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P. A.

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March 26, 2002

VIA HAND DELIVERY

Docket Control
Arizona Corporation Commission
1200 West Washington
Phoenix, Arizona 85007

Re: *Citizens / PPFAC Docket;*
No. E-01032C-00-0751

Dear Sir/Madam:

Enclosed is the original and ten (10) copies of the affidavit of Marie A. Papietro, assistant corporate secretary for Pinnacle West Capital Corporation and Arizona Public Service Company. It responds to additional requests for information by the Commission discussed during the procedural conference in this matter on March 22, 2002.

Very truly yours,

GALLAGHER & KENNEDY, P.A.

By: Michael M. Grant

MMG:bo
Enclosure

ORIGINAL and **TEN** copies filed this
26th day of March, 2002, with:

Docket Control
Arizona Corporation Commission
1200 West Washington
Phoenix, Arizona 85007

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COPY of the foregoing hand-delivered
this 26th day of March, 2002 to:

Chairman William Mundell
Arizona Corporation Commission
1200 West Washington
Phoenix, AZ 85007

Commissioner Jim Irvin
Arizona Corporation Commission
1200 West Washington
Phoenix, AZ 85007

Commissioner Marc Spitzer
Arizona Corporation Commission
1200 West Washington
Phoenix, AZ 85007

Lyn Farmer
Chief Administrative Law Judge
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March 26, 2002
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Raymond S. Heyman
Michael W. Patten
Roshka Heyman & DeWulf, PLC
One Arizona Center
400 East Van Buren St., Suite 800
Phoenix, Arizona 85004

COPY of the foregoing mailed and/or
faxed this 26th day of March, 2002, to:

Holly J. Hawn
Deputy County Attorney
Santa Cruz County Attorney's Office
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Nogales, Arizona 85621

Jose L. Machado
City Attorney
777 North Grand Ave.
Nogales, Arizona 85621

Christine L. Nelson
John White
Mohave County Attorney's Office
P. O. Box 7000
Kingman, Arizona 86402-7000

Marshall and Lucy Magruder
Post Office Box 1267
Tubac, Arizona 85646-1267

By: *Beth Oabley*

AFFIDAVIT OF MARIE A. PAPIETRO

STATE OF ARIZONA)
) ss.
County of Maricopa)

I, Marie A. Papietro, being duly sworn upon my oath, state as follows:

1. I am Associate Corporate Secretary of Pinnacle West Capital Corporation (“PWCC”) and Associate Corporate Secretary for Arizona Public Service Company (“APS”).

2. I have been authorized to provide this affidavit on behalf of PWCC and APS, and the matters discussed in this affidavit are true and correct to the best of my knowledge and belief.

3. I have searched all of the minutes of the Board of Directors of PWCC from January 1, 1999 and all of the minutes of the Board of Directors of APS since January 1, 1997 for any reference to Citizens Utilities or Citizens Communications Company.

4. The only such references in the minutes referred to in paragraph 3 occur in the minutes for the PWCC Board of Directors’ meetings on January 17, 2001; June 20, 2001; and October 17, 2001; and in the APS Board of Directors’ meeting of September 20, 2000.

5. True and correct copies of all excerpts of such minutes are provided in Attachment A to this affidavit.

6. I was personally present at each board meeting identified in paragraph 4 of this affidavit, and the discussion reflected in the minutes was both general and informational in nature. No action from the Board of Directors relating to these discussions was requested, nor was any action taken by the Board of Directors relating to these discussions. Were any action requested or taken, I would have included such information in the minutes in the course of performing my duties.

7. I have also searched the minutes for any references to “market rate” or “market-based” rates, tariffs or authority. There were no such references in the minutes.

