**BEFORE**

**THE PUBLIC UTILITIES COMMISSION OF OHIO**

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| In the Matter of the Application of The East Ohio Gas Company d/b/a Dominion Energy Ohio for Approval to Increase Natural Gas Rates.  In the Matter of the Application of The East Ohio Gas Company d/b/a Dominion Energy Ohio for Approval of Alternative Rate Plan.  In the Matter of the Application of The East Ohio Gas Company d/b/a Dominion Energy Ohio for Approval to Change Accounting Methods.  In the Matter of the Application of The East Ohio Gas Company d/b/a Dominion Energy Ohio for Approval of Tariff Revisions. | )  )  )  )  )  )  )  )  )  )  )  )  )  )  )  ) | Case No. 23-894-GA-AIR  Case No. 23-895-GA-ALT  Case No. 23-896-GA-AAM  Case No. 23-897-GA-ATA |
| In the Matter of the Notice of The East  Ohio Gas Company dba Dominion  Energy Ohio and Enbridge Elephant  Holdings, LLC. | )  )  )  ) | Case No. 23-972-GA-UNC |

**REPLY TO DOMINION’S MEMORANDUM CONTRA**

**TO THE MOTION TO CONSOLIDATE**

**BY**

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# I. INTRODUCTION

DEO claims that its current proposal in its pending rate case to increase charges to consumers by *over 30 percent* does not share issues with its proposed merger with Enbridge Elephant in Case No. 23-972-GA-UNC.[[1]](#footnote-1) Nothing could be farther from the truth. The PUCO Staff recently noted in comments that”[c]ustomers will be impacted by the sale of EOG in several ways”[[2]](#footnote-2) and that “the cost of the transition may eventually be recovered in customer rates.”[[3]](#footnote-3) Consistent with the PUCO Staff’s observations, the PUCO should grant OCC’s Motion to Consolidate the merger case with DEO’s rate case. That will enable the PUCO to properly assess the impact of the merger on consumers’ utility rates.

DEO has in fact not fully advised the PUCO of the full extent of the transaction. DEO has not fully advised the PUCO about the additional entities being sold and the ongoing regulatory review of the transaction in several other states. Further, the terms and the scale of the transaction raise serious questions about how it may affect, not just the rates to be charged consumers but also the overall management of service to nearly one third of Ohio’s residential natural gas consumers.

Based on the effect the proposed acquisition is likely to have on DEO’s rates and thus consumers, the consolidation of these two matters is necessary to accurately determine an appropriate rate for DEO’s 1.1 million residential consumers in Ohio.

OCC’s Motion to Consolidate should be granted.

# II. ARGUMENT

## A. Background of proposed Enbridge/Dominion Energy Transaction

Enbridge Elephant Holdings, LLC (“Enbridge”), seeking to become North America’s largest natural gas utility, has agreed to purchase DEO and two other utilities that operate in North Carolina, Utah, Idaho, and Wyoming from the parent company Dominion Energy, Inc. (“Dominion Energy”) for $14 billion.[[4]](#footnote-4) If the sale is approved, Enbridge would go from serving 3.9 million Canadian consumers in Ontario and Quebec to more than 7 million across North America.[[5]](#footnote-5) Upon completing the transactions, Enbridge will operate North America’s largest natural gas utility by volume, delivering more than9 billion cubic feet of natural gas each day.[[6]](#footnote-6)

Accordingly, Enbridge is seeking approval from the public utility regulators in North Carolina,[[7]](#footnote-7) Utah,[[8]](#footnote-8) Idaho,[[9]](#footnote-9) Wyoming,[[10]](#footnote-10) and giving notice in Ohio,[[11]](#footnote-11) to move forward with the various utility purchases in each state. Reportedly, the $14 billion sale must also be approved by the Federal Trade Commission, the Federal Communications Committee, and the Committee on Foreign Investments.[[12]](#footnote-12) Proceedings are moving forward in Wyoming, North Carolina, and Utah.[[13]](#footnote-13) Idaho is seeking intervention in the Utah matter to monitor the case before moving forward with its proceedings.[[14]](#footnote-14) In Idaho, Wyoming, North Carolina, and Utah, the application submitted to the various utility regulators are supported by evidentiary documents, including pre-filed testimony and the relevant purchase agreements.[[15]](#footnote-15)

Unlike in the other states, the Ohio notice before the PUCO is not supported by any documents (for example, pre-filed testimony or a transaction agreement).[[16]](#footnote-16) Incredibly, the PUCO Staff reported that “Enbridge could not provide Staff with an estimate of the total transition costs.”[[17]](#footnote-17) But the PUCO has been asked to “take any action deemed necessary on this filing as expeditiously as possible, but no later than March 1, 2024” but without ordering any public hearing, evidentiary hearing, customer notice, or other formal process.[[18]](#footnote-18)

OCC urges the contrary, the PUCO should not allow itself to be rushed or dismissed to the detriment of Ohio consumers. The impact of the transaction on DEO consumers’ rates should be considered in this rate case.

