

December 16, 2008

The Honorable Jim Nussle
Director
Office of Management and Budget
725 17th Street, NW
Washington, D.C. 20503

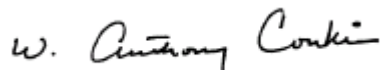
Dear Mr. Nussle:

Enclosed is the information requested by Executive Order 12976, Compensation Practices of Government Corporations. As a Government corporation with specific authority under the TVA Act to set compensation without regard to the provisions of Title 5 of the United States Code, we are enclosing the information requested by Section 3 of the Executive Order. Under TVA's performance-based compensation program, the top officers met or exceeded a number of their 2008 performance targets, which are linked to financial and operational performance goals of TVA and applicable business units, as well as individual goals. Information is included on the compensation of all TVA officers who received incentives for the fiscal year in excess of the amount authorized under 5 U.S.C. Sections 4501 through 4507. Of course, TVA is expressly excluded from these provisions.

We are pleased to provide this information, which we believe demonstrates the appropriateness of the compensation that TVA pays to its senior executives and its consistency with the compensation paid by our competition.

We plan to provide this same information to the Associated Press and other interested news media in the TVA region and will make it available to the public, TVA's customers, and members of Congress upon request. Please call me at (865) 632-7148 if you have any questions.

Sincerely,



W. Anthony Conkin
Senior Manager
Compensation and HR Planning

Enclosures

bcc (Enclosures):

Maureen H. Dunn, WT 6A-K
John E. Long, Jr., WT 7B-K
Emily J. Reynolds, OCP 1L-NST
Phillip L. Reynolds, LP 3A-C

(A) - TVA Compensation, Procedures and Structure

The TVA Act is the authority for establishing the compensation of all TVA employees and places responsibility for doing so with the TVA Board. The Consolidated Appropriations Act, 2005, which amended the TVA Act effective as of March 31, 2006, removed any statutory salary cap on TVA employees and authorized the TVA Board to establish a compensation plan for all TVA employees based on a survey comparison of the prevailing compensation for similar positions in private industry, including engineering and electric utility companies, publicly owned electric utilities, and Federal, State, and local governments. The TVA Board approved a compensation plan, which fulfilled the statutory requirements set out above, for all TVA employees at its May 31, 2007 meeting. This plan will be reviewed from time to time to ensure consistency and future alignment with TVA's mission and strategic plan.

TVA's compensation program is similar to compensation plans of private sector employers including the energy services industry. The one significant difference is that TVA, as a government corporation, cannot provide stock awards or options.

The purpose of TVA's compensation program is to:

- improve overall agency performance through productivity enhancement;
- encourage and reward senior executives for their performance and contributions to the successful achievement of financial and operational goals;
- provide senior executives with the focus to achieve short-term and long-term business goals that are important to TVA, TVA's customers, and the people TVA serves; and
- provide a competitive level of compensation that will enable TVA to attract, retain, and motivate highly competent employees.

Performance-based compensation is critical to TVA in achieving its strategic goal of being a top-quartile organization in the energy sector. A key component of the compensation plan is a strong orientation toward "pay for performance," which rewards improvement in TVA's overall performance as well as that of individual business units and individual employees. "At risk" incentive pay is directly linked to the achievement of performance goals of TVA and applicable business units, as well as individual goals. TVA level performance goals are reflected in TVA's Balanced Scorecard that is approved by the TVA Board each year. Those goals have a direct link to the Board-approved TVA Strategic Plan. Incentive opportunities are reviewed and approved annually, and any awards are paid in the first quarter of the next fiscal year.

Salaries received by senior executives are based on their levels of responsibility, their individual merit performances in past years, and the competitive levels of compensation for executives in similar positions in the energy services industry. Each position in TVA has a pay level determined by market pricing based on a level needed to attract, retain, and motivate employees critical to TVA's success in achieving its mission. Comparative compensation information is obtained from published and custom compensation surveys reflecting the relevant labor markets identified for designated positions and publicly disclosed information from the proxy statements and annual reports on Form 10-K of energy services companies with revenues of \$3 billion and greater. Compensation is targeted at the median of the labor market for most positions but may be targeted above the median for certain positions in circumstances affected by market scarcity, recruitment and retention issues, and other business reasons. TVA's relevant labor market for most senior executives is comprised of both private and publicly-owned energy services companies with annual revenues of \$3 billion and greater.

A copy of TVA's organization structure is enclosed.

(B) and (C) - Base Salary Levels, Annual Incentives, Other Compensation, and Supporting Information

The following summary sheets contain detailed information on salary, incentives and other elements of compensation provided to each TVA officer who received an annual incentive award in excess of the amount specified in 5 U.S.C. 4502 based on fiscal year 2008 performance. These attachments also contain a compilation of information gathered from compensation surveys to establish the rate paid to each position by other companies. This information fully supports the level of compensation that is paid to each of these positions by TVA.

Incentive awards as referred to in the summary sheets, are primarily comprised of awards made under TVA's Executive Annual Incentive Plan (EAIP) and TVA's Executive Long-Term Incentive Plan (ELTIP). Under the EAIP, incentive opportunities (represented as a percentage of each participant's salary) are established for each position based on opportunities provided for comparable positions in the energy services industry. Actual incentive awards are tied to the achievement of predefined corporate and business unit performance goals established for each fiscal year as identified in TVA's Winning Performance Balanced Scorecards, and individual goals. Under the ELTIP, incentive opportunities (represented as a percentage of each participant's base compensation) are established for each position based on opportunities provided for comparable positions in the energy services industry. Actual incentive awards are tied to the achievement of predefined corporate performance goal(s) over a performance cycle, typically three years.

Unlike private sector companies in the energy services industry, TVA as a corporate agency and instrumentality of the United States does not have equity securities to provide stock awards or options as a form of compensation for its employees. In order to provide a benefit similar to restricted stock and to provide retention incentives to executives, TVA enters into agreements with certain executives that are administered under TVA's Long-Term Deferred Compensation Plan (LTDCP). Credits provided under the LTDCP, as referred to in the summary sheets, are designed to encourage them to remain with TVA and to provide, in combination with base salary and EAIP and ELTIP incentive awards, a competitive level of total compensation.

TVA's senior executives also participate in other benefit programs similar to those typically available to employees in the private sector. For example, they participate in the TVA Retirement System on the same basis as all other TVA annual employees. That system is a tax qualified defined benefit plan that provides pension benefits funded by TVA to all participants on the same basis. They also participate in a flex benefit plan that includes access to medical, dental, life, and long-term disability insurance, and participation in medical and child care flexible spending accounts. This plan is made available on the same basis to all TVA employees.

Finally, some TVA senior executives in critical positions participate in a supplemental retirement plan which is similar to those provided to senior executives in private industry. The plan provides supplemental retirement benefits after leaving TVA employment.

All of the above benefits parallel those provided by other employers in the private sector, except for stock awards and options provided by virtually all investor-owned utilities, but not available to TVA employees.

(D) - Consistency with Other Requirements

TVA's compensation arrangements are consistent with its statutory mission and objectives. TVA was created to improve navigation on the Tennessee River, reduce flood damage, provide agricultural and industrial development, and provide electric power to the Tennessee Valley Region. TVA manages the Tennessee River and its tributaries for multiple river-system purposes, such as navigation; flood damage reduction; power generation; environmental stewardship; shoreline uses; and water supply for power plant operations, consumer use, recreation, industry, and other stewardship purposes. TVA's power system operations, however, constitute the majority of its activities and provide virtually all of its revenues.

