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– VIA ELECTRONIC FILING –

April 28, 2020

Mr. Will Seuffert
Executive Secretary
Minnesota Public Utilities Commission
121 7th Place East, Suite 350
St. Paul, MN 55101

Re: **Annual Incentive Compensation Compliance Filing**
Docket No. G-008/GR-17-285

Dear Mr. Seuffert:

CenterPoint Energy Resources Corp., d/b/a CenterPoint Energy Minnesota Gas, hereby submits a corrected version of the Incentive Compensation compliance filing originally submitted April 15, 2020. The original version contained a typographical error in Table 2.

If there are any questions, please contact me at the email address below or at 612-321-4403.

Sincerely,

/s/

Kristen Ruud
Regulatory Analyst
Kristen.Ruud@centerpointenergy.com

Enclosures

cc: Service List – Docket No. G-008/GR-17-285

STATE OF MINNESOTA
BEFORE THE MINNESOTA PUBLIC UTILITIES COMMISSION

121 Seventh Place East, Suite 350
St. Paul, MN 55101-2147

Katie Sieben	Chair
Valarie Means	Commissioner
Joseph Sullivan	Commissioner
Matt Schuerger	Commissioner
John Tuma	Commissioner

In the Matter of CenterPoint Energy Resources
Corp., d/b/a CenterPoint Energy Minnesota Gas's
2019 Incentive Compensation

Docket No. G-008/GR-17-285

COMPLIANCE FILING

INTRODUCTION

This report describes the Short-Term Incentive Compensation Plan for CenterPoint Energy Resources Corp., d/b/a CenterPoint Energy Minnesota Gas (CenterPoint Energy). This report is being submitted in accordance with the following Minnesota Public Utilities Commission (MPUC or Commission) orders:

- Findings of Fact, Conclusions, and Order, dated June 3, 2016, in Docket No. G-008/GR-15-424
- Order Accepting and Adopting Agreement Setting Rates, dated July 20, 2018 in Docket No. G008/GR-17-285 accepting the Offer of Settlement dated March 07, 2018 in Docket No. G008/GR-17-285.¹

The 2016 Commission Order states at ordering paragraph 14:

CenterPoint Energy shall continue filing an annual report on incentive compensation within 30 days after incentive compensation is normally scheduled for payout. The report must include:

- A. A description of the incentive compensation plan;
- B. The accounting of amounts of unpaid incentive compensation built into rates to be returned to ratepayers;

¹ *In the Matter of the Application of CenterPoint Energy Resources Corp., d/b/a CenterPoint Energy Minnesota Gas for the Authority to Increase Rates for Natural Gas Utility Service in Minnesota*, Docket No. G-008/GR-17-285, Rebuttal Testimony of Randolph H. Sutton, p7:3-7 (CenterPoint Energy, Feb. 5, 2018).

- C. An evaluation of the incentive compensation plan's success in meeting its stated goals, including the payout ratio;
- D. A proposal for refund, if applicable;
- E. Identification of each performance indicator and its associated scorecard information, such as the measure, the goal for various attainment levels (threshold, target, maximum), its funding weight and the actual result achieved; and to report the overall plan payout percentage attained relative to the target goal of 100%; and
- F. A separate reporting of the regulated portion of the Service Company incentive plan amount actually paid as compared to the amount included in base rates

This Annual Report contains information relative to CenterPoint Energy's Incentive Compensation Plan for the period January 1, 2019 through December 31, 2019.

COMPLIANCE REPORT

A. Incentive Compensation Plan Description

Design

The Short-Term Incentive (STI) Plan gives each eligible employee a personal stake in CenterPoint Energy's overall success. When CenterPoint Energy achieves certain goals for a given year, the STI Plan is funded and employees stand to receive incentive payments. By linking incentives to Company-wide success, CenterPoint Energy motivates employees to do their best to operate the business effectively. For a complete discussion of the STI Plan applicable to this Annual Report, please see the direct testimony of Mr. Randolph H. Sutton in Docket No. G-008/GR-17-285 at page 8 and Mr. Sutton's rebuttal testimony at page 2. CenterPoint Energy currently has a pending rate case, Docket No. G-008/GR-19-524. To review the discussion regarding compensation and benefits within the pending case, please see the direct testimony of Ms. Bertha R. Villatoro.

