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BEFORE THE ARIZONA CORPORATION COMMISSION

Arizona Corporation Commission

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COMMISSIONERS

MIKE GLEASON, Chairman
WILLIAM A. MUNDELL
JEFF HATCH-MILLER
KRISTIN K. MAYES
GARY PIERCE

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2007 DEC -6 P 1:32

AZ CORP COMMISSION
DOCKET CONTROL

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IN THE MATTER OF THE JOINT APPLICATION
OF CP WATER COMPANY AND FRANCISCO
GRANDE UTILITIES COMPANY TO TRANSFER
THEIR CERTIFICATES OF CONVENIENCE AND
NECESSITY AND ASSETS TO PALO VERDE
UTILITIES COMPANY AND SANTA CRUZ
WATER COMPANY.

DOCKET NO. WS-01775A-07-0485

DOCKET NO. SW-03575A-07-0485

DOCKET NO. W-02442A-07-0485

DOCKET NO. W-03576A-07-0485

PROCEDURAL ORDER

BY THE COMMISSION:

On August 20, 2007, Francisco Grande Utilities Company ("Francisco Grande") and CP Water Company ("CP") filed with the Arizona Corporation Commission ("Commission") an application requesting approval to transfer their Certificates of Convenience and Necessity ("CC&N") and their assets to Palo Verde Utilities Company ("Palo Verde") and Santa Cruz Water Company ("Santa Cruz"). Francisco Grande, CP, Palo Verde and Santa Cruz (collectively, the "Global Utilities") are each ultimately owned by Global Water Resources, LLC ("Global Parent").

The Global Utilities specifically request that the Commission:

- (1) Transfer Francisco Grande's wastewater CC&N to Palo Verde;
- (2) Transfer Francisco Grande's water CC&N to Santa Cruz;
- (3) Transfer CP's water CC&N to Santa Cruz;
- (4) Transfer Francisco Grande's wastewater assets, if any, to Palo Verde;
- (5) Transfer Francisco Grande's water assets, if any, to Santa Cruz;
- (6) Transfer CP's assets, if any, to Santa Cruz; and
- (7) Grant any other necessary approval.

On September 19, 2007, the Commission's Utilities Division ("Staff") filed an Insufficiency Letter in this docket indicating the Applicant's application has not met the sufficiency requirements as outlined in the Arizona Administrative Code ("A.A.C.").

On September 24, 2007, Arizona Water Company ("AWC") filed an Application to Intervene.

1 On October 4, 2007, Global Utilities responded in opposition to the Application to Intervene
2 filed by AWC.

3 On October 15, 2007, by Procedural Order, Staff was directed to respond to AWC's
4 Application to Intervene in this docket, and Global Utilities' subsequent response in opposition to
5 the Application to Intervene.

6 On November 9, 2007, Staff file its response stating has no objection to AWC's Application
7 to Intervene.

8 On November 19, 2007, AWC filed it Reply stating its intervention should be granted because
9 AWC is directly and substantially affected by Global Utilities' application in this matter. In addition,
10 AWC alleged that Global Utilities failed to serve its Response to the Application to Intervene on
11 AWC.

12 Accordingly, good cause having been shown AWC's Application to Intervene should be
13 granted.

14 IT IS THEREFORE ORDERED that AWC's Application to intervene in this matter is hereby
15 granted.

16 IT IS FURTHER OREDERED that Global Utilities shall include AWC on the service list to
17 receive any and all pleadings and documents docketed in this matter.

18 IT IS FURTHER ORDERED that all parties must comply with Rules 31 and 38 of the Rules
19 of the Arizona Supreme Court and A.R.S. § 40-243 with respect to practice of law and admission *pro*
20 *hac vice*.

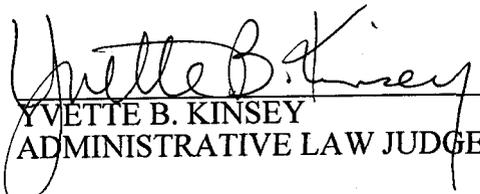
21 IT IS FURTHER ORDERED that withdrawal of representation must be made in compliance
22 with A.A.C. R14-3-104(E) and Rule 1.16 of the Rules of Professional Conduct (under Rule 42 of the
23 Rules of Arizona Supreme Court). Representation before the Commission includes appearances at all
24 hearings and procedural conferences, as well as all Open Meetings for which the matter is scheduled
25 for discussion, unless counsel has previously been granted permission to withdraw by the
26 Administrative Law Judge or the Commission.

27 IT IS FURTHER ORDERED that the Ex Parte Rule (A.A.C. R14-3-113 - Unauthorized
28 Communications) continues to apply to this proceeding and shall remain in effect until the

1 Commission's Decision in this matter is final and non-appealable.

2 IT IS FURTHER ORDERED that the Presiding Officer may rescind, alter, amend, or waive
3 any portion of this Procedural Order either by subsequent Procedural Order or by ruling at hearing.

4 Dated this 6th day of December, 2007.

6 
7 YVETTE B. KINSEY
8 ADMINISTRATIVE LAW JUDGE

10
11 Copies of the foregoing mailed/delivered
12 this 6th day of December, 2007 to:

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By:


Debra Broyles
Secretary to Yvette Kinsey