



COMMONWEALTH OF PENNSYLVANIA

December 1, 2023

E-FILED

Rosemary Chiavetta, Secretary
Pennsylvania Public Utility Commission
Commonwealth Keystone Building
400 North Street
Harrisburg, PA 17120

Re: Application of Aqua Pennsylvania Wastewater, Inc. (hereinafter referred to as “Aqua” or “Applicant”) pursuant to Sections 1102 and 1329 of the Public Utility Code for: (1) approval of the acquisition by Aqua of the wastewater system assets of the Greenville Sanitary Authority (“GSA”) situated within the Borough of Greenville, Hempfield Township, and West Salem Township, Mercer County, Pennsylvania; (2) approval of the right of Aqua to begin to offer, render, furnish and supply wastewater service to the public in the Borough of Greenville, Hempfield Township and West Salem Township, Mercer County, Pennsylvania; and (3) an order approving the acquisition that includes the ratemaking rate base of the GSA wastewater system assets pursuant to Section 1329(c)(2) of the Public Utility Code. Request for Approval of Contracts, including Assignments of Contracts, between Aqua and the GSA, Pursuant to Section 507 of the Public Utility Code / Docket No. A-2023-3041695

Dear Secretary Chiavetta:

Enclosed please find the Protest, Notice of Intervention, Public Statement, and Verification, on behalf of the Office of Small Business Advocate (“OSBA”), in the above-captioned proceeding.

Copies will be served on all known parties in this proceeding, as indicated on the attached Certificate of Service.

If you have any questions, please do not hesitate to contact me.

Sincerely,

/s/ Rebecca Lyttle

Rebecca Lyttle
Assistant Small Business Advocate
Attorney ID No. 201399

Enclosures

cc: Brian Kalcic
Parties of Record

**BEFORE THE
PENNSYLVANIA PUBLIC UTILITY COMMISSION**

Application of Aqua Pennsylvania Wastewater, Inc. (hereinafter referred to as “Aqua” or “Applicant”) pursuant to Sections 1102 and 1329 of the Public Utility Code for: (1) approval of the acquisition by Aqua of the wastewater system assets of the Greenville Sanitary Authority (“GSA”) situated within the Borough of Greenville, Hempfield Township, and West Salem Township, Mercer County, Pennsylvania; (2) approval of the right of Aqua to begin to offer, render, furnish and supply wastewater service to the public in the Borough of Greenville, Hempfield Township and West Salem Township, Mercer County, Pennsylvania; and (3) an order approving the acquisition that includes the ratemaking rate base of the GSA wastewater system assets pursuant to Section 1329(c)(2) of the Public Utility Code. Request for Approval of Contracts, including Assignments of Contracts, between Aqua and the GSA, Pursuant to Section 507 of the Public Utility Code : **Docket No. A-2023-3041695**

**PROTEST OF
THE OFFICE OF SMALL BUSINESS ADVOCATE**

The Office of Small Business Advocate (“OSBA”) files this Protest with respect to the above-captioned Application of Aqua Pennsylvania Wastewater, Inc. (“Application”) pursuant to Sections 5.51(a) and 5.71(a)(1) of the Rules of Practice and Procedure of the Pennsylvania Public Utility Commission (“Commission”), 52 Pa. Code §§ 5.51(a) and 5.71(a)(1). In support of this Protest, the OSBA avers as follows:

1. The OSBA is an agency of the Commonwealth of Pennsylvania authorized by the

Small Business Advocate Act (Act 181 of 1988, 73 P.S. §§ 399.41 - 399.50) to represent the interests of small business consumers as a party in proceedings before the Commission.

2. Representing the OSBA in this proceeding is:

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3. The Application was filed by Aqua Pennsylvania Wastewater, Inc. (“Aqua WW” or the “Company”) on November 17, 2023, and requests that the Commission: (1) approve Aqua WW’s acquisition of the wastewater system assets (“Acquired Assets”) of the Greenville Sanitary Authority (“GSA”); (2) approve the right of Aqua WW to begin providing wastewater service in the requested territory; and (3) in its Order approving the acquisition, incorporate the ratemaking rate base of the Acquired Assets as determined under Section 1329(c)(2) of the Public Utility Code, 66 Pa. C.S. § 1329(c)(2). Aqua WW also requests that the Commission, to the extent necessary, issue certificates for filing, pursuant to Section 507 of the Public Utility Code, 66 Pa.C.S. § 507, for certain municipal contracts that Aqua WW has included in their Application. (*App. Para 3.*)

4. Aqua WW is a regulated public utility company, duly organized and existing under the laws of the Commonwealth of Pennsylvania. Aqua WW is engaged in the wastewater service business and furnishes wastewater service to approximately 60,000 customer accounts, as reflected in documents already on file with the Commission. (*App. Para 9.*)

5. GSA is a duly organized and validly existing municipal authority organized and existing under the Municipal Authorities Act of 1945. GSA provides wastewater service to approximately 2,283 customers, which includes 2,082 residential, 183 commercial, 2 industrial, and 14 public within the

requested territory, and bulk service to two contributing municipalities (1,168 in Hempfield and 571 in West Salem). (*App. Para. 31*)

