AREA 6

COST REPLACEMENT HEARING DEALER SURREBUTTAL EXHIBITS

NOVEMBER 5, 2014

COST REPLACEMENT HEARING

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Submitted: October 30, 2014

Surrebuttal Exhibit D9-B

Carl D. Herbein, CPA Curriculum Vitae

EDUCATION

Elizabethtown College – B.S. Degree in Accounting (1968)
Delta Mu Delta – National Honor Society – Co-captain Cross Country Team

EMPLOYMENT

Herbein + Company, Inc., Reading, PA October, 2004 to present President and CEO

> July, 1985 to October, 2004 Managing Partner

1974 to June, 1985 Partner Reading, PA

Carl D. Herbein, CPA – Reading, PA 1972 to 1974

Ernst & Young, Reading, PA 1967 to 1972 Staff/Senior Accountant

PROFESSIONAL AND CIVIC ASSOCIATIONS AND DESIGNATIONS

CPA – Commonwealth of Pennsylvania (1971)

Member – American Institute of CPAs – Council (1990 – 1991)

Member – Pennsylvania Institute of CPAs – President (1988 – 1989)

Firm Member - PKF North American Network - Board of Directors (1993 - 1994)

Chairman – Reading Redevelopment Authority (1992 – 1998) Board of Directors (1984 – 1998)

Board Member

- Greater Berks Development Fund (1995 present)
- Berks County Convention Center Authority Treasurer (1996 present)
- Alvernia University (2012 present)

Berks County Chamber of Commerce (1980 – present)

- Chairman of the Board (1994 1996)
- Treasurer (1992 1993)
- Treasurer (2007-2009)

Greater Reading Economic Partnership (2005 – present)

Elizabethtown College

- Board of Trustees (1987 1992)
- Chair Leadership Council (2007 2009)

Berkshire Country Club

• Board of Directors and Treasurer (October 2001 – 2007)

C.H. Briggs Hardware, Reading, PA Member of Board of Directors

2008 to 2012

Carl D. Herbein, CPA

PUBLICATIONS

"Product Costing In A Volatile Environment," which appeared in the National Ice Cream Mix Association, Inc. publication

"Milk Costing and Regulation – Is There a Conflict?" which appeared in the 2003 International Association of Milk Control Agencies' publication

"Benchmarking," which appeared in the August 2004, 422 Business Advisor

"Financing Agribusiness Growth", which appeared in the Pennsylvania CPA Journal

"Processors Improve Profits With Benchmarking", which appeared in the October 2011, Dairy Foods Magazine

COMMUNITY AWARDS

2006 Eugene L. Shirk Community Builder Award 2010 Corporate Honoree – March of Dimes 2012 Franciscan Award – Alvernia University 2013Business Weekly Unity Award 2014 YMCA Champion of Youth

EXPERT REPORTS, DEPOSITION AND TESTIMONY

COURT AND OTHER TESTIMONY

Montana Department of Agriculture - Testimony concerning Montana Milk pool. (hearing held July 23, 2008)

State of Vermont – Expert testimony concerning establishment floor price – raw milk. (hearing held October 9, 2008)

Windsong Farms v. Telemark – Expert testimony – lender liability November 17, 2008

Niagara Milk Cooperative, Inc. v. Thomas J. Krenzer et al. – determination of fair value of dissenter's interest February 23, 2009

State of New Jersey Department of Agriculture – Expert testimony – Farmer premium establishment. (hearing held November 19, 2009, December 17, 2009 and January 28, 2010)

Sweetwater Valley Farm, Inc. v. Dairy Farmers of America, Inc. – June 15, 2010

Bross v. Bross – domestic matter. Testimony October 16, 2010.

Van Peenen Dairy, Inc. v. Tuscan/Lehigh Dairies, Inc. - contractual dispute, November 22, 2011

Nicholas Meat Packing Co. v. Brigandi, Gleghorn and Associates – August 20, 2011 and July 2013.

Supports Coordination Organization Modeled Rate Review – payment rate dispute – July 15, 2013.

Allen S. Fisher, et. al. v. Dominion Transmission, Inc. - crop damage - loss calculation - October 2013.

