

COMMONWEALTH OF KENTUCKY
BEFORE THE PUBLIC SERVICE COMMISSION

In the Matter of

Electronic Application of Bluegrass Water Utility)
Operating Company, LLC for Certificates of) Case No. 2022-00102
Convenience and Necessity for Projects at the)
Herrington Haven Site)

Application for Certificates of Convenience and Necessity

Bluegrass Water Utility Operating Company, LLC (“Bluegrass”) files this application, requesting certificates of convenience and necessity pursuant to KRS 278.020(1) for three (3) projects at its Herrington Haven service site in Garrard County. Public convenience and necessity require the proposed improvement projects. To assist the Commission and its staff in locating information required by various regulations, Bluegrass attaches hereto an Index listing the requirements and the principal place(s) in this Application where it is addressed. The facts on which the Application is based are contained in the exhibits, and other information accompanying this Application and in the following statements:

I. Applicant

1. Bluegrass Water Utility Operating Company, LLC is the full name of the applicant. Bluegrass is a limited liability company, organized on March 21, 2019, under the laws of Kentucky. It is in good standing with the Kentucky Secretary of State.

2. Bluegrass’s mailing address is 1630 Des Peres Road, Suite 140, St. Louis, Missouri 63131, and the electronic mail addresses to be used for Bluegrass for purposes of this proceeding are regulatory@cswrgroup.com and rmitten@cswrgroup.com.

3. Bluegrass is a manager-managed limited liability company. Its manager is Central States Water Resources, Inc (“Central States”), which is a corporation organized and existing under the laws of the State of Missouri. The member-parent of Bluegrass and of utility operating and holding LLCs in other states is CSWR, LLC. A two-page organization chart for CSWR as of January 1, 2022, showing its affiliations and relationships, including to Bluegrass and Central States, is submitted herewith as Exhibit A.

4. The financial exhibit described in 807 KAR 5:001 § 12 and required by 807 KAR 5:071 § 3(1)(e) is submitted herewith as redacted Exhibit B.¹

5. In fulfillment of conditions in the final orders in Case Nos. 2019-00104, 2019-00360, and 2020-00297 to ensure continuity of sewer service, Bluegrass has obtained and filed with the Commission an Amended and Restated Guaranty from CSWR, LLC in favor of the Commission and providing for two months of Bluegrass’s obligation to its third-party contractors for services to all the sites of its sewer system, including for the Herrington Haven service area. A copy of the Amended and Restated Guaranty is submitted herewith as Exhibit C.

6. Among the areas of the Commonwealth provided sewer service by Bluegrass is Herrington Haven in Garrard County. An aerial view of the service area and location of the site facilities is submitted herewith as Exhibit D. The Herrington Haven plant is authorized to discharge up to 9,800 gallons per day. The existing facility includes an extended aeration package plant including a mechanically cleaned bar rack screen, a single aeration basin, two hopper bottomed clarifiers, and a chlorine contact tank. Downstream of the packaged plant there

¹ The redacted exhibit is publicly filed herewith; an unredacted and highlighted version has been provided under seal with a Motion for Confidential Treatment.

is a V-notched weir box that is used for dechlorination contact time and flow monitoring. A survey of the existing treatment facilities is submitted herewith as Exhibit E.

II. Projects Proposed for the Herrington Haven Site

7. Bluegrass proposes three (3) projects for the Herrington Haven site: installing an MBBR treatment system, a peracetic acid disinfection system, and a solids processing (digester) system. The three projects are interrelated and it would be more efficient and effective to do all of them at or around the same time. However, if the Commission approves a certificate as to only one or two of the projects, it is Bluegrass's intent to proceed with the project(s) certificated. The overall estimated direct cost of the projects is attached hereto as Exhibit F.

8. Bluegrass is in the process of applying to the Kentucky Department for Natural Resources and Environmental Protection, Division of Water Quality ("DoW"), for a construction permit encompassing the proposed projects. Bluegrass anticipates this filing will be within the next thirty days; Bluegrass will submit a copy of the DoW application once filed.

9. As shown on the ALTA Kentucky Infrastructure Authority map submitted herewith as Exhibit G, the nearest neighboring system is the Danville Municipal sewer system which is over 2.5 miles to the nearest lift station and has several large rivers in between the systems. Any connection to this system would require a more circuitous route to reach a connection point resulting in many miles of mains, requiring either boring under or going over a large river and several new lift stations; a reasonable estimation of the costs for this connection would be well in excess of \$1 million.

A. Project 1: MMBR Treatment

10. The first project for which Bluegrass seeks a certificate is the installation of a moving bed biofilm reactor ("MBBR") treatment system. An MBBR treatment system will

enhance the facility’s ability to remove nutrients and lower ammonia levels. MBBRs dramatically improve aeration treatment by providing significantly more surface area for biofilm to form on, thereby concentrating the amount of biological treatment that can occur. This proposed improvement is required for public convenience and necessity because the wastewater treatment facility is not currently capable of consistently complying with permitted limits.

11. Costs of construction for the proposed MBBR treatment system are as estimated to be as follows:

Construction Project	Estimate	Subtotal
KPDES Permit Compliance Upgrades		
<u>MBBR Treatment System</u>		\$111,350
Blowers and Controls for New MBBR Assemblies (2 each)	\$30,400	
Blower Pad	\$1,500	
Blower Discharge Header Piping, Valves, Appurtenances	\$3,500	
MBBR Assemblies Complete (3 each)	\$68,450	
Electrical Distribution for MBBR Treatment System	\$7,500	

B. Project 2: Peracetic Acid Disinfection

12. The second project for which Bluegrass seeks a certificate is the installation of a peracetic acid disinfection system. This system is intended to improve the facility’s disinfection system and eliminate residual chlorine in the facility’s effluent. The facility has regularly struggled to meet *E.coli* limits and will require an improved disinfection system to be in compliance with applicable regulations. The proposed improvements are required for public convenience and necessity because the wastewater treatment facility is not currently capable of consistently complying with permitted limits.

13. Costs of construction for the proposed peracetic acid disinfection system are estimated to be as follows:

Construction Project	Estimate	Subtotal
<u>Peracetic Acid Disinfection System</u>		\$22,250
PAA Equipment and Pad	\$17,250	
Electrical Distribution for PAA Disinfection System	\$5,000	

C. Project 3: Solids Processing (Digester) System

14. Bluegrass also is seeking a certificate for the installation of a solids processing (digester) system. This is intended to enhance the facility’s ability to effectively handle solids to meet total suspended solids limits. The addition of a digester will allow the facility to handle more solids without allowing solids to wash out of the facility, causing exceedances of TSS limits. Furthermore, a digester helps to remove high age sludge from the system, improving the overall treatment process at the facility.

15. The proposed improvements are required for public convenience and necessity because the wastewater treatment facility is not currently capable of consistently complying with permitted limits. The facility has regularly exceeded limits for ammonia, phosphorus, *E.coli*, and total suspended solids.

16. Costs of construction for the proposed solids processing (digester) system is estimated to be as follows:

Construction Project	Estimate	Subtotal
<u>Solids Processing (Digester) System</u>		\$69,950
Digester Tank and Pad	\$16,450	
Digester Valves, Decant Piping, Grinder FM Piping, Air Piping	\$15,000	
Digester Diffusers	\$6,000	
Digester Blower and Blower Pad	\$10,000	
Digester WAS/RAS Piping	\$5,000	
Digester System Grinder Pump and Control Panel	\$5,000	
Electrical Distribution for Digester System	\$12,500	

III. Financing and Effects of the Projects

17. These projects will be financed with equity financing provided by Bluegrass's parent company, CSWR, LLC. Bluegrass anticipates that it will submit an application for debt financing to the Commission in the second quarter of 2022, which — if approved — would provide an alternative source of funds for these projects.

18. Bluegrass maintains that the above-listed projects are each required for public convenience and necessity, and that the implementation of each avoids wasteful duplication in making improvements necessary to keep the Herrington Haven service area in compliance with environmental regulations. The projects would not constitute a new extension, facility, or equipment in any additional area beyond the existing plant; therefore, the survey map and service area map attached as Exhibits D and E adequately represent the boundaries of the project. Furthermore the proposed improvements do not compete with any other utilities, corporations, or persons, as no other sewer providers provide this service in the Herrington Haven service area. *See Exhibit G.*

19. Bluegrass anticipates no change to current operating costs due to proposed improvements. However, these proposed improvements could support a reduction in per-plant third-party charges over time. Bluegrass also does not anticipate any change to number or class of customers served due to proposed improvements at this time. A redacted copy of Bluegrass' tax returns was attached as Exhibit H to the Application in Ky. PSC Case No. 2022-00015.

