



The Commonwealth of Massachusetts

DEPARTMENT OF PUBLIC UTILITIES

NOTICE OF FILING AND PUBLIC HEARING

D.P.U. 25-39

May 23, 2025

Joint Petition of Eversource Energy, Unitil Corporation, and the Aquarion Water Authority, pursuant G.L. c. 164, § 96 and G.L. c. 165, § 2 for approval of the sale of Aquarion Water Company of Massachusetts, Inc. to Unitil Corporation.

On May 8, 2025, Eversource Energy ("Eversource"), Unitil Corporation ("Unitil"), and the Aquarion Water Authority ("AWA") filed with the Department of Public Utilities ("Department") a revised joint petition for approval of two transactions that together would result in the sale of Aquarion Water Company of Massachusetts, Inc. ("Aquarion Water") to Unitil. The revised joint petition supplements an earlier joint petition filed on April 4, 2025. The Department docketed this matter as D.P.U. 25-39.

Aquarion Water distributes water to approximately 12,000 customers in the towns of Dover, Millbury, Oxford, Plymouth, and Sheffield, Massachusetts. In 2017, Eversource acquired Aquarion Water, its parent Aquarion Company, and related subsidiaries providing water service in New Hampshire and Connecticut.

The revised joint petition requests approval of two transactions set forth in: (1) a January 27, 2025 purchase and sale agreement between AWA, as purchaser, and Eversource, as seller; and (2) a May 6, 2025 purchase and sale agreement between AWA, as seller, and Unitil, as purchaser. The joint petitioners indicate that the total value of Aquarion Water in the second transaction is approximately \$44.3 million, including \$32.2 million of cash and \$12.1 million of assumed long-term debt. If the transactions are approved by the Department, Unitil would be the sole stockholder of Aquarion Water and Aquarion Water would operate as a wholly owned subsidiary of Unitil. Aquarion Water would continue to operate as a water company as defined in G.L. c. 165, § 1, subject to the Department's jurisdiction.

Unitil proposes to enter into a five-year operating services agreement with AWA to provide certain administrative, customer-related, and operational support services to Unitil's newly acquired water operations. Unitil states that Aquarion Water's local employees will become employees of Unitil with compensation and benefits at least comparable to their current levels.

The joint petitioners are not proposing any changes to Aquarion Water's rates or other terms of service from the transaction. Rates will remain at current levels until any change in those rates is authorized by the Department. In addition, Unitil indicates that it will propose to recover transaction costs, including an acquisition premium, through Aquarion Water's rates only to the extent it can show savings resulting from the acquisition in a future rate case.

The Department will review the effect of the transactions on Massachusetts customers to ensure, among other things, they are consistent with the public interest under G.L. c. 164, § 96. Elements of the transactions are also subject to review by the Connecticut Public Utilities Regulatory Authority, the New Hampshire Public Utilities Commission, and the Maine Public Utilities Commission as a result of the ownership of utility facilities and/or other operations in those jurisdictions by Eversource and Unitil.

Finally, the joint petitioners request the Department, in approving the transactions, to confirm that all of the franchise rights and obligations currently held by Aquarion Water shall continue to be held by Aquarion Water after the sale and no separate authorization is required under G.L. c. 164, § 21.

The Department will conduct a public hearing to receive comments on the joint petition using Zoom videoconferencing on **June 25, 2025**, at 2:00 p.m. Attendees can join by entering the link, <https://us06web.zoom.us/j/83500363652>, from a computer, smartphone, or tablet. No prior software download is required. For audio-only access to the hearings, attendees can dial in at + **1 646 931 3860**, (not toll free) and then enter the Meeting ID# **835 0036 3652**.

Any person interested in commenting on the joint petition also may submit written comments to the Department no later than the close of business (5:00 p.m.) on **June 26, 2025**. Written comments from the public should be sent by email to dpu.efiling@mass.gov and the Hearing Officer, Lauren Morris, at lauren.morris@mass.gov. The Department strongly encourages public comments to be submitted by email. If, however, a member of the public is unable to send written comments by email, a paper copy may be sent to Mark D. Marini, Secretary, Department of Public Utilities, One South Station, Boston, Massachusetts, 02110.

Any person or entity who desires to participate in the evidentiary phase of this proceeding must file a written petition for leave to intervene with the Department not later than the close of business (5:00 p.m.) on **June 12, 2025**. A petition for leave to intervene must satisfy the timing and substantive requirements of 220 CMR 1.03. Receipt by the Department constitutes filing and determines whether a petition has been timely filed. A petition filed late may be disallowed as untimely, unless good cause is shown for waiver under 220 CMR 1.01(4). To be allowed, a petition under 220 CMR 1.03(1) must satisfy the standing requirements of G.L. c. 30A § 10. All responses to petitions to intervene must be filed by the close of business (5:00 p.m.) on the second business day after the petition to intervene was filed.

