

**STATE OF NEW HAMPSHIRE
PUBLIC UTILITIES COMMISSION**

DW 24-069

**MILL BROOK VILLAGE WATER SYSTEM, LLC, MARC LIECHTI,
AND JUSTIN AHMANN**

**Joint Petition for Approval to Change Ownership of
Mill Brook Village Water System, LLC**

**COMMENCEMENT OF ADJUDICATIVE PROCEEDING
AND NOTICE OF PREHEARING CONFERENCE**

On May 1, 2024, Mill Brook Village Water System, LLC (Mill Brook) and Marc Liechti and Justin Ahmann (the Buyers) filed a joint petition requesting that the Commission approve the Buyers' acquisition of Mill Brook. In support of their petition, Mill Brook and the Buyers (collectively, the Joint Petitioners) filed the direct testimony and related attachments of: James Ingram, the current owner of Mill Brook (Ingram Testimony); and the joint direct testimony of the Buyers (Buyers' Testimony). All docket filings, other than any information subject to confidential treatment, are available on the Commission's website at www.puc.nh.gov/Regulatory/Docketbk/2024/24-069.html.

I. BACKGROUND AND PROCEDURAL HISTORY

Mill Brook is a public water utility that provides service to 44 residential customers in three residential developments in Thornton, New Hampshire. Petition (Pet.), ¶ 2; *see also Mill Brook Vill. Water Sys.*, Order No. 25,754 (January 14, 2015) (determining Mill Brook to be public utility authorized to provide water service within Thornton franchise area). James Ingram is the sole owner of Mill Brook, which is a limited liability company in good standing. Pet., ¶ 1; Attachment A.

According to the joint petition, the Buyers, who are based in Montana, have experience successfully owning, operating, and managing several small out-of-state

water utilities. Pet., ¶ 3; Ingram Testimony, Attachment 1 (Purchase Agreement (stating Buyers' joint address)). Mr. Liechti is the President and Chief of Operations of Alpine Pacific Utilities, and Mr. Ahmann is a licensed professional engineer and is licensed in Montana as a water operator and wastewater operator. Pet., ¶ 3. The Joint Petitioners stated that the Buyers also own two other companies, Alpine Pacific Power & Water, LLC and the New Hampshire-based Hydro Hooligans (collectively, the affiliated companies). *Id.*, ¶ 15; Buyers' Testimony at 6, 8.

If approved by the Commission, Mr. Ingram would convey Mill Brook's franchise, assets, and liabilities to the Buyers. Pet., ¶ 4. The Buyers would each acquire a 50 percent equity interest in Mill Brook, which they would then operate and maintain using the affiliated companies. *Id.*, ¶¶ 13, 15. The Joint Petitioners stated that the transaction is anticipated to close within 30 days of the date a Commission order granting the joint petition becomes final. Pet., ¶ 13. They maintained in their petition that the Buyers' acquisition of Mill Brook would not result in any change to Mill Brook's rate base or rates. *Id.*, ¶ 13.

II. ISSUES PRESENTED

The filing presents, *inter alia*, the following issues: whether the transfer of Mill Brook's franchise and assets to the Buyers is for the public good and should be permitted under RSA 374:30, RSA 374:22, and RSA 374:26; whether the transfer of Mill Brook's franchise to the Buyers will result in the Buyers providing reasonably safe and adequate service at just and reasonable rates to customers in the transferred franchise area in accordance with RSA 374:1, RSA 374:2, and RSA 378:7; and whether the transfer of Mill Brook's liabilities to the Buyers is consistent with the public good under RSA 369:1. Accordingly, an adjudicative proceeding will be convened to address these issues.

The Commission will be conducting the prehearing conference and any hearings scheduled in this matter in person. The Commission will consider requests to conduct hearings using a hybrid format to permit remote participation by a specific individual only if the Commission has determined that a sufficient reason has been provided for why that individual would be unable to attend in person. Any party requesting that a specific individual be permitted to participate remotely should file a written request with the Commission's Clerk's Office no later than fifteen (15) days prior to the prehearing conference or hearing date. If the Commission determines that one or more individuals will be permitted to appear remotely, then individuals in the Commission's hearing room, including the Commissioners, will be broadcast on a web-enabled platform.

Based upon the foregoing, it is hereby

ORDERED, that an adjudicative proceeding be commenced for the purpose of reviewing and resolving the foregoing issues pursuant to RSA chapter 541-A, RSA 374:30, RSA 374:22, RSA 374:26, RSA 374:1, RSA 374:2, RSA 378:7, RSA 369:1, and the Commission's procedural rules; and it is

FURTHER ORDERED, that the Commission will hold a prehearing conference, pursuant to N.H. Admin. R., Puc 203.15, at its offices located at 21 S. Fruit St., Suite 10, Concord, New Hampshire, on July 31, 2024, at 9:00 a.m., at which each party should be prepared to address any of the issues set forth in N.H. Admin. R., Puc 203.15; and it is

