STATE OF MISSOURI
PUBLIC SERVICE COMMISSION

At a session of the Public Service Commission held by telephone and internet audio conference on the 5th day of May, 2021.

In the Matter of the Application of Ameren Transmission Company of Illinois for a Certificate of Public Convenience and Necessity to Construct, Install, Own, Operate, Maintain, and Otherwise Control and Manage a 138 kV Transmission Line and Associated Facilities in Perry and Cape Girardeau Counties, Missouri	)	**File No. EA-2021-0087**

ORDER DIRECTING NOTICE AND SETTING DEADLINES FOR INTERVENTION APPLICATIONS AND STAFF'S RECOMMENDATION

Issue Date: May 5, 2021 Effective Date: May 5, 2021

On April 28, 2021, Ameren Transmission Company of Illinois (ATXI) filed an application requesting a certificate of convenience and necessity to construct, install, own, operate, maintain, and otherwise control and manage a 138 kV transmission line and associated facilities in Perry and Cape Girardeau counties. ATXI requests a Commission order no later than December 30, 2021.

The Commission will direct notice be given and set a deadline for intervention applications. The Commission will also direct Staff to file a recommendation with regard to ATXI's application.

THE COMMISSION ORDERS THAT:

1. The Commission's Data Center shall provide notice of this order and ATXI's application to the county commissions for the Missouri counties of Perry and Cape Girardeau.

2. The Commission's Public Policy and Outreach Department shall provide notice of ATXI's application to members of the General Assembly representing residents of Perry and Cape Girardeau counties.

3. The Commission's Public Policy and Outreach Department shall provide notice of ATXI's application to news media serving residents of Perry and Cape Girardeau counties.

4. Applications for intervention shall be filed no later than June 4, 2021. Any such filing shall be submitted through the Commission's electronic filing information system or delivered to:

Secretary
Missouri Public Service Commission
P. O. Box 360
Jefferson City, MO 65102

5. No later than June 18, 2021, the Commission's Staff shall file either a recommendation regarding ATXI's application or a status report advising when it expects to file a recommendation.

6. This order shall be effective when issued.

BY THE COMMISSION

Morris L. Woodruff
Secretary

Silvey, Chm., Kenney, Rupp, Coleman, and
Holsman CC., concur.

Jacobs, Regulatory Law Judge

BEFORE THE PUBLIC SERVICE COMMISSION
OF THE STATE OF MISSOURI

In the Matter of the Application of Ameren Transmission Company of Illinois for a Certificate of Public Convenience and Necessity to Construct, Install, Own, Operate, Maintain, and Otherwise Control and Manage a 138 kV Transmission Line and associated facilities in Perry and Cape Girardeau Counties, Missouri	)	Case No. EA-2021-0087

APPLICATION

COMES NOW Ameren Transmission Company of Illinois ("ATXI") and, under authority of and in accordance with Section 393.170.1 RSMo., 20 CSR 4240-2.060, and 20 CSR 4240-20.045, makes this application to the Missouri Public Service Commission ("Commission") for a certificate of convenience and necessity ("CCN") to construct, install, own, operate, maintain, and otherwise control and manage a 138 kV transmission line and associated facilities in Perry and Cape Girardeau Counties, Missouri.

I. General Information About the Applicant

1. ATXI is a corporation organized under the laws of Illinois with its principal office at 1901 Chouteau Avenue, St. Louis, Missouri 63103. ATXI is duly authorized to do business in Missouri. A certified copy of ATXI's Authority to Conduct Business in the State of Missouri is attached hereto as **Appendix A**.

2. ATXI is what is referred to as a transmission-only utility. It was initially created to help facilitate additional transmission development in Illinois. Today, ATXI generally pursues and develops transmission opportunities that create value for end-use customers, in the region in general, but that might not best fit into the project development portfolios of Ameren's traditional

incumbent utilities like Union Electric Company d/b/a Ameren Missouri ("Ameren Missouri") or Ameren Illinois Company d/b/a Ameren Illinois ("Ameren Illinois").

3. ATXI was first recognized by the Commission as a public utility in Case No. EA-2015-0145. ATXI has a successful track record in developing several Multi-Value Projects and has also recently expanded its project portfolio to include opportunities like the one ATXI recently developed in conjunction with the City of Rolla (File No. EA-2018-0327). ATXI is a subsidiary of Ameren Corporation and an affiliate of Ameren Missouri and Ameren Illinois.

