

ORIGINAL

NEW APPLICATION



0000027489

BEFORE THE ARIZONA CORPORATION COMMISSION

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COMMISSIONERS

JEFF HATCH-MILLER, CHAIRMAN
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2005 SEP 19 P 12: 52

AZ CORP COMMISSION
DOCUMENT CONTROL

IN THE MATTER OF THE APPLICATION OF
HASSAYAMPA UTILITIES COMPANY FOR A
CERTIFICATE OF CONVENIENCE AND
NECESSITY TO PROVIDE WASTEWATER
SERVICE

Docket No. WS- SW-20422A-05-0659

**APPLICATION FOR CERTIFICATE
OF CONVENIENCE AND
NECESSITY**

Hassayampa Utilities Company (“Hassayampa” or “Applicant”), through undersigned counsel, hereby applies to the Arizona Corporation Commission (“Commission”) for approval of a Certificate of Convenience and Necessity (“CC&N”), for wastewater service as detailed more fully herein. The CC&N is necessary at this time to assure that wastewater facilities are in place and that service is available for the residents and businesses that will soon be located within the certificated area. The Applicant is qualified and prepared to provide the necessary facilities and service to the area. In support of this Application, Applicant states as follows:

1. Applicant is a corporation formed for the purpose of providing wastewater utility service, within portions of Maricopa County, Arizona. Applicant is a wholly owned subsidiary of Global Water Resources, Inc. (Global). A certificate of good standing for Applicant is attached as Exhibit 1.

2. Applicant seeks authority to provide service to the Hassayampa Ranch development. The developers of Hassayampa Ranch have requested that Applicant provide wastewater treatment service to the development. A copy of the request for service is attached as Exhibit 2. Water service to the development will be provided by Water Utility of Greater Tonopah.

1 3. The Hassayampa Ranch development includes approximately 2,050 acres and is
2 located in an unincorporated area of Maricopa County that is west of the Town of Buckeye and
3 approximately three miles north of Interstate 10. The proposed plan for Hassayampa Ranch
4 includes 5,707 residential units, 143 school Equivalent Dwelling Units (EDUs) and 1,526
5 commercial EDUs.

6 4. A legal description of the proposed service area covered by this application is
7 attached as Exhibit 3.

8 5. Attached as Exhibit 4 is the Commission's standard for application for an initial
9 CC&N to provide wastewater service.

10 6. Applicant has filed an application for an amendment to the Maricopa Association of
11 Governments (MAG) §208 Plan to reflect Applicant's intent to provide service to Hassayampa
12 Ranch. A copy of the §208 Plan Amendment Application is attached as Exhibit 5.

13 7. Applicant is in the process of obtaining a franchise from Maricopa County and will
14 file a copy of the franchise when granted by the County.

15 8. Initially, Applicant, in conjunction with Global, will design, construct, own and
16 operate a wastewater treatment/water reclamation facility (the Hassayampa Ranch Water
17 Reclamation Facility ("HRWRF")). Applicant will acquire 19.4 acres from the developer of
18 Hassayampa Ranch for the HRWRF to accommodate the plant, and the set-back provisions
19 established by ADEQ. The initial phase of the facility will have a capacity of 1 MGD and is
20 anticipated to be completed in the Fall of 2006. It is anticipated that the HRWRF will be
21 expanded to 3.2 MGD to meet increased demand as Hassayampa Ranch develops. Global will
22 provide the initial capital necessary to fund the design and construction of the HRWRF. Applicant
23 will also maintain an option for a second contiguous parcel of land for the potential expansion of
24 the WRF to 10 MGD, on a total of 29.4 acres. Attached as Exhibit 6 is the Hassayampa Ranch
25 Wastewater Service Area Report and Overview, which contains the facility site plan and provides
26 more detail about the wastewater facilities.

27

1 9. Applicant is in the process of preparing an Aquifer Protection Permit for the HRWRF
2 and anticipates submitting it to ADEQ in mid October 2005. Applicant will file copy of the APP
3 permit application with the Commission upon its submission to ADEQ. It is anticipated that all
4 effluent from the facility will be reused to the maximum extent possible. Effluent reuse areas will
5 be owned privately and permitted with "Type 2 Reclaimed Water General Permit – Class A+"
6 permits. However, Applicant is also preparing an application to ADEQ for an AzPDES discharge
7 permit and an underground storage facility (USF) for recharge and will file a copy of those permit
8 applications with the Commission upon submission to ADEQ. In conjunction, a recovery permit
9 will be sought to allow for the recharge/recovery of treated effluent to meet the needs of the new
10 development.

11 10. Construction of the wastewater collection system for Hassayampa Ranch will be
12 financed primarily by either advances or contributions in aid of construction pursuant to the terms
13 of main extension agreements between Applicant and either the developer of Hassayampa Ranch
14 or home builders.

15 11. Notice of this Application will be given by publication in a newspaper of general
16 circulation as required by the Commission. Proof of publication will be filed with the
17 Commission.

18 12. Applicant maintains that this Application is in the public interest and should be
19 granted. There will be a need for wastewater service in Hassayampa Ranch in the near future.
20 Given its access to its parent company's resources and technical expertise, Applicant is a fit and
21 proper entity to provide wastewater service to Hassayampa Ranch. Moreover, there is no other
22 existing wastewater service in the vicinity of Hassayampa Ranch that could provide service more
23 efficiently or effectively than Applicant. In fact, the Hassayampa River, which bounds the
24 development on the east side, interferes with the ability to transport sewage to facilities located on
25 the other side of the river.

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13. The management contact for Applicant is:

Ms. Cindy Liles
Vice President and Chief Financial Officer
Global Water Management
22601 North 19th Avenue, Suite 210
Phoenix, Arizona 85027.
(623) 580-9600.

14. The operator of record for Applicant will be:

Clint Arndt (Operator ID 08128)
Wastewater Treatment Operator Level 3
Wastewater Collections Operator Level 2
22601 N. 19th Ave, Suite 210
Phoenix, AZ 85027
(623) 580-9600

15. The Applicant's attorneys are:

Roshka DeWulf & Patten, PLC
One Arizona Center
400 East Van Buren Street, Suite 800
Phoenix, Arizona 85004
(602) 256-6100

16. All data requests or other requests for information should be directed to:

Michael W. Patten
Roshka DeWulf & Patten, PLC
One Arizona Center
400 East Van Buren Street, Suite 800
Phoenix, Arizona 85004

With a copy to:

Ms. Cindy Liles
Vice President and Chief Financial Officer
Global Water Management
22601 North 19th Avenue, Suite 210
Phoenix, Arizona 85027

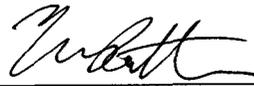
WHEREFORE, Hassayampa Utilities Company respectfully request that the Commission:

- A. Schedule a hearing on this Application as soon as possible;
- B. Issue an Order granting the application for a CC&N; and;

1 C. Grant any such other and further relief as may be appropriate under the
2 circumstances herein.

3 RESPECTFULLY submitted this 19th day of September 2005.

4 ROSHKA DEWULF & PATTEN, PLC

5
6
7 By 

8 Michael W. Patten
9 One Arizona Center
10 400 East Van Buren Street, Suite 800
11 Phoenix, Arizona 85004

11 Original + 13 copies of the foregoing
12 filed this 19th day of September 2005, with:

13 Docket Control
14 Arizona Corporation Commission
15 1200 West Washington
16 Phoenix, Arizona 85007

16 Copies of the foregoing hand-delivered/mailed
17 this 19th day of September 2005, to:

17 Lyn A Farmer, Esq.
18 Chief Administrative Law Judge
19 Arizona Corporation Commission
20 1200 West Washington
21 Phoenix, Arizona 85007

20 Christopher C. Kempley
21 Chief Counsel, Legal Division
22 Arizona Corporation Commission
23 1200 West Washington
24 Phoenix, Arizona 85007

23 Ernest G. Johnson, Esq
24 Director, Utilities Division
25 Arizona Corporation Commission
26 1200 West Washington
27 Phoenix, Arizona 85007

26
27 By 

ROSHKA DEWULF & PATTEN, PLC
ONE ARIZONA CENTER
400 EAST VAN BUREN STREET - SUITE 800
PHOENIX, ARIZONA 85004
TELEPHONE NO 602-256-6100
FACSIMILE 602-256-6800

EXHIBIT 1

STATE OF ARIZONA



Office of the
CORPORATION COMMISSION

CERTIFICATE OF GOOD STANDING

To all to whom these presents shall come, greeting:

I, Brian C. McNeil, Executive Director of the Arizona Corporation Commission, do hereby certify that

*****HASSAYAMPA UTILITY COMPANY, INC.*****

a domestic corporation organized under the laws of the State of Arizona, did incorporate on July 6, 2005.

I further certify that according to the records of the Arizona Corporation Commission, as of the date set forth hereunder, the said corporation is not administratively dissolved for failure to comply with the provisions of the Arizona Business Corporation Act; that its most recent Annual Report, subject to the provisions of A.R.S. sections 10-122, 10-123, 10-125 & 10-1622, has been delivered to the Arizona Corporation Commission for filing; and that the said corporation has not filed Articles of Dissolution as of the date of this certificate.

This certificate relates only to the legal existence of the above named entity as of the date issued. This certificate is not to be construed as an endorsement, recommendation, or notice of approval of the entity's condition or business activities and practices.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the official seal of the Arizona Corporation Commission. Done at Phoenix, the Capital, this 25th Day of August, 2005, A. D.



Brian C. McNeil
Executive Director

By *Craig Campbell*

EXHIBIT 2

HASSAYAMPA RANCH VENTURES, LLC

17700 N. Pacesetter Way
Scottsdale, Arizona 85255

(480)348-1118
(480)348-8976 (fax)

September 15, 2005

Ms. Cindy Liles
Vice President & CEO
Global Water Management, LLC
22601 North 19th Avenue, Suite 210
Phoenix, AZ 85027

RE: Wastewater Services

Please accept this letter as a request for service from Hassayampa Ranch Ventures, LLC for wastewater services to our property, more particularly described as Exhibit A attached hereto. It is our intention to continue to pursue the preliminary platting, rezoning and development of this development to serve single family residential homes.

Hassayampa Ranch Ventures, LLC would like to be included in your next available expansion of service areas.

Sincerely,

Hassayampa Ranch Ventures, LLC
a Delaware limited liability company

By: Troxler Residential Ventures XXIX, LLC
a Delaware limited liability company
its Managing Member

By: Troxler Ventures Partners II, Inc.
a California corporation
its Operating Member

By:

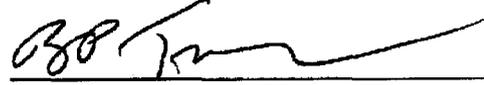

Bryan P. Troxler
President

EXHIBIT 3

EXHIBIT "A"

PARCEL NO. 1:

ALL OF SECTION 15, TOWNSHIP 2 NORTH, RANGE 5 WEST OF THE GILA AND SALT RIVER BASE AND MERIDIAN COUNTY, ARIZONA.

PARCEL NO. 2:

THE EAST HALF OF THE NORTHEAST QUARTER, THE NORTHWEST QUARTER OF THE NORTHEAST QUARTER, THE WEST HALF AND THE SOUTHWEST QUARTER OF OF THE SOUTHEAST QUARTER OF SECTION 22, TOWNSHIP 2 NORTH, RANGE 5 WEST OF THE GILA AND SALT RIVER BASE AND MERIDIAN, MARICOPA COUNTY, ARIZONA.

PARCEL NO. 3

ALL OF SECTION 16, TOWNSHIP 2 NORTH, RANGE 5 WEST OF THE GILA AND SALT RIVER BASE AND MERIDIAN COUNTY, ARIZONA;

EXCEPT THE NORTH HALF OF THE NORTHEAST QUARTER OF SAID SECTION; AND

EXCEPT ALL THE MINERAL INTEREST RESERVED TO THE STATE OF ARIZONA IN AND TO THE FOLLOWING LAND BY THE FOLLOWING INSTRUMENT;

AS TO THE SOUTH HALF OF SECTION 16, TOWNSHIP 2 NORTH, RANGE 5 WEST BY DEED DATED NOVEMBER 12, 1941 AND RECORDED AT BOOK 366 OF DEEDS, PAGE 563, RECORDS OF MARICOPA COUNTY, ARIZONA; AND

EXCEPT ALL THE MINERAL INTEREST RESERVED TO THE STATE OF ARIZONA IN AND TO THE FOLLOWING LAND BY THE FOLLOWING INSTRUMENT;

AS TO THE NORTHEAST QUARTER OF SECTION 16, TOWNSHIP 2 NORTH, RANGE 5 WEST BY DEED DATED MARCH 3, 1939 AND RECORDED AT BOOK 331 OF DEEDS, PAGE 569, RECORDS OF MARICOPA COUNTY, ARIZONA; AND

EXCEPT ALL THE MINERAL INTEREST RESERVED TO THE STATE OF ARIZONA IN AND TO THE FOLLOWING LAND BY THE FOLLOWING INSTRUMENT;

AS TO THE NORTHWEST QUARTER OF SECTION 16, TOWNSHIP 2 NORTH, RANGE 5 WEST, BY DEED DATED MAY 11, 1949 AND RECORDED AT DOCKET 401, PAGE 326, RECORDS OF MARICOPA COUNTY, ARIZONA.

PARCEL NO. 4:

THE EAST HALF OF SECTION 17, TOWNSHIP 2 NORTH, RANGE 5 WEST, OF THE GILA AND SALT RIVER BASE AND MERIDIAN, RECORDS OF MARICOPA COUNTY, ARIZONA.

PARCEL NO. 5 (BYU Parcel):

THE NORTH HALF OF THE NORTHEAST QUARTER OF SECTION 16, TOWNSHIP 2 NORTH RANGE 5 WEST OF THE GILA AND SALT RIVER BASE AND MERIDIAN, MARICOPA COUNTY, ARIZONA.

EXHIBIT 4

ARIZONA CORPORATION COMMISSION

APPLICATION FOR A CERTIFICATE OF CONVENIENCE AND NECESSITY

WATER AND/OR SEWER

A. The name, address and telephone number of the Applicant (Company) is:

Hassayampa Utilities Company, Inc.
22601 North 19th Avenue Suite 210
Phoenix, AZ 85027
623.580.9600

B. If doing business (d.b.a.) under a name other than the Applicant (Company) name listed above, specify:

N/A

C. List the name, address and telephone number of the management contact:

Cindy Liles, V.P.
22601 North 19th Avenue Suite 210
Phoenix, AZ 85027
623.580.9600

D. List the name, address and telephone number of the attorney for the Applicant:

Michael W. Patten, Esq.
ROSHKA HEYMAN & DeWULF, PLC
400 East Van Buren Street, Suite 800
Phoenix, AZ 85004
602-256-6100

E. List the name, address and telephone number of the operator certified by the Arizona Department of Environmental Quality:

Clint Arndt (Operator ID 08128)
Wastewater Treatment Operator Level 3/Wastewater Collections Operator Level 2
22601 N. 19th Ave, Suite 210
Phoenix, AZ 85027
(623) 580-9600

F. List the name, address and telephone number of the on-site manager of the utility:

Clint Arndt (Operator ID 08128)
 Wastewater Treatment Operator Level 3/Wastewater Collections Operator Level 2
 22601 N. 19th Ave, Suite 210
 Phoenix, AZ 85027
 (623) 580-9600

G. The Applicant is a:

<input checked="" type="checkbox"/> Corporation:	<input type="checkbox"/> Partnership
<input checked="" type="checkbox"/> "C", <input type="checkbox"/> "S", <input type="checkbox"/> Non-Profit	<input type="checkbox"/> Limited, <input type="checkbox"/> General
<input checked="" type="checkbox"/> Arizona, <input type="checkbox"/> Foreign	<input type="checkbox"/> Arizona, <input type="checkbox"/> Foreign
<input type="checkbox"/> Sole Proprietorship	<input type="checkbox"/> Limited Liability Company (LLC)
<input type="checkbox"/> Other (Specify)	

H. If Applicant is a corporation:

1. List names of Officers and Directors:

Officers

Trevor T. Hill, President
 Cindy M. Liles, Secretary, Treasurer

Directors

Trevor T. Hill
 Cindy M. Liles

2. Attach a copy of the corporation's "Certificate of Good Standing" issued by the Corporation's Division of the Arizona Corporation Commission.

See attachment H-2

3. Attach a copy of the Articles of Incorporation.

See attachment H-3

4. Attach a copy of the corporation's By-Laws.

See attachment H-4

5. If a for-profit corporation, indicate the number of shares of stock authorized for issue:

10,000 common stock

6. **If stock has been issued, indicate the number of shares issued and date of issue:**

None issued

H. **If the Applicant is a partnership:**

1. **List the names of the general partners:**

N/A

2. **List the name, address and telephone number of the managing partners:**

N/A

3. **Attach a copy of the Partnership's Articles of Partnership.**

N/A

• **If the Applicant is a foreign limited partnership, provide a copy of the Partnership's "Certificate of Registration" filed with the Arizona Secretary of State.**

J. **If the Applicant is a sole proprietor, list the name, address and telephone number of the proprietor:**

N/A

K. **If the Applicant is a Limited Liability Company:**

1. **List the names of managers:**

N/A

L. **List the names and addresses of any other public utility interest, which the applicant may have:**

Applicant is a wholly owned subsidiary of Global Water Resources, Inc. Applicant's sister affiliates include: Cave Creek Water Company, Palo Verde Utilities Company, and Santa Cruz Water Company. Global Water Resources has also been appointed as Interim Manager for Sabrosa Water Company.

All companies are headquartered at 22601 North 19th Ave, Suite 210, Phoenix, Az 85027

M. **Attach a description of the area requested using CADASTRAL (quarter section description) or Metes and Bounds survey. References to parcels and docket numbers will not be accepted.**

See attachment M

N. **Attach a detailed map using the form provided as Attachment "B". Shade and outline the area requested. Also, indicate any other utility within the general area using different colors.**

See attachment N

O. Attach financial information in a format similar to Attachment "C".

See attachment O

P. Explain the method of financing utility facilities. Refer to the instructions, item no. 7. (Use additional sheets if necessary):

The formation of the Utility will be financed by way of equity from the parent company (Global Water Resources) and by way of Advances in Aid of Construction (AIAC) from builders and developers installing in-parcel infrastructure. These advances will be repaid in accordance with the standard form Line Extension Agreement developed by HUC.

Q. Estimated starting and completion dates of construction of utility facilities:

Starting date June 2006, Completion July 2007

R. Attach proposed Tariffs using either the water or sewer format of Attachment "D", unless the Utilities Division, prior to the filing of this application, approves another form.

See attachment R

S. Attach the following permits:

1. The franchise from either the City or County for the area requested.

To be late filed

2. The Arizona Department of Environmental Quality (or its designee's) approval to construct facilities.

Approval to Construct (ATC) is not required for Wastewater Treatment Facilities. ATC's for sewer mains will be obtained as part of the development process.

3. The Arizona State Land Department approval. (If you are including any State land in your requested area this approval is needed.)

N/A

4. Any U.S. Forest Service approval. (If you are including any U.S. Forest Service land in your requested area this approval is needed.)

N/A

5. (WATER ONLY) If the area requested is within an Active Management Area, attach a copy of the utility's Designation of an Assured Water Supply, or the developer's Certificate of Assured Water Supply issued by the Arizona Department of Water Resources, whichever applies.

- **If the area requested is outside an Active Management Area, attach the developer's Adequacy Statement issued by the Arizona Department of Water Resources, if applied for by the developer.**

- If the area requested is outside an Active Management Area and the developer does not obtain an Adequacy Statement, provide sufficient detail to prove that adequate water exists to provide water to the area requested.

N/A

6. Provide a copy of your estimated property taxes. This may be obtained by contacting the Arizona Department of Revenue, Division of Property Valuation and Equalization. You must provide them with a five (5) year projection of the original cost of the plant, depreciation expense, the location of the property and the school district.

