

BEFORE THE  
PUBLIC UTILITIES COMMISSION OF OHIO

- - -

Suburban Natural Gas	:	
Company,	:	
	:	
Complainant,	:	
	:	
vs.	:	Case No. 17-2168-GA-CSS
	:	
Columbia Gas of Ohio,	:	
Inc.,	:	
	:	
Respondent.	:	

- - -

DEPOSITION

of Jeffrey A. Thompson, taken before me, Carolyn M. Burke, Registered Professional Reporter and Notary Public in and for the State of Ohio, at the offices of PulteGroup, Inc., 475 Metro Place South, Suite 200, Dublin, Ohio, on Tuesday, March 13, 2018, at 2:53 p.m.

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- - -

1 APPEARANCES:

2 Whitt Sturtevant, LLP  
3 By Mark A. Whitt, Esq.  
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5 Columbus, Ohio 43215

6 On behalf of the Complainant Suburban  
7 Natural Gas Company.

8 Porter Wright Morris & Arthur, LLP  
9 By Mark S. Stemm, Esq.  
10 41 South High Street  
11 Columbus, Ohio 43215-6194

12 On behalf of the Respondent Columbia Gas  
13 of Ohio, Inc.

14 Isaac Wiles Burkholder & Teetor, LLC  
15 By Molly R. Gwin, Esq.  
16 Two Miranova Place, Suite 700  
17 Columbus, Ohio 43215

18 On behalf of PulteGroup, Inc., and  
19 Jeffrey Thompson.

20 ALSO PRESENT:

21 Andrew J. Sonderman, Suburban Natural Gas  
22 Company;  
23 Zach McPherson, NiSource

24 - - -

## INDEX

- - -

## WITNESS

## PAGE

Jeffrey Thompson

Examination by Mr. Whitt

5

Examination by Mr. Stemm

56

- - -

## THOMPSON EXHIBITS

## IDENTIFIED

1 - Excerpted pages from  
PulteGroup Inc.'s 10-K  
for the fiscal year ended  
December 31, 2017

10

2 - Brochures for Enclave Model,  
Highlands Model, Reserve Model,  
and the Retreat Model,  
dated 3/21/2017

18

3 - Calendar invite for meeting on  
4/13/2017

27

4 - E-mail correspondence between  
Joe Codispoti and Jeffrey Thompson,  
dated May 8, 2017  
Subject: Re: Glennross South

28

5 - E-mail correspondence from  
Joe Codispoti to Joel West and  
Jeffrey Thompson, with attachments,  
dated October 4, 2017  
Subject: Glennross

29

6 - E-mail correspondence between  
Joe Codispoti, Joel West, and  
Jeffrey Thompson,  
dated October 4 and 5, 2017  
Subject: Glennross

34

7 - Subpoena Duces Tecum  
to Jeff Thompson

39

## INDEX (Continued)

- - -

## THOMPSON EXHIBITS

## IDENTIFIED

- 8 - E-mail correspondence between 41  
Joe Codispoti, Joel West,  
and Jeffrey Thompson,  
dated October 5, 2017  
Subject: RE: Glennross
- 9 - E-mail correspondence from 42  
Donna Young to Jeffrey Thompson  
and Joel West,  
dated October 10, 2017  
Subject: Glenross South
- 10 - Memorandum by Aaron Roll, 46  
dated October 13, 2017
- 11 - Residential Subdivision 48  
Natural Gas Load Form
- 12 - Load Form 48
- 13 - Brochures for Enclave Model, 49  
Highlands Model, Reserve Model,  
and the Retreat Model,  
dated 11/1/2017

- - -

Tuesday Afternoon Session,  
March 13, 2018.

- - -

JEFFREY A. THOMPSON

being first duly sworn, as prescribed by law, was  
examined and testified as follows:

EXAMINATION

By Mr. Whitt:

Q. Good afternoon. Could you state your  
full name for the record and give us your business  
address, please.

A. Jeffrey A. Thompson. We are at 475 Metro  
Place South, Dublin, Ohio.

Q. Mr. Thompson, have you had your  
deposition taken before?

A. No.

Q. Okay. Let me go over just a few rules.  
I know you've probably talked with your Counsel.  
First, it's important that you listen to my  
questions, and if you don't understand a question,  
let me know and I'll try to rephrase it or repeat the  
question if I have to. Okay?

A. Okay.

Q. Second, it's important that you answer

1 verbally, yes or no, or whatever your answer is,  
2 because the court reporter can't take down nods of  
3 the head or gestures, okay?

4 And finally, if you need a break at any  
5 time, just let us know, we'll take a break. The only  
6 rule is we don't take breaks when there's a question  
7 pending, unless I'm getting into a matter of  
8 attorney-client privilege. Otherwise, we'll take as  
9 many breaks as we need to.

10 Has your Counsel informed you that our  
11 case that we're here for today is scheduled for  
12 hearing starting Tuesday, April 3rd of 2018?

13 A. I didn't know the date, but I was aware  
14 that it was going to probably move on.

15 Q. Okay. A PUCO hearing is like a civil  
16 trial, but there's a strong likelihood we'll submit a  
17 transcript of today's deposition into the case record  
18 instead of bringing you downtown to testify. I  
19 assume you wouldn't have a problem with that?

20 A. No.

21 Q. Do you understand that if we follow  
22 through with that procedure, that the Commission may  
23 be relying on the testimony you're going to give  
24 today as it decides this case?

1 A. Yes.

2 Q. Okay. Let me ask a few background  
3 questions. What is your title?

4 A. Land Superintendent.

5 Q. What are your job responsibilities?

6 A. Developing property to be able to sell  
7 homes; that being infrastructure, taking it all the  
8 way through the bonding period with the  
9 municipalities.

10 Q. How long have you been with Pulte?

11 A. Pulte took us over just a little over  
12 3-1/2 years ago; but with Dominion, when Pulte took  
13 us over, 17 years.

14 Q. When you say "when Pulte took us over,"  
15 are you referring to Dominion Homes?

16 A. Correct, yes.

17 Q. Okay. And that was 3-1/2 years ago?

18 A. Yes. I think it was in August, but I  
19 think it was like 3-1/2 years.

20 Q. And were you with Dominion, did you say,  
21 17 years?

22 A. I was with them for 14 years --

23 Q. I understand.

24 A. -- when Pulte purchased us.

1           Q.    Do you have a certain geographic area of  
2           responsibility for Pulte?

3           A.    Yes.  I have the north area, which would  
4           be Sunbury, Delaware, Marysville.

5           Q.    Is that also an area that you covered  
6           when you were with Dominion Homes?

7           A.    Yes.

8           Q.    What did you do before you worked for  
9           Dominion?

10          A.    I worked for a geotechnical firm.

11          Q.    What was the name of the firm?

12          A.    Geotechnical Consultants; GCI.

13          Q.    Where are they located?

14          A.    They're in Westerville.

15          Q.    Any jobs before that?

16          A.    I worked for another geotechnical firm,  
17          BBC&M.  They're in Dublin.

18          Q.    When you say "geotechnical," what do you  
19          mean?

20          A.    Mostly just geotechnical would be, you  
21          know, ground conditions, building fills for pads for  
22          construction.  So geotechnical would have been just  
23          the construction side.

24          Q.    I understand.



1                   Anything before BBC&M?

2                   A.    That was pretty much everything.

3                   Q.    Are you a college graduate?

4                   A.    I am, yes.

5                   Q.    Where did you earn your degree?

6                   A.    Mount Vernon Nazarene.

7                   Q.    What is your degree?

8                   A.    My degree was a non-teaching track,  
9 business minor.

10                  Q.    Non-teaching track, business minor?

11                  A.    Correct, uh-huh.

12                  Q.    Is that a BBA or a BA?

13                  A.    BA.

14                  Q.    Are Pulte's operations in Ohio part of  
15 the PulteGroup enterprise?

16                  A.    Yes.

17                  Q.    Okay. I understand PulteGroup is a  
18 public company; is that correct?

19                  A.    Yes.

20                  Q.    Do you own shares?

21                  A.    Do I personally? No.

22                  Q.    Okay. Do you follow the company's stock  
23 price?

24                  A.    You know what, can I retract that? My

1 wife did buy. We do have Pulte shares.

2 Q. Part of retirement --

3 A. Yeah, it's 401(k).

4 Q. I understand.

5 A. Yeah.

6 Q. Do you follow Pulte's stock price?

7 A. Yes.

8 Q. Are you generally familiar with Pulte's  
9 overall financial conditions and operations? Not  
10 that you would know the balance sheet and income  
11 statement numbers, but generally whether they're  
12 doing well or not?

