

April 3, 2013

VIA HAND DELIVERY

David P. Zambito
Direct Phone 717-703-5892
Direct Fax 215-989-4216
dzambito@cozen.com

Rosemary Chiavetta, Secretary
Pennsylvania Public Utility Commission
Commonwealth Keystone Building
400 North Street, 2nd Floor North
P.O. Box 3265
Harrisburg, PA 17105-3265

Re: Joint Petition for Generic Investigation or Rulemaking Regarding "Gas-On-Gas" Competition
Between Jurisdictional Natural Gas Distribution Companies; Docket No. P-2011-2277868

Generic Investigation Regarding Gas-On-Gas Competition Between Jurisdictional Natural Gas
Distribution Companies; Docket No. I-2012-2320323

MOTION FOR PROTECTIVE ORDER

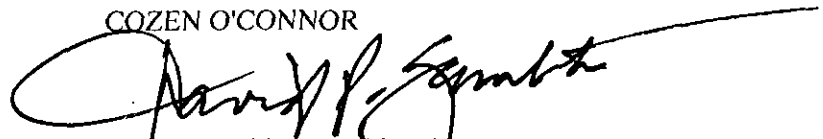
Dear Secretary Chiavetta:

Enclosed for filing with the Pennsylvania Public Utility Commission is the original Motion for Protective Order of Peoples Natural Gas Company LLC and Peoples TWP LLC in the above-referenced proceeding. A copy of this document has been served in accordance with the attached Certificate of Service.

If you have any questions regarding this filing, please direct them to me. Please date-stamp the extra copy and return it with our courier. Thank you for your attention to this matter.

Sincerely,

COZEN O'CONNOR



By: David P. Zambito, Esquire
Counsel for Peoples Natural Gas Company LLC and
Peoples TWP LLC

DPZ/kmg
Enclosure

cc: Per Certificate of Service

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**BEFORE THE
PENNSYLVANIA PUBLIC UTILITY COMMISSION**

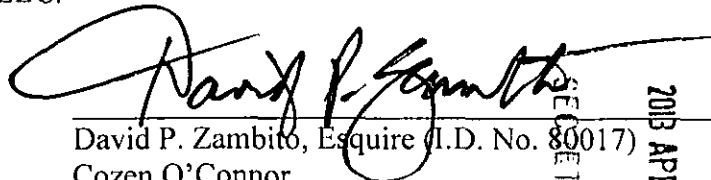
Administrative Law Judge
Elizabeth H. Barnes

Joint Petition for Generic Investigation or Rulemaking Regarding "Gas-On-Gas" Competition Between Jurisdictional Natural Gas Distribution Companies	:	:	Docket No. P-2011-2277868
Generic Investigation Regarding Gas-On-Gas Competition Between Jurisdictional Natural Gas Distribution Companies	:	:	Docket No. I-2012-2320323

NOTICE TO PLEAD

TO: Parties at Docket Nos. P-2011-2277868 & I-2012-2320323

Pursuant to 52 Pa. Code §§ 5.61 and 5.103, you are hereby notified that Peoples Natural Gas Company LLC and Peoples TWP LLC has filed a Motion for Protective Order at the above-referenced dockets to which you may file an answer within twenty (20) days unless otherwise provided in Chapter 5 of Title 52 of the Pennsylvania Code or by the Presiding Officer. Your failure to answer will allow the Presiding Officer to rule on the Motion without a response from you, thereby requiring no other proof. All pleadings such as an Answer to this Motion must be filed with the Secretary of the Pennsylvania Public Utility Commission at P.O. Box 3265, Harrisburg, PA 17105-3265, with a copy served on the undersigned counsel for Peoples Natural Gas Company LLC and Peoples TWP LLC.



