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STATE OF NEW HAMPSHIRE  
PUBLIC UTILITIES COMMISSION

September 30, 2021 - 9:33 a.m.

[Hearing also conducted via Webex]

RE: DW 20-071 ATKINSON AREA WASTEWATER  
RECYCLING, INC. REQUEST FOR CHANGE IN  
RATES AND REQUEST FOR WAIVER OF CERTAIN  
PUC 1604.01 REQUIREMENTS  
DW 2-091 ATKINSON AREA WASTEWATER  
RECYCLING, INC. PETITION TO APPROVE  
TRANSFER OF OWNERSHIP OF ATKINSON AREA  
WASTEWATER RECYCLING, INC.  
(Hearing)

PRESENT: Chairwoman Dianne H. Martin, Presiding  
Commissioner Daniel C. Goldner  
  
Doreen Borden, Clerk  
Corrine Lemay, PUC Remote Hearing Host

APPEARANCES: Reptg. Atkinson Area Wastewater:  
Anthony S. Augeri, Esq.  
  
Reptg. N.H. Dept. of Energy:  
Mary E. Schwarzer, Esq.

Court Reporter: Susan J. Robidas, NH LCR No. 44

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I N D E X

WITNESS PANEL:       STEPHEN P. ST. CYR  
                              JOHN SULLIVAN  
                              JAYSON LAFLAMME  
                              JOSHUA MANNING

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## 1 P R O C E E D I N G S

2 CHAIRWOMAN MARTIN: We're here this  
3 morning in Docket DW 20-071 and DW 20-091,  
4 which have been consolidated for a hearing  
5 regarding the Atkinson Area Wastewater  
6 Recycling, Incorporated request for change in  
7 rates and to approve the transfer of  
8 ownership.

9 Let's start by taking appearances.  
10 And Mr. Augeri.

11 MR. AUGERI: Thank you, Madam  
12 Chairwoman. Tony Augeri for Atkinson Area  
13 Wastewater Recycling, Inc.

14 CHAIRWOMAN MARTIN: All right.  
15 Thank you.

16 And Ms. Schwarzer.

17 MS. SCHWARZER: Good morning, Madam  
18 Chairwoman. I'm Mary Schwarzer. I'm a staff  
19 attorney with the Department of Energy.

20 CHAIRWOMAN MARTIN: All right.  
21 Thank you, Ms. Schwarzer.

22 And for preliminary matters, I have  
23 Exhibits 1 through 7 prefiled and premarked  
24 for identification. Do we have any other

1 preliminary matters?

2 MS. SCHWARZER: There's one matter,  
3 Madam Chairwoman. The Company has filed an  
4 updated Hearing Exhibit No. 7, filed  
5 yesterday. And you can tell that it's the  
6 most recent one because it has a footer on  
7 the lower bottom pages that shows the docket  
8 number and the order adopting the original  
9 tariff.

10 CHAIRWOMAN MARTIN: Okay. Thank  
11 you for pointing that out for the record.  
12 And I did see that. So we will be relying on  
13 that updated Exhibit 7.

14 Anything else before we have the  
15 witnesses sworn in?

16 [No verbal response]

17 CHAIRWOMAN MARTIN: And are we  
18 taking all of the witnesses as one panel?

19 MR. AUGERI: We are, Madam  
20 Chairwoman.

21 CHAIRWOMAN MARTIN: Okay.  
22 Excellent.

23 Mr. Augeri, were you trying to say  
24 something?

1 MR. AUGERI: I was just going -- I  
2 was, but you beat me to the punch. So...

3 CHAIRWOMAN MARTIN: All right.  
4 Then let's get the panel sworn in, please,  
5 Ms. Robidas.

6 (WHEREUPON, STEPHEN P. ST. CYR, JOHN  
7 SULLIVAN, JAYSON LAFLAMME, AND JOSHUA  
8 MANNING were duly sworn and cautioned by  
9 the Court Reporter.)

10 STEPHEN P. ST. CYR, SWORN

11 JOHN SULLIVAN, SWORN

12 JAYSON LAFLAMME, SWORN

13 JOSHUA MANNING, SWORN

14 CHAIRWOMAN MARTIN: For counsel,  
15 Ms. Schwarzer -- or Mr. Augeri, are you going  
16 to be first?

17 MR. AUGERI: I believe the  
18 Company -- we've decided the Company will go  
19 first. So I will proceed, if it pleases the  
20 Commission.

21 CHAIRWOMAN MARTIN: Excellent.  
22 Thank you. Go ahead.

23 MR. AUGERI: Thank you. We're here  
24 on two consolidated dockets, Docket

1 DW-20-071, which is the rate case filed by  
2 the Company; also we have combined into this  
3 settlement hearing Docket 20-091, which is  
4 the Company's petition to transfer ownership  
5 together. Both of those dockets during this  
6 process reached settlement with what was  
7 formerly Staff, now the Department of Energy.

8 As regarding the rate case, that  
9 was based on the 2019 test year. The Company  
10 submission initially showed a revenue  
11 deficiency.

12 The notices -- I did want to bring  
13 up one issue. Not really an issue, but just  
14 to point out for the Commission's benefit.  
15 Currently there is one single customer.  
16 There were a number of notice requirements  
17 throughout both dockets that required  
18 publication of a notice on the Company's web  
19 site. Currently, although under  
20 construction, there is not a web site for the  
21 Company. But currently there is only a  
22 single customer. To resolve that, the  
23 Company sent both electronic copies of all  
24 notices, as well as hand-delivered all

1 notices to the single customer, which is a  
2 corporation, Atkinson Concessions, Inc. So I  
3 just wanted to point that out for the  
4 Commission as part of this process.

5 Under both dockets, during the  
6 procedural schedule there were three sets of  
7 data requests conducted. Technical sessions  
8 took place. And in fact, there were  
9 technical session data requests that  
10 followed. After the completion of the  
11 procedural schedule in both matters, the  
12 parties reached a settlement both on the  
13 rates and on the transfer of ownership for  
14 the Company. The settlement documents that  
15 have been submitted to the Commission were,  
16 one could say, a "labor of love" in  
17 cooperation with counsel for the Department  
18 of Energy, and it reflects the terms of the  
19 settlement that was reached between the  
20 settling parties. The exhibits reflect not  
21 only filed copies, but there are redactions  
22 and confidential filings you will notice as  
23 well for the first three submissions.

24 So there's a Settlement Agreement,

1 a redacted version of the Settlement  
2 Agreement, copies of data requests, copies of  
3 the redacted confidential data requests, and  
4 then the tariff, which was also -- the  
5 parties reached settlement on revisions to  
6 the tariff terms. That is what is currently  
7 reflected as Exhibits 1 through 7 that have  
8 been submitted by the settling parties to the  
9 Commission.

10 So with that, unless the Commission  
11 had any further questions on the background  
12 of both matters, the Company would wish to  
13 proceed with witness testimony.

14 CHAIRWOMAN MARTIN: Go right ahead,  
15 unless, Ms. Schwarzer, you'd like to be heard  
16 with an opening.

17 MS. SCHWARZER: Thank you, Madam  
18 Chairwoman. It occurs to me that there was a  
19 confidential matter that came to the  
20 Company's attention after the settlement was  
21 filed and is not directly addressed in the  
22 settlement section dealing with the  
23 confidential motions.

24 Attorney Augeri, I believe that

1 would be the tax information that's included  
2 in the data response for 20-071. And I  
3 wanted to put it on the record and be clear  
4 there is a pending motion for confidential  
5 treatment, and the Department of Energy  
6 agrees that that information should be kept  
7 confidential. So I just wanted to make that  
8 explicit.

9 CHAIRWOMAN MARTIN: Okay. Is the  
10 tax, the newly discovered tax information  
11 covered already addressed and raised in that  
12 motion for confidential treatment, or does it  
13 require something additional?

14 MR. AUGERI: Madam Chairwoman, it  
15 should not require anything additional. It  
16 was a motion that was pending before the  
17 Commission.

18 CHAIRWOMAN MARTIN: Okay. All  
19 right then. And everyone is aware that, to  
20 the extent you need to refer to confidential  
21 information, first, attempt to do so by  
22 identifying it in the record and without  
23 stating it. And if you absolutely must speak  
24 the confidential information, please let me

1 know before doing so.

2 Okay. Go ahead with witness  
3 testimony.

4 MR. AUGERI: Thank you. The  
5 Company would like to begin with Stephen P.  
6 St. Cyr. Should we double-check to make  
7 sure -- Steve, can you hear us?

8 WITNESS ST. CYR: Yes, I can.  
9 Thank you.

10 DIRECT EXAMINATION

11 BY MR. AUGERI:

12 Q. Great. Steve, if you could state your name  
13 and business for the record, please.

14 A. (St. Cyr) My name is Stephen P. St. Cyr. I'm  
15 the owner and principal of Stephen P. St. Cyr  
16 & Associates.

17 Q. And can you please provide your area of  
18 expertise?

19 A. (St. Cyr) My area of expertise is accounting,  
20 tax management and regulatory matters  
21 primarily for utilities, and specifically for  
22 water and sewer companies.