13 A. Just what was reported to us during our  
14 quarterly meetings.

15 MR. WHITT: Let's mark this as Exhibit 1.  
16 (EXHIBIT MARKED FOR IDENTIFICATION.)

17 Q. I've handed you a document marked as  
18 Exhibit 1. Before I ask about the document, have you  
19 read PulteGroup's most recent Annual Report?

20 A. No.

21 Q. Okay. I'll represent to you, sir, that  
22 Exhibit 1 is a couple of pages excerpted from  
23 PulteGroup's 10-K that I got off of the website, a  
24 link from Pulte's website. And I just had really a

1       few questions so we can understand who PulteGroup is  
2       and whether what has been reported is consistent with  
3       your understanding.

4               MS. GWIN: I'm just going to object to  
5       the extent he doesn't have personal knowledge of  
6       this, but go ahead.

7               Q.    Is it your understanding that PulteGroup,  
8       Inc. is headquartered in Atlanta, Georgia?

9               A.    Yes.

10              Q.    And if you'll refer to the second page of  
11       Exhibit 1. The second sentence of the second page  
12       indicates, "We are one of the largest homebuilders in  
13       the United States...." Is that consistent with your  
14       understanding?

15              A.    Yes.

16              Q.    And in the third paragraph of the same  
17       page it says, "As of December 31, 2017, we conducted  
18       our operations in 47 markets located throughout 25  
19       states." Is that also consistent with your  
20       understanding in terms of the scale of Pulte's  
21       national operations?

22              A.    I knew how big they were, but I didn't  
23       know the actual statistics between what markets we  
24       had and what states we were in.

1 Q. Understand.

2 And according to the excerpted  
3 information I gave you, there is a table here of  
4 various what are referred to as "reportable  
5 segments"; one of those being the midwest. Do you  
6 see that?

7 A. Yes.

8 Q. And Ohio would be within the midwest  
9 segment, correct?

10 A. Correct.

11 Q. If you'll refer to the third page of  
12 Exhibit 1. At the top there's a chart of home sale  
13 revenues for the years 2013 through 2017. Do you see  
14 that?

15 A. Uh-huh. Yes.

16 Q. And it would seem that revenues have  
17 increased every year since 2013, correct?

18 A. Yes.

19 Q. If we go below the list of bullet points  
20 that are in about the middle of the page, there's a  
21 paragraph that begins "Our Homebuilding  
22 operations...." Do you see that?

23 A. Yes.

24 Q. And it goes on to describe the number of

1 of communities and the number of markets and the  
2 number of states where Pulte has operations, correct?

3 A. Yes.

4 Q. And Pulte is reporting that the sales  
5 price of units -- let me start over.

6 "Sales prices of unit closings during  
7 2017 ranged from approximately \$100,000 to over  
8 \$2,000,000, with 90 percent falling within the range  
9 of \$200,000 to \$750,000. The average unit selling  
10 price in 2017 was \$395,000...." Any reason to doubt  
11 the accuracy of the information reported there?

12 A. I have no idea.

13 Q. Okay. In terms of an average unit  
14 selling price of \$395,000, how do you think that  
15 would, based on the developments you're involved  
16 with, would the homes in your market be above or  
17 below that 395 average?

18 A. I have no idea.

19 Q. Okay. Is it fair to say that Pulte does  
20 a lot of business with Columbia Gas of Ohio?

21 A. Yes.

22 Q. Roughly how many developments have you  
23 worked on with Columbia?

24 A. In 17 years, I have -- I can't tell you a

1       number. I have no idea the number.

2               Q.    Okay. And I don't want to -- Pulte has  
3       produced documents in response to our subpoena, and  
4       those documents covered, I think, a two-year time  
5       period, and it seemed as if there were maybe at least  
6       two dozen different developments that Pulte and  
7       Columbia had worked on. Just by order of magnitude,  
8       would that strike you as correct?

9               A.    That's correct, yeah.

10              Q.    Okay. You indicated you also worked with  
11       Columbia when you were with Dominion Homes?

12              A.    Yes.

13              Q.    Would that be in the same geographic area  
14       that you're working in currently?

15              A.    No. I had the whole state -- or, the  
16       whole market back when we were Dominion.

17              Q.    What was Dominion's market?

18              A.    Dominion's geographically?

19              Q.    Yes.

20              A.    We were in Lancaster, all the way up into  
21       Pataskala, Pickerington, City of Columbus, South  
22       Bloomfield, and then the ones that I mentioned  
23       earlier, being Sunbury and Delaware and Marysville.

24              Q.    And is it the case Pulte has also done

1 business with Suburban, correct?

2 A. Yes.

3 Q. Do you know roughly how many developments  
4 you've worked on with Suburban?

5 A. Probably five. Five or six. They were  
6 all in that Delaware area.

7 Q. I'm going to test your memory here and  
8 see if you can remember the subdivisions.

9 A. The subdivisions? Olentangy Meadows,  
10 Glen Oaks -- and when I say "five or six," multiple  
11 section phases within a community -- Glenross, and  
12 that's it, I believe.

13 Q. Those three and maybe some others?

14 A. Yeah. There might have been one or two  
15 that I'm missing. But of, like, Glenross, there  
16 was, you know, six different phases within that  
17 community, and Olentangy had four or five.

18 Q. In your dealings with Suburban, did you  
19 ever encounter any problems with the company?

20 A. My communication with Suburban has been  
21 really good over the last 17 years. We did have a  
22 couple issues that we worked through in the field.

23 Q. Is there a person that you interact with  
24 primarily at Suburban?

1           A.    Yes.  Aaron Roll.  He's who I sign the  
2           jobs up with and get on the schedule.

3           Q.    And in terms of the issue you had alluded  
4           to that you said you were able to work through, what  
5           was that about?

6           A.    Just some conduit that was dug through  
7           when we put the gas line in.

8           Q.    Where was this project or subdivision?

9           A.    That was at Glen Oak.

10          Q.    Was it an issue that was out of the  
11          ordinary for the type of work that you do, or one of  
12          those things that just happens?

13          A.    Yeah, just happens.

14          Q.    Okay.  Have you found Suburban to be  
15          responsive to you in their business dealings?

16          A.    Yes.

17          Q.    Do you consider Suburban to be competent  
18          at what it does?

19          A.    Yes.

20          Q.    Do you consider Mr. Roll or others you  
21          have worked with at Suburban to be professional?

22          A.    Yes.

23          Q.    Have you ever heard Mr. Roll or anyone  
24          else at Suburban badmouth Columbia?



1           A.    No.

2           Q.    My understanding of the Glenross  
3 community is that there are 10 phases on the north  
4 side of the road; is that correct?

5           A.    That's correct.

6           Q.    And the Glenross phases on the north side  
7 of Cheshire Road are served by Suburban, correct?

8           A.    Yes.

9           Q.    Did you work with Suburban in getting gas  
10 to that subdivision?

11          A.    Yes.

12          Q.    And Columbia has decided -- I'm sorry.

13                Suburban has decided to work with  
14 Columbia to get gas service to the south side of  
15 Cheshire Road for developments starting with Phase 11  
16 at Glenross; is that correct?

17          A.    Did you say Suburban worked with Columbia  
18 Gas?

19          Q.    If I did, then I was wrong.

20                Let me try again.

21                Pulte has decided to work with Columbia  
22 for the phases on the south side of Cheshire Road,  
23 starting with Phase 11; is that correct?

24          A.    Yes.

1 (EXHIBIT MARKED FOR IDENTIFICATION.)

2 Q. The court reporter has handed you what  
3 we've marked as Exhibit 2. Are these brochures  
4 prepared by Pulte for homes that it either has  
5 constructed or intends to construct in the Glenross  
6 development?

7 A. I don't deal with the brochures, so I  
8 don't know what we give out to the potential  
9 homeowner.

10 Q. Okay. Do you know whether -- do you know  
11 what type of homes Pulte plans to build in Phase 11?

12 A. Yes.

13 Q. What do you know about them?

14 A. Just the style, but I don't know what the  
15 floor plans look like. We just call it different  
16 series of homes. A slab-on-grade or single-family is  
17 pretty much the way I communicate with my group, but  
18 I don't know all the, you know, the names of all of  
19 our floor plans.

20 Q. Can you describe generally, in terms of  
21 square footage, what the size of the homes will be?

22 A. I don't know that.

23 Q. Will they be single-family homes?

24 A. They'll be a dual-community. It will be

1 single-family and the 55-plus which is our  
2 slab-on-grade home.

