

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

IN RE:)	
)	
JOINT APPLICATION OF LIMESTONE)	
WATER UTILITY OPERATING COMPANY,)	
LLC, AND INTEGRATED RESOURCE)	
MANAGEMENT, INC. D/B/A IRM UTILITY,)	
INC., FOR APPROVAL OF THE)	DOCKET NO. 23-00037
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 TO INTERVENE

The Consumer Advocate Division of the Office of the Tennessee Attorney General (“Consumer Advocate”), by and through counsel, pursuant to Tenn. Code Ann. § 65-4-118, respectfully petitions the Tennessee Public Utility Commission (“TPUC” or the “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 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* (“*Joint 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. Integrated Resource Management, Inc. d/b/a IRM Utility, Inc. (“IRM”) is a Tennessee corporation with its principal office and place of business located at 3444 St. Andrews Drive, Baneberry, Tennessee 37890. IRM is a public utility regulated by TPUC.¹ IRM received its first CCN in TRA² Docket No. 03-0467 “authorizing it to operate wastewater treatment plants and provide wastewater service to specific areas in Tennessee.”³

3. After conducting research, the Consumer Advocate found 21 TPUC dockets involving IRM and its petitions for CCNs or CCN amendments.⁴ A list of these TPUC dockets, and pertinent information, is found in the attached table identified as CAD Exhibit 1.

4. The Consumer Advocate reviewed the information compiled in the DataViewer for the Division of Water Resources (“Water Dataviewer”) of the Tennessee Department of Environment and Conservation (“TDEC”). After the review, it appears that IRM is the identified permittee for 13 active⁵ State Operating Permits (“SOP”); one active National Pollutant Discharge Elimination System (“NPDES”) permit; one incomplete⁶ SOP; and 10 inactive SOPs. A list of these TDEC permits, and pertinent information, is found in the attached table identified as CAD Exhibit 2.

¹ *Joint Petition* at 4.

² The Tennessee Regulatory Authority, or TRA, is the predecessor agency to the TPUC, just as the Tennessee Public Service Commission or TPSC predated the TRA. While the nomenclature has changed, the scope and function of these entities has remained essentially the same.

³ *Order Approving Petition to Amend Certificate of Public Convenience and Necessity*, 2, TPUC Docket No. 20-00038 (Sept. 28, 2020) (citing *Order Approving Application for a Certificate of Public Convenience and Necessity, Tariff and Special Contract*, TRA Docket No. 03-00467 (Mar. 16, 2004)).

⁴ Of these 21 dockets, one CCN was cancelled, and three petitions were withdrawn by IRM prior to a decision by the Commission. CAD Exhibit 1.

⁵ The term “active” permit is being used to include permits classified by the Water Dataviewer as new, modified or reissued, and hasn’t been terminated or identified by TDEC as “inactive.”

⁶ The term “incomplete” permit is being used to identify a permit in which a permit application was recently submitted but returned to the applicant as incomplete.

5. Limestone Water Utility Operating Company, LLC (“Limestone”) is a Tennessee limited liability company, whose principal office is located at 1630 Des Peres Road, Suite 140, St. Louis, MO 63131.⁷ Limestone is managed by Central States Water Resources, LLC (“CSWR”), which is a “Missouri limited liability company, and its principal office is located at 1630 Des Peres Road, Suite 140, St. Louis, Missouri 63131.”⁸ In turn, CSWR is managed by Central States Water Resources, Inc.⁹ (“Central States”), which is a Missouri corporation with a principal office located at 1630 Des Peres Road, Suite 140, St. Louis, MO 63131.¹⁰

6. Limestone and IRM entered into an *Agreement for Sale of Utility System* (“*Agreement*”) with Central States dated June 21, 2022.¹¹ Limestone and IRM (collectively, “Joint Petitioners”) filed this *Joint Petition* with the Commission on May 24, 2023.

7. As stated in their *Joint Petition*, the Joint Petitioners are seeking approval of the transaction for “IRM [to] transfer its entire service area previously granted by the Commission to Limestone.”¹² As shown in CAD Exhibits 1 and 2, IRM owns and operates systems in multiple counties in Tennessee. However, it appears only one of IRM’s permitted systems is the subject of the transaction, which is the NPDES permit TN00078379.¹³ This IRM wastewater system serves the Riverstone Estates Community in Decatur County, Tennessee. Further, the Joint Petitioners are seeking authorization for IRM to sell or transfer all assets, property, and real estate currently

⁷ *Joint Petition* at 4.

