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March 14, 2016

**VIA EFILING**

Rosemary Chiavetta, Secretary  
Pennsylvania Public Utility Commission  
Commonwealth Keystone Building  
400 North Street, 2nd Floor  
Harrisburg, PA 17120

Re: *National Railroad Passenger Corporation v. PPL Electric Utilities Corporation*,  
Docket No. C-2016-2580526

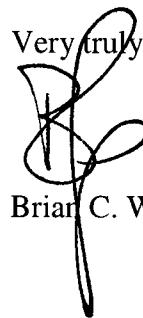
*PPL Electric Utilities Corporation Supplement No. 213 to Tariff Electric PA PUC  
No. 201 for Rate Schedule LPEP*, Docket No. R-2016-2569975

Dear Secretary Chiavetta:

Enclosed for electronic filing is the Petition to Intervene of Safe Harbor Water Power Corporation and BIF II Safe Harbor Holdings LLC in the above-captioned proceedings.

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

Very truly yours,



Brian C. Wauhop

BCW/tlg

Enclosure

cc: Certificate of Service

**BEFORE THE  
PENNSYLVANIA PUBLIC UTILITY COMMISSION**

NATIONAL RAILROAD PASSENGER CORPORATION	:	
	:	Docket No. C-2016-2580526
	:	
COMPLAINANT	:	
	:	
v.	:	
	:	
PPL ELECTRIC UTILITIES CORPORATION	:	
	:	
RESPONDENT	:	
	:	
	:	
PPL ELECTRIC UTILITIES CORPORATION SUPPLEMENT NO. 213 TO TARIFF ELECTRIC PA PUC NO. 201 FOR RATE SCHEDULE LPEP	:	Docket No. R-2016-2569975

**PETITION TO INTERVENE OF SAFE HARBOR WATER POWER CORPORATION  
AND BIF II SAFE HARBOR HOLDINGS LLC**

**TO ADMINISTRATIVE LAW JUDGE DAVID A. SALAPA:**

Pursuant to 52 Pa. Code §§ 5.72-5.75, Safe Harbor Water Power Corporation (“SHWPC”) and BIF II Safe Harbor Holdings LLC (“BIF II,” collectively, the “Petitioners”), hereby file this Petition to Intervene (“Petition”) in the above captioned proceeding, and in support thereof state as follows:

**I. INTRODUCTION**

1. SHWPC is a 417.5 MW hydroelectric generator whose facilities located on the Susquehanna River generate electricity at a frequency of both 25 hertz (“Hz”) and 60 Hz. SHWPC also has a 60 Hz/25 Hz frequency converter.

2. BIF II is SHWPC's corporate parent and the purchaser of all of the electrical output from SHWPC's hydroelectric generating facilities.

3. BIF II delivers the electrical output to two substations. The 25 Hz power is delivered to the Conestoga Substation and the 60 Hz power is delivered to the Manor Substation.

4. BIF II has a contract with an electricity retailer to supply 25 Hz power to BIF II's ultimate purchaser, National Railroad Passenger Corporation ("AMTRAK"). The 25 Hz power supplied by BIF II through the retailer to AMTRAK is delivered through SHWPC's interconnection at the Conestoga Substation. AMTRAK (via BIF II) is the sole purchaser and user of the 25 Hz power generated by SHWPC from the aforesaid hydroelectric generating facilities.

5. SHWPC is a Pennsylvania corporation. BIF II is a Delaware limited liability company.

The principal place of business for SHWPC and BIF II is:

75 State Street  
Suite 2701  
Boston, MA 02109

SHWPC and BIF II's representative in this matter is:

Mr. Steve Eckert  
Vice President, Business Development  
Brookfield Energy Marketing LP  
41 Victoria Street  
Gatineau, QC J8X 2A1  
Canada

SHWPC and BIF II's attorneys in this matter are:

Alan M. Seltzer  
Brian C. Wauhop  
Buchanan Ingersoll & Rooney PC  
409 North Second Street, Suite 500  
Harrisburg, PA 170101-1357

Mr. Shaun Logue  
Vice President of Legal Services  
Brookfield Energy Marketing LP  
41 Victoria Street  
Gatineau, QC J8X 2A1  
Canada

SHWPC and BIF II's attorneys are authorized to accept service on behalf of SHWPC and BIF II. SHWPC and BIF II request that the Commission and all parties of record serve copies of all documentation and Commission orders in the above-captioned proceedings on each of SHWPC, BIF II and their attorneys.

