

STATE OF MISSOURI
PUBLIC SERVICE COMMISSION
JEFFERSON CITY
February 8, 2001

CASE NO: EM-96-149

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Enclosed find certified copy of an ORDER in the above-numbered case(s).

Sincerely,

A handwritten signature in black ink that reads "Dale Hardy Roberts". The signature is written in a cursive style with a large initial "D".

Dale Hardy Roberts
Secretary/Chief Regulatory Law Judge

BEFORE THE PUBLIC SERVICE COMMISSION
OF THE STATE OF MISSOURI

In the Matter of the Application of Union)
Electric Company for an Order Authorizing:)
(1) Certain Merger Transactions Involving)
Union Electric Company; (2) the Transfer)
of Certain Assets, Real Estate, Leased)
Property, Easements and Contractual)
Agreements to Central Illinois Public)
Service Company; and (3) in Connection)
therewith, Certain Other Related)
Transactions)

Case No. EM-96-149

ORDER ESTABLISHING PROCEDURAL SCHEDULE

On January 16, 2001, the Staff of the Missouri Public Service Commission (Staff), Union Electric Company d/b/a AmerenUE (AmerenUE), the Office of the Public Counsel (Public Counsel), Missouri Industrial Energy Consumers (MIEC), Missouri Energy Group (MEG) and The Doe Run Company filed a Stipulation and Agreement Respecting Procedural Schedule (joint pleading) and, by this joint pleading, the participating parties agreed to a proposed procedural schedule.

In footnote 1 and 2 of the joint pleading, the parties identify the companies which comprise the MIEC and the MEG. Initially, some of these parties applied for and were granted intervention as separate intervenors and not as an association. Other parties identified in footnote 1 and 2 did not apply for intervention. Later, these parties adopted a group or association name and began acting as a association, filing one pleading on behalf of all of the parties and adding new

parties by simply identifying them in pleading footnotes. At this stage, new parties should have been filing an application for leave to request intervention out of time. However, since these groups of parties are acting as associations, filing pleadings in the association name with the intention that the pleading cover each of the members, the Commission will recognize these parties as associations. Therefore, the Commission will recognize Missouri Industrial Energy Consumers as an association with the following members: Adam's Mark Hotel, Anheuser-Busch Companies, Alcoa Foil Products (Alumax, Inc.), The Boeing Company, General Motors Corporation, Hussmann Refrigeration Company, Mallinckrodt Inc., MEMC Electronic Materials, Inc., Monsanto Company, Ralston Purina Company, Proctor & Gamble Manufacturing Company, Ford Motor Company, Holnam, Inc., ISP Minerals and Precoat Metals. The Commission will also recognize Missouri Energy Group as an association with the following members: Barnes-Jewish Hospital, Chrysler Motor Corporation, Emerson Electric Company, Lone Star Industries Inc., River Cement Company, and SSM HealthCare and Unity Health Systems.

The joint pleading also stated that the State of Missouri had applied for reinstatement as a party on January 3, 2001, and Friendship Village of South County, Friendship Village of West County, Village North, Cardinal Ritter Institute and Orchard House Partnership (collectively known as Retirement Facilities Coalition or RFC) applied for reinstatement as parties on January 11, 2001. The joint pleading stated that both the State of Missouri and RFC indicated no objection to the proposed procedural schedule. Both the State of Missouri and

RFC were reinstated as parties by Commission order issued January 25, 2001. Pursuant to Commission Rule 4 CSR 240-2.080(16), parties shall be allowed not more than ten days from the date of filing in which to respond to any pleading unless otherwise ordered by the Commission. Neither State of Missouri nor RFC filed any objection to the proposed procedural schedule, and therefore, the Commission will adopt the proposed procedural schedule.

