

Exhibit F

July 8, 1988

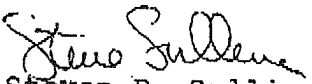
J. C. Thompson:

Re: Columbia Gas Franchise

Attached please find the following documents regarding a recent grant by the City of Columbia to Union Electric for a 20-year gas franchise:

1. Affidavit of publication;
2. Franchise ordinance no. 11822;
3. Union Electric's unconditional acceptance of the franchise;
4. Certification of the election results.

This is a 20-year franchise effective June 10, 1988. No franchise fee is required. Jerry Brown should be contacted regarding Union Electric's share of the election expense.


Steven R. Sullivan
Attorney

SRS/jmm
Attachments
cc: D. McGillicuddy
D. Harrison
J. Brown

NOTICE OF ELECTION

herby given to the voters of the Columbia School District No. 093 County, State of Missouri, that an election will be held on Tuesday, 7th of June, 1988, to vote on the following question:

all the school board of the Columbia School District be authorized to increase the tax levy for improvement of instruction & employment of staff by seventeen cents (\$0.17) on the one hundred dollars assessed valuation? If this proposition is approved by the voters, the total operating levy of the school district will be three dollars and seventy-five cents (\$3.75) per one hundred dollars of assessed valuation.

order of the Board of Education, this, the 11th day of April, 1988,

/s/Henry K. Fisher
Secretary, Board of Education

PROPOSITION

the school board of the Columbia School District be authorized to increase the tax levy for improvement of instruction & employment of staff by seventeen cents (\$0.17) on one hundred dollars assessed valuation? If this proposition is approved by the voters, the total operating levy of the school district will be three dollars and seventy-five cents (\$3.75) per one hundred dollars of assessed valuation.

YES	12
NO	14

INSTRUCTIONS TO VOTERS: If you are in favor of the proposition, punch a hole opposite the word "YES". If you are opposed to the proposition, punch a hole opposite the word "NO".

NOTICE OF SPECIAL ELECTION CITY OF COLUMBIA, MISSOURI

is hereby given to the qualified voters of the City of Columbia, Missouri, that the City Council of the City has called a special election to be held on Tuesday, June 7, 1988, commencing at six o'clock a.m. and at seven o'clock p.m., on the question contained in the following proposition:

PROPOSITION 1

Is a 20-year natural gas franchise be granted to Union Company?

YES	27
NO	29

INSTRUCTIONS TO VOTERS: If you are in favor of the proposition, punch a hole opposite the word "YES". If you are opposed to the proposition, punch a hole opposite the word "NO".

this day of , 1988.

Wendy Noren
Clerk of the County Commission

Missouri }
of Boone } ss.
Columbia }

the above and foregoing proposition is a true and correct copy of Columbia No. 11823 as the same appears of record in the council records of said city in my custody in my office in the Daniel Boone building.

(SEAL)

In Witness Whereof, I have hereto set my hand and affixed the corporate seal of said city this 11th day of April, 1988.
/s/Louisa H. Daniel
City Clerk

NOTICE OF ELECTION

Notice is hereby given to the qualified voters of the Centralia Special Road District that the County Commission of Boone County has called an election to be held in said District on Tuesday, the seventh day of June, 1988, commencing at six o'clock a.m. on said day for the purpose of voting on the levy of an additional twenty-six cent (\$.26) tax on the \$100.00 assessed valuation for the year 1988.

The ballots to be used at said election shall be in substantially the form as set forth in the following sample ballot:

PROPOSITION

Shall the Centralia Special Road District of Boone County, Missouri, levy an additional tax rate of 26 cents (\$.26) on the hundred dollar valuation for the year 1988?

YES	9
NO	11

INSTRUCTIONS TO VOTERS: If you are in favor of the proposition, punch a hole opposite the word "YES". If you are opposed to the proposition, punch a hole opposite the word "NO".

