

BEFORE THE PUBLIC UTILITIES COMMISSION OF OHIO

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In the Matter of the :
Application of Aqua Ohio, :
Inc. to Increase its : Case No. 21-595-WW-AIR
Rates and Charges for its :
Waterworks Service. :

In the Matter of the :
Application of Aqua Ohio :
Wastewater, Inc. to : Case No. 21-596-ST-AIR
Increase its Rates and :
Charges for its :
Wastewater Service. :

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PROCEEDINGS

before Michael Williams and David M. Hicks, Attorney
Examiners, at the Public Utilities Commission of
Ohio, 180 East Broad Street, Room 11-C, Columbus,
Ohio, called at 10:05 a.m. on Thursday, June 23,
2022.

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APPEARANCES:

Ice Miller, LLP
By Christopher L. Miller, Esq.
and Nicole R. Woods, Esq.
250 West Street, Suite 700
Columbus, Ohio 43215

On behalf of Aqua Ohio, Inc. and Aqua
Ohio Wastewater, Inc.

Bruce J. Weston, Consumers' Counsel
By Amy Botschner O'Brien, Esq.
Assistant Consumers' Counsel
64 East State Street, Suite 700
Columbus, Ohio 43215

On behalf of the Residential Consumers of
Aqua Ohio, Inc. and Aqua Ohio Wastewater,
Inc.

Dave Yost, Ohio Attorney General
John Jones, Section Chief
By Kyle Kern, Esq.,
and Sarah Feldkamp, Esq.,
Assistant Attorneys General
Public Utilities Section
30 East Broad Street, 26th Floor
Columbus, Ohio 43215

On behalf of the Staff of the Public
Utilities Commission of Ohio.

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CASE NO. 21-595-WW-AIR AND CASE NO. 21-596-ST-AIR

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Thursday Morning Session,
June 23, 2022.

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EXAMINER HICKS: Let's go on the record.

The Public Utilities Commission of Ohio
has called for a hearing at this time and place,
Case No. 21-595-WW-AIR, which is In the Matter of the
Application of Aqua Ohio, Inc. to Increase its Rates
and Charges for its Waterworks Service; and also
Case No. 21-596-ST-AIR, captioned In the Matter of
the Application of Aqua Ohio Wastewater, Inc. to
Increase its Rates and Charges for its Wastewater
Service.

My name is David Hicks, with me is Mike
Williams, and we are the Attorney Examiners assigned
by the Commission to hear these cases.

We'll go ahead and get started now by
taking appearances on behalf of the parties, and we
will start with the Applicant.

MR. MILLER: Your Honors, good morning.
For the Applicant, Christopher L. Miller and Nicole
R. Woods of the law firm of Ice Miller, 250 West
Street, Columbus, Ohio 43215.

EXAMINER HICKS: Thank you.

And on behalf of Commission Staff.

MS. KERN: Thank you, Your Honor. On behalf of the Office of the Ohio Attorney General, Kyle Kern and Sarah Feldkamp, representing the Public Utilities Commission Staff, 30 East Broad Street, 26th floor, Columbus, Ohio 43215.

EXAMINER HICKS: And on behalf of Ohio Consumers' Counsel.

MS. BOTSCHNER O'BRIEN: Thank you, Your Honor. Appearing on behalf of the Office of Ohio Consumers' Counsel, Amy Botschner O'Brien, 65 East State Street, Suite 700, Columbus, Ohio 43215.

EXAMINER HICKS: Thank you.

I will just also note for the record that the City of Marion has intervened in Case No. 21-595. Their counsel is not present today, but he did, yesterday, file on the record a Notice of Waiver of Appearance indicating that he waived the right to be here and would obviously not be in attendance. The City is a party to the Stipulation in Case No. 21-595, so the Bench will obviously accept that Notice of Waiver, and just put on record that he did file it and is not in attendance today.

With that, I will turn it over -- I think, based on our preliminary discussions, I will be turning it over to Ms. Kern initially.

