J. Craig Smith (4143)
Daniel J. McDonald (7935)
Kathryn J. Steffey (10245)
SMITH HARTVIGSEN, PLLC
215 South State Street, Suite 600
Salt Lake City, Utah 84111
Telephone: (801) 413-1600
Facsimile: (801) 413-1620
Attorneys for Applicant/Complainant

BEFORE THE PUBLIC SERVICE COMMISSION OF UTAH

BEAR HOLLOW RESTORATION, LLC, Applicant/Complainant, v. LEON H. ("HY") SAUNDERS; LANDMARK PLAZA ASSOCIATES; PARLEY'S CREEK, LTD.; PARLEY'S LANE, LTD.; PARLEY'S PARK; STUART A. KNOWLES; TRILOGY LIMITED, L.P.; TRILOGY ASSET MANAGEMENT, INC.; LAND & WATER RESOURCES, INC.; LAWRENCE R. KNOWLES IRREVOCABLE TRUST; LEON H. SAUNDERS, STUART A. KNOWLES and TRILOGY LIMITED, L.P. dba SK RESOURCES, a Utah general partnership and/or joint venture; SUMMIT WATER DISTRIBUTION COMPANY, a Utah corporation, Respondents.	**FIRST AMENDED COMPLAINT AND REQUEST FOR AGENCY ACTION** Docket No. 09-015-01

Pursuant to Utah Code Ann. §§ 54-7-9(1)(b) and 63G-4-201, and Utah Admin. Code R746-100-3.A and R746-331-1.A, Bear Hollow Restoration, LLC hereby complains and requests agency action against the Respondents as follows:

I.

PARTIES

1. Applicant/Complainant Bear Hollow Restoration, LLC (**"Bear Hollow"**) is a Utah limited liability company and a "Class A" shareholder of Respondent Summit Water Distribution Company.

2. Respondent Summit Water Distribution Company (**"Summit"**) is a privately-owned mutual water service corporation organized and registered under the laws of Utah as a non-profit corporation and a tax exempt entity under 501(c)(12) of the Internal Revenue Code.

3. Respondent Leon H. Saunders is the founder of Summit and, according to records available to Applicant/Complainant, its single largest Class A shareholder, its President, and a member of its board of directors.

4. Upon information and belief, Respondent Landmark Plaza Associates is or was a Utah limited partnership owned and/or controlled by Respondent Leon H. Saunders and is a Class A shareholder of Summit.

5. Upon information and belief, Respondent Parley's Creek, Ltd. is a Utah limited partnership owned and/or controlled by Respondent Leon H. Saunders and is a Class A shareholder of Summit.

6. Upon information and belief, Respondent Parley's Lane, Ltd. is a Utah limited partnership owned and/or controlled by Respondent Leon H. Saunders and is a Class A shareholder of Summit.

7. Upon information and belief, Respondent Parley's Park is a Utah limited partnership owned and/or controlled by Respondent Leon H. Saunders and is a Class A shareholder of Summit.

8. Respondents Landmark Plaza Associates, Parley's Creek, Ltd., Parley's Lane, Ltd., and Parley's Park are hereinafter collectively referred to as the "**Saunders Entities**."

9. Respondent Stuart A. Knowles is a Class A shareholder and director of Summit and, upon information and belief, is an officer of and/or owns a controlling interest in Trilogy Limited, L.P.

10. Upon information and belief, Trilogy Limited, L.P. is a Georgia limited partnership owned and/or controlled by Respondent Stuart A. Knowles and is a Class A shareholder of Summit.

11. Respondent Trilogy Asset Management, Inc. is a Georgia "for profit" corporation that, upon information and belief, is owned and/or controlled by Stuart A. Knowles, who serves as its CEO and CFO. Trilogy Asset Management, Inc. is the general partner of Trilogy Limited, L.P. and is not a Summit shareholder.

12. Land & Water Resources, Inc. is a California corporation and a Class A shareholder of Summit that is owned and/or controlled by Stuart A. Knowles. Land & Water Resources, Inc. was merged with Trilogy Limited, L.P. on or about December 31, 2007.

13. Respondent Lawrence R. Knowles Irrevocable Trust is a Class A shareholder of Summit and, upon information and belief, is controlled or managed by Stuart A. Knowles.

14. Respondents Trilogy Limited, L.P., Trilogy Asset Management, Inc., Land & Water Resources, Inc., and Lawrence R. Knowles Irrevocable Trust are hereinafter collectively referred to as the "**Knowles Entities**."

15. Respondent SK Resources is, upon information and belief, a Utah general partnership and/or joint venture between and among Leon H. Saunders, Stuart A. Knowles, and/or Trilogy Limited, L.P.

16. Respondents each, independently and collectively, constitute a "public utility" and/or a "water corporation" as those terms are defined in Utah Code Ann. § 54-2-1(16)(a), (29).

17. Summit, Saunders, Knowles, the Saunders and Knowles Entities, and SK Resources are, individually and collectively, a "person" as that term is defined in Utah Code Ann. § 54-2-2.

II.

JURISDICTIONAL ALLEGATIONS

18. Jurisdiction over this action is properly held by the Public Service Commission (**"Commission"**) pursuant to Utah Code Ann. §§ 54-1-2.5, 54-4-1, 54-7-9, and 63G-4-201, *et. seq.*

19. This action is brought pursuant to Utah Admin. Code R746-100-3.A. and R746-331-1.A.

20. According to admissions set forth in a Second Amended Complaint & Demand for Trial by Jury filed as Civil No. 010500359 in the Third District Court for Summit County attached hereto as **Exhibit A**, which is incorporated herein by this reference, Summit "has four classes of shareholders; (a) Class A shareholders—investors and developers who contribute capital, infrastructure and/or source water in exchange for shares; (b) Class B shareholders—residential water users; (c) Class C shareholders—irrigation water users; and (d) Class D shareholders—snowmaking water users." (Ex. A at 7, ¶ 34.)

21. The Class A shareholders of Summit are further subdivided into "investor" and "non-investor" Class A shareholders.

22. Saunders, the Saunders Entities, Knowles, and the Knowles Entities are, upon information and belief, among the "investor" subcategory of Class A shareholders and are hereafter referred to as "**Non-Consumer Investor Shareholders**."

23. The Non-Consumer Investor Shareholders' Class A shares are unique "in that they are not dedicated to any specifically identified property development. Consequently, the right to wet water that these shares represent may be sold to new or existing Class A shareholders having an identified property development project." (Ex. A at 8, ¶ 37.)

