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BEFORE THE  
ILLINOIS COMMERCE COMMISSION

ILLINOIS POWER COMPANY d/b/a ) DOCKET NOS.  
AmerenIP ) 08-0291  
and ) &  
AMEREN ILLINOIS TRANSMISSION ) 08-0449  
COMPANY )  
) CONSOLIDATED  
Petition for an Order pursuant to )  
Section 8-509 of the Public )  
Utilities Act approving )  
Petitioners' use of eminent domain )  
power. )

Springfield, Illinois  
Wednesday, February 4, 2009

Met, pursuant to notice, at 10:00 a.m.

BEFORE:

MR. LARRY JONES, Administrative Law Judge

APPEARANCES:

MR. ALBERT STURTEVANT  
JONES DAY  
77 West Wacker  
Chicago, Illinois 60601  
Ph. (312) 269-4094

(Appearing on behalf of  
Petitioners)

SULLIVAN REPORTING COMPANY, by  
Carla J. Boehl, Reporter  
CSR #084-002710

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APPEARANCES: (Continued)

MS. LINDA M. BUELL  
Office of General Counsel  
527 East Capitol Avenue  
Springfield, Illinois 62701  
Ph. (217) 557-1142

(Appearing on behalf of Staff of  
the Illinois Commerce  
Commission)

MR. JOSEPH L. LAKSHMANAN  
Corporate Counsel  
133 South Fourth Street, Suite 306  
Springfield, Illinois 62701

(Appearing in Docket 08-0449 on  
behalf of Dynegy)

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I N D E X

<u>WITNESS</u>	<u>DIRECT</u>	<u>CROSS</u>	<u>REDIRECT</u>	<u>RECROSS</u>
None .				

EXHIBITS

	<u>MARKED</u>	<u>ADMITTED</u>
Ameren 1.0 Revised-PW, 1.1-PW, 1.2-PW, 1.3-PW, 1.4-PW Public & Confidential	E-Docket	100
Ameren 2.0 Revised-PW, 2.1-PW	E-Docket	100
Ameren 3.0 Revised-PW, 3.1-PW, 3.2-PW	E-Docket	100
Ameren 4.0 Revised-PW, 4.1-PW	E-Docket	100
Ameren 1.0 Revised-BR, 1.1-BR, 1.2-BR, 1.3-BR, 1.4-BR Public & Confidential	E-Docket	Pending
Ameren 2.0 Revised-BR, 2.1-BR	E-Docket	Pending
Ameren 3.0 Revised-BR, 3.1-BR, 3.2-BR	E-Docket	Pending
Ameren 4.0 Revised-BR, 4.1-BR	E-Docket	Pending
DYN 1.0, 1.1	E-Docket	Pending
ICC Staff 1.0 in Docket 08-0291	E-Docket	107
ICC Staff 1.0 in Docket 08-0449	E-Docket	107



1 record. It will be assumed you are appearing in both  
2 dockets unless you tell us differently. If you have  
3 entered appearances previously, you do not need to  
4 give your name and business address this morning  
5 unless you wish to do so or unless it has changed.

6 At this time then may we have the  
7 appearance or appearances on behalf of the  
8 Applicants?

9 MR. STURTEVANT: Appearing on behalf of  
10 Petitioners, Albert Sturtevant of Jones Day.

11 JUDGE JONES: Thank you. Commission Staff?

12 MS. BUELL: Appearing on behalf of Staff  
13 witnesses of the Illinois Commerce Commission, Linda  
14 M. Buell.

15 JUDGE JONES: Dynegy?

16 MR. LAKSHMANAN: Appearing on behalf of Dynegy,  
17 Joseph L. Lakshmanan. I would note that we have only  
18 intervened in Docket 08-0449.

19 JUDGE JONES: Thank you. Are there any other  
20 appearances? Let the record show there are not.

21 As noted a couple of minutes ago,  
22 there is a Motion to Consolidate that is pending. It

1 was filed, I believe on January 23, 2009, in the two  
2 dockets. It was discussed briefly at a previous  
3 status hearing but no ruling was entered at that  
4 time.