6. On October 5, 2016, PPL Electric Utilities Corporation ("PPL") filed Supplement No. 213 proposing an increase in distribution revenues contained in its Rate Schedule LPEP to become effective on January 1, 2017. Amtrak is the only customer served on Rate Schedule LPEP. SHWPC and BIF are not customers of PPL under Rate Schedule LPEP, and therefore, SHWPC and BIF were not served with this filing.

7. On December 19, 2016, AMTRAK filed a Complaint against PPL's Supplement No. 213 objecting in part to the magnitude of the proposed increase in rates to customers served under Rate Schedule LPEP. ("Complaint Proceeding").

8. The Complaint Proceeding is actively being litigated by AMTRAK and PPL. In the Complaint Proceeding, AMTRAK has indicated that it plans to acquire the Conestoga Substation from PPL or, alternatively, attempt to take the Conestoga Substation pursuant to AMTRAK's federal eminent domain authority. *See* Prehearing Memorandum of AMTRAK, p. 3, Docket No. C-2016-2580526, R-2016-2569975 (January 3, 2017).

9. SHWPC and BIF II recently became aware of these ownership and operational issues with respect to the Conestoga Substation. As noted further below, since the Conestoga

Substation is a critical and integral part of the delivery of 25 Hz electric power from SHWPC and BIF II to AMTRAK (the only user of the 25 Hz power), SHWPC and BIF II have a substantial and material interest in the outcome of this proceeding and need to protect that interest by intervening in the Complaint Proceeding as described further below.

## **II. ELIGIBILITY TO INTERVENE**

10. A person or entity's eligibility to intervene in proceedings before this Commission is governed by the Commission's rules at 52 Pa. Code § 5.72. A proposed intervenor must demonstrate that it has a right to intervene or has an interest of such nature that intervention is necessary or appropriate to the proceeding. The requisite "right or interest" may be established by one of the following:

1. A right conferred by statute of the United States or the Commonwealth.
2. An interest which may be directly affected and which is not adequately represented by existing participants, and as to which the petitioner may be bound by the action of the Commission in the proceeding.
3. Another interest of such nature that participation of the petitioner may be in the public interest.

52 Pa. Code § 5.72.

11. SHWPC and BIF II are not aware of any orders in either of the abovementioned proceedings setting a deadline for the filing of petitions to intervene.

12. As discussed further below, SHWPC and BIF II have a direct interest in this proceeding that is not adequately represented by any other party.

## **III. SHWPC AND BIF II SATISFY THE CRITERIA FOR INTERVENTION**

13. SHWPC and BIF II meet the standards for intervention set forth in 52 Pa. Code §5.72(a)(2). SHWPC's electric facilities are directly interconnected to the Conestoga Substation. While SHWPC and BIF II do not have a direct interest in the PPL Rate Schedule LPEP, they will

most certainly be impacted by any change in the ownership and operation (or any other disposition) of the Conestoga Substation. The Conestoga Substation is the only substation in the vicinity that can accept 25 Hz power from SHWPC's electrical facilities, the frequency of power generated and sold by SHWPC to BIF II. The Conestoga Substation is thus an essential facility in SHWPC fulfilling its obligations to BIF II and BIF II's receipt of critical electric power ultimately supplied to AMTRAK.

14. BIF II also has an interest in the outcome of the Complaint Proceeding because it supplies the 25 Hz power generated by SHWPC to AMTRAK through an electricity retailer.

15. Therefore, both SHWPC and BIF II have interests in this proceeding that directly affect each of them and cannot be adequately represented by the existing parties. SHWPC and BIF II are submitting this Petition at this date only after recently learning that AMTRAK may become the owner of the Conestoga Substation, either through negotiation with PPL or through exercising its eminent domain authority.

16. If, however, this Petition is considered for any reason to be untimely, it should be granted nevertheless because "good cause" exists for SHWPC and BIF II actions in filing it now.