20. Any one of the projects would require upgrading and/or installing an all-weather gravel access road to the Herrington Haven facility site. However, if none of the projects is certificated, it would still be Bluegrass's intent to upgrade the existing road to install an all-weather gravel road for site access as an extension in the ordinary course of business. While not

directly part of this proposed group of improvements, the all-weather access to the site will be improved at the time of these projects to allow project equipment to be safely delivered to the site. This improved road would have been installed in the regular course of business sometime in the next one to three years to allow sludge hauling equipment to safely access the facility, but has been included in the estimate for the group of projects as it will be installed during the project to facilitate access for construction equipment.

IV. Conclusion

WHEREFORE, Applicant Bluegrass Water Utility Operating Company, LLC respectfully requests that the Commission issue a final order regarding this Application, granting:

- (1) a KRS 278.020(1) certificate of convenience and necessity for the MBBR Treatment project;
- (2) a KRS 278.020(1) certificate of convenience and necessity for the Peracetic Acid Disinfection project;
- (3) a KRS 278.020(1) certificate of convenience and necessity for the Solids Processing (Digester) System; and,
- (4) all other relief to which Applicant may be entitled.

Respectfully submitted,

/s/ Kathryn A. Eckert

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EXHIBITS

- A Organization Chart of CSWR, LLC as of January 1, 2022
- B Financial Exhibit for 12-months ending January 31, 2022, per 807 KAR 5:001 § 12 (redacted)
- C Amended and Restated Guaranty, dated as of April 16, 2021
- D Herrington Haven Asset Map
- E ALTA/NSPS Land Title Survey for Herrington Haven
- F Herrington Haven Project Capital Estimates
- G Alta KY Infrastructure Authority Map

807 KAR 5:001	Description	Filing
§14 (1)	Full name, mailing address, and e-mail address of applicant. // Facts on which the application is based, with a request for the order, authorization, permission, or certificate desired and a reference to the particular law requiring or providing for the information.	Application ¶¶ 1-2 // Application <i>passim</i>
(2)	If applicant is a corporation, identify state in incorporated and date of incorporation, attest that currently in good standing in the state in which incorporated, and, if it is not a Kentucky corporation, state if authorized to transact business in Kentucky.	N/A
(3)	If applicant is a limited liability company, identify state where organized and date of organization, attest applicant is in good standing in state where organized, and, if not a Kentucky limited liability company, state if authorized to transact business in Kentucky.	Application ¶ 1
(4)	If applicant is a limited partnership, <ul style="list-style-type: none"> • annex certified copy of limited partnership agreement and all amendments, if any, or • make written statement attesting that partnership agreement and all amendments have been filed with PSC in a prior proceeding, with case number of prior proceeding. 	N/A
§12 (1) (a)	For a utility that had \$5,000,000 or more in gross annual revenue in the immediate past calendar year, cover operations for a twelve (12) month period ending not more than ninety (90) days prior to the date the application is filed; or	N/A
(b)	For a utility that had less than \$5,000,000 in gross annual revenue in the immediate past calendar year, the exhibit shall cover operations <u>either</u> for a twelve (12) month period, the period ending not more than ninety (90) days prior to the date the application is filed <u>or</u> for the twelve (12) month period contained in the utility's most recent annual report on file with the commission, and contain a statement that: <ol style="list-style-type: none"> 1. Material changes have not occurred since the end of that twelve (12) month period; or 2. Identifies all material changes that have occurred since the end of that twelve (12) month period. 	App. Exh. B
(2) (a)	The amount and kinds of stock authorized;	App. Exh. B
(b)	The amount and kinds of stock issued and outstanding;	App. Exh. B
(c)	Terms of preference of preferred stock, cumulative or participating, or on dividends or assets or otherwise;	App. Exh. B
(d)	A brief description of each mortgage on property of applicant, giving date of execution, name of mortgagor, name of mortgagee or trustee, amount of indebtedness authorized to be secured, and the amount of indebtedness actually secured, together with sinking fund provisions, if applicable;	App. Exh. B
(e)	The amount of bonds authorized, and amount issued, giving the name of the public utility that issued the same, describing each class separately and giving the date of issue, face value, rate of interest, date of maturity, and how secured, together with amount of interest paid during the last fiscal year;	App. Exh. B

807 KAR 5:001	Description	Filing
§12 (2) (f)	Each note outstanding, giving date of issue, amount, date of maturity, rate of interest, in whose favor, together with amount of interest paid during the last fiscal year;	App. Exh. B
(g)	Other indebtedness, giving same by classes and describing security, if any, with a brief statement of the devolution or assumption of a portion of the indebtedness upon or by person or corporation if the original liability has been transferred, together with amount of interest paid during the last fiscal year;	App. Exh. B
(h)	The rate and amount of dividends paid during the five (5) previous fiscal years, and the amount of capital stock on which dividends were paid each year; and	App. Exh. B
(i)	A detailed income statement and balance sheet.	App. Exh. B
§15 (2)	Compliance with 807 KAR 5:001 § 14, and submission of:	
(2) (a)	The facts relied upon to show that the proposed construction or extension is or will be required by public convenience or necessity:	Application ¶¶ 10, 12, 14-15 // Application <i>passim</i>
(b)	Copies of franchises or permits, if any, from the proper public authority for the proposed construction or extension, if not previously filed with the commission;	Application ¶ 8
(c)	A full description of the proposed location, route, or routes of the proposed construction or extension, including a description of the manner of the construction and the names of all public utilities, corporations, or persons with whom the proposed construction or extension is likely to compete;	Application ¶¶ 6, 9, 18 // App. Exh. D, E, G
(d)(1)	Maps to suitable scale showing the location or route of the proposed construction or extension, as well as the location to scale of like facilities owned by others located anywhere within the map area with adequate identification as to the ownership of the other facilities; and	App. Exh. D, E, G
(d)(2)	Plans and specifications and drawings of the proposed plant, equipment, and facilities;	Application ¶ 18 // App. Exh. D, E, G
(e)	The manner in detail in which the applicant proposes to finance the proposed construction or extension; and	Application ¶ 17
(f)	An estimated annual cost of operation after the proposed facilities are placed into service.	Application ¶ 19

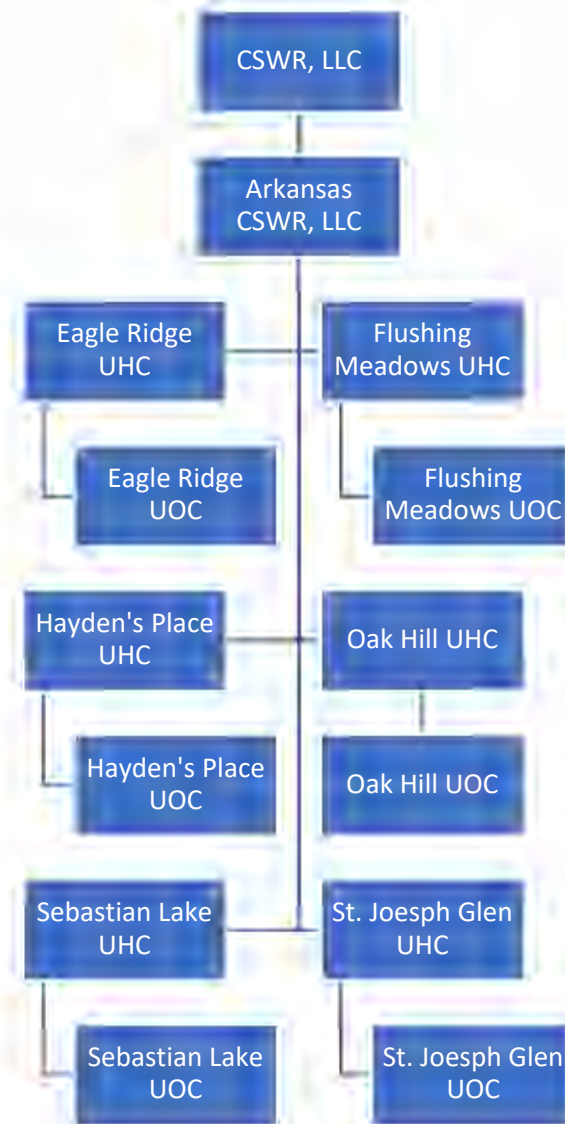
807 KAR 5:071	Description	Filings
§3 (1) (a)	A copy of a valid third-party beneficiary agreement guaranteeing the continued operation of the sewage treatment facilities or other evidence of financial integrity such as will insure the continuity of sewage service.	Application ¶ 5 // App. Exh. C

