

PUBLIC UTILITIES COMMISSION

505 VAN NESS AVENUE  
SAN FRANCISCO, CA 94102-3298



January 29, 2020

**Advice Letter 1123-G**

Justin Lee Brown  
Vice-President/Regulatory Affairs  
Southwest Gas Corporation  
PO Box 98510  
Las Vegas, NV 89193-8510

**SUBJECT: To update Southwest Gas Corporation Affiliate Transaction Rules  
Compliance Plan**

Dear Mr. Brown:

Advice Letter 1123-G is effective as of December 27, 2019.

Sincerely,

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

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



# **SOUTHWEST GAS CORPORATION**

December 27, 2019

## **Advice Letter No. 1123-G**

(U 905 G)

Public Utilities Commission of the State of California

### **Subject: To update California's Affiliate Transaction Rules Compliance Plan**

Southwest Gas Corporation (Southwest Gas or Company) herewith submits Advice Letter No. 1123. There are no tariff sheets associated with this submission.

### **Purpose**

The purpose of this Advice Letter is to replace Southwest Gas' previously submitted California Affiliate Transaction Rules Compliance Plan (Plan). While Southwest Gas has not made any material changes to its Plan, it is submitting this revised Plan to reflect recent affiliate officer and director changes.

Southwest Gas hereby submits its revised Plan in accordance with both Ordering Paragraph (OP) 2 and Section VI.A of Appendix A of Commission Decision (D.) 97-12-088, as modified by D.98-08-035. The attached Plan presents the most current information for Southwest Gas regarding its affiliates and its affiliate transaction rules compliance efforts, and supersedes all previously submitted Plans.

### **Background**

The Commission's Rules, adopted by D.97-12-088 and modified by D.98-08-035, govern the relationship between Southwest Gas and its applicable affiliates. The Rules apply to utility transactions with California affiliates engaging in the provision of a product that uses gas or the provision of services that relates to the use of gas, unless otherwise exempted from the Rules.

OP 2 of D.97-12-088 and Section VI.A of the Rules both required affected utilities to submit by advice letter, no later than December 31, 1997, a compliance plan demonstrating that there are adequate procedures in place that will preclude the sharing of information as prohibited by the Rules. Utilities must submit a revised compliance plan annually using the same advice letter process when there is a change to an existing compliance plan.

Pursuant to D.97-12-088, Southwest Gas developed and submitted to the Commission, in Advice Letter Nos. 562-A and 562-B, a Plan designed to address the interaction between Southwest Gas' public utility operations and its non-exempt affiliates. Subsequent to the submission of Advice Letter No. 562-B, Southwest Gas developed written policies and practices necessary to ensure compliance with each of the subject areas identified in the Rules. These policies and practices are identified as Corporate Policy & Practice (CPP) 1000.01 and Standard Practice (SP) 105.1, and were submitted



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as amendments to Southwest Gas' Plan in Advice Letter No. 698. Copies of the CPP and SP are attached hereto as Attachments A and B, respectively. A list that includes key information for the Southwest Gas subsidiaries and affiliates that operate in California, share officers or directors with the utility, or for which Southwest Gas has received an exemption from the Rules completes the Plan and is attached as Attachment C.<sup>1</sup>

Southwest Gas believes that the compliance actions set forth in the attached revised Plan are consistent with the Commission's Rules, as delineated in D.97-12-088 and modified by D.98-08-035.

Southwest Gas does not believe there are unusual or unique circumstances that would require affiliate transaction rule measures beyond those already identified by Southwest Gas in its Plan. Therefore, Southwest Gas will apply the provisions of its Plan to any and all transactions between the utility and its non-exempt California affiliates.

Southwest Gas will inform the Energy Division of any material changes in its exempt affiliates and will follow the procedures set forth in Section VI.B of the Rules upon the creation of a California affiliate that is subject to the Rules.

This Advice Letter will not increase any rate or charge, cause the withdrawal of service, or conflict with any schedule or rule.

### **Effective Date**

Southwest Gas believes this Advice Letter is subject to Energy Division disposition and should be classified as Tier 1 (effective pending disposition) pursuant to General Order (GO) 96-B. Southwest Gas respectfully requests that this Advice Letter become effective December 27, 2019, which is the date of submission.

### **Protest**

Anyone may protest this Advice Letter to the California Public Utilities Commission. The protest must state the grounds upon which it is based with specificity. The protest must be sent no later than 20 days after the date of this submission, and shall be sent by letter via U.S. Mail, facsimile, or electronically. The address for mailing or delivering a protest to the Commission is:

Attention: Tariff Unit  
Energy Division  
California Public Utilities Commission  
505 Van Ness Avenue, 4<sup>th</sup> Floor  
San Francisco, California 94102  
Email: [edtariffunit@cpuc.ca.gov](mailto:edtariffunit@cpuc.ca.gov)  
Facsimile: (415) 703-2200

Copies should also be mailed to the attention of the Director, Energy Division, Room 4004 (same address as above).

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<sup>1</sup> Southwest Gas is also providing a redline version of Attachment "C" with this submission.



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Protests and all other correspondence regarding this Advice Letter should also be sent by letter and transmitted via U.S Mail, facsimile or electronic mail to the attention of:

Catherine M. Mazzeo  
Managing Counsel  
Southwest Gas Corporation  
P.O. Box 98510  
Las Vegas, Nevada 89193-8510  
Telephone No. (702) 876-7250  
Facsimile No. (702) 252-7283  
Email: [catherine.mazzeo@swgas.com](mailto:catherine.mazzeo@swgas.com)

Valerie J. Ontiveroz  
Regulatory Manager  
Southwest Gas Corporation  
P.O. Box 98510  
Las Vegas, Nevada 89193-8510  
Telephone No. (702) 876-7323  
Facsimile No. (702) 873-3820  
Email: [valerie.ontiveroz@swgas.com](mailto:valerie.ontiveroz@swgas.com)

### **Notice**

Southwest Gas is exempt from the notice requirements set forth in General Rule 4.2 of GO 96-B, since this Advice Letter will not increase any rate or charge, cause the withdrawal of service, or conflict with any schedule or rule.