17. Pursuant to Section 5.74(a) of the Commission's regulations, 52 Pa. Code §5.74(a), a petition to intervene may be granted for good cause shown prior to the conclusion of evidentiary hearings. Such "good cause" exists here for several reasons. First, the hearings have not yet commenced in this proceeding, let alone concluded. Second, as noted above, SHWPC and BIF II did not know until recently that their interests could be adversely impacted by the actions of AMTRAK or PPL in this proceeding. As noted above, despite their clear interest in the Conestoga Substation, SHWPC and BIF II were not served with AMTRAK or PPL's pleadings related to the Conestoga Substation. Third, the public interest would clearly be served by

allowing the party directly impacted by any disposition of the Conestoga Substation to participate in this Complaint Proceeding to ensure that its perspective is fully developed as part of the evidentiary record and its direct interest in the substation is fully protected. Finally, no party would be prejudiced by SHWPC and BIF II's intervention. SHWPC and BIF II accept the procedural schedule that has already been set to date by the Administrative Law Judge and will address all issues within that previously established schedule. Indeed, it is SHWPC and BIF II that would be prejudiced in this case by a denial of this Petition given their undeniable interest in the disposition of key facilities recently interjected into this proceeding. Granting this Petition will allow SHWPC and BIF II to be heard on all issues relating to the Conestoga Substation in this proceeding.

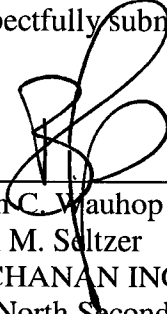
#### **IV. CONCLUSION**

18. SHWPC and BIF II are prepared to participate in this proceeding in a manner that is consistent with the need to protect their interests and does not unduly interfere with the prompt adjudication of the proceeding. No party will be prejudiced by SHWPC and BIF II's intervention in this proceeding, and that intervention is meritorious because of their substantial, direct and material interest in the outcome of the issues described above.

19. Accordingly, for the reasons specified above, SHWPC and BIF II request that this Petition be granted.

WHEREFORE, SHWPC and BIF II respectfully request that the presiding ALJ grant this Petition to Intervene and such other relief as may be just and reasonable under the circumstances.

Respectfully submitted,



Dated: March 14, 2017

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Alan M. Seltzer  
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(717) 237-4975

Attorneys for  
Safe Harbor Water Power Corporation and  
BIF II Safe Harbor Holdings LLC

**VERIFICATION**

I, Josée Guibord, do hereby verify that the averments contained in the foregoing document are true and correct to the best of my knowledge, information and belief, and that I am authorized to sign this verification. I understand that the statements herein are made subject to the penalties of 18 Pa. C.S.A. §4904, relating to unsworn declarations made to authorities.


Dated: March 13, 2017

  
\_\_\_\_\_  
Josée Guibord  
Senior Vice President and Secretary  
BIF II Safe Harbor Holdings LLC

**VERIFICATION**

I, Josée Guibord, do hereby verify that the averments contained in the foregoing document are true and correct to the best of my knowledge, information and belief, and that I am authorized to sign this verification. I understand that the statements herein are made subject to the penalties of 18 Pa. C.S.A. §4904, relating to unsworn declarations made to authorities.

Dated: March 13, 2017

  
\_\_\_\_\_  
Josée Guibord  
Senior Vice President and Secretary  
Safe Harbor Water Power Corporation

**BEFORE THE  
PENNSYLVANIA PUBLIC UTILITY COMMISSION**

National Railroad Passenger Corporation	:	
	:	
v.	:	Docket No. C-2016-2580526
	:	
PPL Electric Utilities Corporation	:	
	:	
PPL Electric Utilities Corporation Supplement	:	
No. 213 to Tariff Electric PA PUC No. 201	:	Docket No. R-2016-2569975
for Rate Schedule LPEP	:	

**CERTIFICATE OF SERVICE**

I hereby certify that I have this day served a true and correct copy of the Petition to Intervene of Safe Harbor Water Power Corporation and BIF II Safe Harbor Holdings upon the parties and in the manner listed below:

**Via Email and First Class Mail**

Hon. David A. Salapa  
Administrative law Judge  
Pennsylvania Public Utility Commission  
P.O. Box 3265  
Harrisburg, PA 17105-3265  
dsalapa@pa.gov

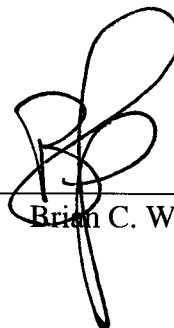
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*Counsel for National Railroad Passenger Corporation*

Dated this 14<sup>th</sup> day of March, 2017.



\_\_\_\_\_  
Brian C. Wauhob, Esq.