

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

In the Matter of Aquila, Inc. d/b/a Aquila)	
Networks - MPS and Aquila Networks - L&P's)	Case No. EO-2003-0566
Application to Join the Midwest Independent)	
Transmission System Operator, Inc.)	

**MOTION FOR LEAVE AND
PROPOSED PROCEDURAL SCHEDULE**

COME NOW Aquila, Inc., d/b/a Aquila Networks - MPS and Aquila Networks - L&P ("Aquila" or "Company") and the Staff of the Missouri Public Service Commission ("Staff"), on behalf of the Office of the Public Counsel ("Public Counsel"), the Midwest Independent Transmission System Operator, Inc. ("MISO"), The Empire District Electric Company, the City of Kansas City, Missouri, Kansas City Power & Light Company and Union Electric Company d/b/a AmerenUE (collectively, the "Parties"), and state as follows to the Missouri Public Service Commission ("Commission"):

1. On June 16, 2004, the Commission issued its Order Setting Prehearing Conference wherein, among other things, it directed that the parties file a proposed procedural schedule no later than July 1, 2004. As a result of discussions at the prehearing conference, the Parties agreed in principle to a proposed procedural schedule.

2. Unfortunately, the Parties had difficulty finding an appropriate date for the workshop proposed below. As a consequence, the Parties were unable to file their proposed procedural schedule by July 1, 2004. The Parties now request the Commission's leave to file the proposed procedural schedule out of time. The Parties apologize for this delay. However, it should have no adverse impact on either the Parties or the Commission's processing of this case.

3. The context for the Parties' proposal is described in the Staff's Status Report and Staff Motion Requesting Scheduling of Early Prehearing Conference. That is, the Southwest Power Pool Regional State Committee ("SPP RSC"), in large part through its Cost Benefit Task Force, is in the process of obtaining a consultant to perform a cost/benefit study respecting the matter of SPP members participating in the SPP RTO. Venders have been asked to submit bids

on the basis that there will be a final report on the results of the cost/benefit study released on October 29, 2004. The Staff indicated that the cost/benefit study will include both Aquila's Missouri and Aquila's Kansas operating divisions.

4. With this circumstance in mind, the Parties have discussed a schedule that will take constructive steps concerning the issues raised by this application while still providing that the described cost/benefit information will be available at such time as testimony is prepared and filed in this case. To this end, the Parties propose the following schedule of events:

Outside of Case No. EO-2004-0566

August 13, 2004 – Commission Workshop -- General Workshop (i.e., outside of this case) for the primary benefit of the Commissioners concerning Regional Transmission Organization ("RTO") background and options (primarily MISO and SPP oriented). It is intended that the Commission Staff, with the input of the Parties and others, will provide a specific agenda for the presentations. Presentations will not directly discuss cases pending before the Commission.

Within Case No. EO-2004-0566

August 3, 2004 – Status Report - Report to the Commission concerning the status of the SPP cost/benefit analysis process as well as planning for a technical conference to be conducted in this proceeding.

September 9, 2004 – Technical Conference -- Technical conference concerning the cost/benefit analysis scenarios and the production cost and power flow computer modeling methodologies used to analyze MISO and SPP operations.

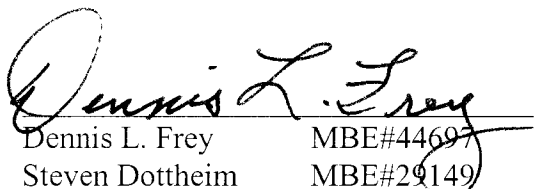
October 15, 2004 – Status Report - Report to the Commission concerning the status of the SPP cost/benefit analysis process and the Midwest Market Initiative (the market-based congestion management program, including the Day-Ahead, Real-Time and Financial Transmission Rights markets, scheduled to be implemented on March 1, 2005).

November 16, 2004 - Status Report/Procedural Schedule - Report to the Commission concerning the status of the SPP cost/benefit analysis process and the Midwest Market Initiative

and a proposed procedural schedule, if appropriate, leading to a hearing in the instant case.

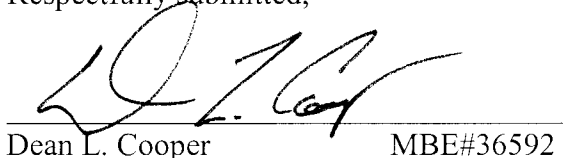
WHEREFORE, the Parties respectfully request the Commission grant them leave to file this proposed procedural schedule out of time and, thereafter, establish the above-described procedural schedule.

Respectfully submitted,



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CERTIFICATE OF SERVICE

The undersigned certifies that a true and correct copy of the foregoing document was provided by electronic mail, on July 9th, 2004, to the following:

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