

## APPLICATION FOR SALE, TRANSFER, OR MERGER OF WATER UTILITY

**INSTRUCTIONS:** All applications submitted to the Commission must be filed electronically with the Commission's Filing Center by sending the filing as an attachment to an e-mail addressed to the Filing Center at [puc.filingcenter@state.or.us](mailto:puc.filingcenter@state.or.us)

Date: June 05, 2018

Legal Name of Water Utility	Government Camp Water Company
Name of Utility if Different	
Name of Owner or Officer	Lesli Ann Bekins
Mailing Address	PO Box 86
City, State, Zip	Government Camp, OR 97028-0067
Location Address if Different	30294 East Blossom Trail
City, State, Zip	Government Camp, OR 97028-0067
Utility Telephone Number	503-260-1342
Emergency Phone Number	503-706-6221
E-mail Address	lbekins@comcast.net; govwater@gmail.com
Website if Available	

In the matter of the Application for an Order Authorizing the Sale, Transfer, or Merger of Government Camp Water Company to Lesli Ann Bekins pursuant to ORS 757.480 and OAR 860-036-2120.

- 1) Attach a copy of the contract or agreement to this application. The contract/agreement must contain the exact terms and provisions of the transaction. The Commission will be advised in writing of the exact date the transaction is entered into and that the terms and provisions of the contract/agreement are the same as set forth herein, if this application is approved.

The Assignment of Interest of Government Camp Water Company from Maryanne Hill to Lesli Ann Bekins is attached to this application. The Company requests waiver or extension of the customer notice deadline set forth in OAR 860-036-2120(4). The transaction entails a transfer of any and all interests of President Maryanne Hill in the Company to Lesli Ann Bekins. This is namely stock. The Company did not find OAR 860-036-2120 to clearly apply to the current situation given the rule governs, in relevant part, a water utility's disposition of "the whole of the property of such necessary or useful in performance of its duties, or any part thereof with a value in excess of \$10,000." As such, the Company did not have notice of the need to submit this application. When Public Utility Commission ("PUC") advised the Company that the application should be submitted, the Company complied with PUC's advice.

- 2) List the names, addresses, telephone numbers, and e-mail addresses of each purchaser or party in the transaction.

Lesli Ann Bekins  
PO Box 67  
Government Camp, OR 97028

- 3) Describe the utility property that is affected by this transaction.

All property of Government Camp Water Company was assigned to Lesli Ann Bekins.

- 4) The price of the property being acted upon is \$0, payable as set forth in the attached contract/agreement. According to the PUC staff rate model, the net book value of the water system is approximately \$474,722.
- 5) List the reasons the applicant desires to sell, transfer, or merge its property and any facts supporting the reasons why the transaction is proposed.

In May 2014, Ms. Hill had a health situation that initiated the transfer of ownership of the Company from Ms. Hill to Ms. Bekins. However, Ms. Hill recovered and continued to run the Company. As a family business, Ms. Hill's plan for the Company has always been to transfer ownership to Ms. Bekins at the appropriate time. Effective upon completion of the current rate case, Ms. Hill will retire, and Ms. Bekins will assume the duties and responsibilities of President and Chief Executive Officer of the Company.

- 6) List and discuss all effects of the transaction upon current customers.

Ms. Hill gifted 100 percent of Government Camp Water Company stock to Ms. Bekins in May 2014. The ownership transfer was seamless and there were no negative effects on customers due to the transfer.

- 7) List and discuss the benefits current customers will realize from this transaction.

This transaction was the seamless transition of the family business from one generation to the next (Ms. Bekins being the third generation). The customers benefit from having the Company ownership remain in the family that has served them for many decades, knows the area, cares about the customers and is dedicated to providing them outstanding service. This is not some faceless corporation, rather it is a family who takes personal pride in their business. In the future when Ms. Bekins takes over full responsibilities and duties of management and oversight of the Company, this will be a further benefit to the customers because Ms. Bekins has a unique combination of knowledge, education, and experience that makes her the best person to fully understand the water system, customer needs, and utility management in order to provide quality service to current customers.

- 8) Provide evidence that the purchasers are financially able and willing to take over and operate the utility. Include any experience that the future owners have that will assist them in utility operations and the reasons why they desire to acquire the property. *(Attach a copy of the purchaser's financial statements.)*

The Company's finances will not change as a result of the stock assignment to Lesli Ann Bekins, and no purchase cost is associated with Ms. Bekins' acquisition of the Company. The Company's rates are presently the subject of Rate Case No. UW 174. The case was

commenced to allow Government Camp Water Company to create enough financial return to continue quality service to its customers.

