

**EXHIBIT \_\_\_\_ (LK-1)**

## **RESUME OF LANE KOLLEN, VICE PRESIDENT**

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### **EDUCATION**

**University of Toledo, BBA**  
Accounting

**University of Toledo, MBA**

**Luther Rice University, MA**

### **PROFESSIONAL CERTIFICATIONS**

**Certified Public Accountant (CPA)**

**Certified Management Accountant (CMA)**

### **PROFESSIONAL AFFILIATIONS**

**American Institute of Certified Public Accountants**

**Georgia Society of Certified Public Accountants**

**Institute of Management Accountants**

Mr. Kollen has more than thirty years of utility industry experience in the financial, rate, tax, and planning areas. He specializes in revenue requirements analyses, taxes, evaluation of rate and financial impacts of traditional and nontraditional ratemaking, utility mergers/acquisition and diversification. Mr. Kollen has expertise in proprietary and nonproprietary software systems used by utilities for budgeting, rate case support and strategic and financial planning.

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### EXPERIENCE

1986 to

Present:

**J. Kennedy and Associates, Inc.:** Vice President and Principal. Responsible for utility stranded cost analysis, revenue requirements analysis, cash flow projections and solvency, financial and cash effects of traditional and nontraditional ratemaking, and research, speaking and writing on the effects of tax law changes. Testimony before Connecticut, Florida, Georgia, Indiana, Louisiana, Kentucky, Maine, Maryland, Minnesota, New York, North Carolina, Ohio, Pennsylvania, Tennessee, Texas, West Virginia and Wisconsin state regulatory commissions and the Federal Energy Regulatory Commission.

1983 to

1986:

**Energy Management Associates:** Lead Consultant.

Consulting in the areas of strategic and financial planning, traditional and nontraditional ratemaking, rate case support and testimony, diversification and generation expansion planning. Directed consulting and software development projects utilizing PROSCREEN II and ACUMEN proprietary software products. Utilized ACUMEN detailed corporate simulation system, PROSCREEN II strategic planning system and other custom developed software to support utility rate case filings including test year revenue requirements, rate base, operating income and pro-forma adjustments. Also utilized these software products for revenue simulation, budget preparation and cost-of-service analyses.

1976 to

1983:

**The Toledo Edison Company:** Planning Supervisor.

Responsible for financial planning activities including generation expansion planning, capital and expense budgeting, evaluation of tax law changes, rate case strategy and support and computerized financial modeling using proprietary and nonproprietary software products. Directed the modeling and evaluation of planning alternatives including:

Rate phase-ins.

Construction project cancellations and write-offs.

Construction project delays.

Capacity swaps.

Financing alternatives.

Competitive pricing for off-system sales.

Sale/leasebacks.

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### CLIENTS SERVED

#### Industrial Companies and Groups

Air Products and Chemicals, Inc.	Lehigh Valley Power Committee
Airco Industrial Gases	Maryland Industrial Group
Alcan Aluminum	Multiple Intervenors (New York)
Armco Advanced Materials Co.	National Southwire
Armco Steel	North Carolina Industrial
Bethlehem Steel	Energy Consumers
CF&I Steel, L.P.	Occidental Chemical Corporation
Climax Molybdenum Company	Ohio Energy Group
Connecticut Industrial Energy Consumers	Ohio Industrial Energy Consumers
ELCON	Ohio Manufacturers Association
Enron Gas Pipeline Company	Philadelphia Area Industrial Energy
Florida Industrial Power Users Group	Users Group
Gallatin Steel	PSI Industrial Group
General Electric Company	Smith Cogeneration
GPU Industrial Intervenors	Taconite Intervenors (Minnesota)
Indiana Industrial Group	West Penn Power Industrial Intervenors
Industrial Consumers for	West Virginia Energy Users Group
Fair Utility Rates - Indiana	Westvaco Corporation
Industrial Energy Consumers - Ohio	
Kentucky Industrial Utility Customers, Inc.	
Kimberly-Clark Company	

#### Regulatory Commissions and Government Agencies

Cities in Texas-New Mexico Power Company's Service Territory  
Cities in AEP Texas Central Company's Service Territory  
Cities in AEP Texas North Company's Service Territory  
Georgia Public Service Commission Staff  
Kentucky Attorney General's Office, Division of Consumer Protection  
Louisiana Public Service Commission Staff  
Maine Office of Public Advocate  
New York State Energy Office  
Office of Public Utility Counsel (Texas)

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**Utilities**

Allegheny Power System  
Atlantic City Electric Company  
Carolina Power & Light Company  
Cleveland Electric Illuminating Company  
Delmarva Power & Light Company  
Duquesne Light Company  
General Public Utilities  
Georgia Power Company  
Middle South Services  
Nevada Power Company  
Niagara Mohawk Power Corporation

Otter Tail Power Company  
Pacific Gas & Electric Company  
Public Service Electric & Gas  
Public Service of Oklahoma  
Rochester Gas and Electric  
Savannah Electric & Power Company  
Seminole Electric Cooperative  
Southern California Edison  
Talquin Electric Cooperative  
Tampa Electric  
Texas Utilities  
Toledo Edison Company

**Expert Testimony Appearances  
of  
Lane Kollen  
as of July 2016**

<b>Date</b>	<b>Case</b>	<b>Jurisdic.</b>	<b>Party</b>	<b>Utility</b>	<b>Subject</b>
10/86	U-17282 Interim	LA	Louisiana Public Service Commission Staff	Gulf States Utilities	Cash revenue requirements financial solvency.
11/86	U-17282 Interim Rebuttal	LA	Louisiana Public Service Commission Staff	Gulf States Utilities	Cash revenue requirements financial solvency.
12/86	9613	KY	Attorney General Div. of Consumer Protection	Big Rivers Electric Corp.	Revenue requirements accounting adjustments financial workout plan.
1/87	U-17282 Interim	LA 19th Judicial District Ct.	Louisiana Public Service Commission Staff	Gulf States Utilities	Cash revenue requirements, financial solvency.
3/87	General Order 236	WV	West Virginia Energy Users' Group	Monongahela Power Co.	Tax Reform Act of 1986.
4/87	U-17282 Prudence	LA	Louisiana Public Service Commission Staff	Gulf States Utilities	Prudence of River Bend 1, economic analyses, cancellation studies.
4/87	M-100 Sub 113	NC	North Carolina Industrial Energy Consumers	Duke Power Co.	Tax Reform Act of 1986.
5/87	86-524-E-SC	WV	West Virginia Energy Users' Group	Monongahela Power Co.	Revenue requirements, Tax Reform Act of 1986.
5/87	U-17282 Case In Chief	LA	Louisiana Public Service Commission Staff	Gulf States Utilities	Revenue requirements, River Bend 1 phase-in plan, financial solvency.
7/87	U-17282 Case In Chief Surrebuttal	LA	Louisiana Public Service Commission Staff	Gulf States Utilities	Revenue requirements, River Bend 1 phase-in plan, financial solvency.
7/87	U-17282 Prudence Surrebuttal	LA	Louisiana Public Service Commission Staff	Gulf States Utilities	Prudence of River Bend 1, economic analyses, cancellation studies.
7/87	86-524 E-SC Rebuttal	WV	West Virginia Energy Users' Group	Monongahela Power Co.	Revenue requirements, Tax Reform Act of 1986.
8/87	9885	KY	Attorney General Div. of Consumer Protection	Big Rivers Electric Corp.	Financial workout plan.
8/87	E-015/GR-87-223	MN	Taconite Intervenors	Minnesota Power & Light Co.	Revenue requirements, O&M expense, Tax Reform Act of 1986.
10/87	870220-EI	FL	Occidental Chemical Corp.	Florida Power Corp.	Revenue requirements, O&M expense, Tax Reform Act of 1986.
11/87	87-07-01	CT	Connecticut Industrial Energy Consumers	Connecticut Light & Power Co.	Tax Reform Act of 1986.
1/88	U-17282	LA 19th Judicial District Ct.	Louisiana Public Service Commission	Gulf States Utilities	Revenue requirements, River Bend 1 phase-in plan, rate of return.
2/88	9934	KY	Kentucky Industrial Utility Customers	Louisville Gas & Electric Co.	Economics of Trimble County, completion.
2/88	10064	KY	Kentucky Industrial Utility Customers	Louisville Gas & Electric Co.	Revenue requirements, O&M expense, capital structure, excess deferred income taxes.

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5/88	10217	KY	Alcan Aluminum National Southwire	Big Rivers Electric Corp.	Financial workout plan.
5/88	M-87017-1C001	PA	GPU Industrial Intervenors	Metropolitan Edison Co.	Nonutility generator deferred cost recovery.
5/88	M-87017-2C005	PA	GPU Industrial Intervenors	Pennsylvania Electric Co.	Nonutility generator deferred cost recovery.
6/88	U-17282	LA 19th Judicial District Ct.	Louisiana Public Service Commission	Gulf States Utilities	Prudence of River Bend 1 economic analyses, cancellation studies, financial modeling.
7/88	M-87017-1C001 Rebuttal	PA	GPU Industrial Intervenors	Metropolitan Edison Co.	Nonutility generator deferred cost recovery, SFAS No. 92.
7/88	M-87017-2C005 Rebuttal	PA	GPU Industrial Intervenors	Pennsylvania Electric Co.	Nonutility generator deferred cost recovery, SFAS No. 92.
9/88	88-05-25	CT	Connecticut Industrial Energy Consumers	Connecticut Light & Power Co.	Excess deferred taxes, O&M expenses.
9/88	10064 Rehearing	KY	Kentucky Industrial Utility Customers	Louisville Gas & Electric Co.	Premature retirements, interest expense.
10/88	88-170-EL-AIR	OH	Ohio Industrial Energy Consumers	Cleveland Electric Illuminating Co.	Revenue requirements, phase-in, excess deferred taxes, O&M expenses, financial considerations, working capital.
10/88	88-171-EL-AIR	OH	Ohio Industrial Energy Consumers	Toledo Edison Co.	Revenue requirements, phase-in, excess deferred taxes, O&M expenses, financial considerations, working capital.
10/88	8800-355-EI	FL	Florida Industrial Power Users' Group	Florida Power & Light Co.	Tax Reform Act of 1986, tax expenses, O&M expenses, pension expense (SFAS No. 87).
10/88	3780-U	GA	Georgia Public Service Commission Staff	Atlanta Gas Light Co.	Pension expense (SFAS No. 87).
11/88	U-17282 Remand	LA	Louisiana Public Service Commission Staff	Gulf States Utilities	Rate base exclusion plan (SFAS No. 71).
12/88	U-17970	LA	Louisiana Public Service Commission Staff	AT&T Communications of South Central States	Pension expense (SFAS No. 87).
12/88	U-17949 Rebuttal	LA	Louisiana Public Service Commission Staff	South Central Bell	Compensated absences (SFAS No. 43), pension expense (SFAS No. 87), Part 32, income tax normalization.
2/89	U-17282 Phase II	LA	Louisiana Public Service Commission Staff	Gulf States Utilities	Revenue requirements, phase-in of River Bend 1, recovery of canceled plant.
6/89	881602-EU 890326-EU	FL	Talquin Electric Cooperative	Talquin/City of Tallahassee	Economic analyses, incremental cost-of-service, average customer rates.
7/89	U-17970	LA	Louisiana Public Service Commission Staff	AT&T Communications of South Central States	Pension expense (SFAS No. 87), compensated absences (SFAS No. 43), Part 32.
8/89	8555	TX	Occidental Chemical Corp.	Houston Lighting & Power Co.	Cancellation cost recovery, tax expense, revenue requirements.

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8/89	3840-U	GA	Georgia Public Service Commission Staff	Georgia Power Co.	Promotional practices, advertising, economic development.
9/89	U-17282 Phase II Detailed	LA	Louisiana Public Service Commission Staff	Gulf States Utilities	Revenue requirements, detailed investigation.
10/89	8880	TX	Enron Gas Pipeline	Texas-New Mexico Power Co.	Deferred accounting treatment, sale/leaseback.
10/89	8928	TX	Enron Gas Pipeline	Texas-New Mexico Power Co.	Revenue requirements, imputed capital structure, cash working capital.
10/89	R-891364	PA	Philadelphia Area Industrial Energy Users Group	Philadelphia Electric Co.	Revenue requirements.
11/89 12/89	R-891364 Surrebuttal (2 Filings)	PA	Philadelphia Area Industrial Energy Users Group	Philadelphia Electric Co.	Revenue requirements, sale/leaseback.
1/90	U-17282 Phase II Detailed Rebuttal	LA	Louisiana Public Service Commission Staff	Gulf States Utilities	Revenue requirements, detailed investigation.
1/90	U-17282 Phase III	LA	Louisiana Public Service Commission Staff	Gulf States Utilities	Phase-in of River Bend 1, deregulated asset plan.
3/90	890319-EI	FL	Florida Industrial Power Users Group	Florida Power & Light Co.	O&M expenses, Tax Reform Act of 1986.
4/90	890319-EI Rebuttal	FL	Florida Industrial Power Users Group	Florida Power & Light Co.	O&M expenses, Tax Reform Act of 1986.
4/90	U-17282	LA 19 <sup>th</sup> Judicial District Ct.	Louisiana Public Service Commission	Gulf States Utilities	Fuel clause, gain on sale of utility assets.
9/90	90-158	KY	Kentucky Industrial Utility Customers	Louisville Gas & Electric Co.	Revenue requirements, post-test year additions, forecasted test year.
12/90	U-17282 Phase IV	LA	Louisiana Public Service Commission Staff	Gulf States Utilities	Revenue requirements.
3/91	29327, et. al.	NY	Multiple Intervenors	Niagara Mohawk Power Corp.	Incentive regulation.
5/91	9945	TX	Office of Public Utility Counsel of Texas	El Paso Electric Co.	Financial modeling, economic analyses, prudence of Palo Verde 3.
9/91	P-910511 P-910512	PA	Allegheny Ludlum Corp., Armco Advanced Materials Co., The West Penn Power Industrial Users' Group	West Penn Power Co.	Recovery of CAAA costs, least cost financing.
9/91	91-231-E-NC	WV	West Virginia Energy Users Group	Monongahela Power Co.	Recovery of CAAA costs, least cost financing.
11/91	U-17282	LA	Louisiana Public Service Commission Staff	Gulf States Utilities	Asset impairment, deregulated asset plan, revenue requirements.



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12/91	91-410-EL-AIR	OH	Air Products and Chemicals, Inc., Armco Steel Co., General Electric Co., Industrial Energy Consumers	Cincinnati Gas & Electric Co.	Revenue requirements, phase-in plan.
12/91	PUC Docket 10200	TX	Office of Public Utility Counsel of Texas	Texas-New Mexico Power Co.	Financial integrity, strategic planning, declined business affiliations.
5/92	910890-EI	FL	Occidental Chemical Corp.	Florida Power Corp.	Revenue requirements, O&M expense, pension expense, OPEB expense, fossil dismantling, nuclear decommissioning.
8/92	R-00922314	PA	GPU Industrial Intervenors	Metropolitan Edison Co.	Incentive regulation, performance rewards, purchased power risk, OPEB expense.
9/92	92-043	KY	Kentucky Industrial Utility Consumers	Generic Proceeding	OPEB expense.
9/92	920324-EI	FL	Florida Industrial Power Users' Group	Tampa Electric Co.	OPEB expense.
9/92	39348	IN	Indiana Industrial Group	Generic Proceeding	OPEB expense.
9/92	910840-PU	FL	Florida Industrial Power Users' Group	Generic Proceeding	OPEB expense.
9/92	39314	IN	Industrial Consumers for Fair Utility Rates	Indiana Michigan Power Co.	OPEB expense.
11/92	U-19904	LA	Louisiana Public Service Commission Staff	Gulf States Utilities /Entergy Corp.	Merger.
11/92	8649	MD	Westvaco Corp., Eastalco Aluminum Co.	Potomac Edison Co.	OPEB expense.
11/92	92-1715-AU-COI	OH	Ohio Manufacturers Association	Generic Proceeding	OPEB expense.
12/92	R-00922378	PA	Armco Advanced Materials Co., The WPP Industrial Intervenors	West Penn Power Co.	Incentive regulation, performance rewards, purchased power risk, OPEB expense.
12/92	U-19949	LA	Louisiana Public Service Commission Staff	South Central Bell	Affiliate transactions, cost allocations, merger.
12/92	R-00922479	PA	Philadelphia Area Industrial Energy Users' Group	Philadelphia Electric Co.	OPEB expense.
1/93	8487	MD	Maryland Industrial Group	Baltimore Gas & Electric Co., Bethlehem Steel Corp.	OPEB expense, deferred fuel, CWIP in rate base.
1/93	39498	IN	PSI Industrial Group	PSI Energy, Inc.	Refunds due to over-collection of taxes on Marble Hill cancellation.
3/93	92-11-11	CT	Connecticut Industrial Energy Consumers	Connecticut Light & Power Co	OPEB expense.
3/93	U-19904 (Surrebuttal)	LA	Louisiana Public Service Commission Staff	Gulf States Utilities /Entergy Corp.	Merger.

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3/93	93-01-EL-EFC	OH	Ohio Industrial Energy Consumers	Ohio Power Co.	Affiliate transactions, fuel.
3/93	EC92-21000 ER92-806-000	FERC	Louisiana Public Service Commission Staff	Gulf States Utilities /Entergy Corp.	Merger.
4/93	92-1464-EL-AIR	OH	Air Products Armco Steel Industrial Energy Consumers	Cincinnati Gas & Electric Co.	Revenue requirements, phase-in plan.
4/93	EC92-21000 ER92-806-000 (Rebuttal)	FERC	Louisiana Public Service Commission	Gulf States Utilities /Entergy Corp.	Merger.
9/93	93-113	KY	Kentucky Industrial Utility Customers	Kentucky Utilities	Fuel clause and coal contract refund.
9/93	92-490, 92-490A, 90-360-C	KY	Kentucky Industrial Utility Customers and Kentucky Attorney General	Big Rivers Electric Corp.	Disallowances and restitution for excessive fuel costs, illegal and improper payments, recovery of mine closure costs.
10/93	U-17735	LA	Louisiana Public Service Commission Staff	Cajun Electric Power Cooperative	Revenue requirements, debt restructuring agreement, River Bend cost recovery.
1/94	U-20647	LA	Louisiana Public Service Commission Staff	Gulf States Utilities Co.	Audit and investigation into fuel clause costs.
4/94	U-20647 (Surrebuttal)	LA	Louisiana Public Service Commission Staff	Gulf States Utilities Co.	Nuclear and fossil unit performance, fuel costs, fuel clause principles and guidelines.
4/94	U-20647 (Supplemental Surrebuttal)	LA	Louisiana Public Service Commission Staff	Gulf States Utilities Co.	Audit and investigation into fuel clause costs.
5/94	U-20178	LA	Louisiana Public Service Commission Staff	Louisiana Power & Light Co.	Planning and quantification issues of least cost integrated resource plan.
9/94	U-19904 Initial Post-Merger Earnings Review	LA	Louisiana Public Service Commission Staff	Gulf States Utilities Co.	River Bend phase-in plan, deregulated asset plan, capital structure, other revenue requirement issues.
9/94	U-17735	LA	Louisiana Public Service Commission Staff	Cajun Electric Power Cooperative	G&T cooperative ratemaking policies, exclusion of River Bend, other revenue requirement issues.
10/94	3905-U	GA	Georgia Public Service Commission Staff	Southern Bell Telephone Co.	Incentive rate plan, earnings review.
10/94	5258-U	GA	Georgia Public Service Commission Staff	Southern Bell Telephone Co.	Alternative regulation, cost allocation.
11/94	U-19904 Initial Post-Merger Earnings Review (Surrebuttal)	LA	Louisiana Public Service Commission Staff	Gulf States Utilities Co.	River Bend phase-in plan, deregulated asset plan, capital structure, other revenue requirement issues.
11/94	U-17735 (Rebuttal)	LA	Louisiana Public Service Commission Staff	Cajun Electric Power Cooperative	G&T cooperative ratemaking policy, exclusion of River Bend, other revenue requirement issues.
4/95	R-00943271	PA	PP&L Industrial Customer Alliance	Pennsylvania Power & Light Co.	Revenue requirements. Fossil dismantling, nuclear decommissioning.

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6/95	3905-U Rebuttal	GA	Georgia Public Service Commission	Southern Bell Telephone Co.	Incentive regulation, affiliate transactions, revenue requirements, rate refund.
6/95	U-19904 (Direct)	LA	Louisiana Public Service Commission Staff	Gulf States Utilities Co.	Gas, coal, nuclear fuel costs, contract prudence, base/fuel realignment.
10/95	95-02614	TN	Tennessee Office of the Attorney General Consumer Advocate	BellSouth Telecommunications, Inc.	Affiliate transactions.
10/95	U-21485 (Direct)	LA	Louisiana Public Service Commission Staff	Gulf States Utilities Co.	Nuclear O&M, River Bend phase-in plan, base/fuel realignment, NOL and AltMin asset deferred taxes, other revenue requirement issues.
11/95	U-19904 (Surrebuttal)	LA	Louisiana Public Service Commission Staff	Gulf States Utilities Co. Division	Gas, coal, nuclear fuel costs, contract prudence, base/fuel realignment.
11/95	U-21485 (Supplemental Direct)	LA	Louisiana Public Service Commission Staff	Gulf States Utilities Co.	Nuclear O&M, River Bend phase-in plan, base/fuel realignment, NOL and AltMin asset deferred taxes, other revenue requirement issues.
12/95	U-21485 (Surrebuttal)				
1/96	95-299-EL-AiR 95-300-EL-AiR	OH	Industrial Energy Consumers	The Toledo Edison Co., The Cleveland Electric Illuminating Co.	Competition, asset write-offs and revaluation, O&M expense, other revenue requirement issues.
2/96	PUC Docket 14965	TX	Office of Public Utility Counsel	Central Power & Light	Nuclear decommissioning.
5/96	95-485-LCS	NM	City of Las Cruces	El Paso Electric Co.	Stranded cost recovery, municipalization.
7/96	8725	MD	The Maryland Industrial Group and Redland Genstar, Inc.	Baltimore Gas & Electric Co., Potomac Electric Power Co., and Constellation Energy Corp.	Merger savings, tracking mechanism, earnings sharing plan, revenue requirement issues.
9/96 11/96	U-22092 U-22092 (Surrebuttal)	LA	Louisiana Public Service Commission Staff	Entergy Gulf States, Inc.	River Bend phase-in plan, base/fuel realignment, NOL and AltMin asset deferred taxes, other revenue requirement issues, allocation of regulated/nonregulated costs.
10/96	96-327	KY	Kentucky Industrial Utility Customers, Inc.	Big Rivers Electric Corp.	Environmental surcharge recoverable costs.
2/97	R-00973877	PA	Philadelphia Area Industrial Energy Users Group	PECO Energy Co.	Stranded cost recovery, regulatory assets and liabilities, intangible transition charge, revenue requirements.
3/97	96-489	KY	Kentucky Industrial Utility Customers, Inc.	Kentucky Power Co.	Environmental surcharge recoverable costs, system agreements, allowance inventory, jurisdictional allocation.
6/97	TO-97-397	MO	MCI Telecommunications Corp., Inc., MCImetro Access Transmission Services, Inc.	Southwestern Bell Telephone Co.	Price cap regulation, revenue requirements, rate of return.

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6/97	R-00973953	PA	Philadelphia Area Industrial Energy Users Group	PECO Energy Co.	Restructuring, deregulation, stranded costs, regulatory assets, liabilities, nuclear and fossil decommissioning.
7/97	R-00973954	PA	PP&L Industrial Customer Alliance	Pennsylvania Power & Light Co.	Restructuring, deregulation, stranded costs, regulatory assets, liabilities, nuclear and fossil decommissioning.
7/97	U-22092	LA	Louisiana Public Service Commission Staff	Entergy Gulf States, Inc.	Depreciation rates and methodologies, River Bend phase-in plan.
8/97	97-300	KY	Kentucky Industrial Utility Customers, Inc.	Louisville Gas & Electric Co., Kentucky Utilities Co.	Merger policy, cost savings, surcredit sharing mechanism, revenue requirements, rate of return.
8/97	R-00973954 (Surrebuttal)	PA	PP&L Industrial Customer Alliance	Pennsylvania Power & Light Co.	Restructuring, deregulation, stranded costs, regulatory assets, liabilities, nuclear and fossil decommissioning.
10/97	97-204	KY	Alcan Aluminum Corp. Southwire Co.	Big Rivers Electric Corp.	Restructuring, revenue requirements, reasonableness.
10/97	R-974008	PA	Metropolitan Edison Industrial Users Group	Metropolitan Edison Co.	Restructuring, deregulation, stranded costs, regulatory assets, liabilities, nuclear and fossil decommissioning, revenue requirements.
10/97	R-974009	PA	Penelec Industrial Customer Alliance	Pennsylvania Electric Co.	Restructuring, deregulation, stranded costs, regulatory assets, liabilities, nuclear and fossil decommissioning, revenue requirements.
11/97	97-204 (Rebuttal)	KY	Alcan Aluminum Corp. Southwire Co.	Big Rivers Electric Corp.	Restructuring, revenue requirements, reasonableness of rates, cost allocation.
11/97	U-22491	LA	Louisiana Public Service Commission Staff	Entergy Gulf States, Inc.	Allocation of regulated and nonregulated costs, other revenue requirement issues.
11/97	R-00973953 (Surrebuttal)	PA	Philadelphia Area Industrial Energy Users Group	PECO Energy Co.	Restructuring, deregulation, stranded costs, regulatory assets, liabilities, nuclear and fossil decommissioning.
11/97	R-973981	PA	West Penn Power Industrial Intervenors	West Penn Power Co.	Restructuring, deregulation, stranded costs, regulatory assets, liabilities, fossil decommissioning, revenue requirements, securitization.
11/97	R-974104	PA	Duquesne Industrial Intervenors	Duquesne Light Co.	Restructuring, deregulation, stranded costs, regulatory assets, liabilities, nuclear and fossil decommissioning, revenue requirements, securitization.
12/97	R-973981 (Surrebuttal)	PA	West Penn Power Industrial Intervenors	West Penn Power Co.	Restructuring, deregulation, stranded costs, regulatory assets, liabilities, fossil decommissioning, revenue requirements.
12/97	R-974104 (Surrebuttal)	PA	Duquesne Industrial Intervenors	Duquesne Light Co.	Restructuring, deregulation, stranded costs, regulatory assets, liabilities, nuclear and fossil decommissioning, revenue requirements, securitization.
1/98	U-22491 (Surrebuttal)	LA	Louisiana Public Service Commission Staff	Entergy Gulf States, Inc.	Allocation of regulated and nonregulated costs, other revenue requirement issues.

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2/98	8774	MD	Westvaco	Potomac Edison Co.	Merger of Duquesne, AE, customer safeguards, savings sharing.
3/98	U-22092 (Allocated Stranded Cost Issues)	LA	Louisiana Public Service Commission Staff	Entergy Gulf States, Inc.	Restructuring, stranded costs, regulatory assets, securitization, regulatory mitigation.
3/98	8390-U	GA	Georgia Natural Gas Group, Georgia Textile Manufacturers Assoc.	Atlanta Gas Light Co.	Restructuring, unbundling, stranded costs, incentive regulation, revenue requirements.
3/98	U-22092 (Allocated Stranded Cost Issues) (Surrebuttal)	LA	Louisiana Public Service Commission Staff	Entergy Gulf States, Inc.	Restructuring, stranded costs, regulatory assets, securitization, regulatory mitigation.
3/98	U-22491 (Supplemental Surrebuttal)	LA	Louisiana Public Service Commission Staff	Entergy Gulf States, Inc.	Allocation of regulated and nonregulated costs, other revenue requirement issues.
10/98	97-596	ME	Maine Office of the Public Advocate	Bangor Hydro-Electric Co.	Restructuring, unbundling, stranded costs, T&D revenue requirements.
10/98	9355-U	GA	Georgia Public Service Commission Adversary Staff	Georgia Power Co.	Affiliate transactions.
10/98	U-17735	LA	Louisiana Public Service Commission Staff	Cajun Electric Power Cooperative	G&T cooperative ratemaking policy, other revenue requirement issues.
11/98	U-23327	LA	Louisiana Public Service Commission Staff	SWEPCO, CSW and AEP	Merger policy, savings sharing mechanism, affiliate transaction conditions.
12/98	U-23358 (Direct)	LA	Louisiana Public Service Commission Staff	Entergy Gulf States, Inc.	Allocation of regulated and nonregulated costs, tax issues, and other revenue requirement issues.
12/98	98-577	ME	Maine Office of Public Advocate	Maine Public Service Co.	Restructuring, unbundling, stranded cost, T&D revenue requirements.
1/99	98-10-07	CT	Connecticut Industrial Energy Consumers	United Illuminating Co.	Stranded costs, investment tax credits, accumulated deferred income taxes, excess deferred income taxes.
3/99	U-23358 (Surrebuttal)	LA	Louisiana Public Service Commission Staff	Entergy Gulf States, Inc.	Allocation of regulated and nonregulated costs, tax issues, and other revenue requirement issues.
3/99	98-474	KY	Kentucky Industrial Utility Customers, Inc.	Louisville Gas and Electric Co.	Revenue requirements, alternative forms of regulation.
3/99	98-426	KY	Kentucky Industrial Utility Customers, Inc.	Kentucky Utilities Co.	Revenue requirements, alternative forms of regulation.
3/99	99-082	KY	Kentucky Industrial Utility Customers, Inc.	Louisville Gas and Electric Co.	Revenue requirements.
3/99	99-083	KY	Kentucky Industrial Utility Customers, Inc.	Kentucky Utilities Co.	Revenue requirements.

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Lane Kollen  
as of July 2016**

<b>Date</b>	<b>Case</b>	<b>Jurisdiction</b>	<b>Party</b>	<b>Utility</b>	<b>Subject</b>
4/99	U-23358 (Supplemental Surrebuttal)	LA	Louisiana Public Service Commission Staff	Entergy Gulf States, Inc.	Allocation of regulated and nonregulated costs, tax issues, and other revenue requirement issues.
4/99	99-03-04	CT	Connecticut Industrial Energy Consumers	United Illuminating Co.	Regulatory assets and liabilities, stranded costs, recovery mechanisms.
4/99	99-02-05	Ct	Connecticut Industrial Utility Customers	Connecticut Light and Power Co.	Regulatory assets and liabilities, stranded costs, recovery mechanisms.
5/99	98-426 99-082 (Additional Direct)	KY	Kentucky Industrial Utility Customers, Inc.	Louisville Gas and Electric Co.	Revenue requirements.
5/99	98-474 99-083 (Additional Direct)	KY	Kentucky Industrial Utility Customers, Inc.	Kentucky Utilities Co.	Revenue requirements.
5/99	98-426 98-474 (Response to Amended Applications)	KY	Kentucky Industrial Utility Customers, Inc.	Louisville Gas and Electric Co., Kentucky Utilities Co.	Alternative regulation.
6/99	97-596	ME	Maine Office of Public Advocate	Bangor Hydro-Electric Co.	Request for accounting order regarding electric industry restructuring costs.
6/99	U-23358	LA	Louisiana Public Service Commission Staff	Entergy Gulf States, Inc.	Affiliate transactions, cost allocations.
7/99	99-03-35	CT	Connecticut Industrial Energy Consumers	United Illuminating Co.	Stranded costs, regulatory assets, tax effects of asset divestiture.
7/99	U-23327	LA	Louisiana Public Service Commission Staff	Southwestern Electric Power Co., Central and South West Corp, American Electric Power Co.	Merger Settlement and Stipulation.
7/99	97-596 Surrebuttal	ME	Maine Office of Public Advocate	Bangor Hydro-Electric Co.	Restructuring, unbundling, stranded cost, T&D revenue requirements.
7/99	98-0452-E-GI	WV	West Virginia Energy Users Group	Monongahela Power, Potomac Edison, Appalachian Power, Wheeling Power	Regulatory assets and liabilities.
8/99	98-577 Surrebuttal	ME	Maine Office of Public Advocate	Maine Public Service Co.	Restructuring, unbundling, stranded costs, T&D revenue requirements.
8/99	98-426 99-082 Rebuttal	KY	Kentucky Industrial Utility Customers, Inc.	Louisville Gas and Electric Co.	Revenue requirements.
8/99	98-474 98-083 Rebuttal	KY	Kentucky Industrial Utility Customers, Inc.	Kentucky Utilities Co.	Revenue requirements.

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8/99	98-0452-E-GI Rebuttal	WV	West Virginia Energy Users Group	Monongahela Power, Potomac Edison, Appalachian Power, Wheeling Power	Regulatory assets and liabilities.
10/99	U-24182 Direct	LA	Louisiana Public Service Commission Staff	Entergy Gulf States, Inc.	Allocation of regulated and nonregulated costs, affiliate transactions, tax issues, and other revenue requirement issues.
11/99	PUC Docket 21527	TX	The Dallas-Fort Worth Hospital Council and Coalition of Independent Colleges and Universities	TXU Electric	Restructuring, stranded costs, taxes, securitization.
11/99	U-23358 Surrebuttal Affiliate Transactions Review	LA	Louisiana Public Service Commission Staff	Entergy Gulf States, Inc.	Service company affiliate transaction costs.
01/00	U-24182 Surrebuttal	LA	Louisiana Public Service Commission Staff	Entergy Gulf States, Inc.	Allocation of regulated and nonregulated costs, affiliate transactions, tax issues, and other revenue requirement issues.
04/00	99-1212-EL-ETP 99-1213-EL-ATA 99-1214-EL-AAM	OH	Greater Cleveland Growth Association	First Energy (Cleveland Electric Illuminating, Toledo Edison)	Historical review, stranded costs, regulatory assets, liabilities.
05/00	2000-107	KY	Kentucky Industrial Utility Customers, Inc.	Kentucky Power Co.	ECR surcharge roll-in to base rates.
05/00	U-24182 Supplemental Direct	LA	Louisiana Public Service Commission Staff	Entergy Gulf States, Inc.	Affiliate expense proforma adjustments.
05/00	A-110550F0147	PA	Philadelphia Area Industrial Energy Users Group	PECO Energy	Merger between PECO and Unicom.
05/00	99-1658-EL-ETP	OH	AK Steel Corp.	Cincinnati Gas & Electric Co.	Regulatory transition costs, including regulatory assets and liabilities, SFAS 109, ADIT, EDIT, ITC.
07/00	PUC Docket 22344	TX	The Dallas-Fort Worth Hospital Council and The Coalition of Independent Colleges and Universities	Statewide Generic Proceeding	Escalation of O&M expenses for unbundled T&D revenue requirements in projected test year.
07/00	U-21453	LA	Louisiana Public Service Commission	SWEPCO	Stranded costs, regulatory assets and liabilities.
08/00	U-24064	LA	Louisiana Public Service Commission Staff	CLECO	Affiliate transaction pricing ratemaking principles, subsidization of nonregulated affiliates, ratemaking adjustments.
10/00	SOAH Docket 473-00-1015 PUC Docket 22350	TX	The Dallas-Fort Worth Hospital Council and The Coalition of Independent Colleges and Universities	TXU Electric Co.	Restructuring, T&D revenue requirements, mitigation, regulatory assets and liabilities.

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10/00	R-00974104 Affidavit	PA	Duquesne Industrial Intervenors	Duquesne Light Co.	Final accounting for stranded costs, including treatment of auction proceeds, taxes, capital costs, switchback costs, and excess pension funding.
11/00	P-00001837 R-00974008 P-00001838 R-00974009	PA	Metropolitan Edison Industrial Users Group Penelec Industrial Customer Alliance	Metropolitan Edison Co., Pennsylvania Electric Co.	Final accounting for stranded costs, including treatment of auction proceeds, taxes, regulatory assets and liabilities, transaction costs.
12/00	U-21453, U-20925, U-22092 (Subdocket C) Surrebuttal	LA	Louisiana Public Service Commission Staff	SWEPCO	Stranded costs, regulatory assets.
01/01	U-24993 Direct	LA	Louisiana Public Service Commission Staff	Entergy Gulf States, Inc.	Allocation of regulated and nonregulated costs, tax issues, and other revenue requirement issues.
01/01	U-21453, U-20925, U-22092 (Subdocket B) Surrebuttal	LA	Louisiana Public Service Commission Staff	Entergy Gulf States, Inc.	Industry restructuring, business separation plan, organization structure, hold harmless conditions, financing.
01/01	Case No. 2000-386	KY	Kentucky Industrial Utility Customers, Inc.	Louisville Gas & Electric Co.	Recovery of environmental costs, surcharge mechanism.
01/01	Case No. 2000-439	KY	Kentucky Industrial Utility Customers, Inc.	Kentucky Utilities Co.	Recovery of environmental costs, surcharge mechanism.
02/01	A-110300F0095 A-110400F0040	PA	Met-Ed Industrial Users Group, Penelec Industrial Customer Alliance	GPU, Inc. FirstEnergy Corp.	Merger, savings, reliability.
03/01	P-00001860 P-00001861	PA	Met-Ed Industrial Users Group, Penelec Industrial Customer Alliance	Metropolitan Edison Co., Pennsylvania Electric Co.	Recovery of costs due to provider of last resort obligation.
04/01	U-21453, U-20925, U-22092 (Subdocket B) Settlement Term Sheet	LA	Louisiana Public Service Commission Staff	Entergy Gulf States, Inc.	Business separation plan: settlement agreement on overall plan structure.
04/01	U-21453, U-20925, U-22092 (Subdocket B) Contested Issues	LA	Louisiana Public Service Commission Staff	Entergy Gulf States, Inc.	Business separation plan: agreements, hold harmless conditions, separations methodology.
05/01	U-21453, U-20925, U-22092 (Subdocket B) Contested Issues Transmission and Distribution Rebuttal	LA	Louisiana Public Service Commission Staff	Entergy Gulf States, Inc.	Business separation plan: agreements, hold harmless conditions, separations methodology.



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07/01	U-21453, U-20925, U-22092 (Subdocket B) Transmission and Distribution Term Sheet	LA	Louisiana Public Service Commission Staff	Entergy Gulf States, Inc.	Business separation plan: settlement agreement on T&D issues, agreements necessary to implement T&D separations, hold harmless conditions, separations methodology.
10/01	14000-U	GA	Georgia Public Service Commission Adversary Staff	Georgia Power Company	Revenue requirements, Rate Plan, fuel clause recovery.
11/01	14311-U Direct Panel with Bolin Killings	GA	Georgia Public Service Commission Adversary Staff	Atlanta Gas Light Co	Revenue requirements, revenue forecast, O&M expense, depreciation, plant additions, cash working capital.
11/01	U-25687 Direct	LA	Louisiana Public Service Commission Staff	Entergy Gulf States, Inc.	Revenue requirements, capital structure, allocation of regulated and nonregulated costs, River Bend uprate.
02/02	PUC Docket 25230	TX	The Dallas-Fort Worth Hospital Council and the Coalition of Independent Colleges and Universities	TXU Electric	Stipulation. Regulatory assets, securitization financing.
02/02	U-25687 Surrebuttal	LA	Louisiana Public Service Commission Staff	Entergy Gulf States, Inc.	Revenue requirements, corporate franchise tax, conversion to LLC, River Bend uprate.
03/02	14311-U Rebuttal Panel with Bolin Killings	GA	Georgia Public Service Commission Adversary Staff	Atlanta Gas Light Co.	Revenue requirements, earnings sharing plan, service quality standards.
03/02	14311-U Rebuttal Panel with Michelle L. Thebert	GA	Georgia Public Service Commission Adversary Staff	Atlanta Gas Light Co.	Revenue requirements, revenue forecast, O&M expense, depreciation, plant additions, cash working capital.
03/02	001148-EI	FL	South Florida Hospital and Healthcare Assoc.	Florida Power & Light Co.	Revenue requirements. Nuclear life extension, storm damage accruals and reserve, capital structure, O&M expense.
04/02	U-25687 (Suppl. Surrebuttal)	LA	Louisiana Public Service Commission	Entergy Gulf States, Inc.	Revenue requirements, corporate franchise tax, conversion to LLC, River Bend uprate.
04/02	U-21453, U-20925 U-22092 (Subdocket C)	LA	Louisiana Public Service Commission	SWEPSCO	Business separation plan, T&D Term Sheet, separations methodologies, hold harmless conditions.
08/02	EL01-88-000	FERC	Louisiana Public Service Commission	Entergy Services, Inc. and the Entergy Operating Companies	System Agreement, production cost equalization, tariffs.
08/02	U-25888	LA	Louisiana Public Service Commission Staff	Entergy Gulf States, Inc. and Entergy Louisiana, Inc.	System Agreement, production cost disparities, prudence.
09/02	2002-00224 2002-00225	KY	Kentucky Industrial Utilities Customers, Inc.	Kentucky Utilities Co., Louisville Gas & Electric Co.	Line losses and fuel clause recovery associated with off-system sales.

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11/02	2002-00146 2002-00147	KY	Kentucky Industrial Utilities Customers, Inc.	Kentucky Utilities Co., Louisville Gas & Electric Co.	Environmental compliance costs and surcharge recovery.
01/03	2002-00169	KY	Kentucky Industrial Utilities Customers, Inc.	Kentucky Power Co.	Environmental compliance costs and surcharge recovery.
04/03	2002-00429 2002-00430	KY	Kentucky Industrial Utilities Customers, Inc.	Kentucky Utilities Co., Louisville Gas & Electric Co.	Extension of merger surcredit, flaws in Companies' studies.
04/03	U-26527	LA	Louisiana Public Service Commission Staff	Entergy Gulf States, Inc.	Revenue requirements, corporate franchise tax, conversion to LLC, capital structure, post-test year adjustments.
06/03	EL01-88-000 Rebuttal	FERC	Louisiana Public Service Commission	Entergy Services, Inc. and the Entergy Operating Companies	System Agreement, production cost equalization, tariffs.
06/03	2003-00068	KY	Kentucky Industrial Utility Customers	Kentucky Utilities Co.	Environmental cost recovery, correction of base rate error.
11/03	ER03-753-000	FERC	Louisiana Public Service Commission	Entergy Services, Inc. and the Entergy Operating Companies	Unit power purchases and sale cost-based tariff pursuant to System Agreement.
11/03	ER03-583-000, ER03-583-001, ER03-583-002  ER03-681-000, ER03-681-001  ER03-682-000, ER03-682-001, ER03-682-002  ER03-744-000, ER03-744-001 (Consolidated)	FERC	Louisiana Public Service Commission	Entergy Services, Inc., the Entergy Operating Companies, EWO Marketing, L.P, and Entergy Power, Inc.	Unit power purchases and sale agreements, contractual provisions, projected costs, levelized rates, and formula rates.
12/03	U-26527 Surrebuttal	LA	Louisiana Public Service Commission Staff	Entergy Gulf States, Inc.	Revenue requirements, corporate franchise tax, conversion to LLC, capital structure, post-test year adjustments.
12/03	2003-0334 2003-0335	KY	Kentucky Industrial Utility Customers, Inc.	Kentucky Utilities Co., Louisville Gas & Electric Co.	Earnings Sharing Mechanism.
12/03	U-27136	LA	Louisiana Public Service Commission Staff	Entergy Louisiana, inc.	Purchased power contracts between affiliates, terms and conditions.
03/04	U-26527 Supplemental Surrebuttal	LA	Louisiana Public Service Commission Staff	Entergy Gulf States, Inc.	Revenue requirements, corporate franchise tax, conversion to LLC, capital structure, post-test year adjustments.
03/04	2003-00433	KY	Kentucky Industrial Utility Customers, Inc.	Louisville Gas & Electric Co.	Revenue requirements, depreciation rates, O&M expense, deferrals and amortization, earnings sharing mechanism, merger surcredit, VDT surcredit.

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03/04	2003-00434	KY	Kentucky Industrial Utility Customers, Inc.	Kentucky Utilities Co.	Revenue requirements, depreciation rates, O&M expense, deferrals and amortization, earnings sharing mechanism, merger surcredit, VDT surcredit.
03/04	SOAH Docket 473-04-2459 PUC Docket 29206	TX	Cities Served by Texas-New Mexico Power Co.	Texas-New Mexico Power Co.	Stranded costs true-up, including valuation issues, ITC, ADIT, excess earnings.
05/04	04-169-EL-UNC	OH	Ohio Energy Group, Inc.	Columbus Southern Power Co. & Ohio Power Co.	Rate stabilization plan, deferrals, T&D rate increases, earnings.
06/04	SOAH Docket 473-04-4555 PUC Docket 29526	TX	Houston Council for Health and Education	CenterPoint Energy Houston Electric	Stranded costs true-up, including valuation issues, ITC, EDIT, excess mitigation credits, capacity auction true-up revenues, interest.
08/04	SOAH Docket 473-04-4555 PUC Docket 29526 (Suppl Direct)	TX	Houston Council for Health and Education	CenterPoint Energy Houston Electric	Interest on stranded cost pursuant to Texas Supreme Court remand.
09/04	U-23327 Subdocket B	LA	Louisiana Public Service Commission Staff	SWEPCO	Fuel and purchased power expenses recoverable through fuel adjustment clause, trading activities, compliance with terms of various LPSC Orders.
10/04	U-23327 Subdocket A	LA	Louisiana Public Service Commission Staff	SWEPCO	Revenue requirements.
12/04	Case Nos. 2004-00321, 2004-00372	KY	Gallatin Steel Co.	East Kentucky Power Cooperative, Inc., Big Sandy Recc, et al.	Environmental cost recovery, qualified costs, TIER requirements, cost allocation.
01/05	30485	TX	Houston Council for Health and Education	CenterPoint Energy Houston Electric, LLC	Stranded cost true-up including regulatory Central Co. assets and liabilities, ITC, EDIT, capacity auction, proceeds, excess mitigation credits, retrospective and prospective ADIT.
02/05	18638-U	GA	Georgia Public Service Commission Adversary Staff	Atlanta Gas Light Co.	Revenue requirements.
02/05	18638-U Panel with Tony Wackerly	GA	Georgia Public Service Commission Adversary Staff	Atlanta Gas Light Co.	Comprehensive rate plan, pipeline replacement program surcharge, performance based rate plan.
02/05	18638-U Panel with Michelle Thebert	GA	Georgia Public Service Commission Adversary Staff	Atlanta Gas Light Co.	Energy conservation, economic development, and tariff issues.
03/05	Case Nos. 2004-00426, 2004-00421	KY	Kentucky Industrial Utility Customers, inc.	Kentucky Utilities Co., Louisville Gas & Electric	Environmental cost recovery, Jobs Creation Act of 2004 and §199 deduction, excess common equity ratio, deferral and amortization of nonrecurring O&M expense.
06/05	2005-00068	KY	Kentucky Industrial Utility Customers, Inc.	Kentucky Power Co.	Environmental cost recovery, Jobs Creation Act of 2004 and §199 deduction, margins on allowances used for AEP system sales.

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06/05	050045-EI	FL	South Florida Hospital and Healthcare Assoc.	Florida Power & Light Co.	Storm damage expense and reserve, RTO costs, O&M expense projections, return on equity performance incentive, capital structure, selective second phase post-test year rate increase.
08/05	31056	TX	Alliance for Valley Healthcare	AEP Texas Central Co.	Stranded cost true-up including regulatory assets and liabilities, ITC, EDIT, capacity auction, proceeds, excess mitigation credits, retrospective and prospective ADIT.
09/05	20298-U	GA	Georgia Public Service Commission Adversary Staff	Atmos Energy Corp.	Revenue requirements, roll-in of surcharges, cost recovery through surcharge, reporting requirements.
09/05	20298-U Panel with Victoria Taylor	GA	Georgia Public Service Commission Adversary Staff	Atmos Energy Corp.	Affiliate transactions, cost allocations, capitalization, cost of debt.
10/05	04-42	DE	Delaware Public Service Commission Staff	Artesian Water Co.	Allocation of tax net operating losses between regulated and unregulated.
11/05	2005-00351 2005-00352	KY	Kentucky Industrial Utility Customers, Inc.	Kentucky Utilities Co., Louisville Gas & Electric	Workforce Separation Program cost recovery and shared savings through VDT surcredit.
01/06	2005-00341	KY	Kentucky Industrial Utility Customers, Inc.	Kentucky Power Co.	System Sales Clause Rider, Environmental Cost Recovery Rider, Net Congestion Rider, Storm damage, vegetation management program, depreciation, off-system sales, maintenance normalization, pension and OPEB.
03/06	PUC Docket 31994	TX	Cities	Texas-New Mexico Power Co.	Stranded cost recovery through competition transition or change.
05/06	31994 Supplemental	TX	Cities	Texas-New Mexico Power Co.	Retrospective ADFIT, prospective ADFIT.
03/06	U-21453, U-20925, U-22092	LA	Louisiana Public Service Commission Staff	Entergy Gulf States, Inc.	Jurisdictional separation plan.
03/06	NOPR Reg 104385-OR	IRS	Alliance for Valley Health Care and Houston Council for Health Education	AEP Texas Central Company and CenterPoint Energy Houston Electric	Proposed Regulations affecting flow-through to ratepayers of excess deferred income taxes and investment tax credits on generation plant that is sold or deregulated.
04/06	U-25116	LA	Louisiana Public Service Commission Staff	Entergy Louisiana, Inc.	2002-2004 Audit of Fuel Adjustment Clause Filings. Affiliate transactions.
07/06	R-00061366, Et. al.	PA	Met-Ed Ind. Users Group Pennsylvania Ind. Customer Alliance	Metropolitan Edison Co., Pennsylvania Electric Co.	Recovery of NUG-related stranded costs, government mandated program costs, storm damage costs.
07/06	U-23327	LA	Louisiana Public Service Commission Staff	Southwestern Electric Power Co.	Revenue requirements, formula rate plan, banking proposal.
08/06	U-21453, U-20925, U-22092 (Subdocket J)	LA	Louisiana Public Service Commission Staff	Entergy Gulf States, Inc.	Jurisdictional separation plan.

