

**STATE OF MISSOURI
PUBLIC SERVICE COMMISSION**

At a session of the Public Service
Commission held at its office in
Jefferson City on the 15th day of
September, 2010.

In the Matter of an Application of Union Electric)
Company, d/b/a AmerenUE, for an Order)
Authorizing the Sale and Transfer of Certain)
Assets of AmerenUE to St. James Municipal)
Utilities and Rolla Municipal Utilities)

File No. EO-2010-0263

ORDER APPROVING STIPULATION AND AGREEMENT

Issue Date: September 15, 2010

Effective Date: September 25, 2010

On March 24,¹ Union Electric Company, d/b/a AmerenUE (“AmerenUE”), submitted an Application to the Commission. AmerenUE wants to transfer certain of its assets to St. James Municipal Utilities (“St. James”) and Rolla Municipal Utilities (“Rolla”), two wholesale customers of AmerenUE.²

AmerenUE’s application contains the asset purchase agreements and the resolution of AmerenUE approving the sale. The application also states that the sale would not be detrimental to the public interest. The sale is being proposed at the request of Rolla and St. James, who are wholesale customers of AmerenUE. AmerenUE further stated that no significant tax impact of this transaction is expected.

On September 7, AmerenUE, Rolla, St. James, and the Staff of the Commission (“Staff”) filed a Stipulation and Agreement (“Stipulation”). The signatories agree that the

¹ All calendar references are to 2010 unless otherwise noted.

² Namely, AmerenUE proposes to sell a substation, associated plant, and 34.5 kV circuits to Rolla and St. James.

sale would not be detrimental to the public interest. To cite but one example, the sale would allow Rolla and St. James to improve its service reliability and reduce outage durations by having equipment, material and personnel available locally, rather than waiting on AmerenUE personnel, stationed over an hour away. Further, such sale will not result in any reduced level of service or reliability to any AmerenUE customer, nor impact AmerenUE's rates. Also on September 7, the Office of the Public Counsel stated that it does not oppose the stipulation, and that it waives the seven days allowed for objection under Commission Rule 4 CSR 240-2.115(2)(B).

The Commission has the legal authority to accept a stipulation and agreement to resolve a case.³ The Commission notes that “[e]very decision and order in a contested case shall be in writing and, except in default cases or cases disposed of by stipulation, consent order or agreed settlement . . . shall include . . . findings of fact and conclusions of law.”⁴ Consequently, the Commission need not make findings of fact or conclusions of law in this order.

If no party objects to a stipulation and agreement, the Commission may treat the Agreement as unanimous.⁵ Because all parties have either signed the Stipulation, or stated that they do not oppose the agreement, the Commission will treat the Stipulation as unanimous.

Section 393.190 requires an electrical corporation to get Commission approval before selling its assets. The Commission may not withhold approval of the sale unless the sale would be detrimental to the public interest.⁶

³ See Section 536.060, RSMo 2000.

⁴ Section 536.090, RSMo 2000.

⁵ 4 CSR 240-2-115(2)(C).

⁶ See *State ex rel. Fee Fee Trunk Sewer, Inc. v. Litz*, 596 S.W.2d 466, 468 (Mo.App.E.D. 1980).

The Commission has reviewed the application and the Stipulation. The Commission independently finds and concludes that the proposed transaction is not detrimental to the public interest and should be approved.

THE COMMISSION ORDERS THAT:

1. The Application is granted.
2. The Commission grants Union Electric Company, d/b/a AmerenUE, the authority to sell the assets listed in its March 24, 2010 application.
3. The Stipulation and Agreement is approved, and its signatories are ordered to comply with its terms.
4. This order shall become effective on September 25, 2010.
5. This case shall be closed on September 26, 2010.

BY THE COMMISSION



Steven C. Reed
Secretary

(S E A L)

Clayton, Chm., Jarrett, Gunn,
and Kenney, CC., concur.
Davis, C., concurs, with separate
concurring opinion to follow.

Pridgin, Senior Regulatory Law Judge