



STATE OF WASHINGTON
UTILITIES AND TRANSPORTATION COMMISSION
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August 17, 2018

NOTICE OF BENCH REQUESTS
(Due by Thursday, August 23, 2018, at 3:00 p.m.)

RE: *In the Matter of the Joint Application of Hydro One Limited and Avista Corporation for an Order Authorizing Proposed Transaction, Docket U-170970*

BENCH REQUEST NO. 3:

TO: Hydro One, and all other Parties who wish to respond:

According to press reports: “Under **an agreement reached by Hydro One with the province**, each of the current directors of Hydro One will resign and be replaced by a new board of directors initially consisting of 10 members. The new board will be seated by Aug. 15.”

Please provide a copy of the referenced agreement, if it is a written agreement.

If it is not a written agreement, please provide a sworn statement by one or more knowledgeable representatives of Hydro One and one or more knowledgeable representatives of the provincial government concerning the terms of the agreement between the company and the province, including but not limited to any terms identifying financial consideration or other forms of *quid pro quo* that support or pertain to mutual commitments or unilateral commitments made by the parties to the agreement.

Please identify the specific individuals involved in negotiating the terms of the agreement and the individuals responsible for seeing to it that the terms of the agreement are met.

BENCH REQUEST NO. 4:

On August 15, 2018, Avista filed with the Commission a document entitled “Second Supplemental Comments of Avista and Hydro One as Joint Applicants in Reference to Management Changes at Hydro One in Docket U-170970.” The document relates, among other things, that:

Four of the new directors (Thomas D. Woods, Cherie Brant, Blair Cowper-Smith, and Russel Robertson) were selected by the Province of Ontario. The other six

new directors (Anne Giardini, David Hay, Timothy Hodgson, Jessica McDonald, William Sheffield, and Melissa Sonberg) were selected by the Ad Hoc Nominating Committee consisting of representatives of four of Hydro One's five largest shareholders besides the Province. Among the 10 new directors, Mr. Woods was selected as the interim Hydro One Board Chair.

Please identify Hydro One's five largest shareholder other than the Province and identify the representative of each of the four that participated as part of the Ad Hoc Nominating Committee. Provide a narrative explaining why the fifth shareholder did not participate as a member of the Ad Hoc Nominating Committee.

DENNIS J. MOSS
Administrative Law Judge

cc: All Parties