

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

In the Matter of the Joint Application of	)	
House Springs Sewer Company, Inc., and	)	
Jefferson County Public Sewer District for	)	
Approval of House Springs Sewer Company,	)	<b><u>Case No. SM-2016-0204</u></b>
Inc. to Sell Company Assets to	)	
Jefferson County Public Sewer District, in	)	
Connection with Other Related Transactions.	)	

**1ST AMENDMENT TO JOINT APPLICATION AND REQUEST FOR WAIVER FOR  
GOOD CAUSE**

**COMES NOW**, House Springs Sewer Company, Inc., (HSSC), and Jefferson County Public Sewer District (JCPSD), by and through the undersigned counsel, and, pursuant to Section 393.190 RSMo and 4 CSR 240-3.310, respectfully state the following to the Missouri Public Service Commission (Commission) as their 1<sup>st</sup> Amendment to Joint Application and, if necessary, Motion for Waiver:

1. Since the prehearing conference of March 29, 2016, HSSC and JCPSD have been working on clarification of title issues and surveying property boundaries, among other related sale issues.
2. Since March 2016, counsel for HSSC and JCPSD has kept staff and OPC apprised of the sale status
3. Attached hereto is the First Amendment by Interlineation to Asset Purchase Agreement, labeled Attachment A, that amends the Asset Purchase Agreement filed on February 16, 2016. HSSC and JCPSD request the Commission approve the Asset Purchase Agreement as amended by

September 30, 2016, or as soon thereafter, to transfer certain utility assets from HSSC to JCPSD.

4. Also attached hereto, and labeled Attachment B, is the Stipulation and Agreement entered into by the parties. When the Application was filed on February 16, 2016, counsel for HSSC and JCPSD called the Commission's Budget and Fiscal Services to determine what assessments were due. Counsel was advised that while the 2011 and 2012 assessments remained due, Staff was only concerned with the remaining balance for the FY 2014 going forward. Thus, only the FY 2014 balance was listed in the Application.
5. As stated in the stipulation and agreement, HSSC agrees to pay the outstanding assessment on the schedule contained in the Stipulation and Agreement.
6. Additionally, HSSC requests the Commission pro rate the 2017 assessment from September 30, 2016, the anticipated date of close, for good cause. HSSC will no longer own utility assets and will no longer operate as a utility after the sale. Also JCPSD is a nonprofit outside the jurisdiction of the Commission. As such, the Commission will not have any costs related to regulation of this system for the remainder of FY 2017.
7. HSSC has complied with the requirement by OPC that they notify customers in writing as to the sale of HSSC to JCPSD.
8. Certain title issues remain with Bear Creek Parcel #1 utility property. Staff and OPC are aware of this issue. JCPSD has represented to HSSC that it will waive any title issues as a condition for the purchase. To the extent that title issues

remain at the time of closing, the parties request the Commission approve the transfer of the interest in the assets possessed by HSSC to JCPSD.

9. The issues of the County of Jefferson, the delinquent tax trustee of Jefferson County, Missouri and the Department of Natural Resources have been resolved.

10. Once the Commission approves the Asset Purchase Agreement, HSSC requests the Commission cancel its Certificate of Convenience and Necessity (CCN) as of the date of Closing.

**WHEREFORE**, House Springs Sewer Company, Inc., and Jefferson County Public Sewer District respectfully request that the Commission issue an order: (1) authorizing House Springs Sewer Company, Inc., to sell and Jefferson County Public Sewer District to purchase the assets identified in the Asset Purchase Agreement filed on February 16, 2016, and as amended by the First Amendment by Interlineation to Asset Purchase Agreement attached as Attachment A; (2) authorizing House Springs Sewer Company, Inc., and Jefferson County Public Sewer District to enter into, execute and perform in accordance with the terms described in the Asset Purchase Agreement filed on February 16, 2016, and as amended by the First Amendment by Interlineation to Asset Purchase Agreement attached as Attachment A, and to take any and all other actions which may be reasonably necessary and incidental to the performance of the acquisition; (3) pro rate the FY 2017 assessment to the close date; (4) cancelling House Springs Sewer Company, Inc.'s, Certificate of Convenience and Necessity as of the date of closing; and (3) granting such further relief as may be deemed necessary and appropriate to accomplish the purposes of the Joint Application and the Agreement and

the related transactions in accordance with the Agreement.

### **MOTION FOR EXPEDITED TREATMENT**

**COMES NOW**, House Springs Sewer Company, Inc., (HSSC), and Jefferson County Public Sewer District (JCPSD), by and through the undersigned counsel, and, pursuant to 4 CSR 240-2.080(14), request that the Commission expedite the review of the 1<sup>st</sup> Amendment to Joint Application and, if necessary, Motion for Waiver (Application) and respectfully state the following to the Missouri Public Service Commission (Commission):

1. The Applicants pray that the Commission approve the 1<sup>st</sup> Amendment to Joint Application and, if necessary, Motion for Waiver, as well as the Stipulation and Agreement attached to the above Application, on or before October 25, 2016.
2. Applicants request the Commission approve the Application and Stipulation before the above stated date, as the parties are scheduled to close on the sale of HSSC to JCPSD on October 31, 2016. Failure to receive approval by the Commission would mean that the parties cannot close by that date, the financial figures that have been stipulated and agreed to would have to be recalculated, JCPSD would have to receive board approval to extend the close date and customers of the HSSC/JCPSD will be harmed due to a delay, among other things. Further, there will be no negative effect to the Commission's expedited approval to the parties, the customers or the general public if the Commission acts by the date desired by the parties.
3. HSSC and JCPSD state that the pleading was filed as soon as it could have been.

**WHEREFORE**, House Springs Sewer Company, Inc., and Jefferson County Public Sewer District respectfully request that the Commission issue an order granting the Motion for Expedited Treatment.

Respectfully submitted,

HERNANDEZ LAW FIRM, LLC

By: **/s/ Arturo A. Hernandez, III**

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ATTORNEY FOR HOUSE SPRINGS  
SEWER COMPANY, INC., AND JEFFERSON  
COUNTY PUBLIC SEWER DISTRICT

#### **CERTIFICATE OF SERVICE**

I certify that a true copy of the above and foregoing was served to the Office of the Staff Counsel and the Office of the Public Counsel by electronic mail this \_\_\_\_\_ day of September 2016.

**/s/ Arturo A. Hernandez, III**

Arturo A. Hernandez, III, MBE# 59684