

Control Number: 44809



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Addendum StartPage: 0

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### SOAH DOCKET NO. 473-16-1848.WS DOCKET NO. 44809

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APPLICATION OF QUADVEST, L.P. FOR	
RATE/TARIFF CHANGE	

PUBLIC UTILITY COMMISSION PUBLIC UTILITY COMMISSION

OF

### TEXAS

### QUADVEST L.P.'S RESPONSES TO COMMISSION STAFF'S THIRD REQUEST FOR INFORMATION AND REQUEST FOR ADMISSION

To: Commission Staff by and through their attorneys of record, Margaret Uhlig Pemberton, Karen S. Hubbard, Alexander Petak, Public Utility Commission of Texas, 1701 N. Congress Avenue, P.O. Box 13326, Austin, Texas 78711-3326.

COMES NOW, Quadvest, L.P. ("Quadvest"), by and through their attorney of record,

respond to Commission Staff's Third Request for Information and Request for Admission.

Quadvest stipulates pursuant to PUC Procedural Rule 22.144(c)(F) that the following responses to

requests for information may be treated by all parties as if the answers were filed under oath.

Respectfully submitted,

### **COZEN O'CONNOR**

my Marle Dhea Ne Shea by Debra Ellis Bv:

Tammy Wavle Shea State Bar No. 24008908 1221 McKinney, Suite 2900 Houston, Texas 77010 Phone: (713) 750-3148 Fax: (832) 214-3905 Email: tshea@cozen.com

ATTORNEYS FOR QUADVEST, L.P.

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### CERTIFICATE OF SERVICE

I hereby certify that a true and correct copy of Quadvest L.P.'s Responses to Commission Staff's Third RFIs and Request for Admission was served on all parties of record in this proceeding on this the //9 day of April, 2016, by facsimile, electronic mail, U.S. first-class mail, postage prepaid, or by hand delivery.

<u>Sammer Havle</u> Shea Kammy Wavle-Shea by Debra Edles

### SOAH DOCKET NO. 473-16-1848.WS Docket No. 44809

### **REQUEST NUMBER: STAFF 3-1**

COMPANY NAME: Quadvest, L.P.

DATE DUE: 04/18/16

EXTENSION DATE: 04/19/16

# INFORMATION REQUESTED:

- Staff 3-1 With regard to BATES page 8 of Chuck Loy's testimony, lines 10-15, please answer the following:
  - a) Please provide copies of the specific documents referenced on lines 7-10;
  - b) Please provide a copy of all financial information referred to on line 11, if not already provided;
  - c) Please provide a copy of the affiliate cost allocation study and all assumptions and related documents supporting the study;

**REQUESTED BY:** Public Utility Commission of Texas

### **RESPONSE:**

3-1 a) There is no documentation addressed in Bates 8 of Loy, lines 7-10. Assuming the reference relates to Bates 6 of Loy, Lines 7-10; the documentation relates to various levels of support used to verify data provided in the Application. This documentation includes various accounting ledgers and supporting documentation for the test year. Assembling a rate case requires the review of numerous documents. The purpose of Mr. Loy's statement was to indicate that his opinions regarding the accuracy of the Company's records are based on time spent onsite at the Quadvest offices reviewing accounting information. This information is voluminous and will be made available at a mutually agreeable time and place.

- b) See response to a) above.
- c) Please see Appendix 3 of the Application.

### SUPPORTING WITNESS:

### Chuck Loy

The foregoing response to the above information request is accurate and complete, and contains no material misrepresentations or omissions based upon present facts known to the undersigned. The undersigned agrees to immediately inform the Requestor if any matters are discovered which would materially affect the accuracy or completeness of the information provided in response to the above information request.

# Signature of Company Representative

/s/ Jeff Eastman

### SOAH DOCKET NO. 473-16-1848.WS Docket No. 44809

### **REQUEST NUMBER: STAFF 3-2**

COMPANY NAME: Quadvest, L.P.

DATE DUE: 04/18/16

EXTENSION DATE: 04/19/16

# INFORMATION REQUESTED:

Staff 3-2 With regard to BATES pages 8, line 24 and page 9 lines 1-2 of Chuck Loy's testimony, please explain what sewer work papers provided you are referring to.

**REQUESTED BY:** Public Utility Commission of Texas

**RESPONSE:** An examination of the supporting workpapers provided in Appendix 5 will demonstrate Sewer costs were allocated or assigned a fair share of pro-forma expenses where applicable. In addition, the workpapers demonstrate that all sewer expense and plant balances have been excluded from the filing.

