

**PENNSYLVANIA PUBLIC UTILITY COMMISSION
HARRISBURG, PENNSYLVANIA 17120**

**Joint Application of Appalachian Utilities,
Inc. and Pennsylvania American Water
Company**

**Public Meeting June 18, 2025
3046068-OSA
Docket Nos. A-2024-3046068
A-2024-3046084
A-2024-3046092**

STATEMENT OF COMMISSIONER JOHN F. COLEMAN, JR.

Before the Commission for review are exceptions to an Initial Decision denying approval of a Joint Application and related transactions that would result in the merger of Appalachian Utilities, Inc. (Appalachian) into the Pennsylvania American Water Company (PAWC). PAWC and Appalachian request that their exceptions be granted and the proposed merger be approved.

This case presents an unusual issue regarding whether confidential treatment should be given to the purchase price paid by PAWC to acquire the system. PAWC and Appalachian asked that this price be kept confidential, and this treatment was granted by the then presiding ALJ without objection by any party. The purchase price, however, was disclosed to the parties to the case, including the Office of Consumer Advocate. The parties were able to use and refer to the purchase price in their arguments for or against the approval of the transaction before the Office of Administrative Law Judge. The Commission knows the purchase price for the system and has had the opportunity to factor it into its deliberations on these exceptions. The confidential treatment of the purchase price is not the subject of the exceptions to the Initial Decision.

I agree that it is not clear from the record exactly why confidential treatment was afforded the purchase price. I think this issue is worthy of further review, and it may even be appropriate to direct the parties to disclose this price unless they provide additional supporting evidence as to why the purchase price should remain confidential. However, as the confidential treatment of the purchase price is not relevant to determining whether to grant the requested certificates of public convenience under Chapter 11 of the Public Utility Code, there is no legal impediment to voting on the merits of the exceptions at this Public Meeting. If PAWC were to later seek cost-recovery for the purchase price, the amount would of course have to be publicly disclosed at that time.

Moreover, I think the Commission could have addressed this issue in a more efficient manner. For example, the Commission could have addressed the merits of the transaction at this or the prior Public Meeting, and if inclined to approve the merger, could have granted tentative approval with a direction to disclose the purchase price at the time of merger closing or other appropriate date. PAWC and Appalachian could have been given some reasonable period of time to object to the disclosure, and if they did, the issue could have been separated from the approval of the merger and subject to further review. If the parties did not object to the tentative

order's direction to disclose the purchase price the tentative order could have become final without further action by the Commission.

I note that the Public Utility Code directs the Commission to rule on all exceptions within 90 days.¹ The Exceptions were filed on March 12, and this 90-day period expired on June 11. I believe that the Commission could have availed itself of other approaches that provided for full consideration of this issue, afforded the parties due process, and allowed us to address the merits of the transaction while striving to meet the timing requirements of the Code or at least minimize the delay in ruling on the exceptions. Accordingly, I will be concurring in result only on the Motion.

Date: June 18, 2025

Handwritten signature of John F. Coleman, Jr. in black ink, consisting of stylized cursive letters.

JOHN F. COLEMAN, JR.
COMMISSIONER

¹ “The Commission shall rule upon such exceptions within 90 days after filing.” 66 Pa.C.S. §332(h).