23 Q. Could you please explain your involvement  
24 with the rate proceeding.

1 A. (St. Cyr) Yes. The Company hired me to  
2 prepare the rate case schedules, to provide  
3 testimony on those schedules, and to provide  
4 input and oversight on the proceeding as a  
5 whole.

6 Q. And are you familiar with the Company's rate  
7 filing, the remainder of the rate filing in  
8 this docket?

9 A. (St. Cyr) Yes.

10 Q. Are you familiar with the revisions to the  
11 Company's tariff that are being sought?

12 A. (St. Cyr) Yes, I am.

13 Q. All right. And are you aware of any material  
14 changes or corrections that need to be made  
15 to the Company's filing, including your  
16 testimony?

17 A. (St. Cyr) No.

18 Q. And can you please describe how the Company  
19 notified customers of the rate case?

20 A. (St. Cyr) Well, the Company has just the one  
21 customer, Atkinson Concessions, Inc. And the  
22 Company electronically and hand-delivered the  
23 notice to that one customer.

24 Q. Thank you.

1           Turn your attention to billing and the  
2           tariff. How often does the Company bill its  
3           current customer?

4    A.   (St. Cyr) Currently bills monthly.

5    Q.   Okay. Were there changes to the Company's  
6           tariff that the settling parties agreed to?

7    A.   (St. Cyr) Yes. First of all, the Company's  
8           billing is sent by the water company,  
9           Hampstead Area Water Company, or commonly  
10           referred to as "HAWC." The Company's current  
11           tariff indicates that it should be billing  
12           quarterly. HAWC, as a result of its last  
13           rate case in 2017, Docket DW 17-118, you  
14           know, inadvertently began to bill the one  
15           customer on a monthly basis. Again, that one  
16           customer is Atkinson Concession, Inc, and  
17           it's a related party. The proposed tariff  
18           revisions include a change from quarterly to  
19           monthly billing and sets forth a provision  
20           where the water company is allowed to bill  
21           the sewer company's customers.

22   Q.   Okay. And just for clarification, was that  
23           the 2017 rate case, or was that back in 2008,  
24           in that rate case that HAWC had changed from

1           quarterly to monthly?

2   A.   (St. Cyr) 2017 rate case, DW 17-118.

3   Q.   Okay. Thank you.

4           Were there other changes to the  
5   Company's tariff that the settling parties  
6   agreed to?

7   A.   (St. Cyr) Yes, and those changes are  
8   reflected in Settlement Exhibit No. 7.

9   Q.   Are you familiar with the terms contained in  
10   Exhibit 7, the proposed tariff?

11   A.   (St. Cyr) Yes.

12   Q.   And are you aware of any material changes or  
13   corrections that need to be made to  
14   Exhibit 7, the proposed tariff?

15   A.   (St. Cyr) No.

16   Q.   Turning to data requests in the settlement  
17   that was reached between the parties, did you  
18   assist the Company in responding to data  
19   requests that were served --

20   A.   (St. Cyr) Yes, I did.

21   Q.   -- by Staff?

22   A.   (St. Cyr) Yes.

23   Q.   Thank you. And did you participate in the  
24   technical sessions of both the rate case and

1           for the transfer of ownership petition that's  
2           been consolidated?

3    A.    (St. Cyr) I did.

4    Q.    At some point, Staff, which is now the  
5           Department of Energy, provided its rate  
6           schedules in response to the Company's. Did  
7           you review those schedules?

8    A.    (St. Cyr) I did.

9    Q.    Okay. And did you also review those and  
10           provide your input to the Company from some  
11           of those schedules?

12   A.    (St. Cyr) Yes.

13   Q.    Are you familiar with the Settlement  
14           Agreement and the schedules filed by the  
15           Department of Energy as contained in  
16           Settlement Exhibit 5?

17   A.    (St. Cyr) I am.

18   Q.    And did you participate in the discussions  
19           surrounding the Settlement Agreement for  
20           permanent rates?

21   A.    (St. Cyr) Yes, I did.

22   Q.    As part of that settlement, did the Company  
23           compromise on its position set forth in its  
24           initial rate case filing?

1 A. (St. Cyr) Yes.

2 Q. Could you please provide an overview of the  
3 terms of the Settlement Agreement for the  
4 Commission, please.

5 A. (St. Cyr) Sure. So the settling parties  
6 agreed and recommended an overall revenue  
7 requirement of 78,645. This is shown on  
8 Attachment A, Schedule 1, and represents an  
9 increase of 14,834, or 23.25 percent. The  
10 revenue requirement takes in consideration an  
11 excess capacity factor for existing rate base  
12 and a capacity factor adjustment for new rate  
13 base and operating expenses. Those  
14 calculations are shown in Attachment A,  
15 Schedules 2A and 3A, Notes 1 and 2. The  
16 revenue requirement also incorporates a cost  
17 of equity of 10.13 percent, consisting of a  
18 baseline of 9.63 percent plus an additional  
19 50 basis points in recognition of the rate  
20 case savings realized from not litigating the  
21 cost of common equity during the course of  
22 this proceeding. The calculation for the  
23 baseline of 9.63 percent is shown in  
24 Exhibit B. The cost of common equity is

1 incorporated in the overall rate of return of  
2 8.38 percent, as shown in Attachment A,  
3 Schedule 1A. Based upon the --

4 CHAIRWOMAN MARTIN: Mr. St. Cyr,  
5 when you said Exhibit B, did you mean  
6 Attachment B?

7 WITNESS ST. CYR: Yes. I'm sorry.  
8 Attachment B to the Exhibit Settlement 5 I  
9 believe.

10 CHAIRWOMAN MARTIN: All right.  
11 Thank you.

12 WITNESS ST. CYR: You're welcome.

13 A. (St. Cyr) Based upon the agreed-upon proposed  
14 revenue requirement, the one commercial  
15 customer's annual base charge would be  
16 \$3,697.43, an increase of \$697.43;  
17 residential customers annual base charge  
18 would be \$133.11, an increase of \$25.11; the  
19 volumetric charge for both commercial and  
20 residential customers would be \$14.68 per  
21 hundred cubic feet of water consumed, an  
22 increase of 2.77. All proposed rates  
23 represent an increase of approximately  
24 23.25 percent. The calculations supporting

1           these increases are shown on Schedules 4 and  
2           5 of Attachment A.

3                   And finally, the settling parties agree  
4           and recommend an effective date for the rates  
5           proposed as of service rendered October 1 of  
6           2021.

7   Q.    Thank you, Mr. St. Cyr.  Is there also --  
8           when do the parties propose the effective  
9           date upon approval of the Commission for the  
10          consolidated transfer of ownership part?

11   A.    (St. Cyr) So the settling parties agree and  
12          recommend the effective date to be the date  
13          the Commission approves the Settlement  
14          Agreement, as contained in Settlement  
15          Exhibit 5.

16   Q.    Is there agreement -- so to sum up, is there  
17          agreement related to the rate case expenses?

18   A.    (St. Cyr) Yes.  The settling parties agree  
19          and recommend the Commission approve the  
20          Company's reasonable rate case expense  
21          allowed under PUC 1906.01.  The settling  
22          parties further agree and recommend that the  
23          Commission provide the Company 30 days in  
24          which to submit such expenses.  That would be

1           pursuant to PUC 1905.02. And the Department  
2           will review the Company's proposal and  
3           provide a statement to the Commission for its  
4           consideration.

5    Q.    Thank you. Could you please also -- there  
6           are a number of service agreements and a  
7           billing agreement that is contained within  
8           Exhibit 5 as attachments. Could you please  
9           describe those.

10   A.    (St. Cyr) Yes. So there's four agreements in  
11           total. The first three are service  
12           agreements between the Company and its  
13           related entities: One with Lewis Builders  
14           Development, Incorporated; one with HAWC, and  
15           one with Atkinson Concession, Inc. Each of  
16           these agreements specified the particular  
17           services to be provided. For all three  
18           agreements, the Company will take advantage  
19           of the economy of scales and the related  
20           company's respective expertise in the  
21           particular service. The settling parties  
22           agree and recommend that the Commission  
23           approve these agreements as submitted.

24                   The fourth agreement is a billing and

1 disconnect/reconnect agreement between the  
2 Company and the servicing water utility,  
3 HAWC. That agreement outlines that HAWC will  
4 provide billing and notice for disconnection  
5 and reconnection for the Company. The  
6 settling parties agree that this agreement  
7 compensates HAWC in a manner that is fair and  
8 reasonable based on the actual cost billed,  
9 and if not collected by HAWC, from the  
10 Company's customers, would be paid by the  
11 Company and thus complies with PUC 703.03.

12 In addition, HAWC will charge the  
13 Company \$10 per customer per year for billing  
14 and disconnect/reconnect notice services,  
15 which the Company believes takes advantage of  
16 the fact that HAWC already bills the same  
17 customers for water service. And the  
18 combined billing and notice of service will  
19 save both companies from having to hire  
20 additional people at much greater expense.  
21 The settling parties recommend that the  
22 Commission also approve this agreement as  
23 submitted.

24 The settling parties also note that any

1 amendment or cancellation to any of the four  
2 agreements would require both written  
3 notification and prior PUC review and  
4 approval.

