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1/23/14



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January 16, 2014

Kristi Izzo, Secretary
New Jersey Board of Public Utilities
44 South Clinton Avenue
P.O. Box 350
Trenton, New Jersey 08625-0350

Re: In the Matter of the Petition of Pivotal Utility Holdings, Inc. d/b/a Elizabethtown Gas for Approval of the Elizabethtown Natural Gas Distribution Utility Reinforcement Effort Program and Deferred Accounting Treatment
Docket Nos. AX13030197 & GO13090826

Dear Secretary Izzo:

Enclosed are an original and ten copies of the motion of the New Jersey Large Energy Users Coalition to participate in the above proceeding along with a motion for Admission Pro Hac Vice of Paul F. Forshay, Esq. By copy of this letter, copies of the motions are being forwarded this date via email to all persons whose names appear on the attached distribution list.

Thank you for your anticipated courtesies.

Respectfully submitted,

Steven S. Goldenberg

SSG:jfp
Encl.

cc: Distribution List ✓

CCMG

24506795 01/16/2014

As of the date hereof, the following states have adopted the Uniform Arbitration Act (UAA):
California Colorado Connecticut Delaware District of Columbia
Florida Nevada New Jersey New York Pennsylvania

IN THE MATTER OF THE PETITION OF PIVOTAL UTILITY HOLDINGS, INC. d/b/a
ELIZABETHTOWN GAS FOR APPROVAL OF THE ELIZABETHTOWN NATURAL GAS
DISTRIBUTION UTILITY REINFORCEMENT EFFORT PROGRAM AND DEFERRED
ACCOUNTING TREATMENT
Docket Nos. AX13030197 & GO13090826

SERVICE LIST

<p>Elizabethtown:</p> <p>Mary Patricia Keefe, Esq. 300 Connell Drive, Suite 3000 Berkeley Heights, NJ 07922 pkeefe@aglresources.com</p> <p>Board of Public Utilities:</p> <p>44 South Clinton Avenue, 9th floor Post Office Box 350 Trenton, NJ 08625-0350</p> <p>Executive Director Paul Flanagan, Esq.</p> <p>Division of Energy Jerry May, Director Alice Bator, Chief Tom Walker, Chief Rosalie Serapiglia, Manager Robert Schultheis, Chief Nanik Aswani David Ballengee Rene Demuynck Henry Rich Ricky John James Giuliano, Director</p> <p>Counsel's Office Tricia Caliguire, Esq., Chief Counsel Bethany Rocque-Romaine, Esq. Megan Lupo, Esq.</p> <p>Economist Office Mark Beyer Christine Lin Dr. Son Lin Lai Jackie O'Grady</p>	<p>Rate Counsel:</p> <p>Division of Rate Counsel 140 East Front Street, 4th Floor Post Office Box 003 Trenton, NJ 08625-0350</p> <p>Stefanie Brand, Esq., Director sbrand@rpa.state.nj.us</p> <p>Shelly Massy smassey@rpa.state.nj.us</p> <p>Brian Lipman, Litigation Manager blipman@rpa.state.nj.us</p> <p>Felicia Thomas-Friel, Esq. ftomas@rpa.state.nj.us</p> <p>Christina Juarez, Esq. cjuarez@rpa.state.nj.us</p> <p>Henry M. Ogden, Esq. hogden@rpa.state.nj.us</p> <p>David Dismukes, Ph.D Kimberly Dismukes Alex Aguila Acadian Consulting Group 5800 One Perkins Place Drive Building 5, Suite F Baton Rouge, LA 70808 aviddismukes@acadianconsulting.com kimdismukes@acadianconsulting.com alexaguila@acadianconsulting.com</p>
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**STATE OF NEW JERSEY
BOARD OF PUBLIC UTILITIES**

In the Matter of the Petition of Pivotal Utility)
Holdings, Inc. d/b/a Elizabethtown Gas for)
Approval of the Elizabethtown Natural Gas) Docket Nos. AX13030197
Distribution Utility Reinforcement Effort Program) GO13090826
and Deferred Accounting Treatment)

