

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

In the Matter of the Joint Application of Entergy Arkansas, Inc.,)
Mid South TransCo LLC, Transmission Company Arkansas,) Case No. EO-2013-0396
LLC and ITC Midsouth LLC for Approval of Transfer of Assets)
and Certificate of Convenience and Necessity, and Merger and,)
in connection therewith, Certain Other Related Transactions.)

In the Matter of Entergy Arkansas, Inc.’s Notification of)
Intent to Change Functional Control of Its Missouri Electric)
Transmission Facilities to the Midwest Independent) Case No. EO-2013-0431
Transmission System Operator, Inc. Regional Transmission)
System Organization or Alternative Request to Change)
Functional Control and Motions for Waiver and Expedited)
Treatment.)

JOINT LIST OF ISSUES, WITNESSES AND ORDER OF CROSS-EXAMINATION

COME NOW, Kansas City Power & Light Company (“KCP&L”), KCP&L Greater Missouri Operations Company (“GMO”) (collectively, the “Companies”), The Empire District Electric Company (“Empire”), and the Missouri Joint Municipal Electric Utility Commission (“MJMEUC”) and, in response to the Commission’s April 18, 2013 Order Granting Interventions and Setting Procedural Schedule, hereby files their List of Issues, Witnesses, and Order of Cross-Examination.

I. LIST OF ISSUES

I. Issues in Case No. EO-2013-0396

A. Have the Joint Applicants in Case No. EO-2013-0396¹ met their burden to provide sufficient information to the Commission so that the Commission may make a determination regarding whether the transfer of EAI’s Missouri transmission assets and its certificate of convenience and necessity is not detrimental to the public interest?

¹ Joint Applicants are Entergy Arkansas, Inc. (“EAI”), Mid South TransCo LLC (“Mid South”), Transmission Company Arkansas, LLC (“TC Arkansas”) and ITC Midsouth LLC (“ITC Midsouth”).

B. Have the Joint Applicants in Case No. EO-2013-0396 demonstrated that there is no net detriment to Missouri customers that may result from the contemplated merger?

C. Have the Joint Applicants in Case No. EO-2013-0396 documented and supported the increase in transmission rates that is likely to occur as a result of the merger?

D. Have the Joint applicants demonstrated any incremental benefit to Missouri customers that will offset the projected increases in transmission rates caused by the increased ROE and higher equity component in capital structure associated with the transfer of its Missouri transmission assets to ITC?

E. Have the Joint Applicants adequately addressed the issues of safety and reliability that may arise as a result of the proposed transaction?

II. Issues in Case No. EO-2013-0431

A. Has EAI met its burden to provide sufficient information to the Commission so that the Commission may make a determination regarding whether the transfer of functional control of EAI's Missouri transmission assets to MISO is not detrimental to the public interest?

B. Has EAI documented and supported the increase in transmission rates that is likely to occur as a result of the transfer of functional control to MISO?

C. Has EAI adequately addressed the issues of safety and reliability that may arise as a result of the proposed transaction?

D. Has EAI demonstrated that there will be no net detriment to Missouri transmission operations and the power market seam in Missouri as a result of the proposed transaction?

E. Has EAI demonstrated any incremental benefit to Missouri customers that will offset the projected increases in transmission rates caused by the application of Through and Out rates as a result of transmission service moving to the MISO Tariff?

F. Has EAI demonstrated a net benefit to Missouri customers that will offset the rate impacts to such customers as a result of the decrease in KCP&L's off-system sales margin?

G. Has EAI demonstrated that KCP&L, GMO, Empire, and MJMEUC will be held harmless with respect to cost compensation due to EAI's voluntary choice to place its transmission assets under MISO?

H. Are there conditions that the Commission could impose on this transfer that would allow for a finding that the transfer of functional control is not detrimental to the public interest?

II. ORDER OF OPENING STATEMENTS

EAI
ITC
KCPL/GMO
Empire
MJMEUC
OPC
Staff

III. LIST AND ORDER OF WITNESSES

EAI - Riley

ITC –
Welch
Collins
Jipping
Vitez
Wrenbeck
Bready

KCPL and GMO –
Carlson
Locke

Empire –
Warren²

IV. ORDER OF CROSS-EXAMINATION

A. EAI Witnesses

- 1. ITC**
- 2. MJMEUC**
- 3. Empire**
- 4. KCP&L/GMO**

² Mr. Warren will be traveling on June 19. Thus, if possible, Empire asks that he be taken out of turn, as necessary so that he may testify on June 18, 2013.

5. OPC

5. Staff

B. ITC Witnesses

1. EAI

2. MJMEUC

3. Empire

4. KCP&L/GMO

5. OPC

6. Staff

C. KCP&L/GMO Witnesses

1. MJMEUC

2. Empire

3. EAI

4. ITC

5. OPC

6. Staff

D. Empire Witness

1. MJMEUC

2. KCP&L/GMO

3. EAI

4. ITC

5. OPC

6. Staff

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/s/ Roger W. Steiner

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CERTIFICATE OF SERVICE

I do hereby certify that a true and correct copy of the foregoing document has been hand-delivered, emailed or mailed, postage prepaid, to all counsel of record in this case this 10th day of June, 2013.

/S/ dlc