

In the Matter of the Application of Citizens)
Electric Corporation for an Order Authorizing) File No. EM-2019-0212
The Sale of Certain Electric Transmission Facilities.)

1

- iv. Not to exercise its absolute, unconditional right to repurchase the Property upon 180 days written notice to Purchaser;
- v. Not retaining the right to construct, own, and operate future transmission facilities;
- vi. Not to continue to perform, per written agreement, with the purchaser, operations, maintenance, planning, and design of the Property to ensure it provides safe and reliable service to its members; and
- vii. Cease to be a member of Purchaser, and not purchase all of the Property, including any additions, upgrades and replacements and any additional sole-use transmission lines and substations located in the state of Missouri and owned by Purchaser serving Seller.

b. Additionally, the Staff recommended that Citizens should as a condition of approval, be responsible for meeting the requirements of 20 CSR 4240-3.190(4), (5), and (6) and any reporting to the Commission pursuant to 20 CSR 4240-18.010.

c. Staff's final recommended pre-condition to Commission approval was agreement by Wabash Valley, the purchaser, to provide notice to the Commission that it is considering selling the Property to a third-party.

5. Regarding the conditions set forth above in paragraphs 4.a. (i-vii) Citizens believes that pursuant to the Commission's October 19, 2004 Order Cancelling Tariff Sheets in Case No. ED-2004-0223, Citizens is already bound to provide to Staff and Public Counsel reasonable advance notice of any fundamental change in its operations. Those items set forth in paragraphs 4.a (i-vii) above, are already subject to the Order of the Commission requiring reasonable advance notice by Citizens.

6. As for meeting the requirements of 20 CSR 4240-3.190(4), (5), and (6) and reporting to the Commission pursuant to 20 CSR 4240-18.010, Citizens has in the past and will continue in the future to satisfy the required reporting requirements and likewise has and will abide by the safety standards adopted by the Commission.

7. Regarding the pre-condition set forth above in paragraph 4.c., Citizens has been provided with a written commitment from Wabash Valley to satisfy said pre-condition by way of an amendment to the Facility Purchase Agreement dated September 27, 2018. The amended agreement would provide that if Citizens notifies the Commission that it is considering the question of whether to authorize the sale by Wabash Valley of the Property purchased by Wabash on December 26, 2018 pursuant to the Facility Purchase Agreement dated September 27, 2018 to a third party, Wabash Valley will commit to Citizens that it will contemporaneously provide a copy to the Commission of any such written request made by Wabash Valley to Citizens.

8. As further detailed in its initial Application, Citizens is a holder of a certificate of public convenience and necessity issued by the Commission, but pursuant to RSMo. §393.110.2, is not subject to the jurisdiction of the Commission regarding its rates, financing, accounting or management. Citizens, by this Response is not in any manner waiving the provisions of RSMo. §393.110.2 and is making this filing for the limited purposes set forth herein only.

9. Finally, within the final Order in Case No. ED-2004-0223 the Commission stated: “And as recommended by Staff, the Commission will . . . order Citizens to provide to Staff and to the Office of the Public Counsel reasonable advance notice of any fundamental change that it intends to effectuate in the operations of Citizens, including any transactions specified in Section 393.190.1, RSMo.” This Order of the Commission in Case No. ED-2004-0223 has been relied upon by Citizens which believes the Order to be controlling upon the application of Section 393.190 RSMo., to Citizen’s sale of the Property as set forth in Citizens Application in the context of Section 393.110.2 RSMo.

10. No Commission authorization for the sale of the Property is necessary, instead, compliance with the Commission’s Order in Case No. ED-2004-0223 is all that should be required of Citizens.

Respectfully submitted,

/s/ Andrew J. Sporleder

Andrew J. Sporleder, MoBar #51197

Johnson & Sporleder, LLP

2420 Hyde Park Road

Suite C

Jefferson City, Missouri 65109

Telephone: (573) 659-8734

Facsimile: (573) 761-3587

Email: as@cjaslaw.com

CERTIFICATE OF SERVICE

The undersigned hereby certifies that a true and correct copy of the foregoing document was delivered by either e-mail or U.S. Mail, postage prepaid, to the following on this 23rd day of October, 2019:

Staff Counsel's Office
Missouri Public Service Commission
P.O. Box 360
200 Madison Street, Suite 800
Jefferson City, Missouri 65102
staffcounsel@psc.mo.gov

Office of the Public Counsel
P.O. Box 2230
200 Madison Street, Suite 650
Jefferson City, Missouri 65102
opcservice@ded.mo.gov

/s/ Andrew J. Sporleder