### **Service**

In accordance with GO 96-B, General Rule 7.2, Southwest Gas is serving copies of this Advice Letter to the interested parties shown on the list. In addition, and pursuant to D.97-12-088, and Sections VI.A and VI.B of the Affiliate Transaction Rules, Southwest Gas is serving copies of this Advice Letter to the service list from R.97-04-011/I.97-04-012, provided as Attachment D. This Advice Letter is also available for viewing on Southwest Gas' web site at <http://www.swgas.com/en/california-rates-and-regulation>.

Respectfully submitted,

SOUTHWEST GAS CORPORATION

By   
Valerie J. Ontiveroz

Attachments

## DISTRIBUTION LIST

Advice Letter No. 1123-G

In Conformance with GO 96-B, General Rule 4.3

The following individuals or entities have been served by electronic mail (email):

Elizabeth Echols, Director  
Public Advocates Office  
[elizabeth.echols@cpuc.ca.gov](mailto:elizabeth.echols@cpuc.ca.gov)

Pacific Gas & Electric Company  
[PG&ETariffs@pge.com](mailto:PG&ETariffs@pge.com)

Southern California Gas Company  
[ROrtiz@semprautilities.com](mailto:ROrtiz@semprautilities.com)

San Diego Gas & Electric Company  
[SDG&ETariffs@SempraUtilities.com](mailto:SDG&ETariffs@SempraUtilities.com)

Belinda Gatti  
Energy Division  
California Public Utilities Commission  
[belinda.gatti@cpuc.ca.gov](mailto:belinda.gatti@cpuc.ca.gov)

Robert M. Pocta  
Office of Ratepayer Advocates  
California Public Utilities Commission  
[robert.pocta@cpuc.ca.gov](mailto:robert.pocta@cpuc.ca.gov)

Nathaniel Skinner  
Office of Ratepayer Advocates  
California Public Utilities Commission  
[nathaniel.skinner@cpuc.ca.gov](mailto:nathaniel.skinner@cpuc.ca.gov)

Pearlie Sabino  
Office of Ratepayer Advocates  
California Public Utilities Commission  
[pearlie.sabino@cpuc.ca.gov](mailto:pearlie.sabino@cpuc.ca.gov)

The individuals on the following official service list in R.97-04-011/I.97-04-012 were served by email. Where an email address was not included on the official service list, individuals were served by regular, first-class mail.

**Advice Letter No. 1123-G  
Attachment A**

SOUTHWEST GAS CORPORATION  
(U 905 G)  
Corporate Policy & Practice (CPP) 1000.01



## CPP 1000.01 California Affiliate Transaction Rules Compliance Plan

Effective Date: 10/06/2003

Last Review Date: 11/25/2015

### CPP Owner: Regulation

1. This policy has been developed to ensure that Southwest Gas Corporation (the Company) complies with the California Affiliate Transaction Rules (the Rules) issued by the California Public Utilities Commission (CPUC). The Rules govern transactions between public utilities operating within California and their affiliates that are subject to the Rules. This policy together with the Company's Standard Practice (SP) 105.1 comprise the Company's Compliance Plan.
2. An affiliate is defined by the CPUC as any person, corporation, utility, partnership, company, or other entity of which five percent or more of its outstanding securities is owned, controlled, or held with power to vote, directly or indirectly, either by the Company or any of its affiliates. Transactions between the Company's California public utility operations and any affiliate engaging in the provision of a product that uses gas or in the provision of services that relate to the use of gas within California are subject to the Rules pursuant to Rule No. II.B.
3. [SP 105.1, California Affiliate Transaction Rules Compliance Plan](#), is designed to address transactions between the Company's California public utility operations and any Rule II.B. affiliate transacting business in California. SP 105.1 provides responsibilities, detailed methods, reference to departmental written instructions, and identification of other affected SPs. The Company's Compliance Officer can be contacted if there is any question about the status of an affiliate.

*NOTE: The Company has designated the Corporate Compliance Officer of the Corporation as the California Affiliate Transaction Compliance Officer (Compliance Officer), who will coordinate the implementation of this SP in order to ensure compliance with the Rules.*

4. **Each manager (equivalent and above)** of the Company is responsible for ensuring that **all employees who transact business with affiliates on behalf of the Company** within his or her area of responsibility be familiar with SP 105.1 and receive a copy of related written policies, procedures, and practices and understand and adhere to them. The **officers of** Rule II.B. affiliates are responsible for implementing procedures within their companies necessary to enforce the Rules. Failure to abide by the Rules as outlined in SP 105.1 can result in disciplinary action or discharge.

5. The Company acknowledges a continuing responsibility to apply the scope of the Rules. If the activities of any of the Company's Rule II.B affiliates change, or if a new affiliate is created, the Company will make the appropriate filing(s) with the CPUC.

\* \* \*



**Advice Letter No. 1123-G  
Attachment B**

SOUTHWEST GAS CORPORATION  
(U 905 G)  
Standard Practice (SP) 105.1



## **SP 105.1 California Affiliate Transaction Rules Compliance Plan**

**Effective Date: 10/06/2003**

**Last Review Date: 11/25/2015**

**SP Owner: Regulation**

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**Procedure** - None

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**Purpose**

This Standard Practice (SP) provides the responsibilities, detailed methods, and identification of other related documents to support and ensure compliance with the requirements within Corporate Policy & Practice ([CPP](#)) 1000.01, [California Affiliate Transaction Rules Compliance Plan](#). This SP describes actions that are required under the California Affiliate Transaction Rules (the Rules) issued by the California Public Utilities Commission (CPUC), and references the applicable section of the Rules. This SP is not, however, a substitute for the Rules themselves. This SP together with CPP 1000.01 comprise Southwest Gas Corporation's (the Company) California Affiliate Transaction Rules Compliance Plan (Compliance Plan).

