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Garrett P. Lent

glent@postschell.com  
717-612-6032 Direct  
717-731-1979 Direct Fax  
File #: 174732

July 8, 2021

***VIA ELECTRONIC FILING***

Rosemary Chiavetta, Secretary  
Pennsylvania Public Utility Commission  
Commonwealth Keystone Building  
400 North Street, 2nd Floor North  
Harrisburg, PA 17105-3265

**Re: Joint Application of Aqua America, Inc., Aqua Pennsylvania, Inc., Aqua Pennsylvania Wastewater, Inc., Peoples Natural Gas Company LLC and Peoples Gas Company LLC for All of the Authority and the Necessary Certificates of Public Convenience to Approve a Change in Control of Peoples Natural Gas Company LLC and Peoples Gas Company LLC by Way of the Purchase of All of LDC Funding, LLC's Membership Interests by Aqua America, Inc.  
Docket Nos. A-2018-3006061, A-2018-3006062 and A-2018-3006063**

Dear Secretary Chiavetta:

By Order ("Order") entered January 24, 2020, in the above-captioned proceeding, the Pennsylvania Public Utility Commission ("Commission") approved, with certain modifications, a Joint Petition for Approval Of Non-Unanimous, Complete Settlement Among Most Parties ("Settlement") that authorized the sale of Peoples Natural Gas Company LLC ("Peoples Natural Gas") and Peoples Gas Company LLC ("Peoples Gas") to Aqua America, Inc. ("Aqua America"), subject to certain conditions. Subsequent to the entry of the Commission's Order, Aqua America changed its name to Essential Utilities, Inc. ("Essential"). Closing on the sale occurred on March 16, 2020.

In Paragraph 45 of the Settlement, when a new Board member is added to Essential's (formerly, Aqua America) Board, the Company committed "to providing notice of the change to its Board's composition to OCA, I&E, OSBA and the Commission." Paragraph 45 of the Settlement also states that "[t]he notice shall include identification of the new Board member and sufficient background on their work history and experience."

Rosemary Chiavetta, Secretary  
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On May 5, 2021, Essential announced the appointment of Edwina Kelly to the Essential Board of Directors. Attached hereto as Appendix A is a press release announcing the appointment and providing information regarding Ms. Kelly's work history and experience. On July 7, 2021, Essential also announced the appointment of Mr. David Ciesinski to the Essential Board of Directors. Attached hereto as Appendix B is a press release announcing the appointment and providing information regarding Mr. Ciesinski's work history and experience.

Consistent with Paragraph 45 of the Settlement, the Company is providing notice of Ms. Kelly's and Mr. Ciesinski's respective appointments to Essential's Board of Directors to the Commission's Bureau of Investigation and Enforcement, the Office of Consumer Advocate, the Office of Small Business Advocate and the Commission. Copies of this letter and Appendices A and B are being provided as set forth in the attached certificate of service.

Any questions regarding this filing may be directed to the undersigned.

Sincerely,

A handwritten signature in cursive script, appearing to read "Garrett P. Lent".

Garrett P. Lent

GPL/kl  
Attachments

cc: Chairman Gladys Brown Dutrieuille  
Vice Chairman David W. Sweet  
Commissioner Ralph V. Yanora  
Commissioner John F. Coleman

# **Appendix A**



## Essential Utilities Announces Appointment of Edwina Kelly to Board of Directors

May 5, 2021

BRYN MAWR, Pa.--(BUSINESS WIRE)--May 5, 2021-- Essential Utilities (NYSE: WTRG) today announced the appointment of Edwina Kelly to the Essential Board of Directors. Kelly will serve as a member of the audit committee and the risk mitigation and investment policy committee of the board.

This press release features multimedia. View the full release here: <https://www.businesswire.com/news/home/20210505005726/en/>



Essential Utilities Announces Appointment of Edwina Kelly to Board of Directors (Photo: Business Wire)

Kelly is a senior principal at Canada Pension Plan Investment Board (CPP Investments) where she is responsible for originating new investments, transaction management and asset management for investments in the organization's global Sustainable Energy Group. CPP Investments invested \$750 million in Essential Utilities as part of the equity raised for the purchase of Peoples Natural Gas in 2020. Kelly is replacing former director Wendy Franks as a board representative for CPP Investments.

"I look forward to working with Edwina on Essential's Board of Directors. Her expertise and experience with renewable energy will be valuable as we strive to meet the emissions reduction targets announced earlier this year," said Essential Chairman and CEO Christopher Franklin.

