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May 24, 2012

Via Email and Hand Delivery

Administrative Law Judge Susan D Colwell
PO Box 3265
Harrisburg, PA 17105-3265

Re: Petition of PPL Electric Utilities Corporation for Approval Of a Default Service Program and Procurement Plan for the Period June 1, 2013 Through May 31, 2015; Docket No. P-2012-2302074; **PREHEARING CONFERENCE MEMORANDUM OF DOMINION RETAIL, INC. AND INTERSTATE GAS SUPPLY, INC.**

Dear Honorable Colwell:

Enclosed for filing with the Commission are the original and three (3) copies of the Prehearing Conference Memorandum of Dominion Retail, Inc. and Interstate Gas Supply, Inc. in the above-captioned docket. Copies of this Memorandum have been served in accordance with the attached Certificate of Service.

Thank you for your attention to this matter. If you have any questions related to this filing, please contact the undersigned.

Very truly yours,

Todd S. Stewart
*Counsel for Dominion Retail, Inc. and
Interstate Gas Supply, Inc.*

TSS/alh
Enclosures

cc: Secretary Rosemary Chiavetta (via electronic filing)

CERTIFICATE OF SERVICE

I hereby certify that I have this day served a true copy of the foregoing document upon the parties, listed below, in accordance with the requirements of 52 Pa. Code § 1.54 (relating to service by a party).

VIA ELECTRONIC AND FIRST CLASS MAIL

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Harrisburg, PA 17101-1923

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Todd S. Stewart
*Counsel for Dominion Retail, Inc. and
Interstate Gas Supply, Inc.*

Date: May 24, 2012

BEFORE THE
PENNSYLVANIA PUBLIC UTILITY COMMISSION

Petition of PPL Electric Utilities Corporation :
for Approval Of a Default Service Program and : Docket No. P-2012-2302074
Procurement Plan for the Period June 1, 2013 :
Through May 31, 2015 :

**PREHEARING CONFERENCE MEMORANDUM
OF DOMINION RETAIL, INC. AND
INTERSTATE GAS SUPPLY, INC.**

NOW COME Dominion Retail, Inc. d/b/a Dominion Energy Solutions, (“DES”) and Interstate Gas Supply, Inc. d/b/a Interstate Energy (“IGS”) and hereby offer their Prehearing Conference Memorandum in response to publication of Notice of a Prehearing Conference to be held before Your Honor on June 6, 2012 in the Pennsylvania Bulletin. 42 Pa. Bull. 2871. DES and IGS, by and through their counsel in the above-captioned matter, Hawke McKeon & Sniscak LLP, and hereby jointly submit their Prehearing Conference Memorandum.

I. PROCEDURAL HISTORY

1. On or about May 1, 2012 PPL Electric Utilities Corporation (“PPL”) filed the above captioned petition with the Pennsylvania Public Utility Commission (“Commission”).
2. On May 9, 2012 DES and IGS filed a Joint Petition to Intervene in the above captioned proceeding.
3. Several other parties have intervened in this proceeding.

4. One May 19, 2012, Notice of the Assignment of this matter was published in the Pennsylvania Bulletin.

II. ISSUES

5. DES and IGS have reviewed the filing and have identified the following issues to be included on the list that they will address in the litigation of this matter. However, they reserve the right to address additional issues as they arise in the course of litigation and in response to other issues raised by other parties to this proceeding.

- a. PPL's proposed market enhancements;
- b. PPL's procurement plan; and,
- c. PPL's attempt to incorporate its reconciliation rider into this proceeding.

III. WITNESS

6. At this time DES and IGS intend to present the following witness to testify in this matter, however they reserve the right to call additional witnesses as may be warranted upon proper notice to Your Honor and the parties:

Thomas J. Butler
Director of New Business Development
501 Martindale Street
Suite 400
Pittsburgh, PA 15212-5817
(412) 237- 4765
Thomas.J.Butler@dom.com.

Mr. Butler will address the issues identified above and any other issues that may arise in the course of this proceeding.

IV. SCHEDULE

7. DES and IGS will work with the parties and Your Honor to develop a litigation schedule that is satisfactory to all concerned.

V. DISCOVERY

8. DES and IGS have not yet engaged in discovery, but, if necessary, will do so at the earliest possible date, so as not to impede the procedural schedule in this case.

VI. EVIDENCE

9. DES and IGS intend to present the testimony of the witness above as well as any exhibits and other evidence that may be pertinent thereto.

VII. SETTLEMENT

DES and IGS are willing and ready to engage in settlement discussions in an attempt to resolve or narrow the issues in this proceeding, with any and all parties, and encourage the parties to engage in settlement early in the process.

VIII. REPRESENTATION

DES and IGS will be represented in the above-captioned matter by the following counsel. Please serve counsel copies of all pleadings hereafter filed in this matter and should be included on the service list as the entry for both parties.

Todd S. Stewart, Attorney I.D. No. 75556
William E. Lehman, Attorney I.D. No. 83936
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WHEREFORE, DES and IGS respectfully submit this Prehearing Conference Memorandum in satisfaction of Your Honor's Prehearing Order dated June 6, 2012.

Respectfully submitted,



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Counsel for Dominion Retail, Inc., and, Interstate Gas Supply, Inc.

DATED: May 24, 2012