

STATE OF TENNESSEE

Office of the Attorney General



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May 27, 2025

Chairman David F. Jones
c/o Ms. Tory Lawless, Docket Manager
Tennessee Public Utility Commission
502 Deaderick Street, 4th Floor
Nashville, Tennessee 37242-0001

Electronically Filed in TPUC Docket
Room on May 27, 2025 at 3:27 p.m.

Re: Tennessee Public Utility Commission ("TPUC" or the "Commission"),
Docket No. 23-00037, *Joint Application of Limestone Water Utility
Operating Company, LLC and Integrated Resource Management, Inc.
d/b/a IRM Utility, Inc., for Approval of the Acquisition of and to Operate
the Wastewater System of Integrated Resource Management, Inc. d/b/a
IRM Utility, Inc. and to Transfer or Issue a Certificate of Public
Convenience and Necessity*

Dear Chairman Jones:

On May 24, 2023, Limestone Water Utility Operating Company ("Limestone") and Integrated Resource Management, Inc. d/b/a IRM Utility, Inc ("IRM") jointly filed their *Joint Application of Limestone Water Utility Operating Company, LLC and Integrated Resource Management, Inc. d/b/a IRM Utility, Inc., for Approval of the Acquisition of and to Operate the Wastewater System of Integrated Resource Management, Inc. d/b/a IRM Utility, Inc. and to Transfer or Issue a Certificate of Public Convenience and Necessity* ("Petition"). The Tennessee Public Utility Commission ("TPUC" or the "Commission") issued its written order approving the Settlement Agreement on September 30, 2024.¹ The Consumer Advocate continues to review the Company's compliance with the deadlines set out in the Settlement Agreement which was approved by the Commission.

The Consumer Advocate has checked TPUC's Docket Page to determine if there have been any filings since the Company's filing on February 20, 2025. There have not been any new filings. Below are those deadlines followed by comments by the Consumer Advocate. If the comment is in blue, the Consumer Advocate has questions or has identified additional information required

¹ Order Approving Revised Stipulation And Settlement Agreement, TPUC Docket No. 23-00037 (September 30, 2024).

for the Company to fully comply. If the comment is in green, the Company filed documents related to the provisions of the Settlement Agreement.

6. The Parties agree that Limestone should provide documentation demonstrating the book value of Plant-in-Service at closing, excluding any writeup of land costs supported by an appraisal. The Consumer Advocate could not locate this information in the Docket. Therefore, it appears this information is not yet available. Is this correct?
12. The Parties agree that Limestone must file, within 30 days after closing, a balance sheet and supporting general ledger, in the format prescribed by the Uniform System of Accounts and in accordance with Commission Rule 1220-04-01-.11, showing IRM's ending balances of the assets acquired by Limestone as of the closing date. Limestone also shall file a balance sheet and supporting general ledger, in the format prescribed by the Uniform System of Accounts and in accordance with Commission Rule 1220-04-01-.11, showing Limestone's beginning balances of the assets acquired from IRM as of the closing date. The Consumer Advocate reviewed the Confidential filing on December 2, 2024 but we only received a PDF version. Please provide the native excel documents.
13. The Parties agree that a determination of recoverable regulatory and transaction costs related to the subject acquisition will be deferred to Limestone's initial rate case involving those costs. The Consumer Advocate and other interested parties may present independent evidence and argument concerning the proper amounts to be recovered in rates. Limestone will file within 30 days of closing the amount of legal costs incurred for this matter. On November 27, 2024, the Company filed multiple documents with the Commission. Part of this filing included a list of legal costs.
14. Consistent with the Joint Petition and the pre-filed testimony of the parties, the Parties agree that Limestone be required to adopt IRM's presently tariffed rates, charges, and terms of service, and it shall file a new tariff consistent with Exhibit 31 to the Joint Application within 30 days after the date of acquisition. The tariff shall identify all residential subdivisions by each subdivision name, as well as any commercial customers being served within Limestone's CCN. The Consumer Advocate could not locate this information in the Docket. Therefore, it appears this information is not yet available. Is this correct?
18. The Parties agree Limestone must file within 30 days of execution copies of contracts or pricing agreements between Limestone and any affiliate and between Limestone and contractors that provide ongoing operations and maintenance or billing services to the IRM system or customers served by that system. On November 27, 2024, the Company filed multiple documents with the Commission. Part of this filing included copies of contracts and pricing agreement between Limestone and any affiliate and between Limestone and contractors.
19. The Parties agree Limestone must file copies of recorded deeds for land where IRM's facilities are located and copies of recorded easements in Limestone's

name for all the land and ownership rights for any and all access to the acquired wastewater system within 30 days after the date of recording. On November 27, 2024, the Company filed multiple documents with the Commission. Part of this filing included a copy of the recorded deed for land where IRM's facilities are located (Exhibit 4).

20. The Parties agree Limestone must file a copy of the Purchase and Sale Agreement that has been fully executed by Seller and Buyer and acknowledged by the Title Company with the recorded effective date and with all exhibits attached, complete with documentation, within 30 days after the date of acquisition. On November 27, 2024, the Company filed multiple documents with the Commission. Part of this filing included a copy of the Purchase and Sale Agreement (Exhibit 5).
21. The Parties agree Limestone must file a copy of the final executed Assignment of Rights Agreement within 30 days after the date of acquisition. The Consumer Advocate could not locate this information in the Docket. Therefore, it appears this information is not yet available. Is this correct?
22. The Parties agree Limestone must file a copy of the State Operating Permit "Request for Transfer" for current permits within 30 days of issuance. On January 8 and February 20, 2025, the Company filed two separate approvals from TDEC about minor modifications to the Company's NDPES Permit No. TN007839.
23. The Parties agree Limestone must file copies of maps and engineering designs for the wastewater system within 30 days of availability. The Consumer Advocate could not locate this information in the Docket. Therefore, it appears this information is not yet available. Is this correct?

Please review the requirements and comments set forth above. The Consumer Advocate thanks you for your time and attention to this request. If you have questions, please contact me at (615) 741-2370.

Respectfully,



Karen H. Stachowski
Deputy Attorney General

cc: Kelly Cashman-Grams, TPUC
Melvin Malone