1 MS. KERN: Yes. Thank you, Your Honor.

2 I will start with marking the Stipulation
3 and Recommendation and exhibits referenced therein in
4 Docket 21-595-WW-AIR, and I would like to start with
5 marking the Stipulation that was filed in this docket
6 on June 16, 2022, as Joint Exhibit 1.

7 Your Honors, do you need a copy? I did
8 bring copies.

9 EXAMINER HICKS: I think we have --

10 MS. KERN: Okay.

11 EXAMINER HICKS: -- copies of everything.
12 And then, just for ease, I'll just go ahead and mark
13 them all, and at the end I'm going to say they're all
14 so marked --

15 MS. KERN: Okay.

16 EXAMINER HICKS: -- rather than
17 interrupting you --

18 MS. KERN: Okay. Thank you.

19 EXAMINER HICKS: -- with each one.

20 MS. KERN: Then, for reference, I'm
21 looking at page 5 of the Stipulation that lists the
22 joint -- the exhibits from the Stipulation.

23 The second exhibit is Joint Exhibit 2 and
24 that is the Stipulation Schedules.

25 Joint Exhibit 3 will be marked as Revised

Tariffs.

Aqua Exhibit 1 will be the Direct
Testimony of Robert L. Davis.

Aqua Exhibit 2, the Direct Testimony of
Paul J. Hanley.

Aqua Exhibit 3, Direct Testimony of Peter
Kusky.

Aqua Exhibit 4, Direct Testimony of
William C. Packer.

Aqua Exhibit 5, Direct Testimony of Dylan
D'Ascendis.

Aqua Exhibit 6, Direct Testimony of
Constance E. Heppenstall.

Aqua Exhibit 7, Direct Testimony of
Daniel T. Franceski.

Aqua Exhibit 8, the Application filed on
June 28, 2021, and amended on July 17, 2021, and
August 24, 2021.

Staff Exhibit 1 is the Staff Report filed
in this docket on February 11, 2022.

Staff Exhibit 2, the Audit Report filed
on February 11, 2022.

OCC Exhibit 1, Direct Testimony of
William Ross Willis.

OCC Exhibit 2, Direct Testimony of James

1 D. Williams.

2 OCC Exhibit 3, Direct Testimony of Daniel
3 J. Duann.

4 And I would like to note that Robert
5 Davis filed Supplemental Testimony in this docket on
6 June 21, 2022, and that will be marked as Aqua
7 Exhibit 9. And it is not referenced in the
8 Stipulation, which is why I did it out of order.

9 EXAMINER HICKS: Those will all be so
10 marked.

11 (EXHIBITS MARKED FOR IDENTIFICATION.)

12 MS. KERN: Your Honors, would you like me
13 to go to the 596 proceeding?

14 EXAMINER HICKS: Sure. Let's go.

15 MS. KERN: Okay. Thank you.

16 So, similarly, I will start with the
17 Stipulation that was filed on June 16, 2022, in
18 Docket 21-596-ST-AIR. Joint Exhibit 1 will be the
19 Stipulation and Recommendation.

20 Joint Exhibit 2 will be the Stipulation
21 Schedules.

22 Joint Exhibit 3, the Revised Tariffs.

23 Aqua Exhibit 1 will be the Direct
24 Testimony of Robert L. Davis.

25 EXAMINER WILLIAMS: I'm sorry to

1 interrupt. I think we're marking those distinct from
2 Aqua.

