

BEFORE THE STATE CORPORATION COMMISSION
OF THE STATE OF KANSAS

In the Matter of the Joint Application of GridLiance)
High Plains LLC (GridLiance HP), The City of Winfield,)
Kansas (Winfield) and the Kansas Power Pool (KPP))
for Approval of GridLiance HP to Acquire Majority)
Interest in Electric Transmission Facilities Owned and)
Operated By Winfield Located in Cowley County,)
Kansas (Transmission Facilities) (Transaction);)
Issuance of a Certificate of Convenience and Authority)
to GridLiance HP Relating to the Transmission)
Facilities; and Issuance of a Certificate of)
Convenience and Authority to GridLiance HP Relating)
to the Upgrade of Those Transmission Facilities (NTC)
Project) and for Other Related Relief.)

Docket No. 19- GLPE - 338 -ACQ

DIRECT TESTIMONY

OF

DONALD E. ZYBAK, JR.

ON BEHALF OF JOINT APPLICANTS

February 20, 2019

1 I. **INTRODUCTION AND PURPOSE OF TESTIMONY**

2 Q. **PLEASE STATE YOUR NAME, POSITION AND BUSINESS ADDRESS.**

3 A. My name is Donald (Don) E. Zymbak, Jr. I am the Vice President and Corporate Controller for
4 GridLiance GP, LLC (GridLiance GP), the general partner of GridLiance Holdco, LP (GridLiance
5 Holdco), and the Vice President and Corporate Controller for GridLiance High Plains, LLC (GridLiance
6 HP). I am employed by GridLiance Management, LLC (GridLiance Manageco). My business
7 address is 201 East John Carpenter Freeway, Suite 900, Irving, Texas 75062.

8 Q. **ON WHOSE BEHALF ARE YOU TESTIFYING IN THIS PROCEEDING?**

9 A. I am testifying on behalf of GridLiance HP, one of the Joint Applicants in this proceeding. GridLiance
10 HP is a wholly-owned subsidiary of GridLiance Holdco. GridLiance Holdco and its subsidiaries are
11 collectively referred to as GridLiance.

12 Q. **WHAT IS YOUR PROFESSIONAL BACKGROUND AND EXPERIENCE?**

13 A. I began my career in 2004 at Deloitte & Touche LLP (Deloitte), where I was an auditor of public
14 company financial statements. In 2007, I joined The Siegfried Group in their consulting practice and
15 served clients across industries including rate-regulated utilities. In 2009, I was hired by Exelon
16 Corporation to perform Securities and Exchange Commission (SEC), Federal Energy Regulatory
17 Commission (FERC) and State Commission (Illinois Commerce Commission and Pennsylvania PUC)
18 reporting for Commonwealth Edison, PECO Energy Company and Exelon Corporation. Throughout
19 my tenure at Exelon, I held various roles leading SEC, federal and state regulatory reporting, Exelon's
20 Business Services Company accounting and compliance function, Exelon corporate accounting, and
21 Exelon's non-regulated generation business growth financial planning and analysis. In these roles, I
22 contributed to a significant number of transmission and distribution utility rate cases, led aspects of

1 Exelon's acquisitions of Baltimore Gas & Electric (BGE) as well as Pepco Holdings and its three
2 utilities (Pepco, Delmarva Power and Atlantic City Electric) including responses to a high volume of
3 intervenor data requests. In 2018, I joined GridLiance HP as the Vice President and Corporate
4 Controller, responsible for the accounting and regulatory compliance under FERC and US Generally
5 Accepted Accounting Principles (GAAP).

