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March 17, 2025

VIA ELECTRONIC FILING

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

**Re: Pennsylvania Public Utility Commission Bureau of Investigation and Enforcement Petition to Request the Commission Open a Section 529 Investigation into the Acquisition of Rock Spring Water Company
Docket No. P-2024-3051313**

Dear Secretary Chiavetta:

Enclosed for filing with the Pennsylvania Public Utility Commission in the above-referenced proceeding is the Motion to Stay the Proceeding of Pennsylvania-American Water Company. **All parties to this proceeding, specifically the Bureau of Investigation and Enforcement, the Office of Consumer Advocate, the Office of Small Business Advocate, Aqua Pennsylvania, Inc., the Department of Environmental Protection, State College Borough Water Authority, Ferguson Township, and Rock Spring informed PAWC they do not oppose this Motion to Stay.** A copy of this filing is being served in accordance with the attached Certificate of Service.

Sincerely,

A handwritten signature in black ink, appearing to read "Teresa K. Harrold".

Teresa K. Harrold

cc: The Honorable John M. Coogan (*via electronic mail*)
Per Certificate of Service (*via electronic mail*)
David Zambito, Esquire (*via electronic mail*)
Jonathan Nase, Esquire (*via electronic mail*)

**BEFORE THE
PENNSYLVANIA PUBLIC UTILITY COMMISSION**

Pennsylvania Public Utility Commission :
Bureau of Investigation and Enforcement :
Petition to Request the Commission Open : Docket No. P-2024-3051313
A Section 529 Investigation into the Acquisition :
of Rock Spring Water Company :

CERTIFICATE OF SERVICE

I hereby certify that I am this 17th day of March, 2025, serving the above-referenced **Motion to Stay the Proceeding** upon the persons and in the matter indicated below, which service satisfies the requirements of 52 Pa. Code § 1.54 (related to service by a party).

SERVICE BY ELECTRONIC MAIL ONLY

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Respectfully submitted,



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**Counsel for Pennsylvania-American
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**BEFORE THE
PENNSYLVANIA PUBLIC UTILITY COMMISSION**

Pennsylvania Public Utility	:	
Commission Bureau of Investigation	:	
and Enforcement Petition to Request	:	Docket No. P-2024-3051313
the Commission Open A Section 529	:	
Investigation into the Acquisition of	:	
Rock Spring Water Company	:	

MOTION TO STAY THE PROCEEDING

TO ADMINISTRATIVE LAW JUDGE JOHN M. COOGAN:

Pursuant to 52 Pa. Code § 5.103, Pennsylvania-American Water Company (“PAWC” or the “Company”) hereby files this Motion to Stay the Proceeding (“Motion to Stay”) as a result of the Joint Motion of Chairman Stephen M. DeFrank and Commissioner John F. Coleman, Jr. issued on March 13, 2025 in this matter (“Joint Motion”).

In the Joint Motion, the Pennsylvania Public Utility Commission (“PUC” or “Commission”) appoints PAWC as the receiver of Rock Spring Water Company (“Rock Spring”) and directs Rock Spring to work expeditiously with State College Borough Water Authority (“SCBWA”) to negotiate an asset purchase agreement to sell Rock Spring’s assets to SCBWA within 90 days of the issuance of the Order formalizing the Joint Motion. If such an agreement is executed, Rock Spring is directed to file an application to abandon its certificate of public convenience (“Abandonment Application”), which would be subject to expedited Commission review. If Rock Spring files the Abandonment Application, the procedural schedule for this proceeding would be further stayed. If the Commission approves the Abandonment Application, this proceeding would be closed.

The execution of an asset purchase agreement and filing of an Abandonment Application are critical factual developments that could potentially impact parties’ positions in this

proceeding. In recognition that key factual developments related to this proceeding are currently unknown, PAWC respectfully requests that the above-captioned proceeding be stayed and that no further testimony be exchanged or evidentiary hearings be held until 90 days after the issuance of the Commission’s Order formalizing the Joint Motion. Further, given that the rebuttal testimony due date for all parties is March 20, 2025, PAWC requests that the Administrative Law Judge (“ALJ”) direct any party who objects to this Motion to respond by no later than March 19, 2025 either via e-mail or filed answer as permitted under 52 Pa. Code § 5.103(c) and 52 Pa. Code § 5.483. All parties to this proceeding, specifically the Bureau of Investigation and Enforcement (“I&E”), the Office of Consumer Advocate (“OCA”), the Office of Small Business Advocate (“OSBA”), Aqua Pennsylvania, Inc. (“Aqua”), the Department of Environmental Protection (“DEP”), SCBWA, Ferguson Township, and Rock Spring,¹ informed PAWC that they do not oppose this Motion to Stay.

In support of its Motion to Stay, PAWC states as follows:

I. BACKGROUND

1. On September 20, 2024, I&E filed a petition requesting that the Commission open a Section 529 investigation into the acquisition of Rock Spring Water Company.

