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BEFORE THE  
PENNSYLVANIA PUBLIC UTILITY COMMISSION

APPLICATION OF PECO ENERGY :  
COMPANY, PURSUANT TO :  
CHAPTERS 11, 19, 21, 22 AND 28 OF :  
THE PUBLIC UTILITY CODE, FOR :  
APPROVAL OF (1) A PLAN OF :  
CORPORATE RESTRUCTURING, :  
INCLUDING THE CREATION OF A :  
HOLDING COMPANY AND (2) THE :  
MERGER OF THE NEWLY FORMED :  
HOLDING COMPANY AND UNICOM :  
CORPORATION :  
:

Docket No. A-110550F0147

MAY 17 2000

DOCKETED

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SECRETARY'S BUREAU

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TESTIMONY  
OF  
STANLEY R. FORCZEK

ON BEHALF OF THE  
NATIONAL RAILROAD PASSENGER CORPORATION

MAY 3, 2000

1 **I. QUALIFICATIONS AND EXPERIENCE**

2 **Q. Please state your name and business address.**

3 A. My name is Stanley R. Forczek, and my business address is National  
4 Railroad Passenger Corporation, 30th Street Station, Philadelphia,  
5 Pennsylvania 19104.  
6

7 **Q. What is your position with the National Railroad Passenger  
8 Corporation?**

9 A. I am the Director of Energy Management for the Northeast Corridor Strategic  
10 Business Unit of the National Railroad Passenger Corporation ("Amtrak"). As  
11 Director of Energy Management, I am responsible for the establishment and  
12 development of Amtrak's energy policies in the Northeast Corridor and  
13 elsewhere. My responsibilities include the procurement and management of  
14 Amtrak's energy supplies and contractual administration for Amtrak's sales of  
15 traction power to commuter authorities. I also coordinate the economic  
16 dispatch of electric power for Amtrak's traction power transmission system in  
17 the Northeast Corridor.  
18

19 **Q. Please describe your business experience and education.**

20 A. A copy of my resume, including my professional experience and  
21 qualifications is attached as Amtrak Exhibit 1 to this testimony. As my  
22 resume indicates, I have been employed by Amtrak since 1973. I have held  
23 a succession of managerial positions in the areas of finance and  
24 administration, operations, and energy management. I hold a Bachelor's  
25 Degree in accounting from Fairleigh Dickinson University and have  
26 completed the Executive Masters Program at the University of Virginia's  
27 Darden Graduate School of Business Administration. I also have completed  
28

1 a Professional Development Program in Electrical Engineering Strategies in  
2 The Restructured Environment at the University of Illinois.

3  
4 **II. INTRODUCTION AND SUMMARY**

5 **Q. What is the purpose of your testimony?**

6 A. My testimony urges the Commission to approve the Joint Petition for  
7 Settlement ("Joint Petition") filed on March 23, 2000. My testimony will  
8 explain why this multi-party settlement is in the public interest, and I will  
9 briefly respond to the comments filed in opposition to the Joint Petition by  
10 PPL Electric Utilities Corporation ("PPL").

11  
12 **Q. What position has PPL taken with respect to the Amtrak-specific  
13 provision in the Joint Petition?**

14 A. In its Objections, which were filed on or about April 13, 2000, PPL briefly  
15 refers to the provision in the Settlement giving Amtrak the option to buy out  
16 any continuing obligation to pay competitive transition charges ("CTCs") to  
17 PECO Energy Company ("PECO"). PPL incorrectly implies that this lump  
18 sum buy-out is a "concession or benefit" that has "no relation" to the  
19 proposed merger between PECO and Unicom Corporation ("Unicom"). In  
20 addition, PPL argues mistakenly that there is no evidence showing that the  
21 lump sum buy-out provision is just, reasonable, and nondiscriminatory.

22  
23 **Q. Could you please summarize your testimony regarding PPL's  
24 Objections?**

25 A. Yes. At the outset, I will describe Amtrak's operations and PECO's role in  
26 supplying traction power to Amtrak's Northeast Corridor. My testimony will  
27 then focus on four basic points. First, the lump sum buy-out provision  
28 included in the proposed Settlement serves not only Amtrak's interests, but

1 also the broader public interest. If this global Settlement is approved by the  
2 Commission and if the buy-out provision allows Amtrak to reduce its energy  
3 costs, the ultimate beneficiaries will be the members of the public who rely on  
4 Amtrak or on commuter authorities such as SEPTA, which purchase traction  
5 power from Amtrak.