David P. Zambito, Esquire (I.D. No. 80017)
Cozen O'Connor
305 North Front Street, Suite 400
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Date: April 3, 2013

Counsel for *Peoples Natural Gas Company LLC*
and *Peoples TWP LLC*

**BEFORE THE
PENNSYLVANIA PUBLIC UTILITY COMMISSION**

Administrative Law Judge
Elizabeth H. Barnes

Joint Petition for Generic Investigation or :
Rulemaking Regarding "Gas-On-Gas" Competition :
Between Jurisdictional Natural Gas Distribution :
Companies :

Docket No. P-2011-227788

Generic Investigation Regarding Gas-On-Gas :
Competition Between Jurisdictional Natural Gas :
Distribution Companies :

Docket No. I-2012-2320323

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MOTION FOR PROTECTIVE ORDER

TO THE HONORABLE ELIZABETH H. BARNES:

Peoples Natural Gas Company LLC and Peoples TWP LLC (collectively, the "Peoples Entities"), by their counsel, hereby move Your Honor to enter a Protective Order in the above-captioned proceeding pursuant to the provisions of 52 Pa. Code § 5.423(a), and in support thereof represent as follows:

1. This proceeding will involve the exchange of proprietary and highly confidential information in discovery and the potential use of such information in testimony, exhibits, on-the-record hearings, briefs, exceptions, and replies to exceptions. Such information will include, *inter alia*, competitive pricing information regarding customers of natural gas distribution companies ("Customer-Specific Discount Information").

2. Attached for consideration by Your Honor is a proposed Protective Order for use in this proceeding. It is the result of extensive negotiations between parties with diverse interests, and reflects a compromise of competing positions by the supporting and non-opposing parties.

3. All parties to the above-captioned proceeding either support or do not oppose the proposed Protective Order with the exceptions of the Industrial Energy Consumers of Pennsylvania (“IECPA”) and The Pennsylvania State University (“PSU”). IECPA and PSU have agreed to an abbreviated period of five business days in which to file an answer to this Motion.

4. Subsection (a) of Section 5.423 of the Commission’s Rules of Administrative Practice and Procedure, 52 Pa. Code § 5.423(a), states that the Presiding Officer should consider the following factors in deciding whether a protective order to limit the availability of proprietary information should issue: (a) the extent to which the disclosure would cause unfair economic or competitive damage; (b) the extent to which the information is known by others and used in similar activities; (c) the worth or value of the information to the party and to the party’s competitors; (d) the degree of difficulty and cost of developing the information; and, (e) other statutes or regulations dealing specifically with disclosure of the information. In consideration of these factors, the attached proposed Protective Order should be issued without modification.

5. Proprietary and highly confidential treatment, in the form of the proposed Protective Order, is justified because certain information would be of substantial value to competitors and customers of the producing parties, and its release would substantially harm the producing parties. The release of the information would allow competitors and customers to gain knowledge of certain terms and conditions of service; thereby placing the producing party at a severe competitive disadvantage.

6. The instant investigative proceeding centers around competitive discounts offered by natural gas distribution companies to customers. This Customer-Specific Discount Information is among the most-sensitive information possessed by the companies and customers. It is carefully guarded and not made available to the public. Both the companies and their customers have expended tremendous time and resources to negotiate, and to protect the confidentiality of, the discounts.

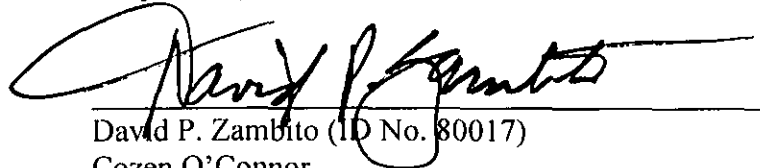
7. The proposed Protective Order will protect the proprietary nature of competitively-valuable information while allowing the parties to use such information for purposes of the instant proceeding. It applies the least restrictive means of limitation that will provide the necessary protections from disclosure. The limitations on disclosure will not prejudice the rights of the parties nor will they frustrate the prompt and fair resolution of this proceeding. The Protective Order clearly delineates processes by which the Parties can access proprietary and highly confidential information and provides prompt recourse to the Presiding Officer in the event of a dispute.

