

**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 Natural Gas Company LLC and Alpha Merger Sub, Inc. 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	:	
	:	A-2025-3058927
	:	A-2025-3058928
	:	A-2025-3058929

**INTERIM ORDER  
GRANTING MOTION TO COMPEL PRODUCTION FROM  
ESSENTIAL UTILITIES, INC., AQUA PENNSYLVANIA, INC., AQUA  
PENNSYLVANIA WASTEWATER, INC., AND PEOPLES NATURAL GAS COMPANY,  
LLC FILED BY THE COUNTY OF DELAWARE, CITY OF BUTLER,  
EAST WHITELAND TOWNSHIP, NORTH YORK BOROUGH, YORK TOWNSHIP,  
SPRING GARDEN TOWNSHIP, WEST MANCHESTER TOWNSHIP,  
AND MANCHESTER TOWNSHIP**

On November 26, 2025, the American Water Works Company, Inc., Essential Utilities, Inc., Aqua Pennsylvania, Inc., Aqua Pennsylvania Wastewater, Inc., Peoples Natural Gas Company LLC and Alpha Merger Sub, Inc. (Joint Applicants) filed applications (Joint Applications) to obtain the approval of the Commission under Chapters 11 and 22 of the Public Utility Code for a change of control of Aqua Pennsylvania, Inc., Aqua Pennsylvania Wastewater, Inc. (Aqua PA) and Peoples Natural Gas Company LLC (Peoples) to be affected by the merger of Essential and Merger Sub, a wholly owned subsidiary of American Water (the Merger). The Joint Applicants also requested that the Commission approve, under Chapter 21 of Code, certain new affiliated interest agreements to facilitate the sharing of resources and best practices created by the Merger between American Water and Essential Utilities. The Joint Application included

written testimony and exhibits describing the Merger and the substantial affirmative public benefits it is expected to produce in Pennsylvania.

The Bureau of Investigation & Enforcement (I&E) and the Office of Small Business Advocate (OSBA) filed notices of appearance. The Office of Consumer Advocate (OCA), the Coalition for Affordable Utility Services and Energy Efficiency in Pennsylvania (CAUSE-PA), the Chester Water Authority (CWA), and Upland Borough, Delaware County, filed protests. The County of Delaware; East Whiteland Township, Chester County; Manchester Township, York County; Spring Garden Township, York County; West Manchester Township, York County; York Township, York County; City of Butler, Butler County; East Norriton Township; the Township of Lower Makefield, Bucks County; and North York Borough, York County; and the Utility Workers Union of America, AFL-CIO, Local 612 (UWUA) filed petitions to intervene.

The Joint Applications were assigned to Administrative Law Judge (ALJ) Mary D. Long and scheduled for a Prehearing Conference on January 22, 2026. By Prehearing Conference Order dated January 7, 2026, the Parties were directed to file prehearing memoranda.

On January 20, 2026, the Parties filed their prehearing memoranda as directed. The Joint Applicants also filed Answers opposing the Petitions to Intervene of Township of Lower Makefield, the City of Butler, Manchester Township, North York Borough, Spring Garden Township, West Manchester Township, and York Township. The Joint Applicants also filed preliminary objections to the protests of Upland Borough and the CWA and filed a Petition for Protective Order.

The Prehearing Conference was held as scheduled by ALJ Long. Upland Borough did not attend. No party objected to the petitions to intervene of the County of Delaware, East Whiteland Township, East Norriton Township or UWUA. These petitions to intervene were granted.

The Joint Applicants objected to the petitions to intervene of Township of Lower Makefield, the City of Butler, Manchester Township, North York Borough, Spring Garden Township, West Manchester Township, and York Township. OSBA and OCA supported the intervention of the Municipalities. These petitions to intervene were granted.

On January 26, 2026, ALJ Long issued a Prehearing Order that memorialized the matters decided and agreed upon by the Parties attending the Prehearing conference.

On January 26, 2026, ALJ Long granted the Joint Applicants' Petition for Protective Order.

On February 5, 2026, a Judge Change – Assignment Notice was issued, indicating the Presiding ALJ had been changed from ALJ Mary D. Long to ALJs Emily I. DeVoe and Ann Quimby.

On February 17, 2026, the Motion to Compel Production from Essential Utilities, Inc., Aqua Pennsylvania, Inc., Aqua Pennsylvania Wastewater, Inc., and Peoples Natural Gas Company, LLC (Essential Utilities Parties) (Motion to Compel Production) was filed by the County of Delaware, City of Butler, East Whiteland Township, North York Borough, York Township, Spring Garden Township, West Manchester Township, and Manchester Township (Moving Intervenors).

On February 18, 2026, the County of Montgomery filed a Petition to Intervene.

On February 20, 2026, Essential Utilities Parties filed an Answer to the Motion to Compel Production filed by the Moving Intervenors.

On February 20, 2026, OCA filed a Certificate of Service of OCA's Motion to Compel the Joint Applicants to Answer OCA set 1, questions 4 and 5.<sup>1</sup>

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<sup>1</sup> OCA later indicated to the undersigned ALJs via email that it inadvertently did not file its Motion to Compel the Joint Applicants to Answer OCA set 1, questions 4 and 5 with

On February 26, 2026, the Joint Applicants filed an Answer to OCA's Motion to Compel the Joint Applicants to Answer OCA set 1, questions 4 and 5.<sup>2</sup>

On March 3, 2026, the Office of Administrative Law Judge issued a Further Telephonic Prehearing Conference Notice to the parties, setting a telephonic prehearing conference for Friday, March 6, 2026 to address OCA's pending Motion to Compel.

