

Jim Bruce  
HCWD1  
General Manager

From: Koessel, Brian DLA CIV ENERGY [<mailto:Brian.Koessel@dla.mil>]  
Sent: Tuesday, March 29, 2011 11:56 AM  
To: Jim Bruce; Brett Pyles; Preston Pendley; Jim Smith; <<mailto:David.Hackworth@CH2M.com>>  
David.Hackworth@CH2M.com<<mailto:David.Hackworth@CH2M.com>>  
Cc: Rivera, Taina DLA CIV ENERGY  
Subject: Fort Knox, KY / SP0600-08-R-0803 / FPR Info Request

Mr. Bruce,

DLA Energy is preparing its request for a Final Proposal Revision (FPR) from HCWD1. The request for a FPR will be accompanied by a negotiation message, identifying the remaining open issues. The remaining open issues are predominantly clarifications and requests for additional information pertaining to responses already provided by HCWD1. To assist in our planning, I would like to request an estimate of how much time HCWD1 will require to prepare and submit its FPR. The Government hopes that three weeks will be sufficient.

Regards,

Brian J. Koessel  
Branch Chief/Contracting Officer  
Energy Enterprise BU  
DLA Energy-EFA  
P: (703) 767-1595 (DSN 427)  
F: (703) 767-2382  
[Brian.Koessel@dla.mil](mailto:Brian.Koessel@dla.mil)<<mailto:Brian.Koessel@dla.mil>>

## Jim Bruce

---

**From:** Jim Smith [JSmith@lwcky.com]  
**Sent:** Thursday, June 16, 2011 1:55 PM  
**To:** Jim Bruce  
**Cc:** Andrea Palmer; Jo Ann McGee  
**Subject:** RE: Fort Knox, KY / SP0600-08-R-0803 / FPR Info Request

Jim,

Sorry we had to cancel tomorrow's lunch meeting. Jo Ann has carved out time on Greg's calendar for next Tues, June 21, if you are available. If this will work, please let Jo Ann or I know. I suggest we meet at your office as I was unable to find an appropriate lunch location on Dixie Hwy in southern Jefferson County. Including travel time we should be able to make it to your office by noon. Hope things are going well.

Thanks,  
Jim

**From:** Jim Bruce [mailto:jbruce@hcwd.com]  
**Sent:** Thursday, June 16, 2011 9:29 AM  
**To:** Jim Smith  
**Subject:** FW: Fort Knox, KY / SP0600-08-R-0803 / FPR Info Request

**From:** Jim Bruce  
**Sent:** Thursday, June 16, 2011 9:19 AM  
**To:** 'Jo Ann McGee'  
**Cc:** Andrea Palmer  
**Subject:** RE: Fort Knox, KY / SP0600-08-R-0803 / FPR Info Request

Jo Ann;

I will be out of office on vacation from 6/28 ~ 7/7. If you need to check my calendar, can call Andrea at our office or email her at;

[Apalmer@hcwd.com](mailto:Apalmer@hcwd.com)

Thanks

Jim Bruce  
HCWD1  
(270-351-3222)

**From:** Jo Ann McGee [mailto:jmcgee@lwcky.com]  
**Sent:** Tuesday, May 24, 2011 10:26 AM  
**To:** Jim Bruce  
**Cc:** Jim Smith  
**Subject:** RE: Fort Knox, KY / SP0600-08-R-0803 / FPR Info Request

Thanks for your prompt reply. I will ask Jim Smith to identify lunch location for us.



Jo Ann

**From:** Jim Bruce [mailto:jbruce@hcwd.com]  
**Sent:** Tuesday, May 24, 2011 8:46 AM  
**To:** Jo Ann McGee  
**Cc:** Andrea Palmer  
**Subject:** RE: Fort Knox, KY / SP0600-08-R-0803 / FPR Info Request

Jo Ann;

That is fine with my schedule. Will get with Jim to confirm. As for location, I am not familiar with places on S. Dixie to meet or eat, so you will have to pick

Thanks,

Jim Bruce

**From:** Jo Ann McGee [mailto:jmcgee@lwcky.com]  
**Sent:** Tuesday, May 24, 2011 8:53 AM  
**To:** Jim Bruce  
**Subject:** RE: Fort Knox, KY / SP0600-08-R-0803 / FPR Info Request

Mr. Bruce,

Greg has asked me to move this meeting out a few weeks (due to another pressing deadline we are working on), so, I'm now looking at Friday, June 17 at 11:30 for a lunch meeting. Jim Smith said he would touch base with you on this new date and time to make certain you are available and he will also discuss possible meeting location on Dixie with you.

Sorry for this delay.

Jo Ann

**From:** Jim Bruce [mailto:jbruce@hcwd.com]  
**Sent:** Wednesday, May 18, 2011 3:57 PM  
**To:** Jo Ann McGee  
**Subject:** RE: Fort Knox, KY / SP0600-08-R-0803 / FPR Info Request

OK

Jim

**From:** Jo Ann McGee [mailto:jmcgee@lwcky.com]  
**Sent:** Wednesday, May 18, 2011 2:38 PM  
**To:** Jim Bruce  
**Subject:** RE: Fort Knox, KY / SP0600-08-R-0803 / FPR Info Request

Mr. Bruce,

I will check with Greg and Jim Brammel and Jim Smith on meeting location. I believe south Dixie will work, but I will confirm as soon as I talk with Jim B and Jim S and Greg.

Thanks

Jo Ann

**From:** Jim Bruce [mailto:jbruce@hcwd.com]  
**Sent:** Tuesday, May 10, 2011 1:25 PM  
**To:** Jo Ann McGee  
**Subject:** RE: Fort Knox, KY / SP0600-08-R-0803 / FPR Info Request

Jo Ann;

Time and date works good. Did Greg want to meet on South Dixie to be able to look at possible connection and pump station site? If not, I do not mind coming up to your office. Also, did I need to bring our engineer or anyone besides just me?

Thanks

Jim Bruce

**From:** Jo Ann McGee [mailto:jmcgee@lwcky.com]  
**Sent:** Friday, May 06, 2011 8:50 AM  
**To:** Jim Bruce  
**Subject:** FW: Fort Knox, KY / SP0600-08-R-0803 / FPR Info Request

Mr. Bruce,

Are you available on Tuesday, May 31 at 11:30 a.m. – 12:30 p.m. to meet with Greg Heitzman, Jim Smith and Jim Brammell? If so, do you have a preferred location on Dixie for the lunch time meeting?

Thanks,

Jo Ann McGee

**From:** Greg Heitzman  
**Sent:** Thursday, May 05, 2011 5:54 PM  
**To:** Jim Bruce  
**Cc:** Jim Smith; Jim Brammell; Jo Ann McGee  
**Subject:** RE: Fort Knox, KY / SP0600-08-R-0803 / FPR Info Request

Jim: I will ask Jo Ann to get us a 1 hour mtg to meet in late May. Me, You, Jim Smith. Feel free to bring Bret. I also want to bring Jim Brammell, our Chief Engineer, into the loop on this project. We can meet out off Dixie for lunch, if that will help travel time for everyone.

My major concern is to move forward on the \$4.5M KY ED grant, in parallel with privatization, get base bid 16" or 20" transmission under design, with alternate bid scope scenario to upsize to 24". I agree we can design BPS to add pump capacity later. LWC can assist with financing if needed.

I think if we move on this approach, it will actually put some pressure on Ft Knox to push for a decision from DLA, knowing we are moving.

We need to get a bid on the street in next 3-5 months, as I expect inflation will be kicking in after July 2011, as Fed begins to lift QE2. We can ask for prices to be held 90 days, so we don't have to make final decision to build till as late as

December, but can pull the trigger if needed. We are beginning to see some construction inflation, especially for materials creep back into bid prices. Before long, we may find \$4.5M will not cover the costs of the transmission, storage and BPS.

Greg C. Heitzman  
President & CEO  
Louisville Water Company

**From:** Jim Bruce [mailto:jbruce@hcwd.com]  
**Sent:** Thursday, May 05, 2011 2:14 AM  
**To:** Greg Heitzman  
**Subject:** RE: Fort Knox, KY / SP0600-08-R-0803 / FPR Info Request

Greg;

I would welcome chance to sit down with you and talk about that prospect. We will also bring up again with DLA on conference call today. As you may recall, the integration of LWC supply was basis for our alternate proposal in 2008, which Govt rejected. We again brought up during our face to face negotiations in December, and DLA said they are not authorized to include commodity contracts with privatization efforts, but that the commodity supply would be handled by local FK contracting office.

My goal and challenge presently is to convince my Board to execute the LWC purchased water agreement, so we can begin final design on the facility. Once that process begins, and final design parameters are being set, I thought that was best time to go to Govt contracting and let them know that if we need to upsize facilities for FK benefit, this is best time to do that. We could then see if they were ready and serious to secure the off post supply, or if they would wait until later to find funding to do that.

Jim and I talked about at the least sizing and bidding the facilities in two alternates, 1 for quantity just for HCWD1 needs, and the other for both HCWD1 and FK needs. Regardless of the constructed size, I think we need to make pump station scalable to add FK demand later. Last year, HDR, Jim and myself picked a site on Govt property which is near confluence of FK 24 inch and HCWD1 14 inch mains, which if placed there, gives max flexibility for routing LWC water to both systems.

I will be out for week in May, but can meet most anytime other than that week. Will let Jim know my schedule

Look forward to meeting with you

Jim Bruce

-----Original Message-----

From: Greg Heitzman [mailto:gheitzman@lwcky.com]  
Sent: Wed 5/4/2011 9:37 PM  
To: Jim Bruce  
Cc: Jim Smith  
Subject: Re: Fort Knox, KY / SP0600-08-R-0803 / FPR Info Request

Jim, at your convenience, I would like to meet at discuss how we integrate the \$4.5 transmission grant from KY Economic Development into the privatization project, so we maximize the value of both. I'll ask Jim Smith to coordinate a time in next few weeks.

Hope we can bring this next round to closure. I think I recall back then you told me to expect a 3 year process, even though they said they wanted a contract by Dec 2008!

Hard to believe, but it has been 3 years since the first REI!

Thanks.

Greg Heitzman  
President  
Louisville Water Company  
Celebrating 150 Years of Service

On May 4, 2011, at 10:49 AM, "Jim Smith" <JSmith@lwcky.com<<mailto:JSmith@lwcky.com>>> wrote:

Fyi. Negotiations are underway again for Ft Knox.

From: Jim Bruce [<mailto:jbruce@hcwd.com>]

Sent: Tuesday, May 03, 2011 3:21 PM

To: Koessel, Brian DLA CIV ENERGY; <<mailto:Taina.Rivera@dla.mil>> Taina.Rivera@dla.mil<<mailto:Taina.Rivera@dla.mil>>

Cc: Preston Pendley; Brett Pyles; David.Hackworth@CH2M.com<<mailto:David.Hackworth@CH2M.com>>; Jim Smith

Subject: RE: Fort Knox, KY / SP0600-08-R-0803 / FPR Info Request

Mr Koessel;

A conference call Thursday at 11AM will work for us. Our questions are more of process and timing, and sequence of getting final questions from Govt before finalizing FPR or submitting FPR and then getting another round of questions / information requests. Also would help to know nature of final questions an information requests to know how much resources or time responding to those will take, before starting on FPR. Should take 30 minutes or less to go over our questions and get clarification.

Please send meeting invite information.

Thank You

Jim Bruce

General Manager

HCWD1

From: Koessel, Brian DLA CIV ENERGY [<mailto:Brian.Koessel@dla.mil>]

Sent: Monday, May 02, 2011 5:59 PM

To: Jim Bruce

Cc: Jim Smith; Brett Pyles; Preston Pendley; David.Hackworth@CH2M.com<<mailto:David.Hackworth@CH2M.com>>; Rivera, Taina DLA CIV ENERGY

Subject: RE: Fort Knox, KY / SP0600-08-R-0803 / FPR Info Request

Mr. Bruce,

I apologize for the delay in my response. I have arranged a conference line on Thursday at 11ET for our discussion. If this time is convenient for you, please let me know and I will send out a meeting invite. The Government looks forward to discussing any questions that you and your team may have. To better prepare ourselves, are these questions that will require the participation of the technical and pricing folks or are the questions general in nature? Again, I apologize for not returning your inquiry sooner.

Regards,

Brian J. Koessel

Branch Chief/Contracting Officer

Energy Enterprise BU

DLA Energy-EFA

(703) 767-1595 (DSN 427)

From: Jim Bruce [<mailto:jbruce@hcwd.com>]

Sent: Thursday, April 28, 2011 8:33 AM

To: Koessel, Brian DLA CIV ENERGY; Rivera, Taina DLA CIV ENERGY; Gray, Martha A DLA CIV ENERGY

Cc: Jim Smith; Brett Pyles; Preston Pendley; <<mailto:David.Hackworth@CH2M.com>>

David.Hackworth@CH2M.com<<mailto:David.Hackworth@CH2M.com>>

Subject: RE: Fort Knox, KY / SP0600-08-R-0803 / FPR Info Request

Mr. Koessel;

Our team did discuss your request on a conference call referenced in our 30-March email below. We had left you a voice message on 1-April requesting a conference call with you as we had a few questions before we could provide a response to your 29-March request. A couple weeks later, I had left another voice message with you to see if we could schedule the conference call.

We had not heard any response, possibly because your voice messaging was not working, or you had been traveling or working on

other deadlines. We wanted to provide this email to request a conference call to hopefully answer our few questions, and provide a response on the FPR submittal timing.

We look forward to hearing back from you

Thank You

Jim Bruce  
HCWD1

\*\*\*\*\*

Mr Koessel;

Thank you for the update and request for response. Our team has a meeting scheduled this Friday and we will be able to respond to your question about timing on Friday. We look forward to further dialogue in the future.

Thank You

Jim Bruce  
HCWD1  
General Manager

From: Koessel, Brian DLA CIV ENERGY [<mailto:Brian.Koessel@dla.mil>]  
Sent: Tuesday, March 29, 2011 11:56 AM  
To: Jim Bruce; Brett Pyles; Preston Pendley; Jim Smith; <<mailto:David.Hackworth@CH2M.com>>  
David.Hackworth@CH2M.com<<mailto:David.Hackworth@CH2M.com>>  
Cc: Rivera, Taina DLA CIV ENERGY  
Subject: Fort Knox, KY / SP0600-08-R-0803 / FPR Info Request

Mr. Bruce,

DLA Energy is preparing its request for a Final Proposal Revision (FPR) from HCWD1. The request for a FPR will be accompanied by a negotiation message, identifying the remaining open issues. The remaining open issues are predominantly clarifications and requests for additional information pertaining to responses already provided by HCWD1. To assist in our planning, I would like to request an estimate of how much time HCWD1 will require to prepare and submit its FPR. The Government hopes that three weeks will be sufficient.

Regards,

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Energy Enterprise BU  
DLA Energy-EFA  
P: (703) 767-1595 (DSN 427)  
F: (703) 767-2382  
[Brian.Koessel@dla.mil](mailto:Brian.Koessel@dla.mil)<<mailto:Brian.Koessel@dla.mil>>

## Jim Bruce

---

**From:** Jim Bruce  
**Sent:** Friday, June 17, 2011 2:35 PM  
**To:** 'Jim Smith'; 'David.Hackworth@CH2M.com'  
**Cc:** Preston Pendley; Brett Pyles; Scott Schmuck  
**Subject:** FW: Request for Clarifications / SP0600-08-R-0803 / Fort Knox, KY / HCWD1

**Importance:** High

David – Please set up a conf call next week so the team can discuss these items

Thanks

**From:** Koessel, Brian DLA CIV ENERGY [mailto:Brian.Koessel@dla.mil]  
**Sent:** Friday, June 17, 2011 2:22 PM  
**To:** Jim Bruce; Brett Pyles; Preston Pendley; David.Hackworth@CH2M.com; Jim Smith  
**Cc:** Rivera, Taina DLA CIV ENERGY  
**Subject:** Request for Clarifications / SP0600-08-R-0803 / Fort Knox, KY / HCWD1  
**Importance:** High

Mr. Bruce,

During its review of HCWD1's final proposal revision (FPR), the Government identified the following items for which it requires clarification:

- 1) Volume I, Attachment I-4, ISDC #8 – Muldraugh High Lift Pump Station: Request clarification regarding the inclusion of item 7 of the scope of work. The Government does not believe this is necessary for an EPDM roof.
- 2) Volume III, Exhibit III-4, Subcontract Goals Meet Government Goals: Line 2 (23%) in the exhibit does not reflect the percentage identified in line 1 (25%). Additionally, line 3 (VOSB + SDVOSB – 7%) does not reflect the adjustment to the proposed percentages (VOSB – 7%, SD-VOSB – 3%) identified in Part 1 of the Small Business Subcontracting Plan. The Government requests that these errors/typos be corrected and a revised page III-10 be resubmitted in .pdf format.
- 3) Volume IV, Table IV-3, Renewals and Replacement Costs and Residual Values, 2" Distribution Pipe – Transite (Replaced with C-900/PVC sch 80): The -\$2.00 cost included in this table for 2013 appears to be an error. The supporting spreadsheet (Proposal—Base\_6-1-11—Protected, Tab "3. R&R—50 yr Sched" Cell "D186") appears to have a cell reference error. The Government requests that this error/typo be corrected and the supporting spreadsheet be resubmitted. Please also resubmit the corrected Table IV-3 (i.e. page IV-26) in .pdf format.
- 4) Volume IV, Table IV-5, ISDC Schedule, Van Voorhis Pump House (Rehab): The \$9.00 cost included in this table appears to be an error. The supporting spreadsheet (Proposal—Base\_6-1-11—Protected, Tab "5. ISDCs" Cell "E42") appears to have a cell reference or formulaic error. The Government requests that this error/typo be corrected and the supporting spreadsheet be resubmitted. Please also resubmit the corrected Table IV-5 (i.e. page IV-38) in .pdf format.
- 5) Volume IV, Attachment IV-3, ISDC #8 – Muldraugh High Lift Pump Station: Requests clarification regarding whether a cost is included for the effort associated with item 7 of the scope of work in the lump sum price for the new roof. The Government does not believe this is necessary for an EPDM roof.
- 6) The Government requests that HCWD1 resubmit its clarified supporting spreadsheets as unprotected.

7) In addition to the revised .pdf pages requested above, the Government also requests that HCWD1 submit MS Word versions of its clarified FPR.

Additionally, an administrative issue was identified as well. Section K of the solicitation identifies the NAICS code applicable to this acquisition as 221310 (Water Supply and Irrigation Systems). HCWD1's CCR registration does not identify NAICS code 221310 as part of the goods/services that it provides. The Government requests that HCWD1 update its CCR registration to include NAICS code 221310 and revise its representations and certifications in ORCA and then resubmit in .pdf format. Also, while not directly related to this acquisition, it might be advisable for HCWD1 to also update its CCR registration to include NAICS code 221320 (Sewage Treatment Facilities), as it currently provides those services to Fort Knox under an existing contract.

It is not necessary for HCWD1 to provide clarified/revised hard copies of its FPR. The clarified/revised versions of the FPR should be provided on CD with replacement sheets for the affected pages. Your response is requested as soon as practicable so that our evaluation may be completely promptly. Please contact Taina and/or me with any questions you may have regarding this request. I will be out of the office next week, and will return on June 27.

Regards,

**Brian J. Koessel**  
Branch Chief/Contracting Officer  
Energy Enterprise BU  
DLA Energy-EFA  
P: (703) 767-1595 (DSN 427)  
F: (703) 767-2382  
[Brian.Koessel@dla.mil](mailto:Brian.Koessel@dla.mil)

## Jim Bruce

---

**From:** David.Hackworth@CH2M.com  
**Sent:** Friday, June 17, 2011 2:56 PM  
**To:** Jim Bruce; JSmith@lwcky.com  
**Cc:** Preston Pendley; Brett Pyles; Scott Schmuck; Dave.Gray@CH2M.com  
**Subject:** RE: Request for Clarifications / SP0600-08-R-0803 / Fort Knox, KY / HCWD1

I can set up a call for Monday..... It looks like most of the changes are very minor, which is good..

Dave Gray will be leaving town after Wed, there we need to get a revised quote from Judy for ISDC#8 without item 7 (gravel with hot asphalt) on Monday or Tues...

We can take care of the remaining items, but need HCWD1 to revise the ORCA per DESCs instructions

Regards

David

**From:** Jim Bruce [mailto:jbruce@hcwd.com]  
**Sent:** Friday, June 17, 2011 2:35 PM  
**To:** Jim Smith; Hackworth, David/LOU  
**Cc:** Preston Pendley; Brett Pyles; Scott Schmuck  
**Subject:** FW: Request for Clarifications / SP0600-08-R-0803 / Fort Knox, KY / HCWD1  
**Importance:** High

David – Please set up a conf call next week so the team can discuss these items

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**From:** Koessel, Brian DLA CIV ENERGY [mailto:Brian.Koessel@dla.mil]  
**Sent:** Friday, June 17, 2011 2:22 PM  
**To:** Jim Bruce; Brett Pyles; Preston Pendley; David.Hackworth@CH2M.com; Jim Smith  
**Cc:** Rivera, Taina DLA CIV ENERGY  
**Subject:** Request for Clarifications / SP0600-08-R-0803 / Fort Knox, KY / HCWD1  
**Importance:** High

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supporting spreadsheet (Proposal—Base\_6-1-11—Protected, Tab “3. R&R—50 yr Sched” Cell “D186”) appears to have a cell reference error. The Government requests that this error/typo be corrected and the supporting spreadsheet be resubmitted. Please also resubmit the corrected Table IV-3 (i.e. page IV-26) in .pdf format.

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Regards,

**Brian J. Koessel**  
Branch Chief/Contracting Officer  
Energy Enterprise BU  
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P: (703) 767-1595 (DSN 427)  
F: (703) 767-2382  
[Brian.Koessel@dla.mil](mailto:Brian.Koessel@dla.mil)

## Jim Bruce

---

**From:** David.Hackworth@CH2M.com  
**Sent:** Sunday, June 19, 2011 6:00 PM  
**To:** Jim Bruce; JSmith@lwcky.com; Brett Pyles; Preston Pendley  
**Subject:** FW:  
**Attachments:** Fort Knox ISDC summary FINAL.xlsx; Proposal--Base\_6-20-11.xlsm; Ft\_Knox\_RRModel\_FINAL.xlsx

Team,

Here are the key files with changes made in response to comments received from the Government. Changes include responses to comments 3 and 4 plus a reduction of \$500 for ISDC No. 8.

The attached files are unprotected. Dave Gray is uncomfortable giving these files to the Government for 2 reasons. First, there is a good chance that they will start playing with them and muck things up. Second, the files have some intellectual property that belongs to HCWD1 and ourselves. He does not think that the Government will start using it, but he would not want them to pass it over to other parties. So we should include a requirement that the Government acknowledge that the files are proprietary, that they use them only for the purposes of evaluating the HCWD1 proposal, and that the Government not disclose the files or information contained therein to any third party.

Regards

**David Hackworth, P.E.**  
Vice President and Area Manager  
CH2M HILL  
401 W. Main Street, Suite 500  
Louisville, KY 40202  
Direct - 502.584.6052  
Fax - 502.587.9343  
Mobile - 502.541.5385  
[www.ch2mhill.com](http://www.ch2mhill.com)

## Jim Bruce

---

**From:** Jim Bruce  
**Sent:** Monday, June 20, 2011 10:25 AM  
**To:** 'JSmith@lwcky.com'  
**Cc:** Preston Pendley; Brett Pyles; Scott Schmuck  
**Subject:** FW:  
**Attachments:** Fort Knox ISDC summary FINAL.xlsx; Proposal--Base\_6-20-11.xlsm; Ft\_Knox\_RRModel\_FINAL.xlsx

Jim – Not sure how you want to respond to this. As HCWD1 is owner, we are not too concerned about showing Govt how we arrived at #'s. Since LWC paid CH2M, you may or may not agree with them (CH) that they own the data and can refuse to give it to Govt. I am OK with sending disclaimed or caveat to Govt that this info is proprietary and should not be shown to other bidders. I am pretty sure RFP included language about declaring certain info private. I guess I do not think David Gray alone cannot make this decision

Jim

**From:** [David.Hackworth@CH2M.com](mailto:David.Hackworth@CH2M.com) [<mailto:David.Hackworth@CH2M.com>]  
**Sent:** Sunday, June 19, 2011 6:00 PM  
**To:** Jim Bruce; [JSmith@lwcky.com](mailto:JSmith@lwcky.com); Brett Pyles; Preston Pendley  
**Subject:** FW:

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**David Hackworth, P.E.**  
Vice President and Area Manager  
CH2M HILL  
401 W. Main Street, Suite 500  
Louisville, KY 40202  
Direct - 502.584.6052  
Fax - 502.587.9343  
Mobile - 502.541.5385  
[www.ch2mhill.com](http://www.ch2mhill.com)

## Jim Bruce

---

**From:** Jim Smith [JSmith@lwcky.com]  
**Sent:** Monday, June 20, 2011 10:54 AM  
**To:** Jim Bruce  
**Subject:** RE:

I agree. I really don't think CH2M Hill can claim intellectual rights to this since it was prepared for HCWD1/LWC under a contractual arrangement which did not surrender these rights. Also, I have a hard time envision an EXCEL spreadsheet with data from HCWD1, LWC and CH2M Hill being a proprietary item.

Jim

**From:** Jim Bruce [mailto:jbruce@hcwd.com]  
**Sent:** Monday, June 20, 2011 10:25 AM  
**To:** Jim Smith  
**Cc:** Preston Pendley; Brett Pyles; Scott Schmuck  
**Subject:** FW:

Jim – Not sure how you want to respond to this. As HCWD1 is owner, we are not too concerned about showing Govt how we arrived at #'s. Since LWC paid CH2M, you may or may not agree with them (CH) that they own the data and can refuse to give it to Govt. I am OK with sending disclaimed or caveat to Govt that this info is proprietary and should not be shown to other bidders. I am pretty sure RFP included language about declaring certain info private. I guess I do not think David Gray alone cannot make this decision

Jim

**From:** David.Hackworth@CH2M.com [mailto:David.Hackworth@CH2M.com]  
**Sent:** Sunday, June 19, 2011 6:00 PM  
**To:** Jim Bruce; JSmith@lwcky.com; Brett Pyles; Preston Pendley  
**Subject:** FW:

Team,

Here are the key files with changes made in response to comments received from the Government. Changes include responses to comments 3 and 4 plus a reduction of \$500 for ISDC No. 8.

The attached files are unprotected. Dave Gray is uncomfortable giving these files to the Government for 2 reasons. First, there is a good chance that they will start playing with them and muck things up. Second, the files have some intellectual property that belongs to HCWD1 and ourselves. He does not think that the Government will start using it, but he would not want them to pass it over to other parties. So we should include a requirement that the Government acknowledge that the files are proprietary, that they use them only for the purposes of evaluating the HCWD1 proposal, and that the Government not disclose the files or information contained therein to any third party.

Regards

**David Hackworth, P.E.**  
Vice President and Area Manager  
CH2M HILL  
401 W. Main Street, Suite 500  
Louisville, KY 40202  
Direct - 502.584.6052

**Jim Bruce**

---

**From:** Jim Bruce  
**Sent:** Monday, June 20, 2011 11:31 AM  
**To:** 'David.Hackworth@CH2M.com'; 'JSmith@lwcky.com'

**David – I searched through the RFP and this is only place I found about claiming proprietary info – only applies to self insurance**

**FYI, Jim**

## **H.2.4 Self-insurance**

The requirements to maintain insurance under Section H.2, *Insurance Requirements*, may be met by the use of self-insurance only under the following conditions and with the express prior written approval of the contracting officer:

### **H.2.4.1 Submittals**

If the contractor desires to self-insure, the contractor shall submit to the contracting officer, in writing, a request to self-insure. The contractor shall, when submitting any documents under this provision, apprise the contracting officer of any such documents that constitute confidential or proprietary business records, and mark those records accordingly. To support the determination of the contracting officer regarding the request, said officer may request some or all of the following information, to the extent the contractor maintains such information, on the contractor's proposed self-insurance program—

- (1) A complete description of the program, including any resolution of the board of directors authorizing and adopting coverage, including types of risks, limits of coverage, assignments of safety and loss control, and legal service responsibilities;
- (2) If available, the corporate insurance manual;
- (3) The terms regarding insurance coverage for any Government property;
- (4) The contractor's latest financial statements;
- (5) Loss history and premiums history;
- (6) The means by which the self-insurance will be funded;
- (7) Claims administration policy, practices, and procedures;
- (8) The method of projecting losses; and
- (9) A disclosure of all captive insurance company and reinsurance agreements, including methods of computing cost.

Jim Bruce  
General Manager  
Hardin County Water District No. 1  
C: 270-268-4069  
W: 270-351-3222, ext 208

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## Jim Bruce

---

**From:** Jim Bruce  
**Sent:** Monday, June 20, 2011 11:51 AM  
**To:** 'David.Hackworth@CH2M.com'  
**Cc:** Karen Morrison  
**Attachments:** 06-20-2011.pdf

David – Here is updated CCR. Will forward ORCA updated forms when have those

Thanks, Jim

## Jim Bruce

---

**From:** Jim Bruce  
**Sent:** Monday, June 20, 2011 12:16 PM  
**To:** 'David.Hackworth@CH2M.com'  
**Cc:** Karen Morrison  
**Attachments:** 06-20-2011.pdf

David – Karen said after updating CCR, the info is transferred to ORCA, but not for 3 days. After 3 days, she will access ORCA and print out latest info, which will show the revised NACIS codes. Not sure if we need to wait for that, or just send CCR update only

Jim

## Jim Bruce

---

**From:** David.Hackworth@CH2M.com  
**Sent:** Monday, June 20, 2011 12:38 PM  
**To:** Jim Bruce  
**Subject:** Re:

Since Brian is on vacation, we could wait until thurs or fri to mail. What do you think?

Sent from my Verizon Wireless BlackBerry

**From:** Jim Bruce <jbruce@hcwd.com>  
**Date:** Mon, 20 Jun 2011 10:15:33 -0600  
**To:** Hackworth, David/LOU <David.Hackworth@CH2M.com>  
**Cc:** Karen Morrison <kmorrison@HCWD.com>  
**Subject:**

David – Karen said after updating CCR, the info is transferred to ORCA, but not for 3 days. After 3 days, she will access ORCA and print out latest info, which will show the revised NACIS codes. Not sure if we need to wait for that, or just send CCR update only

Jim



## Jim Bruce

---

**From:** Jim Bruce  
**Sent:** Tuesday, June 21, 2011 9:02 AM  
**To:** 'David.Hackworth@CH2M.com'  
**Cc:** 'JSmith@lwcky.com'; Brett Pyles; Preston Pendley; Scott Schmuck; Karen Morrison  
**Subject:** RE:

David – That sounds fine to me

Jim

**From:** [David.Hackworth@CH2M.com](mailto:David.Hackworth@CH2M.com) [mailto:David.Hackworth@CH2M.com]  
**Sent:** Monday, June 20, 2011 12:38 PM  
**To:** Jim Bruce  
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**Date:** Mon, 20 Jun 2011 10:15:33 -0600  
**To:** Hackworth, David/LOU <[David.Hackworth@CH2M.com](mailto:David.Hackworth@CH2M.com)>  
**Cc:** Karen Morrison <[kmorrison@HCWD.com](mailto:kmorrison@HCWD.com)>  
**Subject:**

David – Karen said after updating CCR, the info is transferred to ORCA, but not for 3 days. After 3 days, she will access ORCA and print out latest info, which will show the revised NACIS codes. Not sure if we need to wait for that, or just send CCR update only

Jim

## Jim Bruce

---

**From:** David.Hackworth@CH2M.com  
**Sent:** Thursday, June 23, 2011 7:48 AM  
**To:** Jim Bruce  
**Subject:** ORCA Form

Jim,

Just wanted to check to see if the ORCA form is ready

Thanks

David

**David Hackworth, P.E.**  
Vice President and Area Manager  
CH2M HILL  
401 W. Main Street, Suite 500  
Louisville, KY 40202  
Direct - 502.584.6052  
Fax - 502.587.9343  
Mobile - 502.541.5385  
[www.ch2mhill.com](http://www.ch2mhill.com)

## Jim Bruce

---

**From:** David.Hackworth@CH2M.com  
**Sent:** Thursday, June 23, 2011 1:17 PM  
**To:** Jim Bruce  
**Subject:** Fort Knox

Jim,

Since the ORCA request was not specifically requested to be in the CD, I was going to mail the CD today even if we don't have it - and we can email the revised ORCA form if it is not ready by COB today.

Is that ok with you?

Thanks

David

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[www.ch2mhill.com](http://www.ch2mhill.com)

## Jim Bruce

---

**From:** Jim Bruce  
**Sent:** Thursday, June 23, 2011 3:36 PM  
**To:** 'David.Hackworth@CH2M.com'  
**Subject:** RE: Fort Knox

David – Can you wait till Friday? I was going to see if Karen can give me update and print out revised ORCA

Jim

**From:** [David.Hackworth@CH2M.com](mailto:David.Hackworth@CH2M.com) [<mailto:David.Hackworth@CH2M.com>]  
**Sent:** Thursday, June 23, 2011 1:17 PM  
**To:** Jim Bruce  
**Subject:** Fort Knox

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[www.ch2mhill.com](http://www.ch2mhill.com)

## Jim Bruce

---

**From:** David.Hackworth@CH2M.com  
**Sent:** Thursday, June 23, 2011 3:57 PM  
**To:** Jim Bruce  
**Cc:** Daniel.Thewes@ch2m.com  
**Subject:** RE: Fort Knox

Jim,

I can have Daniel add the file to the CD and Fed Ex tomorrow if you prefer. I will be in Columbus IN tomorrow.

BTW, I made your copy and Jims copy of the CD without the ORCA file..

Please let me know how you want to proceed

Regards

David

**From:** Jim Bruce [<mailto:jbruce@hcwd.com>]  
**Sent:** Thursday, June 23, 2011 3:36 PM  
**To:** Hackworth, David/LOU  
**Subject:** RE: Fort Knox

David – Can you wait till Friday? I was going to see if Karen can give me update and print out revised ORCA

Jim

**From:** [David.Hackworth@CH2M.com](mailto:David.Hackworth@CH2M.com) [<mailto:David.Hackworth@CH2M.com>]  
**Sent:** Thursday, June 23, 2011 1:17 PM  
**To:** Jim Bruce  
**Subject:** Fort Knox

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[www.ch2mhill.com](http://www.ch2mhill.com)

## Jim Bruce

---

**From:** David.Hackworth@CH2M.com  
**Sent:** Thursday, June 23, 2011 4:28 PM  
**To:** Jim Bruce  
**Subject:** RE: Fort Knox

Looks like we can send today and include ORCA.. best of both worlds

Regards

David

**From:** Jim Bruce [<mailto:jbruce@hcwd.com>]  
**Sent:** Thursday, June 23, 2011 3:36 PM  
**To:** Hackworth, David/LOU  
**Subject:** RE: Fort Knox

David – Can you wait till Friday? I was going to see if Karen can give me update and print out revised ORCA

Jim

**From:** [David.Hackworth@CH2M.com](mailto:David.Hackworth@CH2M.com) [<mailto:David.Hackworth@CH2M.com>]  
**Sent:** Thursday, June 23, 2011 1:17 PM  
**To:** Jim Bruce  
**Subject:** Fort Knox

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Thanks

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[www.ch2mhill.com](http://www.ch2mhill.com)

## Jim Bruce

---

**From:** David.Hackworth@CH2M.com  
**Sent:** Friday, June 24, 2011 9:43 AM  
**To:** Jim Bruce  
**Subject:** Re: Fort Knox

Jim, you may want to send an email to confirm they received the CD. Thanks David

Sent from my Verizon Wireless BlackBerry

**From:** Jim Bruce <jbruce@hcwd.com>  
**Date:** Thu, 23 Jun 2011 13:36:13 -0600  
**To:** Hackworth, David/LOU <David.Hackworth@CH2M.com>  
**Subject:** RE: Fort Knox

David – Can you wait till Friday? I was going to see if Karen can give me update and print out revised ORCA

Jim

**From:** David.Hackworth@CH2M.com [mailto:David.Hackworth@CH2M.com]  
**Sent:** Thursday, June 23, 2011 1:17 PM  
**To:** Jim Bruce  
**Subject:** Fort Knox

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## Jim Bruce

---

**From:** David.Hackworth@CH2M.com  
**Sent:** Wednesday, June 29, 2011 3:59 PM  
**To:** Jim Bruce  
**Subject:** Fort Knox

Jim,

Have you heard from Brian to see if he got our response?

Regards

David

**David Hackworth, P.E.**  
Vice President and Area Manager  
CH2M HILL  
401 W. Main Street, Suite 500  
Louisville, KY 40202  
Direct - 502.584.6052  
Fax - 502.587.9343  
Mobile - 502.541.5385  
[www.ch2mhill.com](http://www.ch2mhill.com)



## Jim Bruce

---

**From:** Jim Bruce  
**Sent:** Tuesday, July 12, 2011 7:46 AM  
**To:** 'JSmith@lwcky.com'  
**Cc:** Brett Pyles  
**Subject:** Assist

Jim;

Not sure what we could offer with our comparatively limited resources, but would be glad to help in any way. We could loan Mandy to take and run bac-t's or send a truck and person to haul and deliver bottled water, if that would help. Just let me or Brett know.

Good luck

Jim Bruce  
General Manager  
Hardin County Water District No. 1  
C: 270-268-4069  
W: 270-351-3222, ext 208

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## Jim Bruce

---

**From:** David.Hackworth@CH2M.com  
**Sent:** Thursday, July 14, 2011 2:07 PM  
**To:** Jim Bruce  
**Cc:** Brett Pyles; JSmith@lwcky.com; Dave.Gray@CH2M.com; Daniel.Thewes@ch2m.com  
**Subject:** Vacation Plan

Jim,

Just wanted to let you know that I will be on vacation next week and will have limited email access and no computer ☺

In the event we need to respond quickly to Fort Knox, please feel free to contact either Dave Gray or Daniel Thewes. Otherwise, I can take care of it when I return.

I will be going straight to the Water Professional Conference when I get back. Are you guys going to be there? If so, we could plan to meet for lunch Monday, or dinner Sunday night.