8. The proposed Protective Order is substantially similar to the standard protective order used in most Commission proceedings. It however provides for additional safeguards with respect to Customer-Specific Discount Information because of the unique nature of the instant proceeding – a proceeding that involves numerous parties with very diverse interests. Unlike a standard base rate or purchased gas cost proceeding, this proceeding involves numerous natural gas distribution companies as well as customers who could receive discounts from more than one of the participating natural gas distribution companies. The additional safeguards for Customer-Specific Discount Information include limiting the number of lawyers authorized to inspect the information and restricting access by “Competitive Duty Personnel.” The restrictions related to

Competitive Duty Personnel are taken from a protective order commonly used by the Federal Energy Regulatory Commission and, therefore, are not without precedent in regulatory proceedings.

WHEREFORE, for all of the reasons set forth above, Peoples Natural Gas Company LLC and Peoples TWP LLC, with the support or non-opposition of 10 of the other 12 parties to this proceeding, respectfully request that Your Honor issue the attached Protective Order.

Respectfully submitted,



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Harrisburg, PA 17101-1236
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E-mail: dzambito@cozen.com

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Pittsburgh, PA 15212
Telephone: (412) 208-6527
Facsimile: (412) 208-6577
Email: william.h.robertsII@peoples-gas.com

Jennifer L. Petrisek, Esquire (I.D. No. 84311)
Senior Counsel
Peoples TWP LLC
375 North Shore Drive, Suite 600
Pittsburgh, PA 15212
Telephone: (412) 208-6834
Facsimile: (412) 208-6580
Email: jennifer.petrisek@peoples-gas.com

Counsel for *Peoples Natural Gas Company LLC*
and *Peoples TWP LLC*

Date: April 3, 2013

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Administrative Law Judge
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Joint Petition for Generic Investigation or Rulemaking Regarding "Gas-On-Gas" Competition Between Jurisdictional Natural Gas Distribution Companies	:	:	Docket No. P-2011-2277868
Generic Investigation Regarding Gas-On-Gas Competition Between Jurisdictional Natural Gas Distribution Companies	:	:	Docket No. I-2012-2320323

PROTECTIVE ORDER

IT IS ORDERED THAT:

1. This Protective Order is hereby granted with respect to all materials and information identified in Paragraph 2 of this Protective Order which are filed with the Commission, produced in discovery, or otherwise presented during this proceeding. The Commission's Bureau of Investigation & Enforcement ("I&E"), the Office of Consumer Advocate ("OCA"), the Office of Small Business Advocate ("OSBA"), Peoples Natural Gas Company LLC, Peoples TWP LLC, Equitable Gas Company, LLC, Columbia Gas of Pennsylvania, Inc., UGI Distribution Companies (including UGI Utilities, Inc. – Gas Division, UGI Penn Natural Gas, Inc., and UGI Central Penn Gas, Inc.), National Fuel Gas Distribution Corporation, PECO Energy Company, The Pennsylvania State University, the Industrial Energy

Consumers of Pennsylvania, the Pennsylvania Independent Oil & Gas Association, Duquesne Light Company, and all other parties who may subsequently appear in this proceeding are collectively referred to herein as “Parties” or individually as a “Party.” All persons now and hereafter granted access to the materials and information identified in Paragraph 2 of this Protective Order shall use and disclose such information only in accordance with this Order.

2. The materials subject to this Order are all correspondence, documents, data, information, studies, methodologies and other materials which a Party or an affiliate of a Party furnishes in this proceeding pursuant to Commission rules and regulations, discovery procedures, testimony or cross-examination, or provides as a courtesy to a Party to this proceeding, which are claimed to be of a proprietary or confidential nature and which are designated “PROPRIETARY INFORMATION” or “CONFIDENTIAL INFORMATION” (hereinafter collectively referred to as “Proprietary Information”).

