

BUTLER | SNOW

January 31, 2017

VIA ELECTRONIC FILING

Hon. David Jones, Chairman
c/o Sharla Dillon
Tennessee Regulatory Authority
502 Deaderick Street, 4th Floor
Nashville, TN 37243

RE: Petition of Tennessee-American Water Company Regarding The 2016 Investment and Related Expenses Under The Qualified Infrastructure Investment Program Rider, The Economic Development Investment Rider, and The Safety and Environmental Compliance Rider, TRA Docket No. 16-00126

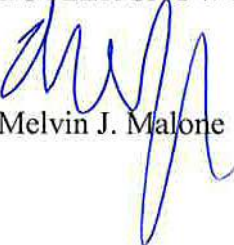
Dear Chairman Jones:

Attached for filing please find *Tennessee-American Water Company's Responses to Second Supplemental Discovery Requests of the Consumer Protection and Advocate Division* in the above-captioned matter.

As required, an original of this filing, along with four (4) hard copies, will follow. Should you have any questions concerning this filing, or require additional information, please do not hesitate to contact me.

Very truly yours,

BUTLER SNOW LLP



Melvin J. Malone

clw

Enclosure

cc: Valoria Armstrong, President, Tennessee-American Water Company
Daniel Whitaker, Assistant Attorney General, Consumer Protection and Advocate Division
Wayne Irvin, Assistant Attorney General, Consumer Protection and Advocate Division
Vance Broemel, Assistant Attorney General, Consumer Protection and Advocate Division

*The Pinnacle at Symphony Place
150 3rd Avenue South, Suite 1600
Nashville, TN 37201*

MELVIN J. MALONE
615.651.6705
melvin.malone@butlersnow.com

T 615.651.6700
F 615.651.6701
www.butlersnow.com

35124793v1

BUTLER SNOW LLP

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

IN RE:)	
)	
PETITION OF TENNESSEE AMERICAN)	
WATER COMPANY REGARDING THE 2016)	
INVESTMENT AND RELATED EXPENSES)	DOCKET NO. 16-00126
UNDER THE QUALIFIED)	
INFRASTRUCTURE INVESTMENT)	
PROGRAM RIDER, THE ECONOMIC)	
DEVELOPMENT INVESTMENT RIDER,)	
AND THE SAFETY AND ENVIRONMENTAL)	
COMPLIANCE RIDER)	

**TENNESSEE AMERICAN WATER COMPANY'S RESPONSES TO
CONSUMER PROTECTION AND ADVOCATE DIVISION'S
SECOND SUPPLEMENTAL DISCOVERY REQUESTS**

Tennessee-American Water Company ("TAWC"), by and through counsel, hereby submits its responses to the Second Supplemental Discovery Requests propounded by the Consumer Protection and Advocate Division ("CPAD").

TAWC incorporates and restates its General Objections, set forth in its Responses to CAPD's First Discovery Requests and Supplemental Discovery Requests, as if fully set forth herein. Further, TAWC generally objects to CAPD's Second Supplemental Discovery Requests, as they seek information well outside the scope of this proceeding and the information required by the tariffs.

RESPONSES

3-1. Identify Valoria Armstrong's position within the Company, including a detailed description of her role(s) within the Company, and provide her complete background information, including her educational, professional and employment history, and financial and other qualifications to execute the Certificate. Also state whether Ms. Armstrong is an officer of

the Company and if so, provide a Company secretary's certificate that confirms her title and position as an officer of the Company.

RESPONSE:

Valoria Armstrong is President of Tennessee American Water. As President of TAWC, Ms. Armstrong serves as the Chief Executive Officer for the Company in Tennessee. She is responsible for all aspects of TAWC's business, including financial, operations (production, distribution, customer service, engineering and capital investment planning), employee relations, environmental, and regulatory affairs. Ms. Armstrong is responsible for developing and carrying out the business strategy for TAWC and incorporating that strategy into its business plans. She ensures that all activities of the Company are carried out in compliance with all local, state and federal laws and regulations, and standards of good business practice. She reports to the Senior Vice President of the Central Division of American Water. As President of TAWC, Ms. Armstrong can make representations on behalf of TAWC. We have provided the requested certificate, which is attached hereto.

President Armstrong obtained a B.A., Business Administration, with emphasis in Accounting from Georgia Southern University in 2000. She joined TAWC in 2011. Additional information regarding Ms. Armstrong's work experience and education is available from other public sources.

