

**BEFORE THE TENNESSEE REGULATORY AUTHORITY
NASHVILLE, TENNESSEE**

IN RE:

PETITION OF TENNESSEE-
AMERICAN WATER COMPANY TO
CHANGE AND INCREASE CERTAIN
RATES AND CHARGES...

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DOCKET NO. 06-00290

**THE CITY OF CHATTANOOGA'S AND THE
CHATTANOOGA MANUFACTURERS ASSOCIATION'S
JOINT MOTION FOR EXTENSION OF TIME TO SUBMIT TESTIMONY
AND TO REVISE PROCEDURAL SCHEDULE**

The City of Chattanooga ("City") and the Chattanooga Manufacturers Association ("CMA"), hereby submit this, their Joint Motion for Extension of Time to Submit Testimony and to Revise Procedural Schedule, showing as follows:

1. The City of Chattanooga and CMA filed certain discovery requests on or about January 22 and January 23, 2007, respectively, within days after being granted intervenor status in this docket. Initial objections and responses to those data requests were filed by petitioner Tennessee American Water Company (the "Company") on or about February 6 to the City and on February 8 to CMA. The Company also filed objections and responses relative to data requests submitted by the State Attorney General's Consumer Advocate & Protection Division (the "CAPD").

2. The Procedural Schedule contemplated motions to compel to be filed on or before February 8, 2007. All intervenors were forced to expend time and resources filing motions to compel the Company to provide responsive information and materials clearly and appropriately requested by data requests. A Status Conference was conducted on February 9, 2007 to discuss the Company's objections and the multiple motions to compel responsive information and materials.

3. The Hearing Officer encouraged and allowed the parties to negotiate the motions to compel for several hours. Certain agreements amongst the parties were reached regarding the production of discrete items. With respect to other requested materials, the parties could not reach agreement. The Hearing Officer heard argument, ruled orally as to some issues, and took certain of the matter(s) under advisement, as reflected in a subsequently issued Order Resolving, In Part, Objections to Discovery Requests, entered February 15, 2007.

4. Subsequent to both the status conference and entry of the Hearing Officer's order, the Company: continues to object to producing substantial and significant information initially requested; seeks to revise certain "agreements" made to produce specified information and/or condition release of certain information; supplemented its responses and then, again, filed further supplemental responses, culminating in the receipt by the intervenors of further information related to this matter almost each day of this week, including February 22, 2007.

5. When setting the Procedural Schedule, it was contemplated that Testimony would orderly follow the answers by petitioner, the Company, to the data requests of the intervenors. Since those responses were to be made by the Company on or before a deadline of February 6, a due date of February 26, 2007, allowing twenty (20) days from the discovery responses, was included in the Procedural Schedule for intervenors' Prefiled Direct Testimony. Without a complete universe of material, the parties are handcuffed from filing such testimony.

6. Considering that no ruling has issued concerning certain matters taken under advisement by the Hearing Officer, including all of the issues surrounding the IPO-related data, and further considering that intervening parties continue to receive, piecemeal, bits of data and information and materials, in addition to continuing objections, from the Company, these parties

jointly and respectfully request eleven (11) additional days, through and including Friday, March 9, 2007, in which to submit their prefiled direct testimony.

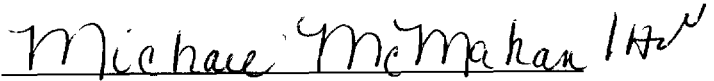
7. The City of Chattanooga and CMA aver that the parties will work diligently to submit the testimony prior to the extended deadline requested. The CAPD has apparently suggested it might be in a position to provide the Company with the CAPD's materials prior to the date requested herein. Thus, this matter will continue moving forward appropriately. In that regard, and to the extent the Procedural Schedule is modified, these parties request that the Company's Discovery Requests issue within seven (7) days of receipt of the prefiled testimony of any intervening party (including the CAPD) in order to provide flexibility within and to preserve, to the extent possible, some semblance of the framework of the initial Procedural Schedule, which has been skewed by the delays in the Company producing and the intervenors' receiving the complete universe of materials that is constitute the complete foundation of Petitioner's case.

8. A proposed revised schedule is attached hereto for the Hearing Officer's consideration.

WHEREFORE, the City of Chattanooga and CMA respectfully request that the Hearing Officer enter an Order granting us an additional eleven (11) days, through and until March 9, 2007, in which to file prefiled direct testimony and a revision to the Procedural Schedule as attached.

Respectfully Submitted,

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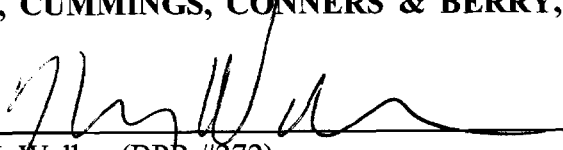
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CERTIFICATE OF SERVICE

This is to certify that the undersigned has this day served a true and correct copy of the foregoing by electronic mail, facsimile or United States mail, postage prepaid, and addressed to the following:

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This the 23rd day of February, 2007.


Henry M. Walker

TRA Docket No. 06-00290
TENNESSEE AMERICAN WATER COMPANY

REVISED PROCEDURAL SCHEDULE
(February 23, 2007)

~~TRA Docket No. 06-00290~~

~~1st Round Discovery Requests Filed~~ Due _____ January ~~22~~6, 2007

~~1st Round Discovery Objections/Responses Filed~~ _____ February ~~14~~6, 2007

Motions to Compel _____ February 8, 2007

Status Conference _____ February 9, 2007

Supplemental Discovery Due _____ February 14, 2007

Intervenor's Pre-Filed Testimony Due by _____ March 9, 2007 (instead of 2/26)

~~Pre-Filed Direct Testimony Filed~~ 2nd Round of Discovery due _____ March 15, 2007 days
after testimony filed?
(not later than 3/16)

~~Settlement Discussions~~ 2nd Round Discovery Responses/Objections due _____ March 16-20,
2007 9 days after requests
(not later than 3/25)

Parties Report on Status of Negotiations _____ March ~~20~~27, 2007

Motions to Compel Due _____ March 27, 2007

~~2nd Round Discovery Requests Filed~~ _____ ~~March 22,~~ 2007

~~2nd Round Discovery Objections/Responses filed~~ _____ ~~March 30 or April 3,~~ 2007

~~Pre-Filed Rebuttal Testimony Filed~~ Supplemental Responses _____ ~~April 6 or 9~~ March 30,
2007

Pre-filed Rebuttal Testimony Due _____ April 3, 2007

Pre-Hearing Conference _____ April 10, 2007

Settlement Discussions April 11-13, 2007

2nd Report on Status of Negotiations April 13, 2007

Hearing on the Merits

Week of April 16, 2007
(Subject to Panel Approval—starting 4/17)

EXHIBIT A
TO JOINT MOTION TO REVISE PROCEDURAL SCHEDULE

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