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January 28, 2021

VIA EFILING

Rosemary Chiavetta, Secretary
Pennsylvania Public Utility Commission
Commonwealth Keystone Building
400 North Street, 2nd Floor
Harrisburg, PA 17120

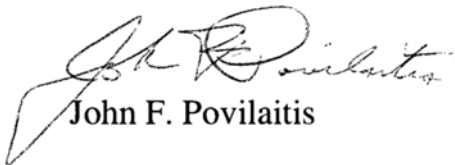
Re: Application of Aqua Pennsylvania Wastewater, Inc. pursuant to Sections 1102,
1329 and 507 of the Public Utility Code for Wastewater system assets of the
Delaware County Regional Water Quality Control Authority;
Docket No. A-2019-3015173

Dear Secretary Chiavetta:

Enclosed please find the Joint Stipulation of Aqua Pennsylvania Wastewater, Inc. and
Kimberly-Clark Pennsylvania, LLC in the above-referenced proceeding.

This document is being served on the Administrative Law Judges and all parties of record.

Very truly yours,



John F. Povilaitis

JFP/tlg

Enclosure

cc: Certificate of Service

Kathryn G. Sophy, Director, Office of Special Assistants

**BEFORE THE
PENNSYLVANIA PUBLIC UTILITY COMMISSION**

Application of Aqua Pennsylvania	:	
Wastewater, Inc. pursuant to Sections 1102,	:	Docket No. A-2019-3015173
1329 and 507 of the Public Utility Code for	:	
Wastewater system assets of the Delaware	:	
County Regional Water Quality Control	:	
Authority	:	

**JOINT STIPULATION OF AQUA PENNSYLVANIA WASTEWATER, INC., AND
KIMBERLY-CLARK PENNSYLVANIA, LLC**

Aqua Pennsylvania Wastewater, Inc. (“Aqua”), Kimberly-Clark Corporation and Kimberly-Clark Pennsylvania, LLC (together “Kimberly-Clark”) (collectively, the “Stipulating Parties”), pursuant to 52 Pa. Code § 5.234, enter into a Joint Stipulation to resolve their differences with regard to the above-captioned Pennsylvania Public Utility Commission (“Commission”) proceeding (“Application Proceeding”). The Stipulating Parties stipulate and agree as follows.

STIPULATION TERMS

1. Kimberly-Clark has protested the above-captioned Application proceeding, presented testimony and litigated certain issues relating to the proposed acquisition of Delaware County Regional Water Quality Control Authority’s (“DELCORA”) system assets by Aqua (“Proposed Transaction”). This Joint Stipulation between the Stipulating Parties resolves all issues associated with Kimberly-Clark’s Protest of the Application Proceeding.


2. The Stipulating Parties have disagreed in the Application Proceeding on, among other things, (i) whether wastewater service to Kimberly-Clark is currently being provided under a fully effective written service contract, and (ii) the appropriate rate for prospective wastewater treatment service to be supplied by Aqua on and after closing of the Proposed Transaction.

3. Subject to the Administrative Law Judges' and Commission's approval of this Stipulation in this proceeding, Kimberly-Clark (i) shall withdraw its Protest of the Application Proceeding, (ii) shall terminate with prejudice any outstanding litigation related to the Proposed Transaction, and (iii) agrees not to initiate any litigation regarding any issues that have been raised in Kimberly-Clark's Protest and in this proceeding.

4. Subject to a final Commission order granting the relief requested in the Application Proceeding that is acceptable to Aqua and closing on the Proposed Transaction, Aqua agrees, (i) to accept in writing the assignment of a Service Agreement dated as of January 7, 2021 between Kimberly-Clark and DELCORA ("Service Agreement") without modification, which Service Agreement shall be effective on the date of closing of the Proposed Transaction and (ii) to file with the Commission within twenty (20) days after the Commission approves the Proposed Transaction in a final order not subject to appeal or reconsideration a new tariff rider known as "Rider LWCUR – Large Wastewater Customer User" containing terms and other conditions of service applicable to Kimberly-Clark which, along with the Service Agreement, (i) shall provide the rates, terms and conditions under which Aqua will charge for and provide wastewater service and related services to Kimberly-Clark and (ii) shall be effective immediately after closing of the Proposed Transaction.

5. The Stipulating Parties agree that as long as the Service Agreement and Tariff Rider LWCUR remain in effect, Kimberly-Clark shall not be eligible to participate in or receive any proceeds from the DELCORA Customer Assistance Trust to be established and as proposed in this proceeding.

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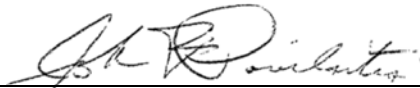
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*Counsel for Kimberly-Clark Corporation and
Kimberly-Clark Pennsylvania, LLC*

Dated: January 28, 2021

Respectfully submitted,

BUCHANAN INGERSOLL & ROONEY PC

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PENNSYLVANIA PUBLIC UTILITY COMMISSION**

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Wastewater, Inc. pursuant to Sections 1102,	:	Docket No. A-2019-3015173
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Authority	:	

CERTIFICATE OF SERVICE

I hereby certify that this day I served a copy of the foregoing document upon the persons listed below in the manner indicated in accordance with the requirements of 52 Pa. Code § 1.54.

Via Email:

The Honorable Angela T. Jones
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The Honorable F. Joseph Brady
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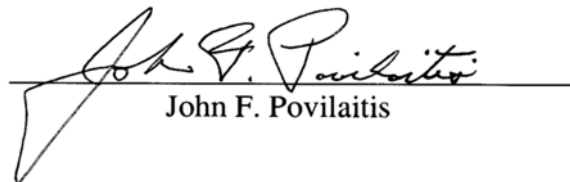
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Date: January 28, 2021



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