5 Q. Okay. Thank you.

6 Are you familiar with what has been  
7 submitted as Settlement Exhibits 1 through 4  
8 that were submitted jointly by the Company  
9 and the Department of Energy, that being the  
10 data requests and the Company's responses  
11 both for the rate case and the consolidated  
12 transfer of ownership petition?

13 A. (St. Cyr) Yes, I am.

14 Q. Are you aware of any material changes or  
15 corrections that need to be made to either  
16 the Settlement Agreement, which is Exhibit 5,  
17 Exhibits 1 through 4 that were just  
18 mentioned, or Exhibit 7, the proposed tariff  
19 submitted to the Commission?

20 A. (St. Cyr) I'm not aware of any changes.

21 Q. Do you believe that the permanent rates the  
22 parties agreed to, the settling parties  
23 agreed to for the Commission's -- seeking the  
24 Commission's approval are sufficient to yield

1 not less than a reasonable return on the  
2 Company's cost of its property used and  
3 useful in the public service?

4 A. (St. Cyr) Yes.

5 Q. And do you have an opinion as to whether the  
6 permanent rates will be just and reasonable  
7 if approved by the Commission?

8 A. (St. Cyr) Yeah, I believe the rates contained  
9 in the Settlement Agreement are just and  
10 reasonable.

11 Q. And do you have an opinion as to whether the  
12 proposed tariff revisions contained in  
13 Settlement Exhibit 7 will be just and  
14 reasonable if approved by the Commission?

15 A. (St. Cyr) I also believe that the tariff  
16 revisions are just and reasonable.

17 Q. And do you also have an opinion as to whether  
18 the four agreements that you summarized for  
19 the Commission and submitted with the  
20 Settlement Agreement will be just and  
21 reasonable if approved by the Commission?

22 A. (St. Cyr) Yes, similarly I agree that the  
23 four agreements are just and reasonable.

24 Q. All right. Thank you.

1           Mr. St. Cyr, I'm going to turn your  
2           attention now to the transfer of ownership  
3           petition which has been consolidated into  
4           this hearing. Are you familiar with the  
5           Company's submission in the petition to  
6           approve transfer of ownership --

7    A.    (St. Cyr) Yes, I am.

8    Q.    And can you briefly please explain why the  
9           Company seeks to transfer ownership?

10   A.    (St. Cyr) It's primarily to reduce a layer of  
11          ownership. The Company seeks to transfer all  
12          of the shares of its current owners, Atkinson  
13          Farm, LLC, to the Atkinson Farm, LLC owners  
14          directly. Those shareholders are three  
15          family trusts: Those being Christine Lewis  
16          Morse, Trustee for the Christine Lewis Morse  
17          Family Revocable Trust of 2000; Jonathan T.  
18          Morse, Trustee of the Jonathan T. Morse 2016  
19          Trust; and Elizabeth Morse, Trustee of the  
20          Elizabeth A. Morse 2016 Trust. By doing  
21          this, it will eliminate a corporate layer of  
22          ownership, provide for streamlined estate  
23          planning, and assure an orderly business  
24          transition. Christine Lewis Morse is

1           currently the sole director of Atkinson Farm,  
2           and Jonathan and Elizabeth Morse are her  
3           children.

4    Q.    Okay.  Are you familiar with the data  
5           requests that Department of Energy served in  
6           this particular matter around the Company's  
7           responses?

8    A.    (St. Cyr) Yes, I am.

9    Q.    And were you part of the settlement  
10           discussions with the Department of Energy  
11           relating to both the rate case, but more  
12           specifically to this transfer of ownership  
13           matter?

14   A.    (St. Cyr) Yes.

15   Q.    And did the parties reach a settlement?

16   A.    (St. Cyr) We did.

17   Q.    And where are those terms contained?

18   A.    (St. Cyr) So they're contained in the  
19           Settlement Agreement, reflected as Settlement  
20           Exhibit No. 5.

21   Q.    And as to this petition to transfer  
22           ownership, could you please summarize the  
23           settlement terms.

24   A.    (St. Cyr) So the settlement terms are to

1 transfer ownership from its current corporate  
2 structure to the individual family trusts.

3 Q. And do you have an opinion as to whether the  
4 proposed settlement, as to Docket DW 20-091  
5 and combined into this hearing, and as  
6 contained in Settlement Exhibit 5, will be  
7 just and reasonable if approved by the  
8 Commission?

9 A. (St. Cyr) I do, and I believe that they are  
10 just and reasonable.

11 Q. Okay. Thank you. Thank you, Mr. St. Cyr.

12 MR. AUGERI: Madam Chairwoman, I'd  
13 like to call one brief witness, Mr. John  
14 Sullivan, who's the comptroller of the  
15 Company, just to clarify one piece of prior  
16 testimony if we could.

17 CHAIRWOMAN MARTIN: That's fine.  
18 Mr. Sullivan, I just want to make sure you  
19 were sworn in at the beginning. You've been  
20 sworn in; correct?

21 WITNESS SULLIVAN: Yes, that's  
22 correct.

23 CHAIRWOMAN MARTIN: Okay. Then go  
24 ahead.

1 MR. AUGERI: Thank you.

2 BY MR. AUGERI:

3 Q. Mr. Sullivan, if you could just briefly  
4 clarify. There was previous testimony by Mr.  
5 St. Cyr as to when the water company changed  
6 its billing from quarterly to monthly. If  
7 you could just provide clarification as to  
8 that testimony.

9 A. (Sullivan) Yes. Steve mentioned that it was  
10 the last rate case in 2017 that the water  
11 company switched from quarterly to monthly,  
12 and that is not accurate. It was a 2008 rate  
13 case, DW 08-065, where the water company got  
14 permission to switch from a quarterly to a  
15 monthly billing, which it did during 2009  
16 after approval.

17 Q. Okay. And at that time, as it is currently,  
18 there was still only one customer for the  
19 sewer company; correct?

20 A. (Sullivan) That's correct.

21 Q. Thank you.

22 MR. AUGERI: Madam Chairwoman, that  
23 concludes the Company's testimony, unless  
24 there's further questions from the Commission

1 or from the Department of Energy. And we  
2 will rely otherwise on the submissions in the  
3 settlement and settlement exhibits.

4 CHAIRWOMAN MARTIN: Okay. Thank  
5 you, Mr. Augeri.

6 Ms. Schwarzer, did you plan to do  
7 cross at this time or put your witnesses on  
8 for direct first?

9 MS. SCHWARZER: Thank you, Madam  
10 Chairwoman. I don't anticipate doing cross,  
11 and I would like to put my witness on. And  
12 then if the Commission has questions, it  
13 might be best to hear from all the panelists  
14 before you ask those questions.

15 CHAIRWOMAN MARTIN: Okay. Perfect.  
16 Go ahead.

17 MS. SCHWARZER: Thank you. I'm  
18 going to call Mr. Laflamme.

19 DIRECT EXAMINATION

20 BY MS. SCHWARZER:

21 Q. Would you please state your name.

22 A. (Laflamme) My name is Jayson Laflamme.

23 Q. And by whom are you employed?

24 A. (Laflamme) I am employed by the New Hampshire

1 Department of Energy.

2 Q. What is your position with the Department?

3 A. (Laflamme) I am the assistant director of the  
4 water group within the regulatory support  
5 division.

6 Q. Could you please describe your previous work  
7 experience at the Public Utilities  
8 Commission, transitioning to the Department  
9 of Energy.

10 A. (Laflamme) Certainly. I joined the Public  
11 Utilities Commission in 1997 as a utility  
12 examiner in the Commission's Audit Division.  
13 In 2001 I joined the Commission's Gas and  
14 Water Division as a utility analyst and was  
15 eventually promoted to senior utility  
16 analyst. In 2018 I became the assistant  
17 director of the Commission's Gas and Water  
18 Division, and in July of this year my  
19 position was transferred to the New Hampshire  
20 Department of Energy.

21 Q. And what are your responsibilities with the  
22 Department of Energy as the assistant  
23 director?

24 A. (Laflamme) I directly supervise the Water

1 staff of the Regulatory Support Division and  
2 primarily oversee the course of examination  
3 for water dockets that are filed with the  
4 Commission. I also directly examine select  
5 dockets that come before the Commission, such  
6 as the one being heard this morning.

7 Q. And have you previously testified before the  
8 Public Utilities Commission?

9 A. (Laflamme) Yes, I have.

10 Q. Could you please describe your involvement in  
11 these two consolidated dockets.

12 A. (Laflamme) Sure. I examined the Company's  
13 two filings in DW 20-071 and DW 20-091 in  
14 conjunction with the books and records  
15 previously on file with the Commission  
16 regarding Atkinson Area Wastewater. I  
17 participated in the discovery process,  
18 including formulating data requests,  
19 reviewing data responses, and I participated  
20 in technical sessions with regards to both  
21 dockets. I also participated in the drafting  
22 of the Settlement Agreement that's being  
23 presented today. And previously, I also  
24 materially participated in the Company's rate

1 case in DW 07-131.

2 Q. And was DW 07-131 the very first rate case  
3 held for this water utility -- excuse me --  
4 for this sewer utility?