T. Provide the following information:

1. Indicate the estimated number of customers, by class, to be served in each of the first five years of operation:

Residential:

First Year 600 Second Year 1200 Third Year 1800 Fourth Year 2400 Fifth Year 3000

Commercial:

First Year 0 Second Year 0 Third Year 0 Fourth Year 0 Fifth Year 0

Industrial:

First Year 0 Second Year 0 Third Year 0 Fourth Year 0 Fifth Year 0

Irrigation:

First Year 1 Second Year 1 Third Year 1 Fourth Year 1 Fifth Year 1

2. Indicate the projected annual water consumption or sewerage treatment, in gallons, for each of the customer classes for each of the first five years of operation:

Residential:

First Year 25 MM Second Year 45 MM Third Year 60 MM Fourth Year 75 MM Fifth Year 90 M

Commercial:

First Year 0 M Second Year 0 M Third Year 0 M Fourth Year 0 M Fifth Year 0 M

Industrial: N/A

First Year _____ Second Year _____ Third Year _____ Fourth Year _____ Fifth Year _____

Irrigation: N/A

First Year _____ Second Year _____ Third Year _____ Fourth Year _____ Fifth Year _____

3. **Indicate the total estimated annual operating revenue for each of the first five years of operation:**

See Attachment T-3

Residential:

First Year _____ Second Year _____ Third Year _____
Fourth Year _____ Fifth Year _____

Commercial:

First Year _____ Second Year _____ Third Year _____
Fourth Year _____ Fifth Year _____

Industrial:

First Year _____ Second Year _____ Third Year _____
Fourth Year _____ Fifth Year _____

Irrigation:

First Year _____ Second Year _____ Third Year _____
Fourth Year _____ Fifth Year _____

4. **Indicate the total estimated annual operating expenses for each of the first five years of operation:**

See Attachment T-4

Residential:

First Year _____ Second Year _____ Third Year _____
Fourth Year _____ Fifth Year _____

Commercial:

First Year _____ Second Year _____ Third Year _____
Fourth Year _____ Fifth Year _____

Industrial:

First Year _____ Second Year _____ Third Year _____
Fourth Year _____ Fifth Year _____

Irrigation:

First Year _____ Second Year _____ Third Year _____
Fourth Year _____ Fifth Year _____

5. **Attach an itemized list of the major components of the water or sewer system (see**

Attachment C-3).

See attachment T-5

6. Indicate the total estimated cost to construct utility facilities:

\$16,000,000 (Equity + AIAC)

(Signature of Authorized Representative)

(Type or Print Name Here)

(Title)

SUBSCRIBED AND SWORN to before me this _____ day of _____, 20____

NOTARY PUBLIC

My Commission Expires _____

**ATTACHMENT
H-2**

STATE OF ARIZONA



Office of the
CORPORATION COMMISSION

CERTIFICATE OF GOOD STANDING

To all to whom these presents shall come, greeting:

I, Brian C. McNeil, Executive Director of the Arizona Corporation Commission, do hereby certify that

*****HASSAYAMPA UTILITY COMPANY, INC.*****

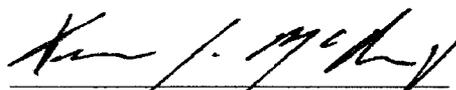
a domestic corporation organized under the laws of the State of Arizona, did incorporate on July 6, 2005.

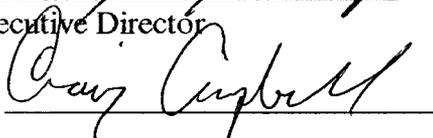
I further certify that according to the records of the Arizona Corporation Commission, as of the date set forth hereunder, the said corporation is not administratively dissolved for failure to comply with the provisions of the Arizona Business Corporation Act; that its most recent Annual Report, subject to the provisions of A.R.S. sections 10-122, 10-123, 10-125 & 10-1622, has been delivered to the Arizona Corporation Commission for filing; and that the said corporation has not filed Articles of Dissolution as of the date of this certificate.

This certificate relates only to the legal existence of the above named entity as of the date issued. This certificate is not to be construed as an endorsement, recommendation, or notice of approval of the entity's condition or business activities and practices.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the official seal of the Arizona Corporation Commission. Done at Phoenix, the Capital, this 25th Day of August, 2005, A. D.




Executive Director

By 

**ATTACHMENT
H-3**

JUL-06-05 11:05PM PFD

AZ CORPORATION COMMISSION
FILED

EXP

JUL 06 2005

FILE NO. 1214028-8

ARTICLES OF INCORPORATION
OF
HASSAYAMPA UTILITY COMPANY, INC.

1. **NAME.** The name of the corporation is: **HASSAYAMPA UTILITY COMPANY, INC.**

2. **INITIAL BUSINESS.** The purpose for which this Corporation is organized is the transaction of any or all lawful business for which Corporations may be incorporated under the laws of Arizona, as they may be amended from time to time.

3. **AUTHORIZED CAPITAL.** The corporation shall have authority to issue 10,000 shares of Common Stock.

4. **KNOWN PLACE OF BUSINESS.** The street address of the known place of business of the Corporation is:

22601 North 19th Avenue, Suite 210
Phoenix, AZ 85037

5. **STATUTORY AGENT.** The name and address of the Statutory Agent of the Corporation is:

Andrew Abraham, Esq.
702 East Osborn Road, Suite 200
Phoenix, AZ 85014

6. **BOARD OF DIRECTORS.** The initial board of directors shall consist of the names and addresses of the persons who are to serve as the directors until the first annual meeting of shareholders or until their successor is elected and qualifies is:

Trevor Hill	Cindy Liles
22601 North 19th Avenue, Suite 210	22601 North 19th Avenue, Suite 210
Phoenix, AZ 85037	Phoenix, AZ 85037

The number of persons to serve on the board of directors thereafter shall be fixed by the Bylaws.

7. **OFFICERS.** The initial officer(s) of the Corporation who shall serve at the pleasure of the board of directors is (are):

Trevor Hill	President
Cindy Liles	Secretary and Treasurer

8. **INCORPORATOR.** The name and address of the incorporator is:

Andrew Abraham
702 East Osborn Road, Suite 200
Phoenix, AZ 85014

1038407
\$ PAID
95/1100
7-12-05

12140288

All powers, duties and responsibilities of the incorporator(s) shall cease at the time of delivery of these Articles of Incorporation to the Arizona Corporation Commission.

- 9. **INDEMNIFICATION OF OFFICERS, DIRECTORS, EMPLOYEES AND AGENTS.** The Corporation shall indemnify any person who in good faith incurs expenses or liabilities by reason of the fact he or she is or was an officer, director, employee or agent of the Corporation or is or was serving at the request of the Corporation as a director, officer, employee or agent of another Corporation, partnership, joint venture, trust or other enterprise. This indemnification shall be mandatory in all circumstances in which indemnification is permitted by law.
- 10. **LIMITATION OF LIABILITY.** To the fullest extent permitted by the Arizona Revised Statutes as the same exists or may hereafter be amended, a director of the Corporation shall not be liable to the Corporation or its stockholders for monetary damages for any action taken or any failure to take any action in good faith as a director. No repeal, amendment or modification of this article, whether direct or indirect, shall eliminate or reduce its effect with respect to any act or omission of a director of the Corporation occurring prior to such repeal, amendment or modification.

EXECUTED this 3 day of July, 2005 by the Incorporator.

Signed: Andrew Abraham
Andrew Abraham

Phone: (602) 234-9917
Fax: (602) 234-0341

Acceptance of Appointment By Statutory Agent

The undersigned hereby acknowledges and accepts the appointment as statutory agent of the above-named corporation effective this 3 day of July, 2005.

Signed: Andrew Abraham, Esq.
Andrew Abraham, Esq.

**ATTACHMENT
H-4**

**BYLAWS
OF
HASSAYAMPA UTILITY COMPANY, INC.**

ARTICLE I

Meetings of Shareholders

1. **ANNUAL MEETINGS.** A meeting of the shareholders shall be held annually at any time during the last month of the fiscal year of the corporation at such place, within or without the State of Arizona, as the Board of Directors may determine for the purpose of electing directors and for the transaction of any other business that may properly come before it.

2. **NOTICE.** Notice of the annual meeting shall be mailed to the last known address of each shareholder as the same appears on the records of the corporation not less than ten (10) days nor more than sixty (60) days before the date of the meeting.

3. **ORGANIZATION.** The President or, in his/her absence, the Vice-President or, in the absence of both, a chairman appointed by the shareholders present, shall call meetings of shareholders to order and shall act as chairman thereof. The Secretary of the corporation shall act as secretary at all meetings of the shareholders or, in his/her absence, the presiding officer may appoint any person to act as secretary.

4. **QUORUM.** A majority of the shares issued and outstanding represented by the holders thereof, either in person or by proxy appointed by an instrument in writing subscribed by such shareholder, shall be a quorum at all meetings of shareholders. If a quorum is present, the affirmative vote of a majority of the shares represented at the meeting shall be the act of the shareholders unless the vote of a greater number of shares is required by law, the Articles of Incorporation, or by specific provisions of these Bylaws.

5. **ADJOURNMENT.** At any annual or special meeting a majority of the votes entitled to be cast, either in person or by proxy at the time of such meeting, may adjourn the meeting from time to time without further notice, and, thereupon, any business may be transacted which might have been transacted at the meeting as originally called. If after the adjournment a new record date is fixed for the adjourned meeting, a notice of the adjourned meeting shall be given to each shareholder of record entitled to vote at the meeting.

6. **SPECIAL ANNUAL MEETING.** Whenever for any cause, an annual meeting of shareholders be not held on the day provided, a special meeting may be called by the directors in the

manner as is prescribed for the holding of annual meetings of shareholders, at which special annual meeting directors shall be elected.

7. **VOTING.** At all meetings of the shareholders, every shareholder, either in person or by proxy in writing, shall have one (1) vote for each share so held and represented at such meeting. Upon the demand of any shareholder, voting for directors and upon other questions at any meeting of the shareholders shall be by ballot. In all elections for directors of the corporation, each shareholder shall have the right to cast as many votes in the aggregate as he shall be entitled to vote based upon the number of voting shares held by such shareholder multiplied by the number of directors to be elected at such election; each shareholder may cast the whole number of votes, either in person or by proxy, for one (1) candidate or distribute such votes among two (2) or more such candidates.

8. **SPECIAL MEETINGS.** Special meetings of the shareholders for any purpose or purposes shall be held whenever called by the Board of Directors, either by written instrument or by the vote of a majority, and shall be called whenever shareholders owning one-fourth (1/4) of the shares issued and outstanding shall in writing make application therefor to the President, stating the object of such meeting.

9. **NOTICE OF SPECIAL MEETINGS.** Notice of each special meeting of shareholders, stating the time and, in general terms, the purpose or purposes thereof, shall be mailed to shareholders not less than ten (10) nor more than thirty (30) days prior to such meeting in the same manner prescribed for giving notice of annual meetings.

10. **ACTION BY RESOLUTION.** A resolution, in writing, signed by all of the shareholders shall be deemed to be the action of the shareholders to the effect therein expressed with the same force and effect as if the same had been duly passed by the same vote at a duly convened meeting, and it shall be the duty of the Secretary of the corporation under to record such resolution in the minute book of the corporation under its proper date.

11. **INSPECTORS.** At all elections of directors, the polls shall be opened and closed, the proxies shall be received and be taken in charge, all questions touching the qualifications of votes, the validity of proxies and the acceptance or rejection of votes shall be decided, and all ballots shall be received and counted by two (2) inspectors, who shall be appointed by the presiding officer of the meeting, and who shall, in writing, certify to the returns.

12. **WAIVER.** Attendance of a shareholder at a meeting shall constitute waiver of a notice of such meeting, except when such attendance is for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened. Any shareholder may waiver notice of any annual or special meeting of shareholders by executing a written notice of waiver either before or after the time of the meeting.

ARTICLE II

Board of Directors

1. **NUMBER.** The business and affairs of the corporation shall be managed and controlled by a Board of Directors. The First Board of Directors shall consist of the persons named in the Articles of Incorporation. Thereafter, the Board shall consist of not less than one(1) nor more than five (5) members. The number of directors may be changed by the affirmative vote of a majority of the issued and outstanding shares of the corporation. The directors shall be elected at the annual meeting of the shareholders, and each director elected shall hold office until his/her successor is elected and qualified. Directors need not be shareholders of the corporation.

2. **ANNUAL MEETING.** Immediately after the annual election of directors, the newly elected directors shall meet, without further notice, for the purpose of organization, the election of officers and for the transaction of other business.

3. **SPECIAL MEETINGS.** Special meetings of the Board of Directors shall be held whenever regularly called. Unless otherwise specified in the notice thereof, any and all business may be transacted at a special meeting.

4. **NOTICE.** The Secretary shall give notice to each director of each special meeting at least two (2) days before the time of meeting.

5. **PLACE OF MEETING.** The directors shall hold their meetings and may have an office and keep the books of the corporation at such place or places, within or without the state, as the Board, from time to time, may determine.

6. **QUORUM.** A majority of the number of Directors in office shall constitute a quorum for the transaction of business, but a majority of those present at the time and place of any regular or special meeting may adjourn, from time to time, without notice. The vote of a majority of the directors present at any meeting in favor of or against any proposition shall prevail, except as herein otherwise provided.

7. **VACANCIES.** In case of any vacancy among the directors through death, resignation, disqualification or other cause, the remaining directors, by affirmative vote of a majority thereof may elect a successor to hold office for the unexpired portion of the term of the director whose place shall be vacant and until the election of and qualification of his successor. No director who has submitted his or her resignation from the Board of Directors effective at a future time shall be permitted to vote upon the filling of any vacancy or vacancies on the Board of Directors, including the vacancy to be created by his or her resignation.

8. **COMMITTEES.** From time to time, the Board may appoint committees for any purpose or purposes, which shall have such powers as shall be specified in the resolution of appointment.

9. **COMPENSATION.** The directors and officers of the corporation and all members of committees shall serve without salary except as may be determined by the vote of a majority of all the directors.

10. **ACTION BY RESOLUTION.** A resolution in writing, signed by all the members of the Board of Directors, shall be deemed to be action by such Board to the effect therein expressed, with the same force and effect as if the same had been duly passed by the same vote at a duly convened meeting, and it shall be the duty of the Secretary of the corporation to record such resolution in the minute book of the corporation under its proper date.

11. **WAIVER.** Attendance of a director at a meeting shall constitute waiver of notice of such meeting, except when such attendance is for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened. Any director may waive notice of any annual or special meeting of the Board of Directors by executing a written notice of waiver either before or after the time of the meeting.

ARTICLE III

Officers

1. **EXECUTIVE.** The officers of the corporation may consist of a President, Vice-President, Secretary, Treasurer, and such other officers as the Board of Directors may elect. Any two (2) or more offices may be consolidated and held by one (1) person.

2. **TENURE OF OFFICE.** All officers and agents shall be subject to removal at any time, with or without cause, by the affirmative vote of a majority of the whole Board.

3. **PRESIDENT.** The President shall be the chief executive officer of the corporation. He/She shall preside at all meetings of the shareholders and of the Board of Directors, unless a chairman of the Board of Directors has been elected and is present. He/She shall sign and execute all authorized bonds, contracts or other obligations in the name of the corporation, and, with the Secretary, shall sign all certificates of stock of the corporation, and shall do and perform such other duties as, from time to time, may be assigned to him by the Board.

4. **VICE-PRESIDENT.** The Vice-President shall perform such duties as the Board of Directors shall, from time to time, assign to him/her. In case of the absence or disability of the President, the duties of that office shall be performed by the Vice-President, except as specially

limited by a vote of the Board of Directors. In case of the permanent absence or disability of the President, the office shall be declared vacant by the Board of Directors and a successor chosen.

5. **SECRETARY.** The Secretary shall keep the minutes of all proceedings of the Board and the minutes of all meetings of the shareholders; shall attend the giving and serving of all notices for the corporation; when directed by either the President or Vice-President, shall sign in the name of the corporation all contracts authorized by the Board; shall have charge of the certificate books and such other books and papers as the Board may direct; shall sign, with the President or Vice-President, certificates of stock; and shall in general perform all the duties incident to the office of the Secretary, subject to the control of the Board.

6. **TREASURER.** The Treasurer shall have custody of all the securities of the corporation. He/she shall supervise the collection and deposit of amounts due to the corporation. He/she shall also supervise the disbursement of funds by the corporation and the maintenance of full and accurate accounting records for the corporation.

ARTICLE IV

Indemnification

1. **INDEMNIFICATION OF OFFICERS, EMPLOYEES AND AGENTS.** Subject to the further provisions hereof, the corporation shall indemnify any and all of its existing and former officers, employees and agents against all expenses incurred by them and each of them, including but not limited to legal fees, judgments, penalties, and amounts paid in settlement or compromise, which may arise or be incurred, rendered, or levied in any legal action brought or threatened against any of them for or on account of any action or omission alleged to have been committed while acting within the scope of employment as an officer, employee or agent of the corporation, whether or not any action is or has been filed against them and whether or not any settlement or compromise is approved by a court. Indemnification shall be made by the corporation whether the legal action brought or threatened is by or in the right of the corporation or by any other person. Whenever any existing or former officer, employee or agent shall report to the President of the corporation or the chairman of the Board of Directors that he or she has incurred or may incur expense, including, but not limited to, legal fees, judgments, penalties, and amounts paid in settlement or compromise in a legal action brought or threatened against him or her for or on account of any action or omission alleged to have been committed by him or her while acting in the scope of his or her employment as an officer, employee or agent of the corporation, the Board of Directors shall, at its next regular or at a special meeting held within a reasonable time thereafter, determine in good faith whether, in regard to the matter involved in the action or contemplated action, such person acted, failed to act, or refused to act willfully or with gross negligence or with fraudulent or criminal intent. If the Board of Directors determines in good faith that such person did not act, fail to act, or refuse to act willfully or with gross negligence or with fraudulent or criminal action, indemnification shall be mandatory and shall be automatically extended as specified herein, provided, however, that no such

indemnification shall be available with respect to liabilities under the Securities Act of 1933, and, provided further, that the corporation shall have the right to refuse indemnification in any instance in which the person to whom the indemnification would otherwise have been applicable shall have unreasonably refused to permit the corporation, at its own expense and through counsel of its own choosing, to defend him or her in the action.

2. SAVINGS CLAUSE. The indemnification provided by this Article shall not be deemed exclusive of any other rights to which those seeking indemnification may be entitled under any bylaw, agreement, vote of the shareholders or disinterested directors or otherwise, or of any other indemnification which may be granted to any person apart from this Article, both as to action in his/her official capacity while holding such office, and shall continue as to a person who has ceased to be a director, officer, employee or agent and shall inure to the benefit of the heirs, executors and administrators of such a person.

3. MAINTENANCE OF INSURANCE. The corporation shall have power to purchase and maintain insurance on behalf of any person who is or was a director, officer, employee or agent of the corporation, or is or was serving at the request of the corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise against any liability asserted against him and incurred by him in any such capacity or arising out of his status as such, whether or not the corporation would have the power to indemnify him against such liability under the provisions of this Article.

ARTICLE V

Capital Stock

1. CERTIFICATES. The certificates of shares of the corporation shall be in such form as shall be approved by the Board of Directors. The certificates shall be signed by the President and the Secretary.

2. TO BE ENTERED. All certificates shall be consecutively numbered, and the names of the owner(s), the number of shares and the date of issue shall be entered into the corporation's books.

3. LOST CERTIFICATES. The Board of Directors may direct a new certificate or certificates to be issued in place of any certificate or certificates theretofore issued by the corporation alleged to have been lost, stolen or destroyed, upon the making of an affidavit of that fact by the person claiming the certificate of stock to be lost, stolen or destroyed. When authorizing such issue of a new certificate or certificates, the Board of Directors may, in its discretion and as a condition precedent to the issuance thereof, require the owner of such lost, stolen or destroyed certificate or certificates, or his/her/its legal representative, to advertise the same in such manner as it shall require and/or to give the corporation a bond in such sum as it may direct as indemnity against any claim that

may be made against the corporation with respect to the certificate alleged to have been lost, stolen or destroyed.

4. **CERTIFICATES CANCELED.** Except in the case of lost or destroyed certificates, and in that case after compliance with the provisions of these Bylaws relating to lost certificates, no new certificate shall be issued until the former certificate for the shares represented thereby shall have been surrendered and canceled.

