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1                   STATE OF MISSOURI  
2                   PUBLIC SERVICE COMMISSION  
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6                   TRANSCRIPT OF PROCEEDINGS

7                   Prehearing Conference  
8                   March 2, 2006  
9                   Jefferson City, Missouri  
                  Volume 1

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12   In the Matter of the Application)  
13   of Aquila, Inc., for Permission )  
14   and Approval and a Certificate )  
15   of Public Convenience and       )  
16   Necessity Authorizing It to     )  
17   Acquire, Construct, Install,     )  
18   Own, Operate, Maintain, and     )Case No. EA-2006-0309  
19   Otherwise Control and Manage     )  
20   Electrical Production and        )  
21   Related Facilities in             )  
22   Unincorporated Areas of Cass     )  
23   County, Missouri Near the Town    )  
24   of Peculiar                       )

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21                   RONALD D. PRIDGIN, Presiding,  
22                   REGULATORY LAW JUDGE

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24   REPORTED BY:

25   PAMELA FICK, RPR, CCR #447, CSR  
     MIDWEST LITIGATION SERVICES

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1 P R O C E E D I N G S

2 JUDGE PRIDGIN: We're on the record.

3 Good morning. This is the prehearing conference in  
4 Case Number EA-2006-0309, in the Matter of the  
5 Application of Aquila, Incorporated for Permission  
6 and Approval and the Certificate of Public  
7 Convenience and Necessity Authorizing It to Acquire,  
8 Construct, Install, Own, Operate, Maintain and  
9 Otherwise Control and Manage Electrical Production  
10 and Related Facilities in Unincorporated Areas of  
11 Cass County, Missouri, Near the Town of Peculiar.

12 I am Ron Pridgin. I am the Regulatory  
13 Law Judge assigned to preside over this prehearing  
14 conference in this case that's being held on March 2nd,  
15 2006, in the Governor Office Building in Jefferson  
16 City, Missouri. The time is about 10:05 a.m.

17 I would like to get oral entries of  
18 appearance from counsel, please, beginning with  
19 staff.

20 MS. SHEMWELL: Good morning and thank  
21 you. Lera Shemwell and Nathan Williams, representing  
22 the staff of the Missouri Public Service Commission,  
23 Post Office Box 360, Jefferson City, Missouri 65102.

24 JUDGE PRIDGIN: Ms. Shemwell, thank you.  
25 On behalf of Aquila, please.

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1                   MR. SWEARENGEN: Yes, your Honor. James  
2 C. Swearengen and Janet Wheeler, Brydon, Swearengen &  
3 England. Our address is 312 East Capitol Avenue,  
4 Jefferson City, Missouri, appearing on behalf of  
5 Aquila, Inc.

6                   JUDGE PRIDGIN: Mr. Swearengen, thank  
7 you. On behalf of the Office of the Public Counsel,  
8 please.

9                   MR. MILLS: On behalf of the Office of  
10 the Public Counsel and public, my name is Lewis  
11 Mills. My address is Post Office Box 2230, Jefferson  
12 City, Missouri 65102.

13                  JUDGE PRIDGIN: Mr. Mills, thank you. I  
14 have some pending applications for intervention, so  
15 let me get the oral entries of appearance. On behalf  
16 of Sedalia Industrial Energy Users Association,  
17 please.

18                  MR. CONRAD: Your Honor, let the record  
19 show the appearance of Stuart W. Conrad of the law  
20 firm of Finnegan, Conrad & Peterson, Kansas City,  
21 Missouri, on behalf of SIEUA.

22                  JUDGE PRIDGIN: Mr. Conrad, thank you.  
23 On behalf of STOPAQUILA.ORG, please.

24                  MR. EFTINK: Gerard Eftink on behalf of  
25 STOPAQUILA.ORG. My address is 704 West Foxwood

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1 Drive, Post Office Box 1280, Raymore, Missouri 64083.

2 JUDGE PRIDGIN: Mr. Eftink, thank you.

3 On behalf of Cass County, Missouri, please.

4 MR. COMLEY: Let the record reflect the  
5 entry of Mark W. Comley, Newman, Comley and Ruth, 610  
6 Monroe Street 65101, and also Deborah L. Moore, Cass  
7 County Prosecutor and Cindy Reams Martin from Lee's  
8 Summit. And their respective business addresses are  
9 on the application to intervene.

10 JUDGE PRIDGIN: Mr. Comley, thank you.

11 On behalf of the City of Peculiar, please.

12 MR. PAYTON: My name is Josh Payton with  
13 Gilmore & Bell on behalf of the City of Peculiar. I  
14 am also here on behalf of Sid Douglas, so I'd like  
15 for him to be the main contact in terms of  
16 correspondence. My address is 2405 Grand Boulevard,  
17 Suite 1100, Kansas City, Missouri 64108.

