

**BEFORE THE PUBLIC SERVICE COMMISSION
OF THE STATE OF MISSOURI**

In the matter of the application of Southern Union)	
Company, d/b/a Missouri Gas Energy,)	File No. _____
for approval to change its infrastructure system)	Tracking JG-2011-0433
replacement surcharge.)	

**MGE’S APPLICATION AND PETITION TO CHANGE ITS
INFRASTRUCTURE SYSTEM REPLACEMENT SURCHARGE
AND, IF NECESSARY, REQUEST FOR WAIVER**

COMES NOW Southern Union Company, d/b/a Missouri Gas Energy (MGE or Applicant), by and through counsel, pursuant to Sections 393.1009, 393.1012 and 393.1015 RSMo; 4 CSR 240-3.265; and, 4 CSR 240-2.060, and for its Application and Petition to Change Its Infrastructure System Replacement Surcharge and, If Necessary, Request for Waiver, respectfully states as follows to the Missouri Public Service Commission (the Commission):

SUMMARY

1. Sections 393.1009, 393.1012 and 393.1015, RSMo, and Commission Rule 4 CSR 240-3.265, provide eligible gas corporations with the ability to recover certain infrastructure system replacement costs outside of a formal rate case filing via the implementation of an Infrastructure System Replacement Surcharge (ISRS). A petition must be filed with the Commission for review and approval before an adjustment can be made to a gas corporation’s rates and charges to provide for the recovery of the costs associated with eligible infrastructure system replacements. This Application and Petition seeks to adjust the ISRS rate elements on its established ISRS rate schedule.

THE APPLICANT

2. MGE is a division of Southern Union Company, which is duly incorporated under the laws of the State of Delaware and conducts business in Missouri under the fictitious name of

Missouri Gas Energy. MGE's principal office and place of business is located at 3420 Broadway, Kansas City, Missouri 64111. A copy of a certificate from the Missouri Secretary of State that Southern Union Company is authorized to do business in Missouri as a foreign corporation was submitted in Case No. GM-2003-0238 and is incorporated herein by reference. A copy of a certificate from the Missouri Secretary of State that Missouri Gas Energy is a registered fictitious name of Southern Union Company was submitted in Case No. GM-2003-0238 and is incorporated herein by reference. Other than cases that have been docketed at the Commission, MGE has no pending action or final unsatisfied judgments against it from any state or federal agency or court within the past three (3) years that involve customer service. MGE has no annual report or assessment fees that are overdue. MGE currently conducts business as a "gas corporation" and provides natural gas service to approximately 500,000 customers in the Missouri counties of Andrew, Barry, Barton, Bates, Buchanan, Carroll, Cass, Cedar, Christian, Clay, Clinton, Dade, Dekalb, Greene, Henry, Howard, Jackson, Jasper, Johnson, Lafayette, Lawrence, McDonald, Moniteau, Pettis, Platte, Ray, Saline, Stone, and Vernon, subject to the jurisdiction of the Missouri Public Service Commission as provided by law.

3. Communications in regard to this Application should be addressed to the undersigned counsel and:

Michael R. Noack
Director, Pricing and Regulatory Affairs
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THE ISRS REQUEST

4. MGE, per this application, requests an adjustment to its rates and charges through its established ISRS rate schedule to provide for the recovery of costs for infrastructure system replacements and relocations eligible for ISRS recognition. In accordance with the provisions of sections 393.1009, 393.1012 and 393.1015 RSMo, and Commission Rule 4 CSR 240-3.265, the proposed ISRS rate schedule should reflect the appropriate pre-tax ISRS revenues necessary to produce net operating income equal to MGE's weighted cost of capital multiplied by the net original cost of the requested infrastructure replacements which are eligible for the ISRS, including recognition of accumulated deferred income taxes and accumulated depreciation associated with the aforesaid infrastructure system replacements. MGE also seeks to recover all state, federal and local income or excise taxes applicable to such ISRS income and to recover all other ISRS costs such as depreciation expense, and property taxes due within 12 months of this filing.

5. MGE has filed this date a tariff sheet reflecting its proposed ISRS adjustments. That tariff sheet has been identified with tracking number JG-2011-0433.

6. The summary of the infrastructure system replacements for which MGE seeks ISRS recognition are set forth on page 1 of **Appendix A**, with the details set forth on **Appendices B, C and D**, which are attached hereto and made a part hereof for all purposes. The infrastructure system replacements listed in the appendices are eligible gas utility plant projects in that they are either: a) mains, valves, service lines, regulator stations, vaults, and other pipeline system components installed to comply with state or federal safety requirements as replacements for existing facilities that have worn out or are in deteriorated condition; or, b) main relining projects, service line insertion projects, joint encapsulation projects, and other similar projects extending the useful life, or enhancing the integrity of pipeline system components undertaken to

comply with state or federal safety requirements; or, c) unreimbursed infrastructure facility relocations due to the construction or improvement of a highway, road, street, public way or other public work required by or on behalf of the United States, the State of Missouri, a political subdivision of the State of Missouri, or another entity having the power of eminent domain.

