

ORDER NO. 88233

IN THE MATTER OF THE MERGER OF
ALTAGAS LTD. AND WGL HOLDINGS,
INC.

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BEFORE THE
PUBLIC SERVICE COMMISSION
OF MARYLAND

CASE NO. 9449

Issued: May 31, 2017

To: Parties of Record and Interested Persons

On May 30, 2017, the Public Service Commission (“Commission”) held a pre-hearing conference in this proceeding to establish a procedural schedule for this matter and to address any other pending preliminary issues. The Commission granted the Petitions to Intervene filed by: Maryland Energy Administration (“MEA”); Apartment and Office Building Association of Metropolitan Washington (“AOBA”); United States Department of Defense and all other Federal Executive Agencies (“DOD”); Montgomery County, Maryland; Prince George’s County, Maryland; Baltimore Washington Laborers and Public Employees District Council (“BWLDC”); Local 2 of the Office and Professional Employees International Union, AFL-CIO (“Local 2”); International Brotherhood of Teamsters Local Union No. 96 (“Local 96”); International Brotherhood of Electrical Workers Local No. 1900 (“Local 1900”); National Consumer Law Center, National Housing Trust, Maryland Affordable Housing Coalition, and the Housing Association of Nonprofit Developers (“NCLC”); and Potomac Electric Power Company

(“Pepco”) (collectively, “Intervenors”). Attorneys representing Alta Gas Ltd, WGL Holdings, Inc. (collectively, “Applicants”), Office of People’s Counsel (“OPC”), Technical Staff of the Commission (“Staff”) (along with Intervenors, collectively “Parties”) entered their appearances in the matter at the pre-hearing conference.¹

Procedural Schedule

The Commission adopted the following procedural schedule:

Written Testimony:

- Staff’s, OPC’s and the Intervenors’ Direct/Reply testimony shall be filed by Monday August 14, 2017;
- All Parties’ Rebuttal testimony shall be filed by Monday, September 11, 2017; and
- All Parties’ Surrebuttal testimony shall be filed by Wednesday, September 27, 2017.

All the testimony shall be served electronically on each of the Parties to avoid delay in receipt of the testimony.²

¹ Attorneys representing Local 2 of the Office and Professional Employees International Union AFL-CIO, International Brotherhood of Teamsters Local Union No. 96, and Montgomery County, Maryland were not present and therefore did not enter their appearances at the prehearing conference.

² An original and 17 paper copies, and an electronic copy, of the testimony shall be submitted to the Executive Secretary of the Commission – David J. Collins, and, five copies of all testimony as well as other pleadings in the matter shall be three-holed punched. Parties shall ensure that the correct email of the person to whom the testimony and discovery should be sent are updated and current on the service list for this matter.

Evidentiary Hearing Dates:

Each hearing shall begin at 10 a.m., unless otherwise noted, and shall be held in the Commission's 16th Floor Hearing Room, William Donald Schaefer Tower, 6 Saint Paul Street, Baltimore, Maryland 21202:

Tuesday, October 3, 2017;

Wednesday, October 4, 2017;

Thursday, October 5, 2017 beginning at 1:00 p.m.;

Friday, October 6, 2017;

Tuesday, October 10, 2017;

Wednesday, October 11, 2017 beginning at 1:00 p.m.;

Thursday, October 12, 2017;

Friday, October 13, 2017;

Monday, October 16, 2017; and

Tuesday, October 17, 2017.

The Commission reserves its rights to change the dates and times of the hearing schedule, and to cancel any hearing dates that are found not to be needed.

Evening Public Comment Hearings

The Commission determined that two public comment hearings will be held prior to the evidentiary hearings. The Applicants therefore are directed to work with the Executive Secretary to schedule the dates and specific locations for two public evening hearings to be held in the Washington Gas service territory. A notice listing the specific dates, locations, and times of each public evening hearing will be issued at a later date.

