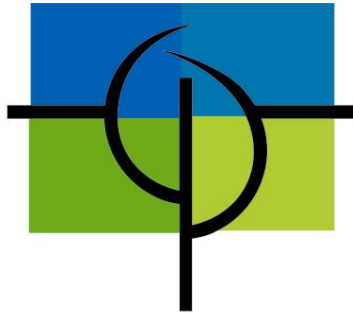


REQUEST FOR PROPOSAL

ACQUISITION OF POWER SUPPLY RESOURCE CAPACITY AND ASSOCIATED ENERGY

September 11, 2008



GREAT PLAINS ENERGYSM



1. General Information

1.1 RFP Objective

With this Request for Proposal (RFP), the Kansas City Power & Light Greater Missouri Operations Company (KCP&L-GMOC) is soliciting a bid on behalf of its Missouri Public Service (MPS) and Saint Joseph Light & Power (SJLP) divisions for Power Supply Resources. KCP&L-GMOC is seeking Proposals to provide capacity and associated energy for various alternatives other than wind generation. KCP&L is seeking wind proposals in a separate RFP process. The requirements of this proposal are identified in Exhibit A.

The objective of this RFP is to provide sufficient information to enable qualified Respondents to submit written proposals. The request for proposal is not a contractual offer to buy or commitment to purchase goods and/or services. Respondents must be bona fide providers of the products and services requested, and with businesses that are currently in operation and which will be open for inspection by representatives of KCP&L.

The response should be prepared in a simple and straightforward manner.

Vendors are expected to comply with the entire RFP including all specifications, standard provisions, and instructions. Failure to do so will be at the Vendor's risk.

This Request for Proposal is a solicitation of an offer to sell. It is not an offer to buy and does not confer any right of acceptance. KCP&L explicitly reserves the right to alter or cancel any of the specifications contained herein, to cancel or withdraw this RFP and to negotiate changes to any or all of the specifications contained herein with one or more of the vendors solicited hereby or with any such other provider of services as KCP&L may, in its sole discretion, deem appropriate.

1.2 Definition of Terms

Please note the following definitions of terms used herein:

- “Request for Proposal (RFP)” means a solicitation of a proposal.
- The term “KCP&L” refers to the Kansas City Power & Light Company.
- The term “Respondent” means the person, firm, or corporation that submits a proposal and may or may not be successful in being awarded this procurement.
- The term “Contractor” means the Respondent to which the contract will be let. Reference to the Contractor in this RFP shall also apply in full to any subcontractor for the named Contractor.

1.3 RFP Organization

This RFP is for Power Supply Capacity and Associated Energy. This RFP contains sections that outline the proposal submission requirements and contain the description and technical specifications of the solution to be provided. The organization of the RFP is as follows:

Section 1 – General RFP Information

- 1.1 - RFP Objective
- 1.2 - Definition of Terms
- 1.3 - RFP Organization
- 1.4 - RFP Pre-submission Procedures
- 1.5 - RFP Proposal Requirements & Submission Logistics

Section 2 – KCP&L Overview

- 2.1 - KCP&L Business Overview
- 2.2 – KCP&L Current Process
- 2.3 – KCP&L Information

Section 3 – Proposal Response

- 3.1 - Corporate Information
- 3.2 - Completion Goal
- 3.3 - Deliverable
- 3.4 - References

Section 4 – Pricing

- 4.1 - Pricing Structure

1.4 RFP Pre-Submission Procedures

1.4.1 RFP Official Contact

Upon release of this RFP, all vendor communications should be directed only to the RFP Official Contact listed herein. Unauthorized contact regarding this RFP with any other KCP&L employee may result in disqualification. Any oral communication will be considered unofficial and non-binding by KCP&L. Vendors should rely on electronic statements issued by the RFP Official Contact who is:

Name	Robert Nicholas
Title	Sr. Contract Negotiator
Address	1201 Walnut St., Kansas City, MO 64106 MD# 11C
Telephone	(816) 556-2751
Email	Robert.Nicholas@kcpl.com

1.4.2 RFP Question Management

Vendors who request a clarification of the RFP requirements may submit questions to the RFP Official Contact via email. KCP&L will issue a response in the form of one or more addenda to the RFP if any substantive clarifications are necessary. Questions are due no later than 1:00 PM (CST), October 14, 2008. Questions and answers will also be distributed to all pertinent parties as appropriate.

