

1
2
3
4
5
6
7
8
9
10
11
12
13
14
15
16
17
18
19
20
21
22
23
24
25

STATE OF MISSOURI
PUBLIC SERVICE COMMISSION

TRANSCRIPT OF PROCEEDINGS
Oral Argument
August 3, 2017
Jefferson City, Missouri
Volume 20

In the Matter of the)
Application of Grain Belt)
Express Clean Line LLC for a)
Certificate of Convenience and)
Necessity Authorizing it to)
Construct, Own, Operate,) File No.
Control, Manage and Maintain a) EA-2016-0358
High Voltage, Direct Current)
Transmission Line and an)
Associated Converter Station)
Providing an Interconnection on)
the Maywood-Montgomery 345kV)
Transmission Line.)

MICHAEL BUSHMANN, Presiding,
REGULATORY LAW JUDGE.

DANIEL Y HALL, Chairman
STEPHEN M. STOLL,
WILLIAM KENNEY,
SCOTT T. RUPP,
MAIDA J. COLEMAN,
COMMISSIONERS.

REPORTED BY:
KELLENE K. FEDDERSEN, CSR, RPR, CCR NO. 838
MIDWEST LITIGATION SERVICES

1
2
3
4
5
6
7
8
9
10
11
12
13
14
15
16
17
18
19
20
21
22
23
24
25

APPEARANCES:

KARL ZOBRIST, Attorney at Law
JACQUELINE M. WHIPPLE, Attorney at Law
DENTONS US LLP
4520 Main Street, Suite 1100
Kansas City, MO 64111-7700
(816)460-2545
karl.zobrist@dentons.com
jacqueline.whipple@dentons.com

FOR: Grain Belt Express Clean
Line, LLC.

PEGGY A. WHIPPLE, Attorney at Law
DOUG HEALY, Attorney at Law
HEALY LAW OFFICES, LLC
514 East High Street, Suite 22
Jefferson City, MO 65101
(573)415-8379
peggy@healylawoffices.com

FOR: Missouri Joint Municipal
Electric Utility
Commission.

PAUL AGATHEN, Attorney at Law
485 Oak Field Court
Washington, MO 63090
(639)980-6403
paa0408@aol.com

FOR: Missouri Landowners Alliance.

DAVID LINTON, Attorney at Law
314 Romaine Spring View
Fenton, MO 63026
(314)341-5769
jdlinton@reagan.com

FOR: Show-Me Concerned Landowners.

1 HENRY B. ROBERTSON, Attorney at Law
Great Rivers Environmental Law Center
2 705 Olive Street, Suite 614
St. Louis, MO 63101
3 (314)231-4181

4 FOR: Sierra Club.
NRDC.
5 Renew Missouri.
IBEW Unions.
6 Wind on the Wires.
The Wind Coalition.

7
8 NATHAN WILLIAMS, Deputy Staff Counsel
Missouri Public Service Commission
P.O. Box 360
9 200 Madison Street
Jefferson City, MO 65102
10 (573)751-3234

11 FOR: Staff of the Missouri Public
Service Commission.

12
13
14
15
16
17
18
19
20
21
22
23
24
25

1 P R O C E E D I N G S

2 (WHEREUPON, the oral argument began
3 at 10:03 a.m.)

4 JUDGE BUSHMANN: Good morning. Let's
5 go on the record. Today is August 3rd, 2017. It's
6 a little bit after ten o'clock in the morning. The
7 Commission has set this time for oral arguments in
8 the matter of the application of Grain Belt Express
9 Clean Line, LLC for a certificate of convenience
10 and necessity authorizing it to construct, own,
11 operate, control, manage and maintain the high
12 voltage, direct current transmission line and an
13 associated converter station providing an
14 interconnection on the Maywood-Montgomery 345kv
15 transmission line. That file number is
16 EA-2016-0358.

17 My name is Michael Bushmann. I'm the
18 Regulatory Law Judge today. We're going to have
19 counsel for the parties make their entries of
20 appearance. Only parties that have submitted a
21 supplemental brief are entitled to appear and argue
22 today, so I'll only be calling those parties to
23 save time.

24 Appearing for Grain Belt Express
25 Clean Line, LLC?

1 MR. ZOBRIST: Karl Zobrist and
2 Jacqueline Whipple, Dentons US LLP, 4520 Main
3 Street, Kansas City, Missouri.

4 JUDGE BUSHMANN: For Commission
5 Staff?

6 MR. WILLIAMS: Nathan Williams,
7 Deputy Staff Counsel, P.O. Box 360, Jefferson City,
8 Missouri 65102.

9 JUDGE BUSHMANN: Missouri Landowners
10 Alliance?

11 MR. AGATHEN: Paul Agathen, 485 Oak
12 Field Court, Washington, Missouri.

13 JUDGE BUSHMANN: Show-Me Concerned
14 Landowners?

15 MR. LINTON: David Linton,
16 314 Romaine Spring View, Fenton, Missouri 63026.

17 JUDGE BUSHMANN: Missouri Joint
18 Municipal Electric Utility Commission?

19 MS. P. WHIPPLE: Peggy Whipple and
20 Doug Healy, Healy Law Offices, 3010 East
21 Battlefield, Springfield, Missouri.

22 JUDGE BUSHMANN: And for convenience
23 I'm going to refer to you by your acronym today.

24 MS. WHIPPLE: We embrace it.

25 JUDGE BUSHMANN: Sierra Club?

1 MR. ROBERTSON: For Sierra Club,
2 NRDC, Renew Missouri, IBEW unions, Wind on the
3 Wires and the Wind Coalition, Henry Robertson,
4 Great Rivers Environmental Law Center, 319 North
5 4th Street, Suite 800, St. Louis, Missouri 63102.

6 JUDGE BUSHMANN: You'll be the only
7 one arguing on behalf of those parties today?

8 MR. ROBERTSON: Yes.

9 THE COURT: Thank you. I'd like to
10 remind people in the audience to please silence all
11 cell phones and mobile devices.

12 A quick note about scheduling. The
13 Commission has a public agenda today at noon. So
14 if we aren't finished by then, we'll need to break
15 a few minutes before noon so that they can attend
16 their meeting, and then we'll come back afterwards,
17 probably about one o'clock. If we need to finish
18 up, we can do it at that time.

19 Also, as a preliminary matter,
20 Mr. Agathen, you had filed a notice of intent that
21 you wanted to offer some four additional exhibits;
22 is that correct?

23 MR. AGATHEN: That's correct, your
24 Honor.

25 JUDGE BUSHMANN: Could you identify

1 those for the record? I assume that you passed out
2 copies to counsel?

3 MR. AGATHEN: I have passed out
4 copies to counsel and a copy also to the court
5 reporter.

6 JUDGE BUSHMANN: Could you identify
7 those for the record, please?

8 MR. AGATHEN: Yes. The four
9 exhibits, the first one is the Report and Order of
10 April 27, 2016 in Case No. EA-2015-0146. That's
11 the ATXI case. The second --

12 JUDGE BUSHMANN: And that was
13 Exhibit 375 you marked?

14 MR. AGATHEN: Yes. Thank you, your
15 Honor. The second is the cover page, page 2 and
16 pages 59 to 74 of ATXI's Initial Post-Hearing Brief
17 in that case, in the ATXI case, filed March 4,
18 2016, EFIS No. 266, and that is Exhibit -- you
19 probably have it up there, your Honor.

20 JUDGE BUSHMANN: That's 376.

21 MR. AGATHEN: 376. The third one is
22 the cover page, page 4 and pages 15 to 25 of the
23 Brief of Respondent Ameren Transmission Company,
24 that's ATXI, filed on January 6, 2017 in the appeal
25 of the ATXI order from the Commission in Case

1 No. WD79883 of the Western District of Missouri
2 Court of Appeals, and that's been marked as
3 Exhibit No. 377.

4 And then the last of the four is the
5 cover page and pages 16 to 23 of the Brief of
6 Respondent Public Service Commission filed on
7 January 20 -- January 6, 2017 in the same case
8 identified in the previous item, and that would be
9 Exhibit 378.

10 JUDGE BUSHMANN: There were some
11 objections that were filed in writing.
12 Mr. Zobrist, you had filed a written objection.
13 Did you want to, to save time, incorporate what you
14 put in writing into this?

15 MR. ZOBRIST: That's fine, Judge.
16 Our major objection is that they're not relevant to
17 this proceeding. It's another case. The other
18 thing I would point out is that the Commission
19 actually vacated its Order, the Report and Order on
20 July 20th. So I'm not sure what the status of that
21 is, but certainly as part of the Commission's
22 records, that it has no effect at this point.

23 JUDGE BUSHMANN: And Ms. Peggy
24 Whipple, you had some written objections also. Did
25 you want to incorporate those here?

1 MS. P. WHIPPLE: Yes, please, Judge.
2 We filed written objections last Friday, on the
3 28th of July. We would like to incorporate them.
4 The primary objection, of course, is -- the
5 substantive objection is due process. As an
6 intervener in this case, we have had no and will
7 never have any opportunity to meet these exhibits,
8 to rebut them as the law of evidence does protect
9 our due process right.

10 Our secondary objection is
11 procedural. The first document, the Report and
12 Order is already a matter, it has to be, a matter
13 of the record of appeal in the ATXI case because it
14 was required to be attached to the notice of
15 appeal, and the other documents are all barred by
16 the rules of procedure in Missouri from being
17 included in a record on appeal. So that would be
18 our procedural objection.

19 JUDGE BUSHMANN: Any other parties
20 want to make any objections to these exhibits?

21 (No response.)

22 JUDGE BUSHMANN: I'm going to
23 overrule the objections. Under Commission rule
24 4 CSR 240-2.150, section 1, the record is still
25 open because oral arguments have not yet occurred.

1 The Commission would be entitled to take official
2 notice of the two documents from the Commission
3 case anyway since the Commission can take official
4 notice of its own records. So Exhibits 375 through
5 378 will be received.

6 (MISSOURI LANDOWNERS ALLIANCE
7 EXHIBITS 375 - 378 WERE MARKED AND RECEIVED INTO
8 EVIDENCE.)

9 MR. AGATHEN: Thank you, Judge.

10 JUDGE BUSHMANN: Any other
11 preliminary matters that parties would like to
12 bring up before we get started?

13 Hearing none, let's go to oral
14 arguments by the parties. The attorney for each
15 party will be called to come forward and speak to
16 the Commission, with questions to follow. We'll
17 take arguments in the same order as we did in
18 opening statements in the evidentiary hearing.
19 First would be Grain Belt Express.

20 MR. ZOBRIST: Thank you, Judge. May
21 it please the Commission?

22 We appreciate the opportunity to
23 speak with you this morning about the effect of the
24 Court of Appeals opinion in Neighbors United on
25 this case as well as with regard to our motion for

1 waiver and MLA's motion to dismiss. I also want to
2 thank the Commission for rescheduling the oral
3 argument to accommodate my personal family needs,
4 and I thank Mr. Agathen and Mr. Linton,
5 Mr. Williams and Ms. Whipple and Mr. Healy for
6 consenting to that.

7 I'm pleased to have this opportunity
8 to present the position of Grain Belt Express
9 because we believe there is a clear path for you to
10 grant the line certificate of convenience and
11 necessity, the CCN, as requested by this
12 application that is entirely consistent with the
13 court's opinion.

14 And I've provided to the Bench as
15 well as to parties a short slide deck of five
16 slides that are going to govern my comments as I go
17 through them this morning.

18 Your decision in this case is very
19 important. It is, of course, critical to Grain
20 Belt Express, but it goes beyond that because your
21 decision in this case could have far-reaching
22 implications for other applicants who seek a line
23 CCN. If you agree with our opponents and Staff,
24 for example, it would mean the CCN that you granted
25 to IES Utilities back in 2002 to build a

1 transmission line in northeast Missouri is illegal.
2 It would mean that the CCN that you granted to
3 Transource Missouri just five years ago in 2013 to
4 build two projects in this state, the Iatan-Sibley
5 project in Clay County and Platte County and the
6 interstate project, the Sibley-Nebraska City
7 transmission line, both of which are completed, it
8 would make that CCN illegal.

9 Agreeing with our opponents and with
10 Staff in this case would improperly restrict your
11 jurisdiction over the construction of
12 infrastructure projects under Section 393.170.1,
13 and that's the section that we're going to be
14 focusing on today is subsection 1 of that statute.

15 If their positions were accepted, it
16 would elevate county commissions exercising their
17 proper authority under Chapter 229, which is the
18 chapter relating to provisions relating to all
19 roads, so a road chapter and a road crossing
20 statute under 229.100, to a degree never
21 contemplated by law.

22 According to Staff and MLA, this
23 would create a Checkpoint Charlie where anyone
24 coming before this Commission would have to obtain
25 all these county road crossing consents before you

1 could make your jurisdictional determination under
2 subsection 1. So an applicant would have to have a
3 green light in this case from all eight counties
4 before you could even make a decision with regard
5 to the CCN. This would mean in this case as few as
6 two county commissioners would have the power to
7 block you from exercising your authority under
8 subsection 1.

9 So if you fail to affirm your
10 authority to grant a line CCN under 393.170 and you
11 fail to declare why your actions are consistent
12 with what the Court of Appeals said in Neighbors
13 United, you would be giving up, voluntarily
14 relinquishing the jurisdiction granted to you by
15 the General Assembly, and its ramifications for the
16 Commission, for public utilities and for the people
17 of Missouri could be significant.

18 So there is a path forward, we
19 believe, that is consistent with the Neighbors
20 United case. And on page 1 of our slide deck I've
21 set forth the decision points that we think the
22 Commission should undertake, and the first one is
23 simply to issue a line CCN to Grain Belt Express
24 under subsection 1, and third is to grant a waiver
25 of the PSC rule which requires, very broadly, and

1 we think beyond the authority under subsection 1,
2 that all governmental consents have to be provided
3 before you can issue a CCN. And you've got the
4 power, you've had the power for years to waive
5 those requirements.

6 CHAIRMAN HALL: Let me stop you there
7 for a second, Mr. Zobrist. Do you believe that our
8 rule conflicts with the statute?

9 MR. ZOBRIST: I think it goes beyond
10 the statute.

11 CHAIRMAN HALL: I understand that.
12 So you do not believe it conflicts?

13 MR. ZOBRIST: Well, it conflicts in
14 the sense that there is no prerequisite, as there
15 is in subsection 2, to receive the mandatory
16 consent of the proper municipal authorities.

17 CHAIRMAN HALL: But is there an
18 argument that it conflicts with the statute such
19 that we should not follow it here?

20 MR. ZOBRIST: You have the power to
21 waive it, and I think that you should waive it in
22 this case because we have presented good cause, and
23 I'd be glad to talk about that right now, Chairman,
24 or later on.

25 CHAIRMAN HALL: I'll let you continue

1 your presentation.

2 MR. ZOBRIST: It simply is not
3 required in this case. It's not required under a
4 line CCN. We understand why it may be required
5 under subsection 2, area certificates, because we
6 have the language about the required consent of the
7 proper municipal authorities.

8 We do provide an alternative in
9 Section 5, I believe it is, of our brief that I'm
10 going to talk about at the end of my presentation
11 where we think there is a path forward for you. If
12 you give an overly broad reading to Neighbors
13 United, which we don't think is necessary and we
14 actually think is improper, we think there is an
15 alternative where you can issue a Report and Order
16 with findings of fact and conclusions of law on
17 everything but withhold issuing a line CCN until
18 the governmental approvals are provided.

19 We don't think Neighbors United
20 requires that, we don't think subsection 1 requires
21 that, but we think that is available to you if you
22 give an unduly broad reading to the Neighbors
23 United case.

24 So if we could move on to slide 2,
25 which is simply the statute, and I've got three

1 important points that I want to make here. The
2 boxed section, subsection 1, is the line authority
3 that Grain Belt Express seeks from this Commission.
4 That is the only subsection under which we are
5 requesting a certificate.

6 Subsection 2 is the area certificate.
7 This is the subsection that requires the consent of
8 the proper municipal authorities, which I've
9 underscored or should be underscored in the last
10 line of subsection 2.

11 Subsection 2 deals with retail
12 service serving the public. So it makes absolute
13 sense about why you would be required to receive
14 before issuing a CCN the proper consent of
15 municipal authorities. There is no mandate to
16 receive any kind of government approval under
17 subsection 1.

18 Importantly, in subsection 3, these
19 two concepts, the line concept or the construction
20 concept under subsection 1 and the area serving the
21 public under a franchise in subsection 2 are
22 recognized, and our opponents don't want to talk
23 about that or at least they don't mention it.

24 Let me, if I can, just take a moment
25 to read that sentence. It's the first sentence of

1 subsection 3. It says, the Commission shall have
2 the power to grant the permission and approval
3 herein specified whenever it shall after due
4 hearing determine that such construction, that's
5 subsection 1, or, or in the alternative such
6 exercise of the right, privilege or franchise,
7 subsection 2, is necessary or convenient for the
8 public service.

9 Those two concepts, the construction
10 under subsection 1 and the exercise of the right,
11 privilege or franchise under subsection 2, have
12 been in this statute since 1913, although, as we
13 pointed out in our brief, in 1949 and '50 the
14 statute was broken into these three parts. Those
15 two concepts have always been recognized in that
16 sentence, construction, which is now point 1, the
17 exercise of the right, privilege or franchise under
18 subsection 2.

19 Now, let's go on, if we might, to the
20 language in Neighbors United, and the next three
21 slides have what Grain Belt Express believes are
22 the two critical paragraphs that give you this path
23 forward to issue a line CCN in this case.

24 Now, the first paragraph is on
25 slide 2, and this is the heart of the Neighbors

1 United case. The court there talked about only two
2 subsections of 393.170. They talked about the
3 general language of subsection 3, which as they
4 state in the first sentence in slide 3, it
5 authorize PSC to impose reasonable and necessary
6 conditions on a CCN.

7 It contrasts subsection 3 with
8 subsection 2, the area certificate, the certificate
9 you have to have if you're going to serve a
10 territory and serve the public, and says, however,
11 the specific language of 393.170.2 states that
12 evidence of the county commission shall be on file
13 before the PSC grants a CCN.

14 That's not exactly what it says. It
15 talks about providing the consent of municipal
16 authorities. But the important point is the Court
17 of Appeals is referring to subsection 2.

18 And then they go on to say, under
19 this rule, the general provision of point 3 gives
20 way to the more specific and mandatory language of
21 point 2, which has the shall language. Neighbors
22 United in this case, that court did not talk about
23 subsection 1.

24 Now, if we could move on to slide 4.
25 Slide 4 is the -- are the first three sentences of

1 the next paragraph that summarize what the court
2 first said about it, and they say, to construe this
3 statute otherwise would render the language of
4 point 2 meaningless by allowing the Commission to
5 grant a CCN without having received the required
6 documentation. And they cite a case that talks
7 about harmonizing statutes. We all learned that in
8 law school.

9 And then the last sentence states,
10 our harmonization of the statute preserves the
11 integrity of both subsections of 393.170. What two
12 subsections? Not point 1. Point 1 is never
13 discussed in the opinion. It's point 2 and point 3
14 which are discussed in the prior paragraph.

15 Those critical sentences are omitted
16 I know from Staff's brief, and I don't believe that
17 MLA or Show-Me want to talk about this either.

18 The rest of the paragraph is on
19 slide 5, and in the context of those prior two
20 slides, that is what must be understood when you
21 read that middle paragraph that our opponents put
22 that say, accordingly, county commission assents
23 required by Section 229.100 and your regulations
24 must be submitted to the PSC before the PSC grants
25 a CCN. They're not talking about a line CCN and

1 they're not talking about subsection 1, and that is
2 what gives you the path forward that we summarize
3 on page 6 of this slide deck.

4 We urge you to issue a Report and
5 Order in this case that explains the purpose of a
6 line certificate, to offer construction, to approve
7 construction of a project, which is what Grain Belt
8 Express has requested, and explain the differences
9 as you have in other cases and as the Court of
10 Appeals have done in numerous cases between
11 subsection 1, line certificates, subsection 2, area
12 certificates to serve the public, and emphasize
13 that subsection 1 doesn't have the language that
14 subsection 2 has about providing the required
15 consents of municipal authorities.

16 Now, we have no problem with the
17 Commission noting that there are independent
18 statutory and regulatory obligations upon Grain
19 Belt Express to comply with. Section 229.100 is
20 one of them. We understand that in order to erect
21 poles and string wires across county roads --
22 that's all it deals with is county roads -- that we
23 have to have their permission. But we also
24 understand that there are probably permits that we
25 need to receive from the Department of Natural

1 Resources with regard to watersheds. If we cross
2 state highways, there are probably permits we need
3 to obtain from MoDOT. But those are independent
4 obligations and they don't have anything to do with
5 your regulatory authority and your ability to issue
6 a line CCN under subsection 1.

7 We believe that good cause exists to
8 grant a waiver of the regulation that the Chairman
9 mentioned for a number of reasons. First of all,
10 there's nothing in subsection 1 that tells us we
11 have to submit those governmental consents.

12 Two, there would be no harm to the
13 public because the project can't go forward unless
14 we get these regulatory consents from the counties,
15 from DNR, from MoDOT, if we cross an interstate
16 highway probably U.S. Department of Transportation,
17 surely crossing the Missouri and Mississippi Rivers
18 from the Corps of Engineers. The public will not
19 be harmed by your not incorporating these as a
20 filing requirement.

21 And Commission precedent for many
22 years has allowed the provision of these government
23 approvals prior to construction. You did this in
24 2016 when you approved Ameren Missouri's solar
25 pilot program in 2016. We cite this in our brief.

1 You said as long as these approvals are submitted
2 prior to construction beginning, there's not a
3 problem.

4 That was also the attitude taken by
5 implication in the Transcourse Missouri case in
6 2013 and in the IES Utilities case, 2002. No
7 mention of county consents or other governmental
8 approvals. Those are independent requirements.

9 It's perhaps not most important but
10 it's -- it's interesting that the county
11 commissions have told you -- and this is in
12 Mr. Lowenstein's, I believe it's Schedule 4 to his
13 rebuttal testimony, Exhibit 300 -- that when
14 several of the county commissions purported to
15 rescind or at least advise you that they were
16 unsure if they had acted properly, they said we've
17 acted prematurely, we think, because we haven't
18 heard from you, and so we're either putting our
19 permission on hold or we're attempting to rescind
20 it because we want to hear from the Public Service
21 Commission about what you think are the merits of
22 this project.

23 And, in fact, if you remember
24 Mr. Wilcox' testimony when he was on the stand, he
25 talked about -- he was cross-examined, I believe,

1 by either Mr. Agathen or perhaps it was Staff, and
2 these -- these letters are in your public comments.
3 Two of the Randolph County Commissioners have
4 stated, if you look at the bottom line, we think
5 that our decision to grant such authority was
6 premature and that Grain Belt Express cannot be
7 granted authority by the Randolph County Commission
8 until such time as Grain Belt Express Clean Line,
9 LLC has utility status, receiving the official
10 approval of the Missouri Public Service Commission.

11 So we're caught in a Catch 22 right
12 now. We've got our opponents under their
13 interpretation of the Neighbors United case saying,
14 well, you've got to have all this stuff before you
15 and you've got to supply it to the Commission
16 before they can grant you a CCN, and then we've got
17 the county commissions saying we want to hear from
18 the Public Service Commission about whether this
19 project is convenient or necessary to the public
20 convenience before we issue the 229.100. It can't
21 be both.

22 And so if you go back to what the
23 statute says under subsection 1, it is clear that
24 you don't need to require these governmental
25 approvals prior to issuing a CCN, and the Neighbors

1 United case does not deal with the subsection under
2 which we submitted our CCN, and that is the path
3 forward.

4 Now, let me talk briefly about our
5 alternative proposal. If you give the Neighbors
6 United case an overly broad reading -- and as I
7 said, we don't think that's necessary. We actually
8 think it's improper and goes beyond the language of
9 the court -- you can still issue a Report and
10 Order. Nothing bars you from addressing or
11 deciding the issues of public convenience and
12 necessity under subsection 1 and subsection 3 of
13 393.170.

14 There are a number of old PSC cases
15 that I think Staff cited and maybe Mr. Agathen
16 cited that show that in instances where the
17 Commission did not have all the county consents, it
18 still went ahead and made findings as to financial
19 ability, as to economic feasibility, as to public
20 interest, and it withheld the CCN until they were
21 provided to the Commission.

22 And this would give the county
23 commissions an opportunity to see what you think
24 about the project and deal with the issues, for
25 example, the Randolph County Commission has.

1 Chairman, did I interrupt you?

2 Okay. And I think -- I think that's
3 the important thing, and it would solve this
4 Catch 22 in which we find ourselves right now. And
5 it's also important, again, if you give Neighbors
6 United this overly broad reading, to provide any
7 review in court with your thoughts about the public
8 convenience and necessity. We don't think you need
9 to do that, and we think issuing a line CCN is
10 consistent with Neighbors United, but this would at
11 least allow the county commissions to find out what
12 the Public Service Commission thinks about the
13 project.

14 I should just say one thing.
15 Mr. Agathen I believe in his brief said, how come
16 Grain Belt Express hasn't provided you with all
17 these things? Remember, we had all eight of these
18 county consents, and it was essentially the
19 opponents of this project that put political
20 pressure on five or six of these counties to
21 withdraw their consent.

22 We obtained all of these. And it is
23 these opponents, it's the opponents that want to
24 elevate the county commissions to circumscribe your
25 jurisdiction and to prevent you from what we think

1 is doing your job under subsection 1 under the
2 facts of this case.

3 So in conclusion -- and I'm going to
4 go back to slide 6 because we think that is the
5 path forward -- we believe that neither the
6 Neighbors United case nor the law in general
7 requires you to dismiss our application. To the
8 contrary, we think it supports granting us a line
9 CCN.

10 There is a clear path forward and it
11 is not a stretch. Your hands are not tied. You
12 have the authority under subsection 1 to issue a
13 line CCN in this case. But the Report and Order
14 has to be detailed. You're going to have to
15 explain the differences between the line CCN and
16 the area CCN. For some reason the Neighbors United
17 court either didn't understand or overlooked it
18 because they were only looking at point 2 or point
19 3. That needs to be in a Report and Order.

20 And, of course, your decision should
21 contain detailed findings of fact and conclusions
22 of law on all of these issues, and you should
23 exercise your proper authority under subsection 1
24 and point 3 in light of the implications for all
25 kinds of infrastructure in the state of Missouri.

1 So we respectfully ask that you grant
2 a line CCN in this case and grant us a waiver of
3 the filing requirements. Thank you.

4 JUDGE BUSHMANN: Questions?

5 CHAIRMAN HALL: Yes, I have a few. I
6 want to start with your alternative argument that
7 the Commission go through the Tartan analysis,
8 determine that Grain Belt has met each of those
9 factors, but then withhold issuing the certificate.
10 Would that be an appealable decision?

11 MR. ZOBRIST: I think it would be
12 because if you construe Neighbors United to say
13 that you cannot issue a CCN, you're making these
14 other findings and you're simply withholding it at
15 that point. To be honest, I really haven't thought
16 through that. It may be -- it depends on what your
17 language is. I think if you say that this part is
18 final, you view it as appealable, that that might
19 be something for us to take a look at because it
20 may not be an appealable order until either --

21 CHAIRMAN HALL: I think that would be
22 your worst-case scenario. Then you're sitting in
23 limbo here and you can't take the order up.

24 MR. ZOBRIST: Well, I'm being the
25 optimist, Chairman. I'm assuming we get favorable

1 factual findings on the public convenience and
2 necessity. We'd use those to go to the county
3 commissions and say the Public Service Commission
4 has weighed in and says the public is not going to
5 be harmed and you should issue your county assents
6 and then we'll be back.

7 Now, if you -- if you deny it, if you
8 dismiss it, then I think --

9 CHAIRMAN HALL: Well, that's --

10 MR. ZOBRIST: Pardon me. Go ahead.

11 CHAIRMAN HALL: That, to be perfectly
12 blunt, seems a little naive to me that this
13 commission's decision on public interest is going
14 to sway the county commissions, and so --

15 MR. ZOBRIST: Like I said --

16 CHAIRMAN HALL: I think the reality
17 is that that would be almost your worst nightmare
18 because then the case just sits in limbo here and
19 you can't take it up on appeal.

