

**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	:	
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	:	Docket Nos. A-2025-3058927
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**INTERIM ORDER
GRANTING PETITION TO INTERVENE BY
THE INTERNATIONAL UNION OF OPERATING ENGINEERS, LOCAL 542**

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.

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 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 18, 2026, the County of Montgomery (Montgomery) filed a Petition to Intervene (Petition) that included a Notice to Plead.

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, Essential Utilities, Inc. (Essential) filed an Answer in response to the County of Montgomery's Petition to Intervene.

On March 9, 2026, Essential filed a Corrected Answer (Answer) in response to the County of Montgomery's Petition to Intervene.

On March 10, 2026, American Water Works Company, Inc. and Alpha Merger Sub, Inc. filed a letter with the Secretary of the Commission indicating they did not oppose the County of Montgomery's Petition to Intervene.

On March 12, 2026, Luis Francisco filed a document with the Commission's Secretary's Bureau. The document was attached to the docket by the Secretary's Bureau as a Petition to Intervene. The document filed by Mr. Francisco included a certificate of service, but it did not list all parties to this proceeding. Additionally, the document did not include a notice to plead.

On March 17, 2026, the undersigned ALJs issued an Interim Order granting the County of Montgomery's Petition to Intervene.

On April 1, 2026, the International Union of Operating Engineers Local 542 (Local 542 or the Union) filed a Petition to Intervene Out of Time (Petition). The Petition included as Notice to Plead, directing responses within 20 days of service.

On April 10, 2026, the Joint Applicants filed an Answer to the Petition.

On April 14, 2026, the undersigned ALJs issued an Interim Order to ensure the document filed by Luis Francisco on March 12, 2026 was served on all parties, and providing a deadline for answers and objections to Mr. Francisco's filing.

On April 15, 2026, Local 542 filed a Response to Joint Applicants' opposition to its Petition¹.

The instant Order addresses the April 1, 2026 Petition to Intervene Out of Time filed by Local 542.

DISCUSSION

Local 542 avers in the Petition that it is interested in the instant litigation because as a labor organization with over 5000 members, it has entered into collective bargaining agreements with Aqua of Pennsylvania and other Aqua entities. Further, the Union asserts approximately 300 of its members are employed at Aqua of Pennsylvania in various capacities. Local 542 maintains the instant proceedings may have a direct impact on its members, specifically members' wages, hours and working conditions. The Union reports its intervention, if permitted, would serve the interests of its members and the public at large, as it can provide information that may be necessary for the proceeding that no other party can provide. The Union asserts it seeks to ensure members retain the same benefits provided for in collective bargaining agreements and to ensure requirements are adhered to regarding business operation and use of employees.

The Joint Applicants deny Local 542 has a substantial interest in the instant proceedings. The Joint Applicants admit that the Union is the collective bargaining representative of certain employees of Aqua of Pennsylvania, but aver the Commission's decision in the instant proceeding will have no impact on the Joint Applicants' employees who are represented by the Union, including their

¹ Counsel for Local 542 should note Judge Mary D. Long is no longer assigned to this case. On February 5, 2026, a Judge Change Notice was issued, reassigning the case to ALJs Emily I. DeVoe and Ann Quimby. ALJs DeVoe and Quimby were not served with the Petition or the April 15, 2026 Response filed by Local 542.

wages, hours or working conditions. The Joint Applicants deny the Commission's review of the merger can or will result in changes to the relationship between Aqua of Pennsylvania and Local 542. The Joint Applicants assert the proposed merger does not affect the collective bargaining agreements in place between Aqua of Pennsylvania and the Union, and that the Union does not allege it was unaware of the proceeding.

The Union avers that the largest bargaining unit's collective bargaining agreement (with Aqua of Pennsylvania) expires in September of 2026. It asserts that the merger, if approved, decreases opportunity for employees to change employers, resulting in less mobility, suppressed wages and stifled opportunity. The merger, according to Local 542, would lessen the bargaining power of the Union. Further, the Union asserts the merger would stifle innovation and cause prices to rise and would deflate the cost of municipalities when considering selling their water utility.

A petition to intervene may be brought when there is a claim of a right or interest of such a nature that intervention is necessary or appropriate to the administration of the statute under which the proceeding is brought. 52 Pa. Code § 5.72 (a). Such circumstances exist when there is a right conferred by statute, when an interest is present that may be directly affected and is not adequately represented by existing participants when the petitioner may be bound by the action of the Commission in the proceeding, or when another interest of such nature that participation of the participant may be in the public interest exists. *Id.*

Here, the undersigned ALJs find that the Union may bring a petition to intervene in light of the circumstances. The issues raised by the Union, specifically issues related to the wages, hours, and working conditions of its members, represent interests that satisfy the requirements of 52 Pa. Code §5.72(a) and establish that the Union has interests that may be directly affected by the proposed merger. The Union's interests in these issues, which encompass the potential for decreased opportunity, suppressed wages, and a reduction in the Union's bargaining power resulting from approval of the merger, relate to more than a general interest in compliance with the law. These interests are not adequately represented by existing participants, and the Union may be bound by the Commission's action if the merger is approved.

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 May 6, 2026

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