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July 31, 2000

Dale Hardy Roberts  
Missouri Public Service Commission  
P.O. Box 360  
Jefferson City, MO 65102

**Re: Case No. EM-2000-369**

Dear Mr. Roberts:

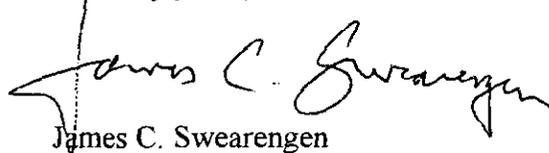
Enclosed for filing on behalf of UtiliCorp United Inc. and The Empire District Electric Company, please find an original and eight (8) copies of Response of UtiliCorp and Empire to Request for Public Hearings.

Copies of this filing will be provided to all parties of record.

Would you please see that this filing is brought to the attention of the appropriate Commission personnel.

I thank you in advance for your cooperation in this matter.

Sincerely yours,



James C. Swearngen

JCS/lar

Enclosure

cc: All Parties of Record

**FILED<sup>2</sup>**

JUL 31 2000

Missouri Public  
Service Commission

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

**FILED<sup>2</sup>**

JUL 31 2000

Missouri Public  
Service Commission

In the matter of the Joint Application            )  
of UtiliCorp United Inc. and The Empire        )  
District Electric Company for authority        )  
to merge The Empire District Electric        )  
Company with and into UtiliCorp United        )  
Inc. and, in connection therewith, certain    )  
other related transactions.                    )

EM-2000-369

**RESPONSE OF UTILICORP AND EMPIRE TO REQUEST  
FOR PUBLIC HEARINGS**

**COME NOW** UtiliCorp United Inc. ("UtiliCorp") and The Empire District Electric Company ("Empire") and for their Response to the Request for Public Hearings of Intervenors Empire District Electric Company Retired Employees ("Empire Retirees") respectfully state as follows to the Missouri Public Service Commission ("Commission").

1. UtiliCorp and Empire do not oppose a local public hearing for the purpose of receiving testimony from members of the public concerning the proposed merger generally much in the nature of local public hearings in rate proceedings when non-parties often appear. UtiliCorp and Empire do, however, oppose the specific request of the Empire Retirees.

2. In seeking leave to intervene out of time in this proceeding, the Empire Retirees indicated that they would comply with the procedural schedule previously established in this case and to that end filed their rebuttal testimony on June 21, 2000 as had been directed by the Commission.

3. Having been granted leave to intervene, the Empire Retirees, while continuing to profess compliance with the procedural schedule, now request that the Commission schedule four (4) days of local public hearings, commencing August 28, 2000, for the purpose, among other things,

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of receiving testimony from additional witnesses in support of their position who were allegedly unable to file testimony by the June 21, 2000 deadline. Moreover, they request that said additional testimony be heard by the Commission after the August 23, 2000 surrebuttal testimony filing date and less than two (2) weeks prior to the commencement of the evidentiary hearings which are scheduled to begin on September 11, 2000.<sup>1</sup>

4. The request of the Empire Retirees should be denied because it is contrary to the Commission's order which established June 21, 2000 as the rebuttal testimony filing date and because it would effectively deny UtiliCorp and Empire an opportunity to respond to this additional rebuttal testimony of the Empire Retirees by the August 23, 2000 surrebuttal testimony filing date. Furthermore, there is no indication that the testimony to be offered by the additional witnesses in support of the Empire Retirees will not simply be repetitive and cumulative. Finally, there is no justification for four (4) days of local hearings when only five (5) days have been set aside in September for the other witnesses.

5. As an alternative, UtiliCorp and Empire suggest that if the Commission is inclined to hold a local hearing in order to receive testimony from the members of the public concerning the proposed merger generally, to which UtiliCorp and Empire have no objection, the same should be limited to one (1) day and scheduled so that UtiliCorp and Empire will have a meaningful opportunity to review the transcript of the testimony and respond, if necessary, on August 23, 2000.

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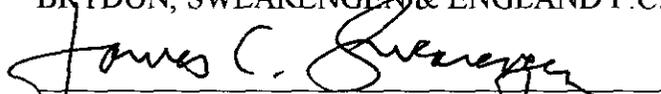
<sup>1</sup>The termination date of the Agreement and Plan of Merger between Empire and UtiliCorp is December 31, 2000. The Commission has accommodated Empire and UtiliCorp by establishing a schedule in this case which will permit a Commission order by year end.

**WHEREFORE** UtiliCorp and Empire respectfully request the Commission to deny the request for public hearings as submitted by the Empire Retirees.

Respectfully Submitted,

BRYDON, SWEARENGEN & ENGLAND P.C.

By:



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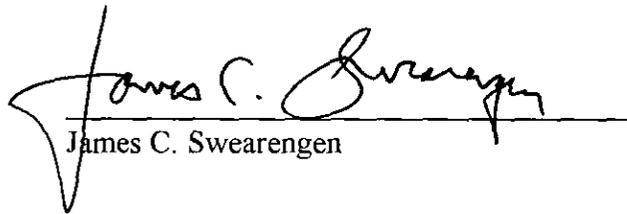
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Attorneys for UtiliCorp United Inc. and  
The Empire District Electric Company

**CERTIFICATE OF SERVICE**

I hereby certify that a true and correct copy of the above and foregoing document was sent by U.S. Mail, postage prepaid on this 31<sup>st</sup> day of July, 2000, to all parties of record.



James C. Swearngen