



COMMONWEALTH OF PENNSYLVANIA

March 4, 2024

**E-FILED**

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

**Re: Joint Application of Pennsylvania-American Water Company and Appalachian Utilities, Inc., Pursuant to Section 1102 of the Public Utility Code, for approval of (1) the transfer to American Water Works Company, Inc., by merger, of all property of Appalachian Utilities, Inc. used and useful in the public service; (2) the transfer to Pennsylvania-American Water Company, by merger, of all property of Appalachian Utilities, Inc. used or useful in the public service, (3) the right of Pennsylvania-American Water Company to begin to offer, render, furnish and supply water service to the public in the Borough of Avis and Townships of Pine Creek and Dunnstable, Clinton County, Pennsylvania, and (4) the abandonment by Appalachian Utilities, Inc. of all water service / Docket Nos. A-2024-3046084, A-2024-3046092**

Dear Secretary Chiavetta:

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

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

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

Sincerely,

*/s/ Sharon E. Webb*

Sharon E. Webb  
Assistant Small Business Advocate  
Attorney ID No. 73995

*Enclosures*

cc: Kevin C. Higgins  
Parties of Record

**BEFORE THE  
PENNSYLVANIA PUBLIC UTILITY COMMISSION**

<b>Joint Application of Pennsylvania-</b>	:	<b>Docket Nos. A-2024-3046084</b>
<b>American Water Company and</b>	:	<b>A-2024-3046092</b>
<b>Appalachian Utilities, Inc., Pursuant to</b>	:	
<b>Section 1102 of the Public Utility Code,</b>	:	
<b>for approval of (1) the transfer to</b>	:	
<b>American Water Works Company,</b>	:	
<b>Inc., by merger, of all property of</b>	:	
<b>Appalachian Utilities, Inc. used and</b>	:	
<b>useful in the public service; (2) the</b>	:	
<b>transfer to Pennsylvania-American</b>	:	
<b>Water Company, by merger, of all</b>	:	
<b>property of Appalachian Utilities, Inc.</b>	:	
<b>used or useful in the public service, (3)</b>	:	
<b>the right of Pennsylvania-American</b>	:	
<b>Water Company to begin to offer,</b>	:	
<b>render, furnish and supply water</b>	:	
<b>service to the public in the Borough of</b>	:	
<b>Avis and Townships of Pine Creek and</b>	:	
<b>Dunnstable, Clinton County,</b>	:	
<b>Pennsylvania, and (4) the abandonment</b>	:	
<b>by Appalachian Utilities, Inc. of all</b>	:	
<b>water service</b>	:	

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

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The Office of Small Business Advocate (“OSBA”) files this Notice of Intervention and Protest with respect to the above-captioned Application (“*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 Notice of Intervention and 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 interest of small business consumers as a party in proceedings before the Commission.

2. Representing the OSBA in this proceeding is:

Sharon E. Webb  
Assistant Small Business Advocate  
Office of Small Business Advocate  
555 Walnut Street, 1<sup>st</sup> Floor  
Harrisburg, PA 17101  
(717) 783-2525  
(717) 783-2831 (fax)  
[swebb@pa.gov](mailto:swebb@pa.gov)

3. The *Application* was filed by the Pennsylvania-American Water Company. (“PAWC” or “Company”) with respect to the proposed (1) transfer by merger of all of the property, of Appalachian Utilities, Inc. (“Appalachian”) used and useful in the public service; (2) the right of Pennsylvania-American Water Company to begin to offer, render furnish and supply water service to the public in the Borough of Avis and Townships of Pine Creek, and Dunnstable, Clinton County, Pennsylvania, and (3) the abandonment by Appalachian Utilities, Inc. of all water service.
4. PAWC is a Commission-certificated operating public utility and provides service to all classes of customers in designated service territories within Pennsylvania.

5. Section 1102(a) of the Public Utility Code, 66 Pa. C.S. § 1102(a), permits a public utility to undertake certain actions only upon Commission approval evidenced by a certificate of public convenience. Among the activities that require Commission approval is the following:

(3) For any public utility or an affiliated interest of a public utility . . . to acquire from, or to transfer to, any person or corporation . . . by any method or device whatsoever, including the sale or transfer of stock and including a consolidation, merger, sale or lease, the title to, or the possession or use of, any tangible or intangible property used or useful in the public service.

66 Pa. C.S. § 1102(a)(3).

6. 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.”

7. The *Application* raises a variety of issues that may require the Commission to reject the Application, or to approve it only after imposing conditions.

8. Specifically, the OSBA is concerned about the impact that the acquisition will have on the rates for water service for Appalachian’s customers following the closing of the proposed acquisition. The OSBA submits that further information is required to determine the impact on small business customers impacted by the proposed transaction.

9. Based upon the content of the Application, the OSBA submits that PAWC has failed to demonstrate that the Proposed Acquisition would result in an affirmative public benefit, as required under Section 1103(a) of the Public Utility Code and under York, 449 Pa. at 141, 295 A.2d at 828.

**WHEREFORE**, the Office of Small Business Advocate respectfully requests that the Commission conduct a full investigation, including evidentiary hearings, regarding the Application.

Upon completion of that investigation, the OSBA further requests that the Commission reject the Application unless the Commission finds that the Proposed Acquisition is in the public interest; provides substantial, affirmative benefits to customers; and complies with the Public Utility Code. Finally, the OSBA requests, in the alternative, that, if the Commission approves the Proposed Acquisition, the Commission impose such terms and conditions upon its approval as are necessary to ensure that the Proposed Acquisition is in the public interest; provides substantial, affirmative benefits to customers; and complies with the Public Utility Code.