18 JUDGE PRIDGIN: Mr. Payton, thank you.

19 On behalf of Dillon, Miller and Doll, please.

20 MR. COFFMAN: On behalf of Frank Dillon,  
21 Kimberly Miller and James E. Doll, I'm John B.  
22 Coffman, 871 Tuxedo Boulevard, St. Louis, Missouri  
23 63119. Also appearing on behalf of these clients,  
24 I'd like to enter the appearance of Matthew Uhrig.  
25 That's U-h-r-i-g, of the Lake Law Firm, 3401 Truman

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1 Boulevard, Jefferson City, Missouri 65109.

2 JUDGE PRIDGIN: Mr. Coffman, thank you.

3 On behalf of Southwest Power Pool, please.

4 MR. LINTON: Yes, sir. David C. Linton  
5 on behalf of Southwest Power Pool. My address is 424  
6 Summer Top Lane, Fenton, Missouri 63026.

7 JUDGE PRIDGIN: Mr. Linton, thank you.

8 Are there any parties I've missed?

9 (NO RESPONSE.)

10 JUDGE PRIDGIN: All right. First of  
11 all, I do have, again, these pending applications to  
12 intervene. And in the order that I issued setting  
13 this prehearing conference, I asked Aquila to be  
14 ready to address these applications to intervene.

15 Mr. Swearengen, do you have any  
16 objections to these applications?

17 MR. SWEARENGEN: We have none, your  
18 Honor.

19 JUDGE PRIDGIN: All right. Thank you  
20 very much, Mr. Swearengen. I will allow all of these  
21 parties intervention, and I will follow that up with  
22 a written order.

23 I also understand that I have a pending  
24 motion for protective order, and I haven't ruled on  
25 it simply because I wanted to be clear. I wasn't

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1 exactly sure what information that Aquila wanted  
2 protected. And so either here, Mr. Swearengen, or in  
3 writing, if you could just clarify what you need  
4 protected, and I can ask parties if they plan on  
5 objecting.

6 MR. SWEARENGEN: Be glad to do that. I  
7 can give you something in writing. Nothing that we  
8 filed with our direct case requires protection, but  
9 we do anticipate that through the course of discovery  
10 there may be highly confidential and proprietary  
11 information that's requested, and I thought in the  
12 interest of the economy, that if we could get that  
13 order issued on the front end, that then we could  
14 proceed and turn that material over should it be  
15 requested pursuant to the protective order.

16 JUDGE PRIDGIN: Okay. You know, the  
17 sooner you can get something, you know, more specific  
18 in writing, the sooner I can rule on that motion. I  
19 don't anticipate any problems with that.

20 Before I see if I have anything else  
21 from counsel, let me let counsel know, of course, the  
22 normal reason for these prehearing conferences is  
23 twofold: And number one is to get parties to discuss  
24 settlement, and number two is to try to hammer out an  
25 agreed upon procedural schedule.



1                   And I understand settlement may not be  
2 possible in this case, and if that's the case, then  
3 that's certainly what we're here for is to have a  
4 hearing. As far as a procedural schedule, I  
5 understand we may have a disagreement as to how  
6 quickly this case should proceed.

7                   I would like to encourage the parties  
8 that if you cannot agree upon a procedural schedule,  
9 perhaps I could get two alternatives rather than  
10 several. I understand Aquila wants this case heard  
11 pretty quickly and that other parties may disagree.  
12 So if I could, again, encourage the parties to at  
13 least consider giving me two proposed procedural  
14 schedules rather than each party giving me a separate  
15 one, I would appreciate that.

16                  And also as far as settlement, I mean, I  
17 was the judge in the EA-2005-0248 case. I feel like  
18 I have a reasonable grasp of the facts. And even if  
19 the parties can't stipulate a whole lot of layout, I  
20 would encourage the parties to at least consider some  
21 sort of partial stipulation of facts. I mean, I  
22 think everybody in this room is pretty familiar with  
23 the history, and anything you can do to agree upon  
24 facts that don't have to be tried later, I would  
25 appreciate.

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1                   Are there any other pending motions or  
2 matters that counsel would like to bring to my  
3 attention?

4                   MR. WILLIAMS: Judge, does the  
5 Commission have in mind a date by which they would  
6 want to have a hearing concluded in this matter?

7                   JUDGE PRIDGIN: Again, I think that  
8 would depend on if the Commission wants to go on a  
9 fast track or not. I think Aquila had suggested some  
10 sort of April hearing date, and I have not talked to  
11 any of the Commissioners. I do not know if they're  
12 leaning towards trying to get this heard by May 31st  
13 and get a decision out by then or not.