### SUPPORTING WITNESS:

Chuck Loy

The foregoing response to the above information request is accurate and complete, and contains no material misrepresentations or omissions based upon present facts known to the undersigned. The undersigned agrees to immediately inform the Requestor if any matters are discovered which would materially affect the accuracy or completeness of the information provided in response to the above information request.

# Signature of Company Representative

/s/ Jeff Eastman

### SOAH DOCKET NO. 473-16-1848.WS Docket No. 44809

### **REQUEST NUMBER: STAFF 3-3**

COMPANY NAME: Quadvest, L.P.

DATE DUE: 04/18/16

EXTENSION DATE: 04/19/16

# INFORMATION REQUESTED:

- Staff 3-3 With regard to vehicle expenses included in the cost of service, please provide the following:
  - a) Any and all justification for the company vehicle allowances, vehicle allowances, cell phone, cell phone allowances, and other (vistage, fuel, etc.)
  - b) Please define the term "vistage" and indicate a list of expenses it includes.
  - c) Please provide further detail on each type of expense included in the column "Other (vistage, fuel, etc.)
  - d) Basis for paying for mileage driven, including amount per mile paid for mileage, and whether or not miles include commuting from and to work;
  - e) Basis for paying for a company vehicle, including company policies, etc. and the benefit received by the customer for paying for each vehicle.
  - f) Provide the make, model, and year of each company vehicle and indicate which employee uses that vehicle.

**REQUESTED BY:** Public Utility Commission of Texas

### **RESPONSE:**

a) These types of expenses are incurred by Quadvest in order to allow the employee to complete their assigned job responsibilities/duties. To a lesser extent for senior level management, these types of expenses can be viewed as part of their overall benefit package, which is required in today's market to attract and maintain qualified personnel.

b) Vistage is a peer advisory organization where executive level management employees meet on a monthly basis for leadership coaching/training. In addition, the peer groups provide one another much needed guidance on a wide range of business issues based upon their own experiences. This organization charges dues. c) See "Staff 3-3c Other Breakdown (Confidential)" This document will be filed confidentially.

d) Basis for paying for mileage driven is when an employee uses their personal vehicle for company business. The rate for mileage is based off of the IRS mileage rate. Quadvest does not reimburse employees for commuting to and from work in their own personal vehicles.

e) See Staff 3-3f Vehicles (Confidential). This document will be filed confidentially.

f) See Staff 3-3f Vehicles (Confidential). This document will be filed confidentially.

### SUPPORTING WITNESS:

### Jeff Eastman

The foregoing response to the above information request is accurate and complete, and contains no material misrepresentations or omissions based upon present facts known to the undersigned. The undersigned agrees to immediately inform the Requestor if any matters are discovered which would materially affect the accuracy or completeness of the information provided in response to the above information request.

# Signature of Company Representative

/s/ Jeff Eastman

### SOAH DOCKET NO. 473-16-1848.WS Docket No. 44809

### **REQUEST NUMBER: STAFF 3-4**

COMPANY NAME: Quadvest, L.P.

DATE DUE: 04/18/16

EXTENSION DATE: 04/19/16

### **INFORMATION REQUESTED:**

Staff 3-4 Provide documentation including invoices, name of the recipient of the services, type of services, specific business reasons for expense, and explain why the expense is necessary for water and wastewater service in Texas for every medical expense included in the cost of service excluding health insurance expense. Also indicate what category the expense is included in the rate filing application.

**REQUESTED BY:** Public Utility Commission of Texas

**RESPONSE:** The medical expenses are included in the "Insurance - [1]" line item on the rate filing application because the majority of the expense relates to Quadvest's dental plan, which is a company funded dental plan capped at \$1,000 per eligible person. See Staff 3-4 Medical Expenses" and "Staff 3-4a Medical Receipt Data", noting both documents will be filed confidentially.

### SUPPORTING WITNESS:

### Jeff Eastman

/s/ Jeff Eastman

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Date Provided: 04/19/16

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### SOAH DOCKET NO. 473-16-1848.WS Docket No. 44809

### **REQUEST NUMBER: STAFF 3-5**

COMPANY NAME: Quadvest, L.P.

DATE DUE: 04/18/16

EXTENSION DATE: 04/19/16

### INFORMATION REQUESTED:

Staff 3-5 Provide documentation including invoices, name of the recipient of the services, type of services, specific business reasons for expense, and explain why the expense is necessary for water and wastewater service in Texas for every "meals and entertainment" expense included in the cost of service excluding health insurance expense. Also indicate what category the expense is included in the rate filing application.

