Exhibit No.:

Issue(s): Project Overview
Witness: Maureen A. Borkowski
Sponsoring Party: Ameren Transmission

Company of Illinois

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Case No.: EA-2015-0146

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MISSOURI PUBLIC SERVICE COMMISSION

CASE NO. EA-2015-0146

DIRECT TESTIMONY

OF

MAUREEN A. BORKOWSKI

 \mathbf{ON}

BEHALF OF

AMEREN TRANSMISSION COMPANY OF ILLINOIS

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DIRECT TESTIMONY

OF

MAUREEN A. BORKOWSI

CASE NO. EA-2015-0146

1	I. INTRODUCTION AND WITNESS QUALIFICATIONS
2	Q. Please state your name, business address and present position.
3	A. My name is Maureen A. Borkowski. I am Senior Vice President,
4	Transmission at Ameren Services Company ("Ameren Services"), and I serve as the
5	President of Ameren Transmission Company of Illinois ("ATXI").
6	Q. Please summarize your educational background and professional
7	experience.
8	A. In 1979, I graduated, cum laude, from the University of Notre Dame, Notre
9	Dame, Indiana, with a Bachelor of Science degree in Mechanical Engineering. In 1981, I
10	joined Union Electric Company (now d/b/a Ameren Missouri) ("Ameren Missouri") as an
11	engineer in the Betterment Engineering Department. I transferred to Corporate Planning and
12	in 1985, was promoted to Supervising Engineer with responsibility for sales and peak
13	demand forecasting. In 1988, I was promoted to Senior Supervising Engineer with
14	responsibility for the development of demand-side resources, load analysis and forecasting.
15	In 1989, I was promoted to Manager of Energy Supply Services with duties including the
16	management of Ameren Missouri's wholesale power marketing activities, interconnection
17	and transmission contract administration, and the preparation of the corporate fuel budget.
18	Subsequently, my duties were expanded to include natural gas supply and transportation
19	procurement. I also developed and implemented the Open Access Transmission Tariff in

1 response to the Federal Energy Regulatory Commission's ("FERC") Order 888. In 1998, I 2 became Manager of Regulatory Planning, and subsequently, Manager of the ARES Business 3 Center, developing the business unit, tariffs, computer systems and business procedures to 4 implement electric retail choice in the service territories of Ameren Corporation's Illinois 5 electric distribution companies. In May of 2000, I departed Ameren Services and 6 subsequently formed my own consulting firm, Borkowski Enterprises, Inc., providing 7 consulting and expert witness services to energy industry clients on topics including 8 transmission tariff interpretation, wholesale power contract disputes and Regional 9 Transmission Organization ("RTO") policy and implementation. In January, 2005, I returned 10 to Ameren Services as Vice President of Transmission, with responsibility for transmission 11 planning, operation and policy. In August, 2010, I was named President of ATXI. In July, 2011, I was promoted to Senior Vice President of Transmission for Ameren Services. 12 13 Q. What are your duties and responsibilities in your present position? 14 A. My responsibilities include management of ATXI, including oversight of the 15 development and planning of the Mark Twain Project (the "Project"). As the Senior Vice 16 President of Transmission for Ameren Services, my responsibilities include the planning, 17 operation, design, construction, and maintenance of the high voltage transmission system of 18 Ameren's transmission-owning companies including ATXI, Ameren Illinois Company d/b/a 19 Ameren Illinois ("Ameren Illinois"), and Ameren Missouri. I am also responsible for 20 transmission policy and regulatory activities, including our participation as transmission 21 owning members of the Midcontinent Independent System Operator, Inc. ("MISO"). 22 Have you provided testimony related to ATXI before any utility Q. 23 regulatory bodies in the past?

