

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

Noranda Aluminum, Inc., et al,)	
)	
Complainants,)	
)	
v.)	File No. EC-2014-0223
)	
Union Electric Company, d/b/a)	
Ameren Missouri)	
)	
Respondent.)	

Noranda Aluminum, Inc., et al,)	
)	
Complainants,)	
)	
v.)	File No. EC-2014-0224
)	
Union Electric Company, d/b/a)	
Ameren Missouri)	
)	
Respondent.)	

**APPLICATION TO INTERVENE OUT OF TIME
OF UNITED FOR MISSOURI**

COMES NOW United For Missouri, Inc. (“UFM”), by and through its counsel, pursuant to Commission Rule 4 CSR 240-2.075, and respectfully applies to intervene as a party in the above referenced cases. In support of this Application, UFM states as follows:

1. UFM is a nonprofit Mutual Benefit corporation organized under the laws of the state of Missouri. A copy of UFM’s Articles of Incorporation is attached hereto as Exhibit A. Formed in July 2010, UFM is committed to serving its members and the public in educating the public about and supporting economic policies in the state that will achieve growth, opportunity and prosperity. Part of that economic policy is energy policies that support the development of utility services that are reliable and abundant at just, reasonable and non-discriminatory rates.

UFM seeks to help state legislators, state-wide elected officials, state agencies, the media and individual citizens understand why policies that promote the American free enterprise system are the best method to ensuring prosperity for all Missourians. UFM has many members that are served by Ameren Missouri, as residential, commercial and/or industrial customers.

2. UFM's interest in this matter relates to the electric rates for Ameren Missouri's industrial, commercial and residential customers and the effect thereof on achieving a strong economic environment in the state of Missouri. This interest is different than the interest of the general public. UFM believes that its intervention and participation in this proceeding would serve the public interest in that it will provide the Commission with an additional perspective. UFM seeks to become a party to this case for all purposes.

3. Correspondence, communications, orders and the decisions in this matter should be addressed to:

Carl Bearden
Executive Director
United for Missouri
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Springfield, Missouri 65808
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Phone: 888-332-3811

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4. Noranda Aluminum, Inc. and 37 other individual customers of Ameren Missouri filed two complaints against Union Electric Company, d/b/a Ameren Missouri ("Ameren Missouri") on February 12, 2014. On February 13, 2014, the Commission issued a Notice of Complaint, Order Establishing Time to Respond and Order Establishing Time to Apply to

Intervene in each case (“Notices”). The Notices established a deadline for motions to intervene of March 7, 2014. During such time, UFM was unaware of the complaints or how it could participate. Upon suggestion by a number of its members, UFM consulted the undersigned counsel on March 24, 2014, for purposes of seeking representation on the complaints. Since that time, UFM has made a diligent attempt to determine its ability and usefulness in pursuing intervention in these cases as well as in seeking corporate approval to pursue intervention.

5. Failing to meet the intervention deadline was not for the purpose of delay but rather due to circumstances beyond the control and experience of UFM. UFM requests the Commission to deem the delay as excusable and good cause to grant this Application to Intervene out of time.

6. UFM accepts the record established in the cases, including the requirements of any orders of the Commission, as of the date this Application is filed.

7. UFM takes no position on the complaints at this time, but reserves the right to take such positions as it deems appropriate during the course of the cases.

WHEREFORE, for the foregoing reasons, United for Missouri respectfully requests the Commission grant its Application to Intervene in these matters.

Respectfully submitted,

By: /s/ David C. Linton

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CERTIFICATE OF SERVICE

I hereby certify that a true copy of the foregoing Application to Intervene was sent to all parties of record, as identified below, in File Nos. EC-2014-0223 and EC-2014-0224 via electronic transmission this 18th day of April, 2014.

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Missouri Public Service Commission

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Noranda Aluminum, Inc. et al.

