

**THE STATE CORPORATION COMMISSION  
OF THE STATE OF KANSAS**

Before Commissioners:                    Shari Feist Albrecht, Chair  
   Jay Scott Emler  
   Pat Apple

In the Matter of the Application of Great            )  
Plains Energy Incorporated, Kansas City            )  
Power & Light Company, and Westar            )            Docket No. 18-KCPE-095-MER  
Energy, Inc. for Approval of the Merger of            )  
Westar Energy, Inc. and Great Plains Energy            )  
Incorporated.    )

**ORDER GRANTING WAL-MART’S MOTION TO LATE FILE DIRECT TESTIMONY**

This matter comes before the State Corporation Commission of the State of Kansas (Commission) for consideration and decision. Having reviewed the pleadings and record, the Commission makes the following findings:

1. On August 25, 2017, Westar Energy, Inc. and Kansas Gas and Electric Company (Westar), Great Plains Energy Incorporated (Great Plains) and Kansas City Power & Light Company (KCP&L) filed an Application seeking approval to merge. The Applicants intend to form a new, publicly traded holding company with a combined equity value of approximately \$14 billion, which will operate regulated electric utilities in Kansas and Missouri.<sup>1</sup> Westar and KCP&L would become wholly-owned subsidiaries of the new holding company.<sup>2</sup> As proposed, Westar shareholders will own approximately 52.5% of the combined company with Great Plains’ shareholders owning the remaining 47.5% of the combined company.<sup>3</sup>

2. On October 10, 2017, Wal-Mart Stores, Inc. (Wal-Mart) was granted intervention.<sup>4</sup>

<sup>1</sup> Application, Aug. 25, 2017, ¶¶ 9-10.

<sup>2</sup> *Id.*, ¶ 10.

<sup>3</sup> *Id.*, ¶ 11.

<sup>4</sup> Order Granting Wal-Mart Stores, Inc.’s Petition to Intervene, Oct. 10, 2018, ¶4.

3. On November 21, 2017, the Commission issued its Order Setting Procedural Schedule, which included a January 29, 2018, 5:00 p.m. deadline for intervenors to file their direct testimony.<sup>5</sup>

4. On January 30, 2018, Wal-Mart filed a Motion to Late File Direct Testimony (Motion), explaining that due to other pressing matters, its counsel missed the deadline to file the Direct Testimony and Exhibits of Steve W. Chriss by approximately 40 minutes and requesting leave to late file its direct testimony.<sup>6</sup> Wal-Mart suggests granting its Motion would not prejudice any of the other parties.<sup>7</sup>

5. Under K.A.R. 82-1-217, when a party is required to act within a specified time, and fails to do so, the Commission has discretion to extend the time where the failure to act was the result of excusable neglect.<sup>8</sup> Wal-Mart acknowledges its failure to timely file was due to excusable neglect. Furthermore, none of the parties have objected to Wal-Mart's Motion or claimed they would be prejudiced if the Commission granted the Motion. Therefore, pursuant to K.A.R. 82-1-217(b), the Commission grants Wal-Mart's Motion.

**THEREFORE, THE COMMISSION ORDERS:**

A. Pursuant to K.A.R. 82-1-217(b), Wal-Mart's Motion to Late File Direct Testimony is granted. The Commission accepts the filing of the Direct Testimony and Exhibits of Steve W. Chriss.

B. The parties have 15 days from the date this Order was electronically served to petition for reconsideration.<sup>9</sup>

---

<sup>5</sup> Order Setting Procedural Schedule, Nov. 21, 2017, ¶ 12.

<sup>6</sup> Motion to Late File Direct Testimony, Jan. 30, 2018, ¶ 2.

<sup>7</sup> *Id.*, ¶ 3.

<sup>8</sup> K.A.R. 82-1-217(b).

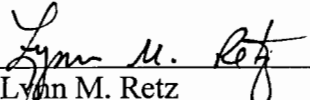
<sup>9</sup> K.S.A. 66-118b; K.S.A. 77-529(a)(1).

C. The Commission retains jurisdiction over the subject matter and parties for the purpose of entering such further orders as it deems necessary.

**BY THE COMMISSION IT IS SO ORDERED.**

Albrecht, Chair; Emler, Commissioner; Apple, Commissioner

Dated: FEB 08 2018

  
\_\_\_\_\_  
Lynn M. Retz  
Secretary to the Commission

BGF

**EMAILED**

FEB 08 2018

**CERTIFICATE OF SERVICE**

18-KCPE-095-MER

I, the undersigned, certify that the true copy of the attached Order has been served to the following parties by means of

Electronic Service on FEB 08 2018.