**Definitions**

1. Affiliate - An affiliate is defined by the CPUC as any person, corporation, utility, partnership, company, or other entity of which five percent or more of its outstanding securities is owned, controlled, or held with the power to vote, directly or indirectly, either by the Company or any of its affiliates.

2. Rule II.B Affiliate - An affiliate that provides a product that uses natural gas or a service that relates to the use of natural gas. Transactions between the Company's California public utility operations and the Company's Rule II.B affiliates transacting business in California are subject to the Rules.

3. Exempt Affiliate - A Rule II.B affiliate for which the CPUC has granted Company an exemption from the applicability of the Rules.

**Policy**

1. CPP 1000.01 ensures compliance with the Rules. The Rules govern transactions between public utilities operating within California and their affiliates that are subject to the Rules.

2. This SP is designed to address transactions between the Company's California public utility operations and any non-exempt Rule II.B. affiliate in California. In addition, it provides the responsibilities, detailed methods, and identification of other affected SPs. The Company's Compliance Officer can be contacted if there is any question about the status of an affiliate or the application of this SP.

*NOTE: The Company has designated the Corporate Compliance Officer of the Corporation as the California Affiliate Transaction Compliance Officer (Compliance Officer), who will coordinate the implementation of this SP in order to ensure compliance with the Rules.*

3. The Company acknowledges a continuing responsibility to apply the scope of the Rules. If activities of the Company's Rule II.B affiliates change, or if a new affiliate is created, the Company will make the appropriate filing with the CPUC.

4. Communication – This SP, CPP 1000.01, and other related SPs are located on the Company's InfoNet Web site for access by employees. If necessary, additional related written policies, procedures, and practices will be provided to officers of the Company's non-exempt Rule II.B affiliates.

5. Rule II.B. Affiliate Transaction Policies and Guidelines – The Compliance Officer will coordinate with affected departments and personnel, as necessary, to ensure the Company's written policies, procedures, and practices comply with the Rules. Specific guidelines will be enacted, as necessary, to comply with the standards for accounting and record-keeping. Written policies and practices will be adopted, as necessary, to comply with the directives concerning the nondiscriminatory sharing and dissemination of information, appropriate shared services, transfer of employees, nonpreferential and nondiscriminatory service offerings, discounts, business opportunities, and other activities between Rule II.B. affiliates in California and the California public utility operations of the Company.

### **Scope**

This SP applies to all employees of the Company who transact business with affiliates on behalf of the Company.

### **Responsibility**

*NOTE: The following responsibilities will apply to transactions between the Company's California public utility operations and its non-exempt Rule II.B. affiliates in California.*

1. All Employees transacting business with affiliates on behalf of the Company
  - a. Be familiar with this SP and CPP 1000.01, and adhere to them.

- b. Do not provide preferential treatment to affiliates or customers of affiliates. Apply the Company's tariff uniformly to all market participants. (Rules III.A. and B.3. and 4.)
- c. Limit transactions between the Company and affiliates to those goods and services made generally available by the Company or affiliates to all market participants. (Rule III.B.)
- d. Do not condition or tie the provision of any Company goods or services to the receipt of any goods or services from affiliates. (Rule III.C.)
- e. Do not assign Company customers to any affiliates, whether by default, direct assignment, option, or by any other means, unless such assignment is equally available to all competitors. (Rule III.D.)
- f. Do not solicit business for affiliates or provide any market and/or customer-sensitive information to such affiliates. (Rules III.E, IV.A, IV.B, and IV.E.)
- g. Immediately notify department management if any discount, rebate, or waiver of applicable Company charges for service is provided to affiliates so that the terms and conditions can be properly posted. (Rule III.F.)
- h. Do not provide a list of non-Company service providers, which includes or identifies affiliates, to a customer unless a specific request has been received from the customer and the CPUC has approved such a list. Contact the California Regulatory Manager for the most current, approved list. (Rule IV.C.)
- i. Do not share nonpublic information the Company receives from nonaffiliated suppliers without first obtaining written permission from the supplier. (Rule IV.D.)
- j. Do not share plant, facilities, equipment, services, or information systems with affiliates with the exception of permitted corporate support functions. (Rule V.C.)
- k. Report all transfers and joint purchases between the Company and affiliates to department management. No joint natural gas commodity or capacity purchases with affiliates are allowed. (Rules V.D. and H.)
- l. Do not use shared corporate support functions to transfer confidential, proprietary, or sensitive information from the Company to affiliates. (Rule V.E.)
- m. Ensure that employees of the Company are not also employed by an

affiliate, except in the role of permitted corporate support. (Rules V.E. and G.)

n. Do not promote or advertise affiliates association with the Company. Notify management of affiliates use of the name or logo of the Company. (Rule V.F.)

o. Execute a California Affiliate Transaction Rules Compliance Plan Work Assignment Agreement, Form 105.1, if temporarily assigned to, permanently hired by, or returning from an affiliate, as outlined in SP 757.1, Personnel Hiring and Transferring. (Rule V.G.)

p. If hired by an affiliate, do not disclose any confidential, proprietary, or sensitive Company information to the affiliate. (Rule V.G.2.d.)

