



COMMONWEALTH OF PENNSYLVANIA

March 23, 2023

E-FILED

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

Re: Joint Application of Metropolitan Edison Company, Pennsylvania Electric Company, Pennsylvania Power Company, West Penn Power Company, Keystone Appalachian Transmission Company, Mid-Atlantic Interstate Transmission, LLC, and FirstEnergy Pennsylvania Electric Company / Docket Nos. A-2023-3038771, A-2023-3038792, A-2023-3038793, A-2023-3038794, A-2023-3038795, A-2023-3038807, A-2023-3038808, G-2023-3038818, G-2023-3038819, G-2023-3038820, G-2023-303882, G-00020956

Dear Secretary Chiavetta:

Enclosed please find the Protest & Notice of Intervention Public Statement, and Verification, on behalf of the Office of Small Business Advocate (“OSBA”), in the above-captioned proceedings.

Copies will be served on all known parties in these proceedings, as indicated on the attached Certificate of Service.

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

Sincerely,

/s/ Sharon E. Webb

Sharon E. Webb
Assistant Small Business Advocate
Attorney ID No. 73995

Enclosures

cc: Nakea S. Hurdle
Kevin Higgins
Parties of Record

**BEFORE THE
PENNSYLVANIA PUBLIC UTILITY COMMISSION**

Joint Application of Metropolitan Edison	:	
Company, Pennsylvania Electric Company,	:	Docket Nos. A-2023-3038771
Pennsylvania Power Company, West Penn	:	A-2023-3038792
Power Company, Keystone Appalachian	:	A-2023-3038793
Transmission Company, Mid-Atlantic	:	A-2023-3038794
Interstate Transmission, LLC, and	:	A-2023-3038795
FirstEnergy Pennsylvania Electric Company	:	A-2023-3038807
for All of the Necessary Authority,	:	A-2023-3038808
Approvals, and Certificates of Public	:	G-2023-3038818
Convenience for (1) the Agreements and	:	G-2023-3038819
Plans of Merger; (2) the Establishment of	:	G-2023-3038820
FirstEnergy Pennsylvania Holding	:	G-2023-3038821
Company LLC as an Intermediate Holding	:	G-00020956
Company in the Chain of Ownership of	:	
FirstEnergy Pennsylvania Electric	:	
Company; (3) the Merger of Metropolitan	:	
Edison Company, Pennsylvania Electric	:	
Company, Pennsylvania Power Company,	:	
and West Penn Power Company with and	:	
into FirstEnergy Pennsylvania Electric	:	
Company; (4) the Initiation by FirstEnergy	:	
Pennsylvania Electric Company of Electric	:	
Service in All Territories in this	:	
Commonwealth where Metropolitan Edison	:	
Company, Pennsylvania Electric Company,	:	
Pennsylvania Power Company, and West	:	
Penn Power Company Do or May Provide	:	
Electric Service; (5) the Abandonment by	:	
Metropolitan Edison Company,	:	
Pennsylvania Electric Company,	:	
Pennsylvania Power Company, and West	:	
Penn Power Company of All Electric	:	
Service in this Commonwealth; (6) the	:	
Adoption by FirstEnergy Pennsylvania	:	
Electric Company of Metropolitan Edison	:	
Company, Pennsylvania Electric Company,	:	
Pennsylvania Power Company, and West	:	
Penn Power Company's Existing Tariffs	:	
and their Application within New Service	:	
and Rate Districts of FirstEnergy	:	
Pennsylvania Electric Company	:	
Corresponding to their Existing Service	:	
Territories as the Met-Ed Rate District, ii	:	

Penelec Rate District, Penn Power Rate District, West Penn Rate District, and The Pennsylvania State University Rate District, Respectively; (7) the sale of Class B Membership Interests in Mid-Atlantic Interstate Transmission, LLC held by Met-Ed and Penelec to FirstEnergy Corp.; (8) the Contribution of West Penn Power Company’s Transmission Assets to Keystone Appalachian Transmission Company; (9) a Certificate of Public Convenience Conferring Upon Keystone Appalachian Transmission Company the Status of a Pennsylvania Public Utility; (10) Where Necessary, Associated Affiliated Interest Agreements; and (11) Any Other Approvals Necessary to Complete the Contemplated Transaction :

PROTEST OF THE SMALL BUSINESS ADVOCATE

Pursuant to 52 Pa. Code §5.51, the Office of Small Business Advocate (“OSBA”) files this Protest in response to the Joint Application for Certificates of Public Convenience Authorizing Approval of Merger Pursuant to Section 1102(a)(3) of the Public Utility Code (“*Joint Application*”) that was filed with the Pennsylvania Public Utility Commission (“Commission”) on March 6, 2023.

I. INTRODUCTION

1. The averments in Paragraph 1 constitute a prayer for relief to which no response is required.
2. Admitted.
3. Admitted.
4. The averments in Paragraph 4 constitute a prayer for relief to which no response is required.

5. Paragraph 5 contains conclusions of law to which no response is required. To the extent a response is required, the averments in Paragraph 5 are denied, and strict proof thereof is demanded.

6. Paragraph 6 (a-e) contains conclusions of law to which no response is required. To the extent a response is required, the averments in Paragraph 6 are denied, and strict proof thereof is demanded.

7. Paragraph 7 (a-c) contains conclusions of law to which no response is required. To the extent a response is required, the averments in Paragraph 7 are denied, and strict proof thereof is demanded.

8. The averments in Paragraph 8 (a-g) constitute a prayer for relief to which no response is required. To the extent a response is required, the averments in Paragraph 8 are denied, and strict proof thereof is demanded.

9. The averments in Paragraph 9 constitute a prayer for relief to which no response is required.

10. Paragraph 10 contains conclusions of law to which no response is required. To the extent a response is required, the averments in Paragraph 10 are denied, and strict proof thereof is demanded.

II. THE JOINT APPLICANTS AND RELATED ENTITIES

A. MET-ED

11. Paragraph 11 contains conclusions of law to which no response is required. To the extent a response is required, the averments in Paragraph 11 are denied, and strict proof thereof is demanded.