7. The infrastructure system replacements listed in the appendices are eligible for ISRS treatment as they are gas utility plant projects that: a) did not increase revenues by directly connecting to new customers; b) currently are in service and used and useful; c) were not included in MGE's rate base in its most recently completed general rate case; and, d) replaced and/or extended the useful life of existing infrastructure. The details in **Appendices B, C and D** further describe when the ISRS projects were completed and became used and useful; the net original cost, costs eligible for recovery and a breakdown of those costs in accordance with Commission Rule 4 CSR 240-3.265(20)(K); and, a description of the projects in accordance with Commission Rule 4 CSR 240-3.265(20)(L).

8. MGE's current ISRS was approved effective September 18, 2010, as the result of the Commission's Order in Case No. GO-2011-0003.

9. Since MGE's last ISRS, the Company has continued to incur costs related to ISRS-eligible infrastructure system replacements. For the period from June 2010 through January 2011, those costs result in additional annualized revenues that exceed the revenue threshold necessary to make an ISRS filing. Accordingly, MGE submits this Application and Petition to change its ISRS to reflect these additional costs.

RATE SCHEDULES AND SUPPORTING DOCUMENTATION

10. Attached hereto is the rate schedule, with supporting documents in **Appendices A, B, C and D**, proposed by MGE in order to establish the new ISRS and to provide for the

adjustment of its rates and charges to reflect recovery of eligible infrastructure costs. This proposed rate schedule, on an annualized basis, will produce ISRS revenues of at least the lesser of one-half of one percent (1/2%) of MGE's base revenue level as approved by the Commission in its most recently completed general rate proceeding or one million dollars, but not in excess of ten percent of MGE's base revenue level as approved by the Commission in its most recently completed general rate proceeding.

11. In determining the appropriate pre-tax ISRS revenues, the proposed rate schedule utilizes current state and federal income tax rates through a combined income tax rate conversion factor of 1.623080.

12. In determining the appropriate pre-tax ISRS revenues, the proposed rate schedule utilizes the capital structure ordered in MGE's most recently completed general rate proceeding (Case No. GR-2009-0355) and reflects an overall rate of return of 7.722%, which is the overall rate of return ordered by the Commission in MGE's most recently completed general rate proceeding.

13. In determining the appropriate pre-tax ISRS revenues, the proposed rate schedule utilizes a cost rate for long-term debt of 6.258%, short-term debt of 5.920% and a cost rate for preferred stock of 7.758%, which is, respectively, the debt cost and the preferred stock cost ordered by the Commission in MGE's most recently completed general rate proceeding.

14. In determining the appropriate pre-tax ISRS revenues, the proposed rate schedule utilizes a cost of common equity of 10%, which was ordered by the Commission in MGE's most recently completed general rate proceeding.

15. In determining the appropriate pre-tax ISRS revenues, the proposed rate schedule utilizes a current composite property tax rate of 0.801233%, which is the composite rate used by

the Commission Staff in MGE's most recent general rate proceeding and MGE's last ISRS proceeding, for the aforelisted eligible infrastructure system replacements.

16. In determining the appropriate pre-tax ISRS revenues, the proposed rate schedule utilizes depreciation rates currently applicable to the aforelisted eligible infrastructure system replacements as approved by the Commission for MGE in its most recently completed general rate proceeding.

17. In determining the appropriate monthly ISRS charge herein, the proposed rate schedule is based on a reasonable estimate of billing units in the period in which the charge will be in effect, which is derived by dividing the appropriate pre tax revenues, as calculated above, by the customer numbers reported by MGE in its Annual Report it will file with the Commission in early 2011, further dividing this quotient by twelve, and then maintaining the proportional relationship among the ISRS rate element for each customer class equivalent to the proportional relationship of the monthly fixed charge for each customer class as approved in Case No. GR-2009-0355. The ISRS rate elements by customer class calculated on this basis yield appropriate pre-tax revenues as shown on page 6 of **Appendix A**.

