

**BEFORE THE PUBLIC SERVICE COMMISSION  
OF THE STATE OF MISSOURI**

<b>In the Matter of the Application of</b>	)	
<b>Kansas City Power &amp; Light Company</b>	)	<b>Case No. EF-2005-0498</b>
<b>for Authority to Issue Debt Securities</b>	)	

**KANSAS CITY POWER & LIGHT COMPANY'S  
SUBMISSION OF CERTAIN LATE-FILED EXHIBITS**

On June 22, 2005, Kansas City Power & Light Company ("KCPL") submitted an application in the above-captioned proceeding seeking authority to issue certain debt securities ("Application"). In the Application, KCPL indicated that it would subsequently submit the following as late-filed exhibits to the Application:

- (i) Exhibit 1: KCPL's Registration Statement, including forms and indentures ("Registration Statement"), to be filed with the Securities and Exchange Commission ("SEC");
- (ii) Exhibit 2: A certified copy of the resolutions of KCPL's Board of Directors authorizing, *inter alia*, the issuance of debt securities ("Board Resolutions"); and
- (iii) Exhibit 3: KCPL's revised *pro forma* financial statements as of March 31, 2005, giving effect to the transactions and accounting adjustments described in the Application ("*Pro Forma* Financial Statements").

To that end, attached please find copies of the Board Resolutions and the *Pro Forma* Financial Statements.

KCPL anticipates that it will finalize the Registration Statement and submit it to the SEC on Friday, August 12, 2005. KCPL further anticipates that it will make a concurrent submission of the Registration Statement to this Commission.

Please contact the undersigned with any comments or concerns.

Respectfully submitted.

By: 

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Counsel for Kansas City Power & Light Company

Dated: August 9, 2005

Cc: Mark English  
Lois Liehti  
Kevin Bryant

**Exhibit 2**

**Certified Copy of the Resolutions of the Applicant's Board of Directors**

**KANSAS CITY POWER & LIGHT COMPANY  
CERTIFICATE OF SECRETARY**

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I, Mark G. English, Assistant Secretary of Kansas City Power & Light Company (the "Company"), do hereby certify that attached hereto is a true and correct copy of excerpts from the minutes of the meeting of the Board of Directors of said Company duly convened and held on August 2, 2005, at which meeting a quorum for the transaction of business was present and acting throughout; that set forth in said excerpts are true and correct copies of certain resolutions duly adopted at said meeting, which resolutions have not been amended nor rescinded and are now in full force and effect.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the Company as of this 9<sup>th</sup> day of August, 2005.

  
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Assistant Secretary  
Kansas City Power & Light Company

(CORPORATE SEAL)



EXCERPT FROM MINUTES OF MEETING OF  
KANSAS CITY POWER & LIGHT COMPANY  
BOARD OF DIRECTORS HELD  
AUGUST 2, 2005

RESOLVED, that the Board of Directors of the Company does hereby (i) authorize the preparation, execution, and filing with the Securities and Exchange Commission (SEC) Registration Statements on Form S-3 (Registration Statements) for the issuance of up to \$450,000,000 of senior debt securities and subordinated debt securities (collectively Securities); and (ii) authorize the filing of any further documents or amendments as may be deemed necessary or appropriate to the Registration Statements (including, but not limited to, prospectus, prospectus supplements and pricing amendments).

FURTHER RESOLVED, that there be and hereby is authorized the issuance and sale from time to time of up to \$250,000,000 aggregate principal amount of Securities on the terms and conditions as approved by the Chief Financial Officer and the Chief Executive Officer of the Company. Such power and authority shall include with respect to any issue, the authority to determine, authorize or appoint, as the case may be:

- (a) the type of security or securities and the title or titles thereof;
- (b) the quantity or aggregate principal amount, as applicable, of each issue of Securities;
- (c) the maturity or maturities thereof;
- (d) the offering price of the Securities (which may be at a deep discount from the principal amount of the Securities at maturity), whether such sales shall be to the public, to private purchasers or otherwise and any discount received by or commission paid to any underwriters, dealers or agents;
- (e) the interest or dividend rate or rates, if any, to be established for such Securities, which rate or rates may vary in accordance with any formula or formulae or otherwise;
- (f) the sinking fund (or mandatory redemption), if any, and related redemption prices;
- (g) the optional redemption rights, if any, of the Company and of the Security holders, and the related redemption prices and any limitations on such redemption rights;
- (h) the affirmative and negative covenants, if any, to be imposed upon the Company relating to the Securities;
- (i) any trustee, authenticating, fiscal or paying agents, transfer agents or registrars and the fees and expenses thereof;
- (j) any one or more underwriters, managers (or managing underwriters), dealers or agents which is to enter into an agreement with the Company regarding the offer, sale or purchase of any of the Securities;
- (k) the timing, method and location (within or outside the United States) of any offer or sale of any of the Securities;

- (l) the listing, if any, of any of the Securities on one or more Exchanges either within or outside the United States;
- (m) the denominations and the currency or currencies of payment or denomination of the particular Securities;
- (n) execute and deliver along with any stock certificates (which may be executed by facsimile signature), such approval to be conclusively evidenced by the execution and delivery of such document;
- (o) such other documents, including, but not limited to, indentures, paying agents agreements, underwriting agreements and terms, conditions and provisions as may pertain to the subject matter of these resolutions; and
- (p) the designation of the depository for the Securities.

FURTHER RESOLVED, that all actions heretofore taken, all payments heretofore made or caused to be made and all previous execution, acknowledgment and delivery of documents by the officers and employees of the Company with respect to the proposed financing as contemplated by these resolutions, are hereby approved, ratified and confirmed.

FURTHER RESOLVED, that the proper officers of this Company be, and hereby severally are, authorized and empowered to execute and deliver all closing documents (including certificates and legal opinions) necessary for the issuance of the securities and are authorized, empowered and directed in its name and for its account, to take or cause to be taken and to make or cause to be made all such payments, and to execute, acknowledge and deliver all such instruments as may, in the judgment of said officers, be necessary, proper or convenient to carry out the intent of these resolutions and maintain the securities.

### **CERTIFICATE OF SERVICE**

I hereby certify that a copy of the foregoing comments were served via first class mail, postage pre-paid, on this 9<sup>th</sup> day of August, 2005, upon each person designated on the official service list compiled by the Commission in this proceeding.

By:   
Curtis D. Blanc

Counsel for Kansas City Power & Light Company