

June 21, 2021

Via Electronic Filing

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

In re: Docket No. A-2021-3024267
Application of Aqua Pennsylvania Wastewater, Inc. pursuant to Sections 1102, 1329 and 507
of the Public Utility Code for Approval of its Acquisition of the Wastewater System Assets
of Lower Makefield Township

Dear Secretary Chiavetta:

We are counsel to Aqua Pennsylvania Wastewater, Inc. (“Aqua”, “APW” or “Company”) in connection with its above referenced Application, filed with the Public Utility Commission (“Commission”) on May 14, 2021, pursuant to Sections 1102, 1329 and 507 of the Public Utility Code, for approval of the acquisition of the wastewater system assets of Lower Makefield Township. The Bureau of Technical Utility Services is reviewing the Application and has asked that we address certain requests for additional information. Aqua addressed several of the Bureau’s information requests in letters filed on June 9 and 10, 2021. Additional requests are addressed below.

INFORMATION REQUEST 17:

Checklist Item No. 12 – Number 2 of the Application Completeness Review requested APW to amend the Application’s Exhibit G to include a proposed tariff containing a rate equal to the existing rates of the seller at the time of acquisition regarding deduct meters. APW’s response indicated that deduct meters are a billing determinant and not a separate rate and, thus, would not be included in the proposed tariff, and that LMT nets out deduct meter reading consumption against total consumption. However, this response did not include a proposed tariff supplement containing language addressing the use of deduct meters in the requested service territory. Please amend the Application’s Exhibit G to include a proposed tariff containing a rate equal to the existing rates of the seller at the time of acquisition that also addresses the use of deduct meters.

RESPONSE:

An updated Exhibit G to the Application is included with this letter. Additionally, the monthly consumption charges have been modified to round consumption blocks in hundreds. The rounding change in the updated Exhibit G is favorable to customers.

INFORMATION REQUEST 18:

Checklist Item No. 12 – APW’s effective tariff applies a Distribution System Improvement Charge (DSIC) to all bills issued on or after the effective date, which would include the service territory requested by this Application. Number 3 of the Application Completeness Review requested APW amend the Application’s Exhibit G to include a proposed tariff containing a rate equal to the existing rates of the seller at the time of acquisition that does not include DSIC. APW’s response indicated that APW would not be charging the DSIC to LMT until APW has updated its Long-Term Infrastructure Improvement Plan. However, this response did not include a proposed tariff containing a rate equal to the existing rates of the seller at the time of acquisition as APW’s effective tariff would require the application of APW’s DSIC to bills issued to customers in the requested service territory. Please amend the Application’s Exhibit G to include a proposed tariff containing a rate equal to the existing rates of the seller at the time of acquisition which would prevent the application of APW’s DSIC to bills issued to customers in the requested service territory.

RESPONSE:

An updated Exhibit G to the Application is included with this letter.

INFORMATION REQUEST 19:

Checklist Item No. 19.e – Number 8 of the Application Completeness Review requested APW to indicate if LMT has any outstanding loans on the utility plant and identify the nature, terms, and payment history. APW’s response referenced Exhibit J2, Pages 21 and 43 which indicated, respectively, the amount of long-term liabilities for the sewer fund, and a summary of long-term activity for business-type activities for LMT as a whole. These amounts do not indicate whether LMT has any outstanding loans on the utility plant, and do not identify the nature, terms, and payment history of those outstanding loans on utility plant. Please amend APW’s response to Checklist Item No. 19.e to indicate whether LMT has any outstanding loans on the utility plant and identify the nature, terms, and payment history.

RESPONSE:

Please see the loan payment detail regarding loans on utility plant included with this letter.

INFORMATION REQUEST 20:

Checklist Item No. 20.b – Number 9 of the Application Completeness Review requested that copies of WQM permits to be transferred to APW per Schedule 4.13 of the APA, be provided as the Application’s Exhibit B. APW’s response to Application Completeness Review No. 9 provided copies of 51 of the 55 WQM permits. Additionally, the response indicated the remaining permits for, Clearview and Countryside Estates (WQM 0988408); Mill Road Estates (WQM 0997405); Yardley Corners (WQM 0979445); and Mindhart Tract (APS ID 603019), will be provided when they are obtained. Please provide copies of the remaining WQM permits for the utility plant subject to this transaction.

RESPONSE:

The Company has requested these permits from DEP. Please see the attached correspondence from DEP indicating that the permits are on Microfiche. As these permits are on Microfiche, and only available at DEP's offices, which are currently closed, the Company will provide those permits when the DEP offices reopen and the Company can obtain access to those permits.

INFORMATION REQUEST 21:

Checklist Item No. 22.a – Number 11 of the Application Completeness Review requested clarification regarding APW's inclusion, as part of its requested service territory, of the black hatched area depicted in Cell M8 of Map No. 1 titled "General Plan of Sanitary Sewers with Services Area" revision dated August 17, 2018 (Services Area Plan), provided as the Application's Exhibit P2. In response, APW explained the properties within the black hatched area are provided wastewater service by the Township of Falls Authority. APW revised the boundaries of the Application's Exhibit A to remove the black hatched area from its requested service territory. However, APW also revised Segments 15 – 19 of the Application's Exhibit A to include a portion of Yardley Borough. The additional area included through this revision does not conform to the service territory depicted in Cells G7 and G8 on the Services Area Plan. Additionally, Page 3 of the Application indicated residents in this area are billed by Yardley Borough. Please provide any intermunicipal agreements regarding the provision of wastewater service in this area, explain why this additional territory is now being included, and provide responses to the checklist items that would be required due to the inclusion of this area as a requested service territory, including Checklist Item Nos. 12 (provide a pro forma tariff that includes a portion of Yardley Borough in APW's list of areas served), 22.a. (demonstrate compliance with Yardley Borough's Act 537 Official Sewage Facilities Plan), and 22.b. (provide a copy of the DEP-approved Act 537 Official Sewage Facilities Plan for Yardley Borough).

RESPONSE:

The map provided in the Company's June 10, 2021, letter was revised for the black hatched area on a prior version of the Requested Territory map, and was included in error. Please find attached to this letter a revised Exhibit A, Requested Territory including the revision concerning the black hashed area.

INFORMATION REQUEST 22:

Checklist Item No. 25 – Number 12 of the Application Completeness Review requested APW amend the Application's Exhibit B to include copies of certain documents. APW's response included an amended Schedule 4.14 – Assigned Contracts, which included a contact referenced as "Contract and related Addendums with Holicong Locksmiths & Central Security Inc." dated February 1, 2014, supplemented March 7, 2017, which was not identified in the original Schedule 4.14 included with the Application. APW's response for Checklist

June 21, 2021

Page 4

Item No. 25 does not provide an annual dollar value for this contract. Please provide an annual dollar value for this contract.

RESPONSE:

The amended APA schedules provided in the June 9, 2021, letter were amended from a prior version of the APA schedules, and included the agreement noted above in error. Please find attached to this letter an updated version of the Schedules to the APA which excludes this contract.

The Verification of William C. Packer verifying the foregoing is included with this letter.

Aqua believes that, with this letter and accompanying information, it has complied with the Bureau of Technical Utility Services' requests for supplemental information and asks that the Public Utility Commission acknowledge that the Application has been perfected.

Please contact me with any questions about the foregoing.

Very truly yours,

THOMAS, NIESEN & THOMAS, LLC

By



Thomas T. Niesen

cc: Certificate of Service (w/encl.)
Alexander R. Stahl, Esquire (via email, w/encl.)
Thomas S. Wyatt, Esquire (via email, w/encl.)

UPDATED EXHIBIT G

AQUA PENNSYLVANIA WASTEWATER, INC.
(hereinafter referred to as the "Company")

RATES, RULES, AND REGULATIONS

GOVERNING THE COLLECTIONS OF

WASTEWATER

IN PORTIONS OF

ADAMS, BUCKS, CARBON, CHESTER, CLARION, CLEARFIELD, DELAWARE,
LACKAWANNA, LUZERNE, MONROE, MONTGOMERY, PIKE, SCHUYLKILL, VENANGO,
AND WYOMING COUNTIES

IN THE COMMONWEALTH OF PENNSYLVANIA

ISSUED: XXXX XX, 202X

EFFECTIVE: XXXX XX, 202X

By:

Marc Lucca, President
Aqua Pennsylvania, Inc.
762 Lancaster Avenue
Bryn Mawr, Pennsylvania 19010

NOTICE

THIS TARIFF ESTABLISHES THE WASTEWATER RATES FOR THE
CUSTOMERS OF LOWER MAKEIFELD TOWNSHIP SITUATED WITHIN BUCKS
COUNTY, PENNSYLVANIA.

LIST OF CHANGES MADE BY THIS TARIFF

Changes: This tariff makes changes to reflect the acquisition of the wastewater assets of Lower Makefield, located within Lower Makefield Township, Bucks County, Pennsylvania. Closing on the acquisition took place on XX/XX/202X, with the effective date of ownership occurring at 12:01AM on XX/XX/202X. (See pages 7 and 8.12.1, 8.12.2, and 8.12.3)

This tariff is made pursuant to the Commission's Order adopted and entered XX/XX/202X at Docket No. A-2019-3009052, which authorizes the issuance of the Certificate of Public Convenience.

TABLE OF CONTENTS

	Page Number	
Rates, Rules, and Regulations	1	XXXX Revised Page (C)
List of Changes Made by This Tariff	2	XXXX Revised Page (C)
Table of Contents	3	XXXX Revised Page (C)
Table of Contents (Cont'd)	4	Original Page
Description of Territory Served	5	Original Page
Description of Territory Served (Cont'd)	6	Third Revised Page
Description of Territory Served (Cont'd)	7	First Revised Page (C)

SCHEDULE OF RATES:

Rate Zone 1	8.1	Original Page
Rate Zone 2	8.2	Original Page
Rate Zone 3	8.3	First Revised Page
Rate Zone 4	8.4	Original Page
Rate Zone 5	8.5	Original Page
Rate Zone 6	8.6	Original Page
Rate Zone 7 - Limerick Division	8.7	Original Page
Rate Zone 8 - East Bradford Township Division	8.8	Original Page
Rate Zone 9 - Cheltenham Township Division	8.9.1	Original Page
Rate Zone 9 - Cheltenham Township Division (cont'd)	8.9.2	Original Page
Rate Zone 10 - East Norriton Township Division	8.10	Original Page
Rate Zone 11 - New Garden Township Division	8.11	Original Page
Rate Zone 12 - Lower Makefield Township Division	8.12.1	Original Page (C)
Rate Zone 12 - Lower Makefield Township Division (cont'd)	8.12.2	Original Page (C)
Rate Zone 12 - Lower Makefield Township Division (cont'd)	8.12.3	Original Page (C)
Distribution System Improvement Charge (DSIC)	9	Fourth Revised Page
DSIC (Cont'd)	10	Original Page
DSIC (Cont'd)	11	Original Page
DSIC (Cont'd)	12	Original Page
State Tax Adjustment Surcharge (STAS)	13	Original Page
Page Held For Future Use	14	Original Page
Page Held For Future Use	15	Original Page

DESCRIPTION OF TERRITORIES SERVED

	<u>Township</u>	<u>County</u>
(C) RATE ZONE 12 Lower Makefield Township Division	Lower Makefield	Bucks

SCHEDULE OF RATES

RATE ZONE 12 – METERED AND UNMETERED

The rates under this schedule apply to all customer classes in the territories served subject to Rate Zone 12 rates as noted in the Description of Territories Served section under this tariff unless otherwise specifically identified below.

QUARTERLY SERVICE & CONSUMPTION CHARGES (\$)

A. Residential

Minimum Charge per quarter :

Per Dwelling Unit (private dwelling)	\$160.48
Exception: Residential Building with 1 meter meter and no more than 2 dwelling units	\$269.22

Consumption Charge :

(Based on Water Usage or Sewage Flows, determined at the Company’s discretion)

First 10,000 gallons per quarter	\$4.37	per 1,000 gallons
Next 10,000 gallons per quarter	\$4.60	per 1,000 gallons
Next 10,000 gallons per quarter	\$4.81	per 1,000 gallons
Next 10,000 gallons per quarter	\$5.29	per 1,000 gallons
Next 10,000 gallons per quarter	\$5.90	per 1,000 gallons
Over 50,000 gallons per quarter	\$6.77	per 1,000 gallons

Unmetered (This charge is a flat fee for customers not metered for water consumption.)

