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January 12, 2000

FILED

JAN 12 2000

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

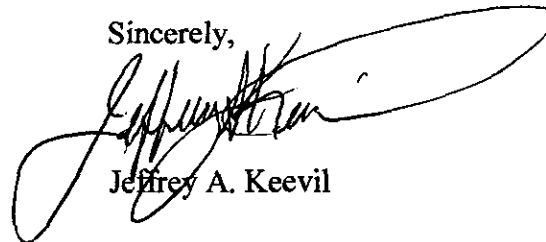
RE: Case No. EM-2000-369  
In the matter of the joint application of UtiliCorp United Inc. and The Empire  
District Electric Company

Dear Mr. Roberts:

Enclosed for filing in the above-referenced case are an original and fourteen (14) copies of an APPLICATION TO INTERVENE on behalf of the City of Springfield, Missouri, through the Board of Public Utilities ("City Utilities").

Copies of this filing have on this date been mailed or hand-delivered to the persons listed in the Commission's Order and Notice herein dated December 16, 1999. Thank you for your attention to this matter.

Sincerely,



Jeffrey A. Keevil

JAK/er  
Enclosures

cc: persons listed in December 16, 1999 Order and Notice

FILED

JAN 12 2000

BEFORE THE PUBLIC SERVICE COMMISSION  
OF THE STATE OF MISSOURI

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. )

Case No. EM-2000-369

APPLICATION TO INTERVENE

Comes Now the City of Springfield, Missouri, through the Board of Public Utilities (hereafter "Intervenor" or "City Utilities of Springfield"), pursuant to 4 CSR 240-2.075 and the Commission's Order and Notice issued herein on December 16, 1999, and in support of its Application to Intervene respectfully states as follows:

1. In its Order and Notice issued herein on December 16, 1999, the Commission set an intervention date for this case of January 14, 2000; this application for intervention is being timely filed pursuant to that Order.

2. The City of Springfield, Missouri, is a constitutional charter city existing and operating pursuant to Article VI, Sections 19 and 19(a) of the Constitution of the State of Missouri. Intervenor provides utility services, including electric utility service and natural gas utility service, to the public through its Board of Public Utilities pursuant to Article XVI of the City Charter of the City of Springfield, Missouri. To the extent required, copies of relevant provisions of Intervenor's City Charter have been previously filed with the Commission in Case No. TA-97-313 and are incorporated herein by this

reference. The principal office and place of business of City Utilities of Springfield is located at 301 East Central, P.O. Box 551, Springfield, Missouri 65801-0551.

3. All pleadings, correspondence, communications, notices, orders and decisions respecting this proceeding should be addressed to the following:

Jeffrey A. Keevil  
Stewart & Keevil, L.L.C.  
1001 Cherry Street  
Suite 302  
Columbia, Missouri 65201  
(573) 499-0635

William A.R. Dalton  
General Counsel  
City Utilities of Springfield, Missouri  
P.O. Box 551  
Springfield, Missouri 65802  
(417) 831-8604

4. As the Commission is aware, concerns regarding market power have been 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. Likewise, market power considerations will undoubtedly be an issue in the instant merger case. In the recent *Western Resources Inc./Kansas City Power & Light* case referenced above, in his rebuttal testimony the outside expert witness retained by Staff to perform a market power analysis defined the relevant market region for that case to include Kansas City Power & Light Company, Western Resources Inc., Missouri Public Service (a division of UtiliCorp United, Inc.), St. Joseph Light & Power Company, The Empire District Electric Company ("Empire") and City Utilities of Springfield, Missouri, among others. Although City Utilities of Springfield has not had the opportunity to closely analyze the testimony of Staff's witness in that case and therefore cannot accept or reject his analysis at this time, Staff's witness' inclusion of City Utilities

of Springfield in the same market region as both UtiliCorp's Missouri Public Service division and The Empire District Electric Company for purposes of his market power analysis clearly demonstrates that City Utilities of Springfield has a direct interest in this proceeding which is different from that of the general public and which cannot be adequately represented by any other participant in this proceeding. Similarly, since City Utilities of Springfield is connected to the electric "grid" in the State of Missouri, it is vitally concerned about actions such as this proposed merger which could have a direct impact on the transmission grid, and corresponding transmission of electricity, throughout the state and has a direct interest in this proceeding which is different from that of the general public and which cannot be adequately represented by any other participant in this proceeding.

