



COMMONWEALTH OF PENNSYLVANIA

August 8, 2025

E-FILED

Matthew L. Homsher, Secretary
Pennsylvania Public Utility Commission
Commonwealth Keystone Building
400 North Street
Harrisburg, PA 17120

Re: Joint Application of Pike County Light and Power Company, Leatherstocking Gas Company, LLC, Corning Energy Corporation, ACP Series 3 Partnership L.P., Argo Capital Platform (P) 2017, L.P. Argo Capital Platform (K) Series 3, L.P., ACP Crotona Holdings L.P., ACP Crotona Corp., Argo Infrastructure Partners LLC and Apollo Global Management, Inc. for a Certificate of Public Convenience Under Sections 1102(A)(3) and 1103 of the Public Utility Code and All Other Necessary Approvals to Effect an Indirect Change of Control of Pike County Light and Power Company's and Leatherstocking Gas Company's Parent Company, Corning Energy Corporation/ Docket Nos. A-2025-3055264, A-2025-3055265, A-2025-3055335

Dear Secretary Homsher:

Enclosed for filing please find the Prehearing Memorandum, on behalf of the Office of Small Business Advocate ("OSBA"), in the above-referenced 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/ Steven C. Gray

Steven C. Gray
Senior Attorney
Assistant Small Business Advocate
Attorney ID No. 77538

Enclosures

cc: Mark Ewen
Parties of Record

**BEFORE THE
PENNSYLVANIA PUBLIC UTILITY COMMISSION**

Joint Application of Pike County Light and Power Company, Leatherstocking Gas Company, LLC, Corning Energy Corporation, ACP Series 3 Partnership L.P., Argo Capital Platform (P) 2017, L.P. Argo Capital Platform (K) Series 3, L.P., ACP Crotona Holdings L.P., ACP Crotona Corp., Argo Infrastructure Partners LLC and Apollo Global Management, Inc. for a Certificate of Public Convenience Under Sections 1102(A)(3) and 1103 of the Public Utility Code and All Other Necessary Approvals to Effect an Indirect Change of Control of Pike County Light and Power Company’s and Leatherstocking Gas Company’s Parent Company, Corning Energy Corporation	:	Docket Nos.	A-2025-3055264
	:		A-2025-3055265
	:		A-2025-3055335

**PREHEARING MEMORANDUM
OF THE OFFICE OF SMALL BUSINESS ADVOCATE**

I. INTRODUCTION

The Office of Small Business Advocate (“OSBA”) is authorized to represent the interests of small business customers of utility services before the Pennsylvania Public Utility Commission (“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 these proceedings. Representing the OSBA in the above-referenced matter is Assistant Small Business Advocate Steven C. Gray.

Please address all correspondence in this matter as follows:

Steven Gray, Esq.
Senior Attorney
Assistant Small Business Advocate
Office of Small Business Advocate
Forum Place
555 Walnut Street, 1st Floor
Harrisburg, PA 17101
sgray@pa.gov

II. FILING BACKGROUND

On May 19, 2025, the Joint Application of Pike County Light and Power Company, Leatherstocking Gas Company, LLC, Corning Energy Corporation, ACP Series 3 Partnership L.P., Argo Capital Platform (P) 2017, L.P. Argo Capital Platform (K) Series 3, L.P., ACP Crotona Holdings L.P., ACP Crotona Corp., Argo Infrastructure Partners LLC and Apollo Global Management, Inc. for a Certificate of Public Convenience Under Sections 1102(A)(3) and 1103 of the Public Utility Code and All Other Necessary Approvals to Effect an Indirect Change of Control of Pike County Light and Power Company's and Leatherstocking Gas Company's Parent Company, Corning Energy Corporation was filed with the Commission.

The OSBA filed a Notice of Intervention on June 16, 2025.

III. IDENTIFICATION OF WITNESS AND TENTATIVE ISSUES

Assisting in the development and presentation of the OSBA's case in this proceeding will be:

Mark Ewen
Industrial Economics, Incorporated
2067 Massachusetts Avenue
Cambridge, MA 02140
mewen@indecon.com

The OSBA will participate in this proceeding to ensure that the interests of small business customers are adequately represented and protected.

After an initial review of the materials submitted, the OSBA has identified the following list of issues that it will evaluate in this proceeding:

- (1) Whether the Proposed Transaction will affirmatively promote the service, accommodation, convenience, or safety of the public, and produce an affirmative public benefit.
- (2) Whether the Proposed Transaction satisfies all public interest considerations established by the Commission for investment fund control of Pennsylvania public utilities.
- (3) Whether the financial aspects of the Proposed Transaction are sufficiently robust and well-structured, including consideration of the financial viability of each relevant buying and selling entity and their respective operational expertise.
- (4) Whether the proposed ownership and operational structure under the Transaction is in the best interest of ratepayers, including the presence, or lack, of appropriate ring-fencing.
- (5) Whether the due diligence and actions of the Transacting Parties in determining to pursue the Proposed Transaction, including review of financial documents, was sufficient and proper.
- (6) Whether the potential environmental consequences and costs of the Proposed Transaction are appropriately addressed in the agreement.
- (7) Whether the tax implications of the Proposed Transaction are appropriately addressed.
- (8) Whether other cost and operational effects incident to transferring services to the buyer are fairly and reasonably considered.

The OSBA reserves the right to pursue additional issues that may arise throughout this proceeding.

IV. SERVICE OF DOCUMENTS

In accordance with 52 Pa. Code § 1.54(b)(3)(i), the OSBA agrees to accept electronic mail delivery of documents on the due date¹ as satisfying the in-hand requirement.

The OSBA requests that email delivery of documents also be provided to its witnesses identified above.

In addition to email copies of pleadings, briefs, and exceptions, the OSBA requests email copies of responses to discovery propounded by the OSBA or any other party.

V. DISCOVERY

The OSBA does not propose any discovery modifications.

VI. SETTLEMENT

The OSBA notes its willingness to enter into settlement discussions at the appropriate phase of this proceeding.

¹ In accordance with 52 Pa. Code § 1.56(a)(5), documents must be received by 4:30 pm.

VII. HEARING AND BRIEFING SCHEDULE

The OSBA will work with the parties and Administrative Law Judge Charece Z. Collins to craft an appropriate procedural schedule.

Respectfully submitted,

/s/ Steven C. Gray

Steven C. Gray
Senior Attorney
Assistant Small Business Advocate
Attorney ID No. 77538

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Dated: August 8, 2025

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Date: August 8, 2025

/s/ Steven C. Gray

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