1.5 RFP Proposal Requirements and Submission Logistics

1.5.1 RFP Procurement Schedule

The procurement schedule for this project is as follows:

Milestone	Completed by Date
RFP Available	9/15/2008
Vendor Questions Due	9/15 to 10/14/2008
Proposal Responses Due	10/15/2008

Note: KCP&L reserves the right to adjust this schedule at its sole discretion.

1.5.2 Proposal Response Format

It is imperative that all bidders read this section carefully. Failure to comply with these instructions may result in your proposal being removed from consideration by KCP&L.

Vendors must prepare proposals responding directly to Sections 3 and 4 as provided in this RFP. KCP&L is using an approach which is partially “forms-based” to support vendor responses to this RFP which will allow all the bids received to be evaluated in a meaningful (that is, “apples to apples”) way. The RFP contains, in addition to the general RFP information, a series of response forms. **Proposing vendors must respond to the forms “as-is”. Changes to the forms beyond what is instructed in the RFP could result in disqualification.**

1.5.2.1 Corporate Information (Section 2.1)

Provide general company overview information as requested in Section 2.1. Compliance with this request is mandatory. If information is not public, it may be furnished under a non-disclosure agreement. A vendor response that indicates that the requested information will only be provided if and when the vendor is selected as the apparently successful vendor is not acceptable.

1.5.2.2 References (Section 3.4)

Provide client references as requested in Section 3.4

1.5.2.3 Pricing

Regarding pricing, all prices shall be quoted in U.S. dollars. Where possible fixed prices for services should be quoted. Where uncertainty exists quote estimated costs or a range of costs. Unless Respondents specifically notes otherwise, prices quoted will be considered firm. Additional purchases of all services may be required through one year from award date of this contract and shall be at the contract unit price.

1.5.3 Address for Submission:

Name	Robert Nicholas
Title	Contract Negotiator
Address	1201 Walnut St., Kansas City, MO 64106 MD# 11C

1.5.4 Proposal Submission Deadline

Due Date:	<i>Proposals must arrive at KCP&L no later than 10/15/2008, at the close of business (5:00 p.m. Central Standard Time).</i> Late proposals may be rejected. Please submit your response via e-mail.
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1.5.5 Proposal Packaging

Number of Copies:	<p>Vendors must submit proposals in the packages as follows:</p> <p>All proposals must be complete and convey all of the information requested to be considered responsive. If the proposal fails to conform to the essential requirements of the RFP, KCPL alone will determine whether the variances are significant enough to consider the proposal acceptable and therefore considered for award. <u>KCPL would prefer all responses in an electronic e-mail version Word format to : Robert.nicholas@kcpl.com.</u></p> <p>If mailed, please address all sealed proposals to: Robert Nicholas Contract Negotiator Kansas City Power & Light, Inc. 1201 Walnut Kansas City, MO 64139 MD# 11C</p>
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1.5.6 Substantive Proposals

The Respondent shall certify (a) that its proposal is genuine and is not made in the interest of, or in the behalf of, any undisclosed person, firm, or corporation; (b) that it has not directly or indirectly induced or solicited any other Respondent to put in a false or sham bid; (c) that it has not solicited or induced any

other person, firm, or corporation to refrain from proposing; and (d) that it has not sought by collusion to obtain for itself any advantage over any other Respondent or over KCPL.

1.5.6 Proposals Binding

All proposals submitted shall be binding upon the Respondent, if accepted by KCP&L, for 180 calendar days from the proposal submission deadline. No proposals may be withdrawn during this 180-day period. Negligence upon the part of the Respondent in preparing the proposal confers no right of withdrawal after the time fixed for the submission of proposals.

1.5.7 Acceptance of RFP Content

Provisions of this RFP, the contents of the successful response and the results of negotiations will be used for the establishment of final contractual obligations. KCP&L and the successful Respondent shall enter into a written contract for the work to be performed.

It is expressly understood that any or all this RFP and the Respondent's proposal may be attached and/or included by reference in an Agreement signed by KCP&L and the successful Respondent.

1.5.8 Duly Authorized Signature

The proposal must contain the signature of a duly authorized officer of the Respondent empowered with the right to bind the Respondent.

1.5.9 Proposal Evaluation

KCP&L will evaluate proposals according to the following procedure.