The Attorney General of the Commonwealth of Massachusetts (“Attorney General”) has filed a notice of intervention in this matter pursuant to G.L. c. 12, § 11E(a). Further, pursuant to G.L. c. 12, § 11E(b), the Attorney General has filed a notice of retention of experts and consultants to assist in her investigation of the joint petition and has requested Department approval to spend up to \$150,000 in this regard. Any person who seeks to intervene in this matter and desires to comment on the Attorney General’s notice of retention of experts and consultants must file the comments no later than 5:00 p.m. on **June 12, 2025**

All comments, petitions to intervene, or other documents should be submitted to the Department in .pdf format by e-mail attachment to dpu.efiling@mass.gov, and to the Hearing Officer, Lauren Morris, at lauren.morris@mass.gov. In addition, a copy of all documents should be emailed to Eversource’s attorney, Robert J. Humm, Esq. at rhum@keeganwerlin.com; Unitil’s attorney, Kerri Gowaski, Esq. at kgowaski@keeganwerlin.com; AWA’s attorney, Bruce McDermott, Esq. at bmcdermott@harrisbeachmurtha.com; and Assistant Attorney General William C. Rose, at william.rose@mass.gov. The text of the e-mail must specify: (1) the docket number of the proceeding (D.P.U. 25-39); (2) the name of the person or company submitting the filing; and (3) a brief descriptive title of the document.

All documents submitted in electronic format will be posted on the Department’s website through our online File Room as soon as practicable (enter “25-39”) at: <https://eeaonline.eea.state.ma.us/DPU/Fileroom/dockets/bynumber>. Please note that in the interest of transparency any comments will be posted to our website as received, and without redacting personal information, such as addresses, telephone numbers, or email addresses. As such, consider the extent of information you wish to share when submitting comments.

To the extent a person or entity wishes to submit comments or intervene in accordance with this Notice, electronic submission, as detailed above, is sufficient. To request materials in accessible formats for people with disabilities (Braille, large print, electronic files, audio format), please contact the Department’s ADA coordinator at eeadiversity@mass.gov, 617-626-1282.

For further information regarding the joint petition, please contact Eversource’s attorney, Robert J. Humm, Esq. at rhum@keeganwerlin.com or Unitil’s attorney, Kerri Gowaski, Esq. at kgowaski@keeganwerlin.com. For further information regarding this Notice, please contact Lauren Morris, Hearing Officer, Department of Public Utilities, at lauren.morris@mass.gov.

Translation and Interpretation Services:

English

ATTENTION: Translation and/or interpretation services are available upon request. Please email Kaylee Burgess at dpu.ej@mass.gov to request language services, specifying your preferred language and contact information.

Español (Spanish)

ATENCIÓN: Los servicios de traducción y/o interpretación están disponibles bajo solicitud. Por favor envíe un correo electrónico a Kaylee Burgess en dpu.ej@mass.gov para solicitar los servicios de idiomas, especificando su idioma preferido e información de contacto.

Português (Portuguese)

ATENÇÃO: Disponibilizamos nossos serviços de tradução e/ou interpretação de acordo com a sua demanda. Para solicitar um serviço linguístico, envie um e-mail para Kaylee Burgess através do endereço dpu.ej@mass.gov, informando o idioma desejado e seus dados para contato.

简体中文 (Simplified Chinese)

提醒您：您可依需要申请提供笔译和/或口译服务。
。请发送电子邮件给 Kaylee Burgess（dpu.ej@mass.gov）来申请语言服务要求，并注明您的首选语言和联系信息。

繁體中文 (Traditional Chinese)

提醒您：您可依照需求申請筆譯和/或口譯服務。請以電郵聯絡 Kaylee Burgess（dpu.ej@mass.gov）來申請語言服務請求，請在電郵內註明需要的語言和聯絡資訊。

Kreyòl Ayisyen (Haitian Creole)

ATANSYON: Gen sèvis tradiksyon ak/oswa entèpretasyon ki disponib sou demann. Tanpri voye imèl bay Kaylee Burgess nan dpu.ej@mass.gov pou mande sèvis lang, ki enfòm lang ou pi pito a ak enfòmasyon kontak ou.

Tiếng Việt (Vietnamese)

LƯU Ý: Các dịch vụ biên dịch và/hoặc phiên dịch có sẵn theo yêu cầu. Vui lòng gửi email đến Kaylee Burgess theo địa chỉ dpu.ej@mass.gov để yêu cầu dịch vụ ngôn ngữ, nêu rõ ngôn ngữ ưa thích của quý vị và thông tin liên lạc

Français (French)

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(Arabic) العربية

يرجى الانتباه: تتوفر خدمات الترجمة و/أو الترجمة الفورية عند الطلب.
لطلب خدمات لغوية يرجى التواصل مع Kaylee Burgess بإرسال رسالة إلكترونية إلى العنوان dpu.ej@mass.gov . تحدد فيها اللغة المفضلة لديك وتذكر معلومات الاتصال .

Русский (Russian)

ВНИМАНИЕ!
Услуги письменного и/или устного перевода предоставляются по запросу. Для запроса услуг перевода обращайтесь к Kaylee Burgess по адресу dpu.ej@mass.gov. В запросе укажите язык перевода и контактную информацию.

ខ្មែរ (Khmer)

ជូនចំពោះ៖ សេវាកម្មប្រែក្លាយ និង/ឬអ្នកបកប្រែផ្ទាល់ គឺមានតាមការស្នើសុំ។ សូមផ្ញើអ៊ីមែលទៅ Kaylee Burgess តាម dpu.ej@mass.gov ដើម្បីស្នើសុំសេវាកម្មប្រែក្លាយ ដោយបញ្ជាក់ភាសាដែលអ្នកចង់បាន និងព័ត៌មានទំនាក់ទំនង។

한국어 (Korean)

주의: 요청 시 번역 및/또는 통역 서비스가 제공됩니다. Kaylee Burgess에게 dpu.ej@mass.gov로 이메일을 보내 선호하는 언어와 연락처 정보를 명시하여 언어 서비스를 요청하십시오.