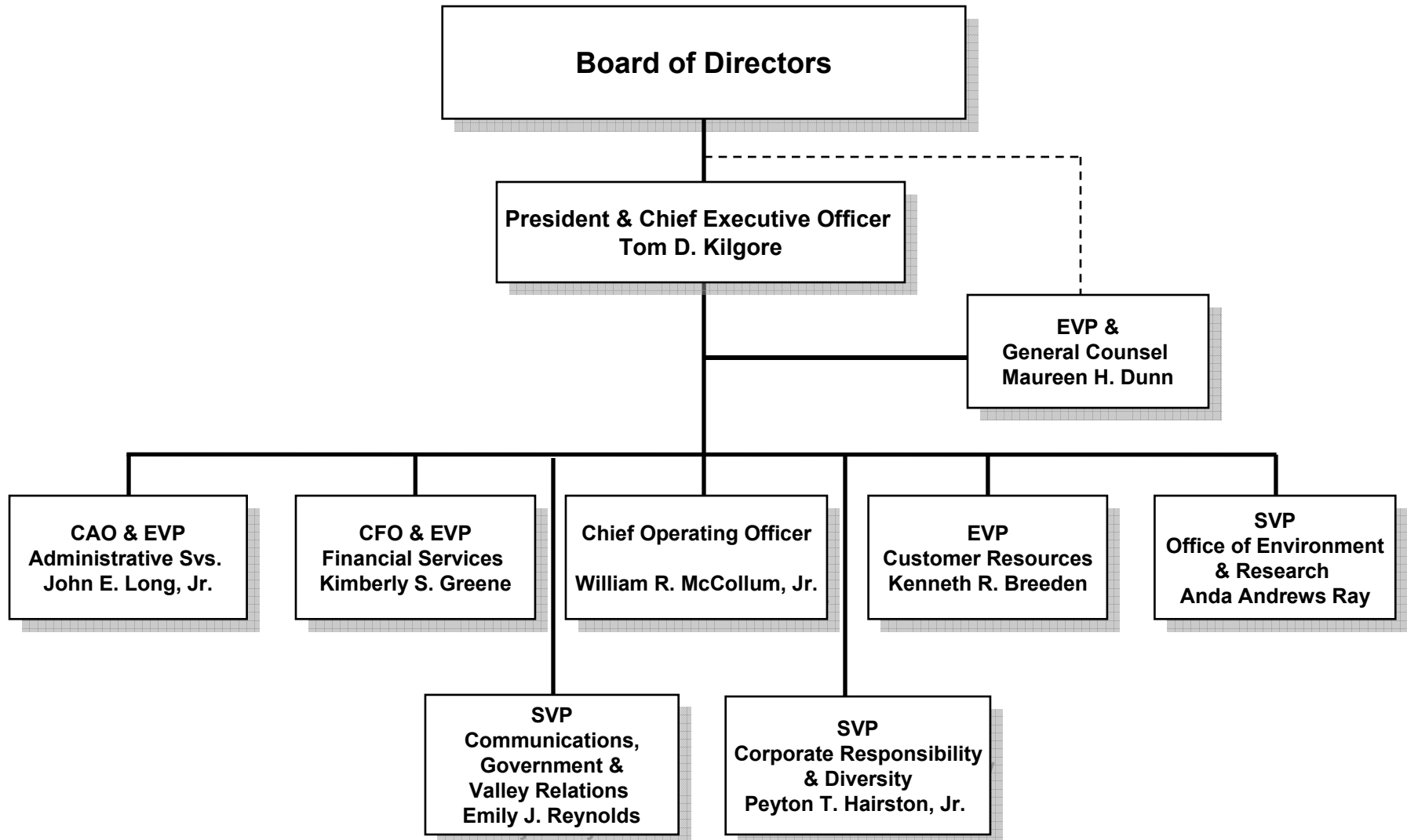
It is not possible to accomplish such ambitious objectives and tasks without highly skilled and motivated leadership. TVA must be able to compete with other top utilities and other companies nationwide for executive talent in a highly competitive field. This is particularly true with respect to TVA's generation and transmission operations. TVA currently operates nuclear units, fossil plants, hydro plants, combustion turbine plants, diesel units, solar energy sites, wind energy site, pumped storage plant and manages over 15,000 miles of transmission lines which require highly specialized skills to manage and operate. Moreover, TVA continues to undertake major improvements in environmental controls associated with the operation of its 59 coal-fired generating units. Since senior leadership improved the management of TVA's generation and transmission operations, TVA's performance has improved. These improvements have been due to aggressive efforts by TVA's leadership to control costs and improve productivity, efficiency and safety. To continue this impressive record, it is essential that TVA retain and motivate its top leadership talent to manage and operate a corporation with approximately \$10.4 billion in revenues.

The broad authority given to the TVA Board in the TVA Act to establish a compensation plan that specifies the compensation of all TVA employees based on market comparisons of compensation for similar positions is consistent with the intent of Congress and President Roosevelt in creating TVA that it would possess "the flexibility and initiative of a private enterprise" (H.R. Doc. No. 15, 73d Cong., 1st Sess. at 1 (1933)), and that the TVA Act would provide TVA "much of the essential freedom and elasticity of a private corporation" (H.R. Rep. No. 130, 73d Cong., 1st Sess. at 19 (1933)). Applying this legislative framework to the issue of management compensation, it is clear that the TVA Board has the authority to fix the compensation of all of its employees and to determine the components of that compensation package.

The TVA Act amendments in the Consolidated Appropriations Act, described in section A, indicate Congress' continued recognition of the wisdom of providing TVA the flexibility it needs in compensation matters. In addition, TVA was one of only two entities specifically excluded, by name, from the bonus awards provisions of Title 5, see 5 U.S.C. 4501(1)(I), thus, pointing out TVA's essential flexibility in this area.



Tennessee Valley Authority



Comparison of TVA Senior Executive and Equivalent Private Sector Compensation

Jack A. Bailey

Vice President, Nuclear Generation Development

Provides oversight and directs the Nuclear Generation Development Organization which is responsible for the development of new nuclear generation, including the activities connected with Bellefonte and Watts Bar Unit 2. Responsibilities include development and communication of business elements to determine the value of TVA's unfinished assets and establishing strategies and plans for how they can best be used to meet future needs, and the Tritium Production program at Watts Bar Nuclear Plant. Serves as key member of the Nuclear Power Group (NPG) executive team and advises the Chief Nuclear Officer and other corporate and site management on new nuclear generation assets for TVA. Develops key partnerships for new generation projects, when necessary, with outside parties and with Distributor customers. Coordinates legislative initiatives with TVA's OGC and Washington Office and strategic program initiatives with DOE. Ensures all managed activities are conducted in accordance with appropriate TVA and external regulations and policies.

This position is responsible for approximately 10 employees. Jack A. Bailey, Vice President, Nuclear Generation Development, received \$254,500 in salary, \$142,815 in incentive awards, and a \$50,000 annual deferred compensation credit provided under a Long-Term Deferred Compensation agreement. Using survey information for the comparable position, the data shows salary and incentive awards of \$458,000. The survey data does not include stock options or other compensation arrangements prevalent in private sector companies.

TVA's operating revenue was approximately \$10.4 billion for fiscal year 2008. The companies that TVA compares to are utility companies with revenues generally of \$3 billion or greater.

Comparison of TVA Senior Executive and Equivalent Private Sector Compensation

Masoud Bajestani

Vice President, Watts Bar Nuclear Unit 2 (WBN U2)

Provides general management and oversight of all activities for the WBN U2 completion including construction, engineering, maintenance, cost scheduling, and pre-op start-up to ensure safe and efficient completion of the WBN U2 and thorough and complete coordination and integration with the WBN operating units in compliance with TVA Nuclear policies and procedures, plant technical specifications, and federal, state, and local regulations.

This position is responsible for approximately 20 employees. Masoud Bajestani, Vice President, Watts Bar Nuclear Unit 2, received \$360,000 in salary, \$330,779 in incentive awards, and a \$300,000 annual deferred compensation credit provided under a Long-Term Deferred Compensation agreement. Using survey information for the comparable position, the data shows salary and incentive awards of \$1,117,000. The survey data does not include stock options or other compensation arrangements prevalent in private sector companies.

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Comparison of TVA Senior Executive and Equivalent Private Sector Compensation

J. David Beckler

Vice President, Labor Relations

Responsible for the development of agency-wide Labor Relations strategies and policies and coordination of these strategies and policies in a manner which supports achievement of TVA's strategic plan. Contributes to TVA's overall mission and goals by establishing partnerships with union leadership, both regionally and nationally, to ensure objectives are met.

This position is responsible for approximately 10 employees. J. David Beckler, Vice President, Labor Relations, received \$180,000 in salary and \$48,592 in incentive awards. Using survey information for the comparable position of Top Labor Relations Executive, the data shows salary and incentive awards of \$313,000. The survey data does not include stock options or other compensation arrangements prevalent in private sector companies.

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Comparison of TVA Senior Executive and Equivalent Private Sector Compensation

Robert J. Beecken

Vice President, Paradise Fossil Site

Accountable for managing overall site coordination and integration involved in the planning, organizing, staffing, modifying, and controlling a fossil generating plant to provide a safe, reliable, efficient, and environmentally acceptable power supply. The incumbent reports to the Executive Vice President, Fossil Power Group.

This position is responsible for approximately 430 employees. Robert J. Beecken, Vice President, Paradise Fossil Site, received \$222,500 in salary, \$99,217 in incentive awards, and a \$135,000 annual deferred compensation credit provided under a Long-Term Deferred Compensation agreement. Using survey information for the comparable position, the data shows salary and incentive awards of \$422,000. The survey data does not include stock options or other compensation arrangements prevalent in private sector companies.