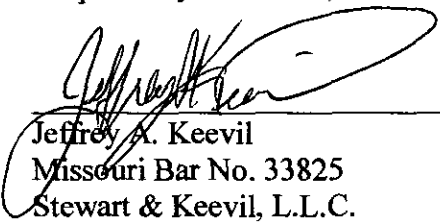
5. As the Commission is aware, Empire's service territory essentially surrounds the statutorily-approved service territory of City Utilities of Springfield, and in a few locations overlaps the statutorily-approved service territory of City Utilities of Springfield. Furthermore, both City Utilities of Springfield and Empire are participants in a jointly owned 345kv transmission line. Therefore, City Utilities of Springfield has a direct interest in this proceeding which is different from that of the general public and which cannot be adequately represented by any other participant in this proceeding. The Commission has previously recognized City Utilities of Springfield's interest and standing to intervene in cases involving Empire by granting it intervention in recent Case Number EA-99-172. City Utilities of Springfield is also an intervenor in the UtiliCorp United Inc./St. Joseph Light & Power Company merger case currently pending before the Commission as Case Number EM-2000-292 which is related to the instant case.

6. Due to the volume and complexity of the joint application and supporting materials filed herein by UtiliCorp United Inc. and Empire, City Utilities of Springfield cannot state with specificity at this time whether it supports or opposes the relief sought by the joint application. However, City Utilities of Springfield would obviously be opposed to an increase in market power of the joint applicants, whether of a transmission or generation nature, which could be exercised to the detriment of City Utilities of Springfield, or any other negative consequences of the proposed merger as such may affect the interests of City Utilities of Springfield.

7. For the reasons set forth above, Intervenor City Utilities of Springfield has an interest in this proceeding which is different from that of the general public, and which cannot be adequately represented by any other party. 4 CSR 240-2.075(4) provides for intervention on a showing that (A) the applicant for intervention has an interest in the proceeding which is different from that of the general public, or (B) the applicant is a municipality or other political subdivision, or (C) granting the intervention would serve the public interest. Although only one of the foregoing is required for intervention, Intervenor City Utilities of Springfield submits that it meets all of the above criteria for intervention and, accordingly, that this Application to Intervene should be granted.

WHEREFORE, having stated its grounds for intervention, the City of Springfield, Missouri, through the Board of Public Utilities, moves that the Commission enter an order granting it intervention as a full party to this case for all of the reasons set forth herein.

Respectfully submitted,



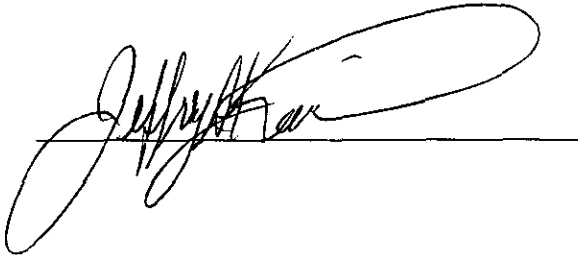
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(573) 499-0635  
(573) 499-0638 (fax)

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

**CERTIFICATE OF SERVICE**

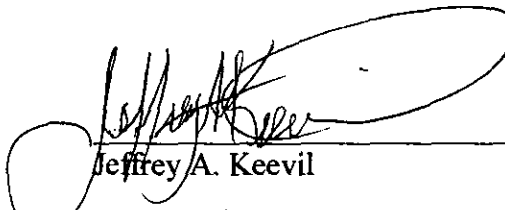
I hereby certify that a copy of the foregoing was served by placing same in first-class mail with proper postage affixed, or by hand delivery, to the persons listed in the Commission's Order and Notice dated December 16, 1999, on this 12th day of January, 2000.



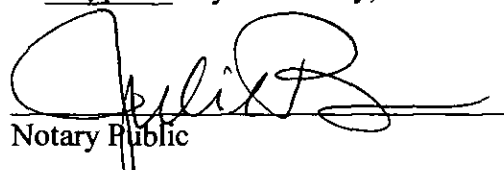
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State of Missouri     )  
                              )     ss.  
County of Boone     )

I, Jeffrey A. Keevil, being first duly sworn verify that I: am an attorney for the City of Springfield, Missouri, through the Board of Public Utilities ("City Utilities of Springfield"), licensed to practice law in the State of Missouri; have been authorized to file the foregoing Application to Intervene on behalf of City Utilities of Springfield; and that the statements contained therein are true to the best of my knowledge, information and belief.

  
\_\_\_\_\_  
Jeffrey A. Keevil

Subscribed and sworn to before me this 11<sup>th</sup> day of January, 2000.

  
\_\_\_\_\_  
Notary Public

My Commission expires: \_\_\_\_\_  
**JULIE BAVUSO**  
**NOTARY PUBLIC-NOTARY SEAL**  
**STATE OF MISSOURI**  
**BOONE COUNTY**  
**MY COMMISSION EXPIRES: 12/05/2001**