NOTICE OF ELECTION

Notice is hereby given to the qualified voters of Ward Two of the City of Ashland that a Special Election will be held in the City on Tuesday, the 7th day of June, 1988 for the purpose of electing an Alderman Ward Two. Polls will be open between the hours of 6:00 a.m. and 7:00 p.m. on said day during which time any person properly registered to vote in Ashland, Ward Two will be given the opportunity to cast his or her ballot.

ALDERMAN, WARD TWO: (Vote for one)

DON W. RUTHERFORD	13
RICHARD McCUBBIN	15

INSTRUCTIONS TO VOTERS: Punch a hole opposite the name of the person for whom you wish to vote.

I, Wendy S. Noren, County Clerk and Election Authority in and for the County of Boone, State of Missouri, hereby certify that the above and foregoing is a true and correct copy of the ballot as certified to me by the officers or agencies calling for an election to be held in said County on Tuesday, the 7th day of June, 1988.

The polling places for said election will be open from the hours of 6:00 a.m. until 7:00 p.m. during which time any person properly registered to vote in the county will be given the opportunity to cast his or her ballot. Done by order of the County Clerk of the County of Boone, this 12th day of April, 1988.

(SEAL)

/s/WENDY S. NOREN
COUNTY CLERK
BOONE COUNTY, MISSOURI

Int.: May 25 and June 6, 1988

AFFIDAVIT OF PUBLICATION

STATE OF MISSOURI

} ss.

County of Boone

I, A. EDWARD HEINS, being duly sworn according to law, state that I am one of the publishers of the Columbia Missourian, a daily newspaper of general circulation in the County of Boone where located; which has been admitted to the Post Office as second class matter in the City of Columbia, Missouri, the city of publication; which newspaper has been published regularly and consecutively for a period of three years and has a list of bona fide subscribers voluntarily engaged as such who have paid or agreed to pay a stated price for a subscription for a definite period of time, and that such newspaper has complied with the provision of Section 493.050, Revised Statutes of Missouri, 1969. The affixed notice appeared in said newspaper on the following consecutive issues:

1st Insertion,	May 25	1988
2nd Insertion,	June 6	1988
3rd Insertion,		19
4th Insertion,		19
5th Insertion,		19
6th Insertion,		19
7th Insertion,		19
8th Insertion,		19
9th Insertion,		19
10th Insertion,		19
11th Insertion,		19
12th Insertion,		19
13th Insertion,		19
14th Insertion,		19
15th Insertion,		19
16th Insertion,		19
17th Insertion,		19
18th Insertion,		19
19th Insertion,		19
20th Insertion,		19
21st Insertion,		19

PRINTER'S FEE \$240.80

COLUMBIA MISSOURIAN

By

Subscribed and sworn to before me this 7th day of June, 1988.

Notary Public

My Commission Expires June 12, 1991

Received of the sum of for publishing the attached notice.

Publisher

Introduced by

Smith

First Reading

3-31-88

Second Reading

4-4-88

Ordinance No.

011822

Council Bill No.

B 80-88

011822

Permanent Record
Filed in Clerk's Office

AN ORDINANCE

repealing Ordinance 1965 and granting for a period of twenty (20) years to Union Electric Company, a corporation, its successors and assigns, the franchise, right, permission, and authority to construct, reconstruct, excavate for, place, maintain, operate, and use its system of mains, pipes, services and other equipment, and appliances in connection therewith in, along, across, over and under the streets, roads, alleys, sidewalks, squares, bridges and other public places in the City of Columbia, Missouri and areas dedicated to the City for public utility use, for the purpose of transmitting, furnishing and distributing gas, prescribing the terms and conditions of such grant; imposing certain obligations upon the grantee, its successors and assigns, successively, in connection therewith; and providing that this ordinance shall not be effective unless and until such grant be approved by a majority of the voters of the City at an election.