5. **TRANSFER.** Shares shall be transferred only on the books of the corporation by the holder thereof in person or by his attorneys, upon the surrender and cancellation of certificates for a like number of shares.

6. **RECORD DATE.** In order to determine the shareholders entitled to notice of or to vote at any meeting of shareholders or any adjournment thereof, or to express consent to corporate action in writing without a meeting, or entitled to receive payment of any dividend or other distribution or allotment of any rights in respect of any change, conversion or exchange of shares, or for purpose of any other lawful action, the Board of Directors may fix, in advance, a record date, which shall not be more than seventy (70) nor less than ten (10) days before the date of such meeting, nor more than seventy (70) days prior to any other action. A determination of shareholders of record entitled to notice of or to vote at a meeting of shareholders shall apply to any adjournment of the meeting; provided, however, that the Board of Directors may fix a new record date for the adjourned meeting.

7. **REGISTERED SHAREHOLDERS.** The corporation shall be entitled to recognize the exclusive right of a person registered on its books as the owner of shares to receive dividends, and to vote as such owner, and to hold liable for calls and assessments a person registered on its books as the owner of shares, and shall not be bound to recognize any equitable or other claim to or interest in such share or shares on the part of any other person, whether or not it shall have express or other notice thereof.

8. **REGULATIONS.** The Board may make such rules and regulations as it may deem expedient concerning the issue, transfer and registration of certificates of stock of the corporation.

ARTICLE VI

Dividends

1. **DIVIDENDS.** The Board, in its discretion, from time to time, may declare dividends upon the shares from the earned surplus or net profits of the corporation, and may fix the dates for the declaration and payment of dividends.

ARTICLE VII

Seal

1. **DESIGN.** A corporate seal shall not be requisite to the validity of any instrument executed by or on behalf of the corporation, but if a corporate seal be used, the same shall have inscribed thereon the name of the corporation. Said seal may be used by causing it or a facsimile thereof to be impressed or affixed or in any manner reproduced, which seal shall be in charge of the Secretary to be used as directed by the Board.

ARTICLE VIII

Amendments

1. **AMENDMENTS.** These Bylaws may be altered, amended or repealed, or new Bylaws may be adopted by the shareholders or by the Board of Directors at any meeting, provided that notice of the proposed change is contained in the notice of such meeting.

ATTACHMENT
M

ATTACHMENT "B"

MARICOPA	SEE BELOW	2 N	5 W
COUNTY	SECTION	TOWNSHIP	RANGE

6	5	4	3	2	1
7	8	9	10	11	12
18	17	16	15	14	13
19	20	21	22	23	24
30	29	28	27	26	25
31	32	33	34	35	36

Type or Print Description Here:

SEE ATTACHED - 2080 ACRES, MORE OR LESS
 "HASSAYAMPA RANCH"

EXHIBIT "A"

PARCEL NO. 1:

ALL OF SECTION 15, TOWNSHIP 2 NORTH, RANGE 5 WEST OF THE GILA AND SALT RIVER BASE AND MERIDIAN COUNTY, ARIZONA.

PARCEL NO. 2:

THE EAST HALF OF THE NORTHEAST QUARTER, THE NORTHWEST QUARTER OF THE NORTHEAST QUARTER, THE WEST HALF AND THE SOUTHWEST QUARTER OF OF THE SOUTHEAST QUARTER OF SECTION 22, TOWNSHIP 2 NORTH, RANGE 5 WEST OF THE GILA AND SALT RIVER BASE AND MERIDIAN, MARICOPA COUNTY, ARIZONA.

PARCEL NO. 3

ALL OF SECTION 16, TOWNSHIP 2 NORTH, RANGE 5 WEST OF THE GILA AND SALT RIVER BASE AND MERIDIAN COUNTY, ARIZONA;

EXCEPT THE NORTH HALF OF THE NORTHEAST QUARTER OF SAID SECTION; AND

EXCEPT ALL THE MINERAL INTEREST RESERVED TO THE STATE OF ARIZONA IN AND TO THE FOLLOWING LAND BY THE FOLLOWING INSTRUMENT;

AS TO THE SOUTH HALF OF SECTION 16, TOWNSHIP 2 NORTH, RANGE 5 WEST BY DEED DATED NOVEMBER 12, 1941 AND RECORDED AT BOOK 366 OF DEEDS, PAGE 563, RECORDS OF MARICOPA COUNTY, ARIZONA; AND

EXCEPT ALL THE MINERAL INTEREST RESERVED TO THE STATE OF ARIZONA IN AND TO THE FOLLOWING LAND BY THE FOLLOWING INSTRUMENT;

AS TO THE NORTHEAST QUARTER OF SECTION 16, TOWNSHIP 2 NORTH, RANGE 5 WEST BY DEED DATED MARCH 3, 1939 AND RECORDED AT BOOK 331 OF DEEDS, PAGE 569, RECORDS OF MARICOPA COUNTY, ARIZONA; AND

EXCEPT ALL THE MINERAL INTEREST RESERVED TO THE STATE OF ARIZONA IN AND TO THE FOLLOWING LAND BY THE FOLLOWING INSTRUMENT;

AS TO THE NORTHWEST QUARTER OF SECTION 16, TOWNSHIP 2 NORTH, RANGE 5 WEST, BY DEED DATED MAY 11, 1949 AND RECORDED AT DOCKET 401, PAGE 326, RECORDS OF MARICOPA COUNTY, ARIZONA.

PARCEL NO. 4:

THE EAST HALF OF SECTION 17, TOWNSHIP 2 NORTH, RANGE 5 WEST, OF THE GILA AND SALT RIVER BASE AND MERIDIAN, RECORDS OF MARICOPA COUNTY, ARIZONA.

PARCEL NO. 5 (BYU Parcel):

THE NORTH HALF OF THE NORTHEAST QUARTER OF SECTION 16, TOWNSHIP 2 NORTH RANGE 5 WEST OF THE GILA AND SALT RIVER BASE AND MERIDIAN, MARICOPA COUNTY, ARIZONA.

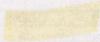
**ATTACHMENT
N**

ATTACHMENT "B"

Maricopa	See Below	2N	SW
COUNTY	SECTION	TOWNSHIP	RANGE

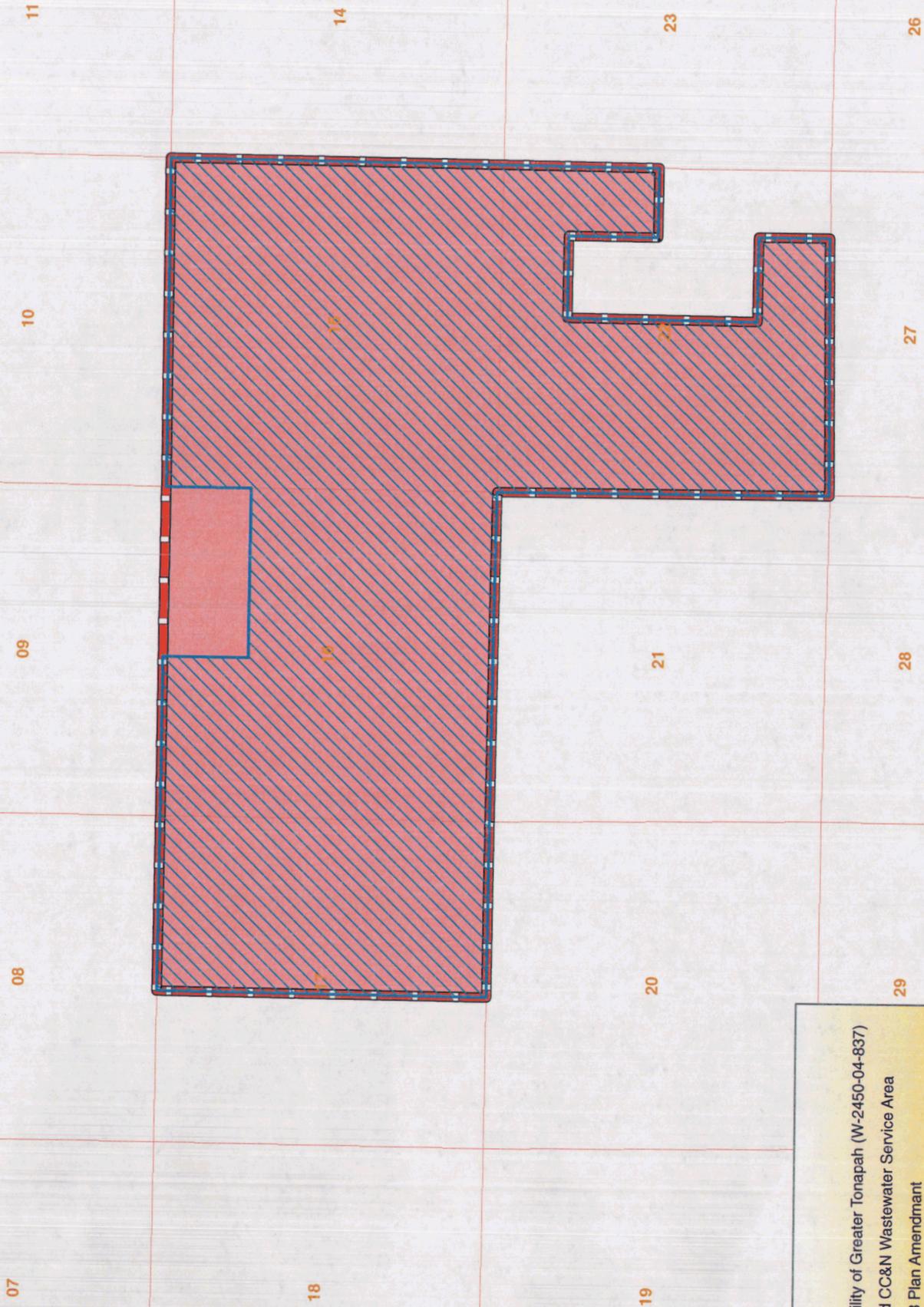
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19	20	21	22	23	24
30	29	28	27	26	25
31	32	33	34	35	36

Type or Print Description Here:

 HUC CC&N
 Water Utility of Greater Tonopah, Inc.
 Docket No. W-2450-04-837 Application
 for Extension

Attachment N
Hassayapa Utilities Company Inc.

T2N R5W



Legend

-  Water Utility of Greater Tonapah (W-2450-04-837)
-  Proposed CC&N Wastewater Service Area
-  MAG 208 Plan Amendment
-  Sections

ATTACHMENT
0

**ATTACHMENT
R**

ATTACHMENT

T-3

T-4

T-5

ATTACHMENT C

PROFORMA BALANCE SHEET (SEWER)

Hassayampa Utilities Company with \$52 Rates / 600 Customers

	<u>Year 1</u>	<u>Year 2</u>	<u>Year 3</u>	<u>Year 4</u>	<u>Year 5</u>
ASSETS					
<u>Current Assets</u>					
Cash	\$ 475,505	\$ 686,539	\$ 1,541,532	\$ 2,557,701	\$ 3,700,849
Accounts Receivable	0	0	0	0	0
Other	0	0	0	0	0
Total Current Assets	\$ 475,505	\$ 686,539	\$ 1,541,532	\$ 2,557,701	\$ 3,700,849
<u>Fixed Assets</u>					
Utility Plant	\$ 10,989,250	\$ 12,041,250	\$ 13,557,750	\$ 14,215,250	\$ 15,231,750
(Less) Accumulated Depreciation	(130,377)	(429,348)	(783,829)	(1,188,546)	(1,637,749)
Net Plant in Service	\$ 10,858,873	\$ 11,611,902	\$ 12,773,921	\$ 13,026,704	\$ 13,594,001
Total Assets	\$ 11,334,378	\$ 12,298,441	\$ 14,315,453	\$ 15,584,405	\$ 17,294,850
LIABILITIES AND CAPITAL					
<u>Current and Accrued Liabilities</u>					
Accounts Payable	0	0	0	0	0
Notes Payable	0	0	0	0	0
Accrued Taxes	0	0	0	0	0
Accrued Interest	0	0	0	0	0
Other	0	0	0	0	0
Total Current and Accrued Liabilities	0	0	0	0	0

PROFORMA BALANCE SHEET (SEWER)

Hassayampa Utilities Company with \$52 Rates / 600 Customers

	<u>Year 1</u>	<u>Year 2</u>	<u>Year 3</u>	<u>Year 4</u>	<u>Year 5</u>
<u>Long-Term Debt</u>					
<u>Deferred Credits</u>					
Advances in Aid of Construction	\$ 4,315,500	\$ 4,315,500	\$ 5,318,750	\$ 8,022,930	\$ 9,255,920
Contribution in Aid of Construction, Net of Amortizatic	-	-	-	-	-
Accumulated Deferred Income Tax	-	-	-	-	-
Total Deferred Credits	<u>\$ 4,315,500</u>	<u>\$ 4,315,500</u>	<u>\$ 5,318,750</u>	<u>\$ 8,022,930</u>	<u>\$ 9,255,920</u>
<u>CAPITAL ACCOUNT</u>					
Common Stock	7,150,000	7,150,000	7,150,000	7,150,000	7,150,000
Preferred	0	0	0	0	0
Paid in Capital	0	0	0	0	0
Retained Earnings	<u>(193,522)</u>	<u>(232,709)</u>	<u>(8,447)</u>	<u>349,075</u>	<u>826,530</u>
Total Capital	<u>\$ 6,956,478</u>	<u>\$ 6,917,291</u>	<u>\$ 7,141,553</u>	<u>\$ 7,499,075</u>	<u>\$ 7,976,530</u>
TOTAL LIABILITIES AND CAPITAL	<u><u>\$ 11,271,978</u></u>	<u><u>\$ 11,232,791</u></u>	<u><u>\$ 12,460,303</u></u>	<u><u>\$ 15,522,005</u></u>	<u><u>\$ 17,232,450</u></u>

PROFORMA INCOME STATEMENT (SEWER)
 Hassayampa Utilities Company with \$52 Rates / 600 Customers

	Year One	Year Two	Year Three	Year Four	Year Five
Flat Rate Revenues	\$ 205,200	\$ 579,600	\$ 954,000	\$ 1,328,400	\$ 1,720,800
Measured Revenues	17,000	50,909	84,849	118,788	152,727
Establishment Charges	18,030	18,000	18,000	18,000	18,000
Other Operating Revenue					
Total Operating Revenue	\$ 240,230	\$ 648,509	\$ 1,056,849	\$ 1,465,188	\$ 1,891,527
OPERATING EXPENSES:					
Pumping Power - All	\$ 20,650	\$ 61,949	\$ 103,248	\$ 144,547	\$ 185,846
Wages	130,000	133,900	137,917	142,055	146,316
Payroll Burden	42,900	44,187	45,513	46,878	48,284
Permits (Not Capitalized to PI)	5,000	5,000	5,000	5,000	5,000
Licenses (Not Capitalized to P)	2,000	2,060	2,122	2,185	2,251
Engineering (Not Capitalized t	2,000	2,060	2,122	2,185	2,251
Chemicals	6,000	9,000	12,000	15,000	18,000
Supplies	4,000	5,000	6,000	7,000	8,000
Repairs	12,000	16,000	19,000	22,000	25,000
Insurance (b)	4,000	4,120	4,244	4,371	4,502
Office Expense	1,000	3,000	5,000	7,000	9,000
Billing, Postage, Operations	10,818	32,436	54,036	75,636	97,236
Contract Labor	6,000	6,180	6,365	6,556	6,753
Rentals					
Solids Handling	3,000	6,180	9,548	13,113	16,883
Rentals	3,000	3,090	3,183	3,278	3,377
Recharge Site Maintenance	3,000	3,090	3,183	3,278	3,377
Depreciation net of Amortizat	130,377	298,970	354,481	404,717	449,203
Vehicles Expenses	5,000	5,150	5,305	5,464	5,628
Legal & Accounting	15,000	15,450	15,914	16,391	16,883
Miscellaneous Expenses	4,800	4,944	5,092	5,245	5,402
Testing	10,000	12,000	14,000	16,000	18,000
Income Taxes	50	50	50	134,227	300,145
Property Taxes	13,532	21,387	36,696	58,961	80,225
Total Operating Expenses	\$ 434,127	\$ 695,204	\$ 850,018	\$ 1,141,087	\$ 1,457,561
Operating income (loss)	\$ (193,897)	\$ (46,695)	\$ 206,831	\$ 324,101	\$ 415,967
Less:					
Interest (Expense) Income on l		375	17,431	33,421	61,488
Interest Expense Long-term De					
Net Income	\$ (193,522)	\$ (39,187)	\$ 224,262	\$ 357,522	\$ 477,455

CS-4
PROFORMA UTILITY PLANT IN SERVICE (SEWER)
 FIRST YEAR

Hassayampa Utilities Company with \$52 Rates / 600 Customers

PLANT	ORIGINAL COST	ACCUM DEPRC	ORIG. COST LESS DEPREC.
Organization	\$ 25,000	\$ -	\$ 25,000
Franchises	-	-	-
Land and Land Rights	130,000	-	130,000
Structures and Improvements	350,000	5,828	344,173
Power Generation Equipment	200,000	5,000	195,000
Collection sewers -Force	939,000	9,390	929,610
Collection Sewers - Gravity (AIAC)	1,872,250	18,723	1,853,528
Special Collecting Structures	-	-	-
Services to customers / Residential	-	-	-
Services to customers - None Residential	-	-	-
Flow measuring Devices	-	-	-
Flow measuring Installations	-	-	-
Reuse Services	-	-	-
Reuse Meters and Meter Install	15,000	625	14,375
Receiving Wells	-	-	-
Pumping Equipment	720,000	45,000	675,000
Reuse Distribution Reservoirs	150,000	1,875	148,125
Reuse Transmission and Distrib	1,023,000	12,788	1,010,213
Treatment and Disposal Equipment*	5,000,000	13,180	4,986,820
Plant Sewers	-	-	-
Outfall Sewer Lines	300,000	4,995	295,005
Other Plant and Miscellaneous	-	-	-
Office Furniture and Equipment	15,000	500	14,500
Transportation Equipment	30,000	3,000	27,000
Stores Equipment	5,000	100	4,900
Tools, Shop and Garage Equipme	15,000	375	14,625
Laboratory Equipment	40,000	2,000	38,000
Power Operated Equipment	40,000	1,000	39,000
Communication Equipment	120,000	6,000	114,000
Miscellaneous Equipment	-	-	-
Other Tangible Plant	-	-	-
TOTAL PLANT IN SERVICE	\$ 10,989,250	\$ 130,377	\$ 10,858,873

CS-4
PROFORMA UTILITY PLANT IN SERVICE (SEWER)
 SECOND YEAR

Hassayampa Utilities Company with \$52 Rates / 600 Customers

PLANT	ORIGINAL COST	ACCUM DEPRC	ORIG. COST LESS DEPREC.
Organization	\$ 25,000	\$ -	\$ 25,000
Franchises	-	-	-
Land and Land Rights	130,000	-	130,000
Structures and Improvements	350,000	17,483	332,518
Power Generation Equipment	200,000	15,000	185,000
Collection sewers -Force	1,064,000	29,420	1,034,580
Collection Sewers - Gravity (AIAC)	2,594,250	63,388	2,530,863
Special Collecting Structures	-	-	-
Services to customers / Residential	-	-	-
Services to customers - None Residential	-	-	-
Flow measuring Devices	-	-	-
Flow measuring Installations	-	-	-
Reuse Services	-	-	-
Reuse Meters and Meter Install	15,000	1,874	13,126
Receiving Wells	-	-	-
Pumping Equipment	720,000	135,000	585,000
Reuse Distribution Reservoirs	150,000	5,625	144,375
Reuse Transmission and Distrib	1,023,000	38,363	984,638
Treatment and Disposal Equipment*	5,000,000	65,855	4,934,145
Plant Sewers	-	-	-
Outfall Sewer Lines	500,000	18,315	481,685
Other Plant and Miscellaneous	-	-	-
Office Furniture and Equipment	15,000	1,501	13,499
Transportation Equipment	30,000	9,000	21,000
Stores Equipment	10,000	400	9,600
Tools, Shop and Garage Equipme	15,000	1,125	13,875
Laboratory Equipment	40,000	6,000	34,000
Power Operated Equipment	40,000	3,000	37,000
Communication Equipment	120,000	18,000	102,000
Miscellaneous Equipment	-	-	-
Other Tangible Plant	-	-	-
Totals	\$ 12,041,250	\$ 429,348	\$ 11,611,902

