

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

In the Matter of Liberty Utilities (Missouri )  
Water) LLC and Ozark International, Inc., )  
Concerning an Agreement to Acquire the )  
Assets of Bilyeu Ridge Water Company, LLC, )  
Midland Water Company, Inc., Moore Bend ) File No. WM-2018-0023  
Water Utility, LLC, Riverfork Water Company, )  
Taney County Water, LLC, and Valley Woods )  
Utility. )

**MOTION FOR WAIVER**

Under authority of, and in accordance with, 4 CSR 240-4.017(1)(D), Liberty Utilities (Missouri Water) LLC d/b/a Liberty Water (“Liberty”) and Ozark International, Inc. (“Ozark”), move the Commission for an order waiving those provisions of 4 CSR 240-4.017(1) that require parties to provide written notice to the secretary of the Commission a minimum of sixty (60) days prior to a case filing. For the reasons stated below, good cause exists to grant this motion.

1. Liberty and Ozark have entered into an Asset Purchase Agreement that, if approved by the Commission, would allow Liberty to purchase the assets and operations of the following Ozark subsidiaries: Bilyeu Ridge Water Company, LLC; Midland Water Company, Inc.; Moore Bend Water Utility, LLC; Riverfork Water Company; Taney County Water, LLC; and Valley Woods Utility. Each of those companies is a small water or sewer utility providing service to customers in southwestern Missouri.

2. Contemporaneously with this motion Liberty and Ozark are filing a written notice of their intent to file an application seeking Commission approval of the Asset Purchase Agreement and related franchise and asset transfers, as required by 4 CSR 240-4.017(1). Because Liberty and Ozark believe they likely can file that application less than sixty (60) days after the

notice date, this motion seeks a waiver of the minimum notice period required by the Commission's rule.

3. During their negotiations, Liberty and Ozark met and corresponded with representatives of the Commission Staff and the Office of the Public Counsel regarding the potential transaction. However, during the one hundred fifty-day period immediately preceding both execution of the Asset Purchase Agreement and the filing of the notice of intent to file an application seeking approval of the proposed transaction neither Liberty nor Ozark has communicated with any member or representative of the "office of the Commission," as that phrase is defined in 4 CSR 240-4.015(10), regarding substantive issues likely to be raised or considered in the case seeking approval of the asset sale transaction.

4. Like all small water and sewer companies operating in Missouri, Ozark's subsidiaries face significant challenges in their efforts to provide safe, adequate, and reliable service to customers at affordable rates. Those challenges include, but are by no means limited to, ever-increasing regulatory and compliance costs, limited access to necessary capital, and small numbers of customer who must pay rates sufficient to allow a utility to recover the operating and capital costs it incurs to provide service. Because Liberty is a significantly larger and more financially stable company, its acquisition of the Ozark subsidiaries could mitigate some or all these challenges. Therefore, Liberty and Ozark believe it would best serve the interests of the Ozark subsidiaries' customers if the Commission allows the asset transfer application to be filed as soon as possible.

5. The Commission Staff and the Office of the Public Counsel each has indicated it has no objection to a grant of the waiver Liberty and Ozark seek through this motion.

WHEREFORE, for all reasons stated above, Liberty and Ozark request the Commission grant this motion and issue an order waiving the sixty (60) day minimum pre-filing notice required by 4 CSR 240-4.017(1).

Respectfully submitted,

/s/L. Russell Mitten  
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**ATTORNEYS FOR LIBERTY UTILITIES  
(MISSOURI WATER) LLC AND OZARK  
INTERNATIONAL, INC.**

**CERTIFICATE OF SERVICE**

I hereby certify a true and correct copy of the foregoing document was sent via electronic mail on this 20<sup>th</sup> day of July, 2017, to:

General Counsel  
Missouri Public Service Commission  
[staffcounsel@psc.mo.gov](mailto:staffcounsel@psc.mo.gov)

Office of the Public Counsel  
[opcservice@ded.mo.gov](mailto:opcservice@ded.mo.gov)

\_\_\_\_\_/s/L. Russell Mitten\_\_\_\_\_