

Gary M. Zadick
UGRIN, ALEXANDER, ZADICK & HIGGINS, P.C.
#2 Railroad Square, Suite B
P.O. Box 1746
Great Falls, MT 59403
Telephone: (406) 771-0007
Facsimile: (406) 452-9360
gmz@uazh.com

Attorneys for Intervenors The Employees of Mountain Water Company

**DEPARTMENT OF PUBLIC SERVICE REGULATION
BEFORE THE PUBLIC SERVICE COMMISSION
OF THE STATE OF MONTANA**

IN THE MATTER OF the Joint Application of Liberty Utilities Co., Liberty WWH, Inc., Western Water Holdings, LLC, and Mountain Water Company for Approval of Sale and Transfer of Stock	REGULATORY DIVISION DOCKET NO. D2014.12.99
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PETITION TO INTERVENE

COME NOW The Employees of Mountain Water Company, by and through their duly authorized representative and Attorney, Gary M. Zadick of Ugrin, Alexander, Zadick & Higgins, P.C. and petition the Commission to grant this Petition for Intervention on behalf of The Employees of Mountain Water.

The Employees of Mountain Water Company who have formed an employee group and have engaged undersigned counsel to protect their jobs, wages and benefits are: Shanna M. Adams, Heather M. Best, Dennis M. Bowman, Kathryn F. Datsopoulos, Wayne K. Davis, Valarie M. Dowell, Jerry E. Ellis, Greg A. Gullickson, Bradley E. Hafar, Michelle Halley, Jack E. Heinz, Josiah M. Hodge, T. Clay Jensen, Kevin M. Johnson, Carla E. Jones, Micky A. Kammerer, John A. Kappes, Susan M. Lowery, Lee Macholz, Brenda K.

Maes, Jason R. Martin, Logan M. McInnis, Ross D. Miller, Beate G. Newman, Maureen L. Nichols, Michael L. Ogle, Travis Rice, Eric M. Richards, Gerald L. Schindler, Douglas J. Stephens, Sara S. Streeter, Joseph C. Thul, Denise T. Tribble, Patricia J. Wankier, Michael R. Wildey, Angela J. Yonce, and Craig M. Yonce.

The Employees of Mountain Water have an interest in the Joint Application for Approval of a Sale of Transfer of Stock since it affects their employment and livelihood.

The Employees support the Joint Application since, as stated in Paragraph 14 of the Joint Petition, Liberty Utilities has represented that:

Liberty Utilities considers the capable management team and employment base of Park Water and Mountain Water to be available to their respective operations. Accordingly, Liberty Utilities plans to preserve management continuity at Park Water and Mountain Water. With respect to the Merger Agreement, Liberty Utilities has a commitment with respect to compensation, benefits and retention of utility employees, including Mountain Water employees.

The interest of The Employees in this proceeding is further supported by the fact that The City of Missoula is attempting to condemn Mountain Water Company. In the condemnation action, The City has refused to commit to retain all employees of Mountain Water and has refused to commit to maintain all wages and benefits.

All of The Employees of Mountain Water Company, without exception, signed a Petition to the Mayor and City Counsel of The City of Missoula that none of them would accept employment with The City of Missoula based upon The City of Missoula's plan to eliminate positions and its refusal to commit to maintain wages, benefits and comparable working conditions. **Exhibit A** attached hereto. In contrast, Liberty Utilities has committed to all of the employees of Mountain Water that their positions would be maintained along

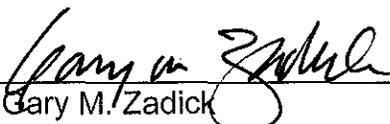
with their wages, benefits and working conditions.

The Employees of Mountain Water, therefore, petition the Public Service Commission to allow them to intervene in this proceeding to protect their substantial interests in their employment and to support the sale to Liberty Utilities Company. Liberty Utilities Company is an experienced utility company which has committed to protect the interests of all employees of Mountain Water Company.

Counsel for the Joint Applicants has been contacted and does not oppose this Petition for Intervention.

DATED this 8th day of January, 2015.

UGRIN, ALEXANDER, ZADICK & HIGGINS, P.C.