In addition, a Party may designate extremely sensitive Proprietary Information as “HIGHLY CONFIDENTIAL” (hereinafter referred to as “Highly Confidential Information”) and thus secure the additional protections set forth in this Order pertaining to such material. Such Highly Confidential Information, for purposes of this proceeding, shall be only such Proprietary Information, if any, that constitutes or describes a Party’s or, in the event that the information involves a specific customer, such customer’s (i) customer names or customer prospect names, addresses, annual volumes of gas usage, or other customer-identifying information; (ii) non-public financial information¹ and marketing plans; (iii) competitive strategies or service alternatives; (iv) market share projections; (v) competitive pricing or discounting information;

¹ The term “non-public financial information” refers to income statements, balance sheets, tax returns, debt instruments, and similar financial documents describing the financial condition of a Party or a customer. The term does not include *inter alia* cost information related to the operation, maintenance, or improvement of a Party’s natural gas system.

(vi) marketing materials that have not yet been used; (vii) settlement agreements; and, (viii) agreements that have been designated by the signatory parties to the agreements as confidential. A Party may subsequently petition the Commission or the Administrative Law Judge to include additional types of items in the designation of *Highly Confidential Information*.

3. Proprietary Information and Highly Confidential Information shall be made available to the Commission and its Staff for use in this proceeding. For purposes of filing, to the extent that Proprietary Information or Highly Confidential Information is placed in the Commission's report folders, such information shall be handled in accordance with routine Commission procedures inasmuch as the report folders are not subject to public disclosure. To the extent that Proprietary Information or Highly Confidential Information is placed in the Commission's testimony or document folders, such information shall be separately bound, conspicuously marked, and accompanied by a copy of this Order. Public inspection of Proprietary Information and Highly Confidential Information shall be permitted only in accordance with this Protective Order.

4. Proprietary Information and Highly Confidential Information shall be made available to counsel of record in this proceeding pursuant to the following procedures.

a. Proprietary Information. To the extent required for participation in this proceeding, a Party's ("the Receiving Party") counsel may afford access to Proprietary Information made available by another Party ("the Producing Party") to the Receiving Party's expert(s) or employees, subject to the following restrictions:

i. Such employee or expert(s) may not hold any of the following positions: (a) an officer, board member, stockholder, partner or owner of a competitor of the Producing Party, or (b) an employee of a competitor of the Producing Party who is primarily

involved in the pricing, development, and/or marketing of products or services that are offered in competition with those of the Producing Party; or (c) an officer, board member, stockholder, partner, owner of any affiliate of a competitor of the Producing Party. Notwithstanding the foregoing, any employee or expert shall not be disqualified on account of being a stockholder, partner, or owner unless his/her interest in the business constitutes a significant potential for violation of the limitations of permissible use of the Proprietary Information.

ii. If a Receiving Party's independent expert, another member of the independent expert's firm or the independent expert's firm generally, also serves as an expert for, or as a consultant or advisor to a competitor or any affiliate of a competitor of the Producing Party, said independent expert must: (1) advise the Producing Party of the competitor's or affiliate's name(s); (2) make reasonable attempts to segregate those personnel assisting in the expert's participation in this proceeding from those personnel working on behalf of a competitor or any affiliate of a competitor of the Producing Party; and (3) if segregation of such personnel is impractical, the independent expert shall give to the Producing Party written assurances that the lack of segregation will in no way jeopardize the interests of the Producing Party. The Producing Party retains the right to challenge the adequacy of the written assurances that its interests will not be jeopardized.

iii. Any information provided under this provision may be used only for and to the extent that it is necessary for participation in this proceeding; any person obtaining information disclosed through this provision may not use that information to gain any commercial advantage and any person obtaining information may not forward it to any person to gain commercial advantage.

b. Highly Confidential Information. Highly Confidential Information shall be produced for inspection by a Party's counsel of record only.² If the inspecting lawyer desires copies of such material, or desires to disclose its contents to persons other than counsel of record, she or he shall submit a written request to the Producing Party's counsel.³ If the requesting Party and Producing Party are unable to reach agreement with respect to such a request, either may submit the issue to the presiding Administrative Law Judge for resolution. No other persons may have access to the Highly Confidential Information except as authorized by order of the Commission or of the presiding Administrative Law Judge. No person who may be entitled to receive, or who is afforded access to any Highly Confidential Information shall use or disclose such information for the purposes of business or competition, or any purpose other than the preparation for and conduct of this proceeding or any administrative or judicial review thereof.