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Comparison of TVA Senior Executive and Equivalent Private Sector Compensation

Ashok S. Bhatnagar

Senior Vice President, Nuclear Generation Development and Construction

Provides oversight and directs the Nuclear Generation Development and Construction organization which is responsible for the development of new generation, including Watts Bar Nuclear Unit 2 (WBN U2) and NUSTART and Nuclear Power Group (NPG) fleet licensing. Responsibilities include development and communication of business elements to determine the value of TVA's unfinished assets and establishing strategies and plans for how they can best be used to meet future needs, governance and oversight of Licensing activities for NPG, governance and oversight of all activities for the WBN U2 completion, and Tritium Production program at the Watts Bar and Sequoyah Nuclear Plants. Ensures all managed activities are conducted in accordance with appropriate TVA and external regulations and policies.

This position is responsible for approximately 40 employees. Ashok S. Bhatnagar, Senior Vice President, Nuclear Generation Development and Construction, received \$437,863 in salary, \$403,661 in incentive awards, and a \$150,000 annual deferred compensation credit provided under a Long-Term Deferred Compensation Plan agreement. Using survey information for the comparable position, the data shows salary and incentive awards of \$1,417,000. The survey data does not include stock options or other compensation arrangements prevalent in private sector companies.

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Comparison of TVA Senior Executive and Equivalent Private Sector Compensation

John J. Bradley

Senior Vice President, Economic Development

Responsible for managing TVA's Economic Development organization, focusing on sustainable development initiatives, including the generation of new capital investment from the retention and expansion of existing industry and the attraction of new industry. The purpose is to leverage capacity economic research, information technology and planning resources to generate community capacity for high value jobs and the growth in power load.

This position is responsible for approximately 40 employees. John J. Bradley, Senior Vice President, Economic Development, received \$152,500 in salary, \$60,630 in incentive awards, and a \$50,000 annual deferred compensation credit provided under a Long-Term Deferred Compensation agreement. Using survey information for the comparable position, the data shows salary and incentive awards of \$277,000. The survey data does not include stock options or other compensation arrangements prevalent in private sector companies.

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Comparison of TVA Senior Executive and Equivalent Private Sector Compensation

Kenneth R. Breeden

Executive Vice President, Customer Resources

Responsible for managing TVA's overall customer service, marketing and economic development activities to achieve organization objectives in accordance with policies established by the Board of Directors. This includes planning, developing and implementing procedures that result in favorable relationships with customers and accomplishment of marketing, customer satisfaction and economic development goals and objectives. Ensures the development of TVA's marketing strategy and objectives for all market segments.

This position is responsible for approximately 210 employees. Kenneth R. Breeden, Executive Vice President, Customer Resources, received \$300,000 in salary, \$226,959 in incentive awards, and a \$150,000 annual deferred compensation credit provided under a Long-Term Deferred Compensation agreement. Using survey information for the comparable position of Top Sales, Marketing, & Customer Service Executive, the data shows salary and incentive awards of \$815,000. The survey data does not include stock options or other compensation arrangements prevalent in private sector companies.

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Comparison of TVA Senior Executive and Equivalent Private Sector Compensation

Terrell M. Burkhart

Vice President, Procurement

Accountable for managing all supply chain functions including the procurement of all TVA's requirements for materials, equipment, and services; the disposition of TVA' surplus/excess property; the relationships with suppliers including diverse and valley businesses; materials receipt, storage distribution; inventory strategies and processes; disbursement; strategic sourcing; and business reengineering initiatives.

This position is responsible for approximately 370 employees. Terrell M. Burkhart, Vice President, Procurement, received \$197,885 in salary and \$104,157 in incentive awards. Using survey information for the comparable position of Top Procurement Executive, the data shows salary and incentive awards of \$417,000. The survey data does not include stock options or other compensation arrangements prevalent in private sector companies.

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Comparison of TVA Senior Executive and Equivalent Private Sector Compensation

William R. Campbell

Chief Nuclear Officer and Executive Vice President, TVA Nuclear

Responsible for managing TVA Nuclear and providing a stable base load of power from TVA's six nuclear operating units. Responsibilities include power production, nuclear power plant operations, plant modification, all nuclear support services, and all nuclear engineering activities. Responsibilities also include oversight of Watts Bar Nuclear Unit 2 restart and ensuring a safe and efficient restart of the nuclear unit. Also responsible for ensuring compliance with Nuclear Regulatory Commission requirements.

This position is responsible for approximately 2,750 employees. William R. Campbell, Chief Nuclear Officer & Executive Vice President, TVA Nuclear, received \$480,669 in salary \$440,013 in incentive awards, and a \$200,000 annual deferred compensation credit provided under a Long-Term Deferred Compensation agreements. Using survey information for the comparable position of Top Nuclear Executive, the data shows salary and incentive awards of \$1,667,000. The survey data does not include stock options or other compensation arrangements prevalent in private sector companies.

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Comparison of TVA Senior Executive and Equivalent Private Sector Compensation

Timothy P. Cleary

Vice President, Sequoyah Nuclear Site

Provides general management and oversight of all operations activities for the site including engineering, modifications, operations, maintenance, site support, operations and maintenance recovery support, and training, to ensure safe and efficient operation of the nuclear plant in compliance with TVA Nuclear policies and procedures, plant technical specifications, and federal, state, and local regulations.

This position is responsible for approximately 770 employees. Timothy P. Cleary, Vice President, Sequoyah Nuclear Site, received \$300,000 in salary, \$175,281 in incentive awards, and a \$75,000 annual deferred compensation credit provided under a Long-Term Deferred Compensation agreement. Using survey information for the comparable position of Top Nuclear Plant Site Executive, the data shows salary and incentive awards of \$830,000. The survey data does not include stock options or other compensation arrangements prevalent in private sector companies.

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Comparison of TVA Senior Executive and Equivalent Private Sector Compensation

Clayton L. Clem

Vice President, Electric System Projects

Accountable for the overall management of the design, and construction of transmission and telecommunications capital or operations and maintenance projects as requested. Responsible and accountable for scoping, scheduling, and project management required to successfully accomplish the work. Develops and implements policies, procedures, and goals to ensure the engineering, construction, and support of the transmission system is cost-effective, efficient, and meets the needs of the Power Systems Organization and TVA. Directs transmission and engineering, construction, and support functions to ensure the proper and efficient design and engineering of projects and the cost-effective and quality delivery of construction services.

This position is responsible for approximately 620 employees. Clayton L. Clem, Vice President, Electric System Projects, received \$144,955 in salary and \$53,424 in incentive awards. Using survey information for the comparable position, the data shows salary and incentive awards of \$355,000. The survey data does not include stock options or other compensation arrangements prevalent in private sector companies.

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Comparison of TVA Senior Executive and Equivalent Private Sector Compensation

James R. Dalrymple

Vice President, Transmission & Reliability

Accountable for the reliable, efficient, and competitive operation of the TVA electric power system. Responsible for the general management and oversight for all aspects of resource planning for TVA power systems. This includes the responsibility for managing operational functions in support of system power supply requirements including load coordination and scheduling, economic dispatch, transaction/wheeling management, and load forecasting. Responsible for reliability and control of the bulk transmission system within the TVA Reliability Authority area including reliability operations, transmission operations, system protection and analysis, emergency management, and transmission tariff.

This position is responsible for approximately 150 employees. James R. Dalrymple, Vice President, Transmission & Reliability, receives \$184,077 in salary and \$107,160 in incentive awards. Using survey information for the comparable position, the data shows salary and incentive awards of \$343,000. The survey data does not include stock options or other compensation arrangements prevalent in private sector companies.

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Comparison of TVA Senior Executive and Equivalent Private Sector Compensation

Robert M. Deacy Sr.

Senior Vice President, Fossil Operations Support

Responsible for directing and managing operations support activities for TVA's Fossil Power Group including: integration of all aspects of the strategic planning, oversight of fossil outage planning and scheduling, clean air initiatives and projects, and new generation for the TVA's Fossil fleet.

This position is responsible for approximately 510 employees. Robert M. Deacy Sr., Senior Vice President, Fossil Operations Support, received \$288,462 in salary, \$133,776 in incentive awards, and \$53,000 in a relocation incentive payment. Using survey information for the comparable position of Top Power Generation Executive, the data shows salary and incentive awards of \$522,000. The survey data does not include stock options or other compensation arrangements prevalent in private sector companies.

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Comparison of TVA Senior Executive and Equivalent Private Sector Compensation

Richard L. Driggans

Vice President, Environmental Science, Technology & Policy

Manages TVA's national/global research and technology development (R&D) activities. Leads researchers, scientists, and engineers who engage in bench level, developmental, applied, problem-solving research on energy generation and transmission (including emerging technologies related to the production and delivery of electrical power such as advanced generation, distributed resources, alternative and renewable fuel sources and more efficient energy use); environment, water, air, land and new technologies to provide information and policy issues. Leverages TVA's investment through strategic partnership arrangements. Leads TVA Technology Council to identify and prioritize science and technology needs. Manages TVA's corporate environmental policy, strategy, planning and regulatory interpretation functions. Ensures a coordinated effort throughout TVA that aligns corporate environmental policy, strategy, planning and regulatory interpretation with TVA's overall mission, strategy, and operational goals. Advises the Senior Vice President, Office of Environment and Research (OE&R), Executive Management including the Chief Operating Officer, Chief Executive Officer, and the TVA Board on matters related to the TVA's corporate environmental policies, planning, strategies and analysis.

