each of the forms:

Form	Average burden (hours)	Annual forms submitted
SF-424 .....	.75	400,000
SF-424A .....	3.00	360,000
SF-424B .....	.25	360,000
SF-424C .....	3.00	40,000
SF-424D .....	.25	40,000
SF-269 .....	1.50	200,000
SF-269A .....	.50	200,000
SF-270 .....	1.00	100,000
SF-271 .....	1.00	40,000
SF-272 & 272A .....	1.00	100,000
SF-LLL & LLLA .....	.50	300

**FOR FURTHER INFORMATION CONTACT:**  
Barbara F. Kahlow, Office of Federal Financial Management, Room 6025 New Executive Office Building, Washington, DC 20503.

**ADDRESSES:** Written comments should be sent to: Edward Springer, OMB Desk Officer, Office of Information and Regulatory Affairs, Office of Management and Budget, Room 10236 New Executive Office Building, Washington, DC 20503.

**John B. Arthur,**

*Associate Director for Administration.*

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**SECURITIES AND EXCHANGE COMMISSION**

[Release No. 35-26218]

**Filings Under the Public Utility Holding Company Act of 1935, as Amended ("Act")**

January 13, 1995.

Notice is hereby given that the following filing(s) has/have been made with the Commission pursuant to

provisions of the Act and rules promulgated thereunder. All interested persons are referred to the application(s) and/or declaration(s) for complete statements of the proposed transaction(s) summarized below. The application(s) and/or declaration(s) and any amendments thereto is/are available for public inspection through the Commission's Office of Public Reference.

Interested persons wishing to comment or request a hearing on the application(s) and/or declaration(s) should submit their views in writing by February 6, 1995, to the Secretary, Securities and Exchange Commission, Washington, D.C. 20549, and serve a copy of the relevant applicant(s) and/or declarant(s) at the address(es) specified below. Proof of service (by affidavit or, in case of an attorney at law, by certificate) should be filed with the request. Any request for hearing shall identify specifically the issues of fact or law that are disputed. A person who so requests will be notified of any hearing, if ordered, and will receive a copy of any notice or order issued in the matter. After said date, the application(s) and/or declaration(s), as filed or as amended, may be granted and/or permitted to become effective.

**Entergy Corp., et al. [70-8529]**

Entergy Corporation ("Entergy"), 639 Loyola Avenue, New Orleans, Louisiana 70113, a registered holding company, and its subsidiaries, Entergy Enterprises, Inc. ("Enterprises"), 900 South Shackleford Road, Little Rock, Arkansas 72211, Entergy Services, Inc. ("ESI"), 639 Loyola Avenue, New Orleans, Louisiana 70113, Arkansas Power & Light Company ("AP&L"), 639 Loyola Avenue, New Orleans, Louisiana 70113, Gulf States Utilities Company ("GSU"), 350 Pine Street, Beaumont, Texas 77701, Louisiana Power & Light Company ("LP&L"), 639 Loyola Avenue, New Orleans, Louisiana 70113, Mississippi Power & Light Company ("MP&L"), 308 East Pearl Street, Jackson Mississippi 39215, New Orleans Public Service Inc. ("NOPSI"), 639 Loyola Avenue, New Orleans, Louisiana 70113 (AP&L, GSU, LP&L, MP&L and NOPSI referred to collectively as the "System Operating Companies"), Entergy Power, Inc. ("EPI"), 900 South Shackleford Road, Little Rock, Arkansas 72211, System Fuels, Inc. ("SFI"), 350 Pine Street, Beaumont, Texas 77701, System Energy Resources, Inc. ("SERI"), 1340 Echelon Parkway, Jackson, Mississippi 39213, and Entergy Operations, Inc. ("EOI"), 1340 Echelon Parkway, Jackson, Mississippi 39213, have filed a declaration under sections 12(d), 12(f)

and 13(b) of the Act and rules 44 and 54 thereunder.

