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EQUITABLE RESOURCES INC /PA/

Form 11-K

June 22, 2001

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SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549

FORM 11-K

☒ ANNUAL REPORT PURSUANT TO SECTION 15(d) OF THE
SECURITIES EXCHANGE ACT OF 1934

For the year ended December 31, 2000

☐ TRANSITION REPORT PURSUANT TO SECTION 15(d) OF THE
SECURITIES EXCHANGE ACT OF 1934

Commission file number 1-3551

EQUITABLE RESOURCES, INC. EMPLOYEE SAVINGS AND PROTECTION PLAN

(Full title of the Plan and address of the Plan,
if different from that of the issuer named below)

EQUITABLE RESOURCES, INC.

One Oxford Centre, Suite 3300, 301 Grant Street
Pittsburgh, Pennsylvania 15219

(Name of issuer of the securities held pursuant to the
Plan and the address of principal executive office)

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REPORT OF INDEPENDENT AUDITORS

Administrative Committee
Equitable Resources, Inc. Employee Savings and Protection Plan

We have audited the accompanying statements of net assets available for benefits of the Equitable Resources, Inc. Employee Savings and Protection Plan as of December 31, 2000 and 1999, and the related statements of changes in net assets available for benefits for the years then ended. These financial statements are the responsibility of the Plan's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with auditing standards generally accepted in the United States. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the net assets available for benefits of the Plan as of December 31, 2000 and 1999, and the changes in its net assets available for benefits for the years then ended in conformity with accounting principles generally accepted in the United States.

Our audits were performed for the purpose of forming an opinion on the financial statements taken as a whole. The accompanying supplemental schedule of assets held at end of year as of December 31, 2000 is presented for purposes of additional analysis and is not a required part of the financial statements but is supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. This supplemental schedule is the responsibility of the Plan's management. The supplemental schedule has been subjected to the auditing procedures applied in our audits of the financial statements and, in our opinion, is fairly stated in all material respects in relation to the financial

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statements taken as a whole.

/s/ Ernst & Young LLP

Ernst & Young LLP

Pittsburgh, Pennsylvania
June 21, 2001

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EQUITABLE RESOURCES, INC. EMPLOYEE SAVINGS AND PROTECTION PLAN STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS

	DECEMBER 31	
	2000	1999
Investments, at fair value:		
Mutual funds	\$11,006,277	\$12,147,363
Common collective trusts	2,338,628	2,030,474
Employer Stock Fund	736,741	238,292
Participant loans	407,501	288,613
Net assets available for benefits	\$14,489,147	\$14,704,742

SEE ACCOMPANYING NOTES

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EQUITABLE RESOURCES, INC. EMPLOYEE SAVINGS AND PROTECTION PLAN STATEMENTS OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS

YEAR ENDED D
2000

Additions:

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Investment income:	
Interest and dividends	\$ 896,120
Interest on participant loans	27,681

Total investment income	923,801
Net (depreciation) appreciation in fair value of investments	(1,031,229)
Transfer into Plan	373,818
Contributions:	
Matching	77,169
Contract	1,091,422

Total contributions	1,168,591

Total additions	1,434,981
Deductions:	
Withdrawals by participants	1,489,698
Expenses	5,739
Transfers to the Equitable Resources, Inc. Employee Savings and Protection Plan	155,139

Total deductions	1,650,576

Net (decrease) increase in net assets available for benefits	(215,595)
Net assets available for benefits:	
At beginning of year	14,704,742

At end of year	\$14,489,147
	=====

SEE ACCOMPANYING NOTES

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EQUITABLE RESOURCES, INC. EMPLOYEE SAVINGS AND PROTECTION PLAN NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED DECEMBER 31, 2000

1. Description of Plan

The following description of the Equitable Resources, Inc. Employee Savings and Protection Plan (Plan) provides only general information. Participants should refer to the summary plan description for a more complete description of the Plan's provisions.

