

Rubin & Hays

ATTORNEYS AT LAW

Kentucky Home Trust Building, 450 South Third Street, Louisville, Kentucky 40202-1410
Telephone (502) 569-7525 Telefax (502) 569-7555 Email: rh@rubinhays.com

CHARLES S. MUSSON
W. RANDALL JONES
CHRISTIAN L. JUCKETT

PARALEGAL
MARY M. EMBRY

September 1, 2005

RECEIVED

SEP 2 2005

PUBLIC SERVICE
COMMISSION

Ms. Beth O'Donnell
Executive Director
Public Service Commission
P.O. Box 615
Frankfort, Kentucky 40602

Case No. 2005-00358

Re: Grayson County Water District - Public Service Commission Application for the
Water System Improvements Project

Dear Ms. O'Donnell:

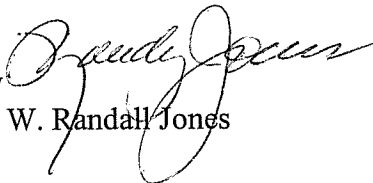
Enclosed please find the original and ten (10) copies of the Application of the Grayson County Water District for a Certificate of Public Convenience and Necessity to construct and finance a water improvement project pursuant to KRS 278.023.

Also enclosed are eleven (11) copies of the exhibits required, with the **exception of the Preliminary and Final Engineering Reports two (2) are enclosed.**

If you need any additional information or documentation, please let us know.

Sincerely,

Rubin & Hays

By 
W. Randall Jones

WRJ:ilm
Enclosures
cc: Distribution List

DISTRIBUTION LIST

Re: Grayson County Water District Water System Revenue Bonds, Series 2005

Mr. Kenneth Slone
State Director
Rural Development
771 Corporate Drive, Suite 200
Lexington, Kentucky 40503-5477

Telephone: (859) 224-7336
Fax: (859) 224-7340

Ms. Linda Cooper
Rural Development
957 Campbellsville Road
Columbia, Kentucky 42728

Telephone: (270) 384-6431
Fax: (270) 384-6351

Mr. Kevin Shaw
Grayson County Water District
P.O. Box 217
Leitchfield, Kentucky 42755

Telephone: (270) 259-2917
Fax: (270) 393-2617

Mr. Larry Cann
Cann-Tech, LLC
201 South Main Street
Lawrenceburg, Kentucky 40342

Telephone: (502) 859-0907

Thomas H. Goff, Esq.
Attorney at Law
10 Public Square
P.O. Box 4100
Leitchfield, Kentucky 42755

Telephone: (270) 259-9306

W. Randall Jones, Esq.
Rubin & Hays
Kentucky Home Trust Building
450 South Third Street
Louisville, Kentucky 40202

Telephone: (502) 569-7525
Fax: (502) 569-7555

COMMONWEALTH OF KENTUCKY
BEFORE THE PUBLIC SERVICE COMMISSION

RECEIVED

SEP 2 2005

PUBLIC SERVICE
COMMISSION

In the Matter of:

**THE APPLICATION OF GRAYSON COUNTY)
WATER DISTRICT FOR A CERTIFICATE OF)
PUBLIC CONVENIENCE AND NECESSITY)
TO CONSTRUCT AND FINANCE PURSUANT)
TO KRS 278.023.)**

Case No. 2005-00358

A P P L I C A T I O N

This Application of the Grayson County Water District ("Applicant"), respectfully shows:

1. That Applicant is a water district created and existing under and by virtue of Chapter 74 of the Kentucky Revised Statutes.

2. That the post office address of Applicant is:

Grayson County Water District
c/o Mr. Kevin Shaw, Manager
P.O. Box 217
Leitchfield, Kentucky 42755

3. That Applicant, pursuant to the provisions of KRS 278.020 and 278.023, seeks (i) a Certificate of Public Convenience and Necessity permitting Applicant to construct a water project, consisting of extensions, additions, and improvements (the "Project") to the existing water system of Applicant; and (ii) an Order approving the proposed plan of financing said Project.

4. That the Project consists of the construction and installation of (i) approximately 31,750 linear feet of water line and appurtenances, including a booster pump station; (ii) a 500,000 gallon elevated water storage tank; (iii) a 500,000 gallon ground water storage tank; and (iv) a 100,000 gallon elevated water storage tank.

5. That Applicant proposes to finance the construction of the Project through (i) the issuance of \$1,350,000 of its Water System Revenue Bonds; (ii) a Rural Development ("RD") Grant in the amount of \$650,000; (iii) a KIA Tobacco Development Fund ("TDF") grant in the amount of \$400,000; and (iv) an Applicant contribution in the amount of \$100,000. Applicant has a commitment from RD to purchase said \$1,350,000 of bonds maturing over a 40-year period, at an interest

rate of not exceeding 4.50% per annum, as set out in the RD Letter of Conditions filed herewith as an Exhibit.

