

BEFORE THE FLORIDA PUBLIC SERVICE COMMISSION

In Re: Petition for rate increase by Gulf
Power Company.

Docket No. 160186-EI
Dated: December 12, 2016

**GULF POWER COMPANY'S RESPONSE TO
THE OFFICE OF PUBLIC COUNSEL'S MOTION
TO COMPEL PRODUCTION OF DOCUMENTS**

Gulf Power Company ("Gulf" or the "Company") pursuant to Rule 28-106.204, Florida Administrative Code, responds as follows in opposition to the Office of Public Counsel's ("OPC") Motion to Compel Production of Documents in response to OPC's First Request for Production of Documents (Nos. 59, 62 and 71) filed with the Florida Public Service Commission ("Commission") on December 5, 2016.

I. BACKGROUND

OPC seeks an order from the Commission compelling the production of three separate, but related, categories of documents. Request No. 59 seeks copies of reports by "investment firms for Southern Company and Gulf Power" Request No. 62 seeks copies of source documents and workpapers "used in calculating the earned return on common equity by state for the utility subsidiaries of Southern Company" Request No. 71 seeks "credit ratings for Southern Company and Gulf Power by S&P and Moody's" Gulf Power has appropriately objected to each of these requests to the extent that they call for information relating to Gulf's parent and/or affiliated companies that has no bearing on this proceeding and is not reasonably calculated to lead to the discovery of admissible evidence.¹ With respect to Request 59, Gulf has offered to provide investment firm reports on Southern Company which make any mention of

¹ Gulf notes that OPC issued analogous requests in Gulf's most two recent base rate proceedings and Gulf posed analogous objections in those proceedings. *Compare* Docket No. 160186-EI *with* Docket No. 110138-EI (Request 59 = 56, and Request 62 = 59), *and* Docket No. 130140-EI (Request 59 = 53, and Request 62 = 56). OPC did not challenge the propriety of Gulf's objections in either of these past proceedings. Moreover, to Gulf's knowledge, it has never produced affiliate data of this nature in a base rate proceeding.

Gulf Power while maintaining its objection to producing Southern Company investment firm reports which do not touch upon Gulf. Similarly, with respect to Request 71, Gulf Power has offered to provide credit ratings for both Southern Company and Gulf Power. Based on discussions with OPC, it is Gulf's understanding that this accommodation has resolved the need for a ruling on Request No. 71. To the extent that OPC is truly interested in testing Gulf's assertions regarding its financial integrity, credit quality, credit ratings and the importance of the same to providing adequate and reliable service, the information Gulf has provided and/or agreed to provide in response to Requests 59, 71, and a host of other discovery requests is more than sufficient to enable such an analysis.

The remaining documents at issue are Southern Company investment firm reports which make no mention of Gulf Power and workpapers "used in calculating the earned return on common equity by state for the utility subsidiaries of Southern Company." As discussed in detail below, these documents are wholly irrelevant to this proceeding and are not reasonably calculated to lead to the discovery of admissible evidence.

II. ARGUMENT

As noted in Gulf's objections, the documents at issue are not within Gulf's possession, custody or control. They are owned and controlled by affiliated non-jurisdictional entities which are not parties to this proceeding. Nevertheless, Gulf readily acknowledges that this Commission (and by extension OPC) may request, and Gulf Power must provide, certain categories of affiliate data. Specifically, Section 366.093(1), Florida Statutes provides in relevant part as follows: "[t]he commission shall continue to have reasonable access to all public utility records and records of the utility's affiliated companies, including its parent company, *regarding transactions or cost allocations among the utility and such affiliated companies, and*

such records necessary to ensure that a utility's ratepayers do not subsidize nonutility activities.”

Id. (emphasis added). And, in fact, Gulf Power has already provided OPC with staggering amounts of such data. To date, Gulf has provided OPC with over 50,000 pages and 35 Microsoft Excel files in response to questions concerning affiliates and affiliate transactions. Representative questions are attached to this response as Exhibit “A.”² It stands to reason that such information is discoverable in this proceeding because it directly affects Gulf’s rates or cost of service. In stark contrast, the documents demanded by OPC in its motion—third party investment analyses of Southern Company and workpapers used in calculating earned returns on equity by *all Southern Company utility subsidiaries*—have no relation whatsoever to affiliate transactions, cost allocations, cross-subsidization, Gulf’s cost of service, or any other matter at issue in this electric utility base rate proceeding. OPC summarily declares that “Gulf has placed its financial integrity at issue on the face of its Petition; therefore the documents requests are in fact relevant to the instant proceeding.” Motion at 3. Without question, the financial integrity of a regulated utility is at issue in every base rate proceeding. But that fact does not provide OPC with a license to engage in an unprecedented fishing expedition, particularly when the expedition involves legally separate non-jurisdictional entities which are not parties to the proceeding. A mere possibility that the information sought might lead to admissible evidence is insufficient. *See* Henry P. Trawick, Jr., Florida Practice and Procedure § 16-3 (2016-2017 ed.).

² OPC suggests that Gulf’s production of this statutorily mandated affiliate data somehow equates to a waiver of its right to object to production of affiliate data which is not relevant or likely to lead to the discovery of admissible evidence. Motion at 5. The argument is facially deficient. Nevertheless, for the avoidance of doubt, Gulf states for the record that no such waiver was intended or has occurred.

A. OPC's Cited Authority is Distinguishable

OPC cites a number of Commission orders which purportedly support its positions. As demonstrated below, OPC's reliance on these precedents is misplaced.

(a) Order No. PSC-01-1725-PCO-EI, *In re: Petition by Gulf Power Company for Approval of Purchased Power Arrangement, et al.*, Docket No. 010827-EI (the "Southern Power Order"), involved a petition by Gulf Power Company for approval of a purchased power agreement with an affiliate, Southern Power Company. At the time, Gulf was proposing to sell its Smith Unit 3 combined cycle plant which was currently under construction to Southern Power and purchase energy and capacity from the plant pursuant to the PPA. OPC sought documents belonging to Southern Company and Southern Power concerning the decision to seek approval of the PPA and/or sell Smith Unit 3. The stated purpose of the discovery was to test Gulf's assertions on the reasons for the proposed transfer of Smith Unit 3 to Southern Power. The Commission engaged in an analysis based on the holding in *Afros S.P.A. v. Kraus-Maffei Corporation*, 113 F.R.D. 127 (D. Del. 1986), to determine whether the documents at issue should be produced. In reaching its conclusion that the discovery was proper, the Commission attached significant weight to the fact that Southern Power was a *signatory to the very contract at issue in the docket*. Also supporting the Commission's decision, two other Southern Company operating subsidiaries had recently engaged in very similar transactions with Southern Power. The Commission found that the information requested was directly relevant to OPC's theory of the case.