20 MR. ZOBRIST: Well, let me put it
21 this way. The nightmare is if you just dismiss it
22 out of hand because then the project's dead. The
23 problem --

24 CHAIRMAN HALL: I would say that's
25 better than this because at least then -- oh, okay.

1 I'm sorry. I'm with you now. Keep going.

2 MR. ZOBRIST: The only reason we
3 suggest the alternative is if in your deliberations
4 you want to give this unduly broad ruling. We've
5 got the county commissions out here saying we want
6 to hear from the Public Service Commission, and we
7 were trying to think how do we get them to hear
8 from you without, you know, in our view an improper
9 way of expanding the interpretation of Neighbors
10 United.

11 That is not a -- Chairman, that is
12 not a preferred alternative. We're just saying
13 that could be an alternative if you want to give
14 the case a broad ruling.

15 CHAIRMAN HALL: How about this as an
16 alternative: How about if -- if the Commission
17 were to determine that the ATXI decision is binding
18 upon us and we can't issue the certificate without
19 violating that decision, but we either in that
20 Report and Order or in a concurrence include
21 findings of facts and conclusions of law indicating
22 that the Tartan factors are met? Then you can take
23 that up on appeal and you can take that to Randolph
24 County and other counties as well.

25 MR. ZOBRIST: Well, that's what we're

1 trying to say, and maybe we just were not
2 articulate in saying that. When we were saying do
3 everything except issue the line CCN, we were
4 saying make those findings under the Tartan
5 factors. So I think I agree with you on that
6 point. It would allow us to be able to go to the
7 county commission with your findings.

8 CHAIRMAN HALL: Okay. Let me go next
9 to where you -- where you started in your
10 presentation.

11 COMMISSIONER KENNEY: Could I ask a
12 question?

13 CHAIRMAN HALL: Sure.

14 COMMISSIONER KENNEY: Are you saying
15 that in the first --

16 CHAIRMAN HALL: Are you asking me or
17 asking him?

18 COMMISSIONER KENNEY: I'm asking you,
19 because I'm trying to find out his answer. The
20 first one -- the second one would be issue an order
21 denying it based on the ATXI decision, but the
22 first one was just don't issue an order?

23 CHAIRMAN HALL: The first one, you
24 mean --

25 COMMISSIONER KENNEY: His

1 alternative.

2 CHAIRMAN HALL: That's what I thought
3 he was proposing, but I don't think that is, in
4 fact, what he was proposing.

5 COMMISSIONER KENNEY: Isn't that
6 called an advisory opinion? Are those still legal?

7 CHAIRMAN HALL: And I don't think
8 that he is -- it wouldn't be illegal. I don't
9 think that's --

10 COMMISSIONER KENNEY: Or not
11 permissible.

12 CHAIRMAN HALL: It wouldn't be -- it
13 wouldn't be appropriate. But, I mean, I don't
14 think that's what he was proposing, and that's not
15 what I'm proposing either.

16 MR. ZOBRIST: Well, Chairman, when
17 you said a dismissal, I mean, sure, that might be
18 great for us to take something up on appeal. That
19 delays the project, and I'm sure the county
20 commission would say, well, they dismissed the darn
21 thing. What are we supposed to be doing? Then
22 we've got to convince them that while we're up on
23 appeal you still need to give us the county assent.

24 We think a better alternative would
25 be, again, with this overly broad view of Neighbors

1 United, because we don't see how you can look at
2 the language of Neighbors United which doesn't even
3 deal with subsection 1 and say it binds your hands.
4 But if you come to that conclusion, then we would
5 like to have everything except the CCN, like on
6 some of these old PSC cases where you withhold the
7 certificate and say, well, go get them and come
8 back in, and then we've seen a couple cases when
9 it's brought in the Commission says, well, here's
10 your CCN.

11 CHAIRMAN HALL: But by withholding,
12 do you mean essentially do what we did in the ATXI
13 case?

14 MR. ZOBRIST: Absolutely not. This
15 is not a contingent. You don't offer an opinion on
16 a CCN. You make findings of fact and conclusions
17 of law, for example, partial summary judgment.

18 CHAIRMAN HALL: Which is frequently
19 not appealable either.

20 MR. ZOBRIST: And that's fine. We
21 can then -- that's my opponent's problem at that
22 point. Grain Belt Express can then take -- if you
23 give us favorable findings of fact and conclusions
24 of law but saying we think we can't issue you a
25 CCN, so we haven't run afoul of Neighbors United,

1 we can go to Randolph County and Monroe County and
2 we can say, we've got these favorable findings.
3 Give us your county assents, and then we'll be back
4 and then we'll get the certificate. I mean, that's
5 our thought.

6 Again, that's not the preferred route
7 because it creates more delay and uncertainty, and
8 we think it goes beyond what the Court of Appeals
9 said, but we think that's an option.

10 CHAIRMAN HALL: Early in your
11 presentation you noted a couple of examples where
12 if the Commission were to interpret the ATXI
13 decision as tying our hands here, would have the
14 effect of making certain prior CCNs illegal, I
15 think was the word you used. And so what -- what
16 were those again?

17 MR. ZOBRIST: Well, it was the
18 Transcourse Missouri 2013.

19 CHAIRMAN HALL: Let's just do that
20 one first. So in that -- what did the Commission
21 do in that case?

22 MR. ZOBRIST: Well, the Commission
23 approved a Stipulation & Agreement, and the
24 projects have been built. So I'm not sure how
25 anyone can go back and collaterally attack the CCN.

1 CHAIRMAN HALL: Okay. So then
2 illegal is perhaps maybe a tad strong?

3 MR. ZOBRIST: It would have been
4 illegal as issued. I mean, subsequently
5 Transcourse Missouri provided the 229.100 assents
6 for all the five or six counties that it went
7 through, so it's okay now. But if someone
8 theoretically had appealed that stip or appealed
9 the order in the IES Utilities case back in 2002,
10 these guys don't have their county assents, the
11 court --

12 CHAIRMAN HALL: Is that the situation
13 in all the examples you gave where the assents were
14 obtained after the fact and --

15 MR. ZOBRIST: Well, I know for a fact
16 in the Transcourse Missouri case because in the
17 period subsequent to the Report and Order they were
18 provided to the Commission. The IES case is before
19 we've had everything in EFIS, and I presume that
20 the -- that a 229.100 assent from I think it's
21 Clark County up there, it's the northeast Missouri
22 county, I presume that was provided because the
23 line was built and it's been in existence for 15
24 years.

25 CHAIRMAN HALL: Could you run through

1 your legal analysis on the -- on the waiver request
2 on 4 CSR 240-3.105?

3 MR. ZOBRIST: Sure. Sure. All of
4 your regulations can be waived unless it is waiving
5 a statutory requirement. As we pointed out,
6 subsection 1 has no requirement to provide
7 municipal or other governmental consents.
8 Subsection 2 does.

9 So our first point is that your
10 regulation, if anything, is a bit of a regulatory
11 overreach because it's requiring something that
12 subsection 1 doesn't require. Your regulation
13 actually deals with both the earlier parts of the
14 regulation --

15 CHAIRMAN HALL: What's the standard?

16 MR. ZOBRIST: Good cause. Good
17 cause.

18 CHAIRMAN HALL: And what rule are you
19 relying on?

20 MR. ZOBRIST: It's in our brief. I
21 believe it is -- give me just a minute. The waiver
22 is in 2.060(4). It says that a party may apply for
23 a waiver from Commission rules, tariff provisions
24 and those statutory provisions which may be waived.
25 There's also a similar reference to that under the

1 application section under which the application was
2 submitted. And we are to provide a complete
3 justification setting out good cause for granting
4 the variance or the waiver.

5 And as we said, the good cause is,
6 first of all, it's not required by the statute.
7 We're not asking for any statutory requirement to
8 be waived. We know we have to provide county
9 assents, other governmental approvals.
10 Subsection 1 doesn't require that.

11 Two, there's no harm to the public
12 because the project cannot go forward without all
13 appropriate governmental consents.

14 Three, Commission precedent for many
15 years has allowed the provision of government
16 approvals after the CCN is issued and prior to
17 construction. You did that in the solar CCN that
18 Ameren received from you last year, and we cite
19 that in our brief. I think maybe not in our brief
20 but in your request for a waiver, I believe that's
21 where the Ameren Missouri case is set forth.

22 And practically that's what happened
23 in both the Transcourse Missouri case where the
24 county submissions were supplied to you after the
25 CCN was issued, and we presume that is the case in

1 IES Utilities because the transmission line was
2 built across the county. Not aware of any kind of
3 litigation, and, in fact, when that CCN was
4 transferred to ITC Midwest when they bought the
5 transmission assets from Interstate Power and
6 Light, now Alliant Energy, you approved that.
7 So we didn't have an issue as far as county
8 consents.

9 And then finally, as we've said,
10 several county commissions said we want to hear
11 from the Public Service Commission before we issue
12 the county consent. So this is the Catch 22. If
13 we have to provide these beforehand but they want
14 to hear from you, we need some resolution on that.

15 So the waiver of that will allow
16 us -- the waiver of the filing before you issue a
17 CCN will allow us to go to the county commissions
18 with your factual findings and say, you know, we're
19 going to abide by your county road crossing rules,
20 so please give us the county assent.

21 CHAIRMAN HALL: The Commission's
22 Report and Order in the ATXI case on page 38 states
23 that the plain language of 229.100 and its own
24 rules require the county assent. The Commission
25 did not base its decision that the assents were

1 required under anything in 393. It based that
2 decision based upon the language of 229.100. Do
3 you agree with that?

4 MR. ZOBRIST: No, I do not, Chairman.
5 That's an independent requirement, and --

6 CHAIRMAN HALL: I'm not saying if you
7 agree -- my question is, is that your
8 interpretation of the Commission's decision, not
9 whether it was a correct decision?

10 MR. ZOBRIST: Pardon me. Could you
11 give me the question again?

12 CHAIRMAN HALL: I'm trying to -- to
13 me -- I was obviously on the Commission when we
14 approved this decision. We placed the county
15 assent requirement because of the language in
16 229.100 which requires county assent.

17 MR. ZOBRIST: Correct.

18 CHAIRMAN HALL: We did not -- based
19 on my memory, my understanding and my rereading of
20 our order, we did not make that condition because
21 of anything in 393.

22 MR. ZOBRIST: Well, then what was the
23 power for you to make that decision?

24 CHAIRMAN HALL: Our rule, our rule
25 which said that county assents were required.

1 Well, if county assents are required, then they
2 have to be provided before we grant the authority
3 under 393, and 229.100, which seems to require
4 county assents.

5 MR. ZOBRIST: 229.100 does require
6 county consents. It has nothing to do with the
7 Commission's jurisdiction. And your source of
8 authority is under 393.170. Our application was
9 under point 1. There is nothing under point 1 that
10 requires that consent.

11 Your regulations do require that, we
12 think overbroadly. We don't think it's required.
13 We think it is required for area certificates
14 because that's what the last sentence of point 2
15 requires. It was not required in point 1. ATXI
16 did not ask you to waive the rule, so we don't have
17 a waiver issue being discussed in your Report and
18 Order.

19 So we think what we're asking here is
20 consistent with the statute and it would provide
21 good cause for you to grant a waiver of what is
22 essentially a filing requirement to receive
23 approvals from other entities over which you do not
24 have jurisdiction.

25 CHAIRMAN HALL: I'll switch gears

1 because I'm not sure I followed all of that in
2 response to my question. But do you believe that
3 ATXI was not requesting a line certificate?

4 MR. ZOBRIST: ATXI, as I read their
5 application, requested a certificate under 393.170.
6 It didn't specify point 1 or point 2. It is a
7 transmission only project, and we believe by
8 implication it only calls into play subsection 1.

9 CHAIRMAN HALL: I would agree with
10 that. And then do you believe that the
11 Commission's Report and Order granted a line
12 certificate?

13 MR. ZOBRIST: It did not specify.

14 CHAIRMAN HALL: It didn't specify,
15 but is that not in effect what it did?

16 MR. ZOBRIST: No. It did not
17 specify, and I don't think you can read that into
18 it, just like you can't read into what the Court of
19 Appeals did because nobody talks about
20 subsection 1. I think we can all agree it's a
21 transmission project, and the authority to
22 construct a transmission project is subsection 1.
23 But your Report and Order didn't talk about
24 subsection 1 and the Court of Appeals never talked
25 about subsection 1.

1 In our view, this is not the time to
2 begin to imply or infer or speculate what should
3 have been said either in our Report and Order or in
4 the Court of Appeals opinion. You just have to
5 take it as it is.

6 CHAIRMAN HALL: See, I don't know. I
7 would disagree with you in terms of whether or not
8 the Commission's Report and Order made the
9 distinction between line and area certificates. I
10 think from pages 38 through 40 we go through the
11 case law on line certificates versus area
12 certificates and reached the conclusion that we
13 did.

14 MR. ZOBRIST: Chairman, if I can
15 interrupt. If I agree with you to that extent, it
16 doesn't matter when we look at what the Court of
17 Appeals said because they didn't deal with a line
18 certificate or with subsection 1. So even if
19 you're right and we agree that you're right and
20 everybody agrees that you're right, that's not what
21 the Court of Appeals did. And that's why your
22 hands are not bound in this case and you have a
23 path forward to issue us a line CCN.

24 At the risk of opening the point of
25 confusion, you said you didn't understand what I

1 was saying on the waiver issue with regard to
2 229.100. Do you want me to go over that again?

3 CHAIRMAN HALL: No. I'm with you. I
4 have no further questions at this time. Thank you.

5 COMMISSIONER STOLL: No questions.
6 Thank you.

7 COMMISSIONER KENNEY: Just a couple.
8 Just getting back to subsection 1 and the courts,
9 the fact that -- could it have been that they
10 considered it but found it not persuasive so they
11 just were silent on it?

12 MR. ZOBRIST: Commissioner, I don't
13 know. They did not --

14 COMMISSIONER KENNEY: We don't know.
15 Because that's what you're basing your whole case
16 on.

17 MR. ZOBRIST: I would phrase it
18 differently. We're basing our case on what they
19 did say and what we know that they said, and they
20 did not deal with subsection 1. So whether you
21 view that as baffling or surprising or mysterious,
22 they --

23 COMMISSIONER KENNEY: Courts do that
24 occasionally, don't they --

25 MR. ZOBRIST: Right.

1 COMMISSIONER KENNEY: -- some of
2 them?

3 MR. ZOBRIST: Right. But then that
4 does not bind either a lower court or an
5 administrative agency from making determinations
6 that are consistent with the actual language of
7 what the judges say.

8 COMMISSIONER KENNEY: But you're
9 agreeing there's no difference between the two
10 transmission lines?

11 MR. ZOBRIST: Factually it is the
12 same. Legally, the Court of Appeals took a
13 different view because they didn't deal with
14 subsection 1. They talked about the mandates in
15 point 2 and the general language in point 3.

16 COMMISSIONER KENNEY: Okay. Thank
17 you very much. Oh, wait. One other question. I
18 do have one other question. You mentioned --
19 excuse me. You mentioned Randolph County. You
20 also said that there were several counties that
21 were waiting. Can you tell me the other counties
22 that have reacted -- that told you that?

23 MR. ZOBRIST: It's in
24 Mr. Lowenstein's Schedule 4, and I believe that
25 those other counties are Chariton, well, Ralls I

1 think. Well, I know the two that have not,
2 Buchanan and Carroll, and Caldwell County has been
3 rescinded because --

4 COMMISSIONER KENNEY: The courts?

5 MR. ZOBRIST: Yeah, the courts,
6 because the county commission blew the open
7 meetings statute. But it's those other counties
8 that have said we believe we acted prematurely, and
9 a couple counties say, here's some questions,
10 Public Service Commission, we want you to answer.

11 COMMISSIONER KENNEY: Where can I
12 find that?

13 MR. ZOBRIST: It's in Schedule 4,
14 LDL-4 of Don Lowenstein's rebuttal testimony,
15 Exhibit 300. Louis Donald Lowenstein,
16 L-o-w-e-n-s-t-e-i-n.

17 COMMISSIONER KENNEY: Surrebuttal?

18 MR. ZOBRIST: Rebuttal. And he's a
19 witness for Missouri Landowners Alliance.

20 COMMISSIONER KENNEY: I'm sure Rachel
21 heard that. Thank you.

22 MR. ZOBRIST: Be glad to repeat it.

23 COMMISSIONER RUPP: If we issued the
24 line CCN under 393.170.1 and we waived our rule for
25 the providing government approvals prior to

1 receiving the line CCN, do you still need those
2 approvals prior to construction?

3 MR. ZOBRIST: Yes.

4 JUDGE BUSHMANN: Thank you.

5 MR. ZOBRIST: Thank you.

6 JUDGE BUSHMANN: Next argument is by
7 MJMEUC.

8 MS. P. WHIPPLE: Good morning. I'd
9 like to start this morning with Commissioner Hall's
10 and Commissioner Kenney's questions that were
11 premised on the concern about whether or not the
12 ATXI opinion binds this Commission, and my answer
13 to you on that is it does not bind the Commission,
14 but it may well guide the Commission.

15 The binding negative effect of the
16 ATXI opinion that MLA and Staff and Show-Me are all
17 arguing is not grounded in our law that defines
18 what does bind the Commission. The Latin term is
19 stare decisis. It means to stand by things
20 decided. That's the key word, decided.

21 The ATXI court didn't decide anything
22 about Section 393.170.1. It didn't even mention
23 393.170.1. It didn't even mention a line
24 certificate. There was nothing decided; therefore,
25 there's nothing binding.

1 Now, even though Staff and MLA and
2 Show-Me would like to have this Commission believe
3 that it's bound by that decision and that your
4 discretion is now taken away from you, I would say
5 you may choose to let that decision guide what you
6 do here today because there is useful language in
7 that opinion.

8 What happened there is the court, the
9 ATXI court specifically declared that the
10 Commission acted unlawfully and outside of its
11 authority when it made ATXI's certificate
12 contingent and not effective until after ATXI
13 obtained consents from the counties. That is
14 really the core ruling of the ATXI opinion. It's
15 not how many county consents do you have or do you
16 don't have.

17 The core ruling, if you look at the
18 language of the opinion, is that this Commission
19 cannot defer its authority by issuing a CCN that is
20 not effective until some other entity acts. That's
21 the core ruling of that ATXI opinion, and that's
22 what can guide the Commission in ruling on the
23 Grain Belt application.

24 If we look at that core ruling, this
25 Commission is free then to grant a CCN that

1 includes reasonable and necessary conditions under
2 393.170.3. An effective and lawful CCN here can
3 also recognize the independent requirements of
4 other regulations or statutes, including 229.100.

5 The key that we learned from the ATXI
6 decision, though, is that the effectiveness of this
7 CCN granted by this Commission cannot depend on the
8 fulfillment of those other conditions or
9 requirements.

10 So MJMEUC suggests, in collaboration
11 or alongside Grain Belt, that there are five things
12 that this Commission can put in its Report and
13 Order to assure that it is lawful and that it is
14 consistent with the guidance that can come from the
15 ATXI opinion.

16 First, one or more findings of fact
17 that Grain Belt is seeking only a line certificate,
18 only under the authority of 393.170.1, and that
19 Grain Belt is not seeking an area certificate, it
20 has no desire to serve all of the customers around
21 that line. That would be the first thing.

22 The second thing a lawful Report and
23 Order could include, being guided by the ATXI
24 opinion, is one or more conclusions of law. Go
25 ahead and recognize the existence of independent

1 statutes or regulations such as 229.100 even though
2 they're administered by other entities who I trust
3 will guard their authority greatly. Those can be
4 acknowledged in the conclusions of law.

5 The third key thing for a lawful
6 Report and Order to include would be a decision by
7 this Commission that Grain Belt has met all five of
8 the Tartan criteria and that the requested
9 transmission line is indeed necessary and
10 convenient for the public service.

11 The fourth element of a lawful Report
12 and Order would be an order that grants Grain Belt
13 an effective CCN.

14 And the last, the fifth element,
15 should this Commission decide that it wants to
16 impose reasonable and necessary conditions under
17 393.170.3, that's the fifth element of a lawful
18 Report and Order.

19 Accepting this guidance from the ATXI
20 opinion will keep the result of this case, the
21 Grain Belt case, entirely consistent with the ATXI
22 opinion. Indeed, both applicants will have been
23 found to have met all five of the Tartan criteria.
24 Both applicants are requesting a transmission line
25 that the Commission will have found was necessary

1 and convenient for the public service. Both of the
2 CCNs will have been issued prior to the time that
3 all of the independent other governmental assents
4 are issued by other authorities, and the necessary
5 difference between the two rulings of this
6 Commission will be in the effectiveness of the CCN.

7 The ATXI CCN was unlawful because it
8 was ineffective when it was issued. The Grain Belt
9 CCN if it is effective when it is issued will be
10 lawful, and that is the takeaway from the ATXI
11 opinion.

12 I also would like to reach to more of
13 Chairman Hall's question. Chairman Hall asked if
14 the Commission's rule, and I think you were
15 referring to 4 CSR 240-3.105, Chairman asked if it
16 was inconsistent with the statute, and I believe
17 you were referring to 393.170.

18 My answer is no, it's not. And the
19 reason it's not, when you look at the rule,
20 240-3.105, when you look at subsections C and D, we
21 see that C says, when no evidence of approval of
22 the effected governmental bodies is necessary, I
23 think that lines up directly with subsection 1 of
24 393.170.

25 The line certificate, the application

1 for a line certificate in that subsection 393.170.1
2 makes no reference to any other authority,
3 municipal, county, nothing. And so I think your
4 rule is consistent. I think subsection 3 is
5 referring back to 393.170.1, the line certificate,
6 when there is no need to have approval from any
7 other governmental entity before you exercise your
8 authority and issue a certificate.

9 I think subsection D of the rule,
10 which starts out when approval of the effected
11 governmental bodies is required, I think that lines
12 up perfectly with 393.170.2, the area certificate,
13 which on its face, and it has for years, on its
14 face talks about the approval -- I'm sorry. I've
15 got to get to the right rule here. On its face
16 talks about the required consent of the proper
17 municipal authorities.

18 So I think your rule is completely
19 consistent with the statute and you've got no
20 concern about an inconsistency there.

21 CHAIRMAN HALL: So you don't believe
22 that we need to waive the rule?

23 MS. WHIPPLE: I believe that what
24 Mr. Zobrist is asking for is not a waiver of the
25 rule itself as in make it go away, but a waiver of

1 the timing of the filing requirement so that he may
2 go ahead and receive on behalf of Grain Belt a
3 fully effective CCN, and then he will take that
4 fully effective CCN and go to the various county
5 commissions, give them his engineering drawings so
6 that their highway engineer can determine that
7 Grain Belt is not doing anything unsafe with the
8 roads and then obtain those county consents.

9 If the commission would like to see
10 them at a later time for a full record, that would
11 be great. But I don't think he's asking you to
12 pretend the rule doesn't exist. I think he's only
13 asking for a waiver of the timing of the filing
14 requirement, because subsection 2 of your rule
15 says, if any of the items required under this rule
16 are unavailable at the time the application is
17 filed, they shall be furnished prior to the
18 granting of the authority sought.

19 Well, the key there is if any of the
20 items required under this rule. My point to you is
21 that they are not required under this rule for the
22 line certificate that Grain Belt seeks because that
23 falls under subsection C of your rule, which starts
24 out, when no evidence of approval of the effective
25 governmental bodies is necessary. So I think it's

1 consistent with the waiver he's asked for, and I
2 think your rule and the statute are consistent.

3 CHAIRMAN HALL: So I'm looking at D1
4 where it says consent or franchise by a city or
5 county.

6 MS. WHIPPLE: Yes.

7 CHAIRMAN HALL: And the way I've
8 always interpreted that is when they talk about a
9 county, they're talking about the 229.100
10 requirement.

11 MS. P. WHIPPLE: That may be.

12 CHAIRMAN HALL: And at least -- so to
13 me, if we were to be interested in granting a
14 certificate and we wanted to -- which of course we
15 do want to be consistent with the ATXI decision, we
16 would have to grant a waiver. I mean, I completely
17 understand Mr. Zobrist's argument. I'm baffled by
18 yours.

19 MS. P. WHIPPLE: Well, let me back up
20 a half a step. You just read to me from D1. D
21 starts out, when approval of the effected
22 governmental bodies is required.

23 CHAIRMAN HALL: Which 229.100 does
24 require county assent.

25 MS. P. WHIPPLE: It does -- it does

1 not -- it is an independent requirement.

2 CHAIRMAN HALL: It is a requirement.

3 MS. P. WHIPPLE: Yes. As I heard
4 Mr. Zobrist say, as are probably many other
5 requirements.

6 CHAIRMAN HALL: Right.

7 MS. P. WHIPPLE: There's probably
8 federal, there's probably other state.

9 CHAIRMAN HALL: Certainly.

10 MS. P. WHIPPLE: That is not of
11 concern to this commission. This commission acts
12 under 393.170, and this commission in this case is
13 acting under 393.170.1, which is a line certificate
14 which on the face of the statute itself does not
15 require this commission to obtain feedback from any
16 other governmental entity before this commission
17 exercises its authority.

18 Now, I happen to trust that the
19 county commission who does have the responsibility
20 to enforce the 229.100 requirements, I happen to
21 trust that they will take that responsibility just
22 as seriously as this commission takes its
23 responsibility under 393.170. I am confident they
24 will require Mr. Zobrist's client to submit all
25 those engineering drawings and they will assure

1 themselves that nothing unsafe will be done with
2 their roads. But that is not a bar or a binding
3 action on this Commission's authority, which is
4 separate and distinct.

5 Chairman Hall, you also asked, and
6 I'd be happy to reach to this question as well, you
7 asked Mr. Zobrist if in your ATXI Report and Order,
8 EA-2015-0146, if he agreed that the order,
9 basically the conclusion of the order was grounded
10 on a belief that 229.100 bound this Commission's
11 authority to act.

12 And I would submit that what grounded
13 this Commission's ruling in that order is actually
14 found in the conclusions of law numbers 25 and 26
15 which are on page 36 of that order. The
16 conclusions of law there are referring to the
17 Aquila 1 case, a case that is in the history for
18 all of us, but a case that presented a very
19 different factual background.

20 That's a situation where Aquila, who
21 had an area certificate already, decided that that
22 area certificate allowed it to build a whole power
23 plant, and I think a substation, too, without
24 coming back to this Commission for any kind of new
25 CCN and without going to Cass County for any kind

1 of zoning approval. They built a whole plant and
2 said, we've got the authority to do this under the
3 old area CCN that we got I don't remember how many
4 years ago from the Commission.

5 The court -- it didn't go well,
6 right? I mean, the trial court said tear the plant
7 down. They get hammered for that because they
8 tried to expand an already existing area
9 certificate to allow them to construct the
10 brand-new power plant.

11 The conclusions of law here are
12 focused on that utility's overreach. They are not
13 focused on any overreach by this Commission. And
14 therefore, I think the impression of these
15 conclusions of law is somehow Aquila 1 limited this
16 Commission's authority. I submit that Aquila 1
17 limited the authority of a regulated utility who
18 thought it could act on an old area CCN and build a
19 whole new plant.

20 You also asked, Chairman, if there
21 was anything specific in this Report and Order that
22 would have signaled to the ATXI Court of Appeals
23 that indeed the only type of CCN being addressed
24 there was a line CCN. And, I mean, I wasn't part
25 of the ATXI case. I don't know why ATXI/Ameren's

1 application was not more specific like the one that
2 we see here from Grain Belt.

3 But the fact is there are about six
4 places in the Report and Order that just refer to
5 393.170. And so I think it is possible that the
6 Court of Appeals did not believe it had before it
7 the actual question that this Commission has before
8 it today, and that would be why the Court of
9 Appeals made no binding decision about a 393.1 line
10 certificate. That would be the answer to that
11 question.

12 You're thinking. Do you have a
13 question?

14 MJMEUC's municipal members earnestly
15 ask the Commission to go ahead and grant a fully
16 effective CCN, the CCN requested by Grain Belt, so
17 that its frankly hundreds of thousands of citizens
18 can start enjoying the benefits of renewable,
19 affordable energy. Thank you.

