

**BEFORE THE
PENNSYLVANIA PUBLIC UTILITY COMMISSION**

Application of Appalachian Utilities, Inc. for a :
Certificate of Public Convenience Evidencing the :
Evidencing the Pennsylvania Public Utility : A-2024-3046068
Commission’s Approval of the Transfer of 40% of :
Outstanding and Issued Stock in Appalachian :
Utilities, Inc. :

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 : A-2024-3046084
Pennsylvania-American Water Company, : A-2024-3046092
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. :

PREHEARING ORDER

First Application

On February 2, 2024, Appalachian Utilities, Inc. (Appalachian) filed with the Pennsylvania Public Utility Commission (Commission) an application seeking approval to transfer a non-controlling 40% of Outstanding Stock from its stockholder to its employee Operations Manager (Application). The Application was published in the Pennsylvania Bulletin on February 14, 2024, with a protest deadline of March 4, 2024.

On March 4, 2024, the Office of Small Business Advocate (OSBA) filed a Notice of Intervention, Public Statement and Verification and Notice of Appearance through its attorney, Sharon E. Webb, Esquire.

Also on March 4, 2024, the Office of Consumer Advocate (OCA) filed a Notice of Appearance through its attorneys, Christine Maloni Hoover, Esquire and Melanie J. El Atieh, Esquire. On March 29, 2024, Christina Maloni Hoover, Esquire filed a Withdrawal of her appearance.

Joint Application

Also on February 2, 2024, Appalachian and Pennsylvania-American Water Company (PAWC) filed a Joint Application seeking approval to merge PAWC and Appalachian (Joint Application). The Joint Application was published in the Pennsylvania Bulletin on February 14, 2024 and February 21, 2024, each with a protest deadline of March 4, 2024.

On March 4, 2024, OSBA filed a Notice of Intervention, Public Statement and Verification, Protest and Notice of Appearance through its attorney, Sharon E. Webb, Esquire.

Also on March 4, 2024, OCA filed a Protest and Public Statement through its attorneys, Christine Maloni Hoover, Esquire and Melanie J. El Atieh, Esquire. On March 29, 2024, Christina Maloni Hoover, Esquire filed a Withdrawal of her appearance.

On March 28, 2024, PAWC filed a Notice of Appearance through its attorneys, David P. Zambito, Esquire and Jonathan P. Nase, Esquire.

Joint Procedural History

No other notices to intervene or protests have been filed to date.

On May 10, 2024, the Commission served a notice establishing an initial telephonic prehearing conference for this matter for Tuesday, June 4, 2024 at 1:00 p.m. and assigning the undersigned as the Presiding Officers.

The Presiding Officers served a prehearing conference order on May 5, 2024, setting forth the rules and expectations for the conference.

The telephonic prehearing conference was held as scheduled on June 4, 2024. The participants were:

Appalachian	Thomas J. Sniscak, Esquire and Todd S. Stewart, Esquire
PAWC	Jonathan P. Nase, Esquire and Erin K. Fure, Esquire
OCA	Melanie J. El Atieh, Esquire
OSBA	Sharon E. Webb, Esquire

At the conference, several matters were discussed, including the Parties' request to consolidate the Application with the Joint Application. This Order sets forth the procedural matters addressed at the prehearing conference.

ORDER

THEREFORE,

IT IS ORDERED:

1. That the active parties of record as of this date are Appalachian, PAWC, OCA, and OSBA.
2. That the Application, at docket number A-2024-3046068, and Joint Application, at docket numbers A-2024-3046084 and A-2024-3046092, being directly connected with each other, shall be consolidated.

3. That, as the Parties have indicated their intent to seek a protective order in this case, Appalachian will file a Petition for Protective Order with the Secretary’s Bureau, after which we will consider it.

4. That service on Appalachian shall be made on Mr. Sniscak and Mr. Stewart; service on PAWC shall be made on Mr. Zambito, Mr. Nase and Ms. Fure; service on OCA shall be made on Ms. El Atieh; and service on OSBA shall be made on Ms. Webb. A service list is attached to this Order. Please direct any changes, corrections or additions to the Presiding Officers. In the event that future complaints are filed, service on individual complainants shall be made directly.

