

31252-C
 File Number
 CCM
 Style
 Denton/Tarrant
 County

A-086-6
 Administrative Review No.
 Westlake Water & Sewer
 Name of Utility Utilities

LOG OF ITEMS IN FILE

Date	No.	Item of Description
6/6/96	1	Application + Receipt
6/17	2	Over bid
6/24	3	Accept. Ltr.
7-15	4	Commit letter from Walnut Grove
7-23	5	Notices + Affidavits
7-23	6	Protest from Lake Tarrant WUD 2/3
7-16	7	Letter to John Carlton
7-22	8	Letter to Gary Steinbrenner
7-26	9	Protest: McGuire Thomas Partners
7-23	10	Protest from Lake Tarrant WUD 2/3

CCN APPLICATION
WATER/SEWER

Westlake Water & Sewer
Utilities
Utility Name

Denton/Tarrant
County

CCN No. (if amendment)

A-0860-6
Administrative Review Number

6/11/96
Review Completion Date

Martin C. Rochelle
Contact Person

ADMINISTRATIVE REVIEW CHECKLIST

FILING CLERK

1. Original and 2 copies of Application
2. Original and 2 copies of State Hwy. County Map
3. Original and 2 copies of Large-scale Map
4. Filing fee of \$100
5. Three copies of Proposed Notices (publishers, neighboring utilities, customers)
6. Original and 2 copies of Tariff
7. Articles of Incorporation & Charter for WSC's (if necessary)
8. Inspection report letter or Plans & Specs. approval letter
9. Comptroller's Certificate of Good Standing
10. City Consent (if necessary)

YES NO

✓ —
✓ —
✓ —
✓ —
— ✓
— ✓
— ✓
— ✓
— ✓
— ✓

STAFF REVIEW

Name of Reviewer

I have reviewed this application and recommend it to be:

DATE

Accepted for filing, please send attached notices to the utility.

Not accepted for filing, please send attached letter to the utility.

Additional information requested in letter above has not been received, please send attached letter.

There has been no response to the above request letters, the application is not administratively complete and should be returned.

SOAH DOCKET NO. 582-97-0134
TNRCC DOCKET NOS. 96-1896-UCR & 96-1902-UCR & 96-1904-UCR
APPLICATION NOS. 31253-C & 31350-C & 31352-C

IN THE MATTER OF THE APPLICATION OF TOWN OF WESTLAKE TO OBTAIN A SEWER CERTIFICATE OF CONVENIENCE NECESSITY NO. AND IN THE MATTER OF THE APPLICATION OF CIRCLE T MUNICIPAL UTILITY DISTRICT NOS. 2 AND 3 (FORMERLY LAKE TURNER MUNICIPAL UTILITY DISTRICTS) TO OBTAIN A SEWER CERTIFICATE OF CONVENIENCE AND NECESSITY NO. IN DENTON AND TARRANT COUNTIES, TEXAS	§ § § § § § § § § § §	BEFORE THE TEXAS NATURAL RESOURCE CONSERVATION COMMISSION
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ORDER

The application of Town of Westlake to obtain a sewer Certificates of Convenience and Necessity ("CCN") and the request for dismissal of the applications of Circle T Municipal Utility District (MUD) 2 and 3 (formerly Lake Turner MUD) to obtain a sewer CCN to certify sewer utility service in Denton and Tarrant Counties, Texas were presented to the Executive Director of the Texas Natural Resource Conservation Commission ("Commission") for approval pursuant to Section 5.122 of the Texas Water Code ("Code") and Commission rules.

On May 28, 1996, the Commission received and application from the Town of Westlake to obtain a sewer Certificate of Convenience and Necessity pursuant to Section 13.242 *et. seq.* of the

Code to certify sewer utility service in which Town of Westlake would provide service in Denton and Tarrant Counties, Texas. The application was accepted for filing under Application No. 31253-C on _____. Notice was provided to affected persons by Town of Westlake on June 28, 1996. Notice of the application was published on ____, 1998, and ____, 1998, in the ____ 7 ____, a newspaper generally circulated in ____ 2 ____ County, Texas. The notice to certify the service area of Town of Westlake complied with the notice requirements of 30 Texas Administrative Code ("TAC") Section 291.106 and was sufficient to place affected persons on notice regarding the certification of service. The Commission received a request for a public hearing on the application.

On August 13, 1996, the Commission received an application from Circle T MUD 2 and 3 to obtain a sewer Certificate of Convenience and Necessity pursuant to Section 13.242 *et. seq.* of the Code to certify sewer utility service in which Circle T MUD 2 and 3 would provide service in Denton and Tarrant Counties, Texas. The application was accepted for filing under Application No. 31350-C and Application No. 31352-C on _____. Notice was provided to affected persons by Circle T MUD 2 and 3 on October 3, 1996. Notice of the application was published on ____, 1998, and ____, 1998, in the ____ 7 ____, a newspaper generally circulated in ____ 2 ____ County, Texas. The notice to certify the service area of Circle T MUD 2 and 3 complied with the notice requirements of 30 Texas Administrative Code ("TAC") Section 291.106 and was sufficient to place affected persons on notice regarding the certification of service. The Commission received a request for a public hearing on the application.

On December 28, 1999, William G. Newchurch, an Administrative Law Judge of the State Office of Administrative Hearings, received a letter from Circle T MUD 3 to withdraw its

application for a sewer CCN. Similarly, on January 10, 2000, Circle T MUD 2 filed a letter to withdraw its application for a sewer CCN.

On January 10, 2000, the Administrative Law Judge conducted the scheduled preliminary hearing and designated the following parties: Circle T MUD 2 and 3 represented by Andrew N. Barrett; Town of Westlake represented by Martin Rochelle; the Executive Director of the Commission; and the Public Interest Counsel of the Commission.

At these proceedings both MUDs clarified the move to withdraw the applications of Circle T MUD 2 and 3 without prejudice to refile. All parties supported the approval of Town of Westlake's application for a sewer CCN. The matter was remanded to the Commission on January 14, 2000, for approval by the Executive Director.

Town of Westlake is capable of rendering adequate and continuous service to every customer in the area proposed to be included in CCN No. ____3____ and its certification is necessary for the service, accommodation, convenience, or safety of the public.

NOW, THEREFORE, BE IT ORDERED BY THE TEXAS NATURAL RESOURCE CONSERVATION COMMISSION that:

The application by Town of Westlake for sewer Certificate of Convenience and Necessity No. __3__, as reflected in the attached copy of official water service area maps WRS-__9__ of Denton County, Texas, and WRS-____ of Tarrant is hereby approved.

The applications of Circle T Municipal Utility District 2 and 3 for sewer Certificates of Convenience and Necessity are dismissed without prejudice.

The Chief Clerk of the Texas Natural Resource Conservation Commission shall forward a copy of this Order to the parties and issue Certificate of Convenience and Necessity No. __3__ to Town of Westlake.

If any provision, sentence, clause, or phrase of this Order is for any reason held to be invalid, the invalidity of any portion shall not affect the validity of the remaining portions of the Order.

TEXAS NATURAL RESOURCE
CONSERVATION COMMISSION

Issue Date:

For the Commission

MAILING LIST FOR DOCKET NOS. 96-1898-UCR & 96-1902-UCR & 96-1904-UCR
SOAH DOCKET NO. 582-97-0134
APPLICATION NOS. 31253-C & 31350-C & 31352-C

Andrew N. Barrett, Attorney
Frost Bank Plaza
816 Congress Ave., Ste. 1280
Austin, Texas 78701

Representing Circle T Municipal Utility Districts
2 and 3 (formerly Lake Turner)

Martin Rochelle, Attorney
Lloyd, Gosselink, Blevins, Rochelle,
Baldwin & Townsend, P.C.
111 Congress Ave., Ste. 1800
Austin, Texas 78701

Representing Town of Westlake

Courtesy Copies:

Blas Coy, TNRCC Office of Public Interest Counsel, MC 103
Lara Nehman, TNRCC Environmental Law Division, MC 173
Doug Holcomb, TNRCC Water Permits & Resource Management Division, MC 153
Maxine Raburn, TNRCC Water Permits & Resource Management Division, MC 153
Mary Martinez, TNRCC Water Permits & Resource Management Division, MC 153
TNRCC Office of Chief Clerk, MC 105

Martin Rochelle, Attorney
Lloyd, Gosselink, Blevins, Rochelle,
Baldwell & Townsend
111 Congress Ave., Ste. 1800
Austin, Texas 78701

Re: Town of Westlake; Application No. 31253-C
Circle T Municipal Districts 2 & 3; Application Nos. 31350-C & 31352-C
Order Granting the Application of Town of Westlake for a Sewer Certificate of Convenience
and Necessity No. _____ and Dismissing the Applications of Circle T Municipal Utility
Districts 2 and 3 for Sewer Certificates of Convenience and Necessity

Dear Mr. Rochelle:

Enclosed is a certified copy of an order issued by the Commission approving the application of Town
of Westlake for Certificate of Convenience and Necessity No. _____ and dismissing the applications
of Circle T Municipal Utility Districts for sewer Certificates of Convenience and Necessity.

