

BEFORE THE
PENNSYLVANIA PUBLIC UTILITY COMMISSION

Re: Entity Code: 158932

Docket No. A-2016-2569809

Application for Herbert, Rowland & Grubic to register as a Utility Valuation Expert (UVE) in the Commonwealth of Pennsylvania.

CERTIFICATE OF SERVICE

I hereby certify that I have served a true copy of the attached 2023 UVE Renewal Application, upon the parties listed below, in accordance with the requirements of 52 Pa. Code, Section 154, (relating to service by a party).

Service in the matter denoted below follows the formal submission on December 29, 2022

Paul Diskin, Director
Pennsylvania Public Utility Commission Bureau of Technical Utility Services
400 North Street Harrisburg, PA 17105-3265
(via electronic mail: pdiskin@pa.gov)
Date of Delivery: December 29, 2022

Richard Kanaskie, Director
Pennsylvania Public Utility Commission
Bureau of Investigation and Enforcement
Commonwealth Keystone Building
400 North Street
Harrisburg, PA 17120
(via electronic mail: rkanaskie@pa.gov)
Date of Delivery: December 29, 2022

Patrick M. Cicero, Esquire
Acting Consumer Advocate
PA Office of the Consumer Advocate
555 Walnut Street
Forum Place 5th Floor
Harrisburg, PA 17101-1923
(via electronic mail: pcicero@paoca.org)
Date of Delivery: December 29, 2022

Teresa M. Wagner, Executive Director
Commonwealth of Pennsylvania
Office of the Small Business Advocate
555 Walnut Street
Forum Place 1st Floor
Harrisburg, PA 17101
(via electronic mail: tereswagne@pa.gov)
Date of Delivery: December 29, 2022

I, Adrienne Vicari, hereby state that the facts above set forth 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).

Signature Adrienne M Vicari
Name

Title: Practice Area Leader | Strategic Management & Capital Solutions
Title

Date: December 29, 2022



BEFORE THE
PENNSYLVANIA PUBLIC UTILITY COMMISSION

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

Docket No: M-2016-2543193

Check one:

Fee: \$125 fee enclosed

- Initial Application
- Renewal Application

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

Attach proof of compliance with appropriate Pennsylvania Department of State filing requirements.²

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

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

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

3. Applicant Address:

Street Name & Number: 369 East Park Drive

Post Office Box: _____

City: Harrisburg

State: PA

Zip Code: 17111

Telephone Number: 717-564-1121

Email Address: avicari@hrg-inc.com

Website Address: www.hrg-inc.com

² A copy of any document from the Pennsylvania Department of State (Pa. Dept. of State) documenting the Applicant's Pa. Dept. of State entity number is adequate. However, the document must indicate that the Applicant's Pa. Dept. of State registration is "active." Certified copies of Pa. Dept. of State documents are not required.

Application for Registration as a Utility Valuation Expert (UVE)

4. Point of Contact for this Application:³

Name: Adrienne Vicari
 Title: Practice Area Leader, Strategic Management and Capital Solutions
Complete the following if different than above:
 Street Name & Number: _____
 Post Office Box: _____
 City: _____
 State: _____
 Zip code: _____
 Telephone Number: _____
 Email address: _____

5. Parent & Subsidiary Companies & Affiliates:

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

Parent Name: NONE
 Street Name & Number: _____
 Post Office Box: _____
 City: _____
 State: _____
 Zip Code: _____
 Telephone Number: _____
 Email Address: _____
 Website Address: _____

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

Subsidiary Name: NONE
 Street Name & Number: _____
 Post Office Box: _____
 City: _____
 State: _____
 Zip Code: _____
 Telephone Number: _____
 Email Address: _____
 Website Address: _____

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

³ PLEASE NOTE: Upon approval of this application, this Contact Information will be listed on the Commission’s UVE Registry.

Application for Registration as a Utility Valuation Expert (UVE)

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

Affiliate Name: NONE
 Street Name & Number: _____
 Post Office Box: _____
 City: _____
 State: _____
 Zip Code: _____
 Telephone Number: _____
 Email Address: _____

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

6. **Contracts & Business Partnerships:**

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

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

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

Refer to Schedule A of Pennsylvania clients where Herbert, Rowland, and Grubic, Inc (HRG) has provided a range of utility valuation services.