The PUCO should assert its general supervisory authority to protect the 1.1 million Ohio residential consumers who receive natural gas services from DEO and: 1) review Enbridge’s acquisition of DEO from Dominion Energy through evidentiary proceedings to assess whether the acquisition is advantageous for Ohio consumers, 2) consolidate this rate case with DEO’s notice filing concerning Enbridge, to allow intervenors to investigate the transaction through all available discovery methods and present evidence of the transaction’s effect on DEO’s base rate case, 3) protect DEO and Ohio consumers from cross-subsidization by conditioning any approval on investment-linked incentives, ring-fencing, favored nations clauses, and/or post-merger updates, and 4) consider adjusting the test year period or making post-test year adjustments, if needed, so that the rates established are representative of and reflecting of the conditions of service during the rate effective period.[[19]](#footnote-19)

## B. **To protect consumers, DEO’s base rate case should be consolidated with the transaction case.**

### 1. The proposed acquisition presents issues deserving of scrutiny in conjunction with DEO’s rate case application.

DEO argues that its base rate case and its sale to Enbridge have no common issues.[[20]](#footnote-20) However, the proposed acquisition of DEO by Enbridge, a Canadian company, raises red flags that necessitate a thorough regulatory review. While public information provides an outline, the $14 billion deal demands the sort of deep dive through evidentiary proceedings before the PUCO that a rate case receives.

The transaction involves Enbridge, acting through its subsidiaries, acquiring gas utilities in multiple states.[[21]](#footnote-21) While joint applications for approval were filed in all relevant states in October 2023, the Ohio notice stands out for two reasons: 1) it lacks both a purchase agreement and supporting testimony; and 2) it requests that if the PUCO elects to exercise general supervisory authority over the transaction, it determine that the transaction does not adversely impact DEO’s consumers.[[22]](#footnote-22) Thus, the Ohio notice raises significant concerns about transparency and potential risks to Ohio consumers.

Many of these are the same concerns that arise in relation to determining base rates in this case. For example: 1) what portion of DEO’s assets are actually used and useful in providing natural gas service to Ohio residential consumers?, 2) which of these assets will be retained by DEO’s current parent company or will be used for other portions of Enbridge’s continent-wide natural gas business?, and 3) how will Enbridge’s superior access to capital and reduced material costs affect DEO’s base rate case?

Contrary to DEO’s assertions, consolidated PUCO proceedings are crucial to illuminate the full picture and address critical unknowns, such as:

* Impact on Rates and Service: Will the short and long-term effects of the acquisition lead to higher rates for consumers or impact service quality? Post-acquisition, will Enbridge and the acquired companies be able to adequately invest in infrastructure upgrades or renewable energy integration?
* Labor and Employee Impact: What will happen to existing employee benefits, wages, and job security after the acquisition? Will Enbridge maintain current labor practices or seek changes?
* Regulatory Oversight: How will the PUCO and other regulatory bodies ensure effective oversight of Enbridge post-acquisition, particularly given its foreign ownership structure? Can adequate safeguards be implemented to prevent interstate anti-competitive practices or conflicts of interest?
* Subsidiary Structure and Interplay: Are Enbridge’s subsidiaries temporary entities created solely for this deal, or do they have other purposes? How will they interact financially and operationally? Are there safeguards against internal profit transfers or manipulation of capital structures that could disadvantage customers or other stakeholders?
* Long-Term Plans and Transparency: What are Enbridge’s long-term plans for these gas utilities? Will they maintain local investment and community engagement, or will there be a shift towards centralized control and decision-making? How will transparency be ensured throughout the ownership and operation of these assets?

The PUCO should consider the AES-DPL merger (Case No. 11-3002-EL-MER) to understand what happens when safeguards are lacking in such transactions. There, the applicants filed the motion for AES to acquire DPL, which was then an A-rated company with no service quality issues. However, after the merger, DPL’s credit rating dropped to below-investment-grade (BB-), and its service quality declined, evidenced by failing CAIDI standards for five out of six years between 2017 and 2022. This ultimately resulted in higher financing costs for consumers despite receiving subpar service.

Additionally, DEO wrongly claims that “[w]here the Commission has engaged in review of parent company transactions under its general supervisory powers, that review has been limited to the continued managerial, financial and technical capabilities of the jurisdiction utility – and doesn’t consider the transaction’s effect on the utility’s customers’ rates.”[[23]](#footnote-23)

A recently filed Joint Application For the Sale and Transfer of Northeast Ohio Natural Gas Corp. (“NEO”) between two parent holding companies,[[24]](#footnote-24) presents nearly identical circumstances to those here. But in contrast to DEO here, NEO was not seeking a very large rate increase (*over 30 percent*) right before the proposed transaction and, in fact, specifically committed to “no immediate change in rates and services to customers.”[[25]](#footnote-25)

In response to the Joint Application filed by NEO, the PUCO Staff specifically raised the concern that”[a]ny cost saving efficiencies resulting from the transaction shall flow back to NEO customers on a proportionate basis when compared to other HUI utility affiliates. These cost saving efficiencies should be identified, quantified, and recognized for the benefit of consumers *during NEO’s next base rate case*.”[[26]](#footnote-26) In determining that the settlement resolving that matter was reasonable, the PUCO cited both the benefits of the transaction flowing to consumers and ensuring that only appropriate costs are recovered from NEO’s consumers as important factors considered by the PUCO.[[27]](#footnote-27)

Only through consolidated, comprehensive regulatory review with public hearings can we ensure transparency, protect consumers, and mitigate any potential risks associated with this complex multi-state acquisition. Public scrutiny is paramount to ensure a responsible outcome for all stakeholders but especially for consumers who will have no opportunity to recoup any overpayments[[28]](#footnote-28) they could be subjected to in the wake of DEO’s rush to push through new rates on favorable terms, prior to being acquired by North America’s largest natural gas supplier.

