



Herbert, Rowland & Grubic, Inc.
Engineering & Related Services

AN EMPLOYEE-OWNED COMPANY

369 East Park Drive
Harrisburg, PA 17111
717.564.1121
(FAX) 717.564.1158
www.hrg-inc.com

October 4, 2016

Rosemary Chiavetta, Secretary
Pennsylvania Public Utility Commission
PO Box 3265
Harrisburg, Pennsylvania 17105-3265

Re: Docket No: M-2016-2543193
Act 12 of 2016 (HB 1326)
Utility Valuation Expert

Dear Ms. Chiavetta:

Herbert, Rowland and Grubic, Inc. (HRG) is pleased to submit the attached copy of the Application and supporting documents to register as a Utility Valuation Expert (UVE) in the Commonwealth of Pennsylvania.

Enclosed is the following:

- Application
- Application Fee check in the amount of \$125
- Schedule A - list of clients where HRG has provided professional services under contract
- Schedule B - listing principal officers with names, titles, business addresses and phone numbers
- Schedule C – Organizational Chart
- Schedule D – Biographies
- Schedule E – Professional Licenses
- Schedule F – Client names, dates, and services provided
- APPENDIX A – AFFIDAVIT

For any questions or additional information, please contact me by phone at 717-564-1121 or by e-mail at avicari@hrg-inc.com.

Respectfully,

Herbert, Rowland & Grubic, Inc.

Adrienne M. Vicari, P.E.
Manager – Financial Services

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2016 OCT -4 PM 3:06
PA PUBLIC UTILITY
SECRETARY'S BUREAU

c: Office of Consumer Advocate /with Attachments
Office of Small Business Advocate /with Attachments

Application for Registration as a Utility Valuation Expert (UVE)

c. If Applicant is not domiciled in the Commonwealth of Pennsylvania and is registered as a "foreign" entity as identified above, please identify all other states where applicant is registered and name the appropriate state department(s):

11. Technical Fitness

Attach to this Application a copy of any certification(s) or similar documentation that would demonstrate the technical fitness of Applicant, such as professional licenses, technical certifications, and/or names of current or past clients with a description of dates and types of services provided by Applicant.

See attached Schedule E, Professional License
See attached Schedule F, Clients List

12. Falsification

The Applicant understands that the making of false statement(s) herein may be grounds for denying the Application, or if later discovered, for revoking any authority granted pursuant to the Application. This Application is subject to 18 Pa. C.S. §§4903 and 4904, relating to perjury and falsification in official matters.

Signature of Principal Official: Adrienne M. Vicari

Official's Name & Title (Please Print) : Adrienne M. Vicari, P.E., Financial Services Manager

Date: October 4, 2016

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2016 OCT -4 PM 3:07
PA PUC
SECRETARY'S BUREAU



BEFORE THE PENNSYLVANIA PUBLIC UTILITY COMMISSION

In Re: Application of Herbert, Rowland & Grubic, Inc. to register as an Utility Valuation Expert (UVE) in the Commonwealth of Pennsylvania

Docket No: M-2016-2543193

Check one:

Fee: ■ \$125 fee enclosed

- Initial Application
- Renewal Application

1. Legal Name of the Applicant: Herbert, Rowland & Grubic, Inc.

Attach proof of compliance with appropriate Pennsylvania Department of State filing requirements.¹ See Certificate of Incorporation.

2. Trade or Commercial or Fictitious Names Used by Applicant (d/b/a):

Check this box if the Applicant will not be using a fictitious name.

Check this box if the Applicant will be using a fictitious name or using a d/b/a (doing business as) another name and identify names below. If more space is needed, list names on the back of this page or append list to completed application.

3. Applicant Address:

Street Name & Number: 369 East Park Drive

Post Office Box: _____

City: Harrisburg

State: Pennsylvania

Zip Code: 17111

Telephone Number: 717-569-1121

Email Address: avicari@hrg-inc.com

Website Address: www.hrg-inc.com

¹ A copy of any document from the Pennsylvania Department of State (Pa. Dept. of State) documenting the Applicant's Pa. Dept. of State entity number is adequate. However, the document must indicate that the Applicant's Pa. Dept. of State registration is "active." Certified copies of Pa. Dept. of State documents are not required.

Application for Registration as a Utility Valuation Expert (UVE)

4. Point of Contact for this Application:²Name: Adrienne M. Vicari, P.E.Title: Manager – Financial Services*Complete the following if different than above:*Street Name & Number: 369 East Park Drive

Post Office Box: _____

City: HarrisburgState: PennsylvaniaZip code: 17111Telephone Number: 717-564-1121Email address: avicari@hrg-inc.com

5. Parent & Subsidiary Companies & Affiliates:

- Parent Name and Contact Information.* Provide name and contact information for parent company. Check box if any parent company is currently doing business in Pennsylvania as a UVE or WWDC. If none, do not check the box; insert NONE below.

Parent Name: N/A

Street Name & Number: _____

Post Office Box: _____

City: _____

State: _____

Zip Code: _____

Telephone Number: _____

Email Address: _____

Website Address: _____

- Subsidiaries and Contact Information.* Provide name and contact information for all subsidiary companies. Check this box if any subsidiary is currently doing business in Pennsylvania as a UVE or WWDC. If none, do not check the box; insert NONE below.

Subsidiary Name: N/A

Street Name & Number: _____

Post Office Box: _____

City: _____

State: _____

Zip Code: _____

Telephone Number: _____

Email Address: _____

Website Address: _____

(Copy above information and paste on separate sheet as necessary for additional Subsidiaries)

² PLEASE NOTE: Upon approval of this application, this Contact Information will be listed on the Commission's UVE Registry.

Application for Registration as a Utility Valuation Expert (UVE)

- Affiliates and Contact Information.* Provide name and contact information for all affiliated companies. Check box if any affiliate is currently doing business in Pennsylvania as a UVE or WWDC. If none, do not check the box; insert NONE below.

Affiliate Name: N/A
 Street Name & Number: _____
 Post Office Box: _____
 City: _____
 State: _____
 Zip Code: _____
 Telephone Number: _____
 Email Address: _____

(Copy above information and paste on separate sheet as necessary for additional Affiliates)

6. Contracts & Business Partnerships:

- Check box if Applicant intends to or has operated under contract with or has partnered with an WWDC within the past five (5) years. Otherwise, insert NONE here: _____.

