

PUBLIC UTILITIES COMMISSION

505 VAN NESS AVENUE



April 16, 2019

Advice Letter 5484-E

Erik Jacobson
Director, Regulatory Relations
Pacific Gas and Electric Company
77 Beale Street, Mail Code B10C
P.O. Box 770000
San Francisco, CA 94177

SUBJECT: Appointment of Lincoln Walworth to PG&E's Nuclear Decommissioning Trust Fund Committee

Dear Mr. Jacobson:

Advice Letter 5484-E is effective as of April 3, 2019.

Sincerely,

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

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



Erik Jacobson
Director
Regulatory Relations

Pacific Gas and Electric Company
77 Beale St., Mail Code B13U
P.O. Box 770000
San Francisco, CA 94177

Fax: 415-973-3582

March 4, 2019

Advice 5484-E

(Pacific Gas and Electric Company ID U 39 E)

Public Utilities Commission of the State of California

Subject: Appointment of Lincoln Walworth to PG&E's Nuclear Decommissioning Trust Fund Committee

Purpose

Pacific Gas and Electric Company (PG&E) hereby submits update to PG&E's Committee for Nuclear Decommissioning Trust Funds established pursuant to Decision (D.) 87-05-062 and Resolution (Res.) E-3048. Additionally, PG&E submitted this advice letter in accordance with Ordering Paragraph (OP) 7 of D.13-01-039. PG&E is requesting California Public Utilities Commission (Commission or CPUC) confirmation of nominee Lincoln Walworth to the Committee of PG&E's Nuclear Decommissioning Trust Funds to replace DeWitt F. Bowman effective May 2, 2019 for a five-year term beginning May 2, 2019.

Background

In response to D.87-05-062 and Res. E-3048, PG&E negotiated with the Commission Staff and the Trustee of its decommissioning trusts to develop trust agreements for its nuclear decommissioning costs in accordance with guidelines set forth in that decision. Two trust agreements were required, one for the decommissioning funds which qualify for an income tax deduction under Section 468A of the Internal Revenue Code (Qualified Trust) and one for the remaining funds (Non-Qualified Trust). The two agreements are collectively referred to herein as the 'Trusts'.

The Trusts require, among other things, that they be managed by a Committee composed of five members, three of whom are not affiliated with PG&E. The Trusts require that the Committee members be nominated by the management of PG&E and confirmed with the Board of Directors. Additionally, the Trusts require that the committee members not affiliated with PG&E be confirmed by the Commission. Further, OP 7 of D.13-01-039 requires that PG&E seek CPUC confirmation of committee members not affiliated with PG&E through a Tier 2 Advice Letter. Thus, through this filing, PG&E is requesting

Commission confirmation of Lincoln Walworth, who is not affiliated with PG&E, in accordance with the provisions set forth in the Trusts.

Nomination of Lincoln Walworth

PG&E has nominated Mr. Walworth to serve as a non-affiliated member for a five-year term.

The issues in this filing are limited to the qualifications of the nominee to serve on the Committees of PG&E's Trusts and the fee arrangements for her services. As described below, the qualifications of Mr. Walworth, and all of the information necessary for the Commission to determine the existence of any conflict of interest, are fully set forth herein.

The education and professional background of Mr. Walworth is set forth in Attachment A, included herein. Also, Attachment B contains a "conflict of interest" declaration of Mr. Walworth, as required by the Trusts. PG&E's proposed fee for Mr. Walworth is the arrangement approved in D.07-01-003, dated January 11, 2007, which is \$12,000 per annum retainer, plus \$500 for each meeting attended and reimbursement of reasonable expenses. The Commission has explicitly determined the compensation arrangement reasonable, and thus PG&E requests that the Commission confirm that these fees are reasonable and shall continue until revised by the process set forth in the Trust Agreements.