### 2. **For consumer protection, the PUCO should conduct full evidentiary proceedings to review Enbridge’s acquisition of DEO and its effect upon the rates DEO seeks to charge Ohio consumers.**

DEO’s request that the PUCO not review or consider the effect of Enbridge’s proposed acquisition on the this matter or, alternatively, approve the subject acquisition based on the statements in the application, without any consideration of how such an acquisition should effect this matter, is unreasonable and unlawful.[[29]](#footnote-29) Applicants argue that the proposed acquisition is not subject to PUCO review under specific statutes that only partially define the PUCO’s authority.[[30]](#footnote-30) However, even if their claim holds true – and it’s impossible to know without proceedings and admitted evidence – the PUCO’s power to review under R.C. 4905.05 and 4905.06 remains unaffected.

There is no dispute that the PUCO possesses ample authority under Ohio law to review Enbridge’s acquisition of DEO. R.C. 4905.05 and R.C. 4905.06 equip the PUCO with broad supervisory powers over public utilities, including the crucial obligation to protect the public interest from any harmful acquisition of a utility under the PUCO’s jurisdiction. Even DEO and Enbridge are aware that the PUCO has exercised its general supervisory authority under R.C. 4905.05 and 4905.06 to review a variety of transactions similar to the subject acquisition for the purpose of ensuring there will be no harm to the public interest.[[31]](#footnote-31) Equally undisputable is the PUCO’s broad authority to regulate its proceedings and manage its docket (by consolidating cases, for example).[[32]](#footnote-32) The PUCO should exercise its discretion and consolidate the cases.

Regarding mergers involving public utilities, the PUCO has explained its rationale as follows:

The Commission’s general supervisory powers under Sections 4905.05 and 4905.06, Revised Code, authorize the Commission to assert supervisory jurisdiction over companies owning public utilities when the Commission determines such action is necessary to protect the interest of consumers of the public utility. The interests of consumers of a public utility are at stake whenever, among other factors, *control of the public utility* or its holding companyis *transferred*, or the normal and necessary operations of the public utility, such as its ability to access capital markets at reasonable costs, are or may be adversely affected due the activities undertaken by or circumstances affecting the public utility’s holding company.[[33]](#footnote-33)

Accordingly, the subject acquisition of DEO by Enbridge is exactly the kind of transaction the PUCO intends to review under R.C 4905.05 and 4905.06.

Curiously, the Joint Application cites only one case - *In re Petition of Ohio Schools Council, et al., for the Commission to Require a Merger Filing*, Case No. 00-762-GA-UNC - to support the PUCO not reviewing the subject acquisition, while overlooking the plethora of cases where the PUCO has reviewed such matters. [[34]](#footnote-34) Notably, this cited case does not bear resemblance to the present situation. In this case, Enbridge seeks to become the premier gas utility across North America.[[35]](#footnote-35) To that end, Enbridge and Dominion Energy have agreed to a $14 billion sale, whereby Enbridge acquires from Dominion Energy, DEO, and two other utilities operating in North Carolina, Utah, Idaho, and Wyoming.[[36]](#footnote-36) Idaho, North Carolina, Utah, and Wyoming are using their authority to review this historic acquisition.[[37]](#footnote-37)

It is critical that the PUCO exercise its review authority to understand the financial and operational impact that this $14 billion, multi-state, multi-utility acquisition will have on Enbridge, DEO, and the impacts such a transaction should have on the rates charged to Ohio consumers served by these businesses. The cases should be consolidated.

Unsurprisingly, DEO’s Memorandum Contra avoids any discussion of the timeline of its base rate case and the proposed transaction. The PUCO should consider it in deciding on consolidation.

On September 5, 2023, on its website, Dominion Energy announced its agreement to sell DEO and two other utilities that operate in North Carolina, Utah, Idaho, and Wyoming to Enbridge for $14 billion.[[38]](#footnote-38) On September 29, 2023, DEO requested that the PUCO issue an entry establishing a date certain of December 31, 2023, and a test period of January 1, 2023, through December 31, 2023, for DEO’s upcoming base rate case.[[39]](#footnote-39) No mention was made of an agreement under which DEO would be sold to Enbridge in its Motion To Establish Test Period and Date Certain. On October 18, 2023, the PUCO approved the test period and date certain.[[40]](#footnote-40)

On October 20, 2023, just two days after receiving approval to use a test year that is wholly unrepresentative of its future position, DEO and Enbridge filed a Joint Application for the approval of the sale of EOG to Enbridge.[[41]](#footnote-41) Accordingly, the PUCO was not officially made aware of the acquisition agreement when it approved the requested test year and date certain. Further, even when the PUCO was made aware of the acquisition agreement, in the Joint Application, Dominion Energy and Enbridge failed to notify the PUCO of the enormous scope of the transaction, provide any evidence, or even provide a copy of the purchase agreement.

