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November 18, 2010

Via Hand-Delivery

Chairman Mary W. Freeman
c/o Sharla Dillon
Tennessee Regulatory Authority
460 James Robertson Parkway
Nashville, Tennessee 37243

filed electronically in docket office on 11/18/10

**Re: *Petition Of Tennessee American Water Company To Change And Increase
Certain Rates And Charges So As To Permit It To Earn A Fair And Adequate
Rate Of Return On Its Property Used And Useful In Furnishing Water Service
To Its Customers***
Docket No. 10-00189

Dear Chairman Freeman:

Enclosed please find the original and five (5) copies of Tennessee American Water Company's Response in Opposition to the UWUA Intervenors' Motion for Leave to File a Reply in Support of Its Motion For Leave to Serve More Than Forty Discovery Requests. This document also is being filed today by way of email to the Tennessee Regulatory Authority Docket Manager, Sharla Dillon.

Please file the original and four copies of this material and stamp the additional copy as "filed". Then please return the stamped copies to me by way of our courier.

Should you have any questions concerning this matter, please do not hesitate to contact me at the email address or telephone number listed above.

With kindest regards, I remain

Very truly yours,



R. Dale Grimes

RDG:smb
Enclosures

Chairman Mary Freeman

November 18, 2010

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cc: Hon. Sara Kyle (*w/o enclosure*)
Hon. Eddie Roberson (*w/o enclosure*)
Mr. David Foster, Chief of Utilities Division (*w/o enclosure*)
Richard Collier, Esq. (*w/o enclosure*)
Mr. Jerry Kettles, Chief of Economic Analysis & Policy Division (*w/o enclosure*)
T. Jay Warner, Esq. (*w/enclosure*)
Ryan McGehee, Esq. (*w/enclosure*)
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Harold L. North, Jr., Esq. (*w/enclosure*)
Mark Brooks, Esq. (*w/enclosure*)
Scott H. Strauss, Esq. (*w/enclosure*)
Katharine M. Mapes, Esq. (*w/enclosure*)
Donald L. Scholes, Esq. (*w/enclosure*)

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

IN RE:

**PETITION OF TENNESSEE AMERICAN
WATER COMPANY TO CHANGE AND
INCREASE CERTAIN RATES AND
CHARGES SO AS TO PERMIT IT TO
EARN A FAIR AND ADEQUATE RATE
OF RETURN ON ITS PROPERTY USED
AND USEFUL IN FURNISHING WATER
SERVICE TO ITS CUSTOMERS**

Docket No. 10-00189

**TENNESSEE AMERICAN WATER COMPANY'S RESPONSE
IN OPPOSITION TO THE UWUA INTERVENORS' MOTION
FOR LEAVE TO FILE A REPLY IN SUPPORT OF ITS MOTION
FOR LEAVE TO SERVE MORE THAN FORTY DISCOVERY REQUESTS**

Tennessee American Water Company (the "Company") hereby responds to the Utility Workers Union of America, AFL-CIO and UWUA Local 121's ("UWUA Intervenor's") Motion for Leave to File a Reply in Support of its Motion for Leave to Serve More Than Forty Discovery Requests as follows:

The UWUA Intervenor's motion should be denied. This is nothing more than attempt to cure the UWUA Intervenor's inadequate original motion for leave, which failed to establish good cause for exceeding the discovery limit of 40 discovery questions. Likewise, the proffered "reply" brief also fails to show good cause for asking additional questions. While the UWUA Intervenor's argue in their reply that their proposed discovery is commensurate with the "magnitude of the issues in this proceeding," they still profess to address only the three relatively narrow issues of staffing, service quality, and training. Notably, the UWUA Intervenor's give no explanation why those three issues cannot be adequately addressed within the confines of the

TRA's 40 discovery request limit. Accordingly, TAWC respectfully requests that the Hearing Officer deny this motion as well as the original motion seeking to exceed the discovery limits.

The UWUA Intervenors, the Consumer Advocate, and the City Chattanooga have all requested to exceed the TRA's discovery limits in furtherance of what they term "full discovery," yet none of the intervenors have shown good cause for doing so. Because intervenors have failed to meet their burden of proving good cause, the intervenors should be confined to the TRA's rules limiting discovery. Taken as a whole, it is hard to believe that the intervenors cannot adequately conduct "full discovery" with a total of 240 discovery requests.

Accordingly, TAWC respectfully submits that the UWUA Intervenors' motion should be denied.

Respectfully submitted,



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C. David Killion (#026412)

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Tennessee American Water Company

CERTIFICATE OF SERVICE

I hereby certify that a true and correct copy of the foregoing has been served via the method(s) indicated, on this the 18th day of November, 2010, upon the following:

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