12. Admitted

13. Paragraph 13 contains conclusions of law to which no response is required. To the extent a response is required, the averments in Paragraph 13 are denied, and strict proof thereof is demanded.

14. The OSBA is without knowledge or information sufficient to form a belief as to the truth of the averments in Paragraph 14. To the extent a response is required, the averments in Paragraph 14 are denied, and strict proof thereof is demanded.

15. The averments in Paragraph 15 constitute a prayer for relief to which no response is required.

16. The averments in Paragraph 16 constitute a prayer for relief to which no response is required.

17. Paragraph 17 contains conclusions of law to which no response is required. To the extent a response is required, the averments in Paragraph 17 are denied, and strict proof thereof is demanded.

18. Paragraph 18 contains conclusions of law to which no response is required. To the extent a response is required, the averments in Paragraph 18 are denied, and strict proof thereof is demanded.

B. PENELEC

19. Paragraph 19 contains conclusions of law to which no response is required. To the extent a response is required, the averments in Paragraph 19 are denied, and strict proof thereof is demanded.

20. Paragraph 20 contains conclusions of law to which no response is required. To the extent a response is required, the averments in Paragraph 20 are denied, and strict proof thereof is demanded.

21. The OSBA is without knowledge or information sufficient to form a belief as to the truth of the averments in Paragraph 21. To the extent a response is required, the averments in Paragraph 21 are denied, and strict proof thereof is demanded.

22. The OSBA is without knowledge or information sufficient to form a belief as to the truth of the averments in Paragraph 22. To the extent a response is required, the averments in Paragraph 22 are denied, and strict proof thereof is demanded.

23. The OSBA is without knowledge or information sufficient to form a belief as to the truth of the averments in Paragraph 23. To the extent a response is required, the averments in Paragraph 23 are denied, and strict proof thereof is demanded.

24. The averments in Paragraph 24 constitute a prayer for relief to which no response is required.

25. Paragraph 25 contains conclusions of law to which no response is required. To the extent a response is required, the averments in Paragraph 25 are denied, and strict proof thereof is demanded.

26. The OSBA is without knowledge or information sufficient to form a belief as to the truth of the averments in Paragraph 26. To the extent a response is required, the averments in Paragraph 26 are denied, and strict proof thereof is demanded.

C. PENN POWER

27. Paragraph 27 contains conclusions of law to which no response is required. To the extent a response is required, the averments in Paragraph 27 are denied, and strict proof thereof is demanded.

28. Paragraph 28 contains conclusions of law to which no response is required. To the extent a response is required, the averments in Paragraph 28 are denied, and strict proof thereof is demanded.

29. The OSBA is without knowledge or information sufficient to form a belief as to the truth of the averments in Paragraph 29. To the extent a response is required, the averments in Paragraph 29 are denied, and strict proof thereof is demanded.

30. Paragraph 30 contains conclusions of law to which no response is required. To the extent a response is required, the averments in Paragraph 30 are denied, and strict proof thereof is demanded.

31. Paragraph 31 contains conclusions of law to which no response is required. To the extent a response is required, the averments in Paragraph 31 are denied, and strict proof thereof is demanded.

32. The OSBA is without knowledge or information sufficient to form a belief as to the truth of the averments in Paragraph 32. To the extent a response is required, the averments in Paragraph 32 are denied, and strict proof thereof is demanded.

33. Paragraph 33 contains conclusions of law to which no response is required. To the extent a response is required, the averments in Paragraph 33 are denied, and strict proof thereof is demanded.

34. The OSBA is without knowledge or information sufficient to form a belief as to the truth of the averments in Paragraph 34. To the extent a response is required, the averments in Paragraph 34 are denied, and strict proof thereof is demanded.

D. WEST PENN

35. Paragraph 35 contains conclusions of law to which no response is required. To the extent a response is required, the averments in Paragraph 35 are denied, and strict proof thereof is demanded.

36. The OSBA is without knowledge or information sufficient to form a belief as to the truth of the averments in Paragraph 36. To the extent a response is required, the averments in Paragraph 36 are denied, and strict proof thereof is demanded.

37. Paragraph 37 contains conclusions of law to which no response is required. To the extent a response is required, the averments in Paragraph 37 are denied, and strict proof thereof is demanded.

38. The OSBA is without knowledge or information sufficient to form a belief as to the truth of the averments in Paragraph 38. To the extent a response is required, the averments in Paragraph 38 are denied, and strict proof thereof is demanded.

39. The OSBA is without knowledge or information sufficient to form a belief as to the truth of the averments in Paragraph 39. To the extent a response is required, the averments in Paragraph 39 are denied, and strict proof thereof is demanded.

40. The OSBA is without knowledge or information sufficient to form a belief as to the truth of the averments in Paragraph 40. To the extent a response is required, the averments in Paragraph 40 are denied, and strict proof thereof is demanded.

41. Paragraph 41 contains conclusions of law to which no response is required. To the extent a response is required, the averments in Paragraph 41 are denied, and strict proof thereof is demanded.

42. The OSBA is without knowledge or information sufficient to form a belief as to the truth of the averments in Paragraph 42. To the extent a response is required, the averments in Paragraph 42 are denied, and strict proof thereof is demanded.

E. FE PA

43. Paragraph 43 contains conclusions of law to which no response is required. To the extent a response is required, the averments in Paragraph 43 are denied, and strict proof thereof is demanded.

44. Paragraph 44 contains conclusions of law to which no response is required. To the extent a response is required, the averments in Paragraph 44 are denied, and strict proof thereof is demanded.

45. The OSBA is without knowledge or information sufficient to form a belief as to the truth of the averments in Paragraph 45. To the extent a response is required, the averments in Paragraph 45 are denied, and strict proof thereof is demanded

46. The OSBA is without knowledge or information sufficient to form a belief as to the truth of the averments in Paragraph 46. To the extent a response is required, the averments in Paragraph 46 are denied, and strict proof thereof is demanded

F. FE PA HOLDCO

47. Paragraph 47 contains conclusions of law to which no response is required. To the extent a response is required, the averments in Paragraph 47 are denied, and strict proof thereof is demanded.

G. KATCO

48. Paragraph 48 contains conclusions of law to which no response is required. To the extent a response is required, the averments in Paragraph 48 are denied, and strict proof thereof is demanded.