Should you have any questions, please contact Mr. Doug Holcomb in the Utilities and Districts
Section at (512) 239-6960, or if by correspondence, include MC 153 in the letterhead address below.

Sincerely,

Samuel W. Jones, P. E., Manager
Utilities & Districts Section
Water Permits & Resource Management Division

SWJ/DH/mm

Enclosure

cc: Attached mailing list

From: Lara Nehman
To: WQ.WUPO.MMARTINE
Date: 1/12/00 2:05pm
Subject: Circle C MUDs/ City of Westlake

Mary,

We will be getting a remand order from the Judge for this case. The water and sewer cases were severed. The remand order will be for the sewer case only. The water case is still scheduled for evidentiary hearing although they are expecting to settle that one too. We will be drafting separate orders for each.

CIRCLE C
T 1 1

31253

31350

SOAH DOCKET NO. 582-97-0134

TNRCC DOCKET NOS. 96-1902-UCR, 96-1904-UCR, and 96-1898-UCR

APPLICATIONS OF CIRCLE T
MUD NOS. 2 & 3 (FORMERLY
LAKE TURNER MUDS) AND THE
TOWN OF WESTLAKE
FOR SEWER CCNs

§
§
§
§
§

STATE OFFICE

OF

ADMINISTRATIVE HEARINGS

31352

ORDER NO. 10
DISMISSING CASE AND
REMANDING APPLICATIONS TO THE EXECUTIVE DIRECTOR


On December 28, 1999, Circle T Municipal Utility District No. 3 (Circle T MUD 3) filed a letter indicating that it wished to withdraw its certificate of convenience and necessity (CCN) application, No. 31352-C, in this case. Similarly, on January 10, 2000, Circle T MUD No. 2 filed a letter stating that it wished to withdraw its sewer CCN application, no. 31350-C. At the scheduled hearing on January 10, 2000, both MUDs clarified that they were moving to withdraw their applications without prejudice to refileing.

By letters on January 10, 11, and 12, 2000, the Executive Director (ED), the Office of Public Interest Counsel (OPIC), and the Town of Westlake (Westlake) agreed to the withdrawal of Circle T MUDs 2's and 3's applications without prejudice. In accord with 30 TAC § 80.25, therefore, Circle T MUDs 2's and 3's applications are remanded to the ED for dismissal without prejudice to refileing.

All parties now support approval of Westlake's application, no. 31253-C, for a sewer CCN. Westlake's application is remanded to the ED for uncontested administrative approval.

This case is dismissed from SOAH's docket.

Issued January 14, 2000.



William G. Newchurch
Administrative Law Judge

MAILING LIST

**Applications of Circle T MUD Nos. 2 & 3 (formerly of Lake Turner MUD Nos. 2 & 3)
and the Town of Westlake
SOAH Docket No. 582-97-0134**

**Andrew N. Barrett
Attorney at Law
Frost Bank Plaza
816 Congress Ave., Ste. 1280
Austin Texas 78701**

Representing: Circle T (formerly Lake Turner)

**Martin Rochelle, Attorney
Lloyd, Gosselink, Blevins, Rochelle,
Baldwin & Townsend, P.C.
111 Congress Ave, Ste 1800
Austin Tx 78701**

Representing: Town of Westlake

**Lara Nehman, Staff Attorney
Legal Services Division MC-173
Texas Natural Resource Conservation
Commission - MC - 173
P. O. Box 13087
Austin, Texas 78711-3087**

**Representing: Executive Director of the
Texas Natural Resource Conservation
Commission**

**Blas J. Coy, Jr., Attorney
Public Interest Counsel
Texas Natural Resource Conservation
Commission - MC - 103
P. O. Box 13087
Austin, Texas 78711-3087**

**Representing: the Office of the Public
Interest Counsel of the Texas Natural
Resource Conservation Commission**

**William G. Newchurch
Administrative Law Judge
State Office of Administrative Hearings
300 W. 15th St., Suite 502
Austin, Texas 78711-3025**

**Attn: Docket Clerk
Office of the Chief Clerk MC-105
TNRCC
P. O. Box 13087
Austin, Texas 78711-3087**

P.01

FAX TRANSMITTAL

DATE: 1/18/00

NUMBER OF PAGES

(including cover sheet):

4



TNRCC

Protecting Texas by Reducing and Preventing Pollution

TO: Name Mary Martinez
Organization
FAX Number x6972

FROM: TEXAS NATURAL RESOURCE CONSERVATION COMMISSION

Name	<u>Lara Nehman</u>
Division/Region	<u>Office of Legal Services</u>
Telephone Number	<u>(512) 239 - 1121</u>
FAX Number	<u>(512) 239 - 0606 or 239-0626</u>

NOTES:

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STATE OFFICE OF ADMINISTRATIVE HEARINGS**William P. Clements Building****300 West Fifteenth Street****Room 502****Austin, Texas 78701****Phone (512) 936-0714****Facsimile (512) 936-0730****DATE:****January 14, 2000****NUMBER OF PAGES INCLUDING THIS COVER SHEET:****3****SOAH DOCKET NO.:****582-97-0134****FROM:****ALJ Bill Newchurch**

FAX TO:	FAX NO:
Andrew N. Barrett	472-6463
Blas Coy, PIC	239-6377
Martin Rochelle	472-0532
Lara Nehman	239-0606

RE: APPLICATIONS OF CIRCLE C MUD NOS. 2&3 (FORMERLY LAKE TURNER MUDS) AND THE TOWN OF WESTLAKE FOR SEWER CCNs
SOAH DOCKET NO. 582-97-0134;
TNRCC DOCKET NOS. 96-1902-UCR, 96-1904-UCR, AND 96-1898-UCR

MESSAGE: Attached is Order No. 10 Dismissing Case and Remanding Applications to the Executive Director

NOTE: IF ALL PAGES ARE NOT RECEIVED, PLEASE CALL SUSIE ALVAREZ AT 463-8526.

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FAX TRANSMITTAL

DATE: 1/10/00NUMBER OF PAGES
(including cover sheet):**3**

TO: Name

See List Below

Organization

FAX Number

FROM: TEXAS NATURAL RESOURCE CONSERVATION COMMISSION

Name

Lara Nehman

Division/Region

Office of Legal Services

Telephone Number

(512) 239 - 1121

FAX Number

(512) 239 - 0606 or 239-0626

NOTES:

William G. Newchurch
Fax: (512) 936-0730Docket Clerk
Fax: (512) 239-3311Andrew N. Barrett
Fax: (512) 472-6463Blas Coy
Fax: (512) 239-6377Martin Rochelle
Fax: (512) 472-0532~~Doug Holcomb~~
Fax: (512) 239-6972

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PLEASE CALL AS SOON AS POSSIBLE IF ALL PAGES ARE NOT RECEIVED OR IF THERE ARE ANY OTHER PROBLEMS WITH THE TRANSMITTAL OF THIS FAX.

