

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

In the Matter of the Application of Confluence)
Rivers Utility Operating Company, Inc. to Acquire) File No. SA-2024-____
Certain Sewer Assets and for a Certificate)
of Convenience and Necessity (Timber Ridge))

APPLICATION AND MOTION FOR WAIVER

COMES NOW Confluence Rivers Utility Operating Company, Inc. (“Confluence Rivers” or “Applicant”) and, pursuant to Sections 393.170 and 393.190, RSMo, and 4 CSR 4240-2.060, 20 CSR 4240-3.305, and 20 CSR 4240-4.017, states the following to the Missouri Public Service Commission (“Commission”) as its *Application and Motion for Waiver*:

I. Introduction

1. Applicant is a Missouri corporation with its principal office and place of business at 1630 Des Peres Rd., Suite 140, St. Louis, MO 63131. Confluence Rivers is a Missouri corporation in good standing. A certified copy of Confluence Rivers’ certificate of good standing was filed in File No. WM-2018-0116 and is incorporated herein by reference.

2. Applicant provides water service to approximately 5,700 connections and sewer service to approximately 5,800 connections in several counties in Missouri. Confluence Rivers is a “water corporation,” a “sewer corporation,” and a “public utility,” as those terms are defined in Section 386.020, RSMo., and is subject to the jurisdiction and supervision of the Commission as provided by law.

3. Applicant has no overdue Commission annual reports or assessment fees. There is no pending action or final unsatisfied judgment or decision against Applicant from any state or federal agency or court which involves customer service or rates, which action, judgment or decision has occurred within three (3) years of the date of this Application.

4. Communications regarding this Application should be addressed to the undersigned counsel and to:

Josiah Cox, President
Confluence Rivers Utility Operating Company, Inc.
1630 Des Peres Rd., Suite 140
St. Louis, MO 63131
Phone: (314) 380-8544
E-mail: jcox@cswrgroup.com

II. The Proposed Transaction

5. The Applicant proposes to purchase substantially all of the unregulated sewer assets of Barbara E. Rampone (“Rampone”) located in and around the Timber Ridge subdivision in Johnson County, Missouri. Applicant seeks a Certificate of Convenience and Necessity (“CCN”) to operate the system and provide service to the public.

6. Timber Ridge consists of five (5) sewer connections near the town of Knob Noster, Johnson County, Missouri.

7. On November 3, 2020, Central States Water Resources, Inc. (“CSWR”) entered into an *Agreement for Sale of Utility System* with Rampone. A copy of the *Agreement for Sale of Utility System* is attached as **Appendix A-C** and marked Confidential in accordance with Commission Rule 20 CSR 4240-2.135(2)(A)3. and 6., as it contains market specific information and information representing strategies employed in contract negotiations. CSWR proposes to purchase all the sewer system assets of Rampone in and around the Timber Ridge subdivision, as specifically described in, and under the terms and provisions of, the *Agreement for Sale of Utility System*.

8. Pursuant to Paragraph 18 of the *Agreement for Sale of Utility System*, CSWR plans to assign its rights under the agreement to Confluence Rivers at closing. **Appendix B** verifies the authority of Josiah Cox, the President of Confluence Rivers, to enter into the *Agreement for Sale*

of Utility System and seek Commission approval of the transaction.

9. Applicant requests permission, approval and a CCN to construct, install, own, operate, maintain, control, and manage a sewer system for the public in an area of Johnson County, Missouri, as an addition to its existing service territories. A legal description of the area sought to be certificated is attached hereto as **Appendix C**. A map of the area sought to be certificated is attached as **Appendix D**.

10. Attached hereto and marked as **Appendix E-C** is a list of all five (5) residents or landowners within the proposed service area. **Appendix E-C** has been identified as “Confidential” in accordance with Commission Rule 20 CSR 4240-2.135(2)(A)1., as it contains customer-specific information.

III. Additional Information

11. Attached hereto and marked as **Appendix F-C** is a feasibility study for the unregulated sewer system for which Applicant seeks a CCN, including estimates of the number of customers, expenses and revenues during the first three (3) years of operation by Applicant. **Appendix F-C** has been identified as “Confidential” in accordance with Commission Rule 20 CSR 4240-2.135(2)(A)3. and 6., as it contains market specific information and information representing strategies employed in contract negotiations. To provide service to the proposed areas, Applicant will purchase an existing sewer system and, except for the future installation of a large septic tank and drain field, will not construct systems. Thus, Applicant asks for a waiver of any requirement to provide plans and specifications related to the construction of the distribution and collection systems.

12. Applicant is not aware of any franchises or permits from municipalities, counties, or other authorities that would be required in order to provide service in the requested area.

