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BEFORE THE ARIZONA CORPORATION COMMISSION

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Arizona Corporation Commission

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AZ CORP COMMISSION
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IN THE MATTER OF THE JOINT APPLICATION OF WILLOW VALLEY WATER CO., INC. AND EPCOR WATER ARIZONA, INC. FOR APPROVAL OF THE SALE OF ASSETS AND TRANSFER OF CERTIFICATE OF CONVENIENCE AND NECESSITY.

DOCKET NO. W-01732A-15-0131
DOCKET NO. W-01303A-15-0131

PROCEDURAL ORDER

BY THE COMMISSION:

On April 22, 2015, Willow Valley Water Co., Inc. ("Willow Valley") and EPCOR Water Arizona, Inc. ("EPCOR") (collectively "Applicants") filed with the Arizona Corporation Commission ("Commission") an application for approval of the sale of Willow Valley's assets and the transfer of its Certificate of Convenience and Necessity ("CC&N") to EPCOR.

On May 5, 2015, the Residential Utility Consumer Office ("RUCO") filed an Application to Intervene.

By Procedural Order dated May 19, 2015, RUCO was granted intervention in this proceeding.

On June 1, 2015, EPCOR filed a Supplement to Application seeking approval of a surcharge mechanism to recover the portion of the purchase price in excess of Willow Valley's rate base ("amended application").

On July 27, 2015, RUCO filed a Request for a Procedural Order requesting that a procedural order be issued establishing dates for filing testimony and scheduling a hearing.

On July 30, 2015, the Commission's Utilities Division ("Staff") filed a Letter of Sufficiency indicating that the amended application meets the sufficiency requirements outlined in the Arizona Administrative Code ("A.A.C") R14-2-402. According to Staff, the Commission has 150 days from the date the amended application is deemed sufficient to conclude its substantive review ("timeclock").

1 On July 30, 2015, a Procedural Order was issued scheduling a procedural conference to
2 discuss scheduling and other procedural matters.

3 On August 10, 2015, the procedural conference was held as scheduled, with EPCOR, Willow
4 Valley, RUCO, and Staff appearing through counsel. At the procedural conference, a discussion was
5 had among the parties regarding the status of and manner in which to proceed with the amended
6 application. Due to the complexity of this case, it was determined reasonable and appropriate to
7 extend the timeclock for an additional 60 days to allow sufficient time for the parties to conclude
8 discovery and prepare their respective cases.¹ EPCOR proposed to confer with the other parties and
9 submit an agreed upon filing schedule no later than August 31, 2015.

10 IT IS THEREFORE ORDERED that EPCOR shall confer with the other parties and file a
11 **joint schedule** for the submission of written testimony and any associated exhibits **no later than**
12 **August 31, 2015**. EPCOR shall also list the date(s) of unavailability of any party or witness so that
13 the Hearing Division can schedule an appropriate hearing date.

14 IT IS FURTHER ORDERED that any party not in agreement with EPCOR's proposed filing
15 schedule shall file an alternative schedule for the submission of written testimony and any associated
16 exhibits **no later than August 31, 2015**.

17 IT IS FURTHER ORDERED that the **timeclock** is hereby **extended** for an additional 60
18 days.

19 IT IS FURTHER ORDERED that all parties must comply with Arizona Supreme Court Rules
20 31, 38, 42 and A.R.S. § 40-243 with respect to the practice of law and admission *pro hac vice*.

21 IT IS FURTHER ORDERED that the Ex Parte Rule (A.A.C. R14-3-113 – Unauthorized
22 Communications) continues to apply to this proceeding and shall remain in effect until the
23 Commission's Decision in this matter is final and non-appealable.

24 IT IS FURTHER ORDERED that withdrawal of representation must be made in compliance
25 with A.A.C. R14-3-104(E) and Rule 1.16 of the Rules of Professional Conduct (under Arizona
26

27 ¹ EPCOR, RUCO, and Staff indicated agreement to extend the timeclock due to the complexity of this case. Willow
28 Valley objected to an extension of the timeclock indicating that it preferred to have this matter resolved as expeditiously
as possible. Willow Valley affirmed that neither its shareholders nor its customers would suffer detrimental harm as a
result of extending the timeclock for an additional 60 days.

1 Supreme Court Rule 42). Representation before the Commission includes appearances at all hearings
2 and procedural conferences, as well as all Open Meetings for which the matter is scheduled for
3 discussion unless counsel has previously been granted permission to withdraw by the Administrative
4 Law Judge or the Commission.

5 IT IS FURTHER ORDERED that the Administrative Law Judge may rescind, alter, amend,
6 or waive any portion of this Procedural Order either by subsequent Procedural Order or by ruling at
7 hearing.

8 DATED this 14th day of August, 2015.



SCOTT M. HESLA
ADMINISTRATIVE LAW JUDGE

13 Copies of the foregoing mailed/delivered
14 this 14th day of August, 2015 to:

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