A/A	4
Received	
Keene Water System (NAME UNDER WHICH CORPORATION, PARTNERSHIP, OR INDIVIDUAL IS DOING BUSINESS) Union Pacific Railroad Company Attn : Robert Bylsma 10031 Foothills Blvd., Suite 200 Roseville, CA 95747 (OFFICIAL MAILING ADDRESS)	
TO THE PUBLIC UTILITIES COMMISSION STATE OF CALIFORNIA FOR THE YEAR ENDED DECEMBER 31, 2009 REPORT MUST BE FILED NOT LATER THAN MARCH 31, 2010	

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INSTRUCTIONS 1. Two completed and signed hard copies of this report and one electronic copy must be filed NOT LATER THAN MARCH 31, 2010, with: CALIFORNIA PUBLIC UTILITIES COMMISSION DIVISION OF WATER AND AUDITS ATTN: KAYODE KAJOPAIYE 505 VAN NESS AVENUE, ROOM 3105 SAN FRANCISCO, CALIFORNIA 94102-3298 kok@cpuc.ca.gov 2. Failure to file the report on time may subject a utility to the penalties and sanctions provided by the Public Utilities Code. 3. The Oath on Page12, must be signed by an authorized officer, partner, or owner. 4. The report must be prepared in ink, typed or computer generated. 5. The report must be filled in, and every question answered. LEAVE NO SCHEDULE BLANK. Insert the words "none" or "not applicable" or "n/a" when appropriate. 6. Certain balance sheet and income statement accounts flow to supplemental schedules. The totals of the details in the latter must agree with the balances of the accounts to which they refer. 7. Some schedules provide for a "balance at beginning of year." The amount shown should agree with the "balance at end of year" as shown in the report for the previous year. If there is a difference it should be explained by footnote. 8. When there is insufficient space in a schedule to permit a complete statement of the requested information, insert sheets should be prepared and identified by the number of the schedule to which it refers. Be certain that the inserts are securely attached to the report. If inserts are needed, prepare all inserts in one separate electronic file in Microsoft Excel format and file it with the electronic file of this report. 9. This report must cover the calendar year from January 1, 2009, through December 31, 2009. Fiscal year reports will not be accepted.

CLASS D WATER UTILITIES

(HAVING LESS THAN 500 SERVICE CONNECTIONS)

Keene Water System

(Name under which corporation, partnership or individual is doing business)

Union Pacific Railroad Company Attn: Robert Bylsma 10031 Foothills Blvd., Suite 200 Roseville, CA 95614 (Official mailing address)

Communities of Keene and Woodford In Kern County

(Service Area - Town and County)

Telephone Number: 916-789-6229

Fax Number: 916-789-6227

Email Address: Robert C. Bylsma/UPC@UP.COM

GENERAL INFORMATION

(Attach a supplementary statement, if necessary) RETURN ORIGINAL TO COMMISSION, NO PHOTOCOPIES.

- If a corporation show:

 (A) Date of organizatic N/A
 incorporated in the State of N/A
 (B) Names, titles and addresses of principal officers:
- 2 If unincorporated provide the name and address of the owner(s) or the partners: Union Pacific Railroad Company 1400 Douglas Street Omaha, NE 68179
- Name, title, and telephone number of:
 (A) One person listed above to receive correspondence: Robert Bylsma, Regional Environmental Counsel, 916-789-6229
 (B) Person responsible for operations and services: Robert Bylsma, Regional Environmental Counsel, 916-789-6229
- 4. Were any contracts or agreements in effect with any organization or person covering service, supervision and/or management of your business affairs during the year? (Yes or No) No If so, what was the nature and the amount of each payment made under the agreement, to whom were payments made, and to what account was each payment charged?
- State the names of associated companies or persons which, directly or indirectly, or through one or more intermediaries, control, or are controlled by, or are under common control with respondent: Union Pacific Railroad Company

PUBLIC HEALTH STATUS

- 6. Has state or local health department inspection been made during the year?
- 7. Are routine laboratory tests of water being made?
- 8. Has state health department water supply permit been obtained? (Indicate date)
- 9. If no permit has been obtained, state whether application has been made and when.
- 10. Show expiration date if state permit is temporary.
- 11. List Name, Grade, and License Number of all Licensed Operators: N/A

Yes	No	Latest Date
	X	6/15/2006
Х		3/4/2010
Х		5/31/1995
N/A		

Excess Capacity and Non-Tariffed Services

NOTE: In D.00-07-018, D.03-04-028, and D. 04-12-023, the CPUC set forth rules and requirements regarding water utilities provision of non-tariffed services using excess capacity. These decisions require water utilities to: 1) file an advice letter requesting Commission approval of that service, 2) provide information regarding non-tariffed goods/services in each company's Annual Report to the Commission.

