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March 31, 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: In re: Application of Pennsylvania-American Water Company under Section 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 conveyance system owned by Borough of Brentwood, (2) the rights of Pennsylvania-American Water Company to begin to offer or furnish wastewater service to the public in the Borough of Brentwood in Allegheny County, Pennsylvania**

**Docket No: A-2021-3024058**

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 the assets, properties and rights related to the Borough of Brentwood's ("Brentwood") wastewater collection 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 Michael Salvo, 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 Brentwood. PAWC's submission of this testimony should not be considered support for or sponsoring of such testimony. PAWC anticipates that Brentwood will intervene in this matter and will sponsor their respective direct testimony and exhibits.

1. Direct Testimony of Direct Testimony of George Zboyovsky, Manager Borough of Brentwood (**Brentwood Statement No. 1**)
2. Direct Testimony of Harold Walker, III, Manager of Financial Studies of Gannett Fleming Valuation and Rate Consultants, LLC (**Brentwood Statement No. 2**)

Copies of this prepared direct testimony and accompanying exhibits can be found at **Appendix A-13-a and A-13-b (Brentwood)** 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 and First Amendment to Asset

Purchase Agreement (together, the “APA”) for this transaction. The APA 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 December 14, 2023. PAWC’s proposed timeline assumes the following approximate dates:

3/31/23	PAWC Files Application
05/01/23	TUS Conditionally Accepts PAWC Application for Filing via Secretarial Letter (Conditioned on Completion of Notice Requirements)
6/12/23	PAWC Provides Verification of Notice Completion to PUC Secretary/TUS
6/14/23	PAWC Application Officially Accepted for Filing via PUC Secretarial Letter /PUC Submits Notice to PA Bulletin for Publication
6/24/23	PA Bulletin Notice of PAWC Application
7/14/23	End of PAWC Application Protest / Intervention Period
12/14/23	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 (*via OneDrive Link*)



Authority dated July 19, 2000 and (c) Agreement  
between Borough of Brentwood and City of Pittsburgh :  
dated October 14, 1936 and (d) Cooperation and :  
Allocation of Responsibilities Agreement between :  
Borough of Brentwood and Pennsylvania-American :  
Water Company dated March 2, 2023 :  
:

### **CERTIFICATE OF SERVICE**

I hereby certify that I have this 31<sup>st</sup> day of March served a true copy of the foregoing Application of Pennsylvania-American Water Company regarding the acquisition of the Borough of Brentwood's wastewater collection and conveyance system upon the parties, listed below and in the manner below in accordance with the requirements of 52 Pa. Code §1.54 (relating to service by a party).

### **IN THE MANNER SPECIFIED BELOW ON MARCH 31, 2023**

Patrick Cicero, Consumer Advocate  
Erin Gannon, Esquire  
Christine Maloni Hoover, Esquire  
Office of Consumer Advocate  
555 Walnut Street  
5<sup>th</sup> Floor, Forum Place  
Harrisburg, PA 17101-1923  
*(via electronic mail - One Drive Link  
Hard copy when available )*

NazAarah Sabree, Small Business Advocate  
Sharon Webb, Esquire  
Office of Small Business Advocate  
555 Walnut Street  
1<sup>st</sup> Floor, Forum Place  
Harrisburg, PA 17101  
*(via electronic mail - One Drive Link  
Hard copy when available and thumb drive  
via overnight mail )*

Allison Curtain Kaster, Esquire  
Carrie Wright, Esquire  
Bureau of Investigation and Enforcement  
Pennsylvania Public Utility Commission  
400 North Street, F West  
Harrisburg, PA 17120  
*(via electronic mail - One Drive Link  
Hard copy when available )*

Brian Kalcic  
Excel Consulting  
225 S. Meramec Avenue, Suite 720  
St. Louis, MO 63105  
*(via electronic mail – One Drive Link, via  
overnight mail – Thumb Drive)*

Sean Donnelly  
Bureau of Technical Utility Services  
Pennsylvania Public Utility Commission  
400 North Street  
Harrisburg, PA 17120  
*(via electronic mail – One Drive Link)*

Respectfully submitted,



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**Attorneys for**  
***Pennsylvania-American Water Company***