The facts at issue in the Gulf/Southern Power proceeding addressed in the Southern Power Order are manifestly distinguishable from the facts at issue in the present base rate proceeding. The Southern Power proceeding arose out of a specific request to approve an

agreement between affiliates. In stark contrast, the overriding issue in the present proceeding is the determination of just and reasonable base rates for Gulf Power Company. No particular transaction is a central issue. Therefore, the documents sought by OPC have no relationship to that determination.

(b) *Medivision of East Broward County, Inc. v. Department of Health and Rehabilitative Services*, 488 So.2d 886 (Fla. 1st DCA 1986), involved an application by Medivision of East Broward County, Inc. (“the subsidiary”) for a certificate of need to construct a surgical center. An intervenor in the proceeding sought discovery from the subsidiary’s parent company and the subsidiary objected on the ground that it was not in possession or control of the requested documentation. The objection was overruled by the hearing officer and the subsidiary appealed. The appellate court upheld the decision, noting that the subsidiary was created solely for the purpose of applying for, constructing, and operating the surgical center, and that the parent corporation provided the expertise and funding for the entire operation. The court found the parent and the subsidiary “acted as one” in applying for the certificate of need. However, the court expressly limited its holding “to the facts described herein,” cautioned that “*this opinion is not intended to announce a rule of law that permits discovery of documents of parent corporations in all cases where their subsidiaries are parties to the litigation.*” *Id.* at 888 (emphasis added).

The *Medivision* case, much like the Southern Power proceeding, involved an extraordinary degree of involvement by the affiliated entity in the very transaction that gave rise to the litigation. That level of interaction is clearly lacking in the instant proceeding. In its motion, OPC speaks at length regarding the relationship between Gulf, its parent and its affiliated service company and attempts to characterize this relationship as unusual in some way.

Of course there is a sharing of services and resources to a certain extent. Of course there are payments of dividends and infusions of equity. Of course there are periodic asset transfers and filing of joint tax returns. This beneficial relationship has endured for nearly as long as Gulf Power has existed and it is certainly not atypical, particularly in the utility industry. It is for this reason that the Commission has “reasonable access to all public utility records and records of the utility’s affiliated companies, including its parent company, regarding transactions or cost allocations among the utility and such affiliated companies, and such records necessary to ensure that a utility’s ratepayers do not subsidize nonutility activities.” § 366.093(1), Fla. Stat. These limited facts and circumstances do not, however, give OPC free license to demand access to such a wide range of documents as it has requested here.

(c) Order No. PSC-93-0071-PCO-TL, *In re: Comprehensive Review of the Revenue Requirements and Rate Stabilization Plan of Southern Bell Telephone and Telegraph Company*, Docket No. 920260-TL, involved a request by OPC for parent company information pertaining to cost allocations and charges from the parent to the subsidiary. The subsidiary objected on the ground that it was not in possession custody or control of such documents. Citing to Section 364.183, Florida Statutes (the analogue to Section 366.093, and which entitles the Commission to access electric utility affiliate data regarding cost allocations and affiliate transactions) the Commission observed that “[e]ssentially, Southern Bell argues that OPC cannot obtain through discovery documents that this Commission and its staff can readily obtain by means of a mere informal data request. Such a result clearly cannot be countenanced.”

As noted previously in this response, Gulf Power has not contended and does not contend that the affiliate transaction and cost allocation data contemplated by Section 366.093(1) is beyond the scope of proper discovery. Indeed, Gulf has already produced many thousands of

pages of such data. However, the documents at issue in OPC's motion to compel fall far outside the scope of proper affiliate discovery.

(d) Order No. 22460, *In re: Petition of the Citizens of Florida to Investigate Southern Bell's Cost Allocation Procedures*, Docket No. 89190-TL (Jan. 24, 1990), also differs substantially from this discovery issue. As the title of the proceeding suggests, this proceeding involved an investigation into Southern Bell's cost allocation procedures. OPC requested documents from Bellsouth and various affiliated entities relating to cost-allocations among and between these entities. The Commission determined that such information was relevant and discoverable. Again, Gulf Power does not dispute that OPC is entitled to affiliate cost-allocation data which falls within the scope of the statute. But, the documents sought by OPC are beyond the scope of proper affiliate discovery.

(e) Order No. 19685, *In re: Petitions of Southern Bell Telephone and Telegraph Co. for Rate Stabilization and Implementation Orders and Other Relief*, Docket No. 88069-TL, (July 18, 1988), affirmed an order of the prehearing officer granting a portion of OPC's motion to compel. In the previous order, Order No. 19421 (June 3, 1988), the prehearing officer granted OPC's motion to compel production of parent company documents relating to the parent's "financial and capital structure." Few other facts or details are provided in these orders, but it is noteworthy that the Commission found that the subsidiary and parent companies "acted as one" under the *Medivision* standard discussed in part (b) above. No facts in the instant proceeding satisfy the *Medivision* "acted as one" standard. Also noteworthy is that OPC cites this order in conjunction with its statement that "OPC is entitled to discovery of information reasonably calculated to lead to admissible evidence *in the form of all equity and debt related to transactions between Gulf and its parent.*" Motion at 4. Gulf Power has previously provided

such information in response to OPC Document Request No. 70, which includes ten years of dividends paid by Gulf to Southern and equity infusions from Southern to Gulf, and Request No. 57, which includes prospectuses for securities issuances by Gulf and the Southern Company since January 1, 2014.

(f) Order No. PSC-95-1503-CF-WS, *In re: Application for Rate Increase and Increase in Service Availability Charges by Southern States Utilities, Inc., et al*, Docket No. 950495-WS, granted OPC's motion to compel production of parent company data relating to accounting treatment for certain specified escrow funds. It provides no explanation of the relevance of the funds to the proceeding or the factual basis for granting the motion to compel. Thus, its precedential effect, let alone its application, to the instant proceeding, is questionable at best.

B. The Peoples Gas Order Establishes the Proper Framework for This Matter

As demonstrated above, OPC's reliance on the orders cited in its Motion to Compel is misplaced. The cited precedent either hinges on factual circumstances which are not present in this proceeding or supports the undisputed principle that affiliate data can be relevant and discoverable if it relates directly to cost allocation and/or cross subsidization. *See* § 366.093(1), Fla. Stat. The discovery requests at issue in OPC's motion address neither. Rather, they are more akin to OPC discovery requests which the Commission found to be improper in an order which is conspicuously absent from OPC's motion.

The most relevant and appropriate precedent is set forth in Order No. PSC-02-1613-PCO-GU, *In re: Petition for Rate Increase by Peoples Gas System*, Docket No. 020384-GU (Nov. 21, 2002). In *Peoples Gas*, OPC sought a variety of documents from Peoples' affiliated entities, including Tampa Electric Company, TECO Partners, Inc. and TECO Energy, Inc. Peoples

objected on the ground that the information was not relevant, and also that Peoples did not have possession, custody, or control of such documents. Documents sought included, but were not limited to: (i) capital, expense and revenue budget reports provided to management of TECO, TECO Energy and affiliates of Peoples; (ii) budget variance and budget explanations reports provided to management of TECO, TECO Energy and affiliates of Peoples; and (iii) copies of all budgets and historical financial statements presented to boards of directors for Peoples and its affiliates. OPC contended that this information was necessary to review the reasonableness of the amounts charged to Peoples by affiliated entities for goods and services and to determine whether the amounts included for affiliate payments in the projected test year were reasonable and appropriate. As it has in the instant proceeding, OPC further contended that discovery of this affiliate information was appropriate under the standards articulated in Order No. PSC-01-1725-PCO-EI (the Southern Power Order), because of the “complex web of financial relationships among the companies.” Also like this case, OPC alleged that the companies effectively “acted as one” under the *Medivision* standard.

