

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

In the Matter of the Application of Confluence Rivers)
Utility Operating Company, Inc., for a Certificate) File Nos. WA-2023-_____
of Convenience and Necessity and Associated with the)
Acquisition of Certain Water Assets)

APPLICATION AND MOTION FOR WAIVER

COMES NOW Confluence Rivers Utility Operating Company, Inc. (“Confluence Rivers”) pursuant to Section 393.170, RSMo, 20 CSR 4240-2.060, 20 CSR 4240-3.600, and 20 CSR 4240-4.017, and for its *Application and Motion for Waiver*, states as follows to the Missouri Public Service Commission (“Commission”):

I. Introduction

1. Confluence Rivers is a Missouri corporation with its principal office and place of business at 1630 Des Peres Rd., Suite 140, St. Louis, MO 63131. Confluence Rivers is a Missouri corporation in good standing. A certified copy of Confluence Rivers’ certificate of good standing was filed in File No. WM-2018-0116 and is incorporated herein by reference.

2. Confluence Rivers provides water service to approximately 4,300 customers and sewer service to approximately 4,400 customers in several counties in Missouri. Confluence Rivers is a “water corporation,” a “sewer corporation,” and a “public utility,” as those terms are defined in Section 386.020, RSMo, and is subject to the jurisdiction and supervision of the Commission as provided by law.

3. Confluence Rivers has no overdue Commission annual reports or assessment fees. There is no pending action or final unsatisfied judgment or decision against Confluence Rivers

from any state or federal agency or court which involves customer service or rates, which action, judgment or decision has occurred within three (3) years of the date of this Application.

4. Communications regarding this application should be addressed to the undersigned counsel.

II. The Proposed Sale Transactions

5. Confluence Rivers proposes to acquire all or substantially all of the water system assets (excepting the Margaritaville Lake Resort) of the currently unregulated systems of Tan Tar A State Road, LLC. Confluence Rivers seeks a Certificate of Convenience and Necessity (“CCN”) to operate the system and provide service to the public.

III. Tan Tar A State Road, LLC

11. Tan Tar A State Road, LLC (“Tan Tar A”) is a limited liability company organized and existing under the laws of the State of Delaware in 2017 and listed as active with the Missouri Secretary of State. Tan Tar A provides water services to approximately 400 residential and non-residential customers in Camden County, Missouri.

12. On November 15, 2021, CSWR entered into an *Agreement for Sale of Utility System* with Tan Tar A. A copy of the *Agreement for Sale of Utility System* is attached as **Appendix A-C** and marked Confidential in accordance with Commission Rule 20 CSR 4240-2.135(2)(A)(3) and (6), as it contains market specific information and information representing strategies employed in contract negotiations. CSWR proposes to purchase substantially all of Tan Tar A’s water system assets serving Camden County, excepting the Margaritaville Lake Resort, as specifically described in, and under the terms and provisions of, the *Agreement for Sale of Utility System*.

13. Pursuant to Paragraph 19 of the *Agreement for Sale of Utility System*, CSWR plans to assign its rights under the agreement to Confluence Rivers at closing. **Appendix B** verifies the authority of Josiah Cox, the President of Confluence Rivers, to enter into the *Agreement for Sale of Utility System* and seek Commission approval of the transaction.

14. Confluence Rivers requests permission, approval and a CCN to construct, install, own, operate, maintain, control and manage the water system for the public in Camden County, Missouri, as an addition to its existing service territories. A legal description of the area sought to be certificated is attached hereto as **Appendix C**. A map of the area sought to be certificated is attached as **Appendix D**.

15. Attached hereto and marked as **Appendix E-C** is a list of ten (10) residents or landowners within the proposed service area. **Appendix E-C** has been identified as “Confidential” in accordance with Commission Rule 20 CSR 4240-2.135(2)(A)(1), as it contains customer-specific information.