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

Refer to attachment Schedule B, Principal Officers with titles, addresses, and phone numbers

Refer to attachment Schedule C, Organizational Chart

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

Refer to attachment Schedule D, Biographies

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

Application for Registration as a Utility Valuation Expert (UVE)

10. Registered Agent

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

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

Registered Agent: N/A

Street Name & Number: _____

Post Office Box: _____

City: _____

State: _____


Zip Code: _____

Main Telephone Number: _____

Email Address: _____

Website Address: _____

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

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

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

Sole proprietor

Domestic corporation (none)

Domestic general partnership

Domestic limited liability company

Domestic limited liability partnership

Foreign corporation

Foreign general or limited partnership

Foreign limited liability company

Foreign limited liability general partnership

Foreign limited liability limited partnership

Application for Registration as a Utility Valuation Expert (UVE)

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

11. Technical Fitness


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

Refer to attachment Schedule E, Professional License.

Refer to attachment Schedule F, Client List.

12. Falsification

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

Signature of Principal Official:  _____

Official’s Name & Title : Andrew M. Kenworthy, Chief Operating Officer
(Please Print)

Date: December 12, 2022

Application for Registration as a Utility Valuation Expert (UVE)

APPENDIX A

AFFIDAVIT

[Commonwealth/State] of Pennsylvania:

County of Dauphin

: ss.
:

Andrew M. Kenworthy, Affiant, being duly sworn or affirmed according to law, deposes and says that:

Affiant is the Chief Operating Officer (Office of Affiant) of Herbert, Rowland & Grubic, Inc. (Name of Applicant);

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

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

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

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

That Herbert, Rowland & Grubic, Inc., the Applicant herein, verifies that neither the UVE nor the UVE's firm, including affiliates, have a conflict of interest that would compromise, or have the appearance of compromising, the UVE's professional judgement and ability to perform the valuation in an unbiased manner.

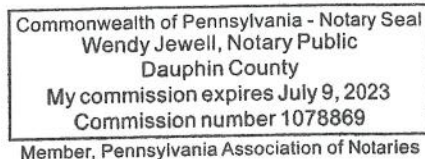
That the facts above set forth are true and correct to the best of Affiant's knowledge, information, and belief, and that Affiant expects said Applicant to be able to prove the same at hearing.

Signature of Affiant (handwritten signature)

Sworn and subscribed before me this 19th day of December, 2022

Signature of official administering oath (handwritten signature)

My commission expires: 7/9/23



Pennsylvania Department of State
Bureau of Corporations and Charitable Organizations
PO Box 8722 | Harrisburg, PA 17105-8722
T: 717-787-1057
dos.pa.gov/BusinessCharities

Regarding: HERBERT, ROWLAND & GRUBIC, INC.
Request Type: Subsistence Certificate **Issuance Date:** December 19, 2022
Request No.: 006650014 **File No.:** 0000158932
Receipt No.: 000296643
Filing Type: Domestic Business Corporation
Filing Subtype: Business
Initial Filing Date: June 05, 1962
Status: Active

TO ALL WHOM THESE PRESENTS SHALL COME, GREETING:

I DO HEREBY CERTIFY THAT

HERBERT, ROWLAND & GRUBIC, INC.

is currently subsisting on the records of the Department of State as of the issuance date herein.

I DO FURTHER CERTIFY THAT this Subsistence Certificate shall not imply that all fees, taxes and penalties owed to the Commonwealth of Pennsylvania are paid.



IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the seal of my office to be affixed, the day and year above written

Leigh M. Chapman

Leigh M. Chapman

Acting Secretary of the Commonwealth

Verify this certificate online at www.file.dos.pa.gov

Commonwealth of Pennsylvania

723593



Department of State

To All to Whom These Presents Shall Come, Greeting:

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

CERTIFICATE OF AMENDMENT

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

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

HERBERT ASSOCIATES, INC.

name changed to

HERBERT, ROWLAND & GRUBIC, INC.

