

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

In the Matter of Aquila, Inc., d/b/a)	
Aquila Networks - MPS and Aquila)	
Networks - L&P for Authority to)	
Transfer Operational Control of Certain)	Case No. EO-2008-0046
Transmission Assets to the Midwest)	
Independent Transmission System)	
Operator, Inc.)	

**APPLICATION TO INTERVENE OUT OF TIME
OF THE CITY OF INDEPENDENCE**

THE CITY OF INDEPENDENCE, MISSOURI (“City”), pursuant to 4 C.S.R. 240-2.075, respectfully applies to intervene herein and become a party hereto for all purposes with respect to the filing by Aquila, Inc. (“Aquila”) for authorization to transfer control of its transmission facilities to the Midwest Independent Transmission System Operator, Inc. (“Midwest ISO”).

I. APPLICATION TO INTERVENE OUT OF TIME

In support of its Application to Intervene herein, the City states as follows:

1. The City owns and operates a municipal electric utility which was established in 1901 to provide the residents and businesses of Independence, Missouri with safe, reliable and affordable electric service.

2. The City serves more than 56,000 customers. The City maintains and operates 12 generating units and 15 major substations. The City also owns and operates 22 miles of 161 kilovolt and 45 miles of 69 kilovolt transmission lines, and more than 750 miles of distribution power lines. Some of the electricity required to meet customer demand is generated by the City, but the City acquires much of the power and energy

needed to meet its customers' demand from resources and suppliers that are outside of the City.

3. The City has direct physical interconnections with Aquila, interconnections with Kansas City Power & Light, and one interconnection with Associated Electric Cooperative, Inc. The City also has an existing wholesale power purchase agreement with Aquila. Aquila, along with certain other participants, is currently developing Iatan 2.

4. The Missouri Joint Municipal Electric Utility Commission ("MJMEUC"), of which the City is a member, is among the parties that have an ownership interest in Iatan 2, and the City has contracted with MJMEUC to acquire approximately 50 MW of the Iatan 2 capacity and associated energy.

5. The City has direct and immediate interests in this proceeding that cannot be adequately represented by any other party. The City is largely dependent on Aquila's transmission systems of the merging companies for transmission service from certain of its power supply resources and to access other third party wholesale suppliers and other generating resources.

6. The City is aware that it is applying to intervene out of time. However, this proceeding is still at an early stage, with only an initial pre-hearing conference conducted thus far. The City will of course abide by the Commission's forthcoming Procedural Order. No other party can adequately protect the City's interests in this proceeding. The City anticipates that its participation will aid the Commission's consideration of Aquila's Application herein by adding relevant evidence and argument to the record. No party will be prejudiced by the City's intervention out of time.

II. COMMUNICATIONS

Correspondence and communications regarding this application, including service of all notices and orders of this Commission, and pleadings in this proceeding, should be addressed to:

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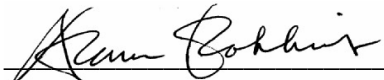
The City respectfully advises the Commission that neither Mr. Robbins, Ms. Roby nor Ms. Teuwen are admitted to practice in the State of Missouri. Simultaneously with the filing of this Application to Intervene, the City is submitting a Petition sponsored by Ms. Dayla Bishop Schwartz requesting that the Commission permit them to appear *pro hoc vice* as co-counsel to Mr. Garner and Ms. Schwartz on behalf of the City.

III. CONCLUSIONS

WHEREFORE, for the foregoing reasons, the City respectfully requests that the Commission accept this Application to Intervene out of time and allow the City to participate as party to this proceeding.

Dated this 30th day of October, 2007.

Respectfully submitted,

 for
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