6. Section 1329 of the Public Utility Code, 66 Pa. C.S. § 1329, permits a public utility to undertake certain actions only upon Commission approval evidenced by a certificate of public convenience when a wastewater system is being acquired (upon agreement of the acquiring and selling utilities), to establish a fair market value of the selling utility by utilizing the list of utility valuation experts maintained by the Commission, and to require the acquiring utility to submit to the Commission the following information when acquiring a wastewater system prior to the Commission's decision to approve or deny the proposed acquisition of a public utility and issue a certificate of public convenience:

(i) Copies of the two appraisals performed by the utility valuation experts under §1329(a) of the Public Utility Code, 66 Pa. C.S. §1329(a).

(ii) The purchase price of the selling utility as agreed to by the acquiring public that will be included in its rate base.

(iii) The ratemaking rate base determined pursuant to §1329(c) of the Public Utility Code, 66 Pa. C.S. §1329(c).

(iv) The transaction and closing costs incurred by the acquiring public utility that will be included in its rate base.

(v) A tariff containing a rate equal to the existing rates of the selling utility at the time of the acquisition and a rate stabilization plan, if applicable to the acquisition.

§1329(d) of the Public Utility Code, 66 Pa. C.S. §1329(d).

7. When a certificate of public convenience is required under Section 1102, Section 1103(a) of the Public Utility Code, 66 Pa. C.S. §1103(a), allows the Commission to issue the certificate only upon a finding or determination that the granting of such certificate is "necessary or proper for the service, accommodation, convenience, or safety of the public." According to the Pennsylvania Supreme Court, satisfying this standard requires the Commission to find that a

proposed acquisition would “affirmatively promote the ‘service, accommodation, convenience, or safety of the public’ in some substantial way.” *City of York v. Pennsylvania Public Utility Commission*, 449 Pa. 136, 141, 295 A.2d 825, 828 (Pa. 1972). In addition, Section 1103(a) allows the Commission to impose upon its issuance of a certificate of public convenience “such conditions as it may deem to be just and reasonable.”

8. The Application raises issues of concern that may require the Commission to reject the proposed transaction or to approve it only after imposing conditions. Of particular concern is whether the transaction would increase water rates as well as provide payment protections for small business customers

9. The OSBA reserves the right to raise additional issues as they arise throughout this proceeding.

WHEREFORE, the OSBA respectfully requests that the Commission reject Aqua WW’s Application as filed.

In the alternative, the OSBA respectfully requests that the Commission conduct a full investigation, including evidentiary hearings, into the Application.

Respectfully submitted,

/s/ Rebecca Lyttle

Rebecca Lyttle

Assistant Small Business Advocate

Attorney I.D. No. 201399

For: NazAarah Sabree
Small Business Advocate

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Date: December 1, 2023

**BEFORE THE
PENNSYLVANIA PUBLIC UTILITY COMMISSION**

Application of Aqua Pennsylvania : Docket No. A-2023-3041695
**Wastewater, Inc. (hereinafter referred :
to as “Aqua” or “Applicant”) pursuant :
to Sections 1102 and 1329 of the Public :
Utility Code for: (1) approval of the :
acquisition by Aqua of the wastewater :
system assets of the Greenville :
Sanitary Authority (“GSA”) situated :
within the Borough of Greenville, :
Hempfield Township, and West Salem :
Township, Mercer County, :
Pennsylvania; (2) approval of the right :
of Aqua to begin to offer, render, :
furnish and supply wastewater service :
to the public in the Borough of :
Greenville, Hempfield Township and :
West Salem Township, Mercer County, :
Pennsylvania; and :
(3) an order approving the acquisition :
that includes the ratemaking rate base :
of the GSA wastewater system assets :
pursuant to Section 1329(c)(2) of the :
Public Utility Code. Request for :
Approval of Contracts, including :
Assignments of Contracts, between :
Aqua and the GSA, Pursuant to :
Section 507 of the Public Utility Code**

**NOTICE OF INTERVENTION
OF THE OFFICE OF SMALL BUSINESS ADVOCATE**

The Office of Small Business Advocate (“OSBA”) files this Notice of Intervention with respect to t the above-captioned Application of Aqua Pennsylvania Wastewater, Inc. (“Application”) that was filed with the Pennsylvania Public Utility Commission (“Commission”) on November 17, 2023. In support of this Notice of Intervention, the OSBA avers as follows:

1. The OSBA is an agency of the Commonwealth of Pennsylvania authorized by the Small Business Advocate Act (Act 181 of 1988, 73 P.S. §§ 399.41 - 399.50) to represent the interest of small business consumers as a party in proceedings before the Commission.