JASON IANACONE

IBEW Local 225  
PO Box 404  
Burlington, KS 66839  
jason.ianacone@gmail.com

BRAD MILLER, EAST END ASST. BUS. MGR.

IBEW Local Union No. 304  
3906 NW 16th Street  
Topeka, KS 66615  
bradm@ibew304.org

MICHAEL E. AMASH, ATTORNEY  
BLAKE & UHLIG PA  
SUITE 475 NEW BROTHERHOOD BLDG  
753 STATE AVE.  
KANSAS CITY, KS 66101  
Fax: 913-321-2396  
mea@blake-uhlig.com

MARTIN J. BREGMAN  
BREGMAN LAW OFFICE, L.L.C.  
311 PARKER CIRCLE  
LAWRENCE, KS 66049  
mjb@mjbregmanlaw.com

ANDREW J ZELLERS, GEN COUNSEL/VP REGULATORY  
AFFAIRS  
BRIGHTERGY, LLC  
1712 MAIN ST 6TH FLR  
KANSAS CITY, MO 64108  
Fax: 816-511-0822  
andy.zellers@brightergy.com

GLENDA CAFER, ATTORNEY  
CAFER PEMBERTON LLC  
3321 SW 6TH ST  
TOPEKA, KS 66606  
Fax: 785-233-3040  
glenda@caferlaw.com

TERRI PEMBERTON, ATTORNEY  
CAFER PEMBERTON LLC  
3321 SW 6TH ST  
TOPEKA, KS 66606  
Fax: 785-233-3040  
terri@caferlaw.com

CARY CATCHPOLE, ACCOUNTANT/ECONOMIST  
CITIZENS' UTILITY RATEPAYER BOARD  
1500 SW ARROWHEAD RD  
TOPEKA, KS 66604  
Fax: 785-271-3116  
c.catchpole@curb.kansas.gov

THOMAS J. CONNORS, ATTORNEY AT LAW  
CITIZENS' UTILITY RATEPAYER BOARD  
1500 SW ARROWHEAD RD  
TOPEKA, KS 66604  
Fax: 785-271-3116  
tj.connors@curb.kansas.gov

TODD E. LOVE, ATTORNEY  
CITIZENS' UTILITY RATEPAYER BOARD  
1500 SW ARROWHEAD RD  
TOPEKA, KS 66604  
Fax: 785-271-3116  
t.love@curb.kansas.gov

## CERTIFICATE OF SERVICE

18-KCPE-095-MER

DAVID W. NICKEL, CONSUMER COUNSEL  
CITIZENS' UTILITY RATEPAYER BOARD  
1500 SW ARROWHEAD RD  
TOPEKA, KS 66604  
Fax: 785-271-3116  
d.nickel@curb.kansas.gov

SHONDA RABB  
CITIZENS' UTILITY RATEPAYER BOARD  
1500 SW ARROWHEAD RD  
TOPEKA, KS 66604  
Fax: 785-271-3116  
s.rabb@curb.kansas.gov

DELLA SMITH  
CITIZENS' UTILITY RATEPAYER BOARD  
1500 SW ARROWHEAD RD  
TOPEKA, KS 66604  
Fax: 785-271-3116  
d.smith@curb.kansas.gov

DOROTHY BARNETT  
CLIMATE & ENERGY PROJECT  
PO BOX 1858  
HUTCHINSON, KS 67504-1858  
barnett@climateandenergy.org

JONATHAN LESSER  
CONTINENTAL ECONOMICS, INC.  
6 REAL PLACE  
SCANDIA PARK, NM 87047  
jlesser@continentalecon.com

DANIEL R. ZMIJEWSKI  
DRZ LAW FIRM  
9229 WARD PARKWAY STE 370  
KANSAS CITY, MO 64114  
Fax: 816-523-5667  
dan@drzlawfirm.com

SHANNON FISK, ATTORNEY  
EARTHJUSTICE  
1617 JOHN F KENNEDY BLVD  
SUITE 1675  
PHILADELPHIA, PA 19103  
sfisk@earthjustice.org

SARAH STEELE  
GILMORE & BELL, P.C.  
ONE MAIN PLACE  
100 NORTH MAIN, STE. 800  
WICHITA, KS 67202  
ssteele@gilmorebell.com

DARRELL MCCUBBINS, BUSINESS MANAGER  
IBEW LOCAL UNION NO. 1464  
1760 UNIVERSAL AVENUE  
KANSAS CITY, MO 64120  
Fax: 816-483-4239  
kwhiteman@ibew1464.org