24. In other words, the Non-Consumer Investor Shareholders' Class A shares are non-use or non-consumer shares. They are sold to putative Class A shareholders, usually developers such as Bear Hollow, for a profit.

25. Just as a consumer has no choice but to go to UTA for bus service, to Questar for gas service, or to Rocky Mountain Power for power, in certain geographic areas of this state, putative Class A shareholder consumers have or have had no choice but to go to the Non-Consumer Investor Shareholders for culinary water service in certain areas of Summit County, including, but not limited to, Jeremy Ranch, Hidden Cove, Powder Wood, Landmark Area (the factory outlets and surrounding development), Canyon Creek, Trailside Subdivision, Trailside Park, Bear Hollow, Ranch Place, Snyder's Mill, Utah Winter Sports Park, White Pine Subdivision and the Canyons Ski Area.

26. Consequently, the Non-Consumer Investor Shareholders have been able to sell their Class A investment shares at monopoly pricing for as much as $15,000.00 per share, if not more.

27. The Non-Consumer Investor Shareholders have also been able to charge monopoly pricing for "connection fees" and other essential public services, charging as much as $2,500.00 for "connection fees," in addition to the purchase of a share, for each .76 acre feet of water service.

28. These exorbitant purchase costs and fees are passed along to the ultimate consumers—members of the general public needing culinary water service—making water service more expensive than it ought to be simply because the Non-Consumer Investor Shareholders have a monopoly and want to make the largest possible profit.

29. By their own admission, the existence of non-use or non-consumer shares "is the means by which the Investor Shareholders' recover their costs and a reasonable return on their investment in obtaining and developing the water rights and water sources and providing the capital to construct the storage, distribution and delivery systems they have contributed" to Summit. (Ex. A. at 8, ¶ 37.)

30. Inasmuch as non-profit enterprises do not receive a "return on their investment," it cannot be said that Summit operates as a true cooperative or mutual company for the benefit of its members. Rather, it is a for-profit enterprise that exists for the financial benefit of its Non-Consumer Investor Shareholders ultimately at the expense of the general consuming public.

31. As Summit and some of the Non-Consumer Investor Shareholders admit, "[t]hrough the sale of their Class A shares, the Investor Shareholders are engaged in the retail sale of culinary water that is then distributed and delivered by Summit Water for commercial and residential use." (Exhibit A at 8, ¶ 39.) The way this occurs requires further explanation and is somewhat unique to Summit.

32. Upon purchase of a Class A share from the Non-Consumer Investor Shareholder, the new Class A shareholder's Class A share becomes appurtenant to a specific geographic area or tract of land.

33. "Each Class A share contains the right to be converted into a Class B, C or D share upon the sale and surrender of the Class A share, and the issuance of a Class B, C or D share. Such new share is ***an appurtenant interest tied to the land*** of the Class B, C or D shareholder. For instance, a residential developer who owns a block of Class A shares purchased from one or more of the Investor Shareholders and who starts selling residential homes in a new development will surrender its Class A shares in exchange for one Class B share issued to each new homeowner. The water rights represented by the Class B share become part of the real property owned by the homeowner, ***and are transferred with the land upon subsequent sale of the home***." (Ex. A at 8, ¶ 38.)

34. Because Class B shares are "***an appurtenant interest tied to the land"*** and "***are transferred with the land upon subsequent sale***," (Ex. A at 8, ¶ 38), Summit has no more right to choose or control its putative consumers (Class B consumer shareholders) than Questar, Rocky Mountain Power or UTA have to choose *their* consumers.

35. Conversely, because Summit has a water service monopoly in particular service areas within Summit County, including those mentioned above—because, among other things, its lines and connections are the only culinary water lines and connections reasonably available in the area—members of the public in Summit's service area have no more choice in selecting a culinary water utility than members of the public have in selecting a gas, electric and public transportation provider in service areas controlled or owned by Questar, Rocky Mountain Power or UTA.

36. Because Class B shares are "***an appurtenant interest tied to the land***" and "***are transferred <u>with the land</u> upon subsequent sale***," (Ex. A at 8, ¶ 38), culinary water service through Summit is an incident of property ownership and, thus, the right to receive water from Summit cannot be gainsaid, denied or withdrawn by Summit at its pleasure.

37. Because Class B shares are "***an appurtenant interest tied to the land***" and "***are transferred <u>with the land</u> upon subsequent sale***," (Ex. A at 8, ¶ 38), culinary water service through Summit is not confined to certain privileged individuals that Summit gets to pick and choose; rather water service is open to the indefinite public purchasing land within Summit's service area.

38. Additionally, nothing in Summit's Articles of Incorporation or By-laws prohibits Summit from rendering service to the public or from providing culinary water to non-shareholders.

39. Upon information and belief, Summit does, in fact, provide culinary water directly to non-shareholders and directly serves and receives payment from non-shareholders.

40. For example, upon information and belief, non-shareholder consumers that receive culinary water or culinary water service directly from Summit include non-shareholder tenants of apartment complexes, non-shareholder members or occupants of time-share resorts and condominiums, non-shareholder tenants, licensees, occupants and users of public facilities such as the Park City School District and the United States Post Office, non-shareholder tenants and lessees of homes and residences, among others.

41. Upon information and belief, Summit has received and accepted payment directly from these non-shareholder consumers in exchange for the delivery of culinary water.

42. None of these non-shareholder consumers have the ability to control the rates charged by Summit for connection, service, etc., nor do they have any ability to control the quality of the culinary water delivered by Summit because, among other things, they have no vote or say in the management or governance of Summit.

43. Summit also *indirectly* provides culinary water to the public generally inasmuch as any member of the public visiting the public facilities serviced by Summit will receive culinary water provided by Summit, regardless of their lack of shares in Summit.

44. By virtue of Utah Code Ann. § 54-2-1(29) (emphasis added), a "water corporation" includes "every corporation and person, their lessees, trustees, and receivers, ***owning***, ***controlling***, operating, or managing any ***water system*** for public service within this state."

45. In turn, "water system" within the meaning of Utah Code Ann. § 54-2-1(30)(a) "includes all reservoirs, tunnels, shafts, dams, dikes, headgates, pipes, flumes, canals, structures, and appliances, and all other real estate, fixtures, and personal property owned, controlled, operated, or managed in connection with or to facilitate the diversion, development, storage, supply, distribution, sale, furnishing, carriage, appointment, apportionment, or measurement of water for power, fire protection, irrigation, reclamation, or manufacturing, or for municipal, domestic, or other beneficial use."