807 KAR 5:071	Description	Filings
(b)	Copy of a preliminary approval issued by the Division of Water Quality of the Ky. Dept. for Natural Resources and Environmental Protection approving the plans and specifications of the proposed construction.	Application ¶ 8
(c)	A detailed map of the sewage treatment facilities showing location of plant, effluent discharge, collection mains, manholes, and utility service area.	App. Exh. D, E, G
§3 (1) (d)	A detailed estimated cost of construction, including all capitalized costs (construction, engineering, legal, administrative, etc.).	Application ¶¶ 11, 13, 16 // App. Exh. F
(e)	Financial exhibit described in 807 KAR 5:001 §12	App. Exh. B
(f)	The manner in detail in which it is proposed to finance the new construction, specifically stating the amount to be invested, recouped through lot sales, or of contributions (to be) received, etc.	Application ¶ 17
(g)	Estimated cost of operation after the proposed facilities are completed.	Application ¶ 19
(h)	Estimate of the total number of customers to be served by the proposed sewage treatment facilities (initially and ultimately), the class of customers served, and the average monthly water consumption for each class of customer.	Application ¶ 19
(j)	(only if rate adjustment is sought) A detailed depreciation schedule of all treatment plant, property and facilities, both existing and proposed, listing all major components of “package” treatment plants separately.	N/A
(k)	(only if rate adjustment is sought) The proposed rates to be charged for each class of customers and an estimate of the annual revenues derived from the customers using the proposed rate schedules.	N/A
(l)	A full and complete explanation of corporate or business relationships between the applicant and a parent or brother-sister corporation, subsidiary(ies), a development corporation(s), or any other party or business, to afford PSC a full and complete understanding of the situation.	Application ¶ 3 // App. Exh. A

Central States Water Resources Corporate Entity Organizational Chart



Arkansas CSWR Organizational Chart Detail



Financial Exhibit

(807 KAR 5:001 §12; 807 KAR 5:071 §§ 3(1)(e), 3(2))

This Exhibit covers the 12-month period ending January 31, 2022, which is not more than 90 days prior to the date the Application is filed.

- a) *The amount and kinds of stock authorized:* None. Bluegrass is a limited-liability company, which is a non-stock entity.
- b) *The amount and kinds of stock issued and outstanding:* None. Bluegrass is a limited-liability company, which is a non-stock entity.
- c) *Terms of preference of preferred stock, cumulative or participating, or on dividends or assets or otherwise:* Not Applicable. Bluegrass has no stock (preferred or otherwise) authorized, issued, or outstanding.
- d) *A brief description of each mortgage on property of applicant, giving date of execution, name of mortgagor, name of mortgagee or trustee, amount of indebtedness authorized to be secured, and the amount of indebtedness actually secured, together with sinking fund provisions, if applicable:* There is no mortgage on any Bluegrass property.
- e) *The amount of bonds authorized and amount issued, giving the name of the public utility that issued the same, describing each class separately and giving the date of issue, face value, rate of interest, date of maturity, and how secured, together with amount of interest paid during the last fiscal year:* None. Bluegrass has not been authorized to issue any bonds and no bonds have issued.

- f) *Each note outstanding, giving date of issue, amount, date of maturity, rate of interest, in whose favor, together with amount of interest paid during the last fiscal year:* Not Applicable. Bluegrass has not issued any notes and has no notes outstanding.
- g) *Other indebtedness, giving same by classes and describing security, if any, with a brief statement of the devolution or assumption of a portion of the indebtedness upon or by person or corporation if the original liability has been transferred, together with amount of interest paid during the last fiscal year:* Not Applicable. Bluegrass has no indebtedness, no indebtedness has been assumed by or devolved upon Bluegrass, and Bluegrass has not paid interest during its last fiscal year (ended December 31, 2020).
- h) *The rate and amount of dividends paid during the five (5) previous fiscal years, and the amount of capital stock on which dividends were paid each year:* None. Bluegrass is a non-stock entity, has not paid any dividend(s), and was organized on March 21, 2019.
- i) *A detailed income statement and balance sheet:* An Income Statement for Bluegrass for the 12-month period ending January 31, 2022, and a Balance Sheet for Bluegrass as of January 31, 2022 are provided on the following page(s).

Income Statement
unaudited

Bluegrass Water Utility Operating Company, LLC
12 Months Ending January 31, 2022

	Revenues		
	Operating Revenues		
	Total Revenues		

Expenses
 Operations & Maintenance
 General & Administrative
 Depreciation & Amortization
Totals Expenses

Operating Income

Net Income



Balance Sheet
unaudited

Current Assets

Cash

Accounts Receivable

Other Current Assets

Total Current Assets

Property, Plant & Equipment

Preliminary Survey & Investigation Charges

Other Long-Term Assets

Total Misc Long-Term Assets

Total Assets

Liabilities & Equity

Current Liabilities

Accounts Payable

Other Current Liabilities

Total Current Liabilities

Long-Term Liabilities

Payable to Associated Companies

CIAC

Other Long-Term Liabilities

Total Long-Term Liabilities

Capitalization

Paid-In Capital

Retained Earnings

Net Income

Total Liabilities & Capitalization

Amended and Restated Guaranty

This Amended and Restated Guaranty, dated as of April 16, 2021, is provided by CSWR, LLC, a Missouri limited-liability company (“the Guarantor”), in favor of the Kentucky Public Service Commission (“the Commission”), relating to obligations of Bluegrass Water Utility Operating Company, LLC (“the Utility”). This Amended and Restated Guaranty replaces the guaranty instrument dated as of July 23, 2020 (“the 7/23/20 Guaranty”) filed in Commission Cases Nos. 2019-00104 and 2019-00360 on July 24, 2020.

PRELIMINARY STATEMENTS

A. The Utility is a limited liability company organized and existing under the laws of the Commonwealth of Kentucky. It is a class B sewer utility, PSC ID# 9004000, subject to regulation by the Commission. The Guarantor is the indirect sole owner of the Utility. The Utility is a manager-managed company; its manager is Central States Water Resources, Inc. (“Central States”), a Missouri corporation. Central States and the Guarantor are affiliated entities.

B. By Order entered August 14, 2019, in Case No. 2019-00104 (“the 8/14/19 Order”), the Commission approved the proposed acquisition of sewer utility assets by the Utility, subject to acceptance of conditions set forth in the Appendix. In an 8/30/19 filing, the conditions were acknowledged and accepted by the Utility and its affiliates, including the Guarantor, and each agreed to be bound by the conditions set forth in the Appendix.

C. By Order entered February 17, 2020, in Case No. 2019-00360 (“the 2/17/20 Order”), the Commission approved the proposed acquisition of sewer utility assets (among other assets) by the Utility, subject to acceptance of conditions set forth in the Appendix. In a 3/6/20 filing, the conditions were acknowledged and accepted by the Utility and its affiliates, including the Guarantor, and each agreed to be bound by the conditions set forth in the Appendix.

D. Condition #5 of both the 8/14/19 Order Appendix and the 2/17/20 Order Appendix requires posting “a guaranteed financial instrument that is the equivalent of two-months of the cost of [the Utility’s] third-party contractors” (“the Guarantee Condition”). Both Orders further state that the Guarantee Condition will be “terminated by further order of the Commission, upon confirmation that Bluegrass Water’s condition is sufficiently strong to ensure the continued provision of sewer service” on the acquired systems.

E. On July 24, 2020, the 7/23/20 Guaranty was filed in compliance with the 8/14/19 Order and the 2/17/20 Order in the respective Commission cases.

F. By Order entered January 14, 2020, in Case No. 2020-00297 (“the 1/14/20 Order”), the Commission approved the proposed acquisition of sewer utility assets (among other assets) by the Utility, subject to conditions set forth in ordering paragraphs 2-15. Condition #9 imposes the Guarantee Condition, and the 1/14/20 Order specifies that “this condition should apply to all of the systems owned and operated by Bluegrass Water, including those systems Bluegrass Water was approved to purchase in Case No. 2020-00028 and herein.”

G. With the addition of the systems approved to be acquired in Case Nos. 2020-00028 and 2020-00297, the equivalent of two-months of the cost of the Utility’s third-party contractors exceeds the maximum aggregate liability of the 7/23/20 Guaranty, requiring the Guarantor to enter into this Amended and Restated Guaranty (“this Guaranty”) with an increased maximum.

H. The Guarantor indirectly owns equity interests in the Utility and will benefit from the Utility’s fulfillment of the Guarantee Condition, which it has acknowledged and accepted and to which it has agreed to be bound, and from the Commission’s approval of such acquisitions that may be proposed in the future. Such benefits have been determined by the Guarantor to be sufficient such that the execution, delivery, and performance of this Guaranty is necessary or convenient to the conduct of its business.