DeVries Dairy v. White Eagle Cooperative Association – expert testimony – economic discrimination – October 2013.

Carl D. Herbein, CPA

COMMONWEALTH OF PENNSYLVANIA MILK MARKETING BOARD APPEARANCES

2007

Expert witness appearing on behalf of dealer association concerning licensee to licensee discounts.

Expert witness appearing on behalf of dealer association concerning cost replacement hearings for Areas 1, 2, 3, 4, 5, and 6.

2008

Expert witness appearing on behalf of dealer association concerning cost replacement hearings for Areas 1, 2, 3, 4, 5, and 6.

Expert witness appearing on behalf of dealer association concerning bulk milk cream, shrinkage, producer premium related to recombinant bovine growth hormone, and milk prices and percentage discounts.

2009

Expert witness appearing on behalf of dealer association concerning cost replacement hearings for Areas 1, 2, 3, 4, 5 and 6.

Expert witness appearing on behalf of dealer association concerning emergency hearing related to level of Class I Over-order Premium.

2010

Expert witness appearing on behalf of dealer association concerning formula for calculating the Over Order Premium.

Expert witness appearing on behalf of dealer association concerning cost replacement in Area 4 and Area 5.

2011

Expert witness appearing on behalf of dealer associations concerning cost replacement in Areas 1, 2, 3, 4, 5, and 6.

2012

Expert witness appearing on behalf of dealer associations concerning multi-store discounts in Area 5 and Area 6.

Expert witness appearing on behalf of dealer associations concerning Over Order Premium duration and level.

Expert witness appearing on behalf of dealer associations concerning cost replacement in Areas 1, 2, 3, 4, 5, and 6.

2013

Expert witness appearing on behalf of dealer associations concerning wholesale milk discounts in Areas 1, 2, 3, 4, 5, and 6.

Expert witness appearing on behalf of dealer associations concerning over-price premium in Areas 1, 2, 3, and 4.

2014

Expert witness appearing on behalf of dealer associations concerning cost replacement in Areas 1, 2, 3, 4, and 5.

Expert witness appearing on behalf of dealer associations concerning small delivery cost in Areas 1, 2, 3, 4, 5 and 6.

COST REPLACEMENT HEARING

SUMMARY OF CURRENT INGREDIENT COSTS (WEIGHTED AVERAGE BASED ON ACTUAL SALES IN AREA 6)

Dean Foods Company - Sharpsville, Galliker Dairy, Meadow Brook, Schneider-Valley Farms

	March 2014 Ingredient Cost Per Pound (1)
Standard	\$.0000
Reduced fat (2%) milk	.0001
Low fat (1%) milk	.0001
Non fat (skim) milk	.0016
Flavored milk	.0361
Flavored reduced fat milk	.0301
Flavored nonfat milk	.0321
Buttermilk	.0409
Eggnog	.1654

⁽¹⁾ For ingredients not purchased in March 2014 the most recent invoice was used.

PMMB AREA 6 COST REPLACEMENT HEARING

COST REPLACEMENT ADJUSTMENTS FOR INGREDIENTS

Dean Foods Company - Sharpsville, Galliker Dairy, Meadow Brook, Schneider-Valley Farms

	March 2014 Weighted Average Cost/Pound	Cost/Pound included in Existing Order (1)	Increase (Decrease)
Standard milk	\$0.0000	\$0.0000	\$0.0000
Reduced fat milk (2%)	0.0001	0.0001	0.0000
Lowfat milk (1%)	0.0001	0.0001	0.0000
Nonfat milk (skim)	0.0016	0.0014	0.0002
Flavored milk (2)	0.0361	0.0324	0.0037
Flavored reduced fat milk (2)	0.0301	0.0289	0.0012
Flavored nonfat milk (2)	0.0321	0.0301	0.0020
Buttermilk	0.0409	0.0347	0.0062
Eggnog	0.1654	0.1590	0.0064

⁽¹⁾ Per General Order OGO A-956 (CRO 4) as updated for flavored milk on October 1, 2014

⁽²⁾ Ingredient costs to be updated on a quarterly basis for flavored milk, flavored reduced fat milk and flavored nonfat milk. Updates should be effective on January 1, April 1, July 1 and October 1.

