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October 4, 2024

VIA ELECTRONIC FILING

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

Re: Joint Application of Aqua Pennsylvania, Inc. and its subsidiary, Honesdale Consolidated Water Company, 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 and A-2024-3049921

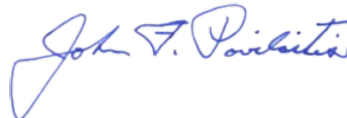
Dear Secretary Chiavetta:

Enclosed please find a Joint Stipulation filed on behalf of Aqua Pennsylvania, Inc., Honesdale Consolidated Water Company and the Office of Small Business Advocate in the above-captioned proceeding.

Copies of the Joint Stipulation are being served consistent with the attached Certificate of Service.

Please advise if you have any questions regarding this matter.

Very truly yours,



John F. Povilaitis

JFP/ja
Enclosure

**BEFORE THE
PENNSYLVANIA PUBLIC UTILITY COMMISSION**

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;	:	Docket No. A-2024-3049920
	:	
(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 <i>nunc pro tunc</i> ; 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.	:	Docket No. A-2024-3049921
	:	
Request for Approval of Merger Between Affiliates	:	

**JOINT STIPULATION OF AQUA PENNSYLVANIA, INC. HONESDALE
CONSOLIDATED WATER COMPANY AND THE OFFICE OF SMALL
BUSINESS ADVOCATE**

Pursuant to Section 5.234 of the Pennsylvania Public Utility Commission’s (“Commission”) regulations, 52 Pa. Code § 5.234, and Section 69.401 of the Commission’s Policy Statements, 52 Pa. Code § 69.401, Aqua Pennsylvania, Inc. (“Aqua”), Honesdale Consolidated Water Company (“Honesdale”), and the Office of the Small Business Advocate (“OSBA”) (collectively, the “Parties”) submit the following Joint Stipulation for the record of the above-captioned Application proceeding. This Joint Stipulation is intended to be binding on the Parties with respect to the matters so stipulated. For the reasons that follow, the Parties respectfully

request that this Joint Stipulation be accepted into the evidentiary record of this proceeding, and that the Presiding Officer, Administrative Law Judge (“ALJ”) Arlene Ashton, reassign this Application proceeding to the Bureau of Technical Utility Services (“TUS”) for review and recommendation to the Commission on the grounds that an evidentiary hearing on this Joint Application is no longer being requested and is not necessary.

1. On July 3, 2024, Aqua, together with its subsidiary Honesdale, Joint Applicants in this proceeding (together Aqua and Honesdale are “Joint Applicants”), filed with the Commission a Joint Application for approval of: (i) the transfer to Aqua, through merger, of all property of Honesdale used or useful in the public service; (ii) the right of Aqua to begin to offer, furnish and supply water service in portions of the Borough of Honesdale, Townships of Texas and Dyberry, Wayne County, Pennsylvania *nunc pro tunc*; and (iii) the abandonment by Honesdale of public utility service in portions of the Borough of Honesdale, Townships of Texas and Dyberry, Wayne County, Pennsylvania, and a request for approval of the merger of the Aqua and Honesdale affiliates.

2. Notice of this Joint Application was published in the Pennsylvania Bulletin.

3. On July 22, 2024, the OSBA filed a timely Notice of Intervention and Public Statement requesting evidentiary hearings. No other interventions were filed with the Commission.

4. The ALJ issued a Prehearing Conference Order dated July 25, 2024, and a Prehearing Conference for the Joint Application was held on August 9, 2024. Prehearing Memoranda were filed by the Joint Applicants and OSBA. The ALJ issued a Prehearing Order dated August 9, 2024, that set a procedural litigation schedule for this proceeding.

5. On September 12, 2024, counsel for Joint Applicants requested that the ALJ grant a one-week extension of time for the Joint Applicants to serve its Direct Testimony in this proceeding, based on significant progress that had been made toward settlement of this matter.¹ This request was granted by an Order of the ALJ dated September 13, 2024.

6. Discussions between the Joint Applicants and the OSBA aimed at resolving the OSBA's request for evidentiary hearings continued, and on September 24, 2024, the Parties informed the ALJ that a resolution had been reached. The Parties requested that the procedural schedule for this proceeding be suspended and advised the ALJ that the Parties intended to serve and file a Joint Stipulation.

7. By Order dated September 24, 2024, the procedural schedule for this proceeding was suspended and ALJ directed that a Joint Stipulation documenting the terms of the settlement between the Joint Applicants and the OSBA be filed and served on or before October 4, 2024.

8. The Parties have agreed that upon the filing and incorporation of the Joint Stipulation into the evidentiary record by the ALJ, the OSBA withdraws its request for evidentiary hearings in this matter. OSBA would retain its status as an intervenor in this case and remain on the service list for this proceeding.

9. Aqua has agreed that in a six-month period following the Commission's issuance of a final and unappealable Order approving the Joint Application, it will include three bill notices in the former Honesdale commercial customers' monthly bills. Although the details of the final wording and timing of these bill notices have not been fully resolved, the Parties agree that these bill notices will inform the former Honesdale commercial customers that: (i) the OSBA is an

¹ The undersigned counsel for the Joint Applicants entered their appearance in this matter on September 13, 2024.

independent state agency that represents the interests of small business consumers in regulated utility matters before the Commission, (ii) the OSBA works directly with small businesses to assist with any questions or concerns they may be experiencing with their utility services, and (iii) the OSBA may be contacted by viewing the website at www.osba.pa.gov.


10. As part of this Joint Stipulation, the Parties respectfully request that the Joint Application be reassigned from the Office of Administrative Law Judge to TUS for review and disposition on the merits.

11. The Parties submit that the terms of this Joint Stipulation and the resultant avoidance of further litigation of the Joint Application are in the public interest and consistent with this Commission's strong support for negotiated stipulations. Section 69.401 of the Commission's Policy Statement provides that the results of a negotiated stipulation are "often preferable to those achieved at the conclusion of a fully litigated proceeding." 52 Pa. Code § 69.401.

WHEREFORE, for the reasons specified above, Aqua, Honesdale, and the OSBA respectfully request that the ALJ accept and enter it into the evidentiary record of this proceeding this Joint Stipulation that provides for: (i) the OSBA's withdrawal of its request for evidentiary hearings in this Joint Application, (ii) the issuance of three customer notices in commercial customers' bills by Aqua as described above, and (iii) the reassignment of the Joint Application from the Office of Administrative Law Judge to TUS for review and Disposition on the merits.

Respectfully submitted,

BUCHANAN INGERSOLL & ROONEY, PC



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/s/ Rebecca Lyttle

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Dated: October 4, 2024

CERTIFICATE OF SERVICE


I hereby certify that I have this day served a true copy of the foregoing document upon the parties, listed below, in accordance with the requirements of § 1.54 (relating to service by a party).

Honorable Arlene Ashton
Administrative Law Judge
Pennsylvania Public Utility Commission
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Date: October 4, 2024



John F. Povilaitis