NOW, THEREFORE, for good and valuable consideration, receipt whereof is hereby acknowledged, and in fulfillment of the Guarantee Conditions, the Guarantor hereby makes the following representations and warranties to the Commission and hereby covenants and agrees in favor of the Commission as follows:

Guaranty

1. The Guarantor hereby guarantees to the Commission the full and prompt payment and performance when due of two months of the obligation of the Utility to its third-party contractors relating to the Utility’s sewer systems subject to the Guarantee Condition.

2. As of the date of this instrument, (a) the Systems owned and operated by the Utility and subject to the Guarantee Condition are those listed on Exhibit A hereto, and (b) the names and addresses of the Utility’s third-party contractors, the elements of the monthly costs therefor,

and calculation of the total two-months' costs encompassed in the Guarantee Condition are set out in Exhibit B hereto.

3. The maximum aggregate liability ("MAL") of the Guarantor hereunder shall be One Hundred, Seventy-Five Thousand, and no/100 Dollars (\$ 175,000.00). If additions or other changes to the Utility's obligations related to the Guarantee Conditions cause the total two months' costs to be more than the stated MAL, the Guarantor will enter into a replacement guaranty agreement with a MAL amount that exceeds the total two months' costs.

4. Subject to the MAL set out in ¶ 3 above: (a) if the Utility acquires additional sewer systems subject to the Guarantee Condition, then any increase to the total two-months' costs to be encompassed in the Guarantee Condition will automatically be included in this Guaranty upon the Utility's closing the acquisition of the subject system, and (b) any addition or change to the third-party contractors, the elements of the monthly costs therefor, or the total two months' costs will automatically be included in this Guaranty.

5. This Guaranty shall terminate one (1) year after the date of the 7/23/20 Guaranty; provided, however, that the occurrence of a termination date shall not affect the liability of the Guarantor with respect to obligations created or incurred prior to such date and any late fees, interest, or penalties accruing with respect to such pre-termination obligations. Furthermore, to the extent that the Commission has not completely terminated Guarantee Conditions for the Utility, this Guaranty shall automatically renew for up to five (5) successive one-year periods, unless sixty (60) days prior to the scheduled expiration date for the initial term or any renewal term, the Utility or the Guarantor notifies the Commission in writing that this Guaranty will not be renewed and whether the Guarantor will provide a replacement guaranty agreement that fulfills any remaining Guarantee Condition for the Utility.

6. Any demand for payment on this Guaranty will be by Order entered by the Commission ("Payment Order") giving directions about the payment to be made (*e.g.*, whether full or partial payment and whether to a third-party service provider, the Commission, or some other person, agency, or entity), finding that one or more of the following circumstances have been presented to or come to the attention of the Commission, and concluding that the ordered payment on this Guaranty is necessary to ensure the continuity of sewer service to customers of Bluegrass Water:

a. the filing of a petition for bankruptcy of the Utility (involuntary or voluntary) or the Utility's voluntary assignment (or proposal thereof) for the benefit of creditors pursuant to KRS ch. 379;

b. the Commission has received a statement under oath or affirmation from a third party that it is performing its obligations under a contract with the Utility for service to or for one or more of the Systems (specifically identified in the statement), and that the Utility is in default of its payment obligations to the third party under that contract or has notified the third party that it will be unable to make timely payment under that contract in the future; or

c. the Commission has sought, and the Utility has not provided, adequate assurance that the Utility can maintain continuity of sewer service to its customers on one or more of the Systems.

7. The Guarantor will make the payment(s) as directed in a Payment Order within three (3) business days of actual notice of the Payment Order or by any deadline(s) specified in the Payment Order, whichever is later. The Guarantor may request rehearing or modification of the Payment Order by the Commission or seek court review of the Payment Order, but hereby expressly (a) agrees that it will nonetheless make the payment(s) as directed in the Payment Order by the applicable deadline(s) and (b) acknowledges that a failure to do so will constitute a breach of this Guaranty Agreement despite any otherwise applicable right not to pay or defense to payment during the pendency of any rehearing/modification request, court review, or period during which such rehearing, modification, or review may be sought.

8. With the exception of its right to notice of a Payment Order (see ¶7 above), Guarantor expressly waives, to the fullest extent permitted by applicable law, each and every notice to which it would otherwise be entitled under principles of guaranty or suretyship law.

Representations, Warranties, and Reports

9. Concurrently with the filing of the 7/23/20 Guaranty, the Guarantor submitted to the Commission its audited consolidated financial statements for the 2019 calendar year (with a request for confidential treatment). An audited consolidated financial statement for the 2020 calendar year was submitted to the Commission (with a request for confidential treatment) in Case No. 2020-00290 on March 22, 2021. For so long as any Guarantee Conditions remain for the Utility and are met in whole or part by a guaranty from the Guarantor, the Guarantor will submit

to the Commission its audited financial statement for each subsequent calendar year on or before April 15 of the succeeding calendar year.

10. The Guarantor represents that its current Total Assets amount exceeds \$ 50 million. The Guarantor warrants that it will keep its Total Assets at a level that equals or exceeds the MAL amount for the duration of this Guaranty. The Guarantor will notify the Commission in writing within 30 days of any period of at least seven (7) days in which the Total Assets are below the promised level and include in the notice a statement of when the Total Assets again met or exceeded the promised level.

11. The Guarantor hereby represents and warrants that: (a) it is duly organized and validly existing in good standing under the laws of the jurisdiction of its organization; (b) it has the power and authority to execute, deliver, and carry out the terms and provisions of this Guaranty and has taken all necessary action to authorize the execution, delivery, and performance of this Guaranty; and (c) it has duly executed and delivered this Guaranty and this Guaranty constitutes the legal, valid, and binding agreement of the Guarantor enforceable in accordance with its terms.

Miscellaneous

12. Notice to the Guarantor under this instrument shall be in writing delivered to the Guarantor via USPS Registered Mail Restricted Delivery addressed to:

CSWR, LLC
1650 Des Peres Road; Suite 303
St. Louis, MO 63131

Delivery to the Guarantor by the method and at the address specified shall constitute actual notice to the Guarantor.

13. This Guaranty shall in all respects be governed by, and construed and enforced in accordance with, the laws (including, without limitation, the conflicts of laws rules) of the Commonwealth of Kentucky.

14. The Guarantor irrevocably consents to the nonexclusive jurisdiction of the Franklin County, Kentucky, Circuit Court in connection with any action or proceeding brought to enforce this Guaranty and waives any objection to the bringing of any such action or proceeding in such court based upon lack of personal or subject matter jurisdiction or improper venue. The

SYSTEMS

As of April 1, 2021, sewer systems owned and operated by Bluegrass Water Utility Operating Company, LLC (PSC ID# 9004000) and subject to the Guarantee Condition are as follows:

System Name	County	Acquisition Approval in
Kingswood	Bullitt	2019-00104
Lake Columbia	Bullitt	2019-00104
Woodland Acres	Bullitt	2020-00297
Fox Run	Franklin	2019-00104
Herrington-Woodland	Garrard	2020-00297
Randview	Graves	2020-00028
Airview	Hardin	2019-00104
Equestrian Woods	Jessamine	2020-00297
Brocklyn	Madison	2019-00104
Golden Acres	Marshall	2019-00104
Arcadia Pines	McCracken	2020-00028
Carriage Park	McCracken	2020-00028
Great Oaks	McCracken	2019-00104
Marshall Ridge	McCracken	2020-00028
Timberland	McCracken	2019-00360
River Bluffs	Oldham	2019-00360
Delaplain	Scott	2020-00297
LH Treatment	Scott	2019-00104
Persimmon Ridge	Shelby	2019-00104

THIRD-PARTY CONTRACTOR COSTS

As of April 1, 2021, the names and addresses of the third-party contractors of the Bluegrass Water Utility Operating Company, LLC, the elements of the monthly costs therefor, and calculation of the current total of two-months' costs are set out below.