- Check box if Applicant intends to or has operated under contract, subcontracted or partnered with a UVE within the past five (5) years. Otherwise, insert NONE here: N/A.

If applicable, provide name(s) of WWDC(s) and UVE(s) and contact information for each and briefly describe the nature of business services associated with each contract and/or partnership. Attach additional pages as needed.

See attached Schedule A of Pennsylvania clients where Herbert, Rowland & Grubic, Inc. (HRG) has provided a range of utility valuation services.

7. Identify principal officers (i.e., owners, executives, partners and/or directors, etc.), as appropriate for Applicant's organizational structure. Provide an organizational chart and the names, titles, business addresses and telephone numbers for each office.

See attached Schedule B, Principal Officers with titles, addresses and phone numbers.
 See attached Schedule C, Organizational Chart.

8. Attach to this Application a brief biography or single page professional resume for all principal officers and management directly responsible for Applicant's operations.

See attached Schedule D – Biographies

9. Provide Applicant's Federal Employer Identification No. (EIN): 23-1609730

Application for Registration as a Utility Valuation Expert (UVE)


10. Registered Agent

- a. If the Applicant does not maintain a principal office in the Commonwealth, the Applicant is required by the Pennsylvania Department of State to designate an approved Registered Agent as its representative in the Commonwealth. Check one of the boxes below, as applicable:

YES, the Applicant has registered its business with the Pennsylvania Department of State. Following is the Name and Contact information for the Applicant's Registered Agent approved by the Pennsylvania Department of State.

Registered Agent: N/A
 Street Name & Number: _____
 Post Office Box: _____
 City: _____
 State: _____
 Zip Code: _____
 Main Telephone Number: _____
 Email Address: _____
 Website Address: _____

NO, the Applicant has not registered its business with the Pennsylvania Department of State.

 **STOP**—To avoid denial of your application and forfeiture of your application fee, contact the Pennsylvania Department of State Bureau of Corporations to register as a business entity within the Commonwealth PRIOR TO completion and filing of this application with the Pennsylvania Public Utility Commission.

- b. Applicant has registered its business with the Pennsylvania Department of State. Please check appropriate registration type for Applicant as designated with the Department.

- Sole proprietor
- Domestic corporation (none)
- Domestic general partnership
- Domestic limited liability company
- Domestic limited liability partnership
- Foreign corporation
- Foreign general or limited partnership
- Foreign limited liability company
- Foreign limited liability general partnership
- Foreign limited liability limited partnership

Application for Registration as a Utility Valuation Expert (UVE)

RECEIVED

APPENDIX A

AFFIDAVIT

2016 OCT -4 PM 3: 07

[Commonwealth/State] of Pennsylvania :

PA PUC
SECRETARY'S BUREAU

County of Dauphin

Russell F. McIntosh affiant, being duly sworn or affirmed according to law, deposes and says that:

Affiant is the Vice President (Office of Affiant) of Herbert, Rowland & Grubic, Inc (Name of Applicant);

That Affiant is authorized to and does make this affidavit for said Applicant;

That Herbert, Rowland & Grubic, Inc., the Applicant herein, has the burden of producing information and supporting documentation demonstrating technical fitness to be registered as a Utility Valuation Expert pursuant to Section 1329. 66 Pa. C.S. § 1329.

That Herbert, Rowland & Grubic, Inc., the Applicant herein, acknowledges that it has answered the questions on the application correctly, truthfully and completely and has provided supporting documentation as required.

That Herbert, Rowland & Grubic, Inc., the Applicant herein, acknowledges that it is under a duty to update information provided in answer to questions on this application and contained in supporting documents.

That Herbert, Rowland & Grubic, Inc., the Applicant herein, acknowledges that it is under a duty to supplement information provided in answer to questions on this application and contained in supporting documents as requested by the Commission.

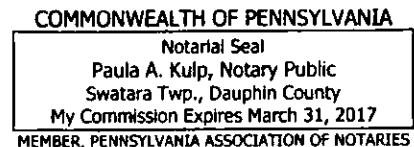
That the facts above set forth are true and correct to the best of Affiant's knowledge, information, and belief, and that Affiant expects said Applicant to be able to prove the same at hearing.



Signature of Affiant

Sworn and subscribed before me this 3rd day of Oct., 2016.

Paula A Kulp
Signature of official administering oath



My commission expires: 3/31/17

Commonwealth of Pennsylvania
Department of State



Office of the
Secretary of the Commonwealth

TO ALL TO WHOM THESE PRESENTS SHALL COME, GREETING:

WHEREAS, Under the provisions of the Business Corporation Law, approved the 5th day of May, Anno Domini, one thousand nine hundred and thirty-three, P. L. 364, as amended, the Department of State is authorized and required to issue a

CERTIFICATE OF INCORPORATION

evidencing the incorporation of a business corporation organized under the terms of that law.

AND WHEREAS, the stipulations and conditions of that law have been fully complied with by the persons desiring to incorporate as
HERBERT ASSOCIATES, INC.

THEREFORE, KNOW YE, That subject to the Constitution of this Commonwealth and under the authority of the Business Corporation Law, I do by these presents, which I have caused to be sealed with the Great Seal of the Commonwealth, create, erect, and incorporate the incorporators of and the subscribers to the shares of the proposed corporation named above, their associates and successors, and also those who may thereafter become subscribers or holders of the shares of such corporation, into a body politic and corporate in deed and in law by the name chosen and hereinbefore specified, which shall exist perpetually and shall be invested with, and have and enjoy all the powers, privileges, and franchises incident to a business corporation and be subject to all the duties, requirements, and restrictions specified and enjoined in and by the Business Corporation Law and all other applicable laws of this Commonwealth.