49. The OSBA is without knowledge or information sufficient to form a belief as to the truth of the averments in Paragraph 49. To the extent a response is required, the averments in Paragraph 49 are denied, and strict proof thereof is demanded.

50. The OSBA is without knowledge or information sufficient to form a belief as to the truth of the averments in Paragraph 50. To the extent a response is required, the averments in Paragraph 50 are denied, and strict proof thereof is demanded.

51. Paragraph 51 contains conclusions of law to which no response is required. To the extent a response is required, the averments in Paragraph 51 are denied, and strict proof thereof is demanded.

H. MAIT

52. Paragraph 52 contains conclusions of law to which no response is required. To the extent a response is required, the averments in Paragraph 52 are denied, and strict proof thereof is demanded.

53. Paragraph 53 contains conclusions of law to which no response is required. To the extent a response is required, the averments in Paragraph 53 are denied, and strict proof thereof is demanded.

54. Paragraph 54 contains conclusions of law to which no response is required. To the extent a response is required, the averments in Paragraph 54 are denied, and strict proof thereof is demanded.

I. OHIO EDISON

55. Paragraph 55 contains conclusions of law to which no response is required. To the extent a response is required, the averments in Paragraph 55 are denied, and strict proof thereof is demanded.

56. Paragraph 56 contains conclusions of law to which no response is required. To the extent a response is required, the averments in Paragraph 56 are denied, and strict proof thereof is demanded.

57. Paragraph 57 contains conclusions of law to which no response is required. To the extent a response is required, the averments in Paragraph 57 are denied, and strict proof thereof is demanded.

58. The averments in Paragraph 58 constitute a prayer for relief to which no response is required.

J. FIRSTENERGY

59. Paragraph 59 contains conclusions of law to which no response is required. To the extent a response is required, the averments in Paragraph 59 are denied, and strict proof thereof is demanded.

60. The OSBA is without knowledge or information sufficient to form a belief as to the truth of the averments in Paragraph 60. To the extent a response is required, the averments in Paragraph 60 are denied, and strict proof thereof is demanded.

61. The OSBA is without knowledge or information sufficient to form a belief as to the truth of the averments in Paragraph 61. To the extent a response is required, the averments in Paragraph 61 are denied, and strict proof thereof is demanded.

62. The OSBA is without knowledge or information sufficient to form a belief as to the truth of the averments in Paragraph 62. To the extent a response is required, the averments in Paragraph 62 are denied, and strict proof thereof is demanded.

III. DESCRIPTION OF THE TRANSACTION

63. The averments in Paragraph 63 constitute a prayer for relief to which no response is required.

64. Paragraph 64 contains conclusions of law to which no response is required. To the extent a response is required, the averments in Paragraph 64 are denied, and strict proof thereof is demanded.

65. Paragraph 65 contains conclusions of law to which no response is required. To the extent a response is required, the averments in Paragraph 65 are denied, and strict proof thereof is demanded.

66. Paragraph 66 contains conclusions of law to which no response is required. To the extent a response is required, the averments in Paragraph 66 are denied, and strict proof thereof is demanded.

67. Paragraph 67 contains conclusions of law to which no response is required. To the extent a response is required, the averments in Paragraph 67 are denied, and strict proof thereof is demanded.

68. Paragraph 68 contains conclusions of law to which no response is required. To the extent a response is required, the averments in Paragraph 68 are denied, and strict proof thereof is demanded.

69. Paragraph 69 contains conclusions of law to which no response is required. To the extent a response is required, the averments in Paragraph 69 are denied, and strict proof thereof is demanded.

70. Paragraph 70 contains conclusions of law to which no response is required. To the extent a response is required, the averments in Paragraph 70 are denied, and strict proof thereof is demanded.

71. Paragraph 71 contains conclusions of law to which no response is required. To the extent a response is required, the averments in Paragraph 71 are denied, and strict proof thereof is demanded.

72. Paragraph 72 contains conclusions of law to which no response is required. To the extent a response is required, the averments in Paragraph 72 are denied, and strict proof thereof is demanded.

73. Paragraph 73 contains conclusions of law to which no response is required. To the extent a response is required, the averments in Paragraph 73 are denied, and strict proof thereof is demanded.

74. Paragraph 74 contains conclusions of law to which no response is required. To the extent a response is required, the averments in Paragraph 74 are denied, and strict proof thereof is demanded.

75. Paragraph 75 contains conclusions of law to which no response is required. To the extent a response is required, the averments in Paragraph 75 are denied, and strict proof thereof is demanded.

76. Paragraph 76 contains conclusions of law to which no response is required. To the extent a response is required, the averments in Paragraph 76 are denied, and strict proof thereof is demanded.

77. Paragraph 77 contains conclusions of law to which no response is required. To the extent a response is required, the averments in Paragraph 77 are denied, and strict proof thereof is demanded.

78. Paragraph 78 contains conclusions of law to which no response is required. To the extent a response is required, the averments in Paragraph 78 are denied, and strict proof thereof is demanded.

79. The OSBA is without knowledge or information sufficient to form a belief as to the truth of the averments in Paragraph 79. To the extent a response is required, the averments in Paragraph 79 are denied, and strict proof thereof is demanded.

80. The OSBA is without knowledge or information sufficient to form a belief as to the truth of the averments in Paragraph 80. To the extent a response is required, the averments in Paragraph 80 are denied, and strict proof thereof is demanded.

IV. POST-MERGER OPERATION AND RATES

81. Paragraph 81 contains conclusions of law to which no response is required. To the extent a response is required, the averments in Paragraph 81 are denied, and strict proof thereof is demanded.

82. Paragraph 82 contains conclusions of law to which no response is required. To the extent a response is required, the averments in Paragraph 82 are denied, and strict proof thereof is demanded.

83. The averments in Paragraph 83 constitute a prayer for relief to which no response is required.

84. Paragraph 84 contains conclusions of law to which no response is required. To the extent a response is required, the averments in Paragraph 84 are denied, and strict proof thereof is demanded.

85. Paragraph 85 contains conclusions of law to which no response is required. To the extent a response is required, the averments in Paragraph 85 are denied, and strict proof thereof is demanded.

