



Kansas City Power & Light®

December 18, 2003

FILED

DEC 19 2003

Secretary
Missouri Public Service Commission
P.O. Box 360
Jefferson City, MO 65102

**Missouri Public
Service Commission**

RE: In the matter of the Application of Kansas City Power & Light Company, a
Missouri corporation, for authority to issue debt securities.

Case No. _____

Dear Sir:

I have enclosed for filing the original and eight copies of an Application of Kansas City Power & Light Company, a Missouri corporation, for authority to issue debt securities.

I have also enclosed for filing the original and eight copies of a Motion for Protective Order, which Kansas City Power & Light Company requests the Commission to issue in this case.

Further enclosed is a copy of this transmittal letter, which I request to be file-stamped and returned in the enclosed self-addressed postage-prepaid envelope.

Thank you for your consideration.

Very truly yours,

Mark G. English
Assistant Secretary

cc: Dana Joyce, Esq.
Office of Public Counsel

FILED

DEC 19 2003

BEFORE THE PUBLIC SERVICE COMMISSION
OF THE STATE OF MISSOURI

Missouri Public
Service Commission

In the matter of the Application)
of KANSAS CITY POWER & LIGHT COMPANY,)
a Missouri corporation, for authority)
to issue debt securities.)

Case No. _____

APPLICATION

Comes now KANSAS CITY POWER & LIGHT COMPANY (Applicant or Company),
pursuant to Sections 393.180 and 393.200, RSMo. 1989, and states as follows:

1. Applicant is a corporation duly organized and existing under the laws of the State of Missouri. Its principal office and place of business is located at 1201 Walnut, Kansas City, Missouri 64106; e-mail: www.kcpl.com; telephone: (816) 556-2200; fax: (816) 556-2418. It is engaged in the generation, transmission, distribution and sale of electric energy. Electric energy is distributed and sold to the public in Applicant's certified areas in the States of Missouri and Kansas. The major portion of Applicant's revenues is derived from operations in the City of Kansas City, Missouri, and certain adjacent areas. Applicant is, therefore, a "public utility" subject to the jurisdiction, supervision and control of the Commission under Chapters 386 and 393, RSMo. 1989. Applicant's Certificate of Good Standing is attached hereto and incorporated herein as Appendix No. 1.

2. Communications in regard to this matter should be addressed to:

Mark G. English
Assistant Secretary
Kansas City Power & Light Company
1201 Walnut
Kansas City, MO 64106

Telephone: (816) 556-2608
Fax: (816) 556-2418

E-mail: mark.english@kcpl.com

Tim Rush
Director – Regulatory Affairs
Kansas City Power & Light Company
1201 Walnut
Kansas City, MO 64106

Telephone: (816) 556-2344
Fax: (816) 556-2110

E-mail: tim.rush@kcpl.com

3. The status of Applicant's Capital Stock outstanding at September 30, 2003, under its Articles of Consolidation, as amended, was as follows:

Class of Stock	Number of Par Value Shares <u>Authorized</u>	<u>Par Value</u>	Number of Shares Without Par Value <u>Authorized</u>	Number of Shares <u>Outstanding</u>
Common Stock	--	--	<u>1,000</u>	<u>1</u>
			<u>1,000</u>	<u>1</u>

At September 30, 2003, Applicant's long-term indebtedness (excluding current maturities) was \$1,049.3 million, represented by (i) \$146.5 million of Pollution Control Bonds, Series 1998A, 1998B, and 1998D; (ii) \$625 million of Senior Unsecured Notes; (iii) \$0.5 million of medium-term notes secured with General Mortgage Bonds; (iv) \$158.8 million of General Mortgage Bonds pledged in support of Pollution Control Bonds; and (v) \$150.0 million of Subordinated Debentures issued as part of the Trust Originated Preferred Securities (TOPrS).

4. Applicant had \$161.0 million of short-term indebtedness (including current maturities) outstanding on September 30, 2003.

5. None of the outstanding stock or stock certificates or bonds, notes or other evidences of indebtedness of Applicant have been issued or used in capitalizing its rights to be a corporation, or any franchise or permit, or the right to own, operate or enjoy any such franchise or permit, or any contract for consolidation or lease.

6. Applicant has no pending action or final unsatisfied judgments or decisions against it from any state or federal agency or court which involve customer service or rates which has occurred within three (3) years of the date of this Application, except as identified in Appendix No. 2 attached hereto and incorporated herein.