4. Other than matters that may be pending before the Federal Energy Regulatory Commission, ATXI has no pending actions or final unsatisfied judgments or decisions against it from any state or federal court or agency within the past three (3) years that involve customer service or rates and has no overdue or unpaid annual reports or assessment fees.

5. In addition to the undersigned counsel, correspondence, communications, notices, orders, and decisions of the Commission with respect to this matter should be sent to:

Eric Dearmont
Director, Regulatory Affairs and Interconnection Policy
Ameren Services Company
1901 Chouteau Avenue
St. Louis, Missouri 63103
(314) 749-9275
edearmont@ameren.com

II. Project Description and Benefits

6. ATXI is seeking a CCN to construct, install, own, operate, maintain, and otherwise control and manage approximately 15 miles of 138 kV transmission line ("Transmission Line") in Perry and Cape Girardeau Counties, Missouri, as well as a new substation at the southern end of the Transmission Line in Cape Girardeau County (the "Whipple Substation"). The Transmission Line and the Whipple Substation are referred to collectively as the "Project." The Project is part

of a larger development (the "ATXI-Wabash Development") in cooperation with Citizens Electric Cooperative ("Citizens") and the Wabash Valley Power Alliance ("Wabash Valley"). Citizens is the local distribution cooperative in the Project area and Wabash Valley is the affiliated Generation and Transmission ("G&T") cooperative that serves Citizens with power and transmission needs. As the transmission-owning entity, Wabash Valley is ATXI's primary counterparty in the ATXI-Wabash Development and related transactions. The portion of the ATXI-Wabash Development being constructed by Wabash Valley does not require a CCN from the Commission. Further details about the Project and the ATXI-Wabash Valley Development are provided in the direct testimony of Sean Black, Director of Transmission Business Development for Ameren Services Company ("Ameren Services").

7. As explained in this Application and the associated testimony, granting the requested CCN is necessary and convenient for the public service. Citizens and Wabash Valley were going to pursue transmission upgrades in this area of southeastern Missouri—with the cost of such project(s) to be allocated to the Ameren Missouri Transmission Pricing Zone—regardless of ATXI or Ameren Missouri's involvement. The sole transmission-voltage source to the southern end of the Project area is an existing Ameren Missouri 161 kV line that is radial in nature and terminates into lower-voltage distribution facilities. Providing an additional source of transmission supply will thus create a new, redundant transmission network in the area and not only help support the Citizens load, but also the interconnected Ameren Missouri load (served by Ameren Missouri's Wedekind Substation). In sum, the Project helps support local reliability for both Ameren Missouri and Citizens/Wabash Valley.

8. In addition, ATXI intends to design the line in a manner that could, in the future, provide additional strategic value to the region. The line (meaning conductor) that will be

energized as a part of the initial Project will be a single 138 kV line. But, ATXI intends to design and install structures that are capable of being outfitted with an additional transmission circuit at a voltage of up to 345 kV in the future. If that additional circuit becomes necessary, Wabash Valley would have the option to then acquire the original 138 kV circuit (meaning conductor) from ATXI and ATXI would collaborate with Ameren Missouri with respect to the installation, ownership and operation of the 345 kV facilities. The future use and benefits case would likely determine whether ATXI or Ameren Missouri would ultimately own the future facilities. The benefits of unlocking these current and future benefits for ATXI and Ameren Missouri are discussed in more detail in the direct testimony of Mr. Black. Mr. Black also addresses how the Project satisfies the Tartan Criteria, as used by the Commission to evaluate CCN applications.

III. Summary of Direct Testimony

9. A list of ATXI witnesses providing direct testimony in support of this Application, and the subject matters covered are summarized in the following table.

Name	Subject Matter
Sean Black	Mr. Black is the Director of Transmission Business Development and will provide an overview of the Project, introduce the other witnesses, and address how the Project satisfies the criteria used by the Commission when determining whether to grant a CCN.
Jim Jontry	Mr. Jontry is the Project Manager assigned to the Project and will generally testify about the Project schedule. He will also provide additional detail about the estimated cost of the Project.
Jessica Timmermann	Ms. Timmermann is a Supervising Engineer in the Transmission Line Design Department. Ms. Timmermann will generally testify to the design of the Transmission Line.
Curtiss Frazier	Curtiss Frazier is a Supervising Engineer in the Transmission Substation Design Department. Mr. Frazier will generally testify to the design of the Whipple Substation.
Craig Hiser	Mr. Hiser is a Supervisor in the Real Estate Department. Mr. Hiser will generally testify as to the real estate aspects of the Project, including ATXI's proposed easement acquisition strategies.