6. That Applicant does not contemplate having the Project constructed with any deviation from minimum construction standards of this Public Service Commission.

7. That Applicant files herewith the following Exhibits pursuant to 807 KAR 5:069 in support of this Application:

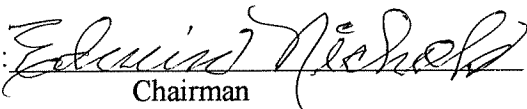
- A. Copy of RD Letter of Conditions, as amended.
- B. Copy of RD Letter of Concurrence in Contract Award.
- C. Copy of Preliminary and Final Engineering Reports.
- D. Certified statement from the Chairman of Applicant, based upon statements of the Engineers for Applicant, concerning the following:
 - (1) The proposed plans and specifications for the Project have been designed to meet the minimum construction and operating requirements set out in 807 KAR 5:066, Section 4(3) and (4); Section 5(1); Sections 6 and 7; Section 8(1) through (3); Section 9(1) and Section 10;
 - (2) All other state approvals or permits have already been obtained;
 - (3) The existing rates of Applicant shall produce the total revenue requirements set out in the engineering reports; and
 - (4) Setting out the dates when it is anticipated that construction will begin and end.

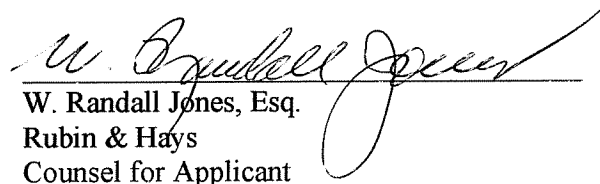
8. That the foregoing constitutes the documents necessary to obtain the approval of the Kentucky Public Service Commission in accordance with Section 278.023 of the Kentucky Revised Statutes and in accordance with the "Filing Requirements" specified in 807 KAR 5:069.

WHEREFORE, Applicant, the Grayson County Water District, asks that the Public Service Commission of the Commonwealth of Kentucky grant to Applicant the following:

- a. A Certificate of Public Convenience and Necessity permitting Applicant to construct a water project consisting of extensions, additions, and improvements to the water system of Applicant.
- b. An Order approving the financing arrangements made by Applicant, viz., the issuance of (i) \$1,350,000 of Grayson County Water District Water System Revenue Bonds at an interest rate of not exceeding 4.50% per annum; (ii) a Rural Development grant in the amount of \$650,000; (iii) a TDF grant in the amount of \$400,000; and (iv) an Applicant contribution in the amount of \$100,000.

GRAYSON COUNTY WATER DISTRICT

By: 
Chairman
Board of Water Commissioners


W. Randall Jones, Esq.
Rubin & Hays
Counsel for Applicant
Kentucky Home Trust Building
450 South Third Street
Louisville, Kentucky 40202
(502) 569-7525

COMMONWEALTH OF KENTUCKY)
) SS:
COUNTY OF GRAYSON)

The undersigned, Edwin Nichols, being duly sworn, deposes and states that he is the Chairman of the Board of Commissioners of the Grayson County Water District, Applicant, in the above proceedings; that he has read the foregoing Application and has noted the contents thereof; that the same is true of his own knowledge, except as to matters which are therein stated on information or belief, and as to those matters, he believes same to be true.

IN TESTIMONY WHEREOF, witness the signature of the undersigned on this August 29, 2005.

Edwin Nichols
Edwin Nichols, Chairman
Grayson County Water District

Subscribed and sworn to before me by Edwin Nichols, Chairman of the Board of Commissioners of the Grayson County Water District, on this August 29, 2005.

My Commission expires: 5/7/2009.

Harry A. Johnson
Notary Public
In and for said County and State



United States Department of Agriculture
Rural Development
Kentucky State Office

January 19, 2005

Mr. Edwin Nichols, Chairman
Grayson County Water District
P.O. Box 217
Leitchfield, Kentucky 42755

Dear Mr. Nichols:

This letter establishes conditions which must be understood and agreed to by you before further consideration may be given to the application. The loan and/or grant will be administered on behalf of the Rural Utilities Service (RUS) by the State and Area office staff of USDA Rural Development. Any changes in project cost, source of funds, scope of services or any other significant changes in the project or applicant must be reported to and approved by USDA Rural Development, by written amendment to this letter. Any changes not approved by Rural Development shall be cause for discontinuing processing of the application. It should also be understood that Rural Development is under no obligation to provide additional funds to meet an overrun in construction costs.

This letter is not to be considered as loan and/or grant approval or as a representation as to the availability of funds. The docket may be completed on the basis of a RUS loan not to exceed \$1,350,000, a RUS grant not to exceed \$650,000, and an applicant contribution of \$100,000.

If Rural Development makes the loan, the interest rate will be the lower of the rate in effect at the time of loan approval or the rate in effect at the time of loan closing, unless the applicant otherwise chooses. The loan will be considered approved on the date a signed copy of Form RD 1940-1, "Request for Obligation of Funds," is mailed to you.