DAVID PINON, BUSINESS MANAGER  
IBEW LOCAL UNION NO. 1613  
6900 EXECUTIVE DR  
SUITE 180  
KANSAS CITY, MO 64120  
local1613@earthlink.net

JOHN GARRETSON, BUSINESS MANAGER  
IBEW LOCAL UNION NO. 304  
3906 NW 16TH STREET  
TOPEKA, KS 66615  
Fax: 785-235-3345  
johng@ibew304.org

RANDY ADAMS, BUSINESS MANAGER  
IBEW LOCAL UNION NO. 412  
1760 UNIVERSAL AVENUE  
KANSAS CITY, MO 64120  
Fax: 816-231-5515  
business.manager@ibew412.org

## CERTIFICATE OF SERVICE

18-KCPE-095-MER

JOHN KRAJEWSKI, PRESIDENT  
J K ENERGY CONSULTING LLC  
650 J STREET STE 108  
LINCOLN, NE 68508  
Fax: 402-438-4322  
jk@jkenergyconsulting.com

DEBRA D. ROBY, ATTORNEY  
JENNINGS, STROUSS & SALMON, P.L.C  
1350 I Street, NW  
Suite 810  
WASHINGTON, DC 20005  
Fax: 202-371-9025  
droby@jsslaw.com

SUSAN ALIG, ASSISTANT COUNSEL  
KANSAS CITY KANSAS BOARD OF PUBLIC UTILITIES  
701 N 7TH STREET  
KANSAS CITY, KS 66101  
Fax: 913-573-5243  
salig@wycokck.org

ROBERT J. HACK, LEAD REGULATORY COUNSEL  
KANSAS CITY POWER & LIGHT COMPANY  
ONE KANSAS CITY PL, 1200 MAIN ST 31ST FLOOR (64105  
PO BOX 418679  
KANSAS CITY, MO 64141-9679  
Fax: 816-556-2787  
rob.hack@kcpl.com

ROGER W. STEINER, CORPORATE COUNSEL  
KANSAS CITY POWER & LIGHT COMPANY  
ONE KANSAS CITY PL, 1200 MAIN ST 31ST FLOOR (64105  
PO BOX 418679  
KANSAS CITY, MO 64141-9679  
Fax: 816-556-2787  
roger.steiner@kcpl.com

ANTHONY WESTENKIRCHNER, SENIOR PARALEGAL  
KANSAS CITY POWER & LIGHT COMPANY  
ONE KANSAS CITY PL, 1200 MAIN ST 31ST FLOOR (64105  
PO BOX 418679  
KANSAS CITY, MO 64141-9679  
Fax: 816-556-2787  
anthony.westenkirchner@kcpl.com

ALAN I. ROBBINS, ATTORNEY  
JENNINGS, STROUSS & SALMON, P.L.C  
1350 I Street, NW  
Suite 810  
WASHINGTON, DC 20005  
Fax: 202-408-5406  
arobbins@jsslaw.com

ANDREA I. SARMENTERO GARZON  
JENNINGS, STROUSS & SALMON, P.L.C  
1350 I Street, NW  
Suite 810  
WASHINGTON, DC 20005  
Fax: 202-371-9025  
asarmentero@jsslaw.com

ANGELA LAWSON, SENIOR COUNSEL  
KANSAS CITY KANSAS BOARD OF PUBLIC UTILITIES  
540 MINNESOTA AVENUE  
KANSAS CITY, KS 66101-2930  
alawson@bpu.com

DARRIN R. IVES, VICE PRESIDENT, REGULATORY  
AFFAIRS  
KANSAS CITY POWER & LIGHT COMPANY  
ONE KANSAS CITY PL, 1200 MAIN ST 31ST FLOOR (64105  
PO BOX 418679  
KANSAS CITY, MO 64141-9679  
Fax: 816-556-2110  
darrin.ives@kcpl.com

NICOLE A. WEHRY, SENIOR REGULATORY  
COMMUNICATIONS SPECIALIST  
KANSAS CITY POWER & LIGHT COMPANY  
ONE KANSAS CITY PL, 1200 MAIN ST 31ST FLOOR (64105  
PO BOX 418679  
KANSAS CITY, MO 64141-9679  
Fax: 816-556-2787  
nicole.wehry@kcpl.com

BRIAN G. FEDOTIN, DEPUTY GENERAL COUNSEL  
KANSAS CORPORATION COMMISSION  
1500 SW ARROWHEAD RD  
TOPEKA, KS 66604-4027  
Fax: 785-271-3314  
b.fedotin@kcc.ks.gov

