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File #: 182321

October 14, 2021

VIA ELECTRONIC FILING

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

**Re: PA Public Utility Commission v. Aqua Pennsylvania, Inc. and Aqua Pennsylvania
Wastewater, Inc.
Docket Nos. R-2021-3027385 and R-2021-3027386**

Dear Secretary Chiavetta:

Attached please find the Prehearing Conference Memorandum on behalf of Aqua Pennsylvania, Inc., and Aqua Pennsylvania Wastewater, Inc., in the above-referenced proceeding. Copies are being provided per the Certificate of Service.

Respectfully submitted,



Garrett P. Lent

GPL/kl
Attachment

cc: Honorable Mary D. Long
Certificate of Service

CERTIFICATE OF SERVICE
(R-2021-3027385 and R-2021-3027386)

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

VIA E-MAIL ONLY

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Date: October 14, 2021

A handwritten signature in cursive script, appearing to read "Garrett P. Lent". The signature is written in black ink and is positioned above a horizontal line.

Garrett P. Lent

2. Aqua PA agrees to receive service of documents electronically in this proceeding. Further, to the extent that materials are available electronically, it is requested that copies be served upon Michael W. Hassell at mhassell@postschell.com, Kimberly A. Joyce at kajoyce@essential.co, Mary M. Hopper at mmhopper@aquaamerica.com, Alexander R. Stahl at astahl@aquaamerica.com, and Erin M. Feeney at EMFeeney@aquaamerica.com.

II. PROCEDURAL HISTORY

3. This proceeding was initiated on August 20, 2021, when Aqua PA filed on a consolidated basis Tariff Water – Pa. P.U.C. No. 3 (“Tariff Water No. 3”) and Tariff Sewer – Pa. P.U.C. No. 3 (“Tariff Sewer No. 3”) with the Pennsylvania Public Utility Commission (“Commission”) to be effective for service rendered on or after October 19, 2021. Therein, the Company proposed changes to Aqua PA’s base water rates designed to produce an increase in water revenues of approximately \$86.118 million and changes to Aqua PA’s base wastewater rates designed to produce an increase in wastewater revenues of approximately \$11.566 million, both based upon data for a fully projected future test year (“FPFTY”) ending March 31, 2023 (“2021 Base Rate Case”). The filing was made in compliance with the Commission’s regulations and contains all supporting data and testimony required to be submitted in conjunction with a tariff change seeking a general rate increase.

4. On September 3, 2021, Commission’s Bureau of Investigation and Enforcement (“I&E”) filed its Notice of Appearance.

5. Aqua PA has received a number of complaints against the 2021 Base Rate Case from a variety of complainants since its initial filing. On September 8, 2021, Aqua PA filed a letter indicating that it had been served with a number of formal complaints and anticipated it would be served with additional complaints. As such, Aqua PA stated it would rely upon 52 Pa. Code § 5.61(d), which provides:

For complaints which are docketed with Commission-instituted rate proceedings, an answer may be filed within 10 days of date of service. However, an answer is not required, except as may be directed by the Commission or the presiding officer.

Aqua PA further stated that if the Commission believed that answers should be filed to any specific complaints and directs Aqua PA to do so, it would request that it be provided 20 days from the date of such directive to file answer to such complaints.

6. On September 8, 2021, the Office of Small Business Advocate (“OSBA”) filed a formal complaint at Docket No. C-2021-3028509. OSBA also filed a Notice of Appearance at Docket Nos. R-2021-3027385 and R-2021-3027386.

7. On September 13, 2021, the Office of Consumer Advocate filed a formal complaint and public statement at Docket No. C-2021-3028466. OCA also filed a Notice of Appearance at Docket Nos. R-2021-3027385 and R-2021-3027386.

8. On September 16, 2021, the Commission served by Secretarial Letter the directed questions of Commissioner Ralph V. Yanora, which informed the parties of several issues Commissioner Yanora desired for the parties to examine as a part of the 2021 Base Rate Case.

9. On September 20, 2021, the Coalition for Affordable Utility Services and Energy Efficiency in Pennsylvania (“CAUSE PA”) filed a Petition to Intervene and Answer.

10. OCA filed an additional Notice of Appearance on October 5, 2021.

11. On October 7, 2021, the Commission issued an Order suspending Tariff Water No. 3 and Tariff Sewer No. 3 until May 19, 2022, unless permitted by Commission Order to become effective at an earlier date.

12. On October 8, 2021, the ALJ issued a Prehearing Conference Order. The Commission also issued a Prehearing Conference Notice.

13. Pursuant to 52 Pa. Code § 5.224(c) and the Prehearing Conference Order dated October 8, 2021, Aqua PA hereby submits this Prehearing Conference Memorandum.