⁸ *Id.* at 5.

⁹ “Central States Water Resources, Inc., merely serves as the manager of CSWR.” *Limestone’s Response to the Consumer Advocate’s First Discovery Request*, DR No. 1-4 (“Limestone Response 19-00062”), TPUC Docket No. 19-00062 (Feb. 14, 2020). “US Water Systems, LLC (US Water), is the sole owner and member of CSWR. . . Other than its status as the ultimate parent of the affiliate group . . . US Water performs no duties, provides no services, and has no formal business relationship with either Limestone Operating or Limestone Holding.” *Id.* at DR No. 1-1 and DR No. 1-3.

¹⁰ *Joint Petition*, Exhibit 5, “CSWR Organization Chart.”

¹¹ *Joint Petition* at 6, III. (“A copy of the Agreement is attached as Exhibit 7 and incorporated by reference”).

¹² *Id.*

¹³ *Joint Petition* at 4, II.A.1 and 6, III. See, *Joint Petition*, Exhibit 7, “Agreement for Sale of Utility System” and Exhibit 9, “Pre-Filed Exhibit of Josiah Cox,” at 15:19–23.

used to provide regulated wastewater services to customers in Decatur County to Limestone.¹⁴ Additionally, Limestone seeks authorization for IRM to transfer its CCN or, alternatively, for the Commission to grant Limestone a new CCN.¹⁵

8. In the *Joint Petition*, Limestone proposes to adopt the current rates and tariffs of IRM.¹⁶ Limestone also states that, “[i]f the revenue requirement for the System increases in the future, however, Limestone may petition the Commission to increase rates or change certain operating regulations.”¹⁷ Furthermore, “Limestone may also seek authority to consolidate rates of the systems it proposes to acquire in this case with those of the other wastewater systems it operates in Tennessee.”¹⁸

9. The interests of consumers in the transfer of authority to provide wastewater services from IRM 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, clarification on the system or systems that are the subject of the *Agreement*; the affiliate relationship of Limestone and its parent company CWSR; the benefit to consumers which may be gained from the transfer; and the assessment of the suitability, financial responsibility, and technical capability of both Limestone and CSWR to operate the IRM wastewater systems.

10. 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*.

¹⁴ *Id.* at 1.

¹⁵ *Id.* at 2.

¹⁶ *Joint Petition* at 14.

¹⁷ *Joint Petition* at 11.

¹⁸ *Id.*

RESPECTFULLY SUBMITTED,



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TPUC Docket No. 23-00037
Consumer Advocate's Petition to Intervene

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 26th day of June, 2023.