5 A. (Laflamme) Yes.

6 Q. I'd like to look at -- I'd like you to look  
7 at the permanent rate settlement and transfer  
8 of ownership settlement that's been marked  
9 for identification as Exhibit 5. And there  
10 is a confidential Exhibit 6, as well, but  
11 I'll be referring to Exhibit 5. Do you have  
12 that document in front of you?

13 A. (Laflamme) Yes, I do.

14 Q. And can you just identify it for the record,  
15 please?

16 A. (Laflamme) Yes. This is a Settlement  
17 Agreement reached by the Company and the  
18 Department in these proceedings regarding  
19 permanent rates and transfer of stock  
20 ownership.

21 Q. And do you wish to make any revisions or  
22 corrections to Exhibit 5 at this time?

23 A. (Laflamme) No, I do not.

24 Q. And is the information in Exhibit 5 and

1 Exhibit 6 true and accurate, to the best of  
2 your knowledge?

3 A. (Laflamme) Yes, it is.

4 Q. Okay. Going forward, I'd like to ask you  
5 some specific questions about the calculation  
6 of the proposed revenue requirement, the  
7 calculation for the proposed cost of common  
8 equity, and the percentage increase in rates  
9 the parties have agreed to based upon those  
10 calculations. And after that I'll ask you to  
11 comment on the Company's proposed contracts  
12 and billing agreement, the tariff, and the  
13 transfer of stock and ownership. Okay?

14 A. (Laflamme) Yes.

15 Q. Okay. So turning to Page 5, Section II.1 of  
16 Exhibit 5, the Settlement Agreement, the  
17 annual revenue requirement states that the  
18 parties have agreed to an overall revenue  
19 requirement for the Company of \$78,645. And  
20 this represents an increase of \$14,834,  
21 23.25 percent in overall pro forma test year  
22 revenues; is that correct?

23 A. (Laflamme) Yes.

24 Q. And it further indicates that the derivation

1 of this proposed increase is detailed in  
2 Attachment A to the Settlement Agreement  
3 which starts on Page 22. Is that correct?

4 A. (Laflamme) That is correct.

5 Q. Did you prepare Attachment A?

6 A. (Laflamme) Yes, I did.

7 Q. Could you please briefly walk us through the  
8 calculation of the proposed revenue  
9 requirement contained in Attachment A. And  
10 I'll take a moment to get to page, I believe  
11 it's 22. Okay. I'm right now looking at  
12 Bates Page 23.

13 A. (Laflamme) Yes. And I would like to direct  
14 everybody's attention to that schedule,  
15 identified as Schedule 1 on Page 23. And  
16 that contains the overall calculation of the  
17 proposed revenue requirement.

18 The settling parties have agreed to a  
19 pro forma rate base amount of \$36,495, which  
20 was calculated on Schedule 2 of Attachment A,  
21 which is found on Page 26. To that amount, a  
22 rate of return of 8.38 percent, which was  
23 calculated on Schedule 1A, Page 24, was  
24 applied to the rate base amount, resulting in

1 a proposed operating income requirement for  
2 the Company of \$3,058. Adding that amount to  
3 the calculated pro forma test year operating  
4 loss of \$7,758, as determined on Schedule 3,  
5 or Page 29, indicates that the Company's  
6 revenue deficiency before application of the  
7 income tax effect is \$10,817. In order to  
8 determine the Company's pre-income tax  
9 revenue deficiency, that amount is divided by  
10 72.92 percent, as derived from Schedule 1B of  
11 Attachment A, found on Page 25, which results  
12 in an amount of \$14,834.

13 When that amount is added to the  
14 Company's pro form test year metered sales of  
15 \$63,810 from Schedule 3, Page 29, this  
16 results in a proposed annual revenue  
17 requirement of \$78,645, which translates into  
18 a 23.25 percent overall increase in the  
19 Company's sewer service revenues.

20 Q. Thank you. If you turn to the top of Page 6  
21 of the parties' Settlement Agreement, there's  
22 some discussion regarding the fact that the  
23 assumptions underlying the Company's existing  
24 rates, as previously approved in Docket DW

1           07-131, did not in fact materialize. Could  
2           you please explain.

3       A.     (Laflamme) Sure. In the Company's previous  
4           rate docket, DW 07-131, rates were approved  
5           on a prospective basis, with the assumption  
6           that the Company would have been serving one  
7           commercial customer -- that would be the  
8           Atkinson Country Club -- as well as 128  
9           residential customers in the proposed  
10          Atkinson Heights condominium development.  
11          Specifically, Atkinson Heights was  
12          anticipated to consist of four condominium  
13          buildings, housing 32 units each. However,  
14          while the Company did serve the one  
15          commercial customer -- that is, the Atkinson  
16          Country Club -- during the intervening period  
17          between its last rate case and this one, for  
18          various reasons the Atkinson Heights  
19          development did not materialize during that  
20          same period of time. However, currently, and  
21          for purposes of this rate proceeding, two of  
22          the proposed Atkinson Heights condominium  
23          buildings are under construction; whereby, it  
24          is now anticipated that the Company will soon

1           be able to serve 64 residential customers in  
2           addition to its one commercial customer.

3       Q.    Given the expectation that the Company will  
4           be serving residential customers at Atkinson  
5           Heights, the condominium development, albeit  
6           a reduced number as compared to what was  
7           previously anticipated, what impact did that  
8           have on the Department of Energy's  
9           determination of a revenue requirement in  
10          this rate proceeding?

11       A.   (Laflamme) Yeah.  The test year for this rate  
12          proceeding was 2019.  However, during 2019,  
13          the Company only served the Atkinson Country  
14          Club; therefore, actual revenue and expenses  
15          during 2019 only reflects service to that one  
16          commercial customer.  However, as I indicated  
17          previously, concurrent with the Company's  
18          filing of its rate case, construction was  
19          initiated relative to two condominium  
20          buildings.  As such, the Company's rate  
21          filing included operating expense estimates  
22          relative to the anticipated provision of  
23          service to a total of 64 residential  
24          customers and its one commercial customer.

1           Given the imminence of service to the  
2           residential customers at Atkinson Heights, as  
3           well as the change in parameters on which the  
4           originally established rates for the Company  
5           were based, the parties agreed to develop a  
6           revenue requirement in this proceeding based  
7           on a hybrid methodology. That hybrid  
8           methodology is based on a combination of the  
9           Company's actual operations serving its one  
10          commercial customer during 2019, as well as  
11          incorporating the Company's expense estimates  
12          to also serve residential customers at  
13          Atkinson Heights.

14    Q.    Pages 6 and 7 of the Settlement  
15          Agreement discuss -- excuse me -- discussing  
16          certain modifying factors that were applied  
17          relative to that hybrid ratemaking  
18          methodology you explained, could you please  
19          elaborate.

20    A.    (Laflamme) Yes. The first pertains to the  
21          Company's existing rate base that was placed  
22          in service relative to its initial rate  
23          proceeding back in 2007. Those rates were  
24          originally placed -- those assets were

1 originally placed in service with the  
2 anticipation that the Company would be  
3 serving a total of 129 customers -- that is,  
4 one commercial customer and 128 residential  
5 customers. However, as I indicated,  
6 currently it is anticipated that the Company  
7 will be serving a maximum of 65 customers;  
8 that would be the one commercial customer  
9 plus 64 residential customers. And further,  
10 there's an expectation that occupants of the  
11 64 residential units will occur gradually  
12 over time. Thus, the parties have agreed  
13 upon a three-year average customer base of  
14 approximately 44 total customers; 43  
15 residential and one commercial.

16 As such, the settling parties have  
17 agreed to the application of an excess  
18 capacity factor relative to the Company's  
19 existing rate base, whereby it should be  
20 reduced by 66.15 percent. And the  
21 calculation of that factor is contained in  
22 Notes 1 of Schedules 2A and 3A of Attachment  
23 A, found on Pages 28 and 35 (cd).

24 Secondly, the settling parties have

1           agreed to the application of a capacity  
2           factor with regard to, first of all, the new  
3           rate base to serve the anticipated  
4           residential customers at Atkinson Heights;  
5           and secondly, the anticipated increases in  
6           the Company's operating expenses to serve  
7           those new residential customers. This is  
8           based on a projected three-year average  
9           residential customer base of approximately 43  
10          residential customers, resulting in an  
11          applied capacity factor relative to new rate  
12          base and marginal increases in operating  
13          expenses of 66.67 percent. And the  
14          calculation of that factor is contained in  
15          Notes 2 of Schedules 2A and 3A of  
16          Attachment A, also on Pages 28 and 35.

17                   And then lastly, based upon the  
18          calculated three-year average residential  
19          customer base of 43, the settling parties  
20          have agreed that the projected annual usage  
21          amount applied to residential customers  
22          should be 2,098 hundred cubic feet, or CCF of  
23          water consumed. And that calculation is  
24          detailed within pro form adjustment No. 10 on

1 Schedule 3A, or Page 30.

2 Q. Thank you. With regards to the new rate base  
3 that you referenced just recently, the  
4 amounts pertaining to this new rate base  
5 contained in Schedule A are estimates rather  
6 than actual costs; is that correct?