By: 
Gary M. Zadick
#2 Railroad Square, Suite B
P.O. Box 1746
Great Falls, Montana 59403
Attorneys for Intervenors The Employees of
Mountain Water Company

CERTIFICATE OF MAILING

I hereby certify that the foregoing was duly served upon the following by mail, Federal Express, Hand-delivery, Facsimile or Email transmission:

U.S. Mail Federal Express Hand-Delivery FAX transmission

 Email

Montana Consumer Counsel
111 North Last Chance Gulch, Suite 1B
P.O. Box 201703
Helena, MT 59620

For Joint Applicants Mountain Water and Western Water:

Thorvald A. Nelson
Nikolas S. Stoffel
Holland & Hart, LLP
6380 South Fiddlers Green Circle, Suite 500
Greenwood Village, CO 80111
tnelson@hollandhart.com
nsstoffel@hollandhart.com

Christopher Schilling
Chief Executive Officer
Leigh Jordan
Executive Vice President
Park Water Company
9750 Washburn Road
Downey, CA 90241
CSchilling@parkwater.com
LeighJ@parkwater.com

John Kappes
President & General Manager
Mountain Water Company
1345 West Broadway
Missoula, MT 59802
johnk@mtnwater.com

For Electronic Service Only:

Cynthia Kenney
cakennedy@hollandhart.com

Adele C. Lee
aclee@hollandhart.com

For Joint Applicants Liberty Utilities and Liberty WWH:

Michael Green
Gregory F. Dorrington
Crowley Fleck, PLLP
100 North Park Suite 300
P.O. Box 797
Helena, MT 59624
mgreen@crowleyfleck.com
gdorrington@crowleyfleck.com

Todd Wiley
Assistant General Counsel
Liberty Utilities
12725 West Indian School Road, Suite D-101
Avondale, AZ 85392
Todd.Wiley@LibertyUtilities.com

For Electronic Service Only:

Cathy Uda
cuda@crowleyfleck.com

Jennifer Tolan
jtolan@crowleyfleck.com

DATED this 9th day of January, 2015.



UGRIN, ALEXANDER, ZADICK & HIGGINS, P.C.

EXHIBIT A

Dear Council and Mayor,

October 13, 2014

We, the undersigned, respectfully decline the Stipulated Offer of Employment presented to us by your attorneys for the following reasons:

- Your offer is a significant reduction to the offer initially made in your amended complaint, and what you represented to the Judge as the reason that our intervention should be limited.
- We do not appreciate the attempt to single out members of our employee group, nor do we appreciate your disregard of the fact that we are an organized group of employees being represented as a single entity.
- As an employee group, we take great pride in operating and maintaining a reliable water system that provides great water service to this community. It is extremely disheartening that your attorneys have decided to attack our reputation by misrepresenting facts in a manner to reduce the trust the community has in us to serve water.
- Liberty Utilities, an experienced water system owner, has treated us with trust and respect. They clearly appreciate the hard work and innovations we apply daily to operate a very reliable water system. They have assured us they will keep all employees and will not split up our employee group. This will allow us to continue to serve this community with excellence, as we have for generations.
- Liberty has provided us with their employment and operating plans; whereas the city has repeatedly refused to answer questions that would allow us to better understand the city's plans and approach.

Finally, we would respectfully take this opportunity to ask that you vote to stop the condemnation process.

The city has not presented a valid case or argument for taking Mountain Water assets through condemnation, nor in any way proved that condemnation is in the best interest of Missoula customers. Mountain Water assets are already being put to their best public use, with a dedicated employee group and an incoming long-term regulated utility owner. And the city has failed to show how it would improve service, while our reputation in terms of service speaks for itself.

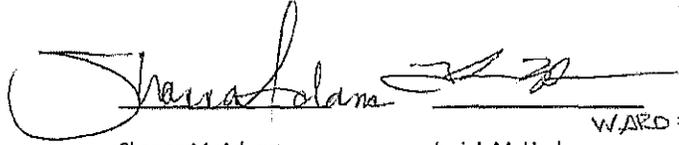
On a personal level, this taking and the tactics deployed by your attorneys are causing our families and us a great deal of stress and cost, just as they are the community, itself. You have the power to stop the runaway legal costs, the bickering, the misinformation, and the strong-arming of our employee group, and to refocus the community's dollars, time, resources and energy to issues that actually *need* addressing.

Please vote against continuing to fund this condemnation.

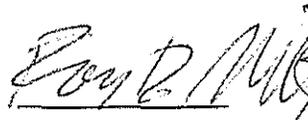
Sincerely,

The Employee Group of Mountain Water Company

Signature page attached.