20 JUDGE BUSHMANN: Any questions?

21 CHAIRMAN HALL: I do have a question
22 or two now.

23 MS. P. WHIPPLE: Go right ahead.
24 That's why I'm here.

25 CHAIRMAN HALL: Help me out on -- on

1 393.170 sub 2, the area certificate provision.

2 MS. P. WHIPPLE: Yes.

3 CHAIRMAN HALL: And there's a
4 requirement there that before the certificate is
5 issued, the applicant has to show the required
6 consent of the proper municipal authorities.

7 MS. P. WHIPPLE: Yes.

8 CHAIRMAN HALL: And I believe it was
9 your brief that pointed out that municipal or at
10 least municipality is a defined term --

11 MS. P. WHIPPLE: It is.

12 CHAIRMAN HALL: -- for this chapter.

13 MS. P. WHIPPLE: It is.

14 CHAIRMAN HALL: And it says a
15 municipality includes a city, village or town. So
16 your argument, at least my understanding of it, is
17 that if -- if the section 2 area certificate
18 requires municipal assent, which I guess it does,
19 that is only the municipal assent that is required
20 of cities, villages or towns, has nothing to do
21 with county assent?

22 MS. P. WHIPPLE: Yes. That is the
23 plain language of the statute.

24 CHAIRMAN HALL: And that -- and if I
25 understand the landowners' position, they have

1 found three or four cases where a municipal or
2 municipality is read more broadly --

3 MS. P. WHIPPLE: Yes.

4 CHAIRMAN HALL: -- to include
5 counties?

6 MS. P. WHIPPLE: Yes. None of those
7 cases, of course, were energy cases, but yes, they
8 did.

9 CHAIRMAN HALL: And your position is
10 that the -- and I assume Randolph's position is
11 that that case law is irrelevant when you have a
12 term defined for Chapter 393?

13 MS. P. WHIPPLE: Yes. Yes. Our
14 legislature, of course, gives all of us our
15 statutes.

16 CHAIRMAN HALL: And that issue,
17 though, I believe raised in the ATXI case is in no
18 way reflected in the Western District's opinion; is
19 that correct?

20 MS. P. WHIPPLE: That's my
21 understanding, yes. I do not see it.

22 CHAIRMAN HALL: I have no further
23 questions. Thank you.

24 MS. WHIPPLE: Thank you.

25 COMMISSIONER STOLL: No questions.

1 COMMISSIONER KENNEY: No questions.

2 COMMISSIONER RUPP: No questions.

3 JUDGE BUSHMANN: I have a question.

4 MS. P. WHIPPLE: Yes.

5 JUDGE BUSHMANN: In your remarks you
6 implied that the Western District Court of Appeals
7 in the ATXI case may not have been aware that ATXI
8 was applying for a line certificate. I know you
9 weren't a participant in that case, but in the
10 order or the opinion that was issued by the court
11 it said that ATXI does not generate, distribute or
12 sell electricity to the general public or serve any
13 retail service territory. Doesn't that statement
14 by definition make ATXI having a line certificate?

15 MS. P. WHIPPLE: I think we all
16 understand that -- and I hope they're not watching.
17 I mean no disrespect, but I don't know that all
18 judges who deal with the whole spectrum of legal
19 cases understand that kind of detail as well as
20 those of us in this room do. It may not be that
21 they could -- linked that statement with the
22 existence of 393.170.1 versus point 2.

23 JUDGE BUSHMANN: Thank you.

24 CHAIRMAN HALL: Let me follow that
25 line of questioning. So the way that I read the

1 ATXI decision is that it essentially took a
2 requirement in section 2 and exported it to a
3 subsection 1 application. And whether that was a
4 correct legal analysis or not, aren't we bound by
5 it?

6 MS. P. WHIPPLE: No. And again, back
7 to the Latin, stare decisis. Nothing was decided
8 in that --

9 CHAIRMAN HALL: See, I don't --

10 MS. P. WHIPPLE: There's no way it
11 was decided if it's never mentioned. There's no
12 way.

13 CHAIRMAN HALL: The reality is ATXI
14 was seeking a line certificate. The reality is
15 that the Court of Appeals said before you can issue
16 a line certificate, you have to show county assent.

17 MS. P. WHIPPLE: The Court of Appeals
18 said, if you issue -- if you issue a certificate,
19 fill in line if you want to, it must be effective.
20 That really is the key. I think the whole business
21 about whether or not you do or don't have county
22 assents is something of a distraction in the
23 discussion about the ATXI opinion.

24 The heart of that opinion is whether
25 or not this Commission can defer its authority by

1 issuing an ineffective CCN. That is the heart of
2 that opinion, and the business about consents and
3 so is layered on top. But if you go to the heart
4 of that opinion and take that as guidance, this
5 Commission is fully authorized then to issue an
6 effective, very clearly defined CCN here.

7 CHAIRMAN HALL: Thank you.

8 MS. P. WHIPPLE: You're welcome.

9 JUDGE BUSHMANN: No further
10 questions. Next argument by Sierra Club.

11 MR. ROBERTSON: May it please the
12 Commission? We ask you to grant the CCN because
13 Grain Belt has met the Tartan criteria and shown
14 that the line is in the public interest. We ask
15 you to issue the CCN now because that's the only
16 way to break the deadlock that Mr. Zobrist
17 described.

18 The Court of Appeals never confronted
19 the possibility of a single county vetoing a
20 multi-county, multi-state transmission line.
21 Whether they thought of it or not, they did not
22 deal with that possibility in the decision.

23 If a county were to do so, it would
24 be in conflict with state law, this Commission's
25 power to regulate uniformly in the public interest

1 without regard to county and municipal lines, and
2 it would probably also violate federal law. That
3 result can be avoided by a correct interpretation
4 of the CCN statute that takes into account 170.1.

5 170 is divided into three parts, we
6 know, and only No. 2 deals with local and county
7 assents if it deals with the county assents.
8 Part 2 is about area certificates, and that means
9 permission to serve a territory as a retail
10 utility. And that subsection 2 clearly requires
11 that the local consent be obtained before the CCN
12 can be issued, and that makes sense because we're
13 talking about if a locality does not want this
14 utility to serve it, then there wouldn't be much
15 point in the Commission granting a CCN.

16 And the Supreme Court held in 1964
17 that the county assent under 229.100 served as the
18 county franchise for an area certificate, and
19 regardless that's in spite of the -- they did not
20 discuss the Commission's statute's definition of
21 municipal, which does not include county. They
22 said that the county franchise grants permission to
23 serve territory in unincorporated county. And that
24 was an area certificate case, the Burton case.

25 One possible source of confusion

1 especially when you consider the Commission's
2 earlier cases is that sometimes a transmission line
3 can require an area certificate. Like last week
4 Staff circulated the Commission's records in a 1914
5 case, North Missouri Power & Light, Light & Power.
6 I'm anticipating Staff's argument. But that was --
7 that company wanted to build transmission lines in
8 parts of Ralls and Pike Counties, and that looks
9 like a simple line extension.

10 But the application says that at that
11 time there was no electric service whatsoever in
12 that territory except for lighting only service in
13 the town of New London. So what the company was
14 proposing to do by extending transmission lines was
15 to annex new service territory. That's an area
16 certificate, not a line certificate.

17 But if there's one thing we know for
18 sure about this case is it's a line certificate
19 case, not an area certificate case. And a county
20 can veto a retail utility, but it cannot veto a
21 transmission line like this.

22 And the Commission's authority is
23 laid out in the Crestwood cases, Crestwood 1 and 2,
24 Union Electric v Crestwood. Union Electric had a
25 franchise to serve Crestwood, but they didn't want

1 Union Electric to run a transmission line through
2 the city, so they passed an ordinance requiring all
3 transmission lines to be underground, and the
4 Supreme Court said you can't do that. That invades
5 the authority of the Commission to regulate
6 statewide uniformly in a manner that transcends
7 county and municipal lines. So Crestwood then
8 tried to stop the transmission line through zoning,
9 and again the Supreme Court said, you can't do
10 that.

11 Now, I didn't cite those cases in my
12 supplemental briefs. I notice they are cited in
13 Exhibit 376, the ATXI post-hearing brief that MLA
14 just offered. For the record, Crestwood 1 is
15 499 SW 2nd 480, and Crestwood 2 is 562 SW 2nd 344.

16 In a case like this, county assent
17 cannot be regarded as anything more than a siting
18 law. They do not need an area certificate. Grain
19 Belt does not need an area certificate. They do
20 need permission -- and this is what a franchise is
21 basically is permission to go over or under county
22 roads. That is essentially a siting law, and
23 that's the extent of their authority, the county's
24 authority in a case like this.

25 Grain Belt still needs assent, but

1 that is for the purpose of ensuring that they will
2 comply with county highway regulation, and that is
3 stated in 229.100 itself.

4 We've also raised the possibility of
5 a county veto being in violation of federal law,
6 and this is based solely on my general knowledge,
7 but it seems that local interference with
8 interstate commerce and electricity would violate
9 the Commerce Clause of the Constitution. The
10 Federal Power Act gives FERC authority over
11 interstate transmission lines. The state still has
12 authority to regulate the siting of interstate
13 transmission lines, but they're otherwise
14 preempted.

15 Now, these issues are not for the
16 Commission. They're for the courts. These
17 statutes we're dealing with are over 100 years old,
18 and we have to figure out how they apply in a time
19 of RTOs and merchant transmission lines.

20 This case is governed by 170.1.
21 170.1 simply does not require that the Commission
22 receive any consents beforehand. And it seems to
23 me that if a county commission were to say we don't
24 want -- put up a sign at the county line saying you
25 shall not enter, they would have to -- that would

1 have to be based upon their highway regulations.
2 And if Grain Belt agreed to abide by those
3 regulations and give them the engineering drawings
4 and everything they need, the county would have no
5 basis for denying it, and Grain Belt I would think
6 could take them to court and get a court order that
7 they grant the assent, as long as Grain Belt is
8 willing to abide by their highway regulations. And
9 Grain Belt may need to go to federal court if there
10 are federal issues raised. Those are not for this
11 Commission.

12 What the Commission has to do now is
13 grant the CCN with a statement that this is done
14 under 170.1, and that under that, due to the
15 failure of the Court of Appeals to consider 170.1,
16 you must point that out and that the literal terms
17 of the statute, it's only in the case of an area
18 certificate that the county assents need to be
19 obtained beforehand.

20 And I took a quick look at the
21 Commission's regulation. I agree with
22 Ms. Whipple's reading. It says that when no
23 evidence of approval of effected governmental
24 bodies is necessary, a statement to that effect is
25 all the Commission needs. That applies to the

1 county assents and to any kind of line certificate
2 assents. You don't need it under 170.1. It's an
3 independent procedure whether the county grants its
4 assent or not. It's really not a matter for the
5 Commission, in contrast to 170.2 where you really
6 do need the local assent to have this utility
7 serving territory.

8 That's all I have.

9 CHAIRMAN HALL: No questions. Thank
10 you.

11 JUDGE BUSHMANN: Thank you.

12 MR. ROBERTSON: Thank you very much.

13 JUDGE BUSHMANN: Commission Staff.

14 MR. WILLIAMS: May it please the
15 Commission? Nathan Williams appearing on behalf of
16 the Staff.

17 Basically, Staff's position is laid
18 out in its supplemental brief, and I'm appearing
19 here to address any questions the Commissioners may
20 have. And I can tell you some of the topics I've
21 already heard discussed I believe I could shed a
22 little light on should any Commissioner desire to
23 delve back into those.

24 CHAIRMAN HALL: I think I'll take you
25 up on that. So if the court got it wrong, if the

1 court took a requirement under section 2 and
2 exported it to section 1, are we bound by that
3 error, to be perfectly blunt?

4 MR. WILLIAMS: The short answer is
5 yes.

6 CHAIRMAN HALL: And the long answer.

7 MR. WILLIAMS: I don't think there is
8 one. Some party can take up whatever the
9 Commission does and make an argument to the court
10 and say you've gotten it wrong, but when Staff
11 looks at the facts and the law applicable in what's
12 been described as the ATXI case, which I would
13 describe as the Mark Twain transmission line case,
14 and this case in front of it now, I don't see a
15 distinction that warrants a different result.

16 CHAIRMAN HALL: So in Staff's view,
17 ATXI sought a -- ATXI's application sought a
18 section 1 line certificate even if it did not
19 explicitly say so?

20 MR. WILLIAMS: Frankly, I don't think
21 there's -- that distinction is meaningful. It
22 sought an application under 170. If you want to
23 say it was under 1 because it was a line
24 certificate, fine. But to me it's really -- you're
25 asking for a certificate to build a particular

1 facility. In this case it's a transmission line.

2 CHAIRMAN HALL: So it would be your
3 position that for going forward, consistent with
4 the ATXI decision, all area certificates and all
5 line certificates cannot be issued without county
6 assent?

7 MR. WILLIAMS: No.

8 CHAIRMAN HALL: Why not?

9 MR. WILLIAMS: It only depends upon
10 whether or not you're going to be crossing any
11 public roadways.

12 CHAIRMAN HALL: Let's assume that
13 every transmission line is going to cross a county
14 road. So if that's the case, would it be your
15 position that going forward all at least line
16 certificates, all line certificate applications
17 will require county assents before the Commission
18 can approve them?

19 MR. WILLIAMS: Again, with your
20 requirement that or fact that they're going to
21 cross county roads --

22 CHAIRMAN HALL: Assumption.

23 MR. WILLIAMS: Yes, public roads.
24 Basically if you need 229.100 assent.

25 CHAIRMAN HALL: Okay. Thank you.

1 COMMISSIONER STOLL: I do have a
2 question. I have one question. In the court
3 decision on page 8, and this may be -- I'd like
4 Staff's opinion about this. It talks about how, in
5 the first full paragraph, line 3, all provisions of
6 the statute must be harmonized and every clause
7 must have meaning. Does Staff believe that that
8 statement and some of the language around that
9 means that it creates the meaning of there being no
10 difference between a line certificate and an area
11 certificate as far as county assent?

12 MR. WILLIAMS: The first place I've
13 ever seen the distinction made between line and
14 area certificates was a statutory basis was the
15 Harline case from 1960, and in that case there were
16 a number of arguments made about why a utility
17 needed to come in and get an additional certificate
18 to build a transmission line within an area for
19 which it was already certificated.

20 Among those arguments was one that
21 there was a definition of electrical plant that
22 encompassed transmission lines. The court rejected
23 that definition and then came up with a distinction
24 between sub 1 and sub 2 authority as a basis for
25 why the utility did not need to come in and get an

1 additional certificate for the transmission line.

2 Even if the primary source for the
3 authority to -- or requirement of transmission line
4 certification is from sub 1, I don't think that
5 case said that there was no -- nothing meaningful
6 about subsection 2 with regard to transmission
7 lines.

8 COMMISSIONER STOLL: So does Staff
9 believe that is what they're talking about when
10 they speak of harmonizing a statute?

11 Mr. WILLIAMS: Yes, looking at not
12 only all of 393.170 but also I'd say you'd be
13 looking at the entirety of the Public Service
14 Commission Act as it was originally enacted in
15 1913, plus any amendments that have occurred to it
16 subsequent to then that would affect the
17 interpretation you'd give to granting certificates.

18 COMMISSIONER STOLL: Thank you.

19 COMMISSIONER RUPP: So can I sum up
20 your opening statement as go read our brief?

21 MR. WILLIAMS: Yes.

22 COMMISSIONER RUPP: And when you come
23 before the Commission, you kind of want to bring
24 your A game. Do you feel this is your A game?

25 MR. WILLIAMS: I was given some

1 direction as to how I was to approach oral
2 argument.

3 COMMISSIONER RUPP: That was poor
4 direction.

5 JUDGE BUSHMANN: No questions. Thank
6 you.

7 JUDGE BUSHMANN: It's now 11:30.
8 Mr. Linton, we will probably need to break in about
9 15 minutes. How long do you think your
10 presentation will probably take? I don't want to
11 have to interrupt your presentation.

12 MR. LINTON: Yeah. Could be 15
13 minutes, depending on questions. Could be a little
14 longer.

15 JUDGE BUSHMANN: All right. Why
16 don't we go ahead and you may go next.

17 MR. LINTON: May it please the
18 Commission? My name is David Linton, and I
19 represent the Show-Me Concerned Landowners.

20 Show-Me was granted intervention in
21 this case and has been involved in the evidentiary
22 hearings, attended public hearings, submitted
23 testimony and briefed the issues in this case. It
24 has seen this case to the end.

25 We are here today to discuss the

1 impact of the Neighbors United case on Grain Belt
2 Express' application for a CCN. At this point it
3 is Show-Me's position that Grain Belt Express has
4 no reasonable or legal pathway to and the
5 Commission has no justifiable reason for granting a
6 CCN to Grain Belt Express.

7 The Neighbors United decision is just
8 one more -- the third reason why this is the case.
9 The first two reasons Show-Me has outlined in its
10 supplemental brief, and it won't go into those
11 issues here. Just leave it to be said that
12 Neighbors -- the Neighbors United case is the
13 capstone on why Show-Me's position is that Grain
14 Belt Express has no right to a CCN in this case.

15 The issue before this Commission is
16 whether the relative authority -- relates to the
17 relative authority of three distinct governmental
18 units: First the Western District Court of
19 Appeals; second, the county commissions; and then
20 third, this Commission.

21 MJMEUC and Grain Belt Express would
22 have this Commission take all authority onto itself
23 to declare the law and then run the business of the
24 county, but this is not acceptable under the
25 present law. Let's consider the hierarchy of the

1 three distinct governmental units that are involved
2 in this whole case.

3 The Western District Court of Appeals
4 is part of the judicial department of the State.
5 It has the right to interpret and declare the law.
6 The eight counties in this -- involved in this case
7 are established under Article 6, Section 1 of the
8 Missouri Constitution. In that -- in that
9 provision it states the existing counties are
10 hereby recognized as legal subdivisions of the
11 State.

12 The Supreme Court in the case of Lane
13 versus Pinky observed that while no longer having a
14 judicial function, the county commissions do have
15 attributes of sovereignty, which includes the right
16 of eminent domain. They have the sovereign right
17 of eminent domain. Section 229.100 defines and
18 protects the county commission's authority over the
19 county roads. That is their constitutional
20 business.

21 By way of contrast, this Commission
22 is a department of the executive branch.
23 Article 4, Section 36A says that the Department of
24 Economic Development administers -- is an
25 administrative function. And it's for that reason

1 that courts consistently say that the PSC is a
2 creature of statute and has no power that goes
3 beyond what the statute grants. Its powers are
4 limited to those conferred by statute, either
5 expressed or by clear implication, as necessary to
6 carry out the powers specifically granted.

7 Now, while Section 386.610 does
8 provide that statutes pertaining to the PSC shall
9 be liberally construed to allow it to fulfill its
10 function, the courts consistently also say that
11 courts can't give the PSC more authority than the
12 statutes clearly provide.

13 The Harline case also discusses this
14 Commission's authority. Certificates of
15 convenience and necessity do not grant new power.
16 They simply authorize a company to exercise the
17 power that the corporate charter, the state charter
18 and the county authorities grant them, the
19 franchises.

20 So courts exercise independent
21 judicial authority. The counties run the business
22 of the county. The county commissions run the
23 business of the county, and they have authority
24 over the county roads.

25 This Commission must endeavor to

1 exercise its purely regulatory authority to assist
2 those two branches, to facilitate what those two
3 branches want to have happen. It has no authority
4 to interpret the law, and it has no authority to
5 run the business of the county.

6 In this, Show-Me completely disagrees
7 with MJMEUC and Grain Belt Express in using
8 separation of powers argument to suggest that the
9 Commission should take authority unto itself to
10 interpret the law and run the business of the
11 county. The Commission must do its best to follow
12 the law as it is laid down in the Neighbors United
13 case.

14 The Neighbors United case has laid
15 down a harmonized view of the law in
16 Section 393.170, and it decided that until such
17 time as ATXI received all commission assents, that
18 this Commission could not grant ATXI the CCN.

19 To be clear, ATXI received a line
20 certificate. This Commission knew that and the
21 Court of Appeals knew that. It is very clear in
22 the recitation of factual and procedural background
23 in the court's opinion that it understood it was a
24 line certificate.

25 Just quoting briefly from that

1 opinion, ATXI is an Illinois corporation authorized
2 to do business in Missouri and engage in the
3 construction, ownership and operation of interstate
4 transmission lines. It has -- it does not have any
5 retail service territory. It is a 345kv line that
6 ATXI received authority for.

7 But Grain Belt and MJMEUC claim that
8 the harmony that Neighbors United opinion brought
9 to 393.170 only relates to subsections 2 and 3, but
10 that makes no sense. If you take a careful reading
11 of 393.170 -- and I've provided you with a printout
12 of that statute and I've made some highlights of
13 the language -- you can see that sections 1, 2 and
14 3 are unified.

15 And it might be interesting to note
16 that MLA in their supplemental brief gave a helpful
17 footnote 13 on page 4 that says, as originally
18 passed, 393.170 was one unified section. So it was
19 a Reviser of Statutes that separated out different
20 subsections of 393.170. So the very structure as
21 it was originally passed was a unified whole.

22 So let's take a look at 393.170, and
23 whether or not you take it as one complete section
24 or three distinct sections, I won't debate that
25 right at this moment. But subsection 1 has one

1 sentence. Subsection 2 has two sentences.

2 Subsection 3 has three sentences.

3 Now, you'll notice that subsection 1
4 relates to construction projects. This is the
5 so-called line certificate authority. And before
6 a -- and the authority of the Commission is to
7 grant its permission and approval.

8 The first sentence in subsection 2
9 relates to franchises, and you will also notice
10 that the Commission must give its permission and
11 approval.

12 So then you move down to the second
13 sentence of subsection 2 and you find that, before
14 such certificate shall be issued, there must be a
15 certified copy of the corporate charter and the
16 required consent of the proper municipal
17 authorities.

18 Okay. So the key language here is
19 such certificate. What does the such certificate
20 refer to? The only thing it can refer to is the
21 permission and approval. But how do we distinguish
22 the permission and approval in the first sentence
23 or the only sentence in subsection 1 from the first
24 sentence in subsection 2? I would say that would
25 be completely arbitrary to do that. Such

1 certificate has to refer to the permission and
2 approval for both subsection 1 and subsection 2.

3 It is also interesting to note that
4 the required consent of proper municipal
5 authorities is not franchise. If the Legislature
6 had wanted to limit the application of the second
7 sentence of subsection 2 to subsection 2, it could
8 have said franchise. It didn't. It used a
9 different word, and so we have to conclude that it
10 meant something different by required consent of
11 proper municipal authorities.

12 If you move on down then to
13 subsection 3, it makes the arbitrary distinction
14 between subsection 1 and subsection 2 all the more
15 apparent when it says that before the Commission
16 can grant its permission and approval to
17 construction or the franchise, it must hold a due
18 hearing. There again, combining subsection 1 and
19 subsection 2.

20 If we remember that the statute, the
21 section was originally one unified whole in
22 structure as well as intent and language, that
23 makes a whole lot more sense. This shows the flow
24 of the conversation that the Legislature is giving.

25 Not to mention that, also how do we

1 even refer to the approval of permission and
2 approval of a line, construction of a line except
3 it's a line certificate? The very fact that it's a
4 line certificate causes you to go down into the
5 second sentence of subsection 2 to come up with the
6 terminology.

7 So if the Commission at Grain Belt
8 Express' and MJMEUC's suggestion divorces
9 subsection 1 from subsection 2 and 3, it now has
10 nothing to call the permission and approval for a
11 line.

12 Not to mention that, if you go on
13 down then to the last section or the last sentence
14 of subsection 3, there's a provision that says that
15 if a certificate is not exercised within two years
16 of its being granted, the certificate becomes null
17 and void. Well, if you -- again, if you divorce
18 subsection 1 from the rest of the section, you
19 don't have that applying to a line certificate.

20 Now, when we interpret statutes we
21 have to interpret the whole of the statute. You're
22 trying to obtain the legislative intent, and so you
23 have to look at all of the language around what
24 you're interpreting.

25 And actually MJMEUC in its brief

1 supports that. In its brief at -- supplemental
2 brief at page 7, it cites State ex rel Burns versus
3 Whittington, and it states -- it quotes from that
4 case: The primary rule of statutory interpretation
5 is to give effect to the legislative intent as
6 reflected in the plain language of the statute and
7 by considering the context of the entire statute in
8 which it appears.

9 Neighbors United has given this
10 Commission a unified, harmonized view of
11 Section 393.170. Adopting Grain Belt Express's and
12 MJMEUC's interpretation would divorce subsection 2
13 and subsection 3 from subsection 1. That will set
14 the Commission out on a new course of trying to
15 interpret the statute and write new law, which it
16 has no authority to do. It cannot declare now what
17 the line certificate is to be called. It cannot
18 declare how long that line certificate has
19 authority or is effective.

20 The only way to interpret
21 Section 393.170 is interpret it as a whole and to
22 make such certificate apply to the permission and
23 approval in both subsection 1 and subsection 2.

24 Now, MJMEUC makes much of the case of
25 Broadwater versus Wabash for the proposition that

1 the Commission is not bound by stare decisis in
2 this case because it says that in this case, the
3 Neighbors United case, there was something that was
4 implied at best.

5 Well, the Broadwater case is not
6 inapposite in this discussion. In Broadwater the
7 case involved a -- it was a case that the Missouri
8 Supreme Court was trying to decide if it was going
9 to follow its own precedent, and the Missouri
10 Supreme Court discusses whether it was going to
11 follow its own precedent. Since it was not
12 convinced the facts in the Broadwater case were the
13 same as the prior case, it did not follow its own
14 precedent. That is the only thing that that case
15 stands for.

16 However, in our regard, this
17 Commission is not bound by stare decisis, but it is
18 bound by the law, and it must apply the law to the
19 best of its understanding. And Neighbors United
20 has given this Commission a good understating of
21 the meaning of section 393.170.

22 According to Neighbors United, an
23 applicant for a line certificate must obtain county
24 assents prior to a line certificate being granted.

25 MJMEUC also tries to lock in the

1 Commission's observation in its prior case that
2 Grain Belt Express is a public utility and not a
3 private business. Well, MJMEUC again forgets that
4 this Commission is not bound by stare decisis. It
5 is not bound by its prior decision. What it is
6 bound to is to interpret the facts as presented to
7 it in each case. It is required to make its
8 decision based upon a reasonable understanding of
9 the facts and a reasonable understanding of the
10 law.

11 Grain Belt Express and MJMEUC in this
12 case have clearly shown that Grain Belt Express is
13 not holding itself out as a public utility to serve
14 all comers. And inasmuch as the Commission has
15 denied the last application without prejudice, it
16 is bound in this case to decide that case in
17 accordance with Danziger.

18 Danziger is a Missouri Supreme Court
19 case in 1918 that stated that state regulation of
20 private property can be had only pursuant to the
21 police power, and that police power must be
22 bottomed and wholly dependant upon the devotion of
23 private property to a public use.

24 Both Grain Belt Express and MJMEUC
25 have shown in this case that the facilities are not

1 devoted to public use but devoted to a certain
2 select group of customers.

3 MJMEUC also claims that the Supreme
4 Court has overturned the case of State ex rel
5 Missouri Pacific Freight Transport in a later case
6 of State ex rel Lee American Freight Systems, Inc.
7 versus Public Service Commission. Nothing can be
8 further from the truth.

9 The Missouri Pacific case, as Show-Me
10 has repeatedly pointed out, shows that the court
11 found that the interests of an applicant have to
12 give way to the prior rights of investors and the
13 public interest, except to the extent that the
14 public service is served by the service of the
15 applicant.

16 In the Lee American case, the issue
17 was whether the Commission had the authority to
18 find Lee American in violation of a general rule
19 requiring it to have a fire extinguisher on one of
20 its trucks. The question was whether Section
21 390.030, paragraph 9, not 393.170, granted Lee
22 American an exemption from that requirement, which
23 the court found that that paragraph did grant Lee
24 American an exception.

25 The Commission to the contrary argued

1 that Missouri Pacific case was precedent and bound
2 the Supreme Court in its finding on the issue of
3 390.030, and this -- the court simply said, no, the
4 Missouri Pacific case was a 393.170 CCN case and
5 did not apply in the Chapter 390 case.