Like Gulf in the instant proceeding, Peoples claimed it had already provided substantial documentation regarding affiliate charges and allocations and that such documentation was sufficient to enable OPC to assess the reasonableness of those charges and any cross-subsidization. Peoples further asserted that its officers and employees were separate from its affiliates, they operated different systems in different geographic areas, they maintained separate books and records, and the affiliates operated as completely separate utilities. Each of these assertions applies equally to Gulf Power. The Commission denied OPC’s Motion to Compel on the ground that the “information sought by OPC does not appear reasonably calculated to lead to

the discovery of admissible evidence.” The similarities between the *Peoples Gas* proceeding and this proceeding are obvious and inescapable and the result should be no different.

C. OPC’s Specific Document Requests

As indicated, the applicable legal standards do not support the relief requested by OPC. Nevertheless, it is still worth exploring the factual basis for OPC’s specific requests.

- 1. Request for Production #59: Investment Firm Reports. Please provide copies of any known reports by investment firms for Southern Company and Gulf Power Company from the major credit rating agencies [sic] published since January 1, 2015.**

An investment firm report is a report generated by a research analyst or group of analysts employed by investment institutions (not credit rating agencies). The reports typically examine the current financial status of publicly traded companies and contain analysts’ views and recommendations with respect to the acquisition or divestiture of securities issued by the company. The reports are typically proprietary and may only be circulated to subscribers which have paid a fee for the service. As noted in Gulf’s original response to Request No. 59, there are no investment firm reports that relate exclusively to Gulf Power. As an accommodation to OPC, Gulf has offered to provide copies of investment reports that make any mention of Gulf Power, but has maintained its objection to provision of reports relating solely to Southern Company. OPC vaguely contends that the Southern Company reports are “necessary to assess how investment analysts *look at Gulf Power*—if there are no investment reports on Gulf, the only method for doing this is through Southern. It is also vital to understand how *Gulf’s creditworthiness* is impacted by the operating results and management decisions of Southern and its other operating subsidiaries.” Motion at 6 (emphasis added).

Yet, investment reports related solely to the Southern Company will provide little to no guidance on how “analysts look at Gulf Power” or speak to “Gulf’s creditworthiness.” Rather,

ample and detailed information concerning Gulf's creditworthiness is found in the multitude of credit rating agency reports by Standard & Poor's, Moody's and Fitch which are being produced in Response to Request No. 71. As such, OPC's request is unnecessary, duplicative, irrelevant and not reasonably calculated to lead to the discovery of admissible evidence.

2. **Request for Production # 62: Return on Equity.** Please provide copies of the source documents, workpapers, and data in both hard copy and electronic (Microsoft Excel) formats, with all data and formulas intact used in calculating *the earned return on common equity by state for the utility subsidiaries of Southern Company, including Gulf Power, including all adjustments to net income and common equity for each of the past five years (2011-2015)* (emphasis added)

- a. The Requested Information is Irrelevant

Gulf Power objected to Request for Production No. 62 as it relates to entities other than Gulf. OPC's justification for this manifestly improper discovery request is even more cryptic than its justification for Request No. 59. OPC contends that "data on ROE's for other Southern subsidiaries provide a comparison of Gulf's performance relative to others in the Southeast owned by Southern," and that such information is relevant to claims raised by Gulf about its "performance" and "need for a rate increase and increase to its return on equity." Motion at 11.

First and foremost, Gulf's financial performance relative to other operating companies in other jurisdictions has no bearing whatsoever on this Gulf Power base rate proceeding.³ The *Peoples Gas* decision supports Gulf's objection on this basis. There, OPC argued that several of its requests for production (4, 12, 15, and 17) of affiliate financial documents were "necessary to review the reasonableness of these charges by affiliates and to help determine whether or not the

³ OPC cites Order No 19389, *In re: Investigation into 1987 Earnings of Southern Bell Telephone and Telegraph Company*, Docket No. 871401-TL, dated May 31, 1988, for the proposition that documents related to a parent company's operations in other states may lead to the discovery of admissible evidence. Motion at p. 11. The Commission should note that the *Southern Bell* order did not involve production of "parent" company data, however. Instead, it involved production of data from other divisions of the *same* company operating in different states for the purpose of assessing the accuracy of *cost allocations* among the divisions.

amount included in the 2003 projected test year is reasonable and appropriate.” Order No. PSC-02-1613-PCO-GU. The *Peoples Gas* Order denied production of the requested documents because they were irrelevant. Making a nearly identical argument, in this case OPC seeks to obtain Gulf affiliate information to evaluate Gulf’s performance against its affiliates. Per *Peoples Gas*, this is plainly irrelevant. The documents sought do not pertain to any interactions or financial relationships between Gulf and its affiliates. The Commission should once again reject OPC’s argument for “comparison” documents.

Regardless, if OPC truly wishes to draw such a comparison, it need look no further than the Southern Company’s 10-K filings with the Securities Exchange Commission, the most recent of which was filed as Schedule F-2 of Gulf’s MFRs in this proceeding. Pages II-205, II -289, and II-447 of the 2015 10-k filing depict the returns on average common equity for 2011 through 2015 for Alabama Power Company, Georgia Power Company and Mississippi Power Company, respectively. This data is audited and publicly available. Even if one assumes that comparative returns are relevant or reasonably likely to lead to the discovery of admissible evidence—which they are not—OPC’s request travels even farther afield insofar as it seeks other operating companies’ “workpapers” and “source documents” supporting the calculations. Such a request is far beyond the permissible scope of discovery and should not be countenanced by this Commission.

Second, OPC’s claim that the requested information is relevant to claims raised by Gulf about its “performance” and “need for a rate increase and increase to its return on equity” is so vague that Gulf cannot formulate a specific response. This utter lack of specificity proves the overly broad, speculative, and improper nature of OPC’s request.

b. Gulf Properly Redacted Irrelevant Information

Furthermore, OPC takes issue with the fact that Gulf removed or redacted information from portions of its responses to Request No. 62. As Gulf stated in its original response, the information removed or redacted was extraneous and not in any way responsive to the request at hand. In particular, the redacted information was contained in Excel spreadsheets which were used to calculate Gulf's earned returns on common equity in 2011 through 2015 and related to G-series MFR preparation from a previous rate case. Over time and since Gulf's last rate case, these G-series Excel tabs have been rolled forward and not updated in the Excel files. Accordingly, as a measure to avoid confusion, these tabs were deleted. To include the tabs could have created both a misperception of and misunderstanding about their existence. The Company did not file for interim rate relief in this proceeding and the information is therefore wholly unresponsive to the question posed.