Third-Party Contractors

Midwest Water Operations, LLC
 1351 Jefferson Street, Suite 301
 Washington, MO 63090

Nitor Billing Services, LLC
 100 Chesterfield Business Pkwy, Ste. 256
 Chesterfield, MO 63005

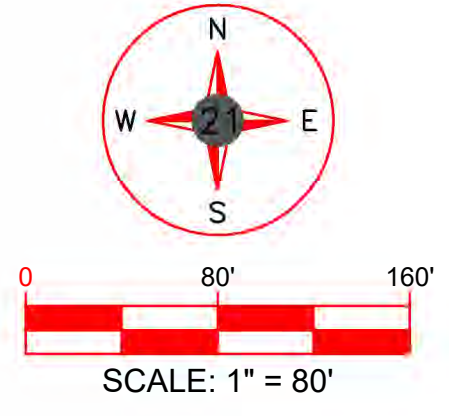
Contract per-month Costs

Contractor	Service	Charge Basis
Midwest Water Operations, LLC	operation and maintenance	\$3652 per system per month <i>(average)</i>
Nitor Billing Services, LLC	billing and other customer services	\$2.50 per customer per month <i>(average)</i>

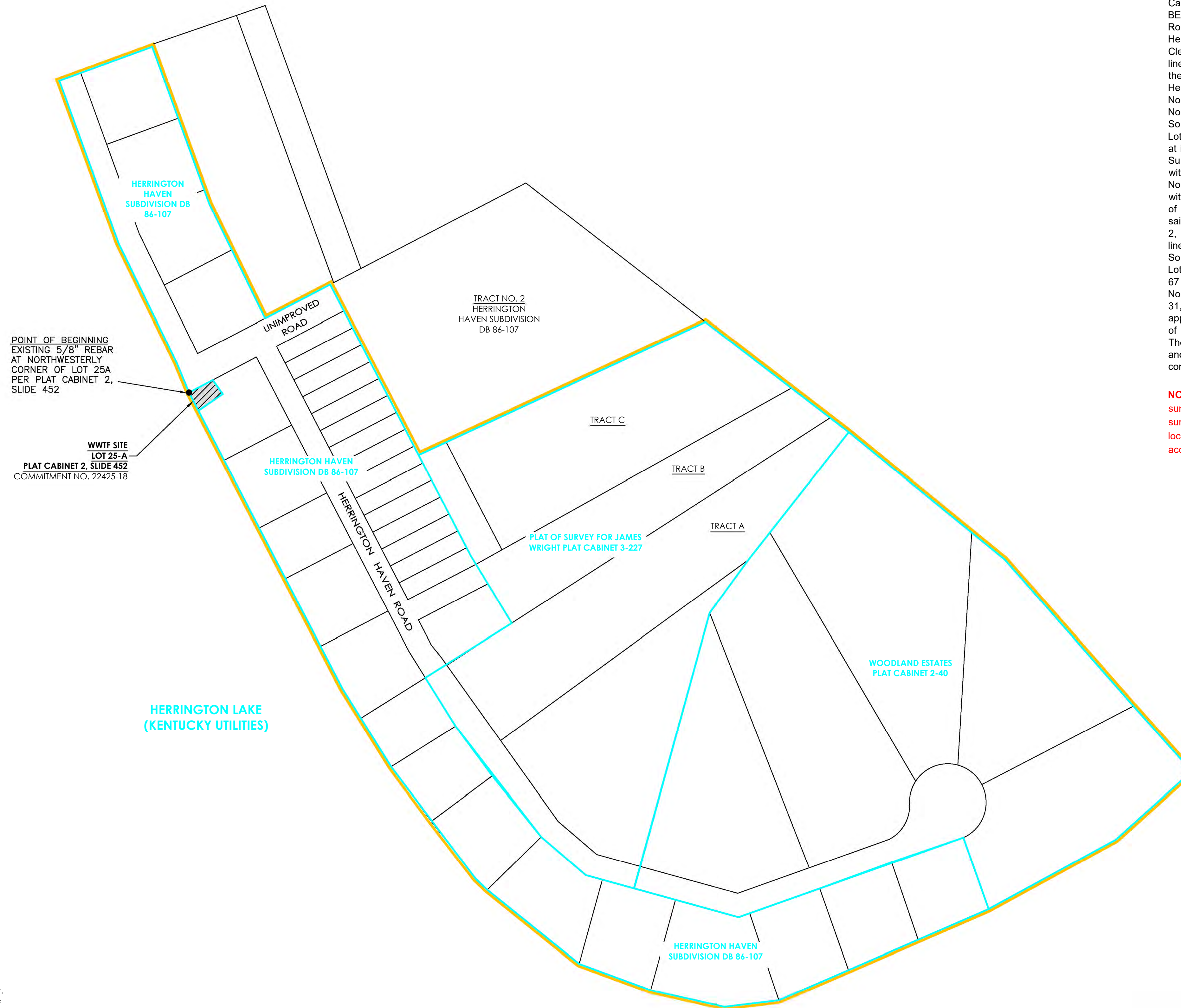
Two-Months' Cost Total

Service	Per-Month Calculation	2 Months' Total
O&M	19 systems x \$3652/mo. = \$69,388 / month	\$138,776.00
Billing/ other Customer Service	2316 customers x \$2.50/mo. = \$5790 / month	\$11,580.00
	TOTAL	\$150,356.00

FINAL SERVICE AREA MAP (v1) HERRINGTON HAVEN (WASTEWATER) GARRARD, KY



*ALL PLATS HAVE BEEN ACCOUNTED FOR.



HERRINGTON HAVEN

Lying on the Northeastly side of Herrington Lake and along Herrington Haven Road in Garrard County, Kentucky and more particularly bounded and described as follows to wit:

Beginning at an existing 5/8" rebar (bent) in the Southwesterly corner of the Westerly right-of-way line of Herrington Haven Road at the Northwesterly corner of Lot 25A per Plat Cabinet 2, Slide 452; Garrard County Clerks office; THENCE FROM SAID POINT OF BEGINNING Northwestwardly along the Westerly right-of-way line of Herrington Haven Road to a point at its intersection with the Northerly line projected Westwardly of lot 21 to Herrington Haven Subdivision recorded in Deed Book 86, page 107, Garrard County Court Clerks office; thence Northeastwardly along said projected Northerly line and the Northerly line of said Lot 21 per said Herrington Haven Subdivision to the Northeastly corner thereof; thence Southeastwardly with the Easterly lines of Lots 21, 22, 23 and 24 per said Herrington Haven Subdivision to the Southeastly corner of said Lot 24 and in the Northerly right-of-way line of an unnamed roadway; thence Northeastwardly with the Northerly line of said unnamed roadway to a point at the Northeast end thereof; thence Southeastwardly with the Easterly end of said unnamed roadway and the Easterly lines of Lots 33, 34, 35, 36, 37, 38, 39, 40 and 41 per said Herrington Haven Subdivision to a point at its intersection with the Northerly line projected Southwestwardly of Tract C per Plat of Survey for James Wright recorded in Plat Cabinet 3, Page 227; thence Northeastwardly with said projected Northerly line of said Tract C per Plat Cabinet 3, page 227 and the Northerly line of said Tract C to the Northeastly corner thereof; thence Southeastwardly with the Easterly line of said Tract C and the Easterly lines of Tracts B and A per said Plat of Survey for James Wright per Plat Cabinet 3, page 227 to the Southeastly corner of said Tract A and the Northeastly corner of Lot 3 per Woodland Estates per Plat Cabinet 2, Slide 40; thence Southeastwardly with the Easterly line of said Lot 3 and the Easterly lines of Lots 4 and 5 per said Woodland Estates recorded in Plat Cabinet 2, Slide 40 to the Southeastly corner of said Lot 5; thence Southwestwardly with the Southerly line of said Lot 5 to a point at the Southwesterly corner of said Lot 5 and Southeastly corner of Lot 67 to aforesaid Herrington Haven Subdivision per Deed Book 86, page 107; thence Northwestwardly with the Southerly and Westerly lines of Lots 67, 66, 65, 64, 63, 62, 32, 31, 30, 29, 28, 27 and 26 per said Herrington Haven Subdivision and also following the approximate contour elevation of 760.0 feet to Herrington lake to the Northwesterly corner of Lot 26 and the Southwesterly corner of Lot 25 per aforesaid Plat Cabinet 2, Slide 452. Thence Northwestwardly with the Westerly line of said Lot 25 per Plat Cabinet 2, Slide 452 and the Westerly line of aforesaid Lot 25A and continuing with the approximate 760.0 contour around Herrington Lake to the Point of Beginning.

NOTE: This description is for exhibit only and does not represent an actual boundary survey. This exhibit is based on a service area shape provided by 21 Design Group. The surveyor did not abstract nor perform any field verification of the exhibit accuracy. The location represents approximate location only and should not be construed as being 100% accurate.

MAP LEGEND

UTILITY SERVITUDE PER RECORD PLAT	-----
LOT LINE	_____
SUBDIVISION OUTLINE	_____
UTILITY AREA SERVICED	_____

MAP DISCLAIMER:

This document is a graphic representation of the approximate service area for a utility system. It is solely to provide a visual of the area of the system. This drawing does not constitute a property boundary survey and shall not be used to convey property.

