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ORIGINAL

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November 24, 1999

FILED²

NOV 24 1999

Missouri Public
Service Commission

Mr. Dale Hardy Roberts
Secretary/Chief Regulatory Law Judge
Missouri Public Service Commission
P.O. Box 360
Jefferson City, Missouri 65102

RE: Case No. EM-2000-292
In the Matter of the Joint Application of UtiliCorp United Inc. and St. Joseph
Light & Power Company

Dear Mr. Roberts:

Enclosed for filing in the above-referenced case are an original and fourteen (14) copies of a RESPONSE TO NOTICE REGARDING MOTION TO ESTABLISH PROCEDURAL SCHEDULE on behalf of the City of Springfield, Missouri, through the Board of Public Utilities ("City Utilities of Springfield").

Copies of this filing have on this date been mailed or hand-delivered to counsel of record. Thank you for your attention to this matter.

Sincerely,



Jeffrey A. Keevil

JAK/er

Enclosures

cc: counsel of record

BEFORE THE PUBLIC SERVICE COMMISSION
OF THE STATE OF MISSOURI

ORIGINAL
FILED

NOV 24 1999

In the Matter of the Joint Application of)
UtiliCorp United Inc. and St. Joseph Light &)
Power Company for Authority to Merge St.)
Joseph Light & Power Company with and)
into UtiliCorp United Inc., and, in)
Connection Therewith, Certain Other)
Related Transactions.)

Missouri Public
Service Commission

Case No. EM-2000-292

**RESPONSE TO NOTICE REGARDING MOTION TO
ESTABLISH PROCEDURAL SCHEDULE**

COMES NOW Intervenor, the City of Springfield, Missouri, through the Board of Public Utilities ("City Utilities"), and in response to the Commission's October 26, 1999 Notice Regarding Motion to Establish Procedural Schedule respectfully states as follows:

1. City Utilities submits that the Commission should withhold any determination regarding a procedural schedule for the instant proceeding until the parties have had an opportunity to review and assess the impending merger filing of UtiliCorp and The Empire District Electric Company. The instant proceeding cannot be properly evaluated in a vacuum. As City Utilities stated in its Application to Intervene herein, "The instant proceeding, and information gathered during its processing, may have a direct impact on the forthcoming UtiliCorp/Empire merger proceeding. Empire's service territory essentially surrounds the statutorily-approved service territory of City Utilities of Springfield, and in a few locations overlaps the statutorily-approved service territory of City Utilities of Springfield." Discovery needs in the two cases will obviously be related, and while there will undoubtedly be issues unique to each merger, there will be significant issues common to both mergers. It may be that, after a review of the

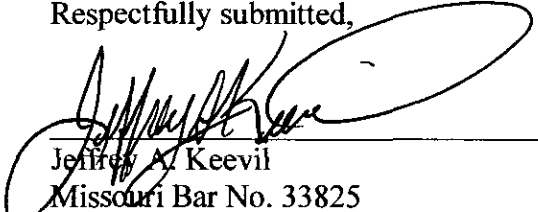
impending UtiliCorp/Empire merger, the two cases should be consolidated or that joint hearings should be held. The Commission should wait until the UtiliCorp/Empire merger case is filed before ordering a procedural schedule for this case.

2. Furthermore, the Joint Applicants herein -- UtiliCorp United, Inc. and St. Joseph Light & Power Company -- should be ordered to supplement their filing respecting the issue of market power, and present a valid market power analysis/study. As stated in City Utilities' Application to Intervene, "concerns regarding market power have become an important issue in recent electric utility mergers. *See, Re: Union Electric Company/Central Illinois Public Service*, Case No. EM-96-149 (for an Order of the Commission Requesting Additional Information concerning market power, see 5 MPSC 3d 157 (1996)); *Re: Western Resources Inc./Kansas City Power & Light*, Case No. EM-97-515." Even the Commission has indicated that market power is an issue which electrical corporations should address when seeking Commission authority to merge. *See, Re: Union Electric Company/Central Illinois Public Service*, Case No. EM-96-149. City Utilities is vitally concerned about the issue of market power in this case and the related UtiliCorp/Empire merger case, as well as with the impact the market power issue may have on transmission access, especially when one recognizes that what we are dealing with here is really a combination of three utilities rather than just a combination of two.

WHEREFORE, City Utilities respectfully requests that the Commission (1) withhold any determination regarding a procedural schedule for the instant proceeding until the parties have had an opportunity to review and assess the impending merger filing of UtiliCorp and The Empire District Electric Company and its relation to the

instant proceeding and (2) order the Joint Applicants to supplement their filing respecting market power and the impact thereof on transmission access.

Respectfully submitted,



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ATTORNEY FOR THE CITY OF
SPRINGFIELD, MISSOURI, THROUGH
THE BOARD OF PUBLIC UTILITIES

CERTIFICATE OF SERVICE

I hereby certify that a copy of the foregoing was served by placing same in first-class mail with proper postage affixed, or by hand delivery, to counsel of record on this 24th day of November, 1999.

