

**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 of )  
Convenience and Necessity to Provide Sewer Service ) **File No. SA-2024-**  
In an Area of Jefferson County, Missouri )  
(Country Life Acres). )

**APPLICATION AND MOTION FOR WAIVER**

**COMES NOW** Confluence Rivers Utility Operating Company, Inc. (“Confluence Rivers”) pursuant to Sections 393.170, RSMo., 20 CSR 4240-2.060, 20 CSR 4240-3.305, and 20 CSR 4240-4.017, and for its *Application and Motion for Waiver*, states as follows to the Missouri Public Service Commission (“Commission”):

**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 5,200 connections and sewer service to approximately 5,200 connections in the State of Missouri, pursuant to certificates of convenience and necessity previously granted by the Commission. 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 years of the date of this Application.

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

Josiah Cox, President  
Confluence Rivers Utility Operating Company, Inc.  
1630 Des Peres Rd., Suite 140  
St. Louis, MO 63131  
Phone: (314) 380-8544  
E-mail: [jcox@cswrgroup.com](mailto:jcox@cswrgroup.com)

### **The Proposed Sale Transaction**

5. Confluence Rivers proposes to acquire all or substantially all of the sewer system assets of the currently unregulated system of Country Life Acres (“Country Life Acres”). Confluence Rivers seeks a Certificate of Convenience and Necessity (“CCN”) to operate the system and provide service to the public.

6. Kathy Kriska d/b/a Country Life Acres #2 Trustees has an active fictitious name registration with the Missouri Secretary of State. Country Life Acres provides sewer services to approximately 15 residential connections (single family homes) in Jefferson County, Missouri. There is no other same or similar sewer service available in the area served Country Life Acres.

7. The wastewater system is a lagoon treatment facility consisting of gravity collection flowing to a septic tank, which is pumped to a two-cell facultative lagoon with chlorine disinfection. Sludge is retained in the lagoon. The facility is regulated by the Missouri Department of Natural Resources under NPDES permit MO0090905. The facility consistently struggles to meet permit limits for BOD, E.Coli, Ammonia, and Total Suspended Solids with occasional violations of pH limits as well. The facility will likely require significant process improvements to achieve consistent compliance with permitted limits.

8. On May 16, 2023, Central States Water Resources, Inc. (“CSWR”) entered into an *Agreement for Sale of Utility System (“Agreement”)* with Country Life Acres. A copy of the *Agreement* 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 the sewer system assets of Country Life Acres, as specifically described in, and under the terms and provision of, the *Agreement*.

### **Certificate of Convenience and Necessity**

9. Pursuant to Paragraph 18 of the *Agreement*, 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* and seek Commission approval of the transaction.

10. Confluence Rivers requests permission, approval and a CCN to construct, install, own, operate, maintain, control and manage a sewer system for the public in an area of Jefferson 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**.

11. Attached hereto and marked as **Appendix E-C** is a list of ten 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.

### **Additional Information**

12. Attached hereto and marked as **Appendix F-C** is a feasibility study for the Country Life Acres sewer system for which Confluence Rivers seeks a CCN, including estimates of the number of customers, expenses and revenues during the first three 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 area, Confluence Rivers will purchase an existing sewer system and will not construct systems. Thus, Confluence Rivers asks for a waiver of any requirement to provide plans and specification related to the construction of a sewer system.

13. 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.

14. The sale and purchase of the referenced assets should have no impact on the tax revenues of any relevant political subdivisions, as Confluence Rivers and Country Life Acres are both taxpaying entities.

### **Tariff/Rates**

15. Confluence Rivers proposes to utilize the rules governing the rendering of service that are currently found in Confluence Rivers’ existing PSC MO No. 13 tariff for sewer, until such time as the rates and rules are modified according to law. Confluence Rivers would anticipate later adding the Country Life Acres service area to the sewer tariff book at issue in its pending rate case (WR-2023-0006/SR-2023-0007).

16. Country Life Acres currently charges \$144 per year (or \$12 per month) for sewer service. Confluence Rivers proposes to adopt the existing rates of Country Life Acres until such time as the rates are modified according to law.

17. The sewer system will require investment after the purchase by Confluence Rivers that will necessarily result in a future request for a rate increase of some amount.

### **Public Interest**

18. The grant of the requested CCN (and approval of the underlying transactions) is in the public interest and will result in regulated sewer service being provided to the current and future residents of the Country Life Acres service area. The system would be acquired by Confluence Rivers, a Missouri public utility, and be subject to the jurisdiction of the Commission. 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 sewer 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 system. Confluence Rivers also has the financial strength and resources necessary to make expenditures and investments required to maintain the system.

### **Motion for Waiver**

19. 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.

20. 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...”).

21. 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;

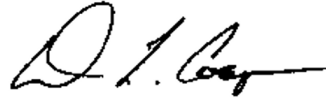
(B) Granting Confluence Rives a CCN authorizing it to install, acquire, build, construct, own, operate, control, manage, and maintain a sewer system for the public within the specified area currently served by Country Life Acres;

(C) Authorizing Confluence Rivers to acquire the sewer system assets of Country Life Acres, as described in this *Application and Motion for Waiver*; and

(D) Granting such other relief as may be deemed necessary and appropriate to accomplish the purposes of the *Agreement*, the *Application and Motion for Waiver*, and

consummate related transactions in accordance with the *Agreement*.