PMMB AREA 6

COST REPLACEMENT HEARING

BUTTERFAT CONTENT OF PRICE CONTROLLED PRODUCTS

Dean Foods Company - Sharpsville, Galliker Dairy, Meadow Brook, Schneider-Valley Farms

	2013 Weighted Average Cost/Pound	Cost/Pound included in Existing Order (1)	Increase (Decrease)
Standard milk	3.2161%	3.2168%	-0.0007%
Reduced fat milk (2%)	1.8952%	1.8945%	0.0007%
Lowfat milk (1%)	0.8949%	0.8926%	0.0023%
Nonfat milk (skim)	0.1367%	0.1400%	-0.0033%
Flavored milk	3.2135%	3.2274%	-0.0139%
Flavored reduced fat milk (2)	1.0016%	0.8214%	0.1802%
Flavored nonfat milk (2)	0.1792%	0.1791%	0.0001%
Buttermilk	1.2493%	1.0924%	0.1569%
Eggnog	6.0777%	6.2724%	-0.1947%

⁽¹⁾ Per General Order No. A-956 (CRO 4)

COST REPLACEMENT HEARING

PROCESSING, PACKAGING AND DELIVERY COSTS/POINT FOR 2013 (WEIGHTED AVERAGE BASED ON SALES IN AREA 6)

Dean Foods Company - Sharpsville, Galliker Dairy, Meadow Brook, Schneider-Valley Farms

Cost Center	Total Points in PMMB Area 6 (1)	U	ted Average /Point (1)
Receiving, lab and field work	69,772,009	\$	0.0119
Standardization and pasteurization	82,315,230		0.0190
Bottling	80,085,740		0.0562
Cold room	91,356,381		0.0278
Delivery	90,180,951		0.1591
Selling	84,163,744		0.0187
		\$	0.2927

⁽¹⁾ Reflects points (and related cost/point) for sales in PMMB Area 6 for the cross-section dealers.

REBUTTAL EXHIBIT D3-A

PMMB AREA 6
COST REPLACEMENT HEARING

COST REPLACEMENT ADJUSTMENTS FOR PROCESSING, PACKAGING AND DELIVERY COSTS

Dean Foods Company - Sharpsville, Galliker Dairy, Meadow Brook, Schneider-Valley Farms

	2013 Weighted Average Cost/Point	2012 Cost/Point Included in Existing Order (1)	Increase (Decrease)
Receiving, lab and field work	\$0.0119	\$0.0107	\$0.0012
Standardization and pasteurization	0.0190	0.0170	0.0020
Bottling	0.0562	0.0520	0.0042
Cold room	0.0278	0.0308	(0.0030)
Delivery	0.1591	0.1410	0.0181
Selling	0.0187	0.0200	(0.0013)
Sub total	\$0.2927	\$0.2715	\$0.0212
Add: 2014 Cost increase (decrease) adjusti	ment - Exhibit D4		0.0142
Less: 2013 Cost (increase) decrease adjustr	ment (1)		(0.0034)
Net change			\$0.0320

⁽¹⁾ Per General Order No. A-956 (CRO 4)

PMMB AREA 6

COST REPLACEMENT HEARING

COST INCREASES (DECREASES) FOR LABOR, INSURANCE AND UTILITY COSTS

Dean Foods Company - Sharpsville, Galliker Dairy, Meadow Brook, Schneider-Valley Farms

	Weighted Expenses for the Six Months Ended June 30 (1)		Weighted Points for the Six Months Ended June 30 (1)		Cost Po	er Point	Increase (Decrease)
Type of Expense	2014	2013	2014	2013	2014	2013	Per Point
Labor and fringe benefits	\$ 8,567,442	\$ 8,406,059	38,390,513	39,840,459	\$0.2232	\$0.2110	\$0.0122
Utilities	446,884	406,208	38,390,513	39,840,459	0.0116	0.0102	0.0014
Insurance	134,432	115,530	38,390,513	39,840,459	0.0035	0.0029	0.0006
							\$0.0142

