

**BEFORE THE
PUBLIC SERVICE COMMISSION OF WISCONSIN**

Application of Wisconsin Energy Corporation for
Approval to Acquire the Outstanding Common Stock of
Integrus Energy Group, Inc.

Docket No. 9400-YO-100

**WISCONSIN ENERGY CORPORATION'S AND INTEGRUS ENERGY GROUP, INC.'S
RESPONSE TO EXPEDITED MOTION FOR ORDER MODIFYING THE SCHEDULE**

Wisconsin Energy Corporation (WEC) and Integrus Energy Group, Inc. (Integrus) agree to the modified schedule proposed by the Moving Intervenors.¹

WEC and Integrus request that the order approving the modified schedule also address the scope of the supplemental direct and rebuttal testimony concerning the Michigan Agreements. The Michigan Agreements will be the subject of a separate Commission proceeding under Wis. Stat. § 196.80. The merits of the actions contemplated by those agreements will be debated in that docket. WEC anticipates filing an application in that docket in the near future.²

In this proceeding, testimony about the Michigan Agreements should be limited to a description of the terms of those agreements and the potential effect, if any, of the agreements on WEC's acquisition of Integrus. This scope appears consistent with the Moving Intervenors' request for testimony "explaining how the Michigan Agreements impact this proceeding and identifying the Michigan Agreements' details." (Moving Intervenors' Br. p. 4). In other words, testimony in this proceeding should be limited to the intersection of the Michigan asset

¹ The terms "Moving Intervenors" and "Michigan Agreement" have the same meanings as in the Moving Intervenors' motion.

² Since WEC's acquisition of Integrus is contingent on closing the Michigan asset transaction, WEC will seek an expedited schedule for administrative review of the Michigan asset transaction.

transaction and the larger WEC/Integrys deal. This proceeding is ***not*** the proper forum to debate the merits of WEC's decision to sell its Michigan assets. That debate, if it becomes necessary, can occur in the separate proceeding concerning the Michigan transaction.

WEC and Integrys propose slightly longer periods for responses to discovery than proposed by the Moving Intervenors -- 10 days prior to filing of the supplemental direct testimony, and six days after filing the supplemental direct testimony. To give the parties to this proceeding a head start on anticipated discovery, WEC is providing as Exhibit A the "Agreement for Merger Settlement" that was signed by WEC, Michigan's Governor, Michigan's Attorney General, the Mines and Michigan PSC Staff. WEC is also providing, as a confidential Exhibit B, the confidential term sheet between WEPCO and the Upper Peninsula Power Company to Staff and those parties that have signed a confidentiality agreement allowing them to see competitively-sensitive information. These two documents are the operative agreements at the heart of the Michigan transaction. WEC and Integrys also seek clarification that the shortened discovery periods apply only to discovery about the Michigan transaction; for all other discovery in this docket, the normal time periods should apply.

Finally, some housekeeping. The current Prehearing Conference Memo does not contain a time for the various hearings. WEC and Integrys respectfully request that times be set for the public and technical hearings.

Dated: January 20, 2015

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