

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

In the Matter of the Application of	)	
The Empire Distric Electric Company	)	
for Authority to Transfer Functional Control	)	Case No. EO-2006-0141
of Certain Transmission Assets to the	)	
Southwest Power Pool, Inc.	)	

**APPLICATION OF SOUTHWEST POWER POOL, INC.
TO INTERVENE**

COMES NOW Southwest Power Pool, Inc. ("SPP") by and through its counsel and pursuant to 4 CSR 240-2.075 applies to intervene in the above-entitled matter. In support of its application, SPP states as follows:

1. SPP is a not-for-profit corporation, organized and existing under the laws of the state of Arkansas with its principle place of business at 415 North McKinley, Suite 140, Little Rock, Arkansas, 72205.

2. SPP is now functioning and has functioned, since 1968, as a Regional Reliability Council and is a member of the North American Electric Reliability Council ("NERC"). In 1998, SPP filed an open access transmission tariff with the Federal Energy Regulatory Commission ("FERC"). SPP now provides transmission service across the SPP region under the terms of that tariff which was approved by the FERC. Subsequently, the FERC granted SPP RTO status pursuant to a series of orders terminating with an October 1, 2004 order that contained certain limited compliance issues that have now been addressed. SPP currently has forty-five (45) members. A list of SPP's members is attached hereto as Exhibit 1.

3. On September 28, 2005, The Empire District Electric Company (Empire) filed an application with this Commission to transfer functional control of certain transmission assets to SPP.

4. As the RTO to which Empire has made application in this case to transfer functional control of its transmission assets, SPP has an interest in this proceeding that is different from that of the general public and which may be adversely affected by a final order from this case.

5. Pursuant to 4 CSR 240-2.075(2), SPP states that it supports Empire's Application. SPP is filing concurrently with this application to intervene the following testimony:

- i. Direct Testimony of Leslie E. Dillahunty, Vice President, Regulatory Policy, Southwest Power Pool, Inc.
- ii. Prepared Joint Testimony of Ralph L. Luciani, Vice President, CRA International, and Ellen Wolfe, Senior Consultant, CRA International, on Behalf of Southwest Power Pool, Inc.
- iii. Direct Testimony of Richard A. Wodyka, Senior Vice President of Energy and Utility Services, Gestalt, LLC on Behalf of Southwest Power Pool, Inc.

The above referenced testimony further describes SPP's position in this proceeding.

6. Communications in this matter should be directed to:

David C. Linton
David C. Linton, L.L.C.
424 Summer Top Lane
Fenton, Missouri 63026
(636) 349-9028
djlinton@earthlink.net

Les Dillahunty
Vice President, Regulatory Policy
Southwest Power Pool, Inc.
415 North McKinley
Suite 140
Little Rock, Arkansas 72205
(501) 614-3215
ldillahunty@spp.org

Wherefore, for the foregoing reasons, SPP respectfully requests permission to
intervene in the above-entitled matter.

Respectfully submitted,



David C. Linton MoBar 32198
David C. Linton, L.L.C.
424 Summer Top Lane
Fenton, Missouri 63026
(636) 349-9028
djlinton@earthlink.net

Attorney for Southwest Power Pool, Inc.

Dated: 9-30-05

CERTIFICATE OF SERVICE

I hereby certify that a copy of the above and foregoing application of the Southwest Power Pool, Inc. to Intervene was e-mailed, on the **30th** day of September, 2005, to the following:

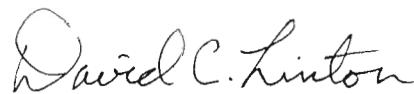
Steve Dottheim
Office of the General Counsel
Governor Office Building, 8th Floor
Jefferson City, Mo 65101
Steve.Dottheim@psc.mo.gov

Lewis Mills
Office of the Public Counsel
Governor Office Building, 6th Floor
Jefferson City, MO 65101
opcservice@ded.mo.gov

Dean L. Cooper
BRYDON, SWEARENGEN & ENGLAND P.C.
312 E. Capitol Avenue
P. O. Box 456
Jefferson City, MO 65102
(573) 635-7166 voice
Email: dcooper@brydonlaw.com

Bary K. Warren
The Empire District Electric Company
602 Joplin Street
P.O. Box 127
Joplin, Missouri 64802
Phone: (417) 625-4234
E-mail: bwarren@empiredistrict.com

Mike E. Palmer
The Empire District Electric Company
602 Joplin Street
P.O. Box 127
Joplin, Missouri 64802
Phone: (417) 625-4250
E-mail: mpalmer@empiredistrict.com



LIST OF SOUTHWEST POWER POOL MEMBERS

Investor-Owned

American Electric Power #
 Public Service Company of Oklahoma
 Southwestern Electric Power Company
Aquila, Inc.
 Missouri Public Service #
 St. Joseph Light & Power *
 WestPlains Energy #
Cleco Power LLC #
Entergy Services, Inc. *
Exelon Power Team *
Kansas City Power & Light Company #
OG&E Electric Services #
Southwestern Public Service Company #
The Empire District Electric Company #
Westar Energy, Inc. #
 Kansas Gas and Electric Company

Cooperatives

Arkansas Electric Cooperative Corporation *
East Texas Electric Cooperative, Inc. *
Kansas Electric Power Cooperative
Midwest Energy, Inc. *
Northeast Texas Electric Cooperative *
Sunflower Electric Power Corporation # *
Tex-La Cooperative of Texas, Inc. *
Western Farmers Electric Cooperative #

Municipals

City of Clarksdale, Mississippi *
City of Lafayette, Louisiana # *
City Power & Light, Independence, Missouri # *
City Utilities, Springfield, Missouri *
Oklahoma Municipal Power Authority
Public Service Comm. of Yazoo City, Mississippi *
The Board of Public Utilities, Kansas City, Kansas # *

State Agencies

Grand River Dam Authority #
Louisiana Energy & Power Authority #

Independent Power Producer

Calpine Energy Services, L.P. *

Redbud Energy, L.P. *

Tenaska Power Services Company *

Marketers

Aquila Power - Aquila, Inc. *

Cargill Power Markets, LLC *

Cinergy Corporation *

Constellation Energy Commodities Group, Inc. *

Coral Power LLC *

Dynegy Marketing & Trade *

Duke Energy Trading & Marketing *

Edison Mission Marketing & Trading, Inc. *

El Paso Merchant Energy, L.P. *

NRG Power Marketing, Inc. *

TXU Energy Trading Company

Williams Power Company, Inc. *

* Transmission Dependent Member

Denotes Control Areas within SPP