# **REQUESTED BY:** Public Utility Commission of Texas

**RESPONSE:** The meals and entertainment expenses are included in the "Office Expenses - [G]" line item on the rate filing application. The majority of the meals and entertainment expenses were paid for via employee company credit cards. There are 183 general ledger line entries supporting the requested approximately \$42,000 in meals and entertainment, which in turn represent an estimated 500+ individual credit card transactions and well over 500bpages. Therefore, this information will be made available at a mutually agreeable time and place in Quadvest's voluminous room in Austin, Texas. Arrangements may be made by contacting Quadvest's attorney of record, Tammy Shea, at 713.750.3148. Further, Quadvest has previously provided a summary of meals and entertainment in its response to PUC RFI #Staff 1-53.

### SUPPORTING WITNESS:

### Jeff Eastman

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/s/ Jeff Eastman

### SOAH DOCKET NO. 473-16-1848.WS Docket No. 44809

### **REQUEST NUMBER: STAFF 3-6**

COMPANY NAME: Quadvest, L.P.

DATE DUE: 04/18/16

EXTENSION DATE: 04/19/16

### **INFORMATION REQUESTED:**

Staff 3-6 Provide income statements and balance sheets for all of the applicant's affiliated entities for the test year and two years prior to the test year.

**REQUESTED BY:** Public Utility Commission of Texas

**RESPONSE:** Quadvest has previously provided affiliate financials for test year and prior year in response to PUC RFI #Staff 1-26. In order to address "two years prior to test year" requirement of this request, please see "Staff 3-6 Affiliate Financials FY2012", noting this document will be filed confidentially.

**SUPPORTING WITNESS:** 

Jeff Eastman

The foregoing response to the above information request is accurate and complete, and contains no material misrepresentations or omissions based upon present facts known to the undersigned. The undersigned agrees to immediately inform the Requestor if any matters are discovered which would materially affect the accuracy or completeness of the information provided in response to the above information request.

# Signature of Company Representative

/s/ Jeff Eastman

### SOAH DOCKET NO. 473-16-1848.WS Docket No. 44809

### **REQUEST NUMBER: STAFF 3-7**

COMPANY NAME: Quadvest, L.P.

DATE DUE: 04/18/16

EXTENSION DATE: 04/19/16

### INFORMATION REQUESTED:

Staff 3-7 Please provide an explanation of why gross revenues for affiliates and gross property, plant and equipment were not used for allocations between affiliates.

**REQUESTED BY:** Public Utility Commission of Texas

**RESPONSE:** The Affiliate Allocations Report provided as Appendix 3 in the Application demonstrates that all shared costs are allocated using the appropriate cost drivers based on sound cost causation principles. Gross revenues or gross property was not one of the cost drivers used in the study. Typically, gross revenue/property allocators are used as a last resort when other cost causation attributes cannot be identified and measured.

### SUPPORTING WITNESS:

### Jeff Eastman

/s/ Jeff Eastman

Date Provided: 04/19/16

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### SOAH DOCKET NO. 473-16-1848.WS Docket No. 44809

### **REQUEST NUMBER: STAFF 3-8**

COMPANY NAME: Quadvest, L.P.

DATE DUE: 04/18/16

EXTENSION DATE: 04/19/16

### INFORMATION REQUESTED:

Staff 3-8 Provide a list of all employees who have resigned or been fired from Quadvest after the test year including the name of the employee, annual salary and benefits in effect for the employee when terminated, whether or not the employee was replaced, and the annual salary and benefits of the employee replacing that employee.

**REQUESTED BY:** Public Utility Commission of Texas

**RESPONSE:** See "Staff 3-8 Employee - Post Test Year", noting this document will be filed confidentially.

### SUPPORTING WITNESS:

Jeff Eastman

The foregoing response to the above information request is accurate and complete, and contains no material misrepresentations or omissions based upon present facts known to the undersigned. The undersigned agrees to immediately inform the Requestor if any matters are discovered which would materially affect the accuracy or completeness of the information provided in response to the above information request.

# Signature of Company Representative

/s/ Jeff Eastman

### SOAH DOCKET NO. 473-16-1848.WS Docket No. 44809

### **REQUEST NUMBER: STAFF 3-9**

COMPANY NAME: Quadvest, L.P.