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

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

William R. Davis

Secretary of the Commonwealth

Commonwealth of Pennsylvania
Department of State



Office of the
Secretary of the Commonwealth

TO ALL TO WHOM THESE PRESENTS SHALL COME, GREETING:

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

CERTIFICATE OF INCORPORATION

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

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

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

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



E. James Trumarchi Jr.
Secretary of the Commonwealth



AN EMPLOYEE-OWNED COMPANY

[BUILDING RELATIONSHIPS.
DESIGNING SOLUTIONS.]

Relevant Experience

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

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

EXTENSIVE FINANCIAL SERVICES EXPERIENCE

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

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

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

[SCHEDULE OF VALUATION ASSIGNMENTS]

Wyoming Valley Sanitary Authority (Luzerne County): Valuation of wastewater collection system and package treatment facility owned by Larksville Borough, including determination of fair annual rental value to be offered by the Authority to the Borough. Jim Tomaine, Executive Director of the Authority, 1000 Wilkes-Barre Street, Hanover, PA 18706; Phone: 570-825-0366

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

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

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

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

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

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

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

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

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

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

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

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

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

[SCHEDULE OF VALUATION ASSIGNMENTS]

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

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

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

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

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

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

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

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

Lemoyne Municipal Authority (New Cumberland County) – Valuation of the sanitary sewer system. Robert Ihlein, 510 Herman Avenue, Lemoyne, PA 17043; Phone: 717-737-6843.

Limerick Township Sanitary Sewer System (Montgomery County) – Valuation of the sewer system for possible sale to Aqua PA. Daniel Kerr, 646 West Ridge Pike, Limerick, PA 19468; Phone: 610-495-6432.

Municipal Authority of the City of McKeesport Sanitary Sewer System (Alleghany County) – Valuation of the sanitary sewer for possible sale to PA American Water Company. Chuck Shultz, 100 Atlantic Avenue, McKeesport, PA 15132; Phone: 412-675-5020.

Oil City Sewer System (Venango County) – Valuation of the sanitary sewer system. Mark Schroyer, 21 Seneca Street, Oil City, PA 16301; Phone: 814 678-3012.

Sadsbury Township (Chester County) – Valuation for sale of the sanitary sewer system. Dale Hansel, Chairman, 2920 Lincoln Highway, Sadsburyville, Pennsylvania 19369; Phone: 610-857-9503.

Jacobus Borough Sewer Authority (York County) – Valuation for sale of the Borough's sanitary sewer system. Roger Coleman, President, 126 N. Cherry Lane, Jacobus, Pennsylvania 17407; Phone: (717) 428-1752.

Birmingham Township (Chester County) – Valuation of the Township's sanitary sewer system. Scott Boorse, Chairman, 1040 W. Street Road, West Chester, PA 19382; Phone: 610-793-2600.

Borough of West Chester (Chester County) – Valuation of the Borough's sanitary sewer system. Michael Perrone, Borough Manager, 829 Paoli Pike, West Chester, Pennsylvania 19380, Phone: 610-692-7574

[SCHEDULE OF VALUATION ASSIGNMENTS]

Logan Township (Blair County) – Valuation of Township's the sanitary sewer system. Tim Brown, Township Manager, 100 Chief Logan Circle, Altoona, Pennsylvania 16602. Phone: 814-944-5349

Wyoming Valley Sanitary Authority (Luzerne County): Valuation of wastewater collection system owned by Plains, including determination of fair annual rental value to be offered by the Authority to the Township. Jim Tomaine, Executive Director of the Authority, 1000 Wilkes-Barre Street, Hanover, PA 18706; Phone: 570-825-0366

Clairton Municipal Authority (Allegheny County) – Valuation for the City of Clairton on Clairton Municipal Authority's sanitary sewer system. Howard Bednar, City Manager, 551 Ravensburg Boulevard, Clairton, Pennsylvania 15025. Phone: 412-233-8113

Tyrone Township (Adams County) – Valuation of Township's the sanitary sewer system. Russ Raub, Township Supervisor Chairman, 5280 Old Harrisburg Road, York Springs, Pennsylvania 17372. Phone: 717-528-4012