46. By the admission of its "president of the Board of Directors," Leon Hy Saunders, "[e]ach component part of the share for the Company is tied to particular water rights ***and facilities*** ...." (Affidavit of Leon Hy Saunders Re: Motion of Mountain Regional for Temporary Restraining Order, filed in the Third Judicial District Court on May 4, 2001, at 2, 4, ¶¶ 1, 13, attached hereto as **Exhibit B** and incorporated herein by this reference.)

47. By the admission of its "president of the Board of Directors," Leon Hy Saunders, (**Exhibit** B at 2, ¶ 1), "Summit Water Distribution Company and its shareholders ***own and control*** substantial real and personal property assets that are tied to the water rights ***and the water storage and delivery facilities*** and operations appurtenant to the land developments that Summit Water Distribution Company services. These ***assets*** include, but are not limited to,

a. Over 70 miles of 12-inch, 18-inch and 30-inch main water distribution, transmission and connection lines;

b. Ten storage reservoirs containing approximately 6,000,000 gallons of storage capacity;

c. Rights to water from 11 sources, including 10 wells and 1 spring that are capable of producing water flow in excess of 3,500 gallons per minute;

d. A permitted and funded $12,500,000.00 water treatment plant on East Canyon Creek[] ... and is designated to eventually treat 22,000,000 gallons per day;

....

f. Numerous additional real property interests including the land on which Summit Water Distribution Company's water treatment plant, storage reservoirs, wells, pump stations and other facilities are located, and easements for its more than 70 miles of pipeline and other well protection easements;

g. Extensive system fixtures and equipment, including approximately (i) 1,250 valves, (ii) 11 pressure reduction stations, (iii) 25 air evacuation stations, (iv) 2 altitude values, (v) 7 lift stations, (vi) 1 commingle station, (vii) 1,280 water meters (residential and commercial), (viii) 1,025 back-flow devises (residential and commercial) and (ix) 420 fire hydrants;

h. Approximately 2,200 service connections for service to approximately 5,200 residents;

...."

(**Exhibit B** at 5-6, ¶ 14.)

48. By the admission of its "president of the Board of Directors," Leon H. ("Hy") Saunders, (**Exhibit** B at 2, ¶ 1), "Summit Water Distribution Company is a privately owned, mutual water service company, engaged in the development, establishment, operation, and maintenance of ***public service water facilities*** in western Summit County, State of Utah. It is a privately held mutual water company which places its property to an ***essential public use*** and purpose of providing culinary, domestic, residential, commercial and recreational use of water in the ***public interest***." (**Exhibit B** at 2, ¶ 2 (emphasis added).)

49. By its own admission, "Summit Water, together with Class A Investor shareholders, compete in the production, sale and distribution of culinary water in the Snyderville Basin." (**Exhibit A** at 8, ¶ 41.)

50. By its own admission, "[a]s of January 2000, [Summit Water, together with Class A Investor shareholders] were the leading, largest and strongest competitor for the retail sale, distribution and delivery of water in the Snyderville Basin." (**Exhibit A** at 10, ¶ 55.)

51. By its own admission, Summit Water competes with public entity providers such as Mountain Regional Water Special Service District "in supplying culinary and other types of water for residential and commercial purposes in the Snyderville Basin, and particularly compete with respect to the sale, distribution and delivery of new water connections to developers and property owners." (**Exhibit A** at 11, ¶ 57.)

52. By its own admission, the Respondents' and Summit's ability or inability to compete for new water connections affects "consumers, developers and users" of water and the rates that such consumers ultimately pay for culinary water. (*See* **Exhibit A** at 38, ¶ 208.)

53. Since its inception, Summit has provided or attempted to provide and fulfill the essential public use and purpose of providing water and water service for culinary, domestic, residential, commercial, and recreational uses in western Summit County, Utah.

54. The culinary water distribution system owned, operated and controlled by Summit and the Respondents is a "water system" as defined in Utah Code section 54-2-1(30)(a).

55. Summit and Respondents own, operate and control a "public utility" as defined in Utah Code section 54-2-1(16)(a) and are engaged in the development, establishment, operation, and maintenance of public water service facilities in western Summit County, Utah, including water rights, source, storage, treatment and distribution systems, facilities, and equipment.

56. The distinction between Summit and Respondents should be disregarded because, as more specifically set forth and explained herein, the Non-Consumer Investor Shareholders so control, manipulate and dominate Summit that Summit is a mere instrumentality for the Non-Consumer Investor Shareholders to abuse Summit's non-profit corporate and tax exempt status for their own financial gain.

57. Further, the organization and method of conduct of Summit and the Non-Consumer Investor Shareholders have for their purpose evasion of the law in violation of the principle set forth in *Garkane Power Co., Inc. v. Public Service Comm'n*, 98 Utah 466, 100 P.2d 571 (1940).

58. Summit and the Non-Consumer Investor Shareholders do not serve as a true cooperative or mutual company because, among other things, they do not serve only their

members and they are not completely consumer owned with each consumer limited to one membership as contemplated by *Garkane* and the Utah Legislature.

59. Summit and the Non-Consumer Investor Shareholders have established, manipulated, dominated and controlled Summit such that it is not a bona fide cooperative or private service organization; instead it is a device prepared and operated to evade or circumvent the law.

III.

ALLEGATIONS PERTAINING TO EXEMPTION

UNDER UTAH ADMIN. CODE R746-331-1

60. Utah Administrative Code R746-331-1 provides that a mutual water company may be exempt from Commission regulation if:

> the Commission finds that the entity is an existing non-profit corporation, in good standing with the Division of Corporations; that the entity owns or otherwise adequately controls the assets necessary to furnish culinary water service to its members, including water sources and plant; and that voting control of the entity is distributed in a way that each member enjoys a complete commonality of interest, as a consumer, such that rate regulation would be superfluous.

Utah Admin. Code R746-331-1.C

61. A finding by the Commission that a mutual water company is exempt from Commission jurisdiction and regulation is not final and can be revoked:

> Issuance of the finding shall not preclude another Commission inquiry at a later time if changed circumstances or later-discovered facts warrant another inquiry.

Id.

A.

Respondents Are Not Operating as a Non-Profit Corporation

62. Summit is a non-profit organization in form only. In substance, Summit and Respondents operate a vast, for-profit enterprise controlled and orchestrated by Saunders and Knowles and/or the Saunders Entities and Knowles Entities (the Non-Consumer Investor Shareholders).

