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*ALSO ADMITTED IN FLORIDA
**ALSO ADMITTED IN OREGON
***ALSO ADMITTED IN TEXAS

October 22, 2003

PRIVILEGED & CONFIDENTIAL

Mr. Dale Hardy Roberts
Executive Secretary
Missouri Public Service Commission
Governor Office Building
200 Madison Street
Jefferson City, MO 65102

FILED

OCT 27 2003

**Missouri Public
Service Commission**

Re: Application of Ozark Water and Wastewater Management Company to Sell its
Sewer Assets Other Than its Treatment Plant to the English Village Non-for-
Profit Sewer Corporation

Dear Mr. Roberts:

Enclosed find herewith one original and eight (8) copies of the Application of Ozark Water and Wastewater Management Company, Inc. for approval to sell its sewer utility assets, other than its wastewater treatment plant, to the English Village Not-for-Profit Sewer Corporation. Please file the enclosed Application with the commission.

If you have any questions about this Application, please contact Mr. Dale Johansen who is aware of this Application and is anticipating that it will be filed with the commission. I believe Mr. Johansen will confirm that while the applicant is delinquent in its annual assessments by the Public Service Commission, it is contemplated that those delinquencies will be paid from the sale proceeds.

A complete copy of this Application has been mailed on this same date to Howard C. Wright, City Attorney, Springfield, Missouri; Mr. Harry D. Bozoian, Assistant Attorney General, Jefferson City, Missouri; Brian D. Malkmus, Springfield, Missouri and to Mr. Rodric Widger to his office in Springfield, Missouri; all of the above being mailed to the specific addresses shown for them in the application.

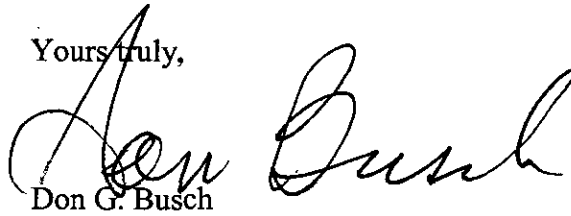
CARNAHAN, EVANS, CANTWELL & BROWN, P.C.

Letter to Mr. Dale Hardy Roberts

Page 2

October 22, 2003

Yours truly,

A handwritten signature in cursive script, appearing to read "Don G. Busch". The signature is written in dark ink and is positioned to the right of the typed name "Don G. Busch".

Don G. Busch

DGB:kl

Enclosures

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October 22, 2003

BEFORE THE PUBLIC SERVICE COMMISSION
OF THE STATE OF MISSOURI

FILED

OCT 27 2003

In the Matter of the joint application of:)
Ozark Water and Wastewater Management)
Co., Inc. (OWWM) and English Village Not-for-)
Profit Sewer Corporation for permission for)
OWWM to sell and transfer its waste water)
collection system assets to English Village Not-for-)
Profit Sewer Corporation)

Missouri Public
Service Commission

Case No. _____

APPLICATION

COME NOW, Ozark Water and Wastewater Management Co., Inc. (hereinafter "OWWM") and English Village Not-for-Profit Sewer Corporation and for their joint Application herein and pursuant to Section 393.190 RSMo. state to the Commission as follows:

1. Ozark Water and Wastewater Management Co., Inc. (OWWM) is a duly organized Missouri corporation with its principal office and principal place of business located at 307 Southwest Street, Suite 800, Nixa, Missouri 65714.

2. OWWM operates a collection system and sewage treatment plant in the incorporated portion of Christian County, Missouri, approximately two (2) miles north of the city limits of Nixa, Missouri, which is commonly known as the English Village Sewer System (the "System"). Said utility operates under a certificate of convenience and necessity from the Missouri Public Service Commission issued at the time the system was acquired from English Village Sewer Service, Inc., as approved by the Commission in Case No. SM-91-316, and, therefore, OWWM is subject to the jurisdiction, supervision and control of the Commission over the collection and treatment of sanitary sewer waste in its service area.