Now the accuracy of the rate case and the ability for consumer protection is put into jeopardy. For instance, the PUCO, in examining the Dominion Energy/Enbridge transaction, should be evaluating whether the acquisition will result in efficiencies in operation or economies of scale. That would be a benefit to DEO’s consumers, but that benefit will not be realized by consumers if not considered in setting future rates. Under DEO’s proposed test year (January 1, 2023, to December 31, 2023) there is no accounting for potential efficiencies from the Dominion Energy/Enbridge transaction. Because the efficiencies would likely occur during the period when rates are in effect (2024 and after), it would only be possible to consider such efficiencies in a future rate case or in the current rate case if the proceedings were delayed and the test year modified.

Further, relying on forecasts based on the previous owners’ assumptions may not reflect the new owners’ (Enbridge) future strategies for DEO, potentially leading to overstated, unrepresentative rates that would unfairly burden consumers. For instance, DEO’s capital spending levels are currently determined by Dominion Energy (its current parent). DEO has asked for approximately $4.1 billion in funds from consumers for its capital expenditure program and its pipeline infrastructure replacement program over the next six to seven years.[[42]](#footnote-42) That’s a lot of money to ask consumers to pay, especially when DEO’s acquisition notice states that “Enbridge has the financial wherewithal to fund investments in system modernization and system expansion.”[[43]](#footnote-43) If that is true, it raises the question in the rate case of whether $4.1 billion is really needed to be collected from DEO consumers. Additionally, if the acquisition is approved, Enbridge, not Dominion Energy, will determine the deployment of capital. This fundamental shift in control could mean that DEO’s currently proposed test year investment and expenditures may not reflect Enbridge’s priorities and actual capital needs. So again, rates could be set in this proceeding that may not be reflective of or representative of what is to occur post-acquisition.

Consolidation is necessary for consumer protection.

#### **a.** DEO’s claim that consolidation of these matters will jeopardize a March 1, 2024 closing date of the proposed acquisition is merely a scheme to push the Commission to fast track a transaction which will directly affect over 1.1 million residential consumers in Ohio.

In its Memorandum Contra, DEO repeatedly claims that the proposed acquisition will not close on March 1, 2024, if the PUCO grants OCC’s Motion to Consolidate.[[44]](#footnote-44) The PUCO should not be pressured by the Applicants to act by March 1, 2024.

None of the other regulators are rushing their decision-making process. Neither DEO or Enbridge has provided the PUCO any evidence or testimony to support the idea that a March 1, 2024 closing date is even contemplated in the purchase agreement, let alone realistic given the regulatory action happening in four other states and at the federal level.

The PUCO cannot make an informed decision on the appropriateness of the subject acquisition and its effects on DEO’s pending rate case without evidentiary support.[[45]](#footnote-45) Thus, a procedural schedule should be established that allows for appropriate due process by consolidating these matters, allowing discovery to be conducted as required by R.C. 4903.082,[[46]](#footnote-46) testimony to be filed, and a public hearing to be held to develop a complete record that will assist the PUCO in a full and fair consideration of the Joint Application[[47]](#footnote-47) and its effect on the reliability of the test year and date certain in this matter.

The review of Enbridge’s $14 billion acquisition and its effect on the rates DEO seeks to charge its Ohio consumers requires full and complete hearings. Anything less than a full analysis of this transaction and its effect on the pending rate case subjects Ohio’s residential consumers to potentially unreasonably and inappropriate rates at the hands of a multibillion-dollar foreign corporation.

# III. CONCLUSION

The PUCO should review in a consolidated case DEO’s request to increase consumers’ rates and the proposed acquisition. Consolidation will facilitate thorough evidentiary proceedings to protect DEO’s 1.1 million residential consumers from harmful impacts, guarantee that Ohioans are prioritized after Enbridge’s $14 billion multi-state acquisition, and guarantee that the merger is reflected in future rates imposed on consumers.

Respectfully submitted,

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**CERTIFICATE OF SERVICE**

I hereby certify that a copy of the foregoing Reply by the Office of the Ohio Consumers’ Counsel has been served electronically upon those persons listed below this 8th day of February 2024.