3 Q. What do you mean by "slab-on-grade"?

4 A. It's what we call our "Empty Nester  
5 Series." It doesn't have a basement.

6 Q. Will the units in Phase 11 be smaller or  
7 larger than what has already been built in Phase 10?

8 A. About the same size from my  
9 understanding. I'm not positive on that.

10 Q. Do you know what the general price range  
11 will be for the homes on the south side of Cheshire?

12 A. I don't.

13 Q. Is there a certain demographic the homes  
14 are targeted for?

15 A. The slab one would be the 55-plus.

16 Q. And the single-family I'm assuming for  
17 families?

18 A. Correct.

19 Q. Had you ever talked with Mr. Roll or  
20 anyone else at Suburban about Suburban serving  
21 Phase 11?

22 A. I did, yes.

23 Q. Who did you talk to?

24 A. Aaron. Aaron Roll.

1 Q. What did you talk about?

2 A. Just what we needed to do to get service  
3 over to the south side of Cheshire.

4 Q. When were those discussions?

5 A. Probably finished it up, it would have  
6 been, gosh, 2017, probably early. Actually, it  
7 probably would have been like November of 2016 to  
8 kind of give him a head's up. Usually I give him a  
9 little bit of a forecast of what our two-year plan  
10 looks like, so they know what to gauge for.

11 Q. Did you reach out to Mr. Roll and let him  
12 know that Pulte was going to move forward with  
13 Phase 11 and you wanted to know, at least  
14 preliminarily, what would be involved in getting gas  
15 service?

16 A. Yes.

17 Q. And that was in the late 2016, early 2017  
18 period?

19 A. Yes.

20 Q. What did Mr. Roll tell you?

21 A. That he could service us. Obviously I  
22 knew that before I asked that question, so it was  
23 just primarily a chance to get out in front of it  
24 with them and their schedule.

1           Q.    Did Mr. Roll provide you any figures or  
2           schedules in terms of "This is what it will cost and  
3           this is how long it will take" or any of that sort of  
4           detail?

5           A.    No.

6           Q.    Had you asked for that?

7           A.    No, because we don't -- usually we don't  
8           pay a deposit, so there's usually no exchange of  
9           money prior to the start of a job.

10          Q.    When you say you don't usually pay a  
11          deposit, has that been your experience with Suburban  
12          or your experience generally with Pulte?

13          A.    I don't understand. With Pulte and  
14          Suburban, it's been the way it's been for 17 years.

15          Q.    Okay. So in late 2016, early '17, you  
16          let Mr. Roll know that Columbia was going to -- did I  
17          just use the wrong names again?

18          A.    Yes.

19               MR. SONDERMAN: I don't want to kick you,  
20          Mark.

21               (Laughter.)

22               MR. WHITT: Well, you can kick me.

23               (Laughter.)

24          Q.    I'm just getting ready to move to a new

1 topic and wanted to wrap up where we were.

2 If I'm understanding you correctly, in  
3 late 2016 or early 2017, you reached out to Mr. Roll  
4 at Suburban to let him know that Pulte was going to  
5 be moving forward with Phase 11 at Glenross, correct?

6 A. Yes.

7 Q. At some point, Columbia came into the  
8 picture, correct?

9 A. Yes.

10 Q. Tell me how that arose.

11 A. Just over the years, any projects,  
12 Columbia Gas will discuss with me their availability.  
13 So I host a Monthly Utility Meeting with Columbia  
14 Gas, and during one of our discussions they asked to  
15 see if they could put some stuff together, some  
16 numbers together for us that might help us use  
17 Columbia Gas in that area.

18 Q. What is the Monthly Utility Meeting?

19 A. It consists of our schedules, updates,  
20 when gas is needed, when streets are going to be  
21 paved.

22 Q. And you have one of these monthly  
23 meetings with Columbia?

24 A. Yes.

1           Q.    And I take it that's necessary given the  
2 volume of projects in which Pulte and Columbia are  
3 involved?

4           A.    Yes.

5           Q.    And someone raised the topic with you of  
6 potentially serving Glenross at one of these  
7 meetings?

8           A.    Yes.

9           Q.    Who was that person?

10          A.    Donna Young.

11          Q.    What did she tell you, as best you can  
12 recall?

13          A.    She just mentioned she would like a  
14 courtesy look at the community and wondered if we  
15 would entertain that.

16          Q.    And obviously you did. What happened  
17 next?

18          A.    Then she provided us with some numbers  
19 because of the rebate that the closings generate.

20          Q.    Do you understand the rebates to be part  
21 of Columbia's EfficiencyCrafted Homes program?

22          A.    Yes.

23          Q.    Did Ms. Young give you this information  
24 about the rebates in writing?

1           A.    It was in writing.

2           Q.    Was it in an e-mail?  Tell me about the  
3           format.

4           A.    Just on a legal pad.  Just wrote down  
5           some figures.

6           Q.    Handwritten?

7           A.    Handwritten, yes.

8           Q.    What did the figures indicate?

9           A.    I -- I don't have those.

10          Q.    When you say she provided figures, what  
11          was she trying to show you?  The rebates that had  
12          been paid or --

13          A.    What the potential rebate would be in  
14          that section phase of the community or at build-out  
15          of that side of the road.

16          Q.    Do you recall generally what that figure  
17          was?

18          A.    Just from e-mails, but I don't -- I gave  
19          that to senior management for their decision.

20          Q.    Was it a six-figure amount?

21          A.    Yes, I believe it was.

22          Q.    For just Phase 11 or all of the south  
23          side?

24          A.    Everything on the south side for a total



1 build-out.

2 Q. Had you provided any information to  
3 Ms. Young about the anticipated construction before  
4 she gave you these figures about the rebate  
5 potential?

6 A. Can you ask that one more time, please?

7 MR. WHITT: Could you read that?

8 (Record read.)

9 A. Yeah, we would have exchanged information  
10 prior to the number.

11 Q. What type of information?

12 A. Just the total of homes.

13 Q. I'm not sure if I asked the time period  
14 of your initial interaction with Ms. Young on this  
15 topic. Would that have been early 2017?

16 A. Yes.

17 Q. And was it also early 2017 when the  
18 exchange of information occurred that you've been  
19 talking about?

20 A. Yes.

21 Q. What information did Pulte provide to  
22 Columbia?

23 A. The total number of homes on that side of  
24 the road.

1 Q. Anything else?

2 A. I believe that would have been it.

3 Q. Did Pulte provide any information about  
4 code standards or construction methods or anything of  
5 that nature?

6 A. I don't know what was exchanged after I  
7 handed it off.

8 Q. Who did you hand it off to?

9 A. Steven Peck.

10 Q. Who is Mr. Peck?

11 A. He's -- what's his title. He's my boss.

12 Q. Who's Joel West?

13 A. Joel West is Land Manager.

14 Q. Does he manage a different area than you?

15 A. He kind of oversees -- gosh, how do I  
16 tell you. I mean, he does HOA, he does erosion  
17 control. He's not directly my boss, but he attends  
18 the meetings because he does updates with our  
19 secretary.

20 Q. I understand. Does he also report to  
21 Mr. Peck?

22 A. Yes.

23 (EXHIBIT MARKED FOR IDENTIFICATION.)

24 Q. I've handed you what we've marked as

1 Exhibit 3. Can you identify this document as a  
2 calendar invite for a meeting with Columbia?

3 A. Yes.

4 Q. And this would have been a meeting,  
5 according to the invite, April 13th of 2017, correct?

6 A. Yes.

7 Q. What was this meeting about?

8 A. I'm trying to -- it says, "Meet with Jeff  
9 and Et El regarding Glenn Ross...." I don't know  
10 who -- I don't know what that is regarding.

11 Q. I was going to ask you if that perhaps  
12 meant "et al."? I don't want to suggest that's what  
13 it is if it isn't, but . . .

14 A. Yeah, I have no idea.

15 "Invitation: Meet with Jeff and Et El  
16 regarding Glenn Ross...." I don't know who those  
17 initials are.

18 Q. Do you --

19 A. Because I know the meetings -- who sent  
20 this? The organizer was Donna Young.

21 We may have met, but I don't recall that  
22 and even what it would have been about. I mean, it  
23 does say "regarding Glenn Ross South," but I'm not  
24 sure.

1           Q.    Is it fair to say that you met with  
2           someone at Columbia in April about something having  
3           to do with Glenross?

4           A.    Yes.

5                   (EXHIBIT MARKED FOR IDENTIFICATION.)

6           Q.    I've handed you what we've marked as  
7           Exhibit 4, and let me direct you about just a little  
8           more than halfway down the page to the part of the  
9           e-mail chain which appears to be from Joe Codispoti  
10          at Columbia, to you. Do you see where I'm referring  
11          to?