Utility Note Disclaimer:

The utilities shown hereon are depicted based on the description provided by the system manager. 21 Design Group, Inc performed no field verification of the layout and are unable to determine the exact location at this time. The location represents approximate location only and should not be construed as being 100% accurate. It is shown to provide general layout of the system only and should not be used to interpret encroachments.

DATE:	02/22/21
PROJECT NO:	0542-18
DRAWN BY:	K.A.R.
SCALE:	1"=80'
SHEET NAME:	
SERVICE AREA MAP	



1351 Jefferson, Suite 301
Washington, MO 63090
mail@21designgroup.net
P: 636-432-5029

ALTA/NSPS LAND TITLE SURVEY

THE PLAT OF SURVEY SHOWN HEREON REPRESENTS A
BOUNDARY SURVEY AND COMPLIES WITH 201 KAR 18:150
PROPERTY OF: HERRINGTON HAVEN WASTEWATER COMPANY, INC.
A KENTUCKY CORPORATION
C/O MELVIN AND LINDA PRICE
LOT 25-A, HERRINGTON HAVEN ROAD, LANCASTER, GARRARD COUNTY, KENTUCKY

UTILITY NOTE:

BUD TICKET NUMBER 2007170602 WAS CALLED IN FOR THE PROPERTY SHOWN HEREON. NO UNDERGROUND UTILITIES WERE FOUND MARKED NEAR THE SUBJECT PROPERTY BASED ON PHYSICAL INSPECTION. ONLY BURIED SANITARY SEWER MAINS WERE FOUND SERVICING THE WASTEWATER TREATMENT FACILITY AS SHOWN. AN OVERHEAD ELECTRIC LINE WAS ALSO LOCATED. A BURIED WATER MAIN AND METER WERE MARKED TO THE ADJOINING PROPERTY LOCATED AT 388 HERRINGTON HAVEN ROAD. NO OTHER MARKS WERE FOUND THROUGH PHYSICAL INSPECTION.

RECORD PROPERTY DESCRIPTION

BEING ALL OF LOT 25-A OF HERRINGTON HAVEN SUBDIVISION AS RECORDED IN DEED BOOK 171, PAGE 397 AND PLAT RECORDED IN PLAT CABINET 2, SLIDE 452 IN THE GARRARD COUNTY COURT CLERKS OFFICE.

RECORD DOCUMENTS CALL FOR A NAIL AT THIS LOCATION. BASED UPON MAGNETIC SOUNDINGS DURING THIS SURVEY, A SIGNAL WAS PICKED UP AT THE LOCATION SHOWN, BUT FALLS ABOUT 6 INCHES BELOW ASPHALT. TO KEEP FROM CREATING A HOLE IN THE ROAD SURFACE, THERE WAS NO ASPHALT REMOVED.

NAIL BURIED UNDER ASPHALT AT NORTHEASTLY CORNER OF LOT 25

GENERAL NOTES

SOURCE OF TITLE:
DEED BOOK 171, PAGE 397
LOT 25-A
PLAT CABINET 2, SLIDE 452
ORIGINAL HERRINGTON HAVEN SUBDIVISION PLAT - PLAT DEED BOOK 86, PAGE 107
CHANGE IN BUILDING RESTRICTION - DEED BOOK 87, PAGE 231

OWNERS:
HERRINGTON HAVEN WASTEWATER COMPANY, INC.
C/O MELVIN AND LINDA PRICE
4500 POOR RIDGE PARKWAY
LANCASTER, KENTUCKY 40444

CLIENT:
21 DESIGN GROUP
1351 JEFFERSON STREET
SUITE 301
WASHINGTON, MISSOURI 63090

CEMETERY NOTE:
THERE WERE NO CEMETERIES OF GRAVE SITES FOUND DURING INSPECTION OF THIS PROPERTY DURING THIS SURVEY.

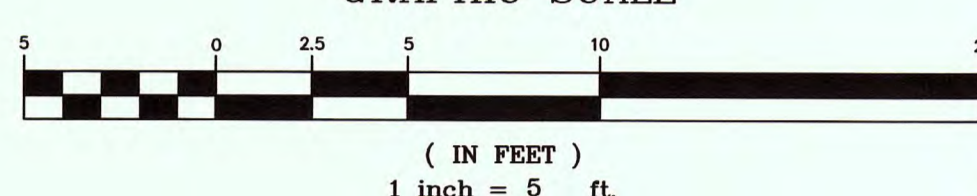
SET BACK LINES PER GENERAL PREVISIONS AND BUILDING RESTRICTIONS

RESIDENTIAL USES:
FRONT YARD: 25 FEET
SIDE YARD: 10 FEET
10 FEET (ACCESSORY BUILDINGS)
REAR YARD: 10 FEET
10 FEET (ACCESSORY BUILDINGS)

SURVEY COMPLIES WITH 201KAR 18:150

NO BUILDINGS OBSERVED AT TIME OF SURVEY ON SUBJECT PROPERTY.
THERE WAS NO EVIDENCE OF RECENT EARTH MOVING WORK, BUILDING CONSTRUCTION, OR BUILDING ADDITIONS OBSERVED IN THE PROCESS OF CONDUCTING THE FIELD WORK.

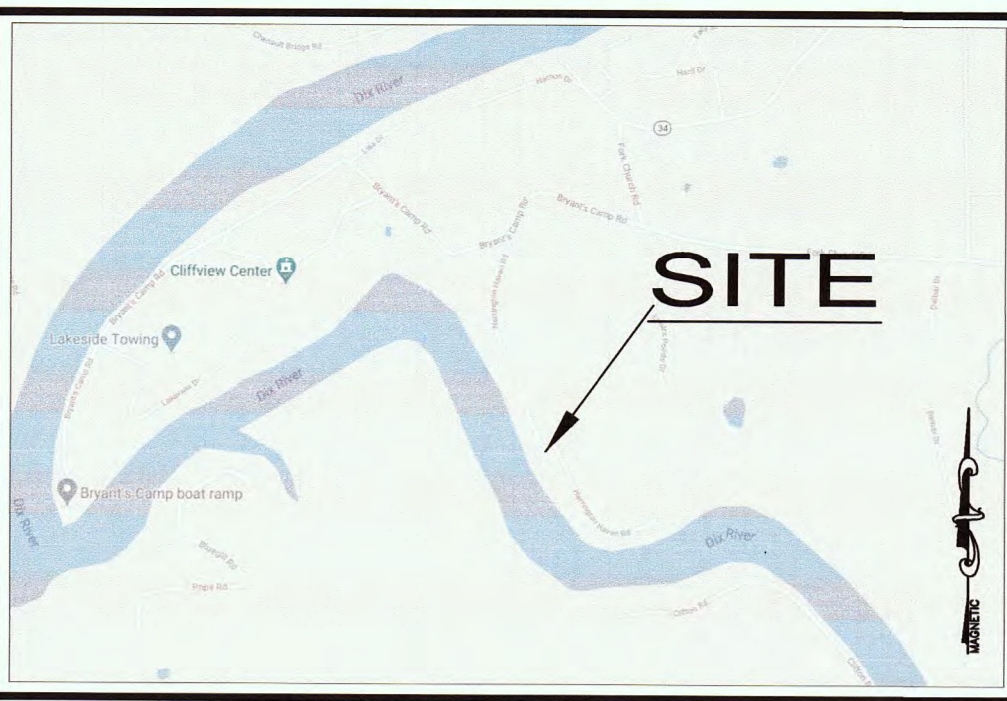
GRAPHIC SCALE



LEGEND

- 1/2" x 24" STEEL ROD WITH PLASTIC CAP NO. 3732 SET AT TIME OF SURVEY UNLESS NOTED
- EXISTING AS SHOWN
- NO CORNER SET
- R. PROPERTY LINE
- ⊕ CENTERLINE
- R.O.W RIGHT-OF-WAY
- ⊙ SANITARY SEWER MANHOLE
- ⊙ POWER POLE
- ⊙ WOOD FENCE
- ⊙ CONTOUR W/ELEVATION LABEL
- ⊙ OVERHEAD POWER AND TELEPHONE LINE
- ⊙ OVERHEAD POWER
- ⊙ ELEVATION SHOT

VICINITY MAP



UTILITY NOTES:

ALL UTILITIES SERVING THE SUBJECT PROPERTY HAVE BEEN LOCATED EITHER BY OBSERVED EVIDENCE OR EVIDENCE FROM PLANS REQUESTED AND OBTAINED FROM THE UTILITY COMPANIES. AN 811 UTILITY LOCATE REQUEST WAS MADE AND MARKINGS FOUND AT THE SITE HAVE BEEN NOTED. ALL UNDERGROUND UTILITIES MAY NOT BE SHOWN AND MARKINGS FOUND AT THE SITE MAY NOT DEPICT UNDERGROUND FEATURES ACCURATELY. LACKING EXCAVATION, THE EXACT LOCATIONS OF UNDERGROUND FEATURES CANNOT BE ACCURATELY, COMPLETELY AND RELIABLY DEPICTED. IN SOME JURISDICTIONS, 811 OR OTHERWISE SIMILAR UTILITY LOCATE REQUESTS FROM SURVEYORS MAY BE IGNORED OR RESULT IN AN INCOMPLETE RESPONSE.