CS-4
PROFORMA UTILITY PLANT IN SERVICE (SEWER)
 THIRD YEAR

Hassayampa Utilities Company with \$52 Rates / 600 Customers

PLANT	ORIGINAL COST	ACCUM DEPRC	ORIG. COST LESS DEPREC.
Organization	\$ 25,000	\$ -	\$ 25,000
Franchises	0	-	-
Land and Land Rights	130,000	-	130,000
Structures and Improvements	350,000	29,138	320,863
Power Generation Equipment	200,000	25,000	175,000
Collection sewers -Force	1,189,000	51,950	1,137,050
Collection Sewers - Gravity (AIAC)	3,480,750	124,138	3,356,613
Special Collecting Structures	-	-	-
Services to customers / Residential	-	-	-
Services to customers - None Residential	-	-	-
Flow measuring Devices	-	-	-
Flow measuring Installations	-	-	-
Reuse Services	-	-	-
Reuse Meters and Meter Install	15,000	3,124	11,876
Receiving Wells	-	-	-
Pumping Equipment	720,000	225,000	495,000
Reuse Distribution Reservoirs	150,000	9,375	140,625
Reuse Transmission and Distrib	1,323,000	67,688	1,255,313
Treatment and Disposal Equipment*	5,000,000	144,846	4,855,154
Plant Sewers	-	-	-
Outfall Sewer Lines	700,000	38,295	661,705
Other Plant and Miscellaneous	-	-	-
Office Furniture and Equipment	15,000	2,501	12,499
Transportation Equipment	30,000	15,000	15,000
Stores Equipment	15,000	900	14,100
Tools, Shop and Garage Equipme	15,000	1,875	13,125
Laboratory Equipment	40,000	10,000	30,000
Power Operated Equipment	40,000	5,000	35,000
Communication Equipment	120,000	30,000	90,000
Miscellaneous Equipment	-	-	-
Other Tangible Plant	-	-	-
TOTAL PLANT IN SERVICE	\$ 13,557,750	\$ 783,829	\$ 12,773,921

CS-4
PROFORMA UTILITY PLANT IN SERVICE (SEWER)
 FOURTH YEAR

Hassayampa Utilities Company with \$52 Rates / 600 Customers

PLANT	ORIGINAL COST	ACCUM DEPRC	ORIG. COST LESS DEPREC.
Organization	\$ 25,000	\$ -	\$ 25,000
Franchises	0	-	-
Land and Land Rights	130,000	-	130,000
Structures and Improvements	350,000	40,793	309,208
Power Generation Equipment	200,000	35,000	165,000
Collection sewers -Force	1,189,000	75,730	1,113,270
Collection Sewers - Gravity (AIAC)	4,133,250	200,278	3,932,973
Special Collecting Structures	-	-	-
Services to customers / Residential	-	-	-
Services to customers - None Residential	-	-	-
Flow measuring Devices	-	-	-
Flow measuring Installations	-	-	-
Reuse Services	-	-	-
Reuse Meters and Meter Install	15,000	4,373	10,627
Receiving Wells	-	-	-
Pumping Equipment	720,000	315,000	405,000
Reuse Distribution Reservoirs	150,000	13,125	136,875
Reuse Transmission and Distrib	1,323,000	100,763	1,222,238
Treatment and Disposal Equipment*	5,000,000	250,154	4,749,846
Plant Sewers	-	-	-
Outfall Sewer Lines	700,000	61,605	638,395
Other Plant and Miscellaneous	-	-	-
Office Furniture and Equipment	15,000	3,502	11,498
Transportation Equipment	30,000	21,000	9,000
Stores Equipment	20,000	1,600	18,400
Tools, Shop and Garage Equipme	15,000	2,625	12,375
Laboratory Equipment	40,000	14,000	26,000
Power Operated Equipment	40,000	7,000	33,000
Communication Equipment	120,000	42,000	78,000
Miscellaneous Equipment	-	-	-
Other Tangible Plant	-	-	-
TOTAL PLANT IN SERVICE	\$ 14,215,250	\$ 1,188,546	\$ 13,026,704

CS-4
PROFORMA UTILITY PLANT IN SERVICE (SEWER)
FIFTH YEAR
Hassayampa Utilities Company with \$52 Rates / 600 Customers

PLANT	ORIGINAL COST	ACCUM DEPRC	ORIG. COST LESS DEPREC.
Organization	\$ 25,000	\$ -	\$ 25,000
Franchises	0	-	-
Land and Land Rights	130,000	-	130,000
Structures and Improvements	350,000	52,448	297,553
Power Generation Equipment	200,000	45,000	155,000
Collection sewers -Force	1,189,000	99,510	1,089,490
Collection Sewers - Gravity (AIAC)	4,944,750	291,058	4,653,693
Special Collecting Structures	-	-	-
Services to customers / Residential	-	-	-
Services to customers - None Residential	-	-	-
Flow measuring Devices	-	-	-
Flow measuring Installations	-	-	-
Reuse Services	-	-	-
Reuse Meters and Meter Install	15,000	5,623	9,377
Receiving Wells	-	-	-
Pumping Equipment	720,000	405,000	315,000
Reuse Distribution Reservoirs	150,000	16,875	133,125
Reuse Transmission and Distrib	1,323,000	133,838	1,189,163
Treatment and Disposal Equipment*	5,000,000	381,776	4,618,224
Plant Sewers	-	-	-
Outfall Sewer Lines	900,000	88,245	811,755
Other Plant and Miscellaneous	-	-	-
Office Furniture and Equipment	15,000	4,502	10,498
Transportation Equipment	30,000	27,000	3,000
Stores Equipment	25,000	2,500	22,500
Tools, Shop and Garage Equipme	15,000	3,375	11,625
Laboratory Equipment	40,000	18,000	22,000
Power Operated Equipment	40,000	9,000	31,000
Communication Equipment	120,000	54,000	66,000
Miscellaneous Equipment	-	-	-
Other Tangible Plant	-	-	-
TOTAL PLANT IN SERVICE	\$ 15,231,750	\$ 1,637,749	\$ 13,594,001

CW-4
ATTACHMENT "D"
SEWER TARIFF SCHEDULE

UTILITY: Hassayampa Utility Company with \$52 Rates / 600 Customers

RATES AND CHARGES

FLAT RATE

RESIDENTIAL AND COMMERCIAL
BASED ON WATER METER SIZE

5/8 x 3/4 And	\$ 52.00	PER MONTH
3/4	\$ 52.00	PER MONTH
1	\$ 130.00	PER MONTH
1 1/2	\$ 260.00	PER MONTH
2	\$ 416.00	PER MONTH
3	\$ 832.00	PER MONTH
4	\$ 1,300.00	PER MONTH
6	\$ 2,600.00	PER MONTH

BASED ON WATER USAGE

RESIDENTIAL MINIMUM	<u>N/A</u>	FOR	<u>N/A</u>	GALLONS
EXCESS OF MINIMUM	<u>N/A</u>	FOR	<u>N/A</u>	GALLONS
COMMERCIAL MINIMUM	<u>N/A</u>	FOR	<u>N/A</u>	GALLONS
EXCESS OF MINIMUM	<u>N/A</u>	FOR	<u>N/A</u>	GALLONS

EFFLUENT SALES: (if applicable)

\$ 400.00	PER ACRE FOOT (FOR GENERAL IRRIGATION)
\$ 1.23	PER 1,000 GALLONS (FOR GENERAL IRRIGATION)

SERVICE LINE CONNECTION CHARGE \$ _____ (TO BE CONTRIBUTED BY BUILDER)

SERVICE CHARGES:

1.	ESTABLISHMENT (R14-2-603.D.1)	\$ 30.00
2.	RECONNECTION / DELINQUENT (R14-2-603.D.1)	\$ 50.00
3.	DEPOSIT (R14-2-603.B.3)	_____ per rule
4.	DEPOSIT INTEREST (R14-2-608.E.1)	_____ % per rule
5.	REESTABLISHMENT WITHIN 12 MONTHS (R14-2-608.F.1)	(a)
6.	NSF CHECK (R14-2-608.E.1)	\$ 35.00
7.	LATE PAYMENT PENALTY (R14-2-608.F.1)	1.50% Per Month
	DEFERRED PAYMENT PLAN	1.50% Per Month

All Revenue related taxes will be charged customers.

Main Extension and additional facilities agreements, @ COST (b)
RULES AND REGULATIONS

* The Company has adopted the Rules and Regulation established by the Commission as the basis for its operating procedures. Arizona Corporation Commission Rules will be controlling of Company procedures, unless specific Commission Orders provide otherwise.

(a) Monthly minimum times months off the system

(b) Cost to include parts, labor, overhead, and all applicable taxes, including income tax.

Hasayampa Utility Company with \$52 Rates / 600 Customers
Schedule of Projected Revenues
For the Years Ended

Exhibit
 Schedule 2a
 Page 1
 Witness: Kozoman

Line No.	Year				
	1	2	3	4	5
1					
2					
3					
4					
5					
6					
7					
8					
9					
10					
11					
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33					
34					

Residential					
5/8 Inch	\$ 205,200	\$ 579,600	\$ 954,000	\$ 1,328,400	\$ 1,702,800
Establishment Fees	18,000	18,000	18,000	18,000	18,000
Total Residential Revenues	223,200	597,600	972,000	1,346,400	1,720,800
Commercial					
5/8 Inch	-	-	-	-	-
Establishment Fees	-	-	-	-	-
Total Commercial Revenues	-	-	-	-	-
Effluent Revenues	17,000	50,909	84,849	118,788	152,727
Establishment Fees	30				
Total Effluent Revenues	17,030	50,909	84,849	118,788	152,727
School	-	-	-	-	-
Establishment Fees	-	-	-	-	-
Total Revenues from School	-	-	-	-	-
Total	\$ 240,230	\$ 648,509	\$ 1,056,849	\$ 1,465,188	\$ 1,873,527

PROFORMA INCOME STATEMENT (SEWER)
Hassayampa Utilities Company with \$52 Rates / 600 Customers

	Year One	Year Two	Year Three	Year Four	Year Five
Flat Rate Revenues	\$ 205,200	\$ 579,600	\$ 954,000	\$ 1,328,400	\$ 1,720,800
Measured Revenues	17,000	50,909	84,849	118,788	152,727
Establishment Charges	18,030	18,000	18,000	18,000	18,000
Other Operating Revenue					
Total Operating Revenue	\$ 240,230	\$ 648,509	\$ 1,056,849	\$ 1,465,188	\$ 1,891,527
OPERATING EXPENSES:					
Pumping Power - All	\$ 20,650	\$ 61,949	\$ 103,248	\$ 144,547	\$ 185,846
Wages	130,000	133,900	137,917	142,055	146,316
Payroll Burden	42,900	44,187	45,513	46,878	48,284
Permits (Not Capitalized to PI	5,000	5,000	5,000	5,000	5,000
Licenses (Not Capitalized to P	2,000	2,060	2,122	2,185	2,251
Engineering (Not Capitalized t	2,000	2,060	2,122	2,185	2,251
Chemicals	6,000	9,000	12,000	15,000	18,000
Supplies	4,000	5,000	6,000	7,000	8,000
Repairs	12,000	16,000	19,000	22,000	25,000
Insurance (b)	4,000	4,120	4,244	4,371	4,502
Office Expense	1,000	3,000	5,000	7,000	9,000
Billing, Postage, Operations	10,818	32,436	54,036	75,636	97,236
Contract Labor	6,000	6,180	6,365	6,556	6,753
Rentals	-	-	-	-	-
Solids Handling	3,000	6,180	9,548	13,113	16,883
Rentals	3,000	3,090	3,183	3,278	3,377
Recharge Site Maintenance	3,000	3,090	3,183	3,278	3,377
Depreciation net of Amortizati	130,377	298,970	354,481	404,717	449,203
Vehicles Expenses	5,000	5,150	5,305	5,464	5,628
Legal & Accounting	15,000	15,450	15,914	16,391	16,883
Miscellaneous Expenses	4,800	4,944	5,092	5,245	5,402
Testing	10,000	12,000	14,000	16,000	18,000
Income Taxes	50	50	50	134,227	300,145
Property Taxes	13,532	21,387	36,696	58,961	80,225
Total Operating Expenses	\$ 434,127	\$ 695,204	\$ 850,018	\$ 1,141,087	\$ 1,457,561
Operating income (loss)	\$ (193,897)	\$ (46,695)	\$ 206,831	\$ 324,101	\$ 415,967
Less:					
Interest (Expense) Income on l	375	7,508	17,431	33,421	61,488
Interest Expense Long-term De	-	-	-	-	-
Net Income	\$ (193,522)	\$ (39,187)	\$ 224,262	\$ 357,522	\$ 477,455

H.F.

Hassayampa Utility Company with \$52 Rates / 600 Customers
 Summary Listing of Plant Additions by Year

Exhibit
 Schedule 1a
 Summary Page
 Witness: Kozoman

Acct. No	Year 1	Year 2	Year 3	Year 4	Year 5	Totals
351 Organization	25,000	-	-	-	-	25,000
352 Franchises	-	-	-	-	-	-
353 Land and Land Rights	130,000	-	-	-	-	130,000
354 Structures and Improvements	350,000	-	-	-	-	350,000
355 Power Generation Equipment	200,000	-	-	-	-	200,000
360 Collection sewers -Force	939,000	125,000	125,000	-	-	1,189,000
361 Collection Sewers - Gravity (AIAC)	1,872,250	722,000	886,500	652,500	811,500	4,944,750
362 Special Collecting Structures	-	-	-	-	-	-
363 Services to customers / Residential	-	-	-	-	-	-
363 Services to customers - None Residential	-	-	-	-	-	-
364 Flow measuring Devices	-	-	-	-	-	-
365 Flow measuring Installations	-	-	-	-	-	-
366 Reuse Services	-	-	-	-	-	-
367 Reuse Meters and Meter Install	15,000	-	-	-	-	15,000
370 Receiving Wells	-	-	-	-	-	-
371 Pumping Equipment	720,000	-	-	-	-	720,000
374 Reuse Distribution Reservoirs	150,000	-	-	-	-	150,000
375 Reuse Transmission and Distrib	1,023,000	-	300,000	-	-	1,323,000
380 Treatment and Disposal Equipment*	5,000,000	-	-	-	-	5,000,000
381 Plant Sewers	-	-	-	-	-	-
382 Outfall Sewer Lines	300,000	200,000	200,000	-	200,000	900,000
389 Other Plant and Miscellaneous	-	-	-	-	-	-
390 Office Furniture and Equipment	15,000	-	-	-	-	15,000
391 Transportation Equipment	30,000	-	-	-	-	30,000
392 Stores Equipment	5,000	5,000	5,000	5,000	5,000	25,000
393 Tools, Shop and Garage Equipme	15,000	-	-	-	-	15,000
394 Laboratory Equipment	40,000	-	-	-	-	40,000
395 Power Operated Equipment	40,000	-	-	-	-	40,000
396 Communication Equipment	120,000	-	-	-	-	120,000
397 Miscellaneous Equipment	-	-	-	-	-	-
398 Other Tangible Plant	-	-	-	-	-	-
Totals	10,989,250	1,052,000	1,516,500	657,500	1,016,500	15,231,750

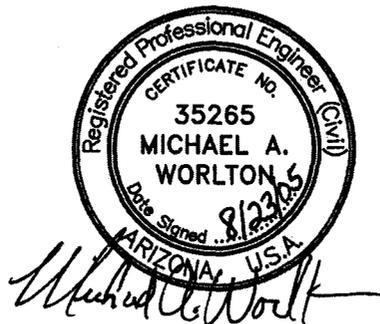
EXHIBIT 5

MAG 208

Water Quality Management Plan Amendment Application

Revised:
August 2005

Prepared for:
Hassayampa Ranch Water Reclamation Facility
Hassayampa Utilities Company
a subsidiary of
Global Water Resources, LLC
22601 North 19th Avenue Suite 210
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Engineering Firm:
RBF Consulting
Engineer: Michael Worlton, P.E.
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RBF JN: 45-102623

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Appendix A

Hassayampa Ranch WRF MAG 208 Amendment Map
Hassayampa Ranch Conceptual Land Use Map
Map of Existing Well Locations within Proposed Service Area
Flood Plain Map

Appendix B

Financial Information

Appendix C

Letter of No Objection from Town of Buckeye

Appendix D

Hassayampa Ranch WRF Site Layout
Hassayampa Ranch WRF Site Layout
Hassayampa Ranch WRF Site Layout with Floodplain Contour

208 AMENDMENT CHECKLIST

Section 208 Clean Water Act

40 CFR Part 130.6

REQUIREMENT AUTHORITY	PROVIDE BRIEF SUMMARY ON HOW REQUIREMENTS ARE ADDRESSED	ADDRESSED ON PAGE:
<p>Proposed Designated Management Agency (DMA) shall self-certify that it has the authorities required by Section 208(c)(2) of the Clean Water Act to implement the plan for its proposed planning and service areas. Self-certification shall be in the form of a legal opinion by the DMA or entity attorney.</p> <p><u>20-YEAR NEEDS</u></p> <p>Clearly describe the existing wastewater (WWT) treatment facilities:</p> <ul style="list-style-type: none"> - Describe existing WWT facilities. - Show WWT certified and service areas for private utilities and sanitary district boundaries if appropriate. <p>Clearly describe alternatives and the recommended WWT plan:</p> <ul style="list-style-type: none"> - Provide POPTAC population estimates (or COG-approved estimates only where POPTAC not available) over 20-year period. - Provide wastewater flow estimates over the 20-year planning period. - Illustrate the WWT planning and service areas. <p>- Describe the type and capacity of the recommended WWT plant.</p> <p>- Identify water quality problems, consider alternative control measures, and recommend solution for implementation.</p> <p>- If private WWT utilities with certified areas are within the proposed regional service area; define who (municipal or private utility) serves what area and when. Identify whose sewer lines can be approved in what areas and when?</p> <p>- Describe method of effluent disposal and reuse sites (if appropriate).</p> <p>- If Sanitary Districts are within a proposed planning or service area, describe who serves the Sanitary Districts and when.</p> <p>- Describe ownership of land proposed for plant sites and reuse areas.</p>	<p>MAG is the Designated Planning Agency that has the authority as required in CWA 208(a)(2)(B).</p> <p>The Town of Buckeye operates a wastewater treatment plant within the Town of Buckeye planning area. Other plants located within the Town of Buckeye planning area are the Lewis Prison Complex WWTP, the Sundance WWTP, and the Verrado WWTP. The proposed Tartesso WWTP, and the proposed Palo Verde WWTP are also located within the Town of Buckeye planning area. The proposed service area is within the Maricopa Planning Area.</p> <p>There are no private utilities or sanitary districts within the planned area for this facility.</p> <p>The Town of Buckeye is projected to grow to 102,223 people by 2025. The service area is projected to include 7,536 equivalent dwelling units at ultimate build out.</p> <p>Estimated flows range from 1 MGD at Phase 1A to 3.2 MGD at ultimate build-out.</p> <p>The service area for the proposed Hassayampa Ranch WRF is located within the Maricopa County Planning Area. The service area is located 2 1/2 miles north of Interstate 10. Bethany Home Road is the northern boundary for the service area and Camelback Road will bisect the service area, which extends south to Indian School Road.</p> <p>A treatment facility with a sequencing batch reactor (SBR) process will provide screening, activated sludge, secondary clarification, tertiary filtration, UV disinfection, nitrification and denitrification, aerobic sludge digestion, sludge dewatering, and flow equalization. The plant will be equipped with odor control, which includes covers and odor scrubbing equipment. The ultimate capacity of the facility will be 3.2 MGD, with capabilities to accommodate expansions up to 10 MGD.</p> <p>No water quality problems are anticipated. Effluent will be A+ quality. Effluent will meet all limits established by the APP, AzPDES Permit, reuse permit, and recharge permit.</p> <p>There are no private utilities within the proposed service area.</p> <p>Effluent from the Hassayampa Ranch WRF will be disposed of in three manners: 1) direct reuse for irrigation for a golf course and green areas, 2) discharge to Hassayampa River, and 3) recharge of groundwater through means of recharge basins and wells.</p> <p>There are no sanitary districts within the proposed planning or service areas.</p> <p>The land for the plant will be owned Hassayampa Utilities Company (HUC). HUC will oversee and fund construction of the WRF.</p>	<p>2</p> <p>2</p> <p>7</p> <p>3</p> <p>3</p> <p>Appendix A</p> <p>4</p> <p>6</p> <p>7</p> <p>6</p> <p>7</p> <p>2</p>