TAWC objects to the remainder of this Request. Any further information is neither relevant nor required under the Capital Rider Recovery tariffs ("tariffs").

3-2. State whether the Company believes there is any difference between a verification as required by the tariff and the certification as provided by the Company. If the Company believes there is any difference, explain any such difference fully and with specificity.

RESPONSE:

TAWC believes that Ms. Armstrong's Verification Statement confirms TAWC's verification requirement under the tariffs. Any certifications and/or verifications filed by TAWC in this proceeding speak for themselves.

3-3. Identify any other docket or proceeding in which Valoria Armstrong has provided a certificate or verification, or has testified (through deposition or otherwise), and provide the docket or proceeding number and forum of each such docket or proceeding, the date(s) of the certificate or verification or prior testimony and the subject of the certificate or verification or prior testimony, and provide a copy of each such certificate or verification, and the transcripts of any such testimony.

RESPONSE:

TAWC objects to this Request. The information sought is not relevant and is overly broad and unduly burdensome. Specifically, Ms. Armstrong's verifications or certifications, if any, in other proceedings have no bearing on the verification filed in this proceeding. Moreover, this Request is not limited to Ms. Armstrong's verifications or certifications filed on behalf of TAWC; neither is it limited to a specific time period or jurisdiction. As such, it is unquestionably overly broad.

3-4. Describe the process, in detail and with specificity, by which Ms. Armstrong reviewed, approved, and executed the Certificate, including:

- (a) On what date did Ms. Armstrong's review of the Certificate begin?
- (b) On what date did Ms. Armstrong approve the Certificate?
- (c) What steps did Ms. Armstrong take to verify the completeness of the Certificate?
- (d) What steps did Ms. Armstrong take to verify the accuracy of the Certificate?
- (e) Identify each person with whom Ms. Armstrong consulted in her review, approval, and execution of the Certificate.
- (f) Identify each person upon whom Ms. Armstrong relied in her review, approval, and execution of the Certificate.
- (g) State in detail with specificity the Company's financial and other books and records that were reviewed and/or relied upon by Ms. Armstrong in her approval and execution of the Certificate, and either (i) provide specific reference(s) to those records as they have been provided in discovery provided to this point or (ii) to the extent those books and records have not provided, provide them.
- (h) State in detail with specificity any analysis performed by Ms. Armstrong on the Company's financial and other books and records that was used in Ms. Armstrong's approval and execution of the Certificate.

RESPONSE:

TAWC objects to this Request as irrelevant, overly broad, and unduly burdensome. Ms. Armstrong's Verification Statement speaks for itself. No other verification or certification is required under the plain language of the tariffs.

3-5. Except to the extent not otherwise referenced or provided in discovery requests in this Supplemental Request, produce copies of all documents, summaries, charts, trade articles, journals, treatises, publications, workpapers, file notes, chart notes, tests, test results, interview notes, and consultation notes provided to, reviewed by, utilized by, relied upon, created by, or produced by Ms. Armstrong and all other individuals with whom she consulted or upon whom she relied in evaluating, reaching conclusions or formulating an opinion in the Certificate.

RESPONSE:

None, except the support documentation and exhibits submitted with the Petition in TRA Docket No. 16-00126.

3-6. Admit or deny that the Certificate filed by Ms. Armstrong is an attestation from the Company's controller of the Capital Riders percentages and the underlying accounting as requested in the supplemental discovery request no. 4, subpart d. If not, state when the Company expects to file the proper verification. If this certification is intended to serve as the referenced attestation, provide a verification that these percentages and the underlying accounting relate back to the Company's General Ledger.

RESPONSE:

TAWC objects to this Request as duplicative and irrelevant. TAWC has objected to the CPAD's Supplemental Discovery Request No. 4 and has opposed CPAD's Motion to Compel an additional response to that Request. To the extent any response is required, TAWC denies this Request, as such certification or verification is not required under the tariffs.

3-7. Admit or deny that the Certificate filed by Valoria Armstrong is an attestation from the Company's controller of the Capital Riders percentages and the underlying accounting as requested in the supplemental discovery request no. 19, subpart d. If not, state when the Company expects to file the proper verification. If this certification is intended to serve as the referenced attestation, provide a verification that these percentages and the underlying accounting relate back to the Company's General Ledger.