7 A. (Laflamme) Yes, it is.

8 Q. And could you please explain why that fact  
9 does not impact the determination of a  
10 revenue requirement in this proceeding.

11 A. (Laflamme) Certainly. Because all of the new  
12 plant that will be put in service relative to  
13 the new residential customers will be  
14 contributed to Atkinson Area Wastewater by  
15 its affiliate company, Lewis Builders  
16 Development, Inc.; therefore, as such, as  
17 contributed plant, it is effectively not  
18 included in the determination of a revenue  
19 requirement for customer rates.

20 Specifically, the estimated new utility plant  
21 in service of \$144,000, recorded in  
22 Adjustment 2 on Schedule 2A, Page 27, is  
23 offset by the estimated amount of  
24 contributions in aid of construction, or

1 CIAC, of 144,000, recorded in Adjustment 6 of  
2 that same schedule, also on Page 27.

3 Further, the accumulated depreciation  
4 relative to the new plant of \$2,323, recorded  
5 in Adjustment 4 on Page 27, is also offset by  
6 accumulated amortization of CIAC of \$2,323 in  
7 Adjustment No. 8, which is found on Page 28.

8 Likewise, depreciation expense of \$4,647  
9 of the new plant recorded in Adjustment  
10 No. 38 of Schedule 3A on Page 34 is offset by  
11 amortization of CIAC of the same amount of  
12 \$4,647, which is recorded in Adjustment 41 of  
13 Schedule 3A on Page 34.

14 Q. Thank you. And with regard to the Company's  
15 existing plant that is reflected in rate  
16 base, do you believe that those plant  
17 investments are prudent, used and useful at  
18 this time?

19 A. (Laflamme) Yes. Based upon the Department's  
20 review and audit of the Company's rate  
21 filing, as well as the application of the  
22 capacity factor that I discussed previously,  
23 the Department would recommend a finding that  
24 the Company's plant investment that is

1 included in rate base is prudent, used and  
2 useful.

3 Q. With regard to the establishment of the  
4 Company's revenue requirement in future rate  
5 cases, please explain the methodology that  
6 will be employed in those proceedings.

7 A. (Laflamme) Yes. For that I would reference  
8 Pages 7 and 8 of the Settlement Agreement,  
9 and specifically the portion of the agreement  
10 that explains that, given the Public  
11 Utilities Commission's traditional use of an  
12 historic test year methodology with regard to  
13 the establishment of a revenue requirement  
14 the settling parties agree that the Company's  
15 future rate filings will be based on an  
16 historical test year methodology and  
17 supporting documentation, including pro forma  
18 adjustments for known and measurable revenue  
19 and expense changes that occur within the 12  
20 months subsequent to the established test  
21 year.

22 Q. And just to clarify that, when you refer to  
23 the "hybrid methodology" used in this  
24 settlement, there is some test year -- there

1 are some test year figures; correct? But  
2 this agreement on Page 7 and 8 of the  
3 settlement says that in future rate case  
4 filings, only the historical test year method  
5 will be used.

6 A. (Laflamme) That is correct.

7 Q. If we can turn now to the cost of common  
8 equity. I have the settling parties agreed  
9 to --

10 A. (Laflamme) As indicated on Page 8 of the  
11 Settlement Agreement, the settling parties  
12 agreed on cost of a common equity for this  
13 case of 10.13 percent. This is based on the  
14 formulaic approach for deriving the cost of  
15 common equity for small water companies that  
16 was previously proposed by the Public  
17 Utilities Commission Staff on November 4th,  
18 2019, in Docket No. IR 19-005.

19 As background for that, in 2018, three  
20 regulated waters utilities -- those being  
21 Abenaki Water Company, Lakes Region Water  
22 Company and Hampstead Area Water Company --  
23 filed testimony in support of a formulaic  
24 approach with regard to the establishment of

1 a cost of common equity for small water  
2 utilities in New Hampshire. Subsequently,  
3 the Commission opened IR 19-005 ultimately  
4 for the purpose of establishing a rule change  
5 in that regard. The parties to that  
6 proceeding included the three  
7 previously-mentioned water utilities, the  
8 Office of the Consumer Advocate, and the  
9 Commission Staff. Those parties ultimately  
10 agreed upon a formulaic approach that was  
11 proposed to the Commission by the Commission  
12 Staff on November 4th, 2019. And a copy of  
13 the Commission Staff's cover letter, along  
14 with the portion of the rule change specific  
15 to the calculation of a generic return on  
16 equity are included in Attachment B to the  
17 Settlement Agreement, and specifically  
18 Pages 40 through 42.

19 The parties in IR 19-005, including  
20 Atkinson Wastewater's serving water utility,  
21 Hampstead Area Water Company, which is a  
22 related company, agree to utilize the  
23 proposed formula for determining the cost of  
24 equity during the course of the permanent

1 rate proceedings. In the opinion of the  
2 Department, the formula is accurate and  
3 reasonable. And in this docket, the settling  
4 parties have agreed to use that formula  
5 within the course of this permanent rate  
6 proceeding.

7 Q. With regard to the IR 19-005 docket and the  
8 proposed rule change, was that proposed rule  
9 change ever effected?

10 A. (Laflamme) It is my understanding that the IR  
11 19-005 docket is still pending before the  
12 Commission.

13 Q. Okay. Attachment B to the Settlement  
14 Agreement also includes the calculation of a  
15 baseline return of equity of 9.63 percent  
16 based on the previously proposed rule; is  
17 that correct?

18 A. (Laflamme) Yes. The baseline ROE of  
19 9.63 percent was last determined by the  
20 Department of Energy Staff, then the  
21 Commission Staff, as of May 4th, 2021. And  
22 that calculation can be found in Attachment B  
23 on Page 43.

24 Q. And how was the proposed 10.13 percent return

1 on equity determined?

2 A. (Laflamme) Again, based on the proposed rule,  
3 50 basis points were added to the baseline  
4 ROE of 9.63 percent in recognition of rate  
5 case expense savings realized by not  
6 litigating cost of common equity during the  
7 course of this rate proceeding.

8 Q. Thank you. And the last set of questions is  
9 related to numbers. I'm hoping that you  
10 could summarize, please, the percentage  
11 increase and the rates the parties have  
12 agreed upon in the proposed settlement and  
13 compare those to the rates that the Company  
14 originally requested in its initial petition.

15 A. (Laflamme) Certainly. And I'm making my way  
16 to attachments -- Schedules 4 and 5 in  
17 Attachment A to do that. Those would be  
18 found on Pages 37 and 38 of the Settlement  
19 Agreement.

20 In Section II.2 of the Settlement  
21 Agreement on Page 9, the parties have agreed  
22 that the proposed 23.25 percent increase in  
23 the Company's sewer revenues will be applied  
24 equally to all customer charges. And this is

1 illustrated on Schedule 4 on Page 37, and 5  
2 on Page 38 of Attachment A.

3 As indicated on Schedule 4 of  
4 Attachment A, Page 37, the settling parties  
5 have agreed upon the following charges:  
6 They've agreed upon a commercial base charge  
7 of \$3,697.43 annually, which is an increase  
8 of \$697.43. The parties have also agreed on  
9 a residential base charge of \$133.11, also  
10 annually, which is an increase of \$25.11.  
11 And finally, the parties have agreed on a  
12 consumption charge of \$14.68 per CCF, which  
13 is an increase of \$2.77 per CCF.

14 By way of comparison, the Company's  
15 original petition requested sewer rates as  
16 follows: The Company requested a commercial  
17 base charge of \$5,837.42, which was an  
18 increase of \$2,837.42, or 94.6 percent  
19 increase. The Company originally requested a  
20 residential base charge of \$210.15, which is  
21 an increase of \$102.15, or 94.6 percent, and  
22 a consumption charge of \$16.87, which  
23 represented an increase of \$4.96 per CCF, or  
24 41.6 percent. As illustrated on Schedule 5

1 on, Page 38, this would have resulted in  
2 annual revenues of \$94,931, or an approximate  
3 48 percent pro forma increase in revenues.

4 Q. Is the schedule that makes the comparison of  
5 the Company's current rates along with the  
6 Company's original request in the Settlement  
7 Agreement?

8 A. (Laflamme) Yes, that would be Schedule 5 of  
9 Attachment A on Page 38.

10 Q. And if I could direct your attention for a  
11 moment to Schedule 4 of Attachment A on Bates  
12 Page 37. At the bottom there's a reference,  
13 a category, a service class -- excuse me, not  
14 a service class. It's the second table that  
15 says "volumetric." Is that the same thing as  
16 the consumption charge?

17 A. (Laflamme) Yes. Yes, it is.

18 Q. What will be the impact of the proposed  
19 permanent rate on the average Atkinson Area  
20 Wastewater residential customer, once there  
21 is one?

22 A. (Laflamme) Yeah. This is indicated towards  
23 the top of Schedule 5. And I would direct  
24 people's attention to Column 4 of Schedule 5.

1 As illustrated on Schedule 5, Column 4, the  
2 Company's average residential customer using  
3 approximately 4900 cubic feet of water  
4 annually, or 04.07 cubic feet, or hundred  
5 cubic feet of water per month, their proposed  
6 permanent rates will be \$849.39 annually, or  
7 \$70.78 per month.