1	A.	I have previously testified before the Missouri Public Service Commission
2	("Commission	on") and before the Federal Energy Regulatory Commission and the Illinois
3	Commerce C	Commission on matters related to ATXI.
4		II. PURPOSE AND SCOPE
5	Q.	What is the purpose of your testimony?
6	A.	As President of ATXI, I have overseen the Project's development and
7	planning. Th	e purpose of my testimony is to provide an overview of ATXI and the Mark
8	Twain Projec	et.
9	Q.	Please generally describe the Mark Twain Project proposed by ATXI in
10	this proceed	ling.
11	A.	ATXI is proposing to construct the Project in northern Missouri. The Project
12	consists of a	345-kV electric transmission line approximately 95 miles in length and running
13	generally fro	om a new switching station near Palmyra, Missouri, and extending to a new
14	substation lo	cated near Kirksville (the "Zachary Substation"), and proceeding north to a
15	connection p	oint on the Iowa border. It is part of a larger new transmission line path running
16	generally fro	m western Indiana to Iowa, which consist of various Multi-Value Projects
17	("MVPs") ap	oproved by MISO. ATXI witness Dennis D. Kramer discusses MVPs in more
18	detail in his	direct testimony. ATXI is seeking a conditional Certificate of Public
19	Convenience	e and Necessity ("CCN") from the Commission authorizing it to construct,
20	operate and	maintain the proposed transmission line, which includes the new Zachary
21	Substation.	

1 III. **BACKGROUND OF ATXI** 2 Q. Please describe ATXI. 3 A. ATXI (formerly named Ameren Illinois Transmission Company) is an Illinois 4 company dedicated to electric transmission infrastructure investment. ATXI presently is 5 constructing approximately 375 miles of 345-kV transmission line that forms the Illinois 6 Rivers Project, a line that runs from the Indiana border, across Illinois into Missouri. ATXI 7 has previously been granted certificates of public convenience and necessity by the Illinois 8 Commerce Commission to construct transmission projects in Illinois in Dockets 06-0179, 06-9 0706 and 12-0598. 10 Although ATXI constructs and will operate interstate electric transmission lines, 11 ATXI has never held itself out to the general public in Missouri or any state as an 12 indiscriminate provider of retail electric service and has no plans to do so in the future. In 13 addition, ATXI has never manufactured, sold or distributed electricity for light, heat or power 14 to retail customers either within or outside Missouri. ATXI is a transmission-owning member of MISO. 15 16 Q. What is ATXI's management structure? 17 A. I serve as ATXI's President. Ameren Services, acting as agent for ATXI, 18 provides ATXI with all required planning, design, construction, engineering and other 19 services. With respect to the Project, there is a dedicated project team at Ameren Services 20 that will oversee and manage the construction of the Project. ATXI witness James Jontry 21 describes this in more detail. The Project will be operated and maintained by Ameren 22 Services acting as agent for ATXI.

IV. THE MARK TWAIN PROJECT

Q. Please describe the Project.

A. The Project consists of approximately 95 miles of new 345-kV electric transmission line, a 2.2-mile 161-kV connector line, a substation and related facilities. The proposed 345-kV transmission line will be routed from the new Maywood Switching Station near Palmyra, Missouri, through Marion, Shelby, Knox and Adair counties to the new Zachary Substation, located near Kirksville, Missouri, and then continuing north through Adair and Schuyler counties to the Iowa border. Also part of the Project, a new 2.2-mile 161-kV line will connect the Zachary Substation with the existing Adair Substation. As will be described in more depth by ATXI witness David Endorf, the 345-kV transmission line will primarily consist of single-shaft, self-supported steel poles, 90-130 feet in height, within a 150-foot right of way. These facilities will be constructed in a manner consistent with industry-wide standards. As discussed by ATXI witness James Jontry, ATXI's expected total cost of the Mark Twain Project along the route described above is approximately \$224 million.