On March 3, 2026, the undersigned ALJs issued an Interim Order dismissing the Joint Applicants' Preliminary Objections to the Formal Protests of the CWA and Upland Borough Delaware County.

On March 6, 2026, the undersigned ALJs convened the conference as scheduled.

It is now appropriate to rule on the Moving Intervenors' February 17, 2026, Motion to Compel.

## DISCUSSION

The Moving Intervenors aver the Essential Utilities Parties have produced materials in response to discovery requests marked "HIGHLY CONFIDENTIAL" and produced those materials only to the statutory advocates and not to the Moving Intervenors. The Moving Intervenors further aver that American Water Works Company, Inc. also produced materials designated as "HIGHLY CONFIDENTIAL" and disseminated those materials in redacted form to all parties except the Essential Utilities Parties.<sup>3</sup> The Moving Intervenors assert no party consented to the Essential Utilities Parties restricting access to certain documents labeled "HIGHLY CONFIDENTIAL" to only the statutory advocates. The Moving Intervenors report

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the Commission's Secretary's Bureau. This Motion was subsequently filed with the Secretary's Bureau on March 2, 2026.

<sup>2</sup> The OCA's Motion to Compel the Joint Applicants to Answer OCA set 1, questions 4 and 5 will be discussed separately and not in the instant Order.

<sup>3</sup> As the Essential Utilities Parties have not indicated they wish to raise a discovery dispute on this issue, the undersigned ALJs will not address it here.

there is a Protective Order in place, but assert it does not include a designation for “HIGHLY CONFIDENTIAL”, and no party has consented to the Essential Utility Parties restricting access of documents to only the statutory parties.

The Essential Utility Parties aver four password-protected documents containing highly-sensitive, non-public information were marked as “HIGHLY CONFIDENTIAL-ESSENTIAL EYES ONLY” and distributed to only the statutory advocates. The Essential Utility Parties further assert that these documents were redacted to remove privileged and/or irrelevant information. The Essential Utility Parties reference paragraph 5 of the Protective Order in support of the restriction of the provision of certain discovery to only the statutory parties.

As noted by the parties, a Protective Order has been issued in this case. The Protective Order provides for special treatment for information identified as confidential information by a producing party. The Essential Utilities Parties aver that this Order permits parties to restrict access to certain information. While it is true that the Protective Order allows a producing party to “seek restrictions on the production, distribution and use by other parties” of any confidential information beyond what is set forth in the Protective Order, there is no guarantee that the restrictions sought will be deemed acceptable. Protective Order ¶ 5.

The Essential Utilities Parties assert that certain information is discoverable to the statutory advocates, but not the Moving Intervenors. The Essential Utilities Parties have failed to sufficiently explain or support the legitimacy of this assertion. The statutory parties, although representatives of legislatively identified public interests,<sup>4</sup> do not have greater rights as litigation parties than other interested parties that have been granted leave to participate in a case. Further, to allow some parties access to certain materials but not others not only raises significant due process issues, but also raises the potential creation of an inefficient and unworkable record upon which our decision must be based. Consequently, the Essential Utilities Parties must provide

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<sup>4</sup> The enabling legislation for OSBA and OCA specifically grant those entities the authority to participate in proceedings of the Commission “as parties.” 73 P.S. § 399.45(a) (OSBA); 71 P.S. § 309.4(a) (OCA).

discovery that has been or will be provided to the statutory advocates to the other parties, including the Moving Intervenors (so long as the appropriate waiver from the Protective Order has been executed and provided to the Essential Utilities Parties as the Protective Order instructs.)

THEREFORE,

IT IS ORDERED:

1. That the Motion to Compel Production from Essential Utilities, Inc., Aqua Pennsylvania, Inc., Aqua Pennsylvania Wastewater, Inc., and Peoples Natural Gas Company, LLC filed by the County of Delaware, City of Butler, East Whiteland Township, North York Borough, York Township, Spring Garden Township, West Manchester Township, and Manchester Township is granted.

2. That Essential Utilities, Inc., Aqua Pennsylvania, Inc., Aqua Pennsylvania Wastewater, Inc., and Peoples Natural Gas Company, LLC, shall produce all discovery materials provided to the statutory parties to any other parties to the instant litigation within three (3) days of this Order, provided executed appendices to the Protective Order have been provided by a party to the producing party.

Date: March 9, 2026

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/s/  
Emily I. DeVoe  
Ann Quimby  
Administrative Law Judges

**A-2025-3058927, A-2025-3058928, & A-2025-3058929 - JOINT APPLICATION OF AMERICAN WATER WORKS COMPANY, INC., ESSENTIAL UTILITIES, INC., AQUA PENNSYLVANIA, INC., AQUA PENNSYLVANIA WASTEWATER, INC., PEOPLES NATURAL GAS COMPANY LLC AND ALPHA MERGER SUB, INC. 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**

Revised 3/9/2026

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