5 Are there any objections to the Motion  
6 to Consolidate the two dockets?

7 MS. BUELL: Your Honor, if I may, Staff has now  
8 had an opportunity to review the Motion to  
9 Consolidate. At the last status hearing I had not  
10 had the opportunity to do so. It appears to Staff  
11 that Petitioners' main argument for consolidation  
12 would be to eliminate duplicative testimony of  
13 witnesses at hearing. And since there is no cross  
14 examination in either of these proceedings today, in  
15 Staff's opinion the Petitioners' main argument no  
16 longer exists.

17 And the other argument that  
18 Petitioners set forth is duplicative post-hearing  
19 briefing. Staff is all for efficiency. Don't get me  
20 wrong here, Your Honor. But in thinking about it,  
21 Staff believes that it might actually be more  
22 confusing at this late stage to present consolidated

1       briefs.  And it would be particularly troublesome in  
2       terms of confusing cites to testimony and motions and  
3       responses and replies.

4                       So Staff would propose that there not  
5       be consolidation of these two proceedings and that  
6       separate briefs be filed.

7                       JUDGE JONES:  Any response to that from  
8       anybody?

9                       MR. STURTEVANT:  Your Honor, Ms. Buell is  
10       correct that the primary reason for the Motion to  
11       Consolidate was to avoid duplicative testimony of  
12       witnesses at hearing which obviously is no longer an  
13       issue.  It was also Petitioners' feeling that the  
14       process could be made more simple by filing of single  
15       briefs covering both cases, given commonality of  
16       issues, resulting in issuance of a single order again  
17       covering both cases.

18                       Certainly we would try and address any  
19       concerns about confusion in the record with respect  
20       to testimony by perhaps relabeling the testimony with  
21       initials referring to the two different cases so it  
22       was clear which testimony belonged to which case.

1                   That said, however, given the primary  
2                   reason for consolidation was the issue of duplicative  
3                   witness testimony, Petitioners' only interest at this  
4                   point is making sure that the proceeding is as  
5                   efficient as possible. And if Staff has concerns, I  
6                   guess that would make us -- if they feel it would be  
7                   exacerbated by consolidation, we would be agnostic  
8                   then on the question of whether the cases should be  
9                   consolidated now.

10                  JUDGE JONES: I am sorry, you would be what?

11                  MR. STURTEVANT: We would be agnostic on the  
12                  question of whether the cases should be consolidated  
13                  or not.

14                  JUDGE JONES: All right. The Motion to  
15                  Consolidate the cases is granted. Basically, it  
16                  looks like we have very, very similar cases, same  
17                  parties essentially, same issues. It looks at least  
18                  on paper to be the very type of case that would be a  
19                  prime candidate for consolidation under normal  
20                  circumstances. I think confusion over identification  
21                  of testimony is an argument worth attention, but I  
22                  think, as in other cases, those kinds of issues can

1 be resolved in other manners, particularly with all  
2 the benefits that are present with the e-Docketing  
3 system.

4 There are cases that are consolidated  
5 at the very beginning and there are other cases that  
6 are consolidated at the end of the case if it looks  
7 like it would provide efficiencies to do that,  
8 particularly where you essentially have the same  
9 parties, same issues, etc.

10 Now, to back up just a second, it is  
11 my understanding that Dynegy did not have any  
12 objection or at least any position on that, is that  
13 correct?

14 MR. LAKSHMANAN: That's correct, Your Honor.

15 JUDGE JONES: I think you indicated that  
16 previously, is that right?

17 MR. LAKSHMANAN: Yes, Your Honor.

18 JUDGE JONES: Thank you. I believe we are  
19 ready to proceed then with the taking of the  
20 testimony in this docket. These two dockets as  
21 consolidated -- before we get to that, are there any  
22 other preliminary matters the parties believe need to

1 be taken up?