MASON C. RUSH
Assistant Attorney General

Docket #	Case Description	TN County	TPUC Status	Link to TPUC Docket Page	TDEC Permit	Status of TDEC Permit
20-00038	Petition to amend its CCN to serve Isla Enclave Subdivision	Van Buren	Approved	http://share.tn.gov/tra/dockets/2000038.htm	SOP-22017	Incomplete
18-00063	Petition for CCN to serve the Waterside Douglas Lake Subdivision	Jefferson	Approved	http://share.tn.gov/tra/dockets/1800063.htm	SOP-18012	Active
11-00081	Petition to amend CCN to serve Genesis Village Estates Subdivision	Cumberland	Approved	http://share.tn.gov/tra/dockets/1100081.htm	SOP-08040 with Cumberland Basin Wastewater System. CCN transferred per Docket 16-00069	n/a
11-00059	Petition to amend its CCN to serve Arrington Vineyards	n/a	Petition Withdrawn	http://share.tn.gov/tra/dockets/1100059.htm	No NPDES or SOP application or permit.	n/a
10-00122	Petition to amend CCN to serve Cove Creek Resort	Sevier	Approved	http://share.tn.gov/tra/dockets/1000122.htm	SOP-08013	Active
09-00099	Petition to amend CCN to serve Riverstone Estates	Decatur	Approved	http://share.tn.gov/tra/dockets/0900099.htm	TN0078379 SOP-09005	Active Inactive
07-00090	Petition to amend its CCN to include The Landing at Bird's Creek Subdivision	Sevier	Approved	http://share.tn.gov/tra/dockets/0700090.htm	SOP-07004	Inactive
07-00010	Petition to amend CCN to include Lost Creek Campground	Union	Approved	http://share.tn.gov/tra/dockets/0700010.htm	SOP-01003	Active
07-00009	Petition to amend CCN to include Flat Hollow Subdivision	Campbell	Approved	http://share.tn.gov/tra/dockets/0700009.htm	SOP-06039	Active
07-00008	Petition to amend CCN to include Ashley Meadows Subdivision	Blount	Approved	http://share.tn.gov/tra/dockets/0700008.htm	SOP-07006	Inactive
06-00156	Petition to amend CCN to include Mountain Shangrila Subdivision	Sevier	Approved	http://share.tn.gov/tra/dockets/0600156.htm	SOP-06001	Active
05-00056	Petition to expand its service to include Wild Briar Ridge	Sevier	Approved	http://share.tn.gov/tra/dockets/0500056.htm	SOP-04067	Active
05-00055	Petition to expand its service to include Sterling Springs Subdivision	Sevier	Approved	http://share.tn.gov/tra/dockets/0500055.htm	SOP-05054	Active
04-00268	Petition to expand its service area to include Lashbrooke Subdivision	n/a	CCN Cancelled	http://share.tn.gov/tra/dockets/0400268.htm	SOP with ESCUD	n/a
04-00267	Petition to expand its service area to include Kennesaw Park Subdivision	n/a	Petition Withdrawn	http://share.tn.gov/tra/dockets/0400267.htm	No NPDES or SOP application or permit.	n/a
04-00266	Petition to expand its service area to include Compass pointe Subdivision	Blount	Approved	http://share.tn.gov/tra/dockets/0400266.htm	SOP-04027	n/a
04-00153	Petition to expand its service area to include Wild Pear Shores Subdivision	Jefferson	Approved	http://share.tn.gov/tra/dockets/0400153.htm	No NPDES or SOP application or permit. Developer had a construction stormwater permit but it was terminated in 2016.	n/a
04-00152	Petition to expand its service area to include Lot 23 - The River Club Subdivision	Knox	Approved	http://share.tn.gov/tra/dockets/0400152.htm	SOP-07056	Inactive
04-00101	Petition to amend CCN (Emory Pointe)	Roane	Approved	http://share.tn.gov/tra/dockets/0400101.htm	SOP-04012	Active
03-00467	Petition for authority to provide wastewater services (Cove Mountain Realty & Valley Mart Exxon)	Sevier	Approved	http://share.tn.gov/tra/dockets/0300467.htm	SOP-02012 & SOP-03012	Active
03-00124	Petition for a CCN to operate wastewater treatment system for Black Bear Ridge Properties, LLC	n/a	Petition Withdrawn	http://share.tn.gov/tra/dockets/0300467.htm	No NPDES or SOP application or permit.	n/a