3. Applicant English Village Not-for-Profit Sewer Corporation (hereinafter "Buyer") is a non-profit sewer corporation formed pursuant to the provisions of Section 393.825 et. seq. RSMo.

Buyer was formed for the purpose of acquiring the collection system from OWWM and disposing of the sewage collected from its customers to the City of Springfield, Missouri through a contractual arrangement and physical connections between the two systems so as to provide, by such method, a total sewage system for the existing customers of OWWM and such additional customers of the Buyer as might, in the future, connect to the collection system of the Buyer.

4. Buyer has entered into an agreement with the City of Springfield, Missouri for the treatment of sewage collected from Buyer's customers which contract is contingent upon the approval of the sale of the collection system assets of OWWM to the Buyer. A copy of the contract between Buyer and the City of Springfield, Missouri is attached hereto, made a part hereof and marked **Exhibit "A"**.

5. Buyer will not be subject to the jurisdiction of the Commission with respect to the operation of its sewer system, but joins in this Application in order that it may acquire the collection system assets of OWWM as required by Section 393.190 RSMo.

6. OWWM proposes to sell and Buyer proposes to buy all of OWWM's wastewater collection system for the total sum of \$155,000.00 being an amount substantially less than the appraised value of the collection system. The executed Contract of Sale from OWWM to the Buyer is attached as **Exhibit "B"**. The By-Laws of the Buyer are attached as **Exhibit "C"**.

7. Upon approval of this Application by the Commission, the City of Springfield, Missouri will construct a connection between its existing James River Trunk Sewer and the collection system of OWWM at no cost to the customers of OWWM or Buyer.

8. Upon completion of the construction of the connection between the City of Springfield's trunk sewer line and the collection system to be purchased by the Buyer and the completion of the

sale of the collection system assets to the Buyer, the Buyer will begin receiving sewage generated by its customers, being the previous customers of OWWM, and the City of Springfield will accept the sewage collected by the Buyer at the connection point between the City of Springfield's sewage system and the collection system of the Buyer. The City of Springfield will thereupon treat the sewage so collected and charge the Buyer for the treatment in accordance with the terms of the contract being **Exhibit "A"**.

9. Buyer will charge its customers sufficient amounts to retire debts of the Buyer to acquire the collection system assets and to pay for the operation and maintenance of its acquired wastewater collection system and the cost of sewage treatment by the City of Springfield and necessary administrative expenses such as but not limited to office and billing expenses.

10. It is estimated that the initial monthly cost for an average residential user of said sewer system operated by Buyer will be \$22.06 per month. The current monthly charge to a residential customer of OWWM is a flat \$10.00, which has not been increased since 1990 and is not sufficient to provide for a wastewater sewage system in compliance with the requirements of the Department of Natural Resources of the State of Missouri.

11. OWWM is under orders by the Department of Natural Resources to construct a new wastewater treatment facility. The cost of constructing a sewage treatment facility acceptable to the Department of Natural Resources of the State of Missouri and continuing to provide the sewage treatment services and collection of sewage for the customers of OWWM by OWWM is projected to substantially exceed \$30.00 per month per average residential customer.

12. The sale of the wastewater collection system assets by OWWM to the Buyer will resolve concerns of the Department of Natural Resources of the State of Missouri with regard to the

OWWM's sewage system. The Department of Natural Resources of the State of Missouri favors the proposed sale upon the terms set forth herein to the Buyer from OWWM. OWWM has agreed with the Missouri Department of Natural Resources to an order entered by the Circuit Court of Christian County Order of Receivership which order is attached hereto as **Exhibit "D"**.

13. No other existing operator of a wastewater sewage system is willing to acquire any of the assets of OWWM nor is the City of Springfield willing to provide sewage treatment for OWWM.

14. Upon the completion of the sale of the collection system to Buyer from OWWM, OWWM's customers shall become the customers and the members of the Buyer. Thereupon, OWWM will, under the supervision of the Department of Natural Resources, the existing sewage treatment facilities will be shut down and dismantled at no cost to the customers of OWWM or Buyer.

