

BEFORE THE PUBLIC SERVICE COMMISSION
OF THE STATE OF MISSOURI

In the Matter of the Future Supply,)	
Delivery and Pricing of the Electric)	
Service Provided by Kansas City)	Case No. EW-2004-0596
Power & Light Company)	

**RESPONSE OF KANSAS CITY POWER & LIGHT COMPANY IN OPPOSITION
TO MOTION TO DECLASSIFY MATERIALS FILED BY PRAXAIR, INC.**

COMES NOW Kansas City Power & Light Company (KCP&L or the Company) and, pursuant to 4 CSR 240-2.080, respectfully provides its Response In Opposition to the Motion To Declassify Materials filed by Praxair, Inc. on February 8, 2005. In support of its Response, the Company states as follows:

1. On February 8, 2005, Praxair filed a Motion To Declassify Materials ("Motion") in Case No. EW-2004-0596. In its Motion, Praxair requested that "all the materials previously marked as 'Proprietary' or 'Highly Confidential' in this proceeding should have that designation removed and should be spread of public record together with any previously-designated in camera portions of any transcripts of presentations to the Commission." (Motion, p. 4). Praxair's motion is premised upon the position that a two-column Kansas City Business Journal article entitled **"KCP&L enlists business leaders to publicly support energy plan"** published February 4, 2005, ("the February 4 article")(attached as Exhibit A to Praxair's Motion) indicates that KCPL has disclosed the Proprietary and Highly Confidential information to individuals mentioned in the February 4 article, and therefore all the proprietary and highly confidential materials in

this proceeding have been disclosed "to the public domain." (Motion, p. 3). As explained below, this motion is without merit, and should be denied.

2. None of the information contained in the February 4 article is considered "proprietary" or "highly confidential" by KCPL. Throughout 2004, KCPL conducted numerous workshops, public forums, and strategic planning seminars, involving employees, customers, energy experts, financial experts, the general public, consumer groups, manufacturers, industrial and trade groups, environmental organizations, and other utility companies, as well as government and community leaders to solicit comment regarding its planning process. During these various workshops, public forums and strategic planning seminars, KCPL personnel discussed its preliminary proposals to build new coal-fired generation, invest in wind power, upgrade the environmental controls at its existing plants, and develop energy conservation programs and technologies improving the efficiency and affordability of electricity. These workshops, public forums, and strategic planning seminars did not include the consideration of confidential information. Based upon these public discussions, numerous business and community groups have voiced strong support for KCPL's preliminary plans to move forward to meet the future supply needs of the Company and its consumers. As indicated in the February 4 article, several participants in this process have also submitted supportive letters to the editor in local newspapers.

3. On November 5, 2004, prior to the publication of the February 4 article relied upon by Praxair, KCP&L filed a Form 10-Q with the Securities and Exchange Commission (SEC) that indicated that its preliminary plans could include:

- Accelerated environmental investments of \$300 million to \$350 million for selected existing plants,
- Investment in up to 200 megawatts of wind generation,
- Building and owning up to 500 megawatts of an 800 to 900 megawatt regulated coal fired plant at the latan site in Missouri, and
- Development of technologies and pilot programs to help customers conserve energy.

This further illustrates that the information contained in the February 4 article has been publicly available for an extended period of time. (See Attachment No. 1, p. 45).

4. In this proceeding, KCPL has provided the Staff, Public Counsel, and various participants who signed non-disclosure agreements, pursuant to the Commission's protective order issued on August 9, 2004, more specific information that included confidential or private technical, financial and business information, including: (a) a description of KCPL's proposed efficiency, affordability and demand response programs; (b) KCPL's ten-year generation and load forecasts; (c) a description of KCPL's proposed distribution and transmission infrastructure programs; (d) a description of all of the power supply alternatives considered by KCPL to meet its load requirements; and (e) a description of environmental investments considered by KCPL to be necessary for the future. Some of this specific information has been designated as proprietary or highly confidential, pursuant to the protective order. However, none of this proprietary or highly confidential information was contained in the February 4 article, and it would be incorrect to suggest that KCPL has somehow waived its claim to

confidentiality based upon the publication of this article. Praxair's Motion should therefore be denied.

5. Praxair also suggests that statements of support from such business and community groups for KCPL's efforts "may have been provided upon incomplete or inadequate information." (Praxair Motion, p. 4) While KCPL does not understand the basis for Praxair's comments, KCPL is confident that the Commission will weigh the positions and evidence of all interested groups in an appropriate manner.