63. According to the October 25, 2002 Summit shareholders list attached hereto as **Exhibit C** and incorporated herein by this reference,[1] Saunders and/or the Saunders Entities own 42.5% of all Class A shares of Summit and 27.5% of all outstanding shares. Knowles and the Knowles Entities own 37.6% of all Class A shares and 24.4% of all outstanding shares. Together, Saunders and Knowles own and/or control 80.1% of all Class A shares and 51.9% of all outstanding shares.

64. Saunders, Knowles, and/or Trilogy Limited, acting through SK Resources, have engaged in the pattern and practice of selling their Class A shares for profit.

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[1] It should be noted that, in an attempt to resolve its dispute with Summit regarding Summit's refusal to allow Bear Hollow to sell or transfer its shares of stock, Bear Hollow requested, pursuant to the Revised Nonprofit Corporation Act, the opportunity to inspect certain corporate records relating to Summit's history and policy of transferring shares, including a list of all current shareholders. (*See* Letter from J. Craig Smith to Van J. Martin, dated June 15, 2009, attached hereto as **Exhibit D** and incorporated herein by this reference.) However, Summit has refused to produce the requested records, claiming that Bear Hollow's records request is "inappropriate" because it does not relate to Bear Hollow's interest as a Summit shareholder, which Summit restricts to only "receiv[ing] water delivery through its ownership of stock in the company." (*See* Letter from Lara Swensen to J. Craig Smith, attached hereto as **Exhibit E** and incorporated herein by this reference.)

Although Bear Hollow subsequently explained that its interest as a Summit shareholder includes its right to "sell and/or lease its shares" and that its records request relates to such an interest, (*see* Letter from J. Craig Smith to Lara Swensen, dated August 6, 2009, attached hereto as **Exhibit F** and incorporated herein by this reference), Summit has refused to produce the requested records for inspection. Consequently, despite its status as a shareholder of Summit, Bear Hollow has been unable to review or receive a copy of the current Summit shareholder list. As such, Bear Hollow must refer to and attach to this Amended Complaint the 2002 Shareholder List, which is the most recent list that Bear Hollow has been able to obtain.

65. For example, on or about December 27, 1993, Saunders and Knowles entered into a Purchase Agreement to sell 289 Class A shares to Double M Investments, Ltd. for $1,300,500.00. (*See* **Exhibit G** attached hereto and incorporated herein by this reference.)

66. On or about October 11, 1995, SK Resources entered into a Share Purchase Agreement with Thomas Hulbert and/or Park City Hotel Partners, LLC for the sale of 13 Class A shares at a purchase price of $12,500.00 per share, for an aggregate purchase price of $162,500.00. (*See* **Exhibit H** attached hereto and incorporated herein by this reference.)

67. On or about December 11, 1997, SK Resources entered into a Share Purchase Agreement with ASC Utah, Inc., dba The Canyons to sell 4 Class A shares at $4,800.00 per share. (*See* **Exhibit I** attached hereto and incorporated herein by this reference.)

68. On or about June 2, 1998, SK Resources entered into a Water Purchase Agreement with Bear Hollow Village, LLC to sell 260 Class A shares for $8,000.00 per share, for an aggregate purchase price of $2,080,000.00. (*See* **Exhibit J** attached hereto and incorporated herein by this reference.)

69. On or about June 21, 1999, SK Resources entered into a Share Purchase Agreement with Red Barn, LLC to sell 23 Class A shares for $15,000.00 per share, for an aggregate purchase price of $345,000.00. (*See* **Exhibit K** attached hereto and incorporated herein by this reference.)

70. On or about June 22, 1999, SK Resources entered into a Share Purchase Agreement with Fieldstone Partners, LLC to sell 30.5 Class A shares at $15,000.00 per share, for an aggregate purchase price of $457,500.00. (*See* **Exhibit L** attached hereto and incorporated herein by this reference.)

71. On or about July 19, 2000, SK Resources entered into a Water Purchase Agreement with Westgate Development, Ltd. to sell up to 100 Class A shares for $15,000.00 per share. (*See* **Exhibit M** attached hereto and incorporated herein by this reference.)

72. On or about August 10, 2000, SK Resources entered into a Water Purchase Agreement with Private Residence Club Associates, LLC to sell up to 63 Class A shares at 15,000.00 per share, for a total purchase price of $945,000.00. (*See* **Exhibit N** attached hereto and incorporated herein by this reference.)

73. On or about August 15, 2000, SK Resources entered into a Water Purchase Agreement with Eagles Dance Development Co., LLC to sell 17 Class A shares at $15,000.00 per share, for an aggregate purchase price of $255,000.00. (*See* **Exhibit O** attached hereto and incorporated herein by this reference.)

74. On or about August 30, 2001, SK Resources entered into a Water Purchase Agreement with Canyons Estates Homeowners Association, Inc. to sell 7.56 Class A shares at $15,000.00 per share for an aggregate purchase price of $113,400.00. (*See* **Exhibit P** attached hereto and incorporated herein by this reference.)

75. On or about August 8, 2002, SK Resources entered into a Water Purchase Agreement with Park City Presbyterian Church to sell 4 Class A shares for $15,000.00 per share, for a total purchase price of $60,000.00. (*See* **Exhibit Q** attached hereto and incorporated herein by this reference.)

76. Upon information and belief, from August 2002 through the present, Saunders, Knowles, Trilogy Limited, and/or SK Resources have entered into additional water purchase agreements with other consumers to sell Class A shares of Summit for profit and continue to actively seek consumers to purchase Summit Class A shares.

77. For example, upon information and belief, Trilogy Asset Management, Inc., a "for profit" corporation (*see* **Exhibit R** attached hereto and incorporated herein by this reference), owns the domain name "summitcountywater.com" and appears to be advertising water for sale over the internet (*see* **Exhibit S** attached hereto and incorporated herein by this reference).

78. Upon information and belief, once Saunders and Knowles and/or the Saunders and Knowles Entities sell their Class A shares, they use their control over Summit to issue new Class A shares to themselves so that Saunders and Knowles and/or the Saunders and Knowles Entities always maintain control and domination of Summit and can profit from the sale of Class A shares.

79. For example, as of August 2, 2002, when the Division of Public Utilities ("**DPU**") issued its written memorandum to the Public Service Commission recommending that Summit remain exempt from Commission regulation, the DPU reported that only approximately 5,000 Class A shares had been issued. (*See* **Exhibit T** at 3, attached hereto and incorporated herein by this reference.)

80. However, as of October 25, 2002, less than three months after the DPU issued its written memorandum, Saunders owned or controlled 4,146.272 Class A shares and Knowles owned or controlled 3,672.942 Class A shares, which represented more than 80% of all outstanding Class A shares and more than 50% of all outstanding shares, regardless of class. (**Exhibit C**.)

