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July 8, 2022

**VIA ELECTRONIC MAIL**

Carmen D. Diaz  
Acting Secretary of the Board  
Board of Public Utilities  
44 South Clinton Avenue, 1<sup>st</sup> Floor  
P.O. Box 350  
Trenton, New Jersey 08625

**Re: In the Matter of the Merger of South Jersey Industries, Inc. And Boardwalk  
Merger Sub, Inc. (BPU Docket No.: GM22040270)**

Dear Secretary Diaz

This firm is counsel to the proposed intervenors, New Jersey Laborers-Employers Cooperation and Education Trust ("NJLECET") in reference to the above-referenced matter. Enclosed please find NJLECET's Motion to Intervene and Certification of Service.

Thank you for your consideration and courtesies.

Very Truly Yours,

Bradley M. Parsons, Esq.

BMP:bmp  
Enclosures

cc: NJLECET (via electronic mail)  
Service List (via electronic mail)

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

IN THE MATTER OF THE MERGER OF  
SOUTH JERSEY INDUSTRIES, INC. AND  
BOARDWALK MERGER SUB, INC.

DOCKET NO. GM22040270

**MOTION TO INTERVENE BY LABORERS-EMPLOYERS COOPERATION AND  
EDUCATION TRUST**

New Jersey Laborers-Employers Cooperation and Education Trust ("NJLECET"), a 501(c)(3) nonprofit labor management fund, representing more than 25,000 laborers in New Jersey and their signatory contractors, hereby moves to intervene in the above-captioned proceeding. In support of its motion, NJLECET states as follows:

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

Bradley M. Parsons, Esq.  
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2. By Certified Joint Petition dated April 25, 2022, IIF US Holding 2 LP ("IIF US 2"), NJ Boardwalk Holdings LLC ("Boardwalk"), Boardwalk Merger Sub, Inc. ("Merger Sub"), South Jersey Industries, Inc. ("SJI"), SJI Utilities, Inc. ("SJIU"), Elizabethtown Gas Company ("ETG"), and South Jersey Gas Company ("SJG") (collectively, the "Joint Petitioners") seek approval by the Board of an indirect change of control of ETG and SJG. The change of control would be effectuated by the merger of SJI with Merger

Sub, a wholly-owned subsidiary of Boardwalk, which is in turn a wholly-owned, indirect subsidiary of IIF US 2. (the “Merger”).

3. SJI would be the surviving entity post-merger, and SJI would become a privately-held member of the portfolio companies owned by the Infrastructure Investments Fund (“IIF”). IIF is a private investment vehicle focused on investing in critical infrastructure, including natural gas, electric, and water utilities, renewable energy, and transportation infrastructure. IIF is advised by JPMorgan Investment Management Inc.

**WHEREFORE**, in support of its application for intervention in this proceeding, and as further summarized below, NJLECET respectfully submits that all factors for intervention set forth in N.J.A.C. 1:1-16.3 and 16.6 weigh in favor of granting NJLECET’s motion to intervene and or participate in the above-captioned proceeding:

1. NJLECET’s membership comprises local unions engaged in the construction and the heavy highway construction industry. The management component of the NJLECET Board comprises representatives from labor as well as representatives from the Associated Construction Contractors of New Jersey (“ACCNJ”), which is itself represents some of the largest construction firms working in New Jersey. The ACCNJ’s members work for New Jersey’s utilities, including for SJIU and SJG. NJLECET’s interests are sufficiently different from that of any other party so as to add measurably and constructively to the scope of the case.
2. The Joint Petitioners represent that the proposed merger meets the standard set by N.J.A.C. 14:1-5.14(c) for BPU approval that “positive benefits will flow to customers and the State of New Jersey and , at a minimum, that there are no adverse impacts” on competition, rates, the employees of the affected utilities, nor on the provision of safe and adequate utility

services. NJLECET's membership has extensive experience with New Jersey large-scale construction, and the surrounding political and regulatory environment, and thus is uniquely positioned to evaluate and comment upon the potential impact of the Merger. NJLECET has unique perspective and insight regarding: the costs and feasibility of planned infrastructure projects; construction industry best practices for project continuity; the related economic impact of infrastructure investment; and the impact of the current financing environment and amortized costs on long-term construction projects.