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11/06	05CVH03-3375 Franklin County Court Affidavit	OH	Various Taxing Authorities (Non-Utility Proceeding)	State of Ohio Department of Revenue	Accounting for nuclear fuel assemblies as manufactured equipment and capitalized plant.
12/06	U-23327 Subdocket A Reply Testimony	LA	Louisiana Public Service Commission Staff	Southwestern Electric Power Co.	Revenue requirements, formula rate plan, banking proposal.
03/07	U-29764	LA	Louisiana Public Service Commission Staff	Entergy Gulf States, Inc., Entergy Louisiana, LLC	Jurisdictional allocation of Entergy System Agreement equalization remedy receipts.
03/07	PUC Docket 33309	TX	Cities	AEP Texas Central Co.	Revenue requirements, including functionalization of transmission and distribution costs.
03/07	PUC Docket 33310	TX	Cities	AEP Texas North Co.	Revenue requirements, including functionalization of transmission and distribution costs.
03/07	2006-00472	KY	Kentucky Industrial Utility Customers, inc.	East Kentucky Power Cooperative	Interim rate increase, RUS loan covenants, credit facility requirements, financial condition.
03/07	U-29157	LA	Louisiana Public Service Commission Staff	Cleco Power, LLC	Permanent (Phase II) storm damage cost recovery.
04/07	U-29764 Supplemental and Rebuttal	LA	Louisiana Public Service Commission Staff	Entergy Gulf States, Inc., Entergy Louisiana, LLC	Jurisdictional allocation of Entergy System Agreement equalization remedy receipts.
04/07	ER07-682-000 Affidavit	FERC	Louisiana Public Service Commission	Entergy Services, Inc. and the Entergy Operating Companies	Allocation of intangible and general plant and A&G expenses to production and state income tax effects on equalization remedy receipts.
04/07	ER07-684-000 Affidavit	FERC	Louisiana Public Service Commission	Entergy Services, Inc. and the Entergy Operating Companies	Fuel hedging costs and compliance with FERC USOA.
05/07	ER07-682-000 Affidavit	FERC	Louisiana Public Service Commission	Entergy Services, Inc. and the Entergy Operating Companies	Allocation of intangible and general plant and A&G expenses to production and account 924 effects on MSS-3 equalization remedy payments and receipts.
06/07	U-29764	LA	Louisiana Public Service Commission Staff	Entergy Louisiana, LLC, Entergy Gulf States, Inc.	Show cause for violating LPSC Order on fuel hedging costs.
07/07	2006-00472	KY	Kentucky Industrial Utility Customers, Inc.	East Kentucky Power Cooperative	Revenue requirements, post-test year adjustments, TIER, surcharge revenues and costs, financial need.
07/07	ER07-956-000 Affidavit	FERC	Louisiana Public Service Commission	Entergy Services, Inc.	Storm damage costs related to Hurricanes Katrina and Rita and effects of MSS-3 equalization payments and receipts.
10/07	05-UR-103 Direct	WI	Wisconsin Industrial Energy Group	Wisconsin Electric Power Company, Wisconsin Gas, LLC	Revenue requirements, carrying charges on CWIP, amortization and return on regulatory assets, working capital, incentive compensation, use of rate base in lieu of capitalization, quantification and use of Point Beach sale proceeds.

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10/07	05-UR-103 Surrebuttal	WI	Wisconsin Industrial Energy Group	Wisconsin Electric Power Company, Wisconsin Gas, LLC	Revenue requirements, carrying charges on CWIP, amortization and return on regulatory assets, working capital, incentive compensation, use of rate base in lieu of capitalization, quantification and use of Point Beach sale proceeds.
10/07	25060-U Direct	GA	Georgia Public Service Commission Public Interest Adversary Staff	Georgia Power Company	Affiliate costs, incentive compensation, consolidated income taxes, §199 deduction.
11/07	06-0033-E-CN Direct	WV	West Virginia Energy Users Group	Appalachian Power Company	IGCC surcharge during construction period and post-in-service date.
11/07	ER07-682-000 Direct	FERC	Louisiana Public Service Commission	Entergy Services, Inc. and the Entergy Operating Companies	Functionalization and allocation of intangible and general plant and A&G expenses.
01/08	ER07-682-000 Cross-Answering	FERC	Louisiana Public Service Commission	Entergy Services, Inc. and the Entergy Operating Companies	Functionalization and allocation of intangible and general plant and A&G expenses.
01/08	07-551-EL-AIR Direct	OH	Ohio Energy Group, Inc.	Ohio Edison Company, Cleveland Electric Illuminating Company, Toledo Edison Company	Revenue requirements.
02/08	ER07-956-000 Direct	FERC	Louisiana Public Service Commission	Entergy Services, Inc. and the Entergy Operating Companies	Functionalization of expenses, storm damage expense and reserves, tax NOL carrybacks in accounts, ADIT, nuclear service lives and effects on depreciation and decommissioning.
03/08	ER07-956-000 Cross-Answering	FERC	Louisiana Public Service Commission	Entergy Services, Inc. and the Entergy Operating Companies	Functionalization of expenses, storm damage expense and reserves, tax NOL carrybacks in accounts, ADIT, nuclear service lives and effects on depreciation and decommissioning.
04/08	2007-00562, 2007-00563	KY	Kentucky Industrial Utility Customers, Inc.	Kentucky Utilities Co., Louisville Gas and Electric Co.	Merger surcredit.
04/08	26837 Direct Bond, Johnson, Thebert, Kollen Panel	GA	Georgia Public Service Commission Staff	SCANA Energy Marketing, Inc.	Rule Nisi complaint.
05/08	26837 Rebuttal Bond, Johnson, Thebert, Kollen Panel	GA	Georgia Public Service Commission Staff	SCANA Energy Marketing, Inc.	Rule Nisi complaint.
05/08	26837 Suppl Rebuttal Bond, Johnson, Thebert, Kollen Panel	GA	Georgia Public Service Commission Staff	SCANA Energy Marketing, Inc.	Rule Nisi complaint.

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06/08	2008-00115	KY	Kentucky Industrial Utility Customers, Inc.	East Kentucky Power Cooperative, Inc.	Environmental surcharge recoveries, including costs recovered in existing rates, TIER.
07/08	27163 Direct	GA	Georgia Public Service Commission Public Interest Advocacy Staff	Atmos Energy Corp.	Revenue requirements, including projected test year rate base and expenses.
07/08	27163 Taylor, Kollen Panel	GA	Georgia Public Service Commission Public Interest Advocacy Staff	Atmos Energy Corp.	Affiliate transactions and division cost allocations, capital structure, cost of debt.
08/08	6680-CE-170 Direct	WI	Wisconsin Industrial Energy Group, Inc.	Wisconsin Power and Light Company	Nelson Dewey 3 or Colombia 3 fixed financial parameters.
08/08	6680-UR-116 Direct	WI	Wisconsin Industrial Energy Group, Inc.	Wisconsin Power and Light Company	CWIP in rate base, labor expenses, pension expense, financing, capital structure, decoupling.
08/08	6680-UR-116 Rebuttal	WI	Wisconsin Industrial Energy Group, Inc.	Wisconsin Power and Light Company	Capital structure.
08/08	6690-UR-119 Direct	WI	Wisconsin Industrial Energy Group, Inc.	Wisconsin Public Service Corp.	Prudence of Weston 3 outage, incentive compensation, Crane Creek Wind Farm incremental revenue requirement, capital structure.
09/08	6690-UR-119 Surrebuttal	WI	Wisconsin Industrial Energy Group, Inc.	Wisconsin Public Service Corp.	Prudence of Weston 3 outage, Section 199 deduction.
09/08	08-935-EL-SSO, 08-918-EL-SSO	OH	Ohio Energy Group, Inc.	First Energy	Standard service offer rates pursuant to electric security plan, significantly excessive earnings test.
10/08	08-917-EL-SSO	OH	Ohio Energy Group, Inc.	AEP	Standard service offer rates pursuant to electric security plan, significantly excessive earnings test.
10/08	2007-00564, 2007-00565, 2008-00251 2008-00252	KY	Kentucky Industrial Utility Customers, Inc.	Louisville Gas and Electric Co., Kentucky Utilities Company	Revenue forecast, affiliate costs, depreciation expenses, federal and state income tax expense, capitalization, cost of debt.
11/08	EL08-51	FERC	Louisiana Public Service Commission	Entergy Services, Inc.	Spindletop gas storage facilities, regulatory asset and bandwidth remedy.
11/08	35717	TX	Cities Served by Oncor Delivery Company	Oncor Delivery Company	Recovery of old meter costs, asset AD FIT, cash working capital, recovery of prior year restructuring costs, levelized recovery of storm damage costs, prospective storm damage accrual, consolidated tax savings adjustment.
12/08	27800	GA	Georgia Public Service Commission	Georgia Power Company	AFUDC versus CWIP in rate base, mirror CWIP, certification cost, use of short term debt and trust preferred financing, CWIP recovery, regulatory incentive.
01/09	ER08-1056	FERC	Louisiana Public Service Commission	Entergy Services, Inc.	Entergy System Agreement bandwidth remedy calculations, including depreciation expense, ADIT, capital structure.
01/09	ER08-1056 Supplemental Direct	FERC	Louisiana Public Service Commission	Entergy Services, Inc.	Blytheville leased turbines; accumulated depreciation.

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as of July 2016**

<b>Date</b>	<b>Case</b>	<b>Jurisdiction</b>	<b>Party</b>	<b>Utility</b>	<b>Subject</b>
02/09	EL08-51 Rebuttal	FERC	Louisiana Public Service Commission	Entergy Services, Inc.	Spindletop gas storage facilities regulatory asset and bandwidth remedy.
02/09	2008-00409 Direct	KY	Kentucky Industrial Utility Customers, Inc.	East Kentucky Power Cooperative, Inc.	Revenue requirements.
03/09	ER08-1056 Answering	FERC	Louisiana Public Service Commission	Entergy Services, Inc.	Entergy System Agreement bandwidth remedy calculations, including depreciation expense, ADIT, capital structure.
03/09	U-21453, U-20925 U-22092 (Sub J) Direct	LA	Louisiana Public Service Commission Staff	Entergy Gulf States Louisiana, LLC	Violation of EGSI separation order, ETI and EGSL separation accounting, Spindletop regulatory asset.
04/09	Rebuttal				
04/09	2009-00040 Direct-Interim (Oral)	KY	Kentucky Industrial Utility Customers, Inc.	Big Rivers Electric Corp.	Emergency interim rate increase; cash requirements.
04/09	PUC Docket 36530	TX	State Office of Administrative Hearings	Oncor Electric Delivery Company, LLC	Rate case expenses.
05/09	ER08-1056 Rebuttal	FERC	Louisiana Public Service Commission	Entergy Services, Inc.	Entergy System Agreement bandwidth remedy calculations, including depreciation expense, ADIT, capital structure.
06/09	2009-00040 Direct- Permanent	KY	Kentucky Industrial Utility Customers, Inc.	Big Rivers Electric Corp.	Revenue requirements, TIER, cash flow.
07/09	080677-EI	FL	South Florida Hospital and Healthcare Association	Florida Power & Light Company	Multiple test years, GBRA rider, forecast assumptions, revenue requirement, O&M expense, depreciation expense, Economic Stimulus Bill, capital structure.
08/09	U-21453, U- 20925, U-22092 (Subdocket J) Supplemental Rebuttal	LA	Louisiana Public Service Commission	Entergy Gulf States Louisiana, LLC	Violation of EGSI separation order, ETI and EGSL separation accounting, Spindletop regulatory asset.
08/09	8516 and 29950	GA	Georgia Public Service Commission Staff	Atlanta Gas Light Company	Modification of PRP surcharge to include infrastructure costs.
09/09	05-UR-104 Direct and Surrebuttal	WI	Wisconsin Industrial Energy Group	Wisconsin Electric Power Company	Revenue requirements, incentive compensation, depreciation, deferral mitigation, capital structure, cost of debt.
09/09	09AL-299E	CO	CF&I Steel, Rocky Mountain Steel Mills LP, Climax Molybdenum Company	Public Service Company of Colorado	Forecasted test year, historic test year, proforma adjustments for major plant additions, tax depreciation.
09/09	6680-UR-117 Direct and Surrebuttal	WI	Wisconsin Industrial Energy Group	Wisconsin Power and Light Company	Revenue requirements, CWIP in rate base, deferral mitigation, payroll, capacity shutdowns, regulatory assets, rate of return.



**Expert Testimony Appearances  
of  
Lane Kollen  
as of July 2016**

<b>Date</b>	<b>Case</b>	<b>Jurisdickt.</b>	<b>Party</b>	<b>Utility</b>	<b>Subject</b>
10/09	09A-415E Answer	CO	Cripple Creek & Victor Gold Mining Company, et al.	Black Hills/CO Electric Utility Company	Cost prudence, cost sharing mechanism.
10/09	EL09-50 Direct	FERC	Louisiana Public Service Commission	Entergy Services, Inc.	Waterford 3 sale/leaseback accumulated deferred income taxes, Entergy System Agreement bandwidth remedy calculations.
10/09	2009-00329	KY	Kentucky Industrial Utility Customers, Inc.	Louisville Gas and Electric Company, Kentucky Utilities Company	Trimble County 2 depreciation rates.
12/09	PUE-2009-00030	VA	Old Dominion Committee for Fair Utility Rates	Appalachian Power Company	Return on equity incentive.
12/09	ER09-1224 Direct	FERC	Louisiana Public Service Commission	Entergy Services, Inc.	Hypothetical versus actual costs, out of period costs, Spindletop deferred capital costs, Waterford 3 sale/leaseback ADIT.
01/10	ER09-1224 Cross-Answering	FERC	Louisiana Public Service Commission	Entergy Services, Inc.	Hypothetical versus actual costs, out of period costs, Spindletop deferred capital costs, Waterford 3 sale/leaseback ADIT.
01/10	EL09-50 Rebuttal  Supplemental Rebuttal	FERC	Louisiana Public Service Commission	Entergy Services, Inc.	Waterford 3 sale/leaseback accumulated deferred income taxes, Entergy System Agreement bandwidth remedy calculations.
02/10	ER09-1224 Final	FERC	Louisiana Public Service Commission	Entergy Services, Inc.	Hypothetical versus actual costs, out of period costs, Spindletop deferred capital costs, Waterford 3 sale/leaseback ADIT.
02/10	30442 Wackerly-Kollen Panel	GA	Georgia Public Service Commission Staff	Atmos Energy Corporation	Revenue requirement issues.
02/10	30442 McBride-Kollen Panel	GA	Georgia Public Service Commission Staff	Atmos Energy Corporation	Affiliate/division transactions, cost allocation, capital structure.
02/10	2009-00353	KY	Kentucky Industrial Utility Customers, Inc., Attorney General	Louisville Gas and Electric Company, Kentucky Utilities Company	Ratemaking recovery of wind power purchased power agreements.
03/10	2009-00545	KY	Kentucky Industrial Utility Customers, Inc.	Kentucky Power Company	Ratemaking recovery of wind power purchased power agreement.
03/10	E015/GR-09-1151	MN	Large Power Interveners	Minnesota Power	Revenue requirement issues, cost overruns on environmental retrofit project.
03/10	EL10-55	FERC	Louisiana Public Service Commission	Entergy Services, Inc., Entergy Operating Cos	Depreciation expense and effects on System Agreement tariffs.
04/10	2009-00459	KY	Kentucky Industrial Utility Customers, Inc.	Kentucky Power Company	Revenue requirement issues.

**Expert Testimony Appearances  
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<b>Date</b>	<b>Case</b>	<b>Jurisdickt.</b>	<b>Party</b>	<b>Utility</b>	<b>Subject</b>
04/10	2009-00458, 2009-00459	KY	Kentucky Industrial Utility Customers, Inc.	Kentucky Utilities Company, Louisville Gas and Electric Company	Revenue requirement issues.
08/10	31647	GA	Georgia Public Service Commission Staff	Atlanta Gas Light Company	Revenue requirement and synergy savings issues.
08/10	31647 Wackerly-Kollen Panel	GA	Georgia Public Service Commission Staff	Atlanta Gas Light Company	Affiliate transaction and Customer First program issues.
08/10	2010-00204	KY	Kentucky Industrial Utility Customers, Inc.	Louisville Gas and Electric Company, Kentucky Utilities Company	PPL acquisition of E.ON U.S. (LG&E and KU) conditions, acquisition savings, sharing deferral mechanism.
09/10	38339 Direct and Cross-Rebuttal	TX	Gulf Coast Coalition of Cities	CenterPoint Energy Houston Electric	Revenue requirement issues, including consolidated tax savings adjustment, incentive compensation FIN 48; AMS surcharge including roll-in to base rates; rate case expenses.
09/10	EL10-55	FERC	Louisiana Public Service Commission	Entergy Services, Inc., Entergy Operating Cos	Depreciation rates and expense input effects on System Agreement tariffs.
09/10	2010-00167	KY	Gallatin Steel	East Kentucky Power Cooperative, Inc.	Revenue requirements.
09/10	U-23327 Subdocket E Direct	LA	Louisiana Public Service Commission	SWEPCO	Fuel audit: SO2 allowance expense, variable O&M expense, off-system sales margin sharing.
11/10	U-23327 Rebuttal	LA	Louisiana Public Service Commission	SWEPCO	Fuel audit: SO2 allowance expense, variable O&M expense, off-system sales margin sharing.
09/10	U-31351	LA	Louisiana Public Service Commission Staff	SWEPCO and Valley Electric Membership Cooperative	Sale of Valley assets to SWEPCO and dissolution of Valley.
10/10	10-1261-EL-UNC	OH	Ohio OCC, Ohio Manufacturers Association, Ohio Energy Group, Ohio Hospital Association, Appalachian Peace and Justice Network	Columbus Southern Power Company	Significantly excessive earnings test.
10/10	10-0713-E-PC	WV	West Virginia Energy Users Group	Monongahela Power Company, Potomac Edison Power Company	Merger of First Energy and Allegheny Energy.
10/10	U-23327 Subdocket F Direct	LA	Louisiana Public Service Commission Staff	SWEPCO	AFUDC adjustments in Formula Rate Plan.
11/10	EL10-55 Rebuttal	FERC	Louisiana Public Service Commission	Entergy Services, Inc., Entergy Operating Cos	Depreciation rates and expense input effects on System Agreement tariffs.

**Expert Testimony Appearances  
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<b>Date</b>	<b>Case</b>	<b>Jurisdic.</b>	<b>Party</b>	<b>Utility</b>	<b>Subject</b>
12/10	ER10-1350 Direct	FERC	Louisiana Public Service Commission	Entergy Services, Inc. Entergy Operating Cos	Waterford 3 lease amortization, ADIT, and fuel inventory effects on System Agreement tariffs.
01/11	ER10-1350 Cross-Answering	FERC	Louisiana Public Service Commission	Entergy Services, Inc., Entergy Operating Cos	Waterford 3 lease amortization, ADIT, and fuel inventory effects on System Agreement tariffs.
03/11	ER10-2001 Direct	FERC	Louisiana Public Service Commission	Entergy Services, Inc., Entergy Arkansas, Inc.	EAI depreciation rates.
04/11	Cross-Answering				
04/11	U-23327 Subdocket E	LA	Louisiana Public Service Commission Staff	SWEPCO	Settlement, incl resolution of SO2 allowance expense, var O&M expense, sharing of OSS margins.
04/11	38306 Direct	TX	Cities Served by Texas- New Mexico Power Company	Texas-New Mexico Power Company	AMS deployment plan, AMS Surcharge, rate case expenses.
05/11	Suppl Direct				
05/11	11-0274-E-GI	WV	West Virginia Energy Users Group	Appalachian Power Company, Wheeling Power Company	Deferral recovery phase-in, construction surcharge.
05/11	2011-00036	KY	Kentucky Industrial Utility Customers, Inc.	Big Rivers Electric Corp.	Revenue requirements.
06/11	29849	GA	Georgia Public Service Commission Staff	Georgia Power Company	Accounting issues related to Vogtle risk-sharing mechanism.
07/11	ER11-2161 Direct and Answering	FERC	Louisiana Public Service Commission	Entergy Services, Inc. and Entergy Texas, Inc.	ETI depreciation rates; accounting issues.
07/11	PUE-2011-00027	VA	Virginia Committee for Fair Utility Rates	Virginia Electric and Power Company	Return on equity performance incentive.
07/11	11-346-EL-SSO 11-348-EL-SSO 11-349-EL-AAM 11-350-EL-AAM	OH	Ohio Energy Group	AEP-OH	Equity Stabilization Incentive Plan; actual earned returns; ADIT offsets in riders.
08/11	U-23327 Subdocket F Rebuttal	LA	Louisiana Public Service Commission Staff	SWEPCO	Depreciation rates and service lives; AFUDC adjustments.
08/11	05-UR-105	WI	Wisconsin Industrial Energy Group	WE Energies, Inc.	Suspended amortization expenses; revenue requirements.
08/11	ER11-2161 Cross-Answering	FERC	Louisiana Public Service Commission	Entergy Services, Inc. and Entergy Texas, Inc.	ETI depreciation rates; accounting issues.
09/11	PUC Docket 39504	TX	Gulf Coast Coalition of Cities	CenterPoint Energy Houston Electric	Investment tax credit, excess deferred income taxes; normalization.
09/11	2011-00161 2011-00162	KY	Kentucky Industrial Utility Consumers, Inc.	Louisville Gas & Electric Company, Kentucky Utilities Company	Environmental requirements and financing.

**Expert Testimony Appearances  
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<b>Date</b>	<b>Case</b>	<b>Jurisdiction</b>	<b>Party</b>	<b>Utility</b>	<b>Subject</b>
10/11	11-4571-EL-UNC 11-4572-EL-UNC	OH	Ohio Energy Group	Columbus Southern Power Company, Ohio Power Company	Significantly excessive earnings.
10/11	4220-UR-117 Direct	WI	Wisconsin Industrial Energy Group	Northern States Power-Wisconsin	Nuclear O&M, depreciation.
11/11	4220-UR-117 Surrebuttal	WI	Wisconsin Industrial Energy Group	Northern States Power-Wisconsin	Nuclear O&M, depreciation.
11/11	PUC Docket 39722	TX	Cities Served by AEP Texas Central Company	AEP Texas Central Company	Investment tax credit, excess deferred income taxes; normalization.
02/12	PUC Docket 40020	TX	Cities Served by Oncor	Lone Star Transmission, LLC	Temporary rates.
03/12	11AL-947E Answer	CO	Climax Molybdenum Company and CF&I Steel, L.P. d/b/a Evraz Rocky Mountain Steel	Public Service Company of Colorado	Revenue requirements, including historic test year, future test year, CACJA CWIP, contra-AFUDC.
03/12	2011-00401	KY	Kentucky Industrial Utility Customers, Inc.	Kentucky Power Company	Big Sandy 2 environmental retrofits and environmental surcharge recovery.
4/12	2011-00036 Direct Rehearing Supplemental Direct Rehearing	KY	Kentucky Industrial Utility Customers, Inc.	Big Rivers Electric Corp.	Rate case expenses, depreciation rates and expense.
04/12	10-2929-EL-UNC	OH	Ohio Energy Group	AEP Ohio Power	State compensation mechanism, CRES capacity charges, Equity Stabilization Mechanism
05/12	11-346-EL-SSO 11-348-EL-SSO	OH	Ohio Energy Group	AEP Ohio Power	State compensation mechanism, Equity Stabilization Mechanism, Retail Stability Rider.
05/12	11-4393-EL-RDR	OH	Ohio Energy Group	Duke Energy Ohio, Inc.	Incentives for over-compliance on EE/PDR mandates.
06/12	40020	TX	Cities Served by Oncor	Lone Star Transmission, LLC	Revenue requirements, including ADIT, bonus depreciation and NOL, working capital, self insurance, depreciation rates, federal income tax expense.
07/12	120015-EI	FL	South Florida Hospital and Healthcare Association	Florida Power & Light Company	Revenue requirements, including vegetation management, nuclear outage expense, cash working capital, CWIP in rate base.
07/12	2012-00063	KY	Kentucky Industrial Utility Customers, Inc.	Big Rivers Electric Corp.	Environmental retrofits, including environmental surcharge recovery.
09/12	05-UR-106	WI	Wisconsin Industrial Energy Group, Inc.	Wisconsin Electric Power Company	Section 1603 grants, new solar facility, payroll expenses, cost of debt.
10/12	2012-00221 2012-00222	KY	Kentucky Industrial Utility Customers, Inc.	Louisville Gas and Electric Company, Kentucky Utilities Company	Revenue requirements, including off-system sales, outage maintenance, storm damage, injuries and damages, depreciation rates and expense.

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<b>Date</b>	<b>Case</b>	<b>Jurisdiction</b>	<b>Party</b>	<b>Utility</b>	<b>Subject</b>
10/12	120015-EI Direct	FL	South Florida Hospital and Healthcare Association	Florida Power & Light Company	Settlement issues.
11/12	120015-EI Rebuttal	FL	South Florida Hospital and Healthcare Association	Florida Power & Light Company	Settlement issues.
10/12	40604	TX	Steering Committee of Cities Served by Oncor	Cross Texas Transmission, LLC	Policy and procedural issues, revenue requirements, including AFUDC, ADIT – bonus depreciation & NOL, incentive compensation, staffing, self-insurance, net salvage, depreciation rates and expense, income tax expense.
11/12	40627 Direct	TX	City of Austin d/b/a Austin Energy	City of Austin d/b/a Austin Energy	Rate case expenses.
12/12	40443	TX	Cities Served by SWEPCO	Southwestern Electric Power Company	Revenue requirements, including depreciation rates and service lives, O&M expenses, consolidated tax savings, CWIP in rate base, Turk plant costs.
12/12	U-29764	LA	Louisiana Public Service Commission Staff	Entergy Gulf States Louisiana, LLC and Entergy Louisiana, LLC	Termination of purchased power contracts between EGSL and ETI, Spindletop regulatory asset.
01/13	ER12-1384 Rebuttal	FERC	Louisiana Public Service Commission	Entergy Gulf States Louisiana, LLC and Entergy Louisiana, LLC	Little Gypsy 3 cancellation costs.
02/13	40627 Rebuttal	TX	City of Austin d/b/a Austin Energy	City of Austin d/b/a Austin Energy	Rate case expenses.
03/13	12-426-EL-SSO	OH	The Ohio Energy Group	The Dayton Power and Light Company	Capacity charges under state compensation mechanism, Service Stability Rider, Switching Tracker.
04/13	12-2400-EL-UNC	OH	The Ohio Energy Group	Duke Energy Ohio, Inc.	Capacity charges under state compensation mechanism, deferrals, rider to recover deferrals.
04/13	2012-00578	KY	Kentucky Industrial Utility Customers, Inc.	Kentucky Power Company	Resource plan, including acquisition of interest in Mitchell plant.
05/13	2012-00535	KY	Kentucky Industrial Utility Customers, Inc.	Big Rivers Electric Corporation	Revenue requirements, excess capacity, restructuring.
06/13	12-3254-EL-UNC	OH	The Ohio Energy Group, Inc.,  Office of the Ohio Consumers' Counsel	Ohio Power Company	Energy auctions under CBP, including reserve prices.
07/13	2013-00144	KY	Kentucky Industrial Utility Customers, Inc.	Kentucky Power Company	Biomass renewable energy purchase agreement.
07/13	2013-00221	KY	Kentucky Industrial Utility Customers, Inc.	Big Rivers Electric Corporation	Agreements to provide Century Hawesville Smelter market access.
10/13	2013-00199	KY	Kentucky Industrial Utility Customers, Inc.	Big Rivers Electric Corporation	Revenue requirements, excess capacity, restructuring.

**Expert Testimony Appearances  
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<b>Date</b>	<b>Case</b>	<b>Jurisdic.</b>	<b>Party</b>	<b>Utility</b>	<b>Subject</b>
12/13	2013-00413	KY	Kentucky Industrial Utility Customers, Inc.	Big Rivers Electric Corporation	Agreements to provide Century Sebree Smelter market access.
01/14	ER10-1350	FERC	Louisiana Public Service Commission	Entergy Services, Inc.	Waterford 3 lease accounting and treatment in annual bandwidth filings.
04/14	ER13-432 Direct	FERC	Louisiana Public Service Commission	Entergy Gulf States Louisiana, LLC and Entergy Louisiana, LLC	UP Settlement benefits and damages.
05/14	PUE-2013-00132	VA	HP Hood LLC	Shenandoah Valley Electric Cooperative	Market based rate; load control tariffs.
07/14	PUE-2014-00033	VA	Virginia Committee for Fair Utility Rates	Virginia Electric and Power Company	Fuel and purchased power hedge accounting, change in FAC Definitiona! Framework.
08/14	ER13-432 Rebuttal	FERC	Louisiana Public Service Commission	Entergy Gulf States Louisiana, LLC and Entergy Louisiana, LLC	UP Settlement benefits and damages.
08/14	2014-00134	KY	Kentucky Industrial Utility Customers, Inc.	Big Rivers Electric Corporation	Requirements power sales agreements with Nebraska entities.
09/14	E-015/CN-12-1163 Direct	MN	Large Power Intervenors	Minnesota Power	Great Northern Transmission Line; cost cap; AFUDC v. current recovery; rider v. base recovery; class cost allocation.
10/14	2014-00225	KY	Kentucky Industrial Utility Customers, Inc.	Kentucky Power Company	Allocation of fuel costs to off-system sales.
10/14	ER13-1508	FERC	Louisiana Public Service Commission	Entergy Services, Inc.	Entergy service agreements and tariffs for affiliate power purchases and sales; return on equity.
10/14	14-0702-E-42T 14-0701-E-D	WV	West Virginia Energy Users Group	First Energy- Monongahela Power, Potomac Edison	Consolidated tax savings; payroll; pension, OPEB, amortization; depreciation; environmental surcharge.
11/14	E-015/CN-12-1163 Surrebuttal	MN	Large Power Intervenors	Minnesota Power	Great Northern Transmission Line; cost cap; AFUDC v. current recovery; rider v. base recovery; class allocation.
11/14	05-376-EL-UNC	OH	Ohio Energy Group	Ohio Power Company	Refund of IGCC CWIP financing cost recoveries.
11/14	14AL-0660E	CO	Climax, CF&I Steel	Public Service Company of Colorado	Historic test year v. future test year; AFUDC v. current return; CACJA rider, transmission rider; equivalent availability rider; ADIT; depreciation; royalty income; amortization.
12/14	EL14-026	SD	Black Hills Industrial Intervenors	Black Hills Power Company	Revenue requirement issues, including depreciation expense and affiliate charges.
12/14	14-1152-E-42T	WV	West Virginia Energy Users Group	AEP-Appalachian Power Company	Income taxes, payroll, pension, OPEB, deferred costs and write offs, depreciation rates, environmental projects surcharge.
01/15	9400-YO-100 Direct	WI	Wisconsin Industrial Energy Group	Wisconsin Energy Corporation	WEC acquisition of Integrys Energy Group, Inc.

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<b>Date</b>	<b>Case</b>	<b>Jurisdict.</b>	<b>Party</b>	<b>Utility</b>	<b>Subject</b>
01/15	14F-0336EG 14F-0404EG	CO	Development Recovery Company LLC	Public Service Company of Colorado	Line extension policies and refunds.
02/15	9400-YO-100 Rebuttal	WI	Wisconsin Industrial Energy Group	Wisconsin Energy Corporation	WEC acquisition of Integrys Energy Group, Inc.
03/15	2014-00396	KY	Kentucky Industrial Utility Customers, Inc.	AEP-Kentucky Power Company	Base, Big Sandy 2 retirement rider, environmental surcharge, and Big Sandy 1 operation rider revenue requirements, depreciation rates, financing, deferrals.
03/15	2014-00371 2014-00372	KY	Kentucky Industrial Utility Customers, Inc.	Kentucky Utilities Company and Louisville Gas and Electric Company	Revenue requirements, staffing and payroll, depreciation rates.
04/15	2014-00450	KY	Kentucky Industrial Utility Customers, Inc. and the Attorney General of the Commonwealth of Kentucky	AEP-Kentucky Power Company	Allocation of fuel costs between native load and off- system sales.
04/15	2014-00455	KY	Kentucky Industrial Utility Customers, Inc. and the Attorney General of the Commonwealth of Kentucky	Big Rivers Electric Corporation	Allocation of fuel costs between native load and off- system sales.
04/15	ER2014-0370	MO	Midwest Energy Consumers' Group	Kansas City Power & Light Company	Affiliate transactions, operation and maintenance expense, management audit.
05/15	PUE-2015-00022	VA	Virginia Committee for Fair Utility Rates	Virginia Electric and Power Company	Fuel and purchased power hedge accounting; change in FAC Definitional Framework.
05/15 09/15	EL10-65 Direct, Rebuttal Complaint	FERC	Louisiana Public Service Commission	Entergy Services, Inc.	Accounting for AFUDC Debt, related ADIT.
07/15	EL10-65 Direct and Answering Consolidated Bandwidth Dockets	FERC	Louisiana Public Service Commission	Entergy Services, Inc.	Waterford 3 sale/leaseback ADIT, Bandwidth Formula.
09/15	14-1693-EL-RDR	OH	Public Utilities Commission of Ohio	Ohio Energy Group	PPA rider for charges or credits for physical hedges against market.
12/15	45188	TX	Cities Served by Oncor Electric Delivery Company	Oncor Electric Delivery Company	Hunt family acquisition of Oncor; transaction structure; income tax savings from real estate investment trust (REIT) structure; conditions.
12/15 01/16	6680-CE-176 Direct, Surrebuttal, Supplemental Rebuttal	WI	Wisconsin Industrial Energy Group, Inc.	Wisconsin Power and Light Company	Need for capacity and economics of proposed Riverside Energy Center Expansion project; ratemaking conditions.

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<b>Date</b>	<b>Case</b>	<b>Jurisdic.</b>	<b>Party</b>	<b>Utility</b>	<b>Subject</b>
03/16 0/16 04/16 05/16 06/16	EL01-88 Remand Direct Answering Cross-Answering Rebuttal	FERC	Louisiana Public Service Commission	Entergy Services, Inc.	Bandwidth Formula: Capital structure, fuel inventory, Waterford 3 sale/leaseback, Vidalia purchased power, ADIT, Blythesville, Spindletop, River Bend AFUDC, property insurance reserve, nuclear depreciation expense.
03/16	15-1673-E-T	WV	West Virginia Energy Users Group	Appalachian Power Company	Terms and conditions of utility service for commercial and industrial customers, including security deposits.
04/16	39971 Panel Direct	GA	Georgia Public Service Commission Staff	Southern Company, AGL Resources, Georgia Power Company, Atlanta Gas Light Company	Southern Company acquisition of AGL Resources, risks, opportunities, quantification of savings, ratemaking implications, conditions, settlement.
04/16	2015-00343	KY	Office of the Attorney General	Atmos Energy Corporation	Revenue requirements, including NOL ADIT, affiliate transactions.
04/16	2016-00070	KY	Office of the Attorney General	Atmos Energy Corporation	R & D Rider.
05/16	16-G-0058 16-G-0059	NY	New York City	Keyspan Gas East Corp., Brooklyn Union Gas Company	Depreciation, including excess reserves, leak prone pipe.
06/16	160088-EI	FL	South Florida Hospital and Healthcare Association	Florida Power and Light Company	Fuel Adjustment Clause Incentive Mechanism re: economy sales and purchases, asset optimization.



**EXHIBIT \_\_\_\_ (LK-3)**

Proposed Merger of Questar and Dominion  
Utah Technical Conference  
Docket No. 16-057-01  
April 28, 2016

# **DOMINION AND QUESTAR—A COMMON REGULATORY PHILOSOPHY**

**Transparency**

**Collaboration**

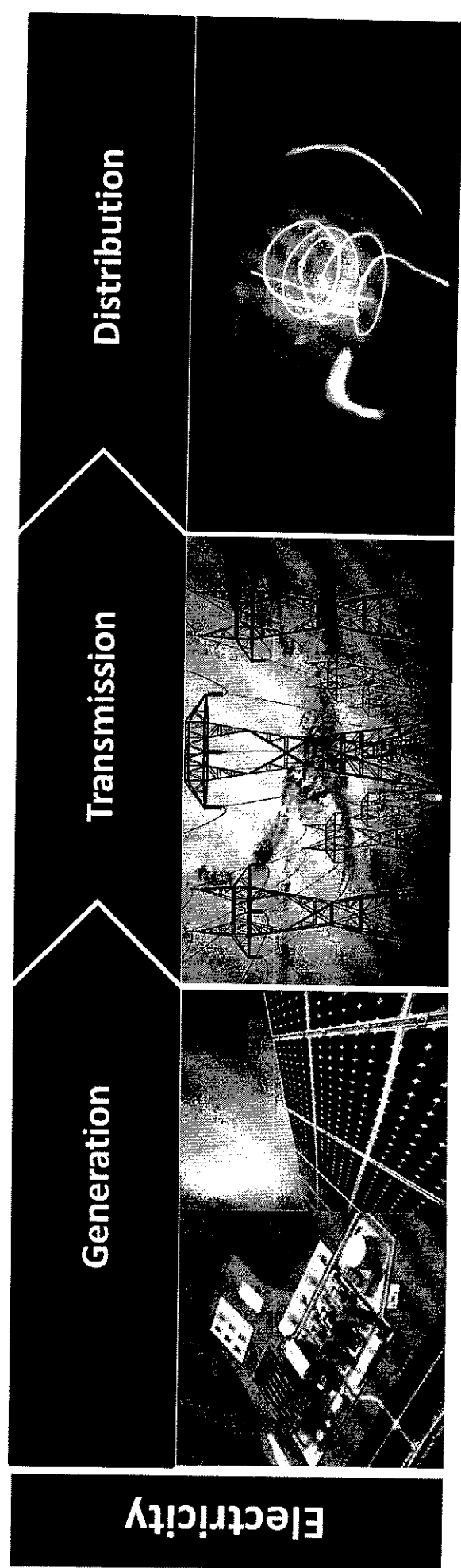
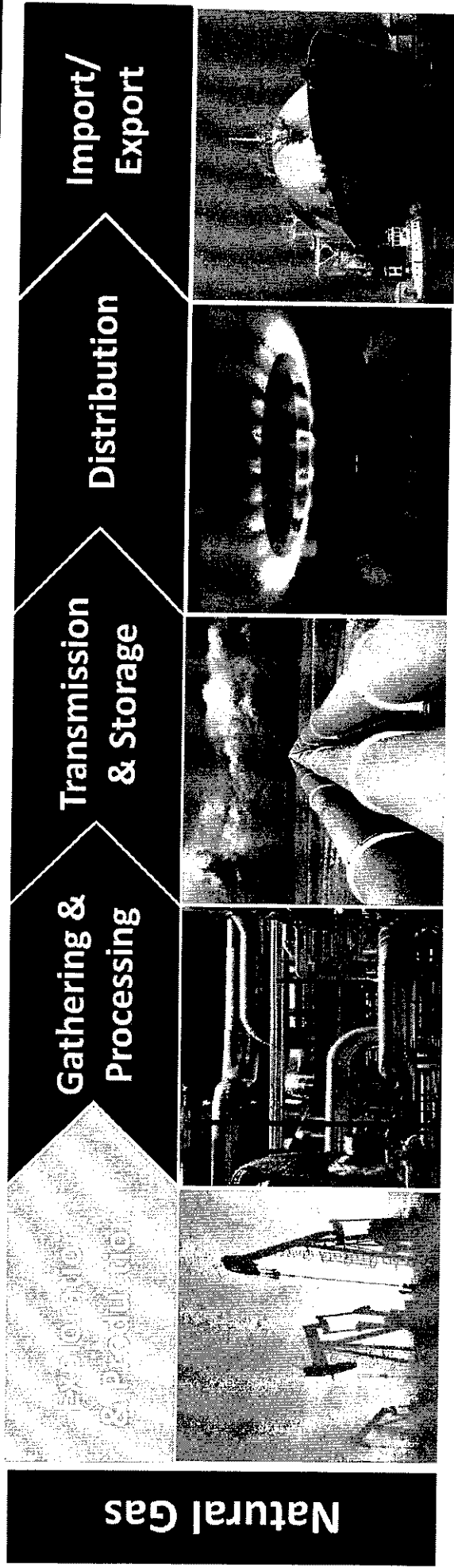
**Open Communication**

**Local Management**

## WHY QUESTAR?

- ✓ **Compelling opportunity to combine premier regulated natural-gas asset profiles**
- ✓ **Complementary cultures with strong commitment to customers, communities and employees**
  - Focus on doing business with integrity and honesty to promote safety and reliability*
- ✓ **Utah, Wyoming, and Idaho are highly attractive places to do business**
  - Complements Dominion's existing regional presence (Utah solar investment)*
- ✓ **Well positioned to capitalize on increasing Western regional natural gas needs**
  - Robust potential for long-term growth across all business units*
- ✓ **Additive to Dominion's portfolio of high-quality, MLP-eligible assets**
  - Non-LDC assets are an ideal fit for Dominion's 100%-controlled and majority-owned Master Limited Partnership*

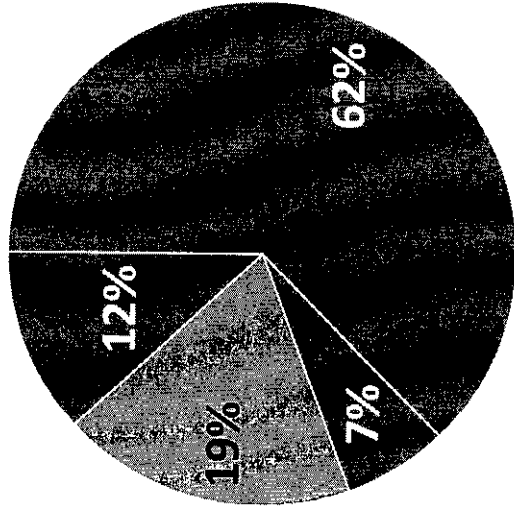
# DOMINION'S OPERATIONS SPAN THE ENERGY VALUE CHAIN



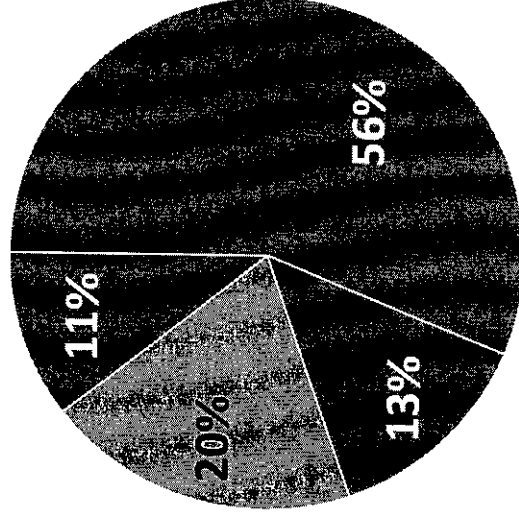
# DOMINION'S PROFILE—A REGULATED FOCUS

## EBITDA contribution (2015)

Dominion Resources



Dominion Resources with Questar



- State regulated electric
- State regulated gas<sup>1</sup>
- FERC regulated gas
- Other

<sup>1</sup> Wexpro included in state regulated gas segment

## **DOMINION PROFILE<sup>1</sup>**

- **2015 Revenue: \$11.7 billion**
- **2015 Operating earnings: \$2.0 billion**
- **Total assets: \$58.8 billion<sup>2</sup>**
- **Employees: 14,700**
- **Market capitalization: ~\$42 billion<sup>3</sup>**
- **Energy infrastructure investment: ~\$16 billion (2016E—2020E)**
  - Gas: ~\$6.0 billion
  - Electric: More than \$10 billion



<sup>1</sup> Does not include Questar

<sup>2</sup> As of 12/31/2015

<sup>3</sup> As of 4/27/2016

# DOMINION'S OPERATING SEGMENTS

## Dominion Energy



### Gas Transmission

- ❖ Together with Gas Distribution, operates one of the largest natural gas storage systems in the U.S.
- ❖ 12,200 miles of pipeline in eight states
- ❖ Cove Point LNG facility
- ❖ Well positioned in Marcellus and Utica Shale regions

### Gas Distribution

- ❖ 22,000 miles of distribution pipeline and 1.3 million franchise retail natural gas customer accounts in OH & WV

## Dominion Virginia Power



### Electric Transmission

- ❖ 6,500 miles of transmission lines
- ❖ Favorable regulatory environment

### Electric Distribution

- ❖ 57,300 miles of distribution lines
- ❖ 2.5 million franchise retail customer accounts in VA and NC

## Dominion Generation



### Utility Generation

- ❖ 20,000 MW of capacity
- ❖ Balanced, diverse fuel mix
- ❖ Favorable regulatory environment

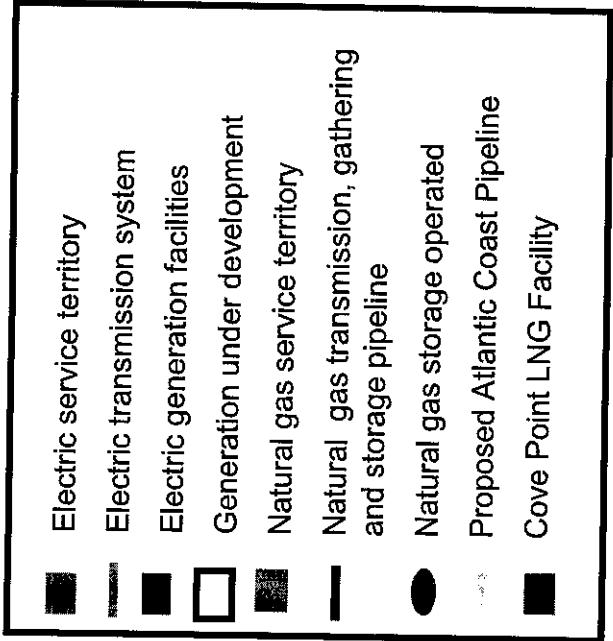
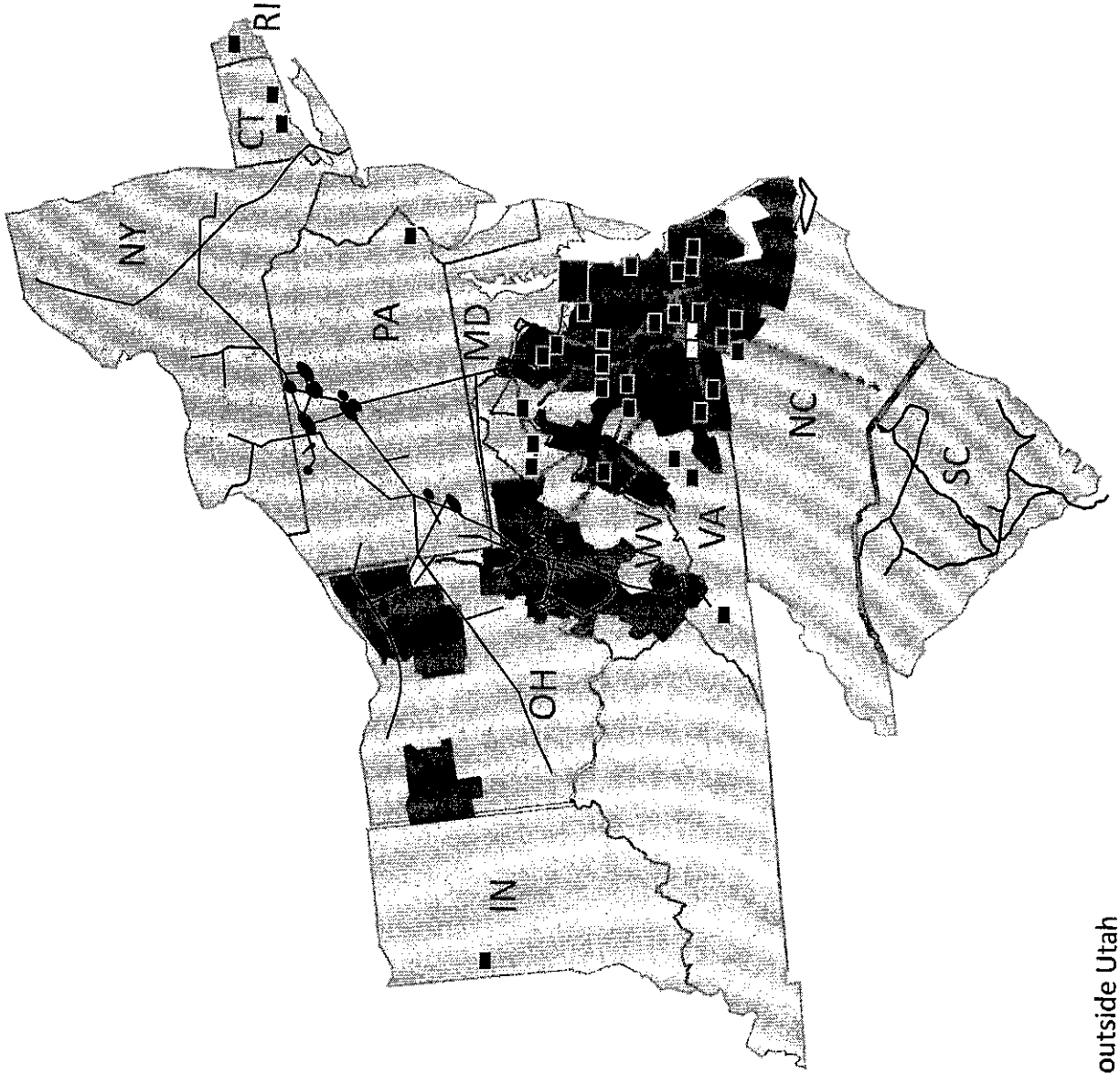
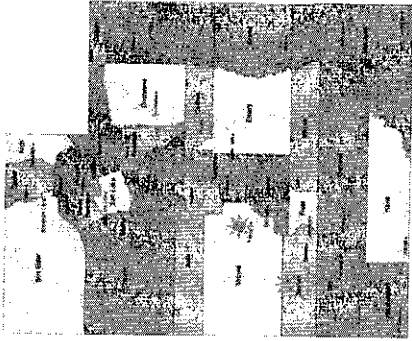
### Merchant Generation