2. Representing the OSBA in this proceeding is:

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Respectfully submitted,

Respectfully submitted,

/s/ Rebecca Lyttle

/s/ Steven C. Gray

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Attorney I.D. No. 201399

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Harrisburg, PA 17101
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Date: December 1, 2023

**BEFORE THE
PENNSYLVANIA PUBLIC UTILITY COMMISSION**

Application of Aqua Pennsylvania	:	Docket No. A-2023-3041695
Wastewater, Inc. (hereinafter referred to	:	
as “Aqua” or “Applicant”) pursuant to	:	
Sections 1102 and 1329 of the Public	:	
Utility Code for: (1) approval of the	:	
acquisition by Aqua of the wastewater	:	
system assets of the Greenville Sanitary	:	
Authority (“GSA”) situated within the	:	
Borough of Greenville, Hempfield	:	
Township, and West Salem Township,	:	
Mercer County, Pennsylvania; (2)	:	
approval of the right of Aqua to begin to	:	
offer, render, furnish and supply	:	
wastewater service to the public in the	:	
Borough of Greenville, Hempfield	:	
Township and West Salem Township,	:	
Mercer County, Pennsylvania; and	:	
(3) an order approving the acquisition	:	
that includes the ratemaking rate base of	:	
the GSA wastewater system assets	:	
pursuant to Section 1329(c)(2) of the	:	
Public Utility Code. Request for Approval	:	
of Contracts, including Assignments of	:	
Contracts, between Aqua and the GSA,	:	
Pursuant to Section 507 of the Public	:	
Utility Code	:	

**PUBLIC STATEMENT OF
THE OFFICE OF SMALL BUSINESS ADVOCATE**

The Small Business Advocate is authorized and directed to represent the interest of small business consumers of utility services in Pennsylvania under the provisions of the Small Business Advocate Act, Act 181 of 1988, 73 P.S. §§ 399.41 - 399.50 (the “Act”). The Act further provides that the Small Business Advocate is to issue publicly a written statement stating concisely the specific interest of small business consumers to be protected by her initiation of or intervention in any proceeding involving those interests before the Public Utility Commission

(“Commission”) or any other agency or court. This public statement relates to the filing today by the Small Business Advocate of a Protest and Notice of Intervention in the above-captioned Commission proceeding.

On November 17, 2023, Aqua Pennsylvania Wastewater, Inc. (“Aqua WW” or the “Company”) on November 17, 2023, filed an Application requesting that the Commission: (1) approve Aqua WW’s acquisition of the wastewater system assets (“Acquired Assets”) of the Greenville Sanitary Authority (“GSA”); (2) approve the right of Aqua WW to begin providing wastewater service in the requested territory; and (3) in its Order approving the acquisition, incorporate the ratemaking rate base of the Acquired Assets as determined under Section 1329(c)(2) of the Public Utility Code, 66 Pa. C.S. § 1329(c)(2). Aqua WW also requests that the Commission, to the extent necessary, issue certificates for filing, pursuant to Section 507 of the Public Utility Code, 66 Pa. C.S. § 507, for certain municipal contracts that Aqua WW has included in their Application.

The Small Business Advocate is intervening in this proceeding in order to protect the interests of Aqua WW’s small business customers. A thorough inquiry by the Commission into all of the elements of the Application is necessary to ascertain whether the Company’s proposal to acquire GSA conforms to the Public Utility Code and to the Commission’s regulations.


In view of the foregoing, the Small Business Advocate is requesting that the Application be either denied or subject to investigation and evidentiary hearings before the Commission. The Small Business Advocate will ask the Commission to deny or modify any aspect of the Company’s proposals that are not proven by Aqua WW to be just, reasonable, non-discriminatory, and fully in accordance with the Public Utility Code and the Commission’s regulations regarding default service.

Dated: December 1, 2023

VERIFICATION

I, NazAarah Sabree, hereby state that the facts set forth herein above 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).

Date: December 1, 2023



(Signature)

**BEFORE THE
PENNSYLVANIA PUBLIC UTILITY COMMISSION**

Application of Aqua Pennsylvania : Docket No. A-2023-3041695
Wastewater, Inc. (hereinafter referred to as : :
“Aqua” or “Applicant”) pursuant to Sections : :
1102 and 1329 of the Public Utility Code for: : :
(1) approval of the acquisition by Aqua of the : :
wastewater system assets of the Greenville : :
Sanitary Authority (“GSA”) situated within : :
the Borough of Greenville, Hempfield : :
Township, and West Salem Township, Mercer : :
County, Pennsylvania; (2) approval of the : :
right of Aqua to begin to offer, render, furnish : :
and supply wastewater service to the public in : :
the Borough of Greenville, Hempfield : :
Township and West Salem Township, Mercer : :
County, Pennsylvania; and : :
(3) an order approving the acquisition : :
that includes the ratemaking rate base of the : :
GSA wastewater system assets pursuant to : :
Section 1329(c)(2) of the Public Utility Code. : :
Request for Approval of Contracts, including : :
Assignments of Contracts, between Aqua and : :
the GSA, Pursuant to Section 507 of the : :
Public Utility Code : :

CERTIFICATE OF SERVICE

The Honorable Charles E. Rainey, Jr.
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DATE: December 1, 2023

/s/ Rebecca Lyttle

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