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STATE OF MISSOURI
PUBLIC SERVICE COMMISSION

PREHEARING CONFERENCE

August 15, 2001
Jefferson City, Missouri
Volume 3

In the Matter of the Joint)
Application of Gateway)
Pipeline Company, Inc.,)
Missouri Gas Company and) Case No. GM-2001-585
Missouri Pipeline Company)
and the Acquisition by)
Gateway Pipeline Company)
of the Outstanding Shares)
of UtiliCorp Pipeline)
Systems, Inc.)

BEFORE:

KEVIN THORNBURG, Presiding,
REGULATORY LAW JUDGE.

REPORTED BY:

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1 APPEARANCES:

2

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4 JAMES C. SWEARENGEN, Attorney at Law
5 Brydon, Swearengen & England, P.C.
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7 FOR: UtiliCorp United, Inc.
8 Missouri Pipeline Company Missouri, Inc.
Missouri Gas Company.

9 MARK W. COMLEY, Attorney at Law
10 Newman, Comley & Ruth
11 601 Monroe Street, Suite 301
Jefferson City, Missouri 65101
573.634.2266

12 and

13 MICHAEL C. PENDERGAST, Attorney at Law
14 JOSEPH T. CLENNON, Attorney at Law
15 720 Olive Street
St. Louis, Missouri 63101

16 FOR: Laclede Gas Company.

17 MARY ANN (GARR) YOUNG, Attorney at Law
18 William D. Steinmeier, P.C.
19 P.O. Box 104595
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20 FOR: CMS Panhandle Eastern Pipeline Company.

21 JEFFREY A. KEEVIL, Attorney at Law
22 Stewart & Keevil, L.L.C.
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23 FOR: Gateway Pipeline Company.

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1 APPEARANCES Continued:

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3 RONALD K. EVANS, Managing Associate General Counsel
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5 314.554.2156

6 FOR: Union Electric Company d/b/a AmerenUE.

7 M. RUTH O'NEILL, Legal Counsel
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FOR: Office of Public Counsel and the Public.

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LERA L. SHEMWELL, Associate Counsel
11 P.O. Box 360
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12 573/751-6434

13 FOR: Staff of the Missouri Public Service
Commission.

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1 P R O C E E D I N G S

2 (Written Entries of Appearance filed.)

3 JUDGE THORNBURG: It's Wednesday,
4 August 15th, at 10 a.m., and we're convening the third
5 prehearing conference in the case of in the Matter of
6 the Joint Application of Gateway Pipeline Company,
7 Inc., Missouri Gas Company and Missouri Pipeline
8 Company and the Acquisition by Gateway Pipeline
9 Company of the Outstanding Shares of UtiliCorp
10 Pipeline Systems, Inc. The case number is
11 GM-2001-585.

12 At this time we'll do entries of appearance.

13 For UtiliCorp, Missouri Pipeline Company,
14 and Missouri Gas Company?

15 MR. BOUDREAU: Thank you.

16 On behalf of UtiliCorp United, Inc. and the
17 joint applicants, Missouri Pipeline Company and
18 Missouri Gas Company, let the record reflect the
19 appearance of Paul A. Boudreau and James C.
20 Swearngen, Brydon, Swearngen & England, P.C., Post
21 Office Box 456, Jefferson City, Missouri.

22 JUDGE THORNBURG: Gateway Pipeline Company?

23 MR. KEEVIL: Since I don't have a
24 microphone, I'll try to speak loudly enough to be
25 heard.

1 Appearing on behalf of Gateway Pipeline
2 Company, Jeffrey A. Keevil of the law firm Stewart &
3 Keevil, L.L.C. Our address is 1001 Cherry Street,
4 Suite 302, Columbia, Missouri, 65201.

5 JUDGE THORNBURG: Thank you, Mr. Keevil.
6 On behalf of the Staff?

7 MS. SHEMWELL: Good morning. Thank you.

8 Lera Shemwell representing the Staff of the
9 Missouri Public Service Commission, Post Office
10 Box 360, Jefferson City, Missouri, 65102.

11 JUDGE THORNBURG: On behalf of the Office of
12 the Public Counsel?

13 MS. O'NEILL: Good morning.

14 Ruth O'Neill on behalf of the Office of the
15 Public Counsel, P.O. Box 7800, Jefferson City,
16 Missouri, 65102.

17 JUDGE THORNBURG: Thank you.

18 On behalf of AmerenUE, doing business as
19 Union Electric?

20 MR. EVANS: Ronald K. Evans appearing on
21 behalf of Union Electric Company, doing business as
22 AmerenUE, P.O. Box 66149, St. Louis, Missouri, 63166.