- ❖ 4,300 MW of capacity, including nuclear, gas and renewable power
- ❖ Active hedging program for energy revenue/margins



# DOMINION FOOTPRINT

Utah Solar



Note: Map does not include Dominion's solar facilities outside Utah

# DECISION-MAKING LEVELS AND PROCESSES

**Dominion Questar Gas will be managed from an operations standpoint as a separate regional business under Dominion**

## **Dominion Corporate and Board decisions**

- Proper corporate governance including final budget approval

## **Dominion Energy decisions**

- Consistency across local operations to enhance organizational efficiency
- Safety and compliance program design
- Final budget review

## **Local operating decisions**

- Budget development
- Safety and compliance program implementation
- Operations, system reliability, and customer service
- Regulatory and other stakeholder relations

## MAINTAINING CUSTOMER SERVICE

Questar Gas' customers, communities and regulators will see benefits from a shared focus on safety, reliability, customer service and efficiency

Dominion and Questar Gas' common focus on customer service can be seen in their similar performance on key metrics

### 2015 Performance results

Customer service standard	DEO	QGC
Average speed of answer	34 seconds	29 seconds
Appointments met within 4-hour window	99.3%	97%
Gas service initiation within 5 days	100%	100%
Customer complaint resolution	1 day	3 days
Emergency call response within 60 minutes	98%	98%

# COMMON CULTURE OF SHARING BEST PRACTICES

**The combined company and its subsidiaries will benefit from the adoption of best practices across an expanded platform of service**

## **Customer service**

- Call center, billing, and advance metering technology
- Electronic bulletin board to confirm supply nominations

## **Pipeline operation**

- Customer outage response
- Utilization of vacuum excavation technologies

## **Engineering and construction**

- Pipeline contractor diversity programs
- Asset data collection and GIS implementation

## **Employee safety and compliance**

- Employee training in covered tasks
- Distribution/Transmission Integrity Management



# POST-MERGER LEADERSHIP

**David Christian**  
CEO  
Dominion Energy Infrastructure Group

**Craig Wagstaff**  
SVP—Dominion  
President—Dominion Questar

**Colleen Bell**  
VP & General  
Manager  
Dominion Questar  
Gas

Dominion Questar  
Pipeline

**Brady Rasmussen**  
VP & General  
Manager  
Dominion Wexpro

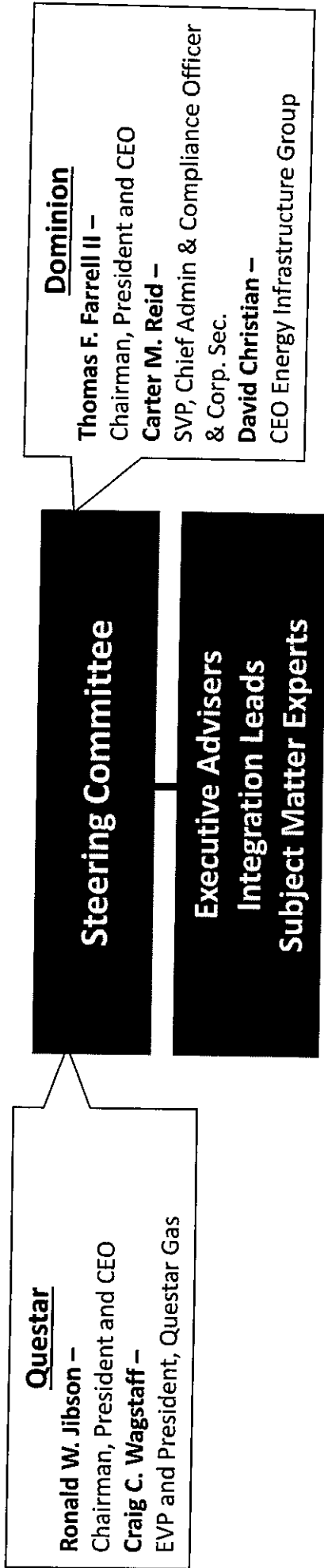
**Existing operations teams remain in place**

**Dominion Resources  
Services, Inc.**

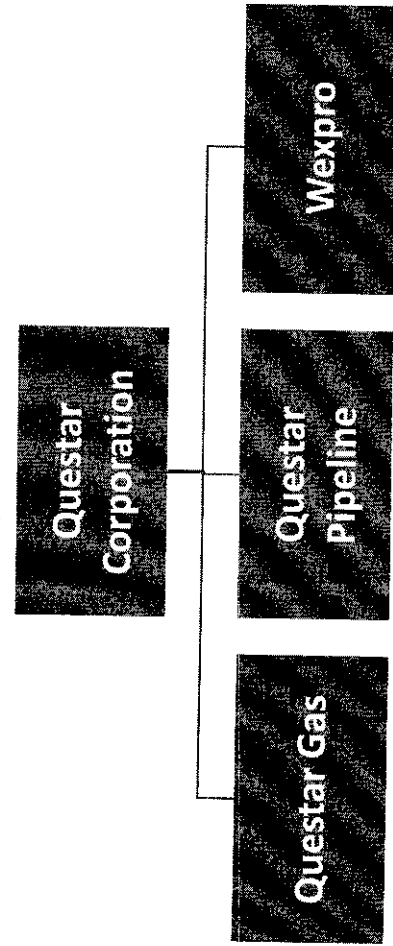
HR, Legal, IT, Supply Chain,  
Regulation, Communication,  
Finance, Accounting, etc.  
*(Organizationally reporting to  
Service Company leaders)*

# INTEGRATION FRAMEWORK

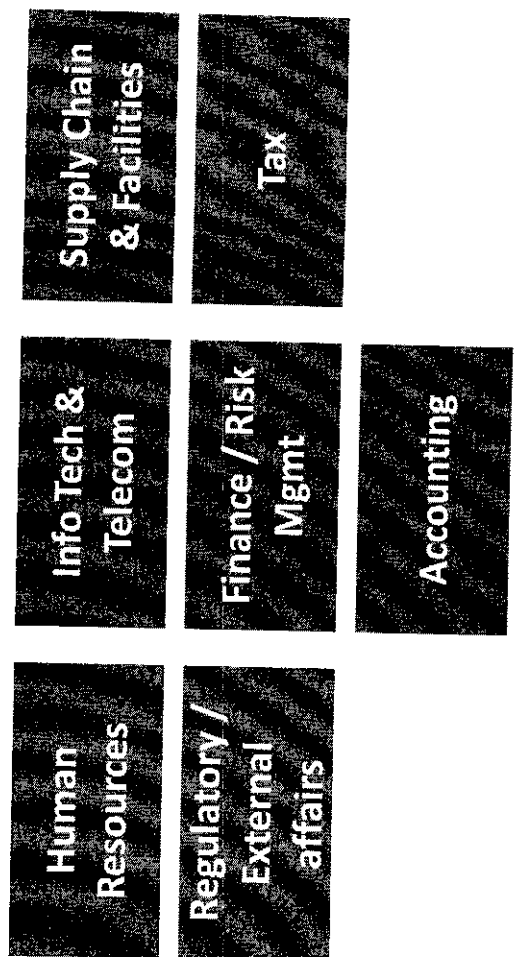
Groups of Dominion and Questar officers, senior managers, and other employees are aligned to plan, organize, coordinate, and execute organizational alignment



## Operations teams



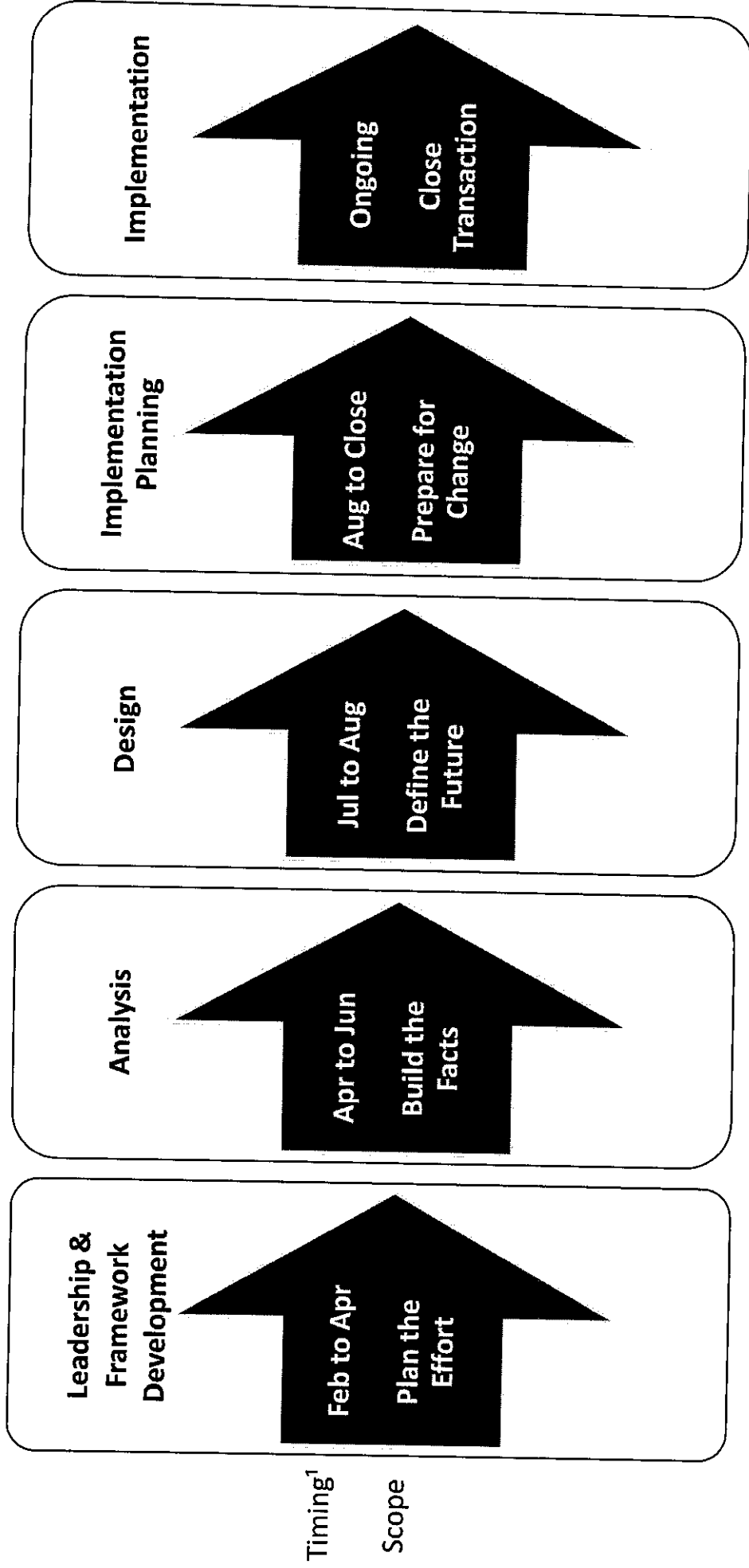
## Shared services teams



# THE INTEGRATION PROCESS

## A sequential and staged approach to design and execution

*Integration efforts will occur thoughtfully to maintain consistent, safe, reliable, and cost-effective service*



Timing<sup>1</sup>

Scope

<sup>1</sup> Timing is approximate and stages will have some overlap

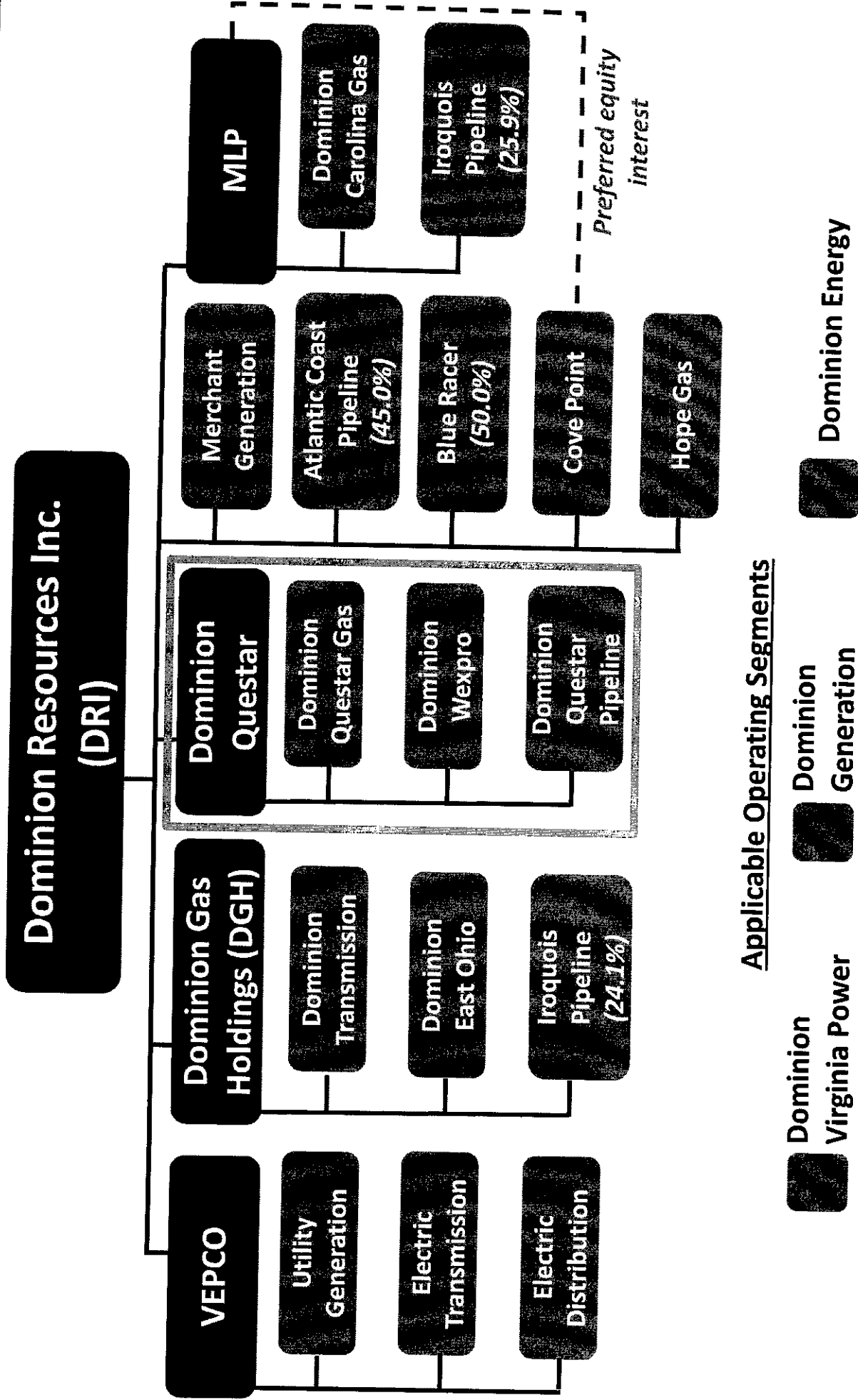
**Key Stages**

## MERGER RELATED COSTS

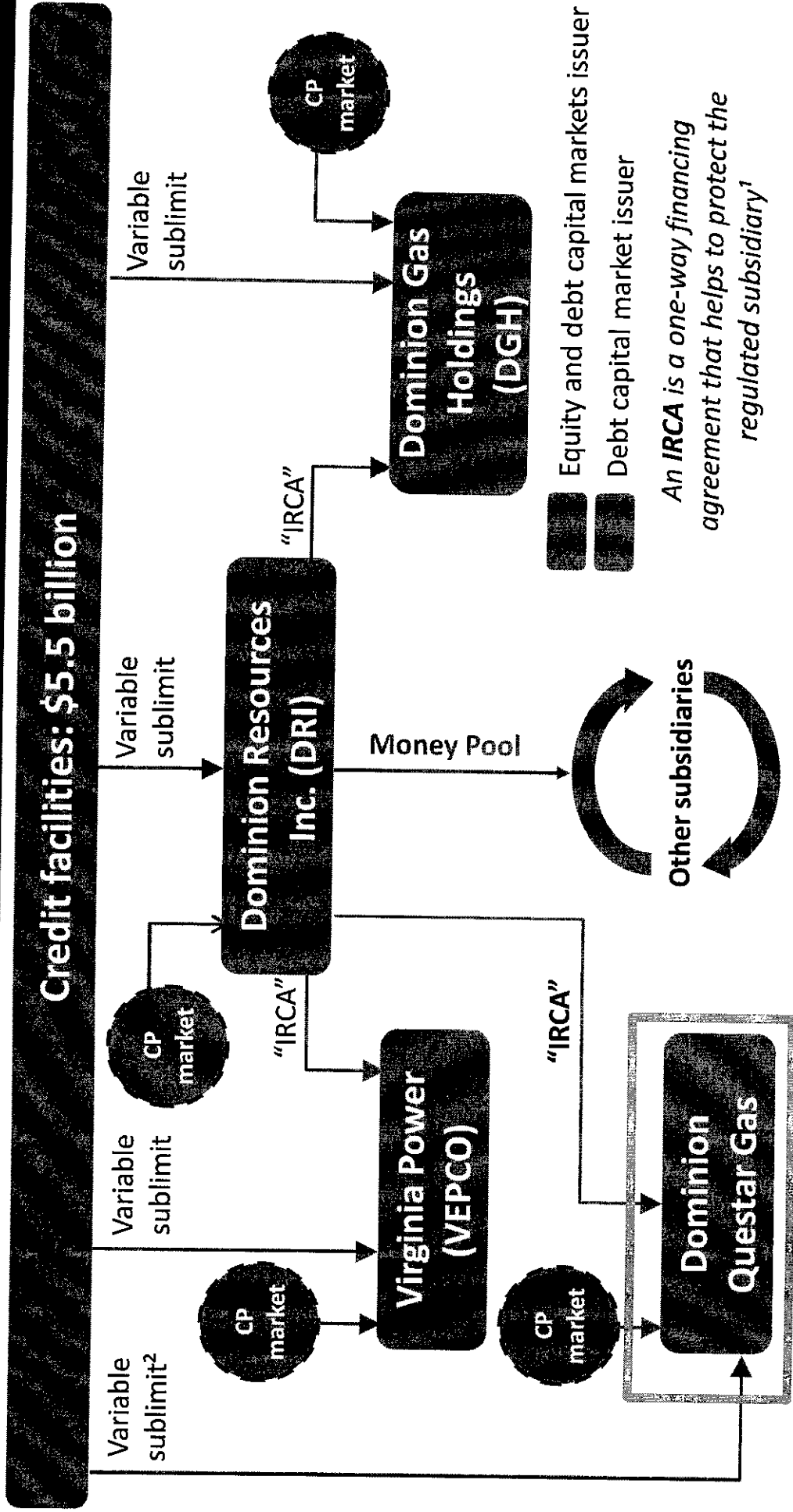
- ✓ **Transaction costs**
  - *Financial advisor and legal fees, goodwill, etc.*
  - *Company will not seek cost recovery for transaction costs*
- ✓ **Transition costs**
  - *Integration of systems, changes to duplicative costs, severance payments, etc.*
  - *Proposed deferral of transition costs if net benefit can be shown*
- ✓ **All costs remain subject to prudency review during rate proceedings**



# DOMINION'S PRO FORMA STRUCTURE



# HOW WILL DOMINION QUESTAR GAS BE FINANCED?



**Dominion Questar Gas will have adequate short-term liquidity and the ability to access debt capital markets as a standalone issuer for long-term funding needs**

<sup>1</sup> IRCA = Intercompany revolving credit agreement

<sup>2</sup> Addition of Questar Gas as a direct borrower to existing facilities requires lender consent; upon receipt CP program will be established

## **HOW WILL DOMINION QUESTAR GAS BE “RING-FENCED”?**

- ✓ **DRI and affiliates will not be able to borrow funds from Dominion Questar Gas (“IRCA”)**
- ✓ **Maintain status as a standalone issuer of long-term debt**
- ✓ **Maintain current debt and equity capital ratios**
- ✓ **Maintain credit metrics that support strong investment-grade credit ratings**
- ✓ **Maintain issuer credit ratings from independent credit rating agencies**
- ✓ **Standalone audited financial statements (books and records maintained in SLC)**
- ✓ **Maintain as a separate and distinct legal entity**
- ✓ **Maintain Utah Commission oversight of Dominion Questar Gas dividends**
- ✓ **Appoint a member of Questar’s Board of Directors to Dominion’s Board of Directors**

# HOW WILL DOMINION FINANCE THE MERGER?

## At Announcement

Existing Credit Facility	\$0.50
Bridge Commitment	\$2.70
Term Loan Commitment	\$1.20

## Prior to Closing

DRI Senior Notes	\$1.45
Mandatory Convertible (converts to equity)	\$1.25
D equity (complete)	\$0.50
Term Loan Commitment	\$1.20

## At Closing

DRI Senior Notes	\$1.45
Mandatory Convertible (converts to equity)	\$1.25
D Equity (complete)	\$0.50
<u>Funded</u> Term Loan (364 day)	\$1.20

## Permanent Financing

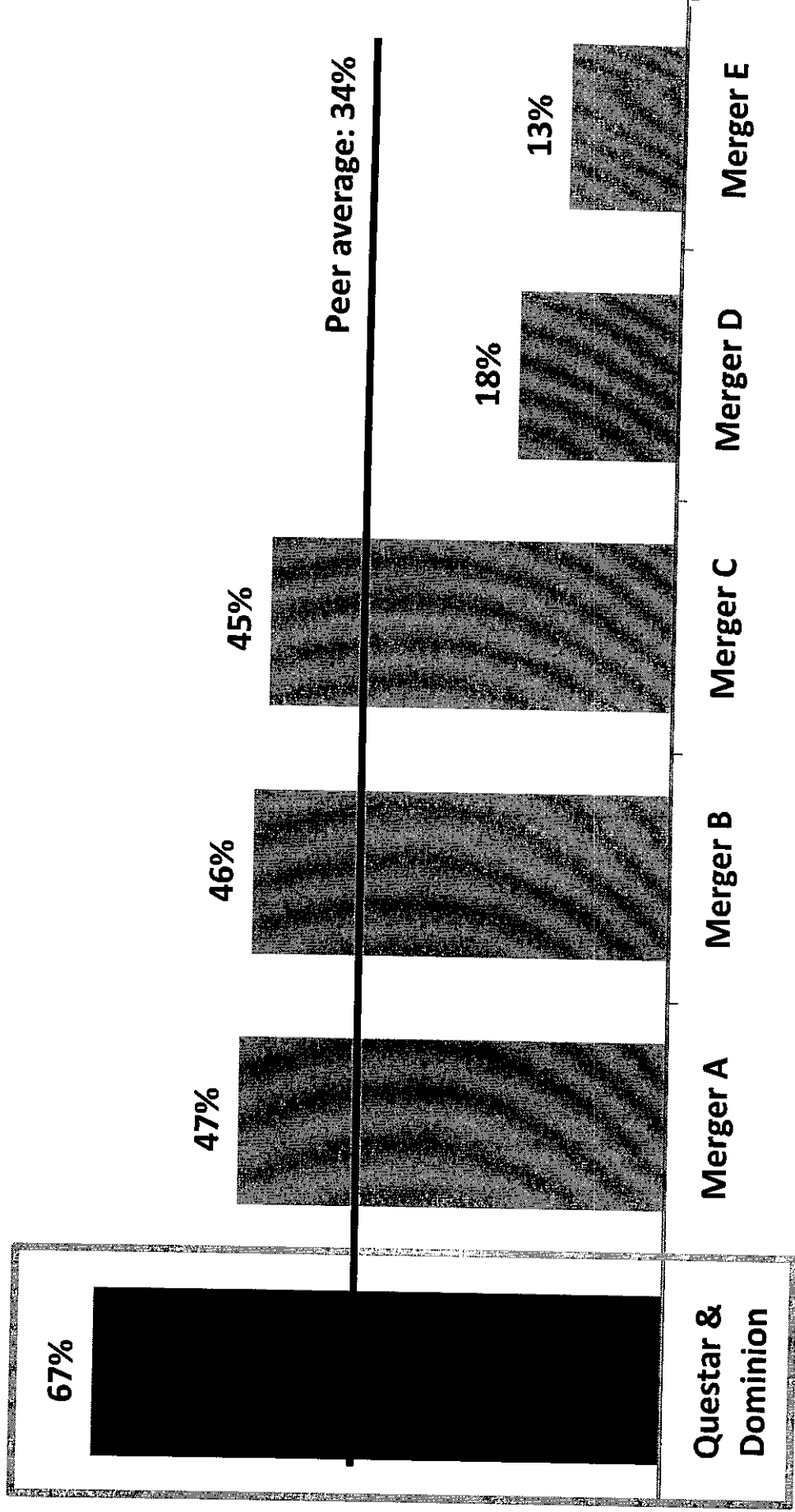
DRI Senior Notes	\$1.45
Mandatory Convertible (converts to equity)	\$1.25
D Equity (complete)	\$0.50
MLP Drop Proceeds (Equity funded)	\$1.20

**Equity content of 67%**

Note: All amounts in \$ billion

# HOW DOES DOMINION'S MERGER FINANCING COMPARE TO OTHER RECENT UTILITY MERGERS?

Percentage of merger consideration initially funded with equity/equity-linked securities



# HOW DO THE CREDIT AGENCIES EVALUATE DOMINION AND QUESTAR GAS?

## Methodology

## Ratings<sup>1</sup>

**Moody's**

A2 Questar Gas (affirmed), VEPCO, DGH

Rating based on credit worthiness of issuer

A3 —

Baa1 —

Baa2 DRI

**Fitch**

A VEPCO

Rating based on credit worthiness of issuer

A- DGH

BBB+ DRI

Not rated Questar Gas

**S&P**

A Questar Gas (current)

Issuer Rating:  
Rating based on credit worthiness of consolidated group

BBB+ Questar Gas (expected), VEPCO, DGH

BBB DRI

a Questar Gas (current and expected)

Anchor Rating:  
Rating based on credit worthiness of issuer

a- DRI, VEPCO

bbb DGH

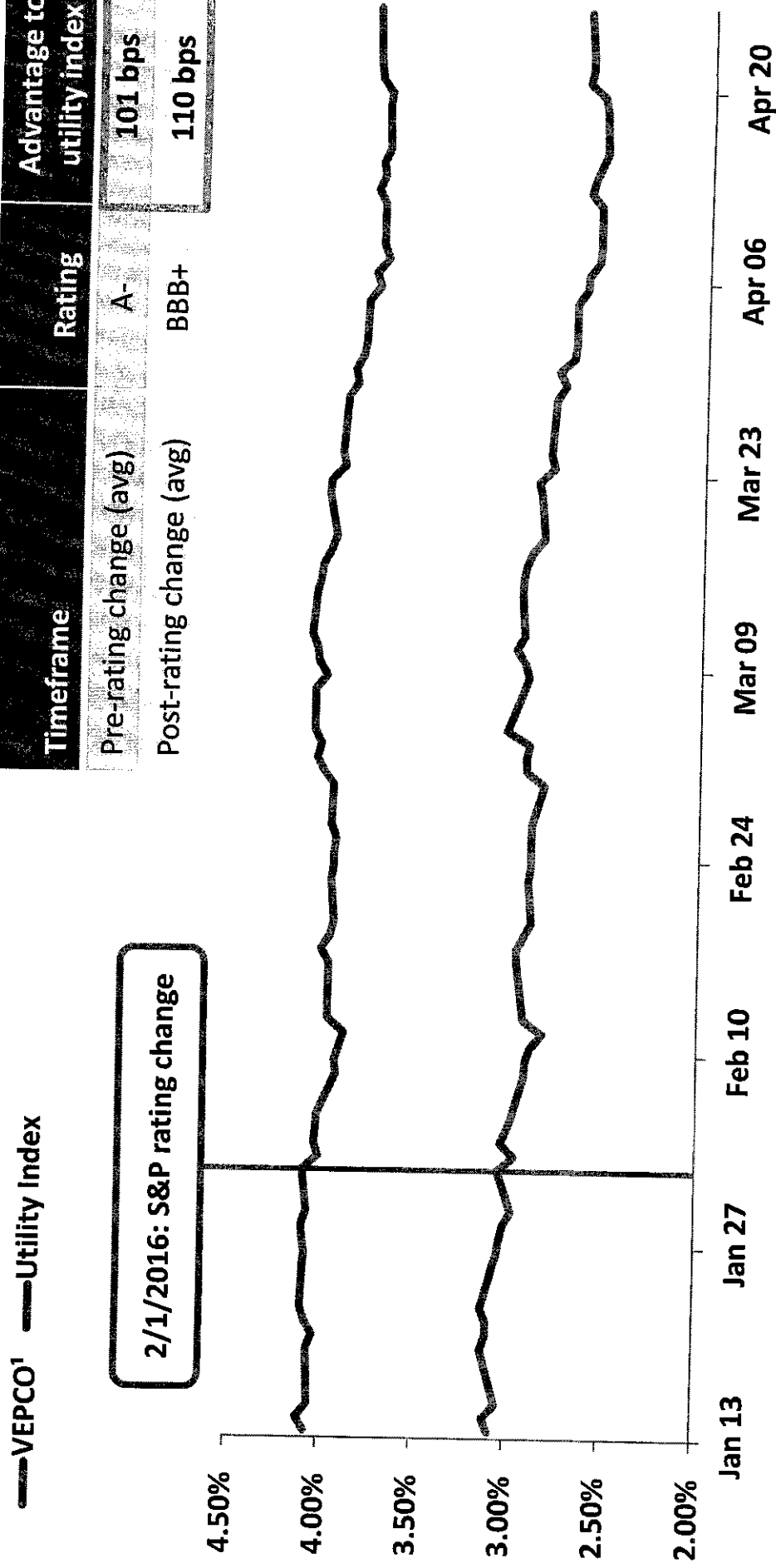
<sup>1</sup> Senior Unsecured ratings

Note: Dominion intends to solicit a Fitch rating for Questar Gas

# QUESTAR AND DOMINION BORROWING COSTS IN CONTEXT

## Impact of change in Dominion Resources' S&P consolidated rating

Timeframe	Rating	Advantage to utility index
Pre-rating change (avg)	A-	101 bps
Post-rating change (avg)	BBB+	110 bps



The change in rating at VEPCO (driven by S&P's strict consolidated family method) had a limited impact on VEPCO's absolute and relative debt yields

<sup>1</sup> VEPCO bond maturing in January 2026

# QUESTAR AND DOMINION BORROWING COSTS IN CONTEXT

## Recent (2013) regulated subsidiary long-term debt issuance

Issuer	Issuance date	Moody's rating <sup>1</sup>	S&P rating <sup>1</sup>	Issue size	Spread (bps)	Comparison to Q Gas
VEPCO	1/3/2013	A3	A-	\$500M	+93.0	27 bps lower
VEPCO	8/12/2013	A3	A-	\$585M	+95.0	25 bps lower
DGH	10/17/2013	A3	A-	\$400M	+112.0	8 bps lower
Questar Gas	12/20/2013	A3	A	\$90M	+120.0	—
<b>Average</b>						<b>20 bps lower</b>

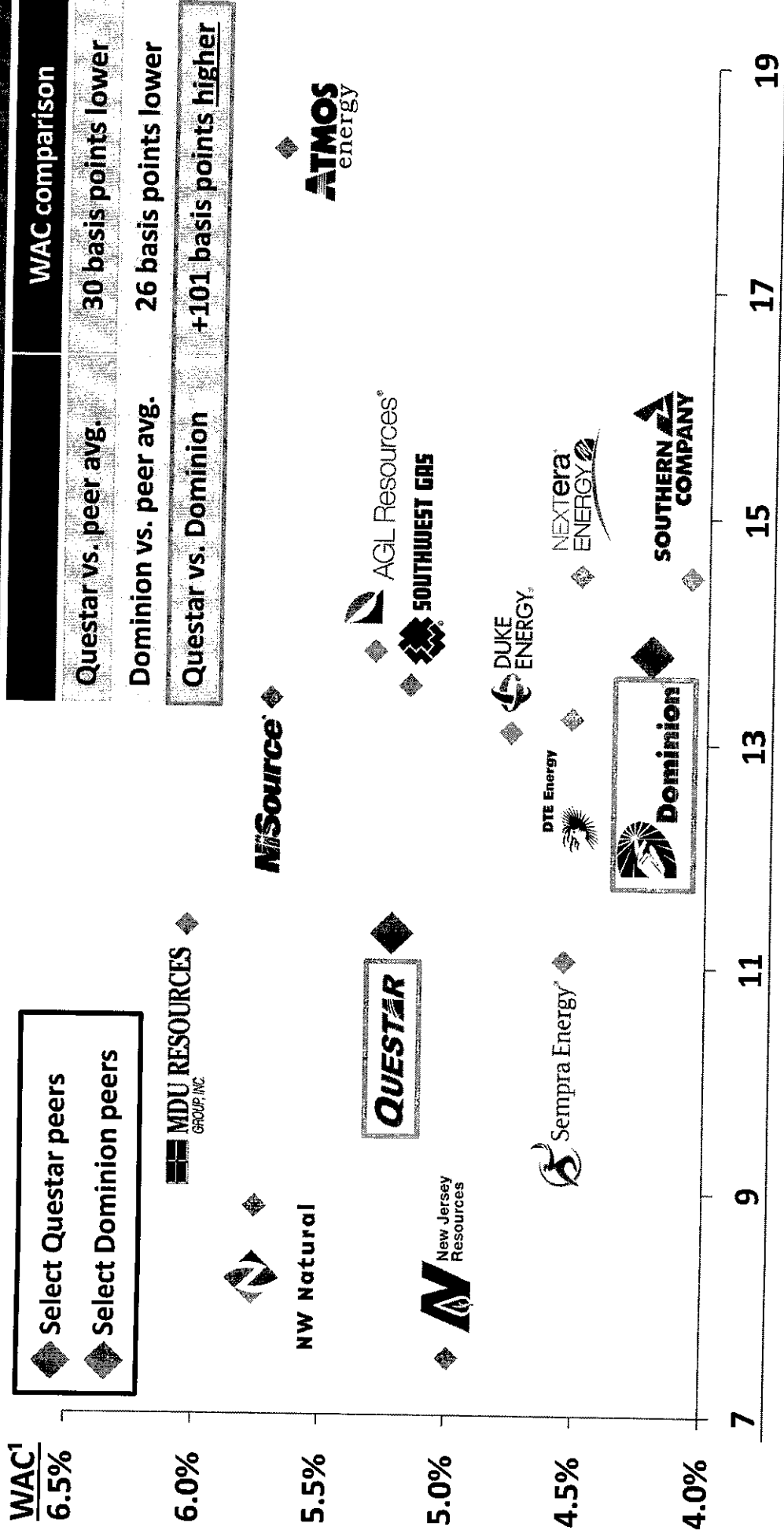
**Dominion subsidiaries priced debt 20 basis points cheaper (on average) than Questar Gas despite identical Moody's ratings and lower S&P ratings**

<sup>1</sup> Represent ratings at time of issuance in 2013



# QUESTAR AND DOMINION BORROWING COSTS IN CONTEXT

Weighted-average cost of debt and weighted-average life of debt of select utility companies



WAC comparison	
Questar vs. peer avg.	30 basis points lower
Dominion vs. peer avg.	26 basis points lower
Questar vs. Dominion	+101 basis points higher

WAL<sup>2</sup> (years)

Source: Bloomberg

<sup>1</sup> Weighted-average cost of debt based on coupon of funded debt

<sup>2</sup> Weighted-average life of debt based on remaining duration of funded and unfunded debt

# COMMON FOCUS ON CUSTOMERS AND STAKEHOLDERS

Questar and Dominion are similar in their approach to formulating policies and plans in customer and stakeholder processes

Process	Questar	Dominion
Integrated Resource Planning	✓	✓
Energy efficiency collaboration	✓	✓
Gas hedging program	✓	✓
Infrastructure replacement programs	✓	✓
Other examples	Wexpro II	Off-shore Wind

# **DOMINION AND QUESTAR—A COMMON REGULATORY PHILOSOPHY**

**Transparency**

**Collaboration**

**Open Communication**

**Local Management**

**EXHIBIT \_\_\_\_ (LK-4)**

- DPU 6.32      Reference Joint Notice and Application ¶ 59g p. 31.
- a.      Please explain how Dominion plans to “reduce administrative and operations and maintenance expenses incurred by Dominion Questar Gas” and provide a timeline for the implementation of this plan.
  - b.      Please explain if there has been any analysis or studies completed to quantify the potential costs and benefits to ratepayers due to Dominion’s plans reduce administrative and operations and maintenance expenses incurred by Dominion Questar Gas.
  - c.      If so, please provide all relevant documents including how costs and benefits to ratepayers in those areas were quantified.
  - d.      If any costs will be incurred, please explain when these costs would be expected to show up in rates.

Answer:      a.-d.      See the testimony of Fred G. Wood, III at pages 10-11 in Joint Application Exhibit 6.0 and slide 14 of the Joint Applicants’ presentations at the April 28<sup>th</sup> and 29<sup>th</sup> technical conferences in Utah and Wyoming respectively. See also the responses to DPU 4.01 and OCS 2.15.

Prepared by:      Lisa S. Booth, Deputy General Counsel, Dominion Resources Services, Inc.

**EXHIBIT \_\_\_\_ (LK-6)**

**Revenue Requirements**

OCS 2.27 Please describe in detail how Dominion Questar Gas proposes to reflect any costs and synergy savings in future general rate cases.

Answer: The Company is planning to file its next general rate case in Utah on July 1, 2016. The forecasted test period in this rate case will be based on projected costs absent any merger. To the extent savings or synergy savings are identified in this docket, regulatory adjustments will be made to reflect these cost reductions, as appropriate. In future rate cases, any reductions in costs or synergy savings would be identified through the normal regulatory process.

Prepared by: Kelly Mendenhall, General Manager Regulatory Affairs, Questar Gas Company

OCS 3.13 Refer to the response to OCS 2.27. Please indicate whether Questar Gas plans to remove all transition costs from its next general rate case filing in Utah. If so, please describe in detail its plans to identify and quantify these transition costs given that it cannot identify the costs or track them at this time, according to its response to OCS 2.12 and OCS 2.13.

Answer: The next general rate case will be filed in Utah on July 1, 2016. The base data to develop a test period in this case will be the actual revenue, expenses and rate base as of March 31, 2016. As indicated in OCS 3.09, Questar has incurred no transition costs to date, thus there will be no transition costs included in the next case. Any transition costs included in the following general rate case will only be included to the extent they are a part of the Commission approved deferred accounting asset.

Prepared by: Kelly Mendenhall, General Manager Regulatory Affairs, Questar Gas Company



**EXHIBIT \_\_\_\_ (LK-7)**

**Merger Accounting**

OCS 2.12 Please provide the Joint Applicants' working definition of transition costs and list each such cost that falls within this definition (the response to DPU 3.08 only provides examples and does not provide a comprehensive list). Explain why the Applicants believe each such cost should be considered a transition cost and not a transaction cost. In addition, describe the manner in which transition costs will be incurred and recorded by each relevant entity, including charges to and from other affiliates. Provide and describe the FERC accounts/subaccounts that will be used for these purposes and the costs that will be recorded in each such account/subaccount.

Answer: Dominion and Questar are currently in the transition process, in which the kinds of details of transition costs requested above are being developed. At this time, it is not possible to identify with specificity all transition costs beyond the examples that were provided in response to DPU 3.08. It is Dominion's and Questar's expectation that as we move through the transition process, the details of costs, how the costs fall into the "transition cost" category, accounting details (FERC account and sub accounts to which they may be charged) will be developed as part of the transition process.

Prepared by: Thomas Wohlfarth, Senior Vice President, Regulatory Affairs, Dominion Resources Services, Inc.

**Merger Accounting**

OCS 2.13 Refer to page 2 of the Application wherein it states, “Questar Gas requests the Commission to issue an accounting order authorizing it to defer transition costs incurred in connection with the merger, if it chooses to do so, for later recovery if deemed appropriate by the Commission.” Refer also to similar language in the direct Testimony of Mr. Wood at page 15, lines 372-374.

- a. Provide a detailed description of the Company’s proposal to defer and track such costs for purposes of possible later recovery. Address both capital expenditures and expenses.
- b. Identify and describe each “transition” cost contemplated for deferral.
- c. Please confirm that synergy savings would be deferred as a regulatory liability or otherwise applied to reduce any costs deferred as a regulatory asset.
- d. Refer to response to DPU 4.09 wherein the Applicants state that Questar Gas “will only seek recovery of such transition costs to the extent that it can demonstrate that such costs result in a net benefit to customers.” Please provide the proposed methodology for the calculation of the “net benefit.”

- Answer:
- a. Please refer to response to OCS 2.12. The details around transition cost identification and deferral will be developed as part of the transition process.
  - b. Please see the responses to DPU 3.08 and OCS 2.12.
  - c. It is our expectation that any “synergy savings” would be flowed to customers through rates based on lower test year costs in a subsequent rate case. Such lower costs would have the effect of mitigating any transition costs deferred as a regulatory asset and pursuant to the merger commitments, no transition costs will be recoverable unless the company can demonstrate that such costs result in a net benefit to customers.
  - d. The methodology for calculating the net benefit will be developed as part of the transition process.

Prepared by: Thomas Wohlfarth, Senior Vice President, Regulatory Affairs, Dominion Resources Services, Inc.

DPU 3.08      The application indicates that the Dominion Questar may defer “transition” costs associated with the merger and may seek to recover these costs in the future. Please clarify and list the specific costs that would be considered transition costs.

Answer:        Transition costs are generally expenditures resulting from the preparation and implementation of activities necessary to integrate the purchased entity into the acquiring entity. Examples of transition costs include but are not limited to the integration of financial, IT, human resource, billing, accounting, and telecommunications systems. Other costs could include severance payments to employees, changes to signage, and changes to employee benefit plans, costs to terminate any duplicative leases, contracts and operations, etc. The Company has asked the Commission for approval to create a deferred asset account to track transition costs.

Prepared by: Kelly Mendenhall, General Manager Regulatory Affairs, Questar Gas Company

**EXHIBIT \_\_\_\_ (LK-8)**

**Merger Accounting**

OCS 2.06 Please provide the Joint Applicants' working definitions of goodwill and acquisition premium and describe the manner in which goodwill and/or acquisition premium will be calculated and recorded for each relevant entity, including the FERC accounts/subaccounts that will be used for this purpose. If the two terms are not considered interchangeable, then please differentiate the terms and the costs that are considered goodwill versus the costs that are considered acquisition premium.

Answer: As defined in Accounting Standards Codification Topic 805, *Business Combinations*, goodwill is an asset representing the future economic benefits arising from other assets acquired in a business combination that are not individually identified and separately recognized. The terms goodwill and acquisition premium are used interchangeably for ratemaking purposes. Goodwill will not be determined until the closing date of the transaction at which time it will be based on the fair value of Questar's identifiable assets and liabilities as determined by a third party valuation. As stated in the Joint Application, Dominion Questar Gas will not seek recovery of any acquisition premium (goodwill) cost or transaction costs associated with the Merger from its customers. Dominion will not record any portion of the cost to acquire or any purchase price allocation adjustments (including goodwill) associated with the Merger on Dominion Questar Gas' books and is planning to make the required accounting entries associated with the Merger on that basis.

Following the transfer of Questar Pipeline Company to Dominion Midstream, which is subject to Dominion Midstream's Board Approval, Dominion Midstream's US GAAP financial statements will be required to reflect goodwill of Questar Pipeline Company at Dominion's basis on the date of the sale as the acquisition will be considered a reorganization of entities under common control. As a result, Dominion Midstream's basis in Questar Pipeline Company will equal Dominion's cost basis in the assets and liabilities of Questar Pipeline Company.

Prepared by: Susan E. Monks, Accounting Specialist, Dominion Resources Services, Inc.

**EXHIBIT \_\_\_\_ (LK-9)**

**Merger Accounting**

OCS 2.08 Please provide the Joint Applicants' working definition of fair value as that term is used in the quantification of goodwill and/or acquisition premium and describe the manner in which the fair value will be calculated and recorded for each relevant entity, including the FERC accounts/subaccounts that will be used for this purpose.

Answer: As defined in Accounting Standards Codification Topic 820, *Fair Value Measurement*, fair value is "the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date." The fair value of Questar's identifiable assets and liabilities will be determined by a third party valuation performed in accordance with the American Institute of Certified Public Accountants Valuation Standards. Please see the response to OCS 2.06.

Prepared by: Susan E. Monks, Accounting Specialist, Dominion Resource Services, Inc.



**EXHIBIT \_\_\_\_ (LK-10)**

Wpsc 1.23 Referencing CIR 1.24, please provide in detail any changes to Questar's ADIT that will result from the Merger that may have an effect on the ADIT balance.

Answer: Detailed changes to Questar Gas Company's ADIT balance as a result of the Merger are not yet available; however, the following discussion identifies where changes in the ADIT balances may be required as a result of the Merger.

Dominion intends to acquire the stock of Questar Corporation. In a stock acquisition, the historical tax bases of the acquired assets and assumed liabilities of Questar Corporation, including its subsidiary Questar Gas Company, generally carry over to Dominion. As a stock transaction Dominion does not anticipate any effect on the existing ADIT balances at Questar Gas Company as a result of the Merger. Questar Gas Company may have net operating losses (NOLs), credit carryforwards, or other relevant tax attributes which will also carry over to Dominion as part of the acquisition, although the ability to utilize the acquired tax attributes may be limited post-acquisition.

Dominion will be required to obtain a valuation performed under Accounting Standards Codification 805, *Business Combinations*, to reflect the fair value of Questar Corporation's assets and liabilities; however, Dominion is not required to push down the fair value to Questar Corporation's subsidiaries, including Questar Gas Company. Conversely, Dominion may be required to adjust the financial accounting basis of acquired assets and liabilities to conform Questar Gas Company's accounting policies to those of Dominion. To the extent that the financial accounting basis of an asset or liability, for which a future taxable or deductible temporary difference exists, is adjusted, deferred tax liabilities or deferred tax assets will be adjusted to account for an increase or decrease in the temporary difference associated with the financial statement account.

Prepared by: Jonathan Bass, Senior Tax Consultant, Dominion Resources Services

**Intended for Dominion:**

WPSC 2.03.3 Please explain the potential impact, advantages and disadvantages to Dominion Questar Gas customers of selling the Questar Pipeline Company to the Dominion Midstream Limited Partnership rather than retaining Questar Pipeline Company under Dominion Questar Corporation.

Answer: Dominion does not expect there to be any disadvantages to Dominion Questar Gas customers as a result of the contribution of Questar Pipeline Company to DM. The operations and services provided by Questar Pipeline Company are not expected to change as a result of the transaction. While not quantifiable at this time, Dominion expects that Dominion Questar Gas customers could stand to benefit over time from having a large, well capitalized parent company which maintains diverse and attractive capital markets access in the bond, equity, and MLP equity markets (the latter access being supported by the contribution of the Questar Pipeline Company business).

Prepared by: Steven D. Ridge, Director, M&A, Dominion Resources Services, Inc.

**EXHIBIT \_\_\_\_ (LK-11)**

**Merger Accounting**

OCS 2.10 Please provide the Joint Applicants' working definition of transaction costs and list each such cost that falls within this definition (the response to DPU 3.07 only provides examples and does not provide a comprehensive list). In addition, describe the manner in which transaction costs will be incurred and recorded by each relevant entity, including charges to and from other affiliates. Provide and describe the FERC accounts/subaccounts that will be used for these purposes and the costs that will be recorded in each such account/subaccount.

Answer: The costs listed in DPU 3.01 and OCS 2.24 are an all-inclusive list of what Questar Corporation has currently identified as transaction costs. These costs will be incurred by Questar Corporation in account 9302 (non-allocated G&A). These costs will not be charged to any subsidiaries and as a result all of these costs will be borne by shareholders and not customers.

In addition to the estimated transaction costs listed in DPU 3.01, the following estimated transaction costs have been identified by Dominion. These costs will not be passed down to any Questar affiliate.

Legal expenses –estimated	\$ 1.5*
Merger –related Financing Costs	<u>70.0- 90.0*</u>
	\$71.5- 91.5

Note: All dollar amounts listed are in millions.

\*These costs are estimated based on information currently available and are subject to change.

Prepared by: Kelly Mendenhall, General Manager, Regulatory Affairs, Questar Gas Company and Sharon L. Burr, Deputy General Counsel, Dominion Resources

**Merger Costs, Integration Activities, and Savings**

OCS 2.24 Refer to the response to DPU 3.01. Please provide a more detailed analysis of these estimated transaction costs. In your response, please indicate whether the “legal” costs include the costs of the regulatory proceedings in Utah, Wyoming, Idaho, among others.

Answer: Financial advisory services are the costs paid for investment banking fees to broker the Merger. Legal expenses are the costs paid for third party law firms to broker the merger and costs associated with the shareholder lawsuits. These expenses do not include third party legal costs for regulatory proceedings in Utah, Wyoming and Idaho. Acceleration of financing costs include the costs of a Questar Corporation debt financing that was cancelled due to the Merger. Miscellaneous costs include the costs to prepare the proxy filing and shareholder vote. These could include printing costs, third party consultant costs, etc.

Prepared by: Kelly Mendenhall, General Manager Regulatory Affairs, Questar Gas Company

DPU 3.01 Page 15 of the Questar 10-K report indicates that the Company expects to incur significant cost associated with the merger for financial advisory services, legal services, revaluation of share-based compensation and acceleration of executive compensation. Please provide an estimate of the total cost to be incurred due to the proposed merger.

Answer: The following estimated costs will be paid by Questar Corporation and will not be passed down to Questar affiliates.

Financial advisory services	\$ 21.5
Legal expenses – estimated up to	5.0*
Acceleration of financing costs	2.2
Miscellaneous (proxy filing, shareholder vote, etc.)	2.0
Total	<u>\$30.7</u>

*Note:* All amounts listed as in millions.

\* The legal costs are estimated based upon the information currently available but could be higher depending on shareholder lawsuits.