Funding

Each employee's target incentive is calculated as a percentage of pay received during the Plan year ("eligible earnings"), typically in a range of 2 to 10 percent for individual contributors. In setting the parameters for the STI Plan, CenterPoint Energy collects incentive compensation data from peer companies to ensure that incentive target levels are competitive with the external market.

The Company-wide goals that govern the STI Plan are set each year and include the key performance indicators listed in Table 1 below. For 2019, the results were as follows.

Table 1

	Threshold	Target	Maximum	Exceptional	Weight	Results	Achievement Percentage	Weighted Results
	-50%	-100%	-150%	-200%				
Financial Performance Indicators								78%
Overall Company Core Operating Income (in millions)								38%
	- 6% = \$1,136	Revised Plan \$1,209[1]	+ 4% = \$1,257	+ 8% = \$1,306	35%	\$1,217	108%	38%
Consolidated Diluted Earnings per Share								40%
	- 7% = \$1.53	Guidance Midpoint \$1.65[2]	+ 3.5% = \$1.71	+ 7% = \$1.77	20%	\$1.77	200%	40%
Operational Performance Indicators								31%
Overall Company Operations and Maintenance Expenditures (in millions)								25%
	+ 4% = \$1,666	Revised Plan less 1.5% \$1,602 [1]	- 4% = \$1,537	- 8% = \$1,473	20%	\$1,571	124%	25%
Vectren Energy Efficiency and Equivalent Forced Outage Rate Composite								5%
Energy Efficiency Indiana Gas (weight 40%)								50%
	-15% = 2,380	(Therms 000's) 2,800	+ 25% = 3,500		40%	3,159	126%	50%
Energy Efficiency Ohio Gas (weight 20%)								25%
	-15% = 1,068	(Ccf 000's) 1,256	+ 25% = 1,570		20%	1,400	123%	25%
Energy Efficiency Indiana Electric (weight 20%)								27%
	-15% = 32.0	(MwH 000's) 37.51	+ 25% = 47.0		20%	44.21	135%	27%
Equivalent Forced Outage Rate (weight 20%)								26%
	+2.5% = 835%	6.00%	-2.5% = 3.5%		20%	4.40%	132%	26%
Customer Satisfaction Composite								8%
CNP Customer Satisfaction Composite (weight 75%)								71%
Customer Survey Gas Operations / Home Service (weight 37.5%)								
	-2.5% = 4.31	Prior Year Actual 4.42	+2% = 4.51		37.5%	4.47	128%	48%
Customer Survey Electric Operations (weight 15%)								13%
	-2.5% = 3.89	Prior Year Actual 3.99	+ 2% = 4.07		15%	3.96	85%	13%
Power Alert Service Survey (PAS) Electric Operations (weight 15%)								10%
	-2.5% = 4.43	Prior Year Actual 4.54	+ 2% = 4.63		15%	4.47	68%	10%
Customer Average Interruption Duration Index (CAIDI) Electric Operations (weight 7.5%)								0%
	Two Year Average 99.56	-2.5%=97.07	-5% = 94.58		7.5%	120.98	0%	0%
Vectren Customer Satisfaction Composite (weight 25%)								11%
Perception Surveys (weight 12.5%)								
	-4% = 73%	Three Year Average 77%	+ 4% = 81%		12.5%	76%	88%	11%
Contact Surveys (weight 12.5%)								0%
	-4% = 81.1%	Three Year Average 85.1%	+4% = 89.1%		12.5%	82.90%	72%	0%
Safety Composite								2%
CNP Safety Composite (weight 75%) [4]								19%
Employee Safety Participation Rate (ESPR) (weight 18.75%)								
	Prior Year Actual 60%	+10%=66%	+17% =70%		18.75%	60%	25% [5]	5%
Leadership Safety Participation Rate (LSPR) (weight 18.75%)								14%
	Prior Year Actual 46%	+10%=51%	+20%=56%		18.75%	56%	75% [5]	14%
Preventable Vehicle Incident Rate (PVIR) (weight 37.5%)								0%
	+10% = 1.68	Prior Year Actual 1.53	- 5% =1.45		37.50%	2%	0%	0%
Vectren Safety Composite (weight 25%)								6%
Days Away, Restricted Time (weight 25%)								
	+ 7 = 19	(# or Cases) 12	-5 = 7		25%	23	0%	6%
Total Company Results								120%