Dan Schmidt	Mr. Schmidt works for HDR, Inc. ("HDR"), a consulting firm ATXI hired to perform several tasks related to the Project. Mr. Schmidt will generally testify about how ATXI developed its proposed transmission line route and will sponsor the related route study.
Emily Hyland	Ms. Hyland also works for HDR and will generally testify about ATXI's pre-filing open house and public engagement efforts, as well as the environmental and cultural impacts of the Project and related coordination with local, state and federal agencies.

IV. Miscellaneous Filing Requirements

10. In addition to the general information stated above, this Application and the associated testimony satisfies the filing requirements of 20 CSR 4240-20.045(6) as follows:

11. The description of the proposed route and site of construction is provided in the direct testimony and schedule of Dan Schmidt, Senior Project Manager with HDR Engineering, Inc. ("HDR"). Additionally, the public engagement, coordination with local, state and federal agencies, and the environmental and cultural impacts of the Project are discussed in the direct testimony and schedules of Emily Hyland, Resources Strategic Communications Director with HRD. Real estate requirements and the easement acquisition process is discussed in the direct testimony of Craig Hiser, Real Estate Supervisor for Ameren Services. A legal description of the proposed route, including the Whipple Substation, is included as Schedule CH-01, attached to Mr. Hiser's testimony.

12. A list of all electric, gas, and telephone conduit, wires, cables, and lines of regulated and nonregulated utilities, railroad tracks, and each underground facility, as defined in Section 319.015, RSMo., which the proposed construction will cross, is provided as **Appendix B** hereto.

13. A description of the plans, specifications, and estimated costs for the complete scope of the Project is set forth in the direct testimony of James Jontry, Senior Project Manager for Ameren Services. Mr. Jontry also describes the Project schedule, including the projected

beginning of construction date and the anticipated fully operational and used for service date of the Project.

14. A description of the operational features of the Transmission Line is provided in the direct testimony of Jessica Timmermann, Supervising Engineer for Ameren Services. A description of the operational features of the Whipple Substation is provided in the direct testimony of Curtiss Frazier, Principal Engineer for Ameren Services.

15. The only common plant to be included in the Project is certain communication equipment within the Whipple Substation which will be used for processing electric data for multiple Ameren subsidiaries.

16. Plans for financing the Project are discussed in the direct testimony of Mr. Black.

17. ATXI is not subject to 20 CSR 4240-22, as it is not an electric utility which sold more than one (1) million megawatt-hours to Missouri retail electric customers in calendar year 2009. Accordingly, the requirement to describe how the Project relates to the utility's adopted preferred plan is not applicable.

18. An overview of ATXI's plan for the Project regarding competitive bidding for the design, engineering, procurement, construction management, and construction of the Project is provided in the direct testimony of Mr. Jontry. Mr. Jontry also provides an overview of plans for operating and maintaining the Project and for restoration of safe and adequate service after significant, unplanned/forced outages of the Project.

19. An affidavit addressing the verification required by 20 CSR 4240-2.060(1)(M) is provided as **Appendix C** hereto. An affidavit confirming compliance with the notice requirements of 20 CSR 4240-20.045(6)(K) is attached as **Appendix D** hereto.[1]

V. Other Matters

20. On September 25, 2020 ATXI filed notice of this Application as required by 20 CSR 4240-4.017. On March 10, 2021, ATXI filed a request to waive the 180-day filing requirement under 20 CSR 4240-4.017, which was set to expire on March 24, 2021. On March 15, the Commission granted the waiver request and extended the filing requirement 45 days, until May 10, 2021.

21. Because ATXI will not provide retail service to end-use customers and will not be rate-regulated by the Commission, ATXI requests that the Commission waive the depreciation study requirement of 20 CSR 4240-3.175, the reporting requirements of 20 CSR 4240-3.190(1), (2) and 3(A)-(D), the annual reporting requirement of 20 CSR 4240-10.145, the rate schedule filing requirement of 20 CSR 4240-20.105, for good cause.