86. Paragraph 86 (a-k) contains conclusions of law to which no response is required. To the extent a response is required, the averments in Paragraph 86 are denied, and strict proof thereof is demanded.

87. The OSBA is without knowledge or information sufficient to form a belief as to the truth of the averments in Paragraph 87. To the extent a response is required, the averments in Paragraph 87 are denied, and strict proof thereof is demanded.

88. The OSBA is without knowledge or information sufficient to form a belief as to the truth of the averments in Paragraph 9. To the extent a response is required, the averments in Paragraph 9 are denied, and strict proof thereof is demanded.

V. LEGAL STANDARDS AND APPROVALS REQUESTED

A. SECTIONS 1107, 1102, AND 1103 OF THE PUBLIC UTILITY CODE

89. Paragraph 89 contains conclusions of law to which no response is required. To the extent a response is required, the averments in Paragraph 89 are denied, and strict proof thereof is demanded.

90. Paragraph 90 contains conclusions of law to which no response is required. To the extent a response is required, the averments in Paragraph 90 are denied, and strict proof thereof is demanded.

91. Paragraph 91 contains conclusions of law to which no response is required. To the extent a response is required, the averments in Paragraph 91 are denied, and strict proof thereof is demanded.

92. Paragraph 92 contains conclusions of law to which no response is required. To the extent a response is required, the averments in Paragraph 92 are denied, and strict proof thereof is demanded.

93. Paragraph 93 contains conclusions of law to which no response is required. To the extent a response is required, the averments in Paragraph 93 are denied, and strict proof thereof is demanded.

94. Paragraph 94 contains conclusions of law to which no response is required. To the extent a response is required, the averments in Paragraph 94 are denied, and strict proof thereof is demanded.

95. Paragraph 95 contains conclusions of law to which no response is required. To the extent a response is required, the averments in Paragraph 95 are denied, and strict proof thereof is demanded.

96. Paragraph 96 contains conclusions of law to which no response is required. To the extent a response is required, the averments in Paragraph 96 are denied, and strict proof thereof is demanded.

97. Paragraph 97 contains conclusions of law to which no response is required. To the extent a response is required, the averments in Paragraph 97 are denied, and strict proof thereof is demanded.

98. Paragraph 98 contains conclusions of law to which no response is required. To the extent a response is required, the averments in Paragraph 98 are denied, and strict proof thereof is demanded.

99. Paragraph 99 contains conclusions of law to which no response is required. To the extent a response is required, the averments in Paragraph 99 are denied, and strict proof thereof is demanded.

100. Paragraph 100 contains conclusions of law to which no response is required. To the extent a response is required, the averments in Paragraph 100 are denied, and strict proof thereof is demanded.

101. Paragraph 101 contains conclusions of law to which no response is required. To the extent a response is required, the averments in Paragraph 101 are denied, and strict proof thereof is demanded.

102. Paragraph 102 contains conclusions of law to which no response is required. To the extent a response is required, the averments in Paragraph 102 are denied, and strict proof thereof is demanded.

103. Paragraph 103 contains conclusions of law to which no response is required. To the extent a response is required, the averments in Paragraph 103 are denied, and strict proof thereof is demanded.

104. Paragraph 104 contains conclusions of law to which no response is required. To the extent a response is required, the averments in Paragraph 104 are denied, and strict proof thereof is demanded.

105. The averments in Paragraph 63 constitute a prayer for relief to which no response is required.

106. Paragraph 106 contains conclusions of law to which no response is required. To the extent a response is required, the averments in Paragraph 106 are denied, and strict proof thereof is demanded.

107. Paragraph 107 contains conclusions of law to which no response is required. To the extent a response is required, the averments in Paragraph 107 are denied, and strict proof thereof is demanded.

108. The OSBA is without knowledge or information sufficient to form a belief as to the truth of the averments in Paragraph 108. To the extent a response is required, the averments in Paragraph 108 are denied, and strict proof thereof is demanded.

B. CHAPTER 21 OF THE PUBLIC UTILITY CODE

109. Paragraph 109 contains conclusions of law to which no response is required. To the extent a response is required, the averments in Paragraph 109 are denied, and strict proof thereof is demanded.

110. Paragraph 110 contains conclusions of law to which no response is required. To the extent a response is required, the averments in Paragraph 110 are denied, and strict proof thereof is demanded.

111. Paragraph 111 contains conclusions of law to which no response is required. To the extent a response is required, the averments in Paragraph 111 are denied, and strict proof thereof is demanded.

112. Paragraph 112 contains conclusions of law to which no response is required. To the extent a response is required, the averments in Paragraph 112 are denied, and strict proof thereof is demanded.

C. CHAPTER 28 OF THE PUBLIC UTILITY CODE

113. Paragraph 113 contains conclusions of law to which no response is required. To the extent a response is required, the averments in Paragraph 113 are denied, and strict proof thereof is demanded.

114. Paragraph 114 contains conclusions of law to which no response is required. To the extent a response is required, the averments in Paragraph 114 are denied, and strict proof thereof is demanded.

D. BURDEN OF PROOF

115. Paragraph 115 contains conclusions of law to which no response is required. To the extent a response is required, the averments in Paragraph 115 are denied, and strict proof thereof is demanded.

116. Paragraph 116 contains conclusions of law to which no response is required. To the extent a response is required, the averments in Paragraph 116 are denied, and strict proof thereof is demanded.

VI. THE TRANSACTION IS IN THE PUBLIC INTEREST AND SHOULD BE APPROVED

A. BACKGROUND ON FE FORWARD

117. Paragraph 117 contains conclusions of law to which no response is required. To the extent a response is required, the averments in Paragraph 117 are denied, and strict proof thereof is demanded.

118. Paragraph 118 contains conclusions of law to which no response is required. To the extent a response is required, the averments in Paragraph 118 are denied, and strict proof thereof is demanded.

119. Paragraph 119 contains conclusions of law to which no response is required. To the extent a response is required, the averments in Paragraph 119 are denied, and strict proof thereof is demanded.

120. Denied; the OSBA is without knowledge or information sufficient to form a belief as to the truth of the averments in Paragraph 120. Furthermore, Paragraph 120 contains conclusions of law to which no response is required.

