

**STATE OF NORTH CAROLINA
UTILITIES COMMISSION
RALEIGH**

DOCKET NO. A-41, SUB 22

BEFORE THE NORTH CAROLINA UTILITIES COMMISSION

In the Matter of		
Joint Application of Bald Head Island)	ORDER SCHEDULING
Transportation, Inc., and Bald Head Island)	HEARING, ESTABLISHING
Ferry Transportation, LLC, for Approval of)	PROCEDURAL DEADLINES,
Transfer of Common Carrier Certificate to)	AND REQUIRING PUBLIC
Bald Head Island Ferry Transportation, LLC,)	NOTICE
and Permission to Pledge Assets)	

BY THE CHAIR: On July 14, 2022, Bald Head Island Transportation, Inc. (BHIT), and Bald Head Island Ferry Transportation, LLC (BHIFT, and collectively with BHIT, the Applicants), a wholly owned subsidiary of Pelican Legacy Holdings, LLC (Pelican), and managed by SharpVue Capital, LLC (collectively with Pelican, SharpVue), filed an application pursuant to N.C. Gen. Stat. § 62-111 for approval (1) to transfer to BHIFT BHIT's Common Carrier Certificate, in order to operate the passenger ferry transportation services to and from Bald Head Island and the tram services on the island, and (2) for BHIFT or SharpVue to pledge assets and borrow/issue debt pursuant to N.C. Gen. Stat. §§ 62-160 and 62-161 as may be necessary to finance the transaction. Attached to the application are the following exhibits: a copy of BHIT's financial statements for March 2022 through May 2022; SharpVue's current organization chart; BHIT's gross operating revenues for March 2022 through May 2022; miles traveled in that time period; the confidential Asset Purchase Agreement (APA); and a confidential financing statement. The Applicants also filed direct testimony with the application.

Based upon the foregoing, the Chair concludes that good cause exists to set the application for hearing, establish deadlines for petitions to intervene and the filing of testimony, establish appropriate discovery rules, and require public notice.

The guidelines regarding discovery in this docket, subject to modification for good cause shown, are as follows:

1. Any deposition shall be taken before the deadline for the filing of Public Staff and other intervenor testimony. Notice of deposition shall be served on all parties at least seven days prior to the taking of the deposition. Notice of deposition and all other discovery notices, requests, and motions shall be served on the appropriate parties by hand delivery or facsimile, or by electronic delivery if the receiving party has agreed to receipt by electronic delivery.

2. Any motion for subpoena of a witness to appear at the evidentiary hearing shall be filed with the Commission before the deadline for the filing of Public Staff and other intervenor testimony, shall be served by hand delivery, facsimile, or by means of electronic delivery, upon agreement of the receiving party, to the person sought to be subpoenaed at or before the time of filing with the Commission, and shall make a reasonable showing that the evidence of such person will be material and relevant to an issue in the proceeding. See N.C. Gen. Stat. § 62-62. Unless an objection is filed, the Chief Clerk shall issue the requested subpoena 24 hours after such a motion is filed.

3. Formal discovery requests related to the application and the Applicants' prefiled direct testimony shall be served no later than 14 days prior to the deadline for filing of Public Staff and other intervenor testimony. The party served shall have up to ten calendar days to file with the Commission objections to the discovery requests on an item-by-item basis, but in no event shall objections be filed later than ten days prior to the deadline for the filing of Public Staff and other intervenor testimony.

4. Formal discovery requests related to the prefiled testimony of the Public Staff or other intervenors shall be served no later than three days after the testimony is filed. The party served shall have up to three calendar days to file with the Commission objections to the discovery requests on an item-by-item basis, but in no event shall objections be filed later than five days after that party's testimony is filed.

5. Formal discovery requests related to prefiled rebuttal testimony shall be served no later than two days after such testimony is filed. The party served shall have up to two calendar days to file with the Commission objections to the discovery requests on an item-by-item basis, but in no event shall objections be filed later than three days after the rebuttal testimony was filed. Discovery related to rebuttal testimony shall be limited to new material introduced in such rebuttal testimony and will be carefully scrutinized upon objection that such discovery should have been sought during the initial period of discovery.