Q. What is the background of the Project?

A. In 2008, MISO began an extensive study of the regional electric transmission grid to identify transmission needs and develop a planning process to construct transmission projects to meet those needs. In 2011, MISO identified a "multi-value portfolio" ("MVP") of 17 transmission projects that would increase the overall reliability and efficiency of the regional transmission grid, meet public policy demands for renewable energy, and provide economic benefits in excess of the portfolio costs. The Mark Twain Project consists of the Missouri portion of two of those MVP projects, MVP #7 and nearly all of #8 included in the

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- 1 MISO Transmission Expansion Plan in accordance with MISO's FERC-approved tariff.
- 2 ATXI witnesses Mr. Kramer and Todd Schatzki, Ph.D., provide additional testimony of the
- 3 benefits of the Mark Twain Project.

Q. Who bears the cost of the Project?

- 5 A. The costs to construct and operate MVP projects are reflected in transmission
- 6 charges to load-serving entities in MISO's footprint, which in turn reflect charges they pay in
- 7 their retail revenue requirements. Missouri represents just under 8% of the load in MISO,
- 8 meaning that less than 8% of the transmission charges arising from the Project will be paid
- 9 by Ameren Missouri and other wholesale load-serving entities in Missouri, with the
- remainder paid for by other load-serving entities across the MISO footprint.

Q. How will ATXI construct and operate the Project?

- 12 A. ATXI will obtain oversight and construction management services for the
- 13 Project from Ameren Services, which, as the Commission knows, has substantial experience
- in transmission planning, construction and operations, having provided such services to
- 15 Ameren Missouri and other Ameren operating companies since 1997. ATXI will employ
- qualified independent contractors and consultants to construct the Project. ATXI will also
- obtain operations and maintenance services from Ameren Services once the Project is
- 18 complete. Ameren Services is providing these same services to ATXI for the construction of
- other 345-kV transmission lines owned by ATXI. ATXI witness Mr. Jontry discusses the
- 20 construction schedule and construction management in more detail.

Q. Has ATXI selected a route for the Project?

- A. Yes. ATXI has selected a route for the Project. ATXI witness Christopher
- Wood of Burns and McDonnell Engineering Company, Inc., describes in more detail the

1	route selection	on process and ATXI's efforts to minimize the impacts of the proposed
2	transmission	line.
3		V. COMPLIANCE AND APPROVALS
4	Q.	Will ATXI comply with all applicable rules and requirements regarding
5	the construc	tion of the Project?
6	A.	Yes. ATXI will follow all state and federal rules and requirements regarding
7	the construct	ion of the transmission line, which includes the new substation.
8	Q.	Has ATXI consulted with the appropriate state and federal agencies
9	regarding th	ne project?
10	A.	Yes. ATXI witness Jontry provides the details regarding the regulatory
11	approval pro	cess, the approvals needed, and the status of permits and other regulatory
12	approvals.	
13	Q.	Will ATXI obtain the necessary assent from the County Commissions for
14	Marion, She	elby, Knox, Adair, and Schuyler counties before construction?
15	A.	Yes, ATXI will obtain the necessary assents before construction in each
16	county.	
17	Q.	Will ATXI obtain all necessary approvals for crossing railroad lines and
18	state highwa	nys before construction?
19	A.	Yes, all necessary approvals or consents required to cross railroad lines and
20	state highwa	ys within the proposed routes will be obtained before construction.
21	Q.	Has ATXI involved landowners, other stakeholders and members of the
22	public in its	routing selection process?
23	A.	Yes, as described in more detail in ATXI witness Mr. Wood's testimony.

