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STATE OF MISSOURI
PUBLIC SERVICE COMMISSION

TRANSCRIPT OF PROCEEDINGS

Pre-hearing Conference

May 24, 2007

Jefferson City, Missouri

Volume 1

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

NANCY DIPPELL, Presiding
DEPUTY CHIEF REGULATORY LAW JUDGE

REPORTED BY:
MINDY VISLAY, CCR
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1 P R O C E E D I N G S

2 HEARING OFFICER DIPPELL: This is Case
3 No. EM-2007-0374 in the matter of the joint
4 application of Great Plains Energy Incorporated,
5 Kansas City Power & Light Company and Aquila, Inc. for
6 approval of the merger of Aquila, Inc., with a
7 subsidiary of Great Plains Energy Incorporated and for
8 other related relief.

9 We've come here today for an early pre-hearing
10 conference -- really a procedural conference. You
11 have been meeting in a technical conference, I
12 understand, yesterday, and I'd like to begin first
13 with entries of appearance. We do have some people
14 conference by telephone. And so, I am going to begin
15 with the Staff.

16 MR. THOMPSON: Kevin Thompson, Nathan
17 Williams, Steven Dottheim, P.O. Box 360, Jefferson
18 City, Missouri, 65102 appearing on behalf of the Staff
19 of the Missouri Public Service Commission.

20 HEARING OFFICER DIPPELL: Public Counsel?

21 MR. MILLS: On behalf of the Office of the
22 Public Counsel and the Public, my name is Lewis Mills,
23 my address is P.O. Box 2230, Jefferson City, Missouri
24 65102.

25 HEARING OFFICER DIPPELL: And for Aquila?

1 MS. PARSONS: Paul Boudreau, and my name is
2 Renee Parsons. Mr. Boudreau's office is 312 East
3 Capitol Avenue, Jefferson City, Missouri 65102, and I
4 am Renee Parsons with Aquila, Inc., 20 West 9th
5 Street, Kansas City, Missouri 64105.

6 HEARING OFFICER DIPPELL: Great Plains?

7 MR. RIGGINS: Bill Riggins, Curtis Blanc,
8 Karl Zobrist, Roger Steiner and James Fischer. Our
9 written entries have our addresses on them. Appearing
10 on behalf of Kansas City Power & Light and Great
11 Plains.

12 HEARING OFFICER DIPPELL: You're also for
13 Kansas City Power & Light?

14 MR. RIGGINS: Yes.

15 HEARING OFFICER DIPPELL: And then we had
16 the interveners?

17 MR. CONRAD: On behalf of the interveners
18 Praxair, Ag Processing, Inc., A Cooperative, and the
19 Sedalia Industrial Energy Users' Association, please
20 record the appearance of Stuart W. Conrad of the law
21 firm of Finnegan, Conrad & Peterson, 3100 Broadway,
22 Suite 1209, Kansas City, Missouri 64111. Also, Mr.
23 Woodsmall, in our office, will be co-counsel on this
24 case for those interveners.

25 HEARING OFFICER DIPPELL: Mr. DeFord?

1 MR. DEFORD: Paul DeFord with the law firm
2 of Lathrop and Gage, 2345 Grand Boulevard, Kansas
3 City, Missouri 64108, appearing on behalf of Black
4 Hills Corporation.

5 HEARING OFFICER DIPPELL: Ms. Young?

6 MS. YOUNG: Thank you, Judge. Mary Ann
7 Young and William D. Steinmeier with the law firm of
8 William D. Steinmeier, P.C., appearing on behalf of
9 the City of St. Joseph.

10 HEARING OFFICER DIPPELL: Mr. Comley?

11 MR. COMLEY: Thank you, Judge Dippell. Let
12 the record reflect the entry of appearance of Mark W.
13 Comley of Newman, Comley & Ruth, P.C., 601 Monroe,
14 Suite 301, Jefferson City, Missouri 65102, on behalf
15 of the City of Kansas City.

16 And also, let the record reflect the entry of the
17 following members of the Kamlet, Shepherd & Reichert
18 firm, the business address is 1515 Arapahoe Street,
19 Tower 1, Suite 1600, Denver, Colorado 80202;
20 Mr. Willie E. Shepherd, Mr. Raymond L. Gifford, Mr.
21 Adam M. Peters, and Amy M. Danneil. And let me
22 introduce to the Commission today three of the members
23 who are here; Mr. Gifford, Mr. Peters, and Amy
24 Danneil.

25 HEARING OFFICER DIPPELL: Thank you.

1 MR. COMLEY: All for the City of Kansas
2 City, thank you.

3 MR. LUMLEY: On behalf of Dogwood Energy,
4 Carl Lumley of the Curtis Heinz law firm, 130 South
5 Beniston, Suite 200, Clayton, Missouri.

