

**BEFORE THE
PENNSYLVANIA PUBLIC UTILITY COMMISSION**

Joint Application of American Water Works	:	A-2025-3055551,
Company, Inc., Pennsylvania-American Water	:	A-2025-3055552,
Company, Nexus Regulated Utilities, LLC and	:	A-2025-3055553,
Community Utilities of Pennsylvania Inc., pursuant to	:	A-2025-3055554
Sections 1102 and 1103 of the Public Utility Code, for	:	
all of the necessary authority, approvals, and	:	
certificates of public convenience to approve the	:	
transfer of control of Community Utilities of	:	
Pennsylvania Inc. from Nexus Regulated Utilities,	:	
LLC to American Water Works Company, Inc.	:	

SCHEDULING ORDER

This order addresses the various procedural matters discussed at the prehearing conference held on July 29, 2025 and, additionally, provides directives for testimony, evidentiary hearings, briefs and settlement.

Procedural Background

The Joint Application was filed pursuant to 66 Pa. C.S. §§ 507, 1102, 1103 and 2102, and includes requests for Commission approval for transfer control of Community Utilities of Pennsylvania Inc. (CUPA) from Nexus Regulated Utilities, LLC (Nexus) to American Water Works Company, Inc. (American Water) and transfer to Pennsylvania-American Water Company (PAWC), by merger, of all assets of CUPA used or useful in the public service.¹ Additionally, the Joint Applicants seek approval for PAWC to begin to offer, render, furnish and supply water service to the public in portions of: Stroud and Pocono Townships, Monroe County; Hanover Township, Northampton County; and Lehman Township, Pike County, Pennsylvania. They also seek approval for PAWC to begin to offer, render, furnish, and supply wastewater service in portions of: Stroud and Pocono Townships, Monroe County; West

¹ American Water, PAWC, Nexus and CUPA, collectively, are the “Joint Applicants.”

Bradford Township, Chester County; and Lehman Township, Pike County, Pennsylvania. Finally, the Joint Applicants request Commission approval for the abandonment by CUPA of all water and wastewater service to the public.

In addition to those approvals pursuant to Sections 1102 and 1103 of the Public Utility Code, the Joint Applicants seek approval of affiliated interest agreements pursuant to Section 2102 and agreements with municipal corporations pursuant to Section 507.

Notice of the Joint Application was published in the *Pennsylvania Bulletin* on Saturday, June 14, 2025, and a deadline of June 30, 2025 was established for filing formal protests and petitions to intervene. 55 Pa.B. 4167.

On June 17, 2025, the Office of Small Business Advocate (OSBA) filed a Notice of Appearance, and on June 25, 2025, OSBA filed a Protest, Notice of Intervention, and Public Statement.

On June 30, 2025, the Office of Consumer Advocate filed a Protest and Public Statement.

The matter was assigned to the Office of Administrative Law Judge (OALJ) and subsequently assigned to me as Presiding Officer. On July 11, 2025, the Commission issued a Prehearing Conference Notice, scheduling a telephonic prehearing conference for July 29, 2025.

I issued a Prehearing Conference Order on July 17, 2025, establishing the procedural rules that would govern the initial prehearing conference. I also directed that each party should file and serve a prehearing memorandum by July 25, 2025.

On July 18, 2025, the Joint Applicants filed a Petition for Protective Order, and I issued a Protective Order on July 23, 2025.

In response to the Prehearing Conference Order, prehearing memoranda were received from PAWC, CUPA, OCA and OSBA on July 25, 2025.

The initial prehearing conference was held as scheduled on July 29, 2025. PAWC, CUPA, OCA and OSBA were represented by counsel. The parties discussed a variety of matters detailed below.

During the prehearing conference, the OCA asked for a total of four public input hearings: two in-person public input hearings (day/evening) and two telephonic public input hearings (day/evening). The OCA requested that the in-person public input hearings be held in the CUPA service territory at a location with accessible and free parking or easy access to public transportation.

All parties agreed on potential dates, times and locations/venues for the OCA's requested public input hearings and, specifically, for in-person public input hearings to be scheduled on September 23, 2025 at 1:00 p.m. in Bethlehem and 6:00 p.m. in Tamiment. The parties also agreed on September 24, 2025 at 1:00 p.m. and 6:00 p.m. for telephonic public input hearings. The Commission approved the request, venues were confirmed, and, on August 6, 2025, the Commission issued a Public Input Hearing Notice, which provided information for participating in the four public input hearings.

On August 7, 2025, the Commission issued another notice, which scheduled in-person evidentiary hearings on November 20, 2025 and November 21, 2025, beginning at 10:00 a.m. each day.