In support of its position on redaction, OPC cites Order No. PSC-93-0071-PCO-TL, *In re: Comprehensive Review of the Revenue Requirements and Rate Stabilization Plan of Southern Bell Telephone and Telegraph Company*, Docket No. 920260-TL. In this order, the Commission required production of previously redacted data based on its finding that the redacted data was relevant to the proceeding. The order does not stand for OPC's stated position that "it is improper for a party to remove or redact material that is neither privileged, nor covered by the work product privilege." Motion at 11. Rather, it merely instructed that a party could not redact relevant information from a document. Here, Gulf redacted *irrelevant* information.

While it does not appear that any Commission precedent directly addresses this point, a Florida federal court recently permitted redaction of irrelevant information. *See In re: Takata Airbag Products Liability Litigation*, MDL No. 2599, 2016 WL 1460143 (S.D. Fla. Feb. 1,

2016). In this opinion, the court upheld a Special Master's report governing discovery procedures in the case. Among other things, the court found that it was appropriate to allow the defendant to redact specified categories of irrelevant information and to withhold from production irrelevant parent documents from responsive families of documents.

Case law from other jurisdictions also supports the redaction of irrelevant information. *See Spano v. Boeing Company*, No. 3:06-cv-00743, 2008 WL 1774460, at *2 (S.D. Illinois Ill. Apr. 16, 2008) ("The Court also rejects Plaintiffs' argument that redaction is an improper method of challenging the relevance of a document. Although not specifically addressed in the Rule, other courts have found redaction appropriate where the information redacted was not relevant to the issues in the case. *To their credit, the Defendants produced the documents containing irrelevant information with redacted portions instead of not producing the documents at all.*") (emphasis added); *Beauchem v. Rockford Products Corp.*, No. 01 C 50134, 2002 WL 1870050, at *2 (N.D. Ill. Aug. 13, 2002) (finding good cause existed to support redaction based on relevance); *Schiller v. City of New York*, No. 04 Civ. 7922, 2006 WL 3592547, at *7 (S.D.N.Y. Dec.7, 2006) (upholding redaction of portions of meeting minutes not relevant to issues in case).

As this authority demonstrates, Gulf acted well within appropriate discovery parameters in producing responsive documents while redacting irrelevant information within them. Rather than withhold the documents in their entirety, Gulf produced the relevant portions of the documents. Case law supports this approach, and therefore the Commission should reject OPC's argument and not require Gulf to provide unredacted responses.

III. OPC SHOULD NOT RECEIVE ANY EXTENSION TO FILE TESTIMONY OR COMPLETE DISCOVERY

At the tail-end of its Motion, OPC asks the Commission to extend both the deadline for filing intervenor testimony as well as the discovery periods. As the Commission should deny

OPC's motion, no such extension would be proper. Moreover, given the minute proportion of discovery at issue in OPC's motion as compared to the expansive amount of responsive information Gulf has provided in this proceeding, no justification would exist for an extension even if OPC presented valid arguments. The Commission should deny OPC's request for an extension.

IV. CONCLUSION

WHEREFORE, for the foregoing reasons, Gulf Power Company respectfully requests that the Commission deny the relief sought in OPC's Motion to Compel.

Respectfully submitted this 12th day of December, 2016.



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EXHIBIT A

Description	Item	Question
Citizens' 1st POD	32	<p>Labor Costs. Refer to the testimony of James M. Garvie at page 6, lines 16 through 19.</p> <p>a. Please provide a copy of the contracts in effect with the various compensation and benefit consultants utilized by Gulf during 2015 and 2016 year to date.</p> <p>b. Please provide a copy of any written direction or instructions given by the Company, or its parent company or affiliates, to the various compensation and benefit consultants utilized by Gulf addressing the compensation and benefit studies prepared for the Company during 2015 and 2016 year to date.</p> <p>c. Please provide complete copies of all compensation and benefit studies prepared on Gulf's behalf during 2015 and 2016 year to date. Include all exhibits and attachments to such studies with the response.</p>
Citizens' 1st POD	37	Organizational Charts - Affiliates. Please provide, for the years 2015 and 2016, an organizational chart for Gulf Power including a clear indication of all affiliates, parent companies, divisions, and subsidiaries, indicating their regulatory status (i.e., regulated or unregulated).
Citizens' 1st POD	38	Organizational Charts - Affiliates. Please provide, for the years 2015 and 2016, an organizational chart for Southern Company including a clear indication of all affiliates, parent companies, divisions, and subsidiaries, and indicate their regulatory status (i.e., regulated or unregulated).
Citizens' 1st POD	40	Reviews and Audits. Please provide all reports associated with audits and reviews of affiliate transactions between the Company and its affiliates and parent company that have been issued during the period 2014 through 2016 year to date.
Citizens' 1st POD	41	Affiliates - Management Audits. If any management audits have been conducted between 2013 through 2016 year to date that incorporated or included a review of affiliate transactions and cost allocations between and among affiliates, subsidiaries, and divisions of The Southern Company, please provide a copy of the resulting management audit reports.
Citizens' 1st POD	42	<p>Internal Audit Reports. Please provide a copy of the following internal audit reports:</p> <p>a. All internal audit reports for Gulf completed during 2014, 2015 and 2016 year to date.</p> <p>b. All internal audit reports addressing Southern Company, Southern Company Services, or other affiliated company costs or operations for which a portion of the costs are direct charged or allocated to Gulf Power Company completed during 2014, 2015 and 2016 year to date.</p>
Citizens' 1st POD	43	Affiliates - Manuals. Please provide all cost allocation manuals and other documents in your possession, custody, or control that were in effect during 2015 and 2016 relating to the allocation of costs between your affiliated companies and the methodology of charging between and among affiliates. This would include but not be limited the cost allocation manual addressing how costs are allocated to Gulf by Southern Company Services, Inc. and all manuals and other documents related to the treatment and accounting for inter-company transactions.