**MOTION TO PARTICIPATE OF
NEW JERSEY LARGE ENERGY USERS COALITION**

The New Jersey Large Energy Users Coalition (“NJLEUC”), an association whose members include large volume natural gas customers serviced by the State’s Local Distribution Companies (“LDCs”), hereby moves to participate in the above-captioned proceeding. In support of its motion, NJLEUC states as follows:

1. All communications and correspondence concerning this proceeding should be directed to:

Steven S. Goldenberg, Esq.
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997 Lenox Drive, Bldg. 3
Lawrenceville, NJ 08648
Phone: 609-896-3600
Fax: 609-896-1469
sgoldenberg@foxrothschild.com

Paul F. Forshay, Esq.
Sutherland, Asbill & Brennan, LLP
700 Sixth Street, N.W., Suite 700
Washington, D.C. 20001-3980
Phone: 202-383-0100
Fax: 202-637-3593
paul.forshay@sutherland.com

2. By Order dated March 20, 2013 (“March 20 Order”), the Board directed the State’s utilities to submit proposals for infrastructure upgrades designed to improve the resiliency and preparedness of their distribution and communication systems. The Board directed that generic proceedings be initiated to review the costs, benefits and reliability impacts of utility

major storm event mitigation efforts and to consider proposals by the State's utilities to improve their infrastructure to better enable them to better withstand the effects of future major storm events.

2. On September 3, 2013, in response to the March 20 Order, Pivotal Utility Holdings, Inc., d/b/a Elizabethtown Gas ("Elizabethtown") filed a Petition requesting the Board to authorize the implementation of the Elizabethtown Natural Gas Utility Reinforcement Effort ("ENDURE") program. Pursuant to the ENDURE Petition, Elizabethtown proposes to invest approximately \$15 million in the company's infrastructure and communication facilities to harden and protect the infrastructure from damage in future major storm events and enhance the utility's communications capabilities. The Petition requests deferred accounting treatment identical to the treatment previously approved by the Board for Elizabethtown's Accelerated Infrastructure Replacement program. No rate change is proposed at this time.

WHEREFORE, in support of its application for participation in this proceeding, and as further summarized below, NJLEUC respectfully submits that all factors for participation set forth in N.J.A.C. 1:1-16.6 weigh in favor of the granting of NJLEUC's motion to participate in the above-captioned proceeding:

1. NJLEUC formed, in part, to monitor regulatory proceedings involving the State's electric and natural gas utilities, including Elizabethtown, and participate or intervene in regulatory and rate proceedings to the extent necessary to represent its members' common interests. Members of NJLEUC purchase natural gas distribution service from the LDCs and, therefore, have a significant interest in, and will be substantially and specifically affected by the outcome of the generic storm mitigation proceedings;

2. Given its capacity as an association of large end-use customers on the LDC systems that have a significant interest in, and will be directly and immediately affected by the infrastructure upgrades sought by the LDCs in this proceeding, and in the related utility mitigation proceedings, NJLEUC's interests are unique from and not adequately represented by any other party.

3. NJLEUC has a unique perspective and insight regarding the potential impact, on the LDCs' large consumers, of the relief that will be sought by Elizabethtown in this proceeding and by the other LDCs in the generic storm mitigation proceedings.

4. NJLEUC's motion is timely and will not delay or otherwise disrupt the prosecution of this proceeding;

5. Fundamental fairness and due process considerations require that NJLEUC be afforded an opportunity to fully participate in this proceeding, the outcome of which will have an impact on the reliability and cost of gas distribution service received from Elizabethtown and the other LDCs by the members of NJLEUC;

6. NJLEUC has been granted Intervener status in recent rate proceedings involving each of the LDCs, as well as a number of regulatory proceedings convened pursuant to Section 13 of the RGGI Law.

7. Accordingly, the issues to be decided in this proceeding "substantially, specifically and directly affect" NJLEUC within the meaning of these terms as used in the Uniform Rules, thereby making it appropriate for NJLEUC to participate;

8. Furthermore, the interests of NJLEUC's members as large end-use customers of the LDCs, and as active intervenors and participants in matters involving each LDC, are substantially different from those of any other party seeking intervention or participation.