General

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The Plan is a defined contribution profit sharing and savings plan, with a 401(k) salary reduction feature, implemented on September 1, 1987, by Equitable Resources, Inc. and certain subsidiaries (the Company or Companies).

All regular, full-time employees of the Companies who are covered by a collective bargaining agreement are eligible to participate. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA).

Contributions

Participants can elect to contribute between 1% and 15% of eligible earnings to the Plan, subject to Internal Revenue Code limitations. These contributions are referred to as contract contributions. Matching contributions are subject to the respective collective bargaining agreements. Prior to January 1, 1999, the matching contribution followed the participant's contract contribution. Effective January 1, 1999, the matching contribution will be invested in the employer stock fund until the participant is 100% vested. After the participant is 100% vested, the matching contribution will follow the participant's contract investment election(s).

Rollover Contributions

Participants are allowed to make rollover contributions (contributions transferred to the Plan from other qualified retirement plans), subject to certain requirements.

Vesting

Participants are 100% vested in the value of contract contributions made, and any rollover contributions.

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EQUITABLE RESOURCES, INC.
EMPLOYEE SAVINGS AND PROTECTION PLAN
NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED
DECEMBER 31, 2000

1. Description of Plan (Continued)

Vesting (Continued)

If employment is terminated for any reason other than retirement, death, or total and permanent disability, a participant is entitled to receive the vested value of any matching contributions, as determined in accordance with the following schedule:

Years of Continuous Service	Vested Interest
Less than five years	0%
Five years or more	100%

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Amounts forfeited by participants upon termination will be used to reduce the amount of the Company's future matching contributions to the Plan.

Upon retirement, death, total and permanent disability or termination of the Plan, a participant is entitled to receive the full value of any matching contributions, regardless of years of continuous service.

Withdrawals by Participants

Payments to participants are made in one of the following ways, subject to certain limitation: a single sum payment, a single life annuity with substantially equal month installments, a single life or joint and survivor annuity with a minimum guaranteed number of monthly benefits, or substantially equal, annual installments payable over a period not to exceed the life expectancy or joint life expectancies of the participant or of the participant and his designated beneficiary.

Loans to Participants

A participant may borrow money from the Plan in amounts up to the lesser of \$50,000, or 50% of the vested balance of a participant's account.

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EQUITABLE RESOURCES, INC.
EMPLOYEE SAVINGS AND PROTECTION PLAN
NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED
DECEMBER 31, 2000

2. Summary of Significant Accounting Policies

Investments

The Employer Stock Fund consisting of Equitable Resources, Inc. common stock (Company common stock) is valued at market price as quoted on the New York Stock Exchange. Contracts included in the Putnam Stable Value Fund are valued at face value, which approximates market. Other investments are valued at market. There were 11,037 and 7,140 shares of Company common stock at December 31, 2000 and 1999, respectively.

Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States requires management to make estimates that affect the amounts reported in the financial statements and accompanying notes. Actual results could differ from those estimates.

3. Investments

Investments that represent 5% or more of fair value of the Plan's net assets are as follows:

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	DECEMBER 31	
	2000	1999
George Putnam Fund of Boston	\$1,551,464	\$2,067,5
Putnam Fund for Growth & Income	3,753,518	4,680,3
Putnam Voyager Fund	3,721,505	4,004,8
Putnam International Growth Fund	866,922	649,4
Employer Stock Fund*	736,741	238,2
Putnam Stable Value Fund	2,326,684	2,030,4

*Nonparticipant-directed

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EQUITABLE RESOURCES, INC. EMPLOYEE SAVINGS AND PROTECTION PLAN NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED DECEMBER 31, 2000

3. Investments (Continued)

The Plan's investments (including investments purchased, sold as well as held during the year) (depreciated) appreciated in fair value as determined by quoted market prices as follows:

	NET CHANGES IN FAI THE YEAR ENDED D 2000
Investments at fair value as determined by quoted market prices:	
Registered investment companies	\$ (1,345,309)
Company stock	314,080
	\$ (1,031,229)

