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2009 AUG 12 PM 2: 08 COMMONWEALTH OF PENNSYLVANIA HARRISBURG, PENNSYLVANIA

T.R.A. DOCKET ROOM

August 6, 2009

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TN REGULATORY AUTHORITY UTILITIES DIVISION

Honorable Eddie Roberson, Chairman Tennessee Regulatory Authority 460 James Robertson Parkway Nashville, TN 37243-0505

Re: Multi-State Management Audit of American Water Company, Inc. and its Subsidiaries

Dear Chairman Roberson:

THE CHAIRMAN

This is in response to your recent letter inquiring about the interest of the Pennsylvania Public Utility Commission (PUC) in participating in a multi-state management audit of the American Water Company, Inc. and its subsidiaries. While we appreciate the suggestion and understand the potential value of a multi-state audit approach, we are not interested in pursuing this opportunity at this time. The reason is that about a year ago, our PUC – with the help of an outside consultant – completed a comprehensive management audit of Pennsylvania-American Water Company (PAWC), the Pennsylvania subsidiary of American Water Company.

The audit commenced in July 2007 and focused on a wide array of issues including executive and financial management, water operations, corporate governance, affiliated interests, customer service and overall performance. In November 2008, the PUC released a three-volume report and PAWC's implementation plan. Perhaps some of the work done by our audit team will be useful to the firm that you secure to conduct a management audit. It is available on our website at the following links:

Phase I Report - http://www.puc.state.pa.us//PCDOCS/1026732.pdf
Phase III Report and Appendices - http://www.puc.state.pa.us//PCDOCS/1026755.pdf
PAWC Implementation Plan - http://www.puc.state.pa.us//PCDOCS/1026386.doc

Currently, PAWC is proceeding with its implementation plan and is required to submit progress reports annually, by September 1 of this year, followed by two additional status reports in September 2010 and 2011.

Thank you for reaching out to us. We wish you well in your efforts. If we can provide any additional information, please feel free to contact our Director of Operations, Karen Moury, at 717-772-8883 or by e-mail at kmoury@state.pa.us.

Sincerely,

James H. Cawley

hairman

cc: Tyrone J. Christy, Vice Chairman

Kim Pizzingrilli, Commissioner

Wayne E. Gardner, Commissioner

Robert F. Powelson, Commissioner

Karen O. Moury, Director of Operations