GIVEN under my Hand and the Great Seal of the Commonwealth, at the City of Harrisburg, this 5th day of June in the year of our Lord one thousand nine hundred and sixty-two and of the Commonwealth the one hundred and eighty-sixth

E. James Trumarchi Jr.

Secretary of the Commonwealth

Commonwealth of Pennsylvania

723593



Department of State

To All to Whom These Presents Shall Come, Greeting:

Whereas, In and by Article VIII of the Business Corporation Law, approved the fifth day of May, Anno Domini one thousand nine hundred and thirty-three, P. L. 364, as amended, the Department of State is authorized and required to issue a

CERTIFICATE OF AMENDMENT

evidencing the amendment of the Articles of Incorporation of a business corporation organized under or subject to the provisions of that Law, and

Whereas, The stipulations and conditions of that Law pertaining to the amendment of Articles of Incorporation have been fully complied with by

HERBERT ASSOCIATES, INC.

name changed to

HERBERT, ROWLAND & GRUBIC, INC.

Therefore, Know Ye, That subject to the Constitution of this Commonwealth and under the authority of the Business Corporation Law, I do by these presents, which I have caused to be sealed with the Great Seal of the Commonwealth, extend the rights and powers of the corporation named above, in accordance with the terms and provisions of the Articles of Amendment presented by it to the Department of State, with full power and authority to use and enjoy such rights and powers, subject to all the provisions and restrictions of the Business Corporation Law and all other applicable laws of this Commonwealth.

Given under my Hand and the Great Seal of the Commonwealth, at the City of Harrisburg, this 30th day of December in the year of our Lord one thousand nine hundred and eighty and of the Commonwealth the two hundred and fourth.

William R. Davis

Secretary of the Commonwealth

Corporations ▾ Search Business Entities (corpsearch.aspx) Search UCC Transactions (uccsearch.aspx) Forms ▾

Contact Corporations (<http://www.dos.pa.gov/BusinessCharities/Pages/default.aspx>)

Login (../Account/ValidateUser)

Register (../Account/Register_account)

Search entity / Select entity / Order documents

Order Business Documents



Date: 10/03/2016

Business Name History

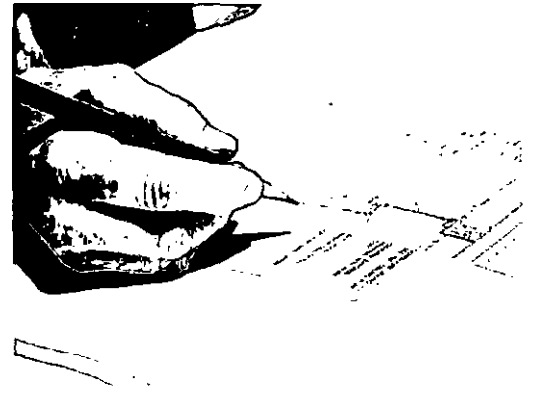
Name	Name Type
HERBERT, ROWLAND & GRUBIC, INC.	Current Name

Business Entity Details Officers

Name	HERBERT, ROWLAND & GRUBIC, INC.
Entity Number	158932
Entity Type	Business Corporation
Status	Active
Citizenship	Domestic
Entity Creation Date	06/05/1962
Effective Date	06/05/1962
State Of Inc	PA
Address	369 EAST PARK DR HARRISBURG PA 17111-0 DAUPHIN
Name	A BRULO
Title	SECRETARY
Address	369 E PARK DR HARRISBURG PA 17111-2730
Name	R GRUBIC
Title	PRESIDENT
Address	369 E PARK DR HARRISBURG PA 17111-2730
Name	BRUCE YERGER
Title	TREASURER
Address	369 E PARK DR HARRISBURG PA 17111-2730

Relevant Experience

During Herbert, Rowland & Grubic, Inc.'s (HRG) fifty year history, our professionals have successfully delivered engineering and financial solutions to diverse clients throughout the Mid-Atlantic region. Our team of professionals have engineering, accounting and related backgrounds, allowing us to fully integrate engineering and financial principles to achieve an in-depth, comprehensive utility analysis. We have experience designing, implementing and operating water and wastewater distribution, collection, conveyance and treatment facilities and have assisted a wide range of municipal and authority clients in: 1) weighing advantages and disadvantages of selling or leasing their utilities, 2) providing valuation of facilities for selling or leasing to private companies or other authorities, and 3) assisted in sale or lease negotiations on behalf of our clients.



Combining this experience and knowledge allows us to not only apply industry standards, but to evaluate the fair value of the utility using various industry approved methods including cost, market and income approaches. This provides a more balanced range of values that will be used to determine the utility's fair market value.

EXTENSIVE FINANCIAL SERVICES EXPERIENCE

The extensive background of our project team yields over 80 years of experience in engineering and financial consulting and includes the following financial services:

- Utility Valuation Studies
- Revenue Requirement Studies
- Cost of Service Studies
- Utility Rate Studies and Long Term Capital Financing Plans
- Rate Design Bond Feasibility Studies
- Capital Charge Studies
- Expert Testimony on Charge Related Matters
- Tax Exempt Bonds, Bank Loans and other Agency and Developer Financings
- Grant Administration and Compliance
- Comprehensive System Reviews
- Economic Impact/Feasibility Studies
- Utility Accounting and Budgeting

HRG has assisted numerous clients with valuations of utility for the purpose of selling or leasing the system. The following projects demonstrate our experience in working with municipalities and/or authorities in Pennsylvania to value system assets for the purpose of sale or lease:

[SCHEDULE OF VALUATION ASSIGNMENTS]

Reading Area Water Authority (Berks County): Valuation of the system and determination of a fair annual rental value to be paid by Authority to the City of Reading. Ernie Schlegel, Chairman of the Board, 1801 Kutztown Road, Reading, PA 19604; Phone: 610-406-6300

New Cumberland Borough (Cumberland County): Acquisition of Borough wastewater system (Currently entering into an agreement for sale with PAWC.). John R. Murray, President, 1120 Market Street, New Cumberland, PA 17070; Phone: 717-774-0404

West Manheim Township (York County): Valuation of Township wastewater system and Cost Benefit Analysis for possible sale to private or public utility. Marc Woerner, Township Manager, 2412 Baltimore Pike, Hanover, PA 17331; Phone: 717-632-0320

Media Borough/Media Borough Authority (Delaware County): Valuation and bid preparation for the acquisition of the Media Borough Water System. (sold to Aqua PA.) Samuel Scarfone (now at Hampton-Shaler Water Authority; 412-761-7267) 301 N. Jackson Street, Media, PA 19063; Phone: 610-566-5210

