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December 30, 2015

Rosemary Chiavetta, Secretary
Pennsylvania Public Utility Commission
Commonwealth Keystone Building
400 North Street, 2nd Floor
Harrisburg, PA 17120

VIA ELECTRONIC FILING

Re: Petition of Metropolitan Edison Company For Approval of its Act 129 Phase III Energy Efficiency and Conservation Plan; Docket No. M-2015-2514767

Petition of Pennsylvania Electric Company For Approval of its Act 129 Phase III Energy Efficiency and Conservation Plan; Docket No. M-2015-2514768

Petition of Pennsylvania Power Company For Approval of its Act 129 Phase III Energy Efficiency and Conservation Plan; Docket No. M-2015-2514769

Petition of West Penn Power Company For Approval of its Act 129 Phase III Energy Efficiency and Conservation Plan; Docket No. M-2015-2514772

Dear Secretary Chiavetta:

Please find enclosed for filing with the Pennsylvania Public Utility Commission ("PUC" or "Commission") the Prehearing Memorandum of Wal-Mart Stores East, LP and Sam's East, Inc. (collectively, "Walmart"), in the above-referenced matters.

This document was filed electronically with the Commission on this date. All parties are being served a copy of this document in accordance with the enclosed Certificate of Service.

Please contact me if you have any questions concerning this filing.

Sincerely,

SPILMAN THOMAS & BATTLE, PLLC

By

Derrick Price Williamson
Barry A. Naum

BAN/sds

Enclosures

c: Administrative Law Judge Elizabeth H. Barnes (via E-mail and First-Class Mail)
Certificate of Service

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West Virginia

North Carolina

Pennsylvania

Virginia

**BEFORE THE
PENNSYLVANIA PUBLIC UTILITY COMMISSION**

Petition of Metropolitan Edison Company	:	
For Approval of its Act 129 Phase III	:	Docket No. M-2015-2514767
Energy Efficiency and Conservation Plan	:	
Petition of Pennsylvania Electric Company	:	
For Approval of its Act 129 Phase III	:	Docket No. M-2015-2514768
Energy Efficiency and Conservation Plan	:	
Petition of Pennsylvania Power Company	:	
For Approval of its Act 129 Phase III	:	Docket No. M-2015-2514769
Energy Efficiency and Conservation Plan	:	
Petition of West Penn Power Company	:	
For Approval of its Act 129 Phase III	:	Docket No. M-2015-2514772
Energy Efficiency and Conservation Plan	:	

CERTIFICATE OF SERVICE

I hereby certify that I have this day served a true copy of the foregoing document upon the following parties to this proceeding in accordance with the requirements of 52 Pa. Code § 1.54 (relating to service by participant).

VIA E-MAIL & FIRST-CLASS MAIL

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Barry A. Naum

Dated: December 30, 2015

**BEFORE THE
PENNSYLVANIA PUBLIC UTILITY COMMISSION**

Petition of Metropolitan Edison Company	:	
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For Approval of its Act 129 Phase III	:	Docket No. M-2015-2514769
Energy Efficiency and Conservation Plan	:	
Petition of West Penn Power Company	:	
For Approval of its Act 129 Phase III	:	Docket No. M-2015-2514772
Energy Efficiency and Conservation Plan	:	

**PREHEARING CONFERENCE MEMORANDUM OF
WAL-MART STORES EAST, LP AND SAM'S EAST, INC.**

Pursuant to the Prehearing Conference Order issued on December 18, 2015, by Administrative Law Judge ("ALJ") Elizabeth H. Barnes, Wal-Mart Stores East, LP and Sam's East, Inc. (collectively, "Walmart"), hereby submit this Prehearing Conference Memorandum in the above-captioned proceedings.

I. HISTORY OF THE PROCEEDINGS

On November 23, 2015, FirstEnergy Corp. ("FirstEnergy"), on behalf of Metropolitan Edison Company ("Met-Ed"), Pennsylvania Electric Company ("Penelec"), Pennsylvania Power Company ("Penn Power") and West Penn Power Company ("West Penn") (collectively, "Companies"), filed with the Pennsylvania Public Utility Commission ("PUC" or "Commission") Petitions for approval of the Companies' Phase III Energy Efficiency and Conservation ("EE&C") Plans ("Phase III Plans" or "Plans"), pursuant to the requirements of Act 129 of 2008, 66 Pa. C.S. § 2806.1 ("Act 129") and the

PUC's Implementation Order entered on June 11, 2015, at Docket No. M-2014-2424864. On December 30, 2015, Walmart filed a Petition to Intervene to participate in these proceedings. A description of Walmart is set forth in its Petition to Intervene.

II. REPRESENTATION AND SERVICE CONTACT

Walmart is represented by counsel with contact information as follows:

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III. ANTICIPATED ISSUES

Walmart is still evaluating the Companies' Phase III Plans and anticipates being informed by the record created in these cases. At this preliminary stage, however, Walmart plans to pay careful attention to the issue of whether the Phase III Plans will ensure and affirm Walmart's flexibility of participation and preserve choices between various state and regional energy efficiency and demand response programs. Walmart anticipates pursuing this issue during these proceedings and reserves the right to raise further issues and to respond to all matters raised by other parties.

IV. PROPOSED WITNESSES AND EVIDENCE

Walmart is still in the process of evaluating whether it will sponsor testimony in these proceedings. In the event Walmart decides to sponsor testimony, Walmart will promptly inform parties and the ALJ of its witness(es) and topics of testimony. Walmart, however, reserves the right to participate in these proceedings and adduce evidence through the submission of discovery, cross-examination of other parties' witnesses, and the submission of briefs, exceptions and reply exceptions, if necessary.

V. PROPOSED SCHEDULE AND DISCOVERY RULES

Walmart will cooperate with the ALJ and the parties to formulate a reasonable procedural schedule and discovery rules in accordance with the Commission's regulations and ALJ directives.

VI. SETTLEMENT

Walmart is willing to participate in settlement discussions so as to narrow or resolve issues in dispute among the parties.

Respectfully submitted,

By 

Derrick Price Williamson (Pa. I.D. No. 69274)

Barry A. Naum (Pa. I.D. No. 204869)

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Counsel to Wal-Mart Stores East, LP and Sam's East, Inc.

Dated: December 30, 2015