## 2. Each Manager (equivalent or above) of the Company

a. Ensure employees within your areas of responsibility who are involved with affiliates or matters that impact affiliates are aware of this SP and other related written policies, procedures, and practices.

b. Ensure that employees under your areas of responsibility do not provide preferential treatment to affiliates or customers of affiliates. (Rule III.A.)

c. Immediately notify the Compliance Officer if any discount, rebate, or waiver of applicable Company charges for service(s) is provided to an affiliate. Maintain proper records of all transactions. (Rules III.F.1 -14.)

d. Ensure that employees under your area of responsibility do not provide engineering services (including research and development) to affiliates. (Rule IV.E.)

e. Maintain separate, simultaneous records documenting each transaction between the Company and affiliates. Retain such records for a minimum of three years, consistent with Company document retention practices and CPUC requirements. Make such records available for review upon 72 hours' notice from the Compliance Officer. (Rule IV.F.)

f. Ensure that employees under your area of responsibility do not share services or information systems with affiliates, except for permitted corporate support functions. (Rule V.C.)

g. Ensure that employees under your area of responsibility do not share plant, facilities, or equipment with affiliates, with the exception of permitted corporate support functions (Rule V.C.)

h. Report all joint non-commodity and non-capacity purchases made by the Company with affiliates to the Controller. No joint purchases of natural gas commodity or capacity are permitted. (Rule V.D.)

i. Report all shared corporate support services to the Controller. (Rule V.E.)

j. Ensure that employees under your area of responsibility that are performing permitted shared corporate services do not transfer confidential, proprietary, or sensitive information about the Company to affiliates, and that permitted shared corporate support services are carried out in accordance with the Rules. (Rule V.E.)

k. Ensure that employees under your area of responsibility do not promote affiliates or conduct any other joint advertising or marketing with affiliates. Report all uses of the Company name and logo by affiliates to the Compliance Officer. (Rule V.F.)

l. Do not jointly employ the same employees as affiliates except as provided for in Rule V.E. (Rule V.G.)

(1) Complete an Employment Status Form 759.7 for each employee temporarily assigned to, permanently hired by, or returning from an affiliate.

(2) Provide Form 105.1 (all four parts) for employee review and completion and attach it to Form 759.7.

(3) Send Form 759.7 and the attached agreement (all four parts) to Human Resources, and send copies of both documents to the Compliance Officer.

m. Notify Human Resources prior to temporarily assigning a Company employee to an affiliate. Do not temporarily assign a Company employee to an affiliate in excess of 30% of such employee's chargeable time in any calendar year. (Rule V.G.2.e.)

n. Do not temporarily assign any Company employee to an energy marketing affiliate. (Rule V.G.2.e.)

o. Report all transfers of goods and services between the Company and affiliates to the Controller and the Compliance Officer. (Rule V.H.)

p. Ensure that employees under your area of responsibility do not offer new nontariffed products and services except through affiliates or as otherwise provided. (Rules VII.A, VII.C, and VII.I.)

q. Immediately notify the Compliance Officer of any new nontariffed products and services, and verify CPUC approval has been obtained prior to offering any new nontariffed products and services to customers. (Rule VII.E.)

r. Immediately notify the Compliance Officer of any sale, lease, assignment, or encumbrance of Company property if Company property is affected in any way as part of a nontariffed product or service offering by the Company. (Rule VII.G.)

### 3. Compliance Officer

a. Coordinate the implementation and continuous enforcement of the Rules for the Company and its affiliates.

b. Maintain a current copy of this SP and the Rules.

c. Monitor compliance requirements of CPP 1000.01 and this SP and take appropriate action when warranted.

d. Coordinate with other departments as necessary in making records of transactions between the Company and affiliates available within 72 hours for third-party review. (Rule IV.F.)

e. Upon notification from Human Resources that more than five percent of Company employees are assigned to affiliates at any one time, notify the involved managers and affiliates to halt all assignments in excess of the five percent threshold. (Rule V.G.2.)

f. Upon notification that the Company intends to offer any new nontariffed product or service, coordinate with Rates and Regulatory Analysis, Internal Audit, the California Regulatory Manager and other departments, as necessary, to ensure compliance with Rules VII.D and VII.E.

g. Notify the California Regulatory Manager if the Company provides a discount, rebate or waiver of applicable charges for service provided to an affiliate. (Rule III.F.)

### 4. Rates and Regulatory Analysis

a. Exclude all costs associated with affiliate research and development activities from rates to the Company's California customers. (Rule V.F.5.)

b. Exclude all costs associated with required independent compliance audits from rates to the Company's California customers. (Rule VI.C.)



c. Coordinate with other departments, as necessary, to ensure that all tariffed products and services offered by the Company meet the requirements of Rule VII.C.

5. California Regulatory Manager

a. Ensure that proper electronic notification and/or posting is made if the Company provides a discount, rebate or waiver of applicable charges for service provided to an affiliate. (Rule III.F.)

b. If a list of non-Company service providers that includes or identifies affiliates is developed, ensure that CPUC approval is obtained prior to the list being made available to customers. Maintain any lists of non-Company service providers that includes or identifies affiliates that have been approved by the CPUC. (Rule IV.C.2.)

c. Coordinate with Legal Affairs and the Compliance Officer in accordance with SP 110.0, Communications with State Regulatory Commissions, to file a Compliance Plan with the CPUC Energy Division no later than December 31 of each year (or as otherwise required by the Rules) whenever there has been a change in the Company's existing Compliance Plan or a change in the Company's affiliates. (Rule VI.A.)

d. Upon the creation of a new affiliate, ensure posting of the appropriate electronic notice, and coordinate with Legal Affairs and the Compliance Officer to file an advice letter demonstrating how the Rules will be implemented with respect to the new affiliate, no later than 60 days following the creation of the new affiliate. (Rule VI.B.)

e. Coordinate with Internal Audit and other departments, as necessary, to ensure that the annual independent audit report is filed with the CPUC no later than May 1 of each year. (Rule VI.C.)

f. Ensure Company compliance with filing and reporting requirements for existing and new nontariffed products or services. (Rules VII.C, VII.E, and VII.H.)