2 MR. STURTEVANT: I guess one question is the  
3 status of Staff's Motion to Strike formerly under  
4 -0449.

5 MS. BUELL: I don't believe there has been a  
6 ruling.

7 MR. STURTEVANT: Right.

8 JUDGE JONES: We will just proceed today  
9 subject to that motion. There will be a ruling made  
10 on that motion.

11 MR. STURTEVANT: I had one other issue, Your  
12 Honor. We filed a Motion for Leave to File Revised  
13 Testimony in 08-0291. The testimony revisions were  
14 substantially similar to those approved and filed in  
15 08-0449, but I don't believe the motion has been  
16 acted on.

17 JUDGE JONES: The leave was given in 08-0449 at  
18 a status hearing, correct?

19 MR. STURTEVANT: That is correct, Your Honor.

20 JUDGE JONES: And you filed a Motion for Leave  
21 to do essentially the same thing in -0291. Does  
22 Staff or other parties have any objection to that

1 Motion for Relief?

2 MS. BUELL: Your Honor, while as a general  
3 matter Staff would normally object to the utility  
4 revising its direct and rebuttal testimony so late in  
5 the proceeding, Staff has had an opportunity to  
6 review those changes and they were not substantial.

7 JUDGE JONES: Thank you. Given that, does  
8 Staff have any objection to that motion?

9 MS. BUELL: No, no further objection, Your  
10 Honor.

11 JUDGE JONES: Thank you. Anyone else?

12 MR. LAKSHMANAN: No, Your Honor.

13 JUDGE JONES: That Motion for Leave to make  
14 that filing is granted.

15 MR. STURTEVANT: Thank you, Your Honor.

16 JUDGE JONES: Are there any other preliminary  
17 matters before we proceed with the offering of the  
18 testimonies or other forms of evidence by the  
19 respective parties? Let the record show there are  
20 not.

21 Are Petitioners ready to proceed with  
22 the offering of their testimonies in the docket?

1           MR. STURTEVANT:  Yes, Your Honor.  I guess  
2           Petitioners would like to propose that now that the  
3           dockets are consolidated, that because the  
4           testimonies for the two dockets were filed  
5           separately, we would propose to enter them  
6           separately.

7                           I would also propose that in order to  
8           distinguish the two testimonies, as I mentioned  
9           before, we attach an abbreviation to the end of each  
10          exhibit number so that, for example, in what had been  
11          08-0449 related to the Baldwin Island Line, we would  
12          label an exhibit in that case Ameren Exhibit 1.0  
13          Revised BR.  The other line being the Prairie West  
14          Line, we would affix a PW abbreviation.  And then I  
15          would propose that we enter the testimony today and  
16          that Petitioners be given the opportunity to refile  
17          the testimony on e-Docket with the revised labeling  
18          distinguishing the two cases.

19                          And if other parties had thoughts on a  
20          way to simplify that process, I would be happy to  
21          entertain those as well.

22                          JUDGE JONES:  Let me see if I have this

1 straight. You are proposing to distinguish the two  
2 by refileing the testimony and then using a suffix  
3 that would distinguish the two?

4 MR. STURTEVANT: Yes.

5 JUDGE JONES: And that suffix would be based on  
6 the line in question?

7 MR. STURTEVANT: Yes.

8 JUDGE JONES: Thank you. Ms. Buell,  
9 Mr. Lakshmanan, do you have any objections to that  
10 method for handling the identification of the  
11 testimony issue?

12 MS. BUELL: Staff has no objection, Your Honor.

13 MR. LAKSHMANAN: No objection, Your Honor.

14 JUDGE JONES: I probably should make one brief  
15 statement with regard to the consolidation of the  
16 dockets. I do believe there are, in addition to the  
17 reasons stated, there are still some efficiencies to  
18 be gained from this point forward with the  
19 consolidation of the dockets.

20 I would also note that the two  
21 dockets, although originally filed separately and at  
22 different points in time, do all relate back to the

1 original proposal, which proposal entails three lines  
2 in one docket, that being Docket 06-0179. So the two  
3 lines at issue in these two dockets are part of the  
4 three-line proposal that were all before the  
5 Commission in a single docket in the earlier docket  
6 number.