Unmetered Charge	\$269.22
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B. Commercial - Apartments billed under the residential rate
by Lower Makefield Township**

Minimum Charge per quarter :

Per Dwelling Unit	\$160.48
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Consumption Charge :

(Based on Water Usage or Sewage Flows, determined at the Company’s discretion)

First 10,000 gallons per quarter	\$4.37	per 1,000 gallons
Next 10,000 gallons per quarter	\$4.60	per 1,000 gallons
Next 10,000 gallons per quarter	\$4.81	per 1,000 gallons
Next 10,000 gallons per quarter	\$5.29	per 1,000 gallons
Next 10,000 gallons per quarter	\$5.90	per 1,000 gallons
Over 50,000 gallons per quarter	\$6.77	per 1,000 gallons

RATE ZONE 12 – CONTINUED

QUARTERLY SERVICE & CONSUMPTION CHARGES (\$) continuedC. Commercial (Other than Customers in subsection B above), Industrial,
and Public Customers

Minimum Charge per quarter	\$297.65	
Consumption Charge :		
(Based on Water Usage or Sewage Flows, determined at the Company's discretion)		
		Included in Minimum
First 12,981 gallons per quarter		Charge
Over 12,981 gallons per quarter	\$22.93	per 1,000 gallons

MONTHLY SERVICE & CONSUMPTION CHARGES (\$)A. Residential

Minimum Charge per month :		
Per Dwelling Unit (private dwelling)	\$53.49	
Exception: Residential Building with 1 meter meter and no more than 2 dwelling units	\$89.74	
Consumption Charge :		
(Based on Water Usage or Sewage Flows, determined at the Company's discretion)		
First 3,400 gallons per month	\$4.37	per 1,000 gallons
Next 3,300 gallons per month	\$4.60	per 1,000 gallons
Next 3,300 gallons per month	\$4.81	per 1,000 gallons
Next 3,400 gallons per month	\$5.29	per 1,000 gallons
Next 3,300 gallons per month	\$5.90	per 1,000 gallons
Over 16,700 gallons per month	\$6.77	per 1,000 gallons

Unmetered (This charge is a flat fee for customers not metered for water consumption.)

Unmetered Charge	\$89.74
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RATE ZONE 12 – CONTINUED

MONTHLY SERVICE & CONSUMPTION CHARGES (\$) continued

B. Commercial - Apartments billed under the residential rate
 by Lower Makefield Township**

Minimum Charge per month :

Per Dwelling Unit \$53.49

Consumption Charge :

(Based on Water Usage or Sewage Flows, determined at the Company’s discretion)

First 3,400 gallons per month	\$4.37	per 1,000 gallons
Next 3,300 gallons per month	\$4.60	per 1,000 gallons
Next 3,300 gallons per month	\$4.81	per 1,000 gallons
Next 3,400 gallons per month	\$5.29	per 1,000 gallons
Next 3,300 gallons per month	\$5.90	per 1,000 gallons
Over 16,700 gallons per month	\$6.77	per 1,000 gallons

C. Commercial (Other than Customers in subsection B above), Industrial,
 and Public Customers

Minimum Charge per month \$99.22

Consumption Charge :

(Based on Water Usage or Sewage Flows, determined at the Company’s discretion)

First 4,400 gallons per month	Included in Minimum Charge
Over 4,400 gallons per month	\$22.93 per 1,000 gallons

**For apartment complexes, the rate shall be determined by assessing each dwelling unit the minimum charge per quarter, and then measuring the total water consumption for the entire apartment building and dividing that consumption by the number of dwelling units therein to arrive at a water gallonage per dwelling unit, at which time each dwelling unit shall be charged on the average water consumption for each unit in addition to the minimum charge.

Wastewater customers in Lower Makefield Township are required to comply with the wastewater control regulations adopted by Lower Makefield Township and included in Exhibit H to the Application filed at Docket No. A-2021-3024267.

The DSIC surcharge shall not be applied to bills of wastewater customers in Lower Makefield Township; this will remain effective until an amended Long-Term Infrastructure Improvement Plan (LTIIP) is filed and approved which includes Lower Makefield. Following the approval of an amended LTIIP, the DSIC surcharge shall be applicable to wastewater customers in Lower Makefield Township.

LOAN PAYMENT DETAIL

**TOWNSHIP OF LOWER MAKEFIELD
SEWER RELATED DEBT SERVICE**

Debt Service Requirements

1 Fiscal Year Ended	SEWER RELATED DEBT SERVICE		OTHER	TOTAL
	2 G.O. Bonds Series of 2016	3 Subtotal Sewer Debt Service	4 All Other Existing Debt Service	5 Grand Total Debt Service
12/31/2021	1,112,986	1,112,986	2,772,894	3,885,880
12/31/2022	1,112,496	1,112,496	2,130,434	3,242,930
12/31/2023	1,117,321	1,117,321	2,123,134	3,240,455
12/31/2024	1,112,540	1,112,540	2,130,209	3,242,749
12/31/2025	1,114,060	1,114,060	2,124,414	3,238,474
12/31/2026	1,116,661	1,116,661	2,121,688	3,238,349
12/31/2027	1,114,277	1,114,277	2,122,565	3,236,843
12/31/2028	1,110,997	1,110,997	2,128,096	3,239,093
12/31/2029	1,117,937	1,117,937	2,121,746	3,239,683
12/31/2030	1,113,862	1,113,862	2,124,418	3,238,280
12/31/2031	817,488	817,488	2,418,424	3,235,912
12/31/2032	548,257	548,257	2,689,422	3,237,679
12/31/2033	548,352	548,352	1,164,755	1,713,107
12/31/2034	547,436	547,436	447,902	995,338
12/31/2035	548,182	548,182	448,512	996,694
12/31/2036	547,759	547,759	448,166	995,925
12/31/2037				
12/31/2038				
12/31/2039				
12/31/2040				
TOTAL	14,700,608	14,700,608	29,516,780	44,217,388

Principal *:	11,304,800	11,304,800
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Call Date : 9/1/2026
Purpose : New Money
Cur Ref 2011
Rate : Fixed
2.125%-5.00%
Use: Sewer



* Outstanding as of June 3, 2021

CORRESPONDENCE FROM DEP

From: **Fiorilla, Michael** <mfiorilla@pa.gov>
Date: Thu, Jun 17, 2021 at 11:27 AM
Subject: RE: [External] Re: CHRISTINA RUBLE Informal File Review Request
To: Christina Ruble <cruble@ebertengineering.com>

Hey there, Christina,

So, I looked into it, and it seems that the only record in the listing that's not microfiche was a false entry, a record that was out of retention and whose entry in our database should have been deleted but was not. I ran a search on the other permits that you listed and while I do have records for those locations, they also appear to be microfiche. If there's anything else I can do to help, please let me know.

Thanks,

Mike Fiorilla | Clerk Typist II

Department of Environmental Protection | Southeast Regional Office

2 East Main Street | Norristown, PA 19401

Phone: 484.250.5021 | Fax: 484.250.5914

www.dep.pa.gov

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From: Christina Ruble <cruble@ebertengineering.com>
Sent: Wednesday, June 9, 2021 2:36 PM
To: Fiorilla, Michael <mfiorilla@pa.gov>
Cc: Joe Bonny <jbonny@ebertengineering.com>
Subject: [External] Re: CHRISTINA RUBLE Informal File Review Request

ATTENTION: *This email message is from an external sender. Do not open links or attachments from unknown sources. To report suspicious email, forward the message as an attachment to CWOPA_SPAM@pa.gov.*

Michael,

Thank you for getting back to me with the list of permits. For those that are not on microfilm is it possible to get a scanned copy by email since the office is closed for public review?

Secondly, I have identified a couple more permit numbers that we are looking for copies of the permits. Can you please check your system and add the following to the list?

WQM Permit No. 988408, Clearview Estates and Countryside Estates, Lower Makefield Township Bucks County

APS ID 603019, Mindhart Tract (or Minehart Tract), Lower Makefield Township Bucks County

Thanks for your help!

Christina Ruble

Ebert Engineering, Inc.

P.O. Box 540

Skippack, PA 19474

Phone: 610-584-6701

Direct Line: 610-550-3348

cruble@ebertengineering.com

On Fri, Jun 4, 2021 at 11:13 AM Fiorilla, Michael <mfiorilla@pa.gov> wrote:

Hey there, Christina,

I've searched our database for any records we have pertaining to the property(ies) you requested information on. Attached are any files we currently have that correspond to the property in question. Unfortunately at the moment, we do not have an established date when we will be open again for public review.

Please let me know if there's anything else you might need or anything further in regards to this request I can help you with.

Thanks,

Mike Fiorilla | Clerk Typist II

Department of Environmental Protection | Southeast Regional Office

2 East Main Street | Norristown, PA 19401

Phone: 484.250.5021 | Fax: 484.250.5914

www.dep.pa.gov

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From: donotreply@pa.gov <donotreply@pa.gov>
Sent: Wednesday, June 2, 2021 10:54 AM
To: EP, SE Informal Review <RA-EPSEINFORMFILERE@pa.gov>
Subject: CHRISTINA RUBLE Informal File Review Request

Please see attached File Review Request.

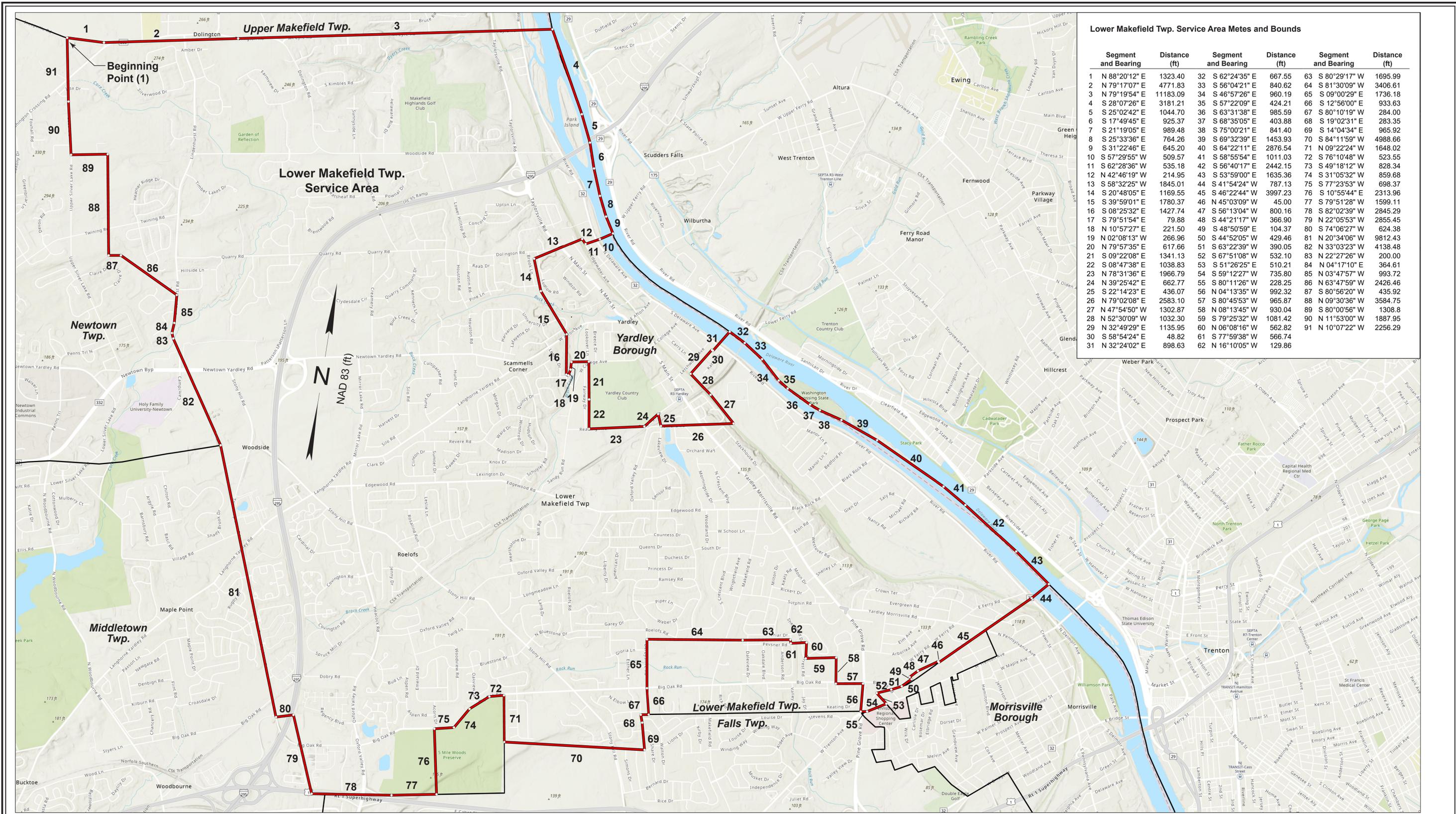
Please remember to send a confirmation letter within 48 business hours.