IV. Additional Information

16. Attached hereto and marked as **Appendix F-C** is the feasibility study for the unregulated water system for which Confluence Rivers seeks a CCN, including estimates of the number of customers, expenses and revenues during the first three (3) years of operation by Confluence Rivers. **Appendix F-C** has been identified as “Confidential” in accordance with Commission Rule 20 CSR 4240-2.135(2)(A)(3) and (6), as it contains market specific information and information representing strategies employed in contract negotiations. To provide service to the proposed areas, Confluence Rivers will purchase an existing water system and will not construct systems. Thus, Confluence Rivers asks for a waiver of any requirement to provide plans

and specifications related to the construction of the distribution and collection systems.

17. Confluence Rivers is not aware of any other water service available in the service area requested. Confluence Rivers is not aware of any franchises or permits from municipalities, counties, or other authorities that would be required in order to provide service in the requested area.

18. The sale and purchase of the referenced assets should have no impact on the tax revenues of relevant political subdivisions, as Confluence Rivers and the sellers are private entities and their status as taxpaying entities will not change as a result of these transactions.

V. Tariff/Rates

19. Confluence Rivers proposes to adopt the rates for the unregulated Tan Tar A system that are attached hereto as **Appendix G** and to utilize the rules governing the rendering of service that are currently found in Confluence Rivers' existing Commission-approved tariffs for water service for the Osage area (PSC Mo No. 24 (Osage)), until such time as the rates and rules are modified according to law.

VI. Public Interest

20. The grant of the requested CCN (and approval of the underlying transaction) and the proposed transfer is in the public interest and will result in regulated water services provided to the current and future residential and non-residential customers in the service area. The system would be acquired by Confluence Rivers, a Missouri public utility, and be subject to the jurisdiction of the Commission to own and operate the water system for which approval is sought. As it has demonstrated to the Commission in past cases, Confluence Rivers, with the support and assistance of its affiliates, is fully qualified, in all respects, to own and operate the water system

for which the certificate is sought. Confluence Rivers' successful operation of other water and sewer systems in Missouri demonstrates its ability to provide safe and reliable service to customers and to comply with the Commission's rules, regulations, and decisions governing the ownership and operation of such systems. Confluence Rivers also has the financial strength and resources necessary to make expenditures and investments required to maintain the system.

VII. Motion for Waiver

21. Commission Rule 20 CSR 4240-4.017(1) requires "[a]ny person that intends to file a case shall file a notice with the secretary of the commission a minimum of sixty (60) days prior to filing such case." Because it did not file such a notice within the time period prescribed by that rule, Confluence Rivers seeks a waiver of the 60-day pre-filing notice requirement.

22. Under Rule 20 CSR 4240-4.017(1)(D), a waiver of the pre-filing notice requirement may be granted for good cause. In this regard, Confluence Rivers declares, as verified below, that it has had no communication with the Office of the Commission (as defined in 20 CSR 4240-4.015(10)) within the prior 150 days regarding any substantive issue likely to be in this case. Good cause for the requested waiver exists in accordance with Commission Rule 20 CSR 4240-4.017(1)(D) ("Good cause for waiver may include, among other things, a verified declaration from the filing party that it has had no communication with the office of the commission within the prior one hundred fifty (150) days regarding any substantive issue likely to be in the case....")

23. Therefore, as authorized by Rule 20 CSR 4240-4.017(1)(D), Confluence Rivers moves for a waiver of the 60-day notice requirement and acceptance of this application at this time.

WHEREFORE, for the reasons previously stated, Confluence Rivers respectfully requests the Commission issue an order:

(A) Waiving the 60-day notice requirement of Rule 20 CSR 4240-4.017(1) for good

cause shown;

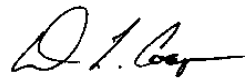
(B) Granting Confluence Rivers a CCN authorizing it to install, acquire, build, construct, own, operate, control, manage, and maintain a water system for the public within the specified areas currently served by Tan Tar A State Road, LLC

(C) Authorizing Confluence Rivers to acquire the system assets of Tan Tar A State Road, LLC, as described in this Application;

(D) Authorizing Confluence Rivers to enter into, execute, and perform, in accordance with the terms described in the agreements attached to this application, and take any and all other actions that may be deemed necessary and appropriate to accomplish the purposes of the agreements and the Application and to consummate related transactions in accordance with the agreements; and,

(E) Granting such other relief as may be deemed necessary and appropriate to accomplish the purposes of the agreements and the Application and to consummate related transactions in accordance with the agreements.

