

PUBLIC UTILITIES COMMISSION

505 VAN NESS AVENUE
SAN FRANCISCO, CA 94102-3298



September 6, 2019

Advice Letter 5483-G-A

Ronald van der Leeden
Director, Regulatory Affairs
Southern California Gas
555 W. Fifth Street, GT14D6
Los Angeles, CA 90013-1011

SUBJECT: Notification of the Creation of New Affiliates

Dear Mr. van der Leeden:

Supplemental Advice Letter 5483-G-A is effective as of August 16, 2019.

Sincerely,

A handwritten signature in cursive script that reads "Edward Randolph".

Edward Randolph
Deputy Executive Director for Energy and Climate Policy/
Director, Energy Division



Ronald van der Leeden
Director
Regulatory Affairs

555 W. Fifth Street, GT14D6
Los Angeles, CA 90013-1011
Tel: 213.244.2009
Fax: 213.244.4957

RvanderLeeden@socalgas.com

August 16, 2019

Advice No. 5483-A
(U 904 G)

Public Utilities Commission of the State of California

Subject: Supplement - Notification of the Creation of New Affiliates

Purpose

Southern California Gas Company (SoCalGas) hereby notifies the California Public Utilities Commission (Commission) of the creation of new affiliates, as defined in the Commission's Affiliate Transaction Rules (the Rules).

This supplemental submittal replaces Advice No. (AL) 5483, submitted on June 27, 2019, in its entirety to provide additional clarifying information regarding the business descriptions and affiliate designations of the new affiliates established in AL 5483.

Background

SoCalGas submitted AL 5483 notifying the Commission of the creation of several new affiliates. The affiliate information included in AL 5483 was based on the available information, as of June 7, 2019.

Following an assessment of affiliate status and description, updated affiliate information was subsequently provided in Appendix 3 of SoCalGas' Annual Affiliate Compliance Plan, submitted in AL 5486 on June 28, 2019.¹ The affiliate information provided in Appendix 3 was based on available information and analysis, as of June 24, 2019, and were accurate at that time.

Due to the nearly contemporaneous submittal of AL 5483 and AL 5486, the Commission's Energy Division raised questions about differences between the listings of affiliates contained in the two advice letters. Although the Rules in Decision (D.) 06-12-029 do not require the submittal of a supplemental advice letter when there is a change to an existing affiliate's designation, SoCalGas is providing clarification in this particular

¹ AL 5486, 2019 Affiliate Transactions Compliance Plan, was effective on July 1, 2019, and approved on August 5, 2019.

instance. Attachment B in AL 5483-A contains the most current information for these affiliates and matches the listing submitted in the AL 5486, Appendix 3.

The affiliates shown in Attachment B differ from those in Attachment A in that they are the result of the acquisition of InfraREIT, Inc. and its subsidiaries (InfraREIT Partners, LP; Transmission & Distribution Company, LLC; Sharyland Distribution & Transmission Services, LLC; and GS Project Entity, LLC) and the subsequent merger/dissolution and name change of these affiliates. These activities were completed as one transaction and are detailed in Attachment B for each affiliate.

Under the Rules, certain restrictions apply to all utility transactions with affiliates engaging in the provision of a product that uses gas or the provision of services that relate to the use of gas. SoCalGas voluntarily decided to treat certain holding companies as subject to these restrictions even though they do not themselves offer a product or service related to natural gas.² That is the approach reflected in the Affiliate Compliance Plan and in this supplemental advice letter.

This submittal will not increase or decrease any rate or charge, conflict with any schedules or rules, or cause the withdrawal of service.

Protest

Anyone may protest this advice letter to the Commission. The protest must state the grounds upon which it is based, including such items as financial and service impact, and should be submitted expeditiously. The protest must be made in writing and must be received within 20 days of the date on this advice letter, which is September 5, 2019. The address for mailing or delivering a protest to the Commission is:

CPUC Energy Division
Attention: Tariff Unit
505 Van Ness Avenue
San Francisco, CA 94102

A copy of the protest should also be sent via e-mail to the attention of the Energy Division Tariff Unit (EDTariffUnit@cpuc.ca.gov). A copy of the protest should also be sent via both e-mail and facsimile to the address shown below on the same date it is mailed or delivered to the Commission.

Attn: Ray B. Ortiz
Tariff Manager - GT14D6
555 West Fifth Street
Los Angeles, CA 90013-1011
Facsimile No.: (213) 244-4957
E-mail: ROrtiz@SoCalGas.com

² In accordance with D.06-12-029, only certain Rules apply to holding companies that are not engaged in the provision of gas- or electricity-related products and/or services.

Effective Date

SoCalGas believes this advice letter is subject to Energy Division disposition and should be classified as Tier 1 (effective pending disposition) pursuant to General Order (GO) 96-B, and since this submittal is being made in compliance with D.97-12-088, SoCalGas respectfully requests that it become effective on August 16, 2019, which is the date submitted.

Notice

A copy of this advice letter is being sent to SoCalGas' GO 96-B service list. Address change requests to the GO 96-B should be directed by e-mail to tariffs@socalgas.com or call 213-244-2837.

