

**STATE OF MISSOURI
PUBLIC SERVICE COMMISSION**

At a session of the Public Service
Commission held at its office in
Jefferson City on the 7th day of
September, 2016.

In the Matter of Spire, Inc.'s)
Acquisition of EnergySouth, Inc.,)
and Related Matters)

File No. GM-2016-0342

ORDER CLOSING FILE

Issue Date: September 7, 2016

Effective Date: September 7, 2016

On June 16, 2016, the Office of the Public Counsel (“OPC”) filed a motion¹ asking the Commission to issue an order opening an investigatory docket and directing Staff to investigate the acquisition of Alabama Gas Corporation (“Alagasco”), and the proposed acquisition of EnergySouth, Inc. (“EnergySouth”) by Spire Inc., (“Spire”). The motion proposed that the Commission investigate whether the acquisition and proposed acquisition (“transactions”) constituted a violation of a Commission order in that Spire failed to seek its prior approval for the transactions. The Commission granted the motion,² and ordered the Commission’s staff (“Staff”) to conduct the investigation and file a report setting forth the results of its investigation, including whether the transactions are within the Commission’s jurisdiction. Staff has filed the report³ and, therefore, the Commission will order the Commission's Data Center to close this file.

¹ Electronic Filing Information System (“EFIS”) No. 1 (June 16, 2016) *Public Counsel's Motion to Open an Investigation*.

² EFIS No. 6 (July 20, 2016) *Order Granting Motion To Open An Investigation and Directing Filing*.

³ EFIS No. 14 (September 1, 2016).

In its report, Staff proffers its analysis of the Commission's jurisdiction over Spire and the transactions. Spire filed a response that, among other things, argues that the Commission has no jurisdiction over the transactions.⁴ Even though Staff conducted that analysis at the request of the Commission, the Commission has not made, is not making, and will not make a determination in this file on whether the Commission has jurisdiction over the transactions in this investigatory docket.

Also, Staff recommends that the Commission take action to sanction Spire for its failure to comply with certain of the conditions imposed in Commission File No. GM-2001-342⁵ and to protect Missouri ratepayers from the negative consequences of Spire's actions.⁶ But this file contains only an investigatory docket, not a case, contested or otherwise. Not all interested persons have had an opportunity to present facts, law or analysis in opposition to or support of Staff's positions. Accordingly, the Commission will not pursue any action in this file.

Staff states that it will pursue a complaint against Spire for failing to seek prior approval from the Commission for the acquisitions of Alagasco and EnergySouth.⁷ A complaint is an appropriate procedure for determining whether Spire has violated a statute or a Commission regulation, tariff, or order.⁸ A complaint may be filed as provided by statute and Commission regulation by any person, or Staff, initiating a

⁴ EFIS No. 15 (August 6, 2016) *Spire, Inc.'s Response to Staff Investigation Report*.

⁵ *In the Matter of the Application of Laclede Gas Company for an Order Authorizing its Plan to restructure Itself into a Holding Company, Regulated Utility, and Holding Company, and Unregulated Subsidiaries.* File No. GM-2001-0342 is available in EFIS under File No. GM2001342xxx.

⁶ EFIS No. 14 (September 1, 2016) *Staff's Investigation Report*, page 2.

⁷ EFIS No. 14 (September 1, 2016) *Staff's Investigation Report*, page 77.

⁸ Section 386.390.1, RSMo 2000.

contested case, in which all interested parties would have the opportunity to present evidence and argument.

THE COMMISSION ORDERS THAT:

1. The Commission's Data Center shall close this file.
2. This order shall be effective when issued.



BY THE COMMISSION

A handwritten signature in cursive script that reads "Morris L. Woodruff".

Morris L. Woodruff
Secretary

Hall, Chm., Stoll, Kenney, Rupp, and
Coleman, CC., concur.

Jordan, Senior Regulatory Law Judge

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 7th day of September 2016.




Morris L. Woodruff
Secretary

MISSOURI PUBLIC SERVICE COMMISSION

September 7, 2016

File/Case No. GM-2016-0342

**Missouri Public Service
Commission**

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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.