

COMMONWEALTH OF KENTUCKY
BEFORE THE PUBLIC SERVICE COMMISSION

In the Matter of:

THE JOINT PETITION OF KENTUCKY-AMERICAN]
WATER COMPANY, THAMES WATER AQUA]
HOLDINGS GmbH, RWE AKTIENGESELLSCHAFT] Case No. 2002-00317
THAMES WATER AQUA US HOLDINGS, INC.,]
APOLLO ACQUISITION COMPANY, AND AMERICAN]
WATER WORKS COMPANY, INC. FOR APPROVAL]
OF A CHANGE OF CONTROL OF KENTUCKY-]
AMERICAN WATER COMPANY]

RESPONSE OF BLUEGRASS FLOW, INC.
TO THE INFORMAL CONFERENCE STAFF MEMORANDUM
DATED SEPTEMBER 11, 2002

Comes Bluegrass FLOW, Inc., and files this response to the Informal Conference Staff Memorandum dated September 11, 2002.

It concurs with the Lexington-Fayette Urban County Government that there was no agreement as to a sixty (60) day procedural schedule, and certainly not on the part of Bluegrass FLOW, Inc.; rather, the discussion followed from a representation from staff that the Commission was interested in seeing if a schedule could be developed in that time frame. On reflection, counsel is concerned that the rapid timing of scheduled events may lead to a too hasty consideration of this significant proposed event.

Bluegrass FLOW, Inc. further notes the omission from the memorandum of

the agreement of the parties to Case No. 2002-00018 to serve Bluegrass FLOW, Inc., with copies of all filings and evidence made prior to the date that it was permitted to intervene in that case and service of documents began to it. This was identified as a specific request of Bluegrass FLOW, Inc., and agreed to by counsel for Kentucky-American and not objected to by any other party. Counsel notes for this record that Bluegrass FLOW, Inc. did not agree to the terms of the confidentiality order in the prior case and does not wish to be served with any document intended to be covered by the terms of that order.

It has been seven days, as of this filing, since the Informal Conference, but counsel for Bluegrass FLOW, Inc. has not been served with copies any of the pre-intervention documents. The rapid procedural schedule was proposed, in part, on the premise that incorporation by reference of the record in No. 2002-00018 would allow the more rapid schedule; however, Bluegrass FLOW is at a disadvantage in not having that entire record at hand. It makes it more difficult, for example, to begin framing interrogatories and requests for documents in view of the scheduled deadline of September 23rd without knowing what has already been asked and produced.

It would not be unreasonable, and would likely benefit the practice of this proceeding, if the Commission were to enlarge the first part of the schedule by at least two weeks to permit a more orderly beginning.

Respectfully submitted,

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_/s/ Foster Ockerman, Jr. _____
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NOTICE AND CERTIFICATE OF SERVICE

Counsel gives notice that the original and three copies of this document have been filed with the Public Service Commission by sending same by first class mail, postage prepaid, to Mr. Thomas M. Dorman, Executive Director, Public Service Commission, 211 Sower Blvd., Frankfort, KY 40611, by uploading this document (together with the required Index and Read1st documents) to the file transfer protocol site designated by the Executive Director, and by service of a hardcopy of same upon the individuals listed below on this the 18th day of September, 2002. Counsel also certifies that the electronic version has been transferred to the Commission, and the Commission and other parties have been notified by electronic mail that the electronic version has been transmitted to the Commission.

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