13. The sale and purchase of the referenced assets should have no impact on the tax

revenues of relevant political subdivisions.

IV. Tariff/Rates

14. As the sewer assets of Barbara E. Rampone at Timber Ridge subdivision were exempt from Commission regulation, no tariffs were ever filed with the Commission or rates approved by the Commission. Currently, Timber Ridge customers are not charged for sewer service. Accordingly, consistent with its approach in SA-2023-0215 (Lost Valley), Applicant proposes to utilize one of its current sewer rates as a just and reasonable rate until such time as a rate case is completed that includes the Timber Ridge system. Specifically, Applicant proposes to use the rate currently approved for its Village of Luray service territory, which is a flat monthly charge of \$30.00. While the Village of Luray uses a different technology than Timber Ridge, it is similar in that a rate has been set prior to completion of system investments in upgrades to be made by Confluence Rivers. As pertains to rules and terms of service, Applicant proposes to utilize the rules governing the rendering of service that are currently found in Applicant's existing Commission-approved tariffs for sewer service (PSC Mo No. 31) at the time of closing.

V. Public Interest

15. The grant of the requested CCN (and approval of the underlying transaction) and the proposed transfer are in the public interest and will result in properly maintained and permitted sewer services being provided to the current and future residents of the service area. The system would be acquired by Applicant, a Missouri public utility, and be subject to the jurisdiction of the Commission to own and operate the sewer system for which approval is sought. As it has demonstrated to the Commission in past cases, Applicant, with the support and assistance of its affiliates, is fully qualified, in all respects, to own and operate the sewer system for which the certificate is sought. Applicant's successful operation of other water and sewer systems in Missouri demonstrates its ability to provide safe and reliable service to customers and to comply

with the Commission's rules, regulations, and decisions governing the ownership and operation of such systems. Confluence Rivers also has the financial strength and resources necessary to make expenditures and investments required to maintain the system.

VI. Motion for Waiver

16. Commission Rule 20 CSR 4240-4.017(1) provides that "(a)ny person that intends to file a case shall file a notice with the secretary of the commission a minimum of sixty (60) days prior to filing such case." A notice was not filed 60 days prior to the filing of this Application. As such, the Applicant seeks a waiver of the 60-day notice requirement.

17. Commission Rule 20 CSR 4240-4.017(1)(D) provides that a waiver may be granted for good cause. In this regard, the Applicant declares (as verified below) that it has had no communication with the Office of the Commission (as defined in Commission Rule 20 CSR 4240-4.015(10)) within the prior 150 days regarding any substantive issue likely to be in this case.

18. For the good cause shown, the Applicant moves for a waiver of the 60-day notice requirement of Rule 20 CSR 4240-4.017(1) and acceptance of this Application at this time.

WHEREFORE, Confluence Rivers Utility Operating Company, Inc. respectfully requests that the Commission issue its order:

(A) Waiving the 60-day notice requirement of Rule 20 CSR 4240-4.017(1) for good cause shown;

(B) Authorizing Confluence Rivers to acquire the sewer system assets of Barbara E. Rampone at Timber Ridge subdivision, as described in this Application;

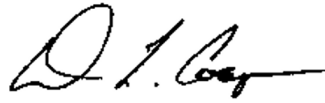
(C) Authorizing the Applicant to enter into, execute, and perform in accordance with the terms described in the agreement attached to this Application and to take any and all other actions which may be reasonably necessary and incidental to the performance of the acquisition;

(D) Granting the Applicant a Certificate of Convenience and Necessity authorizing it

to install, acquire, build, construct, own, operate, control, manage and maintain a sewer system for the public within the area currently served by Barbara E. Rampone; and,

(E) Granting such other relief as may be deemed necessary and appropriate to accomplish the purposes of the agreement and the Application and to consummate related transactions in accordance with the agreements.

Respectfully submitted,



Dean L. Cooper MBE #36592

BRYDON, SWEARENGEN & ENGLAND P.C.