ADDITIONAL INFORMATION

18. MGE will provide periodic informational brochures, by way of bill insert, to be distributed to its customers with bills containing changes to the ISRS amount. MGE will comply with the notice requirements found in Commission Rule 4 CSR 240-3.265(8). MGE will provide a surcharge description on all affected customer bills, which informs the customers of the existence and amount of the ISRS. Attached as **Appendix E** is an example of the notice MGE proposes to use as both the initial notice and annual notice per Commission Rule 4 CSR 240-3.265(9)(A) and (B), to be updated when the appropriate rates are approved. The information

referenced in Commission Rule 4 CSR 240-3.265(9)(C) is set forth in **Appendix F**, attached hereto.

19. **Appendix G** (page 1) shows the information MGE maintains on its website to inform customers of the ISRS as referenced in Commission rule 4 CSR 240-3.265(22)(A).

20. **Appendix G** (page 3) shows instructions provided by the Company to personnel at MGE's customer contact center regarding how those personnel should respond to calls pertaining to the ISRS as referenced in Commission rule 4 CSR 240-3.265(22)(B).

CONTINGENT REQUEST FOR WAIVER

21. Commission Rule 4 CSR 240-4.020(2) states as follows:

Any regulated entity that intends to file a case likely to be a contested case shall file a notice with the secretary of the commission a minimum of sixty (60) days prior to filing such case. Such notice shall detail the type of case and issues likely to be before the commission.

22. Commission Rule 4 CSR 240-4.020(2)(B) further states that a "party may request a waiver of this section for good cause."

23. MGE believes that Commission Rule 4 CSR 240-4.020 is not applicable to this matter because this case is not likely to be a contested case within the meaning of Commission Rule 4 CSR 240-4.020(2) in that previous ISRS petitions have generally not become contested proceedings. However, in the event that the Commission nevertheless concludes that the filing of this Application is likely to be a contested case, MGE requests a waiver of the sixty (60) day notice for good cause.

24. The reason for this request relates to the nature of the ISRS process. These applications are filed on a fairly regular basis by both natural gas and a water company. They seek recovery of costs associated with eligible infrastructure system replacements. By their

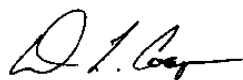
nature, these petitions are both regular and largely without controversy. Statutes govern the timing and number of these petitions and their interaction with general rate cases.

25. It would serve no purpose to require a sixty day notice before each ISRS filing. Accordingly, to the extent that the Commission may find it to be applicable, MGE requests a waiver from the provisions of Commission Rule 4 CSR 240-4.020(2) to allow for the filing of this Petition.

WHEREFORE, pursuant to 393.1015.2(3) Applicant respectfully requests the Commission provide notice of this filing in accordance with Commission Rule 4 CSR 240-3.265(7) and, thereafter, issue an Order—and approve any implementing tariff sheets—bearing an effective date of no later than June 22, 2011, authorizing:

- (a) MGE to recover the costs of eligible infrastructure system replacements (as summarized on **Appendix A, Page 1**) per a change to MGE's ISRS. This ISRS recovery to be accomplished via a rate element to be charged in addition to MGE's other rates and charges by reflecting the appropriate pre-tax ISRS revenues necessary to produce net operating income equal to MGE's weighted cost of capital multiplied by the net original cost of the requested infrastructure replacements which are eligible for the ISRS, including recognition of accumulated deferred income taxes and accumulated depreciation associated with the aforesaid infrastructure system replacements; and,
- (b) Granting such other relief as may be necessary and appropriate to accomplish the purposes of 393.1009 through 393.1015.

Respectfully Submitted,



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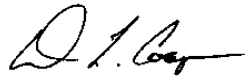
ATTORNEYS FOR MISSOURI GAS
ENERGY

Certificate of Service

I hereby certify that two, true and correct copies of the above and foregoing document was sent by electronic mail on this 22nd day of February, 2011, to:

General Counsel
Missouri Public Service Commission
Governor Office Building
P.O. Box 360
Jefferson City, MO 65102
gencounsel@psc.mo.gov

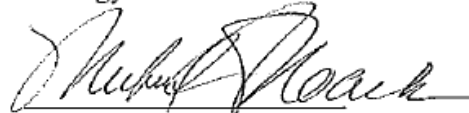
The Office of the Public Counsel
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VERIFICATION

STATE OF MISSOURI)
)
COUNTY OF JACKSON) ss

I, Michael R. Noack, of lawful age, state that I am Director of Pricing and Regulatory Affairs for Missouri Gas Energy, a division of Southern Union Company; that I have read the above and foregoing document; that the statements contained therein are true and correct to the best of my information, knowledge and belief; and, that I am authorized to make this statement on behalf of Missouri Gas Energy.


Michael R. Noack

Subscribed and sworn to before me this 21st day of February, 2011.


Notary Public

My Commission Expires: 11-14-11



ANGELA ANN WEBER
My Commission Expires
November 14, 2011
Cass County
Commission #07363864