This position is responsible for approximately 40 employees. Richard L. Driggans, Vice President, Environmental Science, Technology and Policy, received \$137,744 in salary and \$26,139 in incentive awards. Using survey information for the comparable position, the data shows salary and incentive awards of \$276,000. The survey data does not include stock options or other compensation arrangements prevalent in private sector companies.

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Comparison of TVA Senior Executive and Equivalent Private Sector Compensation

Maureen H. Dunn

Executive Vice President & General Counsel

Responsible for directing and managing the delivery of legal services to meet the needs of TVA. Responsibilities include providing legal assistance, counsel and advice to the Board of Directors and all of TVA in compliance with the TVA Act and other applicable laws, regulations and legal requirements. Keeps abreast of legislative and administrative regulatory developments, particularly as they affect the operation of TVA.

This position is responsible for approximately 70 employees. Maureen H. Dunn, Executive Vice President & General Counsel, received \$330,000 in salary, \$309,771 in incentive awards, and a \$100,000 annual deferred compensation credit provided under a Long-Term Deferred Compensation agreement. Using survey information for the comparable position of Top Legal Executive, the data shows salary and incentive awards of \$1,424,000. The survey data does not include stock options or other compensation arrangements prevalent in private sector companies.

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Comparison of TVA Senior Executive and Equivalent Private Sector Compensation

Bridgette K. Ellis

Senior Vice President, Office of Environment & Research

Accountable for the leadership and direction of TVA's corporate environmental management activities, stewardship activities, agency research and development, including environmental research, energy research and technology advancements; and resource management. This includes corporate environmental policy, strategy, planning and regulatory interpretation, management of agency lands; stewardship of the region's cultural and natural resources, including recreation; protection of the environment; agricultural resource development; environmental research and development programs; and resource management services internal and external to the agency. Also serves as the Agency's Preservation Officer.

This position is responsible for approximately 560 employees. Bridgette K. Ellis, Senior Vice President, Office of Environment & Research, received \$205,000 in salary, \$106,149 in incentive awards, and a \$50,000 annual deferred compensation credit provided under a Long-Term Deferred Compensation agreement. Using survey information for the comparable position, the data shows salary and incentive awards of \$491,000. The survey data does not include stock options or other compensation arrangements prevalent in private sector companies.

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Comparison of TVA Senior Executive and Equivalent Private Sector Compensation

Kimberly S. Greene

Chief Financial Officer & Executive Vice President, Financial Services

Directs and controls the organization's overall financial plans and policies along with its accounting practices and the conducts of its relationships with lending institutions and the financial community. Directs treasury, budgeting, audit, accounting, and all financial activities for TVA. Develops and coordinates necessary and appropriate accounting, budget and statistical data for all organizations. Responsible for developing and implementing TVA financial policies, strategies and procedures to ensure they are consistent with TVA's strategic objectives.

This position is responsible for approximately 270 employees. Kimberly S. Greene, Chief Financial Officer & Executive Vice President, Financial Services, received \$503,847 in salary and \$493,838 in incentive awards. Using survey information for the comparable position of Top Financial Executive, the data shows salary and incentive awards of \$1,873,000. The survey data does not include stock options or other compensation arrangements prevalent in private sector companies.

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Comparison of TVA Senior Executive and Equivalent Private Sector Compensation

Peyton T. Hairston Jr.

Senior Vice President, Corporate Responsibility and Diversity

Leads TVA's efforts to develop and maintain a Corporate Responsibility definition, strategy, framework, and goals. Works closely with Executive Management throughout this process to understand and fulfill customer, employee, and stakeholder expectations of responsible corporate behavior which supports achievement of TVA's strategic plan. Oversees the development of corporate-level strategy of TVA's affirmative employment, diversity initiatives, and employee relations and diversity business support systems. Oversees TVA's Equal Employment Opportunity program to ensure compliance with all Federal laws, regulations, and Executive orders. Serves as TVA's Internal and External Ombudsman, Designated Federal Official, and Designated Ethics and Compliance Officer.

This position is responsible for approximately 20 employees. Peyton T. Hairston Jr., Senior Vice President, Corporate Responsibility and Diversity, received \$215,000 in salary, \$115,095 in incentive awards, and a \$40,000 annual deferred compensation credit provided under a Long-Term Deferred Compensation agreement. Using survey information for the comparable position, the data shows salary and incentive awards of \$423,000. The survey data does not include stock options or other compensation arrangements prevalent in private sector companies.

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Comparison of TVA Senior Executive and Equivalent Private Sector Compensation

Janet C. Herrin

Senior Vice President, River Operations

Accountable for establishing river operations policies, procedures, and standards for TVA. This includes the management and overall administration, operation, maintenance, and engineering functions of all TVA hydroelectric generating plants and facilities in a safe and efficient manner to ensure structural and operational integrity of flood control facilities and bridges and to generate electric power.

This position is responsible for approximately 460 employees. Janet C. Herrin, Senior Vice President, River Operations, received \$204,580 in salary, \$96,346 in incentive awards, and a \$100,000 annual deferred compensation credit provided under a Long-Term Deferred Compensation agreement. Using survey information for the comparable position, the data shows salary and incentive awards of \$486,000. The survey data does not include stock options or other compensation arrangements prevalent in private sector companies.

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Comparison of TVA Senior Executive and Equivalent Private Sector Compensation

Joseph J. Hoagland

Vice President, Energy Efficiency and Demand Response

Responsible for the development of TVA's five to ten year energy efficiency and demand response plan. This includes establishing the strategic direction and program goals and objectives for the plan. Interfaces with TVA customers (distributors and commercial/industrial) to obtain input; interfaces and coordinates with external stakeholders such as environmental organizations, state energy offices, and congressional officials. Develops policies, processes and standards by which TVA's energy efficiency programs are created and deployed. Provides overall management of staff associated with energy efficiency and demand response technologies, applications and program administration.

This position is responsible for approximately 10 employees. Joseph J. Hoagland, Vice President, Energy Efficiency and Demand Response, received \$140,000 in salary and \$31,994 in incentive awards. Using survey information for the comparable position, the data shows salary and incentive awards of \$253,000. The survey data does not include stock options or other compensation arrangements prevalent in private sector companies.

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Comparison of TVA Senior Executive and Equivalent Private Sector Compensation

Robert Timothy Hope

Vice President, Capacity Expansion Fossil Power Group (FPG)

Manages, directs and integrates the diverse functions and assets of the combustion turbine and combined cycle fleet, including green-field and site conversion projects. Responsible for the integration of new generation into the TVA system through the acquisition of plants through purchase and long-term lease agreements to achieve maximum generation value to TVA. Accountable for assurance that all services meet regulatory environmental, safety, and training requirements, and that appropriate strategies are utilized to achieve maximum utilization of the assets. Provides leadership and direction to accomplish TVA and FPG objectives ensuring consistency with TVA's Strategic Plan.

This position is responsible for approximately 10 employees. Robert Timothy Hope, Vice President, Capacity Expansion Fossil Power Group (FPG), received \$75,192 in salary, \$91,020 in incentive awards, and \$53,000 in a relocation incentive payment. Using survey information for the comparable position, the data shows salary and incentive awards of \$391,000. The survey data does not include stock options or other compensation arrangements prevalent in private sector companies.

TVA's operating revenue was approximately \$10.4 billion for fiscal year 2008. The companies that TVA compares to are utility companies with revenues generally of \$3 billion or greater.

Comparison of TVA Senior Executive and Equivalent Private Sector Compensation

John M. Hoskins

Senior Vice President & Treasurer

Responsible for treasury, banking and insurance activities of the company. Responsible for the care and custody of company funds and other financial assets and supervision of banking operations. Determines the amount and sources of funds required to meet outstanding and planned commitments and supervises the credit functions. Supervises studies of short-term and long-term financial fund requirements.

This position is responsible for approximately 20 employees. John M. Hoskins, Senior Vice President & Treasurer, received \$263,000 in salary, \$123,168 in incentive awards, and a \$60,000 annual deferred compensation credit provided under a Long-Term Deferred Compensation agreement. Using survey information for the comparable position of Treasurer, the data shows salary and incentive awards of \$627,000. The survey data does not include stock options or other compensation arrangements prevalent in private sector companies.