12          A.    Yeah. Uh-huh.

13          Q.    And Mr. Codispoti is telling you, "Good  
14          morning, Jeff. I wanted to be sure I kept you in the  
15          loop regarding our progress concerning Glenross  
16          South." Do you see that?

17          A.    Yes.

18          Q.    What progress on what was he referring  
19          to?

20          A.    Probably with gaining permits from the  
21          City of Delaware.

22          Q.    Permits for what?

23          A.    To be able to install within the public  
24          right-of-way along Cheshire Road.

1           Q.    Had a decision been made by Pulte, as of  
2   May 8th, 2017, to have Columbia serve the south side  
3   of Cheshire Road?

4           A.    I don't remember when the dates were that  
5   that was finally approved, because this probably was  
6   at the beginning stage of just getting the permits.  
7   We allowed -- we allowed Columbia Gas to proceed with  
8   trying to obtain that information, and I'm thinking  
9   after the May date was when we decided that we were  
10   going to go with Columbia Gas.

11          Q.    Okay.  On Exhibit 4, just above the  
12   e-mail from Mr. Codispoti to you, it looks like you  
13   replied, "Thanks....Still waiting on Steve Peck."  Do  
14   you see that?

15          A.    Yes.  Uh-huh.

16          Q.    Would this suggest that Mr. Peck needed  
17   to weigh in on a final decision?

18          A.    That's correct.  That would relate back  
19   to my earlier comment that we wouldn't have approved  
20   Columbia Gas at this time until I would have gotten  
21   something back from Steve.

22                   (EXHIBIT MARKED FOR IDENTIFICATION.)

23          Q.    Sir, can you identify Exhibit 5 as an  
24   e-mail and attachments sent to you by Mr. Codispoti,

1       regarding plans for the installation of gas  
2       facilities to serve the south phase of Glenross?

3             A.     Yes.

4             Q.     And Exhibit 5, it appears this  
5       communication was sent to you on October 4, 2017,  
6       correct?

7             A.     Yes.

8             Q.     Had a decision been made by October 4 of  
9       2017 to proceed with Columbia?

10            A.     Yes.

11            Q.     Whose decision was it?

12            A.     Senior management.

13            Q.     Who among senior management?

14            A.     I don't know who Steve and those guys  
15       talked to. I don't -- I'm not in those meetings when  
16       they took it to what we call an "OPS meeting" at  
17       Pulte, and then it's decided by a group of people,  
18       but I don't know who all attends those meetings.

19            Q.     But it would have included at least Steve  
20       Peck?

21            A.     I don't know if Steve attends those or  
22       not.

23            Q.     If you'll refer with me to the second  
24       page of Exhibit 5. This page appears to reflect

1 Pulte's site plan, correct?

2 A. Yes.

3 Q. And if we look toward the right side of  
4 the page, there's a reference to Section 9 and  
5 Section 10. Do you see that?

6 A. Uh-huh. Yes.

7 Q. Sections 9 and 10 are served by Suburban,  
8 correct?

9 A. Yes.

10 Q. And do you see Cheshire Road indicated on  
11 this map between Section 10 and Section 15?

12 A. Yes.

13 Q. And all of the sections that are shaded  
14 on this map will be served by Columbia, correct?

15 A. Yes.

16 Q. And Columbia was furnishing information  
17 to you to basically show how Columbia anticipated  
18 meeting the service need, correct?

19 A. Yes.

20 Q. We'll go to the third page of Exhibit 5.  
21 These are the plans Columbia gave Pulte, showing  
22 facilities that Columbia intended to install to serve  
23 Glenross, correct?

24 A. Yes.

1           Q.    And if you look in the Project Summary  
2    Table, there is a figure for the length and size of  
3    pipe to be installed. Do you see that?

4           A.    Uh-huh. Yes.

5           Q.    And I will say that this is challenging  
6    me. Maybe you have a better prescription on your  
7    glasses than I do. But it seems that for the length  
8    of pipe, Columbia is indicating either 6,765 feet or  
9    6,795 feet. Do you see that?

10          A.    I see 6,765.

11          Q.    I'm willing to take your word that it's  
12    65 and not 95.

13                So Columbia needed to install 6,765 feet  
14    of 8-inch pipe within the blocked area shown on its  
15    site plan, which is the area along Cheshire Road,  
16    correct?

17          A.    Yes.

18          Q.    Have you worked on any other projects  
19    with Columbia that required an extension of that  
20    length?

21          A.    Yes.

22          Q.    Which ones?

23          A.    I can't recall the subdivisions, but  
24    we've had to run main to get to Vinmar Farms.



1 Q. Is that a development in Delaware County?

2 A. That is Delaware County.

3 Q. Is that served by Columbia?

4 A. Yes.

5 Q. Do you know approximately when that  
6 extension was performed?

7 A. No. Well -- 2005.

8 Q. Between 2005 and 2017, had you worked on  
9 any projects with Columbia that required a main  
10 extension of this length?

11 A. No.

12 Q. If you go about six or seven more pages  
13 into Exhibit 5, you'll come to another cover sheet  
14 that appears to be for the piping of the development.  
15 Is that what that page shows?

16 A. Yes.

17 Q. And in the Project Summary Table, the  
18 facilities required shows a mixture of 2-inch and  
19 8-inch pipe, totaling 3,380 feet. Do you see that?

20 A. Yes.

21 Q. And that would be in addition to the  
22 6,700-plus feet we just talked about, correct?

23 A. Yes.

24 Q. Would you expect that Phases 12 through

1 15 will require approximately the same amount of pipe  
2 for the homes themselves?

3 A. I don't know.

4 Q. But the plan Columbia sent you, reflects  
5 Columbia's intent to install over 10,000 feet of pipe  
6 to serve Phase 11 of Glenross, correct?

7 A. Yes.

8 (EXHIBIT MARKED FOR IDENTIFICATION.)

9 Q. I've handed you what has been marked as  
10 Exhibit 6. It appears to be a continuation of the  
11 e-mail exchange that we just talked about in  
12 Exhibit 5, and there's a note from Joel West to Joe  
13 Codispoti and you, about some work that needed to be  
14 done at Glenross, correct?

15 A. Yes.

16 Q. And Mr. West indicates, "It appears that  
17 you have a lot of directional bore to do, so good  
18 luck to you." Do you see that?

19 A. Yes.

20 Q. Do you know what he was referring to?

21 A. No.

22 Q. By "you," do you understand that to mean  
23 Columbia had directional boring to do?

24 A. Yes.

1           Q.    Mr. West also indicates, "You mentioned  
2   this install will be at no cost to Pulte. Will this  
3   be true for all of our future phases on this South  
4   side of Cheshire?" Do you see that?

5           A.    Yes.

6           Q.    Do you know what Mr. West was talking  
7   about?

8           A.    No.

9           Q.    Did you talk to anyone at Columbia about  
10  the installation of facilities being at no cost?

11          A.    Yes.

12          Q.    Who did you talk to?

13          A.    I don't know if it was Joe or Donna.

14          Q.    What did you talk about?

15          A.    Just the future deposits required was not  
16  going to be a -- Pulte would not be paying for  
17  anything.

18          Q.    When you say, "Pulte would not be paying  
19  for anything," are you referring just to a deposit,  
20  or any cost responsibility for the extension or  
21  piping the development?

22          A.    It would be a deposit.

23          Q.    Pulte did not pay a deposit for the  
24  Columbia main extension along Cheshire Road?

1           A.    That's correct, yes.

2           Q.    Did Pulte pay a deposit for any of the  
3 work to be done in piping the subdivision?

4           A.    No.

5           Q.    Will Pulte be paying for any of the work  
6 necessary to pipe the subdivision?

7           A.    I don't know.

8           Q.    Tell me about your conversation with  
9 either Joe or Donna about the deposit issue.

10          A.    Those discussions were with either Steve  
11 or Joel.

12          Q.    Were you involved in those discussions?

13          A.    No.  There was a few other meetings I was  
14 not involved in.

15          Q.    Well, my question is:  Did you personally  
16 participate in or witness discussions with Columbia  
17 about there being no deposit for the Cheshire Road  
18 main extension?

19          A.    No, I didn't participate.

20          Q.    Were you present when that subject was  
21 discussed between anyone at Pulte and anyone at  
22 Columbia?

23          A.    No.

24          Q.    I thought I heard you say earlier that

1       you had talked to either Joe or Donna about that  
2       subject.

3               A.     It may have been brought up at the very  
4       beginning, but I wasn't involved with the final call  
5       on whether there would be a deposit or not.