Regards

David

**David Hackworth, P.E.**  
Vice President and Area Manager  
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[www.ch2mhill.com](http://www.ch2mhill.com)

## Jim Bruce

---

**From:** Jim Bruce  
**Sent:** Thursday, July 14, 2011 2:09 PM  
**To:** 'David.Hackworth@CH2M.com'  
**Subject:** RE: Vacation Plan

David – Have a good time. I am not going to the conference, not sure exactly which you mean. If it is one in Covington, Preston and Charlene should be there. We are getting a few awards

Jim

**From:** [David.Hackworth@CH2M.com](mailto:David.Hackworth@CH2M.com) [<mailto:David.Hackworth@CH2M.com>]  
**Sent:** Thursday, July 14, 2011 2:07 PM  
**To:** Jim Bruce  
**Cc:** Brett Pyles; [JSmith@lwcky.com](mailto:JSmith@lwcky.com); [Dave.Gray@CH2M.com](mailto:Dave.Gray@CH2M.com); [Daniel.Thewes@ch2m.com](mailto:Daniel.Thewes@ch2m.com)  
**Subject:** Vacation Plan

Jim,

Just wanted to let you know that I will be on vacation next week and will have limited email access and no computer ☺

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Regards

David

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[www.ch2mhill.com](http://www.ch2mhill.com)

## Jim Bruce

---

**From:** Jim Bruce  
**Sent:** Wednesday, August 03, 2011 1:51 PM  
**To:** 'David.Hackworth@CH2M.com'  
**Subject:** RE: Fort Knox

David – Nothing yet. Still hear from local FK people that it is a done deal and we will be getting it. I assumed the Fed budget crisis put it on hold, but Pres signed bill yesterday so maybe that will get it moving again

Jim

**From:** David.Hackworth@CH2M.com [mailto:David.Hackworth@CH2M.com]  
**Sent:** Wednesday, August 03, 2011 12:10 PM  
**To:** Jim Bruce  
**Subject:** Fort Knox

Hi Jim,

Just wanted to see if you have heard back from DESC.

Thanks  
David

**David Hackworth, P.E.**  
Vice President and Area Manager  
CH2M HILL  
401 W. Main Street, Suite 500  
Louisville, KY 40202  
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Fax - 502.587.9343  
Mobile - 502.541.5385  
[www.ch2mhill.com](http://www.ch2mhill.com)

## Jim Bruce

---

**From:** Jim Bruce  
**Sent:** Tuesday, September 06, 2011 9:25 AM  
**To:** 'David.Hackworth@CH2M.com'; 'JSmith@lwcky.com'  
**Cc:** Brett Pyles; Preston Pendley; Scott Schmuck  
**Subject:** DLA update request

**(Let me know what you think of sending the message below. The last written schedule or plan was sent in their FPR final request in a NM letter dated May 13;...)**

“...Please note that after June 3, 2011 at 4:00 p.m. ET, the Government does not plan on holding further discussions with any offeror as the process moves into the final evaluation, Source Selection Authority (SSA) decision, Congressional notification, and final award phase. A notification of the SSA’s decision will be provided in writing.”

If you like, we can schedule a conference call to discuss among the team before sending. - Jim

\*\*\*

**Mr. Brian J. Koessel**  
Branch Chief/Contracting Officer  
Energy Enterprise BU  
DLA Energy-EFA  
(703) 767-1595 (DSN 427)

Mr. Koessel;

If possible, we would request a schedule update on the Ft. Knox Water Utility Privatization. As you know, our last communication from your office was June 17 requesting seven clarifications to our latest FPR. We would appreciate it if you could provide an update on any decision by the Government, or schedule update.

Thank You,

Jim Bruce  
General Manager  
Hardin County Water District No. 1  
C: 270-268-4069  
W: 270-351-3222, ext 208

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## Jim Bruce

---

**From:** Jim Bruce  
**Sent:** Thursday, September 08, 2011 1:47 PM  
**To:** 'JSmith@lwcky.com'  
**Cc:** Brett Pyles; Preston Pendley  
**Subject:** FW: PWP Chloramine conversion

Jim;

Here is list of tasks we asked HDR for proposal and to provide. Let me know if LWC can provide any of this info, or if we can jointly work on these. If you want to provide some of these, we can still have HDR provide the balance, but may be a few weeks before they can work on it. Just let me know;

1. Provide list of equipment, facilities, design costs to install NH<sub>2</sub>CL at Pirtle WTP  
Deliverable – list of key items / equipment (sized for 4.5 mg/d), 1 sheet process diagram, 1 sheet plan view layout of equipment items within building
2. Provide feed rate and quantity of chemicals needed as ratio to CI currently used (can be on technical design memo)
3. Provide list of both disinfectants needed in dosage / MG and average turbidity (annual quantities of all chemicals needed)
4. Comment on any other process changes PWP may need (can include in technical memo)
5. By HCWD1 – Cost estimate of building, equipment, in-house labor to install, SCADA modifications
6. By HCWD1 – Submittal to DoW for permit (would include HDR tech memo)
7. By HCWD1 – Board presentation
8. If constructed, By HDR – Any letter from engineer for construction permit (included with HCWD1 submittal request)

We certainly can provide annual data for our current treatment process (i.e. amount of chlorine used, turbidity, pH or other parameters)

Thanks, Jim

## Jim Bruce

---

**From:** Jim Bruce  
**Sent:** Monday, September 19, 2011 2:44 PM  
**To:** 'Greg Heitzman'  
**Subject:** Press release  
**Attachments:** DRAFT FK awards HCWD1 LWC JB.doc

Greg;

Here is my shot / draft at a press release. Feel free to have your PR person change as she sees fit. Am not sure if you think this would merit an actual press conference event. When we did the FK sewer, we asked Bob Ender about doing a media event. He suggested we keep it low profile and Govt employees do not favor any privatization efforts. I am OK with doing one, but we may need to get Govt's blessing, or at least ask them what they think

Thanks

Jim Bruce

## Jim Bruce

---

**From:** Greg Heitzman [gheizman@lwcky.com]  
**Sent:** Monday, September 19, 2011 6:26 PM  
**To:** Jim Bruce  
**Subject:** RE: Press release

I will review.

Greg C. Heitzman  
President & CEO  
Louisville Water Company

**From:** Jim Bruce [mailto:jbruce@hcwd.com]  
**Sent:** Monday, September 19, 2011 2:44 PM  
**To:** Greg Heitzman  
**Subject:** Press release

Greg;

Here is my shot / draft at a press release. Feel free to have your PR person change as she sees fit. Am not sure if you think this would merit an actual press conference event. When we did the FK sewer, we asked Bob Ender about doing a media event. He suggested we keep it low profile and Govt employees do not favor any privatization efforts. I am OK with doing one, but we may need to get Govt's blessing, or at least ask them what they think

Thanks

Jim Bruce



## Jim Bruce

---

**From:** Preston Pendley  
**Sent:** Wednesday, September 21, 2011 3:31 PM  
**To:** Jim Bruce; Brett Pyles  
**Subject:** RE: Fort Knox\_Start Up FINAL.xlsx

10-4. I haven't mentioned it to anyone except one person named Cori.

FYI: There was a LWC guy from Public Relations at the UMI today, and he was making references to it to me on the side. I told him I couldn't talk about it. Apparently Greg has been spreading the word to some of his folks.

-----Original Message-----

**From:** Jim Bruce  
**Sent:** Wed 9/21/2011 3:29 PM  
**To:** Brett Pyles; Preston Pendley  
**Subject:** Fort Knox\_Start Up FINAL.xlsx

Brett / Preston;

If not too late, Preston DO NOT ask John to do anything yet on FK water. I mis spoke and we still want to keep this confidential, and other employees should not know anything yet. My plan is that as soon as we sign contract, will have meeting with all MGR/SUPER and let them know. Each dept would then hold a meeting ASAP to let all employees know.

I am attaching the final SS for what we included for costs, and what items we need to procure in first 4 months. This does not include building the building, all its furnishings, hiring Distribution staff and lots of other smaller items. Outfitting and staffing the WTP's, including vendor contracts and inventory will be LWC's charge.

The contracts / docs we will immediately need to finish are;

1. LWC Operations Agreement
2. CH2M Master Engineering Services Agreement
3. PSC Application / Filing (DW)

Will also have to meet with DOW to arrange any permit or PWSID info transfer, but that can wait till closer to takeover.

Feel free to start adding to this SS with new columns or assignments and have ready. For major purchases, will need to find out ASAP, WHERE, WHEN and HOW MUCH. For items > \$20k, will try to use State bid contracts whenever possible to avoid having to write new specs and bid

Thanks

Jim

## Jim Bruce

---

**From:** Preston Pendley  
**Sent:** Wednesday, September 21, 2011 3:46 PM  
**To:** Jim Bruce  
**Subject:** Re: Fort Knox\_Start Up FINAL.xlsx

Ok. I didn't know what to think when he mentioned it to me.

See you tomorrow.

-----Original Message-----

**From:** Jim Bruce  
**To:** Preston S. Pendley  
**Subject:** RE: Fort Knox\_Start Up FINAL.xlsx  
**Sent:** Sep 21, 2011 3:35 PM

I sent Greg a draft press release, and told him to feel free to that their PR person revise and add to, so that may be why he knew.

Jim

-----Original Message-----

**From:** Preston Pendley  
**Sent:** Wednesday, September 21, 2011 3:31 PM  
**To:** Jim Bruce; Brett Pyles  
**Subject:** RE: Fort Knox\_Start Up FINAL.xlsx

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**Sent:** Wed 9/21/2011 3:29 PM  
**To:** Brett Pyles; Preston Pendley  
**Subject:** Fort Knox\_Start Up FINAL.xlsx

Brett / Preston;

If not too late, Preston DO NOT ask John to do anything yet on FK water. I mis spoke and we still want to keep this confidential, and other employees should not know anything yet. My plan is that as soon as we sign contract, will have meeting with all MGR/SUPER and let them know. Each dept would then hold a meeting ASAP to let all employees know.

I am attaching the final SS for what we included for costs, and what items we need to procure in first 4 months. This does not include building the building, all its furnishings, hiring Distribution staff and lots of other smaller items. Outfitting and staffing the WTP's, including vendor contracts and inventory will be LWC's charge.

The contracts / docs we will immediately need to finish are;

1. LWC Operations Agreement
2. CH2M Master Engineering Services Agreement
3. PSC Application / Filing (DW)

Will also have to meet with DOW to arrange any permit or PWSID info transfer, but that can wait till closer to takeover.

Feel free to start adding to this SS with new columns or assignments and have ready. For major purchases, will need to find out ASAP, WHERE, WHEN and HOW MUCH. For items > \$20k, will try to use State bid contracts whenever possible to avoid having to write new specs and bid

Thanks

Jim

Sent from my BlackBerry® wireless device provided by Bluegrass Cellular

## Jim Bruce

---

**From:** Jim Bruce  
**Sent:** Wednesday, September 21, 2011 4:00 PM  
**To:** 'JSmith@lwcky.com'  
**Subject:** FW:  
**Attachments:** IMAG0306.jpg

Jim – OUCH!

Jim

**From:** Brett Pyles  
**Sent:** Wednesday, September 21, 2011 3:53 PM  
**To:** Jim Bruce  
**Subject:** FW:

FK Muldraugh WTP lime pond. Kenny said he used to be the one to clean it out and this company (Henning) called him to see if he could help with this. OUCH!

Brett Pyles  
Operations Manager  
Hardin County Water District No.1  
1400 Rogersville Road  
Radcliff, KY 40160  
Cell:270/766-9477  
[www.HCWD.com](http://www.HCWD.com)

**From:** Morley, Kenneth [<mailto:kenneth.morley@veoliawaterna.com>]  
**Sent:** Wednesday, September 21, 2011 2:22 PM  
**To:** Brett Pyles  
**Subject:**

Sent from my HTC on the Now Network from Sprint!

## Jim Bruce

---

**From:** Jim Smith [JSmith@lwcky.com]  
**Sent:** Wednesday, September 21, 2011 4:39 PM  
**To:** Jim Bruce  
**Subject:** RE:

OUCH! Is right. Pretty ugly swimming form too

Jim

**From:** Jim Bruce [<mailto:jbruce@hcwd.com>]  
**Sent:** Wednesday, September 21, 2011 4:00 PM  
**To:** Jim Smith  
**Subject:** FW:

Jim – OUCH!

Jim

**From:** Brett Pyles  
**Sent:** Wednesday, September 21, 2011 3:53 PM  
**To:** Jim Bruce  
**Subject:** FW:

FK Muldraugh WTP lime pond. Kenny said he used to be the one to clean it out and this company (Henning) called him to see if he could help with this. OUCH!

Brett Pyles  
Operations Manager  
Hardin County Water District No.1  
1400 Rogersville Road  
Radcliff, KY 40160  
Cell:270/766-9477  
[www.HCWD.com](http://www.HCWD.com)

**From:** Morley, Kenneth [<mailto:kenneth.morley@veoliawaterna.com>]  
**Sent:** Wednesday, September 21, 2011 2:22 PM  
**To:** Brett Pyles  
**Subject:**

Sent from my HTC on the Now Network from Sprint!

## Jim Bruce

---

**From:** Jim Bruce  
**Sent:** Thursday, September 22, 2011 10:04 AM  
**To:** Andrea Palmer  
**Subject:** FK water  
**Attachments:** Fort Knox Draft Contract\_20110921.docx; JA1 - Potable Water System.docx; JE2 - Service Interruption\_Contingency Plan.docx; JE3 - O&M and Quality Mgmt Plans.doc; JE5 - Operational Transition Plan.docx; JE5-1 - Transition Schedule.pdf; JE6 - Subcontracting Plan.pdf; JE7 - Rate Schedule FKW.pdf

**Importance:** High  
**Sensitivity:** Confidential

Andrea;

I am not sure what I am doing wrong, but am having problems copying these attachments. Keeps trying to take paper only from by-pass. On the Pan in back, gives me errors. Please print out all these items, with PUNCH on left. Put on my desk. Not sure if it is problems with the copiers, or the document settings

Thanks

Jim

## Jim Bruce

---

**From:** Jim Bruce  
**Sent:** Friday, September 23, 2011 10:07 AM  
**To:** Scott Schmuck  
**Subject:** FK Water contract

**Sensitivity:** Confidential

CONFIDENTIAL

Scott;

Here are two items added into the contract for FK water. Made part of the "preamble" at beginning. Nothing we did not expect, but was important enough for them to add to the preamble. We will have to make sure we account for the fund (FK Water) separate, plus keep cash and deposits separate, PLUS will have to keep balance of surcharge revenues and expenses separate. The capital surcharge lasts 60 months and at end, if we have leftover, may have to refund (PSC rule) or ask Govt if they want us to spend on other capital projects.

Jim

5. The contract award shall be conditioned upon the Kentucky Public Service Commission's (KPSC) review and approval of this utility services contract. Upon the receipt of a bilaterally executed copy of the contract, the Contractor shall expeditiously prepare a filing with the KPSC for such review and approval. The Government shall cooperate by providing such reasonable documentation as may be necessary to support the regulatory approval process; provided that HCWD1 provides appropriate guidance on the need for and content of such documentation. Should the KPSC impose any substantive conditions on its regulatory approval that are unacceptable to either the Government or HCWD1, the parties shall negotiate in good faith to modify the contract to alleviate any objectionable provisions.

6. HCWD1's regulated tariff rate will recover only its direct costs invested in owning and operating the Fort Knox potable water utility system, plus G&A costs. In accordance with regulations set by the KPSC, HCWD1 is required to maintain separate funds for its expenditures, for rate-making and to avoid un-allowed subsidies between customer accounts, as required by GASB34 accounting standards. HCWD1 shall routinely compare the accumulation of those costs plus its G&A overhead rate against revenues received from the Fort Knox monthly utility service charge. If HCWD1 collects excess funds on its rate charges, the excess funds will remain within the separate account for future use on the Fort Knox potable water utility system only. Likewise, when revenues are higher than current rates, HCWD1 will request a rate adjustment. HCWD1 will notify the Government of any anticipated rate adjustments in conjunction with the submittal of its Annual System Deficiency Corrections and Renewals and Replacements Plan.



## Jim Bruce

---

**From:** David.Hackworth@CH2M.com  
**Sent:** Friday, September 23, 2011 1:26 PM  
**To:** Jim Bruce  
**Subject:** Fort Knox

Hi Jim,

Hope things are going well for you... Did Brian ever get back to you?

regards

David

**David Hackworth, P.E.**

Vice President and Area Manager

CH2M HILL

401 W. Main Street, Suite 500

Louisville, KY 40202

Direct - 502.584.6052

Fax - 502.587.9343

Mobile - 502.541.5385

[www.ch2mhill.com](http://www.ch2mhill.com)

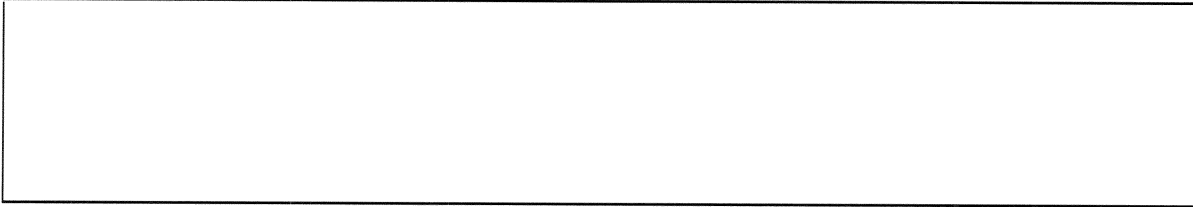
## Jim Bruce

---

**From:** Scott Schmuck  
**Sent:** Friday, September 23, 2011 4:34 PM  
**To:** Jim Bruce  
**Subject:** RE: FK Water contract

**Sensitivity:** Confidential

10-4. FK Water will be a separate fund just like we do now.



**From:** Jim Bruce  
**Sent:** Friday, September 23, 2011 10:07 AM  
**To:** Scott Schmuck  
**Subject:** FK Water contract  
**Sensitivity:** Confidential

CONFIDENTIAL

Scott;

Here are two items added into the contract for FK water. Made part of the "preamble" at beginning. Nothing we did not expect, but was important enough for them to add to the preamble. We will have to make sure we account for the fund (FK Water) separate, plus keep cash and deposits separate, PLUS will have to keep balance of surcharge revenues and expenses separate. The capital surcharge lasts 60 months and at end, if we have leftover, may have to refund (PSC rule) or ask Govt if they want us to spend on other capital projects.

Jim

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6. HCWD1's regulated tariff rate will recover only its direct costs invested in owning and operating the Fort Knox potable water utility system, plus G&A costs. In accordance with regulations set by the KPSC, HCWD1 is required to maintain separate funds for its expenditures, for rate-making and to avoid un-allowed subsidies between customer accounts, as required by GASB34 accounting standards. HCWD1 shall routinely compare the accumulation of those costs plus its G&A overhead rate against revenues received from the Fort Knox monthly utility service charge. If HCWD1 collects excess funds on its rate charges, the excess funds will remain within the separate account for future use on the Fort Knox potable

water utility system only. Likewise, when revenues are higher than current rates, HCWD1 will request a rate adjustment. HCWD1 will notify the Government of any anticipated rate adjustments in conjunction with the submittal of its Annual System Deficiency Corrections and Renewals and Replacements Plan.

## Jim Bruce

---

**From:** Gray, Martha A DLA CIV ENERGY [Martha.Gray@dla.mil]  
**Sent:** Monday, September 26, 2011 10:22 AM  
**To:** Jim Bruce  
**Subject:** RE: Draft Contract\_Revision 2 / Fort Knox, KY / Utility Privatization / SP0600-08-R-0803  
**Sensitivity:** Confidential

Jim,

Thank you, I was afraid an attachment had been stripped or whatever, and did not want to miss whatever you might send.

Thank you,  
Martha

Martha A. Gray  
Division Chief/Contracting Officer  
UP Contracting Division IV  
DLA Energy-EF - Energy Enterprise BU  
Phone: (703) 767-9415 DSN 427  
Fax: (703) 767-2382  
Email: martha.gray@dla.mil

-----Original Message-----

**From:** Jim Bruce [mailto:jbruce@hcwd.com]  
**Sent:** Monday, September 26, 2011 10:18 AM  
**To:** Gray, Martha A DLA CIV ENERGY  
**Subject:** RE: Draft Contract\_Revision 2 / Fort Knox, KY / Utility Privatization / SP0600-08-R-0803  
**Sensitivity:** Confidential

Ms Gray;

I was intending to make sure you saw my response to Ms Rivera last Friday acknowledging receipt of the DRAFT contract versions, and letting her (and Mr Koessel) know that we would have our comments back by 26-Sept as required

Thanks

Jim Bruce  
General Manager  
HCWD1

-----Original Message-----

**From:** Gray, Martha A DLA CIV ENERGY [mailto:Martha.Gray@dla.mil]  
**Sent:** Monday, September 26, 2011 10:05 AM  
**To:** Jim Bruce; Koessel, Brian DLA CIV ENERGY; Rivera, Taina DLA CIV ENERGY  
**Subject:** RE: Draft Contract\_Revision 2 / Fort Knox, KY / Utility Privatization / SP0600-08-R-0803  
**Sensitivity:** Confidential

Jim,

Received a blank email from you this morning, were you trying to attach something?

Thank you,  
Martha

Martha A. Gray  
Division Chief/Contracting Officer  
UP Contracting Division IV  
DLA Energy-EF - Energy Enterprise BU  
Phone: (703) 767-9415 DSN 427  
Fax: (703) 767-2382  
Email: martha.gray@dla.mil

-----Original Message-----

From: Jim Bruce [mailto:jbruce@hcwd.com]  
Sent: Monday, September 26, 2011 9:44 AM  
To: Koessel, Brian DLA CIV ENERGY; Gray, Martha A DLA CIV ENERGY; Rivera, Taina DLA CIV ENERGY  
Subject: FW: Draft Contract\_Revision 2 / Fort Knox, KY / Utility Privatization / SP0600-08-R-0803  
Sensitivity: Confidential

-----Original Message-----

From: Jim Bruce  
Sent: Friday, September 23, 2011 4:06 PM  
To: Rivera, Taina DLA CIV ENERGY  
Subject: RE: Draft Contract\_Revision 2 / Fort Knox, KY / Utility Privatization / SP0600-08-R-0803  
Sensitivity: Confidential

Ms. Rivera;

We have received both versions of the draft contract. Our attorney and I are both in process of reviewing. We will be able to have any revisions or corrections early on the 26th. So far, we have only found what may be 1 clerical error.

Again, we appreciate all your work and effort reviewing our proposal and we look forward to the final contract execution and proceeding with this effort and providing good value and service to the Government

Jim Bruce  
General Manager  
HCWD1

-----Original Message-----

From: Rivera, Taina DLA CIV ENERGY [mailto:Taina.Rivera@dla.mil]  
Sent: Fri 9/23/2011 1:29 PM  
To: Jim Bruce  
Cc: Gray, Martha A DLA CIV ENERGY; Brett Pyles; Preston Pendley; Koessel, Brian DLA CIV ENERGY; Rivera, Taina DLA CIV ENERGY  
Subject: RE: Draft Contract\_Revision 2 / Fort Knox, KY / Utility

Privatization / SP0600-08-R-0803

Good Afternoon Mr. Bruce,

Attached is the revised draft contract for your review. The changes made, as a result of DLA Energy's final internal review, were minimal and are presented in track changes. As previously requested, please complete your review by COB Monday, September 26, 2011.

Please confirm receipt of this message and address any questions you may have to my attention at 703-767-8130 or to Mrs. Martha Gray at 703-767-9415.

Regards,  
Taina

Taina M. Rivera  
Senior Contract Specialist  
UP Contracting Division IV  
DLA Energy-EF  
Comm: (703) 767-8130, DSN: 427  
Fax: (703) 767-2382  
E-mail: taina.rivera@dla.mil

-----Original Message-----

From: Koessel, Brian DLA CIV ENERGY  
Sent: Wednesday, September 21, 2011 7:35 PM  
To: Jim Bruce  
Cc: Rivera, Taina DLA CIV ENERGY; Gray, Martha A DLA CIV ENERGY; Brett Pyles; Preston Pendley  
Subject: Draft Contract / Fort Knox, KY / Utility Privatization / SP0600-08-R-0803  
Importance: High  
Sensitivity: Confidential

Mr. Bruce,

Attached is the draft contract (with all attachments and exhibits, except JE4, which will follow separately). It is still undergoing a final internal review, however any potential changes will be minimal and provided to you once made. HCWD1 is requested to review the draft contract to ensure that it correctly reflects the terms previously negotiated by the parties. Please also note any clerical errors or omissions that you identify. Please complete your review by COB September 26 to enable the Government to meet Army funding and award schedule constraints.

Once the draft is finalized, you will be requested to sign the contract.  
We  
will require two copies of the SF 26, both with original signatures.  
Please  
forward an electronic version to brian.koessel@dla.mil,  
taina.rivera@dla.mil, and martha.gray@dla.mil, with the two original  
hard  
copies to follow via overnight courier to our office at:

ATTN: Brian J. Koessel, DLA Energy-EF

Defense Logistics Agency Energy

8725 John J. Kingman Rd, Suite 3937

Fort Belvoir, VA 22060-6222

After I sign the two original copies provided by you, I will courier one  
original signed SF 26 and a CD to you. If your physical address for  
receipt  
of courier deliveries differs from the one identified in Block 7, then  
please provide it when you submit the signed SF 26 via e-mail.

I will be out of the office until September 28, but can be reached by  
cell  
phone on the 22nd and 27th. My number is 616.204.2678. If I am  
unavailable  
or otherwise cannot be reached, then please contact Martha  
(703.767.9415)  
and/or Taina (703.767.8130) with any questions you may have.

Regards,

Brian J. Koessel

Branch Chief/Contracting Officer

Energy Enterprise BU

DLA Energy-EFA

P: (703) 767-1595 (DSN 427)

F: (703) 767-2382

Brian.Koessel@dla.mil <mailto:Brian.Koessel@dla.mil>

From: Koessel, Brian DLA CIV ENERGY  
Sent: Thursday, September 15, 2011 3:41 PM  
To: 'Jim Bruce'  
Cc: Rivera, Taina DLA CIV ENERGY; Gray, Martha A DLA CIV ENERGY  
Subject: Update / Fort Knox, KY / Utility Privatization /  
SP0600-08-R-0803  
Sensitivity: Confidential

Mr. Bruce,

Congratulations! Hardin County Water District #1 (HCWD1) has been selected by the Source Selection Authority for privatization of the Fort Knox Potable Water Utility System. This is not an award notification, as contract award is contingent upon statutorily required advance Congressional notification and Contracting Officer execution of the Standard Form (SF) 26 Contract Award document.

Also, please note that HCWD1 is prohibited from releasing any indication of award to the public per FAR 5.303 and DFARS 205.303. The regulations state that information shall not be released on awards prior to the public release time of 5:00 pm on the day of award when the Contracting Officer signs the contract. Award is anticipated to be made on September 30, 2011.

I will soon be providing the draft contract for your signature. That will not be an opportunity to revise the terms of the RFP or your proposal. Rather, your review and any potential revisions are limited to: 1) correcting clerical mistakes/typos; and 2) ensuring that the document correctly reflects the terms previously negotiated by the parties. More information will follow next week.



If you have any questions, please feel free to contact our office.

Regards,

Brian J. Koessel

Branch Chief/Contracting Officer

Energy Enterprise BU

DLA Energy-EFA

P: (703) 767-1595 (DSN 427)

F: (703) 767-2382

Brian.Koessel@dla.mil

From: Jim Bruce [mailto:jbruce@hcwd.com]  
Sent: Thursday, September 08, 2011 1:44 PM  
To: Koessel, Brian DLA CIV ENERGY; Rivera, Taina DLA CIV ENERGY  
Cc: JSmith@lwcky.com; David.Hackworth@CH2M.com; Brett Pyles; Preston Pendley  
Subject: Fort Knox, KY / Utility Privatization / SP0600-08-R-0803 / DLA update request  
Sensitivity: Confidential

8-Sep-2011

Mr. Brian J. Koessel

Branch Chief/Contracting Officer

Energy Enterprise BU

DLA Energy-EFA

(703) 767-1595 (DSN 427)

Mr. Koessel;

If possible, we would request a schedule update on the Ft. Knox Water Utility Privatization. As you know, our last communication from your office was 17-June requesting seven clarifications to our latest FPR. We would appreciate it if you could provide an update on any decision by the Government, or a schedule update.

Thank You,

Jim Bruce

General Manager

Hardin County Water District No. 1

C: 270-268-4069

W: 270-351-3222, ext 208

This email communication may contain CONFIDENTIAL INFORMATION WHICH ALSO MAY BE LEGALLY PRIVILEGED and is intended only for the use of the intended recipients identified above. If you are not the intended recipient of this communication, you are hereby notified that any unauthorized review, use, dissemination, distribution, downloading, or copying of this communication is strictly prohibited. If you have received this communication in error, please immediately notify us by reply email, delete the communication and destroy all copies.

**Jim Bruce**

---

**From:** Jim Bruce  
**Sent:** Monday, September 26, 2011 3:20 PM  
**To:** Preston Pendley  
**Subject:** FK Water Ins Requirements

**Sensitivity:** Confidential

Preston;

Here are the insurance requirements from the DRAFT contract. The policy we end up buying must meet these MINIMUMS, but we also do not want to over buy coverage. There were no changes from our FPR. Once we get contract signed, can have John proceed with securing policy, quotes and allow C&H to complete due diligence to finalize policy. Effective date would be 2/1/2012. We have built in a price for annual premium cost, but I believe that was from previous agent / company. Hopefully, C&H will not be more.

Thanks

Jim

.....

## **H.2 Insurance Requirements**

### **H.2.1 Insurance Certificate**

Contractor shall deliver or cause to be delivered upon execution of this contract (and thereafter not less than thirty (30) days prior to the expiration date of each policy furnished pursuant to this contract) to the Government a certificate of insurance evidencing the insurance required by this contract.

### **H.2.2 Types of Insurance**

During the entire period this contract shall be in effect, the Contractor and its subcontractors at any tier shall carry and maintain the following:

#### **H.2.2.1 General Liability**

Commercial general liability insurance with a minimum combined single limit of \$1,000,000 per occurrence and \$2,000,000 in the aggregate for all premises and operations, including products/completed operations. The policy shall include coverage for bodily injury, including death, and property damage arising out of the acts or omissions by or on behalf of the Contractor by any invitee or any other person or organization, or involving any owned, non-owned, or hired automotive equipment in connection with the Contractor's activities. The policy shall also include broad form property damage and shall cover independent contractors. The policy shall include coverage for hazards referred to as XCU (explosion, collapse, and underground).

#### **H.2.2.2 Automobile Liability**

Comprehensive automobile liability insurance with a combined single limit of \$1,000,000 per occurrence for bodily injury and property damage. Coverage is to include owned, hired, and non-owned vehicles.

#### **H.2.2.3 Workers' Compensation and Employer's liability**

If and to the extent required by law, workers' compensation and employer's liability insurance. Workers compensation coverage is to be provided in compliance with applicable laws and employer's liability limits shall be at least \$500,000.

### **H.2.2.4 Umbrella/Excess Liability Coverage**

Umbrella or Excess Liability coverage in an amount of \$1,000,000 per occurrence and \$1,000,000 in the aggregate. Coverage is to be in excess of commercial general liability, automobile liability, and employer liability.

### **H.2.3 General**

All policies of insurance which this contract requires the Contractor to carry and maintain or cause to be carried or maintained pursuant to this contract shall be with insurance companies who have an A- Best VIII or higher rating. All such policies of insurance shall list the government as additional insured, except for workers compensation. Each such policy shall provide that any losses shall be payable notwithstanding any act or failure to act or negligence of Contractor or Government or any other person; provide that no cancellation, reduction in amount, or material change in coverage thereof shall be effective until at least sixty (60) days after receipt by Government of written notice thereof; provide that the insurer shall have no right of subrogation against the Government; and be reasonably satisfactory to the Government in all other respects. In no circumstances will the Contractor be entitled to assign to any third party rights of action which the Contractor may have against the Government. The foregoing notwithstanding, any cancellation of insurance coverage based on nonpayment of the premium shall be effective upon ten (10) days' written notice to the Government. The Contractor understands and agrees that cancellation of any insurance coverage required to be carried and maintained by the Contractor under this contract will constitute a failure to comply with the terms of this contract.

### **H.2.4 Self-insurance**

The requirements to maintain insurance under Section H.2, *Insurance Requirements*, may be met by the use of self-insurance only under the following conditions and with the express prior written approval of the contracting officer:

#### **H.2.4.1 Submittals**

If the Contractor desires to self-insure, the Contractor shall submit to the Contracting Officer, in writing, a request to self-insure. The Contractor shall, when submitting any documents under this provision, apprise the Contracting Officer of any such documents that constitute confidential or proprietary business records, and mark those records accordingly. To support the determination of the Contracting Officer regarding the request, said officer may request some or all of the following information, to the extent the contractor maintains such information, on the contractors proposed self-insurance program—

- (1) A complete description of the program, including any resolution of the board of directors authorizing and adopting coverage, including types of risks, limits of coverage, assignments of safety and loss control, and legal service responsibilities;
- (2) If available, the corporate insurance manual;
- (3) The terms regarding insurance coverage for any Government property;
- (4) The contractor's latest financial statements;
- (5) Loss history and premiums history;
- (6) The means by which the self-insurance will be funded;
- (7) Claims administration policy, practices, and procedures;
- (8) The method of projecting losses; and
- (9) A disclosure of all captive insurance company and reinsurance agreements, including methods of computing cost.

## Jim Bruce

---

**From:** Jim Bruce  
**Sent:** Tuesday, September 27, 2011 2:21 PM  
**To:** 'Rivera, Taina DLA CIV ENERGY'; Koessel, Brian DLA CIV ENERGY; 'Gray, Martha A DLA CIV ENERGY'  
**Cc:** 'David Wilson'  
**Subject:** RE: Draft Contract\_Revision 2 / Fort Knox, KY / Utility Privatization / SP0600-08-R-0803  
**Sensitivity:** Confidential

Ms. Rivera;

We are in agreement with your proposed language change to the preamble section of the draft contract.

Thank You

Jim Bruce  
General Manager  
Hardin County Water District No. 1

-----Original Message-----

**From:** Rivera, Taina DLA CIV ENERGY [mailto:Taina.Rivera@dla.mil]  
**Sent:** Tuesday, September 27, 2011 1:05 PM  
**To:** Jim Bruce  
**Cc:** David Wilson, SBW; Koessel, Brian DLA CIV ENERGY; Rivera, Taina DLA CIV ENERGY; Gray, Martha A DLA CIV ENERGY; Preston Pendley; Brett Pyles  
**Subject:** RE: Draft Contract\_Revision 2 / Fort Knox, KY / Utility Privatization / SP0600-08-R-0803  
**Sensitivity:** Confidential

Good Afternoon Mr. Bruce,

DLA Energy has reviewed the verbiage change you made on the last paragraph of the Preamble. Upon review of the language in your proposal and the Preamble, we have a suggested change that includes the exact language proposed by HCWD1 in Volume IV of your FPR, specifically the 5th paragraph of page IV-36. Please review the attached revision to the Preamble, and let us know if you agree before COB September 28, 2011.

You may address any questions you may have to my attention at 703-767-8130 or to Mrs. Martha Gray at 703-767-9415.

Respectfully,  
Taina

Taina M. Rivera  
Senior Contract Specialist  
UP Contracting Division IV  
DLA Energy-EF  
Comm: (703) 767-8130, DSN: 427  
Fax: (703) 767-2382  
E-mail: taina.rivera@dla.mil

-----Original Message-----

From: Jim Bruce [mailto:jbruce@hcwd.com]  
Sent: Monday, September 26, 2011 4:19 PM  
To: Rivera, Taina DLA CIV ENERGY; Rivera, Taina DLA CIV ENERGY; Gray, Martha A DLA CIV ENERGY  
Cc: David Wilson, SBW  
Subject: RE: Draft Contract\_Revision 2 / Fort Knox, KY / Utility Privatization / SP0600-08-R-0803  
Sensitivity: Confidential

Mr Koessel;

Our legal counsel and myself have reviewed your draft contract, sent via email on 21-SEP, as well as the revised draft sent by Ms. Rivera on 23-SEP. The only verbiage change we have is marked up on the last paragraph of the Preamble, which is attached.

All other preamble statements, and other parts of the contract, are acceptable to us, and we are prepared to execute the final version when you are able to deliver to us.

We understand that we must sign the SF26 and send an electronic copy immediately, with hard copy originals overnight. We also understand no public announcement of the award is to be made until 5PM on the day the Contracting Officer executes the contract.

Please let us know if you have any questions on our proposed change. We look forward to receiving the final version and moving forward with the contract award, and beginning all phases of the contract award.

Sincerely,

Jim Bruce  
General Manager  
Hardin County Water District No. 1

-----Original Message-----

From: Rivera, Taina DLA CIV ENERGY [mailto:Taina.Rivera@dla.mil]  
Sent: Friday, September 23, 2011 1:30 PM  
To: Jim Bruce  
Cc: Gray, Martha A DLA CIV ENERGY; Brett Pyles; Preston Pendley; Koessel, Brian DLA CIV ENERGY; Rivera, Taina DLA CIV ENERGY  
Subject: RE: Draft Contract\_Revision 2 / Fort Knox, KY / Utility Privatization / SP0600-08-R-0803  
Importance: High  
Sensitivity: Confidential

Good Afternoon Mr. Bruce,

Attached is the revised draft contract for your review. The changes made, as a result of DLA Energy's final internal review, were minimal and are presented in track changes. As previously requested, please complete your review by COB Monday, September 26, 2011.

Please confirm receipt of this message and address any questions you may have to my attention at 703-767-8130 or to Mrs. Martha Gray at 703-767-9415.

Regards,  
Taina

Taina M. Rivera  
Senior Contract Specialist  
UP Contracting Division IV  
DLA Energy-EF  
Comm: (703) 767-8130, DSN: 427  
Fax: (703) 767-2382  
E-mail: taina.rivera@dla.mil

-----Original Message-----

From: Koessel, Brian DLA CIV ENERGY  
Sent: Wednesday, September 21, 2011 7:35 PM  
To: Jim Bruce  
Cc: Rivera, Taina DLA CIV ENERGY; Gray, Martha A DLA CIV ENERGY; Brett Pyles; Preston Pendley  
Subject: Draft Contract / Fort Knox, KY / Utility Privatization /  
SP0600-08-R-0803  
Importance: High  
Sensitivity: Confidential

Mr. Bruce,

Attached is the draft contract (with all attachments and exhibits, except JE4, which will follow separately). It is still undergoing a final internal review, however any potential changes will be minimal and provided to you once made. HCWD1 is requested to review the draft contract to ensure that it correctly reflects the terms previously negotiated by the parties.

Please also note any clerical errors or omissions that you identify.

Please complete your review by COB September 26 to enable the Government to meet Army funding and award schedule constraints.

Once the draft is finalized, you will be requested to sign the contract.

We will require two copies of the SF 26, both with original signatures.

Please forward an electronic version to brian.koessel@dla.mil, taina.rivera@dla.mil, and martha.gray@dla.mil, with the two original hard copies to follow via overnight courier to our office at:

ATTN: Brian J. Koessel, DLA Energy-EF

Defense Logistics Agency Energy

8725 John J. Kingman Rd, Suite 3937

Fort Belvoir, VA 22060-6222

After I sign the two original copies provided by you, I will courier one original signed SF 26 and a CD to you. If your physical address for receipt of courier deliveries differs from

the one identified in Block 7, then please provide it when you submit the signed SF 26 via e-mail.