Based on the information and filings required in D.00-07-018, D.03-04-028, and D.04-12-023, provide the following information by each individual non-tanffed goods and services provided in calendar year 2009:

	Applies to All Non-Tariffed	Non-Tai	riffed Good	s/Servic	I Goods/Services that require Approval by Advice Letter	uire App	roval by A	Advice Lette	er		
								Total		Gross	
							Advice	Income		Value of	
			Total		Total		Letter	Тах		Regulated	
			Revenue		Expenses		and/or	Liability		Assets	
			Derived		Incurred		Resolution	Incurred		Used in the	
			From		to Provide		Number	Because of	Income	Because of Income Provision of al	
			Non-Tanffed		Non-Taniffed		Approving	Approving Non-Taniffed Tax		Non-Taniffed Regulated	Regulated
		Active	Goods/	Revenue	Goods/	Expense	Non-Tariffed	Expense Non-Tariffed Goods/	Liability	Goods/	Asset
Row		5	Services Account	Account	Services	Account	Goods/	Services	Account	Services	Account
No.	No. Description of Non-Tariffed Good/Service	Passive	Passive (by account) Number (by Account) Number	Number	(by Account)		Services	(by Account)	Number	Services (by Account) Number (by Account)	Number

FOR ALL WATER COMPANIES SAFE DRINKING WATER BOND ACT/STATE REVOLVING FUND DATA

Please provide the following information relating to each Safe Drinking Water Bond Act (SDWBA) or Safe Drinking Water State Revolving Fund loan surcharge collection for the calendar year. Please use one page per loan.

NOT APPLICABLE 1. Current Fiscal Agent:

Name:	
Address:	
Phone Number:	
Account Number:	
Date Hired:	

2. Total surcharge collected from customers during the 12 month reporting period:

\$	Meter Size	No. of Metered Customers	Monthly Surcharge Per Customer
▼	3/4 inch		
	1 inch		
	1 1/2 inch		
	2 inch		
	3 inch		
	4 inch		
	6 inch		
	Number of		
	Flat Rate		
	Customers		
	Total		
		_	

3. Summary of the bank account activities showing:

Balance at beginning of year	\$
Deposits during the year	
Interest earned for calendar year	
Withdrawals from this account	
Balance at end of year	

4. Reason or Purpose of Withdrawal from this bank account:

FOR ALL WATER COMPANIES SAFE DRINKING WATER BOND ACT/STATE REVOLVING FUND DATA (Continued)

5. Plant amounts included in Schedule A-1a, Account No. 101--Water Plant in Service which were funded using SDWBA or SRF funds:

			Balance	Plant Additions	Plant Retirements	Other Debits*	Balance
			Beginning of Year	During Year	During Year	or (Credits)	End of Year
Line	Acct.	Title of Account		-	_		
No.	No.	(a)	(b)	(c)	(d)	(e)	(f)
1		NON-DEPRECIABLE PLANT			·		
2	301	Intangible plant					
3	303	Land					
4		Total non-depreciable plant					
						<u> </u>	
5		DEPRECIABLE PLANT					
6	304	Structures					
7	307	Wells					
8	317	Other water source plant		NOT APP		·	
9	311	Pumping equipment					
10	320	Water treatment plant	<u> </u>				
11	330	Reservoirs, tanks and sandpipes					
12	331	Water mains					
13	333_	Services and meter installations					
14	334	Meters					
15	335	Hydrants					
16	339	Other equipment					
17	340	Office furniture and equipment					
18	341	Transportation equipment			ļ		
19		Total depreciable plant					
20		Total water plant in service		l	<u> </u>	l	

		SCHEDULE A - BALANCE	SHEET	(AS	OF DECEMBER 31, 2009)	
Line	Acct.	Assets	Balance	Acct.	Equity and Liabilities	Balance
1	101	Water plant in service	1,353,932	201	Common Stock (Corporations only)	
2	103	Water plant held for future use		211	Other paid-in capital (Corporations only)	
3	104	Water plant purchased or sold		215	Retained earnings	(841,038)
4	105	Water plant construction work in progress		218	Proprietary capital	
5	108	Accumulated depreciation of water plant	(195,177)	224	Long term debt	
6	114	Water plant acquisition adjustments			Current Liabilities	2,039,909
7	124	Other investments		252	Advances for construction	
8	131	Cash		253	Other deferred credits	
9	141	Accounts receivable - customers	40,116	255	Accumulated deferred investment tax credits	
10	142	Receivables from associated companies		282	Accumulated deferred income taxes - ACRS	
11	151	Materials and supplies			depreciation	
12	174	Other current assets		283	Accumulated deferred income taxes - other	
13	180	Deferred charges		271	Contributions in aid of construction	
14				272	Accumulated amortization of contributions	
15		Total Assets	1,198,871		Total Equity and Liabilities	1,198,871