3 MS. KERN: Oh. AWI. Excuse me. Is
4 that -- is that acceptable?

5 EXAMINER HICKS: Yeah, we'll do AWI for
6 those exhibits.

7 MS. KERN: So that will be AWI Exhibit 1.
8 AWI Exhibit 2, Direct Testimony of Paul
9 J. Hanley.

10 AWI Exhibit 3, Direct Testimony of Peter
11 Kusky.

12 AWI Exhibit 4, Direct Testimony of
13 William C. Packer.

14 AWI Exhibit 5, Direct Testimony of Dylan
15 D'Ascendis.

16 AWI Exhibit 6, Direct Testimony of
17 Constance E. Heppenstall.

18 AWI Exhibit 7, Direct Testimony of Daniel
19 T. Franceski.

20 AWI Exhibit 8, Direct Testimony of John
21 J. Spanos.

22 AWI Exhibit 9, the Application filed on
23 June 28, '21, and amended on August 24, '21.

24 Staff Exhibit 1, the Staff Report filed
25 on February 11, '22.

Staff Exhibit 2, Audit Report filed on February 11, 2022.

OCC Exhibit 1, Direct Testimony of William Ross Willis.

OCC Exhibit 2, Direct Testimony of Daniel J. Duann.

I just wanted to note that this list is on page 4 of Joint Exhibit 1, the Stipulation and Recommendation.

And also, Robert Davis' Supplemental Testimony should be marked as AWI Exhibit 10. That is not listed in the Stipulation and was filed separately.

EXAMINER WILLIAMS: Let's go off the record for just a second.

(Discussion off the record.)

EXAMINER WILLIAMS: Back on.

So two points of clarification regarding the exhibits that we are marking.

Relative to the 596 case, we're going to ask that we lead into each exhibit with "AWI," to distinguish it from the 595 case. So, for example, AWI Joint Exhibit 1.0, AWI Staff Exhibit 1.0, and AWI OCC Exhibit 1.0, will carry across everything that's not already premarked as AWI.

Also, we want to clarify that the exhibits were brought in as 1, 2, 3, and so on. They're, in fact, in the Stipulation marked as 1.0, 2.0. So we'll mark them as the 1.0, 2.0, as they're proposed in the Stipulation.

If I need to clarify that further, please let me know. Otherwise, subject to that modification, those exhibits are also so marked.

(EXHIBITS MARKED FOR IDENTIFICATION.)

MS. KERN: Thank you, Your Honor.

EXAMINER WILLIAMS: Thank you.

EXAMINER HICKS: Anything further, Ms. Kern?

MS. KERN: No. Thank you, Your Honor.

EXAMINER HICKS: I think, based on our preliminary instructions, we will now turn it over to you, Mr. Miller.

MR. MILLER: That would be fine. So I would like to call as the first and only witness for the party -- for the Applicant, Robert L. Davis. Bob, if you'll . . .

THE WITNESS: Yeah.

EXAMINER HICKS: If you will raise your right hand, I'll swear you in.

(Witness sworn.)

1 EXAMINER HICKS: Thank you.

2 THE WITNESS: Thank you.

3 EXAMINER HICKS: I'll hand it over to
4 Judge Williams.

5 EXAMINER WILLIAMS: Did you want to ask
6 any questions?

7 MR. MILLER: Sure. I can set it up.

8 - - -

9 ROBERT L. DAVIS

10 being first duly sworn, as prescribed by law, was
11 examined and testified as follows:

12 DIRECT EXAMINATION

13 By Mr. Miller:

14 Q. Good morning, Mr. Davis. How are you?

15 A. Good. Yourself?

16 Q. Good. Thank you.

17 First of all, for the record, what is
18 your name and what is your business address?

19 A. My name is Robert L. Davis. I'm the
20 President and COO of Aqua Ohio, Inc. and Aqua
21 Wastewater, Inc. My business address is 6650 South
22 Avenue, Boardman, Ohio 44512.

23 Q. And you answered my second question, so
24 you're ahead of me. Thank you. So --

25 A. We only have 15 minutes.

1 Q. I know.

2 So, Mr. Davis, you heard reference to a
3 number of pieces of testimony that you have prepared
4 prefiled testimony in this case, and I believe there
5 are four. There is a Direct Testimony, prefiled, for
6 both what we know as the 595 water case and the 596
7 sewer case, and then you filed Supplemental Testimony
8 in the 595 water case and the 596 sewer case. Those
9 direct testimonies were filed on July 12, 2021, and
10 the supplementals were filed on June 21, 2022. Are
11 you familiar with all those?