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Regards,

Brian J. Koessel

Branch Chief/Contracting Officer

Energy Enterprise BU

DLA Energy-EFA

P: (703) 767-1595 (DSN 427)

F: (703) 767-2382

Brian.Koessel@dla.mil <mailto:Brian.Koessel@dla.mil>

From: Koessel, Brian DLA CIV ENERGY  
Sent: Thursday, September 15, 2011 3:41 PM  
To: 'Jim Bruce'  
Cc: Rivera, Taina DLA CIV ENERGY; Gray, Martha A DLA CIV ENERGY  
Subject: Update / Fort Knox, KY / Utility Privatization / SP0600-08-R-0803  
Sensitivity: Confidential

Mr. Bruce,

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Cc: JSmith@lwcky.com; David.Hackworth@CH2M.com; Brett Pyles; Preston Pendley  
Subject: Fort Knox, KY / Utility Privatization / SP0600-08-R-0803 / DLA update request  
Sensitivity: Confidential

8-Sep-2011

Mr. Brian J. Koessel  
Branch Chief/Contracting Officer  
Energy Enterprise BU  
DLA Energy-EFA  
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Thank You,

Jim Bruce  
General Manager  
Hardin County Water District No. 1  
C: 270-268-4069  
W: 270-351-3222, ext 208

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**Tracking:**

## Jim Bruce

---

**From:** Brett Pyles  
**Sent:** Wednesday, September 28, 2011 6:00 PM  
**To:** Jim Bruce  
**Subject:** FW: Draft Contract Revision 3 / Fort Knox, KY / Utility Privatization / SP0600-08-R-0803  
**Attachments:** Fort Knox Draft Contract\_20110928\_Version 3.docx

**Importance:** High  
**Sensitivity:** Confidential

Jim,

FYI...Richard said he heard that the FK people had a meeting with the water dept. employees today. He wasn't sure what exactly it was about.

Brett Pyles  
Operations Manager  
Hardin County Water District No.1  
1400 Rogersville Road  
Radcliff, KY 40160  
Cell:270/766-9477  
www.HCWD.com

-----Original Message-----

**From:** Koessel, Brian DLA CIV ENERGY [mailto:Brian.Koessel@dla.mil]  
**Sent:** Wednesday, September 28, 2011 5:59 PM  
**To:** Jim Bruce  
**Cc:** David Wilson; Brett Pyles; Preston Pendley; Rivera, Taina DLA CIV ENERGY; Gray, Martha A DLA CIV ENERGY  
**Subject:** Draft Contract Revision 3 / Fort Knox, KY / Utility Privatization / SP0600-08-R-0803  
**Importance:** High  
**Sensitivity:** Confidential

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Cc: David Wilson  
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Sensitivity: Confidential

Ms. Rivera;

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Thank You

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General Manager  
Hardin County Water District No. 1

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You may address any questions you may have to my attention at 703-767-8130 or to Mrs. Martha Gray at 703-767-9415.

Respectfully,  
Taina

Taina M. Rivera  
Senior Contract Specialist  
UP Contracting Division IV  
DLA Energy-EF  
Comm: (703) 767-8130, DSN: 427  
Fax: (703) 767-2382  
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We understand that we must sign the SF26 and send an electronic copy immediately, with hard copy originals overnight. We also understand no public announcement of the award is to be made until 5PM on the day the Contracting Officer executes the contract.

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Sincerely,

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General Manager  
Hardin County Water District No. 1

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Sent: Friday, September 23, 2011 1:30 PM

To: Jim Bruce

Cc: Gray, Martha A DLA CIV ENERGY; Brett Pyles; Preston Pendley; Koessel, Brian DLA CIV ENERGY; Rivera, Taina DLA CIV ENERGY

Subject: RE: Draft Contract\_Revision 2 / Fort Knox, KY / Utility Privatization / SP0600-08-R-0803

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Regards,  
Taina

Taina M. Rivera  
Senior Contract Specialist  
UP Contracting Division IV  
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Energy Enterprise BU

DLA Energy-EFA

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Sensitivity: Confidential

8-Sep-2011



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Branch Chief/Contracting Officer

Energy Enterprise BU

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## Jim Bruce

---

**From:** Jim Bruce  
**Sent:** Thursday, September 29, 2011 10:00 AM  
**To:** 'Greg Heitzman'  
**Subject:** FW: Draft Contract Revision 3 / Fort Knox, KY / Utility Privatization / SP0600-08-R-0803  
**Attachments:** Fort Knox Draft Contract\_20110928\_Version 3.docx

**Importance:** High  
**Sensitivity:** Confidential

Greg;

The contract with Govt is ready to be signed. I have signed and sent via email to Brian, and will overnight origis. He will sign tomorrow, and at 5PM Friday, it can become public. I have asked him if he wants to see press release before we issue, so will let you know what he says.

I am working on the LWC Operating Agreement, and hope to have ready to send you next week. David W has started on PSC application and filing. Once we get final, executed copy of complete Govt contract, will send you a hard copy as well.

Looks like we are able there, after almost 3 years!

Jim Bruce

-----Original Message-----

**From:** Koessel, Brian DLA CIV ENERGY [mailto:Brian.Koessel@dla.mil]  
**Sent:** Wednesday, September 28, 2011 5:59 PM  
**To:** Jim Bruce  
**Cc:** David Wilson; Brett Pyles; Preston Pendley; Rivera, Taina DLA CIV ENERGY; Gray, Martha A DLA CIV ENERGY  
**Subject:** Draft Contract Revision 3 / Fort Knox, KY / Utility Privatization / SP0600-08-R-0803  
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8-Sep-2011

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**Subject:** FW: Draft Contract Revision 3 / Fort Knox, KY / Utility Privatization / SP0600-08-R-0803  
**Sensitivity:** Confidential

Greg - Here is Brian's (DLA) latest response. Says he will look at press release for accuracy, if we like

Jim

-----Original Message-----

**From:** Koessel, Brian DLA CIV ENERGY [mailto:Brian.Koessel@dla.mil]  
**Sent:** Thursday, September 29, 2011 11:27 AM  
**To:** Jim Bruce  
**Cc:** David Wilson; Rivera, Taina DLA CIV ENERGY; Gray, Martha A DLA CIV ENERGY  
**Subject:** RE: Draft Contract Revision 3 / Fort Knox, KY / Utility Privatization / SP0600-08-R-0803  
**Sensitivity:** Confidential

Mr. Bruce,

Thank you for returning the signed SF26. I would be happy to look at the price release. I do not anticipate making any edits to the release. However, if there is some sort of factual inaccuracy, I will let you know.

Regards,

Brian J. Koessel  
Branch Chief/Contracting Officer  
Energy Enterprise BU  
DLA Energy-EFA  
(703) 767-1595 (DSN 427)

-----Original Message-----

**From:** Jim Bruce [mailto:jbruce@hcwd.com]  
**Sent:** Thursday, September 29, 2011 9:13 AM  
**To:** Koessel, Brian DLA CIV ENERGY; Rivera, Taina DLA CIV ENERGY; Gray, Martha A DLA CIV ENERGY  
**Cc:** David Wilson  
**Subject:** RE: Draft Contract Revision 3 / Fort Knox, KY / Utility Privatization / SP0600-08-R-0803  
**Sensitivity:** Confidential

Mr Koessel;

Attached please find copy of the signed SF26. We will be sending via overnight the two signed originals, today. We understand you will sign on 30-SEP and then send us a full copy of the final contract document.

Also, we are working with LWC developing a press release for next week. Do you want to review that before we release? Please let me know.

Thank You

Jim Bruce  
General Manager  
HCWD1

-----Original Message-----

From: Koessel, Brian DLA CIV ENERGY [mailto:Brian.Koessel@dla.mil]  
Sent: Wednesday, September 28, 2011 5:59 PM  
To: Jim Bruce  
Cc: David Wilson; Brett Pyles; Preston Pendley; Rivera, Taina DLA CIV ENERGY; Gray, Martha A DLA CIV ENERGY  
Subject: Draft Contract Revision 3 / Fort Knox, KY / Utility Privatization / SP0600-08-R-0803  
Importance: High  
Sensitivity: Confidential

Mr. Bruce,

The attached contract contains the agreed upon revision to the preamble language. If you are in agreement with this version, please sign two (2) copies of the SF26 and send an electronic copy immediately, with hard copy originals to be sent overnight. I will sign the contract on Friday, September 30, 2011 and send the final executed version to you at that time. Please let me know if you have any questions.

Regards,

Brian J. Koessel  
Branch Chief/Contracting Officer  
Energy Enterprise BU  
DLA Energy-EFA  
P: (703) 767-1595 (DSN 427)  
F: (703) 767-2382  
Brian.Koessel@dla.mil

-----Original Message-----

From: Jim Bruce [mailto:jbruce@hcwd.com]  
Sent: Tuesday, September 27, 2011 2:21 PM  
To: Rivera, Taina DLA CIV ENERGY; Koessel, Brian DLA CIV ENERGY; Gray, Martha A DLA CIV ENERGY  
Cc: David Wilson  
Subject: RE: Draft Contract\_Revision 2 / Fort Knox, KY / Utility Privatization / SP0600-08-R-0803  
Sensitivity: Confidential

Ms. Rivera;

We are in agreement with your proposed language change to the preamble section of the draft contract.

Thank You

Jim Bruce

General Manager  
Hardin County Water District No. 1

-----Original Message-----

From: Rivera, Taina DLA CIV ENERGY [mailto:Taina.Rivera@dla.mil]  
Sent: Tuesday, September 27, 2011 1:05 PM  
To: Jim Bruce  
Cc: David Wilson, SBW; Koessel, Brian DLA CIV ENERGY; Rivera, Taina DLA CIV ENERGY; Gray, Martha A DLA CIV ENERGY; Preston Pendley; Brett Pyles  
Subject: RE: Draft Contract\_Revision 2 / Fort Knox, KY / Utility Privatization / SP0600-08-R-0803  
Sensitivity: Confidential

Good Afternoon Mr. Bruce,

DLA Energy has reviewed the verbiage change you made on the last paragraph of the Preamble. Upon review of the language in your proposal and the Preamble, we have a suggested change that includes the exact language proposed by HCWD1 in Volume IV of your FPR, specifically the 5th paragraph of page IV-36. Please review the attached revision to the Preamble, and let us know if you agree before COB September 28, 2011.

You may address any questions you may have to my attention at 703-767-8130 or to Mrs. Martha Gray at 703-767-9415.

Respectfully,  
Taina

Taina M. Rivera  
Senior Contract Specialist  
UP Contracting Division IV  
DLA Energy-EF  
Comm: (703) 767-8130, DSN: 427  
Fax: (703) 767-2382  
E-mail: taina.rivera@dla.mil

-----Original Message-----

From: Jim Bruce [mailto:jbruce@hcwd.com]  
Sent: Monday, September 26, 2011 4:19 PM  
To: Rivera, Taina DLA CIV ENERGY; Rivera, Taina DLA CIV ENERGY; Gray, Martha A DLA CIV ENERGY  
Cc: David Wilson, SBW  
Subject: RE: Draft Contract\_Revision 2 / Fort Knox, KY / Utility Privatization / SP0600-08-R-0803  
Sensitivity: Confidential

Mr Koessel;

Our legal counsel and myself have reviewed your draft contract, sent via email on 21-SEP, as well as the revised draft sent by Ms. Rivera on 23-SEP. The only verbiage change we have is marked up on the last paragraph of the Preamble, which is attached.

All other preamble statements, and other parts of the contract, are acceptable to us, and we are prepared to execute the final version when you are able to deliver to us.

We understand that we must sign the SF26 and send an electronic copy immediately, with hard copy originals overnight. We also understand no public announcement of the award is to be

made until 5PM on the day the Contracting Officer executes the contract.

Please let us know if you have any questions on our proposed change. We look forward to receiving the final version and moving forward with the contract award, and beginning all phases of the contract award.

Sincerely,

Jim Bruce  
General Manager  
Hardin County Water District No. 1

-----Original Message-----

From: Rivera, Taina DLA CIV ENERGY [mailto:Taina.Rivera@dla.mil]  
Sent: Friday, September 23, 2011 1:30 PM  
To: Jim Bruce  
Cc: Gray, Martha A DLA CIV ENERGY; Brett Pyles; Preston Pendley; Koessel, Brian DLA CIV ENERGY; Rivera, Taina DLA CIV ENERGY  
Subject: RE: Draft Contract\_Revision 2 / Fort Knox, KY / Utility Privatization / SP0600-08-R-0803  
Importance: High  
Sensitivity: Confidential

Good Afternoon Mr. Bruce,

Attached is the revised draft contract for your review. The changes made, as a result of DLA Energy's final internal review, were minimal and are presented in track changes. As previously requested, please complete your review by COB Monday, September 26, 2011.

Please confirm receipt of this message and address any questions you may have to my attention at 703-767-8130 or to Mrs. Martha Gray at 703-767-9415.

Regards,  
Taina

Taina M. Rivera  
Senior Contract Specialist  
UP Contracting Division IV  
DLA Energy-EF  
Comm: (703) 767-8130, DSN: 427  
Fax: (703) 767-2382  
E-mail: taina.rivera@dla.mil

-----Original Message-----

From: Koessel, Brian DLA CIV ENERGY  
Sent: Wednesday, September 21, 2011 7:35 PM  
To: Jim Bruce  
Cc: Rivera, Taina DLA CIV ENERGY; Gray, Martha A DLA CIV ENERGY; Brett Pyles; Preston Pendley

Subject: Draft Contract / Fort Knox, KY / Utility Privatization /  
SP0600-08-R-0803  
Importance: High  
Sensitivity: Confidential

Mr. Bruce,

Attached is the draft contract (with all attachments and exhibits, except JE4, which will follow separately). It is still undergoing a final internal review, however any potential changes will be minimal and provided to you once made. HCWD1 is requested to review the draft contract to ensure that it correctly reflects the terms previously negotiated by the parties.

Please also note any clerical errors or omissions that you identify.

Please complete your review by COB September 26 to enable the Government to meet Army funding and award schedule constraints.

Once the draft is finalized, you will be requested to sign the contract.

We will require two copies of the SF 26, both with original signatures.

Please forward an electronic version to [brian.koessel@dla.mil](mailto:brian.koessel@dla.mil), [taina.rivera@dla.mil](mailto:taina.rivera@dla.mil), and [martha.gray@dla.mil](mailto:martha.gray@dla.mil), with the two original hard copies to follow via overnight courier to our office at:

ATTN: Brian J. Koessel, DLA Energy-EF

Defense Logistics Agency Energy

8725 John J. Kingman Rd, Suite 3937

Fort Belvoir, VA 22060-6222

After I sign the two original copies provided by you, I will courier one original signed SF 26 and a CD to you. If your physical address for receipt of courier deliveries differs from the one identified in Block 7, then please provide it when you submit the signed SF 26 via e-mail.

I will be out of the office until September 28, but can be reached by cell phone on the 22nd and 27th. My number is 616.204.2678. If I am unavailable or otherwise cannot be reached, then please contact Martha (703.767.9415) and/or Taina (703.767.8130) with any questions you may have.

Regards,

Brian J. Koessel

Branch Chief/Contracting Officer

Energy Enterprise BU

DLA Energy-EFA

P: (703) 767-1595 (DSN 427)

F: (703) 767-2382

Brian.Koessel@dla.mil <mailto:Brian.Koessel@dla.mil>

From: Koessel, Brian DLA CIV ENERGY  
Sent: Thursday, September 15, 2011 3:41 PM  
To: 'Jim Bruce'  
Cc: Rivera, Taina DLA CIV ENERGY; Gray, Martha A DLA CIV ENERGY  
Subject: Update / Fort Knox, KY / Utility Privatization /  
SP0600-08-R-0803  
Sensitivity: Confidential

Mr. Bruce,

Congratulations! Hardin County Water District #1 (HCWD1) has been selected by the Source Selection Authority for privatization of the Fort Knox Potable Water Utility System. This is not an award notification, as contract award is contingent upon statutorily required advance Congressional notification and Contracting Officer execution of the Standard Form (SF) 26 Contract Award document.

Also, please note that HCWD1 is prohibited from releasing any indication of award to the public per FAR 5.303 and DFARS 205.303. The regulations state that information shall not be released on awards prior to the public release time of 5:00 pm on the day of award when the Contracting Officer signs the contract. Award is anticipated to be made on September 30, 2011.

I will soon be providing the draft contract for your signature. That will not be an opportunity to revise the terms of the RFP or your proposal. Rather, your review and any potential revisions are limited to: 1) correcting clerical mistakes/typos; and 2) ensuring that the document correctly reflects the terms previously negotiated by the parties. More information will follow next week.

If you have any questions, please feel free to contact our office.

Regards,

Brian J. Koessel

Branch Chief/Contracting Officer

Energy Enterprise BU

DLA Energy-EFA

P: (703) 767-1595 (DSN 427)

F: (703) 767-2382

Brian.Koessel@dla.mil

From: Jim Bruce [mailto:jbruce@hcwd.com]  
Sent: Thursday, September 08, 2011 1:44 PM  
To: Koessel, Brian DLA CIV ENERGY; Rivera, Taina DLA CIV ENERGY  
Cc: JSmith@lwcky.com; David.Hackworth@CH2M.com; Brett Pyles; Preston Pendley  
Subject: Fort Knox, KY / Utility Privatization / SP0600-08-R-0803 / DLA update request  
Sensitivity: Confidential

8-Sep-2011

Mr. Brian J. Koessel

Branch Chief/Contracting Officer

Energy Enterprise BU

DLA Energy-EFA

(703) 767-1595 (DSN 427)

Mr. Koessel;

If possible, we would request a schedule update on the Ft. Knox Water Utility Privatization. As you know, our last communication from your office was 17-June requesting seven clarifications to our latest FPR. We would appreciate it if you could provide an update on any decision by the Government, or a schedule update.

Thank You,

Jim Bruce

General Manager

Hardin County Water District No. 1

C: 270-268-4069

W: 270-351-3222, ext 208

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## Jim Bruce

---

**From:** Greg Heitzman [gheitzman@lwcky.com]  
**Sent:** Thursday, September 29, 2011 1:23 PM  
**To:** Jim Bruce  
**Cc:** Jim Smith; Kelley Dearing-Smith  
**Subject:** Re: Draft Contract Revision 3 / Fort Knox, KY / Utility Privatization / SP0600-08-R-0803

**Sensitivity:** Confidential

I will have Kelley Dearing Smith call you to coordinate the news release, generally looks ok to me, I think she will want to tighten it up, for a general audience, less detail.

I will also give her a quote.

Greg Heitzman  
Louisville Water Co.  
Sent from my iPhone

On Sep 29, 2011, at 12:44 PM, "Jim Bruce" <jbruce@hcwd.com> wrote:

> Greg - Here is Brian's (DLA) latest response. Says he will look at  
> press release for accuracy, if we like  
>  
> Jim  
>  
> -----Original Message-----  
> From: Koessel, Brian DLA CIV ENERGY [mailto:Brian.Koessel@dla.mil]  
> Sent: Thursday, September 29, 2011 11:27 AM  
> To: Jim Bruce  
> Cc: David Wilson; Rivera, Taina DLA CIV ENERGY; Gray, Martha A DLA CIV  
> ENERGY  
> Subject: RE: Draft Contract Revision 3 / Fort Knox, KY / Utility  
> Privatization / SP0600-08-R-0803  
> Sensitivity: Confidential  
>  
> Mr. Bruce,  
>  
> Thank you for returning the signed SF26. I would be happy to look at  
> the price release. I do not anticipate making any edits to the  
> release.  
> However, if there is some sort of factual inaccuracy, I will let you  
> know.  
>  
> Regards,  
>  
> Brian J. Koessel  
> Branch Chief/Contracting Officer  
> Energy Enterprise BU  
> DLA Energy-EFA  
> (703) 767-1595 (DSN 427)  
>  
>  
> -----Original Message-----  
> From: Jim Bruce [mailto:jbruce@hcwd.com]  
> Sent: Thursday, September 29, 2011 9:13 AM

> To: Koessel, Brian DLA CIV ENERGY; Rivera, Taina DLA CIV ENERGY; Gray,  
> Martha A DLA CIV ENERGY  
> Cc: David Wilson  
> Subject: RE: Draft Contract Revision 3 / Fort Knox, KY / Utility  
> Privatization / SP0600-08-R-0803  
> Sensitivity: Confidential  
>  
> Mr Koessel;  
>  
> Attached please find copy of the signed SF26. We will be sending via  
> overnight the two signed originals, today. We understand you will  
> sign on 30-SEP and then send us a full copy of the final contract  
> document.  
>  
> Also, we are working with LWC developing a press release for next week.  
> Do you want to review that before we release? Please let me know.  
>  
> Thank You  
>  
> Jim Bruce  
> General Manager  
> HCWD1  
>  
> -----Original Message-----  
> From: Koessel, Brian DLA CIV ENERGY [mailto:Brian.Koessel@dla.mil]  
> Sent: Wednesday, September 28, 2011 5:59 PM  
> To: Jim Bruce  
> Cc: David Wilson; Brett Pyles; Preston Pendley; Rivera, Taina DLA CIV  
> ENERGY; Gray, Martha A DLA CIV ENERGY  
> Subject: Draft Contract Revision 3 / Fort Knox, KY / Utility  
> Privatization /  
> SP0600-08-R-0803  
> Importance: High  
> Sensitivity: Confidential  
>  
> Mr. Bruce,  
>  
> The attached contract contains the agreed upon revision to the  
> preamble language. If you are in agreement with this version, please  
> sign two  
> (2) copies of the SF26 and send an electronic copy immediately, with  
> hard copy originals to be sent overnight. I will sign the contract on  
> Friday, September 30, 2011 and send the final executed version to you  
> at that time.  
> Please let me know if you have any questions.  
>  
> Regards,  
>  
> Brian J. Koessel  
> Branch Chief/Contracting Officer  
> Energy Enterprise BU  
> DLA Energy-EFA  
> P: (703) 767-1595 (DSN 427)  
> F: (703) 767-2382  
> Brian.Koessel@dla.mil  
>  
>

>  
> -----Original Message-----  
> From: Jim Bruce [mailto:jbruce@hcwd.com]  
> Sent: Tuesday, September 27, 2011 2:21 PM  
> To: Rivera, Taina DLA CIV ENERGY; Koessel, Brian DLA CIV ENERGY; Gray,  
> Martha A DLA CIV ENERGY  
> Cc: David Wilson  
> Subject: RE: Draft Contract\_Revision 2 / Fort Knox, KY / Utility  
> Privatization / SP0600-08-R-0803  
> Sensitivity: Confidential

>  
> Ms. Rivera;  
>  
> We are in agreement with your proposed language change to the preamble  
> section of the draft contract.

>  
> Thank You  
>  
> Jim Bruce  
> General Manager  
> Hardin County Water District No. 1

>  
> -----Original Message-----  
> From: Rivera, Taina DLA CIV ENERGY [mailto:Taina.Rivera@dla.mil]  
> Sent: Tuesday, September 27, 2011 1:05 PM  
> To: Jim Bruce  
> Cc: David Wilson, SBW; Koessel, Brian DLA CIV ENERGY; Rivera, Taina  
> DLA CIV ENERGY; Gray, Martha A DLA CIV ENERGY; Preston Pendley; Brett  
> Pyles  
> Subject: RE: Draft Contract\_Revision 2 / Fort Knox, KY / Utility  
> Privatization / SP0600-08-R-0803  
> Sensitivity: Confidential

>  
> Good Afternoon Mr. Bruce,  
>  
> DLA Energy has reviewed the verbiage change you made on the last  
> paragraph of the Preamble. Upon review of the language in your  
> proposal and the Preamble, we have a suggested change that includes  
> the exact language proposed by HCWD1 in Volume IV of your FPR,  
> specifically the 5th paragraph of page IV-36. Please review the  
> attached revision to the Preamble, and let us know if you agree before  
> COB September 28, 2011.

>  
> You may address any questions you may have to my attention at  
> 703-767-8130 or to Mrs. Martha Gray at 703-767-9415.

>  
> Respectfully,  
> Taina  
>  
> Taina M. Rivera  
> Senior Contract Specialist  
> UP Contracting Division IV  
> DLA Energy-EF  
> Comm: (703) 767-8130, DSN: 427  
> Fax: (703) 767-2382  
> E-mail: taina.rivera@dla.mil

>  
> -----Original Message-----  
> From: Jim Bruce [mailto:jbruce@hcwd.com]  
> Sent: Monday, September 26, 2011 4:19 PM  
> To: Rivera, Taina DLA CIV ENERGY; Rivera, Taina DLA CIV ENERGY; Gray,  
> Martha A DLA CIV ENERGY  
> Cc: David Wilson, SBW  
> Subject: RE: Draft Contract\_Revision 2 / Fort Knox, KY / Utility  
> Privatization / SP0600-08-R-0803  
> Sensitivity: Confidential  
>  
> Mr Koessel;  
>  
> Our legal counsel and myself have reviewed your draft contract, sent  
> via email on 21-SEP, as well as the revised draft sent by Ms. Rivera  
> on 23-SEP.  
> The only verbiage change we have is marked up on the last paragraph of  
> the Preamble, which is attached.  
>  
> All other preamble statements, and other parts of the contract, are  
> acceptable to us, and we are prepared to execute the final version  
> when you are able to deliver to us.  
>  
> We understand that we must sign the SF26 and send an electronic copy  
> immediately, with hard copy originals overnight. We also understand  
> no public announcement of the award is to be made until 5PM on the day  
> the Contracting Officer executes the contract.  
>  
>  
>  
>  
>  
> Please let us know if you have any questions on our proposed change.  
> We look forward to receiving the final version and moving forward with  
> the contract award, and beginning all phases of the contract award.  
>  
> Sincerely,  
>  
> Jim Bruce  
> General Manager  
> Hardin County Water District No. 1  
>  
>  
>  
> -----Original Message-----  
> From: Rivera, Taina DLA CIV ENERGY [mailto:Taina.Rivera@dla.mil]  
> Sent: Friday, September 23, 2011 1:30 PM  
> To: Jim Bruce  
> Cc: Gray, Martha A DLA CIV ENERGY; Brett Pyles; Preston Pendley;  
> Koessel, Brian DLA CIV ENERGY; Rivera, Taina DLA CIV ENERGY  
> Subject: RE: Draft Contract\_Revision 2 / Fort Knox, KY / Utility  
> Privatization / SP0600-08-R-0803  
> Importance: High  
> Sensitivity: Confidential  
>  
> Good Afternoon Mr. Bruce,

>  
> Attached is the revised draft contract for your review. The changes  
> made, as a result of DLA Energy's final internal review, were minimal  
> and are presented in track changes. As previously requested, please  
> complete your review by COB Monday, September 26, 2011.  
>  
> Please confirm receipt of this message and address any questions you  
> may have to my attention at 703-767-8130 or to Mrs. Martha Gray at  
> 703-767-9415.  
>  
> Regards,  
> Taina  
>  
> Taina M. Rivera  
> Senior Contract Specialist  
> UP Contracting Division IV  
> DLA Energy-EF  
> Comm: (703) 767-8130, DSN: 427  
> Fax: (703) 767-2382  
> E-mail: taina.rivera@dla.mil  
>  
>  
> -----Original Message-----  
> From: Koessel, Brian DLA CIV ENERGY  
> Sent: Wednesday, September 21, 2011 7:35 PM  
> To: Jim Bruce  
> Cc: Rivera, Taina DLA CIV ENERGY; Gray, Martha A DLA CIV ENERGY; Brett  
> Pyles; Preston Pendley  
> Subject: Draft Contract / Fort Knox, KY / Utility Privatization /  
> SP0600-08-R-0803  
> Importance: High  
> Sensitivity: Confidential  
>  
> Mr. Bruce,  
>  
>  
>  
> Attached is the draft contract (with all attachments and exhibits,  
> except JE4, which will follow separately). It is still undergoing a  
> final internal review, however any potential changes will be minimal  
> and provided to you once made. HCWD1 is requested to review the draft  
> contract to ensure that it correctly reflects the terms previously  
> negotiated by the parties.  
> Please also note any clerical errors or omissions that you identify.  
> Please complete your review by COB September 26 to enable the  
> Government to meet Army funding and award schedule constraints.  
>  
>  
>  
> Once the draft is finalized, you will be requested to sign the contract.  
> We will require two copies of the SF 26, both with original signatures.  
> Please forward an electronic version to brian.koessel@dla.mil,  
> taina.rivera@dla.mil, and martha.gray@dla.mil, with the two original  
> hard copies to follow via overnight courier to our office at:  
>  
>  
>



> SP0600-08-R-0803  
> Sensitivity: Confidential  
>  
>  
>  
> Mr. Bruce,  
>  
>  
>  
> Congratulations! Hardin County Water District #1 (HCWD1) has been  
> selected by the Source Selection Authority for privatization of the  
> Fort Knox Potable Water Utility System. This is not an award  
> notification, as contract award is contingent upon statutorily  
> required advance Congressional notification and Contracting Officer  
> execution of the Standard Form (SF) 26 Contract Award document.  
>  
>  
>  
> Also, please note that HCWD1 is prohibited from releasing any  
> indication of award to the public per FAR 5.303 and DFARS 205.303.  
> The regulations state that information shall not be released on awards  
> prior to the public release time of 5:00 pm on the day of award when  
> the Contracting Officer signs the contract. Award is anticipated to  
> be made on September 30, 2011.  
>  
>  
>  
> I will soon be providing the draft contract for your signature. That  
> will not be an opportunity to revise the terms of the RFP or your  
> proposal.  
> Rather, your review and any potential revisions are limited to: 1)  
> correcting clerical mistakes/typos; and 2) ensuring that the document  
> correctly reflects the terms previously negotiated by the parties.  
> More information will follow next week.  
>  
>  
>  
> If you have any questions, please feel free to contact our office.  
>  
>  
>  
> Regards,  
>  
>  
>  
> Brian J. Koessel  
>  
> Branch Chief/Contracting Officer  
>  
> Energy Enterprise BU  
>  
> DLA Energy-EFA  
>  
> P: (703) 767-1595 (DSN 427)  
>  
> F: (703) 767-2382  
>

> Brian.Koessel@dla.mil  
>  
>  
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> From: Jim Bruce [mailto:jbruce@hcwd.com]  
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> Cc: JSmith@lwcky.com; David.Hackworth@CH2M.com; Brett Pyles; Preston  
> Pendley  
> Subject: Fort Knox, KY / Utility Privatization / SP0600-08-R-0803 /  
> DLA update request  
> Sensitivity: Confidential  
>  
>  
>  
> 8-Sep-2011  
>  
>  
>  
> Mr. Brian J. Koessel  
>  
> Branch Chief/Contracting Officer  
>  
> Energy Enterprise BU  
>  
> DLA Energy-EFA  
>  
> (703) 767-1595 (DSN 427)  
>  
>  
>  
> Mr. Koessel;  
>  
>  
>  
> If possible, we would request a schedule update on the Ft. Knox Water  
> Utility Privatization. As you know, our last communication from your  
> office was 17-June requesting seven clarifications to our latest FPR.  
> We would appreciate it if you could provide an update on any decision  
> by the Government, or a schedule update.  
>  
>  
>  
> Thank You,  
>  
>  
>  
> Jim Bruce  
>  
> General Manager  
>  
> Hardin County Water District No. 1  
>



> C: 270-268-4069

>

> W: 270-351-3222, ext 208

>

>

>

>

>

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>

>

## Jim Bruce

---

**From:** Kelley Dearing-Smith [ksmith@lwcky.com]  
**Sent:** Thursday, September 29, 2011 3:13 PM  
**To:** Greg Heitzman; Jim Bruce  
**Subject:** DRAFT - updated release  
**Attachments:** image001.jpg; Fort Knox Water Privatization KDS.doc; image002.jpg

Jim and Greg – here is an updated DRAFT release. I tightened the copy and reworked some of the items.  
Jim - -just left you a message - - call me and we'll discuss. Or - - we can all discuss together tomorrow.

Things for you each to consider:

1. We don't say it - - but be prepared to answer a question about "how many employees" are with Fort Knox Water that will move
2. The price – no mention of what this is costing – I do note that the government will save money – and I also note that the \$28 million in improvements are funded under provisions of the contract
3. How many customers for Fort Knox?
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5. What's the water source? Wells? We mention the government retains ownerships of the "sources"
6. Jim – do you know if the Dept. of Defense will issue something on its own? Does this need their approval?
7. When do you assume ownership? Need to include that.

May think of other items – sure you will to! Goal is to make this easy to understand – and easy for a reporter to reprint. Once we get all the edits in place, I'll fix the formatting.

Kelley



Kelley Dearing Smith  
Manager, Strategic Communications  
Louisville Water Company  
550 South Third St.  
Louisville, KY 40202  
502.569.3695

## Jim Bruce

---

**From:** Jim Bruce  
**Sent:** Thursday, September 29, 2011 3:25 PM  
**To:** 'Bill Rissel'  
**Subject:** FW: DRAFT - updated release  
**Attachments:** image001.jpg; Fort Knox Water Privatization KDS.doc; image003.jpg

Bill;

The final contract arrived late yesterday. I signed today and emailed, and we have to send orig signed overnight mail. They will sign tomorrow and public announcement can happen after 5PM Friday. I did draft of press release, which LWC's PR person has revised (attached). Greg suggests that you as Chairman also provide a quote. I think we are planning to do press release Monday, Greg thinks Louisville TV will cover at FK, because of all BRAC news.

If OK with you, I will inform Board tomorrow after 5PM that the contract has been received and executed, and we are jointly doing a PR.

Thanks

Jim

(You can write quote back to me and I can send to Kelly at LWC)

**From:** Kelley Dearing-Smith [<mailto:ksmith@lwcky.com>]  
**Sent:** Thursday, September 29, 2011 3:13 PM  
**To:** Greg Heitzman; Jim Bruce  
**Subject:** DRAFT - updated release

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Kelley

## Jim Bruce

---

**From:** Jim Bruce  
**Sent:** Thursday, September 29, 2011 3:33 PM  
**To:** 'Kelley Dearing-Smith'  
**Subject:** RE: DRAFT - updated release  
**Attachments:** image001.jpg; image003.jpg

Kelley;

I have forwarded to our Chairman, Bill Rissel, and asked him for a quote. Once I get that, will send back along with the other answers you requested. I also talked to Bob Ender (FK Water/Sewer Branch Manager) as Greg suggested. He said employee notification meeting is actually tomorrow. Bob said he would appreciate having chance to see press release before we let it out, so he knows what it will say and if there are any errors. I told Bob may be able to send it to him late Friday or early Monday.

Thanks, Jim Bruce

**From:** Kelley Dearing-Smith [<mailto:ksmith@lwcky.com>]  
**Sent:** Thursday, September 29, 2011 3:13 PM  
**To:** Greg Heitzman; Jim Bruce  
**Subject:** DRAFT - updated release

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Jim - -just left you a message - - call me and we'll discuss. Or - - we can all discuss together tomorrow.

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Kelley



Kelley Dearing Smith  
Manager, Strategic Communications  
Louisville Water Company  
550 South Third St.  
Louisville, KY 40202  
502.569.3695

## Jim Bruce

---

**From:** Kelley Dearing-Smith [ksmith@lwcky.com]  
**Sent:** Friday, September 30, 2011 8:53 AM  
**To:** Jim Bruce  
**Subject:** RE: DRAFT - updated release  
**Attachments:** image001.jpg; image003.jpg

Thanks Jim, I'll wait to hear back from you.

Kelley



Kelley Dearing Smith  
Manager, Strategic Communications  
Louisville Water Company  
550 South Third St.  
Louisville, KY 40202  
502.569.3695

**From:** Jim Bruce [mailto:jbruce@hcwd.com]  
**Sent:** Friday, September 30, 2011 8:27 AM  
**To:** [hberry.hcgo@hcky.org](mailto:hberry.hcgo@hcky.org)  
**Cc:** Kelley Dearing-Smith  
**Subject:** FW: DRAFT - updated release

Judge Berry;

Here is the draft. If you could provide a quote to add, that would be great!

Jim Bruce

**From:** Kelley Dearing-Smith [mailto:ksmith@lwcky.com]  
**Sent:** Thursday, September 29, 2011 3:13 PM  
**To:** Greg Heitzman; Jim Bruce  
**Subject:** DRAFT - updated release

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Jim -- just left you a message -- call me and we'll discuss. Or -- we can all discuss together tomorrow.

Things for you each to consider:

1. We don't say it -- but be prepared to answer a question about "how many employees" are with Fort Knox Water that will move
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Kelley



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Louisville Water Company  
550 South Third St.  
Louisville, KY 40202  
502.569.3695

## Jim Bruce

---

**From:** Jim Bruce  
**Sent:** Friday, September 30, 2011 10:37 AM  
**To:** 'Kelley Dearing-Smith'  
**Cc:** 'Greg Heitzman'  
**Subject:** RE: DRAFT - updated release  
**Attachments:** image001.jpg; image002.jpg

**Sensitivity:** Confidential

Kelley;

Our Chairman, Bill Rissel, is on vacation in Italy so was not available. Here is quote provided by Hardin County Judge Executive, Harry L. Berry;

*"We are excited about this opportunity to partner with Louisville Water in meeting the water supply needs of Fort Knox. Through our collaborative effort, HCWD 1 and Louisville Water will join forces to improve, maintain, and operate Fort Knox's water supply production and distribution in a cost efficient manner. The privatization of Fort Knox water service, coupled with HCWD 1 assumption of Fort Knox's sewer service several years ago, allows the military to focus its resources on their core missions while utilizing civilian expertise to provide utility services to the military installation. This provides an excellent opportunity for HCWD 1 and Louisville Water to utilize their knowledge and skills in executing their core mission of delivering efficient utility services in a manner that will provide substantial assistance in supporting the needs of America's military!"*

He can be reached at 270-765-9608 if you need to clarify any of the quote.

Below have inserted answers to your questions

Once you get finalized, please send to me. Both Bob Ender (FK Water/Sewer) and Brian Koessel (DLA, Ft Belvoir) said they will read PR and let us know of any changes. I told Bob will probably release Monday afternoon.

Thanks for your help, look forward to working together and meeting you soon

Jim Bruce

**From:** Kelley Dearing-Smith [<mailto:ksmith@lwcky.com>]  
**Sent:** Thursday, September 29, 2011 3:13 PM  
**To:** Greg Heitzman; Jim Bruce  
**Subject:** DRAFT - updated release

Jim and Greg – here is an updated DRAFT release. I tightened the copy and reworked some of the items. Jim - -just left you a message - - call me and we'll discuss. Or - - we can all discuss together tomorrow.

Things for you each to consider:

1. We don't say it - - but be prepared to answer a question about "how many employees" are with Fort Knox Water that will move (not sure we will know till later. In contract we are required to complete employee hiring and orientation by 3 weeks before we take over which would be around Jan 7, 2012)
2. The price – no mention of what this is costing – I do note that the government will save money – and I also note that the \$28 million in improvements are funded under provisions of the contract (the amount shown on contract is for 50 year period, or \$253,843,146. That is subject to future rate increases, so will not end up that

amount. That averages to \$5.076M / year and includes the \$28M which must be spent on capital improvements in first 5 years)

3. How many customers for Fort Knox? (Based on our sources at FK, they say current post population is just over 40,000. For 2012, is slated to be 45,000 as troops return from middle east. It is hard to equate that to "customers" since includes active military [deployed], on post military families, contractors and GS employees)
4. I added a line about no impact on LWC or HCWD 1 customers- think that's important for the current rate base to understand. (sounds good)
5. What's the water source? Wells? We mention the government retains ownerships of the "sources" (the West Point well field [15 wells] supplies Muldraugh WTP. That will close after 5 years and the Army is supposed to provide a replacement source. The McCracken Spring, GWUISW, feeds the Central WTP)
6. Jim – do you know if the Dept. of Defense will issue something on its own? Does this need their approval? (From talking to Brian with DLA, he will not make any comments or additions to a press release, but will check for accuracy. I take that to mean they will not do their own. When we took over their sewer in 2005, they did not do one then)
7. When do you assume ownership? Need to include that. (Per our contract and proposal, the transition period is 4 months. Assuming the contract is effective 30-Sep, we would take over operations and assume ownership on 1-Feb-2012)

May think of other items – sure you will to! Goal is to make this easy to understand – and easy for a reporter to reprint. Once we get all the edits in place, I'll fix the formatting.