6 **Q. PLEASE DESCRIBE YOUR EDUCATIONAL BACKGROUND.**

7 A. I received a Bachelor of Science degree in Accounting from Purdue University in 2004.

8 **Q. HAVE YOU PREVIOUSLY TESTIFIED BEFORE THE KANSAS CORPORATION COMMISSION**
9 **(KCC OR COMMISSION)?**

10 A. No, I have not previously testified before this Commission.

11 **Q. WHAT IS THE PURPOSE OF YOUR TESTIMONY IN THIS PROCEEDING?**

12 A. I will provide an explanation of GridLiance HP's financial ability to provide service in connection with
13 GridLiance HP's pending acquisition of an undivided 65% interest in the City of Winfield's (Winfield)
14 existing electric transmission and related facilities (the Assets) located in Cowley County, Kansas
15 (Transaction) and the Assignment Agreement between GridLiance HP and Kansas Power Pool (KPP)
16 relating to the upgrade of Winfield's transmission facilities pursuant to the Southwest Power Pool, Inc.
17 (SPP) Notification to Construct transmission upgrade project dated February 27, 2018, No. 200479
18 (NTC Project), also referred to in the Joint Application and testimony as Project ID No. 51249.. I will
19 discuss GridLiance HP's experience and success in developing, financing, owning and operating new
20 or existing transmission assets with cooperatives, municipally-owned electric systems and joint action
21 agencies. I will provide a description of the financial considerations particular to this Transaction and
22 the NTC Project. I sponsor GridLiance HP's Pro Forma Financials attached to the Joint Application as

1 **Appendix F.** Finally, I address how the net book value of the Assets was determined by the Joint
2 Applicants.

3 **II. OVERVIEW OF GRIDLIANCE HP'S FINANCIAL ABILITY**

4 **Q. PLEASE DESCRIBE GRIDLIANCE HP'S FINANCIAL LEADERSHIP.**

5 A. GridLiance HP's finance team is led by Ms. Alison R. Zimlich, Senior Vice President, Chief Financial
6 Officer (CFO) and Treasurer. Ms. Zimlich has more than 20 years of experience in the energy
7 industry. She most recently served as CFO and Treasurer of Panda Power Funds. A summary of
8 Ms. Zimlich's biography is included in *Exhibit JBH-1*, which is attached to Mr. Hooton's direct
9 testimony.

10 **Q. WHAT IS GRIDLIANCE HP'S POSITION IN THE ORGANIZATIONAL STRUCTURE OF THE**
11 **GRIDLIANCE COMPANIES?**

12 A. As Mr. Hooton discusses in his Direct Testimony, GridLiance HP is a direct subsidiary of GridLiance
13 Eastern Holdings LLC (GridLiance Eastern Holdings), which also owns and operates GridLiance
14 Heartland LLC (GridLiance Heartland), a transmission-only utility (transco) formed to do business in
15 the MidContinent Independent System Operator (MISO) region, and GridLiance East LLC, a transco
16 formed to do business in the PJM Interconnection LLC region. GridLiance Eastern Holdings is a
17 direct subsidiary of GridLiance Heartland Holdings LLC (GridLiance Heartland Holdings) and an
18 indirect subsidiary of GridLiance Holdco.

19 **Q. WHAT ARE THE SOURCES OF CAPITAL FOR GRIDLIANCE HP?**

20 A. GridLiance HP equity is funded by capital contributions from its parent company GridLiance Eastern
21 Holdings, which in turn is funded by GridLiance Heartland Holdings, which is funded by GridLiance
22 Holdco. As Mr. Hooton discusses in his Direct Testimony, shares in GridLiance Holdco are primarily

1 owned by various private equity funds that are managed by the Blackstone Group L.P. (Blackstone).
2 As of September 2018, Blackstone manages approximately \$457 billion in assets and has committed
3 approximately \$15 billion throughout the energy value chain. Additionally, on October 5, 2018,
4 GridLiance HP closed on a revolving credit facility in the amount of \$65 million pursuant to orders
5 issued by FERC in Docket No. ES18-56-00 and the Oklahoma Corporation Commission in Cause No
6 PUD201800095 authorizing GridLiance HP to issue debt securities and create liens on its assets in
7 Oklahoma, subject to certain conditions. Copies of both orders are attached as *Exhibit DEZ-1*.
8 Accordingly, GridLiance HP, has sufficient access to capital.