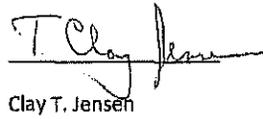

Shanna M. Adams

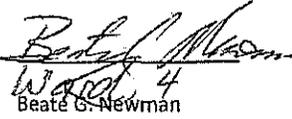
WARD #2
Josiah M. Hodge

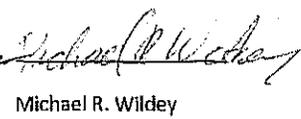

Ross D. Miller

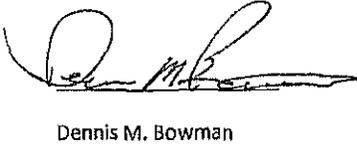
Patricia J. Wankler

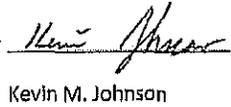

Heather M. Best


Clay T. Jensen


Beate S. Newman

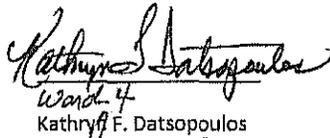

Michael R. Wildey


Dennis M. Bowman

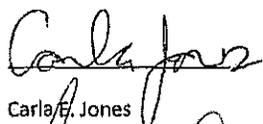

Kevin M. Johnson


Maureen L. Nichols

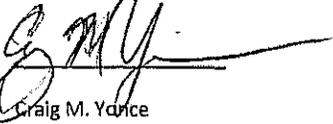
Angela J. Yonce

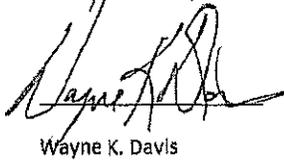

Kathryn F. Datsopoulos

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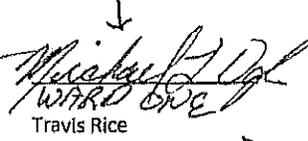

Carla E. Jones


Michael L. Ogle


Craig M. Yonce

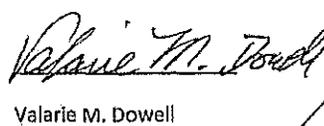

Wayne K. Davis


Micky A. Kammerer

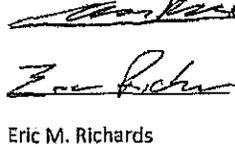

Travis Rice

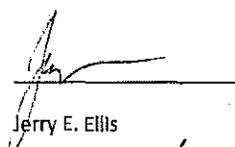
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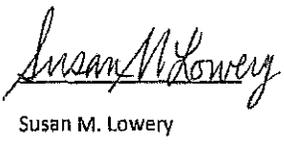
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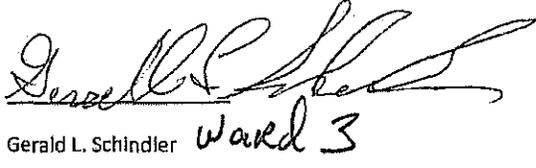

Valarie M. Dowell


John A. Kappes

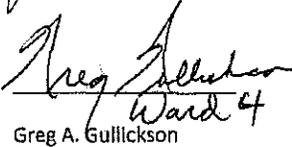

Eric M. Richards


Jerry E. Ellis

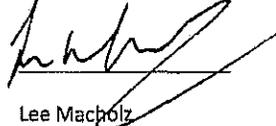

Susan M. Lowery


Gerald L. Schindler

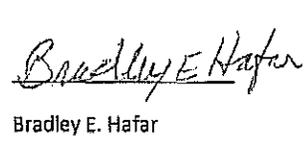
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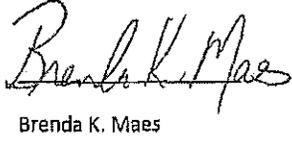

Greg A. Gullickson

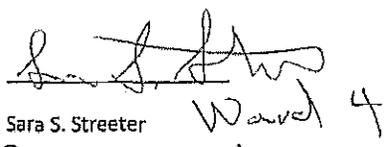
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Lee MacHolz

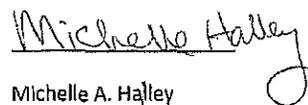

Douglas J. Stephens


Bradley E. Hafar

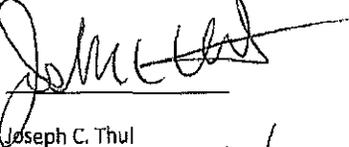

Brenda K. Maes


Sara S. Streeter

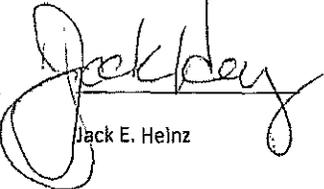
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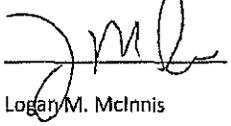

Michelle A. Halley

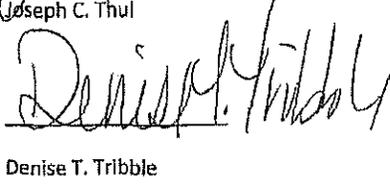

Jason R. Martin


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Denise T. Tribble