7 How long will Ameren need to make that  
8 filing of the testimony on e-Docket?

9 MR. STURTEVANT: I believe we can do it by  
10 Friday.

11 JUDGE JONES: Subject to that then do you want  
12 to go ahead and offer the testimony that you intend  
13 to offer?

14 MR. STURTEVANT: Yes, Your Honor. And although  
15 the case has just been consolidated, I think for  
16 simplicity I will proceed with it as filed in two  
17 separate dockets.

18 And we would start with what has been  
19 marked in Docket 08-0449 which relates to the  
20 Baldwin-Rush Line, what has been marked as Ameren  
21 Exhibit 1.0 Revised which is the direct testimony of  
22 Rick Trelz. I would note as just discussed that that

1 will be relabeled to Ameren Exhibit 1.0 Revised-BR.  
2 Mr. Trelz's testimony -- or accompanying Mr. Trelz's  
3 testimony are Ameren Exhibits 1.1, 1.2, 1.3 and 1.4.  
4 Exhibit 1.4 has both public and confidential  
5 versions.

6 There is also what has been labeled  
7 the rebuttal testimony of Rick Trelz, marked as  
8 Ameren Exhibit 4.0 Revised. Mr. Trelz's testimony is  
9 supported by his affidavit which has been marked as  
10 Ameren Exhibit 4.1.

11 Ameren also offers what has been  
12 marked the Ameren Exhibit 2.0 Revised, direct  
13 testimony of Tracy Dencker. Ms. Dencker's testimony  
14 is supported by Ameren Exhibit 2.1, her affidavit.

15 And Ameren also offers what has been  
16 marked Ameren Exhibit 3.0 Revised, the direct  
17 testimony of Christopher Pflaum and accompanying  
18 Ameren Exhibit 3.1. Mr. Pflaum's testimony is  
19 supported by his affidavit which is marked as Ameren  
20 Exhibit 3.2.

21 And then proceeding to what has  
22 formerly been a separate docket, 08-0291 --

1           JUDGE JONES: Let's back up a minute. After  
2 the ruling on the proprietary issue there was a  
3 filing made on February 2. What is the status of  
4 that?

5           MR. STURTEVANT: That filing has been made,  
6 Your Honor. That is Ameren Exhibit 1.3 which has  
7 been refiled on e-Docket as a public document.

8           JUDGE JONES: And is that one of the exhibits  
9 that you are going to refile with the new suffix?

10          MR. STURTEVANT: Yes.

11          JUDGE JONES: So everything that you will be  
12 refiling in -0449 with the new suffix is on the list  
13 that you just read into the record?

14          MR. STURTEVANT: Yes.

15          JUDGE JONES: And will you be filing a new  
16 affidavit?

17          MR. STURTEVANT: Yes, we can file a new  
18 affidavit since the exhibit numbers have changed.

19          JUDGE JONES: Given the new affidavit, is your  
20 proposed filing date of Friday still what you are  
21 proposing?

22          MR. STURTEVANT: I believe we will be able to

1 do it by Friday. But if a revised affidavit is  
2 needed, just to be on the safe side we should extend  
3 the filing date to Monday.

4 JUDGE JONES: Are you proposing to file a new  
5 affidavit or not?

6 MR. STURTEVANT: Yes, Your Honor.

7 JUDGE JONES: And just to be clear, the  
8 exhibits which you will be filing on or before Monday  
9 will be identical to what you filed previously except  
10 for the suffix being added to the identification  
11 numbers?

12 MR. STURTEVANT: That is correct, Your Honor.

13 JUDGE JONES: Thank you. Are there any  
14 questions or points of clarification with regard to  
15 any of that?

16 MR. LAKSHMANAN: No, Your Honor.

17 JUDGE JONES: As far as offering those exhibits  
18 into the record, what is your plan there? Have you  
19 offered them?

20 MR. STURTEVANT: I was going to run through the  
21 exhibits from 08-0291 and then offer them all  
22 together, but I can do them separately if you prefer.

1           JUDGE JONES: Does anyone have a preference  
2 whether they are all offered at once or in two sets?  
3 All right. You can go ahead and proceed with your  
4 original plan.