COMPANY	NUMBER	ADDRESS
ELECTRIC:	1-800-262-7480	225 JACKSON ENERGY LANE MCKEE, KY. 40447
JACKSON ENERGY COOPERATIVE		
CABLE AND TELEPHONE	1-855-855-4578	220 HIGHTOWER ROAD DANVILLE, KY 40447
SPECTRUM		
WATER:	1-859-792-4501	315 LEXINGTON ROAD LANCASTER, KY. 40444
GARRARD CO. WATER ASSOC.		
GAS:	1-866-322-8667	P.O. BOX 650205 DALLAS, TX 75265-0205
ATMOS ENERGY CORPORATION		

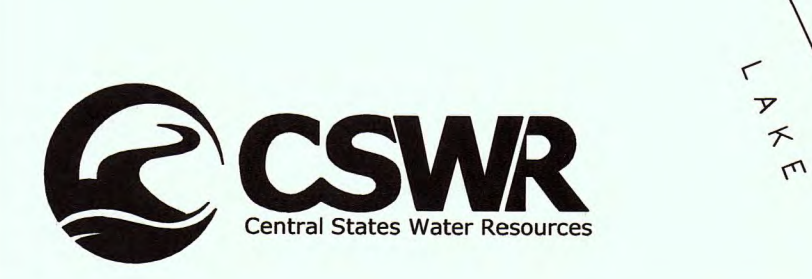
FLOOD NOTE:

THIS PROPERTY IS LOCATED IN THE FOLLOWING FLOOD ZONES AS SHOWN ON FLOOD INSURANCE RATE MAP FOR GARRARD COUNTY, KENTUCKY PANEL NUMBER 21079C0065C DATED 4/18/2011.

- ZONE "X" - AREAS DETERMINED TO BE OUTSIDE THE 0.2% ANNUAL CHANCE FLOODPLAIN
- NO SHADE
- ZONE "AE" SPECIAL FLOOD HAZARD AREAS (SFHAs) SUBJECT TO INUNDATION BY THE 1% ANNUAL CHANCE FLOOD. NO BASE FLOOD ELEVATIONS DETERMINED.
- SHADED
- THE 1% ANNUAL CHANCE FLOOD (100 YEAR FLOOD), ALSO KNOWN AS THE BASE FLOOD, IS THE FLOOD HAZARD THAT HAS A 1% CHANCE OF BEING EQUALED OR EXCEEDED IN ANY GIVEN YEAR. THE SPECIAL FLOOD HAZARD AREA IS THE AREA SUBJECT TO FLOODING BY THE 1% ANNUAL CHANCE FLOOD. AREAS OF SPECIAL FLOOD HAZARD INCLUDE ZONES A, AE, AH, AO, AR, A99, V, AND VE. THE BASE FLOOD ELEVATION IS THE WATER-SURFACE ELEVATION OF THE 1% ANNUAL CHANCE FLOOD.

FIRST AMERICAN TITLE INSURANCE COMPANY COMMITMENT NUMBER 22425-18 COMMITMENT DATE: FEBRUARY 9, 2021 SCHEDULE B, PART II (EXCEPTIONS) TERMS RELATIVE TO SURVEYING

- 1 (A) TAXES OR ASSESSMENTS THAT ARE NOT SHOWN AS EXISTING LIENS BY THE RECORDS OF ANY TAKING AUTHORITY THAT LEVIES TAXES OR ASSESSMENTS ON REAL PROPERTY OR BY THE PUBLIC RECORDS; (B) PROCEEDINGS BY A PUBLIC AGENCY THAT MAY RESULT IN TAXES OR ASSESSMENTS, OR NOTICES OF SUCH PROCEEDINGS, WHETHER OR NOT SHOWN BY THE RECORDS OF SUCH AGENCY OR BY THE PUBLIC RECORDS. **NOT SURVEY RELATED**
- 2 ANY FACTS, RIGHTS, INTERESTS OR CLAIMS THAT ARE NOT SHOWN BY THE PUBLIC RECORDS BUT THAT COULD BE ASCERTAINED BY AN INSPECTION OF THE LAND OR THAT MAY BE ASSERTED BY PERSONS IN POSSESSION IN THE LAND. **NOT SURVEY RELATED**
- 3 EASEMENTS, LIENS OR ENCUMBRANCES, OR CLAIMS THEREOF, NOT SHOWN BY THE PUBLIC RECORDS. **NOT SURVEY RELATED**
- 4 ANY ENCROACHMENT, ENCUMBRANCE, VIOLATION OR ADVERSE CIRCUMSTANCES AFFECTING THE TITLE THAT WOULD BE DISCLOSED BY ACCURATE AND COMPLETE LAND SURVEY OF THE LAND AND NOT SHOWN BY THE PUBLIC RECORDS. **AFFECTS PROPERTY AS SHOWN.**
- 5 ANY DEFECT, LIEN, ENCUMBRANCE, ADVERSE CLAIM, OR OTHER MATTER THAT APPEARS FOR THE FIRST TIME IN THE PUBLIC RECORDS OR IS CREATED, ATTACHED, OR IS DISCLOSED BETWEEN THE COMMITMENT DATE AND THE DATE ON WHICH ALL OF THE SCHEDULE B, PART 1 REQUIREMENTS ARE MET. **NOT SURVEY RELATED**
- 6 ANY MINERAL OR MINERAL RIGHT LEASED, GRANTED OR RETAINED BY CURRENT OR PRIOR OWNERS. **NOT SURVEY RELATED**
- 7 FOR INFORMATION PURPOSES ONLY. PURSUANT TO THE GARRARD COUNTY TAX COLLECTION OFFICE (GARRARD COUNTY SHERIFF) TAXES AND ASSESSMENTS ARE LESS THAN \$5.00; THE GARRARD COUNTY SHERIFF'S OFFICE DOES NOT ISSUE TAX BILLS OR COLLECT PAYMENTS FOR TAXES DUE THAT ARE LESS THAN \$5.00. PARCEL/MAP# 06E-01-001; ACCESSED VALUE: \$400. **NOT SURVEY RELATED**
- 8 THE ABOVE DESCRIBED PROPERTY IS SUBJECT TO COVENANTS, CONDITIONS, EASEMENTS, RESTRICTIONS AND NOTES AS SET FORTH IN PLAT BOOK 2, PAGE 452, IN THE GARRARD COUNTY CLERK'S OFFICE. **AFFECTS PROPERTY AS SHOWN. NOTHING TO PLOT.**
- 9 THE ABOVE DESCRIBED PROPERTY IS SUBJECT TO THE RESTRICTIONS APPEARING OF RECORD IN DEED BOOK 86, PAGE 107 AND IN DEED BOOK 87, PAGE 231, BOTH IN GARRARD COUNTY CLERK'S OFFICE. **AFFECTS PROPERTY AS NOTED.**
- 10 THERE IS A CONTRACT DATED DECEMBER 8, 1976 BETWEEN DOUGLAS & LANTHAM SEWER COMPANY, INC., A KENTUCKY CORPORATION AND CHARLES E. THOMAS AND ELIZABETH THOMAS, HIS WIFE, AFFECTING THE LARGER TRACT OF PROPERTY FROM WHICH THE PROPERTY DESCRIBED HEREIN WAS SUBDIVIDED, APPEARING OF RECORD IN DEED BOOK 114, PAGE 188, IN THE GARRARD COUNTY CLERK'S OFFICE. **AFFECTS PROPERTY.**



LOT 25-A NOTE

LOT 25-A WAS RECORDED SEPTEMBER 12, 1995 IN PLAT CABINET 2, SLIDE 452. NO BUILDING LINES WERE SHOWN OR DEDICATED PER THIS PLAT.

POINT OF BEGINNING

N: 3766110.989
E: 5228065.016
KY. STATE PLANE COORDINATE SYSTEM (SINGLE ZONE) NAD 83

LOT 25-A NOTE

LOT 25-A WAS RECORDED SEPTEMBER 12, 1995 IN PLAT CABINET 2, SLIDE 452. NO BUILDING LINES WERE SHOWN OR DEDICATED PER THIS PLAT.