Potential acceleration of executive compensation costs cannot be estimated at this time due to uncertainty of variables and assumptions required to reasonably calculate any such potential costs.

Prepared by: Dave Curtis, Vice President and Controller, Questar Corporation

DPU 3.07      The application indicates that the Dominion Questar will not seek to recover “transaction” costs associated with the merger. Please clarify and list the specific costs that would be considered transaction costs.

Answer:        Transaction costs include costs incurred to complete the acquisition of the equity interests, including the costs of bringing the merging entities into agreement and obtaining approvals for the Merger, such as legal, regulatory and investment banking fees. For example, the following transaction costs are identified in the response to DPU 3.01: financial advisory services, legal expenses and miscellaneous expenses (proxy filing, shareholder vote, etc.).

Prepared by: Kelly Mendenhall, General Manager Regulatory Affairs, Questar Gas Company



**EXHIBIT \_\_\_\_ (LK-12)**

**Merger Accounting**

OCS 2.11 Please confirm that transaction costs will not be recorded on the accounting books of Questar Gas, or, if they are, they will be charged to and reimbursed either by Questar Corporation or Dominion Resources, Inc.

Answer: Please see the response to OCS 2.10. No transactions costs will be recorded on the accounting books of Questar Gas.

Prepared by: Dave Curtis, Vice President and Controller, Questar Corporation

WPSC 1.05 In the event Dominion and Questar complete the Merger, how will the transaction costs be allocated between Dominion and Questar (including any adverse rulings for shareholder lawsuits)? Conversely, if Dominion and Questar are unable to complete the Merger, how will the transaction costs be allocated between Dominion and the new Dominion Questar?

Answer: Any transaction costs related to the Merger will be incurred and expensed at the respective Questar Corporation and Dominion corporate level and will not be passed down to Questar affiliates. In the event that the Merger is terminated, the costs will be borne by the acquirer or acquiree as specified in Section 7.3 of the Agreement and Plan of Merger between Dominion and Questar. To the extent Questar Corporation pays a termination fee, these costs will be kept at the parent level and not passed down to the subsidiaries.

Prepared by: Dave Curtis, Vice President and Corporate Controller, Questar Corporation, and Steven D. Ridge, Director - Financial Analysis, Dominion Resources Services, Inc.

**EXHIBIT \_\_\_\_ (LK-13)**

**Merger Accounting**

OCS 2.12 Please provide the Joint Applicants' working definition of transition costs and list each such cost that falls within this definition (the response to DPU 3.08 only provides examples and does not provide a comprehensive list). Explain why the Applicants believe each such cost should be considered a transition cost and not a transaction cost. In addition, describe the manner in which transition costs will be incurred and recorded by each relevant entity, including charges to and from other affiliates. Provide and describe the FERC accounts/subaccounts that will be used for these purposes and the costs that will be recorded in each such account/subaccount.

Answer: Dominion and Questar are currently in the transition process, in which the kinds of details of transition costs requested above are being developed. At this time, it is not possible to identify with specificity all transition costs beyond the examples that were provided in response to DPU 3.08. It is Dominion's and Questar's expectation that as we move through the transition process, the details of costs, how the costs fall into the "transition cost" category, accounting details (FERC account and sub accounts to which they may be charged) will be developed as part of the transition process.

Prepared by: Thomas Wohlfarth, Senior Vice President, Regulatory Affairs, Dominion Resources Services, Inc.

DPU 3.08      The application indicates that the Dominion Questar may defer “transition” costs associated with the merger and may seek to recover these costs in the future. Please clarify and list the specific costs that would be considered transition costs.

Answer:      Transition costs are generally expenditures resulting from the preparation and implementation of activities necessary to integrate the purchased entity into the acquiring entity. Examples of transition costs include but are not limited to the integration of financial, IT, human resource, billing, accounting, and telecommunications systems. Other costs could include severance payments to employees, changes to signage, and changes to employee benefit plans, costs to terminate any duplicative leases, contracts and operations, etc. The Company has asked the Commission for approval to create a deferred asset account to track transition costs.

Prepared by: Kelly Mendenhall, General Manager Regulatory Affairs, Questar Gas Company

**Merger Accounting**

OCS 2.13 Refer to page 2 of the Application wherein it states, “Questar Gas requests the Commission to issue an accounting order authorizing it to defer transition costs incurred in connection with the merger, if it chooses to do so, for later recovery if deemed appropriate by the Commission.” Refer also to similar language in the direct Testimony of Mr. Wood at page 15, lines 372-374.

- a. Provide a detailed description of the Company’s proposal to defer and track such costs for purposes of possible later recovery. Address both capital expenditures and expenses.
- b. Identify and describe each “transition” cost contemplated for deferral.
- c. Please confirm that synergy savings would be deferred as a regulatory liability or otherwise applied to reduce any costs deferred as a regulatory asset.
- d. Refer to response to DPU 4.09 wherein the Applicants state that Questar Gas “will only seek recovery of such transition costs to the extent that it can demonstrate that such costs result in a net benefit to customers.” Please provide the proposed methodology for the calculation of the “net benefit.”

- Answer:
- a. Please refer to response to OCS 2.12. The details around transition cost identification and deferral will be developed as part of the transition process.
  - b. Please see the responses to DPU 3.08 and OCS 2.12.
  - c. It is our expectation that any “synergy savings” would be flowed to customers through rates based on lower test year costs in a subsequent rate case. Such lower costs would have the effect of mitigating any transition costs deferred as a regulatory asset and pursuant to the merger commitments, no transition costs will be recoverable unless the company can demonstrate that such costs result in a net benefit to customers.
  - d. The methodology for calculating the net benefit will be developed as part of the transition process.

**EXHIBIT \_\_\_\_ (LK-14)**



**Merger Accounting**

OCS 2.13 Refer to page 2 of the Application wherein it states, “Questar Gas requests the Commission to issue an accounting order authorizing it to defer transition costs incurred in connection with the merger, if it chooses to do so, for later recovery if deemed appropriate by the Commission.” Refer also to similar language in the direct Testimony of Mr. Wood at page 15, lines 372-374.

- a. Provide a detailed description of the Company’s proposal to defer and track such costs for purposes of possible later recovery. Address both capital expenditures and expenses.
- b. Identify and describe each “transition” cost contemplated for deferral.
- c. Please confirm that synergy savings would be deferred as a regulatory liability or otherwise applied to reduce any costs deferred as a regulatory asset.
- d. Refer to response to DPU 4.09 wherein the Applicants state that Questar Gas “will only seek recovery of such transition costs to the extent that it can demonstrate that such costs result in a net benefit to customers.” Please provide the proposed methodology for the calculation of the “net benefit.”

- Answer:
- a. Please refer to response to OCS 2.12. The details around transition cost identification and deferral will be developed as part of the transition process.
  - b. Please see the responses to DPU 3.08 and OCS 2.12.
  - c. It is our expectation that any “synergy savings” would be flowed to customers through rates based on lower test year costs in a subsequent rate case. Such lower costs would have the effect of mitigating any transition costs deferred as a regulatory asset and pursuant to the merger commitments, no transition costs will be recoverable unless the company can demonstrate that such costs result in a net benefit to customers.
  - d. The methodology for calculating the net benefit will be developed as part of the transition process.

OCS 3.05 Refer to the response to OCS 2.13(c). Please respond to the question that was posed. The question was whether the “synergy savings” would be deferred as a regulatory liability or otherwise applied to reduce any transition costs deferred as a regulatory asset prior to the savings being reflected in a subsequent rate case.

Answer:

.



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### Ocs 3.05

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**vbadmin**  
Administrator

#### Ocs 3.05

#1

05-31-2016, 01:49 PM

Join Date: Oct 2007  
Posts: 2248

Refer to the response to OCS 2.13(c). Please respond to the question that was posed. The question was whether the "synergy savings" would be deferred as a regulatory liability or otherwise applied to reduce any transition costs deferred as a regulatory asset prior to the savings being reflected in a subsequent rate case.

Tags: None

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**vbadmin**  
Administrator

06-10-2016, 03:23 PM

#2

Join Date: Oct 2007  
Posts: 2248

Synergy savings will not be deferred as a regulatory liability but would instead be flowed to customers through rates through lower test year costs in a subsequent rate case. As previously stated, the Commission will decide if, when and how any transition costs would be recovered based on evidence provided in a subsequent rate case, including estimated net benefits to customers.

Prepared by: Thomas P. Wohlfarth, Senior Vice President  
Regulatory Affairs,  
Dominion Resources Services, Inc

Attached Files

OCS 3.05.docx (14.4 KB, 1 view)

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**EXHIBIT \_\_\_\_ (LK-15)**

WPSC 1.21 Please describe any changes in corporate overhead charges and/or cost allocation from Dominion to the Questar regulated entities and Wexpro after the Merger.

Answer: As described in the testimony of Witnesses Farrell and Wood, Questar entities will benefit from efficiencies and economies of scale associated with participating in Dominion's centralized services company model. At this time, Dominion and Questar have not completed the process of identifying the specific corporate functions that would be transferred to a services company to yield such benefits. Presented below are summary descriptions of Questar Corporation's corporate allocation methodology as compared to Dominion's service company model billing method:

*Questar corporate cost allocation – A combination of direct charges and allocations*

Questar Corporation's costs are directly assigned, when possible, by charging affiliates an hourly rate that includes overheads. Any remaining general and administrative costs that cannot be directly assigned are allocated to subsidiaries using the "Distrigas" formula – a weighted average distribution among the subsidiaries based on their relative share of Gross Plant, Gross Revenues and Gross Payroll.

*Dominion services company model – A combination of direct charges and allocations*

Under the services company model, the services company's affiliates are billed at cost. Similar to Questar Corporation, when work is performed for an individual affiliate, services company employees charge hours directly to the affiliate at a standardized hourly rate that includes labor, payroll taxes, and benefits, as well as an estimate for overhead costs necessary to support the service being provided (e.g., administrative and general expenses and infrastructure costs). Any remaining services company costs represent work performed for all affiliates, or specific groups of affiliates (e.g., operating segments), and are billed using methods based on relative attributes of the affiliates. Depending upon the nature of the services company department, these attributes include: headcount, square footage, operations and maintenance costs, number of customers, documents processed, network devices, vehicles, etc.

**Merger Costs, Integration Activities, and Savings**

OCS 2.15 Please provide a copy of all integration/transition studies, analyses, and reports that address the organization, activities, staffing, costs, and/or savings to integrate Questar Corporation, Questar Pipeline, and Questar Gas into the Dominion organization structure. Please provide updates to your response as the integration/transition process proceeds.

Answer: As stated in the Joint Application, Dominion plans to operate Questar Gas and Questar Pipeline in the same manner they operate today. See the presentation provided at the April 28, 2016 Utah Technical Conference for a description of and status update on the integration process. See also the response to WPSC 2.05 for organizational charts showing the legal entity structure of Questar Corporation and its subsidiaries within Dominion, as well as how Questar is expected to be incorporated into Dominion's operating segment and leadership structures. These organizational charts also reflect the only staffing changes made to date. There are no other formal studies, analysis, or reports on the integration to date. Updates will be provided as the integration process proceeds.

Prepared by: Karla Haislip, Merger & Acquisition Project Director, Dominion Resources Services, Inc.

- DPU 6.32 Reference Joint Notice and Application ¶ 59g p. 31.
- a. Please explain how Dominion plans to “reduce administrative and operations and maintenance expenses incurred by Dominion Questar Gas” and provide a timeline for the implementation of this plan.
  - b. Please explain if there has been any analysis or studies completed to quantify the potential costs and benefits to ratepayers due to Dominion’s plans reduce administrative and operations and maintenance expenses incurred by Dominion Questar Gas.
  - c. If so, please provide all relevant documents including how costs and benefits to ratepayers in those areas were quantified.
  - d. If any costs will be incurred, please explain when these costs would be expected to show up in rates.

Answer: a.-d. See the testimony of Fred G. Wood, III at pages 10-11 in Joint Application Exhibit 6.0 and slide 14 of the Joint Applicants’ presentations at the April 28<sup>th</sup> and 29<sup>th</sup> technical conferences in Utah and Wyoming respectively. See also the responses to DPU 4.01 and OCS 2.15.

Prepared by: Lisa S. Booth, Deputy General Counsel, Dominion Resources Services, Inc.



**EXHIBIT \_\_\_\_ (LK-16)**

DPU 4.17 Please provide both concrete examples of practices or policies which the current Dominion Corporation has in place which would benefit the new Dominion-Questar Gas. Which of these examples could not be adopted by Questar Gas absent the merger?

Answer: Dominion has not compared its practices and policies to those of Questar Gas in sufficient detail to identify those that would benefit the new Dominion-Questar Gas. Below are several examples that the companies plan to explore to determine which ones may be of benefit. It is anticipated that the merger will facilitate more robust and timely collaboration and adoption of such beneficial initiatives by Questar Gas in these and other areas than would otherwise be possible absent the merger.

#### **Line Locating Contractor Partnerships**

Dominion has a partnership with its primary line locating contractor to minimize third-party damages via weekly electronic mapping system updates, unconventional locating processes and sharing of lessons learned. The parties are exploring further opportunities to reduce damages via excavation monitoring services and joint root cause investigations.

#### **Diversity Partnerships**

Dominion has implemented a Greater Opportunity (GO) Program designed to increase the participation of minority-owned, women-owned and other small disadvantaged businesses in pipeline construction projects. The program involves bid packages sized for smaller capacity contractors and evaluation and mentoring to develop and expand their business.

#### **Service Company Partnerships**

Dominion has instituted joint Business Unit/Information Technology (IT) strategy and tactical committees charged with assessing and prioritizing IT system development and ensuring business unit subject matter expert support for the design, development, testing and deployment of such systems.

#### **Process Organization**

Dominion's gas distribution operations are organized on a process basis rather than a geographical basis to ensure that processes and procedures are implemented in a consistent manner across the entire service area. Under that

structure, Managers are responsible for a specific business process with local Supervisors for field employees engaged in that process.

### **Outage Response**

Dominion utilizes hydraulic modeling to determine the potential impact of an outage and exports the information to an outage management system that dispatches field personnel to safely shut down and restore affected areas. The system also allows the company to make automated outbound calls to customers informing them of the situation and providing updates as needed.

### **Risk Mitigation**

Dominion conducts annual table top exercises that focus on the internal and external communication needed to respond effectively to significant operating events. Similar exercises are performed with outside parties such as first responders and, depending on the scenario, federal, state and local law enforcement and Department of Homeland Security personnel.

### **Information Technology**

Dominion has multiple systems to manage its compliance responsibilities, dispatch employees to field locations, monitor system operating pressures and support effective project management, among other functions, many of which have been recently redesigned and/or implemented to improve operational effectiveness and cost efficiency.

### **Vacuum Excavation**

Dominion has expanded its use of vacuum excavation technology that significantly reduces the job site footprint, improves crew productivity and results in less noticeable restoration. The technology is utilized for compliance-related activities as well as cutting service lines for inactive or abandoned accounts to improve pipeline and public safety.

See also the response to DPU 4.23 describing Dominion's innovative training and development programs.

Prepared by: Jeffrey A. Murphy, Vice President and General Manager – Dominion East Ohio and Dominion Hope

**EXHIBIT \_\_\_\_ (LK-17)**

DPU 4.24 Please provide a comparison of the outside training of 811, outside contractors, line locators etc., of each Dominion LDC just prior to Dominion's ownership and five years after.

Answer: Prior to the merger of Consolidated Natural Gas Company ("CNG") with Dominion in 2000, CNG pipeline contractors were being trained and qualified for plastic-joining tasks by CNG's gas LDCs' Training Department. In 1999, PHMSA issued its final Operator Qualification ("OQ") rule, and the LDCs began training and qualifying their pipeline contractors.

Post-merger, around 2004, the LDCs evaluated and selected two third-party providers who were authorized to train and qualify contractors. In 2009, Dominion contracted with a vendor to manage data for contractors performing OQ Covered Task work. The partner vendor's process and model allows for authorization of 2<sup>nd</sup> and 3<sup>rd</sup> party evaluators, approved by the signatory Operator companies, to train and qualify contractor employees.

The states of Ohio and West Virginia each have "one call" centers and specific state requirements related to "Call before you dig." While Dominion conducts extensive employee and contractor communications related to the "call before you dig" requirements as well as significant media campaigns targeting the general public, the one-call centers are independent of the Operators and handle their own training.

With regard to Local Emergency Responders (Police/Fire), the Dominion LDCs do the following:

- Both before and after the CNG merger, instructors from the LDCs have visited local fire departments to conduct "Partners in Safety" presentations.
- The LDCs have also hosted large events at our facility where we invite local emergency responders to attend. Topics have included appropriate response to natural gas emergencies, what actions should be taken, what actions should not be taken, what is expected of the fire departments, etc.
- For many years the LDCs have periodically conducted a "Fire School," at which local fire departments are provided training regarding proper natural gas fire-fighting techniques.

- Natural gas safety materials are made available to local emergency responders at the following Web site:  
<https://www.dom.com/residential/dominion-east-ohio/safety/first-responders-and-natural-gas>
- The LDCs also have a vendor partner that hosts annual Damage Prevention and Emergency Response meetings targeting excavators and emergency responders in each of the counties where the LDCs have facilities. There is a formal presentation at each of these meetings, followed by a question and answer session. One or more LDC representatives attend each of these meetings to provide Operator-specific information and responses. There are a total of 19 meetings scheduled for 2016.

Prepared by: Scott A. Yant, Mgr. Gas Safety and Training, The East Ohio Gas Company

**EXHIBIT \_\_\_\_ (LK-18)**

BEFORE THE  
PUBLIC SERVICE COMMISSION OF WISCONSIN

---

Application of Wisconsin Energy Corporation     )  
for Approval of a Transaction by which         )  
Wisconsin Energy Corporation Would Acquire     )     Docket No.:  
All of the Outstanding Common Stock of         )  
Integrus Energy Group, Inc.                     )

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Public Service Commission of Wisconsin  
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**DIRECT TESTIMONY OF  
JOHN J. REED IN SUPPORT OF APPLICATION  
BY WISCONSIN ENERGY CORPORATION**

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**I. INTRODUCTION AND PURPOSE**

Q. Please state your name, affiliation, and business address.

A. My name is John J. Reed. I am Chairman and Chief Executive Officer of Concentric Energy Advisors, Inc. ("Concentric") and CE Capital, Inc. located at 293 Boston Post Road West, Suite 500, Marlborough, Massachusetts 01752.

Q. On whose behalf are you submitting this testimony?

A. I am submitting this testimony on behalf of Wisconsin Energy Corporation ("WEC").

Q. Please describe your educational background and professional experience in the energy and utility industries.

A. I have more than 35 years of experience in the energy industry, and have worked as an executive in, and consultant and economist to, the energy industry. Over the past 26 years, I have directed the energy consulting services of Concentric, Navigant Consulting, and Reed Consulting Group. I have served as Vice Chairman and Co-CEO of the nation's largest publicly-traded consulting firm and as Chief Economist for the nation's largest gas utility. I have provided regulatory policy and regulatory economics support to



1 Q. How might WEC Energy Group generate savings over time?

2 A. Merger-related savings typically accrue over time, and after upfront investment, through  
3 enhanced purchasing power, economies of scale, joint resource planning over a larger and  
4 more diverse system, the documentation, adoption and implementation of best practices,  
5 other efficiencies in operations and maintenance and project management, sharing  
6 administrative and other services over a larger organization, and the improved use of  
7 technology. Some specific areas where merger synergy savings are typically found  
8 include: insurance, shareholder services, professional services (*e.g.*, accounting, legal),  
9 credit facilities, advertising, and supply chain economies (*e.g.*, procurement, inventory,  
10 and contract services).

11 Developing and executing merger integration plans and identifying and realizing  
12 synergy savings is a detailed undertaking which takes time to accomplish, particularly in  
13 strategic mergers like the Transaction.

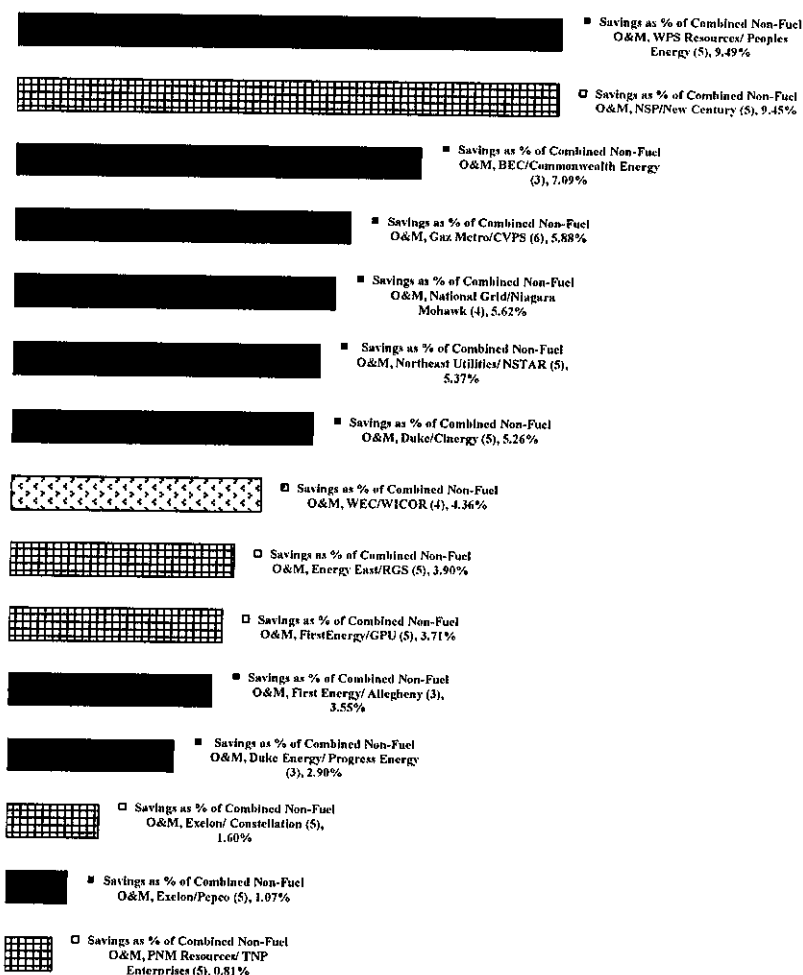
14 Q. What is your view of the merger synergy savings which might be realized from the  
15 Transaction?

16 A. I believe that if it is approved as proposed, the Transaction is likely to generate net  
17 savings in the range of three to five percent of non-fuel O&M of the combined company  
18 after a five to ten year ramp-up period relative to what non-fuel O&M for the Companies  
19 would have been absent the Transaction.

20 While neither the Companies nor I have conducted a detailed analysis of the  
21 potential merger synergy savings specific to the merger of WEC and Integrys, I have  
22 examined the synergy savings attributable to many other mergers. My view on the  
23 savings which might be realized from the Transaction is based on this examination as

1 well as my knowledge of the Companies, their past merger integration activities, and  
2 merger synergy savings generally. Below is a chart showing the non-fuel O&M savings  
3 that were, or were expected to be, achieved in other recent mergers. These savings are  
4 net of the transition-related costs to achieve them which may include various  
5 reorganization and integration costs.

Chart 3: Survey of Historical Synergy Savings



Note: Synergy savings represent steady-state non-fuel O&M savings, net of costs to achieve. Parenthetical after each transaction signifies the assumed number of years necessary to achieve steady-state synergy savings. For mergers represented by checkerboard bars, only cumulative savings data was available and an annual savings value was estimated by taking the average annual savings over the forecast period provided. For the WEC/WICOR merger, synergy savings are actual savings as calculated after the merger was completed, and as filed with the Wisconsin PSC.

As shown in the chart above, expected net savings in non-fuel O&M in recent transactions have a central tendency in the range of 3% to 5% of combined non-fuel O&M. As I noted earlier, savings are realized after upfront investment. The mergers shown in Chart 3 were not expected to typically generate net O&M savings immediately

1 after the merger closed, and those savings were expected to increase to a “steady state”  
2 level over a period of years.

3 In addition to potential non-fuel O&M savings, the Transaction can also be  
4 expected to favorably affect capital expenditures and fuel costs over the longer term.  
5 Capital expenditure savings can occur through the consolidation or avoidance of  
6 spending in areas such as IT systems and call center systems, and fuel savings have been  
7 demonstrated through joint procurement and asset management programs, which could  
8 occur here in gas pipeline and storage initiatives. On the gas side, the combined  
9 company could also be more effective in promoting the development of new pipeline  
10 infrastructure into the region and securing more economical negotiated rates for  
11 transportation services.

12 In considering this information, it is important to recognize that each of WEC and  
13 Integrys has been involved in other mergers which have already yielded merger savings  
14 (in the case of Integrys, recently) and WEC has made post-merger commitments that will  
15 slow the rate at which new merger synergies can be achieved.

16 Q. Why is it reasonable to expect that this level of savings will eventually be achievable for  
17 the WEC Energy Group?

18 A. Both WEC and Integrys have successfully completed integration programs after past  
19 mergers. The Transaction also has characteristics that are consistent with other recent  
20 mergers that had estimated long-term synergies in this range, including the Northeast  
21 Utilities/NSTAR merger. That merger was also not undertaken based on an expectation  
22 of large near-term merger synergies and it expected longer-term) savings of  
23 approximately 5% of non-fuel O&M costs, based on the existence of two overlapping

1 utility services (gas and electric), adjacent service areas, and supportive regulatory  
2 environments. In my opinion, these same characteristics apply to the current Transaction.

3 Q. If these synergies or savings are achieved, will the benefits be seen by the customers of  
4 the operating companies?

5 A. Yes, they will, as these savings are achieved over the longer term. As I mentioned  
6 earlier, there are not immediate rate impacts expected from the merger. However, the  
7 shared services model of the WEC Energy Group (as reflected in the proposed affiliated  
8 interest agreements) will have the effect of eventually reducing administrative costs  
9 across the entire merged company, and each operating company's share of these net  
10 savings will be reflected in their cost of service in future rate filings. My experience with  
11 other mergers also indicates that these savings can help delay the need for future rate  
12 increases. Therefore, each operating company's customers will benefit from the merger,  
13 unlocking savings over the longer term.

14 Q. Has WEC provided any assurances regarding the potential for cross-subsidization within  
15 WEC Energy Group?

16 A. Yes. As I noted earlier in my testimony and as discussed in more detail in Mr. Lauber's  
17 testimony, WEC is seeking the Commission's approval of new affiliated interest  
18 agreements that reflect the merger and allow WEC and Integrys companies, including  
19 WBS, to provide services to one another where it is in customers' best interests to do so.  
20 Further, WEC has proposed no changes to the corporate structure of any of the combined  
21 company's individual operating utilities as a result of the Transaction. Each of the  
22 individual operating utilities will continue to maintain unique capital structures, costs of  
23 capital and financing requirements. These proposals will allow the utilities to benefit

**EXHIBIT \_\_\_\_ (LK-19)**

DPU 2.12 Please provide additional information concerning the \$692 million distribution in 2015 from Dominion Gas Holdings to Dominion Resources. (Dominion Resources 10-K, page 81)

Answer: Dominion Gas Holdings, LLC ("DGH") is a wholly owned operating subsidiary of Dominion Resources, Inc. ("DRI"). DGH was formed in late 2013 for the purpose of providing a financing vehicle for certain of Dominion's regulated gas infrastructure businesses, notably Dominion Transmission, Inc. ("DTI"), East Ohio Gas ("EOG"), and Dominion Iroquois, Inc. Financing those assets in this manner enables investors (and in particular fixed income investors) to obtain additional information that enables them to differentiate their investments between those gas assets and certain other of Dominion's electric utility businesses which are also debt financed independently.

At the time of the creation and inaugural financing of DGH in late 2013, the intention was to bring the equity ratio of DGH, over time, to the appropriate and prudent level for regulated businesses of this nature. This was achieved through a series of debt financings at DGH, the proceeds of which were largely distributed to DRI through dividends or the repayment of intercompany debt. Between an inaugural debt issue at DGH at the time of its creation in 2013 and subsequent debt financings in 2014 and 2015, this plan has largely been achieved, with the equity ratio of DGH going from effectively 100% equity at the time of its creation to an equity ratio of approximately 50.9% (based on a FERC definition that excludes short-term debt) at year-end 2015.

The \$692 million distribution from DGH to DRI in 2015 was the last step in the process outlined above. No distribution is planned from DGH to DRI in 2016, given the target equity capitalization range has been achieved.

There is no intention for Questar Gas Company or its affiliates to be contributed to or otherwise become a subsidiary of DGH, and there is no intention for the financial information or balance sheet of DGH to become directly relevant in future regulatory proceedings involving Questar Gas Company or its affiliates.

Prepared by: Richard M. Davis, Director Finance, Dominion Resources, Services Inc.

DPU 2.13 Please provide additional information concerning the amount of the distributions that have been paid by the operating entities within Dominion Gas Holdings.

Answer: The Dominion-operated subsidiaries of Dominion Gas Holdings, LLC (“DGH”), Dominion Transmission, Inc. (“DTI”) and East Ohio Gas (“EOG”), obtain all funding, beyond operating cash flows, from DGH either as equity capital contributions or intercompany debt. In turn, cash flows of each operating subsidiary are generally swept to DGH each quarter as dividend payments in amounts that support DGH’s quarterly dividend payments to its parent company, Dominion Resources, Inc. Neither DTI nor EOG issue external debt, have public ratings on any of their debt, or have publically available financial statements.

Prepared by: Richard M. Davis, Director Corporate Finance, Dominion Resources Services, Inc.

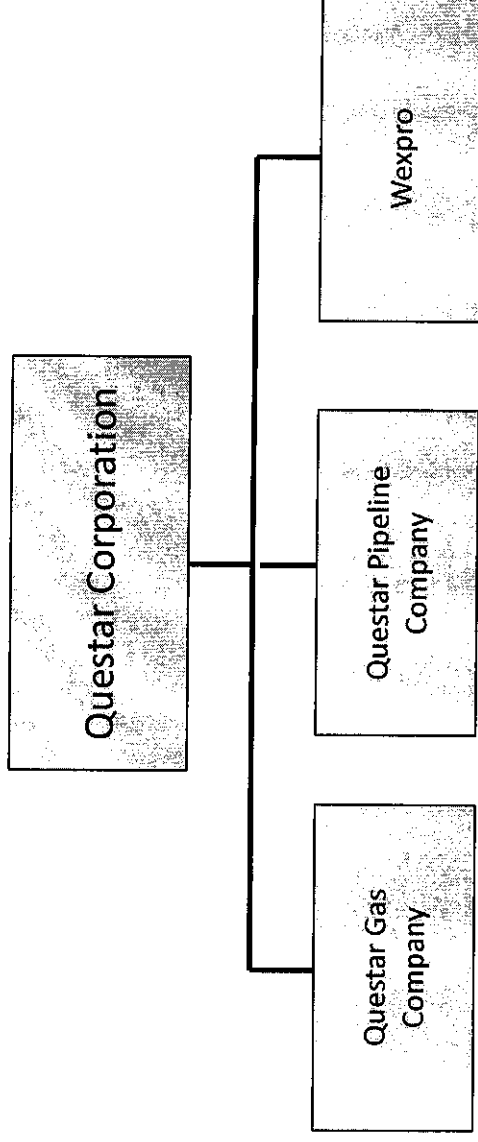


DPU 4.14 Please provide a pre-merger and post-merger organization chart for Questar Gas and Dominion-Questar Gas from the highest level down to the supervisor level.

Answer: The current organizational chart for Questar Gas is attached as DPU 4.14 Attachment 1. As discussed in the Joint Application (paragraph 33), Dominion has no plan to change the organizational structure of Dominion Questar Gas operations as a result of the Merger.

Prepared by: Jeff Callor, General Manager, Financial Planning and Analysis  
Jennifer C. Wiggins, HR Project & Strategic Change Manager, Operations  
& Delivery, Dominion Resources Services, Inc.

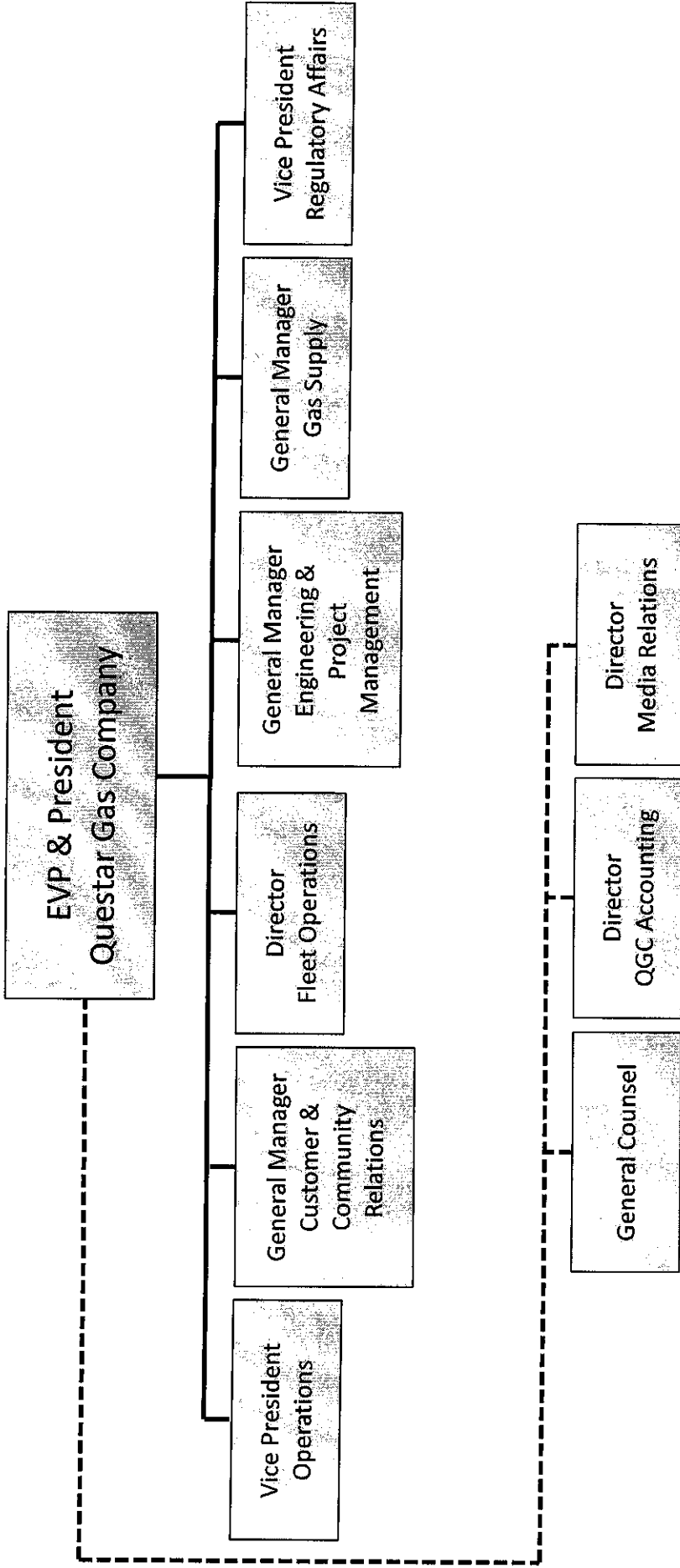
# Questar Organization Chart



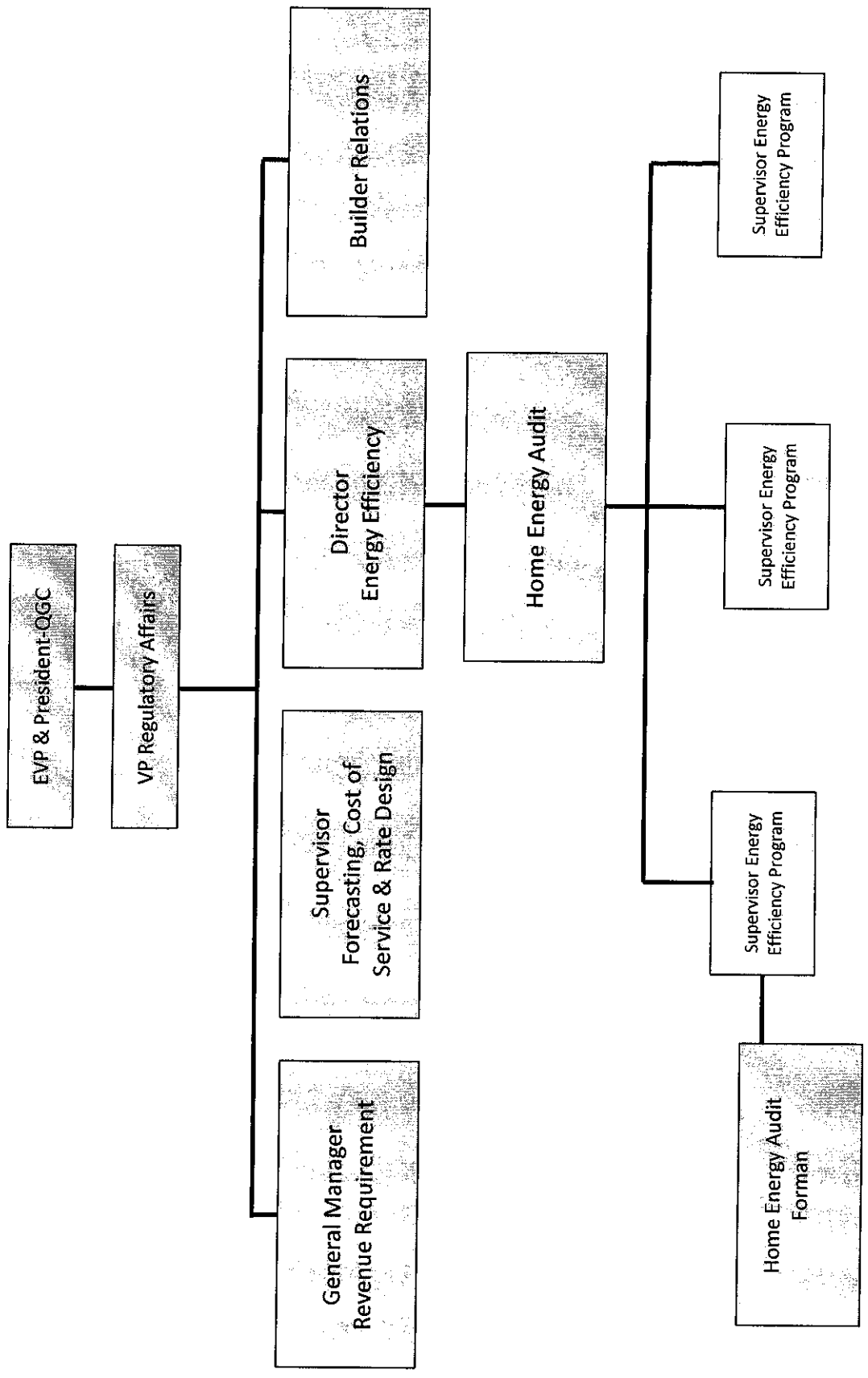


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# EVP & President - QGC

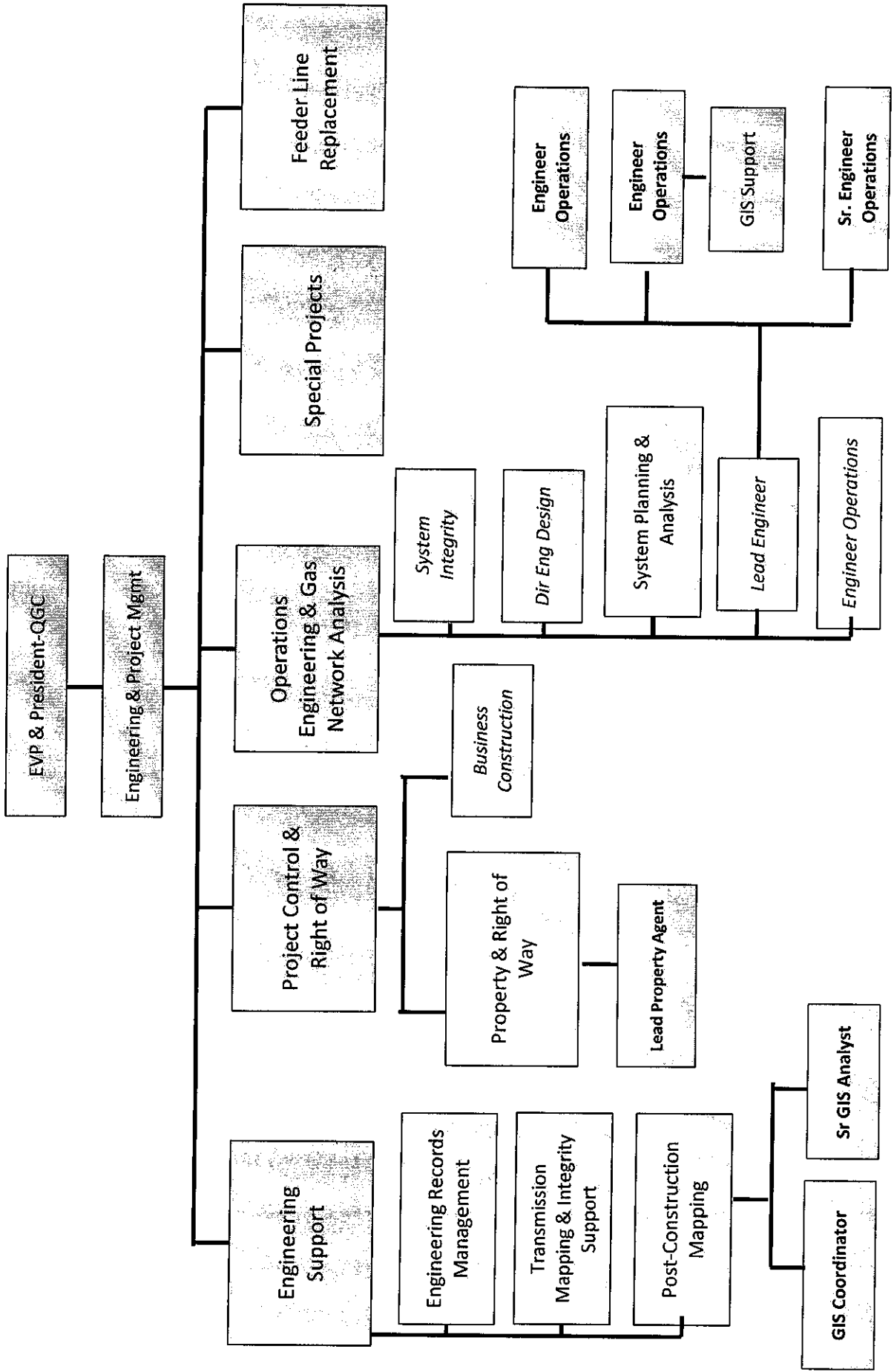


# Regulatory Affairs - QGC





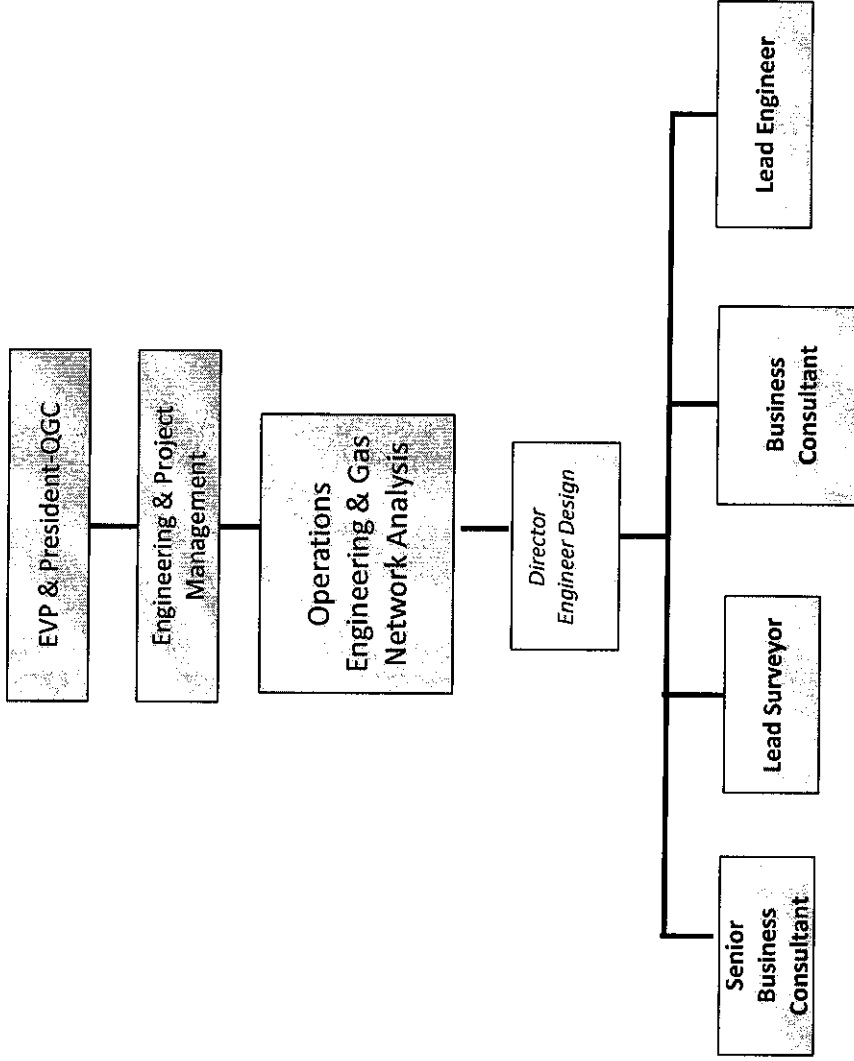
# Engineering & Project Management - QGC





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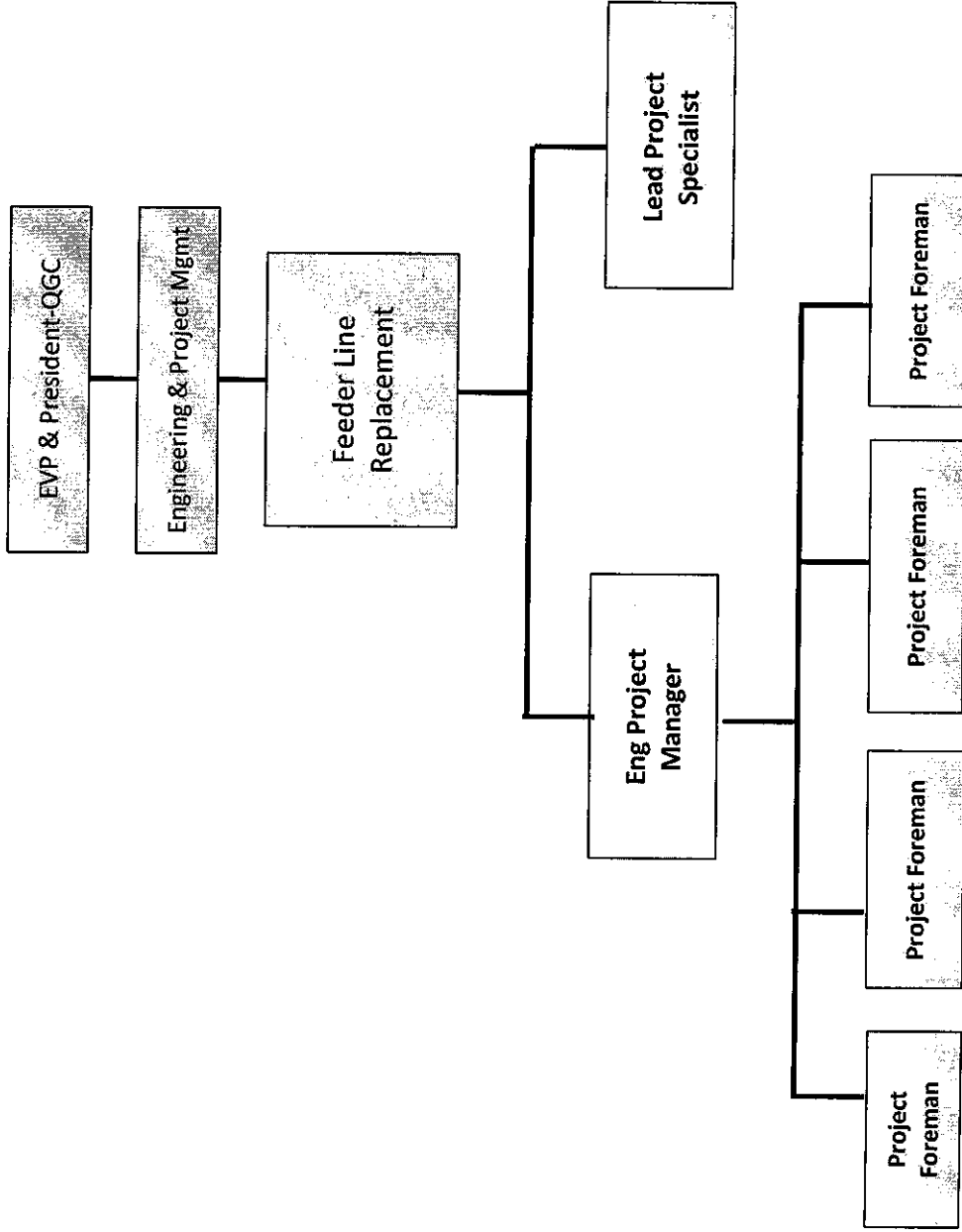
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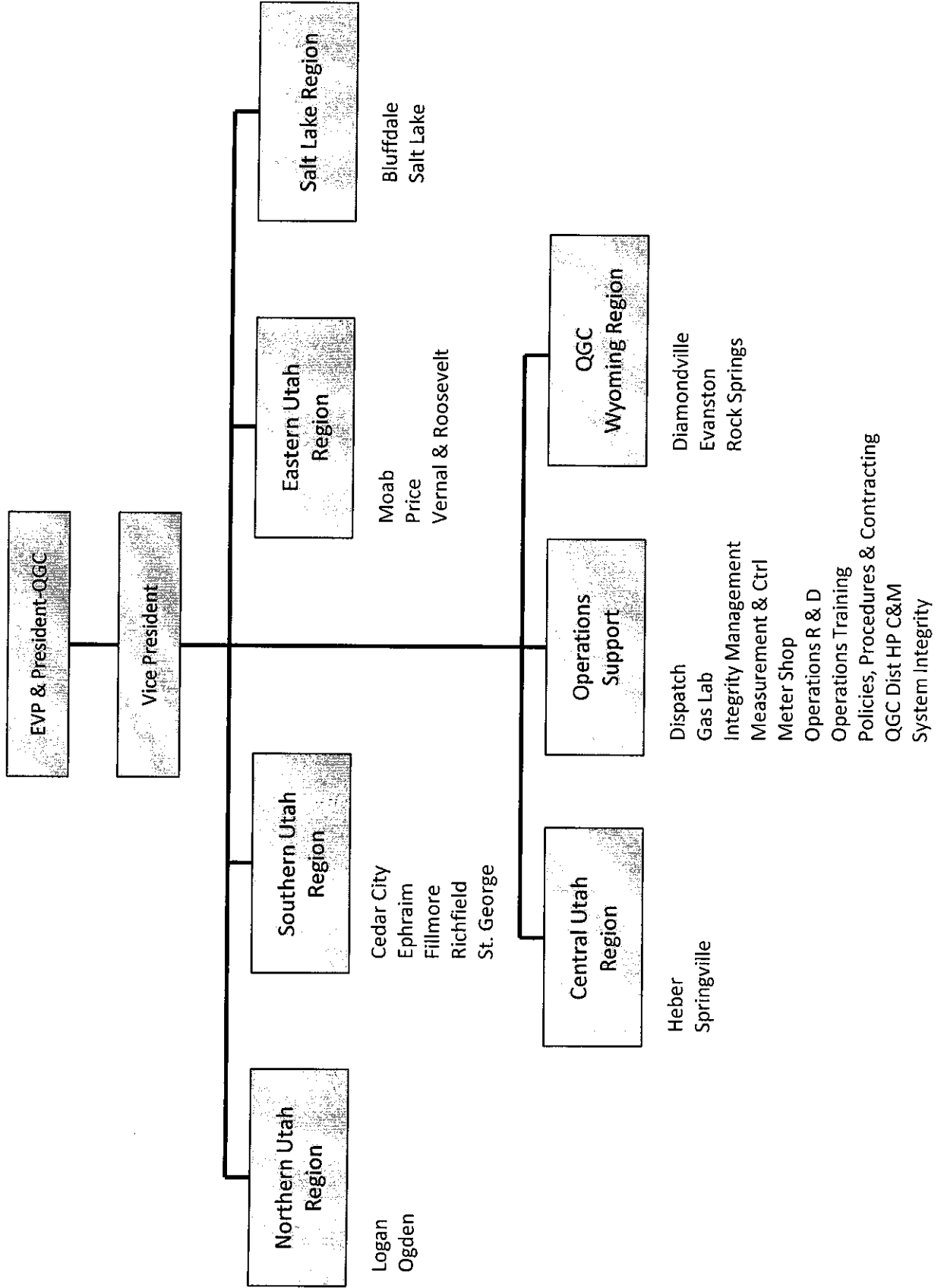
# Engineering & Project Management - QGC