15. The City of Springfield, Missouri is agreeable to providing sewage treatment for the Buyer and its customers as an accommodation to the Department of Natural Resources.

16. The Buyer proposes to secure its funds for the purchase of the collection system assets from OWWM and for other needed start-up and operational costs from a loan for which application has been made by the Buyer from the United States Department of Agriculture. The Department has indicated that they will look favorably upon such a loan.

17. There should be no measurable loss of tax revenues to Christian County as a result of the transfer of the collection assets to the Buyer. The treatment plant is located upon property that is leased, it is not owned by OWWM. While the treatment plant will be removed and demolished and the lease terminated, that plant has no market value at the present time, it is a liability. The property owner will still continue to pay property taxes on the property which should not change significantly

because the treatment plant has no market value. Personal property taxes on the small amount of tangible personal property such as owned by OWWM and such as might be owned by Buyer would still be paid by the Buyer to Christian County, Missouri.

18. The following are the persons to whom correspondence, communications, orders and decisions should be addressed, sent or contacted:

Jed Forrester, President
OWWM
307 Southwest Street
Nixa, Missouri 65714
Telephone number: (417) 725-7800

Don G. Busch
Carnahan, Evans, Cantwell & Brown, P.C.
2805 S. Ingram Mill Road
Springfield, Missouri 65804
Telephone number: (417) 447-4400

Rodric A. Widger
Andereck, Evans, Miline, Peace,
& Johnson, LLC
1111 S. Glenstone, Ste. 2-100
P.O. Box 4929
Springfield, MO 65808-4929
Telephone Number: (417) 864-6401

Harry Bozoian
Missouri Attorney General's Office
Broadway Building, 8th Floor
P.O. Box 899
Jefferson City, MO 65102
Telephone Number: (573) 751 8803

Howard C. Wright, Jr.
City Attorney\City of Springfield
Busch Building
840 Boonville Ave.
P.O. Box 8368
Springfield, MO 65801-8368
Telephone Number: (417) 864-1645

Brian D. Malkmus
Blackwell Sanders Peper & Martin
901 St. Louis Street, Suite 1900
Springfield, MO 65806
Telephone Number: (417) 268-4000

19. The Applicant requests the Commission to consider this Application, even though OWWM owes unpaid assessments for prior periods and include, as a part of its Order of Approval, a condition that the sale and transfer from OWWM to Buyer would be contingent upon payment in full of past assessments due.

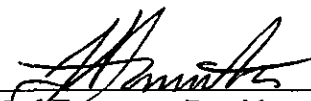
20. It is believed that a request for intervention will be filed herein by Familia Limited Partnership as the owners of substantial property now served by OWWM and would become

served for sewer purposes by the English Village Not-for-Profit Sewer Corporation. Applicants herein have no objection to such intervention and ask that if such a request for intervention is received in this proceeding it be forthwith approved by the Commission.

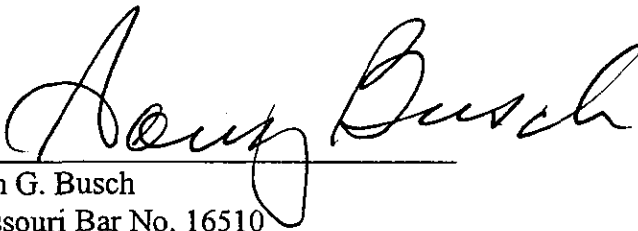
WHEREFORE, OWWM and English Village Not-for-Profit Corporation respectfully request the Commission to issue an Order:

- a. Approving the sale and transfer of the wastewater collection system of OWWM to Buyer for the sum of \$155,000.00;
- b. Authorizing the purchase price of the sale to the Buyer to be distributed in accordance with the terms of an Order of Receivership, **Exhibit "D"** attached hereto, entered in the Circuit Court of Christian County, Missouri in Case Number CV197-4CC.
- c. Authorizing OWWM to discontinue providing wastewater collection and treatment in its certificated area as of the date following the closing of the sale and transfer of the collection system to the Buyer;
- d. Providing for dismissal with prejudice by the Commission of the suit in Cole County, Missouri, entitled ***Public Service Commission vs. Ozark Water and Wastewater Management, Inc.***, Case Number 02CV326416 upon receipt by the Commission of \$25,911.53 for the past due fees of OWWM from the escrow agent as provided in **Exhibit "D"**, Page 5.
- e. For such other and further relief as might be deemed appropriate and proper to accomplish the purposes of this Application.

