

An Ordinance granting The Empire District Electric Company, a corporation, its successors and assigns, the right to use the streets, alleys and public grounds for the purpose of erecting and maintaining an electric distribution system, with the necessary poles, wires and other apparatus, equipment and appliances therefor, and to string wires above ground or carry same thereunder; and the right to do all things necessary and proper for the purpose of generating or otherwise procuring electric energy, or any part thereof, and distributing same throughout the City of Republic, Missouri, and of supplying and selling electric energy for light, power, heat and any other purposes to the said City and the inhabitants thereof, and fixing the terms and conditions upon which such rights may be granted and exercised.

BE IT ORDAINED by the Board of Aldermen of the City of Republic, Missouri, as follows:

SECTION 1. That The Empire District Electric Company, hereinafter called the Company, its successors and assigns, are hereby authorized and empowered to use the streets, avenues, lanes, alleys and other public grounds and ways in the City of Republic, Missouri, as its limits now exist or may be altered, for the purposes of erecting and maintaining an electric distribution system, with the poles, wires (above ground or thereunder) and other apparatus, equipment and appliances necessary therefor, subject to reasonable supervision of the Board of Aldermen as to the place and manner of erecting the poles for said purposes; and for the purpose of conducting, supplying, distributing, and selling electric energy to the City and/or the inhabitants thereof for light, power, heat, and other purposes; and for the purpose of erecting and maintaining a plant or plants in said City for the generating of electric energy, with the right in said Company also to generate or procure said electric energy, or any part thereof, at other points and to carry same into said City and there make distribution and sale thereof, and the further right in said Company to transmit any of said electric energy from or through said City for sale outside the limits thereof.

SECTION 2. Said Company shall use every reasonable precaution to avoid damage or injury to person or property, and agrees to indemnify and save harmless the said City from damage, injury, suits, actions, loss or expense arising from any negligent construction, reconstruction, repair, maintenance or operation of its said electrical system.

SECTION 3. The Company agrees that it will furnish continuous and uninterrupted electric service from the beginning of such service to the end of the franchise period, except for interruptions caused by strikes, riots, Governmental interference or regulation, acts of Providence, accidents beyond the control of the Company, or necessary maintenance or replacements.

SECTION 4. All rates established and charges made by the Company for electric energy distributed and sold hereunder shall be subject to the valid and lawful orders of the Public Service Commission of the State of Missouri, or other competent authority having jurisdiction, and the distribution and sale of electric energy to consumers shall be governed by such operating rules, regulations and practices of the Company as may now or hereafter be prescribed or approved by competent authority.

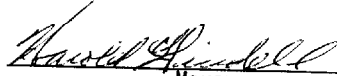
SECTION 5. All the terms and provisions of this Ordinance shall be binding upon the parties hereto, and upon their respective successors and assigns.

SECTION 6. This Ordinance is a renewal of an existing franchise granted by the City to the Company.

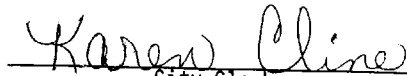
SECTION 7. The franchise and all rights granted herein shall continue and remain in full force and effect for a period of twenty (20) years from and after the effective date of this Ordinance, as set forth in Section 8 hereof, provided written acceptance is made by the Company, signed by its proper officers and filed with the City Clerk within a period of sixty (60) days from and after said effective date.

SECTION 8. The effective date of this Ordinance and the franchise and other rights granted herein shall be February 14, 1994.

PASSED AND APPROVED this 14th day of February, 1994.

  
\_\_\_\_\_  
Mayor

( S E A L )

  
\_\_\_\_\_  
City Clerk

FROM THE RECORDS OF THE CITY OF REPUBLIC, MISSOURI.

The Board of Aldermen of the City of Republic, Missouri, met in regular session at City Hall, at 7:00 o'clock p.m. on Monday, January 10, 1994, with the following present:

Glen Miller, Tom Cunningham, Jim Gray,  
Jim Zane, Doug Boatright, Leon Medlin,  
Alene Miller,  
with the following absent:  
Bob Franks,

When and where the following, among other proceedings of the Board were had and made a matter of record, to-wit:

A bill was submitted for consideration, entitled: "An Ordinance granting The Empire District Electric Company, a corporation, its successors and assigns, the right to use the streets, alleys and public grounds for the purpose of erecting and maintaining an electric distribution system, with the necessary poles, wires and other apparatus, equipment and appliances therefor, and to string wires above ground or carry same thereunder; and the right to do all things necessary and proper for the purpose of generating or otherwise procuring electric energy, or any part thereof, and distributing same throughout the City of Republic, Missouri, and of supplying and selling electric energy for light, power, heat and any other purposes to the said City and the inhabitants thereof, and fixing the terms and conditions upon which such rights may be granted and exercised."

After considerable discussion of the matter by the Board with Mr. Jack Mayfield and Mrs. Ellen Letterman of The Empire District Electric Company who was present at the meeting on behalf of the Empire company, a motion was made by Leon Medlin, seconded by Jim Zane, that the bill be placed on its first reading; the same was publicly read in full and passed on its first reading by the following vote:

Doug Boatright, Aye; Jim Zane, Aye; Glen Miller, Aye;  
Alene Miller, Aye; Tom Cunningham, Aye; Jim Gray, Aye;  
Leon Medlin, Aye; \_\_\_\_\_, Aye; \_\_\_\_\_, Aye;  
Nay, None.