Robert J. Huston, *Chairman*
R. B. "Ralph" Marquez, *Commissioner*
John M. Baker, *Commissioner*
Jeffrey A. Saitas, *Executive Director*



TEXAS NATURAL RESOURCE CONSERVATION COMMISSION

Protecting Texas by Reducing and Preventing Pollution

January 10, 2000

William G. Newchurch, Administrative Law Judge
State Office of Administrative Hearings
300 W. 15th, Ste 502
PO Box 13025
Austin, Texas 78711-3025

RE: Applications of Circle C MUD Nos. 1, 2 & 3 (Formerly Lake Turner MUDs) and the Town of Westlake for Sewer CCNs; SOAH Docket No. 582-97-0134; TNRCC Docket Nos. 96-1902-UCR, 96-1904-UCR, and 96-1898-UCR

Dear Judge Newchurch:

The Executive Director agrees to the withdrawal without prejudice by the Circle C Municipal Utility Districts Nos. 1, 2 & 3 of their applications in the above-referenced matter.

Sincerely,

A handwritten signature in cursive script, appearing to read "Lara Nehman", with a stylized flourish at the end.

Lara Nehman
Staff Attorney
Environmental Law Division

cc: Mailing List by Facsimile Only

MAILING LIST**Applications of Lake Turner MUD Nos. 2 & 3
and the Town of Westlake for Sewer CCN
SOAH Docket No. 582-97-0134**

William G. Newchurch, Administrative Law Judge
State Office of Administrative Hearings
300 W. 15th, Ste 502
PO Box 13025
Austin, Texas 78711-3025

Mr. Andrew N. Barrett, Attorney
Frost Bank Plaza
816 Congress Ave., Ste. 1280
Austin, Texas 78701

Representing: Circle T (formerly Lake Turner)

Martin Rochelle, Attorney
Lloyd, Gosselink, Blevins, Rochelle,
Baldwin & Townsend, P.C.
111 Congress Ave, Ste 1800
Austin, Texas 78701

Representing: Town of Westlake

Lara Nehman, Staff Attorney
Legal Services Division MC-173
Texas Natural Resource Conservation
Commission - MC - 173
P.O. Box 13087
Austin, Texas 78711-3087

Representing: Executive Director of the
Texas Natural Resource Conservation
Commission

Blas J. Coy, Jr., Attorney
Public Interest Counsel
Texas Natural Resource Conservation
Commission - MC - 103
P.O. Box 13087
Austin, Texas 78711-3087

Representing: The Office of the Public
Interest Counsel of the Texas Natural
Resource Conservation Commission

Doug Holcomb, Engineer
Water Permits & Resource Management Division
MC - 153
Texas Natural Resource Conservation Commission
P.O. Box 13087
Austin, Texas 78711-3087

Docket Clerk
Office of the Chief Clerk MC - 105
TNRCC
P.O. Box 13087
Austin, Texas 78711-3087

TEXAS NATURAL RESOURCE CONSERVATION COMMISSION

INTEROFFICE MEMORANDUM

TO: Lara Nehman, Legal Services DATE: July 13, 1999

THRU: Steve Blackhurst, Manager, Utility Rates & Services Section
Irene Montelongo, Senior Attorney, Legal Services

FROM: Doug Holcomb, Utility Rates & Services Section

SUBJECT: Application No. 31252-C of the Town of Westlake for a Water
CCN

Application No. 31253-C of the Town of Westlake for a Sewer
CCN

Application No. 31349-C of Lake Turner MUD No. 2 for a
Water CCN

Application No. 31350-C of Lake Turner MUD No. 2 for a
Sewer CCN

Application No. 31351-C of Lake Turner MUD No. 3 for a
Water CCN

Application No. 31352-C of Lake Turner MUD No. 3 for a
Sewer CCN

The referenced applications were transferred to SOAH on December 10, 1996 after the applicants protested each others applications and could not resolve the disputes locally. In early 1997 the parties requested time to mediate the issues privately without TNRCC involvement. There was a preliminary hearing scheduled on March 27, 1997. Although the parties reportedly eventually reached some resolution, there has been no formal communications since then.

According to TNRCC records since the applications were filed the Lake Turner MUDs have both changed names (Circle T MUDs) and both are shown as inactive. There have reportedly been some changes at the Town of Westlake according to newspaper articles staff has reviewed.

I recommend that the parties be contacted to determine what we should do with the cases. Perhaps the applications could be remanded from SOAH back to the ED to dismiss or a motion filed to have the ALJ dismiss them.

Please let me know how I can help with this.

J:\RATES\UTILITYS\DOCS\31252.MEM

FISHER & NEWSOM, P.C.

ATTORNEYS AT LAW
111 CONGRESS AVENUE, SUITE 820
AUSTIN, TEXAS 78701-4043
(512) 477-4121
FAX (512) 477-4136

Las Colinas Office:
4201 Wingren, Suite 106
Irving, Texas 75062
(972) 281-5820
FAX (972) 650-7105

FACSIMILE TRANSMITTAL

TO: Martin Rochelle 512-472-0532
Stan Lowry 972-650-7105
Mike Booth 512-473-2609
Hal L. Sanders 214-651-4330
Ms. Lara Nehman (MC 173) 512-239-0606
Mr. Blas J. Coy, Jr. (MC 103) 512-239-6377
Office of Chief Clerk MC 105 512-239-3311
Docket Clerk 512-239-3311

DATE: April 4, 2000

FROM: Skip Newsom

SUBJECT: Keller CCN

Number of pages (including this cover sheet): 3

Message:**CONFIDENTIALITY NOTICE**

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IF TRANSMISSION ERROR OCCURS, PLEASE CALL (512) 477-4121

Fisher & Newsom, P.C.

Attorneys at Law

111 Congress Avenue, Suite 820
Austin, Texas 78701-4043
(512) 477-4121
FAX (512) 477-2860

Las Colinas Office:
4201 Wingren, Suite 106
Irving, Texas 75062
(972) 281-5820
FAX: (972) 650-1057

Skip Newsom*

April 4, 2000

The Honorable William G. Newchurch
Administrative Law Judge
State Office of Administrative Hearings
Suite 502
300 W. 15th Street
P.O. Box 13025
Austin, Texas 78711-3025

RE Application of Town of Westlake for Certificate of Convenience and Necessity: SOAH
Docket No. 582-97-0175 (Water CCN) (140300:1.2) 1996-1898- ucr

Dear Judge Newchurch:

I am in receipt of Martin Rochelle's letter to you dated April 3, 2000 requesting an abatement of the above matter to allow the Town and the City of Keller additional time within which to achieve contractual resolution and settlement of the above proceeding. The City of Keller does not object to the abatement requested, subject to the right of the City of Keller to move to reopen the proceedings for the establishment of new discovery and hearing schedules in the event that such settlement efforts are ultimately unsuccessful.

Yours very truly,


Skip Newsom

SN/keg

cc: Service List

*Board Certified, Administrative Law--Texas Board of Legal Specialization

SERVICE LIST

Mr. Martin C. Rochelle
Lloyd, Gosselink, Blevins, Rochelle,
Baldwin & Townsend, P.C.
111 Congress Avenue, Suite 1900
Austin, Texas 78701

Mr. Mike Booth
Booth, Ahrens & Werkenthin
Suite 1515
515 Congress Avenue
Austin, Texas 78701

Mr. Hal L. Sanders
Strasburger & Pricc, L.L.P.
2600 One American Center
600 Congress Avenue
Austin, Texas 78701

Ms. Lara Nehman MC-173
Staff Attorney
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P.O. Box 13087
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Mr. Blas J. Coy, Jr.
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TNRCC
P.O. Box 13087
Austin, Texas 78711-3087

Office of the Chief Clerk MC-105
TNRCC
P.O. Box 13087
Austin, Texas 78711-3087

Docket Clerk
State Office of Administrative Hearings
300 W. 15th Street, Suite 502
Austin, Texas 78711-3025

**SOAH DOCKET NO. 582-97-0175
TNRCC DOCKET NOS. 96-1897-UCR AND 96-1898-UCR**


APPLICATION OF THE TOWN OF WESTLAKE FOR WATER CCN	§ § § § §	STATE OFFICE OF ADMINISTRATIVE HEARINGS
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**ORDER NO. 12
GRANTING MOTION TO ABATE IN PART**

On April 3, 2000, the Town of Westlake filed a motion to abate this case indefinitely so that the parties could concentrate on finalizing a settlement. Westlake represented that no party objects to its motion.