⁽¹⁾ Weighted based on sales in PMMB Area 6

REBUTTAL EXHIBIT D5

PMMB AREA 6

COST REPLACEMENT HEARING

CHANGES IN DIESEL FUEL COSTS

Dean Foods Company - Sharpsville, Galliker Dairy, Meadow Brook, Schneider-Valley Farms

Diesel fuel costs – calendar year 2013 (1)	\$2,168,804
Delivery points – calendar year 2013 (1)	90,180,951
Diesel fuel cost per point delivered	\$0.0240
Average diesel price – calendar year 2013 (2)	\$4.010
Average diesel price – August 2014 (2) (3)	\$3.965
Increase (decrease) from year 2013 to month August 2014	-1.12%
Increase (decrease) in diesel fuel cost per point delivered	(\$0.0003)

- (1) Costs of cross-section dealers weighted by sales in Area 6.
- (2) On-highway diesel prices per gallon for the Central Atlantic Region as published by the U.S. Energy Information Administration.
- (3) August 2014 diesel fuel costs were used by the PMMB in establishing minimum prices for October 2014.

COST REPLACEMENT HEARING

CHANGES IN HEATING FUEL COSTS (NATURAL GAS)

Dean Foods Company - Sharpsville, Galliker Dairy, Meadow Brook, Schneider-Valley Farms

Heating fuel costs – calendar year 2013 (1)	\$145,132
Standardization & pasteurization points – calendar year 2013 (1)	82,315,230
Heating fuel cost per point pasteurized	\$0.0018
Average heating fuel costs – calendar year 2013 (2)	\$9.16
Average heating fuel costs – June 2014 (2) (3)	9.83
Increase (decrease) from year 2013 to month June 2014	7.31%
Increase (decrease) in heating fuel cost per point pasteurized	\$0.0001

- (1) Costs of cross-section dealers weighted by sales in Area 6.
- (2) Industrial natural gas prices for Pennsylvania in dollars per thousand cubic feet as published by the U.S. Energy Information Administration.
- (3) June 2014 natural gas costs were used by the PMMB in establishing minimum prices for October 2014.

PMMB AREA 6

COST REPLACEMENT HEARING

WEIGHTED COST OF SHRINKAGE AND WEIGHTED COSTS AND REVENUES FROM BULK CREAM AND BULK MILK

Dean Foods Company - Sharpsville, Galliker Dairy, Meadow Brook, Schneider-Valley Farms

PMMB Area 6	Costs	Revenues	N	Veighted Net Cost Revenue)	Weighted Pounds (1)	Weighted Cost (Revenue) Per Pound
Shrinkage	\$3,350,391		\$	793,076		
Bulk milk revenue minus milk costs Bulk milk cost center costs & freight Net bulk milk cost (revenue)	58,060	1,319,452		(78,042)		
Bulk cream revenue minus milk costs Bulk cream cost center costs Net bulk cream cost (revenue)	983,943	3,645,281		(39,657)		
Total	\$4,392,394	\$4,964,733				
Net cost (net revenue) - calendar year 20	13		\$	675,377	136,115,869	\$ 0.0050
Net cost (net revenue) in current order -	calendar year 201	2	\$	747,518	187,850,319	0.0040
Net change - cost increase			\$	(72,141)		\$ 0.0010

⁽¹⁾ Beginning in calendar year 2013 producer milk diverted to other plants is excluded from the calculation of weighted pounds.

PMMB AREA 6 COST REPLACEMENT HEARING

SUMMARY OF CURRENT CONTAINER COSTS WITH ADJUSTMENT FOR SHRINKAGE AND LOSS AND UPDATE TO CURRENT MONTH

Dean Foods Company - Sharpsville, Galliker Dairy, Meadow Brook, Schneider-Valley Farms