1. A selection committee will identify those proposals meeting the initial evaluation criteria and subject them to further evaluation.
2. The committee will then evaluate the selected proposals using, but not limited to, the following criteria:
 - Experience
 - Professional capabilities
 - Corporate background, experience, and proposed personnel
 - Licensing
 - Pricing/Fee Structure
 - Contractor contract exceptions

The evaluation factors listed above are not listed in order of importance. KCP&L reserves the right to select the Contractor believed to best meet KCP&L's overall needs.

1.5.10 Site Visits

KCP&L **may** send representatives to visit the "short list" respondents' offices and facilities. KCP&L reserves the right to visit and/or contact both reference and non-reference customers without the respondent's presence or involvement and to communicate with the respondents' clients who experienced unsuccessful engagements.

2. Company Overview

2.1.1 Company Overview

- 2.1.1.1 Provide a general company overview statement.
- 2.1.1.2 Where is your Headquarters located?
- 2.1.1.3 How many years have you been in business?
- 2.1.1.4 How many offices and/or facilities do you have in your company?
- 2.1.1.5 Where are the offices located?
- 2.1.1.6 Describe your experience in Kansas and Missouri and specifically in the Kansas City metropolitan area.
- 2.1.1.7 Do you provide services for other utilities?
- 2.1.1.8 Describe other services, if any, that you provide.
- 2.1.1.9 Are you a minority/women owned company? (If yes, please provide a copy of certification)

2.1.2 Quality

- 2.1.2.1 Describe the process and schedule for monitoring your direct measures of quality (DMOQ).
- 2.1.2.2 Describe any functionality that substantially differentiates your company and solution from competitive offerings relative to quality.

2.1.3 Other

- 2.1.3.1 Describe and name any associations you are affiliated with or of which are a member.

2.1.4 Insurance, Bonding and Licensing

Describe nature and extent of insurance coverage for the following:

- 2.1.4.1 General Liability
- 2.1.4.2 Errors and Omissions

3. Proposal Response

3.1 *Corporate Information*

3.1.1 Company Overview

Provide General Company Overview Statement

Name, address, phone of responding company	
Name, address, phone of parent company	
Length of time in business.	
Total number of employees.	
Previous experience with investor owned utilities	
Bonding Insurance (limits, incidents)	
Liability Insurance (limits, incidents)	

3.1.2 Financial Statement

Provide audited company financial statements. Compliance with this request is mandatory. If information is not public, it may be furnished under a non-disclosure agreement.

3.2 *Completion Goal*

The selected vendor(s) must have the deliverable(s) completed by: 12/31/2008

3.3 *Deliverable*

3.3.1 The deliverable under this RFP will consist of a formal document that describes the scope of the services proposed and which follows the requirements as in the attached Exhibit A.

3.3.2 For each requirement listed in Sections 3 and 4, as part of your response, indicate either your full compliance with the requirement or that you are taking exception to that requirement. If you are taking exception to a requirement but are offering an alternative, describe fully, the alternative proposed and discuss why the proposed alternative is equivalent or superior in results to the requirement.

3.4 *References*

Using the tables below, provide clients who have contracted the proposed services in the last four years. Repeat the procedure for each reference named in the proposal. Create additional tables as needed.

Vendor Name	
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Customer/Client Name					
Reference Name					
Title					
Phone Number					
Mailing Address					
Fax Number					
Customer Type (for example, utility and municipality)	Customer Size	Client since?	Type of Services?		

Vendor Name					
Customer/Client Name					
Reference Name					
Title					
Phone Number					
Mailing Address					
Fax Number					
Customer Type (for example, utility and municipality)	Customer Size	Client since?	Type of Services?		

Vendor Name					
Customer/Client Name					
Reference Name					
Title					
Phone Number					
Mailing Address					
Fax Number					
Customer Type (for example, utility and municipality)	Customer Size	Client Since?	Type of Services?		

4. Pricing

4.1 Pricing Structure

Provide a rate sheet for all services provided and any clarifying pricing information.

