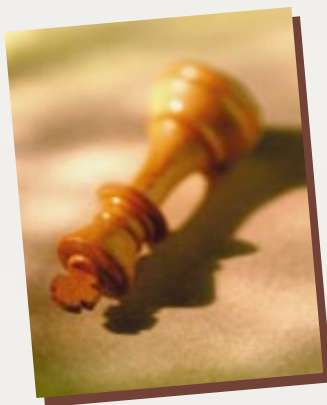


CUSTOMER CHOICE

Their Next Move Could be Your Last

September 27-29, 1999 ♦ Hyatt Regency ♦ Baltimore, MD

A powerful revolution is transforming America's utilities. In the post-monopoly era, customers are empowered to seek their best "deal" on price and services from a variety of competitive providers. Utilities have found themselves thrust into a hyper-competitive marketplace.



to sell customers either "electrons" or "molecules." Phone companies are readying for competition from cable companies and surging demand for wireless. Many small, publicly-owned water companies wonder if they need to sell out - or hire - a large private water company to run things.

Utilities that have not had to develop new business strategies for decades must do so - now. Electric and gas utilities are seeing mega-energy conglomerates emerge offering

The **Customer Choice** conference is designed to help you, as an energy buyer or as a utility, prepare for the era of choice.

Featuring a Powerhouse Lineup of Executives -



Greg Cucchi
PECO Energy Ventures



John Derrick Jr.
Potomac Electric Power



Michael Peevey
New Energy Ventures



Ray Allieri
MCI WorldCom



David Scott
Birch Telecom



Keith Bailey
The Williams Cos.



Peter Kelley
Southern Union



Nicholas DeBenedicis
Philadelphia Suburban



Donald Correll
United Water Resources



Howard Cosgrove
Conectiv

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ENERGY
manager

Dear Utility Customer/Utility Provider:

Confusion is rampant in the utility market. Whether you are buying or selling, whether the product is gas, electricity, water, or telecom services, uncertainty is pervasive. Different states are overhauling regulation at different speeds - and with different goals.

With these changes has come customer empowerment. Customers are free to shop around, choose suppliers, and to demand new products and services. Companies are trying to think up - and quickly implement - new strategies and services to capture new customers without losing ground to competitors.

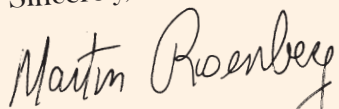
How are existing customers retained - or lost? How are new customers gained? As a customer, which opportunities should you seize?

To address these concerns and opportunities we have assembled a highly qualified group of industry leaders, customers, experts and regulators for our first ever **Customer Choice** conference. For 2 1/2 days, they will help you analyze the obstacles utilities face, and where they are headed. Hear them. Meet them. Learn how to put their insights to work in your situation. The answers may be crucial to your company's success and survival in business.


If you work at or provide services to a utility, the **Customer Choice** conference is an opportunity to learn from others in your industry - or sister industries that have faced, or are facing, similar challenges. If you are a utility customer, you'll gain insights and a head start in controlling your utility costs.

As you review this brochure, I'm sure you will agree that the **Customer Choice** conference offers a unique chance to obtain critical information you can put to immediate use. I urge you to register today for this important industry event.

Sincerely,



Martin Rosenberg
Conference Chairman
Editor-in-Chief,
Utility Business Magazine



Joyce Nolan
Conference Director

MONDAY SEPTEMBER 27, 1999

7:00 - 8:30 a.m. Conference Registration & Continental Breakfast

SESSION I – *Choice Arrives In Electricity*

Different states are deregulating and introducing competition at different speeds. To adapt, electric companies are embracing new strategies.

8:30 - 9:00 am Opening Remarks
Rich Glick, Sr. Advisor to the U.S. Secretary of Energy

- Gain insight into the federal government's new electricity policy from one of its key architects.

9:00 - 9:45 am
Greg Cucchi, President, PECO Energy Ventures, Philadelphia, PA

- *"Don't Just Survive. Thrive."*
PECO Energy, one of the nation's largest utilities, has spun many of its new energy initiatives into its Ventures unit, including infrastructure services, energy efficiency evaluation and supply management. How is it faring?



9:45 - 10:00 am Morning Break

10:00 - 10:45 am
David C. Lineweber, Vice President, PHB Hagler Bailly Consulting, Madison, WI

- Will customer choice take off? What are the issues driving whether customers will really want to exercise their economic right to buy from competitive energy providers?

10:45 - 11:30 am

John M. Derrick Jr., President & CEO, Potomac Electric Power Co., Washington, D.C.

