

**IN THE TENNESSEE REGULATORY AUTHORITY
AT NASHVILLE, TENNESSEE**

**IN RE: JOINT PETITION OF TENNESSEE)
AMERICAN WATER COMPANY, THE CITY OF)
WHITWELL, TENNESSEE AND TOWN OF) DOCKET NO. 12-00157
POWELL CROSS ROADS, TENNESSEE, FOR)
APPROVAL OF A PURCHASE AGREEMENT AND)
WATER FRANCHISE AGREEMENT AND FOR)
THE ISSUANCE OF A CERTIFICATE OF)
CONVENIENCE AND NECESSITY)**

COMPLAINT AND PETITION TO INTERVENE

Robert E. Cooper, Jr., Attorney General and Reporter for the State of Tennessee, by and through the Consumer Advocate and Protection Division of the Office of the Attorney General ("Consumer Advocate"), pursuant to Tenn. Code Ann. § 65-4-118, respectfully petitions the Tennessee Regulatory Authority ("TRA" or "Authority") to grant the Consumer Advocate's intervention into this proceeding on behalf of the public interest because consumers may be adversely affected. For cause, Petitioner would show as follows:

1. The Consumer Advocate is authorized by Tenn. Code Ann. § 65-4-118 to represent the interests of Tennessee consumers of public utilities services by initiating and intervening as a party in proceedings before the Authority in accordance with the Uniform Administrative Procedures Act and Authority rules.

2. TAWC is a public utility regulated by the Authority and provides water services to consumers located in the State of Tennessee.

3. On December 27, 2012, TAWC filed in the Authority a *Joint Petition* with the City of Whitwell, Tennessee and the Town of Powell Crossroads, Tennessee for TRA approval of TAWC's acquisition of the water system owned by Whitwell, the approval of a franchise

agreement between Crossroads and TAWC, and a certificate of convenience and necessity ("CCN").

4. At this time, the Consumer Advocate does not oppose either TAWC's acquisition of the water system from Whitwell or TAWC having a franchise agreement with Powells Crossroads, as requested in the *Joint Petition*. However, the Consumer Advocate needs more information as to whether this acquisition will adversely affect TAWC's existing customers, including but not limited to income dilution.


5. Although the Consumer Advocate does not oppose an acquisition or a franchise agreement, the Consumer Advocate has concerns about the request for the TRA to approve the purchase agreement and the approval of costs because such approval before the transaction is completed hinders the ability to evaluate rate base and cost of service in future rate cases. Moreover, the rate-making treatment sought by TAWC in this matter for approval by the Authority could impact future rate cases for all Tennessee regulated public utilities and may adversely impact the businesses and households served by TAWC.

6. Additional investigation and discovery may be needed to determine whether the proposed agreements, costs, and deferred accounting treatment are appropriate and just and reasonable under Tennessee law.

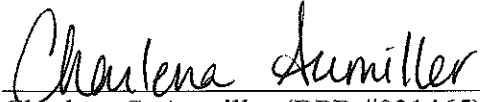
7. Only by participating in this proceeding can the Consumer Advocate work adequately to protect the interests of consumers.

WHEREFORE, Petitioner respectfully asks the Authority to grant the Petition to Intervene.

RESPECTFULLY SUBMITTED,



ROBERT E. COOPER, JR. (BPR #010934)
Attorney General and Reporter
State of Tennessee



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CERTIFICATE OF SERVICE

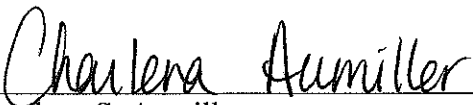
I hereby certify that a true and correct copy of the foregoing Petition to Intervene was served via U.S. Mail or electronic mail upon:

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This the _____ day of January, 2013.



Charlena S. Aumiller