6 HEARING OFFICER DIPPELL: Have we missed
7 anyone else in the room?

8 MR. MILLER: Yes, Your Honor. Martin A.
9 Miller on behalf of Cass County, my address is 601
10 Monroe Street, Suite 301, Jefferson City, Missouri
11 65102, with the law firm of Newman, Comley & Ruth.

12 HEARING OFFICER DIPPELL: And anyone else
13 in the room? Okay. Let's go to our parties on the
14 telephone, Mr. Stewart?

15 MR. STEWART: Charles Brent Stewart of the
16 law firm of Stewart and Keevil, L.L.C., 4603 John Gary
17 Drive, Suite 11, Columbia, Missouri 65203, appearing
18 on behalf of the Missouri Joint Municipal Electric
19 Utility Commission.

20 MS. SCHWARTZ: Ms. Dayla Bishop Schwartz
21 appearing on behalf of the City of Independence, 111
22 East Maple, Independence, Missouri 64050.

23 HEARING OFFICER DIPPELL: Is there anyone
24 else present that needs to make an entry of
25 appearance? Not seeing anyone, we'll go ahead and go

1 forward.

2 I have previously ordered that a proposed
3 procedural schedule be submitted on May 31st, I know
4 the Commission is interested in keeping this
5 proceeding moving along, maybe even with the hopes of
6 getting this completely wrapped up by the end of the
7 year. If you could keep that in mind when you're
8 making up your procedural schedule, I think, given the
9 impact in the State and the size of this case, as you
10 can tell by the number of parties in it, that it's
11 important to the Commission to make sure it moves
12 along and doesn't get stalled in the administrative
13 process. So, if you can try to keep that in mind when
14 you're setting your procedural schedule, that would be
15 helpful.

16 Are there any pending motions or any other
17 concerns? Is everyone getting notice of filings now
18 that all the interventions have been granted?

19 MR. LUMLEY: We were initially getting
20 them, and the last couple of orders issued, we did not
21 receive the notice. So, I was going to have my
22 assistant look into that.

23 HEARING OFFICER DIPPELL: I'm hoping you're
24 getting the EFIS notices.

25 MR. CONRAD: Will all those parties that

1 are absent please raise their hand. It's difficult to
2 know if we have not gotten something.

3 HEARING OFFICER DIPPELL: Let me ask this,
4 I sent out a notice with the conference call
5 procedures on it, just on Tuesday, did everyone
6 receive that via e-mail?

7 MR. LUMLEY: No.

8 HEARING OFFICER DIPPELL: Okay. I was
9 concerned about that, and I don't see Mr. Kaufman
10 here, and I was concerned that perhaps -- did
11 Mr. Kaufman participate, yesterday, representing the
12 South Harper residence.

13 MR. MILLS: I did talk to him, either
14 earlier this week or last week, and he knew of both
15 yesterday's conference and today's, and at that time,
16 was planning to be here today. So, he may just be
17 running late.

18 HEARING OFFICER DIPPELL: I just had that
19 concern, I had e-mails with other people saying I
20 didn't get the notice about the conference procedures,
21 and that's the reason I wanted to make sure. If you
22 become aware of any service issues like that, please
23 let me know, I don't always trust EFIS, and I usually
24 try to have last minute things faxed to your office as
25 well. So, if you'll make sure that you have a current

1 fax number listed on your contact information, that
2 will help -- I did not fax the notice on Tuesday --
3 but that will help also to keep things moving along
4 and make sure we all get notice of everything.

5 Are there any other pending motions or concerns
6 that I've missed that need to be brought on the
7 record? All right.

8 Well, I appreciate all of your participation
9 today. This conference phone line is open until
10 5:00 p.m. today, so if you need to keep that going,
11 please do. If you need to make arrangements to keep
12 going into the night, please do.

13 Seeing nothing further, I believe that will
14 conclude this on-the-record portion, and we can go off
15 the record, thank you.

16 (WHEREIN, the recorded portion of the pre-hearing
17 conference was concluded.)

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1 CERTIFICATE OF REPORTER

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4 I, Mindy Vislay, Certified Court Reporter with the
5 firm of Midwest Litigation Services, and Notary Public
6 within and for the State of Missouri, do hereby
7 certify that I was personally present at the
8 proceedings had in the above-entitled cause at the
9 time and place previously described; that I then and
10 there took down in Stenotype the proceedings had; and
11 that the foregoing is a full, true and correct
12 transcript of such Stenotype notes so made at such
13 time and place.

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18 Mindy Vislay, CCR

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Notary Public (County of Cole)

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My commission expires March 19, 2011

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