Greenville Borough – Act 47 (Mercer County): Valuation of both the water system owned by Greenville Borough Water Authority along with the Borough's wastewater conveyance & collection system. (No change in ownership.) Vance Oaks, 125 Main Street, Greenville, PA 16125; Phone: 724-588-4193

Evans City Borough, (Butler County): Valuation of the Borough's water and wastewater systems for sale to the newly formed Evans City Water and Sewer Authority. William Painter, Council President, 216 Wahl Avenue, Evans City, PA 16033; Phone: 724-538-8320

Upper Providence Sewer Authority (Delaware County) – Valuation of sewer system for possible sale to Aqua PA. Patricia Hall, Office Manager, 935 North Providence Road, Media, PA 19063; Phone: 610-566-5376

Concord Township Sewer Authority (Delaware County) – Valuation of sewer facilities for sale to Delcora. Terri Grant, Sewer Administration, 43 Thornton Road, Glen Mills, PA 19342; Phone: 610-459-8911 Ext. 108

Lancaster Area Sewer Authority (Lancaster County) – Valuation of the Manheim Township sewer system for acquisition by Lancaster Area Sewer Authority. Scot Fertich, Engineering Director, 130 Centerville Road, Lancaster, PA 17603

Lancaster Area Sewer Authority (Lancaster County) – Valuation of the Leola Township sewer system for acquisition by Lancaster Area Sewer Authority. Scot Fertich, Engineering Director, 130 Centerville Road, Lancaster, PA 17603

Lancaster Area Sewer Authority (Lancaster County) – Valuation of the Upper Leacock Township sewer system for acquisition by Lancaster Area Sewer Authority. Scot Fertich, Engineering Director, 130 Centerville Road, Lancaster, PA 17603

Lancaster Area Sewer Authority (Lancaster County) – Valuation of the Columbia Borough sewer system for acquisition by Lancaster Area Sewer Authority. Scot Fertich, Engineering Director, 130 Centerville Road, Lancaster, PA 17603

Hawley Area Authority (Wayne County) – Valuation of utility for possible sale to Aqua PA. Norman Lloyd, Township Manager, P.O. Box 145, Hawley, PA 18428; Phone: 570.226.2279

Milton Borough (Northumberland County) – Valuation of wastewater system facilities for sale to a joint regional sewer authority. Charles Beck, 2 Filbert Street, Milton, PA 17847-1708; Phone: 570.742.8759

PA American Water – Performed original cost study for system acquisitions. Scott Armbrust, Project Manager, c/o Shared Services Center, P.O. Box 5606, Cherry Hill, NJ 08034; Phone: 717.790.3047

[SCHEDULE OF VALUATION ASSIGNMENTS]

Warrington Township Water and Sewer Department (Bucks County) - Technical and financial review of water and sewer utilities acquired from municipal authority. Thomas Courduff, 852 Easton Road, Warrington, PA 18976; Phone 215-343-1800

Borough of Pottstown (Montgomery County) - Valuation of water system assets (Chester District). Brian Feick, Financial Director, 100 E. High Street, Pottstown, PA 19464. 100 E. High Street, Pottstown, PA 19464; Phone 610-970-6500

Millcreek Township Water and Sewer Authority (Erie County) - Technical and financial evaluation of water system for possible sale or improvements. David Sterrett, 3608 West 26 Street, Erie, PA 16506; Phone 814-835-6721

Water and Sewer Valuations for Mellon Bank - Leisure Equities Utilities, Hazleton, PA - Technical and financial review of utility operations in anticipation of default under financing agreement. Mellon Bank Trust Department, Pittsburgh, PA, 500 Grant Street, Pittsburgh, PA 15258; 412-234-5000

PUC Regulated Water Utility Valuation for Wells Fargo Bank - Confidential Client in Central PA - Valuation using three standard methodologies: Cost, Market and Income. Harry M. Derrick, Vice President, Principal Banker, Wells Fargo Bank, N.A., 214 Senate Avenue, Suite 401, Camp Hill, PA 17011; Phone: 717-730-3387

CAN DO Inc. - Provides water and wastewater service to approximately 180 commercial, industrial and wholesale customers. Services included review and analysis of existing rates based upon Public Utility Commission guidelines, cost of service study and PUC filing for water and wastewater user fee increases. Kevin O'Donnell, President, One South Church Street, Suite 200, Hazleton, PA 18201; 570-455-1508



Herbert, Rowland & Grubic, Inc.
Engineering & Related Services

AN EMPLOYEE-OWNED COMPANY

[BUILDING RELATIONSHIPS.
DESIGNING SOLUTIONS.]

Principal Officers

ROBERT C. GRUBIC, P.E.

President & CEO
369 East Park Drive
Harrisburg, PA 17111
rgrubic@hrq-inc.com
717.564.1121

BRIAN D. EMBERG, P.E.

Senior Vice President/Chief Technical Officer
369 East Park Drive
Harrisburg, PA 17111
bemberg@hrq-inc.com
717.564.1121

ANDREW M. KENWORTHY, P.E.

Vice President Eastern Region
369 East Park Drive
Harrisburg, PA 17111
akenworthy@hrq-inc.com
717.564.1121

JASON A. FRALICK, P.E.

Vice President Western Region
474 Windmere Drive, Suite 100
State College, PA 16801
jfralick@hrq-inc.com
814.238.7117

