

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

In the Matter of the Joint Application of Missouri-)
American Water Company and Woodland Manor Water)
Company, LLC for MAWC to Acquire Certain Water) File No. WM-2016-0169
Assets of Woodland Manor and, in Connection)
Therewith, Certain Other Related Transactions.)

RESPONSE TO STAFF RECOMMENDATION

COME NOW Missouri-American Water Company (“MAWC”), and, in response to the Staff Recommendation, states as follows to the Missouri Public Service Commission (“Commission”):

1. On January 5, 2016, MAWC filed an application for Commission authorization of Woodland Manor to sell all of its assets, including its Certificate of Convenience and Necessity (CCN) to MAWC.

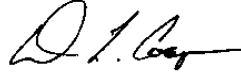
2. On February 22, 2016, the Staff of the Commission (Staff) filed a Staff Recommendation and an associated Memorandum. The Staff Recommendation recommends approval of the application, subject to various proposed conditions. (Memo, p. 6-8)

3. MAWC has no objection to the Staff Recommendation, except for Condition g of the Staff Recommendation (Condition 8 of the Memorandum), which requires MAWC to utilize certain balances related to rate base as shown on Attachment B. MAWC objects to Condition g of the Staff Recommendation (Condition 8 of the Memorandum).

WHEREFORE, Missouri-American Water Company prays the Commission consider this Response to Staff Recommendation and, thereafter, issue such orders as it should find to be

reasonable.

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
(573) 635-3847 facsimile
dcooper@brydonlaw.com

Timothy W. Luft, Mo Bar 40506
MISSOURI-AMERICAN WATER COMPANY
727 Craig Road
St. Louis, MO 63141
(314) 996-2279
(314) 997-2451 (telefax)
Timothy.Luft@amwater.com

**ATTORNEYS FOR MISSOURI-AMERICAN
WATER COMPANY**

CERTIFICATE OF SERVICE

The undersigned certifies that a true and correct copy of the foregoing document was sent by electronic mail, on March 3, 2016, to the following:

Whitney Payne
Office of the General Counsel
staffcounsel@psc.mo.gov
whitney.payne@psc.mo.gov

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

Karl Finkenbinder
SCHENEWERK & FINKENBINDER
Branson, MO 65616
karl@sfalawfirm.com