9 **Q. HOW WILL GRIDLIANCE HP FUND ITS ACQUISITION OF A 65% MAJORITY INTEREST IN THE**
10 **ASSETS BEING ACQUIRED FROM WINFIELD AND THE 65% INTEREST IN THE**
11 **CONSTRUCTION AND OWNERSHIP OF THE NTC PROJECT?**

12 A. GridLiance HP will fund its acquisition of a 65% majority interest in the Assets being acquired from
13 Winfield and its 65% interest in the construction and ownership of the NTC Project using operating
14 cash, capital infusions from GridLiance Eastern Holdings, borrowings under its current revolving credit
15 facility, or a combination of these capital sources.

16 **Q. HOW WILL GRIDLIANCE HP RECOVER ITS INVESTMENT IN AND THE COSTS OF PROVIDING**
17 **SERVICE OVER THE ASSETS BEING ACQUIRED FROM WINFIELD AND ITS INVESTMENT IN**
18 **THE NTC PROJECT?**

19 A. GridLiance HP's rates for the provisions of service over the Assets acquired from Winfield and the
20 transmission upgrades constructed under the NTC Project will be subject to regulation by FERC. As
21 explained in the Direct Testimony of GridLiance HP witness Mr. Hooton, upon closing, GridLiance HP
22 will transfer its interest in the Assets to SPP's functional control. GridLiance HP plans to recover the

1 Annual Transmission Revenue Requirement (ATRR) for the Assets and the transmission upgrades
2 constructed under the NTC Project under the SPP Tariff in the Westar Energy, Inc. (Westar)
3 transmission pricing zone.

4 **Q. DOES GRIDLIANCE HP HAVE THE FINANCIAL ABILITY TO COMPLETE THE TRANSACTION;**
5 **OWN AND OPERATE THE ASSETS; AND CONSTRUCT AND OPERATE THE NTC PROJECT?**

6 A. Yes. GridLiance HP's pro forma financial information with adjustments showing the results of the
7 Transaction are attached as *Appendix F* to the Joint Application. GridLiance HP, and its
8 predecessors, already have established financial capability with SPP by meeting SPP's requirements
9 for a Qualified RFP Participant that may bid on and be selected to construct transmission projects
10 identified through SPP's regional transmission planning process. As part of that qualification process,
11 GridLiance HP provided a bonding indication letter committing to issue a surety bond meeting SPP's
12 financial criteria. In addition, the working capital needed for GridLiance HP's operations and the
13 payment to Winfield for the Assets will be provided through either operating cash, capital infusions
14 from GridLiance Eastern Holdings, borrowings under its current revolving credit facility, or a
15 combination of these capital sources. As I previously mentioned, GridLiance HP will have sufficient
16 access to capital through Blackstone.

17 **Q. HAS GRIDLIANCE HP AND GRIDLIANCE BEEN SUCCESSFUL IN FINANCING SIMILAR**
18 **ACQUISITIONS OF TRANSMISSION FACILITIES AND FUNDING SUBSEQUENT OWNERSHIP**
19 **AND OPERATIONS OF THOSE TRANSMISSION FACILITIES?**

20 A. Yes. GridLiance HP has been successful in financing similar acquisitions of transmission facilities
21 and funding subsequent ownership and operations of those transmission facilities. GridLiance HP
22 owns and operates approximately 410 miles of transmission lines and related equipment operated at

1 115 kV and 69 kV in the Oklahoma Panhandle region (Oklahoma Panhandle Assets) and
2 approximately 10 miles of transmission lines and related equipment operated at 69 kV in Southwest
3 Missouri (Southwest Missouri Assets). GridLiance HP is currently seeking approval from the Federal
4 Energy Regulatory Commission (FERC) to acquire approximately 55 miles of 138 kV transmission
5 lines and related facilities in East Central Oklahoma (East Central Oklahoma Assets). GridLiance has
6 been successful in financing similar acquisitions of transmission facilities and funding subsequent
7 ownership and operations of those transmission facilities on behalf of GridLiance HP's sister transcos
8 operating in MISO and CAISO.