*/s/ Robert Eubanks*

Robert Eubanks

Assistant Consumers’ Counsel

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1. *In the Matter of the Joint Notice of the East Ohio Gas Company d/b/a Dominion Energy Ohio and Enbridge Elephant Holdings, LLC concerning Parent Company Transaction*, Case No. 23-0972-GA-UNC, Joint Notice of Parent Company Transaction (October 20, 2023) (“Joint Notice”). [↑](#footnote-ref-1)
2. *Id.*, Staff Comments (February 2, 2024) at 4. [↑](#footnote-ref-2)
3. *Id.* at 5. [↑](#footnote-ref-3)
4. *See* Sean McDonnell (September 7, 2023), *The utility for 1.2 million Ohio customers was just sold: Here’s how that will affect your bill*, Cleveland.com, Retrieved from <https://www.cleveland.com/news/2023/09/the-utility-for-12-million-ohio-customers-was-just-sold-heres-how-that-will-affect-your-bill.html>; *See* also Enbridge Inc. (September 6, 2023), *Enbridge acquires trio of U.S. companies from Dominion Energy Inc., creating North America’s largest natural gas utility franchise*, <https://www.enbridge.com/stories/2023/september/enbridge-acquires-three-us-gas-utilities-from-dominion-energy>. *See also* *Dominion Energy Inc. (September 5, 2023), Dominion Energy Advances Business Review, Announces Agreements to Sell Gas Distribution Companies to Enbridge*, <https://news.dominionenergy.com/2023-09-05-Dominion-Energy-Advances-Business-Review-Announces-Agreements-to-Sell-Gas-Distribution-Companies-to-Enbridge>. [↑](#footnote-ref-4)
5. *Id*. [↑](#footnote-ref-5)
6. *Id*. [↑](#footnote-ref-6)
7. *In the Matter of Joint Application of Public Service Company of North Carolina, Inc. and Enbridge Parrot Holdings, LLC to Engage in a Business Combination Transaction (hereinafter “North Carolina Proceedings”)*, [Docket No. G-5, SUB 667](https://starw1.ncuc.gov/NCUC/page/docket-docs/PSC/DocketDetails.aspx?DocketId=642d39d2-6eff-4521-ba1f-5d5582c592d9), Joint Application (October 20, 2023). [↑](#footnote-ref-7)
8. *In the Matter of the Joint Application of Questar Gas Company dba Dominion Energy Utah and Enbridge Quail Holdings, LLC for Approval of the Proposed Sale of Fall West Holdco, LLC to Enbridge Quail Holdings, LLC (hereinafter “Utah Proceedings”)*, [Docket No. 23-057-16](https://psc.utah.gov/2023/10/20/docket-no-23-057-16/), Joint Notice and Application (October 20, 2023). [↑](#footnote-ref-8)
9. *In the Matter of the Joint Application of Questar Gas Company dba Dominion Energy Utah, and Enbridge Quail Holdings, LLC for Approval of the Proposed Sale of Fall West Holdco, LLC to Enbridge Quail Holdings, LLC (hereinafter,* *“Idaho Proceedings”)*, [Case No. QST-G-23-01](https://puc.idaho.gov/Case?util=4&closed=0&pn=1&ps=100&sc=1&sd=1&fc=2&fv=dominion), Joint Application for Approval of the Proposed Sale of Fall West Holdco, LLC to Enbridge Quail Holdings, LLC (October 20, 2023). [↑](#footnote-ref-9)
10. *In The Matter of the Joint Application of Questar Gas Company dba Dominion Energy Wyoming and Enbridge Quail Holdings, LLC for Approval of the Proposed Reorganization and Sale of Fall West Holdco., LLC to Enbridge Quail Holdings, LLC (hereinafter, “Wyoming Proceedings”),* [Docket No. 30010-218-GA-23](https://dms.wyo.gov/(S(pu1qozgjce2ygmbe2qiljd11))/ManageDocket.aspx?DocketId=gu%2bYvrE0OtKZ8IZyu3f0%2bZoAIEIW7NUeIj6TDhT%2fBFs%3d), DEW Enbridge WY Joint Application (October 20, 2023). [↑](#footnote-ref-10)
11. *In the Matter of the Notice of The East Ohio Gas Company d/b/a Dominion Energy Ohio and Enbridge Elephant Holdings, LLC*, Case No. 23-0972-GA-UNC, Joint Notice of Parent Company Transaction (October 20, 2023). [↑](#footnote-ref-11)
12. *Dominion Energy Inc. (September 5, 2023), Dominion Energy Advances Business Review, Announces Agreements to Sell Gas Distribution Companies to Enbridge*, <https://news.dominionenergy.com/2023-09-05-Dominion-Energy-Advances-Business-Review-Announces-Agreements-to-Sell-Gas-Distribution-Companies-to-Enbridge>. [↑](#footnote-ref-12)