The motion is granted in part. The ALJ's experience is that indefinite abatements often inadvertently delay settlements. Without a deadline for settlement, negotiations tend to drift. Accordingly, this case is abated for 90 days, until July 3, 2000. By that date, the parties should resolve their differences, or the ALJ will set a schedule leading to a hearing on the merits.

Signed April 4, 2000.


**WILLIAM G. NEWCHURCH
ADMINISTRATIVE LAW JUDGE**

**LLOYD, GOSSELINK, BLEVINS, ROCHELLE,
BALDWIN & TOWNSEND, P.C.**

P.O. Box 1725

Austin, Texas 78767

Telephone: (512) 322-5800

Facsimile: (512) 472-0532

TELECOPIER COVER SHEET

April 3, 2000

PLEASE DELIVER THE FOLLOWING PAGES TO:

NAME:	FAX NUMBER:	PHONE NUMBER:
Mr. Skip Newsom	477-2860 (or 477-4136)	477-4121
Mr. Mike Booth	473-2609	472-3263
Mr. Hal Sanders	499-3660	499-3600
Ms. Lara Nehman (MC 173)	239-3434	239-1121
Mr. Blas J. Coy, Jr. (MC 103)	239-6377	239-6363
Office of the Chief Clerk (MC 105)	239-3311	239-3300

CLIENT NUMBER: 140300

FROM: Martin Rochelle

NUMBER OF PAGES: 3 + Cover Sheet

COMMENTS:

IF YOU DO NOT RECEIVE ALL PAGES, PLEASE CALL US AS SOON AS POSSIBLE AT (512) 322-5800.

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LLOYD, GOSSELINK, BLEVINS, ROCHELLE,
BALDWIN & TOWNSEND, P. C.
ATTORNEYS AT LAW

111 CONGRESS AVENUE, SUITE 1800
AUSTIN, TEXAS 78701
TELEPHONE (512) 322-5800
TELECOPIER (512) 472-0532

Mr. Rochelle's Direct Line:
(512) 322-5810

mrochelle@lglawfirm.com

807 SOUTH AUSTIN AVENUE
GEORGETOWN, TEXAS 78626
TELEPHONE (512) 030-1317
BY APPOINTMENT ONLY

April 3, 2000

The Honorable William G. Newchurch
Administrative Law Judge
State Office of Administrative Hearings
Suite 502
300 W. 15th Street
P.O. Box 13025
Austin, Texas 78711-3025

VIA HAND DELIVERY

1996-1898- ucl
Re: Application of Town of Westlake for Certificate of Convenience
and Necessity: SOAH Docket No. 582-97-0175 (Water CCN)
(140300:1.2)

Dear Judge Newchurch:

By your issuance of Order No. 11, you granted the request of my client, the Town of Westlake ("Westlake") to abate the discovery and hearing process in the above-referenced matter so as to allow the parties additional time to explore settlement of their dispute. No party opposed that request. In Order No. 11, the deadline for serving discovery was extended to April 4, 2000; the deadline for responses to such discovery was extended to May 1, 2000; the deadline for completing depositions was extended to May 22, 2000; and, the hearing on the merits was rescheduled to June 15-16, 2000.

As stated in my February 28, 2000 request for abatement of the discovery and hearing schedules in this matter, the city managers of Westlake and the City of Keller ("Keller") jointly engaged the services of a third-party consultant to assist in the resolution of several settlement issues. This consultant's report was completed, delivered to Keller and Westlake, and has led to a proposed settlement scenario between these cities. I have recently forwarded to my client proposed settlement documents, which I expect will be forwarded on to Keller in the near future for its consideration. Based on the progress which has been made to date, and my understanding of the essential agreement by the parties to a settlement of

The Honorable William G. Newchurch
April 3, 2000
Page 2

this matter, I fully expect this matter to be resolved outside of the context of a contested case hearing.

Therefore, please consider this letter as the request of my client for abatement of these proceedings. Westlake believes that such abatement is appropriate, given the costs associated with discovery and hearing, and the real possibility of settlement and resolution of these matters. Such abatement will enable the parties to fully explore their settlement options and will ensure that they spend their efforts in resolving the issues between them instead of pursuing discovery and hearing preparation in this matter. Westlake would request that the discovery and hearing schedules in this proceeding be abated without additional rescheduling of such proceedings at this time. Of course, such schedules could be reinstituted by you on your own initiative or upon motion of any party. I have discussed this proposal with counsel for Keller and the Executive Director and I do not believe they object to this proposal.

I hereby certify that by copy of this letter I am providing notice of this request to the parties of record in the above-referenced docket. Inasmuch as the April 4, 2000 deadline for discovery is fast approaching, I would appreciate your prompt response to this request for an abatement of these proceedings.

Sincerely,



Martin C. Rochelle

MCR/ldp
1403\00\ltr000403mcr1

cc: Mayor Scott Bradley
Mr. Trent Petty
Mr. Stan Lowry
Mr. Larry Fuson, P.E.
Attached Mailing List

MAILING LIST

Mr. Skip Newsom
Fisher & Newsom, P.C.
111 Congress Avenue
Suite 820
Austin, Texas 78701-4043

Mr. Mike Booth
Booth, Ahrens & Werkenthin
Suite 1515
515 Congress Avenue
Austin, Texas 78701

Mr. Hal L. Sanders
Strasburger & Price, L.L.P.
2600 One American Center
600 Congress Avenue
Austin, Texas 78701

Ms. Lara Nehman (MC 173)
Staff Attorney
TNRCC
P.O. Box 13087
Austin, Texas 78711-3087

Mr. Blas J. Coy, Jr.
Public Interest Counsel MC-103
TNRCC
P.O. Box 13087
Austin, Texas 78711-3087

Office of the Chief Clerk MC-105
TNRCC
P.O. Box 13087
Austin, Texas 78711-3087

Docket Clerk
State Office of Administrative Hearings
300 W. 15th Street, Suite 502
Austin, Texas 78711-3025

312520C, 31253-C
DH

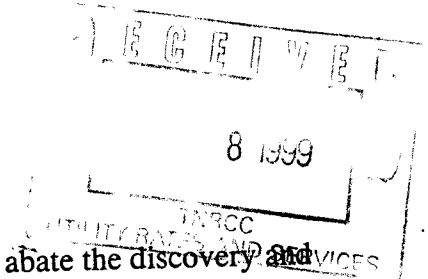
SOAH DOCKET NO. 582-97-0175
TNRCC DOCKET NOS. 96-1897-UCR AND 96-1898-UCR

APPLICATION OF THE
TOWN OF WESTLAKE
FOR WATER CCN

§
§
§
§
§

STATE OFFICE
OF
ADMINISTRATIVE HEARINGS

ORDER NO. 10
GRANTING REQUEST TO ABATE



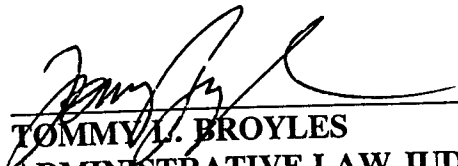
On November 30, 1999, the Town of Westlake filed a request to abate the discovery and hearing in this matter until March 1, 2000. This would allow additional time for negotiations regarding settlement of all issues in dispute. The City of Keller filed a letter concurring with the request.

Given that the parties continue to believe there is a good chance of settlement, the Request to Abate is GRANTED. The following prehearing and hearing schedule is adopted:

March 1, 2000	discovery served
March 31, 2000	responses served
April 21, 2000	depositions conclude
May 8&9, 2000	hearing on the merits

The hearing will begin at 9:00 a.m. in the SOAH hearing rooms, located at the Stephen F. Austin Building, 1700 North Congress Avenue, 11th Floor, Austin, Texas.

Signed this 6th day of December, 1999.