6 You did overrule it to the extent
7 that the implication was that the court's opinion
8 had an impact on the 390 case, but it did not
9 overrule it as it pertained to a CCN case.

10 So in conclusion, Show-Me Concerned
11 Landowners are landowners from across the state who
12 have made investments in their land and this state
13 as farmers, ranchers and residents. They have a
14 significant property interest that the Missouri
15 Constitution protects.

16 Grain Belt Express has prosecuted its
17 case to the end. They have failed to show that
18 their interest exceeds the interest of the present
19 property holders in serving the public interest.
20 Indeed, the public interest would be harmed to
21 allow this private initiative, not held out for the
22 public service, to burden the land of the state of
23 Missouri.

24 Grain Belt Express is a private
25 interest, not holding its service out to all

1 customers. It is not a public utility.

2 Finally, it has failed to obtain all
3 the county assents as required by the Neighbors
4 United opinion. For these reasons, the application
5 should be denied. Thank you.

6 JUDGE BUSHMANN: Hold questions until
7 after lunch?

8 CHAIRMAN HALL: That's fine.

9 JUDGE BUSHMANN: We'll hold questions
10 until after lunch. We'll be in recess until
11 one o'clock.

12 (A BREAK WAS TAKEN.)

13 JUDGE BUSHMANN: Let's go back on the
14 record. We left off with Commissioner questions
15 for Mr. Linton from Show-Me Landowners, so we will
16 proceed with that. Commissioner questions?

17 CHAIRMAN HALL: No questions.

18 COMMISSIONER STOLL: No questions.

19 COMMISSIONER KENNEY: No questions.

20 COMMISSIONER RUPP: None.

21 MR. LINTON: Thank you.

22 JUDGE BUSHMANN: And the last
23 argument will be from Missouri Landowners Alliance.

24 MR. AGATHEN: Thank you, Judge. May
25 it please the Commission? My name is Paul Agathen,

1 and I'm here representing the Missouri Landowners
2 Alliance today.

3 It seems fairly clear from what
4 you've heard and read, I'm sure, that this case
5 basically hinges on the meaning and application of
6 the second sentence of subsection 2 of
7 Section 393.170. That sentence, the second
8 sentence there states fairly explicitly that the
9 Commission may not issue a certificate of
10 convenience until and unless the utility has
11 provided the necessary municipal consents.

12 So how does Grain Belt get around
13 this very explicit restriction? You've heard the
14 arguments. They basically say that there are two
15 separate provisions in 393.170. One deals with
16 line certificates, one with area certificates. And
17 the provision dealing with area certificates is the
18 one that includes that prohibition against granting
19 a certificate without municipal consents, and they
20 argue, therefore, that it doesn't apply to line
21 certificates issued under subsection 1 of that
22 statute.

23 Now, if we were starting here from
24 scratch, that argument might at first blush have
25 some merit. It may sound appealing. But we're not

1 starting here from scratch. Not at all. As you
2 recall, in the ATXI case, ATXI, the subsidiary of
3 Ameren, was also applying for a line certificate
4 pursuant to the first subsection of 393.170, and
5 they made the same arguments in substance that
6 Grain Belt and MJMEUC have made to you here today.

7 ATXI argued that they are applying
8 for a land certificate under subsection 1. The
9 language in question is contained in subsection 2.
10 Therefore, it doesn't apply to them.

11 You'll notice how similar that
12 argument sounds to what you've heard from MJMEUC
13 and Grain Belt. It's in essence in substance
14 identically the same argument. And as you know, in
15 your Report and Order in the ATXI case you
16 specifically, unequivocally rejected that argument
17 that they made, that ATXI made, which is the same
18 argument that Grain Belt and MJMEUC are raising
19 here.

20 Just to remind you, at page 38 the
21 Commission said, quote, the Commission understands
22 ATXI's argument that county assent is required for
23 an area certificate to serve retail customers but
24 is not required for a transmission line certificate
25 which it seeks.

1 And then you went on to finally
2 conclude your discussion on this issue by saying,
3 quote, the Commission is loathe to allow a utility
4 a novel end run around a statutorily required
5 county commission approval simply because the
6 utility would not serve retail customers, end
7 quote.

8 So based on your decision in the ATXI
9 case, the second sentence of subsection 2 of
10 393.170 does indeed apply to the issuance of line
11 certificates under the first subsection of that
12 statute.

13 No disrespect whatsoever to counsel
14 for Grain Belt or MJMEUC and the other intervenors,
15 they have raised no new arguments in this case
16 which ATXI did not already present to you and were
17 rejected by you in the ATXI case.

18 So to get around your ATXI decision,
19 Grain Belt must somehow distinguish the ATXI case
20 from the case before you here, and they do that by
21 arguing that in the ATXI case ATXI wasn't really
22 applying for a line certificate and the Commission,
23 well, they didn't really -- you didn't really grant
24 them a line certificate.

25 The problem is ATXI did apply for a

1 line certificate and you did grant a line
2 certificate in that case. That's readily apparent
3 if you look beyond the first sentence of the
4 application from ATXI which Grain Belt's relying
5 on. They say -- ATXI in the first sentence said
6 they were applying under 393.170 instead of saying
7 we're applying under 393.170.1. Saying they left
8 out the point 1, so, therefore, they weren't really
9 applying for a line certificate.

10 But if you look beyond the first
11 sentence of that application, it's very clear that
12 ATXI was indeed asking for a line certificate.
13 Later in the application, for example, ATXI
14 specifically stated that it was not seeking to
15 provide retail service to customers. So by
16 definition it was not seeking an area certificate,
17 and the only thing left is that it was seeking a
18 line certificate. Those are the only two
19 alternatives under 393.170.

20 In addition, if the utility is
21 seeking an area certificate, it's required by your
22 regulations, your rules to provide a whole host of
23 information which is not required if they're simply
24 applying for a line certificate.

25 For example, if you're applying for

1 an area certificate, you have to include the names,
2 I think, of ten different customers and their
3 addresses who reside within the area and provide a
4 legal description of the area you propose to serve,
5 and none of that material was included by ATXI in
6 its application to you. So clearly they were not
7 applying for an area certificate, so they must have
8 been applying for a line certificate.

9 Further, at the outset of its
10 initial brief to the Commission, at page 2, ATXI
11 explicitly states that it is seeking a line
12 certificate under Section 393.170.1. They also
13 repeated that same statement at page 60 of their
14 brief to you. In addressing this matter in your
15 final order, you specifically recognized that ATXI
16 was indeed applying for a line certificate.

17 Finally, even MJMEUC agrees at page 3
18 of its supplemental brief that ATXI in that case
19 was, in fact, applying for a line certificate. So
20 despite what Grain Belt says, there's just no way
21 of avoiding the fact that in the ATXI case they
22 were applying for and were given a line
23 certificate. That decision just won't go away for
24 them.

25 The bottom line is that the ATXI case

1 you already rejected the principal argument now
2 being raised by Grain Belt here and its supporters.
3 That second sentence of subsection 2 does indeed
4 apply to applications for line certificates. So if
5 you want to be consistent with your decision in the
6 ATXI case, you have no choice but to say that, in
7 fact, before a certificate may be issued for a line
8 certificate, the utility is required to have the
9 consent of the municipal authorities.

10 Given your decision in the ATXI case,
11 the decision by the Western District and the
12 Neighbors United decision is basically just icing
13 on the cake from our perspective. We can rely in
14 good conscience and in good faith on your decision
15 in the ATXI case without even resorting at all to
16 the decision in the Neighbors United appeal.

17 But just let me briefly summarize
18 what we said in our supplemental brief about that
19 decision. ATXI made it clear to the Western
20 District that it was, in fact, seeking a line
21 certificate. It said so in its briefs. And ATXI
22 made the same argument to the court that it made to
23 the Commission about the two different subsections
24 of 393.170 and the language in subsection 2 not
25 applying to line certificates under subsection 1.

1 Despite these arguments, the Western
2 District ruled specifically that the Commission
3 could not under those circumstances grant ATXI a
4 line certificate. Here's the key to that decision,
5 I believe. In finding against ATXI, the Western
6 District must necessarily have rejected the
7 argument that the second sentence of subsection 2
8 does not apply to line certificates. If the court
9 had not rejected that argument, it would have had
10 no choice but to rule in ATXI's favor.

11 So the precedent is clearly on our
12 side here. Just think of the consequences beyond
13 the precedent. If you rule, if you give Grain Belt
14 what it is they're asking for here, ATXI would have
15 been denied a line certificate because it did not
16 have the proper municipal consents, but Grain Belt
17 would be granted a line certificate free and clear
18 even though it also did not have the proper
19 municipal consents. That is what Grain Belt is
20 asking you to do. That seems to make no sense
21 either lawfully or from a regulatory policy
22 standpoint.

23 That leaves just a few secondary
24 matters to address. First, both Grain Belt and
25 MJMEUC contend that county commissioners do not

1 come within the meaning of the term municipal
2 authorities as used in 393.170. However, in the
3 context of this statute, the term municipal
4 authorities has consistently been understood to
5 include county commissions. Your own rules require
6 when a utility files for a certificate of
7 convenience that they provide you with the proper
8 municipal consents, and you include county consents
9 as well as consents from cities and towns.

10 In addition, there's a case cited at
11 page 4 and 5 of our motion to dismiss which
12 confirms that commissioners are, in fact, included
13 within the term proper municipal authorities.

14 Finally, the joint supplemental brief
15 of the other six parties who joined together here
16 also backs us on this issue. At page 6 of their
17 brief they refer to a State Supreme Court, Missouri
18 State Supreme Court case which includes -- says it
19 includes county commissions within that term proper
20 municipal authorities.

21 In contrast, neither Grain Belt nor
22 MJMEUC has been able to cite a single Commission
23 case or court case which has said that county
24 commissions are not included within that
25 definition.

1 Another matter we were invited to
2 address in our supplemental briefs is the request
3 for waiver of the Commission rules which Grain Belt
4 has submitted. If, in fact, the courts and the law
5 itself requires that they have received the consent
6 of the proper municipal authorities before you can
7 issue a line certificate, then there's absolutely
8 no reason or no effect of granting a waiver of your
9 own rules. If it's required by the statute, then
10 granting a waiver is simply a meaningless exercise.

11 CHAIRMAN HALL: So if it's
12 meaningless, you're not opposed to it?

13 MR. AGATHEN: I wouldn't be opposed
14 to it, your Honor. I mean, I think it's a wasted
15 exercise, but no, I wouldn't.

16 If you'll bear with me, I'd like to
17 address just one other point that we made in our
18 supplemental brief. The effected landowners in the
19 area have been suffering financially and in many
20 other ways for years now. We urge you to get this
21 case completed as quickly as possible. We ask that
22 you reject the application on the grounds that
23 Grain Belt has not submitted all the necessary
24 information which is required by statute.

25 If they had neglected, for example,

1 to supply information which proved that there was a
2 need for this line in Missouri, I can't imagine
3 that the Commission would not have dismissed their
4 application by this point. The requirement to
5 supply the proper municipal consents stands on the
6 same footing as this other criteria, the Tartan
7 criteria, for example.

8 So there's no reason, if you would be
9 dismissing the case for lack of evidence on those
10 other criteria, why you shouldn't do the same for
11 the lack of evidence of municipal consents. Thank
12 you.

13 JUDGE BUSHMANN: Questions?

14 CHAIRMAN HALL: No questions. Thank
15 you.

16 COMMISSIONER STOLL: I have no
17 questions. Thank you.

18 COMMISSIONER KENNEY: No questions.
19 Thank you.

20 JUDGE BUSHMANN: No questions. Thank
21 you, sir.

22 MR. ZOBRIST: Judge, I was wondering
23 if, as the applicant, I could have just two or
24 three minutes to just respond briefly to a couple
25 points that were raised that I did not address.

1 JUDGE BUSHMANN: We'll allow it.

2 MR. ZOBRIST: Thank you. Thank you
3 very much. May it please the Commission?

4 First of all, just a minor point. We
5 had -- Mr. Linton and I both talked in our
6 presentations about when 393.170 was split into
7 three parts. I just want to ask the Commission to
8 take official notice of what happened in the
9 statutes because I believe Mr. Linton said it was
10 the Reviser of Statutes that did this.

11 Actually, it was the Legislature that
12 did this. And I'd like to enter this into -- well,
13 I'll give a copy to the judge. I don't have copies
14 for everybody, but I can give a copy to the major
15 opponents to show you what I ask to take official
16 notice of. It's essentially the Revised Statutes
17 of Missouri, Volume 2, the title page, the second
18 page, which is the Reviser of Statutes which simply
19 implicates what the Legislature had to do, and then
20 the new section, which is 393.170.

21 Judge, should I hand it to you or to
22 the court reporter?

23 JUDGE BUSHMANN: Have other counsel
24 had a chance to review it? I'd like to look at it.

25 MR. ZOBRIST: Sure. And again, this

1 is actually provided for the benefit of the
2 Commission. I think you've got the authority under
3 your rules and under the law to take official
4 notice of Missouri statutes anyway. It's just the
5 1949 version that was promulgated in November of
6 1950 and then the page from the statute, from the
7 statutes, which is Section 393.170.

8 JUDGE BUSHMANN: Any parties have an
9 objection to taking official notice of the statutes
10 of 1949 for that section?

11 MR. AGATHEN: I do not, Judge, but on
12 the other hand, I think this misrepresents what it
13 purports to be showing here.

14 JUDGE BUSHMANN: Well, I'm not taking
15 official notice of Mr. Zobrist's representations,
16 just the statute itself.

17 MR. AGATHEN: I have no objection to
18 that.

19 JUDGE BUSHMANN: In that case, the
20 Commission will take official notice of
21 Section 393.170, Revised Statutes of Missouri 1949.

22 MR. ZOBRIST: Judge, would you prefer
23 that I hand this to the court reporter and have it
24 marked as an exhibit?

25 JUDGE BUSHMANN: I think you can go

1 ahead and give it to the court reporter. I'm not
2 sure it would be an exhibit at this point.

3 MR. ZOBRIST: Thank you. And the
4 only point I'm making here is that this was an act
5 of the Legislature that occurred. And if you know
6 your Missouri history, you look at some of the
7 people that were on that committee, there were two
8 state senators, Floyd Gibson who was a state
9 senator from Independence who became a judge on the
10 Court of Appeals for the Eighth Circuit, and Edward
11 Long who became one of our U.S. Senators. So these
12 are people who knew what they were doing, and the
13 title page of the statutes indicate this is an act
14 of the Legislature. It's not just some bureaucrat
15 over in the Capitol building.

16 Commissioner Stoll asked about
17 harmonization, and it was a good question. And the
18 point that I would like to emphasize is that the
19 harmonization that the Court of Appeals did is
20 stated in the previous paragraph.

21 In the sentence from the Younger case
22 that Commissioner Stoll cited it says, all
23 provisions of the statute must be harmonized.
24 Every clause must have some meaning. Then the next
25 sentence says, our harmonization of the statute

1 preserves the integrity of both subdivisions,
2 subdivisions of Section 393.170 and effectuates the
3 plain meaning of the statute.

4 What are the two subsections? Go to
5 the previous paragraph, subsection 2 and subsection
6 3. What Mr. Agathen would have you do is amend
7 subsection 1 to take that last sentence that's in
8 subsection 2 for area certificates and essentially
9 amend subsection 1 and put that sentence after the
10 sole sentence of point 1, which only talks about
11 construction, only the construction of
12 infrastructure.

13 I agree with Mr. Linton that you've
14 got to read what the Court of Appeals says, but you
15 do not have an obligation and I don't think you
16 have the authority to go beyond the exact language
17 of what the Court of Appeals says.

18 It is true, the judge pointed out at
19 the beginning of the opinion, they talk about the
20 ATXI project, the Mark Twain project being a
21 transmission line. Do they talk about a line
22 certificate? Mr. Agathen would suggest to you that
23 they do talk about a line certificate, but they
24 don't. They talk about area certificates under
25 point 2. They don't call them area certificates,

1 but it's under subsection 2.

2 And if you were to accept that
3 reasoning, you would be overruling 60 to 70 years
4 of Court of Appeals cases starting with the Harline
5 case, a couple of Union Electric Company cases, the
6 Aquila cases that make very clear that the Missouri
7 appellate courts have distinguished between area
8 certificates and line certificates.

9 So the way forward again is clear,
10 it's page 6, and you have got the authority to
11 issue a line certificate. You need to be clear.
12 You need to be explicit. That wasn't done in the
13 Report and Order in the ATXI case.

14 It's difficult to speculate why the
15 Court of Appeals didn't understand the distinction
16 between construction under point 1 and serving a
17 franchised area under point 2. It's difficult to
18 understand why the Court of Appeals didn't look at
19 that first sentence under point 3 where it clearly
20 talks about two types of authority, such
21 construction or such exercise of the right,
22 privilege or franchise. Construction is building
23 stuff. Exercise of the right is serving people.

24 We do agree that neither ATXI nor
25 Grain Belt Express are going to serve people,

1 retail customers.

2 So let me just simply conclude by
3 saying we urge you to read the exact language of
4 the Court of Appeals and not go beyond it, to grant
5 the filing waiver with regard to governmental
6 consents and grant us a line certificate of
7 convenience and necessity.

8 Thank you.

9 JUDGE BUSHMANN: Questions?

10 COMMISSIONER STOLL: I have a
11 question. So our harmonization of the statute
12 preserves the integrity of both subdivisions of
13 Section 393.170, what do you think that -- how are
14 you interpreting that?

15 MR. ZOBRIST: You have to go to the
16 paragraph before that, and this is the paragraph
17 that's on slide 3 of my slide deck. It's point 2
18 and point 3. Those are the subdivisions. It's not
19 the line subdivision, which is point 1.

20 COMMISSIONER STOLL: See, the way I
21 read it is that every clause must -- let's see.
22 Our harmonization of the statute preserves both --
23 not both -- preserves the integrity of both
24 subdivisions of 396.170 and effectuates the plain
25 meaning of the statute. It doesn't mean -- you're

1 not saying it just means 2 and 3, are you?

2 MR. ZOBRIST: Well, I --

3 COMMISSIONER STOLL: I don't read it
4 that way. I'm not an English teacher. I'm a
5 lawyer.

6 MR. ZOBRIST: I would say two things,
7 Commissioner. When they talk about both
8 subdivisions, they clearly only mean 2 and 3. When
9 they talk about harmonization of the statute, okay,
10 what do they say about subsection 1? Nothing.
11 They said nothing about that.

12 COMMISSIONER STOLL: That's why I --
13 the way I read it, it's preserving integrity of
14 both, both subdivisions of Section 393.170 and
15 effectuates the -- I lost my place -- et cetera,
16 et cetera.

17 MR. ZOBRIST: Effectuates the plain
18 meaning of the statute.

19 COMMISSIONER STOLL: Anyway, I don't
20 need any more explanation.

21 MR. ZOBRIST: And I would say that it
22 does, at least in our case, because we did not make
23 the argument that ATXI did that we don't need to
24 get a 229.100 assent. We've always said we
25 understand we're obligated under other parts of

1 Missouri statutes to get the county assent and that
2 we're not relieved from that obligation by getting
3 a line -- a line CCN.

4 So we're committed to our obligations
5 under point 1 and other portions of Missouri law.
6 So we never made an argument that said we're
7 somehow relieved if you give us a CCN from going to
8 the counties, which I think that's the end run that
9 you referred to there because Ameren said -- pardon
10 me. ATXI I believe said we don't need to get these
11 county consents. You said, no, no, you still have
12 to get them, but we're going to make your CCN
13 conditional. Well, the conditional thing is what
14 the Court of Appeals got concerned about.

15 And we're saying, no, just issue your
16 CCN. We understand we've got independent
17 obligations and we will fulfill them.

18 JUDGE BUSHMANN: Any further
19 questions?

20 CHAIRMAN HALL: Yeah. I'm still a
21 little confused about your request for a waiver.
22 The provision that you cite is in Chapter 4, and
23 are you taking the position that that waiver
24 provision applies to all Commission rules? Because
25 it's always been my understanding that there are

1 some rules that can be waived and there are some
2 that can't, and you have to go and find a specific
3 waiver provision in the chapter that you're in to
4 see if a waiver is authorized.

5 MR. ZOBRIST: Well, that's probably
6 true, but that subsection 4 is in the applications
7 and we're filing an application for a CCN, so I
8 think it applies squarely.

9 As I recall, though, on the other
10 rule -- and it's in our brief, Commissioner -- I
11 think we also cite that there's a reference in the
12 CCN rule that says it can be waived but it directs
13 you to go to subsection 4 of 2.060, which applies
14 to all applications. So I'm not an expert on other
15 things that may not be able to be waived, but this
16 clearly can be waived under applications. Of
17 course, we submitted an application, and there is a
18 reference in our brief to the waiver provision that
19 relates specifically to CCNs.

20 CHAIRMAN HALL: Thank you.

21 COMMISSIONER STOLL: I would ask if
22 anybody else, Staff, somebody else have closing
23 remarks?

24 MR. WILLIAMS: Since the Commission's
25 invited it...

1 COMMISSIONER STOLL: I invited you,
2 yes.

3 MR. WILLIAMS: I suggest the
4 Commission look at who the judges were on the
5 panels for the Stop Aquila case, the Cass County
6 case and the ATXI case. You'll find commonality
7 there in Judge Newton.

8 JUDGE BUSHMANN: Any other matter we
9 need to address before we adjourn?

10 The transcript of today's proceeding
11 will be available no later than Monday, August 7.
12 Hearing no other matters --

13 MR. ZOBRIST: Judge, I'm just
14 perplexed with the status of my revised statutes
15 from 1949. Do you want to mark that as an
16 appellate exhibit, if not a Grain Belt Express
17 exhibit, or does it really matter? I think it
18 might be helpful to have it in the record someplace
19 just for identification purposes.

20 JUDGE BUSHMANN: I believe you're up
21 to -- just for identification purposes, I believe
22 your next number is Exhibit No. 140. So why don't
23 we just mark that as Exhibit No. 140 so we can
24 include it in the record, although it's taken for
25 official notice.

1 MR. ZOBRIST: I understand that.
2 Thank you, Judge.
3 JUDGE BUSHMANN: Hearing nothing
4 further, we are adjourned.
5 (GRAIN BELT EXPRESS EXHIBIT 140 WAS
6 MARKED FOR IDENTIFICATION BY THE REPORTER.)
7 (WHEREUPON, the oral arguments
8 concluded at 1:33 p.m.)
9
10
11
12
13
14
15
16
17
18
19
20
21
22
23
24
25

1	GRAIN BELT EXPRESS EXHIBITS		
2		MARKED	REC'D
3	EXHIBIT 140		
4	Revised Statutes of Missouri 1949	1744	
5			
6	EXHIBIT 375		
7	Report and Order,		
8	File No. EA-2015-0146	1647	1647
9			
10	EXHIBIT 376		
11	ATXI's Initial Post-Hearing Brief,		
12	File No. EA-2015-0146	1647	1647
13			
14	EXHIBIT NO. 377		
15	Brief of Respondent Ameren		
16	Transmission Company of Illinois,		
17	Case No. WD79883	1647	1647
18			
19	EXHIBIT 378		
20	Brief of Respondent Public Service		
21	Commission of the State of Missouri		
22	in Response to Brief of Appellant		
23	Neighbors United Against Ameren's		
24	Power Line, Case No. WD79883	1647	1647
25			

1
2
3
4
5
6
7
8
9
10
11
12
13
14
15
16
17
18
19
20
21
22
23
24
25

C E R T I F I C A T E

STATE OF MISSOURI)
) ss.
COUNTY OF COLE)

I, Kellene K. Feddersen, Certified Shorthand Reporter with the firm of Midwest Litigation Services, do hereby certify that I was personally present at the proceedings had in the above-entitled cause at the time and place set forth in the caption sheet thereof; that I then and there took down in Stenotype the proceedings had; and that the foregoing is a full, true and correct transcript of such Stenotype notes so made at such time and place.

Given at my office in the City of Jefferson, County of Cole, State of Missouri.



Kellene K. Feddersen, RPR, CSR, CCR

ORAL ARGUMENT - Vol. XX 8/3/2017

A				
	1727:20	1732:13	allowing 1656:4	1666:23
a.m 1641:3	1731:10	1735:11,17	alongside	1668:18,23
abide 1674:19	additional	1737:6,22	1684:11	1729:16
1703:2,8	1643:21	agency 1680:5	alternative	appealable
ability 1658:5	1707:17	agenda 1643:13	1652:8,15	1664:10,18,20
1661:19	1708:1	ago 1649:3	1654:5 1661:5	1669:19
able 1667:6	address 1704:19	1692:4	1664:6 1666:3	appealed 1671:8
1731:22	1730:24	agree 1648:23	1666:12,13,16	1671:8
1742:15	1732:2,17	1667:5 1675:3	1668:1,24	appealing
above-entitled	1733:25	1675:7 1677:9	alternatives	1724:25
1746:9	1743:9	1677:20	1727:19	Appeals 1645:2
absolute	addressed	1678:15,19	amend 1737:6,9	1647:24
1653:12	1692:23	1703:21	amendments	1650:12
absolutely	addresses	1737:13	1708:15	1655:17
1669:14	1728:3	1738:24	Ameren	1657:10
1732:7	addressing	agreed 1691:8	1644:23	1670:8
accept 1738:2	1661:10	1703:2	1658:24	1677:19,24
acceptable	1728:14	agreeing 1649:9	1673:18,21	1678:4,17,21
1710:24	adjourn 1743:9	1680:9	1725:3 1741:9	1680:12
accepted	adjourned	Agreement	1745:10	1692:22
1649:15	1744:4	1670:23	Ameren's	1693:6,9
Accepting	administered	agrees 1678:20	1745:14	1696:6
1685:19	1685:2	1728:17	American	1697:15,17
accommodate	administers	ahead 1661:18	1721:6,16,18	1698:18
1648:3	1711:24	1665:10	1721:22,24	1703:15
account 1699:4	administrative	1684:25	analysis 1664:7	1710:19
acknowledged	1680:5	1688:2	1672:1 1697:4	1711:3
1685:4	1711:25	1693:15,23	annex 1700:15	1713:21
acronym	Adopting	1709:16	answer 1667:19	1736:10,19
1642:23	1718:11	1736:1	1681:10	1737:14,17
act 1691:11	advise 1659:15	Alliance	1682:12	1738:4,15,18
1692:18	advisory 1668:6	1639:17	1686:18	1739:4
1702:10	affect 1708:16	1642:10	1693:10	1741:14
1708:14	affirm 1650:9	1647:6	1705:4,6	appear 1641:21
1736:4,13	affordable	1681:19	anticipating	appearance
acted 1659:16	1693:19	1723:23	1700:6	1641:20
1659:17	afoul 1669:25	1724:2	anybody	APPEARAN...
1681:8	Agathen	Alliant 1674:6	1742:22	1639:1
1683:10	1639:14	allow 1662:11	anyway 1647:3	appearing
acting 1690:13	1642:11,11	1667:6	1735:4	1641:24
action 1691:3	1643:20,23	1674:15,17	1740:19	1704:15,18
actions 1650:11	1644:3,8,14,21	1692:9 1712:9	apparent	appears 1718:8
acts 1683:20	1647:9 1648:4	1722:21	1716:15	Appellant
1690:11	1660:1	1726:3 1734:1	1727:2	1745:13
actual 1680:6	1661:15	allowed 1658:22	appeal 1644:24	appellate 1738:7
1693:7	1662:15	1673:15	1646:13,15,17	1743:16
addition	1723:24,25	1691:22	1665:19	applicable

