

UNITED STATES NUCLEAR REGULATORY COMMISSION

COMMONWEALTH EDISON COMPANY

AND

MIDAMERICAN ENERGY COMPANY

QUAD CITIES NUCLEAR POWER STATION, UNITS 1 AND 2

DOCKET NOS. 50-254 AND 50-265

NOTICE OF CONSIDERATION OF APPROVAL OF APPLICATION

REGARDING PROPOSED CHANGE IN SHAREHOLDERS OF

MIDAMERICAN ENERGY HOLDINGS COMPANY

AND OPPORTUNITY FOR A HEARING

The U.S. Nuclear Regulatory Commission (the Commission) is considering the issuance of an order under 10 CFR 50.80 approving the indirect transfer of Facility Operating Licenses Nos. DPR-29 and DPR-30, for the Quad Cities Nuclear Power Station, Units 1 and 2 (Quad Cities), respectively, to the extent currently held by MidAmerican Energy Company (MidAmerican), as a co-owner of Quad Cities.

According to the application for approval by MidAmerican, all of the stock of MidAmerican Energy Holdings Company (MEHC), the parent company of MidAmerican, is to be acquired by a small group of investors. This group of investors consists of Berkshire Hathaway, Inc. and/or subsidiaries thereof; David L. Sokol, the Chairman and Chief Executive Officer of MEHC; and Walter Scott, MEHC's largest individual shareholder, and/or certain Scott family interests; and potentially other members of MEHC's management. Following the acquisition, Commonwealth Edison Company (ComEd) and MidAmerican would remain as the licensees for Quad Cities. ComEd would continue to own 75% of the facility, be exclusively responsible for

the operation and maintenance of Quad Cities, and be an agent for MidAmerican. MidAmerican would continue to hold a 25% ownership interest in Quad Cities. The application proposes no changes to the financial arrangements and obligations of ComEd and MidAmerican with respect to Quad Cities, including decommissioning funding responsibilities. In addition, no physical changes to the Quad Cities facility or operational changes are being proposed in the application. No direct transfer of the licenses would result from the proposed acquisition of MEHC stock. The application seeks consent by the Commission to the extent the proposed acquisition would effect an indirect transfer of the Quad Cities licenses, as held by MidAmerican, under 10 CFR 50.80.

Pursuant to 10 CFR 50.80, no license, or any right thereunder, shall be transferred, directly or indirectly, through transfer of control of the license, unless the Commission shall give consent in writing. The Commission will approve an application for the indirect transfer of a license, if the Commission determines that the underlying transaction effecting the indirect transfer will not affect the qualifications of the holder of the license, and that the transfer is otherwise consistent with applicable provisions of law, regulations, and orders issued by the Commission pursuant thereto.

The filing of requests for hearing and petitions for leave to intervene, and written comments with regard to the license transfer application, are discussed below.

By January 18, 2000, any person whose interest may be affected by the Commission's action on the application may request a hearing, and, if not the applicants, may petition for leave to intervene in a hearing proceeding on the Commission's action. Requests for a hearing and petitions for leave to intervene should be filed in accordance with the Commission's rules of practice set forth in Subpart M, "Public Notification, Availability of Documents and Records, Hearing Requests and Procedures for Hearings on License Transfer

Applications," of 10 CFR Part 2. In particular, such requests and petitions must comply with the requirements set forth in 10 CFR 2.1306, and should address the considerations contained in 10 CFR 2.1308(a). Untimely requests and petitions may be denied, as provided in 10 CFR 2.1308(b), unless good cause for failure to file on time is established. In addition, an untimely request or petition should address the factors that the Commission will also consider, in reviewing untimely requests or petitions, set forth in 10 CFR 2.1308(b)(1)-(2).

Requests for a hearing and petitions for leave to intervene should be served upon Roy P. Lessy, Jr., Akin, Gump, Strauss, Hauer & Feld, L.L.P., 1333 New Hampshire Avenue, NW., Suite 400, Washington, DC, 20036, telephone (202) 887-4500, fax (202) 995-7763, e-mail [Rlessy@akingump.com](mailto:Rlessy@akingump.com); John A. Rasmussen, Jr., Senior Vice President and General Counsel, MidAmerican Energy Company, 666 Grand Avenue, P.O. Box 657, Des Moines, Iowa 50303, telephone (515) 242-4085, fax (515) 242-4261, e-mail [jarasmussen@midamerican.com](mailto:jarasmussen@midamerican.com); Ms. Pamela B. Stroebel, Senior Vice President and General Counsel, Commonwealth Edison Company, P.O. Box 767, Chicago, Illinois 60690-0767; the General Counsel, U.S. Nuclear Regulatory Commission, Washington, DC 20555 (e-mail address for license transfer cases only: [OGCLT@nrc.gov](mailto:OGCLT@nrc.gov)); and the Secretary of the Commission, U.S. Nuclear Regulatory Commission, Washington, DC 20555-0001, Attention: Rulemakings and Adjudications Staff, in accordance with 10 CFR 2.1313.

The Commission will issue a notice or order granting or denying a hearing request or intervention petition, designating the issues for any hearing that will be held and designating the Presiding Officer. A notice granting a hearing will be published in the FEDERAL REGISTER and served on the parties to the hearing.

As an alternative to requests for hearing and petitions to intervene, by

January 27, 2000 , persons may submit written comments regarding the license

transfer application, as provided for in 10 CFR 2.1305. The Commission will consider and, if appropriate, respond to these comments, but such comments will not otherwise constitute part of the decisional record. Comments should be submitted to the Secretary, U.S. Nuclear Regulatory Commission, Washington, DC 20555-0001, Attention: Rulemakings and Adjudications Staff, and should cite the publication date and page number of this FEDERAL REGISTER notice.

For further details with respect to this action, see the application and related cover letters dated November 15, 1999, and previous related letters dated November 2, 1999, which are available for public inspection at the Commission's Public Document Room, the Gelman Building, 2120 L Street, NW., Washington, DC, and accessible electronically through the ADAMS Public Electronic Reading Room link at the NRC Web site (<http://www.nrc.gov>).

Dated at Rockville, Maryland, this 21<sup>st</sup> day of December 1999.

FOR THE NUCLEAR REGULATORY COMMISSION

A handwritten signature in cursive script, reading "S. Singh Bajwa", with a horizontal line underneath the name.

S. Singh Bajwa, Director  
Project Directorate III  
Division of Licensing Project Management  
Office of Nuclear Reactor Regulation