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

AN EMPLOYEE-OWNED COMPANY

Principal Officers

<p>ROBERT C. GRUBIC, P.E. Board Chairman and CEO 369 East Park Drive Harrisburg, PA 17111 rgrubic@hrg-inc.com 717.564.1121</p>	<p>JASON A. FRALICK, P.E. President 474 Windmere Drive, Suite 100 State College, PA 16801 jfralick@hrg-inc.com 814.238.7117</p>
<p>ANDREW M. KENWORTHY, P.E. Chief Operating Officer 369 East Park Drive Harrisburg, PA 17111 akenworthy@hrg-inc.com 717.564.1121</p>	<p>ALLEN SNYDER Chief Financial Officer and Treasurer 369 East Park Drive Harrisburg, PA 17111 asnyder@hrg-inc.com 717.564.1121</p>
<p>BRIAN D. EMBERG, P.E. Senior Vice President/Chief Technical Officer 369 East Park Drive Harrisburg, PA 17111 bemberg@hrg-inc.com 717.564.1121</p>	<p>WENDY JEWELL Secretary 369 East Park Drive Harrisburg, PA 17111 wjewell@hrg-inc.com 717.564.1121</p>

HRG

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

AN EMPLOYEE-OWNED COMPANY

FIRM PROFILE



Originally founded in 1962, HRG is an employee-owned, full-service civil engineering and related services firm that provides quality, cost-effective design solutions to public and private sector clients throughout Pennsylvania, Ohio, and West Virginia.



SERVICES

- > Municipal
- > Water & Wastewater
- > Land Development
- > Transportation
- > Water Resources
- > Planning
- > Strategic Management & Capital Solutions
- > GIS
- > Survey
- > Environmental
- > Construction Phase Services

www.hrg-inc.com



WHO WE ARE

Over 300 employees including:

- > Professional Engineers
- > Certified Planners
- > Geologists
- > Environmental Scientists
- > Surveyors
- > GIS Specialists
- > Landscape Architects
- > Related Support Personnel



WHAT WE DO

We do it all in-house, offering a full complement of technical expertise and engineering services, including:

- > Municipal
- > Water & Wastewater
- > Land Development
- > Transportation
- > Water Resources
- > Planning
- > Strategic Management & Capital Solutions
- > GIS
- > Survey
- > Environmental
- > Construction Phase Services

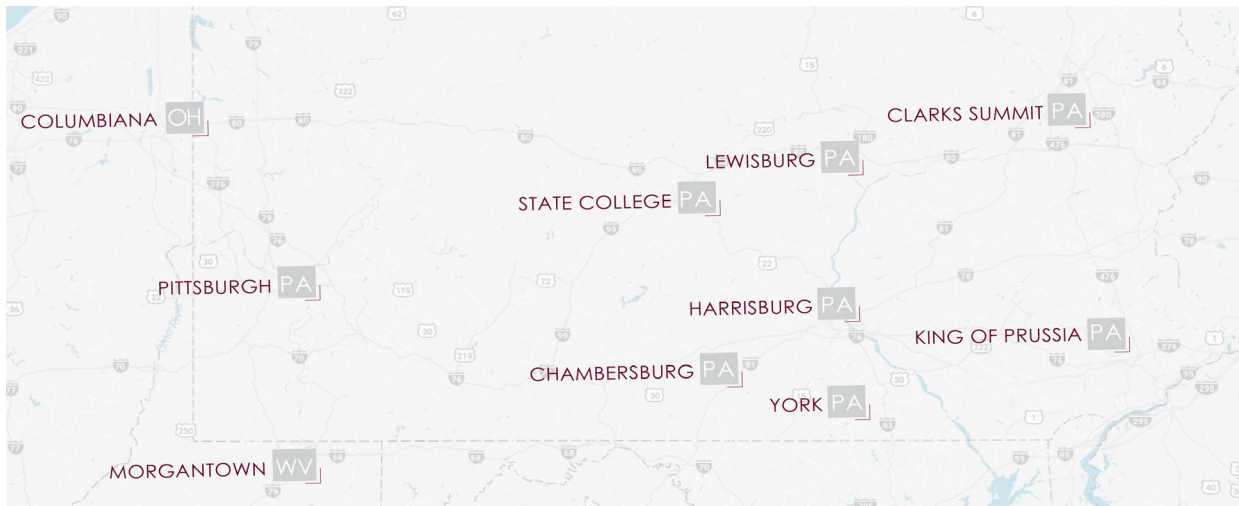


MARKETS WE SERVE

- > Local Government & Authorities
- > State & Federal Government
- > Commercial & Residential Developers
- > Educational Institutions
- > Healthcare Institutions
- > Hospitality
- > Industrial & Manufacturing
- > Parks & Recreation
- > Telecommunications