6 Second, the lump sum buy-out clause simply implements provisions in  
7 PECO's 1998 Electric Restructuring Settlement and in the Electricity  
8 Generation Customer Choice and Competition Act which expressly authorize  
9 such buy-outs. PECO's 1998 Restructuring Settlement was approved by the  
10 Commission and found to be in the public interest. Furthermore, PPL itself  
11 was a signatory to the 1998 Restructuring Settlement.

12 Third, Amtrak decided to negotiate a lump sum buy-out in this  
13 proceeding, because the railroad recognized that the proposed merger and  
14 restructuring would result in a change in corporate control, potentially  
15 affecting PECO's future implementation of the buy-out provision. Amtrak  
16 recognized that under the proposed merger and restructuring, although  
17 PECO's distribution and transmission unit still would have local management,  
18 executives based in Illinois would have final authority over the combined  
19 company's wires business. For that reason, Amtrak concluded that it would  
20 be prudent to negotiate and lock in specific buy-out amounts prior to  
21 consummation of the merger.

22 Fourth, contrary to PPL's assertions, the buy-out provision is not  
23 unreasonable or discriminatory. Other eligible customers are free to  
24 negotiate buy-outs of their own, subject to Commission approval.  
25 Furthermore, none of the industrial or commercial customers grouped with  
26 Amtrak in the Commission's annual CTC reconciliation process has objected  
27 to this aspect of the Settlement. To the contrary, all the industrial ratepayer  
28 groups participating in this proceeding and all the State agencies

1 representing ratepayers have signed on to the multi-party Settlement and are  
2 supporting this buy-out clause.

3  
4 **III. AMTRAK**

5 **Q. What is Amtrak?**

6 A. Amtrak is a national passenger railroad which was established by the Rail  
7 Passenger Service Act of 1970 (Pub. L. No. 91-518, recodified at 49 U.S.C.  
8 § 24101, *et seq.*). In this legislation, which has been amended from time to  
9 time, Congress has declared that: "Public convenience and necessity  
10 require that Amtrak, to the extent its budget allows, provide modern, cost-  
11 efficient, and energy-efficient intercity rail passenger transportation between  
12 crowded urban areas and in other areas of the United States." (49 U.S.C.  
13 § 24101(a).) Congress also declared that: "By using innovative operating  
14 and marketing concepts, Amtrak shall provide intercity and commuter rail  
15 passenger transportation that completely develops the potential of modern  
16 rail transportation to meet the intercity and commuter passenger  
17 transportation needs of the United States." (*Id.* § 24101(b).)

18  
19 **Q. Has Amtrak been directed by Congress to move toward economic self-  
20 sufficiency?**

21 A. Yes. Amtrak has been directed "to make agreements with the private sector  
22 and undertake initiatives that are consistent with good business judgment  
23 and designed to maximize its revenues and minimize Government  
24 subsidies." (49 U.S.C. § 24101(d).) In enacting the Amtrak Reform and  
25 Accountability Act of 1997, Congress found that although "intercity rail  
26 passenger service is an essential component of a national intermodal  
27 passenger transportation system," "immediate action is required to improve  
28 Amtrak's financial condition if Amtrak is to survive." Section (2), Pub. L.

1 No. 105-134, 111 Stat. 2570, 2571 (1997), codified at 49 U.S.C. § 24101  
2 (Historical Note). Congress also found that "all of Amtrak's stakeholders"  
3 must "participate in efforts to reduce Amtrak's costs and increase its  
4 revenues." (*Id.*) My intent here is not to offer a legal interpretation of these  
5 statutory provisions, but only to underscore the federal policy encouraging  
6 Amtrak to move toward self-sufficiency.

7  
8 **Q. Please describe Amtrak's operations.**

9 A. Amtrak provides rail service and operates intercity passenger trains serving  
10 approximately 500 destinations in the continental United States and Canada.  
11 A substantial percentage of Amtrak's ridership occurs in an area known as  
12 the Northeast Corridor between Washington, D.C. and Boston, which is  
13 approximately 500 miles in length. Almost fifty percent (50%) of Amtrak's  
14 ridership takes place on the Northeast Corridor, which includes the line  
15 running from Harrisburg to Philadelphia. The Northeast Corridor segment  
16 between Washington D.C. and New York City is Amtrak's most active service  
17 area, and Amtrak owns the right-of-way and the 25 Hertz transmission  
18 system in that area.