DATE DUE: 04/18/16

EXTENSION DATE: 04/19/16

# INFORMATION REQUESTED:

Staff 3-9 For any expense amount for the test year that exceeds \$1,000 as listed in the general ledger under "Source Name" as a bank or credit card, including but not limited to as "Bank of America, American Express, or Visa-Business-Whitney Bank", provide documentation including invoices, recipient of the services, type of services, specific business reasons for expense, and explain why the expense is necessary for water and wastewater service in Texas. Also indicate what category the expense is included in the rate filing application. Please only respond for amounts included in the applicant's cost of service.

**REQUESTED BY:** Public Utility Commission of Texas

**RESPONSE:** The attached schedule (Staff 3-9 Credit Card Over 1K) represent expenses paid for via employee company credit cards. There are 122 general ledger line entries (over \$1,000) supporting the requested "\$423,000 in associated expenses, which in turn represent an estimated 350+ individual credit card transactions. Therefore, this information is voluminous and will be made available for inspection and copying at a mutually agreeable time and place at Quadvest's voluminous room in Austin, Texas. Arrangements to view this data can be made through contacting Quadvest's counsel, Tammy Shea, at 713.410.0856. See also attached general ledger detail of credit card general ledger entries in excess of \$1,000, "Staff 3-9 Credit Card Over 1K."

### SUPPORTING WITNESS:

### Jeff Eastman

The foregoing response to the above information request is accurate and complete, and contains no material misrepresentations or omissions based upon present facts known to the

undersigned. The undersigned agrees to immediately inform the Requestor if any matters are discovered which would materially affect the accuracy or completeness of the information provided in response to the above information request.

# Signature of Company Representative

/s/ Jeff Eastman

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### SOAH DOCKET NO. 473-16-1848.WS Docket No. 44809

### **REQUEST NUMBER: STAFF 3-10**

COMPANY NAME: Quadvest, L.P.

DATE DUE: 04/18/16

EXTENSION DATE: 04/19/16

### INFORMATION REQUESTED:

- Staff 3-10 For all amounts over \$2,000 included in repairs & maintenance, account number 6516-2, of the general ledger (please respond only for amounts included in the applicant's cost of service):
  - a) Please provide invoices for the expense;
  - b) Indicate which water or wastewater system the expense for which the expense was incurred;
  - c) Indicate whether or not the repair will last more than one year;
  - d) Indicate whether or not the repair extended or could be expected to extend the useful life of the asset repaired

**REQUESTED BY:** Public Utility Commission of Texas

**RESPONSE:** See "Staff 3-10 R&M Over 2K" and "Staff 3-10a R&M Invoices (Confidential)" attached, noting the vendor invoices will be filed confidential to protect their pricing of goods and services.

### SUPPORTING WITNESS:

### Jeff Eastman

/s/ Jeff Eastman

Date Provided: 04/19/16

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Staff 3-19 R&M Over 2X

### SOAH DOCKET NO. 473-16-1848.WS Docket No. 44809

### **REQUEST NUMBER: STAFF 3-11**

COMPANY NAME: Quadvest, L.P.

DATE DUE: 04/18/16

EXTENSION DATE: 04/19/16

### INFORMATION REQUESTED:

Staff 3-11 Provide receipts for all charitable contributions included in test year expenses (cost of service) for amounts over \$1,000. Also include the name of any employee of the applicant who directly or indirectly benefited from the contribution, if any.

**REQUESTED BY:** Public Utility Commission of Texas

**RESPONSE:** Quadvest excluded account "6115 - Contributions" from its cost of service request, therefore there should be no charitable contributions over \$1,000.

### SUPPORTING WITNESS:

Jeff Eastman

The foregoing response to the above information request is accurate and complete, and contains no material misrepresentations or omissions based upon present facts known to the undersigned. The undersigned agrees to immediately inform the Requestor if any matters are discovered which would materially affect the accuracy or completeness of the information provided in response to the above information request.

### Signature of Company Representative

/s/ Jeff Eastman

### SOAH DOCKET NO. 473-16-1848.WS Docket No. 44809

### **REQUEST NUMBER: STAFF 3-12**

COMPANY NAME: Quadvest, L.P.

DATE DUE: 04/18/16

EXTENSION DATE: 04/19/16

### **INFORMATION REQUESTED:**

Staff 3-12 Provide documentation including invoices, name of the traveler, specific business reasons for expense, and explain why the expense is necessary for water and wastewater service in Texas for every "Travel" expense, general ledger account #6660, included in the cost of service. Also indicate what category the expense is included in the rate filing application.

