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ORIGINAL

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AZ CORP COMMISSION
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2016 JUN 3 PM 12 25

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8 Avondale, AZ 85392
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Arizona Corporation Commission

DOCKETED

JUN 3 2016

DOCKETED BY *KC*

8 Attorneys for Liberty Utilities (Black Mountain Sewer) Corp.

9 **BEFORE THE ARIZONA CORPORATION COMMISSION**

10
11 IN THE MATTER OF THE APPLICATION
12 OF LIBERTY UTILITIES (BLACK
13 MOUNTAIN SEWER) CORP. FOR
14 APPROVAL OF AN EXTENSION OF A
15 CERTIFICATE OF CONVENIENCE AND
16 NECESSITY TO PROVIDE WASTEWATER
17 UTILITY SERVICE IN MARICOPA
18 COUNTY, ARIZONA.

DOCKET NO: SW-02361A-16-0067

**NOTICE OF FILING
LATE-FILED EXHIBIT**

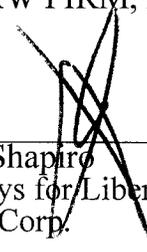
16 As discussed during the June 2, 2016 hearing held in connection with the above-
17 captioned matter, Liberty Utilities (Black Mountain Sewer) Corp. (the "Company")
18 hereby files a fully executed copy of the First Amendment to Operating Agreement
19 ("First Amendment") between the Company and the Town of Carefree ("Town").
20 See **Exhibit A**. Under the First Amendment, the Company and the Town agree that the
21 Operating Agreement, dated March 21, 2006, includes and applies to the Eastwood
22 Development, and extends the Term of the Operating Agreement from March 21, 2021 to
23 June 1, 2031.

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RESPECTFULLY SUBMITTED this 3rd day of June, 2016.

SHAPIRO LAW FIRM, P.C.

By 
Jay L. Shapiro
Attorneys for Liberty Utilities (Black Mountain
Sewer) Corp.

and

LIBERTY UTILITIES
Todd C. Wiley
Assistant General Counsel

ORIGINAL and thirteen (13) copies
of the foregoing were filed
this 3rd day of June, 2016, with:

Docket Control
Arizona Corporation Commission
1200 W. Washington Street
Phoenix, AZ 85007

COPY of the foregoing was hand-delivered
this 3rd day of June, 2016, to:

Sasha Paternoster, ALJ
Hearing Division
Arizona Corporation Commission
1200 W. Washington Street
Phoenix, AZ 85007

COPY of the foregoing was emailed & hand-delivered
this 3rd day of June, 2016, to:

Robin Mitchell
Legal Division
Arizona Corporation Commission
1200 W. Washington Street
Phoenix, AZ 85007
rmitchell@azcc.gov

By: 

EXHIBIT A

FIRST AMENDMENT TO OPERATING AGREEMENT

This First Amendment to Operating Agreement ("First Amendment") is dated this ~~1st~~ day of June 2016 by and between Town of Carefree, an Arizona municipal corporation ("Town"), and Liberty Utilities (Black Mountain Sewer) Corp. ("Utility"), an Arizona public service corporation formerly known as Black Mountain Sewer Corporation. This First Amendment modifies the Operating Agreement between Town and Utility dated March 21, 2006.

On or about March 21, 2006, Town and Utility entered an Operating Agreement by which Town granted to Utility, its successors and assigns, the right and privilege to construct, maintain and operate upon, over, along, across, and under the Public Streets within Utility's CC&N service area Utility Facilities for a wastewater collection system, together with any and all necessary or desirable appurtenances (including, but not limited to, pumping facilities, transmission mains, service lines, meters, force mains, collection mains, cleanouts, manholes and equipment for its own use), for the purpose of providing wastewater collection services to individuals and entities within Utility's extended CC&N service area.

The Eastwood Development is an approximately 9.5 acre property located in the Town of Carefree generally located by Cave Creek Road adjacent to the north and west of Pima Road. The Eastwood Development lies within Section 36 of Township 6 North, Range 4 East of the Gila and Salt River Meridian (the "Eastwood Property"). The owner/developer of the Eastwood Property has requested that Utility provide wastewater utility services to the Property and that Utility seek approval to extend its Certificate of Convenience and Necessity (CC&N) approved by the Arizona Corporation Commission ("Commission") to include the Eastwood Property. Utility has filed an application with the Commission for extension of Utility's CC&N to include the Eastwood Property. The legal description of the CC&N Extension Area for the Eastwood Property is attached as Exhibit 1.

