

**BEFORE
THE PUBLIC UTILITIES COMMISSION OF OHIO**

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In the matter of the Notice of
A Control bid for Columbia Energy
Group by NiSource, Inc. and CEG
Acquisition Corp.

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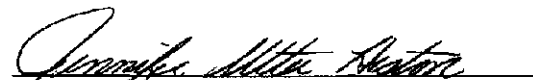
Case No. 99-1492-GA-UNC

**MOTION TO INTERVENE OF THE
OHIO CONSUMERS' COUNSEL**

Robert S. Tongren, in his capacity as the Ohio Consumers' Counsel ("OCC"), moves the Public Utilities Commission of Ohio to grant OCC intervention in this matter on behalf of residential consumers pursuant to Ohio Rev. Code Ann. Ch. 4911, §4903.221, and Ohio Admin. Code Rule 4901-1-11(A)(1), for the reasons set forth in the attached Memorandum in Support.

Respectfully submitted,

ROBERT S. TONGREN
CONSUMERS' COUNSEL


Jennifer Utter Heston
Assistant Consumers' Counsel

OHIO CONSUMERS' COUNSEL
77 South High Street, 15th Floor
Columbus, Ohio 43266-0550
(614) 466-8574 – Phone
(614) 466-9475 – Facsimile

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MEMORANDUM IN SUPPORT

On November 16, 1999, NiSource, Inc. and CEG Acquisition Corp. ("Offerors") filed notice with this Commission of their tender offer for acquisition of the common stock ("control bid") of Columbia Energy Group, parent holding company of Columbia Gas of Ohio, Inc. pursuant to Ohio Rev. Code Ann. §4903.403. The Commission is required to hold a public hearing "to determine whether acceptance of the control bid will promote public convenience in this state and result in the provision of adequate natural gas service in this state by the natural gas company at a reasonable rate, rental, toll, or charge." Ohio Rev. Code Ann. §4903.403(B).

OCC respectfully submits that "promote," in the context of Ohio Rev. Code Ann. §4903.403(B), means more than simply maintaining the status quo, and requires that the Offerors must demonstrate that the public will be better off after the acquisition than before the acquisition. The concerns raised by the Bay Area Council of Governments, Lake Erie Regional Council of Governments and Ohio Schools Council ("Schools") in their Motion to Intervene in this proceeding, which OCC shares, emphasize that a fully developed hearing is necessary to clarify whether the Offeror's control bid would, indeed, promote public convenience in this state.

OCC represents that the nature and extent of residential consumers' interest in this proceeding merit his intervention, that his intervention will significantly contribute to the full development and equitable resolution of the factual issues in this matter, and will not unduly prolong or delay the proceedings, and that his legal position is significantly related to the merits of the case. Ohio Rev. Code Ann. §4903.211(B). Moreover, OCC's

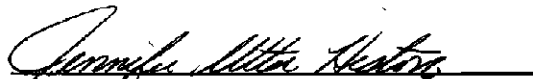
interest is not adequately represented by existing parties to the case. Ohio Admin. Code Rule 4901-1-11(B).

The Ohio Consumers' Counsel (OCC) is authorized by Ohio Rev. Code Ann. Ch. 4911 to represent the residential customers of Columbia Gas of Ohio in this matter. OCC wishes to exercise that authority and intervene in this proceeding on behalf of the Applicant's residential customers.

WHEREFORE, the Ohio Consumers' Counsel respectfully requests that this Commission grant his intervention in this proceeding.

Respectfully submitted,


ROBERT S. TONGREN
CONSUMERS' COUNSEL


Jennifer Utter Heston
Assistant Consumers' Counsel

OHIO CONSUMERS' COUNSEL
77 South High Street, 15th Floor
Columbus, Ohio 43266-0550
(614) 466-8574 – Phone
(614) 466-9475 – Facsimile

CERTIFICATE OF SERVICE

I hereby certify that copies of this Motion to Intervene and memorandum in Support have been served by first class mail, postage prepaid, or hand-delivered to the following parties of record this 19th day of January, 2000.


Jennifer Utter Heston
Assistant Consumers' Counsel

PARTIES OF RECORD

John W. Bentine, Esq.
Charles R. Saxbe, Esq.
Sarah Daggett Morrison, Esq.
Chester, Willcox and Saxbe LLP
17 North High Street, Suite 900
Columbus, Ohio 43215
Attorneys for Offerors NiSource, Inc. and
CEG Acquisition Corp.

William L. Wright, Esq.
Ohio Attorney General
Public Utilities Section
180 East Broad Street
Columbus, Ohio 43266-0573

Andrew J. Sonderman, Esq.
200 Civic Center Drive
Columbus, Ohio 43216-0117
Attorney for Columbia Gas of Ohio, Inc.

Glenn S. Krassen, Esq.
Arter & Hadden LLP
1100 Huntington Bldg.
925 Euclid Avenue
Cleveland, Ohio 44115
Attorney for Bay Area Council of
Governments, Lake Erie Regional Council
of Governments and Ohio Schools Council