

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

Midwest Energy Consumers Group,)	
)	
Complainant,)	
)	Case No. EC-2017-0107
v.)	
)	
Great Plains Energy Incorporated,)	
)	
Respondent.)	

**JOINT STIPULATION OF FACTS AND LIST OF ISSUES, REQUEST TO
TAKE OFFICIAL NOTICE, MOTION TO CANCEL HEARING AND ORAL
ARGUMENT AND TO ESTABLISH BRIEFING SCHEDULE,
AND MOTION FOR EXPEDITED TREATMENT**

Complainant Midwest Energy Consumers Group (“MECG”), Respondent Great Plains Energy Incorporated (“GPE”), the Staff of the Missouri Public Service Commission (“Staff”), and Intervenor Consumers Council of Missouri (“CCM”), pursuant to the Commission’s Order Denying Motion to Dismiss and Scheduling Evidentiary Hearing of January 4, 2017, provide the following joint stipulation of facts and list of issues, as well as a request to take official notice.

For the reasons stated in more detail below, these four parties respectfully request that the Commission cancel the evidentiary hearing scheduled for February 1, 2017 and not conduct any further oral argument as they do not intend to call any witnesses or file any motions for summary determination. Instead, they request that the Commission permit one final round of briefs to be filed by February 1, 2017.

JOINT STIPULATION OF FACTS

1. On May 29, 2016, Great Plains Energy Incorporated (“GPE”) entered into an Agreement and Plan of Merger under which GPE will ultimately acquire all of the capital stock of Westar Energy, Inc. (“Westar”).

2. Westar is a Kansas corporation that is authorized by the Kansas Corporation Commission to conduct business as a public utility in the State of Kansas. Westar has 702,000 electric customers in the State of Kansas.

3. Westar is not a Missouri public utility subject to the jurisdiction of this Commission.

4. Westar owns 100% of the stock of Westar Generating, Inc. (“Westar Generating”).

5. Westar Generating owns an undivided 40% share of the State Line Combined Cycle Generating Facility located within the State of Missouri near Joplin.

6. Westar Generating holds a Certificate of Convenience and Necessity (“CCN”) granted by this Commission.

7. Westar Generating’s CCN was issued in a decision entitled Order Approving Application to Transfer Assets and Order Granting Certificate of Convenience and Necessity, issued on June 1, 2000 in the cases of In re Empire District Electric Co., No. EM-2000-145, and In re Westar Generating, Inc., No. EA-2000-153.

8. Westar Generating does not sell electricity to or provide any service to a member of the public in Missouri.

9. GPE’s President and Chief Executive Officer Terry Bassham advised the Commission and OPC by email on May 31, 2016 of the merger agreement by and between GPE and Westar, and that it was GPE’s position that the merger is not subject to approval by the Commission because it will occur at the parent corporation/holding company level by entities that are not electrical corporations in Missouri subject to Commission jurisdiction.

10. GPE has not sought Commission approval to acquire Westar.

REQUEST TO TAKE OFFICIAL NOTICE

The parties request that the Commission take official or administrative notice of the following matters, pursuant to Section 536.070(6), Mo. Rev. Stat. (2000), as amended:

a. First Amended Stipulation and Agreement, In re Application of Kansas City Power & Light Co. for an Order Authorizing its Plan to Reorganize Itself into a Holding Company Structure, No. EM-2001-464 (July 9, 2001) (“2001 GPE Stipulation”). (Note: The Commission’s EFIS system incorrectly lists the date of the First Amended Stipulation and Agreement as July 10, 2001.)

b. Order Approving Stipulation and Agreement and Closing Case, In re Application of Kansas City Power & Light Co. for an Order Authorizing its Plan to Reorganize Itself into a Holding Company Structure, No. EM-2001-464 (July 31, 2001). (Note: The Commission’s EFIS system incorrectly lists the date of this order as August 15, 2001.)

c. Transcript of Proceedings, On-the-Record Presentations, Vol. 2 (July 5, 2001) and Vol. 3 (July 27, 2001), In re Application of Kansas City Power & Light Co. for an Order Authorizing its Plan to Reorganize Itself into a Holding Company Structure, No. EM-2001-464.

d. Application of Westar Generating, Inc., In re Application of Westar Generating, Inc. for a Certificate of Public Convenience and Necessity, No. EA-2000-153 (Aug. 17, 1999). (Note: This case was subsequently consolidated with In re Application of Empire Dist. Elec. Co., No. EM-2000-145.)

e. Staff Recommendation, In re Application of Westar Generating, Inc. for a Certificate of Public Convenience and Necessity, No. EA-2000-153, and In re Application of Empire Dist. Elec. Co., No. EM-2000-145 (May 11, 2000).

f. Order Approving Application to Transfer Assets and Order Granting Certificate of Convenience and Necessity, In re Application of Empire Dist. Elec. Co., No. EM-2000-145, and In re Application of Westar Generating, Inc., No. EA-2000-153 (June 1, 2000).

JOINT LIST OF ISSUES

1. What is the meaning of the term “public utility,” as found in Section II(7) of the 2001 GPE Stipulation?
2. Does the 2001 GPE Stipulation apply to GPE’s acquisition of Westar?
3. Is GPE required to obtain Commission approval of its proposal to acquire Westar?

WITNESS LIST AND ORDER OF CROSS-EXAMINATION

MECG, GPE, Staff, and CCM do not intend to call any witnesses, given the joint stipulation of facts that has been agreed to, and the matters that they have requested be officially noticed by the Commission. Therefore, no need exists for either a witness list or an order of cross-examination. These four parties believe that the Commission can proceed to decide the legal questions set forth in the joint list of issues on the basis of the stipulated facts and the matters which may be officially noticed.

MOTION TO CANCEL EVIDENTIARY HEARING AND ORAL ARGUMENT

Neither the Complainant MECG nor the Respondent GPE intends to call any witnesses. Staff and CCM also do not intend to call any witnesses. Consequently, there is no need for the Commission to conduct an evidentiary hearing on February 1, 2017. As such, Complainant MECG, Respondent GPE, Staff, and CCM waive their right to an evidentiary hearing, as provided by Section 386.390.

MECG, GPE, Staff and CCM do not intend to file a motion for summary determination under 4 CSR 240-2.117(1). Given the oral arguments that were presented to the Commission on December 21, 2016 regarding GPE's Motion to Dismiss MECG's First Amended Complaint and the extensive discussion of the issues that occurred at that time, these parties believe that any further oral argument would largely duplicate their previous oral and written positions. Therefore, they believe that there is no need for further oral argument and respectfully request that the Commission cancel oral argument.

MECG, GPE, Staff and CCM do request that the Commission permit one final round of briefing so that the parties may summarize their positions in this complaint case.

MOTION FOR EXPEDITED TREATMENT

MECG, GPE, Staff and CCM move for expedited treatment of these requests under 4 CSR 240-2.080(14) as the evidentiary hearing or oral argument scheduled for February 1, 2017 is fast approaching. This pleading was filed as soon as possible under the present circumstances.

WHEREFORE, MECG, GPE, Staff and CCM respectfully request that the Commission accept their Joint Stipulation of Facts and Statement of Issues, take official notice of the matters requested, cancel the evidentiary hearing or oral argument scheduled for February 1, 2017, and instead permit the parties to file a final round of briefs. They request that the Commission issue such an order on an expedited basis.

Respectfully submitted,

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CERTIFICATE OF SERVICE

A copy of the foregoing was served upon all parties to the case by email or U.S. mail, postage prepaid, this 18th day of January, 2017.

/s/Karl Zobrist

Attorney for Great Plains Energy Incorporated