

CALIFORNIA PUBLIC UTILITIES COMMISSION DIVISION OF WATER AND AUDITS Advice Letter Cover Sheet	(Date Filed / Received Stamp by CPUC)
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AL #	Date Mailed to Service List:	Requested Effective Date:	Requested Tier:
884	March 31, 2011	Upon Commission Approval	<input type="checkbox"/> Tier 1 <input type="checkbox"/> Tier 2 <input checked="" type="checkbox"/> Tier 3

Replacing AL#:	Authorized by:	Compliance Filing?	Rate	\$	N/A
N/A	D. 10-10-019	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	Impact	%	N/A

<p><u>The public has 20 days from Date Mailed (above) to protest this advice letter. If you chose to protest or respond to the advice letter, send Protest and/or Correspondence within 20 days to:</u></p>	Director Division of Water and Audits 505 Van Ness Ave. San Francisco, CA 94102
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<u>and if you have email capability, also email to:</u>	water_division@cpuc.ca.gov
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<u>Your protest also must be served on the Utility</u>	(see attached advice letter for more information and grounds for protest)
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Company Name: CALIFORNIA AMERICAN WATER	CPUC Utility Number:
Address: 1033 B AVENUE, SUITE 200	WTA <u>U210W</u> __
City, State, Zip: CORONADO, CA 92118	WTB _____
	WTC _____
	WTD _____
	SWR _____

	Contact Name:	Phone No.	Fax No.	Email Address:
Filer	Lori Girard	831-646-3240	831-375-4367	lori.girard@amwater.com
Alternate	Sarah Leeper	415-863-2960	415-863-0615	sarah.leeper@amwater.com

Description: Proposing provisions sufficient to prevent the utility from being pulled into the bankruptcy of its parent company.

- 1. Explain justification for requested Tier** – Tier 3 specified in D. 10-10-019. See Appendix A, Rule VII.E
- 2. Describe service affected and how it is affected** – N/A
- 3. Describe differences from related Advice Letters (Similar service, replacement filing)** – N/A

(FOR CPUC USE ONLY)

WTS Budget/Activity/Type	Process as: <input type="checkbox"/> Tier 1 <input type="checkbox"/> Tier 2 <input type="checkbox"/> Tier 3
/ /	20th Day <input type="text"/> 30th Day <input type="text"/>
Project Manager:	Suspended on:
Analyst:	Extended on:
Due Date:	Resolution No.:
Completion Date:	AL/Tariff Effective Date:



4701 Beloit Drive
Sacramento, CA 95838
www.amwater.com

P (916)-568-4251
F (916) 568-4260

March 31, 2011

ADVICE LETTER NO. 884

TO THE PUBLIC UTILITIES COMMISSION OF THE STATE OF CALIFORNIA

Background: Decision No. 10-10-019 directs California-American Water Company ("California American Water") (U210W) to "file a Tier III advice letter proposing provisions that are sufficient to prevent the utility from being pulled into the bankruptcy of its parent company." In accordance with a letter from the Executive Director of the Commission dated December 9, 2010, this advice letter must be filed by March 31, 2011. A copy of the December 9 letter is included in the attached workpapers.

Request: California American Water requests that the Commission approve by resolution the provisions proposed below. California American Water is informed and believes that, based on the relationship between California American Water and its parent holding company, American Water Works Company, Inc. ("Parent"), there is minimal risk under current law that the assets of California American Water would be consolidated with the assets of parent and administered as part of a bankruptcy case involving Parent. California American Water, however, desires to fully comply with Rule VII.E of the Rules for Water and Sewer Utilities Regarding Affiliate Transactions and the Use of Regulated Assets for Non-Tariffed Utility Services ("ATRs"). A copy of Rule VII.E is included in the attached workpapers.

The provisions identified below will be implemented by June 30, 2011, the date the ATRs become effective. Attachment A to this Advice Letter is a verification signed by California American Water senior management as required by Rule VII.E.