TVA's operating revenue was approximately \$10.4 billion for fiscal year 2008. The companies that TVA compares to are utility companies with revenues generally of \$3 billion or greater.

Comparison of TVA Senior Executive and Equivalent Private Sector Compensation

Michael Robert Hynes

Vice President, Pricing & Product Development

Accountable for the development and implementation of prices and products that will work in both regulated monopoly and competitive electricity markets. Manages the development of pricing for different types of products - including pricing for full and partial requirements service, firm, interruptible, hedged and variable priced products, and pricing for contestable customers, including industrial customers with competitive alternatives and wholesale customers with transmission access. Oversees the development of competitor pricing information to monitor TVA's competitive position and support pricing strategy development.

This position is responsible for approximately 30 employees. Michael Robert Hynes, Vice President, Pricing & Product Development, received \$175,500 in salary and \$58,357 in incentive awards. Using survey information for the comparable position of Top Rates Executive, the data shows salary and incentive awards of \$360,000. The survey data does not include stock options or other compensation arrangements prevalent in private sector companies.

TVA's operating revenue was approximately \$10.4 billion for fiscal year 2008. The companies that TVA compares to are utility companies with revenues generally of \$3 billion or greater.

Comparison of TVA Senior Executive and Equivalent Private Sector Compensation

John C. Kammeyer

Vice President, Fossil Technical Support

Manages, directs and integrates the functions of Fossil Power Group Technical Support organization. Provides strategic planning and direction for plant support functions including engineering operations (both Design and Components and Systems), and Environmental Affairs for the fossil plants to ensure continued power generation in a reliable, cost effective, and safe manner.

This position is responsible for approximately 160 employees. John C. Kammeyer, Vice President, Fossil Technical Support, received \$160,000 in salary and \$46,706 in incentive awards. Using survey information for the comparable position of Top Electrical Engineering Executive, the data shows salary and incentive awards of \$436,000. The survey data does not include stock options or other compensation arrangements prevalent in private sector companies.

TVA's operating revenue was approximately \$10.4 billion for fiscal year 2008. The companies that TVA compares to are utility companies with revenues generally of \$3 billion or greater.

Comparison of TVA Senior Executive and Equivalent Private Sector Compensation

James D. Keiffer

Vice President, Customer Strategy, Measurement, and Support

Serves as an executive advisor to and extension of the office of the Executive Vice President, Customer Resources. Responsible for developing and recommending strategy to the Executive Vice President, Customer Resources on a wide variety of issues involving corporate-wide functions. Performs assignments of sensitive and critical nature and identifies opportunities for improved organizational effectiveness.

James D. Keiffer, Vice President, Customer Strategy, Measurement, and Support, received \$230,000 in salary and \$86,167 in incentive awards. Using survey information for the comparable position, the data shows salary and incentive awards of \$304,000. The survey data does not include stock options or other compensation arrangements prevalent in private sector companies.

TVA's operating revenue was approximately \$10.4 billion for fiscal year 2008. The companies that TVA compares to are utility companies with revenues generally of \$3 billion or greater.

Comparison of TVA Senior Executive and Equivalent Private Sector Compensation

Tom D. Kilgore

President & Chief Executive Officer

Responsible for directing TVA's activities to ensure achievement of its mission. The President and CEO serves at the pleasure of the Board of Directors and is directly accountable to the Board for all activities of the corporation. The President and CEO works closely with the Board of Directors in establishing long-range plans, strategy, and policy that improve the quality of life in the Tennessee Valley through accomplishment of TVA's mission as set out in the TVA Act. Guides the corporation to achieve maximum performance and public service in alignment with TVA's goals and strategic objectives. Represents TVA to its major stakeholders within and outside the Tennessee Valley as well as the financial community.

This position is responsible for the entire workforce of approximately 11,580 employees. Tom D. Kilgore, President & Chief Executive Officer, received \$655,000 in salary, \$1,099,426 in incentive awards, and a \$300,000 annual deferred credit provided under a Long-Term Deferred Compensation agreement. Using survey information for the comparable position of Chief Executive Officer, the data shows salary and incentive awards of \$5,969,000. The survey data does not include stock options or other compensation arrangements prevalent in private sector companies.

TVA's operating revenue was approximately \$10.4 billion for fiscal year 2008. The companies that TVA compares to are utility companies with revenues generally of \$3 billion or greater.

Comparison of TVA Senior Executive and Equivalent Private Sector Compensation

Andrew D. Kosnaski

Vice President, Financial Planning & Analysis

Responsible for leading TVA's financial planning and analysis processes. Establishes key measures for business strategies in line with TVA's long-term financial model. Ensures that efficient and accurate financial forecasting, and planning, processes and systems are in place. Provides financial direction and recommendation on TVA strategic decisions.

This position is responsible for approximately 20 employees. Andrew D. Kosnaski, Vice President, Financial Planning & Analysis, received \$138,038 in salary, \$79,706 in incentive awards, and \$60,000 in a relocation incentive payment. Using survey information for the comparable position of Top Financial Planning Executive, the data shows salary and incentive awards of \$423,000. The survey data does not include stock options or other compensation arrangements prevalent in private sector companies.

TVA's operating revenue was approximately \$10.4 billion for fiscal year 2008. The companies that TVA compares to are utility companies with revenues generally of \$3 billion or greater.

Comparison of TVA Senior Executive and Equivalent Private Sector Compensation

Paul R. LaPointe

Vice President, Environmental Resources and Services

Specializes in differentiated resource management services and environmental technology development and commercialization. Provides services to clients inside TVA as well as outside TVA, both independently and in alliance with others.

Paul R. LaPointe, Vice President, Environmental Resources and Services, received \$220,000 in salary, \$102,335 in incentive awards, and a \$50,000 annual deferred compensation credit provided under a Long-Term Deferred Compensation agreement. Mr. LaPointe was appointed to this position in August 2008. He was previously the Senior Vice President, Procurement, and using survey information for the comparable position, the data shows salary and incentive awards of \$417,000. The survey data does not include stock options or other compensation arrangements prevalent in private sector companies.

TVA's operating revenue was approximately \$10.4 billion for fiscal year 2008. The companies that TVA compares to are utility companies with revenues generally of \$3 billion or greater.

Comparison of TVA Senior Executive and Equivalent Private Sector Compensation

John E. Long Jr.

Chief Administrative Officer & Executive Vice President, Administrative Services

Responsible for managing and directing multiple corporation-wide administrative functions and business services. Directs these broad activities having as their purpose the planning, development and implementation of procedures, practices and programs in support of TVA's mission. The incumbent assures that the functions support and efficiently promote the corporate goals with sound policies and integrates these functions to serve the operating organizations.

This position is responsible for approximately 1,690 employees. John E. Long Jr., Chief Administrative Officer & Executive Vice President, Administrative Services, received \$325,000 in salary, \$241,231 in incentive awards, and a \$100,000 annual deferred compensation credit provided under a Long-Term Deferred Compensation agreement. Using survey information for the comparable position of Top Administrative Executive, the data shows salary and incentive awards of \$1,450,000. The survey data does not include stock options or other compensation arrangements prevalent in private sector companies.

TVA's operating revenue was approximately \$10.4 billion for fiscal year 2008. The companies that TVA compares to are utility companies with revenues generally of \$3 billion or greater.

Comparison of TVA Senior Executive and Equivalent Private Sector Compensation

Michael J. Lorek

Vice President, Nuclear Engineering and Projects

Responsible for establishing and directing all engineering and project management functions within the fleet. This includes Corporate Engineering, Inspection Services, Nuclear Fuels, Nuclear Fuel Supply and Disposal, Project Management, Equipment Reliability, and Computer Engineering. This position has governance and oversight of site engineering functions. Sets policy for Nuclear fleet in regard to engineering and project management functions. Advises fleet executives on technical issues affecting the sites.

This position is responsible for approximately 150 employees. Michael J. Lorek, Vice President, Engineering and Projects, received \$235,385 in salary, \$105,308 in incentive awards, and a \$50,000 annual deferred compensation credit provided under a Long-Term Deferred Compensation agreement. Using survey information for the comparable position of Top Nuclear Engineering Executive, the data shows salary and incentive awards of \$614,000. The survey data does not include stock options or other compensation arrangements prevalent in private sector companies.

TVA's operating revenue was approximately \$10.4 billion for fiscal year 2008. The companies that TVA compares to are utility companies with revenues generally of \$3 billion or greater.

