

November 14, 2023

VIA EMAIL to kdunderdal@pa.gov
AND FIRST-CLASS MAIL
The Honorable Katrina L. Dunderdale
Pennsylvania Public Utility Commission
301 Fifth Avenue, Suite 220
Pittsburgh, PA 15222

**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, of substantially all of Borough of Brentwood’s assets, properties and rights related to its wastewater collection and conveyance system to Pennsylvania-American Water Company, and (2) the rights of Pennsylvania-American Water Company to begin to offer or furnish wastewater service to the public in the Borough of Brentwood, Allegheny County, Pennsylvania
Docket No. A-2021-3024058**

Dear Judge Dunderdale:

Pending is a decision whether to admit ALJ-Exhibit 2 into the record. Allegheny County Sanitary Authority (“ALCOSAN”) writes respectfully to urge Your Honor to admit the document into the record.

ALJ-Exhibit 2 is an Amended Joint Stipulation among ALCOSAN, the Borough of Brentwood (“Brentwood”), and Pennsylvania-American Water Company (“PAWC”) (collectively, the “Stipulating Parties”) that differs in some minor and non-substantive ways from the ALJ-Exhibit 1, the previously submitted Joint Stipulation among the Stipulating Parties. The difference between the two is that ALJ-Exhibit 2 corrected certain references to Schedules 4.05, 4.13, and 5.04 (the “Schedules”) of the Asset Purchase Agreement (“APA”) between Brentwood and PAWC previously entered into evidence.

The sole purpose of amending the Schedules in the original Joint Stipulation was to ensure that the Schedules attached to the APA were amended to be consistent with the Cooperation and Allocation of Responsibilities Agreement between Brentwood and PAWC (the “Cooperation Agreement”), which Cooperation Agreement was previously entered into evidence.

All Stipulating Parties approved the Joint Stipulation regarding how the Schedules should

be amended to be consistent with the Cooperation Agreement. PAWC filed the fully executed Joint Stipulation with the Commission on November 7, 2023. PAWC, however, failed to attach copies of the Schedules to the Joint Stipulation, as required by footnote 2 in the Joint Stipulation. ALCOSAN notified PAWC and Brentwood that the Schedules were not attached, and it was agreed that the Joint Stipulation should be re-filed with the Schedules attached to ensure the Commission record was complete and accurate.

When PAWC and Brentwood reviewed the Schedules to be attached to the Joint Stipulation, they discovered that PAWC had submitted one set of “final” Schedules to the Commission, and Brentwood had submitted a different set of “final” Schedules to the Commission. In order to resolve the confusion as to which of the Schedules were the “final” version of the Schedules (PAWC’s or Brentwood’s), to determine what amendments to the Schedules were needed to be consistent with the Cooperation Agreement, it was agreed that the Joint Stipulation should be amended (and not just corrected) to clarify the record.

The Stipulating Parties worked diligently through the holiday weekend to ensure that the Schedules and therefore the Amended Joint Stipulation, ALJ-Exhibit 2, are correct and accurate.

As noted on the record, ALCOSAN also formally makes an offer of proof pursuant to Section 5.414 of the Commission’s regulations as to both ALJ-Exhibit 1 and ALJ-Exhibit 2. *See* 52 Pa. Code § 5.414.

For these reasons, ALCOSAN respectfully requests that ALJ-Exhibit 2 be admitted into the record, subject to comment by the objecting parties. Alternatively, if Your Honor will not admit ALJ-Exhibit 2 into the record, ALCOSAN respectfully requests that ALJ-Exhibit 1 be admitted into the record.

Very Truly Yours,

SALZMANN HUGHES, P.C.

/s/ Scott T. Wyland

Scott T. Wyland

cc: PA PUC Secretary Rosemary Chiavetta
Certificate of Service

CERTIFICATE OF SERVICE

I hereby certify that I have this day served a true copy of the foregoing document upon parties of record in this proceeding in accordance with the requirements of 52 Pa. Code § 1.54 (relating to service by a participant), in the manner and upon the persons listed below:

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Dated: November 14, 2023

/s/ Scott T. Wyland
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