Ronald van der Leeden
Director – Regulatory Affairs

Attachments



ADVICE LETTER SUMMARY

ENERGY UTILITY



MUST BE COMPLETED BY UTILITY (Attach additional pages as needed)

Company name/CPUC Utility No.:

Utility type:

ELC GAS WATER
 PLC HEAT

Contact Person:

Phone #:
E-mail:
E-mail Disposition Notice to:

EXPLANATION OF UTILITY TYPE

ELC = Electric GAS = Gas WATER = Water
PLC = Pipeline HEAT = Heat

(Date Submitted / Received Stamp by CPUC)

Advice Letter (AL) #:

Tier Designation:

Subject of AL:

Keywords (choose from CPUC listing):

AL Type: Monthly Quarterly Annual One-Time Other:

If AL submitted in compliance with a Commission order, indicate relevant Decision/Resolution #:

Does AL replace a withdrawn or rejected AL? If so, identify the prior AL:

Summarize differences between the AL and the prior withdrawn or rejected AL:

Confidential treatment requested? Yes No

If yes, specification of confidential information:

Confidential information will be made available to appropriate parties who execute a nondisclosure agreement. Name and contact information to request nondisclosure agreement/ access to confidential information:

Resolution required? Yes No

Requested effective date:

No. of tariff sheets:

Estimated system annual revenue effect (%):

Estimated system average rate effect (%):

When rates are affected by AL, include attachment in AL showing average rate effects on customer classes (residential, small commercial, large C/I, agricultural, lighting).

Tariff schedules affected:

Service affected and changes proposed¹:

Pending advice letters that revise the same tariff sheets:

¹Discuss in AL if more space is needed.

Protests and all other correspondence regarding this AL are due no later than 20 days after the date of this submittal, unless otherwise authorized by the Commission, and shall be sent to:

CPUC, Energy Division
Attention: Tariff Unit
505 Van Ness Avenue
San Francisco, CA 94102
Email: EDTariffUnit@cpuc.ca.gov

Name:
Title:
Utility Name:
Address:
City:
State: Zip:
Telephone (xxx) xxx-xxxx:
Facsimile (xxx) xxx-xxxx:
Email:

Name:
Title:
Utility Name:
Address:
City:
State: Zip:
Telephone (xxx) xxx-xxxx:
Facsimile (xxx) xxx-xxxx:
Email:

SoCalGas Advice No. 5483-A
Attachment A
Notification of the Creation of New Affiliates
As of August 16, 2019

New Affiliate Name	Address of Headquarters	Primary Officers	Contact Person	Business Activity Description	Effective Date	Covered Affiliate?
Domingo Pipeline, LLC	488 8th Avenue, San Diego, CA 92101	Glen A. Donovan - President James D. Diemer - Vice President Michael L. Jarrett - Vice President Michael R. VanderMate - Vice President Bruce E. MacNeil - Vice President and Treasurer James R. Asay - Vice President - Tax Joel D. Dumas - Vice President - Tax Michael E. Ray - Vice President - Tax Debra Urman-Botkin - Vice President - Tax John P. Dill - Controller Jennifer F. Jett - Secretary Lisa A. Gigliotti - Assistant Controller Lenin E. Lopez - Assistant Secretary Kari E. McCulloch - Assistant Secretary Kathleen C. Teora - Assistant Secretary	Betsy Mains Regulatory Affiliate Compliance Manager 8316 Century Park Court San Diego, CA 92123	Own and operate an intrastate natural gas pipeline.	5/2/2019	Yes

SoCalGas Advice No. 5483-A
Attachment B
Notification of the Creation of New Affiliates
As of August 16, 2019

New Affiliate Name¹	Address of Headquarters	Primary Officers	Contact Person	Business Activity Description	Effective Date	Covered Affiliate?
Oncor NTU Partnership LP²	1616 Woodall Rodgers Freeway, Dallas, TX 75202	There are no officers designated at this time.	Betsy Mains Regulatory Affiliate Compliance Manager 8316 Century Park Court San Diego, CA 92123	The purpose of the business shall be to engage in any lawful activity for which limited partnerships may be organized under the Delaware Revised Uniform Limited partnership Act.	5/16/2019	No
Oncor NTU GP LLC³	1616 Woodall Rodgers Freeway, Dallas, TX 75202	There are no officers designated at this time.	Betsy Mains Regulatory Affiliate Compliance Manager 8316 Century Park Court San Diego, CA 92123	Entity formed for the purposes of InfraREIT, Inc. acquisition	5/16/2019	No
Oncor NTU Holdings Partnership LP⁴	1616 Woodall Rodgers Freeway, Dallas, TX 75202	There are no officers designated at this time.	Betsy Mains Regulatory Affiliate Compliance Manager 8316 Century Park Court San Diego, CA 92123	Entity formed for the purposes of InfraREIT, Inc. acquisition.	5/16/2019	No

¹ The affiliates shown in this table are the result of the acquisition of InfraREIT, Inc. and its subsidiaries (InfraREIT Partners, LP; Transmission & Distribution Company, LLC; Sharyland Distribution & Transmission Services, LLC; and GS Project Entity, LLC) and the subsequent merger/dissolution and name change of these affiliates. These activities were completed as one transaction and are detailed below for each affiliate.