<ul style="list-style-type: none"> - Address time frames in the development of the treatment works. 	<p>The project will be divided into phases. Phase 1A of the Project will have a treatment capacity of 1 MGD, and construction is anticipated to be completed between September and December of 2006. Design of each additional phase must begin when 70% of the plant capacity has been reached as measured flow in the collection system. Construction of each phase must begin when 80% of the plant capacity has been reached. The ultimate capacity of the plant will be 3.2 MGD with provisions for expansion to up to 10 MGD</p>	10
<ul style="list-style-type: none"> - Address financial constraints in the development of the treatment works. 	<p>Global Water Resources will provide initial capital necessary to fund construction of the WRF. Global Water Resources will oversee and fund the plant's operations and maintenance.</p>	10
<ul style="list-style-type: none"> - Describe how discharges will comply with EPA municipal and industrial stormwater discharge regulations (Section 405, CWA). 	<p>All storm water will be contained onsite and there will be no offsite storm water discharge.</p>	7
<ul style="list-style-type: none"> - Describe how open areas & recreational opportunities will result from improved water quality and how those will be used. 	<p>Hassayampa Ranch WRF effluent will be a primary irrigation source for the golf course and green areas. The reuse of effluent will safely enhance the parks and open space while minimizing the use of groundwater for irrigation. Effluent will be A+ quality.</p>	6
<ul style="list-style-type: none"> - Describe potential use of lands associated with treatment works and increased access to water-based recreation, if applicable. 	<p>The treatment plant site will be landscaped and architecturally consistent with the surrounding development.</p>	4
<p>REGULATIONS</p>		
<ul style="list-style-type: none"> - Describe types of permits needed, including NPDES, APP and reuse. 	<p>Permits required are AZPDES, APP, reuse, recharge, air quality, architectural, building, approval to construct, approval of construction, sludge disposal, and sludge hauling.</p>	8
<ul style="list-style-type: none"> - Describe restrictions on NPDES permits, if needed, for discharge and sludge disposal. 	<p>The quality of the effluent will meet requirements of the Clean Water Act. The sludge will meet the requirements of 40 CFR part 503.</p>	8
<ul style="list-style-type: none"> - Provide documentation of communication with ADEQ Permitting Section 30 to 60 days prior to public hearing regarding the need for specific permits. 	<p>ADEQ Permitting Section will be contacted to determine the need for specific permits. Documentation of communication will be included in the report 30-60 days prior to public hearing.</p>	Appendix B
<ul style="list-style-type: none"> - Describe pretreatment requirements and method of adherence to requirements (Section 208 (b)(2)(D), CWA). 	<p>Future industrial development is not anticipated. HUC and ADEQ will assess any future industrial users and their respective manufacturing processes on an individual basis with respect to pretreatment requirements. Global has a pretreatment program for commercial and light industrial users. Each prospective industrial user will be required to comply with the requirements set forth by Global's program.</p>	8
<ul style="list-style-type: none"> - Identify, if appropriate, specific pollutants that will be produced from excavations and procedures that will protect ground and surface water quality (Section 208(b)(2)(K) and Section 304, CWA). 	<p>Not applicable.</p>	Not applicable.
<ul style="list-style-type: none"> - Describe alternatives and recommendation in the disposition of sludge generated. (Section 405 CWA) 	<p>Sludge will be dewatered and either disposed of at an approved landfill or applied to approved agricultural land. Sludge hauler and sludge disposal agreements will be obtained. Sludge will qualify as Class B Biosolids (40 CFR Part 503).</p>	8
<ul style="list-style-type: none"> - Define any non-point issues related to the proposed facility and outline procedures to control them. 	<p>Not applicable.</p>	Not applicable.
<ul style="list-style-type: none"> - Describe process to handle all mining runoff, orphan sites and underground pollutants, if applicable. 	<p>Not applicable.</p>	Not applicable.
<ul style="list-style-type: none"> - If mining related, define where collection of pollutants has occurred, and what procedures are going to be initiated to contain contaminated areas. 	<p>Not applicable.</p>	Not applicable.
<ul style="list-style-type: none"> - If mining related, define what specialized procedures will be initiated for orphan sites, if applicable. 	<p>Not applicable.</p>	Not applicable.
<p>CONSTRUCTION</p>		
<ul style="list-style-type: none"> - Define construction priorities and time schedules for initiation and completion. 	<p>The project will be divided into phases. Phase 1A of the project will have a treatment capacity of 1 MGD and construction is anticipated to be completed between September and December of 2006. Design of each additional phase must begin when 70% of the plant capacity has been reached as determined by the measured flow in the collection system. Construction of each phase must begin when 80% of the plant capacity has been reached as determined from the measured flow in the collection system. The ultimate capacity of the plant will be 3.2 MGD with provisions for expansion to up to 10 MGD.</p>	9
<ul style="list-style-type: none"> - Identify agencies that will construct, operate and maintain the facilities and otherwise carry out the plan. 	<p>HUC plans to use the performance-based design build delivery method for the design and construction of the HRWRF. HUC will also operate and maintain the HRWRF.</p>	9

<p>Identify construction activity-related sources of pollution and set forth procedures and methods to control, to the extent feasible, such sources.</p>	<p>9</p>
<p><u>FINANCING AND OTHER MEASURES NECESSARY TO CARRY OUT THE PLAN</u></p>	<p>Not applicable.</p>
<ul style="list-style-type: none"> - If plan proposes to take over certificated private utility, describe how, when and financing will be managed. 	<p>Not applicable.</p>
<ul style="list-style-type: none"> - Describe any significant measure necessary to carry out the plan, e.g., institutional, financial, economic, etc. 	<p>9</p>
<ul style="list-style-type: none"> - Describe proposed method(s) of community financing. 	<p>10</p>
<ul style="list-style-type: none"> - Provide financial information to assure DMA has financial capability to operate and maintain wastewater system over its useful life. 	<p>10</p>
<ul style="list-style-type: none"> - Provide a timeline outlining period of time necessary for carrying out plan implementation. 	<p>10</p>
<ul style="list-style-type: none"> - Provide financial information indicating the method and measures necessary to achieve project financing. (Section 201 CWA or Section 604 may apply.) 	<p>10</p>
<p><u>IMPLEMENTABILITY</u></p>	<p>10</p>
<ul style="list-style-type: none"> - Describe impacts and implementability of Plan: 	<p>7</p>
<ul style="list-style-type: none"> - Describe impacts on existing wastewater (WW) facilities, e.g., Sanitary district, infrastructure/facilities and certificated areas. 	<p>Not applicable.</p>
<ul style="list-style-type: none"> - Describe how and when existing package plants will be connected to a regional system. 	<p>Not applicable.</p>
<ul style="list-style-type: none"> - Describe the impact on communities and businesses affected by the plan. 	<p>Not applicable.</p>
<ul style="list-style-type: none"> - If a municipal wastewater (WWT) system is proposed, describe how WWT service will be provided until the municipal system is completed: i.e. will package plants and septic systems be allowed and under what circumstances. (Interim services) 	<p>Not applicable.</p>
<p><u>PUBLIC PARTICIPATION</u></p>	<p>12</p>
<ul style="list-style-type: none"> - Submit copy of mailing list used to notify the public of the public hearing on the 208 amendment. (40 CFR, Chapter 1, Part 25.5) 	<p>12</p>
<ul style="list-style-type: none"> - List location where documents are available for review at least 30 days before public hearing. 	<p>12</p>
<ul style="list-style-type: none"> - Submit copy of the public notice of the public hearing as well as an official affidavit of publication from the area newspaper. Clearly show the announcement appeared in the newspaper at least 45 days before the hearing. 	<p>12</p>
<ul style="list-style-type: none"> - Submit affidavit of publication for official newspaper publication. 	<p>12</p>
<ul style="list-style-type: none"> - Submit responsiveness summary for public hearing. 	<p>12</p>

1 Executive Summary

The Maricopa Association of Governments (MAG) is the Designated Planning Agency with the authority, required by Section 208 (a)(2)(B) of the Clean Water Act, to amend the Water Quality Management Plan for the Maricopa County Planning Area. The purpose of this application is to request an amendment to the existing MAG 208 Water Quality Management Plan (MAG 208 Plan) to accommodate the proposed 3.2 MGD Hassayampa Ranch Water Reclamation Facility (HRWRF), effluent reuse at proposed golf course and discharge to the Hassayampa River. The service area for this plant is located within the Maricopa County Planning Area.

Hassayampa Utilities Company (HUC), a wholly owned subsidiary of Global Water Resources, Inc. (Global) will design, construct, own and operate the HRWRF. Global will also provide the initial capital necessary to fund the design and construction of the WRF.

This Clean Water Act (CWA) 208 Amendment application contains the required information on the proposed construction and operation of the Hassayampa Ranch WRF. The volumes treated and discharged will increase over time as the capacity of the plant is increased. Phase 1A of the proposed WRF facility is scheduled for completion between September and December of 2006 with a capacity of 1 MGD. Future expansions are anticipated, bringing the ultimate capacity to 3.2 MGD. Design of these improvements will begin when 70% of the plant capacity has been reached and construction will begin when 80% of the plant capacity has been reached based on measured flows from the collection system. Future development in the Hassayampa Ranch area could require treatment of up to 10 MGD. As such, the 3.2 MGD facility and the treatment plant site are designed for upgrade to 10 MGD capacity.

The CWA Section 208 Checklist on the preceding pages provides a summary of the amendment application requirements and the proposed improvements addressing these issues.

2 Authority

The Maricopa Association of Governments (MAG) is the Designated Planning Agency with the authority required by Section 208 (a)(2)(B) of the Clean Water Act to amend the Water Quality Plan for the Maricopa County Planning Area. MAG has authority to implement the plan for the proposed planning and services areas as outlined in this application.

3 20-Year Needs

3.1 Description of Existing Wastewater Treatment Plants (WWTP)

The proposed HRWRF and the service area pertaining to its operation will be located within the Maricopa County Planning Area. Unincorporated areas of Maricopa County and the Town of Buckeye are located within a 3-mile radius of the proposed service area (see Exhibit A in Appendix A).

All WWTPs within the vicinity of Hassayampa Ranch are located within the Town of Buckeye Planning Area. There are a total of 6 WWTPs existing or under construction in Buckeye within a 23-mile radius of the proposed HRWRF, as follows:

- Town of Buckeye WWTP located approximately 14 miles southeast
- Lewis Prison Complex WWTP located on SR-85 approximately 23 miles southeast
- Verrado WWTP located approximately 18 miles southeast
- Sundance WRF located approximately 17 miles southeast
- Proposed Tartesso WWTP located approximately 2 miles southeast
- Proposed Palo Verde Road WWTP located approximately 9 miles southeast

While there are several existing and proposed WWTPs within the Town of Buckeye Planning Area, the Hassayampa River bounds the Hassayampa Ranch development to its east. This makes it very difficult to drain sewage east of the project site to any of the previously mentioned treatment facilities. The existing contours on the project site slope to the southeast, making it difficult to direct outfall to the west of the project site and combine with adjacent developments. As a result, Hassayampa Ranch must provide its own WRF.

3.2 Description of the Proposed Wastewater Treatment Plan

3.2.1 Site Location and Property Ownership

The proposed location of the Hassayampa Ranch WRF is within the southeastern quarter of Section 22 in Township 2 North, Range 5 West of the Gila and Salt River Base and Meridian, Maricopa County, Arizona (see Exhibit A in Appendix A). The service area is located 2 ½ miles north of Interstate 10. Bethany Home Road is the northern boundary for the service area and Camelback Road will bisect the service area, which extends south to Indian School Road. The facility location and service area are located within an unincorporated area of Maricopa County.

The Hassayampa Ranch development, approximately 2,050 acres, is owned by

Harvard Investments. HUC will acquire 19.7 acres of the development property for construction of the Hassayampa Ranch WRF, and will own and operate the facility. HUC will also maintain an option for a second contiguous parcel of land for the potential expansion of the WRF to 10 MGD, on a total of 29.8 acres. Effluent reuse areas will be owned privately and permitted with Type 2 Reuse permits.

3.2.2 Topographic Conditions

The existing ground, within the proposed HRWRF service area, slopes generally to the southeast. The proposed service area consists of undeveloped desert landscape. As shown in Exhibit D of Appendix A, the 100-year floodplain encroaches on the proposed HRWRF site. While a portion of the proposed site lies within the 100-year floodplain, all infrastructure will be constructed outside the floodplain boundary. As such, floodplain within the proposed WRF site would be dedicated to land required to comply with the 350-ft setback requirement.

3.2.3 Population Estimates

The Department Economic Security (DES) Population Statistics Unit prepares official population estimates and projections for the State of Arizona. The DES projects the population of Buckeye for the 20-year planning period to reach 102,223. It is anticipated that the subject WRF will provide a portion of services needed to serve this population.

The HRWRF will have a limited service area as shown in the Exhibit A Appendix A. Population projections are based on the Hassayampa Ranch Conceptual Development Plan. The proposed conceptual land plan for Hassayampa Ranch includes 5,707 residential units, 143 school EDUs, and 1,526 commercial EDUs.

3.2.4 Estimated Wastewater Flow

The proposed service area for the HRWRF is comprised of the proposed Hassayampa Ranch development and 160 acres of limited-use state land. The projected wastewater flows from the Hassayampa Ranch development and state land parcel are outlined in Table 3.1.

Table 3.1 Flow Summary for the area serviced by the proposed HRWRF

Description	Equivalent Dwelling Units	Flow (gal/unit/day)	Average Daily Flow (gpd)	Average Daily Flow in Maximum Month (gpd)
Residential	5,707	350	1,997,450	2,396,940
Commercial	1,526	350	534,100	640,920
School	143	350	50,050	60,060
Hassayampa Ranch Subtotal	7,376	NA	2,581,600	3,097,920
State Land Parcel	160	350	56,000	67,200
Total	7,536	NA	2,637,600	3,165,120

Note: All values are from the Hassayampa Ranch Conceptual Development Plan

There are approximately 160 acres of State Land located near the southeast corner of the project. This land was included in the wastewater flow calculations. An estimated 160 units (1 unit/acre) were used to calculate flows from this parcel. Though it is not anticipated that this land will be developed, it may be annexed in the future, so possible flows associated with the State Land were used to size the capacity of the subject WRF. Global is currently considering a service opportunity in adjacent areas that will bring the total ultimate capacity required to 10 MGD at the HRWRF.

3.2.5 WRF Description

The HRWRF will consist of a multi-phased Sequencing Batch Reactor (SBR) system with an average flow capacity of 1 MGD for the initial phase (Phase 1A) of construction. Further phasing will proceed as a function of market conditions resulting in the anticipated build-out capacity of 3.2 MGD for the Hassayampa Ranch development. The plant will be designed to accommodate expansions up to 10 MGD to serve nearby communities, some of which are currently under consideration to be served by HRWRF. The selected technologies and the existing site are suitable to accommodate this expansion to 10 MGD.

The treatment process will consist of screening, secondary biological treatment using the activated sludge process, secondary clarification, tertiary filtration, UV disinfection, nitrification and denitrification, aerobic sludge digestion, sludge dewatering, and flow equalization. Treatment units will be enclosed with activated carbon (dry) scrubbing of ventilation air for odor control. Noise abatement will be achieved by housing blowers in concrete block buildings. This process meets the Best Available Demonstrated Control Technology (BADCT) requirements, and HUC's parent company, Global, uses this same process successfully in its other Arizona local utilities. The aesthetic appearance of the proposed treatment facility will be a primary objective in plant design and will be architecturally consistent with the surrounding development. Setback requirements per AAC R18-9 will be met at all times. HUC will own the treatment plant site in fee, and all process infrastructure will be located within the setback buffer zone.

3.2.5.1 Treatment Plant Startup Procedure

Flows from the HUC HRWRF up to 5,000 gpd will be vaulted and hauled. The hauled wastewater will be disposed at a nearby operating wastewater plant. The 1-MGD HRWRF will be constructed such that the lift station can be used for the vault, and the 1 MGD plant will be completed entirely prior to any discharge into the treatment system.

Once the flows surpass the 5,000 gpd, the 1.0 MGD AquaTec dual SBR treatment plant can be operated to accomplish efficient BOD, TSS and nitrogen removal at the lower flow rates by employing the aerobic sludge digester tank (ASD) as a Continuous Flow Intermittent Discharge Batch Reactor (CFIDBR).

When the flows exceed 100,000 gpd, the contents of the ASD tank as well as the influent flow will then be transferred to a single SBR basin and that SBR train will be operated as a CFIDBR for flows up to 200,000 gpd. At the flow rate of 200,000 gpd, both SBRs will be placed in service and will operate up to the design flow rate of 1.0 MGD average flow.

The PLC program will be written to operate the equipment on variable frequency drive (VFD) pumps so that energy can be minimized while delivering the required quantities of air and oxygen for proper biological treatment. The programs will also be modified to operate in the single tank Continuous Flow Intermittent Discharge operation such that sufficient treatment for removal of BOD, TSS and ammonia nitrogen can be accomplished prior to filtration and UV disinfection.

The headworks facility including the fine automatic screening and grit removal systems will be in service during start up and at all flow rates up 1.0 MGD with peak factors to 2.0 MGD.

3.2.5.2 Seeding

In order to prepare for the start-up, the ASDs will be seeded as reactors with seed-sludge from the Palo Verde Utilities Company North WRF located in Maricopa, AZ. HUC's parent company, Global Water Resources, owns this company and facility as well. This will provide a viable biomass for the treatment of the wastewater, and will ensure the correct population of microorganisms to perform treatment.

3.2.5.3 Process Flow

The ASD basin is 18' wide x 82' long with a maximum 22' liquid depth and a maximum volume of 240,000 gallons. The designed dual parallel SBRs are 40' wide x 92' long with maximum liquid depths of 22' and volumes of 605,550 gallons each.

All flow to the plant will be pumped from the main influent lift station and directed through the automatic fine screens and the grit removal system where it will then be diverted by manual valves to the ASD basin. The ASD basin is fitted with three 7-1/2 Hp Submerged Aerator Mixer (SAM) units and will have sufficient aeration with two 20-Hp blowers (an additional unit is installed as a standby unit) to handle the organic loading to a maximum average daily flow rate of 100,000 gpd.

The ASD is equipped with an automated floating stainless steel decanter to allow it to operate in the continuous flow, intermittent discharge batch operation mode at a liquid depth of 16 to 18 feet for average flow conditions and up to the 22-ft liquid depth at peak flow conditions.

Treated effluent from the CFIDBR will flow by gravity via the automated decant valve to the post-equalization basin where it will be stored until sufficient volume is available to start one filter pump to transfer to the tertiary sand filters. Filtered effluent will then pass by gravity through the ultraviolet disinfection channel. The filter and UV system will be operated on a batch basis under low-flow conditions.

During the operation of the ASD as a CFIDBR, waste activated sludge will be pumped out of the basin on a weekly, or daily basis as needed, to maintain the process parameters of MLVSS and F/M ratio. The waste sludge will be placed in a tanker truck and transferred to the Palo Verde Utilities Company North WRF for further aerobic digestion and dewatering on the existing belt press at this plant.

3.2.5.4 Kinetics

Employing the ASD as a CFIDBR will enable the treatment facility to handle flows from 5,000 to 100,000 gpd. The process design parameters at various flow rates are shown in the table below.