8 Q. And what will be the impact of the proposed  
9 permanent rates on the Company's one  
10 commercial customer?

11 A. (Laflamme) Also as illustrated on Schedule 5  
12 of Attachment A, Page 38, Column 4, based on  
13 an annual average consumption of  
14 approximately 2,618 hundred cubic feet of  
15 water annually, which is 218.17 CCF per  
16 month, the Company's one commercial customer  
17 will have an annual sewer expense of  
18 \$42,121.31, or \$3,510.11 per month.

19 Q. What is the proposed effective date of the  
20 permanent rates?

21 A. (Laflamme) Per Section II.3 of the Settlement  
22 Agreement on Page 9, the parties have agreed  
23 to an effective date of October 1st, 2021, on  
24 a service-rendered basis. The Settlement

1 Agreement further proposes that any rate  
2 increase would be billed retroactively back  
3 to October 1, 2021, following the Public  
4 Utilities Commission's order approving rates  
5 and resolving the other matters in this  
6 proceeding.

7 Q. And if the Commission issued an order  
8 approving permanent rates as proposed in the  
9 Settlement Agreement, will the Company file  
10 annotated tariff pages effectuating those  
11 approved permanent rates?

12 A. (Laflamme) Yes. And that typically would  
13 occur within 15 days of the Commission's  
14 order. And as previously noted, Atkinson  
15 Area Wastewater's tariff is included in the  
16 settlement at Attachment D, and it has been  
17 updated by the parties and filed as Hearing  
18 Exhibit 7. And that was done yesterday,  
19 September 29th, 2021.

20 Q. Section II.4 on Page 10 of the Settlement  
21 Agreement indicates agreement by the settling  
22 parties that Atkinson Area Wastewater should  
23 be authorized to recover its reasonable rate  
24 case expenses for Docket DW 20-071 only in

1           this proceeding; is that correct?

2       A.     (Laflamme) That is correct.

3       Q.     And how will that occur?

4       A.     (Laflamme) Within 30 days of the Commission's  
5           order on permanent rates in this proceeding,  
6           the Company will file its final rate case  
7           expense request for expenses incurred in  
8           Docket DW 20-071 only, and that would be  
9           pursuant to PUC 1905.02. And the Company  
10          will also provide supporting documentation  
11          for its proposed expenses.

12                The Company's proposal would also  
13           include a proposed customer surcharge. And  
14           as provided in the Settlement Agreement at  
15           Section II.4 on Page 10 in the Company's  
16           filing, it will address but not be limited to  
17           the number of customers to be charged in the  
18           time period over which the Company will  
19           recover those rate case expenses and the  
20           allocation of payment per customer.

21                Subsequent to the Company's filing, the  
22           Department will examine the Company's  
23           proposals and will file a recommendation with  
24           the Commission as well. And then based on

1 the Company's filings, as well as the  
2 subsequent recommendation filed by the  
3 Department, the Commission will issue its  
4 order regarding the Company's recovery of its  
5 rate case expenses in DW 20-071. And then  
6 upon receipt of that order, within 15 days  
7 the Company will file a compliance tariff  
8 regarding its recovery of rate case expenses  
9 in this case.

10 Q. Mr. Laflamme, I may have asked you this  
11 already, but with regard to the proposed  
12 effective date for the other docket, DW  
13 20-091 on Page 9 of the Settlement Agreement,  
14 could you explain what that -- what the  
15 settling parties agreed to a proposed  
16 effective date for that docket?

17 A. (Laflamme) It's my understanding that the  
18 proposed effective date will be the date of  
19 the Commission's order approving this  
20 Settlement Agreement.

21 Q. If it's approved. Okay. With the  
22 expectation and request that it be approved.

23 Going back now to the proposed service  
24 agreements in the rate case, 20-071. In

1 Section II.5 of the Settlement Agreement,  
2 starting on Page 10 and continuing to Pages  
3 11 and 12, concerning the Company's proposed  
4 service agreements with Lewis Builders  
5 Development, which is LBDI, Hampstead Area  
6 Water Company, HAWC, and Atkinson  
7 Concessions, ACI, what is the Department of  
8 Energy's opinion with regard to those  
9 agreements?

10 A. (Laflamme) The Department has reviewed these  
11 agreements, including the underlying  
12 computations for labor burden, which is at 42  
13 percent, and overhead of 14 percent, and  
14 supports approval of the respective  
15 agreements by the Commission. The Department  
16 believes that necessary protections are in  
17 place to prevent duplication of services, as  
18 well as double-billing. And further, each  
19 agreement was structured to avoid inclusion  
20 of any profit or mark-up by the related  
21 entities.

22 Q. If in the future the Company wants to either  
23 amend or cancel any of these service  
24 contracts with LBDI, HAWC or ACI, how will

1           that be done?

2       A.     (Laflamme) The Settlement Agreement, on  
3           Page 11, as well as each individual contract  
4           itself that are contained in Attachment C,  
5           states that such must be done in writing and  
6           will not be effective until after prior  
7           review and approval by the Public Utilities  
8           Commission.

9       Q.     And if the Commission approves these service  
10           agreements, is it your understanding that the  
11           Company has agreed to file fully executed  
12           copies of these agreements within 30 days of  
13           such approval, as stated in Page 19 of the  
14           Settlement Agreement?

15      A.     (Laflamme) Yes.

16      Q.     And turning to Section II.6 of the Settlement  
17           Agreement, which starts on Page 12,  
18           concerning the proposed billing and  
19           disconnect/reconnect agreement between the  
20           Company and HAWC, the serving water utility,  
21           pursuant to New Hampshire Administrative Rule  
22           PUC 703.03, what is the Department of  
23           Energy's opinion regarding that billing  
24           agreement?

1     A.     (Laflamme) The Department also supports the  
2           Company's wish to provide disconnection of  
3           the serving water utility services for  
4           nonpayment of sewer bills, and therefore  
5           supports approval of this agreement by the  
6           Commission. In the opinion of the  
7           Department, the provisions of the agreement  
8           are in compliance with PUC 703.03, with one  
9           exception. And with regard to that  
10          referenced exception, that would be PUC  
11          703.03(g), which requires a sewer company to  
12          provide notice of intention to disconnect  
13          water services for nonpayment of sewer  
14          services. The Department notes that the  
15          Company instead proposes that, at the request  
16          of the sewer company, the serving water  
17          utility shall provide notice to sewer  
18          customers of the Company's intent to  
19          disconnect water service. The Department  
20          notes that the serving water utility and the  
21          sewer company are related companies and have  
22          significantly different numbers of customers  
23          and that sewer costs are included in the  
24          serving water utility's bills, as seen in

1 Attachment C, No. 4, and Attachment E, which  
2 is the sample bill. Therefore, the  
3 Department supports waiver of this one  
4 exception to PUC 703.03 in this case.

5 Overall, in the opinion of the  
6 Department, the billing agreement complies  
7 with PUC 703.03 because the compensation  
8 arrangement outlined in the agreement is  
9 equitable for both the sewer company and the  
10 serving water utility.

11 And with regard to the proposed \$10 per  
12 customer per year charge for billing and  
13 disconnection notice services, the Department  
14 believes that this fee is appropriate at this  
15 time, as it will be reviewed further in the  
16 Company's next rate proceeding in the light  
17 of actual historical cost data that is  
18 anticipated at that time.

19 The Department believes that the  
20 economies of scale and synergies between the  
21 Company and HAWC relative to the services  
22 provided by this agreement will result in  
23 savings that will be beneficial to the  
24 customers of Atkinson Area Wastewater.

1           Accordingly, the Department recommends that  
2           the Commission review the agreement, as  
3           required by PUC 703.03(f), and approve it.

4    Q.    And if in the future the Company wants to  
5           either amend or cancel the billing agreement,  
6           how would that be done?

7    A.    (Laflamme) Similar to that of the Company  
8           service agreements, Page 14 of the Settlement  
9           Agreement, and as well as the billing  
10          agreement itself states that this must also  
11          be done in writing and will not be become  
12          effective until after prior review and  
13          approval by the Public Utilities Commission.

14   Q.    And if the Commission approves this billing  
15          agreement, is it your understanding that the  
16          Company has agreed to file a fully executed  
17          copy of the agreement within 30 days of such  
18          approval, as stated in Page 19 of the  
19          Settlement Agreement?

20   A.    (Laflamme) Yes, it is.

21   Q.    And turning to Section II.7 on Page 14 of the  
22          Settlement Agreement regarding Atkinson Area  
23          Wastewater's proposed tariff provisions, what  
24          is the Department's opinion?

1 A. (Laflamme) The Department reviewed the  
2 Company's proposed tariff revisions and  
3 supports approval of those changes by the  
4 Commission. As stated previously, the  
5 Company's tariff has been included in this  
6 settlement as Attachment D and has been  
7 updated by the parties and filed as Hearing  
8 Exhibit 7 yesterday, September 29th, 2021.

9 Q. Thank you. And with regard to Section II.8  
10 on Page 15 of the Settlement Agreement, that  
11 addresses the proposed transfer of the  
12 Company's stock from Atkinson Farms to the  
13 three trusts. What is the Department's  
14 position on that transfer in Docket 20-091?

