



Teresa K. Harrold
Director, Corporate Counsel
852 Wesley Drive | Mechanicsburg, PA 17055
Phone: 717-550-1562 | Fax: 717-550-1255
teresa.harrold@amwater.com

November 26, 2025

FILED VIA ELECTRONIC FILING

Matthew L. Homsher, Secretary
Pennsylvania Public Utility Commission
Commonwealth Keystone Building
400 North Street
Harrisburg, PA 17105-3265

In re: Application of Pennsylvania-American Water Company under Sections 1102(a) and 1329 of the Pennsylvania Public Utility Code, 66 Pa C.S. §§ 1102(a) and 1329, for approval of (1) the transfer, by sale, to Pennsylvania-American Water Company, of substantially all of the assets, properties and rights related to the wastewater system owned and operated by the East Coventry Township, and (2) the rights of Pennsylvania-American Water Company to begin to offer or furnish wastewater service to the public in the Township of East Coventry, Chester County, Pennsylvania - Docket No: A-2025-3053487

Dear Secretary Homsher:

Enclosed for filing with the Commission are the Responses of Pennsylvania-American Water Company to the 66 Pa. C.S. Section 1329 Application Completeness Review of Pennsylvania-American Water Company – Wastewater Division Acquisition of East Coventry Township’s Wastewater System at Docket No. A-2025-3053487 Missing Application Information, dated November 12, 2025. Please note that **Amended Appendix A-15-a** is **CONFIDENTIAL** and should be treated as such pursuant to the forthcoming Protective Order.

Please note pursuant to the November 25, 2025, letter filed by Pennsylvania-American Water Company, question nos. 4 and 16 will be answered on or before December 12, 2025.

Matthew L. Homsher, Secretary
November 26, 2025
Page 2

Thank you for your attention to this matter. Please do not hesitate to contact me if you have any questions.

Sincerely,

A handwritten signature in black ink, appearing to read 'Teresa K. Harrold', with a stylized flourish at the end.

Teresa K. Harrold

cc: Certificate of Service (*via electronic mail*)
Sean Donnelly, Bureau of Technical Utility Services (*via electronic mail*)

**BEFORE THE
PENNSYLVANIA PUBLIC UTILITY COMMISSION**

In re: Application of Pennsylvania-American Water :
Company under Sections 1102(a) and 1329 of the :
Pennsylvania Public Utility Code, 66 Pa C.S. §§ :
1102(a) and 1329, for approval of (1) the transfer, by :
sale, to Pennsylvania-American Water Company, of :
substantially all of the assets, properties and rights : Docket No. A-2025-3053487
related to the wastewater system owned and :
operated by the East Coventry Township, and (2) the :
rights of Pennsylvania- American Water Company to :
begin to offer or furnish wastewater service to the :
public in the Township of East Coventry, Chester :
County, Pennsylvania :

CERTIFICATE OF SERVICE

I hereby certify that I have served a true copy of the foregoing **Amended Application** upon the parties, listed below in accordance with the requirements of 52 Pa. Code §1.54 (relating to service by a party).

PARTIES SERVED VIA ELECTRONIC MAIL ON NOVEMBER 26, 2025

Darryl Lawrence, Consumer Advocate
Office of Consumer Advocate
555 Walnut Street,
5th Floor, Forum Place
Harrisburg, PA 17101-1923
ra-oca@paoca.org

Allison Kaster, Esquire
Bureau of Investigation and Enforcement
Pennsylvania Public Utility Commission
400 North Street, F West
Harrisburg, PA 17120
akaster@pa.gov

NazAarah Sabree, Small Business Advocate
Office of Small Business Advocate
555 Walnut Street, 1st Floor, Forum Place
Harrisburg, PA 17101
ra-sba@pa.gov



Teresa K. Harrold, Esq. (PA ID 311082)
Director, Corporate Counsel
Pennsylvania-American Water Company
852 Wesley Drive, Mechanicsburg, PA 17055
Phone: (717) 550-1562
E-mail: teresa.harrold@amwater.com

Adeolu A. Bakare, Esquire (PA ID #208541)
McNees Wallace & Nurick LLC
100 Pine Street, Harrisburg, PA 17101
Telephone: (717) 237-5290
Email: abakare@mcneeslaw.com

***Attorneys for
Pennsylvania-American Water Company***

66 Pa. C.S. Section 1329 Application Completeness Review
Pennsylvania-American Water Company – Wastewater Division Acquisition of
East Coventry Township Wastewater System Assets at Docket No. A-2025-3053487