19  
20 **Q. On the Northeast Corridor segment between Washington, D.C. and New  
21 York City, does PECO transmit or deliver traction power to Amtrak?**

22 A. Yes. PECO is one of four utilities that deliver power used for traction  
23 purposes to Amtrak's Northeast Corridor between Washington, D.C. and  
24 New York City. The four utilities are: PECO, PPL, Baltimore Gas And  
25 Electric Company ("BGE"), and Consolidated Edison of New York ("ConEd").  
26 In the last several years, PECO has been the largest supplier of electric  
27 power to this part of the Northeast Corridor, delivering approximately sixty  
28 percent (60%) of Amtrak's traction load. In the aggregate, Amtrak purchases

1 approximately 600,000 megawatt hours annually from or through these  
2 utilities.

3  
4 **Q. How is the traction power delivered by these four electric utilities  
5 transmitted and distributed to Amtrak's trains?**

6 A. Amtrak owns and operates its own electrical infrastructure, which includes  
7 approximately 1200 miles of catenary lines and over 970 miles of  
8 transmission lines. This infrastructure is used not only to deliver power to the  
9 Amtrak track segments where it is required, but also to supply power to  
10 various commuter authorities for operations on and off the Northeast  
11 Corridor. Furthermore, Amtrak's transmission system forms a fully  
12 connected grid. Power is supplied to the grid at a number of delivery points,  
13 but is commingled over a single set of Amtrak lines.

14  
15 **Q. Has this Commission ever recognized the fact that Amtrak has a unique  
16 transmission system which effectively bisects the service territories of  
17 several utilities?**

18 A. Yes. In July, 1994, this Commission issued an order granting a letter petition  
19 filed by PECO, which requested approval of a special contract for electric  
20 service for Amtrak pursuant to PECO's Tariff Rule 4.6. Pennsylvania Public  
21 Utility Commission v. PECO Energy Co., P-00940832 (July 7, 1994). In  
22 granting PECO's letter petition, the Commission explicitly recognized certain  
23 attributes of Amtrak's operating practices and electric transmission system.  
24 Specifically, the Commission noted that:

25 Amtrak's operating practices have recently permitted the  
26 company to take advantage of competitive alternatives to  
27 much of the service PECO Energy has historically  
28 supplied to Amtrak . . . . Amtrak owns and operates  
electric power lines that are like PECO Energy's  
transmission lines. These transmission lines pass  
through PECO Energy's service territory, as well as

1 passing through and interconnecting with other electric  
2 utility service territories in the Northeast corridor.  
3 Amtrak's internal transmission system allows Amtrak to  
4 purchase electricity from any utility to which it is  
5 interconnected and to transmit or wheel power to its main  
6 load centers. In order to efficiently supply its system,  
7 Amtrak must continuously wheel power throughout its  
8 system.

6 **Q. What percentage of the traction power delivered by PECO, PPL, BGE  
7 and ConEd is then sold by Amtrak to the various commuter authorities?**

8 A. On the interconnected grid between Washington, D.C. and New York City,  
9 which includes the line from Harrisburg to Philadelphia, Amtrak uses  
10 approximately 50 percent of the traction power that it purchases. The  
11 remaining 50 percent of this pooled power is sold to the various commuter  
12 authorities, including SEPTA.

14 **Q. For train operations, does Amtrak utilize the same 60 Hertz three-phase  
15 power used by all or nearly all of PECO's customers?**

16 A. No. Both Amtrak and the commuter authorities purchasing power from  
17 Amtrak operate their trains on 25 Hertz, single-phase power. Except for a  
18 portion of the power generated for Amtrak at the Safe Harbor hydroelectric  
19 facility, the utilities serving Amtrak generate and supply their electricity as  
20 60 Hertz, three-phase power. That electric power then has to be converted  
21 to the special 25 Hertz, single-phase traction power needed for Amtrak's and  
22 the commuter railroads' operations. This is done through seven frequency  
23 converter facilities (two of which are owned by Amtrak and five of which are  
24 owned by electric utilities or their affiliates, including the unit at Safe Harbor).  
25 Each frequency converter facility interconnects with 60 Hertz transmission  
26 lines owned by the utilities and ranging in size from 13.2 kV to 60 kV to  
27 138 kV to 230 kV.

28

1 **Q. Which commuter authorities purchase traction power from Amtrak?**

2 A. SEPTA, New Jersey Transit, DelDOT (for extended SEPTA service), and the  
3 Maryland Department of Transportation ("MDOT" or "MARC") all purchase  
4 25 Hertz traction power from Amtrak. The power supplied by Amtrak is used  
5 for commuter operations on and off the Northeast Corridor. SEPTA and all  
6 of the commuter authorities other than DelDOT also purchase traction power  
7 from or through their local electric utilities for operations on other lines off the  
8 Northeast Corridor.