[1] Combined Plan presented to the Board of Directors on February 20, 2019, including cost savings attributable to the Vectren Merger

[2] Based on EPS guidance range of \$1.60-\$1.70; Revised Plan reflects \$1.66 EPS on a guidance basis

[3] Safety achievements were reduced by 50% for CNP's ESPR (from 50% to 25%) and LSPR (from 150% to 75%) due to a fatality

[4] CNP DART achievement greater than 1.0 would have reduced CNP safety payout by 50% CNP DART achievement was 0.90

[5] Safety achievements were reduced by 50% for CNP's ESPR (from 50% to 25%) and LSPR (from 150% to 75%) due to a fatality

Note: Total payout cannot exceed 188%

In order for the Short-Term Incentive to be funded, Core Operating Income must equal or exceed \$1,025 million

Eligibility

An employee is eligible to participate in the STI Plan (with certain exceptions) if they are:

- A regular, full or part time (at least 20 hours per week) employee;
- Hired by the last business day prior to October 1 of the performance year;
- Continuously employed from October 1 through the STI payment date

Employees covered by collective bargaining agreements that provide for participation in the STI Plan are eligible for payments only to the extent of the specific terms of the applicable collective bargaining agreements. Employees covered by collective bargaining agreements that do not specifically provide for participation in the STI Plan are not eligible for any payments under this plan under any circumstances. All bargaining unit employees were eligible for the 2019 STI Plan.

B. Accounting of Amounts of Unpaid Incentive Compensation Built into Rates to Be Returned to Ratepayers

Incentive compensation for two groups of employees was discussed in the 2017 rate case and in prior Incentive Compensation compliance filings:

- Employees of Minnesota Gas.
- Service Company employees who provide a full complement of functions necessary to support the Minnesota business unit including Corporate Services, Business and Operations Support, Technology Operations and Regulated Operations Management. See the direct testimony of Ms. Michelle Townsend (starting at page 3 line 20) in Docket No. G-008/GR-17-285 for additional description of corporate allocations applicable to this Annual Report.

The costs of Service Company employees, including their STI, are allocated among CenterPoint Energy business units per the Corporate Allocations Manual.

For 2019, STI assumed in base rates (from the Company's 2017 rate case) and STI actually paid for the two groups of employees, capped at 15%, are attached in Schedule 1 and Schedule 2. Based on the 2019 Incentive Compensation Order² the attached schedules provided are consistent with the discovery response³ from the 2019 filing.

² *In the Matter of the Application of CenterPoint Energy Resources Corp., d/b/a CenterPoint Energy Minnesota Gas for the Authority to Increase Rates for Natural Gas Utility Service in Minnesota*, Docket No. G-008/GR-17-285, Order, (Public Utility Commission, Sept. 4, 2019).

³ *The Department issued Information Request No. 1104 asking CenterPoint Energy to calculate the 2018 amount of STI compensation that was paid and eligible for recovery from ratepayers, based on the exclusion of STI compensation beyond 15 percent of an individual's base pay, consistent with the Commission's Order in Docket No. G008/GR-17-285.*

TABLE 2	<u>Included in Base Rates</u>	2019 Actual Incurred <u>(Paid in 2020)</u>
1 Minnesota Utility Operations	\$1,897,774 <u>(\$96,047)</u> \$1,801,727	\$2,092,053
2 Service Company	\$1,485,511 <u>(\$438,470)</u> \$1,047,041	\$994,047
3 Total	\$2,848,768 ⁴	\$3,086,100

Pursuant to the Commission's 2016 Order in paragraph 12 the Company is to refund to ratepayers incentive compensation amounts included in base rates but not paid out in incentive compensation. As shown above in Table 2, the total STI paid for 2019 exceeded the amount included in rates; therefore, no refund is required.

C. An Evaluation of the Incentive Compensation Plan's Success in Meeting Its Stated Goals, Including the Payout Ratio

Compensation Philosophy

CenterPoint Energy seeks to provide base salary and short-term incentive awards that are competitive with market median compensation levels at other employers in our industry and operating areas. Competitive compensation is essential to attract, retain and motivate the caliber of employees needed to provide quality services to our customers.

Base salary is the foundation of total compensation which recognizes the job being performed and the value of that job in the competitive market. The Company's intent is that overall base salaries will be positioned near the market median of base salaries in comparable competitive markets.