IRM Utility, Inc.
TDEC Wastewater Permits

Permittee	Permit Type	Permit Active or Inactive	Permit #	Project Name	TN County	Recent Permit Effective date	Recent Permit Expiration Date	Recent Permit Application	Application Returned to Permittee	Date Application Returned	Permit Termination Request by Permittee	Formal Permit Termination by TDEC	Link to Permit Documents in TDEC Dataviewer	TPUC Docket
IRM Utility, Inc.	State Operating Permit	Reissuance (active)	SOP-01003	Lost Creek Campground	Union	9/1/2017	8/31/2022	3/21/2023	Yes	4/10/2023	n/a	n/a	https://dataviewers.tdec.in.gov/dataviewers/Pb=2005:34051:197000686220---34051:P34051_PERMIT_NUMBER-SOP-01003	07-00010
IRM Utility, Inc.	State Operating Permit	Reissuance (active)	SOP-02012	Cove Mountain Real Estate	Sevier	1/1/2018	12/31/2022	not in dataviewer	n/a	n/a	n/a	n/a	https://dataviewers.tdec.in.gov/dataviewers/Pb=2005:34051:197000686220---34051:P34051_PERMIT_NUMBER-SOP-00017	03-00467
IRM Utility, Inc.	State Operating Permit	Reissuance (active)	SOP-03012	Valley Mart Exxon	Sevier	10/1/2019	9/30/2024	n/a	n/a	n/a	n/a	n/a	https://dataviewers.tdec.in.gov/dataviewers/Pb=2005:34051:197000686220---34051:P34051_PERMIT_NUMBER-SOP-00017	03-00467
IRM Utility, Inc.	State Operating Permit	Reissuance (active)	SOP-03034	Spaulding Bed & Breakfast	Knox	9/16/2019	8/31/2024	n/a	n/a	n/a	n/a	n/a	https://dataviewers.tdec.in.gov/dataviewers/Pb=2005:34051:197000686220---34051:P34051_PERMIT_NUMBER-SOP-03034	Could not determine a TPUC docket
IRM Utility, Inc.	State Operating Permit	Reissuance (active)	SOP-04012	Emory Pointe Subdivision	Roane	9/16/2019	8/31/2024	n/a	n/a	n/a	n/a	n/a	https://dataviewers.tdec.in.gov/dataviewers/Pb=2005:34051:197000686220---34051:P34051_PERMIT_NUMBER-SOP-00017	04-00101
IRM Utility, Inc.	State Operating Permit	Reissuance (active)	SOP-04027	Compass Pointe Subdivision	Blount	5/1/2021	4/30/2026	n/a	n/a	n/a	n/a	n/a	https://dataviewers.tdec.in.gov/dataviewers/Pb=2005:34051:197000686220---34051:P34051_PERMIT_NUMBER-SOP-00017	04-00266
IRM Utility, Inc.	State Operating Permit	Reissuance (active)	SOP-04067	Wild Briar Ridge Subdivision	Sevier	4/30/2021	4/30/2026	n/a	n/a	n/a	n/a	n/a	https://dataviewers.tdec.in.gov/dataviewers/Pb=2005:34051:197000686220---34051:P34051_PERMIT_NUMBER-SOP-00017	05-00056
IRM Utility, Inc.	State Operating Permit	Modification (active)	SOP-05054	Grand View	Sevier	9/1/2017	8/31/2024	n/a	n/a	n/a	n/a	n/a	https://dataviewers.tdec.in.gov/dataviewers/Pb=2005:34051:197000686220---34051:P34051_PERMIT_NUMBER-SOP-00017	05-00055
IRM Utility, Inc.	State Operating Permit	Reissuance (active)	SOP-06001	Mountain Shangrila Wastewater System	Sevier	9/12/2022	8/31/2027	n/a	n/a	n/a	n/a	n/a	https://dataviewers.tdec.in.gov/dataviewers/Pb=2005:34051:197000686220---34051:P34051_PERMIT_NUMBER-SOP-06001	06-00156
IRM Utility, Inc.	State Operating Permit	Reissuance (active)	SOP-06039	Flat Hollow Subdivision	Campbell	9/1/2017	8/31/2024	n/a	n/a	n/a	n/a	n/a	https://dataviewers.tdec.in.gov/dataviewers/Pb=2005:34051:197000686220---34051:P34051_PERMIT_NUMBER-SOP-06039	07-00009
IRM Utility, Inc.	State Operating Permit	Reissuance (active)	SOP-08013	Cove Creek Resort	Sevier	2/14/2020	1/31/2025	n/a	n/a	n/a	n/a	n/a	https://dataviewers.tdec.in.gov/dataviewers/Pb=2005:34051:197000686220---34051:P34051_PERMIT_NUMBER-SOP-00017	10-00122
IRM Utility, Inc.	State Operating Permit	New (active)	SOP-18012	Waterside on Douglas Lake	Jefferson	7/16/2018	7/16/2023	n/a	n/a	n/a	n/a	n/a	https://dataviewers.tdec.in.gov/dataviewers/Pb=2005:34051:197000686220---34051:P34051_PERMIT_NUMBER-SOP-00017	18-00063
IRM Utility, Inc.	State Operating Permit	New (active)	SOP-19016	ISHA Foundation Subdivision Phase II	Warren	4/1/2020	3/31/2025	n/a	n/a	n/a	n/a	n/a	https://dataviewers.tdec.in.gov/dataviewers/Pb=2005:34051:197000686220---34051:P34051_PERMIT_NUMBER-SOP-10016	Unclear if part of Dkt. 20-0038