Please complete and return the attached Form RD 1942-46, "Letter of Intent to Meet Conditions," if you desire that further consideration be given to your application.

The "Letter of Intent to Meet Conditions" must be executed within three weeks from the date of this letter or it becomes invalid unless a time extension is granted by Rural Development.

If the conditions set forth in this letter are not met within 240 days from the date hereof, Rural Development reserves the right to discontinue the processing of the application.

In signing Form RD 1942-46, "Letter of Intent to Meet Conditions," you are agreeing to complete the following as expeditiously as possible:

771 Corporate Drive • Suite 200 • Lexington, KY 40503
Phone: (859) 224-7300 • Fax: (859) 224-7425 • TDD: (859) 224-7422 • Web: <http://www.rurdev.usda.gov/ky>

Committed to the future of rural communities.

"USDA is an equal opportunity provider, employer and lender."
To file a complaint of discrimination write USDA, Director, Office of Civil Rights, Room 326-W, Whitten Building, 14th and Independence Avenue, SW, Washington, DC 20250-9410 or call (202) 720-5964 (voice or TDD).

1. Number of Users and Their Contribution:

There shall be 5,843 existing water users. The Area Director will review and authenticate the number of users and amount of applicant contribution prior to advertising for construction bids.

1a. Grant Agreement:

Attached is a copy of RUS Bulletin 1780-12, "Water and Waste System Grant Agreement," for your review. You will be required to execute a completed form at the time of grant closing.

1b. Drug-Free Work Place:

Prior to grant approval, the Water District will be required to execute Form AD-1049, "Certification Regarding Drug-Free Workplace Requirements (Grants) Alternative I - For Grantees Other Than Individuals."

2. Repayment Period:

The loan will be scheduled for repayment over a period not to exceed 40 years from the date of the bond. Principal payment will not be deferred for a period in excess of two years from the date of the bond. Payments will be in accordance with applicable KRS, which requires interest to be paid semi-annually (January 1st and July 1st) and principal will be due on or before the first of January. Rural Development may require the Water District to adopt a supplemental payment agreement providing for monthly payments of principal and interest so long as the bond is held or insured by RUS. Monthly payments will be approximate amortized installments.

3. Recommended Repayment Method:

Payments on this loan can be made using the Preauthorized Debit (PAD) payment method. This procedure eliminates the need for paper checks and ensures timely receipt of RD loan payments. To initiate PAD payments, Form SF 5510, "Authorization Agreement for Preauthorized Payments," should be signed by the District to authorize the electronic withdrawal of funds from your designated bank account on the exact installment payment due date. The Area Director will furnish the necessary forms and further guidance on the PAD procedure.

4. Funded Depreciation Reserve Account:

The Water District will be required to deposit \$625 per month into a "Funded Depreciation Reserve Account" until the account reaches \$75,000. The deposits are to be resumed any time the account falls below the \$75,000.

The required monthly deposits to the Reserve Account and required Reserve Account levels are in addition to the requirements of the Water District's prior bond resolutions.

The monthly deposits to the Reserve Account are required to commence with the first month of the first full fiscal year after the facility becomes operational.

5. Security Requirements:

A combined pledge of gross water revenue will be provided in the Bond Resolution. Bonds shall rank on a parity with existing bonds, if possible. If this is not possible, the bond will be subordinate and junior to the existing bonds, in which case the Water District will be required to abrogate its right to issue additional bonds ranking on a parity with the existing bonds, so long as any unpaid indebtedness remains on this bond issue.

6. Land Rights and Real Property:

The Water District will be required to furnish satisfactory title, easements, etc., necessary to install, maintain and operate the facility to serve the intended users. The pipelines will be on private rights-of-way where feasible. Easements and options are to be secured prior to advertising for construction bids.

7. Organization:

The Water District will be legally organized under applicable KRS which will permit them to perform this service, borrow and repay money.

8. Business Operations:

The Water District will be required to operate the system under a well-established set of resolutions, rules and regulations. A budget must be established annually and adopted by the Water District after review by Rural Development. At no later than loan pre-closing, the Water District will be required to furnish a prior approved management plan to include, as a minimum, provisions for management, maintenance, meter reading, miscellaneous services, billing, collecting, bookkeeping, making and delivering required reports and audits.

9. Accounts, Records and Audits:

The Water District will be required to maintain adequate records and accounts and submit annual budgets and year-end reports (annual audits) in accordance with subsection 1780.47 of RUS Instruction 1780 and RUS Staff Instruction 1780-4, a copy of which is enclosed.

10. Accomplish Audits for Years in Which Federal Financial Assistance is Received:

The Water District will accomplish audits in accordance with OMB Circular A-133, during the years in which federal funds are received. The Water District will provide copies of the audits to the Area Office and the appropriate Federal cognizant agency as designated by OMB Circular A-133.