Respectfully submitted,



Dean L. Cooper MBE #36592

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CENTRAL STATES WATER RESOURCES

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Des Peres, MO 63131
dwoodsmall@cswrgroup.com

**ATTORNEYS FOR CONFLUENCE RIVERS
UTILITY OPERATING COMPANY, INC.**

CERTIFICATE OF SERVICE

The undersigned certifies that a true and correct copy of the foregoing document was sent by electronic mail, on July 1, 2021, to the following:

Office of the General Counsel
staffcounsel@psc.mo.gov

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



VERIFICATION

State of Missouri)
) ss
County of St. Louis)

I, Todd Thomas, having been duly sworn upon my oath, state that I am the Sr. Vice President of Confluence Rivers Utility Operating Company, Inc. (“Confluence Rivers”), that I am duly authorized to make this affidavit on behalf of Confluence Rivers, that I have knowledge of the matters stated herein, and that said matters are true and correct to the best of my information, knowledge, and belief. Additionally, no representative of Confluence Rivers has had any communication with the office of the Missouri Public Service Commission as defined in Commission Rule 20 CSR 4240-4.015(10) within the one hundred fifty (150) days immediately preceding the filing of the Application regarding any substantive issue likely to be addressed in this case.



Todd Thomas – Sr. Vice President

Subscribed and sworn before me this 1st day of July, 2022.



Notary Public

My Commission Expires 5/4/24



APPENDIX A

HAS BEEN
IDENTIFIED AS

CONFIDENTIAL

IN ITS ENTIRETY

APPENDIX B

VERIFICATION OF AUTHORITY

COMES NOW the undersigned, the Sr. Vice President of Confluence Rivers Utility Operating Company, Inc. ("Confluence Rivers") and Central States Water Resources, Inc. ("CSWR"), and does hereby verify that CSWR had and has the requisite authority to enter into the *Agreement for Sale of Utility System* described in the Application and to carry out all the obligations contained in each *Agreement for Sale of Utility System*.

IN WITNESS WHEREOF, the undersigned has hereto set his hand the 1st day of July, 2022.



Todd Thomas – Sr. Vice President
CONFLUENCE RIVERS UTILITY OPERATING
COMPANY, INC. and CENTRAL STATES
WATER RESOURCES, INC.

State of Missouri)
) ss
County of St. Louis)

Subscribed and sworn before me this 1st day of July, 2022.



Notary Public

My Commission Expires 5/4/24



Tan-Tar-A Service Area Description

The area served is part of Camden County, Missouri and being more particularly described as follows:

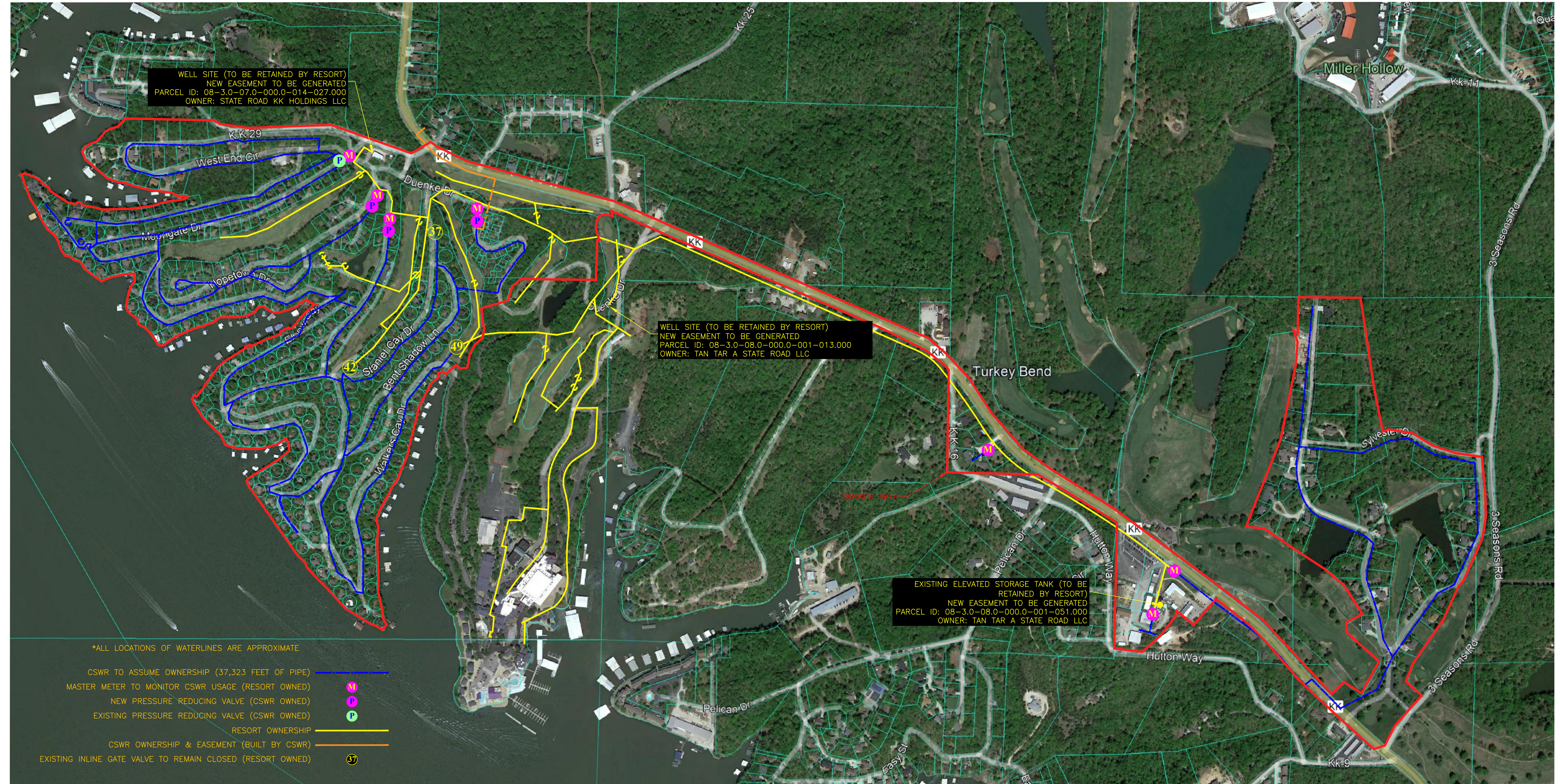
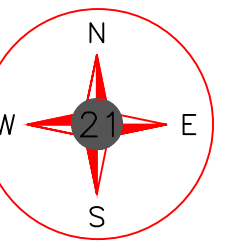
Commencing from the East Quarter Section corner of Section 7, Township 39 North, Range 16 West; thence along the north line of the Southeast Quarter of said Section 7, Westerly 90.00 feet more or less to the point of beginning; thence continuing along said north line, Westerly 556.34 feet more or less; thence leaving the north line of the Southeast Quarter of Section 7, S47°47'16"W 80.73 feet more or less; thence S32°00'19"W 31.20 feet more or less; thence S17°55'58"W 74.01 feet more or less; thence N88°48'33"W 193.26 feet more or less; thence S1°15'33"W 89.00 feet more or less; thence S12°23'52"E 103.53 feet more or less; thence S1°10'52"W 69.84 feet more or less; thence S43°17'32"W 106.53 feet more or less; thence S24°13'33"W 89.88 feet more or less; thence S13°47'00"W 73.70 feet more or less; thence S53°48'41"W 36.14 feet more or less; thence S86°03'16"W 22.45 feet more or less; thence N57°42'46"W 54.82 feet more or less; thence S52°19'13"W 92.59 feet more or less to the approximate edge of the Lake of the Ozarks; thence along the approximate edge of the Lake of the Ozarks the following courses: S56°05'26"W 141.32 feet more or less, S23°20'01"W 142.54 feet more or less, S18°04'18"W 198.52 feet more or less, S17°45'13"W 376.81 feet more or less, S29°20'59"W 329.93 feet more or less, S2°23'01"W 198.42 feet more or less, S2°13'42"E 362.31 feet more or less, S15°05'05"E 254.35 feet more or less, S45°49'33"W 55.39 feet more or less, N62°46'13"W 84.84 feet more or less, N57°18'42"W 209.11 feet more or less, N43°56'25"W 314.97 feet more or less, N39°03'27"W 442.60 feet more or less, N34°46'55"W 448.14 feet more or less, N12°47'12"E 25.49 feet more or less, N62°10'45"E 136.96 feet more or less, N57°51'54"E 101.85 feet more or less, N47°06'27"E 95.46 feet more or less, N43°05'57"E 55.61 feet more or less, N19°17'01"W 80.87 feet more or less, S62°39'52"W 119.63 feet more or less, S87°21'36"W 183.14 feet more or less, N80°35'35"W 134.88 feet more or less, N39°55'18"W 171.82 feet more or less, N42°37'30"W 113.79 feet more or less, N29°33'04"W 117.27 feet more or less, N27°32'14"E 64.83 feet more or less, N36°20'58"E 159.87 feet more or less, N44°30'51"E 159.60 feet more or less, N55°09'18"E 143.93 feet more or less, N67°03'47"E 112.78 feet more or less, N69°17'52"E 171.82 feet more or less, N57°41'02"E 119.30 feet more or less, N46°31'35"E 110.02 feet more or less, N35°13'29"E 104.59 feet more or less, N39°23'03"W 47.86 feet more or less, S58°22'38"W 104.70 feet more or less, S73°45'53"W 146.46 feet more or less, N60°09'15"W 95.40 feet more or less, S84°24'59"W 42.44 feet more or less, S51°23'37"W 101.77 feet more or less, S86°36'05"W 209.48 feet more or less, S62°53'03"W 119.04 feet more or less, S68°51'19"W 177.28 feet more or less, S59°56'13"W 163.41 feet more or less, N80°04'09"W 52.02 feet more or less, N37°01'40"W 107.76 feet more or less, N44°57'12"W 166.18 feet more or less, N35°23'27"W 92.56 feet more or less, N18°27'11"E 172.00 feet more or less, N19°12'58"E 69.03 feet more or less, N63°12'56"W 41.17 feet more or less, S78°51'48"W 121.49 feet more or less, S69°10'37"W 108.75 feet more or less, N47°30'18"W 206.55 feet more or less, N64°59'30"W 131.49 feet more or less, N22°35'40"W 116.69 feet more or less, N38°34'32"W 151.82 feet more or less, N28°10'41"W 146.67 feet more or less, N37°19'34"W 69.17 feet more or less, N23°32'36"W 64.78 feet more or less, N20°40'40"W 80.82 feet more or less, N35°08'12"W 42.74 feet more or less, N43°20'38"E 32.52 feet more or less, S84°20'29"E 48.96 feet more or less, S61°12'21"E 67.93 feet more or less, S71°30'56"E 36.31 feet more or less, S40°34'55"E 114.66 feet more or less, S56°35'57"E 85.96 feet more or less, S63°43'20"E 113.10 feet more or less, S80°21'25"E 74.72 feet more or less, S80°20'17"E 121.34 feet more or less, S88°23'44"E 158.66 feet more or less, N82°53'09"E 66.05 feet more or less, S81°11'23"E 37.44 feet more or less, N79°33'51"E 146.14 feet more or less, N75°04'40"E 107.09 feet more or less, N81°50'52"E 114.17 feet more or less, N66°57'41"E

