

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

In the Matter of the Joint Application of Union Electric )  
Company, d/b/a AmerenUE, and Pemiscot-Dunklin )  
Electric Cooperative, Inc. for an Order Approving the )  
Change in Electric Supplier for Certain Customers, )  
Authorizing the Sale, Transfer and Assignment of )  
Certain Electric Distribution Facilities and Easements )  
from AmerenUE to Pemiscot-Dunklin Electric )  
Cooperative and Approving the Territorial Agreement )  
Between AmerenUE and Pemiscot-Dunklin Electric )  
Cooperative in Dunklin County, Missouri )

**Case No. EO-2008-0310**

**UNANIMOUS STIPULATION AND AGREEMENT  
REGARDING THE JOINT APPLICATION**

**COME NOW** the undersigned parties in this case (Signatories), and respectfully state to the Missouri Public Service Commission (Commission) as follows:

1. Pursuant to Section 394.312.5 RSMo (Supp. 2007), “[t]he commission shall hold evidentiary hearings to determine whether such territorial agreements should be approved or disapproved, except that in those instances where the matter is resolved by a stipulation and agreement submitted to the commission by all the parties such hearings may be waived by agreement of the parties.”

2. This Unanimous Stipulation and Agreement (Agreement) is being entered into for the purpose of the Signatories accepting the terms provided in the submitted Joint Application, and pursuant to 394.312.5 RSMo (Supp. 2007), disposing of the need for the Commission to hold hearings in this matter.

3. The Signatories are aware Staff is filing a recommendation in this case which requests the Commission approve, with the following conditions, the Joint Application, as it is reasonable and necessary, and meets the public interest requirement of 393.106.2 RSMo (Supp. 2007):

a. AmerenUE will file updated tariff sheets reflecting the changes to its certificated service territory.

b. The Commission order the Joint Application has no effect, explicitly or implicitly, on current rates, and any impact of the Joint Application on AmerenUE's rate base will be determined in the current rate case, Case No. ER-2008-0318.

4. In presenting this Agreement, none of the Signatories to this Agreement shall be deemed to have approved, accepted, agreed, consented or acquiesced to any ratemaking principle or procedural principle, including, without limitation, any method of cost or revenue determination or cost allocation or revenue related methodology or any depreciation procedure, method or technique. None of the Signatories shall be prejudiced or bound in any manner by the terms of this Agreement (whether this Agreement is approved or not) in this or any other proceeding, other than a proceeding limited to enforce the terms of this Agreement, except as otherwise expressly specified herein.

5. If the Commission does not approve the Joint Application without modification, then the Agreement shall be void and no Signatory shall be bound by any of the agreements or provisions herein, except as specifically provided herein.

6. If the Commission does not unconditionally approve the Joint Application without modification, neither this Agreement, nor any matters associated with its consideration by the Commission, shall be considered or argued to be a waiver of the rights that any Signatory has for a decision in accordance with Section 536.080 RSMo (Supp. 2007) or Article V, Section 18 of the Missouri Constitution, and the Signatories shall retain all procedural and due process rights as fully as though this Agreement had not been presented for approval, and any suggestions or memoranda, testimony or exhibits that have been offered or received in support of this

Agreement shall become privileged as reflecting the substantive content of settlement discussions and shall be stricken from and not be considered as part of the administrative or evidentiary record before the Commission for any further purpose whatsoever.

7. If the Commission unconditionally accepts the specific terms of the Joint Application without modification, the Signatories waive, with respect to the issues resolved in the Joint Application: their respective rights (1) to call, examine and cross-examine witnesses pursuant to Section 536.070(2) RSMo (Supp. 2007); (2) their respective rights to present oral argument and/or written briefs pursuant to Section 536.080.1 RSMo (Supp. 2007); (3) their respective rights to the reading of the transcript by the Commission pursuant to Section 536.080.2 RSMo (Supp. 2007); (4) their respective rights to seek rehearing pursuant to Section 386.500 RSMo (Supp. 2007) and (5) their respective rights to judicial review pursuant to Section 386.510 RSMo (2000). These waivers apply only to a Commission order respecting the Joint Application issued in this above-captioned proceeding, and do not apply to any matters raised in any prior or subsequent Commission proceeding, or any matters not explicitly addressed by the Joint Application. This Agreement contains the entire agreement of the Signatories concerning the issues addressed herein.

8. If the Commission has questions for the Signatories' witnesses or Signatories, the Signatories will make available, at any on-the-record session, their witnesses and attorneys on the issues resolved by the Joint Application, so long as all parties have had adequate notice of that session. The Signatories agree to cooperate in presenting the Joint Application to the Commission for approval, and will take no action, direct or indirect, in opposition to the request for approval of the Joint Application.

**WHEREFORE**, the undersigned Signatories respectfully request the Commission to issue an order 1) waiving an evidentiary hearing pursuant to 394.312.5 RSMo (Supp. 2007); 2) approving the Joint Application subject to the specific terms and conditions contained therein; 3) requiring AmerenUE to file updated tariff sheets reflecting the changes to its certificated service territory; and 4) ordering the Joint Application has no effect, explicitly or implicitly, on AmerenUE's current rates, and any impact of the Joint Application on AmerenUE's rate base will be determined in the current rate case, Case No. ER-2008-0318.

Respectfully submitted,

<p><b><u>/s/ Jennifer Hernandez</u></b>  Jennifer Hernandez  Legal Counsel Missouri Bar No. 59814  Attorney for Staff of the  Missouri Public Service Commission  P.O. Box 360  Jefferson City, MO 65102  (573) 751-8706 (Telephone)  (573)-751-9285 (Fax)  <a href="mailto:jennifer.hernandez@psc.mo.gov">jennifer.hernandez@psc.mo.gov</a></p>	<p><b><u>/s/ John Hall Dalton, Jr.</u></b>  John Hall Dalton, Jr., #34631  Attorney at Law  Dalton, Treasure and Mowrer  203 College Street  P.O. Box 529  Kennett, MO 63857-0529  (573) 888-4631 (Telephone)  (573) 888-2127 (Fax)  <a href="mailto:jd.dtmlaw@clgw.net">jd.dtmlaw@clgw.net</a></p>
<p><b><u>/s/ Wendy K. Tatro</u></b>  Wendy K. Tatro, #60261  Associate General Counsel  Ameren Services Company  P.O. Box 66149  St. Louis, MO 63166-6149  (314) 554-2514 (Telephone)  (314) 554- 3484 (Fax)  <a href="mailto:wtatro@amerenc.com">wtatro@amerenc.com</a></p>	<p>OFFICE OF THE PUBLIC COUNSEL  <b><u>By: /s/ Lewis R. Mills, Jr.</u></b>  Lewis R. Mills, Jr. (#35275)  Public Counsel  P.O. Box 2230  Jefferson City, MO 65102  (573) 751-1304  (573) 751-5562 FAX  <a href="mailto:lewis.mills@ded.mo.gov">lewis.mills@ded.mo.gov</a></p>