

BEFORE THE PUBLIC UTILITIES COMMISSION  
OF THE  
STATE OF CALIFORNIA



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PRESIDENT MARYBEL BATJER and  
ADMINISTRATIVE LAW JUDGE PETER V. ALLEN, presiding

Order Instituting Investigation on ) EVIDENTIARY  
the Commission's Own Motion to ) HEARING  
Consider the Ratemaking and Other )  
Implications of a Proposed Plan for )  
Resolution of Voluntary Case filed )  
by Pacific Gas and Electric Company, ) Investigation  
pursuant to Chapter 11 of the ) 19-09-016  
Bankruptcy Code, in the United )  
States Bankruptcy Court, Northern )  
District of California, San )  
Francisco Division, In re Pacific )  
Gas and Electric Corporation and )  
Pacific Gas and Electric Company, )  
Case No.19-30088 )

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San Francisco, California  
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SAN FRANCISCO, CALIFORNIA

FEBRUARY 25, 2020 - 9:57 A.M.

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ADMINISTRATIVE LAW JUDGE ALLEN: On the record. Since everyone's so quiet now and prepared and in their seats, we'll go ahead and get started early, although I have to admit, the clock has me slightly confused, because -- as to whether the minute hand's straight up or not.

So this is the time and place for evidentiary hearings in Investigation 19-09-016. I'm Administrative Law Judge Peter Allen. With me on the bench today is Annalissa Herbert. She will be helping me with administrative and organizational things, such as marking exhibits. Commission President Batjer is the assigned Commissioner. She may be joining us later today. This -- these hearings are webcast, so please try to use a microphone when you speak; otherwise, people on the webcast will not be able to hear you. They may be able to see you, but not hear you.

The order of things that I'm looking at doing today is start up by discussing schedule for the issues raised in the assigned commissioner's ruling, then we'll go

1 to marking of exhibits and other housekeeping  
2 issues, witness schedule, cross-examination  
3 estimates, any -- any new appearances.

4 Parties should note, just for scheduling, I'm  
5 thinking if we go to March 3rd, I'm thinking  
6 of starting a little bit late that day, since  
7 it's Election Day, to give people a chance to  
8 vote in the morning.

9 With that, let me also just indicate  
10 the testimony that I've seen, to make sure  
11 that what I have matches what people think  
12 they've served. I have seen testimony served  
13 by NRDC, the Joint CCAs, CUE, City and County  
14 of San Francisco, TURN, TURN along with EPUC  
15 and Indicated Shippers, Alliance for Nuclear  
16 Responsibility, Mr. Abrams, PG&E, CLECA and  
17 the Small Business Utility Advocates.

18 Is there anyone else who thought  
19 they served testimony?

20 (No response.)

21 ALJ ALLEN: Okay. Seeing none, that's  
22 good.

23 Let's go ahead and start with the  
24 schedule for the issues in the assigned  
25 commissioner's ruling. The assigned  
26 commissioner's ruling laid out a tentative  
27 schedule. We're not wedded to that. That  
28 schedule assumes that evidentiary hearings

1 are necessary, and so it has testimony,  
2 evidentiary hearings, and then one round of  
3 briefing. So the -- one of the initial  
4 questions is do parties think we actually  
5 need evidentiary hearings or is this  
6 something that could be just addressed in  
7 briefs or comments on paper rather than  
8 having evidentiary hearings, and then  
9 thoughts on the schedule.

10 So let's start -- let's start with  
11 Mr. Long, then Ms. Sheriff, and then  
12 Mr. Weissmann.

13 MR. LONG: Good morning, your Honor,  
14 Tom Long for TURN. We did some extensive  
15 thinking about the assigned commissioner's  
16 ruling and the schedule that made sense, and  
17 we came up with two alternatives for the  
18 Commission's consideration. The problem we  
19 were seeing with the schedule that was  
20 falling out as proposed in the assigned  
21 commissioner ruling was that it was leaving  
22 the -- the non-financial issues, that is,  
23 those that were being addressed in testimony  
24 prior to the assigned commissioner ruling and  
25 the assigned -- and are issues raised by the  
26 assigned commissioner ruling -- it was  
27 leaving those on two separate tracks, at  
28 least for the first go-around of testimony

1 and -- and briefing, and it seemed to us that  
2 that was highly inefficient in a schedule  
3 that needs to be as efficient as possible.  
4 It struck us as important to really try to  
5 merge those two aspects of the same set of  
6 issues. Really, we're dealing with the same  
7 set of issues in the -- in the non-financial  
8 issues prior to the ACR and the ACR and the  
9 issues raised by the ACR. So we suggest and  
10 we prefer alternative number one, but we  
11 wanted to give you another option for your  
12 consideration, if you wanted. An alternative  
13 number one is an option that does not have  
14 evidentiary hearings testimony or evidentiary  
15 hearings on the -- the ACR proposals, and  
16 instead, we would have just a round of briefs  
17 on the financial and non-financial issues on  
18 March 13th, as scheduled, joined with an  
19 opportunity for parties to file opening  
20 comments on the ACR issues on that same date.  
21 And then on the 26th, which was the date that  
22 was set for the close of the -- the briefing  
23 and the -- in the assigned commissioner  
24 ruling, there would be reply briefs on the  
25 financial and non-financial issues and reply  
26 comments on the assigned commissioner's  
27 ruling issues. We believe this is the most  
28 efficient way to organize these proceedings.

1 We had to think hard about the -- the notion  
2 of giving up evidentiary hearings, which we  
3 always view as valuable; however, we didn't  
4 think that the -- the -- the benefit gained  
5 from the additional work that would be  
6 required on the part of the parties and the  
7 Commission under an evidentiary hearing  
8 format would -- would frankly be worth the  
9 benefit.

10 That said, there is an alternative  
11 number two that we -- we show on this.  
12 Again, it's not our preferred alternative,  
13 but it would -- it would merge the ACR and  
14 non-financial issues into one track, and  
15 retain evidentiary hearings. So we would  
16 have testimony on the ACR issues on the 6th  
17 of March, evidentiary hearings a few days  
18 later on the assigned commissioner ruling  
19 issues on the 10th and 11th. Then, as -- as  
20 currently scheduled, opening briefs would be  
21 limited -- would be filed on March 13th, but  
22 limited to the financial issues, and then  
23 opening briefs on the non-financial and  
24 assigned commissioner ruling issues on the  
25 19th, and then reply briefs on all issues on  
26 the 26th. We think the additional steps that  
27 this adds in terms of filing testimony on the  
28 ACR issues and doing -- adding that step,

1 testimony and evidentiary hearings, again,  
2 doesn't -- is -- is a lot of extra time and  
3 resources for the Commission, parties, and --  
4 and we don't think it produces that much gain  
5 in the benefit of the clarity of the record  
6 or the development of the record.

7 I'll just say one last thing about  
8 alternative number one. The idea would be  
9 that when parties are submitting the briefs  
10 on the evidentiary record on the  
11 non-financial issues and comments on the ACR  
12 issues -- the idea would be that this would  
13 be an opportunity to make those consistent.  
14 The parties would be referring to those two  
15 separate sets of -- maybe separate documents,  
16 depending upon how the Commission wanted to  
17 do it, but they would try to make them  
18 internally consistent so the Commission could  
19 have from the parties a coherent presentation  
20 of what they want the Commission to do, which  
21 we think is important, and not -- not  
22 something that's happening under the current  
23 schedule.

24 ALJ ALLEN: Thank you. Just -- yeah.  
25 Just as a minor clarification, would you be  
26 looking at the parties would do one document  
27 containing those two things on each date or  
28 two separate documents on each date?



1 MR. LONG: Well, it might --

2 ALJ ALLEN: Or does it matter?

3 MR. LONG: I'm not sure it matters, but  
4 I do think there's an evidentiary record, and  
5 then there's -- and then parties would be --  
6 on the -- on the briefs side would be  
7 briefing evidentiary record that we're  
8 developing through this -- these testimony  
9 hearings. Since there would not be an  
10 evidentiary record on the Commission's  
11 proposal, on the ACR proposal, that lends  
12 itself to comments, and perhaps a separate  
13 document might be the best way to draw a  
14 boundary between those. But, as I -- as I  
15 say, the two documents should be speaking to  
16 each other so that there's a coherent  
17 proposal. But, we don't have a strong view  
18 of that, as to whether that could be -- that  
19 should be two documents or one.

20 ALJ ALLEN: Okay. Thank you, Mr. Long.

21 Ms. Sheriff?

22 MS. SHERIFF: Thank you, your Honor,  
23 Nora Sheriff for the California Large Energy  
24 Consumers Association, or CLECA.

25 I respectfully have a different  
26 position than my colleague, Mr. Long for  
27 TURN. CLECA's focused in -- in the -- in  
28 President Batjer's proposal on the regional

1 restructuring issues, and had plans to put in  
2 testimony on that. We think that is going to  
3 be a significant and critically important  
4 effort to be undertaken by PG&E for the long  
5 term. We think it needs to be done right,  
6 and there needs to be a lot of thought and  
7 analysis and, you know, likely questions of  
8 fact surrounding that proposal, recognizing  
9 that we wouldn't be litigating the actual  
10 proposal here. But, the process for the  
11 proposal, I think, is important, given the  
12 amount of work that needs to go into a  
13 successful regional reorganization plan.  
14 Accordingly, CLECA cannot support TURN's  
15 alternative number one, because we do think  
16 we would like to put in testimony on that  
17 regional restructuring plan and its process.

18           Therefore, we support alternative  
19 number two, recognizing that the dates are  
20 slightly more accelerated than the -- than  
21 the dates included in President Batjer's  
22 proposal. We do not have a strong opinion on  
23 which set of dates are preferable, either  
24 TURN's accelerated dates or the dates in  
25 President Batjer's proposal. And this is  
26 just having received this information this  
27 morning, so I don't have the benefit of  
28 conferring with my subject matter experts on

1 this, but I -- I can say that I have spoken  
2 with my subject matter experts on the  
3 regional restructuring, and I want to  
4 emphasize the importance that CLECA places on  
5 that in terms of the possible long-term  
6 success for the utility and its emergence --  
7 successful emergence from the Chapter 11  
8 bankruptcy.

9 ALJ ALLEN: Just a quick question,  
10 Ms. Sheriff. Given your statement that on  
11 the regional restructuring we'd most likely  
12 be looking at the process for setting that up  
13 rather than the substance of exactly what it  
14 would be, it's not clear to me what factual  
15 issues would be presented that would need  
16 testimony on that. Certainly, I can  
17 understand, if we're looking at the actual  
18 structure of it, that might raise factual  
19 issues. But, in terms of developing a  
20 process for implementing it, can you explain  
21 more what factual issues would require  
22 hearings?

23 MS. SHERIFF: Yes; how much time will  
24 it take for PG&E to develop its regional  
25 reorganization plan, is that something that  
26 it can do well between now and June, which is  
27 the date that President Batjer put in her  
28 proposal for their application. CLECA had

1 suggested that the proper place for that full  
2 regional restructuring plan was folded into  
3 the company's next General Rate Case filing,  
4 which I believe is in the summer of 2021. We  
5 think it would take a significant amount of  
6 time to actually look at the different  
7 organizations, the different functional  
8 operational lines, and figure out what needs  
9 to be restructured to be regional, where  
10 should we continue to keep it -- you know,  
11 keep the focus centralized. That is the sort  
12 of issue that I'm talking about, that that --  
13 that timeline is something that CLECA's  
14 concerned about in President Batjer's  
15 proposal. We don't want PG&E to be unduly  
16 rushed in terms of preparing a regional  
17 restructuring plan, because we think it's  
18 critically important. It needs to be done  
19 well, and it needs to be thought out, and we  
20 think that there needs to be real analysis of  
21 how the company's structured now, what it  
22 knows now about its 28,000 employees, who's  
23 going to stay where, et cetera. That needs  
24 to go into that -- into that plan.

25 ALJ ALLEN: Thank you. Mr. Weissmann?

26 MR. WEISSMANN: Thank you, and good  
27 morning, your Honor. We support the proposed  
28 schedule that's set forth in the ACR, and we

1 can talk about the exact dates within the  
2 window that is provided. We'd prefer for the  
3 testimony to be due toward the end of that  
4 window of time, and for -- we do believe --  
5 we agree with CLECA that evidentiary hearings  
6 should be conducted, and if I may just spend  
7 a moment on why we think that's the case.

8           So of the ten proposals that are set  
9 forth in the ACR, a number of them raise  
10 factual issues. To give you a few examples,  
11 there are some provisions or proposals with  
12 regard to earnings adjustment mechanism,  
13 enhanced enforcement, board provisions that  
14 have potential implication -- financial  
15 implications, implicate -- implications about  
16 the impact of these proposals and how they're  
17 crafted on the company's ability to raise  
18 capital, the company's ability, in the case  
19 of executive compensation, to recruit and  
20 retain qualified employees. In fact, I think  
21 one of the -- some of the language in the ACR  
22 proposal recognizes that particular issue  
23 with respect to the impact of some of the  
24 proposals on the ability to recruit and  
25 retain qualified employees. There are a  
26 number of issues relative to board governance  
27 where I think the Commission would benefit  
28 from testimony that would explain the impact

1 of the proposals on the company's ability to  
2 govern itself in compliance with stock  
3 exchange rules and guidance from investment  
4 advisory firms. There are a number of other  
5 things that we would like to comment on, some  
6 of which could be done in comments, because  
7 they're -- I would characterize it as wording  
8 suggestions; but, sometimes those wording  
9 suggestions lead into questions about the  
10 implications of the wording, and I think the  
11 Commission would benefit from the ability to  
12 hear from witnesses and engage in a dialogue  
13 with them about the changes that we might  
14 propose. So we do support evidentiary  
15 hearings.

16 ALJ ALLEN: Thank you, Mr. Weissmann.

17 Other parties?

18 MS. KELLY: Thank you, your Honor, Beth  
19 Kelly for Marin Clean Energy. I'll just add  
20 another fourth option. I'm sorry. You know,  
21 I -- I know that time is of the essence of  
22 all of these decisions, and at the same time,  
23 I see -- I see value in the CPUC's standard  
24 process of having comments, setting the scope  
25 for testimony, briefing and decision, and it  
26 does not seem that that is possible in this  
27 space, but I think that there are matters of  
28 policy that it's worth -- worth submitting,

1 just on -- on a policy basis. And so, you  
2 know, potentially, some -- maybe some parties  
3 could submit testimony, and other parties  
4 could submit more policy comments. I'm not  
5 sure exactly how to do that. But, there are  
6 matters of policy that are just valuable to  
7 discuss on that level rather than the  
8 granular detail of the overall of testimony,  
9 for example.

10 ALJ ALLEN: Thank you.

11 Mr. Bloom, then Mr. Long.

12 MR. BLOOM: Thank you, your Honor,  
13 Jerry Bloom on behalf of the Tort Claimants  
14 Committee.

15 The issue that Mr. Long has brought  
16 up, we had the same thinking when we looked  
17 at this. Many of these are actually just  
18 proposals as if they were a party putting out  
19 proposals, and as Mr. Weissmann just said, a  
20 number of these go to governance, executive  
21 comp, rate -- ratemaking issues. So I -- I  
22 fear that just simply having a chance for  
23 comments, it's going to be difficult. And I  
24 think part of the dilemma here is how do  
25 these proposals get treated, because they  
26 parallel many points of the testimony that  
27 are in other parties' or comment or impact  
28 what -- and then there are a lot of questions

1 as -- given this ruling, which are -- which  
2 are testimony change based upon how it's in  
3 the ruling. So they do all merge, and they  
4 are substantive. I don't -- I don't think  
5 you can just put in a set of comments.  
6 There's things that need to be explored or  
7 talked about. But -- but, we do have a  
8 problem here in that it's not something where  
9 this is just a proposed rule -- decision the  
10 Commission -- which parties are just  
11 commenting on. So we would concur that there  
12 needs to be some type of process here. And  
13 frankly, we haven't had the chance to talk  
14 about which of the -- which of the three or  
15 four options now on the table we prefer; but,  
16 we do concur there's a real issue here.  
17 These are substantive things; executive comp,  
18 makeup of the board. These things are all  
19 riddled through the testimony of the various  
20 parties that are in the proceedings, so we do  
21 need some process in which we can look at  
22 them and cross-examine and talk about how  
23 they are and how they impact what we're going  
24 to be doing here this week and next week.

25 ALJ ALLEN: Mr. Long, and Ms. Kelly.

26 MR. LONG: Thank you, your Honor. Just  
27 in response to PG&E, the problem we see with  
28 the current ACR schedule is that parties will



1 be filing opening briefs on the non-financial  
2 issues on March 13th on an evidentiary record  
3 that has nothing to do with the ACR  
4 proposals. So we'll be acting as if the ACR  
5 proposals are not part of the record and  
6 filing briefs, not even mentioning those, and  
7 therefore, will not have a pleading that's  
8 addressing the elephant in the room, which is  
9 the ACR proposal. It doesn't make sense to  
10 do that. It feels like a waste of time, a  
11 waste of effort, and I just don't think we  
12 can afford wastes of effort at this point.  
13 We need to be efficient. And that's not  
14 efficient. That seems to be the -- the  
15 height of inefficiency.

16 The other thing is, you know, I -- I  
17 certainly understand the concerns of my  
18 fellow consumer advocates with respect to not  
19 having evidentiary hearings, and I'm not  
20 going to strenuously argue against their  
21 position. I will just point out that what  
22 we're dealing with in the ACR is a Commission  
23 proposal. If this were PG&E's proposal, I  
24 would have lots of discovery. I would insist  
25 upon evidentiary hearings, because I'd want  
26 to understand how it would work.  
27 Unfortunately, when it's a Commission  
28 proposal, there's nobody to ask questions to.

1 I can't do discovery on the Commission staff  
2 or on Commissioner Batjer about what she was  
3 thinking or what she has in mind. It's for  
4 us to respond to the proposal and give her  
5 our best advice on how to implement the  
6 proposal the right way, or maybe not  
7 implement the proposals at all. And so  
8 that's very much -- we're being given an  
9 opportunity to speak to a proposal, but it's  
10 not really the kind of situation that I feel  
11 lends itself to -- to discovery in  
12 evidentiary hearings.

13 ALJ ALLEN: Thank you, Mr. Long.

14 Let's do Ms. Kelly, Mr. Abrams,  
15 Mr. Weissmann.

16 MS. KELLY: Just -- just one thought on  
17 the matter of process and efficiency. It  
18 seems to me that there -- and this -- this  
19 doesn't go to exactly the timing or the  
20 substance of what goes into them, but just my  
21 understanding is that this would get wrapped  
22 into the final decision that -- in this  
23 proceeding, the proposed decision in this  
24 proceeding. I think that it would -- I think  
25 that all of us, as parties, would benefit  
26 from, you know, a -- let's call it a common  
27 briefing outline or some common outline of  
28 the issues that are scoped for comments,

1 because at this point, it's -- there are  
2 several different -- there's the Assigned  
3 Commissioner Ruling and there's the --  
4 there's your Honor's rulings, and it seems to  
5 me these things are being broken down into  
6 certain categories like Commission  
7 authorizations, for example, to undertake  
8 debt and Commission findings, for example,  
9 that this is -- is neutral to ratepayers.  
10 And so I just ask that it does make sense to  
11 consolidate all of these at some point, and  
12 it would be helpful to have that structure in  
13 place to be able to do that.

14 ALJ ALLEN: So what I'm -- just so I  
15 know, let -- let other parties continue to  
16 address this, what I'm thinking of doing,  
17 given that there's some diverse opinion, and  
18 parties have clearly given it some thought,  
19 is what -- I'm not going to rule on it now,  
20 but what I'll do is let the parties have a  
21 chance to discuss this more during the day,  
22 and then we can revisit it either end of day  
23 today or first thing tomorrow, and figure it  
24 out. But, I'll go ahead and let parties -- I  
25 know Mr. Abrams and Mr. Weissmann and  
26 Ms. Sheriff had -- also had things to say.  
27 If you want to say them now, that's fine, or  
28 we can revisit later.

1 Mr. Abrams?

2 MR. ABRAMS: Yes, just very quickly,  
3 your Honor, I just -- I'm concerned regarding  
4 ensuring that there are evidentiary hearings.  
5 I think it is deserving of that. However,  
6 I'd also say that I think it's very  
7 important, given the gravity of these  
8 decisions, that there are public  
9 participation hearings as a part of this.  
10 There are very real public implications to  
11 these decisions, and I think it should be  
12 incorporated into the proceeding.

13 ALJ ALLEN: Thank you, Mr. Abrams.

14 Mr. Weissmann?

15 MR. WEISSMANN: Thank you, your Honor.  
16 I'll follow your suggestion, and defer my  
17 comments until I've had a chance to look it  
18 over.

19 ALJ ALLEN: Ms. Sheriff?

20 MS. SHERIFF: Thank you. I will do the  
21 same.

22 ALJ ALLEN: Okay. Anyone else who  
23 wishes to be heard on this now?

24 (No response.)

25 ALJ ALLEN: Okay. I would suggest that  
26 parties may want to confer with each other  
27 over -- over the lunch break or at the end of  
28 the day. Why don't we plan to -- and then

1 parties probably need -- some of them may  
2 need to speak to their clients. So why don't  
3 we revisit this first thing tomorrow morning?  
4 And I will try to get a ruling quickly on it  
5 so parties have clarity as to -- as to what  
6 we're actually doing. But, I think that if  
7 I -- if we address it tomorrow morning, I  
8 don't think that'll prejudice anyone.

9 Anything else on the ACR scheduling  
10 issue? Mr. Bloom?

11 MR. BLOOM: Just one last thought. In  
12 your e-mails of last -- yesterday afternoon,  
13 you asked about changes that PG&E might make  
14 based upon parties' positions, and I think  
15 this goes right into that same category of  
16 given what the -- is in the ACR, you know,  
17 are there positions of the various parties  
18 that would change based upon what is in this,  
19 and that gets you right to the idea why it's  
20 also inconvenient, because, for example,  
21 board makeup or safety or operations, there's  
22 a lot of issues that she has raised or thrown  
23 out a proposal that impacts the actual  
24 testimony and positions that we've put up in  
25 the case, and so I think this goes to that  
26 same category you were searching for  
27 yesterday, it seems, as to what would people  
28 accept, would your position change based upon

1 what's in here, which is why it gets  
2 integrated.

