

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

**IN RE:**

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

**Docket No. 21-00059**

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**MOTION FOR JOINDER OF NECESSARY PARTY**

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The Consumer Advocate Unit in the Financial Division of the Office of the Attorney General (“Consumer Advocate”), by and through counsel, pursuant to Tenn. Code Ann. § 65-4-118 and Tenn. R. Civ. P. 19.01, respectfully moves the Tennessee Public Utility Commission (TPUC or the “Commission”) to enter an order directing Petitioner Limestone Water Utility Operating Company, LLC (“Limestone”) to join Candlewood Lakes Property Owners Association, Inc. and Candlewood Lakes POA Water Works, Inc. (together, “Candlewood Lakes POA”) as a necessary party in the above-captioned Docket, based upon the following grounds:

1. On May 20, 2021, Limestone filed a *Petition* seeking authorization for Candlewood Lakes POA<sup>1</sup> to sell or transfer all assets, property, and real estate currently used to provide regulated water services to customers in Candlewood Lakes POA service territory to Limestone.<sup>2</sup>

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<sup>1</sup> Candlewood Lakes POA provides water services to consumers in Hardeman County. *See Application of Limestone Water Utility Operating Company, LLC, for Authority to Sell or Transfer Title to the Assets, Property and Real Estate of a Water System and for a Certificate of Public Convenience and Necessity (“Petition”),* p. 2, TPUC Docket No. 21-00059 (May 20, 2021). Candlewood Lakes POA is not a public utility regulated by TPUC. *Id.*

<sup>2</sup> *Petition* at p. 1, TPUC Docket No. 21-00059 (May 20, 2021).

Additionally, in its *Petition*, Limestone seeks a Certificate of Public Convenience and Necessity (CCN) for this service area from the Commission.<sup>3</sup>

2. The *Petition* fails to join Candlewood Lakes POA as a necessary party, despite the reality that Candlewood Lakes POA property and water system would be sold and transferred by a decision of this Commission favorable to Limestone. Likewise, Candlewood Lakes POA has not moved to intervene as a party in this Docket, nor has it indicated its position relating to the *Petition*.

3. Tenn. R. Civ. P. 19.01 states, in pertinent part, that: “[a] person who is subject to service of process *shall* be joined as a party if . . . the person claims an interest relating to the subject of the action and is so situated that the disposition of the action in the person’s absence may (i) as a practical matter impair or impede the person’s ability to protect that interest . . . . If the person has not been so joined, the court *shall* order that the person be made a party. . . .” (emphasis added).

4. Candlewood Lakes POA—the owner of the water system sought to be purchased—would be directly affected by determinations made by the Commission in this Docket. There is currently no other party in this Docket who represents the interests of Candlewood Lakes POA.

5. Furthermore, Candlewood Lakes POA, by owning the water system Limestone seeks to purchase, possesses documents and information that are material to the resolution of this Docket.

6. Resolving this Docket without Candlewood Lakes POA as a party would “impair or impede [Candlewood Lakes POA] ability to protect” its interests in its water system.<sup>4</sup> Accordingly, the presence of Candlewood Lakes POA as a party in the above-captioned Docket is essential to permit the Commission to resolve Limestone’s requests set forth in its *Petition*.<sup>5</sup>

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<sup>3</sup> *Id.*

<sup>4</sup> Tenn. R. Civ. P. 19.01.

<sup>5</sup> See e.g., *Brewer v. Lawson*, 569 S.W.2d 856,858 (Tenn. Ct. App. 1978) (“[A] party who will be directly affected by a decree and whose interest is not represented by any other party to the litigation is an indispensable or necessary party, that is, one without which no valid decree may be entered settling the rights between the parties that are before the Court.”).

7. For these reasons, the Consumer Advocate respectfully requests the Commission enters an order directing Limestone to join Candlewood Lakes POA as a necessary party in the above-captioned Docket. In the event the Commission determines joinder of Candlewood Lakes POA is not feasible under Tenn. R. Civ. P. 19.02, the Consumer Advocate reserves the right to file a motion to dismiss in accordance with Tenn. R. Civ. P. 12.02(7) and Tenn. Comp. R. & Regs. 1220-01-02-.03(2)(f).

RESPECTFULLY SUBMITTED,

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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,  
with a courtesy copy by electronic mail, upon:

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This the 26<sup>th</sup> day of July, 2021.

  
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