14                   I'm sorry I can't be more specific. I  
15 really don't know.

16                   MR. WILLIAMS: Thank you.

17                   JUDGE PRIDGIN: You're welcome.

18 Ms. Shemwell?

19                   MS. SHEMWELL: Scheduling of the public  
20 hearing and notice of things that probably need to be  
21 decided pretty quickly. How notice will be provided,  
22 does the Commission or do you have any views on their  
23 preferences?

24                   JUDGE PRIDGIN: I do not. I will go  
25 back and look at the 0248 case and would encourage

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1 the parties -- I don't recall how we -- I don't  
2 recall how we gave notice and how much notice we  
3 gave. I mean, obviously, you know, STOPAQUILA'S  
4 counsel and Cass County's counsel is here, so I don't  
5 know that we would need as much formal notice as  
6 perhaps like in a rate case where we would go ahead  
7 and publish, although the Commission, you know, may  
8 disagree, they may want to publish notice and the  
9 media and -- and go that route.

10 Again, I will double-check the 0248 case  
11 and see how we did that. And if counsel here  
12 recalls, I'd be glad to --

13 MS. SHEMWELL: I think we met at the  
14 courthouse --

15 JUDGE PRIDGIN: We did.

16 MS. SHEMWELL: -- scheduled the hearing  
17 at the courthouse, but I don't remember about notice.

18 JUDGE PRIDGIN: I don't recall either.  
19 That's been right at a year ago if I'm not mistaken.  
20 All right, Ms. Shemwell, thank you.

21 MS. MOORE: Excuse me, Judge. I cannot  
22 hear one thing, other than what you say.

23 JUDGE PRIDGIN: Okay.

24 MS. MOORE: So at least if you might  
25 repeat what they're saying. I don't know -- I'm

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1     sorry.

2                   JUDGE THOMPSON:   Yes, ma'am.   That's  
3     quite all right.   I'm sorry.   And I meant to ask you  
4     earlier.   I simply asked Mr. Swearengen.   He does not  
5     object to any of the applications to intervene.

6                   MS. MOORE:   I heard that.

7                   JUDGE PRIDGIN:   And Mr. Williams  
8     asked -- I'm sorry.   I wasn't taking notes.   He kind  
9     of asked, I think, if the Commission had any  
10    particular hearing dates in mind, and I told him I  
11    really didn't know which path they would want to  
12    take.

13                   And Ms. Shemwell asked about a local  
14    public hearing as far as when it would be and what  
15    kind of notice the Commission would want.   And you  
16    probably heard my reply.   I would go back and check  
17    in the 0248 case to see what kind of notice we gave  
18    there.

19                   And I apologize for your not being able  
20    to hear.   I've got the volume up.   Again, if I could  
21    just ask counsel to kind of project your voice a  
22    little bit for Ms. Moore, I would appreciate it.

23                   MS. MOORE:   Thank you.

24                   JUDGE PRIDGIN:   You're very welcome.

25                   Is there anything else from counsel?

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1 Any other pending motions? Anything else that needs  
2 to be brought to my attention? Okay. Seeing  
3 nothing, the room is yours until five o'clock. The  
4 hearing calendar is up on the ninth floor. Dates are  
5 filling up pretty quickly into April and May. And so  
6 if you're trying to decide what kind of proposed  
7 procedural schedule, you can come up to the ninth  
8 floor and look at the hearing calendar. I'm also up  
9 on the ninth floor if you need me for anything.

10 And Ms. Moore, I will keep you on the  
11 line and I will ask somebody, maybe Ms. Shemwell or  
12 Mr. Williams, whenever you're concluded, if you could  
13 just reach over and disconnect the call. There's an  
14 on/off button here for you.

15 MS. SHEMWELL: Certainly.

16 MS. MOORE: Judge, if I can't hear  
17 anything that's going on, it really won't do me any  
18 good.

19 JUDGE PRIDGIN: I'm sorry. When I go  
20 off the record, I expect they'll -- they're kind of  
21 around a table. They're conclude -- they'll gather  
22 around the speaker phone, and I think you'll be able  
23 to hear.

24 MS. MOORE: Thank you.

25 JUDGE PRIDGIN: You're quite welcome.

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1 JUDGE PRIDGIN: Mr. Comley is nodding.

2 He wants to include you, I can tell. Is there  
3 anything else from counsel?

4 (NO RESPONSE.)

5 JUDGE PRIDGIN: All right. Hearing  
6 nothing further, that concludes this prehearing  
7 conference in Case No. EA-2006-0309. The time is  
8 approximately 10:15, and we are off the record.  
9 Thank you.

10 (WHEREUPON, the prehearing conference  
11 was concluded.)

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