3 ALJ ALLEN: Yeah. I mean, as a  
4 practical matter, I was mostly looking to --  
5 to short-circuit the need for  
6 cross-examination on an issue if PG&E has  
7 changed its position that something that took  
8 two hours of cross to figure out they didn't  
9 disagree anymore. But, your point's well  
10 taken.

11 Okay. Let's move on from that  
12 issue. I'm going to go on to marking  
13 exhibits in a moment. Before I do that, I  
14 want to raise something just for parties to  
15 think about -- actually, certain specific  
16 parties to think about -- because I got the  
17 cross-examination estimates, and there is  
18 over 40 hours of cross-exam, which seems to  
19 be a bit problematic, given the number of  
20 hearing days we have. And I have questions  
21 for three parties.

22 First off, Mr. Geesman, are you  
23 here?

24 MR. GEESMAN: Yes, your Honor, I am.

25 ALJ ALLEN: Okay. So Mr. Geesman, my  
26 understanding from a number of the documents  
27 and statements that you've made to date is  
28 that one of your main issues is the cost and

1 retirement of the Diablo Canyon Nuclear Power  
2 Plant. So to the extent that your cross is  
3 focusing on that issue, I would suggest that  
4 we do not need as much cross, because I  
5 consider that essentially a collateral attack  
6 on another Commission decision, and I think  
7 the parties are aware of the -- your position  
8 on Diablo Canyon and are aware of the costs,  
9 which I know is one of the issues that you  
10 wanted to raise.

11 How much of your cross is on the  
12 Diablo Canyon issue?

13 MR. GEESMAN: Maybe five or ten  
14 percent.

15 ALJ ALLEN: Okay. In that case, we  
16 will see how it goes as it goes.

17 Mr. Bloom, my understanding from the  
18 pleadings that have been in front of me is  
19 that TCC is supporting the PG&E plan of  
20 reorganization, so I'm curious about the  
21 fairly significant amount of  
22 cross-examination that you have for PG&E.

23 Mr. Bloom, what is that going to be  
24 on?

25 MR. BLOOM: Thank you, your Honor.  
26 Yes. So the plan that was in place at the  
27 time that the TCC signed the RSA, the  
28 restructuring support agreement, with PG&E is

1 different than what -- the plan that was put  
2 in and has morphed as to change but through  
3 the January 31 testimony, and frankly, is  
4 still sub -- and changing. Therefore, there  
5 are significant differences or changes  
6 between those. And our cross-examination, on  
7 one level, is -- it's aimed at looking at and  
8 bringing forth where there have been changes  
9 and what's in the plan in terms of an  
10 understanding and getting information on  
11 those changes and what has occurred since the  
12 time we've filed the RSA and the -- the plan  
13 as it now stands and is now on file. And  
14 there are some very significant things that  
15 we need to bring to the Commission's  
16 attention, and that will ultimately be  
17 briefed in terms of what those changes were  
18 and what -- what is still needed or -- in our  
19 position, to cut to the chase, and return to  
20 what -- you know, more than a number of those  
21 changes as to what was originally in the plan  
22 that we -- at the time that we signed the RSA  
23 versus what's in the plan today. There are a  
24 number of other issues that are still under  
25 discussions with the utility itself and the  
26 governor's office and others which are  
27 confidential that may impact future changes  
28 or additional changes that are coming. So



1 we're trying to get out ahead of that and  
2 understand what we're -- where these changes  
3 have been made, what they are, and how it's  
4 going to -- you know, and how it impacts the  
5 testimony and the position of its debtor.

6 ALJ ALLEN: Okay. Thank you. I --  
7 certainly, some of that's appropriate. Some  
8 of that gives me concern, for a couple  
9 reasons. One of them is if we do a bunch of  
10 cross-examination here, and then subsequently  
11 there's some sort of a resolution with PG&E,  
12 we have done a lot of cross-examination that  
13 is not really going to be helpful and, in  
14 fact, might be very confusing to the record.  
15 And so that would be one concern of mine.

16 The other one is I would prefer this  
17 not to be the forum for parties to gain  
18 leverage in the bankruptcy proceeding. So --  
19 which also then brings me to Mr. Abrams.

20 Mr. Abrams, you have a significant  
21 amount of cross-examination for PG&E,  
22 including Mr. Johnson. From your pleadings,  
23 a lot of what seems to have been raised is  
24 concerns that things in the bankruptcy  
25 proceeding did not go the way you wanted them  
26 to, and so I'm concerned that this is either  
27 a chance to relitigate that or leverage the  
28 bankruptcy proceeding. And so the other

1 question I have -- so I'm -- I'm a little  
2 leery of the quantity of cross that you have  
3 for PG&E on that.

4 The other thing is the question --  
5 from looking at your testimony, my question  
6 is: What exactly is it that you're asking  
7 the Commission for in this proceeding?

8 MR. ABRAMS: Your Honor, I have lots of  
9 concerns about the planned reorganization,  
10 and I have lots of concerns that the  
11 testimony provided to the Commission is not  
12 reflective in the plan of reorganization.

13 I have renewed concerns as a victim  
14 who is doing my best to understand the  
15 implications to victims, ratepayers, and the  
16 public of what the implications are to this  
17 plan.

18 And as a -- a new shareholder of  
19 PG&E through this plan, I have a lot of  
20 concerns of what that will mean for folks who  
21 are rebuilding their homes who are looking --  
22 looking for safe, reliable and affordable  
23 service, and very concerned that this doesn't  
24 provide it.

25 And so I feel the need to be able to  
26 provide that cross-examination to get under  
27 those issues, and I think that a lot of those  
28 perspectives are not necessarily represented

1 amongst other parties, and I think they're  
2 important perspectives for the Commission to  
3 hear. ]

4 ALJ ALLEN: Thank you.

5 I would just request for all parties  
6 to make sure that the scope of your  
7 cross-examination focuses on issues that are  
8 properly before the CPUC and that they're not  
9 issues that are more appropriately before the  
10 bankruptcy court.

11 I don't want this to be a collateral  
12 attack or a way to gain leverage in the  
13 bankruptcy proceeding. The PUC has very  
14 specific statutory direction, and I want to  
15 make sure we can satisfy that.

16 The other thing, Mr. Abrams, I know  
17 that you're not an experienced litigator  
18 here. I can tell you from experience that  
19 more cross-examination does not always give  
20 you a better result.

21 MR. ABRAMS: Yes. I appreciate that  
22 coaching, and, yes, I'm not an experienced  
23 litigator, so I appreciate that.

24 ALJ ALLEN: It does not work as it does  
25 on television, although My Cousin Vinny did a  
26 really good job.

27 MR. ABRAMS: I'll try not to emulate  
28 that.

1 ALJ ALLEN: Actually his  
2 cross-examination was very good; otherwise,  
3 don't emulate it.

4 With that --

5 MS. SHERIFF: Your Honor, your Honor --

6 ALJ ALLEN: Ms. Sheriff.

7 MS. SHERIFF: Thank you, your Honor.  
8 Nora Sheriff. I hesitate to raise this after  
9 your remarks, but I inadvertently left off  
10 cross-examination estimate for PG&E witness  
11 John Plaster. CLECA has three minutes of  
12 cross for Mr. Plaster, bringing my total  
13 cross-examination estimate to 40 minutes. I  
14 tried to be limited and narrow in my  
15 questions.

16 ALJ ALLEN: Thank you. That's  
17 appreciated. I wasn't exactly sure how you  
18 could predict quite so precisely.

19 MS. SHERIFF: Practice.

20 ALJ ALLEN: Yes. With some witnesses  
21 you're likely to get their name and  
22 qualifications out.

23 Anything else before we start  
24 marking the exhibits?

25 Okay. Mr. Abrams.

26 MR. ABRAMS: I'm not sure if you're  
27 looking for other scheduling concerns, but  
28 tomorrow is also the U.S. Bankruptcy Court

1 proceeding, and there are significant issues  
2 being discussed there, and it's a conflict,  
3 and I'm not sure if other parties also have  
4 this conflict, and given that I can't be in  
5 more than one place, I was hoping that  
6 tomorrow would be -- not having this hearing.

7 ALJ ALLEN: Given the amount of  
8 cross-examination from various parties,  
9 including you, I think taking a day off might  
10 be difficult.

11 What I think I am willing to do is  
12 try and accommodate your cross-examination  
13 witnesses. We certainly have other people  
14 who wish to do cross, and so I will try and  
15 work - especially with PG&E - to coordinate  
16 the timing of your cross so that you can do  
17 cross of their witnesses and don't lose an  
18 opportunity do that.

19 I think if someone has cross for  
20 you -- one party; EPUC has some cross for  
21 you. So that I think what we can do is try  
22 and adjust the witness schedule.

23 Mr. Weissmann.

24 MR. WEISSMANN: Pardon me for  
25 interrupting, your Honor. If we're on this  
26 topic, I did want to raise one witness  
27 scheduling challenge that we will have to  
28 address; namely, John Plaster, who is flying

1 in today. So he has requested that he be on  
2 and off tomorrow. So when we get into the  
3 broader witness scheduling issues, I'm sure  
4 we'll have a jigsaw puzzle, but I did want to  
5 mention that right off the bat.

6 ALJ ALLEN: So that would be the one  
7 that would be a concern for Mr. Abrams and  
8 Mr. Plaster.

9 Would the other witnesses for which  
10 he has requested cross be available on other  
11 days?

12 Let's go off the record.

13 (Off the record.)

14 ALJ ALLEN: On the record.

15 While off the record we had some  
16 additional discussion about scheduling of  
17 witnesses. There's one witness who may be an  
18 issue for Mr. Abrams' cross.

19 Given the schedule, I'm not going to  
20 do a recess tomorrow. We can try and  
21 rearrange the schedule to accommodate  
22 witnesses.

23 What I'll probably do, and my plan  
24 is to start with the PG&E witnesses and go  
25 through those. And at the end of each day,  
26 we can try and figure out the next day and go  
27 forward. So if parties can get together and  
28 try and coordinate and figure out a schedule

1 that works for everyone, that's easier than  
2 me trying to decode, you know -- and this is  
3 like an LSAT; right? If Witness 1 is not  
4 available on Tuesday and won't sit next to  
5 Witness 4, I mean -- so to the extent that  
6 parties can come up with a schedule of what  
7 witnesses they expect on what days, and then  
8 we can certainly adjust it as we go along.

9 Anything else on this before we go  
10 to marking of exhibits?

11 MR. WEISSMANN: I had one -- sorry. I  
12 just had one other detail, and that is for  
13 Chapter 6. We had three witnesses, and we  
14 were hoping that they could testify as a  
15 panel; if you would be open to that?

16 ALJ ALLEN: I have no objection to  
17 that. If parties have specific problems or  
18 other issues, we can discuss that when it's  
19 called, but, certainly, parties are free to  
20 address questions to one witness or to the  
21 panel, whichever one is appropriate. So  
22 given our timing, I'm fine with that.

23 MR. WEISSMANN: Great. Thank you.

24 (Off the record.)

25 ALJ ALLEN: On the record.

26 So we have the PG&E exhibits. So  
27 Pacific Gas & Electric Company Planned  
28 Reorganization Prepared Testimony, Volume I,

1 that is marked as PG&E-01; Pacific Gas &  
2 Electric Company Prepared Testimony, Volume  
3 2, is marked as PG&E-02; PG&E Prepared  
4 Testimony, Volume 3, is PG&E-03; PG&E  
5 Prepared Testimony, Volume 4, is PG&E-04;  
6 PG&E Prepared Testimony, Volume 5, is  
7 PG&E-05; PG&E Testimony, Volume 6, is  
8 PG&E-06; PG&E Supplemental Testimony,  
9 including Errata, is PG&E-07. I'm sorry. I  
10 had my mic off there. We've marked PG&E  
11 Exhibits 1 through 7.

12 (Exhibit No. PG&E-01, PG&E-02,  
13 PG&E-03, PG&E-04 were marked for  
14 identification.)

15 (Exhibit No. PG&E-06, PG&E-07,  
16 PG&E-08 were marked for  
17 identification.)

18 ALJ ALLEN: Mr. Weissmann, I know  
19 earlier you indicated that there were other  
20 exhibits that PG&E was planning to introduce.  
21 Are you seeking to have those marked now or  
22 would those be identified with specific  
23 witnesses?

24 MR. WEISSMANN: Can we be off the  
25 record one second, please.

26 ALJ ALLEN: Off the record.

27 (Off the record.)

28 ALJ ALLEN: On the record.

Mr. Weissmann.

MR. WEISSMANN: Not quite ready yet,



1 your Honor. We hope to have that by tomorrow  
2 morning.

3 ALJ ALLEN: Okay.

4 MR. WEISSMANN: I'll just explain:  
5 It's for Witness Jason Wells, and he's not  
6 going to appear until probably Thursday.

7 ALJ ALLEN: Okay. And what document is  
8 that?

9 MR. WEISSMANN: It's a set of financial  
10 information that was served to the service  
11 list previously, and I think there might be a  
12 small correction to it that we want to make  
13 sure it's accurate before we mark it as an  
14 exhibit.

15 ALJ ALLEN: Ms. Kelly.

16 MS. KELLY: Yes, your Honor.

17 Also, is the Plan of Reorganization  
18 going to be marked as an exhibit today?

19 ALJ ALLEN: That should be.

20 MR. WEISSMANN: That was filed per the  
21 Commission's direction as attached to a  
22 pleading, but we can certainly mark it.

23 MS. KELLY: No. If it was filed and  
24 attached to a pleading that's sufficient.

25 MR. WEISSMANN: It was.

26 ALJ ALLEN: It was filed. Yes, because  
27 there's not a specific witness who would be  
28 supporting the plan of reorganization as a

1 document; correct?

2 MR. WEISSMANN: Correct. Although I  
3 would say that Mr. Wells does have a  
4 significant portion of his testimony devoted  
5 to describing aspects of the plan. If it  
6 would be helpful to the Commission, we  
7 certainly could introduce it and mark it as  
8 an exhibit, but, as I say, it has been filed  
9 so it is part of the record in that sense.

10 ALJ ALLEN: Ms. Kelly.

11 MS. KELLY: Yes, just as a matter, we,  
12 in our cross-examination of Mr. Wells, we'll  
13 have questions that pertain to that filing,  
14 but if it's in the record, as long as he has  
15 a copy with him, I'm fine with that.

16 ALJ ALLEN: Certainly, the plan of  
17 reorganization is appropriate for PG&E to be  
18 cross-examined on. And if parties wish to  
19 mark it as an exhibit for some reason later,  
20 we can do that; otherwise, we'll go with it  
21 as a filed document.

22 Who's next?

23 Mr. Finkelstein from TURN.

24 (Off the record.)

25 ALJ ALLEN: On the record.

26 While we were off the record,  
27 Mr. Long provided me with copies of TURN's  
28 testimony: One document, Prepared Reply

1 Testimony of Thomas Long on behalf of the  
2 Utility Reform Network, dated February 21st,  
3 2020; that will be TURN-01; Attachments to  
4 the Prepared Testimony of Thomas Long, dated  
5 February 21st, 2020, will be TURN-01-A; The  
6 Prepared Testimony of Robert Finkelstein on  
7 behalf of Utility Reform -- off the record.

8 (Exhibit No. TURN-01, TURN-01-A were  
9 marked for identification.)

10 (Off the record.) ]

11 ALJ ALLEN: On the record.

12 So I have the prepared testimony of  
13 Robert Finkelstein. This is on behalf of The  
14 Utility Reform Network and the Energy  
15 Producers and Users Coalition and Indicated  
16 Shippers. So I'm going to mark this  
17 TURN-EPOC-IS-01.

18 (Exhibit No. TURN-EPOC-IS-01 was  
19 marked for identification.)

20 ALJ ALLEN: And the attachments to  
21 prepared testimony of Robert Finkelstein  
22 again on behalf of TURN, EPOC, and IS. That  
23 will be TURN-EPOC-IS-1A.

24 (Exhibit No. TURN-EPOC-IS-1A was  
25 marked for identification.)

26 ALJ ALLEN: And then I have the  
27 testimony of Michael P. Gorman. This is  
28 going the other direction. He is testifying

1 on behalf of EPUC, IS, and TURN. But we will  
2 stick with the order that I started. And  
3 that will be TURN-EPUC-IS-02.

4 (Exhibit No. TURN-EPOC-IS-02 was  
5 marked for identification.)

6 ALJ ALLEN: Off the record.

7 (Off the record.)

8 ALJ ALLEN: On the record.

9 The reply testimony of Catherine Yap  
10 on behalf of the California Large Energy  
11 Consumers Association will be marked as  
12 CLECA, C-L-E-C-A, 01.

13 (Exhibit No. CLECA-01 was marked for  
14 identification.)

15 ALJ ALLEN: And the other was just the  
16 one volume; correct?

17 MS. SHERIFF: Your Honor, just the one  
18 volume. The attachments are included in that  
19 one volume.

20 ALJ ALLEN: Very good. Thank you very  
21 much.

22 Off the record.

23 (Off the record.)

24 ALJ ALLEN: On the record.

25 Testimony of Tom Dalzell on behalf  
26 of the Coalition of California Utility  
27 Employees. That will be CUE-01.

28 (Exhibit No. CUE-01 was marked for  
identification.)

1

2 ALJ ALLEN: Anything else, Ms. Koss?

3 Or is that it?

4 MS. KOSS: That's it.

5 ALJ ALLEN: Thank you, Ms. Koss.

6 Ms. Hong?

7 MS. HONG: Yes.

8 ALJ ALLEN: Off the record.

9 (Off the record.)

10 ALJ ALLEN: On the record.

11 Prepared reply testimony of  
12 Margaret A. Meal on behalf of the City and  
13 County of San Francisco. That will be marked  
14 as CCSF-01.

15 (Exhibit No. CCSF-01 was marked for  
16 identification.)

17 ALJ ALLEN: Thank you, Ms. Hong. And  
18 that has the attachments included; correct?

19 MS. HONG: That's correct. Yes, your  
20 Honor.

21 ALJ ALLEN: Thank you.

22 Off the record.

23 (Off the record.)

24 ALJ ALLEN: On the record.

25 The prepared testimony of David  
26 Lochbaum on behalf of the Alliance for  
27 Nuclear Responsibility is A4NR-01.

28 (Exhibit No. A4NR-01 was marked for  
identification.)

1 ALJ ALLEN: And the reply testimony of  
2 John Geesman on behalf of the Alliance for  
3 Nuclear Responsibility is A4NR-02.

4 (Exhibit No. A4NR-02 was marked for  
5 identification.)

6 ALJ ALLEN: Off the record.

7 (Off the record.)

8 ALJ ALLEN: On the record.

9 We have the reply testimony of Peter  
10 Miller, Natural Resource Defense Council.

11 That will be marked as NRDC-01.

12 (Exhibit No. NRDC-01 was marked for  
13 identification.)

14 ALJ ALLEN: Do we have someone from  
15 either the Joint CCAs or Small Business  
16 Utility Advocates?

17 Off the record.

18 (Off the record.)

19 ALJ ALLEN: On the record.

20 We have reply testimony of expert  
21 Ted Howard on behalf of The Small Business  
22 Advocates. That's going to be marked as  
23 SBUA-No. 1.

24 (Exhibit No. SBUA-01 was marked for  
25 identification.)

26 ALJ ALLEN: SBUA will be bringing one  
27 more copy for our records.

28 And Mr. Abrams will be bringing

1 other copies back later to be marked.

2 Joint CCAs?

3 MR. FOX: Kevin Fox for Joint CCAs.

4 You had asked me to bring in the confidential  
5 and non-confidential both forward.

6 ALJ ALLEN: I did. Thank you for  
7 reminding me.

8 So I believe what we have is we  
9 marked or identified all of the previously  
10 served testimony with the exception of  
11 Mr. Abrams and the Joint CCAs; is that  
12 correct?

13 (No response.)

14 ALJ ALLEN: Appears to be correct.

15 Mr. Miley, do you have something?

16 MR. MILEY: I did, your Honor. As your  
17 Honor is aware, the Public Advocates did try  
18 --

19 ALJ ALLEN: Try to use that,  
20 microphone.

21 MR. MILEY: Your Honor, Matt Miley for  
22 the Public Advocates Office. As your Honor  
23 is aware, the Public Advocates Office did not  
24 sponsor testimony. However, we do have a  
25 couple of exhibits that we're hoping to have  
26 marked. These are not exhibits that we  
27 necessarily plan to use for  
28 cross-examination. So just an inquiry as to

1 whether this is an appropriate time to  
2 present those.

3 ALJ ALLEN: I guess at what point would  
4 you be seeking to introduce those and what  
5 would the foundation for them be?

6 MR. MILEY: Well, we are hopeful that  
7 these are relatively noncontroversial  
8 exhibits. Just for quick context, it's data  
9 request responses that we've received from  
10 the utility as well as excerpts from a  
11 publicly available Form 10K that the  
12 utilities submitted to the SCC.

13 ALJ ALLEN: So if need be, you could  
14 lay a foundation for those with a PG&E  
15 witness; correct?

16 MR. MILEY: What was the question? I  
17 am sorry.

18 ALJ ALLEN: So presumably you can lay a  
19 foundation for those with a PG&E witness. Or  
20 if PG&E stipulates to them, then you wouldn't  
21 need that; is that correct?

22 MR. MILEY: That's correct, your Honor.

23 ALJ ALLEN: Let's wait because they're  
24 sort of more in the nature of a cross-exam  
25 exhibit. Because you may need to lay a  
26 foundation with them and they were not  
27 previously served. So I'm not going to mark  
28 those now. We'll mark those as



1 cross-exhibits with the appropriate PG&E  
2 witness.

3 If you want to discuss with PG&E a  
4 stipulation, their disability, and for what  
5 witness it would be. And then we can address  
6 that at that time.

7 MR. MILEY: Understood. Thank you,  
8 your Honor.

9 ALJ ALLEN: Mr. Weissmann?

10 MR. WEISSMANN: While we're on that  
11 topic, I had a related question. We are  
12 serving this morning some data requests on  
13 other parties regarding the testimony they  
14 served on Friday afternoon.