9  
10 **IV. THE PROPOSED SETTLEMENT**

11 **Q. Does Amtrak support the proposed Settlement?**

12 A. Yes. Amtrak actively participated in the negotiation of the Settlement  
13 and fully supports it. The proposed Settlement contains many  
14 elements which are in the public interest. If approved, this Settlement  
15 would require \$200 million in rate reductions, would extend the rate  
16 cap for an additional 18 months (until December 31, 2006), and would  
17 require PECO to make reliability improvements. These core provisions  
18 of the Settlement extend over many years and will benefit all PECO  
19 customers, including Amtrak.

20  
21 **Q. Does this proposed Settlement also contain a provision that applies  
22 solely to Amtrak?**

23 A. Yes. Paragraph 67 and Appendix F of the Joint Petition give Amtrak options  
24 to buy out any remaining obligation to pay CTCs to PECO. Under these  
25 provisions, any buy-out by Amtrak would be completely voluntary. Amtrak  
26 may elect to take a buy-out, and under the proposed Settlement, the amount  
27 paid to PECO would depend upon the date on which the option was  
28 exercised.

1 **Q. How were these buy-out amounts determined?**

2 A. The dollar amounts specified in the Settlement were negotiated based upon  
3 the framework established in PECO's 1998 Restructuring Settlement, which  
4 was approved by this Commission. The buy-out amounts were calculated  
5 using a projected traction power growth rate of 0.4 percent per year and then  
6 estimating the present value of the Amtrak's expected CTC payments to  
7 PECO. Under the methodology set forth in the 1998 Restructuring Petition,  
8 the projected CTC revenue stream was then discounted back using PECO's  
9 after-tax cost of capital.

10

11

12 **Q. Is this lump sum buy-out consistent with Commission policy?**

13 A. Yes. PECO's 1998 Electric Restructuring Settlement expressly authorizes  
14 PECO and customers to negotiate a mutually acceptable lump sum buy-out  
15 of transition charges (See 1998 Restructuring Petition at 21 (April 29, 1998)).  
16 PPL was itself a signatory to that 1998 Petition. In addition, the Electricity  
17 Generation Customer Choice and Competition Act, 66 Pa.C.S. § 2808(b),  
18 authorizes "alternative" payment methodologies. The Act provides that CTCs  
19 generally may be collected for a maximum of nine (9) years after the effective  
20 date of the Act, but this does not apply if "an alternative payment  
21 methodology is mutually agreed upon by the customer and the utility . . . ."  
22 (Id. § 2808(b)). My intent here is not to offer a legal interpretation of this  
23 provision or of the 1998 Restructuring Settlement, but simply to point out that  
24 both the Commission and the General Assembly already have determined  
25 that it is in the public interest to give customers an alternative to paying CTCs  
26 throughout a utility's transition period.

27

28

1 **Q. Apart from these prior determinations, is this lump sum buy-out**  
2 **provision in the public interest?**

3 A. Yes. If Amtrak is able to use one of the options granted by this Settlement,  
4 and if this action reduces Amtrak's energy costs, this cost reduction would be  
5 in the public interest. In providing intercity passenger service, Amtrak itself  
6 serves the public. In addition, any actions which reduce Amtrak's operating  
7 costs are consistent with federal law, which encourages Amtrak to move  
8 toward self-sufficiency and reduce its dependence on government subsidies.  
9 Amtrak also supplies traction power to SEPTA and other commuter  
10 authorities. Typically, at least some of the traction power cost savings  
11 obtained by Amtrak are passed through to the commuter authorities. Any  
12 cost reductions obtained by Amtrak through a buy-out should therefore  
13 benefit commuters who are dependent upon these regional authorities, as  
14 well as taxpayers who provide financial support for these entities. In short, if  
15 Amtrak is able to reduce its energy costs, the beneficiaries would include  
16 taxpayers and members of the public who rely upon Amtrak, SEPTA, and the  
17 other commuter authorities purchasing traction power from Amtrak.

18  
19 **Q. Is the lump sum buy-out provision a concession or benefit that is**  
20 **unrelated to PECO's proposed merger and restructuring?**

21 A. No. Amtrak sought this benefit in this proceeding because Amtrak  
22 recognized that the proposed transaction would result in a change of control.  
23 No longer would decisions relating to PECO's transmission and distribution  
24 system be made solely by local management. Amtrak assumed that after  
25 consummation of the merger, executives based in Illinois would have final  
26 approval authority over significant decisions. In order to ensure that the  
27 railroad obtained the full benefit of the Pennsylvania legislation and the 1998  
28 Restructuring Settlement, Amtrak concluded that it would be beneficial to

1 negotiate and lock in the terms for lump sum buy-out now, before the change  
2 in control occurs.