6               Q.     Does Pulte typically pay a deposit --

7                     MS. GWIN:  Objection.

8               Q.     -- to Columbia when line extensions are  
9       necessary?

10              MS. GWIN:  You can go ahead and answer.

11              A.     Not all the time.  There is occasion when  
12       we do pay a deposit, but most of the time there's no  
13       deposit.

14              Q.     You're saying most of the time when  
15       Columbia has to do a main extension, Pulte does not  
16       pay a deposit?  Is that your testimony?

17              A.     No.  Their main line is typically in our  
18       communities or near our communities, so there's not a  
19       main line extension; it's just a service off of it  
20       into the community.

21              Q.     Understood.

22                     When a main line extension is necessary,  
23       does Pulte typically pay a deposit in those  
24       instances?

1           A.     Since this is my second one, I don't know  
2     what the first one back at Vinmar Farms required.

3           Q.     Your second one what?

4           A.     Where they did a main line extension.  
5     From your previous question, what other communities  
6     was I involved in back when I -- I think I said '05.  
7     I wasn't involved with that part of the discussion if  
8     deposits were ever needed.

9           Q.     Were you involved in a main line  
10    extension for Liberty Trace?

11          A.     Not that I'm aware of.

12          Q.     Okay. Are you aware of any instance,  
13    other than Glenross, where Columbia performed a main  
14    line extension and Pulte did not pay a deposit?

15                 MR. STEMM: Objection to form.

16                 THE WITNESS: Can that be asked again,  
17    please?

18                 (Record read.)

19          A.     I don't know.

20          Q.     Can you think of any other instance?

21                 MS. GWIN: Objection, asked and answered.  
22    He's testified he doesn't know.

23          Q.     How would you find that information?

24          A.     That would have been with Dominion Homes,

1       so that information wouldn't be available.

2               Q.     Okay.  If we looked in the materials that  
3       Pulte produced to us, we could look at the Line  
4       Extension Agreements between Pulte and Columbia, and  
5       tell whether a deposit was required, couldn't we?

6               A.     I'm sure you could, yes.

7               Q.     I haven't found one where a deposit for a  
8       line extension was not required; perhaps I didn't  
9       look hard enough.  My question simply is:  Do you  
10      know, have I missed something, is there some other  
11      project where there was a line extension, no deposit  
12      paid?

13              MS. GWIN:  Same objection, asked and  
14      answered.  And you didn't ask for those documents  
15      with your subpoena.

16              MR. WHITT:  All right.  Well, let's mark  
17      the subpoena.  Let's find the subpoena.

18              (EXHIBIT MARKED FOR IDENTIFICATION.)

19              Q.     Sir, can you identify Exhibit 7 as the  
20      subpoena you received in this case?

21              A.     Yes.

22              Q.     Okay.  Is there a Line Extension  
23      Agreement between Columbia and Pulte Homes for the  
24      main extension on Cheshire Road?

1 A. Yes.

2 Q. You've seen that?

3 A. I've not seen it, but for them to be  
4 moving forward I'm sure there is one, but I haven't  
5 seen it.

6 Q. Would you be surprised if there were not  
7 a Line Extension Agreement for that extension?

8 A. No. I don't know.

9 Q. Well, it seems like -- is it ordinarily  
10 the case that when there is a main line extension,  
11 Columbia prepares a Main Line Extension Agreement for  
12 the developer to execute?

13 A. That would be above me. I wouldn't see  
14 that.

15 Q. No. I'm asking what you do in your job.  
16 Do you typically see a Line Extension Agreement when  
17 Columbia needs to do a main line extension?

18 MS. GWIN: Objection, argumentative.  
19 You can go ahead and answer.

20 A. No.

21 Q. You don't?

22 A. No.

23 Q. Okay. Is it your experience that  
24 Columbia will just go ahead and do a main line



1 extension without requiring an agreement from Pulte  
2 to pay a deposit?

3 A. I don't know.

4 Q. Has that ever happened?

5 A. That goes above me. I don't know who  
6 gets those extension requirements or requests.

7 Q. Did Columbia offer to waive any deposit  
8 requirement in order to get Pulte to choose Columbia  
9 as the gas provider?

10 A. That wasn't the only reason.

11 Q. Was it a reason?

12 A. It could have been with the group that I  
13 wasn't involved in.

14 Q. Well --

15 MR. STEMM: I want to just interject an  
16 objection to the form of that last question.

17 MS. GWIN: When we get to a good stopping  
18 point, can we take a small break?

19 MR. WHITT: As soon as I'm done with this  
20 exhibit.

21 MS. GWIN: Thank you.

22 (EXHIBIT MARKED FOR IDENTIFICATION.)

23 Q. (By Mr. Whitt) I've handed you what we've  
24 marked as Exhibit 8. Do you recognize this as an

1 e-mail you were copied on in correspondence between  
2 Mr. Codispoti and Mr. West?

3 A. Yes.

4 Q. And Mr. West is being informed that there  
5 is no cost for the line extension for either Phase 11  
6 or any future phases on the south side of Cheshire  
7 Road, correct?

8 A. Correct.

9 Q. And did you discuss this with anyone  
10 within Pulte about the fact that there would be zero  
11 cost?

12 A. No.

13 MR. WHITT: Counsel, let's go ahead and  
14 take a break.

15 MS. GWIN: Thank you.

16 (Recess taken.)

17 (EXHIBIT MARKED FOR IDENTIFICATION.)

18 Q. (By Mr. Whitt) Mr. Thompson, I've handed  
19 you what we've marked as Exhibit 9. Can you identify  
20 this document as a copy of an e-mail sent to you and  
21 Mr. West by Donna Young?

22 A. Yes.

23 Q. And the second paragraph of the e-mail  
24 says, "I know timing is super important and Joe put

1 things in motion so we can get out of the gate  
2 quickly." What was the timing issue referred to  
3 here?

4 A. Having gas to the community by a given  
5 date.

6 Q. What is that date?

7 A. It was December of 2017.

8 Q. Was gas needed in Phase 11 by December of  
9 2017?

10 A. No. We just needed to make sure that we  
11 had it, because I didn't know when we would sell a  
12 home. And I had it paved in November and anticipated  
13 a model being dug in June.

14 Q. June of when?

15 A. '18. 2018.

16 Q. So there's not even a model there yet?

17 A. There is one under construction. I don't  
18 know if it's a model, but there's a home under  
19 construction now.

20 Q. Are there any homes completed in  
21 Phase 11?

22 A. No.

23 Q. Is there more than one home under  
24 construction currently in Phase 11?

1           A.    No.

2           Q.    Do you know why there was discussion of  
3 Columbia adding a second crew to get the install  
4 expedited?

5           A.    Because of the need-by date.

6           Q.    Needed by whom?

7           A.    Dominion.  December of 2017.  Or, Pulte,  
8 I'm sorry.

9           Q.    To serve what?

10          A.    At that time, homes.

11          Q.    Had ground been broken on any home, as of  
12 the end of December 2017, in Phase 11?

13          A.    No.

14          Q.    Do you know why Columbia referred to the  
15 timing as critical?

16          A.    Yes, because of the anticipation of  
17 sales.

18          Q.    For the homes for which ground hadn't  
19 been broken?

20          A.    That's correct, yes.

21          Q.    Did you talk to Columbia about concerns  
22 that Suburban might object to the main line  
23 extension?

24          A.    No.

1           Q.    Did you talk to Columbia about the need  
2           to expedite the project in order to have the work  
3           finished before Suburban could obtain an injunction?

4           A.    No.

5           Q.    Did it seem that Columbia was giving more  
6           attention to the Glenross South project than other  
7           projects it has been involved in with Pulte?

8           A.    I have no idea.

9           Q.    Was this just an ordinary, routine  
10          project, as far as you knew?

11          A.    Yes.

12          Q.    Does Pulte have a Plan B in the event the  
13          PUCO decides that Columbia cannot serve the south  
14          side of Cheshire Road?

15          A.    Not that I'm aware of, no.

16          Q.    Did the topic of Suburban come up at all  
17          in your discussions with Columbia?

18          A.    Not with my discussions, no.

19          Q.    Are you aware of discussions that were  
20          had between Pulte and Columbia concerning Suburban?

21          A.    No.

22          Q.    Were you then completely shocked that  
23          Suburban filed its case against Columbia?

24          A.    Yes.

1           Q.    Did Pulte ask Columbia for concessions in  
2           order to allow Columbia to serve the south side of  
3           Cheshire Road?

4           A.    No.

5                   (EXHIBIT MARKED FOR IDENTIFICATION.)

6           Q.    I've handed you a document marked as  
7           Exhibit 10, and I'll ask you just to take as much  
8           time as you need to familiarize yourself or read the  
9           document.

