



McNees Wallace & Nurick LLC
100 Pine Street
P.O. Box 1166
Harrisburg, PA 17108-1166

Adeolu A. Bakare
Direct Dial: 717.237.5290
Direct Fax: 717.260.1744
abakare@mcneeslaw.com

December 10, 2021

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

VIA E-MAIL

RE: Application of Pennsylvania-American Water Company under Section 1102(a) of the Pennsylvania Public Utility Code, 66 Pa C.S. § 1102(a), for approval of (1) the transfer, by sale, to Pennsylvania-American Water Company, of substantially all of the assets, properties and rights related to the wastewater collection and treatment system owned by the York City Sewer Authority and operated by the City of York, (2) the rights of Pennsylvania-American Water Company to begin to offer or furnish wastewater service to the public in the City of York, Pennsylvania, and to three bulk service interconnection points located in North York Borough, Manchester Township and York Township, York County, Pennsylvania, and (3) the rights of Pennsylvania-American Water Company to begin to offer and furnish Industrial Pretreatment Program to qualifying industrial customers in Manchester Township, Spring Garden Township and West Manchester Township, York County, Pennsylvania; Docket No. A-2021-3024681, et al.

Dear Secretary Chiavetta:

Attached for filing with the Pennsylvania Public Utility Commission is the Prehearing Memorandum of the City of York in the above-referenced proceeding.

As shown by the attached Certificate of Service, all parties to this proceeding are being duly served via email. We can provide parties with a hard copy of this document upon request. Thank you.

Sincerely,

A handwritten signature in black ink, appearing to read 'Adeolu A. Bakare'.

Adeolu A. Bakare
MCNEES WALLACE & NURICK LLC

Attachments

c: Administrative Law Judge Steven K. Haas (via email)
Certificate of Service

CERTIFICATE OF SERVICE

I hereby certify that I am this day serving a true copy of the foregoing document upon the participants listed below in accordance with the requirements of 52 Pa. Code Section 1.54 (relating to service by a participant).

VIA E-MAIL

Susan Simms Marsh, Esq.
Deputy General Counsel
Pennsylvania American Water Company
852 Wesley Drive
Mechanicsburg, PA 17055
susan.marsh@amwater.com

David P. Zambito, Esq.
Jonathan P. Nase, Esq.
Cozen O'Connor
17 North Second Street, Suite 1410
Harrisburg, PA 17101
dzambito@cozen.com
jnase@cozen.com

Devin T. Ryan, Esq.
Post and Schell
17 North 2nd Street, 12th Floor
Harrisburg, PA 17101-1601
dryan@postschell.com

Erin Fure, Esq.
Teresa Reed Wagner
Office Small Business Advocate
300 North Second St. Suite 202
Harrisburg, PA 17101
efure@pa.gov
tereswagne@pa.gov

Carrie B. Wright, Esq.
Bureau of Investigation and Enforcement
400 North Street, F West
Harrisburg, PA 17120
carwright@pa.gov

Christine Hoover, Esq.
Erin L. Gannon, Esq.
Harrison W. Breitman, Esq.
Office of Consumer Advocate
555 Walnut Street, Forum Place, 5th Floor
Harrisburg, PA 17101
choover@paoca.org
egannon@paoca.org
hbreitman@paoca.org

Thomas T. Neisen, Esq.
Thomas, Neisen and Thomas
212 Locust Street, Suite 302
Harrisburg, PA 17101
tniesen@tntlawfirm.com

Stacey R. MacNeal, Esq.
Barley Snyder
100 East Market Street
York, PA 17401
smacneal@barley.com

Matthew Olesh, Esq.
Obermayer Rebmann Maxwell & Hippel LLP
1500 Market Street, Suite 3400
Centre Square West Obermayer
Philadelphia, PA 19102
matthew.olesh@obermayer.com



Adeolu A. Bakare

Counsel to the City of York

Dated this 10th day of December, 2021, at Harrisburg, Pennsylvania.

**pBEFORE THE
PENNSYLVANIA PUBLIC UTILITY COMMISSION**

In re: Application of Pennsylvania-American Water : Docket No. A-2021-3024681, et al.
Company under Section 1102(a) of the Pennsylvania :
Public Utility Code, 66 Pa C.S. § 1102(a), for approval :
of (1) the transfer, by sale, to Pennsylvania-American :
Water Company, of substantially all of the assets, :
properties and rights related to the wastewater collection :
and treatment system owned by the York City Sewer :
Authority and operated by the City of York, (2) the rights :
of Pennsylvania-American Water Company to begin to :
offer or furnish wastewater service to the public in the :
City of York, Pennsylvania, and to three bulk service :
interconnection points located in North York Borough, :
Manchester Township and York Township, York :
County, Pennsylvania, and (3) the rights of :
Pennsylvania-American Water Company to begin to :
offer and furnish Industrial Pretreatment Program to :
qualifying industrial customers in Manchester :
Township, Spring Garden Township and West :
Manchester Township, York County, Pennsylvania. :

PREHEARING MEMORANDUM OF THE CITY OF YORK

Pursuant to the November 22, 2021, Prehearing Conference Order issued by Administrative Law Judge ("ALJ") Steven K. Haas, the City of York ("City") hereby submits this Prehearing Memorandum in the above-captioned proceeding.