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Citizens' 1st POD	44	<p>Affiliates - Allocation Factors.</p> <p>a. Please provide all workpapers used to develop the allocation factors used to charge Gulf Power for all services and products from all affiliated companies including parent and service companies. Please provide the requested information for the years 2014, 2015 and 2016 year to date and as projected for the 2017 test year. Please provide any and all workpapers and documents in electronic form, with all spreadsheet links and formulas intact, source data used, and explain all assumptions and calculations used. To the extent the data requested is not available in the form requested, please provide the information in the form that most closely matches what has been requested.</p> <p>b. Please provide the workpapers that utilize the allocation factors provided in response to (a) that show the application of the allocation factors to the dollar amount of affiliate charges to arrive at the amount allocated to the Company during 2015 and as projected for the test year. Please provide any and all workpapers and documents in electronic form, with all spreadsheet links and formulas intact, source data used, and explain all assumptions and calculations used. To the extent the data requested is not available in the form requested, please provide the information in the form that most closely matches what has been requested.</p>
Citizens' 1st POD	45	<p>Affiliates - Contracts. Please provide all current contracts between Gulf Power and any and all subsidiaries, parent companies, service companies and other affiliates that provide services or products to Gulf Power. Please provide all amendments and attachments to the agreements.</p>
Citizens' 1st POD	46	<p>Affiliates - Contracts. Please provide all current contracts and agreements between Gulf Power and any and all subsidiaries, parent companies, service companies and other affiliates where Gulf Power provides services or products to the subsidiary, parent companies, service companies or affiliates. Please provide all amendments and attachments to the agreements.</p>
Citizens' 1st POD	47	<p>Affiliates. Please identify and provide any and all studies, analyses, comparisons, and any other documents in the possession custody or control of Gulf Power or its parent or service companies, that examine the prices charged to Gulf Power by each of its affiliated company relative to the going market rate for the same or similar services. Please provide any such documents that were prepared during the period January 2014 through the most recent date available.</p>
Citizens' 1st POD	48	<p>Affiliates. Please identify and provide any and all studies, analyses, comparisons, and any other documents in the possession custody or control of Gulf Power or its parent or service companies that demonstrate for the year 2015, 2016 year to date and for the 2017 test year that purchases of services and products from an affiliate are charged to regulated operations at the lower of fully allocated cost or market price. If the affiliate charges the Company's regulated operations more than fully allocated cost, please provide documentation demonstrating that the charge is less than the market price and that charging more than fully allocated costs benefits the Company's regulated customers.</p>
Citizens' 1st POD	49	<p>Affiliates - Assets Transferred.</p> <p>a. Please identify and provide all documents that demonstrate that all assets transferred from Gulf Power to each affiliate of Gulf Power during 2014 through 2016 year to date were transferred at the higher of market or cost.</p> <p>b. Please identify and provide all documents that demonstrate that all assets transferred to Gulf Power from each affiliate of Gulf Power during 2014 through 2016 year to date were transferred at the lower of cost or market.</p> <p>c. Please provide a copy of all appraisals of assets transferred to Gulf Power from an affiliated company during 2014 through 2016 year to date.</p> <p>d. Please provide all appraisals of assets transferred from Gulf Power to an affiliated company during 2014 through 2016 year to date.</p>

EXHIBIT A

Citizens' 1st POD	50	Shared Facilities. For each affiliate of Gulf Power that is charged for the shared use of Gulf Power's facilities (land, buildings, office equipment and space) please provide documentation reflecting the calculations on how the amounts to charge the affiliates were determined for 2015 and projected 2017 test year. To the extent the requested information is available in electronic spreadsheet format, please provide the electronic file with all formulas and links intact.
Citizens' 1st POD	51	Affiliates - Carrying Charges to Gulf Power. Please provide the workpapers and source documents used to develop the amount of carrying charges charged to Gulf Power by any affiliate, subsidiary, or division during 2015 and 2016 year to date and as projected for the 2017 test year. These workpapers should include, where applicable, the return on investment used, the capital structure used, the return on equity used, the cost of debt used, and the investment to which the return is applied.
Citizens' 1st POD	52	Affiliates - Carrying Charges to Affiliates. Please provide the workpapers and source documents used to develop the amount of carrying charges charged to an affiliate, subsidiary, or division by Gulf Power for 2015 and 2016 year to date and as projected for the 2017 test year. These workpapers should include, where applicable, the return on investment used, the capital structure used, the return on equity used, the cost of debt used, and the investment to which the return is applied.
Citizens' 1st POD	53	Affiliates. For each affiliate of Gulf Power that is charged for the shared use of Gulf Power's facilities (land, buildings, office equipment and space), please provide for 2015, 2016 year to date, and the projected 2017 test year the calculations on how the amounts charged to the affiliate were determined. Please provide the requested information in Excel format, with all formulas and links intact, and include all linked and source files.
Citizens' 1st POD	54	Affiliates. For the years 2015 and 2016 year to date, please provide all bills and invoices to each affiliate to which Gulf Power renders a bill.
Citizens' 1st POD	55	Affiliates. For the years 2015 and 2016 year to date, please provide all bills and invoices from each affiliate that renders a bill to Gulf Power.
Citizens' 1st ROG	4	Supplemental Employee Retirement Plan (SERP). Please provide the level of SERP expense, by account, included in the Company's revenue requirement for the test year ending December 31, 2017, and explain, in detail, how the amount was determined. This response should include both amounts directly applicable to Gulf employees and amounts direct charged and allocated to the Company from the service company and other affiliated entities.
Citizens' 1st ROG	15	Labor Costs. Please provide all amounts included in the adjusted test year expenses for variable pay directly charged or allocated to Gulf from Southern Company Services, the parent company, and other affiliated entities, by variable pay type (i.e., Performance Pay Program, Performance Share Program, Stock Option Program, etc.).
Citizens' 1st ROG	22	Affiliates. Schedule C-30. Please match the costs shown under column (5) to the expense categories shown on Schedule C-1, and separately to the expenses by account shown on Schedule C-4: Please also identify the amounts shown on Schedule C-30 that are removed from test year expenses per the adjustments shown on Schedule C-1, and state the amounts that are removed..
Citizens' 1st ROG	23	Affiliates. Please provide a detailed description of corporate restructurings and changes in affiliate relationships since the last general rate case and describe any changes in the corporate and affiliate relationships reflected in the filing. As part of this response, please describe any potential corporate restructuring and/or changes in affiliate relationships that may take place between the -present date through the end of 2017 and indicate if the impact of such changes are reflected in the filing.
Citizens' 1st ROG	24	Affiliates - Common and Shared Costs. With respect to the allocation of common and shared costs between the Company and its parents and affiliates of the Company, please explain in detail how the Company took into consideration projections of allocation factors for purposes of allocating these common costs during the projected test year. If no projections were made for common and shared costs, please explain why this is an appropriate methodology.