TOMMY L. BROYLES
ADMINISTRATIVE LAW JUDGE

MAILING LIST
Application of the Town of Westlake
SOAH Docket No. 582-97-0175

Martin Rochelle, Attorney
Lloyd, Gosselink, Blevins, Rochelle,
Baldwin & Townsend, P.C.
111 Congress Ave, Ste 1800
Austin Tx 78701

Representing: Town of Westlake

Mr. Skip Newsom
Fisher & Newsom, P.C.
111 Congress Ave., Ste. 820
Austin, Texas 78701-4043

Representing: City of Keller

Hal Sanders
Strasburger & Price, L.L.P.
2600 One American Center
600 Congress Avenue
Austin, Texas 78701

Representing: Maguire Thomas Partners

Mr. Frank R. Booth
Mr. Mike Booth
Booth, Ahrens & Werkenthin, P.C.
Nations Bank Tower, Suite 1212
515 Congress Avenue
Austin, Texas 78701-3503

Representing: Trophy Club

Lara Nehman, Staff Attorney
Legal Services Division MC-173
Texas Natural Resource Conservation
Commission - MC - 173
P. O. Box 13087
Austin, Texas 78711-3087

Representing: Executive Director of the
Texas Natural Resource Conservation
Commission

Blas J. Coy, Jr., Attorney
Public Interest Counsel
Texas Natural Resource Conservation
Commission - MC - 103
P. O. Box 13087
Austin, Texas 78711-3087

Representing: the Office of the Public
Interest Counsel of the Texas Natural
Resource Conservation Commission

Tommy L. Broyles
Administrative Law Judge
State Office of Administrative Hearings
300 W. 15th St., Suite 502
Austin, Texas 78711-3025

Attn: Docket Clerk
Office of the Chief Clerk MC-105
TNRCC
P. O. Box 13087
Austin, Texas 78711-3087

FAX TRANSMITTAL

DATE: 1/10/00NUMBER OF PAGES
(including cover sheet):**3**

TO:

Name

Organization

FAX Number

See List Below

FROM:

TEXAS NATURAL RESOURCE CONSERVATION COMMISSION

Name

Division/Region

Telephone Number

FAX Number

Lara NehmanOffice of Legal Services(512) 239 - 1121(512) 239 - 0606 or 239-0626

NOTES:

William G. Newchurch
Fax: (512) 936-0730Andrew N. Barrett
Fax: (512) 472-6463Blas Coy
Fax: (512) 239-6377Martin Rochelle
Fax: (512) 472-0532Doug Holcomb
Fax: (512) 239-6972Docket Clerk
Fax: (512) 239-3311

This facsimile message and accompanying documents contain information from the Texas Natural Resource Conservation Commission Office of Legal Services which may be CONFIDENTIAL AND/OR PRIVILEGED. The information is intended to be for the use of the individual or entity named on this transmittal sheet. If you are not the intended recipient, be aware that any disclosure, copying, distribution or use of the contents of this information is prohibited.

If you have received this facsimile in error, please notify us by telephone immediately and return the original message to us at Texas Natural Resource Conservation Commission, Office of Legal Services, P.O. Box 13087, Austin, Texas 78711-3087 by First Class Mail via the United States Postal Services. Thank you.

PLEASE CALL AS SOON AS POSSIBLE IF ALL PAGES ARE NOT RECEIVED OR IF THERE ARE ANY OTHER PROBLEMS WITH THE TRANSMITTAL OF THIS FAX.

**TNRCC**Protecting Texas
by Reducing and
Preventing Pollution

Robert J. Huston, *Chairman*
R. B. "Ralph" Marquez, *Commissioner*
John M. Baker, *Commissioner*
Jeffrey A. Saitas, *Executive Director*



TEXAS NATURAL RESOURCE CONSERVATION COMMISSION

Protecting Texas by Reducing and Preventing Pollution

January 10, 2000

William G. Newchurch, Administrative Law Judge
State Office of Administrative Hearings
300 W. 15th, Ste 502
PO Box 13025
Austin, Texas 78711-3025

RE: Applications of Circle C MUD Nos. 1, 2 & 3 (Formerly Lake Turner MUDs) and the Town of Westlake for Sewer CCNs; SOAH Docket No. 582-97-0134; TNRCC Docket Nos. 96-1902-UCR, 96-1904-UCR, and 96-1898-UCR

Dear Judge Newchurch: 31349-C
31350-C

The Executive Director agrees to the withdrawal without prejudice by the Circle C Municipal Utility Districts Nos. 1, 2 & 3 of their applications in the above-referenced matter.

Sincerely,

A handwritten signature in cursive script, appearing to read "Lara Nehman", followed by a large, stylized flourish.

Lara Nehman
Staff Attorney
Environmental Law Division

cc: Mailing List by Facsimile Only

MAILING LIST**Applications of Lake Turner MUD Nos. 2 & 3
and the Town of Westlake for Sewer CCN
SOAH Docket No. 582-97-0134**

William G. Newchurch, Administrative Law Judge
State Office of Administrative Hearings
300 W. 15th, Ste 502
PO Box 13025
Austin, Texas 78711-3025

Mr. Andrew N. Barrett, Attorney
Frost Bank Plaza
816 Congress Ave., Ste. 1280
Austin, Texas 78701

Representing: Circle T (formerly Lake Turner)

Martin Rochelle, Attorney
Lloyd, Gosselink, Blevins, Rochelle,
Baldwin & Townsend, P.C.
111 Congress Ave, Ste 1800
Austin, Texas 78701

Representing: Town of Westlake

Lara Nehman, Staff Attorney
Legal Services Division MC-173
Texas Natural Resource Conservation
Commission - MC - 173
P.O. Box 13087
Austin, Texas 78711-3087

Representing: Executive Director of the
Texas Natural Resource Conservation
Commission

Blas J. Coy, Jr., Attorney
Public Interest Counsel
Texas Natural Resource Conservation
Commission - MC -103
P.O. Box 13087
Austin, Texas 78711-3087

Representing: The Office of the Public
Interest Counsel of the Texas Natural
Resource Conservation Commission

Doug Holcomb, Engineer
Water Permits & Resource Management Division
MC - 153
Texas Natural Resource Conservation Commission
P.O. Box 13087
Austin, Texas 78711-3087

Docket Clerk
Office of the Chief Clerk MC - 105
TNRCC
P.O. Box 13087
Austin, Texas 78711-3087

Robert J. Huston, *Chairman*
R. B. "Ralph" Marquez, *Commissioner*
John M. Baker, *Commissioner*
Jeffrey A. Saitas, *Executive Director*



TEXAS NATURAL RESOURCE CONSERVATION COMMISSION

Protecting Texas by Reducing and Preventing Pollution

February 22, 2000

Mr. Martin Rochelle, Attorney
Lloyd, Gosselink, Blevins, Rochelle, Baldwin & Townsend, P.C.
111 Congress Avenue, Suite 1800
Austin, Texas 78701

Re: Applications of the Town of Westlake to Obtain a Water and Sewer Certificate of Convenience and Necessity (CCN)
SOAH Docket No. 582-97-0134
TNRCC Docket Nos. 96-1902-UCR and 96-1904-UCR
TNRCC Application Nos. 31252-C and 31253-C

Dear Mr. Rochelle:

The TNRCC has received your letter and map amending the Town of Westlake's pending water and sewer CCN applications. The amendments are accepted and the Town of Westlake's proposed water and sewer service area revised.

Since the applicant is deleting area, no additional notice is necessary. I have attached a map delineating the water and sewer service areas now being requested by the Town of Westlake based on the map you submitted.

Please contact me at 512/239/6960 if you have any questions in this matter

Sincerely,

A handwritten signature in cursive script that reads "Doug Holcomb".

Doug Holcomb, P.E.