11. Insurance and Bonding:

The following insurance and bonding will be required:

- A. Adequate Liability and Property Damage Insurance including vehicular coverage, if applicable, must be obtained and maintained by the Water District. The Water

District should obtain amounts of coverage as recommended by its attorney, consulting engineer and/or insurance provider.

- B. Worker's Compensation - The Water District will carry worker's compensation insurance for employees in accordance with applicable state laws.
- C. Fidelity Bond - The Water District will provide Fidelity Bond Coverage for all persons who have access to funds. Coverage may be provided either for all individual positions or persons, or through "blanket" coverage providing protection for all appropriate employees and/or officials. The amount of coverage required for all RUS loans is \$354,000.
- D. Real Property Insurance - The Water District will obtain and maintain adequate fire and extended coverage on all structures including major items of equipment or machinery located in the structures. The amounts of coverage should be based on recommendations obtained by the Water District from its attorney, consulting engineer and/or insurance provider. Subsurface lift stations do not have to be covered except for the value of electrical and pumping equipment therein.
- E. Flood Insurance - The Water District will obtain and maintain adequate coverage on any facilities located in a special flood and mudslide prone areas.

12. Planning and Performing Development:

- A. The engineer should not be authorized to commence work on final plans and specifications until a determination has been made that the project can be planned and constructed within the estimated cost shown in paragraph "22" of this letter. The engineer may then proceed to develop final plans and specifications to be completed no later than 210 days from this date, and prepare bid documents. The Area Director is prepared to furnish the necessary guide to follow so as to keep the project plans and documents within our guidelines and requirements. The project should not be advertised for construction bids until all easements and enforceable options have been obtained, and total funds are committed or available for the project.
- B. The following documents will be submitted to Rural Development for review and must be concurred in by Rural Development prior to advertisement for construction bids:
 - 1. Final plans, specifications and bid documents.
 - 2. Applicant's letter on efforts to encourage small business and minority-owned business participation.
 - 3. Legal Service Agreements.
 - 4. Engineering Agreements.

Revision in these documents will be subject to Rural Development concurrence. Any agreements, contracts, etc. not reviewed and approved by Rural Development will not be eligible for payment from project funds or revenues from facilities financed by this Agency.

Prior to receipt of an authorization to advertise for construction bids, the Water District will obtain advance clearance from Bond Counsel regarding compliance with KRS 424 pertaining to publishing of the advertisement for construction bids in local newspapers and the period of time the notice is required to be published.

13. Compliance with Section 504 of the Rehabilitation Act of 1973:

The Water District will be required to comply with Section 504 of the Rehabilitation Act of 1973, as amended (29 U.S.C. 794), in order to make sure no handicapped individual, solely by reason of their handicap, is excluded from participation in the use of the water system, be denied the benefits of the water system, or be subjected to discrimination.

14. Closing Instructions:

The Office of General Counsel, our Regional Attorney, will be required to write closing instructions in connection with this loan. Conditions listed therein must be met by the Water District.

15. Compliance with Special Laws and Regulations:

The Water District will be required to conform with any and all state and local laws and regulations affecting this type project.

16. Treatment Plant/System Operator:

The Water District is reminded that the treatment plant and/or system operator must have an Operator's Certificate issued by the State.

17. Prior to Pre-Closing the Loan, the Water District Will Be Required to Adopt:

- A. Form RUS Bulletin 1780-27, "Loan Resolution (Public Bodies)."
- B. Form RD 400-1, "Equal Opportunity Agreement."
- C. Form RD 400-4, "Assurance Agreement."
- D. Form AD-1047, "Certification Regarding Debarment, Suspension, and Other Responsibility Matters - Primary Covered Transaction."
- E. Form RD 1910-11, "Applicant Certification Federal Collection Policies for Consumer or Commercial Debts."
- F. RD Instruction 1940-Q, Exhibit A-1, "Certification for Contracts, Grants and Loans."

The Water District must offer the opportunity for all residents in the service area to become users of the facilities regardless of race, creed, color, religion, sex, national origin, marital status, physical or mental handicap or level of income.

18. Refinancing and Graduation Requirements:

The Water District is reminded that if at any time it shall appear to the Government that the Water District is able to refinance the amount of the RUS indebtedness then outstanding, in whole or in part, by obtaining a loan from commercial sources at reasonable rates and terms, upon the request of the Government, the Water District will apply for and accept such loan in sufficient amount to repay the Government.

19. Commercial Interim Financing:

The Water District will be required to use commercial interim financing for the project during construction for the RUS loan portion of the financing, if available at reasonable rates and terms.

Before the loan is closed, the Water District will be required to provide Rural Development with statements from the contractor, engineer and attorneys that they have been paid to date in accordance with their contract or other agreements and, in the case of the contractor, that he has paid his suppliers and sub-contractors.