Briefing Schedule:

- All Parties' Initial Briefs shall be filed by November 6, 2017; and
- All Parties' Reply Briefs shall be filed by November 16, 2017.

Discovery Procedures

Discovery is to commence immediately. The discovery procedures to be followed by the Parties in this proceeding are as follows:

- Prior to the filing of Staff's, OPC's, and the Intervenors' Direct/Reply testimony, responses to discovery requests shall be due within ten business days of receipt of the request, and any objections to discovery requests shall be served within five business days after service of the discovery requests. Discovery requests, responses and documents shall be served on all Parties unless a party asks not to receive copies of responsive documents. Electronic service of discovery requests, responses and documents is sufficient so long as the recipient acknowledges actual receipt, which the responding party should obtain and maintain, and hard copies shall be made available if electronic service is not successful; and
- After the filing of Staff's, OPC's, and the Intervenors' Direct/Reply testimony, responses to discovery requests shall be due within five business days of receipt of the request, with

objections served within three business days after the service of the discovery requests.

- After the filing of Rebuttal Testimony, responses to discovery requests shall be due within three business days of receipt of the request, with objections served within one business day of the discovery request.
- Parties are directed to utilize its best effort to limit discovery requests after September 27, 2017.

Although Commission proceedings are not governed strictly by the Federal Rules of Civil Procedure, the Parties should consider those Rules and the U.S. District Court for the District of Maryland's Discovery Guidelines as the principles governing the conduct of discovery in this case.³

The Commission urges the Parties to consult with each other and attempt in good faith to resolve all disputes prior to making an objection and again prior to filing a motion seeking relief from the Commission, but not to linger too long in determining that an impasse had occurred. In the event any Parties are unable to resolve a dispute, the aggrieved Party may file a motion for relief within two business days from service of the written objection. The opponent shall respond to the motion within one business day of service of the motion. The motion and response shall be letter format, and shall each be limited in length to 3 single-spaced pages with a 12-point or greater font. The letters must specify the dates and times of all consultations for the purpose of resolving the dispute. The applicable Parties shall contact the Executive Secretary via phone or email

³ See Local Rules of the United State District Court for the District of Maryland, Appendix A, available at <http://www.mdd.uscourts.gov/LocalRules/localrules.pdf>.

to schedule a hearing, if necessary, and shall provide the Executive Secretary an electronic copy of the motion and response.

Extension of the 180-day Period

Pursuant § 6-105(g)(6) of the Public Utility Companies Article, *Annotated Code of Maryland*, unless the Commission finds, based on good cause, that the 180-day period by which the Commission is required to issue an order with respect to the Applicant's application in this matter should be extended for an additional 45 days, a failure by the Commission to issue its order within the 180-day period is considered to be an approval of the underlying acquisition by the Commission. Based on the procedural schedule adopted, the Commission finds that the proceedings cannot be completed within the 180-day period from the filing of the application. Accordingly, the Commission extends the 180-day period by an additional 45 days, or until December 5, 2017.

IT IS THEREFORE, this 31st day of May, in the year Two Thousand Seventeen by the Public Service Commission of Maryland;

ORDERED: (1) That the procedural schedule set forth above is hereby adopted and the Parties shall abide by the filing deadlines established herein;

(2) That, pursuant to §6-105(g)(6) of the Public Utility Article, *Annotated Code of Maryland*, for good cause, the 180-day period is hereby extended by 45 days, or until December 5, 2017;

(3) That the Parties shall abide by the discovery procedure set forth in this Order;
and

(4) That the evidentiary hearings shall be held as set forth herein. Parties and their witnesses should anticipate each day's hearing to go in excess of eight hours and to

extend into the evening hours, and should plan accordingly. The Commission reserves the right to revise the procedural schedule and hearing schedule, as needed.

By Direction of the Commission,

/s/ David J. Collins

David J. Collins
Executive Secretary