



ALJ/SJP/mef 3/30/2023

FILED

03/30/23

BEFORE THE PUBLIC UTILITIES COMMISSION OF THE STATE OF CALIFORNIA

09:11 AM

A2209018

Application of Pacific Gas and Electric Company (U39E) and Pacific Generation LLC for Approval to Transfer Certain Generation Assets, for a Certificate of Public Convenience and Necessity, for Authorization to File Tariffs and to Issue Debt, and for Related Determinations.

Application 22-09-018

ADMINISTRATIVE LAW JUDGE'S RULING MODIFYING SCHEDULE

On September 28, 2022, Pacific Gas and Electric Company (PG&E) and Pacific Generation LLC (Pacific Generation) filed Application (A.) 22-09-018. PG&E and Pacific Generation concurrently served testimony and related exhibits supporting the application.

On January 20, 2023, the assigned Commissioner issued a scoping memo and ruling setting forth the issues and schedule for the proceeding.

On March 17, 2023, PG&E served amended and restated testimony for Chapter 4 of its testimony.

On March 21, 2023, The Utility Reform Network (TURN) served an email requesting an extension of 60 days for intervenor testimony in order to allow intervenors to conduct a thorough and meaningful review of the amended testimony. TURN notes that amended and restated Chapter 4 (clean version) is now 367 pages long compared to the 8 pages in the original Chapter 4 testimony and now includes numerous complex agreements. TURN proposes that all the remaining dates in the scoping memo be extended by 60 days as well. TURN

reports that all parties either support or do not oppose the extension request except for PG&E who opposes the request and the Coalition of California Utility Employees who did not provide a response.

On March 21, 2023, PG&E served via email a response opposing TURN's request and TURN served another e-mail responding to PG&E's response.¹

The schedule set forth in the scoping memo does not include a date for PG&E to serve amended and restated testimony. Given the new information and details provided in the amended and restated Chapter 4 testimony, I find it reasonable to grant a 1-month extension of time for intervenors to serve their prepared direct testimony with corresponding shifts to the remainder of the events in the proceeding schedule resulting in the modified schedule below:

¹ TURN's request, PG&E's response, and TURN's response are attached to this ruling.

| Event | Original Schedule | Modified Schedule |
|--|---|---|
| Intervenors' prepared direct testimony served | May 16, 2023 | June 16, 2023 |
| Prepared rebuttal testimony served | June 6, 2023 | July 7, 2023 |
| Evidentiary hearing | July 17-21, 2023 | August 21-22, 24-25, and 28, 2023 |
| Opening briefs filed and served | August 11, 2023 | September 18, 2023 |
| Reply briefs filed and served (matter submitted) | August 28, 2023 | October 5, 2023 |
| Proposed decision issued | Within 90 days after submission. | Within 90 days after submission. |
| Commission decision issued | No sooner than 30 days after proposed decision. | No sooner than 30 days after proposed decision. |

IT IS RULED that:

The schedule for this proceeding is modified as set forth in this ruling.

Dated March 30, 2023, at San Francisco, California.

/s/ SOPHIA J. PARK

Sophia J. Park
Administrative Law Judge

A.22-09-018
(S851 ASSET TRANSFER)
RULE 11.6 EXTENSION REQUEST
AND RESPONSES

From: [David Cheng](#)
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Subject: [EXTERNAL] Re: A.22-09-018 (S851 Asset Transfer) Rule 11.6 Extension Request
Date: Tuesday, March 21, 2023 10:06:16 PM

CAUTION: This email originated from outside of the organization. Do not click links or open attachments unless you recognize the sender and know the content is safe.

Dear ALJ Park,

TURN responds briefly to two mischaracterizations in PG&E's letter:

1. PG&E attempts to suggest that its ability to raise capital for 2024 would be at risk if its application is not approved in a timely manner. In reality, PG&E recently conceded in its FERC filing that "[t]here are several alternatives for raising the needed capital." (FERC Docket EC23-38-000, PG&E Motion for Leave to Answer and Answer to Protests, p. 15). The instant application is simply PG&E preferred approach because it is the one most beneficial to shareholders.