Additionally, PG&E requests that in the event Mr. Walworth is not confirmed by the Commission, PG&E may take the following actions to ensure a full Committee:

Confirm the nomination of a PG&E employee, who shall serve as a Committee member, subject to Commission approval, for up to one year of such time as a new nominee has been confirmed by PG&E's Board of Directors and confirmed by the Commission, as stipulated in Article 3.01 of the Trust Agreements.

This filing will not result in an increase in any rates or charges, conflict with any schedules or rules, nor cause withdrawal of service.

In addition to the nomination of Mr. Walworth, please note two internal candidates will be replaced. Jim Welsch, VP, Nuclear Generation and Chief Nuclear Officer, will replace Jon Franke and Nick Bijur, VP and Treasurer, will replace Jason Wells effective March 1, 2019.

Protests

Anyone wishing to protest this submittal may do so by letter sent via U.S. mail, facsimile or E-mail, no later than March 25, 2019, which is 21 days¹ after the date of this submittal. Protests must be submitted to:

CPUC Energy Division
ED Tariff Unit
505 Van Ness Avenue, 4th Floor
San Francisco, California 94102

Facsimile: (415) 703-2200
E-mail: EDTariffUnit@cpuc.ca.gov

Copies of protests also should be mailed to the attention of the Director, Energy Division, Room 4004, at the address shown above.

The protest shall also be sent to PG&E either via E-mail or U.S. mail (and by facsimile, if possible) at the address shown below on the same date it is mailed or delivered to the Commission:

Erik Jacobson
Director, Regulatory Relations
c/o Megan Lawson
Pacific Gas and Electric Company
77 Beale Street, Mail Code B13U
P.O. Box 770000
San Francisco, California 94177

Facsimile: (415) 973-3582
E-mail: PGETariffs@pge.com

Any person (including individuals, groups, or organizations) may protest or respond to an advice letter (General Order 96-B, Section 7.4). The protest shall contain the following information: specification of the advice letter protested; grounds for the protest; supporting factual information or legal argument; name, telephone number, postal address, and (where appropriate) e-mail address of the protestant; and statement that the protest was sent to the utility no later than the day on which the protest was submitted to the reviewing Industry Division (General Order 96-B, Section 3.11).

¹ The 20-day protest period concludes on a weekend, therefore, PG&E is moving this date to the following business day.

Effective Date

PG&E requests that this Tier 2 advice submittal become effective on regular notice, April 3, 2019, which is 30 calendar days after the date of submittal.

Notice

In accordance with General Order 96-B, Section IV, a copy of this advice letter is being sent electronically and via U.S. mail to parties shown on the attached list Applications A.09-04-007, A.12-12-012, and A.12-12-013. Address changes to the General Order 96-B service list should be directed to PG&E at email address PGETariffs@pge.com. For changes to any other service list, please contact the Commission's Process Office at (415) 703-2021 or at Process_Office@cpuc.ca.gov. Send all electronic approvals to PGETariffs@pge.com. Advice letter submittals can also be accessed electronically at: <http://www.pge.com/tariffs/>.

/S/

Erik Jacobson
Director, Regulatory Relations

Attachments

cc: Service List A.09-04-007, A.12-12-012, A.12-12-013



ADVICE LETTER SUMMARY

ENERGY UTILITY



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

Company name/CPUC Utility No.: Pacific Gas and Electric Company (ID U39E)

Utility type:

- ELC GAS WATER
 PLC HEAT

Contact Person: Yvonne Yang

Phone #: (415)973-2094

E-mail: PGETariffs@pge.com

E-mail Disposition Notice to: Yvonne.Yang@pge.com

EXPLANATION OF UTILITY TYPE

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

(Date Submitted / Received Stamp by CPUC)

Advice Letter (AL) #: 5484-E

Tier Designation: 2

Subject of AL: Appointment of Lincoln Walworth to PG&E's Nuclear Decommissioning Trust Fund Committee

Keywords (choose from CPUC listing): Compliance

AL Type: Monthly Quarterly Annual One-Time Other:

If AL submitted in compliance with a Commission order, indicate relevant Decision/Resolution #: D.87-05-062 and Resolution E-3048

Does AL replace a withdrawn or rejected AL? If so, identify the prior AL: No

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

Confidential treatment requested? Yes No

If yes, specification of confidential information:

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

Resolution required? Yes No

Requested effective date: 4/3/19

No. of tariff sheets: N/A

Estimated system annual revenue effect (%): N/A

Estimated system average rate effect (%): N/A

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

Tariff schedules affected:

Service affected and changes proposed¹: N/A

Pending advice letters that revise the same tariff sheets: N/A

¹Discuss in AL if more space is needed.

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

CPUC, Energy Division
Attention: Tariff Unit
505 Van Ness Avenue
San Francisco, CA 94102
Email: EDTariffUnit@cpuc.ca.gov

Name: Erik Jacobson, c/o Megan Lawson
Title: Director, Regulatory Relations
Utility Name: Pacific Gas and Electric Company
Address: 77 Beale Street, Mail Code B13U
City: San Francisco, CA 94177
State: California Zip: 94177
Telephone (xxx) xxx-xxxx: (415)973-2093
Facsimile (xxx) xxx-xxxx: (415)973-3582
Email: PGETariffs@pge.com

Name:
Title:
Utility Name:
Address:
City:
State: District of Columbia Zip:
Telephone (xxx) xxx-xxxx:
Facsimile (xxx) xxx-xxxx:
Email:

Attachment A

Education and Professional Background

LINCOLN KEYES WALWORTH
753 Laurelwood Avenue
San Mateo, CA 94403
Cell: (650) 504-4136, linc_walworth@yahoo.com

SUMMARY

Investment Executive (MBA, CFA) with proven experience developing and managing strong teams that solve a wide variety of complex corporate investment and financial problems. Talented leader, investment manager, analyst, administrator, and negotiator, with excellent communication and team building skills. Emphasis in investments, treasury, and corporate finance. Proven track record of achieving financial goals while balancing risk/return metrics, operating income targets, and accounting, tax, and regulatory requirements.

EXPERIENCE

CSAA Insurance Group (an AAA company), Walnut Creek, CA **10/04 to Present**
Vice President Investments

Responsible for directing all aspects of \$7 billion in investments across 3 portfolios: an insurance general account, a defined benefit pension, and a defined contribution plan. I am responsible for developing the investment strategy that is approved by the Board of Directors and then implementing that strategy through a team of 5 professionals, two outside consultants, and 30+ external money managers. I also manage an outsourced investment accounting operation.

I have successfully added alpha in a risk-controlled manner through asset allocation, introduction of new asset classes, and manager selection, subject to the constraints of each portfolio's mandate (California Department of Insurance regulations, ERISA, tax constraints, etc.) Asset classes that I have introduced include: TIPS, MIPS, hedge funds, 130/30 equity, bank loans, CLO's, global and emerging market debt and equity. In addition, I've managed private equity, tax-advantaged domestic equity, core bonds, munis, high yield, preferred, converts, and REITS. I manage an income target of \$190 million and an \$11 million expense budget.

By combining my investment experience, judgment, and knowledge of capital markets with the development and leadership of a well-respected and expert staff, I have delivered risk adjusted alpha throughout the business cycle in full compliance with all regulations and mandates. By consistently delivering these results, providing clear communication, and taking accountability for performance, I have developed a strong and trusted relationship with the Board of Directors and senior management.

NEW RIVER MEDIA, Washington, DC **2003 to 10/04**
Interim CFO

Acting CFO for television production company. Provided financial and valuation advice to CEO on potential acquisitions and new business opportunities.