In January 2021, less than one year since the closing of the Peoples Gas acquisition, Essential announced a commitment to substantially reduce Scope 1 and 2 greenhouse gas emissions. By 2035, Essential will reduce its emissions by 60% from its 2019 baseline. This reduction is roughly equivalent to the emissions from 76,000 cars on the road over the course of the year. This will be achieved by extensive gas pipeline replacement, renewable energy purchasing, accelerated methane leak detection and repair, and various other currently planned initiatives that are highly feasible with proven technology. This science-based commitment is consistent with the rate of reduction necessary over the next 15 years to keep on track with the Paris Agreement, which aims to limit the global temperature increase to well below 2 degrees Celsius.

Prior to joining CPP Investments, Kelly was a director at EFG Hermes UAE where she helped manage the renewable energy platform and led solar portfolio acquisitions and equity restructurings of wind farm investments. She holds a bachelor's degree in philosophy, politics and economics from the University of Oxford and is an associated chartered accountant member of the Institute of Chartered Accountants in England and Wales.

### About Essential

Essential is one of the largest publicly traded water, wastewater and natural gas providers in the U.S., serving approximately 5 million people across 10 states under the Aqua and Peoples brands. Essential is committed to excellence in proactive infrastructure investment, regulatory expertise, operational efficiency and environmental stewardship. The company recognizes the importance water and natural gas play in everyday life and is proud to deliver safe, reliable services that contribute to the quality of life in

the communities it serves. For more information, visit <http://www.essential.co>.

### Forward-looking statements

This release contains forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995, including, among others: the company's role in the United States' infrastructure investments; its ability to be an industry leader in protecting the environment; the guidance range of adjusted income per diluted common share for the fiscal year ending in 2021; the 3-year earnings growth from 2021 to 2023; the projected total regulated water segment customer growth for 2021; the anticipated amount of capital investment in 2021; the anticipated amount of capital investment from 2021 through 2023; and the company's anticipated rate base growth from 2021 through 2023. There are important factors that could cause actual results to differ materially from those expressed or implied by such forward-looking statements including: disruptions in the global economy; financial and workforce impacts from the COVID-19 pandemic; the continuation of the company's growth-through-acquisition program; the company's continued ability to adapt itself for the future and build value by fully optimizing company assets; general economic business conditions; the company's ability to fund needed infrastructure; housing and customer growth trends; unfavorable weather conditions; the success of certain cost-containment initiatives; changes in regulations or regulatory treatment; availability and access to capital; the cost of capital; disruptions in the credit markets; the success of growth initiatives; the company's ability to successfully close municipally owned systems presently under agreement;

the company's ability to continue to deliver strong results; the company's ability to continue to pay its dividend, add shareholder value and grow earnings; municipalities' willingness to privatize their water and/or wastewater utilities; the company's ability to control expenses and create and maintain efficiencies; the company's ability to acquire municipally owned water and wastewater systems listed in its "pipeline"; and other factors discussed in our Annual Report on Form 10-K and our Quarterly Reports on Form 10-Q, which are filed with the Securities and Exchange Commission. For more information regarding risks and uncertainties associated with Essential's business, please refer to Essential's annual, quarterly and other SEC filings. Essential is not under any obligation - and expressly disclaims any such obligation - to update or alter its forward-looking statements whether as a result of new information, future events or otherwise.

WTRGG

View source version on [businesswire.com](https://www.businesswire.com/news/home/20210505005726/en/): <https://www.businesswire.com/news/home/20210505005726/en/>

Brian Dingerdissen  
Essential Utilities Inc.  
Investor Relations  
O: 610.645.1191  
[BJDingerdissen@Essential.co](mailto:BJDingerdissen@Essential.co)

Dan Lockwood  
Communications and Marketing  
856.981.5497  
[Media@essential.co](mailto:Media@essential.co)

Source: Essential Utilities

# **Appendix B**



## **Essential Utilities Announces Appointment of David Ciesinski to Board of Directors**



July 07, 2021 05:00 PM Eastern Daylight Time

BRYN MAWR, Pa.--([BUSINESS WIRE](#))--Essential Utilities Inc. (NYSE: WTRG) announces the appointment of David Ciesinski to the Essential board of directors. Ciesinski will serve as a member of the audit and the corporate governance committees of the board.

Ciesinski is the president, CEO and director of Lancaster Colony Corporation and the president of T. Marzetti Company where he has rebuilt the company leadership team and led the development and implementation of the company's growth plan, which has consistently delivered top-quartile financial results and world-class workplace safety results.

"After a national search for a new director, the experience and expertise that Dave will bring to the Essential board is clear. He will be an excellent representative of the shareholders in guiding the company, particularly in matters of growth and branding. Dave's experience in growth through acquisition will add value as we continue to execute our long-term growth strategy," said Essential Chairman and CEO Christopher Franklin.

Prior to his appointment at T. Marzetti, Ciesinski was the EVP and president of Kraft's Meal Solutions division, where he oversaw the turnaround of the division and the revitalization and launch of brands. He is a West Point graduate and a veteran of the U.S. Army with service during the first Gulf War in Iraq, where he earned a Bronze Star Medal. Ciesinski also earned a master's degree in marketing and finance from the Tepper School of Business at Carnegie Mellon University.