9 **III. GRIDLIANCE HP'S REVIEW OF WINFIELD'S BOOKS AND RECORDS**

10 **Q. PLEASE DESCRIBE THE ASSETS THAT ARE THE SUBJECT MATTER OF THE TRANSACTION.**

11 A. The Assets consist of approximately 29 miles of 69 kV electric transmission lines and related facilities
12 and include associated terminal equipment and the real estate interests held by Winfield for the
13 Assets. The Assets are located in Cowley County, Kansas in the SPP Region.

14 **Q. DOES WINFIELD MAINTAIN BOOKS AND RECORDS FOR THE ASSETS?**

15 A. Yes. Winfield maintains books and records for the Assets GridLiance HP seeks to acquire an interest
16 in the Transaction.

17 **Q. HAS GRIDLIANCE HP REVIEWED WINFIELD'S BOOKS AND RECORDS?**

18 A. Yes. Prior to executing the APA for the Assets, GridLiance HP engaged in a due diligence review of
19 Winfield's books and records to determine whether they showed the original cost less depreciation
20 (OCLD) of the Assets.

1 Q. WHAT WERE THE RESULTS OF GRIDLIANCE'S REVIEW OF WINFIELD'S BOOKS AND
2 RECORDS?

3 A. GridLiance HP and Winfield worked collaboratively to identify and understand Winfield's book entries
4 for each of the facilities that are included in the Assets. GridLiance HP ultimately determined that
5 Winfield's books and records provide sufficient information to determine the OCLD of the Assets.
6 Sixty-five percent (65%) of the net book value of the Assets is projected to be approximately \$1.1
7 million upon acquisition.

8 IV. CONCLUSION

9 Q. IS IT YOUR OPINION THAT GRIDLIANCE HP HAS THE FINANCIAL ABILITY TO ACQUIRE ITS
10 OWNERSHIP IN THE TRANSMISSION FACILITIES, CONSTRUCT AND FUND ITS PORTION OF
11 THE NTC PROJECT, AND OWN AND OPERATE THE TRANSMISSION FACILITIES?

12 A. Yes. GridLiance HP has the financial ability to acquire a majority ownership in the Assets, fund its
13 portion of the cost to construct the NTC Project, and own and operate the Transmission Facilities. As
14 described earlier in my testimony, GridLiance HP has a strong financial profile and a proven track
15 record of successfully financing such acquisitions and the subsequent ownership and operation of
16 transmission facilities.

17 Q. DOES THAT CONCLUDE YOUR TESTIMONY?

18 A. Yes.

VERIFICATION OF DONALD E. ZYBAK, JR.

STATE OF Texas)
)ss:
COUNTY OF Dallas)

I, Donald E. Zybak, Jr., being first duly sworn on oath, depose and state that I am the witness identified in the foregoing Direct Testimony of Donald E. Zybak, Jr.; that I have read the testimony and am familiar with its contents; and that the facts set forth therein are true and correct.



Donald E. Zybak, Jr.

SUBSCRIBED AND SWORN to before me this 14th day of February, 2019.



