



January 20, 2026

**Via Email Only**

The Honorable Mary D. Long  
Administrative Law Judge  
Commonwealth of Pennsylvania  
Pennsylvania Public Utility Commission  
Piatt Place, Suite 220  
201 Fifth Avenue  
Pittsburgh, PA 15222  
[malong@pa.gov](mailto:malong@pa.gov)

**Re: Joint Application of American Water Works Company, Inc., et al., for a Certificate of Public Convenience under Sections 1102(A)(3) and 2210(c) of the Public Utility Code and All Other Necessary Approvals to Effect a Change of Control of Aqua Pennsylvania, Inc., Aqua Pennsylvania Wastewater, Inc., and Peoples Natural Gas Company LLC**

**Docket Nos. A-2025-3058927; A-2025-3058928; A-2025-3058929**

Your Honor:

Please find the attached **Prehearing Conference Memorandum of the Coalition for Affordable Utility Services and Energy Efficiency in Pennsylvania (CAUSE-PA)** in the above noted proceeding.

As indicated on the attached Certificate of Service, service on the parties was accomplished by email only.

Respectfully Submitted,

A handwritten signature in black ink, appearing to read "Ria Pereira".

Ria Pereira, Esq.  
*Counsel for CAUSE-PA*

CC: Secretary Matthew L. Homsher (via E-file only)  
Certificate of Service

**BEFORE THE PENNSYLVANIA PUBLIC UTILITY COMMISSION**

Joint Application of American Water :  
Works Company, Inc., Essential Utilities, :  
Inc., Aqua Pennsylvania, Inc., Aqua :  
Pennsylvania Wastewater, Inc., Peoples : Docket Nos. A-2025-3058927  
Natural Gas Company LLC and Alpha : A-2025-3058928  
Merger Sub, Inc. for a Certificate of : A-2025-3058929  
Public Convenience under Sections :  
1102(A)(3) and 2210(c) of the Public :  
Utility Code and All Other Necessary :  
Approvals to Effect a Change of Control :  
of Aqua Pennsylvania, Inc., Aqua :  
Pennsylvania Wastewater, Inc., and :  
Peoples Natural Gas Company LLC :

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**PREHEARING CONFERENCE MEMORANDUM  
OF THE COALITION FOR AFFORDABLE UTILITY SERVICES  
AND ENERGY EFFICIENCY IN PENNSYLVANIA**

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**PENNSYLVANIA UTILITY LAW PROJECT**

*Counsel for CAUSE-PA*

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John W. Sweet, Esq., PA ID: 320182

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**January 20, 2026**

On January 7, 2026, a Prehearing Conference Order was issued by Administrative Law Judge (ALJ) Mary D. Long, setting a telephonic Prehearing Conference for Thursday, January 22, 2026, at 11:00 a.m., and requiring parties to file a Prehearing Memorandum no later than Tuesday, January 20, 2026. In response, the Coalition for Affordable Utility Services and Energy Efficiency in Pennsylvania (CAUSE-PA), through its counsel at the Pennsylvania Utility Law Project, hereby files this Prehearing Conference Memorandum.

**I. Background**

On November 26, 2025, American Water Works Company, Inc. (American Water), Essential Utilities, Inc. (Essential), Aqua Pennsylvania, Inc (Aqua PA), Aqua Pennsylvania Wastewater Inc. (Aqua Wastewater), Peoples Natural Gas Company LLC (Peoples Gas) and Alpha Merger Sub, Inc. (Merger Sub) (collectively, Joint Applicants) filed a Joint Application for a Certificate of Public Convenience under Sections 1102(a)(3) and 2210(c) of the Public Utility Code and All Other Necessary Approvals to Effect a Change of Control of Aqua Pennsylvania, Inc., Aqua Pennsylvania Wastewater, Inc., and Peoples Natural Gas Company LLC (Joint Application) with the Pennsylvania Public Utility Commission (Commission).

