

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

In the Matter of the Joint Application of)
Missouri-American Water Company and EMC of)
St. Charles County, LLC for MAWC to Acquire Certain) **Case No. SM-2017-0069**
Sewer Assets of EMC and, in Connection Therewith,)
Certain Other Related Transactions.)

**MAWC AND EMC RESPONSE TO STAFF RECOMMENDATION
AND REQUEST FOR LESS THAN THIRTY DAY EFFECTIVE DATE**

COME NOW Missouri-American Water Company (MAWC) and EMC of St. Charles County, LLC (EMC) and, in response to the Staff Recommendation and Request for Less Than Thirty Day Effective Date, state as follows to the Missouri Public Service Commission (Commission):

RESPONSE

1. On September 8, 2016, MAWC and EMC filed a Joint Application and, if Necessary, Motion for Waiver.
2. On November 8, 2016, the Staff of the Commission filed its Staff Recommendation to Approve Transfer of Assets. On November 9, 2016, the Office of the Public Counsel (OPC) filed its Position Statement Regarding Approval of Transfer of Assets, wherein OPC indicated it had no objection to the Staff Recommendation.
3. MAWC and EMC have also reviewed the Staff Recommendation and do not object to the Staff Recommendation, to include the conditions proposed by the Staff. Accordingly, MAWC asks that the Commission approve the Joint Application, subject to Staff's proposed conditions.

LESS THAN THIRTY DAY EFFECTIVE DATE

4. It appears that the Joint Application is ready for Commission consideration as no outstanding issues remain between the parties. Given this situation, MAWC asks that the Commission issue its order as described below utilizing an effective date of December 15, 2016. A December 15, 2016 effective date would allow MAWC and EMC to close at the December mid-month period and sufficiently prior to the holidays and normal worker absence to allow for a smoother transition of customers to the MAWC billing system.

5. Section 386.490, RSMo, provides that Commission order will be effective thirty days after their service, "except as otherwise provided." The Commission may proceed on less than thirty days' notice where good cause is shown.

6. The simplification of the customer transfer by making a December 15, 2016 closing date possible, as well as the desire to transfer customers prior to the December holidays provide good cause to make the Commission's order effective on December 15, 2016.

WHEREFORE, MAWC and EMC request that the Commission issue its order, with an effective date of December 15, 2016:

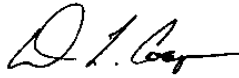
(A) authorizing EMC to sell and MAWC to acquire the assets of EMC identified herein, to include the certificate held by EMC or, in the alternative, granting MAWC a new certificate to provide water service in the areas now served by EMC;

(B) authorizing MAWC to enter into, execute and perform in accordance with the terms described in the Agreement attached to this Joint Application and to take any and all other actions which may be reasonably necessary and incidental to the performance of the acquisition; and,

(C) granting such other relief as may be deemed necessary and appropriate to accomplish the purposes of the Agreement and the Joint Application and to consummate

related transactions in accordance with the Agreement.

Respectfully submitted,



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ATTORNEY FOR MISSOURI-AMERICAN
WATER COMPANY

CERTIFICATE OF SERVICE

I do hereby certify that a true and correct copy of the foregoing document has been sent by electronic mail this 14th day of November, 2016, to:

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