Short-term incentive compensation is a variable component of total compensation and is designed to reward employees when the Company meets its strategic business goals. When the Company's incentive goals are met, short term incentive awards, combined with base salaries, are designed to provide employees total cash compensation at the market median. In a year when Company performance exceeds its incentive goals, short term incentive awards are designed to position total cash compensation above the market median for that year. Conversely, to the extent the Company does not meet its incentive goals, total cash compensation will be below the market

⁴ The Company's test-year projected Minnesota utility STI was \$1,897,774, reduced by a \$96,047 adjustment recommended by the Department of Commerce. Corporate-allocated STI was \$1,485,511, adjusted downward by \$438,470. See 2017 Rate Case, Direct Testimony and Attachments of Dale V. Lusti (Minnesota Department of Commerce Department of Energy Resources), January 8, 2018.

median for that year. STI provides competitive total cash compensation to employees while controlling compensation costs.

Market Analysis

Annually, the Company reviews base salary and short term incentive levels to ensure that its total compensation programs are market-based. The Company compares the position responsibilities of its non-bargaining unit jobs to compensation data of similar jobs at other companies in utility and general industries. For 2019, average base salaries for non-bargaining unit employees are approximately 98.1% of market median salaries.

For bargaining unit jobs, the Company analyzes competitive compensation data from Minnesota area employers to recommend hourly wage levels during contract negotiations.

Results

The Company believes the STI plan was successful in meeting its stated objectives to provide competitive compensation opportunities, reward employees for contributions to Company success and individual achievement and development, while controlling compensation costs.

The STI plan enabled the Company to attract and retain the skilled employees it needs to deliver high quality services at the lowest possible cost. The 2019 STI goals were exceeded, while rewarding employees for continued customer satisfaction, reducing unnecessary costs, working safely, and efficiently operating and maintaining Company facilities.

The STI plan communicates the targeted performance goals that are most important to driving Company success. By linking a portion of each employee's compensation to the achievement of Company and personal goals, employees have the opportunity to earn greater pay for higher performance. The Company believes that its customers and investors benefit from providing incentive compensation opportunities to its employees who can directly impact business operations and service.

D. A Proposal for Refund, If Applicable

As discussed in part B above, since the amount actually paid out for the 2019 STI plan year exceeded the amount included in base rates, no refund is required.

E. Identification of each performance indicator and its associated scorecard information, such as the measure, the goal for various attainment levels (threshold, target, maximum), its funding weight and the actual result achieved; and a report of the overall plan payout percentage attained relative to the target goal of 100%.

Please see Table 1 above.

F. A separate reporting of the regulated portion of the Service Company incentive plan amount actually paid as compared to the amount included in base rates.

Centerpoint Energy
Company 072 Short Term Incentive

Line No.

					Capped at 15%			
					(C * F)	(G * 49.29%)		
A	B	C	D	E	F	G	H	
2019 Employee STI Award Levels		2019 Eligible Earnings	2020 STI March 2020 Payout	2019 STI Co 72 (utility & non-reg)	%	2019 MN STI at 120% Achieved	MNG Expense @ 49.29%	
1	2	2%	\$ 51,532,217	\$ 1,179,305	\$ 1,179,305	2%	\$ 1,179,305	
2	3	3%	5,902,148	197,963	\$ 197,963	3%	\$ 197,963	
3	5	5%	2,391,291	143,064	\$ 143,064	5%	\$ 143,064	
4	7	7%	6,909,376	562,697	\$ 562,697	7%	\$ 562,697	
5	10	10%	7,288,036	903,925	\$ 903,925	10%	\$ 903,925	
6	15	15%	5,083,916	892,253	\$ 892,253	15%	\$ 892,253	
7	20	20%	-	-	\$ -	15%	\$ -	
8	25	25%	1,739,937	545,740	\$ 545,740	15%	\$ 313,189	
9	30	30%	286,737	104,370	\$ 104,370	15%	\$ 51,613	
10	Company 072 STI		\$ 81,133,658	\$ 4,529,319	\$ 4,529,319		\$ 4,244,009	\$ 2,092,053

Centerpoint Energy
Company 002 Short Term Incentive

Line No.

