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December 17, 1999

FILED

DEC 17 1999

Mr. Dale Hardy Roberts
Secretary/Chief Regulatory Law Judge
Missouri Public Service Commission
P. O. Box 360
Jefferson City, MO 65102

**Missouri Public
Service Commission**

**RE: UtiliCorp United, Inc and St. Joseph Light & Power merger,
Case No. EM-2000-292**

Dear Mr. Roberts:

Enclosed for filing in the above referenced case, please find the original and 14 copies of **Motion to Consolidate**. Please "file stamp" the extra enclosed copy and return it to this office. I have on this date mailed, faxed, or hand-delivered the appropriate number of copies to all counsel of record.

Thank you for your attention to this matter.

Sincerely,

John B. Coffman
Deputy Public Counsel

JBC:kh

cc: Counsel of record

Enclosure

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

FILED
DEC 17 1999
Missouri Public
Service Commission

In the Matter of the Joint Application)
of UtiliCorp United, Inc. and St. Joseph)
Light and Power Company for authority)
to merge St. Joseph Light & Power)
Company with and into UtiliCorp United,)
Inc. and, in connection therewith, certain)
other transactions.)

Case No. EM-2000-292

Motion to Consolidate

COMES NOW the Office of the Public Counsel (Public Counsel), pursuant to Rule 66.01 of the Missouri Rules of Civil Procedure, and for its Motion to Consolidate Case No. EM-2000-292 and Case No. EM-2000-369, states as follows:

1. The anticipated Joint Application to merge UtiliCorp United, Inc. (UtiliCorp) and Empire District Electric Company (Empire) was filed on December 15, 1999. This application is remarkably similar to the Joint Application filed jointly by UtiliCorp and St. Joseph Light and Power Company (SJLP) on October 19, 1999. The issues raised by both Joint Applications are nearly identical.

2. Because both Joint Applications involve substantially similar issues of law and fact, would primarily require the attention of the same experts from the Joint Applicants, the Commission's Staff, Public Counsel, and other intervenors, and because both proposed mergers are being reviewed contemporaneously, it would avoid a tremendous and unnecessary waste of resources for the Commission to consolidate these two cases for the purposes of Commission review and hearing.

3. Additional Joint Applications requesting approval for these mergers were filed with the Federal Energy Regulatory Commission (FERC) on November 23, 1999. FERC

addressed these Joint Applications in a single Notice of Filing, indicating that the FERC would consider UtiliCorp's two proposed mergers together.

4. The analysis of the impact on the public interest as a result of these two proposed mergers will be affected by the distribution of the purported synergies, and this distribution depends on whether one or both of these mergers are approved. Therefore, it is essential for the Commission to analyze these two proposed mergers simultaneously due to the relationship that they have to each other. Common issues between these two proposed mergers include joint dispatch of electricity between UtiliCorp, SJLP and Empire generating units. Moreover, market power issues must be analyzed differently when it is taken into consideration that the service territory of all three regulated electric companies may be combined into one, and the distribution, transmission, and generation assets of SJLP, Empire and UtiliCorp would be under the direction and ownership of one corporate entity if the proposed mergers are approved.

5. Public Counsel believes that the two Joint Applications can be consolidated and reviewed within an adequate time frame under the corrected procedural schedule proposed by Public Counsel on December 15, 1999.

WHEREFORE, Public Counsel respectfully requests that the Commission consolidate Case No. EM-2000-292 and Case No. EM-2000-369 for the reasons stated above.

Respectfully submitted,

OFFICE OF THE PUBLIC COUNSEL

BY:



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CERTIFICATE OF SERVICE

I hereby certify that the foregoing document has been either faxed, mailed, or hand-delivered to the following counsel of record on this 17th day of December, 1999:

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