



**VIA E-FILING**

July 18, 2025

Matthew L. Homsher, Secretary  
Pennsylvania Public Utility Commission  
400 North Street  
Harrisburg, PA 17120

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

Dear Secretary Homsher:

Enclosed please find the Prehearing Memorandum of Aqua Pennsylvania, Inc. in the above captioned matter.

If you have any questions regarding this filing, please contact me at 610-645-1130 or by email at [astahl@aquaamerica.com](mailto:astahl@aquaamerica.com).

Sincerely,

/s/ Alexander R. Stahl  
Alexander R. Stahl  
Regulatory Counsel

cc: Certificate of Service

Enclosure

**BEFORE THE  
PENNSYLVANIA PUBLIC UTILITY COMMISSION**

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**The Honorable John M. Coogan, Presiding**

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**In Re: I&E Petition to Request the :  
Commission Open a Section 529 : Docket No. P-2024-3051313  
Investigation Into the Acquisition of Rock :  
Spring Water Company :**

**PREHEARING MEMORANDUM OF AQUA PENNSYLVANIA, INC.**

AND NOW, come Aqua Pennsylvania, Inc. (“Aqua”) and submits this Prehearing Memorandum in connection with the Telephonic Prehearing Conference scheduled to be held in the above captioned matter on July 23, 2025.

**I. BACKGROUND**

This proceeding concerns the Pennsylvania Public Utility Commission (“PUC” or the “Commission”) Bureau of Investigation and Enforcement’s (“I&E”) Petition filed on September 20, 2024 to Request the Commission Open a Section 529 Proceeding Investigation into the Acquisition of Rock Springs Water Company (“Petition”).

On October 9, 2024, the Office of Consumer Advocate (“OCA”) filed a Notice of Intervention.

On October 10, 2024, Aqua filed a Notice of Appearance of Attorney Alexander R. Stahl.

On October 10, 2024, Pennsylvania-American Water Company (“PAWC”) filed a Petition to Intervene.

On October 11, 2024, the Secretary’s Bureau issued a Notice of Initial Telephonic Prehearing Conference to be held on October 30, 2024 at 10:00 AM and that Administrative Law Judge (“ALJ”) John M. Coogan was presiding over the matter.

On October 15, 2024, ALJ Coogan issued a Prehearing Conference Order requiring parties to file prehearing memorandum on October 28, 2024 by 4:30 PM.

On October 16, 2024, Aqua filed a Petition to Intervene in the proceeding.

On October 21, 2024, the State College Borough Water Authority (“SCBWA”) filed a Petition to Intervene.

On October 23, 2024, the Office of Small Business Advocate (“OSBA”) filed a Notice of Intervention and Public Statement, and filed a Notice of Appearance of Rebecca Lyttle, Esq.

On October 24, 2024, David Zambito, Esq. and Jonathan Nase, Esq. of Cozen O’Connor filed a Notice of Appearance on behalf of PAWC.

On October 28, 2024, the Pennsylvania Department of Environmental Protection (“DEP”) filed a Petition to Intervene and a Notice of Appearance of Amanda Chaplin, Esq.

On October 28, 2024, Prehearing Memoranda were filed by Aqua, DEP, I&E, OCA, OSBA, PAWC, SCBWA, and Veolia in accordance with ALJ Coogan’s Prehearing Conference Order.

On October 30, 2024, the DEP filed an Entry of Appearance of Glenn Masser, Esq.

On November 5, 2024, ALJ Coogan issued Prehearing Conference No. 1 which granted the petitions to intervene of PAWC, Aqua, SCBWA, and DEP and established a procedural schedule for the proceeding, among other things.

On November 11, 2024, Ferguson Township filed a Petition to Intervene and a Notice of Appearance of Elizabeth A. Dupuis, Esq. and Morgan M. Madden, Esq. of Babst, Calland, Clements and Zomnir, P.C.

On December 2, 2024, ALJ Coogan issued Prehearing Conference Order No. 2, which granted the Petition to Intervene of Ferguson Township.