12 A. Yes.

13 Q. Do you have copies of those in front of
14 you if you need them?

15 A. I do.

16 Q. We've already marked those exhibits into
17 the record, so I would ask you several questions.
18 Did you prepare or cause to be prepared those
19 pieces -- four pieces of testimony?

20 A. Yes.

21 Q. Do you have any corrections, changes,
22 modifications, or updates to any of those pieces of
23 testimony at this time?

24 A. I do not.

25 MR. MILLER: Your Honors, I would provide

1 him and proffer him for cross or questions from the
2 Bench.

3 EXAMINER HICKS: Thank you, Mr. Miller.

4 - - -

5 EXAMINATION

6 By Examiner Williams:

7 Q. Good morning, Mr. Davis.

8 A. Good morning.

9 Q. Just a couple questions relative to your
10 Supplemental Testimony. I guess, at the outset, I
11 want to clarify. I know we have these two parallel
12 cases and we were brought Stipulations in each case.
13 Are there material distinctions made as to the
14 Stipulations between the two cases? In other words,
15 the settlement negotiations that ensued between
16 Application, Staff Report, and us sitting here today,
17 have they caused any material distinctions between
18 how those two cases are being treated from a
19 Stipulation standpoint?

20 A. No, they have not.

21 Q. Okay. So, essentially, if we're talking
22 about the financial aspects of the larger case, the
23 595 case, that will draw forth the financial aspects
24 on a parallel track to the --

25 A. Yeah, the only difference, Your Honor,

1 would be the revenue requirement in the water case
2 versus the sewer case.

3 Q. Okay. Thank you.

4 So I note in the Stipulation -- again,
5 I'm just going to reference 595 for ease of our own
6 convenience -- at page 4, you reference the benefit
7 to ratepayers, and you reference recognizing
8 objections to the Staff Report, rejecting some of
9 those objections, and considering alternative
10 approaches. Are you able to highlight any of the
11 alternative approaches that were considered, for the
12 record?

13 A. "Alternative approaches," can you
14 elaborate?

15 Q. Yeah. Maybe it's not the most fair
16 question. Do you have your Supplemental Testimony in
17 front of you?

18 A. I do.

19 Q. It's on page 4 of that testimony,
20 line 12. Are you there?

21 A. Yes. Supplemental Testimony on page 4?

22 Q. Correct. The answer actually begins at
23 line 10. You're talking about the benefit to
24 ratepayers and the public interest; and then, at
25 line 12, you reference a response to objections to

1 the Staff Report, rejecting some of the objections --

2 A. Yes.

3 Q. -- and then you reference considering
4 alternative approaches. I just wanted to know if you
5 could provide some context to what alternative
6 approaches were considered, if you're able to.

7 A. Yeah. I think some of the alternative
8 approaches that we looked at, we looked at,
9 obviously, reducing the revenue requirement for the
10 water case in this particular case from, I believe,
11 8.4 million down to, I believe, 5.1 million, would be
12 that alternative approach there.

13 We talked about numerous information
14 regarding the benefit to the ratepayers and the
15 public interest.

16 We also looked at the rate of return,
17 that was looked at, an alternative of 6.78, less than
18 the 7.42, the return that we had filed in the
19 previous application back in June of -- June 28 of
20 2022 (sic).

21 Q. Thank you, sir.

22 And you also referenced one of the prongs
23 of the Commission's approach to considering
24 settlement which is the negotiations among capable
25 and knowledgeable parties. Your answer there is a

1 bit conclusory. I just want to expand on that, if I
2 could. Can you give us some idea of how many
3 negotiation sessions have occurred in the case
4 overall?

5 A. Yeah. The -- first of all, it was an
6 open and -- open process. Many, many Webexes that we
7 had that was facilitated by our legal counsel. We
8 believe that it was negotiated in good faith with
9 diverse perspectives that went into it. We met on a
10 weekly, biweekly basis, as much as was needed to, I
11 think, to move this case along.

