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February 3, 2022

Via electronic filing only

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

**RE: Docket No. A-2021-3026132 – Application of Aqua Pennsylvania
Wastewater, Inc. to Acquire the Wastewater System Assets of the East
Whiteland Township**

Dear Secretary Chiavetta:

We are counsel to East Whiteland Township in the above-referenced proceeding and are submitting, with this letter, the Township's Petition to Intervene. A copy of this document is being served upon all parties of record via electronic mail.

Very truly yours,



Matthew S. Olesh

cc: All parties of record

BEFORE THE PENNSYLVANIA PUBLIC UTILITY COMMISSION

NOTICE TO PLEAD

YOU ARE HEREBY ADVISED THAT, PURSUANT TO 52 PA. CODE § 5.66, YOU MAY ANSWER THE ENCLOSED PETITION TO INTERVENE WITHIN TWENTY (20) DAYS OF THE DATE OF SERVICE HEREOF. YOUR ANSWER TO THE PETITION TO INTERVENE MUST BE FILED WITH THE SECRETARY OF THE PENNSYLVANIA PUBLIC UTILITY COMMISSION, P.O. BOX 3265, HARRISBURG, PA 17105-3265. A COPY SHOULD ALSO BE SERVED ON THE UNDERSIGNED COUNSEL FOR EAST WHITELAND TOWNSHIP.

/s/ Thomas Wyatt

Thomas Wyatt, Esquire (PA I.D. 89342)
Matthew S. Olesh, Esquire (PA I.D. 206553)
Sydney N. Melillo, Esquire (PA I.D. 328031)
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Dated: February 3, 2022

BEFORE THE PENNSYLVANIA PUBLIC UTILITY COMMISSION

Application of Aqua Pennsylvania Wastewater, Inc. under Section 1102(a) of the Pennsylvania Public Utility Code, 66 Pa. C.S. § 1102(a), for approval of (1) the transfer, by sale, of East Whiteland Township’s wastewater system assets situated within the Township of East Whiteland, Chester County, Pennsylvania, to Aqua Pennsylvania Wastewater, Inc., (2) the rights of Aqua Pennsylvania Wastewater, Inc. to begin to offer or furnish wastewater service to the public in East Whiteland Township, Chester County, Pennsylvania; and (3) an order approving the acquisition that includes the ratemaking rate base of the East Whiteland Township wastewater system assets pursuant to Section 1329(c)(2) of the Public Utility Code; (4) approval of contracts, including assignment of contracts, between Aqua and East Whiteland Township, pursuant to Section 507 of the Public Utility Code; and (5) approval of a contract between affiliated interests, pursuant to Section 2102 of the Public Utility Code.

Docket No. A-2021-3026132

PETITION TO INTERVENE

Pursuant to 52 Pa. Code §§ 5.71, 5.72 and 5.74, Township of East Whiteland (“East Whiteland” or the “Township”), by and through its attorneys, Obermayer Rebmann Maxwell & Hippel LLP, hereby files with the Pennsylvania Public Utility Commission (the “Commission”) this Petition to Intervene in the above-captioned Application of Aqua Pennsylvania Wastewater, Inc. (“Aqua”) for approval of (1) the acquisition of the Township’s assets, properties and rights related to its wastewater system to Aqua, (2) the rights of Aqua to begin to offer or furnish wastewater service to the public in the Township, (3) an order approving the acquisition that includes the ratemaking rate base of the Township wastewater system assets pursuant to Section 1329(c)(2) of the Public Utility Code, (4) approval of contracts, including assignment of

contracts, between Aqua and the Township, pursuant to Section 507 of the Public Utility Code and (5) approval of a contract between affiliated interests.

The Application directly affects the interests of the Township, which are not adequately represented by any existing party. For the reasons that follow, East Whiteland respectfully requests that the Commission grant its Petition to Intervene, and in support thereof avers as follows:

1. East Whiteland is located in Chester County, Pennsylvania, with a business address of 209 Conestoga Road, Frazer, PA 19355.

2. East Whiteland owns and operates the Township's wastewater collection, conveyance, and treatment system (the "System"), which consists of twelve (12) pump stations, about 329,072 linear feet of gravity and force mains, approximately 1,506 manholes, associated infrastructure appurtenances, and related land and land rights. The System currently provides service to 3,895 residential and commercial customers, and services approximately 7,908 Equivalent Dwelling Units.

3. With its System, the Township is responsible for the safe collection and transmission of over 1.062 million gallons of wastewater per day that is generated in southeastern Pennsylvania. The Township accepts flows and collects sewer rental fees from the adjoining municipalities of East Goshen Township, Charlestown Township and Malvern Borough. In turn, the Township pays sewer rental fees to neighboring Tredyffrin Township and East Goshen Township, and a company for conveyance and to the Valley Forge Sewer Authority Wastewater Treatment Plant—where the Township has purchased capacity.

4. East Whiteland is interested in the above-captioned docket as a party to the agreement under which Aqua seeks approval to acquire the Township's assets, properties and rights related to its System.

5. The Township supports the Application filed by Aqua at this docket.

6. 52 Pa. Code § 5.72 sets forth the eligibility requirements for a party to intervene and provides in part as follows:

a) Persons. A petition to intervene may be filed by a person claiming a right to intervene or an interest of such nature that intervention is necessary or appropriate to the administration of the statute under which the proceeding is brought. The right or interest may be one of the following:

1) A right conferred by statute of the United States or of the Commonwealth;

2) An interest which may be directly affected and which is not adequately represented by existing participants, and as to which the petitioner may be bound by the action of the Commission in the proceeding;

3) Another interest of such nature that participation of the petitioner may be in the public interest.

7. East Whiteland seeks intervention in the proceeding for due cause shown for the following reasons:

a) The Township is a party to the Asset Purchase Agreement (the "APA") dated January 8, 2021 that sets forth the terms and conditions for the sale of the System;

- b) As contemplated in the APA, the Township will be the recipient of the proceeds of the sale of its System; and
- c) Aqua's Application relies on the Township's consent to the sale of its System.

8. Thus, East Whiteland has a substantial and bona fide interest in the subject matter of this docket and its interests cannot be represented or protected adequately by other existing parties to this docket.

9. Additionally, as a party to the APA and the recipient of the proceeds from the sale of the System, East Whiteland submits that its intervention is in the public interest.

10. East Whiteland intends to play an active role in the Commission's decision-making process and its participation herein will not unduly prejudice any party.

WHEREFORE, East Whiteland respectfully requests that the Commission grant the instant Petition to Intervene in this proceeding.

Respectfully submitted,

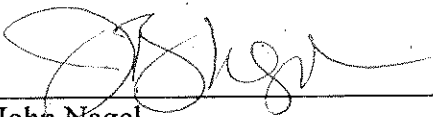
/s/ Thomas Wyatt

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Dated: February 3, 2022

VERIFICATION

I, John Nagel, the Township Manager for the Township of East Whitleand, hereby verify that the statements of fact made in the foregoing petition 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 made herein are subject to the penalties of 18 Pa. C.S. § 4904 (relating to unsworn falsification to authorities).



John Nagel

Dated: February 3, 2022

CERTIFICATE OF SERVICE

I, Thomas Wyatt, Esq., hereby certified that I have served a true and correct copy of the foregoing Petition to Intervene upon the following parties by electronic mail:

Alexander R Stahl, Esq.
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/s/ Thomas Wyatt

Dated: February 3, 2022