81. Consequently, it appears that immediately after the DPU made its recommendation to the Commission that Summit not be regulated, based, in part, on the assumptions that only 5,000 Class A shares had been issued and that it would take unlikely collusion between Class A shareholders to warrant regulation, Summit immediately issued at

least 2,819 more Class A shares to Saunders and Knowles and/or the Saunders and Knowles Entities so that Saunders and Knowles and/or the Saunders and Knowles Entities could, once again, manipulate, dominate and control Summit.

82. In addition to Respondents' operation as a "for profit" enterprise by, *inter alia*, manipulation, domination and control of Summit and of Summit Class A shares so that Saunders and Knowles and/or the Saunders and Knowles Entities always maintain control of Summit and can profit from the sale of Class A shares, Summit also does not operate in a way that legitimately qualifies it for non-profit status under the Internal Revenue Code.

83. While Summit has maintained that it is entitled to tax-exempt status as a non-profit corporation under Section 501(c)(12) of the Internal Revenue Code, it is actually not operating as a non-profit organization under federal laws, rules and guidelines.

84. For example, Part V-A of IRS Form 990 asks whether "any officers, directors, trustees, or key employees listed in Form 990 receive compensation from any other organizations, whether tax exempt or taxable, that are related to the organization." (*See* 2007 Form 990, at 6, attached hereto as **Exhibit U** and incorporated herein by this reference.)

85. Although Saunders and Knowles are directors of Summit and have received millions of dollars from and through SK Resources, which is clearly related to Summit, Summit has consistently and repeatedly failed to report the compensation paid to either Saunders or Knowles from the sale of their shares. (*Id.*)

86. Moreover, Summit has failed to report the partnership between Saunders and Knowles, in the form of SK Resources, as required by Part V-A of IRA Form 990, which asks whether "any officers, directors, trustees, or key employees listed in Form 990, Part V-A … [are] related to each other through family or business relationships?" (*Id.*)

87. Upon information and belief, Summit and Respondents have consistently and repeatedly failed to do so because it would jeopardize Summit's tax-exempt and non-profit status.

B.

The Respondents Do Not Own or Otherwise Adequately Control the Assets Necessary to Furnish Culinary Water Service to Summit Shareholders

88. Since the early 1980s, the Snyderville Basin, which is located in the western end of Summit County, experienced phenomenal growth both from resort developments and as a suburb of Salt Lake City.

89. As the Snyderville Basin grew, water to sustain that growth became a very real concern and a very valuable commodity.

90. Originally, there was no governmental entity outside the corporate limits of Park City to provide culinary water service, and growth was sustained through a number of small, private water companies.

91. During the past 15 years, however, many of these small water companies have become part of Mountain Regional Water Special Service District ("Mountain Regional"), which was created by Summit County.

92. Another large segment of the Snyderville Basin receives water from Summit.

93. Park City and Mountain Regional are governmental entities with powers of eminent domain and the ability to own water rights approved for municipal use, a use designation that allows all other beneficial uses.

94. In contrast, Summit is a private water company that must specifically designate the uses to which it applies its water rights and is limited and bound by those specific designated uses.

95. **Exhibit V**, which is incorporated herein by this reference, is a map of the distribution areas of the various water service providers for the Snyderville Basin.

96. Bear Hollow has reviewed the following sources to determine the existing water holdings of Summit and whether Summit owns or otherwise adequately controls the water assets necessary to furnish culinary water service to its shareholders: (1) Division of Water Rights records for water rights owned by Summit; (2) technical publications related to the water source capacity in the Snyderville Basin; (3) available corporate records for Summit; (4) concurrency reports submitted to Summit County for water providers in the Basin; (5) litigation documents from cases related to water service in the Snyderville Basin; and (6) miscellaneous other documents related to water in the Snyderville Basin.

97. Based upon Bear Hollow's extensive review and analysis, it appears that Summit does not own or otherwise adequately control the water assets necessary to furnish culinary water service to all its shareholders or members.

98. For example, although Summit's Articles of Incorporation provide that shares shall be issued at the rate of one share per acre foot of water, Summit has admitted to the DPU and elsewhere that a share of stock is worth delivery of only .76 acre feet of water.

99. Summit's water rights are of three basic kinds: (1) water rights based on contracts with the Weber Basin Water Conservancy District ("Weber Basin"); (2) water rights based on shares of Davis and Weber Counties Canal Company ("D&WCCC") stock; and (3) other water rights, including decreed rights and those approved by the Utah State Engineer.

100. The total number of acre-feet of water available to Summit based on Weber Basin Contracts is 906 acre-feet.

101. The total number of acre-feet of water available to Summit based on its ownership of D&WCCC stock is approximately 4,829 acre feet.

102. In addition to the water rights that Summit holds under its shares in D&WCCC, it also has the right to receive an additional 5,000 acre feet of water from East Canyon Reservoir pursuant to a lease it has with D&WCCC, but this leased water is only accessible to Summit users upon completion of a pipeline from East Canyon Reservoir to Summit's water treatment plant near Jeremy Ranch.

103. Summit owns approximately 1,773.677 acre feet of decreed and State Engineer-approved water rights which are approved for use in the Snyderville Basin.

104. Summit owns approximately 998 acre feet of other decreed and State Engineer-approved waters which are *not* approved for use in the Snyderville Basin.

105. Even when including the water rights that are not approved for diversion in the Snyderville Basin and the 5,000 acre feet of water that is non-usable until the East Canyon Pipeline is completed, the total acre feet of water legally available to Summit is just 13,506.677 acre feet.

106. Consequently, even though more than 15,000 shares of Summit stock have been issued at the rate of one share per acre foot of water, at best, Summit only has the right to deliver a maximum of 13,506.677 acre feet of water, leaving a *minimum* of approximately 1,500 shares at risk of having no right to receive water.

107. If the 998 acre feet of water that is not approved for use in the Snyderville Basin and the unusable East Canyon Pipeline-dependent 5,000 acre feet are excluded from the

calculation of presently available water, Summit only has 7,508.677 acre feet of water that is currently usable.[2]

108. Additionally, 2,190 acre feet of D&WCCC water can only be taken when the flow in East Canyon Creek is more than 6 cubic feet per second, which typically only occurs during the spring runoff. This further reduces the available water to as little as 5,318.677 acre feet, which would support just more than 1/3 of the 15,000+ shares issued to Summit shareholders.