c. Customer-Specific Discount Information. Notwithstanding anything to the contrary contained in this Protective Order, a Producing Party may choose to designate competitive pricing or discounting information regarding a specific customer or a subgroup of customers (collectively, "Customer-Specific Discount Information") as Highly Confidential Information to be produced for inspection only.⁴ Inspection of Customer-Specific Discount Information shall however be limited to two lawyers for each Party (hereinafter "Authorized Inspecting Lawyers"); provided however that the number of Authorized Inspecting Lawyers for

² Highly Confidential Information (including Customer-Specific Discount Information, as defined *infra*) shall be made available for inspection in or around either Harrisburg or Pittsburgh, Pennsylvania. The Producing Party and the requesting Party shall work in good faith to determine a mutually-convenient location for inspection.

³ Except as otherwise provided herein, copies of Highly Confidential Information (including Customer-Specific Discount Information, as defined *infra*) shall be provided to Counsel for OCA, I&E, and OSBA. Counsel for OCA, I&E and OSBA may make such information available to their expert witnesses upon the expert witness's execution of the Affidavit attached to this Protective Order as **Appendix B**.

⁴ Copies of Customer-Specific Discount Information shall be provided to OCA, I&E, OSBA, and their expert witnesses consistent with footnote 3 *supra*.

OCA, I&E, and OSBA shall not be limited.⁵ The Authorized Inspecting Lawyers for each Party, except OCA, I&E and OSBA, are set forth in **Appendix A** attached hereto. Changes to the designation of Authorized Inspecting Lawyers must be presented to the presiding Administrative Law Judge for approval following an expedited opportunity (no more than a three-day period) for the other Parties to comment. If Customer-Specific Discount Information is produced to a Party's Authorized Inspecting Lawyers, such counsel shall exercise a level of care to protect that information from unauthorized disclosure and use that is at least as high as the level of care exercised to protect Highly Confidential Information from unauthorized disclosure or misuse. The Producing Party may disguise the identity of customers in produced Customer-Specific Discount Information by redacting names, addresses, and other customer identifying information, but not demand, volumes, pricing, or length of contract (including execution and termination date); provided however that, when a Producing Party reasonably believes that the discovery request is framed such that the identity of a customer can be determined by demand, volumes, pricing, or length of contract (such as a discovery request which is limited to a specific geographic location within the service territory of a natural gas distribution company), the Producing Party will present the concern to the Administrative Law Judge to resolve whether further disguising of the information is appropriate. No person other than an Authorized Inspecting Lawyer shall be entitled to inspection or receipt of Customer-Specific Discount Information except as authorized by the explicit consent of the Producing Party or by order of the Commission or of the presiding Administrative Law Judge. The requesting Party and the Producing Party shall work in good faith to resolve any disputes regarding the production of Customer Specific Discount Information to persons other than the Authorized Inspecting Lawyer

⁵ In addition to the Authorized Inspecting Lawyers for OCA, I&E, and OSBA, the Pennsylvania Consumer Advocate, the Director of I&E, and the Pennsylvania Small Business Advocate shall be afforded access to Customer-Specific Discount Information in the same manner as their Authorized Inspecting Lawyers.

prior to presenting the dispute to the Commission or presiding Administrative Law Judge for resolution.