Respectfully submitted,



Dean L. Cooper MBE #36592  
Jennifer L. Hernandez MBE #59814  
**BRYDON, SWEARENGEN & ENGLAND P.C.**  
312 E. Capitol Avenue  
P.O. Box 456  
Jefferson City, MO 65102  
(573) 635-7166 telephone  
[dcooper@brydonlaw.com](mailto:dcooper@brydonlaw.com)  
[jhernandez@brydonlaw.com](mailto:jhernandez@brydonlaw.com)

David L. Woodsmall MBE #40747  
**Central States Water Resources**  
1630 Des Peres Rd., Suite 140  
Des Peres, MO 63131  
[dwoodsmall@cswrgroup.com](mailto:dwoodsmall@cswrgroup.com)

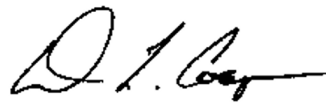
**ATTORNEYS FOR CONFLUENCE RIVERS  
UTILITY OPERATING COMPANY, INC.**

**CERTIFICATE OF SERVICE**

The undersigned certifies that a true and correct copy of the foregoing document was sent by electronic mail this 29<sup>th</sup> day of September 2023, to the following:

Staff Counsel Division  
[staffcounsel@psc.mo.gov](mailto:staffcounsel@psc.mo.gov)

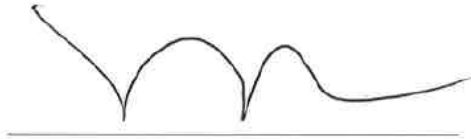
Office of the Public Counsel  
[opcservice@opc.mo.gov](mailto:opcservice@opc.mo.gov)



**AFFIDAVIT**

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

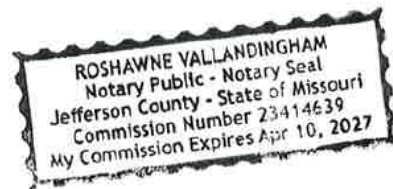
I, Josiah Cox, having been duly sworn upon my oath, state that I am the President of Confluence Rivers Utility Operating Company, Inc. ("Confluence Rivers"), that I am duly authorized to make this affidavit on behalf of Confluence Rivers, that I have knowledge of the matters stated herein, and that said 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.



Subscribed and sworn before me this 28 day of September, 2023.

Roshawne Vallandingham  
Notary Public

My Commission Expires April 10, 2027





**APPENDIX A-C**

**HAS BEEN  
IDENTIFIED AS**

**CONFIDENTIAL**

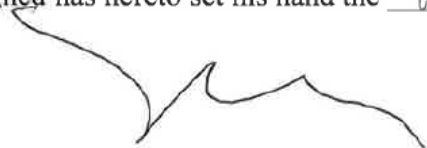
**IN ITS ENTIRETY PURSUANT TO  
20 CSR 4240-2.135(2)(A)3. and 6.**

**APPENDIX B**

VERIFICATION OF AUTHORITY

COMES NOW the undersigned, the 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 each *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 8<sup>th</sup> day of September, 2023.



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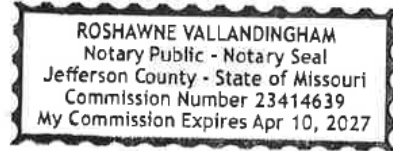
Josiah Cox, President  
CONFLUENCE RIVERS UTILITY OPERATING  
COMPANY, INC. and CENTRAL STATES  
WATER RESOURCES, INC.

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

Subscribed and sworn before me this 8<sup>th</sup> day of September, 2023.

  
Notary Public

My Commission Expires April 10, 2027



## APPENDIX C

### Country Life Acres Service Area Description:

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

Commencing from the northeast corner of the Northeast Quarter of Section 33, Township 42 North, Range 4 East; thence along the north line of said Northeast Quarter, Westerly 930.00 feet more or less to the point of beginning; thence leaving the north line of said Northeast Quarter, Southerly 1582.40 feet more or less; thence Southwesterly 447.70 feet more or less; thence Northerly 1694.00 feet more or less to the north line of said Northeast Quarter; thence along the north line of said Northeast Quarter, Easterly 431.00 feet more or less to the point of beginning, containing 16.26 acres more or less.

**APPENDIX D**

HAS BEEN  
FILED SEARPATELY

**APPENDIX E-C**

**HAS BEEN  
IDENTIFIED AS**

**CONFIDENTIAL**

**IN ITS ENTIRETY PURSUANT TO  
20 CSR 4240-2.135(2)(A)1.**

**APPENDIX F-C**

**HAS BEEN  
IDENTIFIED AS**

**CONFIDENTIAL**

**IN ITS ENTIRETY PURSUANT TO  
20 CSR 4240-2.135(2)(A)3. and 6.**