Kelley



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Manager, Strategic Communications  
Louisville Water Company  
550 South Third St.  
Louisville, KY 40202  
502.569.3695



## Jim Bruce

---

**From:** Jim Bruce  
**Sent:** Friday, September 30, 2011 10:43 AM  
**To:** 'Kelley Dearing-Smith'  
**Subject:** FW: DRAFT - updated release  
**Attachments:** image001.jpg; image003.jpg

**From:** Harry Berry [<mailto:hberry.hcgo@hcky.org>]  
**Sent:** Friday, September 30, 2011 10:26 AM  
**To:** Jim Bruce  
**Subject:** RE: DRAFT - updated release

Jim:

CONGRATULATIONS!! Job well done!

Please adjust as you deem appropriate!

"We are excited about this opportunity to partner with Louisville Water in meeting the water supply needs of Fort Knox. Through our collaborative effort, HCWD 1 and Louisville Water will join forces to improve, maintain, and operate Fort Knox's water supply production and distribution in a cost efficient manner. The privatization of Fort Knox water service, coupled with HCWD 1 assumption of Fort Knox's sewer service several years ago, allows the military to focus its resources on their core missions while utilizing civilian expertise to provide utility services to the military installation. This provides an excellent opportunity for HCWD 1 and Louisville Water to utilize their knowledge and skills in executing their core mission of delivering efficient utility services in a manner that will provide substantial assistance in supporting the needs of America's military!"

Thanks,

Harry

**From:** Jim Bruce [<mailto:jbruce@hcwd.com>]  
**Sent:** Friday, September 30, 2011 8:27 AM  
**To:** [hberry.hcgo@hcky.org](mailto:hberry.hcgo@hcky.org)  
**Cc:** Kelley Dearing-Smith  
**Subject:** FW: DRAFT - updated release

Judge Berry;

Here is the draft. If you could provide a quote to add, that would be great!

Jim Bruce

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## Jim Bruce

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**Sent:** Friday, September 30, 2011 11:43 AM  
**To:** Jim Bruce  
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**Attachments:** image001.jpg; image003.jpg

Thanks Jim – will insert and then send you and Greg another draft to review. Did you have any additional edits?



Kelley Dearing Smith  
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Harry

**From:** Jim Bruce [mailto:jbruce@hcwd.com]  
**Sent:** Friday, September 30, 2011 8:27 AM  
**To:** hberry.hcgo@hcky.org  
**Cc:** Kelley Dearing-Smith  
**Subject:** FW: DRAFT - updated release

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**Sent:** Thursday, September 29, 2011 3:13 PM  
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Louisville Water Company  
550 South Third St.  
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## Jim Bruce

---

**From:** Jim Bruce  
**Sent:** Friday, September 30, 2011 12:18 PM  
**To:** 'Kelley Dearing-Smith'  
**Subject:** RE: DRAFT - updated release  
**Attachments:** image001.jpg; image002.jpg

Kelley – The only thing I noticed is you mentioned “billing” by HCWD1. There really is not any billing services or activity related to this acquisition. We will bill the Govt once monthly, and they remit to us by wire through normal DoD accts payable process

Thanks

Jim Bruce

**From:** Kelley Dearing-Smith [<mailto:ksmith@lwcky.com>]  
**Sent:** Friday, September 30, 2011 11:43 AM  
**To:** Jim Bruce  
**Subject:** RE: DRAFT - updated release

Thanks Jim – will insert and then send you and Greg another draft to review. Did you have any additional edits?



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**From:** Jim Bruce [<mailto:jbruce@hcwd.com>]  
**Sent:** Friday, September 30, 2011 10:43 AM  
**To:** Kelley Dearing-Smith  
**Subject:** FW: DRAFT - updated release

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**Sent:** Friday, September 30, 2011 10:26 AM  
**To:** Jim Bruce  
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Harry

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**Sent:** Friday, September 30, 2011 8:27 AM  
**To:** [hberry.hcgo@hcky.org](mailto:hberry.hcgo@hcky.org)  
**Cc:** Kelley Dearing-Smith  
**Subject:** FW: DRAFT - updated release

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Jim Bruce

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**WATER**

Kelley

Kelley Dearing Smith

## Jim Bruce

---

**From:** Kelley Dearing-Smith [ksmith@lwcky.com]  
**Sent:** Friday, September 30, 2011 12:33 PM  
**To:** Greg Heitzman; Jim Bruce  
**Subject:** Updated DRAFT release  
**Attachments:** image001.jpg; Oct 3 2011 Fort Knox Water System.doc; image003.jpg

Greg and Jim – here is an updated release with your edits and the quote from HC Judge Executive. Jim – I removed the mention about billing.

I adjusted the headline to delete “privatization.” Although it’s a common term in the military, in the water industry it does not carry the same meaning – didn’t want folks to misinterpret something that could cause problems for either of you.

Review carefully. I’ll create a pdf file for the media distribution (eliminating any editing capability)

Jim – I’ll give a final copy to you for distribution. Assume you have all the Etown/Hardin County media contacts. I’d like to give a copy to my contact at the Courier Journal and then Business First here in Louisville. I do think Louisville media would also pick up on this – I have that database and am happy to help with that. Just let me know what you need.



Kelley Dearing Smith  
Manager, Strategic Communications  
Louisville Water Company  
550 South Third St.  
Louisville, KY 40202  
502.569.3695

## Jim Bruce

---

**From:** Jim Bruce  
**Sent:** Friday, September 30, 2011 12:32 PM  
**To:** 'Kelley Dearing-Smith'; 'Greg Heitzman'  
**Subject:** FW: Draft Contract Revision 3 / Fort Knox, KY / Utility Privatization / SP0600-08-R-0803

**Sensitivity:** Confidential

Looks like the final notice will be after DoD puts on their website (does not give a link) and then he will distribute executed contract, which I assume we will get via mail next week

Jim

<http://www.desc.dla.mil/DCM/DCMPage.asp?pageid=246>

-----Original Message-----

**From:** Koessel, Brian DLA CIV ENERGY [mailto:Brian.Koessel@dla.mil]  
**Sent:** Friday, September 30, 2011 12:31 PM  
**To:** Jim Bruce  
**Subject:** RE: Draft Contract Revision 3 / Fort Knox, KY / Utility Privatization / SP0600-08-R-0803  
**Sensitivity:** Confidential

Mr. Bruce,

The letter and forms were delivered to me a few moments ago. I will be distributing the executed copies after 5pm ET today, once the Department of Defense releases notification of award on its website.

Regards,

Brian J. Koessel  
Branch Chief/Contracting Officer  
Energy Enterprise BU  
DLA Energy-EFA  
(703) 767-1595 (DSN 427)

-----Original Message-----

**From:** Jim Bruce [mailto:jbruce@hcwd.com]  
**Sent:** Friday, September 30, 2011 10:15 AM  
**To:** Koessel, Brian DLA CIV ENERGY  
**Subject:** RE: Draft Contract Revision 3 / Fort Knox, KY / Utility Privatization / SP0600-08-R-0803  
**Sensitivity:** Confidential

Mr Koessel;

We received notice from FedEx that the forms were delivered at 0937 this morning and signed for by "C. Larson"

Thanks



Jim Bruce  
HCWD1

-----Original Message-----

From: Koessel, Brian DLA CIV ENERGY [mailto:Brian.Koessel@dla.mil]  
Sent: Thursday, September 29, 2011 11:27 AM  
To: Jim Bruce  
Cc: David Wilson; Rivera, Taina DLA CIV ENERGY; Gray, Martha A DLA CIV ENERGY  
Subject: RE: Draft Contract Revision 3 / Fort Knox, KY / Utility Privatization / SP0600-08-R-0803  
Sensitivity: Confidential

Mr. Bruce,

Thank you for returning the signed SF26. I would be happy to look at the price release. I do not anticipate making any edits to the release. However, if there is some sort of factual inaccuracy, I will let you know.

Regards,

Brian J. Koessel  
Branch Chief/Contracting Officer  
Energy Enterprise BU  
DLA Energy-EFA  
(703) 767-1595 (DSN 427)

-----Original Message-----

From: Jim Bruce [mailto:jbruce@hcwd.com]  
Sent: Thursday, September 29, 2011 9:13 AM  
To: Koessel, Brian DLA CIV ENERGY; Rivera, Taina DLA CIV ENERGY; Gray, Martha A DLA CIV ENERGY  
Cc: David Wilson  
Subject: RE: Draft Contract Revision 3 / Fort Knox, KY / Utility Privatization / SP0600-08-R-0803  
Sensitivity: Confidential

Mr Koessel;

Attached please find copy of the signed SF26. We will be sending via overnight the two signed originals, today. We understand you will sign on 30-SEP and then send us a full copy of the final contract document.

Also, we are working with LWC developing a press release for next week. Do you want to review that before we release? Please let me know.

Thank You

Jim Bruce  
General Manager  
HCWD1

-----Original Message-----

From: Koessel, Brian DLA CIV ENERGY [mailto:Brian.Koessel@dla.mil]  
Sent: Wednesday, September 28, 2011 5:59 PM  
To: Jim Bruce

Cc: David Wilson; Brett Pyles; Preston Pendley; Rivera, Taina DLA CIV ENERGY; Gray, Martha A DLA CIV ENERGY  
Subject: Draft Contract Revision 3 / Fort Knox, KY / Utility Privatization / SP0600-08-R-0803  
Importance: High  
Sensitivity: Confidential

Mr. Bruce,

The attached contract contains the agreed upon revision to the preamble language. If you are in agreement with this version, please sign two (2) copies of the SF26 and send an electronic copy immediately, with hard copy originals to be sent overnight. I will sign the contract on Friday, September 30, 2011 and send the final executed version to you at that time.  
Please let me know if you have any questions.

Regards,

Brian J. Koessel  
Branch Chief/Contracting Officer  
Energy Enterprise BU  
DLA Energy-EFA  
P: (703) 767-1595 (DSN 427)  
F: (703) 767-2382  
Brian.Koessel@dla.mil

-----Original Message-----

From: Jim Bruce [mailto:jbruce@hcwd.com]  
Sent: Tuesday, September 27, 2011 2:21 PM  
To: Rivera, Taina DLA CIV ENERGY; Koessel, Brian DLA CIV ENERGY; Gray, Martha A DLA CIV ENERGY  
Cc: David Wilson  
Subject: RE: Draft Contract\_Revision 2 / Fort Knox, KY / Utility Privatization / SP0600-08-R-0803  
Sensitivity: Confidential

Ms. Rivera;

We are in agreement with your proposed language change to the preamble section of the draft contract.

Thank You

Jim Bruce  
General Manager  
Hardin County Water District No. 1

-----Original Message-----

From: Rivera, Taina DLA CIV ENERGY [mailto:Taina.Rivera@dla.mil]  
Sent: Tuesday, September 27, 2011 1:05 PM  
To: Jim Bruce  
Cc: David Wilson, SBW; Koessel, Brian DLA CIV ENERGY; Rivera, Taina DLA CIV ENERGY; Gray, Martha A DLA CIV ENERGY; Preston Pendley; Brett Pyles  
Subject: RE: Draft Contract\_Revision 2 / Fort Knox, KY / Utility Privatization / SP0600-08-R-0803

Sensitivity: Confidential

Good Afternoon Mr. Bruce,

DLA Energy has reviewed the verbiage change you made on the last paragraph of the Preamble. Upon review of the language in your proposal and the Preamble, we have a suggested change that includes the exact language proposed by HCWD1 in Volume IV of your FPR, specifically the 5th paragraph of page IV-36. Please review the attached revision to the Preamble, and let us know if you agree before COB September 28, 2011.

You may address any questions you may have to my attention at 703-767-8130 or to Mrs. Martha Gray at 703-767-9415.

Respectfully,  
Taina

Taina M. Rivera  
Senior Contract Specialist  
UP Contracting Division IV  
DLA Energy-EF  
Comm: (703) 767-8130, DSN: 427  
Fax: (703) 767-2382  
E-mail: taina.rivera@dla.mil

-----Original Message-----

From: Jim Bruce [mailto:jbruce@hcwd.com]  
Sent: Monday, September 26, 2011 4:19 PM  
To: Rivera, Taina DLA CIV ENERGY; Rivera, Taina DLA CIV ENERGY; Gray, Martha A DLA CIV ENERGY  
Cc: David Wilson, SBW  
Subject: RE: Draft Contract\_Revision 2 / Fort Knox, KY / Utility Privatization / SP0600-08-R-0803  
Sensitivity: Confidential

Mr Koessel;

Our legal counsel and myself have reviewed your draft contract, sent via email on 21-SEP, as well as the revised draft sent by Ms. Rivera on 23-SEP. The only verbiage change we have is marked up on the last paragraph of the Preamble, which is attached.

All other preamble statements, and other parts of the contract, are acceptable to us, and we are prepared to execute the final version when you are able to deliver to us.

We understand that we must sign the SF26 and send an electronic copy immediately, with hard copy originals overnight. We also understand no public announcement of the award is to be made until 5PM on the day the Contracting Officer executes the contract.

Please let us know if you have any questions on our proposed change. We look forward to receiving the final version and moving forward with the contract award, and beginning all phases of the contract award.

Sincerely,

Jim Bruce  
General Manager  
Hardin County Water District No. 1

-----Original Message-----

From: Rivera, Taina DLA CIV ENERGY [mailto:Taina.Rivera@dla.mil]  
Sent: Friday, September 23, 2011 1:30 PM  
To: Jim Bruce  
Cc: Gray, Martha A DLA CIV ENERGY; Brett Pyles; Preston Pendley; Koessel, Brian DLA CIV ENERGY; Rivera, Taina DLA CIV ENERGY  
Subject: RE: Draft Contract\_Revision 2 / Fort Knox, KY / Utility Privatization / SP0600-08-R-0803  
Importance: High  
Sensitivity: Confidential

Good Afternoon Mr. Bruce,

Attached is the revised draft contract for your review. The changes made, as a result of DLA Energy's final internal review, were minimal and are presented in track changes. As previously requested, please complete your review by COB Monday, September 26, 2011.

Please confirm receipt of this message and address any questions you may have to my attention at 703-767-8130 or to Mrs. Martha Gray at 703-767-9415.

Regards,  
Taina

Taina M. Rivera  
Senior Contract Specialist  
UP Contracting Division IV  
DLA Energy-EF  
Comm: (703) 767-8130, DSN: 427  
Fax: (703) 767-2382  
E-mail: taina.rivera@dla.mil

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Sent: Wednesday, September 21, 2011 7:35 PM  
To: Jim Bruce  
Cc: Rivera, Taina DLA CIV ENERGY; Gray, Martha A DLA CIV ENERGY; Brett Pyles; Preston Pendley  
Subject: Draft Contract / Fort Knox, KY / Utility Privatization / SP0600-08-R-0803  
Importance: High  
Sensitivity: Confidential

Mr. Bruce,

Attached is the draft contract (with all attachments and exhibits, except JE4, which will follow separately). It is still undergoing a final internal review, however any potential

changes will be minimal and provided to you once made. HCWD1 is requested to review the draft contract to ensure that it correctly reflects the terms previously negotiated by the parties.

Please also note any clerical errors or omissions that you identify.

Please complete your review by COB September 26 to enable the Government to meet Army funding and award schedule constraints.

Once the draft is finalized, you will be requested to sign the contract.

We will require two copies of the SF 26, both with original signatures.

Please forward an electronic version to [brian.koessel@dla.mil](mailto:brian.koessel@dla.mil), [taina.rivera@dla.mil](mailto:taina.rivera@dla.mil), and [martha.gray@dla.mil](mailto:martha.gray@dla.mil), with the two original hard copies to follow via overnight courier to our office at:

ATTN: Brian J. Koessel, DLA Energy-EF

Defense Logistics Agency Energy

8725 John J. Kingman Rd, Suite 3937

Fort Belvoir, VA 22060-6222

After I sign the two original copies provided by you, I will courier one original signed SF 26 and a CD to you. If your physical address for receipt of courier deliveries differs from the one identified in Block 7, then please provide it when you submit the signed SF 26 via e-mail.

I will be out of the office until September 28, but can be reached by cell phone on the 22nd and 27th. My number is 616.204.2678. If I am unavailable or otherwise cannot be reached, then please contact Martha (703.767.9415) and/or Taina (703.767.8130) with any questions you may have.

Regards,

Brian J. Koessel

Branch Chief/Contracting Officer

Energy Enterprise BU

DLA Energy-EFA

P: (703) 767-1595 (DSN 427)

F: (703) 767-2382

Brian.Koessel@dla.mil <mailto:Brian.Koessel@dla.mil>

From: Koessel, Brian DLA CIV ENERGY  
Sent: Thursday, September 15, 2011 3:41 PM  
To: 'Jim Bruce'  
Cc: Rivera, Taina DLA CIV ENERGY; Gray, Martha A DLA CIV ENERGY  
Subject: Update / Fort Knox, KY / Utility Privatization /  
SP0600-08-R-0803  
Sensitivity: Confidential

Mr. Bruce,

Congratulations! Hardin County Water District #1 (HCWD1) has been selected by the Source Selection Authority for privatization of the Fort Knox Potable Water Utility System. This is not an award notification, as contract award is contingent upon statutorily required advance Congressional notification and Contracting Officer execution of the Standard Form (SF) 26 Contract Award document.

Also, please note that HCWD1 is prohibited from releasing any indication of award to the public per FAR 5.303 and DFARS 205.303. The regulations state that information shall not be released on awards prior to the public release time of 5:00 pm on the day of award when the Contracting Officer signs the contract. Award is anticipated to be made on September 30, 2011.

I will soon be providing the draft contract for your signature. That will not be an opportunity to revise the terms of the RFP or your proposal. Rather, your review and any potential revisions are limited to: 1) correcting clerical mistakes/typos; and 2) ensuring that the document correctly reflects the terms previously negotiated by the parties. More information will follow next week.

If you have any questions, please feel free to contact our office.

Regards,

Brian J. Koessel

Branch Chief/Contracting Officer

Energy Enterprise BU

DLA Energy-EFA

P: (703) 767-1595 (DSN 427)

F: (703) 767-2382

Brian.Koessel@dla.mil

From: Jim Bruce [mailto:jbruce@hcwd.com]  
Sent: Thursday, September 08, 2011 1:44 PM  
To: Koessel, Brian DLA CIV ENERGY; Rivera, Taina DLA CIV ENERGY  
Cc: JSmith@lwcky.com; David.Hackworth@CH2M.com; Brett Pyles; Preston Pendley  
Subject: Fort Knox, KY / Utility Privatization / SP0600-08-R-0803 / DLA update request  
Sensitivity: Confidential

8-Sep-2011

Mr. Brian J. Koessel

Branch Chief/Contracting Officer

Energy Enterprise BU

DLA Energy-EFA

(703) 767-1595 (DSN 427)

Mr. Koessel;

If possible, we would request a schedule update on the Ft. Knox Water Utility Privatization. As you know, our last communication from your office was 17-June requesting seven clarifications to our latest FPR. We would appreciate it if you could provide an update on any decision by the Government, or a schedule update.

Thank You,

Jim Bruce

General Manager

Hardin County Water District No. 1

C: 270-268-4069

W: 270-351-3222, ext 208

This email communication may contain CONFIDENTIAL INFORMATION WHICH ALSO MAY BE LEGALLY PRIVILEGED and is intended only for the use of the intended recipients identified above. If you are not the intended recipient of this communication, you are hereby notified that any unauthorized review, use, dissemination, distribution, downloading, or copying of this communication is strictly prohibited. If you have received this communication in error, please immediately notify us by reply email, delete the communication and destroy all copies.



## Jim Bruce

---

**From:** Jim Bruce  
**Sent:** Friday, September 30, 2011 12:37 PM  
**To:** 'Kelley Dearing-Smith'  
**Subject:** RE: Updated DRAFT release  
**Attachments:** image001.jpg; image002.jpg

Kelley;

Looks great. May want to change us to "HCWD1" (no space) as that is how we abbreviate it.

We will probably take to main paper here in person (News Enterprise) to give them a heads up. There are two other local weekly papers we will email to, as well as Meade County Messenger. The FK Turret is on post, and we can send to them as well.

In 2005, Veolia did release to AWWA and they put in news items in monthly Journal magazine. Greg may have some contacts there he can send to. We will also send to KRWA and NRWA and they will probably put in their monthly publications, and probably on websites as well.

Feel free to distribute to all your connections as well

Thanks

Jim

**From:** Kelley Dearing-Smith [mailto:ksmith@lwcky.com]  
**Sent:** Friday, September 30, 2011 12:33 PM  
**To:** Greg Heitzman; Jim Bruce  
**Subject:** Updated DRAFT release

Greg and Jim – here is an updated release with your edits and the quote from HC Judge Executive. Jim – I removed the mention about billing.

I adjusted the headline to delete "privatization." Although it's a common term in the military, in the water industry it does not carry the same meaning – didn't want folks to misinterpret something that could cause problems for either of you.

Review carefully. I'll create a pdf file for the media distribution (eliminating any editing capability)

Jim – I'll give a final copy to you for distribution. Assume you have all the Etown/Hardin County media contacts. I'd like to give a copy to my contact at the Courier Journal and then Business First here in Louisville. I do think Louisville media would also pick up on this – I have that database and am happy to help with that. Just let me know what you need.



Kelley Dearing Smith  
Manager, Strategic Communications  
Louisville Water Company

## Jim Bruce

---

**From:** Kelley Dearing-Smith [ksmith@lwcky.com]  
**Sent:** Friday, September 30, 2011 12:40 PM  
**To:** Jim Bruce  
**Cc:** Greg Heitzman  
**Subject:** RE: Updated DRAFT release  
**Attachments:** image001.jpg; image002.jpg

Jim - - great, I'll make the edits to your name, want to get that correct!

Yes on AWWA, definitely good news to talk about.

Kelley



Kelley Dearing Smith  
Manager, Strategic Communications  
Louisville Water Company  
550 South Third St.  
Louisville, KY 40202  
502.569.3695

**From:** Jim Bruce [mailto:jbruce@hcwd.com]  
**Sent:** Friday, September 30, 2011 12:37 PM  
**To:** Kelley Dearing-Smith  
**Subject:** RE: Updated DRAFT release

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Kelley Dearing Smith  
Manager, Strategic Communications  
Louisville Water Company  
550 South Third St.  
Louisville, KY 40202  
502.569.3695

**Jim Bruce**

---

**From:** Jim Bruce  
**Sent:** Friday, September 30, 2011 12:57 PM  
**To:** 'Kelley Dearing-Smith'  
**Subject:** News

[http://www.dla.mil/DLA\\_Media\\_Center/PressRelease/Pages/Default.aspx](http://www.dla.mil/DLA_Media_Center/PressRelease/Pages/Default.aspx)

Kelley – This may be link Brian was referring to. DLA is agency that does all Army privatizations

Jim Bruce

## Jim Bruce

---

**From:** Greg Heitzman [gheitzman@lwcky.com]  
**Sent:** Friday, September 30, 2011 4:46 PM  
**To:** Jim Bruce  
**Cc:** Kelley Dearing-Smith; Jim Smith; Barbara Dickens  
**Subject:** RE: Draft Contract Revision 3 / Fort Knox, KY / Utility Privatization / SP0600-08-R-0803

**Sensitivity:** Confidential

OK, keep us posted on when you want to release the information.

I would like to inform our Board (and you, your Board), before we get a media call, so let me know as soon as you can.

Greg C. Heitzman  
President & CEO  
Louisville Water Company

-----Original Message-----

**From:** Jim Bruce [mailto:jbruce@hcwd.com]  
**Sent:** Friday, September 30, 2011 12:32 PM  
**To:** Kelley Dearing-Smith; Greg Heitzman  
**Subject:** FW: Draft Contract Revision 3 / Fort Knox, KY / Utility Privatization / SP0600-08-R-0803  
**Sensitivity:** Confidential

Looks like the final notice will be after DoD puts on their website (does not give a link) and then he will distribute executed contract, which I assume we will get via mail next week

Jim

<http://www.desc.dla.mil/DCM/DCMPage.asp?pageid=246>

-----Original Message-----

**From:** Koessel, Brian DLA CIV ENERGY [mailto:Brian.Koessel@dla.mil]  
**Sent:** Friday, September 30, 2011 12:31 PM  
**To:** Jim Bruce  
**Subject:** RE: Draft Contract Revision 3 / Fort Knox, KY / Utility Privatization / SP0600-08-R-0803  
**Sensitivity:** Confidential

Mr. Bruce,

The letter and forms were delivered to me a few moments ago. I will be distributing the executed copies after 5pm ET today, once the Department of Defense releases notification of award on its website.

Regards,

Brian J. Koessel  
Branch Chief/Contracting Officer  
Energy Enterprise BU  
DLA Energy-EFA  
(703) 767-1595 (DSN 427)

-----Original Message-----

From: Jim Bruce [mailto:jbruce@hcwd.com]  
Sent: Friday, September 30, 2011 10:15 AM  
To: Koessel, Brian DLA CIV ENERGY  
Subject: RE: Draft Contract Revision 3 / Fort Knox, KY / Utility Privatization / SP0600-08-R-0803  
Sensitivity: Confidential

Mr Koessel;

We received notice from FedEx that the forms were delivered at 0937 this morning and signed for by "C. Larson"

Thanks

Jim Bruce  
HCWD1

-----Original Message-----

From: Koessel, Brian DLA CIV ENERGY [mailto:Brian.Koessel@dla.mil]  
Sent: Thursday, September 29, 2011 11:27 AM  
To: Jim Bruce  
Cc: David Wilson; Rivera, Taina DLA CIV ENERGY; Gray, Martha A DLA CIV ENERGY  
Subject: RE: Draft Contract Revision 3 / Fort Knox, KY / Utility Privatization / SP0600-08-R-0803  
Sensitivity: Confidential

Mr. Bruce,

Thank you for returning the signed SF26. I would be happy to look at the price release. I do not anticipate making any edits to the release. However, if there is some sort of factual inaccuracy, I will let you know.

Regards,

Brian J. Koessel  
Branch Chief/Contracting Officer  
Energy Enterprise BU  
DLA Energy-EFA  
(703) 767-1595 (DSN 427)

-----Original Message-----

From: Jim Bruce [mailto:jbruce@hcwd.com]  
Sent: Thursday, September 29, 2011 9:13 AM  
To: Koessel, Brian DLA CIV ENERGY; Rivera, Taina DLA CIV ENERGY; Gray, Martha A DLA CIV ENERGY  
Cc: David Wilson  
Subject: RE: Draft Contract Revision 3 / Fort Knox, KY / Utility Privatization / SP0600-08-R-0803  
Sensitivity: Confidential

Mr Koessel;

Attached please find copy of the signed SF26. We will be sending via overnight the two signed originals, today. We understand you will sign on 30-SEP and then send us a full copy of the final contract document.

Also, we are working with LWC developing a press release for next week. Do you want to review that before we release? Please let me know.

Thank You

Jim Bruce  
General Manager  
HCWD1

-----Original Message-----

From: Koessel, Brian DLA CIV ENERGY [mailto:Brian.Koessel@dla.mil]  
Sent: Wednesday, September 28, 2011 5:59 PM  
To: Jim Bruce  
Cc: David Wilson; Brett Pyles; Preston Pendley; Rivera, Taina DLA CIV ENERGY; Gray, Martha A DLA CIV ENERGY  
Subject: Draft Contract Revision 3 / Fort Knox, KY / Utility Privatization / SP0600-08-R-0803  
Importance: High  
Sensitivity: Confidential

Mr. Bruce,

The attached contract contains the agreed upon revision to the preamble language. If you are in agreement with this version, please sign two (2) copies of the SF26 and send an electronic copy immediately, with hard copy originals to be sent overnight. I will sign the contract on Friday, September 30, 2011 and send the final executed version to you at that time. Please let me know if you have any questions.

Regards,

Brian J. Koessel  
Branch Chief/Contracting Officer  
Energy Enterprise BU  
DLA Energy-EFA  
P: (703) 767-1595 (DSN 427)  
F: (703) 767-2382  
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Subject: RE: Draft Contract\_Revision 2 / Fort Knox, KY / Utility Privatization / SP0600-08-R-0803  
Sensitivity: Confidential

Ms. Rivera;

We are in agreement with your proposed language change to the preamble section of the draft contract.

Thank You

Jim Bruce  
General Manager  
Hardin County Water District No. 1

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You may address any questions you may have to my attention at 703-767-8130 or to Mrs. Martha Gray at 703-767-9415.

Respectfully,  
Taina

Taina M. Rivera  
Senior Contract Specialist  
UP Contracting Division IV  
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Mr Koessel;

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All other preamble statements, and other parts of the contract, are acceptable to us, and we are prepared to execute the final version when you are able to deliver to us.

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Please let us know if you have any questions on our proposed change. We look forward to receiving the final version and moving forward with the contract award, and beginning all phases of the contract award.

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Regards,  
Taina

Taina M. Rivera  
Senior Contract Specialist  
UP Contracting Division IV  
DLA Energy-EF  
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ATTN: Brian J. Koessel, DLA Energy-EF

Defense Logistics Agency Energy

8725 John J. Kingman Rd, Suite 3937

Fort Belvoir, VA 22060-6222

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Regards,

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Branch Chief/Contracting Officer

Energy Enterprise BU

DLA Energy-EFA

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To: Koessel, Brian DLA CIV ENERGY; Rivera, Taina DLA CIV ENERGY  
Cc: JSmith@lwcky.com; David.Hackworth@CH2M.com; Brett Pyles; Preston Pendley  
Subject: Fort Knox, KY / Utility Privatization / SP0600-08-R-0803 / DLA update request  
Sensitivity: Confidential

8-Sep-2011

Mr. Brian J. Koessel

Branch Chief/Contracting Officer

Energy Enterprise BU

DLA Energy-EFA

(703) 767-1595 (DSN 427)

Mr. Koessel;

If possible, we would request a schedule update on the Ft. Knox Water Utility Privatization. As you know, our last communication from your office was 17-June requesting seven clarifications to our latest FPR. We would appreciate it if you could provide an update on any decision by the Government, or a schedule update.

Thank You,

Jim Bruce

General Manager

Hardin County Water District No. 1

C: 270-268-4069

W: 270-351-3222, ext 208

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## Jim Bruce

---

**From:** Jim Bruce  
**Sent:** Friday, September 30, 2011 4:55 PM  
**To:** PE Greg Heitzman  
**Subject:** Re: Draft Contract Revision 3 / Fort Knox, KY / Utility Privatization / SP0600-08-R-0803

**Sensitivity:** Confidential

Greg, I plan to let my board know this evening. Still need to get Bob E and dla sign off on PR so that may not be till Monday afternoon

Jim

Sent from my BlackBerry® wireless device provided by Bluegrass Cellular

-----Original Message-----

**From:** Greg Heitzman <gheitzman@lwcky.com>  
**Date:** Fri, 30 Sep 2011 20:46:25  
**To:** 'Jim Bruce' <jbruce@hcwd.com>  
**Cc:** Kelley Dearing-Smith <ksmith@lwcky.com>; Jim Smith <JSmith@lwcky.com>; Barbara Dickens <bdickens@lwcky.com>  
**Subject:** RE: Draft Contract Revision 3 / Fort Knox, KY / Utility Privatization / SP0600-08-R-0803

OK, keep us posted on when you want to release the information.

I would like to inform our Board (and you, your Board), before we get a media call, so let me know as soon as you can.

Greg C. Heitzman  
President & CEO  
Louisville Water Company

-----Original Message-----

**From:** Jim Bruce [mailto:jbruce@hcwd.com]  
**Sent:** Friday, September 30, 2011 12:32 PM  
**To:** Kelley Dearing-Smith; Greg Heitzman  
**Subject:** FW: Draft Contract Revision 3 / Fort Knox, KY / Utility Privatization / SP0600-08-R-0803  
**Sensitivity:** Confidential

Looks like the final notice will be after DoD puts on their website (does not give a link) and then he will distribute executed contract, which I assume we will get via mail next week

Jim

<http://www.desc.dla.mil/DCM/DCMPage.asp?pageid=246>

-----Original Message-----

**From:** Koessel, Brian DLA CIV ENERGY [mailto:Brian.Koessel@dla.mil]  
**Sent:** Friday, September 30, 2011 12:31 PM  
**To:** Jim Bruce  
**Subject:** RE: Draft Contract Revision 3 / Fort Knox, KY / Utility Privatization / SP0600-08-R-0803  
**Sensitivity:** Confidential

## Jim Bruce

---

**From:** Greg Heitzman [gheitzman@lwcky.com]  
**Sent:** Friday, September 30, 2011 5:08 PM  
**To:** Jim Bruce  
**Subject:** RE: Draft Contract Revision 3 / Fort Knox, KY / UtilityPrivatization / SP0600-08-R-0803

**Sensitivity:** Confidential

OK. I will wait till Monday, I want to see the DoD signoff.

Greg C. Heitzman  
President & CEO  
Louisville Water Company

-----Original Message-----

**From:** jbruce@hcwd.com [mailto:jbruce@hcwd.com]  
**Sent:** Friday, September 30, 2011 4:55 PM  
**To:** Greg Heitzman  
**Subject:** Re: Draft Contract Revision 3 / Fort Knox, KY / UtilityPrivatization / SP0600-08-R-0803  
**Sensitivity:** Confidential

Greg, I plan to let my board know this evening. Still need to get Bob E and dla sign off on PR so that may not be till Monday afternoon

Jim  
Sent from my BlackBerry(r) wireless device provided by Bluegrass Cellular

-----Original Message-----

**From:** Greg Heitzman <gheitzman@lwcky.com>  
**Date:** Fri, 30 Sep 2011 20:46:25  
**To:** 'Jim Bruce' <jbruce@hcwd.com>  
**Cc:** Kelley Dearing-Smith <ksmith@lwcky.com>; Jim Smith <JSmith@lwcky.com>; Barbara Dickens <bdickens@lwcky.com>  
**Subject:** RE: Draft Contract Revision 3 / Fort Knox, KY / Utility Privatization / SP0600-08-R-0803

OK, keep us posted on when you want to release the information.

I would like to inform our Board (and you, your Board), before we get a media call, so let me know as soon as you can.

Greg C. Heitzman  
President & CEO  
Louisville Water Company

-----Original Message-----

**From:** Jim Bruce [mailto:jbruce@hcwd.com]  
**Sent:** Friday, September 30, 2011 12:32 PM  
**To:** Kelley Dearing-Smith; Greg Heitzman  
**Subject:** FW: Draft Contract Revision 3 / Fort Knox, KY / Utility Privatization / SP0600-08-R-0803  
**Sensitivity:** Confidential

Looks like the final notice will be after DoD puts on their website (does not give a link) and then he will distribute executed contract, which I assume we will get via mail next week

## Jim Bruce

---

**From:** Jim Bruce  
**Sent:** Friday, September 30, 2011 6:02 PM  
**To:** Greg Heitzman  
**Subject:** RE: Draft Contract Revision 3 / Fort Knox, KY / UtilityPrivatization / SP0600-08-R-0803  
**Sensitivity:** Confidential

Greg;

Since we are past the magic 5pm today, I think you can tell your Board. The news release we told Bob and Brian we would show them before we sent to media, more as a courtesy. I will send as soon as Kelley gets to me Monday, and ask them to get comments back ASAP

Thanks

Jim

-----Original Message-----

**From:** Greg Heitzman [mailto:gheitzman@lwcky.com]  
**Sent:** Fri 9/30/2011 5:07 PM  
**To:** Jim Bruce  
**Subject:** RE: Draft Contract Revision 3 / Fort Knox, KY / UtilityPrivatization / SP0600-08-R-0803

OK. I will wait till Monday, I want to see the DoD signoff.

Greg C. Heitzman  
President & CEO  
Louisville Water Company

-----Original Message-----

**From:** jbruce@hcwd.com [mailto:jbruce@hcwd.com]  
**Sent:** Friday, September 30, 2011 4:55 PM  
**To:** Greg Heitzman  
**Subject:** Re: Draft Contract Revision 3 / Fort Knox, KY / UtilityPrivatization / SP0600-08-R-0803  
**Sensitivity:** Confidential

Greg, I plan to let my board know this evening. Still need to get Bob E and dla sign off on PR so that may not be till Monday afternoon

Jim

Sent from my BlackBerry(r) wireless device provided by Bluegrass Cellular

-----Original Message-----

**From:** Greg Heitzman <gheitzman@lwcky.com>  
**Date:** Fri, 30 Sep 2011 20:46:25  
**To:** 'Jim Bruce' <jbruce@hcwd.com>  
**Cc:** Kelley Dearing-Smith <ksmith@lwcky.com>; Jim Smith <JSmith@lwcky.com>; Barbara Dickens <bdickens@lwcky.com>  
**Subject:** RE: Draft Contract Revision 3 / Fort Knox, KY / Utility Privatization / SP0600-08-R-0803



## Jim Bruce

---

**From:** Jim Bruce  
**Sent:** Friday, September 30, 2011 6:43 PM  
**To:** 'Kelley Dearing-Smith'  
**Subject:** FW: Notice of Award - Contract

**Sensitivity:** Confidential

**From:** Jim Bruce  
**Sent:** Friday, September 30, 2011 6:42 PM  
**To:** Bill Rissel (wjrisel@fortknoxfcu.net); David Wilson, SBW; gompa@comcast.net; Jim Bruce (brucehcwd@yahoo.com); John Tindall (Wwjtin@aol.com); Ron Hockman (hockman@bbtel.com); 'Steve Walton'  
**Subject:** Notice of Award - Contract  
**Sensitivity:** Confidential

All;

Great news! – After almost 3 years, the Govt has accepted our proposal to take over ownership and operations of the FK Water utility. The contract was signed on 30-Sep by the Govt. This now starts a four month transition process. We will take over operations on Feb 1, 2012. We have lots and lots of work to do in the next 4 months including; getting PSC application written and filed, contracts with LWC and CH2M, hiring Distribution crew, buying insurance, building a facility on post, getting permits transferred, transitioning FK employees, buying all sorts of equipment and supplies, to just name a few.

We will be doing a press release with LWC making the announcement. The Govt notified us on 9/15 that the Source Selection Authority (SSA) had approved and accepted our proposal. They told us that we were to make no public announcement of the award, until 5PM on the day the Govt signed the contract. They then sent us 2 versions of the contract, for us to comment on before sending us the final and original. They finalized the contract and sent to us for signature on 29-Sep, which I signed and we sent overnight to them. The notice has now been posted on the DoD website (see link below). Both FK and DLA want to review the press release before we send it to media, so we will do that first thing Monday AM. Should release the article in the afternoon.