i. Subject to the limitations set forth above and upon written request to the Producing Party's counsel, a requesting Party's experts may inspect Customer-Specific Discount Information upon execution of **Appendix B** unless they qualify as Competitive Duty Personnel for purposes of this proceeding. Competitive Duty Personnel is defined as any employee or agent of a Receiving Party whose duties include, on a consistent and regular basis: (a) the marketing, sale, or purchase of natural gas or natural gas transportation services or facilities from or to a Producing Party, from or to a competitor of the Producing Party, or for a shipper or prospective shipper on a pipeline that competes with the Producing Party; (b) the exploration for or the production of natural gas, or the acquisition of property rights in connection therewith; (c) management responsibility regarding, or the supervision of any employee whose duties include those identified in clauses (a) or (b) of this Paragraph; (d) the provision of consulting services regarding the activities identified in clauses (a) or (b) of this Paragraph; or (e) management responsibility regarding other strategic business activities in which use of Customer-Specific Discount Information could be reasonably expected to cause competitive harm to the Producing Party.

ii. Notwithstanding Paragraph 4.c.i. above, a person who otherwise would be disqualified as Competitive Duty Personnel may inspect Customer-Specific Discount Information upon agreement with a Producing Party or, in the absence of such agreement, upon entry of an order of the presiding Administrative Law Judge or the Commission. Any request for an agreement or order under the preceding sentence shall be subject to the following conditions: (i) the Receiving Party who employs or has retained the Competitive Duty Personnel must certify

in writing to the affected Producing Party that the certifying Receiving Party's ability to participate effectively in this proceeding would be prejudiced if it was unable to rely on the assistance of the particular Competitive Duty Personnel; (ii) the Receiving Party claiming such prejudice must identify by name and job title the particular Competitive Duty Personnel required and must describe the person's duties and responsibilities for the Receiving Party; (iii) the Receiving Party claiming such prejudice must acknowledge in writing to the affected Producing Party that access to the Customer-Specific Discount Information shall be restricted only to such access necessary for the litigation of this proceeding, absent prior written consent of the Producing Party or authorization of the Commission or the presiding Administrative Law Judge with opportunity for the Producing Party to seek review of such decision as provided in this order; (iv) the Competitive Duty Personnel must acknowledge in writing that any other use of the Customer-Specific Discount Information shall constitute a violation of an order of the Pennsylvania Public Utility Commission; and (v) prior to having access to any Customer-Specific Discount Information, the Competitive Duty Personnel must execute and deliver to the Producing Party the Affidavit designated as **Appendix C**, acknowledging his or her familiarity with the contents of this Protective Order. Such agreement by the Producing Party shall not be unreasonably withheld, delayed, or conditioned.

5. Prior to making Proprietary Information or Highly Confidential Information available to any person as provided in Paragraph 4 of this Protective Order, the Producing Party's counsel shall receive a written acknowledgment from that person in the form attached to this Order and designated as **Appendix B** (and **Appendix C** under the circumstances of Paragraph 4.c.ii.).

6. A Producing Party shall designate data or documents as constituting or containing *Proprietary Information or Highly Confidential Information* by affixing an appropriate “confidential” or proprietary stamp or typewritten designation on such data or documents. Where only part of data compilations or multi-page documents constitutes or contains *Proprietary or Highly Confidential Information*, the Producing Party shall designate only the specific data or pages of documents which constitute or contain *Proprietary Information or Highly Confidential Information*. Where data or documents contain *Highly Confidential Information* that includes *Customer-Specific Discount Information*, the Producing Party shall additionally indicate that such data or documents include *Customer-Specific Discount Information*.

7. Any public reference to *Proprietary Information or Highly Confidential Information* by counsel or persons afforded access thereto shall be to the title or exhibit reference in sufficient detail to permit persons with access to the *Proprietary Information or Highly Confidential Information* to understand fully the reference and not more. The *Proprietary Information or Highly Confidential Information* shall remain a part of the record, to the extent admitted, for all purposes of administrative or judicial review.

8. Parts of any record in this proceeding containing *Proprietary Information or Highly Confidential Information*, including but not limited to all exhibits, writings, testimony, cross examination, argument and responses to discovery, and including reference thereto as mentioned in ordering Paragraph 7 above, shall be sealed for all purposes, including administrative and judicial review, unless such *Proprietary Information or Highly Confidential Information* is released from the restrictions of this Order, either through the agreement of the Parties or pursuant to order of the Administrative Law Judge or the Commission. Unresolved

challenges arising under Paragraph 9 shall be decided, on motion or petition, by the presiding officer or the Commission as provided by 52 Pa. Code § 5.423(a). All such challenges will be resolved in conformity with existing rules, regulations, orders, statutes, precedent, etc., to the extent that such guidance is available.