- *"What is Electric Utilities' Answer to Call Waiting?"*

Potomac Electric has seen deregulation as an opportunity to develop new value-added services for customers, using its well-known brand name.



11:30 am - 1:00 pm Lunch Speaker
Michael R. Peevey, President & CEO, New Energy Ventures, Los Angeles, CA

- *"Your Friendly Competitor is Gaining on You."*

The former president of Southern California Edison has a strategy for taking on electric customers and saving them money. See the future through the eyes of an executive who gives fits to less nimble competitors who fail to recognize that all the rules are changing. He says, "We're not your run-of-the-mill utility company and it's an exciting time."



1:00 - 2:00 pm Panel Discussion: *A New World for Energy Users*

John Anderson, Executive Director, Electricity Consumers Resource Council (ELCON), Washington, D.C.

- Energy buyers can profit from the turmoil in electric profits — if they are armed with knowledge and are persistent. Are they up to the challenge? Get the answer from the head of ELCON, whose member companies operate more than 650 facilities in 50 states.

John Fiegel, President, International District Energy Association (IDEA), Washington, D.C.

- The dawn of competition in electric markets has led to a rapid growth in chilled water systems in metropolitan areas. IDEA, 1,000 members-strong, believes new technologies will expand the choices open to energy buyers.

2:00 - 2:45 p.m.

Anthony A. Churchill, Senior Advisor, Washington International Energy Group, Washington, D.C.

- New small generating units promise to revolutionize the electricity business early in the 21st century. Learn about the promise — and the challenges — posed by technology now in development.

2:45 - 3:30 p.m.

Brad Bradshaw, Director of Energy & Utilities, The Yankee Group, Boston, MA

- The arrival of customer choice is driving convergence, mergers and acquisitions. Will the future bring more of the same? What will be the impact on consumers — and how will business forces shape the companies that wish to serve them?

3:30 - 4:15 p.m.

Charles Gray, General Counsel, National Association of Regulatory Utility Commissioners, Washington, D.C.

- Each state wrestles with customer choice on its own. An update on major state initiatives.

4:15 - 5:30 p.m. **Cocktail Reception**

TUESDAY SEPTEMBER 28, 1999

8:00 - 9:00 a.m. **Continental Breakfast**



SESSION II - *The Telecom Wars and Their Lessons*

The telephone industry was the first utility arena to experience competition. More than a decade — and billions of dollars worth of M&A deals — later, the \$200-billion telecom industry still

wrestles with regulatory roadblocks. Can energy players expect the same?

9:00 - 9:45 a.m.

Ray Allieri, Senior Vice President - Local Strategy & Development, MCI WorldCom, Washington, D.C.

- MCI WorldCom, which helped launch long distance competition a decade ago, believes it is the telecommunications company of the future. Hear how the company is planning to deal with local telephone markets. Are there lessons that energy companies can draw from MCI's telecom experiences?



9:45 - 10:30 a.m.

David Scott, President & CEO, Birch Telecom, Kansas City, MO

- Birch Telecom is one of many upstart local phone companies that have popped up to challenge the Bell companies. Obstacles abound and growth has been difficult to achieve, but new players are coming up with ways to get around them. Learn how.



10:30 - 10:45 a.m. **Morning Break**

SESSION III - *Gas Competition - Finding a Role in Changing Energy Markets*

With global environmental challenges ever more important, the future of clean natural gas burns bright. The economics of the industry, however, are still in flux. Will gas utilities all become part of massive energy conglomerates? What strategies are open to gas utilities?

**Save \$75 off the
conference registration fee
by sending your payment
before August 2, 1999**

WHO SHOULD ATTEND

The 1999 Customer Choice Conference will be useful to executives, operating managers and marketing managers from the world's utility industry, as well as regulators, legislators, attorneys, industrial and commercial end users of utility products and services, independent power producers, public affairs professionals and members of the academic community.

10:45 - 11:30 a.m.

**Keith Bailey, Chairman, President & CEO,
The Williams Cos., Tulsa, OK**

- The Williams Cos., one of the largest gas transporters, has had to radically adapt to changing industry rules and markets. Not content to play defense, the company has jumped into telecom. What's next?



11:30 - 12:15 p.m.

Peter H. Kelley, President & CEO, Southern Union Co., Austin, TX

- Southern Union, a growing natural gas utility, has become a national leader educating customers about choice. Learn why the burden is on utilities to keep their customers informed.



12:15 - 1:30 p.m. Luncheon

**Receive a 10% group discount
for three or more people!**



**Supported by the
National Energy
Marketers Association**

SESSION IV - *Regulators and Legislators Wrestle with Change*

The rules are changing. Lawmakers and regulators must watch what other states are doing and craft a plan appropriate for their state. The view from the trenches.

