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STATE OF MISSOURI
PUBLIC SERVICE COMMISSION

TRANSCRIPT OF PROCEEDINGS

Prehearing Conference

December 15, 1999
Jefferson City, Missouri
Volume 1

In the Matter of the Joint)
Application of Atmos Energy)
Corporation and Arkansas Western)
Gas Company, d/b/a Associated)
Natural Gas Company, for an Order)
Authorizing the Sale and Transfer)
of Certain Assets of Associated) Case No. GM-2000-312
Natural Gas Company Located in)
Missouri to Atmos Energy)
Corporation and Either Authorizing)
the Transfer of Existing)
Certificate of Public Convenience)
and Necessity or Granting a New)
Certificate of Public Convenience)
and Necessity to Atmos Energy)
Corporation in Conjunction with)
Same.)

MORRIS L. WOODRUFF, Presiding,
REGULATORY LAW JUDGE.

REPORTED BY:

KELLENE K. FEDDERSEN, CSR, RPR
ASSOCIATED COURT REPORTERS, INC.

1 APPEARANCES:

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11 FOR: Associated Natural Gas Company.

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17 FOR: City of Malden.
18 City of Campbell.
19 Appleton City.

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22 1001 Cherry Street, Suite 302
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24 FOR: IBEW Local 1439.

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5 FOR: Staff of the Missouri Public
6 Service Commission.
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1 P R O C E E D I N G S

2 JUDGE WOODRUFF: Good morning, everyone. My
3 name is Morris Woodruff. I'm the Regulatory Law Judge
4 in this case, and we're here for a prehearing
5 conference in the case of GM-2000-312, which is the
6 application of Atmos Energy Corporation and Arkansas
7 Western Gas Company, doing business as Associated
8 Natural Gas Company for an order authorizing the sale
9 and transfer of certain assets of Associated Natural
10 Gas located in Missouri to Atmos and certain other
11 transfer of existing certificates of public
12 convenience and necessity or granting a new
13 certificate of public convenience and necessity to
14 Atmos Energy Corporation in conjunction with same.

15 As I said, we're here for a prehearing
16 conference. So we'll get started by taking entries of
17 appearance, and let's start with ANG.

18 MR. DUFFY: Gary Duffy, Brydon, Swearngen &
19 England, P.C., P.O. Box 456, Jefferson City, Missouri,
20 appearing for Associated Natural Gas.

21 JUDGE WOODRUFF: Thank you. And for Atmos?

22 MR. FISCHER: James M. Fischer, 101 West
23 McCarty Street, Suite 215, Jefferson City, Missouri
24 65101, appearing on behalf of Atmos Energy
25 Corporation.

1 JUDGE WOODRUFF: And for Staff?

2 MR. FREY: Appearing on behalf of the Staff
3 of the Missouri Public Service Commission, Dennis L.
4 Frey, P.O. Box 360, Jefferson City, Missouri 65102.

5 JUDGE WOODRUFF: Thank you. And for Public
6 Counsel?

7 MR. MICHEEL: Douglas E. Micheel appearing
8 on behalf of the Office of the Public Counsel and the
9 Public, P.O. Box 7800, Jefferson City, Missouri
10 65102-7800.

11 JUDGE WOODRUFF: And for the electrical
12 workers?

13 MR. KEEVIL: Jeffrey A. Keevil of the law
14 firm of Stewart & Keevil, LLC, 1001 Cherry Street,
15 Suite 302, Columbia, Missouri 65201, appearing on
16 behalf of the International Brotherhood of Electrical
17 Workers, Local No. 1439.

18 JUDGE WOODRUFF: Thank you. And for the
19 cities of Appleton City, Campbell and Malden?

20 MR. JOHNSON: Craig Johnson, Andereck,
21 Evans, Milne, Peace & Baumhoer, Box 1438, Jefferson
22 City, Missouri 65102.

23 JUDGE WOODRUFF: And for Noranda Aluminum?

24 MR. FULTON: Yes. Robin Fulton, P.O. Box
25 151, Fredericktown, Missouri 63645.

1 JUDGE WOODRUFF: Any other attorneys here
2 that I've missed? Hearing none.

3 The reason you're here today is, of course,
4 for two reasons. First is to discuss a procedural
5 schedule in this case, and the Order that established
6 this hearing also indicated that that Order would
7 be -- that procedural schedule should be submitted by
8 the 22nd, and I'll reiterate that today. Please give
9 that to me by next week.

10 You can avoid setting hearings for the week
11 of May 8th through the 12th and the area of June 8th
12 through the 21st. I'll be out of town those times.
13 Otherwise, after April 1st is looking pretty clear on
14 the schedule right now, although I know there are a
15 lot of hearings that will be set in that time in the
16 near future. And you're all aware of the calendar
17 back there that you can go back and check on.

18 Of course, the other purpose for being here
19 is for discussions toward possible settlement if
20 that's appropriate. So this is a chance to get
21 everybody in the room, to have you tell each other
22 what your issues are and perhaps maybe reach some
23 resolution to some issues and see what you can come up
24 with. I, of course, won't take part in any of those
25 discussions.

1 Is there anything else that anybody wants to
2 bring up on the record?

3 MR. FREY: Your Honor, just one matter
4 dealing with the procedural schedule. Depending on
5 how the discussions go today, I guess there's a
6 possibility that we would want to defer filing of the
7 procedural schedule until perhaps after the new year
8 arrives.

9 So I guess I'd just like to let the record
10 reflect that, and in the event that we'd like to do
11 so, perhaps we can consult you later in the day.

12 JUDGE WOODRUFF: If it appears to be that
13 you do want extra time to come up with a schedule,
14 just file a motion for it, although I will be in my
15 office if you have any other questions. You can
16 certainly consult with me in that aspect also.

17 Anything else anyone wants to bring up? All
18 right. Hearing nothing, then, we will go of the
19 record at this point.

20 WHEREUPON, the recorded portion of the
21 prehearing conference was concluded.

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