22. ATXI will continue to file with the Commission the annual report it files with the Federal Energy Regulatory Commission.

23. ATXI is not seeking expedited treatment of this Application, but for the purposes of planning, requests an order from the Commission by December 30, 2021, which is in line with a typical timeline for processing a CCN application of this nature. The importance of receiving an order from the Commission by December 30, 2021 in order to meet the Project's scheduled in-service date is discussed in the direct testimony of Mr. Jontry.

[1] ATXI is filing confidential and public versions of Appendix D. The confidential version contains names and addresses of landowners and is confidential pursuant to 20 CSR 4240-2.135(2)(A)(1).

WHEREFORE, ATXI respectfully requests the Commission grant its request for a CCN for the Project, and take such other action as it determines the law requires in order to approval all aspect of the Project.

Respectfully submitted,

/s/ Frank A. Caro, Jr.

Frank A. Caro, Jr. MBN 42094
Andrew O. Schulte MBN 62194
Polsinelli PC
900 W. 48th Place, Suite 900
Kansas City, Missouri 64112
(816) 572-4754
fcaro@polsinelli.com
aschulte@polsinelli.com

Matthew R. Tomc MBN 66751
Director and Assistant General Counsel
Ameren Services Company
1901 Chouteau Avenue
St. Louis, MO 63166
(314) 554-2041
mtomc@ameren.com

ATTORNEYS FOR AMEREN TRANSMISSION COMPANY OF ILLINOIS

Appendix A

STATE OF MISSOURI

John R. Ashcroft
Secretary of State

CERTIFICATE OF GOOD STANDING

I, John R. Ashcroft, Secretary of State of the STATE OF MISSOURI, do hereby certify that the records in my office and in my care and custody reveal that

AMEREN TRANSMISSION COMPANY OF ILLINOIS

F01245931

A Illinois entity was created under the laws of this State on 8/1/2012, and in Good Standing, having fully complied with all the requirements of this office.

IN TESTIMONY WHEREOF, I hereunto set my hand and cause to be affixed the GREAT SEAL of the State of Missouri. Done at the City of Jefferson, the 23rd day of April, 2021.

Secretary of State

Certification Number: CERT-IN78393

Appendix B

LIMESTONE RIDGE POTENTIAL UTILITY CROSSINGS		
Route - Perry and Cape Girardeau Counties		
Utility Company	**Utility Type**	**Contact Number**
ATT DISTRIBUTION (Cape & Perry Counties)	FO,TEL,TV	(314)275-0020
CITIZENS ELECTRIC CORPORATION (Cape & Perry Counties)	E	(573)768-3954
JOINT UTILITIES BOARD (Perry County Only)*	S,W	(573)824-1170
KINDER MORGAN/NAT GAS PIPELINE (Cape & Perry Counties)	G	(573)243-2637
LIBERTY UTILITIES (Perry County Only)*	G	(855)872-3242
CAPE GIRARDEAU COUNTY PWSD 1 (Cape County Only)	W	(573)382-3297
SHO-ME TECHNOLOGIES (Cape County Only)*	E,TEL	(417)859-2615

FO = Fiber Optics
TEL = Telephone
TV = Television
W = Water
E = Electric
G = Gas
S = Sewer