15 So two points. One, we're hopeful  
16 that parties would be able to provide their  
17 responses to those data requests by close of  
18 business on Friday.

19 And, two, we would hope to follow  
20 your lead and discuss with the other parties  
21 whether they would stipulate to the admission  
22 of their data responses as exhibits without  
23 the need to call their witnesses to lay a  
24 foundation for them.

25 ALJ ALLEN: Thank you. Well, hopefully  
26 everything goes well for everyone.

27 Let's talk about witness logistics a  
28 little bit. My assumption is we'll start

1 with PG&E. The first witness up would be  
2 Mr. Johnson, and then I believe you had  
3 indicated Mr. Vesey.

4 Actually, could you clarify.  
5 Because you had said Mr. Johnson and then  
6 Mr. Vesey, which would put Mr. Vesey up  
7 tomorrow. But I think you also indicated  
8 that Mr. Plaster would need to go tomorrow;  
9 is that correct?

10 MR. WEISSMANN: Yes. We're getting  
11 into the LSAT.

12 ALJ ALLEN: And then I'm assuming that  
13 we may not finish with Mr. Johnson today?

14 MR. WEISSMANN: Right. So our  
15 preference would have been Johnson and then  
16 Vesey. However, Plaster, as I mentioned,  
17 we're hoping would go on and off tomorrow.

18 So my suggestion would be let's  
19 start with Johnson see how far we get. And  
20 then tomorrow we'll either call Vesey or  
21 Plaster depending on where we are in the  
22 process. And then --

23 ALJ ALLEN: And then Mr. Vesey might be  
24 available to come back, but Mr. Plaster would  
25 not?

26 MR. WEISSMANN: That is correct.

27 ALJ ALLEN: Okay.

28 MR. WEISSMANN: And I might also

1 mention Ms. Brownell would be available on  
2 this week. So Wednesday, Thursday, or  
3 Friday. Mr. Wells we are hoping will be on  
4 and off on Thursday.

5 ALJ ALLEN: Okay.

6 MR. WEISSMANN: So depending on how  
7 long the cross is, we can go Johnson, Vesey,  
8 Plaster, Brownell, Wells. But if the cross  
9 is longer, we'll probably have to put Vesey a  
10 little bit later in the order.

11 ALJ ALLEN: Okay. To the extent  
12 parties can confirm amongst themselves during  
13 breaks and lunch recesses and try to  
14 coordinate timing and come up with a cross  
15 plan, that is encouraged. Because I don't  
16 have want to have to try to figure it out.  
17 But I will revisit regularly where we're at,  
18 who's up next in the order.

19 Do parties have a preference of  
20 order of cross-examination that would be  
21 either consistently or per witness?

22 MR. ALCANTAR: Yes, your Honor. I'd  
23 like to be heard on that. First with respect  
24 to your admonition about friendly cross, well  
25 observed and well understood and time  
26 consuming. It's not something I think any of  
27 us sees appropriate.

28 You elicited this morning -- and I'm

1 going to talk about a few issues with you.  
2 You elicited this morning from the TCC  
3 Counsel some statements about, if you will,  
4 an offer of proof of what they are intending  
5 to do here and what use they expect to make  
6 across examination.

7 We also were a bit in the dark about  
8 both the length of cross that was anticipated  
9 and the issues to be addressed. I'm not sure  
10 we were comforted by the statements that were  
11 made in terms of what's expected and what  
12 will be done in terms of the cross.

13 And, therefore, there are concerns  
14 about is that really more supportive of  
15 PG&E's position or in contrast? There's  
16 confusion there. We just don't know.

17 So what I would ask is -- and this  
18 rule should apply to all parties. If it is a  
19 cross by a party who has generally perceived  
20 interests that are more aligned than less  
21 aligned with PG&E, they should go first.  
22 That in my view for organizations should be  
23 CUE and TCC should be going first before  
24 other parties related to PG&E witnesses.

25 Similarly on the reverse side of  
26 that, for issues where an intervenor's  
27 witness is being presented, PG&E should be  
28 allowed or permitted to go last. I think

1 that's a fair balance as to how that should  
2 be organized.

3 In terms of efficiencies, I can  
4 assure you that while TURN and EPUC and IS  
5 have been coordinating as best we know how,  
6 some of our respective cross-examination  
7 estimates I think we're probably protective  
8 rather than as limited as they could be.

9 I think we would also ask the  
10 indulgence of your Honor and the other  
11 parties to allow our groups, as ratepayer  
12 advocates, to be at the end of the sequence  
13 of processes when cross-examination is  
14 conducted.

15 The last point I wish to make is a  
16 motion for you to consider. And it really is  
17 to try and assure some fairness, if you will,  
18 and candor in the cross-examination process  
19 and the testimonies provided. And that would  
20 be a process that early in my career is very  
21 used to this. In criminal court proceedings,  
22 you would always exclude witnesses from the  
23 hearing room for a similar party.

24 In this instance, I think given the  
25 nature of the senior executives that are on  
26 the list from PG&E, it would be appropriate  
27 for you to consider asking that PG&E exclude  
28 their witnesses from the room until they have

1 completed their testimony.

2 So as an example looking at what we  
3 just discussed, we're going to start with  
4 Mr. Johnson. The other parties -- the other  
5 witnesses should not be in the room during  
6 cross-examination for Mr. Johnson just to  
7 preserve their, if you will, candor about  
8 hearing questions from parties during the  
9 course of cross-examination and their own  
10 cross-examination.

11 Once Mr. Johnson is done, I'm sure  
12 he doesn't want to come back. But if he  
13 wants to sit in and watch the others testify,  
14 that's fine and so forth and so on as you  
15 move down the ladder. I just wanted to get  
16 those issues presented to you.

17 ALJ ALLEN: Thank you, Mr. Alcantar.

18 I'm not going to do the witness  
19 exclusion. It's not a typical PUC process  
20 given that we have a crossover of  
21 adjudicatory policy, legislative functions.  
22 Also this is being webcast. So I'm not  
23 exactly sure how well I can actually enforce  
24 such a limitation. So parties are free to  
25 have whoever they want in the room or  
26 watching on the webcast.

27 I think in general, yes. Sometimes  
28 it's hard to figure out who's more aligned.

1 And I think it varies from issue to issue.  
2 So I think what we might do is, and I think  
3 what we might end up with is more just  
4 logistical timing in terms of who is  
5 available to do cross when. I don't have a  
6 problem with the concept of more aligned  
7 first.

8 As I said in the e-mail, friendly  
9 cross is discouraged. I don't mind like a  
10 very brief clarification of something along  
11 the lines of, "Did you mean three here? Or  
12 does it mean three and a half?"

13 I mean, something that's super short  
14 and clarifying and you're aligned. I don't  
15 have a problem with that. Anything that's  
16 starts to be tossing softballs to the  
17 witness, no. Let's not go there.

18 Parties should also be aware. A lot  
19 of you have appeared in front of me before.  
20 So you should know that I will not be as  
21 strict as a civil or criminal court. I will  
22 grant motions to strike answers as  
23 nonresponsive. So please instruct your  
24 witnesses to just answer the question. And  
25 then if they have more explanation, they can  
26 do that on redirect.

27 We have enough stuff to get through  
28 here without having witnesses rambling on

1 telling me the history of a ball bearing  
2 manufacturer in Sweden, which actually I did  
3 hear about when I was doing  
4 cross-examination. So that's something to  
5 keep in mind.

6 For starting with Mr. Johnson, what  
7 I'm thinking is I was going to have  
8 Mr. Abrams go last with his large  
9 cross-examination estimate. But maybe what I  
10 will do is give him a time certain, and we  
11 can start with some of the ones who have  
12 smaller cross.

13 Off the record.

14 (Off the record.)

15 ALJ ALLEN: On the record.

16 So tag team cross or multiple  
17 attorney cross. So if there is more than one  
18 attorney for a party or a group of parties  
19 that needs to ask questions for the witness,  
20 if it's previously determined that certain  
21 attorney -- one attorney will ask questions  
22 on one topic and another attorney asks  
23 questions another topic, that's okay. I need  
24 to know that in advance.

25 What I will not have is tag team  
26 cross where one attorney is asking questions  
27 and then another one jumps in and asks  
28 questions. So it's one attorney asking



1 question on a topic at a time. So no tag  
2 team cross-examination.

3 So if you're going to have more than  
4 one attorney doing cross-examination, I'll  
5 want to know with the first attorney up who  
6 is doing cross on what topics, so that the  
7 witness is only faced with one attorney at a  
8 time. And we'll figure out -- it's really  
9 tricky with a panel. I think we should do  
10 that.

11 Off the record.

12 (Off the record.) ]

13 ALJ ALLEN: On the record. Sorry.

14 Mr. Miller, I understand during an  
15 off-the-record conversation that EPUC has  
16 waived its cross-examination of NRDC Witness  
17 Miller. And parties have indicated -- no  
18 other party has indicated that they have  
19 cross for Mr. Miller.

20 At this time, do you wish to have  
21 your exhibit admitted into the record?

22 MR. MILLER: I do your, Honor.

23 ALJ ALLEN: Thank you.

24 Is there any objection to the  
25 receipt of NRDC-01 into the record of this  
26 proceeding?

27 MR. ALCANTAR: No objection.

28 ALJ ALLEN: Seeing none, NRDC-01 is

1 admitted.

2 (Exhibit No. NRDC-01 was received  
3 into evidence.)

4 ALJ ALLEN: Thank you, Mr. Alcantar.

5 Thank you, Mr. Miller.

6 Anything else before we take a

7 recess?

8 (No response.)

9 ALJ ALLEN: Okay. Thank you very much.

10 We will be in recess until 1:00

11 o'clock.

12 (Whereupon, at the hour of 11:34  
13 a.m., a recess was taken until 1:00  
p.m.) ]

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AFTERNOON SESSION - 1:00 P.M.

\* \* \* \* \*

ALJ ALLEN: On the record.

Good afternoon. Back at evidentiary hearings in Investigation 19-09-016.

Joining us on the bench today is President Batjer.

President Batjer, do you have any comments you wish to make?

PRESIDENT BATJER: Yes. I'll just be brief.

Good afternoon, Judge Allen and parties. I wanted to say that I'm pleased to be able to attend the first day of the hearings today and hear testimony on the various elements of PG&E's proposed plan of reorganization. I wanted to also say that I appreciate the tremendous amount of time and effort the parties have put into the proceeding so far, and believe it underscores the monumental importance of the issue that is before us.

With that, I will pass it back to you, Judge Allen, to commence. And I will be listening closely.

Thank you, all, very much.

ALJ ALLEN: Thank you, President

1 Batjer.

2 PG&E, please call your witness.

3 MR. MANHEIM: Thank you, your Honor.

4 Our first witness is Mr. William

5 Johnson.

6 WILLIAM JOHNSON, called as a witness  
7 by Pacific Gas and Electric Company,  
8 having been sworn, testified as  
9 follows:

10 THE WITNESS: I do.

11 ALJ ALLEN: Thank you. Please be  
12 seated.

13 State your full name, spell your  
14 last name for the record. And the microphone  
15 has a button to turn on.

16 THE WITNESS: William -- William Dean  
17 Johnson, J-o-h-n-s-o-n.

18 ALJ ALLEN: Thank you.

19 Mr. Manheim?

20 MR. MANHEIM: Thank you, your Honor.

21 DIRECT EXAMINATION

22 BY MR. MANHEIM:

23 Q Mr. Johnson, can you state your  
24 position for PG&E, please?

25 A I'm the President and Chief  
26 Executive Officer of PG&E Corporation.

27 Q Thank you. And you are sponsoring  
28 Chapter 1 of PG&E Exhibit 1; is that correct?

A That is correct.

1 Q And was that prepared by you or  
2 under your direction?

3 A It was.

4 Q Do you have any corrections to your  
5 testimony?

6 A I do not.

7 Q Is it true and correct, to the best  
8 of your knowledge?

9 A It is.

10 Q Thank you.

11 MR. MANHEIM: Mr. Johnson is available  
12 for cross-examination.

13 ALJ ALLEN: Thank you.

14 Mr. Long?

15 MR. LONG: Yes. Thank you, your Honor.

16 CROSS-EXAMINATION

17 BY MR. LONG:

18 Q Good afternoon, Mr. Johnson. I'm  
19 Tom Long with TURN.

20 I want to begin by asking you to  
21 turn to page 1-14 of your testimony. And let  
22 me know when you're there.

23 A I'm there.

24 Q Okay. And, in particular, with  
25 reference to the top paragraph of that  
26 testimony -- and I'll give you just a moment  
27 to reacquaint yourself with that.

28 A Yes, sir.

1 Q Okay. Now, I have a question based  
2 on --

3 (Reporter clarification.)

4 THE WITNESS: Is that better?

5 THE REPORTER: Yes. Thank you.

6 BY MR. LONG:

7 Q My question based on that paragraph  
8 is, Mr. Johnson, I take it then that you are  
9 aware that under AB 1054, the Commission must  
10 find that PG&E's post-bankruptcy governance  
11 structure is acceptable in light of PG&E's  
12 safety history, among other things; is that  
13 right?

14 A That is my understanding.

15 Q Okay. So can we agree then that  
16 PG&E's safety history is very important in  
17 this case?

18 A I believe we can. Yes.

19 Q Okay. So then my question is, how  
20 would you characterize PG&E's safety history  
21 from year 2010 to the present?

22 A Well, I will caveat this by saying  
23 I've been here about nine and half months.  
24 So for most of that period I was not here.

25 I somehow turned my mic off. And  
26 I've turned it back on. Sorry.

27 I was saying I was in here about  
28 nine-and-a-half to ten months. And so my

1 exposure to the safety record of the last ten  
2 years is through study, through reading,  
3 through listening. But I would say, it's  
4 fair to say, there have been some significant  
5 safety challenges in that last decade, San  
6 Bruno, Camp Fire, some of the other fires.  
7 So I think safety has been an issue and  
8 certainly the top focus of myself and others  
9 of the company today.

10 Q So it's not a good safety history,  
11 is it?

12 A No. It is what it is. How about  
13 that?

14 A lot of issues, big issues. But  
15 you can characterize it however you would  
16 like. But it's plenty of the challenges in  
17 that history.

18 Q Part of the reason I ask the  
19 question is that you as the leader -- you're  
20 the leader of PG&E, at least at the executive  
21 level. And I guess I'm trying to understand  
22 the extent to which you are aware of and  
23 acknowledge the depth of the company's safety  
24 problems.

25 So what can you say to us to help  
26 us see what -- show to us that you do  
27 understand the depth of the problems?

28 A Well, I certainly understand the

1 history of the problems. And I think I know  
2 the depth of the problems today as well as  
3 anyone. I mean, when I came, the first thing  
4 I said to the organization is, "We're going  
5 to focus on safety first." And that has been  
6 my focus every day.

7 And I think the organization is  
8 safer today than it was a year ago, certainly  
9 safer in the wildfire aspects. It's safer in  
10 industrial safety. Things are getting  
11 better. And part of the reason is there's a  
12 tremendous focus on it by me, by other  
13 members of management, and by the board.  
14 This is our primary focus.

15 Q Again, what I'm trying to see is,  
16 do you acknowledge, as the top leader -- not  
17 as a company, just you as a leader, do you  
18 acknowledge just how serious the problems  
19 that PG&E has had in the last -- the  
20 seriousness of the problems PG&E has had in  
21 the last decade, including the San Bruno  
22 explosion, including a criminal conviction,  
23 including gas distribution record-keeping  
24 violations that led to a \$35-million fine by  
25 the PUC, including the 2017 North Bay  
26 wildfires, including the 2018 Camp Fire,  
27 including the long-standing problems with the  
28 locate-and-mark program from 2010 to 2017



1 that led this Commission to impose a  
2 \$110-million penalty, including the Kincade  
3 Fire from last October, and including the  
4 problems that PG&E had with power shutoffs  
5 last October?

6 Do you -- what do you say about all  
7 of that? What -- is that just evidence of  
8 significant challenges? That's all you --  
9 that's how you characterize all that?

10 A No. I would certainly say there  
11 are substantial problems in the past of  
12 safety leading to catastrophe to fatality. I  
13 acknowledge all that. That's why on my first  
14 day here I said, "We're going to focus on  
15 safety first, among all things."

16 And let me just say one thing. The  
17 Kincade Fire has not been attributed yet --  
18 or causation hasn't been found. So, to be  
19 clear about that. But, yeah, there's a  
20 significant safety problem in history. I'm  
21 trying to fix it.

22 Q Okay. So given that history and  
23 your efforts to come to grips with it and  
24 understand it, what do you see -- you  
25 personally see -- as the root cause of those  
26 safety problems?

27 A I don't think there's a single root  
28 cause. I think there are several

1 contributing causes.

2 One is, I don't think our  
3 first-line supervisors have always felt that  
4 safety is their job. They have felt that  
5 production is their job. And if you want to  
6 have safe operations, that's where safety has  
7 to live every day, is in the first line.

8 We, I believe, are misorganized.  
9 Meaning, we're spread out in various places,  
10 which leads to safety issues. We drive  
11 a tremendous amount. So I think some  
12 organizational changes. And, frankly, I  
13 think there's been a lack of accountability  
14 of some levels in the leadership to produce  
15 good safety results.

16 Q So -- thank you.

17 I wanted to follow up on some of  
18 the those items that you mentioned.

19 When you mention first-line  
20 supervisors, can you help us understand what  
21 you mean by that?

22 A Yeah. So these are the people that  
23 supervise the actual work in the field every  
24 day.

25 Q Okay. Are they directors, or below  
26 the level of directors?

27 A They are well -- they're below  
28 directors.

1 Q Okay. Are they represented  
2 employees or non-represented employees?

3 A So there are two positions.  
4 There's a -- typically, a foreman position  
5 which runs the crew, which is represented.  
6 And then there's a supervisor who is the  
7 first level of management, not represented.

8 Q And then towards the end of your  
9 answer a moment ago, you talked about a lack  
10 of accountability at the senior leadership  
11 level.

12 Is that what you were saying?

13 A Yes.

14 Q And what did you mean by that?

15 Can you elaborate on what you meant  
16 by "problem" there?

17 A Certainly. And it's sort of the  
18 generic thing, but the senior management of  
19 the organization is the group responsible for  
20 producing the results of the organization.  
21 And so to the extent those results weren't  
22 being produced, that's where the  
23 accountability lies.

24 Q And why was there -- to try --  
25 again, to try to understand -- this is all in  
26 the effort to understand the problem so that  
27 we can fix it going forward.

28 What was the problem causing a lack

1 of accountability?

2 A And that I cannot answer, because I  
3 wasn't here. That was before my time. And  
4 about 80 percent of the people in that group  
5 are no longer with the organization.

6 Q If you'll allow me just to push  
7 back on that a little bit.

8 The -- and I think earlier you said  
9 you made a study, you've been talking to  
10 people.

11 Is it fair to say that "Because I  
12 wasn't here, I can't try to figure out" -- "I  
13 can't come to an understanding as to why we  
14 didn't sufficiently hold leadership  
15 accountable in the past"?

16 A I think it's fair for me to say, "I  
17 don't know what was in the hearts and minds  
18 of individuals at a time that I wasn't here."  
19 And I think a more important thing for me to  
20 do than to ponder that point, is to make sure  
21 we're clear on what the expectation is going  
22 forward.

23 Q And how would you explain what the  
24 expectation is going forward?

25 How would you characterize that?

26 A That we are going to work our way,  
27 over the next couple years, to be one of the  
28 best safety performers in both industrial --

1 well, industrial and wildfire safety in the  
2 country, particularly in industrial safety.

3 Q And let me try to clarify my  
4 question.

5 In terms of executive  
6 accountability, which you identified as a  
7 problem in the past, how are you going to  
8 make -- what are you going to do to clarify  
9 expectations regarding executive  
10 accountability?

11 A Well, the first thing is that if  
12 you study safety, and particularly industrial  
13 safety, leader presence in the field is one  
14 of the key things that drives safety results.  
15 So one of the expectations is that we will  
16 spend more time in the field with our workers  
17 and less time with in our offices. We will  
18 also understand what the safety programs and  
19 protocols are. And we will enforce those.

20 And at every meeting, we will start  
21 with a safety message. Every work group in  
22 the morning will start with a safety  
23 tailboard. And we will just emphasize this  
24 as our greatest priority.

25 Q Okay. Again, though, I come back  
26 to this issue of executive accountability.  
27 And I understand what you're saying, that  
28 there's a value to having leaders in the

1 field.

2 But how does that hold them  
3 accountable?

4 A Well, they are accountable for the  
5 results. One of the ways you produce the  
6 results is, you get closer to the work and  
7 closer to the work. And you coach -- you  
8 observe work, you coach workers on what the  
9 standard is. If there's a resource problem,  
10 you solve it. That's how it leads to  
11 accountability for results.

12 Q Mr. Johnson, did you read the  
13 Presiding Officer's decision in the  
14 locate-and-mark investigation?

15 That was the enforcement proceeding  
16 brought by this Commission's Safety and  
17 Enforcement Division against PG&E for its  
18 locate-and-mark practices in the past decade.

19 A That was the one that was recently  
20 issued?

21 Q Exactly.

22 A Yes. Yes.

23 Q You have read that?

24 A I have read it -- I skimmed it.  
25 But I did read it, yes.

26 Q Okay. Well, that's good. That's  
27 good.

28 Do you take away -- and in,

1 particular, it was -- if -- if you'll allow  
2 me to paraphrase.

3 It was critical of PG&E's  
4 management for failing to discover the  
5 problem sooner than it did. And then once it  
6 was made aware of the problem, not acting to  
7 correct the problem as soon as it should  
8 have.

9 Will you accept that as a general  
10 summary of what that decision said, with  
11 respect to PG&E's senior management?

12 A Yes.

13 Q Okay. And what do you take away  
14 from that?

15 What can you learn from that, and  
16 what can you improve upon?

17 A Well, there are a couple things in  
18 that whole episode.

19 One was, don't let the hunt for  
20 metrics drive your performance; right? And  
21 it's sort of what happened in the locate and  
22 mark, was there was some metrics that were  
23 going to be made, come by hook or crook -- or  
24 whatever phrase you want to use. So don't  
25 let metrics drive your behavior.