Table 3.2 Design Parameters for Various Flow Rates

OPERATING PARAMETER	100,000 gpd	75,000 gpd	50,000 gpd	25,000 gpd
Influent BOD ₅ (300 mg/L), lbs/day	250	188	125	94
Influent NH ₃ -N (60 mg), lbs/day	50	37.5	25	19
Organic Loading (lbs/1000 ft ³)	10	7.5	5	3.8
F/M Ratio	0.1	0.075	0.05	0.05
MLVSS (mg/L)	1,597	1,593	1,600	1,200
MLSS (mg/L)	2,280	2,280	2,300	1,715
O ₂ Demand, lbs/day	605	454	303	227
Airflow Required, scfm	632	474	316	237
Blower BHp Required	30	23	15	8
Airflow/SAM (3)	30	23	15	8
SAM Energy for Mixing, Hp/MG	120	100	80	70
Install three (3) 20 Hp blowers with VFD drives (one is a standby unit)				
Number of Blowers Operating	2	2	1	1
Total Energy, SAMs plus blowers, BHp	45	36	26	20
Waste Sludge Volume, g/day	2,400	1,800	1,200	600

3.2.5.5 Effluent Disposal and Quality Requirements

Effluent from the HRWRF will be disposed of in three manners: 1) direct reuse for irrigation of a golf course and green areas, 2) discharge to the Hassayampa River, and 3) recharge of groundwater through means of recharge basins or wells. Effluent management will favor the direct reuse of reclaimed water in order to reduce the amount of potable water used for irrigation.

Direct reuse of reclaimed water will be used to irrigate public green areas as well as a proposed golf course to be located on the Hassayampa Ranch development. This would require a distribution system including pumping, transmission and storage. The golf course is located north of the WRF and will need storage for the effluent. It is anticipated that the golf course will have lined effluent lakes, which will store the effluent so that the golf course can use it for irrigation in a draw and fill scheme. The distribution system will consist of the piping to deliver the effluent from the WRF to the storage at the golf course, along with pumping facilities. The effluent will need to be pumped to the golf course. All reclaimed water to be directly reused will comply with the Reclaimed Wastewater Reuse Permit, AAC Title 18 Chapter 9 Article 7 and will qualify as Class A+ Reclaimed Water as provided by AAC Title 18 Chapter 9 Article 3. Direct reuse will provide numerous recreational opportunities and aesthetic enhancements without the need for groundwater pumping to irrigate these improvements.

Another option for the management of reclaimed water from the proposed WRF is to discharge to the Hassayampa River. An alternative to direct reuse is needed because

the demand for reclaimed water fluctuates throughout the year and another method of effluent disposal is needed to accommodate those times of the year when the demand for effluent is less than the production. An AzPDES Permit will be obtained from Arizona Department of Environmental Quality for the authorization to discharge to the Hassayampa River.

Effluent may also be utilized to recharge the groundwater. The effluent utilized in this manner will comply with the Reclaimed Wastewater Reuse Permit, AAC Title 18 Chapter 9 Article 7, A+ quality reclaimed water guidelines, and AzPDES Permit.

3.2.5.6 Storm Water Discharge

Storm water discharges associated with the subject WRF are not anticipated. The facility will retain, onsite, all storm water runoff generated by storms up to and including the 100-year, 2-hour storm through retention basins with dry wells. It is anticipated that the soils will be sufficient to meet the Maricopa County Regulations requiring the basins to drain within 36 hours. Therefore, there will be no storm water discharges from the HRWRF up to and including the 100-year, 2-hour event.

3.3 Sanitary Districts, Private Utilities, and WRF Service Areas

The location of the HRWRF and its service area are shown on Exhibit A in Appendix A. There are no existing wastewater treatment facilities, sanitary districts, or certified service areas that would be impacted by the construction of subject WRF or its discharge.

3.4 Summary of Alternatives

In order to accommodate anticipated growth within the proposed service area, Maricopa County must identify some method for treatment of wastewater and the subsequent disposal of the reclaimed wastewater. Due to the location of existing treatment facilities operated by the Town of Buckeye on the east side of the Hassayampa River, the only viable option is construction of a new facility.

HUC has proposed the following effluent management strategies:

- Reuse of reclaimed wastewater at a golf course and other green areas.
- Discharge of reclaimed wastewater to the Hassayampa River.
- Recharge of groundwater through means of recharge basins or wells.

These mentioned disposal methods will be permitted by the appropriate agencies, will not have a negative impact on the environment, and the infrastructure for disposal will be constructed prior to the anticipated start-up date.

3.5 Permitting Requirements

The required permits from ADEQ and ADWR will be obtained in HUC's name. The HRWRF will require the following permits or approvals:

Table 3.3: Listing of Regulatory Reviews, Plans, Approvals, Permits and Certifications

Requirement	Regulatory Agency
Approval to Construct	Maricopa County Environmental Services Department
Approval of Construction	Maricopa County Environmental Services Department
Aquifer Protection Permit	Arizona Department of Environmental Quality
Reclaimed Wastewater Recharge Permit	Arizona Department of Water Resources
Reclaimed Wastewater Reuse Permit	Arizona Department of Environmental Quality
Arizona Pollutant Discharge Elimination System (AzPDES) Permit	Arizona Department of Environmental Quality
Sludge Disposal Agreement	Arizona Department of Environmental Quality
Air Quality Permit	Maricopa County Air Quality Department
208 Amendment	Town of Buckeye, MAG Water Quality Advisory Committee, MAG Management Committee, MAG Regional Council, State WQMWG, ADEQ, EPA
Grading Permit	Maricopa County Community Development
Architectural Approval	Maricopa County Community Development
Building Permit	Maricopa County Community Development
Annual Operating Permit	Maricopa County Environmental Services Department
Storm Water National Pollutant Discharge Elimination System (AzPDES) Permit	Arizona Department of Environmental Quality
Dust Control Permit	Maricopa County Air Quality Department

3.6 Pretreatment Requirements

Although industrial development is not anticipated, HUC will assess future industrial users and their respective manufacturing processes on an individual basis. Each prospective industrial user will be required to be in compliance with all pretreatment requirements dictated by all federal pretreatment requirements as provided in 40 CFR Part 403 and enforced by Arizona Department of Environmental Quality. The ability for prospective industrial users to comply with both federal and local regulations will be evaluated on a case-by-case basis using Global's existing code of practice for pretreatment for commercial and light industrial users.

3.7 Sludge Management

The sludge from the HRWRF will qualify as Class B Biosolids (40 CFR part 503) so that it may be used for land application. There is not an end user for this product at this time; however, the options for sludge disposal will remain open. Until or without a committed and permitted reuse application, the sludge will be delivered to a licensed landfill for disposal. A valid sludge hauler and sludge disposal permit will be obtained.

4 Construction, Operation, and Maintenance

4.1 Construction Responsibility

HUC plans to use the performance-based design build delivery method for the design and construction of the HRWRF following a standardized approach and system used at Global's other local utilities. The timing of construction of each phase will be dependent upon the increases in population and the resultant wastewater flows. The project will be divided into phases. Phase 1A of construction is anticipated to be completed between September and December of 2006. There is not a schedule for further phasing at this point in time. In general, design of each additional phase must begin when 70% of the plant capacity has been reached. Construction of each phase must begin when 80% of the plant capacity has been reached.

4.2 Operation and Maintenance Responsibility

HUC is responsible for the operation and maintenance of these facilities. Any portion of the infrastructure that has been constructed by Developers will be conveyed to HUC under a main extension agreement, so that the entire collection and reclaimed distribution system, up to the point where it becomes a service connection, will be maintained by HUC.

4.3 Sources of Construction Pollution

Construction of the HRWRF will not be a pollution-intensive activity. Anticipated pollutants may include dust from construction activities, construction-related solid waste, and inert material. The construction will be conducted under an Air Quality Permit from MCESD, and will comply with the provisions of the permit. Any wastes generated during construction will be properly managed and disposed of at an appropriate facility. A Dust Control Permit will be in place throughout construction in accordance with County dust control requirements. An AzPDES Storm Water Pollution Prevention Permit will also be obtained and compliance will be met during construction.

4.4 Construction Phasing

The following table summarizes the projected construction phasing plan for the HUC water reclamation facility:

Table 4.1: Hassayampa Utilities – Water Reclamation Facility – Construction Phases

Phase	Year Capacity Available	Capacity Available, Residential Units	Capacity Available, Estimated Population	Treatment Capacity (MGD)	Treatment Capital Cost / Phase
I	2006	2,857	9,143	1	\$7M
II	2010	8,571	27,429	3	\$8M

Capacity available is based on a demand of 350 gallons per unit, which is inclusive of non-residential demands.

5 Financing

5.1 Financing Plan

Hassayampa Utilities Company (HUC) is a wholly owned subsidiary of Global Water Resources, Inc., which provides equity for the capital construction and improvements to its subsidiaries. HUC will seek a certificate of convenience and necessity (CC&N) from the Arizona Corporation Commission (ACC) to provide wastewater services and reclaimed water services (Utility Services) in a designated geographic area within the State of Arizona, specifically for the entire Hassayampa Ranch development, approximately 2,050 acres. Through Global, HUC will provide wastewater services and reclaimed water services to the Development.

Concurrent with the processing of the CC&N, HUC is requesting ACC approval of its initial capitalization and long-term financing plans.

At the issuance of the CC&N, the ACC will review and approve HUC's initial capitalization and long-term financing plan as well as establishing the rates, which HUC can charge customers for provisions of the utility service. The service rates will include all performance costs associated with the operation and maintenance of the wastewater and reclaimed water facilities.

5.2 Financing Capacity to Construct

HUC, with equity from Global, will provide the initial capital needed for design and construction of the HRWRF, and will own the subject WRF.

5.3 Financing Capacity to Operate

The operation and maintenance of the HRWRF will be funded and overseen by HUC. The HUC customers pay user fees based upon fair value as determined by the ACC. A+ effluent is distributed and sold to its many users who in turn compensate HUC for its treatment and delivery costs in accordance with tariffed rates as promulgated by the ACC.

6 Impacts and Implementation

6.1 Implementation Plan

This application identifies a separate service area for the HRWRF. The initial phase is scheduled for completion between September and December of 2006. Phase 1A is anticipated to have a treatment capacity of 1 MGD. Further phasing is anticipated to proceed until ultimate plant capacity at full build-out will provide 3.2 MGD of treatment capacity, based on average day generation. The timing of plant expansion will depend on the demand placed by commercial and residential development in the service area. Since development is still in the planning phases, a schedule for phasing is uncertain at this point in time. In general, design of each additional phase must begin when 70% of the plant capacity has been reached. Construction of each phase must begin when 80% of the plant capacity has been reached. Ultimate capacity of the Hassayampa Ranch WRF will be 3.2 MGD with the current service area. However, Global is considering service to adjacent areas that will require 10 MGD ultimate

capacity, which this WRF site can accommodate.

6.2 Impacts of the Proposed Plan

The implementation of the HRWRF is not anticipated to have any impact on adjacent municipalities, existing service areas, sanitary districts, communities, or businesses. The discharge, reuse, or recharge is not anticipated to noticeably increase an insect population or odor.

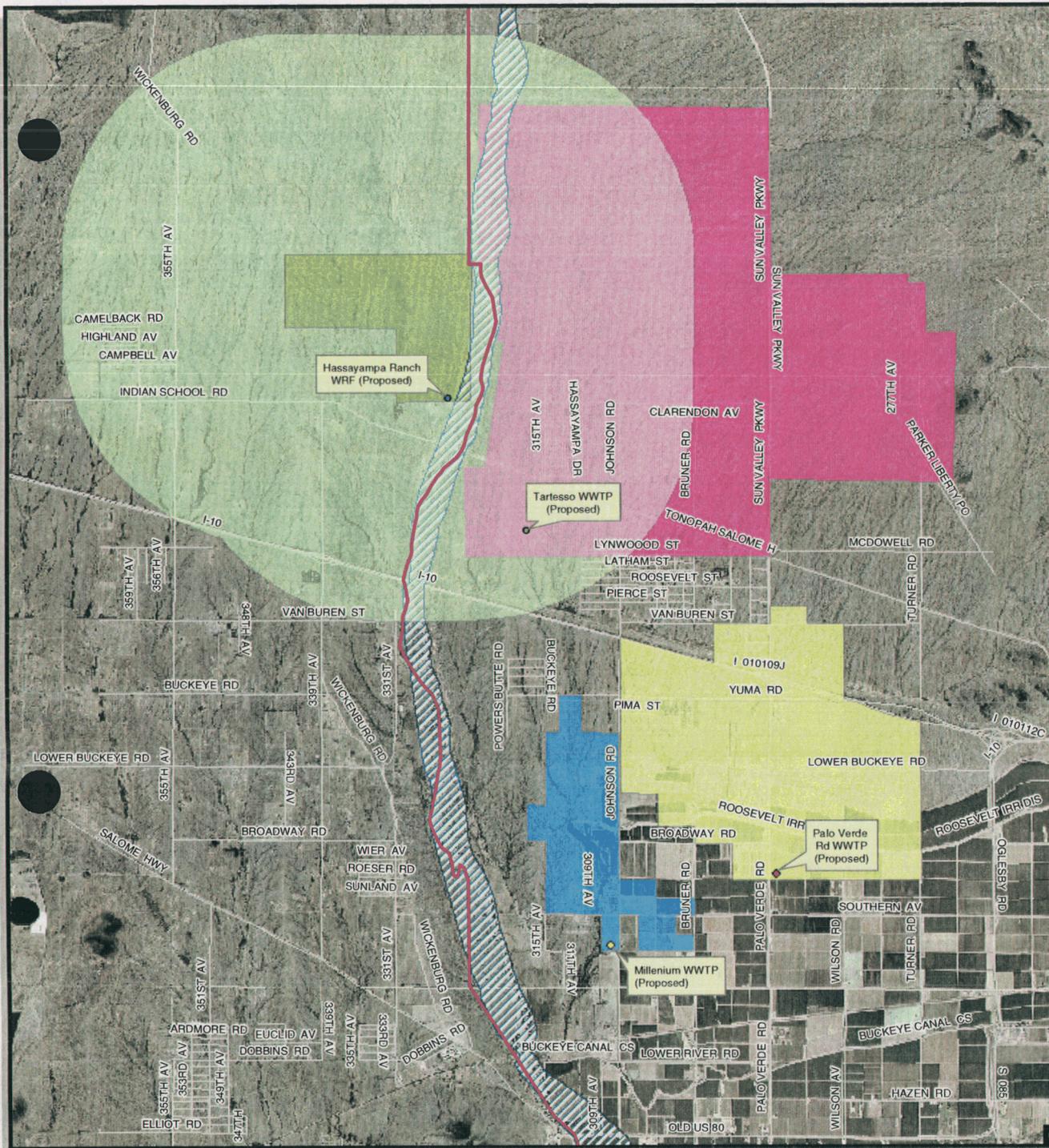
7 Public Participation

MAG is responsible for ensuring that the required public participation requirements are followed as outlined in 40 CFR 25. The following are minimum requirements:

- Submittal of a mailing list used to notify the public of the public hearing.
- Listing of locations where documents are available for review at least 30 days prior to the public hearing.
- Publication of public notice of the public hearing with information on time, date, subject, and location of public hearing at least 45 days prior to the public hearing.
- Submittal of an affidavit of publication for official newspaper publication.
- Submittal of a responsiveness summary for public hearing.

Appendix A

Maps

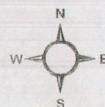
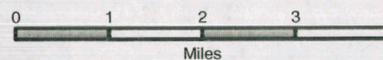


LEGEND

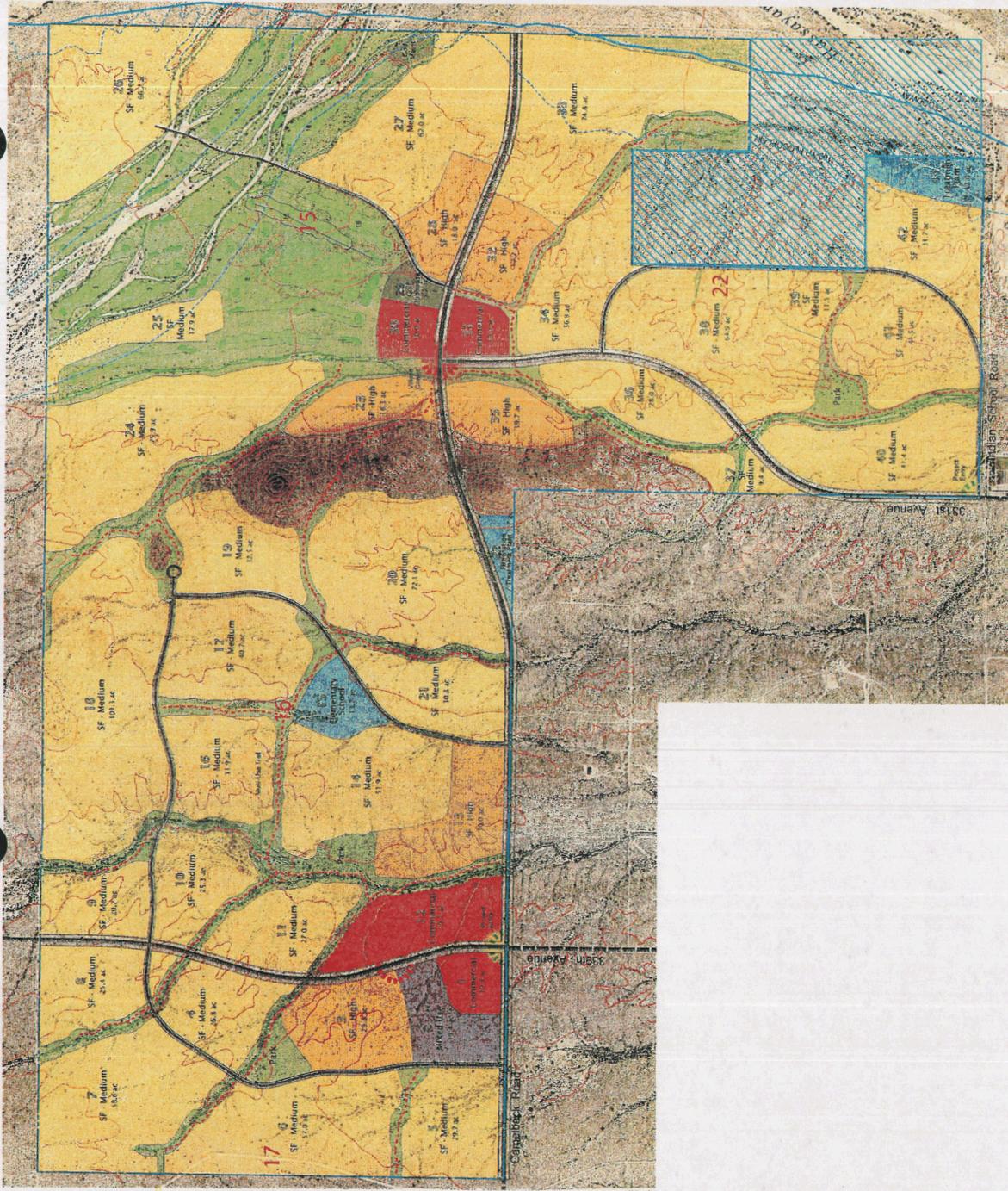
-  Hassayampa Ranch Service Area (Proposed)
-  Tartesso Service Area
-  Palo Verde Rd Service Area
-  Millenium Service Area (Proposed)
-  Three-Mile Vicinity Boundary
-  Town of Buckeye Planning Area
-  Hassayampa River Floodway

Exhibit A

**Hassayampa Ranch WRF
MAG 208 Amendment Map
West Buckeye Service Areas**



18001 N 20th AVENUE
PHOENIX, ARIZONA 85024-7508
602.987.2206 • FAX 602.437.2205 • WWW.RBF.COM



SCALE: 1" = 1200'



