

**COMMONWEALTH OF KENTUCKY  
BEFORE THE PUBLIC SERVICE COMMISSION**

<b>In the Matter of:</b>	)	
	)	
<b>Electronic Application of</b>	)	<b>Case No. 2022-00217</b>
<b>Bluegrass Water Utility Operating</b>	)	
<b>Company, LLC for Approval to Issue</b>	)	
<b>Evidences of Indebtedness</b>	)	

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**MOTION OF BLUEGRASS WATER UTILITY OPERATING COMPANY, LLC  
FOR CONFIDENTIAL TREATMENT**

Applicant Bluegrass Water Utility Operating Company, LLC (“Bluegrass Water”), respectfully submits this Motion pursuant to 807 KAR 5:001, Section 13, for confidential treatment of certain information provided in support of its Application in this case. In support of this Motion, Bluegrass Water states as follows.

1. Contemporaneously with the filing of this motion, Bluegrass Water has filed with the Commission its Application in the above-referenced matter.

2. Bluegrass Water provided the financial exhibit required under the applicable regulations (hereinafter “Financial Exhibit”) as redacted Exhibit 15(b) to the Application. The Financial Exhibit includes the required detailed income statement and balance sheet, and is redacted in the publicly-filed version and unredacted and highlighted in the version provided to the Commission under seal. The Financial Exhibit contains confidential and proprietary information relating to the business of Bluegrass Water.

3. Bluegrass Water provided the term sheet exhibit required under the applicable regulations (hereinafter “Term Sheet Exhibit”) as redacted Exhibit 17 to the Application. The Term Sheet Exhibit contains confidential and proprietary information relating to the business of Bluegrass Water.

4. The Financial Exhibit and Term Sheet Exhibit contain sensitive and commercially valuable financial information that is not publicly distributed or disseminated outside of Bluegrass Water. Bluegrass Water and its affiliates treat the redacted information for which confidential treatment is sought in the Financial Exhibit as confidential. Only personnel with a business reason to use it are permitted to view this business information. It is provided with the Application to show Bluegrass Water's financial status and ability, as required by the statutes and regulations related to the Application. The Term Sheet Exhibit contains a confidentiality clause, which requires Bluegrass Water to take steps to keep its terms confidential. The Term Sheet Exhibit also contains other market specific information and information representing strategies employed in contract negotiations.

5. Under KRS 61.878(1)(c)(1), commercial information generally recognized as confidential is protected if disclosure would cause competitive injury and permit competitors to obtain an unfair commercial advantage. Public disclosure of the information in the Financial Exhibit may cause competitive harm to Bluegrass Water and its affiliates in anticipated future acquisitions and operations in Kentucky by causing a lessening of competition in subsequent bidding processes for any future negotiations by Bluegrass Water, as well as revealing sensitive information about Bluegrass Water's capabilities and valuation of systems.

6. If the Commission disagrees with Bluegrass Water that the material for which this Motion seeks confidential treatment is exempt from disclosure, it must hold an evidentiary hearing to protect the due process rights of Bluegrass Water and permit the opportunity to supply the Commission with a complete record to enable it to reach a decision with regard to this confidentiality request.

7. In compliance with 807 KAR 5:001, Sections 8(3) and 13(2)(e), Bluegrass Water is filing with the Commission a copy of the Financial Exhibit and Term Sheet Exhibit, entirely unredacted and with highlighting of the material for which confidential treatment is sought. The unredacted copies are filed under seal pursuant to the instructions regarding confidential filings in the March 24, 2020 Order issued in Ky. PSC Case No. 2020-00085; redacted pages of the subject documents are being publicly filed as exhibits to the Application.

8. 807 KAR 5:001, Section 13(2)(a)(2) provides that a motion for confidential treatment shall state the time period in which the material should be treated as confidential and the reasons for this time period. Movant respectfully submits that five (5) years from the date of the filing of this Motion is a reasonable period of time for the Financial Exhibit and Term Sheet Exhibit to be treated as confidential in light of competitive conditions in the water and wastewater industry.

WHEREFORE, Bluegrass Water respectfully requests that the Commission classify and protect as confidential the Confidential Information.

On this the 19th day of August, 2022.

Respectfully submitted,

/s/Edward T. Depp

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