2. PG&E attempts to suggest that the Fire Victim Trust would be uniquely harmed if the application is not approved by the Commission. TURN has already debunked this mischaracterization previously. Any potential "harm" to the Fire Victim Trust results from the fact that it holds large quantities of PG&E stock and is therefore a major shareholder. The Commission should reject PG&E's mischaracterization that the Fire Victim Trust would be uniquely harmed if PG&E's application is rejected.

As many parties expressed at the prehearing conference, PG&E's proposed transaction could result in harms to many stakeholders. To promote public interest, the Commission should ensure adequate time for review by the public given the vast amount of new information that has been introduced by PG&E. TURN also notes that other parties' strong desire to have sufficient time to review the additional complex agreements can be seen in the overwhelming support for TURN's request.

Thank you for your consideration.

Sincerely,
David Cheng

From: "Weissmann, Henry" <Henry.Weissmann@mto.com>
Date: Tuesday, March 21, 2023 at 4:13 PM
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Subject: FW: A.22-09-018 (S851 Asset Transfer) Rule 11.6 Extension Request

Dear ALJ Park,

I attach a letter responding to TURN's request.

Pursuant to Rule 8.2(c)(3), I am copying the service list.

Respectfully submitted,

Henry Weissmann
Counsel for PG&E

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Sent: Tuesday, March 21, 2023 2:57 PM

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Subject: A.22-09-018 (S851 Asset Transfer) Rule 11.6 Extension Request

Dear ALJ Park,

Last Friday March 17, PG&E served the Amended and Restated Testimony for Chapter 4. Given that Chapter 4 (clean version) is now 367 pages long compared to 8 pages in the original testimony (which significantly increases the total testimony from 553 pages to 912 pages), and given that the restated testimony now includes numerous complex agreements (operations and services, generation, interconnection, billing, legal and regulatory, wildfire indemnification, fuel procurement, benefits, and forecast realization adjustment), TURN believes that an extension for the intervenor testimony is reasonable to allow for a thorough and meaningful review by intervenors. The resources and time required to unpack the ramifications of the complex agreements and the effects on the impacted stakeholders are much greater than previously anticipated.

PG&E served its original testimony in September 2022; the restated testimony is arriving 6 months later. The PHC was held on December 2 2022; the restated testimony is 3.5 months later. TURN believes an extension of 60 days for the intervenor testimony would be reasonable and appropriate, which would have a new due date of July 15, 2023. This would also be consistent with the time between when the Scoping Memo was issued (January 20) and when the restated testimony was served. At the time that the Scoping Memo was issued, parties planned their resources accordingly based on the schedule adopted in the Scoping Memo. The vast amount of new information and complex agreements that are now arriving nearly 60 days later should warrant additional time for review by the intervenors. TURN proposes that all of the remaining dates in the Scoping Memo be extended by 60 days as well.

Pursuant to Rule 11.6, TURN reached out to the parties regarding this extension request. Below are the party positions:

Parties that support the extension request: Nevada Irrigation District, Northern California Power Agency, Easy Bay Municipal Utility District, Energy Producers and Users Coalition, City of Santa Clara, Placer County Water Agency, California Hydropower Reform Coalition, Western Canal Water District, American Whitewater, Friends of the River, California Trout, Inc., Trout Unlimited, California Sportfishing Protection Alliance, California Outdoors, Foothill Conservancy, South Yuba River Citizens League

Parties that do not oppose the request: Southern California Edison Company, Cal Advocates, California Farm Bureau Federation, California Community Choice Association

Parties that did not respond: Coalition of California Utility Employees

Parties that oppose: PG&E

Thank you for your consideration and attention to this matter.

Sincerely,

David Cheng

(END OF ATTACHMENT)

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March 21, 2023

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Re: A.22-09-018 – Response to TURN's Extension Request

Dear ALJ Park:

TURN's request for extension should be denied.

As served with the Application, Chapter 4 describes the principal terms of the anticipated intercompany agreements. The Application proposes that, after the Commission issues a decision granting the relief requested and after signing agreements with the Minority Investors, PG&E would file an advice letter that would include definitive transaction documents.¹ At the prehearing conference, in response to a question from the Administrative Law Judge, PG&E clarified that it was in the process of developing various agreements, some of which were expected to be submitted in the course of the proceeding and others in the advice letter process.² PG&E further stated that if parties were interested in particular agreements, PG&E would engage with them and, subject to the Commission's direction, submit those

¹ Application at p. 18.