26 Metrics are important and they  
27 guide your business. But you have to be  
28 careful with it too. I mean, it's a basic,

1 simple thing. Tell the truth.

2 Tell the truth about where you are.  
3 Tell the truth about your problems. If you  
4 have something that goes wrong, tell the  
5 truth about it. Don't try to cover it up.

6 Q Okay. But in terms of, again,  
7 senior management accountability, so there  
8 was a situation in there where one of the  
9 senior managers of PG&E was made aware of the  
10 problems, delegated looking into the problems  
11 to a subordinate, but then did not follow up  
12 on what the subordinate found.

13 What are you going to do about that  
14 kind of situation going forward?

15 A Well, part of that is expectation  
16 management. Do you have the expectation that  
17 if you have a problem and you delegate it, do  
18 you know you need to follow up? Do you know  
19 you need to close the circle on that issue?

20 These are fairly basic management  
21 practices. And that shouldn't be too hard to  
22 understand. If you have an issue and you  
23 delegate it, you need to check on it.

24 Q Right. So how are you going -- if  
25 you have a senior manager that is working  
26 under you who does not meet that expectation  
27 of following up as necessary, what are you  
28 going to do about it?



1           A    It depends on the significance of  
2 the issue.  Certainly, a minimum would be  
3 counseling and coaching and, perhaps,  
4 termination.

5           Q    All right.  I'm going to shift now  
6 to a slightly different topic of the  
7 organizational structure, the governance  
8 structure since that, of course, is also an  
9 important issue in this case.

10           Your title is the Chief Executive  
11 Officer and President of PG&E Corporation; is  
12 that correct?

13           A    Correct.

14           Q    As opposed to the utility?

15           A    Correct.

16           Q    Okay.  Now, how -- just generally,  
17 how would you describe your responsibilities  
18 in that position?

19           A    I'm responsible for the corporate  
20 functions and the corporate results.  So  
21 things like earnings, anything corporate,  
22 communication, all those things.  And I also  
23 have a hand in overseeing the utility, or at  
24 least contributing to it.  But my main area  
25 of accountability is the corporate programs  
26 and the corporate results.

27           Q    So then, Mr. Vesey is the Chief  
28 Executive Officer and President of the

1 utility; correct?

2 A Mr. Vesey.

3 Q Vesey. Thank you.

4 Does he report to you?

5 A He actually reports to the chairman  
6 of the utility board.

7 Q Okay. So he does not report to  
8 you?

9 A Correct.

10 Q Okay. All right.

11 So your responsibility is corporate  
12 functions and corporate results, not, at  
13 least directly, utility functions and utility  
14 results.

15 Is that fair?

16 A That's a fair characterization.

17 I will say that Mr. Vesey and I  
18 work pretty closely together on all things.  
19 But that's a fair characterization.

20 Q So here's what confused be me a  
21 little bit is that -- well, putting that  
22 aside.

23 What does the corporation do that  
24 is distinct from the operation of the  
25 utility?

26 A Many things. Many of the support  
27 functions are there, legal, HR, all the  
28 financial functions, external affairs,

1 communications. So all of those kind of  
2 functions are in the core.

3 Q But aren't they all in service of  
4 the operation and the management of the  
5 utility functions?

6 A They are in service of all of the  
7 functions. You need all of those functions  
8 to run a utility. You need corporate  
9 communications, internal communications. So  
10 I think they serve everybody in the  
11 organization.

12 Q Well, I feel like I've seen a  
13 statistic that 99 percent, or maybe more, of  
14 the revenues of PG&E Corporation are actually  
15 revenues of the utility.

16 Am I on the right wavelength there?

17 A Yeah. I don't know what the exact  
18 number is. But that's -- you're on the right  
19 wavelength. Yeah.

20 Q So in terms of, at least, what  
21 produces revenue, the corporation is entirely  
22 dependent on -- almost entirely dependent on  
23 the utility; is that correct?

24 A That is correct today, yes.

25 Q And then when you say, for example  
26 -- let's pick a function that at least I  
27 understand a little bit, the legal function.

28 So you say the corporation is --

1 has the legal function. But the legal work  
2 that they are doing is on behalf of the  
3 utility for the most part; isn't that right?

4 A I don't think it's that easy to  
5 say. I mean, they are doing securities work  
6 for the Corp. They are doing legal work for  
7 members of the corporation and the utility.

8 Q Okay.

9 A I mean, obviously, the bulk of the  
10 work and the bulk of the revenue an all that  
11 is the utility. But I don't think the  
12 separation you're looking for is that easy.

13 Q To help us understand this a little  
14 better, I would like to ask you to turn to  
15 what's been marked as TURN-X-02.

16 Actually, I'm sorry, your Honor. I  
17 believe maybe it -- has it been marked on the  
18 record yet? This is a cross-examination  
19 exhibit that I've shared with Mr. Johnson  
20 already.

21 ALJ ALLEN: So there is a -- it has not  
22 yet been identified for the record. What  
23 there is is TURN Cross-Examination Exhibit,  
24 PG&E Response to TURN Data Requests 17-1 to  
25 17-4, including Attachment to DR 17-3. And  
26 that's identified as TURN-X-02.

27 (Exhibit No. TURN-X-02 was marked  
28 for identification.)

1 BY MR. LONG:

2 Thank you, your Honor.

3 Q Mr. Johnson, do you have that in  
4 front of you?

5 A I do.

6 Q Okay. Thanks.

7 This is a Data Request from PG&E.  
8 And, in particular, I'm interested in asking  
9 you to -- I would like to ask you to turn to  
10 the attachment which consists of a PG&E  
11 organization chart, at least excerpts from an  
12 organization chart.

13 And if you look at the first page  
14 of that organization chart, it states at the  
15 top right that it's as of 1/31/2020. And at  
16 the bottom right, it shows page 1.

17 A Okay.

18 Q Turn to that page, I'd appreciate  
19 it.

20 A I have that page.

21 Q Okay. Thanks.

22 And this is -- this shows that the  
23 top -- the top box being PG&E Corporation.  
24 And then it has two boxes below it. The  
25 left-hand box is PG&E the utility.

26 And that's led by Mr. Vesey;  
27 correct?

28 A Correct.

1           Q    And then the right-hand box is the  
2   Office -- Office of President and CEO of the  
3   Corporation, I take it, and that's led by  
4   you; is that correct?

5           A    That is correct.

6           Q    Okay. And then I would like to ask  
7   you, then, to turn to many pages later in  
8   this document. And it's actually labeled, I  
9   believe, "page 3283" at the bottom right,  
10  keying off of the number that's below the box  
11  and the page we were just looking at. So, if  
12  you can find that.

13                    The numbers are sequential. There  
14  are many gaps in the numbers in the bottom  
15  right. But you will eventually get to  
16  page 3283, bottom right.

17                    Are you there?

18           A    I have page 3283.

19           Q    Okay. Thank you.

20                    And this is labeled at the top,  
21  "Office of President and CEO." And this --  
22  does this describes then the -- is this then  
23  the organization chart that shows the  
24  organizations that report to you?

25           A    Yes.

26           Q    Okay. And so those organizations  
27  are -- I mean, there are several people that  
28  are -- there's, like, executive assistants

1 and others.

2 But, in terms of organizations, we  
3 have ethics and compliance, I'm seeing. And  
4 in the second row, Human Resources, Law,  
5 Strategy, and Policy, and Finance and Risk.

6 Are those the organizations that  
7 report to you?

8 A Yes. Those are the ones that  
9 report directly to me.

10 Q Are there any others that are not  
11 shown on this or that I didn't list in my  
12 question?

13 A There are several other  
14 organizations that report to these senior  
15 folks, like communications and legal, that  
16 don't report directly to me but that I  
17 interact directly with.

18 Q That don't report to you, but you  
19 interact directly with?

20 A Yeah.

21 Q Okay. So does that mean that you  
22 have responsibilities in those areas, but  
23 it's just not reflected in the organization  
24 chart?

25 A I believe I have responsibilities  
26 for everybody in this entire org chart. But,  
27 no, it just means that I work with -- like,  
28 the general counsel I work with every day.

1 The communications people I work with. But  
2 they do not report to me.

3 Q Okay. I do not see any boxes here.  
4 And I think this is consistent with what  
5 you've already said, but I just want to make  
6 sure I'm not missing something.

7 There's not a box for, say,  
8 electric operations or gas operations.  
9 That's not something that you have any direct  
10 responsibility for; is that right?

11 A That is correct.

12 Q Yet, you do feel responsible for  
13 them.

14 Is that fair so to say, as well?

15 A Well, I feel responsible for  
16 everybody who works there and everything they  
17 do every day. Yes.

18 Q But it's just not reflected in the  
19 organization chart?

20 A They don't all report directly to  
21 me, yes. That is correct. But...

22 Q Does it make a difference in terms  
23 of the effective operation of the utility  
24 whether or not an organization shows up on  
25 this chart, say, or the -- or whether it  
26 shows up on the comparable chart for Mr.  
27 Vesey?

28 What does -- what is the



1 significance of having an organization report  
2 directly to you as opposed to reporting  
3 directly to Mr. Vesey?

4 A Well, a couple, I think.

5 First of all, if all of these  
6 things reported to one person, that would be  
7 a lot, probably more than one person could  
8 do. And there's also a little difference in  
9 the skill set. So the things they report to  
10 Mr. Vesey are much more operational.

11 Things they report to me are much  
12 more corporate, political, external. And so  
13 it sort of the lines up with our backgrounds.  
14 But, generally, they could report wherever.  
15 That would just be a tremendous amount of  
16 reporting to one person. ]

17 Q Okay. So there's -- there's a need  
18 to avoid overburdening a position, I think is  
19 what you were just saying. Is that right?

20 A Yes.

21 Q Yet, there -- there are  
22 proposals -- there's a -- the reason I'm  
23 asking this question, there are proposals in  
24 PG&E's testimony to have -- move some people  
25 from currently reporting to the utility CEO  
26 to you, and I'm trying to understand what is  
27 the significance of that, what does that  
28 mean, why -- why would you do that?

1           A     For a couple reasons. One is just  
2     the visibility of them reporting to the  
3     highest officer in the corporation that  
4     indicates just how important those functions  
5     are, and at least, as the chief risk officer,  
6     that is as much a corporate function as an  
7     operational one, and perhaps more so, when  
8     you think about risk analytics and modeling  
9     and those things. But, really, the idea  
10    there is to bring greater visibility,  
11    attention, and hence, strength to those  
12    organizations.

13           Q     So if you --

14           ALJ ALLEN: Excuse me, Mr. Long. Can I  
15    just ask a clarifying question?

16           MR. LONG: Please.

17           ALJ ALLEN: When you want to bring more  
18    attention to those, is that something you're  
19    trying to get more attention and visibility  
20    internally or externally?

21           THE WITNESS: Both, I believe. It --  
22    not visibility so much externally, but  
23    credibility. I mean the other thing that  
24    happens with these two jobs is that their  
25    scope narrows. So, for example, chief risk  
26    officer is now risk and audit. It will  
27    become just risk. And so credibility,  
28    visibility, oomph, whatever the word is --

1 that's an unusual word, I know -- internally,  
2 and then to deal externally with entities  
3 like the Commission. I want to say not  
4 just -- you know, make them a higher-level  
5 position, I think, will help bring all those  
6 things to it.

7 ALJ ALLEN: Thank you. Go ahead,  
8 Mr. Long.

9 BY MR. LONG:

10 Q So you gave the example of  
11 elevating the chief risk officer to reporting  
12 to you as opposed to reporting to Mr. Vesey.  
13 Am I -- is that --

14 A Yes.

15 Q -- an example? Okay.

16 And the benefit of that is to  
17 provide more -- more visibility to that  
18 position, more oomph, to use your word.

19 Does it -- you -- you expressed a  
20 concern a moment ago about overburdening  
21 the -- the position. Does it -- does it fit  
22 within the -- the skill set and -- and I'll  
23 leave it at that, the skill set of the -- of  
24 the -- of the president and CEO of the -- of  
25 the corporation?

26 A The current skill set?

27 Q I guess -- I guess we'll -- we'll  
28 put it that way for at least a start.

1           A    Yeah.  I think my experience in  
2 safety and risk management is as good as  
3 anybody else's in the business, so I think it  
4 does fit at least my skill set; the limited  
5 skill set I have.

6           Q    I'm going now to shift to a -- a  
7 third topic, and -- and that is the  
8 regionalization plan that you touched on on  
9 page 1-3 of your testimony.  I believe it  
10 starts at the bottom of page 1-2 and  
11 continues onto the page of 1- -- top of  
12 page 1-3.  Do you see that?

13          A    Yes, I do.

14          Q    Okay.  So at the bottom of  
15 page 1-2, that's line 33, you say, "We're  
16 submitting a plan to create local operating  
17 regions," et cetera.

18          A    Yep.

19          Q    Is there a plan yet?

20          A    There is a plan to make a plan.  
21 There's an outline of a plan.  We've actually  
22 done a lot of studying on this, but we don't  
23 have a final plan to submit to the Commission  
24 yet.

25          Q    You say you have an outline of a  
26 plan, then?

27          A    Yep.

28          Q    Can you describe that outline for

1 us?

2 A Sure. Well, let me back up a step  
3 and say why we're doing this. I mean this is  
4 a way to get back closer to your customer. I  
5 think the utility business is a local  
6 operating business every day, and when you  
7 get close to your customer, it's better for  
8 everybody. I think we have, over the years,  
9 gotten too far away from our customers. And  
10 I think when you have as much centralization  
11 as we do and such a diverse territory -- we  
12 know that Stockton and San Francisco are two  
13 different places with two different sets of  
14 customers and customer interests and those  
15 things. So this is really about, one,  
16 getting closer to your customer. Two, local  
17 decision-making and risk management will  
18 centralize support. So what will this look  
19 like? I would predict that it'll be four or  
20 five regions. We have studied a number of  
21 different models. And then we have a number  
22 of things to determine; how to divide them  
23 up, is this by county, by circuit, by -- what  
24 is the -- what is the -- the divisor. And  
25 then the --

26 Q I'm sorry to interrupt you. You  
27 said -- did you say, "divisor"?

28 A Divisor.

1 Q D-i-v-i-s-o-r?

2 A Yes.

3 Q Okay. Thank you.

4 A I think that's a word.

5 Q Yeah, if you think of it  
6 mathematically. But, okay.

7 A I was a liberal arts major.  
8 What -- the stage we're at now is we're  
9 determining what is a local decision, local  
10 function, what is a centralized function, and  
11 what is in between. Those are basically the  
12 three buckets. And it's going to take us a  
13 couple of months, I think, to sort all of  
14 this out.

15 Q Okay.

16 A But, I do think it's a good idea.

17 Q Would there be -- would both of the  
18 electric operations and the gas operations be  
19 subject to this regionalization plan?

20 A So our current thinking -- and let  
21 me focus on current thinking, subject to  
22 change -- is that we would have some of the  
23 everyday functions of gas and electric be  
24 localized; responsiveness to the customer.  
25 Other things, you would centralize and keep  
26 the way they are; say, transmission of  
27 electricity, transmission of gas, asset  
28 management, these things. There's still a

1 lot of work to do here. But, if you think  
2 about our business, responsiveness to  
3 day-to-day customer needs, relighting pilot  
4 lights, opening up outage lines, the more  
5 locally you can do that, the better.

6 Q And is the current thinking that  
7 the gas operations, to the extent that there  
8 were -- there were -- there were regions for  
9 gas and electric operations, that the regions  
10 would be the same for both gas and electric?

11 A That's a good general starting  
12 proposition. I don't know that it will work  
13 exactly that way. The other thing we need to  
14 make sure of is that operating safety of both  
15 gas and electric we don't take any steps that  
16 are anything other than positive toward more  
17 safe operations. So that's another  
18 character -- or character issue we have to  
19 identify as we move forward.

20 Q And you -- you mention that it's --  
21 this is in development, and you need a little  
22 bit more time.

23 What -- what is PG&E's thinking --  
24 what is your thinking about when PG&E will be  
25 ready to present a -- a -- a complete  
26 proposal publicly?

27 A I don't have a complete answer to  
28 that. I think there was a Assigned

1 Commissioner's Ruling in this docket that may  
2 ask us some questions about this and maybe  
3 when we're going to file a plan. So I don't  
4 know the answer, but sometime before  
5 confirmation, before June 30th.

6 Q PG&E would have a well-developed  
7 plan that's ready to present sometime before  
8 June 30th?

9 A Correct.

10 Q Will the board be involved in -- in  
11 shaping this plan in any way?

12 A Oh, absolutely.

13 Q Will the regional officers that I  
14 think you -- you reference in your  
15 testimony -- will they be -- will they be  
16 reporting to the utility CEO or the  
17 corporation CEO?

18 A Again, that hasn't been determined.  
19 It could go either way. I would think  
20 logically, the utility CEO, but they will  
21 also have corporate functions, I think, like  
22 local politics. That's not the right way to  
23 say it; local public affairs and those kind  
24 of things. We're still working that point.

25 Q Okay. I'm going to stop there.  
26 Thank you for your time today, Mr. Johnson.

27 And that's all my questions for  
28 now.



1 ALJ ALLEN: Thank you, Mr. Long.

2 Let's go off the record for a  
3 moment.

4 (Off the record.)

5 ALJ ALLEN: On the record.

6 While we were off the record, we  
7 marked some exhibits for Mr. Abrams. We'll  
8 go over those numbers in a minute.

9 I believe next for cross-examination  
10 will be Ms. Sheriff. Ms. Sheriff?

11 MS. SHERIFF: Thank you, your Honor.

12 CROSS-EXAMINATION

13 BY MS. SHERIFF:

14 Q Good afternoon, Mr. Johnson.

15 A Good afternoon.

16 Q My name is Nora Sheriff. I  
17 represent the California Large Energy  
18 Consumers Association, or CLECA, a group of  
19 large power customers in PG&E's service  
20 territory and Southern California Edison  
21 Company service territory.

22 Just one quick clarifying question.  
23 In your discussion with Mr. Long, you  
24 referenced the term industrial. Did you mean  
25 industrial in the context of the electric  
26 utility or industrial in a broader sense?

27 A I believe I was referencing  
28 industrial safety. I was talking about

1 compared in the utility industry.

2 Q Okay. Thank you.

3 A Or maybe personnel safety is a  
4 better way to describe it.

5 Q Thank you for that clarification.  
6 If we could turn to your testimony at  
7 page 1-10, you discuss the pending proposals  
8 in the safety culture investigation, which  
9 include periodic review of the Certificate of  
10 Public Convenience and Necessity or the  
11 holding company structure. Please let me  
12 know when you're at page 1-10.

13 A I'm at 1-10.

14 Q Okay. As you know, President  
15 Batjer's proposal suggests the possibility of  
16 a future review of the Certificate of Public  
17 Convenience and Necessity, yet, you've  
18 suggested here a moratorium on the pending  
19 proposals in the safety culture  
20 investigation, at lines 7 to 9, quote, for at  
21 least a proposed initial time period for the  
22 regional restructuring plan.

23 What is that proposed initial time  
24 period for the regional restructuring plan?

25 A We will have a plan before the  
26 Commission before June 30th of this year.

27 Q I -- I understand that's when you  
28 plan to submit your plan. I'm asking what

1 time period would you like to hold these  
2 other pending proposals, have a moratorium on  
3 them?

4 A You know, there's a practical  
5 reality to this statement. First of all, I  
6 don't quibble with the idea that the  
7 Commission has the power to review and  
8 potentially revoke, with due process, CPCNs.  
9 So that's really not the issue. The issue  
10 here is we have to emerge somehow in some  
11 form from bankruptcy, and if we are debating  
12 at the same time what the corporate form  
13 or -- or structure is, I don't think both of  
14 those things can happen at the same time. So  
15 the suggestion here is we try the  
16 regionalization approach, and see how that  
17 works.

18 Q Again, for how long? Is it the  
19 five-year period that's referenced later in  
20 the testimony, a five-year initial period for  
21 the regional restructuring?

22 A Well, actually, I think -- I would  
23 like to have five years, but the time will be  
24 whatever the Commission says the time will  
25 be.

26 Q Okay.

27 A I think it will take a while to do  
28 the restructuring and a while to look at the

1 results. But, I can ask for the time. I  
2 don't get to decide the time.

3 Q Okay. And are you suggesting this  
4 moratorium on the other pending proposals  
5 while the regional restructuring plan is in  
6 place and has been -- has been implemented  
7 because you believe that regional  
8 restructuring plan will help PG&E improve?

9 A Absolutely, I think it will help us  
10 improve.

11 Q Okay. Are you aware that the  
12 discussion of the regional restructuring plan  
13 in your testimony and in Mr. Vesey's  
14 testimony lacks detail?

15 A Yes, I'm quite aware of that fact.

16 Q Do you know when PG&E's next  
17 General Rate Case filing is due?

18 A I think it's a while, 2023 or four,  
19 maybe. I don't -- apparently, that's not the  
20 right answer. I don't know the right answer.

21 Q Mr. Johnson, would you accept,  
22 subject to check perhaps, that your next  
23 Phase 1 filing is due in the summer of 2021?

24 A I will accept -- yes, I will accept  
25 that.

26 Q And you have said that the company  
27 is working on a restructuring plan. Do you  
28 think, given the scope of analysis and the

1 scope of work, that you could do -- you could  
2 develop a complete and detailed regional  
3 restructuring plan to include in the General  
4 Rate Case filing in the summer of 2021?

5 A Yes.

6 Q And would it be possible for you to  
7 take initial steps now towards greater  
8 responsiveness to customers and a more  
9 regional alignment while you're developing  
10 that more complete and detailed regional  
11 restructuring plan?

12 A Yes.

13 Q Later in the -- in the testimony --  
14 and this is not in -- in your specific  
15 testimony, but you are the -- the head of the  
16 organization, as it were.

17 The proposal is for the regional  
18 restructuring plan to be in place for, quote,  
19 at least five years, end quote. Why so  
20 short?

21 A Well, at some point, you would like  
22 to measure results, right, see if it was the  
23 right answer. I think a five-year period is  
24 plenty of time to know whether this  
25 organizational design and structure works.