6. Controller

a. Maintain Company books and records separate from affiliate books and records and apply all required accounting standards. (Rule V.B.)

b. Record all joint purchases of goods and services made by the Company and affiliates in a manner that clearly identifies the Company and affiliate portions of such purchases, and allocate costs according to CPUC

guidelines. (Rule V.D.)

c. Prepare invoices for fees associated with permitted, shared corporate support services provided by the Company to affiliates, and ensure accurate pricing. (Rule V.E.)

d. Prepare invoices, with information from Human Resources, for fees associated with direct employee movement, and account for such fees in accordance with Rule V.G.2.c. Notify the Compliance Officer prior to billing the affiliate.

e. Prepare invoices, with information from Human Resources, for fees associated with the temporary use by affiliates of Company employees, and account for such fees. (Rule V.G.2.e.) Notify the Compliance Officer prior to billing the affiliate.

f. Prepare invoices for goods and services transferred to affiliates by the Company, account for these transfers, and ensure pricing is consistent with the Rules. (Rule V.H.)

g. Record all transfers or sales of goods and services from affiliates to the Company. (Rule V.H.)

## 7. Human Resources

a. Ensure the requirements and practices of SP 757.1, Personnel Hiring and Transferring, are in compliance with the Rules.

b. Document and report to the Compliance Officer and the Controller permanent or temporary employee movement between the Company and affiliates. Track each temporary assignment to an affiliate. (Rule V.G.2.)

c. If more than five percent of the Company's employees are assigned to affiliates at any one time, immediately notify the Compliance Officer. (Rule V.G.2.)

d. When employees are terminated and immediately hired by affiliates, transferred from the Company to affiliates, or returning to the Company for employment from affiliates, ensure Form 759.7 and a signed copy of Form 105.1 have been filed. (Rule V.G.2.)

e. Ensure employee movement between the Company and affiliates is in compliance with the Rules. (Rule V.G.2.b.)

## 8. Energy Solutions and Gas Purchases and Transportation

- a. Apply the Company's tariff uniformly to all market participants. (Rules III.B.3 and III.B.4.)
- b. Ensure the Company does not condition or tie the provision of any of its services to the receipt of any goods or services from affiliates. (Rule III.C.)
- c. Ensure the Company does not solicit business, provide any market and/or customer-sensitive information, or give the appearance that the Company speaks for affiliates. (Rules III.E, IV.A, IV.B, and IV.E.)
- d. Ensure the Company does not promote, advertise, or market for or with affiliates. (Rule V.F.1.)
- e. Ensure the Company does not represent that affiliates will receive any different treatment than any other market participant. (Rule V.F.2.)
- f. Ensure the Company does not provide advertising for affiliates unless it provides similar access to all market participants. (Rule V.F.3.)
- g. Ensure the Company does not share or subsidize research and development costs with affiliates. (Rule V.F.5.)
- h. Notify the Compliance Officer of any new nontariffed product or service prior to offering or providing such product or service (Rule VII.D.)

#### 9. Systems Planning

Ensure the Company does not provide engineering services for affiliates. (Rule IV.E.)

#### 10. Legal Affairs/General Counsel

- a. Serve as a repository of data for the Company for the creation of new affiliates and the dissolution of existing affiliates, and inform the Compliance Officer of any changes to the Company's affiliates. (Rule VI.A and VI.B.)
- b. Ensure the Company and affiliates are separate corporate entities. (Rule V.A.)
- c. Ensure the Company and affiliates do not have any common directors or officers, except as may be permitted by the Rules. (Rule V.G.1.)
- d. Coordinate with the California Regulatory Manager and the Compliance Officer, as necessary, in accordance with SP 110.0, Communications with

State Regulatory Commissions, to file a Compliance Plan with the CPUC Energy Division no later than December 31 of each year (or as otherwise required by the Rules) whenever there has been a change in the Company's existing Compliance Plan or a change in the Company's relationship(s) with its affiliates. (Rule VI.A.)

e. Upon the creation of a new affiliate, coordinate with the California Regulatory Manager and the Compliance Officer, as necessary, to file an advice letter demonstrating how the Rules will be implemented with respect to the new affiliate, no later than 60 days following the creation of the affiliate. (Rule VI.B.)

f. Ensure the officers and employees of Company affiliates are available to testify upon request of the CPUC. (Rule VI.D.)

## 11. Corporate Purchasing

a. Ensure the requirements and practices of SP 190.0, Purchasing Goods, are in compliance with the Rules.

b. Ensure the Company provides nonpublic information and data which has been received from unaffiliated suppliers to affiliates or unaffiliated entities only after the Company first obtains written affirmative authorization to do so from the supplier. The Company shall not actively solicit the release of such information exclusively to its affiliates while making an effort to keep such information from other unaffiliated entities. (Rule IV.D.)

c. Maintain Company transactions, contracts, and related bid records with affiliates in accordance with the Rules. (Rules IV.F, and IV.G.)

## 12. Contract Administration

a. Ensure the requirements and practices of SP 195.0, Procuring Services (Corporate Contract Administration), are in compliance with the Rules.

b. Ensure the Company provides nonpublic information and data which has been received from unaffiliated suppliers to affiliates or unaffiliated entities only after the Company first obtains written affirmative authorization to do so from the supplier. The Company shall not actively solicit the release of such information exclusively to its affiliates while making an effort to keep such information from other unaffiliated entities. (Rule IV.D.)

c. Maintain Company transactions, contracts, and related bid records with affiliates in accordance with the Rules. (Rule IV.F, and IV.G.)