I plan to let all our employees know Monday AM. The FK employees affected were notified today. Any WTP operators that are affected will be offered a position with LWC, if they are qualified and pass a drug test. We do not believe there are any distribution employees that HCWD1 will have to hire.

Will send you and advance press release as soon as I get final version back from LWC Monday. David Wilson reviewed the contract and attachments and providing the attachment comments. Mr Rissel talked with DW, and concurred to go ahead and sign the contract.

In the first 5 years, we also have to complete almost 30 major capital projects, known as Initial System Deficiency Corrections. These will be funded by a fixed, monthly surcharge, so we will need to manage that cash flow carefully. These projects include everything from WTP roof's to pipelines, hydrants and storage tanks.

Feel free to call or email me if you have any questions. Once we get press release finalized, will also send you an advance copy.

Jim Bruce

## Jim Bruce

---

**From:** Jim Bruce  
**Sent:** Friday, September 30, 2011 6:42 PM  
**To:** Bill Rissel (wjrisel@fortknoxfcu.net); David Wilson, SBW; gomp@comcast.net; Jim Bruce (brucehwd@yahoo.com); John Tindall (Wwjtin@aol.com); Ron Hockman (hockman@bbtel.com); 'Steve Walton'  
**Subject:** Notice of Award - Contract  
**Attachments:** DW contract review comments.pdf  
**Sensitivity:** Confidential

All;

Great news! – After almost 3 years, the Govt has accepted our proposal to take over ownership and operations of the FK Water utility. The contract was signed on 30-Sep by the Govt. This now starts a four month transition process. We will take over operations on Feb 1, 2012. We have lots and lots of work to do in the next 4 months including; getting PSC application written and filed, contracts with LWC and CH2M, hiring Distribution crew, buying insurance, building a facility on post, getting permits transferred, transitioning FK employees, buying all sorts of equipment and supplies, to just name a few.

We will be doing a press release with LWC making the announcement. The Govt notified us on 9/15 that the Source Selection Authority (SSA) had approved and accepted our proposal. They told us that we were to make no public announcement of the award, until 5PM on the day the Govt signed the contract. They then sent us 2 versions of the contract, for us to comment on before sending us the final and original. They finalized the contract and sent to us for signature on 29-Sep, which I signed and we sent overnight to them. The notice has now been posted on the DoD website (see link below). Both FK and DLA want to review the press release before we send it to media, so we will do that first thing Monday AM. Should release the article in the afternoon.

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Will send you and advance press release as soon as I get final version back from LWC Monday. David Wilson reviewed the contract and attachments and providing the attachment comments. Mr Rissel talked with DW, and concurred to go ahead and sign the contract.

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Feel free to call or email me if you have any questions. Once we get press release finalized, will also send you an advance copy.

Jim Bruce

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<http://www.defense.gov/contracts/contract.aspx?contractid=4634>

## Jim Bruce

---

**From:** Kelley Dearing-Smith [ksmith@lwcky.com]  
**Sent:** Monday, October 03, 2011 10:56 AM  
**To:** Greg Heitzman; Jim Smith; Jim Bruce  
**Subject:** Oct 3 2011 Fort Knox Water System  
**Attachments:** Oct 3 2011 Fort Knox Water System.pdf; ATT00001.txt

I've incorporated changes and turned into a PDF for distribution.

Jim B, I will talk with courier journal and business first this afternoon and will give to local media too. I will make sure they have your contact information. Kelley

## Jim Bruce

---

**From:** Jim Bruce  
**Sent:** Monday, October 03, 2011 12:37 PM  
**To:** 'Kelley Dearing-Smith'  
**Subject:** RE: Oct 3 2011 Fort Knox Water System

Kelley;

I think you have been copied on both responses from FK (no changes) and DLA regarding the press release. If you could make the DLA changes, and send me final PDF I can start distributing to our contacts.

Thanks

Jim Bruce

-----Original Message-----

**From:** Kelley Dearing-Smith [<mailto:ksmith@lwcky.com>]  
**Sent:** Monday, October 03, 2011 10:56 AM  
**To:** Greg Heitzman; Jim Smith; Jim Bruce  
**Subject:** Oct 3 2011 Fort Knox Water System

I've incorporated changes and turned into a PDF for distribution.  
Jim B, I will talk with courier journal and business first this afternoon and will give to local media too. I will make sure they have your contact information. Kelley

## Jim Bruce

---

**From:** Kelley Dearing-Smith [ksmith@lwcky.com]  
**Sent:** Monday, October 03, 2011 12:43 PM  
**To:** Jim Bruce  
**Subject:** Re: Press Release

Got it, I'll revise and send you a new pdf  
Kelley Dearing Smith  
Louisville Water Company  
502.569.3695 (c) 502.533.5052  
Sent from my BlackBerry

Sent from my BlackBerry Mobile Device.

**From:** Jim Bruce [mailto:jbruce@hcwd.com]  
**Sent:** Monday, October 03, 2011 12:35 PM  
**To:** Koessel, Brian DLA CIV ENERGY <Brian.Koessel@dla.mil>  
**Cc:** Kelley Dearing-Smith  
**Subject:** RE: Press Release

Mr Koessel;

Thanks for your quick review and helpful edits

Jim Bruce  
HCWD1

**From:** Koessel, Brian DLA CIV ENERGY [mailto:Brian.Koessel@dla.mil]  
**Sent:** Monday, October 03, 2011 12:11 PM  
**To:** Jim Bruce  
**Cc:** ksmith@lwcky.com; Bartz, Joshua S DLA CIV ENERGY  
**Subject:** RE: Press Release

Mr. Bruce,

Thank you for providing the attached for our review. I have two suggested revisions. The first is in the title of the press release; I suggest changing Bid to Contract. The second is to revise the first sentence to read, "The Department of Defense, through the Defense Logistics Agency Energy (DLA Energy), has...."

The reason for the first change is to clarify that a contract was awarded based on FAR 15 procedures (negotiations), as opposed to FAR 14 procedures (sealed bids). The reason for the second change is to clarify that DLA Energy was the entity responsible for the contracting action, and not our parent DLA. This will help in the event of any Congressional Inquiries or FOIA requests that may be generated as a result of the press release or other contract announcements.

Please call me at 616.204.2678 if you have any questions.

Regards,

**Brian J. Koessel**  
Branch Chief/Contracting Officer  
Energy Enterprise BU

DLA Energy-EFA  
(703) 767-1595 (DSN 427)

**From:** Jim Bruce [<mailto:jbruce@hcwd.com>]  
**Sent:** Monday, October 03, 2011 11:04 AM  
**To:** Koessel, Brian DLA CIV ENERGY  
**Cc:** [ksmith@lwcky.com](mailto:ksmith@lwcky.com)  
**Subject:** Press Release

Mr Koessel;

Here is our press release. Please let me know as soon as possible if you see any corrections or changes

Thank again

Jim Bruce  
HCWD1  
270-268-4069

## Jim Bruce

---

**From:** Kelley Dearing-Smith [ksmith@lwcky.com]  
**Sent:** Monday, October 03, 2011 1:31 PM  
**To:** Jim Bruce; Greg Heitzman; Jim Smith  
**Subject:** Updated release  
**Attachments:** image001.jpg; Oct 3 2011 Fort Knox Water System.pdf; image003.jpg

Here is the release with the edits from the DLA – think we’re good to go on the media releases.

Kelley



Kelley Dearing Smith  
Manager, Strategic Communications  
Louisville Water Company  
550 South Third St.  
Louisville, KY 40202  
502.569.3695

## Jim Bruce

---

**From:** Jim Bruce  
**Sent:** Monday, October 03, 2011 1:47 PM  
**To:** 'Kelley Dearing-Smith'  
**Subject:** RE: Updated release  
**Attachments:** image001.jpg; image002.jpg

Thanks Kelley – Am calling News Enterprise right now and emailed them a copy

Jim Bruce

**From:** Kelley Dearing-Smith [<mailto:ksmith@lwcky.com>]  
**Sent:** Monday, October 03, 2011 1:31 PM  
**To:** Jim Bruce; Greg Heitzman; Jim Smith  
**Subject:** Updated release

Here is the release with the edits from the DLA – think we're good to go on the media releases.

Kelley



Kelley Dearing Smith  
Manager, Strategic Communications  
Louisville Water Company  
550 South Third St.  
Louisville, KY 40202  
502.569.3695



## Jim Bruce

---

**From:** Jim Bruce  
**Sent:** Monday, October 03, 2011 2:39 PM  
**To:** 'jstiles@curnealhigniteins.com'; 'James Jeffries'; Charlie Scroggin; 'Charlie Bryant'; 'JSmith@lwcky.com'; 'Metz, Justin A.'; 'John Dix'; 'Walker, James'; 'Winfree, Clure'; Rmacramer@aol.com; Robert Nicholas (robert.nicholas@veoliawaterna.com); Mike Burress (mike@ltadd.org); 'Mike Billings'; 'Brent Tippey'; 'Brian, Kevin'; 'Allison Pullen - QK4'; 'David.Hackworth@CH2M.com'; Dave Wakefield (david.wakefield@veoliawaterna.com); 'dwise@cecilianbank.com'; 'David Wilson'; 'Dale Wilson'; 'rmills@teamhorizoneng.com'; 'lmudd@monarchengineering.net'; 'Mark.Sneve@strand.com'; 'Mike Bell'  
**Subject:** Ft Knox Water System Privatization  
**Attachments:** Oct 3 2011 Fort Knox Water System.pdf  
**Sensitivity:** Confidential

All;

We are excited, along with our partner on this effort Louisville Water Company, to provide this announcement and press release. After 3 years of proposals and negotiations, the Govt has accepted our final proposal to take over ownership and operations of the FK Water utility. The contract was signed on 30-Sep by the Govt. We will assume operations of this system on Feb 1, 2012. We will soon be filing an application with the Public Service Commission. Both of the water treatment plants will be operated by LWC, under contract to HCWD1. HCWD1 will staff and operate the distribution system.

Feel free to call or email me if you have any questions.

Thanks

Jim Bruce  
General Manager  
Hardin County Water District No. 1  
Cell; 270-268-4069

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## Jim Bruce

---

**From:** Jim Bruce  
**Sent:** Monday, October 03, 2011 3:38 PM  
**To:** Andrea Palmer  
**Subject:** FW: FK Water PSC

Please check with DW in about a week and see if he did this yet  
Jim

**From:** Jim Bruce  
**Sent:** Monday, October 03, 2011 3:35 PM  
**To:** 'David Wilson'  
**Subject:** FK Water PSC

David;

I sent press release to Jerry Weutcher. Please call him and talk about deadlines for PSC filing and when they would like to have it at latest. Let me know if we need to meet again on what to include in the application document

Thanks

Jim Bruce

## Jim Bruce

---

**From:** David.Hackworth@CH2M.com  
**Sent:** Monday, October 03, 2011 4:14 PM  
**To:** Jim Bruce; JSmith@lwcky.com; Brett Pyles; Preston Pendley; Scott Schmuck  
**Subject:** RE: Fort Knox, KY / Utility Privatization / Potable Water Utility System / SP0600-11-C-8271 / Award

The only days that work for me the week of Oct 10 is October 10 and October 14. I prefer the 14<sup>th</sup> ...

Thanks  
David

**From:** Jim Bruce [<mailto:jbruce@hcwd.com>]  
**Sent:** Monday, October 03, 2011 3:55 PM  
**To:** [JSmith@lwcky.com](mailto:JSmith@lwcky.com); Hackworth, David/LOU; Brett Pyles; Preston Pendley; Scott Schmuck  
**Subject:** FW: Fort Knox, KY / Utility Privatization / Potable Water Utility System / SP0600-11-C-8271 / Award

All;

Here is the official notice I got late Friday. Once we get hard copy with all attachments, will make copies for you. I believe they will send on CD and we can copy that as well.

Great effort! – Don't know how many hours we have in this, but it is sure good to see the contract and get the award. Now the fun starts! We look forward to working together even more with LWC and CH2M.

Please let me know what days work for you for the PAOC meeting. I assume we can have both LWC and CH2M in on that meeting, which I think would be important. As soon as I hear back some dates, will respond to Brian.

Jim Bruce

**From:** Koessel, Brian DLA CIV ENERGY [<mailto:Brian.Koessel@dla.mil>]  
**Sent:** Friday, September 30, 2011 7:19 PM  
**To:** Jim Bruce; Brett Pyles; Preston Pendley  
**Cc:** Rivera, Taina DLA CIV ENERGY; Gray, Martha A DLA CIV ENERGY; Goins Berntsen, Lisa S DLA CIV ENERGY; Johnson, James DLA CIV ENERGY; Muse, Kenny Mr CIV USA IMCOM  
**Subject:** Fort Knox, KY / Utility Privatization / Potable Water Utility System / SP0600-11-C-8271 / Award

Mr. Bruce,

Congratulations! I am pleased to inform you that the Utilities Privatization Contract for the Fort Knox Potable Water Utility System was signed today. A copy is attached and is hereby distributed to you. Please consider this e-mail notice to proceed. Attachments and Exhibits will follow by CD along with a hard copy of the signed SF26.

As stated in Section G, I will be the contracting officer for administrative matters, but that will eventually change to Mr. Jay Johnson (703.767.9554). The contracting officer's representative (COR) will initially be Ms. Taina Rivera (703.767.8130), but will eventually become Mr. Kenny Muse (502.624.5830).

Due to the four month duration for transition, it is important to hold the postaward orientation conference (PAOC) early in the process. To that end, I would like to schedule the PAOC sometime during the week of 11-14 October.

The purpose of the PAOC is to go over the specifics of the contract, with particular attention paid to transition activities (e.g. employee transition, regulatory approval from the KPSC, joint inventory, and conveyance of infrastructure). These discussions usually last a few hours. Please let me know which dates will work for you, so that I may confirm a date with our team and make the necessary travel arrangements.

I will be out of the office 3-5 October, but will be accessible by phone at 616.204.2678. Please do not hesitate to contact me with any questions.

Respectfully,

**Brian J. Koessel**  
Branch Chief/Contracting Officer  
Energy Enterprise BU  
DLA Energy-EFA  
P: (703) 767-1595 (DSN 427)  
F: (703) 767-2382  
[Brian.Koessel@dla.mil](mailto:Brian.Koessel@dla.mil)

## Jim Bruce

---

**From:** Jim Bruce  
**Sent:** Monday, October 03, 2011 4:38 PM  
**To:** Andrea Palmer  
**Subject:** FW: Ft Knox Water System Privatization  
**Attachments:** Oct 3 2011 Fort Knox Water System.pdf

**Sensitivity:** Confidential

Andrea – Go ahead and forward this below, with attachment, first thing Tues AM to;

The Sentinel  
Meade County Messenger  
Independent  
WULF Radio  
(What ever other radio stations you know of based in Etown)

Thanks

.....

All;

We are excited, along with our partner on this effort Louisville Water Company, to provide this announcement and press release. After 3 years of proposals and negotiations, the Govt has accepted our final proposal to take over ownership and operations of the FK Water utility. The contract was signed on 30-Sep by the Govt. We will assume operations of this system on Feb 1, 2012. We will soon be filing an application with the Public Service Commission. Both of the water treatment plants will be operated by LWC, under contract to HCWD1. HCWD1 will staff and operate the distribution system.

Feel free to call or email me if you have any questions.

Thanks

Jim Bruce  
General Manager  
Hardin County Water District No. 1  
Cell; 270-268-4069

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## Jim Bruce

---

**From:** Kelley Dearing-Smith [ksmith@lwcky.com]  
**Sent:** Tuesday, October 04, 2011 12:53 PM  
**To:** Jim Bruce  
**Subject:** RE: FK article  
**Attachments:** image001.jpg; image003.jpg

Jim – looks like a nice piece, thanks!  
Should see something in the Courier and Business First later this week.  
I also gave to the Lane Report.

Thanks for your help - - look forward to working with you!

Kelley



Kelley Dearing Smith  
Manager, Strategic Communications  
Louisville Water Company  
550 South Third St.  
Louisville, KY 40202  
502.569.3695

**From:** Jim Bruce [mailto:jbruce@hcwd.com]  
**Sent:** Tuesday, October 04, 2011 8:05 AM  
**To:** Kelley Dearing-Smith; Jim Smith; [David.Hackworth@CH2M.com](mailto:David.Hackworth@CH2M.com)  
**Cc:** Brett Pyles; Preston Pendley; Scott Schmuck  
**Subject:** FK article

Here is link to article in our local paper. Made front page

Jim Bruce

<http://www.thenewsenterprise.com/content/water-district-no-1-louisville-water-co-acquire-fort-knox-water-contract>

## Jim Bruce

---

**From:** Preston Pendley  
**Sent:** Tuesday, October 04, 2011 1:47 PM  
**To:** Jim Bruce  
**Subject:** RE: Fort Knox, KY / Utility Privatization / Potable Water Utility System / SP0600-11-C-8271 / Award

Jim,

I should probably attend this meeting. Just let me know the date and time. I will be coming back on the 13<sup>th</sup> anyway.

Do we have a task list to prepare for this meeting? What can I do?

Thanks, Preston

**Preston S. Pendley, P.E.**  
Engineering Manager  
Hardin County Water District No. 1  
[PPendley@hcwd.com](mailto:PPendley@hcwd.com)

**From:** [David.Hackworth@CH2M.com](mailto:David.Hackworth@CH2M.com) [<mailto:David.Hackworth@CH2M.com>]  
**Sent:** Monday, October 03, 2011 4:14 PM  
**To:** Jim Bruce; [JSmith@lwcky.com](mailto:JSmith@lwcky.com); Brett Pyles; Preston Pendley; Scott Schmuck  
**Subject:** RE: Fort Knox, KY / Utility Privatization / Potable Water Utility System / SP0600-11-C-8271 / Award

The only days that work for me the week of Oct 10 is October 10 and October 14. I prefer the 14<sup>th</sup> ...

Thanks  
David

**From:** Jim Bruce [<mailto:jbruce@hcwd.com>]  
**Sent:** Monday, October 03, 2011 3:55 PM  
**To:** [JSmith@lwcky.com](mailto:JSmith@lwcky.com); Hackworth, David/LOU; Brett Pyles; Preston Pendley; Scott Schmuck  
**Subject:** FW: Fort Knox, KY / Utility Privatization / Potable Water Utility System / SP0600-11-C-8271 / Award

All;

Here is the official notice I got late Friday. Once we get hard copy with all attachments, will make copies for you. I believe they will send on CD and we can copy that as well.

Great effort! – Don't know how many hours we have in this, but it is sure good to see the contract and get the award. Now the fun starts! We look forward to working together even more with LWC and CH2M.

Please let me know what days work for you for the PAOC meeting. I assume we can have both LWC and CH2M in on that meeting, which I think would be important. As soon as I hear back some dates, will respond to Brian.

Jim Bruce

**From:** Koessel, Brian DLA CIV ENERGY [<mailto:Brian.Koessel@dla.mil>]

**Sent:** Friday, September 30, 2011 7:19 PM

**To:** Jim Bruce; Brett Pyles; Preston Pendley

**Cc:** Rivera, Taina DLA CIV ENERGY; Gray, Martha A DLA CIV ENERGY; Goins Berntsen, Lisa S DLA CIV ENERGY; Johnson, James DLA CIV ENERGY; Muse, Kenny Mr CIV USA IMCOM

**Subject:** Fort Knox, KY / Utility Privatization / Potable Water Utility System / SP0600-11-C-8271 / Award

Mr. Bruce,

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I will be out of the office 3-5 October, but will be accessible by phone at 616.204.2678. Please do not hesitate to contact me with any questions.

Respectfully,

**Brian J. Koessel**

Branch Chief/Contracting Officer

Energy Enterprise BU

DLA Energy-EFA

P: (703) 767-1595 (DSN 427)

F: (703) 767-2382

[Brian.Koessel@dla.mil](mailto:Brian.Koessel@dla.mil)



## Jim Bruce

---

**From:** David.Hackworth@CH2M.com  
**Sent:** Tuesday, October 04, 2011 1:51 PM  
**To:** Jim Bruce; Preston Pendley  
**Subject:** Scope

Jim/Preston,

When do you think you will have review comments on the scope and fee estimate?

Regards

David

**David Hackworth, P.E.**  
Vice President and Area Manager  
CH2M HILL  
401 W. Main Street, Suite 500  
Louisville, KY 40202  
Direct - 502.584.6052  
Fax - 502.587.9343  
Mobile - 502.541.5385  
[www.ch2mhill.com](http://www.ch2mhill.com)

## Jim Bruce

---

**From:** Jim Bruce  
**Sent:** Wednesday, October 05, 2011 7:57 AM  
**To:** 'JSmith@lwcky.com'  
**Subject:** FW: Fort Knox, KY / Utility Privatization / Potable Water Utility System / SP0600-11-C-8271 / Award  
**Attachments:** SP060011C8271 - Fort Knox (W) FINAL 20110930.pdf

Jim – David says 14<sup>th</sup> works best for him, works for me. How about you?

Jim

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**Sent:** Monday, October 03, 2011 3:55 PM  
**To:** 'JSmith@lwcky.com'; 'David.Hackworth@CH2M.com'; Brett Pyles; Preston Pendley; Scott Schmuck  
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[Brian.Koessel@dla.mil](mailto:Brian.Koessel@dla.mil)

## Jim Bruce

---

**From:** Jim Bruce  
**Sent:** Wednesday, October 05, 2011 7:59 AM  
**To:** 'David.Hackworth@CH2M.com'; 'JSmith@lwcky.com'; Brett Pyles; Preston Pendley; Scott Schmuck  
**Subject:** FKW Transition Meetings

Would like to begin having weekly meetings (in person or conf calls) as soon as possible. Please let me know your preference for day of week and times

We need to start developing task lists, deadlines and assignments

Thanks

Jim Bruce

## Jim Bruce

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**From:** Brett Pyles  
**Sent:** Wednesday, October 05, 2011 8:05 AM  
**To:** Jim Bruce; 'David.Hackworth@CH2M.com'; 'JSmith@lwcky.com'; Preston Pendley; Scott Schmuck  
**Subject:** RE: FKW Transition Meetings

Any day/time works for me. Will bend my schedule around.

Brett Pyles  
Operations Manager  
Hardin County Water District No.1  
1400 Rogersville Road  
Radcliff, KY 40160  
Cell:270/766-9477  
[www.HCWD.com](http://www.HCWD.com)

**From:** Jim Bruce  
**Sent:** Wednesday, October 05, 2011 7:59 AM  
**To:** [David.Hackworth@CH2M.com](mailto:David.Hackworth@CH2M.com); [JSmith@lwcky.com](mailto:JSmith@lwcky.com); Brett Pyles; Preston Pendley; Scott Schmuck  
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**From:** Jim Smith [JSmith@lwcky.com]  
**Sent:** Wednesday, October 05, 2011 8:45 AM  
**To:** Jim Bruce  
**Subject:** RE: Fort Knox, KY / Utility Privatization / Potable Water Utility System / SP0600-11-C-8271 / Award

Jim,

I am rearrange my schedule for any day that week except Tues afternoon and Wed.

Thanks,  
Jim

**From:** Jim Bruce [mailto:jbruce@hcwd.com]  
**Sent:** Wednesday, October 05, 2011 7:57 AM  
**To:** Jim Smith  
**Subject:** FW: Fort Knox, KY / Utility Privatization / Potable Water Utility System / SP0600-11-C-8271 / Award

Jim – David says 14<sup>th</sup> works best for him, works for me. How about you?

Jim

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**Sent:** Monday, October 03, 2011 3:55 PM  
**To:** 'JSmith@lwcky.com'; 'David.Hackworth@CH2M.com'; Brett Pyles; Preston Pendley; Scott Schmuck  
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**Sent:** Friday, September 30, 2011 7:19 PM  
**To:** Jim Bruce; Brett Pyles; Preston Pendley  
**Cc:** Rivera, Taina DLA CIV ENERGY; Gray, Martha A DLA CIV ENERGY; Goins Berntsen, Lisa S DLA CIV ENERGY; Johnson, James DLA CIV ENERGY; Muse, Kenny Mr CIV USA IMCOM  
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F: (703) 767-2382  
[Brian.Koessel@dla.mil](mailto:Brian.Koessel@dla.mil)

## Jim Bruce

---

**From:** Jim Smith [JSmith@lwcky.com]  
**Sent:** Wednesday, October 05, 2011 8:47 AM  
**To:** Jim Bruce; David.Hackworth@CH2M.com; Brett Pyles; Preston Pendley; Scott Schmuck  
**Subject:** RE: FKW Transition Meetings

I agree. As far as preferences, I really don't have any except maybe to avoid Fridays.

Thanks,  
Jim

**From:** Jim Bruce [<mailto:jbruce@hcwd.com>]  
**Sent:** Wednesday, October 05, 2011 7:59 AM  
**To:** [David.Hackworth@CH2M.com](mailto:David.Hackworth@CH2M.com); Jim Smith; Brett Pyles; Preston Pendley; Scott Schmuck  
**Subject:** FKW Transition Meetings

Would like to begin having weekly meetings (in person or conf calls) as soon as possible. Please let me know your preference for day of week and times

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Jim Bruce



**Jim Bruce**

---

**From:** Jim Bruce  
**Sent:** Wednesday, October 05, 2011 8:51 AM  
**To:** 'jstiles@curnealhigniteins.com'; 'jstewart@curnealhigniteins.com'  
**Cc:** Preston Pendley; Scott Schmuck; Brett Pyles  
**Subject:** FK water insurance

Jeff / Joe;

As you may have heard, we were awarded the contract to own and operate the FK Water system. Our takeover date is Feb 1. We will not physically operate or be on base until that date. In general, here is what major roles and players will be;

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So, we will need to have a new policy for HCWD1 to provide insurance and have to have proof of policy to show Govt starting Feb 1. I think we have sent this to you before, but below is the coverage requirements the Govt has put into our contract and our policy has to include.,,,,

.....

## **H.2 Insurance Requirements**

### **H.2.1 Insurance Certificate**

Contractor shall deliver or cause to be delivered upon execution of this contract (and thereafter not less than thirty (30) days prior to the expiration date of each policy furnished pursuant to this contract) to the Government a certificate of insurance evidencing the insurance required by this contract.

### **H.2.2 Types of Insurance**

During the entire period this contract shall be in effect, the Contractor and its subcontractors at any tier shall carry and maintain the following:

#### **H.2.2.1 General Liability**

Commercial general liability insurance with a minimum combined single limit of \$1,000,000 per occurrence and \$2,000,000 in the aggregate for all premises and operations, including products/completed operations. The policy shall include coverage for bodily injury, including death, and property damage arising out of the acts or omissions by or on behalf of the Contractor by any invitee or any other person or organization, or involving

any owned, non-owned, or hired automotive equipment in connection with the Contractor's activities. The policy shall also include broad form property damage and shall cover independent contractors. The policy shall include coverage for hazards referred to as XCU (explosion, collapse, and underground).

**H.2.2.2 Automobile Liability**

Comprehensive automobile liability insurance with a combined single limit of \$1,000,000 per occurrence for bodily injury and property damage. Coverage is to include owned, hired, and non-owned vehicles.

**H.2.2.3 Workers' Compensation and Employer's liability**

If and to the extent required by law, workers' compensation and employer's liability insurance. Workers compensation coverage is to be provided in compliance with applicable laws, and employer's liability limits shall be at least \$500,000.

**H.2.2.4 Umbrella/Excess Liability Coverage**

Umbrella or Excess Liability coverage in an amount of \$1,000,000 per occurrence and \$1,000,000 in the aggregate. Coverage is to be in excess of commercial general liability, automobile liability, and employer liability.

FORT KNOX, KENTUCKY HARDIN COUNTY WATER DISTRICT NO. 1  
POTABLE WATER UTILITY SYSTEM SP0600-11-C-8271  
PAGE 34 OF 47

**H.2.3 General**

All policies of insurance which this contract requires the Contractor to carry and maintain or cause to be carried or maintained pursuant to this contract shall be with insurance companies who have an A- Best VIII or higher rating. All such policies of insurance shall list the government as additional insured, except for workers compensation. Each such policy shall provide that any losses shall be payable notwithstanding any act or failure to act or negligence of Contractor or Government or any other person; provide that no cancellation, reduction in amount, or material change in coverage thereof shall be effective until at least sixty (60) days after receipt by Government of written notice thereof; provide that the insurer shall have no right of subrogation against the Government; and be reasonably satisfactory to the Government in all other respects. In no circumstances will the Contractor be entitled to assign to any third party rights of action which the Contractor may have against the Government. The foregoing notwithstanding, any cancellation of insurance coverage based on nonpayment of the premium shall be effective upon ten (10) days' written notice to the Government. The Contractor understands and agrees that cancellation of any insurance coverage required to be carried and maintained by the Contractor under this contract will constitute a failure to comply with the terms of this contract.



We had gotten a quote to price for our proposal to Govt from NHI back in 2008. I believe we got a revised estimate from you in 2011. Please contact Preston with any questions you may have. We have lots of time, and cannot have any premium do until after Feb 2012. Here are some other things you need to know;

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Please go ahead and contact Preston (cell 766-9872) with any other info you will need. Scott will be available also if you need financial info

Thanks

Jim Bruce  
HCWD1

## Jim Bruce

---

**From:** Jim Bruce  
**Sent:** Wednesday, October 05, 2011 8:54 AM  
**To:** 'jstiles@curnealhigniteins.com'; 'jstewart@curnealhigniteins.com'  
**Cc:** Preston Pendley; Scott Schmuck; Brett Pyles  
**Subject:** FK water insurance - addition

Jeff / Joe;

Forgot to mention, we will be sending you our proposed agreements to hire LWC and CH2M. Will ask you to comment on the insurance requirements sections.

Thanks

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HCWD1

## Jim Bruce

---

**From:** Jim Bruce  
**Sent:** Wednesday, October 05, 2011 9:20 AM  
**To:** Preston Pendley  
**Subject:** FW: FK water insurance

Preston – FYI we included \$44,520 / year for insurance in our FKW proposal. My notes from FPR say we updated that using a ratio of other premiums for existing utility. Don't let C&H know this amount, but we need to try and stay at or under that number. Scott will also need to know the amount fairly soon (if possible, if not will just use this #) for 2012 budget development

FYI

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FORT KNOX, KENTUCKY HARDIN COUNTY WATER DISTRICT NO. 1  
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**Sent:** Wednesday, October 05, 2011 9:43 AM  
**To:** Scott Schmuck  
**Subject:** FW: FK water insurance

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HCWD1 – Will staff with its own employees a office and Distribution crew on post. They will operate the water pipes, tanks, hydrants, valves and all other maintenance of the water system outside the water treatment plants (WTP's) There will be two primary office employees (1 will have to be out in field frequently), one supervisor (same job as our current Distribution Supervisor) and four other field employees. All other administrative, engineering, accounting and oversight will be by existing HCWD1 employees located in our current hqtrs

LWC – Louisville Water Company will be a contractor operator for HCWD1, to staff and operate both WTP's on post. Their arrangement will be very similar to ours with Veolia, except they are a non-profit, municipally owned, KY based utility. Employees working for LWC will not be our employees. LWC will be in control of operations, treating water, regulatory reporting, maintenance of WTP facilities and water quality requirements

CH2M HILL – Is a international, based in US, engineering / consulting firm who will be under contract to HCWD1 to provide various engineering, capital program management, coordination and complete studies for us on a 1 year, renewable agreement with HCWD1

Preston Pendley – HCWD1 Engineering Manager will serve as our Proj Mgr for the FK Water Utility. He will be POC and oversee LWC contract to make sure they are operating and conforming to contract. Preston will also be interface for Govt and FK officials regarding HCWD1’s contract performance

So, we will need to have a new policy for HCWD1 to provide insurance and have to have proof of policy to show Govt starting Feb 1. I think we have sent this to you before, but below is the coverage requirements the Govt has put into our contract and our policy has to include.,,,,

.....

## **H.2 Insurance Requirements**

### **H.2.1 Insurance Certificate**

Contractor shall deliver or cause to be delivered upon execution of this contract (and thereafter not less than thirty (30) days prior to the expiration date of each policy furnished pursuant to this contract) to the Government a certificate of insurance evidencing the insurance required by this contract.

### **H.2.2 Types of Insurance**

During the entire period this contract shall be in effect, the Contractor and its subcontractors at any tier shall carry and maintain the following:

#### **H.2.2.1 General Liability**

Commercial general liability insurance with a minimum combined single limit of \$1,000,000 per occurrence and \$2,000,000 in the aggregate for all premises and operations, including products/completed operations. The policy shall include coverage for bodily injury, including death, and property damage arising out of the acts or omissions by or on behalf of the Contractor by any invitee or any other person or organization, or involving any owned, non-owned, or hired automotive equipment in connection with the Contractor's activities. The policy shall also include broad form property damage and shall cover independent contractors. The policy shall include coverage for hazards referred to as XCU (explosion, collapse, and underground).

#### **H.2.2.2 Automobile Liability**

Comprehensive automobile liability insurance with a combined single limit of \$1,000,000 per occurrence for bodily injury and property damage. Coverage is to include owned, hired, and non-owned vehicles.

#### **H.2.2.3 Workers’ Compensation and Employer’s liability**

If and to the extent required by law, workers' compensation and employer's liability insurance. Workers compensation coverage is to be provided in compliance with applicable laws, and employer’s liability limits shall be at least \$500,000.

#### **H.2.2.4 Umbrella/Excess Liability Coverage**

Umbrella or Excess Liability coverage in an amount of \$1,000,000 per occurrence and \$1,000,000 in the aggregate. Coverage is to be in excess of commercial general liability, automobile liability, and employer liability.

FORT KNOX, KENTUCKY HARDIN COUNTY WATER DISTRICT NO. 1  
POTABLE WATER UTILITY SYSTEM SP0600-11-C-8271  
PAGE 34 OF 47

### **H.2.3 General**

All policies of insurance which this contract requires the Contractor to carry and maintain or cause to be carried or maintained pursuant to this contract shall be with insurance companies who have an A- Best VIII or higher rating. All such policies of insurance shall list the government as additional insured, except for workers compensation. Each such policy shall provide that any losses shall be payable notwithstanding any act or failure to act or negligence of Contractor or Government or any other person; provide that no cancellation, reduction in amount, or material change in coverage thereof shall be effective until at least sixty (60) days after receipt by Government of written notice thereof; provide that the insurer shall have no right of subrogation against the Government; and be reasonably satisfactory to the Government in all other respects. In no circumstances will the Contractor be entitled to assign to any third party rights of action which the Contractor may have against the Government. The foregoing notwithstanding, any cancellation of insurance coverage based on nonpayment of the premium shall be effective upon ten (10) days' written notice to the Government. The Contractor understands and agrees that cancellation of any insurance coverage required to be carried and maintained by the Contractor under this contract will constitute a failure to comply with the terms of this contract.



We had gotten a quote to price for our proposal to Govt from NHI back in 2008. I believe we got a revised estimate from you in 2011. Please contact Preston with any questions you may have. We have lots of time, and cannot have any premium do until after Feb 2012. Here are some other things you need to know;

- We DO NOT have any asset list, inventory or schedule of values for this system, YET. We will be required to map the whole system, which will give us a very accurate list, but that will not be done until late, 2012. We do have a general description of major assets (WTP's, tanks, miles of main) which the Govt provided, and we can send you
- We WILL be buying new equipment, vehicles, computers and other assets prior to taking over. We can provide those descriptions as we purchase them, but will be several months
- We DO NOT want to over buy insurance for this utility. The Govt tells us what coverage we MUST provide, but we did not price way above that. We still have some sovereign immunity protection as a KY public entity, and these operations will be within a Federal, military base, not among the civilian public

Please go ahead and contact Preston (cell 766-9872) with any other info you will need. Scott will be available also if you need financial info

Thanks

Jim Bruce  
HCWD1

## Jim Bruce

---

**From:** Preston Pendley  
**Sent:** Wednesday, October 05, 2011 9:53 AM  
**To:** Jim Bruce  
**Cc:** Andrea Palmer  
**Subject:** RE: FK water insurance

Jim,

10-4. thanks. Jim, I also realize that I brought Volume 4 with me (price proposal) but did not bring home Vol 1-3. Would it be ok to request it be overnighted to me? Or gotten to me some other way quickly? The three volumes are on the shelf over my desk on the right side (nearest the printer).

There is also something else from my desk I need to deal with. I can ask Daniel to locate it for me, but if the FKW volumes are coming my way, I would like for those to come also.

Please let me know.

We have our first pediatrician's appointment early this afternoon. Expecting more blue ribbons!

Sincerely, a proud papa

**Preston S. Pendley, P.E.**  
Engineering Manager  
Hardin County Water District No. 1  
PPendley@hcwd.com

**From:** Jim Bruce  
**Sent:** Wednesday, October 05, 2011 9:20 AM  
**To:** Preston Pendley  
**Subject:** FW: FK water insurance

Preston – FYI we included \$44,520 / year for insurance in our FKW proposal. My notes from FPR say we updated that using a ratio of other premiums for existing utility. Don't let C&H know this amount, but we need to try and stay at or under that number. Scott will also need to know the amount fairly soon (if possible, if not will just use this #) for 2012 budget development

FYI

Jim

**From:** Jim Bruce  
**Sent:** Wednesday, October 05, 2011 8:51 AM  
**To:** 'jstiles@curnealhigniteins.com'; 'jstewart@curnealhigniteins.com'  
**Cc:** Preston Pendley; Scott Schmuck; Brett Pyles  
**Subject:** FK water insurance

## Jim Bruce

---

**From:** Jim Bruce  
**Sent:** Wednesday, October 05, 2011 9:54 AM  
**To:** Preston Pendley  
**Subject:** RE: FK water insurance  
**Attachments:** Final\_Proposal\_All\_Volumes - Jun 2011.pdf

I will try and send PDF that CH did of the FPR. Let me know if it makes it through the email server

Jim

**From:** Preston Pendley  
**Sent:** Wednesday, October 05, 2011 9:53 AM  
**To:** Jim Bruce  
**Cc:** Andrea Palmer  
**Subject:** RE: FK water insurance

Jim,

10-4. thanks. Jim, I also realize that I brought Volume 4 with me (price proposal) but did not bring home Vol 1-3. Would it be ok to request it be overnighted to me? Or gotten to me some other way quickly? The three volumes are on the shelf over my desk on the right side (nearest the printer).

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Hardin County Water District No. 1  
PPendley@hcwd.com

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**Subject:** FW: FK water insurance

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## Jim Bruce

---

**From:** Jim Bruce  
**Sent:** Wednesday, October 05, 2011 10:47 AM  
**To:** 'David.Hackworth@CH2M.com'  
**Cc:** Preston Pendley  
**Subject:** RE: First transition planning meeting

Too late – Just get me any questions or info needs you have before the meeting. Will be having weekly meetings, so you can catch up at next one

Jim

**From:** David.Hackworth@CH2M.com [mailto:David.Hackworth@CH2M.com]  
**Sent:** Wednesday, October 05, 2011 10:37 AM  
**To:** Jim Bruce  
**Subject:** RE: First transition planning meeting

Jim, any chance we can move the meeting to Monday, Thurs afternoon or Friday?