10                   And let me know when you're finished too.  
11           There's no rush.

12           A.    I'm good.

13           Q.    Does the memorandum I've handed you,  
14           marked as Exhibit 10, accurately reflect your  
15           discussion with Mr. Roll?

16           A.    Yes.

17           Q.    Are any important details of that  
18           discussion left out of this memo?

19           A.    When he called me, he just discussed that  
20           there was issues, that this was probably going to be  
21           a legal case since Columbia was there.

22           Q.    Okay. Anything else?

23           A.    No.

24           Q.    Is it the case then that builder rebates

1 or incentives were a deciding factor for Pulte in  
2 choosing Columbia?

3 A. Yes.

4 Q. Was Columbia's decision not to charge a  
5 deposit for the main extension also a factor?

6 A. I don't know.

7 Q. Did Columbia promote the builder rebates  
8 to Pulte as an incentive for Pulte to choose Columbia  
9 as the gas provider?

10 A. Yes.

11 Q. So if somebody said that the purpose of  
12 the builder incentives is not to create an incentive  
13 to choose Columbia, that would be wrong at least in  
14 terms of how the incentives were used at Glenross,  
15 correct?

16 MS. GWIN: Objection.

17 MR. STEMM: Objection to form.

18 MR. WHITT: I'll withdraw that question.

19 Q. If Pulte had not received builder rebates  
20 and had to pay a deposit for the line extension on  
21 Cheshire Road, do you think Pulte would have made the  
22 same decision as to which gas provider would serve  
23 the south side of Cheshire Road?

24 MR. STEMM: Objection to form.

1 MS. GWIN: Objection, calls for  
2 speculation.

3 Go ahead and answer as best you can.

4 MR. STEMM: I don't think any rebates  
5 were received either.

6 THE WITNESS: Could you repeat that,  
7 please?

8 (Record read.)

9 A. I don't know.

10 (EXHIBIT MARKED FOR IDENTIFICATION.)

11 Q. Handing you, sir, what I've marked as  
12 Exhibit 11. Have you seen this form before?

13 A. I have not.

14 Q. Is this not a form you would typically  
15 receive in your dealings with Columbia?

16 A. Pulte may, but I wouldn't receive it.

17 (EXHIBIT MARKED FOR IDENTIFICATION.)

18 Q. Okay. Same question for Exhibit 12.  
19 Have you seen this form or a form like it before?

20 A. I have seen it, yes.

21 Q. In what context?

22 A. Just in an e-mail. Somebody else fills  
23 this out.

24 Q. Is this a Load Form that Columbia Gas



1 will send to Pulte?

2 A. Yes.

3 Q. Do these forms usually get filled out in  
4 the ordinary course of working with Columbia?

5 A. Yes.

6 Q. Have you seen this form completed for the  
7 Glenross project?

8 A. No.

9 Q. Do you know whether the form was  
10 completed?

11 A. I don't.

12 Q. Do you know whether Pulte made any design  
13 changes in the homes it intended to build at Glenross  
14 South as a consequence of choosing Columbia as the  
15 gas provider?

16 A. I don't know.

17 (EXHIBIT MARKED FOR IDENTIFICATION.)

18 Q. I've handed you a stack of brochures  
19 marked as Exhibit 13, which at first glance look like  
20 the ones I already gave you in Exhibit 2, but I'll  
21 represent to you that the documents in Exhibit 2 bear  
22 a date at the very bottom of 3/1/17.

23 MR. WHITT: Can you show him Exhibit 2?

24 MS. GWIN: I think the date on this is

1 3/21/17.

2 Q. That's on Exhibit 2, correct?

3 A. Yes.

4 Q. And on Exhibit 13 we see a date of  
5 11/1/17, correct?

6 A. Correct. Yes.

7 Q. With respect to Exhibit 2, the included  
8 features reflected in this brochure, this document --  
9 if the legend is accurate and it came into existence  
10 sometime around March 21 of 2017 -- would reflect the  
11 home features before Columbia was selected as the  
12 service provider, correct?

13 A. I have no idea about these brochures.

14 Q. Well, just based on the date.

15 A. Just the dates of what they've come up  
16 with.

17 Q. Okay. And on Exhibit 13, if you look,  
18 the date at the bottom is 11/1/17. Do you see that?

19 A. Yes.

20 Q. And by 11/1/17, Columbia had been  
21 selected as the service provider at Glenross,  
22 correct?

23 A. Correct.

24 Q. And if we wanted to compare features

1 before Columbia was selected as the gas provider and  
2 after, we could just look at Exhibits 2 and 13,  
3 couldn't we?

4 MR. STEMM: Objection to form.

5 A. I have no idea.

6 Q. Just from a timing perspective, Exhibit 2  
7 shows features advertised before Columbia was  
8 selected as the provider, correct?

9 A. Yes.

10 Q. And Exhibit 13, again assuming it was  
11 created after November 1 of 2017, would show  
12 advertised features after Columbia was selected as  
13 the provider, correct?

14 A. Yes.

15 Q. Okay. Now, sir, we've discussed e-mails  
16 that you either received or wrote between or starting  
17 around the April/May of 2017 time period, correct?

18 A. Yes.

19 Q. And then I also showed you the e-mail you  
20 were copied on in Exhibit 9, dated October 10th,  
21 2017. Do you see that?

22 A. I'd have to go back.

23 Yes.

24 Q. Were you involved in the Glenross project

1       between May and October of 2017?

2               A.     Yes.

3               Q.     Did you communicate with Columbia by  
4       e-mail about the project during that time?

5               A.     I don't recall.

6               Q.     Did Columbia warn you about keeping  
7       e-mails?

8               A.     No.

9               Q.     Did Columbia ask or suggest that you  
10       delete any e-mails or other writings?

11              A.     No.

12              Q.     Did you delete any e-mails that you had  
13       with Columbia about the Glenross project?

14              A.     No.

15              Q.     I may be getting outside of your area of  
16       expertise here and, if I am, just let me know, but  
17       are you at least vaguely familiar with the Ohio  
18       Residential Building Code?

19              A.     No.

20              Q.     Okay. Have you heard of the  
21       International Energy Conservation Code?

22              A.     No.

23              Q.     Is it fair to assume that the houses  
24       Pulte built on the north side of Cheshire Road were

1 built to Ohio Building Code requirements?

2 MR. STEMM: Objection to form.

3 A. No idea.

4 Q. Would you assume that to be the case that  
5 Pulte has built --

6 A. I wouldn't assume.

7 Q. Does Pulte have a policy about whether it  
8 will build to applicable codes?

9 A. I'm sure they do, but I'm not in the  
10 building side of the business.

11 Q. Okay. Do you know if there is or will be  
12 any difference in the energy efficiency of homes  
13 built on the north side of Cheshire Road versus the  
14 south side?

15 A. No idea.

16 Q. Is Pulte currently building in any  
17 subdivisions served by Suburban?

18 A. Yes.

19 Q. Which ones?

20 A. Glenross 8. Let me start over. 6, 7, 8,  
21 and 10.

22 Q. Do you know whether the homes being built  
23 in Phases 6, 7, 8, and 10, are built to any different  
24 standards or requirements than the homes that will be

1 built in Phase 11?

2 A. I don't know.

3 Q. Does Pulte build in other developments  
4 where Columbia is not the gas provider?

5 A. Yes.

6 Q. Does Pulte build in other developments  
7 served by a gas provider that does not offer builder  
8 rebates?

9 A. Yes.

10 Q. Are the homes built in developments where  
11 rebates are not received, any more or less energy  
12 efficient than homes Pulte builds in subdivisions  
13 served by Columbia?

14 MR. STEMM: Objection to form.

15 A. I don't know.

16 Q. As far as you know, do Columbia's rebates  
17 have any influence at all on how Pulte designs or  
18 builds its product?

19 A. I don't know.

20 Q. Suppose that the PUCO ordered Columbia to  
21 stop offering builder rebates in Delaware County --  
22 again, this is a hypothetical, but just suppose that  
23 that were to happen -- would that cause Pulte to  
24 cancel any projects that it has in the pipeline?

1 MS. GWIN: I'm just going to object as  
2 calling for speculation and as a hypothetical.

3 If you can answer, go ahead.

4 A. No.

5 Q. The answer to my question was "no"?

6 A. "No."

7 Q. Would the lack of rebates cause Pulte to  
8 build less energy-efficient homes?

9 A. No.

10 Q. Would Pulte shift its business to other  
11 counties where it could receive rebates?

12 A. No.

13 Q. Would the absence of builder rebates  
14 cause Pulte to do anything differently in terms of  
15 how it designs or markets its product?

16 A. No.

17 MR. WHITT: Let's take a quick break.

18 (Recess taken.)