12 I believe that compromise was met. I
13 think middle ground was met. I think all parties
14 were experienced, very knowledgeable in what we did.
15 And I think, at the end of the day, the Stipulation
16 agreement outlines the hard work that we put into
17 settling this case.

18 Q. And all the parties participated in all
19 the settlement negotiation sessions?

20 A. That is correct. OCC Staff, PUCO Staff.
21 Of course, Ice Miller, our legal consultant.

22 Q. The City of Marion?

23 A. And I believe Marion as well.

24 And Larkin may have been there once or
25 twice. I'm not sure.

1 Q. And just for context -- I do apologize
2 for pressing you on this -- "many, many," and
3 "weekly" and "biweekly," can you just give me an
4 approximate number? Are we talking about 5, 15, 50?

5 A. I would probably say at least -- at least
6 5 to 10, in that -- in that ballpark. It could have
7 been more.

8 Q. Thank you.

9 And then I just have a couple questions,
10 and if these are in more detail than your knowledge
11 here today, we'll certainly work through that, but if
12 you could draw your attention to, and I'm working
13 through the Stipulation in 595, and I'm at Joint
14 Exhibit 2.0, there's a Schedule B-12. We can go off
15 the record for a minute while you find that.

16 (Off the record.)

17 EXAMINER WILLIAMS: We're back on the
18 record.

19 Q. (By Examiner Williams) So we took just a
20 few seconds off the record while we all found Joint
21 Exhibit 2, Schedule B-12. There's some adjustments
22 there to plant in service and depreciation reserve
23 that collectively seem to amount to \$9.4 million,
24 plus or minus. Can you highlight what those
25 adjustments relate to?

1 A. The -- yes. The adjustments relate to
2 the removing of tank painting expense from plant in
3 service; as well as adjustments to reflect the
4 capitalized tank painting and distribution reservoirs
5 and standpipes; in addition to the actual
6 depreciation reserve and the total depreciation
7 reserve as of 12/21 -- 12/31/21. Adjustments, again,
8 for misclassified capital tank painting costs and
9 depreciation reserve.

10 Q. Okay. So that entire \$9.4 million then
11 results from reclassifying as a capital cost the
12 painting aspects of the company?

13 A. That's correct.

14 Q. Okay. Thank you.

15 The next page there is B-12, page 2 of 2.
16 And I think you just answered this question.

17 A. Yes.

18 Q. At line 4 then, "Adjustment to Remove
19 Tank Painting Expense from Plant in Service" is
20 \$1.2 million.

21 A. That's correct.

22 Q. Nonetheless, you're indicating that on
23 the prior page, all those adjustments do relate to
24 the painting reclassification?

25 A. Yes.

1 Q. Okay. And then a few pages deeper, I'm
2 now at --

3 MS. KERN: Your Honor, may I interject?
4 Can we go off the record for a moment?

5 EXAMINER WILLIAMS: Let's go off the
6 record.

7 (Discussion off the record.)

8 EXAMINER WILLIAMS: Let's go back on.

9 We were off the record for maybe
10 5 minutes or so. There was a collective discussion
11 by all the stipulating parties relative to some of
12 the contents of the schedules again in 595.

13 Q. (By Examiner Williams) And I'll turn back
14 to you. In terms of what's presented here today, and
15 I know there were -- the Application contained
16 information as to date-certain numbers, correct?

17 A. Yes.

18 Q. And then there were some recommended
19 modifications pursuant to the Staff reviewing the --

20 A. Yes.

21 Q. -- audit report, correct?

22 A. Yes.

23 Q. And then there were further modifications
24 that ensued pursuant to negotiations even after that,
25 correct?

1 A. Yes.

2 Q. And so is it your position and testimony
3 that what's before us today is a combination of the
4 entire process, including adjustments that resulted
5 directly from the negotiations that occurred over the
6 course of the last six months or more?