MIEC (Complainants)

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AARP

Consumers Council of Missouri

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/s/ David C. Linton

**ARTICLES OF INCORPORATION
OF
UNITED FOR MISSOURI**

A Missouri Nonprofit Corporation

The undersigned natural person of the age of eighteen years or more for the purpose of forming a corporation under the Nonprofit Corporation Law of Missouri adopts the following Articles of Incorporation:

ARTICLE I

The name of the Corporation is: United for Missouri.

ARTICLE II

This corporation is a Mutual Benefit corporation.

ARTICLE III

The period of duration of the corporation is Perpetual.

ARTICLE IV

The name and street address of the initial Registered Agent and Registered Office in Missouri is Eleanor A. Maynard, Law Offices of Eleanor A. Maynard, LLC, 116 Maple Hill Lane, Labadie, MO 63055.

ARTICLE V

The name and addresses of the incorporator is Eleanor A. Maynard, 116 Maple Hill Lane, Labadie, MO 63055.

ARTICLE VI

The corporation shall have no members for purposes of Chapter 355 RSMo. The affairs of the corporation shall be managed by its Board of Directors. The number of Directors and their terms shall be as provided in the Bylaws, provided that there shall not be less than three Directors. The Directors of the corporation shall be elected in the manner described in the Bylaws. Bylaws of the corporation, consistent with these Articles, shall be adopted by the Board of Directors, and may be amended in the manner provided in the Bylaws.

ARTICLE VII

These Articles may be amended by the Board of Directors in the manner provided in the _____

Exhibit A



Bylaws.

ARTICLE VIII

In the event of dissolution, the Board of Directors shall, after paying or making provision for payment of all the liabilities of the corporation, distribute all assets of the corporation to one or more organizations then qualified under sections 501(c)(3) or 501(c)(4) of the Internal Revenue Code of 1986, as amended (or the corresponding provision of any future United States Internal Revenue Law) selected by the Board of Directors of the corporation. Any such assets not so disposed of shall be disposed of by the Circuit Court of the city or county in which the principal office of the corporation is then located to such organization or organizations as said court shall determine and as are then qualified as exempt under section 501(c)(3) or 501(c)(4) of the Internal Revenue Code of 1986, as amended (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE IX

The corporation shall have all the powers permitted a corporation that is both a nonprofit corporation under the Missouri Nonprofit Corporation Act and as an exempt organization described in section 501(c)(4) of the Internal Revenue Code of 1986, as amended (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE X

The corporation is organized, and shall be operated, exclusively for the promotion of the common good and general welfare of the people of the State of Missouri within the meaning of section 501(c)(4) of the Internal Revenue Code of 1986, as amended (or the corresponding provision of any future United States Revenue Law). No part of the net earnings of the corporation shall inure to the benefit of, or be distributed to, its Trustees, Directors, Officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in this Article. Any other provision of these Articles to the contrary notwithstanding, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from the Federal income tax under section 501(c)(4) of the Internal Revenue Code of 1986, as amended (or the corresponding provision of any future United States Internal Revenue Law) and (b) by a corporation organized under the Missouri Nonprofit Corporation Law as now existing or hereafter amended.

ARTICLE XI

The provisions of this Article shall be in the nature of a contract between the corporation and each of its Directors and Officers made in consideration of such person's continued service

to the corporation. The protection afforded to each Director or Officer by the provisions of this Article shall survive such person's term of office or employment. This Article may not be repealed, nor may the benefits to the Directors and Officers afforded hereby diminished, except as to liability accruing in respect of acts or omissions occurring after the date of such repeal or modification.

The corporation shall hold harmless and indemnify each Director and Officer to the fullest extent authorized or permitted by Missouri Revised Statute Section 355.476 or any other or additional statutory provisions which are hereafter adopted authorizing or permitting such indemnification.