### 13. Internal Audit

- a. Contract (at shareholder expense) external auditors to perform an annual audit of the Company's compliance with the Rules. (Rule VI.C.)
- b. Ensure periodic audits are performed for nontariffed products and services in compliance with the Rules. (Rule VII.D.4.)
- c. Report any areas of non-compliance identified during the annual audit to the Compliance Officer and others as necessary. Obtain responses from the Compliance Officer and others as necessary regarding how such matters are to be addressed. Monitor progress to ensure timely resolution of issues.

### 14. Corporate & Administrative Services

Ensure the Company does not share plant, facilities, or equipment with affiliates, except for permitted corporate support functions. (Rule V.C.)

### 15. Corporate Development

- a. Ensure the Company does not share or subsidize research and development costs with affiliates. (Rule V.F.5.)
- b. Notify the Compliance Officer of any new nontariffed product or service prior to offering or providing such product or service (Rule VII.D.)

### 16. Engineering Staff

- a. Ensure the Company does not share or subsidize research and development costs with affiliates. (Rule V.F.5.)
- b. Notify the Compliance Officer of any new nontariffed product or service prior to offering or providing such product or service (Rule VII.D.)

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## **PROCEDURE - None**

### **Reference**

#### Corporate Policy & Practice

#### [1000.01 - California Affiliate Transaction Rules Compliance Plan](#)

#### Standard Practices

110.0 - Communications with State Regulatory Commissions

190.0 - Purchasing Goods

195.0 - Procuring Services (Corporate Contract Administration)

757.1 - Personnel Hiring and Transferring

Forms

105.1 California Affiliate Transaction Rules Compliance Plan Work Assignment Agreement (computer-produced [Microsoft Word](#) form only)

759.7 Employment Status (computer-produced [Microsoft Word](#) form also available)

Other

California Affiliate Transaction Rules

\* \* \*

**Advice Letter No. 1123-G**  
**Attachment C**

SOUTHWEST GAS CORPORATION  
(U 905 G)  
Summary of Affiliates

**SOUTHWEST GAS CORPORATION  
ADVICE LETTER NO. 1091  
ATTACHMENT C  
SUMMARY OF AFFILIATES**

Name	Headquarters Business Address	Primary Officers	Business Activity	Affiliate Transaction Rules Status
Carson Water Company (Carson Water)	5241 Spring Mountain Road Las Vegas, NV 89150-0002	<ul style="list-style-type: none"> <li>* John P. Hester, Chairman of the Board/Chief Executive Officer</li> <li>* Karen S. Haller, Executive Vice President/Chief Legal and Administrative Officer</li> <li>* Thomas E. Moran, Corporate Secretary/Legal Counsel</li> <li>* Gregory J. Peterson, Senior Vice President/Chief Financial Officer</li> <li>* Kenneth J. Kenny, Vice President/Finance/Treasurer</li> <li>* Dorothea Camarote, Assistant Corporate Secretary</li> </ul>	Holding company	Exempt per D.99-02-086
Centuri Group, Inc. (formerly Isleworth Holding Company)	2355 West Utopia Road Phoenix, AZ 85027-4167	<ul style="list-style-type: none"> <li>* John P. Hester, Chairman of the Board</li> <li>Paul M. Daily, President/Chief Executive Officer</li> <li>Michael M. Cicchella, Jr., Executive Vice President/Chief Administrative Officer</li> <li>Richard J. Delaney, Executive Vice President/Chief Operating Officer</li> <li>James W. Connell, Jr., Executive Vice President/Chief Customer Officer</li> <li>Kevin L. Neill, Executive Vice President/Chief Financial Officer/Treasurer</li> <li>Jason S. Wilcock, Executive Vice President/ General Counsel/Corporate Secretary</li> <li>Jill L. Blair, Assistant Secretary</li> <li>* Dorothea Camarote, Assistant Secretary</li> </ul>	Holding company	Rule II.B affiliate
IntelliChoice Energy LLC (IntelliChoice)	2355 West Utopia Road Phoenix, AZ 85027-4167	Gregory A. Izenstark, Treasurer Jason S. Wilcock, Chief Technology Officer	Joint venture. Majority-owned subsidiary of NPL. Formed to market and commercialize natural gas-fired heat pump technology.	Limited exemption per D.10-09-005
IntelliChoice Energy of California LLC	2355 West Utopia Road Phoenix, AZ 85027-4167	Gregory A. Izenstark, Treasurer Jason S. Wilcock, Chief Technology Officer	Wholly-owned subsidiary of IntelliChoice, formed to market/commercialize natural gas-fired pump heat technology in California	Rule II.B affiliate
NPL Construction Co. (NPL)	2355 West Utopia Road Phoenix, AZ 85027-4167	Paul M. Daily, Chairman/Chief Executive Officer Mark S. Wambach, President Kevin L. Neill, Treasurer Jason S. Wilcock, Secretary Donald W. Harris, Assistant Secretary - Illinois Operations Jill L. Blair, Assistant Secretary A. Dawn Herman, Assistant Secretary	Full service pipeline distribution system contractor.	Rule II.B affiliate
Paiute Pipeline Company (Paiute)	5241 Spring Mountain Road Las Vegas, NV 89150-0002	<ul style="list-style-type: none"> <li>* John P. Hester, Chairman of the Board/Chief Executive Officer</li> <li>* Karen S. Haller, Executive Vice President/Chief Legal and Administrative Officer</li> <li>* Thomas E. Moran, Corporate Secretary/Legal Counsel</li> <li>* Gregory J. Peterson, Senior Vice President/Chief Financial Officer</li> <li>* Justin Lee Brown, Senior Vice President/General Counsel</li> <li>* Kenneth J. Kenny, Vice President/Finance/Treasurer</li> <li>* Mark Litwin, Vice President/General Manager</li> <li>* Dorothea Camarote, Assistant Corporate Secretary</li> </ul>	FERC jurisdictional interstate natural gas pipeline. Paiute's system extends from the Idaho-Nevada border to the Nevada-California border.	Exempt per D.99-02-086
Southwest Administrators, Inc. (SA)	2355 West Utopia Road Phoenix, AZ 85027-4167	Richard J. Delaney, President James W. Connell, Jr., Vice President Duane T. Stott, Vice President Jason S. Wilcock, Secretary Kevin L. Neill, Treasurer Jill L. Blair, Assistant Secretary A. Dawn Herman, Assistant Secretary	Wholly owned subsidiary of NPL. Formed to provide pipeline construction service in California.	Rule II.B affiliate. Limited exemption per D.99-11-016 for transactions outside of California