26 Q Would you be opposed to considering  
27 eight years, considering the fact that your  
28 General Rate Case cycles are four-year

1 periods? So you would have two General Rate  
2 Case cycles with which to fully implement the  
3 plan, and then review and analyze the impact  
4 of that greater regionalization.

5 A I wouldn't be opposed to that, as a  
6 general proposition. If, in year five or six  
7 we figured out this wasn't the right idea, I  
8 would hate to be bound to continue it. I do  
9 think it's the right idea. I don't think  
10 that will happen. So, as a general  
11 proposition, "Yes" on eight years. But, you  
12 know, we should think about this as we go  
13 along and evaluate as we go along.

14 Q And PG&E has also suggested in  
15 other forums that the public safety power  
16 shutoff events would occur for ten years.  
17 Would you consider committing PG&E to the  
18 regional restructuring plan -- plan for a  
19 period of 12 years, so three General Rate  
20 Case cycles, with the caveat that if it's  
21 clearly not working out, there can be due  
22 process and evidence to show that, and -- and  
23 things can change, but, committing it to a  
24 12-year period to extend beyond the ten years  
25 proposed for the public safety power shutoff  
26 events?

27 A This is a hard question, because  
28 it's tied to a ten-year PSPS plan that I

1 think we need to shorten to a much shorter  
2 period, to the extent we can. You know, I'm  
3 committing people who will be sitting in this  
4 chair long after I am to an organizational  
5 design here, which I hate to do for more than  
6 eight years; just seems for me to make a  
7 decision for other people ten years from now  
8 would be difficult.

9 Q Thank you, Mr. Johnson.

10 Thank you, your Honor. I have  
11 nothing further.

12 ALJ ALLEN: Thank you, Ms. Sheriff.

13 Let's go off the record.

14 (Off the record.)

15 ALJ ALLEN: On the record.

16 While we were off record earlier,  
17 Mr. Abrams provided his exhibits, both his  
18 previously served testimony and a number of  
19 cross-examination exhibits.

20 So the document William B. Abrams  
21 reply testimony dated February 21st, 2020 is  
22 marked as Abrams-1.

23 (Exhibit No. ABRAMS-01 was marked  
24 for identification.)

25 ALJ ALLEN: Cross-examination  
26 exhibit -- my version has a handwritten cover  
27 sheet, William B. Abrams Exhibit A, motion to  
28 reconsider TCC RSA, which is a cover sheet on

1 a filing from the United States Bankruptcy  
2 Court. It's marked as Abrams-X-2.

3 (Exhibit No. ABRAMS-X-02 was marked  
4 for identification.)

5 ALJ ALLEN: Next exhibit, William B.  
6 Abrams Exhibit B, objection to noteholders  
7 RSA cover sheet. It's handwritten over a  
8 filing from the U.S. Bankruptcy Court. It's  
9 marked as Abrams-X-3.

10 (Exhibit No. ABRAMS-X-03 was marked  
11 for identification.)

12 ALJ ALLEN: Next is William B. Abrams  
13 Exhibit C, victim letter -- victim letters to  
14 the court, which is a series of attachments.  
15 That is marked as Abrams-X-4.

16 (Exhibit No. ABRAMS-X-04 was marked  
17 for identification.)

18 ALJ ALLEN: And then we have William B.  
19 Abrams Exhibit D, Governor Newsom  
20 December 13th letter is marked as Abrams-X-5.

21 (Exhibit No. ABRAMS-X-05 was marked  
22 for identification.)

23 ALJ ALLEN: Mr. Abrams, you may go  
24 ahead.

25 MR. ABRAMS: Thank you, your Honor.

26 CROSS-EXAMINATION

27 BY MR. ABRAMS:

28 Q Mr. Johnson, thanks very much



1 for -- for being here and taking my  
2 questions. I just wanted to give you a  
3 little background on who I am. I am not a --  
4 an attorney, and so I'm sure my questions  
5 will be different than the others that came  
6 before me. I am a wildfire survivor. I am a  
7 victim of the PG&E wildfires in 2017. I've  
8 been working since that time to work  
9 collaboratively as best as I can towards  
10 solutions as we move forward, and I  
11 appreciate the challenges associated with  
12 PG&E, and I'm here today to try to work  
13 towards solutions. So I hope you take that.  
14 And I will -- I will do my best to try to  
15 separate my emotionality around these issues  
16 from the pragmatic tasks ahead.

17 A Thank you.

18 Q Thanks. So on page 1 of your  
19 testimony, you indicated that PG&E is in the  
20 process of making and is dedicated to  
21 transformative change, and I was wondering if  
22 you would characterize what is in the plan of  
23 reorganization as transformative change?

24 A I believe when all of those steps  
25 are taken it will amount to transformative  
26 change, yes.

27 Q And are you referring to -- because  
28 I think it's -- in some circles, some of

1 these things are a bit conflated in terms of  
2 the testimony around the plan of  
3 restructuring versus the actual legal  
4 document that's going to be put into the --  
5 the bankruptcy court. Can you clarify, is  
6 it -- do you mean the -- which of those you  
7 mean?

8 A Yeah. My reference here is more  
9 toward the materials filed in this docket, in  
10 this proceeding --

11 Q Uh-huh.

12 A -- more related to AB 1054 and the  
13 Commission's jurisdiction on whatever other  
14 bases. I think there is some of this in the  
15 bankruptcy filing, but more here.

16 Q Okay. And in part of my -- my  
17 concern and other victims has been that, as  
18 you can imagine, over the years understanding  
19 what PG&E has stated publicly doesn't always  
20 match what is necessarily in the plan and  
21 committed to in terms of dollars and cents,  
22 in terms of staffing, how do you -- how --  
23 how do you sort of reconcile the fact that  
24 there are these separate documents filed with  
25 the CPUC around what you intend to do, which,  
26 of course, could change based on the  
27 situations, and what you commit to do legally  
28 in the U.S. Bankruptcy Court?

1           A    Well, first of all, if I say  
2 something, I write something down, I'm going  
3 to do it. That's -- I'll start it there.

4           Q    Yeah.

5           A    If I make a commitment, you can  
6 count on it. But, here, the -- there's sort  
7 of a virtuous cycle or circle. The  
8 Commission has to approve what it does, the  
9 bankruptcy court has to approve of what it  
10 does, and then they sort of have to approve  
11 of what each other does. There's a  
12 multi-level approval process that I think  
13 will knit all of these things together.

14          Q    And would it be fair to expect, as  
15 a victim who is, you know, soon to be part of  
16 a -- a trust where 50 percent of their  
17 rebuilding their homes and their lives is  
18 counted on, that an expectation that what is  
19 in testimony and what is submitted to the  
20 CPUC will be incorporated into the plan of  
21 restructuring?

22          A    So I'm not quibbling at all with  
23 what you've said. I don't know how things  
24 get in from one document to the other.

25          Q    Okay.

26          A    But, I think they will both be  
27 approved, or maybe approved as one document,  
28 and the commitments of those documents I

1 fully intend to keep, regardless if it's one  
2 or two.

3 Q Yeah. I appreciate that. And --  
4 and part of the reason why I'm asking that  
5 question is in reference to what you said in  
6 earlier statement that, you know, you are  
7 responsible for what you're responsible while  
8 you're here in this position, and that folks  
9 who come after you may not be bound by the  
10 same words that you speak here or the  
11 testimony, and may count on something more  
12 formal for the path ahead, and -- and  
13 while -- while other parties may look one  
14 year in the future or five years into the  
15 future for PG&E, you know, it's really the  
16 residents, it's the ratepayers, it's the  
17 victims that live around the PG&E lines who  
18 are rebuilding their home, and don't want  
19 that to be just a five-year investment, but  
20 they want that home to be a long-term  
21 investment, and so, you know, counting on and  
22 trusting is something that is difficult to  
23 do, and so, marrying that and making sure  
24 that it's formally submitted would provide a  
25 lot of reassurance to those who are looking  
26 for it. Would you agree with that? ]

27 A I would agree with that, and I  
28 would agree with the fact that that's

1 something we need to do.

2 Can I say something here in  
3 response to that?

4 Q Please.

5 A I don't know this for a fact, but I  
6 believe this to be true that this proceeding  
7 and the scrutiny that the company is under  
8 from the Commissioners, and the Commission,  
9 the Governor's Office. I don't -- I'm pretty  
10 sure the state has never seen anything like  
11 this before, and perhaps no state has seen  
12 this, and my point here is I believe the  
13 Commission and whoever else has a say is  
14 going to hold us to these commitments.

15 I mean, there's the recent ruling  
16 about the additional testimony we need to  
17 file. That looked to me like an exercise in  
18 holding us to our commitments. So I just  
19 share that I think that, you know, we say  
20 people are going to make sure we do it,  
21 including me, but not limited to me.

22 Q I appreciate that. Thank you.

23 I think the commitment is really  
24 key, and one of the things I think is  
25 difficult with some of the testimony and some  
26 of what's been said are what you mentioned  
27 earlier that, you know, safety -- a  
28 safety-first focus, and I think for those who

1 have been here in PG&E service territory for  
2 a very long time, we have heard that mantra  
3 for a very long time, and so a commitment of  
4 safety-first focus often rings hollow from  
5 whomever is sitting in your chair.

6 And, you know, myself and others,  
7 victims, residents are looking for the  
8 metrics. And I know you said that that is a  
9 difficult thing, and you have to be careful  
10 where those are applied, but part of what I  
11 was hoping to see in the plan of  
12 reorganization is a commitment to 30 percent  
13 reduction in risk over X period of time, and  
14 measurement of that risk so that we can get  
15 over this trust gap.

16 ALJ ALLEN: Mr. Abrams.

17 MR. ABRAMS: Yes.

18 ALJ ALLEN: If you can try and make it  
19 more of a question --

20 MR. ABRAMS: More pithy?

21 ALJ ALLEN: -- and less of a statement.  
22 This is the time for cross-examination rather  
23 than quite as much of a dialogue, and I  
24 understand you have a deep background on  
25 this, but if you could focus on the specific  
26 questions you have for Mr. Johnson that would  
27 help us to move it along.

28 MR. ABRAMS: I'll try to be more

1 direct. I was trying to provide background,  
2 but I appreciate that. Thank you, your  
3 Honor.

4 ALJ ALLEN: Go ahead.

5 BY MR. ABRAMS:

6 Q So directly, safety metrics,  
7 performance metrics that residents can rely  
8 on, can those be built into the plan?

9 And can those be tied to what your  
10 investors receive and what ratepayer  
11 reimbursement you receive?

12 Can that be a goal of this plan of  
13 reorganization?

14 A It certainly can be a goal and a  
15 result for the company to show risk  
16 mitigation through its metrics.

17 In fact, I think we've done that I  
18 think in Mr. Lowe's testimony. That's  
19 exactly what we're showing, that we will have  
20 incentives for the workers that are 75  
21 percent focused on safety.

22 Now, that safety requires a risk  
23 reduction. We measure that in terms of, say,  
24 ignitions avoided, system miles hardened,  
25 those things, but those are all  
26 risk-reduction measures.

27 There will be another set of  
28 metrics that go with the wildfire plan that

1 we will develop in conjunction with the  
2 Commission. That will be the same exact  
3 thing, which is all focused on mitigation of  
4 wildfire risk. So I think we're headed  
5 exactly on the path you've described.

6 Q Where is the tie to the return?

7 So part of what I'm concerned about  
8 is that what you've laid out, assuming that  
9 that's how we proceed, is disconnected from  
10 the return that investors, shareholders  
11 receive and disconnected from ratepayer  
12 reimbursement.

13 So, you know, from someone who's  
14 worked in a bunch of corporations, part of  
15 what I understand is the dollars are  
16 important, and, you know, really primary  
17 motivators for how a corporation should  
18 operate amongst other things.

19 So how do we make sure that dollars  
20 are tied to the performance?

21 A I think the -- let's say return,  
22 shareholder return, is tied directly to  
23 performance already. This is how the company  
24 got in bankruptcy; right.

25 The performance was such that there  
26 was no return to the investor. I don't think  
27 it's a good idea to try to condition the  
28 return in a ratesetting concept to any



1 particular metric like safety. I think that  
2 is a financial function of the cost to raise  
3 capital and to pay for the use of that  
4 capital, but I do think the performance of  
5 the entity, particularly in safety,  
6 particularly here, is going to bear directly  
7 on the shareholders' return.

8 If you don't perform, that return  
9 is not going to be good; so I think they're  
10 linked already.

11 Q Okay. Appreciate that.

12 And the reason why I'm asking that  
13 question -- and just by way of example, you  
14 know, one of the corporations I used to work  
15 for Bell Atlantic, became Verizon, and  
16 realized that, you know, the financials  
17 didn't match what they were doing with  
18 Verizon Wireless. It needed to be  
19 innovative. It needed to be, as you stated  
20 in your testimony, transformative.

21 So part of what they did was really  
22 carve out Verizon Wireless with a longer term  
23 investment horizon so that it wasn't so much  
24 that the company that they were used to was  
25 driven not by the short-term yield because  
26 that was problematic to looking forward and  
27 competing in that wireless marketplace that  
28 required innovation.

1           So I know you have been receiving a  
2 lot of suggestions regarding innovations to  
3 the grid, and to whatever extent you feel  
4 that innovation in terms of the business  
5 processes and the technology is important,  
6 wouldn't orienting the finances to that  
7 longer-term horizon be effective?

8           A     Yes. I think you should always  
9 play the long game strategically, financially  
10 and otherwise. That's one reason we have put  
11 out there a five-year plan to show the public  
12 at least what the next five years are, but,  
13 yeah, I certainly agree with the importance  
14 of the strategy that goes long.

15          Q     And one of the reasons why I bring  
16 that up is, you know, part of what I've seen  
17 developing in this plan of reorganization and  
18 the restructuring support agreements that you  
19 reference in your testimony is that the  
20 longer-term investors -- the longer-term  
21 investors who have been with the company for  
22 a long time now, the bondholders, the  
23 noteholders, who had a competing plan dropped  
24 that because they were able to hedge and get  
25 asset liens and protect their investments  
26 over the short term, protect their interest  
27 over the short term, and so the investors  
28 that are really there because they have to be

1 for the long term in the way this is  
2 restructured are the victims.

3 So 21 percent of shares will be  
4 held by this victim trust. And so I'm  
5 concerned, as not being a CFA, a certified  
6 financial analyst, myself that when I see  
7 investors who are more savvy than I am  
8 positioning themselves (sic) and only dropping  
9 their plan when they have asset liens and are  
10 hedging and are waiting for eventuality that  
11 may occur whether that be the next wildfire  
12 or a public takeover or whatever those things  
13 are, when I see them doing that, who know  
14 more than I and are more financially savvy, I  
15 worry about the longer-term implications for  
16 investments by the public, investments by  
17 unsecured shareholders and victims.

18 Can you help me understand that?

19 A There's a lot to unpack there. So  
20 whenever you're in a distressed asset  
21 situation - I've learned a lot of new terms  
22 in the last year - distressed asset  
23 situation, you're going to have money that  
24 comes in and goes out. There are people that  
25 do this for a living, right, and that's just  
26 the way that is.

27 What we're trying to do is set up a  
28 situation where we have the traditional,

1 usual way utility investors come back into  
2 the stock, and the traditional people that  
3 are in the debt markets, but particularly in  
4 the equity.

5 And one of my personal goals,  
6 frankly -- I mean, one of the reasons I came  
7 here was to help victims get paid. And so I  
8 want to do everything I can to make that  
9 stock and that trust go up in price and value  
10 so that when the trust sells it, people like  
11 you get the compensation you deserve. That's  
12 really one of the things I'm focused on.

13 Q Thank you. And certainly there's a  
14 lot of victims out there who appreciate that  
15 and I appreciate that being said.

16 ALJ ALLEN: Just a minute, please.

17 Let's go off the record a second.

18 (Off the record.)

19 ALJ ALLEN: On the record.

20 Go ahead, Mr. Abrams. Thank you.

21 BY MR. ABRAMS:

22 Q One of the points you make, which I  
23 think you just spoke to, is this issue of  
24 fairness, and it's one of these things that  
25 gets talked a lot about, about what is fair,  
26 and I guess this points to some of those  
27 issues that you mentioned, which is really  
28 the only group of claimants in this plan of

1 restructuring that are getting compensated in  
2 unsecure stock are the victims.

3 And so you would think for fairness  
4 purposes that the investors who are more  
5 savvy, who are more connected to the company,  
6 would be those with those unsecured standing  
7 so that victims, to your point who you have  
8 made a first priority in your testimony, are  
9 the ones who are paid in cash.

10 And it -- it -- you know, and part  
11 of this also goes to the point of fairness,  
12 and let me just very quickly make a brief  
13 analogy: A man burns down your home. He  
14 doesn't have enough money to pay for it. He  
15 says, Look, I can only pay you for 50 percent  
16 of your rebuilding costs, but I got a great  
17 investment for you for the rest of the 50  
18 percent. Trust me. I got you covered.

19 Doesn't strike me as really fair.  
20 And so I know an individual isn't exactly  
21 like a corporation, but you would think in a  
22 plan of restructuring, in terms of the  
23 priorities that you state in your testimony  
24 that you would make that a top priority to  
25 make sure that those victims are made whole  
26 in cash, and that the folks who are more  
27 savvy investors, who understand how to hedge  
28 the risk are the ones who are subject to the

1 changes in the marketplace, and more subject  
2 to the next wildfire; is that fair?

3 MR. MANHEIM: Your Honor, at this point  
4 I'm going to object. I think we've crossed  
5 over to the issues that are in the bankruptcy  
6 court, not before this Commission.

7 ALJ ALLEN: Well, I think there's a  
8 question here if Mr. Johnson can answer it.

9 I think, Mr. Abrams, if I'm  
10 understanding the question, you're asking:  
11 Is there a reason why the victims are  
12 unsecured and the investors are secured; is  
13 that correct?

14 MR. ABRAMS: That's correct.

15 And it's because of the future of  
16 the company; right?

17 So part of the reason why I'm asking  
18 it is because this is who's going to be  
19 responsible.

20 ALJ ALLEN: Objection is overruled.  
21 You may answer the question if you understand  
22 it.

23 THE WITNESS: Thank you.

24 I'm trying to say this in an  
25 intelligent way, which is alluding me. You  
26 know, fairness is often in the eye of the  
27 beholder. And I do not get to make the rules  
28 in the bankruptcy court of the United States

1 nor did I have a hand in fashioning the  
2 settlements or the RSAs or any of those  
3 things. That is the work of a series of  
4 legal and financial professionals, and they  
5 know that work, and I don't, so I understand  
6 exactly what you're saying.

7 I'm going to do everything I can to  
8 make that stock valuable, but I can't -- I  
9 can't fix this issue. I just can't. I don't  
10 have the power to do it.

11 BY MR. ABRAMS:

12 Q Help me understand that or help us  
13 understand that. As the CEO, if you were to  
14 instruct those who are putting this deal  
15 together to say, I've stated my top priority  
16 is the victim. Go get it done.

17 Is that not something that you have  
18 the authority to do?

19 A I'm not sure I do because that  
20 deal, for lack of a better word -- I'm not  
21 using the pejorative term. You know, there's  
22 an official Tort Claimants Committee in the  
23 bankruptcy court. It's an official  
24 committee. That means something in  
25 bankruptcy, that these are the people  
26 representing the tort claimants' interests.

27 We have a plan sponsor on our side,  
28 and before that, there were a couple of plan

1 sponsors. They're the ones that make these  
2 arrangements, and then do we support them or  
3 not? That's really how it works.

4 Q So your understanding is that the  
5 Tort Claimants Committee are the folks who  
6 went in that direction?

7 A Well, I think a bunch of folks went  
8 in that direction because that's where it  
9 ended up. So a bunch of them -- everybody  
10 had to go in that direction at some point.

11 Q Also, on page 1 of your testimony,  
12 you state that safe and reliable service -- I  
13 think it's third on the list. I'm not sure  
14 it was necessarily in priority order.

15 I'm wondering how at the executive  
16 level are you measuring safe and are you  
17 measuring reliable.

18 So what are those charts and  
19 figures that you look at to assess whether  
20 we're operating safely and reliably?

21 A Let's start with safety. There are  
22 two main categories: Personnel safety, which  
23 is things like DART rate, OSHA rate, how well  
24 our own employees, our folks, are working  
25 safely. And then there are external  
26 measures, and the real external measure of  
27 focus at the moment has to deal with wildfire  
28 litigation; right. So we had catastrophic



1 wildfires. Are we doing the right thing in  
2 PSPS, all those things. There's a bunch of  
3 metrics that go with that. So that's sort of  
4 public safety and personnel safety. That's  
5 how we measure it.

6 Reliability; it used to be easy.  
7 It used to be how many outages, how long did  
8 they last, and what caused them.

9 Reliability now also has to take  
10 into account the impacts of PSPS events: How  
11 big was the scope; how long did they last;  
12 how long was restoration. So that has been  
13 added to the measures of reliability.

14 Q Mr. Pender, in the Wildfire  
15 Mitigation Plan proceeding, mentions that  
16 PG&E was looking to have shorter public PSPS  
17 events, but, perhaps, more of them during a  
18 period of extreme weather.

19 And I'm wondering how PG&E came to  
20 a point of understanding that more power  
21 shutoffs rather than an extended power  
22 shutoff?

23 So just to put an example out  
24 there, one power shutoff for two days versus  
25 five power shutoffs all being an hour and a  
26 half each over that same period of time.

27 What brought the company to the  
28 understanding that that was the better path

1 forward?

2 A So first of all, I am not familiar  
3 with him saying that. I'm not questioning  
4 it, but I'm just not familiar with that, but  
5 I can speculate. My lawyers are now shaking  
6 their heads, no.

7 The precision that we should be  
8 able to gain over time based on more granular  
9 information, more artificial intelligence so  
10 that we could move to a position like San  
11 Diego Gas & Electric.

12 They have about a 10-year head  
13 start on us. We're copying everything they  
14 do as fast as we can, but you can do this  
15 surgically in small areas for small periods  
16 of time. That's what I think you're  
17 referring to, and there are a lot of tools  
18 we're working on that should help us be able  
19 to do that.