California American Water ("UTILITY") intends the following provisions to be its compliance measures for Rule VII.E of the ATRs, adopted by the Commission in Decision 10-10-019:

- (i) UTILITY and its Parent shall be separate legal entities;
- (ii) UTILITY shall observe, in all material respects, all formalities and procedures required by its Articles of Incorporation, its Bylaws and applicable corporate laws regarding the management of its business and affairs.
- (iii) UTILITY shall correct any known misunderstanding regarding the separate identity of UTILITY, and shall not identify itself as a department or division of its Parent, but may identify itself as a subsidiary;
- (iv) UTILITY may only share its assets, funds, liabilities or business functions with its Parent as permitted in D.10-10-019, or any other applicable Commission actions;
- (v) UTILITY shall conduct business in its own name as an entity distinct from its Parent;

- (vi) UTILITY shall use separate stationery and the like bearing its own name on its stationery and other external communications, but may include for identification purposes, a tag line or descriptive information identifying the utility as a member of its Parent's corporate family;
- (vii) UTILITY shall maintain separate financial statements showing its assets and liabilities on a stand-alone basis but may be included in the consolidated financial statements of its Parent for financial reporting purposes;
- (viii) UTILITY's accounting records shall reflect and, to the extent required by applicable accounting principles, the reporting requirements of the Securities and Exchange Commission, or other requirements of applicable law, the consolidated financial statements of its Parent and the financial statements of UTILITY shall disclose, all material transactions between UTILITY and its Parent;
- (ix) UTILITY shall not enter into financial transactions with its Parent that are disallowed in D.10-10-019, or any successor Decisions, except as permitted by the Commission;
- (x) UTILITY shall not issue, secure, or guarantee the debts of its Parent;
- (xi) UTILITY shall allocate any shared corporate support and services, pursuant to D.10-10-019 and any other applicable Commission actions;
- (xii) UTILITY shall not make any loans to its Parent, except on terms that are substantially similar to those that would be available on an arms-length basis with unrelated third parties; and
- (xiii) UTILITY shall maintain its assets and liabilities, and books and records relating thereto, in such a manner that ascertaining or identifying its individual assets and liabilities as separate and distinct from those of its Parent will not entail significant cost or difficulty.

Tier Designation:

This Advice Letter is submitted pursuant to Decision No. 10-10-019 and is designated as a Tier 3 filing.

Effective Date:

California American Water requests that the provisions discussed above be made effective on the date the Commission adopts a resolution approving the provisions.

Service List:

In accordance with Section 4.3 of General Order 96-B, a copy of this advice letter has been served upon all interested and affected parties as shown in Exhibit A.

Protest and Responses:

Anyone may respond to or protest this advice letter. A response supports the filing and may contain information that proves useful to the Commission in evaluating the advice letter.

A protest objects to the advice letter in whole or in part and must set forth the specific grounds on which it is based. These grounds may include the following:

- (1) The utility did not properly serve or give notice of the advice letter;
- (2) The relief requested in the advice letter would violate statute or Commission order, or is not authorized by statute or Commission order on which the utility relies;
- (3) The analysis, calculations, or data in the advice letter contain material error or omissions;
- (4) The relief requested in the advice letter is pending before the Commission in a formal proceeding; or
- (5) The relief requested in the advice letter requires consideration in a formal hearing, or is otherwise inappropriate for the advice letter process; or
- (6) The relief requested in the advice letter is unjust, unreasonable, or discriminatory (provided that such a protest may not be made where it would require relitigating a prior order of the Commission.)

A protest shall provide citations or proofs where available to allow staff to properly consider the protest.

A response or protest must be made in writing or by electronic mail and must be received by the Water Division within 20 days of the date this advice letter is filed. The address for mailing or delivering a protest is:

Tariff Unit, Water Division, 3rd floor
California Public Utilities Commission,
505 Van Ness Avenue, San Francisco, CA 94102
water_division@cpuc.ca.gov

On the same date the response or protest is submitted to the Water Division, the respondent or protestant shall send a copy by mail (or e-mail) to us, addressed to:

Recipients:	E-Mail:	Mailing Address:
David P. Stephenson..... <i>Director – Rates & Regulation</i>	dstephen@amwater.com.....	4701 Beloit Drive Sacramento, CA 95838 Fax: (916) 568-4260
Lori Girard <i>Corporate Counsel</i>	lori.girard@amwater.com.....	511 Forest Lodge Road Suite 100 Pacific Grove, CA 93950 Fax: (831) 375-4367
Suzette Halterman..... <i>Financial Analyst I</i>	suzette.halterman@amwater.com ..	4701 Beloit Drive Sacramento, CA 95838 Fax: (916) 568-4260

Cities and counties that need Board of Supervisors or Board of Commissioners approval to protest should inform the Water Division, within the 20 day protest period, so that a late filed protest can be entertained. The informing document should include an estimate of the date the proposed protest might be voted on.