I. HISTORY OF THE PROCEEDING

On July 1, 2021, Pennsylvania-American Water Company ("PAWC") submitted the above-captioned Application with the Pennsylvania Public Utility Commission ("PUC" or "Commission") pursuant to 66 Pa. C.S. §§507,1102(a), and 1329. *See* 66 Pa. C.S. §§ 507,1102(a), and 1329.

On August 12, 2021, the Commission issued a letter indicating conditional acceptance of PAWC's Application.

On October 29, 2021, the Commission issued a letter informing counsel for PAWC that it has accepted PAWC's Application.

On November 8, 2021, the City filed a Petition to Intervene in this proceeding. A description of the City is set forth in Paragraph 2 of its Petition to Intervene. The City's Petition to Intervene is pending and awaits disposition by the ALJ.

II. SERVICE LIST

For purposes of this proceeding, the City will be represented by the following counsel:

Adeolu A. Bakare (Pa. I.D. 208541)
McNEES WALLACE & NURICK LLC
100 Pine Street
P.O. Box 1166
Harrisburg, PA 17108-1166
Phone: (717) 232-8000
Fax: (717) 237-5300
abakare@mcneeslaw.com

Please direct all correspondence to the attention of Mr. Bakare.

III. ANTICIPATED ISSUES AND SUB-ISSUES

As the operator of the wastewater system assets proposed for sale to PAWC and a party to the Asset Purchase Agreement, the City anticipates supporting PAWC's Application to acquire the wastewater system assets pursuant to Section 1329 of the Public Utility Code. The City reserves its right to address other matters during this proceeding that may be raised by other parties.

IV. PROPOSED WITNESSES

The City intends to participate in this proceeding through the submission of discovery, cross-examination of other parties' witnesses, and the submission of briefs, exceptions, and reply exceptions, as necessary.

The City expects to call the following witnesses without being limited thereto:

Witness	Topics
Dylan W. D'Ascendis Partner, ScottMadden, Inc. 3000 Atrium Way, Suite 241 Mount Laurel, NJ 08054 (609) 680-8695 ddascendis@scottmadden.com	Supporting the City's valuation of the system to be acquired by PAWC.
Michael Helfrich Mayor, City of York 101 South George Street York, Pennsylvania 17401 717-939-9842 ext. 5030	The City's support for Commission approval of the transfer of the wastewater system assets to PAWC.

V. PROPOSED SCHEDULE AND DISCOVERY RULES

The November 22, 2021, Prehearing Conference Order established a partial procedural schedule for this proceeding. Upon further discussion amongst the parties and with additional guidance from the presiding ALJ, PAWC proposed the following procedural schedule, which the City does not oppose:

Prehearing Conference	December 14, 2021
Non-Company Direct Testimony of Other Parties	December 17, 2021
Rebuttal Testimony	January 4, 2022
Surrebuttal Testimony	January 14, 2022
Rejoinder Outline Due	January 17, 2022
Hearings (With Oral Rejoinder Testimony)	January 18-19, 2022
Main Briefs	January 26, 2022
Reply Briefs	February 1, 2022

Recommended Decision	February 28, 2022
Exceptions	March 7, 2022
Replies to Exceptions	March 14, 2022
Public Meeting	April 14, 2022

Similarly, to the extent that any party proposes modifications to the discovery rules set forth in the Prehearing Conference Order of November 22, 2021, the City will cooperate with the ALJ and the parties at the Prehearing Conference to address the proposed modifications and finalize reasonable discovery rules.

VI. POSSIBILITY OF SETTLEMENT

The City is willing to participate in discussions with the other parties to amicably resolve the issues in this proceeding.

Respectfully submitted,

McNEES WALLACE & NURICK LLC

By 

Adeolu A. Bakare (Pa. I.D. No. 208541)
McNees Wallace & Nurick LLC
100 Pine Street
P.O. Box 1166
Harrisburg, PA 17108-1166
Phone: (717) 232-8000
abakare@mcneeslaw.com

Counsel to the City of York

Dated: December 10, 2021