#### **About Essential**

Essential is one of the largest publicly traded water, wastewater and natural gas providers in the U.S., serving approximately 5 million people across 10 states under the Aqua and Peoples brands. Essential is committed to excellence in proactive infrastructure investment, regulatory expertise, operational efficiency and environmental stewardship. The



company recognizes the importance water and natural gas play in everyday life and is proud to deliver safe, reliable services that contribute to the quality of life in the communities it serves. For more information, visit <http://www.essential.co>.

### **Forward-looking statements**

This release contains forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995, including, among others: the company's role in the United States' infrastructure investments; its ability to be an industry leader in protecting the environment; the guidance range of adjusted income per diluted common share for the fiscal year ending in 2021; the 3-year earnings growth from 2021 to 2023; the projected total regulated water segment customer growth for 2021; the anticipated amount of capital investment in 2021; the anticipated amount of capital investment from 2021 through 2023; and the company's anticipated rate base growth from 2021 through 2023. There are important factors that could cause actual results to differ materially from those expressed or implied by such forward-looking statements including: disruptions in the global economy; financial and workforce impacts from the COVID-19 pandemic; the continuation of the company's growth-through-acquisition program; the company's continued ability to adapt itself for the future and build value by fully optimizing company assets; general economic business conditions; the company's ability to fund needed infrastructure; housing and customer growth trends; unfavorable weather conditions; the success of certain cost-containment initiatives; changes in regulations or regulatory treatment; availability and access to capital; the cost of capital; disruptions in the credit markets; the success of growth initiatives; the company's ability to successfully close municipally owned systems presently under agreement; the company's ability to continue to deliver strong results; the company's ability to continue to pay its dividend, add shareholder value and grow earnings; municipalities' willingness to privatize their water and/or wastewater utilities; the company's ability to control expenses and create and maintain efficiencies; the company's ability to acquire municipally owned water and wastewater systems listed in its "pipeline"; and other factors discussed in our Annual Report on Form 10-K and our Quarterly Reports on Form 10-Q, which are filed with the Securities and Exchange Commission. For more information regarding risks and uncertainties associated with Essential's business, please refer to Essential's annual, quarterly and other SEC filings. Essential is not under any obligation - and expressly disclaims any such obligation - to update or alter its forward-looking statements whether as a result of new information, future events or otherwise.

WTRGG

### **Contacts**

Brian Dingerdissen

Essential Utilities Inc.

Investor Relations

O: 610.645.1191

[BJDingerdissen@Essential.co](mailto:BJDingerdissen@Essential.co)

Erin O'Donnell

Communications and Marketing

412.208.6614

[Media@essential.co](mailto:Media@essential.co)

## CERTIFICATE OF SERVICE

I hereby certify that a true and correct copy of the foregoing has been served upon the following persons, in the manner indicated, in accordance with the requirements of 52 Pa. Code § 1.54 (relating to service by a participant).

### VIA E-MAIL ONLY

Christine Maloni Hoover, Esquire  
Darryl A. Lawrence, Esquire  
Office of Consumer Advocate  
555 Walnut Street  
Forum Place, 5th Floor  
Harrisburg, PA 17101-1923  
[choover@paoca.org](mailto:choover@paoca.org)  
[dlawrence@paoca.org](mailto:dlawrence@paoca.org)

Erika L. McLain, Prosecutor  
Carrie B. Wright, Prosecutor  
Bureau of Investigation and Enforcement  
Commonwealth Keystone Building  
400 North Street  
P.O. Box 3265  
Harrisburg, PA 17105-3265  
[ermclain@pa.gov](mailto:ermclain@pa.gov)

Erin K. Fure, Esquire  
Office of Small Business Advocate  
555 Walnut Street, 1<sup>st</sup> floor  
Forum Place  
Harrisburg, PA 17101  
[efure@pa.gov](mailto:efure@pa.gov)

### VIA FIRST-CLASS MAIL

Chairman Gladys Brown Dutrieuille  
Pennsylvania Public Utility Commission  
Commonwealth Keystone Building  
400 North Street  
Harrisburg, PA 17120

Commissioner Ralph V. Yanora  
Pennsylvania Public Utility Commission  
Commonwealth Keystone Building  
400 North Street  
Harrisburg, PA 17120

Vice Chairman David W. Sweet  
Pennsylvania Public Utility Commission  
Commonwealth Keystone Building  
400 North Street  
Harrisburg, PA 17120

Commissioner John F. Coleman  
Pennsylvania Public Utility Commission  
Commonwealth Keystone Building  
400 North Street  
Harrisburg, PA 17120

Date: July 8, 2021



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Garrett P. Lent