

BEFORE THE TENNESSEE PUBLIC UTILITY COMMISSION

NASHVILLE, TENNESSEE

December 3, 2025

IN RE:)
)
APPLICATION OF LIMESTONE WATER UTILITY) **DOCKET NO.**
OPERATING COMPANY, LLC TO EXPAND ITS) **25-00057**
CERTIFICATE OF CONVENIENCE AND)
NECESSITY TO SERVE THE CAMPBELL HOLLOW)
SUBDIVISION IN SEVIER COUNTY, TENNESSEE)

**ORDER GRANTING APPROVAL OF CCN TO CAMPBELL HOLLOW
SUBDIVISION IN SEVIER COUNTY, TENNESSEE, SUBJECT TO SATISFACTION
OF CERTAIN CONTINGENT REQUIREMENTS**

This matter came before Chairman David F. Jones, Vice Chairman John Hie, Commissioner Herbert H. Hilliard, Commissioner Robin L. Morrison, and Commissioner David Crowell of the Tennessee Public Utility Commission (the “Commission” or “TPUC”), the voting panel assigned to this docket, during a regularly scheduled Commission Conference held on November 3, 2025, for consideration of the *Application of Limestone Water Utility Operating Company, LLC to Expand Its Certificate of Convenience and Necessity to Serve the Campbell Hollow Subdivision* (“*Application*”) filed by Limestone Water Utility Operating Company, LLC (“Limestone,” “Company,” or “Petitioner”) on August 5, 2025. In its *Application*, Limestone requests the Commission’s approval of an amendment to the Company’s Certificate of Public Convenience and Necessity (“CCN”).

BACKGROUND AND APPLICATION

Limestone is a Tennessee limited liability company with a principal office and place of business at 1630 Des Peres Road, Suite 14, St. Louis, Missouri 63131. Limestone currently provides water and wastewater services to approximately 575 water connections and 2,100 wastewater

connections in Campbell, Hardeman, Hardin, Marshall, and Williamson County, Tennessee.¹ In its *Application*, Limestone seeks to expand its service territory to include the Campbell Hollow Subdivision, a ten lot residential subdivision located at 1420 Campbell Hollow Road in Sevier County, Tennessee.²

Limestone, in support of its *Application*, filed the Pre-Filed Direct Testimony of Todd Thomas. Mr. Thomas is the Senior Vice President of CSWR, LLC (“CSWR”). Mr. Thomas testified that Limestone is a subsidiary of CSWR and, as such, has access to the working capital needed to operate the system in compliance with applicable safety and health regulations.³ The Company holds a CCN to provide wastewater services within designated service areas in the State of Tennessee and has previously been granted approval from the Commission to acquire the assets and customers of Aqua Utilities and Cartwright Creek.⁴ Mr. Thomas recounted the Commission’s previous approvals as evidence of Limestone’s managerial, technical, and financial ability to operate the system, along with other facts presented in the instant matter.⁵

According to Mr. Thomas, CSWR has the financial ability to provide the working capital necessary to operate the expansion.⁶ CSWR provides “24/7 access to customer service representatives via phone and email” and provides “round the clock” emergency responses to operational problems.⁷

¹ *Application*, p. 3 (August 5, 2025).

² *Id.* at 4.

³ *Id.* at Ex. 9, Todd Thomas, Pre-Filed Direct Testimony, pp. 7-8 (August 5, 2025) (“Ex. 9” hereafter).

⁴ *In re: Joint Application of Aqua Utilities Company, Inc. 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. 19-00062, *Order Approving Sale of Assets, Property, and Real Estate and Certificate of Public Convenience of Aqua Utilities Company, LLC Subject to Conditions and Requirements of the Tennessee Public Utility Commission* (December 20, 2020); *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 Public a Utility, Cartwright Creek, LLC, and for a Certificate of Public Convenience and Necessity*, Docket No. 21-00053, *Order Approving Settlement Agreement and Transfer of Systems, and Granting Certificate of Convenience and Necessity* (January 24, 2022).

⁵ *Application*, Ex. 9, p. 5.

⁶ *Id.* at Ex. 9, p.10.

⁷ *Id.*

Mr. Thomas testified that Limestone would hire a qualified non-affiliated third party to operate the system.⁸

Mr. Thomas described the system to be constructed as a decentralized wastewater system utilizing watertight, precast concrete septic tanks with pumps, controls, and PVC pipe collection force mains. The secondary wastewater treatment process will be located south of the property. Treated final effluent processed by the fixed film treatment will then be pump-dispersed into a shallow soil horizon drip field system on gradual slopes along the south and west edges of the property. Treated effluent will be reused on the property using a GeoFlow Waterflow PRO drip irrigation system, which utilizes a 0.25 gpd/ft² soil load rate.⁹

Limestone filed a copy of a *Utility Service Agreement* (“Developer Agreement”) executed on April 30, 2024, between Limestone and Wade Howell (“Developer”).¹⁰ The *Developer Agreement* provides that the Developer shall design and construct all sewer infrastructure for the project at its sole expense.¹¹ The Developer agreed to provide “as-built” construction plans to Limestone upon completion of the sewer infrastructure.¹² The *Developer Agreement* establishes that the Developer has agreed that upon completion of construction and acceptance by Limestone, all sewer infrastructure shall become the property of Limestone. Further, by executing the *Developer Agreement*, the Developer granted a non-exclusive easement and right of passage within all utility easements that shall be used in connection with the maintenance, construction, and operation of the sewer infrastructure. The Developer agreed to execute any additional documents needed to memorialize this grant of easement.¹³

⁸ *Id.* at Ex. 9, 11.