MIDWEST LITIGATION SERVICES

ORAL ARGUMENT - Vol. XX 8/3/2017

1705:11	1717:19	April 1644:10	1698:10	1697:16
applicant	1725:3,7	Aquila 1691:17	1700:6 1705:9	1699:17
1650:2 1694:5	1726:22	1691:20	1709:2 1713:8	1701:16,25
1719:23	1727:6,7,9,24	1692:15,16	1723:23	1703:7 1704:4
1721:11,15	1727:25	1738:6 1743:5	1724:24	1704:6 1706:6
1733:23	1728:7,8,16,19	arbitrary	1725:12,14,16	1706:24
applicants	1728:22	1715:25	1725:18,22	1707:11
1648:22	1729:25	1716:13	1729:1,22	1725:22
1685:22,24	appreciate	area 1652:5	1730:7,9	1740:24
application	1647:22	1653:6,20	1740:23	1741:1
1638:10	approach	1655:8	1741:6	assents 1656:22
1641:8	1709:1	1657:11	arguments	1665:5 1670:3
1648:12	appropriate	1663:16	1641:7	1671:5,10,13
1663:7 1673:1	1668:13	1676:13	1646:25	1673:9
1673:1 1676:8	1673:13	1678:9,11	1647:14,17	1674:25
1677:5	approval	1684:19	1707:16,20	1675:25
1683:23	1653:16	1687:12	1724:14	1676:1,4
1686:25	1654:2	1691:21,22	1725:5	1686:3
1688:16	1660:10	1692:3,8,18	1726:15	1697:22
1693:1 1697:3	1686:21	1694:1,17	1730:1 1744:7	1699:7,7
1700:10	1687:6,10,14	1699:8,18,24	Article 1711:7	1703:18
1705:17,22	1688:24	1700:3,15,19	1711:23	1704:1,2
1710:2 1716:6	1689:21	1701:18,19	articulate	1706:17
1720:15	1692:1	1703:17	1667:2	1713:17
1723:4 1724:5	1703:23	1706:4	asked 1686:13	1719:24
1727:4,11,13	1715:7,11,21	1707:10,14,18	1686:15	1723:3
1728:6	1715:22	1724:16,17	1689:1 1691:5	assets 1674:5
1732:22	1716:2,16	1725:23	1691:7	assist 1713:1
1733:4 1742:7	1717:1,2,10	1727:16,21	1692:20	associated
1742:17	1718:23	1728:1,3,4,7	1736:16	1638:14
applications	1726:5	1732:19	asking 1667:16	1641:13
1706:16	approvals	1737:8,24,25	1667:17,18	assume 1644:1
1729:4 1742:6	1652:18	1738:7,17	1673:7	1695:10
1742:14,16	1658:23	argue 1641:21	1676:19	1706:12
applies 1703:25	1659:1,8	1724:20	1687:24	assuming
1741:24	1660:25	argued 1721:25	1688:11,13	1664:25
1742:8,13	1673:9,16	1725:7	1705:25	Assumption
apply 1672:22	1676:23	arguing 1643:7	1727:12	1706:22
1702:18	1681:25	1682:17	1730:14,20	assure 1684:13
1718:22	1682:2	1726:21	Assembly	1690:25
1719:18	approve 1657:6	argument	1650:15	attached
1722:5	1706:18	1638:6 1641:2	assent 1668:23	1646:14
1724:20	approved	1648:3	1671:20	attack 1670:25
1725:10	1658:24	1651:18	1674:20,24	attempting
1726:10,25	1670:23	1664:6 1682:6	1675:15,16	1659:19
1729:4 1730:8	1674:6	1689:17	1689:24	attend 1643:15
applying 1696:8	1675:14	1694:16	1694:18,19,21	attended

MIDWEST LITIGATION SERVICES

ORAL ARGUMENT - Vol. XX 8/3/2017

attitude 1659:4	1738:13,24	1691:3,11	1687:5	1659:12,25
attorney 1639:2	1740:23	1692:2,16,17	1689:19	1662:15
1639:2,8,8,14	1741:10	1697:25	1691:24	1663:5
1639:18	1743:6	1700:22	1697:6	1672:21
1640:1	ATXI's 1644:16	1701:5,23,24	1704:23	1673:20
1647:14	1683:11	1702:10,12	1723:13	1677:2,7,10
attributes	1705:17	1707:24	background	1680:24
1711:15	1725:22	1708:3	1691:19	1681:8 1683:2
ATXI 1644:11	1730:10	1710:16,17,22	1713:22	1686:16
1644:17,24,25	1745:8	1711:18	backs 1731:16	1687:21,23
1646:13	ATXI/Ameren's	1712:11,14,21	baffled 1689:17	1693:6 1694:8
1666:17	1692:25	1712:23	baffling 1679:21	1695:17
1667:21	audience	1713:1,3,4,9	bar 1691:2	1704:21
1669:12	1643:10	1714:6 1715:5	barred 1646:15	1707:7 1708:9
1670:12	August 1638:7	1715:6	bars 1661:10	1730:5 1734:9
1674:22	1641:5	1718:16,19	base 1674:25	1741:10
1676:15	1743:11	1721:17	based 1667:21	1743:20,21
1677:3,4	authorities	1735:2	1675:1,2,18	believes 1654:21
1682:12,16,21	1651:16	1737:16	1702:6 1703:1	Belt 1638:10
1683:9,12,14	1652:7 1653:8	1738:10,20	1720:8 1726:8	1639:6 1641:8
1683:21	1653:15	authorize	basically 1691:9	1641:24
1684:5,15,23	1655:16	1655:5	1701:21	1647:19
1685:19,21	1657:15	1712:16	1704:17	1648:8,20
1686:7,10	1686:4	authorized	1706:24	1650:23
1689:15	1687:17	1698:5 1714:1	1724:5,14	1653:3
1691:7	1694:6	1742:4	1729:12	1654:21
1692:22,25	1712:18	authorizing	basing 1679:15	1657:7,19
1695:17	1715:17	1638:12	1679:18	1660:6,8
1696:7,7,11,14	1716:5,11	1641:10	basis 1703:5	1662:16
1697:1,13,23	1729:9 1731:2	available	1707:14,24	1664:8
1701:13	1731:4,13,20	1652:21	Battlefield	1669:22
1705:12,17	1732:6	1743:11	1642:21	1683:23
1706:4	authority	avoided 1699:3	bear 1732:16	1684:11,17,19
1713:17,18,19	1649:17	avoiding	began 1641:2	1685:7,12,21
1714:1,6	1650:7,10	1728:21	beginning	1686:8 1688:2
1725:2,2,7,15	1651:1 1653:2	aware 1674:2	1659:2	1688:7,22
1725:17	1658:5 1660:5	1696:7	1737:19	1693:2,16
1726:8,16,17	1660:7		behalf 1643:7	1698:13
1726:18,19,21	1663:12,23	B	1688:2	1701:19,25
1726:21,25	1676:2,8	B 1640:1	1704:15	1703:2,5,7,9
1727:4,5,12,13	1677:21	back 1643:16	belief 1691:10	1710:1,3,6,14
1728:5,10,15	1683:11,19	1648:25	believe 1648:9	1710:21
1728:18,21,25	1684:18	1660:22	1650:19	1713:7 1714:7
1729:6,10,15	1685:3 1687:2	1663:4 1665:6	1651:7,12	1717:7
1729:19,21	1687:8	1669:8 1670:3	1652:9	1718:11
1730:3,5,14	1688:18	1670:25	1656:16	1720:2,11,12
1737:20	1690:17	1671:9 1679:8	1658:7	1720:24

MIDWEST LITIGATION SERVICES

ORAL ARGUMENT - Vol. XX 8/3/2017

1722:16,24	1703:24	1745:8,10,12	1641:4,17	Capitol 1736:15
1724:12	bottom 1660:4	1745:13	1642:4,9,13,17	capstone
1725:6,13,18	1728:25	briefed 1709:23	1642:22,25	1710:13
1726:14,19	bottomed	briefly 1661:4	1643:6,25	caption 1746:10
1728:20	1720:22	1713:25	1644:6,12,20	careful 1714:10
1729:2	bought 1674:4	1729:17	1645:10,23	Carroll 1681:2
1730:13,16,19	bound 1678:22	1733:24	1646:19,22	carry 1712:6
1730:24	1683:3	briefs 1701:12	1647:10	case 1644:10,11
1731:21	1691:10	1729:21	1664:4 1682:4	1644:17,17,25
1732:3,23	1697:4 1705:2	1732:2	1682:6	1645:7,17
1738:25	1719:1,17,18	bring 1647:12	1693:20	1646:6,13
1743:16	1720:4,5,6,16	1708:23	1696:3,5,23	1647:3,25
1744:5 1745:1	1722:1	broad 1652:12	1698:9	1648:18,21
Belt's 1727:4	Box 1640:8	1652:22	1704:11,13	1649:10
Bench 1648:14	1642:7	1661:6 1662:6	1709:5,7,15	1650:3,5,20
benefit 1735:1	boxed 1653:2	1666:4,14	1723:6,9,13,22	1651:22
benefits 1693:18	branch 1711:22	1668:25	1733:13,20	1652:3,23
best 1713:11	branches 1713:2	broadly 1650:25	1734:1,23	1654:23
1719:4,19	1713:3	1695:2	1735:8,14,19	1655:1,22
better 1665:25	brand-new	Broadwater	1735:25	1656:6 1657:5
1668:24	1692:10	1718:25	1739:9	1659:5,6
beyond 1648:20	break 1643:14	1719:5,6,12	1741:18	1660:13
1651:1,9	1698:16	broken 1654:14	1743:8,20	1661:1,6
1661:8 1670:8	1709:8	brought 1669:9	1744:3	1663:2,6,13
1712:3 1727:3	1723:12	1714:8	business	1664:2
1727:10	brief 1641:21	Buchanan	1697:20	1665:18
1730:12	1644:16,23	1681:2	1698:2	1666:14
1737:16	1645:5 1652:9	build 1648:25	1710:23	1669:13
1739:4	1654:13	1649:4	1711:20	1670:21
bind 1680:4	1656:16	1691:22	1712:21,23	1671:9,16,18
1682:13,18	1658:25	1692:18	1713:5,10	1673:21,23,25
binding 1666:17	1662:15	1700:7	1714:2 1720:3	1674:22
1682:15,25	1672:20	1705:25		1678:11,22
1691:2 1693:9	1673:19,19	1707:18	C	1679:15,18
binds 1669:3	1694:9	building	C 1641:1	1685:20,21
1682:12	1701:13	1736:15	1686:20,21	1690:12
bit 1641:6	1704:18	1738:22	1688:23	1691:17,17,18
1672:10	1708:20	built 1670:24	1746:2,2	1692:25
blew 1681:6	1710:10	1671:23	cake 1729:13	1695:11,17
block 1650:7	1714:16	1674:2 1692:1	Caldwell 1681:2	1696:7,9
blunt 1665:12	1717:25	burden 1722:22	call 1717:10	1699:24,24
1705:3	1718:1,2	bureaucrat	1737:25	1700:5,18,19
blush 1724:24	1728:10,14,18	1736:14	called 1647:15	1700:19
bodies 1686:22	1729:18	Burns 1718:2	1668:6	1701:16,24
1687:11	1731:14,17	Burton 1699:24	1718:17	1702:20
1688:25	1732:18	Bushmann	calling 1641:22	1703:17
1689:22	1742:10,18	1638:17	calls 1677:8	1705:12,13,14

MIDWEST LITIGATION SERVICES

ORAL ARGUMENT - Vol. XX 8/3/2017

1706:1,14	caught 1660:11	1741:3,7,12,16	1706:16	1715:15
1707:15,15	cause 1651:22	1742:7,12	1707:10,11,17	1746:5
1708:5	1658:7	CCNs 1670:14	1708:1	certify 1746:7
1709:21,23,24	1672:16,17	1686:2	1713:20,24	cetera 1740:15
1710:1,8,12,14	1673:3,5	1742:19	1715:5,14,19	1740:16
1711:2,6,12	1676:21	CCR 1638:24	1715:19	Chairman
1712:13	1746:9	1746:17	1716:1 1717:3	1638:19
1713:13,14	causes 1717:4	cell 1643:11	1717:4,15,16	1651:6,11,17
1718:4,24	CCN 1648:11,23	Center 1640:1	1717:19	1651:23,25
1719:2,2,3,5,7	1648:24	1643:4	1718:17,18,22	1658:8 1662:1
1719:7,12,13	1649:2,8	certain 1670:14	1719:23,24	1664:5,21,25
1719:14	1650:5,10,23	1721:1	1724:9,19	1665:9,11,16
1720:1,7,12,16	1651:3 1652:4	certainly	1725:3,8,23,24	1665:24
1720:16,19,25	1652:17	1645:21	1726:22,24	1666:11,15
1721:4,5,9,16	1653:14	1690:9	1727:1,2,9,12	1667:8,13,16
1722:1,4,4,5,8	1654:23	certificate	1727:16,18,21	1667:23
1722:9,17	1655:6,13	1638:11	1727:24	1668:2,7,12,16
1724:4 1725:2	1656:5,25,25	1641:9	1728:1,7,8,12	1669:11,18
1725:15	1658:6	1648:10	1728:16,19,23	1670:10,19
1726:9,15,17	1660:16,25	1653:5,6	1729:7,8,21	1671:1,12,25
1726:19,20,21	1661:2,20	1655:8,8	1730:4,15,17	1672:15,18
1727:2	1662:9 1663:9	1657:6 1664:9	1731:6 1732:7	1674:21
1728:18,21,25	1663:13,15,16	1666:18	1737:22,23	1675:4,6,12,18
1729:6,10,15	1664:2,13	1669:7 1670:4	1738:11	1675:24
1731:10,18,23	1667:3 1669:5	1677:3,5,12	1739:6	1676:25
1731:23	1669:10,16,25	1678:18	certificated	1677:9,14
1732:21	1670:25	1682:24	1707:19	1678:6,14
1733:9	1673:16,17,25	1683:11	certificates	1679:3
1735:19	1674:3,17	1684:17,19	1652:5	1686:13,13,15
1736:21	1678:23	1686:25	1657:11,12	1687:21
1738:5,13	1681:24	1687:1,5,8,12	1676:13	1689:3,7,12,23
1740:22	1682:1	1688:22	1678:9,11,12	1690:2,6,9
1743:5,6,6	1683:19,25	1689:14	1699:8 1706:4	1691:5
1745:11,14	1684:2,7	1690:13	1706:5,16	1692:20
cases 1657:9,10	1685:13	1691:21,22	1707:14	1693:21,25
1661:14	1686:6,7,9	1692:9	1708:17	1694:3,8,12,14
1669:6,8	1688:3,4	1693:10	1712:14	1694:24
1695:1,7,7	1691:25	1694:1,4,17	1724:16,16,17	1695:4,9,16,22
1696:19	1692:3,18,23	1696:8,14	1724:21	1696:24
1700:2,23	1692:24	1697:14,16,18	1726:11	1697:9,13
1701:11	1693:16,16	1699:18,24	1729:4,25	1698:7 1704:9
1738:4,5,6	1698:1,6,12,15	1700:3,16,16	1730:8 1737:8	1704:24
Cass 1691:25	1699:4,11,15	1700:18,19	1737:24,25	1705:6,16
1743:5	1703:13	1701:18,19	1738:8,8	1706:2,8,12,22
Catch 1660:11	1710:2,6,14	1703:18	certification	1706:25
1662:4	1713:18	1704:1	1708:4	1723:8,17
1674:12	1722:4,9	1705:18,24,25	certified	1732:11

MIDWEST LITIGATION SERVICES

ORAL ARGUMENT - Vol. XX 8/3/2017

1733:14	1642:7 1649:6	collaboration	1664:7 1665:3	1720:4,14
1741:20	1689:4	1684:10	1666:6,16	1721:7,17,25
1742:20	1694:15	collaterally	1667:7	1723:25
chance 1734:24	1701:2	1670:25	1668:20	1724:9
chapter 1649:17	1746:15	combining	1669:9	1725:21,21
1649:18,19	claim 1714:7	1716:18	1670:12,20,22	1726:3,5,22
1694:12	claims 1721:3	come 1643:16	1671:18	1728:10
1695:12	Clark 1671:21	1647:15	1672:23	1729:23
1722:5	clause 1702:9	1662:15	1673:14	1730:2
1741:22	1707:6	1669:4,7	1674:11,24	1731:22
1742:3	1736:24	1684:14	1675:13	1732:3 1733:3
Chariton	1739:21	1707:17,25	1681:6,10	1734:3,7
1680:25	Clay 1649:5	1708:22	1682:12,13,14	1735:2,20
Charlie 1649:23	Clean 1638:11	1717:5 1731:1	1682:18	1741:24
charter 1712:17	1639:6 1641:9	comers 1720:14	1683:2,10,18	1743:4
1712:17	1641:25	coming 1649:24	1683:22,25	1745:13
1715:15	1660:8	1691:24	1684:7,12	commission's
Checkpoint	clear 1648:9	comments	1685:7,15,25	1645:21
1649:23	1660:23	1648:16	1686:6 1688:9	1665:13
choice 1729:6	1663:10	1660:2	1690:11,11,12	1674:21
1730:10	1712:5	commerce	1690:15,16,19	1675:8 1676:7
choose 1683:5	1713:19,21	1702:8,9	1690:22	1677:11
Circuit 1736:10	1724:3	commission	1691:24	1678:8
circulated	1727:11	1638:2	1692:4,13	1686:14
1700:4	1729:19	1639:13	1693:7,15	1691:3,10,13
circumscribe	1730:17	1640:8,11	1697:25	1692:16
1662:24	1738:6,9,11	1641:7 1642:4	1698:5,12	1698:24
circumstances	clearly 1698:6	1642:18	1699:15	1699:20
1730:3	1699:10	1643:13	1701:5	1700:1,4,22
cite 1656:6	1712:12	1644:25	1702:16,21,23	1703:21
1658:25	1720:12	1645:6,18	1703:11,12,25	1711:18
1673:18	1728:6	1646:23	1704:5,13,15	1712:14
1701:11	1730:11	1647:1,2,3,16	1705:9	1720:1
1731:22	1738:19	1647:21	1706:17	1742:24
1741:22	1740:8	1648:2	1708:14,23	Commissioner
1742:11	1742:16	1649:24	1709:18	1667:11,14,18
cited 1661:15,16	client 1690:24	1650:16,22	1710:5,15,20	1667:25
1701:12	closing 1742:22	1653:3 1654:1	1710:22	1668:5,10
1731:10	Club 1640:4	1655:12	1711:21	1679:5,7,12,14
1736:22	1642:25	1656:4,22	1712:25	1679:23
cites 1718:2	1643:1	1657:17	1713:9,11,17	1680:1,8,16
cities 1694:20	1698:10	1658:21	1713:18,20	1681:4,11,17
1731:9	Coalition	1659:21	1715:6,10	1681:20,23
citizens 1693:17	1640:6 1643:3	1660:7,10,15	1716:15	1682:9,10
city 1638:8	Cole 1746:4,16	1660:18	1717:7	1695:25
1639:4,10	COLEMAN	1661:17,21,25	1718:10,14	1696:1,2
1640:9 1642:3	1638:21	1662:12	1719:1,17,20	1704:22

MIDWEST LITIGATION SERVICES

ORAL ARGUMENT - Vol. XX 8/3/2017

1707:1 1708:8	1732:21	1655:6 1684:1	1683:13,15	1658:23
1708:18,19,22	completely	1684:8	1688:8 1698:2	1659:2
1709:3	1687:18	1685:16	1702:22	1673:17
1723:14,16,18	1689:16	conferred	1724:11,19	1682:2 1714:3
1723:19,20	1713:6	1712:4	1730:16,19	1715:4
1733:16,18	1715:25	confident	1731:8,8,9	1716:17
1736:16,22	comply 1657:19	1690:23	1733:5,11	1717:2
1739:10,20	1702:2	confirms	1739:6	1737:11,11
1740:3,7,12,19	concept 1653:19	1731:12	1741:11	1738:16,21,22
1742:10,21	1653:20	conflict 1698:24	consequences	construe 1656:2
1743:1	concepts	conflicts 1651:8	1730:12	1664:12
commissioners	1653:19	1651:12,13,18	consider 1700:1	construed
1638:21	1654:9,15	confronted	1703:15	1712:9
1650:6 1660:3	concern 1682:11	1698:18	1710:25	contain 1663:21
1704:19	1687:20	confused	considered	contained
1730:25	1690:11	1741:21	1679:10	1725:9
1731:12	concerned	confusion	considering	contemplated
commissions	1639:21	1678:25	1718:7	1649:21
1649:16	1642:13	1699:25	consistent	contend 1730:25
1659:11,14	1709:19	conscience	1648:12	context 1656:19
1660:17	1722:10	1729:14	1650:11,19	1718:7 1731:3
1661:23	1741:14	consent 1651:16	1662:10	contingent
1662:11,24	conclude 1716:9	1652:6 1653:7	1676:20	1669:15
1665:3,14	1726:2 1739:2	1653:14	1680:6	1683:12
1666:5	concluded	1655:15	1684:14	continue
1674:10,17	1744:8	1662:21	1685:21	1651:25
1688:5	conclusion	1674:12	1687:4,19	contrary 1663:8
1710:19	1663:3 1669:4	1676:10	1689:1,2,15	1721:25
1711:14	1678:12	1687:16	1706:3 1729:5	contrast 1704:5
1712:22	1691:9	1689:4 1694:6	consistently	1711:21
1731:5,19,24	1722:10	1699:11	1712:1,10	1731:21
committed	conclusions	1715:16	1731:4	contrasts 1655:7
1741:4	1652:16	1716:4,10	Constitution	control 1638:13
committee	1663:21	1729:9 1732:5	1702:9 1711:8	1641:11
1736:7	1666:21	consenting	1722:15	convenience
commonality	1669:16,23	1648:6	constitutional	1638:11
1743:6	1684:24	consents	1711:19	1641:9
company	1685:4	1649:25	construct	1642:22
1644:23	1691:14,16	1651:2	1638:12	1648:10
1700:7,13	1692:11,15	1657:15	1641:10	1660:20
1712:16	concurrence	1658:11,14	1677:22	1661:11
1738:5	1666:20	1659:7	1692:9	1662:8 1665:1
1745:10	condition	1661:17	construction	1712:15
complete 1673:2	1675:20	1662:18	1649:11	1724:10
1714:23	conditional	1672:7	1653:19	1731:7 1739:7
completed	1741:13,13	1673:13	1654:4,9,16	convenient
1649:7	conditions	1674:8 1676:6	1657:6,7	1654:7

MIDWEST LITIGATION SERVICES

ORAL ARGUMENT - Vol. XX 8/3/2017

1660:19	1712:21	1711:14,18,19	1697:15,17	1698:13
1685:10	1741:8	1712:18,22,22	1698:18	1733:6,7,10
1686:1	county 1649:5,5	1712:23,24	1699:16	critical 1648:19
conversation	1649:16,25	1713:5,11	1701:4,9	1654:22
1716:24	1650:6	1719:23	1703:6,6,9,15	1656:15
converter	1655:12	1723:3	1704:25	cross 1658:1,15
1638:14	1656:22	1725:22	1705:1,9	1706:13,21
1641:13	1657:21,22	1726:5	1707:2,22	cross-examined
convince	1659:7,10,14	1730:25	1710:18	1659:25
1668:22	1660:3,7,17	1731:5,8,19,23	1711:3,12	crossing
convinced	1661:17,22,25	1741:1,11	1713:21	1649:19,25
1719:12	1662:11,18,24	1743:5 1746:4	1719:8,10	1658:17
copies 1644:2,4	1665:2,5,14	1746:16	1720:18	1674:19
1734:13	1666:5,24	county's	1721:4,10,23	1706:10
copy 1644:4	1667:7	1701:23	1722:2,3	CSR 1638:24
1715:15	1668:19,23	couple 1669:8	1729:22	1646:24
1734:13,14	1670:1,1,3	1670:11	1730:8	1672:2
core 1683:14,17	1671:10,21,22	1679:7 1681:9	1731:17,18,23	1686:15
1683:21,24	1673:8,24	1733:24	1734:22	1746:17
corporate	1674:2,7,10,12	1738:5	1735:23	current 1638:13
1712:17	1674:17,19,20	course 1646:4	1736:1,10,19	1641:12
1715:15	1674:24	1648:19	1737:14,17	customers
corporation	1675:14,16,25	1663:20	1738:4,15,18	1684:20
1714:1	1676:1,4,6	1689:14	1739:4	1721:2 1723:1
Corps 1658:18	1680:19	1695:7,14	1741:14	1725:23
correct 1643:22	1681:2,6	1718:14	court's 1648:13	1726:6
1643:23	1683:15	1742:17	1713:23	1727:15
1675:9,17	1687:3 1688:4	court 1639:14	1722:7	1728:2 1739:1
1695:19	1688:8 1689:5	1642:12	courts 1679:8,23	
1697:4 1699:3	1689:9,24	1643:9 1644:4	1681:4,5	D
1746:12	1690:19	1645:2	1702:16	D 1641:1
counsel 1640:7	1691:25	1647:24	1712:1,10,11	1686:20
1641:19	1694:21	1650:12	1712:20	1687:9
1642:7 1644:2	1697:16,21	1655:1,16,22	1732:4 1738:7	1689:20
1644:4	1698:19,23	1656:1 1657:9	cover 1644:15	D1 1689:3,20
1726:13	1699:1,6,7,17	1661:9 1662:7	1644:22	DANIEL
1734:23	1699:18,21,22	1663:17	1645:5	1638:19
counties 1650:3	1699:23	1670:8	create 1649:23	Danziger
1658:14	1700:19	1671:11	creates 1670:7	1720:17,18
1662:20	1701:7,16,21	1677:18,24	1707:9	darn 1668:20
1666:24	1702:2,5,23,24	1678:4,16,21	creature 1712:2	David 1639:18
1671:6	1703:4,18	1680:4,12	Crestwood	1642:15
1680:20,21,25	1704:1,3	1682:21	1700:23,23,24	1709:18
1681:7,9	1706:5,13,17	1683:8,9	1700:25	dead 1665:22
1683:13	1706:21	1692:5,6,22	1701:7,14,15	deadlock
1695:5 1700:8	1707:11	1693:6,8	criteria 1685:8	1698:16
1711:6,9	1710:19,24	1696:6,10	1685:23	deal 1661:1,24

MIDWEST LITIGATION SERVICES

ORAL ARGUMENT - Vol. XX 8/3/2017

1669:3	1728:23	1658:16	different	1696:17
1678:17	1729:5,10,11	1711:4,22,23	1680:13	1726:13
1679:20	1729:12,14,16	depend 1684:7	1691:19	distinct 1691:4
1680:13	1729:19	dependant	1705:15	1710:17
1696:18	1730:4	1720:22	1714:19	1711:1
1698:22	decisis 1682:19	depending	1716:9,10	1714:24
dealing 1702:17	1697:7 1719:1	1709:13	1728:2	distinction
1724:17	1719:17	depends	1729:23	1678:9
deals 1653:11	1720:4	1664:16	differently	1705:15,21
1657:22	deck 1648:15	1706:9	1679:18	1707:13,23
1672:13	1650:20	Deputy 1640:7	difficult 1738:14	1716:13
1699:6,7	1657:3	1642:7	1738:17	1738:15
1724:15	1739:17	describe	direct 1638:13	distinguish
debate 1714:24	declare 1650:11	1705:13	1641:12	1715:21
decide 1682:21	1710:23	described	direction 1709:1	1726:19
1685:15	1711:5	1698:17	1709:4	distinguished
1719:8	1718:16,18	1705:12	directly 1686:23	1738:7
1720:16	declared 1683:9	description	directs 1742:12	distraction
decided 1682:20	defer 1683:19	1728:4	disagree 1678:7	1697:22
1682:20,24	1697:25	desire 1684:20	disagrees	distribute
1691:21	defined 1694:10	1704:22	1713:6	1696:11
1697:7,11	1695:12	despite 1728:20	discretion	District 1645:1
1713:16	1698:6	1730:1	1683:4	1696:6
deciding	defines 1682:17	detail 1696:19	discuss 1699:20	1710:18
1661:11	1711:17	detailed 1663:14	1709:25	1711:3
decision	definition	1663:21	discussed	1729:11,20
1648:18,21	1696:14	determination	1656:13,14	1730:2,6
1650:4,21	1699:20	1650:1	1676:17	District's
1660:5	1707:21,23	determinations	1704:21	1695:18
1663:20	1727:16	1680:5	discusses	divided 1699:5
1664:10	1731:25	determine	1712:13	divorce 1717:17
1665:13	degree 1649:20	1654:4 1664:8	1719:10	1718:12
1666:17,19	delay 1670:7	1666:17	discussion	divorces 1717:8
1667:21	delays 1668:19	1688:6	1697:23	DNR 1658:15
1670:13	deliberations	Development	1719:6 1726:2	document
1674:25	1666:3	1711:24	dismiss 1648:1	1646:11
1675:2,8,9,14	delve 1704:23	devices 1643:11	1663:7 1665:8	documentation
1675:23	denied 1720:15	devoted 1721:1	1665:21	1656:6
1683:3,5	1723:5	1721:1	1731:11	documents
1684:6 1685:6	1730:15	devotion	dismissal	1646:15
1689:15	Dentons 1639:3	1720:22	1668:17	1647:2
1693:9 1697:1	1642:2	difference	dismissed	doing 1663:1
1698:22	deny 1665:7	1680:9 1686:5	1668:20	1668:21
1706:4 1707:3	denying 1667:21	1707:10	1733:3	1688:7
1710:7 1720:5	1703:5	differences	dismissing	1736:12
1720:8 1726:8	department	1657:8	1733:9	domain 1711:16
1726:18	1657:25	1663:15	disrespect	1711:17