Submitter: **CHRISTINA RUBLE**

Email: cruble@ebertengineering.com

Site Name	Permit #	Municipality	County
MULTIPLE, SEE BELOW	0992403, 0980427, 0976423, 0977406	LOWER MAKEFIELD TOWNSHIP	BUCKS

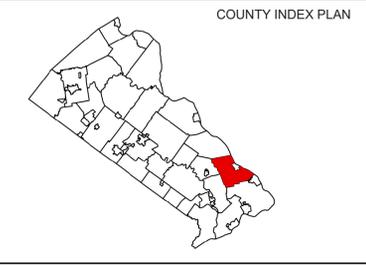
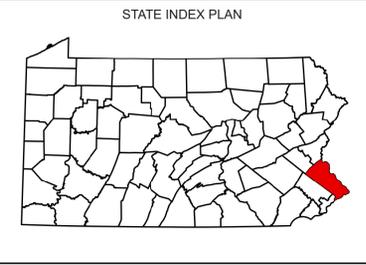
**REVISED EXHIBIT A,
REQUESTED TERRITORY MAP**



Lower Makefield Twp. Service Area Metes and Bounds

Segment and Bearing	Distance (ft)	Segment and Bearing	Distance (ft)	Segment and Bearing	Distance (ft)
1 N 88°20'12" E	1323.40	32 S 62°24'35" E	667.55	63 S 80°29'17" W	1695.99
2 N 79°17'07" E	4771.83	33 S 56°04'21" E	840.62	64 S 81°30'09" W	3406.61
3 N 79°19'54" E	11183.09	34 S 46°57'26" E	960.19	65 S 09°00'29" E	1736.18
4 S 28°07'26" E	3181.21	35 S 57°22'09" E	424.21	66 S 12°56'00" E	933.63
5 S 25°02'42" E	1044.70	36 S 63°31'38" E	985.59	67 S 80°10'19" W	284.00
6 S 17°49'45" E	925.37	37 S 68°35'05" E	403.88	68 S 19°02'31" E	283.35
7 S 21°19'05" E	989.48	38 S 75°00'21" E	841.40	69 S 14°04'34" E	965.92
8 S 25°33'36" E	764.26	39 S 69°32'39" E	1453.93	70 S 84°11'59" W	4988.66
9 S 31°22'46" E	645.20	40 S 64°22'11" E	2876.54	71 N 09°22'24" W	1648.02
10 S 57°29'55" W	509.57	41 S 58°55'54" E	1011.03	72 S 76°10'48" W	523.55
11 S 62°28'36" W	535.18	42 S 56°40'17" E	2442.15	73 S 49°18'12" W	828.34
12 N 42°46'19" W	214.95	43 S 53°59'00" E	1635.36	74 S 31°05'32" W	859.68
13 S 58°32'25" W	1845.01	44 S 41°54'24" W	787.13	75 S 77°23'53" W	698.37
14 S 20°48'05" E	1169.55	45 S 46°22'44" W	3997.23	76 S 10°55'44" E	2313.96
15 S 39°59'01" E	1780.37	46 N 45°03'09" W	45.00	77 S 79°51'28" W	1599.11
16 S 08°25'32" E	1427.74	47 S 56°13'04" W	800.16	78 S 82°02'39" W	2845.29
17 S 79°51'54" E	79.88	48 S 44°21'17" W	366.90	79 N 22°05'53" W	2855.45
18 N 10°57'27" E	221.50	49 S 48°50'59" E	104.37	80 S 74°06'27" W	624.38
19 N 02°08'13" W	266.96	50 S 44°52'05" W	429.46	81 N 20°34'06" W	9812.43
20 N 79°57'35" E	617.66	51 S 63°22'39" W	390.05	82 N 33°03'23" W	4138.48
21 S 09°22'08" E	1341.13	52 S 67°51'08" W	532.10	83 N 22°27'28" W	200.00
22 S 08°47'38" E	1038.83	53 S 51°26'25" E	510.21	84 N 04°17'10" E	364.61
23 N 78°31'36" E	1966.79	54 S 59°12'27" W	735.80	85 N 03°47'57" W	933.72
24 N 39°25'42" E	662.77	55 S 80°11'26" W	228.25	86 N 63°47'59" W	2426.46
25 S 22°14'23" E	436.07	56 N 04°13'35" W	992.32	87 S 80°56'20" W	435.92
26 N 79°02'08" E	2583.10	57 S 80°45'53" W	965.87	88 N 09°30'36" W	3584.75
27 N 47°54'50" W	1302.87	58 N 08°13'45" W	930.04	89 S 80°00'56" W	1308.8
28 N 52°30'09" W	1032.30	59 S 79°25'32" W	1081.42	90 N 11°53'00" W	1887.95
29 N 32°49'29" E	1135.95	60 N 06°08'16" W	562.82	91 N 10°07'22" W	2256.29
30 S 58°54'24" E	48.82	61 S 77°59'38" W	566.74		
31 N 32°24'02" E	898.63	62 N 16°10'05" W	129.86		

Note
Bearings, distances, area obtained from Lower Makefield Township municipal boundary, and parcel shapes, obtained from <http://www.pasda.psu.edu/> and Bucks County Data Portal from <https://dataportal-bucks.org/open-data/arcgis.com/>. The resultant bearings, distances and area do not result from a physical survey on the ground and are approximate and not intended to represent a legal description of property.



SERVICE AREA TERRITORY
Lower Makefield Twp. Service Area
488,102,935 square ft.
11,205.3 Acres
17,508 square miles

Legend
Requested Territory

REV.	DATE	DESCRIPTION
1.	6/16/21	Excluded parcels served by Falls Township (black hatched area on General Plan of Sewers, LMT, 8/31/18)

SCALE IN FEET
0 750 1,500 3,000

Proposed Service Territory
Lower Makefield Twp., Bucks County, Pennsylvania

DATE: 4/6/21 SCALE: 1" = 1,500 feet EXHIBIT: **A**



AMENDED APA SCHEDULE

ASSET PURCHASE AGREEMENT

By and Between

The Township of Lower Makefield, Bucks County,

As Seller

and

Aqua Pennsylvania Wastewater, Inc.

As Buyer

SCHEDULES AND EXHIBITS

Capitalized terms used in the Schedules which are not otherwise defined herein shall have the respective meanings ascribed to such terms in the Agreement. The Schedules are to be read in their entirety. Nothing in the Schedules is intended to broaden the scope of any representation or warranty in the Agreement. The disclosure of any item, explanation, exception or qualification in any Schedule is disclosure of that item for all purposes for which disclosure is required under the Agreement when it is reasonably apparent from the context that such item, explanation, exception or qualification also relates to another Schedule irrespective of whether any cross reference is made or no Schedule is provided with respect to a representation. Other than as expressly set forth herein or when the Schedules reference agreements or other matters not documented in a separate writing, all descriptions of agreements, written materials or other matters appearing herein, are summary in nature and are qualified by reference to the complete documents, which have been supplied to the Buyer or its counsel.

EXHIBIT A

Bill of Sale

BILL OF SALE

THIS BILL OF SALE is made as of this __ day of _____, 202_, by and between the Township of Lower Makefield, Bucks County (the “Seller”) and Aqua Pennsylvania Wastewater, Inc. (the “Buyer”).

BACKGROUND:

A. Seller and Buyer entered into that certain Asset Purchase Agreement dated September 17, 2020 (the “Agreement”), pursuant to which Seller has agreed, among other things, to sell, transfer, convey, assign and deliver to Buyer and Buyer has agreed to purchase from Seller the Acquired Assets, including, without limitation, all of its personal property and fixed assets including equipment, machinery, vehicles, and auxiliary equipment as more thoroughly described on Exhibit “A” attached hereto and incorporated herein by reference (“Personal Property”).

B. Seller desires hereunder to transfer and assign to Buyer the Personal Property pursuant to the Agreement and Buyer desires to accept the sale, transfer, conveyance, assignment and delivery thereof.

C. All capitalized terms not defined herein shall have the meaning ascribed to such term in the Agreement.

NOW, THEREFORE, in consideration of the mutual covenants contained in the Agreement and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, and intending to be legally bound hereby, the parties hereto agree as follows:

1. Transfer and Assignment. Seller hereby sells, transfers, assigns, delivers and conveys to Buyer, its successors and assigns, all of Seller's right, title and interest in, to and under the Personal Property.

2. Acceptance of Transfer and Assignment. Buyer hereby accepts the transfer, conveyance, assignment and delivery of the Personal Property.

3. Absolute Transfer. It is the intention of Seller to transfer absolute title of the Personal Property to Buyer.

4. Counterparts. This Bill of Sale may be executed in any number of counterparts, each of which shall be deemed to be an original, and all of which shall together constitute one and the same instrument. This Bill of Sale shall be binding when one or more counterparts hereof, individually or taken together, shall bear the signatures of all of the parties reflected on this Bill of Sale as the signatories.

5. Governing Law. This Bill of Sale shall be governed by and construed in accordance with the laws of the Commonwealth of Pennsylvania without giving effect to the conflicts of laws principles thereof.

6. Binding Effect. This Bill of Sale shall be binding upon and inure to the benefit of Seller and Buyer and their respective successors and assigns.

[Remainder of Page Intentionally Blank; Signature Page Immediately Follows]

IN WITNESS WHEREOF, the undersigned have caused this Bill of Sale to be duly executed on the day and year first above written.

SELLER:

**TOWNSHIP OF LOWER MAKEFIELD,
BUCKS COUNTY**

By: _____

Name: _____

Title: _____

BUYER:

AQUA PENNSYLVANIA WASTEWATER, INC.

By: _____

Name: _____

Title: _____

EXHIBIT A

Personal Property

EXHIBIT B

Assignment and Assumption Agreement

ASSIGNMENT AND ASSUMPTION AGREEMENT

THIS ASSIGNMENT AND ASSUMPTION AGREEMENT (this “Assignment”) is entered into effective as of this ___ day of _____, 202_, by and between the Township of Lower Makefield, Bucks County (the “Assignor”) and Aqua Pennsylvania-Wastewater, Inc. (the “Assignee”).

A. Assignor, as seller, and Assignee, as purchaser, are parties to that certain Asset Purchase Agreement dated September 17, 2020 (the “Purchase Agreement”), pursuant to which Assignor has agreed, among other things, to sell, transfer, convey, assign and deliver to Assignee and Assignee has agreed to purchase from Assignor the Acquired Assets.

B. The Purchase Agreement contemplates that at Closing, Assignor will assign to Assignee and Assignee will accept and assume, all of Assignor’s right, title and interest in and to any and all Assigned Contracts and Authorizations and Permits (the “Assigned Business Deliverables”) necessary for the operation of the Acquired Assets.

C. Unless herein otherwise defined, all terms defined in the Purchase Agreement shall have the meanings ascribed to them in the Purchase Agreement when used in this Assignment.