III. ISSUES

14. Aqua PA will demonstrate that its requested annual water revenue increase of approximately \$86.118 million and its requested annual wastewater revenue increase of approximately \$11.566 million, both based upon data for the FPFTY and a proposed allowed rate of return on equity of 10.75%, is just and reasonable and should be approved by the Commission.

15. One primary contributor to the Company's need for rate relief is its continued significant capital investment in its water and wastewater utility infrastructure, including, but not limited to, distribution main replacement, water and wastewater treatment plant rehabilitation, well rehabilitation, upgrades to pumping facilities, and acquisition of water and wastewater systems. The Company will further demonstrate that these investments and similar projects are crucial to maintain the high-quality service the Company's customers have come to expect, and further allows the Company to address aging infrastructure and enables the Company to meet increasingly stringent state and federal environmental regulations.

16. While the Company has undertaken projects that have reduced its production costs and has also engaged in concerted efforts to control discretionary operating expenditures, various operating expenses have increased consistent with national trends. These increases are also reflected in the 2021 Base Rate Case. The combined impact of these items leaves Aqua PA unable to earn a fair rate of return on its investment at present rate levels.

17. The principal reasons for Aqua PA's request for rate relief are to establish rates that provide the Company a reasonable opportunity to earn a fair return on its investments used to serve the public. Unless Aqua PA receives the requested rate relief, those returns will continue to decline and jeopardize the Company's ability to attract the capital needed to make the system investments

necessary to support and ensure continued system reliability, safety, and customer service performance.

18. Aqua also will demonstrate that its proposed 10.75% return on equity is the minimum required for the Company to attract the capital needed to make system investments to ensure continued system reliability, safety, and customer service performance. In addition, Aqua PA will demonstrate it is entitled to an equity allowance that appropriately recognizes exemplary managerial performance.

19. Aqua PA's exemplary managerial performance is demonstrated by its consistent provision of safe and reliable water and wastewater service at reasonable rates, as well as several other initiatives, including, among other things: (a) the Company's continued acceptance of the challenge of acquiring weaker water and wastewater systems and through acting as a receiver to troubled water and wastewater systems ; (b) Aqua PA's long-standing program to facilitate the payment of water and wastewater bills by its low-income residential customers, which is proposed to be expanded into a more comprehensive plan for its low-income residential customers as a part of this case; (c); (d) the Company's acknowledgement as a leader in the water utility and wastewater utility industries; (e) Aqua PA's significant compliance with all existing Federal and State drinking water standards for its water systems in Pennsylvania; (f) the Company's cost containment efforts; (g) the Company's response to the COVID-19 pandemic; and (h) its provision of a high level of customer service.

IV. WITNESSES

20. Aqua PA presently intends to offer the following witnesses to testify in this proceeding on the following subject matters:

Statement No.	Witness	Subjects Addressed
1.	William C. Packer Vice President Regulatory Accounting and Regional Controller Essential Utilities, Inc. 762 W. Lancaster Ave Bryn Mawr, PA 19010	The Company's Need for Rate Relief, Overview of the Principal Accounting Exhibits, Certain Expense Claims, Rate Base Claims, Rate Design, Proposed Capitalization Ratios, Return on Equity Considerations, And Various Other Matters
2.	Erin M. Feeney Manager of Rates Aqua Pennsylvania, Inc. 762 W. Lancaster Ave Bryn Mawr, PA 19010	Revenue Data, Certain Expense Adjustments, Acquisitions and Certain Rate Base Issues
3.	Christopher E. Manning Finance and Rate Analyst I Aqua Pennsylvania, Inc. 762 W. Lancaster Ave Bryn Mawr, PA 19010	Certain Expense Adjustments
4.	Christopher M. Henkel Finance and Rates Analyst II Aqua Pennsylvania, Inc. 762 W. Lancaster Ave Bryn Mawr, PA 19010	Certain Expense Adjustments and Adjustment Clauses
5.	Constance E. Heppenstall Senior Project Manager, Rate Studies Gannett Fleming Valuation and Rate Consultants, LLC 1010 Adams Avenue Audubon, Pennsylvania	Cost of Service Allocation Customer Rate Design
6.	John J. Spanos President Gannett Fleming Valuation and Rate Consultants, LLC 207 Senate Avenue Camp Hill, Pennsylvania 17011	Depreciation
7.	Paul R. Moul Managing Consultant P. Moul & Associates 251 Hopkins Road Haddonfield, NJ 08033-3062	Cost of Capital