109. In short, a *minimum* of approximately 1,500 to 10,000 Summit shares are at risk of having no right to receive water at any given time.

110. A summary containing tables of Summit's water rights is attached hereto as **Exhibit W** and incorporated herein by this reference.

111. Summit simply does not own or otherwise adequately control the water assets necessary to furnish culinary water service to its members, including water sources and plant, and, therefore, should not be exempt from PSC regulation.

112. Due to this lack of water necessary to support each of the shares issued by Summit, minority Class A shareholders, such as Bear Hollow, are the most likely to have their shares become valueless due to their inability to market their shares to the public.

C.

There is Not Complete Commonality of Interest Among Shareholders

113. Summit's voting control is not distributed in a way that each shareholder of Summit enjoys a complete commonality of interest, as a consumer, such that rate regulation would be superfluous.

[2] Consequently, of the 15,000+ shares issued, approximately 8,000 are not backed by water and are unusable. This just happens to coincide with the number of Class A shares held by Saunders and Knowles, suggesting that Summit is being used as a mechanism to allow Saunders and Knowles to speculate in water.

114. Summit's Amended and Restated Articles of Incorporation, attached hereto as **Exhibit X** and incorporated herein by this reference, authorize the issuance of up to 35,000 shares of stock, divided into four classes: up to 15,000 shares of Class A (development) stock; up to 15,000 shares of Class B (water use) stock; up to 4,000 shares of Class C (irrigation) stock; and up to 1,000 shares of Class D (snowmaking) stock.

115. Class A (development) shares are issued to developers upon conveyance to Summit of sufficient water rights and source site. Upon the sale of a lot from a developer to a customer, a Class A (development) share is convertible to a Class B (use) share appurtenant to and inseparable from the lot.

116. Because Class A (development) shares do not entitle the holder thereof to water delivery, Class A (development) shareholders, by and large, are not and cannot be consumers—at least until their Class A shares are converted to Class B shares.

117. In this manner, non-consumers may be, and are, members of Summit.

118. Like Class A (development) shares, Class B (use) shares represent an actual proportionate ownership interest in the water rights of the corporation. Class B (use) shares also represent a corresponding interest in the diverting facilities, distribution works, and water storage facilities and entitle the Class B (use) shareholder to delivery of culinary water.

119. In spite of their differing interests in delivery of water and Summit system facilities, Class A (development) and Class B (use) shares have equal voting rights with each share being entitled to one vote, while Class C (irrigation) and Class D (snowmaking) shares have no voting rights.

120. Class A shares are generally non-assessable, except (1) as needed to maintain the developer's specifically contributed water rights in good standing, and (2) special assessments or contract charges associated with the developer's contributed water rights.

121. In contrast, Class B (use), Class C (irrigation), and Class D (snowmaking) shares each are fully assessable for the provision of water service and maintenance and operation of the water treatment, storage, and distribution systems and facilities.

122. Assessments for water use, as well as all assessments for other purposes, are levied by the Board of Directors, who are elected by *all* voting shareholders, which are Class A (development) shareholders and Class B (use) shareholders.

123. As of May, 2001, Summit had issued 10,235 Class A (development) shares (84%) and only 1,878 Class B (use) shares (16%).

124. As of October 25, 2002, Summit had issued 15,066.39 total shares, with 9,758.13 shares comprising Class A (development) shares (64%), and the remaining 5,308.76 shares comprising Class B (use), Class C (irrigation), and Class D (snowmaking) shares (36%).

125. At that time, Saunders and/or the Saunders Entities owned 4,146.272 Class A (development) shares, and Knowles and/or the Knowles Entities owned 3,672.942 Class A (development) shares. Together, Mr. Saunders and Mr. Knowles, and their related entities, collectively owned approximately 80% of the Class A (development) shares and 52% of Summit's total issued and outstanding shares.

126. Consequently, it would require the agreement of only Saunders and Knowles to outvote the interests of the Class B shareholders.

127. Knowles is the Secretary, CEO, and CFO of Trilogy Asset Management, Inc., the General Partner of Trilogy Limited, L.P.

128. Saunders and Knowles (through Trilogy Limited, L.P.), are collectively doing business and holding themselves out as "S-K Water Resources" or "SK Resources," which is known to be selling Summit Class A (development) shares for substantial sums.

129. SK Resources is not, and has not been at any time, registered with the Utah Department of Commerce, Division of Corporations and Commercial Code, and it is not a non-profit organization. Neither are Saunders, Knowles, and the Saunders and Knowles Entities.

130. Saunders and Knowles, Class A (development) shareholders who collectively held over 52% of all issued stock in 2002 but are now engaged in selling such shares at a substantial premium, do not enjoy a complete commonality of interest with all Class B (use) shareholders.

131. Because of their minority shareholder status, Class B (use) shareholders, which are Summit's rate-paying consumer-members, do not have it in their power to elect other directors, which are elected by a simple majority vote, and demand necessary changes or control the rate-making process.

132. In 2001, Summit's officers and directors comprised the following:

President	Leon H. Saunders
Vice President	Roger J. Sanders
Secretary/Treasurer	Van Martin
Director	Jerry W. Dearinger
Director	Lawrence Knowles
Director	Lynn Nelson

133. In 2004, 2005, and 2006, Summit's officers and directors comprised the following:

President	Leon H. Saunders
Vice President	Jerry W. Dearinger
Secretary/Treasurer	Van Martin
Director	Jerry W. Dearinger
Director	Leon H. Saunders

Director	Stuart Knowles
Director	Lynn Nelson
Director	Tim Vetter
Director	Roger J. Sanders

134. As of May, 2009, Summit's Board of Directors comprises the following:

Director	Leon H. Saunders
Director	Van J. Martin
Director	Jerry W. Dearinger
Director	Stuart A. Knowles
Director	Lynn Nelson
Director	Robert Valentine
Director	Tim Vetter

135. From 2001 to 2009, the makeup of Summit's officers and directors has changed very little, with its officers and directors, as Class A (development) shareholders, generally controlling a majority of all Summit shares.

136. From 2001 to 2009, only one of the officers and directors (Leon Saunders, President) was a Class B (use) shareholder (of only 1.5 shares) according to the 2002 share distribution, but he also owned and was a principal of entities that owned collectively over 4,000 Class A (development) shares. Of the other directors and officers, Lynn Nelson also owned 55.5 Class A (development) shares, and Stuart A. Knowles, either individually or through entities that he owned or controlled, including Trilogy Limited, L.P., owned or controlled over 3,600 Class A (development) shares.