EXHIBIT A

Citizens' 1st ROG	25	<p>Affiliates -Allocation Factors. Regarding the workpapers supporting the allocation factors developed and used to charge Gulf Power for all services and products from all affiliated companies including parent and service companies, please explain:</p> <p>a. If the amounts shown in the workpapers provided in response to OPC Document Request 44, after the application of the allocation factor(s) to the expenses, do not match the test year amounts shown on page C-30 of the ry1FRs, please explain why the amounts do not match.</p> <p>b. If the amounts provided in response to OPC Document Request 44 for the 2017 test year, after the application of the allocation factor(s) to the expenses, do not match the amounts shown on MFR Schedule C-30, please provide a reconciliation between what is shown in the MFRs and what is provided for the same years in response to OPC Document Request 44. Please provide any and all workpapers and documents in electronic form, with all spreadsheet links and formulas intact, source data used, and explain all assumptions and calculations used.</p>
Citizens' 1st ROG	26	<p>Leases. Please explain how the costs related to rent or leases for office buildings are shared and/or allocated between the various companies of Gulf Power and its affiliates.</p>
Citizens' 1st ROG	27	<p>Affiliates - Assets Transferred.</p> <p>a. For all assets transferred from Gulf Power to each affiliate of Gulf during 2014 through 2016 year to date, and projected through the end of the 2017 test year, please describe the asset that was transferred, provide the net book value at the time of transfer, the market value at the time of transfer, and the amount of the asset transferred.</p> <p>b. For all assets transferred to Gulf Power from each affiliate of Gulf during 2014 through 2016 year to date, and projected through the end of the 2017 test year, please describe the asset that was transferred, provide the net book value at the time of transfer, the market value at the time of transfer, and the amount the asset transferred.</p>
Citizens' 1st ROG	28	<p>Affiliates. Please provide a description of each affiliate of Gulf Power and the Southern Company. This description should explain the services provided by the affiliate to Gulf Power and the services provided by the affiliate to nonaffiliated companies.</p>
Citizens' 1st ROG	29	<p>Affiliates.</p> <p>a. For costs charged by Gulf Power to its affiliates that are recorded as revenues, by account, please state the amounts booked for the years 2014, 2015, 2016 year to date, and projected amount incorporated in the 2017 test year. Explain all changes of more than 10% from year to year.</p> <p>b. For costs charged by Gulf Power to its affiliates that are recorded as a credit to expenses, please state the amounts booked for the years 2014, 2015, 2016 year to date, and projected amount incorporated in the 2017 test year. Explain all changes of more than 10% from year to year.</p>
Citizens' 1st ROG	30	<p>Affiliates. With respect to the allocation of costs to Gulf Power by each affiliate that allocates costs to it, state the time period used to develop the allocation factors used to allocate costs for the historic periods 2015, 2016, and the projected 2017 test year.</p>
Citizens' 1st ROG	31	<p>Affiliates.</p> <p>a. Please explain how the carrying charges associated with The Southern Company's corporate land, buildings, and equipment and/or any affiliate, subsidiary, or division of The Southern Company that does business with Gulf Power, are allocated to the Gulf Power's operations.</p> <p>b. Provide for the years 2014, 2015, and as projected for the 2017 test year in the Company's filing, the amount of carrying charges charged to Gulf Power by each affiliate, subsidiary, or division of The Southern Company.</p> <p>c. Please provide the account name and account number where the carrying charges depicted in (b) are contained.</p>

EXHIBIT A

Citizens' 1st ROG	32	<p>Affiliates. Where Gulf Power, or its affiliates, subsidiaries, or divisions provide services or products to an affiliate, subsidiary, or division of Gulf Power, please respond to the following for the years 2014, 2015 and as incorporated in the projected 2017 test year.</p> <p>a. Please explain how the carrying charges associated with land, buildings, and equipment are charged by Gulf Power to the affiliate, subsidiary, or division of Gulf Power.</p> <p>b. Provide the amount of carrying charges charged to the affiliate, subsidiary, or division of Gulf Power; a description of the charge; and the account charged.</p> <p>c. Explain how Gulf Power and its affiliates, subsidiaries or divisions are compensated for the use of land, building, and equipment used by affiliates, subsidiaries, or divisions of Gulf Power.</p> <p>d. Please state if the amounts provided in response to (b) are recorded in revenue accounts on the books of Gulf Power or contra expense accounts, the amount of revenue recorded on Gulf Power's books, and the account number and name in which the revenue is recorded.</p>
Citizens' 1st ROG	33	<p>Affiliates-Airplanes. Please provide a list of all airplanes or helicopters owned or leased by Gulf Power and its parent or other affiliate, and the associated expense for operations or leasing of the aircraft charged to Gulf Power for the years 2014, 2015 and as incorporated in the projected 2017 test year. Additionally, please provide all amounts included in the adjusted 2017 test year, by account, associated with such owned or leased aircraft. This should include, but not be limited to, amounts included in rate base (i.e., plant in service, accumulated depreciation) as well as expenses (i.e., O&M expense, depreciation expense, property tax expense, etc.).</p>
Citizens' 1st ROG	34	<p>Affiliates - Common Officers. Please provide the names, titles, and duties of all common or shared officers and directors of The Southern Company and its affiliates, divisions, and subsidiaries. For each common officer and director, state the amount of total compensation (salary, benefits, bonuses, stock related compensation, etc., identified separately) paid in 2014, 2015 and as projected for 2017; provide the amount charged to the Company in each of these years and as incorporated in the 2017 projected test year; and explain how each person's salary and benefits are charged to the affiliates of The Southern Company. Indicate the separate amount charge to O&M expense and capitalized, and breakdown the total compensation by type including, but not limited to, salary, deferred compensation, stock options, vehicle allowances, etc.</p>
Citizens' 2nd ROG	35	<p>Affiliate Charges. Please provide a side by side comparison of all costs charged to Gulf by the service company, inclusive of direct charges and allocated charges, by FERC account the costs are recorded in on Gulfs books, for each year, 2014 through 2016 year to date as included in the 2017 forecast upon which the test year is based.</p>
Citizens' 2nd ROG	36	<p>Budget/Forecast - Affiliates. Please refer to page 11 of the Direct Testimony of Joshua J. Mason. Mr. Mason explains that "...various income statement and balance sheet items not captured in the component budgets are analyzed, developed and input into the financial model." Please explain, in detail, how the amount of costs to be charged from the parent company, Southern Company Services, and other affiliated entities or subsidiaries to be input into the financial model are determined (i.e., projected based on prior years, specific budgets and forecasts provided by affiliated entities for input in the model, forecasted jointly with affiliated entities, etc.). Additionally, explain, in detail, how they are input into the model (i.e., already part of component budgets, input as part of separate financial assumptions, etc.)</p>
Citizens' 2nd ROG	37	<p>Budget/Forecast - Affiliates. Please refer to Exhibit No. JJM-1, Schedule 2 (Gulf Power Financial Planning Process) and Schedule 3 (Gulf Power Company Capital Additions and O&M Budget Process). Please provide revised versions of these schedules, modified to show how forecasted charges and inputs from the parent company, Southern Company Services, and other affiliated entities are considered and incorporated in the financial planning process and budget process.</p>