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SURVEYOR'S CERTIFICATION:

THE SURVEY SHOWN HEREON WAS MADE UNDER MY SUPERVISION AND THE MEASUREMENTS AND NOTES SHOWN HEREON ARE A TRUE REPRESENTATION OF SAID SURVEY AND ARE CORRECT TO THE BEST OF MY KNOWLEDGE AND BELIEF.

DATE OF SURVEY: 6-25-20

DATE: 2-12-21

SIGNED: *Hubert E. Simon*
BEING A REGISTERED PROFESSIONAL LAND SURVEYOR IN THE COMMONWEALTH OF KENTUCKY LAND SURVEYOR NO. 3732

SURVEYOR'S CERTIFICATION:

TO: BLUEGRASS WATER UTILITY OPERATING COMPANY, LLC.; FIRST AMERICAN TITLE INSURANCE COMPANY AND MCBRYAR PLLC.

THIS IS TO CERTIFY THAT THIS MAP OR PLAT AND THE SURVEY ON WHICH IT IS BASED WERE MADE IN ACCORDANCE WITH THE "MINIMUM STANDARD DETAIL REQUIREMENTS FOR ALTA/ACSM LAND TITLE SURVEYS," JOINTLY ESTABLISHED AND ADOPTED BY ALTA AND NSPS IN 2016, AND INCLUDES ITEMS 1, 3, 4, 5, 8, 11, 13 AND 16 OF TABLE A THEREOF. "THE FIELDWORK WAS COMPLETED ON JULY 2, 2020," PURSUANT TO THE ACCURACY STANDARDS AS ADOPTED BY ALTA AND NSPS AND IN EFFECT ON THE DATE OF THIS CERTIFICATION, THE UNDERSIGNED FURTHER CERTIFIES THAT IN MY PROFESSIONAL OPINION, AS A LAND SURVEYOR REGISTERED IN THE COMMONWEALTH OF KENTUCKY, THE RELATIVE POSITIONAL ACCURACY OF THIS SURVEY DOES NOT EXCEED 0.07 FEET / PLUS 50 PARTS PER MILLION THAT WHICH IS SPECIFIED HEREIN. BEARINGS AND DISTANCES ARE BASED ON AN ADJUSTED TRAVERSE BY METHODS OF LEAST SQUARES. THE RELATIVE POSITIONAL ACCURACY FOR THIS SURVEY WAS 0.03 + 50.0 PPM.

SIGNED: *Hubert E. Simon* DATE: 2-12-21

BEING A REGISTERED PROFESSIONAL LAND SURVEYOR IN THE COMMONWEALTH OF KENTUCKY LAND SURVEYOR NO. 3732

UTILITY CALL NOTE

TICKET NO. 2007170602

BURIED UTILITIES NOTE

BURIED UTILITIES ARE SHOWN AT THEIR APPROXIMATE LOCATION BASED UPON INFORMATION OBTAINED FROM LOCAL UTILITY COMPANIES AND FIELD EVIDENCE. OTHER BURIED UTILITIES MIGHT EXIST ON THE SUBJECT SITE THAT ARE NOT SHOWN ON THIS DRAWING.

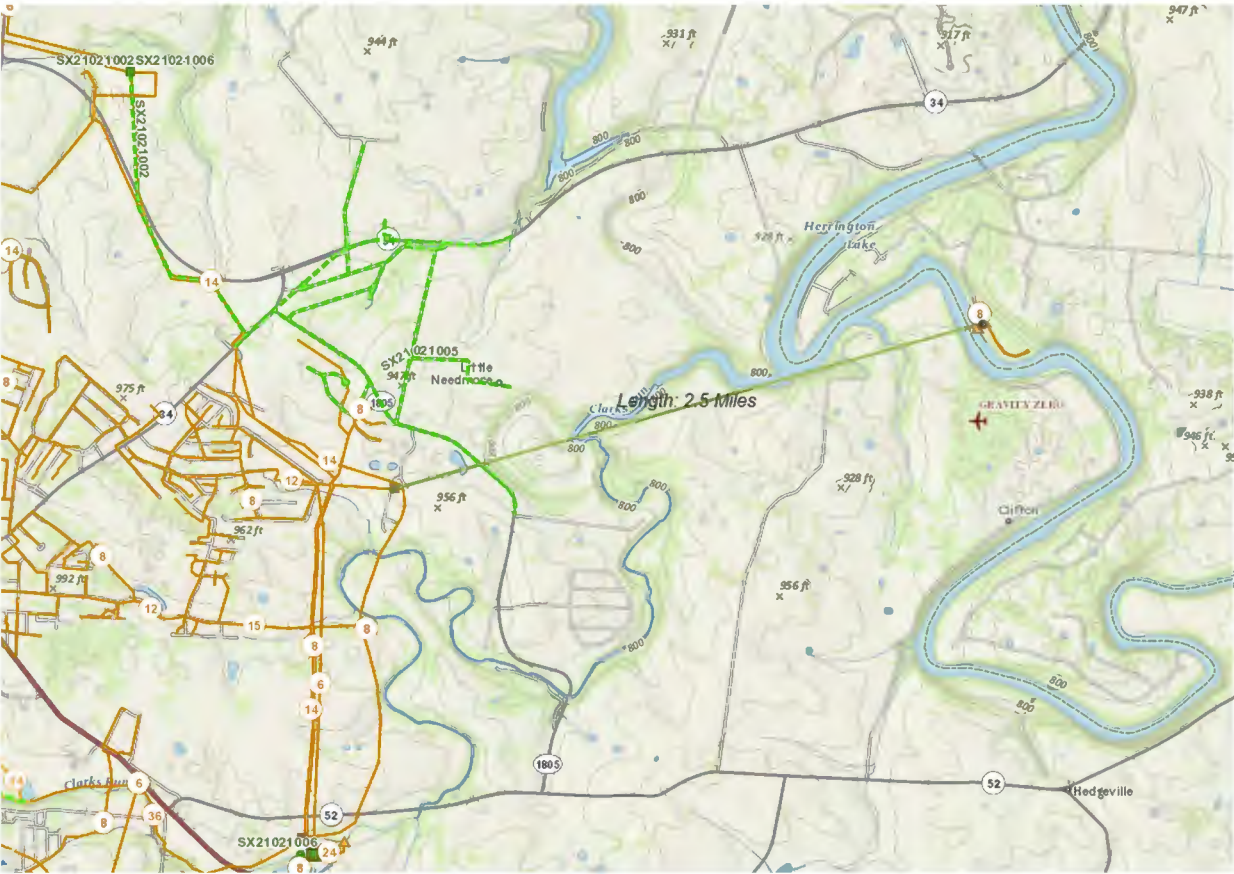
DATE:	6/04/2020
REV.	2/12/21
PROJECT NO:	20053
DRAWN BY:	DG
CHECKED BY:	HFS
SCALE:	1"=5'
SHEET NAME:	ALTA/NSPS LAND TITLE SURVEY



CPCN Filing Capital Estimate - Herrington Haven

Construction Project	NARUC Category	Estimate	Subtotal
KPDES Permit Compliance Upgrades			
<u>MBBR Treatment System</u>	Sewer - Treatment and Disposal		\$111,350
Blowers and Controls for New MBBR Assemblies (2 each)		\$30,400	
Blower Pad		\$1,500	
Blower Discharge Header Piping, Valves, Appurtenances		\$3,500	
MBBR Assemblies Complete (3 each)		\$68,450	
Electrical Distribution for MBBR Treatment System		\$7,500	
<u>Peracetic Acid Disinfection System</u>	Sewer - Treatment and Disposal		\$22,250
PAA Equipment and Pad		\$17,250	
Electrical Distribution for PAA Disinfection System		\$5,000	
<u>Solids Processing (Digester) System</u>	Sewer - Treatment and Disposal		\$69,950
Digester Tank and Pad		\$16,450	
Digester Valves, Decant Piping, Grinder FM Piping, Air Piping		\$15,000	
Digester Diffusers		\$6,000	
Digester Blower and Blower Pad		\$10,000	
Digester WAS/RAS Piping		\$5,000	
Digester System Grinder Pump and Control Panel		\$5,000	
Electrical Distribution for Digester System		\$12,500	
<u>All Weather Gravel Access Road for All Three New Systems</u>	Sewer - General Plant	\$3,000	\$3,000
TOTAL Capital Estimate for CPCN Filing		\$206,550	\$206,550

Herrington Haven Area Map



Legend

Wastewater Infrastructure

Proposed Wastewater Improvements



Wastewater Treatment Plants



Package Treatment Plants



Lift Stations



KISOP Points



WWTP Outfalls



Proposed Wastewater Extensions



Sewer Lines

