

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

In the Matter of the Joint Application of Bilyeu)
Water Company, LLC for Authority To Sell)
Assets to Bilyeu Ridge Water Company, LLC.)

File No. WM-2013-0329

STAFF RESPONSE

COMES NOW the Staff of the Missouri Public Service Commission (“Staff”), by and through its attorney, and submits to the Missouri Public Service Commission (“Commission”) its *Staff Response* as follows:

1. On December 7, 2012, Bilyeu Water Company, LLC (“Bilyeu” or “Company”) and Bilyeu Ridge Water Company, LLC (“BRW”) filed a *Joint Application* in which they seek approval of the Missouri Public Service Commission (“Commission”) to sell and transfer water utility assets owned and operated by Bilyeu to BRW.

2. On December 11, 2012, the Commission issued an *Order Directing Notice and Setting Date for Submission of Intervention Requests* allowing until December 31, 2012, to file an application to intervene in this matter. No parties filed a motion to intervene in this case.

3. In its January 2, 2013, *Order Directing Filing*, the Commission directed Staff to file a status report or a recommendation no later than February 1, 2013.

4. In its Staff Recommendation filed February 1, 2013, Staff recommended approval of the Joint Application subject to certain conditions.

5. On February 11, 2013, the Office of the Public Counsel (“OPC”) filed its Response to Staff Recommendation in which it stated it had no objection

to Staff's Recommendation. While not objecting to Staff's Recommendation, OPC made certain suggestions to modify the language in Staff Recommendations 7 and 14.

6. In response to OPC's recommended language, Staff states that it supports its own Recommendations as filed, but has no objections to OPC's alternative language should the Commission choose to adopt it.

WHEREFORE, Staff respectfully submits its *Staff Response* for the Commission's information and consideration.

Respectfully submitted,

/s/ Meghan E. Woolery

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CERTIFICATE OF SERVICE

I hereby certify that copies of the foregoing have been mailed or hand-delivered, transmitted by facsimile or electronically mailed to all counsel of record on this 13th day of February, 2013.

/s/ Meghan E. Woolery