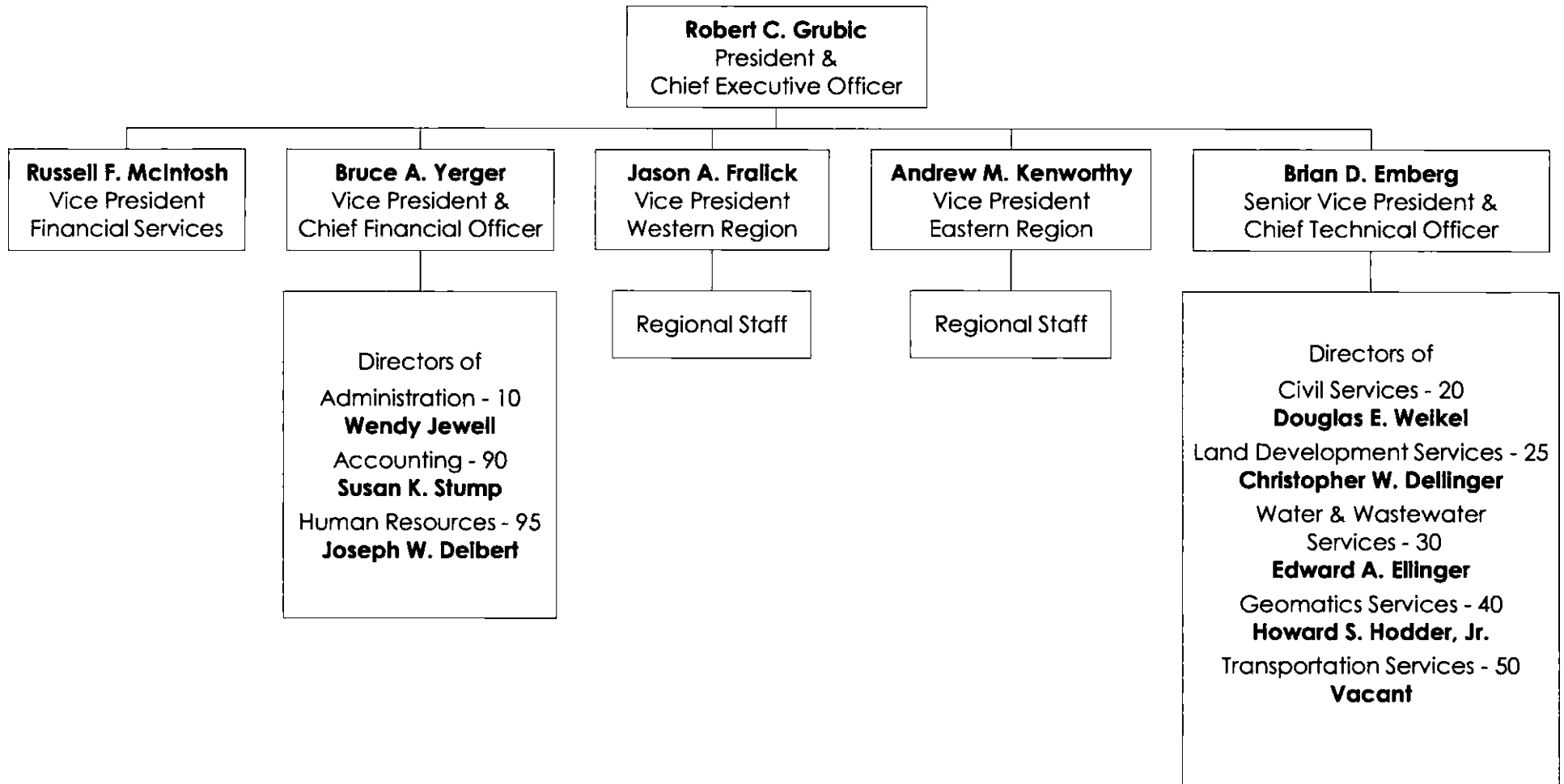
RUSSELL F. MCINTOSH

Vice President – Financial Services
369 East Park Drive
Harrisburg, PA 17111
rmcintosh@hrq-inc.com
717.564.1121

BRUCE A. YERGER

Vice President/Chief Financial Officer
369 East Park Drive
Harrisburg, PA 17111
byerger@hrq-inc.com
717.564.1121

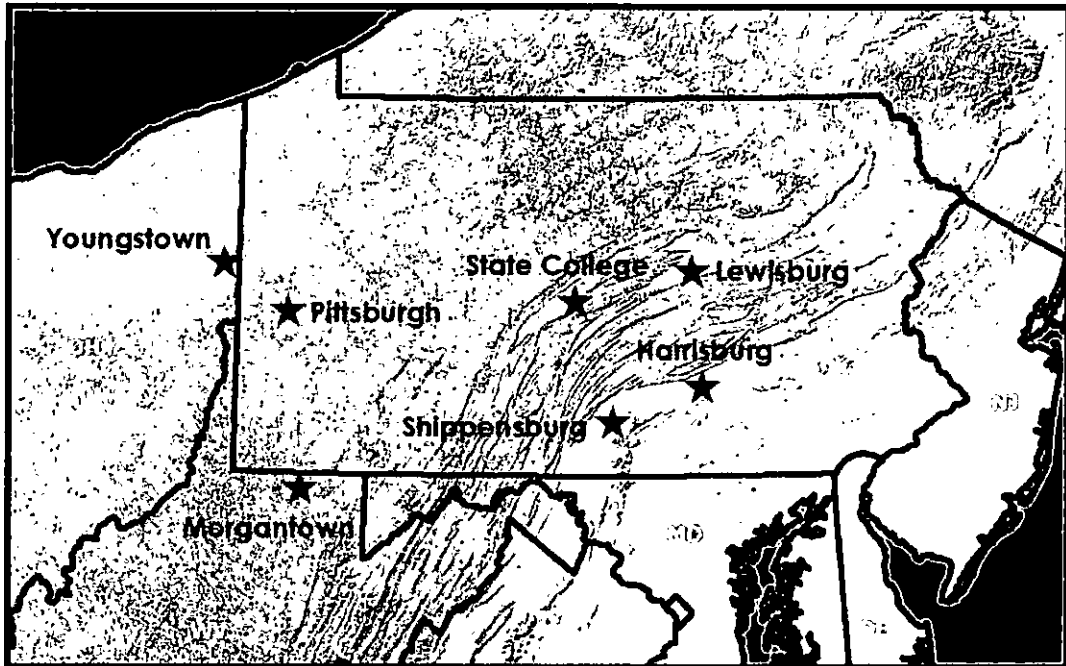
**Herbert, Rowland & Grubic, Inc.
Organizational Reporting Structure**



HRG

Herbert, Rowland & Grubic, Inc.
Engineering & Related Services
AN EMPLOYEE-OWNED COMPANY

Mapping derived from data provided by ESRI.