Notary Public

Appointment/Commission Expires: February 9, 2023

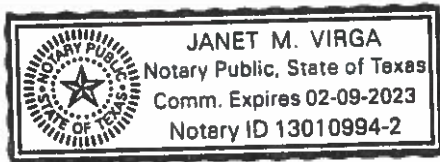


EXHIBIT DEZ-1

BEFORE THE CORPORATION COMMISSION OF THE STATE OF OKLAHOMA

JH
WMS

IN THE MATTER OF THE APPLICATION OF)	
GRIDLIANCE HIGH PLAINS LLC FOR AUTHORITY)	CAUSE NO. PUD 201800095
TO CREATE LIENS ON PROPERTY TO SECURE)	683728
EVIDENCE OF INDEBTEDNESS)	ORDER NO. _____

HEARING: September 13, 2018, in Courtroom B
2101 North Lincoln Boulevard, Oklahoma City, Oklahoma 73105
Before Linda S. Foreman, Administrative Law Judge

APPEARANCES: Deborah R. Thompson, Attorney *representing* GridLiance High Plains
LLC
Michael L. Velez, Assistant General Counsel *representing* Public Utility
Division, Oklahoma Corporation Commission

FINAL ORDER GRANTING CERTIFICATE OF AUTHORITY

BY THE COMMISSION:

The Corporation Commission ("Commission") of the State of Oklahoma being regularly in session and the undersigned Commissioners present and participating, there comes on for consideration and action the Application of GridLiance High Plains LLC ("GridLiance HP") for authority to create liens on its property in Oklahoma to borrow through a secured revolving credit facility an amount up to \$65,000,000.

I. PROCEDURAL HISTORY

GridLiance HP filed its Application in this matter on August 9, 2018. On that same date, GridLiance HP also filed the Direct Testimony of J. Brett Hooton, President of GridLiance High Plains LLC, in support of the Application, along with a Motion to Determine Notice Requirements and a Motion to Establish Procedural Schedule. Notices of hearing were also filed, setting the Motion to Determine Notice Requirements and the Motion to Establish Procedural Schedule for hearing on August 16, 2018.

On August 16, 2018, the Motion to Determine Notice Requirements and the Motion to Establish Procedural Schedule were heard and recommended.

On August 30, 2018, Order No. 682277, Order Granting Motion to Determine Notice Requirements, and Order No. 682278, Order Granting Motion to Establish Procedural Schedule, were issued.

In Order No. 682277, the Commission determined that service of notice upon the Oklahoma Attorney General was sufficient and proper notice in this matter. The Application, along with the other pleadings in the matter and orders issued herein, were served on the Oklahoma Attorney General. In addition, a Notice of Hearing for the hearing on the merits was filed herein on September 4, 2018, and provided to the Oklahoma Attorney General.

In accordance with the procedural order issued in this Cause, the Public Utility Division (“PUD”) of the Commission filed the Responsive Testimony of Mr. Linh Pham on August 31, 2018.

A hearing on the merits of the Application was held on September 15, 2018, where testimony was taken from both Mr. Hooton and Mr. Pham and, at the conclusion of the hearing, the Administrative Law Judge (“ALJ”) recommended the matter be approved.

II. SUMMARY OF THE EVIDENCE

A. J. Brett Hooton, GridLiance High Plains LLC

Mr. Hooton, president of GridLiance HP, testified that GridLiance HP is a transmission-only public utility that owns and operates the transmission system in the Oklahoma panhandle. He testified that GridLiance HP is seeking a Certificate of Authority pursuant to 17 O.S. § 185. He testified that GridLiance HP seeks authority in this proceeding to create liens on its property in the State of Oklahoma to secure evidence of indebtedness in an amount up to \$65,000,000 through a revolving credit facility

Mr. Hooton further testified that GridLiance HP will use the evidence of indebtedness, together with other available funds, for general utility purposes, not in contravention of any law or any loan document, including working capital, to improve transmission system capacity and reliability, and to increase economic benefits to customers through the construction and improvement of transmission infrastructure. He testified that GridLiance HP’s Application was verified by the company president, set forth the amount and character of the indebtedness, described the purposes of the indebtedness, and included GridLiance HP’s most recent balance sheet. He testified that GridLiance HP anticipates closing on the transaction no later than October 1, 2018. He further testified that the proposed financing is reasonably necessary for the operation and management of GridLiance HP’s business in order that GridLiance HP may continue to provide adequate and reliable service over its Oklahoma facilities.