**SOUTHWEST GAS CORPORATION  
ADVICE LETTER NO. 1091  
ATTACHMENT C  
SUMMARY OF AFFILIATES**

Name	Headquarters Business Address	Primary Officers	Business Activity	Affiliate Transaction Rules Status
Southwest Gas Holdings, Inc.	5241 Spring Mountain Road Las Vegas, NV 89150-0002	* Michael J. Melarkey, Chairman of the Board * John P. Hester, President/Chief Executive Officer * Karen S. Haller, Executive Vice President/Chief Legal and Administrative Officer * Thomas E. Moran, Corporate Secretary/Legal Counsel * Gregory J. Peterson, Senior Vice President/Chief Financial Officer * Kenneth J. Kenny, Vice President/Finance/Treasurer * Lori L. Colvin, Vice President/Controller/Chief Accounting Officer * Boyd S. Nelson, Vice President/Strategy and Corporate Development * Dorothea Camarote, Assistant Corporate Secretary	Holding company.	Non-Rule II.B. affiliate
Southwest Gas Transmission Co. (SGTC)	5241 Spring Mountain Road Las Vegas, NV 89150-0002	Not Applicable	FERC jurisdictional interstate natural gas pipeline transporting gas to Southwest Gas' southern Nevada system. SGTC does not provide service in California.	Exempt per D.99-02-086
Southwest Gas Utility Group, Inc.	5241 Spring Mountain Road Las Vegas, NV 89150-0002	* John P. Hester, President/Chief Executive Officer * Karen S. Haller, Executive Vice President/Chief Legal and Administrative Officer * Thomas E. Moran, Corporate Secretary/Legal Counsel * Gregory J. Peterson, Senior Vice President/Chief Financial Officer * Justin Lee Brown, Senior Vice President/General Counsel * Kenneth J. Kenny, Vice President/Finance/Treasurer * Dorothea Camarote, Assistant Corporate Secretary	Holding company.	Non-Rule II.B. affiliate
The Southwest Companies (SC)	5241 Spring Mountain Road Las Vegas, NV 89150-0002	* John P. Hester, Chairman of the Board/Chief Executive Officer * Karen S. Haller, Executive Vice President/Chief Legal and Administrative Officer * Thomas E. Moran, Corporate Secretary/Legal Counsel * Gregory J. Peterson, Senior Vice President/Chief Financial Officer * Justin Lee Brown, Senior Vice President/General Counsel * Kenneth J. Kenny, Vice President/Finance/Treasurer * Dorothea Camarote, Assistant Corporate Secretary	Holding company for temporary possession of certain real estate subsidiaries. Currently inactive.	Exempt per D.99-02-086
Utility Financial Corp. (UFCO)	5241 Spring Mountain Road Las Vegas, NV 89150-0002	* John P. Hester, Chairman of the Board/Chief Executive Officer * Karen S. Haller, Executive Vice President/Chief Legal and Administrative Officer * Thomas E. Moran, Corporate Secretary/Legal Counsel * Gregory J. Peterson, Senior Vice President/Chief Financial Officer * Justin Lee Brown, Senior Vice President/General Counsel * Kenneth J. Kenny, Vice President/Finance/Treasurer * Dorothea Camarote, Assistant Corporate Secretary	Minority limited partner in SGTC.	Exempt per D.99-02-086

List of Directors:

The Directors for Paiute, Carson Water Company, SC and UFCO are: 1)\*Gregory J. Peterson, 2)\* Karen S. Haller, and 3)\* John P. Hester.  
The Directors for Southwest Gas Holdings, Inc. are: 1) Robert L. Boughner, 2) Jose A. Cardenas, 3) Thomas E. Chestnut, 4) Stephen C. Comer, 5) \*John P. Hester, 6) Anne L. Mariucci, 7) \*Michael J. Melarkey, 8) A. Randall Thoman 9) Thomas A. Thomas, 10) Jane Lewis-Raymond, and 11) Leslie T. Thornton.  
The Directors for Southwest Gas Utility Group, Inc., are: 1)\*Gregory J. Peterson, 2)\* Karen S. Haller, 3)\* John P. Hester, and 4) A. Randall Thoman.  
The Directors for Centuri Group, Inc., are: 1) \* John P. Hester; 2) Paul M. Daily; and 3) Kevin L. Neill.

The Directors of NPL Construction Co. are: 1) Paul M. Daily, 2) Richard J. Delaney, and 3) Kevin L. Neill.  
The Directors of Southwest Administrators, Inc. are: 1) Christy M. Berger, 2) David J. Randall, and 3) Catherine M. Mazzeo.  
The Board of Managers of IntelliChoice Energy, LLC are: 1) Jason S. Wilcock, 2) Kevin L. Neill, and 3) Nathan W. Fisher.  
The Board of Managers of IntelliChoice Energy of California, LLC are: 1) Christy M. Berger, 2) David J. Randall, and 3) Jason S. Wilcock.

\* indicates a shared officer or director.