1. Checklist Item No. 14.c. – The Application’s Appendix A-13-a Statement No. 1, Direct Testimony of Ray Kolb, Page 8 indicated that at least six public meetings were held by East Coventry Township prior to signing the Asset Purchase Agreement (APA) on February 7, 2024, and PAWC-WD stated that because the public meetings were held before the entry of the Commission’s 2024 Final Supplemental Implementation Order (FSIO), response to public input was not required at the time of those hearings. However, Checklist Item No. 14.c. requires that the Applicant identify in buyer direct testimony the ways in which the buyer has responded to input received at the public hearings referenced in Checklist Item 26, if any. Please provide revised buyer direct testimony that identifies the ways in which PAWC-WD has responded to the input received at the public hearings referenced in Checklist Item 26, if any. If no input was received at the public hearings, or if PAWC-WD or East Coventry Township do not possess a record of the input received at the public hearings, please provide a verified statement to that effect.

Response:

As noted in the Direct Testimony of Marcus Kohl, page 6, the signing of the Asset Purchase Agreement (APA) occurred before the Commission’s 2024 Final Supplemental Implementation Order (FSIO) as did the public meetings. Therefore, consistent with Section VI.C of the FSIO, a response to public input or any other conformance of the public meetings to the FSIO should not be required because the FSIO was not in effect at the time the public meetings were conducted. The public meetings attended by Pennsylvania American Water as noted in the Direct Testimony of Marcus Kohl, page 12, were informal. These were opportunities for the public to engage in one-on-one conversations with Pennsylvania American Water employees to ensure their questions and concerns were answered fully. Given the meeting format and number of participants, and the lack of any such requirement at the time, no record of the input received was maintained. Mr. Kohl’s verification sponsoring this and other responses is attached hereto.

Prepared by: Marcus Kohl, Director, Business Development - Pennsylvania-American Water Company

Date: November 26, 2025

**66 Pa. C.S. Section 1329 Application Completeness Review
Pennsylvania-American Water Company – Wastewater Division Acquisition of
East Coventry Township Wastewater System Assets at Docket No. A-2025-3053487**

2. Checklist Item No. 15. – The Application’s Confidential Appendix A-15-a included a copy of the East Coventry Township Engineer’s Assessment (Engineer Assessment) prepared by Carroll Engineering Corporation dated April 2024 and revised February and September 2025. Pursuant to 66 Pa.C.S. § 1329(a)(4), the acquiring public utility or entity and selling utility shall engage the services of the same licensed engineer to conduct an assessment of the tangible assets of the selling utility. However, the Engineering Assessment does not include the stamp and signature of the licensed professional engineer that was responsible for conducting the assessment of the tangible assets of East Coventry Township. Please provide a revised Appendix A-15-a that includes the stamp and signature of the licensed professional engineer responsible for conducting the Engineer Assessment.

Response:

Please see the attached sheet including the stamp and signature of the licensed professional engineer responsible for conducting the Engineer Assessment at **CONFIDENTIAL Amended Appendix A-15-a.**

**Prepared by: Michael J. Guntrum, P.E. Senior Project Engineer – Business Development
Pennsylvania-American Water Company**

Date: November 26, 2025

**66 Pa. C.S. Section 1329 Application Completeness Review
Pennsylvania-American Water Company – Wastewater Division Acquisition of
East Coventry Township Wastewater System Assets at Docket No. A-2025-3053487**

3. Checklist Item No. 15.a. – The Checklist Item No. 15.a. requires the Application to include an inventory of the used and useful plant assets to be transferred. The Engineering Assessment’s Appendix B4 indicated a total of 856 service connections. However, the Application’s Section 8 indicated a total of 966 physical customer connections. As such, the service connection inventory in the Engineering Assessment does not appear to match the Application. Please provide either a revised Appendix A-15-a and/or Application that include the same number of service connections or that provides a satisfactory explanation for the apparent discrepancy.

Response:

No revisions to Appendix A-15-a or the Application are necessary. The difference in the number of total service connections differing between the Engineer’s Assessment and the Application is due to the Coventry Chase development, which includes new customers that have connected to the system since the original Engineer’s Assessment preparation and for which the Township is now billing on a quarterly basis. As a result, the service connection count in the Engineer’s Assessment is accurate as of the date of preparation and an updated number reflecting the connections as anticipated at Closing was provided in the current Application’s Section 8. The gravity sewer mains and laterals within Coventry Chase have not yet been dedicated to the Township, but that is expected to occur prior to Closing on the transaction.