Therefore, NJLEUC's interests in this proceeding are unique on both a quantitative and qualitative basis;

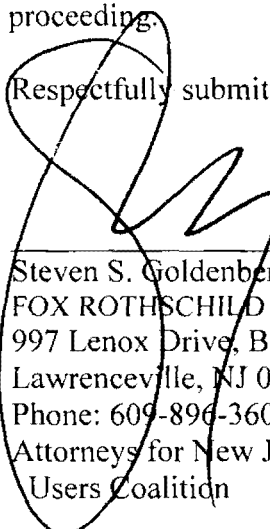
9. NJLEUC's entry as a party would "measurably and constructively" advance this proceeding (N.J.A.C. 1:1-16.3(a)) because of the unique status of its members as large end-use customers on the LDC systems. NJLEUC's entry as a party would promote an informed and balanced presentation of the issues;

10. Notwithstanding its unique interests, where it is possible and practical for it to do so, NJLEUC will endeavor to work cooperatively with other parties in this proceeding in the interests of administrative efficiency and economy.

11. For the foregoing reasons, and because the cost and quality of natural gas delivery service to NJLEUC's members will be directly and substantially affected by the issues to be determined in this proceeding, NJLEUC has a direct and immediate interest in the outcome of this proceeding that cannot adequately be represented by any other party.

WHEREFORE, pursuant to N.J.A.C. 1:1-16.1, et seq., NJLEUC respectfully requests that it be permitted to participate in the above-captioned proceeding.

Respectfully submitted,



Steven S. Goldenberg, Esq.
FOX ROTHSCHILD LLP
997 Lenox Drive, Bldg. 3
Lawrenceville, NJ 08648
Phone: 609-896-3600
Attorneys for New Jersey Large Energy
Users Coalition

Dated: January 16, 2014

CERTIFICATION OF SERVICE

I hereby certify that I have this day served via electronic mail copies of the foregoing Motion to Participate to the parties identified on the service list. An original and 10 copies have been forwarded via first class mail to Kristi Izzo, Secretary, Board of Public Utilities.

Dated at Lawrenceville, New Jersey, this 16th day of January, 2014.



Steven S. Goldenberg

**STATE OF NEW JERSEY
BOARD OF PUBLIC UTILITIES**

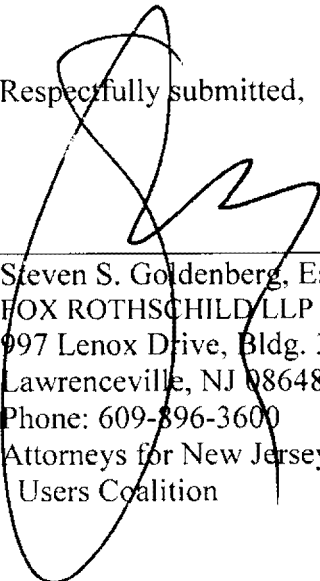
In the Matter of the Petition of Pivotal Utility)	
Holdings, Inc. d/b/a Elizabethtown Gas For)	
Approval of the Elizabethtown Natural Gas)	BPU Docket Nos. AX13030197
Distribution Utility Reinforcement Effort)	GO13090826
Program and Deferred Accounting Treatment)	

MOTION FOR ADMISSION *PRO HAC VICE*

The undersigned counsel, a member in good standing of the bar of the State of New Jersey and willing to serve as attorney of record in this proceeding, hereby moves for the admission *pro hac vice* of Paul F. Forshay, Esq. Mr. Forshay is a member in good standing of the bar of the District of Columbia. There is good cause for Mr. Forshay to be admitted *pro hac vice* because he has had significant experience representing the interests of large end-use customers, he has an attorney-client relationship with the New Jersey Large Energy Users Coalition, and this proceeding involves a complex field of law in which he is a specialist. As

evidenced by his affidavit attached hereto, Mr. Forshay has paid to the New Jersey Lawyers' Fund for Client Protection the fees required by R. 1:20-1(b).