Statement No.	Witness	Subjects Addressed
8.	Christine L. Saball Vice President of Tax Essential Utilities, Inc. 762 W. Lancaster Ave Bryn Mawr, PA 19010	Act 40, Flow-Through Deductions For Repairs, Income Tax Expense, Federal Income Tax Rider
9.	Todd M. Duerr P.E., L.O. Vice President, Production Aqua Pennsylvania, Inc. 762 W. Lancaster Ave Bryn Mawr, PA 19010	Wastewater System Capital Investment
10.	Rita F. Black Director of Community Assistance Programs Essential Utilities, Inc. 375 North Shore Drive Pittsburgh, A 15212	Low-Income Programming And Enhanced Customer Assistance Programs

Aqua PA previously filed copies of the witnesses' written direct testimony and exhibits, which fully support Aqua PA's proposed rate increase, allocation of that increase among the customer classes, and design of rates to recover that increase from customers.

21. Aqua PA also reserves the right to call and present additional witnesses to address any issues that may arise during the course of the proceeding.

V. DISCOVERY

22. To date, Aqua PA has received over 640 discovery requests from parties in this proceeding. The Company has served responses to many of those discovery requests and is diligently preparing responses to the remainder.

23. Based on the litigation schedule to be adopted in this proceeding, Aqua PA proposes the following modifications to the standard timelines for discovery set forth in the Commission's regulations as necessary or appropriate.

- (a) Answers to written interrogatories shall be served in-hand within ten (10) calendar days of service.
- (b) Responses to requests for document production, entry for inspection, or other purposes must be served in-hand within ten (10) calendar days.
- (c) Requests for admissions will be deemed admitted unless answered within ten (10) calendar days or objected to within five (5) calendar days of service.
- (d) Objections to interrogatories shall be communicated orally within three (3) calendar days of service of the interrogatories, and unresolved objections shall be served in writing within five (5) days of service of the interrogatories. Objections to interrogatories served on a Friday shall be communicated orally within four (4) calendar days, and unresolved objections shall be served in writing within six (6) days of service of the interrogatories.
- (e) Motions to dismiss objections and/or direct the answering of interrogatories shall be filed within three (3) calendar days of service of the written objections.
- (f) Answers to motions to dismiss objections and/or direct the answering of interrogatories shall be filed within three (3) calendar days of service of such motions.
- (g) Discovery and discovery-related pleadings propounded after 12:00 noon on a Friday or after 12:00 noon on any business day immediately preceding a state holiday will be deemed served on the next business day for purposes of determining the due date of the responses and responsive pleadings.

24. Aqua PA also encourages the use of informal discovery to expedite the discovery process.

25. Aqua PA further proposes that parties serving any testimony either: (a) include with each piece of testimony the electronic workpapers, cited studies, and other documents relied on by the witness; or (b) provide the parties with the same in workable electronic format within two (2) business days of the testimony being served.

26. Finally, Aqua PA has received discovery requests that seek information that the Company believes is confidential and proprietary. As such, Aqua PA anticipates filing a Motion for Protective Order, which establishes the terms and conditions upon which parties may be provided access to, and use, confidential and proprietary information in this proceeding.

VI. LITIGATION SCHEDULE

27. Aqua PA is continuing to work with the parties to establish a mutually agreeable schedule. At this time, the Company initially proposes the following schedule:

Prehearing Conference	October 15, 2021
Other Parties' Direct	November 5, 2021
Public Input Hearings	Week of November 8, 2021
Other Parties' Supplemental Direct on Public Input Hearings	November 17, 2021
Rebuttal Testimony	December 3, 2021
Surrebuttal Testimony	December 13, 2021
Rejoinder Outlines	December 16, 2021
Hearings	December 20-22, 2021
Main Briefs	January 11, 2022
Reply Briefs	January 21, 2022

Aqua PA is also willing to work with the parties to accommodate potential scheduling conflicts for the parties' witnesses to attend and testify at the evidentiary hearings.

VII. PUBLIC INPUT HEARINGS

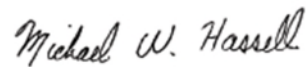
28. In light of the current health risks, Aqua PA proposes that any public input hearings be telephonic and live-streamed by the Commission, rather than held on multiple dates in person throughout Aqua PA's service territory.

29. In addition, as noted in the proposed schedule above, Aqua PA has proposed public inputs hearings occur during the week of November 8, 2021. This will provide sufficient time for Aqua PA to provide appropriate notice to customers of the public input hearings.

VIII. SETTLEMENT

30. As of this time, no settlement discussions have been held. Aqua PA remains open and available for settlement discussions with the other parties and would support initiatives to begin settlement discussions at the earliest possible date.

Respectfully submitted,



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Dated: October 14, 2021

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