

BEFORE THE PUBLIC SERVICE COMMISSION
OF THE STATE OF MISSOURI

In the Matter of the Joint Application of Great Plains)
Energy Incorporated, Kansas City Power & Light)
Company, and Aquila, Inc., for Approval of the Merger) **Case No. EM-2007-0374**
of Aquila, Inc., with a Subsidiary of Great Plains)
Energy Incorporated and for Other Related Relief.)

ORDER GRANTING INTERVENTION
AND GRANTING LEAVE TO APPEAR *PRO HAC VICE*

Issue Date: July 27, 2007

Effective Date: July 27, 2007

On April 4, 2007, Great Plains Energy Incorporated, Kansas City Power & Light Company, and Aquila, Inc., filed a joint application with the Missouri Public Service Commission requesting authority for a series of transactions whereby Aquila will become a direct, wholly owned subsidiary of Great Plains Energy. On April 9, 2007, the Commission issued an order giving notice of the application and setting an intervention deadline of April 30, 2007.

On July 13, 2007, the National Nuclear Security Administration (NNSA), on behalf of itself, the United States Department of Energy (DOE), and all other affected Federal Executive Agencies (FEA) (collectively, DOE/NNSA), filed an application for late intervention. DOE/NNSA states that it is a large industrial customer of Kansas City Power & Light Company and, as such, may be materially and substantially affected by the contemplated merger. Further, DOE/NNSA states that the FEA represents all federal executive agencies located in KCPL's and Aquila's service territories that purchase electricity from these companies and, as such, may also be materially and substantially

affected by the proposed merger. DOE/NNSA argues that because of its size, load factor, and conditions of service, it represents a federal government and taxpayer interest which cannot be represented adequately by any other party.

In compliance with 4 CSR 240-2.075(5), DOE/NNSA explains that its application to intervene was filed after the due date for the reason that permission to intervene was required to be obtained from DOE headquarters. Further, since DOE/NNSA's attorneys are not members of the Missouri Bar, it was necessary to obtain local counsel. DOE/NNSA asserts that it will take no actions that prejudice any other parties that could arise from its late intervention.

No responses to DOE/NNSA's application have been filed and the date for doing so has passed. Therefore, the Commission takes up the application for late intervention unopposed. The Commission finds that good cause exists to grant DOE/NNSA intervention in this case.

Pursuant to 4 CSR 240-2.030, Paul N. Jones and Lewis O. Campbell, attorneys for DOE/NNSA, have petitioned for leave to appear *pro hac vice*, and have designated Mark W. Comley, a member in good standing of the Missouri Bar, as local representation. The Commission finds that Mr. Jones and Mr. Campbell have complied with the Commission's rule and will be granted leave to appear.

IT IS ORDERED THAT:

1. The Application for Late Intervention of United States Department of Energy, National Nuclear Security Administration, and Federal Executive Agencies is granted.

2. The Petition for Leave to Appear *Pro Hac Vice* of Paul N. Jones and Lewis O. Campbell is granted.

3. This order shall become effective on July 27, 2007.

BY THE COMMISSION

A handwritten signature in black ink, appearing to read 'Colleen M. Dale', written over a horizontal line.

Colleen M. Dale
Secretary

(S E A L)

Nancy Dippell, Deputy Chief Regulatory
Law Judge, by delegation of authority
pursuant to Section 386.240, RSMo 2000.

Dated at Jefferson City, Missouri,
on this 27th day of July, 2007.