A	B
MN Portion of Service Company Billings	Utility Portion of MN Billings
9.1%	75.8%

STI Achievement
120.0%

Capped at 15%

C	D	E	(A * E)		(B * F)		(D * H * 120%)			(A * I)	(B * J)
			F	G	H	I	J	K			
2019 Employee STI Award Levels	2019 Service Eligible Earnings	2019 Service Company STI March 2020 Payout	2019 STI Co 72 (utility & non-reg)	2019 STI MN Utility	%	2019 Service Company STI at 120% Achieved	2019 Service Company MN Portion	2019 Service Company MN Utility Portion			
4	0	0%	2,050,503	-	-	0%	-	-	-	-	
5	3	3%	4,223,339	146,041	13,334	3%	146,041	13,334	10,107	10,107	
6	5	5%	23,802,985	1,329,243	121,360	5%	1,329,243	121,360	91,991	91,991	
7	7	7%	33,193,707	2,715,289	247,906	7%	2,715,289	247,906	187,913	187,913	
8	10	10%	19,491,623	2,331,089	212,828	10%	2,331,089	212,828	161,324	161,324	
9	15	15%	23,050,127	4,214,318	384,767	15%	4,214,318	384,767	291,654	291,654	
10	20	20%	405,146	88,522	8,082	15%	72,926	6,658	5,047	5,047	
11	25	25%	12,044,416	3,744,480	341,871	15%	2,167,995	197,938	150,037	150,037	
12	30	30%	2,150,607	809,930	73,947	15%	387,109	35,343	26,790	26,790	
13	33	33%	230,106	90,000	8,217	15%	41,419	3,782	2,866	2,866	
14	35	35%	1,488,643	657,280	60,010	15%	267,956	24,464	18,544	18,544	
15	40	40%	575,352	236,882	21,627	15%	103,563	9,455	7,167	7,167	
16	45	45%	51,072	22,982	2,098	15%	9,193	839	636	636	
17	50	50%	1,050,141	671,005	61,263	15%	189,025	17,258	13,082	13,082	
18	65	65%	1,222,369	943,000	86,096	15%	220,027	20,088	15,227	15,227	
19	75	75%	936,250	978,000	89,291	15%	168,525	15,386	11,663	11,663	
20	Company 002 STI		<u>125,966,386</u>	<u>18,978,062</u>	<u>1,732,697</u>		<u>14,363,719</u>	<u>1,311,408</u>	<u>994,047</u>	<u>994,047</u>	

First Name	Last Name	Email	Company Name	Address	Delivery Method	View Trade Secret	Service List Name
Tamie A.	Aberle	tamie.aberle@mdu.com	Great Plains Natural Gas Co.	400 North Fourth Street Bismarck, ND 585014092	Electronic Service	No	OFF_SL_17-285_Official
Kristine	Anderson	kanderson@greatermngas.com	Greater Minnesota Gas, Inc. & Greater MN Transmission, LLC	1900 Cardinal Lane PO Box 798 Faribault, MN 55021	Electronic Service	No	OFF_SL_17-285_Official
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First Name	Last Name	Email	Company Name	Address	Delivery Method	View Trade Secret	Service List Name
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Greg	Palmer	gpalmer@greatermngas.com	Greater Minnesota Gas, Inc. & Greater MN Transmission, LLC	1900 Cardinal Ln PO Box 798 Faribault, MN 55021	Electronic Service	No	OFF_SL_17-285_Official
Generic Notice	Residential Utilities Division	residential.utilities@ag.state.mn.us	Office of the Attorney General-RUD	1400 BRM Tower 445 Minnesota St St. Paul, MN 551012131	Electronic Service	No	OFF_SL_17-285_Official
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Elizabeth	Schmiesing	eschmiesing@winthrop.com	Winthrop & Weinstine, P.A.	225 South Sixth Street Suite 3500 Minneapolis, MN 55402	Electronic Service	No	OFF_SL_17-285_Official
Will	Seuffert	Will.Seuffert@state.mn.us	Public Utilities Commission	121 7th Pl E Ste 350 Saint Paul, MN 55101	Electronic Service	Yes	OFF_SL_17-285_Official
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CERTIFICATE OF SERVICE

Kristen Ruud served the above Annual Incentive Compensation Compliance Filing of CenterPoint Energy to all persons at the addresses indicated on the attached list by having the document delivered by electronic filing.

/s/
Kristen Ruud
Regulatory Analyst
CenterPoint Energy