5           MR. STURTEVANT: With respect to the testimony  
6 originally offered in Docket 08-0291, Ameren would  
7 offer the following testimony and would note that the  
8 suffix PW will be attached to the exhibit numbers  
9 when this testimony is refiled. Ameren would offer  
10 what's been marked as Ameren Exhibit 1.0 Revised, the  
11 direct testimony of Rick Trelz with accompanying  
12 Ameren Exhibits 1.1, 1.2, 1.3 and 1.4. 1.4 has both  
13 public and confidential versions.

14                   The rebuttal testimony of Rick Trelz  
15 marked as Ameren Exhibit 4.0 Revised. Mr. Trelz's  
16 testimony is supported by his affidavit marked as  
17 Ameren Exhibit 4.1.

18                   Ameren also offers the direct  
19 testimony of Tracy Dencker marked as Ameren Exhibit  
20 2.0 Revised. Ms. Dencker's testimony is supported by  
21 her affidavit marked as Ameren Exhibit 2.1.

22                   And finally Ameren would offer the

1 direct testimony of Christopher Pflaum marked as  
2 Ameren Exhibit 3.0 Revised with accompanying Ameren  
3 Exhibit 3.1. Mr. Pflaum's testimony is supported by  
4 his affidavit which is marked as Ameren Exhibit 3.2.

5 And Ameren would move all these  
6 testimonies and exhibits into the record in the  
7 consolidated cases at this time.

8 JUDGE JONES: Thank you. With respect to the  
9 series of exhibits that were originally filed in  
10 Docket 08-0291, are there any objections to the  
11 admission of these exhibits that have not already  
12 been ruled upon?

13 MS. BUELL: No, Your Honor. Staff would just  
14 note for the record that it previously did file a  
15 Motion to Strike portions of these testimonies but  
16 that has already been ruled upon.

17 JUDGE JONES: Thank you. Let the record show  
18 that the Motion to Admit the exhibits originally  
19 filed in 08-0291 as read into the record by  
20 Mr. Sturtevant are granted. They are granted subject  
21 to those items being refiled pursuant to leave given  
22 to do so, so that they can be given identification

1 numbers that display the suffix described by  
2 Mr. Sturtevant to distinguish them from the ones that  
3 are filed in what was a filing in Docket 08-0449.

4 Just to be clear, is there any points  
5 of clarification or correction with respect to any of  
6 that?

7 MR. STURTEVANT: No, Your Honor.

8 (Whereupon Ameren Exhibits 1.0  
9 Revised-PW, 1.1-PW, 1.2-PW,  
10 1.3-PW, 1.4-PW Public &  
11 Confidential, 2.0 Revised-PW,  
12 2.1-PW, 3.0 Revised-PW, 3.1-PW,  
13 3.2-PW, 4.0 Revised-PW and  
14 4.1-PW were admitted into  
15 evidence.)

16 JUDGE JONES: All right. Now, with respect to  
17 the exhibit items or evidentiary items that were  
18 filed in 08-0449, those are being offered at this  
19 time, is that correct?

20 MR. STURTEVANT: That's correct, Your Honor.

21 JUDGE JONES: Other than objections that are  
22 stated in the pending Motion to Strike certain of

1 those items, are there any other objections to the  
2 admission of the evidentiary items offered from the  
3 08-0449 filing?

4 MR. LAKSHMANAN: No, Your Honor.

5 MS. BUELL: No, Your Honor, no further  
6 objections besides those in Staff's Motion to Strike.

7 JUDGE JONES: Thank you. Since certain of  
8 those items or several of those items are subject to  
9 a pending Motion to Strike, a ruling on the motion to  
10 admit them will be made on a post-hearing basis in a  
11 written ruling. In the meantime, leave is given to  
12 make the filing of those items this coming Monday on  
13 e-Docket in a form and manner identical to what has  
14 already been filed except that, as noted by  
15 Mr. Sturtevant, they will be given an identification  
16 number with the new suffix.

17 Are there any other points of  
18 clarification or questions with regard to those  
19 exhibits?

20 MR. STURTEVANT: Not from Petitioners, Your  
21 Honor.

22 JUDGE JONES: Thank you. Do the Petitioners

1 have anything else with respect to the evidence which  
2 is being offered in support of Petitioners' case?