**Prepared by: Michael J. Guntrum, P.E. Senior Project Engineer – Business Development
Pennsylvania-American Water Company**

Date: November 26, 2025

**66 Pa. C.S. Section 1329 Application Completeness Review
Pennsylvania-American Water Company – Wastewater Division Acquisition of
East Coventry Township Wastewater System Assets at Docket No. A-2025-3053487**

5. Checklist Item No. 15.c. – The Application’s Appendix A-14-a included a copy of the direct testimony (Guntrum Testimony) of Michael J. Guntrum which was referenced as providing the DEP-permitted productive or treatment capacity of the East Coventry Township Wastewater System (Wastewater System). The Guntrum Testimony indicated that the Wastewater System includes five pump stations. However, the Department of Environmental Protection (DEP)-permitted capacity of each pump station did not appear to be included in either the Guntrum Testimony or Appendix A-15-c. Please provide a revised Appendix A-15-c that includes the DEP-permitted capacity of the Wastewater System’s five pump stations.

Response:

See, **Amended Appendix A-15-c.**

**Prepared by: Michael J. Guntrum, P.E. Senior Project Engineer – Business Development
Pennsylvania-American Water Company**

Date: November 26, 2025

**66 Pa. C.S. Section 1329 Application Completeness Review
Pennsylvania-American Water Company – Wastewater Division Acquisition of
East Coventry Township Wastewater System Assets at Docket No. A-2025-3053487**

6. Checklist Item No. 18.a. – In response to Checklist Item 18.a, PAWC-WD stated that East Coventry customers are currently charged a quarterly rate of \$185.00 per EDU as indicated in the resolution attached as Appendix A-18-a.1. However, Appendix A-18-a.1 was not attached. Please provide a copy of East Coventry Township’s resolution verifying that its customers are currently charged a quarterly rate of \$185.00 per EDU.

Response:

Please see **Amended Appendix A-18-a.**

Prepared by: Marcus Kohl, Director, Business Development - Pennsylvania-American Water Company

Date: November 26, 2025

**66 Pa. C.S. Section 1329 Application Completeness Review
Pennsylvania-American Water Company – Wastewater Division Acquisition of
East Coventry Township Wastewater System Assets at Docket No. A-2025-3053487**

7. Checklist Item No. 18.d.iv - In response to Checklist Item 18.d.iv, PAWC-WD indicated that the requirement for the notice sent to affected customers to include a statement that any promise to freeze rates may be unenforceable is not applicable to PAWC-WD for this filing. Please provide a revised copy of the notice that will be sent to current East Coventry Township customers that includes a statement that any promise to freeze rates may be unenforceable.

Response:

The APA does not include any promise to freeze rates, so PAWC is concerned that including this statement could create customer confusion. Nevertheless, PAWC will revise the notice consistent with Commission direction. The revised notice is attached hereto as **Amended Appendix A-18-d**.

Prepared by: Marcus Kohl, Director, Business Development - Pennsylvania-American Water Company

Date: November 26, 2025

**66 Pa. C.S. Section 1329 Application Completeness Review
Pennsylvania-American Water Company – Wastewater Division Acquisition of
East Coventry Township Wastewater System Assets at Docket No. A-2025-3053487**

8. Checklist Item No. 22.a. – The Application’s Appendix A-22-a included a statement that PAWC-WD’s proposed acquisition of the East Coventry Township wastewater system is consistent with the DEP-approved Act 537 Plan for the affected municipalities, and the municipally adopted Act 537 Plan for East Coventry to include the Act 537 Special Study for the Parker Ford area. However, Checklist Item 22.a. requires compliance with the DEP approved Act 537 Plan, and PAWC-WD did not confirm that the Special Study for the Parker Ford area was DEP approved. Please provide evidence that the Application is consistent with the DEP-approved Act 537 Plan.

Response:

The Application is consistent with the DEP-approved Act 537 plan. The Parker Ford special study was submitted to DEP but has not yet been approved. There is no PUC requirement to include special studies as part of Section 1329 applications. DEP approval of the Parker Ford special study is a condition precedent to closing of the transaction. In addition, PAWC will submit, prior to closing, a minor update to the East Coventry Act 537 reflecting the change in ownership and PAWC’s responsibility to implement the recommended alternative in the Parker Ford special study after closing. This is similar to the Upper Pottsgrove acquisition where PAWC submitted a minor update reflecting the change in ownership from Upper Pottsgrove to PAWC and PAWC’s responsibility to construct sewer additions as approved in a previous Act 537 plan special study.