Utilities and Districts Section
Water Permits and Resource Management

cc: Attached mailing list

MAILING LIST

Application of the Town of Westlake for Water and Sewer CCNs SOAH Docket No. 582-97-0134

Mr. Andrew N. Barrett
Attorney at Law
Frost Bank Plaza
816 Congress Ave., Ste. 1280
Austin, Texas 78701

Representing: Circle T (formerly Lake Turner)

Martin Rochelle, Attorney
Lloyd, Gosselink, Blevins, Rochelle,
Baldwin & Townsend, P.C.
111 Congress Ave, Ste 1800
Austin, Texas 78701

Representing: Town of Westlake

Mr. Frank R. Booth
Mr. Mike Booth
Booth, Ahrens & Werkenthin, P.C.
Nations Bank Tower, Suite 1212
515 Congress Avenue
Austin, Texas 78701-3503

Representing: Trophy Club

Lara Nehman, Staff Attorney
Legal Services Division MC-173
Texas Natural Resource Conservation
Commission - MC - 173
P.O. Box 13087
Austin, Texas 78711-3087

Representing: Executive Director of the
Texas Natural Resource Conservation
Commission

Blas J. Coy, Jr., Attorney
Public Interest Counsel
Texas Natural Resource Conservation
Commission - MC -103
P.O. Box 13087
Austin, Texas 78711-3087

Representing: The Office of the Public
Interest Counsel of the Texas Natural
Resource Conservation Commission

Docket Clerk
Office of the Chief Clerk MC - 105
TNRCC
P.O. Box 13087
Austin, Texas 78711-3087

Doug Holcomb, Engineer
Water Permits & Resource Management Division
MC - 153
Texas Natural Resource Conservation Commission
P.O. Box 13087
Austin, Texas 78711-3087

INTEROFFICE MEMORANDUM

Legal -

If we may be of further service regarding this matter, please call.



for Steve Blackhurst

Irene Montelongo

cc: TNRCC Public Interest Counsel; ATTN: Mark Alvarado
TNRCC Agency Communications; ATTN: Patrick Crimmins, Acting Director

Paul C. Isham

Attorney at Law
507 Crossland Blvd.
Grand Prairie, Texas 75052
(972) 263-0507 (Metro)
(972) 264-0585 (FAX)

City Office

P. O. Box 534045
Grand Prairie, TX 75053-4045
972-237-8025
972-237-8030 (Fax)

January 7, 1997

RECEIVED

Honorable Joe Grace, Mayor
City of Roanoke
201 Bowie Street
Roanoke, Texas 76262

Texas Natural Resources
UTILITY RATES AND

**Re: Agreement to Sell Water to Lake Turner Municipal
Utility District No. 2**

Dear Mayor Grace:

It is the Town of Westlake's understanding that on November 12, 1996, the City Council of the City of Roanoke voted to instruct Roanoke's engineer and attorney to develop an interlocal agreement for retail water sales to Lake Turner Municipal Utility District No. 2 ("LTMUD2") to serve tracts of land lying within the corporate limits of the Town of Westlake. It is Westlake's further understanding that Roanoke would be selling water it purchases from Fort Worth to LTMUD2.

Please be advised that the Town of Westlake strongly opposes the sale of water by Roanoke to LTMUD2 for use within the Town of Westlake. You are no doubt aware of the fact that the Town of Westlake desires to provide water and sewer service to its entire corporate area and has requested the City of Fort Worth to provide it with wholesale water. Fort Worth has refused to sell water to Westlake at the present time because of the existence of LTMUD2 and Lake Turner Municipal Utility District No. 3 ("LTMUD3"). Fort Worth has decided not to sell water to either the Town or LTMUD2 or LTMUD3 until the issue of service is resolved by the Town and the MUDs. See enclosed letter dated May 31, 1996 from Mike Groomer. Presumably, Fort Worth would not agree to Roanoke selling Fort Worth water indirectly to LTMUD2 when it is presently unwilling to sell water directly to LTMUD2.

Senator Jane Nelson is interested in assisting in the resolution of this dispute, and the parties (Westlake, LTMUD2 and LTMUD3) have agreed to mediate the issue in the hopes of resolving the service issues. In addition, each party has filed for a Certificate of Convenience and Necessity with the Texas Natural Resources Conservation Commission ("TNRCC") to serve all or a portion of Westlake.

Westlake believes that the proposed interlocal agreement between Roanoke and LTMUD2 for water service in a portion of Westlake is an

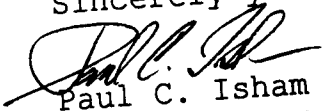
Mayor Joe Grace
January 7, 1997
Page Two (2)

effort to circumvent Fort Worth's position not to furnish water to a provider in Westlake until the service issue is resolved, and jeopardizes the settlement efforts being promoted by Senator Nelson. If the proposed agreement provides that Roanoke would be a retail provider of water within a portion of Westlake, then it is our opinion that Roanoke would have to obtain a CCN from the TNRCC before it could provide such service within Westlake. Thus, we request that Roanoke cease its efforts to enter into an agreement to sell water to LTMUD2 or provide water service to a portion of Westlake.

Westlake also requests that it be notified of any public meetings schedule to discuss and/or vote on the proposed interlocal agreement. Westlake can be notified at its Town Hall, 3 Village Circle, Suite 207, Westlake, 817-430-0941.

Thank you for your cooperation in this matter and if you need additional information about this matter or desire to discuss the same with Westlake, please contact me.

Sincerely yours,



Paul C. Isham
Town Attorney
Town of Westlake

cc: Mike Groomer, Assistant City Manager, Fort Worth
Donna Parker, President, Lake Turner MUD No. 2
Rice M. Tilley, Jr., President, Lake Turner MUD No. 3
Senator Jane Nelson
Doug Holcomb, P.E., TNRCC
Timothy G. Green, Esq.
Michael J. McEntire, Esq.
Darcy Anderson, Alliance Development Company
Mayor Scott Bradley
Martin C. Rochelle, Esq.
Terry Morgan, Esq.

CITY OF FORT WORTH, TEXAS



OFFICE OF THE CITY MANAGER
1000 THROCKMORTON STREET
FORT WORTH, TEXAS 76102
(817) 871-6111
FAX (817) 871-6134

May 31, 1996

The Honorable Scott Bradley, Mayor
Town of Westlake
3 Village Circle
~~Suite 207 Solara~~
Roanoke, Texas 76262

Mr. Rice Tilley Jr., President
Lake Turner Municipal Utility District #3
c/o Alliance Development Company
2421 Westport Parkway, Suite 200
Fort Worth, Texas 76177

Re: Wholesale Water Contract Status

Dear Mayor Bradley and Mr. Tilley:

Over the past several months, a great deal of discussions have been held regarding future water service to the Northeast Tarrant / Southern Denton County region. Fort Worth has received requests from the Town of Westlake as well as the Municipal Utility District #3 requesting a wholesale water contract.

Additionally we have been made aware through discussions with representatives of both the Town of Westlake and owners of the Circle T Ranch of proposed development in Westlake and the on going differences of opinion on some of these development issues. At the May 22, 1996 Expanding Economic Opportunities Committee, we briefed this City Council Committee of the pending request and Westlake's internal development issues as we understood them.

The consensus opinion of the committee was to not become involved in those Westlake issues and therefore the direction we received was to not pursue contractual relationships with either entity at this point.

Page 2

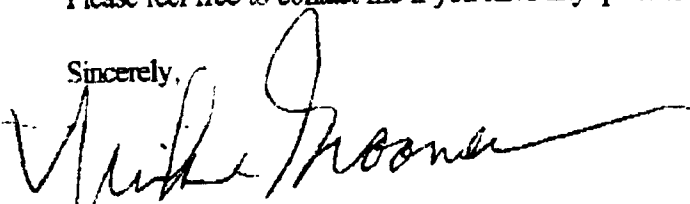
May 31, 1996

Mayor Bradley and Mr. Tilley

Unquestionably, Westlake is within the wholesale service area of Fort Worth and eventually Westlake can be included as a wholesale customer.

I think it is important to continue open discussions which will lead to resolution of these issues. Please feel free to contact me if you have any questions at 871-6140.

Sincerely,

A handwritten signature in black ink, appearing to read "Mike Groomer", with a long horizontal flourish extending to the right.