137. It cannot be said of Summit that "the owner is both the seller and buyer" because Class A (development) shareholders, although owners, do not and cannot buy or receive water service.

138. Class A (development) shares, although having equal voting rights with Class B (use) shares, have no responsibility to bear the costs of operation of Summit's water treatment, storage, and distribution systems and facilities.

139. Additionally, non-voting shareholders holding assessable Class C (irrigation) shares do not enjoy a commonality of interest with voting shareholders holding non-assessable Class A shares or with shareholders holding assessable Class B shares because they do not have *any* voting rights.

140. Non-voting shareholders holding assessable Class D (snowmaking) shares do not enjoy a commonality of interest with voting shareholders holding non-assessable Class A shares or with shareholders holding assessable Class B shares because they do not have *any* voting rights.

141. Shareholders holding Class C (irrigation) shares, as non-voting shares, have absolutely no control over the rate-setting process for the rates and assessments they must pay.

142. Shareholders holding Class D (snowmaking) shares, as non-voting shares, have absolutely no control over the rate-setting process for the rates and assessments they must pay.

143. The conflict of interest between owner-vendor and consumer-vendee inherent in public utility companies is not lacking in Summit, nor are the consumer and producer interests one and the same.

144. Class A (development) shareholders, whose shares are non-assessable and are not entitled to the delivery or use of any water, do not have the same interest as the other Class B (use), Class C (irrigation), or Class D (snowmaking) shareholders in maintaining just and reasonable rates and assessments for the delivery and use of water.

145. The voting control of Saunders and Knowles and/or the Saunders and Knowles Entities is such that there is not complete commonality of interest between and among even the Class A shareholders. Therefore, Summit is not and cannot be a self-regulating enterprise.

WHEREFORE, Bear Hollow respectfully requests the agency action set forth hereinafter in its Request(s) for Agency Action.

IV.

ALLEGATIONS RELATING TO VIOLATIONS OF UTAH CODE ANN. § 54-3-8

146. Utah Code Ann. § 54-3-8(1) provides that a public utility may not, "as to rates, charges, service, facilities or in any other respect, make or grant any preference or advantage to any person, or subject any person to any prejudice or disadvantage; and ... establish or maintain any unreasonable difference as to rates, charges, service or facilities, or ***in any other respect***, either as between localities or as between classes of service." (Emphasis added).

147. On June 2, 1998, Bear Hollow Village, LLC (**"BHV"**) purchased 260 Class A (development) shares from Trilogy Limited, L.P. and Leon H. Saunders, collectively doing business as "S-K Water Resources," in anticipation of developing approximately 175 acres in Summit County, Utah (the **"Development"**).

148. BHV paid S-K Water Resources $8,000 per share for an aggregate purchase price of $2,080,000.

149. Saunders and Knowles, the Saunders and Knowles Entities, and/or SK Resources used their ownership and control over Summit to require BHV to sign a Development Agreement with Summit by which the 260 Class A (development) shares purchased by BHV were required to be appurtenant to the Development and inseparable from the Development property without the written consent of Summit, even though the shares owned and/or controlled by SK Resources and/or its constituent members were not, themselves, subject to any type of appurtenancy limitation or restriction.

150. Complainant Bear Hollow is the successor-in-interest to BHV.

151. When Bear Hollow became the owner of the shares designated for use in the Development, it quickly discovered that it had more shares than it needed to service the Development. Bear Hollow contacted Leon H. "Hy" Saunders and was told not to worry about the restrictions placed on BHV class A shares as BHV would be allowed to sell and transfer its surplus shares.

152. In March 2009, Bear Hollow entered into a Water Share Purchase and Option Agreement with a third party buyer ("Buyer") by which the Buyer purchased one (1) share of Bear Hollow's 21.59 excess Class A (development) shares. The Buyer and Bear Hollow agreed to work with Summit to remove any place of use restrictions associated with the 21.59 Class A (development) shares, including the share purchased by the Buyer, and if the Buyer and Bear Hollow succeeded in resolving the place of use issue, the Buyer would purchase the remaining 20.59 shares from Bear Hollow.

153. Bear Hollow contacted Summit and requested that Summit transfer the one Class A (development) share purchased by the Buyer, but Summit informed Bear Hollow that Summit would not transfer the share to the Buyer.

154. Bear Hollow then met with the Summit Board of Directors at Summit's May 2009 meeting and petitioned the Board to transfer to the Buyer the one Class A (development) share purchased by the Buyer.

155. Despite the prior representations of its President Leon H. "Hy" Saunders, the Board denied the request and asserted that it would not authorize or endorse the transfer of the share to the Buyer.

156. Saunders and Knowles, the Saunders and Knowles Entities, and/or SK Resources' manipulation of Summit's rules, regulations, and practices prohibiting or refusing the transfer of

the Class A (development) share to the Buyer is discriminatory against Bear Hollow and the Buyer; subjects Bear Hollow and the Buyer to prejudice or disadvantage; and establishes unreasonable differences as to service or facilities, or in any other respect, as between localities or as between classes of service, in violation of Utah Code Ann. § 54-3-8.

157. Saunders and Knowles, the Saunders and Knowles Entities, and/or SK Resources' manipulation of Summit's rules, regulations, and practices prohibiting or refusing the transfer of the Class A (development) share to the Buyer arbitrarily and unreasonably results in the creation of at least two classes of Class A shares—extremely valuable and fungible shares owned by Saunders and Knowles and/or the Saunders and Knowles Entities, which are readily marketable and not tethered to any particular piece of land within the Snyderville Basin, and worthless and unusable shares owned by parties such as Bear Hollow, which cannot be sold because they *are* tethered to a particular piece of land that does not need them.

158. Summit's rules, regulations, and practices prohibiting or refusing the transfer of the Class A (development) share to the Buyer where such share represents excess and unnecessary water for land to which it is deemed appurtenant violates this State's policy to encourage the beneficial use of water and arbitrarily and unreasonably contradicts the intent of Summit's Articles of Incorporation, art. III, by not "promot[ing] the general interest and welfare of the shareholders" and not making such water available for the "use and benefit of the shareholders of the corporation."

159. Respondents' discriminatory conduct in refusing to allow Bear Hollow to alienate its shares violates Summit's Articles of Incorporation, which do not expressly allow Class A (development) shares to be made appurtenant to and inseparable from a particular property or area (*see* Ex. U, art. XIII).