39.06 feet more or less, N75°24'35"W 44.57 feet more or less, S88°50'59"W 43.61 feet more or less, N68°05'24"W 58.95 feet more or less, N76°44'09"W 72.13 feet more or less, N81°35'07"W 139.13 feet more or less, N71°24'23"W 102.43 feet more or less, N77°39'39"W 97.60 feet more or less, S81°00'41"W 13.55 feet more or less, N63°02'38"W 82.60 feet more or less, N50°31'34"W 64.69 feet more or less, N43°04'00"W 94.25 feet more or less, N39°37'27"W 56.38 feet more or less, N24°40'12"W 24.66 feet more or less, N18°40'24"E 17.99 feet more or less, N55°12'08"E 90.97 feet more or less, N68°10'04"E 22.46 feet more or less, N53°58'06"E 25.80 feet more or less, N36°56'42"E 37.11 feet more or less, N48°46'08"E 52.71 feet more or less, N63°17'48"E 41.39 feet more or less, N72°14'53"E 62.64 feet more or less, N41°41'51"E 60.83 feet more or less; thence leaving the approximate edge of the Lake of the Ozarks S87°47'29"E 646.70 feet more or less; thence S46°34'07"E 106.69 feet more or less; thence S81°02'19"E 134.65 feet more or less; thence S41°10'08"E 36.37 feet more or less; thence N80°38'55"E 77.87 feet more or less; thence N83°29'11"E 92.57 feet more or less; thence N86°17'31"E 76.42 feet more or less; thence N87°33'39"E 380.29 feet more or less; thence N87°33'39"E 55.22 feet more or less; thence S69°08'04"E 313.02 feet more or less; thence S71°09'04"E 212.11 feet more or less; thence S63°49'53"E 108.22 feet more or less; thence N57°42'34"E 124.22 feet more or less to the south right-of-way line of State Road "KK"; thence leaving said south right-of-way line N53°51'09"E 73.11 feet more or less to the north right-of-way line of State Road "KK"; thence along said north right-of-way line, Southeasterly 7814.76 feet more or less; thence leaving the north right-of-way line of State Road "KK", N48°09'00"E 136.26 feet more or less; thence S50°56'24"E 154.48 feet more or less; thence N30°46'42"E 268.19 feet more or less; thence N45°36'17"W 334.21 feet more or less; thence N2°56'10"E 53.88 feet more or less; thence N58°56'16"E 123.10 feet more or less; thence N27°44'42"W 239.51 feet more or less; thence N47°48'56"W 161.06 feet more or less; thence N58°25'17"W 281.37 feet more or less; thence N54°40'43"W 270.00 feet more or less; thence N84°40'04"W 142.74 feet more or less; thence N21°55'39"E 687.76 feet more or less; thence N12°37'24"E 575.06 feet more or less; thence N3°08'49"E 159.21 feet more or less; thence N13°30'52"W 68.89 feet more or less; thence N29°25'56"E 50.91 feet more or less; thence N1°42'45"E 208.17 feet more or less to the West Quarter Section corner of Section 9, Township 39 North, Range 16 West; thence along the north line of the Southwest Quarter of said Section 9, S89°44'04"E 487.00 feet more or less; thence leaving the north line of the Southwest Quarter of said Section 9, S8°36'04"E 972.79 feet more or less; thence N79°08'38"E 90.45 feet more or less; thence S86°38'25"E 83.95 feet more or less; thence S65°38'13"E 76.43 feet more or less; thence S57°08'55"E 169.60 feet more or less; thence S69°05'22"E 57.22 feet more or less; thence S76°21'43"E 77.70 feet more or less; thence S80°50'46"E 104.26 feet more or less; thence N43°16'14"E 41.34 feet more or less; thence N73°05'27"E 61.97 feet more or less; thence S3°10'33"E 273.95 feet more or less; thence S0°51'53"E 278.02 feet more or less; thence S7°21'14"W 92.57 feet more or less; thence S16°36'16"W 86.88 feet more or less; thence S21°05'02"W 92.75 feet more or less; thence S28°11'06"W 249.12 feet more or less; thence S28°35'15"W 296.14 feet more or less; thence S36°01'07"W 368.12 feet more or less; thence S21°55'49"W 129.77 feet more or less; thence S48°37'48"E 156.02 feet more or less; thence S43°57'31"W 173.08 feet more or less; thence S39°29'27"W 139.85 feet more or less; thence S28°54'29"W 79.21 feet more or less; thence S25°32'58"W 70.66 feet more or less to the north right-of-way line of State Road "KK"; thence leaving said north right-of-way line S39°53'23"W 75.62 feet more or less to the south right-of-way line of State Road "KK"; thence along said south right-of-way line, Northwesterly 1631.92 feet more or less; thence leaving said south right-of-way line, S40°10'37"W 252.45 feet more or less; thence N51°50'57"W 158.06 feet more or less; thence S28°19'00"W 50.68 feet more or less; thence S46°19'02"W 167.34 feet more