3 MR. STURTEVANT: No, Your Honor.

4 JUDGE JONES: Thank you. Mr. Lakshmanan, do  
5 you have evidence to be offered into the record at  
6 this time?

7 MR. LAKSHMANAN: Yes, Your Honor. Dynegy has  
8 two exhibits. Exhibit DYN 1.0, that is the prefiled  
9 direct testimony of Daniel Roethemeyer as filed on  
10 December 2 and consists of a cover page and three  
11 pages of questions and answers. We also have DYN  
12 Exhibit 1.1 which is Mr. Roethemeyer's affidavit that  
13 was filed this morning on e-Docket. We would move  
14 the admission of DYN Exhibit 1.0 and DYN Exhibit 1.1.

15 JUDGE JONES: Thank you. Are there any  
16 objections to the admission of those two items into  
17 the evidentiary record?

18 MR. STURTEVANT: None from Petitioners.

19 JUDGE JONES: Thank you. Ms. Buell?

20 MS. BUELL: Your Honor, to the extent that  
21 Dynegy Exhibit 1.0 relates to negotiations with  
22 landowners, to be consistent with Staff's motion to

1 strike Ameren's testimony regarding this issue, Staff  
2 would move to strike Mr. Roethemeyer's testimony as  
3 well.

4 JUDGE JONES: Mr. Lakshmanan?

5 MR. LAKSHMANAN: Your Honor, I would note that  
6 Staff's Motion to Strike does not ask for the  
7 striking of any of Mr. Roethemeyer's testimony, nor  
8 do I believe it asks for the striking of the rebuttal  
9 testimony of Mr. Trelz which references Dynegy's  
10 exhibit. I don't believe the Motion to Strike this  
11 testimony is well founded.

12 MS. BUELL: Mr. Trelz's rebuttal testimony was  
13 prior to Staff's Motion to Strike.

14 MR. LAKSHMANAN: But not the line items that  
15 related to Dynegy's.

16 JUDGE JONES: Any further argument on that?

17 MS. BUELL: No further argument, Your Honor,  
18 just that Staff feels as though it must make this  
19 Motion to Strike now based on the other Motion to  
20 Strike that it's filed.

21 JUDGE JONES: Anything else?

22 MR. LAKSHMANAN: No, Your Honor.

1           JUDGE JONES: Given the pending motion, action  
2 on Dynegy's Motion to Admit those two exhibits will  
3 be ruled upon in writing on a later date.

4                   Is there any questions or points of  
5 clarification with regard to that? Let the record  
6 show there are not.

7                   Do you have anything else,  
8 Mr. Lakshmanan?

9           MR. LAKSHMANAN: No, Your Honor.

10           JUDGE JONES: Thank you. I believe that brings  
11 us to the Staff case. Ms. Buell, Staff filed an  
12 affidavit in each of these cases, is that correct?

13           MS. BUELL: That's correct, Your Honor.

14           JUDGE JONES: Was it Staff's intent that those  
15 affidavits be made part of the evidentiary record in  
16 these two dockets?

17           MS. BUELL: Yes, Your Honor. Staff so moves  
18 the document that's previously been marked as ICC  
19 Staff Exhibit 1.0 in Docket Number 08-0291 titled  
20 Affidavit of Ron Linkenback into the evidentiary  
21 record. Staff notes this was filed via the  
22 Commission's e-Docket system on August 18, 2008.

1                   Staff further moves into the  
2                   evidentiary record a document which has been  
3                   previously marked for identification as ICC Staff  
4                   Exhibit 1.0 in Docket Number 08-0449 titled Affidavit  
5                   of Ron Linkenback. That is a two-page affidavit  
6                   which was filed via the Commission's e-Docket system  
7                   on December 2, 2008.

8                   JUDGE JONES: Thank you. Do the other parties  
9                   have any objection to the admission into the  
10                  evidentiary record of those two affidavits?

