



South Jersey Gas

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CASE MANAGEMENT

MAR 22 2018

BOARD OF PUBLIC UTILITIES
TRENTON, NJ

Stacy A. Mitchell, Esq.
Senior Director, Regulatory Affairs

March 20, 2018

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BOARD OF PUBLIC UTILITIES
TRENTON, NJ

Via FedEx

Records Custodian
NJ Board of Public Utilities
44 S. Clinton Ave., 3rd Floor
Suite 314
Trenton, NJ 08625

**Re: In the Matter of the Acquisition of Elizabethtown Gas, a Division of Pivotal Utility Holdings, Inc., by ETG Acquisition Corp., a Subsidiary of South Jersey Industries, Inc., and Related Transactions
BPU Docket No. GM17121309**

Dear Records Custodian,

In accordance with N.J.A.C. 14:1-12.8 of the New Jersey Board of Public Utilities' ("Board") regulations, on behalf of South Jersey Industries, Inc. ("SJI") and South Jersey Resources Group, LLC ("SJRG"), enclosed please find a "Confidentiality Claim and Substantiation of Confidentiality Claim for Response to S-ETG-AMA-3, S-ETG-ECON-1, and RCR-AMA-19, Including All Attachments to Each Response" ("Confidentiality Claim") for information regarding the assets of SJRG and the information contained therein (the "Confidential Information") relating to the above-referenced matter. Furthermore, any descriptions of the Confidential Material contained in the Confidentiality Claim should also be determined as confidential.

A public copy of the Confidential Material is being submitted to the Board Secretary under a cover letter dated this same day. Both the confidential and public versions are also being submitted under this transmittal letter in accordance with the procedures set forth in N.J.A.C. 14:1-12.3.¹

Kindly acknowledge receipt and filing of the enclosures by date stamping the enclosed copy of this letter and returning it to us in the enclosed self-addressed and stamped envelope. Should you have any questions, please contact the undersigned.

¹ In accordance with Section 14:1-12.3 of the Board's rules, the unredacted version of the filing is labeled "CONFIDENTIAL COPY" and is sealed in an envelope displaying the word "Confidential" which is enclosed in another envelope bearing no markings indicating the confidential nature of the contents. The redacted version of the filing is labeled "PUBLIC COPY" with the confidential information identified.

CMS DAG
Energy M. Bice, DAG
Legal A. MOREAU, DAG



Sincerely,

A handwritten signature in blue ink that reads "Stacy Mitchell".

Stacy A. Mitchell, Esq.
Senior Director, Regulatory Affairs

Enclosures: Confidentiality Claim, Public Copy and Confidential Copy

cc: Deborah M. Franco, Esq. (Cullen and Dykman)
Ira Megdal, Esq. (Cozen O'Connor)
Secretary Camacho w/ Confidentiality Claim and Public Copy
Paul Flanagan, Executive Director, Board Staff
Tom Walker, Director, Division of Energy Board Staff
Stefanie A. Brand, Director, Division of Rate Counsel
Felicia Thomas-Friel, Managing Attorney-Gas

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IN THE MATTER OF THE :
ACQUISITION OF ELIZABETHTOWN: :
GAS, A DIVISION OF PIVOTAL :
UTILITY HOLDINGS, INC. BY ETG :
ACQUISITION CORP., A SUBSIDIARY: :
OF SOUTH JERSEY INDUSTRIES, :
INC. AND RELATED TRANSACTIONS: :

CONFIDENTIALITY CLAIM &
SUBSTANTIATION OF
CONFIDENTIALITY CLAIM
FOR RESPONSE TO S-ETG-AMA-3,
S-ETG-ECON-1, AND RCR-AMA-19,
INCLUDING ALL ATTACHMENTS TO
EACH RESPONSE

BPU Docket No. GM17121309

I. CONFIDENTIALITY CLAIM

South Jersey Industries, Inc. (“SJI”) and South Jersey Resources Group, LLC (“SJRG”) (collectively “Providing Parties”), Joint Petitioners in the above-captioned matter pending before the New Jersey Board of Public Utilities (“Board”), in accordance with N.J.A.C. 14:1-12.8, hereby claim that the information contained in S-ETG-AMA-3 Attachment 01 (Confidential – Attorneys’ Eyes Only/SJI) produced in response to discovery request S-ETG-AMA-3, S-ETG-ECON-1 Attachment 01 (Confidential – Attorneys’ Eyes Only/SJI) produced in response to discovery request S-ETG-ECON-1, and RCR-AMA-19 Attachment 01 (Confidential – Attorneys’ Eyes Only/SJI) produced in response to discovery request RCR-AMA-19, each of which includes detailed descriptions of gas pipeline capacity and storage assets owned by SJRG, and related information (the “Confidential Information”), is entitled to confidential treatment.