Mike Groomer
Assistant City Manager

cc: Bill Meadows, EEOC
Bob Terrell, City Manager
Lee Bradley, Water Department
Rick Patterson, Alliance Development Company

MG:so

Barry R. McBee, *Chairman*
R. B. "Ralph" Marquez, *Commissioner*
John M. Baker, *Commissioner*
Dan Pearson, *Executive Director*



TEXAS NATURAL RESOURCE CONSERVATION COMMISSION

Protecting Texas by Reducing and Preventing Pollution

December 10, 1996

Ms. Sarah K. Walls
Cantry and Hanger
2100 Burnett Plaza
801 Cherry Street
Fort Worth, Texas 76102

Re: Docket No. 96-1897-UCR; Protests of the Application of the Town of Westlake for a Water Certificate of Convenience and Necessity (CCN) and to Decertify a Portion of CCN No. 12311 issued to the City of Fort Worth, in Denton and Tarrant Counties; Application No. 31252-C

Docket No. 96-1898-UCR; Protests of the Application of the Town of Westlake for a Sewer Certificate of Convenience and Necessity (CCN) in Denton and Tarrant Counties; Application No. 31253-C

Dear Ms. Walls:

The Texas Natural Resource Conservation Commission (TNRCC) received protests to your applications for CCNs of the Town of Westlake for water and sewer utility service in Denton and Tarrant Counties. The Commission's Chief Clerk has assigned Docket Nos. 96-1897-UCR and 96-1898-UCR to this matter. Any further communications should refer to these docket numbers. V.T.C.A Water Code, Section 13.246 provides that affected parties may protest the applications and request a hearing on whether a CCN should be granted. Trophy Club MUD #1, the City of Keller, Hillwood/Willowbend, Ltd., Lake Turner MUD No. 2, Lake Turner MUD No. 3 and Maguire Thomas Partners-Westlake Southlake Partnership and MTP-IBM Phase II/III Joint Venture have protested the referenced applications.

This matter has been referred to the State Office of Administrative Hearings to schedule a hearing. When a hearing has been scheduled, you will receive a notice of hearing which explains when and where the hearing will be held.

It is understood that efforts are being made to mediate these protests. At any time that the protestants and the applicant can reach an agreement, please inform this office as soon as possible. A hearing may not be necessary if the parties reach an agreement over the proposed service areas.

In order to review these CCN applications, the staff of the TNRCC may need additional information regarding your utility's service. You may be receiving Staff Requests for Information (RFI's) within a few weeks. We would appreciate your cooperation in providing the information requested.

Ms. Sarah K. Walls

Page 2

The staff will recommend that Applications No. 31349-C, No. 31350-C, No. 31351-C and No. 31352-C of Lake Turner MUD No. 2 and Lake Turner MUD No. 3 be consolidated with these applications because many of the issues are the same.

If you have questions about this process or what material you should bring with you to the hearing, please contact Albert Holck at (512) 239-6960.

Sincerely,



FOR Doug Holcomb, P. E.
Utility Certification and
Rate Design Section
Water Utilities Division

DEH/AH/mmr

cc: TNRCC, Region 4 Office
Attached Mailing List

PROPOSED MAILING LIST FOR DOCKET NO. 96-1897-UCR AND DOCKET NO. 96-1898-UCR
(Applications No. 31252-C and No. 31253-C)

PROPOSED MAILING LIST FOR DOCKET NO. 96-1901-UCR,
DOCKET NO. 96-1902-UCR, DOCKET NO. 96-1903-UCR, AND DOCKET NO. 96-1904-UCR,
(Applications No. 31349-C, No. 31350-C, No. 31351-C, No. 31352-C)

Mr. Timothy G. Green
Coats, Rose, Yale, Holm, Ryman & Lee
800 First City Tower
1001 Fannin
Houston, Texas 77002-6707

Representing Lake Turner MUD No. 2
Lake Turner MUD No. 3

Mr. Andy Barrett
McGinnis, Lochridge & Kilgore, L.L.P.
1300 Capitol Center
919 Congress Avenue
Austin, Texas 78701
(512)495-6000
Fax (512) 495-6093

Representing Lake Turner MUD No. 2
Lake Turner MUD No. 3

Mr. Dwight A. Shupe
Hughes & Luce, L.L.P.
1717 Main Street, Suite 2800
Dallas, Texas 75201

Representing Hillwood/Willowbend, Ltd.
(Lake Turner MUD No. 2)
(Lake Turner MUD No. 3)

Mr. Lyle H. Drescher, City Manager
City of Keller
158 S. Main
Keller, Texas 76248

Representing City of Keller

Mr. Skip Newsom, Fisher & Newsom, P.C.
111 Congress Avenue, Suite 820
Austin, Texas 78701-4043
(512) 477-4121
Fax (512) 477-4136

Representing City of Keller

Mr. Frank R. Booth
Booth & Dillon
NationsBank Tower, Suite 1212
515 Congress Avenue
Austin, Texas 78701-3503

Representing Trophy Club Municipal Utility District No. 1

Mr. Robert G. West
Michener Larimore Swindle Whitaker Flowers Sawyer Reynolds & Chalk, L.L.P.
3500 City Center Tower II
301 Commerce Street
Fort Worth, Texas 76102-4186
(817) 335-4417

Representing Trophy Club Municipal Utility District No. 1

Mr. R. L. Guinn, Director
3500 Lincoln Plaza
500 North Akard Street
Dallas, Texas 75201

Lake Turner MUD No. 1

Mr. Tom Allen
Maguire Thomas Partners
9 Village Circle, Suite 500
Westlake, Texas 76262

Representing Maguire Thomas Partners-Westlake
Southlake Partnership

John J. Carlton
Strasburger & Price, L.L.P.
2600 One American Center
600 Congress Avenue
Austin, Texas 78701

Representing Maguire Thomas Partners
MTP-IBM Phase II/III Joint Venture

Mr. Martin C. Rochelle
Lloyd, Gosselink, Fowler, Blevins & Mathews, P.C.
111 Congress Avenue, Suite 1800
Austin, Texas 78701
(512) 322-5800
Fax (512) 472-0532

Representing Town of Westlake

Ms. Sarah K. Walls
Cantry and Hanger
2100 Burnett Plaza
801 Cherry Street
Fort Worth, Texas 76102

Representing Town of Westlake

Mr. Rick Frederick
624 Walnut Grove
Roanoke, Texas 76262

Representing Walnut Grove Water System
(not a protest but request for notice of hearing)

Legislative Contact
Senator Jane Nelson
P. O. Box 2068
Capitol Building
Austin, Texas 78711

Senator Jane Nelson
District Office
3700 Forums Drive, Suite 107
Flower Mound, Texas 75028

3125-413

LLOYD, GOSSELINK, FOWLER, BLEVINS & MATHEWS, P. C.
ATTORNEYS AT LAW

111 CONGRESS AVENUE
SUITE 1800
AUSTIN, TEXAS 78701
TELEPHONE (512) 322-5800
TELECOPIER (512) 472-0532

Mr. Rochelle's Direct Line:
(512) 322-5810

111 SOLEDAD STREET*
SUITE 300
SAN ANTONIO, TEXAS 78205
TELEPHONE (210) 212-5888
TELECOPIER (210) 212-5889
*BY APPOINTMENT ONLY

October 29, 1996

RECEIVED
Oct - 31

Mr. Douglas Holcomb, P.E.
Texas Natural Resource
Conservation Commission
P.O. Box 13087
Austin, Texas 78711-3087

CONSERVATION COMMISSION

Re: Application of Town of Westlake for Water and Sewer
Certificates of Convenience and Necessity (140300:1.2)

Dear Mr. Holcomb:

The Town of Westlake ("Westlake") has reached an agreement with the Trophy Club Municipal Utility District No. 1 ("District") concerning water and sewer service to the area which is within both the corporate boundaries of Westlake and the District, whereby the District will be the purveyor of retail water and sewer services within such area. Attached please find a map which has been marked to show this area. This territory is shaded and depicted on the attached map as "TCMUD # 1 Ord. # 127.147". Therefore, please amend Westlake's application to exclude this territory from its proposed CCN areas.

If you have questions concerning this request, or I may be of service to you or your staff, please call me at your convenience.