On September 2, 2025, PAWC and CUPA pre-served written direct testimony, in accordance with the schedule adopted during the initial prehearing conference.

Public Input Hearing Scheduling and Notice

As discussed above, notice for the public input hearings was issued on August 6,

2025. As stated therein, registration to speak at a public input hearing is encouraged but not required. Registrations will be handled by the OALJ. Responsive to other requests and questions raised at the prehearing conference, the public input hearing notice issued by the Commission provides the phone number and access code for participants to connect to the telephonic public input hearings and also provides instructions for submitting hearing exhibits.

The parties also discussed requirements for public input hearing notice by the Joint Applicants. The following requirements were established:

1. The Joint Applicants will provide notice of the public input hearings in the general readership section (versus the legal section) of local newspapers in the Tamiment and Bethlehem service territories.
2. PAWC and CUPA will provide notice of the public-input hearings on their respective websites, social media and other electronic means they use to communicate with customers and the public. The information should be prominently displayed and readily accessible.
3. Notices should include the phone number and access code for participation in the telephonic public input hearings.
4. The parties may review and have input into which specific local newspapers are used to advertise the public input hearings.
5. The parties may review the Joint Applicant's public input hearing announcements.

Litigation Schedule

During the prehearing conference, I approved the litigation schedule agreed on by all parties and set forth below. If possible, there will be a three-business day turnaround for transcripts for the public input hearings and evidentiary hearing. Given the timing of the public input hearings, the Joint Applicants will address the public input hearing testimony in their rebuttal testimony.

Direct Testimony (Joint Applicants)	Tuesday, September 2, 2025
In-Person Public Input Hearings	Tuesday, September 23, 2025 at 1:00 and 6:00 p.m.
Telephonic Public Input Hearings	Wednesday, September 24, 2025 at 1:00 and 6:00 p.m.
Direct Testimony (Other Parties)	Tuesday, October 14, 2025
Rebuttal	Thursday, October 30, 2025
Surrebuttal	Thursday, November 13, 2025
Hearing (in-person, Harrisburg)	Thursday, November 20 and Friday, November 21, 2025
Main Brief	Wednesday, December 10, 2025
Reply Brief	Tuesday, December 23, 2025

Pre-served testimony and exhibits

The parties are reminded of the Commission’s requirements for the preparation, service, and filing of written testimony. 52 Pa. Code § 5.412. Written testimony must be accompanied by all exhibits to which it relates.

The parties are directed to provide me with pre-served testimony in PDF and Word format on the date of service. As discussed during the prehearing conference, pre-served exhibits containing spreadsheets should be provided to the ALJ **and to all parties** in Excel format, within one business day of serving the PDF version.²

No written testimony will be admitted into evidence unless accompanied by a verification or affidavit of the witness. Further, no discovery responses will be admitted into evidence unless accompanied by the verification of the sponsoring witness.

All parties are directed to comply with the provisions of 52 Pa. Code § 5.243(e), which prohibits the introduction of evidence during rebuttal or surrebuttal that should have been

² For exhibits that were pre-served on September 2, 2025, this deadline will be extended to September 12, 2025.

included in the case-in-chief or substantially varies from the case-in-chief, unless the evidence is introduced in support of a proposed settlement.

Confidential Security Information (CSI) as defined by 35 P.S. § 2141 *et seq.* should not be transmitted by email or other electronic means. The parties are to avoid introducing CSI into the record and should develop alternative means, such as joint stipulations or redaction when proposing testimony or exhibits. If there is no other alternative to establish a material fact other than by CSI, the parties are to contact me immediately and in advance of the evidentiary hearing.

Evidentiary hearings

Evidentiary hearings will be held in-person, in Harrisburg, and begin promptly at 10:00 a.m. The parties must confer before commencement of the hearing to schedule their witnesses to avoid “dead time.”

No later than 10:00 a.m. on November 19, 2025, the Joint Applicants shall email a completed daily witness listing and cross-examination grid to me. Parties shall complete the daily witness listing and cross-examination grid as developed by the Joint Applicants.

In its prehearing memorandum, the OCA requested that no requirement be imposed to re-serve any written testimony and exhibits before seeking their admission into the record at the evidentiary hearing, if those documents and exhibits were already served to the ALJ and parties in accordance with the procedural schedule in this matter. I agree that it is not necessary to re-circulate materials that were already served to all parties. Instead, a party can introduce a hearing exhibit that inventories the written testimony and exhibits that the party seeks to move into the record.