The actions requested in this advice letter are not now the subject of any formal filings with the California Public Utilities Commission, including a formal complaint, nor action in any court of law.

This filing will not cause the withdrawal of service, nor conflict with other schedules or rules.

If you have not received a reply to your protest within 10 business days, please contact me at (916) 568-4222.

CALIFORNIA AMERICAN WATER



David P. Stephenson *by mkt*
Director - Rates & Regulation

**CALIFORNIA-AMERICAN WATER COMPANY
VERIFICATION RE: NONCONSOLIDATION PROVISIONS
RULE VII.E OF AFFILIATE TRANSACTION RULES
D-10-10-019**

We, the undersigned officers of California-American Water Company (“California American Water” or “UTILITY”), are informed and believe that California American Water will be implementing the following provisions by June 30, 2011:

- (i) UTILITY and its Parent shall be separate legal entities;
- (ii) UTILITY shall observe, in all material respects, all formalities and procedures required by its Articles of Incorporation, its Bylaws and applicable corporate laws regarding the management of its business and affairs.
- (iii) UTILITY shall correct any known misunderstanding regarding the separate identity of UTILITY, and shall not identify itself as a department or division of its Parent, but may identify itself as a subsidiary;
- (iv) UTILITY may only share its assets, funds, liabilities or business functions with its Parent as permitted in D.10-10-019, or any other applicable Commission actions;
- (v) UTILITY shall conduct business in its own name as an entity distinct from its Parent;
- (vi) UTILITY shall use separate stationery and the like bearing its own name on its stationery and other external communications, but may include for identification purposes, a tag line or descriptive information identifying the utility as a member of its Parent’s corporate family;
- (vii) UTILITY shall maintain separate financial statements showing its assets and liabilities on a stand-alone basis but may be included in the consolidated financial statements of its Parent for financial reporting purposes;
- (viii) UTILITY’s accounting records shall reflect and, to the extent required by applicable accounting principles, the reporting requirements of the Securities and Exchange Commission, or other requirements of applicable law, the consolidated financial statements of its Parent and the financial statements of UTILITY shall disclose, all material transactions between UTILITY and its Parent;
- (ix) UTILITY shall not enter into financial transactions with its Parent that are disallowed in D.10-10-019, or any successor Decisions, except as permitted by the Commission;
- (x) UTILITY shall not issue, secure, or guarantee the debts of its Parent;

ATTACHMENT A

- (xi) UTILITY shall allocate any shared corporate support and services, pursuant to D.10-10-019 and any other applicable Commission actions;
- (xii) UTILITY shall not make any loans to its Parent, except on terms that are substantially similar to those that would be available on an arms-length basis with unrelated third parties; and
- (xiii) UTILITY shall maintain its assets and liabilities, and books and records relating thereto, in such a manner that ascertaining or identifying its individual assets and liabilities as separate and distinct from those of its Parent will not entail significant cost or difficulty.

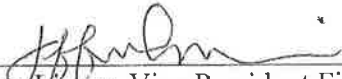
The contents of this document are true of our own knowledge, except as to matters that are stated on information or belief, and as to those matters we believe them to be true.

The undersigned declare under penalty of perjury under the laws of the State of California that the foregoing is true and correct.

Executed on March 30, 2011 in Coronado, California.



Robert MacLean, President



Jeffrey Linam, Vice President Finance

EXHIBIT A
CALIFORNIA-AMERICAN WATER COMPANY
ADVICE LETTER 884
SERVICE LIST

ALL CALIFORNIA AMERICAN WATER DISTRICTS

BY MAIL:

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California Public Utilities Commission
Water Branch, Area 3-B
505 Van Ness Avenue
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California Public Utilities Commission
Executive Division
320 West 4th Street Suite 500
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Chief Deputy City Clerk/Rcrds Mgr
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El Monte CA 91731-3293

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111 North Hope Street
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ADVICE LETTER 884
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EXHIBIT A
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County of Ventura
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*****include workpapers too*****

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EXHIBIT A
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ADVICE LETTER 884
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kminami@delreyoaks.org

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EXHIBIT A
CALIFORNIA-AMERICAN WATER COMPANY
ADVICE LETTER 884
SERVICE LIST

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