The Providing Parties respectfully request that the Board determine the Confidential Information is confidential, and that it is not to be provided by the Board’s Government Records

Custodian in response to any request for access under the Open Public Records Act ("OPRA"). N.J.S.A. 47:1A-1, et. seq. Due to its sensitive nature, the Confidential Information falls under specific exemptions from OPRA's definition of "government record" and therefore should receive confidential treatment and not be subject to disclosure. Furthermore, any descriptions contained in this substantiation of confidentiality of the subject Confidential Information should also be determined as confidential. The following paragraphs will serve to satisfy the confidentiality substantiation requirements of N.J.A.C. 14:1-12.8.

II. DESIGNATION OF ADDRESSEE FOR NOTICE

Pursuant to N.J.A.C. 14:1-12.4, 12.7 and 12.9, the Providing Parties hereby designate that all correspondence, custodian communications (oral and written) including but not limited to, notices, and inquiries relating to this confidentiality claim and substantiation should be directed to:

Stacy A. Mitchell, Esq.
Senior Director, Regulatory Affairs
South Jersey Gas Company
1 South Jersey Plaza
Folsom, NJ 08037
Telephone: (609) 561-9000 x.4364

Gregory M. Nuzzo
President
South Jersey Resources Group, LLC
1 South Jersey Plaza
Folsom, NJ 08037
Telephone: (609) 561-9000 x. 6927

III. SUBSTANTIATION OF CONFIDENTIALITY CLAIM

A. Summary Description of Materials

SJRG, a subsidiary of SJI, is a wholesale marketing company that provides services to customers throughout the country including natural gas commodity services, natural gas storage,

wholesale marketing and natural gas transportation. Briefly described, the Confidential Information provides detailed non-public information regarding pipeline capacity and storage assets owned by SJRG and used by it in connection with the services SJRG provides to its customers in the highly competitive wholesale marketing business.¹ Disclosure of the Confidential Information to other competing entities would be harmful to the competitive position of SJRG.

B. OPRA Exception(s)

The Confidential Information contains proprietary financial and competitive information, as well as proprietary trade secrets, and therefore falls squarely under at least two exemptions to the definition of “government record” given in OPRA. N.J.S.A. 47:1A-1.1. Thus, it is not subject to any presumption of public access, see id., at N.J.S.A. 47:1A-1, and is not subject to disclosure. See id., N.J.S.A. 47:1A-1.1; see also N.J.A.C. 14:1-12.8(a)(6).

C. Measures Taken to Prevent Disclosure of Sensitive Information.

The Providing Parties have protected the confidential portions of the Confidential Information by refusing to make it, or the information contained therein, available to the public or to submit it to public agencies without seeking confidential protection. See N.J.A.C. 14:1-12.8(a)(1).

D. The Confidential Information is Not Presently Attached to, Cited in, Or Included in Other Publicly Available Materials.

The Providing Parties hereby assert that the Confidential Information is not found in any other materials available to the general public. There are no final orders in contested case adjudications, press releases, copies of speeches, pamphlets, educational materials or other

¹ The regulations identify the following exemptions: information “which in the person’s or entity’s opinion constitutes trade secrets, energy trade secrets or other energy information submitted pursuant to N.J.S.A. 52:27F-18, proprietary commercial or financial information, or information which if disclosed, would be likely to cause damage to either a competitive or bidding position or national security....” N.J.A.C. 14:1-12.1(b).

materials which contain sensitive portions of the Confidential Information, or any substantive information contained therein. The sensitive information found in the Confidential Information has been kept confidential by the Providing Parties. See N.J.A.C. 14:1-12.8(a)(2).

E. The Confidential Information Has Only Been Disclosed Pursuant to a Non-Disclosure Agreement.

The Confidential Information has been or will only be disclosed to the parties in this proceeding pursuant to a Non-Disclosure Agreement, which provides that recipients of Confidential Information shall not disclose the contents of the documents produced pursuant to that agreement. Thus, the Providing Parties have taken adequate precautions to ensure the non-dissemination of the Confidential Information. See N.J.A.C. 14:1-12.8(4).

F. The Confidential Portions of the Confidential Information Have Not Otherwise Been Disclosed.

The Providing Parties hereby assert that the confidential portions of the Confidential Information and the information contained therein have not been disclosed to the general public and have not been disclosed to any other tribunals, agencies, courts, administrative or governmental bodies without first seeking acceptable confidentiality protections. See N.J.A.C. 14:1-12.8(a)(3).