NOW, THEREFORE, in consideration of mutual promises contained herein and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, and intending to be legally bound, the parties hereto agree as follows:

Assignment of Assigned Business Deliverables. To the extent assignable, Assignor hereby assigns, transfers, sets over, conveys and delivers to Assignee, and Assignee hereby accepts, all of Assignor's right, title and interest in and to all Assigned Business Deliverables, together with all rights and privileges of any nature thereunder accruing to Assignor on or after the date hereof.

Indemnification by Assignor. Assignor hereby agrees to indemnify, defend and hold harmless Assignee and the Buyer Indemnified Persons from and against any and all claims for Losses in accordance with Section 8.02 of the Purchase Agreement.

Indemnification by Assignee. Assignee hereby agrees to indemnify, defend and hold harmless Assignor and the Seller Indemnified Persons from and against any and all claims for Losses in accordance with Section 8.03 of the Purchase Agreement.

4. Counterparts. This Assignment may be executed in any number of identical counterparts, each of which may be executed by any one or more of the parties hereto, all of which shall together constitute one and the same instrument, and shall be binding and effective when each party hereto has executed and delivered to the other party at least one counterpart. Counterparts delivered via email (.pdf) or facsimile shall be deemed to be originals for all purposes.

5. Successors and Assigns. The terms and provisions of this Assignment shall be binding upon and inure to the benefit of the respective parties hereto, and their respective successors and assigns.

6. Governing Law. This Assignment shall be governed by, and construed and enforced in accordance with, the laws of the Commonwealth of Pennsylvania (without giving effect to Pennsylvania's principles of conflicts of law) and the applicable laws of the United States of America.

7. Further Assurances. Assignor acknowledges and agrees that it shall use commercially reasonable efforts to assist Assignee with notice to the other contract parties under the Assigned Contracts with respect to the execution and effect of this Assignment. Without limiting the foregoing, Assignor acknowledges and agrees that it shall use commercially reasonable efforts as requested to by Assignee to effectuate the assignment of any additional contracts, permits, authorizations, licenses and warranties not covered hereunder.

8. Absolute Assignment. It is the intention of Seller to transfer absolute title of the Assigned Business Deliverables to Buyer, its successors and assigns, free of any redemption by Seller or its successors and assigns.

**[REMAINDER OF PAGE INTENTIONALLY BLANK;
SIGNATURE PAGE IMMEDIATELY FOLLOWS]**

IN WITNESS WHEREOF, the parties hereto have caused this Assignment to be duly executed as of the day and year first written above.

ASSIGNOR:

**TOWNSHIP OF LOWER MAKEFIELD,
BUCKS COUNTY**

By: _____

Name: _____

Title:

ASSIGNEE:

AQUA PENNSYLVANIA WASTEWATER, INC.

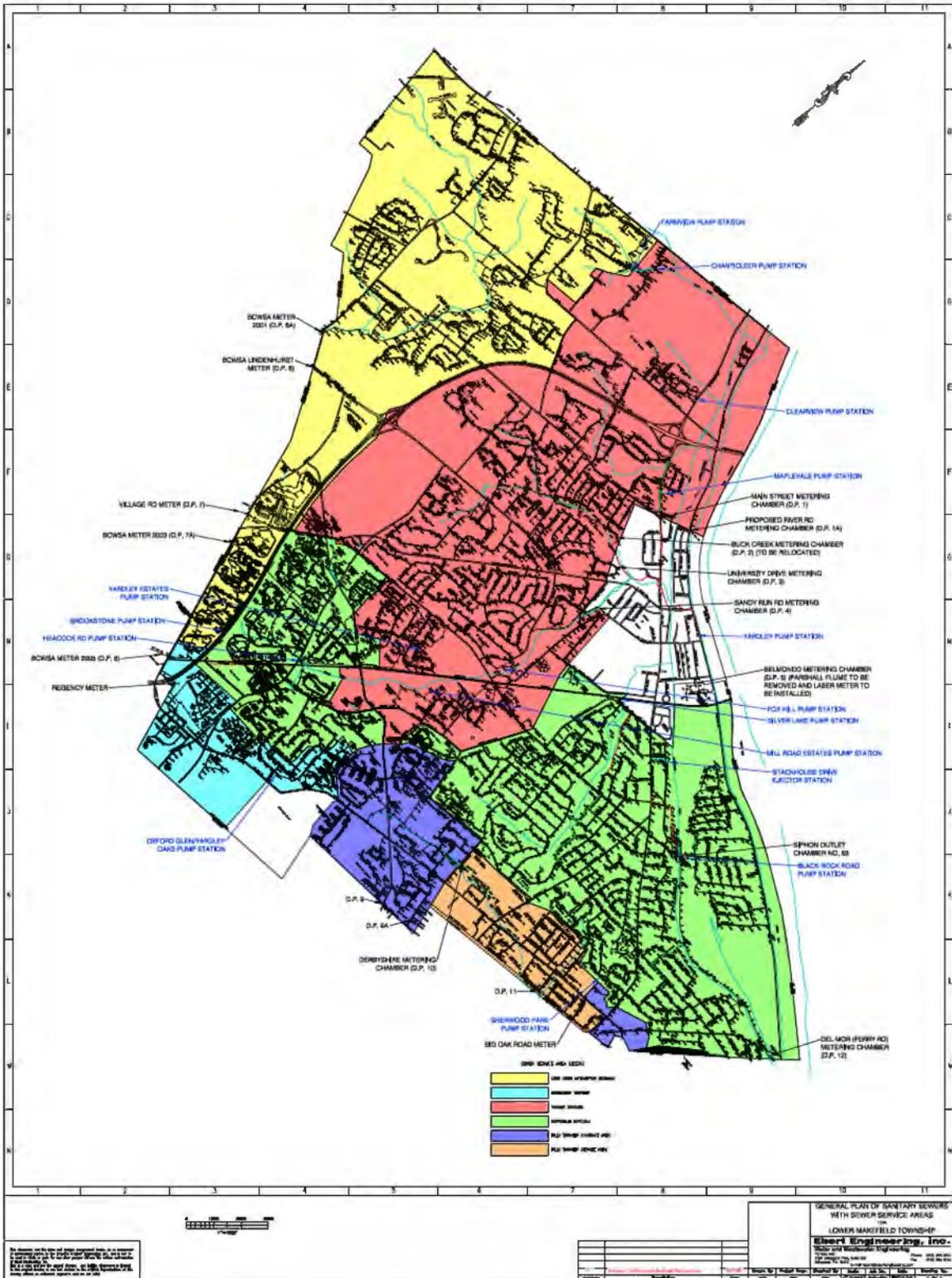
By: _____

Name: _____

Title: _____

SCHEDULE A

Service Area



Neshaminy Interceptor Service Area: There are four pump stations located within the Neshaminy Interceptor Service Area:

1. Farmview Pumping Station: a submersible pump station and services the surrounding residential developments.
2. Chanticleer Pumping Station: comprised of two submersible pumps and services the surrounding residential developments.
3. Brookstone Pumping Station: a wet well dry well configuration that services the Brookstone residential development. This pump station is equipped with two pumps.
4. Yardley Oaks Pumping Station: a wet well dry well pump station equipped with two pumps.

Yardley Service Area: There are five pump stations located within the Yardley Borough Service Area:

1. Clearview Pumping Station: this pump station is a tributary to Yardley Borough and ultimately to the Morrisville Wastewater Treatment Plant. It is a submersible pumping station and is located on Taylorsville Road. This services the Clearview Estates residential development.
2. Maplevale Pumping Station: a submersible pump station and services at the Estates at Prospect Mill, as well as some of the surrounding residential developments.
3. Fox Hill Pumping Station: a wet well dry well pump station.
4. Mill Road Estates: a wet well dry well pump station which services Mill Road Estates and the surrounding residential developments.
5. Yardley Estates Pumping Station: a wet well dry well pump station which services the Yardley Estates Development and surrounding residential developments.

Morrisville Service Area: There are five pump stations located within the Morrisville Borough Service Area, all of which are a wet well dry well configuration:

1. Heacock Road Pumping Station
2. Black Rock Road Pumping Station
3. Sherwood Park Pumping Station
4. Silver Lake Pumping Station
5. Stackhouse Drive Pumping Station

Falls Contract Service Area: The Falls Contract Service Area contains four flow meters. There are no pumping stations.

Schedule 2.02(i)

Excluded Assets

51 KW Generator and Pad located at the Stackhouse Drive Pump Station

One (1) 12" enclosed "Integrity" Trailer - HL 6X12 01380

One (1) Kohler Generator on Trailer - SN KOH0789983

One (1) Multiquip trailer mounted pump - Engine SN *PE4024R089952*, 4024TF281

One (1) 2011 Ford Econoline 11 Passenger Van (VIN: 1FBNE3BLXBDB10893)

One (1) 2019 Chevy Colorado Pickup Truck (VIN: 1GCGTCEN8K1246495)

One (1) 2019 Chevy Silverado 2500 HD Pickup Truck (VIN: 2GB2KSEGXK1151430)

One (1) 2015 GMC Sierra 3500 HD Pickup Truck (VIN: 1GT422EG1FF569135)

Schedule 4.05

Required Consents and Approvals

1. Pennsylvania Public Utility Commission (“PaPUC”) Approval of Transaction
2. PaPUC Approval of Consent to Assignment and Amendment to Sewer Service Agreements and Related Amendments
3. Pennsylvania Department of Environmental Protection (“PaDEP”) Approval of Sanitary Sewer Collection and Conveyance System Act 537 Plan recognizing transfer of wastewater collection system from Seller to Buyer
4. PaDEP Approval of Transfer of All WQM Permits

Schedule 4.06

Undisclosed Liabilities

None.

Schedule 4.07

Absence of Certain Changes or Events

None.

Schedule 4.08

Unpaid Taxes and Tax Claims

None.

Schedule 4.09

Real Property and Easements; Liens

Real Property:

- Black Rock Road Pump Station: located near the intersection of Black Rock Road and Ivy Lane
- Chanticleer Pump Station: located southeast of Dyers Lane
- Heacock Road Pump Station: located on the east side of Heacock Road just south of Heritage Oak Drive
- Oxford Glen / Yardley Oaks Pump Station: located at the intersection of Acorn Drive and Woodview Drive
- Sherwood Park Pump Station: located southeast of Essex Lane cul-de-sac
- Silver Lake Pump Station: located north of Oxford Road
- Stackhouse Drive Pump Station: located northeast of Stackhouse Drive

Easements:

- Deed of Easement dated 1995 between Russell Hinkel, Deborah Hinkel and Lower Makefield Township for a right-of-way easement
- Deed of Dedication for Pumping Station Area, Wynnewood V, Section 3, dated September 26, 1981 between Buckingham Developers, Inc. and the Township of Lower Makefield
- Legal description for a sanitary sewer easement through the property of Ralph Pisani and Berel Altami
- Declaration of Taking filed December 3, 1965 for a right-of-way on a lot of land running west of Taylorsville Rd. in Prospect Drive, from M.H. F534 to M.H. F506 in the Township of Makefield and a portion of Lake Shore Drive from M.H. E6 running s/e along Lake Drive over & through the land of Makefield Lakes Recreation Association, for a distance of 165.8 to land of Walter B. Churchill, et ux, Township of Lower Makefield
- Declaration of Taking filed June 18, 1965 for a right-of-way on a lot of land at Ferry & River Roads, and on lots of land on the n/e side of Penna. Canal owned by Arthur and Mary Gable Stryker, Henrietta R. Ellin and Jane S. Ellin, Madison Estates, Inc. and Hiram & Marion Gruenwald Rickert, h/w, Wm. J. Weinman & 1st Trenton Nat'l Bank, Trustees U/W Wm. A. Weinman, Dec'd.
- Declaration of Taking filed July 15, 1965 for a right-of-way on a lot located in Lower Makefield Township adjoining lands of Anna Kungl and Eleanor M. Erb, and a lot of land situate on Lot 61 at Berkley Drive, Lower Makefield Twp.
- Declaration of Taking filed August 19, 1965 for a right-of-way on lots of land located on the northerly side of Penna. Canal, a lot of land located on Buck Creek between Wilbur Rd and Knoll Drive, lots of land known as Nos. 52, 53, 54 on n/e side of Taylorsville Rd, and lots of land known as Nos. 54&55 on n/e side of Stackhouse Drive
- Declarations of Taking filed October 29, 1965 for the permanent right-of-way easements for (i) a portion of lot 30, Fairfield Terrace, on n/s of Stackhouse Drive; (ii) portion of lot located on w/s of Fiarway Drive; (iii) portion of lot located on e/s of Sandy Run Road, adjacent to lands of Haydo, Fox, Hand and Mancuso Twp; (iv) portion of lot 70, Milford Manor, on e/s of David Terrace; (v) portion of Lot 81, Milford Manor, on w/s of Esther Lane; (vi) Lot of land running from M.H. 234 in a northerly course along David Terrace and running from M.H. 221 to M.H. 224 in an easterly course along Irving Road