3. NJLECET's perspective on the Merger and its potential impact is informed not just by its membership's substantial industry experience but also by its participation in prior BPU petitions, which considered the impact, on New Jersey's Energy Master Plan, of planned energy infrastructure enhancements, and their attendant costs and recovery mechanisms. NJLECET has been granted participant status by the BPU in prior petitions including: "Energy Strong" infrastructure improvements (Docket Nos. EO13020155 & GO13020156); PSE&G's Gas System Modernization Program (Docket No. GR15030272); the Extension II Program (Solar 4 All Program II)(Docket No. EO12080721); PSE& G's second phase Gas System Modernization Program (GSMP II); and most recently PSE&G's 2022 petition for approval of an Infrastructure Advancement Program (Docket Nos. EO21111211 & GO21111212).

**Legal Standard:**

4. N.J.A.C. 1:1-16.3(a) provides that in ruling on a motion to intervene, the Board shall consider:

the nature and extent of the movant's interest in the outcome of the case, whether the movant's interest is sufficiently different from that of any party so as to add measurably and constructively to the scope of the case, the prospect of confusion or undue delay arising from the movant's inclusion, and other appropriate matters.

*Id.*

5. As the Board has stated in previous proceedings, application of these standards involves an implicit balancing test. The need and desired for development of a full and complete record, which involves consideration of diversity of interests, must be weighed against the need for expeditious administrative proceedings. See Order, In re the Joint Petition of Public Service Electric and Gas Company and Exelon Corporation for Approval of a Change in Control, Docket No. EM05020106 (June 8, 2005).

**Argument:**

6. NJLECET's participation would measurably and constructively advance this proceeding. Its members, experienced workers and employers in the construction industry, bring a unique perspective on the potential impact of the proposed Merger on New Jersey's Energy Master Plan. BPU has previously found that NJLECET's participation in a matter involving energy infrastructure and efficiency, would add constructively to the case without causing undue delay or confusion. See Order, In the Matter of the Petition of Public Service Electric and Gas Company for Approval of a Gas System Modernization Program and Associated Cost Recovery Mechanism ("GSMP II"), Docket No. GR17070776 (November 9, 2017).
7. NJLECET represents more than 25,000 construction laborers who are employed and have significant experience in site-preparation and construction work for underground cable replacement, construction of concrete pads for electric vehicle charging stations, and gas system modernization work.
8. Additionally, NJLECET's board comprises representatives from large New Jersey construction contractors. These contractors work for many of New Jersey's largest private corporations as well as New Jersey's largest utility companies, including SJIU and SJG.

NJLECET has particular expertise in: tracking construction projects; researching and providing market guidance in the construction industry; and legislative analysis as relates to construction and infrastructure investment. NJLECET partners with all sectors of the construction industry, local businesses, community activists, and government agencies, to research and promote effective economic development through investment in transportation and infrastructure.

9. NJLECET has an established track record of performing cost/benefit analyses, relating to large-scale construction projects. NJLECET's members, representing the construction industry, have significant experience in undertaking large-scale construction projects, and is uniquely situated to provide input on the impact of borrowing costs and the interest rate environment on large scale construction projects.
10. NJLECET's membership includes large-scale residential and commercial contractors whose projects and businesses will be directly impacted by enhanced energy infrastructure.
11. The above-referenced interests of NJLECET's membership are unique to the construction industry and those employed within. The interests are unique from and are not adequately represented by the Division of the Rate Counsel or any other party to these proceedings.  
N.J.A.C. 1:1-16.1(a).
12. The issues to be decided in this proceeding "substantially, specifically and directly affect" NJLECET and its constituent members, thereby making NJLECET's intervention in this proceeding appropriate under the applicable standards.
13. NJLECET's entry as intervenor and/or as participant would "measurably and constructively" advance this proceeding.


14. NJLECET's request to intervene comes prior to any proceedings in this matter and will not cause any delay.

15. NJLECET will work cooperatively with other parties in this proceeding in the interests of administrative efficiency. NJLECET will abide by procedural rulings and the granting of this motion will not cause undue delay or confusion.

**WHEREFORE**, pursuant to N.J.A.C. 1:1-16.3 and 16.6, NJLECET respectfully requests that it be permitted to intervene in the above-captioned proceedings.

Respectfully submitted,

**KROLL HEINEMAN PTASIEWICZ &  
PARSONS, LLC**



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DATED: July 8, 2022

**CERTIFICATION OF SERVICE**

I hereby certify that copies of the foregoing motion were sent via electronic mail to all parties on the attached service list.



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DATED: July 8, 2022



In the Matter of the Merger of South Jersey Industries, Inc. and Boardwalk Merger Sub, Inc.  
BPU Docket No. GM22040270

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