Sincerely,


Martin C. Rochelle

MCR/ldp
1403/000-012.LTR
ENCLOSURE

Mr. Douglas Holcomb, P.E.
October 29, 1996
Page 2

cc: The Honorable Jane Nelson
Mr. Scott Bradley
Ms. Sarah Walls
Mr. Paul Phy
Mr. Ken Petersen
Ms. Maria Sanchez
Mr. Skip Newsom
Mr. Bob West
Mr. John Carlton

pad 8 is outside of Westlake

TCMUD #1

Ord. #127 147

PRECINCT LINE ROAD

COUNTY ROAD 4000

PRECINCT LINE ROAD

OCT 31 1996

CONSERVATION COMMISSION

DEW
TAR

TO
SO

COUNTY ROAD 4000

COATS, ROSE, YALE, HOLM, RYMAN & LEE

A PROFESSIONAL CORPORATION

ATTORNEYS AT LAW

800 FIRST CITY TOWER

1001 FANNIN

HOUSTON, TEXAS 77002-6707

TELEPHONE (713) 651-0111

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November 15, 1996

Mr. Doug Holcomb
Texas Natural Resource Conservation Commission
P. O. Box 13087
Austin, Texas 78711-3087

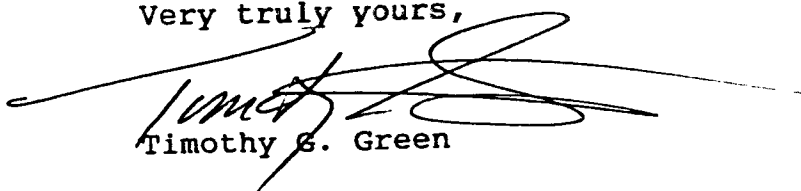
Re: Lake Turner Municipal Utility District Nos. 2 and 3
Applications for Certificate of Convenience and
Necessity; and Town of Westlake Certificate of
Convenience and Necessity

Dear Doug:

Please be advised that effective November 14, 1996, this law firm has been retained to act as general counsel to Lake Turner Municipal Utility District Nos. 2 and 3 ("MUD 2" and "MUD 3"). Also, effective such date, MUD 2 and MUD 3 each has retained Mr. Andy Barrett at McGinnis, Lockridge & Kilgore, L.L.P. to act as its legal counsel on all matters related to its application for a Certificate of Convenience and Necessity.

On behalf of my clients, enclosed herein please find letters addressed to you regarding possible mediation of the matters affecting their application for a Certificate of Convenience and Necessity.

Very truly yours,


Timothy G. Green

TGG:jhw

cc: Board of Directors MUD 2 and MUD 3 w/enclosures
State Senator Jane Nelson w/enclosures
Mr. Andy Barrett w/enclosures
Mr. Darcy Anderson w/enclosures
Hillwood Development
Mr. Ike Shupe w/enclosures

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NOV 19 1996

LAKE TURNER MUNICIPAL UTILITY DISTRICT NO. 2
c/o COATS, ROSE, YALE, HOLM, RYMAN & LEE, P.C.
1001 FANNIN, SUITE 800
HOUSTON, TEXAS 77002-6707

November 14, 1996

Mr. Doug Holcomb
Texas Natural Resource Conservation Commission
P. O. Box 13087
Austin, Texas 78711-3087

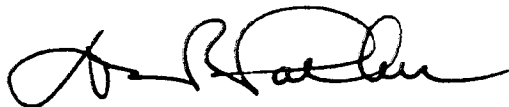
Re: Lake Turner Municipal Utility District No. 2 Application
for Certificate of Convenience and Necessity; and Town of
Westlake Certificate of Convenience and Necessity

Dear Mr. Holcomb:

On behalf of Lake Turner Municipal Utility District No. 2 (the
"District"), I am writing regarding the above matter.

The District intends to engage in discussions with the Town of
Westlake with the mutual objective of resolution of differences,
but does not request mediation of the above matters under the
auspices of the Texas Natural Resource Conservation Commission
("TNRCC"). Instead, the District asks that the above matters
proceed before the TNRCC as soon as is practicable.

Sincerely,

A handwritten signature in black ink, appearing to read 'Donna Parker', written in a cursive style.

Donna Parker
President

cc: Board of Directors
State Senator Jane Nelson

LAKE TURNER MUNICIPAL UTILITY DISTRICT NO. 3
c/o COATS, ROSE, YALE, HOLM, RYMAN & LEE, P.C.
1001 FANNIN, SUITE 800
HOUSTON, TEXAS 77002-6707

November 14, 1996

Mr. Doug Holcomb
Texas Natural Resource Conservation Commission
P. O. Box 13087
Austin, Texas 78711-3087

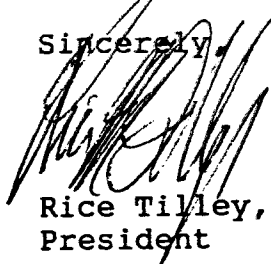
Re: Lake Turner Municipal Utility District No. 3 Application
for Certificate of Convenience and Necessity; and Town of
Westlake Certificate of Convenience and Necessity

Dear Mr. Holcomb:

On behalf of Lake Turner Municipal Utility District No. 3 (the
"District"), I am writing regarding the above matter.

The District intends to engage in discussions with the Town of
Westlake with the mutual objective of resolution of differences,
but does not request mediation of the above matters under the
auspices of the Texas Natural Resource Conservation Commission
("TNRCC"). Instead, the District asks that the above matters
proceed before the TNRCC as soon as is practicable.

Sincerely,



Rice Tilley, Jr.
President

cc: Board of Directors
State Senator Jane Nelson

312-52--C- 31349
+111
01252 At

P.O. BOX 12068
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AUSTIN, TEXAS 78711
512 463 0109
FAX 512 463 0923
TDD 512 475 3758

JANE NELSON
STATE SENATOR

Committees
HEALTH AND HUMAN SERVICES VICE CHAIR
EDUCATION
NOMINATIONS
STATE AFFAIRS

DISTRICT OFFICE
3700 FORUMS DRIVE, SUITE 107
FLOWER MOUND, TEXAS 75028
(214) 724 0066
FAX (214) 724 0750

November 14, 1996

Mr. Doug Holcomb, P.E.
Utilities Certification and Assistance
Water Utility Division
Texas Natural Resource Conservation Commission
P.O. Box 13087
Austin, TX 78711-3087

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NOV 15 1996
NATURAL RESOURCE CONSERVATION
UTILITY RULES AND REGULATIONS

Dear Mr. Holcomb:

As you know, I am working to help facilitate mediation meetings between the City of Westlake and the Lake Turner MUDs #2 and 3 in regard to both entities' applications for Certificates of Convenience and Necessity (CCNs), which are currently pending before the Texas Natural Resource Conservation Commission.

It is my understanding that the applications may have or will soon become eligible for administrative proceedings within the State Office of Administrative Hearings (SOAH). Please be advised that both parties have indicated their desire to work to resolve their differences through private mediation, and are currently working through my office to initiate such meetings. This is to request that the TNRCC delay further action on the CCN applications pending the result of our ongoing efforts toward resolution.

Thank you for your assistance in this matter.

Very truly yours,

Jane Nelson

Senator Jane Nelson

31252
31053

LLOYD, GOSSELINK, FOWLER, BLEVINS & MATHEWS, P. C.
ATTORNEYS AT LAW

111 CONGRESS AVENUE
SUITE 1800
AUSTIN, TEXAS 78701
TELEPHONE (512) 322-5800
TELECOPIER (512) 472-0532

Mr. Rochelle's Direct Line:
(512) 322-5810

111 SOLEDAD STREET*
SUITE 300
SAN ANTONIO, TEXAS 78205
TELEPHONE (210) 212-5888
TELECOPIER (210) 212-5889
*BY APPOINTMENT ONLY

October 29, 1996

RECEIVED

Mr. Douglas Holcomb, P.E.
Texas Natural Resource
Conservation Commission
P.O. Box 13087
Austin, Texas 78711-3087

CONSERVATION COMMISSION
UTILITY DISTRICTS

Re: Application of Town of Westlake for Water and Sewer
Certificates of Convenience and Necessity (140300:1.2)

Dear Mr. Holcomb:

The Town of Westlake ("Westlake") has reached an agreement with the Trophy Club Municipal Utility District No. 1 ("District") concerning water and sewer service to the area which is within both the corporate boundaries of Westlake and the District, whereby the District will be the purveyor of retail water and sewer services within such area. Attached please find a map which has been marked to show this area. This territory is shaded and depicted on the attached map as "TCMUD # 1 Ord. # 127.147". Therefore, please amend Westlake's application to exclude this territory from its proposed CCN areas.

If you have questions concerning this request, or I may be of service to you or your staff, please call me at your convenience.

Sincerely,


Martin C. Rochelle

MCR/ldp
1403/000-012.LTR
ENCLOSURE