20. Disbursement of Project Funds:

A construction account for the purpose of disbursement of project funds (RUS) will be established by the Water District prior to start of construction. The position of officials entrusted with the receipt and disbursement of RUS project funds will be covered by a "Fidelity Bond," with USDA Rural Development as Co-Obligee, in the amount of construction funds on hand at any one time during the construction phase.

During construction, the Water District shall disburse project funds in a manner consistent with subsection 1780.76 (e) of RUS Instruction 1780. Form RD 1924-18, "Partial Payment Estimate," or similar form approved by Rural Development, shall be used for the purpose of documenting periodic construction estimates, and shall be submitted to Rural Development for review and acceptance. Prior to disbursement of funds by the Water District, the Board of Directors shall review and approve each payment estimate. All bills and vouchers must be approved by Rural Development prior to payment by the Water District.

Form RD 440-11, "Estimate of Funds Needed for 30-Day Period Commencing _____," will be prepared by the Water District and submitted to Rural Development in order that a periodic advance of federal cash may be requested.

Monthly audits of the Water District's construction account records shall be made by Rural Development.

21. Disbursement of Grant Funds:

The RUS funds will be advanced as they are needed in the amount(s) necessary to cover the RUS proportionate share of obligations due and payable by the Water District. Grant funds, upon receipt, must be deposited in an interest bearing account in accordance with 7 CFR part 3016 (as applicable). Interest earned on grant funds in excess of \$100 (as applicable) per year will be submitted to RUS at least quarterly.

22. Cost of Facility:

Breakdown of Costs:

Development	\$ 1,660,000
Land and Rights	30,000
Legal and Administrative	20,000
Engineering	240,000
Interest	20,000
Contingencies	<u>130,000</u>
TOTAL	\$ 2,100,000

Financing:

RUS Loan	\$ 1,350,000
RUS Grant	650,000
Applicant Contribution	<u>100,000</u>
TOTAL	\$ 2,100,000

23. Debt Collection Improvement Act (DCIA) of 1996:

The Debt Collection Improvement Act (DCIA) of 1996 requires that all federal payments after January 1, 1999, must be made by Electronic Funds Transfer/Automated Clearing House (EFT/ACH). Borrowers receiving payments by EFT will have funds directly deposited to a specified account at a financial institution with funds being available to the recipient on the date of payment. The borrower should complete Form SF-3881, "Electronic Funds Transfer Payment Enrollment Form," for each account where funds will be electronically received. The completed form(s) must be received by Rural Development at least thirty (30) days prior to the first advance of funds.

24. Use of Remaining Project Funds:

The applicant contribution shall be considered as the first funds expended. After providing for all authorized costs, any remaining project funds will be considered to be RUS grant funds and refunded in proportion to participation in the project. If the amount of unused grant funds exceeds the grants, that part would be RUS loan funds.

25. Rates and Charges:

Rates and charges for facilities and services rendered by the Water District must be at least adequate to meet cost of maintaining, repairing and operating the water system and meeting required principal and interest payments and the required deposits to debt service and/or depreciation reserve.

Water rates will be at least:

Residential:

First	1,500	gallons @ \$	13.90 - Minimum Bill.
Next	8,500	gallons @ \$	6.15 - per 1,000 gallons.
Next	40,000	gallons @ \$	5.07 - per 1,000 gallons.
Next	100,000	gallons @ \$	4.23 - per 1,000 gallons.
All Over	150,000	gallons @ \$	3.39 - per 1,000 gallons.

3/4" Meter:

First	3,000	gallons @ \$	23.61 - Minimum Bill.
Next	7,000	gallons @ \$	6.15 - per 1,000 gallons.
Next	40,000	gallons @ \$	5.07 - per 1,000 gallons.
Next	100,000	gallons @ \$	4.23 - per 1,000 gallons.
All Over	150,000	gallons @ \$	3.39 - per 1,000 gallons.

1" Meter:

First	5,000	gallons @ \$	36.42 - Minimum Bill.
Next	5,000	gallons @ \$	6.15 - per 1,000 gallons.
Next	40,000	gallons @ \$	5.07 - per 1,000 gallons.
Next	100,000	gallons @ \$	4.23 - per 1,000 gallons.
All Over	150,000	gallons @ \$	3.39 - per 1,000 gallons.

1 1/2" Meter:

First	10,000	gallons @ \$	73.23 - Minimum Bill.
Next	40,000	gallons @ \$	5.07 - per 1,000 gallons.
Next	100,000	gallons @ \$	4.23 - per 1,000 gallons.
All Over	150,000	gallons @ \$	3.39 - per 1,000 gallons.

2" Meter:

First	16,000	gallons @ \$	105.14 - Minimum Bill.
Next	34,000	gallons @ \$	5.07 - per 1,000 gallons.
Next	100,000	gallons @ \$	4.23 - per 1,000 gallons.
All Over	150,000	gallons @ \$	3.39 - per 1,000 gallons.