MIDWEST LITIGATION SERVICES

Don 1681:14	1683:12,20	eminent	essentially	exercise 1654:6
Donald 1681:15	1684:2	1711:16,17	1662:18	1654:10,17
Doug 1639:8	1685:13	emphasize	1669:12	1663:23
1642:20	1686:9 1688:3	1657:12	1676:22	1687:7
drawings	1688:4,24	1736:18	1697:1	1712:16,20
1688:5	1693:16	enacted 1708:14	1701:22	1713:1
1690:25	1697:19	encompassed	1734:16	1732:10,15
1703:3	1698:6	1707:22	1737:8	1738:21,23
due 1646:5,9	1718:19	endeavor	established	exercised
1654:3	effectiveness	1712:25	1711:7	1717:15
1703:14	1684:6 1686:6	energy 1674:6	et 1740:15,16	exercises
1716:17	effectuates	1693:19	everybody	1690:17
	1737:2	1695:7	1678:20	exercising
E	1739:24	enforce 1690:20	1734:14	1649:16
E 1641:1,1	1740:15,17	engage 1714:2	evidence 1646:8	1650:7
1746:2,2	EFIS 1644:18	engineer 1688:6	1647:8	exhibit 1644:13
EA-2015-0146	1671:19	engineering	1655:12	1644:18
1644:10	eight 1650:3	1688:5	1686:21	1645:3,9
1691:8 1745:6	1662:17	1690:25	1688:24	1659:13
1745:8	1711:6	1703:3	1703:23	1681:15
EA-2016-0358	Eighth 1736:10	Engineers	1733:9,11	1701:13
1638:13	either 1656:17	1658:18	evidentiary	1735:24
1641:16	1659:18	English 1740:4	1647:18	1736:2
earlier 1672:13	1660:1	enjoying	1709:21	1743:16,17,22
1700:2	1663:17	1693:18	ex 1718:2	1743:23
Early 1670:10	1664:20	ensuring 1702:1	1721:4,6	1744:5 1745:2
earnestly	1666:19	enter 1702:25	exact 1737:16	1745:5,7,9,12
1693:14	1668:15	1734:12	1739:3	exhibits 1643:21
East 1639:9	1669:19	entire 1718:7	exactly 1655:14	1644:9 1646:7
1642:20	1678:3 1680:4	entirely 1648:12	example	1646:20
economic	1712:4	1685:21	1648:24	1647:4,7
1661:19	1730:21	entirety 1708:13	1661:25	1745:1,4
1711:24	electric 1639:12	entities 1676:23	1669:17	exist 1688:12
Edward 1736:10	1642:18	1685:2	1727:13,25	existence
effect 1645:22	1700:11,24,24	entitled 1641:21	1732:25	1671:23
1647:23	1701:1 1738:5	1647:1	1733:7	1684:25
1670:14	electrical	entity 1683:20	examples	1696:22
1677:15	1707:21	1687:7	1670:11	existing 1692:8
1682:15	electricity	1690:16	1671:13	1711:9
1703:24	1696:12	entries 1641:19	exceeds 1722:18	exists 1658:7
1718:5 1732:8	1702:8	Environmental	exception	expand 1692:8
effected 1686:22	element 1685:11	1640:1 1643:4	1721:24	expanding
1687:10	1685:14,17	erect 1657:20	excuse 1680:19	1666:9
1689:21	elevate 1649:16	error 1705:3	executive	expert 1742:14
1703:23	1662:24	especially	1711:22	explain 1657:8
1732:18	embrace	1700:1	exemption	1663:15
effective	1642:24	essence 1725:13	1721:22	explains 1657:5

ORAL ARGUMENT - Vol. XX 8/3/2017

explanation 1740:20	F 1746:2	far-reaching 1648:21	1723:2 1726:1 1728:17	1684:16,21 1707:5,12
explicit 1724:13 1738:12	face 1687:13,14 1687:15 1690:14	farmers 1722:13	1731:14	1710:9,18 1715:8,22,23
explicitly 1705:19 1724:8 1728:11	facilitate 1713:2	favor 1730:10	financial 1661:18	1724:24 1725:4
exported 1697:2 1705:2	facilities 1720:25	favorable 1664:25 1669:23 1670:2	financially 1732:19	1726:11 1727:3,5,10
Express 1638:11 1639:6 1641:8 1641:24 1647:19 1648:8,20 1650:23 1653:3 1654:21 1657:8,19 1660:6,8 1662:16 1669:22 1710:3,6,14,21 1713:7 1720:2 1720:11,12,24 1722:16,24 1738:25 1743:16 1744:5 1745:1	facility 1706:1	feasibility 1661:19	find 1662:4,11 1667:19 1681:12 1715:13 1721:18 1742:2 1743:6	1730:24 1734:4 1738:19
Express' 1710:2 1717:8	fact 1652:16 1659:23 1663:21 1668:4 1669:16,23 1671:14,15 1674:3 1679:9 1684:16 1693:3 1706:20 1717:3 1728:19,21 1729:7,20 1731:12 1732:4	Feddersen 1638:24 1746:5,17	finding 1722:2 1730:5	five 1648:15 1649:3 1662:20 1671:6 1684:11 1685:7,23
Express's 1718:11	facts 1663:2 1666:21 1705:11 1719:12 1720:6,9	feedback 1690:15	findings 1652:16 1661:18 1663:21 1664:14 1665:1 1666:21 1667:4,7 1669:16,23 1670:2 1674:18 1684:16	flow 1716:23 Floyd 1736:8 focused 1692:12 1692:13
expressed 1712:5	factors 1664:9 1666:22 1667:5	feel 1708:24	fine 1645:15 1669:20 1705:24 1723:8	following 1649:14 follow 1647:16 1651:19 1696:24 1713:11 1719:9,11,13
extending 1700:14	facts 1663:2 1666:21 1705:11 1719:12 1720:6,9	Fenton 1639:19 1642:16	finished 1643:17 fire 1721:19	followed 1677:1 footing 1733:6 footnote 1714:17
extension 1700:9	factual 1665:1 1674:18 1691:19 1713:22	FERC 1702:10	firm 1746:6 first 1644:9 1646:11 1647:19 1650:22 1653:25 1654:24 1655:4,25 1656:2 1658:9 1667:15,20,22 1667:23 1670:20 1672:9 1673:6	forth 1650:21 1673:21 1746:10 forward 1647:15 1650:18 1652:11 1654:23 1657:2 1658:13 1661:3 1663:5 1663:10
extent 1678:15 1701:23 1721:13 1722:6	factually 1680:11	Field 1639:14 1642:12		
extinguisher 1721:19	fail 1650:9,11 failed 1722:17 1723:2	file 1638:12 1641:15 1655:12 1745:6,8		
F	failure 1703:15 fairly 1724:3,8 faith 1729:14 falls 1688:23 family 1648:3 far 1674:7 1707:11	files 1731:6 filing 1658:20 1664:3 1674:16 1676:22 1688:1,13 1739:5 1742:7 fill 1697:19 final 1664:18 1728:15 finally 1674:9		

MIDWEST LITIGATION SERVICES

ORAL ARGUMENT - Vol. XX 8/3/2017

1673:12	1711:14,25	1736:1 1741:7	1739:4,15	1672:7 1673:9
1678:23	1712:10	given 1708:25	1742:2,13	1673:13
1706:3,15	furnished	1718:9	goes 1648:20	1686:3,22
1738:9	1688:17	1719:20	1651:9 1661:8	1687:7,11
found 1679:10	further 1679:4	1728:22	1670:8 1712:2	1688:25
1685:23,25	1695:22	1729:10	going 1641:18	1689:22
1691:14	1698:9 1721:8	1746:15	1642:23	1690:16
1695:1	1728:9	gives 1655:19	1646:22	1703:23
1721:11,23	1741:18	1657:2	1648:16	1710:17
four 1643:21	1744:4	1695:14	1649:13	1711:1 1739:5
1644:8 1645:4		1702:10	1652:10	Grain 1638:10
1695:1	G	giving 1650:13	1655:9 1663:3	1639:6 1641:8
fourth 1685:11	G 1641:1	1716:24	1663:14	1641:24
franchise	game 1708:24	glad 1651:23	1665:4,13	1647:19
1653:21	1708:24	1681:22	1666:1	1648:8,19
1654:6,11,17	gears 1676:25	go 1641:5	1674:19	1650:23
1689:4	general 1650:15	1647:13	1691:25	1653:3
1699:18,22	1655:3,19	1648:16	1706:3,10,13	1654:21
1700:25	1663:6	1654:19	1706:15,20	1657:7,18
1701:20	1680:15	1655:18	1719:8,10	1660:6,8
1716:5,8,17	1696:12	1658:13	1738:25	1662:16
1738:22	1702:6	1660:22	1741:7,12	1664:8
franchised	1721:18	1663:4 1664:7	good 1641:4	1669:22
1738:17	generate	1665:2,10	1651:22	1683:23
franchises	1696:11	1667:6,8	1658:7	1684:11,17,19
1712:19	getting 1679:8	1669:7 1670:1	1672:16,16	1685:7,12,21
1715:9	1741:2	1670:25	1673:3,5	1686:8 1688:2
frankly 1693:17	Gibson 1736:8	1673:12	1676:21	1688:7,22
1705:20	give 1652:12,22	1674:17	1682:8	1693:2,16
free 1683:25	1654:22	1678:10	1719:20	1698:13
1730:17	1661:5,22	1679:2	1729:14,14	1701:18,25
Freight 1721:5,6	1662:5 1666:4	1684:24	1736:17	1703:2,5,7,9
frequently	1666:13	1687:25	gotten 1705:10	1710:1,3,6,13
1669:18	1668:23	1688:2,4	govern 1648:16	1710:21
Friday 1646:2	1669:23	1692:5	governed	1713:7 1714:7
front 1705:14	1670:3	1693:15,23	1702:20	1717:7
fulfill 1712:9	1672:21	1698:3	government	1718:11
1741:17	1674:20	1701:21	1653:16	1720:2,11,12
fulfillment	1675:11	1703:9	1658:22	1720:24
1684:8	1688:5 1703:3	1708:20	1673:15	1722:16,24
full 1688:10	1708:17	1709:16,16	1681:25	1724:12
1707:5	1712:11	1710:10	governmental	1725:6,13,18
1746:12	1715:10	1717:4,12	1651:2	1726:14,19
fully 1688:3,4	1718:5	1723:13	1652:18	1727:4
1693:15	1721:12	1728:23	1658:11	1728:20
1698:5	1730:13	1735:25	1659:7	1729:2
function	1734:13,14	1737:4,16	1660:24	1730:13,16,19

MIDWEST LITIGATION SERVICES

ORAL ARGUMENT - Vol. XX 8/3/2017

1730:24	grants 1655:13	1676:25	harmed 1658:19	1643:3
1731:21	1656:24	1677:9,14	1665:5	hierarchy
1732:3,23	1685:12	1678:6 1679:3	1722:20	1710:25
1738:25	1699:22	1686:13	harmonization	high 1638:13
1743:16	1704:3 1712:3	1687:21	1656:10	1639:9
1744:5 1745:1	great 1640:1	1689:3,7,12,23	1736:17,19,25	1641:11
grant 1648:10	1643:4	1690:2,6,9	1739:11,22	highlights
1650:10,24	1668:18	1691:5	1740:9	1714:12
1654:2 1656:5	1688:11	1693:21,25	harmonized	highway
1658:8 1660:5	greatly 1685:3	1694:3,8,12,14	1707:6	1658:16
1660:16	green 1650:3	1694:24	1713:15	1688:6 1702:2
1664:1,2	grounded	1695:4,9,16,22	1718:10	1703:1,8
1676:2,21	1682:17	1696:24	1736:23	highways
1683:25	1691:9,12	1697:9,13	harmonizing	1658:2
1689:16	grounds	1698:7 1704:9	1656:7	hinges 1724:5
1693:15	1732:22	1704:24	1708:10	history 1691:17
1698:12	group 1721:2	1705:6,16	harmony 1714:8	1736:6
1703:7,13	guard 1685:3	1706:2,8,12,22	Healy 1639:8,9	hold 1659:19
1712:15,18	guess 1694:18	1706:25	1642:20,20	1716:17
1713:18	guidance	1723:8,17	1648:5	1723:6,9
1715:7	1684:14	1732:11	hear 1659:20	holders 1722:19
1716:16	1685:19	1733:14	1660:17	holding 1720:13
1721:23	1698:4	1741:20	1666:6,7	1722:25
1726:23	guide 1682:14	1742:20	1674:10,14	honest 1664:15
1727:1 1730:3	1683:5,22	Hall's 1682:9	heard 1659:18	Honor 1643:24
1739:4,6	guided 1684:23	1686:13	1681:21	1644:15,19
granted 1648:24	guys 1671:10	hammered	1690:3	1732:14
1649:2		1692:7	1704:21	hope 1696:16
1650:14	H	hand 1665:22	1724:4,13	host 1727:22
1660:7	half 1689:20	1734:21	1725:12	hundreds
1677:11	Hall 1638:19	1735:12,23	hearing 1647:13	1693:17
1684:7	1651:6,11,17	hands 1663:11	1647:18	I
1709:20	1651:25	1669:3	1654:4	Iatan-Sibley
1712:6	1664:5,21	1670:13	1716:18	1649:4
1717:16	1665:9,11,16	1678:22	1743:12	IBEW 1640:5
1719:24	1665:24	happen 1690:18	1744:3	1643:2
1721:21	1666:15	1690:20	hearings	icing 1729:12
1730:17	1667:8,13,16	1713:3	1709:22,22	identically
granting 1663:8	1667:23	happened	heart 1654:25	1725:14
1673:3	1668:2,7,12	1673:22	1697:24	identification
1688:18	1669:11,18	1683:8 1734:8	1698:1,3	1743:19,21
1689:13	1670:10,19	happy 1691:6	held 1699:16	1744:6
1699:15	1671:1,12,25	Harline 1707:15	1722:21	identified
1708:17	1672:15,18	1712:13	Help 1693:25	1645:8
1710:5	1674:21	1738:4	helpful 1714:16	identify 1643:25
1724:18	1675:6,12,18	harm 1658:12	1743:18	1644:6
1732:8,10	1675:24	1673:11	Henry 1640:1	

MIDWEST LITIGATION SERVICES

ORAL ARGUMENT - Vol. XX 8/3/2017

IES 1648:25 1659:6 1671:9 1671:18 1674:1	1685:6 1695:4 1699:21 1728:1 1731:5 1731:8 1743:24	1649:12 1663:25 1737:12 initial 1644:16 1728:10 1745:8	1666:9 1675:8 1699:3 1708:17 1718:4,12 interpreted 1689:8	1661:9 1663:12 1664:13 1665:5 1666:18 1667:3,20,22 1669:24 1674:7,11,16 1676:17 1678:23 1679:1 1687:8 1695:16 1697:15,18,18 1698:5,15 1710:15 1721:16 1722:2 1724:9 1726:2 1731:16 1732:7 1738:11 1741:15
illegal 1649:1,8 1668:8 1670:14 1671:2,4	included 1646:17 1728:5 1731:12,24	initiative 1722:21 instances 1661:16	interpreting 1717:24 1739:14 interrupt 1662:1 1678:15 1709:11	1666:18 1667:3,20,22 1669:24 1674:7,11,16 1676:17 1678:23 1679:1 1687:8 1695:16 1697:15,18,18 1698:5,15 1710:15 1721:16 1722:2 1724:9 1726:2 1731:16 1732:7 1738:11 1741:15
Illinois 1714:1 1745:10	includes 1684:1 1694:15 1711:15 1724:18 1731:18,19	integrity 1656:11 1737:1 1739:12,23 1740:13	interstate 1649:6 1658:15 1674:5 1702:8 1702:11,12 1714:3	1666:18 1667:3,20,22 1669:24 1674:7,11,16 1676:17 1678:23 1679:1 1687:8 1695:16 1697:15,18,18 1698:5,15 1710:15 1721:16 1722:2 1724:9 1726:2 1731:16 1732:7 1738:11 1741:15
imagine 1733:2 impact 1710:1 1722:8	including 1684:4 inconsistency 1687:20 inconsistent 1686:16	intent 1643:20 1716:22 1717:22 1718:5	intervener 1646:6 intervenors 1726:14 intervention 1709:20 invades 1701:4 investments 1722:12 investors 1721:12 invited 1732:1 1742:25 1743:1	1666:18 1667:3,20,22 1669:24 1674:7,11,16 1676:17 1678:23 1679:1 1687:8 1695:16 1697:15,18,18 1698:5,15 1710:15 1721:16 1722:2 1724:9 1726:2 1731:16 1732:7 1738:11 1741:15
implicates 1734:19	incorporate 1645:13,25 1646:3 incorporating 1658:19	interest 1661:20 1665:13 1698:14,25 1721:13 1722:14,18,18 1722:19,20,25	intervener 1646:6 intervenors 1726:14 intervention 1709:20 invades 1701:4 investments 1722:12 investors 1721:12 invited 1732:1 1742:25 1743:1	1666:18 1667:3,20,22 1669:24 1674:7,11,16 1676:17 1678:23 1679:1 1687:8 1695:16 1697:15,18,18 1698:5,15 1710:15 1721:16 1722:2 1724:9 1726:2 1731:16 1732:7 1738:11 1741:15
implication 1659:5 1677:8 1712:5 1722:7	inconsistency 1687:20 inconsistent 1686:16 incorporate 1645:13,25 1646:3	interconnection 1638:15 1641:14 interest 1661:20 1665:13 1698:14,25 1721:13 1722:14,18,18 1722:19,20,25	intervener 1646:6 intervenors 1726:14 intervention 1709:20 invades 1701:4 investments 1722:12 investors 1721:12 invited 1732:1 1742:25 1743:1	1666:18 1667:3,20,22 1669:24 1674:7,11,16 1676:17 1678:23 1679:1 1687:8 1695:16 1697:15,18,18 1698:5,15 1710:15 1721:16 1722:2 1724:9 1726:2 1731:16 1732:7 1738:11 1741:15
implications 1648:22 1663:24	incorporating 1658:19 Independence 1736:9 independent 1657:17 1658:3 1659:8 1675:5 1684:3	interested 1689:13 interesting 1659:10 1714:15 1716:3	invited 1732:1 1742:25 1743:1 involved 1709:21 1711:1,6 1719:7 irrelevant 1695:11 issuance 1726:10 issue 1650:23 1651:3 1652:15 1654:23 1657:4 1658:5 1660:20	1666:18 1667:3,20,22 1669:24 1674:7,11,16 1676:17 1678:23 1679:1 1687:8 1695:16 1697:15,18,18 1698:5,15 1710:15 1721:16 1722:2 1724:9 1726:2 1731:16 1732:7 1738:11 1741:15
implied 1696:6 1719:4	incorporating 1658:19 Independence 1736:9 independent 1657:17 1658:3 1659:8 1675:5 1684:3	interested 1689:13 interesting 1659:10 1714:15 1716:3	invited 1732:1 1742:25 1743:1 involved 1709:21 1711:1,6 1719:7 irrelevant 1695:11 issuance 1726:10 issue 1650:23 1651:3 1652:15 1654:23 1657:4 1658:5 1660:20	1666:18 1667:3,20,22 1669:24 1674:7,11,16 1676:17 1678:23 1679:1 1687:8 1695:16 1697:15,18,18 1698:5,15 1710:15 1721:16 1722:2 1724:9 1726:2 1731:16 1732:7 1738:11 1741:15
imply 1678:2 important 1648:19 1653:1 1655:16 1659:9 1662:3 1662:5	incorporating 1658:19 Independence 1736:9 independent 1657:17 1658:3 1659:8 1675:5 1684:3	interested 1689:13 interesting 1659:10 1714:15 1716:3	invited 1732:1 1742:25 1743:1 involved 1709:21 1711:1,6 1719:7 irrelevant 1695:11 issuance 1726:10 issue 1650:23 1651:3 1652:15 1654:23 1657:4 1658:5 1660:20	1666:18 1667:3,20,22 1669:24 1674:7,11,16 1676:17 1678:23 1679:1 1687:8 1695:16 1697:15,18,18 1698:5,15 1710:15 1721:16 1722:2 1724:9 1726:2 1731:16 1732:7 1738:11 1741:15
Importantly 1653:18 impose 1655:5 1685:16	incorporating 1658:19 Independence 1736:9 independent 1657:17 1658:3 1659:8 1675:5 1684:3	interested 1689:13 interesting 1659:10 1714:15 1716:3	invited 1732:1 1742:25 1743:1 involved 1709:21 1711:1,6 1719:7 irrelevant 1695:11 issuance 1726:10 issue 1650:23 1651:3 1652:15 1654:23 1657:4 1658:5 1660:20	1666:18 1667:3,20,22 1669:24 1674:7,11,16 1676:17 1678:23 1679:1 1687:8 1695:16 1697:15,18,18 1698:5,15 1710:15 1721:16 1722:2 1724:9 1726:2 1731:16 1732:7 1738:11 1741:15
impression 1692:14	indicating 1666:21 ineffective 1686:8 1698:1 infer 1678:2 information 1727:23 1732:24 1733:1	interests 1721:11 interference 1702:7 interpret 1670:12 1711:5 1713:4 1713:10 1717:20,21 1718:15,20,21 1720:6	involved 1709:21 1711:1,6 1719:7 irrelevant 1695:11 issuance 1726:10 issue 1650:23 1651:3 1652:15 1654:23 1657:4 1658:5 1660:20	1666:18 1667:3,20,22 1669:24 1674:7,11,16 1676:17 1678:23 1679:1 1687:8 1695:16 1697:15,18,18 1698:5,15 1710:15 1721:16 1722:2 1724:9 1726:2 1731:16 1732:7 1738:11 1741:15
improper 1652:14 1661:8 1666:8	indicate 1736:13 indicating 1666:21 ineffective 1686:8 1698:1 infer 1678:2 information 1727:23 1732:24 1733:1	interests 1721:11 interference 1702:7 interpret 1670:12 1711:5 1713:4 1713:10 1717:20,21 1718:15,20,21 1720:6	involved 1709:21 1711:1,6 1719:7 irrelevant 1695:11 issuance 1726:10 issue 1650:23 1651:3 1652:15 1654:23 1657:4 1658:5 1660:20	1666:18 1667:3,20,22 1669:24 1674:7,11,16 1676:17 1678:23 1679:1 1687:8 1695:16 1697:15,18,18 1698:5,15 1710:15 1721:16 1722:2 1724:9 1726:2 1731:16 1732:7 1738:11 1741:15
improperly 1649:10 inapposite 1719:6 inasmuch 1720:14	indicate 1736:13 indicating 1666:21 ineffective 1686:8 1698:1 infer 1678:2 information 1727:23 1732:24 1733:1	interests 1721:11 interference 1702:7 interpret 1670:12 1711:5 1713:4 1713:10 1717:20,21 1718:15,20,21 1720:6	involved 1709:21 1711:1,6 1719:7 irrelevant 1695:11 issuance 1726:10 issue 1650:23 1651:3 1652:15 1654:23 1657:4 1658:5 1660:20	1666:18 1667:3,20,22 1669:24 1674:7,11,16 1676:17 1678:23 1679:1 1687:8 1695:16 1697:15,18,18 1698:5,15 1710:15 1721:16 1722:2 1724:9 1726:2 1731:16 1732:7 1738:11 1741:15
include 1666:20 1684:23	infrastructure	interpretation 1660:13	involved 1709:21 1711:1,6 1719:7 irrelevant 1695:11 issuance 1726:10 issue 1650:23 1651:3 1652:15 1654:23 1657:4 1658:5 1660:20	1666:18 1667:3,20,22 1669:24 1674:7,11,16 1676:17 1678:23 1679:1 1687:8 1695:16 1697:15,18,18 1698:5,15 1710:15 1721:16 1722:2 1724:9 1726:2 1731:16 1732:7 1738:11 1741:15

MIDWEST LITIGATION SERVICES

ORAL ARGUMENT - Vol. XX 8/3/2017

item 1645:8	1735:19,22,25	1679:7,14,23	1704:17	1642:20
items 1688:15	1736:9	1680:1,8,16	1713:12,14	1643:4 1646:8
1688:20	1737:18	1681:4,11,17	land 1722:12,22	1649:21
<hr/>	1739:9	1681:20	1725:8	1652:16
J	1741:18	1696:1	landowners	1656:8 1663:6
J 1638:21	1743:7,8,13,20	1723:19	1639:17,21	1663:22
Jacqueline	1744:2,3	1733:18	1642:9,14	1666:21
1639:2 1642:2	judges 1680:7	Kenney's	1647:6	1669:17,24
jacqueline.wh...	1696:18	1682:10	1681:19	1678:11
1639:5	1743:4	key 1682:20	1709:19	1682:17
January	judgment	1684:5 1685:5	1722:11,11	1684:24
1644:24	1669:17	1688:19	1723:15,23	1685:4
1645:7,7	judicial 1711:4	1697:20	1724:1	1691:14,16
jdlington@rea...	1711:14	1715:18	1732:18	1692:11,15
1639:20	1712:21	1730:4	landowners'	1695:11
Jefferson	July 1645:20	kind 1653:16	1694:25	1698:24
1638:8	1646:3	1674:2	Lane 1711:12	1699:2
1639:10	jurisdiction	1691:24,25	language 1652:6	1701:18,22
1640:9 1642:7	1649:11	1696:19	1654:20	1702:5
1746:16	1650:14	1704:1	1655:3,11,20	1705:11
job 1663:1	1662:25	1708:23	1655:21	1710:23,25
joined 1731:15	1676:7,24	kinds 1663:25	1656:3	1711:5 1713:4
joint 1639:12	jurisdictional	knew 1713:20	1657:13	1713:10,12,15
1642:17	1650:1	1713:21	1661:8	1718:15
1731:14	justifiable	1736:12	1664:17	1719:18,18
judge 1638:17	1710:5	know 1656:16	1669:2	1720:10
1641:4,18	justification	1666:8	1674:23	1732:4 1735:3
1642:4,9,13,17	1673:3	1671:15	1675:2,15	1741:5
1642:22,25	<hr/>	1673:8	1680:6,15	lawful 1684:2,13
1643:6,25	K	1674:18	1683:6,18	1684:22
1644:6,12,20	K 1638:24	1678:6	1694:23	1685:5,11,17
1645:10,15,23	1746:5,17	1679:13,14,19	1707:8	1686:10
1646:1,19,22	Kansas 1639:4	1681:1	1714:13	lawfully
1647:9,10,20	1642:3	1692:25	1715:18	1730:21
1664:4 1682:4	Karl 1639:2	1696:8,17	1716:22	lawyer 1740:5
1682:6	1642:1	1699:6	1717:23	layered 1698:3
1693:20	karl.zobrist@...	1700:17	1718:6 1725:9	LDL-4 1681:14
1696:3,5,23	1639:5	1725:14	1729:24	learned 1656:7
1698:9	keep 1666:1	1736:5	1737:16	1684:5
1704:11,13	1685:20	knowledge	1739:3	leave 1710:11
1709:5,7,15	Kellene 1638:24	1702:6	Latin 1682:18	leaves 1730:23
1723:6,9,13,22	1746:5,17	<hr/>	1697:7	Lee 1721:6,16
1723:24	KENNEY	L	law 1638:17	1721:18,21,23
1733:13,20,22	1638:20	L-o-w-e-n-s-t-...	1639:2,2,8,8,9	left 1723:14
1734:1,13,21	1667:11,14,18	1681:16	1639:14,18	1727:7,17
1734:23	1667:25	lack 1733:9,11	1640:1,1	legal 1668:6
1735:8,11,14	1668:5,10	laid 1700:23	1641:18	1672:1