WHEREAS, Union Electric Company, a corporation, has made application to the City Council of the City of Columbia asking that the franchise, right, permission and authority be granted to it, its successors and assigns, by ordinance, to use the streets, roads, alleys, sidewalks and other public places in said City for the transmission, furnishing and distribution of gas in and through said City for a period of twenty (20) years; and

WHEREAS, the City Council of the City of Columbia did on the 4th day of April, 1988, hold a public hearing on the application aforesaid, as required by Section 89 of Article X of the Home Rule Charter of the City of Columbia, Missouri.

NOW, THEREFORE, BE IT ORDAINED BY THE COUNCIL OF THE CITY OF COLUMBIA, MISSOURI, AS FOLLOWS:

SECTION 1. Ordinance No. 1965 is hereby repealed in its entirety.

SECTION 2. The franchise, right, permission and authority is hereby granted to and vested in Union Electric Company, a Missouri corporation, hereinafter called "Company," to construct, reconstruct, excavate for, place, maintain, operate, and use all necessary or appropriate systems of mains, pipes, services and other equipment, with all necessary or appropriate appurtenances and appliances in connection therewith, in, along, across, over and under the streets, roads, alleys, sidewalks, squares, bridges and other public places within the corporate limits of the City of Columbia, hereinafter called "City," as now fixed and as hereafter extended, and areas dedicated to the City for public utility use, for the purpose of furnishing and distributing gas for light, heat, power and other purposes within said City and in territory adjacent to said City, and for the purpose of transmitting gas through said City; all such equipment, appliances and apparatus to be installed and maintained with due regard to the rightful use by other persons, with vehicles or otherwise, of the streets, roads, alleys, sidewalks, squares, bridges and other public places, and areas dedicated to the City for public utility use, and Company's exercise of the rights, permission and authority hereby granted shall at all times be subject to the provisions of this Ordinance and proper regulation by the City in the exercise of its police powers.

SECTION 3. All facilities of Company in said City shall be installed, maintained and operated in accordance with the applicable rules and regulations of the Missouri Public Service Commission of the State of Missouri.

APPENDIX 6

SECTION 4. Company shall maintain adequate and continuous service to the inhabitants of said City in accordance with its rules and regulations on file with the Missouri Public Service Commission, subject, however, to temporary cessations of service occasioned by fire, explosion, flood, strike, insurrection, mob violence, governmental interference, breakdown or injury to equipment or lines or other accidents or causes not reasonably within control of Company. Company shall install, operate, and maintain all of its facilities in accordance with standard utility practice.

SECTION 5. (a) Company shall cooperate with City so that any construction, excavation, maintenance, or replacement of gas facilities planned by Company is coordinated with public works plans of the City. Such coordination shall be done in advance of commencement of work. All excavations made by Company for construction, reconstructing, placing, maintaining, operating and using its gas system shall be made in accordance with ordinances, rules and regulations of the City, now in force or hereafter adopted; and all injuries to the streets, roads, alleys, sidewalks, squares, bridges, and other public places in the City caused by such excavations shall be repaired by Company without cost to City and to the satisfaction of the City.

(b) If it shall become necessary for City in the exercise of its police power for a proper public purpose to change the grade, width, general structure, or appurtenances including but not limited to storm sewer facilities, traffic control devices, street lights, curb and/or gutter, of any street, road, alley, sidewalk, square, bridge or other public place, which change shall require the relocation of any gas facilities of Company situated on said street, road, sidewalk, square, bridge or other public place within City, the Company shall, without cost to City, unless agreed to otherwise by City and Company, make such relocations as may be necessary to make such changes, it being understood that this provision is for the sole benefit of City and shall not relieve other persons, corporations, partnerships, or governmental bodies of any obligation to pay such relocation costs as they may be obligated to pay as a matter of law or by reason of contractual or applicable tariff provisions.

SECTION 6. (a) Company shall install, maintain and operate its gas facilities in compliance with Sections 89 and 90 of Article X of the Home Rule Charter of City and all ordinances and laws of City affecting such facilities.