**Prepared by: Michael J. Guntrum, P.E. Senior Project Engineer – Business Development
Pennsylvania-American Water Company**

Date: November 26, 2025

**66 Pa. C.S. Section 1329 Application Completeness Review
Pennsylvania-American Water Company – Wastewater Division Acquisition of
East Coventry Township Wastewater System Assets at Docket No. A-2025-3053487**

9. Checklist Item No. 22.b. – As Appendix A-22-b.2, PAWC-WD provided a copy of an Act 537 Special Study for the Parker Ford area that was submitted to DEP. The Act 537 Special Study referenced Appendices A through T, which were not included in the filing. Please provide a complete copy of Exhibit A-22-b.2 including all appendices.

Response:

Please see the attached **Amended Appendix A-22-b.2**, with Appendices A through T.

**Prepared by: Michael J. Guntrum, P.E. Senior Project Engineer – Business Development
Pennsylvania-American Water Company**

Date: November 26, 2025

**66 Pa. C.S. Section 1329 Application Completeness Review
Pennsylvania-American Water Company – Wastewater Division Acquisition of
East Coventry Township Wastewater System Assets at Docket No. A-2025-3053487**

- 10.** Checklist Item No. 22.b. – As Appendix A-22-b.2, PAWC-WD provided a copy of an Act 537 Special Study for the Parker Ford area that was submitted to DEP. Checklist Item 22.b. requires copies of the DEP approved Act 537 Plan. Please provide a copy of the DEP approved Act 537 Plan Special Study for the Parker Ford area.

Response:

Please see the PAWC's response to question 8 above.

**Prepared by: Michael J. Guntrum, P.E. Senior Project Engineer – Business Development
Pennsylvania-American Water Company**

Date: November 26, 2025

**66 Pa. C.S. Section 1329 Application Completeness Review
Pennsylvania-American Water Company – Wastewater Division Acquisition of
East Coventry Township Wastewater System Assets at Docket No. A-2025-3053487**

- 11.** Checklist Item No. 22.e. – As Appendix A-22-e, PAWC-WD provided a statement that its filing does not propose to expand its wastewater service beyond the existing East Coventry wastewater system footprint. However, the Application proposes to include the Parker Ford area, where East Coventry Township does not currently provide wastewater service. Therefore, the Application appears to propose wastewater service beyond the existing East Coventry wastewater system footprint. Please provide evidence that the Application is consistent with the affected municipality and county zoning and comprehensive plans.

Response:

The applied for service area map is consistent with the existing service area and the area included in the Parker Ford special study. As such, once the Parker Ford special study is approved, which is a condition precedent to closing of the transaction, the applied for service area map will be consistent with the affected municipality and county zoning and comprehensive plans.

**Prepared by: Michael J. Guntrum, P.E. Senior Project Engineer – Business Development
Pennsylvania-American Water Company**

Date: November 26, 2025

**66 Pa. C.S. Section 1329 Application Completeness Review
Pennsylvania-American Water Company – Wastewater Division Acquisition of
East Coventry Township Wastewater System Assets at Docket No. A-2025-3053487**

- 12.** Checklist Item No. 24.a. – The Application’s Appendix A-24-a included an executed copy of the Asset Purchase Agreement (APA) by and between East Coventry Township and PAWCWD dated February 7, 2024. However, the APA did not include copies of the APA’s Exhibits A, B, and C (i.e., pro forma bill of sale, assignment and assumption agreement, and escrow agreement). Please provide a revised Appendix A-24-a that includes copies of the APA’s Exhibits A, B, and C.

Response:

Please see **Amended Appendix A-24-a** for a complete copy of the executed Asset Purchase Agreement.

