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December 14, 1999

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-2000-292

FILED²
DEC 14 1999
Missouri Public
Service Commission

Dear Mr. Roberts:

Enclosed for filing in the referenced case on behalf of UtiliCorp United Inc. and St. Joseph Light & Power Company, please find an original and fourteen copies of a Proposed Procedural Schedule for UtiliCorp and SJLP.

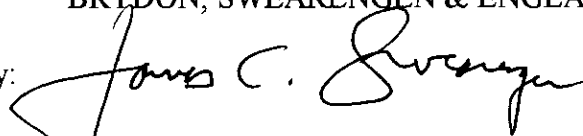
Would you please see that this filing is brought to the attention of the appropriate Commission personnel.

I thank you in advance for your cooperation in this matter.

Sincerely yours,

BRYDON, SWEARENGEN & ENGLAND P.C.

By:


James C. Swearengen

JCS/lar

Enclosure

cc: All Parties of Record

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

FILED²

DEC 14 1999

Missouri Public
Service Commission

In the matter of the Joint Application of)
UtiliCorp United Inc. and St. Joseph Light)
& Power Company for authority to merge)
St. Joseph Light & Power Company with)
and into UtiliCorp United Inc. and, in)
connection therewith, certain other related)
transactions.)

Case No. EM-2000-292

PROPOSED PROCEDURAL SCHEDULE OF UTILICORP AND SJLP

COME NOW UtiliCorp United Inc. ("UtiliCorp") and St. Joseph Light & Power Company ("SJLP") and, pursuant to the direction of ALJ Morris Woodruff, submit their proposed procedural schedule in the captioned matter:

1. On October 19, 1999, UtiliCorp and SJLP filed with the Missouri Public Service Commission ("Commission") a Joint Application for approval to merge SJLP with and into UtiliCorp, the latter surviving, all as more particularly described in and pursuant to the terms of an Agreement and Plan of Merger dated March 4, 1999. At the same time, UtiliCorp and SJLP filed their direct testimony and schedules in support of the Joint Application. UtiliCorp and SJLP also filed a proposed procedural schedule, but did not request expedited treatment of the Joint Application.

2. UtiliCorp and SJLP renew their request that their proposed procedural schedule, which follows, be adopted by the Commission for this case:

<u>Event</u>	<u>Date</u>
Joint Application of UtiliCorp and SJLP	October 19, 1999
Direct Testimony in support of UtiliCorp/SJLP Joint Application	October 19, 1999
Staff, Public Counsel and Intervenors rebuttal testimony	February 11, 2000
UtiliCorp and SJLP surrebuttal testimony at the option of UtiliCorp and SJLP	March 10, 2000
Prehearing conference	March 27-31, 2000
Statement of Positions	April 5, 2000
Evidentiary hearings	April 10-14, 2000
Briefs	May, 2000

3. As previously indicated, the proposed schedule is reasonable as it provides for a full and fair opportunity (approximately four months) for all interested parties to inquire about the consequences of the merger through discovery, which is already well underway, and to prepare and file rebuttal testimony in a timely manner. The proposed schedule is by no means "expedited." The proposed schedule is also fair to UtiliCorp and SJLP as it recognizes that as the moving parties they have the burden of proof and/or persuasion and are thereby afforded the customary practice of opening and presenting a prima facie case, which they have done, and the opportunity to close should they deem surrebuttal testimony appropriate. Finally the proposed schedule contemplates that the case be submitted to the Commission by the end of May 2000 thus permitting a Report and Order to be issued as early as June 30, 2000, for a total processing time of approximately 8½ months. This time frame is well in line with the Commission's only previous experience of deciding a fully contested merger application. In Case No. EM-91-213, the Staff argued that Kansas Power and Light Company's merger with Kansas Gas & Electric Company (which involved what is now the Missouri gas properties of Missouri Gas Energy) was detrimental to the public interest and that the application should be denied. After an evidentiary hearing in which a merger savings plan was litigated, the Commission issued its Report and Order approving the merger, ten months after the application was filed. See, Re Kansas Power and Light Company, 1 Mo. P.S.C. 3d 150 (1991). UtiliCorp and SJLP

should be afforded the same timely processing of their request.


4. The proposed schedule does not contemplate a Retail Market Power Study as UtiliCorp and SJLP continue to believe that this is not the proper time to conduct such a study. Should the Commission determine, however, that such a study should be completed and filed in this case, UtiliCorp and SJLP will obviously comply. In that event, UtiliCorp and SJLP request the Commission to establish the format and requirements for the study as did the FERC with respect to the issuance of its Order No. 592 and "Appendix A" requirements. The Commission should also indicate the assumptions which should be used including the following:

- When retail competition will begin in Missouri
- The participants in retail competition (i.e. will municipals and rural electric cooperatives be part of the open market?)
- The type of market Missouri will have (i.e. PoolCos, Pxs, Bi-lateral, or some mix)
- The form of RTO serving Missouri
- Components of transmission cost
- Transmission lines assigned to the RTO
- The relevant geographic market
- The pricing strategies that should be reviewed

5. Finally, in accordance with the revised procedural schedule adopted for the Union Electric/CIPSCO merger and cited by the Commission Staff in pleadings in this case, the other parties were given six months from the filing of the joint application and direct testimony to prepare and file rebuttal testimony. In the interest of compromise and as a further accommodation, UtiliCorp and SJLP propose as an alternative schedule the filing of rebuttal testimony by the other parties six months after the direct filing, or on or about April 21, 2000, with the other dates to be adjusted accordingly.

WHEREFORE, UtiliCorp and SJLP respectfully request that the Commission issue its order approving the procedural schedule set out above in paragraph 2, or alternatively the proposal set out above in paragraph 5.

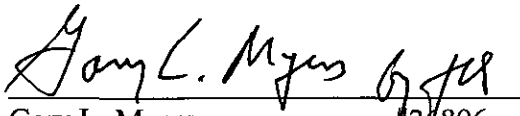
Respectfully submitted,



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Attorneys for St. Joseph Light & Power Company

CERTIFICATE OF SERVICE

I hereby certify that a true and correct copy of the above and foregoing document was sent by U.S. Mail, postage prepaid, or hand-delivered, on this 14th day of December, 1999, to all parties of record.