	March 2014 Container	Adjust from March 2014 to September 2014		Calculated Shrinkage and Loss	Shrinkage	Total Container
Container Size	Cost (1)	- Current (2)	Subtotal	(4)	Cost	Cost
Gallon (5)	\$ 0.1974	\$ 0.0064	\$ 0.2038	2.05%	\$ 0.0042	\$ 0.2080
1/2 gallon - plastic	0.1261					
1/2 gallon - paper	0.1451					
2 gallon - blended (5)	0.1266	0.0034	0.1300	2.03%	0.0026	0.1326
Quart - plastic	0.2431					
Quart - paper	0.0851					
Quart - blended (5)	0.1740	0.0021	0.1761	1.57%	0.0028	0.1789
Pint - plastic	0.1548					
Pint - paper	0.0584					
Pint - blended (5)	0.1451	0.0019	0.1470	1.62%	0.0024	0.1494
Twelve ounce	(3)					
Ten ounce	0.0544		0.0544			0.0544
1/2 pint - plastic (5)	0.0693	0.0024	0.0717	0.92%	0.0007	0.0724
1/2 pint - paper (5)	0.0289	0.0009	0.0298	0.85%	0.0003	0.0301
Four ounce - paper	0.0276		0.0276	1.53%	0.0004	0.0280
Dispenser	0.1115		0.1115	1.30%	0.0014	0.1129

- (1) For containers not purchased in March 2014 the most recent invoice was used.
- (2) September 2014 container costs were used by the PMMB to establish minimum resale prices for October 2014.
- (3) Container not packaged in this Area.
- (4) Calculated based on actual container loss from a state-wide cross section of processing dealers for controlled containers used during the period January March 2009. This state-wide cross section is composed of every processing dealer that participates in a cost replacement hearing.
- (5) Current container costs would replace these costs on a monthly basis when the PMMB minimum resale prices are announced

COST REPLACEMENT HEARING

ADJUSTED CONTAINER COSTS COMPARED TO CURRENT MONTH

Dean Foods Company - Sharpsville, Galliker Dairy, Meadow Brook, Schneider-Valley Farms

Container Size	Adjusted Container Costs from Exhibit D-8		Container Costs in Current Prices (1)		Difference
Gallon (2)	\$	0.2080	\$	0.2123	\$ (0.0043)
Half Gallon (2)		0.1326		0.1466	(0.0140)
Quart (2)		0.1789		0.1810	(0.0021)
Pint (2)		0.1494		0.1425	0.0069
1/2 pint - plastic (2)		0.0724		0.0789	(0.0065)
1/2 pint - paper (2)		0.0301		0.0301	-
Four ounce - paper		0.0280		0.0284	(0.0004)
Dispenser (per quart)		0.1129		0.0937	0.0192

⁽¹⁾ Per General Order No. A-956 (CRO 4) as updated.

⁽²⁾ These container costs to be updated on a monthly basis.

⁽³⁾ Difference between plastic ½ pint and paper ½ pint is \$0.0423. PMMB resale price schedules show the ½ pint paper price. \$0.0423 is the plastic add-on.

COST REPLACEMENT HEARING

CALCULATION OF WHOLESALE MINIMUM PRICE GALLON REDUCED FAT MILK (2%) FOR OCTOBER 2014

Dean Foods Company - Sharpsville, Galliker Dairy, Meadow Brook, Schneider-Valley Farms