**CERTIFICATE OF SERVICE**

18-KCPE-095-MER

DUSTIN KIRK, DEPUTY GENERAL COUNSEL  
KANSAS CORPORATION COMMISSION  
1500 SW ARROWHEAD RD  
TOPEKA, KS 66604-4027  
Fax: 785-271-3354  
d.kirk@kcc.ks.gov

MICHAEL NEELEY, LITIGATION COUNSEL  
KANSAS CORPORATION COMMISSION  
1500 SW ARROWHEAD RD  
TOPEKA, KS 66604-4027  
Fax: 785-271-3167  
m.neeley@kcc.ks.gov

AMBER SMITH, CHIEF LITIGATION COUNSEL  
KANSAS CORPORATION COMMISSION  
1500 SW ARROWHEAD RD  
TOPEKA, KS 66604-4027  
Fax: 785-271-3167  
a.smith@kcc.ks.gov

MARK DOLJAC, DIR RATES AND REGULATION  
KANSAS ELECTRIC POWER CO-OP, INC.  
600 SW CORPORATE VIEW (66615)  
PO BOX 4877  
TOPEKA, KS 66604-0877  
Fax: 785-271-4888  
mdoljac@kepco.org

WILLIAM G. RIGGINS, GENERAL COUNSEL  
KANSAS ELECTRIC POWER CO-OP, INC.  
600 SW CORPORATE VIEW (66615)  
PO BOX 4877  
TOPEKA, KS 66604-0877  
Fax: 785-271-4884  
briggins@kepco.org

JAMES GING, DIRECTOR ENGINEERING SERVICES  
KANSAS POWER POOL  
100 N BROADWAY STE L110  
WICHITA, KS 67202  
Fax: 888-431-4943  
jging@kpp.agency

LARRY HOLLOWAY, ASST GEN MGR OPERATIONS  
KANSAS POWER POOL  
100 N BROADWAY STE L110  
WICHITA, KS 67202  
Fax: 888-431-4943  
lholloway@kpp.agency

ROBERT V. EYE, ATTORNEY AT LAW  
KAUFFMAN & EYE  
4840 Bob Billings Pkwy, Ste. 1010  
Lawrence, KS 66049-3862  
Fax: 785-749-1202  
bob@kauffmaneye.com

ASHLEY M. BOND, ATTORNEY  
KENNETH HOLMBOE  
1730 RHODE ISLAND AVENUE NW  
SUITE 700  
WASHINGTON, DC 20036-3155  
Fax: 202-289-8450  
amb@duncanallen.com

KENNETH M. HOLMBOE, ATTORNEY AT LAW  
KENNETH HOLMBOE  
1730 RHODE ISLAND AVENUE NW  
SUITE 700  
WASHINGTON, DC 20036-3155  
Fax: 202-289-8450  
kh@duncanallen.com

GREGG D. OTTINGER, ATTORNEY  
KENNETH HOLMBOE  
1730 RHODE ISLAND AVENUE NW  
SUITE 700  
WASHINGTON, DC 20036-3155  
Fax: 202-289-8450  
gdo@duncanallen.com

JOHN MICHAEL ADRAGNA ESQ.  
MCCARTER ENGLISH, LLP  
1015 15TH STREET, NW  
12TH FLOOR  
WASHINGTON, DC 20005  
Fax: 202-296-0166  
jadragna@mccarter.com

## CERTIFICATE OF SERVICE

18-KCPE-095-MER

KIMBERLY BRICKELL FRANK ESQ.  
MCCARTER ENGLISH, LLP  
1015 15TH STREET, NW  
12TH FLOOR  
WASHINGTON, DC 20005  
Fax: 202-296-0166  
kfrank@mccarter.com

ROBERT MUIRHEAD, REGULATORY-VICE-PRES  
CUSTOMER SERVICE  
MIDWEST ENERGY, INC.  
1330 Canterbury Rd  
PO Box 898  
Hays, KS 67601-0898  
bmuirhead@mwenergy.com

FRANK A. CARO, JR., ATTORNEY  
POLSINELLI PC  
900 W 48TH PLACE STE 900  
KANSAS CITY, MO 64112  
Fax: 816-753-1536  
fcaro@polsinelli.com

SUNIL BECTOR, ATTORNEY  
SIERRA CLUB  
2101 WEBSTER, SUITE 1300  
OAKLAND, CA 94312-3011  
Fax: 510-208-3140  
sunil.bector@sierraclub.org

