

April 15, 2013

VIA eFiling

Pennsylvania Public Utility Commission
Attn: Rosemary Chiavetta, Secretary
P. O. Box 3265
Harrisburg, PA 17105-3265

RE: Joint Application of Peoples Natural Gas Company, LLC, Peoples TWP, LLC and
Equitable Gas Company, LLC
Docket Nos. A-2013-2353647, A-2013-2353649, A-2013-2353651

Dear Secretary Chiavetta:

Enclosed is the Petition to Intervene of the Pennsylvania Independent Oil & Gas Association in the
above-referenced matter. Copies have been served as shown on the certificate of service.

If you have any questions regarding this filing, please contact me.

Very truly yours,



Kevin J. Moody
General Counsel

KJM/jls
Enclosure

cc: Cert. of Service

**BEFORE THE
PENNSYLVANIA PUBLIC UTILITY COMMISSION**

Joint application of Peoples Natural Gas Company, LLC,	:	
Peoples TWP, LLC and Equitable Gas Company, LLC for	:	
all of the authority and the necessary certificates of public	:	
convenience: 1) to transfer all of the issued and outstanding	:	
limited liability company membership interest of Equitable	:	
Gas Company, LLC to PNG Companies, LLC; 2) to merge	:	Docket Nos. A-2013-2353647
Equitable Gas Company, LLC with Peoples Natural Gas	:	A-2013-2353649
Company, LLC; 3) to transfer certain storage and	:	A-2013-2353651
transmission assets of Peoples Natural Gas Company, LLC	:	
to affiliates of EQT Corporation; 4) to transfer certain	:	
assets between Equitable Gas Company, LLC and affiliates	:	
of EQT Corporation; 5) for approval of certain ownership	:	
changes associated with the transaction; 6) for approval of	:	
certain associated gas capacity and supply agreements; and	:	
7) for approval of certain changes in the tariff of Peoples	:	
Natural Gas Company, LLC.	:	

**PETITION TO INTERVENE
OF THE PENNSYLVANIA INDEPENDENT OIL & GAS ASSOCIATION**

Pursuant to 52 Pa. Code §§ 5.72-5.75, the Pennsylvania Independent Oil & Gas Association (PIOGA) petitions to intervene in this matter involving, among other things: (i) the transfer of EQT Corporation’s natural gas distribution business – Equitable Gas Company, LLC (Equitable) – to PNG Companies, LLC (PNG); (ii) the merger of Equitable with Peoples Natural Gas Company, LLC (Peoples), a wholly-owned subsidiary of PNG, with Equitable to be operated, initially, as a separate operating division of PNG; (iii) the transfer of approximately 200 miles of Peoples’ regulated transmission pipelines and four Peoples’ regulated storage pools to affiliates of EQT Corporation; (iv) the transfer of assets between Equitable and affiliates of EQT Corporation; (v) the approval of long-term agreements for gas transmission, supply and storage services related to the asset transfers and proposed changes in the companies’ businesses;

and (vi) the approval of changes in Peoples' tariff. In support of its intervention, PIOGA avers as follows:

1. PIOGA is the comprehensive trade association representing oil and natural gas interests throughout Pennsylvania.¹ PIOGA has over 900 members interested in natural gas development. PIOGA's members include natural gas producers that provide Pennsylvania-produced conventional and unconventional natural gas to Peoples, Peoples TWP, LLC and Equitable for system supply and to Commission-licensed natural gas suppliers and marketers (NGSs) for supply to retail customers on the three PUC-jurisdictional utilities' pipeline systems. PIOGA's members also include NGSs that provide natural gas supply services to retail customers on the three utilities' pipeline systems. PIOGA and producer members are long-term participants in Peoples' Pennsylvania natural gas production enhancement programs that have increased the availability and throughput of Pennsylvania-produced conventional natural gas on Peoples' system, and more recently have worked with Equitable to try to increase the availability and throughput of Pennsylvania-produced conventional natural gas on Equitable's system.

2. PIOGA's attorney is:

Kevin J. Moody, Esquire
General Counsel
Pennsylvania Independent Oil & Gas Association
212 Locust Street, Suite 300
Harrisburg, PA 17101-1510
Phone: (717) 234-8525, ext. 113
Fax: (717) 234-8812
kevin@pioga.org

3. On March 19, 2013, the three PUC-jurisdictional utilities filed the above-captioned Joint Application requesting the approvals necessary to effect the transactions described above and in the Joint Application.

¹ Effective April 1, 2010, the Pennsylvania Oil and Gas Association (POGAM) merged into the Independent Oil and Gas Association of Pennsylvania (IOGA of PA) and the name of the organization changed to Pennsylvania Independent Oil & Gas Association (PIOGA).

4. The proposed transactions clearly directly affect nearly all aspects of PIOGA member producer and NGS operations on the systems of the companies involved in the transactions. PIOGA member producers and NGSs operate on Equitable's assets to be transferred to Peoples, and on the Peoples' system, and so are interested in the rates, terms and conditions applicable to the respective services to be provided as well as the storage services to be provided by Peoples post-transaction and other proposed Peoples' tariff changes. PIOGA member producers have interconnections on pipeline assets to be transferred from Peoples to EQT Corporation affiliates and will be affected by those transfers as well as by the transfers of assets between Equitable and EQT Corporation affiliates. The interests of PIOGA and its member producers and NGSs are affected by the proposed long-term agreements for gas transmission, supply and storage services agreements related to the transactions. The interests of PIOGA and its member producers and NGSs are also affected by the proposed changes in the focus of the business operations of the companies involved in these transactions, including the potentially different effects of the proposals on the availability of unconventional and conventional production for on-system and off-system end use and throughput.