On January 23, 2025, I&E served Direct Testimony in the proceeding.

On February 6, 2025, the OCA filed a Notice of Appearance of Melanie Joy El Atieh, Esq.

On February 6, 2025, the OCA filed a Petition for Issuance of an Interim Emergency Order to appoint a Receiver for Rock Spring.

On February 7, 2025, ALJ Coogan issued a Prehearing Conference Order for Telephone Hearing Regarding Petition for Interim Emergency Order.

On February 7, 2025, the Secretary's Bureau issued a Telephonic Hearing Notice for February 14, 2025 at 10:00 A.M.

On February 11, 2025, PAWC, DEP, and Rock Spring filed Answers to OCA's Petition for Issuance of an Interim Emergency Order.

On February 12, 2025, OSBA filed a Notice of Appearance for Steven C. Gray, Esq.

On February 13, 2025, the DEP, OCA, PAWC, Rock Spring, and Aqua filed Direct Testimony regarding OCA's Petition for and Interim Emergency Order. Also on February 13, 2025, SCBWA filed an Answer and New Matter to the OCA's Petition for an Interim Emergency Order.

On February 14, 2025, an Evidentiary Hearing was held by ALJ Coogan with SCBWA, I&E, OCA, OSBA, Aqua, DEP, PAWC, Feguson Township, and Rock Spring in attendance. During the evidentiary hearing, statements of Direct Testimony were entered by OCA, PAWC, Aqua, I&E, and DEP, and oral testimony of SCBWA was taken at the Evidentiary Hearing.

On February 14, 2025, ALJ Coogan issued a Briefing Order on OCA's Petition for an Interim Emergency Order.

On February 18, 2025, Briefs were filed by Aqua, DEP, I&E, OCA, PAWC, SCBWA, and Letters in Lieu of Briefs were filed by Rock Spring and OSBA.

On February 19, 2025, OCA filed a Withdrawal of Appearance of Emily Farren, Esq.

On February 20, 2025, ALJ Coogan issued an Order Granting Petition For Issuance of An Interim Emergency Order and Certifying Material Question to the Commission, concluding that PAWC should be named as Receiver for Rock Spring.

On February 20, 2025, Direct Testimony pursuant to ALJ Coogan's November 5, 2024, Prehearing Conference Order No. 1, was filed by DEP, OCA, PAWC, and SCBWA.

On February 26, 2025, Briefs on the Material Question to the Commission were filed by PAWC and SCBWA.

On March 7, 2025, Rock Spring filed a Notice of Withdrawal of Appearance of James N. Bryant, Esq. and Carolyn M. Larrabee, Esq.

On March 17, 2025, PAWC filed a Motion to Stay the proceeding.

On March 19, 2025, ALJ Coogan issued an Order Granting PAWC's Motion to Stay the Proceeding.

On March 21, 2025, the Commission entered an Opinion and Order answering the material question in the affirmative, named PAWC as the Receiver of Rock Spring, and directed Rock Spring to negotiate with SCBWA in earnest to transfer its water system within 90 days of the Commission's Order including an application for abandonment of Rock Springs' certificate of public convenience.

On May 20, 2025, PAWC filed its Initial Status Report.

On June 19, 2025, PAWC filed a Letter to ALJ Coogan requesting that ALJ schedule a further prehearing conference as no agreement between Rock Spring and SCBWA was achieved within 90 days.

On June 27, 2025, the Secretary's Bureau issued a Further Telephonic Prehearing Conference Notice for July 23, 2025 at 10:00 A.M.

On June 27, 2025 ALJ Coogan issued a Prehearing Conference Order directing parties to file prehearing conference memorandum by 4:30 P.M. on July 18, 2025.

Aqua now files this Prehearing Conference Memorandum in compliance with ALJ Coogan's June 27, 2025 Prehearing Conference Order.