13. *See* *North Carolina Proceedings*, [Docket No. G-5, SUB 667](https://starw1.ncuc.gov/NCUC/page/docket-docs/PSC/DocketDetails.aspx?DocketId=642d39d2-6eff-4521-ba1f-5d5582c592d9), Order Scheduling Hearings, Establishing Discovery Guidelines, and Requiring Customer Notice (January 10, 2024), Wyoming Proceedings, [Docket No. 30010-218-GA-23](https://dms.wyo.gov/(S(pu1qozgjce2ygmbe2qiljd11))/ManageDocket.aspx?DocketId=gu%2bYvrE0OtKZ8IZyu3f0%2bZoAIEIW7NUeIj6TDhT%2fBFs%3d), Scheduling Order (January 31, 2024), and *Utah Proceedings*, [Case No. QST-G-23-01](https://puc.idaho.gov/Case?util=4&closed=0&pn=1&ps=100&sc=1&sd=1&fc=2&fv=dominion). [↑](#footnote-ref-13)
14. *See* *Idaho Proceedings*, [Case No. QST-G-23-01](https://puc.idaho.gov/Case?util=4&closed=0&pn=1&ps=100&sc=1&sd=1&fc=2&fv=dominion), Order No. 36075 (January 29, 2024) at p. 2. [↑](#footnote-ref-14)
15. *See* *North Carolina Proceedings*, [Docket No. G-5, SUB 667](https://starw1.ncuc.gov/NCUC/page/docket-docs/PSC/DocketDetails.aspx?DocketId=642d39d2-6eff-4521-ba1f-5d5582c592d9), *Utah Proceedings*, [Case No. QST-G-23-01](https://puc.idaho.gov/Case?util=4&closed=0&pn=1&ps=100&sc=1&sd=1&fc=2&fv=dominion), *Idaho Proceedings*, [Case No. QST-G-23-01](https://puc.idaho.gov/Case?util=4&closed=0&pn=1&ps=100&sc=1&sd=1&fc=2&fv=dominion) – see the docket filings and Joint Notices in these matters. [↑](#footnote-ref-15)
16. *In the Matter of the Notice of The East Ohio Gas Company d/b/a Dominion Energy Ohio and Enbridge Elephant Holdings, LLC*, Case No. 23-972-GA-UNC, Joint Notice of Parent Company Transaction (October 20, 2023). [↑](#footnote-ref-16)
17. Staff Review at 5. [↑](#footnote-ref-17)
18. *In the Matter of the Notice of The East Ohio Gas Company d/b/a Dominion Energy Ohio and Enbridge Elephant Holdings, LLC*, Case No. 23-972-GA-UNC, Joint Notice of Parent Company Transaction (October 20, 2023) at pp. 6-7. [↑](#footnote-ref-18)
19. *See* R.C. 4905.22. [↑](#footnote-ref-19)
20. *See, e.g.,* Memorandum Contra at 3. [↑](#footnote-ref-20)
21. *See* *North Carolina Proceedings*, [Docket No. G-5, SUB 667](https://starw1.ncuc.gov/NCUC/page/docket-docs/PSC/DocketDetails.aspx?DocketId=642d39d2-6eff-4521-ba1f-5d5582c592d9), Joint Application (October 20, 2023); Wyoming Proceedings, [Docket No. 30010-218-GA-23](https://dms.wyo.gov/(S(pu1qozgjce2ygmbe2qiljd11))/ManageDocket.aspx?DocketId=gu%2bYvrE0OtKZ8IZyu3f0%2bZoAIEIW7NUeIj6TDhT%2fBFs%3d), DEW Enbridge WY Joint Application (October 20, 2023); *Utah Proceedings*, [Case No. QST-G-23-01](https://puc.idaho.gov/Case?util=4&closed=0&pn=1&ps=100&sc=1&sd=1&fc=2&fv=dominion), Joint Notice and Application (October 20, 2023); *In the Matter of the Notice of The East Ohio Gas Company d/b/a Dominion Energy Ohio and Enbridge Elephant Holdings, LLC*, Case No. 23-972-GA-UNC, Joint Notice of Parent Company Transaction (October 20, 2023); *Idaho Proceedings*, [Case No. QST-G-23-01](https://puc.idaho.gov/Case?util=4&closed=0&pn=1&ps=100&sc=1&sd=1&fc=2&fv=dominion), Joint Application for Approval of the Proposed Sale of Fall West Holdco, LLC to Enbridge Quail Holdings, LLC (October 20, 2023). [↑](#footnote-ref-21)
22. *In the Matter of the Notice of The East Ohio Gas Company d/b/a Dominion Energy Ohio and Enbridge Elephant Holdings, LLC*, Case No. 23-972-GA-UNC, Joint Notice of Parent Company Transaction (October 20, 2023) at pp. 6-7. [↑](#footnote-ref-22)
23. See Memo Contra at p.9. [↑](#footnote-ref-23)
24. *In The Matter Of The Joint Application Of Northeast Ohio Natural Gas Corp., Ullico Infrastructure Master Fund, L.P., Ullico Infrastructure Hearthstone Holdco, LLC For Approval Of The Sale And Transfer Of Gep Bison Holdings, Inc. And Request For Expedited Approval*, Case No. 21-93-GA-UNC, Finding and Order (Aug. 25, 2021) at [↑](#footnote-ref-24)
25. *In The Matter Of The Joint Application Of Northeast Ohio Natural Gas Corp., Ullico Infrastructure Master Fund, L.P., Ullico Infrastructure Hearthstone Holdco, LLC For Approval Of The Sale And Transfer Of Gep Bison Holdings, Inc. And Request For Expedited Approval*, Case No. 21-93-GA-UNC, Finding and Order (Aug. 25, 2021) at ¶ 17. [↑](#footnote-ref-25)
26. *Id* at ¶ 19. [↑](#footnote-ref-26)
27. *Id*. at ¶¶ 25-26. [↑](#footnote-ref-27)