19 MR. WHITT: I don't have any further  
20 questions. I'm not sure if Mr. Stemm does. I do  
21 have an item to address on the record at the  
22 conclusion of questioning, so I'll reserve it.

23 MR. STEMM: I just have a few.

24 - - -

EXAMINATION

By Mr. Stemm:

Q. Good afternoon, Mr. Thompson.

A. Hello.

Q. My name is Mark Stemm. I introduced myself when we first arrived. I'm an attorney for Columbia Gas of Ohio.

As you know, because Suburban decided to subpoena you in this case and identify you as a potential hearing witness and make a record of your testimony, I now need to ask you a few questions also, and I'll try to be as brief as I can, okay?

A. Sure.

Q. First of all, just turning your attention to Exhibit 1, which was represented as an excerpt of the 10-K. Do you recall that?

A. Yes.

Q. And Mr. Whitt asked you a number of questions and basically had you read parts of that excerpt. Do you recall that?

A. Yes.

Q. Did you have any personal involvement in preparing Pulte's 10-K?

A. No.



1           Q.    Did you have any personal involvement in  
2           providing any of the research or the financial  
3           information that went into the 10-K?

4           A.    No.

5           Q.    Do you have any idea if this excerpt is  
6           even a true and accurate excerpt from the actual  
7           10-K?

8           A.    I have no idea.

9           MR. WHITT:  Objection, argumentative.

10          Q.    Have you ever reviewed Pulte's 10-K for  
11          this particular --

12          A.    I haven't.

13          Q.    Okay.  I was very happy to hear your  
14          testimony when Mr. Whitt asked about whether Aaron  
15          Roll or anyone at Suburban had -- he used the word  
16          "badmouthed" Columbia, and you said no.

17                And I guess I'm just -- I don't know what  
18          the definition of "badmouthing" is, but can you  
19          recall any instances where Mr. Roll or anyone else at  
20          Suburban may have characterized Columbia in any way  
21          as suggesting reasons why Pulte Homes should not do  
22          business with Columbia in Delaware County?

23          A.    No.  Aaron and I have worked together for  
24          17 years and he's a great guy.  He would never --

1       that's out of his character to do something like  
2       that.

3               Q.     Okay.  And I took it from your testimony  
4       that Columbia follows the same approach, in that  
5       people you work with at Columbia haven't badmouthed  
6       Suburban either; is that correct?

7               A.     That's correct.

8               MR. WHITT:  Objection, calls for  
9       speculation.

10              Q.     Now, update me a little bit,  
11       Mr. Thompson.  Have all of the homes been constructed  
12       in the phases of Glenross on the north side of the  
13       road?

14              A.     No.

15              Q.     Okay.  So when we looked at those  
16       marketing brochures that were advertising the various  
17       types of homes, those are still available to be  
18       purchased in the portion of Glenross that Suburban  
19       serves; is that correct?

20              A.     I believe so.

21              Q.     And in fact, as you testified, no homes  
22       have been completed yet on the south side of Cheshire  
23       Road, correct?

24              A.     That's correct.

1           Q.    Now, we talked about the builder  
2           incentive program. Are you aware that Pulte homes  
3           have received those incentive rebates in past years  
4           before Glenross?

5           A.    I was never apart of that.

6           Q.    Okay. Are you familiar at all with how  
7           that program works in terms of the procedure for  
8           qualifying for that rebate --

9           A.    No.

10          Q.    -- for a particular home?

11          A.    No.

12          Q.    Okay. And would you agree with me that  
13          no rebates are paid until the home is actually  
14          constructed and rated by its HERS score for energy  
15          efficiency?

16               MR. WHITT: Objection, calls for  
17          speculation.

18          A.    I don't --

19          Q.    Do you know?

20          A.    I don't know.

21          Q.    Okay. And when you had a discussion with  
22          Ms. Young about the potential rebates by the number  
23          of homes, you understood that that was the potential  
24          rebate, not the actual rebate. Did you understand

1       that?

2               A.    No, I didn't know that.  I didn't  
3       understand that.

4               Q.    You weren't sure whether "potential"  
5       meant --

6               A.    Correct.  When she gave that to me, I was  
7       just the liaison between departments, management, on  
8       who gets that; so I wasn't sure how all the rebates  
9       worked and when it all came into effect.

10              Q.    Okay.  So you would have passed that  
11       along to the person at Pulte that does understand it?

12              A.    That's correct.

13              Q.    And is there somebody at Pulte who  
14       specifically applies for those rebates after the  
15       homes are constructed and inspected?

16              A.    I believe so.  I don't know who that  
17       would be, but I'm sure there's a department that does  
18       our -- an engineer or architect that does that.

19              Q.    Okay.  Thank you.

20                     Just a little loose end here.

21                     When Mr. Whitt was having you add up the  
22       amount of piping by feet for the development on the  
23       south side of the road, he had you add the main line  
24       extension plus the 3,380 feet of line in the

1 subdivision, to come up with that over 10,000 figure.  
2 Do you recall that testimony?

3 A. Correct. Yes.

4 Q. The 3,380 feet of piping, that would have  
5 to be put in whether it was Suburban or Columbia,  
6 correct?

7 A. That's correct, yes.

8 Q. Just reviewing my notes. Bear with me.

9 Mr. Whitt asked you if Pulte had a Plan B  
10 in the event that the PUCO decides that Columbia  
11 cannot serve Cheshire Road, and you answered that  
12 question. I objected to the form of that question on  
13 the record. Do you have any knowledge about whether  
14 it's even a possibility that the Commission could  
15 tell Columbia that it's not allowed to compete south  
16 of Cheshire Road?

17 MR. WHITT: Objection.

18 A. No.

19 MS. GWIN: I object to that, too, as  
20 calling for a legal conclusion.

21 You can go ahead and answer.

22 A. No.

23 Q. And on the record I'd like to just state  
24 that there's absolutely no possibility of that

1 finding being made, just to give you some assurance.

2 MR. WHITT: And I'll state on the record  
3 that pride cometh before the fall.

4 MS. GWIN: Okay. Well, my client doesn't  
5 care.

6 Q. Well, we appreciated your answer to that  
7 question, so I won't belabor it. Thank you.

8 Okay. You testified that you were  
9 shocked that Suburban filed its case against  
10 Columbia. And I guess with that, I can share that  
11 with you, the same feeling. But has anyone at  
12 Suburban talked to you about why they filed the case  
13 or what they believe Columbia did to deserve such a  
14 case like that?

15 A. No.

16 Q. Exhibit 10, that is the memorandum that  
17 Mr. Roll put to the file about his conversation with  
18 you. Do you recall that?

19 A. Yes.

20 Q. And when you were asked if that  
21 memorandum reflected everything that you recall from  
22 the call, you said, well, Mr. Roll also indicated  
23 that there were issues -- I think you said -- and  
24 that there was a legal case. What did you understand

1 Mr. Roll to be telling you about that?

2 MR. WHITT: Objection.

3 A. He was just brief and just wanted -- he  
4 had seen that Columbia Gas was installing the main  
5 down Cheshire, and it was just a quick conversation.

6 Q. Okay. Did he give you any indication  
7 that Suburban was going to be filing some kind of  
8 legal action against Columbia for doing that?

9 A. No.

10 Q. Did he give you any kind of indication  
11 that Pulte Homes should reconsider its decision to  
12 choose Columbia because of that?

13 A. No. He just said there was a hearing and  
14 there would probably be more to follow, but that was  
15 all that was discussed.

16 Q. Okay. Did he intimate that you were  
17 going to get wrapped up and called into the case?

18 A. No.

19 Q. Had there been any discussions between  
20 you and anybody at Suburban about this case prior to  
21 you getting the subpoena?

22 A. No.

23 Q. You were asked some questions about  
24 Exhibits 2 and 13, and those are marketing materials

1       that you said you don't really have any personal  
2       knowledge of; is that correct?

3             A.     That's correct.

4             Q.     And my question on those: They both deal  
5       with the Enclave model, the Highlands model, the  
6       Reserve model, and the Retreat model; is that  
7       correct?

8             A.     Yes.

9             Q.     And all of those styles of homes are  
10      available on the north side of Glenross off Cheshire,  
11      correct, served by Suburban?

12            A.     Did you say the Enclave?

13            Q.     Yes.

14            A.     The Enclave is not on the north side.

15            Q.     Okay. Have any Enclaves been built on  
16      the south side yet?

17            A.     Yes.

18            Q.     They have been built?

19            A.     Yes. There's --

20            Q.     Is that the one that's under construction  
21      now?

22            A.     That is the one that's down by the golf  
23      course on Golf Club Drive. That's to the west of the  
24      community, kind of by itself by the golf course.