² Oncor T&D Partners, LP (an existing affiliate), an indirect subsidiary of Oncor, was merged into InfraREIT Partners, LP, and Oncor T&D Partners, LP no longer exists; and InfraREIT Partners, LP, an indirect subsidiary of Oncor, changed its name to **Oncor NTU Partnership LP**.

³ 1912 HoldCo LLC, a direct subsidiary of Oncor, changed its name to **Oncor NTU GP LLC**.

⁴ 1912 Holding Partnership, LP (an existing affiliate), an indirect subsidiary of Oncor, changed its name to **Oncor NTU Holdings Partnership LP**.

SoCalGas Advice No. 5483-A
Attachment B
Notification of the Creation of New Affiliates
As of August 16, 2019

New Affiliate Name¹	Address of Headquarters	Primary Officers	Contact Person	Business Activity Description	Effective Date	Covered Affiliate?
Oncor NTU Holdings Company LLC⁵	1616 Woodall Rodgers Freeway, Dallas, TX 75202	There are no officers designated at this time.	Betsy Mains Regulatory Affiliate Compliance Manager 8316 Century Park Court San Diego, CA 92123	Entity formed for the purposes of InfraREIT, Inc. acquisition.	5/16/2019	No
Oncor NTU Intermediate Company LLC⁶	1616 Woodall Rodgers Freeway, Dallas, TX 75202	There are no officers designated at this time.	Betsy Mains Regulatory Affiliate Compliance Manager 8316 Century Park Court San Diego, CA 92123	The purpose of the Affiliate is to engage in any lawful act or activity for which limited liability companies may be formed under the Texas Business Organizations Code and to engage in any and all activities necessary or incidental thereto.	5/16/2019	Yes
Oncor Electric Delivery Company NTU LLC⁷	1616 Woodall Rodgers Freeway, Dallas, TX 75202	There are no officers designated at this time.	Betsy Mains Regulatory Affiliate Compliance Manager 8316 Century Park Court San Diego, CA 92123		5/16/2019	Yes

⁵ InfraREIT, Inc. was merged into 1912 Merger Sub LLC (an existing affiliate), a direct subsidiary of Oncor, and InfraREIT, Inc. no longer exists; and 1912 Merger Sub LLC, a direct subsidiary of Oncor, changed its name to **Oncor NTU Holdings Company LLC**.

⁶ Transmission & Distribution Company, LLC (an existing affiliate), an indirect subsidiary of Oncor, changed its name to **Oncor NTU Intermediate Company LLC**.

⁷ GS Project Entity, LLC, a direct subsidiary of Oncor, was merged into Sharyland Distribution & Transmission Services, LLC, and GS Project Entity, LLC no longer exists; and Sharyland Distribution & Transmission Services, LLC, an indirect subsidiary of Oncor, changed its name to **Oncor Electric Delivery Company NTU LLC**.

SoCalGas Advice No. 5483-A
Attachment B
Notification of the Creation of New Affiliates
As of August 16, 2019

New Affiliate Name ¹	Address of Headquarters	Primary Officers	Contact Person	Business Activity Description	Effective Date	Covered Affiliate?
Sharyland Holdings, LP⁸	1900 North Akard Street, Dallas, TX 75201	Stacey Doré - President and Chief Executive Officer Greg Wilks - Chief Financial Officer Greg Boggs - Senior Vice President Vicki Oswald - Vice President	Betsy Mains Regulatory Affiliate Compliance Manager 8316 Century Park Court San Diego, CA 92123	To own, operate, and develop, through its subsidiaries, a regulated electricity distribution and transmission business located in the ERCOT geographic area under the jurisdiction of the Public Utility Commission of Texas.	5/16/2019	Yes ⁹
Sharyland Utilities, LLC.¹⁰	1900 North Akard Street, Dallas, TX 75201	Stacey Doré - President and Chief Executive Officer Greg Wilks - Chief Financial Officer Greg Boggs - Senior Vice President Vicki Oswald - Vice President	Betsy Mains Regulatory Affiliate Compliance Manager 8316 Century Park Court San Diego, CA 92123	To own, operate, and develop a regulated electricity distribution and transmission business located in the ERCOT geographic area under the jurisdiction of the Public Utility Commission of Texas.	5/16/2019	Yes

⁸ Sempra Energy Texas Utilities Holdings I, LLC (“STUH”) acquired 50% limited partnership interest in *Sharyland Holdings, L.P.*, a Delaware limited partnership

⁹ SoCalGas will voluntarily treat intermediate-holding companies as covered affiliates. “Intermediate Holding Companies” are defined as the holding company directly above a covered affiliate with shared management personnel. This does not apply to the parent company, Sempra Energy (2019 Affiliate Compliance Plan, AL 5486).

¹⁰ STUH acquired 50% limited partnership interest in Sharyland Holdings, L.P., a Delaware limited partnership, and its wholly-owned subsidiary, *Sharyland Utilities, L.L.C.*, a Delaware limited liability company.