11                  MR. STURTEVANT: Not from Petitioners, Your  
12                  Honor.

13                  MR. LAKSHMANAN: No, Your Honor.

14                  JUDGE JONES: As Ms. Buell noted, they have the  
15                  same title to them but they were filed on different  
16                  dates. So I think that it will be relatively easy to  
17                  keep them apart, keep them straight in this  
18                  proceeding.

19                                 Ms. Buell, were they both labeled  
20                  Staff Exhibit 1.0?

21                  MS. BUELL: Your Honor, they were both  
22                  identified as ICC Staff Exhibit 1.0.

1           JUDGE JONES: Do you have any objection to some  
2 sort of suffix being added to those?

3           MS. BUELL: Would I have to refile them? Yes,  
4 then I do.

5           MR. STURTEVANT: Your Honor, if I may, I  
6 believe Petitioners can live without the suffix on  
7 Staff's affidavit.

8           JUDGE JONES: No refiling will be required of  
9 those. Some sort of list of admitted exhibits will  
10 be entered on e-Docket and it will note the  
11 difference of the two in some manner, even though  
12 they have the same identification number as such. As  
13 noted, the fact that they were filed on different  
14 dates helps keep them straight as well. So anything  
15 further that is needed in that regard will not  
16 require a filing by the Staff. They will be handled  
17 in some other manner.

18                         In any event, those two exhibits,  
19 being affidavits from Mr. Linkenback, are admitted  
20 into the evidentiary record as they were filed on and  
21 appear on e-Docket on the dates specified.

22   (Whereupon ICC Exhibit 1.0 in

1 Docket 08-0291 and ICC Exhibit  
2 1.0 in Docket 08-0449 were  
3 admitted into evidence.)

4 MS. BUELL: Thank you, Your Honor. Staff has  
5 nothing further.

6 JUDGE JONES: All right. Do any of the parties  
7 have anything else with respect to the evidence that  
8 has been filed and the process that is being used to  
9 deal with that? Let the record show they do not.

10 We need to take up the question of a  
11 briefing, post-hearing briefing schedule. Before I  
12 do that, are there any other matters that need  
13 attention prior to taking up the briefing? Let the  
14 record show no response.

15 I believe that the Motion to Establish  
16 a Briefing Schedule was filed on e-Docket this  
17 morning. Obviously, no one would have had an  
18 opportunity to file any sort of response to that. It  
19 is my understanding the parties have also had some  
20 discussions this morning with regard to briefing. Is  
21 there an agreed-to briefing schedule to be proposed  
22 at this time?

1           MR. STURTEVANT: I believe there is, Your  
2 Honor. Petitioners and Staff have agreed to a  
3 briefing schedule of initial briefs to be filed  
4 February 25, 2009, with reply briefs filed on March  
5 6, 2009. Petitioners will also request leave to file  
6 a draft order, if appropriate, in conjunction with  
7 our reply briefs.

8           JUDGE JONES: All right. We will hear from the  
9 other parties in a minute. I just have one comment  
10 regarding a draft order. I have no problem with  
11 Petitioners or others filing suggested orders if they  
12 wish to. My only concern with the scheduling on that  
13 is that if someone sees something in that draft order  
14 they believe requires some sort of response, then  
15 there is nothing in the schedule to cover that. I  
16 guess one way around that is if there are draft  
17 orders or suggested orders, that those be filed, for  
18 example, a week ahead of the reply briefs so that  
19 then the reply brief can be used as dual purpose  
20 documents to respond to the initial briefs and to the  
21 draft orders as needed, or a separate responsive  
22 filing to the draft order could be filed on that

1 date.

2 I have seen situations where parties  
3 believe that there are arguments made or positions  
4 set forth in draft orders in a manner that require  
5 some sort of response and then there is no provision  
6 in the schedule to deal with it. Hence, some  
7 adjustment in that proposed schedule would be in  
8 order to deal with that. Then, this all assumes that  
9 other parties have no objections to your briefing  
10 proposal in the first place.

11 So having said all that, we will start  
12 with Petitioners. Do you have any objection to  
13 submitting that draft order, if you decide to submit  
14 one, a week prior to the reply briefs?