3" Meter:

First	30,000	gallons @ \$	203.49 - Minimum Bill.
Next	20,000	gallons @ \$	5.07 - per 1,000 gallons.
Next	100,000	gallons @ \$	4.23 - per 1,000 gallons.
All Over	150,000	gallons @ \$	3.39 - per 1,000 gallons.

4" Meter:

First	50,000	gallons @ \$	310.87 - Minimum Bill.
Next	100,000	gallons @ \$	4.23 - per 1,000 gallons.
All Over	150,000	gallons @ \$	3.39 - per 1,000 gallons.

6" Meter:

First	100,000	gallons @ \$	577.06 - Minimum Bill.
Next	50,000	gallons @ \$	4.23 - per 1,000 gallons.
All Over	150,000	gallons @ \$	3.39 - per 1,000 gallons.

8" Meter:

First	160,000	gallons @ \$	873.04 - Minimum Bill.
All Over	160,000	gallons @ \$	3.39 - per 1,000 gallons.

10" Meter:

First	550,000	gallons @ \$	2,224.46 - Minimum Bill.
All Over	550,000	gallons @ \$	3.39 - per 1,000 gallons.

Wholesale rate - City of Caneyville = \$1.81 per 1,000 gallons.

26. Water Purchase Contract:

The Water District will submit a Water Purchase Contract for approval by Rural Development before advertising for construction bids. If the contract is not on Form RD 442-30, "Water Purchase Contract," the contract will require approval by our Regional Attorney. The contract must meet the requirements of subsection 1780.62 of RUS Instruction 1780.

27. Floodplain Construction:

The Water District will be required to pass and adopt a Resolution or amend its By-Laws whereby the Water District will deny any water service to any future customer wishing to build on or develop property located within a designated floodplain. If a customer or developer requests service for construction in a designated floodplain, the customer or developer must provide evidence and a justification for approval by the Water District and Rural Development officials that there are no other alternatives to construction or development within the designated floodplain. The community must be a participant in the National Flood Insurance Program (NFIP) and the customer or developer must obtain the required permits prior to the tap on restrictions being waived.

28. Water Withdrawal Permit:

The Water District will be required to obtain satisfactory evidence that a revised water withdrawal permit has been secured from the Division of Water. The permit must be obtained prior to the commencement of construction on the water project.

29. Mitigation Measures:

- A. The project shall be in compliance with all requirements noted in the Kentucky Department for Local Government letter dated February 2, 2004, from Mr. Ronald A. Cook, Manager.
- B. The design and construction shall be in compliance with the requirements of the U.S. Fish and Wildlife Service as requested by letter dated February 3, 2004, and signed by Virgil Lee Andrews, Jr., Field Supervisor.
- C. The line design and construction shall be accomplished in a way that will leave flood plains and farmland without affect after construction is complete. The Army Corps of Engineers Nationwide Permit No. 12 applies to all floodplain and wetland utility line construction.
- D. The design and construction shall be in compliance with all local, state and federal environmental statutes, regulations and executive orders applicable to the project.

30. Final Approval Conditions:

Final approval of this assistance will depend on your willingness, with the assistance of all your co-workers, to meet the conditions of this letter in an orderly and systematic manner. Then too, final approval will depend on funds being available.

If you desire to proceed with your application, the Area Director will allot a reasonable portion of time to provide guidance in application processing.

Sincerely,


KENNETH SLONE
State Director

Enclosures

- cc: Area Director - Columbia, Kentucky
- Rural Development Manager - Elizabethtown, Kentucky
- Lincoln Trail ADD - Elizabethtown, Kentucky
- Thomas Goff - Leitchfield, Kentucky
- ✓ ~~Harper, Ferguson & Davis~~ - Louisville, Kentucky *Rubin + Harper*
- Cann-Tech LLC- Lawrenceburg, Kentucky
- PSC - ATTN: Bob Amato - Frankfort, Kentucky



United States Department of Agriculture
Rural Development
Kentucky State Office

AUG 24 2005

August 18, 2005

Mr. Edwin Nichols, Chairman
Grayson County Water District
P.O. Box 217
Leitchfield, Kentucky 42755

Re: Letter of Conditions Dated January 19, 2005

Dear Mr. Nichols:

This letter shall serve as Amendment No. 1 to the Letter of Conditions dated January 19, 2005. The purpose of this amendment is to (1) revise the rates and charges; (2) revise the total cost of the proposed project due to a construction bid overrun; (3) revise other funding requirements; and (4) revise the Civil Rights and EEO Statement.

The Second Paragraph on Page 1 is revised to read as follows:

“ This letter is not to be considered as loan and/or grant approval or as a representation as to the availability of funds. The docket may be completed on the basis of a RUS loan not to exceed \$1,350,000, a RUS grant not to exceed \$650,000, a Kentucky Infrastructure Authority (KIA) Tobacco Development Fund grant of \$400,000 and an applicant contribution of \$100,000. ”

Paragraph numbered “13” is revised to read as follows:

“ 13. Civil Rights & Equal Opportunity:

You should be aware of and will be required to comply with other federal statute requirements including but not limited to:

A. Section 504 of the Rehabilitation Act of 1973:

Under Section 504 of the Rehabilitation Act of 1973, as amended (29 U.S.C. 794), no handicapped individual in the United States shall, solely by reason of their handicap, be excluded from participation in, be denied the benefits of, or be subjected to discrimination under any program or activity receiving Rural Development financial assistance.