WHEREFORE, for the foregoing reasons, KCPL respectfully requests that the Commission deny Praxair's Motion To Declassify Materials filed on February 8, 2005.

Respectfully submitted,

/s/ James M. Fischer
James M. Fischer, MBN 27543
e-mail: jfischer@aol.com
Larry W. Dority, MBN 25617
e-mail: lwdority@sprintmail.com
FISCHER & DORITY, P.C.
101 Madison Street, Suite 400
Jefferson City, Missouri 65101
Telephone: (573) 636-6758
Facsimile: (573) 636-0383

and

William G. Riggins, MBN 42501
General Counsel
Kansas City Power & Light Company
Telephone: (816) 556-2785
Facsimile: (816) 556-2787
e-mail: bill.riggins@kcpl.com

Karl Zobrist, MBN 28325
Blackwell Sanders Peper Martin, LLP
2300 Main Street, Suite 1000
Kansas City, Missouri 64108
Telephone: (816) 983-8000

Facsimile: (816) 983-8080
E-mail: kzobrist@blackwellsanders.com

Attorneys for Kansas City Power & Light
Company

CERTIFICATE OF SERVICE

I do hereby certify that a true and correct copy of the foregoing document has been hand-delivered, transmitted by e-mail or mailed, First Class, postage prepaid, this 16th day of February, 2005, to counsel on the attached service list.

/s / James M. Fischer

James M. Fischer

Missouri Public Service CommissionService List for Case No. **EW-2004-0596** Last Updated: **01/12/2005**

Joyce K Dana
Missouri Public Service Commission
P.O. Box 360
200 Madison Street, Suite 800
Jefferson City, MO 65102

Coffman B John
Office Of The Public Counsel
P.O. Box 2230
200 Madison Street, Suite 650
Jefferson City, MO 65102

Williams Nathan
Missouri Public Service Co
P.O. Box 360
200 Madison Street, Suite
Jefferson City, MO 65102

Cooper L Dean
Aquila, Inc.
312 East Capitol
P.O. Box 456
Jefferson City, MO 65102

Williams Dennis
Aquila, Inc.
10700 E. 350 Hwy.
P.O. Box 11739
Kansas City, MO 63138

Comley W Mark
City of Kansas City, Missou
601 Monroe Street, Suite 3
P.O. Box 537
Jefferson City, MO 65102-

Geary D William
City of Kansas City, Missouri
2700 City Hall
414 E. 12th St.
Kansas City, MO 64106

Henry Kathleen
Concerned Citizens of Platte County
705 Olive Street, Suite 614
St. Louis, MO 63101

Beecher Brad
Empire District Electric Co
602 Joplin Street
P.O. Box 127
Joplin, MO 64802

Cooper L Dean
Empire District Electric Company, The
312 East Capitol
P.O. Box 456
Jefferson City, MO 65102

Fischer M James
Fischer & Dority, P.C.
101 Madison--Suite 400
Jefferson City, MO 65101

Dority W Larry
Kansas City Power & Light
101 Madison--Suite 400
Jefferson City, MO 65101

Riggins G William
Kansas City Power & Light Company
1201 Walnut
Kansas City, MO 64106

Zobrist Karl
Kansas City Power & Light Company
4801 Main Street, Suite 1000
Kansas City, MO 64112

Woods A Shelley
Missouri Department of Na
Resources
P.O. Box 899
Jefferson City, MO 65102

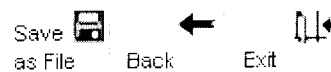
Johnson C Robert
Missouri Energy Group
911 Washington Ave., 7th Floor
St. Louis, MO 63101--129

Langeneckert C Lisa
Missouri Energy Group
911 Washington Ave., 7th Floor
St. Louis, MO 63101

Vuyisteke M Diana
Missouri Industrial Energy
211 N. Broadway, Suite 36
St. Louis, MO 63102

Kincheloe E Duncan
Missouri Joint Municipal Electric Utility
Commission
2407 W. Ash
Columbia, MO 65203