or less; thence $S76^{\circ}58'53''E$ 24.61 feet more or less; thence $S43^{\circ}14'59''W$ 164.97 feet more or less; thence $N85^{\circ}35'10''W$ 92.59 feet more or less; thence $N83^{\circ}53'04''W$ 103.65 feet more or less; thence $N70^{\circ}59'22''W$ 30.41 feet more or less; thence $N1^{\circ}42'28''E$ 911.80 feet more or less to the south right-of-way line of State Road "KK"; thence along said south right-of-way line, Northwesterly 676.98 feet more or less; thence leaving said south right-of-way line, $N88^{\circ}39'12''W$ 485.03 feet more or less; thence $N70^{\circ}41'54''W$ 33.72 feet more or less; thence $N70^{\circ}18'06''W$ 45.54 feet more or less; thence $N55^{\circ}21'07''W$ 41.08 feet more or less; thence $N34^{\circ}31'30''W$ 37.01 feet more or less; thence $N12^{\circ}36'19''W$ 45.11 feet more or less; thence $N0^{\circ}21'13''E$ 263.39 feet more or less; thence $N28^{\circ}59'49''W$ 60.59 feet more or less; thence $N0^{\circ}40'50''E$ 307.70 feet more or less to the south right-of-way line of State Road "KK"; thence along said south right-of-way line, Northwesterly 2718.95 feet more or less; thence leaving said south right-of-way line of State Road "KK", $S1^{\circ}57'37''W$ 33.79 feet more or less; thence $N74^{\circ}44'41''W$ 53.57 feet more or less; thence $S79^{\circ}22'50''W$ 25.68 feet more or less; thence $S47^{\circ}24'38''W$ 22.26 feet more or less; thence $S30^{\circ}27'57''W$ 40.59 feet more or less; thence $S2^{\circ}14'45''E$ 53.40 feet more or less; thence $S14^{\circ}19'42''E$ 85.98 feet more or less; thence $N88^{\circ}15'34''W$ 23.03 feet more or less; thence $S1^{\circ}57'37''W$ 289.01 feet more or less to the point of beginning, containing 248.67 acres more or less.