B. Civil Rights Act of 1964:

All borrowers are subject to, and facilities must be operated in accordance with, Title VI of the Civil Rights Act of 1964 (42 U.S.C. 2000d et seq.) and Subpart E of Part 1901 of this Title, particularly as it relates to conducting and reporting of compliance reviews. Instruments of conveyance for loans and/or grants subject to the Act must contain the covenant required by paragraph 1901.202(e) of this Title.

C. The Americans with Disabilities Act (ADA) of 1990:

This Act (42 U.S.C. 12101 et seq.) prohibits discrimination on the basis of disability in employment, state and local government services, public transportation, public accommodations, facilities, and telecommunications. Title II of the Act applies to facilities operated by state and local public entities that provide services, programs, and activities. Title III of the Act applies to facilities owned, leased, or operated by private entities that accommodate the public.

D. Age Discrimination Act of 1975:

This Act (42 U.S.C. 6101 et seq.) provides that no person in the United States shall, on the basis of age, be excluded from participation in, be denied the benefits of, or be subjected to discrimination under any program or activity receiving federal financial assistance.

Rural Development financial programs must be extended without regard to race, color, religion, sex, national origin, marital status, age, or physical or mental handicap. ”

Paragraph numbered "22" is revised to read as follows:

“ 22. Cost of Facility:

Breakdown of Costs:

Development	\$ 2,041,100
Land and Rights	8,500
Legal and Administrative	10,000
Engineering	282,100
Interest	20,000
Contingencies	<u>138,300</u>
TOTAL	\$ 2,500,000

Financing:

RUS Loan	\$ 1,350,000
RUS Grant	650,000
KIA Tobacco Development Fund Grant	400,000
Applicant Contribution	<u>100,000</u>
TOTAL	\$ 2,500,000 ”

Paragraph numbered “24” is revised to read as follows:

“ 24. Use of Remaining Project Funds:

The applicant contribution shall be considered as the first funds expended. After providing for all authorized costs, any remaining project funds will be considered to be RUS/KIA Tobacco Development Fund grant funds and refunded in proportion to participation in the project. If the amount of unused grant funds exceeds the grants, that part would be RUS loan funds. ”

Paragraph numbered “25” is revised to read as follows:

“ 25. Rates and Charges:

Rates and charges for facilities and services rendered by the Water District must be at least adequate to meet cost of maintaining, repairing and operating the utility system and meeting required principal and interest payments and the required deposits to debt service and/or depreciation reserve.

Water rates will be at least:

5/8” Meter:

First	1,500	gallons @ \$	13.06 - Minimum Bill.
Next	8,500	gallons @ \$	6.69 - per 1,000 gallons.
Next	40,000	gallons @ \$	6.00 - per 1,000 gallons.
Next	100,000	gallons @ \$	5.31 - per 1,000 gallons.
All Over	150,000	gallons @ \$	4.63 - per 1,000 gallons.

3/4” Meter:

First	3,000	gallons @ \$	23.10 - Minimum Bill.
Next	7,000	gallons @ \$	6.69 - per 1,000 gallons.
Next	40,000	gallons @ \$	6.00 - per 1,000 gallons.
Next	100,000	gallons @ \$	5.31 - per 1,000 gallons.
All Over	150,000	gallons @ \$	4.63 - per 1,000 gallons.

1” Meter:

First	5,000	gallons @ \$	36.48 - Minimum Bill.
Next	5,000	gallons @ \$	6.69 - per 1,000 gallons.
Next	40,000	gallons @ \$	6.00 - per 1,000 gallons.
Next	100,000	gallons @ \$	5.31 - per 1,000 gallons.
All Over	150,000	gallons @ \$	4.63 - per 1,000 gallons.

1 1/2” Meter:

First	10,000	gallons @ \$	69.93 - Minimum Bill.
Next	40,000	gallons @ \$	6.00 - per 1,000 gallons.
Next	100,000	gallons @ \$	5.31 - per 1,000 gallons.
All Over	150,000	gallons @ \$	4.63 - per 1,000 gallons.

2" Meter:

First	16,000	gallons @ \$	105.93 - Minimum Bill.
Next	34,000	gallons @ \$	6.00 - per 1,000 gallons.
Next	100,000	gallons @ \$	5.31 - per 1,000 gallons.
All Over	150,000	gallons @ \$	4.63 - per 1,000 gallons.