MCKESSON CORPORATION, San Francisco, California **2000 – 2003**
Vice President Financial Services

Managed complex customer financings and distressed credit situations for McKesson's retail chain customers. Managed two captive finance companies with assets greater than \$200 million. Managed 5 associates as Finance Company assets rapidly grew from \$25 million to \$200 million. Extensive experience negotiating with customers in difficult situations.

iLOGISTIX, Fremont, California **2000**
Treasurer

Responsible for worldwide bank financing, corporate finance, domestic and international cash management, credit and collections, and 401(k) plan for company with \$600 million in revenue. Managed a department of eight associates. Managed cash through a severe liquidity crisis.

MCKESSON HBOC, San Francisco, California
Assistant Treasurer

1985 – 2000
1997 – 2000

Directed a team of four associates managing three functions:

- **Benefit Investments:** Managed over \$2 billion of benefit investments including \$1.2 billion ESOP, \$300 million defined benefit plan, \$500 million defined contribution plan, and \$33 million philanthropic foundation. Responsible for asset allocation, selection and retention of investment managers, performance measurement, and all administrative activities.
- **Corporate Finance:** Analyzed, negotiated and implemented the corporation's long term financing strategies, including capital structure, interest rate management, real estate financing, tax oriented financings, acquisitions and divestitures, and structured off-balance sheet financings. Managed key relationships with investment bankers, commercial banks, and rating agencies.
- **Structured Customer Financing:** Developed, negotiated, and implemented structured financings for McKessonHBOC's small and midsize retail chain customers. Structures typically included an asset-based revolver, term debt, and a subordinated tranche with warrants

Director Banking and Finance

1985 – 1996

Responsible for bank relations, cash management and forecasting, and management of a cash network. Held the following positions of increasing responsibility: Director Finance and Investments (1992-1996), Manager Corporate Finance (1991), Manager Treasury Analysis and Alternate Cash Manager (1990), Treasury Associate (1985-1989).

CROWN ZELLERBACH, San Francisco, California

1983 – 1985

Senior Treasury Associate

Responsibilities included foreign exchange management, trade finance, lease financing, and financial modeling. Analyzed the financial aspects of special projects for senior management including capital structure issues, cogeneration joint ventures, acquisitions, and interest rate management.

GENERAL ELECTRIC CORPORATION

1977 – 1981

Housewares and Audio Business Division, Bridgeport Connecticut
Financial Analyst

Reviewed and analyzed operating data for two overseas manufacturing plants in Singapore and Ireland and presented management with alternative financial opportunities. (1980-1981)
Trainee, Financial Management Development Program. (1977-1981) Graduated with honors.

EDUCATION / TRAINING

M.B.A., International Finance, (Summa Cum Laude), University of California, Berkeley, California, 1983

B.A., Economics (Cum Laude), Union College, Schenectady, New York, 1977

C.F.A., (Chartered Financial Analyst) 1997

F.M.P., Graduate of General Electric Corporation's Financial Management Development Program, 1979

PROFESSIONAL AFFILIATIONS

California FAIR Plan: In August, 2017, joined the Investment Committee of the California FAIR Plan Association, established by state law to provide property insurance to California residents unable to acquire insurance in the conventional market.

COIN Advisory Board: In February, 2016, appointed by the California State Insurance Commissioner to the California Organized Investment Network (COIN) Advisory Board. COIN provides leadership to increase insurance industry investment in underserved and rural communities as well as "green" investments throughout California.

Property and Casualty Insurance Association of America, (PCI): Member of Investment Committee
Pensions West: President, 1996-1997

Attachment B

Conflict of Interest Declaration

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

In the Matter of the Advice Filing of Pacific Gas
and Electric (U 39 E) for Approval of
Appointment of Lincoln K. Walworth to Serve
on the Committee of its Nuclear
Decommissioning Trust Funds

(U 39 E)