(b) Company shall obtain a permit from City prior to installing or replacing any facilities of Company except that such permit need not be obtained in advance in emergency situations in which it is impracticable for Company to obtain such permit in advance and such installation or replacement is necessary to prevent interruption of service. When such emergency situations shall occur, Company shall notify City as soon as is reasonably possible and shall obtain the permit within a reasonable time thereafter. City shall not withhold such permit except on reasonable grounds.

SECTION 7. All rates and charges for gas consumed by the consumers within the City shall be in conformity with Company's schedules of rates as from time to time may be filed with and approved by the Missouri Public Service Commission.

SECTION 8. Subject to Section 9 hereof, the rights and privileges granted by this Ordinance shall remain in effect for a term of twenty (20) years, from and after the date of certification of the results of an election at which a majority of the voters approve the grant of this franchise; provided, however, that the City may terminate this franchise on any five (5) year anniversary date of the effective date of the franchise, by giving one (1) year notice in writing to the Company of the City's intention to do so.

SECTION 9. The City Council reserves the right, after public hearing, to revoke the franchise at any time together with all rights and privileges pertaining thereto, should any one of the following conditions exist and remain unremedied for sixty (60) days after receipt by Company of written notice thereof by City:

- (1) failure by Company to comply with any applicable rule, regulation or safety standard of any federal or state regulatory agency or governmental body unless such rule, regulation or standard is being contested by Company in a court of legal jurisdiction.
- (2) failure by Company to comply with the terms and conditions of this Ordinance or any other ordinance or regulation of City.
- (3) insolvency of Company, or inability of Company to pay its debts, adjudgment of Company as a bankrupt, or issuance of notice of the prospective foreclosure or other judicial sale of all or a substantial part of Company's system;
- (4) abandonment by Company of its facilities in City, or Company's permanent ceasing to operate such facilities; or
- (5) finding that Company has practiced a material fraud upon City in its exercise of its rights pursuant to the franchise.

SECTION 10. Company shall, not later than thirty (30) days after passage of this Ordinance, file with the City Clerk an unconditional acceptance thereof. Failure of Company to so accept this Ordinance shall constitute a rejection thereof by Company.

SECTION 11. This Ordinance shall not be effective unless and until the grants of franchise, rights, permission and authority herein contained be accepted by Company as above provided and approved by a majority of the voters of the City. If the grant be accepted by Company and approved at such election, this Ordinance, and the grant herein contained, shall be and continue in force and effect for a period of twenty (20) years from the date of certification of the results of such election (unless terminated or revoked earlier pursuant to Section 8 or Section 9 hereof).

SECTION 12. All ordinances and parts of ordinances in conflict with this Ordinance or with any of its provisions are, to the extent of such conflict, hereby repealed.

SECTION 13. If any provision of this Ordinance, or the application of such provision to particular circumstances, shall be held invalid, the remainder of this Ordinance, or the application of such provision to circumstances other than those as to which it is held invalid, shall not be affected thereby.

SECTION 14. This ordinance shall be in full force and effect from and after its passage.

PASSED this 4th day of April, 1988.

ATTEST:

Laura H. Daniel
City Clerk

Barney D. Smith
Mayor and Presiding Officer

APPROVED AS TO FORM:

David Beach
City Counselor

③

UNCONDITIONAL ACCEPTANCE OF GRANTEE

In consideration of an award of a public utility franchise within the City of Columbia, Missouri, as described in Ordinance No. 011822, passed by the City Council of the City of Columbia on the 4th day of April, 1988, Union Electric Company, a Missouri corporation, hereby:

- A. unconditionally accepts the franchise to be granted by Ordinance No. 011822, and promises and agrees to comply with and abide by all of its provisions, terms, and conditions; and
- B. unconditionally accepts its status as a public utility within the meaning of Article X of the Home Rule Charter of the City of Columbia, Missouri, 1949, as amended.

Dated this 6th day of April, 1988.

