

Edgar Filing: NISOURCE INC/DE - Form POS AMC

NISOURCE INC/DE  
Form POS AMC  
June 03, 2002

(As filed with the Securities and Exchange Commission June 3, 2002)

File No. 70-9945

SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

POS-AMC

Post-Effective Amendment No. 1  
to  
FORM U-1

APPLICATION OR DECLARATION  
UNDER THE  
PUBLIC UTILITY HOLDING COMPANY ACT OF 1935

NiSource Inc.  
NiSource Corporate Services Company  
Northern Indiana Public Service Company  
Kokomo Gas and Fuel Company  
Northern Indiana Fuel and Light Company, Inc.  
EnergyUSA, Inc. (an Indiana corporation)  
EnergyUSA-TPC Corp.  
EnergyUSA, Inc. (a Massachusetts corporation)  
Primary Energy, Inc.  
NiSource Capital Markets, Inc.  
NiSource Finance Corp.  
NiSource Development Company, Inc.  
NI Energy Services, Inc.  
NiSource Energy Technologies, Inc.  
Columbia Energy Group  
Columbia Assurance Agency, Inc.  
Columbia Accounts Receivable Corporation  
Columbia Atlantic Trading Corporation  
Columbia Remainder Corporation  
Columbia Energy Services Corporation  
Columbia Insurance Corporation, Ltd.  
Columbia Energy Power Marketing Corporation  
Columbia Energy Retail Corporation  
Columbia Service Partners, Inc.  
801 East 86th Avenue  
Merrillville, Indiana 46410-6272

Bay State Gas Company  
Northern Utilities, Inc.  
300 Friberg Parkway  
Westborough, Massachusetts 01581-5039

Columbia Gas of Kentucky, Inc.  
Columbia Gas of Ohio, Inc.  
Columbia Gas of Maryland, Inc.  
Columbia Gas of Pennsylvania, Inc.  
Columbia Gas of Virginia, Inc.  
200 Civic Center Drive

Edgar Filing: NISOURCE INC/DE - Form POS AMC

Columbus, Ohio 43215

Columbia Energy Resources, Inc.  
Alamco-Delaware, Inc.  
Hawg Hauling & Disposal, Inc.  
Columbia Natural Resources Canada, Ltd.  
Columbia Natural Resources, Inc.  
900 Pennsylvania Avenue  
Charleston, West Virginia 25302

Columbia Gas Transmission Corporation  
Columbia Transmission Communications Corporation  
NiSource Pipeline Group, Inc.  
Crossroads Pipeline Company  
Columbia Pipeline Corporation  
Columbia Energy Group Capital Corporation  
Columbia Deep Water Services Company  
12801 Fair Lakes Parkway  
Fairfax, Virginia 22030-0146

Columbia Gulf Transmission Company  
2603 Augusta, Suite 125  
Houston, Texas 77057

(Names of companies filing this statement and addresses  
of principal executive offices)

-----  
NISOURCE INC.

(Name of top registered holding company parent of each applicant or declarant)  
-----

2

Jeffrey W. Grossman,  
Vice President and Controller  
NiSource Inc.  
801 East 86th Avenue  
Merrillville, Indiana 46410-6272

(Name and address of agent for service)  
-----

The Commission is requested to mail copies of all orders, notices and  
other communications to:

Peter V. Fazio, Jr., Esq.  
Schiff Hardin & Waite  
6600 Sears Tower  
Chicago, Illinois 60606-6473

William T. Baker, Jr., Esq.  
Thelen Reid & Priest LLP  
40 West 57th Street  
New York, New York 10019

3

1. Further Action Requested. By order dated December 19, 2001 (Holding Co.

## Edgar Filing: NISOURCE INC/DE - Form POS AMC

Act Release No. 27479) in this proceeding, NiSource Inc. ("NiSource"), a registered holding company, was authorized to establish and provide funding for a new system money pool arrangement ("Money Pool"). NiSource's subsidiaries named herein were authorized to participate in the Money Pool and, to the extent not exempt under Rules 45(b) and 52, to make short-term borrowings from NiSource and extend credit to each other through their participation in the Money Pool, except that, pending completion of the record, the Commission reserved jurisdiction over the participation in the Money Pool by two of NiSource's public-utility subsidiary companies, Bay State Gas Company ("Bay State") and Northern Utilities, Inc. ("Northern Utilities"). The record is now completed with respect to Bay State and Northern Utilities with the filing of the order of the Massachusetts Department of Transportation and Energy approving Bay State's participation in the Money Pool (Exhibit D-2 hereto) and the order of the Maine Public Utility Commission approving Northern Utilities' participation in the Money Pool (Exhibit D-4 hereto).

Accordingly, the applicants respectfully request that the commission issue a supplemental order in this proceeding releasing jurisdiction reserved under the December 19, 2001 order.

