

COMMONWEALTH OF KENTUCKY  
BEFORE THE PUBLIC SERVICE COMMISSION

In the Matter of:

JOINT APPLICATION OF R. A. WILLIAMS	)	
CONSTRUCTION COMPANY, INC. AND	)	
CEDARBROOK UTILITIES, LLC FOR	)	CASE NO. 2008-00040
APPROVAL OF THE TRANSFER OF	)	
WASTEWATER TREATMENT PLANT TO	)	
CEDARBROOK UTILITIES, LLC	)	

ORDER

R. A. Williams Construction Company, Inc. and Cedarbrook Utilities, LLC (collectively "Joint Applicants") have applied for Commission approval to transfer the sewage treatment plant and collection system that serves the Cedarbrook Subdivision of Harrison County, Kentucky. Finding that non-attorneys represent the Joint Applicants and that R. A. Williams Construction Company, Inc. is not recognized as the owner of the wastewater facilities in question, we reject the tendered application.

R. A. Williams Construction Company, Inc. is a Kentucky corporation organized pursuant to KRS Chapter 271B.<sup>1</sup> It alleges that that it owns and operates sewage collection and treatment facilities that serve approximately 51 customers in the Cedarbrook Subdivision of Harrison County, Kentucky.<sup>2</sup> It is a utility subject to Commission jurisdiction.<sup>3</sup>

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<sup>1</sup> See <http://apps.sos.ky.gov/business/obdb/showentity.aspx?id=0055906&ct=09&cs=99998> (last visited Feb. 7, 2008).

<sup>2</sup> Report of R.A. Williams Construction Company, Inc. to the Kentucky Public Service Commission for the Year Ended December 31, 2006, at 1 and 12.

<sup>3</sup> KRS 278.010(3)(f).

Cedarbrook Utilities, LLC is a limited liability company that is organized under KRS Chapter 275.<sup>4</sup>

On February 1, 2008, Ronald J. Osborne, Jr., President of R. A. Williams Construction Company, Inc., and Lawrence Smither, a member of Cedarbrook Utilities, LLC, tendered an application for Commission approval for the transfer of ownership of the facilities that provide sewer service to Cedarbrook Subdivision. Neither Mr. Osborne nor Mr. Smither is an attorney licensed to practice in Kentucky.<sup>5</sup>

No person may engage in the practice of law in Kentucky without first obtaining a license to practice. The practice of law is:

[A]ny service rendered involving legal knowledge or legal advice, whether of representation, counsel or advocacy in or out of court, rendered in respect to the rights, duties, obligations, liabilities, or business relations of one requiring the services.<sup>6</sup>

It includes the representation of a corporation before a state administrative agency.<sup>7</sup>

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<sup>4</sup> See <http://apps.sos.ky.gov/business/obdb/showentity.aspx?id=0682691&ct=06&cs=99999> (last visited Feb. 7, 2008).

<sup>5</sup> The directory of the Kentucky Bar Association does not list any licensed attorney with the name of "Ronald J. Osborne, Jr." or "Lawrence Smither." See <http://www.kybar.org/Default.aspx?tabid=26> (last visited Feb. 7, 2008).

<sup>6</sup> Kentucky Supreme Court Rule 3.020.

<sup>7</sup> Kentucky State Bar Association v. Henry Vogt Machine Co., 416 S.W.2d 727 (Ky. 1967). While we find no authority regarding the representation of a limited liability company before an administrative agency, there is a large body of case law that holds that representation of a limited liability company constitutes the practice of law. See Winzer v. EHCA Dunwoody, LLC, 627 S.E.2d 426 (Ga.App. 2006); Gilley v. Shoffner, 345 F.Supp.2d 563 (M.D.N.C. 2004); Sharp v. Bivona, 304 F.Supp.2d 357 (E.D.N.Y. 2004); Kipp v. Royal & Sun Alliance, 209 F.Supp.2d 962 (E.D.Wisc. 2002).

As to its own proceedings, this Commission has adopted a similar position and has required that those representing the interests of others before us be licensed attorneys. In a previous case, the Commission ordered that:

[A]ny attorney who is not licensed to practice in the State of Kentucky and who seeks to represent a client or employer before this Commission must engage a member of the Kentucky Bar Association.<sup>8</sup>

It logically follows that if an unlicensed attorney may not represent a client before this Commission, neither may a layman.

Based on the foregoing facts, the Commission finds that the Joint Application fails to comply with Kentucky law and cannot be accepted for filing.

IT IS THEREFORE ORDERED that:

1. The joint application is rejected for filing.
2. The Joint Applicants shall have 15 days from the date of this Order to amend their application to ensure that it is signed by an attorney licensed to practice in the state of Kentucky.
3. If Joint Applicants have failed to file, within 15 days of the date of this Order, an amended application that conforms to this Order, this matter shall be closed and removed from the Commission's docket.

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<sup>8</sup> Administrative Case No. 249, Practice Before the Commission by Attorneys Non-Licensed in the Commonwealth of Kentucky (Ky. PSC June 15, 1981) at 2. See also Case No. 2004-00348, Howard Keen v. Carroll County Water District # 1 (Ky. PSC Oct. 15, 2004).

Done at Frankfort, Kentucky, this 13<sup>th</sup> day of February, 2008.

By the Commission

ATTEST:

A handwritten signature in black ink, consisting of several overlapping loops and a long horizontal stroke at the end, positioned above a solid horizontal line.

Executive Director

Case No. 2008-00040