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# Operations - QGC

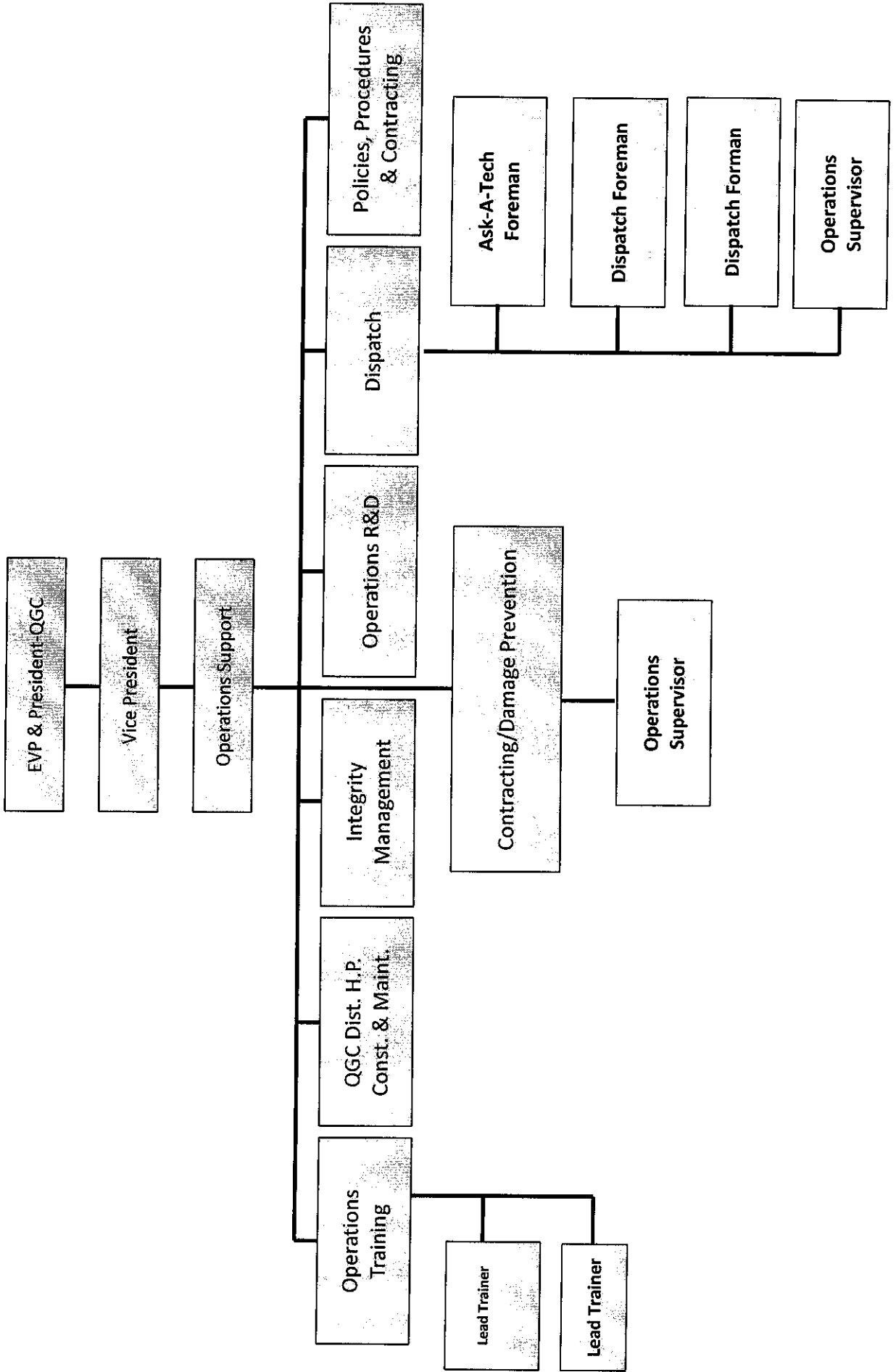






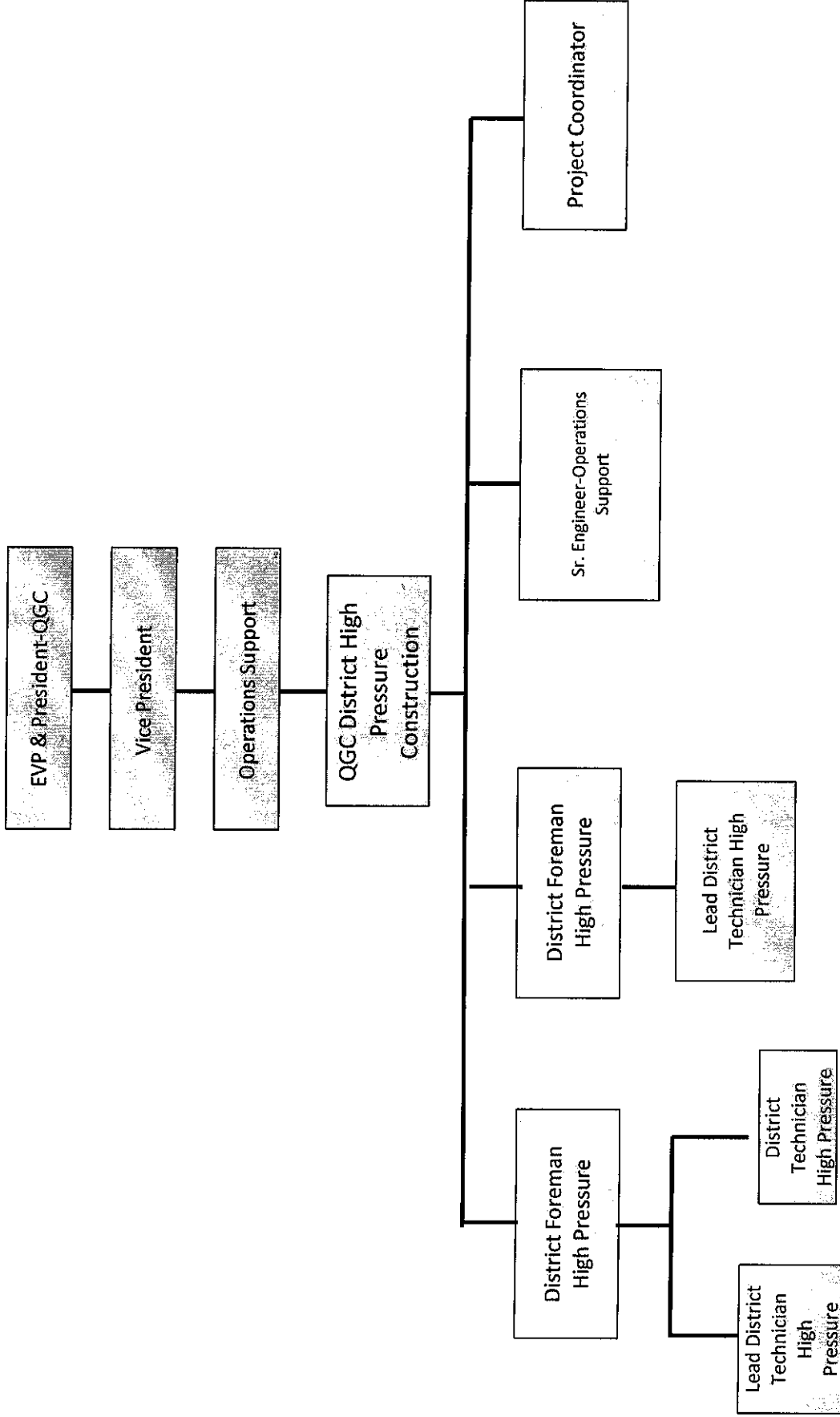
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# Operations Support - QGC



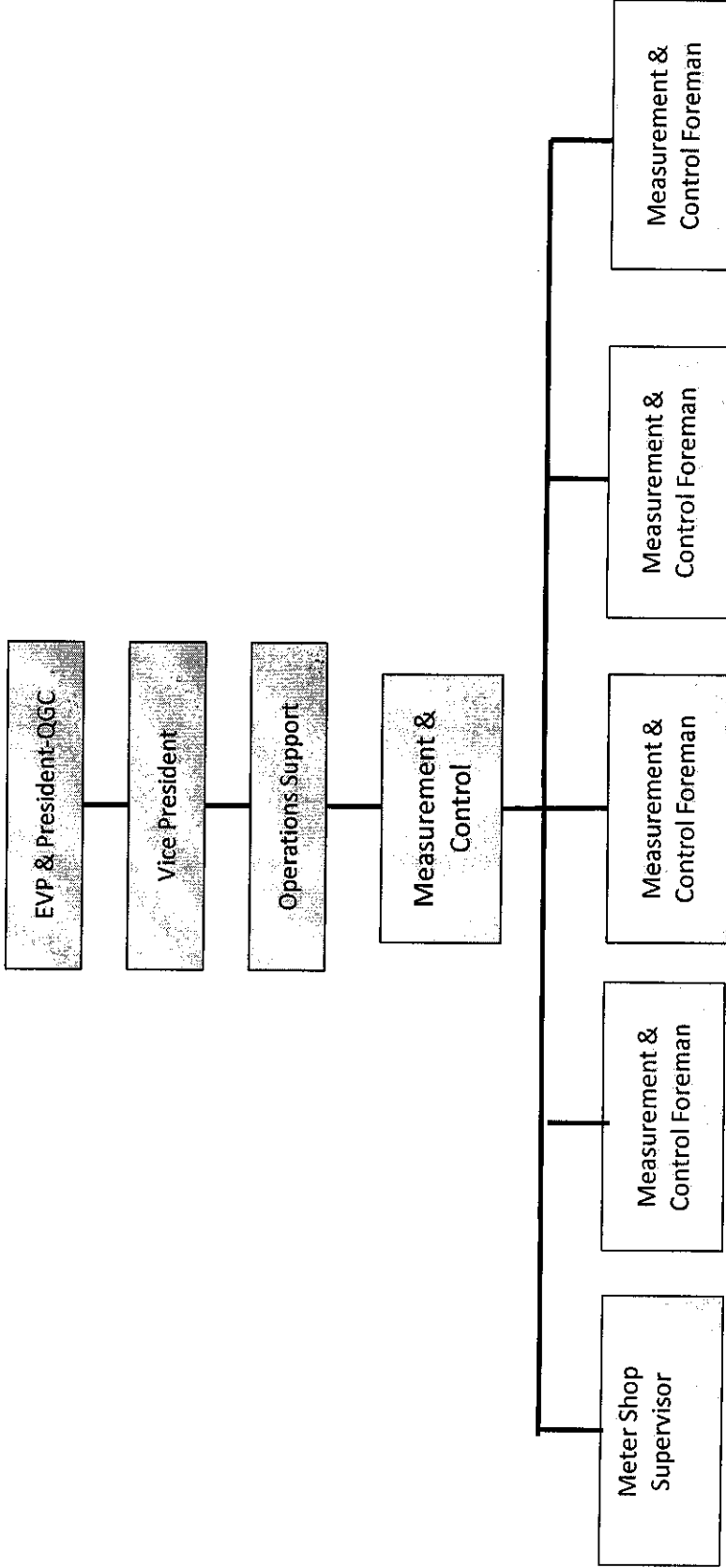


# Operations Support - QGC





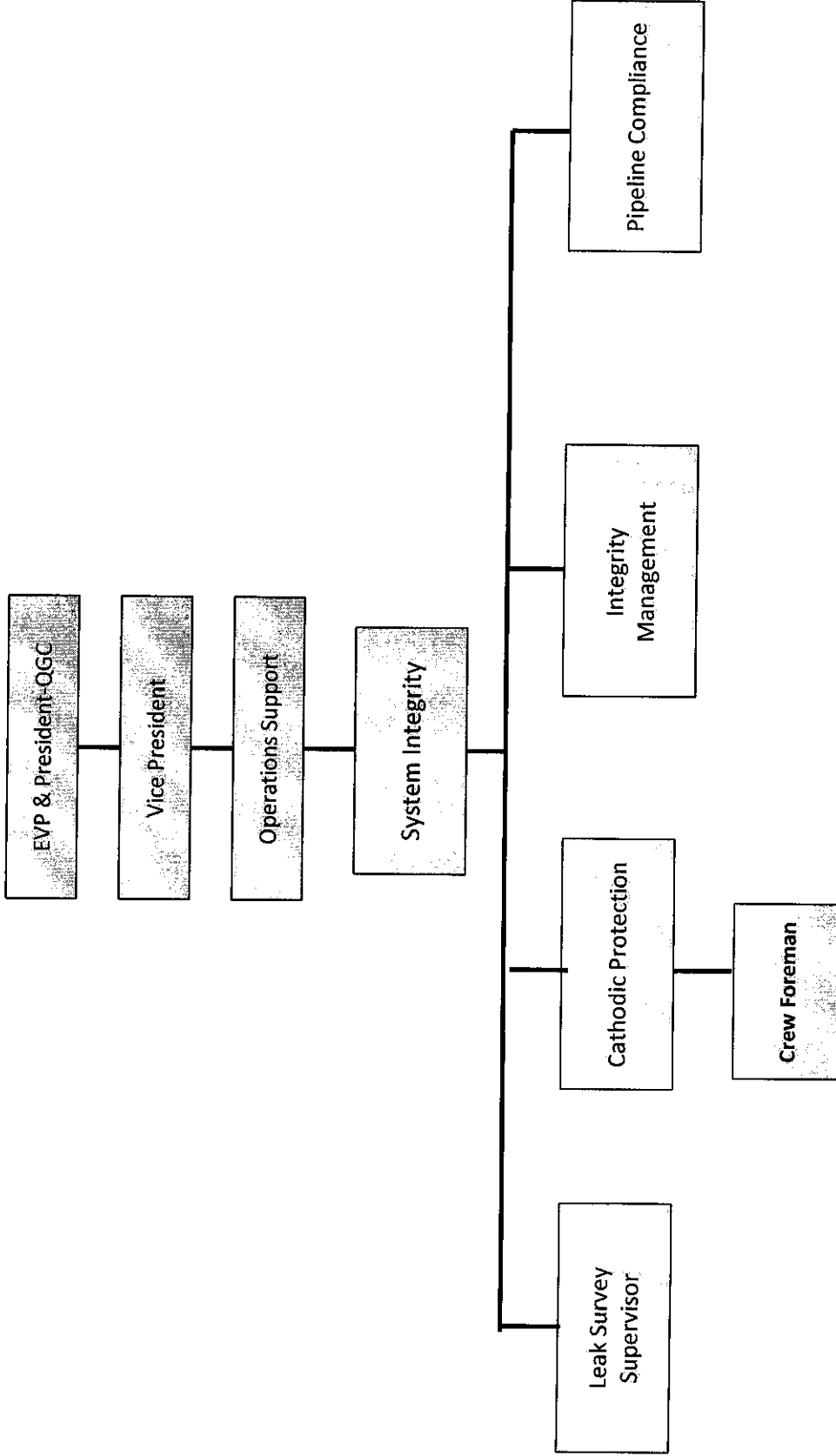
# Operations Support - QGC





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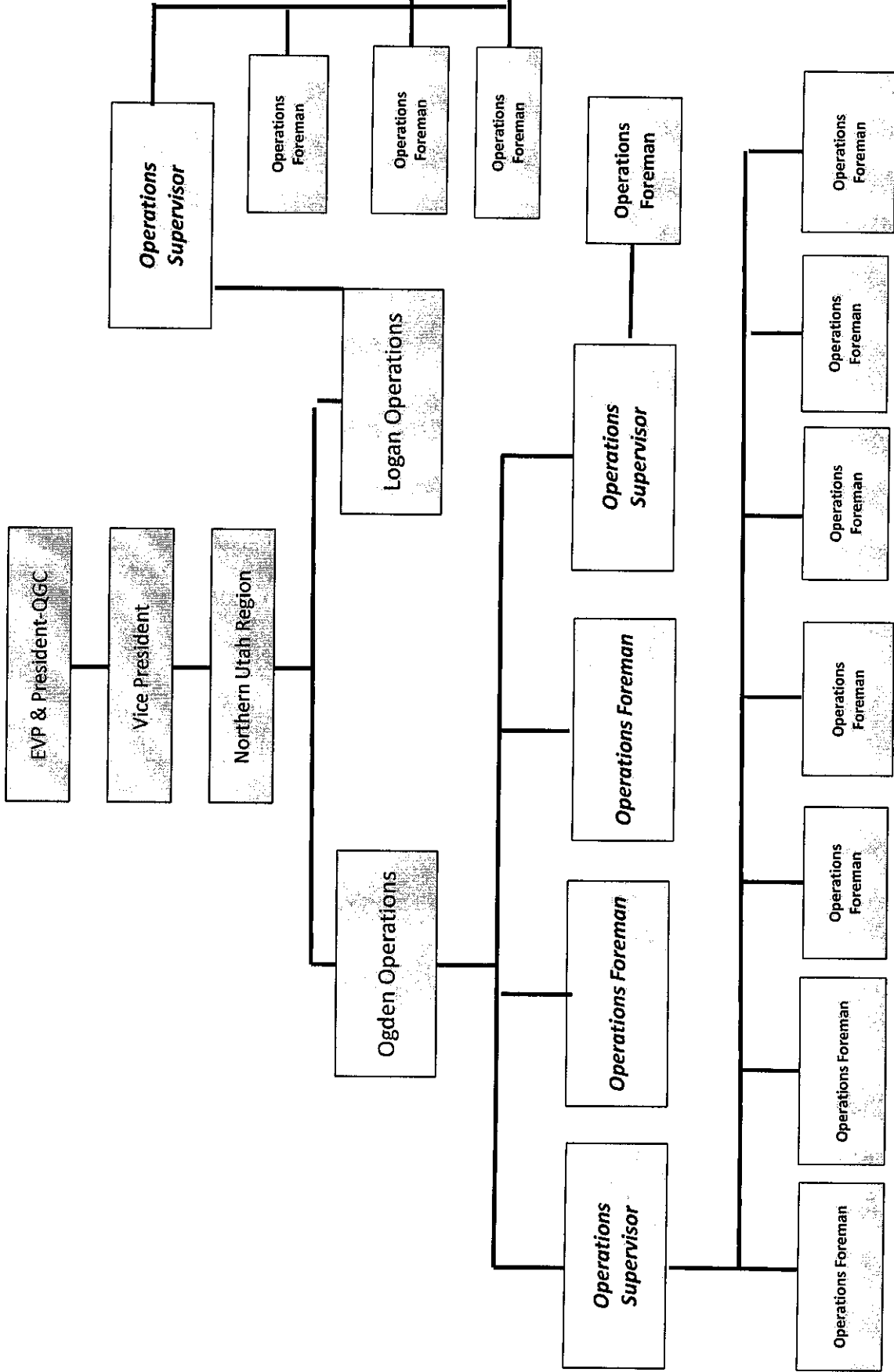
# Operations Support - QGC





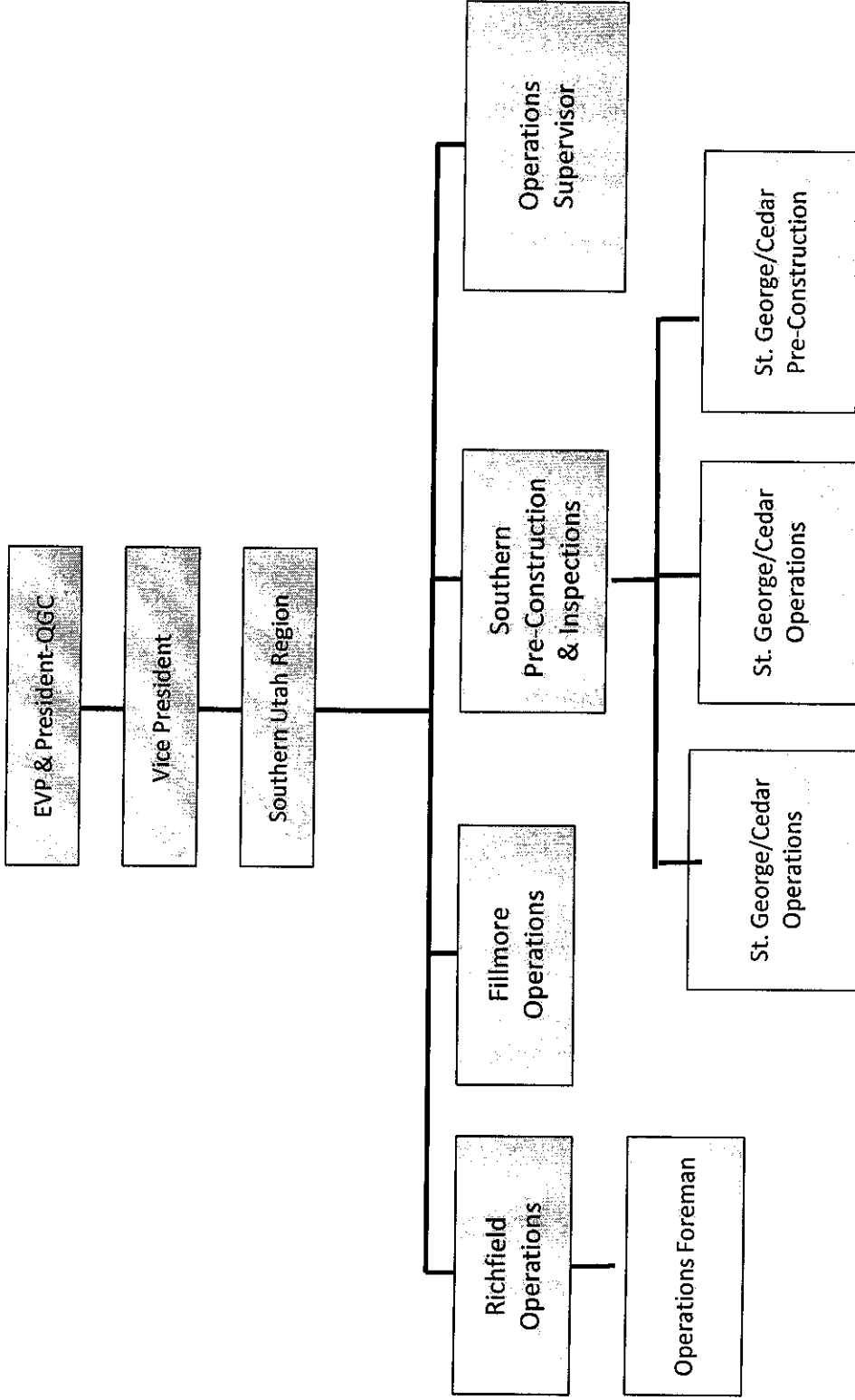
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# Northern Utah Region - QGC





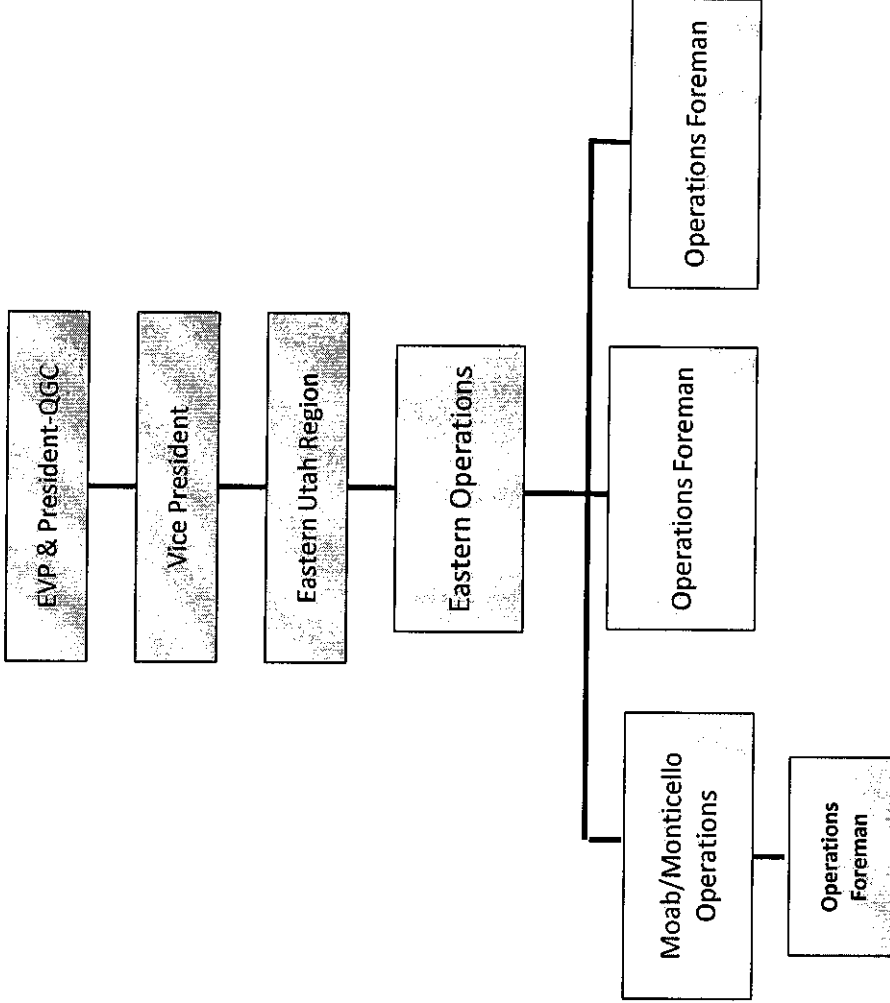
# Southern Utah Region - QGC





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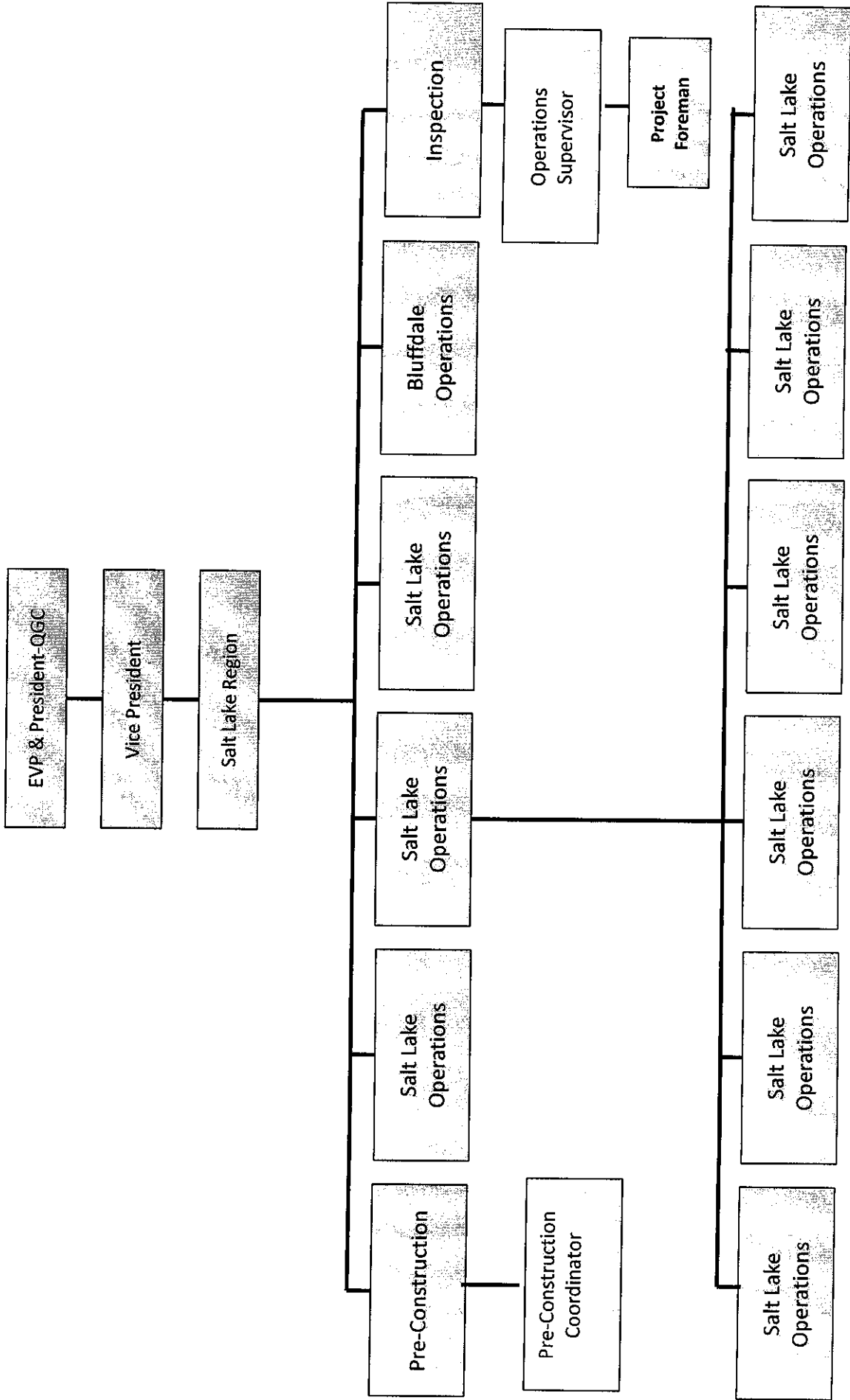
# Eastern Utah Region - QGC





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# Salt Lake Region - QGC

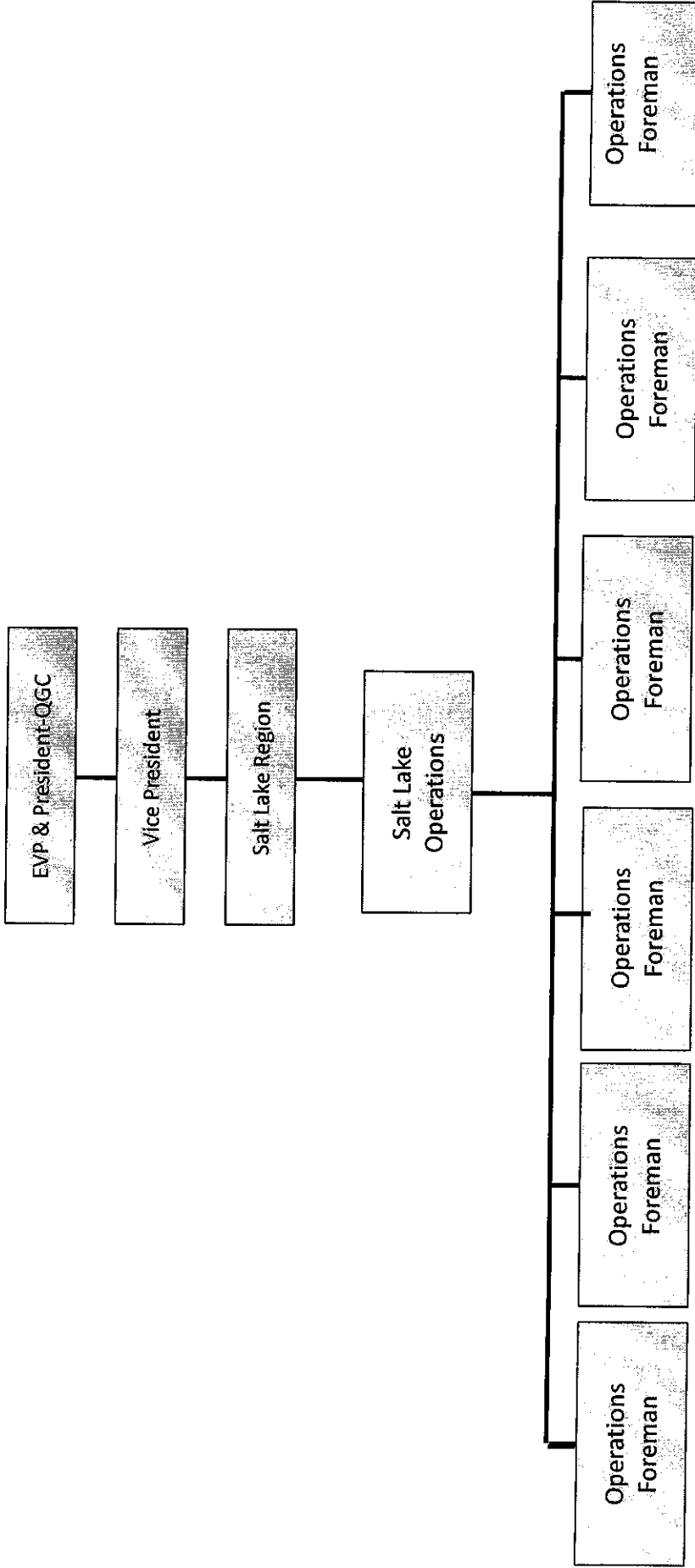






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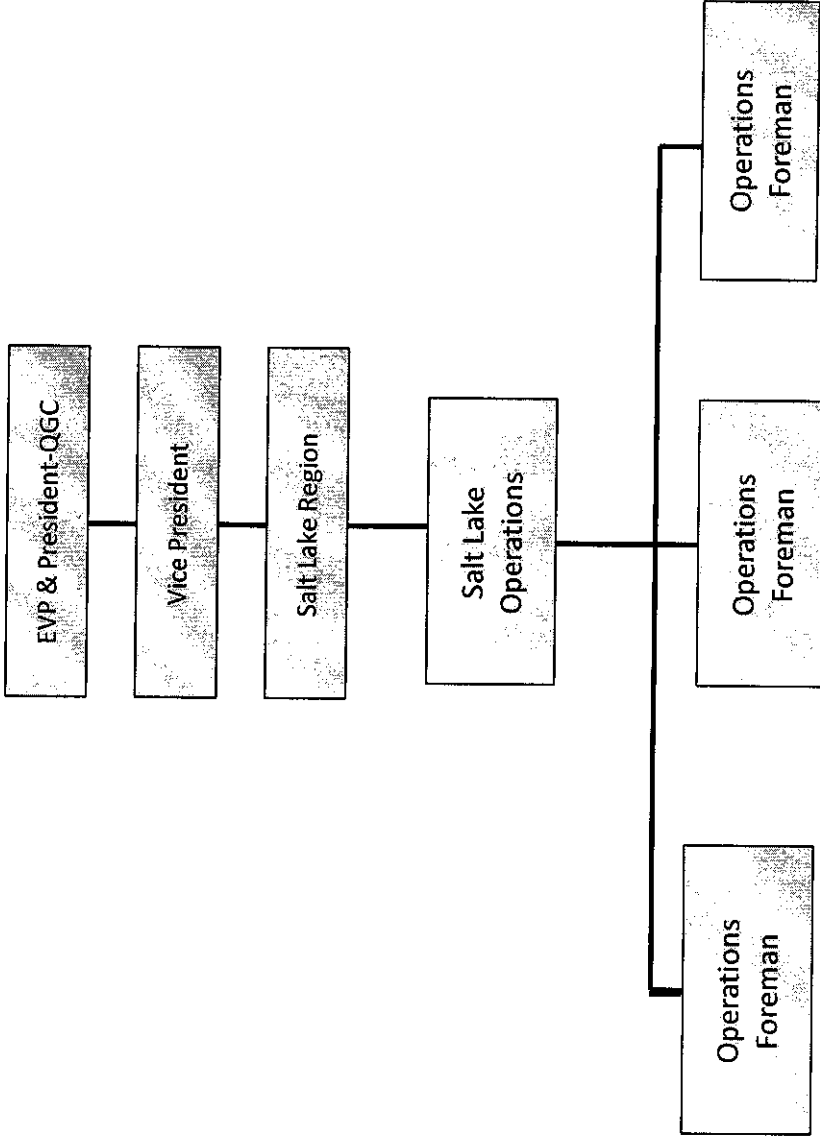
# Salt Lake Region - QGC





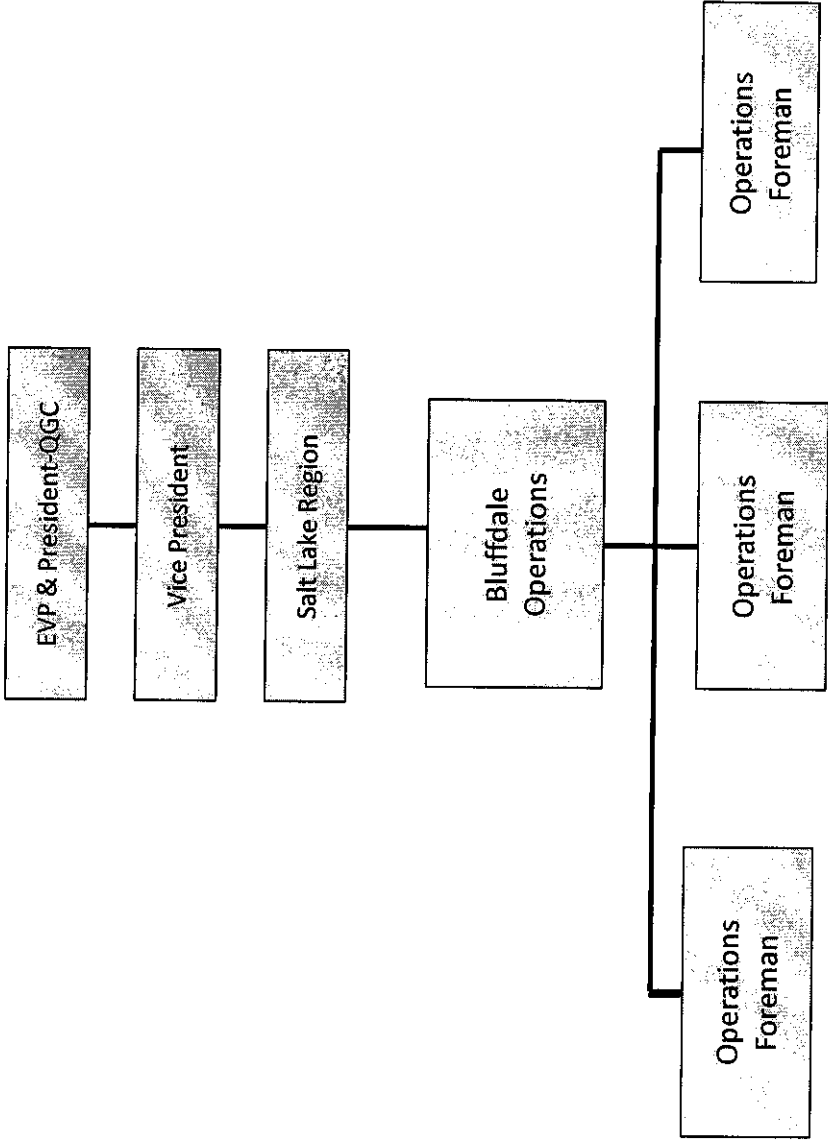
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# Salt Lake Region - QGC





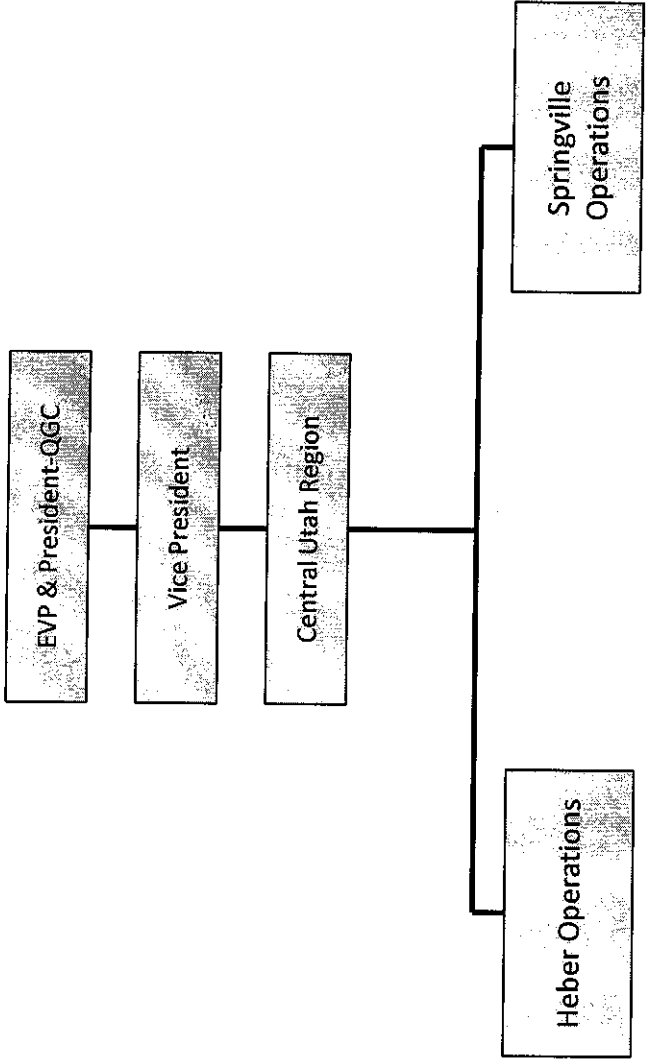
# Salt Lake Region - QGC





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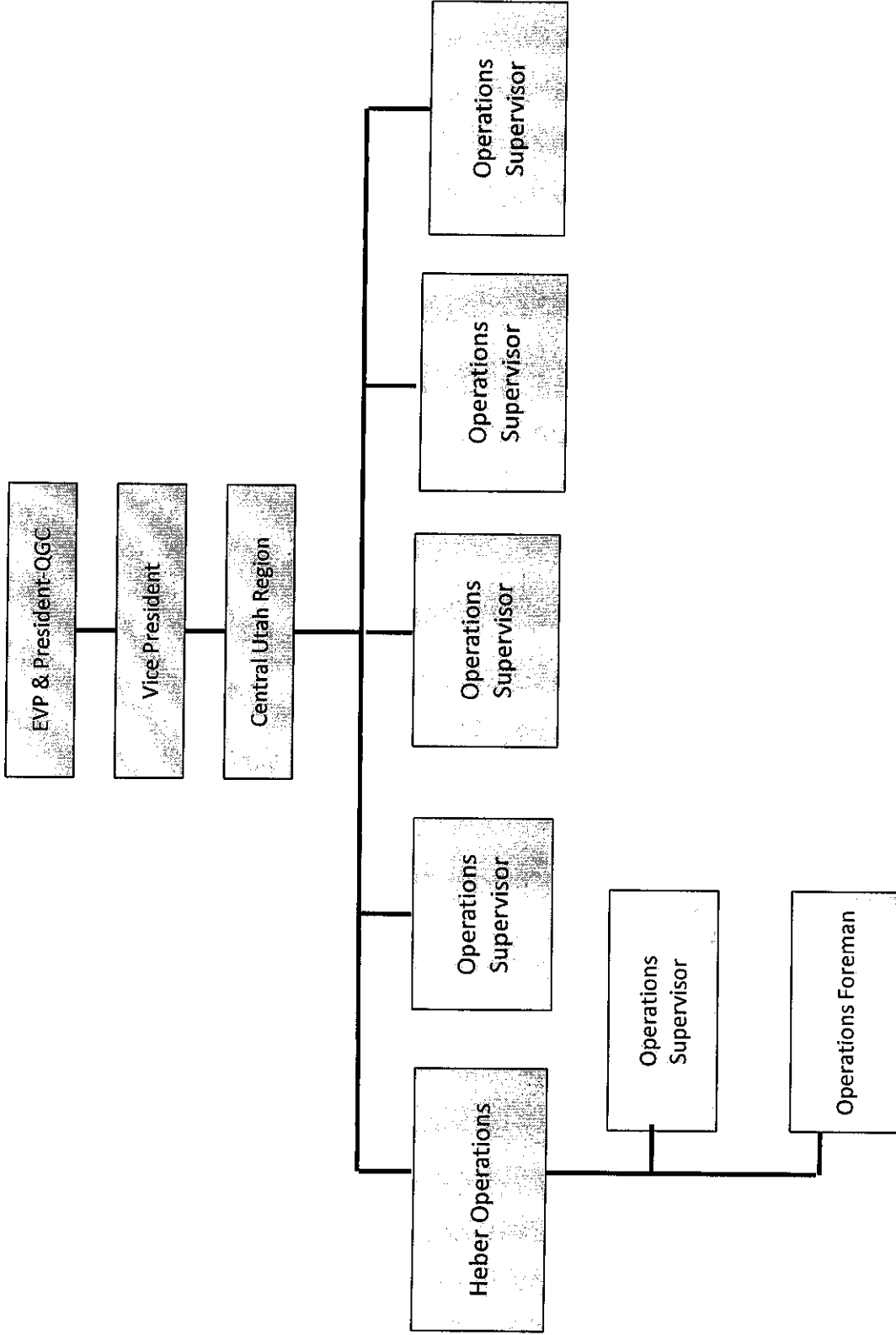
# Central Utah Region - QGC





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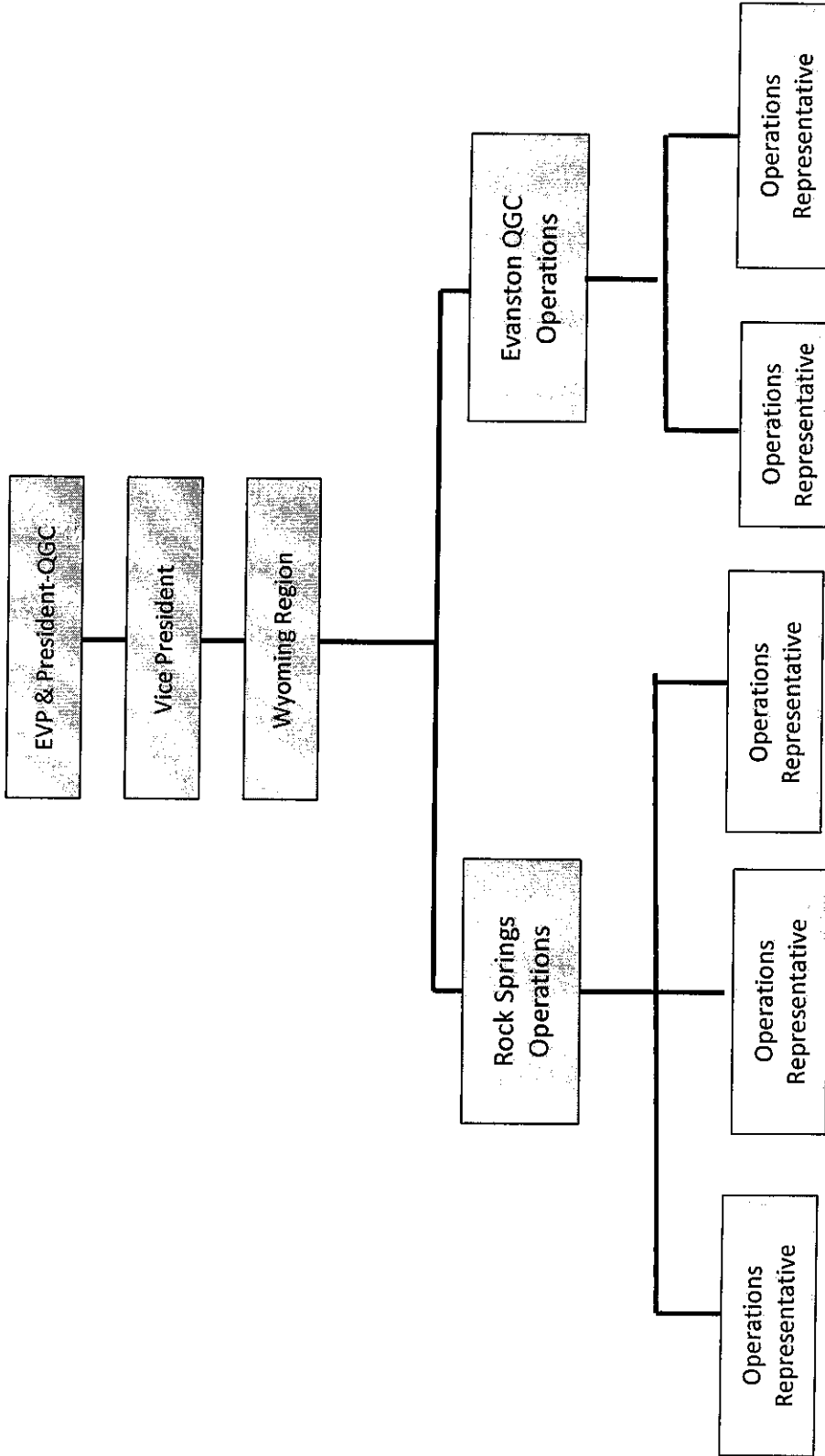
# Central Utah Region - QGC