MIDWEST LITIGATION SERVICES

ORAL ARGUMENT - Vol. XX 8/3/2017

1696:18	1657:6,11	1729:4,7,20,25	1703:7 1705:6	maintain
1697:4 1710:4	1658:6 1660:4	1730:4,8,15,17	1709:9	1638:13
1711:10	1660:8 1662:9	1732:7 1733:2	1718:18	1641:11
1728:4	1663:8,13,15	1737:21,21,23	1736:11	major 1645:16
Legally 1680:12	1664:2 1667:3	1738:8,11	longer 1709:14	1734:14
legislative	1671:23	1739:6,19	1711:13	making 1664:13
1717:22	1674:1 1677:3	1741:3,3	look 1660:4	1670:14
1718:5	1677:11	1745:14	1664:19	1680:5 1736:4
legislature	1678:9,11,17	lines 1680:10	1669:1	manage 1638:13
1695:14	1678:23	1686:23	1678:16	1641:11
1716:5,24	1681:24	1687:11	1683:17,24	mandate
1734:11,19	1682:1,23	1699:1 1700:7	1686:19,20	1653:15
1736:5,14	1684:17,21	1700:14	1703:20	mandates
let's 1641:4	1685:9,24	1701:3,7	1714:22	1680:14
1647:13	1686:25	1702:11,13,19	1717:23	mandatory
1654:19	1687:1,5	1707:22	1727:3,10	1651:15
1670:19	1688:22	1708:7 1714:4	1734:24	1655:20
1706:12	1690:13	linked 1696:21	1736:6	manner 1701:6
1710:25	1692:24	Linton 1639:18	1738:18	March 1644:17
1714:22	1693:9 1696:8	1642:15,15	1743:4	mark 1705:13
1723:13	1696:14,25	1648:4 1709:8	looking 1663:18	1737:20
1739:21	1697:14,16,19	1709:12,17,18	1689:3	1743:15,23
letters 1660:2	1698:14,20	1723:15,21	1708:11,13	marked 1644:13
liberally 1712:9	1700:2,9,16,18	1734:5,9	looks 1700:8	1645:2 1647:7
light 1650:3	1700:21	1737:13	1705:11	1735:24
1663:24	1701:1,8	literal 1703:16	lost 1740:15	1744:6 1745:1
1674:6 1700:5	1702:24	litigation	lot 1716:23	material 1728:5
1700:5	1704:1	1638:24	Louis 1640:2	matter 1638:10
1704:22	1705:13,18,23	1674:3 1746:7	1643:5	1641:8
lighting 1700:12	1706:1,5,13,15	little 1641:6	1681:15	1643:19
limbo 1664:23	1706:16	1665:12	Lowenstein	1646:12,12
1665:18	1707:5,10,13	1704:22	1681:15	1678:16
limit 1716:6	1707:18	1709:13	Lowenstein's	1704:4
limited 1692:15	1708:1,3	1741:21	1659:12	1728:14
1692:17	1713:19,24	LLC 1638:11	1680:24	1732:1 1743:8
1712:4	1714:5 1715:5	1639:7,9	1681:14	1743:17
line 1638:11,14	1717:2,2,3,4	1641:9,25	lower 1680:4	matters 1647:11
1638:16	1717:11,19	1660:9	lunch 1723:7,10	1730:24
1639:7 1641:9	1718:17,18	LLP 1639:3		1743:12
1641:12,15,25	1719:23,24	1642:2	M	Maywood-Mo...
1648:10,22	1724:16,20	loathe 1726:3	M 1638:19	1638:15
1649:1,7	1725:3,24	local 1699:6,11	1639:2	1641:14
1650:10,23	1726:10,22,24	1702:7 1704:6	Madison 1640:9	mean 1648:24
1652:4,17	1727:1,1,9,12	locality 1699:13	MAIDA	1649:2 1650:5
1653:2,10,19	1727:18,24	lock 1719:25	1638:21	1667:24
1654:23	1728:8,11,16	London 1700:13	Main 1639:3	1668:13,17
1656:25	1728:19,22,25	long 1659:1	1642:2	1669:12

MIDWEST LITIGATION SERVICES

ORAL ARGUMENT - Vol. XX 8/3/2017

1670:4 1671:4	1666:22	1731:17	1743:11	N
1689:16	1685:7,23	1733:2	Monroe 1670:1	N 1641:1
1692:6,24	1698:13	1734:17	morning 1641:4	naive 1665:12
1696:17	Michael	1735:4,21	1641:6	name 1641:17
1732:14	1638:17	1736:6 1738:6	1647:23	1709:18
1739:25	1641:17	1741:1,5	1648:17	1723:25
1740:8	middle 1656:21	1745:3,13	1682:8,9	names 1728:1
meaning 1707:7	Midwest	1746:3,16	motion 1647:25	Nathan 1640:7
1707:9	1638:24	Missouri's	1648:1	1642:6
1719:21	1674:4 1746:6	1658:24	1731:11	1704:15
1724:5 1731:1	minor 1734:4	MJMEUC	move 1652:24	Natural 1657:25
1736:24	minute 1672:21	1682:7	1655:24	necessarily
1737:3	minutes 1643:15	1684:10	1715:12	1730:6
1739:25	1709:9,13	1710:21	1716:12	necessary
1740:18	1733:24	1713:7 1714:7	multi-county	1652:13
meaningful	misrepresents	1717:25	1698:20	1654:7 1655:5
1705:21	1735:12	1718:24	multi-state	1660:19
1708:5	Mississippi	1719:25	1698:20	1661:7 1684:1
meaningless	1658:17	1720:3,11,24	municipal	1685:9,16,25
1656:4	Missouri 1638:1	1721:3 1725:6	1639:12	1686:4,22
1732:10,12	1638:8	1725:12,18	1642:18	1688:25
means 1682:19	1639:12,17	1726:14	1651:16	1703:24
1699:8 1707:9	1640:5,8,11	1728:17	1652:7 1653:8	1712:5
1740:1	1642:3,8,9,12	1730:25	1653:15	1724:11
meant 1716:10	1642:16,17,21	1731:22	1655:15	1732:23
meet 1646:7	1643:2,5	MJMEUC's	1657:15	necessity
meeting 1643:16	1645:1	1693:14	1672:7 1687:3	1638:12
meetings 1681:7	1646:16	1717:8	1687:17	1641:10
members	1647:6 1649:1	1718:12	1693:14	1648:11
1693:14	1649:3	MLA 1649:22	1694:6,9,18,19	1661:12
memory	1650:17	1656:17	1695:1 1699:1	1662:8 1665:2
1675:19	1658:17	1682:16	1699:21	1712:15
mention	1659:5	1683:1	1701:7	1739:7
1653:23	1660:10	1701:13	1715:16	need 1643:14,17
1659:7	1663:25	1714:16	1716:4,11	1657:25
1682:22,23	1670:18	1745:4	1724:11,19	1658:2
1716:25	1671:5,16,21	MLA's 1648:1	1729:9	1660:24
1717:12	1673:21,23	MO 1639:4,10	1730:16,19	1662:8
mentioned	1681:19	1639:15,19	1731:1,3,8,13	1668:23
1658:9	1700:5 1711:8	1640:2,9	1731:20	1674:14
1680:18,19	1714:2 1719:7	mobile 1643:11	1732:6 1733:5	1682:1 1687:6
1697:11	1719:9	MoDOT 1658:3	1733:11	1687:22
merchant	1720:18	1658:15	municipality	1701:18,19,20
1702:19	1721:5,9	moment	1694:10,15	1703:4,9,18
merit 1724:25	1722:1,4,14,23	1653:24	1695:2	1704:2,6
merits 1659:21	1723:23	1714:25	mysterious	1706:24
met 1664:8	1724:1	Monday	1679:21	1707:25

MIDWEST LITIGATION SERVICES

ORAL ARGUMENT - Vol. XX 8/3/2017

1709:8 1733:2	1700:13,15	o'clock 1641:6	1669:15	1695:18
1738:11,12	1712:15	1643:17	offered 1701:14	1696:10
1740:20,23	1718:14,15	1723:11	office 1746:15	1697:23,24
1741:10	1726:15	Oak 1639:14	Offices 1639:9	1698:2,4
1743:9	1734:20	1642:11	1642:20	1707:4
needed 1707:17	Newton 1743:7	objection	official 1647:1,3	1713:23
needs 1648:3	nightmare	1645:12,16	1660:9 1734:8	1714:1,8
1663:19	1665:17,21	1646:4,5,10,18	1734:15	1722:7 1723:4
1701:25	noon 1643:13,15	1735:9,17	1735:3,9,15,20	1737:19
1703:25	North 1643:4	objections	1743:25	opponent's
negative	1700:5	1645:11,24	oh 1665:25	1669:21
1682:15	northeast	1646:2,20,23	1680:17	opponents
neglected	1649:1	obligated	okay 1662:2	1648:23
1732:25	1671:21	1740:25	1665:25	1649:9
Neighbors	note 1643:12	obligation	1667:8 1671:1	1653:22
1647:24	1714:15	1737:15	1671:7	1656:21
1650:12,19	1716:3	1741:2	1680:16	1660:12
1652:12,19,22	noted 1670:11	obligations	1706:25	1662:19,23,23
1654:20,25	notes 1746:13	1657:18	1715:18	1734:15
1655:21	notice 1643:20	1658:4 1741:4	1740:9	opportunity
1660:13,25	1646:14	1741:17	old 1661:14	1646:7
1661:5 1662:5	1647:2,4	observation	1669:6 1692:3	1647:22
1662:10	1701:12	1720:1	1692:18	1648:7
1663:6,16	1715:3,9	observed	1702:17	1661:23
1664:12	1725:11	1711:13	Olive 1640:2	opposed
1666:9	1734:8,16	obtain 1649:24	omitted 1656:15	1732:12,13
1668:25	1735:4,9,15,20	1658:3 1688:8	open 1646:25	optimist
1669:2,25	1743:25	1690:15	1681:6	1664:25
1710:1,7,12,12	noting 1657:17	1717:22	opening 1647:18	option 1670:9
1713:12,14	novel 1726:4	1719:23	1678:24	oral 1638:6
1714:8 1718:9	November	1723:2	1708:20	1641:2,7
1719:3,19,22	1735:5	obtained	operate 1638:12	1646:25
1723:3	NRDC 1640:4	1662:22	1641:11	1647:13
1729:12,16	1643:2	1671:14	operation	1648:2 1709:1
1745:14	null 1717:16	1683:13	1714:3	1744:7
neither 1663:5	number 1641:15	1699:11	opinion 1647:24	order 1644:9,25
1731:21	1658:9	1703:19	1648:13	1645:19,19
1738:24	1661:14	obviously	1656:13	1646:12
never 1646:7	1707:16	1675:13	1668:6	1647:17
1649:20	1743:22	occasionally	1669:15	1652:15
1656:12	numbers	1679:24	1678:4	1657:5,20
1677:24	1691:14	occurred	1682:12,16	1661:10
1697:11	numerous	1646:25	1683:7,14,18	1663:13,19
1698:18	1657:10	1708:15	1683:21	1664:20,23
1741:6	_____	1736:5	1684:15,24	1666:20
new 1691:24	O	offer 1643:21	1685:20,22	1667:20,22
1692:19	O 1641:1	1657:6	1686:11	1671:9,17

MIDWEST LITIGATION SERVICES

ORAL ARGUMENT - Vol. XX 8/3/2017

1674:22	P	1721:21,23	1723:25	Pinky 1711:13
1675:20	P 1641:1	1736:20	Peggy 1639:8	place 1707:12
1676:18	1642:19	1737:5	1642:19	1740:15
1677:11,23	1646:1 1682:8	1739:16,16	1645:23	1746:9,14
1678:3,8	1689:11,19,25	paragraphs	peggy@healyl...	placed 1675:14
1684:13,23	1690:3,7,10	1654:22	1639:11	places 1693:4
1685:6,12,12	1693:23	pardon 1665:10	people 1643:10	plain 1674:23
1685:18	1694:2,7,11,13	1675:10	1650:16	1694:23
1691:7,8,9,13	1694:22	1741:9	1736:7,12	1718:6 1737:3
1691:15	1695:3,6,13,20	part 1645:21	1738:23,25	1739:24
1692:21	1696:4,15	1664:17	perfectly	1740:17
1693:4	1697:6,10,17	1692:24	1665:11	plant 1691:23
1696:10	1698:8	1699:8 1711:4	1687:12	1692:1,6,10,19
1703:6	p.m 1744:8	partial 1669:17	1705:3	1707:21
1725:15	P.O 1640:8	participant	period 1671:17	Platte 1649:5
1728:15	1642:7	1696:9	permissible	play 1677:8
1738:13	paa0408@aol....	particular	1668:11	please 1643:10
1745:6	1639:16	1705:25	permission	1644:7 1646:1
ordinance	Pacific 1721:5,9	parties 1641:19	1654:2	1647:21
1701:2	1722:1,4	1641:20,22	1657:23	1674:20
originally	page 1644:15,15	1643:7	1659:19	1698:11
1708:14	1644:22,22	1646:19	1699:9,22	1704:14
1714:17,21	1645:5	1647:11,14	1701:20,21	1709:17
1716:21	1650:20	1648:15	1715:7,10,21	1723:25
outlined 1710:9	1657:3	1731:15	1715:22	1734:3
outset 1728:9	1674:22	1735:8	1716:1,16	pleased 1648:7
outside 1683:10	1691:15	parts 1654:14	1717:1,10	plus 1708:15
overbroadly	1707:3	1672:13	1718:22	point 1645:18
1676:12	1714:17	1699:5 1700:8	permits 1657:24	1645:22
overlooked	1718:2	1734:7	1658:2	1654:16
1663:17	1725:20	1740:25	perplexed	1655:16,19,21
overly 1652:12	1728:10,13,17	party 1647:15	1743:14	1656:4,12,12
1661:6 1662:6	1731:11,16	1672:22	personal 1648:3	1656:13,13
1668:25	1734:17,18	1705:8	personally	1663:18,18,24
overreach	1735:6	passed 1644:1,3	1746:8	1664:15
1672:11	1736:13	1701:2	perspective	1667:6
1692:12,13	1738:10	1714:18,21	1729:13	1669:22
overrule	pages 1644:16	path 1648:9	persuasive	1672:9 1676:9
1646:23	1644:22	1650:18	1679:10	1676:9,14,15
1722:6,9	1645:5	1652:11	pertained	1677:6,6
overruling	1678:10	1654:22	1722:9	1678:24
1738:3	panels 1743:5	1657:2 1661:2	pertaining	1680:15,15
overturned	paragraph	1663:5,10	1712:8	1688:20
1721:4	1654:24	1678:23	phones 1643:11	1696:22
ownership	1656:1,14,18	pathway 1710:4	phrase 1679:17	1699:15
1714:3	1656:21	Paul 1639:14	Pike 1700:8	1703:16
	1707:5	1642:11	pilot 1658:25	1710:2 1727:8

MIDWEST LITIGATION SERVICES

ORAL ARGUMENT - Vol. XX 8/3/2017

1732:17	1698:25	1734:6	probably	1649:12
1733:4 1734:4	1700:5,5	presented	1643:17	1670:24
1736:2,4,18	1702:10	1651:22	1644:19	1715:4
1737:10,25	1712:2,15,17	1691:18	1657:24	promulgated
1738:16,17,19	1720:21,21	1720:6	1658:2,16	1735:5
1739:17,18,19	1745:14	preserves	1690:4,7,8	proper 1649:17
1741:5	powers 1712:3,6	1656:10	1699:2 1709:8	1651:16
pointed 1654:13	1713:8	1737:1	1709:10	1652:7 1653:8
1672:5 1694:9	practically	1739:12,22,23	1742:5	1653:14
1721:10	1673:22	preserving	problem	1663:23
1737:18	precedent	1740:13	1657:16	1687:16
points 1650:21	1658:21	Presiding	1659:3	1694:6
1653:1	1673:14	1638:17	1665:23	1715:16
1733:25	1719:9,11,14	pressure	1669:21	1716:4,11
poles 1657:21	1722:1	1662:20	1726:25	1730:16,18
police 1720:21	1730:11,13	presume	procedural	1731:7,13,19
1720:21	preempted	1671:19,22	1646:11,18	1732:6 1733:5
policy 1730:21	1702:14	1673:25	1713:22	properly
political	prefer 1735:22	pretend 1688:12	procedure	1659:16
1662:19	preferred	prevent 1662:25	1646:16	property
poor 1709:3	1666:12	previous 1645:8	1704:3	1720:20,23
portions 1741:5	1670:6	1736:20	proceed 1723:16	1722:14,19
position 1648:8	prejudice	1737:5	proceeding	proposal 1661:5
1694:25	1720:15	primary 1646:4	1645:17	propose 1728:4
1695:9,10	preliminary	1708:2 1718:4	1743:10	proposing
1704:17	1643:19	principal 1729:1	proceedings	1668:3,4,14,15
1706:3,15	1647:11	printout	1638:5 1746:8	1700:14
1710:3,13	premature	1714:11	1746:11	proposition
1741:23	1660:6	prior 1656:14	process 1646:5,9	1718:25
positions	prematurely	1656:19	program	prosecuted
1649:15	1659:17	1658:23	1658:25	1722:16
possibility	1681:8	1659:2	prohibition	protect 1646:8
1698:19,22	premised	1660:25	1724:18	protects
1702:4	1682:11	1670:14	project 1649:5,6	1711:18
possible 1693:5	prerequisite	1673:16	1657:7	1722:15
1699:25	1651:14	1681:25	1658:13	proved 1733:1
1732:21	present 1648:8	1682:2 1686:2	1659:22	provide 1652:8
post-hearing	1710:25	1688:17	1660:19	1662:6 1672:6
1644:16	1722:18	1719:13,24	1661:24	1673:2,8
1701:13	1726:16	1720:1,5	1662:13,19	1674:13
1745:8	1746:8	1721:12	1668:19	1676:20
power 1650:6	presentation	private 1720:3	1673:12	1712:8,12
1651:4,4,20	1652:1,10	1720:20,23	1677:7,21,22	1727:15,22
1654:2 1674:5	1667:10	1722:21,24	1737:20,20	1728:3 1731:7
1675:23	1670:11	privilege 1654:6	project's	provided
1691:22	1709:10,11	1654:11,17	1665:22	1648:14
1692:10	presentations	1738:22	projects 1649:4	1651:2

MIDWEST LITIGATION SERVICES

ORAL ARGUMENT - Vol. XX 8/3/2017

1652:18	1660:19	1686:13	1700:8	1710:5,8
1661:21	1661:11,19	1691:6 1693:7	ramifications	1711:25
1662:16	1662:7,12	1693:11,13,21	1650:15	1732:8 1733:8
1671:5,18,22	1665:1,3,4,13	1696:3 1707:2	ranchers	reasonable
1676:2	1666:6	1707:2	1722:13	1655:5 1684:1
1714:11	1673:11	1721:20	Randolph	1685:16
1724:11	1674:11	1725:9	1660:3,7	1710:4 1720:8
1735:1	1681:10	1736:17	1661:25	1720:9
providing	1685:10	1739:11	1666:23	reasoning
1638:15	1686:1	questioning	1670:1	1738:3
1641:13	1696:12	1696:25	1680:19	reasons 1658:9
1655:15	1698:14,25	questions	Randolph's	1710:9 1723:4
1657:14	1706:11,23	1647:16	1695:10	rebut 1646:8
1681:25	1708:13	1664:4 1679:4	reach 1686:12	rebuttal
provision	1709:22	1679:5 1681:9	1691:6	1659:13
1655:19	1720:2,13,23	1682:10	reached 1678:12	1681:14,18
1658:22	1721:1,7,13,14	1693:20	reacted 1680:22	REC'D 1745:1
1673:15	1722:19,20,22	1695:23,25	read 1653:25	recall 1725:2
1694:1 1711:9	1723:1	1696:1,2	1656:21	1742:9
1717:14	1745:12	1698:10	1677:4,17,18	receive 1651:15
1724:17	purely 1713:1	1704:9,19	1689:20	1653:13,16
1741:22,24	purported	1709:5,13	1695:2	1657:25
1742:3,18	1659:14	1723:6,9,14,16	1696:25	1676:22
provisions	purports	1723:17,18,19	1708:20	1688:2
1649:18	1735:13	1733:13,14,17	1724:4	1702:22
1672:23,24	purpose 1657:5	1733:18,20	1737:14	received 1647:5
1707:5	1702:1	1739:9	1739:3,21	1647:7 1656:5
1724:15	purposes	1741:19	1740:3,13	1673:18
1736:23	1743:19,21	quick 1643:12	readily 1727:2	1713:17,19
PSC 1650:25	pursuant	1703:20	reading 1652:12	1714:6 1732:5
1655:5,13	1720:20	quickly 1732:21	1652:22	receiving 1660:9
1656:24,24	1725:4	quote 1725:21	1661:6 1662:6	1682:1
1661:14	put 1645:14	1726:3,7	1703:22	recess 1723:10
1669:6 1712:1	1656:21	quotes 1718:3	1714:10	recitation
1712:8,11	1662:19	quoting 1713:25	reality 1665:16	1713:22
public 1638:2	1665:20		1697:13,14	recognize
1640:8,11	1684:12	R	really 1664:15	1684:3,25
1643:13	1702:24	R 1641:1 1746:2	1683:14	recognized
1645:6	1737:9	Rachel 1681:20	1697:20	1653:22
1650:16	putting 1659:18	raised 1695:17	1704:4,5	1654:15
1653:12,21		1702:4	1705:24	1711:10
1654:8	Q	1703:10	1726:21,23,23	1728:15
1655:10	question	1726:15	1727:8	record 1641:5
1657:12	1667:12	1729:2	1743:17	1644:1,7
1658:13,18	1675:7,11	1733:25	reason 1663:16	1646:13,17,24
1659:20	1677:2	raising 1725:18	1666:2	1688:10
1660:2,10,18	1680:17,18	Ralls 1680:25	1686:19	1701:14

MIDWEST LITIGATION SERVICES

ORAL ARGUMENT - Vol. XX 8/3/2017

1723:14	1676:11	render 1656:3	requested	1688:1,14
1743:18,24	1684:4 1685:1	Renew 1640:5	1648:11	1689:10
records 1645:22	1703:1,3,8	1643:2	1657:8 1677:5	1690:1,2
1647:4 1700:4	1727:22	renewable	1685:8	1694:4 1697:2
refer 1642:23	regulatory	1693:18	1693:16	1705:1
1693:4	1638:17	repeat 1681:22	requesting	1706:20
1715:20,20	1641:18	repeated	1653:5 1677:3	1708:3
1716:1 1717:1	1657:18	1728:13	1685:24	1721:22
1731:17	1658:5,14	repeatedly	require 1660:24	1733:4
reference	1672:10	1721:10	1672:12	requirements
1672:25	1713:1	Report 1644:9	1673:10	1651:5 1659:8
1687:2	1730:21	1645:19	1674:24	1664:3 1684:3
1742:11,18	reject 1732:22	1646:11	1676:3,5,11	1684:9 1690:5
referred 1741:9	rejected	1652:15	1689:24	1690:20
referring	1707:22	1657:4 1661:9	1690:15,24	requires
1655:17	1725:16	1663:13,19	1700:3	1650:25
1686:15,17	1726:17	1666:20	1702:21	1652:20,20
1687:5	1729:1 1730:6	1671:17	1706:17	1653:7 1663:7
1691:16	1730:9	1674:22	1731:5	1675:16
reflected	rel 1718:2	1676:17	required	1676:10,15
1695:18	1721:4,6	1677:11,23	1646:14	1694:18
1718:6	relates 1710:16	1678:3,8	1652:3,3,4,6	1699:10
regard 1647:25	1714:9 1715:4	1684:12,22	1653:13	1732:5
1650:4 1658:1	1715:9	1685:6,11,18	1656:5,23	requiring
1679:1 1699:1	1742:19	1691:7	1657:14	1672:11
1708:6	relating 1649:18	1692:21	1673:6 1675:1	1701:2
1719:16	1649:18	1693:4	1675:25	1721:19
1739:5	relative 1710:16	1725:15	1676:1,12,13	rereading
regarded	1710:17	1738:13	1676:15	1675:19
1701:17	relevant	1745:6	1687:11,16	rescheduling
regardless	1645:16	REPORTED	1688:15,20,21	1648:2
1699:19	relieved 1741:2	1638:23	1689:22	rescind 1659:15
regulate	1741:7	reporter 1644:5	1694:5,19	1659:19
1698:25	relinquishing	1734:22	1715:16	rescinded
1701:5	1650:14	1735:23	1716:4,10	1681:3
1702:12	rely 1729:13	1736:1 1744:6	1720:7 1723:3	reside 1728:3
regulated	relying 1672:19	1746:6	1725:22,24	residents
1692:17	1727:4	represent	1726:4	1722:13
regulation	remarks 1696:5	1709:19	1727:21,23	resolution
1658:8	1742:23	representations	1729:8 1732:9	1674:14
1672:10,12,14	remember	1735:15	1732:24	resorting
1702:2	1659:23	representing	requirement	1729:15
1703:21	1662:17	1724:1	1658:20	Resources
1720:19	1692:3	request 1672:1	1672:5,6	1658:1
regulations	1716:20	1673:20	1673:7 1675:5	respectfully
1656:23	remind 1643:10	1732:2	1675:15	1664:1
1672:4	1725:20	1741:21	1676:22	respond

MIDWEST LITIGATION SERVICES

ORAL ARGUMENT - Vol. XX 8/3/2017

1733:24	1709:15	1688:12,14,15	1740:1	secondary
Respondent	1710:14	1688:20,21,23	1741:15	1646:10
1644:23	1711:5,15,16	1689:2 1718:4	says 1654:1	1730:23
1645:6	1714:25	1721:18	1655:10,14	section 1646:24
1745:10,12	1738:21,23	1730:10,13	1660:23	1649:12,13
response	rights 1721:12	1742:10,12	1665:4 1669:9	1652:9 1653:2
1646:21	risk 1678:24	ruled 1730:2	1672:22	1656:23
1677:2	Rivers 1640:1	rules 1646:16	1686:21	1657:19
1745:13	1643:4	1672:23	1688:15	1673:1
responsibility	1658:17	1674:19,24	1689:4	1682:22
1690:19,21,23	road 1649:19,19	1727:22	1694:14	1694:17
rest 1656:18	1649:25	1731:5 1732:3	1700:10	1697:2 1705:1
1717:18	1674:19	1732:9 1735:3	1703:22	1705:2,18
restrict 1649:10	1706:14	1741:24	1711:23	1711:7,17,23
restriction	roads 1649:19	1742:1	1714:17	1712:7
1724:13	1657:21,22	ruling 1666:4,14	1716:15	1713:16
result 1685:20	1688:8 1691:2	1683:14,17,21	1717:14	1714:18,23
1699:3	1701:22	1683:22,24	1719:2	1716:21
1705:15	1706:21,23	1691:13	1728:20	1717:13,18
retail 1653:11	1711:19	rulings 1686:5	1731:18	1718:11,21
1696:13	1712:24	run 1669:25	1736:22,25	1719:21
1699:9	roadways	1671:25	1737:14,17	1721:20
1700:20	1706:11	1701:1	1742:12	1724:7
1714:5	Robertson	1710:23	scenario	1728:12
1725:23	1640:1 1643:1	1712:21,22	1664:22	1734:20
1726:6	1643:3,8	1713:5,10	Schedule	1735:7,10,21
1727:15	1698:11	1726:4 1741:8	1659:12	1737:2
1739:1	1704:12	RUPP 1638:20	1680:24	1739:13
review 1662:7	Romaine	1681:23	1681:13	1740:14
1734:24	1639:18	1696:2	scheduling	sections 1714:13
revised 1734:16	1642:16	1708:19,22	1643:12	1714:24
1735:21	room 1696:20	1709:3	school 1656:8	see 1661:23
1743:14	route 1670:6	1723:20	SCOTT 1638:20	1669:1 1678:6
1745:3	RPR 1638:24		scratch 1724:24	1686:21
Reviser 1714:19	1746:17	S	1725:1	1688:9 1693:2
1734:10,18	RTOs 1702:19	S 1641:1	second 1644:11	1695:21
right 1646:9	rule 1646:23	save 1641:23	1644:15	1697:9
1651:23	1650:25	1645:13	1651:7	1705:14
1654:6,10,17	1651:8	saying 1660:13	1667:20	1714:13
1660:11	1655:19	1660:17	1684:22	1739:20,21
1662:4	1672:18	1666:5,12	1710:19	1742:4
1678:19,19,20	1675:24,24	1667:2,2,4,14	1715:12	seek 1648:22
1679:25	1676:16	1669:24	1716:6 1717:5	seeking 1684:17
1680:3	1681:24	1675:6 1679:1	1724:6,7	1684:19
1687:15	1686:14,19	1702:24	1726:9 1729:3	1697:14
1690:6 1692:6	1687:4,9,15,18	1726:2 1727:6	1730:7	1727:14,16,17
1693:23	1687:22,25	1727:7 1739:3	1734:17	1727:21