Comparison of TVA Senior Executive and Equivalent Private Sector Compensation

Robin E. Manning

Executive Vice President, Power System Operations

Responsible for managing TVA's Power System Operations to achieve organization objectives in accordance with policies established by the Board of Directors. Responsible for the management and direction of TVA's power transmission system operations which includes system planning and operations, engineering, construction, power supply and bulk power trading. Responsibilities also include competing with other utilities aggressively on interchange market within the bounds of the TVA Act. Oversees the management and direction of the maximum utilization of TVA's system assets in the wholesale bulk electricity market, involving the sale of excess TVA generation to the exchange power customers and the purchase of electricity to meet the needs of the valley customers.

This position is responsible for approximately 1,450 employees. Robin E. Manning, Executive Vice President, Power System Operations, received \$39,038 in salary, \$29,914 in incentive awards, \$300,000 in a deferred compensation credit; a \$100,000 annual deferred compensation credit provided under a Long-Term Deferred Compensation agreement, and \$75,000 in a relocation incentive payment. Using survey information for the comparable position of Top Transmission Systems Executive, the data shows salary and incentive awards of \$793,000. The survey data does not include stock options or other compensation arrangements prevalent in private sector companies.

TVA's operating revenue was approximately \$10.4 billion for fiscal year 2008. The companies that TVA compares to are utility companies with revenues generally of \$3 billion or greater.

Comparison of TVA Senior Executive and Equivalent Private Sector Compensation

William R. McCollum Jr.

Chief Operating Officer

Responsible for directing and managing the operations of all of TVA's generating plants, River Operations, Central Support and Repair, Nuclear Generation, Development and Construction, Power System Operations and the Power Supply and Fuels Group. Directs, administers, and coordinates the activities of these organizations in accordance with the goals, vision, and values established by the CEO and the Board of Directors. Responsible for establishing operating short-term and long-term objectives, plans and policies subject to the approval of the CEO. Accountable for operational results of TVA that ensure achievement of goals and objectives.

This position is responsible for approximately 8,570 employees. William R. McCollum Jr., Chief Operating Officer, received \$726,547 in salary and \$751,751 in incentive awards, and a \$200,000 in an unvested annual deferred credit provided under a Long-Term Deferred Compensation agreement. Using survey information for the comparable position of Chief Operating Officer, the data shows salary and incentive awards of \$2,544,000. The survey data does not include stock options or other compensation arrangements prevalent in private sector companies.

TVA's operating revenue was approximately \$10.4 billion for fiscal year 2008. The companies that TVA compares to are utility companies with revenues generally of \$3 billion or greater.

Comparison of TVA Senior Executive and Equivalent Private Sector Compensation

John Joseph McCormick Jr.

Senior Vice President, Fossil Operations

Responsible for managing the fossil power generation system, including operations, maintenance, and related support to generate electric power safely, efficiently, environmentally acceptable, and within approved budgets and policies and the administration of service level agreements.

This position is responsible for approximately 2,420 employees. John Joseph McCormick Jr., Senior Vice President, Fossil Operations, received \$165,385 in salary, \$138,268 in incentive awards, a \$45,000 annual deferred compensation credit provided under a Long-Term Deferred Compensation agreement, and \$9,000 in a relocation incentive payment. Using survey information for the comparable position, the data shows salary and incentive awards of \$750,000. The survey data does not include stock options or other compensation arrangements prevalent in private sector companies.

TVA's operating revenue was approximately \$10.4 billion for fiscal year 2008. The companies that TVA compares to are utility companies with revenues generally of \$3 billion or greater.

Comparison of TVA Senior Executive and Equivalent Private Sector Compensation

Chris S. Mitchell

Vice President, Risk Management & Economic Analysis & Chief Risk Officer

Responsible for planning, developing, and implementing the strategy, goals, and both short and long-term program objectives of the Risk Management and Economic Analysis functions for TVA. Provides financial direction and recommendations on TVA economic, strategic and risk decisions. The incumbent also serves as the Chief Risk Officer and represents the Chief Financial Officer on agency-wide projects and provides general financial expertise and recommendations to all areas of the agency.

This position is responsible for approximately 10 employees. Chris S. Mitchell, Vice President, Risk Management & Economic Analysis & Chief Risk Officer, received \$190,700 in salary and \$99,051 in incentive awards. Using survey information for the comparable position of Top Risk Management Executive, the data shows salary and incentive awards of \$424,000. The survey data does not include stock options or other compensation arrangements prevalent in private sector companies.

TVA's operating revenue was approximately \$10.4 billion for fiscal year 2008. The companies that TVA compares to are utility companies with revenues generally of \$3 billion or greater.

Comparison of TVA Senior Executive and Equivalent Private Sector Compensation

Robert A. Morris

Vice President, Valley Relations

Responsible for directing the development of corporate level policy for valley relations and therefore is responsible for and represents the TVA Board, Senior Vice President, Communications, Government and Valley Relations, and other top TVA officials in relations with valley legislatures and Governors' offices throughout the valley region; responsible for monitoring legislation that might impact TVA policies or programs and developing relationships that will facilitate joint endeavors, minimize duplication of effort and funding, and assist in developing the partnerships and relationships that will enable TVA to continue to be competitive. Incumbent is also responsible for working with top managers in the operating groups to help build support for TVA policies, programs, and activities.

This position is responsible for approximately 10 employees. Robert A. Morris, Vice President, Valley Relations, received \$168,000 in salary and \$35,965 in incentive awards. Using survey information for the comparable position, the data shows salary and incentive awards of \$270,000. The survey data does not include stock options or other compensation arrangements prevalent in private sector companies.

TVA's operating revenue was approximately \$10.4 billion for fiscal year 2008. The companies that TVA compares to are utility companies with revenues generally of \$3 billion or greater.

Comparison of TVA Senior Executive and Equivalent Private Sector Compensation

Ronald L. Owens

Vice President, Customer Service

Manages TVA initiatives and customer relations with all power distributors. Serves as the point of contact for all customer interactions and negotiations and for interface with state and local legislative and consumer interest groups. Responsibilities include managing all customer-interface activities, including service arrangements with distributors, commercial and residential consumers, and general public relations. Manages and implements TVA policies and procedures among field offices.

This position is responsible for approximately 100 employees. Ronald L. Owens, Vice President, Customer Service, received \$175,000 in salary and \$65,604 in incentive awards. Using survey information for the comparable position of Top Customer Service Executive, the data shows salary and incentive awards of \$430,000. The survey data does not include stock options or other compensation arrangements prevalent in private sector companies.

TVA's operating revenue was approximately \$10.4 billion for fiscal year 2008. The companies that TVA compares to are utility companies with revenues generally of \$3 billion or greater.

Comparison of TVA Senior Executive and Equivalent Private Sector Compensation

Timothy E. Ponseti

Vice President, System Planning

Responsible for the general management and oversight of all aspects of resource and operations planning and system forecasting for the TVA power systems, including acquisition and retirement of assets. Responsible for the management and oversight of all aspects of Transmission System Planning and the development of appropriate transmission and telecommunication systems capital projects. Transmission System Planning includes all aspects of Bulk Transmission Planning, Customer and sub-transmission planning, Interconnection Studies and planning, Special Studies (including dynamic and stability studies and North American Electric Reliability Corporation (NERC) Planning Compliance). Accountable for planning of the transmission and telecommunications capital projects. Provides resource and operations plans for a complex asset portfolio of generating and transmission assets.

This position is responsible for approximately 70 employees. Timothy E. Ponseti, Vice President, System Planning, receives \$200,962 in salary, \$129,913 in incentive awards, and a \$30,000 annual deferred compensation credit provided under a Long-Term Deferred Compensation agreement. Using survey information for the comparable position, the data shows salary and incentive awards of \$343,000. The survey data does not include stock options or other compensation arrangements prevalent in private sector companies.

TVA's operating revenue was approximately \$10.4 billion for fiscal year 2008. The companies that TVA compares to are utility companies with revenues generally of \$3 billion or greater.

Comparison of TVA Senior Executive and Equivalent Private Sector Compensation

Anda A. Ray

Senior Vice President, Office of Environment and Research

Accountable for the leadership and direction of TVA's corporate environmental management activities, stewardship activities, agency research and development, including environmental research, energy research and technology advancements; and resource management. This includes corporate environmental policy, strategy, planning and regulatory interpretation, management of agency lands; stewardship of the region's cultural and natural resources, including recreation; protection of the environment; agricultural resource development; environmental research and development programs; and resource management services internal and external to the agency. Also serves as the Agency's Preservation Officer.

This position is responsible for approximately 560 employees. Anda A. Ray, Senior Vice President, Office of Environment and Research, was appointed to this position in August 2008. Ms. Ray received \$201,000 in salary and \$74,712 in incentive awards, and a \$30,000 annual deferred compensation credit provided under a Long-Term Deferred Compensation agreement. Using survey information for the comparable position, the data shows salary and incentive awards of \$491,000. The survey data does not include stock options or other compensation arrangements prevalent in private sector companies.