⁹ *Id.* at Ex. 9, 12-13.

¹⁰ *Id.* at Ex. 22, Developer Agreement, p. 1 (“Ex. 22” hereafter).

¹¹ *Id.* at Ex. 22, p. 2.

¹² *Id.*

¹³ *Id.*

DSH & Associates, LLC is the designated contractor for this project.¹⁴ Limestone has expressed that it will obtain a performance bond from the Developer in compliance with Commission Rule 1220-04-13-.17(2)(e)(11).¹⁵ Limestone also filed a copy of its Tennessee Department of Environment and Conservation (“TDEC”) permit application (SOP - 24023) for the Treatment Facility to serve Campbell Hollow Subdivision.¹⁶ In addition, Limestone provided information in response to correspondence from the Consumer Advocate Division of the Tennessee Attorney General’s Office regarding Limestone’s supporting documentation for the *Application*.¹⁷

THE HEARING

A hearing in this matter was held before the voting panel of Commissioners during the regularly scheduled Commission Conference on November 3, 2025, as noticed by the Commission on October 24, 2025. Participating in the hearing were:

Limestone Water Operating Company, LLC– Melvin Malone, Esq., Butler Snow, The Pinnacle at Symphony Place, 150 3rd Avenue South, Suite 1600, Nashville, Tennessee; Todd Thomas, Senior Vice President, CSWR, 1630 Des Peres Rd., Suite 140, Des Peres, Missouri.

During the hearing, Todd Thomas, Senior Vice President of CSWR, appeared via WebEx on behalf of the Company and adopted and summarized his Pre-Filed Direct Testimony previously submitted.¹⁸ Mr. Thomas was subject to questions from the voting panel of Commissioners and Commission Staff. Members of the public were given an opportunity to offer comments, but no comments were submitted.

¹⁴ *Application*, Appendix A, p. 4; Exhibit 20 (August 5, 2025). Exhibit 20; License #64260 (August 5, 2025).

¹⁵ *Id.*, Appendix A, p. 5

¹⁶ *Id.*, Ex. 21.

¹⁷ Letter To Attorney Melvin Malone, Butler Snow LLP From Shilina B. Brown, Consumer Advocate Re Limestone Water Utility Operating Company, LLC Compliance With The Minimum Filing Requirements (MFR) Set Forth In TPUC Rule 1220-04-13-.17 Regarding CCN Amendments (September 10, 2025); Limestone Water Utility Operating Company, LLC Response To Shilina Brown, Consumer Advocate Letter Dated September 10, 2025 Re Limestone’s Compliance With The Minimum Filing Requirements (MFR) Set Forth In TPUC Rule 1220-04-13-.17 Regarding CCN Amendments, (October 31, 2025).

¹⁸ *Order Granting Electronic Participation in Hearing* (October 28, 2025).

STANDARD FOR COMMISSION APPROVAL

A public utility is not permitted to begin construction or operation of a new utility service without first obtaining a CCN from the Commission, as set forth in Tenn. Code Ann. § 65-4-201(a), which states:

No public utility shall establish or begin the construction of, or operate any line, plant, or system, or route in or into a municipality or other territory already receiving a like service from another public utility, or establish service therein, without first having obtained from the commission, after written application and hearing, a certificate that the present or future public convenience and necessity require or will require such construction, establishment, and operation, and no person or corporation not at the time a public utility shall commence the construction of any plant, line, system, or route to be operated as a public utility, or the operation of which would constitute the same, or the owner or operator thereof, a public utility as defined by law, without having first obtained, in like manner, a similar certificate; provided, however, that this section shall not be construed to require any public utility to obtain a certificate for an extension in or about a municipality or territory where it shall theretofore have lawfully commenced operations, or for an extension into territory, whether within or without a municipality, contiguous to its route, plant, line, or system, and not theretofore receiving service of a like character from another public utility, or for substitute or additional facilities in or to territory already served by it.¹⁹

Additionally, to obtain a CCN to provide wastewater service, TPUC Rule 1220-04-13-.17(1) provides:

Any public wastewater utility requesting a Certificate of Public Convenience and Necessity (“CCN”) in accordance with Tenn. Code Ann. §§ 65-4-201, et seq., shall file an application that complies with Rule 1220-01-01-.03 and this rule. Each applicant shall demonstrate to the Commission that it possesses sufficient managerial, financial, and technical capabilities to provide the wastewater services for which it has applied. Each application shall demonstrate that there exists a public need for wastewater service and include the required financial security consistent with Tenn. Code Ann. § 65-4-201, and these rules.²⁰

The rule further establishes minimum information filing guidelines for applications for new or expanded CCNs.²¹

¹⁹ Tenn. Code Ann. § 65-4-109 (2024).