1:30 - 2:15 p.m.

Commissioner Nora Mead Brownell, Pennsylvania Public Utility Commission, Harrisburg, PA

- Pennsylvania has adopted one of the most sweeping energy deregulation plans, and it is achieving early success. In part, it is the result of regulators who realize they are responsible for educating consumers about choice. Lessons learned?



2:15 - 3:00 p.m.

**Eli Noam, Professor of Economics & Finance,
Columbia University Graduate School of
Business; Former Commissioner on the New York
State Public Service Commission**

- *"The Future of Regulation in Telecommunications"*
What is it that telecommunications deregulation has taken so long and proven so difficult to achieve — and where have regulators fallen down? The next agenda — and lessons for other industries.



3:00 - 3:15 p.m. Afternoon Break

3:15 - 4:00 p.m.

Wenonah Hauter, Director of the Critical Mass Energy Project, Washington, D.C.

- A leading consumer advocate helps coordinate the response of 175 consumer and environmental organizations to utility issues. Learn the consumer perspective on utility deregulation and customer choice.

4:00 - 5:00 p.m. **Panel Discussion:**
Choice Comes to Maryland

Michael Powell, Attorney, Baltimore, MD

- Mr. Powell, representing two dozen large industrial electric customers, helped bring customer choice to Maryland. "If we had not gotten deregulation this year, then Maryland industry would have been looking at greener pastures elsewhere."

Sen. Thomas L. Bromwell, Chairman, Maryland Senate Finance Committee

- The architect of the state's choice legislation describes what pressures he faced dealing with what he described as "the toughest issue that I have seen in 21 years."

WEDNESDAY SEPTEMBER 29, 1999

7:30 - 8:30 a.m. **Continental Breakfast**

SESSION V - *Water Utilities - Turning to the Private Sector?*

Water utilities have to put as much as an estimated \$140-billion into infrastructure in coming years. Overwhelmed, small operations increasingly are turning to the private sector to buy or operate their properties. What convergence issues do water utilities face? Will customer choice ever arrive in water?

8:30 - 9:15 a.m.

Nicholas DeBenedictis, Chairman & CEO, Philadelphia Suburban Corp., Bryn Mawr, PA

- Through a merger with Consumers Water Co., Philadelphia Suburban has expanded from Pennsylvania into Ohio, Illinois, New Jersey and Maine. The company has also completed more than 25



acquisitions of municipal and private systems. Will the pace of such deals accelerate?

9:15 - 10:00 a.m.

Donald Correll, Chairman & CEO, United Water Resources, Harrington Park, NJ

■ *"Municipalities as Customers of Investor Owned Water Utilities."*

Serving more than 6 million people in 19 states, United Water Resources is in a position to spot changes in the industry.

Increasingly, municipal water and wastewater systems are outsourcing operations. What are the benefits to consumers?



10:00 - 10:15 a.m. **Morning Break**

CONCLUDING SESSIONS

10:15 - 11:00 a.m.

Edward Tirello, Utility Stock Analyst, BT Alex. Brown, New York, NY

- One of the top Wall Street experts on utility mergers will explore the financial forces now whipsawing utilities — and how company leaders and their customers can profit from understanding the changes shaping the utilities of tomorrow.

11:00 - 11:45 a.m.

Howard E. Cosgrove, Chairman & CEO, Conectiv, Wilmington, DE

- Conectiv is a scrappy small utility from a small state, but it has embraced bold strategies to respond to change. It is in the thick of the Pennsylvania battle for electric customers and has set up a telephone company.

What are the perils — and opportunities — facing dozens of utilities like Conectiv?



REGISTRATION INFORMATION

CUSTOMER CHOICE

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To reserve a seat at this important industry conference, complete the registration form below and send it to: "T&D World Customer Choice Conference" Attn: Joyce Nolan; 1400 N. Providence Rd., Bldg. 2, Suite 1040; Media, PA 19063. Or fax your request to 610-566-6105. For more information, please call Joyce Nolan at (610) 566-7080, ext. 3004.

Registration Fee: \$775

Full tuition is payable in advance and includes program instruction, conference documentation, continental breakfasts, first and second day luncheons, first day cocktail reception and refreshments.

**Group discounts of 10% apply
for companies registering
three or more people.**

Cancellation Policy:

If your cancellation is received prior to August 23, 1999, an 80% refund will be made.



**Save \$75 off the registration fee
by submitting your payment before August 2, 1999.**

Sponsorship & Exhibit Opportunities are available.

For details, call Joyce Nolan at 610-566-7080, ext. 3004.



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