15 MR. STURTEVANT: We have no objection to that.

16 JUDGE JONES: All right. Let's turn it over to  
17 the other parties. Do the other parties have any  
18 objection to the proposed briefing schedule outlined  
19 by Mr. Sturtevant subject to that clarification that  
20 was just put in there?

21 MR. LAKSHMANAN: No, Your Honor.

22 MS. BUELL: Your Honor, did you indicate you

1 would be sending out a list of all the exhibits that  
2 have been filed in this proceeding? Did I understand  
3 that correctly?

4 JUDGE JONES: What I will do is make some sort  
5 of e-Docket entry that will identify the exhibits and  
6 the dates they were filed and contain any other  
7 information that I think is necessary to distinguish  
8 them from similarly identified exhibits in the  
9 record.

10 MS. BUELL: Thank you, Your Honor, that would  
11 be most helpful because, as expressed before, Staff  
12 is slightly concerned about the confusing cites to  
13 the testimony in this case.

14 JUDGE JONES: Well, let me -- I am sorry to cut  
15 you off there. I think Mr. Sturtevant, he is going  
16 to file his exhibits with the new suffixes so I don't  
17 think there should be -- I don't think that confusion  
18 should be such that it will require some kind of list  
19 from me to be filed, but I will file one. But he is  
20 actually going to make a new filing that will  
21 identify each of those exhibits with the new suffix,  
22 correct?

1 MR. STURTEVANT: That's correct. Your Honor.

2 JUDGE JONES: So that's going to be on  
3 e-Docket. So there wouldn't be anything, really, in  
4 any list I would put on there that would differ from  
5 that. However, with the Staff affidavits, since  
6 those are not going to be refiled with some sort of  
7 clarifying suffix, I will make sure that there is  
8 some sort of entry on e-Docket that will identify  
9 those and distinguish those.

10 Plus, as noted, there is going to need  
11 to be rulings anyway with regard to the pending  
12 motions. So that has to be done, too. But the  
13 rulings with reference to the Ameren exhibits, they  
14 will work off the identification numbers that  
15 Mr. Sturtevant will be providing in the next few  
16 days. So there won't be any changes made in any of  
17 the identification numbers that will be on the  
18 Petitioner exhibits with the new suffixes that will  
19 be filed.

20 MS. BUELL: Thank you, Your Honor. Given the  
21 fact that Staff would have an opportunity to comment  
22 on the Company's draft order when it files its reply

1 brief on March 6, Staff would have no objection to  
2 the proposed schedule.

3 JUDGE JONES: Any other questions with regard  
4 to the briefing schedule? Let the record show there  
5 are not.

6 At this time then let the record show  
7 that the date for simultaneous initial briefs is  
8 February 25, 2009. If Petitioners or anyone else  
9 files a suggested order, the date for that will be  
10 February 27, 2009.

11 The date for reply briefs is March 6,  
12 2009. As noted, parties may use the reply briefs to  
13 respond to the suggested order if they wish to  
14 designate a portion of it for that purpose or they  
15 may make a separate filing if they wish to on March 6  
16 that responds to the suggested order, if they believe  
17 that is something that would be appropriate for them  
18 to do. That is how that will be handled. That will  
19 provide a little bit of flexibility to parties in  
20 their March 6 filing in terms of how to deal with  
21 anything they see in a draft order that they think  
22 needs attention.

1                   So are there any questions or points  
2 of clarification about that? Let the record show  
3 there are not. I think that covers the post-hearing  
4 briefing schedule as well.

5                   Do the parties have anything else for  
6 today's purposes? Let the record show no response.

7                   Is there any objection to marking the  
8 matter heard and taken, subject to the post-hearing  
9 scheduling that has been discussed this morning? Let  
10 the record show there is not.

11                   At this time then let the record show  
12 that today's hearing is concluded. Our thanks to the  
13 parties for their participation and development of  
14 the post-hearing schedule. At this time, subject to  
15 the post-hearing schedule just placed into the  
16 record, this matter is hereby marked heard and taken.  
17 Thank you, all.

18                   HEARD AND TAKEN

19  
20  
21  
22