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		SCHEDULE B	- WATER P	LANT IN SE	ERVICE		
			Batance	Plt Additions	Pit Retirements	Other Debits	Balance
Line	Acct	Title of Account	Beg of Year	During year	During year	or (Credits)*	End of year
1	301	Intangible plant					
2	303	Land					
3	304	Structures					·
4	307	Wells					
5	5 317 Other water source plant						
6	311	Pumping equipment					
7	320	Water treatment plant					_ <u> </u>
8	330	Reservoirs tanks and sandpipes					
9	331	Water mains	609,226	744,706			1,353,932
10	333	Services and meter installations					
11	334	Meters					
12	335	Hydrants					
13	339	Other equipment					
14	340	Office furniture and equipment					
15	341	Transportation equipment					
16		Total water plant in service					

* Debit or credit entries should be explained by footnotes or supplementary schedules

	SCHEDULE C - RESERVE	FOR DEPR	ECIATION	OF UTILITY PLANT
		Account 106	Account 106.1	
Line	Item	Water Plant	SDWBA Loans	
1	Balance in reserves at beginning of year	167,535		A. Method used to compute depreciation
2	Add: Credits to reserves during year			expense (Acct. 403) and rate.
3	(a) Charged to Account No. 272			2.5% per year
4	(b) Charged to Account No. 403	27,642		
5	(c) Charged to Account No. 407			B. Amount of depreciation expense claimed
6	(d) Salvage recovered			or to be claimed on utility property in
7	(e) All other credits			your federal income tax return for the year
8	Total credits			covered by this report \$
9	Deduct: Debits to reserves during year			
10	(a) Book cost of property retired			
11	(b) Cost of removal			C. State method used to compute tax
12	(c) All other debits			depreciation.
13	Total debits			
14	Balance in reserve at end of year	195,177		
15	(1) Explanation of all other credits			
16	(2) Explanation of all other debits			

Line	SCHEI	DULE D - C		OUTSTANDING (AS OF DECEMBER 31, 2009)
1	Common - (Shares	, \$		List persons owning more than 5% of outstanding stock
2	Preferred - (Shares	, \$	par) N/A	and number of shares owned by each:
3	Dividends - Common	Rate - \$	IN/A	
4	- Preferred	Rate - \$	<u> N/A</u>	

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	SCHEDULE E - LONG-TERM DEBTS							
Line	Class	Date of Issue	Date of Maturity	Principal Amount Authorized	Outstanding Per Balance Sheet	Rate of Interest	Interest Accrued During Year	Interest Paid During Year
1							<u> </u>	
2				N/Att 2011				
3								• · · · • • • • • • • • • • • • • • • •
4	Total							

SCHEDULE F - INCOME STATEMENT						
Line	Acct.	Operating revenues				
1	460	Unmetered water revenue				
2	462	Fire protection revenue				
3	465	Irrigation revenue				
4	470	Metered water revenue	105,194			
5	480	Other water revenue				
6		Total Operating Revenue	105,194			
7		Operating revenue deductions				
8		Operating expenses				
9	610	Purchased water				
10	615	Purchased power				
11	618	Other volume related expenses				
12_	630	Employee labor	830			
13	640	Materials				
14	650	Contract work	61, <u>123</u>			
15		Transportation expenses	86,566			
16		Other plant maintenance expense	11,382			
17	670	Office salaries				
18		Management salaries				
19	674	Employee pensions and benefits				
20	676	Uncollectible accounts expense				
21		Office services and rentals				
22	681	Office supplies and expense				
23	682	Professional services	0			
24		Insurance				
25	688	Regulatory commission expense				
26	689	General expenses	17,475			
27		Total Operating Expenses	177,376			
28	403	Depreciation expense	27,642			
29	407	SDWBA loan amortization expense				
30	408	Taxes other than income taxes				
31	409	State income tax expense				
32	410	Federal income tax expense				
33		Total Operating Revenue Deductions	205,018			
34		Utility Operating Income	(99,824)			
35	421	Non-utility income				
36	426	Miscellaneous non-utility expense				
37	427	Interest expense				
38		Net Income	(99,824)			