3  
4 **Q. Is the option for a lump-sum buyout unreasonable or discriminatory?**

5 A. This element of the Settlement is not unreasonable or discriminatory. Other  
6 eligible customers are free to negotiate with PECO for a lump sum buy-out.  
7 Nothing in this Settlement precludes future buyouts involving other  
8 customers. Furthermore, the only parties even possibly affected by this  
9 buyout provision are other industrial and commercial customers of PECO,  
10 which are or will be grouped with Amtrak for CTC reconciliation purposes.  
11 As explained above, however, the customer groups and State agencies  
12 representing these ratepayers have joined the proposed Settlement and  
13 therefore are supporting the lump sum buy-out provision. Only PPL, which  
14 has no apparent economic interest in this matter, has questioned this  
15 provision. For the reasons explained above, PPL's concerns are misguided.

16  
17 **Q. Does that conclude your testimony?**

18 A. Yes.

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21  
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27  
28

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### **QUALIFICATIONS SUMMARY**

Record of success in developing and implementing innovative, strategic programs with a strong commitment to maximizing business development and growth. Proven ability in providing visionary leadership, insightful business analysis, and strategies leading toward revenue enhancement and increased profitability.

### **PROFESSIONAL HISTORY**

**AMTRAK (National Railroad Passenger Corporation)** 1973 - Present

#### **PHILADELPHIA, PENNSYLVANIA**

*Director - Energy Management* 1990 - Present

Establish and direct strategic planning and implementation of energy supply policies and programs. Developed national energy initiative to reduce costs, enhance revenue and increase profitability while managing risk and maintaining regulatory integrity. Negotiate supply agreements with State commuter agencies for the resale of electricity. Implemented a national solicitation process for energy commodities and services. Negotiate all energy commodity supply, interconnection and operating agreements with energy suppliers and distribution companies. Administrate all activities dealing with the business development of an independent and integrated regional transmission network and infrastructure. Established policy for monetization of energy assets and partnering with major energy players on cogeneration and related energy service projects.

- \* Possess a thorough understanding of energy market issues such as pricing, retail competition, restructuring activities, transmission costs and constraints, and regulatory laws governing the marketing of an energy product.
- \* Familiar with ISO/PX activities and transactions.

*Director- Operations Support and Compliance* 1986 - 1990

Developed and administrated a corporate operations audit function; developed and provided leadership for system design projects; coordinated development of operating systems for management reporting needs; chaired steering committees for the development of several corporate policies.

- \* Designed reporting system and supporting contracts for equipment fleet fueling.

*Director- Finance and Administration* 1980 - 1986

Directed operational and financial planning functions; provided leadership and counseled executive staff on operating and financial performance; created and directed administrative functions of correspondence control, records management and space coordination.

*Prior Positions - Manager Budgets and Cost Control* 1976 - 1980

*Supervisor of Property Accounting* 1973 - 1976

### **JEFFREY MARTIN INC.**

**UNION, NEW JERSEY**

**(Pharmaceuticals, Advertising)**

*Controller* 1972 - 1973

**INTERPHOTO CORPORATION**  
**LONG ISLAND CITY, NEW YORK**  
*(Electronics, Photographic Equipment)*  
*Manager of General Accounting 1971 - 1972*

**VOGUE WRIGHT STUDIOS**  
**NEW YORK, NEW YORK**  
*(Graphic Arts, Advertising, Photographic Arts)*  
*Assistant Controller 1969 - 1971*

**WORTHINGTON CORPORATION**  
**HARRISON, NEW JERSEY**  
*(Manufacturing Heavy Equipment)*  
*Accounting Manager 1964 - 1969*

**EDUCATION**

- **Fairleigh Dickinson University** BS – *Accounting*
- **Darden Graduate School of Business Administration** *Executive MBA Program*  
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## CERTIFICATE OF SERVICE

I hereby certify that I have this 3rd day of May, 2000, served the foregoing document upon the parties listed below via email and first class mail delivery, postage prepaid:

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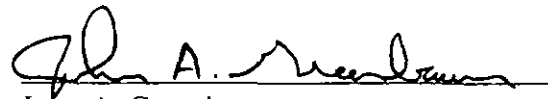
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