7. No annual report or assessment fees are overdue.

8. Applicant seeks authority to issue up to \$600 million principal amount of debt securities through March 31, 2006, and to enter into interest rate hedging instruments in connection with such debt securities. Applicant will issue such debt, up to the authorized amount, through one or a number of offerings to be determined from time to time by the Applicant. By providing flexibility and ability to take advantage of rapidly changing market conditions, such an approach allows the Applicant to obtain the most advantageous terms and conditions at the time of issuance, thereby enabling the Applicant to maintain its low cost debt structure.

9. The debt securities will have maturities of one year to 40 years and will be issued by the Applicant or through agents or underwriters for the Applicant in multiple offerings of differing amounts with different interest rates (including variable interest rates) and other negotiated terms and conditions. Interest rates on the debt securities will not exceed ten percent (10%) on (i) fixed rate debt securities or (ii) the initial rate on any variable or remarketed debt securities.

10. The debt securities may be senior or subordinated and may be issued as unsecured or secured under the Applicant's existing general mortgage debt indentures, depending on cost differentials and market conditions at the time of issuance. The debt securities may take the form of "fall-away" mortgage debt in which it is initially secured debt but converts to unsecured debt based on certain conditions. Finally, the debt securities may include subordinated debt securities to be sold to one or more special purpose financing entities, such as trusts, established by Applicant that, in turn, would issue preferred securities. Applicant requests authority to guarantee the distributions, redemption price and liquidation payments respecting such preferred securities.

11. Applicant also requests authority to enter into interest rate hedging instruments in conjunction with debt securities to be issued under this authorization. Depending on investor appetite at the time of issuance, it is sometimes more economical to issue floating rate securities and swap them to a fixed rate or cap them at some interest rate, rather than issue fixed rate securities. Alternatively, it may be more economical to issue fixed rate securities and swap them to floating rather than issue floating rate securities. By having the flexibility to use hedging instruments to alter the interest rate from that on the debt securities issued to the market, Applicant will be able to optimize the cost of the debt. While Applicant has authority from the Commission provided in Case No. EF-2002-1094 to enter into interest rate hedging instruments, the purpose of that authority is to manage the portfolio of variable rate debt, particularly pollution control bonds that the Applicant currently has outstanding. The authority requested in this application would be limited to using interest rate hedging instruments solely in conjunction with the debt securities approved herein.

12. Proceeds of the securities will be used by Applicant for general corporate purposes, which may include capital expenditures, acquisitions, refinancing or repurchase of outstanding long-term debt and preferred securities, purchasing currently leased assets, repayment of short-term debt, and other business opportunities.

13. Applicant filed, on August 29, 2003, a registration statement with the Securities and Exchange Commission for up to \$255 million of debt and trust preferred securities, which is attached hereto as Exhibit 1. Upon the issuance of such registered securities, Applicant will duly file another registration statement for the remainder of the \$600 million in requested authority.

14. Applicant is entitled, with the authorization of the Commission, to issue up to \$600 million of debt securities and related interest rate hedging instruments and to enter into the agreements necessary for the transactions. Applicant further submits that such issuance and execution are in the public interest.

15. Applicant believes that this verified Application and exhibits will provide the Commission with sufficient facts and information to make a proper disposition of this Application without a hearing.

16. Applicant will file with the Commission within ten (10) days of the issuance of any debt securities authorized in this case a report including the amount of debt securities issued, date of issuance, interest rate (initial rate if variable), maturity date, and redemption schedules or special terms, if any. Applicant will also file a statement of the portion of the issuance of the debt securities, if any, which is subject to the fee schedule in Section 386.300, RSMo 1986, as amended.

17. The following exhibits are herewith filed or will be filed and made a part hereof:

- Exhibit 1 - Registration Statement filed by Applicant with the Securities and Exchange Commission ("SEC") on August 29, 2003, including forms of indentures.
- Exhibit 2 - Certified copy of resolutions of the Applicant's Board of Directors authorizing, among other things, the issuance of the debt securities (to be filed as a late-filed exhibit)
- Exhibit 3 - Pro forma financial statements of the Applicant as of September 30, 2003, giving effect to the transactions and accounting adjustments herein described (to be filed as a late-filed exhibit)
- Exhibit 4 - Five-year capital expenditure schedule

The information to be presented in Exhibit 3 will include financial information which has not yet been publicly disclosed by Applicant. Applicant thus has contemporaneously filed a Motion for Protective Order to be issued in this case. Applicant anticipates filing Exhibit 3 in both proprietary and public formats as soon as practicable after the entry of the requested Protective Order.