²⁰ Tenn. Comp. R. & Regs. 1220-04-13-.17.

²¹ *Id.*

FINDINGS AND CONCLUSIONS

In its *Application*, the Company has asked the Commission to amend its CCN to include the Campbell Hollow Subdivision in Sevier County, Tennessee, asserting that the Company possesses the managerial, technical, and financial capability to provide service to the subdivision. Based on a review and consideration of the pleadings, the Pre-Filed Direct Testimony, and the entire administrative record, the voting panel made the following findings and conclusions:

The panel found that Limestone Water Utility Operating Company, LLC possesses the requisite managerial, technical, and financial capabilities to operate the wastewater system and to serve Campbell Hollow Subdivision in Sevier County, Tennessee. There are, however, certain documents that must be filed with the Commission, which cannot be finalized or are otherwise not available until after a CCN is granted. Therefore, the panel voted unanimously to approve Limestone's *Application* contingent upon the Company filing the following documents in this docket: (1) the deed and/or easements for all the land and ownership rights to the wastewater system within 15 days of being issued and before the first customer is connected to the wastewater system as set forth in contracts submitted by Limestone with the Commission; (2) final copy of the State Operating Permit issued by the Tennessee Department of Environment and Conservation within 15 days of issuance; (3) a copy of the performance bond from the developer or builder of the wastewater system made payable to the Utility to ensure the construction of the wastewater system. The performance bond should be for an amount equal to or greater than the cost of the system as provided in contracts between the builder, developer and/or utility; (4) a copy of the as-built plans with signed certification by Limestone indicating the wastewater system has been inspected and is approved to begin operation; and (5) a copy of the signed plat, once the area of development is approved by the City and/or County government within 15 days of being issued and before the first customer is connected to the wastewater system.

The panel also directed Limestone to file a report demonstrating its compliance with these filing

requirements prior to providing wastewater service to Campbell Hollow Subdivision. If the final compliance report is not filed, the panel further directed Limestone to file a report within six months of the date this order is issued and every six months thereafter until the installation is complete. This report should include the status of providing wastewater service to Campbell Hollow Subdivision, as well as the status of its compliance with each of the aforementioned filing requirements.

IT IS THEREFORE ORDERED THAT:

1. The *Application of Limestone Water Utility Operating Company, LLC to Expand Its Certificate of Convenience and Necessity to Serve the Campbell Hollow Subdivision* filed by Limestone Water Utility Operating Company, LLC, is approved, contingent upon the Company's filing of the following in this docket:

- (a) The deed and/or easements for all land and ownership rights to the wastewater system within 15 days of being issued and before the first customer is connected to the wastewater system, as set forth in contracts submitted by Limestone with the Commission;
- (b) Copies of all necessary TDEC-approved documents relating to the Adley development, if any, prior to new customers being connected to the wastewater system within 15 days of issuance;
- (c) A copy of the as-built plans with signed certification by Limestone indicating the wastewater system has been inspected and is approved to begin operation;
- (d) A copy of the signed plat once the area of development is approved by the city and/or county government within 15 days of being issued and before the first customer is connected to the wastewater system; and
- (e) A copy of the performance bond required by Commission Rule 1220-04-13-.17(2)(e)(11).

2. Limestone Water Utility Operating Company, LLC is directed to file a report in this docket demonstrating its compliance with the filing of the documents referenced above. If the required documentation is not filed within six months of this order, then Limestone Water Utility Operating Company, LLC is directed to file a report on the status of the provision of wastewater service to the Campbell Hollow Subdivision, as well the status of the filing of required documentation. The compliance report shall be updated every six months until installation of the wastewater system is complete.

3. Any person(s) aggrieved by the Commission's decision in this matter may file a Petition for Reconsideration with the Commission within 15 days from the date of this Order.

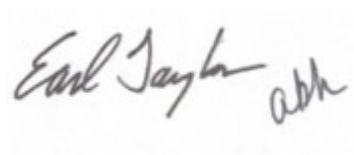
4. Any person(s) aggrieved by the Commission's decision in this matter has the right to judicial review by filing a Petition for Review in the Tennessee Court of Appeals, Middle Section, within 60 days from the date of this Order.

FOR THE TENNESSEE PUBLIC UTILITY COMMISSION:

**Chairman David F. Jones,
Vice Chairman John Hie,
Commissioner Herbert H. Hilliard,
Commissioner Robin L. Morrison, and
Commissioner David Crowell concurring.**

None dissenting.

ATTEST:



Earl R. Taylor, Executive Director