Under this First Amendment, Town and Utility expressly acknowledge and agree that the Operating Agreement between Town and Utility dated March 21, 2006 includes and applies to the Eastwood Property. Town and Utility further agree that the Operating Agreement shall include and apply to all property located within the Liberty Water Franchise Area depicted on the map attached as Exhibit 2 entitled Figure 22, Liberty Water Wastewater Service Area, Town of Carefree General Plan. Town and Utility agree that the Operating Agreement shall apply to and include any and all property included within any future expansions of Utility's CC&N service area as approved by the Commission for any land within the municipal boundaries of the Town. Finally, Town and Utility understand and agree that all other terms and conditions of the March 21, 2006 Operating Agreement shall remain in full force and effect, except as otherwise noted in this First Amendment.

Under this First Amendment, Town and Utility further agree that the term of the Operating Agreement shall be extended and continue and exist for fifteen (15) years from the date of this First Amendment. Upon expiration of that term, if the Operating Agreement has not renewed or been extended, the Operating Agreement and First Amendment shall continue in full force and effect for successive periods of one (1) year each unless terminated at the end of the period by notice or at such time as a franchise agreement has been entered between Town and Utility. Town and Utility understand that this paragraph modifies paragraph 8 of the Operating Agreement between the parties.

TOWN OF CAREFREE

By:

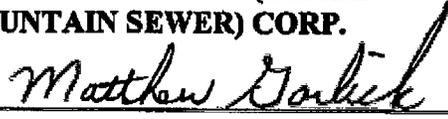


Its:

Mayor

**LIBERTY UTILITIES (BLACK
MOUNTAIN SEWER) CORP.**

By:



Its:

President - A2

EXHIBIT 1

LEGAL DESCRIPTION

EASTWOOD PROPERTY



**Legal Description
Eastwood**

Job No. 15-058

October 8, 2015

A portion of the Southeast quarter of Section 36, Township 6 North, Range 4 East of the Gila and Salt River Meridian, Maricopa County, Arizona, more particularly described as follows:

COMMENCING at a brass cap at the southeast corner of the Southeast Quarter of said Section 36, from which a brass cap at the South quarter corner of said Section 36 bears South 89 degrees 52 minutes 32 seconds West (an assumed bearing) 2641.74 feet; thence South 89 degrees 52 minutes 32 seconds West, 548.51 feet; thence North 0 degrees 03 minutes 03 seconds West, along a line parallel with the east line of the Southeast Quarter of said Section 36, 891.13 feet to the **POINT OF BEGINNING**;

Thence South 89 degrees 52 minutes 31 seconds West, 227.40 feet;
thence South 14 degrees 30 minutes 24 seconds West, 192.25 feet to the northeast corner of Lot 2C of the Lot Split of Lot 2, defined in Book 1135, Page 14, records of Maricopa County, Arizona;
thence South 31 degrees 52 minutes 47 seconds West, along the east line of said Lot 2C, 88.28 feet;
thence North 74 degrees 20 minutes 42 seconds West, 287.42 feet to a point on the west line of said Lot 2C;
thence North 0 degrees 03 minutes 03 seconds West, along said west line and the northerly prolongation thereof, 607.69 feet to the monument line of Cave Creek-Camp Creek Road and the beginning of a non-tangent curve, concave Northwest, from which the radius point bears North 34 degrees 29 minutes 14 seconds West a distance of 716.20 feet;
thence Northeasterly, 14.56 feet along said monument line and the arc of said curve to the left through a central angle of 1 degree 09 minutes 52 seconds;
thence North 54 degrees 20 minutes 54 seconds East, along said monument line, 62.05 feet to the beginning of a curve, concave Southeast, having a radius of 716.20 feet;
thence Northeasterly 299.79 feet along said monument line and the arc of said curve to the right through a central angle of 23 degrees 59 minutes 00 seconds;
thence North 78 degrees 19 minutes 54 seconds East, along said monument line, 269.55 feet;
thence South 0 degrees 03 minutes 03 seconds East, along a line parallel with the east line of the Southeast Quarter of said Section 36, 642.15 feet to the **POINT OF BEGINNING**.

An area containing 413,915 s.f. or 9.5022 acres, more or less.