B. THE TRANSACTION WILL PRODUCE SUBSTANTIAL AFFIRMATIVE PUBLIC BENEFITS

121. The averments in Paragraph 121 constitute a prayer for relief to which no response is required.

1. Benefits of the Proposed Consolidation

122. Paragraph 122 contains conclusions of law to which no response is required. To the extent a response is required, the averments in Paragraph 122 are denied, and strict proof thereof is demanded.

a. Short-term benefits of the Proposed Consolidation

123. Denied; the OSBA is without knowledge or information sufficient to form a belief as to the truth of the averments in Paragraph 123. Furthermore, Paragraph 123 contains conclusions of law to which no response is required.

124. Denied; the OSBA is without knowledge or information sufficient to form a belief as to the truth of the averments in Paragraph 123. Furthermore, Paragraph 124 contains conclusions of law to which no response is required.

125. Denied; the OSBA is without knowledge or information sufficient to form a belief as to the truth of the averments in Paragraph 125. Furthermore, Paragraph 125 contains conclusions of law to which no response is required.

126. Denied; the OSBA is without knowledge or information sufficient to form a belief as to the truth of the averments in Paragraph 126. Furthermore, Paragraph 126 contains conclusions of law to which no response is required.

b. Long-term benefits of the Proposed Consolidation

127. Denied; the OSBA is without knowledge or information sufficient to form a belief as to the truth of the averments in Paragraph 127. Furthermore, Paragraph 127 contains conclusions of law to which no response is required.

128. Denied; the OSBA is without knowledge or information sufficient to form a belief as to the truth of the averments in Paragraph 128. Furthermore, Paragraph 128 contains conclusions of law to which no response is required.

129. Denied; the OSBA is without knowledge or information sufficient to form a belief as to the truth of the averments in Paragraph 129. Furthermore, Paragraph 129 contains conclusions of law to which no response is required.

130. Denied; the OSBA is without knowledge or information sufficient to form a belief as to the truth of the averments in Paragraph 130. Furthermore, Paragraph 130 contains conclusions of law to which no response is required.

2. Benefits of the Proposed Sale of MAIT Class B Interests and the Proposed Transmission Contribution

131. Denied; the OSBA is without knowledge or information sufficient to form a belief as to the truth of the averments in Paragraph 131. Furthermore, Paragraph 131 contains conclusions of law to which no response is required.

132. Denied; the OSBA is without knowledge or information sufficient to form a belief as to the truth of the averments in Paragraph 132. Furthermore, Paragraph 132 contains conclusions of law to which no response is required.

133. Denied; the OSBA is without knowledge or information sufficient to form a belief as to the truth of the averments in Paragraph 133. Furthermore, Paragraph 133 contains conclusions of law to which no response is required.

134. Denied; the OSBA is without knowledge or information sufficient to form a belief as to the truth of the averments in Paragraph 134. Furthermore, Paragraph 134 contains conclusions of law to which no response is required.

135. Denied; the OSBA is without knowledge or information sufficient to form a belief as to the truth of the averments in Paragraph 135. Furthermore, Paragraph 135 contains conclusions of law to which no response is required.

136. Denied; the OSBA is without knowledge or information sufficient to form a belief as to the truth of the averments in Paragraph 136. Furthermore, Paragraph 136 contains conclusions of law to which no response is required.

137. Denied; the OSBA is without knowledge or information sufficient to form a belief as to the truth of the averments in Paragraph 137. Furthermore, Paragraph 137 contains conclusions of law to which no response is required.

138. Denied; the OSBA is without knowledge or information sufficient to form a belief as to the truth of the averments in Paragraph 138. Furthermore, Paragraph 138 contains conclusions of law to which no response is required.

139. Denied; the OSBA is without knowledge or information sufficient to form a belief as to the truth of the averments in Paragraph 139. Furthermore, Paragraph 139 contains conclusions of law to which no response is required.

VII. **REQUESTS FOR CERTIFICATES OF PUBLIC CONVENIENCE**

A. FE PA IS TECHNICALLY, FINANCIALLY AND LEGALLY FIT TO OPERATE AS PUBLIC UTILITY IN PENNSYLVANIA

140. Denied; the OSBA is without knowledge or information sufficient to form a belief as to the truth of the averments in Paragraph 140. Furthermore, Paragraph 140 contains conclusions of law to which no response is required.

141. The averments in Paragraph 141 constitute a prayer for relief to which no response is required.

142. Denied; the OSBA is without knowledge or information sufficient to form a belief as to the truth of the averments in Paragraph 142. Furthermore, Paragraph 142 contains conclusions of law to which no response is required.

143. Paragraph 143 contains conclusions of law to which no response is required. To the extent a response is required, the averments in Paragraph 143 are denied, and strict proof thereof is demanded.

144. Denied; the OSBA is without knowledge or information sufficient to form a belief as to the truth of the averments in Paragraph 144. Furthermore, Paragraph 144 contains conclusions of law to which no response is required.

145. Denied; the OSBA is without knowledge or information sufficient to form a belief as to the truth of the averments in Paragraph 145. Furthermore, Paragraph 145 contains conclusions of law to which no response is required.

146. Paragraph 146 contains conclusions of law to which no response is required. To the extent a response is required, the averments in Paragraph 146 are denied, and strict proof thereof is demanded.

B. KATCO IS TECHNICALLY, FINANCIALLY, AND LEGALLY FIT TO OPERATE AS A PUBLIC UTILITY IN PA

147. The averments in Paragraph 147 constitute a prayer for relief to which no response is required.

148. Paragraph 148 contains conclusions of law to which no response is required. To the extent a response is required, the averments in Paragraph 148 are denied, and strict proof thereof is demanded.

149. Denied; the OSBA is without knowledge or information sufficient to form a belief as to the truth of the averments in Paragraph 149. Furthermore, Paragraph 149 contains conclusions of law to which no response is required.

150. The averments in Paragraph 150 constitute a prayer for relief to which no response is required.

151. Denied; the OSBA is without knowledge or information sufficient to form a belief as to the truth of the averments in Paragraph 151. Furthermore, Paragraph 151 contains conclusions of law to which no response is required.