JAMES P. ZAKOURA, ATTORNEY  
SMITHYMAN & ZAKOURA, CHTD.  
7400 W 110TH ST STE 750  
OVERLAND PARK, KS 66210-2362  
Fax: 913-661-9863  
jim@smizak-law.com

JAMES BRUNGARDT, MANAGER, REGULATORY  
RELATIONS  
SUNFLOWER ELECTRIC POWER CORPORATION  
301W. 13TH  
PO BOX 1020 (67601-1020)  
HAYS, KS 67601  
Fax: 785-623-3395  
jbrungardt@sunflower.net

WILLIAM DOWLING, VP ENGINEERING & ENERGY  
SUPPLY  
MIDWEST ENERGY, INC.  
1330 CANTERBURY ROAD  
PO BOX 898  
HAYS, KS 67601-0898  
Fax: 785-625-1487  
bdowling@mwenergy.com

ANNE E. CALLENBACH, ATTORNEY  
POLSINELLI PC  
900 W 48TH PLACE STE 900  
KANSAS CITY, MO 64112  
Fax: 913-451-6205  
acallenbach@polsinelli.com

BORIS STEFFEN  
RMS US LLP  
1861 INTERNATIONAL DRIVE  
SUITE 400  
MCLEAN, VA 22102  
boris.steffen@rsmus.com

ANDREW J. FRENCH, ATTORNEY AT LAW  
SMITHYMAN & ZAKOURA, CHTD.  
7400 W 110TH ST STE 750  
OVERLAND PARK, KS 66210-2362  
Fax: 913-661-9863  
andrew@smizak-law.com

RENEE BRAUN, CORPORATE PARALEGAL, SUPERVISOR  
SUNFLOWER ELECTRIC POWER CORPORATION  
301W. 13TH  
PO BOX 1020 (67601-1020)  
HAYS, KS 67601  
Fax: 785-623-3395  
rbraun@sunflower.net

DAVIS ROONEY, VICE PRESIDENT AND CFO  
SUNFLOWER ELECTRIC POWER CORPORATION  
301W. 13TH  
PO BOX 1020 (67601-1020)  
HAYS, KS 67601  
Fax: 785-623-3395  
hrooney@sunflower.net



**CERTIFICATE OF SERVICE**

18-KCPE-095-MER

AL TAMIMI, VICE PRESIDENT, TRANSMISSION PLANNING  
AND POLICY  
SUNFLOWER ELECTRIC POWER CORPORATION  
301W. 13TH  
PO BOX 1020 (67601-1020)  
HAYS, KS 67601  
Fax: 785-623-3395  
atamimi@sunflower.net

TIMOTHY E. MCKEE, ATTORNEY  
TRIPLETT, WOOLF & GARRETSON, LLC  
2959 N ROCK RD STE 300  
WICHITA, KS 67226  
Fax: 316-630-8101  
temckee@twgfirm.com

TAYLOR P. CALCARA, ATTORNEY  
WATKINS CALCARA CHTD.  
1321 MAIN ST STE 300  
PO DRAWER 1110  
GREAT BEND, KS 67530  
Fax: 620-792-2775  
tcalcara@wcrf.com

JEFFREY L. MARTIN, VICE PRESIDENT, REGULATORY  
AFFAIRS  
WESTAR ENERGY, INC.  
818 S KANSAS AVE  
PO BOX 889  
TOPEKA, KS 66601-0889  
jeff.martin@westarenergy.com

AMY FELLOWS CLINE, ATTORNEY  
TRIPLETT, WOOLF & GARRETSON, LLC  
2959 N ROCK RD STE 300  
WICHITA, KS 67226  
Fax: 316-630-8101  
amycline@twgfirm.com

MARK D. CALCARA, ATTORNEY  
WATKINS CALCARA CHTD.  
1321 MAIN ST STE 300  
PO DRAWER 1110  
GREAT BEND, KS 67530  
Fax: 620-792-2775  
mcalcara@wcrf.com

CATHRYN J. DINGES, SENIOR CORPORATE COUNSEL  
WESTAR ENERGY, INC.  
818 S KANSAS AVE  
PO BOX 889  
TOPEKA, KS 66601-0889  
Fax: 785-575-8136  
cathy.dinges@westarenergy.com

DAVID L. WOODSMALL  
WOODSMALL LAW OFFICE  
308 E HIGH ST STE 204  
JEFFERSON CITY, MO 65101  
Fax: 573-635-7523  
david.woodsmall@woodsmalllaw.com

/S/ DeeAnn Shupe  
DeeAnn Shupe

---

**EMAILED**

FEB 08 2018