No party objected to the following OCA proposals regarding hearing exhibits and, as they are reasonable, they are adopted. Where a party seeks to introduce any documents or exhibits at the hearing that were not pre-served with testimony, those hearing exhibits should be

served to the ALJ and parties **by 10:00 a.m. on November 19, 2025**. This requirement does not apply to hearing exhibits related to rejoinder, which can be served to the ALJ and parties by the end of the hearing day on which they are presented.

If a partial settlement is achieved, the parties should be prepared to proceed on the first scheduled day of hearing to present evidence on the non-resolved issues. In the event a full settlement is achieved, the parties should notify me as soon as possible prior to the scheduled hearings. The parties must still plan on convening as scheduled on November 20, 2025.

Friendly cross-examination or cumulative cross-examination during hearings will not be permitted. 52 Pa. Code §§ 5.76; 5.243.

After the hearing, it is the responsibility of the parties to provide their admitted testimony and exhibits to the court reporter – in PDF format – for addition to the record. Questions regarding how to submit your testimony and exhibits should be directed to the court reporter. All materials must be clearly marked as public or confidential. All written testimony provided to the court reporter must be accompanied by a verification from the sponsoring witness(es). No testimony should be filed with the Secretary’s Bureau.

Failure to timely submit admitted testimony, exhibits and verifications to the court reporter may result in those testimonies and exhibits being excluded from the record. Exclusion from the record will preclude me from relying on the testimony and exhibits as part of my determination on the merits.

Briefs and reply briefs

The parties must comply with 52 Pa. Code §§ 5.501 and 5.502, regarding the preparation and filing of briefs, except as otherwise directed by me. Briefs must follow a common outline and include proposed findings of fact, conclusions of law and ordering paragraphs. Page limitations on briefs will be discussed on or before the last day of hearing.

Discovery Modifications

During the prehearing conference, the parties agreed to modifications to the Commission's discovery rules. I adopted those modifications, which are set forth below. I also directed that the modifications would be effective on and after July 29, 2025.

A. Answers to written interrogatories and requests for document production, entry for inspection, or other purposes shall be served in-hand within fifteen (15) calendar days of service.

B. Objections to interrogatories and/or requests for production shall be communicated orally to the propounding party within three (3) calendar days of service of the interrogatories; unresolved objections shall be served in writing to the propounding party within five (5) calendar days of service of the interrogatories and/or requests for production.

C. Motions to dismiss objections and/or direct the answering of interrogatories and/or requests for production shall be filed within five (5) business days of service of written objections.

D. Answers to motions to dismiss objections and/or answering of interrogatories and/or requests for production shall be filed within three (3) business days of service of such motions.

E. Requests for admission will be deemed admitted unless answered within fifteen (15) calendar days or objected to within five (5) calendar days of service.

F. Answers to on-the-record data requests shall be served in-hand within five (5) calendar days of the requests.

G. Any discovery or discovery-related pleadings (such as objections, motions, and answers to same) served after 4:30 p.m. Monday through Thursday or after 1:30 p.m. on a Friday or the day before a holiday will be deemed to have been served on the next business day for purposes of calculating the due date for any responsive filing.

After rebuttal is served, the deadlines are shortened as follows:

- A. Answers to interrogatories and responses to requests for document production, entry for inspection, or other purposes shall be served within ten (10) calendar days of service of the interrogatories or requests for production.
- B. Objections to interrogatories and/or requests for production shall be communicated orally to the propounding party within two (2) calendar days of service; unresolved objections shall be served on the propounding party in writing within three (3) calendar days of service of the interrogatories and/or requests for production.
- C. Motions to dismiss objections and/or direct the answering of interrogatories and/or requests for production shall be filed within three (3) business days of service of written objections.
- D. Answers to dismiss objections and/or direct the answering of interrogatories and/or requests for production shall be filed within three (3) business days of service of such motions.
- E. Requests for admission shall be deemed admitted unless answered or objected to within ten (10) calendar days of service.
- F. Discovery requests and discovery related pleadings (such as objections, motions, and answers to same) served after 4:30 p.m. Monday through Thursday or after 1:30 p.m. on a Friday or the day preceding a holiday shall be deemed to have been served on the next business day.

Discovery disputes may be resolved via telephone conference with me, without need of a motion to compel, although the propounding party may choose to file a formal motion to compel. **In either case, counsel must certify their efforts to resolve their discovery disputes informally.** If that certification is not made, I will contact the parties and direct them to pursue informal discovery.

Service and Service List

Service by email, sent by 4:30 p.m., will satisfy the in-hand requirement and no follow-up hard copy is required.

