

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

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

In the Matter of the Joint Application of)	
ITC Great Plains, LLC, and its Parent)	
Company, ITC Holdings Corp., Together)	
with Fortis Inc., FortisUS Inc., ITC)	
Investment Holdings, Inc. and Element)	
Acquisition Sub, Inc., for an Order)	Docket No. 16-ITCE-512-ACQ
Approving the Acquisition by Fortis, Inc. of)	
the Majority of All Classes of the Stock of)	
ITC Holdings Corp., and its Subsidiary)	
Companies, Including ITC Great Plains,)	
LLC.)	

**ORDER GRANTING SUNFLOWER ELECTRIC POWER CORPORATION AND
MID-KANSAS ELECTRIC COMPANY, LLC'S PETITION TO INTERVENE**

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 May 10, 2016, ITC Great Plains, LLC (ITC), on behalf of itself and its parent company ITC Holdings Corp., and Fortis Inc. (Fortis) and its subsidiaries, including FortisUS Inc., ITC Investment Holdings Inc. and Element Acquisition Sub Inc. (Joint Applicants) filed a Joint Application for Transaction Approval and Expedited Treatment, requesting approval of Fortis's acquisition of ITC.¹

2. On June 20, 2016, Sunflower Electric Power Corporation (Sunflower) and Mid-Kansas Electric Company, LLC (Mid-Kansas) jointly filed a Petition to Intervene, citing a desire to ensure certain co-development agreements, maintenance agreements, and joint ownership

¹ Joint Application for Transaction Approval and Expedited Treatment, May 10, 2016, ¶ 1.

agreements they have with ITC are not negatively impacted.² Sunflower and Mid-Kansas also note ITC has made certain assurances regarding the recovery of transaction and acquisition costs, which could affect transmission rates paid by Sunflower and Mid-Kansas customers.³

3. The Commission has broad discretion to grant a petition for intervention if it is in the interest of justice, if the intervention will not impair the orderly and prompt conduct of the proceedings, and if the party has stated facts demonstrating its legal rights, duties and privileges, immunities, or other legal interests may be substantially affected by the proceeding.⁴ Furthermore, at any time during a proceeding, the Commission may impose limitations on an intervenor's participation.⁵

4. The Commission finds and concludes that Sunflower and Mid-Kansas have met the requirements of K.A.R. 82-1-225 and K.S.A. 77-521 and should be granted intervention in this Docket. Sunflower and Mid-Kansas will be added to the mailing list, and electronic service of pleadings; communications, and correspondence should be delivered to counsel of record and Sunflower and Mid-Kansas's other designees as follows:

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² Petition to Intervene, June 20, 2016, ¶ 3.

³ *Id.*, ¶ 4.

⁴ K.S.A. 77-521; K.A.R. 82-1-225.

⁵ K.S.A. 77-521(c).


THEREFORE, THE COMMISSION ORDERS:

- A. Sunflower and Mid-Kansas's Petition to Intervene is granted.
- B. The parties have 15 days from the date this Order was electronically served to petition for reconsideration.⁶
- 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.

Emler, Chairman; Albrecht, Commissioner; Apple, Commissioner

Dated: AUG 02 2016



Amy L. Green
Secretary to the Commission

BGF

EMAILED

AUG 02 2016

⁶ K.S.A. 66-118b; K.S.A. 77-529(a)(1).

CERTIFICATE OF SERVICE

16-ITCE-512-ACQ

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 AUG 02 2016.

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