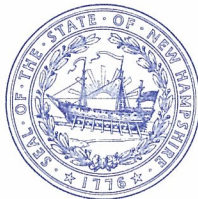


THE STATE OF NEW HAMPSHIRE

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EXECUTIVE DIRECTOR  
Debra A. Howland



PUBLIC UTILITIES COMMISSION

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September 13, 2012

Debra A. Howland  
Executive Director  
NH Public Utilities Commission  
21 S. Fruit St., Suite 10  
Concord, NH 03301

Re: DW 12-180 White Rock Water Company, Inc.  
Lakeland Management Co., Inc.  
Transfer of Stock



Dear Ms. Howland:

On July 2, 2012, Theresa Crawshaw, White Rock Water Company, Inc. (White Rock) and Lakeland Management Company, Inc. (Lakeland) (together, the Utilities) filed a joint petition for approval of the transfer of corporate stock. The Utilities request approval *nunc pro tunc* for transfer of stock to Ms. Crawshaw. White Rock, located in Bow, provides water service to approximately 94 customers. Lakeland, located in Belmont, provides water service to 158 customers, and sewer service to 156 customers.

In 2011, Mr. Wade Crawshaw, shareholder of both White Rock and Lakeland, transferred his stock in both companies to Ms. Crawshaw, his spouse, just prior to his death. The capital stock of each company consists of 100 shares of common stock with no par value. In Lakeland's recently concluded rate case DW 10-306, the issue arose as to what changes would take place, or had taken place, with respect to the ownership and operation of the utilities considering the passing of Mr. Crawshaw. In the Commission's Order 25,357 issued May 1, 2012 approving a settlement agreement in that docket, the Commission stated "as to the representation that Ms. Crawshaw has been named President of Lakeland following her husband's death, we remind Lakeland that any change in ownership of the utility must be approved by the Commission pursuant to RSA 369:1 and, accordingly, we direct Lakeland to file for such approval." Order at 12. The Utilities' filing is in response to that directive.

The Utilities are operated under contracts with C&C Water Services, Inc. (C&C). Lakeland's contract with C&C is attached to the settlement agreement filed in DW 10-306. C&C provides operations and maintenance services to both utilities, and has for several years. These services include maintenance and repair including routine and preventative maintenance,

DW 12-180  
White Rock Water Company, Inc.  
Lakeland Management Company, Inc.  
Transfer of Stock

scheduled maintenance, system flushing, water sampling, preparation of reports, meter reading, repair and replacement, and emergency service and response. C&C is owned by Ms. Crawshaw and Alex L. Crawshaw, her son. C&C also provides the technical qualifications for operation of water utilities required by the New Hampshire Department of Environmental Services (DES).

In addition to the contracts with C&C as detailed above, Lakeland has entered into a separate contract with Ms. Crawshaw for administrative services not covered under the C&C contract. This contract was presented by the settling parties in DW 10-306 and is attached to the settlement agreement in that docket. The services provided are accounting tasks, hiring of contractors, attorneys and accountants, and regulatory relations. Staff inquired of the company through its counsel as to whether Ms. Crawshaw provides similar services to White Rock. It was confirmed that she does, but there currently is no written agreement. Staff suggested to the company that an agreement should be executed and submitted to the Commission pursuant to the requirements of RSA 366 regarding affiliate agreements.

Based on these facts, Staff recommends approval *nunc pro tunc* of the transfer of stock of the utilities to Ms. Crawshaw.

If there are any questions regarding these matters, please let me know.

Sincerely,



Mark A. Naylor  
Director, Gas & Water Division

Cc: service list