1 Q. Okay. Is that area served by -- going to  
2 be served by Columbia?

3 A. It is already gassed.

4 Q. By Suburban?

5 A. Boy, I can't recall. Yeah, I don't  
6 remember who. I would say it's Suburban has that;  
7 the Enclave.

8 Q. Okay.

9 A. Well, it definitely would have been,  
10 because they didn't have main there.

11 Q. This marketing material and particularly  
12 Exhibit 13, which is dated November 1st, 2017, I  
13 don't see anything about the 55-and-over slab-type  
14 homes. Is that listed in this marketing material  
15 anywhere?

16 A. Yes.

17 Q. Which one is that?

18 A. The Retreat at Glenross.

19 Q. Is that type of home also currently being  
20 built or already built on the north side of Cheshire  
21 Road where Suburban serves Glenross?

22 A. No.

23 Q. The marketing materials marked Exhibit 2,  
24 March 21st, '17, you testified that that was before

1 Pulte Homes chose Columbia to serve Glenross South?

2 A. That's correct.

3 Q. And these marketing materials are already  
4 advertising the Retreat at Glenross, correct?

5 A. Yes.

6 Q. And that is a home that is designed for  
7 Glenross South?

8 A. Can you repeat that one more time,  
9 please?

10 Q. I think you told me that the Glenross  
11 North phases that Suburban serves, does not have any  
12 of the Retreat models?

13 A. That's correct, yes.

14 Q. And this Retreat model is being proposed  
15 to be built in Glenross South, correct?

16 A. Correct.

17 Q. Okay. And you testified that you don't  
18 have any personal knowledge of whether or which of  
19 these models or types of construction could meet the  
20 energy-efficiency criteria of Columbia's builder  
21 incentive program?

22 A. That's correct.

23 Q. Just wrapping up here. Let me go through  
24 my notes quickly and try to get you out of here.

1           You were asked some questions at the very  
2           end by Mr. Whitt about whether Pulte Homes' decision  
3           to use Columbia Gas would change if certain things  
4           happened or didn't happen. Do you recall those?

5           A.    Yes.

6           Q.    Was it you or someone else at Pulte Homes  
7           that made the decision as to whether Columbia's  
8           builder incentive program makes a difference to Pulte  
9           in how they design their homes?

10          A.    Someone else did.

11          Q.    Okay. And is it fair to say that you  
12          don't have knowledge to answer the questions about  
13          what Pulte Homes would do if the builder incentive  
14          program is no longer available in Delaware County?

15          MR. WHITT:  Objection.

16          A.    That's correct.

17          MR. STEMM:  Thank you very much for your  
18          time. I appreciate it.

19          THE WITNESS:  You're welcome.

20          MR. WHITT:  I don't have further  
21          questions, but I do want to make an on-the-record  
22          request for a Line Extension Agreement for the  
23          Glenross extension, if such an agreement exists. If  
24          we don't have it by noon tomorrow, we'll assume that

1       it doesn't exist. This material was requested in  
2       January. We have looked at a number of e-mails with  
3       the witness today that we received for the first time  
4       from Pulte. We've received not one single e-mail  
5       from Columbia.

6               I would also ask, now for the fourth  
7       time, for Columbia to reconsider the "Highly  
8       Confidential" designations that I've discussed  
9       verbally and by e-mail on certain material that was  
10      provided, and I've not been given an answer on that  
11      either. We have testimony due this Friday and we  
12      need to hear from Columbia on that.

13             MS. GWIN: I'd just like to request  
14      clarification. The Line Extension Agreement request,  
15      it's not directed to Pulte, is it?

16             MR. WHITT: That's correct.

17             MS. GWIN: Thank you.

18             MR. WHITT: It's directed to Columbia.

19             MS. GWIN: Thank you.

20             MR. STEMM: Okay. Well, I can answer  
21      those on the record if you'd like.

22             MR. WHITT: Okay.

23             MR. STEMM: There is not a Line Extension  
24      Agreement, as you've described, and that's why one

1 was not produced.

2 And we've talked with the client and we  
3 decline to remove the "Highly Confidential"  
4 designation on the data spreads.

5 And now that you've asked about  
6 confidentiality, I'm wondering if you've removed the  
7 "Confidential" designation on the documents used in  
8 the deposition today?

9 MR. WHITT: None of the exhibits I used  
10 today were from documents provided by Columbia. All  
11 of the documents that I used today were provided by  
12 Pulte. Pulte has not designated any of them  
13 "Confidential" or "Highly Confidential" or otherwise,  
14 nor will we.

15 MR. STEMM: Okay. So those that are  
16 marked "Confidential" in this deposition, just to be  
17 clear, Columbia now can consider those public  
18 documents?

19 MR. WHITT: You're talking about the  
20 "Confidential" designation on --

21 MR. STEMM: Right. Exhibit 10.

22 MR. WHITT: Do you care?

23 MR. SONDERMAN: Nope.

24 MR. WHITT: We'll waive confidentiality

1 on 10.

2 MR. STEMM: I believe that was the only  
3 one in this packet that you used.

4 And could we also request production of  
5 all documents that you received pursuant to this  
6 subpoena?

7 MR. WHITT: Well, you certainly can. I'm  
8 certainly happy to provide them. It's about a foot  
9 stack of documents which consists of correspondence  
10 with Columbia; again, which should have been provided  
11 by Columbia and was not. I'm happy to give them to  
12 you if it will assist Columbia in meeting its  
13 discovery obligations.

14 MR. STEMM: Well, I believe we answered  
15 the second set with objections as well as answers.

16 MR. WHITT: Don't play this game with me,  
17 Mark.

18 MR. STEMM: So I'd ask you to refer to  
19 those before you accuse us of not providing  
20 something.

21 MR. WHITT: Well, I have --

22 MR. STEMM: If you would like to take up  
23 any discussion about objections, feel free to contact  
24 me.

1 MR. WHITT: Well, I put you on notice.

2 MR. STEMM: I suggest we let Mr. Thompson  
3 go.

4 MR. WHITT: Okay.

5 Thank you, sir, for your time.

6 THE WITNESS: You're welcome.

7 MR. STEMM: Thank you.

8 THE COURT REPORTER: Will he read?

9 MS. GWIN: You have the right to review  
10 the transcript. You can't make any substantive  
11 changes, but you can review it for spelling, grammar,  
12 punctuation. I'm going to go ahead and recommend  
13 that you do that at this point in time.

14 THE WITNESS: Absolutely.

15 (Thereupon, at 4:43 p.m, the deposition  
16 was concluded.)

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AFFIDAVIT

State of Ohio :  
 : SS:  
County of \_\_\_\_\_:

I, Jeffrey A. Thompson, do hereby certify that I have read the foregoing transcript of my deposition given on Tuesday, March 13, 2018; that together with the correction page attached hereto noting changes in form or substance, if any, it is true and correct.

\_\_\_\_\_  
Jeffrey A. Thompson

I do hereby certify that the foregoing transcript of the deposition of Jeffrey A. Thompson was submitted to the witness for reading and signing; that after he had stated to the undersigned Notary Public that he had read and examined his deposition, he signed the same in my presence on the \_\_\_\_\_ day of \_\_\_\_\_, 2018.

\_\_\_\_\_  
Notary Public

My commission expires \_\_\_\_\_, \_\_\_\_\_.

- - -



## 1 CERTIFICATE

2 State of Ohio :  
3 County of Franklin : SS:

4 I, Carolyn M. Burke, Notary Public in and for  
5 the State of Ohio, duly commissioned and qualified,  
6 certify that the within named Jeffrey A. Thompson was  
7 by me duly sworn to testify to the whole truth in the  
8 cause aforesaid; that the testimony was taken down by  
9 me in stenotypy in the presence of said witness,  
afterwards transcribed upon a computer; that the  
foregoing is a true and correct transcript of the  
testimony given by said witness taken at the time and  
place in the foregoing caption specified and  
completed without adjournment.

10 I certify that I am not a relative, employee,  
11 or attorney of any of the parties hereto, or of any  
12 attorney or counsel employed by the parties, or  
financially interested in the action.

13 IN WITNESS WHEREOF, I have hereunto set my  
14 hand and affixed my seal of office at Columbus, Ohio,  
15 on this 15th day of March, 2018.

16 Carolyn M. Burke, Registered  
17 Professional Reporter, and  
Notary Public in and for the  
State of Ohio.

18 My commission expires July 17, 2018.

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Summary: Deposition Transcript of Jeffrey A. Thompson electronically filed by Ms. Rebekah J. Glover on behalf of Suburban Natural Gas Company