Respectfully submitted,



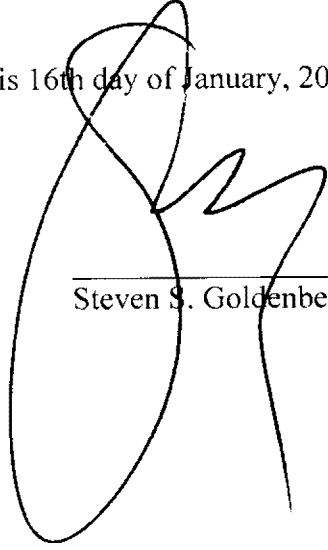
Steven S. Goldenberg, Esq.
FOX ROTHSCHILD LLP
997 Lenox Drive, Bldg. 3
Lawrenceville, NJ 08648
Phone: 609-896-3600
Attorneys for New Jersey Large Energy
Users Coalition

Dated: January 16, 2014

CERTIFICATION OF SERVICE

I hereby certify that I have this day served via electronic mail copies of the foregoing Motion for Admission *Pro Hac Vice* to the parties identified on the service list. An original and 10 copies have been forwarded via first class mail to Kristi Izzo, Secretary, Board of Public Utilities.

Dated at Lawrenceville, New Jersey, this 16th day of January, 2014



Steven S. Goldenberg

**STATE OF NEW JERSEY
BOARD OF PUBLIC UTILITIES**

In the Matter of the Petition of Pivotal Utility)
Holdings, Inc. d/b/a Elizabethtown Gas for)
Approval of the Elizabethtown Natural Gas) Docket Nos. AX13030197
Distribution Utility Reinforcement Effort) GO13090826
Program and Deferred Accounting Treatment)

**AFFIDAVIT IN SUPPORT OF REQUEST
TO APPEAR *PRO HAC VICE***

Washington)
) ss.
District of Columbia)

I, Paul F. Forshay, duly sworn according to law, depose and say:

1. I am an attorney in good standing admitted to practice in the District of Columbia. I am not admitted to practice in New Jersey. I have no disciplinary proceedings pending against me in any jurisdiction and no discipline has been previously imposed on me in any jurisdiction.

2. I am associated in this matter with New Jersey counsel of record, Steven S. Goldenberg, Esq. of the firm of Fox Rothschild LLP, who is qualified to practice law in this State pursuant to R. 1:21-1.

3. The New Jersey Large Energy Users Coalition ("NJLEUC") has requested my representation in this matter.

4. There is good cause for my admission *pro hac vice* in that I have had considerable experience representing marketers and large end-use customers in various proceedings before the

Federal Energy Regulatory Commission and Board of Public Utilities and I have an attorney-client relationship with NJLEUC. The proceeding in which I seek admission involves a complex field of law in which I am a specialist.

5. I have paid to the New Jersey Lawyers' Fund for Client Protection the fees required by R. 1:20-1(b) and 1:28-2.

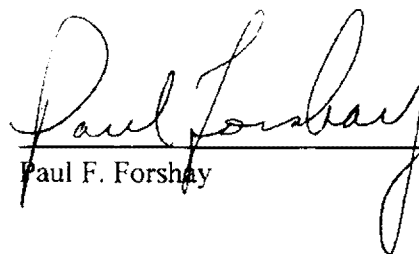
6. If this application to appear *pro hac vice* is granted, I agree to:

a. abide by the New Jersey Court Rules, including all disciplinary rules;

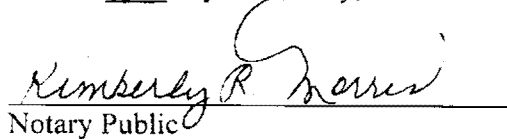
b. consent to the appointment of the Clerk of the Supreme Court as agent upon whom service of process may be made for all actions against me or my firm that may arise out of my participation in this matter;

c. notify the Board of Public Utilities and Office of Administrative Law immediately of any matter affecting my standing at the bar of any court; and

d. have all pleadings, briefs and other papers filed with the Board of Public Utilities and Office of Administrative Law signed by the attorney of record.


Paul F. Forshay

SUBSCRIBED AND SWORN to before
me this 15th day of January, 2014


Notary Public

KIMBERLY R. MORRIS
NOTARY PUBLIC DISTRICT OF COLUMBIA
My Commission Expires November 30, 2017