160. Even though Section 54-3-8 prohibits a public utility from "mak[ing] or grant[ing] any preference or advantage to any person, or subject[ing] any person to any prejudice or disadvantage," Saunders and Knowles and/or the Saunders and Knowles entities, acting through SK Resources and through their manipulation and control of Summit, have created an enterprise whereby they have not only profited tremendously by the commoditization of their Class A shares but have also done so by prejudicing or disadvantaging the shares and rights of others, such as Bear Hollow, so as to stifle the ability of Bear Hollow and others to compete with them in providing Class A shares to the consuming public.

WHEREFORE, Bear Hollow respectfully requests the agency action set forth hereinafter in its Request(s) for Agency Action.

V.

ALLEGATIONS RELATING TO VIOLATION OF UTAH CODE ANN. § 54-3-1

161. Utah Code Ann. § 54-3-1 provides that "[a]ll charges made, demanded or received by any public utility, or by any two or more public utilities, for any product or commodity furnished or to be furnished, or for any service rendered or to be rendered, shall be just and reasonable."

162. Saunders and Knowles, the Saunders and Knowles Entities, and/or SK Resources, with the help of Summit, are marketing a valuable public resource—water—by selling Class A shares, which are the equivalent of an additional connection or hook up fee, at whatever prices they dictate.

163. The charges for Class A shares are arbitrary and unreasonable due to the fact that Saunders and Knowles, the Saunders and Knowles Entities, and/or SK Resources, with the help

of Summit, are maintaining a monopoly or near-monopoly on the purchase of Class A shares *and* the conversion of Class A shares to Class B shares.

WHEREFORE, Bear Hollow respectfully requests the agency action set forth hereinafter in its Request(s) for Agency Action.

REQUEST FOR AGENCY ACTION – SUMMIT

164. Bear Hollow incorporates the foregoing allegations as though fully set forth herein.

165. Based upon the foregoing, Bear Hollow respectfully requests that the Commission commence a Commission inquiry as to whether Summit qualifies for exemption from Commission regulation pursuant to Utah Administrative Rule R746-331-1.

166. Bear Hollow requests that Summit's exemption be revoked for one or more of the following reasons:

(1) Summit is not operating as non-profit corporation, in good standing with the Division of Corporations;

(2) Summit does not own or otherwise adequately control the assets necessary to furnish culinary water service to its members, including water sources and plant; or

(3) Summit's voting control is *not* distributed in a way that each member enjoys a complete commonality of interest, as a consumer, such that rate regulation would be superfluous.

167. Bear Hollow requests an order from the Commission that, prior to charging rates and collecting fees for utility service, Summit must first file with the Commission a tariff and schedules showing all rates, tolls, rentals, charges, assessments, and classifications to be enforced or collected.

168. Bear Hollow requests an order from the Commission that Summit be required to file with the Commission service area maps with clearly defined boundaries of Summit's service area for the benefit of Summit, its customers, and other water utilities.

169. Bear Hollow requests that the Commission determine, ascertain, and fix just and reasonable rules, regulations, and practices to be imposed on and observed by Summit for the transfer of Class A (development) shares, including just and reasonable rates for the transfer of Class A shares.

170. Bear Hollow further requests that the Commission initiate all other necessary and proper proceedings to assert Commission jurisdiction and regulation over Summit, as the Commission, in its discretion, deems necessary.

REQUEST FOR AGENCY ACTION – ALL OTHER RESPONDENTS

171. Bear Hollow incorporates the foregoing allegations as though fully set forth herein.

172. Based upon the foregoing, Bear Hollow respectfully requests that the Commission commence a Commission inquiry as to whether all the other Respondents, including, but not limited to, Saunders, Knowles, the Saunders and Knowles Entities, and SK Resources should be regulated as a public utility or qualify for exemption from Commission regulation pursuant to Utah Administrative Rule R746-331-1.

173. Bear Hollow requests an order from the Commission finding that the other Respondents, particularly SK Resources, are public utilities subject to Commission regulation because Respondents—particularly Saunders, Knowles, and SK Resources—are providing culinary water to consumers but none of the Respondents is operating as a non-profit corporation, in good standing with the Division of Corporations.

174. Bear Hollow requests an order from the Commission that, prior to charging rates and collecting fees for providing Class A shares and wholesale water to consumers, Respondents must first file with the Commission a tariff and schedules showing all rates, tolls, rentals, charges, assessments, and classifications to be enforced or collected.

175. Bear Hollow requests an order from the Commission that Respondents be required to file with the Commission service area maps with clearly defined boundaries of their service area for the benefit of their customers and other water utilities.

176. Bear Hollow requests that the Commission investigate the rules, regulations, and practices of Respondents pursuant to Utah Code Ann. §§ 54-4-4, 54-4-7, and 54-4-18, and determine, ascertain, and fix just and reasonable rules, regulations, and practices to be imposed on and observed by them.

177. Bear Hollow requests that the Commission determine, ascertain, and fix just and reasonable rules, regulations, and practices to be imposed on and observed by the other Respondents for the transfer of Class A (development) shares, including just and reasonable rates for the transfer of Class A shares.

178. Bear Hollow further requests that the Commission initiate all other necessary and proper proceedings to assert Commission jurisdiction and regulation over the other Respondents, as the Commission, in its discretion, deems necessary.

Respectfully submitted this ____day of March, 2010.

SMITH HARTVIGSEN, PLLC

_____

J. Craig Smith
Daniel J. McDonald
Kathryn J. Steffey
Attorneys for Applicant/Complainant
Bear Hollow Restoration, LLC

Address of Applicant/Complainant:

308 East 4500 South, Suite 200
Murray, Utah 84107

CERTIFICATE OF SERVICE

I hereby certify that on the _____ day of March, 2010, I caused a true and correct copy of the foregoing **FIRST AMENDED COMPLAINT AND REQUEST FOR AGENCY ACTION** to be delivered via hand delivery to:

Public Service Commission
Heber M. Wells Building
160 East 300 South, 4th Floor
Salt Lake City, Utah 84111

and to be mailed, via U.S. mail, postage prepaid, to the following:

Division of Public Utilities
Heber M. Wells Building, 4th Floor
160 East 300 South
PO Box 146751
Salt Lake City, Utah 84114-6751

John S. Flitton
Lara A. Swenson
Flitton & Swenson
1840 Sun Peak Drive, Suite B-102
Park City, Utah 84098
Attorneys for Respondent Summit Water Dist. Co.

Brent O. Hatch
Mitchell A. Stephens
Hatch, James & Dodge, P.C.
10 West Broadway, Suite 400
Salt Lake City, Utah 84101
Attorneys for the Saunders/Knowles Respondents

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