

## POSTAL SERVICE BOARD OF GOVERNORS

### Sunshine Act Meeting

**TIMES AND DATES:** 1 p.m., Monday, November 4, 2002; 8:30 a.m., Tuesday, November 5, 2002.

**PLACE:** Washington, DC, at U.S. Postal Service Headquarters, 475 L'Enfant Plaza, SW., in the Benjamin Franklin Room.

**STATUS:** November 4—1 p.m. (Closed); November 5—8:30 a.m. (Open).

#### MATTERS TO BE CONSIDERED:

##### Monday, November 4—1 p.m. (Closed)

1. Financial Performance.
2. Strategic Planning.
3. Personnel Matters and Compensation Issues.

##### Tuesday, November 5—8:30 a.m. (Open)

1. Minutes of the Previous Meeting, October 7–8, 2002.
2. Remarks of the Postmaster General and CEO.
3. Quarterly Report on Service Performance.
4. Capital Investments.
  - a. Flats Sequencing System and Delivery Point Packager.
  - b. Surface-Air Support System Modification Request and Enterprise Data Warehouse—Network Operations Management.
  - c. Point of Service (POS) One—Stage 3.
5. Tentative Agenda for the December 9–10, 2002, meeting in Washington, DC.

**CONTACT PERSON FOR MORE INFORMATION:** William T. Johnstone, Secretary of the Board, U.S. Postal Service, 475 L'Enfant Plaza, SW., Washington, DC 20260–1000. Telephone (202) 268–4800.

**William T. Johnstone,**  
Secretary.

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## SECURITIES AND EXCHANGE COMMISSION

[Release No. 35–27583]

### Filings Under the Public Utility Holding Company Act of 1935, As Amended (“Act”)

October 23, 2002.

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 under the Act. 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 amendment(s) is/are available for public inspection through the Commission's Branch 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 November 18, 2002, to the Secretary, Securities and Exchange Commission, Washington, DC 20549–0609, and serve a copy on the relevant applicant(s) and/or declarant(s) at the address(es) specified below. Proof of service (by affidavit or, in the case of an attorney at law, by certificate) should be filed with the request. Any request for hearing should identify specifically the issues of facts 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 November 18, 2002, the application(s) and/or declaration(s), as filed or as amended, may be granted and/or permitted to become effective.

#### PG&E Corporation, et al. (70–10047)

PG&E Corporation (“PG&E Corp.”), a holding company claiming exemption from registration under section 3(a)(1) of the Act by rule 2, One Market, Spear Tower, Suite 400, San Francisco, California 94105, Pacific Gas and Electric Company (“PG&E”), a direct public-utility company subsidiary of PG&E Corp., Newco Energy Corporation (“Newco”), a direct nonutility subsidiary of PG&E, Electric Generation LLC (“Gen”), a direct nonutility subsidiary of Newco, all at 77 Beale Street, San Francisco, California 94177, have filed an application with the Commission under sections 9(a)(2) and 10 of the Act. On October 16, 2002, the Commission issued a notice of the application (HCAR No. 27578). This supplemental notice replaces the prior notice to correct certain inaccuracies.

On April 6, 2001, PG&E filed a petition under chapter 11 of the U.S. Bankruptcy Code. On September 20, 2001, PG&E Corp. and PG&E (collectively, “Proponents”) jointly submitted to the United States Bankruptcy Court for the Northern District of California (“Bankruptcy Court”) a plan of reorganization for PG&E. The Proponents subsequently amended that plan (as amended, “Plan”). PG&E is a debtor-in-possession, and continues to provide all of the electric generation, electric transmission, gas transmission, and gas and electric local distribution services that it did before, except that it is not

able to purchase power to supply its net open position and is only able to make infrastructure investments. PG&E Corp., PG&E, Newco, and Gen (collectively, “Applicants”) request authority to effect certain transactions, described below, as set forth in the Plan.<sup>1</sup>

#### I. Description of the Applicants

PG&E Corp., a California corporation, became the holding company of PG&E on January 1, 1997. Through other subsidiaries, PG&E Corp. is engaged in a number of nonutility businesses.<sup>2</sup> PG&E Corp.'s common stock and related preferred stock purchase rights are publicly traded on the New York Stock Exchange.

Newco was incorporated under the laws of the State of California on October 19, 2001. It is a wholly owned, direct subsidiary of PG&E. Newco is the sole member of three limited liability companies: ETrans LLC (“ETrans”); Gen; and GTrans LLC (“GTrans”). Currently, Gen is an inactive nonutility subsidiary that owns all of the outstanding ownership interests of twenty-seven limited liability companies (collectively, “GenSub LLCs”).<sup>3</sup> The GenSub LLCs are California limited liability companies formed on October 30, 2001.

PG&E, a California corporation, is a public-utility company engaged principally in the business of providing regulated electricity and natural gas distribution and transmission services throughout most of northern and central California. Currently, all of the outstanding shares of common stock of PG&E are held directly or indirectly by PG&E Corp.<sup>4</sup> In addition, PG&E has a number of series of publicly held preferred stock outstanding. The

<sup>1</sup> To date, the Bankruptcy Court has not approved the Plan or any other proposed plan to reorganize PG&E, including the plan submitted by the California Public Utilities Commission (“CPUC”).

<sup>2</sup> These nonutility subsidiaries are organized under its wholly owned direct subsidiary, PG&E National Energy Group LLC (“PG&E NEG”).

<sup>3</sup> The GenSub LLCs are: Diablo Canyon LLC; Mokelumne River Project LLC; Rock Creek-Cresta Project LLC; Haas-Kings River Project LLC; Crane Valley Project LLC; Pit 1 Project LLC; Hat Creek 1 and 2 Project LLC; Poe Project LLC; Pit 3, 4 and 5 Project LLC; Upper NF Feather River Project LLC; Spring Gap-Stanislaus Project LLC; Kern Canyon Project LLC; Kilarc-Cow Creek Project LLC; Chili Bar Project LLC; Desabla-Centerville Project LLC; McCloud-Pit Project LLC; Drum-Spaulding Project LLC; Merced Falls Project LLC; Bucks Creek Project LLC; Potter Valley Project LLC; Phoenix Project LLC; Kerckhoff 1 and 2 Project LLC; Narrows Project LLC; Balch 1 and 2 Project LLC; Helms Project LLC; Battle Creek Project LLC; and Tule River Project LLC.

<sup>4</sup> PG&E Corp. holds approximately ninety-four percent of PG&E's common stock directly and approximately six percent indirectly through PG&E Holdings LLC (“PG&E Holdings”), a wholly-owned subsidiary of PG&E.