2. Compliance with Rule 54. The requested release of jurisdiction is subject to Rule 54. Rule 54 provides that the Commission shall not consider the effect of the capitalization or earnings of subsidiaries of a registered holding company that are "exempt wholesale generators" ("EWGs") or "foreign utility companies" ("FUCOs") in determining whether to approve other transactions if Rule 53(a), (b) and (c) are satisfied. Under Rule 53(a), the Commission shall not make certain specified findings under Sections 7 and 12 in connection with a proposal by a holding company to issue securities for the purpose of acquiring the securities of or other interest in an EWG, or to guarantee the securities of an EWG, if each of the conditions in paragraphs (a)(1) through (a)(4) thereof are met, provided that none of the conditions specified in paragraphs (b)(1) through (b)(3) of Rule 53 exists. The standards of Rules 53 and 54 are met.

Rule 53(a)(1): NiSource's "aggregate investment" in EWGs is approximately \$320.2 million, or 38.8% of NiSource's "consolidated retained earnings" for the four quarters ended March 31, 2002 (approximately \$825.85 million). NiSource does not hold any investment in a FUCO.

Rule 53(a)(2): NiSource will maintain books and records enabling it to identify investments in and earnings from each EWG and FUCO in which it directly or indirectly acquires and holds an interest. NiSource will cause each domestic EWG in which it acquires and holds an interest, and each foreign EWG and FUCO that is a majority-owned subsidiary, to maintain its books and records and prepare its financial statements in conformity with U.S. generally accepted accounting principles ("GAAP"). All of such books and records and financial statements will be made available to the Commission, in English, upon request.

Rule 53(a)(3): No more than 2% of the employees of NiSource's domestic utility subsidiaries will, at any one time, directly or indirectly, render services to EWGs and FUCOs.

Rule 53(a)(4): NiSource will submit a copy of each Application/Declaration that relates to investments in EWGs or FUCOs and each amendment thereto, and will submit copies of any Rule 24 certificates required

hereunder, as well as a copy of NiSource's Form U5S, to each of the public service commissions having jurisdiction over the retail rates of NiSource's

## Edgar Filing: NISOURCE INC/DE - Form POS AMC

domestic utility subsidiaries.

In addition, the applicants state that the provisions of Rule 53(a) are not made inapplicable to the authorization herein requested by reason of the occurrence or continuance of any of the circumstances specified in Rule 53(b). Rule 53(c) is inapplicable by its terms.

### SIGNATURES

Pursuant to the requirements of the Public Utility Holding Company Act of 1935, each of the undersigned companies has duly caused this statement to be signed on its behalf by the undersigned thereunto duly authorized.

NISOURCE INC.  
NISOURCE CORPORATE SERVICES COMPANY  
NORTHERN INDIANA PUBLIC SERVICE COMPANY  
KOKOMO GAS AND FUEL COMPANY  
NORTHERN INDIANA FUEL AND LIGHT COMPANY, INC.  
BAY STATE GAS COMPANY  
NORTHERN UTILITIES, INC.  
ENERGYUSA, INC. (A MASSACHUSETTS CORPORATION)  
ENERGYUSA, INC. (AN INDIANA CORPORATION)  
ENERGYUSA-TPC CORP.  
NISOURCE CAPITAL MARKETS, INC.  
NISOURCE FINANCE CORP.  
NISOURCE DEVELOPMENT COMPANY, INC.  
NI ENERGY SERVICES, INC.  
NISOURCE ENERGY TECHNOLOGIES, INC.  
PRIMARY ENERGY, INC.  
NISOURCE PIPELINE GROUP, INC.  
CROSSROADS PIPELINE COMPANY  
COLUMBIA ENERGY GROUP  
COLUMBIA GAS OF KENTUCKY, INC.  
COLUMBIA GAS OF OHIO, INC.  
COLUMBIA GAS OF MARYLAND, INC.  
COLUMBIA GAS OF PENNSYLVANIA, INC.  
COLUMBIA GAS OF VIRGINIA, INC.  
COLUMBIA PIPELINE CORPORATION  
COLUMBIA ENERGY RESOURCES, INC.  
COLUMBIA GULF TRANSMISSION COMPANY  
COLUMBIA GAS TRANSMISSION CORPORATION  
COLUMBIA TRANSMISSION COMMUNICATIONS  
CORPORATION

(signatures continued on next page)

5

ALAMCO-DELAWARE, INC.  
HAWG HAULING & DISPOSAL, INC.  
COLUMBIA ASSURANCE AGENCY, INC.  
COLUMBIA ACCOUNTS RECEIVABLE CORPORATION  
COLUMBIA ATLANTIC TRADING CORPORATION  
COLUMBIA NATURAL RESOURCES CANADA, LTD.  
COLUMBIA ENERGY GROUP CAPITAL CORPORATION  
COLUMBIA DEEP WATER SERVICES COMPANY  
COLUMBIA REMAINDER CORPORATION  
COLUMBIA ENERGY SERVICES CORPORATION

Edgar Filing: NISOURCE INC/DE - Form POS AMC

COLUMBIA INSURANCE CORPORATION, LTD.  
COLUMBIA NATURAL RESOURCES, INC.  
COLUMBIA ENERGY POWER MARKETING CORPORATION  
COLUMBIA ENERGY RETAIL CORPORATION  
COLUMBIA SERVICE PARTNERS, INC.

By: /s/ Jeffrey W. Grossman

-----  
Name: Jeffrey W. Grossman

Title: Vice President

Date: June 3, 2002