

Exhibit No.:	_____
Witness:	T. Randall Thompson
Sponsoring Party:	Joint Applicants
Case No.:	Case No. WM-2015-0231

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DIRECT TESTIMONY

OF

T. RANDALL THOMPSON

June 4, 2015

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

In the matter of the Application of )  
Ozark Shores Water Company, North )  
Suburban Public Utility Company )  
and Camden County Public Water )  
Supply District Number Four for )  
an order authorizing the Sale, )  
Transfer and Assignment of Water )  
Assets to Camden County Public Water )  
Supply District Number Four and in )  
connection therewith certain other )  
related transactions. )

Case No. WM-2015-0231

**AFFIDAVIT OF T. RANDALL THOMPSON**

STATE OF MISSOURI     )  
                                      ) ss.  
COUNTY OF CAMDEN     )

I, T. Randall Thompson, of lawful age, and being duly sworn, do hereby depose and state:

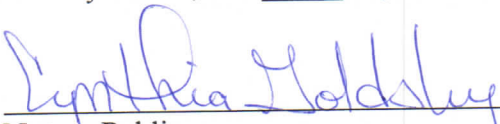
1. My name is T. Randall Thompson. I am presently a director of Public Water Supply District Number 4 of Camden County, Missouri, a Joint Applicant in the referenced matter.

2. Attached hereto and made a part hereof for all purposes is my direct testimony.

3. I hereby swear and affirm that my answers contained in the attached testimony to the questions therein propounded are true and correct to the best of my personal knowledge, information and belief.

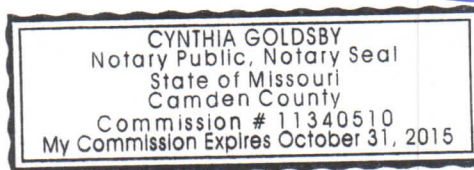
  
\_\_\_\_\_  
T. Randall Thompson

Subscribed and sworn to before me, a Notary Public, this 3 day of June, 2015.

  
\_\_\_\_\_  
Notary Public

My Commission expires:

10/31/15



1 DIRECT TESTIMONY

2 OF

3 T. RANDALL THOMPSON

4 CASE NO. WR-2015-0231

5 **Q. Please state your full name and business address.**

6 A. My name is T. Randall Thompson. My business address is 62 Bittersweet Road,  
7 The Village of Four Seasons, Missouri 65049

8 **Q. What is your position with Public Water Supply District Number Four of**  
9 **Camden County, Missouri (the “District”)?**

10 A. I am an active member of the Board of Directors. This is my 5th term on the  
11 District Board. I have been a member of the Board for 14 years. I am a  
12 customer of both Ozark Shores Water Company (“Company”) and the District.

13 **Q. What is the purpose of your testimony?**

14 A. The office of the Missouri Attorney General and the Staff of the Missouri Public  
15 Service Commission appear to be unclear about the reasons I voted in favor of the  
16 District’s decision to enter an agreement with Ozark Shores Water Company to  
17 purchase the Company’s assets. The purpose of my testimony is to correct  
18 misunderstandings.

19 **Q. Did you, at any time during Board’s deliberations and decision to purchase**  
20 **the assets of Ozark Shores Water Company, possess any conflict of interest**  
21 **that would violate the duty of loyalty that you have to the current and future**  
22 **ratepayers of the District?**

23 A. No.

1       **Q.     Do you, your spouse, or your dependent children possess a direct or indirect**  
2                   **ownership interest in Ozark Shores Water Company, North Suburban**  
3                   **Public Utility or RPS Properties?**

4       A.     No.

5       **Q.     Are you, your spouse, or your dependent children an officer, director or**  
6                   **employee of Ozark Shores Water Company, North Suburban Public Utility**  
7                   **or RPS Properties?**

8       A.     No.

9       **Q.     Are you, your spouse, or your dependent children a creditor of Ozark Shores**  
10                  **Water Company, North Suburban Public Utility or RPS Properties?**

11      A.     No.

12      **Q.     Have you, your spouse, or your dependent children received any financial**  
13                  **benefit, or the promise of any future financial benefit, from any owner,**  
14                  **officer, director or employee of Ozark Shores Water Company, North**  
15                  **Suburban Public Utility or RPS Properties in exchange for my approval of**  
16                  **the purchase of the Ozark Shores Water Company assets?**

17      A.     No.

18      **Q.     Why did you vote to acquire the assets of the Ozark Shores Water**  
19                  **Company?**

20      A.     After reviewing the transaction itself and the report of Boone Partners which has  
21                  been provided to the Commission already in this matter and deliberating the  
22                  merits of the proposal with the other Board Members, I voted to approve the  
23                  purchase of the assets.     I cast my vote, as I believe the entire Board did, in

1 exercise of the business judgment rule. My vote in favor of the transaction was  
2 cast in good faith; in the exercise of what I consider best business judgment; and  
3 uninfluenced by any other consideration than the honest belief that the asset  
4 purchase subserves the best interests of the District and its customers.

5 **Q. Does the District anticipate raising the rates of its customers, current or**  
6 **proposed, in connection with this transaction?**

7 A. No, the District anticipates keeping the Company's current rate schedules and  
8 adopting the rate schedules set in place by the Commission in 1998.

9 **Q. Does the District anticipate providing sewer services to the Company's**  
10 **customers in the future?**

11 A. The District currently provides sewer service to a portion of the Company's  
12 customers and will offer future sewer service as the Board deems it feasible. The  
13 District was granted the authority under Section 247.035 to provide sewer service  
14 to the majority of the Company's service territory in Case No. CV103-720CC by  
15 the Camden County Circuit Court in September, 2005. The District does not  
16 intend to affect the rights of any citizens within its boundaries to form a future  
17 sewer district under Chapters 248, 249 or 250 of Missouri Revised Code.

18 **Q. Does this conclude your testimony?**

19 A. Yes, it does.  
20  
21  
22