G. Harmful Effects Resulting from Disclosure.

The Confidential Information is both (i) proprietary commercial information, and (ii) information which, if disclosed, would give an advantage to competitors. Specifically, the information for which confidential treatment is sought sets forth detailed information regarding assets owned and used by SJRG to provide gas supply and capacity management services in unregulated, competitive markets, including location points, quantities and SJRG's strategic use of those assets. Capacity management and gas supply services are provided in highly

competitive markets and the disclosure of the information for which confidentiality is sought could seriously harm SJRG's ability to provide such services in unregulated, competitive markets. See N.J.A.C. 14:1-12.8(a)(6).

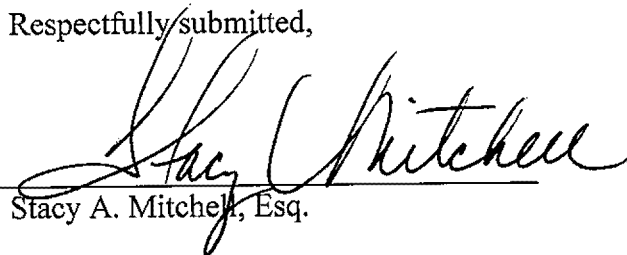
H. Indefinite Confidentiality

Given the sensitive nature of the information contained in the Confidential Information, the period of time for which it receives confidential treatment from the Board should be indefinite. At no time can this information be divulged to any person or entity because doing so would seriously compromise the Providing Parties' business plans and competitive standing in the utility industry and the competitive position of third parties. See N.J.A.C. 14:1-12.8(a)(7).

WHEREFORE, for the foregoing reasons, the Providing Parties' respectfully request that the Board approve this Confidentiality Claim, rule that the enclosed Confidential Information are not government records in that they are exempt from OPRA's definition of government records, direct its Records Custodian, as that term is defined in OPRA, to deny all applications for access to, or disclosure of, the enclosed Confidential Information, continue indefinitely to treat the enclosed documents as confidential, and grant such other relief and approvals as it may deem appropriate and necessary.

Respectfully submitted,

By: _____


Stacy A. Mitchell, Esq.

Dated: March 15, 2018

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STATE OF NEW JERSEY
BOARD OF PUBLIC UTILITIES

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IN THE MATTER OF THE :
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GAS, A DIVISION OF PIVOTAL :
UTILITY HOLDINGS, INC. BY ETG :
ACQUISITION CORP., A SUBSIDIARY :
OF SOUTH JERSEY INDUSTRIES, :
INC. AND RELATED TRANSACTIONS :
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**CONFIDENTIALITY CLAIM &
SUBSTANTIATION OF
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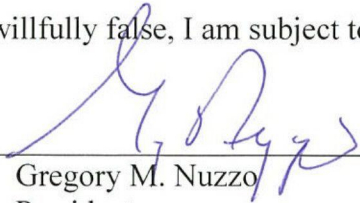
I, Gregory M. Nuzzo, President of South Jersey Resources Group, LLC, hereby certify that to the best of my knowledge, the confidential statements and affirmations contained in the enclosed confidentiality claim are true and accurate, and that said Confidential Information requires unqualified confidential protection.

I further certify that the Confidential Information contains confidential information which falls within exemptions to the definition of "government record" given in N.J.S.A. 47:1A-1.1 as this document contains proprietary, commercial, financial, and competitive information. I also certify that the Providing Parties have taken substantial measures to prevent disclosure of this confidential information to others.

I further certify that disclosure of this confidential information will result in harmful effects to the Providing Parties and to the counterparties to the proposed transactions. The competitive position of the Providing Parties will be undermined if the confidential information becomes available to competitors in the utility industry.

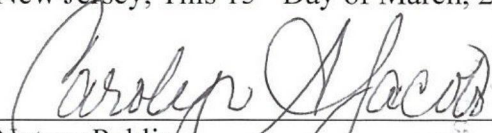
I understand that if any of the foregoing is willfully false, I am subject to punishment.

Date March 15, 2018

By: 

Gregory M. Nuzzo
President
South Jersey Resources Group, LLC

Subscribed and Sworn to Before Me,
A Notary Public of the State of
New Jersey, This 15th Day of March, 2018.



Notary Public
CAROLYN A. JACOBS
NOTARY PUBLIC OF NEW JERSEY
My Commission Expires October 28, 2018

[Redacted]

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