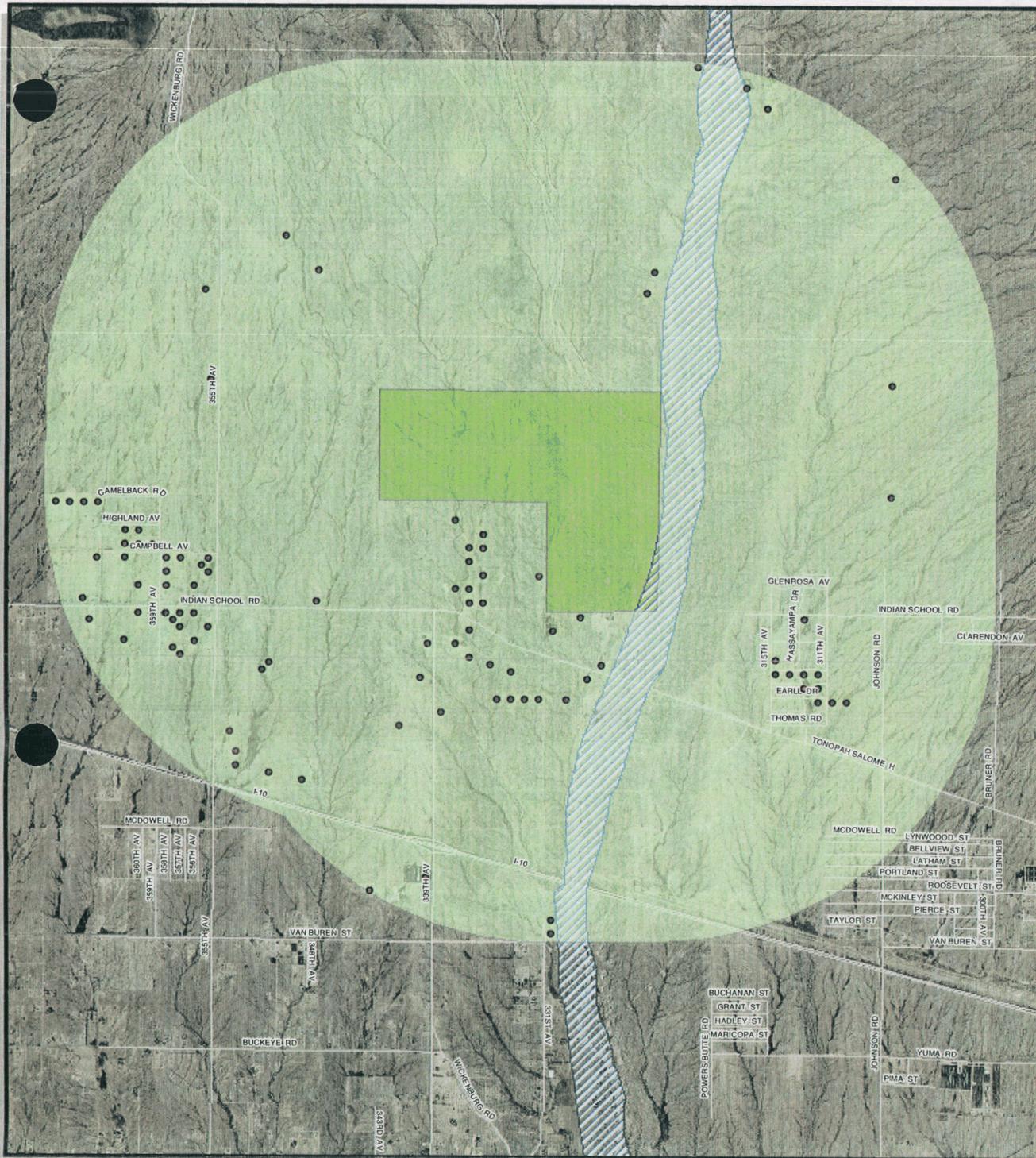
LEGEND:



STATE LAND (160 ACRES)

**EXHIBIT B
HASSAYAMPA RANCH
CONCEPTUAL LAND USE MAP**

RBF
CONSULTING
PLANNING ■ DESIGN ■ CONSTRUCTION
16605 NORTH 28th AVENUE, SUITE 00
PHOENIX, ARIZONA 85033-7350
602.467.2200 • FAX 602.467.2201 • www.RBF.com

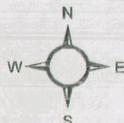
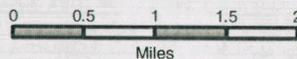


LEGEND

-  Hassayampa Ranch Service Area (Proposed)
-  Three-Mile Vicinity Boundary
-  Registered ADWR Wells (Limited to Three-Mile Vicinity)
-  Hassayampa River Floodway

Exhibit C

**Hassayampa Ranch WRF
Vicinity Map Showing
Registered ADWR Wells**



RBF CONSULTING **GIS**

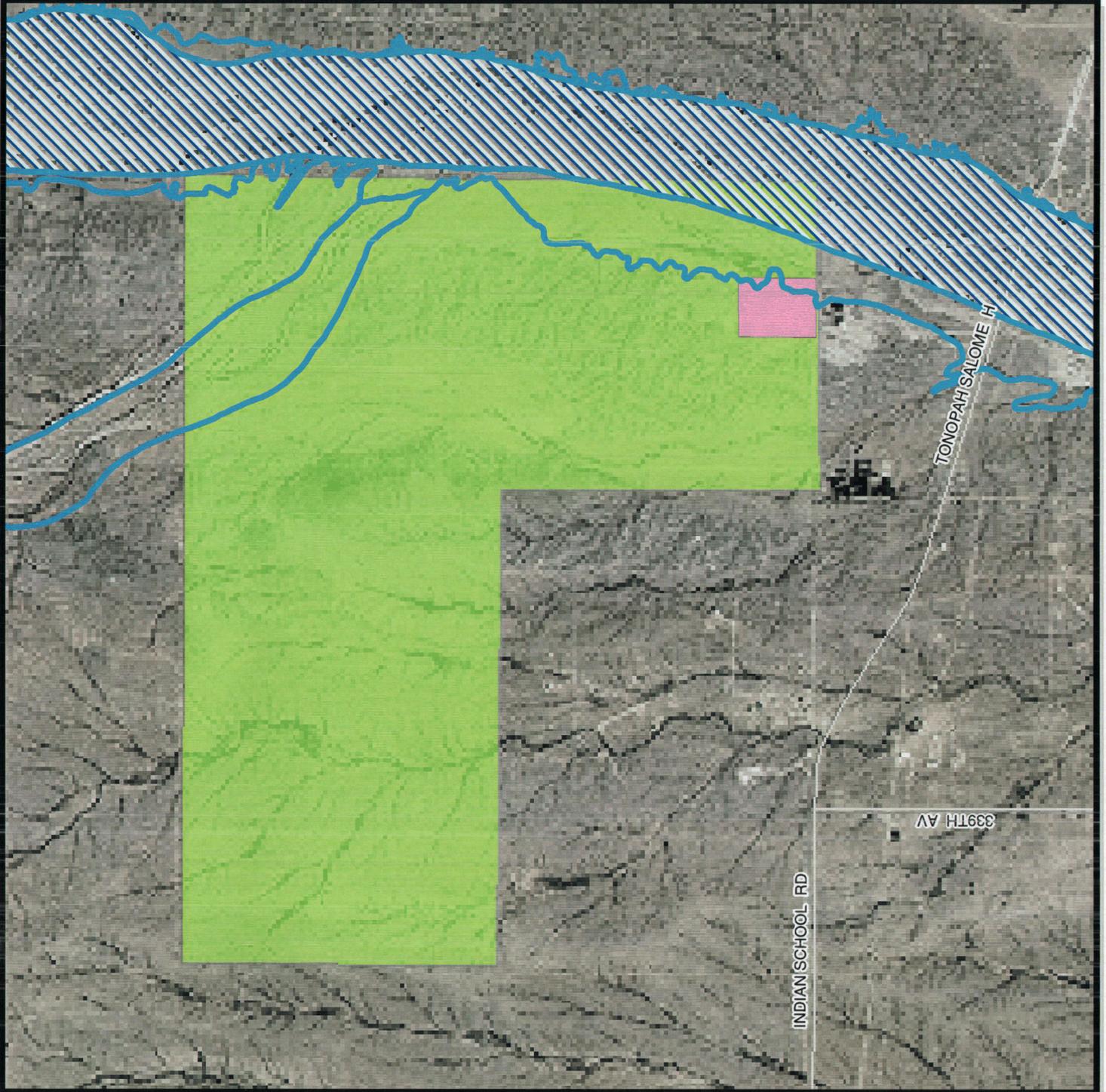
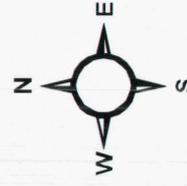
18001 N 28th Avenue
PHOENIX, ARIZONA 85055-1500
602-957-9728 • FAX 602-957-2901 • www.rbf.com

PLANNING • DESIGN • CONSTRUCTION

Hassayampa Ranch WRF Floodplain Map Exhibit D

LEGEND

- 100-yr Floodplain
- Hassayampa Ranch WRF Property (Proposed)
- Hassayampa R. Floodway
- Hassayampa Ranch Development



18605 N 28th Avenue
Phoenix, Arizona 85033-3150
602-487-2200 • FAX 602-467-7201 • www.RBF.com



Appendix B
Financial Information



Lisa Handley
Vice President
Private Banker

Private Client Services
MAC 54035-012
8601 N. Scottsdale Rd., Suite 150
Scottsdale, AZ 85253
480 348-4841
480 348-4842 Fax
602 369-8811 Cell
lisa.h.handley@wellsfargo.com

June 30, 2005

Ken James, P.E.
Senior Civil Engineer
Maricopa County Environmental Services Department
1001 N Central Ave.
Phoenix, AZ 85004

Re: Financial Assurance of Capital Funding

Dear Mr. James:

This letter has been prepared in response to your request for evidence of Global Water Resources' financial capability to build the proposed Hassayampa Ranch Water Reclamation Facility (WRF). Global Water Resources, through its relationship with Levine Investments, has access to immediately available funds in the low nine figures for the purpose of funding capital improvements as they relate to the proposed WRF.

Should you have any further questions regarding this matter, please feel free to contact me at (480) 348-4841.

Sincerely

A handwritten signature in black ink that reads "Lisa H. Handley".

Lisa H. Handley
Vice President



July 1, 2005

Ken James, P.E.
Senior Civil Engineer
Maricopa County Environmental Services Department
1001 N Central Ave.
Phoenix, AZ 85004

Re: Financial Assurance of Capital Funding

Dear Mr. James:

This letter has been prepared in response to your request for evidence of Global Water Resources' financial capability to build the proposed Hassayampa Ranch Water Reclamation Facility (WRF). Global Water Resources, through its relationship with Levine Investments, has access to immediately available funds in a low nine figure commitment for the purpose of funding capital improvements as they relate to the proposed WRF.

Should you have any further questions regarding this matter, please feel free to contact me at 480-367-3270.

Sincerely

Victor L. Alonzo
Sr. Private Banker
J.P. Morgan Private Client Services

JPMorgan Chase Bank, N.A. • AZ1-1021 • 8501 N. Scottsdale Rd Ste 250, Scottsdale, AZ 85253

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**INVESTMENT ACCOUNTS, INSURANCE PRODUCTS AND ANNUITIES ARE NOT A BANK DEPOSIT • NOT
FDIC INSURED • NOT INSURED BY ANY FEDERAL GOVERNMENT AGENCY •
NOT GUARANTEED BY THE BANK • MAY LOSE VALUE**

Appendix C

Letters

Appendix D

Hassayampa Ranch WRF Site Layout

EXHIBIT B
 3.2 PAGE 2
 2.75 MGD WATER
 RECLAMATION
 FACILITY

1.6 ac. APS Site
 19.74 ac WRF SITE

Development Master Plan
 for:

HASSAYAMPA
 RANCH

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center@harvestinvestments.com



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 Architecture & Planning
 2700 Jane McDonald Drive
 Scottsdale, Arizona 85250
 Tel: 480.967.2100
 Fax: 480.967.2101
 info@swabackpartners.com
 www.swabackpartners.com

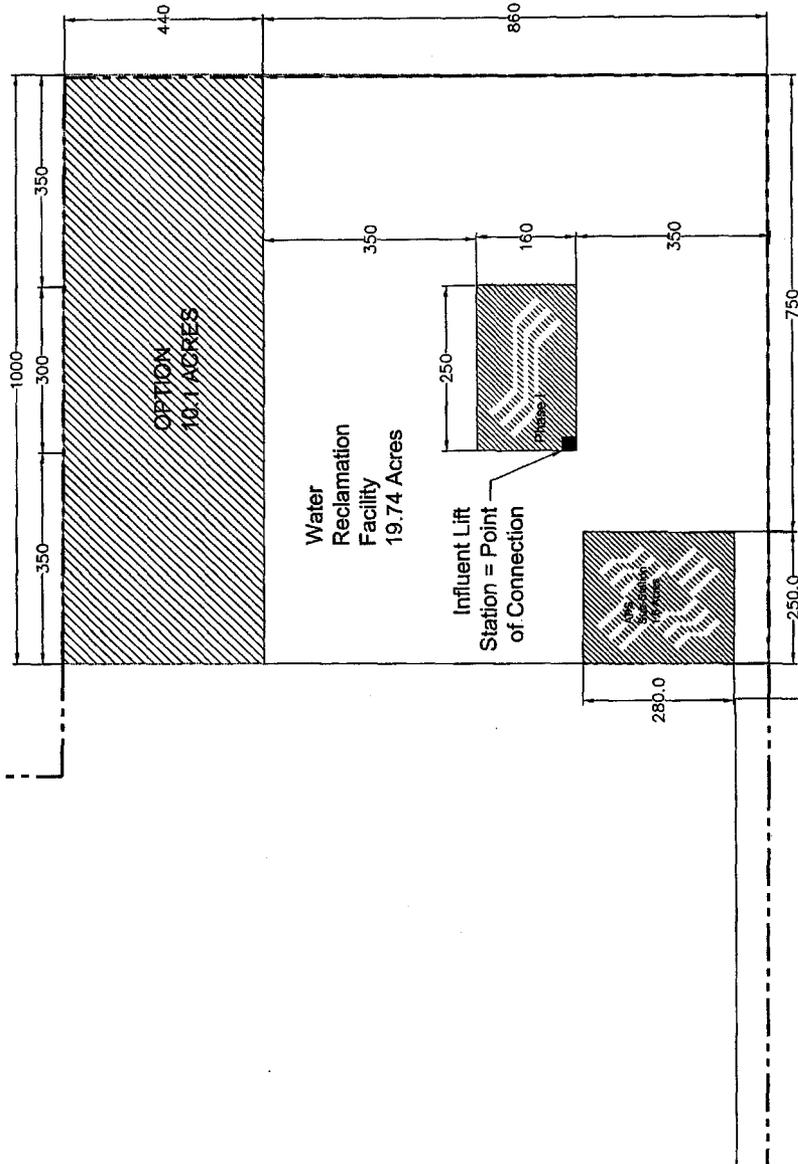


EXHIBIT C
 PAGE 2
 10 MGD WATER
 RECLAMATION
 FACILITY SITE PLAN

1.6 ac. APS Site
 29.84 WRF SITE

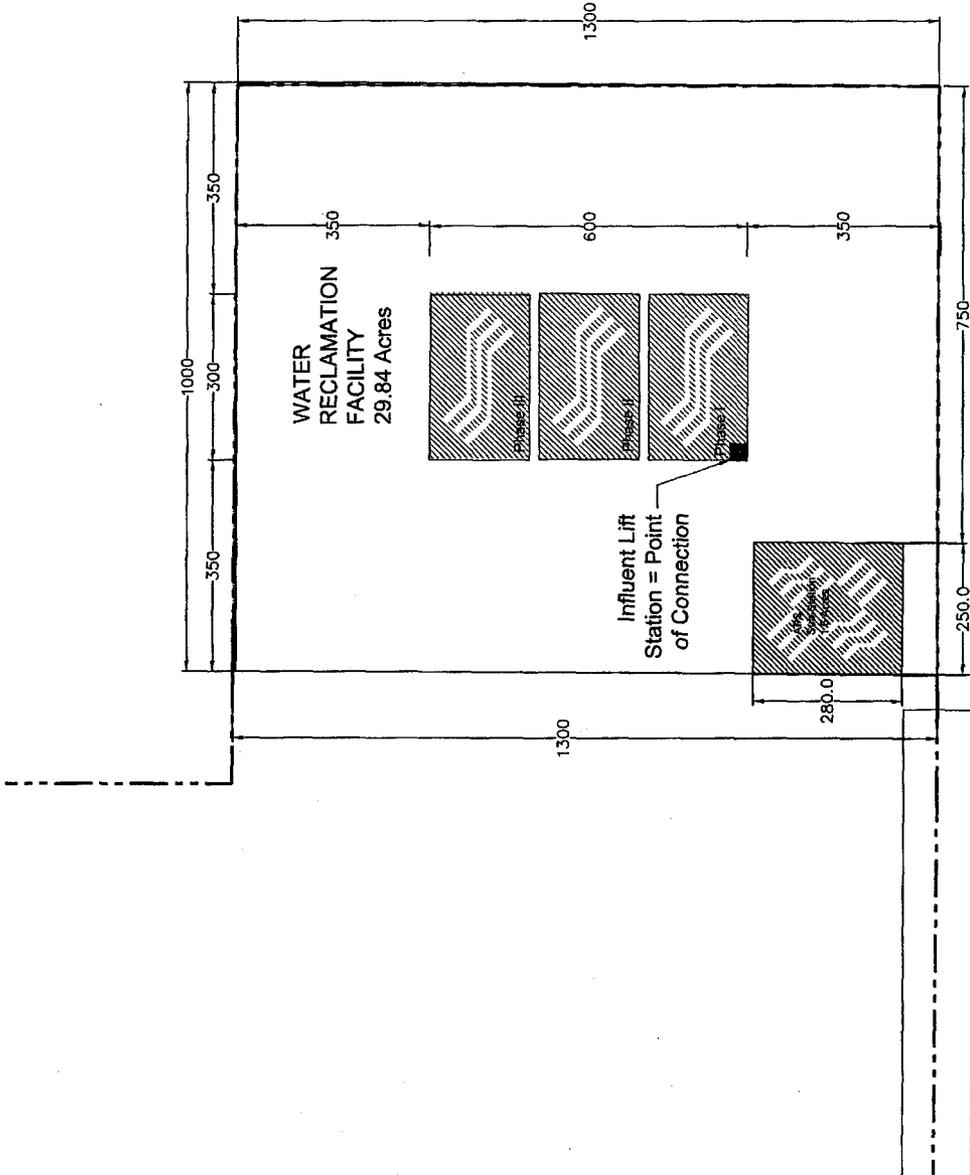
Development Master Plan
 for:

HASSAYAMPA
 RANCH

G:\0428\DMF\Titleblock\logo-centered.jpg

dan@hassayamparanch.com

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 Architecture & Planning
 7630 Hwy. McDonald Drive
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 Fax: 481.967.2101
 info@swabackpartners.com





Wastewater Reclamation Facility & APS Substation

Legend:

	PLANT BOUNDARY
	SITE BOUNDARY
	TOPO
	EL. 0.00/0.00 M

Parcel 37 (WRF Site) 29.84 ac.
APS Site (easement) 1.60 ac.

Development Master Plan
for:

HASSAYAMPA RANCH



HARVARD INVESTMENTS
 17700 North Pleasanton Way
 Scottsdale, Arizona 85255
 480/348-1118 Tel
 480/348-8976 Fax
 Contact: Doug Zuber
 dzuber@harvardinvestments.com



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EXHIBIT 6

**Hassayampa Utilities Company
Wastewater Service Area Report and Overview**

INTRODUCTION

The Hassayampa Utilities Company (HUC) is a newly formed utility company to provide wastewater services for the Hassayampa Ranch development, located directly west of the Hassayampa River and north of Interstate 10. HUC is a wholly owned subsidiary of Global Water Resources, Inc.

This memorandum discusses the wastewater treatment facilities to be newly constructed by the HUC for the Hassayampa Ranch Service Area. This system will employ treatment infrastructure identical to that of Global Water Resources' Palo Verde Utilities Company (PVUC) located in Maricopa, AZ, and will employ collection infrastructure that is designed and installed under the Engineering Specifications promulgated by Global Water Resources (GWR).