PENNSYLVANIA OFFICES:

HARRISBURG

369 East Park Drive
Harrisburg, PA 17111
717.564.1121 [phone]
717.564.1158 [fax]

LEWISBURG

776 Bull Run Crossing, Suite 200
Lewisburg, PA 17837
570.524.6744 [phone]
570.524.6779 [fax]

PITTSBURGH

200 West Kensing Drive
Suite 400
Cranberry Township, PA 16066
724.779.4777 [phone]
724.779.4711 [fax]

SHIPPENSBURG

20 East Burd Street
Shippensburg, PA 17257
717.530.9339 [phone]

STATE COLLEGE

474 Windmere Drive, Suite 100
State College, PA 16801
814.238.7117 [phone]
814.238.7126 [fax]

WEST VIRGINIA OFFICE:

MORGANTOWN

829 Fairmont Road, Suite 201
Morgantown, WV 26501
304.284.9222 [phone]
304.284.9223 [fax]

OHIO OFFICE:

YOUNGSTOWN

909-C Sahara Trail
Youngstown, OH 44514
330.726.4481 [phone]

HRG

Herbert, Rowland & Grubic, Inc.
Engineering & Related Services

AN EMPLOYEE-OWNED COMPANY

[BUILDING RELATIONSHIPS.
DESIGNING SOLUTIONS.]



Robert C. Grubic, P.E. President & CEO

Mr. Grubic is the President and CEO of HRG and has over 40 years of professional experience. He has served as President since 1989 and under his direction, the firm has significantly expanded its services and currently operates six regional offices across Pennsylvania, West Virginia, and Ohio.

Mr. Grubic manages all activities for the firm related to project engineering, business development, organization, and financial administration. He also continues to support many public and private sector clients, participating in all phases of project development from feasibility studies through financing, design, construction, and operations and maintenance.

As an active member of the engineering and business community, Mr. Grubic has held leadership positions in several organizations, including the Pennsylvania State Registration Board for Professional Engineers, Land Surveyors, and Geologists; the Harrisburg chapter of the Pennsylvania Society of Professional Engineers; the Harrisburg Regional Chamber of Commerce; the Harrisburg Builders Exchange, the Board of Directors of Central Penn College, and Mid Penn Bank.

Education

- B.C.E., Civil Engineering, Villanova University, 1973
- M.B.A., Business Administration, The Pennsylvania State University, 1980

Licenses & Certifications

- Professional Engineer, PA
- Professional Engineer, MD
- Professional Engineer, DE

Affiliations & Involvement

- Mid-Penn Bank – Chairman of the Board of Directors
- American Society of Civil Engineers
- National Society of Professional Engineers
- Pennsylvania Society of Professional Engineers
- Harrisburg Builders Exchange, Past President
- Friendship Community Center Co-Chair (Lower Paxton Township, Dauphin County) Capital Campaign
- Foundation for Enhancing Communities – Real Estate Advisory Committee
- Whitaker Center – Board of Directors

AREAS OF EXPERTISE

- Municipal engineering
- Land use and land development
- Water resources engineering
- Roadway and bridge design

RELATED EXPERIENCE

Mr. Grubic previously served as vice president and executive vice president of HRG from 1981 to 1988. He originally joined the firm as a project engineer in 1973 and has been a shareholder since 1978. Prior to joining HRG, Mr. Grubic performed civil engineering services for the Pennsylvania Department of Environmental Resources, Bureau of Natural Resources. There, he completed investigations, studies, and reports in conjunction with water resource programs in Pennsylvania.

[BUILDING RELATIONSHIPS. DESIGNING SOLUTIONS.]



Brian D. Emberg, P.E.

Senior Vice President/Chief Technical Officer

Mr. Emberg began his career more than 30 years ago and has amassed diverse experience through the successful design and management of hundreds of infrastructure projects. His understanding of project management and keen sense of business practices has lead him to his current position as Senior Vice President and Chief Technical Officer at Herbert, Rowland & Grubic, Inc. (HRG). In this role, he is responsible for the management and oversight of the firm's technical service groups and marketing, client management, and the maintenance and execution of quality management plans. Additionally, he possesses responsibility for technical service line development, sales and marketing, and client service.

AREAS OF EXPERTISE

- Quality Assurance/Quality Control
- Project Management
- Aviation
- Bridge Design
- Bridge Inspection
- Rail Design
- Roadway Design
- Structural Engineering
- Project Funding

Education

- BS, Structural Design & Construction Engineering, The Pennsylvania State University, 1982

Licenses & Certifications

- Professional Engineer, PA
- Professional Engineer, MD
- Professional Engineer, WV
- Professional Engineer, OH

Affiliations & Involvement

- American Society of Civil Engineers
- American Society of Highway Engineers
- American Railway Engineering and Maintenance-of-Way Association
- Design Build Institute of America

RELATED EXPERIENCE

Mr. Emberg has played an integral role in HRG's success over his 27 year tenure. During his time with HRG, he served in several leadership roles, ranging from project manager to director of the company's transportation related initiatives to his current position as chief technical officer.

Mr. Emberg has completed a broad range of infrastructure improvement projects for diverse clients such as local and state government entities, airports, and land developers. Specifically, he has designed or inspected bridges ranging in size from single-span, municipally and county owned structures to multi-span bridges owned by the state (including historical landmark structures). His past experience also includes the design of dozens of roadway reconstruction and rehabilitation projects, ranging from single intersections to miles of arterial highway and interstate interchanges. In addition, he has provided structural engineering services for several maintenance garages and engineering services for a wide variety of transportation land development projects such as rest areas, service plazas, and parking facilities.



Andrew M. Kenworthy, P.E. *Vice President Eastern Region*

Mr. Kenworthy is HRG's Regional Vice President of the Eastern Region and has over 24 years of experience. As Regional Vice President, he is responsible for providing a variety of engineering services to a diverse client base as well as directing the operations of the Eastern Region.

Mr. Kenworthy has experience in municipal and public engineering projects; private land development; subdivision and zoning planning; bidding; and construction administration as well as business management. These activities utilize his comprehensive project management skills to complete technical projects; secure local, state, and federal permits; maintain budgets and schedules; present expert testimony; and enhance client-consultant relations.

His projects have included new construction and expansions, master planning, and general civil engineering services related to various types of development. He has also provided plan review and consulting services to several municipalities.