FURTHER ORDERED, that the New Hampshire Department of Energy shall file its position regarding the Joint Petitioners' petition, including the reasons for this position, on or before July 17, 2024; and it is

FURTHER ORDERED, that during the prehearing conference, the Commission will consider the matters listed in Puc 203.15(c) and (d), including the establishment of a procedural schedule governing the remainder of the proceeding. Parties and potential parties are encouraged to facilitate the development of a procedural schedule by conferring prior to the prehearing conference, so that the presiding officer can address any matters on which there is disagreement during the prehearing conference. Any procedural schedule, however, will not be approved until after the prehearing conference and after consulting the Commission's calendar; and it is

FURTHER ORDERED, that, immediately following the prehearing conference, the Joint Petitioners shall make appropriate personnel available for the parties to hold a technical session to review the filing; and it is

FURTHER ORDERED, that any entity or individual may petition to intervene and seek to be admitted as a party in this proceeding. Each party has the right to have an attorney represent the party at the party's own expense; and it is

FURTHER ORDERED, that, consistent with N.H. Admin. R., Puc 203.17 and Puc 203.02, any entity or individual seeking to intervene in the proceeding shall file with the Commission a petition to intervene with copies sent to the Joint Petitioners and any other parties on the service list, on or before July 9, 2024. The petition shall state the facts demonstrating how the petitioner's rights, duties, privileges, immunities, or other substantial interests may be affected by the proceeding, consistent with N.H. Admin. R., Puc 203.17; and it is

FURTHER ORDERED, that any party objecting to a petition to intervene make said objection on or before July 19, 2024; and it is

FURTHER ORDERED, that the parties may submit a stipulation containing a discovery schedule, statement of any additional issues not identified in this order of

notice, and at least three dates on which they would be available for a final hearing in this matter, including how much time will be required, with a request that the prehearing conference and technical session be cancelled, on or before July 22, 2024. The Commission may cancel the prehearing conference and technical session upon approval of such a stipulation; and it is

FURTHER ORDERED, that parties shall file any proposed exhibits, written testimony, motions, or other documents intended to become part of the record in this proceeding with the Commission. Pursuant to the secretarial letter issued on March 17, 2020, which is posted on the Commission's website at <https://www.puc.nh.gov/Regulatory/Secretarial%20Letters/20200317-SecLtr-Temp-Changes-in-Filing-Requirements.pdf>, all Commission rules requiring the filing of paper copies are suspended until further notice. Parties may elect to submit any filing in electronic form unless otherwise ordered by the Commission. Filings will be considered filed as of the time the electronic copy is received by the Commission; and it is

FURTHER ORDERED, that routine procedural inquiries may be made by contacting the Commission's Clerk's Office at (603) 271-2431 or ClerksOffice@puc.nh.gov. All requests to the Commission should be made in a written pleading filed with the Commission. Unless otherwise authorized by law, *ex parte* communications are prohibited; and it is

FURTHER ORDERED, that the proposed notice contained in Attachment 2 to the Ingram Testimony is APPROVED with the following amendment: this notice should include the link to the above-captioned docket on the Commission's website and add following language in **bold** type to the second full paragraph:

The New Hampshire Public Utilities Commission has issued an order of notice in Docket No. DW 24-069, which schedules a prehearing conference on July 31, 2024, at 9:00 a.m. A copy of the order of notice will be posted in the docket on the Commission's website;

and it is

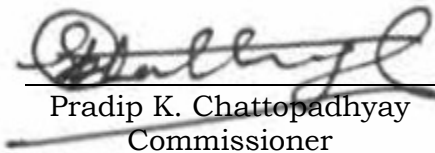
FURTHER ORDERED, that pursuant to N.H. Admin. R., Puc 203.12, Mill Brook shall notify all entities and individuals desiring to be heard at this hearing by mailing a copy of the approved notice by first-class and certified United States mail to the Town of Thornton Board of Selectmen, the New Hampshire Department of Environmental Services, and all current Mill Brook customers, postmarked no later than June 17, 2024, such notice to be documented by affidavit filed with the Commission on or before July 1, 2024. In addition, the Clerk shall publish this order of notice on the Commission's website no later than two business days after the date of issue; and it is

FURTHER ORDERED, that any hearings in this matter shall be conducted in accordance with the attached hearing guidelines.

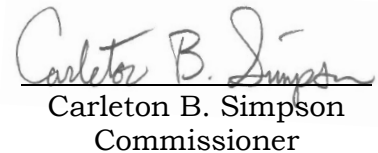
So ordered, this fourth day of June, 2024.



Daniel C. Goldner
Chairman



Pradip K. Chattopadhyay
Commissioner



Carleton B. Simpson
Commissioner

Individuals needing assistance or auxiliary communication aids due to sensory impairment or other disability should contact the NHPUC, 21 S. Fruit St., Suite 10, Concord, New Hampshire 03301-2429; 603-271-2431; TDD Access: Relay N.H. 1-800-735-2964. Notification of the need for assistance should be made one week prior to the scheduled event.

Service List - Docket Related

Docket#: 24-069

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