9. The Parties affected by the terms of this Order shall retain the right to question or challenge the confidential or proprietary nature of Proprietary Information or Highly Confidential Information (including Customer-Specific Discount Information); to question or challenge the admissibility of Proprietary Information or Highly Confidential Information (including Customer-Specific Discount Information); to refuse or object to the production of Proprietary Information or Highly Confidential Information (including Customer-Specific Discount Information) on any proper ground, including but not limited to irrelevance, immateriality or undue burden; to seek an order permitting disclosure of Proprietary Information or Highly Confidential Information (including Customer-Specific Discount Information) beyond that allowed in this Order; and to seek additional measures of protection of Proprietary Information or Highly Confidential Information (including Customer-Specific Discount Information) beyond those provided in this Order. If a challenge is made to the designation of a document or information as Proprietary or Highly Confidential (including Customer-Specific Discount Information), the Party claiming that the information is Proprietary or Highly Confidential (including Customer-Specific Discount Information) retains the burden of demonstrating that the designation is necessary and appropriate.

10. Upon completion of this proceeding, including any administrative or judicial review, all copies of all documents and other materials, including notes, which contain any Proprietary Information or Highly Confidential Information shall be immediately returned upon

request to the Party furnishing such Proprietary Information or Highly Confidential Information. In the alternative, Parties may provide an affidavit of counsel affirming that the materials containing or reflecting Proprietary Information or Highly Confidential Information have been destroyed.

11. A Party shall use commercially reasonable efforts, including restrictions in engagement letters and employment policies and the filing of appropriate legal actions, to prevent its employees, former employees, counsel, expert witnesses, and consultants who were involved in this proceeding from unlawfully disclosing or otherwise misusing, both during and after this proceeding, Proprietary Information or Highly Confidential Information furnished during the course of this proceeding.

Dated: _____

Elizabeth H. Barnes
Administrative Law Judge

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APPENDIX A

Authorized Inspecting Lawyers for Customer-Specific Discount Information

Peoples Natural Gas Company LLC: William H. Roberts II, David P. Zambito

Peoples TWP LLC: William H. Roberts II, David P. Zambito

Equitable Gas Company, LLC: David W. Gray, Thomas T. Niesen

Columbia Gas of Pennsylvania, Inc.: Theodore J. Gallagher, Kimberly S. Cuccia

UGI Distribution Companies: Mark C. Morrow, Melanie J. El Atieh

National Fuel Gas Distribution Corporation: Maureen Geary Krowicki, Bruce V. Miller

PECO Energy Company: Michael S. Swerling, Anthony E. Gay

Pennsylvania Independent Oil & Gas Association: Kevin J. Moody, Randall S. Rich

Duquesne Light Company: Tishekia Williams

The Pennsylvania State University:

Industrial Energy Consumers of Pennsylvania:

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APPENDIX B
BEFORE THE
PENNSYLVANIA PUBLIC UTILITY COMMISSION

Administrative Law Judge
Elizabeth H. Barnes

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Joint Petition for Generic Investigation or Rulemaking Regarding "Gas-On-Gas" Competition Between Jurisdictional Natural Gas Distribution Companies : Docket No. P-2011-2277868

Generic Investigation Regarding Gas-On-Gas Competition Between Jurisdictional Natural Gas Distribution Companies : Docket No. I-2012-2320323

TO WHOM IT MAY CONCERN:

The undersigned is the _____ of _____ (the retaining Receiving Party) and is not, or has no knowledge or basis for believing that he/she is: (1) an officer, board member, stockholder, partner or owner other than stock of any competitor of _____ (the "Producing Party"); (2) an employee of any competitor of the Producing Party who is primarily involved in the pricing, development, and/or marketing of products or services that are offered in competition with those of the Producing Party; or (3) an officer, board member, stockholder, partner, or owner other than stock of any affiliate of a competitor of the Producing Party.

