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February 9, 2021

Rosemary Chiavetta, Secretary  
Pa. Public Utility Commission  
P.O. Box 3265  
Harrisburg PA 17105-3265

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

Dear Secretary Chiavetta:

Enclosed for filing please find the Joint Stipulation of Aqua Pennsylvania Wastewater, Inc., Southwest Delaware County Municipal Authority, and Delaware County Regional Water Quality Control Authority in the above-referenced proceeding.

This document is being served on the Administrative Law Judges, the Office of Special Assistants, and all parties of record. The document was filed electronically with the Commission on this date.

Sincerely,



Enclosure

cc: Angela Jones, Administrative Law Judge  
F. Joseph Brady, Administrative Law Judge  
Office of Special Assistants  
All parties of record

**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	:	

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**JOINT STIPULATION OF AQUA PENNSYLVANIA WASTEWATER, INC.,  
SOUTHWEST DELAWARE COUNTY MUNICIPAL AUTHORITY, AND DELAWARE  
COUNTY REGIONAL WATER QUALITY CONTROL AUTHORITY**

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Aqua Pennsylvania Wastewater, Inc. (“Aqua”), Southwest Delaware County Municipal Authority (“SWDCMA”) and Delaware County Regional Water Quality Control Authority (“DELCORA”), (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 Parties Stipulate and Agree as follows.

**STIPULATION TERMS**

1. SWDCMA has protested the above-captioned Application Proceeding, presented testimony, and litigated certain contractual issues relating to the proposed acquisition of DELCORA’s system assets by Aqua (“Proposed Transaction”). This Joint Stipulation between and among the Stipulating Parties resolves all issues associated with SWDCMA’s Protest of the Application Proceeding.

2. Pursuant to an existing service agreement, Application Exhibits F110 and F111, DELCORA provides wholesale wastewater service to SWDCMA (“Service Agreement”). That

service agreement provides that DELCORA cannot assign the Service Agreement without SWDCMA's consent.

3. The Stipulating Parties agree as follows:

A. SWDCMA and DELCORA have amended the Service Agreement and, as part of that amendment, SWDCMA has consented to the assignment of the amended Service Agreement by DELCORA to Aqua at the time of closing the Proposed Transaction.

B. In a separate filing made concurrently with the filing of this Joint Stipulation, SWDCMA will withdraw its Protest to the Application.

C. Within five (5) business days of the signing of this Joint Stipulation, SWDCMA will Discontinue its Complaint against DELCORA and other parties in the Court of Common Pleas of Delaware County, No. CV-2020-007469 ("Civil Complaint").

D. Concurrently with the signing of this Joint Stipulation, SWDCMA, DELCORA, and Aqua will enter an agreement to toll the statute of limitations regarding the causes of action asserted in the Civil Complaint.

E. No later than 30 days prior to closing of the Proposed Transaction, Aqua will file the Service Agreement as amended with the Commission pursuant to 66 Pa. C.S. § 507.

[continued on following page]

4. Aqua, DELCORA and SWDCMA request approval of this Stipulation by the Commission.

Respectfully submitted,

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Dated: February 9, 2021

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CERTIFICATE OF SERVICE

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I hereby certify that I have this day served a true copy of foregoing document upon the following parties by electronic mail. Service by first-class mail will be provided to any party that requests such service.

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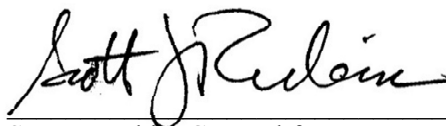
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February 9, 2021  
Date



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