Prepared by: Marcus Kohl, Director, Business Development - Pennsylvania-American Water Company

Date: November 26, 2025

66 Pa. C.S. Section 1329 Application Completeness Review
Pennsylvania-American Water Company – Wastewater Division Acquisition of
East Coventry Township Wastewater System Assets at Docket No. A-2025-3053487

13. Checklist Item No. 24.e. – The APA’s Schedule 2.02(h) indicated that the only excluded asset from the acquisition of the Wastewater System is a 13-acre parcel of land along New Schuylkill Road identified as Parcel No. 18-1-3. However, the Engineering Assessment indicated that the inventory excluded a section of force main to be retained by East Coventry Township. Further, the Application’s Appendix A-25 included a copy of a pro forma Conveyance and Allocation Agreement (Pro Forma ECT Agreement) by and between PAWC-WD and East Coventry Township. The Pro Forma ECT Agreement’s Exhibit B identified that a one-foot section of eight-inch diameter polyvinyl chloride pipe is a retained asset (Retained Asset). However, the APA’s Schedule 2.02(h) did not include the Retained Asset. Please provide a revised Appendix A-24.a. that includes an executed amendment to the APA that identifies that the Retained Asset is an excluded asset.

Response:

Amendments to APAs are not necessary to correct schedules. The APA indicates that schedules will be updated prior to closing. Please note that PAWC has become aware of the need to amend its application on or after December 8 and that updated application will demonstrate why a revision to Schedule 2.02(h) is inappropriate at this time.

66 Pa. C.S. Section 1329 Application Completeness Review
Pennsylvania-American Water Company – Wastewater Division Acquisition of
East Coventry Township Wastewater System Assets at Docket No. A-2025-3053487

- 14.** Checklist Item No. 25. – The Checklist Item No. 25. requires that the Application include a copy of all municipal and affiliate contracts to be assumed by the buyer as part of the acquisition. The Application’s Appendix A-25 listed only the Pro Forma ECT Agreement. However, the APA’s Schedule 4.13, Assigned Contracts, included an Agreement between East Coventry Township, North Coventry Township, and North Coventry Municipal Authority (NCMA Agreement) dated January 27, 2004, as an agreement that will be assigned to PAWC-WD that was not listed in Appendix A-25. Further, the APA’s Schedule 5.04, Buyer Consents and Approvals, included Item No. 2. that listed the assignment of the NCMA Agreement. Please provide either a revised Appendix A-25 that includes the NCMA Agreement or provide an executed amendment to the APA that removes the assignment of the NCMA Agreement.

Response:

Amendments to APAs are not necessary to correct schedules. The APA indicates that schedules will be updated prior to closing. Please note that PAWC has become aware of the need to amend its application on or after December 8 and that updated application will demonstrate why a revision to the schedules referenced in this question is inappropriate at this time.

**66 Pa. C.S. Section 1329 Application Completeness Review
Pennsylvania-American Water Company – Wastewater Division Acquisition of
East Coventry Township Wastewater System Assets at Docket No. A-2025-3053487**

- 15.** Checklist Item No. 25. – The Pro Forma ECT Agreement, Exhibit A, included a copy of the NCMA Agreement. The NCMA Agreement did not include copies of its Exhibits B and C. Please provide a complete copy of the NCMA Agreement including Exhibits B and C.

Response:

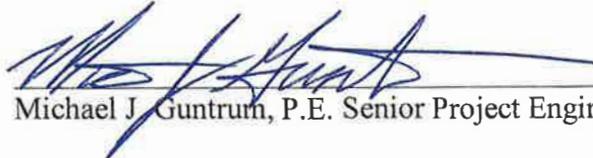
Please see the **Amended Appendix A-25** attaching Exhibits B and C to the NCMA Agreement, which is provided as Exhibit A to the Pro Forma ECT Agreement.

Prepared by: Marcus Kohl, Director, Business Development - Pennsylvania-American Water Company

Date: November 26, 2025

VERIFICATION

I, MICHAEL J. GUNTRUM hereby state that the facts above set forth above are true and correct to the best of my knowledge, information and belief, and that I expect to be able to prove the same at a hearing held in this matter. I understand that the statements made herein are made subject to the penalties of 18 Pa. Cons. Stat. §4904 relating to unsworn falsification to authorities.


Michael J. Guntrum, P.E. Senior Project Engineer

Dated: November 26, 2025

VERIFICATION

I, Marcus Kohl, hereby state that the facts above set forth in the attached Responses are true and correct to the best of my knowledge, information and belief, and that I expect to be able to prove the same at a hearing held in this matter. I understand that the statements made herein are made subject to the penalties of 18 Pa. Cons. Stat. §4904 relating to unsworn falsification to authorities.

A handwritten signature in black ink, appearing to read 'M Kohl', is written over a horizontal line.

Marcus Kohl, Director – Business Development
Pennsylvania-American Water Company

Dated: November 26, 2025