EXHIBIT A

Citizens' 2nd ROG	72	<p>Easements. Please provide a list of all easements that the utility has granted to outside parties and affiliates for use of, or access to, Gulf property. The list should include the following:</p> <ol style="list-style-type: none"> an identification of the individual property, the party which has been granted use of or access to the property, the annual income related to the easement agreement the account where the income is recorded, the amount of the income recorded in 2013, 2014, 2015, and 2016 year-to-date, the amount projected to be recorded through December 31, 2016, and the amount budgeted to be received in 2017. Additionally, please indicate if the amount budgeted to be received in 2017 is included in the forecasted 2017 adjusted test year. If not included, explain in detail, why not.
Citizens' 2nd ROG	73	<p>Affiliated Charges. Please refer to the Direct Testimony of Janet J. Hodnett, page 21, lines 14 through 19. Ms. Hodnett indicates that the 2016 budget allocators used in allocating costs in this case were developed in 2015 based on the actual 2014 data. Please provide a side-by-side comparison of: (i) the 2016 budget allocators used in the case; (ii) the allocators currently being utilized in charging costs to Gulf from the service company; and (iii) the current 2017 budget allocators developed in 2016 based on actual 2015 data. If either the current allocators being used or the current 2017 budget allocators differ from the 2016 budget allocators used in the case by more than 5%, please explain, in detail, what factors caused the change.</p>
Citizens' 2nd POD	86	<p>Affiliates. If the Intercompany Interchange Contract that Gulf participates in has been modified since the version effective in 2007, please provide a copy of the current Intercompany Interchange Contract.</p>
Citizens' 3rd ROG	78	<p>Affiliates. According to the Southern Company and Subsidiary Companies Form 10-Q for the quarter ended June 30, 2016 (provided in MFR Section F, Volume 2), at page 15, Southern Company completed a merger with AGL Resources, Inc. on July 1, 2016, resulting in Southern Company Gas becoming a wholly-owned, direct subsidiary of Southern Company. Have the impacts of the addition of Southern Company Gas on costs that will be allocated to Gulf from SCS, Southern Company or any other affiliated entities been reflected in the 2017 adjusted test year in this case? If not, please provide all impacts on the projected 2017 test year expenses and rate base incorporated in the Company's filing, by FERC account, that are anticipated to result from the inclusion of Southern Company Gas in the calculation of the allocation factors that are applied to costs charged to Gulf. Please provide all impacts on the revenue requirements being sought by Gulf in this case on a total basis and on a Florida jurisdictional basis. If the Company contends there will be no impacts on costs to be allocated or charged to Gulf from the service company, the parent company and other affiliated entities as a result of the merger, please explain in detail, why not.</p>
Citizens' 3rd ROG	79	<p>Affiliates. Will Southern Company Gas and its subsidiaries receive services from Southern Company Services? If yes, indicate when such services either began or will begin and provide a description of the services that will be received by Southern Company Gas and its subsidiaries from Southern Company Services.</p>

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Citizens' 3rd ROG	80	<p>Affiliates. According to the Southern Company and Subsidiary Companies Form 10-Q for the quarter ended June 30, 2016 (provided in MFR Section F, Volume 2), at page 99, Mississippi Power's projected cost estimate for the Kemper IGCC plant in total is approximately \$6.68 billion. In addition, since 2012 Mississippi Power has incurred charges of \$2.55 billion associated with changes in the cost estimate above the cost cap through June 30, 2016.</p> <p>a. In determining the projected charges for Southern Services Company that were incorporated in the 2017 forecast upon which the 2017 adjusted test year is based in this case, for the Southern Service Company allocation factors that incorporate plant values (i.e., plant in service, net plant, CWIP, investment, etc.) in the derivation of the allocation factor, please indicate how the Kemper IGCC plant was incorporated and provide the amount incorporated for the Kemper IGCC plant. For example, is the amount included in the allocation formula calculation for Mississippi Power based on the actual Kemper IGCC plant costs, the plant costs net of amounts written off, etc.</p> <p>b. If the amount incorporated in the calculation of the allocation factors for the Kemper IGCC plant excludes the amounts that are written-off in excess of the cost cap, explain in detail why the amounts written-off were excluded from the calculation of the allocation factors.</p> <p>c. If the amount incorporated in the calculation of the allocation factors for the Kemper IGCC plant excludes the amounts that are written-off in excess of the cost cap, please provide the impact on the adjusted test year in this case if the allocation factors were determined on a basis that includes the full cost of the Kemper IGCC plant. Please provide all impacts on the revenue requirements</p>
Citizens' 4th ROG	146	<p>Affiliates-Assets Transferred. Please refer to OPC's First Request for Production, No. 49 regarding Assets Transferred.</p> <p>a. Please list all documents that demonstrate that all assets transferred from Gulf Power to each affiliate of Gulf Power during 2014 through 2016 year to date were transferred at the higher of market or cost.</p> <p>b. Please list all documents that demonstrate that all assets transferred to Gulf Power from each affiliate of Gulf Power during 2014 through 2016 year to date were transferred at the lower of cost or market.</p>
Citizens' 4th ROG	151	<p>Please list all current contracts , including amendments and attachments thereto, between Gulf Power and any and all subsidiaries, parent companies, service companies and other affiliates that provide services or products to Gulf Power. Please identify separately all current contracts for goods or services which are recovered by Gulf through cost recovery clauses.</p>

EXHIBIT A

<p>Citizens' 6th ROG</p>	<p>178</p>	<p>Affiliates - Southern Company Services. Please refer to the response to Citizens' First Set of Interrogatories, Item No. 25. For each of the following projected charges from SCS to the Company that are included in the 2017 test year (list below includes BWO and BWO Description from response), please provide: a detailed description of what the projected costs are for; an explanation of how the projected amount was determined; an explanation of the benefit to Gulf's ratepayers resulting from the projected costs; and if the costs were removed from the test year in the clause adjustments. Additionally, if the forecasted costs for 2017 have since been revised, please provide the revised forecast.</p> <ul style="list-style-type: none"> a. 4362HE - Hydrogen Economy - \$62,400 in Accounts 406 and 908; b. 4362UA - Unmanned Aircraft systems - \$118,560 in Accounts 506, 566 and 588; c. 4375UG - U-Group Dues - \$70,200 in Account 506; d. 438701 - Advanced End-Use Technology Research - \$179,925 in Account 908; e. 4455CS - PSDF Cost Share - \$184,942 in Account 506; f. 4455UN - DOE Project Expenses Not Billable to DOE - \$98,006 in account 506; g. 4690AE - Advanced Energy Management - \$315,808 in Account 908; h. 46AT02 - ARMS Production Support - \$244,935 in Account 588; i. 46CAOS - OCC Support - \$165,814 in Account 903; j. 46COCS - Gulf Client Services - Approx. \$506,000 in various expense Accounts; k. 461TIA - no description provided, expenses in various accounts; l. 46STOM - Smart Grid Stimulus O&M Charges - \$242,972 in Account 566; m. 470A01 - IA Management and Administration - \$968,598 in Account 923; n. 471201 - General Executive & Advisory for Companies - \$858,566 in Account 923; o. 471JLL - NSR Litigation - \$51,752 in Account 506; p. 471JMM - Multi Media/CCR Litigation - \$160,120 in Account 500; q. 473JOE - Section 111 - \$266,069 in Account 500; r. SCS Income Tax - \$197,820 in Account 560; s. 47AP01 - Southern Company Disbursements - \$479,892 in Account 923; t. 47EA01 - External Affairs - General - \$61,150 in Account 923; u. 471V01 - Innovation Center - \$626,080 in Account 923; v. 47LD01 - General - \$115,592 in Account 923; w. 47MNMP - Strategic Market Planning Core Companies - \$219,657 in Account 908; x. 47NA01 - National Accounts - General - \$188,076 in Account 908; y. 47NABD - National Accounts - Business Development - \$31,146 in Account 908; z. 487C01 - Next Generation Nuclear R&D - \$149,968 in Account 557; aa. 48991N - SCS Income Tax - \$153,852 in Account 500 bb. 4945EC - Project Eagle - \$23,251; and
<p>Citizens' 6th ROG</p>	<p>179</p>	<p>Affiliates - Southern Company Services. Please refer to the response to Citizens' First Set of Interrogatories, Item No. 25. Please provide a revised version of pages 3 through 36 of the response based on the most recent projection of 2017 SCS billing amounts (by FERC account) using the same format as presented on pages 3 through 36. Additionally, please indicate if the most recent projection factors in the impacts of the change in allocation factors caused by Southern Company's 2016 acquisitions identified in the response to Citizens' First Set of Interrogatories, Item No. 28, and if not, explain why not.</p>
<p>Citizens' 6th ROG</p>	<p>180</p>	<p>Affiliates. According to the response to Citizens' First Set of Interrogatories, No. 28, in addition to merging with Southern Company Gas in 2016, Southern Company also acquired PowerSecure in 2016 and acquired 50% equity interest in Southern Natural Gas (subsequently assigned to Southern Gas Company). If the response being provided by the Company to Citizens' Third Set of Interrogatories, No. 78 does not also include the impacts of these two additional 2016 acquisitions on the test year expenses and rate base associated with charges from SCS to Gulf, please provide a revised response to Citizens' Third Set of Interrogatories, Item No. 78 that factors in all Southern Company acquisitions disclosed in response to Item No. 28.</p>

