



COMMONWEALTH OF PENNSYLVANIA

August 6, 2024

E-FILED

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

Re: Joint Application of Aqua Pennsylvania, Inc., (“Aqua” or the “Company”) and its subsidiary, Honesdale Consolidated Water Company, (“Honesdale”), for the approval of: (1) the transfer to Aqua, through merger, of all property of Honesdale used or useful in the public service; (2) the right of Aqua to begin to offer, render, furnish, and supply water service in portions of the Borough of Honesdale, Townships of Texas and Dyberry, Wayne County Pennsylvania nunc pro tunc; and (3) the abandonment by Honesdale of public utility service in portions of the Borough of Honesdale, Townships of Texas and Dyberry, Wayne County Pennsylvania, and Request for Approval of Merger Between Affiliates / Docket Nos: A-2024-3049920, A-2024-3049921

Dear Secretary Chiavetta:

Enclosed please find the Prehearing Memorandum, 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/ Rebecca Lyttle

Rebecca Lyttle
Assistant Small Business Advocate
Attorney ID No. 201399

Enclosures

cc: Jason Hails
Roger Cathcart
Parties of Record

Please address all correspondence in that matter as follows:

Rebecca Lyttle, Esq.
Assistant Small Business Advocate
Office of Small Business Advocate
Forum Place
555 Walnut Street, 1st Floor
Harrisburg, PA 17101
(717) 783-0253
(717) 783-2831 (fax)
relyttle@pa.gov

II. **FILING BACKGROUND**

On July 3, 2024, Joint Application (“ Application”) of Aqua Pennsylvania, Inc., (“Aqua” or the “Company”) and its subsidiary, Honesdale Consolidated Water Company, (“Honesdale”), together referred to as “Joint Applicants” for the approval of: (1) the transfer to Aqua, through merger, of all property of Honesdale used or useful in the public service; (2) the right of Aqua to begin to offer, render, furnish, and supply water service in portions of the Borough of Honesdale, Townships of Texas and Dyberry, Wayne County, Pennsylvania nunc pro tunc; and (3) the abandonment by Honesdale of public utility service in portions of the Borough of Honesdale, Townships of Texas and Dyberry, Wayne County, Pennsylvania, and Request for Approval of Merger Between Affiliates.

On July 22, 2024, the OSBA filed a Protest and Notice of Intervention in response to the *Application*.

III. IDENTIFICATION OF WITNESS AND TENTATIVE ISSUES

Assisting in the development and presentation of the OSBA's case in these proceedings will be:

Jason Hails
Quantiv Advisory, LLC
925 Wappoo Road, Suite A
Charleston, SC 29407
j.hails@quantivadvisory.com

Roger Cathcart, CPA, CA, CBV
Cathcart Advisors Inc.
Financial Regulatory Advisors
300-330 St. Mary Ave.
Winnipeg, MB, R3C 3Z5
Canada
REMC@CathcartAdvisors.com

The OSBA will participate in these proceedings to ensure that the interests of small business customers are adequately represented and protected. After an initial review of the materials submitted by the Joint Applicants, the OSBA has identified the following issues that it will evaluate in these proceedings:

- (1) Whether the transaction results in the provision of safe, adequate, and reasonable service at just and reasonable rates for the small business customers of Aqua and Honesdale;
- (2) Whether the transaction result in substantial affirmative benefits; and
- (3) Whether a formal payment assistance program will be enacted for the small business customers of Aqua and Honesdale.

The OSBA reserves the right to pursue additional issues that may arise throughout these proceedings.

IV. SERVICE OF DOCUMENTS

In accordance with 52 Pa. Code § 1.54(b)(3)(i), the OSBA agrees to accept electronic mail delivery of documents on the due date¹ as satisfying the in-hand requirement.

¹ In accordance with 52 Pa. Code § 1.56(a)(5), documents must be received by 4:30 pm.

The OSBA requests that email delivery of documents also be provided to its witnesses, identified above.

In addition to email copies of pleadings, briefs, and exceptions, the OSBA requests email copies of responses to discovery propounded by the OSBA or any other party.

V. SETTLEMENT

The OSBA notes its willingness to enter settlement discussions at the appropriate phase of these proceedings.

VI. HEARING AND BRIEFING SCHEDULE

At the time of this writing, the OSBA is working with the parties to develop a procedural schedule.

Respectfully submitted,

/s/ Rebecca Lyttle

Rebecca Lyttle
Assistant Small Business Advocate
Attorney ID # 201399

Commonwealth of Pennsylvania
Office of Small Business Advocate
Forum Place
555 Walnut Street, 1st Floor
Harrisburg, PA. 17101

Dated: August 6, 2024

Alexander R. Stahl, Esquire
Aqua Services, Inc.
Regulatory Counsel
762 W. Lancaster Avenue
Bryn Mawr, PA 19010
astahl@aquaamerica.com

Frances P. Orth, Esquire
Vice-President and Senior Managing
Counsel
Aqua Pennsylvania Wastewater, Inc.
762 West Lancaster Avenue
Bryn Mawr, PA 19010
Fporth@essential.com

DATE: August 6, 2024

/s/ Rebecca Lyttle _____
Rebecca Lyttle
Assistant Small Business Advocate
Attorney I.D. No. 201399