**REQUESTED BY:** Public Utility Commission of Texas

**RESPONSE:** The travel expenses are included in the "Repairs/Maintenance/Supplies - [F]" line item on the rate filing application. The majority of the meals and entertainment expenses were paid for via employee company credit cards. There are 64 general ledger line entries supporting the requested "\$79,000 in travel, which in turn represent an estimated 190+ individual credit card transactions. Therefore, this information is voluminous and will be made available for inspection and copying at a mutually agreeable time and place at Quadvest's voluminous room in Austin, Texas. Arrangements to view this data can be made through contacting Quadvest's counsel, Tammy Shea, at 713.410.0856. Finally, Quadvest has previously provided a summary of travel in its response to PUC RFI #Staff 1-52.

### SUPPORTING WITNESS:

### Jeff Eastman

/s/ Jeff Eastman

Date Provided: 04/19/16

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### SOAH DOCKET NO. 473-16-1848.WS Docket No. 44809

### **REQUEST NUMBER: STAFF 3-13**

COMPANY NAME: Quadvest, L.P.

DATE DUE: 04/18/16

EXTENSION DATE: 04/19/16

### INFORMATION REQUESTED:

Staff 3-13 Reference Bates page 135-149 of the application attachments:

a) With regard to the "market rental survey of an office; office/warehouse; and ground lease" prepared by Whitney & Associates, please indicate if any comparison of leasehold improvement or upkeep expenses were included for any leases included in the evaluation.

b) Please provide a complete list of all leasehold improvements and repairs and maintenance expenses directly and indirectly performed on the assets leased which have been included in the cost of service. Include the account category in the application that the expense is reported in for the test year.

**REQUESTED BY:** Public Utility Commission of Texas

### **RESPONSE:**

a) Per Whitney & Associates, the survey did not consider any leasehold improvements or upkeep because it was comparing base rents not overall property values.

b) See attached list of repairs and maintenance "Staff 3-13 Leasehold And R&M Summary".

### SUPPORTING WITNESS:

### Jeff Eastman

# provided in response to the above information request.

# Signature of Company Representative

/s/ Jeff Eastman

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Date Provided: 04/19/16

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Staff 3-13 Attachment Page 1 of 3

# Leasehold Improvement Summary - Office

Description	Cost	Depreciation Expense *	NBV
Parking tot Expansion	13,084	872	11,337
Office Fencing	14,777	739	11,098
Security/Fire Alarm	16,752	3,350	13,117
Cabinets / Shades	10,284	1,842	7,834
Total	54,898	6,804	43,387
* Included in cost of service			

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- ------- Staff 3-13 Attachment Page 2 of 3

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Staff 3-13 Attachment Page 3 of 3

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### SOAH DOCKET NO. 473-16-1848.WS Docket No. 44809

### **REQUEST NUMBER: STAFF 3-14**

COMPANY NAME: Quadvest, L.P.

DATE DUE: 04/18/16

EXTENSION DATE: 04/19/16

### **INFORMATION REQUESTED:**

- Staff 3-14 Reference Bates page 9 of the application, Developer Contributions Water:
  - a) Provide a list of any developer contributions that were not included on this this and the reasons for excluding them.
  - b) Provide the basis for amortization of the developer contributions, including any calculations.

**REQUESTED BY:** Public Utility Commission of Texas

### **RESPONSE:**

a) No developer contributions related to water assets were excluded in the application. Developer contributions related to sewer assets were not included in the water specific rate case.

b) Developer contributions are amortized using same "useful life" methodology as Quadvest purchased assets.

### SUPPORTING WITNESS:

Jeff Eastman

/s/ Jeff Eastman

Date Provided: 04/19/16

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### SOAH DOCKET NO. 473-16-1848.WS Docket No. 44809

### **REQUEST NUMBER: STAFF 3-15**

COMPANY NAME: Quadvest, L.P.

DATE DUE: 04/18/16

EXTENSION DATE: 04/19/16

### **INFORMATION REQUESTED:**

Staff 3-15 Provide the applicant's financial statements including income statement, balance sheet and statement of cash flows for the year January 1, 2015 through December 31, 2015.

**REQUESTED BY:** Public Utility Commission of Texas

**RESPONSE:** Attached is Quadvest's 2015 income statement and balance sheet, see Staff 3-15 2015 Financials (Confidential), noting Quadvest has not yet prepared a statement of cash flows as our audit firm assists in its preparation. Please note the attached FY2015 financials are unaudited and represents both water and sewer operations and will be filed confidentially.

### SUPPORTING WITNESS:

### Jeff Eastman

/s/ Jeff Eastman

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