- Declarations of Taking filed May 24, 1965 for the permanent right-of-way easements for (i) lot of land located on n/e side of Penna. Canal; (ii) lot of land located on Penna. Canal; (iii) lot of land located at Buck & Quarry Roads; (iv) Lot of land at or near N. Delmorr Avenue
- Declarations of Taking filed June 17, 1966 for the permanent right-of-way easements for (i) lot of land on s/side of Pa. Canal from Black Rock Rd. to land of Conte; (ii) lot of land in bed of Oxford Road from MH E206 to MH E201; (iii) lot of land on n/side of Stackhouse Drive, lot 26, Fairfield Terrace; (iv) lot of land on s/side of Pa. canal from land of Cappa to land of Regler
- Declarations of Taking filed August 10, 1966 for the permanent right-of-way easements for (i) lots 36 & 37 on n/e side of Walnut Avenue; (ii) lot 28 on northeasterly side of Walnut Ave; (iii) lot 28, west acres on n/side of Glen Valley Road; (iv) lot 28, or portion of, West Acres, on n/side of Glen Valley Road; (v) lot 10, Tanglewood, on e/side of Wilfred Drive; (vi) lot 34, on n/side of Walnut Avenue; (vii) lot 35, on n/side of Walnut Avenue
- Declarations of Taking filed October 1965 for the permanent right-of-way easements for (i) lot of land no. 34 & 35 on north side of Crown Terrace; (ii) lot of land No. 36 on north side of Crown Terrace; (iii) lot of land No. 33, west acres; (iv) lot of land No. 37 on north side of Crown Terrace; (v) lot of land No. 38 on north side of Crown Terrace; (vi) lot of land No. 32 on south side of Pa. Canal; (vii) lot of land No. 31 on north side of Crown Terrace; (viii) lot of land No. 29 & 30 on south side of Penna. Canal; (ix) lot of land on Black Rock Road, and s/w side of Pa. Canal; (x) lot of land on south side of Pa. Canal from Black Rock Road to land of Conte; (xi) lot of land on south side of Pa. Canal from land of Cappa to land of Regler
- Declarations of Taking filed September 15, 1965 for the permanent right-of-way easements for (i) portion of Lot #144 located on the westerly side of Homestead Drive; (ii) portion of Lot #9 located on the westerly side of College Avenue; (iii) portion of Lot #6 located on the westerly side of College Avenue; (iv) portion of lot #10 located on the westerly side of College Avenue; (v) portion of lot #8 located on the westerly side of College Avenue; (vi) portion of lot #40 located on the northerly side of Crown Terrace; (vii) portions of lots #39 & 40 located on the northerly side of Crown Terrace; (viii) land located on the east side of Houston Rd through the land of Wm. A. Bauers, et ux; (ix) land located on the westerly side of Houston Road through to land of Paul Hancock, et ux; (x) lot of land located on southerly side of Pine Lane
- Declarations of Taking filed September 23, 1965 for the permanent right-of-way easements for (i) lot of land on the west side of Morningside Avenue from land of Croft to land of Weinstein; (ii) lot of land No. 63, Delavue Manor, on the w/side of Morningside Avenue; (iii) lot of land on the east side of Silver Lake from land of Covalesky to land of Wilson; (iv) lot of land No. 64, Delavue Manor, on the w/side of Morningside Avenue; (v) lot of land, No. 14, Penn Valley Manor on the s/side of Oak Hill Lane; (vi) lot of land, No. 41, River Glen, on the s/e side of Glen Drive; (vii) lot of land, lot 73, Sylvan Glen, on the s/side of South Drive; (viii) lot of land on the s/side of Pine Lane, lot 101; (ix) lot of land on the west side of Morningside Avenue, Delavue Manor; (x) lot of land on the Yardley Boro-Lower Makefield Twp Line, adjacent to land of Cold Spring Bleachery; (xi) lot of land on the west side of College Avenue, lots 2 & 3; (xii) lot of land running from Holland Dev. Co. over & through to lands of Scammell estate and the Yardley Boro-Lower Makefield Township Line
- Amendment to Declaration of Taking by the Municipal Sewer Authority of the Township of Lower Makefield (undated)
- Index of Right of Way Grants Given to the Municipal Sewer Authority of the Township of Lower Makefield (undated)
- Declaration of Taking by the Municipal Sewer Authority of the Township of Lower Makefield recorded in Deed Book 1829, page 118 on April 29, 1966 for the lot of land from MH A451 to Pa. canal in bed of Warwick Road, an undedicated street
- Declaration of Taking by the Municipal Sewer Authority of the Township of Lower Makefield recorded in Deed Book 1833, page 466 on June 17, 1966 for (i) lot of land on s/side of Pa. Canal

from Black Rock Road to land of Conte; (ii) lot of land in bed of Oxford Road from MH E206 to MH E201; (iii) lot of land on n/side of Stackhouse Drive, lot 26, Fairfield Terrace; (iv) lot of land on s/side of Pa. Canal from land of Cappa to land of Regler

- Declaration of Taking recorded in Deed Book 1834, page 871 on June 22, 1966 for lot of land located on the s/side of Pa. Canal from land of Edwards to land of Loser
- Declaration of Taking recorded in Deed Book 1840, page 256 on August 10, 1966 for (i) lots 36 & 37 on n/e side of Walnut Avenue; (ii) Lot 28 on northeasterly side of Walnut Avenue; (iii) lot 28, West Acres, on n/side of Glen Valley Road; (iv) lot 28, or portion of, West Acres on n/side of Glen Valley Road; (v) lot 10, tanglewood, on e/side of Wilfred Drive; (vi) lot 34 on n/side of Walnut Avenue; (vii) lot 35 on n/side of Walnut Avenue
- Declaration of Taking dated March 7, 1966 for a right-of-way easement for (i) lots of land on the n/w side of Tudor Lane adjacent to land of Jean H. Geniesse, (ii) lot of land on the s/e side of Vernon Lane adjacent to land of Jean H. Geniesse, (iii) lot of land on the w/side of Penna. Canal from land of Pearl to land of Wayman, (iv) lot of land, Nos. 10 & 12, Sec. N, Westover, (v) Lot of land on n/side of Shelly Lane, (vi) portion of lot of land adjacent to Lots 41 & 42, (vii) lot of land No. 28 West Acres, and (viii) lot of land running from north to south along Maplewood Lane from MH A511 to MHA505
- Right-of-Way Grant dated December 13, 1965 between Cold Spring Bleachery and the Municipal Sewer Authority of the Township of Lower Makefield for a permanent 20-foot-wide easement
- Indenture dated March 20, 1986 between Reading Real Estate Company and the Township of Lower Makefield impacting Tax Parcel No. 20-34-20-7
- Legal Description for a permanent force main easement for the Lower Makefield School District Authority for Tax Parcel No. 20-34-22
- Deed of Dedication dated June 1, 1993 between Edgebrook Development Company and the Township of Lower Makefield
- Queens Grant Section VII – Lower Makefield Township, Bucks County, Lots 201 and 202 – 30-foot storm and sanitary sewer easement impacting Tax Parcel Nos. 20-55-222, 20-550-221
- Legal description of a 20-foot-wide sanitary easement for the Casadonti Subdivision in Yardley Borough
- Declaration of Taking filed November 1, 1965 for a right-of-way easement on a portion of lot or land on the east side of Derbyshire Road, running over & through to lands of Pennsbury Joint School District, Twp. Of Lower Makefield
- Deed of Easement dated June 30, 1997 between Yardley Estates, LP and the Township of Makefield for a 30-foot-wide sanitary sewer easement (Tax Map Parcel Nos. 20-60-254, 20-60-255, 20-56-44, 20-56-45, 20-56-46, 20-56-47, 20-56-49, 20-56-49, 20-56-19, 20-56-20, 20-75-49, 20-75-53, 20-75-54, 20-75-55, 20-75-56
- Deed of Dedication – Utility Easement – Rolling Green (a/k/a Santosa Estates) dated October 17, 2005 between Quaker Group Residential LP and Lower Makefield Township for a 40-foot-wide utility easement in the Rolling Green Subdivision
- Deed of Dedication – Utility Easement – Rolling Green (a/k/a Santosa Estates) dated October 17, 2005 between Quaker Group Residential LP and Lower Makefield Township for utility easements in the Rolling Green Subdivision (Tax Parcel Nos. 20-56-90, 20-56-91, 20-56-110, 20-34-79, 20-56-95, 20-56-83, 20-56-84, 20-60-296, 20-60-297
- Deed of Dedication – Sanitary Sewer Easement – Hidden Hoaks I dated December 19, 2000 between Hidden Oaks Development Associates, LP, Hidden Oaks- RHI, LP and Lower Makefield Township for a storm and sanitary sewer easement (Tax Parcel Nos. 20-60-233, 20-60-234, 20-60-167, 20-60-168, 20-60-171, 20-60-172, 20-60-184, 20-60-185, 20-34-29-3, 20-60-243, 20-60-187, 20-60-188, 20-60-189
- Deed of Easement – Storm and Sanitary Sewer Easement – Hidden Oaks I dated December 19, 2000 between Hidden Oaks Development Associates, LP, Hidden Oaks-RHI, LP and Lower

Makefield Township for storm and sanitary sewer easements (Tax Parcel Nos. 20-60-235, 20-60-236, 20-60-228, 20-60-229)