Thanks

David

-----Original Appointment-----

**From:** Jim Bruce [mailto:jbruce@hcwd.com]  
**Sent:** Wednesday, October 05, 2011 9:36 AM  
**To:** Preston Pendley; JSmith@lwcky.com; Brett Pyles; Scott Schmuck; Hackworth, David/LOU  
**Subject:** First transition planning meeting  
**When:** Wednesday, October 12, 2011 2:00 PM-4:00 PM (UTC-05:00) Eastern Time (US & Canada).  
**Where:** LWC room (Jim S providing)

We will pick standard day and time at this meeting for future meetings

## Jim Bruce

---

**From:** Jim Bruce  
**Sent:** Thursday, October 06, 2011 10:30 AM  
**To:** 'David.Hackworth@CH2M.com'  
**Subject:** RE: First transition planning meeting

David – No word from them yet on date/time  
Jim

**From:** [David.Hackworth@CH2M.com](mailto:David.Hackworth@CH2M.com) [<mailto:David.Hackworth@CH2M.com>]  
**Sent:** Wednesday, October 05, 2011 11:02 AM  
**To:** Jim Bruce  
**Cc:** Preston Pendley  
**Subject:** RE: First transition planning meeting

Has the meeting with DESC been set up yet?

**From:** Jim Bruce [<mailto:jbruce@hcwd.com>]  
**Sent:** Wednesday, October 05, 2011 10:47 AM  
**To:** Hackworth, David/LOU  
**Cc:** Preston Pendley  
**Subject:** RE: First transition planning meeting

Too late – Just get me any questions or info needs you have before the meeting. Will be having weekly meetings, so you can catch up at next one

Jim

**From:** [David.Hackworth@CH2M.com](mailto:David.Hackworth@CH2M.com) [<mailto:David.Hackworth@CH2M.com>]  
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**Sent:** Wednesday, October 05, 2011 9:36 AM  
**To:** Preston Pendley; [JSmith@lwcky.com](mailto:JSmith@lwcky.com); Brett Pyles; Scott Schmuck; Hackworth, David/LOU  
**Subject:** First transition planning meeting  
**When:** Wednesday, October 12, 2011 2:00 PM-4:00 PM (UTC-05:00) Eastern Time (US & Canada).  
**Where:** LWC room (Jim S providing)

We will pick standard day and time at this meeting for future meetings

## Jim Bruce

---

**From:** Roth, Charlie (EEC) [Charlie.Roth@ky.gov]  
**Sent:** Tuesday, October 11, 2011 11:12 AM  
**To:** Brett Pyles; Jim Bruce; jjeffries@hardincountywater2.org; youravich@hardincountywater2.org; robert.ender@us.army.mil; scott.fiepke@elizabethtownky.gov  
**Cc:** Roney, Julie (EEC); Smith, Cindy (EEC); DeKoster, Don (EEC)  
**Subject:** RE: LWC news to supply HCWD1 and Ft. Knox

The tentative meeting scheduled for October 21<sup>st</sup> will be canceled. It is apparent that there is a desire to wait until further information becomes available concerning this project. We do anticipate rescheduling this meeting at a later date.

Thanks.

Charles Roth, Supervisor  
Division of Water  
Louisville Regional Office  
502-429-7122

**From:** Roth, Charlie (EEC)  
**Sent:** Monday, October 10, 2011 10:39 AM  
**To:** 'BPyles@HCWD.com'; 'jbruce@HCWD.com'; 'jjeffries@hardincountywater2.org'; 'youravich@hardincountywater2.org'; 'robert.ender@us.army.mil'; 'scott.fiepke@elizabethtownky.gov'  
**Cc:** Roney, Julie (EEC); Smith, Cindy (EEC); DeKoster, Don (EEC)  
**Subject:** LWC news to supply HCWD1 and Ft. Knox

Due to the recent news that LWC will be building a new 24 inch transmission line to supply HCWD1 and Ft. Knox we would like to set up a meeting with all the water systems to discuss this connection, and especially how the introduction of chloramines into systems currently utilizing chlorine would be addressed.

We have set up the date of Friday October 21<sup>st</sup> at 10:00 AM to meet in Louisville at the Louisville Regional Office. Please check you schedules and let me know as soon as possible if the date will work.

If you have any questions please let me know.

Thanks,

Charlie

Charles Roth, Supervisor  
Division of Water  
Louisville Regional Office  
502-429-7122

## Jim Bruce

---

**From:** David.Hackworth@CH2M.com  
**Sent:** Monday, October 17, 2011 9:11 AM  
**To:** Brett Pyles; Jim Bruce; JSmith@lwcky.com; Preston Pendley  
**Subject:** FKW Coord Mtg 1  
**Attachments:** FKW Coord Mtg 1.docx

Team.

I have attached my draft meeting minutes. There are a few things I did not fully get/understand, which are highlighted in yellow.

Please use track changes. I will consolidate your comments and re-issue

Regards  
David

**David Hackworth, P.E.**  
Vice President and Area Manager  
CH2M HILL  
401 W. Main Street, Suite 500  
Louisville, KY 40202  
Direct - 502.584.6052  
Fax - 502.587.9343  
Mobile - 502.541.5385  
[www.ch2mhill.com](http://www.ch2mhill.com)

## Jim Bruce

---

**From:** Kelley Dearing-Smith [ksmith@lwcky.com]  
**Sent:** Monday, October 17, 2011 9:39 AM  
**To:** Jim Bruce  
**Subject:** RE: Department of Defense Awards Contract to Operate Fort Knox Water System to Area Partnership | Kentucky Rural Water Association  
**Attachments:** image001.jpg; image003.jpg

Thanks for sending - - -

Kelley



Kelley Dearing Smith  
Manager, Strategic Communications  
Louisville Water Company  
550 South Third St.  
Louisville, KY 40202  
502.569.3695

**From:** Jim Bruce [mailto:jbruce@hcwd.com]  
**Sent:** Monday, October 17, 2011 8:38 AM  
**To:** Kelley Dearing-Smith  
**Subject:** Department of Defense Awards Contract to Operate Fort Knox Water System to Area Partnership | Kentucky Rural Water Association

<http://www.krwa.org/news/department-of-defense-awards-contract-to-operate-fort-knox-water-system-to-area-partnership/>



## Jim Bruce

---

**From:** David.Hackworth@CH2M.com  
**Sent:** Monday, October 17, 2011 9:52 AM  
**To:** Preston Pendley; Jim Bruce  
**Subject:** CH2M Agreement djh 10-11-11  
**Attachments:** CH2M Agreement djh 10-11-11.docx

I updated the proposal to include the monthly updates on the CIP and the updated revision to the pricing model. Also, I added "Engineers" to our name, since that is the legal entity of my division

Let me know if you have any questions

Thanks

David

**David Hackworth, P.E.**  
Vice President and Area Manager  
CH2M HILL  
401 W. Main Street, Suite 500  
Louisville, KY 40202  
Direct - 502.584.6052  
Fax - 502.587.9343  
Mobile - 502.541.5385  
[www.ch2mhill.com](http://www.ch2mhill.com)

## Jim Bruce

---

**From:** Preston Pendley  
**Sent:** Monday, October 17, 2011 10:29 PM  
**To:** Jim Bruce  
**Subject:** CH2M Hill agreement - PSP comments  
**Attachments:** Transition Planning Worksheet.xlsx; CH2M Agreement psp comments.2011.1017.docx

Jim,

Please see attached.

Comments throughout main agreement are minor. In Attachment B, there are a few items I would request you to review.

I think the references to the RD fee curve are inconsistent with the actual RD document.

Please let me know if you have any questions.

Thanks, Preston

## Jim Bruce

---

**From:** Preston Pendley  
**Sent:** Monday, October 17, 2011 11:01 PM  
**To:** David.Hackworth@CH2M.com; Brett Pyles; Jim Bruce; JSmith@lwcky.com  
**Subject:** RE: FKW Coord Mtg 1 (please find attached PSP comments)  
**Attachments:** FKW Coord Mtg 1.PSP comments.docx; Transition Planning Worksheet.xlsx

All,

I was not able to resolve David's questions. Please see attached. Who wants next crack?

Jim Smith?

Thanks, psp

-----Original Message-----

**From:** [David.Hackworth@CH2M.com](mailto:David.Hackworth@CH2M.com) [<mailto:David.Hackworth@CH2M.com>]  
**Sent:** Mon 10/17/2011 9:10 AM  
**To:** Brett Pyles; Jim Bruce; [JSmith@lwcky.com](mailto:JSmith@lwcky.com); Preston Pendley  
**Subject:** FKW Coord Mtg 1

Team.

I have attached my draft meeting minutes. There are a few things I did not fully get/understand, which are highlighted in yellow.

Please use track changes. I will consolidate your comments and re-issue

Regards  
David

David Hackworth, P.E.  
Vice President and Area Manager  
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[www.ch2mhill.com](http://www.ch2mhill.com)<<http://www.ch2mhill.com/>>

Solutions Without Boundaries

## Jim Bruce

---

**From:** Brett Pyles  
**Sent:** Tuesday, October 18, 2011 3:46 PM  
**To:** Jim Bruce; Preston Pendley; 'David.Hackworth@CH2M.com'; 'JSmith@lwcky.com'; Daniel Clifford  
**Subject:** RE: FKW Coord Mtg 1 JB.docx  
**Attachments:** FKW Coord Mtg 1 JB\_BP.docx

Here are my comments.

Thanks

Brett Pyles  
Operations Manager  
Hardin County Water District No.1  
1400 Rogersville Road  
Radcliff, KY 40160  
Cell:270/766-9477  
www.HCWD.com

**From:** Jim Bruce  
**Sent:** Tuesday, October 18, 2011 9:02 AM  
**To:** Preston Pendley; Brett Pyles; David.Hackworth@CH2M.com; JSmith@lwcky.com; Daniel Clifford  
**Subject:** FKW Coord Mtg 1 JB.docx

Here is my marked up version with my comments / answers. Not sure who is orig author and can modify the doc

Jim Bruce

## Jim Bruce

---

**From:** Jim Bruce  
**Sent:** Thursday, October 20, 2011 1:56 PM  
**To:** 'Kirtley, Brent (PSC)'  
**Cc:** Preston Pendley; 'David Wilson'  
**Subject:** Verification Statement - Case 2011-00416  
**Attachments:** PSC app FKW verification 2.pdf

Mr Kirtley;

We noticed that I did not sign the verification statement on the above application filed on Oct-13, related to acquiring the Fort Knox water system. Please see attached additional statement, notarized. We are also mailing an original of same to your office for your records, to add to our application.

Please let me know if you need anything else.

Thank You  
Jim Bruce  
General Manager  
HCWD1

## Jim Bruce

---

**From:** Kirtley, Brent (PSC) [DennisB.Kirtley@ky.gov]  
**Sent:** Thursday, October 20, 2011 2:54 PM  
**To:** Jim Bruce  
**Cc:** Hinton, Daniel E (PSC)  
**Subject:** RE: Verification Statement - Case 2011-00416

Mr. Bruce,

I got your email and took it down the hall, but since this is a formal case, I was told that we needed an original hard copy mailed in for our legal records.

I can generally accept emails because the rules are a little different in my department.

But because the Fort Knox filing is considered a formal case, it is being handled outside my department.

Therefore, an original signed version will need to be sent to us via regular mail?

You can put it to my attention if you like and I will take it down the hall and make sure it gets taken care of.

Sorry I couldn't handle this one by email -- if you have any questions, just let me know.

*Brent*

Brent Kirtley  
Tariff Branch  
502-564-3940 x269  
[PSC.tariffs@ky.gov](mailto:PSC.tariffs@ky.gov)

**From:** Jim Bruce [<mailto:jbruce@hcwd.com>]  
**Sent:** Thursday, October 20, 2011 1:56 PM  
**To:** Kirtley, Brent (PSC)  
**Cc:** Preston Pendley; David Wilson  
**Subject:** Verification Statement - Case 2011-00416

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Thank You  
Jim Bruce  
General Manager  
HCWD1

## Jim Bruce

---

**From:** Jim Bruce  
**Sent:** Thursday, October 20, 2011 3:00 PM  
**To:** 'Spenard, David (KYOAG)'  
**Subject:** FW: Verification Statement - Case 2011-00416  
**Attachments:** PSC app FKW verification 2.pdf

**From:** Jim Bruce  
**Sent:** Thursday, October 20, 2011 1:56 PM  
**To:** 'Kirtley, Brent (PSC)'  
**Cc:** Preston Pendley; 'David Wilson'  
**Subject:** Verification Statement - Case 2011-00416

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Thank You  
Jim Bruce  
General Manager  
HCWD1

## Jim Bruce

---

**From:** Kirtley, Brent (PSC) [DennisB.Kirtley@ky.gov]  
**Sent:** Thursday, October 20, 2011 3:08 PM  
**To:** Jim Bruce  
**Subject:** RE: Verification Statement - Case 2011-00416

My apologies. I just now saw on your original email where you had already said you were sending in an original. Sorry for my oversight.

*Brent*

Brent Kirtley  
Tariff Branch  
502-564-3940 x269  
[PSC.tariffs@ky.gov](mailto:PSC.tariffs@ky.gov)

**From:** Jim Bruce [mailto:jbruce@hcwd.com]  
**Sent:** Thursday, October 20, 2011 2:55 PM  
**To:** Kirtley, Brent (PSC)  
**Cc:** Andrea Palmer  
**Subject:** RE: Verification Statement - Case 2011-00416

Mr Kirtley – We understand and have already prepared to mail original. Will be mailed to your attention, regular mail

Thanks

Jim bruce

**From:** Kirtley, Brent (PSC) [mailto:DennisB.Kirtley@ky.gov]  
**Sent:** Thursday, October 20, 2011 2:54 PM  
**To:** Jim Bruce  
**Cc:** Hinton, Daniel E (PSC)  
**Subject:** RE: Verification Statement - Case 2011-00416

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502-564-3940 x269  
[PSC.tariffs@ky.gov](mailto:PSC.tariffs@ky.gov)

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Thank You  
Jim Bruce  
General Manager  
HCWD1

## Jim Bruce

---

**From:** David.Hackworth@CH2M.com  
**Sent:** Thursday, October 20, 2011 3:27 PM  
**To:** Preston Pendley; JSmith@lwcky.com; Jim Bruce; Brett Pyles  
**Subject:** FKW Coord Mtg 2  
**Attachments:** FKW Coord Mtg 2.docx

Team,

Here are my draft notes for meeting no 2. I liked the concept last time of routing the same document around for edits.

I am still awaiting comments from Jim Smith on the meeting minutes 1 before I send final out.

Regards

David

**David Hackworth, P.E.**  
Vice President and Area Manager  
CH2M HILL  
401 W. Main Street, Suite 500  
Louisville, KY 40202  
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Fax - 502.587.9343  
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[www.ch2mhill.com](http://www.ch2mhill.com)

## Jim Bruce

---

**From:** Jim Bruce  
**Sent:** Thursday, October 20, 2011 3:43 PM  
**To:** 'David.Hackworth@CH2M.com'; Preston Pendley; JSmith@lwcky.com; Brett Pyles  
**Subject:** RE: FKW Coord Mtg 2  
**Attachments:** FKW Coord Mtg 2 JB.docx

Here is marked up with my comments  
Jim B

**From:** [David.Hackworth@CH2M.com](mailto:David.Hackworth@CH2M.com) [<mailto:David.Hackworth@CH2M.com>]  
**Sent:** Thursday, October 20, 2011 3:27 PM  
**To:** Preston Pendley; [JSmith@lwcky.com](mailto:JSmith@lwcky.com); Jim Bruce; Brett Pyles  
**Subject:** FKW Coord Mtg 2

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Direct - 502.584.6052  
Fax - 502.587.9343  
Mobile - 502.541.5385  
[www.ch2mhill.com](http://www.ch2mhill.com)

## Jim Bruce

---

**From:** Jim Bruce  
**Sent:** Thursday, October 20, 2011 3:49 PM  
**To:** 'Kirtley, Brent (PSC)'  
**Subject:** RE: Verification Statement - Case 2011-00416

No problem

I also emailed copy to Mr Spenard, since we served AG with copy of application as well

Jim Bruce

**From:** Kirtley, Brent (PSC) [<mailto:DennisB.Kirtley@ky.gov>]  
**Sent:** Thursday, October 20, 2011 3:08 PM  
**To:** Jim Bruce  
**Subject:** RE: Verification Statement - Case 2011-00416

My apologies. I just now saw on your original email where you had already said you were sending in an original. Sorry for my oversight.

*Brent*

Brent Kirtley  
Tariff Branch  
502-564-3940 x269  
[PSC.tariffs@ky.gov](mailto:PSC.tariffs@ky.gov)

**From:** Jim Bruce [<mailto:jbruce@hcwd.com>]  
**Sent:** Thursday, October 20, 2011 2:55 PM  
**To:** Kirtley, Brent (PSC)  
**Cc:** Andrea Palmer  
**Subject:** RE: Verification Statement - Case 2011-00416

Mr Kirtley – We understand and have already prepared to mail original. Will be mailed to your attention, regular mail

Thanks

Jim bruce

**From:** Kirtley, Brent (PSC) [<mailto:DennisB.Kirtley@ky.gov>]  
**Sent:** Thursday, October 20, 2011 2:54 PM  
**To:** Jim Bruce  
**Cc:** Hinton, Daniel E (PSC)  
**Subject:** RE: Verification Statement - Case 2011-00416

Mr. Bruce,

I got your email and took it down the hall, but since this is a formal case, I was told that we needed an original hard copy mailed in for our legal records.

I can generally accept emails because the rules are a little different in my department.

But because the Fort Knox filing is considered a formal case, it is being handled outside my department.

Therefore, an original signed version will need to be sent to us via regular mail?

You can put it to my attention if you like and I will take it down the hall and make sure it gets taken care of.

Sorry I couldn't handle this one by email -- if you have any questions, just let me know.

*Brent*

Brent Kirtley  
Tariff Branch  
502-564-3940 x269  
[PSC.tariffs@ky.gov](mailto:PSC.tariffs@ky.gov)

**From:** Jim Bruce [<mailto:jbruce@hcwd.com>]  
**Sent:** Thursday, October 20, 2011 1:56 PM  
**To:** Kirtley, Brent (PSC)  
**Cc:** Preston Pendley; David Wilson  
**Subject:** Verification Statement - Case 2011-00416

Mr Kirtley;

We noticed that I did not sign the verification statement on the above application filed on Oct-13, related to acquiring the Fort Knox water system. Please see attached additional statement, notarized. We are also mailing an original of same to your office for your records, to add to our application.

Please let me know if you need anything else.

Thank You  
Jim Bruce  
General Manager  
HCWD1

## Jim Bruce

---

**From:** Jim Smith [JSmith@lwcky.com]  
**Sent:** Friday, October 21, 2011 8:55 AM  
**To:** Jim Bruce; David.Hackworth@CH2M.com; Preston Pendley; Brett Pyles  
**Subject:** RE: FKW Coord Mtg 2  
**Attachments:** FKW Coord Mtg 2 JB.docx

Please review my revisions/comments. Still working on language on notes for Coordination Mtg 1

Thanks,  
Jim

**From:** Jim Bruce [mailto:jbruce@hcwd.com]  
**Sent:** Thursday, October 20, 2011 3:43 PM  
**To:** David.Hackworth@CH2M.com; Preston Pendley; Jim Smith; Brett Pyles  
**Subject:** RE: FKW Coord Mtg 2

Here is marked up with my comments  
Jim B

**From:** David.Hackworth@CH2M.com [mailto:David.Hackworth@CH2M.com]  
**Sent:** Thursday, October 20, 2011 3:27 PM  
**To:** Preston Pendley; JSmith@lwcky.com; Jim Bruce; Brett Pyles  
**Subject:** FKW Coord Mtg 2

Team,

Here are my draft notes for meeting no 2. I liked the concept last time of routing the same document around for edits.

I am still awaiting comments from Jim Smith on the meeting minutes 1 before I send final out.

Regards

David

**David Hackworth, P.E.**  
Vice President and Area Manager  
CH2M HILL  
401 W. Main Street, Suite 500  
Louisville, KY 40202  
Direct - 502.584.6052  
Fax - 502.587.9343  
Mobile - 502.541.5385  
[www.ch2mhill.com](http://www.ch2mhill.com)

## Jim Bruce

---

**From:** Jim Bruce  
**Sent:** Friday, October 21, 2011 9:05 AM  
**To:** 'Jim Smith'  
**Subject:** RE: FKW Coord Mtg 2

Jim – I did not see any of your comments on the attached doc. Did you add any new ones?  
Jim B

**From:** Jim Smith [<mailto:JSmith@lwcky.com>]  
**Sent:** Friday, October 21, 2011 8:55 AM  
**To:** Jim Bruce; [David.Hackworth@CH2M.com](mailto:David.Hackworth@CH2M.com); Preston Pendley; Brett Pyles  
**Subject:** RE: FKW Coord Mtg 2

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Thanks,  
Jim

**From:** Jim Bruce [<mailto:jbruce@hcwd.com>]  
**Sent:** Thursday, October 20, 2011 3:43 PM  
**To:** [David.Hackworth@CH2M.com](mailto:David.Hackworth@CH2M.com); Preston Pendley; Jim Smith; Brett Pyles  
**Subject:** RE: FKW Coord Mtg 2

Here is marked up with my comments  
Jim B

**From:** [David.Hackworth@CH2M.com](mailto:David.Hackworth@CH2M.com) [<mailto:David.Hackworth@CH2M.com>]  
**Sent:** Thursday, October 20, 2011 3:27 PM  
**To:** Preston Pendley; [JSmith@lwcky.com](mailto:JSmith@lwcky.com); Jim Bruce; Brett Pyles  
**Subject:** FKW Coord Mtg 2

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David

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Mobile - 502.541.5385  
[www.ch2mhill.com](http://www.ch2mhill.com)

## Jim Bruce

---

**From:** Preston Pendley  
**Sent:** Monday, October 24, 2011 11:32 AM  
**To:** David.Hackworth@CH2M.com; JSmith@lwcky.com; Brett Pyles; Jim Bruce  
**Cc:** Lee.Blakeman@CH2M.com  
**Subject:** RE: FK\_P08\_57\_WI\_WTPFilterBackwash  
**Attachments:** FK\_P08\_57\_WI\_WTPFilterBackwash.docx

All,

I have two comments.

- 1) Add date of most recent revision.
- 2) Naming convention (FK\_P08\_57\_WI): Is this intuitive or standard? Is there an intuitive convention to use, or do we need to match anything with FK or with LWC?

Others, please add comments.

**Preston S. Pendley, P.E.**  
Engineering Manager  
Hardin County Water District No. 1  
[PPendley@hcwd.com](mailto:PPendley@hcwd.com)

**From:** [David.Hackworth@CH2M.com](mailto:David.Hackworth@CH2M.com) [<mailto:David.Hackworth@CH2M.com>]  
**Sent:** Monday, October 24, 2011 10:47 AM  
**To:** [JSmith@lwcky.com](mailto:JSmith@lwcky.com); Preston Pendley; Brett Pyles; Jim Bruce  
**Cc:** [Lee.Blakeman@CH2M.com](mailto:Lee.Blakeman@CH2M.com)  
**Subject:** FK\_P08\_57\_WI\_WTPFilterBackwash

Here is an example of the Format for the SOPs that we borrowed from Fort Campell. I changed the name to Fort Knox, but it has NOT BEEN CONFIRMED WITH OPERATION OF THE FORT KNOX FILTERS.

Please let me know if you would like to follow this format at Fort Knox



## Jim Bruce

---

**From:** Preston Pendley  
**Sent:** Monday, October 24, 2011 11:40 AM  
**To:** Jim Smith; Jim Bruce; David Hackworth ([David.hackworth@ch2m.com](mailto:David.hackworth@ch2m.com)); Brett Pyles  
**Subject:** RE: FKW Coord Mtg 2  
**Attachments:** FKW Coord Mtg 2 JB-JS-PSP.docx

My comments added.

**Preston S. Pendley, P.E.**  
Engineering Manager  
Hardin County Water District No. 1  
[PPendley@hcwd.com](mailto:PPendley@hcwd.com)

**From:** Jim Smith [<mailto:JSmith@lwcky.com>]  
**Sent:** Friday, October 21, 2011 9:38 AM  
**To:** Jim Bruce; David Hackworth ([David.hackworth@ch2m.com](mailto:David.hackworth@ch2m.com)); Preston Pendley; Brett Pyles  
**Subject:** RE: FKW Coord Mtg 2

Sorry all. I attached the wrong version.

Jim

**From:** Jim Bruce [<mailto:jbruce@hcwd.com>]  
**Sent:** Friday, October 21, 2011 9:05 AM  
**To:** Jim Smith  
**Subject:** RE: FKW Coord Mtg 2

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Jim B

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**Sent:** Friday, October 21, 2011 8:55 AM  
**To:** Jim Bruce; [David.Hackworth@CH2M.com](mailto:David.Hackworth@CH2M.com); Preston Pendley; Brett Pyles  
**Subject:** RE: FKW Coord Mtg 2

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Thanks,  
Jim

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**Sent:** Thursday, October 20, 2011 3:43 PM  
**To:** [David.Hackworth@CH2M.com](mailto:David.Hackworth@CH2M.com); Preston Pendley; Jim Smith; Brett Pyles  
**Subject:** RE: FKW Coord Mtg 2

Here is marked up with my comments  
Jim B

**From:** [David.Hackworth@CH2M.com](mailto:David.Hackworth@CH2M.com) [mailto:David.Hackworth@CH2M.com]

**Sent:** Thursday, October 20, 2011 3:27 PM

**To:** Preston Pendley; [JSmith@lwcky.com](mailto:JSmith@lwcky.com); Jim Bruce; Brett Pyles

**Subject:** FKW Coord Mtg 2

Team,

Here are my draft notes for meeting no 2. I liked the concept last time of routing the same document around for edits.

I am still awaiting comments from Jim Smith on the meeting minutes 1 before I send final out.

Regards

David

**David Hackworth, P.E.**

Vice President and Area Manager

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Fax - 502.587.9343

Mobile - 502.541.5385

[www.ch2mhill.com](http://www.ch2mhill.com)

## Jim Bruce

---

**From:** Jim Bruce  
**Sent:** Monday, October 24, 2011 12:22 PM  
**To:** Brett Pyles  
**Subject:** RE: FK Start-up Cost SS  
**Attachments:** Fort Knox\_Start Up FINAL.xlsx

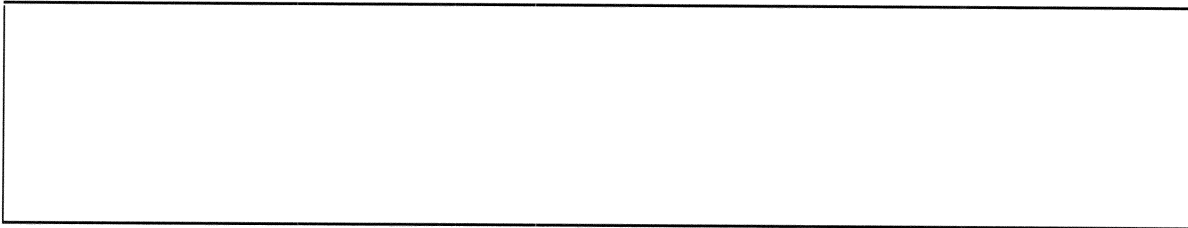
That is not the final. Have attached the final SS that CH provided. Total amount is higher than one you sent  
Jim

**From:** Brett Pyles  
**Sent:** Monday, October 24, 2011 11:03 AM  
**To:** Jim Bruce  
**Subject:** FK Start-up Cost SS

Jim,

Here is the most recent copy I have.

Thanks



[www.HCWD.com](http://www.HCWD.com)

## Jim Bruce

---

**From:** Jim Smith [JSmith@lwcky.com]  
**Sent:** Monday, October 24, 2011 12:25 PM  
**To:** David Hackworth (David.hackworth@ch2m.com); Preston Pendley; Brett Pyles; Jim Bruce  
**Cc:** Patti Kaelin  
**Subject:** FW: LWC SOP format  
**Attachments:** RecAmmoniadelivery.doc

Please see attached for example of LWC SOP format.

Thanks,  
Jim

**From:** Patti Kaelin  
**Sent:** Monday, October 24, 2011 11:14 AM  
**To:** Jim Smith  
**Subject:** document

I can send something like this to Dave H.

***Patti S. Kaelin***  
Project Manager  
Louisville Water Company  
550 S. 3rd Street  
Louisville, KY 40202  
502.569.0843  
[pkaelin@lwcky.com](mailto:pkaelin@lwcky.com)

## Jim Bruce

---

**From:** Jim Bruce  
**Sent:** Monday, October 24, 2011 12:27 PM  
**To:** Brett Pyles; Preston Pendley; John Thomas  
**Subject:** FW: FK Start-up Cost SS  
**Attachments:** Fort Knox\_Start Up FINAL.xlsx

On the final version, looking at the supporting sheets, the Backhoe and Dump Truck combined were \$119,500. Note next to it says update May 2011, from vendor quote. Wonder if we know who got vendor quotes or have any copies? Looks like about \$30-50k light compared to actual prices today. I do not think this was due to mfg price increases over last 5 months, but we blew the specs or did not put correct amount in SS

Jim

**From:** Jim Bruce  
**Sent:** Monday, October 24, 2011 12:22 PM  
**To:** Brett Pyles  
**Subject:** RE: FK Start-up Cost SS

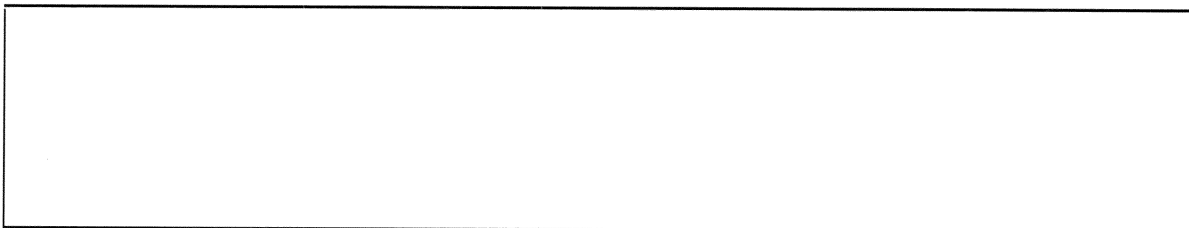
That is not the final. Have attached the final SS that CH provided. Total amount is higher than one you sent  
Jim

**From:** Brett Pyles  
**Sent:** Monday, October 24, 2011 11:03 AM  
**To:** Jim Bruce  
**Subject:** FK Start-up Cost SS

Jim,

Here is the most recent copy I have.

Thanks



[www.HCWD.com](http://www.HCWD.com)

## Jim Bruce

---

**From:** Jim Smith [JSmith@lwcky.com]  
**Sent:** Monday, October 24, 2011 12:56 PM  
**To:** Jim Bruce  
**Subject:** FW: 52.207-1 Notice of Standard Competition.

Jim,  
Here is the FAR referenced in the proposal. Interesting reading, in particular items (a) and (b).

Jim

-----Original Message-----

**From:** Patti Kaelin  
**Sent:** Monday, October 24, 2011 11:35 AM  
**To:** Jim Smith  
**Subject:** 52.207-1 Notice of Standard Competition.

[https://www.acquisition.gov/far/current/html/52\\_207\\_211.html](https://www.acquisition.gov/far/current/html/52_207_211.html)

Here is the FAR 52.207-3 right of First Refusal of Employment, for the Ft Knox employees.

Patti

## Jim Bruce

---

**From:** David.Hackworth@CH2M.com  
**Sent:** Monday, October 24, 2011 1:19 PM  
**To:** Jim Bruce; Preston Pendley; JSmith@lwcky.com; Brett Pyles  
**Subject:** RE: FKW Coord Mtg 2

My comments are included in original draft...

Jim Bruce, I had some questions about your comments that I would like to review Wednesday when I am there for the meeting before I finalize

Thanks  
David

**From:** Jim Bruce [<mailto:jbruce@hcwd.com>]  
**Sent:** Monday, October 24, 2011 12:20 PM  
**To:** Preston Pendley; Jim Smith; Hackworth, David/LOU; Brett Pyles  
**Subject:** RE: FKW Coord Mtg 2

Looks like still needs BP and DH comments  
Jim B

**From:** Preston Pendley  
**Sent:** Monday, October 24, 2011 11:40 AM  
**To:** Jim Smith; Jim Bruce; David Hackworth ([David.hackworth@ch2m.com](mailto:David.hackworth@ch2m.com)); Brett Pyles  
**Subject:** RE: FKW Coord Mtg 2

My comments added.

**Preston S. Pendley, P.E.**  
Engineering Manager  
Hardin County Water District No. 1  
[PPendley@hcwd.com](mailto:PPendley@hcwd.com)

**From:** Jim Smith [<mailto:JSmith@lwcky.com>]  
**Sent:** Friday, October 21, 2011 9:38 AM  
**To:** Jim Bruce; David Hackworth ([David.hackworth@ch2m.com](mailto:David.hackworth@ch2m.com)); Preston Pendley; Brett Pyles  
**Subject:** RE: FKW Coord Mtg 2

Sorry all. I attached the wrong version.

Jim

**From:** Jim Bruce [<mailto:jbruce@hcwd.com>]  
**Sent:** Friday, October 21, 2011 9:05 AM  
**To:** Jim Smith  
**Subject:** RE: FKW Coord Mtg 2

Jim – I did not see any of your comments on the attached doc. Did you add any new ones?

Jim B

**From:** Jim Smith [<mailto:JSmith@lwcky.com>]

**Sent:** Friday, October 21, 2011 8:55 AM

**To:** Jim Bruce; [David.Hackworth@CH2M.com](mailto:David.Hackworth@CH2M.com); Preston Pendley; Brett Pyles

**Subject:** RE: FKW Coord Mtg 2

Please review my revisions/comments. Still working on language on notes for Coordination Mtg 1

Thanks,

Jim

**From:** Jim Bruce [<mailto:jbruce@hcwd.com>]

**Sent:** Thursday, October 20, 2011 3:43 PM

**To:** [David.Hackworth@CH2M.com](mailto:David.Hackworth@CH2M.com); Preston Pendley; Jim Smith; Brett Pyles

**Subject:** RE: FKW Coord Mtg 2

Here is marked up with my comments

Jim B

**From:** [David.Hackworth@CH2M.com](mailto:David.Hackworth@CH2M.com) [<mailto:David.Hackworth@CH2M.com>]

**Sent:** Thursday, October 20, 2011 3:27 PM

**To:** Preston Pendley; [JSmith@lwcky.com](mailto:JSmith@lwcky.com); Jim Bruce; Brett Pyles

**Subject:** FKW Coord Mtg 2

Team,

Here are my draft notes for meeting no 2. I liked the concept last time of routing the same document around for edits.

I am still awaiting comments from Jim Smith on the meeting minutes 1 before I send final out.

Regards

David

**David Hackworth, P.E.**

Vice President and Area Manager

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Fax - 502.587.9343

Mobile - 502.541.5385

[www.ch2mhill.com](http://www.ch2mhill.com)



## Jim Bruce

---

**From:** Brett Pyles  
**Sent:** Monday, October 24, 2011 9:24 PM  
**To:** Preston Pendley; Jim Bruce  
**Subject:** RE: FK\_P08\_04\_WI\_DisconnectUtilities(LWC)  
**Attachments:** FK\_P08\_04\_WI\_DisconnectUtilities(LWC)\_BP.docx

JB/PP,

My suggested changes.

Thanks

BP

We put one of our SOPs into the LWC format. Please let me know if you have any comment or suggestions

Regards

David

**David Hackworth, P.E.**  
Vice President and Area Manager  
CH2M HILL  
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Fax - 502.587.9343  
Mobile - 502.541.5385  
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## Jim Bruce

---

**From:** Jim Bruce  
**Sent:** Tuesday, October 25, 2011 8:29 AM  
**To:** 'David.Hackworth@CH2M.com'; Preston Pendley; JSmith@lwcky.com; Brett Pyles  
**Cc:** Lee.Blakeman@CH2M.com  
**Subject:** RE: FK\_P08\_04\_WI\_DisconnectUtilities(LWC)

Look good to me – Jim B

**From:** [David.Hackworth@CH2M.com](mailto:David.Hackworth@CH2M.com) [<mailto:David.Hackworth@CH2M.com>]  
**Sent:** Monday, October 24, 2011 8:44 PM  
**To:** Preston Pendley; Jim Bruce; [JSmith@lwcky.com](mailto:JSmith@lwcky.com); Brett Pyles  
**Cc:** [Lee.Blakeman@CH2M.com](mailto:Lee.Blakeman@CH2M.com)  
**Subject:** FK\_P08\_04\_WI\_DisconnectUtilities(LWC)

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## Jim Bruce

---

**From:** Brett Pyles  
**Sent:** Tuesday, October 25, 2011 8:47 AM  
**To:** Jim Bruce  
**Subject:** RE: FK\_P08\_04\_WI\_DisconnectUtilities(LWC)

Did you see the one I made suggestions on?

Brett Pyles  
Operations Manager  
Hardin County Water District No.1  
1400 Rogersville Road  
Radcliff, KY 40160  
Cell:270/766-9477  
[www.HCWD.com](http://www.HCWD.com)

**From:** Jim Bruce  
**Sent:** Tuesday, October 25, 2011 8:29 AM  
**To:** [David.Hackworth@CH2M.com](mailto:David.Hackworth@CH2M.com); Preston Pendley; [JSmith@lwcky.com](mailto:JSmith@lwcky.com); Brett Pyles  
**Cc:** [Lee.Blakeman@CH2M.com](mailto:Lee.Blakeman@CH2M.com)  
**Subject:** RE: FK\_P08\_04\_WI\_DisconnectUtilities(LWC)

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**Sent:** Monday, October 24, 2011 8:44 PM  
**To:** Preston Pendley; Jim Bruce; [JSmith@lwcky.com](mailto:JSmith@lwcky.com); Brett Pyles  
**Cc:** [Lee.Blakeman@CH2M.com](mailto:Lee.Blakeman@CH2M.com)  
**Subject:** FK\_P08\_04\_WI\_DisconnectUtilities(LWC)

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Regards

David

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Mobile - 502.541.5385  
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## Jim Bruce

---

**From:** David.Hackworth@CH2M.com  
**Sent:** Tuesday, October 25, 2011 11:00 AM  
**To:** Jim Bruce; Preston Pendley; JSmith@lwcky.com; Brett Pyles  
**Cc:** Lee.Blakeman@CH2M.com  
**Subject:** RE: FK\_P08\_04\_WI\_DisconnectUtilities(LWC)

I like the format as well and we will go with it unless anyone objects..