152. Denied; the OSBA is without knowledge or information sufficient to form a belief as to the truth of the averments in Paragraph 152. Furthermore, Paragraph 152 contains conclusions of law to which no response is required.

153. Denied; the OSBA is without knowledge or information sufficient to form a belief as to the truth of the averments in Paragraph 153. Furthermore, Paragraph 153 contains conclusions of law to which no response is required.

154. Denied; the OSBA is without knowledge or information sufficient to form a belief as to the truth of the averments in Paragraph 154. Furthermore, Paragraph 154 contains conclusions of law to which no response is required.

155. The averments in Paragraph 155 constitute a prayer for relief to which no response is required.

C. MET-ED, PENELEC, PENN POWER, AND WEST PENN SHOULD BE PERMITTED TO ABANDON ELECTRIC SERVICE AS FE PAWILL BE THE NEW ELECTRIC DISTRIBUTION COMPANY FOR THOSE CUSTOMERS

156. The averments in Paragraph 156 constitute a prayer for relief to which no response is required.

157. Paragraph 157 contains conclusions of law to which no response is required. To the extent a response is required, the averments in Paragraph 157 are denied, and strict proof thereof is demanded.

158. Paragraph 158 contains conclusions of law to which no response is required. To the extent a response is required, the averments in Paragraph 158 are denied, and strict proof thereof is demanded.

159. Denied; the OSBA is without knowledge or information sufficient to form a belief as to the truth of the averments in Paragraph 159. Furthermore, Paragraph 159 contains conclusions of law to which no response is required.

160. The averments in Paragraph 160 constitute a prayer for relief to which no response is required.

D. THE ESTABLISHMENT OF FE PA HOLDCO AS AN INTERMEDIATE HOLDING COMPANY IN THE CHAIN OF OWNERSHIP OF FE PA IS PROPER

161. The averments in Paragraph 161 constitute a prayer for relief to which no response is required.

162. Denied; the OSBA is without knowledge or information sufficient to form a belief as to the truth of the averments in Paragraph 162. Furthermore, Paragraph 162 contains conclusions of law to which no response is required.

163. Denied; the OSBA is without knowledge or information sufficient to form a belief as to the truth of the averments in Paragraph 163. Furthermore, Paragraph 163 contains conclusions of law to which no response is required.

164. Denied; the OSBA is without knowledge or information sufficient to form a belief as to the truth of the averments in Paragraph 164. Furthermore, Paragraph 164 contains conclusions of law to which no response is required.

165. The averments in Paragraph 165 constitute a prayer for relief to which no response is required.

VIII. REQUESTS FOR APPROVAL OF AFFILIATED INTEREST AGREEMENTS

166. The averments in Paragraph 166 constitute a prayer for relief to which no response is required.

167. The averments in Paragraph 167 constitute a prayer for relief to which no response is required.

168. Denied; the OSBA is without knowledge or information sufficient to form a belief as to the truth of the averments in Paragraph 168. Furthermore, Paragraph 168 contains conclusions of law to which no response is required.

169. Denied; the OSBA is without knowledge or information sufficient to form a belief as to the truth of the averments in Paragraph 169. Furthermore, Paragraph 169 contains conclusions of law to which no response is required.

170. Denied; the OSBA is without knowledge or information sufficient to form a belief as to the truth of the averments in Paragraph 170. Furthermore, Paragraph 170 contains conclusions of law to which no response is required.

IX. **EFFECT OF THE TRANSACTION ON COMPETITION**

171. Denied; the OSBA is without knowledge or information sufficient to form a belief as to the truth of the averments in Paragraph 171. Furthermore, Paragraph 171 contains conclusions of law to which no response is required.

172. Denied; the OSBA is without knowledge or information sufficient to form a belief as to the truth of the averments in Paragraph 172. Furthermore, Paragraph 172 contains conclusions of law to which no response is required.

173. Denied; the OSBA is without knowledge or information sufficient to form a belief as to the truth of the averments in Paragraph 173. Furthermore, Paragraph 173 contains conclusions of law to which no response is required.

X. **COMMISSION PRECEDENT ON SIMILAR MERGERS OF PUBLIC UTILITIES**

174. The averments in Paragraph 174 contain legal conclusions of law to which no response is required. By way of further response, the cases cited by the Joint Applicants speak for themselves.

175. Paragraph 175 contains conclusions of law to which no response is required. To the extent a response is required, the averments in Paragraph 175 are denied, and strict proof thereof is demanded.

176. Paragraph 176 contains conclusions of law to which no response is required. To the extent a response is required, the averments in Paragraph 176 are denied, and strict proof thereof is demanded.

XI. **OVERVIEW OF THE JOINT APPLICANTS DIRECT TESTIMONY FILED IN SUPPORT OF THE JOINT APPLICATION**

177. The averments in Paragraph 177 constitute a prayer for relief to which no response is required.

XII. **OTHER REQUIRED REGULATORY APPROVALS**

178. The OSBA is without knowledge or information sufficient to form a belief as to the truth of the averments in Paragraph 178. To the extent a response is required, the averments in Paragraph 178 are denied, and strict proof thereof is demanded.

179. Paragraph 179 contains conclusions of law to which no response is required. To the extent a response is required, the averments in Paragraph 179 are denied, and strict proof thereof is demanded.

XIII. **OVERVIEW OF ADDITIONAL SUPPORTING EXHIBITS**

180. Paragraph 180 contains conclusions of law and a prayer for relief to which no response is required. To the extent a response is required, the averments in Paragraph 180 are denied, and strict proof thereof is demanded.

181. The averments in Paragraph 181 constitute a prayer for relief to which no response is required.

XIV. **FORMAL REQUEST FOR CONSOLIDATION AND RELATED FILINGS**

182. The averments in Paragraph 182 constitute a prayer for relief to which no response is required.

183. Paragraph 183 contains conclusions of law and a prayer for relief to which no response is required. To the extent a response is required, the averments in Paragraph 183 are denied, and strict proof thereof is demanded.