UNION ELECTRIC COMPANY (GRANTEE)

By David C. Harrison

ATTEST:

[Signature]
Secretary

Filed in the Office of the City Clerk of the City of Columbia, Missouri, this 7th day of April, 1988.

[Signature]
City Clerk
City of Columbia, Missouri

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APPENDIX G

UNCONDITIONAL ACCEPTANCE OF GRANTEE

In consideration of an award of a public utility franchise within the City of Columbia, Missouri, as described in Ordinance No. 011822, passed by the City Council of the City of Columbia on the 4th day of April, 1988, Union Electric Company, a Missouri corporation, hereby:

- A. unconditionally accepts the franchise to be granted by Ordinance No. 011822, and promises and agrees to comply with and abide by all of its provisions, terms, and conditions; and
- B. unconditionally accepts its status as a public utility within the meaning of Article X of the Home Rule Charter of the City of Columbia, Missouri, 1949, as amended.

Dated this 6th day of April, 1988.

UNION ELECTRIC COMPANY (GRANTEE)

By David C. Harrison

ATTEST:

James H. [Signature]
Secretary

Filed in the Office of the City Clerk of the City of Columbia, Missouri, this 7th day of April, 1988.

Laura D. Daniel
City Clerk
City of Columbia, Missouri

(5)

Permanent Record
 Filed in Clerk's Office

Introduced by

Smith

Council Bill No.

R 69-88

A RESOLUTION

declaring the results of the election held in the City of
Columbia on June 7, 1988.

BE IT RESOLVED BY THE COUNCIL OF THE CITY OF COLUMBIA, MISSOURI, AS FOLLOWS:

SECTION 1. The Council declares that the election held in the City of Columbia, Missouri on June 7, 1988 to consider granting a 20-year natural gas franchise to Union Electric Company was duly and regularly held and conducted in accordance with the laws of the State of Missouri and the ordinances of the City of Columbia, Missouri.

SECTION 2. In accordance with the results of the election certified by Wendy S. Noren, Clerk of the County Commission of Boone County and election authority for and within the County of Boone, State of Missouri, the Council hereby finds and declares that the following votes were cast in the June 7, 1988 election:

PROPOSITION 1

Shall a 20-year natural gas franchise be granted to Union
Electric Company?

YES	2,827
NO	1,303

SECTION 3. Based on the results of the election set forth in Section 2, the Council hereby declares that Proposition 1 passed and the franchise granted by Ordinance 11822 shall be in full force and effect for a period of twenty years from the date of this resolution unless terminated or revoked pursuant to Ordinance 11822 and the Charter of the City of Columbia, Missouri.

ADOPTED this 14th day of June, 1988.

ATTEST:

Laura H. Daniel
City Clerk

Barney D. Ford
Mayor and Presiding Officer

APPROVED AS TO FORM:

Frank Buchanan
City Counselor

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WENDY S. NOREN
BOONE COUNTY CLERK

DANIEL BOONE BUILDING
SEVENTH & BROADWAY
COLUMBIA, MO 65201
TELEPHONE (314) 874-7510

STATE OF MISSOURI)
) ss.
COUNTY OF BOONE)

I, Wendy S. Noren, Clerk of the County Commission and Election Authority in and for the County of Boone, State of Missouri, do hereby certify that at the Election held in the City of Columbia, County of Boone, State of Missouri, on Tuesday, June 7, 1988, there were cast by the qualified voters of said City, the following votes:

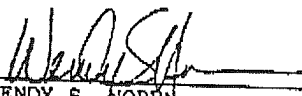
PROPOSITION 1

Shall a 20-year natural gas franchise be granted to Union Electric Company?

YES	2,827
NO	1,303

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the seal of the County of Boone, done at office in Columbia, Missouri, this 10th day of June, 1988.

(SEAL)


WENDY S. NOREN
Clerk of the County Commission
and Election Authority in and for
the County of Boone, State of
Missouri

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