20 Q So to bring this back around to the  
21 plan of reorganization, you know, these  
22 executive level measures of safety and  
23 reliability, you know, I know part of what  
24 you're talking about is making sure that  
25 those are incentivized within the  
26 organization.

27 Again, part of what myself and  
28 other parties have put forward is have that

1 tied to a bottom-line metric, like a return  
2 on safety similar to what an ROI or an ROE  
3 might look like.

4 And have you thought about having  
5 as a bottom-line metric tied to your  
6 investments something like a return on safety  
7 to incorporate in the planned restructuring?

8 A I have thought about including  
9 metrics that are heavily weighted toward  
10 safety, but not entirely because I think  
11 there are other things that matter.

12 I think customer service, customer  
13 welfare matters. I actually think financial  
14 health matters, and that there ought to be  
15 some relatively small, compared to safety,  
16 piece, but my own experience and my own view,  
17 the safest companies are frequently the most  
18 financially healthy, have the greatest  
19 customer satisfaction, and are the best run.

20 So I think those things all go  
21 together, but as a single thing on safety, I  
22 believe there are other elements that are  
23 important.

24 Q I appreciate that, and I think  
25 that's fair.

26 ALJ ALLEN: Excuse me, Mr. Abrams.

27 At this time, I would like to take a  
28 brief recess. So we'll be in recess until

1 2:35 by the wall clock. Thank you.

2 (Recess taken.)

3 ALJ ALLEN: On the record, Mr. Abrams.

4 MR. ABRAMS: Thank you, your Honor.

5 Q Mr. Johnson, thanks for continuing  
6 with me. At the bottom of page 1-4, leading  
7 into 1-5, you described, you know, the  
8 wildfires that PG&E is taking account of, and  
9 absent from that list, as you mentioned  
10 earlier from Mr. Long's questions, is the  
11 Kincade Fire, and part of what I certainly  
12 understand from your statement is that PG&E  
13 is not prepared at this point to take  
14 responsibility for that.

15 And, I guess, part of what I'm  
16 trying to ask is specific to Kincade, but  
17 more broadly, which is, doesn't it not make  
18 good corporate sense for a company looking to  
19 rebuild trust to not wait necessarily for  
20 some outside source to come in with a gotcha  
21 jumper picture or a photo that makes it clear  
22 and convincing that PG&E started the fire,  
23 but would it not make sense for this or for  
24 other incidences for PG&E to step forward and  
25 say: Yes, we take responsibility, and  
26 whether that's in part caused by PG&E and  
27 other factors, but that we take  
28 responsibility for that fire or for other

1 similar instances.

2 How do you evaluate, as a company  
3 and as an executive, when to step forward and  
4 take responsibility before others point to  
5 it?

6 A So I suspect if this was a very  
7 clear situation, we would know by now who  
8 started that fire, and it is not clear. It's  
9 a complex situation. Cal Fire is  
10 investigating.

11 And so direct response to your  
12 question, I don't think any company should  
13 hurry out to admit to things they didn't do,  
14 particularly if it has consequences for  
15 customers, for communities, for shareholders.

16 I'll tell you, I think we've been  
17 very transparent about this. As soon as the  
18 event happened, as soon as we knew that our  
19 tower was in the fire area, we have been  
20 public and very open about this and very open  
21 with Cal Fire.

22 But I just don't think the fact  
23 that we had had fires in the past that were  
24 related to our equipment would somehow make  
25 it smart for us to admit to things that we  
26 didn't do.

27 I mean, one of the funny things I  
28 saw in the fire season is that we were blamed

1 for the Getty Fire in Los Angeles. So I  
2 don't think we should admit to these things  
3 that can't possibly be true.

4 Q Understood.

5 You know, part of that is sort of  
6 the difficulty with what may be prudent  
7 financially to take ownership for isn't  
8 necessarily the best thing from a  
9 trust-building communication standpoint to  
10 take ownership for.

11 So, you know, how is that -- help  
12 me understand the PG&E processes for looking  
13 at those types of things.

14 Is it, you know, while there's five  
15 percent here that is absolutely our  
16 responsibility, and we're going to get ahead  
17 of this and take ownership for that five  
18 percent?

19 Or is it, Look, it's only five  
20 percent now, and until it gets to 25, 30  
21 percent, that's when -- you know, how do  
22 those discussions take place?

23 A Those discussions are, in fact,  
24 bound by SEC disclosure and GAAP accounting.  
25 When you have a situation - and I'm not an  
26 accountant - that is "likely" versus  
27 "probable" versus "possible," it all requires  
28 different disclosures in both your SEC and in

1 your accounting.

2 So what we do is, we take the facts  
3 that we know. Kincade, we know there was a  
4 fire in that area, and we know that at this  
5 tower with the jumpers was in the fire area.  
6 That's what we know.

7 So is that likely that we caused  
8 it? Is it possible? And that's exactly how  
9 we evaluate according to the SCC requirements  
10 on disclosure. ]

11 Q Okay. And I think -- you know, I  
12 just -- part of that is a difficulty for the  
13 folks on the ground; right?

14 And so part of what will help to  
15 ensure that PG&E has a bright future and this  
16 plan of reorganization turns into a healthy  
17 utility is going to really depend on the  
18 public's perception of the path forward.

19 And so, you know, I have friends  
20 who lost homes from the Kincade Fire. And  
21 people are rebuilding their homes where these  
22 fires are occurring. And part of what folks  
23 understand from a general perspective is  
24 corporate citizenship. It is things like  
25 that. What makes a good corporate citizen.

26 ALJ ALLEN: Mr. Abrams, if you could  
27 focus on a question. This is Mr. Johnson's  
28 turn to testify rather than your turn to

1 testify.

2 MR. ABRAMS: Thank you. Sorry.

3 ALJ ALLEN: I understand this is an  
4 important issue for you.

5 MR. ABRAMS: It is. I will be more  
6 succinct.

7 ALJ ALLEN: Thank you.

8 BY MR. ABRAMS:

9 Q How do you convince a public that  
10 you are -- have a plan for good corporate  
11 citizenry as opposed to ensuring SCC filings  
12 and the financial interests of your  
13 investors?

14 A And the financial interest of our  
15 customers who should not be paying for fires  
16 that they're not responsible for.

17 But how do you rebuild trust and  
18 confidence? I think there's a pretty  
19 straight forward answer to that. Flawless  
20 execution of your business over time, no more  
21 disasters, no more fatalities, no more  
22 catastrophes. That's step one.

23 Two, to live around your  
24 commitments every day. Reliability,  
25 affordability, clean, with a smile. You  
26 know?

27 I don't think we can buy our way  
28 back into the good graces of anybody. Nor do



1 I think we can build trust and confidence by  
2 agreeing to pay for things that we didn't do.  
3 Lord knows we have done enough things that we  
4 actually did and have to pay for. I don't  
5 think we need to be, you know, paying for  
6 things we don't.

7 I think there's a much simpler  
8 proposition. Avoid catastrophe, go about  
9 your business in the right way, serve your  
10 customers, make them happy to take service  
11 from you. Take a while. Drive that stock  
12 price up for the trust.

13 Q Okay. So in your testimony in one  
14 of the sections, it was -- the header is  
15 Backdrop to PG&E's Plan of Reorganization.

16 A Yes.

17 Q And you seem to say as part of your  
18 struggles with management is that PG&E is so  
19 big that it's very difficult to manage. And  
20 that you have -- that it is unfair in some  
21 ways to compare PG&E to San Diego Gas &  
22 Electric with a smaller territory and maybe  
23 less breadth.

24 Do you feel that your -- the size  
25 of your company is more a help or hindrance  
26 in terms of how you're restructured and  
27 moving forward?

28 A Size is always both. As a person

1 of size, I can tell you this personally. You  
2 know, the scale -- size and scale in terms of  
3 finance, in terms of bringing expertise from  
4 your workforce, in terms of restoration.  
5 Size and scale is hugely important.

6 It complicates -- it can complicate  
7 operations. But that is a function of who  
8 you have doing the operation more than it is  
9 just size. You know, there are organizations  
10 within 20 miles of here maybe 30 much more  
11 larger than PG&E and quite successful. So I  
12 don't mean to imply there's any excuse about  
13 our performance based on size.

14 Q Thank you. I appreciate that. And  
15 I think that's good to hear.

16 So how are you leveraging those  
17 economies of scale in how you operate your  
18 business?

19 A So a number of ways. You can do it  
20 in supply chain and purchasing and  
21 procurement where you are at scale.  
22 Certainly in restoration work where you can  
23 move people around. Diversity of thinking  
24 with that number of employees turns out to be  
25 a very valuable thing. So I think there's a  
26 lot of ways that scale helps us.

27 Q So part of my reason for asking  
28 those questions is I think when incidents

1 have come up and things that you point to in  
2 your plan of reorganization that will change,  
3 part of what that is are pointing to external  
4 factors as to why disasters occur and how  
5 risk is measured associated with those  
6 external factors and the internal factors and  
7 would like to get a sense of how those come  
8 together in a plan of reorganization.

9 So part of what this is how do you  
10 put forward: These are our risks externally,  
11 and these are the risks internally to the  
12 company so that we understand the risks  
13 moving forward as a public?

14 A So we have a -- what I would say --  
15 robust risk identification and management  
16 system that will improve as we go along here.  
17 But fairly robust. And tomorrow or whenever  
18 Mr. Vesey is up, he has this in his  
19 testimony.

20 But what we do is we identify  
21 internal and external risks. We do what's  
22 called, "A bowtie analysis." Which is a risk  
23 consequence mitigation in a three part  
24 fashion. And, you know, probably the biggest  
25 external risk at the moment is climate change  
26 and what it's doing to the wildfire risk.

27 But, you know, we address these  
28 things in our Enterprise and Operational Risk

1 Management Program. Prioritize them, measure  
2 them, and have plans to mitigate those that  
3 we can.

4 Q I understand. And I think --  
5 again, managing expectation. So I think many  
6 of the victims to these fires will listen to  
7 climate change and will hear that and will  
8 say, "Well, they've been neglecting their  
9 infrastructure for so long that of course  
10 climate change caught up to them. But it's  
11 the neglect of their infrastructure that  
12 really is the main focus. And every time an  
13 incident happens that they point to this  
14 external climate change, it's not taking  
15 responsibility for the neglected  
16 infrastructure."

17 Is there a way to get over that  
18 trust gap?

19 A So I think it's both. Both  
20 equipment and climate. Again, I haven't  
21 studied this, because it's too hard to study,  
22 and I came here to look forward and not  
23 backwards.

24 But an observation for me is that  
25 the risk of the equipment lagged the risk of  
26 the fire. I'm not saying it's that if we  
27 look back five or six years and the same  
28 equipment in the same condition does the same

1 thing, it's a much different risk than it is  
2 in 2019.

3 So I think a lot of the condition  
4 of the equipment that was okay a decade ago  
5 isn't okay anymore. You go back less than a  
6 decade, the theory was you're not going to  
7 have wildfire in Northern California. So  
8 obviously there are some problems with the  
9 equipment. The Camp Fire failed. So it's  
10 both. And I think we have to address both.

11 I don't think we should be allowed  
12 -- well, we shouldn't say this and we  
13 shouldn't be allowed to say that this is just  
14 climate change. It's not just external. We  
15 have a piece of this; right?

16 And under an inverse, it doesn't  
17 matter what the condition of the equipment  
18 was. It either was an affective part of the  
19 fire or not. But it's definitely both of  
20 those things that are causing the risk.

21 Q So how do the -- what new financial  
22 mechanisms are within this plan of  
23 reorganization to address that -- those  
24 infrastructure deficiencies?

25 So what I mean by that is: You  
26 know, having greater return perhaps for  
27 investors on risk mitigation, innovation,  
28 shortening the timeline associated with the

1 deployment of new technology of testing. How  
2 do you manage those -- that financial picture  
3 when your investors are looking for month  
4 over month short term yields?

5 A In our business, in the utility  
6 business, the regulated utility business we  
7 don't just get to go invest in what we want  
8 to go invest in. These things require  
9 Commission approval.

10 And the plan that we have put out  
11 said we have a five-year projection of \$40  
12 billion of investment that we have to raise  
13 through equity and otherwise that is  
14 generally voted toward what you have said:  
15 Infrastructure improvement, wildfire risk  
16 reduction and mitigation. We are doing a  
17 number of other things that are innovative,  
18 but they're not innovative in the financial  
19 sense.

20 Q Have you considered that? So part  
21 of this is these big buckets of money. We're  
22 not quite sure as investors, shareholders, or  
23 as the public that those big buckets of money  
24 are going to go to necessarily things that we  
25 care about, which are mitigating risks.

26 So have you considered financial  
27 mechanisms to target risk? To target  
28 invasion? Have you considered those things

1 as an executive team?

2 A We have certainly considered  
3 innovation to mitigate risk. In terms of big  
4 data and AI and predictive versus forecast,  
5 those things, I don't think we have a  
6 mechanism to tie that to the finances.

7 Q So that has not been looked at?

8 A No.

9 Q Okay. So one of the things that  
10 you stated in your testimony was that you  
11 felt that the safety culture OII should be  
12 put in a moratorium I think was the word that  
13 was used.

14 How do you -- how does that make  
15 sense to approve a plan of reorganization and  
16 then figure out if the culture is oriented to  
17 safety? Does it not make logical sense to  
18 first figure out is the culture safe and then  
19 exit bankruptcy?

20 A I think in our request to stay the  
21 proceeding, we're only staying the part  
22 related to for lack of a better word  
23 "corporate form." What is the best form or  
24 format for the company to operate in? I  
25 think the rest of it will continue.

26 But as a practical matter as I said  
27 earlier, we have to emerge as something. We  
28 have to do a very large equity and debt

1 raise. We have to be something to do that.  
2 We hope to be a regional for some period of  
3 time.

4 But our ask on that piece was  
5 really just on the structural piece of the  
6 safety culture OII.

7 Q Thank you. Do you think that  
8 regulation culture is an achievable task?

9 A Would you repeat that question,  
10 please?

11 Q So regulating culture. So culture  
12 within a corporation can mean lots of  
13 different things. But, you know, essentially  
14 it's how you think and how that transfers  
15 into action.

16 So the culture within an  
17 organization -- the Commission has been  
18 charged with regulating a safety culture. Is  
19 that something that a regulatory body can  
20 regulate? Can they regulate culture?

21 A Well, they can regulate whatever is  
22 within their purview, their jurisdiction. If  
23 you're asking me whether I think they can  
24 actually get to regulating culture, I think  
25 that is a very difficult thing.

26 I think the regulatory goal is to  
27 make sure we're doing the things we need to  
28 do to generate good safety culture. I think



1 it's very difficult for anybody to do that at  
2 a distance. It's difficult up close and  
3 impossible from a distance.

4 Q So what tools do you think should  
5 be used? So metrics that they should look  
6 at? Monitoring tools to get at that given  
7 what you said that safety culture is hard to  
8 regulate? What are the tools that would be  
9 leveraged for that?

10 A So the way I think about this is  
11 safety is essentially an exercise in risk  
12 identification and mitigation. And so for  
13 me, the answer is tied up into your risk  
14 management programs. Things like EORM, and  
15 RAMP and the Safety Modelling S-Map.

16 I think the Commission has a number  
17 of these tools that we apply in conjunction  
18 with our own program. And I think that's  
19 really where the action is. If you  
20 understand your risks and you're  
21 appropriately mitigating them, that's where I  
22 think you can really -- I mean, you look at  
23 the history of PG&E over the last decade.  
24 One of the things you can draw as a  
25 conclusion was we didn't appreciate the  
26 risks; right? Seems like a fair assessment  
27 to me.

28 So safety metrics, risk programs in

1 conjunction with the regulator to do with  
2 this. I think that's really where you need  
3 to go.

4 Q I appreciate that. In your  
5 testimony on page 1-5, lines 11 through 13,  
6 you state that:

7 Boards have extensive expertise in  
8 utility operations, regulation,  
9 safety, and renewable energy,  
10 finance, and technology.

11 Can you talk a little bit about what  
12 is their specific safety background that  
13 you're referencing there?

14 A Certainly. Four of the board  
15 members -- and until recently five of them --  
16 came out of utility backgrounds where safety  
17 was an essential part of their everyday  
18 business. And I've never seen a utility  
19 board with five utility folks on it before.  
20 So I thought the direct experience and safety  
21 in the utility space gas, electric, and  
22 nuclear was pretty broad.

23 Q Are there skills that you feel are  
24 not as well represented on the board that you  
25 think should be there?

26 A That's a good question, and I'm not  
27 going to answer it. My answer is that chair  
28 Nora Brownell will be available, and her

1 testimony covers a number of these topics,  
2 and I think she's a better one to ask.

3 Q Fair enough.

4 A Fair enough. I think they're doing  
5 a great job if she asks.

6 Q So I'm trying to inquire about  
7 transferable skills and to whatever extent  
8 you feel like that is really important to  
9 have on the board. I've appreciated that  
10 there are a number of folks who are -- have  
11 safety skills from the utility space or maybe  
12 more broadly the energy space.

13 But I think, you know, part of this  
14 there are safety applications from other  
15 industries whether they be tech or telecom or  
16 manufacturing or other skill sets that are  
17 perhaps removed from the day-to-day business  
18 of PG&E to be leveraged. And I'm wondering  
19 to what extent you feel like bringing those  
20 in for some, you know, reorganization might  
21 be possible?

22 A I would welcome the addition of  
23 safety skills from outside the industry  
24 whenever the board is refreshed. When I got  
25 here, we had a board member who was a high  
26 level executive at Alaska Airlines and was  
27 put on the board specifically because of the  
28 expertise of safety in the airline industry.

1 He has since departed. But kind of a  
2 different view of the same issues I think  
3 would be helpful.

4 Q Good to hear you say that. One of  
5 those things that comes from the aviation  
6 industry that is leveraged there to a very  
7 large extent as I'm sure you're aware is  
8 measurement and management of risk. So  
9 everything that goes on an airplane is  
10 assessed based on its risk.

11 Do you feel like that level of risk  
12 assessment up and down the infrastructure is  
13 important for PG&E to measure, assess, and  
14 report out?

15 A I think some level of oversight,  
16 assessment, whatever term we're using here is  
17 appropriate. I think it differs depending on  
18 the asset category, the asset location. Not  
19 all assets are the same risk or the same  
20 importance.

21 So I don't think it's -- like in an  
22 airplane, everything is really important. I  
23 think it's a little different in our space.  
24 They all have to have some analysis and  
25 oversight, but I would think it varies  
26 greatly depending on what they are and where  
27 they are.

28 Q If the Kincade Fire is assessed and

1 this jumper is shown to be the cause, are  
2 those types of findings that perhaps were not  
3 on your radar in terms of assessing risk, did  
4 they not point to perhaps a greater analysis  
5 of risk in the company? And shouldn't a plan  
6 of reorganization be structured around a  
7 broader assessment of risk because these  
8 outliers, as maybe they would be described  
9 prior to events, end up being causes of  
10 fires?

11 A I think the POR in all of its  
12 pieces including the piece we're here on is  
13 based on a broad risk assessment platform.  
14 We're not just using a CRO.

15 In Mr. Vesey's testimony, there is  
16 a lot of information about upgrades to our  
17 own risk management systems and how  
18 sophisticated they are.

19 I would say on the Kincade, you  
20 know, sometimes things just break. And  
21 here's why I say that. I don't know. Like I  
22 said, we don't know who caused the fire; who  
23 started the fire. But that tower was  
24 inspected a number of times over the last  
25 24 months by high-level qualified electrical  
26 workers and found to be fit for duty. Fit  
27 for purpose.

28 So I'm not sure you can ever get to

1 a point where you can identify every risk.

2 Q So part of that, I think, is a  
3 difficult message to get across to the public  
4 that "sometimes things just break."

5 Especially when the company seems to have  
6 these things occurring on a very regular  
7 basis. Does that statement not carry with  
8 it, sort of, a lack of recognition in terms  
9 of how that might be perceived in terms of  
10 the actions moving forward?

11 In other words, if things just  
12 break, then we move on. But if we assess  
13 them, measure them, mitigate them, isn't that  
14 what the public and the Commission is looking  
15 for?

16 A And I think that's what I said we  
17 did at Kincade. We inspected it. We  
18 measured it. We analyzed and found it to be  
19 suitable for purpose.

20 I think the short answer to a long  
21 question is: We cannot eliminate the risk.  
22 We cannot eliminate the risk of fire. We  
23 cannot eliminate the risk of equipment  
24 failure. We can mitigate it. We can do  
25 everything we can to mitigate it, but you  
26 cannot eliminate it.

27 Q At the bottom of page 1-5 of your  
28 testimony, you state:

1 PG&E is dedicated to emerging from  
2 Chapter 11 as a utility that safely  
3 and reliably delivers affordable and  
4 clean energy to your customers and  
5 communities.

6 How many PG&E-ignited fires during a  
7 wildfire season do you think would  
8 demonstrate that you did not emerge from  
9 Chapter 11 as a utility that delivers safety?

10 A I don't think there's any way for  
11 me to conjure an answer to that question.

12 Q What I'm trying to understand are  
13 success metrics. So if this plan of  
14 reorganization is successful -- so going into  
15 wildfire season, it's no coincidence; right,  
16 that June 30th is the deadline for this plan,  
17 and it also happens to be the start of  
18 wildfire season.

19 So if there's a large wildfire that  
20 happens, would you say that your plan of  
21 restructuring has failed and the company has  
22 failed completely? Or is it two fires? How  
23 do you assess success?

24 A I don't think we have enough facts  
25 in the equation. What caused these fires?  
26 Were they on distribution? Were they on  
27 transmission? Were they in areas where you  
28 would rather suppress the fire than prevent

1 it and hence get out a PSPS regime in that  
2 area?

3 I just don't -- we will have fires  
4 next year, this year, whatever year we're in.  
5 The goal is no catastrophic, no fatal.  
6 That's the goal.

7 Q And I'm trying to bring this back  
8 to the plan. I'm trying to understand how we  
9 assess and how we look at this plan assuming  
10 that it's approved and understand it was --  
11 how do you assess the plan? What is your  
12 measure of this was a successful plan?