	Latitude	Longitude	Possible Service Provider
Possible Underground Communication Crossing	37°28'46.30"N	89°31'38.87"W	ATT DISTRIBUTION
	37°30'14.05"N	89°32'23.29"W	ATT DISTRIBUTION
	37°33'21.23"N	89°34'0.34"W	ATT DISTRIBUTION
	37°38'47.32"N	89°32'56.24"W	ATT DISTRIBUTION
Possible Overhead Electric Crossing	37°28'46.30"N	89°31'38.87"W	CITIZENS ELECTRIC CORPORATION
	37°29'4.71"N	89°32'15.42"W	CITIZENS ELECTRIC CORPORATION
	37°30'13.16"N	89°32'23.23"W	CITIZENS ELECTRIC CORPORATION
	37°30'50.46"N	89°32'33.37"W	CITIZENS ELECTRIC CORPORATION
	37°31'21.52"N	89°32'57.19"W	CITIZENS ELECTRIC CORPORATION
	37°31'47.49"N	89°33'17.01"W	CITIZENS ELECTRIC CORPORATION
	37°32'56.64"N	89°33'49.17"W	CITIZENS ELECTRIC CORPORATION
	37°33'15.25"N	89°33'57.54"W	CITIZENS ELECTRIC CORPORATION
	37°33'21.26"N	89°34'0.25"W	CITIZENS ELECTRIC CORPORATION
	37°34'50.33"N	89°34'42.48"W	CITIZENS ELECTRIC CORPORATION
	37°35'52.07"N	89°35'10.73"W	CITIZENS ELECTRIC CORPORATION
	37°36'33.43"N	89°35'28.28"W	CITIZENS ELECTRIC CORPORATION
	37°37'2.71"N	89°34'34.50"W	CITIZENS ELECTRIC CORPORATION
	37°37'9.73"N	89°34'29.41"W	CITIZENS ELECTRIC CORPORATION
	37°37'47.28"N	89°33'54.39"W	CITIZENS ELECTRIC CORPORATION
	37°38'47.34"N	89°32'56.20"W	CITIZENS ELECTRIC CORPORATION
	37°39'14.78"N	89°33'2.11"W	CITIZENS ELECTRIC CORPORATION
	37°39'49.41"N	89°32'44.36"W	CITIZENS ELECTRIC CORPORATION
	37°40'2.06"N	89°32'43.52"W	CITIZENS ELECTRIC CORPORATION
Possible Underground Water Crossing	37°28'46.30"N	89°31'38.84"W	CAPE GIRARDEAU COUNTY PWSD 1
Possible Underground Gas Crossing	37°36'1.70"N	89°35'15.17"W	KINDER MORGAN/NAT GAS PIPELINE

*JOINT UTILITIES BOARD, LIBERTY UTILITIES, and SHO-ME TECHNOLOGIES are listed by Missouri One-Call as utilities in the area of the Project, but are not expected to be crossed by the Project.

Appendix C

BEFORE THE PUBLIC SERVICE COMMISSION
OF THE STATE OF MISSOURI

In the Matter of the Application of Ameren Transmission Company of Illinois for a Certificate of Public Convenience and Necessity to Construct, Install, Own, Operate, Maintain, and Otherwise Control and Manage a 138 kV Transmission Line and associated facilities in Perry and Cape Girardeau Counties, Missouri	)	Case No. EA-2021-0087

AFFIDAVIT

1. My name is Shawn E. Schukar. I am Chairman and President of Ameren Transmission Company of Illinois, the Applicant in the above-captioned proceeding.

2. I have read the above and foregoing Application and the statements contained therein are true and correct to the best of my information, knowledge and belief.

3. I am authorized to make this statement on behalf of Ameren Transmission Company of Illinois.

4. Under penalty of perjury, I declare that the foregoing is true and correct to the best of my knowledge and belief.

Shawn E. Schukar
Chairman and President
Ameren Transmission Company of Illinois

Date: April 27, 2021

Appendix D (Public)

BEFORE THE PUBLIC SERVICE COMMISSION
OF THE STATE OF MISSOURI

In the Matter of the Application of Ameren Transmission Company of Illinois for a Certificate of Public Convenience and Necessity to Construct, Install, Own, Operate, Maintain, and Otherwise Control and Manage a 138 kV Transmission Line and associated facilities in Perry and Cape Girardeau Counties, Missouri	)	Case No. EA-2021-0087

AFFIDAVIT

1. My name is Eric Dearmont. I am Director of Regulatory Affairs and Interconnection Policy for Ameren Services, which is a subsidiary of Ameren Corporation and an affiliate of Ameren Transmission Company of Illinois ("ATXI"), the Applicant in the above-captioned matter.

2. On April 9, ATXI mailed notice to all owners of land who would be directly affected by the requested Certificate of Convenience and Necessity requested in the above-captioned matter, as required by 20 CSR 4240-20.045(6)(K)(1) & (2).

3. A true and accurate copy of the form notice letter is included at page 118-119 of Schedule EH-01, attached to the Direct Testimony of Emily Hyland.

4. A CONFIDENTIAL list of all directly affected landowners, as that term is defined by 20 CSR 4240-20.045(6)(K)(1), is attached hereto.