184. The averments in Paragraph 184 constitute a prayer for relief to which no response is required.

185. The averments in Paragraph 185 constitute a prayer for relief to which no response is required.

186. Paragraph 186 contains conclusions of law and a prayer for relief to which no response is required. To the extent a response is required, the averments in Paragraph 186 are denied, and strict proof thereof is demanded.

XV. JOINT APPLICANTS' PROPOSED PROCEDURAL SCHEDULE

187. The averments in Paragraph 187 constitute a prayer for relief to which no response is required. By way of further response, the OSBA does not oppose the procedure proposed by the Joint Applicants in Paragraph 187.

XVI. NOTICE

188. The OSBA is without knowledge or information sufficient to form a belief as to the truth of the averments in Paragraph 188. To the extent a response is required, the averments in Paragraph 188 are denied, and strict proof thereof is demanded. By way of further response, the OSBA acknowledges receipt of the Joint Application.

189. The averments in Paragraph 189 constitute a prayer for relief to which no response is required.

190. The OSBA is without knowledge or information sufficient to form a belief as to the truth of the averments in Paragraph 190. To the extent a response is required, the averments in Paragraph 190 are denied, and strict proof thereof is demanded.

Un-numbered Conclusion. The averments in the Conclusion constitute a prayer for relief to which no response is required.

VI. CONCLUSION

In view of the foregoing, the Office of Small Business Advocate respectfully requests that the Pennsylvania Public Utility Commission:

- A. Direct the Office of Administrative Law Judge to hold hearings on the *Joint Application* and prepare an initial decision; and
- B. Grant such other relief as may be necessary or appropriate.

Respectfully submitted,

/s/ Sharon E. Webb

Sharon E. Webb
Attorney ID No. 73995
Assistant Small Business Advocate

For:
NazAarah Sabree
The Small Business Advocate

Office of Small Business Advocate
Forum Place
555 Walnut Street, 1st Floor
Harrisburg, PA 17101
(717) 783-2525
(717) 783-2831

Dated: March 23, 2022

District, West Penn Rate District, and The :
Pennsylvania State University Rate District, :
Respectively; (7) the sale of Class B :
Membership Interests in Mid-Atlantic :
Interstate Transmission, LLC held by :
Met-Ed and Penelec to FirstEnergy Corp.; :
(8) the Contribution of West Penn Power :
Company's Transmission Assets to :
Keystone Appalachian Transmission :
Company; (9) a Certificate of Public :
Convenience Conferring Upon Keystone :
Appalachian Transmission Company the :
Status of a Pennsylvania Public Utility; (10) :
Where Necessary, Associated Affiliated :
Interest Agreements; and (11) Any Other :
Approvals Necessary to Complete the :
Contemplated Transaction :

**NOTICE OF INTERVENTION
OF THE OFFICE OF SMALL BUSINESS ADVOCATE**

The Office of Small Business Advocate (“OSBA”) files this Notice of Intervention with respect to the above-captioned Joint Application for Certificates of Public Convenience Authorizing Approval of Merger Pursuant to Section 1102(a)(3) of the Public Utility Code (“Joint Application”). In support of this Notice of Intervention, the OSBA avers as follows:

1. The OSBA is an agency of the Commonwealth of Pennsylvania authorized by the Small Business Advocate Act (Act 181 of 1988, 73 P.S. §§ 399.41 - 399.50) to represent the interest of small business consumers as a party in proceedings before the Commission.

2. Representing the OSBA in these proceedings is:

Sharon E. Webb
Nakea S. Hurdle
Assistant Small Business Advocate
Office of Small Business Advocate
555 Walnut Street
Forum Place, 1st Floor
Harrisburg, PA 17101
(717) 783-2525
(717) 783-2831 (fax)
swebb@pa.gov
nhurdle@pa.gov

Respectfully submitted,

/s/ Sharon E. Webb

Sharon E. Webb
Assistant Small Business Advocate
Attorney I.D. No. 73995

For: NazAarah Sabree
The Small Business Advocate

Office of Small Business Advocate
Forum Place
555 Walnut Street, 1st Floor
Harrisburg, PA 17101
(717) 783-2525
(717) 783-2831 (fax)

Date: March 23, 2023

**BEFORE THE
PENNSYLVANIA PUBLIC UTILITY COMMISSION**

Joint Application of Metropolitan Edison Company, Pennsylvania Electric Company, Pennsylvania Power Company, West Penn Power Company, Keystone Appalachian Transmission Company, Mid-Atlantic Interstate Transmission, LLC, and FirstEnergy Pennsylvania Electric Company for All of the Necessary Authority, Approvals, and Certificates of Public Convenience for (1) the Agreements and Plans of Merger; (2) the Establishment of FirstEnergy Pennsylvania Holding Company LLC as an Intermediate Holding Company in the Chain of Ownership of FirstEnergy Pennsylvania Electric Company; (3) the Merger of Metropolitan Edison Company, Pennsylvania Electric Company, Pennsylvania Power Company, and West Penn Power Company with and into FirstEnergy Pennsylvania Electric Company; (4) the Initiation by FirstEnergy Pennsylvania Electric Company of Electric Service in All Territories in this Commonwealth where Metropolitan Edison Company, Pennsylvania Electric Company, Pennsylvania Power Company, and West Penn Power Company Do or May Provide Electric Service; (5) the Abandonment by Metropolitan Edison Company, Pennsylvania Electric Company, Pennsylvania Power Company, and West Penn Power Company of All Electric Service in this Commonwealth; (6) the Adoption by FirstEnergy Pennsylvania Electric Company of Metropolitan Edison Company, Pennsylvania Electric Company, Pennsylvania Power Company, and West Penn Power Company’s Existing Tariffs and their Application within New Service and Rate Districts of FirstEnergy Pennsylvania Electric Company Corresponding to their Existing Service Territories as the Met-Ed Rate District, ii	:	Docket Nos. A-2023-3038771
	:	A-2023-3038792
	:	A-2023-3038793
	:	A-2023-3038794
	:	A-2023-3038795
	:	A-2023-3038807
	:	A-2023-3038808
	:	G-2023-3038818
	:	G-2023-3038819
	:	G-2023-3038820
	:	G-2023-3038821
	:	G-00020956

