1 STATE OF MISSOURI 2 PUBLIC SERVICE COMMISSION 3 4 5 6 TRANSCRIPT OF PROCEEDINGS 7 Prehearing Conference July 20, 2010 8 Jefferson City, Missouri 9 Volume 1 10 11 In the Matter of the Application ) 12 Of Union Electric Company d/b/a ) AmerenUE For an Order Authorizing ) 13 the Sale and Transfer of Certain  $\$ ) File No. EO-2010-0263 Assets of AmerenUE to St. James ) 14 Municipal Utilities and Rolla ) Municipal Utilities 15 ) 16 17 18 RONALD D. PRIDGIN, Presiding, SENIOR REGULATORY LAW JUDGE. 19 20 21 22 REPORTED BY: 23 KELLENE K. FEDDERSEN, CSR, RPR, CCR MIDWEST LITIGATION SERVICES 24 25

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1 **APPEARANCES:** DEAN L. COOPER, Attorney at Law 2 GARY DUFFY, Attorney at Law 3 Brydon, Swearengen & England, P.C. 312 East Capitol 4 P.O. Box 456 Jefferson City, MO 65102-0456 5 (573)635-7166 paulb@brydonlaw.com б rmitten@brydonlaw.com 7 FOR: City of Rolla. City of St. James. 8 JAMES B. LOWERY, Attorney at Law 9 Smith Lewis, LLP 111 South 9th Street, Suite 200 P.O. Box 918 10 Columbia, MO 65205-0918 (573)443-3141 11 lowery@smithlewis.com 12 FOR: AmerenUE. 13 DONNA HAWLEY, pro se 14 2602 Brook Drive Rolla, MO 65401 15 FOR: Pro Se Intervenor. 16 LEWIS R. MILLS, JR., Public Counsel 17 Office of the Public Counsel P.O. Box 2230 18 200 Madison Street, Suite 650 Jefferson City, MO 65102-2230 (573)751-4857 19 FOR: Office of the Public Counsel 20 and the Public. 21 22 23 24 25

NATHAN WILLIAMS, Deputy Counsel/Electric Missouri Public Service Commission P.O. Box 360 200 Madison Street Jefferson City, MO 65102 (573)751-3234 FOR: Staff of the Missouri Public Service Commission. 

1 PROCEEDINGS 2 JUDGE PRIDGIN: All right. Good morning. 3 We're on the record in the prehearing conference in Case 4 No. EO-2010-0263. I am Ron Pridgin. I'm the Regulatory 5 Law Judge assigned to preside over this prehearing б conference. It's being held on July 20th, 2010. We're in 7 the Governor Office Building in Jefferson City, Missouri. The time is about 10:08 a.m. 8 9 And let me take just a moment to try to 10 explain to Ms. Hawley the purpose of the conference and 11 perhaps answer any questions you might have, and then I'll take entries of appearance, which is essentially just 12 getting names and addresses from people and seeing if 13 14 there's anything else the parties want to bring to my 15 attention. What we normally do in cases before the 16 17 Commission is, if it appears we're going to go to hearing, 18 we will set a prehearing conference and give the parties a 19 chance to get together at least one time to discuss potential settlement, to discuss potential stipulation of 20 21 facts, and to see if they can agree on hearing dates, and 22 that's essentially the purpose of today's conference. 23 What I'll do here in a moment is I'll ask again for entries of appearance, which will just be 24 25 counsel giving me names and addresses, and I'll ask you to

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1 give your name and address as well. I'll ask if there's 2 anything that the parties want or need to bring to my 3 attention, and then essentially my portion will be over, 4 and then the parties are encouraged to stay together 5 either in this room or to talk however you'd like to to 6 try to work towards any potential negotiation or any 7 procedural schedule that you might want. 8 Does that kind of explain the purpose of 9 today's conference? 10 MS. HAWLEY: Yes. JUDGE PRIDGIN: Do you have any questions? 11 12 MS. HAWLEY: No. JUDGE PRIDGIN: All right. Thank you. Let 13 14 me get entries of appearance from counsel then, please, beginning with the Staff of the Commission. 15 16 MR. WILLIAMS: Nathan Williams, Deputy Counsel, P.O. Box 360, Jefferson City, Missouri 65102. 17 18 JUDGE PRIDGIN: Mr. Williams, thank you. 19 On behalf of AmerenUE, please. MR. LOWERY: James Lowery, Smith Lewis, 20 21 LLP, 111 South Ninth Street, Columbia, Missouri 65201, 22 appearing on behalf of AmerenUE. 23 MR. LOWERY: Mr. Lowery, thank you. On behalf of Rolla Municipal Utilities and St. James 24 25 Municipal Utilities, please.

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1 MR. COOPER: Dean L. Cooper from Brydon, Swearengen & England, P.C., P.O. Box 456, Jefferson City, 2 3 Missouri 65102, appearing on behalf of the City of Rolla 4 and the City of St. James. 5 JUDGE PRIDGIN: Mr. Cooper, thank you. On б behalf of the Office of the Public Counsel, please. 7 MR. MILLS: Lewis Mills. My address is Post Office Box 2230, Jefferson City, Missouri 65102. 8 9 JUDGE PRIDGIN: Mr. Mills, thank you. On 10 behalf of intervenor Donna Hawley, please. MS. HAWLEY: Donna Hawley, 2602 Brook 11 Drive, Rolla, Missouri 65401. 12 JUDGE PRIDGIN: Ms. Hawley, thank you. I 13 14 believe -- I glanced at the calendar. I'm trying to 15 remember, make sure I get this correctly. If I remember correctly, I think August, if the parties were inclined to 16 17 have a hearing in August, I think it's almost completely 18 booked due to rate case hearings, but I think from 19 September on is pretty clear. Okay. Mr. Lowery apparently has a copy of the Commission's schedule. At 20 21 least give you that information. 22 Is there anything counsel wants to bring to 23 my attention or any of the parties want to bring to my attention or any questions before I give you time to talk? 24 25 All right. I believe as of now a proposed

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procedural schedule or in the alternative schedules would be due Friday, if I remember correctly. And you have access to this room the rest of the day. You're free to use it and free to talk. Anything else from counsel before we go off б the record? MR. LOWERY: Not from me, your Honor. JUDGE PRIDGIN: Hearing nothing, that will conclude the on-the-record portion of the prehearing conferences in Case No. EO-2010-0236. Thank you very much. We're off the record. WHEREUPON, the recorded portion of the prehearing conference was concluded. 

1 2 CERTIFICATE 3 STATE OF MISSOURI ) ) ss. 4 COUNTY OF COLE ) 5 I, Kellene K. Feddersen, Certified 6 Shorthand Reporter with the firm of Midwest Litigation 7 Services, do hereby certify that I was personally present 8 at the proceedings had in the above-entitled cause at the 9 time and place set forth in the caption sheet thereof; that I then and there took down in Stenotype the 10 proceedings had; and that the foregoing is a full, true 11 12 and correct transcript of such Stenotype notes so made at 13 such time and place. Given at my office in the City of 14 Jefferson, County of Cole, State of Missouri. 15 16 Kellene K. Feddersen, RPR, CSR, CCR 17 18 19 20 21 22 23 24 25