5. ATXI held public meetings on August 19, 2020, October 28, 2020, and January 21, 2021, incompliance with 20 CSR 4240-20.045(6)(K)(3) and the Order Granting Waiver of In-Person Meeting Requirement, issued by the Missouri Public Service Commission on December 30, 2020 in the above-captioned matter.

6. Additional details regarding the public meetings is provided in the Direct Testimony of Emily Hyland.

7. I am authorized to make this statement on behalf of Ameren Transmission Company of Illinois.

8. Under penalty of perjury, I declare that the foregoing is true and correct to the best of my knowledge and belief.

Eric Dearmont

Eric Dearmont
Director of Regulatory Affairs and Interconnection Policy
Ameren Services

Date: 4-26-21

77725097.2

Appendix D to Application

The Attachment to the Affidavit of Eric Dearmont contains customer-specific information and is Confidential in its entirety

20 CSR 4240-2.135(2)(A)(1)

CERTIFICATE OF SERVICE

I hereby certify that a copy of the foregoing document was served upon the parties listed below by email or U.S. mail, postage prepaid, this 28th day of April, 2021.

Office of Staff Counsel
Missouri Public Service Commission
P.O. Box 360
Jefferson City MO 65102
staffcounselservice@psc.mo.gov

Nicole Mers, Staff Counsel
Missouri Public Service Commission
P.O. Box 360
Jefferson City MO 65102
nicole.mers@psc.mo.gov

Jeff Keevil, Staff Counsel
Missouri Public Service Commission
P.O. Box 360
Jefferson City MO 65102
jeff.keevil@psc.mo.gov

Office of the Public Counsel
P.O. Box 2230
Jefferson City MO 65102
opcservice@ded.mo.gov

/s/ Andrew O. Schulte
Attorney for Ameren Transmission Company of Illinois

STATE OF MISSOURI

OFFICE OF THE PUBLIC SERVICE COMMISSION

I have compared the preceding copy with the original on file in this office and I do hereby certify the same to be a true copy therefrom and the whole thereof.

WITNESS my hand and seal of the Public Service Commission, at Jefferson City, Missouri, this 5th day of May, 2021.

Morris L. Woodruff
Secretary

Digitally signed by MOPSC
DN: CN=MOPSC, O=MOPSC, OU="",
E=kim.happy@psc.mo.gov, C=US
Reason: I attest to the accuracy and
integrity of this document
Location: Cole County, Missouri
Date: 2021.05.05 11:14:46-05'00'
Foxit PhantomPDF Version: 10.1.1

MISSOURI PUBLIC SERVICE COMMISSION

May 5, 2021

File/Case No. EA-2021-0087

Missouri Public Service Commission
Staff Counsel Department
200 Madison Street, Suite 800
P.O. Box 360
Jefferson City, MO 65102
staffcounselservice@psc.mo.gov

Office of the Public Counsel
Marc Poston
200 Madison Street, Suite 650
P.O. Box 2230
Jefferson City, MO 65102
opcservice@opc.mo.gov

Ameren Transmission Company of Illinois
Frank A Caro
900 W. 48th Place, Suite 900
Kansas City, MO 64112
fcaro@polsinelli.com

Ameren Transmission Company of Illinois
Andrew O Schulte
900 W. 48th Place, Suite 900
Kansas City, MO 64112-6411
aschulte@polsinelli.com

Ameren Transmission Company of Illinois
Matthew R Tomc
1901 Chouteau
St. Louis, MO 63166
AmerenMOService@ameren.com

County of Cape Girardeau, Missouri
County Commission Clerk
1 Barton Square
Cape Girardeau County Administration Bldg.
Jackson, MO 63755
kclark@capecounty.us

County of Perry, Missouri
County Commission Clerk
321 N. Main St., No. 2
Perry County Administration Bldg
Perryville, MO 63375
jwmkutz@perrycountymo.us

Missouri Public Service Commission
Nicole Mers
200 Madison Street, Suite 800
P.O. Box 360
Jefferson City, MO 65102
nicole.mers@psc.mo.gov

Enclosed find a certified copy of an Order or Notice issued in the above-referenced matter(s).

Sincerely,

Morris L. Woodruff
Secretary

Recipients listed above with a valid e-mail address will receive electronic service. Recipients without a valid e-mail address will receive paper service.