This description is for exhibit only and does not represent an actual boundary survey. The surveyor did not abstract nor perform any field verification of the exhibit accuracy. The location represents approximate location only and should not be construed as being 100% accurate.

ROUGH SERVICE AREA MAP (v2) TAN TAR A STATE ROAD, LLC (WATER) CAMDEN, MO



Utility Note Disclaimer:

The utilities shown hereon are depicted based on the customer list provided by the system manager. 21 Design Group, Inc. performed no field verification of the layout and are unable to determine the exact location of this time. The location represents approximate location only and should not be construed as being 100% accurate. It is shown to provide general layout of the system only and should not be used to interpret encroachments.

DATE:	3/14/2022
PROJECT NO:	0596-21
DRAWN BY:	KAR
SCALE:	
SHEET NAME:	SERVICE AREA MAP



APPENDIX E

HAS BEEN
IDENTIFIED AS

CONFIDENTIAL

IN ITS ENTIRETY

APPENDIX F

HAS BEEN
IDENTIFIED AS

CONFIDENTIAL

IN ITS ENTIRETY

Margaritaville Proposed Rate Design

Meter Size	Flow Factor	Rate
5/8"	1	\$ 24.76
1"	2.5	\$ 61.90
1.5"	5	\$ 123.80
2"	8	\$ 198.08
3"	15	\$ 371.40
4"	25	\$ 619.00
6"	50	\$ 1,238.00