The corporation may purchase and maintain for the benefit of each Director or Officer, as named insured or additional insured, a policy or policies of general comprehensive liability insurance (covering claims arising out of death, illness, or injury or arising out of property loss or damage) and directors' and officers' liability insurance (covering claims arising out of wrongful acts or omissions) in respect of liabilities asserted against and/or incurred by its Directors and Officers in either such capacity or otherwise in the performance of their services for the corporation.

In addition to the foregoing, and subject only to the exclusions set forth in this Article, the corporation shall, to the fullest extent authorized or permitted by the provisions of Section 355.476 RSMo., hold harmless and indemnify each Director and Officer: (a) against any and all expenses (including attorneys' fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by such Director or Officer in connection with any threatened, pending, or completed action, suit, or proceeding, whether civil, criminal, administrative (including an action by or in the right of the corporation) to which such Director or Officer is, was, or at any time became a party, or is threatened to be made a party, by reason of the fact that such Director or Officer is, or was, or at any time becomes a Director, Officer, employee or agent of the corporation, or is or was serving or at any time serves at the request of the corporation as a Director, Officer, employee, or agent of another corporation, partnership, joint venture, trust, or other enterprise; and (b) otherwise to the fullest extent as may be provided to such Director or Officer by the corporation under the non-exclusivity provision of the foregoing statute.

No indemnity pursuant to this Article shall be paid by the corporation: (a) except to the extent the aggregate of losses to be indemnified thereunder exceeds the amount of such losses for which the Director or Officer is indemnified either pursuant to this Article or pursuant to any insurance of the type referred to in this Article purchased and maintained by the corporation; (b) in respect of remuneration paid to such Director or Officer if it shall be determined by a final decision by a court having jurisdiction in the matter that such remuneration was in violation of law; (c) on account of such Director's or Officer's conduct which is finally adjudged by a court having jurisdiction of the matter to have been knowingly fraudulent, deliberately dishonest or willful misconduct; or (d) if the final decision by a court having jurisdiction in the matter shall determine that such indemnification is not lawful.

All agreements and obligations of the corporation contained in this Article shall continue during the period the Director or Officer is a Director or Officer of the corporation (or is or was serving at the request of the corporation as a director, officer, employee, or agent of another corporation, partnership, joint venture, trust, or other enterprise) and shall continue thereafter so long as the Director or Officer shall be subject to any possible claim or threatened, pending, or completed action, suit, proceeding, whether civil, criminal, or investigative, by reason of the fact that he or she was a Director or Officer of the corporation or was serving in any other capacity referred to in this Article.

The corporation shall pay, in advance of the final disposition of the action, suit, or proceeding, all reasonable expenses of the Director or Officer incurred in defending any civil or criminal action, suit, or proceeding against him or her, provided he or she shall have agreed to reimburse the corporation if and to the extent that it shall be determined that he or she is not entitled to be indemnified by the corporation for such expenses.

ARTICLE XII

The effective date of this document is the date filed by the Secretary of State of Missouri.

In affirmation thereof, the facts stated above are true and correct:
(The undersigned understands that false statements made in this filing are subject to the penalties provided under Section 575.040 RSMo.)

Executed this 30th day of June, 2010, by the Incorporator.



Eleanor A. Maynard

State of Missouri



Robin Carnahan
Secretary of State

CERTIFICATE OF INCORPORATION MISSOURI NONPROFIT

WHEREAS, Articles of Incorporation of

United for Missouri
N01068656

have been received and filed in the Office of the Secretary of State, which Articles, in all respects, comply with the requirements of Missouri Nonprofit Corporation Law;

NOW, THEREFORE, I, ROBIN CARNAHAN, Secretary of the State of Missouri do by virtue of the authority vested in me by law, do hereby certify and declare this entity a body corporate, duly organized this date and that it is entitled to all rights and privileges granted corporations organized under the Missouri Nonprofit Corporation Law.

IN TESTIMONY WHEREOF, I hereunto
set my hand and cause to be affixed the
GREAT SEAL of the State of Missouri.
Done at the City of Jefferson, this
30th day of June, 2010.

Robin Carnahan

Secretary of State

