

**Application of Pennsylvania-American Water Company for Acquisition of
the Wastewater Assets of Butler Area Sewer Authority (“BASA”)
66 Pa. C.S. § 1329**

**Application Filing Checklist – Water/Wastewater
Docket No. A-2022-3037047**

1. Transmittal letter with caption and statement that the filing is pursuant to 66 Pa. C.S. § 1329.

RESPONSE: See enclosed transmittal letter from Elizabeth Rose Triscari, Esquire with caption and statement that the filing is pursuant to 66 Pa. C.S. § 1329.



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February 14, 2023

CONTAINS CONFIDENTIAL APPENDICES

FILED VIA COMMISSION'S SHAREPOINT SITE

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

In re: Application of Pennsylvania-American Water Company under Sections 1102(a) and 1329 of the Pennsylvania Public Utility Code, 66 Pa C.S. § 1102(a) and 1329, 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 Butler Area Sewer Authority, (2) the rights of Pennsylvania-American Water Company to begin to offer or furnish wastewater service to the public in the City of Butler, and portions of the Borough of East Butler, and portions of the Townships of Butler, Center, Connoquenessing, Oakland, and Summit, in Butler County, Pennsylvania

Docket No: A-2022-3037047

Dear Secretary Chiavetta:

Enclosed for filing with the Pennsylvania Public Utility Commission ("Commission") are the above-referenced application and related filings of Pennsylvania-American Water Company ("PAWC") for its acquisition of Butler Area Sewer Authority ("BASA") assets, properties and rights related to BASA's wastewater collection and treatment system ("System"). This filing is made pursuant to Sections 507 (related to filing of contracts with municipal corporations), 1102 (related to certificates of public convenience), and 1329 (determination of fair market value for ratemaking purposes) of the Pennsylvania Public Utility Code ("Code"), 66 Pa. C.S. §§507, 1102, 1329.

Copies of the Application have been served upon the statutory advocates in accordance with the attached Certificate of Service and in accordance with the Commission's *Final Supplemental Implementation Order* entered February 28, 2019 at Docket No. M-2016-2543193. The Public and **CONFIDENTIAL** filings will be uploaded to the Commission's SharePoint site and hard copies and CDs

of the Public and **CONFIDENTIAL** versions will be sent via overnight mail for filing, as instructed by the Secretary's office.

Also enclosed on behalf of PAWC, as part of the Section 1329 filing requirements, are the Direct Testimony and accompanying exhibits of the following:

1. Direct Testimony of Scott D. Fogelsanger, Senior Manager of Business Development, Pennsylvania-American Water Company **(PAWC Statement No. 1)**
2. Direct Testimony of Daniel J. Hufton, PE, Engineering Manager, Pennsylvania-American Water Company **(PAWC Statement No. 2)**
3. Direct Testimony of Ashley E. Everette, Senior Director of Rates and Regulatory, American Water Works Service Company **(PAWC Statement No. 3)**
4. Direct Testimony of Jerome C. Weinert, Principal and Director, Weinert Appraisal & Depreciation Services LLC., Pennsylvania-American Water Company Utility Valuation Expert **(PAWC Statement No. 4)**

In addition, as directed by the *Final Supplemental Implementation Order*, PAWC is submitting the following direct testimony and accompanying exhibits on behalf of BASA, the City of Butler and the Township of Butler. PAWC's submission of this testimony should not be considered support for or sponsoring of such testimony. PAWC anticipates that BASA, the City of Butler and the Township of Butler will intervene in this matter and will sponsor their respective direct testimony and exhibits.

1. Direct Testimony of Duane McKee, Executive Director of BASA **(Butler Area Sewer Authority Statement No. 1)**
2. Direct Testimony of Paul F. Sybert, Chairman of the Board of BASA **(Butler Area Sewer Authority Statement No. 2)**
3. Direct Testimony of Harold Walker, III, Manager of Financial Studies of Gannett Fleming Valuation and Rate Consultants, LLC **(Butler Area Sewer Authority Statement No. 3)**
4. Direct Testimony of Dave Zarnick, President of the Board of Commissioners for the Township of Butler **(Township of Butler Statement No. 1)**

5. Direct Testimony of Robert A. Bandy, Mayor of the City of Butler (**City of Butler Statement No. 1**)

Copies of this prepared direct testimony and accompanying exhibits can be found at **Appendix A-13-a and A-13-b (BASA, City of Butler and Township of Butler)** and **Appendix A-14-a and A-14-b (PAWC)** of the Application.

In compliance with Code Section 507, 66 Pa. C.S. §507, PAWC has also included a copy of the Asset Purchase Agreement (“APA”) for this transaction. This agreement can be found at **Appendix A-24-a** of the Application.

Additionally, the map of the System, **Appendix A-16-f** is being filed as **CONFIDENTIAL** as are portions of **Appendix A-4** due to **CONFIDENTIAL** attachments.

Finally, PAWC has deliberately and thoughtfully chosen today’s filing date, in anticipation of a final Commission order at the Public Meeting scheduled for October 19, 2023. PAWC’s proposed timeline assumes the following approximate dates:

- 2/14/23 PAWC Files Application
- 3/14/23 TUS Conditionally Accepts PAWC Application for Filing via Secretarial Letter (Conditioned on Completion of Notice Requirements)
- 4/24/23 PAWC Provides Verification of Notice Completion to PUC Secretary/TUS
- 4/26/23 PAWC Application Officially Accepted for Filing via PUC Secretarial Letter /PUC Submits Notice to PA Bulletin for Publication
- 5/06/23 PA Bulletin Notice of PAWC Application
- 5/26/23 End of PAWC Application Protest / Intervention Period
- 10/19/23 PUC Final Action at Public Meeting

Thank you for your attention to this matter. Please do not hesitate to contact me if you have any questions.

Sincerely,



Elizabeth Rose Triscari

cc: All Parties on the Attached Certificate of Service (*in the manner specified*)
Thomas Wyatt, Esquire (*via electronic mail*)