7 A. Yes.

8 Q. And you're here to indicate that you
9 believe this is fair and reasonable to all the
10 parties involved?

11 A. Yes.

12 EXAMINER WILLIAMS: Okay. That's all the
13 questions I have.

14 Judge?

15 EXAMINER HICKS: I have no further
16 questions.

17 EXAMINER WILLIAMS: Let's go back off the
18 record.

19 (Discussion off the record.)

20 EXAMINER WILLIAMS: Let's go back on the
21 record.

22 I want to thank you for your testimony.
23 I do appreciate your patience. I know digging deep
24 into the financials can be a little cumbersome to us
25 non-accountants. Thank you so much for your

1 testimony. We don't have any further questions.

2 THE WITNESS: Thank you.

3 EXAMINER HICKS: Anything further,
4 Mr. Miller?

5 MR. MILLER: Can we go off the record for
6 a minute?

7 EXAMINER HICKS: Sure.

8 Off the record.

9 (Discussion off the record.)

10 EXAMINER HICKS: We're back on the
11 record.

12 Someone, I assume, would like to take up
13 the exhibits, to move them in?

14 MS. KERN: Thank you, Your Honor. Staff
15 would move to admit all of the exhibits previously
16 listed for both dockets. I won't relist them now --

17 EXAMINER HICKS: Sure.

18 MS. KERN: -- for efficiency.

19 EXAMINER HICKS: I will not read through
20 them again.

21 MS. KERN: Okay.

22 EXAMINER HICKS: I will assume there are
23 no objections from either parties, so I will globally
24 say that all those that have been marked on the
25 record are hereby admitted.

1 (EXHIBITS ADMITTED INTO EVIDENCE.)

2 EXAMINER HICKS: Mr. Miller, I believe
3 you said you did want to note one thing for the
4 record.

5 MR. MILLER: Yes. One additional note
6 for the record. Within, approximately, the next
7 24 hours, we will be filing a 4.0, which would be the
8 customer notices.

9 EXAMINER HICKS: That would be Joint
10 Exhibit 4.0?

11 MR. MILLER: Correct.

12 EXAMINER HICKS: And is that -- will
13 there be one for each case?

14 MS. WOODS: There will be one for each
15 docket.

16 EXAMINER HICKS: Okay. So I believe we
17 had said our idea would be to leave the record
18 officially open for a little bit of time to allow you
19 to file those.

20 EXAMINER WILLIAMS: So we'll look for
21 those to be filed by the end of business tomorrow --

22 MR. MILLER: Thank you, Your Honor.

23 EXAMINER WILLIAMS: -- Friday.

24 EXAMINER HICKS: Anything further?

25 MR. MILLER: Nothing from me.

1 MS. KERN: Nothing, Your Honor. Thank
2 you.

3 MS. BOTSCHNER O'BRIEN: Nothing, Your
4 Honor. Thank you.

5 EXAMINER HICKS: Hearing none, we will go
6 ahead and adjourn.

7 (Thereupon, the proceedings concluded at
8 10:44 a.m.)

9 - - -

CERTIFICATE

I do hereby certify that the foregoing is a true and correct transcript of the proceedings taken by me in this matter on Thursday, June 23, 2022, and carefully compared with my original stenographic notes.

Carolyn M. Burke, Registered
Professional Reporter, and
Notary Public in and for the
State of Ohio.

My commission expires July 17, 2023.

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Commission of Ohio Docketing Information System on**

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in

Case No(s). 21-0595-WW-AIR, 21-0596-ST-AIR

Summary: Transcript June 23rd 2022 In the Matter of the Application of Aqua Ohio, Inc. to Increase its Rates and Charges for its Waterworks Service. In the Matter of the Application of Aqua Ohio Wastewater, Inc. to Increase its Rates and Charges for its Wastewater Service. electronically filed by Mr. Ken Spencer on behalf of Armstrong & Okey, Inc. and Burke, Carolyn