15 A. (Laflamme) As the proposed ownership transfer  
16 will not change the management of the Company  
17 or affect its duty to provide reasonably safe  
18 and adequate sewer service to its customers,  
19 the Department supports approval of the stock  
20 transfer.

21 The Department further notes that,  
22 should any of the trusts exercise the option  
23 to revoke, this would be considered a  
24 transfer of ownership that will require the

1           Company to file a new transfer of ownership  
2           petition for approval by the Commission.

3    Q.    And if the Commission approves the proposed  
4           transfer -- excuse me -- the proposed stock  
5           transfer, is it your understanding that the  
6           Company has agreed to file for a change in  
7           corporate tax reporting structure with the  
8           IRS within 30 days of such approval and will  
9           file copies of that application with both the  
10          Commission and with the Department of Energy  
11          within two business days of such application,  
12          as stated in Page 15 of the Settlement  
13          Agreement?

14   A.   (Laflamme) Yes.  It's the Department's  
15          expectation that if the transfer of ownership  
16          is approved by the Commission, the Company  
17          will file for a change of tax reporting  
18          status from S corporation to a C corporation.

19   Q.    And with regard to Section II.9 on Page 15 of  
20          the Settlement Agreement regarding the  
21          Company's motions for confidential treatment,  
22          does the Department support the relief sought  
23          by the Company in those motions?

24   A.    (Laflamme) Yes.

1 Q. And overall, Mr. Laflamme, do you believe  
2 that the permanent rates proposed in this  
3 Settlement Agreement are just and reasonable?

4 A. (Laflamme) Yes, the Department believes that  
5 the Settlement Agreement presented today will  
6 produce just and reasonable rates that result  
7 in a fair balancing of interest between  
8 Atkinson Area Wastewater and its customers.

9 Q. And to sum up, do you recommend the  
10 Commission approve the Settlement Agreement  
11 in its entirety, as regards both Docket  
12 DW 20-071, the request for change in rates,  
13 and Docket DW 20-091, the request for  
14 transfer of stock and ownership, and that  
15 approval will result in just and reasonable  
16 rates for its customers?

17 A. (Laflamme) Yes.

18 Q. And does that conclude your testimony?

19 A. (Laflamme) Yes, it does.

20 Q. Thank you.

21 MS. SCHWARZER: Madam Chairwoman,  
22 the Department is open to questions to the  
23 panel at this time.

24 CHAIRWOMAN MARTIN: All right.

1 Thank you.

2 Mr. Augeri, did you have any  
3 cross-examination?

4 MR. AUGERI: Madam Chairwoman, I do  
5 not.

6 CHAIRWOMAN MARTIN: All right.  
7 Then why don't we take a five-minute break.  
8 We'll return at 10:50. Off the record.

9 (Brief recess was taken at 10:45 a.m., and  
10 the hearing resumed at 10:53 a.m.)

11 CHAIRWOMAN MARTIN: Okay. Let's go  
12 back on the record, and I will turn it over  
13 to Commissioner Goldner for questions.

14 COMMISSIONER GOLDNER: Yeah, thank  
15 you, Chairwoman. I just have a couple of  
16 questions.

17 QUESTIONS BY COMMISSIONERS:

18 BY COMMISSIONER GOLDNER:

19 Q. First for Mr. Sullivan. I'm curious as to  
20 why you're interested in this business. It  
21 looks like a lot of work for a very small  
22 return. And I'd just like you to share your  
23 thoughts on that, please.

24 A. (Sullivan) To be honest with you, it's not my

1           business. I work here. I'm just an  
2           employee. So...

3   Q.   Anybody on the panel that can address that  
4           question?

5   A.   (St. Cyr) If I can have the question again,  
6           please?

7   Q.   Yeah. I'm just curious. This looks like  
8           this is a lot of work, a lot of effort, and  
9           for a very small return as we just went  
10          through. And I'm curious as to why the  
11          Company is interested in this business.

12   A.   (St. Cyr) It is a lot of work. You know,  
13          it's a regulated utility, a small, you know,  
14          sewer company. You know, it was primarily  
15          driven by the construction of the two  
16          buildings and the need to get, you know, some  
17          existing rate in place that appropriately  
18          attempts to, you know, earn a return on a  
19          small rate base and cover its costs.

20   Q.   Was there any look at using a -- leveraging  
21          another water company in the area that might  
22          have been cheaper or, you know, better  
23          equipped to support the Company?

24   A.   (St. Cyr) Well, the service agreements do

1           that. You know, the sewer company itself has  
2           no employees.

3    A.    (Sullivan) And if I could add -- this is  
4           John. The water company already has the  
5           franchise in the area and was already  
6           providing water in the area. There's really  
7           no other water utility that could service  
8           this area.

9    Q.    Okay. Thank you, Mr. Sullivan.

10                I do have a follow-up for you, Mr. St.  
11           Cyr. I know you do a lot of work with water  
12           utilities in New Hampshire. If we were to  
13           take a competitive view, looking at sort of  
14           similar properties that you've dealt with in  
15           the past, relative to this rate case, is this  
16           typical in terms of the customer charges? Is  
17           this higher than you would see typically? Is  
18           it lower than you would see typically?

19   A.    (St. Cyr) I would say it's in the range. You  
20           know, some of the other sewer companies in  
21           particular, their rates may be a little bit  
22           less; although, I know in the case of two of  
23           them, they haven't been in for a rate  
24           increase since 2005. You know, the original

1 rate that this company was charging to the  
2 one sewer company was out of a 2007 rate  
3 case. If both of those utilities were to  
4 come back before the Commission today, it's  
5 likely that those rates that are now  
6 currently less would be higher and probably  
7 all within a reasonably close range.

8 Q. Okay. Thank you.

9 And then my final question is for Mr.  
10 Laflamme. Relative to future rate increases  
11 for the next rate case, what concerns would  
12 you have? What risks do you see relative to  
13 the next rate case?

14 A. (Laflamme) Well, I would -- I guess  
15 anticipating the next rate case, we would be  
16 definitely looking at the actual costs that  
17 are -- that would be incurred by the sewer  
18 utility to serve its customers. I think  
19 there would be -- we would be interested to  
20 see what the actual customer base is with  
21 regards to residential and what the  
22 Company's -- what are the future plans that  
23 are anticipated for the Atkinson Heights  
24 condominium development and how that would

1           impact the future cost of service of the  
2           sewer utility.

3    Q.    Okay.  Yeah, and just from a risk perspective  
4           with sewer utilities, I know that you have a  
5           lot of experience in this area as well, what  
6           kinds of things can go wrong?  You know, we  
7           have a new rate case.  We get everything  
8           organized.  Three years from now we come back  
9           and review it, and costs have doubled or  
10          there's some significant increase.  What  
11          kinds of things have you seen go wrong in the  
12          past?

13   A.   (Laflamme) Well, as I mentioned before, you  
14          know, we approach the setting of a revenue  
15          requirement and customer rates using the  
16          hybrid methodology.  And it's our hope that  
17          the use of that hybrid methodology in that  
18          case would somewhat accurately mirror the  
19          actual cost of service of the Company.  I  
20          guess there would be a concern on my part,  
21          you know, whether -- you know, once the  
22          Company gets a track record for expenses and  
23          how many customers that they're serving and  
24          they come in with an actual run rate of

1 expenditures, what that would mean in terms  
2 of an increase, a potential increase in the  
3 next rate proceeding.

4 Q. Okay. And I know in other dockets we've seen  
5 issues -- or I've seen issues of, you know,  
6 pipes buried at the wrong depth, leaking  
7 pipes, with respect to both water and sewer I  
8 suppose. Do you have any concerns over the  
9 physical implementation or anything related  
10 to the physical aspects of the project?

11 A. (Laflamme) Not at this time. Nothing has  
12 come to light that I am aware of relative to  
13 those issues.

14 Q. Okay. Thank you.

15 COMMISSIONER GOLDNER: That's all  
16 the questions I have.

17 CHAIRWOMAN MARTIN: All right.  
18 Thank you. I just have a few clarifying  
19 questions.

20 QUESTIONS BY CHAIRWOMAN MARTIN:

21 Q. Related to the cost of common equity, we  
22 heard about the proposed rules. I just  
23 wanted to clarify for the record. Those  
24 proposed rules were never adopted; is that

1 correct, Mr. Laflamme?

2 A. (Laflamme) No. No.

3 Q. Okay. And you referenced Docket IR 19-005  
4 and a proposal there. But no order was  
5 issued out of that docket related to the  
6 formulaic approach; is that right?

7 A. (Laflamme) That is correct.

8 Q. Okay. And so in this case, the use of that  
9 formulaic approach and the resulting  
10 calculation is strictly by agreement of the  
11 parties. Mr. St. Cyr, is that correct?

12 A. (St. Cyr) Correct.

13 Q. And Mr. Laflamme?

14 A. (Laflamme) That is correct.

15 Q. Okay. Thank you.

16 MS. SCHWARZER: Madam Chairwoman,  
17 Mr. Laflamme's answer "No" in the transcript  
18 might seem ambiguous. I believe his answer  
19 "No" meant no, no rule was adopted, not no,  
20 that was incorrect.