13 A So Debbie Powell is here. Her  
14 testimony she has a number of the metrics we  
15 will use to determine whether we're making  
16 the right progress on the plan.

17 And then there will be a little  
18 more qualitative judgment by me. Did we have  
19 fires? Were they catastrophic? That's not  
20 qualitative. That's going to be  
21 quantitative. Is there anything we should  
22 have done differently? Could we have done  
23 something differently? That's all I'm going  
24 to evaluate.

25 Q Do you think that those subjective  
26 determinations are enough now? Don't we have  
27 to have specific numbers to say, you know,  
28 it's no more than two fires with X number of



1 acres and those types of things to understand  
2 if the plan was successful?

3 A So I think there are some of those  
4 kind of measures in Mr. Lowe's testimony.  
5 How many ignitions. And if my memory is  
6 correct, I think in the Commissioner's  
7 ruling, there was some references to things  
8 like a thousand houses and other specific  
9 metrics. So I think we do have those. We  
10 don't have them yet. I'm confident we'll  
11 have them by the time we're through with this  
12 proceeding.

13 Q On page 1-6, lines 5 and 6 of your  
14 testimony you state that:

15 In addition to PG&E carefully  
16 considering views expressed by the  
17 California governor regarding its  
18 prior plan --

19 I would -- so you reference his  
20 letter on December 13th stating that you have  
21 taken his views into consideration. Is that  
22 a fair characterization of how you responded  
23 to the Governor's letter of December 13th?

24 A Yes, that's fair.

25 Q Are you aware that the governor  
26 also stated when he sent that letter that he  
27 was concerned that, quote, this was a  
28 suboptimal plan?

1           A    I remember the letter pretty well.  
2   Actually it's seared on my retinas whether  
3   that particular line is in there.  But the  
4   idea is certainly there, yeah.

5           Q    So are you aware that before this  
6   letter was written, that there was a clause  
7   in the TCC RSA that gave the governor the  
8   ability to disapprove it, to not approve the  
9   RSA and that after he expressed his  
10   dissatisfaction with the plan, that his  
11   ability to disprove of the RSA was removed?

12          A    Yes.  I do know that.

13          Q    Do you think that that is taking  
14   the governor's thoughts into consideration?

15          A    Absolutely.  I think that's why the  
16   Governor's Office was okay with removing it.  
17   The Governor's Office -- the Governor is a  
18   party to the bankruptcy.  He could have  
19   enforced this provision and chose to let it  
20   go through.

21                    I think in large part because we  
22   were meeting with the Governor's Office and  
23   working on the issues in his letter.

24          Q    So you think that instead of  
25   incorporating his recommendations and  
26   suggestions into the Restructuring Support  
27   Agreement that he wanted to have in there,  
28   you think it was taking his concerns by not

1 changing it and just saying that he can't  
2 disapprove it? That is taking his concerns  
3 into effect? ]

4 A No. I think if you look at the  
5 testimony we filed in this proceeding and  
6 bounce it against the December 13th letter --

7 Q Mm-hm.

8 A -- you will find a great deal of  
9 fidelity between the issues he raised and the  
10 issues we have responded to. So I think we  
11 have paid significant attention to those  
12 issues. Those same kinds of issues have not  
13 showed up in the Assigned Commissioner  
14 Ruling, which we will certainly pay great  
15 attention to.

16 So I don't think there's anything  
17 nefarious at all here. We've listened to his  
18 views, and we've worked on them. And we're  
19 still working on them. I think it's common  
20 public knowledge that we're doing this. And  
21 so, absolutely, we've been working on his  
22 views.

23 Q Do you think that the June 30th  
24 date for plan confirmation to be able to  
25 access the \$21-billion wildfire fund, do you  
26 think that that is in addition to motivating  
27 PG&E, as you stated in your testimony, to  
28 move expeditiously?

1           Do you also think that that maybe  
2 puts pressure on victims to sign off on a  
3 plan and the CPUC to sign off on a plan  
4 quickly?

5           A    I don't think I can answer that for  
6 either the victims or the CPUC.  I mean, we  
7 are here.  There is a schedule that has been  
8 published that gets us, assuming everything  
9 goes well, to June 30th.  My own view of the  
10 June 30th date is a little different.

11           And, again, complete speculation, I  
12 think if it was put into law to make sure  
13 that the victims got paid and got paid  
14 promptly and certainly change the negotiating  
15 leverage of the people who are going to pay  
16 the claims.  So that's what it looked like to  
17 me.  But whether it's squeezing people, here  
18 we are in the proceeding.

19           Q    Okay.  Yeah.

20           And to that point of squeezing the  
21 people, on page 1-6, line 15, of your  
22 testimony --

23           A    Mm-hm.

24           Q    -- you state:

25           It is PG&E's intent to fully and  
26 fairly compensate all eligible  
27 wildfire victims.

28           And I want to understand a little

1 bit more what you mean by "fully."

2 What do you mean by "fully"?

3 A That the claims are paid according  
4 to what the bankruptcy court and all the  
5 committees and everybody else agrees is "full  
6 paid."

7 Q So, I guess, what I'm trying to  
8 understand is, for the victims trying to  
9 understand and assess this plan to understand  
10 if they are going to be able to rebuild their  
11 home, is "fully" -- if your -- the cost of  
12 your house is a million dollars, do you think  
13 that "fully" is a million dollars to pay for  
14 the rebuilding of their home?

15 A Not to be -- well, I think "fully"  
16 means whatever the bankruptcy court process  
17 provides as an agreed-upon plan that  
18 everybody agrees to. That's "fully" by  
19 definition in the court.

20 Q I appreciate that. But, you know,  
21 someone, as you can imagine, who's reading  
22 your testimony and wants to understand what  
23 PG&E stands by, and to say that "fully and  
24 fairly compensate victims" -- so you're  
25 saying that that's a legal term that you're  
26 -- "fully" is a legal term that you're using  
27 and not a colloquial term of what "fully"  
28 might mean?

1           A    I think it can only mean what the  
2 bankruptcy court concludes it means.

3           Q    So what you mean by it is you're  
4 deferring to whatever comes out of  
5 bankruptcy, that's fully enough?

6                    So a person whose home is worth a  
7 million dollars and they get paid a buck,  
8 because that's what the bankruptcy court  
9 determines, you would still consider that  
10 "fully"?

11           MR. MANHEIM:  Objection.  It's been  
12 asked and answered.

13           ALJ ALLEN:  Sustained.  Can you -- I  
14 think you've gotten the answer you're going  
15 to get.  You can move on to the next line of  
16 questioning, please.

17                    Actually, Mr. Abrams, let's do a  
18 time check.  Where are you at in, kind of,  
19 like, proportion of your cross?  How far are  
20 we through here?

21           MR. ABRAMS:  I would say I'm about  
22 halfway through.

23           ALJ ALLEN:  Okay.  Go ahead.  And  
24 continue to be concise.

25                    Thank you.

26 BY MR. ABRAMS:

27 Thank you.

28           Q    Let me get, I guess, a little more

1 around this question of "fully" and to see if  
2 this still holds true. If there's a child  
3 who was injured from a PG&E-caused wildfire  
4 and they have a disability because of it,  
5 what would you say fully compensates that  
6 child for that injury?

7 MR. MANHEIM: Objection.

8 ALJ ALLEN: Sustained.

9 Please ask another question.

10 MR. ABRAMS: You know, I think that  
11 this is very pertinent to not only how we  
12 look back, but also how we look forward.  
13 Because if there isn't accountability moving  
14 forward for the actions and "fully" is  
15 anywhere from a dollar to whole, then I think  
16 we have some real problems moving forward.  
17 But I'll leave it there.

18 ALJ ALLEN: Mr. Abrams, I think  
19 fundamentally that question was impossible  
20 for this witness to answer. And that is why  
21 I sustained the objection. So this is the  
22 President, the CEO of the corporation. And  
23 he as expertise in certain areas.

24 If you wish to make arguments about  
25 what "fully" and "fairly" is, you can make  
26 those argument in your brief.

27 BY MR. ABRAMS:

28 Understood. Thank you.

1           Q    On page 1-6, of your testimony,  
2    lines 16 and 17, you state:

3                    PG&E has now entered into  
4                    settlements as embodied in the  
5                    corresponding restructuring support  
6                    agreements.

7                    Given that statement that these  
8    embody the settlements, I would like to ask  
9    you a few questions regarding those  
10   agreements and the objections that I filed  
11   regarding those RSAs.

12                   Have you been following the  
13   bankruptcy proceeding in terms of the changes  
14   that are restructuring support agreements?

15                  A    I've been following the bankruptcy  
16   proceeding mostly in terms of what is  
17   decided, not what is argued.  So I'm not  
18   reading the pleadings, I'm not -- when  
19   something happens, I get a report on that.

20                  Q    So given that you stated in your  
21   testimony that these restructuring support  
22   agreements are embodying the plan, do you  
23   feel like they need to incorporate a  
24   measurement of risk?

25                  A    I think the testimony says that the  
26   settlements are embodied in the RSAs.

27                  Q    It says:

28                            The settlement as embodied in the



1                   corresponding restructuring support  
2                   agreements.

3                   I'm just pointing to lines 16 and  
4 17 of 1-6.

5                   A    Right.  I'm confused.

6                   The question you asked me was about  
7 the plan of reorganization, not the RSA or  
8 the settlement, so...

9                   Q    Right.  So I'm pointing to the fact  
10 that in your testimony you indicate that the  
11 restructuring support agreement --

12                  A    Mm-hm.

13                  Q    -- embodies the plan.

14                            So does it embody the plan?

15                  MR. MANHEIM:  Objection.  That  
16 misstates his testimony.

17                  ALJ ALLEN:  Let's just get  
18 clarification.

19                            Do you understand the question, Mr.  
20 Johnson?

21                  THE WITNESS:  I think that maybe I  
22 understand the question we're trying to get  
23 to.  Shall I answer that one?

24                  ALJ ALLEN:  Yes.  Go ahead, please.

25                  THE WITNESS:  If the question is,  
26 should we have risk metrics in the RSA, the  
27 settlements or those things?  Then the answer  
28 is, no.  I don't think we should.  I think

1 they belong in this proceeding. And they are  
2 in this proceeding in various pieces of  
3 testimony to be supplemented in conjunction  
4 with the Assigned Commissioner Ruling of, I  
5 think, last week.

6 BY MR. ABRAMS:

7 Q So in the restructuring -- in the  
8 plan of reorganization, it does describe the  
9 risks associated with the note holders and  
10 provides a substantial amount of real estate  
11 describing how those investments are secured  
12 and how those risks are taken care of. And I  
13 guess I'm pointing out that that's in  
14 contrast to no description of risk associated  
15 with what is brought up to the TCC RSA when  
16 the risks exposed to victims.

17 Why is it that risks in the plan  
18 are addressed regarding the note holders but  
19 not the victims?

20 A I don't know the answer to that  
21 question. I know that the risks -- the  
22 company are, I would say, encyclopedically  
23 cataloged in our security documents. But I  
24 don't know -- the question you've asked, I  
25 don't know the answer to.

26 Q So as the CEO having responsibility  
27 to shareholders, I'm assuming that if this  
28 plan of reorganization goes through and this

1 trust has 21 percent of the shares, that you  
2 will have a fiscal responsibility to that  
3 trust and the victims whose lives are  
4 somewhat dependent on that trust moving  
5 forward?

6 Is that a correct statement?

7 A You have asked a legal question  
8 that I don't know the answer to. I,  
9 obviously, as the CEO of a publicly-owned  
10 company with shareholders, have a fiduciary  
11 obligation to shareholders.

12 Q Right.

13 A I don't know how that translates  
14 into the trust. And, hence, whoever is  
15 managing the trust and --

16 THE REPORTER: I'm sorry. Whoever is  
17 managing the trust.

18 THE WITNESS: And paying the victims --  
19 selling the stock and paying the victims --  
20 sorry. I just don't know how that works.

21 BY MR. ABRAMS:

22 Q Okay. So -- just to clarify, so  
23 you don't know if you will have a fiduciary  
24 responsibility to the trust that holds  
25 21 percent of the shares?

26 A Yes. I don't know the answer to  
27 that. I know I have fiduciary obligation  
28 today to the shareholders. But how that

1 translates into the question you've asked, I  
2 really don't know the answer to. But there  
3 is an answer to this question that I'm  
4 thinking we'll be finding here pretty quick  
5 after the hearing ends today.

6 Q So help me understand in contrast  
7 then what other large shareholders would  
8 receive to assess their financial risks. So  
9 if a large investor wanted to purchase a  
10 large block of PG&E stock, what typically  
11 would be provided by the company?

12 MR. MANHEIM: Objection. This is  
13 beyond the scope of the testimony.

14 ALJ ALLEN: Why don't --

15 MR. ABRAMS: It's in his testimony.

16 ALJ ALLEN: What are you trying to get  
17 to, Mr. Abrams?

18 MR. ABRAMS: I'm trying to get to the  
19 stability and financial security of PG&E.

20 ALJ ALLEN: I think you're kind of  
21 wandering a little farther afield from that.  
22 If you could focus down a little more, that  
23 would be useful.

24 MR. ABRAMS: Okay.

25 ALJ ALLEN: I mean, I think a lot of  
26 what's in some of this witness's prior  
27 answers, you know, a lot of this is addressed  
28 by the securities loss. And this is not

1 their securities attorney. So there is a lot  
2 of coverage of FCC rules and regulations. So  
3 if you can focus on the point you're trying  
4 to get to a little more directly, that would  
5 be appreciated.

6 BY MR. ABRAMS:

7 Sure.

8 Q So, a prospectus. So do you feel  
9 that the public, who is now taking on a much  
10 larger stake in PG&E, and victims, should be  
11 given a prospectus on their risks the same  
12 way a large shareholder might?

13 A So let me say a little bit about  
14 this. We tell all investors the same thing.  
15 There is no category of investor who gets  
16 special or additional knowledge, if you own  
17 one share or 1 million shares. And this is a  
18 function of Rule FD, Full Disclosure. We  
19 cannot favor investors.

20 So if I was going to make an  
21 investment of one share or two shares, I  
22 would go look at our recent -- most recent  
23 FCC filings. And I would look at the risk  
24 statements. And I would look at the  
25 financials.

26 But that's how we do it with  
27 everybody. We don't have special  
28 information. And we don't -- we might go on

1 a road show and talk to investors, all public  
2 information. So whatever we know and believe  
3 is on the website in our financial documents.

4 Q Okay. Would it surprise you to  
5 know that victims who are now being --  
6 receiving text messages to sign off on a plan  
7 that hasn't been baked yet, that they have  
8 not been provided with a prospectus?

9 A I have no idea what the answer to  
10 that is.

11 Q Are you aware of what the  
12 concessions were to the note holders --  
13 previously the ad hoc committee of unsecured  
14 note holders -- what concessions were made to  
15 them to allow them to drop their competing  
16 plan?

17 MR. MANHEIM: Objection.

18 ALJ ALLEN: Sustained.

19 BY MR. ABRAMS:

20 Q Would it be surprising for you to  
21 know that the concessions that the note  
22 holders received for them dropping their plan  
23 were asset liens to ensure that their stake  
24 in PG&E was more protected?

25 MR. MANHEIM: Objection.

26 ALJ ALLEN: Sustained.

27 BY MR. ABRAMS:

28 Q Let me ask a question regarding the

1 short-term risks associated with the PG&E.

2 Should the Commission and the  
3 public be concerned that the investors who  
4 are mitigating their risks, including fund  
5 managers, bond holders, note holders, and  
6 others, are positioning themselves for exits  
7 if things don't go well?

8 A I don't -- I don't know they are  
9 doing that. I don't know that people are  
10 positioning for exits.

11 Q So are there more -- let me ask  
12 this question:

13 Are there more asset liens than  
14 there were prior to the plan of  
15 reorganization?

16 A I do not know the answer to that.

17 Q You do not know?

18 A No, I -- I don't. I don't.

19 ALJ ALLEN: Mr. Abrams, are you asking  
20 about now, or after the plan of  
21 reorganization is in place?

22 MR. ABRAMS: I'm asking about the  
23 impacts of the plan of reorganization on  
24 PG&E's financial future.

25 ALJ ALLEN: I understand that. The  
26 question you asked, I wasn't sure of the  
27 time. You asked, are there more asset liens  
28 now than before.

1           MR. ABRAMS: Incorporated into the plan  
2 of restructuring so that, upon exit, there  
3 will be investors who have financial exit  
4 routes --

5           ALJ ALLEN: Okay.

6           MR. ABRAMS: -- that weren't there  
7 before.

8           ALJ ALLEN: Okay.

9           With that clarification,  
10 Mr. Johnson, do you have an answer to that  
11 question?

12           THE WITNESS: I do not. We -- our CFO,  
13 Jason Wells will be here. And if anybody  
14 knows the answer to that, I assume he will;  
15 but I do not.

16 BY MR. ABRAMS:

17           Q Towards the bottom of page 1-7 of  
18 your testimony, you state:

19           Upon the plan's effective date, all  
20 power purchase agreements, renewable  
21 energy power purchase agreements,  
22 and community choice aggregation  
23 service agreements of the debtor  
24 shall be deemed assumed, assuming  
25 these agreements will continue  
26 PG&E's commitment to providing  
27 energy from renewable sources in  
28 furtherance of achieving the State's



1 climate goals in an accordance with  
2 the choices of local communities.

3 I was hoping you could help me  
4 understand this.

5 How would these agreements be  
6 affected with, say, another wildfire this  
7 season?

8 A Depends on the fire, the cause of  
9 it, when it happened. Have we emerged from  
10 bankruptcy? Are we still in bankruptcy?  
11 It's hard to say without more facts.

12 Q So would you say that -- is it a  
13 fair assessment that these agreements are  
14 contingent upon what occurs this wildfire  
15 season in terms of the amount of fires and  
16 the destruction of fires?

17 A I don't think I'm saying that.  
18 Actually, I don't think I understand the  
19 question.

20 Q Okay. I'm just trying to  
21 understand myself. Because part of this is  
22 getting underneath what the commitment is  
23 here.

24 So what I'm trying to understand is  
25 that you indicate this path; right? And so  
26 part of the Commission's job is to ensure  
27 that you're on a path to the California's  
28 climate objectives.

1           A     Right.

2           Q     And so what I'm trying to  
3 understand is, are you still on that path if  
4 there's another wildfire, or do those  
5 agreements go south?

6           A     So what we're trying to say here is  
7 that in bankruptcy, sometimes you have the  
8 opportunity to shed contracts, to revise  
9 them, whatever.

10          Q     Mm-hm.

11          A     And we have not done that here,  
12 particularly on the CCA servicing agreements  
13 and the renewable PPAs. Because we support  
14 the California Energy Policy. I think we've  
15 been amongst the greatest supporters and the  
16 greater supporters of this issue across the  
17 country.

18                   1054 says that our plan has to  
19 demonstrate that we can continue to be  
20 supportive of these climate goals. So this  
21 is simply a statement saying we had the  
22 opportunity or the action in this bankruptcy  
23 to do something with these. And we chose to  
24 leave them alone and proceed ahead.

25                   Now, what happens if we have  
26 another fire? Again, are we back in  
27 bankruptcy? If we're not, then these  
28 contracts are affirmed and assumed. And

1 nothing should happen to them.

2 Q So I would like to lift up the lens  
3 a bit here regarding the plan of  
4 reorganization and try to understand its  
5 direction.

6 So help me understand, sort of,  
7 what is inspiring about PG&E and about how  
8 you plan to move forward. So part of what I  
9 understand in terms of working with an  
10 organization and addressing new challenges  
11 and taking on new innovative approaches, is  
12 that there needs to be a sense of innovation  
13 and a sense of a corporate culture that's  
14 going to reward that type of behavior.

15 Can you talk about that in terms of  
16 how you inspire?

17 A So we might have a little semantic  
18 difference here. Because I don't believe I  
19 can inspire anybody. But I believe that,  
20 perhaps, I can create the conditions where  
21 the people will inspire themselves. And  
22 instead of vision or innovation or -- I think  
23 the most important thing in an organization  
24 for people is purpose.

25 I actually think the three key  
26 things in driving per -- well, you can't  
27 drive performance, but purpose, mastery, and  
28 autonomy. If you want to go places, those

1 are the three things to work on.

2           And for us, purpose, I mean, we're  
3 going to focus on purpose. Why do we exist?  
4 We exist for one reason, to serve customers  
5 the privilege of serving the public, that is  
6 -- so in many senses, the transformation here  
7 is going to return us closer to our roots of  
8 being a public utility that is proud to be in  
9 service of the public. And you think about  
10 it, that's not a bad purpose. I would get up  
11 in the morning for that.

12           Q Absolutely.

13           A In fact, I do.

14           Q Absolutely.

15           A So...

16           Q And part of an evaluation of this  
17 plan of reorganization, I think, is  
18 comparative to how other companies have  
19 turned around at points in their history  
20 where they've managed to chart a new course.

21                   Can you talk a little bit about  
22 examples that you look to for organizations  
23 that have been in trouble and that have  
24 turned around?

25                   And what qualities do you feel are  
26 represented in your plan of reorganization  
27 that are seen in those examples?

28           A So I've read about the number of

1 these examples. But perhaps more  
2 pertinent, I've done this twice before,  
3 turned around companies that were lagging  
4 into pretty good performers. And the simpler  
5 you make it, the better. The fewer moving  
6 parts you have in this strategy, the better.

7 And I'll go back to "you got start  
8 with a purpose." Then you have to align  
9 people around the purpose. And alignment is  
10 probably the hardest piece of this. Because  
11 you have history and culture and people who  
12 have done it a different way for hundreds of  
13 years.

14 But once you have alignment, you  
15 can now get engagement. And you can get  
16 people behind this idea. And then you go to  
17 work. You set targets, you set financial  
18 targets, head-count targets, whatever the  
19 targets are you need to meet.

20 But in many ways, this is like the  
21 most old fashion of management things. I  
22 mean, this is just like managing your  
23 business. This is --

24 Q And so what --

25 A -- nothing exciting.

26 Q And what companies would you point  
27 to?

28 I mean, you know, what corporation

1 would you point to that exited bankruptcy in  
2 a way that you feel like this plan is  
3 oriented towards?

