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April 11, 2002

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OF COUNSEL

Mr. K. David Waddell
Executive Secretary
Tennessee Regulatory Authority
460 James Robertson Parkway
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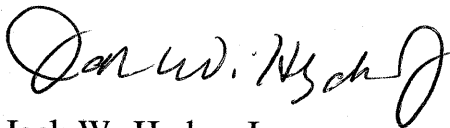
Re: *United Cities Gas Petition for Approval of New or Revised Franchise Agreements
with Kingsport, Bristol, Morristown and Maury County*
Docket No. 00-00562

Dear Mr. Waddell:

Enclosed for filing is the original, accompanied by thirteen (13) copies, of the *Response of City of Bristol to Post Hearing Brief of the Attorney General*.

Copies have been served on all interested parties in accordance with the certificate of service.

Very truly yours,



Jack W. Hyder, Jr.

POSTED
4/17/02

**BEFORE THE TENNESSEE REGULATORY AUTHORITY
NASHVILLE, TENNESSEE**

IN RE:)	
)	
UNITED CITIES GAS PETITION FOR)	Docket No. 00-00562
APPROVAL OF NEW OR REVISED)	
FRANCHISE AGREEMENTS WITH)	
KINGSPORT, BRISTOL, MORRISTOWN)	
AND MAURY COUNTY)	

**RESPONSE OF CITY OF BRISTOL TO
POST HEARING BRIEF OF THE ATTORNEY GENERAL**

The City of Bristol respectfully submits this response to the *Post Hearing Brief of the Attorney General* filed on April 8, 2002.

The issues and applicable law were discussed extensively by the Hearing Officer in his Order filed on February 15, 2002. The evidence presented by the City of Bristol at the hearing on March 14 is uncontroverted and establishes the following:

1. The 1999 amendment to the franchise agreement between United Cities Gas Company ("United Cities") and the City of Bristol ("Bristol") was the product of 2½ years of arms' length negotiations between the city and the gas company.
2. United Cities freely and voluntarily consented to the terms of the amended franchise and agreed to its terms.¹

¹ There is no merit to the Attorney General's assertion (page 2, lines 6-8) that Bristol threatened United Cities with the power of eminent domain. The record simply does not support such claim.

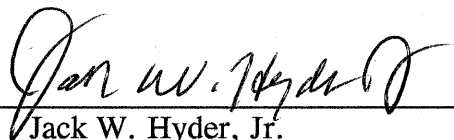
3. United Cities voluntarily initiated this proceeding seeking approval of the amended franchise agreement on the ground that the same is "fair, necessary, reasonable and proper to serve the public convenience and conserve[s] the public interest."

4. For the reasons shown in the voluminous record of this proceeding, the 1999 amended franchise agreement, as negotiated and approved by the duly elected representatives of the citizens of Bristol, is necessary and proper for the public convenience and properly conserves the public interest.

The City of Bristol relies on its *Proposed Findings of Fact and Conclusions of Law*, filed and served on March 14, 2002, and respectfully asks the authority to adopt the same as its own. The amended franchise agreement should be approved.

Respectfully submitted,

CITY OF BRISTOL TENNESSEE

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CERTIFICATE OF SERVICE

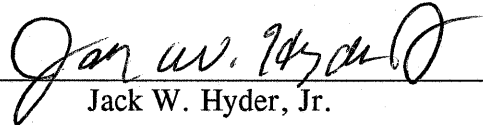
The undersigned certifies that on April 11, 2002, a copy of this *Response of City of Bristol to Post Hearing Brief of the Attorney General* was served by first-class mail, postage prepaid, addressed as follows:

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