WHERE WE WORK



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

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

STATE COLLEGE, PA
 2568 Park Center Boulevard
 State College, PA 16801
 814.238.7117 [phone]

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

PITTSBURGH, PA
 220 West Kensing Drive
 Suite 100
 Cranberry Township, PA 16066
 724.779.4777 [phone]

CHAMBERSBURG, PA
 5 North Main Street
 Third Floor
 Chambersburg, PA 17201
 717.263.2070 [phone]

KING OF PRUSSIA, PA
 501 Allendale Road, Suite 203
 King of Prussia, PA 19406
 484.460.7050 [phone]

COLUMBIANA, OH
 P.O. Box 238
 Columbiana, OH 44408
 330.787.3669 [phone]

YORK, PA
 CGA Professional Center
 135 North George Street, Suite 215
 York, PA 17401
 717.893.2636 [phone]

CLARKS SUMMIT, PA
 P.O. Box 504
 Clarks Summit, PA 18411
 570.851.2804 [phone]

ESOP EMPLOYEE-OWNED COMPANY

What it means to us.

What it means to us is that we are vested in the success of the company. It means we hold one another accountable. It means we make decisions that are best for the company, not any one individual.

What it means to you.

What it means to you as a client is that we care. It means an unwavering dedication to quality, accuracy, and budget. It means a customer experience nothing short of exceptional.



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

AN EMPLOYEE-OWNED COMPANY

Schedule C

Robert C. Grubic
Chairman of the Board & Chief Executive Officer

Jason A. Fralick
President

Brian D. Emberg
Senior Vice President

Ryan A. Albright
Director of Marketing

Andrew M. Kenworthy
Chief Operating Officer

Laura J. Williams
Director of Human Resources

Allen Snyder
Chief Financial Officer

PRACTICE AREA LEADERS

Matthew S. Bonanno – Civil
Joshua T. Fox – Water & Wastewater
Nichole L. Mendinsky – Planning & Design
Jeffrey A. Mikesic – Transportation
Mark A. Saville – Geomatics
Adrienne M. Vicari – Strategic Management & Capital Solutions
Douglas E. Weikel – Construction

ASSISTANT VICE PRESIDENTS

Edward A. Ellinger – Harrisburg
James A. Feath – Pittsburgh
Jeffrey R. Garrigan – State College
William M. Kick – Chambersburg
Samer H. Petro – Morgantown
Timothy J. Staub – York
Erin N. Threet – Lewisburg
Lance D. Weatherly – King of Prussia

DIRECTORS

Wendy Jewell – Administration
Bryan T. Persing – Information Technology

Schedule D

ROBERT C. GRUBIC, P.E. >
CEO & Chairman of the Board



Mr. Grubic is the Chief Executive Officer (CEO) of HRG and has over 40 years of professional experience. He served as President from 1989 – 2018 and under his direction, the firm significantly expanded its services and currently operates nine regional offices across Pennsylvania, West Virginia, and Ohio.

Mr. Grubic also continues to support many public and private sector clients, participating in all phases of project development from feasibility studies through financing, design, construction, and operations and maintenance.

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

RELATED EXPERIENCE

Mr. Grubic previously served as vice president and executive vice president of HRG from 1981 to 1988. He originally joined the firm as a project engineer in 1973 and has been a shareholder since 1978.

EDUCATION & LICENSES

- > M.B.A., Business Administration, The Pennsylvania State University, 1980
- > B.C.E., Civil Engineering, Villanova University, 1973
- > Professional Engineer, PA
- > Professional Engineer, MD
- > Professional Engineer, DE

AFFILIATIONS & INVOLVEMENT

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

AREAS OF EXPERTISE

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

ANDREW M. KENWORTHY, P.E. >
Chief Operating Officer



Mr. Kenworthy directs all technical and project delivery operations for a multi-million-dollar civil engineering firm. He works with technical practice area leaders to develop and implement service group quality management plans that conform to HRG's policies and the industry standard of care. He supports assistant vice presidents in each of HRG's regions on tasks related to administration, staffing, business development, marketing, and client management.