AREAS OF EXPERTISE

- Land development and site design
- Municipal engineering and representation
- Planning, zoning, and land-use applications
- Water resources
- Commercial/retail development
- Residential development
- Educational facilities
- Warehousing/distribution
- Cellular communications
- Banking institutions

RELATED EXPERIENCE

Prior to joining HRG, Mr. Kenworthy was as a project engineer with a development firm in Wayne, PA. His responsibilities included residential and commercial subdivisions and land developments, roadway design, utility layout, stormwater and erosion control, surveying, and CAD drafting.

Education

- B.S., Civil Engineering, Villanova University, 1992

Licenses & Certifications

- Professional Engineer, PA

Affiliations & Involvement

- American Society of Civil Engineers
- Greater Harrisburg Association of Realtors
- Dauphin County Land Bank Authority
- Rotary Club of Harrisburg
- St. Catherine Laboure Church and School Volunteer



Jason A. Fralick, P.E. *Vice President Western Region*

Mr. Fralick is the Vice President of Herbert, Rowland & Grubic, Inc.'s (HRG) Western Region. He began his career with HRG more than 20 years ago. During his tenure with the firm, he has served as a staff engineer, project manager, group manager, office manager. He has worked within all of HRG's geographic markets and provided client support from all HRG service lines during his career, providing him with a broad background of experience. He has completed the successful planning, design and management of hundreds of projects, ranging from small feasibility studies to design of complex multi-discipline projects, including water and wastewater treatment systems, commercial and institutional site developments, and municipal roadway and drainage. In his current role, he is responsible for the management and oversight of the firm's operations in all Western Region offices, including client management and new client development; project delivery; staff development and project management.

AREAS OF EXPERTISE

- Land development and site design
- Water systems engineering
- Wastewater systems engineering
- Municipal engineering

RELATED EXPERIENCE

With over 20 years of progressive civil engineering experience, Mr. Fralick provides client and project management services related to facilities planning, design, and construction administration, for a variety of civil engineering project types. He serves as consulting engineer to several municipal authorities and municipalities.

In addition, Mr. Fralick has a diverse background and expertise in civil engineering practice related to the land development, water and wastewater, transportation, and municipal sectors. He is very knowledgeable of regional ordinances and regulatory requirements for development projects as well as cost-effective and aesthetically pleasing site layout and infrastructure design. He is also well-versed in environmental regulations, project financing, and construction and contract administration. Also, Mr. Fralick has extensive expertise in the design of roadway and stormwater improvements for municipalities.

Over the years, Mr. Fralick has provided land development and site design services to a broad range of clients, including economic development agencies, retirement communities, residential developers, school districts, commercial retailers, and cellular communications companies.

He has also provided engineering services on dozens of sewer line, water treatment plant, and wastewater treatment plant projects. In addition, Mr. Fralick serves as the municipal engineer for several townships and boroughs, designing roadway and stormwater improvements and providing general review services.

Education

- BS, Civil Engineering, Bucknell University, 1993

Licenses & Certifications

- Professional Engineer, PA

Affiliations & Involvement

- Leadership Centre County Class of 2007
- Leadership Centre County Board of Directors President (2008-Present)
- Foxdale Village Board of Directors (2007-2011)
- Halfmoon Township Park and Recreation Board (2008-2012)
- Centre Soccer - Coach



Russell F. McIntosh

Vice President/Financial Services

Mr. McIntosh is a vice president of Herbert, Rowland & Grubic, Inc. (HRG) and is responsible for managing the firm's Financial Service Group. In this capacity, he and his staff provide financial consulting services to water and wastewater utilities, municipalities, and municipal authorities, and provide grant administration and compliance services to the Commonwealth of Pennsylvania.

AREAS OF EXPERTISE

- Water and wastewater utility financing
- Grant administration and compliance
- PENNVEST grant application assistance

RELATED EXPERIENCE

Mr. McIntosh is a recognized expert in water and wastewater utility financing and has completed numerous articles and seminars on municipal financing, rate structures, and tapping fee calculations. He is also routinely called as an expert witness with regard to these matters.

Because of his expertise, Mr. McIntosh has served as technical advisor to the Pennsylvania Municipal Authority Association and Pennsylvania Builders Association on the development of procedures and language incorporated into Pennsylvania Act 203 of 1990 and Act 57 of 2003. These acts govern the calculation and imposition of capital charges such as connection fees, customer facilities fees, and tapping fees.

Mr. McIntosh has assisted clients with a wide variety of financial needs, including the development of financing plans, user charge systems, and valuation studies; calculation of capital charges and impact fees; and assessments for private and municipality-owned sewer and water utilities. He has also assisted clients with project financing needs including tax exempt borrowings, the preparation of grant and loan applications to PENNVEST, the Environmental Protection Agency, the Pennsylvania Department of Environmental Protection, HUD, and Rural Utility Services.

In addition, Mr. McIntosh has developed specialized computer programs to analyze financial data and perform sensitivity analyses. He routinely provides budgeting assistance and general financial consulting.

He is the recipient of 2014 Pennsylvania Municipal Authority Association's (PMAA) Red Davis Award. This award is presented annually to an individual that has made outstanding contributions and provided exceptional service to PMAA and its authority members.

Education

- B.S., Accounting, York College of Pennsylvania, 1968

Affiliations & Involvement

- Pennsylvania Municipal Authority Association



Bruce A. Yerger

Vice President/Chief Financial Officer

Mr. Yerger is vice president and chief financial officer with Herbert, Rowland & Grubic, Inc. (HRG) overseeing the Accounting Services Group. He is a senior executive with over 30 years of comprehensive experience including both technical and broad managerial responsibilities.

AREAS OF EXPERTISE

- Operations, administrative and financial management
- Strategic Planning
- Managing change/organizational transition
- Cash forecasting and financial reporting and analysis
- Policy/procedure development and systems development

RELATED EXPERIENCE

Mr. Yerger has amassed diverse experience in the corporate sector. His expertise ranges from project management and employee development to high-level strategic planning and financial management.

He currently oversees the financial operations of HRG. Mr. Yerger utilizes his strong technical and management skills to ensure the future stability and growth of the firm.

His past vast experience includes coordination of corporate operations and management of corporate administrative and maintenance functions and the professional liability program. In addition, he has been responsible for capital expenditures, preparation of corporate budgets, fleet management, lease negotiations and execution, legal counsel coordination, cost and expense control, and coordinating audits external auditors.