Declarants propose that the Commission grant the requisite approvals necessary to implement fully provisions in certain settlement arrangements entered into among Entergy, and retail rate regulators in Arkansas, Louisiana, Mississippi and the City of New Orleans concerning, among other matters, various interassociate transactions. Specifically, Declarants propose that the Commission:

(1) Grant an exemption from the "at cost" standards of the Act so that services (excluding: (i) AP&L's charges to EPI for operating and managing the Independence Steam Electric Station Unit No. 2 ("ISES 2") and the Ritchie Steam Electric Station Unit No. 2; and (ii) the provision of services, such as transmission service, or the sale of electricity at retail pursuant to a rate schedule or tariff filed with or approved by a regulatory authority having jurisdiction over such services or sale, at retail) provided by any of the System Operating Companies, ESI, SFI, SERI or EOI to Enterprises, EPI or other "Non-Utility Businesses" may be priced at cost plus 5%;<sup>1</sup>

(2) Authorize the transfer from a "Regulated Utility"<sup>2</sup> to a Non-Utility Business or to Entergy Corporation of (i) generating assets, fuel and fuel related assets, and real property and improvements exceeding a fair market value of \$100,000 ("Assets") or (ii) market, technological or similar data ("Data"), priced at the fair market value or book value, whichever is higher, of such Assets or Data. In addition, where product rights, patents, copyrights or similar legal rights ("Intellectual Property") are transferred from a Regulated utility to a Non-Utility Business or to Entergy, a royalty payment, which would be developed on a case-by-case basis, may be required;

(3) Authorize Regulated Utilities to make procurements (except the procurement of economy energy at a price subject to review by a regulatory

<sup>1</sup> The term "Non-Utility Business" shall include EPI, EEI and such other subsidiaries and affiliates as Entergy shall create that are not domestic regulated electric or combination electric and gas utilities primarily engaged in the business of selling electric energy or natural gas at retail or at wholesale to affiliates or are not primarily engaged in the business of providing services or goods to regulated electric or combination electric and gas utility affiliates.

<sup>2</sup> The term "Regulated Utility" refers to AP&L, GSU, LP&L, NOPSI, MP&L, SERI, EOI, ESI, and SFI, and such other similar subsidiaries as Entergy shall create whose activities and operations are primarily related to the domestic sale of electric energy at retail or at wholesale to affiliates, or the provision of services or goods thereto.

authority having jurisdiction) in excess of \$100,000 from a Non-Utility Business through a competitive bidding processes; and

(4) Approve an allocation methodology whereby profits derived from the marketing to nonaffiliates of products developed by a Regulated Utility and actually used by a Regulated Utility, will be divided evenly between the Regulated Utility responsible for developing the product and the Non-Utility Business responsible for marketing the product after deducting all incremental costs associated with making the product available for sale, including all costs of marketing such product. However, in the event that a product developed by a Regulated Utility to be used in its utility business is not actually so used, and subsequently is marketed by a Non-Utility Business to third parties, such Regulated Utility shall be entitled to recover all of its costs to develop such product before any profits derived from its marketing shall be so divided.

Entergy further proposes that the Commission approve, effective for those services rendered and those assets transferred subsequent to October 31, 1992, the use of other than cost-based pricing for services and transfers of Assets, Data or Intellectual Property, subject to the existence or receipt of requisite Commission authorization in the specific case of any such transfers, and subject further to the terms and conditions of the settlement arrangements. Prior to the time of any such transfer, Entergy and the state regulatory commission(s) having jurisdiction would agree on the consideration to be paid to the particular Regulated Utility by Entergy or its Non-Utility Businesses for the transferred assets. Upon reaching agreement, Entergy would seek any necessary Commission authorization for such transfer, including appropriate exemptions under section 13(b) of the Act.

Finally, GSU, Enterprises and EPI request authority for GSU to provide services to, and receive services from, those respective companies on the same revised terms as the other System Operating Companies.

