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To: Utah Public Service Commission
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From: Office of Consumer Services
Michele Beck, Director
Jacob Zachary, Utility Analyst

Date: November 21, 2023

Re: Docket No. 23-057-16 – Joint Application for Proposed Sale of Fall West Holdco, LLC to Enbridge Quail Holdings, LLC
OCS Questions for December 07, 2023 Technical Conference

Regarding Joint Exhibit 5.0: EQ Holdings and Questar Gas Commitments Matrix

1. Given Enbridge's current negative credit outlooks by Moody's and S&P, what specific commitments are being made, at the parent or subsidiary level, to protect Questar Gas and Wexpro from this potential financial risk and to protect Utah customers from rate increases due to increased cost of capital.
2. Please provide more information on what corporate services Enbridge plans to provide for Questar Gas and Wexpro, how it intends to calculate allocations of associated costs, and what plans it has to ensure that net costs to Questar Gas customers do not increase based on the provision of these services.
3. Commitment #8 states, "EQ Holdings will develop a plan identifying how it intends to communicate the change in ownership of Questar Gas from Dominion Energy to EQ Holdings." OCS would like more information on this communication plan, if not in the technical conference, then in some part of this docket. OCS' advisory board has raised, on behalf of customers, numerous questions that are likely representative of questions many end users will have.

4. Clarifications:

- a. Please explain why Commitment #1b only mentions EQ Holdings needing to request Commission approval for the sale of a majority of Questar Gas' common stock, and not other subsidiaries of Enbridge or even Enbridge itself.
- b. Commitment #31 outlines the position of a "Special Bankruptcy Director". While the Commitment states "This Director will not participate in ordinary and routine activities of the Questar Gas Board and will not have voting rights except in the event of a vote by the Questar Gas Board to approve a voluntary bankruptcy petition to be filed under Title II of the U.S. Code on behalf of Questar Gas", it does not specifically state that the Director needs to have an affirmative vote for the bankruptcy petition in order for Questar Gas to file for voluntary bankruptcy. Was this omission inadvertent? If not, please explain.
- c. The Commitment on clean energy, #35, states ".....EQ Holdings has embraced carbon reduction as a component of its sustainability goals and will, in its capacity as the owner of Questar Gas, seek to have Questar Gas operate and conduct the business of Questar Gas in accordance with this corporate philosophy. Consistent with this effort, EQ Holdings will explore the possibilities for implementing **these and other clean energy projects** and undertake and explore possibilities for implementing clean energy projects within Questar Gas's service area with respect to renewable natural gas, hydrogen and compressed natural gas." (emphasis added) What specific carbon reduction and other clean energy projects is this Commitment referencing?