TVA's operating revenue was approximately \$10.4 billion for fiscal year 2008. The companies that TVA compares to are utility companies with revenues generally of \$3 billion or greater.

Comparison of TVA Senior Executive and Equivalent Private Sector Compensation

Emily J. Reynolds

Senior Vice President, Communications, Government & Valley Relations

Accountable for developing communications strategies to build support for the agency's goals, objectives and programs and for ensuring that public, government and valley relations activities are carried out in a proactive, quality manner.

This position is responsible for approximately 50 employees. Emily J. Reynolds, Senior Vice President, Communications, Government & Valley Relations, received \$260,000 in salary, \$117,814 in incentive awards, and a \$50,000 annual deferred compensation credit provided under a Long-Term Deferred Compensation agreement. Using survey information for the comparable position of Top Corporate Affairs Executive, the data shows salary and incentive awards of \$772,000. The survey data does not include stock options or other compensation arrangements prevalent in private sector companies.

TVA's operating revenue was approximately \$10.4 billion for fiscal year 2008. The companies that TVA compares to are utility companies with revenues generally of \$3 billion or greater.

Comparison of TVA Senior Executive and Equivalent Private Sector Compensation

Phillip L. Reynolds

Vice President, Human Resources

Directs and controls the design, implementation, and coordination of TVA's human resource policies, programs, and plans, including employment, staffing and recruiting, compensation and HR planning, executive compensation, employee benefits, HR systems, organizational development and training, health, safety, worker's compensation and Labor Relations. Ensures the administration and delivery of effective human resource systems, programs, products and services throughout TVA. Provides guidance and consultation to TVA's Executive Business Council, the Board of Directors, and other executives on all human resource and labor relations management issues critical to TVA's short-term and long-term business success. Ensures HR systems, products, services, and programs are aligned with and supportive of TVA's strategic goals, values and business competencies. Also, ensures that HR endeavors are revised or modified as needed in order to keep up with changing business and workforce needs and to establish TVA as a leader in the human resource field.

This position is responsible for approximately 240 employees. Phillip L. Reynolds, Vice President, Human Resources, received \$275,000 in salary, \$173,555 in incentive awards, and a \$100,000 annual deferred compensation credit provided under a Long-Term Deferred Compensation agreement. Using survey information for the comparable position of Top Human Resources Executive, the data shows salary and incentive awards of \$718,000. The survey data does not include stock options or other compensation arrangements prevalent in private sector companies.

TVA's operating revenue was approximately \$10.4 billion for fiscal year 2008. The companies that TVA compares to are utility companies with revenues generally of \$3 billion or greater.

Comparison of TVA Senior Executive and Equivalent Private Sector Compensation

Edward W. Robertson

Vice President, Information Services

Responsible for the strategic direction of TVA's information technology activities and resources. Provides management with direction and leadership in developing an overall information strategy necessary to achieve the efficient and effective utilization of information technology (IT) resources and successful integration of information systems.

This position is responsible for approximately 440 employees. Edward W. Robertson, Vice President, Information Services, received \$220,000 in salary, \$102,335 in incentive awards, and a \$50,000 annual deferred compensation credit provided under a Long-Term Deferred Compensation agreement. Using survey information for the comparable position of Chief Information Officer, the data shows salary and incentive awards of \$561,000. The survey data does not include stock options or other compensation arrangements prevalent in private sector companies.

TVA's operating revenue was approximately \$10.4 billion for fiscal year 2008. The companies that TVA compares to are utility companies with revenues generally of \$3 billion or greater.

Comparison of TVA Senior Executive and Equivalent Private Sector Compensation

Heyward (Rick) Rogers

Vice President, Nuclear Engineering and Projects

Responsible for establishing and directing all engineering and project management functions within the fleet. This includes Corporate Engineering, Inspection Services, Nuclear Fuels, Nuclear Fuel Supply and Disposal, Project Management, Equipment Reliability, and Computer Engineering. This position has governance and oversight of site engineering functions. Sets policy for Nuclear fleet in regard to engineering and project management functions. Advises fleet executives on technical issues affecting the sites.

This position is responsible for approximately 150 employees. Heyward (Rick) Rogers, Vice President, Engineering and Projects, received \$220,000 in salary and \$50,490 in incentive awards. Using survey information for the comparable position of Top Nuclear Engineering Executive, the data shows salary and incentive awards of \$614,000. The survey data does not include stock options or other compensation arrangements prevalent in private sector companies.

TVA's operating revenue was approximately \$10.4 billion for fiscal year 2008. The companies that TVA compares to are utility companies with revenues generally of \$3 billion or greater.

Comparison of TVA Senior Executive and Equivalent Private Sector Compensation

Ronald H. Rogers

Vice President, Transmission Operations & Maintenance

Accountable for the overall management of the operation and maintenance of all substation and transmission facilities to provide reliable electric service to TVA's customers at the lowest possible cost. Responsible and accountable for a broad program of activities required in the safe, economic, and efficient operation, maintenance, inspection, and testing of all transmission and communication facilities and for testing and maintenance of certain generating plant equipment.

This position is responsible for approximately 600 employees. Ronald H. Rogers, Vice President, Transmission Operations & Maintenance, received \$186,000 in salary, \$98,275 in incentive awards, and a \$50,000 annual deferred compensation credit provided under a Long-Term Deferred Compensation agreement. Using survey information for the comparable position, the data shows salary and incentive awards of \$303,000. The survey data does not include stock options or other compensation arrangements prevalent in private sector companies.

TVA's operating revenue was approximately \$10.4 billion for fiscal year 2008. The companies that TVA compares to are utility companies with revenues generally of \$3 billion or greater.

Comparison of TVA Senior Executive and Equivalent Private Sector Compensation

Bruce S. Schofield

Vice President, Industrial Marketing & Account Management

Responsible for managing relationships and projects related to the products and services offered through Industrial Marketing Initiatives. Responsible for managing the relationships with specific industrial accounts, 158 power distributors, trade associations, consultants, equipment dealers, and other trade allies with respect to IP&S marketing initiatives. Responsible for improving TVA's margin along with negotiating and managing power contracts. Territory includes any target manufacturing operations within the TVA Power Service Area.

This position is responsible for approximately 10 employees. Bruce S. Schofield, Vice President, Industrial Marketing & Account Management, received \$165,000 in salary and \$55,090 in incentive awards. Using survey information for the comparable position, the data shows salary and incentive awards of \$365,000. The survey data does not include stock options or other compensation arrangements prevalent in private sector companies.

TVA's operating revenue was approximately \$10.4 billion for fiscal year 2008. The companies that TVA compares to are utility companies with revenues generally of \$3 billion or greater.

Comparison of TVA Senior Executive and Equivalent Private Sector Compensation

Michael D. Skaggs

Vice President, Watts Bar Nuclear Site

Provides general management and oversight of all operations activities for the site including engineering, modifications, operations, maintenance, site support, operations and maintenance recovery support, and training, to ensure safe and efficient operation of the nuclear plant in compliance with TVA Nuclear policies and procedures, plant technical specifications, and federal, state, and local regulations.

This position is responsible for approximately 620 employees. Michael D. Skaggs, Vice President, Watts Bar Nuclear Site, received \$315,000 in salary, \$154,482 in incentive awards, and a \$100,000 annual deferred compensation credit provided under a Long-Term Deferred Compensation agreement. Using survey information for the comparable position of Top Nuclear Plant Site Executive, the data shows salary and incentive awards of \$830,000. The survey data does not include stock options or other compensation arrangements prevalent in private sector companies.

TVA's operating revenue was approximately \$10.4 billion for fiscal year 2008. The companies that TVA compares to are utility companies with revenues generally of \$3 billion or greater.

Comparison of TVA Senior Executive and Equivalent Private Sector Compensation

Randy A. Snyder

Vice President, Retirement Services

Responsible for the overall planning and management of the benefits and investment functions of the TVA Retirement System and is responsible for providing timely and equitable service to members and retirees, safeguarding the System's assets, and providing a reasonable rate of return on investments with moderate risk.

This position is responsible for approximately 30 employees. Randy A. Snyder, Vice President, Retirement Services, received \$195,000 in salary, \$93,116 in incentive awards, and a \$40,000 annual deferred compensation credit provided under a Long-Term Deferred Compensation agreement. Using survey information for the comparable position, the data shows salary and incentive awards of \$501,000. The survey data does not include stock options or other compensation arrangements prevalent in private sector companies.

TVA's operating revenue was approximately \$10.4 billion for fiscal year 2008. The companies that TVA compares to are utility companies with revenues generally of \$3 billion or greater.

Comparison of TVA Senior Executive and Equivalent Private Sector Compensation

Robert A. Summers

Vice President, Fossil Projects

Manages and directs Fossil Projects to best meet the generation needs of the TVA system. Provides strategic planning for plant projects, including system-wide initiatives to improve the generation of current systems and to meet future environmental regulations which impact the manner in which TVA produces electricity.