5. That our e-mail distribution list is in the chart that follows. This email distribution list is important, and any changes or corrections should be communicated to me, via e-mail, as soon as possible.

Party	Counsel	E-mail
Appalachian	Thomas J. Sniscak, Esquire	tjsniscak@hmslegal.com
Appalachian	Todd S. Stewart, Esquire	tsstewart@hmslegal.com
PAWC	David P. Zambito, Esquire	dzambito@cozen.com
PAWC	Jonathan P. Nase, Esquire	jnase@cozen.com
PAWC	Erin K. Fure, Esquire	erin.fure@amwater.com
OCA	Melanie J. El Atieh, Esquire	melatieh@paoca.org
OSBA	Sharon E. Webb, Esquire	swebb@pa.gov

From Office of OALJ

Title	Name	E-mail
ALJ	Conrad A. Johnson	cojohnson@pa.gov
ALJ	Charece Z. Collins	charcollin@pa.gov

6. That parties may arrange service among themselves as they agree. Electronic service of documents is permitted. Pursuant to 52 Pa. Code § 5.154(c), the parties are permitted without further order to limit the service of documents to parties who indicate that they do not wish to be served with such documents.

7. That parties may serve documents electronically by 4:30 p.m. to meet any required due date.

8. That pursuant to 52 Pa. Code § 5.342(d), the Commission's regulations relating to discovery are modified as proposed by OCA and agreed upon by the Parties as follows:

(1) Answers to interrogatories and responses to requests for document production, entry for inspection, or other purposes shall be served in-hand within fifteen (15) calendar days of service of the interrogatories or requests for production.

(2) Objections to interrogatories and/or requests for production shall be communicated orally to the propounding party within five (5) calendar days of service; unresolved objections shall be served in writing on the propounding party within eight (8) calendar days of service of the interrogatories and/or requests for production.

(3) Motions to dismiss objections and/or direct the answering of interrogatories and/or requests for production shall be filed within seven (7) calendar days of service of written objections.

(4) Answers to motions to dismiss objections and/or direct the answering of interrogatories and/or requests for production shall be filed within three (3) calendar days of service of such motions.

(5) Requests for admissions will be deemed admitted unless answered within ten (10) calendar days or objected to within five (5) calendar days of service.

(6) Discovery requests and discovery-related pleadings (such as objections, motions, and answers to same) served after 4:30 p.m. Monday through Thursday or after 12:00 p.m. on a Friday or the day preceding a holiday shall be deemed to have been served on the next business day.

(7) Answers to on-the-record data requests will be served within five (5) calendar days.

9. That the following procedural schedule is adopted:

Joint Applicant Direct Testimony	July 11, 2024
Advocate Direct Testimony	August 16, 2024
Rebuttal Testimony	August 30, 2024
Surrebuttal Testimony	September 16, 2024
Written Rejoinder	September 26, 2024
Hearings (two days)	October 2-3, 2024 (10:00 a.m.)
Main Briefs	October 23, 2024
Reply Briefs ¹	November 6, 2024

The due dates included in the schedule will be considered “in-hand” dates, and electronic service on the due date will satisfy the “in-hand” requirement.

10. That the parties comply with the Commission’s requirements for the preparation and service of written testimony. 52 Pa. Code § 5.412.

11. That motions with respect to written testimony must be presented in writing no later than three days prior to the date that the witness sponsoring the testimony is scheduled to testify. Answers to such motions may be filed within three days or sooner if circumstances warrant. Oral motions, other than that for good cause, will not be accepted.

¹ Or the submission of a Joint Settlement Petition with accompanying statements in support. It is the Commission’s policy to encourage settlements. 52 Pa. Code § 5.231(a).

12. That the October 2 and 3, 2024 evidentiary hearings will be held telephonically. A separate hearing notice will be issued and published on the Commission's website. A three-day turnaround for the hearing transcript will be requested.