Advice Filing No. _____

**PACIFIC GAS AND ELECTRIC COMPANY
DECLARATION OF LINCOLN K WALWORTH**

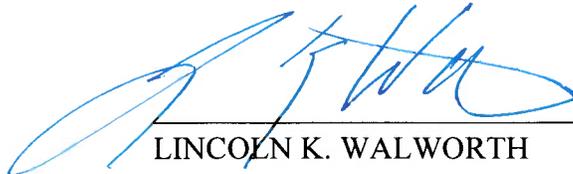
I, Lincoln K. Walworth, declare as follows:

1. That I have been nominated by Pacific Gas and Electric Company (PG&E) to serve on the Nuclear Facilities Decommissioning Master Trust Committee (the Committee) for its Nuclear Decommissioning Trust Funds (Funds);
2. That I have indicated my willingness to serve on the Committee;
3. That I have reviewed the requirements and restrictions on Committee members not affiliated with PG&E contained in the trust agreement for each of the Funds;
4. That I am employed as Vice President Investments at CSAA Insurance Group;
5. That my personal and professional background is briefly described on the biography I have attached hereto;
6. That I own no PG&E stock or other PG&E securities, except possibly indirectly through a mutual fund;
7. That I have no prior business relationship with PG&E;
8. That I am not an employee, officer, or agent of PG&E;
9. That I have no financial or other interest that will conflict with the discharge of my responsibilities as a Committee member.

I declare under penalty of perjury that the foregoing is true and correct.

Dated: _____

2/25/19



LINCOLN K. WALWORTH

**PG&E Gas and Electric
Advice Filing List
General Order 96-B, Section IV**

AT&T	Downey & Brand	Pioneer Community Energy
Albion Power Company	East Bay Community Energy	Praxair
Alcantar & Kahl LLP	Ellison Schneider & Harris LLP	Regulatory & Cogeneration Service, Inc.
	Energy Management Service	SCD Energy Solutions
Alta Power Group, LLC	Evaluation + Strategy for Social	
Anderson & Poole	Innovation	
	GenOn Energy, Inc.	SCE
Atlas ReFuel	Goodin, MacBride, Squeri, Schlotz &	SDG&E and SoCalGas
BART	Ritchie	
	Green Charge Networks	SPURR
Barkovich & Yap, Inc.	Green Power Institute	San Francisco Water Power and Sewer
P.C. CalCom Solar	Hanna & Morton	Seattle City Light
California Cotton Ginners & Growers Assn	ICF	Sempra Utilities
California Energy Commission	International Power Technology	Southern California Edison Company
California Public Utilities Commission	Intestate Gas Services, Inc.	Southern California Gas Company
California State Association of Counties	Kelly Group	Spark Energy
Calpine	Ken Bohn Consulting	Sun Light & Power
	Keyes & Fox LLP	Sunshine Design
Cameron-Daniel, P.C.	Leviton Manufacturing Co., Inc.	Tecogen, Inc.
Casner, Steve	Linde	TerraVerde Renewable Partners
Cenergy Power	Los Angeles County Integrated Waste	Tiger Natural Gas, Inc.
Center for Biological Diversity	Management Task Force	
City of Palo Alto	Los Angeles Dept of Water & Power	TransCanada
	MRW & Associates	Troutman Sanders LLP
City of San Jose	Manatt Phelps Phillips	Utility Cost Management
Clean Power Research	Marin Energy Authority	Utility Power Solutions
Coast Economic Consulting	McKenzie & Associates	Utility Specialists
Commercial Energy		
County of Tehama - Department of Public	Modesto Irrigation District	Verizon
Works	Morgan Stanley	Water and Energy Consulting
Crossborder Energy	NLine Energy, Inc.	Wellhead Electric Company
Crown Road Energy, LLC	NRG Solar	Western Manufactured Housing
Davis Wright Tremaine LLP		Communities Association (WMA)
Day Carter Murphy	Office of Ratepayer Advocates	Yep Energy
	OnGrid Solar	
Dept of General Services	Pacific Gas and Electric Company	
Don Pickett & Associates, Inc.		
Douglass & Liddell		