Thanks  
David

**From:** Jim Bruce [<mailto:jbruce@hcwd.com>]  
**Sent:** Tuesday, October 25, 2011 8:29 AM  
**To:** Hackworth, David/LOU; Preston Pendley; [JSmith@lwcky.com](mailto:JSmith@lwcky.com); Brett Pyles  
**Cc:** Blakeman, John/LOU  
**Subject:** RE: FK\_P08\_04\_WI\_DisconnectUtilities(LWC)

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## Jim Bruce

---

**From:** Preston Pendley  
**Sent:** Tuesday, October 25, 2011 12:07 PM  
**To:** Jim Bruce (jbruce@hcwd.com)  
**Subject:** FK Water Government repurchase option: Contract H 7.7 (page 36)  
**Attachments:** image001.jpg

Jim,

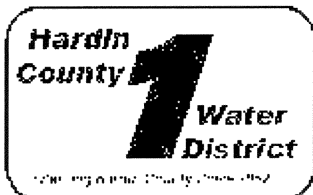
Per the contract, we have to maintain annually a government repurchase price. What do we need to do going forward (action items) during transition? And how big of a priority is it to develop this during transition?

Would like to discuss, and it can be as brief as need be.

Thanks, Preston

### **Preston S. Pendley, P.E.**

Engineering Manager  
Hardin County Water District No. 1  
1400 Rogersville Road  
Radcliff, KY 40160  
**Phone: 270-352-4280, ext. 224**  
**Mobile: 270-766-9872**  
[PPendley@hcwd.com](mailto:PPendley@hcwd.com)  
[www.HCWD.com](http://www.HCWD.com)



## Jim Bruce

---

**From:** Jim Bruce  
**Sent:** Tuesday, October 25, 2011 12:20 PM  
**To:** Preston Pendley  
**Cc:** Scott Schmuck  
**Subject:** RE: FK Water Government repurchase option: Contract H 7.7 (page 36)  
**Attachments:** image001.jpg

Preston;

Not sure how often we have to report that. I assume it would be our original purchase price (\$10,316,160) + value of all capital improvements we make – depreciation expense on the assets. Should be something we can get out of our depreciation software. Pretty low priority for me, we may just wait till they ask for the number, then come up with it.

Jim

**From:** Preston Pendley  
**Sent:** Tuesday, October 25, 2011 12:07 PM  
**To:** Jim Bruce ([jbruce@hcwd.com](mailto:jbruce@hcwd.com))  
**Subject:** FK Water Government repurchase option: Contract H 7.7 (page 36)

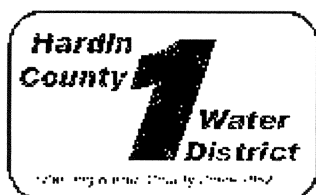
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**Preston S. Pendley, P.E.**  
Engineering Manager  
Hardin County Water District No. 1  
1400 Rogersville Road  
Radcliff, KY 40160  
**Phone: 270-352-4280, ext. 224**  
**Mobile: 270-766-9872**  
[PPendley@hcwd.com](mailto:PPendley@hcwd.com)  
[www.HCWD.com](http://www.HCWD.com)



## Jim Bruce

---

**From:** David.Hackworth@CH2M.com  
**Sent:** Tuesday, October 25, 2011 1:14 PM  
**To:** Jim Bruce  
**Subject:** Re: Agenda Items

Should we send them the SOP to get their comment on the format

Sent from my Verizon Wireless BlackBerry

**From:** Jim Bruce <jbruce@hcwd.com>  
**Date:** Tue, 25 Oct 2011 12:56:35 -0400  
**To:** Johnson, James DLA CIV ENERGY<James.1.Johnson@dla.mil>; <kenny.muse1@us.army.mil>  
**Cc:** Richardson, Kenneth DLA CIV ENERGY<Kenneth.Richardson@dla.mil>; Sveum, Bryan DLA CIV ENERGY<Bryan.Sveum@dla.mil>; <David.Hackworth@CH2M.com>; Preston Pendley<ppendley@HCWD.com>; Brett Pyles<bpyles@hcwd.com>; <JSmith@lwcky.com>  
**Subject:** RE: Agenda Items

Jay;

Here are our suggested items;

- 1) Building (real property) location: We would like to propose a suggested location, but will not have specifics (with exhibits) until next week's meeting
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Thank You  
Jim Bruce  
HCWD1

**From:** Johnson, James DLA CIV ENERGY [<mailto:James.1.Johnson@dla.mil>]  
**Sent:** Tuesday, October 25, 2011 10:14 AM  
**To:** Jim Bruce; [kenny.muse1@us.army.mil](mailto:kenny.muse1@us.army.mil)  
**Cc:** Richardson, Kenneth DLA CIV ENERGY; Sveum, Bryan DLA CIV ENERGY  
**Subject:** Agenda Items

Jim / Kenny

Are there any items that you would like to add to the agenda for tomorrow? We are currently finalizing the agenda for tomorrow to have it out today. Responses, if any, should be sent it prior to 1PM today.

Regards,

James "Jay" Johnson  
Branch Chief / Contracting Officer  
UP Contracting Division I

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I would not think that is something they would comment or direct. We just need to create the document itself, and include whatever we said they would in FRP

Jim

**From:** [David.Hackworth@CH2M.com](mailto:David.Hackworth@CH2M.com) [<mailto:David.Hackworth@CH2M.com>]  
**Sent:** Tuesday, October 25, 2011 1:14 PM  
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**Cc:** Richardson, Kenneth DLA CIV ENERGY<[Kenneth.Richardson@dla.mil](mailto:Kenneth.Richardson@dla.mil)>; Sveum, Bryan DLA CIV ENERGY<[Bryan.Sveum@dla.mil](mailto:Bryan.Sveum@dla.mil)>; <[David.Hackworth@CH2M.com](mailto:David.Hackworth@CH2M.com)>; Preston Pendley<[ppendley@HCWD.com](mailto:ppendley@HCWD.com)>; Brett Pyles<[bpyles@hcwd.com](mailto:bpyles@hcwd.com)>; <[JSmith@lwcky.com](mailto:JSmith@lwcky.com)>  
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UP Contracting Division I  
DLA Energy - Energy Enterprise BU  
(703)767-9554 (Voice)

email: [james.1.johnson@dla.mil](mailto:james.1.johnson@dla.mil)

## Jim Bruce

---

**From:** David.Hackworth@CH2M.com  
**Sent:** Tuesday, October 25, 2011 1:18 PM  
**To:** Jim Bruce  
**Subject:** Re: Agenda Items

AOK

Sent from my Verizon Wireless BlackBerry

**From:** Jim Bruce <jbruce@hcwd.com>  
**Date:** Tue, 25 Oct 2011 13:13:38 -0400  
**To:** <David.Hackworth@CH2M.com>  
**Subject:** RE: Agenda Items

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**Subject:** RE: Agenda Items

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**Cc:** Richardson, Kenneth DLA CIV ENERGY; Sveum, Bryan DLA CIV ENERGY  
**Subject:** Agenda Items

Jim / Kenny

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James "Jay" Johnson  
Branch Chief / Contracting Officer  
UP Contracting Division I  
DLA Energy - Energy Enterprise BU  
(703)767-9554 (Voice)

email: [james.1.johnson@dla.mil](mailto:james.1.johnson@dla.mil)

## Jim Bruce

---

**From:** Jim Bruce  
**Sent:** Tuesday, October 25, 2011 1:45 PM  
**To:** Brett Pyles; Preston Pendley; Scott Schmuck  
**Subject:** 2012 Org Chart  
**Attachments:** 12 HCWD1 Org budget 102511.pdf

**Sensitivity:** Confidential

All;

Plan to ask Board to approve new org chart with 7 added new FTE positions. Let me know any of your comments

Thanks

Jim

(The extra line from Brett to FK Dist means Brett will have supervisory and operational oversight over that dept, but Preston will need to coordinate work of that dept to make sure contractual requirements to Govt are met)

## Jim Bruce

---

**From:** David.Hackworth@CH2M.com  
**Sent:** Wednesday, October 26, 2011 4:27 PM  
**To:** JSmith@lwcky.com; Jim Bruce; Preston Pendley; Brett Pyles  
**Cc:** Lee.Blakeman@CH2M.com  
**Subject:** SOP TOCs  
**Attachments:** Table of Contents (2).docx

We have developed a preliminary list of SOPs... I am sure there is some rationale behind the numbering system used in the attached draft, but I suggest we develop a numbering system that is more compatible with your systems. At a minimum, we should have a differentiation between LWC and HCWD1 responsibilities in the SOP number – We can address this in a later meeting.

For now, please let me know if there are any SOP topics that are missing...

Lee, please note that I made a few changes to some titles and deleted some SOPs.. Please make those changes in the draft SOPs.

Regards

David

**David Hackworth, P.E.**

Vice President and Area Manager  
CH2M HILL  
401 W. Main Street, Suite 500  
Louisville, KY 40202  
Direct - 502.584.6052  
Fax - 502.587.9343  
Mobile - 502.541.5385  
[www.ch2mhill.com](http://www.ch2mhill.com)

## Jim Bruce

---

**From:** David.Hackworth@CH2M.com  
**Sent:** Wednesday, October 26, 2011 4:31 PM  
**To:** Jim Bruce; JSmith@lwcky.com; Preston Pendley; Brett Pyles  
**Subject:** Minutes for Meeting 2  
**Attachments:** Meeting 2 (10-19-11).pdf

Team,

I have attached the minutes for Meeting 2. I will have final minutes for Meeting 1 tomorrow as well as draft minutes for Meeting 3

Regards

David

**David Hackworth, P.E.**  
Vice President and Area Manager  
CH2M HILL  
401 W. Main Street, Suite 500  
Louisville, KY 40202  
Direct - 502.584.6052  
Fax - 502.587.9343  
Mobile - 502.541.5385  
[www.ch2mhill.com](http://www.ch2mhill.com)

## Jim Bruce

---

**From:** David.Hackworth@CH2M.com  
**Sent:** Thursday, October 27, 2011 10:01 AM  
**To:** Jim Bruce  
**Subject:** meeting agenda

Jim,

Can you send me a copy of the agenda from yesterday. I want to include it as an attachment.

Thanks  
David

**David Hackworth, P.E.**  
Vice President and Area Manager  
CH2M HILL  
401 W. Main Street, Suite 500  
Louisville, KY 40202  
Direct - 502.584.6052  
Fax - 502.587.9343  
Mobile - 502.541.5385  
[www.ch2mhill.com](http://www.ch2mhill.com)

## Jim Bruce

---

**From:** Jim Bruce  
**Sent:** Thursday, October 27, 2011 10:48 AM  
**To:** 'David.Hackworth@CH2M.com'  
**Subject:** FW: Agenda for Telecom  
**Attachments:** Knox Transition Mtg Agenda - 20111026 (2).docx

**From:** Johnson, James DLA CIV ENERGY [<mailto:James.1.Johnson@dla.mil>]  
**Sent:** Tuesday, October 25, 2011 1:56 PM  
**To:** Jim Bruce; [kenny.muse1@us.army.mil](mailto:kenny.muse1@us.army.mil)  
**Cc:** Preston Pendley; [robert.ender@us.army.mil](mailto:robert.ender@us.army.mil); Koessel, Brian DLA CIV ENERGY; Johnson, James DLA CIV ENERGY; Sveum, Bryan DLA CIV ENERGY; Richardson, Kenneth DLA CIV ENERGY  
**Subject:** Agenda for Telecom

ALCON,

Please see the attached agenda for today's meeting. The call in number for the meeting is 703.767.8509.

Regards,

James "Jay" Johnson  
Branch Chief / Contracting Officer  
UP Contracting Division I  
DLA Energy - Energy Enterprise BU  
(703)767-9554 (Voice)

email: [james.1.johnson@dla.mil](mailto:james.1.johnson@dla.mil)



## Jim Bruce

---

**From:** David.Hackworth@CH2M.com  
**Sent:** Thursday, October 27, 2011 10:49 AM  
**To:** Jim Bruce; JSmith@lwcky.com; Preston Pendley; Brett Pyles  
**Subject:** FKW Coord Mtg 3  
**Attachments:** FKW Coord Mtg 3.docx

Team,

Draft minutes for yesterdays meeting... not much new here...

Regards

David

**David Hackworth, P.E.**

Vice President and Area Manager  
CH2M HILL  
401 W. Main Street, Suite 500  
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## Jim Bruce

---

**From:** Jim Bruce  
**Sent:** Thursday, October 27, 2011 11:05 AM  
**To:** JSmith@lwcky.com  
**Cc:** 'David Wilson'  
**Subject:** LWC Operations Agreement - DRAFT3  
**Attachments:** HCWD LWC Updated Contract DRAFT3.doc; 12 HCWD1 Org budget 102511.pdf; Fort Knox\_Treat and Dist\_Year 1-5\_Muldraugh FINAL.xlsx; Treat and Dist\_Year 1-5\_Central Only FINAL.xlsx; Fort Knox\_Start Up FINAL.xlsx; Ammonia Bldg Prelim Costs 100211.xlsx; LWC fees JSB.xls

Jim;

Here is my revised draft after our review yesterday. I changed to DRAFT3 to keep separate from the version I gave you yesterday. Go ahead and use track changes to make all your suggested changes. Once we get near final, I may convert back to WP file to do any final formatting, numbering and spacing changes.

I made changes that I noticed needed clarifications and you had suggestions. All other sections that you said you may want to propose different language or clarify I put (JS) in that section, so your will need to search for each and change or take out the JS with no change.

Also am sending the proposed Org chart and the spreadsheets for FPR, as well as the one I modified to come up with LWC fee amounts.

Also am sending the HDR estimate (draft) of costs to add Chloramines at PWP. You said you wanted to see that.

Would like to have this to our Board for approval at 11/15 meeting. Our packet would go out 11/11 so would need to make final changes before then.

Feel free to call David Wilson or I directly with any proposed changes. David's phone numbers are;

270-351-4404

C: 270-272-5563

[david.wilson@sbw-law.com](mailto:david.wilson@sbw-law.com)

Look forward to hearing your comments and suggestions

Jim Bruce  
HCWD1

## Jim Bruce

---

**From:** Jim Smith [JSmith@lwcky.com]  
**Sent:** Thursday, October 27, 2011 11:44 AM  
**To:** Jim Bruce  
**Subject:** RE: LWC Operations Agreement - DRAFT3

Thanks Jim

**From:** Jim Bruce [<mailto:jbruce@hcwd.com>]  
**Sent:** Thursday, October 27, 2011 11:05 AM  
**To:** Jim Smith  
**Cc:** David Wilson  
**Subject:** LWC Operations Agreement - DRAFT3

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Look forward to hearing your comments and suggestions

Jim Bruce  
HCWD1

## Jim Bruce

---

**From:** Johnson, James DLA CIV ENERGY [James.1.Johnson@dla.mil]  
**Sent:** Thursday, October 27, 2011 11:48 AM  
**To:** Jim Bruce  
**Subject:** RE: Attendees Telecom

Thank you Jim.

Regards,

James "Jay" Johnson  
Branch Chief / Contracting Officer  
UP Contracting Division I  
DLA Energy - Energy Enterprise BU  
(703)767-9554 (Voice)

email: [james.1.johnson@dla.mil](mailto:james.1.johnson@dla.mil)

-----Original Message-----

From: Jim Bruce [<mailto:jbruce@hcwd.com>]  
Sent: Thursday, October 27, 2011 11:39 AM  
To: Johnson, James DLA CIV ENERGY; [kenny.muse1@us.army.mil](mailto:kenny.muse1@us.army.mil)  
Cc: Preston Pendley; [robert.ender@us.army.mil](mailto:robert.ender@us.army.mil); Koessel, Brian DLA CIV ENERGY; Sveum, Bryan DLA CIV ENERGY; Richardson, Kenneth DLA CIV ENERGY  
Subject: Attendees Telecom

Jay;

Here is list of persons that participated in conference call yesterday;

Jim Bruce - HCWD1

Preston Pendley, P.E. - HCWD1

Brett Pyles - HCWD1

Scott Schmuck - HCWD1 (Finance & Accounting Manager)

Richard Stranahan - HCWD1

Jim Smith - LWC

David Hackworth, P.E. - CH2M HILL

## Jim Bruce

---

**From:** Jim Smith [JSmith@lwcky.com]  
**Sent:** Thursday, October 27, 2011 12:00 PM  
**To:** David.Hackworth@CH2M.com; Jim Bruce; Preston Pendley; Brett Pyles  
**Subject:** RE: FKW Coord Mtg 3  
**Attachments:** FKW Coord Mtg 3.docx

Here are my comments

Jim S

**From:** [David.Hackworth@CH2M.com](mailto:David.Hackworth@CH2M.com) [<mailto:David.Hackworth@CH2M.com>]  
**Sent:** Thursday, October 27, 2011 10:49 AM  
**To:** [jbruce@hcwd.com](mailto:jbruce@hcwd.com); Jim Smith; [ppendley@HCWD.com](mailto:ppendley@HCWD.com); [bpyles@hcwd.com](mailto:bpyles@hcwd.com)  
**Subject:** FKW Coord Mtg 3

Team,

Draft minutes for yesterdays meeting... not much new here...

Regards

David

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## Jim Bruce

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**From:** Jim Bruce  
**Sent:** Thursday, October 27, 2011 1:00 PM  
**To:** JSmith@lwcky.com  
**Subject:** Transition Docs

Jim – Can you also let me know soon which required transition docs LWC wants to provide and take lead on? I need to adjust CH agreement if you are going to do some of those. Preston said David is already working on some of those. I think if LWC did them they may be more useful and accurate on actual practice

Thanks

Jim

## Jim Bruce

---

**From:** Jim Smith [JSmith@lwcky.com]  
**Sent:** Thursday, October 27, 2011 1:21 PM  
**To:** Jim Bruce  
**Subject:** RE: Transition Docs

Will do

**From:** Jim Bruce [mailto:jbruce@hcwd.com]  
**Sent:** Thursday, October 27, 2011 1:00 PM  
**To:** Jim Smith  
**Subject:** Transition Docs

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## Jim Bruce

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**From:** David.Hackworth@CH2M.com  
**Sent:** Thursday, October 27, 2011 1:58 PM  
**To:** Preston Pendley; JSmith@lwcky.com  
**Cc:** Brett Pyles; Jim Bruce  
**Subject:** RE: Knox Water Privatization Meeting (UNCLASSIFIED)

Thanks Preston... I don't think I will need to attend..

**From:** Preston Pendley [<mailto:ppendley@HCWD.com>]  
**Sent:** Thursday, October 27, 2011 1:48 PM  
**To:** Jim Smith; Hackworth, David/LOU  
**Cc:** Brett Pyles; Jim Bruce  
**Subject:** FW: Knox Water Privatization Meeting (UNCLASSIFIED)

Jim Smith, does that work for you?

DH, I don't think you would need to attend. Do you agree/disagree?

Next Wednesday was Bob's stated goal of delivering all documents as part of joint inventory and other transition items.

Thanks, Preston

-----Original Message-----

**From:** McGar, James D Mr CIV USA IMCOM [<mailto:donnie.mcgar@us.army.mil>]  
**Sent:** Thu 10/27/2011 10:53 AM  
**To:** Preston Pendley  
**Cc:** Muse, Kenny Mr CIV USA IMCOM; Brett Pyles; Ender, Robert K Mr CIV USA IMCOM  
**Subject:** RE: Knox Water Privatization Meeting (UNCLASSIFIED)

Classification: UNCLASSIFIED  
Caveats: NONE

Preston, Just spoke with Bob. Let's meet at Central WTP after the 0900 conference call on 2 Nov. We will provide you the requested answers to your questions and the other reports then.

Donnie McGar  
Chief, Compliance Branch  
Environmental Management Division  
(502) 624-8186  
[donnie.mcgar@us.army.mil](mailto:donnie.mcgar@us.army.mil)

-----Original Message-----

**From:** Preston Pendley [<mailto:ppendley@HCWD.com>]  
**Sent:** Wednesday, October 26, 2011 2:15 PM  
**To:** McGar, James D Mr CIV USA IMCOM  
**Cc:** Muse, Kenny Mr CIV USA IMCOM; Brett Pyles  
**Subject:** RE: Knox Water Privatization Meeting (UNCLASSIFIED)

Donnie,

I just wanted to send a note to see if you were still preparing for our meeting and discussion regarding privatization of Knox Water. Do you need



anything else from us in advance of that meeting?

Thanks, Preston

Preston S. Pendley, P.E.  
Engineering Manager  
Hardin County Water District No. 1  
[PPendley@hcwd.com](mailto:PPendley@hcwd.com)

-----Original Message-----

From: McGar, James D Mr CIV USA IMCOM [<mailto:donnie.mcgar@us.army.mil>]  
Sent: Tuesday, October 18, 2011 10:33 AM  
To: McGar, James D Mr CIV USA IMCOM; Pollock, Linda G Mrs CIV USA IMCOM;  
Jenkins, Luther V CIV USA IMCOM; Anako, Dominic I CIV USA; Ender, Robert K  
Mr CIV USA IMCOM; Brett Pyles; Preston Pendley; Muse, Kenny Mr CIV USA IMCOM  
Cc: Medley, Susan D CIV USA IMCOM  
Subject: RE: Knox Water Privatization Meeting (UNCLASSIFIED)

Classification: UNCLASSIFIED  
Caveats: NONE

Brett and Preston, It has been decided that the government should get together first and discuss some internal issues then we can meet with you guys maybe next week.

Donnie McGar  
Chief, Compliance Branch  
Environmental Management Division  
(502) 624-8186  
[donnie.mcgar@us.army.mil](mailto:donnie.mcgar@us.army.mil)

-----Original Message-----

From: McGar, James D Mr CIV USA IMCOM  
Sent: Tuesday, October 18, 2011 9:45 AM  
To: Pollock, Linda G Mrs CIV USA IMCOM; Jenkins, Luther V CIV USA IMCOM;  
Anako, Dominic I CIV USA; Ender, Robert K Mr CIV USA IMCOM; [bpyles@hcwd.com](mailto:bpyles@hcwd.com);  
[ppendley@hcwd.com](mailto:ppendley@hcwd.com)  
Cc: Medley, Susan D CIV USA IMCOM  
Subject: Knox Water Privatization Meeting (UNCLASSIFIED)

Classification: UNCLASSIFIED  
Caveats: NONE

All, Can we all meet this Thursday morning, 20 October at 0900 to discuss DW issues during the transition?

Donnie McGar  
Chief, Compliance Branch  
Environmental Management Division  
(502) 624-8186  
[donnie.mcgar@us.army.mil](mailto:donnie.mcgar@us.army.mil)

Classification: UNCLASSIFIED  
Caveats: NONE

## Jim Bruce

---

**From:** Jim Bruce  
**Sent:** Thursday, October 27, 2011 2:08 PM  
**To:** Preston Pendley; Brett Pyles  
**Subject:** RE: Knox Water Privatization Meeting (UNCLASSIFIED)

Preston;

Cannot remember if I sent this to you before. Here are my comments/concerns on environmental and permit issues with EMD:

- > Whose name will be on withdrawal permits for source water? (wells and
- > McCracken Spring) If FK stays on as owner, do they want us to complete and sign withdrawal reports on their behalf?
- > What is HCWD1 position on DOW treating us a single distribution system, or, do we want to continue with 2?
- > What is FK position on PWSID being only in HCWD1 name? (we prefer and
- > think DOW will not want FK on it as co-permittee) If combined dist systems, assume we will incorporate FK water into our CCR annually?
- > If DOW wants separate, we are OK with producing separate FK CCR Any
- > special process for exterior building modifications? (CWTP, Otter
- > Creek PS) Only bring up BWA process if they do, need to be ready to
- > tell them our position Replacing hydrants = lots of BWA's We want to
- > avoid them telling us or dictating WQ goals or settings Need to
- > clarify use of MWTP sludge lagoons (assuming we stop filling and start
- > hauling)

I think you had other environmental issues questions for EMD as well

Thanks

Jim

-----Original Message-----

**From:** Preston Pendley  
**Sent:** Thursday, October 27, 2011 1:48 PM  
**To:** Jim Smith; [David.Hackworth@CH2M.com](mailto:David.Hackworth@CH2M.com)  
**Cc:** Brett Pyles; Jim Bruce  
**Subject:** FW: Knox Water Privatization Meeting (UNCLASSIFIED)

Jim Smith, does that work for you?

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Thanks, Preston

-----Original Message-----

**From:** McGar, James D Mr CIV USA IMCOM [<mailto:donnie.mcgar@us.army.mil>]  
**Sent:** Thu 10/27/2011 10:53 AM  
**To:** Preston Pendley

Cc: Muse, Kenny Mr CIV USA IMCOM; Brett Pyles; Ender, Robert K Mr CIV USA IMCOM  
Subject: RE: Knox Water Privatization Meeting (UNCLASSIFIED)

Classification: UNCLASSIFIED  
Caveats: NONE

Preston, Just spoke with Bob. Let's meet at Central WTP after the 0900 conference call on 2 Nov. We will provide you the requested answers to your questions and the other reports then.

Donnie McGar  
Chief, Compliance Branch  
Environmental Management Division  
(502) 624-8186  
[donnie.mcgar@us.army.mil](mailto:donnie.mcgar@us.army.mil)

-----Original Message-----

From: Preston Pendley [<mailto:ppendley@HCWD.com>]  
Sent: Wednesday, October 26, 2011 2:15 PM  
To: McGar, James D Mr CIV USA IMCOM  
Cc: Muse, Kenny Mr CIV USA IMCOM; Brett Pyles  
Subject: RE: Knox Water Privatization Meeting (UNCLASSIFIED)

Donnie,

I just wanted to send a note to see if you were still preparing for our meeting and discussion regarding privatization of Knox Water. Do you need anything else from us in advance of that meeting?

Thanks, Preston

Preston S. Pendley, P.E.  
Engineering Manager  
Hardin County Water District No. 1  
[PPendley@hcwd.com](mailto:PPendley@hcwd.com)

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From: McGar, James D Mr CIV USA IMCOM [<mailto:donnie.mcgar@us.army.mil>]  
Sent: Tuesday, October 18, 2011 10:33 AM  
To: McGar, James D Mr CIV USA IMCOM; Pollock, Linda G Mrs CIV USA IMCOM; Jenkins, Luther V CIV USA IMCOM; Anako, Dominic I CIV USA; Ender, Robert K Mr CIV USA IMCOM; Brett Pyles; Preston Pendley; Muse, Kenny Mr CIV USA IMCOM  
Cc: Medley, Susan D CIV USA IMCOM  
Subject: RE: Knox Water Privatization Meeting (UNCLASSIFIED)

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Brett and Preston, It has been decided that the government should get together first and discuss some internal issues then we can meet with you guys maybe next week.

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Cc: Medley, Susan D CIV USA IMCOM  
Subject: Knox Water Privatization Meeting (UNCLASSIFIED)

Classification: UNCLASSIFIED  
Caveats: NONE

All, Can we all meet this Thursday morning, 20 October at 0900 to discuss DW issues during the transition?

Donnie McGar  
Chief, Compliance Branch  
Environmental Management Division  
(502) 624-8186  
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Classification: UNCLASSIFIED  
Caveats: NONE

Classification: UNCLASSIFIED  
Caveats: NONE

Classification: UNCLASSIFIED  
Caveats: NONE

## Jim Bruce

---

**From:** Preston Pendley  
**Sent:** Thursday, October 27, 2011 2:14 PM  
**To:** Jim Bruce  
**Cc:** Brett Pyles  
**Subject:** RE: Knox Water Privatization Meeting (UNCLASSIFIED)

Did not see this list yet. With apologies, please note that we already mentioned BWA in the list of questions sent.

Most of your questions are specific thoughts on issues from previously sent list. Brett, Jim Smith and I will make sure your questions are answered through the discussion of the meeting.

Thanks, psp

-----Original Message-----

**From:** Jim Bruce  
**Sent:** Thu 10/27/2011 2:07 PM  
**To:** Preston Pendley; Brett Pyles  
**Subject:** RE: Knox Water Privatization Meeting (UNCLASSIFIED)

Preston;

Cannot remember if I sent this to you before. Here are my comments/concerns on environmental and permit issues with EMD:

- > Whose name will be on withdrawal permits for source water? (wells and
- > McCracken Spring) If FK stays on as owner, do they want us to complete and sign withdrawal reports on their behalf?
- > What is HCWD1 position on DOW treating us a single distribution system, or, do we want to continue with 2?
- > What is FK position on PWSID being only in HCWD1 name? (we prefer and
- > think DOW will not want FK on it as co-permittee) If combined dist systems, assume we will incorporate FK water into our CCR annually?
- > If DOW wants separate, we are OK with producing separate FK CCR Any
- > special process for exterior building modifications? (CWTP, Otter
- > Creek PS) Only bring up BWA process if they do, need to be ready to
- > tell them our position Replacing hydrants = lots of BWA's We want to
- > avoid them telling us or dictating WQ goals or settings Need to
- > clarify use of MWTP sludge lagoons (assuming we stop filling and start
- > hauling)

I think you had other environmental issues questions for EMD as well

Thanks

Jim

-----Original Message-----

**From:** Preston Pendley  
**Sent:** Thursday, October 27, 2011 1:48 PM  
**To:** Jim Smith; [David.Hackworth@CH2M.com](mailto:David.Hackworth@CH2M.com)  
**Cc:** Brett Pyles; Jim Bruce  
**Subject:** FW: Knox Water Privatization Meeting (UNCLASSIFIED)

Jim Smith, does that work for you?

DH, I don't think you would need to attend. Do you agree/disagree?

Next Wednesday was Bob's stated goal of delivering all documents as part of joint inventory and other transition items.

Thanks, Preston

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Sent: Thu 10/27/2011 10:53 AM  
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Preston, Just spoke with Bob. Let's meet at Central WTP after the 0900 conference call on 2 Nov. We will provide you the requested answers to your questions and the other reports then.

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(502) 624-8186  
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Donnie,

I just wanted to send a note to see if you were still preparing for our meeting and discussion regarding privatization of Knox Water. Do you need anything else from us in advance of that meeting?

Thanks, Preston

Preston S. Pendley, P.E.  
Engineering Manager  
Hardin County Water District No. 1  
[PPendley@hcwd.com](mailto:PPendley@hcwd.com)

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To: McGar, James D Mr CIV USA IMCOM; Pollock, Linda G Mrs CIV USA IMCOM; Jenkins, Luther V CIV USA IMCOM; Anako, Dominic I CIV USA; Ender, Robert K Mr CIV USA IMCOM; Brett Pyles; Preston Pendley; Muse, Kenny Mr CIV USA IMCOM  
Cc: Medley, Susan D CIV USA IMCOM  
Subject: RE: Knox Water Privatization Meeting (UNCLASSIFIED)

Classification: UNCLASSIFIED  
Caveats: NONE

Brett and Preston, It has been decided that the government should get together first and discuss some internal issues then we can meet with you guys maybe next week.

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Cc: Medley, Susan D CIV USA IMCOM  
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All, Can we all meet this Thursday morning, 20 October at 0900 to discuss DW issues during the transition?

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[donnie.mcgar@us.army.mil](mailto:donnie.mcgar@us.army.mil)

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Caveats: NONE

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Caveats: NONE

## Jim Bruce

---

**From:** David.Hackworth@CH2M.com  
**Sent:** Thursday, October 27, 2011 2:28 PM  
**To:** Preston Pendley; Jim Bruce; JSmith@lwcky.com; Brett Pyles  
**Subject:** Meeting minutes  
**Attachments:** FKW Coord Mtg 1.pdf; FKW Coord Mtg 3.pdf

I have attached the final minutes for meetings 1 and 3



## Jim Bruce

---

**From:** David.Hackworth@CH2M.com  
**Sent:** Thursday, October 27, 2011 2:38 PM  
**To:** Preston Pendley; Jim Bruce; JSmith@lwcky.com; Brett Pyles  
**Subject:** RE: Meeting minutes

Preston, sorry about that... you attached the minutes for meeting 2, which I had incorporated.. please send your comments for Mtg 3 and I will re-issue

**From:** Preston Pendley [<mailto:ppendley@HCWD.com>]  
**Sent:** Thursday, October 27, 2011 2:33 PM  
**To:** Hackworth, David/LOU; Jim Bruce; [JSmith@lwcky.com](mailto:JSmith@lwcky.com); Brett Pyles  
**Subject:** RE: Meeting minutes

Wait for me guys!! I had a few comments on Mtg 3. Please see attached. David, you can remove all the side comments. They don't impact the content of the minutes.

Please note: I think we should send the PPT presentation to KO and specialists by COB Monday, so that we can influence discussion/consideration on Wednesday. If we don't give time for them to review, and they don't review until after, then we don't have another call for two weeks, we may not have any other opportunity to make our case.

Brett, is it feasible to send by COB Monday? If you need additional time to make the case properly, then take the time.

Alternate strategy is to send just before meeting on Wednesday, then schedule a call with KO only on Friday to keep Bob from immediately 'taking exception' with all of our pros on the list.

What do y'all think??

Preston

-----Original Message-----

**From:** [David.Hackworth@CH2M.com](mailto:David.Hackworth@CH2M.com) [<mailto:David.Hackworth@CH2M.com>]  
**Sent:** Thu 10/27/2011 2:28 PM  
**To:** Preston Pendley; Jim Bruce; [JSmith@lwcky.com](mailto:JSmith@lwcky.com); Brett Pyles  
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I have attached the final minutes for meetings 1 and 3

## Jim Bruce

---

**From:** Jim Smith [JSmith@lwcky.com]  
**Sent:** Thursday, October 27, 2011 4:43 PM  
**To:** Preston Pendley; David.Hackworth@CH2M.com  
**Cc:** Brett Pyles; Jim Bruce  
**Subject:** RE: Knox Water Privatization Meeting (UNCLASSIFIED)

Time & date works for me. We will still need to see Otter Creek Pump Station and Westport Well field for the joint inventory sometime.

Thanks,  
Jim

**From:** Preston Pendley [mailto:[ppendley@HCWD.com](mailto:ppendley@HCWD.com)]  
**Sent:** Thursday, October 27, 2011 1:48 PM  
**To:** Jim Smith; [David.Hackworth@CH2M.com](mailto:David.Hackworth@CH2M.com)  
**Cc:** Brett Pyles; Jim Bruce  
**Subject:** FW: Knox Water Privatization Meeting (UNCLASSIFIED)

Jim Smith, does that work for you?

DH, I don't think you would need to attend. Do you agree/disagree?

Next Wednesday was Bob's stated goal of delivering all documents as part of joint inventory and other transition items.

Thanks, Preston

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Donnie,

I just wanted to send a note to see if you were still preparing for our meeting and discussion regarding privatization of Knox Water. Do you need anything else from us in advance of that meeting?

Thanks, Preston

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[PPendley@hcwd.com](mailto:PPendley@hcwd.com)

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[donnie.mcgar@us.army.mil](mailto:donnie.mcgar@us.army.mil)

## Jim Bruce

---

**From:** Brett Pyles  
**Sent:** Thursday, October 27, 2011 4:59 PM  
**To:** Jim Bruce  
**Subject:** FK Bldg Site PPP  
**Attachments:** FK\_Dist\_Proposed\_Site.pptx

Jim,

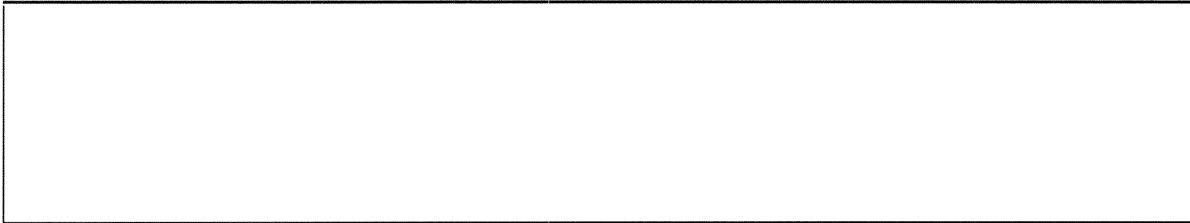
Here is a draft of the PPP. Drawing a blank on the cons for the site we proposed. Can come up with a few as BE would see it, but not legitimate to me. As soon as I get info from BB will forward and we can finish up.

You will notice reference to DOW advising NOT to store potable water pipe, fittings, etc. next to WWTP. I talked directly with a DOW rep.

Let me know what else you need from me and when,

Thanks

Brett



[www.HCWD.com](http://www.HCWD.com)

## Jim Bruce

---

**From:** David.Hackworth@CH2M.com  
**Sent:** Friday, October 28, 2011 3:49 PM  
**To:** Jim Bruce  
**Subject:** RE: Out of Town

Have a safe trip..

Regards  
David

**From:** Jim Bruce [<mailto:jbruce@hcwd.com>]  
**Sent:** Friday, October 28, 2011 3:35 PM  
**To:** Brett Pyles; Preston Pendley; Scott Schmuck; Charlene Easter; Richard Stranahan; Phil Clark; Andrea Palmer  
**Cc:** [wjrisse@fortknoxfcu.net](mailto:wjrisse@fortknoxfcu.net); David Wilson, SBW; [gompa@comcast.net](mailto:gompa@comcast.net); [brucehcwd@yahoo.com](mailto:brucehcwd@yahoo.com); [Wwjtin@aol.com](mailto:Wwjtin@aol.com); [hockman@bbtel.com](mailto:hockman@bbtel.com); Steve Walton  
**Subject:** Out of Town

All;

I will be out of town (Colorado) Mon~Thu next week. Brett Pyles will be filling in during my absence. Brett's cell phone is 766-9477. I will have my cell phone, but may not have service at all times

Thanks

Jim Bruce

## Jim Bruce

---

**From:** David.Hackworth@CH2M.com  
**Sent:** Wednesday, November 02, 2011 1:57 PM  
**To:** Preston Pendley; Jim Bruce; Brett Pyles; JSmith@lwcky.com  
**Subject:** FKW Coord Mtg 4  
**Attachments:** FKW Coord Mtg 4.docx

Draft minutes for today meeting

Regards

David

## Jim Bruce

---

**From:** Brett Pyles  
**Sent:** Wednesday, November 02, 2011 3:17 PM  
**To:** David.Hackworth@CH2M.com; Preston Pendley; Jim Bruce; JSmith@lwcky.com  
**Subject:** RE: FKW Coord Mtg 4  
**Attachments:** FKW Coord Mtg 4\_BP.docx

All,

Here are my comments.

Thanks

Brett Pyles  
Operations Manager  
Hardin County Water District No.1  
1400 Rogersville Road  
Radcliff, KY 40160  
Cell:270/766-9477  
[www.HCWD.com](http://www.HCWD.com)

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Regards

David

## Jim Bruce

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**From:** David.Hackworth@CH2M.com  
**Sent:** Wednesday, November 02, 2011 4:35 PM  
**To:** JSmith@lwcky.com; Preston Pendley; Brett Pyles; Jim Bruce  
**Cc:** Lee.Blakeman@CH2M.com  
**Subject:** Health, Safety, Environmental Plan  
**Attachments:** Fort\_Knox\_HSE\_Plan-11-1-11-No\_Appendixes.pdf

Please review the draft HSE plan. There are several sections that need names, numbers and other info from HCWD1. Please let me know if you have any questions

Regards

David

**David Hackworth, P.E.**  
Vice President and Area Manager  
CH2M HILL  
401 W. Main Street, Suite 500  
Louisville, KY 40202  
Direct - 502.584.6052  
Fax - 502.587.9343  
Mobile - 502.541.5385  
[www.ch2mhill.com](http://www.ch2mhill.com)



## Jim Bruce

---

**From:** Preston Pendley  
**Sent:** Thursday, November 03, 2011 4:19 PM  
**To:** Brett Pyles; 'David.Hackworth@CH2M.com'; Jim Bruce; 'JSmith@lwcky.com'  
**Subject:** RE: FKW Coord Mtg 4  
**Attachments:** FKW Coord Mtg 4\_BP.PSP.docx

Two additional comments from PSP.