2. The following parties filed notices or petitions to intervene in this proceeding: OCA, OSBA, PAWC, SCBWA, Aqua, DEP, and Ferguson Township.

3. On October 30, 2024, the ALJ held a prehearing conference during which, among other things, parties’ petitions to intervene were granted and a procedural schedule was established.

4. By Prehearing Order dated November 5, 2024, the ALJ adopted the following

¹ After Bryant Larrabee P.C. withdrew as Rock Spring’s counsel, PAWC was notified that Rod Beard was engaged by Rock Spring. Mr. Beard notified PAWC that Rock Spring does not oppose this Motion.

procedural schedule:

I&E Direct Testimony	January 23, 2025
Other Parties' Direct Testimony	February 20, 2025
Rebuttal Testimony	March 20, 2025
Surrebuttal Testimony	April 17, 2025
Evidentiary Hearings	April 29 & 30, 2025
Main Briefs	May 20, 2025
Reply Briefs	June 5, 2025

5. On February 6, 2025, the OCA filed a Petition for Issuance of an Interim Emergency Order pursuant to 52 Pa. Code §§ 3.1-3.11 (“Interim Emergency Petition”).

6. On February 14, 2025, a telephonic hearing on the Interim Emergency Petition was held by the ALJ. Briefs related to the Interim Emergency Petition were filed on February 18, 2025.

7. On February 20, 2025, the ALJ issued an Order approving the Interim Emergency Petition and appointing PAWC as Rock Spring’s receiver. The ALJ’s granting of relief by interim emergency order also was certified to the Commission for interlocutory review.

8. On March 13, 2025, the Joint Motion was issued appointing PAWC as the receiver of Rock Spring and directing Rock Spring to work expeditiously with SCBWA to negotiate an asset purchase agreement to sell Rock Spring’s assets to SCBWA and file an Abandonment Application within 90 days of the Order formalizing the Joint Motion. If Rock Spring files the Abandonment Application, the procedural schedule for this proceeding would be

further stayed. If the Commission approves the Abandonment Application, this proceeding would be closed.

II. MOTION TO STAY

9. PAWC respectfully requests that the above-captioned proceeding be stayed until 90 days after the issuance of the Order formalizing the Joint Motion.

10. The Commission is requesting that Rock Spring file an Abandonment Application in approximately 90 days, which concludes after the Reply Brief deadline currently set. In order to file an Abandonment Application, Rock Spring and SCBWA need to execute an asset purchase agreement, which has not yet occurred.

11. The execution of an asset purchase agreement and subsequent filing of an Abandonment Application are substantial factual developments that likely will impact parties' positions and the final disposition in this proceeding.

12. For example, if an Abandonment Application is filed based on the execution of a reasonable asset purchase agreement, this proceeding will be further stayed and closed if the Commission approves the Abandonment Application. By contrast, if asset purchase agreement negotiations fall apart and/or the Abandonment Application is denied by the Commission, this proceeding should continue expeditiously in order for the Commission to determine whether to order acquisition of Rock Spring by a capable public utility. *See* Joint Motion, p. 5.

13. Because developments over the next 90 days are necessary to inform parties' testimony and legal positions in this matter, the procedural schedule of this matter should be stayed.

14. No party will be substantially prejudiced if this stay is granted because PAWC will act as receiver for the duration of this proceeding. To the contrary, moving forward with the procedural schedule at this time could prejudice and disadvantage parties who do not yet know

how negotiations between Rock Spring and SCBWA will proceed.

15. Accordingly, PAWC respectfully requests that the ALJ stay this proceeding until 90 days after the issuance of the Order formalizing the Joint Motion.

III. CONCLUSION

For the reasons set forth above, PAWC respectfully requests that Administrative Law Judge John M. Coogan grant this Motion and stay the above-captioned matter until 90 days after the issuance of the Order formalizing the Joint Motion. Further, given that the rebuttal testimony due date for all parties is March 20, 2025, PAWC requests that the ALJ direct any party who objects to this Motion to respond by no later than March 19, 2025 either via e-mail or filed answer as permitted under 52 Pa. Code § 5.103(c) and 52 Pa. Code § 5.483.

Respectfully submitted,



Dated: March 17, 2025

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**BEFORE THE
PENNSYLVANIA PUBLIC UTILITY COMMISSION**

Pennsylvania Public Utility	:	
Commission Bureau of Investigation	:	
and Enforcement Petition to Request	:	Docket No. P-2024-3051313
the Commission Open A Section 529	:	
Investigation into the Acquisition of	:	
Rock Spring Water Company	:	

PROPOSED ORDER

AND NOW, in consideration of the Motion to Stay the Proceeding filed by Pennsylvania-American Water Company on March 17, 2025, in the above-captioned matter,

IT IS ORDERED:

- a. That the Motion to Stay the Proceeding filed by Pennsylvania-American Water Company is granted consistent with this Order.
- b. That the above-captioned proceeding shall be stayed until 90 days after issuance of the Commission’s Order formalizing the Joint Motion issued on March 13, 2025.

Date

John M. Coogan
Administrative Law Judge