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February 26, 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 Answer of Southwest Delaware County Municipal
Authority to "Objections" of the County of Delaware 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 507, 1102 and 1329 of	:	
the Public Utility Code for, inter alia, approval of	:	
the acquisition of the wastewater system assets of	:	Docket No. A-2019-3015173
the Delaware County Regional Water Quality	:	
Control Authority	:	

ANSWER OF SOUTHWEST DELAWARE COUNTY MUNICIPAL
AUTHORITY TO “OBJECTIONS” OF THE COUNTY OF DELAWARE

Pursuant to 52 Pa. Code § 5.103, Southwest Delaware County Municipal Authority (“SWDCMA”) files this Answer to the “Objections” of the County of Delaware (“County”) dated February 19, 2021. Initially, SWDCMA notes that the Commission’s Rules of Practice and Procedure do not provide for a pleading called an “objection”. See 52 Pa. Code § 5.1 (Pleadings allowed).¹ Consequently, SWDCMA is treating the pleading filed by County as a Motion filed under 52 Pa. Code § 5.103 (Motions).

While SWDCMA has withdrawn its Protest and no longer objects to the transaction proposed in the Application by Delaware County Regional Water Quality Control Authority (“DELCORA”) and Aqua Pennsylvania Wastewater, Inc. (“Aqua”), SWDCMA submits this Answer to defend its actions, correct a misrepresentation made by County, and clarify its status in this proceeding.

¹ The only exception known to counsel is an objection to a petition for leave to withdraw a pleading under 52 Pa. Code § 5.94. This rule is not applicable to this matter because SWDCMA withdrew its protest as a matter of right under § 5.94. A protestant does not require the approval of the Commission to withdraw a protest, and no other party has a right to oppose such a withdrawal.

As set forth below, there is no basis for the Commission to grant the relief requested by County. SWDCMA and DELCORA have resolved their dispute concerning SWDCMA's contractual rights and, as a result, SWDCMA has consented to DELCORA's assignment of the SWDCMA contracts to Aqua. The Joint Stipulation that is the subject of County's motion merely informs the Commission that this impediment to the transaction has been removed.

Further, the amended agreement between SWDCMA and DELCORA will be filed with the Commission at the appropriate time. Rather than attempting to reopen the record in this proceeding to receive the contract amendment, SWDCMA, Aqua, and DELCORA thought it would be more administratively efficient to file the contract with the Commission as required under 66 Pa. C.S. § 507: 30 days before the contract would become a contract between a municipal corporation and a public utility (that is, 30 days before closing when Aqua would assume the contract from DELCORA).

Following is SWDCMA's specific Answer to County's motion.

1. Admitted.

2. Admitted.

3. Admitted.

4. Admitted.

5. Denied. The Joint Stipulation informs the Commission that SWDCMA and DELCORA have resolved their contract dispute and that SWDCMA has consented to the assignment of its contract with DELCORA to Aqua. The contract between SWDCMA and DELCORA is not yet jurisdictional to the Commission and there is nothing for the Commission to reject. The Joint Stipulation merely explains that the dispute has been resolved and that there is an amendment to the SWDCMA-DELCORA contract that will be filed with the Commission prior to the contract

being assumed by Aqua, in compliance with Section 507 of the Public Utility Code, 66 Pa. C.S. § 507. Whether and to what extent the removal of SWDCMA's objection to the transaction affects the Commission's resolution of this matter is (of course) for the Commission to determine. The Joint Stipulation does not attempt to pre-determine the effect of SWDCMA's withdrawal on the Application.

6. Admitted.

7. Admitted.

8. Admitted. On February 10, 2021, the undersigned counsel received a voicemail message from Robert Young, counsel for County, requesting a copy of the resolution or motion adopted by SWDCMA and the contract amendment between SWDCMA and DELCORA.

9. Denied. SWDCMA did not decline to provide County with a copy of the contract amendment. On the morning of February 11, 2021, SWDCMA's counsel sent an email message to Mr. Young stating that SWDCMA asked that a request for the documents be submitted to SWDCMA pursuant to the Right to Know Law (a copy of the email message is attached hereto as Appendix A). The email message provided a link to SWDCMA's open documents policy and the email address for SWDCMA's Right to Know officer. As of the date of this Answer, counsel has not received any further communication from County's counsel and neither County nor anyone acting on County's behalf has submitted a Right to Know request to SWDCMA.

10. Admitted.

11. Admitted.

12. Admitted in part and denied in part. It is admitted that the amendment between SWDCMA and DELCORA is not part of the record in this proceeding. It is denied that the amendment constitutes a "material change" to the Application. Rather, the amendment removes

an impediment to the closing of the transaction that is described in the Application and that the parties explored in detail on the record. That is, the amendment allows the transaction to occur as described in the Application. This is not a material change in the transaction, but a removal of an obstacle that might otherwise prevent the transaction from occurring.

13. Denied. As explained above, the Joint Stipulation informs the Commission that an obstacle to the transaction occurring has been removed. If the Commission finds that the transaction itself is in the public interest, then removing an obstacle to the transaction occurring is (by definition) in the public interest.

14. Denied. As explained above, the amended agreement between SWDCMA and DELCORA is not being withheld from the Commission. The amendment will be filed with the Commission as required by law.

15. Denied. The Joint Stipulation does not attempt to amend the Application; it simply informs the Commission that an impediment to the transaction described in the Application has been removed.

16. Admitted in part and denied in part. It is admitted that the receipt of new evidence into the record in this proceeding would require a reopening of the record. It is denied that the Joint Stipulation constitutes a request for the receipt of new evidence.

17. Denied. The orders of the Commonwealth Court and this Commission speak for themselves. It is further denied that SWDCMA's resolution of its contract dispute with DELCORA affects any due process rights, or any other rights, of County or any other party to this proceeding. Moreover, whether the Commission accepts or rejects the Joint Stipulation has no bearing whatsoever on the fundamental facts that (a) SWDCMA and DELCORA have

resolved their contract dispute, (b) SWDCMA has consented to DELCORA assigning the SWDCMA contracts to Aqua, and (c) SWDCMA has withdrawn its Protest to the Application.

WHEREFORE, for the reasons set forth above, SWDCMA respectfully requests that the Commission deny County's motion to reject the Joint Stipulation.

Respectfully submitted,

A handwritten signature in black ink, appearing to read "Scott J. Rubin". The signature is fluid and cursive, with the first name "Scott" and last name "Rubin" clearly distinguishable.

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Counsel for Southwest Delaware County Municipal
Authority

Dated: February 26, 2021



Scott Rubin <scott.j.rubin@gmail.com>

SWDCMA request

1 message

Scott J. Rubin <scott.j.rubin@gmail.com>

Thu, Feb 11, 2021 at 9:39 AM

To: "Young, Robert F." <RYoung@mcneeslaw.com>

Bob,

I received your voice message from yesterday afternoon -- sorry I missed you; I was on a conference call most of the afternoon.

I checked with the folks at SWDCMA and they asked that you file a Right to Know request for the documents. The Authority's Right to Know Policy is here:

< <https://swdelcoma.org/right-to-know/> >, and that includes a link to the form you can use.

The form should be submitted to the Authority's Administrator, Cecelia Nelson, who is the Right to Know Officer. Her email is: CNelson@swdelcoma.org

Thanks,
Scott

CERTIFICATE OF SERVICE

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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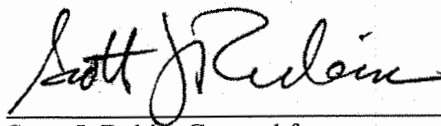
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February 26, 2021
Date



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