## **II. COUNSEL**

Counsel for Aqua in this matter is:

Alexander R. Stahl, Esq. (PA ID No. 317012)  
Regulatory Counsel  
Aqua Services, Inc.  
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Bryn Mawr, PA 19010  
Tel: 610-645-1130  
Email: astahl@aquaamerica.com

## **III. SERVICE OF DOCUMENTS**

Aqua's counsel is authorized to receive service of documents on behalf of Aqua in this proceeding. Aqua agrees to receive service of documents electronically at the email address listed above.

## **IV. LIST OF ISSUES AND AQUA'S POSITION IN REGARD TO THEM**

Section 529(a) presents a "general rule" list of several determinations for the Commission to address in a Section 529 investigation. In conjunction with Section 529(a), Section 529(c) identifies several "factors" for the Commission to consider in making a determination pursuant to Section 529(a). Those factors are:

- (1) The financial, managerial and technical ability of the small water or sewer utility.
- (2) The financial, managerial and technical ability of all proximate public utilities providing the same type of service.

- (3) The expenditures which may be necessary to make improvements to the small water or sewer utility to assure compliance with applicable statutory and regulatory standards concerning the adequacy, efficiency, safety or reasonableness of utility service.
- (4) The expansion of the franchise area of the acquiring capable public utility so as to include the service area of the small water or sewer utility to be acquired.
- (5) The opinion and advice, if any, of the Department of Environmental Resources as to what steps may be necessary to assure compliance with applicable statutory or regulatory standards concerning the adequacy, efficiency, safety or reasonableness of utility service.
- (6) Any other matters which may be relevant.

66 Pa. C.S. § 529(c).

Aqua is a capable water public utility that provides service proximate to the Rock Spring system. A decision regarding whether a capable public utility should acquire Rock Spring would directly affect Aqua if the Commission determines that the Aqua is a capable public utility that should acquire the system. Aqua's closest operational office is approximately 50 miles away from the Rock Spring system and its closest system is approximately 38 miles from Rock Spring. Aqua submits there are other capable public utilities or municipal corporations that are closer to the system, and therefore, in a better position to integrate operations of the Rock Spring system. PAWC is currently operating the Rock Spring system as Receiver.

The Company is not aware of any other proximate water utilities that should be served notice under Section 529(h), 66 Pa. C.S. § 529(h).

## V. WITNESSES

At this time, Aqua anticipates calling the following witnesses:

Stephen Clark  
Operations Director of Greater Pennsylvania  
Aqua Pennsylvania, Inc.  
1775 North Main Street  
Honesdale, PA 18431

Mr. Clark will address operational matters. Aqua asks that any and all contact with Mr. Clark be through counsel.

Aqua reserves the right to call additional witnesses, as necessary, and agrees to notify ALJ Coogan and the parties promptly should Aqua determine that additional witnesses will be called.

#### **VI. DISCOVERY**

Aqua does not propose any modification to the discovery regulations set forth in 52 Pa. Code § 5.321 et seq.

#### **VII. LITIGATION SCHEDULE**

Aqua will work with ALJ Coogan and the parties to develop a mutually agreeable litigation schedule.

#### **VIII. SETTLEMENT**

Aqua is willing to make a good faith effort to resolve this matter through settlement.

Respectfully submitted,

**AQUA PENNSYLVANIA, INC.**

*/s/ Alexander R. Stahl*

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Alexander R. Stahl, Esq.

Regulatory Counsel

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610-645-1130

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*Counsel for Aqua Pennsylvania, Inc.*

Date: July 18, 2025

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Spring Water Company :**

**CERTIFICATE OF SERVICE**

I hereby certify that I have this day, served a true and correct copy of the foregoing document upon the persons and in the manner set forth below in accordance with the requirements of 52 Pa. Code § 1.54 (relating to service by a party):

**VIA ELECTRONIC MAIL**

The Honorable John M. Coogan  
Office of Administrative Law Judge  
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*Counsel for the Township of Ferguson*

/s/ Alexander R. Stahl  
Alexander R. Stahl, Esq.  
Regulatory Counsel

Dated: July 18, 2025