The Hassayampa Ranch development is owned by Hassayampa Ranch Partners, LLC (HRP), represented by Harvard Investments. HRP has formally requested that GWR develop, permit, design, install, commission and operate the wastewater services at the development. Water services are to be provided by the Water Utility of Greater Tonopah.

The proposed CC&N service area and the planning area shown in the MAG 208 Water Quality Management Plan Amendment are identical, as shown in Attachment A (attachment N from the ACC CC&N application), and include generally all or part of Sections 15, 16, 17, and 22 of Township 2 North, range 5 West, Gila & Salt River Base and Meridian, Maricopa County, Arizona.

The Hassayampa Ranch Service Area has a total build-out of approximately 7,500 Equivalent Dwelling Units (EDUs).

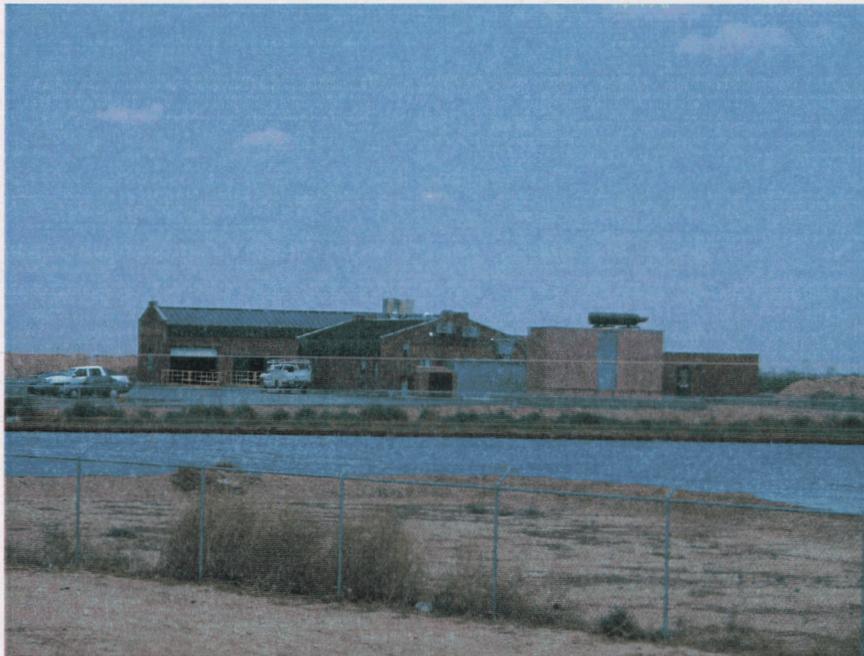
PURPOSE

The purpose of this memorandum is to define the initial and build-out configurations of the wastewater treatment facilities in order to identify the parameters for wastewater treatment.

WASTEWATER TREATMENT SYSTEMS

The land area under consideration drains largely to the south east which allows the service area to be sewerred relatively easily by gravity, with only the western third of the property behind a ridge that will likely require one lift station. HUC will deploy a treatment system modeled on the AquaTec sequencing batch reactor employed at Rancho El Dorado PVUC facility. This system is a robust system, capable of meeting Class A+ water under a range of hydraulic and biologic loadings, and is scalable from a small, start-up facility to a full-scale municipal system.

The Water Reclamation Facility will be funded by equity from Global Water Resources, Inc.



The site for the Hassayampa Ranch Water Reclamation Facility (HRWRF) has been identified (SE corner of Section 22 T2N, R5W). A site plan has been developed for the site which includes the necessary set-backs for the build-out of the entire treatment facility. HUC will own in fee the 19.7 acres water reclamation site and its appurtenant set-back areas. In addition, in order to stage the utility for future expansion, HUC maintains an option on a second parcel of land north of the Phase I site. This will accommodate development to a 10 MGD facility.

A facility site plan has been developed (Attachment B).

This system will be designed for a phased deployment, commencing with a 1.0 MGD phase, which will be configured to allow for a low-flow start-up.

This facility will have the following features:

1. A minimum of 350' setbacks
2. The minimum capability for production of A+ Reclaimed Water;
3. Complete compliance with BADCT requirements (R18-9-B201 *et seq*);

4. Totally enclosed process tanks;
5. Active odor scrubbing facilities;
6. Aesthetic controls consistent with the surrounding architecture;
7. Noise abatement systems; and
8. Peaking factor design 2.0.

Phasing of Treatment Facilities

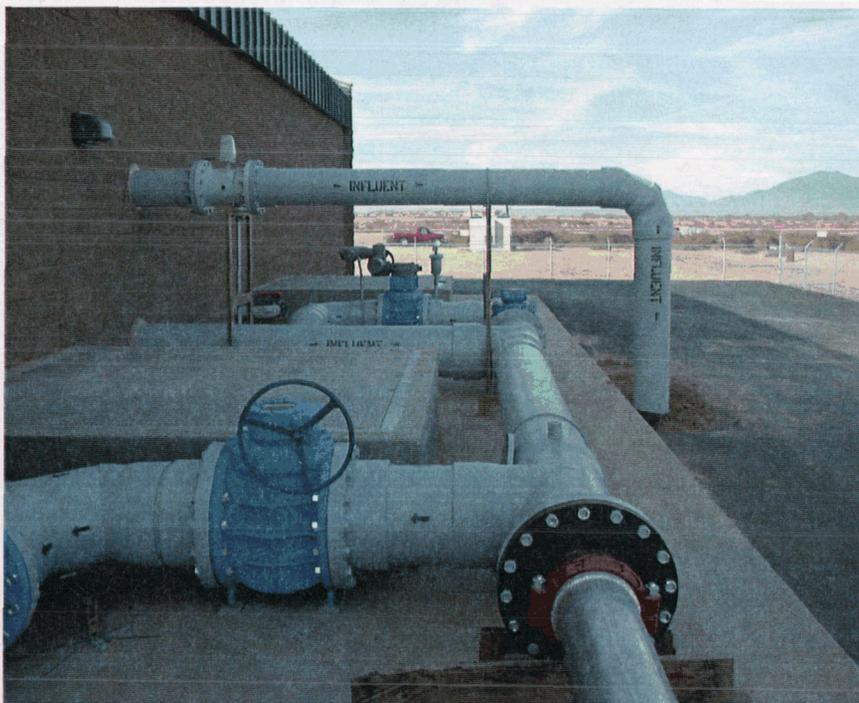
This philosophy of HUC is to develop phased water reclamation infrastructure identical to the current PVUC plant located in Maricopa, AZ. The following facilities will be constructed as the first phase:

1. Lift station
2. Fine screen with 1/4" opening with washer and compactor
3. Grit removal with washer and classifier
4. Biological treatment with two parallel SBR reactors including decanters, blowers and automated PLC controls
5. Tertiary filtration with traveling bridge filters in parallel operation for two units.
6. UV disinfection with multiple units in series with a standby unit.
7. Aerobic sludge digester with aeration system.
8. Belt press for sludge dewatering.
9. Standby generator
10. Lab and office

The plant will be constructed in two phases:

- | | |
|----------|--|
| Phase 1: | 1 MGD (commissioned November 2006) |
| Phase 2: | Add 2.2 MGD for a total of 3.2 MGD (estimated commissioning of 3.2 MGD facility: 2010) |

An updated start-up plan has been developed (see Attachment C). This provides a plan to allow start up from 0 to 1,000,000 GPD.



Effluent Disposal

The effluent management strategy for the HRWRF is based on consumptive re-use of reclaimed water to the best advantage possible. However, it is recognized that during winter months, or periods of extended rainfall, a consumptive use facility is not viable. Accordingly a means of recharging the Class A+ water to the vadose zone of the aquifer, and of discharging Class A+ water to the Hassayampa River will be permitted and constructed.

Global Water Resources, parent to HUC, requires that all development maximize the use of reclaimed water throughout their development areas. This includes the use of reclaimed water as the primary source of irrigation water, and for use in any recreational impoundments. To address the seasonality of demand for reclaimed water, HUC is providing both a recharge activity under the APP (which will allow for recovery of stored water in high demand time periods) and will provide an AzPDES discharge location(s).

Permitting Requirements

In order to provide treatment services, a number of regulatory agency permits must be received, including:

- MAG 208 Water Quality Management Plan Amendment (submitted June 2005)
- Aquifer Protection Permit (to be submitted October 2005)
- AzPDES Surface Water Discharge Permit (to be submitted October 2005)
- Type 2 Re-Use Permits (to be submitted November 2005)
- Underground Storage Facility (USF) for recharge (to be submitted November 2005)
- Air Quality Permit (to be submitted January 2006)

A copy the MAG 208 which was submitted on June 2005 and revised August 2005 has been included with the CC&N application. As the development continues in the adjacent and/or nearby areas, further CC&N and 208 amendments will be submitted for the Commission's and MAG's review and approval, respectively.

WASTEWATER COLLECTION AND CONVEYANCE SYSTEMS

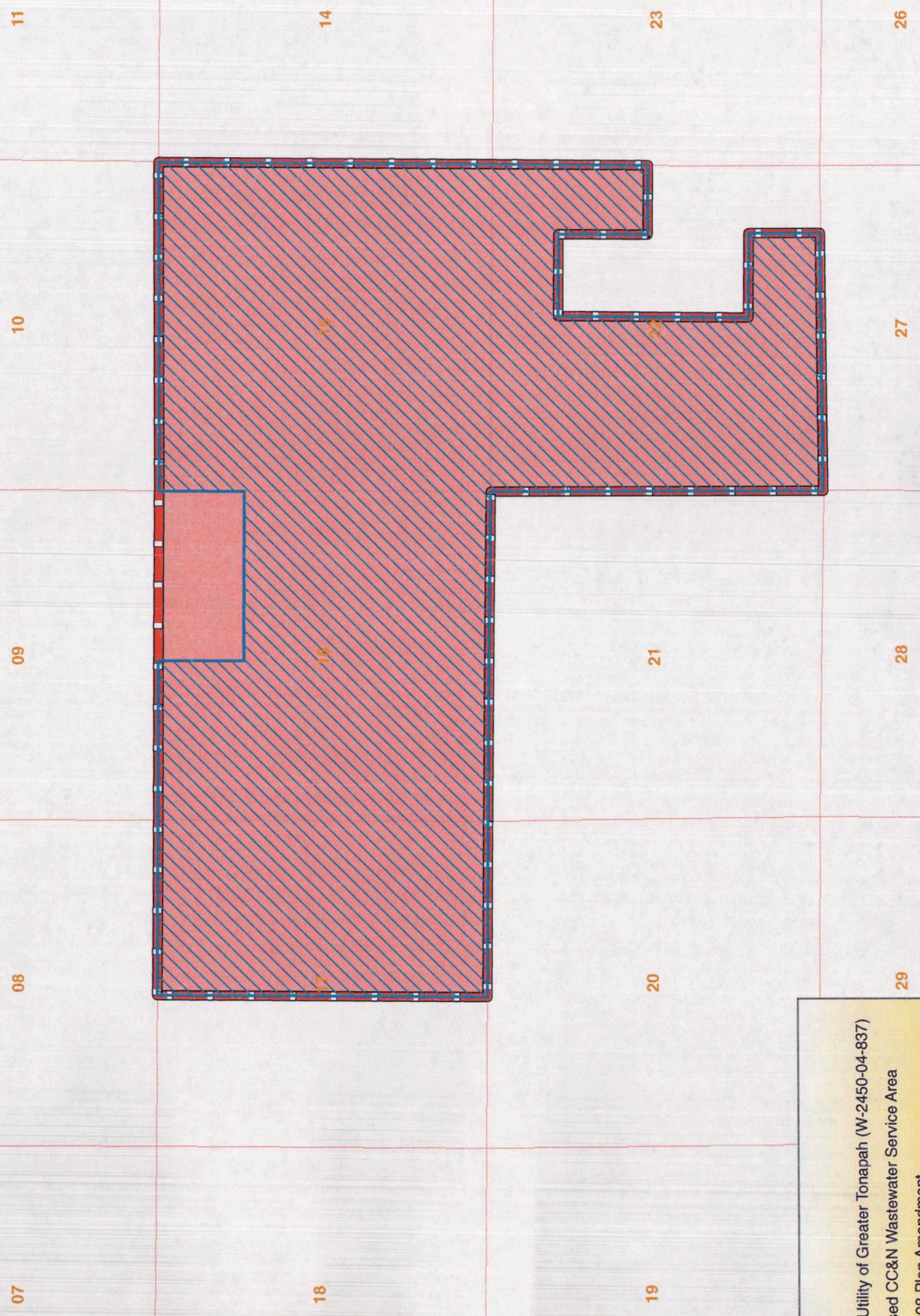
The collection systems will be installed by the developer under approved line extension agreements and financed by advances in aid of construction.

In general, the sizing for the wastewater collection systems will be governed by accepted standard engineering practices and GWR Engineering Standards. In addition each project must conform to the accepted GWR Wastewater Master Plan for the surrounding service area. Each wastewater collection line must be designed for a minimum velocity of two (2) feet /second. The minimum line size in residential subdivisions shall be eight (8) inch diameter with minimum four (4) foot diameter manholes, except that over eight (8) foot depth (as measured from rim to lowest pipe invert) shall be five (5) foot diameter manholes.

HUC is responsible for the ownership and maintenance of the wastewater collection system not including any portion of the individual side sewer serving a residence, business, school, or commercial establishment. All wastewater collection system designs will be submitted to ADEQ for an Approval to Construct, and shall receive an Approval of Construction from ADEQ prior to use. HUC shall also approve the wastewater collection system plans, and the installation of the system (including system videos), in all respects, prior to use.

Attachement N Hassayapa Utilities Company Inc.

T2N R5W



Legend

-  Water Utility of Greater Tonapah (W-2450-04-837)
-  Proposed CC&N Wastewater Service Area
-  MAG 208 Plan Amendment
-  Sections

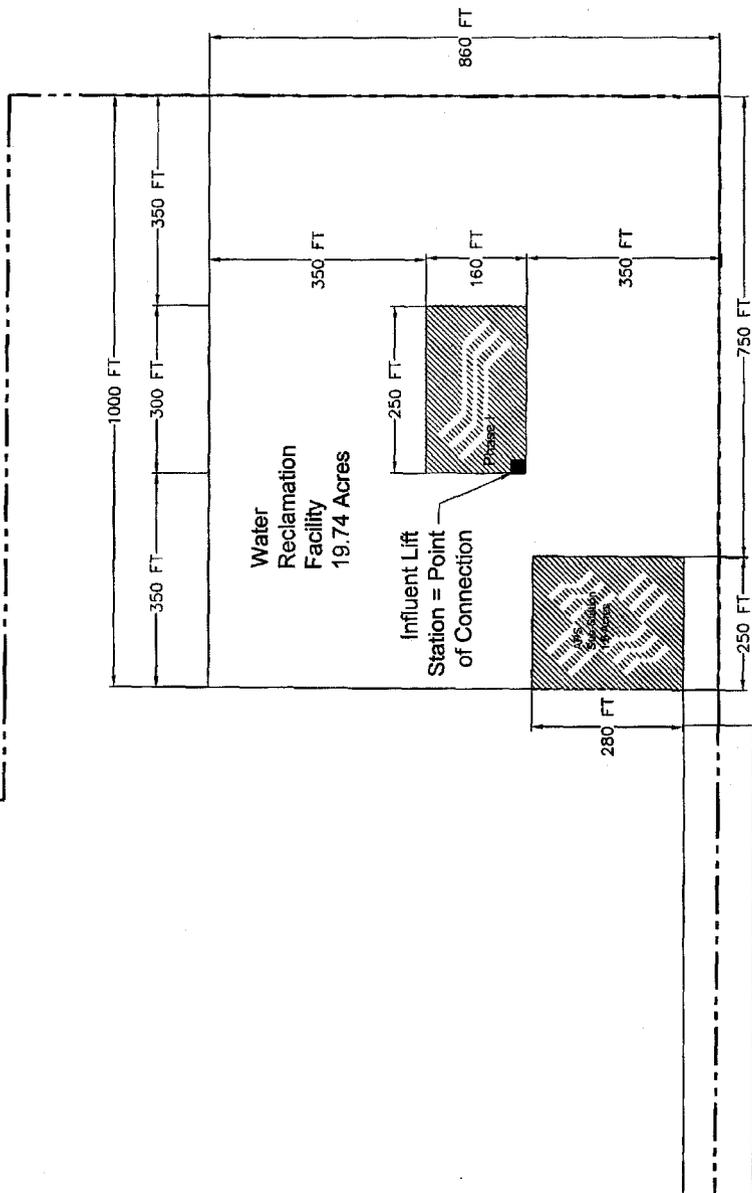
Attachment B

HASSAYAMPA
UTILITIES
COMPANY, INC
SITE PLAN
3.20 MGD WATER
RECLAMATION
FACILITY

1.6 ac. APS EASEMENT
19.74 ac WRF SITE

Development Master Plan
for:

HASSAYAMPA
RANCH



ATTACHMENT C

TREATMENT PLANT STARTUP PROCEDURE

Flows up to 5,000 gpd will be vaulted and hauled to the closest permitted operating WRF, presently identified as the Town of Buckeye facility. The 1 MGD HRWRF will be constructed such that the lift station can be used for the vault, and the 1 MGD plant will be completed entirely prior to any discharge into the treatment system.

Once the flows surpass the 5,000 gpd, the 1.0 MGD AquaTec dual SBR treatment plant can be operated to accomplish efficient BOD, TSS and nitrogen removal at the lower flow rates by employing the aerobic sludge digester tank (ASD) as a Continuous Flow Intermittent Discharge Batch Reactor (CFIDBR).

When the flows exceed 100,000 gpd, the contents of the ASD tank as well as the influent flow will then be transferred to a single SBR basin and that SBR train will be operated as a CFIDBR for flows up to 200,000 gpd. At the flow rate of 200,000 gpd both SBRs will be placed in service and will operate up to the design flow rate of 1.0 MGD average flow.

The PLC program will be written to operate the equipment on VFDs so that energy can be minimized while delivering the required quantities of air and oxygen for proper biological treatment. The programs will also be modified to operate in the single tank Continuous Flow Intermittent Discharge operation such that sufficient treatment for removal of BOD, TSS and ammonia nitrogen can be accomplished prior to filtration and UV disinfection.

The headworks facility including the fine automatic screening and grit removal systems will be in service during start up and at all flow rates up 1.0 MGD with peak factors to 2.0 MGD.

Seeding

In order to prepare for the start-up, the ASDs will be seeded as reactors with seed-sludge from the PVUC North WRF. This will provide a viable biomass for the treatment of the wastewater, and will ensure the correct population of microorganisms to effect treatment.

Process Flow

The ASD basin is 18' wide x 82' long with a maximum 22' liquid depth and a maximum volume of 240,000 gallons. The designed dual parallel SBRs are 40' wide x 92' long with maximum liquid depths of 22' and volumes of 605,550 gallons each.

All flow to the plant will be pumped from the main influent lift station and directed through the automatic fine screens and the grit removal system where it will then be diverted by manual valves to the ASD basin. The ASD basin is fitted with three 7-1/2 Hp SAM (Submerged Aerator Mixer) units and will have sufficient aeration with two 20 Hp blowers (an additional unit is

installed as a standby unit) to handle the organic loading to a maximum average daily flow rate of 100,000 gpd.

The ASD is equipped with an automated floating stainless steel decanter to allow it to operate in the continuous flow, intermittent discharge batch operation mode at a liquid depth of 16 to 18 feet for average flow conditions and up to the 22 foot liquid depth at peak flow conditions.

Treated effluent from the CFIDBR will flow by gravity via the automated decant valve to the post-equalization basin where it will be stored until sufficient volume is available to start one filter pump to transfer to the tertiary sand filters. Filtered effluent will then pass by gravity through the ultraviolet disinfection channel. The filter and UV system will be operated on a batch basis at the low flows.

During the operation of the ASD as a CFIDBR, waste activated sludge will be pumped out of the basin on a weekly or daily basis as needed to maintain the process parameters of MLVSS and F/M ratio. The waste sludge will be placed in a tanker truck and transferred to the Palo Verde North Plant for further aerobic digestion and dewatering on the existing belt press at this plant.