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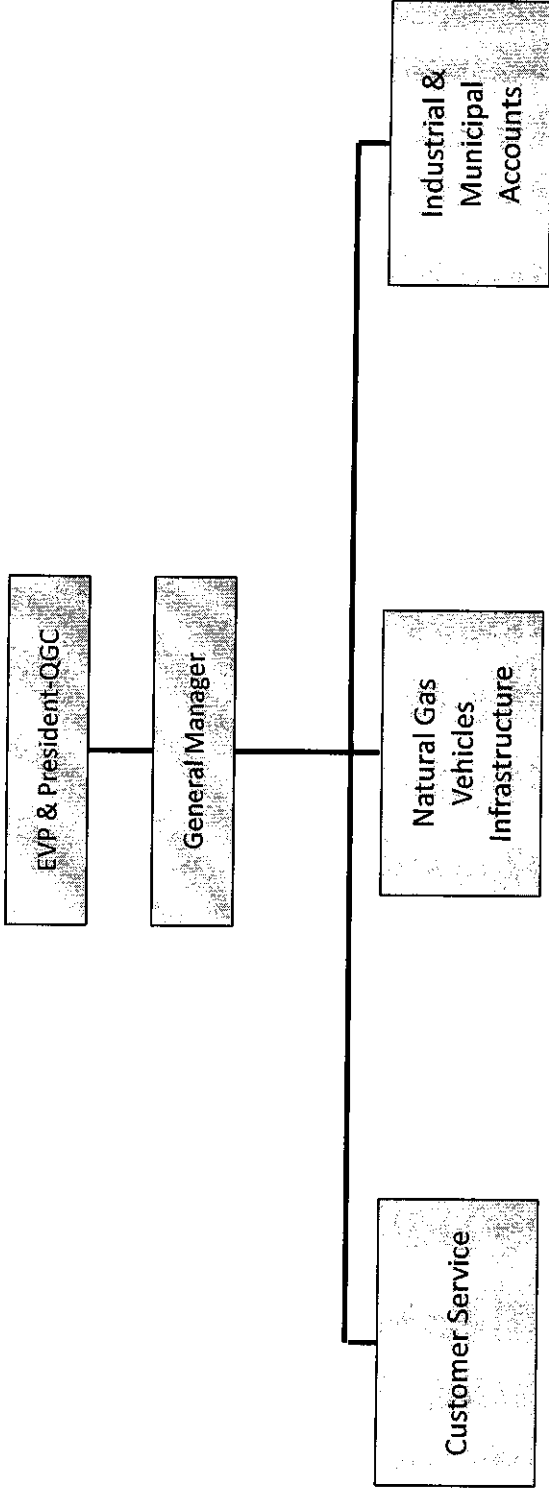
# Wyoming Region - QGC





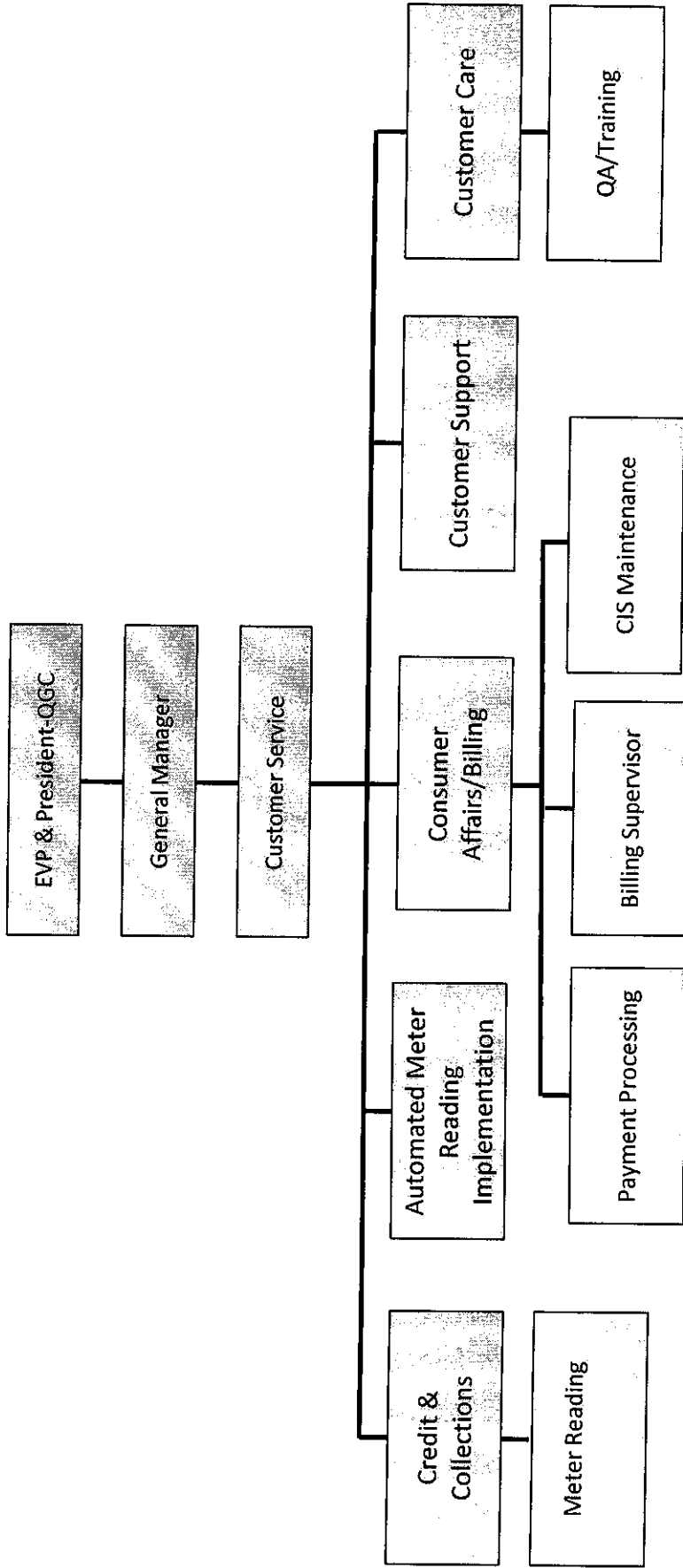
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# Customer & Community Relations - QGC





# Customer Service - QGC

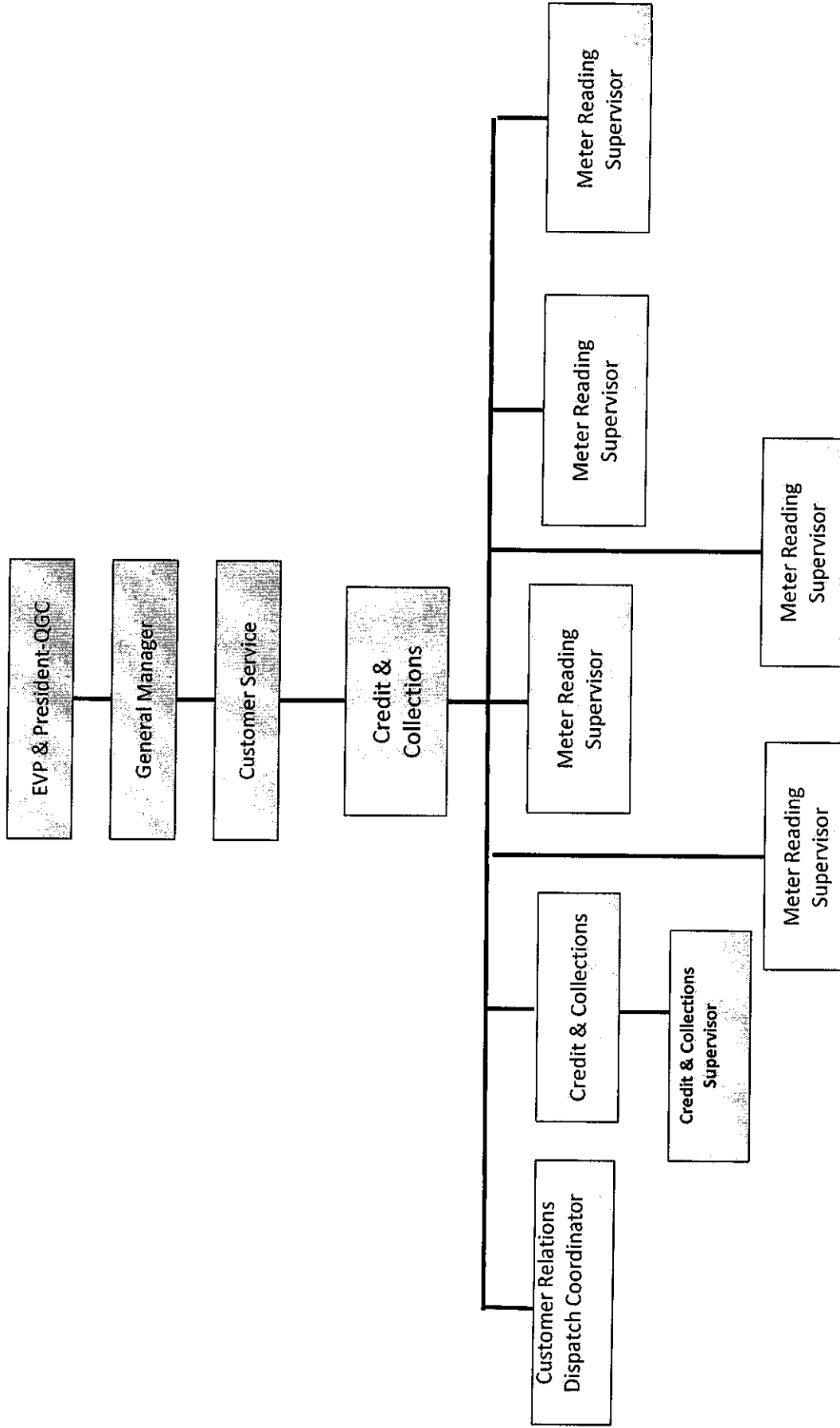






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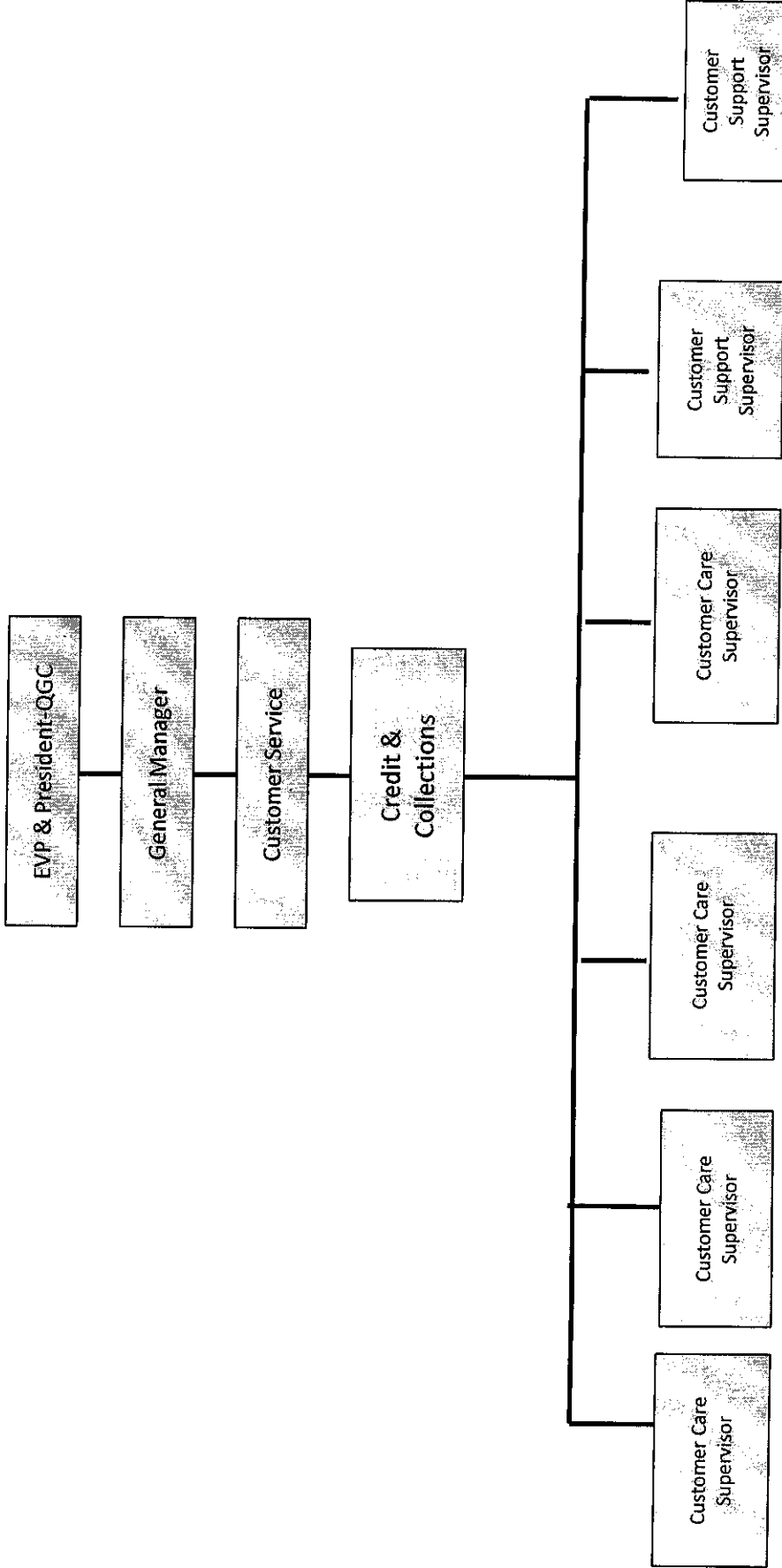
# Customer Service - QGC





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# Customer Service - QGC



WPSC 1.20 After the Merger will any current Questar assets or contracts be transferred outside the post-transaction Dominion Questar entity? Will any Dominion assets or Dominion entities be transferred into the post-transaction Dominion Questar entity? Please explain and identify any regulated or unregulated assets and/or entities moving around post the transaction.

Answer: After the Merger, it is anticipated that all current Questar Gas Company assets and contracts will remain with Questar Gas Company, and will not be transferred to another Dominion entity. Similarly, it is not anticipated that any Dominion assets or Dominion entities will be transferred into Questar Gas Company after the Merger.

After the Merger and subject to negotiation with Dominion Midstream Partners, LP (“Dominion Midstream Partners”), Dominion expects to contribute all or part of Questar Pipeline Company to Dominion Midstream Partners in a financial transaction that will have no impact on the operations, services provided, or rates of Questar Pipeline Company. Dominion owns the general partner and approximately 64% of the limited partnership interests in Dominion Midstream Partners, which is a master limited partnership designed to grow a portfolio of natural gas terminaling, processing, storage, transportation and related assets.

Prepared by: Russell J. Singer, Assistant General Counsel, Dominion Resources Services, Inc.

W.P.S.C. Docket Nos. 30010-150-GA-16 and 30025-1-GA-16

Data Request No. 1.22

Requested by Wyoming Commission Staff

Date of QGC Response March 24, 2016

WPSC 1.22 Does Dominion plan on merging Dominion Questar with another Dominion entity within the next five years after the proposed Merger?

Answer: There are no current plans to merge Dominion Questar into any Dominion entity within the next five years.

Prepared by: Prepared by: Richard M. Davis, Director - Corporate Finance, Dominion Resources Services, Inc.

**EXHIBIT \_\_\_\_ (LK-20)**

- DPU 6.18 Reference Joint Notice and Application ¶ 58d, p. 25.
- a. Please explain if there has been any analysis or studies completed to quantify the potential cost and benefit to ratepayers if all or part of the Questar Pipeline is contributed to Dominion Mainstream.
  - b. If so, please provide all relevant documents including how costs and benefits to ratepayers were quantified.
  - c. If any costs will be incurred, please explain when these costs would be expected to show up in rates.

Answer: a.-c. See the responses to WPSC 2.02, 2.02.1, 2.02.2, 2.02.3, 2.02.4, 2.03.2, 2.03.3.

Prepared by: Lisa S. Booth, Deputy General Counsel, Dominion Resources Services, Inc.

**Intended for Dominion:**

WPSC 2.02 In response to WPSC CIR 1.20, “After the Merger and subject to negotiation with Dominion Midstream Partners, LP, Dominion expects to contribute all or part of Questar Pipeline Company to Dominion Midstream Partners in a financial transaction that will have no impact on the operations, services provided, or rates of Questar Pipeline Company.” Will this planned transfer involve assets that transport gas to current Questar regulated customers? Please explain how Dominion will retain control of Questar Pipeline Company as it sells equity interest to finance the acquisition.

Answer: Yes, the planned transfer will involve assets that transport gas to current Questar Gas customers in Utah and Wyoming. In order to understand how Dominion will retain control of Questar Pipeline Company as it sells equity interests to finance the acquisition, it is important to review both: (1) the exact nature of the proposed acquisition equity financing; and (2) the governance structure of Dominion Midstream Partners, L.P. (“DM”).

- (1) The equity financing at DM that will finance the acquisition of Questar Pipeline Company will be comprised of the issuance of new Limited Partner equity (in the form of “Limited Partner units”) to public equity investors. This will have the effect of diluting somewhat Dominion’s existing ~65% ownership of all Limited Partner equity (units) but will have no impact on Dominion’s 100% ownership of the DM’s General Partner.
- (2) DM is a Master Limited Partnership with two kinds of partners; General Partners (100% owned by Dominion) and Limited Partners (currently ~65% owned by Dominion). Except in very limited, rare, and specific instances (as described in more detail in the DM registration statement of Form S-1 that was filed with the Securities and Exchange Commission and declared effective on October 10, 2014), the General Partner exercises **sole control** over every decision at DM including operating and financial decisions. Further, DM’s General Partner management is identical to Dominion Resources Inc.’s management as described in the following table:

Position	Dominion Resources, Inc.	DM’s General Partner
Chairman and CEO	Thomas F. Farrell II	Thomas F. Farrell II
Executive Vice President & CFO	Mark F. McGettrick	Mark F. McGettrick
Executive Vice President	David A. Christian	David A. Christian

Vice President, Controller & Chief Accounting Officer	Michele L. Cardiff	Michele L. Cardiff
Senior Vice President & General Counsel	Mark O. Webb	Mark O. Webb
Senior Vice President & Treasurer	James R. Chapman	James R. Chapman
Senior Vice President	Carter M. Reid	Carter M. Reid
Senior Vice President	Paul E. Ruppert	Paul E. Ruppert
Senior Vice President	Robert M. Blue	Robert M. Blue

Prepared by: Steven D. Ridge, Director, M&A, Dominion Resources Services, Inc.



**Intended for Dominion:**

WPSC 2.02.1 Will Dominion Midstream Partners have separate financing and financing costs from Dominion Questar, Dominion Wexpro companies, and Dominion Questar Gas? Please explain and identify and separate and/or shared financing vehicles.

Answer: DM's financing and financing costs will be completely separate from Dominion Questar, Dominion Wexpro companies, and Dominion Questar Gas. DM has access to external equity financing (via issuance of Limited Partner equity), has access to intercompany lending with Dominion Resources, Inc. for short-term debt financing needs, and has access to external debt financing (bank and bond options) for long-term debt financing needs. None of those financings or financing costs will have any relationship with Dominion Questar, Dominion Wexpro companies, and Dominion Questar Gas.

Prepared by: Steven D. Ridge, Director, M&A, Dominion Resources Services, Inc.

**Intended for Dominion:**

WPSC 2.02.2 How will Dominion Questar Gas regulated gas customers be protected from any potential adverse consequences arising from this proposed transfer of Questar Pipeline Company assets to Dominion Midstream Partners going forward?

Answer: Dominion is not aware of any potential adverse consequences arising from the proposed transfer of Questar Pipeline Company assets to DM. As previously described, DM's General Partner is wholly owned by Dominion and Dominion retains sole discretion over all financial and operating decisions at DM and therefore Questar Pipeline Company. DM is prudently capitalized and has access to equity and debt capital to support its subsidiaries as needed. Further, after transfer to DM, Questar Pipeline Company will continue to be prudently capitalized and will maintain access to capital markets as a standalone long-term issuer of debt. Dominion intends for current Questar Pipeline Company employees to continue to perform the same services to support day-to-day operations.

Prepared by: Steven D. Ridge, Director, M&A, Dominion Resources Services, Inc.

**Intended for Dominion:**

WPSC 2.02.3 Will the proposed terms and conditions of contracts and agreements between Questar, Wexpro companies, Questar Gas Company and Questar Pipeline Company change after the sale of Questar Pipeline Company to Dominion Midstream after the merger? Please describe any proposed changes.

Answer: No. The transfer of Questar Pipeline Company to DM will not have any impact on the terms and conditions of existing contracts and agreements between Questar Pipeline Company and its current Questar affiliates.

Prepared by: Steven D. Ridge, Director, M&A, Dominion Resources Services, Inc.

**Intended for Dominion:**

WPSC 2.02.4 After the Questar Pipeline Company is transferred to Dominion Midstream Partners, please provide a general description of Dominion Midstream Partners and how that legal entity operates and interacts with other Dominion entities including how it plans to operate and interact with the proposed Dominion Questar, Dominion Wexpro companies and Dominion Questar Gas, as proposed.

Answer: DM is a growth-oriented limited partnership formed by Dominion to grow a portfolio of natural gas terminaling, processing, storage, transportation and related assets. DM's current assets include a preferred equity interest in the Cove Point LNG LP facility, a common equity interest (100%) in Dominion Carolina Gas Transmission, LLC (a FERC regulated natural gas transportation system in South Carolina and Georgia), and an equity interest (~26%) in Iroquois Gas Transmission System L.P. (a FERC regulated natural gas transportation system in New York and Connecticut). DM's interaction with Dominion Resources, Inc. and affiliates is extensive. As an example, DM's operations are managed by employees of Dominion Resources, Inc. and affiliates.

Prepared by: Steven D. Ridge, Director, M&A, Dominion Resources Services, Inc.

**Intended for Dominion:**

WPSC 2.03 Please provide the capital structure of Dominion Questar Corporation before and after the sale of Questar Pipeline Company from Dominion Questar Corporation to Dominion Midstream Partners.

Answer: **Capital structure of Questar Corporation (as of 3/31/2016)**

Short-term debt: \$458.5 million

Current portion of long-term debt and capital lease obligation: \$1.2 million

Long-term debt and capital lease obligation, less current portion: \$992.7 million

Common Shareholders' equity: \$1,360.7 million

**Capital structure of Dominion Questar Corporation (before contribution of Questar Pipeline Company to Dominion Midstream Partners, L.P. ("DM"))**

It is premature to provide a definitive statement as this evaluation is on-going. However, (and subject to on-going evaluation) two of the primary drivers that would result in a change to the U.S. GAAP capital structure of Dominion Questar Corporation are: (1) a "fair-valuing" of assets and liabilities which is required by accounting rules for a transaction of this nature but that given the regulated nature of the preponderance of operations at Questar is not expected to be material; and (2) the allocation of goodwill. However, Dominion has committed that it will not record any portion of the cost to acquire or any goodwill associated with the Merger on Dominion Questar Gas' books and is planning to make the required accounting entries associated with the Merger on that basis. For ratemaking purposes, Dominion expects that Dominion Questar Gas' capital structure will continue to serve as the "reference" balance sheet as it has in previous regulatory proceedings.

**Capital structure of Dominion Questar Corporation (after contribution of Questar Pipeline Company to DM)**

Please see the response to 2.03.1.

Prepared by: Steven D. Ridge, Director, M&A, Dominion Resources Services, Inc.

**Intended for Dominion:**

WPSC 2.03.1 What will happen to any debt currently assigned to Questar Pipeline Company after the purchase by Dominion Midstream? What will happen to the capitalization of Dominion Questar Corporation after the purchase of Questar Pipeline Company by Dominion Midstream?

Answer: Questar Pipeline Company's existing long-term debt obligations will transfer with Questar Pipeline Company to DM and remain the obligation of Questar Pipeline Company (to become Dominion Questar Pipeline Company). There will be no change to the structure, pricing/cost, security package, or holders of this debt due to this transfer.

The detailed mechanics of the contribution of Questar Pipeline Company to DM has not been definitively determined at this point. Therefore it is premature to provide a definitive statement of the impact to Dominion Questar's capitalization.

Prepared by: Steven D. Ridge, Director, M&A, Dominion Resources Services, Inc.

**Intended for Dominion:**

WPSC 2.03.2 Will Dominion Questar Gas customers be negatively impacted by the higher Dominion Questar Corporation equity levels due to the proposed post-merger sale of Questar Pipeline Company?

Answer: In fact, Dominion does not have a definitive view that the equity levels of Dominion Questar Corporation will be “higher” as a result of the contribution of Questar Pipeline Company to DM. Depending on the form of the contribution, said equity levels could be higher, could be lower, or could be unchanged. It is premature for Dominion to make a definitive statement on the topic while a final form of contribution is still being decided. However, Dominion does not expect, regardless of contribution structure, the transaction to have a negative impact in any way on Dominion Questar Gas customers. For ratemaking purposes, Dominion expects that Dominion Questar Gas’ capital structure will continue to serve as the “reference” balance sheet as it has in previous regulatory proceedings.

Prepared by: Steven D. Ridge, Director, M&A, Dominion Resources Services, Inc.

**Intended for Dominion:**

WPSC 2.03.3 Please explain the potential impact, advantages and disadvantages to Dominion Questar Gas customers of selling the Questar Pipeline Company to the Dominion Midstream Limited Partnership rather than retaining Questar Pipeline Company under Dominion Questar Corporation.

Answer: Dominion does not expect there to be any disadvantages to Dominion Questar Gas customers as a result of the contribution of Questar Pipeline Company to DM. The operations and services provided by Questar Pipeline Company are not expected to change as a result of the transaction. While not quantifiable at this time, Dominion expects that Dominion Questar Gas customers could stand to benefit over time from having a large, well capitalized parent company which maintains diverse and attractive capital markets access in the bond, equity, and MLP equity markets (the latter access being supported by the contribution of the Questar Pipeline Company business).

Prepared by: Steven D. Ridge, Director, M&A, Dominion Resources Services, Inc.



**EXHIBIT \_\_\_\_ (LK-21)**

- DPU 6.52 Please refer to the Joint Notice and Application, ¶ 27, p. which states “After the Effective Time and subject to negotiation with Dominion Midstream, Dominion expects to contribute all or part of Questar Pipeline to Dominion Midstream in a transaction that will have no impact on the operations, services provided, or rates of Questar Pipeline”, and respond to the following:
- a. Please provide all analysis, studies or reports that substantiate the business case for the asset contribution plan.
  - b. Will this “contribution” trigger an ADIT payment and how will that flow into gas transmission rates?
  - c. How will the price for these contributed assets be set?
  - d. Who receives the benefit of any price above book value for the contributed value?
  - e. What will be the expected rate treatment for any value above net book value for the contributed assets?
  - f. Will gas control operations for interstate pipelines be shared between the entities?
  - g. Explain the integration of the two system, including the extent operations will be consolidated, including reliability functions.

- Answer:
- a. Please refer to the response to DPU 6.18
  - b. The asset contribution plan has not been finalized, but to the extent the contribution of Questar Pipeline to Dominion Midstream Partners, L.P. (“Dominion Midstream”) would be treated as a sale for tax purposes, the contributor would report tax gain equal to the difference between the fair market value and the tax basis of the assets treated as sold. Questar Pipeline's tax basis in these assets would be increased to reflect the deemed purchase price. The reporting of the tax gain would extinguish any accumulated deferred income tax (“ADIT”) balance related to these assets that existed prior to the transaction. We believe that the tax normalization rules as currently administered would require Questar Pipeline to adjust its ADIT balance accordingly. We believe that the ADIT balance adjustment described above is consistent with Federal Energy Regulatory Commission (“FERC”) precedent related to sales of property to FERC-jurisdictional partnerships.

Any decision regarding gas transmission rates related to possible changes

to ADIT would be made by FERC.

- c. The value at which Questar Pipeline will be contributed to Dominion Midstream has yet to be determined and will be subject to the review and approval of the Dominion Midstream Board of Directors.
- d. Please refer to the response to WPSC 2.08.
- e. Please refer to the response to WPSC 2.08. Any decision regarding gas transmission rate treatment for any value above net book value for the contributed assets (“goodwill”) would be made by FERC.
- f. There is no plan to share gas control operations between the Questar Interstate pipelines and the Dominion Interstate pipelines at this time.
- g. As noted in response to WPSC 1.20, the contribution of Questar Pipeline to Dominion Midstream will be a financial transaction. Please also see the response to WPSC 2.06, note that the pre-merger Dominion entities will not be directly involved in local operations of the Dominion Questar companies. Information provided in response to DPU 4.12 explains the nature of decision making for the Dominion Questar entities – including those decisions that may have an impact on operations. Dominion and Questar do anticipate opportunities for shared knowledge and understanding of best practices among the operating companies. For example, the companies intend to compare approaches and lessons learned with regard to safety, pipeline and storage operations, pipeline integrity, information technology and customer service. These practices can have both direct and indirect bearing on the reliability and quality of services provided to our customers, over time.

Prepared by: Lisa S. Booth, Deputy General Counsel, Dominion Resources Services, Inc.

**EXHIBIT \_\_\_\_ (LK-22)**

OCS 3.03 Please describe how the income tax expense of Questar Pipeline will be determined after it is contributed to Dominion Midstream. Address the fact that Dominion Midstream is an MLP and the effect this tax treatment will have on the income tax expense of Questar Pipeline as a separate entity within Dominion Midstream. Provide a copy of the Tax Sharing Agreement between Questar Pipeline and Dominion Midstream, if any. If one has not yet been drafted, then please provide the form of the Tax Sharing Agreement between Dominion Midstream and its other subsidiaries.

Answer: As part of the contribution of Questar Pipeline Company (“Questar Pipeline”) to Dominion Midstream Partners, L.P. (“Dominion Midstream”), Questar Pipeline will convert to a single member limited liability company and as a result become a disregarded entity for income tax purposes, and be considered a division of Dominion Midstream.

Dominion Midstream is organized as an MLP. As a pass-through entity for U.S. federal and state income tax purposes, each of its unitholders is responsible for taking into account the unitholder’s respective share of Dominion Midstream’s items of taxable income, gain, loss and deduction in the preparation of income tax returns. As a pass-through entity not subject to income taxes, there is no tax sharing agreement within Dominion Midstream.

The Federal Energy Regulatory Commission has a policy to permit cost-of-service rates to reflect actual or potential income tax liability for all public utility assets, regardless of the form of ownership. Under this policy, all entities or individuals owning public utility assets would be permitted an income tax allowance, provided that they have an actual or potential income tax liability on that public utility income. Thus, a corporation, partnership, limited liability corporation, or other pass-through entity would be permitted an income tax allowance on the income imputed to the corporation, or to the partners or the members of pass-through entities, provided that they have an actual or potential income tax liability on that income.

Prepared by: Jonathan Bass, Senior Tax Consultant, Dominion Resources Services, Inc.

**EXHIBIT \_\_\_\_ (LK-23)**

DPU 2.09 Please identify the amount of Corporate overhead from Dominion that is anticipated to be allocated to Dominion Questar and Questar Gas.

Answer: As described in the testimony of Witnesses Farrell and Wood, Questar entities will benefit from efficiencies and economies of scale associated with participating in Dominion's centralized services company model. At this time, Dominion and Questar have not completed the process of identifying the specific corporate functions that would be transferred to a services company to yield such benefits. Presented below is a summary description of Dominion's service company model billing method:

*Dominion services company model – A combination of direct charges and allocations.* Under the services company model, the services company's affiliates are billed at cost. Similar to Questar Corporation, when work is performed for an individual affiliate, services company employees charge hours directly to the affiliate at a standardized hourly rate that includes labor, payroll taxes, and benefits, as well as an estimate for overhead costs necessary to support the service being provided (e.g., administrative and general expenses and infrastructure costs). Any remaining services company costs represent work performed for all affiliates, or specific groups of affiliates (e.g., operating segments), and are billed using methods based on relative attributes of the affiliates. Depending upon the nature of the services company department, these attributes include: headcount, square footage, operations and maintenance costs, number of customers, documents processed, network devices, vehicles, etc.

Prepared by: John Ingram, Director-Accounting, Dominion Resources Services, Inc.

DPU 2.10 Please provide an understanding of the amounts and the method used to allocate corporate overhead changes to the existing operating entities of Dominion Resources.

Answer: Please see the response provided to DPU 2.09 for a summary description of the method used to charge and/or allocate Dominion's services company to its affiliates.

Prepared by: John Ingram, Director-Accounting, Dominion Resources Services, Inc.



DPU 4.01 Please provide a spreadsheet showing a side by side comparison of pre and post-merger shared services costs, those currently allocated to Questar Gas those anticipated to be allocated to Dominion-Questar Gas. Please use data from the last full year and the first projected year..

Answer: A list of shared service costs currently allocated to Questar Gas are shown in DPU 2.05. It is anticipated that Dominion shared services will perform some of the same services that are performed currently by Questar Corporation. The corporate support functions are currently working together towards a plan for integration. At this point in the process, projected costs for the integrated Company going forward have not been quantified.

Prepared by: Kelly Mendenhall, General Manager Regulatory Affairs, Questar Gas Company

- DPU 6.40 Reference the Direct Testimony of David M. Curtis p. 8:21 – 28.
- a. If the merger was approved, what common services currently shared between Questar Gas and Questar Corporation will be changed to shared services with Dominion?
  - b. What would the timeline be for combining any shared services?

- Answer:
- a. See the responses to DPU 4.01 and OCS 2.15. See also the testimony of Fred G. Wood, pages 10-11.
  - b. See slide 14 of the Joint Applicants' presentations at the April 28<sup>th</sup> and 29<sup>th</sup> technical conferences in Utah and Wyoming respectively.

Prepared by: Lisa S. Booth, Deputy General Counsel, Dominion Resources Services, Inc.

**Merger Costs, Integration Activities, and Savings**

OCS 2.15 Please provide a copy of all integration/transition studies, analyses, and reports that address the organization, activities, staffing, costs, and/or savings to integrate Questar Corporation, Questar Pipeline, and Questar Gas into the Dominion organization structure. Please provide updates to your response as the integration/transition process proceeds.

Answer: As stated in the Joint Application, Dominion plans to operate Questar Gas and Questar Pipeline in the same manner they operate today. See the presentation provided at the April 28, 2016 Utah Technical Conference for a description of and status update on the integration process. See also the response to WPSC 2.05 for organizational charts showing the legal entity structure of Questar Corporation and its subsidiaries within Dominion, as well as how Questar is expected to be incorporated into Dominion's operating segment and leadership structures. These organizational charts also reflect the only staffing changes made to date. There are no other formal studies, analysis, or reports on the integration to date. Updates will be provided as the integration process proceeds.

Prepared by: Karla Haislip, Merger & Acquisition Project Director, Dominion Resources Services, Inc.

WPSC 1.21 Please describe any changes in corporate overhead charges and/or cost allocation from Dominion to the Questar regulated entities and Wexpro after the Merger.

Answer: As described in the testimony of Witnesses Farrell and Wood, Questar entities will benefit from efficiencies and economies of scale associated with participating in Dominion's centralized services company model. At this time, Dominion and Questar have not completed the process of identifying the specific corporate functions that would be transferred to a services company to yield such benefits. Presented below are summary descriptions of Questar Corporation's corporate allocation methodology as compared to Dominion's service company model billing method:

*Questar corporate cost allocation – A combination of direct charges and allocations*

Questar Corporation's costs are directly assigned, when possible, by charging affiliates an hourly rate that includes overheads. Any remaining general and administrative costs that cannot be directly assigned are allocated to subsidiaries using the "Distrigas" formula – a weighted average distribution among the subsidiaries based on their relative share of Gross Plant, Gross Revenues and Gross Payroll.

*Dominion services company model – A combination of direct charges and allocations*

Under the services company model, the services company's affiliates are billed at cost. Similar to Questar Corporation, when work is performed for an individual affiliate, services company employees charge hours directly to the affiliate at a standardized hourly rate that includes labor, payroll taxes, and benefits, as well as an estimate for overhead costs necessary to support the service being provided (e.g., administrative and general expenses and infrastructure costs). Any remaining services company costs represent work performed for all affiliates, or specific groups of affiliates (e.g., operating segments), and are billed using methods based on relative attributes of the affiliates. Depending upon the nature of the services company department, these attributes include: headcount, square footage, operations and maintenance costs, number of customers, documents processed, network devices, vehicles, etc.

**EXHIBIT \_\_\_\_ (LK-24)**

DPU 2.05 Please identify the amount of Corporate overhead that has been paid by each Questar operating entity as of December 31, 2013, 2014 and 2015.

Answer: See DPU 2.05 Attachment 1.xlsx, DPU 2.05 Attachment 2.xlsx and DPU 2.05 Attachment 3.xlsx for a breakdown of 2013, 2014 and 2015 costs billed from Questar Corporation to its sub-entities. Referring to Attachment 1, Lines 1-58 represent the total expense charged from Questar Corporation to its sub-entities. Columns (C) through (G) are expenses that are not allocated, but directly charged. Columns (H) through (L) are expenses that are allocated. Most costs are allocated using Distrigas, but other allocation methods are also used such as Employee Count, square footage, number of transactions, number of computers, or some other allocation method.

Line 59 represents amounts that were directly recorded to balance sheet accounts, such as labor overhead items, pension contributions and insurance premiums that are later charged to expense or capital accounts through allocations or amortizations.

Prepared by: Mike Rawlins, Manager Accounting, Questar Gas Company

Line	(A)	2013 Corporate Charges to Subsidiaries										ALLOCATED CHARGES				(L)	(M)
		(B)					(C)					(D)		(E)			
		(A)		(B)	(C)	(D)	(E)	(F)	(G)	(H)	(I)	(J)	(K)	(L)	(M)		
		QFC	WEX	QFC	WEX	QFC	WEX	QFC	WEX	QFC	WEX	QFC	WEX	Total Allocated	Total Direct & Allocated		
1	1/	19,609.49	-	581,389.12	-	581,389.12	-	1,974,783.13	2,575,781.74	-	-	-	-	-	2,575,781.74		
2	284	84,317.66	394,674.29	3,279,385.38	41,566.29	4,010,250.30	4,453,456.61	4,010,250.30	7,768,627.63	533.13	(267.95)	(4,433.85)	(267.95)	(5,493.72)	(5,493.72)		
3	400	-	-	266.18	-	266.18	-	234,654.50	234,900.68	-	-	-	-	16,461,339.71	24,229,967.34		
4	402	-	-	-	-	-	-	-	-	-	-	-	-	3,005,683.08	6,636,527.00		
5	403	-	-	-	-	-	-	-	-	-	-	-	-	6,871,427.68	6,871,427.68		
6	410	9,025.37	41,566.29	50,917.25	36,114.14	137,623.05	1.14	36,114.14	137,623.05	1.14	115,597.05	196,327.36	396,853.14	534,476.19	1,070,931.31		
7	413	-	-	2,180.10	10,803.74	12,983.84	4.00	12,983.84	12,983.84	4.00	28,957.76	13,737.47	111,991.48	125,700.32	250,691.66		
8	414	991.44	429.01	6,093.95	429.01	19,967.65	0.69	12,473.25	19,967.65	0.69	51,207.28	36,643.59	87,483.45	175,335.01	195,322.66		
9	416	-	-	-	-	-	-	591.75	591.75	0.14	12,680.64	7,339.18	30,172.93	50,092.90	50,092.90		
10	453	-	-	-	70,623.24	415.80	67.76	246,174.38	100,701.14	100,701.14	742,094.99	29,058.85	42,740.20	1,160,077.31	1,160,077.31		
11	459	-	-	2,128.39	-	2,128.39	-	9,010.78	4,670.57	-	29,058.85	42,740.20	44,876.25	5,588.95	40,073.62		
12	460	-	-	1,307.46	-	1,307.46	-	1,702.32	1,322.77	-	2,563.85	5,588.95	604,211.58	1,322.77	604,211.58		
13	461	-	-	650,993.76	44,747.95	(2,782,386.24)	6.24	104,176.93	51,112.71	448,915.70	525,346.11	1,159,883.17	1,159,883.17	(1,467,654.44)	7,850.39		
14	482	14,798.51	-	-	-	-	-	349,463.22	286,887.53	-	1,940.10	3,543.54	7,850.39	2,526,731.67	2,526,731.67		
15	531	-	-	91,257.28	571,098.77	161,714.33	2.06	402,242.98	286,887.53	2.06	1,940.10	3,543.54	7,850.39	1,013,528.72	1,013,528.72		
16	546	-	-	-	-	-	-	157,539.56	128,520.49	-	236,806.07	522,866.12	522,866.12	522,866.12	522,866.12		
17	547	-	-	-	-	-	-	72,500.54	43,355.76	20.48	156,364.45	272,241.23	272,241.23	272,241.23	272,241.23		
18	560	-	-	-	-	-	-	21,394.00	11,659.49	6.09	44,855.76	77,625.33	77,625.33	77,625.33	77,625.33		
19	561	-	-	-	-	-	-	1,683.00	503.26	-	3,373.92	5,560.18	5,560.18	5,560.18	5,560.18		
20	562	-	-	-	-	-	-	167,059.48	140,139.88	-	241,588.84	548,788.20	548,788.20	548,788.20	548,788.20		
21	565	-	-	-	-	-	-	1,113,909.50	838,735.45	-	1,870,706.59	3,823,351.54	3,823,351.54	3,823,351.54	3,823,351.54		
22	568	-	-	-	-	-	-	2,346,116.88	6,407,930.82	-	2,448,243.54	6,407,930.82	6,407,930.82	6,407,930.82	6,407,930.82		
23	610	-	-	-	-	-	-	48,082.68	38,279.64	-	75,200.47	161,562.79	161,562.79	161,562.79	161,562.79		
24	611	-	-	-	-	-	-	-	-	-	-	-	-	-	-		
25	619	-	-	-	-	-	-	-	-	-	-	-	-	-	-		
26	620	-	-	-	-	-	-	-	-	-	-	-	-	-	-		
27	621	-	-	-	-	-	-	-	-	-	-	-	-	-	-		
28	622	-	-	-	-	-	-	-	-	-	-	-	-	-	-		
29	628	-	-	113.97	10,271.81	99.75	0.11	17,969.47	14,659.46	0.11	27,010.86	59,639.79	59,639.79	59,639.79	59,639.79		
30	629	-	-	-	-	-	-	392,204.57	392,204.57	-	66,555.43	136,202.74	286,354.61	286,354.61	286,354.61		
31	635	40.00	9,650.21	8,666.57	9,650.21	6,296.97	0.25	6,790.42	4,794.26	0.25	24,570.73	36,155.41	428,359.98	428,359.98	428,359.98		
32	641	-	-	-	-	-	-	2,071.97	13,709.34	-	28,994.13	60,804.84	85,458.59	85,458.59	85,458.59		
33	642	-	-	(47,108.22)	899,749.53	5,783.19	-	6,283.15	887.51	-	5,360.30	8,319.78	8,319.78	8,319.78	8,319.78		
34	644	-	-	-	-	-	-	292.67	439.93	-	971.37	2,083.51	2,083.51	2,083.51	2,083.51		
35	645	-	-	-	-	-	-	386.03	314.92	-	580.26	1,281.20	1,281.20	1,281.20	1,281.20		
36	650	-	-	7,500.00	-	7,500.00	-	12,052.00	19,552.00	-	1,539.25	2,880.42	2,880.42	2,880.42	2,880.42		
37	651	-	-	-	-	-	-	-	-	-	-	-	-	-	-		
38	652	-	-	-	-	-	-	-	-	-	-	-	-	-	-		
39	653	-	-	-	-	-	-	-	-	-	-	-	-	-	-		
40	654	-	-	-	-	-	-	(1,500.00)	1,623,491.57	-	115.64	302.02	466.30	1,623,957.87	1,623,957.87		
41	655	-	-	-	-	-	-	17,374.91	17,374.91	-	-	-	-	17,374.91	17,374.91		
42	656	-	-	42,119.75	3,063,857.79	108,548.65	-	(77,790.52)	(32,717.78)	-	(203,170.54)	(313,678.84)	(313,678.84)	2,900,847.33	2,900,847.33		
43	657	-	-	-	-	-	-	39,555.16	16,636.43	-	103,308.76	159,500.35	159,500.35	159,500.35	159,500.35		
44	666	-	-	-	-	-	-	-	-	-	-	-	-	-	-		
45	673	-	-	-	-	-	-	-	-	-	-	-	-	-	-		
46	677	-	-	-	-	-	-	-	-	-	-	-	-	-	-		
47	687	-	-	-	-	-	-	-	-	-	-	-	-	-	-		
48	710	(2,400,000.00)	16,800,000.00	16,800,000.00	32,505,853.00	(1,373,817.00)	-	310,502.56	253,307.43	-	466,732.86	1,030,542.85	1,030,542.85	1,030,542.85	1,030,542.85		
49	715	(24,115.00)	1,860,532.00	138,073.00	1,860,532.00	(2,370,628.20)	-	74,726.30	60,961.58	-	112,325.06	248,012.94	248,012.94	248,012.94	248,012.94		
50	749	-	-	-	-	-	-	-	-	-	-	-	-	-	-		
51	850	-	-	8,732.52	-	8,732.52	-	129,424.44	138,156.96	-	18,193.63	26,426.12	60,071.42	60,071.42	60,071.42		
52	902	-	-	-	-	-	-	-	-	0.09	17,885.27	44,968.33	67,548.52	205,705.48	205,705.48		
53	920	79,467.94	380,749.22	3,150,290.63	380,749.22	3,823,260.27	512.47	(12,337.41)	(6,313.96)	512.47	(39,805.93)	(58,457.30)	(58,457.30)	(58,457.30)	(58,457.30)		
54	927	2,724.83	469,629.33	469,629.33	13,185.96	546,389.87	-	4,273,128.58	2,061,723.00	-	9,461,401.99	15,796,766.04	23,230,534.10	23,230,534.10	23,230,534.10		
55	984	-	-	-	-	-	-	35,737.73	9,991.66	-	105,825.62	151,555.01	151,555.01	151,555.01	151,555.01		
56	985	-	-	7,975.52	3,853.38	23,037.66	-	151,971.12	123,977.77	-	228,435.84	504,384.73	504,384.73	504,384.73	504,384.73		
57	989	-	-	-	-	-	-	-	-	-	-	-	-	-	-		
58	Total Expense Charged to Subsidiaries	(2,213,139.76)	25,251,911.94	42,003,625.71	3,785,068.47	68,827,466.36	1,154.65	19,000,488.11	11,987,847.55	35,120,492.93	66,109,983.24	134,937,449.60	134,937,449.60	134,937,449.60	134,937,449.60		
59	2/	1,378.18	18,790,385.59	-	-	46,069,629.01	-	-	64,860,392.78	-	-	-	-	-	-		

1/ Amounts that are paid by corporate departments but are recorded directly on the subsidiaries books as expense rather than allocated, such as outside auditor fees, legal fees, and bank fees.  
2/ Direct payments to balance sheet accounts, such as labor overhead items, pension contributions, and insurance premiums that later are charged to expense or capital accounts through other allocations or amortizations.