		Proposed	Current	
	Reference	<u>Order</u>	<u>Order (2)</u>	Change
Butterfat test	D2-B	1.8952%	1.8945%	0.0007%
Butterfat price as announced by PMMB	(1)	\$ 3.1916 per lb.	\$ 3.1916 per lb.	
Extended butterfat value		\$ 0.0605 per lb.	\$ 0.0605 per lb.	
Skim price as announced by PMMB	(1)	\$ 18.73 per cwt.	\$ 18.73 per cwt.	
Extended skim value		\$ 0.1837 per lb.	\$ 0.1838 per lb.	
Total milk value at announced prices		\$ 0.2442 per lb.	\$ 0.2442 per lb.	\$ -
Ingredient cost	D2	0.0001	0.0001	
Cost of shrinkage / bulk milk & cream	D7	0.0050	0.0040	\$ 0.0010
Total milk cost per pound		\$ 0.2493 per lb.	\$ 0.2483 per lb.	\$ 0.0010
Pounds per gallon (conversion)		8.62	8.62	
Total milk cost per gallon		\$ 2.1490	\$ 2.1403	\$ 0.0087
Container cost (adjusted for shrinkage)	D8	0.2080 each	0.2123 each	(0.0043)
Cost center costs	D3	1.1708	1.0860	0.0848
1st half 2013 to 1st half 2014 adjustment	D4	0.0568	0.0136	0.0432
Container efficiency adjustment	(2)	(0.0936)	(0.0936)	-
Percentage discount adjustment	(2)	0.0156	0.0156	-
Diesel fuel adjustment	D5	(0.0012)	(0.0032)	0.0020
Heating fuels adjustment	D6	0.0004	0.0008	(0.0004)
		\$ 3.5058 each	\$ 3.3718 each	\$ 0.1340
Dealer profit at 3.4%	(2)	0.1234	0.1187_	
Subtotal		\$ 3.6292 each	\$ 3.4905 each	\$ 0.1387
Less: average delivery cost	(2)	(0.5640)	(0.5640)	
Add: high cost delivery	(2)	0.9864	0.9864	
Wholesale price		\$ 4.0516 each	\$ 3.9129 each	\$ 0.1387

- (1) As announced for October 2014 by PMMB on September 18, 2014.
- (2) Per OGO A-956 (CRO 4) as updated.
- (3) Per OGO A-972 "Price Adjustments to Account for Interaction of Milk Prices and Wholesale Percentage Discounts."

COST REPLACEMENT HEARING

CALCULATION OF WHOLESALE MINIMUM PRICE HALF PINT FLAVORED NONFAT MILK (SKIM) FOR OCTOBER 2014

Dean Foods Company - Sharpsville, Galliker Dairy, Meadow Brook, Schneider-Valley Farms

	Reference	Proposed Order	Current Order (2)	Change
Butterfat test	D2-B	0.1792%	0.1791%	0.0001%
Butterfat price as announced by PMMB	(1)	\$ 3.1916 per lb.	\$ 3.1916 per lb.	
Extended butterfat value		\$ 0.0057 per lb.	\$ 0.0057 per lb.	
Skim price as announced by PMMB	(1)	\$ 18.73 per cw	*	
Extended skim value		\$ 0.1870 per lb.	\$ 0.1870 per lb.	
Total milk value at announced prices		\$ 0.1927 per lb.	\$ 0.1927 per lb.	\$ -
Ingredient cost	D2	0.0321	0.0301	
Cost of shrinkage / bulk milk & cream	D7	0.0050	0.0040	
Total milk cost per pound		\$ 0.2298 per lb.	\$ 0.2268 per lb.	\$ 0.0030
Pounds per gallon (conversion)		0.50	0.50	
Total milk cost per gallon		\$ 0.1149	\$ 0.1134	\$ 0.0015
Container cost (adjusted for shrinkage)	D8	0.0301 each	0.0301 each	-
Cost center costs	D3	0.0732	0.0679	0.0053
1st half 2013 to 1st half 2014 adjustment	D4	0.0036	0.0009	0.0027
Container efficiency adjustment	(2)	0.0139	0.0139	-
Percentage discount adjustment	(2)	0.0010	0.0010	-
Diesel fuel adjustment	D5	(0.0001)		(0.0001)
Heating fuels adjustment	D6		(0.0002)	0.0002
		\$ 0.2366 each	\$ 0.2270 each	\$ 0.0096
Dealer profit at 3.4%	(2)	0.0083	0.0080	\$ 0.0003
Subtotal		\$ 0.2449 each	\$ 0.2350 each	\$ 0.0099
Less: average delivery cost	(2)	(0.0353)	(0.0353)	
Add: high cost delivery	(2)	0.0617	0.0617	
Wholesale price		\$ 0.2713 each	\$ 0.2614 each	\$ 0.0099

- (1) As announced for October 2014 by PMMB on September 18, 2014.
- (2) Per OGO A-956 (CRO 4) as updated.
- (3) Per OGO A-972 "Price Adjustments to Account for Interaction of Milk Prices and Wholesale Percentage Discounts."