This position is responsible for approximately 40 employees. Robert A. Summers, Vice President, Fossil Projects, received \$200,000 in salary, \$88,554 in incentive awards, and a \$50,000 annual deferred compensation credit provided under a Long-Term Deferred Compensation agreement. Using survey information for the comparable position, the data shows salary and incentive awards of \$418,000. The survey data does not include stock options or other compensation arrangements prevalent in private sector companies.

TVA's operating revenue was approximately \$10.4 billion for fiscal year 2008. The companies that TVA compares to are utility companies with revenues generally of \$3 billion or greater.

Comparison of TVA Senior Executive and Equivalent Private Sector Compensation

Preston D. Swafford

Executive Vice President, Fossil Power

Responsible for managing the fossil power generation system (coal and gas), including operations, maintenance, engineering, modifications, fuels, and related support to generate electric power safely, efficiently, environmentally acceptable, and within approved budgets and policies.

This position is responsible for approximately 3,520 employees. Preston D. Swafford, Executive Vice President, Fossil Power, received \$444,880 in salary, \$330,553 in incentive awards, and a \$125,000 annual deferred compensation credit provided under a Long-Term Deferred Compensation agreement. Using survey information for the comparable position of Top Power Resources Executive, the data shows salary and incentive awards of \$1,370,000. The survey data does not include stock options or other compensation arrangements prevalent in private sector companies.

TVA's operating revenue was approximately \$10.4 billion for fiscal year 2008. The companies that TVA compares to are utility companies with revenues generally of \$3 billion or greater.

Comparison of TVA Senior Executive and Equivalent Private Sector Compensation

Robert M. Tanis

Vice President, Central Support and Repair

Manages, directs, and integrates the diverse functions of the Fossil Engineering, Projects, and Environmental Services organization to ensure optimal strategic planning and support for plant support functions to ensure continued power generation in a reliable, cost effective, and safe manner. This position has overall responsibility for Heavy Equipment Division (HED) and Central Laboratories Services.

This position is responsible for approximately 260 employees. Robert M. Tanis, Vice President, Central Support & Repair, received \$209,090 in salary, \$101,183 in incentive awards, and a \$75,000 annual deferred compensation credit provided under a Long-Term Deferred Compensation agreement. Using survey information for the comparable position, the data shows salary and incentive awards of \$327,000. The survey data does not include stock options or other compensation arrangements prevalent in private sector companies.

TVA's operating revenue was approximately \$10.4 billion for fiscal year 2008. The companies that TVA compares to are utility companies with revenues generally of \$3 billion or greater.

Comparison of TVA Senior Executive and Equivalent Private Sector Compensation

John Madison Thomas III

Vice President & Controller

Responsible for protecting value through sound financial processes, controls, and systems. Ensures TVA management and stakeholders that financial records and statements are presented in accordance with generally accepted accounting principles and regulatory standards. Provides processes and procedures for planning and budgeting, internal controls, transaction processing, closing cycle and revenue cycle. Value is created through information and analysis, business processes, and information systems that provide timely, useful, and relevant information for management and external stakeholders. Supports value-based decisions through research, analysis, and processes that enable TVA to improve decision making.

This position is responsible for approximately 190 employees. John Madison Thomas III, Vice President & Controller, received \$234,693 in salary and \$140,591 in incentive awards. Using survey information for the comparable position of Controller, the data shows salary and incentive awards of \$636,000. The survey data does not include stock options or other compensation arrangements prevalent in private sector companies.

TVA's operating revenue was approximately \$10.4 billion for fiscal year 2008. The companies that TVA compares to are utility companies with revenues generally of \$3 billion or greater.

Comparison of TVA Senior Executive and Equivalent Private Sector Compensation

John G. Trawick

Vice President, Strategy, Pricing & Contracts

Responsible for management and direction of TVA's strategic planning efforts to ensure the best use of TVA's resources and promote excellence in business performance. Works independently to identify strategic development opportunities, performs analysis and interpret economic and organization information and conduct other studies to ensure achievement of TVA's strategic objectives. Accountable for the development and administration of contracts, services and pricing products that provide financial flexibility for TVA to succeed in a competitive wholesale electricity market. Oversees the development of pricing that reflects different contract terms and conditions, types of service (full or partial requirements, firm or interruptible, etc.) and value to the customer. Oversees pricing and contract administration to ensure adequate margin recovery, fair and equitable rates, and customer satisfaction.

This position is responsible for approximately 30 employees. John G. Trawick, Vice President, Strategy, Pricing & Contracts, received \$190,269 in salary, \$140,771 in incentive awards, and \$50,000 in a relocation incentive payment. Using survey information for the comparable position of Top Strategic Planning Executive, the data shows salary and incentive awards of \$517,000. The survey data does not include stock options or other compensation arrangements prevalent in private sector companies.

TVA's operating revenue was approximately \$10.4 billion for fiscal year 2008. The companies that TVA compares to are utility companies with revenues generally of \$3 billion or greater.

Comparison of TVA Senior Executive and Equivalent Private Sector Compensation

Van M. Wardlaw

Executive Vice President, Power Supply and Fuels

Responsible for three major TVA organizations: Commercial Operations, Fuels and System Planning. Commercial Operations responsibilities include managing TVA's system assets in the wholesale bulk electricity market. The Fuels organization is responsible for directing TVA's Fuel Supply Program to ensure a low cost and highly reliable supply of fuel to the generating plants and Systems Planning is responsible for the management and oversight of all aspects of resource and operations planning and system forecasting for the TVA power systems including acquisition and retirement of assets.

This position is responsible for approximately 90 employees. Van M. Wardlaw, Executive Vice President, Power Supply and Fuels, received \$275,577 in salary, \$248,250 in incentive awards, and a \$100,000 annual deferred compensation credit provided under a Long-Term Deferred Compensation agreement. Using survey information for the comparable position, the data shows salary and incentive awards of \$946,000. The survey data does not include stock options or other compensation arrangements prevalent in private sector companies.

TVA's operating revenue was approximately \$10.4 billion for fiscal year 2008. The companies that TVA compares to are utility companies with revenues generally of \$3 billion or greater.

Comparison of TVA Senior Executive and Equivalent Private Sector Compensation

Russell G. West

Vice President, Browns Ferry Nuclear Site

Provides general management and oversight of all operations activities for the site including engineering, modifications, operations, maintenance, site support, operations and maintenance recovery support, and training, to ensure safe and efficient operation of the nuclear plant in compliance with TVA Nuclear policies and procedures, plant technical specifications, and federal, state, and local regulations.

This position is responsible for approximately 1,030 employees. Russell G. West, Vice President, Browns Ferry Nuclear Site, received \$190,385 in salary, \$218,087 in incentive awards, and a \$75,000 annual deferred compensation credit provided under a Long-Term Deferred Compensation agreement. Using survey information for the comparable position of Top Nuclear Plant Site Executive, the data shows salary and incentive awards of \$966,000. The survey data does not include stock options or other compensation arrangements prevalent in private sector companies.

TVA's operating revenue was approximately \$10.4 billion for fiscal year 2008. The companies that TVA compares to are utility companies with revenues generally of \$3 billion or greater.

Comparison of TVA Senior Executive and Equivalent Private Sector Compensation

Ronald J. Williams

Vice President, Land and Water Stewardship

Responsible for leading and managing TVA's land and water stewardship functions. This encompasses all TVA land and water stewardship programs, processes, projects, and activities, including reservoir lands, forest, wildlife, cultural, regional heritage, recreation, environmental, and other resource conservation activities on TVA lands. Advises the Senior Vice President, Office of Environment and Research (OE&R), Executive Management including the Chief Operating Officer, Chief Executive Officer, and the TVA Board on matters relating to TVA's resource stewardship and natural resource management strategy. Manages the Land and Water Stewardship Organization which ensures a coordinated effort throughout TVA that aligns resource stewardship with TVA's overall mission, strategy, and operational goals. Provides the primary point-of-contact for external organizations requesting information, input, or participation from TVA related to resource stewardship activities.

This position is responsible for approximately 90 employees. Ronald J. Williams, Vice President, Land and Water Stewardship, received \$178,500 in salary, \$68,490 in incentive awards, and a \$20,000 annual deferred compensation credit provided under a Long-Term Deferred Compensation agreement. Using survey information for the comparable position, the data shows salary and incentive awards of \$276,000. The survey data does not include stock options or other compensation arrangements prevalent in private sector companies.

TVA's operating revenue was approximately \$10.4 billion for fiscal year 2008. The companies that TVA compares to are utility companies with revenues generally of \$3 billion or greater.