2014	Corporate Charges to Subsidiaries		DIRECT CHARGES			ALLOCATED CHARGES			(M)				
	(A)	(B)	(C)	(D)	(E)	(F)	(G)	(H)		(I)	(J)	(K)	(L)
1	1/	Transactions	QFC	QPC	WEX	QGC	Total	QFC	QPC	WEX	QGC	Total	Total Direct & Allocated
2	234	Direct Payments to Expense	110,937.79	966,610.54	-	1,827,578.45	2,905,126.78	-	-	-	-	-	2,905,126.78
3	400	Misc Other Income	-	-	-	-	-	44,455.27	4,313,949.59	(31,182.84)	(56,618.15)	(121,155.44)	(121,155.44)
4	402	Incentive Wages	645,462.02	3,457,636.48	434,564.21	4,490,111.30	9,027,774.01	40,935.11	2,130,170.26	2,077,649.75	10,004,923.83	16,726,232.17	25,754,006.18
5	403	Share-based Compensation	-	16,597.23	-	151,249.85	167,847.08	31,690.20	1,649,086.40	1,608,427.27	3,474,849.89	7,723,605.00	7,891,452.08
6	410	Travel	-	-	-	-	-	1,711.16	109,170.79	19,633.37	193,978.84	401,130.37	650,626.68
7	413	Training	75,475.63	79,242.28	62,029.90	32,745.50	249,496.31	347.73	35,672.98	19,633.37	85,319.84	140,953.92	176,827.49
8	414	Meals-Travel/Entertain	14,250.69	16,377.11	16,901.92	2,594.54	35,873.57	347.73	35,672.98	19,633.37	52,771.56	97,034.73	134,800.18
9	416	Meals-OnPremise, OT	95.64	5,981.22	184.35	17,349.19	37,765.45	357.26	25,832.41	18,073.51	52,771.56	97,034.73	134,800.18
10	453	Computer Software	-	-	-	-	-	141.69	12,375.52	9,338.25	25,925.89	47,781.35	49,821.56
11	459	Computer Hardware	34,793.08	3,880.34	83,550.31	8,359.75	95,790.40	2,525.23	236,425.65	100,076.34	657,211.87	996,239.08	1,094,029.48
12	460	Warehouse Supplies	9,418.58	34,793.08	36,685.64	209,736.22	281,224.94	15.44	28,176.41	15,558.02	92,898.57	136,648.45	417,863.39
13	461	Supplies and Equipment	159,683.80	358,378.87	139,300.18	(4,531,635.71)	(3,875,272.86)	2,572.79	185,211.26	139,673.16	550,275.20	877,732.41	(2,997,540.45)
14	482	Communication Charges	271.38	-	-	462.90	734.28	6,638.13	345,442.88	336,920.73	563,516.94	1,252,518.68	1,252,518.68
15	531	Advertising	181.69	-	-	-	181.69	65.62	3,434.25	3,369.47	5,583.70	12,453.04	12,634.73
16	546	Consultants/Contracted Svcs	7,593.85	148,769.84	888,215.38	272,507.75	1,317,086.82	15,394.01	498,613.82	372,216.25	1,329,682.15	2,215,906.23	3,532,993.05
17	547	Investor Relations	-	-	-	-	-	2,223.18	115,689.21	112,836.82	188,718.54	419,467.75	419,467.75
18	560	Assoc Company Labor	-	-	-	-	-	369.62	37,658.54	15,142.96	92,853.93	146,025.06	146,025.06
19	561	Assoc Company Labor Ovhd	-	-	-	-	-	122.39	13,325.87	5,281.86	31,673.77	50,603.89	50,603.89
20	562	Assoc Company Vehicle Cfg	-	-	-	-	-	-	-	-	2,004.94	3,334.65	3,334.65
21	565	Assoc Company Other	-	-	-	-	-	-	-	-	2,004.94	3,334.65	3,334.65
22	568	Assoc Company G&A	-	-	-	-	-	-	-	-	2,004.94	3,334.65	3,334.65
23	610	Rent	-	166.25	-	-	-	1,863.58	126,735.12	125,431.44	197,680.80	451,710.94	451,710.94
24	611	Questar Center Parking	-	-	540.00	-	706.25	14,732.81	928,745.87	818,385.50	1,716,548.25	3,478,412.44	3,478,412.44
25	621	Director Fees & Meetings	-	-	1,020.00	-	1,020.00	18,351.52	2,260,522.89	1,705,114.69	2,446,608.28	6,430,598.38	6,431,304.63
26	622	Director Expenses	-	-	-	-	-	888.79	47,746.54	45,280.88	80,493.09	174,409.29	175,429.29
27	628	Dues, Publications, Subscripti	-	-	-	-	-	9,853.18	512,737.01	500,095.19	836,404.56	1,859,089.94	1,859,089.94
28	629	Postage & Express	-	-	71,367.88	-	-	318.25	16,560.77	16,152.46	27,014.83	60,046.31	60,046.31
29	635	Licenses, Permits and Fees	8,051.99	53.88	-	485,068.21	71,367.88	83.50	6,473.64	5,185.71	26,382.51	38,125.36	523,247.45
30	641	Regulatory Fees/Expense	995.00	2,331.73	5,007.94	13,126.59	28,518.25	239.41	19,002.69	16,254.39	34,465.27	69,961.76	98,480.01
31	642	Insurance & Bonding	(425.89)	(109,930.47)	856,889.82	(61,138.72)	685,399.74	80.13	4,169.62	4,066.81	6,801.71	15,118.27	700,518.01
32	644	Bad Debts	-	-	-	-	-	1.39	71.13	70.35	117.67	261.54	261.54
33	650	Long-term Disability	-	7,500.00	-	12,852.00	20,352.00	-	-	-	-	-	20,352.00
34	651	Recognition Outstanding Sen	-	-	-	-	-	30.06	1,986.55	1,747.14	3,739.73	7,503.48	7,503.48
35	652	Employee Benefits-W&GPL	-	-	-	-	-	-	-	-	-	-	10,896.14
36	653	Employee Benefits-Medical	-	-	10,896.14	-	10,896.14	-	-	-	-	-	10,896.14
37	654	Employee Benefits-Life Insur	-	-	2,121,436.91	-	2,121,436.91	-	23.11	10.07	66.42	99.60	2,121,536.51
38	655	Employee Benefits-Retiremer	-	-	11,455.33	-	11,455.33	-	-	-	-	-	11,455.33
39	656	Employee Benefits-Emp Inve	-	40,643.82	2,235,829.68	110,038.43	2,386,511.93	-	(51,565.41)	(22,468.94)	(148,230.36)	(22,264.71)	2,164,247.22
40	657	Employee Benefits-Miscellan	-	(2,842.84)	14,364.19	-	11,521.35	-	50,449.62	21,982.75	145,022.90	217,455.27	217,455.27
41	666	Depreciation	-	-	-	-	-	73.96	3,848.68	3,753.79	6,278.18	13,954.61	25,475.96
42	673	Bank Service Charge	-	-	-	-	-	8,454.86	439,871.60	429,123.86	717,705.66	1,595,255.97	1,595,255.97
43	677	Interest Expense - Assoc Com	180.00	-	92,617.41	-	92,797.41	2,309.18	120,164.55	117,201.83	196,018.96	435,694.52	528,491.93
44	679	Interest Expense - Miscellane	-	-	5,191.55	-	5,191.55	-	-	-	-	-	5,191.55
45	687	Amortization of Debt Expense	-	-	-	-	-	-	81.78	69.50	118.65	269.93	269.93
46	710	Federal Income Tax	(4,900,435.00)	25,390,398.00	68,160,022.00	(21,142,715.00)	67,507,270.00	3,649.70	189,921.93	185,239.30	309,811.00	688,621.92	688,621.92
47	715	State Income Tax	(11,478.00)	1,151,591.38	1,836,805.62	(2,205,881.00)	771,038.00	-	-	-	-	-	67,507,270.00
48	749	Property Tax	-	-	-	-	-	-	-	-	-	-	771,038.00
49	850	Garage Vehicles & Equip	-	-	-	131,686.15	131,686.15	-	(5,687.23)	(4,833.84)	(8,253.60)	(18,774.67)	(18,774.67)
50	902	Information Technology	-	-	-	-	-	(69.07)	10,685.02	(2,579.49)	25,482.23	33,518.69	165,204.84
51	920	Labor Overhead	493,165.81	2,634,969.29	329,632.70	3,357,951.17	6,815,718.97	39,470.69	3,228,921.60	1,766,599.08	7,527,925.58	12,556,816.95	19,372,535.92
52	927	Vehicle Clearing	4,121.51	368,575.07	11,902.19	636,331.61	1,020,930.38	242.85	30,609.21	8,603.37	95,288.60	134,744.03	1,155,674.41
53	984	Company Services-Other	-	-	79,589.09	-	79,589.09	3,938.37	204,943.84	199,890.84	334,315.57	743,088.63	822,677.72
54	985	Transfer to Affiliates	52.35	560,862.39	41,185.96	363,811.95	965,912.65	-	-	-	-	-	965,912.65
55	989	Clearing Credits	-	-	-	(1,166,435.58)	(1,166,435.58)	-	-	-	-	-	(1,166,435.58)
56			(3,393,811.74)	35,144,337.09	77,547,486.30	(16,918,662.90)	92,379,048.75	249,488.95	17,972,573.63	13,306,457.00	34,764,145.28	66,292,664.85	159,671,733.60
57	2/	Direct Payments to Bal Sheet	18,058.71	15,661,450.59	-	39,873,823.58	55,553,332.88	-	-	-	-	-	-

1/ Amounts that are paid by corporate departments but are recorded directly on the subsidiaries books as expense rather than allocated, such as outside auditor fees, legal fees, and bank fees.  
2/ Direct payments to balance sheet accounts, such as labor overhead items, pension contributions, and insurance premiums that later are charged to expense or capital allocations through other allocations or amortizations.



2015 Corporate Charges to Subsidiaries

Line	(A)	(B)	DIRECT CHARGES			ALLOCATED CHARGES			(M)			
			(C)	(D)	(E)	(F)	(G)	(H)		(I)	(J)	(K)
		Transactions	QFC	QPC	WEX	QFC	QPC	WEX	QFC	QPC	Total Allocated	Total Direct & Allocated
1	284	Direct Payments to Expense	138,869.16	1,143,170.80	-	-	284.20	12,350.32	17,350.32	12,350.32	42,186.45	3,326,638.89
2	374	Misc Other Income	-	-	-	-	367.94	18,405.47	18,405.47	18,405.47	29,663.04	42,186.45
3	400	Misc Expense Reductions	-	-	-	-	72,077.32	5,168,153.06	2,919,504.22	11,061,481.50	63,006.55	63,006.55
4	402	Incentive Wages	647,096.12	3,476,043.85	535,417.27	4,960,627.86	31,754.80	1,565,624.95	1,537,272.46	2,535,847.44	19,220,166.10	28,839,351.20
5	403	Share-based Compensation	-	8,116.87	-	27,095.85	32,252.63	1,590,169.88	1,561,372.89	2,575,602.91	5,670,499.65	5,759,398.33
6	410	Travel	95,429.10	56,416.37	51,065.23	30,290.53	1,806.75	100,945.12	86,237.92	187,431.14	376,420.93	611,622.16
7	413	Training	-	7,788.40	8,553.43	2,860.80	574.14	47,477.83	31,910.50	110,232.11	191,194.58	210,927.21
8	414	Meals/Travel/Entertain	16,652.52	5,147.73	414.06	26,865.05	49,077.36	49,077.36	25,787.96	19,417.53	55,080.04	149,771.40
9	416	Meals/Travel/Entertain	-	95.53	1,380.85	1,380.85	208.61	16,702.13	12,409.74	33,930.48	63,250.92	64,636.00
10	453	Computer Software	481.94	3,144.82	63,623.81	109,701.38	7,081.69	399,383.41	178,516.01	1,075,941.06	1,660,921.17	1,770,623.55
11	459	Computer Hardware	5,905.99	51,465.03	442,020.76	446,318.02	193.76	34,716.67	23,518.07	99,240.41	157,669.12	603,387.14
12	460	Warehouse Supplies	-	21,812.74	-	38,690.97	61.34	1,501.34	2,904.41	5,413.72	10,280.81	70,784.52
13	461	Supplies and Equipment	97,340.29	335,572.10	109,925.67	5,054,614.41	1,668.88	144,137.77	123,184.46	428,337.15	698,328.25	3,813,448.10
14	480	Natural Gas	-	-	-	-	(0.00)	(0.00)	(0.00)	(0.00)	(0.00)	(0.00)
15	482	Communication Charges	341.28	-	-	341.28	1,447.85	73,198.68	71,130.70	121,618.91	267,737.41	40,208.47
16	483	Power, Sewer, Water	-	-	-	-	92.09	4,540.57	4,540.57	7,354.38	16,445.40	16,445.40
17	531	Advertising	-	-	-	-	58.41	2,929.28	2,870.87	4,744.57	10,609.50	10,609.50
18	546	Consultants/Contracted Svcs	-	-	-	-	14,335.68	906,717.83	787,184.83	1,537,560.59	3,625,798.94	4,761,763.18
19	547	Investor Relations	-	12,459.06	824,884.35	298,580.83	1,807.61	89,121.77	87,507.83	144,350.79	322,788.00	322,788.00
20	560	Assoc Company Labor	-	-	-	-	(8.51)	(219.79)	(479.54)	(479.54)	(954.39)	(954.39)
21	561	Assoc Company Labor Ovid	-	-	-	-	(0.34)	(71.04)	(71.04)	(71.04)	(142.08)	(142.08)
22	562	Assoc Company Vehicle Ctg	-	-	-	-	3.22	79.89	37.50	190.86	311.48	311.48
23	565	Assoc Company Other	-	-	-	-	204.73	11,068.13	11,306.71	17,613.90	40,208.47	40,208.47
24	610	Rent	-	360.00	405.00	-	19,297.47	2,228,924.61	1,853,896.21	2,320,927.84	6,423,811.13	6,423,811.13
25	611	Questar Center Parking	-	-	-	765.00	994.88	47,382.72	45,360.21	79,256.42	172,934.23	174,089.23
26	621	Director Fees & Meetings	-	-	1,155.00	-	10,515.46	518,449.59	509,060.79	839,734.36	1,877,760.19	1,877,760.19
27	622	Group Expenses	-	-	-	-	325.20	16,033.59	15,748.23	25,969.65	58,071.66	58,071.66
28	626	Group Entertainment/Dinners	-	-	-	-	342.79	16,900.63	16,900.63	27,374.01	61,212.00	61,212.00
29	629	Dues, Publications, Subscriptions	479.40	38,201.79	38,681.19	533,137.24	2,951.23	128,722.55	121,815.71	220,322.12	473,211.62	511,892.81
30	629	Postage & Express	-	225.00	-	383,862.24	128.48	7,989.01	6,960.70	22,662.47	37,770.65	570,632.89
31	635	Licenses, Permits and Fees	229.00	820,547.33	3,484.25	16,495.62	435.79	25,086.85	21,110.60	46,147.12	92,780.36	933,536.56
32	641	Regulatory Fees/Expense	-	-	-	949.40	1.73	130.47	110.36	255.44	498.00	1,447.40
33	642	Insurance & Bonding	(795.14)	(109,387.24)	832,814.83	652,004.48	61.84	3,048.88	2,993.67	4,938.28	11,042.66	663,047.14
34	644	Bad Debts	-	-	-	-	20.86	1,028.25	1,099.63	1,665.45	3,724.18	3,724.18
35	645	Third Party Claims	-	-	837.90	-	-	-	-	-	-	837.90
36	650	Long-term Disability	-	7,500.00	-	-	-	-	-	-	-	48,379.79
37	651	Recognition Outstanding Service E	-	175.00	28,027.79	12,852.00	37.66	1,635.86	1,573.45	3,203.04	6,650.00	6,825.00
38	652	Employee Benefits-WCR&GPL	-	-	-	175.00	-	-	-	-	-	21,794.00
39	653	Employee Benefits-Medical	-	-	-	-	-	-	9.08	4.08	38.55	2,556,093.67
40	654	Employee Benefits-Life Insur	-	-	-	-	-	-	-	-	-	16,861.17
41	655	Employee Benefits-Retirement	-	-	-	-	-	-	-	-	-	16,861.17
42	656	Employee Benefits-Emp Invest Pla	-	40,716.47	-	3,463,631.79	-	(50,847.77)	(2,842.38)	(142,217.31)	(215,907.46)	3,247,724.33
43	657	Employee Benefits-Miscellaneous	-	-	-	-	-	37,900.30	17,025.98	106,004.23	160,930.51	160,930.51
44	659	Deferred Comp (Non-Qualified)	-	25.00	47,345.67	107,662.70	231.23	30,947.69	20,032.02	73,030.37	124,243.31	171,651.38
45	666	Depreciation	-	-	(8.72)	-	-	-	-	-	-	(8.72)
46	673	Bank Service Charge	-	-	-	37.40	13,776.45	660,601.87	1,100,860.97	121,542.22	2,455,071.19	2,455,071.19
47	677	Interest Expense - Assoc Company	-	-	76,371.92	-	1,521.98	75,040.28	-	-	271,786.77	348,158.69
48	679	Interest Expense - Miscellaneou	-	-	103,785.98	-	-	-	-	-	-	103,785.98
49	687	Amortization of Debt Expense	1,838.61	90,956.17	(240,183.95)	147,389.17	(1.24)	(67.73)	(104.23)	(104.23)	(239.10)	(239.10)
50	710	Federal Income Tax	(528,000.00)	29,714,000.00	61,506,000.00	24,876,000.00	4,173.59	205,772.67	333,290.62	745,283.13	745,283.13	745,283.13
51	715	State Income Tax	17,933.00	2,379,403.84	4,005,486.16	(3,783,783.00)	-	-	-	-	-	116,568,000.00
52	731	Sales Tax	-	-	-	-	-	-	-	-	-	2,619,040.00
53	735	Telecomm. Gross Receipts Tax	-	-	-	-	-	-	-	-	-	37,162.09
54	749	Property Tax	-	-	-	-	206.51	10,253.85	10,014.29	16,687.44	37,162.09	37,162.09
55	850	Garage Vehicles & Equip	-	450.50	-	-	103.66	5,145.29	5,026.26	8,371.96	18,647.17	18,647.17
56	902	Information Technology	-	-	-	96,065.81	547.07	28,981.85	45,278.90	103,283.06	103,283.06	103,283.06
57	920	Labor Overhead	-	-	-	-	77.13	11,628.49	2,853.01	27,771.77	42,330.40	140,396.21
58	927	Vehicle Clearing	551,852.58	2,976,915.43	459,059.66	4,152,318.01	60,912.98	4,380,028.17	2,467,011.78	(182.62)	(291.59)	(291.59)
59	930	Communication Chargeback	5,796.76	354,376.97	8,006.89	546,479.34	695.49	54,200.48	138,442.29	220,303.88	24,440,175.26	24,440,175.26
60	949	Office Building Clearing	-	-	-	-	(128.15)	(6,089.54)	(6,078.61)	(9,510.57)	(21,816.87)	(21,816.87)
61	953	Other Clearing	-	-	-	-	5.04	248.73	244.23	5,024.05	7,946.11	7,946.11
62	969	Warehouse Overhead	-	-	-	-	10.49	442.27	402.87	402.87	900.88	900.88
63	984	Company Services-Other	-	-	-	-	18,432.45	10.49	442.27	1,355.29	2,315.17	2,315.17
64	985	Transfer to Affiliates	-	-	-	-	4,639.71	228,754.07	224,611.48	370,513.66	846,951.36	846,951.36
65	989	Clearing Credits	-	-	-	-	-	-	-	-	-	1,689,466.66
66			1,051,450.61	41,574,729.74	75,893,304.51	29,356,658.28	1,051,450.61	1,095,686.24	1,095,686.24	1,095,686.24	1,095,686.24	1,095,686.24
67	2/	Direct Payments to Bal Sheet	5,816.52	21,052,196.21	-	55,752,596.85	-	-	-	-	68,595,067.54	216,471,210.68

1/ Amounts that are paid by corporate departments but are recorded directly on the subsidiaries books as expense rather than allocated, such as outside auditor fees, legal fees, and bank fees.  
2/ Direct payments to balance sheet accounts, such as labor overhead items, pension contributions, and insurance premiums that later are charged to expense or capital accounts through other allocations or amortizations.

P.S.C.U. Docket No. 16-057-01  
Data Request No. 2.05U  
Requested by Division of Public Utilities  
Date of QGC Response April 28, 2016

DPU 2.05U Please identify the amount of Corporate overhead that has been paid by each Questar operating entity as of December 31, 2013, 2014 and 2015.

Answer: DPU 2.05 Attachment 1.xlsx, has been updated to correct the totals in Columns L and M, lines 1-57, for 2013 in the attached file named DPU 2.05U Attachment 1.

Prepared by: Kelly Mendenhall, General Manager Regulatory Affairs, Questar Gas Company

DPU 2.06 Please explain the specific costs that are included in the corporate overhead charge and how the overhead charges are allocated to the operating entities.

Answer: See the response to DPU 2.05 for costs included in the corporate overhead charge. Costs are directly assigned whenever possible. All remaining costs are allocated using one of the following methods:

- Distrigas
- Employee Count
- Square Footage
- # of Transactions
- # of Computer Accounts (E-mail)
- # of Vehicles
- Surveys

Prepared by: Mike Rawlins, Manager Accounting, Questar Gas Company

P.S.C.U. Docket No. 16-057-01  
Data Request No. 2.07  
Requested by Division of Public Utilities  
Date of QGC Response April 4, 2016

DPU 2.07 Please provide the calculations for the Questar distrigas allocation of corporate overhead for 2013, 2014 and 2015.

Answer: The Distrigas calculations for 2013, 2014 and 2015 are attached as DPU 2.07 Attachment 1, DPU 2.07 Attachment 2 and DPU 2.07 Attachment 3.

Prepared by: David Alder, Senior Financial Reporting Analyst, Questar Corporation

To: Distribution  
 From: Greg Sandberg  
 Date: April 3, 2013  
 Subject: **Distrigas Percentages for 2013**

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**Questar Corporation**

The Distrigas percentages used in allocating Questar Corporation's general and administrative expenses and other corporate charges for 2013 have been finalized. Consistent with prior years, the allocation percentages were calculated giving equal weight to the elements of the Distrigas calculation that include gross plant, gross revenues less product costs, and gross payroll. The information used to calculate the revenue and plant elements of the Distrigas percentages was taken from 2012 year-end financial statements of Questar Corporation, its consolidated subsidiaries and its unconsolidated affiliate. The gross payroll information was retrieved from the PeopleSoft HR system servicing Questar Corporation and each affiliate company and adjusted based on a forecast of 2013 payroll (see payroll note under the next heading). The following table compares the Distrigas percentages used for allocating Questar Corporation's general and administrative expenses for 2013 and 2012:

Company*	Allocation Percentages for Corporate G&A Expenses		Increase (Decrease)
	2013	2012	
Questar Gas	45.29%	45.34%	(0.05%)
Wexpro	24.58%	23.52%	1.06%
Questar Pipeline-consolidated (less QIC)	28.46%	29.40%	(0.94%)
Questar InfoComm (QIC)	1.67%	1.74%	(0.07%)
Total	<u>100.00%</u>	<u>100.00%</u>	

\*Due to its small size, Questar Fueling has not been included in 2013 calculations.

In addition to the above percentages used in allocating corporate general and administrative expenses, there is a second category of Distrigas percentages (which includes an allocation attributable to Questar Corporation-parent) used to allocate certain corporate charges for consulting and professional services. These same percentages are also used to allocate certain charges related to the corporate shared services group. The following table compares the second category of Distrigas percentages used in allocating Questar Corporation's shared services group and other corporate charges for 2013 and 2012.

Company	Allocation Percentages for Corporate Shared Services and Other Charges		
	2013	2012	Inc. (Dec.)
Questar Gas	39.89%	40.43%	(0.54%)
Wexpro	23.33%	22.44%	0.89%
Questar Pipeline-consolidated (less QIC)	26.48%	27.56%	(1.08%)
Questar InfoComm (QIC)	1.38%	1.47%	(0.09%)
Questar Corp	8.92%	8.10%	0.82%
Total	<u>100.00%</u>	<u>100.00%</u>	

### Detail Schedules and Assumptions for the 2013 Calculation

The accompanying Schedules I, II and III provide the details for the 2013 Distringas calculation. Schedule I excludes Questar Corporation's Distringas components and provides the percentages for use in allocating Questar Corporation's general and administrative expenses. Schedule II includes Questar Corporation's Distringas components and provides the percentages for use in allocating corporate shared services and other charges. Schedule III provides the adjustments made to gross plant, gross revenues and gross payroll. Consistent with 2012, on Schedule III are adjustments to capture the effects of Questar Pipeline's 50% interest in unconsolidated affiliate White River Hub, LLC. Schedule IV provides a year-to-year comparison of the Schedule I Distringas components and allocation percentages for the 2013 and 2012 calculations.

In late 2012 personnel in the Telecomm group were transferred from Questar Gas to Questar Corporation-parent and in early 2013 approximately 100 employees retired in response to an incentive offered by Questar. To reflect these changes, gross payroll information used in the 2013 calculation incorporates a forecast of amounts to be paid to employees in 2013 based on their new company assignments or retirement status, as applicable.

The Telecomm transfer also involved a movement of gross plant from Questar Gas to Questar Pipeline. Because the plant transfers were completed as of year-end 2012, the unaltered December 31, 2012 financial statements reflected the updated plant configuration and were used in the 2013 calculation.

### Explanation of Year-to-Year Changes in Distringas Components and Percentages

Based on the data in Schedule IV that compares the Schedule I Distringas components of 2013 with 2012, overall gross plant increased \$307.6 million or 6.2% and overall gross revenues less product costs increased \$32.8 million or 3.7%. The overall estimated gross payroll for 2012 (proportioned among entities based on a 2013 estimate) was \$3.4 million or 3.1% higher than the 2011 amount. Questar Gas's overall Distringas percentage was down slightly (-0.05%), resulting from decreases in its share of gross revenues less product costs (-0.68%) and gross plant (-0.09%), mostly offset by an increase in its share of gross payroll (+0.62%) relative to Wexpro and Questar Pipeline. Wexpro's overall Distringas percentage increased by 1.06% due to increased shares of gross revenues (+1.58%), gross plant (+1.26%) and gross payroll (+0.36%) relative to Questar Pipeline and Questar Gas. Questar Pipeline's (including Questar InfoComm) overall Distringas percentage decreased by 1.01% due to decreases in its share of gross plant (-1.17%), gross payroll (-0.98%), and gross revenues less product costs (-0.90%) relative to Wexpro and Questar Gas.

If you have any questions regarding the Distringas calculation for 2013, please call me at extension 5117.

#### Distribution:

Michelle Ashton	Kent Dickson	Craig Kellersberger	Jeff West
Craig Brown	Koby Glazier	Graeme Layton	John Wilkey
Brad Burton	Kevin Hadlock	Connie Marshall	Julie Wray
Jeff Callor	Greg Heiner	Barrie McKay	John Yin
Dave Curtis	Bill Hunt	Brady Rasmussen	

To: Distribution  
From: Craig Kellersberger  
Date: April 2, 2014  
Subject: **Distrigas Percentages for 2014**

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**Questar Corporation**

The Distrigas percentages used in allocating Questar Corporation's general and administrative expenses and other corporate charges for 2014 have been finalized. Consistent with prior years, the allocation percentages were calculated giving equal weight to the elements of the Distrigas calculation that include gross plant, gross revenues less product costs, and gross payroll. The information used to calculate the plant element of the Distrigas percentages was taken from the 2013 year-end financial statements of Questar Corporation, its consolidated subsidiaries and its unconsolidated affiliate except for Questar Fueling. The data used to calculate the Questar Fueling plant is the average of the December 31, 2013 balance and the 2014 ending budget amount. The gross revenue less product costs information came from the Questar Corporation 2014 budget consolidating income statement and from the Wexpro 2014 budget combined income statement. The gross payroll information was retrieved from the PeopleSoft HR system servicing Questar Corporation and each affiliate company and adjusted based on a forecast of 2014 payroll (see payroll note under the next heading). The following table compares the Distrigas percentages used for allocating Questar Corporation's general and administrative expenses for 2014 and 2013:

Company	Allocation Percentages for Corporate G&A Expenses		Increase (Decrease)
	2014	2013	
Questar Gas	44.99%	45.29%	(0.30%)
Wexpro	24.79%	24.58%	0.21%
Wexpro II	1.90%	0.00%	1.90%
Wexpro Development	0.21%	0.00%	0.21%
Total Wexpro	26.90%	24.58%	2.32%
Questar Pipeline-consolidated (less QIC)	26.25%	28.46%	(2.21%)
Questar InfoComm (QIC)	1.33%	1.67%	(0.34%)
Total Questar Pipeline-consolidated	27.58%	30.13%	(2.55%)
Questar Fueling	0.53%	0.00%	0.53%
Total	100.00%	100.00%	

In addition to the above percentages used in allocating corporate general and administrative expenses, there is a second category of Distrigas percentages (which includes an allocation attributable to Questar Corporation-parent) used to allocate certain corporate charges for consulting and professional services. These same percentages are also used to allocate certain charges related to the corporate shared services group. The following table compares the second category of Distrigas percentages used in allocating Questar Corporation's shared services group and other corporate charges for 2014 and 2013.

Company	Allocation Percentages for Corporate Shared Services and Other Charges		
	2014	2013	Inc. (Dec.)
Questar Gas	39.74%	39.89%	(0.15%)
Wexpro	23.65%	23.33%	0.32%
Wexpro II	1.82%	0.00%	1.82%
Wexpro Development	0.16%	0.00%	0.16%
Total Wexpro	25.63%	23.33%	2.30%
Questar Pipeline-consolidated (less QIC)	24.29%	26.48%	(2.19%)
Questar InfoComm (QIC)	1.11%	1.38%	(0.27%)
Total Questar Pipeline-Consolidated	25.40%	27.86%	(2.46%)
Questar Fueling	0.46%	0.00%	0.46%
Questar Corp	8.77%	8.92%	(0.15%)
Total	100.00%	100.00%	

#### **Detail Schedules and Assumptions for the 2014 Calculation**

The accompanying Schedules I, II and III provide additional details for the 2014 Distrigas calculation. Schedule I excludes Questar Corporation's Distrigas components and provides the percentages for use in allocating Questar Corporation's general and administrative expenses. Schedule II includes Questar Corporation's Distrigas components and provides the percentages for use in allocating corporate shared services and other charges. Schedule III provides the adjustments made to gross plant, gross revenues and gross payroll. Additionally consistent with 2013, Schedule III provides adjustments to capture the effects of Questar Pipeline's 50% interest in unconsolidated affiliate White River Hub, LLC. Schedule IV provides a year-to-year comparison of the Schedule I Distrigas components and allocation percentages for the 2014 and 2013 calculations.

#### **Gross Plant Assumptions**

Gross plant was transferred from Wexpro Development to Wexpro II on February 1, 2014. The plant was allocated to Wexpro II for the entire year. The 2013 financial statements amounts were used in the 2014 calculation. In the event of a Wexpro Development acquisition in 2014, a Distrigas prospective adjustment may be made if material.

#### **Gross Revenue Assumptions**

The Questar Fueling gross revenues less product costs were insignificant in 2013. Wexpro II didn't exist in 2013. As a result, the 2014 budget income statements give a better representation of the revenues less product costs expected in 2014 and were used in the 2014 calculation instead of the 2013 financial statements. In the event of a Wexpro Development acquisition in 2014, a Distrigas prospective adjustment may be made if material.

#### **Gross Payroll Assumptions**

In early 2013, approximately 100 employees retired in response to an incentive offered by Questar. On September 1,



2013, Wexpro Development started operations and incurred only a partial year payroll. Subsequently, on February 1, 2014, Wexpro II was formed but had no 2013 payroll. Given these circumstances, the 2013 gross payroll was inadequate for the 2014 calculation. Consequently, the gross payroll data used in the calculation incorporates forecasted payroll paid employees in 2014.

**Explanation of Year-to-Year Changes in Distringas Components and Percentages**

Based on the data in Schedule IV comparing the Schedule I Distringas 2014 components with 2013, overall gross plant increased \$353.4 million or 6.7% and overall gross revenues less product costs increased \$80.7 million or 8.8%. The overall estimated gross payroll for 2013 (proportioned among entities based on a 2014 estimate) was \$3.0 million or 2.6% higher than the 2012 amount.

- Questar Gas’s overall Distringas percentage was down (-0.30%), resulting from decreases in its share of gross revenues less product costs (-0.52%) and gross payroll (-0.86%), partially offset by an increase in its share of gross plant (+0.46%) relative to Wexpro, Questar Pipeline and Questar Fueling.
- Wexpro’s combined overall Distringas percentage increased by 2.32% due to increased shares of gross revenues less product costs (+4.07%), gross plant (+2.40%) and gross payroll (+0.48%) relative to Questar Gas, Questar Pipeline and Questar Fueling.
- Questar Pipeline’s (including Questar InfoComm) overall Distringas percentage decreased by 2.55% due to decreases in its share of gross revenues less product costs (-3.90%), gross plant (-3.36%), and gross payroll (-0.36%) relative to Questar Gas, Wexpro and Questar Fueling.
- Questar Fueling’s overall Distringas percentage increased by 0.53% due to increases in its share of gross payroll (+0.74%), gross plant (+0.50%), and gross revenues less product costs (+0.35%) relative to Questar Gas, Wexpro and Questar Pipeline.

If you have any questions regarding the Distringas calculation for 2014, please call me at extension 5342.

Distribution:

Michelle Ashton	Kent Dickson	Graeme Layton	Greg Sandberg
Craig Brown	Koby Glazier	Connie Marshall	John Wilkey
Brad Burton	Kevin Hadlock	Barrie McKay	Julie Wray
Jeff Callor	Greg Heiner	Kelly Mendenhall	John Yin
Dave Curtis	Tony Ivins	Brady Rasmussen	

To: Distribution  
From: Craig Kellersberger  
Date: April 1, 2015  
Subject: **Distrigas Percentages for 2015**

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**Questar Corporation**

The Distrigas percentages used in allocating Questar Corporation's general and administrative expenses and other corporate charges for 2015 have been finalized. Consistent with prior years, the allocation percentages were calculated giving equal weight to the elements of the Distrigas calculation that include gross plant, gross revenues less product costs, and gross payroll. The information used to calculate the plant element of the Distrigas percentages was taken from the 2014 year-end financial statements of Questar Corporation, its consolidated subsidiaries and its unconsolidated affiliate. The gross revenue less product costs information came from the Questar Corporation 2014 year-end consolidating income statement and from the Wexpro 2015 budget combined income statement. The gross payroll information was retrieved from the PeopleSoft HR system servicing Questar Corporation and each affiliate company. The following table compares the Distrigas percentages used for allocating Questar Corporation's general and administrative expenses for 2015 and 2014:

Company	Allocation Percentages for Corporate G&A Expenses		Increase (Decrease)
	2015	2014	
Questar Gas	44.72%	44.99%	(0.27%)
Wexpro	23.87%	24.79%	(0.92%)
Wexpro II	1.80%	1.90%	(0.10%)
Wexpro Development	1.44%	0.21%	1.23%
Total Wexpro	27.11%	26.90%	0.21%
Questar Pipeline-consolidated (less QIC)	26.24%	26.25%	(0.01%)
Questar InfoComm (QIC)	1.37%	1.33%	0.04%
Total Questar Pipeline-consolidated	27.61%	27.58%	0.03%
Questar Fueling	0.56%	0.53%	0.03%
Total	100.00%	100.00%	

In addition to the above percentages used in allocating corporate general and administrative expenses, there is a second category of Distrigas percentages (which includes an allocation attributable to Questar Corporation-parent) used to allocate certain corporate charges for consulting and professional services. These same percentages are also used to allocate certain charges related to the corporate shared services group.

The following table compares the second category of Distringas percentages used in allocating Questar Corporation's shared services group and other corporate charges for 2015 and 2014.

Company	Allocation Percentages for Corporate Shared Services and Other Charges		
	2015	2014	Inc. (Dec.)
Questar Gas	39.37%	39.74%	(0.37%)
Wexpro	22.72%	23.65%	(0.93%)
Wexpro II	1.72%	1.82%	(0.10%)
Wexpro Development	1.29%	0.16%	1.13%
Total Wexpro	25.73%	25.63%	0.10%
Questar Pipeline-consolidated (less QIC)	24.16%	24.29%	(0.13%)
Questar InfoComm (QIC)	1.12%	1.11%	0.01%
Total Questar Pipeline-Consolidated	25.28%	25.40%	(0.12%)
Questar Fueling	0.47%	0.46%	0.01%
Questar Corp	9.15%	8.77%	0.38%
Total	100.00%	100.00%	

#### **Detail Schedules and Assumptions for the 2015 Calculation**

The accompanying Schedules I, II and III provide additional details for the 2015 Distringas calculation. Schedule I excludes Questar Corporation's Distringas components and provides the percentages for use in allocating Questar Corporation's general and administrative expenses. Schedule II includes Questar Corporation's Distringas components and provides the percentages for use in allocating corporate shared services and other charges. Schedule III provides the adjustments made to gross plant, gross revenues and gross payroll. Additionally, Schedule III provides adjustments to capture the effects of Questar Pipeline's 50% interest in unconsolidated affiliate White River Hub, LLC. Schedule IV provides a year-to-year comparison of the Schedule I Distringas components and allocation percentages for the 2015 and 2014 calculations.

#### **Gross Plant Assumptions**

The 2014 financial statements amounts were used in the 2015 calculation. In the event of a Wexpro Development acquisition in 2015, a Distringas prospective adjustment may be made if material.

#### **Gross Revenue Assumptions**

The 2014 financial statements amounts were used in the 2015 calculation. In the event of a Wexpro Development acquisition in 2015, a Distringas prospective adjustment may be made if material.

## **Gross Payroll Assumptions**

The 2014 payroll amounts were used in the 2015 calculation. Payroll amounts were allocated to Wexpro II and Wexpro Development using information provided by Payroll personnel. Employees of Wexpro Company provide services to Wexpro II and Wexpro Development. A similar allocation was performed to allocate Questar Corporation and Questar Gas employees' payroll to Questar Fueling, which has no employees of its own. Finally, consistent with prior years, payroll for employees of Questar Project Employee Company (QPEC) has been allocated to the companies to which those individuals provide service.

## **Explanation of Year-to-Year Changes in Distrigas Components and Percentages**

Based on the data in Schedule IV comparing the Schedule I Distrigas 2015 components with 2014, overall gross plant increased \$270.9 million or 4.8%, overall gross revenues less product costs increased \$13.1 million or 1.3%, and overall gross payroll increased \$2.5 million or 2.1%.

- Questar Gas's overall Distrigas percentage was down 0.27%, resulting from decreases in its share of gross revenues less product costs (-0.13%) and gross payroll (-1.42%), partially offset by an increase in its share of gross plant (+0.74%) relative to Wexpro, Questar Pipeline and Questar Fueling.
- Wexpro's combined overall Distrigas percentage increased by 0.21% due to increased shares of gross revenues less product costs (+0.28%) and gross payroll (+0.64%), partially offset by a decrease in its share of gross plant (-0.27%) relative to Questar Gas, Questar Pipeline and Questar Fueling.
- Questar Pipeline's (including Questar InfoComm) overall Distrigas percentage increased by 0.03% due to increases in its share of gross revenues less product costs (+0.03%) and gross payroll (+0.60%), partially offset by a decrease in gross plant (-0.55%) relative to Questar Gas, Wexpro and Questar Fueling.
- Questar Fueling's overall Distrigas percentage increased by 0.03% due to increases in its share of gross payroll (+0.18%) and gross plant (+0.08%), partially offset by a decrease in gross revenues less product costs (-0.18%) relative to Questar Gas, Wexpro and Questar Pipeline.

If you have any questions regarding the Distrigas calculation for 2015, please call me at extension 5342.

### Distribution:

Michelle Ashton	Kent Dickson	Connie Marshall	John Wilkey
Craig Brown	Koby Glazier	Barrie McKay	Julie Wray
Brad Burton	Kevin Hadlock	Kelly Mendenhall	John Yin
Jeff Callor	Greg Heiner	Brent Ray	
Dave Curtis	Tony Ivins	Greg Sandberg	

DPU 2.08 Please identify any other costs that are allocated to the operating entities through the distrigas or similar allocation method.

Answer: In addition to the corporate costs identified in DPU 2.05, DPU 2.06 and DPU 2.07, the other costs allocated to operating entities include telecommunication charges from Questar Pipeline Company. DPU 2.08 Attachment 1.xlsx, show these cost allocations and amounts for 2013, 2014 and 2015, respectively.

Prepared by: Steve Gomez, Team Leader Accounting, Questar Pipeline Company

**QPC Telecom Allocations to Affiliates**

December 2015 Allocation factors

	(A)	(B)	(C)	(D)	(E)	(F)	(G)	(H)	(I)	(J)	(K)	(L)
	Product	Allocation Method	QGC	Wexpro	Questar Corp	Questar Pipeline	Overthrust Pipeline	Questar Services	Southern Trails	White River Hub	Questar Fueling	Total
1	Network	Number of Current Ports	43.92%	6.97%	14.74%	32.18%	0.25%	0.43%	0.25%	0.27%	1.01%	100.00%
2	Long Distance	Number of Minutes	94.83%	0.27%	2.45%	2.42%		0.01%	0.00%	0.00%	0.02%	100.00%
3	Low Band Radio	Number of Radios	2.25%	29.96%	14.61%	52.81%		0.37%				100.00%
4	Telemetry	Number of RTU's	33.21%			56.55%	5.50%		2.47%	1.33%	0.95%	100.00%
5	Small Mobile Radio	Number of Radios	73.03%	0.33%	16.09%	10.54%						100.00%
6	Tech Support	Labor hours	78.27%	3.52%	10.57%	7.64%						100.00%
7	InMotion	Number of Radios	80.58%	9.47%	8.19%				1.77%			100.00%

P.S.C.U. Docket No. 16-057-01  
Data Request No. 5.01  
Requested by Division of Public Utilities  
Date of QGC Response April 28, 2016

DPU 5.01 Please identify the amount of Corporate overhead that has been paid by each Questar operating entity as of December 31, 2010, 2011 and 2012. The response should be in similar format to the response for DPU DR 2.5.

Answer: Please see attachments DPU 5.01 Attachment 1, Attachment 2 and Attachment 3 for the corporate overhead of 2010, 2011 and 2012.

Prepared by: Mike Rawlins, Accounting Manager, Questar Gas Company





2011 Corporate Charges to Subsidiaries			DIRECT CHARGES				ALLOCATED					
(A)	(B)	(C)	(D)	(E)	(F)	(G)	(H)	(I)	(J)	(K)		
Line	Transactions	QPC	WEX	QGC	Total Direct Charges	QPC	WEX	QGC	Total Allocated	Total Direct & Allocated		
1	284 Misc Other Income	-	-	(1,548.78)	(1,548.78)	(41,572.72)	(29,844.50)	(60,898.82)	(132,316.04)	(133,864.82)		
2	289 Revenue - Printing, Mail, Statny	-	-	-	-	(9,645.70)	(1,396.61)	(83,847.24)	(94,889.55)	(94,889.55)		
3	400 Labor	1,436,373.77	286,235.61	7,151,719.54	8,874,328.92	4,141,179.65	1,769,384.23	9,512,431.45	15,422,995.33	24,297,324.25		
4	402 Incentive Wages	-	-	-	-	2,171,269.62	1,574,289.33	3,046,025.73	6,791,584.68	6,791,584.68		
5	403 Share-based Compensation	-	-	-	-	1,685,658.61	1,222,194.76	2,364,772.87	5,272,626.24	5,272,626.24		
6	410 Travel	17,242.67	2,618.39	17,077.90	36,938.96	55,675.13	32,144.09	102,757.68	190,576.89	227,515.85		
7	411 Air Travel	446.00	866.80	997.40	2,310.20	1,132.34	800.74	1,657.87	3,590.95	5,901.15		
8	412 Sundries	1,413.42	-	2,708.42	4,121.84	3,493.35	2,043.21	6,451.37	11,987.93	16,109.77		
9	413 Training	11,174.63	39.95	6,987.00	18,201.58	35,091.49	17,785.87	72,034.68	124,912.04	143,113.62		
10	414 Meals-Travel/Entertain	6,323.21	653.85	7,686.07	14,663.13	34,401.78	20,946.41	57,618.94	112,967.13	127,630.26		
11	416 Meals-OnPremise, OT	99.38	-	1,381.64	1,481.02	7,144.36	3,087.64	17,095.76	27,327.77	28,808.79		
12	453 Computer Software	286,445.58	69,937.06	853,772.95	1,210,155.59	273,477.05	136,883.85	823,115.57	1,233,476.47	2,443,632.06		
13	459 Computer Hardware	18,881.48	-	279,225.47	298,106.95	27,119.33	13,390.01	87,941.18	128,450.52	426,557.47		
14	460 Warehouse Supplies	6,277.99	-	62,575.61	68,853.60	347.78	80.99	784.04	1,212.81	70,066.41		
15	461 Supplies and Equipment	941,482.53	31,882.50	(2,542,710.74)	(1,569,345.71)	165,422.52	70,059.59	632,710.58	868,192.70	(701,153.01)		
16	466 Intercompany Rent	-	-	-	-	183.72	133.20	257.73	574.65	574.65		
17	482 Communication Charges	-	-	28,950.00	28,950.00	252,706.69	183,225.83	354,518.64	790,451.16	819,401.16		
18	496 Outside Counsel	-	-	-	-	21,935.20	16,352.87	31,409.48	69,697.55	69,697.55		
19	505 Consultants	96,803.91	50,840.00	77,935.00	225,578.91	23,416.57	10,923.69	63,845.31	98,185.57	323,764.48		
20	530 Contract Library Research	-	-	-	-	4,307.97	3,206.38	5,760.33	13,274.68	13,274.68		
21	531 Advertising	888.00	-	10,684.80	11,572.80	98.16	71.34	137.13	306.63	11,879.43		
22	535 Public Communications	-	-	-	-	5,212.61	3,781.38	7,318.26	16,312.25	16,312.25		
23	542 Debt Service	-	-	-	-	1,118.95	811.30	1,569.75	3,500.00	3,500.00		
24	546 Consultants/Contracted Svcs	688,969.68	223,555.23	1,020,613.02	1,933,137.93	464,956.18	310,526.17	842,452.59	1,617,934.94	3,551,072.87		
25	547 Investor Relations	-	-	-	-	216,419.23	156,915.79	303,609.71	676,944.72	676,944.72		
26	560 Assoc Company Labor	-	-	-	-	75,439.03	55,362.68	142,995.16	273,796.87	273,796.87		
27	561 Assoc Company Labor Ovhd	-	-	-	-	28,824.35	21,678.54	47,817.76	98,320.65	98,320.65		
28	562 Assoc Company Vehicle Clrg	-	-	-	-	16,823.92	4,205.58	36,555.99	57,585.49	57,585.49		
29	565 Assoc Company Other	-	-	-	-	121,707.77	90,592.56	163,265.41	375,565.74	375,565.74		
30	568 Assoc Company G&A	-	-	-	-	1,036,196.09	712,550.90	1,652,015.05	3,400,762.03	3,400,762.03		
31	596 Building Rents	-	-	-	-	134,222.86	98,795.05	176,753.27	409,771.18	409,771.18		
32	610 Rent	10,865.00	4,980.00	10,365.00	26,210.00	486,383.85	334,068.08	825,418.50	1,645,870.43	1,672,080.43		
33	619 Contributions Non-charitable	-	-	3,750.00	3,750.00	28,562.00	20,709.01	40,068.99	89,340.00	93,090.00		
34	620 Contributions and Donations	-	-	-	-	306,916.80	222,363.89	431,331.19	960,611.88	960,611.88		
35	621 Director Fees & Meetings	-	-	-	-	1,109,848.02	804,701.09	1,556,979.17	3,471,528.28	3,471,528.28		
36	622 Director Expenses	-	-	-	-	9,363.67	6,789.90	13,133.59	29,287.16	29,287.16		
37	626 Group Entertainment	-	-	-	-	3,507.32	2,543.00	4,920.34	10,970.66	10,970.66		
38	628 Dues & Memberships	40,197.20	6,052.05	32,788.18	79,037.43	81,539.16	57,736.65	117,717.86	256,993.67	336,031.10		
39	629 Postage & Express	-	2,247.06	233,017.80	235,264.86	11,374.19	4,402.59	63,315.24	79,092.02	314,356.88		
40	631 Publications & Subscriptions	-	-	-	-	3,698.16	2,715.60	5,450.59	11,864.35	11,864.35		
41	635 Licenses, Permits and Fees	400.00	40,014.50	10,407.02	50,821.52	33,119.16	23,864.24	46,677.53	103,660.93	154,482.45		
42	641 Regulatory Fees/Expense	-	-	-	-	457.78	323.68	684.42	1,465.88	1,465.88		
43	642 Insurance & Bonding	2,309,322.20	734,746.10	2,207,225.15	5,251,293.45	14,737.59	10,685.56	20,675.04	46,098.19	5,297,391.64		
44	643 Special Transactions	-	-	-	-	49,509.47	35,926.96	69,352.75	154,789.18	154,789.18		
45	644 Bad Debts	-	-	-	-	(0.13)	(0.10)	(0.18)	(0.41)	(0.41)		
46	645 Third Party Claims	9,190.07	-	120,469.13	129,659.20	(5.42)	(4.03)	(7.24)	(16.69)	129,642.51		
47	650 Long-term Disability	12,351.00	-	9,711.55	22,062.55	-	-	-	-	22,062.55		
48	651 Recognition Outstanding Service Empl	-	-	900.00	900.00	1,074.96	584.64	1,914.29	3,573.89	4,473.89		
49	652 Employee Benefits-WC&GPL	29,635.50	7,276.31	358,681.32	395,593.13	-	-	-	-	395,593.13		
50	653 Employee Benefits-Medical	2,783,643.91	1,332,485.01	8,654,680.85	12,770,809.77	601.83	257.93	1,757.74	2,617.50	12,773,427.27		
51	654 Employee Benefits-Life Insur	37,048.84	17,751.20	100,300.89	155,100.93	-	-	-	-	155,100.93		
52	655 Employee Benefits-Retirement	8,315,333.80	3,246,410.15	26,015,565.39	37,577,309.34	(193,363.00)	(82,869.86)	(564,742.74)	(840,975.60)	36,736,333.74		
53	656 Employee Benefits-Empl Invest Plan	-	-	-	-	3,090.22	1,324.38	9,025.40	13,440.00	13,440.00		
54	657 Employee Benefits-Miscellaneous	81,676.64	12,176.35	242,946.10	336,799.09	-	-	-	-	336,799.09		
55	658 Emp Ben-Post Ret Ben OT Pens	23,599.12	255,625.34	1,733,305.94	2,012,530.40	-	-	-	-	2,012,530.40		
56	659 Deferred Comp - (Non-Qualified)	-	-	-	-	25,582.11	18,548.43	35,888.57	80,019.10	80,019.10		
57	666 Depreciation	-	-	-	-	100,483.35	72,848.36	141,004.57	314,336.28	314,336.28		
58	673 Bank Service Charge	84,310.85	30,148.60	574,902.29	689,361.74	231,868.23	168,117.45	325,282.32	725,268.00	1,414,629.74		
59	677 Interest Expense - Assoc Company	166,318.44	4,481.43	309,710.72	480,510.59	-	-	-	-	480,510.59		
60	687 Amortization of Debt Expense	-	-	-	-	207,102.99	150,161.00	290,540.16	647,804.15	647,804.15		
61	710 Federal Income Tax	1,567,282.00	(5,974,437.00)	(3,865,534.00)	(8,272,689.00)	-	-	-	-	(8,272,689.00)		
62	715 State Income Tax	1,368,653.00	838,319.00	557,146.00	2,764,118.00	-	-	-	-	2,764,118.00		
63	749 Property Tax	-	-	-	-	2,805.12	2,033.87	3,935.25	8,774.24	8,774.24		
64	850 Garage Vehicles & Equip	2,130.59	97,262.29	105,599.03	204,991.91	19,238.95	3,270.50	42,880.21	65,389.66	270,381.57		
65	852 Outside Labor	-	-	5,519.27	5,519.27	-	-	-	-	5,519.27		
66	902 Information Technology	-	-	-	-	45,319.06	5,784.25	100,844.38	151,947.69	151,947.69		
67	920 Labor Overhead	1,158,272.75	221,684.61	3,459,658.31	4,839,615.67	3,377,331.52	1,439,928.94	7,764,272.93	12,581,533.39	17,421,149.06		
68	927 Vehicle Clearing	25,267.27	656.46	48,620.69	74,544.42	4,934.34	1,079.24	18,003.14	24,016.72	98,561.14		
69	984 Company Services-Other	147,866.95	74,145.17	535,765.46	757,777.58	-	-	-	-	757,777.58		
70	985 Transfer to Affiliates	461,068.39	125,545.82	1,199,664.01	1,786,278.22	-	-	-	-	1,786,278.22		
71	989 Clearing Credits	-	-	(102,098.27)	(102,098.27)	-	-	-	-	(102,098.27)		
72	Total Charges to Subsidiaries	22,147,255.77	1,744,199.84	49,541,123.13	73,432,578.74	16,918,845.19	9,808,878.11	31,777,257.23	58,504,980.53	131,937,559.27		

