

**BEFORE THE WASHINGTON
UTILITIES AND TRANSPORTATION COMMISSION**

In the Matter of the Application of AVISTA CORPORATION d/b/a AVISTA UTILITIES, Petitioner, For an Order Establishing Compliance with the Provisions of RCW 80.08.040, with Respect to its Proposed Issuance of up to 3,000,000 shares of Common Stock	DOCKET U-210230 ORDER 01 ESTABLISHING COMPLIANCE WITH RCW 80.08.040, SECURITIES
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BACKGROUND

- 1 On April 8, 2021, Avista Corporation d/b/a Avista Utilities (Avista or Company) filed with the Washington Utilities and Transportation Commission (Commission) a statement of a planned securities issuance and application (Application) for an order affirming the Company's compliance with RCW 80.08.040. In its Application, Avista proposes to issue and sell up to 3,000,000 shares of Common Stock for purposes permitted by and under the authority of RCW 80.08.030. The requested authority is in addition to the authority previously granted by the Commission for the issuance and sale of Common Stock in Order No. 1, entered March 28, 2019, in Docket UE-190090, under which 1,265,611 shares remain authorized but unissued. The Application is filed pursuant to RCW 80.08.040.
- 2 Avista filed with its Application: (1) a certification by an authorized officer that the proceeds will be used for one or more purposes allowed by RCW 80.08.030; (2) a description of the proposed issuance, including the terms of financing; and (3) a statement as to why the proposed sale of securities is in the public interest. The Company contends that the issuance is in the public interest because the proceeds will be used to finance the cost of acquiring, constructing, improving, and maintaining its facilities.
- 3 Commission staff (Staff) reviewed the Company's Application and determined that it meets the requirements set out in RCW 80.08.040. Accordingly, Staff recommends the Commission grant the Company's Application and issue an order finding that the Company has complied with RCW 80.08.040.

DISCUSSION

4 We agree with Staff and grant Avista's Application for an order finding that its planned stock issuance complies with RCW 80.08.040. The statute requires that a regulated utility, prior to issuing a security, must file with the Commission:

- (1) A description of the purposes for which the issuance is made, including a certification by an officer authorized to do so, that the proceeds from any such financing is for one or more of the purposes allowed by RCW 80.08.030;¹
- (2) A description of the proposed issuance, including the terms of financing; and
- (3) A statement as to why the transaction is in the public interest.

5 RCW 80.08.040 further provides that any utility that makes such a filing may request the Commission to enter a written order establishing that the utility has complied with the requirements set out above. The statute requires the Commission to enter such an order when the utility has provided all information and statements as required.

6 We agree with Staff and find that Avista has satisfied the statutory requirements. The Application includes a description of the purposes for which the issuance is made, including a certification by an authorized officer that the proceeds will be used for one or more purposes allowed by RCW 80.08.030; a description of the proposed issuance, including the terms of the financing; and a statement as to why the proposed issuance is in the public interest. Accordingly, we grant the Company's Application.

FINDINGS AND CONCLUSIONS

- 7 (1) The Commission is an agency of the State of Washington vested by statute with the authority to regulate the rates, rules, regulations, practices, accounts, securities, transfers of property and affiliated interests of public service companies, including electric and gas companies.

¹ RCW 80.08.030 provides that a public service company may issue stock for a limited number of purposes, including the construction, completion, extension, or improvement of its facilities, or the improvement or maintenance of its service.

- 8 (2) Under RCW 80.08.020, the power of public service companies to issue stocks and stock certificates or other evidence of interest or ownership, and bonds, notes and other evidences of indebtedness and to create liens on their property situated within the State of Washington is a special privilege, the right of supervision, regulation, restriction, and control of which is and shall continue to be vested in the State, and such power shall be exercised as provided by law and under such rules and regulations as the Commission may prescribe.
- 9 (3) Avista is engaged in the business of providing electric and natural gas service within the state of Washington. As a public service company, it is subject to Commission jurisdiction.
- 10 (4) On April 8, 2021, Avista filed with the Commission a statement of a planned securities issuance and Application for an order affirming compliance with RCW 80.08.040. The Application includes: (1) a certification by an authorized officer that the proceeds will be used for one or more purposes allowed by RCW 80.08.030; (2) a description of the proposed issuance, including the terms of financing, and (3) a statement as to why the proposed sale of securities is in the public interest, consistent with the requirements set out in RCW 80.08.040.
- 11 (5) After reviewing the information and application Avista filed in Docket U-210230 on April 8, 2021, and giving due consideration, the Commission finds that Avista's Application meets the requirements of RCW 80.08.040.

ORDER

THE COMMISSION ORDERS:

- 12 (1) Avista Corporation d/b/a Avista Utilities has complied with the requirements of RCW 80.08.040 with respect to the proposals in its Application to issue and sell up to 3,000,000 shares of Common Stock (such shares being in addition to the 1,265,611 shares previously authorized by the Commission in Order 01, entered March 28, 2019, in Docket UE-190090, that remain unissued, for a total of 4,265,611 additional shares).
- 13 (2) This Order shall in no way affect the authority of the Commission over rates, services, accounts, valuations, estimates, or determination of costs, or any matters that may come before it. Nor shall anything in this Order be construed

as an agreement to any estimate or determination of costs, or any valuation of property claimed or asserted.

The Commissioners, having determined this Order to be consistent with the public interest, directed the Secretary to enter this Order.

DATED at Lacey, Washington, and effective May 6, 2021.

WASHINGTON UTILITIES AND TRANSPORTATION COMMISSION

MARK L. JOHNSON,
Executive Director and Secretary