

May 7, 2020

Via Electronic Filing

Rosemary Chiavetta, Secretary
Pennsylvania Public Utility Commission
Commonwealth Keystone Building
400 North Street
Harrisburg, PA 17105-3265

In re: Docket No. A-2019-3015173

Application of Aqua Pennsylvania Wastewater, Inc. pursuant to Sections 1102, 1329 and 507 of the Public Utility Code for Approval of its Acquisition of the Wastewater System Assets of the Delaware County Regional Water Quality Control Authority

Dear Secretary Chiavetta:

We are counsel to Aqua Pennsylvania Wastewater, Inc. ("Aqua" or "Company") in connection with its above referenced Application, filed with the Public Utility Commission ("Commission") on March 3, 2020, pursuant to Sections 1102, 1329 and 507 of the Public Utility Code, for approval of the acquisition of the wastewater system assets of the Delaware County Regional Water Quality Control Authority. The Bureau of Technical Utility Services is reviewing the Application and has asked that we address certain requests for additional information. We addressed several requests in a letter filed with you on May 6, 2020. Additional requests are addressed hereinafter. Requests not addressed in this letter and the May 6 letter will be addressed in a later submission.

INFORMATION REQUEST 18:

Checklist Item No. 20.f. – The Application's Page 11 indicates DELCORA recently updated its Long-Term Control Plan (LTCP) for the City of Chester's combined sewer system and submitted it for review. Please provide an electronic copy of DELCORA's LTCP and provide a list of the current actions DELCORA has planned or completed in its implementation of the LTCP.

RESPONSE:

An electronic copy of the LTCP is provided with this letter. An Implementation Schedule, which includes Project Milestones, is included in Section 10.3.6 of the LTCP.

INFORMATION REQUEST 20:

Checklist Item No. 22.a – The requested service territory depicted on the Application's Exhibit A3 does not appear to match the Springhill Farms service area depicted in Appendix II, Map 1 of the Update to Chadds Ford Township's Sewage Facilities Management (Act 537) Plan provided as part of the Application's Exhibit P3. Please explain this discrepancy.

RESPONSE:

Appendix II, Map 1 of the Update to Chadds Ford Township Act 537 Plan included as Application Exhibit P3, shows all areas of Chadds Ford Township that would have their default connection into Springhill Farms system. The areas delineated as Spring Hill Farms Service Area in the Chadds Ford Act 537 Plan that were not included in Aqua's proposed service territory in Application Exhibit A3 are not currently connected to the Springhill Farms system and are connected to on-lot septic. In the future if those residents of Chadds Ford Township had failing septic systems they would connect to the Springhill Farms system and Aqua would revise its service territory accordingly through a service territory expansion application.

INFORMATION REQUEST 28:

Checklist Item No. 25 – The Application's Exhibit F4, Supplemental Agreement dated November 26, 1952, is missing pages 1, 3, 5, 7, 9, 11 and 13. Please provide a complete copy of this agreement that includes the noted missing pages.

RESPONSE:

Aqua has submitted a Right-to-Know Request to Ridley Park Borough for a complete copy of the Agreement and will file the Agreement with the Commission after receiving the complete copy in response to its Request. A copy of the Right-to-Know Request is included with this letter.

INFORMATION REQUEST 31:

Checklist Item No. 25 – The copy of the Sanitary Sewer Improvements Agreement, dated March 2016, By and Among DELCORA and Brookhaven Acquisition LP, provided as the Application's Exhibit F67 is not complete or fully executed by all parties, as it does not include all required signatures and its Exhibits A through E are blank. Please provide a complete and fully executed version of this agreement.

RESPONSE:

A complete copy of the Agreement is included with this letter.

INFORMATION REQUEST 32:

Checklist Item No. 25 – The Application's Exhibit F101 is missing Exhibits A, B and C. Please provide copies of these exhibits.

RESPONSE:

Aqua has submitted a Right-to-Know Request to Rose Valley Borough for a complete copy of the Agreement and will file the Agreement with the Commission after receiving the

complete copy in response to its Request. A copy of the Right-to-Know Request is included with this letter.

INFORMATION REQUEST 33:

Checklist Item No. 25 – The Application's Exhibit F103 is missing its copy of its Exhibit A map area and boundary description. Please provide a copy of this exhibit.

RESPONSE:

Aqua has submitted a Right-to-Know Request to Rose Valley Borough for a complete copy of the Agreement and will file the Agreement with the Commission after receiving the complete copy in response to its Request. A copy of the Right-to-Know Request is included with this letter.

INFORMATION REQUEST 35:

Checklist Item No. 25 – The Application does not contain a list of "other" DELCORA contracts with associated dollar values as required in Checklist Item No. 25 that Aqua intends to continue after the completion of the acquisition. Please provide a comprehensive list of all other contracts, based as a revenue or expense, APW intends to maintain due to contractual obligations or for the continued operation of the wastewater assets.

RESPONSE:

The dollar values associated with DELCORA contracts is considered CONFIDENTIAL. A PUBLIC version, with CONFIDENTIAL information redacted, of the contracts that Aqua plans to maintain presently for the continued operation of the system is included with this letter. A CONFIDENTIAL version of the list is being provided to the Secretary of the Commission by email correspondence. Aqua will continue to review the contracts to determine which ones are necessary for operation of the system post-closing.

Please contact me with any questions about the foregoing.

Very truly yours,

THOMAS, NIESEN & THOMAS, LLC

By



Thomas T. Niesen

cc: Certificate of Service (w/encl.)
Alexander R. Stahl, Esquire (via email, w/encl.)
Thomas S. Wyatt, Esquire (via email, w/encl.)

CERTIFICATE OF SERVICE

I hereby certify that I have this 7th day of May, 2020, served a true and correct copy of the foregoing Letter and Additional Information, upon the persons and in the manner set forth below:

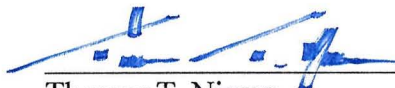
VIA ELECTRONIC MAIL

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