- Deed of Easement dated June 21, 1990 between Marcel Trepanier, Francoise Trepanier and Lower Makefield Township for a right-of-way easement for tax parcel number 20-34-234
- Legal description for Big Oaks Bend Sanitary and Storm Water Easements
- Legal description for Bucks County Business Park sanitary sewer easement for Parcels C, D, and E
- Right of Way Grant dated March 21, 1980 between Makefield Associates, Makefield Associates II, and the Municipal Sewer Authority of the Township of Lower Makefield for a perpetual right of way and easement for parts of the sewer system (6 30-foot-wide sanitary sewer easements and 2 20-foot wide force main easements)
- Deed of Dedication – Sanitary Sewer Easements – Winterfield dated April 10, 2001 between Realen Homes LP and Lower Makefield Township for that certain sanitary sewer easement for tax parcel numbers 20-21-114, 20-21-115 and 20-24,156
- Deed of Easement – Storm and Sanitary Sewer Easement – Winterfield dated April 12, 2001 between Meridian Mortgage Corporation and Lower Makefield Township for those certain storm and sanitary sewer easements for tax parcel numbers 20-24-3, 20-24-4, 20-24-82
- Deed of Dedication – Sanitary Sewer Easement – Stewart’s Field dated January 9, 2003 between DeLuca Enterprises, Inc. and Lower Makefield Township for that certain sanitary sewer easement for tax parcel numbers 20-24-175 and 20-24-184, 20-21-150 and 20-21-151
- Deed of Dedication – Sanitary Sewer Easements Peake Farm dated November 17, 2004 between Quaker Group Developments, LP and Lower Makefield Township for those certain sanitary sewer easements for the Peake Farm (Tax Parcel Nos. 20-65-310, 20-60-301, 20-69-45)
- Indenture dated November 30, 1990 between Yardley Mill Development Corporation and Township of Lower Makefield for that certain sanitary sewer easement located at the Mill at Yardley
- Deed of Dedication – Easements and Additional Road Right of Way dated June 15, 1989 between Erin Development Co. and the Board of Supervisors of Lower Makefield Township for sanitary sewer easements and an additional road right of way with respect to Oxford Valley Road (for Makefield Quarters)
- Deed of Dedication dated February 7, 1989 between William Whitecraft and the Township of Lower Makefield for a 30-foot wide sanitary sewer easement (542 Heacock Road)
- Deed of Dedication dated April 21, 1991 between Lawrence Court Associates, Inc and the Township of Lower Makefield for certain sanitary sewer easements and storm sewer easements and detention basin (Farmington Lots 33, 34, 35)
- Deed of Easement dated February 2, 2001 between Russel D’Aversa, Loretta D’Aversa and Lower Makefield Township for a 20-foot-wide permanent sanitary sewer easement being a part of Tax Map Parcel 20-012-014
- Deed of Easement dated February 2, 2001 between Russel D’Aversa, Loretta D’Aversa and Lower Makefield Township for a 20-foot-wide permanent sanitary sewer easement being a part of Tax Map Parcel 20-012-015-2
- Deed of Easement dated December 16, 1992 between John and Joanne Christ and Lower Makefield Township for a sanitary sewer easement being a part of Tax Parcel No. 20-37-10
- Legal Descriptions for the following sewer easements
 - Tax Map Parcel No. 20-32-27 (Vincent and Jane D’Aversa)
 - Tax Map Parcel No. 20-33-1 (Ernest and Shirley Fetterman)
 - Tax Map Parcel No. 20-33-2 (Michael and Andrea Mihaly)
 - Tax Map Parcel No. 20-16-74 (Rudolph J. Fatyol Sr and Frances D. Fatyol)
 - Tax Map Parcel No. 20-34-47 (Estelle M. Smith)
 - Tax Map Parcel No. 20-34-22 (Lower Makefield School District Authority)

- Tax Map Parcel No. 20-37-12 (Denning R. and Susan B. Smith)
 - Tax Map Parcel No. 20-16-70 (Angelina M. Bockin)
- Deed of Dedication Roadway and Sewer Facilities Township Line Road Extension dated March 10, 1993 by DeLuca Enterprises, Inc. and the Township of Lower Makefield for the Floral Vale and Smith Tract
- Indenture dated March 20, 2000 between DeLuca Enterprises, Inc. and the Township of Lower Makefield for that certain 30-foot wide easement being parts of Tax Map Parcel Nos.20-13-5 and 20-13-5-1
- Deed of Dedication dated June 5, 1995 between DeLuca Enterprises, Inc. and the Township of Lower Makefield for that certain right-of-way easement for Floral Vale (Phase I) for Tax Parcel No. 20-13-5
- Deed of Dedication dated October 1989 between Polo Run Associates, Ltd., and the Township of Lower Makefield for that certain sanitary sewer easement for the Polo Run Village (Tax Map Parcel No. 20-12-10)
- Bill of Sale dated June 21, 2001 between Realen Homes, L.P. and Lower Makefield Twp. For the ownership interest and facilities referred to as Brookstone Pumping Station
- Deed of Dedication for Sanitary Sewer Easements dated July 13, 1981 between Revose Service Corporation and the Township of Lower Makefield for 15 permanent sanitary sewer easements for Mirror Lake Farms
- Indenture dated May 19, 1988 between Hovnanian Pennsylvania, Inc. and the Township of Lower Makefield for sanitary sewer easements for County Tax Parcel Numbers 20-61-9 and 20-58-155
- 30-foot-wide utility easement for Lots 1, 2, 27, and 28 of Polekoff Farm in Lower Makefield Township dated March 12, 1985
- Proposed Easement for Lot 31 of Mirror Lake Farms in Lower Makefield Township dated September 9, 1980
- Deed of Easement dated November 1, 1990 between Samuel R. D'Aversa and Elizabeth D'Aversa and Lower Makefield Township for a sanitary sewer easement through their property identified as Bucks County Tax Parcel Number No. 20-16-57
- Deed of Easement dated January 7, 1991 between Dimitri McKamey and Mariann McKamey and Lower Makefield Township for a sanitary sewer easement through their property identified as Bucks County Tax Parcel No. 20-16-58
- Deed of Easement dated November 20, 1990 between Earl L. Rule and Kathryn L. Rule and Lower Makefield Township for a sanitary sewer easement through their property identified as Bucks County Tax Parcel No. 20-22-1
- Deed of Dedication – Utility Easement Afton Crest dated August 5, 2003 between DeLuca Enterprise Inc. and Lower Makefield Township for a 30-foot-wide utility easement through lots 1, 2 and 3 of Afton Crest
- Grant of Easement dated October 20, 2003 between Lower Makefield Township and K. Hovnanian at Lower Makefield Township I, LLC for a sanitary sewer easement through the land identified as Tax Parcel No. 20-61-52
- Grant of Easement dated October 20, 2003 between Lower Makefield Township and K. Hovnanian at Lower Makefield Township I, LLC for a sanitary sewer easement through the land identified as Tax Parcel No. 20-34-20-2
- Deed of Easement – Sanitary Sewer dated January 18, 1999 between Craig Sanford and Mary Jo Sanford and Congregation Kol Emet granting a sanitary sewer easement for 20-34-36-04
- Deed of Easement dated December 21, 2001 between Robert Arnott, Nancy J. Arnott and Lower Makefield Township for a permanent sanitary sewer easement in and along a portion of their property being a part of Bucks County Tax Map Parcel Number 20-004-007

- Deed of Easement dated December 21, 2001 between Stephen Biedka and Lower Makefield Township for a permanent sanitary sewer easement in and along a portion of their property being a part of Bucks County Tax Map Parcel Number 20-004-012
- Deed of Easement dated January 4, 2002 between Stacey E. Feiner, Peter R. McCarren and Lower Makefield Township for a 10-foot-wide permanent sanitary sewer easement in and along a portion of their property being a part of Bucks County Tax Map Parcel Number 20-004-015-001
- Deed of Easement dated April 10, 2002 between Walter C. Flowers and Lower Makefield Township for a 30-foot-wide permanent sanitary sewer easement in and along a portion of their property being a part of Bucks County Tax Map Parcel Number 20-003-036-001
- Deed of Easement dated February 18, 2002 between F. Bruce Gillespie and Lower Makefield Township for a permanent sanitary sewer easement in and along a portion of their property being a part of Bucks County Tax Map Parcel Number 20-004-006
- Deed of Easement dated December 22, 2001 between Adele Juston and Lower Makefield Township for a permanent sanitary sewer easement in and along a portion of their property being a part of Bucks County Tax Map Parcel Number 20-004-011
- Deed of Easement dated December 21, 2001 Neville D. Noel, Donna L. Noel and Lower Makefield Township for a permanent sanitary sewer easement in and along a portion of their property being a part of Bucks County Tax Map Parcel Number 20-004-010
- Deed of Easement dated December 18, 2001 between Gale C. Oberndorfer, Beth Y. Oberndorfer and Lower Makefield Township for a 10-foot-wide permanent sanitary sewer easement in and along a portion of their property being a part of Bucks County Tax Map Parcel Number 20-004-014
- Deed of Easement dated July 5, 2002 between Deno D. Papageorge, Linda F. Papageorge and Lower Makefield Township for a permanent sanitary sewer easement in and along a portion of their property being a part of Bucks County Tax Map Parcel Number 20-006-018-001
- Deed of Easement dated January 18, 2002 between Robert E. Plunkett, Kimberly A. Plunkett and Lower Makefield Township for a permanent sanitary sewer easement in and along a portion of their property being a part of Bucks County Tax Map Parcel Number 20-006-025
- Deed of Easement dated January 15, 2001 between Myrtle F. Schaible and Lower Makefield Township for a permanent sanitary sewer easement in and along a portion of their property being a part of Bucks County Tax Map Parcel Number 20-006-0024
- Deed of Easement dated December 21, 2001 between Philip Tuniman, Tessie Tuniman and Lower Makefield Township for a 10-foot-wide permanent sanitary sewer easement in and along a portion of their property being a part of Bucks County Tax Map Parcel Number 20-004-013
- Deed of Dedication – Sanitary Sewer Easement dated July 1, 1990 between Edward B. Meyers, Irwin B. Robbins t/a Best Homes and Lower Makefield Township for a permanent sanitary sewer easement in and along a portion of their property being a part of Bucks County Tax Map Parcel Number 20-4-172
- Deed of Dedication – Meeting House Glen (Loberg Tract) Sanitary Sewer Easements dated December 31, 2003 between Realen Homes, L.P. and Lower Makefield Township for permanent sanitary sewer easements in and along a portion of their property being a part of Bucks County Tax Map Parcel Numbers 20-3-41-4, 20-3-41-5 and 20-5-80
- Deed of Dedication – Pumping Station dated March 23, 2000 between Farmview Associates, L.P. and Lower Makefield Township for a pumping station at Bucks County Tax Map Parcel Number 20-5-74
- Deed of Easement – Devonshire – Sanitary Sewer Easement dated August 22, 2003 between Bridle Estates LP and Lower Makefield Township for a permanent sanitary sewer easement in and along a portion of their property being a part of Bucks County Tax Map Parcel Numbers 20-68-46 to 70 and 20-80-42 to 44

- Grant of Easement dated December 2, 1993 between Walter C. Flowers and Dolington Estates LP for a 30-foot-wide permanent sanitary sewer easement in and along a portion of their property being a part of Bucks County Tax Map Parcel Numbers 20-3-28-1 and 20-3-16
- Grant of Easement dated February 17, 1994 between John and Rosemary Blum and Dolington Estates L.P. for a 30-foot-wide permanent sanitary sewer easement in and along a portion of their property
- Grant of Easement dated March 22, 1995 between Wesley W. Hackman Jr., Fay B. Hackman and Dolington Estates LP for a 35-foot-wide permanent sanitary sewer easement in and along a portion of their property being a part of Bucks County Tax Map Parcel Numbers 20-3-15 and 20-3-23
- Easement Agreement dated July 23, 1993 between Farmview Associates, LP and Dolington Estates LP for a 20-foot-wide permanent sanitary sewer easement in and along a portion of their property
- Grant of Easement dated August 16, 1994 between Thomas S. Minemart 2nd and E. Stephen Malise and Dolington Estates LP for a permanent sanitary sewer easement in and along a portion of their property being a part of Bucks County Tax Map Parcel Number 20-3-28
- Deed of Easement dated January 8, 2000 between Jerome L. Cuccia, Patricia A. Cuccia and The Municipal Sewer Authority of the Township of Lower Makefield for a permanent sanitary sewer easement and egress easement in and along a portion of their property being a part of Bucks County Tax Map Parcel Number 20-79-24
- Deed of Easement dated May 7, 2001 between Charles H. Reichenbach, Carolyn P. Reichenbach and The Municipal Sewer Authority of the Township of Lower Makefield for a permanent sanitary sewer easement and egress easement in and along a portion of their property being a part of Bucks County Tax Map Parcel Number 20-79-25
- Deed of Easement – Dolington Estates II – Sanitary Sewer Easements dated September 10, 2004 between Dolington Estates LP and Lower Makefield Township Sewer Authority for a permanent sanitary sewer easement in and along a portion of their property being a part of Bucks County Tax Map Parcel Numbers 20-77-85, 20-77-86, and 20-74-52
- Bridle Estates 10-foot-wide sanitary sewer easement “O” through open space “A” dated December 16, 1998
- Bridle Estates 30-foot-wide sanitary sewer easement “N” through parcel “A” and open space “B” dated December 16, 1998
- Bridle Estates 30-foot-wide sanitary sewer easement “M” through lot 65 and detention basin dated December 16, 1998
- Deed of Easement dated April 6, 1999 between Patrick Brennan and Kim Ann Brennan and Lower Makefield Township for a 10-foot-wide permanent sanitary sewer easement in and along a portion of their property being part of Bucks County Tax Map Parcel Number 20-31-08
- Deed of Easement dated April 6, 1999 between William E. Stanton, Antoinette M. Standton and Lower Makefield Township for a permanent sewer easement in and along a portion of their property being a party of Bucks County Tax Map Parcel Number 20-31-19
- Deed of Easement dated April 6, 1999 between Juliet C. Sommer and Lower Makefield Township for a 20-foot-wide permanent sanitary sewer easement in and along a portion of their property being a part of Bucks County Tax Map Parcel Numbers 20-31-10-1 and 20-31-10
- Deed of Easement dated April 6, 1999 between Robert S. Michael & Birgit E. Kohl and Lower Makefield Township for a 20-foot-wide permanent sanitary sewer easement in and along a portion of their property being a part of Bucks County Tax Map Parcel Number 20-31-11-1
- Deed of Easement dated April 6, 1999 between Robert W. Burlingame and Betty J. Burlingame and Lower Makefield Township for a 20-foot-wide permanent sanitary sewer easement in and along a portion of their property being a part of Bucks County Tax Map Parcel Number 20-31-11