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

He provides plan review, capital improvement, and consulting services to several municipalities. His projects have included new construction and expansions, master planning, and civil engineering services related to various types of development.

EDUCATION & LICENSES

- > B.S., Civil Engineering, Villanova University, 1992
- > Professional Engineer, PA

AFFILIATIONS & INVOLVEMENT

- > American Society of Civil Engineers
- > International Council of Shopping Centers (ICSC)
- > Holy Spirit Hospital Corporation Board
- > St. Catherine Laboure Church and School Volunteer

PRIOR AFFILIATIONS

- > Greater Harrisburg Association of Realtors
- > Dauphin County Land Bank Authority
- > Rotary Club of Harrisburg

AREAS OF EXPERTISE

- > Municipal engineering and representation
- > Planning, zoning, and land-use applications
- > Infrastructure
- > Land development and site design
- > Water resources
- > Private developments
- > Transportation
- > Project Funding
- > Business Management

JASON A. FRALICK, P.E. >
President



Mr. Fralick oversees the daily operations of a multi-million dollar civil engineering firm operating throughout the Mid-Atlantic Region. He leads the development and implementation of the company's strategic business plans. He also leads initiatives related to client development and engagement, marketing, operations, finance, human resources, and administrative operations. He is an HRG shareholder and a member of the HRG board of directors. He is also actively involved in the communities he serves through various board positions, volunteer programs, and youth sports (as a coach).

Mr. Fralick has been with HRG for more than 25 years and has held various leadership positions since joining the firm as an intern in 1991. He has served clients across all of HRG's geographic markets and service areas.

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

EDUCATION & LICENSES

- > B.S., Civil Engineering, Bucknell University, 1993
- > Professional Engineer, PA

AFFILIATIONS & INVOLVEMENT

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

AWARDS & RECOGNITION

- > Pennsylvania Business Central's Top 100 People, 2011 & 2020
- > Leadership Centre County Ronald S. Haring Award, 2014

AREAS OF EXPERTISE

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

BRIAN D. EMBERG, P.E. >
Senior Vice President



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

Mr. Emberg has completed a broad range of infrastructure improvement projects for diverse clients such as local and state government entities, airports, and land developers. Specifically, he has designed or inspected bridges ranging in size from single-span, municipally and county owned structures to multi-span bridges owned by the state (including historical landmark structures). His past experience also includes the design of dozens of roadway reconstruction and rehabilitation projects, ranging from single intersections to miles of arterial highway and interstate interchanges.

EDUCATION & LICENSES

- > BS, Structural Design & Construction Engineering, The Pennsylvania State University, 1982
- > Professional Engineer, PA
- > Professional Engineer, MD
- > Professional Engineer, WV
- > Professional Engineer, OH

AFFILIATIONS & INVOLVEMENT

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

AREAS OF EXPERTISE

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

WENDY JEWELL >

Director of Administration



Ms. Jewell is HRG's Director of Administration with over 30 years of professional experience. She is responsible for providing leadership and direction to HRG's Administrative Services Group. Included in these responsibilities are the management and coordination of HRG's administrative personnel, ensuring excellence in serving external clients, promoting the development and implementation of HRG standards to ensure consistency of operations and efficiency of workflow while providing quality-driven, time-efficient support to HRG's internal clients. Ms. Jewell selects, trains, motivates and evaluates administrative personnel and is responsible for the development and implementation of administrative objectives and priorities, based on organizational and internal client directives.

Ms. Jewell is responsible for facility management of the Harrisburg office and serves as liaison to regional offices for guidance and support in the acquisition building services and maintenance. She also provides coordination and assistance with opening new offices, office relocations and closures. In addition, she serves as the company's corporate secretary, responsible for maintaining corporate records.

EDUCATION & LICENSES

- > B.S., Education, West Georgia College, 1977
- > Pennsylvania Notary

AREAS OF EXPERTISE

- > Planning, organization and scheduling
- > Program development and implementation
- > Facility management
- > Travel planning and event coordination
- > Supplier selection and coordination

ALLEN SNYDER >
Chief Financial Officer



Mr. Snyder is chief financial officer with Herbert, Rowland & Grubic, Inc. (HRG) He is a senior executive with over 20 years of comprehensive experience in accounting and finance.

