

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

In the Matter of the Joint Application of Confluence)
Rivers Utility Operating Company, Inc.; Hillcrest)
Utility Operating Company, Inc.; Elm Hills Utility)
Operating Company, Inc.; Osage Utility Operating) **File No. WM-2021-0412**
Company, Inc.; Raccoon Creek Utility Operating)
Company, Inc.; and Indian Hills Utility Operating)
Company, Inc. for Approval of a Merger Whereby)
Confluence Rivers Will Be the Surviving)
Corporation, and of Related Transactions.)

In the Matter of the Joint Application of Confluence)
Rivers Utility Operating Company, Inc.; Hillcrest)
Utility Operating Company, Inc.; Elm Hills Utility)
Operating Company, Inc.; Osage Utility Operating) **File No. SM-2021-0413**
Company, Inc.; Raccoon Creek Utility Operating)
Company, Inc.; and Indian Hills Utility Operating)
Company, Inc. for Approval of a Merger Whereby)
Confluence Rivers Will Be the Surviving)
Corporation, and of Related Transactions)

**ORDER DIRECTING NOTICE, SETTING INTERVENTION DATE,
AND DIRECTING FILING**

Issue Date: June 2, 2021

Effective Date: June 2, 2021

On June 1, 2021, Confluence Rivers Utility Operating Company, Inc. (“Confluence Rivers”); Hillcrest Utility Operating Company, Inc. (“Hillcrest”); Elm Hills Utility Operating Company, Inc. (“Elm Hills”); Osage Utility Operating Company, Inc. (“Osage”); Raccoon Creek Utility Operating Company, Inc. (“Raccoon Creek”); and Indian Hills Utility Operating Company, Inc. (“Indian Hills”) (collectively, “Applicants”) filed a Joint Application and Motion for Waiver in Files WM-2021-0412 and SM-2021-0413, (“Applications”) asking the Commission to approve the merger of Confluence Rivers, Hillcrest, Elm Hills, Osage, Raccoon Creek, and Indian Hills and related transactions. The

applications also asked the Commission to waive the sixty-day notice requirement of Commission Rule 20 CSR 4240-4.017(1). On June 1, 2021, the Applicants filed Motion(s) to Consolidate in the two files requesting that Files WM-2021-0412 and SM-2021-0413 be consolidated.

Confluence and all the merging entities are Missouri corporations and provide water and sewer service to persons in Missouri. Per the applications all the applicants except Confluence Rivers will be the merging entities, and Confluence Rivers will be the surviving entity. Confluence Rivers will acquire 100% of the merging entities. The separate existence of the merging entities will cease, and title to all real estate and other property owned by the merging entities will be vested in Confluence Rivers. Confluence Rivers will also assume all liabilities of the merging entities. The application states that the customers will see no change in the person or entities providing day-to-day services as a result of the merger. It also states that the merger will have no impact on the tax revenues of the Missouri political subdivisions in which any of the property of the applicants is located.

The Commission will direct that notice of the filing be given to potentially interested persons and entities. The Commission will also establish a deadline for the filing of applications to intervene and objections to the motions to consolidate; and will order the Commission's Staff ("Staff") to suggest dates by which Staff may file a recommendation on the applications.

Section 393.190.1, RSMo 2016, requires the Commission to notify the county clerk of the counties within the applicants' operating territories of the effect the merger may have on the tax revenues of the various political subdivisions within the service territories.

The Commission hereby notifies those political subdivision that the applicants represent that the proposed merger will have no material impact on the tax revenues of the Missouri political subdivisions in which any of the structures, facilities, or equipment of the applicants is located.

THE COMMISSION ORDERS THAT:

1. The Commission's Data Center shall provide a copy of this order to the county commission of each county in the service territory of Confluence Rivers, Hillcrest, Elm Hills, Osage, Raccoon Creek, and Indian Hills; and to the parties to Confluence Rivers' most recent water and sewer rate cases in files WR-2020-0053 and SR-2020-0054; Hillcrest's most recent rate case in files WR-2016-0064 and SR-2016-0065; Elm Hills' most recent rate case in files WR-2020-0275 and SR-2020-0274; Raccoon Creek's most recent rate case in file SR-2016-0202; and Indian Hills' most recent rate case in file WR-2017-0259.

2. The Commission's Public Policy and Outreach Department shall make notice of this order available to the members of the Missouri General Assembly representing the residents of the service areas of Confluence Rivers, Hillcrest, Elm Hills, Osage, Raccoon Creek and Indian Hills; and to the news media serving the residents of those service areas.

3. Any proper person or entity wishing to intervene in this matter shall file an application to intervene no later than July 2, 2021.

4. Any proper person or entity who objects to the consolidation of files WM-2021-0412 and SM-2021-0413 shall do so by filing a pleading no later than July 2, 2021.

5. No later than July 16, 2021, the Commission's Staff shall file a pleading suggesting a deadline by which it shall file a recommendation on the application.

6. This order shall be effective when issued.



BY THE COMMISSION

A handwritten signature in black ink that reads "Morris L. Woodruff". The signature is written in a cursive, flowing style.

Morris L. Woodruff
Secretary

Paul T. Graham, Regulatory Law Judge,
by delegation of authority pursuant
to Section 386.240, RSMo 2016.

Dated at Jefferson City, Missouri
on this 2nd day of June 2021.