Conrad Stu
Praxair, Inc.
3100 Broadway
Suite 1209
Kansas City, MO 64111



UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

Form 10-Q

☒ QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES
EXCHANGE ACT OF 1934

For the quarterly period ended September 30, 2004

or

☐ TRANSITION REPORT PURSUANT SECTION 13 OR 15(d) OF THE SECURITIES
EXCHANGE ACT OF 1934

For the transition period from _____ to _____

Commission File Number	Registrant, State of Incorporation, Address and Telephone Number	I.R.S. Employer Identification Number
001-32206	GREAT PLAINS ENERGY INCORPORATED (A Missouri Corporation) 1201 Walnut Street Kansas City, Missouri 64106 (816) 556-2200 www.greatplainsenergy.com	43-1916803
1-707	KANSAS CITY POWER & LIGHT COMPANY (A Missouri Corporation) 1201 Walnut Street Kansas City, Missouri 64106 (816) 556-2200 www.kcpl.com	44-0308720

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes ☒ No ☐

Indicated by check mark whether the registrant is an accelerated filer (as defined in Rule 12b-2 of the Exchange Act).
Great Plains Energy Incorporated Yes ☒ No ☐ Kansas City Power & Light Company Yes ☐ No ☒

As of November 1, 2004 the number of shares outstanding of (i) Great Plains Energy's common stock was 74,317,784 and (ii) Kansas City Power & Light Company's common stock was one, which was held by Great Plains Energy Incorporated.

Great Plains Energy Incorporated and Kansas City Power & Light Company separately file this combined Quarterly Report on Form 10-Q. Information contained herein relating to an individual registrant and its subsidiaries is filed by such registrant on its own behalf. Each registrant makes representations only as to information relating to itself and its subsidiaries.

The terms "Great Plains Energy", "Company", "KCP&L", and "consolidated KCP&L" are used throughout this report. "Great Plains Energy" and the "Company" refer to Great Plains Energy Incorporated and its consolidated subsidiaries, unless otherwise indicated. "KCP&L" refers to Kansas City Power & Light Company, and "consolidated KCP&L" refers to KCP&L and its consolidated subsidiaries.

This report should be read in its entirety. No one section of the report deals with all aspects of the subject matter.

CAUTIONARY STATEMENTS REGARDING CERTAIN FORWARD-LOOKING INFORMATION

Statements made in this report that are not based on historical facts are forward-looking, may involve risks and uncertainties, and are intended to be as of the date when made. In connection with the safe harbor provisions of the Private Securities Litigation Reform Act of 1995, the registrants are providing a number of important factors that could cause actual results to differ materially from the provided forward-looking information. These important factors include:

- *future economic conditions in the regional, national and international markets, including but not limited to regional and national wholesale electricity markets*
- *market perception of the energy industry and the Company*
- *changes in business strategy, operations or development plans*
- *effects of current or proposed state and federal legislative and regulatory actions or developments, including, but not limited to, deregulation, re-regulation and restructuring of the electric utility industry and constraints placed on the Company's actions by the Public Utility Holding Company Act of 1935*
- *adverse changes in applicable laws, regulations, rules, principles or practices governing tax, accounting and environmental matters including, but not limited to, air quality*
- *financial market conditions and performance including, but not limited to, changes in interest rates and in availability and cost of capital and the effects on the Company's pension plan assets and costs*
- *ability to maintain current credit ratings*
- *inflation rates*
- *effectiveness of risk management policies and procedures and the ability of counterparties to satisfy their contractual commitments*
- *impact of terrorist acts*
- *increased competition including, but not limited to, retail choice in the electric utility industry and the entry of new competitors*
- *ability to carry out marketing and sales plans*
- *weather conditions including weather-related damage*
- *cost, availability and deliverability of fuel*
- *ability to achieve generation planning goals and the occurrence of unplanned generation outages*
- *delays in the anticipated in-service dates of additional generating capacity*
- *nuclear operations*
- *ability to enter new markets successfully and capitalize on growth opportunities in non-regulated businesses*
- *performance of projects undertaken by the Company's non-regulated businesses and the success of efforts to invest in and develop new opportunities, and*
- *other risks and uncertainties.*

This list of factors is not all-inclusive because it is not possible to predict all factors.

ITEM 2. MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

The Management's Discussion and Analysis of Financial Condition and Results of Operations that follow are a combined presentation for Great Plains Energy and consolidated KCP&L, both registrants under this filing. The discussion and analysis by management focuses on those factors that had a material effect on the financial condition and results of operations of the registrants during the periods presented. It should be read in conjunction with the accompanying consolidated financial statements and related notes and with the management's discussion and analysis included in the companies' 2003 Form 10-K.

