

COMMONWEALTH OF KENTUCKY
BEFORE THE PUBLIC SERVICE COMMISSION

In the Matter of:

ELECTRONIC JOINT APPLICATION OF)
SOUTHEAST DAVIESS COUNTY WATER)
DISTRICT AND WEST DAVIESS COUNTY) CASE NO. 2020-00287
WATER DISTRICT FOR AN ORDER)
APPROVING THEIR MERGER)
AGREEMENT)

NOTICE OF FILING AND MERGER

Daviess County Water District (“Daviess District”), successor to the Southeast Daviess County Water District and the West Daviess County Water District by way of merger and name change, hereby provides notice that it is filing herewith the Articles of Merger and Closing Memo in the above-referenced matter. The Merger took place and became effective on January 1, 2021.

Dated: April 13, 2021

Respectfully submitted,



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*Counsel for Daviess County Water
District*

CERTIFICATE OF SERVICE

In accordance with 807 KAR 5:001 Section 8(7) and the Commission's March 16, 2020 and March 24, 2020 Orders in Case No. 2020-00085, this is to certify that the Daviess County Water District's electronic filing was transmitted to the Commission on April 13, 2021; that there are currently no parties that the Commission has excused from participation by electronic means in this proceeding; and that a physical copy of the filing will be submitted to the Commission once the State of Emergency has ceased.


Damon R. Talley

**ARTICLES OF MERGER
OF
WEST DAVIESS COUNTY WATER DISTRICT
WITH AND INTO
SOUTHEAST DAVIESS COUNTY WATER DISTRICT**

The undersigned submit these Articles of Merger as follows:

1. Plan of Merger. The Plan of Merger is as follows:

A. Constituent Water Districts. The entities to be merged are:

- (i) Southeast Daviess County Water District, a water district organized pursuant to KRS Chapter 74; and
- (ii) West Daviess County Water District, a water district organized pursuant to KRS Chapter 74.

B. Merger. As of the Effective Date, West Daviess County Water District is merged with and into Southeast Daviess County Water District, which is the surviving water district resulting from the merger.

C. Name Change. As of the Effective Date, Southeast Daviess County Water District shall change its name to Daviess County Water District.

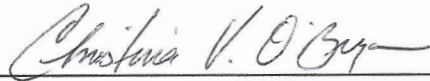
D. Board of Commissioners.

- (i) As of the Effective Date, and pursuant to KRS 74.363(2), the current members of the Board of Commissioners of Southeast Daviess County Water District and the current members of the Board of Commissioners of West Daviess County Water District will serve as members of the Daviess County Water District Board of Commissioners until one (1) year after approval of the merger by the Kentucky Public Service Commission (the "PSC"). Thereafter, the Board of Commissioners of the Daviess County Water District shall be composed of six (6) members.
- (ii) Commencing one (1) year after approval of the merger by the PSC and pursuant to KRS 74.363(3), the Daviess County Judge/Executive, with approval of the Daviess County Fiscal Court, shall appoint two (2) commissioners to serve a two (2) year term, two (2) commissioners to serve a three (3) year term, and two (2) commissioners to serve a four (4)

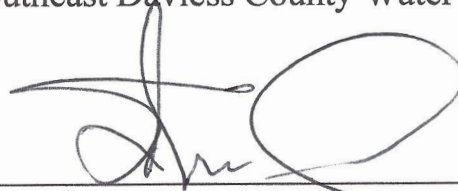
year term. Thereafter, all commissioners of the Daviess County Water District shall be appointed for a term of four (4) years.

2. **Approval.** The merger was approved by the Kentucky Public Service Commission on December 15, 2020.
3. **Effective Date.** The merger will be effective as of 12:00:01 A.M. on January 1, 2021 (the "Effective Date").

IN WITNESS WHEREOF, these Articles of Merger are executed by an authorized officer of each constituent water district.



Christina V. O'Bryan, Chairman
Southeast Daviess County Water District



Scott Kuegel, Chairman
West Daviess County Water District

Prepared by:



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COMMONWEALTH OF KENTUCKY)
) SS
COUNTY OF DAVIESS)

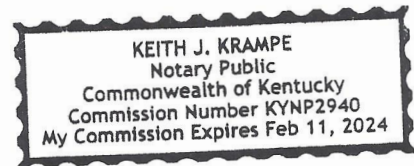
The foregoing Articles of Merger was subscribed, sworn to, and acknowledged before me this 4th day of January, 2021 by **CHRISTINA V. O'BRYAN**, as Chairman of the Southeast Daviess County Water District, for and on behalf of the Southeast Daviess County Water District.



NOTARY PUBLIC, State at Large

Notary ID: # KYNP2940

MY COMMISSION EXPIRES: 2-11-2024



COMMONWEALTH OF KENTUCKY)
) SS
COUNTY OF DAVIESS)

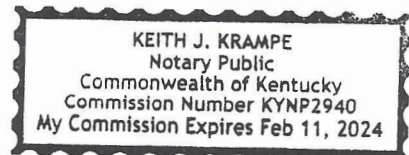
The foregoing Articles of Merger was subscribed, sworn to, and acknowledged before me this 4th day of January, 2021 by **SCOTT KUEGEL**, as Chairman of the West Daviess County Water District, for and on behalf of the West Daviess County Water District.



NOTARY PUBLIC, State at Large

Notary ID: # KYNP2940

MY COMMISSION EXPIRES: 2-11-2024





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CLOSING MEMO

RE: Merger of West Daviess County Water District (“West”) with and into the Southeast Daviess County Water District (“Southeast”) (the “Merger”)

1. The Closing of the Merger became effective on January 1, 2021 at 12:00:01 a.m. C.S.T.
2. All documents, as shown in the Index of the Transcript of Proceedings, have been executed, notarized where appropriate, dated, and placed in the file.
3. On September 9, 2020, Southeast and West filed their Joint Application with the Kentucky Public Service Commission (the “Commission”) for approval of the Merger Agreement. The Commission approved the Merger in its Order dated December 15, 2020 in Case No. 2020-00287.
4. On October 21, 2020, Southeast petitioned the Daviess County Judge/Executive to enlarge its territorial limits by annexing all the land encompassed within the current territorial boundary of West and to change the name of Southeast to “Daviess County Water District” upon the closing of the Merger. The Daviess County Judge/Executive granted Southeast’s petition in his Executive Order # 08-2020 dated December 3, 2020.
5. The Articles of Merger was delivered to both Southeast and West.
6. The transaction is considered closed.

This 4th day of January, 2021.

STOLL KEENON OGDEN PLLC


Damon R. Talley