312 E. Capitol Avenue

P.O. Box 456

Jefferson City, MO 65012

(573) 635-7166 telephone

dcooper@brydonlaw.com

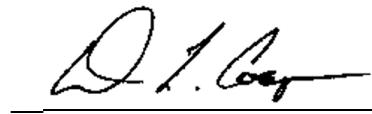
**ATTORNEYS FOR CONFLUENCE RIVERS
UTILITY OPERATING COMPANY, INC.**

CERTIFICATE OF SERVICE

The undersigned certifies that a true and correct copy of the foregoing document was sent by electronic mail, on April 18, 2024, to the following:

Office of the General Counsel
staffcounsel@psc.mo.gov

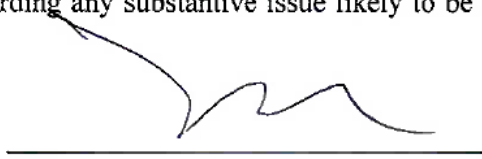
Office of the Public Counsel
opcservice@opc.mo.gov



AFFIDAVIT

State of Missouri)
) ss
County of St. Louis)

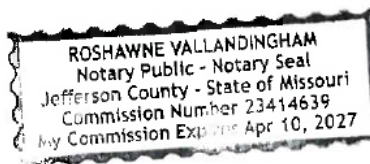
I, Josiah Cox, having been duly sworn upon my oath, state that I am the President of Confluence Rivers Utility Operating Company, Inc. ("Confluence Rivers"), that I am duly authorized to make this affidavit on behalf of Confluence Rivers, that I have knowledge of the matters stated herein, and that said matters are true and correct to the best of my information, knowledge, and belief. Additionally, no representative of Confluence Rivers has had any communication with the office of the Missouri Public Service Commission as defined in Commission Rule 20 CSR 4240-4.015(10) within the one hundred fifty (150) days immediately preceding the filing of the Application regarding any substantive issue likely to be addressed in this case.



Subscribed and sworn before me this 8th day of April, 2024.


Notary Public

My Commission Expires 04-10-2027



APPENDIX A-C

**HAS BEEN
IDENTIFIED AS**

CONFIDENTIAL

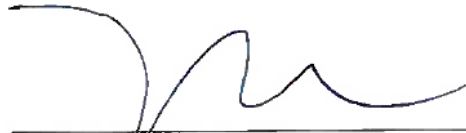
**IN ITS ENTIRETY PURSUANT TO
20 CSR 4240-2.135(2)(A)3. and 6.**

APPENDIX B

VERIFICATION OF AUTHORITY

COMES NOW the undersigned, the President of Confluence Rivers Utility Operating Company, Inc. ("Confluence Rivers") and Central States Water Resources, Inc. ("CSWR"), and does hereby verify that CSWR had and has the requisite authority to enter into each *Agreement for Sale of Utility System* described in the Application and to carry out all the obligations contained in each *Agreement for Sale of Utility System*.

IN WITNESS WHEREOF, the undersigned has hereto set his hand the 8th day of April, 2024.



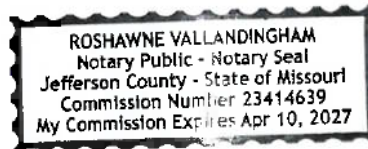
Josiah Cox, President
CONFLUENCE RIVERS UTILITY OPERATING
COMPANY, INC. and CENTRAL STATES
WATER RESOURCES, INC.

State of Missouri)
) ss
County of St. Louis)

Subscribed and sworn before me this 8th day of April, 2024.

Roshawne Vallandingham
Notary Public

My Commission Expires 04-10-2027



APPENDIX C

Timber Ridge MO Service Area Description:

The area served is part of Johnson County, Missouri and is more particularly described as follows:

Beginning at the intersection of the north right-of-way line of SE 350 Road with the east right-of-way line of SE 821 Road; thence along said east right-of-way line of SE 821 Road and the extension thereof, Northerly 1114.25 feet more or less; thence leaving the extension of said east right-of-way line of SE 821 Road S88°09'50"W 206.09 feet more or less; thence N76°54'00"W 167.00 feet more or less; thence S1°50'10"E 212.10 feet more or less; thence S76°54'00"E 167.00 feet more or less; thence S1°50'10"E 300.00 feet more or less; thence S88°09'50"W 100.00 feet more or less; thence S1°50'10"E 120.11 feet more or less to the edge of water of an existing lake; thence along said edge of water of an existing lake, Southerly 179.33 feet more or less; thence leaving said edge of water of an existing lake N49°52'06"E 112.33 feet more or less; thence S1°50'12"E 420.03 feet more or less to the north right-of-way line of SE 350 Road; thence along said north right-of-way line of SE 350 Road, Easterly 211.27 feet more or less to the point of beginning, containing 6.75 acres more or less.

APPENDIX D

HAS BEEN
FILED SEPARATELY

APPENDIX E-C

**HAS BEEN
IDENTIFIED AS**

CONFIDENTIAL

**IN ITS ENTIRETY PURSUANT TO
20 CSR 4240-2.135(2)(A)1.**

APPENDIX F-C

**HAS BEEN
IDENTIFIED AS**

CONFIDENTIAL

**IN ITS ENTIRETY PURSUANT TO
20 CSR 4240-2.135(2)(A)3. and 6.**