3" Meter:

First	30,000	gallons @ \$	189.93 - Minimum Bill.
Next	20,000	gallons @ \$	6.00 - per 1,000 gallons.
Next	100,000	gallons @ \$	5.31 - per 1,000 gallons.
All Over	150,000	gallons @ \$	4.63 - per 1,000 gallons.

4" Meter:

First	50,000	gallons @ \$	309.93 - Minimum Bill.
Next	100,000	gallons @ \$	5.31 - per 1,000 gallons.
All Over	150,000	gallons @ \$	4.63 - per 1,000 gallons.

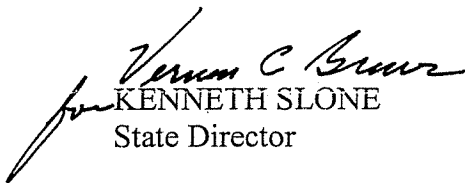
6" Meter:

First	100,000	gallons @ \$	575.43 - Minimum Bill.
Next	50,000	gallons @ \$	5.31 - per 1,000 gallons.
All Over	150,000	gallons @ \$	4.63 - per 1,000 gallons.

The Water District will charge rates to its wholesale customers according to their existing and/or amended water purchase contracts. ”

All other provisions of the referenced Letter of Conditions remain in full force and unchanged.

Sincerely,


 KENNETH SLONE
 State Director

- cc: Area Director - Columbia, Kentucky
- Rural Development Manager - Elizabethtown, Kentucky
- Lincoln Trail ADD - Elizabethtown, Kentucky
- Thomas Goff - Leitchfield, Kentucky
- ✓Rubin and Hays - Louisville, Kentucky
- Cann-Tech LLC - Lawrenceburg, Kentucky
- PSC - ATTN: Bob Amato - Frankfort, Kentucky



**United States Department of Agriculture
Rural Development**
Kentucky State Office

August 17, 2005

SUBJECT: Grayson County Water District
Project 15- Water Expansion
Contract Award Concurrence

TO: Area Director
Columbia, Kentucky

Based on the bids received and the recommendation of the consulting engineer, Rural Development concurs in the award of subject contract to the recommended bidder on Contract 1, Pittsburg Tank and Tower, in the amount of \$708,700, on Contract 2, Laurel Construction, in the amount of \$396,000, on Contract 3, Pittsburg Tank and Tower, in the amount of \$307,100, and Contract 4, Horsley Construction, Inc., in the amount of \$629,279.24.

If you have any questions, please contact Julie Anderson, State Engineer, at (859) 224-7348.


KENNETH SLONE
State Director
Rural Development

cc: Cann-Tech, L.L.C.
Lawrenceburg, Kentucky

~~Randy Jones~~
Louisville, Kentucky

771 Corporate Drive • Suite 200 • Lexington, KY 40503
Phone: (859) 224-7300 • Fax: (859) 224-7425 • TDD: (859) 224-7422 • Web: <http://www.rurdev.usda.gov/ky>

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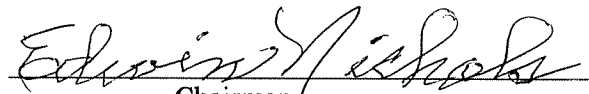
**CERTIFICATE OF CHAIRMAN OF THE GRAYSON COUNTY WATER DISTRICT,
AS TO STATEMENT REQUIRED BY SECTION 1(5)(a) OF 807 KAR 5:069**

I, Edwin Nichols, hereby certify that I am the duly qualified and acting Chairman of the Grayson County Water District, and that said District is in the process of arranging to finance the construction of extensions, additions and improvements to the water system of the District (the "Project"), in cooperation with Cann-Tech, LLC, Lawrenceburg, Kentucky, the Engineers for the District (the "Engineers").

Based on information furnished to me by said Engineers for the District, I hereby certify as follows:

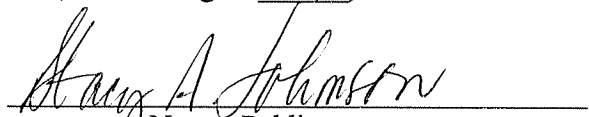
1. That the proposed plans and specifications for the Project have been designed to meet the minimum construction and operating requirements set out in 807 KAR 5:066 Section 4(3) and (4); Section 5(1); Sections 6 and 7; Section 8(1) through (3); Section 9(1) and Section 10.
2. That all other state approvals and/or permits have already been obtained.
3. That the existing rates of the District are contemplated to produce total revenue requirements set out in the Engineering Reports prepared by such Engineers and filed with the Public Service Commission.
4. That it is now contemplated that construction of the Project will begin on or about October 1, 2005, and will end on or about July 1, 2006.

IN TESTIMONY WHEREOF, witness my signature this August 29, 2005.


Chairman
Grayson County Water District

STATE OF KENTUCKY)
) SS
COUNTY OF GRAYSON)

Subscribed and sworn to before me by Edwin Nichols, Chairman of the Board of Commissioners of the Grayson County Water District, on this August 29, 2005.


Notary Public
In and For Said State and County