- Deed of Easement dated April 6, 1999 between Albright G. Zimmerman, Margaret H. Zimmerman and Lower Makefield Township for a 20-foot-wide permanent sanitary sewer easement in and along a portion of their property being a part of Bucks County Tax Map Parcel Number 20-30-69
- Deed of Easement dated April 6, 1999 between Uwe Hundskopf and Lower Makefield Township for a 20-foot-wide permanent sanitary sewer easement in and along a portion of their property being a part of Bucks County Tax Map Parcel Number 20-30-70
- Deed of Easement dated July 21, 1999 between Kevin Fischer, Barbara Fischer and Lower Makefield Township for a 20-foot-wide permanent sanitary sewer easement in and along a portion of their property being a part of Bucks County Tax Map Parcel Numbers 20-30-71 and 20-30-73
- Deed of Easement dated April 6, 1999 between Thomas D. Oliver, Leoni S. Oliver and Lower Makefield Township for a 10-foot-wide permanent sanitary sewer easement in and along a portion of their property being a part of Bucks County Tax Map Parcel Number 20-30-72
- Deed of Easement dated April 6, 1999 between Paul E. Hadfield, Diane Hadfield and Lower Makefield Township for a 20-foot-wide permanent sanitary sewer easement in and along a portion of their property being a part of Bucks County Tax Map Parcel Number 20-30-68
- Deed of Easement dated April 6, 1999 between Thomas E. Blaszczyk and Donna M. Blaszczyk and Lower Makefield Township for a 20-foot-wide permanent sanitary sewer easement in and along a portion of their property being a part of Bucks County Tax Map Parcel Number 20-30-75
- Deed of Easement dated April 6, 1999 between Marie Duffy and Lower Makefield Township for a 20-foot-wide permanent sanitary sewer easement in and along a portion of their property being a part of Bucks County Tax Map Parcel Number 20-30-76
- Deed of Easement dated April 6, 1999 between Paula Wonsetler and Lower Makefield Township for a 20-foot-wide permanent sanitary sewer easement in and along a portion of their property being a part of Bucks County Tax Map Parcel Number 20-30-78
- Deed of Easement dated April 12, 1999 between John Nevin, Eleanor Nevin and Lower Makefield Township for a 20-foot-wide permanent sanitary sewer easement in and along a portion of their property being a part of Bucks County Tax Map Parcel Number 20-30-74
- Deed of Dedication dated March 6, 1987 between Trevoise Service Corporation and Lower Makefield Township Municipal Authority of the parcels described in Exhibit A for sewer lines and no other purpose
- Deed of Dedication Sanitary Sewer Easement (Long Shore Estates) dated October 22, 1998 between DeLuca Enterprises, Inc. and the Township of Lower Makefield
- Deed of Dedication dated August 31, 2004 between Pebble Creek Associates, L.P. and Lower Makefield Township for a 10-foot-wide sanitary lateral easement, a 50-foot-wide sanitary sewer easement and a 30-foot-wide sanitary sewer easement at the Estates at Pebble Creek
- Deed of Dedication Storm and Sanitary Sewer Easements for Clearview Estates dated August 9, 2002 between Realen Homes, L.P. and Lower Makefield Township

Schedule 4.10

Equipment and Machinery; Associated Liens

Black Rock Road Pumping Station:

- 45 KW Generator and Pad
- Pumps, 20 HP
- Controls
- Piping and valves (dry well)

Chanticleer Pump Station

- Portable Generator
- Pumps, 3 HP and controls
- Piping and valves (wetwell)

Clearview Pump Station:

- 150 KW Generator
- Pumps, 20 HP and controls
- Piping (wetwell)
- Vault piping and valves

Farmview Pump Station:

- 60 KW Generator
- Pumps, 15 HP and controls
- Piping (wetwell)
- Vault piping and valves

Fox Hill Pump Station:

- 75 KW Generator located at Fox Hill Pump Station
- Pumps, 25 HP and controls
- Dry well piping

Maplevale Pump Station:

- Portable Generator located at Maplevale Pump Station
- Pumps, 3 HP and controls
- Piping and valves (wetwell)

Oxford Glen/Yardley Oaks Pump Station:

- 80 KW Generator
- Pumps, 7.5 HP and controls

- Dry well piping

Sherwood Park Pump Station:

- 45KW Generator and Pad
- Pumps, 15 HP
- Controls
- Piping and valves (dry well)

Silver Lake Pumping Station:

- 80 KW Generator and Pad
- Pumps, 15 HP (three pumps)
- Controls
- Piping and valves (dry well)

Stackhouse Drive Pump Station:

- Pumps, level sensors, and pump controls
- Piping (wetwell)
- Vault piping and valves

Yardley Estates Pump Station:

- 30 KW Generator
- Pumps, 10 HP and controls
- Dry well piping

Mill Road Estates Pump Station:

- 60 KW Generator
- Pumps, 30 HP and controls
- Piping (wetwell)
- Vault piping and valves

Brookstone Pump Station:

- 50 KW Generator
- Pumps, 15 HP and controls
- Dry well piping

Other:

- 10 adjustable manhole riser - 26" Dia. X 1.5"
- 15 adjustable manhole riser - 24" Dia. X 1.5"
- About 32 manhole inserts for I&I - 24" Dia.
- 22 manhole lids/covers - 26" Dia.

- 22 manhole lids/covers - 24" Dia.
- 10 Precast Concrete Risers - 40.5" OD, 24" ID x 2"
- 2 Manhole Adjustment Rings - 24" Dia x 4"
- 1 ISCO 2150 Area Velocity FLOW Meter (portable) - 60-2004-007, SN 218F03642
- 1 ISCO 2150 Area Velocity FLOW Meter (portable) - 60-2004-007, SN 218F03643
- 1 ISCO 2150 Area Velocity FLOW Meter (portable) - 60-2004-007, SN 218F03644
- 1 Barnes Submersible Pump - Model XSGV3032L, SN C1573845-0412
- 1 Barnes Submersible Pump - Model XSGV3032L, SN C1573846-0412
- 1 GA Industries 4-6" valve - SN 432031839

Schedule 4.12

Non-Compliance with Environmental Requirements

Corrective Action Plan:

A Settlement Agreement between Bucks County Water and Sewer Authority (BCWSA) and the Pennsylvania Department of Environmental Protection (PADEP) was reached which included the establishment of the Neshaminy Interceptor Corrective Action Plan and the Neshaminy Interceptor Connection Management Plan for the Neshaminy Interceptor. As a result, all municipalities who are tributary to the Neshaminy Interceptor were required to update their Municipal Act 537 Plans, prepare a Sewer System Needs Analysis for their communities and complete a comprehensive Inflow and Infiltration evaluation with an abatement plan for their sanitary sewers. Lower Makefield Township submitted a Corrective Action Plan to the PADEP on September 21, 2017, which was approved by means of the Lower Makefield Township Act 537 Plan on November 5, 2018.

The Corrective Action Plan addresses three service areas within Lower Makefield which are tributary to the Neshaminy Interceptor: The Core Creek Interceptor Service Area, the Middletown Township Service Area, and the Falls Township Contract Area.

As of the Corrective Action Plan Yearly Update dated March 9, 2019, Lower Makefield Township is still on the original anticipated schedule set forth in the Corrective Action Plan.

SSO Reporting for Calendar Years 2019 and 2020: There have been no capacity-related bypassing, SSOs or surcharging in the Falls Contract Area, the Morrisville Municipal Authority Service Area, the Neshaminy Interceptor Service Area or the Yardley Borough Service Area during the 2019 and 2020 report years.

SSO Reporting for Calendar Years 2017 and 2018:

- Pursuant to the Chapter 94 Municipal Wasteload Management Annual Report for Calendar Year 2017, the Falls Contract Area did not experience capacity-related bypassing, SSOs or surcharging during the report year.
- Pursuant to the Chapter 94 Municipal Wasteload Management Annual Report for Calendar Year 2017, the Morrisville Municipal Authority Service Area did not experience capacity-related bypassing, SSOs or surcharging during the report year.
- Pursuant to the Chapter 94 Municipal Wasteload Management Annual Report for Calendar Year 2017, the Neshaminy Interceptor Service Area did not experience capacity related bypassing, SSOs or surcharging during the report year. Note however, that the Core Creek Interceptor had documented high flows during rain events however no SSO occurred in 2017.

- Pursuant to the Chapter 94 Municipal Wasteload Management Annual Report for Calendar Year 2017, the Yardley Borough Service Area did not experience capacity-related bypassing, SSOs or surcharging during the report year.
- Pursuant to the Chapter 94 Municipal Wasteload Management Annual Report for Calendar Year 2018, with respect to the Falls Contract Area, Lower Makefield Township received a Notice of Violation on November 29, 2018 for the event located at Ester Lane and Irving Road (Darbyshire Road Area. The primary cause of the SSO was due to a root mass in which Lower Makefield Township cleared and removed the debris.
- Pursuant to the Chapter 94 Municipal Wasteload Management Annual Report for Calendar Year 2018, the Morrisville Municipal Authority Service Area did not experience capacity-related bypassing, SSOs or surcharging during the report year.
- Pursuant to the Chapter 94 Municipal Wasteload Management Annual Report for Calendar Year 2018, the Neshaminy Interceptor Service Area did not experience capacity related bypassing, SSOs or surcharging during the report year. Note however, that the Core Creek Interceptor had documented high flows during rain events.
- Pursuant to the Chapter 94 Municipal Wasteload Management Annual Report for Calendar Year 2018, the Yardley Borough Service Area did not experience capacity-related bypassing, SSOs or surcharging during the report year.

Schedule 4.13

Authorizations and Permits

537 Plan:

- Lower Makefield Township Act 537 Sewage Facilities Plan Special Study for Neshaminy Interceptor (537 Plan), as prepared by Ebert Engineering, Inc., dated February 15, 2018, with a last revision date of October 30, 2018.
- Township of Lower Makefield Bucks County, Pennsylvania Act 537 Sewage Facilities Plan Update approved by DEP on July 22, 1999 with a portion of the Township covered by the Edgewood Village Component 3m, approved by DEP on July 1, 2011.

