

BEFORE THE PENNSYLVANIA PUBLIC UTILITIES 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	Case Nos.: A-2025-3058927 A-2025-3058928 A-2025-3058929
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PREHEARING MEMORANDUM OF UTILITY WORKERS UNION OF AMERICA, AFL-CIO, LOCAL 612

AND NOW, comes the International Union of Operating Engineers, Local 542 and files the following Prehearing Memorandum, setting forth the following:

HISTORY OF THE PROCEEDING

The International Union of Operating Engineers Local 542 (the Union) is a labor organization that represents approximately 300 employees of Essential Utilities, Inc., Aqua Pennsylvania, Inc. and Aqua Pennsylvania Wastewater, Inc., (Hereinafter referred collectively as “Aqua”). These employees work mainly in Eastern Pennsylvania with the majority in the counties around Philadelphia, but excluding Philadelphia. The Union represents people in both the waste water and clean water facilities of Aqua. as well as numerous other classifications. The Union began representing Aqua employees in 2012 when it won an NLRB supervised representation election. Since then it has won several elections at other Aqua facilities.

In 2025, a merger agreement was entered into by American Water Works Company, Inc. ("American") and some of its subsidiaries, and Aqua The instant proceedings are related

to that merger agreement because the parties to that agreement are seeking the approval of the Pennsylvania Public Utility Commission for the change of Operation that will occur due to the merger. American is, to the knowledge of the Union, the largest investor-owned public utility operation in the United States.

ISSUES PRESENTED

This merger will effect the employees represented by this Petitioner as well as the customers of Aqua. It is axiomatic that when competition is decreased it is a detriment both the employees of a company as well as the rate payers. In the present case Aqua water is headquartered in, and the bulk of its customers are, in the southeastern part of Pennsylvania. If this merger is allowed to go through it would make the southeastern portion of Pennsylvania's water a smaller part of the newly merged company. As such resources will be moved from Southeastern Pennsylvania to other parts of the country. This may result in less infrastructure being built, the aging process of the water system not be addressed as well as the rate payers having less influence on the newly merged company. This centralization will also have an effect on the employees working at Aqua.

PROPOSED PLAN AND SCHEDULE OF DISCOVERY

The Union does not anticipate engaging in detailed discovery. Most of the items needed for presentation of the Union's case are currently in its possession. Any additional documents or information needed by the Union can be obtained by serving

interrogatories or requests for production of documents, and the information and documents needed are not voluminous. The Union does not anticipate having to take any depositions. Nor engage in discovery. The Union is willing to agree to any reasonable discovery schedule proposed by any other party.

PROPOSED LIST OF WITNESSES

The Union anticipates calling some or all of the following witnesses:

Lance Haver: Lance Haver is a longtime consumer advocate. Haver has testified on previous occasions at the Pennsylvania Utility Commission, the Pennsylvania Insurance Commission, the Philadelphia Gas Commission, the Philadelphia Water Rate Board as well as before the Pennsylvania Senate and House. He has reviewed the merger documents and will address how this merger will affect both rate payers as well as employees.

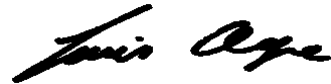
Daniel Bauder: Daniel Bauder is the president of the Philadelphia AFL– CIO. He will address how this merger will effect employees of Aqua and working people in general.

Matt Toomey: Matt Toomey is a former employee of Aqua, he is presently a customer of Aqua and he is the business agent for the employees of Aqua. He will address how this merger will affect Aqua employees and rate payers.

PROPOSED LITIGATION SCHEDULE

The Union does not anticipate that its participation in any proceedings in this case will consume excessive time. The Union anticipates that it will be able to accommodate to any litigation schedule that may be proposed by any other party.

WHEREFORE the International Union of Operating Engineers, Local 542,
respectfully requests that the Commission grant its original Petition to Intervene in this
proceeding.



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DATED: April 6, 2026

CERTIFICATE OF SERVICE

I, Louis Agre, certify that I caused to be served a true and correct copy of the foregoing Notice of Entry of Appearance on all interested parties in accordance with the requirements of 52 Pa. Code §§ 1.54 by electronic mail to the individuals listed below.

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DATED: April 6, 2026