6. Discovery requests need not be filed with the Commission when served; however, any party filing objections shall attach a copy of the relevant discovery request to the objections. Each discovery request, or part thereof, to which no objection is filed shall be answered by the time objections are due, subject to other agreement of the affected parties or other order of the Commission. Upon the filing of objections, the party seeking discovery shall have two days to file a motion to compel with the Commission, and the party objecting to discovery shall have one day thereafter to file a response. All objections, motions to compel, and responses shall be served on the other affected party at or before the time of filing with the Commission.

7. A party shall not be granted an extension of time to pursue discovery because of that party's late intervention or other delay in initiating discovery.

The Chair recognizes that in the past most discovery has been conducted in an informal manner without the need for Commission involvement or enforcement, and that

such has been generally successful. The above guidelines are without prejudice to the parties conducting informal discovery or exchanging information by agreement at any time with the understanding that such will not be enforceable by the Commission if outside the guidelines.

Further, the Chair finds good cause to require any party who files supporting exhibits that include tables of numbers and calculations to provide the Commission Staff, the Public Staff, and any other party upon request from such party, an electronic version of all such exhibits and workpapers with formulas intact.

Finally, the Chair shall require the Applicants to consult with all other parties and file, no later than Tuesday, January 10, 2023, a joint list of witnesses to be called at the hearing, the order of witnesses, and the order and estimated time for cross-examination. If the parties cannot reach agreement, the remaining parties shall, no later than Thursday, January 12, 2023, make a filing indicating their points of disagreement with the Applicants' filing.

IT IS, THEREFORE, ORDERED as follows:

1. That a public witness hearing on the application shall be, and is hereby, scheduled for Tuesday, November 1, 2022, at 7:00 p.m., in Courtroom 2, Brunswick County Courthouse, 310 Government Center Drive NE, Bolivia, North Carolina, 28422;
2. That the public witness hearing will be conducted solely for the purpose of receiving the testimony of public witnesses in accordance with Commission Rule R1-21(g). The Commission reserves the right to limit testimony at the public witness hearing pursuant to Commission Rule R1-21(g)(5);
3. That the application is scheduled for expert witness hearing beginning at 2:00 p.m. on Tuesday, January 17, 2023, and continuing as necessary until conclusion. The hearing will be held in Commission Hearing Room 2115, Dobbs Building, 430 North Salisbury Street, Raleigh, North Carolina;
4. That on or before Wednesday, November 30, 2022, any persons having an interest in this matter may file petitions to intervene in this proceeding pursuant to Commission Rules R1-5, R1-6, R1-7, and R1-19;
5. That the Public Staff and other intervenors shall file their direct testimony and exhibits on or before Wednesday, November 30, 2022;
6. That the parties may file rebuttal testimony on or before Thursday, December 15, 2022;

7. That the parties shall comply with the discovery guidelines established herein and shall work in a cooperative manner as to discovery;

8. That any parties filing supporting exhibits in Excel format shall provide the Commission Staff electronic versions of the exhibits filed in native Excel format via email at NCUCexhibits@ncuc.net, including all of the supporting tabs and formulas, within three days of the filing of such exhibits (or within three business days of the issuance of this order if already filed with the Commission); and that any parties filing exhibits and workpapers that include tables of numbers and calculations shall provide any other party upon request an electronic version of all such exhibits and workpapers with formulas intact;

9. That Applicants shall consult with all other parties and file, no later than Tuesday, January 10, 2023, a joint list of witnesses to be called at the expert witness hearing, the order of witnesses, and the order and estimated time for cross-examination. If the parties cannot reach agreement, the remaining parties shall, no later than Thursday, January 12, 2023, make a filing indicating their points of disagreement with the Applicants' filing;

10. That Applicants, at their own expense, shall publish in newspapers having general coverage in BHIT's service area, the Notice to Customers, attached hereto as Appendix A, once a week for two consecutive weeks, at least 30 days in advance of the first hearing set herein. The Notice shall cover no less than one-fourth of a page;

11. That BHIT shall post a copy of the Notice to Customers no later than 30 days in advance of the first hearing set herein at the Deep Point and Bald Head Island ferry terminals; and

12. That Applicants shall file no later than the first day of the hearing an affidavit of publication and a certificate of service showing that it provided notice as required herein.

ISSUED BY ORDER OF THE COMMISSION.

This the 24th day of August, 2022.