5. The Commission's resolution of the issues raised by the transactions described herein and in the Joint Application will directly affect PIOGA and its producer and NGS members and be binding on PIOGA and its members operating on three PUC-jurisdictional utilities' systems and the other companies involved in the proposed transactions.

6. PIOGA and its member producers and NGSs will also be affected and bound by the Commission's resolution of issues raised by other parties that impact PIOGA member producer and NGS operations on these utilities' systems and the other companies involved in the proposed transactions.

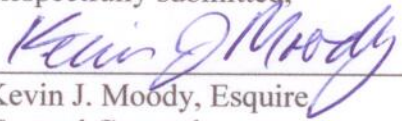
7. PIOGA's interests and the interests of its producer and NGS members are not adequately represented by any other party in this proceeding, including other NGSs or PIOGA members that have intervened or may seek to intervene and participate individually, and that may raise issues specific to their relationships with the utilities and companies involved in the proposed transactions.

8. PIOGA's intervention is also in the public interest. PIOGA has participated in prior Peoples' proceedings before the Commission and the extensive experience of PIOGA and its members with operations on Peoples' system enables PIOGA to contribute to the full development of the record for the Commission's decision in this matter.

9. PIOGA is generally supportive of the aspects of the proposed transactions that will result in Peoples' takeover of Equitable's services and replacement of Equitable's rules and policies with Peoples', provided PIOGA producer and NGS members' operations and agreements are not adversely affected. PIOGA is cautiously supportive of the aspects of the proposed transactions that will enable the companies involved to provide greater opportunities for increased use and transportation of Pennsylvania-produced conventional and unconventional natural gas, again provided PIOGA producer and NGS members' operations and agreements are not adversely affected.

WHEREFORE, the Pennsylvania Independent Oil & Gas Association respectfully requests that its petition to intervene in this proceeding be granted.

Respectfully submitted,




Kevin J. Moody, Esquire
General Counsel
PIOGA
212 Locust Street, Suite 300
Harrisburg, PA 17101-1510

Dated: April 15, 2013

VERIFICATION

I, Lou D'Amico, President and Executive Director, Pennsylvania Independent Oil and Gas Association, hereby state that the facts set forth above are true and correct to the best of my knowledge, information and belief, and that I expect to be able to prove the same at a hearing held in this matter. I understand that the statements herein are made subject to the penalties of 18 Pa. C.S. § 4904 (relating to unsworn falsification to authorities).

Date: 4-15-13

A handwritten signature in black ink, appearing to read "Lou D'Amico", is written over a horizontal line. The signature is stylized and cursive.

CERTIFICATE OF SERVICE

I hereby certify that this day, April 15, 2013, I served a copies of the foregoing Petition to Intervene of the Pennsylvania Independent Oil & Gas Association on the persons listed below in the manner indicated in accordance with the requirements of 52 Pa. Code § 1.54.

VIA E-MAIL & FIRST CLASS MAIL

MICHAEL W. GANG, ESQUIRE
CHRISTOPHER T. WRIGHT, ESQUIRE
POST & SCHELL PC
17 NORTH SECOND STREET, 12TH FLOOR
HARRISBURG PA 17101-1601
mgang@postschell.com
cwright@postschell.com

JENNEDY S. JOHNSON, ESQUIRE
DARRYL LAWRENCE, ESQUIRE
OFFICE OF CONSUMER ADVOCATE
555 WALNUT STREET
FORUM PLACE, 5TH FLOOR
HARRISBURG PA 17101-1923
JJohnson@paoca.org
DLawrence@paoca.org

SHARON WEBB, ESQUIRE
OFFICE OF SMALL BUSINESS ADVOCATE
300 NORTH SECOND STREET
SUITE 1102
HARRISBURG PA 17101
swebb@pa.gov

JOHNNIE E. SIMMS, ESQUIRE
ALLISON C. KASTER, ESQUIRE
CARRIE B. WRIGHT, ESQUIRE
PA PUBLIC UTILITY COMMISSION
BUREAU OF INVEST. & ENFORCEMENT
PO BOX 3265
HARRISBURG PA 17105-3265
josimms@pa.gov
akaster@pa.gov
carwright@pa.gov

TODD S. STEWART, ESQUIRE
HAWKE MCKEON & SNISCAK LLP
100 N. TENTH STREET
P.O. BOX 1778
HARRISBURG, PA 17105-1778
tsstewart@hmslegal.com

DAVID W. GRAY, GENERAL COUNSEL
EQUITABLE GAS COMPANY, LLC
225 NORTH SHORE DRIVE
PITTSBURGH, PA 15212
dgray@equitablegas.com

JOHN F. POVILAITIS, ESQUIRE
ALAN M. SELTZER, ESQUIRE
BUCHANAN INGERSOLL & ROONEY PC
409 NORTH SECOND STREET, SUITE 500
HARRISBURG, PA 17101-1357
John.Povilaitis@bipc.com
Alan.Seltzer@bipc.com

THOMAS J. SNISCAK, ESQUIRE
WILLIAM E. LEHMAN, ESQUIRE
HAWKE MCKEON & SNISCAK LLP
100 NORTH TENTH STREET
PO BOX 1778
HARRISBURG, PA 17105-1778
tjsniscak@hmslegal.com
welehman@hmslegal.com

SCOTT J. RUBIN, ESQUIRE
333 OAK LANE
BLOOMSBURG, PA 17815-2036
Scott.j.rubin@gmail.com

CARL J. ZWICK, ESQUIRE
HOPKINS HELTZEL LLP
100 MEADOW LANE, SUITE 5
DUBOIS, PA 15801
cj@hopkinsheltzel.com



KEVIN J. MOODY, ESQUIRE