



COMMONWEALTH OF PENNSYLVANIA

January 28, 2016

E-FILED

Rosemary Chiavetta, Secretary
Pennsylvania Public Utility Commission
Commonwealth Keystone Building
400 North Street
Harrisburg, PA 17120

Re: Joint Application of Pike County Light & Power Company, Corning Natural Gas Holding Corporation and Orange and Rockland Utilities, Inc. for a Certificate or Certificates of Public Convenience Evidencing the Pennsylvania Public Utility Commission's Approval of the Transfer by Sale of 100% of the Issued and Outstanding Stock of Pike County Light & Power Company, a Public Utility Providing Natural Gas and Electric Distribution Service in Pennsylvania, from Seller Orange and Rockland Utilities, Inc. to Buyer Corning Natural Gas Holding Corporation, Approval of Certain Affiliated Interest Filings and Securities Certificates, and All Other Approvals of Certificates Appropriate, Customary or Necessary Under the Public Utility Code to Carry Out the Transactions Described in the Application – Docket No. A-2015-2517111

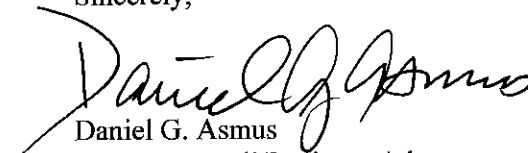
Dear Secretary Chiavetta:

I am delivering for filing today the Prehearing Memorandum, on behalf of the Office of Small Business Advocate, in the above-captioned proceeding.

Copies have been served on all known parties in this proceeding, as indicated on the attached Certificate of Service.

If you have any questions, please do not hesitate to contact me.

Sincerely,


Daniel G. Asmus
Assistant Small Business Advocate
Attorney ID No. 83789

Enclosures

cc: The Honorable Susan D. Colwell
Parties of Record

**BEFORE THE
PENNSYLVANIA PUBLIC UTILITY COMMISSION**

**In re: Joint Application of Pike County Light :
And Power Company, Corning Natural Gas :
Holding Corporation and Orange and Rockland :
Utilities , Inc. for a Certificate or Certificates of :
Public Convenience Evidencing the Pennsylvania:
Public Utility Commission’s Approval of the :
Transfer by Sale of 100% of the Issued and :
Outstanding Stock of Pike County Light and :
Power Company, a Public Utility Providing : Docket No. A-2015-2517111
Natural Gas and Electric Distribution Service in :
Pennsylvania, from Seller Orange and Rockland :
Utilities, Inc. to Buyer Corning Natural Gas :
Holding Corporation, Approval of Certain :
Affiliated Interest Filings and Securities :
Certificates, and All Other Approvals or :
Certificates Appropriate, Customary or :
Necessary Under the Public Utility Code to :
Carry Out the Transactions Described in the :
Application.**

**OFFICE OF SMALL BUSINESS ADVOCATE
PREHEARING MEMORANDUM**

I. INTRODUCTION

The Office of Small Business Advocate (“OSBA”) is authorized to represent the interests of small business consumers of utility services before the Pennsylvania Public Utility Commission (the “Commission”) pursuant to the provisions of the Small Business Advocate Act, Act 181 of 1988, 73 P.S. §§399.41 – 399.50 (“the Act”). In order to discharge this statutory duty, the Small Business Advocate deems it necessary to participate as a party to this proceeding. Please address all correspondence as follows:

Daniel G. Asmus
Office of Small Business Advocate
300 North Second Street, Suite 202
Harrisburg, Pennsylvania 17101
(717) 783-2525
(717) 783-2831 (fax)
dasmus@pa.gov

II. BACKGROUND

On December 4, 2015, Pike County Light & Power Company (“Pike”), Corning Natural Gas Holding Corporation (“Corning”) and Orange and Rockland Utilities, Inc. (“Orange and Rockland”) filed a Joint Application with the Commission seeking certificates of public convenience as well as all approvals which may be required from the Commission with respect to the proposed sale of Pike by Orange and Rockland to Corning. On December 23, 2015, the OSBA filed a Notice of Intervention, Protest, and Public Statement with respect to the Joint Application. This Prehearing Memorandum is being served in anticipation of a Prehearing Conference scheduled for February 1, 2016.