Respectfully submitted,

*/s/ Sharon E. Webb*

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Sharon E. Webb  
Assistant Small Business Advocate  
Attorney I.D. No. 77538

For: NazAarah Sabree  
Small Business Advocate

Office of Small Business Advocate  
Forum Place  
555 Walnut Street, 1<sup>st</sup> Floor  
Harrisburg, PA 17101  
(717) 783-2525  
(717) 783-2831 (fax)

Date: March 4, 2024

**BEFORE THE  
PENNSYLVANIA PUBLIC UTILITY COMMISSION**

<b>Joint Application of Pennsylvania-</b>	<b>:</b>	<b>Docket Nos. A-2024-3046084</b>
<b>American Water Company and</b>	<b>:</b>	<b>A-2024-3046092</b>
<b>Appalachian Utilities, Inc., Pursuant</b>	<b>:</b>	
<b>to Section 1102 of the Public Utility</b>	<b>:</b>	
<b>Code, for approval of (1) the</b>	<b>:</b>	
<b>transfer to American Water Works</b>	<b>:</b>	
<b>Company, Inc., by merger, of all</b>	<b>:</b>	
<b>property of Appalachian Utilities,</b>	<b>:</b>	
<b>Inc. used and useful in the public</b>	<b>:</b>	
<b>service; (2) the transfer to</b>	<b>:</b>	
<b>Pennsylvania-American Water</b>	<b>:</b>	
<b>Company, by merger, of all</b>	<b>:</b>	
<b>property of Appalachian Utilities,</b>	<b>:</b>	
<b>Inc. used or useful in the public</b>	<b>:</b>	
<b>service, (3) the right of</b>	<b>:</b>	
<b>Pennsylvania-American Water</b>	<b>:</b>	
<b>Company to begin to offer, render,</b>	<b>:</b>	
<b>furnish and supply water service</b>	<b>:</b>	
<b>to the public in the Borough of Avis</b>	<b>:</b>	
<b>and Townships of Pine Creek and</b>	<b>:</b>	
<b>Dunnstable, Clinton County,</b>	<b>:</b>	
<b>Pennsylvania, and (4) the</b>	<b>:</b>	
<b>abandonment by Appalachian</b>	<b>:</b>	
<b>Utilities, Inc. of all water service</b>	<b>:</b>	

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

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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 setting forth the specific interest of small business consumers to be protected by the intervention in any proceeding involving those interests before the Public Utility Commission (“PUC” or “Commission”). This public statement relates to the filing today of a Notice of Intervention and Protest in the proceeding involving the Application was filed by the Pennsylvania-American Water Company.

("PAWC" or "Company") with respect to the proposed (1) transfer by merger of all of the property, of Appalachian Utilities, Inc. ("Appalachian") used and useful in the public service; (2) the right of Pennsylvania-American Water Company to begin to offer, render furnish and supply water service to the public in the Borough of Avis and Townships of Pine Creek, and Dunnstable, Clinton County, Pennsylvania, and (3) the abandonment by Appalachian Utilities, Inc. of all water service.

The Office of Small Business Advocate ("OSBA") has intervened in this case to assure that the interests of small business customers served are protected.

The proposed acquisition will affect the rates, terms, and conditions under which small business customers receive water and sewer services. Therefore, the OSBA has filed a Notice of Intervention and Protest in this proceeding to assure that the interests of the small business customers served by PAWC are adequately represented and protected.

Dated: March 4, 2024

**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: March 4, 2024

  
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(Signature)

**BEFORE THE  
PENNSYLVANIA PUBLIC UTILITY COMMISSION**

<b>Joint Application of Pennsylvania-</b>	<b>:</b>	<b>Docket Nos. A-2024-3046084</b>
<b>American Water Company and</b>	<b>:</b>	<b>A-2024-3046092</b>
<b>Appalachian Utilities, Inc., Pursuant to</b>	<b>:</b>	
<b>Section 1102 of the Public Utility Code,</b>	<b>:</b>	
<b>for approval of (1) the transfer to</b>	<b>:</b>	
<b>American Water Works Company,</b>	<b>:</b>	
<b>Inc., by merger, of all property of</b>	<b>:</b>	
<b>Appalachian Utilities, Inc. used and</b>	<b>:</b>	
<b>useful in the public service; (2) the</b>	<b>:</b>	
<b>transfer to Pennsylvania-American</b>	<b>:</b>	
<b>Water Company, by merger, of all</b>	<b>:</b>	
<b>property of Appalachian Utilities, Inc.</b>	<b>:</b>	
<b>used or useful in the public service, (3)</b>	<b>:</b>	
<b>the right of Pennsylvania-American</b>	<b>:</b>	
<b>Water Company to begin to offer,</b>	<b>:</b>	
<b>render, furnish and supply water</b>	<b>:</b>	
<b>service to the public in the Borough of</b>	<b>:</b>	
<b>Avis and Townships of Pine Creek and</b>	<b>:</b>	
<b>Dunnstable, Clinton County,</b>	<b>:</b>	
<b>Pennsylvania, and (4) the abandonment</b>	<b>:</b>	
<b>by Appalachian Utilities, Inc. of all</b>	<b>:</b>	
<b>water service</b>	<b>:</b>	

**CERTIFICATE OF SERVICE**

I hereby certify that true and correct copies of the foregoing have been served via email (*unless otherwise noted below*) upon the following persons, in accordance with the requirements of 52 Pa. Code § 1.54 (relating to service by a participant).

The Honorable Charles E. Rainey Jr.  
Chief Administrative Law Judge  
Pennsylvania Public Utility Commission  
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Harrisburg, PA 17120  
[crainey@pa.gov](mailto:crainey@pa.gov)

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DATE: March 4, 2024

/s/ Sharon E. Webb  
Sharon E. Webb  
Assistant Small Business Advocate  
Attorney ID No. 73995