23 JUDGE THORNBURG: Thank you, Mr. Evans.

24 On behalf of Laclede Gas Company?

25 MR. COMLEY: Appearing locally for Laclede

1 Gas, Mark W. Comley, Newman, Comley & Ruth, 601 Monroe
2 Street, Suite 301, Jefferson City, Missouri.

3 Also appearing on behalf of the company are
4 its General Counsel, Mr. Michael C. Pendergast, and
5 Mr. Joseph T. Clennon, 720 Olive Street, St. Joseph,
6 Missouri -- excuse me -- St. Louis, Missouri.

7 JUDGE THORNBURG: Thank you, Mr. Comley.

8 And is there anyone here on behalf of CMS
9 Panhandle Eastern Pipeline Company?

10 MS. YOUNG: Yes, Judge.

11 Mary Ann Young with the law firm of
12 William D. Steinmeier, P.C. Our address is P.O.
13 Box 104595, Jefferson City, Missouri, 65110.

14 JUDGE THORNBURG: Thank you, Ms. Young.

15 Are there any parties I overlooked?

16 (No response.)

17 JUDGE THORNBURG: I didn't have any issues
18 to initiate with you today.

19 I've been looking at the motions regarding
20 Public Counsel's request to open up or declassify
21 certain data request responses and then the related
22 testimony of Public Counsel's witnesses. I'll try to
23 have something ready for the Commission to consider on
24 that prior to the hearing. I think that might
25 streamline the hearing a little bit if we know what we

1 can discuss in open session and what will have to be
2 in camera.

3 I'm not quite sure. It is possible we may
4 be able to resolve that by addressing the data request
5 responses, and then the testimony would just flow from
6 that. There was quite a bit of paper filed back and
7 forth, so I'm kind of sorting through it, and we will
8 get to that.

9 Are there any issues that the parties want
10 to bring to my attention today?

11 Mr. Boudreau, on behalf of the Applicants?

12 MR. BOUDREAU: Not at this time. Thank you.

13 JUDGE THORNBURG: Staff?

14 MS. SHEMWELL: No. Thank you, your Honor.

15 JUDGE THORNBURG: Okay. I have read through
16 the testimony. It looks like we've got a lot of
17 conflicts and possibly contentious issues, and,
18 hopefully, you'll have some discussions today on
19 either narrowing those or focusing them or reducing
20 them.

21 And I see that you brought quite a few
22 substantive participants with you today other than
23 just the attorneys, and I do appreciate that, because
24 I think that will help with your discussions.

25 And even if you aren't able to resolve many

1 of these matters, I think it will be helpful for the
2 issues statement you're going to file on Friday to
3 these folks here, and I do appreciate that.

4 The issue statement is due Friday. We have
5 the rebuttal statements -- or Rebuttal Testimony of
6 the Applicants and Cross-Surrebuttal on August 24th.
7 I'll note that, and then the position statements are
8 due Tuesday, August 28th.

9 And on behalf of Staff, I'm assuming I'll
10 get a witness list and the order of cross for that?

11 MS. SHEMWELL: Yes, Judge.

12 JUDGE THORNBURG: Thank you, Miss Shemwell.

13 I don't have anything further at this point
14 to discuss. Unless somebody else has anything that
15 needs to be on the record, we'll adjourn.

16 MR. KEEVIL: Just a question, Judge.

17 JUDGE THORNBURG: Yes, Mr. Keevil.

18 MR. KEEVIL: Your reference to the witness
19 list and order of cross, is that to be with the list
20 of issues or with the statements of position?

21 JUDGE THORNBURG: That's due at the same
22 time as the filing of the position statements of the
23 parties.

24 MR. KEEVIL: Position statements.

25 JUDGE THORNBURG: And then the Staff, in

1 addition -- I mean, that's on the same date. Also for
2 August 28th I have that the Staff will file the agreed
3 list and order of witnesses. I'm assuming that will
4 cover the order of cross.

5 I'm sorry I combined those. I didn't mean
6 to. I realize the position statements will come in
7 separately.

8 Okay. Well, with that, we'll adjourn.

9 And you do have the use of the room. I'd
10 ask that you let the receptionist know that -- when
11 you're ready to leave, because she'll need to secure
12 the room after you depart.

13 Thank you very much.

14 WHEREUPON, the on-the-record portion of the
15 prehearing conference was concluded.

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