RESPONSE:

TAWC objects to this Request as duplicative and irrelevant. TAWC has objected to the CPAD's Supplemental Discovery Request No. 19 and has opposed CPAD's Motion to Compel an additional response to that Request. To the extent any response is required, TAWC denies this Request, as such certification or verification is not required under the tariffs.

3-8. State whether the Company believes there is a difference between the verification requirement in the tariff and the attestation from the supplemental discovery requests referenced in Items 3-6 and 3-7. If the Company does believe that there is a difference, please provide an explanation of the difference in detail and with specificity.

RESPONSE:

TAWC believes that Ms. Armstrong's Verification Statement fulfills TAWC's verification requirement under the tariffs. Any certifications and/or verifications filed by TAWC in this proceeding speak for themselves.

3-9. If the certification filed by Valoria Armstrong is the verification by a corporate officer as required by the tariff, provide copies of all of the underlying accounting that Ms. Armstrong is verifying.

RESPONSE:

To the extent it exists, all relevant accounting information has previously been provided in this proceeding.

3-10. Provide verification that the Capital Riders percentages and the underlying accounting relate back to the Company's General Ledger. If any items do not relate back to the Company's General Ledger, identify these items that do not relate back and provide an explanation for why each item differs from the Company's General Ledger.

RESPONSE:

The verification required by the tariffs has been submitted by TAWC. Additionally, Ms. Bridwell stated clearly in her Direct Testimony that the data used to prepare the exhibits was acquired from the books of account and business records of TAWC. TAWC objects to any further verification requirement as irrelevant and outside the tariffs' requirements.

3-11. If applicable, admit or deny that Ms. Armstrong and any individuals identified in Item 3-4 will be present at all hearings regarding this docket. If these individuals will not be present at all hearings relating to this docket, explain in detail the basis for such individual not attending and provide an explanation for why the individuals should not be required to attend.

RESPONSE:

Not applicable. If the Authority orders or requires other witnesses or representatives of TAWC to be present at the hearing on the merits, TAWC will certainly comply with such directive.

Respectfully submitted,



Melvin J. Malone (BPR #013874)
Valerie Moore (BPR #031593)
Butler Snow LLP
150 Third Avenue South, Suite 1600
Nashville, TN 37201
Phone: (615) 651-6700
Fax: (615) 651-6701
Melvin.malone@butlersnow.com
Valerie.moore@butlersnow.com

TENNESSEE-AMERICAN WATER COMPANY
Secretary's Certificate

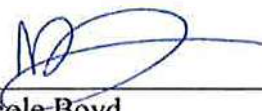
I, Nicole Boyd, being the Assistant Secretary of Tennessee-American Water Company ("Company"), do hereby certify that the following Resolution was duly adopted by Unanimous Consent of the Board of Directors of said Company and that said Resolution has not been rescinded, amended or modified:

WHEREAS, Valoria Armstrong is hereby recommended to be appointed as the Company's Director and President, effective as of November 11, 2015, and continuing thereafter until such time as his successor has been duly elected and qualified; and

NOW, THEREFORE, BE IT

FURTHER RESOLVED, that Valoria Armstrong be elected as the Company's Director and as President, effective November 11, 2015, and continuing thereafter until his successor has been duly elected and qualified or until his death or resignation or until he has been removed in the manner provided in the Company's bylaws.

IN WITNESS WHEREOF, I have hereunto set my hand as Assistant Secretary of Tennessee-American Water Company, and have caused the corporate seal of said Company to be hereunto affixed, this 27th day of January, 2017.

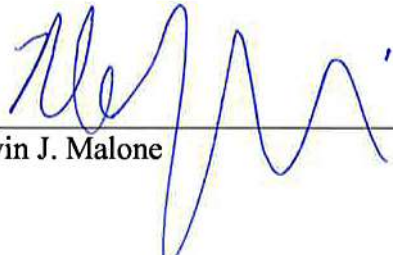


Nicole Boyd
Assistant Secretary

CERTIFICATE OF SERVICE

I hereby certify that a true and correct copy of the foregoing document was served via email or U.S. Mail, postage prepaid this the 31st day of January, 2017, upon the following counsel of record:

Daniel P. Whitaker III
Assistant Attorney General
Public Protection Section
Consumer Protection and Advocate Division
P. O. Box 20207
Nashville, TN 37202-0207
Daniel.whitaker@ag.tn.gov



Melvin J. Malone