**Preston S. Pendley, P.E.**  
Engineering Manager  
Hardin County Water District No. 1  
[PPendley@hcwd.com](mailto:PPendley@hcwd.com)

**From:** Brett Pyles  
**Sent:** Wednesday, November 02, 2011 3:17 PM  
**To:** [David.Hackworth@CH2M.com](mailto:David.Hackworth@CH2M.com); Preston Pendley; Jim Bruce; [JSmith@lwcky.com](mailto:JSmith@lwcky.com)  
**Subject:** RE: FKW Coord Mtg 4

All,

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Thanks

Brett Pyles  
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**Sent:** Wednesday, November 02, 2011 1:57 PM  
**To:** Preston Pendley; Jim Bruce; Brett Pyles; [JSmith@lwcky.com](mailto:JSmith@lwcky.com)  
**Subject:** FKW Coord Mtg 4

Draft minutes for today meeting

Regards

David

## Jim Bruce

---

**From:** David.Hackworth@CH2M.com  
**Sent:** Monday, November 07, 2011 1:18 PM  
**To:** Preston Pendley  
**Cc:** Lee.Blakeman@CH2M.com; Jim Bruce; JSmith@lwcky.com; Brett Pyles  
**Subject:** Service Quality Metrics  
**Attachments:** Service Quality Metrics.docx

Preston,

Please review the proposed Service Quality Benchmark Metrics. This is one of the deliverables .

Regards  
David

**David Hackworth, P.E.**  
Vice President and Area Manager  
CH2M HILL  
401 W. Main Street, Suite 500  
Louisville, KY 40202  
Direct - 502.584.6052  
Fax - 502.587.9343  
Mobile - 502.541.5385  
[www.ch2mhill.com](http://www.ch2mhill.com)

## Jim Bruce

---

**From:** Jim Bruce  
**Sent:** Monday, November 07, 2011 1:19 PM  
**To:** 'Jim Smith'  
**Subject:** FW: LWC Operations Agreement - DRAFT3

Jim – How is it going on the agreement review? What are chances might have ready this week for our Board packet? Just let me know, will be sending out the packet this Friday

Thanks, Jim

**From:** Jim Bruce  
**Sent:** Thursday, October 27, 2011 11:05 AM  
**To:** [JSmith@lwcky.com](mailto:JSmith@lwcky.com)  
**Cc:** 'David Wilson'  
**Subject:** LWC Operations Agreement - DRAFT3

Jim;

Here is my revised draft after our review yesterday. I changed to DRAFT3 to keep separate from the version I gave you yesterday. Go ahead and use track changes to make all your suggested changes. Once we get near final, I may convert back to WP file to do any final formatting, numbering and spacing changes.

I made changes that I noticed needed clarifications and you had suggestions. All other sections that you said you may want to propose different language or clarify I put (JS) in that section, so your will need to search for each and change or take out the JS with no change.

Also am sending the proposed Org chart and the spreadsheets for FPR, as well as the one I modified to come up with LWC fee amounts.

Also am sending the HDR estimate (draft) of costs to add Chloramines at PWP. You said you wanted to see that.

Would like to have this to our Board for approval at 11/15 meeting. Our packet would go out 11/11 so would need to make final changes before then.

Feel free to call David Wilson or I directly with any proposed changes. David's phone numbers are;

270-351-4404  
C: 270-272-5563  
[david.wilson@sbw-law.com](mailto:david.wilson@sbw-law.com)

Look forward to hearing your comments and suggestions

Jim Bruce  
HCWD1

## Jim Bruce

---

**From:** Brett Pyles  
**Sent:** Monday, November 07, 2011 4:32 PM  
**To:** Jim Bruce; Preston Pendley; Andrea Palmer  
**Subject:** RE: FK\_Dist\_Proposed\_Site.pptx

Looks good to me!

Brett Pyles  
Operations Manager  
Hardin County Water District No.1  
1400 Rogersville Road  
Radcliff, KY 40160  
Cell:270/766-9477  
[www.HCWD.com](http://www.HCWD.com)

**From:** Jim Bruce  
**Sent:** Monday, November 07, 2011 3:16 PM  
**To:** Preston Pendley; Brett Pyles; Andrea Palmer  
**Subject:** FK\_Dist\_Proposed\_Site.pptx

Please review and let me know any suggestions or comments by Wednesday. Want to send to KO this week  
Thanks, Jim

## Jim Bruce

---

**From:** Jim Smith [JSmith@lwcky.com]  
**Sent:** Monday, November 07, 2011 4:34 PM  
**To:** Jim Bruce  
**Subject:** Re: LWC Operations Agreement - DRAFT3

Jim,  
I anticipate completing our review by tomorrow afternoon. I do have a few questions I would like to discuss with you. I will be back in the office tomorrow AM and will call you. Hope your trip went well.

Thanks,  
Jim

Sent from my BlackBerry Mobile Device.

**From:** Jim Bruce [mailto:jbruce@hcwd.com]  
**Sent:** Monday, November 07, 2011 01:18 PM  
**To:** Jim Smith  
**Subject:** FW: LWC Operations Agreement - DRAFT3

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**Cc:** 'David Wilson'  
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Also am sending the proposed Org chart and the spreadsheets for FPR, as well as the one I modified to come up with LWC fee amounts.

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Would like to have this to our Board for approval at 11/15 meeting. Our packet would go out 11/11 so would need to make final changes before then.

Feel free to call David Wilson or I directly with any proposed changes. David's phone numbers are;

## Jim Bruce

---

**From:** Jim Bruce  
**Sent:** Monday, November 07, 2011 4:36 PM  
**To:** 'Jim Smith'  
**Subject:** RE: LWC Operations Agreement - DRAFT3

Thanks, sounds good  
Jim

**From:** Jim Smith [<mailto:JSmith@lwcky.com>]  
**Sent:** Monday, November 07, 2011 4:34 PM  
**To:** Jim Bruce  
**Subject:** Re: LWC Operations Agreement - DRAFT3

Jim,  
I anticipate completing our review by tomorrow afternoon. I do have a few questions I would like to discuss with you. I will be back in the office tomorrow AM and will call you. Hope your trip went well.

Thanks,  
Jim

Sent from my BlackBerry Mobile Device.

**From:** Jim Bruce [<mailto:jbruce@hcwd.com>]  
**Sent:** Monday, November 07, 2011 01:18 PM  
**To:** Jim Smith  
**Subject:** FW: LWC Operations Agreement - DRAFT3

Jim – How is it going on the agreement review? What are chances might have ready this week for our Board packet? Just let me know, will be sending out the packet this Friday

Thanks, Jim

**From:** Jim Bruce  
**Sent:** Thursday, October 27, 2011 11:05 AM  
**To:** [JSmith@lwcky.com](mailto:JSmith@lwcky.com)  
**Cc:** 'David Wilson'  
**Subject:** LWC Operations Agreement - DRAFT3

Jim;

Here is my revised draft after our review yesterday. I changed to DRAFT3 to keep separate from the version I gave you yesterday. Go ahead and use track changes to make all your suggested changes. Once we get near final, I may convert back to WP file to do any final formatting, numbering and spacing changes.

I made changes that I noticed needed clarifications and you had suggestions. All other sections that you said you may want to propose different language or clarify I put (JS) in that section, so your will need to search for each and change or take out the JS with no change.

Also am sending the proposed Org chart and the spreadsheets for FPR, as well as the one I modified to come up with LWC fee amounts.

Also am sending the HDR estimate (draft) of costs to add Chloramines at PWP. You said you wanted to see that.

Would like to have this to our Board for approval at 11/15 meeting. Our packet would go out 11/11 so would need to make final changes before then.

Feel free to call David Wilson or I directly with any proposed changes. David's phone numbers are;

270-351-4404

C: 270-272-5563

[david.wilson@sbw-law.com](mailto:david.wilson@sbw-law.com)

Look forward to hearing your comments and suggestions

Jim Bruce

HCWD1

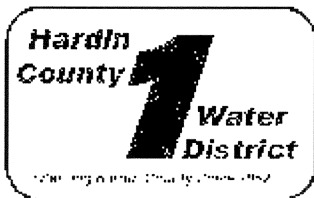
## Jim Bruce

---

**From:** Preston Pendley  
**Sent:** Tuesday, November 08, 2011 1:32 PM  
**To:** Jim Bruce (jbruce@hcwd.com)  
**Subject:** HDR report - LWC interconnect  
**Attachments:** Appendix A - Cost Estimates.pdf; Supplement to PER Mar 2011.pdf; image001.jpg

**Preston S. Pendley, P.E.**

Engineering Manager  
Hardin County Water District No. 1  
1400 Rogersville Road  
Radcliff, KY 40160  
**Phone: 270-352-4280, ext. 224**  
**Mobile: 270-766-9872**  
[PPendley@hcwd.com](mailto:PPendley@hcwd.com)  
[www.HCWD.com](http://www.HCWD.com)





## Jim Bruce

---

**From:** Preston Pendley  
**Sent:** Tuesday, November 08, 2011 4:01 PM  
**To:** Ender, Robert K Mr CIV USA IMCOM; [jstiles@curnealhigniteins.com](mailto:jstiles@curnealhigniteins.com); Daniel Clifford ([dclifford@HCWD.com](mailto:dclifford@HCWD.com))  
**Cc:** Jim Bruce; Muse, Kenny Mr CIV USA IMCOM; [kenneth.richardson@dla.mil](mailto:kenneth.richardson@dla.mil)  
**Subject:** RE: Fort Knox Water - HCWD1 insurance (UNCLASSIFIED)

Bob, Jeff, and Daniel,

After discussion with the parties, it seems that Wednesday the 16th or Thursday the 17th would be best.

Let's go for November 16th. Jeff, if you and Joe can please plan to arrive at our Service Center at 9:30 am, we will be wrapping up a conference call with on this water privatization.

Thereafter, Daniel will drive you to base to meet up with Bob. Bob has indicated he will be able to accompany you to various sites as needed. There is some driving time involved, but I do not anticipate you will need long at each stop, so I would anticipate a time frame of 3-4 hours on base.

Please let me know if you all have any questions.

Thanks, Preston

Preston S. Pendley, P.E.  
Engineering Manager  
Hardin County Water District No. 1  
[PPendley@hcwd.com](mailto:PPendley@hcwd.com)

-----Original Message-----

**From:** Muse, Kenny Mr CIV USA IMCOM [<mailto:kenny.muse1@us.army.mil>]  
**Sent:** Tuesday, November 01, 2011 1:41 PM  
**To:** Preston Pendley; Ender, Robert K Mr CIV USA IMCOM  
**Cc:** [jstiles@curnealhigniteins.com](mailto:jstiles@curnealhigniteins.com); Jim Bruce  
**Subject:** RE: Fort Knox Water - HCWD1 insurance (UNCLASSIFIED)

**Classification:** UNCLASSIFIED  
**Caveats:** NONE

I'M sure we can work out the times. Just work with Bob Ender to set up specific times and dates.

-----Original Message-----

**From:** Preston Pendley [<mailto:ppendley@HCWD.com>]  
**Sent:** Tuesday, November 01, 2011 1:35 PM  
**To:** Muse, Kenny Mr CIV USA IMCOM  
**Cc:** [jstiles@curnealhigniteins.com](mailto:jstiles@curnealhigniteins.com); [jbruce@hcwd.com](mailto:jbruce@hcwd.com)  
**Subject:** RE: Fort Knox Water - HCWD1 insurance

Kenny,

As we've discussed previously during phone conferences, our insurance carrier would like to make a site visit to observe and photograph some of the physical assets.

Jeff Stiles has suggested Tuesday through Friday the week of November 14. I am out of town at a conference Tue, Wed, and Thursday of that week. Can we schedule approximately 3-hour window to drive to some of the assets, such as WTP, tanks, pump stations? I'm confident that our stops will be cursory, and not like the tours for joint inventory that are ongoing.

Thanks, Preston

Preston S. Pendley, P.E.

Engineering Manager

Hardin County Water District No. 1

[PPendley@hcwd.com](mailto:PPendley@hcwd.com)

From: Jeff Stiles [<mailto:jstiles@curnealhigniteins.com>]  
Sent: Tuesday, November 01, 2011 11:56 AM  
To: Preston Pendley  
Subject: RE: Fort Knox Water

Preston,

Joe & my schedules are booked up until the week of the 14th.

Tuesday through Friday of that week is good for us.

Jeff Stiles

[jstiles@curnealhigniteins.com](mailto:jstiles@curnealhigniteins.com)

Curneal & Hignite Insurance, Inc

2905 Ring Road

P O Box 807

Elizabethtown, KY 42702-0807

Phone: (270) 737-2828 Ext 114

Fax: (270) 737-4950

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From: Preston Pendley [<mailto:ppendley@HCWD.com>]

Sent: Tuesday, November 01, 2011 10:15 AM

To: [jstiles@curnealhigniteins.com](mailto:jstiles@curnealhigniteins.com)

Subject: Fort Knox Water

Jeff,

Were you going to send a few dates to visit Fort Knox?

Thanks, Preston

Preston S. Pendley, P.E.

Engineering Manager

Hardin County Water District No. 1

1400 Rogersville Road

Radcliff, KY 40160

Phone: 270-352-4280, ext. 224

Mobile: 270-766-9872

PPendley@hcwd.com

www.HCWD.com <blockedhttp://www.HCWD.com>

Description: Logo1 (2)

Classification: UNCLASSIFIED

Caveats: NONE

## Jim Bruce

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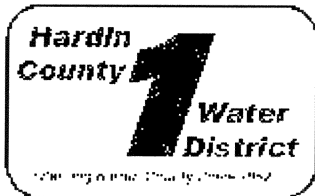
**From:** Preston Pendley  
**Sent:** Wednesday, November 09, 2011 5:03 PM  
**To:** Jim Bruce (jbruce@hcwd.com)  
**Cc:** Daniel Clifford (dclifford@HCWD.com)  
**Subject:** Letter of intent to SDI - regarding FK Water GIS  
**Attachments:** image001.jpg; FK\_water\_GIS\_SDI.Recommendation of Award.docx

Jim,

Is this acceptable as a notice for their internal purposes? They requested something to justify their initial effort.

Thanks, Preston

**Preston S. Pendley, P.E.**  
Engineering Manager  
Hardin County Water District No. 1  
1400 Rogersville Road  
Radcliff, KY 40160  
**Phone: 270-352-4280, ext. 224**  
**Mobile: 270-766-9872**  
[PPendley@hcwd.com](mailto:PPendley@hcwd.com)  
[www.HCWD.com](http://www.HCWD.com)



## Jim Bruce

---

**From:** David.Hackworth@CH2M.com  
**Sent:** Friday, November 11, 2011 10:45 AM  
**To:** Preston Pendley; Jim Bruce  
**Subject:** Board Meeting

Jim/Preston,

Just realized you are off today for Veterans Day.

Do you know if the contract will be ready for the board meeting on Tues?

Thanks  
David

**David Hackworth, P.E.**  
Vice President and Area Manager  
CH2M HILL  
401 W. Main Street, Suite 500  
Louisville, KY 40202  
Direct - 502.584.6052  
Fax - 502.587.9343  
Mobile - 502.541.5385  
[www.ch2mhill.com](http://www.ch2mhill.com)

## Jim Bruce

---

**From:** David.Hackworth@CH2M.com  
**Sent:** Monday, November 14, 2011 9:27 AM  
**To:** Preston Pendley; Jim Bruce; JSmith@lwcky.com; Brett Pyles  
**Subject:** Meeting Notes  
**Attachments:** FKW Coord Mtg 4.pdf

I have attached the minutes from the last meeting

Regards

David

**David Hackworth, P.E.**  
Vice President and Area Manager  
CH2M HILL  
401 W. Main Street, Suite 500  
Louisville, KY 40202  
Direct - 502.584.6052  
Fax - 502.587.9343  
Mobile - 502.541.5385  
[www.ch2mhill.com](http://www.ch2mhill.com)

## Jim Bruce

---

**From:** David.Hackworth@CH2M.com  
**Sent:** Tuesday, November 15, 2011 8:29 AM  
**To:** Jim Bruce; Preston Pendley  
**Subject:** Board Meeting

Jim/Preston

Just wanted to confirm that you would like me to attend tonight and whether I need to do anything to prepare..

Thanks

David



## Jim Bruce

---

**From:** Jim Bruce  
**Sent:** Tuesday, November 15, 2011 8:28 AM  
**To:** 'David.Hackworth@CH2M.com'  
**Subject:** RE: Board Meeting

David – Let me confirm with Chairman and will get back to you this morning  
Jim

**From:** [David.Hackworth@CH2M.com](mailto:David.Hackworth@CH2M.com) [<mailto:David.Hackworth@CH2M.com>]  
**Sent:** Tuesday, November 15, 2011 8:29 AM  
**To:** Jim Bruce; Preston Pendley  
**Subject:** Board Meeting

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David

## Jim Bruce

---

**From:** Jim Bruce  
**Sent:** Tuesday, November 15, 2011 9:04 AM  
**To:** 'David.Hackworth@CH2M.com'  
**Subject:** RE: Board Meeting

David;

Bill does not think necessary for you to come. Item is after several others, and I have had no questions about the agreement, so it should be pretty quick. So, don't need to be there

Thanks

Jim

**From:** [David.Hackworth@CH2M.com](mailto:David.Hackworth@CH2M.com) [<mailto:David.Hackworth@CH2M.com>]  
**Sent:** Tuesday, November 15, 2011 8:29 AM  
**To:** Jim Bruce; Preston Pendley  
**Subject:** Board Meeting

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David

## Jim Bruce

---

**From:** David.Hackworth@CH2M.com  
**Sent:** Tuesday, November 15, 2011 9:10 AM  
**To:** Jim Bruce  
**Subject:** RE: Board Meeting

Thanks Jim

When do you think the contract will be ready?

Regards

David

**From:** Jim Bruce [<mailto:jbruce@hcwd.com>]  
**Sent:** Tuesday, November 15, 2011 9:04 AM  
**To:** Hackworth, David/LOU  
**Subject:** RE: Board Meeting

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David

## Jim Bruce

---

**From:** Jim Bruce  
**Sent:** Tuesday, November 15, 2011 9:46 AM  
**To:** 'David.Hackworth@CH2M.com'  
**Subject:** RE: Board Meeting

David – Assuming Board approves, and David W (our attorney) has no final changes, we could send to you tomorrow for sig's, you return with proof of insurance, I sign and then send back with Notice of Award / Proceed

Jim

**From:** [David.Hackworth@CH2M.com](mailto:David.Hackworth@CH2M.com) [<mailto:David.Hackworth@CH2M.com>]  
**Sent:** Tuesday, November 15, 2011 9:10 AM  
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**Subject:** RE: Board Meeting

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**To:** Hackworth, David/LOU  
**Subject:** RE: Board Meeting

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**To:** Jim Bruce; Preston Pendley  
**Subject:** Board Meeting

Jim/Preston

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## Jim Bruce

---

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**Sent:** Tuesday, November 15, 2011 10:04 AM  
**To:** Jim Bruce  
**Subject:** RE: Board Meeting

Jim,

Thanks

David

**From:** Jim Bruce [<mailto:jbruce@hcwd.com>]  
**Sent:** Tuesday, November 15, 2011 9:46 AM  
**To:** Hackworth, David/LOU  
**Subject:** RE: Board Meeting

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Jim

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**Subject:** RE: Board Meeting

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**From:** [David.Hackworth@CH2M.com](mailto:David.Hackworth@CH2M.com) [<mailto:David.Hackworth@CH2M.com>]  
**Sent:** Tuesday, November 15, 2011 8:29 AM

**To:** Jim Bruce; Preston Pendley  
**Subject:** Board Meeting

Jim/Preston

Just wanted to confirm that you would like me to attend tonight and whether I need to do anything to prepare..

Thanks

David

## Jim Bruce

---

**From:** David.Hackworth@CH2M.com  
**Sent:** Tuesday, November 15, 2011 1:20 PM  
**To:** Jim Bruce  
**Cc:** Preston Pendley; Lee.Blakeman@CH2M.com  
**Subject:** Conf Call

Jim,

I will be in Indy attending a conference during the call... ( I need the continuing education to keep my operator license)

Lee (John) will be taking notes in my place.

One agenda item with DESC is to check on the status of the COR designee so we can get badges.

Thanks  
David

## Jim Bruce

---

**From:** Jim Bruce  
**Sent:** Wednesday, November 16, 2011 10:25 AM  
**To:** Preston Pendley; John Thomas; Richard Stranahan; Brett Pyles; Scott Schmuck  
**Subject:** FKW Equipment Purchased

All;

Board approved proceeding with purchasing, bidding and awarding bids for all items required for FKW. Top limit for all items is \$350k. That does not include professional services, items LWC will buy (they will get a lump sum payment for their items) or HCWD1 labor costs related to transition.

They also approved using CB line of credit, if needed, for large purchases before we start getting paid by Govt, and get our Transition Surcharge payment.

Here are tasks / guidelines;

### MAIN GOALS:

Have items ready to go Feb 1

Do not buy too early and have sit around (we pay interest on LOC)

Two largest items (Dump and Back-hoe) try and find like new – MUST have some remaining factory warranty (needed to try and conserve cash for other items, reserves since current costs are so much higher than what we included in proposal)

All other items, over \$20k, try and use state bid

All other items, under \$20k, try and stay within our estimate, but not near as critical to go over

### DUMP TRUCK / BACK-HOE TASKS; (Mostly John T)

Check with 2 or 3 other truck dealers in region to try and find new or almost new GMC like state bid that meets our specs – if do, we do quick sealed bids to go after it

If find none, then have Kenworth checked out in Chicago – Richard give list of items to check, want report – give them written authorization, not to exceed amount (\$500)

KW or any other MUST have some remaining, transferrable factory warranty left on drivetrain (preferable 1 year or more) – need to confirm with mfg

If KW checks out, then do 1 week bid advertisement, advertise and send to them to submit bid (let them know may be bidding against other similar local trucks)

If they are low bidder, then arrange to fly someone (Richard?) there to get and drive back

We take check, make sure pick up clear title, warranty docs, O&M manuals, keys, etc

When get here, complete any missing equipment, decals

(We can decide if better to keep at Radcliff Dist, and take GMC to FK, or use at FK (Richard's call))

Back-hoe – Try and find similar almost new, same requirements as dump (and process to buy used)

If cannot find one, place order under state bid for new, try and time so payment comes AFTER Feb 1

### ALL OTHER ITEMS:

John, work with & LWC to develop detailed list of ALL items need to purchase

Start securing prices, timing, placing orders to meet guidelines above

### SOFTWARE:

Will need to specify CMMS, hardware for both HCWD1/LWC

Will need to set up link to HCWD1 servers / network for transparent connection to host



GIS will come later (Daniel / Preston doing those items)

We will talk more weekly as we progress

Let me know if have any questions

Thanks

Jim

## Jim Bruce

---

**From:** Jim Bruce  
**Sent:** Wednesday, November 16, 2011 12:36 PM  
**To:** 'David.Hackworth@CH2M.com'  
**Cc:** Preston Pendley; 'David Wilson'; Scott Schmuck; Karen Morrison  
**Subject:** Final Agreement  
**Attachments:** CH2M Agreement 11162011 FINAL.pdf

David;

The Board approved the agreement. Please see attached final version. I believe we changed Insurance and Indemnity sections since you last saw, so make sure you review the final version. Preston also made some final changes to scope and fees, as I believe you had discussed with him.

If acceptable, print out 2 copies, sign both as originals, notarize, return both with required proof of insurance. We will sign, date first sheet and notarize and return to you one original. We also will need to incorporate Govt contract as Appendix B. We are still waiting for Govt to finalize some of their attachments, so need to wait for that. When we sign, Preston will send you final Notice of Award and Notice to Proceed.

If your legal counsel has any questions on indemnity or insurance, can contact David Wilson directly; 270-351-4404, [david.wilson@sbw-law.com](mailto:david.wilson@sbw-law.com)

Thanks again for your patience in this process.

Jim Bruce

\*\*\*\*

David – Assuming Board approves, and David W (our attorney) has no final changes, we could send to you tomorrow for sig's, you return with proof of insurance, I sign and then send back with Notice of Award / Proceed

Jim

**From:** [David.Hackworth@CH2M.com](mailto:David.Hackworth@CH2M.com) [<mailto:David.Hackworth@CH2M.com>]  
**Sent:** Tuesday, November 15, 2011 9:10 AM  
**To:** Jim Bruce  
**Subject:** RE: Board Meeting

Thanks Jim

When do you think the contract will be ready?

Regards

David

**From:** Jim Bruce [<mailto:jbruce@hcwd.com>]  
**Sent:** Tuesday, November 15, 2011 9:04 AM

**To:** Hackworth, David/LOU  
**Subject:** RE: Board Meeting

David;

Bill does not think necessary for you to come. Item is after several others, and I have had no questions about the agreement, so it should be pretty quick. So, don't need to be there

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Jim

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**Sent:** Tuesday, November 15, 2011 8:29 AM

**To:** Jim Bruce; Preston Pendley

**Subject:** Board Meeting

Jim/Preston

Just wanted to confirm that you would like me to attend tonight and whether I need to do anything to prepare..

Thanks

David

## Jim Bruce

---

**From:** Jim Bruce  
**Sent:** Friday, November 18, 2011 4:00 PM  
**To:** Brett Pyles; Preston Pendley; Scott Schmuck; Andrea Palmer; 'David Wilson'; 'Dustin Humphrey'; 'JSmith@lwcky.com'; 'David.Hackworth@CH2M.com'  
**Subject:** PSC Data Request  
**Attachments:** 11-18-2011 (2).pdf

Here is the data request for FK Water system application received yesterday. Have marked up different initials of persons am assigning the question to. Andrea is putting all questions in a Word document, one question per page. As soon as she has that, will also send to you. Please type in your answer on the page with your questions, and send document back to Andrea.

We have meeting set up Monday to go over each question and how to answer and what requires. Our responses are due 11/30. I will be out of town, and Thanksgiving is next week, so only have 3 working days to work on this, which I doubt is enough time. I think 2 extra weeks is enough. Here are some answers we need;

- Do we have David W file for extension?
- What exactly are types of file documents they need?
- Can LWC pull together some of the required items, or do they have to come from our files?
- Should we request staff conference with PSC to see what their main concerns are? Is there a chance they might deny acquisition?

Please review and start working on your answers ASAP. Several require legal research and opinion, so David W will have to do some also

Thanks

Jim

## Jim Bruce

---

**From:** Preston Pendley  
**Sent:** Monday, November 21, 2011 10:01 AM  
**To:** Jim Smith; Jim Bruce (jbruce@hcwd.com); Brett Pyles; Daniel Clifford (dclifford@HCWD.com)  
**Cc:** Amanda Spalding  
**Subject:** FK MORs  
**Attachments:** DRINKING WATER LIBRARY CONTENTS.docx; image001.jpg

All,

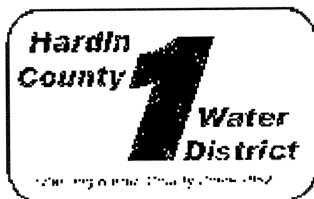
We were reviewing the MORs in order to draw some data for the PSC Data Request. We found 2008-present, but the list given to us previously says we have everything from 2001-Present.

Does anyone have older MORs? Did we overlook them? Are there some older years that we did not yet pick up from Bob?

Please let me know.

Thanks, Preston

**Preston S. Pendley, P.E.**  
Engineering Manager  
Hardin County Water District No. 1  
1400 Rogersville Road  
Radcliff, KY 40160  
**Phone: 270-352-4280, ext. 224**  
**Mobile: 270-766-9872**  
[PPendley@hcwd.com](mailto:PPendley@hcwd.com)  
[www.HCWD.com](http://www.HCWD.com)



## Jim Bruce

---

**From:** Jim Smith [JSmith@lwcky.com]  
**Sent:** Monday, November 21, 2011 11:44 AM  
**To:** Jim Bruce; Preston Pendley  
**Subject:** FW: Clarification Needed for Implementation of FAR

Jim & Preston,

Listed below are our questions concerning the transition process for FK employees. Please review.

Thanks,  
Jim

---

**From:** Barbara Dickens  
**Sent:** Friday, November 18, 2011 3:12 PM  
**To:** Jim Smith  
**Subject:** Clarification Needed for Implementation of FAR

Jim, please inquire as follows:

1. According to the applicable FAR, we understand we must be provided a list of all adversely impacted employees. Please advise who are the adversely impacted employees by this privatization. Advise what characterizes individuals to be considered "adversely impacted" by the privatization.
2. Does the list of adversely impacted employees include both those who are interested in continuing employment in the System and those that are not interested in continuing employment, or only those interested in an employment position?
3. Does the list of adversely impacted employees include non-supervisory employees too or only front-line employees?

***Barbara K. Dickens***

**Vice President, General Counsel**

Louisville Water Company

550 South Third Street

Louisville, KY 40202

[bdickens@lwcky.com](mailto:bdickens@lwcky.com)

p 502.569.0808

f 502.569.0850

c 502.641.2190

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## Jim Bruce

---

**From:** Preston Pendley  
**Sent:** Monday, November 21, 2011 2:50 PM  
**To:** Jim Bruce (jbruce@hcwd.com); Jim Smith; Barbara K. Dickens (bdickens@lwcky.com)  
**Subject:** FW: Hardin County Water District 1 privatization of Fort Knox Water: Request for Conference Call regarding First Refusal of Employment

FYI. Thanks.

Preston S. Pendley, P.E.  
Engineering Manager  
Hardin County Water District No. 1  
[PPendley@hcwd.com](mailto:PPendley@hcwd.com)

-----Original Message-----

**From:** Johnson, James DLA CIV ENERGY [<mailto:James.1.Johnson@dla.mil>]  
**Sent:** Monday, November 21, 2011 2:49 PM  
**To:** Preston Pendley  
**Cc:** Sveum, Bryan DLA CIV ENERGY; Richardson, Kenneth DLA CIV ENERGY  
**Subject:** RE: Hardin County Water District 1 privatization of Fort Knox Water: Request for Conference Call regarding First Refusal of Employment

Preston,

I will forward these questions on to our legal staff for guidance. I will hope to have a response no later than Monday of next week.

Regards,

James "Jay" Johnson  
Branch Chief / Contracting Officer  
UP Contracting Division I  
DLA Energy - Energy Enterprise BU  
(703)767-9554 (Voice)

email: [james.1.johnson@dla.mil](mailto:james.1.johnson@dla.mil)

-----Original Message-----

**From:** Preston Pendley [<mailto:ppendley@HCWD.com>]  
**Sent:** Monday, November 21, 2011 2:38 PM  
**To:** Johnson, James DLA CIV ENERGY  
**Cc:** Richardson, Kenneth DLA CIV ENERGY; Sveum, Bryan DLA CIV ENERGY; [jbruce@hcwd.com](mailto:jbruce@hcwd.com); Jim Smith; [bdickens@lwcky.com](mailto:bdickens@lwcky.com); David Wilson  
**Subject:** Hardin County Water District 1 privatization of Fort Knox Water: Request for Conference Call regarding First Refusal of Employment

Jay;

As discussed during last conference call, LWC and HCWD1 need some clarification on the FAR (52.207-3: Right of First Refusal of Employment) which requires offering employment and first right of refusal to adversely affected Government employees. As you requested, below are the questions provided by the LWC legal counsel:

1. According to the applicable FAR, we understand we must be provided a list of all adversely impacted employees. We understand that this list will come officially from the Contracting Officer. Please advise who are the adversely impacted employees by this privatization. Advise what characterizes individuals to be considered "adversely impacted" by the privatization.
2. Does the list of adversely impacted employees include both those who are interested in continuing employment in the System and those that are not interested in continuing employment, or only those interested in an employment position?
3. Does the list of adversely impacted employees include non-supervisory employees too or only front-line employees?

If possible and if necessary, our team would request a conference call with you and Government attorney, to review these questions. We can coordinate the time with LWC and our own legal counsel for the call.

Thank you,

Preston Pendley



## Jim Bruce

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**From:** Preston Pendley  
**Sent:** Monday, November 21, 2011 3:18 PM  
**To:** David.Hackworth@CH2M.com  
**Cc:** Jim Bruce  
**Subject:** RE: PSC Data Request

David,

Thanks for the information.

Items 32 and 33 were assigned to Dustin Humphreys.

Thanks, Preston

**Preston S. Pendley, P.E.**  
Engineering Manager  
Hardin County Water District No. 1  
[PPendley@hcwd.com](mailto:PPendley@hcwd.com)

**From:** [David.Hackworth@CH2M.com](mailto:David.Hackworth@CH2M.com) [<mailto:David.Hackworth@CH2M.com>]  
**Sent:** Monday, November 21, 2011 10:43 AM  
**To:** Jim Bruce; Preston Pendley; [JSmith@lwcky.com](mailto:JSmith@lwcky.com)  
**Subject:** RE: PSC Data Request

Jim,

I have attached all the spreadsheets related to item 26 on the PSC request. I am not sure if the PSC would be satisfied with an electronic format, or whether they want hard copies printed. Please advise what you would like us to do.

Also, please let me know if items 32 and 33 were directed to me or Dustin Humphrey since we share the same initials.

Thanks  
David

**David Hackworth, P.E.**  
Vice President and Area Manager  
CH2M HILL  
401 W. Main Street, Suite 500  
Louisville, KY 40202  
Direct - 502.584.6052  
Fax - 502.587.9343  
Mobile - 502.541.5385  
[www.ch2mhill.com](http://www.ch2mhill.com)

**From:** Jim Bruce [<mailto:jbruce@hcwd.com>]  
**Sent:** Friday, November 18, 2011 4:00 PM  
**To:** Brett Pyles; Preston Pendley; Scott Schmuck; Andrea Palmer; David Wilson; Dustin Humphrey; [JSmith@lwcky.com](mailto:JSmith@lwcky.com);

Hackworth, David/LOU  
**Subject:** PSC Data Request

Here is the data request for FK Water system application received yesterday. Have marked up different initials of persons am assigning the question to. Andrea is putting all questions in a Word document, one question per page. As soon as she has that, will also send to you. Please type in your answer on the page with your questions, and send document back to Andrea.

We have meeting set up Monday to go over each question and how to answer and what requires. Our responses are due 11/30. I will be out of town, and Thanksgiving is next week, so only have 3 working days to work on this, which I doubt is enough time. I think 2 extra weeks is enough. Here are some answers we need;

- Do we have David W file for extension?
- What exactly are types of file documents they need?
- Can LWC pull together some of the required items, or do they have to come from our files?
- Should we request staff conference with PSC to see what their main concerns are? Is there a chance they might deny acquisition?

Please review and start working on your answers ASAP. Several require legal research and opinion, so David W will have to do some also

Thanks

Jim

## Jim Bruce

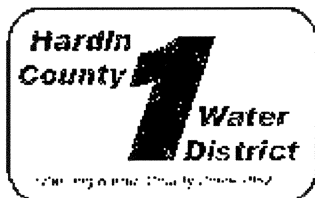
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**From:** Preston Pendley  
**Sent:** Tuesday, November 22, 2011 4:30 PM  
**To:** Jim Bruce (jbruce@hcwd.com)  
**Subject:** PSC Data Request #15  
**Attachments:** image001.jpg

From JA1.4

“Fort Knox also sells potable water to the City of Muldraugh and the HCWD No. 1. All potable water or raw water sales agreements will be negotiated, reviewed and approved by Fort Knox and the Department of Army, and coordinated with the UP (*Utility Privatization*) Contractor.”

**Preston S. Pendley, P.E.**  
Engineering Manager  
Hardin County Water District No. 1  
1400 Rogersville Road  
Radcliff, KY 40160  
**Phone: 270-352-4280, ext. 224**  
**Mobile: 270-766-9872**  
[PPendley@hcwd.com](mailto:PPendley@hcwd.com)  
[www.HCWD.com](http://www.HCWD.com)



## Jim Bruce

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**From:** Preston Pendley  
**Sent:** Monday, November 28, 2011 2:25 PM  
**To:** Jim Bruce (jbruce@hcwd.com)  
**Subject:** CH2M Hill Contract  
**Attachments:** image001.gif; image002.gif

Jim,

This shows it came in earlier this morning at 9:18 am.

**Preston S. Pendley, P.E.**  
Engineering Manager  
Hardin County Water District No. 1  
[PPendley@hcwd.com](mailto:PPendley@hcwd.com)

**From:** [David.Hackworth@CH2M.com](mailto:David.Hackworth@CH2M.com) [mailto:David.Hackworth@CH2M.com]  
**Sent:** Monday, November 28, 2011 2:23 PM  
**To:** Preston Pendley  
**Subject:**

Tracking no.: 795438285903

[E-mail notifications](#)  
Select time format:

[12H](#)  
|  
[24H](#)

**Delivered**

Signed for by:

C.WILLIAMS

Shipment Dates

Ship date [?](#)


Nov 23, 2011

Delivery date [?](#)

Nov 28, 2011 9:08 AM

Destination

Radcliff, KY

[Signature Proof of Delivery](#) 

## Shipment Options

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### Hold at FedEx Location

Hold at FedEx Location service is not available for this shipment.

## Shipment Facts

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Service type

Priority Envelope

Weight

0.5 lbs/.2 kg

Delivered to

Receptionist/Front Desk

Reference

428137.03.40/AAB00065103

Status

[Pieces](#)

[Date/Time](#)

[Status](#)

## Shipment Travel History

[Help](#)

Select time zone:

Others:

# Comparisons of Bidding on FK Water

FACTOR / ITEM	HCWD1 Alone		HCWD1 with Veolia		HCWD1 with LWC	
	PRO	CON	PRO	CON	PRO	CON
Preparing proposal documents <i>(Extensive DoD requirements and documents required during RFP with strict deadlines)</i>		Do not have time / resources to spend on extensive doc prep, production and writing proposal	Has extensive experience preparing and submitting docs to Govt, will pay for all costs / risks		Does have 450 employees, could take risk, spread assignments	Probably has never prepared and submitted competitive proposals
Providing HCWD1 with future secure source of water <i>(Do we get a replacement source of water to purchase in place of FK water selling to us?)</i>	NA	NA		Does not bring any source to table	Has extensive surplus water resources, is interested in providing sales / supply to FK and HCWD1	
Provide reasonable price source of water	NA	NA		Does not bring any source to table	Has shown willing to provide very competitive wholesale rate to surrounding systems, with long term price stabilization	
Flexibility to purchase water as needed <i>(Currently, FK is not most flexible in providing us water when we need it)</i>	Most flexible if we were owner/operator of system		Should be no problem if Veolia is operating system for us		Should be no problem if LWC is operating system for us	