² Tr. at pp. 19-20.

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agreements as part of the record as they are developed.³ Thereafter, some parties served data requests seeking information about the terms of one or more of the intercompany agreements. In responding to these requests, PG&E indicated that the intercompany agreements were being developed and made parties aware that it would be serving proposed forms of these agreements in March.⁴ In order to address these parties' interests and promote transparency, PG&E accelerated its work on those agreements and served them on March 17, 2023, approximately two months before intervenor testimony is due.

TURN's request essentially repeats the request of certain parties at the prehearing conference that the deadline for intervenor testimony be deferred until PG&E submits all of the supporting agreements.⁵ The scoping memo did not accept that request, but instead required intervenor testimony to be served on May 16, 2023, without establishing a deadline for PG&E to serve the intercompany agreements. The service of the updated Chapter 4 and intercompany agreements does not justify changing that schedule.

TURN has not identified any specific portion of the updates to Chapter 4 that necessitates an extension of the deadline for TURN's testimony. The version of Chapter 4 served with the Application describes the principal terms of the intercompany agreements; the update is consistent with the initial version of Chapter 4 and provides further details, as well as the proposed drafts of those agreements. TURN does not explain whether any of those details are relevant to TURN's testimony. TURN's protest refers to only one of the intercompany agreements—the Wildfire Indemnification Agreement.⁶ The proposed Wildfire Indemnification Agreement that PG&E served on March 17 is 13 pages long and closely tracks the description of that agreement included in Chapter 4 as served with the Application. Although TURN notes that Chapter 4 is now 367 pages long, 211 of those pages are four tariffed interconnection agreement forms reproduced directly from CAISO's tariff and PG&E's Wholesale Distribution Tariff,

³ Tr. at p. 20.

⁴ See, e.g., PG&E Supplemental Response to CalCCA Data Request Set 001, question 28 (Feb. 21, 2023) ("PG&E is in the process of preparing forms of the various intercompany agreements (as discussed in Chapter 4 of PG&E's testimony), which will cover, among other things, operation, maintenance, scheduling, and dispatch services, and will be provided to the parties on the service list in this proceeding. PG&E intends to address this topic in those draft forms of agreement."); PG&E Response to CalCCA Data Request Set 002, question 7(b) (March 10, 2023) ("The draft intercompany agreements referenced in PG&E's Application and Testimony are still in the process of being drafted and cannot be shared at this time. PG&E commits to providing the draft intercompany agreements referenced in the Application and Testimony once available, which PG&E currently expects to be in March 2023.").

⁵ Tr. at pp. 66 (McClure/NID), 67 (Sheriff/PCWA), 68 (Gast/Santa Clara), 68-69 (Gantenbein/CHRC).

⁶ TURN Protest at p. 4.

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without modification by PG&E. The rest of the updated Chapter 4 materials consists of 16 pages of actual testimony and drafts of the various other intercompany agreements.

TURN does not explain why it needs an additional 60 days to address the updated Chapter 4. The update does not expand the scope of issues. The existing schedule still provides two months for parties to address in their testimony any issues regarding the detailed terms of the intercompany agreements.⁷

Finally, as PG&E has emphasized, the Proposed Transaction is a key part of PG&E's plan to raise equity to support its 2024 capital plan. The scoping memo contemplates a decision by December 2023 or January 2024, which would enable a closing and receipt of proceeds as soon as the first quarter of 2024 or early in the second quarter of 2024. Although this is later than PG&E would have preferred, the delay TURN requests would create significant uncertainty about PG&E's equity capital plan, compelling PG&E to explore other means of raising needed capital. Those alternatives would create risks for all stakeholders, particularly the Fire Victim Trust.

Respectfully submitted,



Henry Weissmann

HW:v

(END OF ATTACHMENT)

⁷ To date, TURN has not served any data requests in this proceeding. At the prehearing conference, TURN indicated that it would be occupied with preparation of testimony to be served in March 2023 in the Southern California Gas and San Diego Gas & Electric General Rate Case. Tr. at p. 66.