SCHEDULE G -S	OURCES OF	SUPPLY A	ND WATER D	EVELOPED WE	LLS
_ocation	No.	Diam. Inch	Depth to Water Feet	Pumping Capacity (g.p.m.)	Annual Quantities Pumped
	6	4.5	75	15	1,311,380
	7	4.5	150	25	3,722,020
			······································		
OTHER		<u></u>			Annual
Streams or Springs Location of Diversion Point	Flow in Pr	iority Right	Diversions (Unit)		Quantities
	Claim	Capacity	Max	Min	Unit
	· · · · · · · · · · · · · · · · · · ·		· · · · · · · · · · · · · · · · · · ·	· · · · · · · · · · · · · · · · · · ·	
Purchased water (unit)					
Supplier:				Annual Quantity	

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SCHEDULE H - WATER DELIVERED TO METERED CUSTOMERS					
(If figures are av	ailable) (specif	y unit)			
······································	Mon	th of Year			
	Max Mth of	Min. Mth of Dec			
Classification of Service	Aug (gal)	(gal)	Annual Total (gal)		
Residential	583,413	158,544	3,789,120		
Commercial	367,090	86,070	2,716,850		
Industrial					
Fire Protection					
Irrigation					
Other (specify)					
Total	950,503	244,614	6,505,970		

	SCHEDULE I - EMPLOYEES AND THEIR COMPENSATION							
Line	Acct	Account	Number at End of Year	Salaries Charged to Expense		Total Salaries and Wages Paid		
1	630	Employee Labor		830		830		
2	670	Office salaries						
3	671	Management salaries						
4		Total	0	830	0	830		

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SCHEDULE J - ADVANCES FOR CONSTRUC	CTION
Balance beginning of year	
Additions during year	
Subtotal - Beginning balance plus additions during year	N/A
Refunds	
Transfers to Acct. 271 - Contributions in Aid of Construction	
Balance end of year	

SCHEDULE K - TOTAL METERS AND SERVICES (Active and Inactive)

Size	Meters	Services
5/8 x 3/4-in	34	34
3/4-in		0
1-in		0
2-in	1	1
-in		0
Total	35	35

SCHEDULE L - METER-TESTING DATA

N/A

Number of meters tested during year

- 1 Used, before repair
- 2 Used, after repair
- 3 Fast, requiring refund

Numbers of meters in service requiring test per General Order No. 103

SCHEDULE M - SERVICE CONNECTIONS AT END OF YEAR								
Active Inactive Total Connections*							nections*	
Classification	Metered	Flat	Total	Metered	Flat	Total	Metered	Flat
Residences	32		32					
Industrial/Commercial	2		2					<u> </u>
Irrigation								
Fire Protection (public)	1	_	1					
Fire Protection (private)								
Other (specify)								
Total	35	0	35	0	0	0	0	(

* NOTE: Total connections (metered plus flat) should agree with total services in Schedule K.

SCHEDULE N - STORAGE FACILITIES					
Description	No.	Combined Capacity in Gallons			
Concrete					
Earth					
Wood					
Steel	2	50,000			
Other					
Total	2	50,000			

SCHEDULE O - FOOTAGES OF PIPE (EXCLUDING SERVICE PIPES)					
Description	2" and under	2 1/4 to 3 1/4	4"	Other Sizes 6"	Total
Cast Iron					
Welded steel					
Standard screw					
Cement-asbestos					
Plastic			2,925	10,000	12,925
Other (specify) Copper	925				925
Total	925		2,925	10,000	13,850

FACILITY FEES DATA

Please provide the following information relating to Facility Fees collected for the calendar year 2009, pursuant to Resolution No. W-4110.

1. Trust Account Information:

. . . .

Bank Name:	Not Applicable	
Address:		
Account Number:		
Date Opened:		

2. Facilities Fees collected for new connections during the calendar year:

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A. Commercial

	NAME	AMOUNT
		\$
		\$
		\$
		\$
В.	Residential	

NAME	
	\$
	\$
	\$
	\$

AMOUNT

\$_____

3. Summary of the bank account activities showing:

Balance at beginning of year Deposits during the year Interest earned for calendar year Withdrawals from this account Balance at end of year

4. Reason or Purpose of Withdrawal from this bank account:

DECLARATION (PLEASE VERIFY THAT ALL SCHEDULES ARE ACCURATE AND COMPLETE BEFORE SIGNING)

I, the undersigned (authorized officer, partner or owner) of _Keene Water System_______(Name of utility), under penalty of perjury do declare that this report has been prepared by me, or under my direction, from the books, documents, and records of the respondent; that I have carefully examined the same, and declare the same to be a complete and correct statement of the business and affairs of the above-named respondent and the operations of its property for the period of January 1, 2009 through December 31, 2009.

Carrie Powers	Curie	Pouro
	Signature	

Senior Manager - Financial Reporting Title

March 25, 2010

Date