**Central and South West Services, Inc. [70-8531]**

Central and South West Services, Inc. ("CSWS"), 1616 Woodall Rodgers Freeway, Dallas, Texas 75202, a wholly owned nonutility subsidiary of Central and South West Corporation ("CSW"), a registered holding company, has filed an application-declaration under

sections 9(a) and 10 of the Act and rule 23 thereunder.

CSWS operates an engineering and construction department that provides power plant control system procurement, integration and programming services, and power plant engineering and construction services to associates within the CSW system, including CSW's electric utility subsidiaries and CSW Energy, Inc. CSWS states that, due to changing needs of the CSW system, it is necessary to maintain flexible staffing capabilities and knowledgeable personnel. CSWS also states that the needs of the CSW system for these services change from time to time, and that, as a result, excess resources are sometimes available in its engineering and construction department. CSWS therefore proposes to provide such services to nonassociates at charges to be negotiated between CSWS and such customers. CSWS states that in providing services to nonassociates, it believes it will be serving the public interest as well as most efficiently utilizing its power engineering resources.

For the Commission, by the Division of Investment Management, pursuant to delegated authority.

**Margaret H. McFarland,**

*Deputy Secretary.*

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[Release No. 34-35230; File No. SR-NYSE-94-45]

**Self-Regulatory Organizations; Notice of Filing of Proposed Rule Change by New York Stock Exchange, Inc. Relating to Member Organization Facilitation of Customer Stock or Program Orders**

January 13, 1995.

Pursuant to Section 19(b)(1) of the Securities Exchange Act of 1934 ("Act"), 15 U.S.C. 78s(b)(1), notice is hereby given that on December 6, 1994, the New York Stock Exchange, Inc. ("NYSE" or "Exchange") filed with the Securities and Exchange Commission ("Commission" or "SEC") the proposed rule change as described in Items I, II and III below, which Items have been prepared by the self-regulatory organization. On January 11, 1995, the Exchange submitted to the Commission Amendment No. 1 to the proposed rule change in order to make certain technical corrections to the text of the proposal.<sup>1</sup> The Commission is

<sup>1</sup> See letter from Donald Siemer, Director, Market Surveillance, NYSE, to Beth Stekler, Attorney,

publishing this notice to solicit comments on the proposed rule change from interested persons.

**I. Self-Regulatory Organization's Statement of the Terms of Substance of the Proposed Rule Change**

The proposed rule change consists of an Information Memorandum ("Memorandum") that states the NYSE's policy regarding member organization facilitation of customer stock or program orders.<sup>2</sup>

**II. Self-Regulatory Organization's Statement of the Purpose of, and Statutory Basis for, the Proposed Rule Change**

In its filing with the Commission, the self-regulatory organization included statements concerning the purpose of and basis for the proposed rule change and discussed any comments it received on the proposed rule change. The text of these statements may be examined at the places specified in Item IV below. The self-regulatory organization has prepared summaries, set forth in Sections A, B, and C below, of the most significant aspects of such statements.

**A. Self-Regulatory Organization's Statement of the Purpose of, and Statutory Basis for, the Proposed Rule Change**

**1. Purpose**

The purpose of the proposed Memorandum is to advise the Exchange's membership of certain activities that the Exchange believes would be inconsistent with just and equitable principles of trade.

The Memorandum describes a situation where a member organization commits to sell securities to a customer, after the close, at the closing price on the Exchange. To position itself to facilitate the transaction, the member organization buys the stock(s) throughout the day, in a proprietary account, assuming the risk of the market. To reduce its risk, the member organization leaves a portion of the order to be executed at the close. The Memorandum states that, if the size of the transaction(s) that the member organization intends to execute at the close can reasonably be expected to impact the closing price(s), the member organization should not buy any stock related to that position "near the close." Whether or not the purchase would be

Division of Market Regulation, SEC, dated January 11, 1995 ("Amendment No. 1").

<sup>2</sup> NYSE Rule 80A defines the term "program trading" as (1) index arbitrage or (2) any trading strategy involving the related purchase or sale of a "basket" or group of 15 or more stocks having a total market value of \$1 million or more.