



**BEFORE THE PUBLIC UTILITIES COMMISSION OF THE
STATE OF CALIFORNIA**

FILED

05/18/26

04:59 PM

A2503001

Application of SOUTHERN CALIFORNIA
EDISON COMPANY (U338E) for Approval
Under Public Utilities Code Section 851 to Sell
the Lower Tule Hydroelectric Power Plant to
Lower Tule Hydro LLC.

A.25-03-001

**SOUTHERN CALIFORNIA EDISON COMPANY'S (U 338-E) RESPONSE TO
ADMINISTRATIVE LAW JUDGE'S RULING REQUESTING SUPPLEMENTAL
ASSET PURCHASE AGREEMENT INFORMATION**

ROBERT PONTELLE
CLAIRE KEANE

Attorneys for
SOUTHERN CALIFORNIA EDISON COMPANY

2244 Walnut Grove Avenue
Post Office Box 800
Rosemead, California 91770
Telephone: (626) 302-6654
E-mail: Claire.Keane@sce.com

Dated: May 18, 2026

**BEFORE THE PUBLIC UTILITIES COMMISSION OF THE
STATE OF CALIFORNIA**

Application of SOUTHERN CALIFORNIA
EDISON COMPANY (U338E) for Approval
Under Public Utilities Code Section 851 to Sell
the Lower Tule Hydroelectric Power Plant to
Lower Tule Hydro LLC.

A.25-03-001

**SOUTHERN CALIFORNIA EDISON COMPANY’S (U 338-E) RESPONSE TO
ADMINISTRATIVE LAW JUDGE’S RULING REQUESTING SUPPLEMENTAL
ASSET PURCHASE AGREEMENT INFORMATION**

I.

INTRODUCTION

Pursuant to the California Public Utilities Commission’s (“CPUC’s” or “Commission’s”) Rules of Practice and Procedure and the Administrative Law Judge’s *Ruling Ordering Southern California Edison Company to Submit Supplemental Asset Purchase Agreement Information* dated May 6, 2025 (the “Ruling”), Southern California Edison Company (“SCE”) respectfully submits this response to the Commission. The Ruling orders SCE to supplement the record regarding the following matters:

1. Has a separate asset purchase agreement been executed by and between SCE and Lower Tule Hydro LLC (“Lower Tule Hydro”) for the sale of the Kaweah hydroelectric project (“Kaweah APA”) and delivered to SCE?

a. If no, has the Lower Tule asset purchase agreement (“Lower Tule APA”) Section 2.2 (“Transfer Payment”) term withholding tender of the Lower Tule Project transfer payment, by SCE to Lower Tule Hydro until execution and delivery of a Kaweah APA, been waived.

b. If yes, does the executed Kaweah APA require an additional transfer payment from SCE to Lower Tule Hydro for the proposed sale of Kaweah Project that is separate and distinct from the Lower Tule Project APA transfer payment term.¹

II.

SCE’S RESPONSE

SCE has not yet executed a separate asset purchase agreement for the sale of the Kaweah hydroelectric project with Kaweah Hydro LLC (“Kaweah Hydro”), an affiliate of Sorenson Engineering (“Sorenson”), which is the managing entity of Lower Tule Hydro, the proposed buyer of the Lower Tule hydroelectric project. Execution of the Kaweah APA is contingent on the renewal of the project’s Special Use Permit, issued by the United States National Park Service (“NPS”). SCE and Sorenson have engaged in constructive discussions with the NPS and are in the process of finalizing a letter of intent with the agency, which SCE anticipates will outline the agreed-upon financial terms for the permit and reflect the NPS’s support of the transfer of the Kaweah hydroelectric facility from SCE to Kaweah Hydro.

The Lower Tule APA conditions the closing of the sale of the Lower Tule project on the execution and delivery of the Kaweah APA (which would include payment of the Transfer Payment), unless that condition is waived by SCE and Lower Tule Hydro.² That condition has not yet been waived, but it is the parties’ intention to waive it if (a) all other closing conditions to

¹ Administrative Law Judge McGary’s Ruling Ordering Applicant Southern California Edison Company to Submit Supplemental Asset Purchase Agreement Information, dated May 6, 2026, at p. 4.

² Sections 6.1.11 and 6.2.9 of the APA; SCE Application (A.)25-03-001, Appendix A – Page 42 and Page 43.

the Lower Tule sale are satisfied and (b) the parties continue to be engaged in constructive negotiations with the NPS. In principle, the parties are aligned.

Although SCE's response to the question above is no, SCE respectfully offers a response to question 1.(b). Upon execution of the Kaweah APA, SCE will file a new application with the Commission for approval of the Kaweah sale. The application will include an additional transfer payment from SCE to Kaweah Hydro LLC that is separate and distinct from the Lower Tule Transfer Payment.

III.

CONCLUSION

SCE thanks the Commission for the opportunity to submit this supplemental information.

Respectfully submitted,

ROBERT PONTELLE
CLAIRE KEANE

/s/ Claire Keane

By: Claire Keane

Attorney for
SOUTHERN CALIFORNIA EDISON COMPANY

2244 Walnut Grove Avenue
Post Office Box 800
Rosemead, California 91770
Telephone: (626) 302-6654
E-mail: Claire.Keane@sce.com

Dated: May 18, 2026