The Joint Application seeks to change control of Aqua PA, Aqua PA Wastewater, and Peoples Gas to be affected by the merger of Essential and Merger Sub, a wholly owned subsidiary of American Water. If the Joint Application is approved, Essential would continue as the surviving corporation as a wholly owned subsidiary of American Water, resulting in Aqua PA, Aqua PA Wastewater, and Peoples Gas becoming indirect subsidiaries of American Water and part of the same family of companies as American Water's Pennsylvania water and wastewater company Pennsylvania American Water Company -- thus, in effect, creating one corporate family that would

control the two largest water and wastewater utilities in the state along with significant natural gas assets.

On December 19, 2025, CAUSE-PA filed a Protest and Notice of Appearance for its attorneys in this matter. CAUSE-PA's Protest explained that it seeks to ensure that the Joint Application is approved only if it: 1) is found to be in the public interest; 2) provides substantial affirmative benefits to the public, including the ratepayers of American Water, Essential, Aqua PA, Aqua PA Wastewater, and Peoples -- as well as the public as a whole; 3) does not have an anti-competitive or discriminatory impact; and 4) is in accordance with applicable Pennsylvania law, including the Public Utility Code and Commission regulations as well as applicable court precedent. (CAUSE-PA Protests at p. 3)

## **II. Issues to be Presented**

CAUSE-PA asserts that the Joint Application should not be approved unless the Commission determines that the Joint Application (a) is in the public interest; (b) would provide substantive affirmative public benefit to the ratepayers of the affected utilities, and the public generally; (c) would not adversely affect retail competition in Pennsylvania; and (d) is in accordance with the Public Utility Code and Commission regulations.

CAUSE-PA has conducted an initial review of the Joint Application and has identified the following specific issues of concern, which must be addressed in this proceeding, though it reserves the right to raise additional issues which may arise through the course of this proceeding, as further information is obtained related to the Joint Application:

1. The impact that the proposed Merger would have on the future rates for the Joint Applicants' customers;

2. The impact of the proposed acquisition on consolidation of rate zones, rate design, billing practices, and terms and conditions of service for the Joint Applicants' customers;
3. Whether the proposed Merger will produce tangible and measure net affirmative benefits for low and moderate income ratepayers within the Joint Applicants' service territories, particularly as the Joint Application provides only general assertions and fails to materially demonstrate that the proposals would produce substantial public benefits to ratepayers. Joint Application ¶¶ 34;
4. Whether the proposed Merger will maintain or improve the quality of service provided to the Joint Applicants' customers, particularly in light of the proposals in the Joint Application to renew critical water infrastructure and improve the quality of service for the Joint Applicants' customers as a result of the Merger. Joint Application ¶¶ 34(a-b);
5. Whether the proposed acquisition will adversely affect retail competition in Pennsylvania for natural gas customers;
6. Whether the Merger would impact the Joint Applicants' universal service programs and other programs designed to assist low and moderate income customers remain connected to essential water, wastewater, and natural gas service, and whether these programs are adequately funded, locally managed, and designed in such a way to meet the needs of low and moderate income, payment-troubled customers in the Joint Applicants' service territories;
7. Whether the proposed Merger is fully consistent with the requirements and standards set forth in the Public Utility Code and Commission regulations;

### **III. Witness and Testimony**

CAUSE-PA intends to present the following witness to testify in this matter, but reserves the right to call additional or substitute witnesses as may be warranted upon proper notice to Your Honor and the parties:

Patrick Cicero  
118 Locust Street  
Harrisburg, PA 17101  
[pcicero@pautilitylawproject.org](mailto:pcicero@pautilitylawproject.org)

Mr. Cicero will address the issues identified above, as well as other issues that may arise throughout this proceeding.

### **IV. Discovery**

CAUSE-PA supports the discovery modifications proposed by the Office of Consumer Advocate (OCA).

