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October 11, 2022

VIA EFILING

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

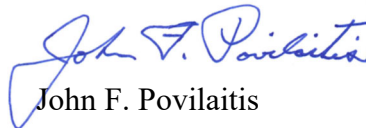
Re: Application of Aqua Pennsylvania Wastewater, Inc. pursuant to Sections 1102, 1329 and 507 of the Public Utility Code for approval of the acquisition by Aqua of the wastewater system assets of the Delaware County Regional Water Quality Control Authority;
Docket No. A-2019-3015173

Dear Secretary Chiavetta:

Enclosed please find the Further Prehearing Conference Memorandum of Aqua Pennsylvania Wastewater, Inc., filed in the above-referenced proceeding.

Copies are being served on the Administrative Law Judge and all parties of record.

Very truly yours,


John F. Povilaitis

JFP/tlg

Enclosure

cc: The Honorable F. Joseph Brady
Certificate of Service

**BEFORE THE
PENNSYLVANIA PUBLIC UTILITY COMMISSION**

**Application of Aqua Pennsylvania :
Wastewater, Inc. Pursuant to Sections 1102, :
1329, and 507 of the Public Utility Code for : Docket No. A-2019-3015173
Approval of its Acquisition of the :
Wastewater System Assets of the Delaware :
County Regional Water Quality Control :
Authority :**

**FURTHER PREHEARING CONFERENCE MEMORANDUM OF
AQUA PENNSYLVANIA WASTEWATER, INC.**

TO THE HONORABLE ADMINISTRATIVE LAW JUDGE F. JOSEPH BRADY:

Aqua Pennsylvania Wastewater, Inc. (“Aqua” or the “Company”) hereby submits this Prehearing Conference Memorandum in accordance with 52 Pa. Code § 5.222 of the regulations of the Pennsylvania Public Utility Commission (“PaPUC” or “Commission”) in connection with the further telephonic Prehearing Conference On Remand to be held on October 12, 2022, at 10:00 a.m.

I. SELECTED RECENT PROCEDURAL HISTORY

On March 30, 2021, the Commission issued an Order (“March 30 Order”) (i) declining to rule on the Exceptions and Reply to Exceptions filed with respect to the January 12, 2021 Recommended Decision (“Initial RD”) of ALJ Angela T. Jones and ALJ F. Joseph Brady in this proceeding; (ii) stating the Commission’s reasons for vacating the Initial RD; and (iii) reopening the evidentiary record and remanding the proceeding for further proceedings as may be deemed appropriate. Further, the ALJ was directed to prepare and issue a new Recommended Decision.

On July 29, 2022, the ALJ issued an Initial Prehearing Conference On Remand Order that directed the filing of Prehearing Conference memoranda on or before noon, August 8, 2022 and the convening of a Prehearing Conference on August 9, 2022 a 1:00 p.m.

On September 20, 2022, the Commission issued a Further Telephonic Prehearing Conference on Remand Notice establishing a telephonic prehearing conference for October 12, 2022.

Since the completion of the August 9, 2022, prehearing conference, Aqua filed and served its direct testimony on remand on August 22, 2022, and the Parties have been engaged in active and extensive discovery. At this point it is essential that a procedural schedule be developed so the evidentiary record can be updated on limited matters, and the proceeding can be fully adjudicated by the ALJ and Commission in a reasonable amount of time for an application proceeding governed by Chapter 11 and Section 1329 of the Public Utility Code.

II. PROPOSED SCHEDULE AND RELATED MATTERS

a. Scheduling deadlines

Aqua proposed a procedural schedule to the other Parties and convened a discussion to discuss schedule issues. Aqua has considered a schedule proposed schedule from other Parties and informal discussions with the other Parties, but acknowledges that no consensus has emerged on the schedule based on those discussions. Aqua's proposed schedule meets the requirements of due process, and also reflects the circumstances of a remand proceeding.

Aqua developed its proposed schedule based on the following considerations: (i) this is a Chapter 11/Section 1329 Application case and while the six month statutory review period is not mandatory, there is ample evidence the Commission has, and will continue to strive to complete such proceedings in an expedited time frame; (ii) the basis for the Commission's remand was

limited and for purposes of completing an already extensive evidentiary record by addressing matters that arose after the prior close of the original record; (iii) the Company filed only thirty three pages of Remand Testimony on August 22, 2022; (iv) the proceeding has already been fully briefed once; (v) the remand does not entail any wholly new issues; (vi) this proceeding has been pending since 2019 and any schedule that precludes a possible Commission decision in May or June of 2023 unduly delays a final decision on the merits of the Application; (vi) the County of Delaware, Sunoco, I&E and OCA have already propounded discovery on the Company's Remand Testimony and Aqua has proposed an additional month, until November 14, 2022, for Parties to serve Rebuttal Testimony, and (vii) a casual schedule that does not call for a final Commission order in May/June 2023 at the latest is not appropriate or in the public interest for a case with Section 1329 issues ordinarily decided in a six-month time frame. Any litigation schedule set in this case should reflect these considerations.

Aqua's proposed schedule is as follows:

| | |
|------------------------------------|-------------------------------|
| Aqua Direct Testimony | August 22, 2022 |
| Other Parties' Rebuttal Testimony | November 14, 2022 |
| All Parties' Surrebuttal Testimony | December 5, 2022 |
| Settlement Conference | December 8, 2022 |
| Hearings | December 12-14, 2022 |
| Main Briefs | January 13, 2023 |
| Reply Briefs | February 1, 2023 |
| Recommended Decision | March 15, 2023 |
| Exceptions | April 5, 2023 |
| Replies to Exceptions | April 17, 2023 |
| PUC Order: | May 18, 2023 or June 15, 2023 |

b. Need for additional public input hearings

There are no new material issues that will be addressed in the remand proceeding. Therefore, Aqua does not see a necessity for additional public input hearings.

c. Scheduling new evidentiary hearings

Aqua proposes two days of potential evidentiary hearings to accommodate potential cross examination of witnesses and the introduction of evidence into the record, consistent with the Company's proposed procedural schedule discussed above.

d. Any other appropriate matter


Aqua requests that the ALJ clarify that the Protective Order previously entered in this case will continue to be in force and applicable to the remand phase of this proceeding, and that counsel and other appropriate parties who have not previously indicated they acknowledge the Order will do so before reviewing any protected materials provided in the remand proceeding.

III. SETTLEMENT

Aqua continues to be open to settlement discussions with Parties and has proposed a settlement discussion date in its proposed procedural schedule.

BUCHANAN INGERSOLL & ROONEY PC

Dated: October 11, 2022

By: 

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Counsel for Aqua Pennsylvania Wastewater, Inc.

**BEFORE THE
PENNSYLVANIA PUBLIC UTILITY COMMISSION**

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| Wastewater, Inc. pursuant to Sections 1102, | : | |
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| approval of the acquisition by Aqua of the | : | |
| wastewater system assets of the Delaware | : | |
| County Regional Water Quality Control | : | |
| 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 F. Joseph Brady
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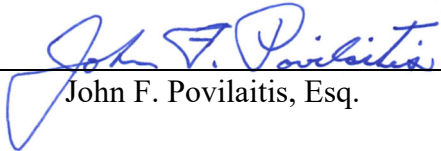
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Date: October 11, 2022



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