Mr. Yerger has shared his expertise through various publications and presentations, including:

Publications:

- Yerger, Bruce A. "Prescription for Success." *Beyond Computing Magazine*, April 1996.
Yerger, Bruce A. "Consultants in the Workplace: Are They Worth the Price?" *Best Week-P/C Edition*, June 12, 1995.
Yerger, Bruce A. "Don't Let Consultants Run Away With Your Company", *Best's Review - P.C.*, October 1995.

Presentations:

- Yerger, Bruce A. "Energy Deregulation in Maryland", Maryland Energy Institute, March 9, 2000.
Yerger, Bruce A. "Energy Deregulation in Maryland", County Engineers' Association of Maryland, May 11, 2000.
Yerger, Bruce A. "Energy Deregulation in Pennsylvania", National Association of Women in Construction, Central Pennsylvania Chapter, January 18, 2000.

Education

- Studies, Accounting, The Pennsylvania State University

Licenses & Certifications

- Certificate of Insurance, Insurance Institute of America

Affiliations & Involvement

- National Multiple Sclerosis Society (MS) Leadership Class of 2012
- Graduate, Leadership Harrisburg Area, Class of 1994
- Member, Leadership Harrisburg Area Alumni Association
- Graduate, Allied Arts Associate Program, Class of 1995



Adrienne M. Vicari, P.E. *Manager of Financial Services*

Ms. Vicari has over 15 years of experience in a broad range of financial, project management, and engineering design services for municipal wastewater, water, and stormwater clients. Ms. Vicari uses asset management and capital improvement planning as tools in completing long range strategic financial planning for clients, which includes the obtainment of federal, state and local project financing, and the development of user rates and charges.

As the Manager of Financial Services for HRG, Ms. Vicari takes pride in helping clients find long-term solutions to address budget shortfalls, including analyses to determine if complex financial transactions such as the creation of a stormwater authority or leasing of utilities achieves short-term gains and meets the long term needs of a community.

Her comprehensive knowledge of available funding programs results in the design of unique financing packages including, bonds, loans and grants to fit project goals. Ms. Vicari is skilled in rate and cost of service studies, tapping fee studies, wholesale user charges, surcharge analysis and the like. In addition, Ms. Vicari has designed water, wastewater and stormwater infrastructure projects and has experience with feasibility studies, environmental plans and reports, permit applications, and construction administration.

Education

- B.S., Civil Engineering, Valparaiso University, 2001

Licenses & Certifications

- Professional Engineer, PA
- Professional Engineer, OH

Affiliations & Involvement

- Pennsylvania Water Environment Association (PWEA)
- Society of Women Environmental Professionals

AREAS OF EXPERTISE

- Long-range capital plans and funding strategies
- Grant and loan financing/administration
- Utility rate studies/cost of service studies
- Act 57 capital charge studies
- Asset management plans
- Stormwater authority development
- Valuation studies/utility sales & lead analysis
- Program management
- Expert testimony on charge related matters
- Budget assistance and review
- Inter-municipal agreements/wholesale service fee development
- Economic impact studies
- Impact fees/assessment programs/Act 13
- Act 47 recovery plans
- Infrastructure management

Commonwealth of Pennsylvania
Department of State
Bureau of Professional and Occupational Affairs
PO Box 2649 Harrisburg, PA 17105-2649

15 0138581



License Type
Professional Engineer

License Status
Active

Initial License Date
07/28/2006

ADRIENNE MARIE VICARI
5805 ASPEN LANE
ENOLA PA 17025

License Number
PE073697

Expiration Date
09/30/2017

Commissioner of Professional and Occupational Affairs

Adrienne M. Vicari
Signature



Herbert, Rowland & Grubic, Inc.
Engineering & Related Services

AN EMPLOYEE-OWNED COMPANY

[BUILDING RELATIONSHIPS.
DESIGNING SOLUTIONS.]

Schedule F

Client Names, Dates and Services Provided

Reading Area Water Authority (Berks County): Valuation of the system and determination of a fair annual rental value to be paid by Authority to the City of Reading. Dates of service – 8/2014 - 12/2014. Ernie Schlegel, Chairman of the Board, 1801 Kutztown Road, Reading, PA 19604; Phone: 610-406-6300

New Cumberland Borough (Cumberland County): Valuation of Borough wastewater system (Currently entering into an agreement for sale with PAWC.). Dates of service: 5/2016 – Ongoing. John R. Murray, President, 1120 Market Street, New Cumberland, PA 17070; Phone: 717-774-0404

West Manheim Township (York County): Valuation of Township wastewater system and Cost Benefit Analysis for possible sale to private or public utility. Dates of service: 5/2016 – Ongoing. Marc Woerner, Township Manager, 2412 Baltimore Pike, Hanover, PA 17331; Phone: 717-632-0320

Lancaster Area Sewer Authority (Lancaster County) – Valuation of the Columbia Borough sewer system for acquisition by Lancaster Area Sewer Authority. Dates of service: 4/2012 – 7/2016. Scot Fertich, Engineering Director, or Michael Kyle, Executive Director, 130 Centerville Road, Lancaster, PA 17603

PUC Regulated Water Utility Valuation for Wells Fargo Bank – Confidential Client in Central PA – Valuation using three standard methodologies: Cost, Market and Income. Dates of service: 6/2016 – 9/2016. Harry M. Derrick, Vice President, Principal Banker, Wells Fargo Bank, N.A., 214 Senate Avenue, Suite 401, Camp Hill, PA 17011; Phone: 717-730-3387

CAN DO Inc. - Provides water and wastewater service to approximately 180 commercial, industrial and wholesale customers. Services included review and analysis of existing rates based upon Public Utility Commission guidelines, cost of service study and PUC filing for water and wastewater user fee increases. Dates of service: 2/2010 – Ongoing. Kevin O'Donnell, President, One South Church Street, Suite 200, Hazleton, PA 18201; 570-455-1508

New Garden Township – Service Rate Stabilization Plan, Dates of service: 2/2016 – Ongoing. Vince Pompo, Lamb McErlane, PC. 8934 Gap Newport Pike, Landenberg, PA 19350; 610-268-2915.