At the hearing on the merits, Mr. Hooton testified that the revolving credit facility was similar to that of a line of credit that would be available to the Company for five years. He testified that GridLiance HP also has a 204 application pending before the Federal Energy Regulatory Commission for approval of the transaction and that the revolving credit facility was subject to substantial due diligence from the lender.

B. Linh Pham, Public Utility Division

Mr. Pham testified that PUD reviewed GridLiance HP’s Application, attached balance sheet, testimony filed by GridLiance HP, and spoke with the Senior Vice President, CFO and Treasurer of GridLiance HP regarding the proposed indebtedness.

PUD’s review of this Application is to insure the requirements of 17 O.S. §185 and OAC 165:5-7-52 are met. These provisions require that any such application (1) must be verified by the utility’s president or vice president; (2) state the amount and character of the proposed securities or liens; (3) state the general purposes for which the securities or liens are to be issued

or created; (4) state the property to service already received by the utility, the costs of which will be reimbursed to the utility by any of the proceeds of such securities or evidences of indebtedness; and (5) provide the most recent balance sheet for the utility.

Mr. Pham testified that after reviewing 17 O.S. §185 and OAC 165:5-7-52 and the Application and testimony of GridLiance HP, the Application has complied with all of the requirements set forth in the statute and Commission rule. PUD recommends the Commission grant GridLiance HP's Application, and that this recommendation is fair, just, reasonable, and in the public interest.

III. FINDINGS OF FACT AND CONCLUSIONS OF LAW

THE COMMISSION FINDS that it has jurisdiction in this Cause pursuant to Okla. Const. Art. IX, § 18, 17 O.S. § 181 *et seq.*, and OAC 165:5-7-52.

THE COMMISSION FURTHER FINDS that notice is proper and given as required by law and the rules of the Commission.

THE COMMISSION FURTHER FINDS that the Applicant has complied with the requirements set forth in 17 O.S. § 181 *et seq.*, including the requirements set forth specifically at 17 O.S. § 185, and OAC 165:5-7-52, as required for approval and authority to create liens and indebtedness on property is hereby granted.

ORDER

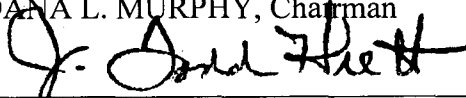
THE COMMISSION THEREFORE ORDERS that a Certificate of Authority as contemplated by 17 O.S. § 185 be approved and issued to GridLiance High Plains LLC, authorizing the Applicant to borrow through a secured revolving credit facility an amount up to \$65,000,000 with a term of five years from the date of closing.

THE COMMISSION FURTHER ORDERS that the Certificate of Authority shall be in effect from the date hereof.


THIS ORDER SHALL BE EFFECTIVE immediately.

OKLAHOMA CORPORATION COMMISSION

DANA L. MURPHY, Chairman




J. TODD HIETT, Vice Chairman



BOB ANTHONY, Commissioner

CERTIFICATION


DONE AND PERFORMED by the Commissioners participating in the making of this Order, as shown by their signatures above this 26 day of Sept., 2018.



PEGGY MITCHELL, Secretary

REPORT OF ADMINISTRATIVE LAW JUDGE

The foregoing findings, conclusions and order are the report and recommendation of the undersigned Administrative Law Judge.



LINDA S. FOREMAN
Administrative Law Judge

9.18.18

Date

165 FERC ¶ 62,003

UNITED STATES OF AMERICA
FEDERAL ENERGY REGULATORY COMMISSION

GridLiance High Plains LLC

Docket No. ES18-56-000

ORDER AUTHORIZING ISSUANCES OF SECURITIES

(Issued October 1, 2018)

On August 16, 2018, as amended on September 7, 2018, GridLiance High Plains LLC (GridLiance) filed an application pursuant to section 204 of the Federal Power Act¹ requesting authorization to issue long- or short-term debt securities in aggregate principal amount not to exceed \$65 million at any one time outstanding.