MIDWEST LITIGATION SERVICES

ORAL ARGUMENT - Vol. XX 8/3/2017

1729:20	1657:12	sheet 1746:10	simply 1650:23	sought 1688:18
seeks 1653:3	1684:20	short 1648:15	1652:2,25	1705:17,17,22
1688:22	1696:12	1705:4	1664:14	sound 1724:25
1725:25	1699:9,14,23	Shorthand	1702:21	sounds 1725:12
seen 1669:8	1700:25	1746:6	1712:16	source 1676:7
1707:13	1720:13	show 1661:16	1722:3 1726:5	1699:25
1709:24	1725:23	1694:5	1727:23	1708:2
select 1721:2	1726:6 1728:4	1697:16	1732:10	sovereign
sell 1696:12	1738:25	1722:17	1734:18	1711:16
senator 1736:9	served 1699:17	1734:15	1739:2	sovereignty
senators 1736:8	1721:14	Show-Me	single 1698:19	1711:15
1736:11	service 1638:2	1639:21	1731:22	speak 1647:15
sense 1651:14	1640:8,11	1642:13	sir 1733:21	1647:23
1653:13	1645:6	1656:17	siting 1701:17	1708:10
1699:12	1653:12	1682:16	1701:22	specific 1655:11
1714:10	1654:8	1683:2	1702:12	1655:20
1716:23	1659:20	1709:19,20	sits 1665:18	1692:21
1730:20	1660:10,18	1710:9 1713:6	sitting 1664:22	1693:1 1742:2
sentence	1662:12	1721:9	situation	specifically
1653:25,25	1665:3 1666:6	1722:10	1671:12	1683:9 1712:6
1654:16	1674:11	1723:15	1691:20	1725:16
1655:4 1656:9	1681:10	Show-Me's	six 1662:20	1727:14
1676:14	1685:10	1710:3,13	1671:6 1693:3	1728:15
1715:1,8,13,22	1686:1	showing	1731:15	1730:2
1715:23,24	1696:13	1735:13	slide 1648:15	1742:19
1716:7 1717:5	1700:11,12,15	shown 1698:13	1650:20	specified 1654:3
1717:13	1708:13	1720:12,25	1652:24	specify 1677:6
1724:6,7,8	1714:5 1721:7	shows 1716:23	1654:25	1677:13,14,17
1726:9 1727:3	1721:14,14	1721:10	1655:4,24,25	spectrum
1727:5,11	1722:22,25	Sibley-Nebras...	1656:19	1696:18
1729:3 1730:7	1727:15	1649:6	1657:3 1663:4	speculate
1736:21,25	1745:12	side 1730:12	1739:17,17	1678:2
1737:7,9,10	Services	Sierra 1640:4	slides 1648:16	1738:14
1738:19	1638:24	1642:25	1654:21	spite 1699:19
sentences	1746:7	1643:1	1656:20	split 1734:6
1655:25	serving 1653:12	1698:10	so-called 1715:5	Spring 1639:18
1656:15	1653:20	sign 1702:24	solar 1658:24	1642:16
1715:1,2	1704:7	signaled	1673:17	Springfield
separate 1691:4	1722:19	1692:22	sole 1737:10	1642:21
1724:15	1738:16,23	significant	solely 1702:6	squarely 1742:8
separated	set 1641:7	1650:17	solve 1662:3	ss 1746:3
1714:19	1650:21	1722:14	somebody	St 1640:2 1643:5
separation	1673:21	silence 1643:10	1742:22	Staff 1640:7,11
1713:8	1718:13	silent 1679:11	someplace	1642:5,7
seriously	1746:9	similar 1672:25	1743:18	1648:23
1690:22	setting 1673:3	1725:11	sorry 1666:1	1649:10,22
serve 1655:9,10	shed 1704:21	simple 1700:9	1687:14	1660:1

MIDWEST LITIGATION SERVICES

ORAL ARGUMENT - Vol. XX 8/3/2017

1661:15	1731:17,18	1707:6	1670:23	1709:22
1682:16	1736:8,8	1708:10	Stoll 1638:19	1732:4,23
1683:1 1700:4	1745:13	1712:2,3,4	1679:5	1742:17
1704:13,16	1746:3,16	1714:12	1695:25	subsection
1705:10	stated 1660:4	1716:20	1707:1 1708:8	1649:14
1707:7 1708:8	1702:3	1717:21	1708:18	1650:2,8,24
1742:22	1720:19	1718:6,7,15	1723:18	1651:1,15
Staff's 1656:16	1727:14	1724:22	1733:16	1652:5,20
1700:6	1736:20	1726:12	1736:16,22	1653:2,4,6,7
1704:17	statement	1731:3 1732:9	1739:10,20	1653:10,11,17
1705:16	1696:13,21	1732:24	1740:3,12,19	1653:18,20,21
1707:4	1703:13,24	1735:6,16	1742:21	1654:1,5,7,10
stand 1659:24	1707:8	1736:23,25	1743:1	1654:11,18
1682:19	1708:20	1737:3	stop 1651:6	1655:3,7,8,17
standard	1728:13	1739:11,22,25	1701:8 1743:5	1655:23
1672:15	statements	1740:9,18	Street 1639:3,9	1657:1,11,11
standpoint	1647:18	statute's	1640:2,9	1657:13,14
1730:22	states 1655:11	1699:20	1642:3 1643:5	1658:6,10
stands 1719:15	1656:9	statutes 1656:7	stretch 1663:11	1660:23
1733:5	1674:22	1684:4 1685:1	string 1657:21	1661:1,12,12
stare 1682:19	1711:9 1718:3	1695:15	strong 1671:2	1663:1,12,23
1697:7 1719:1	1724:8	1702:17	structure	1669:3 1672:6
1719:17	1728:11	1712:8,12	1714:20	1672:8,12
1720:4	statewide	1714:19	1716:22	1673:10
start 1664:6	1701:6	1717:20	stuff 1660:14	1677:8,20,22
1682:9	station 1638:14	1734:9,10,16	1738:23	1677:24,25
1693:18	1641:13	1734:18	sub 1694:1	1678:18
started 1647:12	status 1645:20	1735:4,7,9,21	1707:24,24	1679:8,20
1667:9	1660:9	1736:13	1708:4	1680:14
starting 1724:23	1743:14	1741:1	subdivision	1686:23
1725:1 1738:4	statute 1649:14	1743:14	1739:19	1687:1,4,9
starts 1687:10	1649:20	1745:3	subdivisions	1688:14,23
1688:23	1651:8,10,18	statutorily	1711:10	1697:3
1689:21	1652:25	1726:4	1737:1,2	1699:10
state 1638:1	1654:12,14	statutory	1739:12,18,24	1708:6
1649:4 1655:4	1656:3,10	1657:18	1740:8,14	1714:25
1658:2	1660:23	1672:5,24	submissions	1715:1,2,3,8
1663:25	1673:6	1673:7	1673:24	1715:13,23,24
1690:8	1676:20	1707:14	submit 1658:11	1716:2,2,7,7
1698:24	1681:7	1718:4	1690:24	1716:13,14,14
1702:11	1686:16	Stenotype	1691:12	1716:18,19
1711:4,11	1687:19	1746:11,13	1692:16	1717:5,9,9,14
1712:17	1689:2	step 1689:20	submitted	1717:18
1718:2	1690:14	STEPHEN	1641:20	1718:12,13,13
1720:19	1694:23	1638:19	1656:24	1718:23,23
1721:4,6	1699:4	stip 1671:8	1659:1 1661:2	1724:6,21
1722:11,12,22	1703:17	Stipulation	1673:2	1725:4,8,9

MIDWEST LITIGATION SERVICES

ORAL ARGUMENT - Vol. XX 8/3/2017

1726:9,11	1701:12	T	talking 1656:25	1664:3 1679:4
1729:3,24,25	1704:18	T 1638:20	1657:1 1689:9	1679:6
1730:7 1737:5	1710:10	1746:2,2	1699:13	1680:16
1737:5,7,8,9	1714:16	tad 1671:2	1708:9	1681:21
1738:1	1718:1	take 1647:1,3,17	talks 1655:15	1682:4,5
1740:10	1728:18	1653:24	1656:6	1693:19
1742:6,13	1729:18	1664:19,23	1677:19	1695:23,24
subsections	1731:14	1665:19	1687:14,16	1696:23
1655:2	1732:2,18	1666:22,23	1707:4	1698:7 1704:9
1656:11,12	supplied	1668:18	1737:10	1704:11,12
1686:20	1673:24	1669:22	1738:20	1706:25
1714:9,20	supply 1660:15	1678:5 1688:3	tariff 1672:23	1708:18
1729:23	1733:1,5	1690:21	Tartan 1664:7	1709:5 1723:5
1737:4	supporters	1698:4 1703:6	1666:22	1723:21,24
subsequent	1729:2	1704:24	1667:4 1685:8	1733:11,14,17
1671:17	supports 1663:8	1705:8	1685:23	1733:19,20
1708:16	1718:1	1709:10	1698:13	1734:2,2
subsequently	supposed	1710:22	1733:6	1736:3 1739:8
1671:4	1668:21	1713:9	teacher 1740:4	1742:20
subsidiary	Supreme	1714:10,22,23	tear 1692:6	1744:2
1725:2	1699:16	1734:8,15	tell 1680:21	theoretically
substance	1701:4,9	1735:3,20	1704:20	1671:8
1725:5,13	1711:12	1737:7	tells 1658:10	thereof 1746:10
substantive	1719:8,10	takeaway	ten 1641:6	thing 1645:18
1646:5	1720:18	1686:10	1728:2	1662:3,14
substation	1721:3 1722:2	taken 1659:4	term 1682:18	1668:21
1691:23	1731:17,18	1683:4	1694:10	1684:21,22
suffering	sure 1645:20	1723:12	1695:12	1685:5
1732:19	1667:13	1743:24	1731:1,3,13,19	1700:17
suggest 1666:3	1668:17,19	takes 1690:22	terminology	1715:20
1713:8	1670:24	1699:4	1717:6	1719:14
1737:22	1672:3,3	talk 1651:23	terms 1678:7	1727:17
1743:3	1677:1	1652:10	1703:16	1741:13
suggestion	1681:20	1653:22	territory	things 1662:17
1717:8	1700:18	1655:22	1655:10	1682:19
suggests	1724:4	1656:17	1696:13	1684:11
1684:10	1734:25	1661:4	1699:9,23	1740:6
Suite 1639:3,9	1736:2	1677:23	1700:12,15	1742:15
1640:2 1643:5	surely 1658:17	1689:8	1704:7 1714:5	think 1650:21
sum 1708:19	surprising	1737:19,21,23	testimony	1651:1,9,21
summarize	1679:21	1737:24	1659:13,24	1652:11,13,14
1656:1 1657:2	Surrebuttal	1740:7,9	1681:14	1652:14,19,20
1729:17	1681:17	talked 1655:1,2	1709:23	1652:21
summary	SW 1701:15,15	1659:25	thank 1643:9	1659:17,21
1669:17	sway 1665:14	1677:24	1644:14	1660:4 1661:7
supplemental	switch 1676:25	1680:14	1647:9,20	1661:8,15,23
1641:21	Systems 1721:6	1734:5	1648:2,4	1662:2,2,8,9

MIDWEST LITIGATION SERVICES

ORAL ARGUMENT - Vol. XX 8/3/2017

1662:25	1668:2 1670:5	towns 1694:20	true 1737:18	underground
1663:4,8	1692:18	1731:9	1742:6	1701:3
1664:11,17,21	1698:21	transcends	1746:12	underscored
1665:8,16	thoughts 1662:7	1701:6	trust 1685:2	1653:9,9
1666:7 1667:5	thousands	Transcourse	1690:18,21	understand
1668:3,7,9,14	1693:17	1659:5	truth 1721:8	1651:11
1668:24	three 1652:25	1670:18	trying 1666:7	1652:4
1669:24	1654:14,20	1671:5,16	1667:1,19	1657:20,24
1670:8,9,15	1655:25	1673:23	1675:12	1663:17
1671:20	1673:14	transcript	1717:22	1678:25
1673:19	1695:1 1699:5	1638:5	1718:14	1689:17
1676:12,12,13	1710:17	1743:10	1719:8	1694:25
1676:19	1711:1	1746:13	Twain 1705:13	1696:16,19
1677:17,20	1714:24	transferred	1737:20	1738:15,18
1678:10	1715:2	1674:4	two 1647:2	1740:25
1681:1	1733:24	transmission	1649:4 1650:6	1741:16
1686:14,23	1734:7	1638:14,16	1653:19	1744:1
1687:3,4,9,11	tied 1663:11	1641:12,15	1654:9,15,22	understanding
1687:18	time 1641:7,23	1644:23	1655:1	1675:19
1688:11,12,25	1643:18	1649:1,7	1656:11,19	1694:16
1689:2	1645:13	1674:1,5	1658:12	1695:21
1691:23	1660:8 1678:1	1677:7,21,22	1660:3	1719:19
1692:14	1679:4 1686:2	1680:10	1673:11	1720:8,9
1693:5	1688:10,16	1685:9,24	1680:9 1681:1	1741:25
1696:15	1700:11	1698:20	1686:5	understands
1697:20	1702:18	1700:2,7,14,21	1693:22	1725:21
1703:5	1713:17	1701:1,3,8	1710:9 1713:2	understating
1704:24	1746:9,14	1702:11,13,19	1713:2 1715:1	1719:20
1705:7,20	timing 1688:1	1705:13	1717:15	understood
1708:4 1709:9	1688:13	1706:1,13	1724:14	1656:20
1728:2	title 1734:17	1707:18,22	1727:18	1713:23
1730:12	1736:13	1708:1,3,6	1729:23	1731:4
1732:14	today 1641:5,18	1714:4	1733:23	undertake
1735:2,12,25	1641:22	1725:24	1736:7 1737:4	1650:22
1737:15	1642:23	1737:21	1738:20	unduly 1652:22
1739:13	1643:7,13	1745:10	1740:6	1666:4
1741:8 1742:8	1649:14	Transource	tying 1670:13	unequivocally
1742:11	1683:6 1693:8	1649:3	type 1692:23	1725:16
1743:17	1709:25	Transport	types 1738:20	unified 1714:14
thinking	1724:2 1725:6	1721:5		1714:18,21
1693:12	today's 1743:10	Transportation	U	1716:21
thinks 1662:12	told 1659:11	1658:16	U.S 1658:16	1718:10
third 1644:21	1680:22	trial 1692:6	1736:11	uniformly
1650:24	top 1698:3	tried 1692:8	unavailable	1698:25
1685:5 1710:8	topics 1704:20	1701:8	1688:16	1701:6
1710:20	town 1694:15	tries 1719:25	uncertainty	unincorporated
thought 1664:15	1700:13	trucks 1721:20	1670:7	1699:23

MIDWEST LITIGATION SERVICES

ORAL ARGUMENT - Vol. XX 8/3/2017

Union 1700:24 1700:24 1701:1 1738:5	1699:10,14 1700:20 1704:6 1707:16,25 1720:2,13 1723:1 1724:10 1726:3,6 1727:20 1729:8 1731:6	1641:12 Volume 1638:8 1734:17 voluntarily 1650:13	1674:10,13 1679:2 1681:10 1689:15 1697:19 1699:13 1700:25 1702:24 1705:22 1708:23 1709:10 1713:3 1729:5 1734:7 1743:15	1645:1 1745:11,14 we'll 1643:14,16 1647:16 1665:6 1670:3 1670:4 1723:9 1723:10 1734:1
unions 1640:5 1643:2	utility's 1692:12	<hr/> W <hr/>	1702:24 1705:22 1708:23 1709:10 1713:3 1729:5 1734:7 1743:15	we're 1641:18 1649:13 1659:18,19 1660:11 1666:12,25 1668:22 1673:7 1674:18 1676:19 1679:18 1699:12 1702:17 1724:25 1727:7 1740:25 1741:2,4,6,12 1741:15 1742:7
United 1647:24 1650:13,20 1652:13,19,23 1654:20 1655:1,22 1660:13 1661:1,6 1662:6,10 1663:6,16 1664:12 1666:10 1669:1,2,25 1710:1,7,12 1713:12,14 1714:8 1718:9 1719:3,19,22 1723:4 1729:12,16 1745:14	<hr/> V <hr/>	wait 1680:17 waiting 1680:21 waive 1651:4,21 1651:21 1676:16 1687:22 waived 1672:4 1672:24 1673:8 1681:24 1742:1,12,15 1742:16 waiver 1648:1 1650:24 1658:8 1664:2 1672:1,21,23 1673:4,20 1674:15,16 1676:17,21 1679:1 1687:24,25 1688:13 1689:1,16 1732:3,8,10 1739:5 1741:21,23 1742:3,4,18 waiving 1672:4 want 1645:13,25 1646:20 1648:1 1653:1 1653:22 1656:17 1659:20 1660:17 1662:23 1664:6 1666:4 1666:5,13	wanted 1643:21 1689:14 1700:7 1716:6 wants 1685:15 warrants 1705:15 Washington 1639:15 1642:12 wasn't 1692:24 1726:21 1738:12 wasted 1732:14 watching 1696:16 watersheds 1658:1 way 1655:20 1665:21 1666:9 1689:7 1695:18 1696:25 1697:10,12 1698:16 1711:21 1718:20 1721:12 1728:20 1738:9 1739:20 1740:4,13 ways 1732:20 WD79883	1660:11 1666:12,25 1668:22 1673:7 1674:18 1676:19 1679:18 1699:12 1702:17 1724:25 1727:7 1740:25 1741:2,4,6,12 1741:15 1742:7 we've 1659:16 1660:12,16 1666:4 1668:22 1669:8 1670:2 1671:19 1674:9 1692:2 1702:4 1740:24 1741:16 week 1700:3 weighed 1665:4 welcome 1698:8 went 1661:18 1671:6 1726:1 weren't 1696:9 1727:8 Western 1645:1 1695:18 1696:6 1710:18
units 1710:18 1711:1	v 1700:24 vacated 1645:19 variance 1673:4 various 1688:4 version 1735:5 versus 1678:11 1696:22 1711:13 1718:2,25 1721:7 veto 1700:20,20 1702:5 vetoing 1698:19 view 1639:18 1642:16 1664:18 1666:8 1668:25 1678:1 1679:21 1680:13 1705:16 1713:15 1718:10 village 1694:15 villages 1694:20 violate 1699:2 1702:8 violating 1666:19 violation 1702:5 1721:18 void 1717:17 voltage 1638:13			
unlawful 1686:7 unlawfully 1683:10 unsafe 1688:7 1691:1 unsure 1659:16 urge 1657:4 1732:20 1739:3 use 1665:2 1720:23 1721:1 useful 1683:6 utilities 1648:25 1650:16 1659:6 1671:9 1674:1 utility 1639:12 1642:18 1660:9 1692:17				

MIDWEST LITIGATION SERVICES

ORAL ARGUMENT - Vol. XX 8/3/2017

1711:3	1657:21	1692:4	1690:24	1729:25
1729:11,19	withdraw	1702:17	1735:15	1737:7,9,10
1730:1,5	1662:21	1717:15	zoning 1692:1	1738:16
whatsoever	withheld	1732:20	1701:8	1739:19
1700:11	1661:20	1738:3	<hr/>	1740:10
1726:13	withhold	Younger	0	1741:5
Whipple 1639:2	1652:17	1736:21	<hr/>	1:33 1744:8
1639:8 1642:2	1664:9 1669:6	<hr/>	1	10:03 1641:3
1642:19,19,24	withholding	Z	1 1646:24	100 1702:17
1645:24	1664:14	Zobrist 1639:2	1649:14	11:30 1709:7
1646:1 1648:5	1669:11	1642:1,1	1650:2,8,20,24	1100 1639:3
1682:8	witness 1681:19	1645:12,15	1651:1	13 1714:17
1687:23	wondering	1647:20	1652:20	140 1743:22,23
1689:6,11,19	1733:22	1651:7,9,13,20	1653:2,17,20	1744:5 1745:2
1689:25	word 1670:15	1652:2	1654:5,10,16	15 1644:22
1690:3,7,10	1682:20	1664:11,24	1655:23	1671:23
1693:23	1716:9	1665:10,15,20	1656:12,12	1709:9,12
1694:2,7,11,13	worst 1665:17	1666:2,25	1657:1,11,13	16 1645:5
1694:22	worst-case	1668:16	1658:6,10	1647 1745:6,6,8
1695:3,6,13,20	1664:22	1669:14,20	1660:23	1745:8,11,11
1695:24	wouldn't 1668:8	1670:17,22	1661:12	1745:14,14
1696:4,15	1668:12,13	1671:3,15	1663:1,12,23	170 1699:5
1697:6,10,17	1699:14	1672:3,16,20	1669:3 1672:6	1705:22
1698:8	1732:13,15	1675:4,10,17	1672:12	170.1 1699:4
Whipple's	write 1718:15	1675:22	1673:10	1702:20,21
1703:22	writing 1645:11	1676:5 1677:4	1676:9,9,15	1703:14,15
Whittington	1645:14	1677:13,16	1677:6,8,20,22	1704:2
1718:3	written 1645:12	1678:14	1677:24,25	170.2 1704:5
wholly 1720:22	1645:24	1679:12,17,25	1678:18	1744 1745:3
Wilcox' 1659:24	1646:2	1680:3,11,23	1679:8,20	1913 1654:12
WILLIAM	wrong 1704:25	1681:5,13,18	1680:14	1708:15
1638:20	1705:10	1681:22	1686:23	1914 1700:4
Williams 1640:7	<hr/>	1682:3,5	1691:17	1918 1720:19
1642:6,6	X	1687:24	1692:15,16	1949 1654:13
1648:5	<hr/>	1690:4 1691:7	1697:3	1735:5,10,21
1704:14,15	Y	1698:16	1700:23	1743:15
1705:4,7,20	Y 1638:19	1733:22	1701:14	1745:3
1706:7,9,19,23	Yeah 1681:5	1734:2,25	1705:2,18,23	1950 1735:6
1707:12	1709:12	1735:22	1707:24	1960 1707:15
1708:11,21,25	1741:20	1736:3	1708:4 1711:7	1964 1699:16
1742:24	year 1673:18	1739:15	1714:13,25	<hr/>
1743:3	years 1649:3	1740:2,6,17,21	1715:3,23	2
willing 1703:8	1651:4	1742:5	1716:2,14,18	2 1644:15
Wind 1640:6,6	1658:22	1743:13	1717:9,18	1651:15
1643:2,3	1671:24	1744:1	1718:13,23	1652:5,24
wires 1640:6	1673:15	Zobrist's	1724:21	1653:6,10,11
1643:3	1687:13	1689:17	1725:8 1727:8	1653:21

MIDWEST LITIGATION SERVICES

ORAL ARGUMENT - Vol. XX 8/3/2017

1654:7,11,18	1658:24,25	1655:4,7,19	1725:20	1655:11
1654:25	2017 1638:7	1656:13	386.610 1712:7	1687:12
1655:8,17,21	1641:5	1661:12	390 1722:5,8	393.170.3
1656:4,13	1644:24	1663:19,24	390.030 1721:21	1684:2
1657:11,14	1645:7	1680:15	1722:3	1685:17
1663:18	20th 1645:20	1687:4 1707:5	393 1675:1,21	396.170 1739:24
1672:8	22 1639:9	1714:9,14	1676:3	3rd 1641:5
1676:14	1660:11	1715:2	1695:12	<hr/> 4 <hr/>
1677:6	1662:4	1716:13	393.1 1693:9	4 1644:17,22
1680:15	1674:12	1717:9,14	393.170 1650:10	1646:24
1688:14	229 1649:17	1718:13	1655:2	1655:24,25
1694:1,17	229.100 1649:20	1728:17	1656:11	1659:12
1696:22	1656:23	1737:6	1661:13	1672:2
1697:2 1699:6	1657:19	1738:19	1676:8 1677:5	1680:24
1699:8,10	1660:20	1739:17,18	1686:17,24	1681:13
1700:23	1671:5,20	1740:1,8	1690:12,23	1686:15
1701:15	1674:23	300 1659:13	1693:5 1694:1	1711:23
1705:1	1675:2,16	1681:15	1708:12	1714:17
1707:24	1676:3,5	3010 1642:20	1713:16	1731:11
1708:6 1714:9	1679:2 1684:4	314 1639:18	1714:9,11,18	1741:22
1714:13	1685:1 1689:9	1642:16	1714:20,22	1742:6,13
1715:1,8,13,24	1689:23	314)231-4181	1718:11,21	40 1678:10
1716:2,7,7,14	1690:20	1640:3	1719:21	4520 1639:3
1716:19	1691:10	314)341-5769	1721:21	1642:2
1717:5,9	1699:17	1639:19	1722:4 1724:7	480 1701:15
1718:12,23	1702:3	319 1643:4	1724:15	485 1639:14
1724:6 1725:9	1706:24	344 1701:15	1725:4	1642:11
1726:9	1711:17	345kv 1638:15	1726:10	499 1701:15
1728:10	1740:24	1641:14	1727:6,19	4th 1643:5
1729:3,24	23 1645:5	1714:5	1729:24	<hr/> 5 <hr/>
1730:7	240-2.150	36 1691:15	1731:2 1734:6	5 1652:9
1734:17	1646:24	360 1640:8	1734:20	1656:19
1737:5,8,25	240-3.105	1642:7	1735:7,21	1731:11
1738:1,17	1672:2	36A 1711:23	1737:2	50 1654:13
1739:17	1686:15,20	375 1644:13	1739:13	514 1639:9
1740:1,8	25 1644:22	1647:4,7	1740:14	562 1701:15
2.060 1742:13	1691:14	1745:5	393.170.1	573)415-8379
2.060(4) 1672:22	26 1691:14	376 1644:20,21	1649:12	1639:10
20 1638:8	266 1644:18	1701:13	1681:24	573)751-3234
1645:7	27 1644:10	1745:7	1682:22,23	1640:10
200 1640:9	28th 1646:3	377 1645:3	1684:18	59 1644:16
2002 1648:25	2nd 1701:15,15	1745:9	1687:1,5	<hr/> 6 <hr/>
1659:6 1671:9	<hr/> 3 <hr/>	378 1645:9	1690:13	6 1644:24
2013 1649:3	3 1638:7	1647:5,7	1696:22	1645:7 1657:3
1659:6	1653:18	1745:12	1727:7	
1670:18	1654:1 1655:3	38 1674:22	1728:12	
2016 1644:10,18		1678:10	393.170.2	

MIDWEST LITIGATION SERVICES

ORAL ARGUMENT - Vol. XX 8/3/2017

1663:4 1711:7 1731:16 1738:10 60 1728:13 1738:3 614 1640:2 63026 1639:19 1642:16 63090 1639:15 63101 1640:2 63102 1643:5 639)980-6403 1639:15 64111-7700 1639:4 65101 1639:10 65102 1640:9 1642:8				
<hr/> 7 <hr/>				
7 1718:2 1743:11 70 1738:3 705 1640:2 74 1644:16				
<hr/> 8 <hr/>				
8 1707:3 800 1643:5 816)460-2545 1639:4 838 1638:24				
<hr/> 9 <hr/>				
9 1721:21				