He oversees the accounting, information technology and corporate administrative and maintenance operations of HRG. Mr. Snyder utilizes his strong technical and management skills to ensure the future stability and growth of the firm.

His past experience includes working with private, public and non-profit organizations managing accounts receivable, accounts payable, credit and collections, financial reporting, payroll, general ledger, and human resources.

EDUCATION & LICENSES

- > B.S. Accounting, Robert Morris University, 1995

AREAS OF EXPERTISE

- > Cash forecasting and financial reporting and analysis
- > Operations, administrative and financial management
- > Strategic planning
- > Process/system analysis for improved operational efficiencies
- > Leader in facilitating organizational change
- > Policy/procedure development and systems development

ADRIENNE M. VICARI, P.E. >
Practice Area Leader | Financial Services



Ms. Vicari serves as the Financial Services Practice Area Leader for Herbert, Rowland & Grubic, Inc. She has over 20 years of experience in a broad range of financial, project management, and engineering design services for municipal wastewater, water, and stormwater clients.

Ms. Vicari uses asset management and capital improvement planning as tools in completing long range strategic financial planning for clients, which includes the obtainment of federal, state and local project financing, and the development of user rates and charges. Ms. Vicari is skilled in rate and cost of service studies, tapping fee studies, wholesale user charges, surcharge analysis and the like.

In addition, Ms. Vicari has designed water, wastewater and stormwater infrastructure projects and has experience with feasibility studies, environmental plans and reports, permit applications, and construction administration.

Ms. Vicari has worked with over 150 municipalities in Pennsylvania on Stormwater Utility/Authority feasibility analysis, authority implementation or regional stormwater management initiatives. Her expertise includes Utility Valuation Expert (UVE) services and related valuation/Cost Benefit Analyses for municipalities throughout the Commonwealth.

EDUCATION & LICENSES

- > B.S., Civil Engineering, Valparaiso University, 2001
- > Professional Engineer, PA
- > Professional Engineer, OH

AFFILIATIONS & INVOLVEMENT

- > Pennsylvania Water Environment Association (PWEA)
- > Pennsylvania Municipal Authorities Association (PMAA)
- > Society of Women Environmental Professionals

AREAS OF EXPERTISE

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

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

Schedule E
21 0115285

License Type
Professional Engineer

ADRIENNE MARIE VICARI



License Status
Active

Initial License Date
07/28/2006

License Number
PE073697

Expiration Date
09/30/2023

Commissioner of Professional and Occupational Affairs

Signature



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

AN EMPLOYEE-OWNED COMPANY

[BUILDING RELATIONSHIPS.
DESIGNING SOLUTIONS.]

Schedule F

Client Names, Dates and Services Provided

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

New Cumberland Borough (Cumberland County): Valuation of Borough wastewater system (Currently entering into an agreement for sale with PAWC.). Year of service: 2016/2018 – Ongoing. John R. Murray, President, 1120 Market Street, New Cumberland, PA 17070; Phone: 717-774-0404

West Manheim Township (York County): Valuation of Township wastewater system and Cost Benefit Analysis for possible sale to private or public utility. Year of service: 2016/2017. Marc Woerner, Township Manager, 2412 Baltimore Pike, Hanover, PA 17331; Phone: 717-632-0320

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

PUC Regulated Water Utility Valuation for Wells Fargo Bank – Confidential Client in Central PA – Valuation using three standard methodologies: Cost, Market and Income. Year of service: 2016, 2017 and 2018. Harry M. Derrick, Vice President, Principal Banker, Wells Fargo Bank, N.A., 214 Senate Avenue, Suite 401, Camp Hill, PA 17011; Phone: 717-730-3387

CAN DO Inc. - Provides water and wastewater service to approximately 180 commercial, industrial and wholesale customers. Services included review and analysis of existing rates based upon Public Utility Commission guidelines, cost of service study and PUC filing for water and wastewater user fee increases. Year of service: 2010 – 2014. Kevin O'Donnell, President, One South Church Street, Suite 200, Hazleton, PA 18201; 570-455-1508

New Garden Township – Service Rate Stabilization Plan, Year of service: 2016/2017. Vince Pompo, Lamb McErlane, PC., Attorney, 8934 Gap Newport Pike, Landenberg, PA 19350; 610-268-2915.