28. *See* *Office of Consumers’ Counsel v. PUC of Ohio*, 61 Ohio St.3d 396, 407, 575 N.E.2d 157 (1991) (finding that the PUCO has no authority to order reimbursement of overpayments for past inappropriate rate schedules, and its power under R.C. 4909.15(D) to fix a new rate schedule may only to exercised prospectively after invalidating an existing inappropriate rate schedule). [↑](#footnote-ref-28)
29. *In the Matter of the Notice of The East Ohio Gas Company d/b/a Dominion Energy Ohio and Enbridge Elephant Holdings, LLC*, Case No. 23-972-GA-UNC, Joint Notice of Parent Company Transaction (October 20, 2023) at p. 6-7. [↑](#footnote-ref-29)
30. *Id*. at p. 5-6 [↑](#footnote-ref-30)
31. *In the Matter of the Notice of The East Ohio Gas Company d/b/a Dominion Energy Ohio and Enbridge Elephant Holdings, LLC*, Case No. 23-972-GA-UNC, Joint Notice of Parent Company Transaction (October 20, 2023) at ¶12. [↑](#footnote-ref-31)
32. [S*ee, e.g. , Weiss v. Pub. Util. Comm.*, 90 Ohio St.3d 15, 19 (2000)](https://plus.lexis.com/document/teaserdocument/?pdmfid=1530671&crid=ab2493dd-b426-4227-a4cb-7be13f8178c6&pddocfullpath=%2Fshared%2Fdocument%2Fcases%2Furn%3AcontentItem%3A63VB-65V1-JF75-M279-00000-00&pddocid=urn%3AcontentItem%3A63VB-65V1-JF75-M279-00000-00&pdcontentcomponentid=9249&pdteaserkey=h1&prid=0b0b19cc-d957-4fb7-b8be-d891c4d81022&ecomp=y74k&earg=sr0). [↑](#footnote-ref-32)
33. *In the Matter of the Application of National Gas & Oil Company Concerning Issuance of Securities, Case No. 91-1394-GA-AIS (August 22, 1991),* at 3 (emphasis added). [↑](#footnote-ref-33)
34. *See*, e.g., *Joint Application of Dominion Energy, Inc. et al*., Case No. 04-1179-HT-UNC; *In the Matter of Vectren Energy Delivery of Ohio, Inc.* *Notice of Parent Company Merger*, Case No. 18-1027-GA-UNC; *In the Matter of The East Ohio Gas Company,* Case No. 96-991-GA-UNC, Finding and Order (December 19, 1996); *In the Matter of the Application of The East Ohio Gas Company and The River Gas Company for Authority to Merge,* Case No. 94-791-GA-UNC, Opinion (June 23, 1994) at ¶¶ 5-6 (PUCO finds it has jurisdiction under R.C. 4905.05 and 4905.06 to review the merger despite applicants assertion that it lacked jurisdiction); and *In the Matter of the Joint Petition of The Suburban Fuel Gas, Inc., and The Consumers Natural Gas Company for Consent and Approval to Merge,* Case No. 88- 427-GA-ATR. [↑](#footnote-ref-34)
35. *In the Matter of the Notice of The East Ohio Gas Company d/b/a Dominion Energy Ohio and Enbridge Elephant Holdings, LLC*, Case No. 23-972-GA-UNC, Joint Notice of Parent Company Transaction (October 20, 2023) at p. 2. [↑](#footnote-ref-35)
36. *See Sean McDonnell (September 7, 2023), The utility for 1.2 million Ohio customers was just sold: Here’s how that will affect your bill, Cleveland.com, Retrieved from* [*https://www.cleveland.com/news/2023/09/the-utility-for-12-million-ohio-customers-was-just-sold-heres-how-that-will-affect-your-bill.html*](https://www.cleveland.com/news/2023/09/the-utility-for-12-million-ohio-customers-was-just-sold-heres-how-that-will-affect-your-bill.html)*; See also Enbridge Inc. (September 6, 2023), Enbridge acquires trio of U.S. companies from Dominion Energy Inc., creating North America’s largest natural gas utility franchise,* [*https://www.enbridge.com/stories/2023/september/enbridge-acquires-three-us-gas-utilities-from-dominion-energy*](https://www.enbridge.com/stories/2023/september/enbridge-acquires-three-us-gas-utilities-from-dominion-energy)*. See also Dominion Energy Inc. (September 5, 2023), Dominion Energy Advances Business Review, Announces Agreements to Sell Gas Distribution Companies to Enbridge,* [*https://news.dominionenergy.com/2023-09-05-Dominion-Energy-Advances-Business-Review-Announces-Agreements-to-Sell-Gas-Distribution-Companies-to-Enbridge*](https://news.dominionenergy.com/2023-09-05-Dominion-Energy-Advances-Business-Review-Announces-Agreements-to-Sell-Gas-Distribution-Companies-to-Enbridge)*.* [↑](#footnote-ref-36)
