

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

In the matter of the Application of Union)
Electric Company (d/b/a AmerenUE) for)
an order to authorizing the sale, transfer)
and assignment of certain Assets, Real)
Estate, Leased Property, Easements and)
Contractual Agreements to Central Illinois)
Public Service Company (d/b/a AmerenCIPS))
and, in connection therewith, certain other)
related transactions.)

Case No. EO-2004-0108

**RESPONSE OF UNION ELECTRIC COMPANY TO STAFF'S PROPOSED
PROCEDURAL SCHEDULE**

COMES NOW Union Electric Company d/b/a AmerenUE ("AmerenUE" or "Company") and responds as follows to the proposed procedural schedule filed by the Public Service Commission Staff ("Staff") on October 27.

1. The Company and Staff discussed a procedural schedule on Friday, October 31 that might be agreeable to both parties. Unfortunately, the Company and Staff were not able to agree on a schedule, and are currently at an impasse on this issue. Consequently, the Company urges the Commission to adopt its proposed schedule as being reasonable and consistent with AmerenUE's request for expedited treatment.

2. The Staff has proposed a schedule calling for Staff and Intervenors to file their Rebuttal Testimony on January 30, 2004. In its schedule, the Company proposed that Staff and Intervenors file their testimony on December 17. Thus, Staff and Company are approximately 45 days apart as to when such testimony would be filed. In the Company's view, its December 17 filing date is reasonable in that it would give Staff and Intervenors 3 full months to respond to the Company's September 17 filing.

3. Staff also proposed that Staff and Intervenors be allowed to file a second round of testimony, Cross-Surrebuttal, on March 1. In contrast, AmerenUE proposed that only the Company be allowed to file Surrebuttal testimony on January 15. The Company submits that Cross-Surrebuttal testimony by Staff and Intervenors is not necessary in this case. An adequate evidentiary record will result from the Company's Direct and Surrebuttal and from the Rebuttal of Staff and Intervenors.

4. The Company's schedule calls for hearings in February, whereas the Staff proposed hearings towards the end of March. Staff's schedule would make it difficult if not impossible for the Commission to issue an order in the first quarter of 2004. As set forth in the Company's Application, if no Commission action is received before the second quarter begins, the Company may be required to consider other alternatives than the transfer of its Metro East service area for the acquisition of capacity and energy for the summer of 2004. This may result in the acquisition of resources that would not be needed, and thus may impose unnecessary costs on AmerenUE.

5. AmerenUE renews its offer set forth in its October 27 pleading that it would respond to data requests in an expedited manner if the Commission adopts the Company's proposed procedural schedule. If not, then the Company reserves the right to use the full time allowed for answering data requests under the Commission's rules.

6. The Company's proposed schedule did not include a Prehearing Conference, but the Company has no objection to the scheduling of one.

WHEREFORE, AmerenUE respectfully requests that the Missouri Public Service Commission adopt the proposed procedural schedule filed by the Company on October 27 as being appropriate and consistent with the Company's request for expedited treatment.

Respectfully submitted,

By /s/ Joseph H. Raybuck

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CERTIFICATE OF SERVICE

I hereby certify that copies of the foregoing have been electronically mailed to all counsel of record this 3rd day of November 2003.

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