Penelec Rate District, Penn Power Rate :
 District, West Penn Rate District, and The :
 Pennsylvania State University Rate District, :
 Respectively; (7) the sale of Class B :
 Membership Interests in Mid-Atlantic :
 Interstate Transmission, LLC held by :
 Met-Ed and Penelec to FirstEnergy Corp.; :
 (8) the Contribution of West Penn Power :
 Company’s Transmission Assets to :
 Keystone Appalachian Transmission :
 Company; (9) a Certificate of Public :
 Convenience Conferring Upon Keystone :
 Appalachian Transmission Company the :
 Status of a Pennsylvania Public Utility; (10) :
 Where Necessary, Associated Affiliated :
 Interest Agreements; and (11) Any Other :
 Approvals Necessary to Complete the :
 Contemplated Transaction :

**PUBLIC STATEMENT OF
 THE OFFICE OF SMALL BUSINESS ADVOCATE**

The Small Business Advocate is authorized and directed to represent the interest of small business consumers of utility services in Pennsylvania under the provisions of the Small Business Advocate Act, Act 181 of 1988, 73 P.S. §§ 399.41 - 399.50 (the “Act”). The Act further provides that the Small Business Advocate is to issue publicly a written statement stating concisely the specific interest of small business consumers to be protected by his initiation of or intervention in any proceeding involving those interests before the Public Utility Commission or any other agency or court. This public statement relates to the filing today by the Small Business Advocate of a Protest to, and a Notice of Intervention (“NOI”) in, the Joint Application for Certificates of Public Convenience Authorizing Approval of Merger Pursuant to Section 1102(a)(3) of the Public Utility Code (“Joint Application”) that was filed with the Pennsylvania Public Utility Commission (“Commission”) on March 6, 2023.

The Small Business Advocate files this Protest and NOI in order to protect the interests of small business customers affected by the Joint Application.


The Small Business Advocate will participate in proceedings before the Public Utility Commission to investigate the reasonableness of the proposed merger as set forth in the Joint Application. The Small Business Advocate will ask the Commission to deny any aspect of the proposed merger that is not proven by the Joint Applicants to be lawful, just, and reasonable.

Dated: March 23, 2023

VERIFICATION

I, NazAarah Sabree, hereby state that the facts set forth herein 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: March 23, 2023



(Signature)

**BEFORE THE
PENNSYLVANIA PUBLIC UTILITY COMMISSION**

Joint Application of Metropolitan Edison Company, Pennsylvania Electric Company, Pennsylvania Power Company, West Penn Power Company, Keystone Appalachian Transmission Company, Mid-Atlantic Interstate Transmission, LLC, and FirstEnergy Pennsylvania Electric Company for All of the Necessary Authority, Approvals, and Certificates of Public Convenience for (1) the Agreements and Plans of Merger; (2) the Establishment of FirstEnergy Pennsylvania Holding Company LLC as an Intermediate Holding Company in the Chain of Ownership of FirstEnergy Pennsylvania Electric Company; (3) the Merger of Metropolitan Edison Company, Pennsylvania Electric Company, Pennsylvania Power Company, and West Penn Power Company with and into FirstEnergy Pennsylvania Electric Company; (4) the Initiation by FirstEnergy Pennsylvania Electric Company of Electric Service in All Territories in this Commonwealth where Metropolitan Edison Company, Pennsylvania Electric Company, Pennsylvania Power Company, and West Penn Power Company Do or May Provide Electric Service; (5) the Abandonment by Metropolitan Edison Company, Pennsylvania Electric Company, Pennsylvania Power Company, and West Penn Power Company of All Electric Service in this Commonwealth; (6) the Adoption by FirstEnergy Pennsylvania Electric Company of Metropolitan Edison Company, Pennsylvania Electric Company, Pennsylvania Power Company, and West Penn Power Company’s Existing Tariffs and their Application within New Service and Rate Districts of FirstEnergy Pennsylvania Electric Company Corresponding to their Existing Service Territories as the Met-Ed Rate District, ii	:	Docket Nos. A-2023-3038771
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	:	A-2023-3038807
	:	A-2023-3038808
	:	G-2023-3038818
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	:	G-2023-3038821
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Penelec Rate District, Penn Power Rate :
 District, West Penn Rate District, and The :
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 Appalachian Transmission Company the :
 Status of a Pennsylvania Public Utility; (10) :
 Where Necessary, Associated Affiliated :
 Interest Agreements; and (11) Any Other :
 Approvals Necessary to Complete the :
 Contemplated Transaction :

CERTIFICATE OF SERVICE

I hereby certify that true and correct copies of the foregoing have been served via email (*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 Charles E. Rainey Jr.
 Chief Administrative Law Judge
 Pennsylvania Public Utility Commission
 400 North Street
 Commonwealth Keystone Building
 Harrisburg, PA 17120
crainey@pa.gov

Patrick Cicero, Esq.
 Consumer Advocate
 Office of Consumer Advocate
 555 Walnut Street, 5th Floor
 Harrisburg, PA 17101
pcicero@paoca.org

Richard Kanaskie, Esq.
 Director
 Bureau of Investigation & Enforcement
 400 North Street
 Commonwealth Keystone Building
 Harrisburg, PA 17120
rkanaskie@pa.gov

Ria M. Pereira, Esq.
 Elizabeth R. Marx, Esq.
 John W. Sweet, Esq.
 Lauren N. Berman, Esq.
 118 Locust Street
 Harrisburg, PA 17101
pulp@pautilitylawproject.org

David B. MacGregor, Esq.
 Devin T Ryan, Esq.
 Garrett P Lent, Esq.
 Megan E. Rulli, Esq.
 Post and Schell, P.C.
 17 North Second Street
 12th Floor
 Harrisburg, PA 17101-1601
dmacgregor@postschell.com
dryan@postschell.com
glent@postschell.com
mrulli@postschell.com

Tori L. Giesler, Esq.
Darshana Singh, Esq.
FirstEnergy Service Company
2800 Pottsville Pike
PO BOX 16001
Reading, PA 19612-6001
tgiesler@firstenergycorp.com
singhd@firstenergycorp.com

DATE: March 23, 2023

/s/ Sharon E. Webb

Sharon E. Webb
Assistant Small Business Advocate
Attorney ID No. 73995