GridLiance states that the interest rate for the debt securities will not exceed the greater of: (i) the 1-month, 2-month, 3-month, 6-month, or 12-month London Interbank Offered Rate (LIBOR) in effect at the time of borrowing, as referenced in The Wall Street Journal at <http://online.wsj.com>, plus up to 400 basis points; (ii) the federal funds rate in effect at the time of borrowing plus 250 basis points; (iii) the prime rate publicly announced by JPMorgan Chase Bank, N.A. at the time of borrowing plus 200 basis points; or (iv) the 1-month LIBOR adjusted daily plus 300 basis points.

GridLiance also requests waiver from the Commission's competitive bidding and negotiated placement requirements at 18 C.F.R. § 34.2(a) (2018).

The filings were noticed on August 17, 2018, and September 12, 2018, with comments, protests, or interventions due on or before September 6, 2018, and September 17, 2018, respectively. None were filed.

Authorization

On February 21, 2003, the Commission issued an order announcing four restrictions on all future public utility issuances of secured and unsecured debt.² First, public utilities seeking authorization to issue debt backed by a utility asset must use the

¹ 16 U.S.C. § 824c (2012).

² *Westar Energy, Inc.*, 102 FERC ¶ 61,186, *order on reh'g*, 104 FERC ¶ 61,018 (2003) (*Westar*).

proceeds of the debt for utility purposes. Second, if any utility assets that secure debt issuances are divested, the debt must follow the asset and also be divested. Third, if any of the proceeds from unsecured debt are used for non-utility purposes, the debt must follow the non-utility assets. Specifically, if the non-utility assets are divested, then a proportionate share of the debt must follow the divested non-utility asset. Finally, if utility assets financed by unsecured debt are divested to another entity, then a proportionate share of the debt must also be divested.

GridLiance is authorized to issue the debt securities subject to the interest rates described above. The Commission has stated that the recovery of interest expense through a formula rate revenue requirement provides an alternative basis to conclude that an applicant may reasonably be expected to service its debt and interest expenses without impairing its ability to provide service as a public utility.³

This authorization is based upon the terms and conditions and for the purposes specified in the application subject to the following conditions:

- (1) This authorization is effective from October 1, 2018 through September 30, 2020;
- (2) The securities are subject to the Commission's restrictions on secured and unsecured debt as outlined above and in *Westar*;
- (3) The requested waiver for the securities from the Commission's competitive bidding and negotiated placement requirements at 18 C.F.R. § 34.2 (2018) is granted;
- (4) GridLiance must file a Report of Securities Issued, under 18 C.F.R. §§ 34.9, 131.43, and 131.50 (2018), no later than 30 days after the sale or placement of long-term debt securities;
- (5) This authorization is without prejudice to the authority of the Commission or any other regulatory body with respect to rates, service, accounts, valuation, estimates or determination of cost or any other matter whatsoever now pending or which may come before this Commission; and
- (6) Nothing in this letter order shall be construed to imply any guarantee or obligation on the part of the United States with respect to any security to which this letter order relates.

³ *AEP West Virginia Transmission Company, Inc.*, 152 FERC ¶ 61,153 (2015).

Docket No. ES18-56-000

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Docket No. ES18-56-000

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This action is taken pursuant to the authority delegated to the Director, Division of Electric Power Regulation - West, under 18 C.F.R. § 375.307 (2018). This order constitutes final agency action. Requests for rehearing by the Commission may be filed within 30 days of the date of issuance of this order, pursuant to 18 C.F.R. § 385.713 (2018).

Steve P Rodgers, Director
Division of Electric Power
Regulation - West