8. I have also searched the minutes for the PWCC Finance and Planning Committee (from May 19, 1999 to May 17, 2000), the PWCC Human Resources Committee (from May 19, 1999 to date), the APS Finance, Operating, and Environmental Committee (from 1997 to 1998), the APS Nuclear Committee (from 1997 to 1998), the APS Finance and Environmental Committee (from 1999 to June 2000), and the APS Generation Committee (from 1999 to June 2000) for the same references described in paragraphs 3 and 7 of this affidavit.

9. The search described in paragraph 8 of this affidavit encompasses, for the relevant times identified, all of the committees on which Michael L. Gallagher has served and is serving. There were no such references to either Citizens or to “market rate” or “market-based” rates, tariffs or authority in any of these committee minutes.

10. On February 21, 2001, the PWCC Board of Directors did approve the Consolidated Financial Statements and the financial review that was included in the PWCC 2000 Annual Report. However, there was no discussion reflected in the Board of Directors' minutes nor to my personal knowledge did any discussion take place regarding Note 12 to the Consolidated Financial Statement ("Commitments and Contingencies") and the Power Service Agreement with Citizens Communications Company.

11. Based on my experience as Associate Corporate Secretary, discussions on the "Commitments and Contingencies" note to the Consolidated Financial Statements would typically occur in the Audit Committee, on which Michael L. Gallagher does not and has never served. However, if a specific discussion on such a matter were to occur in a general Board of Directors meeting, I would have included a reference to such a discussion in the minutes in the course of performing my duties.

12. The minutes for the March 20, 2002 Board of Directors meetings of PWCC and APS have not yet been prepared, but I have personally reviewed the notes taken at such meetings to prepare the official minutes and there was no reference to Citizens Utilities, Citizens Communications Company, or market-based rate or market-rate authority. There was also no discussion of these matters in the Human Resources Committee for PWCC, the only committee on which Michael L. Gallagher currently serves.

13. The minutes of the PWCC Board of Directors, the APS Board of Directors, and all PWCC and APS committees, are confidential and are not public records.

14. Further, neither PWCC nor APS are subject to Arizona's Open Meeting Law and its provisions regarding the use of executive sessions when confidential matters are discussed; all board meetings are considered confidential in their entirety and are not attended by or open to the public.

Marie A. Papietro

MARIE A. PAPIETRO
ASSOCIATE CORPORATE SECRETARY

Subscribed and sworn to before me this 26th day of March, 2002.

Suzanne W. Debès
Notary Public

My Commission Expires:



EXHIBIT "A"

EXCERPT FROM THE MINUTES OF THE MEETING OF THE

ARIZONA PUBLIC SERVICE COMPANY

BOARD OF DIRECTORS

HELD SEPTEMBER 20, 2000

[Jack E. Davis, President of Pinnacle West and APS Energy, Delivery and Sales] also discussed recent average monthly billing increases experienced by the Company's largest all requirements wholesale customer, Citizens Utilities, and he described the reasons for those increases.

EXCERPT FROM THE MINUTES OF THE MEETING OF THE

PINNACLE WEST CAPITAL CORPORATION

BOARD OF DIRECTORS

HELD JANUARY 17, 2001

[Jack E. Davis, President of Pinnacle West and APS Energy, Delivery and Sales] then discussed certain issues between the Company and Citizens Utilities, and he again responded to questions from various Directors.

EXCERPT FROM THE MINUTES OF THE MEETING OF THE

PINNACLE WEST CAPITAL CORPORATION

BOARD OF DIRECTORS

HELD JUNE 20, 2001

[Jack E. Davis, President of Pinnacle West and APS Energy, Delivery and Sales] next discussed the Company's ongoing discussions relating to price increases with its largest wholesale customer, Citizens Utilities.

EXCERPT OF THE MINUTES OF THE MEETING OF THE

PINNACLE WEST CAPITAL CORPORATION

BOARD OF DIRECTORS

HELD OCTOBER 17, 2001

[Jack E. Davis, President of Pinnacle West and APS Energy, Delivery and Sales] next reported that the Company has entered into a new contract with its largest wholesale customer, Citizens Utilities, and he described the key elements of the contract.