**Advice Letter No. 1123-G  
Attachment C**

SOUTHWEST GAS CORPORATION  
(U 905 G)  
Summary of Affiliates

**REDLINED**

**SOUTHWEST GAS CORPORATION  
ADVICE LETTER NO. 1091  
ATTACHMENT C  
SUMMARY OF AFFILIATES**

Name	Headquarters Business Address	Primary Officers	Business Activity	Affiliate Transaction Rules Status
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Centuri Group, Inc. (formerly Isleworth Holding Company)	2355 West Utopia Road Phoenix, AZ 85027-4167	<ul style="list-style-type: none"> <li>* John P. Hester, Chairman of the Board</li> <li>Paul M. Daily, President/Chief Executive Officer</li> <li>Michael M. Cicchella, Jr., Executive Vice President/Chief Administrative Officer</li> <li>Richard J. Delaney, Executive Vice President/Chief Operating Officer</li> <li>James W. Connell, Jr., Executive Vice President/Chief Customer Officer</li> <li>Kevin L. Neill, Executive Vice President/Chief Financial Officer/Treasurer</li> <li>Jason S. Wilcock, Executive Vice President/ General Counsel/Corporate Secretary</li> <li>Jill L. Blair, Assistant Secretary</li> <li>* Dorothea Camarote, Assistant Secretary</li> </ul>	Holding company	Rule II.B affiliate
IntelliChoice Energy LLC (IntelliChoice)	2355 West Utopia Road Phoenix, AZ 85027-4167	<p>Gregory A. Izenstark, Treasurer</p> <p><del>Tommy E. Young</del> Jason S. Wilcock, Chief Technology Officer</p>	Joint venture. Majority-owned subsidiary of NPL. Formed to market and commercialize natural gas-fired heat pump technology.	Limited exemption per D.10-09-005
IntelliChoice Energy of California LLC	2355 West Utopia Road Phoenix, AZ 85027-4167	<p>Gregory A. Izenstark, Treasurer</p> <p><del>Tommy E. Young</del> Jason S. Wilcock, Chief Technology Officer</p>	Wholly-owned subsidiary of IntelliChoice, formed to market/commercialize natural gas-fired pump heat technology in California	Rule II.B affiliate
NPL Construction Co. (NPL)	2355 West Utopia Road Phoenix, AZ 85027-4167	<p>Paul M. Daily, Chairman/Chief Executive Officer</p> <p>Mark S. Wambach, President</p> <p>Kevin L. Neill, Treasurer</p> <p>Jason S. Wilcock, Secretary</p> <p>Donald W. Harris, Assistant Secretary - Illinois Operations</p> <p>Jill L. Blair, Assistant Secretary</p> <p>A. Dawn Herman, Assistant Secretary</p>	Full service pipeline distribution system contractor.	Rule II.B affiliate
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**SOUTHWEST GAS CORPORATION  
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List of Directors:

The Directors for Paiute, Carson Water Company, SC and UFCO are: 1)\*Gregory J. Peterson, 2)\* Karen S. Haller, and 3)\* John P. Hester.  
The Directors for Southwest Gas Holdings, Inc. are: 1) Robert L. Boughner, 2) Jose A. Cardenas, 3) Thomas E. Chestnut, 4) Stephen C. Comer, 5) ~~LeRoy Hanneman, Jr.~~,  
6) \*John P. Hester, 7) Anne L. Mariucci, 8) \*Michael J. Melarkey, 9) A. Randall Thoman, 10) Thomas A. Thomas, 11) ~~Jane Lewis-Raymond~~, and 12) ~~Leslie T. Thornton~~.  
The Directors for Southwest Gas Utility Group, Inc., are: 1)\*Gregory J. Peterson, 2)\* Karen S. Haller, 3)\* John P. Hester, and 4) A. Randall Thoman.  
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The Board of Managers of IntelliChoice Energy of California, LLC are: 1) Christy M. Berger, 2) David J. Randall, and 3) Jason S. Wilcock.

\* indicates a shared officer or director.

**Advice Letter No. 1123-G  
Attachment D**

Official Service List in  
R.97-04-011/I.97-04-012

\*\*\*\*\* SERVICE LIST \*\*\*\*\*

Last Updated on 20-JUN-2016 by: DC3

R9704011 LIST

I9704012

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Last Updated on 20-JUN-2016 by: DC3

R9704011 LIST

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---

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\*\*\*\*\* SERVICE LIST \*\*\*\*\*

Last Updated on 20-JUN-2016 by: DC3

R9704011 LIST

I9704012

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For: City of San Diego

---

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---

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COALITION

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R9704011 LIST

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Bruce J. Williams  
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For: SEMPRA ENERGY

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# ADVICE LETTER SUMMARY

## ENERGY UTILITY



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

Company name/CPUC Utility No.:

Utility type:

ELC       GAS       WATER  
 PLC       HEAT

Contact Person:

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

EXPLANATION OF UTILITY TYPE

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

(Date Submitted / Received Stamp by CPUC)

Advice Letter (AL) #:

Tier Designation:

Subject of AL:

Keywords (choose from CPUC listing):

AL Type:  Monthly     Quarterly     Annual     One-Time     Other:

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

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

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

Confidential treatment requested?  Yes     No

If yes, specification of confidential information:

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

Resolution required?  Yes     No

Requested effective date:

No. of tariff sheets:

Estimated system annual revenue effect (%):

Estimated system average rate effect (%):

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

Tariff schedules affected:

Service affected and changes proposed<sup>1</sup>:

Pending advice letters that revise the same tariff sheets:

<sup>1</sup>Discuss in AL if more space is needed.

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

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Attention: Tariff Unit  
505 Van Ness Avenue  
San Francisco, CA 94102  
Email: [EDTariffUnit@cpuc.ca.gov](mailto:EDTariffUnit@cpuc.ca.gov)

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