WHEREFORE, Applicant requests the Commission enter an appropriate Order authorizing Applicant:

- (a) to issue during the period ending March 31, 2006, up to \$600 million principal amount of debt securities, which may take the form of secured or unsecured senior or subordinated debt, "fall away" mortgage debt, or subordinated debt issued to special purpose financing entities, and with fixed or variable interest rates

not to exceed 10% on (i) fixed-rate notes or (ii) the initial rate on any variable rate or remarketed notes;

- (b) to enter into interest rate hedging instruments with one or more counterparties in conjunction with the debt securities issued under this authorization;
- (c) to guarantee the distributions, redemption price and liquidation payments on trust preferred securities issued in connection with debt securities authorized in this proceeding; and
- (d) to execute all documents necessary for the issuance and take all other actions necessary for the issuance and maintenance of the debt securities authorized in this proceeding.

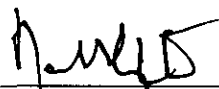
DATED at Kansas City, Missouri, this 13 day of December, 2003.

KANSAS CITY POWER & LIGHT COMPANY

By



Andrea F. Bielsker
Senior Vice President – Finance, Chief
Financial Officer and Treasurer
Kansas City Power & Light Company
1201 Walnut
P. O. Box 418679
Kansas City, Missouri 64141-9679
(816) 556-2595



Mark G. English – MOBAR #31068
Assistant Secretary
Kansas City Power & Light Company
1201 Walnut
Kansas City, MO 64106
(816) 556-2608

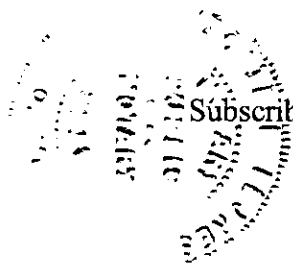
ATTORNEY FOR APPLICANT

STATE OF MISSOURI)
)
COUNTY OF JACKSON) ss

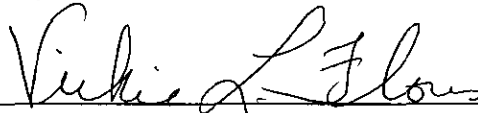
Andrea F. Bielsker, being first duly sworn, on her oath and in her capacity as Senior Vice President – Finance, Chief Financial Officer and Treasurer for Kansas City Power & Light Company, states that she is authorized to execute this Application on behalf of Kansas City Power & Light Company, and has knowledge of the matters stated in this Application, and that said matters are true and correct to the best of her knowledge, information and belief.



Andrea F. Bielsker



Subscribed and sworn to before me this 18th day of December, 2003.



Notary Public

My Commission Expires:

June 12, 2004

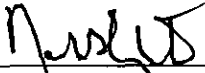
VICKIE L. FLORES
Notary Public – State of Missouri
County of Clay
My Commission Expires Jun 12, 2004

CERTIFICATE OF SERVICE

I do hereby certify that a true and correct copy of the foregoing Application has been hand-delivered or mailed, First Class mail, postage prepaid, this 13 day of December, 2003, to:

Office of the Public Counsel
P.O. Box 7800
Jefferson City, MO 65102

Dana K. Joyce
General Counsel
Missouri Public Service Commission
P.O. Box 360
Jefferson City, MO 65102



Mark G. English

APPENDIX NO. 1

STATE OF MISSOURI



Matt Blunt
Secretary of State

**CORPORATION DIVISION
CERTIFICATE OF GOOD STANDING**

I, MATT BLUNT, Secretary of the State of Missouri, do hereby certify that the records in my office and in my care and custody reveal that

**KANSAS CITY POWER & LIGHT COMPANY
00040080**

was created under the laws of this State on the 29th day of July, 1922, and is in good standing, having fully complied with all requirements of this office.

IN TESTIMONY WHEREOF, I have set my hand and an imprinted the GREAT SEAL of the State of Missouri, on this, the 15th day of December, 2003

A handwritten signature in cursive script that reads "Matt Blunt".

Secretary of State

APPENDIX NO. 2

Statement in conjunction with 4 CSR 240-2-060(1)(K):

The following is a listing of Applicant's pending actions or final unsatisfied judgments or decisions against it from any state or federal agency or court which involve customer service or rates, which action, judgment or decision has occurred within three (3) years of the date of this application:

GST Appeal of Missouri Public Service Commission Decision; Case No. EC-99-553 in the Circuit Court of Cole County, Missouri; Docket No. 00CV324891; further appealed to the Court of Appeals of the Western District of Missouri by GST; Court of Appeals reversed and remanded decision.

Edward K. Moses, Sr. v. KCPL; Case No. EC-2003-0508. Formal Complaint filed by Edward K. Moses, Sr. concerning reconnection of electric service.

Anna Nicole Kent v. KCPL; Docket No. 04-KCPE-239-COM. Formal Complaint filed by Anna Nicole Kent relating to billing issue.