III. WITNESS

Assisting in the development and presentation of the OSBA’s position in this proceeding will be:

Mr. Robert D. Knecht
Industrial Economics Incorporated
2067 Massachusetts Avenue
Cambridge, MA 02140
(617) 354-0074
(617) 354-0463 – Fax
rdk@indecon.com

The OSBA requests that all parties serve copies of all documents, including discovery, testimony and briefs, upon Mr. Knecht, simultaneously with service upon the OSBA. The OSBA anticipates that it will present testimony by Mr. Knecht.

IV. IDENTIFICATION OF ISSUES

The OSBA is participating in this case to ensure that the interests of small business customers of Pike are adequately represented and protected. As appropriate and necessary, the OSBA will investigate and analyze the claims and proposals of the other parties, primarily through discovery, cross-examination of witnesses appearing for those parties, filing of testimony, and briefing of the issues that arise in this proceeding.

Based upon preliminary review, the Joint Application raises certain issues of concern that may require the Commission to reject the proposed transaction or to approve it only after imposing conditions. These issues include:

- a. Whether transferring ownership of a Pennsylvania electric and gas distribution company to an entity which is solely a natural gas holding company would be consistent with Commission policy and in the public interest; and
- b. Whether ratepayers would benefit from the combination of the companies

The OSBA reserves the right to pursue any additional issues which arise throughout the proceeding.

V. DISCOVERY

The OSBA plans to serve interrogatories and reserves the right to engage in further discovery after Pike's testimony is filed.

VI. SERVICE OF DOCUMENTS

The OSBA agrees to accept electronic delivery of documents on the due date as satisfying the in-hand requirement, if followed by hard copy delivery to OSBA and its witness by first class mail. Electronic service only is not acceptable.

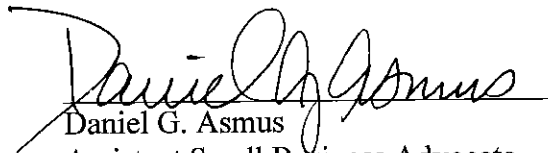
VII. SETTLEMENT

The OSBA is willing to enter into settlement discussions at any phase of this proceeding.

VIII. PROCEDURAL SCHEDULE

The OSBA will cooperate with the other parties to develop a mutually acceptable schedule for the remainder of this case.

Respectfully submitted,


Daniel G. Asmus
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Attorney ID No. 83789

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Dated: January 28, 2016

**BEFORE THE
PUBLIC UTILITY COMMISSION**

**Joint Application of Pike County Light :
and Power Company, buyer Corning :
Natural Gas Holding Corporation and :
Orange and Rockland Utilities, Inc. for : Docket No. A-2015-2517111
Transfer by Sale of 100% of the Issued :
and Outstanding Stock of Pike County :
Light and Power Company :**

CERTIFICATE OF SERVICE

I hereby certify that true and correct copies of the foregoing have been served via email and/or first-class mail (unless other noted below) upon the following persons, in accordance with the requirements of 52 Pa. Code § 1.54 (relating to service by a participant).

The Honorable Susan D. Colwell
Administrative Law Judge
PA Public Utility Commission
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scolwell@pa.gov
(E-mail and Hand Delivery)

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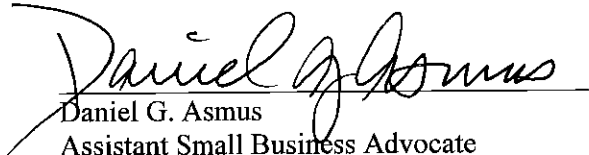
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DATE: January 28, 2016


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