[FOR NON-COMPETITIVE DUTY PERSONNEL INSPECTING CUSTOMER-SPECIFIC DISCOUNT INFORMATION PURSUANT TO PARAGRAPH 4.c., INCLUDE THE FOLLOWING LANGUAGE: or, (4) an employee or agent of a Receiving Party whose duties include (a) the marketing, sale, or purchase of natural gas or natural gas transportation services or facilities from or to a Producing Party, from or to a competitor of the Producing Party, or for a shipper or prospective shipper on a pipeline that competes with the Producing Party; (b) the exploration for or the production of natural gas, or the acquisition of property rights in connection therewith; (c) management responsibility regarding, or the supervision of any employee whose duties include those identified in clauses (a) or (b) of this Paragraph; (d) the provision of consulting services regarding the activities identified in clauses (a) or (b) of this Paragraph; or (e) management responsibility regarding other strategic business activities in

which use of Customer-Specific Discount Information could be reasonably expected to cause competitive harm to a Producing Party.]

The undersigned has read and understands the Protective Order that deals with the treatment of Proprietary Information and Highly Confidential Information (including Customer-Specific Discount Information). The undersigned agrees to be bound by, and comply with, the terms and conditions of said Order. I acknowledge that a violation of this certificate constitutes a violation of an order of the Pennsylvania Public Utility Commission. I further acknowledge that execution of this certificate does not exempt me from any private cause of action for unauthorized disclosure or use of Proprietary Information or Highly Confidential Information (including Customer-Specific Discount Information) to which I may otherwise be subject. In the case of an independent expert, the undersigned represents that he/she has complied with the provisions of paragraph 4 (a)(ii) of the Order prior to submitting this Affidavit.

SIGNATURE

PRINT NAME

ADDRESS

DATE

EMPLOYER

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APPENDIX C

**BEFORE THE
PENNSYLVANIA PUBLIC UTILITY COMMISSION**

Joint Petition for Generic Investigation or :
Rulemaking Regarding "Gas-On-Gas" Competition : Docket No. P-2011-2277868
Between Jurisdictional Natural Gas Distribution :
Companies :

Generic Investigation Regarding Gas-On-Gas :
Competition Between Jurisdictional Natural Gas : Docket No. I-2012-2320323
Distribution Companies :

**NON-DISCLOSURE CERTIFICATE
CONCERNING CUSTOMER-SPECIFIC DISCOUNT INFORMATION PROVIDED TO
COMPETITIVE DUTY PERSONNEL**

I hereby certify my understanding that access to Customer-Specific Discount Information is provided to me pursuant to the terms and restrictions of the Protective Order in this proceeding, that I have been given a copy of and have read the Protective Order, and that I agree to be bound by it. I understand that the contents of Customer-Specific Discount Information, any notes or other memoranda, or any other form of information that copies or discloses Customer-Specific Discount Information shall not be disclosed to anyone other than in accordance with that Protective Order. I acknowledge that a violation of this certificate constitutes a violation of an order of the Pennsylvania Public Utility Commission.

By: _____

Printed Name: _____

Title: _____

Representing: _____

Date: _____

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SECRETARY'S BUREAU

CERTIFICATE OF SERVICE

I hereby certify that I have this day served a true copy of the foregoing Motion for Protective Order upon the participants, listed below, in accordance with the requirements of 52 Pa. Code § 1.54 (relating to service by a participant).

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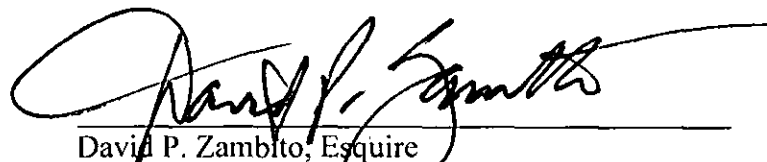
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Date: April 3, 2013



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