The bill was then held for further reading at a subsequent meeting of the Board.

\* \* \* \* \*

I, Karen Cline, Clerk of the City of Republic, Missouri, do hereby certify that the above and foregoing is a true and correct copy of a part of the minutes of the meeting of the Board of Aldermen held January 10, 1994, being that part regarding the passage on first reading of Bill No. 93-1519, as same appears in the records of said City.

In testimony hereof, I have hereunto set my hand as said City Clerk, and affixed the seal of said City at my office in Republic, Missouri this 10th day of January, 1994.

Karen Cline  
City Clerk

( S E A L )

FROM THE RECORDS OF THE CITY OF REPUBLIC, MISSOURI.

The Board of Aldermen of the City of the Republic, Missouri, met in regular session at City Hall, at 7:00 o'clock p.m. on Monday, February 14, 1994, with the following present:

Alene Miller, Glen Miller, Jim Gray,  
Leon Medlin, Jim Zane, Tom Cunningham,  
with the following absent:  
Bob Franks,

When and where the following, among other proceedings of the Board were had and made a matter of record, to-wit:

Bill Number 93-1519, was submitted for consideration, entitled: "An Ordinance granting The Empire District Electric Company, a corporation, its successors and assigns, the right to use the streets, alleys and public grounds for the purpose of erecting and maintaining an electric distribution system, with the necessary poles, wires and other apparatus, equipment and appliances therefor, and to string wires above ground or carry same thereunder; and the right to do all things necessary and proper for the purpose of generating or otherwise procuring electric energy, or any part thereof, and distributing same throughout the City of Republic, Missouri, and of supplying and selling electric energy for light, power, heat and any other purposes to the said City and the inhabitants thereof, and fixing the terms and conditions upon which such rights may be granted and exercised."

Karen Cline reported that this bill had been on file with the City Clerk for public inspection since it was passed by the Board on its first reading on January 10, 1994.

After considerable discussion of the matter by the Council with Mrs. Ellen Letterman of The Empire District Electric Company who was present at the meeting on behalf of the Empire company, it was moved by Tom Cunningham, seconded by Jim Zane, that any rules contrary thereto be suspended and the bill be placed on its second and final reading; was read in full and passed on its second reading by the following vote:

Glen Miller, Aye; Alene Miller, Aye; Jim Gray, Aye;  
Leon Medlin, Aye; Tom Cunningham, Aye; Jim Zane, Aye;  
Nay, None.

It was moved by Leon Medlin, seconded by Glen Miller, that the bill be given the title of Ordinance No. 93-1519 and be adopted and the same was adopted by the following vote:

Alene Miller, Aye; Jim Zane, Aye; Tom Cunningham, Aye;  
Leon Medlin, Aye; Glen Miller, Aye; Jim Gray, Aye;  
Nay None.

Said instrument was then signed by the Mayor and attested by the Clerk, and being so passed and adopted, was made a part of the records of the Board of Aldermen.

\* \* \* \* \*

I, Karen Cline, Clerk of the City of Republic, Missouri, do hereby certify that the above and foregoing is a true and correct copy of a part of the minutes of the meeting of the Board of Aldermen held February 14, 1994, being that part regarding the passage of Ordinance No. 93-1519, as same appears in the records of said City.

I further certify that the Bill adopted as Ordinance No. 93-1519 remained on file in my office for public inspection at least thirty (30) days before its final passage.

In testimony hereof, I have hereunto set my hand as said City Clerk, and affixed the seal of said City at my office in Republic, Missouri this 14th day of February, 1994.

Karen Cline  
City Clerk

( S E A L )

CERTIFICATION

I, Karen Cline, Clerk of the City of Republic, Missouri do hereby certify that attached hereto is a true and correct copy of Ordinance No. 93-1519 adopted at meeting of the Board of Aldermen held on February 14, 1994.

I further certify that Bill No. 93-1519 adopted as Ordinance No. 93-1519 remained on file in my office for public inspection at least thirty (30) days before its final passage.

I further certify that within thirty (30) days after the passage of Ordinance No. 93-1519, no petition was filed in my office calling for submission to the voters of the question of approval or disapproval of the franchise granted in Ordinance No. 93-1519.

In Testimony Hereof, I have hereunto set my hand as said City Clerk and affixed the seal of said City at my office in Republic, Missouri this 17th day of March, 1994.

( S E A L )

Karen Cline  
City Clerk

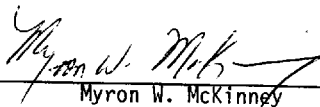
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To the Mayor and Board of Aldermen  
of the City of Republic, Missouri

THE EMPIRE DISTRICT ELECTRIC COMPANY hereby accepts the terms and provisions  
of Ordinance No. 93-1519, passed by your Honorable Body on February 14,  
19 94.

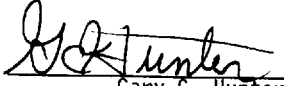
By



Myron W. McKinney  
Vice-President

( S E A L )

ATTEST:

  
\_\_\_\_\_  
Gary C. Hunter  
Secretary