

**STATE OF MISSOURI
PUBLIC SERVICE COMMISSION**

At a session of the Public Service Commission held at its office in Jefferson City on the 10th day of August, 2016.

In the Matter of The Empire District Electric Company, Liberty Utilities (Central) Co. and Liberty Sub Corp. Concerning an Agreement and Plan of Merger and Certain Related Transactions)	
)	<u>File No. EM-2016-0213</u>
)	
)	

ORDER APPROVING STIPULATIONS AND AGREEMENTS

Issue Date: August 10, 2016

Effective Date: August 10, 2016

On July 19, 2016, The Empire District Electric Company, Liberty Utilities (Central) Co. and Liberty Sub Corp. (“Joint Applicants”) jointly filed a separate non-unanimous stipulation and agreement (collectively, “Agreements”) with each of the following four parties – the City of Joplin, Empire District Retired Members & Spouses Association LLC, Laborer’s International Union of North America, and International Brotherhood of Electrical Workers Locals 1464 and 1474 (collectively, “Intervenors”). The Agreements constitute a settlement of the respective Intervenors’ issues relevant to the application filed by the Joint Applicants in this matter. The Agreements all describe conditions to the transaction proposed by the Joint Applicants’ application, which is still subject to Commission approval.

The Agreements are non-unanimous in that they were not signed by all parties. However, Commission Rule 4 CSR 240-2.115(2) provides that other parties have seven days in which to object to a non-unanimous stipulation and agreement. If no party files a timely objection to a stipulation and agreement, the Commission may treat it as a unanimous stipulation and agreement. More than seven days have passed since the

Agreements were filed, and no party has objected. Therefore, the Commission will treat the Agreements as unanimous stipulations and agreements. After reviewing the Agreements, the Commission independently finds and concludes that the Agreements are a reasonable resolution of the issues addressed by the Agreements and that such Agreements should be approved.

THE COMMISSION ORDERS THAT:

1. The *Stipulation and Agreement As To City of Joplin*, filed on July 19, 2016, is approved as a resolution of the issues addressed in that stipulation and agreement. The signatory parties are ordered to comply with the terms of the stipulation and agreement. A copy of the stipulation and agreement is attached to this order as Attachment A and incorporated herein.

2. The *Stipulation and Agreement As To EDRA*, filed on July 19, 2016, is approved as a resolution of the issues addressed in that stipulation and agreement. The signatory parties are ordered to comply with the terms of the stipulation and agreement. A copy of the stipulation and agreement is attached to this order as Attachment B and incorporated herein.

3. The *Stipulation and Agreement As To LiUNA*, filed on July 19, 2016, is approved as a resolution of the issues addressed in that stipulation and agreement. The signatory parties are ordered to comply with the terms of the stipulation and agreement. A copy of the stipulation and agreement is attached to this order as Attachment C and incorporated herein.

4. The *Stipulation and Agreement As To IBEW 1464 and 1474*, filed on July 19, 2016, is approved as a resolution of the issues addressed in that stipulation and

agreement. The signatory parties are ordered to comply with the terms of the stipulation and agreement. A copy of the stipulation and agreement is attached to this order as Attachment D and incorporated herein.

5. This order shall be effective when issued.



BY THE COMMISSION

A handwritten signature in black ink that reads "Morris L. Woodruff".

Morris L. Woodruff
Secretary

Hall, Chm., Stoll, Kenney,
and Rupp, CC., concur.
Coleman, C., absent.

Bushmann, Senior Regulatory Law Judge