Government Camp Water Company is a family business. Ms. Bekins has been exposed to the water business since she was a child. She has in-depth knowledge of the water system, its resources, and customers. She has the education and experience needed to take over running Government Camp Water Company. This includes years of on-the-job training, as well as being mentored by and working side by side with her mother, Maryanne Hill, the current President of the Company. Even while involved in other pursuits, Ms. Bekins continued to assist her mother with the water business. During this time, she learned the many varied facets of the water industry in general, established relationships/contacts with industry professionals, and was educated in all aspects of operating Government Camp Water Company specifically.

Ms. Bekins' experience and accomplishments with the Company include:

- Automating the billing & reporting process for the Company by designing a custom relational Data Base & Accounts Receivable Billing and Reporting System.
- As a programmer, customizing software for generating invoices quarterly to customers and entering payments.
- Customizing the software needed to generate quarterly and annual reports for the Company.
- Holding the position of the Company Corporate Secretary since 1980.
- Collecting and organizing historic data & answering questions for the PUC when the Company reached 500 customers and was required to file a rate case.
- Being responsible for all annual reporting to multiple agencies, including: the United States Forest Service, Clackamas County, Oregon Health Authority Drinking Water Program, & Oregon Association of Water Utilities.

From 1987 to 1990, Ms. Bekins worked for ComputerLand in Newport Beach, CA, as a Corporate Sales Account Manager. She was responsible for major accounts including:

- The United States Navy at Long Beach
- First American Tile
- Qualcomm
- JPL Laboratories
- Northrup Aerospace

From 1990 to 1993 Ms. Bekins worked for Merisel Inc. in El Segundo, CA. She began as an Area Sales Manager for Orange County directing a sales team, calling on value added resellers and providing computer software & hardware systems. She was then promoted to District Sales Manager for the counties of Orange, San Diego,

Riverside & Ventura. Ms. Bekins managed sales teams and defined quotas. She organized and led meetings, trained team leaders and evaluated staff performance.

Ms. Bekins has an Associate Degree from Western Business College majoring in Computer Programming & Accounting.

Government Camp Water Company's customers will greatly benefit from Ms. Bekins' experience. Not only does Ms. Bekins have unique understanding and knowledge specific to the water system garnered from working with her mother, her skills and experience outside of the water business will enable her to improve the Company's systems and processes. With her extensive background, Ms. Bekins brings the skills necessary to modernize the water system, make it more efficient, and enhance and improve record keeping. Ms. Bekins is uniquely positioned to transition this Company from its original one-person operation to a modern and effective water utility.

- 9) Attach a copy of all grants of easements to be transferred. Also attach all water rights to be transferred.

All easements are held by Government Camp Water Company, and therefore no easements will be transferred due to the assignment of ownership.

The water use right allowing appropriation by Government Camp is Claim SW-65, and is already held by Government Camp Water Company by deed dated January 28, 2015. As such, no transfer of the water use right is necessary.

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**WHEREFORE**, applicant respectfully requests that the Commission enter an appropriate order authorizing the transaction proposed herein.

Name of Utility: Government Camp Water Company Date: June 5, 2018

  
Signature of Water Utility Officer or Owner

State of Oregon ) ss.

County of Multnomah )

Lesli Ann Bekins, Secretary  
(Name of Party signing above)

being first duly sworn, deposes and says he/she is Secretary of Government Camp Water Company, the applicant in the foregoing application, that he/she has read said application, including all exhibits thereto, knows the contents thereof, and the same are true to the best of his/her knowledge and belief.

(Signature)   
(Notary Seal)



**ASSIGNMENT OF INTEREST**  
**OF**  
**GOVERNMENT CAMP WATER COMPANY**

I, Maryanne Hill, do hereby transfer and assign, without consideration, any and all title and interest in the Government Camp Water Company to Lesli Ann Bekins. Maryanne Hill agrees to provide any further actions necessary in furtherance of this transfer, including updating corporate records. Lesli Ann Bekins will now own 100% of the Government Camp Water Company.

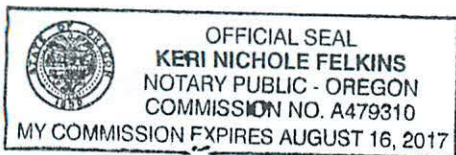
Dated: May 12, 2014.

  
Maryanne Hill

State of Oregon )  
County of Multnomah )ss.

On May 12, 2014, before me, the undersigned, a Notary Public in and for said County and State, personally appeared Maryanne Hill, known to me to be the person whose name is subscribed to the within instrument and acknowledged that Maryanne Hill executed the same.

WITNESS my hand and official seal.



  
Notary Public for Oregon  
My Commission Expires: 8.16.17