### **V. Settlement**

CAUSE-PA is willing and ready to engage in settlement discussions to resolve or narrow the issues in this proceeding, with any and all parties, and encourages the parties to engage in settlement discussions early in the process.

### **VI. Service on CAUSE-PA**

CAUSE-PA is represented by the attorneys at the Pennsylvania Utility Law Project. All documents should be served on CAUSE-PA as follows:

Ria M. Pereira, Esq.  
Elizabeth R. Marx, Esq.  
John W. Sweet, Esq.  
Lauren N. Berman, Esq.  
Levi A. Phillips, Esq.  
**PENNSYLVANIA UTILITY LAW PROJECT**

118 Locust Street  
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E-mail: [pulp@pautilitylawproject.org](mailto:pulp@pautilitylawproject.org)

CAUSE-PA requests that parties agree to electronic service in this proceeding.

**VII. Representation of CAUSE-PA at Prehearing Conference**

At the Prehearing Conference, CAUSE-PA will be represented by Ria Pereira, Esq.

**VIII. Litigation Schedule**

CAUSE-PA is currently involved in discussions with the Joint Applicants and other parties to reach a mutually agreeable litigation schedule. We note that the Joint Application requests that this matter be considered on an expedited basis so that a final order is entered by the December 17, 2026 public meeting (Joint Application at ¶ 42). Given the complexity of the issues involved in this proceeding, the size of the surviving entity, and the potential impacts that the proposed Merger may have on ratepayers and market concentration, CAUSE-PA submits that expedited treatment is not warranted to the extent that the parties and the Commission need additional time. While CAUSE-PA remains opposed to expedited disposition of the Joint Application, we propose the following procedural schedule which is the most aggressive schedule that would be reasonable in this proceeding:

Other Parties' Direct	Thursday, May 21, 2026
All Parties' Rebuttal	Thursday, June 25, 2026
All Parties' Surrebuttal	Thursday, July 23, 2026
All Parties' Rejoinder	Wednesday, July 29, 2026
Hearings	Tuesday-Thursday, August 4-6, 2026
Main Brief	Thursday, September 3, 2026
Reply Brief	Thursday, September 24, 2026

**IX. Public Input Hearings**

CAUSE-PA respectfully requests that public input hearings be held in this matter. Based on a review of the docket, there appears to be substantial interest my members of the public in this proceeding. The Joint Applicants state that the Merger, if approved, “will create the nation’s largest regulated water and wastewater utility.” (Joint Application at ¶ 34). Given the size of the proposed Merger, and the breadth and complexity of issues involved in this proceeding and described above, CAUSE-PA asserts that it is essential to schedule public input hearings so that the public can voice their perspectives and potential concerns related to the proposed Merger.

WHEREFORE, CAUSE-PA respectfully submits this Prehearing Conference Memorandum.

Respectfully submitted,  
**PENNSYLVANIA UTILITY LAW PROJECT**  
*Counsel for CAUSE-PA*



Ria M. Pereira, Esq., PA ID: 316771  
Elizabeth R. Marx, Esq., PA ID: 309014  
John W. Sweet, Esq., PA ID: 320182  
Lauren N. Berman, Esq., PA ID: 310116  
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Merger Sub, Inc. for a Certificate of Public	:	A-2025-3058929
Convenience under Sections 1102(A)(3) and	:	
2210(c) of the Public Utility Code and All	:	
Other Necessary Approvals to Effect a	:	
Change of Control of Aqua Pennsylvania,	:	
Inc., Aqua Pennsylvania Wastewater,	:	
Inc., and Peoples Natural Gas Company	:	
LLC	:	

**Certificate of Service**

I hereby certify that I have this day served copies of the **Prehearing Conference Memorandum of the Coalition for Affordable Utility Services and Energy Efficiency in Pennsylvania** upon the parties of record in the above captioned proceeding in accordance with the requirements of 52 Pa. Code § 1.54.

**Via Email**

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Respectfully Submitted,  
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*Counsel for CAUSE-PA*



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