13. That any party, or anyone that a party plans to call as a witness, who needs an accommodation for a disability in order to participate in the hearings may request one. Please call the scheduling office for the Office of Administrative Law Judge (717) 787-1399 at least five (5) business days prior to the hearing to submit this request. If a party or witness requires an interpreter to participate in the hearing, we will have an interpreter present. Please call the scheduling office (717) 787-1399 at the PUC at least ten (10) business days prior to the hearing to submit a request. Persons who are deaf or hearing-impaired may call a relay operator at 711.

14. That the parties shall stipulate to any matters they reasonably can to expedite this proceeding, lessen the burden of time and expenses in litigation on all parties and conserve administrative hearing resources. 52 Pa. Code §§ 5.232 and 5.234. All stipulations entered into by the parties shall be reduced to writing, signed by the parties to be bound thereby, and moved into the record during the hearing in this case. An exception to this requirement may occur when circumstances of time and expediency warrant. If so, an oral presentation of a stipulation is permissible, if it is followed by a reduction to writing as herein directed.

15. That the evidentiary hearings in this matter constitute formal legal proceedings and will be conducted in accordance with the Commission's Rules of Administrative Practice and Procedure and the Pennsylvania Rules of Evidence as applied to administrative hearings.

16. That the parties must comply with 52 Pa. Code §§ 5.501, *et seq.*, regarding the preparation and filing of briefs. 52 Pa. Code § 5.501(e) requires that "[b]riefs shall be as concise as possible." **All briefs must be written pursuant to an identical outline.** Service of briefs can be made electronically by no later than 4:30 p.m. on the dates listed. Parties are directed to e-mail me a copy of as-filed briefs in ADOBE or other compatible PDF format in

addition to a WORD-formatted document. The format of the briefs served electronically on the parties may be as requested by the parties.

17. That all main briefs, regardless of length, must contain:
 - A. A table of contents;
 - B. A history of the proceeding;
 - C. A discussion;
 - D. Proposed findings of fact (with record citations to transcript pages or exhibits where supporting evidence appears);
 - E. Proposed conclusions of law (with citations to supporting statutes, regulations, or relevant case law); and
 - F. Proposed ordering paragraphs specifically identifying the relief sought.

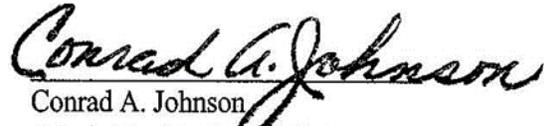
We will issue a briefing order with further instructions following the evidentiary hearings in this case.

18. That the parties are to confer among themselves to attempt to resolve all or some of the issues associated with the Complaints in this proceeding. The parties are commended for their willingness to discuss settlement. The parties are reminded that it is the Commission's policy to encourage settlements. 52 Pa. Code § 5.231(a). The parties are strongly urged to seriously explore this possibility. If a settlement is reached, a joint settlement petition executed by representatives of all parties to be bound thereby, together with statements in support of settlement by all signatory parties, must be filed with the Secretary for the Commission and served on me. Any settlement petition should also include proposed findings of fact with page references to statements of testimony and exhibits, proposed conclusions of law, with legal citations and proposed ordering paragraphs.

19. That the parties shall comply with the procedural rules and regulations discussed herein.

20. That any provision of this prehearing order may be modified upon motion and good cause shown by any party in interest in accordance with 52 Pa. Code § 5.223(a).

Date: June 13, 2024


Conrad A. Johnson
Administrative Law Judge

_____/s/_____
Charece Z. Collins
Administrative Law Judge

A-2024-3046068 APPLICATION OF APPALACHIAN UTILITIES, INC. FOR A CERTIFICATE OF PUBLIC CONVENIENCE EVIDENCING THE PENNSYLVANIA PUBLIC UTILITY COMMISSION'S APPROVAL OF THE TRANSFER OF 40% OF OUTSTANDING AND ISSUED STOCK IN APPALACHIAN UTILITIES, INC.

A-2024-304 6084, A-2024-3046092 JOINT APPLICATION OF PENNSYLVANIA-AMERICAN WATER COMPANY AND APPALACHIAN UTILITIES, INC., PURSUANT TO SECTION 1102 OF THE PUBLIC UTILITY CODE

(SERVICE LIST REVISED 6/5/24)

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