4 A So I didn't study the people coming  
5 out of bankruptcy. Sorry.

6 Q Fair enough.

7 A Maybe I should. Maybe I'll do that  
8 later. But -- that's a good point actually.

9 Q Okay. Yeah. Just in -- you know,  
10 in preparation for this, I was struck by some  
11 of those examples.

12 I'm going to turn just, I guess, to  
13 the last part of my testimony here, I guess,  
14 to specific concerns for the public, which is  
15 reflected in this document. So part of what  
16 you mention here is that fairness is first  
17 and foremost in your mind for victims. And I  
18 think that I've been going through the  
19 letters that have been sent into the  
20 bankruptcy court with concerns about the  
21 plan.

22 Have you been aware of these  
23 letters with the public concerns about this  
24 plan and what it means for their future?

25 A I have heard about the letters. I  
26 have not received them or read them.

27 Q Do you know how many -- roughly how  
28 many letters have been sent to the courts

1 with concern?

2 A I do not.

3 Q So are you aware of how many  
4 letters have been sent to the court in  
5 support of the plan?

6 A Similarly, no.

7 Q So would it surprise you to know  
8 that there's been hundreds of letters from  
9 victims sent into the Court, and I'm not  
10 aware of one of them that was in favor of the  
11 plan?

12 MR. MANHEIM: Objection --

13 THE REPORTER: Objection?

14 MR. MANHEIM: No foundation.

15 ALJ ALLEN: I --

16 MR. MANHEIM: He --

17 THE REPORTER: I'm sorry. I cannot  
18 hear you. You don't have your microphone in  
19 front of you.

20 MR. MANHEIM: He doesn't know anything  
21 about the letters. There's no foundation for  
22 these questions.

23 ALJ ALLEN: Well, I think the question  
24 was whether he was aware of the count. So I  
25 think he can answer whether he knows the  
26 count, one way or the other. If he doesn't  
27 know, he doesn't know.

28 THE WITNESS: And he doesn't know,

1       SO...

2       BY MR. ABRAMS:

3               Q     So how does an executive get a  
4       sense of the impact on customers and victims  
5       who are potentially going to be victimized  
6       again by the plan -- how do you get a sense  
7       of what they are feeling about this plan and  
8       whether it's fair if you don't look at the  
9       letters, don't have any sense of the number  
10      of letters, and haven't looked at them?

11              ALJ ALLEN:  Mr. Abrams, please.  
12      Moderate your tone.  Focus on a narrow  
13      question, please.

14      BY MR. ABRAMS:

15              Q     Okay.  How do you get a sense of  
16      the victims' interests?

17              A     So if I was asking questions, I  
18      would ask you, "Do you know how many letters  
19      I get?"

20                    I get a lot of letters, not about  
21      the plan, but about what this company has  
22      done, what has happened.  I get a lot of  
23      them.  So I think I have a general sense of  
24      the anger, the -- whatever.

25                    Now, as I said earlier, I'm not in  
26      charge of that plan.  This is a process in  
27      the bankruptcy court.  This is how it works.  
28      And I do not have the power to change it.



1           And, obviously, a lot of people  
2 support the plan. Because there's a  
3 restructuring agreement around it. And it's  
4 been approved by the bankruptcy court. So  
5 somebody approved it. Some level of  
6 participants must be happy with it. ]

7           Q    So how do you ensure that your  
8 customers are happy with the plan?

9           A    I don't think I can make them all  
10 happy with the plan.

11          Q    But, what is your commune -- let me  
12 restate the question.

13                   What are the communication vehicles  
14 that you use to get them comfortable with the  
15 plan and the fact that they may be holding  
16 50 percent of their future in PG&E stock?

17          A    So I believe my role in this is to  
18 get them comfortable what is -- with what is  
19 in this testimony book here.

20          Q    Uh-huh.

21          A    I don't think it is my role or the  
22 company's role to get them comfortable with  
23 the proceedings of the United States  
24 Bankruptcy Court. Similarly, I don't think  
25 it is our job to make people comfortable with  
26 the United States District Court. Those are  
27 processes. This is a system of laws. This  
28 is how it works. You may not like it. None

1 of us might like it. That's how it works.

2 Q So in one of the letters sent to  
3 the court, Lisa Williams states --

4 MR. MANHEIM: Objection, your Honor.  
5 There's no foundation to questions for this  
6 witness --

7 ALJ ALLEN: I am going to let him  
8 finish the -- the question. He has also  
9 provided as Exhibit, I believe, Abrams-X-4  
10 letters to the court.

11 Are you referring to a letter that's  
12 a part of Abrams-X-4?

13 MR. ABRAMS: Yes, I am.

14 ALJ ALLEN: Okay. Go ahead with your  
15 question.

16 BY MR. ABRAMS:

17 Q In the letter from Lisa Williams it  
18 states: "I have included pictures  
19 representing what life is currently like in  
20 Paradise. These pictures include: men and  
21 women standing in a long line on a cold  
22 January day for free food at a church; men  
23 and women standing in a long line on a cold  
24 day in January."

25 How do you respond to these victims  
26 who are looking to you to understand your  
27 fairness, understand the company's fairness,  
28 and understand that they're going to be

1 rebuilding their lives, whether that's  
2 purchasing a home or rebuilding a home, that  
3 addresses those concerns?

4 A And my answer to this is we have --  
5 in addition to all the things that we will  
6 do, there's 25 -- \$25 billion going to pay  
7 these claims, and they are administered by  
8 the people who represent these victims. I do  
9 not represent these victims, but somebody  
10 does.

11 Q Uh-huh.

12 A And I don't know if it's an  
13 individual lawyer or the Tort Claims  
14 Committee. I don't know. But, as I said,  
15 somebody represents these people. And  
16 there's enough of a agreement about this that  
17 the bankruptcy court approved. Now --

18 Q So related to --

19 A So wait a minute, now.

20 Q Sorry. Go ahead.

21 A So there's always going to be  
22 objections. Right? So what are -- are we  
23 going to have -- we're going to say to the  
24 bankruptcy court: "You ordered this, but  
25 we're not doing it"? I tried that once. I  
26 was in jail for two days, held for contempt.  
27 I'm not doing that again. Just, you know, I  
28 can't -- I can't -- I can't defy a bankruptcy

1 court or a federal district judge; just  
2 cannot do it.

3 Q The reason why I'm asking is that  
4 this goes to the corporate culture, which the  
5 CPUC has purview to regulate. And so if the  
6 public feels that the corporate culture looks  
7 at fairness as whatever the eight -- SEC  
8 determines is fair, and whatever is full  
9 treatment for victims is whatever the  
10 bankruptcy court determines, where does that  
11 leave corporate responsibility, where does  
12 that leave a culture for safety, if you are  
13 stating that, as a corporation, "Sorry. This  
14 has nothing to do with us"?

15 A I am proud of a corporate culture  
16 that says, "We abide by the law," which is  
17 what I'm saying to you here. We abide by the  
18 law. And if you want to deviate from that  
19 practice as a social norm, we're going to be  
20 in serious trouble in this country.

21 Q So would you say, then, that the  
22 PG&E culture is governed by whatever is  
23 legal, but above and beyond that in terms of  
24 ethical treatment of customers, ethical  
25 treatment of victims above and beyond that is  
26 not the corporate culture of PG&E?

27 A No, I'm not saying that. I'm  
28 saying, as a baseline, we obey the law.

1 We've had some compliance issues, so for us  
2 to say we stand by the law is a good thing.  
3 But, I do not agree with your assessment of  
4 what is ethical, what is moral or those  
5 things.

6 Q I haven't assessed that. I'm just  
7 asking what you see.

8 A Well, I think you have --

9 ALJ ALLEN: Okay. Hold on. Stop.  
10 Okay. We're going nowhere with this right  
11 now. I think you can make this in an  
12 argument. I think you've gotten a number of  
13 different answers from Mr. Johnson. And we  
14 are not relitigating what the bankruptcy  
15 court has done. There is what the Commission  
16 has and what this -- I know you're trying to  
17 relate this to PG&E's safety culture. I  
18 think you've gotten the answer you're going  
19 to get. Do you have other questions to ask?

20 MR. ABRAMS: I do, your Honor.

21 ALJ ALLEN: Go ahead with those,  
22 please.

23 BY MR. ABRAMS:

24 Q There's a letter that was sent into  
25 the court by a Tina Reszler that states that  
26 adults and people with disabilities have been  
27 adversely impacted and disproportionately  
28 impacted by the fires caused by PG&E.

1           How do you ensure, other than what  
2           is dictated to you by legal terms, how you do  
3           outreach to people with disabilities?

4           A     So we learned a lot about this in  
5           last year's PSPS events. We actually make a  
6           tremendous effort to reach out to people with  
7           disabilities, medical baseline people, access  
8           needs, all of these people. We have a  
9           multi-step program where we try to reach out.  
10          If we can't get them electronically, we  
11          actually go to their house. We have  
12          partnered with the local communities, the  
13          counties, the county emergency operations  
14          folks to make sure that we know who these  
15          people are and where they are, and we can get  
16          notice to them. We are making contributions  
17          and other things into not-for-profit,  
18          nonprofit organizations that apply that give  
19          out batteries for wheelchairs and other  
20          medical devices. So I think we're doing a  
21          lot of work in this area.

22          Q     And part of the reason why I'm  
23          bringing these -- these letters onto the  
24          record and why I think they are so important  
25          to bring in is that largely in these hearings  
26          and in these discussions the victims are not  
27          represented, and there has not been outreach  
28          to the public to get their sense of the plan.

1 And I think it's important, as the California  
2 Public Utilities Commission, that this  
3 information is read into the record and that  
4 questions are asked from victims.

5 James Cox sends a letter into the  
6 court stating that he was concerned that  
7 there was not coordination with the Red Cross  
8 with wildfires.

9 ALJ ALLEN: So Mr. Abrams, my  
10 understanding is these are all letters to the  
11 bankruptcy court for the bankruptcy court to  
12 consider in their process. Is that correct?

13 MR. ABRAMS: No, they're not, your  
14 Honor. These are letters from victims with  
15 concern about the plan of reorganization,  
16 which is what this proceeding is focused on,  
17 and whether it will provide a safe future for  
18 them as they move forward. And I just want  
19 to make sure that the victims' voices are  
20 heard.

21 ALJ ALLEN: What I'm seeing in your  
22 Abrams-X-4 in Exhibit C is I see a letter to  
23 the Honorable Judge Montali, "Good morning  
24 Honorable Judge Montali." This one is To  
25 Whom It May Concern. But, many of these seem  
26 to be addressing the bankruptcy. Honorable  
27 Judge Montali.

28 MR. ABRAMS: Sure.

1 ALJ ALLEN: Honorable Judge Montali. I  
2 do not want to relitigate the bankruptcy  
3 proceeding today.

4 MR. ABRAMS: And I'm not looking to do  
5 that here. The planning of reorganization is  
6 in the bankruptcy proceeding, all of the RSAs  
7 that are mentioned are in the bankruptcy  
8 proceeding, all of the relevant documents in  
9 the plan is at the bankruptcy proceeding, so  
10 it would only make sense, from a victim  
11 concerned about the impacts of this, that I  
12 would send the letter there. It doesn't mean  
13 that because those documents, amongst all the  
14 other ones that we're looking at, are sent to  
15 the bankruptcy proceeding. I still think  
16 they're relevant here, just like all the  
17 other documents from the investors, and all  
18 of the other folks that have stakeholder --  
19 stake in this decision, the victims do, too.

20 ALJ ALLEN: So Mr. Abrams, you have  
21 marked an exhibit that has the letters.

22 MR. ABRAMS: Yes.

23 ALJ ALLEN: It appears that you are  
24 trying to lay a foundation for that. If  
25 you've laid an adequate foundation that these  
26 are letters, that they're relevant, you can  
27 move this into the record, and then you can  
28 cite to this in your argument. I think that



1 might be more effective than reading every  
2 letter out loud or reading a number of  
3 letters out loud to Mr. Johnson. So in terms  
4 of the interests of time, you can seek to  
5 move this in rather than reading a series of  
6 letters addressed to the bankruptcy court.

7 MR. ABRAMS: So I'm -- what I'm trying  
8 to do is -- what I'm trying to do is ensure  
9 that the questions that victims have  
10 regarding the plan are asked and answered by  
11 the PG&E executives, because I think that the  
12 public is looking to understand the answers  
13 to these questions, and I think it's again --

14 ALJ ALLEN: Then what you need to do --

15 MR. ABRAMS: -- what needs to be done.

16 ALJ ALLEN: -- is ask the narrow  
17 question. If there's a narrow question that  
18 someone asks that you wish to ask  
19 Mr. Johnson, that's fine. This is not your  
20 time to testify.

21 MR. ABRAMS: Understood.

22 ALJ ALLEN: You have filed testimony.  
23 You are allowed to ask Mr. Johnson questions.  
24 So please focus the questions. If you want  
25 to paraphrase one of the letters, go ahead  
26 and do that. But, this is the time for  
27 questions for Mr. Johnson.

28 MR. ABRAMS: Thank you. I will try to

1 keep them very specific.

2 Q Keri lock -- Lockard, in her letter  
3 to the court, stated: "I left a job I loved  
4 doing mediations for Butte County Superior  
5 Court because we had no where to live."

6 How is PG&E making sure that -- if  
7 she's living around PG&E lines, that she is  
8 rebuilding or purchasing a home, that she can  
9 has -- have a level of safety moving into  
10 this wildfire season?

11 A Well, we have a -- an extensive  
12 rebuilding program in Paradise, so if she  
13 wants to live in Paradise, we will provide  
14 service there in a very good fashion. We  
15 have a number of enhancements to our wildfire  
16 mitigation plan that are in Debbie Powell's  
17 testimony, and we filed the plan last week,  
18 the week before. And so I think we have a  
19 number of enhancements that will make it  
20 safer, and that'll be a good place to start.

21 Q Michelle Barker, in her letter to  
22 the court, pointed to the issue associated  
23 with homeowners insurance. As I'm sure  
24 you're aware, getting affordable homeowners  
25 insurance, or just getting insurance at all,  
26 given the PG&E fires, is becoming more and  
27 more difficult.

28 So as the Commission looks to

1 assess the impacts on customers and the  
2 public associated with this plan, what have  
3 you done to look to ensure what you are doing  
4 make sure that we have insurance for  
5 homeowners in this state?

6 A Well, we are paying 25 and a half  
7 billion dollars to resolve all claims, and  
8 some of those proceeds, I think, would be  
9 used to purchase insurance.

10 Q So part of what the insurance  
11 companies look at is they have a very  
12 measured approach of how they assess risk,  
13 and they are looking to ensure, to measure,  
14 to understand if they can insure a home or  
15 not.

16 How are you working with them to  
17 ensure that they -- when they measure risk  
18 they take into account your mitigation  
19 efforts?

20 MR. MANHEIM: Objection, your Honor,  
21 availability of property insurance is not  
22 within the scope of this proceeding.

23 ALJ ALLEN: I'll let the witness  
24 answer, if he knows.

25 THE WITNESS: I really don't know the  
26 answer to that question.

27 BY MR. ABRAMS:

28 Q Would you say that part of what

1 needs to be in a plan of reorganization to  
2 ensure that PG&E's financial future is tied  
3 to the customers and ratepayers is to make  
4 sure that that relationship is built upon,  
5 and that you are working collaboratively with  
6 them, as a company, to ensure that we have  
7 insurance in this state?

8 A No, I would not say that. I don't  
9 think that's our role at all, to be in the  
10 insurance business or partner with people in  
11 the insurance business.

12 Q Are there other community partners  
13 that you have that talk to the broader  
14 culture --

15 A We have a number of community  
16 partners who -- mostly NGOs, not-for-profits,  
17 that we do many programs with, yes.

18 ALJ ALLEN: Mr. Abrams, what I -- I'm  
19 going to want to use the last five minutes,  
20 in case we have any administrative items, so  
21 if you could do your last question, please.

22 BY MR. ABRAMS:

23 Q Let me just ask, I guess, one last  
24 question related to these efforts.

25 What can you do as an executive to  
26 ensure that these issues that victims are  
27 bringing up that dramatically affect their  
28 lives are at the forefront of how PG&E moves

1 forward with a plan of reorganization?

2 A So I hate to inject myself  
3 personally into this story, but I'm going to.  
4 So I've been to Paradise five times, and on  
5 one of those trips, at the request of Judge  
6 Alsup, we took a bus tour, and we listened to  
7 911 tapes and watched video and looked at  
8 remains. So if you think I am unaffected by  
9 this, by the victims and its treatment, you  
10 are wrong. This has affected me deeply. And  
11 so my point is I'm going to do everything I  
12 can to make this right. There are some  
13 constraints. I don't control the courts of  
14 the United States. But, I'm going to do  
15 everything I can to make this right. And  
16 that's my answer to your question.

17 Q I appreciate that. I hope that  
18 that compassion that you just showed is  
19 translated into the actions of PG&E. Thank  
20 you.

21 ALJ ALLEN: Thank you, Mr. Abrams.

22 Thank you, Mr. Johnson.

23 Let's go off the record for a second  
24 and touch base on witness timing and  
25 scheduling.

26 (Off the record.)

27 ALJ ALLEN: On the record.

28 Tomorrow morning, we'll start with

1 Mr. Johnson again. For now, we will be  
2 continued to start at 10:00 a.m. The first  
3 cross for Mr. Johnson will be for -- from the  
4 Center For Accessible Technology. We will  
5 try to get through Mr. Johnson first, and  
6 after Mr. Johnson will be Mr. Plaster, and  
7 we'll figure out who's next after that, but  
8 it will be another PG&E witness.

9 Are there any other matters that we  
10 need to address today? Did we have any  
11 resolution on any of the issues we discussed  
12 this morning, confidentiality issues?

13 MR. WEISSMANN: I need overnight to  
14 research this question. I'm hopeful to  
15 resolve it in the morning, your Honor.

16 ALJ ALLEN: Okay. And then also the  
17 nature of the -- of the clarification  
18 document.

19 MR. WEISSMANN: Yes, sir.

20 ALJ ALLEN: Let's discuss that in the  
21 morning, as well. And then I'll consider the  
22 ACR scheduling issues. And actually, if  
23 parties -- if parties have some sort of  
24 consensus, we can address that, or they want  
25 to have some more discussion on that?

26 MR. WEISSMANN: I was going to suggest  
27 we might get together tomorrow morning before  
28 the hearings and see if we can make some

1 progress on that.

2 ALJ ALLEN: That would probably be a  
3 good idea, because if the parties can come to  
4 something that's close that's workable for  
5 me, the main thing I'm interested in is I  
6 don't want anything coming in to me after  
7 that March 26th. So -- and I have limited  
8 availability to move hearing dates. So I --  
9 I will have to check hearing room  
10 availability. So if you want hearing dates  
11 on other than March 18th through 20th, I will  
12 have to confirm whether they're available or  
13 not; but, I will do so once I know the dates.

14 In the back?

15 MS. KASNITZ: Melissa Kasnitz, Center  
16 for Accessible Technology. I have a  
17 procedural question which I can ask on the  
18 record or off.

19 ALJ ALLEN: We're on the record. Go  
20 ahead.

21 MS. KASNITZ: I would like to request  
22 that someone, presumably PG&E, send emails to  
23 the service list on what is happening with  
24 witness order so those of us who aren't  
25 available to spend each day in the hearing  
26 room can be advised as to who's coming next  
27 and have the best understanding available of  
28 what to expect for scheduling.

1 MR. WEISSMANN: We'll be happy to do  
2 that.

3 ALJ ALLEN: Okay. Thank you,  
4 Mr. Weissmann.

5 Mr. Finkelstein?

6 MR. FINKELSTEIN: Thank you, your  
7 Honor. Along the same lines, it looks like  
8 you are looking at a spreadsheet with cross  
9 estimates. If that's something that can get  
10 circulated to the parties, it might be  
11 helpful for us to also be able to chime in on  
12 these topics, a little more knowledgeable.

13 ALJ ALLEN: Yeah. I might revise it  
14 slightly. But, yeah. I was kind of hoping  
15 the parties were going to do one, but didn't  
16 happen this time. So Ms. Herbert did that  
17 for me. So it is, in fact, very useful.  
18 Yeah, we will -- I'll send around -- we'll  
19 send around a revised version of that with  
20 the actual cross estimates on it.

21 MR. FINKELSTEIN: Thank you, your  
22 Honor.

23 ALJ ALLEN: Mr. Fox?

24 MR. FOX: Your Honor, the question that  
25 you asked of Mr. Weissmann earlier about  
26 confidentiality, is that with respect to the  
27 confidential -- confidential version of  
28 the -- it is. Okay. So we'll hold 'til



1 tomorrow.

2 MR. WEISSMANN: Yours and --

3 THE REPORTER: I'm sorry. I can't hear  
4 you, Mr. Weissmann.

5 MR. WEISSMANN: I was just commenting  
6 that over the -- tonight, we're going to  
7 figure out the -- whether there's a need to  
8 maintain confidentiality of the portion of  
9 the Joint CCA testimony as well as the A4NR  
10 testimony. So we'll report back on that in  
11 the morning.

12 ALJ ALLEN: Thank you, Mr. Weissmann.  
13 Ms. Kelly?

14 MS. KELLY: Yes. Thank you, your  
15 Honor. I had one last question on the  
16 hearing transcripts, and when they might end  
17 up being available, given the expedited  
18 timeline of this proceeding.

19 ALJ ALLEN: That's a good question. I  
20 would defer that to our -- our reporters. I  
21 don't know that I have a precise answer for  
22 you. Maybe we can get you an answer in the  
23 morning.

24 MS. KELLY: Thank you very much.

25 ALJ ALLEN: Okay. Anything else we  
26 need to address today?

27 (No response.)

28 ALJ ALLEN: Okay. Thank you very much.

1 We are adjourned until 10:00 a.m. tomorrow.

2 (Whereupon, at the hour of 4:03  
3 p.m., this matter having been continued  
4 to 10:00 a.m., February 26, 2020 at  
San Francisco, California, the  
Commission then adjourned.) ]

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BEFORE THE PUBLIC UTILITIES COMMISSION  
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