21 CHAIRWOMAN MARTIN: Okay. Let's  
22 have Mr. Laflamme testify on his own.

23 BY CHAIRWOMAN MARTIN:

24 Q. Mr. Laflamme, would you like to clarify your

1 answer on that?

2 A. (Laflamme) I'm sorry. Could you repeat the  
3 question?

4 Q. I think Ms. Schwarzer was concerned that your  
5 response could be construed in a couple of  
6 ways.

7 CHAIRWOMAN MARTIN: And Ms.  
8 Schwarzer, can you clarify? You're referring  
9 to the question related to which part?

10 MS. SCHWARZER: It was the initial  
11 question. Perhaps the stenographer could  
12 read it back. It was the Chairwoman's first  
13 question regarding whether a rule was  
14 adopted. And you ended with "is that  
15 correct?" And so the "No" could be no,  
16 that's not correct, or no, no rule was  
17 adopted. I just -- maybe you could ask --  
18 maybe someone could ask the question again  
19 and he could just answer again.

20 Q. Okay. Mr. Laflamme, I think I understood  
21 your response, but just in case someone  
22 reading it in the future didn't, was the  
23 rule, the proposed rule, ever adopted, the  
24 administrative rule?

1 A. (Laflamme) The proposed rule was not adopted.

2 Q. Thank you.

3 Okay. This is for Mr. Laflamme as well.  
4 Given the single commercial customer -- and  
5 you did address this -- and that that  
6 commercial customer is closely affiliated  
7 with the owners of the utility, how does the  
8 Settlement Agreement, the calculations, the  
9 rates, and the various other agreements that  
10 we're looking at in this docket, ensure that  
11 the residential ratepayers are only receiving  
12 their allocation of the cost?

13 A. (Laflamme) We looked at that closely. And  
14 the allocation of the cost was based on,  
15 number one, the actual cost of service; two,  
16 that commercial customer, as well as the  
17 actual measured service based on consumption  
18 to that customer. And the Department is very  
19 confident that those two aspects are accurate  
20 and fair to the residential customers.

21 [connectivity issue]

22 Q. Sorry about that. Thank you for that.

23 This is probably for Mr. St. Cyr. Can  
24 you just give us an update on the status of

1 construction? And ultimately that leads to  
2 my follow-on question, which is why the 43  
3 customers on the residential side.

4 A. (Sullivan) Hi, This is John. I think Josh  
5 could answer the status of construction --

6 Q. Okay.

7 A. (Sullivan) -- and Steve could get the other  
8 part.

9 Q. Go ahead, Mr. Manning.

10 A. (Manning) Yes. The current status of  
11 construction is Building 5 is a 32-unit  
12 building that's currently just about ready  
13 for occupancy. We've been taking deposits on  
14 those units. Building 6 is weather-tight,  
15 with mechanicals getting installed. That's  
16 the second 32-unit building.

17 Q. Okay. Thank you. And Mr. St. Cyr.

18 A. (St. Cyr) And with respect to the number of  
19 customers, I guess that can be perhaps best  
20 explained by looking at the note. This is  
21 Note 2 on Schedule -- is it 2A? 2A.

22 Q. Could you give me the Bates page number,  
23 please?

24 MR. AUGERI: Madam Chairwoman, I

1 believe it's Bates 28.

2 CHAIRWOMAN MARTIN: Thank you.

3 A. (St. Cyr) Yes, that's correct.

4 So this is based on sort of a  
5 three-year average of the projected -- of  
6 when the Company was projecting that the  
7 units would be sold. In year one, the  
8 projection was 21; in year two, the  
9 projection was 43; and in year three, it's  
10 the Company's hope that the two buildings are  
11 fully opened at 64 residential customers.  
12 And the Staff and the Company agreed that a  
13 three-year average was appropriate.

14 Q. Okay. Thank you.

15 MR. AUGERI: Madam Chairwoman, if I  
16 could clarify just a little, only because  
17 this is quasi-legal-based.

18 The status of the project as a  
19 whole, as you may know, requires the New  
20 Hampshire Attorney General Consumer Division  
21 approval. Mr. Manning's reference to  
22 non-binding reservations, that piece was  
23 approved for the Company to use and obtain;  
24 however, final approval is still pending.

1           That would be anticipated within -- actually  
2           by statute, they have 30 days from  
3           September -- from today to make that final  
4           decision on approval. So I just wanted to  
5           make sure that was clear for the record.

6                         CHAIRWOMAN MARTIN: Thank you. I  
7           appreciate that.

8   BY CHAIRWOMAN MARTIN:

9   Q.   And Ms. Schwarzer mentioned the requirement  
10       that an application -- actually, this may  
11       have been Mr. Laflamme -- related to a change  
12       in tax status will be filed. I assume that  
13       the decision on that application will also be  
14       filed. And there's a requirement related to  
15       that, but I want to confirm that with Mr.  
16       Laflamme.

17   A.   (Laflamme) Yes. I think once that  
18       application is filed, and I'm not certain how  
19       many -- how long that would take to be  
20       approved by the Internal Revenue Service, but  
21       I would anticipate that there would be a  
22       follow-up decision in writing received from  
23       the Internal Revenue Service either approving  
24       or not approving the change in corporate tax

1 status.

2 MS. SCHWARZER: Madam Chairwoman,  
3 if I might?

4 CHAIRWOMAN MARTIN: Go ahead.

5 MS. SCHWARZER: Thank you. The  
6 terms of the Settlement Agreement on Bates  
7 Page 15 do not explicitly require the Company  
8 to file a decision made. And so if the  
9 Commission wishes to see that decision,  
10 although we would anticipate that the Company  
11 would have told us, the Commission may wish  
12 to make that explicit.

13 BY CHAIRWOMAN MARTIN:

14 Q. Mr. St. Cyr, would the Company agree to that  
15 requirement?

16 A. (St. Cyr) Yes, yes.

17 Q. Okay. Thank you.

18 CHAIRWOMAN MARTIN: All right. I  
19 don't have any other questions. Anything  
20 else we need to cover before closings, other  
21 than the exhibits?

22 [No verbal response]

23 CHAIRWOMAN MARTIN: All right.  
24 Seeing none, without objection we'll strike

1 I.D. on Exhibits 1 through 7 and admit those  
2 as full exhibits. And we will start with Ms.  
3 Schwarzer for the closing.

4 MS. SCHWARZER: Thank you, Madam  
5 Chairwoman. The Department of Energy's  
6 opinion is that the Settlement Agreement  
7 presented today will produce just and  
8 reasonable rates and result in a fair  
9 balancing of the interests between the sewer  
10 company and its customers. We ask the PUC to  
11 approve it both with regard to the permanent  
12 rates and the transfer of stock and  
13 ownership.

14 The Department of Energy  
15 appreciates the Company's timely-dated data  
16 request response and availability during work  
17 on both dockets for this hearing. Thank you.

18 CHAIRWOMAN MARTIN: All right.  
19 Thank you.

20 Mr. Augeri.

21 MR. AUGERI: Thank you, Madam  
22 Chairwoman. The Company believes and joins  
23 with the Department of Energy that the  
24 submitted Settlement Agreement and all

1 exhibits would represent just and reasonable  
2 rates for the rate case and that it is just  
3 and reasonable to allow for the transfer of  
4 ownership and would ask that the Commission  
5 approve as submitted. We would ask to  
6 approve for both dockets that have now been  
7 consolidated in this hearing, both DW 20-071  
8 and DW 20-091.

9 I would echo Attorney Schwarzer's  
10 comments that it was a very collaborative  
11 process in reaching this point, and we  
12 certainly appreciate all of the Department of  
13 Energy's efforts in reaching this point. And  
14 we would conclude by saying that the Company  
15 wishes that the Commission approve as  
16 submitted. Thank you.

17 CHAIRWOMAN MARTIN: All right.  
18 Thank you. And thank you to both parties for  
19 the very thorough presentation of the  
20 evidence today. We appreciate that.

21 All right. With that, we will  
22 close the record and take the matter under  
23 advisement and issue an order. We're  
24 adjourned. Thank you, everyone.

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(Hearing adjourned at 11:11 a.m.)

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C E R T I F I C A T E

I, Susan J. Robidas, a Licensed  
Shorthand Court Reporter and Notary Public  
of the State of New Hampshire, do hereby  
certify that the foregoing is a true and  
accurate transcript of my stenographic  
notes of these proceedings taken at the  
place and on the date hereinbefore set  
forth, to the best of my skill and ability  
under the conditions present at the time.

I further certify that I am neither  
attorney or counsel for, nor related to or  
employed by any of the parties to the  
action; and further, that I am not a  
relative or employee of any attorney or  
counsel employed in this case, nor am I  
financially interested in this action.

(ORIGINAL CERTIFICATION FILED WITH  
PUBLIC UTILITIES COMMISSION)

---

Susan J. Robidas, LCR/RPR  
Licensed Shorthand Court Reporter  
Registered Professional Reporter  
N.H. LCR No. 44 (RSA 310-A:173)

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