OZARK WATER AND WASTEWATER, INC.

By: 
Jed Forrester, President

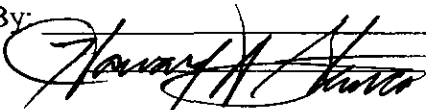
CARNAHAN, EVANS, CANTWELL & BROWN, P.C.

By: 

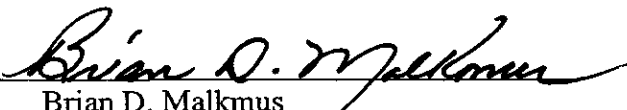
Don G. Busch
Missouri Bar No. 16510
2805 S. Ingram Mill Road
P.O. Box 10009 G.S.S.
Springfield, MO 65804-0009
PH: (417) 447-4400
FAX: (417) 447-4401

Attorneys for Ozark Water and Wastewater Management Co., Inc.

ENGLISH VILLAGE NOT-FOR-PROFIT SEWER CORPORATION

By:  President

BLACKWELL SANDERS PEPER & MARTIN

By: 
Brian D. Malkmus
Missouri Bar No. 43952
901 St. Louis Street, Suite 1900
Springfield, MO 65806
PH: 268-4000
FAX: 268-4040


Attorney for English Village Not-for-Profit Sewer Company

AFFIDAVIT

STATE OF MISSOURI)
)
COUNTY OF GREENE) SS.


COMES NOW Howard Stancer who being first put upon his oath, deposes and states that he is the President of English Village Not-for-Profit Sewer Corporation, an applicant of the within application for sale of the sewer system collection assets of Ozark Water and Wastewater Management, to English Village Not-for-Profit Sewer Corporation, and states that its attorney, Brian D. Malkmus of Blackwell, Sanders, Peper, Martin, L.L.P. P.C. has been authorized by appropriate action of the Board of Directors of English Village Not-for-Profit Sewer Corporation to file the within application on its behalf.

FURTHER AFFIANT SAYETH NOT.



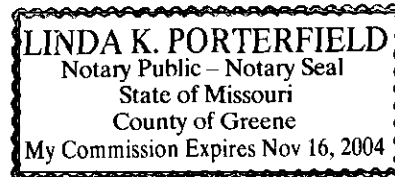
HOWARD STANCER

Subscribed and sworn to before me this 17th day of October, 2003.



Notary Public

My Commission Expires: 11-16-04




AFFIDAVIT

STATE OF MISSOURI)
)
COUNTY OF GREENE) SS.

COMES NOW Jed Forrester who being first put upon his oath, deposes and states that he is the President and Secretary of Ozark Water and Wastewater Management Co., Inc., an applicant of the within application for sale of the sewer system collection assets of Ozark Water and Wastewater Management Co., Inc. and states that its attorney, Don G. Busch of Carnahan, Evans, Cantwell & Brown, P.C. has been authorized by appropriate action of the Board of Directors of Ozark Water and Wastewater Management Co., Inc. to file the within application on its behalf.

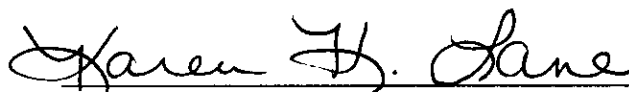
FURTHER AFFIANT SAYETH NOT.



JED FORRESTER

Subscribed and sworn to before me this 21st day of October, 2003.





Notary Public

My Commission Expires: 11/14/05