Permits:

Subdivision/Project	WQM Number
Belmondo on the Delaware	0977407
Bexley Orchards	0987412
Big Oak Bend	0981415
Brock Creek Trunk Replacement	0981416
Buck Creek Ests I & II & Mirror Lake	0978442
Buck Creek Ests III	0980447
Centennial Village	0976423
Chestnut Woods (a/k/a Winterfield)	0987461
Church of Latter Day Saints	0988470
Clearview Estates and Countryside Estates	0988408
Delmorr Interceptor	0992414
Devonshire Estates	0987413
Dolington Ests/Core Creek	0995408
Farmview I & II	0988425
Farmview III thru VI	0992403
Foley Tract (a/k/a Makefield Crossing)	0988483
Fox Hollow (a/k/a Canterbury Ests)	0977406
Frog Pond Hollow	0979462
Glen Oaks	0978412
Heacock Meadows I & II	0989427
Heacock Road Extension (Woodside Presbyterian Church)	0985445
Heather Ridge	0988434
Heritage Oaks	0986460
Hidden Oaks I	0989439
Hunt Estates	0982422
Kauffman Estate (Makefield Road)	0988476
Leader Nursing Home (a/k/a Manor Care)	0988446
Long Meadow (Lots 1-2)	0982407
Makefield Brook II	0988443

Makefield Chase	0979449
Makefield Glen	0986471
Makefield Executive Quarters	0986438
Tanglewood (Mill at Yardley)	0982420
Mill Road Estates	0997405
Yerkes Off-Site	0977484
Oxford Glen/Yardley Oaks	0979463
Peter Morris Village	0985405
Polo Run	0987420
Polokoff Farms	0982421
Quarry Commons (Pebble Creek)	0978411
Queens Grant	0971429
Rose Hollow	0981401
Stony Hill Estates (a/k/a Woodlands)	0989437
Villages at Makefield (all sections)	0987445
Woodhaven (a/k/a Rivergate)	0989402
Pennsbury Walk (Worthington Valley)	0989401
Wynnewood 5, Section 5	0980446
Yardley Corners	0979445
Yardley Crest	0988450
Yardley Estates	0985439
Yardley Hunt, Section F	0980423
Yardley Meadows	0979452
Yardley Farms (a/k/a Buck Hill Farms)	0980424
Yardley Run	0984402
Mindhart Tract	APS ID 603019

Schedule 4.14

Assigned Contracts

Name of Contract	Parties to Contract	Date of Contract	Subject
Sewage Transportation Agreement	Municipal Sewer Authority of the Township of Lower Makefield Lower Makefield Township ("LMT") Yardley Borough Sewer Authority ("YBSA")	November 20, 2015	Terminates and amends prior 1964 Agreement titled "Lower Makefield-Yardley Sewage Transportation Agreement" and the Memorandum of Understanding Relative thereto between Lower Makefield Township and Yardley Borough Sewer Authority to address the parties' rights, responsibilities and obligations with respect to the use and maintenance of the jointly used collection facilities situate in Yardley Borough and Lower Makefield Township (shown on Exhibit A)
Agreement	Township of Falls Authority Township of Lower Makefield The Municipal Sewer Authority of the Township of Lower Makefield	March 13, 1965	Treatment and disposal by Falls Authority of all sanitary sewage from the properties in Lower Makefield Township collected by the Lower Makefield Sewage Collection System
First Supplemental Agreement	Township of Falls Authority	February 6, 1975	Modifies service changes and the capital

	<p>Township of Lower Makefield</p> <p>Municipal Sewer Authority of the Township of Lower Makefield</p>		<p>contribution provisions of the Agreement dated March 13, 1965 between the parties which provided for the Falls Authority to treat sewage from Lower Makefield Township through sewage lines constructed by Lower Makefield Authority and leased to the Township</p>
Agreement	<p>Township of Falls Authority (“TOFA”)</p> <p>Township of Lower Makefield</p> <p>The Municipal Sewer Authority of the Township of Lower Makefield (collectively with the Township of Lower Makefield, “Township”)</p>	December 12, 1988	<p>Replaces the prior agreements between TOFA and the Township under the terms of which TOFA agreed to transport and treat sewage from certain areas of the Township and addresses certain improvements to be made to the Falls System in order for TOFA to properly transport sewage from the Township to the Neshaminy Interceptor Line.</p>
Agreement	<p>Township of Falls</p> <p>Township of Lower Makefield</p> <p>The Lower Makefield Township Sewer Authority</p>	April 18, 1996	<p>Dissolution of the Township of Falls Authority, and assumption of its assets and liabilities by Falls Township</p>
Agreement	<p>Middletown Township, Bucks County Municipal Authority</p> <p>Middletown Township Board of Supervisors</p>	April 11, 1974	<p>Transmission of sanitary sewage collected from Lower Makefield Township by Middletown into</p>

	<p>Municipal Sewer Authority of the Township of Lower Makefield</p> <p>Lower Makefield Township Board of Supervisors</p>		<p>the Neshaminy Interceptor Line.</p>
<p>Addendum Agreement</p>	<p>Middletown Township, Bucks County, Municipal Authority</p> <p>Middletown Township Board of Supervisors</p> <p>Municipal Sewer Authority of the Township of Lower Makefield</p> <p>Township of Lower Makefield, Board of Supervisors</p>	<p>April 11, 1974</p>	<p>Addendum to the Agreement dated April 11, 1974 under which Middletown Township and Middletown Authority have agreed to allocate certain sewer capacity to the Township of Lower Makefield. This addendum amends the allocation to Lower Makefield for the purpose of servicing Makefield Center Industrial Development located on Township Line Road South of Route 432.</p>
<p>Core Creek Extension Agreement</p>	<p>Bucks County Water and Sewer Authority</p> <p>Township of Lower Makefield</p> <p>Municipal Sewer Authority of Lower Makefield</p>	<p>October 23, 1975</p>	<p>Collection, transmission and treatment of sewage by Bucks County Water and Sewer Authority upon completion of the extension of the Core Creek Interceptor Line</p>
<p>Agreement</p>	<p>Bucks County Water and Sewer Authority</p> <p>County of Bucks</p> <p>Municipal Sewer Authority of the Township of Lower Makefield</p>	<p>October 28, 1975</p>	<p>Construction and development of an interceptor sewer to serve the lower Neshaminy Creek watershed area</p>

<p>Supplemental Agreement – Neshaminy Interceptor</p>	<p>Bucks County Water and Sewer Authority (“BCWSA”) Township of Lower Makefield</p>	<p>February 7, 2018</p>	<p>Summarizes the terms and conditions upon which BCWSA will construct the Neshaminy Interceptor upgrades, the allocation of collective costs and the flow limitations as set forth in the BCWSA’s connection management plan and the Act 537 plan.</p>
<p>Agreement</p>	<p>Municipal Authority of the Borough of Morrisville Borough of Yardley Yardley Borough Sewer Authority Township of Lower Makefield Municipal Sewer Authority of the Township of Lower Makefield</p>	<p>September 1, 1977</p>	<p>Treatment and disposal of sewage and waste collected by the Yardley Authority and Makefield Authority by the Morrisville Authority</p>
<p>Amendment Agreement</p>	<p>The Municipal Authority of the Borough of Morrisville Township of Lower Makefield The Municipal Authority of the Township of Lower Makefield Yardley Borough Sewer Authority</p>	<p>October 8, 1991</p>	<p>Amendment to 1977 Treatment Agreement by and among the Morrisville Authority, Lower Makefield and Yardley for the treatment and disposal of sanitary sewage collected in Yardley Borough, portions of Lower Makefield and Morrisville Borough at the Morrisville Wastewater Treatment Plant pursuant to a</p>

			consent decree entered into the United States District Court for the Eastern District of Pennsylvania at No. 86-4604, pursuant to which, Morrisville Authority, Lower Makefield and Yardley agreed to participate in the expansion and upgrading of the treatment plant
Second Amendment Agreement	The Municipal Authority of the Borough of Morrisville Township of Lower Makefield The Municipal Authority of the Township of Lower Makefield Yardley Borough Sewer Authority	June 24, 1993	Amendment to 1977 Treatment Agreement by and among the Morrisville Authority, Lower Makefield and Yardley for the treatment and disposal of sanitary sewage collected in Yardley Borough, portions of Lower Makefield and Morrisville Borough at the Morrisville Wastewater Treatment Plant pursuant to a settlement agreement between Morrisville Authority and Lower Makefield
Agreement	Middletown Township Lower Makefield Township The Municipal Sewer Authority of the Township of Lower Makefield (the "Authority")	January 28, 1980	Lower Makefield providing sanitary sewer facilities to certain portions of Lower Makefield Township in an area adjacent to the Middletown Township line terminating at the intersection of Big

	Bucks County Water and Sewer Authority		Oak Road and Township Line Road.
Addendum Agreement	Middletown Township Lower Makefield Township The Municipal Sewer Authority of the Township of Lower Makefield	April 11, 1989	Amendment to 1980 Agreement for the transportation of sewage from a certain portion of Lower Makefield through an interceptor line owned by Middletown Township to the Neshaminy Interceptor Line
Agreement	Municipal Authority of the Borough of Morrisville Yardley Borough Sewer Authority Township of Lower Makefield Municipal Sewer Authority of the Township of Lower Makefield	February 18, 1982	Providing for additional treatment capacity pursuant to which Morrisville Authority will undertake expansion of the Wastewater Treatment Plant of Morrisville Authority and simultaneously Lower Makefield and Yardley Authority will construct new interceptor line in Delmorr Avenue for the transportation of sanitary sewage from Lower Makefield Township and Yardley Borough
Agreement	Newtown, Bucks County, Joint Municipal Authority Municipal Sewer Authority of the Township of Lower Makefield	September 14, 1987	Providing sewer service for wastewater flows from the Newtown Township project (known as "1205, Inc." fronting the Lower Makefield sewer line) into the Lower

			Makefield line being constructed along Lindenhurst Road, conveyed via the Core Creek Interceptor of the Bucks County Water and Sewer Authority system to Philadelphia's Northeast Treatment Plant.
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Schedule 4.17(a)

Title to Acquired Assets

None.

Schedule 4.17(b)

Sufficiency

None.

Schedule 4.18

Pending Development Plans

None.

Schedule 5.04

Buyer Consents and Approvals

1. Pennsylvania Public Utility Commission (the “PaPUC”) Approval of Transaction
2. PaPUC Approval of Consent to Assignment and Amendment to Sewage Treatment Agreements and Related Amendments
3. Pennsylvania Department of Environmental Protection (the “PaDEP”) Approval of Sanitary Sewer Collection and Conveyance System Act 537 Plan recognizing transfer of wastewater collection system from Seller to Buyer
4. PaDEP transfer of all WQM Permits

Schedule 5.11

Litigation Involving Buyer

None.

Schedule 7.03

Rates

Service Area	Rate Per Thousand Gallons	Minimum Billing Per Account
Residential Establishment (Private Dwelling)	First 10,000 gallons: \$4.37 Second 10,000 gallons: \$4.60 Third 10,000 gallons: \$4.81 Fourth 10,000 gallons: \$5.29 Fifth 10,000 gallons: \$5.90 Excess over 50,0000 gallons: \$6.77	\$160.48 per quarter or \$53.50 per month
Residential Establishment (Twin-Home, Apartment, Townhouse, Duplex, Condominium, or any other residential living arrangement)		For a building has one meter and no more than two dwelling units: \$269.22 per quarter or \$89.74 per month For a dwelling with no meter: \$269.22 per quarter or \$89.74 per month Apartment complexes: \$160.48
Commercial and Industrial Establishments	\$22.93	\$297.65 per quarter or \$99.22 per month
Public, Parochial and Private Schools	\$22.93	\$297.65 per quarter or \$99.22 per month

Schedule 12.01(b)

Closing Condition Contracts

Agreement dated September 1, 1977 by and among Municipal Authority of the Borough of Morrisville, Borough of Yardley, Yardley Borough Sewer Authority, Township of Lower Makefield and Municipal Sewer Authority of the Township of Lower Makefield, as amended from time to time.

VERIFICATION OF WILLIAM C. PACKER

VERIFICATION

I, William C. Packer, Vice President, Regulatory Accounting & Regional Controller of Aqua Pennsylvania, Inc., hereby state that the facts set forth in the letter of Counsel of Aqua Pennsylvania Wastewater, Inc., dated June 21, 2021, addressing information requests of the Bureau of Technical Utility Services in the matter at PaPUC Docket No. A-2021-3024267, are true and correct to the best of my knowledge, information and belief and that I expect to be able to prove the same at a hearing held in this matter. I understand that the statements herein are made subject to the penalties of 18 Pa. C.S. § 4904 (relating to unsworn falsification to authorities).

William C. Packer

William C. Packer
Vice President, Regulatory
Accounting & Regional Controller
Aqua Pennsylvania, Inc.

Dated: June 21, 2021

CERTIFICATE OF SERVICE

I hereby certify that I have this 21st day of June, 2021, served a true and correct copy of the foregoing Letter and Additional Information, upon the persons and in the manner set forth below:

VIA ELECTRONIC MAIL

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Thomas T. Niesen
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