

**IN THE TENNESSEE PUBLIC UTILITY COMMISSION
AT NASHVILLE, TENNESSEE**

IN RE:

**JOINT APPLICATION OF CARTWRIGHT
CREEK, LLC, AND LIMESTONE WATER
UTILITY OPERATING COMPANY, LLC,
FOR AUTHORITY TO SELL OR TRANSFER
TITLE TO THE ASSETS, PROPERTY AND
REAL ESTATE OF A PUBLIC UTILITY AND
FOR A CERTIFICATE OF PUBLIC
CONVENIENCE AND NECESSITY**

Docket No. 19-00035

PETITION TO INTERVENE

Herbert H. Slatery III, Attorney General and Reporter for the State of Tennessee, by and through the Consumer Advocate Unit in the Financial Division of the Office of the Attorney General (Consumer Advocate), pursuant to Tenn. Code Ann. § 65-4-118, respectfully petitions the Tennessee Public Utility Commission (TPUC or Commission) to grant the Consumer Advocate's intervention into this proceeding because consumers' interests, rights, duties, or privileges may be determined or affected by the *Joint Application of Cartwright Creek, LLC, and Limestone Water Utility Operating Company, LLC, for Authority to Sell or Transfer Title to the Assets, Property and Real Estate of a Public Utility and for a Certificate of Public Convenience and Necessity (Petition)*. For cause, the Consumer Advocate 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 utility services by initiating and intervening as a party in any matter or proceeding before TPUC in accordance with the Uniform Administrative Procedures Act, Tenn. Code Ann. § 4-5-101 *et seq.*, and TPUC rules.
2. Cartwright Creek, LLC (Cartwright Creek) is a public utility regulated by TPUC and provides water utility services to consumers through three separate wastewater systems located

in the following communities in Williamson County, Tennessee: Arrington Retreat, The Grassland, and The Hideaway.

3. On March 14, 2019, Cartwright Creek filed its *Petition*, joined by Limestone Water Utility Operating Company, LLC (Limestone), seeking authorization for it to sell or transfer title to Central States Water Resources, Inc. (CSWR) and Limestone, all assets, property, and real estate currently used to provide regulated wastewater service to customers in Cartwright Creek's three communities.¹ Cartwright Creek also seeks authorization to transfer its Certificate of Public Convenience and Necessity (CCN), or alternatively, for the Commission to grant Limestone a new CCN for these three communities.²

4. On August 22, 2018, Cartwright Creek entered into an *Agreement for the Sale of Utility District (Agreement)* with CSWR, which was amended March 6, 2019.³ The purchase price is \$880,000.⁴

5. Pursuant to Section 17 of the *Agreement*, CSWR has "executed an *Assignment of Rights* that, at closing, would transfer to Limestone all rights, title and interests to Cartwright Creek's utility assets."⁵

6. Limestone and CSWR estimate additional investments of more than \$2,300,000 in the wastewater system currently serving The Grasslands community in order to bring the system "into compliance with operational and environmental standards."⁶

7. Limestone proposes to adopt "the tariffs, rules and rates currently in effect for the three Cartwright Creek systems."⁷ However, Limestone acknowledges the likelihood of it

¹ *Petition* at pg. 7.

² *Petition* at pg. 7.

³ *Petition* at pg. 5, ¶9.

⁴ *Id.*

⁵ *Petition* at pgs. 5-6, ¶10.

⁶ *Petition* at pg. 6, ¶11.

⁷ *Petition's Exhibit 11, Direct Testimony of Josiah Cox*, p. 11.

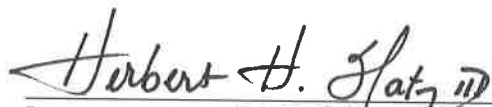
petitioning the Commission to increase rates or change certain operating regulations.⁸ Limestone specifically identifies the possibility of seeking authorization to consolidate the rates of the three systems.⁹

8. The interests of consumers in the transfer of authority to provide utility services from Cartwright Creek to CSWR and Limestone may be affected by determinations and orders made by the Commission with respect to its interpretation, application, and implementation of Tenn. Code Ann. §§ 65-4-113 and other relevant statutory and regulatory provisions. Such interests include, but are not limited to, the impact of the purchase price on the rates of the Cartwright Creek consumers; the benefit to be gained from the transfer to consumers; and the assessment of the suitability, the financial responsibility, and technical capability of Limestone and its parent company CSWR to operate the Cartwright Creek wastewater systems.

9. Only by participating as a party to this proceeding can the Consumer Advocate adequately carry out its statutory duty to represent the interests of Tennessee consumers.

Wherefore, the Consumer Advocate requests TPUC grant this *Petition to Intervene*.

RESPECTFULLY SUBMITTED,



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⁸ *Id.*

⁹ *Id.*

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CERTIFICATE OF SERVICE

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

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This the 3rd day of April, 2019.


KAREN H. STACHOWSKI
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