IRM Utility, Inc.
TDEC Wastewater Permits

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IRM Utility, Inc.	NPDES	Reissuance (active)	TN0078379	Riverstone Estates Wastewater Treatment Plan	Decatur	9/1/2018	8/31/2023	n/a	n/a	n/a	n/a	n/a	https://dataviewers.tdec.in.gov/dataviewers/f?p=2005:34051:197000686220::3405:1:P34051_PERMIT_NUMBER:TNO078379	09-00099
IRM Utility, Inc.	State Operating Permit	Incomplete	SOP-22017	ISHA Enclave	Van Buren	n/a	n/a	6/23/2022	Yes	7/1/2022	n/a	n/a	https://dataviewers.tdec.in.gov/dataviewers/f?p=2005:34051:197000686220::3405:1:P34051_PERMIT_NUMBER:SOP-22017	20-00038
IRM Utility, Inc.	State Operating Permit	Inactive	SOP-07004	Ashley Meadow Subdivision	Sevier	n/a	n/a	n/a	n/a	n/a	no information	1/31/2011	https://dataviewers.tdec.in.gov/dataviewers/f?p=2005:34051:170025976438::3405:1:P34051_PERMIT_NUMBER:SOP-07004	07-00090
IRM Utility, Inc.	State Operating Permit	Inactive	SOP-07006	Ashley Meadow Subdivision	Blount	n/a	n/a	n/a	n/a	n/a	6/9/2018	6/25/2018	https://dataviewers.tdec.in.gov/dataviewers/f?p=2005:34051:197000686220::3405:1:P34051_PERMIT_NUMBER:SOP-07006	07-00008
IRM Utility, Inc.	State Operating Permit	Inactive	SOP-07056	The Landing at River's Edge Subdivision	Grainger (TPUC - Knox)	n/a	n/a	n/a	n/a	n/a	6/8/2018	6/25/2018	https://dataviewers.tdec.in.gov/dataviewers/f?p=2005:34051:197000686220::3405:1:P34051_PERMIT_NUMBER:SOP-07056	04-00152
IRM Utility, Inc.	State Operating Permit	Inactive	SOP-07080	Mountainscape Subdivision	Sevier	n/a	n/a	n/a	n/a	n/a	9/14/2017	11/1/2017	https://dataviewers.tdec.in.gov/dataviewers/f?p=2005:34051:197000686220::3405:1:P34051_PERMIT_NUMBER:SOP-07080	Could not determine a TPUC docket
IRM Utility, Inc.	State Operating Permit	Inactive	SOP-08036	Marantha Resort Subdivision	Claiborne	n/a	n/a	n/a	n/a	n/a	no information	6/30/2010	https://dataviewers.tdec.in.gov/dataviewers/f?p=2005:34051:197000686220::3405:1:P34051_PERMIT_NUMBER:SOP-08036	Could not determine a TPUC docket
IRM Utility, Inc.	State Operating Permit	Inactive	SOP-08037	Cape Norris Point	Claiborne	no information	no information	5/1/2008	no information	no information	no information	no information	https://dataviewers.tdec.in.gov/dataviewers/f?p=2005:34051:197000686220::3405:1:P34051_PERMIT_NUMBER:SOP-08037	Could not determine a TPUC docket
IRM Utility, Inc.	State Operating Permit	Inactive	SOP-08041	Seymour Air Park Subdivision	Blount	n/a	n/a	n/a	n/a	n/a	no information	1/21/2011	https://dataviewers.tdec.in.gov/dataviewers/f?p=2005:34051:197000686220::3405:1:P34051_PERMIT_NUMBER:SOP-08041	Could not determine a TPUC docket
IRM Utility, Inc.	State Operating Permit	Inactive	SOP-08042	Marantha Resort Subdivision	Cocke	n/a	n/a	n/a	n/a	n/a	no information	8/17/2010	https://dataviewers.tdec.in.gov/dataviewers/f?p=2005:34051:197000686220::3405:1:P34051_PERMIT_NUMBER:SOP-08042	Could not determine a TPUC docket
IRM Utility, Inc.	State Operating Permit	Inactive	SOP-09005	Riverstone Estates Subdivision	Decatur	n/a	n/a	n/a	n/a	n/a	no information	7/30/2010	https://dataviewers.tdec.in.gov/dataviewers/f?p=2005:34051:197000686220::3405:1:P34051_PERMIT_NUMBER:SOP-09005	09-00099
IRM Utility, Inc.	State Operating Permit	Inactive	SOP-10047	Lighthouse Point Subdivision	Grainger	n/a	n/a	n/a	n/a	n/a	no information	6/17/2016	https://dataviewers.tdec.in.gov/dataviewers/f?p=2005:34051:197000686220::3405:1:P34051_PERMIT_NUMBER:SOP-10047	17-00146 (TWSI CCN Petition)

IRM Utility, Inc.
TDEC Wastewater Permits

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IRM Utility, Inc.	State Operating Permit	Inactive	SOP-12021	Dandridge Travel Center	Jefferson	n/a	n/a	6/21/2013	11/14/2013	n/a	n/a	n/a	https://dataviewers.tdec.tn.gov/dataviewers/?p=2005:3405:1:197000686220:3405:1:P34051_PERMIT_NUMBER:SOP-12021	Could not determine a TPUC docket