Specific requirements for pre-served testimony and exhibits are discussed above. Any motions, petitions, and answers filed in this matter should be emailed to me in PDF and Word formats.

In the prehearing conference order that was issued on July 16, 2025, I directed the Joint Applicants to provide me with a Word version of the Application and a Word or Excel version of Appendices to the Application that are available in those formats. PAWC fulfilled that requirement on July 27, 2025.

No hard copies should be served to me unless materials are not available electronically.

Settlement and Stipulations

The parties are reminded it is the Commission's policy to encourage settlements. 52 Pa. Code § 5.231(a). The parties are strongly urged to seriously explore this possibility. If a settlement is reached, a joint settlement petition executed by representatives of all parties to be bound thereby, together with statements in support of settlement by all signatory parties, proposed findings of fact, proposed conclusions of law, and proposed ordering paragraphs, must be filed with the Secretary for the Commission and emailed to me no later than **December 10, 2025** (the deadline for main briefs). If the settlement is non-unanimous or does not resolve all issues, deadline(s) for responsive pleadings will be established.

The parties must agree on a common outline for statements in support, including headings and subheadings. Each party need not address every issue, but the issues that are addressed should be presented under the same headings and subheadings. Statements in support

should be specific and explain the benefit of the settlement terms to your client beyond the savings of litigation time and expense.

As discussed above, if a partial or full settlement is achieved prior to the evidentiary hearings, the parties must still plan on convening in-person for hearings on November 20, 2025.

If settlement is not feasible, the parties are encouraged to stipulate to any matters they reasonably can to expedite this proceeding, lessen the burden of time and expenses in litigation on all parties and conserve administrative hearing resources. 52 Pa. Code §§ 5.232 and 5.234. All stipulations entered into by the parties must be reduced to writing, signed by the parties to be bound thereby, and moved into the record during the hearing in this case. An exception to this requirement may occur when circumstances of time and expediency warrant. If so, an oral presentation of a stipulation is permissible, if it is followed by a reduction to writing.

Modification

Any of the provisions of this Scheduling Order may be modified upon motion and good cause shown by any party in interest.

Date: September 5, 2025

/s/
Erin L. Gannon
Administrative Law Judge

**A-2025-3055551, A-2025-3055552, A-2025-3055553, A-2025-3055554 -
JOINT APPLICATION OF AMERICAN WATER WORKS COMPANY INC.,
PENNSYLVANIA-AMERICAN WATER COMPANY, NEXUS REGULATED UTILITIES
LLC, AND COMMUNITY UTILITIES OF PENNSYLVANIA INC.**

ELIZABETH ROSE TRISCARI ESQUIRE
ERIN K FURE ESQUIRE
PENNSYLVANIA-AMERICAN WATER
CO.

852 WESLEY DRIVE
MECHANICSBURG PA 17055

717.550.1574

717.550.1556

717.265.6369

Elizabeth.Triscari@amwater.com

erin.fure@amwater.com

Served via eService - September 5, 2025
(*Counsel for American Water Works Co.,
Inc. and Pennsylvania-American Water
Co.*)

DAVID P ZAMBITO ESQUIRE
JONATHAN P NASE ESQUIRE
COZEN O'CONNOR
17 NORTH SECOND STREET SUITE
1410

HARRISBURG PA 17101

717.703.5892

717.870.2725

717.773.4191

dzambito@cozen.com

jnase@cozen.com

Served via eService - September 5, 2025
(*Counsel for American Water Works Co.,
Inc. and Pennsylvania-American Water
Co.*)

WHITNEY E SNYDER ESQUIRE
HMS LEGAL LLP
501 CORPORATE CIRCLE SUITE 302
HARRISBURG PA 17110

717.236.1300

wesnyder@hmslegal.com

Served via eService - September 5, 2025
(*Counsel for Community Utilities of
Pennsylvania, Inc. and Nexus Regulated
Utilities, LLC*)

REBECCA LYTTLE ESQUIRE
OFFICE OF SMALL BUSINESS
ADVOCATE

555 WALNUT STREET

1ST FLOOR

HARRISBURG PA 17101

717.783.2525

relyttle@pa.gov

Served via email - September 5, 2025
(*Counsel for Small Business Advocate*)

CHRISTY APPLEBY ESQUIRE
JACOB GUTHRIE ESQUIRE
OFFICE OF CONSUMER ADVOCATE
555 WALNUT STREET 5TH FLOOR
FORUM PLACE

HARRISBURG PA 17101

717.783.5048

cappleby@paoca.org

jguthrie@paoca.org

ocacupa2025@paoca.org

Served via eService - September 5, 2025
(*Counsel for Office of Consumer
Advocate*)