Losses in the prior period related to the operations of KLT Gas have been reclassified and are presented as discontinued operations due to the February 2004 decision to sell the KLT Gas portfolio and exit the gas business. Losses in the prior year to date period related to the operations of RSAE are presented as discontinued operations due to the June 2003 disposition of RSAE.

Great Plains Energy

Great Plains Energy does not own or operate any significant assets other than the stock of its subsidiaries. Great Plains Energy's direct subsidiaries are KCP&L, KLT Inc., GPP, IEC and Services.

Great Plains Energy Business Overview

As a diversified energy company, Great Plains Energy's reportable business segments include:

- KCP&L, an integrated, regulated electric utility, which provides reliable, affordable electricity to customers in the states of Missouri and Kansas and
- Strategic Energy, which provides competitive electricity supply services by entering into contracts with its customers to supply electricity, operates in several electricity markets offering retail choice, including California, Maryland, Massachusetts, Michigan, New Jersey, New York, Ohio, Pennsylvania and Texas.

Strategic Planning and Intent

Over the first six months of 2004, the Company engaged in a comprehensive strategic planning process to map its view of the future of the electric industry, and ultimately the Company, over the next five to ten years. This inclusive process drew on the creativity and skills of employees, outside experts and community leaders.

The strategic planning process sought to enhance the disciplined growth of the Company and build upon the strong foundation of KCP&L and Strategic Energy. This platform for growth provides a balanced mix of regulated earnings from the utility operations of KCP&L and the potential continued growth of Strategic Energy as it expands its presence in competitive retail markets.

In July 2004, Great Plains Energy unveiled six key elements to its long-range strategic intent.

- KCP&L will expand and diversify its regulated supply portfolio to include new coal and wind generation.
- KCP&L will accelerate its investments in improving the environmental performance of its fleet, helping to protect its community's quality of life and preparing for an uncertain future of potentially more stringent regulations.

- KCP&L will adopt new delivery technology to enhance the reliability and efficiency of its delivery system. This technology will allow KCP&L to transform the delivery grid from a one-way to a two-way system. Customers will serve as both consumers and virtual suppliers of electricity through distributed generation and various demand response programs.
- Great Plains Energy will continue to profitably grow its competitive supply business, expanding into new markets, and creating new offerings when economical, and further cementing its reputation as the premium energy retailer from the standpoint of customer focus and value added.
- Great Plains Energy will collaborate even more closely with customers, communities, and regulators to take a broader view in anticipating and meeting their energy needs.
- Great Plains Energy will continue to manage its business to achieve disciplined growth, and strong operating performance, and deliver strong returns to its shareholders.

In initiating the Company's strategic intent, KCP&L held a series of public forums during June and July 2004 in Missouri and Kansas to discuss how to meet the area's growing need for electricity and cleaner air. After receiving input through the public forums, KCP&L is currently discussing with Kansas and Missouri state regulators a proposed plan including:

- accelerated environmental investments of \$300 million to \$350 million for selected existing plants,
- investment in up to 200 megawatts of wind generation,
- building and owning up to 500 megawatts of an 800 to 900 megawatt regulated coal fired plant at the Iatan site in Missouri and
- development of technologies and pilot programs to help customers conserve energy.

The proposal has the potential to add approximately \$1.3 billion in rate-based investment for KCP&L over the next 10 years.

Critical Accounting Policies

The preparation of financial statements in conformity with Generally Accepted Accounting Principles requires management to make estimates and assumptions that affect reported amounts and related disclosures. Management considers an accounting estimate to be critical if it requires assumptions to be made when the ultimate outcome was highly uncertain at the time the estimate was made and changes in the estimate or different reasonable estimates could have a material impact on the results of operations and financial condition. The discussion below is intended to update the discussion of critical accounting policies included in the companies' 2003 Form 10-K.

SFAS No. 144 - Write Down of KLT Gas Portfolio

Long-lived assets are periodically reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount of an asset may not be recoverable as prescribed under SFAS No. 144.

In February 2004, the Great Plains Energy Board of Directors approved management's recommendation to sell the KLT Gas portfolio and exit the gas business. The Company evaluated this business and determined the amount of capital and the length of time required for development of reserves and production combined with the earnings volatility of the exploration process are no longer compatible with the Company's strategic vision. As a result of this decision, the Company wrote down