1	Q.	what is the in-service date for the Project?
2	A.	The Project is scheduled to be in service in 2018.
3	Q.	Is ATXI requesting an order in this proceeding by a certain date?
4	A.	Yes. Although the CCN statute in Missouri does not impose a deadline on this
5	proceeding, a	as discussed in Mr. Jontry's direct testimony, ATXI has developed a
6	construction	schedule that will allow it to meet an in-service date of November 2018. In
7	order to mee	t the construction schedule, ATXI is requesting that the Commission issue an
8	effective ord	er on or before January 31, 2016.
9		VI. REQUESTED RELIEF
10	Q.	ATXI's Application for the CCN indicates that it is a "conditional"
11	application.	What is ATXI's application conditioned upon?
12	A.	ATXI is currently involved in litigation with the Commission that raises the
13	legal questio	n whether the Commission has jurisdiction over interstate transmission
14	companies su	ach as ATXI that do not provide electric service to retail customers in Missouri.
15	ATXI has a g	good faith belief that interstate transmission companies are not within the
16	Commission	's statutorily-defined jurisdiction. Consequently, ATXI first asks that the
17	Commission	find that it does not have jurisdiction over ATXI and dismiss this application.
18	Should the C	Commission instead find that it does have jurisdiction over ATXI, ATXI only
19	then requests	s that a CCN be awarded for the Mark Twain Project.
20	Q.	If the Commission determines that it does have jurisdiction over ATXI, is
21	the Mark T	wain Project "necessary or convenient for the public service" such that it
22	would be ap	propriate for the Commission to award a CCN?

1	A. I believe the evidence set forth in ATXI's filing demonstrates that there is a	
2	need for the proposed Project, that ATXI is qualified to own, operate, control and manage the	
3	proposed Project, that ATXI has the financial ability for the undertaking, that the proposed	
4	Project is economically feasible, and that the proposed Project promotes the public interest.	
5	Therefore, the Commission should determine after due hearing that the proposed Project is	
6	necessary or convenient for the public service and grant a CCN to ATXI pursuant to section	
7	393.170.3, RSMo.	
8	VII. IDENTIFICATION OF WITNESSES	
9	Q. Please identify the witnesses providing testimony on behalf of ATXI.	
10	A. In addition to my own testimony, the following witnesses are providing	
11	testimony on behalf of ATXI's conditional application:	
12	Dennis Kramer - MVP Benefits of the Project	
13	Christopher Wood - Route Selection/Public Involvement	
14	James Jontry - Project Construction, Cost and Approvals	
15	David Endorf - Project Design	
16	Doug Brown - Real Estate Matters	
17	Todd Schatzki, Ph.D Need and Public Interest	
18	Geoffrey Hewings, Ph.D Economic Benefits of the Project	
19	Q. Does this conclude your direct testimony?	
20	A. Yes, it does.	

BEFORE THE PUBLIC SERVICE COMMISSION OF THE STATE OF MISSOURI

In the Matter of the Application of Ameren Transmission Company of Illinois for Other Relief or, in the Alternative, Certificate of Public Convenience and Necessity Authorizing it to Construct, Install, Own, Operate, Maintain and Otherwise Control and Manage a Matternative, File No. EA-2015-0146 Maintain and Otherwise Control and Manage a Missouri, to the Iowa Border and an Associated Substation Near Kirksville, Missouri.	
AFFIDAVIT OF MAUREEN A. BORKOWSKI	
STATE OF MISSOURI)) ss CITY OF ST. LOUIS)	
Maureen A. Borkowski, being first duly sworn on his oath, states:	
1. My name is Maureen A. Borkowski. I work in the City of St. Louis,	
Missouri, and I am employed by Ameren Services Company as Senior Vice President of	
Transmission, and I serve as the President of Ameren Transmission Company of Illinois.	
2. Attached hereto and made a part hereof for all purposes is my Direct	
Testimony on behalf of Ameren Transmission Company of Illinois consisting of 9	
pages, and-Schedule(s) all of which have been prepared in	
written form for introduction into evidence in the above-referenced docket.	
3. I hereby swear and affirm that my answers contained in the attached	
testimony to the questions therein propounded are true and correct.	
Maureen A. Borkowski	
Subscribed and sworn to before me this 28 day of May, 2015.	
Notar Public Public	
My commission expires: ERIKA M. DOMINICK Notary Public-Notary Seal State of Missouri, St Louis County	

Commission # 13418400 My Commission Expires Jul 15, 2017