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Citizens' 6th ROG	181	<p>Affiliates - Southern Company Services. Please refer to the response to Citizens' Second Set of Interrogatories, No. 35. With regards to the charges to Gulf from SCS shown on pages 2 and 3 of the response, please respond to the following:</p> <p>a. Please explain, in detail, why charges from SCS to be booked to Account 557 - Other Expenses are anticipated to increase from \$2,083,836 for 2015 actual and \$2.3M for 2016 Actual/budget to \$2,722,617 in 2017.</p> <p>b. Please explain, in detail, why charges from SCS to be booked to Account 560 - Trans - Oper supervision and Engineering expenses are anticipated to increase from \$902,819 for 2015 actual and \$910,136 for 2016 Actual/budget to \$1,371,707 in 2017.</p> <p>c. Please explain, in detail, why charges from SCS to be booked to Account 580 - Dist - Operation Supervision, Eng expenses are anticipated to increase from \$2.99M for 2015 actual and \$2.91 for 2016 Actual/budget to \$3,966,896 in 2017.</p> <p>d. Please explain, in detail, why charges from SCS to be booked to Account 908 - Customer Assistance Expense are anticipated to increase from \$2.49M for 2015 actual and \$2.64 for 2016 Actual/budget to \$3,126,481 in 2017.</p> <p>e. Please explain, in detail, why charges from SCS to be booked to Account 923 - Outside Services expense are anticipated to increase from \$16.1M for 2015 actual and \$15.3M for 2016 Actual/budget to \$17,283,638 in 2017.</p>
Citizens' 6th ROG	188	<p>Use of Property. Please provide a listing of all allowances Gulf has made to outside parties and affiliates for use of, or access to, Gulf property from 2013 to the current date for the purposes listed below, and explain how such allowances are sought by the outside parties and granted by Gulf. For each allowance identified, please also indicate if Gulf collects a fee or revenues for such allowances and, if so, please provide the amount of revenues received for each year, 2014 through 2016 year to date and as incorporated in the adjusted test year in the Company's filing:</p> <p>a. Hunting;</p> <p>b. Farming or other agricultural activity;</p> <p>c. Cattle or other domesticated animal grazing;</p> <p>d. Camping;</p> <p>e. Timber growth and/or timber production;</p> <p>f. Sporting activities;</p> <p>g. Any other business or recreational use not specifically listed above (provide a description).</p>
Citizens' 1st POD	33	<p>Minutes of Meetings of Board of Directors. Please provide copies of or make available for review copies of: (i) all Gulf Power Board of Directors Meeting Minutes, (ii) sections of Southern Company Board of Directors Meeting Minutes addressing matters that impact Gulf Power Company, and (iii) sections of Southern Company Services Board of Directors Meeting Minutes addressing matters that impact Gulf Power Company, for the years 2014 through 2016 year to date. This should also include the meeting minutes over the same period for any Committees of the Board of Directors (i.e., Audit Committee, Compensation Committee, etc.).</p>
Citizens' 1st POD	56	<p>Rating Agencies/Investment Firms Presentations. Please provide copies of all presentations made to rating agencies and investment firms by Southern Company and Gulf Power Company between January 1, 2015 and the present.</p>
Citizens' 1st POD	57	<p>Prospectuses. Please provide copies of all prospectuses for any security issuances by Southern Company and Gulf Power Company since January 1, 2014.</p>
Citizens' 1st POD	58	<p>Credit Reports. Please provide copies of credit reports for Southern Company and Gulf Power Company from the major credit rating agencies published since January 1, 2014.</p>

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Citizens' 1st POD	59	Investment Firm Reports. Please provide copies of any known reports by investment firms for Southern Company and Gulf Power Company from the major credit rating agencies published since January 1, 2015.
Citizens' 1st POD	60	Rating Agency Correspondence. Please provide copies of all correspondence between Southern Company and Gulf Power Company and any of the three major bond rating agencies (S&P, Moody's, and Fitch) from January 1, 2015 to the present. These include copies of letters, reports, presentations, emails, and notes from telephone conversations.
Citizens' 1st POD	62	Return on Equity. Please provide copies of the source documents, workpapers, and data in both hard copy and electronic (Microsoft Excel) formats, with all data and formulas intact used in calculating the earned return on common equity by state for the utility subsidiaries of Southern Company, including Gulf Power Company, including all adjustments to net income and common equity for each of the past five years (2011-2015).
Citizens' 1st POD	70	Cash Dividends - Equity Infusions. For the past ten years, please provide the dates and amount of: (1) cash dividend payments made to Southern by Gulf Power; and (2) cash equity infusions made by Southern into Gulf Power.
Citizens' 1st POD	71	Credit Ratings. For the past ten years, please list the credit ratings for Southern Company and Gulf Power by S&P and Moody's. For each time a credit rating was changed either up or down by any of the three rating agencies, please provide a copy of the related credit rating report.

BEFORE THE FLORIDA PUBLIC SERVICE COMMISSION

IN RE: Petition for Increase in Rates)
By Gulf Power Company)
)

Docket No.: 160186-EI

CERTIFICATE OF SERVICE

I HEREBY CERTIFY that a true copy of the foregoing has been furnished by electronic mail this 12th day of December, 2016 to the following:

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