EPS Group, Inc. • 2045 S. Vineyard, Suite 101 • Mesa, AZ 85210
Tel (480) 503-2250 • Fax (480) 503-2258

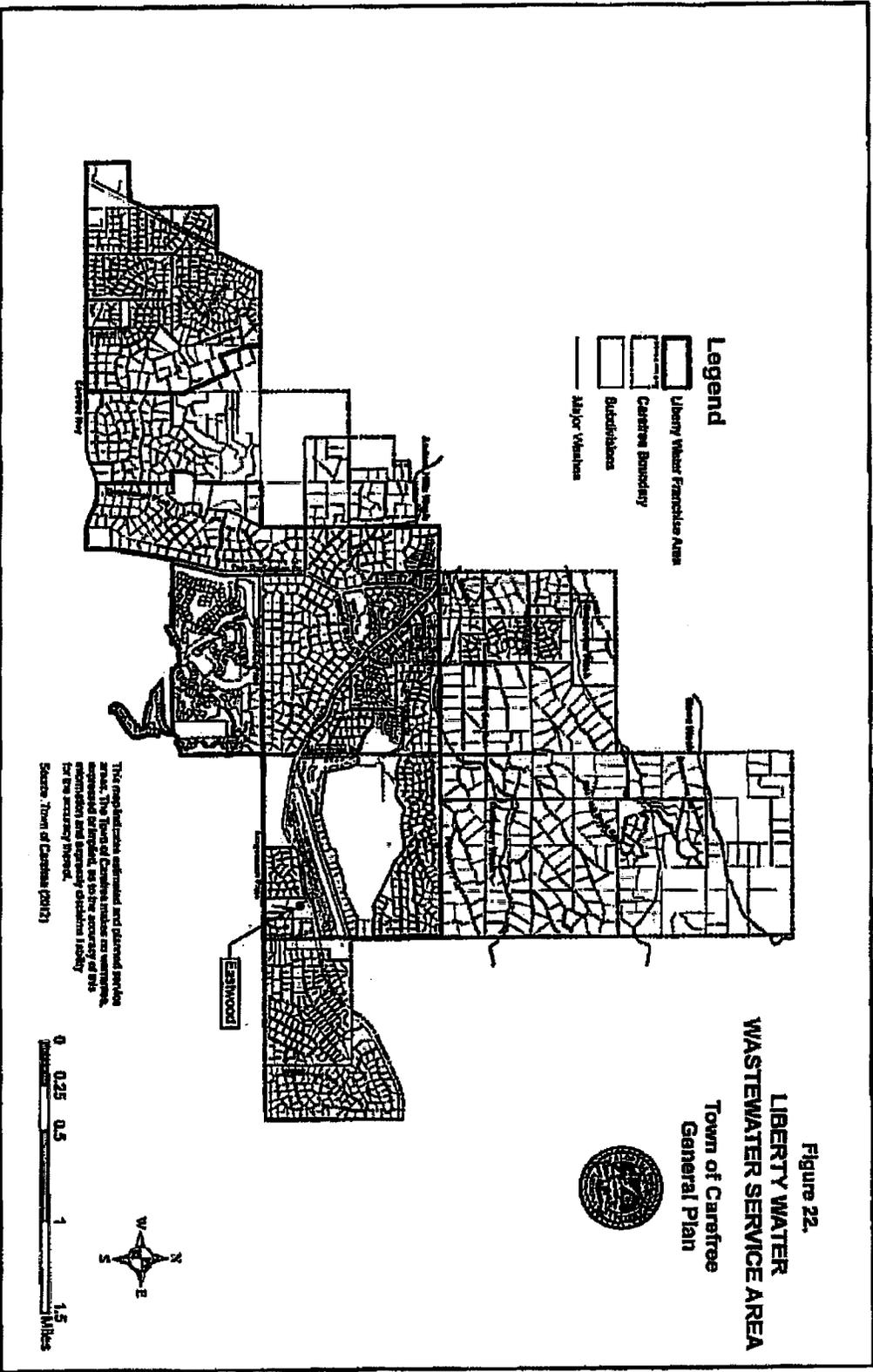
S:\Projects\2015\15-058\Legal Survey\Legal\15058 LD Combined Parcels.docx

EXHIBIT 2

FIGURE 22

LIBERTY WATER WASTEWATER SERVICE AREA

TOWN OF CAREFREE GENERAL PLAN



Legend

-  Liberty Water Wastewater Service Area
-  Carefree Boundary
-  Subdivisions
-  Major Venues

Figure 22.
LIBERTY WATER
WASTEWATER SERVICE AREA
 Town of Carefree
 General Plan



The map delineates unimproved and planned public areas. The Town of Carefree makes no warranties, expressed or implied, as to the accuracy or the completeness and adequacy of the information for the necessary project.
 Source: Town of Carefree (2012)