EXHIBIT A

SUMMARY OF JOB REQUIREMENTS

FOR

**ACQUISITION OF POWER SUPPLY RESOURCE CAPACITY
AND ASSOCIATED ENERGY**

Overview

Aquila, Inc. d.b.a. Kansas City Power and Light Greater Missouri Operations Company (KCPL-GMOC), a wholly-owned subsidiary of Great Plains Energy, issues this Request for Proposals (RFP) on behalf of its Missouri Public Service (MPS) and Saint Joseph Light & Power (SJLP) load serving entities. MPS and SJLP are operated as an integrated electric utility in western Missouri and are both located within the MPS balancing area. The primary purpose of this RFP is for the acquisition of power supply resource(s), primarily capacity and associated energy. Please note that responses should be for resources other than wind, since wind resources will be addressed in a separate ‘wind-specific’ RFP. For purposes of this RFP, MPS and SJLP shall be identified collectively as KCPL-GMOC.

Capacity Requirements

KCPL-GMOC’s current resource plan identifies a need for up to 150 MW of capacity and associated energy beginning in June of 2009, 450 MW of additional capacity needs (total of 600 MW) by the 2011-2013 timeframe, and 200 MW of additional capacity needs (total of 800 MW) in the 2014-2017 timeframe.

Proposals

1. Proposal Terms

KCPL-GMOC is interested in receiving both short-term and long-term proposals to address these needs.

Short-Term Proposals – June 1, 2009 through September 30, 2009 and June 1, 2010 through September 30, 2010 (will also consider annual 2009-2010 proposals).

Long-Term Proposals – Minimum of 20 years starting June 1, 2009 or later.

Other proposed terms will also be considered. Although proposals may be for a portion of the requirements, they should be for no less than 25 MW. Proposals sourcing from renewable energy projects or distributed generation shall be eligible for consideration regardless of the 25 MW threshold.

2. Proposal Alternatives

KCPL-GMOC seeks proposals from a full range of supply-side alternatives including, but not limited to, the following:

- Base-load capacity resources
- Intermediate peaking
- Conventional peaking
- Renewable resources (with the exception of wind, as noted above)

3. Proposal Types

KCPL-GMOC is interested in the following proposal types:

1. **Equity Participation** – This could be in either an existing generating facility or a proposed new development.
2. **Engineering, Procurement and Construction (EPC)** – This includes turnkey EPC proposals to furnish and erect the major power block equipment and manage the development process to ensure timely delivery, construction, performance testing, and commercial operation of the facility.
3. **Purchase Power Agreements (PPA)** – The PPA can be structured as a: (i) tolling agreement, (ii) virtual tolling agreement, or (iii) fixed price agreement. The ability to convert the PPA to equity will be viewed favorably.

Deliverables

Deliverables shall include the following:

1. **Capacity Pricing** – The capacity price shall be stated in \$/kW-mo or \$/kW installed. The cost of any firm transmission service required for delivery to the MPS transmission system shall be included in the capacity price.
2. **Point of Delivery (POD)** – The POD shall be to the MPS transmission system. Transmission external to the system shall reference the firm reservation(s) needed for delivery into the MPS transmission system as well as the existing Tariff rate for the firm reservation(s). Bidder should also identify if the required firm reservation(s) is already secured or if transmission requests are required.
3. **Energy Pricing** – The energy price shall be the price of energy at the POD, and shall be stated in \$/MWh for fixed price energy or a clearly defined formula for tolling proposals.
4. **Scheduling** – Proposals allowing hourly schedule changes are preferred, but proposals that include operating constraints on hourly schedule changes will be considered. Bidders shall explicitly state any scheduling constraints included in their proposals.
5. **Availability** – As appropriate, proposals shall state and define the guaranteed availability level for the resource(s) that will provide the capacity and energy proposed.

KCPL-GMOC reserves the right to reject any and all proposals, for any reason whatsoever or for no reason, and to enter into separate negotiations with another party. This request does not commit KCPL-GMOC to pay any costs incurred for preparation of proposals or any subsequent cost of negotiation. This RFP is not a contract. Any contract that may result from this RFP shall be in accordance with mutually agreeable, specific terms and conditions between KCPL-GMOC and the successful bidder(s).

Schedule:

Proposals are due **October 15, 2008**.

Electronic proposals are preferred (email below), but hardcopy proposals will be accepted.

Great Plains Energy Contacts:

Robert Nicholas- Procurement

Office- 816-556-2751

Cell – 816-516-2900

Pat McCool, Resource Planning

Office 816-654-1723

FAX 816-556-2262

Patrick.McCool@kcpl.com