37. *See* *North Carolina Proceedings*, [Docket No. G-5, SUB 667](https://starw1.ncuc.gov/NCUC/page/docket-docs/PSC/DocketDetails.aspx?DocketId=642d39d2-6eff-4521-ba1f-5d5582c592d9), *Utah Proceedings*, [Case No. QST-G-23-01](https://puc.idaho.gov/Case?util=4&closed=0&pn=1&ps=100&sc=1&sd=1&fc=2&fv=dominion), and *Idaho Proceedings*, [Case No. QST-G-23-01](https://puc.idaho.gov/Case?util=4&closed=0&pn=1&ps=100&sc=1&sd=1&fc=2&fv=dominion), *Wyoming Proceedings*, [Docket No. 30010-218-GA-23](https://dms.wyo.gov/(S(pu1qozgjce2ygmbe2qiljd11))/ManageDocket.aspx?DocketId=gu%2bYvrE0OtKZ8IZyu3f0%2bZoAIEIW7NUeIj6TDhT%2fBFs%3d). [↑](#footnote-ref-37)
38. *See Dominion Energy Inc. (September 5, 2023), Dominion Energy Advances Business Review, Announces Agreements to Sell Gas Distribution Companies to Enbridge*, https://news.dominionenergy.com /2023-09-05-Dominion-Energy-Advances-Business-Review-Announces-Agreements-to-Sell-Gas-Distribution-Companies-to-Enbridge. *See also* Sean McDonnell (September 7, 2023), *The utility for 1.2 million Ohio customers was just sold: Here’s how that will affect your bill*, Cleveland.com, Retrieved from <https://www.cleveland.com/news/2023/09/the-utility-for-12-million-ohio-customers-was-just-sold-heres-how-that-will-affect-your-bill.html>; *See* also Enbridge Inc. (September 6, 2023), *Enbridge acquires trio of U.S. companies from Dominion Energy Inc., creating North America’s largest natural gas utility franchise*, <https://www.enbridge.com/stories/2023/september/enbridge-acquires-three-us-gas-utilities-from-dominion-energy>. *See also* *Dominion Energy Inc. (September 5, 2023), Dominion Energy Advances Business Review, Announces Agreements to Sell Gas Distribution Companies to Enbridge*, <https://news.dominionenergy.com/2023-09-05-Dominion-Energy-Advances-Business-Review-Announces-Agreements-to-Sell-Gas-Distribution-Companies-to-Enbridge>. [↑](#footnote-ref-38)
39. *In the Matter of the Application of The East Ohio Gas Company d/b/a Dominion Energy Ohio for Approval to Increase Natural Gas Rates,* Case No. 23-894-GA-AIR *(“EOG Rate Case”),* Motion to Establish Test Period and Date Certain (September 29, 2023) at p. 1. [↑](#footnote-ref-39)
40. EOG Rate Case, Entry (October 18, 2023). [↑](#footnote-ref-40)
41. *In the Matter of the Notice of The East Ohio Gas Company d/b/a Dominion Energy Ohio and Enbridge Elephant Holdings, LLC*, Case No. 23-972-GA-UNC, Joint Notice of Parent Company Transaction (October 20, 2023). [↑](#footnote-ref-41)
42. *In the Matter of the Application of the East Ohio Gas Company d/b/a Dominion Energy Ohio for Approval to Increase Natural Gas Rates*, Case No. 23-894-GA-AIR, et al., Application to Increase Rates and Charges(October 31, 2023), at pp. 10 and 13 of the attached Alternative Rate Plan Exhibits. [↑](#footnote-ref-42)
43. *In the Matter of the Notice of The East Ohio Gas Company d/b/a Dominion Energy Ohio and Enbridge Elephant Holdings, LLC*, Case No. 23-972-GA-UNC, Joint Notice of Parent Company Transaction (October 20, 2023) at p. 3. [↑](#footnote-ref-43)
44. *In the Matter of the Application of the East Ohio Gas Company d/b/a Dominion Energy Ohio for Approval to Increase Natural Gas Rates*, Case No. 23-894-GA-AIR, et al., Memo Contra at pp. 2, 3, 6, and 10. [↑](#footnote-ref-44)
45. *See* R.C. 4903.09 (“In all contested cases heard by the public utilities commission, a complete record of all of the proceedings shall be made, including a transcript of all testimony and of all exhibits, and the commission shall file, with the records of such cases, findings of fact and written opinions setting forth the reasons prompting the decisions arrived at, based upon said findings of fact.”). [↑](#footnote-ref-45)
46. *See* R.C. 4903.82 (“All parties and intervenors shall be granted ample rights of discovery. The present rules of the public utilities commission should be reviewed regularly by the commission to aid full and reasonable discovery by all parties. Without limiting the commission’s discretion, the Rules of Civil Procedure should be used wherever practicable.”). [↑](#footnote-ref-46)
47. *See* R.C. 4903.09. [↑](#footnote-ref-47)