NORTH CAROLINA UTILITIES COMMISSION



Erica N. Green, Deputy Clerk

**STATE OF NORTH CAROLINA
UTILITIES COMMISSION
RALEIGH**

DOCKET NO. A-41, SUB 22

BEFORE THE NORTH CAROLINA UTILITIES COMMISSION

In the Matter of
Joint Application of Bald Head Island)
Transportation, Inc., and Bald Head Island)
Ferry Transportation, LLC, for Approval of) NOTICE TO CUSTOMERS
Transfer of Common Carrier Certificate to)
Bald Head Island Ferry Transportation, LLC,)
and Permission to Pledge Assets)

NOTICE IS HEREBY GIVEN that on July 14, 2022, Bald Head Island Transportation, Inc. (BHIT), and Bald Head Island Ferry Transportation, LLC (BHIFT, and collectively with BHIT, the Applicants), a wholly owned subsidiary of Pelican Legacy Holdings, LLC (Pelican), and managed by SharpVue Capital, LLC (collectively with Pelican, SharpVue), filed an application pursuant to N.C. Gen. Stat. § 62-111 for approval (1) to transfer to BHIFT BHIT's Common Carrier Certificate, in order to operate the passenger ferry transportation services to and from Bald Head Island and the tram services on the island, and (2) for BHIFT or SharpVue to pledge assets and borrow/issue debt pursuant to N.C. Gen. Stat. §§ 62-160 and 62-161 as may be necessary to finance the transaction. The Applicants also filed direct testimony and exhibits with the application.

The application, as well as prefiled testimony and exhibits of the parties, hearing transcripts, post-hearing briefs and proposed orders, may be viewed as they become available on the Commission's website at www.ncuc.net, by clicking on "Docket Search" and typing in Docket No. A-41, Sub 22.

Notice is given that the public witness hearing on the application is scheduled for Tuesday, November 1, 2022, at 7:00 p.m., in Courtroom 2, Brunswick County Courthouse, 310 Government Center Drive NE, Bolivia, North Carolina, 28422. The public witness hearing will be conducted solely for the purpose of receiving the testimony of public witnesses in accordance with Commission Rule R1-21(g). The Commission reserves the right to limit testimony at the public witness hearing pursuant to Commission Rule R1-21(g)(5).

The hearing on the application will resume in Raleigh, North Carolina, beginning at 2:00 p.m. on Tuesday, January 17, 2023, and continuing as necessary until conclusion, for the purpose of receiving expert witness testimony of the Applicants, the Public Staff, and other intervenors. The hearing will be held in Commission Hearing Room 2115, Dobbs Building, 430 North Salisbury Street, Raleigh, North Carolina.

Persons having an interest and desiring to intervene in the matter as formal parties of record may file their protests or interventions no later than Wednesday, November 30, 2022, and in accordance with Rules R1-5, R1-6, R1-7, and R1-19 of the Commission's Rules and Regulations.

The Public Staff is authorized by statute to represent consumers in proceedings before the Commission. Written statements to the Public Staff should include any information that the writers wish to be considered by the Public Staff in its investigation of the matter. Such statements should be addressed to Mr. Christopher J. Ayers, Executive Director, Public Staff - NCUC, 4326 Mail Service Center, Raleigh, North Carolina 27699-4300.

The Attorney General is also authorized by statute to represent consumers in proceedings before the Commission. Statements to the Attorney General should be addressed to The Honorable Josh Stein, Attorney General, c/o Consumer Protection-Utilities, 9001 Mail Service Center, Raleigh, North Carolina, 27699-9001. Written statements may be emailed to utilityAGO@ncdoj.gov.

Persons desiring to present testimony for the record should appear at the hearing. Persons desiring to send written statements to inform the Commission of their positions in the matter should address their statements to the North Carolina Utilities Commission, 4325 Mail Service Center, Raleigh, North Carolina 27699-4300 and reference Docket No. A-41, Sub 22. However, such written statements cannot be considered competent evidence unless those persons appear at the hearing and testify concerning the information contained in their written statements. Persons may also email the Commission a statement about the application via the Commission's website at www.ncuc.net/contactus.html. In either case, consumer statements will be placed in Docket No. A-41, Sub 22, and may be accessed by searching that docket number via the Commission's website.

This the 24th day of August, 2022.

NORTH CAROLINA UTILITIES COMMISSION

A handwritten signature in black ink that reads "Erica N. Green". The signature is written in a cursive style with a large initial "E".

Erica N. Green, Deputy Clerk