Limerick Township Sanitary Sewer System (Montgomery County) – Valuation of the sewer system for possible sale to Aqua PA. Year of service: 2016/2017. Daniel Kerr, Township Manager, 646 West Ridge Pike, Limerick, PA 19468; Phone: 610-495-6432.

Municipal Authority of the City of McKeesport Sanitary Sewer System (Alleghany County) – Valuation of the sanitary sewer for possible sale to PA American Water Company. Year of service: 2016/2017. Chuck Shultz, Superintendent, 100 Atlantic Avenue, McKeesport, PA 15132; Phone: 412-675-5020.

Lemoyne Municipal Authority (New Cumberland County) – Valuation of the sanitary sewer system. Year of service: 2017. Robert Ihlein, Borough Manager, 510 Herman Avenue, Lemoyne, PA 17043; Phone: 717-737-6843.

[SCHEDULE OF VALUATION ASSIGNMENTS]

Oil City Sewer System (Venango County) – Valuation of the sanitary sewer system. Date of services: 6/2017 – 11/2017. Mark Schroyer, City Manager, 21 Seneca Street, Oil City, PA 16301; Phone: 814 678-3012.

Sadsbury Township (Chester County) – Valuation of the sanitary sewer system. Date of services: 1/2017 – 9/2018. Mr. Dale Hansel, Chairman, 2920 Lincoln Highway, Sadsburyville, Pennsylvania 19369; Phone: 610-857-9503.

Jacobus Borough Sewer Authority (York County) – Valuation of the Borough's sanitary sewer system. Date of services: 9/2017 – 8/2018. Mr. Roger Coleman, President, 126 N. Cherry Lane, Jacobus, Pennsylvania 17407; Phone: (717) 428-1752.

Birmingham Township (Chester County) – Valuation of the Township's sanitary sewer system. Date of services: 5/2018 – 11/2018. Mr. Scott Boorse, Chairman, 1040 W. Street Road, West Chester, PA 19382; Phone: 610-793-2600.

Borough of West Chester (Chester County) – Valuation of the Borough's sanitary sewer system. Date of services: 6/2018 – Ongoing. Mr. Michael Perrone, Borough Manager, 829 Paoli Pike, West Chester, Pennsylvania 19380, Phone: 610-692-7574

Logan Township (Blair County) – Valuation of Township's the sanitary sewer system. Date of services: 8/2018 – Ongoing. Mr. Tim Brown, Township Manager, 100 Chief Logan Circle, Altoona, Pennsylvania 16602. Phone: 814-944-5349

Borough of Conshohocken (Montgomery County) – Valuation of portion of Plymouth's sanitary sewer system for possible purchase (different portion than Whitemarsh Sewer Authority). Date of services: 12/2018 – Ongoing. Mr. Stephen Clark, Executive Director, 601 East Elm Street, Conshohocken, PA 19428; Phone: 610-828-0979

Whitemarsh Township Authority (Montgomery County) – Valuation of portion of Plymouth's sanitary sewer system for possible purchase (different portion than Borough of Conshohocken). Date of services: 12/2018 – Ongoing. Mr. Kyle Detweiler, Director of Finance, 462 Germantown Pike, Suite 1, Lafayette Hill, Pennsylvania 19444; Phone: 484-344-5230.

Clairton Municipal Authority (Allegheny County) – Valuation for the City of Clairton on Clairton Municipal Authority's sanitary sewer system. Howard Bednar, City Manager, 551 Ravensburg Boulevard, Clairton, Pennsylvania 15025. Phone: 412-233-8113

Tyrone Township (Adams County) – Valuation of Township's the sanitary sewer system. Russ Raub, Township Supervisor Chairman, 5280 Old Harrisburg Road, York Springs, Pennsylvania 17372. Phone: 717-528-4012

Wyoming Valley Sanitary Authority (Luzerne County): Valuation of wastewater collection system and package treatment facilities owned by Larksville Borough and Plains Township, including determination of fair annual rental value to be offered by the Authority to the municipalities. Jim Tomaine, Executive Director of the Authority, 1000 Wilkes-Barre Street, Hanover, PA 18706; Phone: 570-825-0366