2012 Corporate Charges to Subsidiaries

Line	Transactions	DIRECT CHARGES					ALLOCATED CHARGES					(L) Total Direct & Allocated
		(C)	(D)	(E)	(F)	(G)	(H)	(I)	(J)	(K)		
1/	Direct Payments to Expense	QFC	QFC	WEX	QGC	Total	QFC	WEX	QGC	Total		
1	Misc Other Income	1,305.39	6,029,206.02	-	11,203,363.12	17,233,874.53	-	-	-	-	17,233,874.53	
2	Revenue - Printing, Mail, Statry	-	-	-	-	-	(1,356.81)	(568.93)	(5,685.57)	(7,611.31)	(7,611.31)	
3	Labor	-	-	461,127.45	3,792,072.21	5,812,016.83	(141.64)	2,009,890.57	9,957,503.90	(1,203.00)	(1,203.00)	
4	Incentive Wages	-	5,348.03	-	7,045.38	12,393.41	4,325,975.03	1,117,200.00	4,750,000.00	16,293,369.50	22,105,386.33	
5	Share-based Compensation	-	-	-	-	-	1,402,122.91	1,059,021.55	2,041,498.17	4,502,642.63	4,762,393.41	
6	Travel	1,093.17	9,161.96	1,415.12	11,574.10	23,244.35	77,260.75	46,851.26	147,745.34	271,857.34	295,101.69	
7	Meals-Travel/Entertain	-	-	82.92	2,580.98	2,663.90	43,689.74	21,715.09	99,109.81	164,514.64	167,178.54	
8	Meals-OnPremise, OT	449.42	2,870.12	425.10	7,084.83	10,829.47	48,174.60	30,207.42	85,280.59	163,662.61	174,492.08	
9	Computer Software	-	196.34	-	486.40	682.74	7,511.19	4,156.75	16,329.91	27,997.85	28,680.59	
10	Warehouse Supplies	-	-	89,654.08	-	89,654.08	250,507.56	124,779.31	696,703.44	1,071,990.31	1,161,644.39	
11	Supplies and Equipment	-	2,588.60	-	52,716.27	55,304.87	21,773.13	14,176.41	50,421.58	86,371.12	86,371.12	
12	Communication Charges	51.35	837,667.15	46,077.58	(3,175,262.39)	(2,291,466.31)	968.44	87,166.32	554,481.00	816,043.97	58,051.08	
13	Advertising	-	-	-	-	-	258,713.97	195,406.31	376,688.87	830,809.15	830,809.15	
14	Consultants/Contracted Svcs	-	1,226,283.78	1,413,822.87	929,156.74	3,569,263.39	3,453.55	1,791.52	1,139,051.09	1,994,120.27	7,617.00	
15	Investor Relations	-	-	-	-	-	204,070.08	154,138.96	297,119.44	655,328.48	655,328.48	
16	Assoc Company Labor	-	-	-	-	-	72,730.50	56,565.40	139,452.46	268,748.36	268,748.36	
17	Assoc Company Labor Ovhd	-	-	-	-	-	26,795.21	20,214.84	49,967.48	96,977.53	96,977.53	
18	Assoc Company Vehicle Crg	-	-	-	-	-	6,657.58	4,004.33	12,332.23	22,994.14	22,994.14	
19	Assoc Company Other	-	-	-	-	-	160,033.04	124,395.53	224,005.00	508,433.57	508,433.57	
20	Assoc Company G&A	-	-	-	-	-	1,317,207.84	944,177.60	2,113,865.15	4,375,250.59	4,375,250.59	
21	Rent	-	167,505.49	110,929.39	117,929.54	396,364.42	1,974,402.42	1,353,749.89	2,822,647.20	5,610,799.51	6,007,163.93	
22	Questar Center Parking	-	21,340.00	9,450.00	11,300.00	42,090.00	38,820.32	28,681.26	58,621.24	126,122.81	168,212.81	
23	Contributions and Donations	-	-	-	-	-	902.06	492.72	2,065.60	3,460.38	3,460.38	
24	Director Fees & Meetings	-	-	-	-	-	593,926.44	448,591.84	864,759.95	1,907,278.24	1,907,278.24	
25	Director Expenses	-	-	-	-	-	9,949.69	7,514.99	14,486.80	31,951.47	31,951.47	
26	Mark to Market	-	-	-	-	-	(13,227.17)	(24,814.57)	38,041.74	233,626.64	233,626.64	
27	Dues, Publications, Subscriptions	-	-	-	-	-	72,155.46	53,330.54	108,140.64	47,309.69	229,652.00	
28	Postage & Express	-	77.91	-	182,264.40	182,342.31	8,740.38	4,590.80	33,978.51	98,982.59	106,681.52	
29	Licenses, Permits and Fees	-	-	7,148.93	550.00	7,698.93	30,017.77	21,997.07	46,967.75	307.75	307.75	
30	Regulatory Fees/Expense	-	-	-	-	-	96.27	75.48	136.00	23,648.41	23,648.41	
31	Insurance & Bonding	-	(73,205.83)	821,556.13	(46,900.95)	701,449.35	7,364.11	5,562.11	10,722.19	19,438.25	19,438.25	
32	Third Party Claims	-	-	-	-	-	6,053.07	4,571.88	8,813.30	27,001.91	30,095.73	
33	Long-term Disability	-	-	3,093.82	-	3,093.82	8,446.76	6,622.83	11,932.32	29,214.39	29,214.39	
34	Recognition Outstanding Service	-	7,500.00	-	21,714.39	29,214.39	-	-	463.16	2,707.11	2,707.11	
35	Employee Benefits-WC&GPL	-	-	2,317.00	-	2,317.00	-	-	382.53	577.10	2,317.00	
36	Employee Benefits-Medical	-	-	1,296,736.48	-	1,296,736.48	137.68	56.89	-	1,297,313.58	1,297,313.58	
37	Employee Benefits-Life Insur	-	-	10,188.90	-	10,188.90	-	-	-	10,188.90	10,188.90	
38	Employee Benefits-Retirement	-	-	-	-	-	(73,082.49)	(30,195.76)	(203,055.53)	(306,333.78)	7,328,205.06	
39	Employee Benefits-Empal Invest Ph	-	-	7,474,482.06	116,243.50	7,634,538.84	4,300.97	1,777.05	11,949.99	18,028.00	18,028.00	
40	Employee Benefits-Miscellaneous	-	-	19,655.46	-	19,655.46	-	-	-	19,655.46	19,655.46	
41	Deferred Comp - (Non-Qualified)	-	-	-	-	-	(16.12)	(12.18)	(23.48)	(51.78)	(51.78)	
42	Depreciation	-	-	-	-	-	205,781.89	155,428.14	299,617.43	660,827.47	660,827.47	
43	Bank Service Charge	-	-	16,219.93	-	16,219.93	77,971.09	58,891.46	113,526.31	266,608.79	266,608.79	
44	Interest Expense - Assoc Compan	-	-	6,855.26	-	6,855.26	-	-	-	6,855.26	6,855.26	
45	Amortization of Debt Expense	-	-	-	-	-	160,347.88	121,110.54	233,467.34	514,925.76	514,925.76	
46	Federal Income Tax	-	(4,052,239.00)	54,674,622.00	(19,968,142.00)	30,654,241.00	-	-	-	30,654,241.00	30,654,241.00	
47	State Income Tax	-	288,501.00	586,560.00	(598,671.00)	476,390.00	-	-	-	476,390.00	476,390.00	
48	Property Tax	-	-	65.36	98,484.50	101,124.87	4,095.01	3,092.96	5,962.36	13,150.32	13,150.32	
49	Garage Vehicles & Equip	-	-	-	-	-	21,139.92	4,821.92	49,467.54	75,429.38	176,554.25	
50	Information Technology	-	-	-	-	-	29,059.09	(28.43)	51,494.62	74,525.28	74,525.28	
51	Labor Overhead	12,989.77	1,463,527.28	444,667.65	3,569,908.43	5,491,093.13	4,053,188.45	1,882,505.68	9,395,405.00	15,331,099.12	20,822,192.25	
52	Vehicle Clearing	34.66	219,405.14	10,287.09	604,645.46	834,372.35	45,229.07	11,643.09	123,529.15	180,401.32	1,034,773.67	
53	Company Services-Other	-	-	87,569.14	-	87,569.14	-	-	-	87,569.14	87,569.14	
54	Transfer to Affiliates	-	140,202.57	42,293.64	375,617.40	558,113.61	107,965.24	81,544.49	157,195.04	346,702.77	434,271.91	
55	Clearing Credits	-	-	-	(1,035,768.90)	(1,035,768.90)	-	-	-	-	558,113.61	
56	Total Charges to Subsidiaries	27,998.75	7,889,067.03	67,637,303.36	(3,520,007.59)	72,034,361.55	17,786,252.15	10,533,435.49	33,875,277.89	62,194,965.54	134,229,327.09	
57	2/ Direct Payments to Bal Sheet	-	16,423,229.85	0	47,036,831.05	63,460,060.90	-	-	-	-	-	

1/ Amounts that are paid by corporate departments but are recorded directly on the subsidiaries books as expense rather than allocated, such as outside auditor fees, legal fees, and bank fees.  
2/ Direct payments to balance sheet accounts, such as labor overhead items, pension contributions, and insurance premiums that later are charged to expense or capital accounts through other allocations or amortizations.

P.S.C.U. Docket No. 16-057-01  
Data Request No. 5.01U  
Requested by Division of Public Utilities  
Date of QGC Response June 1, 2016

DPU 5.01U Please identify the amount of Corporate overhead that has been paid by each Questar operating entity as of December 31, 2010, 2011 and 2012. The response should be in similar format to the response for DPU DR 2.5.

Answer: DPU 5.01U Attachment 3.xlsx, has been updated to correct amounts on line 1 – Direct Payments to Expense, and the Direct Payments to the Balance Sheet at the bottom of the sheet. About \$14 million was determined to be balance sheet rather than direct expense. The total on line 59 also changed to reflect this correction. No other lines have been changed.

Prepared by: Mike Rawlins, Accounting Manager, Questar Gas Company

Line	Transactions	DIRECT CHARGES				ALLOCATED CHARGES				(L) Total Direct & Allocated	
		(C)	(D)	(E)	(F)	(G)	(H)	(I)	(J)		(K) Total Allocated
1	QFC	1,557.39	-	-	-	-	-	-	-	-	3,215,810.70
2	1/ Direct Payments to Expense	-	470,919.33	-	-	-	-	-	-	-	(7,611.31)
3	Misc Other Income	-	-	-	-	-	-	-	-	-	(1,205.00)
4	Revenue - Printing, Mail, Statry	-	-	-	-	-	-	-	-	-	22,105,386.33
5	Labor	12,074.99	1,546,742.18	461,127.45	3,792,072.21	5,812,016.83	4,325,975.03	2,009,890.57	9,957,503.90	16,293,369.50	4,762,393.41
6	Incentive Wages	-	5,948.03	-	7,045.38	12,393.41	1,479,150.00	1,117,200.00	2,153,650.00	4,750,000.00	4,502,642.63
7	Share-based Compensation	-	-	-	-	-	1,402,122.91	1,059,021.55	2,041,498.17	4,502,642.63	4,502,642.63
8	Travel	1,093.17	9,161.96	1,415.12	11,574.10	23,244.35	77,260.75	46,851.26	147,745.34	271,857.34	295,101.69
9	Meals-Travel/Entertain	449.42	2,870.12	82.92	2,580.98	2,663.90	43,689.74	21,715.09	99,109.81	164,514.64	167,178.54
10	Meals-OnPremise, OT	-	196.34	425.10	7,084.83	10,829.47	48,174.60	30,207.42	85,280.59	163,662.61	174,492.08
11	Computer Software	-	-	-	486.40	682.74	7,511.19	4,156.75	16,329.91	27,997.85	28,680.59
12	Computer Hardware	-	-	89,654.08	-	89,654.08	250,507.56	124,779.31	696,703.44	1,071,990.31	1,161,644.39
13	Warehouse Supplies	-	-	-	-	-	21,773.13	14,176.41	50,421.58	86,371.12	86,371.12
14	Supplies and Equipment	51.35	2,588.60	-	52,716.27	55,304.87	968.44	93.77	1,683.99	2,746.21	58,051.08
15	Communication Charges	-	837,667.15	46,077.58	(3,175,262.39)	(2,291,466.31)	1,74,396.65	87,166.32	554,481.00	816,043.97	(1,475,422.34)
16	Advertising	-	-	-	-	-	258,713.97	195,406.31	376,688.87	830,809.15	830,809.15
17	Consultants/Contracted Svcs	-	1,226,283.78	1,413,822.87	929,156.74	3,569,263.39	539,054.47	316,014.71	1,139,051.09	1,994,120.27	5,563,383.66
18	Investor Relations	-	-	-	-	-	204,070.08	154,138.96	297,119.44	655,328.48	655,328.48
19	Assoc Company Labor	-	-	-	-	-	72,730.50	56,565.40	139,452.46	268,748.36	268,748.36
20	Assoc Company Labor Ovid	-	-	-	-	-	26,795.21	20,214.84	49,967.48	96,977.53	96,977.53
21	Assoc Company Vehicle Clrg	-	-	-	-	-	6,657.58	4,004.33	12,332.23	22,984.14	22,984.14
22	Assoc Company Other	-	-	-	-	-	160,033.04	124,395.53	224,005.00	508,433.57	508,433.57
23	Assoc Company G&A	-	-	-	-	-	1,317,207.84	944,177.60	2,113,865.15	4,375,250.59	4,375,250.59
24	Rent	167,505.49	117,929.54	110,928.39	117,929.54	396,364.42	1,974,402.42	1,353,749.89	2,282,647.20	5,610,799.51	6,007,163.93
25	Questar Center Parking	-	21,340.00	9,450.00	11,300.00	42,090.00	38,820.32	28,681.26	58,621.24	126,122.81	168,212.81
26	Contributions and Donations	-	-	-	-	-	902.06	492.72	2,065.60	3,460.38	3,460.38
27	Director Fees & Meetings	-	-	-	-	-	593,926.44	448,591.84	864,759.95	1,907,278.24	1,907,278.24
28	Director Expenses	-	-	-	-	-	9,949.68	7,514.99	14,486.80	31,951.47	31,951.47
29	Mark to Market	-	-	-	-	-	(13,227.17)	(24,814.57)	38,041.74	233,626.64	233,626.64
30	Dues, Publications, Subscriptions	-	-	-	-	-	72,155.46	53,330.54	108,140.64	229,652.00	229,652.00
31	Postage & Express	-	77.91	-	182,264.40	182,342.31	8,740.38	33,978.51	47,309.69	98,982.59	106,681.52
32	Licenses, Permits and Fees	-	-	7,148.93	550.00	7,698.93	8,740.38	4,590.80	46,967.75	30,095.73	30,095.73
33	Regulatory Fees/Expense	-	-	-	-	-	96.27	75.48	136.00	307.75	307.75
34	Insurance & Bonding	-	(73,205.83)	821,556.13	(46,900.95)	701,449.35	7,364.11	5,562.11	10,722.19	23,648.41	725,097.76
35	Bad Debts	-	-	-	-	-	6,053.07	4,571.88	8,813.30	19,438.25	19,438.25
36	Third Party Claims	-	-	3,093.82	-	3,093.82	8,446.76	6,622.83	11,932.32	27,001.91	27,001.91
37	Long-term Disability	-	7,500.00	-	21,714.39	29,214.39	-	-	-	-	29,214.39
38	Recognition Outstanding Service I	-	-	-	-	-	822.70	463.16	1,421.25	2,707.11	2,707.11
39	Employee Benefits-WC&GPL	-	-	2,317.00	-	2,317.00	-	-	-	-	2,317.00
40	Employee Benefits-Medical	-	-	1,296,736.48	-	1,296,736.48	137.68	56.89	382.53	577.10	1,297,313.58
41	Employee Benefits-Life Insur	-	-	10,188.90	-	10,188.90	-	-	-	-	10,188.90
42	Employee Benefits-Retirement	-	43,813.28	7,474,482.06	116,243.50	7,634,538.84	(73,082.49)	(30,195.76)	(203,055.53)	(306,333.78)	7,328,205.06
43	Employee Benefits-EmpI Invest Ph	-	-	-	-	-	4,300.97	1,777.05	11,949.99	18,028.00	18,028.00
44	Employee Benefits-Miscellaneous	-	-	19,655.46	-	19,655.46	-	-	-	-	19,655.46
45	Deferred Comp - (Non-Qualified)	-	-	-	-	-	(16.12)	(12.18)	(23.48)	(51.78)	(51.78)
46	Depreciation	-	-	-	-	-	205,781.89	155,428.14	299,617.43	660,827.47	660,827.47
47	Bank Service Charge	-	-	16,219.93	-	16,219.93	77,971.09	58,891.46	113,526.31	250,388.86	250,388.86
48	Interest Expense - Assoc Compan	-	-	6,855.26	-	6,855.26	-	-	-	-	6,855.26
49	Amortization of Debt Expense	-	-	-	-	-	160,347.88	121,110.54	233,467.34	514,925.76	514,925.76
50	Federal Income Tax	-	(4,052,239.00)	54,674,622.00	(19,968,142.00)	30,654,241.00	-	-	-	-	30,654,241.00
51	State Income Tax	288,501.00	-	586,560.00	(398,671.00)	476,390.00	-	-	-	-	476,390.00
52	Property Tax	-	2,575.01	65.36	98,484.50	101,124.87	4,095.01	3,092.96	5,962.36	13,150.32	13,150.32
53	Garage Vehicles & Equip	-	-	-	-	-	21,139.92	4,821.92	49,467.54	75,429.38	75,429.38
54	Information Technology	-	-	-	-	-	23,059.09	(28.43)	51,494.62	74,525.28	74,525.28
55	Labor Overhead	12,989.77	1,463,527.28	444,667.65	3,569,908.43	5,491,093.13	4,055,188.45	1,882,505.68	9,395,405.00	15,351,099.12	20,822,192.25
56	Vehicle Clearing	34.66	219,405.14	10,287.09	604,645.46	834,372.35	45,229.07	11,643.09	123,529.15	180,401.32	1,014,773.67
57	Company Services-Other	-	-	87,569.14	-	87,569.14	107,963.24	81,544.49	157,195.04	346,702.77	346,702.77
58	Transfer to Affiliates	-	140,202.57	42,293.64	375,617.40	558,113.61	-	-	-	-	558,113.61
58	Clearing Credits	-	-	-	(1,035,768.90)	(1,035,768.90)	-	-	-	-	(1,035,768.90)
59	Total Charges to Subsidiaries	28,250.75	2,330,780.34	67,637,303.36	(11,980,036.73)	58,016,297.72	17,786,252.15	10,533,435.49	33,873,277.89	62,194,965.54	120,211,263.26

2/ Direct Payments to Bal Sheet

1/ Amounts that are paid by corporate departments but are recorded directly on the subsidiaries books as expense rather than allocated, such as outside auditor fees, legal fees, and bank fees.  
2/ Direct payments to balance sheet accounts, such as labor overhead items, pension contributions, and insurance premiums that later are charged to expense or capital accounts through other allocations or amortizations.

DPU 5.02 As a follow-up to the information provided in response to DPU 2.5, it appears that a large portion of the increase in the total corporate overhead is due to the variation in the amount of Federal and State tax. (2013 \$45.1 million, 2014 \$68.3 million, 2015 \$119.2 million). Please explain the reason for the difference in the tax allocation for the three years under review and how the Federal and State tax amounts are allocated to the operating entities.

Answer: Federal and state taxes are allocated to the operating entities based on their proportionate share of net tax (gross tax less credits).

Questar Corporation files its federal and most state taxes on a consolidated basis. Tax payments, including quarterly estimates and finalized annual payments, are generally made at the corporate level and then billed to the individual entities for their proportionate share. The amounts reported in DPU 2.05 represent the amount billed to the various entities during the calendar year for payments of current federal and state obligations.

2013 is low because approximately \$34,000,000 of the required payments for 2013 federal income taxes was satisfied as a result of the application of overpayments from the 2012 federal income tax return.

2015 is high because the federal government did not approve 50% bonus depreciation until December 18th, 2015. As fourth quarter estimated payments were due on December 15th, these payments were made based on assumptions that did not include 50% bonus depreciation. As this resulted in a substantial overpayment, Questar Corporation filed for a refund of \$45,000,000 on January 5, 2016.

Prepared by: Bob Maxwell, Director of Tax Accounting, Questar Corporation

DPU 5.03 In reference to the tax allocation amounts identified in the previous question, please explain how these allocation amounts correspond with the corporate income tax amounts identified in the Questar Corp 10-K report. (2013 \$101.3 million, 2014 \$125.9 million, 2015 \$110.6 million).

Answer: The tax amounts in the 10-K report include expenses for current and deferred federal and state income taxes while the above referenced direct charges include only current federal and state income tax payments. Inherent in this process are timing differences between the date a tax expense is incurred and the date it is paid. The 10-K report also includes current and deferred taxes for Questar Corporation, while the above referenced direct charges do not.

Prepared by: Bob Maxwell, Director of Tax Accounting, Questar Corporation

DPU 5.04 As a follow-up to the information provided in response to DPU 2.5, please explain why the 2013 direct allocated charges to Questar Gas for Federal and State taxes are negative amounts.

Answer: The 2013 direct charges are negative because they were impacted by a net operating loss carryover from 2012. The net operating loss originated in 2011 due to 100% bonus depreciation.

Prepared by: Bob Maxwell, Director of Tax Accounting, Questar Corporation

DPU 5.05 As a follow-up to the information provided in response to DPU 2.5, please provide additional information concerning the change in total corporate overhead charges in the following areas. (Note that the amount in 2013 has been recalculated from the original spreadsheet. Individual line item totals for column L and M have been corrected).

	<u>2013</u>	<u>2014</u>	<u>2015</u>
Labor	24,229,967	25,754,006	28,838,351
Consultants/Contracted Services	2,526,732	3,532,993	4,761,763
Labor Overhead	23,230,534	19,372,536	24,440,175

Answer: In order to have an accurate analysis of the change in the costs requested above, an adjustment needs to be made for a change in accounting coding procedure. Prior to 2015, shared service costs were all coded to Associated Company G&A, regardless of the type of costs. In 2015, to improve transparency, the Company changed from summarizing the corporate costs in a separate transaction code to recording the corporate costs in their original transaction code on the affiliate books. Thus, amounts that in prior years were charged to Associated Company (separate transaction code) are now reported as Labor, Labor Overhead, etc... in 2015. Note: No change was made to the allocations. Below is a revised table:

	2013	2014	Change from 2013		2015	Change from 2014	
Labor	24,229,967	25,754,006	1,524,039		28,838,351	3,084,345	
Associated Company Labor	1,814,119	1,686,975	(127,144)		-	(1,686,975)	
	26,046,099	27,442,995	1,396,896	5%	28,838,351	1,395,356	5%
Consultants/Contracted Services	2,526,732	3,532,993	1,006,261		4,761,763	1,228,770	
Associated Company Consultants/Contracted Services	550,175	522,425	(27,750)		-	(522,425)	
	3,076,907	4,055,418	978,511	32%	4,761,763	706,345	17%
Labor Overhead	23,230,534	19,372,536	(3,857,998)		24,440,175	5,067,639	
Associated Company Labor Overhead	1,558,686	1,201,481	(357,205)		-	(1,201,481)	
	24,789,220	20,574,017	(4,215,203)	-17%	24,440,175	3,866,158	19%



The increase in Labor of 5% from 2013 to 2014 was due to annual merit increases of 3% and an increase of 10 employees at Questar.

For the 2014-2015 change, 3% of the change was due to annual merit increases. The employee count increased by an average of eight employees in 2015 for the remainder of the increase.

The increase in Consultant charges from 2013 to 2014 was due to the following increases:

Auditor fees	\$200,000
Contract programmers	\$100,000
Financial advisors	\$100,000
Office machine contracts	\$250,000
Compensation consultants	\$100,000
Legal counsel	\$120,000
Miscellaneous	\$109,000

For 2015, the following increases occurred:

Auditor fees	\$245,000
Legal counsel	\$60,000
Benefits consultants	\$60,000
Executive search	\$125,000
Contract programmers	\$75,000
Miscellaneous	\$141,000

Labor Overhead decreased from 2013 to 2014 due to lower pension expense. Questar Corporation's pension expense decreased \$5,040,000 in 2014 as compared to 2013. The decrease was partially offset by higher medical insurance costs.

Labor Overhead increased from 2014 to 2015 due to higher pension expense and increased medical costs. Questar Corporation's pension expense increased \$1,200,000 in 2015. Medical costs increased \$900,000. Overhead associated with the 5% increase in labor was \$1,050,000. Increases in time off and miscellaneous benefits caused the remainder of the increase.

Prepared by: Mike Rawlins, Manager General Accounting, Questar Gas Company

DPU 5.06 As a follow-up to the narrative information provided in response to DPU 2.05, please explain the difference between the total direct charges identified on line 58 and the Direct Payment amount identified on line 59.

Answer: Generally, Line 58 includes the Corporate overhead charges that were paid or expensed for the year.

Generally, Line 59 is the Corporate overhead charges that were capitalized.

Prepared by: Mike Rawlins, Manager General Accounting, Questar Gas Company

DPU 5.07 As a follow-up to the information provided in response to DPU 2.5, please explain why in 2015 there were \$5,957,309 in employee benefit costs (652 – 657) that were directly allocated to Wexpro. This amount represents 96.5% of the total allocation for 2015.

Answer: Wexpro receives employee benefit costs from the Corporation in a different manner than Questar Gas and Questar Pipeline. Wexpro does not use the Peoplesoft system and therefore all of the allocated charges to Wexpro are coded in 652-657. The employee benefit costs for Questar Pipeline and Questar Gas are included in the Direct Payments amounts on line 67.

Prepared by: Mike Rawlins, Manager General Accounting, Questar Gas Company

**EXHIBIT \_\_\_\_ (LK-25)**

DPU 5.02 As a follow-up to the information provided in response to DPU 2.5, it appears that a large portion of the increase in the total corporate overhead is due to the variation in the amount of Federal and State tax. (2013 \$45.1 million, 2014 \$68.3 million, 2015 \$119.2 million). Please explain the reason for the difference in the tax allocation for the three years under review and how the Federal and State tax amounts are allocated to the operating entities.

Answer: Federal and state taxes are allocated to the operating entities based on their proportionate share of net tax (gross tax less credits).

Questar Corporation files its federal and most state taxes on a consolidated basis. Tax payments, including quarterly estimates and finalized annual payments, are generally made at the corporate level and then billed to the individual entities for their proportionate share. The amounts reported in DPU 2.05 represent the amount billed to the various entities during the calendar year for payments of current federal and state obligations.

2013 is low because approximately \$34,000,000 of the required payments for 2013 federal income taxes was satisfied as a result of the application of overpayments from the 2012 federal income tax return.

2015 is high because the federal government did not approve 50% bonus depreciation until December 18th, 2015. As fourth quarter estimated payments were due on December 15th, these payments were made based on assumptions that did not include 50% bonus depreciation. As this resulted in a substantial overpayment, Questar Corporation filed for a refund of \$45,000,000 on January 5, 2016.

Prepared by: Bob Maxwell, Director of Tax Accounting, Questar Corporation

DPU 5.03 In reference to the tax allocation amounts identified in the previous question, please explain how these allocation amounts correspond with the corporate income tax amounts identified in the Questar Corp 10-K report. (2013 \$101.3 million, 2014 \$125.9 million, 2015 \$110.6 million).

Answer: The tax amounts in the 10-K report include expenses for current and deferred federal and state income taxes while the above referenced direct charges include only current federal and state income tax payments. Inherent in this process are timing differences between the date a tax expense is incurred and the date it is paid. The 10-K report also includes current and deferred taxes for Questar Corporation, while the above referenced direct charges do not.

Prepared by: Bob Maxwell, Director of Tax Accounting, Questar Corporation

DPU 5.04 As a follow-up to the information provided in response to DPU 2.5, please explain why the 2013 direct allocated charges to Questar Gas for Federal and State taxes are negative amounts.

Answer: The 2013 direct charges are negative because they were impacted by a net operating loss carryover from 2012. The net operating loss originated in 2011 due to 100% bonus depreciation.

Prepared by: Bob Maxwell, Director of Tax Accounting, Questar Corporation

**EXHIBIT \_\_\_\_ (LK-26)**



**Corporate Structure and Affiliate Transactions**

OCS 2.36 Please provide a copy of all studies and/or analyses that address the utilization of Questar Corporation and/or Questar Gas as Dominion's Western Region hub and/or the establishment of a "new" Western Region operating headquarters in Salt Lake City (Application at 25 and Leopold Direct at 13).

Answer: There are no formal "studies and/or analyses". The strategic rationale behind the western hub strategy is based on Dominion's general understanding of the US energy landscape given current and future potential environmental regulations and other factors, and how Dominion believes that will fit with the Questar Merger and business model.

Prepared by: Thomas Wohlfarth, Senior Vice President, Regulatory Affairs, Dominion Resources Services, Inc.

- DPU 6.17 Reference Joint Notice and Application ¶ 58b, p. 25.
- a. Please describe the new Western Region operating headquarters in detail, including estimated staffing levels, costs, purpose, goals and a project timeline for the headquarters.
  - b. Provide all studies, analyses and plans for this Western Region operating headquarters.

Answer: a.-b. See the response to OCS 2.36. Following the Merger, Questar's existing headquarters in Salt Lake City will become Dominion's Western Region operating headquarters.

Prepared by: Lisa S. Booth, Deputy General Counsel, Dominion Resources Services, Inc.

**EXHIBIT \_\_\_\_ (LK-27)**

DPU 6.45 Reference the Direct Testimony of Craig C. Wagstaff p. 7:89 – 90 and 103 – 104. In lines 103 – 104 it is mentioned that Questar Gas employees will “remain” local, where in lines 89 – 90 it is mentioned that Questar Gas will “continue” to have local employees.

- a. How many local employees does Questar Gas currently have?
- b. How many employees will remain local after Dominion’s purchase and in the subsequent 5 years after the merger?
- c. If less employees remain local, wouldn’t total donated hours and ability to service and participate on boards of various charitable organizations be diminished? If not, please explain why.

Answer: a. Please see Joint Application Exhibit 1.15 page 2.  
b-c. It is anticipated that Dominion Questar Gas employees will be local now and in the future. Participations on boards and charitable organizations will not be diminished.

Prepared by: Kelly B Mendenhall, General Manager, Regulatory Affairs, Questar Gas Company

DPU 6.67      Of the 347 positions shown in Exhibit 1.15 page 1, what is the best estimate of:  
a.      How many will be eliminated and replaced by Dominion employees.  
b.      How many will be eliminated and replaced outsourced resources?

Answer:      a.-b.      Please see the responses to DPU 4.09 and WPSC 2.12, as well as the First Supplement to the Joint Application filed on May 19, 2016 in Wyoming Docket Nos. 30010-150-GA-16 and 30025-1-GA-16 (see specifically Section VI).

Prepared by: Karla Haislip, Merger & Acquisition Project Director, Dominion Resources Services, Inc.

**EXHIBIT \_\_\_\_ (LK-28)**

**Staffing, Employee Welfare, Bargaining Unit**

OCS 2.55 Please describe all plans to integrate the employees of Questar into the Dominion employee benefits and welfare plans, including the pension plan, other post-retirement and post-employment benefit plans, 401(k) and other savings plans, vision and dental plans, life insurance and disability (short term and long term) plans, and paid time off.

Answer: At this time, Dominion has no plans to change Questar's employee benefit and welfare plans, including pension, other post-retirement and post-employment benefits plans, 401(k) and other savings plans, vision and dental plans, life insurance and long term disability plans through the continuation period set forth in the Merger Agreement. Dominion is currently analyzing transition options for employee benefit plans after the continuation period. At this time, decisions have not been finalized.

Dominion is still evaluating the options for transition of time off policies, including the timing of any changes and details, which would include the short term disability policy transition. At this time, decisions have not been finalized.

Prepared by: Jennifer C. Wiggins, HR Projects & Strategic Change Manager

**Staffing, Employee Welfare, Bargaining Unit**

OCS 2.58 Provide a copy of all studies, analyses, and/or quantifications of integrating the employees of Questar into the Dominion employee benefits and welfare plans.

Answer: Dominion is currently analyzing transition options for employee benefit plans after the continuation period set forth in the Merger Agreement with the assistance of our actuary, Willis Towers Watson. At this time, decisions have not been finalized. Dominion will make a copy of a preliminary analysis available as OCS 2.58 Highly Confidential Attachment 2 pursuant to Utah Admin. Code R746-100-16. The document will be available for review, upon reasonable notice, at Questar Gas' offices for those parties who agree in writing to comply with R746-100-16.

Additionally, internal analysis has been conducted to review transition of Paid-Time-Off Plans. Dominion is still evaluating the options for transition of time off policies, including the timing of any changes and details. See OCS 2.58 Attachment 1.

At this time, no decisions have been made and analysis is ongoing.

Prepared by: Jennifer C. Wiggins, HR Projects & Strategic Change Manager, Dominion Resources



New Hire

<b>ANNUALIZED VALUE OF TIME OFF POLICIES 50,000/year employee</b>	<b>Dominion</b>	<b>Questar</b>
Vacation	\$ 2,884.62	
100% Sick	\$ 3,846.15	subject to refresh
70% Sick	\$ 14,807.69	subject to refresh
PTO		\$ 2,596.15
STD (after 6 months service)		\$ 17,307.69
Dependent Care	included in sick	
Holiday	\$ 2,307.69	\$ 1,730.77
Personal Volunteer	\$ 192.31	
<b>Value</b>	<b>\$ 24,038.46</b>	<b>\$ 21,634.62</b>
Parental Leave	\$ 2,884.62	
Bereavement	mgmt discretion	\$ 576.92 per occurrence
	\$ 26,923.08	\$ 22,211.54

**75,000/year employee**

Vacation	\$ 4,326.92	
100% Sick	\$ 5,769.23	subject to refresh
70% Sick	\$ 22,211.54	subject to refresh
PTO		\$ 3,894.23
STD (after 6 months service)		\$ 25,961.54
Dependent Care	included in sick	
Holiday	\$ 3,461.54	\$ 2,596.15
Personal Volunteer	\$ 288.46	
<b>Value</b>	<b>\$ 36,057.69</b>	<b>\$ 32,451.92</b>
Parental Leave	\$ 4,326.92	
Bereavement	mgmt discretion	\$ 865.38 per occurrence
	\$ 40,384.62	\$ 33,317.31

**100,000/year employee**

Vacation	\$ 5,769.23	
100% Sick	\$ 7,692.31	subject to refresh
70% Sick	\$ 29,615.38	subject to refresh
PTO		\$ 5,192.31
STD (after 6 months service)		\$ 34,615.38
Dependent Care	included in sick	
Holiday	\$ 4,615.38	\$ 3,461.54
Personal Volunteer	\$ 384.62	
<b>Value</b>	<b>\$ 48,076.92</b>	<b>\$ 43,269.23</b>
Parental Leave	\$ 5,769.23	
Bereavement	mgmt discretion	\$ 1,153.85 per occurrence
	\$ 53,846.15	\$ 44,423.08

7 Years

**ANNUALIZED VALUE OF TIME OFF POLICIES**

**50,000/year employee**

	Dominion	Questar
Vacation	\$ 2,884.62	
100% Sick	\$ 7,692.31	subject to refresh
70% Sick	\$ 12,115.38	subject to refresh
PTO		\$ 4,230.77
STD (after 6 months service)		\$ 17,307.69
Dependent Care	included in sick	
Holiday	\$ 2,307.69	\$ 1,730.77
Personal Volunteer	\$ 192.31	
<b>Value</b>	<b>\$ 25,192.31</b>	<b>\$ 23,269.23</b>
Parental Leave	\$ 2,884.62	
Bereavement	mgmt discretion	\$ 576.92 per occurrence
	\$ 28,076.92	\$ 23,846.15

**75,000/year employee**

Vacation	\$ 4,326.92	
100% Sick	\$ 11,538.46	subject to refresh
70% Sick	\$ 18,173.08	subject to refresh
PTO		\$ 6,346.15
STD (after 6 months service)		\$ 25,961.54
Dependent Care	included in sick	
Holiday	\$ 3,461.54	\$ 2,596.15
Personal Volunteer	\$ 288.46	
<b>Value</b>	<b>\$ 37,788.46</b>	<b>\$ 34,903.85</b>
Parental Leave	\$ 4,326.92	
Bereavement	mgmt discretion	\$ 865.38 per occurrence
	\$ 42,115.38	\$ 35,769.23

**100,000/year employee**

Vacation	\$ 5,769.23	
100% Sick	\$ 15,384.62	subject to refresh
70% Sick	\$ 24,230.77	subject to refresh
PTO		\$ 8,461.54
STD (after 6 months service)		\$ 34,615.38
Dependent Care	included in sick	
Holiday	\$ 4,615.38	\$ 3,461.54
Personal Volunteer	\$ 384.62	
<b>Value</b>	<b>\$ 50,384.62</b>	<b>\$ 46,538.46</b>
Parental Leave	\$ 5,769.23	
Bereavement	mgmt discretion	\$ 1,153.85 per occurrence
	\$ 56,153.85	\$ 47,692.31

11 Years

**ANNUALIZED VALUE OF TIME OFF POLICIES**

**50,000/year employee**

	Dominion	Questar
Vacation	\$ 3,846.15	
100% Sick	\$ 11,538.46	subject to refresh
70% Sick	\$ 9,423.08	subject to refresh
PTO		\$ 5,000.00
STD (after 6 months service)		\$ 17,307.69
Dependent Care	included in sick	
Holiday	\$ 2,307.69	\$ 1,730.77
Personal Volunteer	\$ 192.31	
<b>Value</b>	<b>\$ 27,307.69</b>	<b>\$ 24,038.46</b>
Parental Leave	\$ 2,884.62	
Bereavement	mgmt discretion	\$ 576.92 per occurrence
	\$ 30,192.31	\$ 24,615.38

**75,000/year employee**

Vacation	\$ 5,769.23	
100% Sick	\$ 17,307.69	subject to refresh
70% Sick	\$ 14,134.62	subject to refresh
PTO		\$ 7,500.00
STD (after 6 months service)		\$ 25,961.54
Dependent Care	included in sick	
Holiday	\$ 3,461.54	\$ 2,596.15
Personal Volunteer	\$ 288.46	
<b>Value</b>	<b>\$ 40,961.54</b>	<b>\$ 36,057.69</b>
Parental Leave	\$ 4,326.92	
Bereavement	mgmt discretion	\$ 865.38 per occurrence
	\$ 45,288.46	\$ 36,923.08

**100,000/year employee**

Vacation	\$ 7,692.31	
100% Sick	\$ 23,076.92	subject to refresh
70% Sick	\$ 18,846.15	subject to refresh
PTO		\$ 10,000.00
STD (after 6 months service)		\$ 34,615.38
Dependent Care	included in sick	
Holiday	\$ 4,615.38	\$ 3,461.54
Personal Volunteer	\$ 384.62	
<b>Value</b>	<b>\$ 54,615.38</b>	<b>\$ 48,076.92</b>
Parental Leave	\$ 5,769.23	
Bereavement	mgmt discretion	\$ 1,153.85 per occurrence
	\$ 60,384.62	\$ 49,230.77

18 Years

**ANNUALIZED VALUE OF TIME OFF POLICIES**

**50,000/year employee**

	Dominion	Questar
Vacation	\$ 3,846.15	
100% Sick	\$ 15,384.62	subject to refresh
70% Sick	\$ 6,730.77	subject to refresh
PTO		\$ 6,346.15
STD (after 6 months service)		\$ 17,307.69
Dependent Care	included in sick	
Holiday	\$ 2,307.69	\$ 1,730.77
Personal Volunteer	\$ 192.31	
<b>Value</b>	<b>\$ 28,461.54</b>	<b>\$ 25,384.62</b>
Parental Leave	\$ 2,884.62	
Bereavement	mgmt discretion	\$ 576.92 per occurrence
	\$ 31,346.15	\$ 25,961.54

**75,000/year employee**

Vacation	\$ 5,769.23	
100% Sick	\$ 23,076.92	subject to refresh
70% Sick	\$ 10,096.15	subject to refresh
PTO		\$ 9,519.23
STD (after 6 months service)		\$ 25,961.54
Dependent Care	included in sick	
Holiday	\$ 3,461.54	\$ 2,596.15
Personal Volunteer	\$ 288.46	
<b>Value</b>	<b>\$ 42,692.31</b>	<b>\$ 38,076.92</b>
Parental Leave	\$ 4,326.92	
Bereavement	mgmt discretion	\$ 865.38 per occurrence
	\$ 47,019.23	\$ 38,942.31

**100,000/year employee**

Vacation	\$ 7,692.31	
100% Sick	\$ 30,769.23	subject to refresh
70% Sick	\$ 13,461.54	subject to refresh
PTO		\$ 12,692.31
STD (after 6 months service)		\$ 34,615.38
Dependent Care	included in sick	
Holiday	\$ 4,615.38	\$ 3,461.54
Personal Volunteer	\$ 384.62	
<b>Value</b>	<b>\$ 56,923.08</b>	<b>\$ 50,769.23</b>
Parental Leave	\$ 5,769.23	
Bereavement	mgmt discretion	\$ 1,153.85 per occurrence
	\$ 62,692.31	\$ 51,923.08

20 Years

<b>ANNUALIZED VALUE OF TIME OFF POLICIES 50,000/year employee</b>	<b>Dominion</b>	<b>Questar</b>
Vacation	\$ 3,846.15	
100% Sick	\$ 19,230.77	subject to refresh
70% Sick	\$ 4,038.46	subject to refresh
PTO		\$ 6,346.15
STD (after 6 months service)		\$ 17,307.69
Dependent Care	included in sick	
Holiday	\$ 2,307.69	\$ 1,730.77
Personal Volunteer	\$ 192.31	
<b>Value</b>	<b>\$ 29,615.38</b>	<b>\$ 25,384.62</b>
Parental Leave	\$ 2,884.62	
Bereavement	mgmt discretion	\$ 576.92 per occurrence
	\$ 32,500.00	\$ 25,961.54

<b>75,000/year employee</b>		
Vacation	\$ 5,769.23	
100% Sick	\$ 28,846.15	subject to refresh
70% Sick	\$ 6,057.69	subject to refresh
PTO		\$ 9,519.23
STD (after 6 months service)		\$ 25,961.54
Dependent Care	included in sick	
Holiday	\$ 3,461.54	\$ 2,596.15
Personal Volunteer	\$ 288.46	
<b>Value</b>	<b>\$ 44,423.08</b>	<b>\$ 38,076.92</b>
Parental Leave	\$ 4,326.92	
Bereavement	mgmt discretion	\$ 865.38 per occurrence
	\$ 48,750.00	\$ 38,942.31

<b>100,000/year employee</b>		
Vacation	\$ 7,692.31	
100% Sick	\$ 38,461.54	subject to refresh
70% Sick	\$ 8,076.92	subject to refresh
PTO		\$ 12,692.31
STD (after 6 months service)		\$ 34,615.38
Dependent Care	included in sick	
Holiday	\$ 4,615.38	\$ 3,461.54
Personal Volunteer	\$ 384.62	
<b>Value</b>	<b>\$ 59,230.77</b>	<b>\$ 50,769.23</b>
Parental Leave	\$ 5,769.23	
Bereavement	mgmt discretion	\$ 1,153.85 per occurrence
	\$ 65,000.00	\$ 51,923.08

25 Years

<b>ANNUALIZED VALUE OF TIME OFF POLICIES 50,000/year employee</b>	<b>Dominion</b>	<b>Questar</b>
Vacation	\$ 4,807.69	
100% Sick	\$ 25,000.00	subject to refresh
70% Sick	\$ -	subject to refresh
PTO		\$ 6,538.46
STD (after 6 months service)		\$ 17,307.69
Dependent Care	included in sick	
Holiday	\$ 2,307.69	\$ 1,730.77
Personal Volunteer	\$ 192.31	
<b>Value</b>	<b>\$ 32,307.69</b>	<b>\$ 25,576.92</b>
Parental Leave	\$ 2,884.62	
Bereavement	mgmt discretion	\$ 576.92 per occurrence
	\$ 35,192.31	\$ 26,153.85
<b>75,000/year employee</b>		
Vacation	\$ 7,211.54	
100% Sick	\$ 37,500.00	subject to refresh
70% Sick	\$ -	subject to refresh
PTO		\$ 9,807.69
STD (after 6 months service)		\$ 25,961.54
Dependent Care	included in sick	
Holiday	\$ 3,461.54	\$ 2,596.15
Personal Volunteer	\$ 288.46	
<b>Value</b>	<b>\$ 48,461.54</b>	<b>\$ 38,365.38</b>
Parental Leave	\$ 4,326.92	
Bereavement	mgmt discretion	\$ 865.38 per occurrence
	\$ 52,788.46	\$ 39,230.77
<b>100,000/year employee</b>		
Vacation	\$ 9,615.38	
100% Sick	\$ 50,000.00	subject to refresh
70% Sick	\$ -	subject to refresh
PTO		\$ 13,076.92
STD (after 6 months service)		\$ 34,615.38
Dependent Care	included in sick	
Holiday	\$ 4,615.38	\$ 3,461.54
Personal Volunteer	\$ 384.62	
<b>Value</b>	<b>\$ 64,615.38</b>	<b>\$ 51,153.85</b>
Parental Leave	\$ 5,769.23	
Bereavement	mgmt discretion	\$ 1,153.85 per occurrence
	\$ 70,384.62	\$ 52,307.69

30 Years

<b>ANNUALIZED VALUE OF TIME OFF POLICIES 50,000/year employee</b>	<b>Dominion</b>	<b>Questar</b>
Vacation	\$ 5,769.23	
100% Sick	\$ 25,000.00	subject to refresh
70% Sick	\$ -	subject to refresh
PTO		\$ 6,538.46
STD (after 6 months service)		\$ 17,307.69
Dependent Care	included in sick	
Holiday	\$ 2,307.69	\$ 1,730.77
Personal Volunteer	\$ 192.31	
<b>Value</b>	<b>\$ 33,269.23</b>	<b>\$ 25,576.92</b>
Parental Leave	\$ 2,884.62	
Bereavement	mgmt discretion	\$ 576.92 per occurrence
	\$ 36,153.85	\$ 26,153.85
<b>75,000/year employee</b>		
Vacation	\$ 8,653.85	
100% Sick	\$ 37,500.00	subject to refresh
70% Sick	\$ -	subject to refresh
PTO		\$ 9,807.69
STD (after 6 months service)		\$ 25,961.54
Dependent Care	included in sick	
Holiday	\$ 3,461.54	\$ 2,596.15
Personal Volunteer	\$ 288.46	
<b>Value</b>	<b>\$ 49,903.85</b>	<b>\$ 38,365.38</b>
Parental Leave	\$ 4,326.92	
Bereavement	mgmt discretion	\$ 865.38 per occurrence
	\$ 54,230.77	\$ 39,230.77
<b>100,000/year employee</b>		
Vacation	\$ 11,538.46	
100% Sick	\$ 50,000.00	subject to refresh
70% Sick	\$ -	subject to refresh
PTO		\$ 13,076.92
STD (after 6 months service)		\$ 34,615.38
Dependent Care	included in sick	
Holiday	\$ 4,615.38	\$ 3,461.54
Personal Volunteer	\$ 384.62	
<b>Value</b>	<b>\$ 66,538.46</b>	<b>\$ 51,153.85</b>
Parental Leave	\$ 5,769.23	
Bereavement	mgmt discretion	\$ 1,153.85 per occurrence
	\$ 72,307.69	\$ 52,307.69