Information about the net assets and significant components of the changes in net assets related to the nonparticipant-directed investment is as follows:

	DECEMBER 2000
Net asset:	
Employer Stock Fund	\$736,741

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Changes in net assets:	
Dividend and interest income	\$ 11,504
Net appreciation in fair value of investment	314,080
Employer contributions	19,744
Employee contributions	30,463
Withdrawals by participants	(10,706)
Expenses	(159)
Interfund transfers	138,834
Other	(5,311)

Net increase (decrease)	\$498,449
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4. Plan Termination

Although it has not expressed any intent to do so, the Company has the right under the Plan to discontinue its contributions at any time and to terminate the Plan subject to the provisions of ERISA. In the event of Plan termination, the interests of all affected participants will become fully vested.

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EQUITABLE RESOURCES, INC. EMPLOYEE SAVINGS AND PROTECTION PLAN NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED DECEMBER 31, 2000

5. Income Tax Status

The Plan has received a determination letter from the Internal Revenue Service dated April 22, 1999, stating that the Plan is qualified under Section 401(a) of the Internal Revenue Code (the Code) and, therefore, the related trust is exempt from taxation. Once qualified, the Plan is required to operate in conformity with the Code to maintain its qualification. The plan administrator believes the Plan is being operated in compliance with the applicable requirements of the Code and, therefore, believes that the Plan is qualified and the related trust is tax-exempt.

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SUPPLEMENTARY INFORMATION

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EQUITABLE RESOURCES, INC.
EMPLOYEE SAVINGS AND PROTECTION PLAN

PLAN NO. 206 EIN: 25-0464690
SCHEDULE H, LINE 4I SCHEDULE OF ASSETS (HELD AT END OF YEAR)
DECEMBER 31, 2000

IDENTITY OF ISSUE, BORROWER, LESSOR, OR SIMILAR PARTY	DESCRIPTION OF INVESTMENT INCLUDING MATURITY DATE, RATE OF INTEREST, COLLATERAL, PAR, OR MATURITY VALUE
* Putnam Bond Index Fund	Common/collective trust
Alger Mid Cap Retirement Fund	Mutual fund
Equitable Life Insurance	Money market fund
Pimco Total Return Administrative Fund	Mutual fund
Alger Small Cap Retirement Fund	Mutual fund
Neuberger Berman Genesis Trust	Mutual fund
* The George Putnam Fund of Boston	Mutual fund
* The Putnam Fund for Growth & Income	Mutual fund
* Putnam Investors Fund	Mutual fund
* Putnam Income Fund	Mutual fund
* Putnam Vista Fund	Mutual fund
* Putnam Voyager Fund	Mutual fund
* Putnam Growth Opportunities Fund	Mutual fund
* Putnam OTC & Emerging Growth Fund	Mutual fund
* Putnam Asset Allocation--Growth Portfolio	Mutual fund
* Putnam Asset Allocation--Balanced Portfolio	Mutual fund
* Putnam Asset Allocation--Conservative Portfolio	Mutual fund
* Putnam S&P 500 Index Fund	Common/collective trust
* Putnam International Growth Fund	Mutual fund
* Putnam Balanced Fund	Mutual fund
Loan Fund	Participant loans, 8.75% to 10.5%
* Equitable Resources Common Stock Fund	Employer securities--common shares
* Putnam Stable Value Fund	Common/collective trust

(a) Cost information not required as per Special Rule for certain participant-directed transactions.

*Party-in-interest to the Plan.

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SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the members of the Administrative Committee of the Plan have duly caused this Annual Report to be signed on its behalf by the undersigned hereunto duly authorized.

EQUITABLE RESOURCES, INC.
EMPLOYEE SAVINGS AND PROTECTION PLAN
(Name of Plan)

By /s/ David L. Porges

David L. Porges
Executive Vice President and
Chief Financial Officer

June 21, 2001

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Exhibit No.	Description	Sequential Page No.
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