The following conditions shall be applied to the procedural schedule:

(A) The Commission will require the prefiling of testimony as defined in 4 CSR 240-2.130. All parties shall comply with this rule, including the requirement that testimony be filed on line-numbered pages. The practice of prefiling testimony is designed to give parties notice of the claims, contentions and evidence in issue and to avoid unnecessary objections and delays caused by allegations of unfair surprise at the hearing.

(B) Pursuant to 4 CSR 240-2.130(15), testimony and schedules shall not be filed under seal and treated as proprietary or highly confidential unless the Commission has first established a protective order. Any testimony or schedule filed without a protective order first being established shall be considered public information.

(C) The parties shall agree upon and the Staff shall file a list of the issues to be heard, the witnesses to appear on each day of the hearing and the order in which they shall be called, and the order of cross-examination for each witness. Any issue not contained in this

list of issues will be viewed as uncontested and not requiring resolution by the Commission.

(D) Each party shall file a statement of its position on each disputed issue. Such statement shall be simple and concise, and shall not contain argument about why the party believes its position to be the correct one.

(E) The Commission's general policy provides for the filing of the transcript within two weeks after the hearing. If any party seeks to expedite the filing of the transcript, such request shall be tendered in writing to the regulatory law judge at least five days prior to the date of the hearing.

(F) All pleadings, briefs and amendments shall be filed in accordance with 4 CSR 240-2.080. Briefs shall follow the same list of issues as filed in the case and shall set forth and cite the proper portions of the record concerning the remaining unresolved issues that are to be decided by the Commission.

(G) All parties are required to bring an adequate number of copies of exhibits which they intend to offer into evidence at the hearing. If an exhibit has been prefiled, only three copies of the exhibit are necessary for the court reporter. If an exhibit has not been prefiled, the party offering it should bring, in addition to the three copies for the court reporter, copies for the five Commissioners, the regulatory law judge, and all counsel.

IT IS THEREFORE ORDERED:

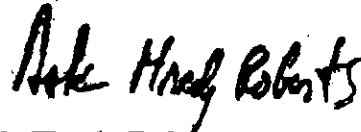
1. That the following procedural schedule is adopted for this proceeding, subject to the conditions discussed above:

Staff and Public Counsel files Direct Testimony	February 15, 2001
Prehearing Conference	March 1, 2001
AmerenUE Files Rebuttal Testimony	March 27, 2001
Staff and Public Counsel File Surrebuttal Testimony	April 17, 2001
List of Issues to be Heard, Order of Witnesses and Order of Cross- Examination	April 30, 2001
Statements of Positions	May 4, 2001
Evidentiary Hearing	May 22-24, 2001

2. That the prehearing conference shall be held at the Commission's office, Governor Office Building, Room 305, 200 Madison Street, Jefferson City, Missouri, beginning at 10:00 a.m., and the evidentiary hearing shall be held in the Commission's office, Governor Office Building, Room 310, 200 Madison Street, Jefferson City, Missouri, beginning at 8:30 a.m. each day. The Governor Office Building meets accessibility standards required by the Americans with Disabilities Act. If you need additional accommodations to participate in these hearings, please call the Public Service Commission's Hotline at 1-800-392-4211 (voice) or 1-800-829-7541 (TDD) prior to the hearing.

3. That this order shall become effective on February 18, 2001.

BY THE COMMISSION



Dale Hardy Roberts
Secretary/Chief Regulatory Law Judge

(S E A L)

Shelly A. Register, Regulatory Law
Judge, by delegation of authority
pursuant to Section 386.240, RSMo 2000.

Dated at Jefferson City, Missouri,
on this 8th day of February, 2001.

STATE OF MISSOURI

OFFICE OF THE PUBLIC SERVICE COMMISSION

I have compared the preceding copy with the original on file in this office and
I do hereby certify the same to be a true copy therefrom and the whole thereof.

WITNESS my hand and seal of the Public Service Commission, at Jefferson City,
Missouri, this 8th day of February 2001.



Dale Hardy Roberts
Secretary/Chief Regulatory Law Judge

