

April 24, 2020

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

RE: Letter from the Minnesota Department of Commerce, Division of Energy Resources (the Department) regarding CenterPoint Energy Resources Corporation (CERC) d/b/a CenterPoint Energy Minnesota Gas' (CPEM) Petition for Approval of an Affiliated Interest Agreement between CenterPoint Energy Minnesota Gas and Minnesota Limited.
Docket No. G-008/AI-19-292

Dear Mr. Seuffert:

On February 5, 2020, CPEM filed a letter announcing that it had entered into an agreement to sell Miller Pipeline and Minnesota Limited to PowerTeam Services, LLC. CPEM's letter also contained a press release and Form 8-K that was filed with the Securities and Exchange Commission (SEC).

On February 20 2020, the Commission filed its *NOTICE OF REQUEST FOR INFORMATION AND SUBSEQUENT COMMENT PERIOD* (Notice) requiring CPEM to make certain informational filings by March 6, 2020, and requesting initial comments on list of open topics by April 10, 2020, and reply comment by April 24, 2020.

On March 6, 2020, CPEM made several informational filings responsive to the Commission's Notice.

On April 2, 2020, the Department filed a letter noting that it had reviewed CPEM's March 6, 2020 filings but that the information provided did not allow the Department to analyze and answer the open topics provided in the Commission's Notice. The Department stated that it would wait for CPEM to file its initial comments and requested that the Commission allow the Department and other interested parties to file reply comments within 30-days of CPEM's filing.

Also on April 2, 2020, CPEM filed comments addressing the topics open for Comment from the Notice.

The Department is still reviewing CPEM's filing, and, consistent with the Department's prior letter, intends to file reply comments by May 2, 2020, 30 days after CPEM filed its initial comments.

The Department notes that based on its review so far, it does not expect the transaction to have any significant impacts on CPEM or its ratepayers. Miller Pipeline and Minnesota Limited are unregulated pipeline contractors and were acquired by CPEM's parent, CenterPoint Energy, Inc. (CPEI), as a part of its acquisition of Vectren Corporation (Vectren). While the sale of the two companies is not a negligibly small transaction (\$850 million), because of their size and unregulated status, neither was a

Mr. William Seuffert

April 10, 2020

Page 2

significant piece of the CPEI's \$6 billion acquisition of Vectren from the Department's perspective. Because neither of the two companies being sold are regulated utilities, the Department does not expect the transaction to have any significant operational impacts on CPEM. And beyond some formulaic changes to cost allocations from CPEI to CPEM, the Department does not expect the transaction to have any significant financial impacts, either. However, as stated above, the Department will continue to review the transaction and intends to file reply comments by May 2, 2020.

The Department is available to answer any questions that the Commission may have.

Sincerely,

/s/ CRAIG ADDONIZIO

Public Utilities Financial Analyst

CA/ar

CERTIFICATE OF SERVICE

I, Sharon Ferguson, hereby certify that I have this day, served copies of the following document on the attached list of persons by electronic filing, certified mail, e-mail, or by depositing a true and correct copy thereof properly enveloped with postage paid in the United States Mail at St. Paul, Minnesota.

**Minnesota Department of Commerce
Letter**

Docket No. G008/AI-19-292

Dated this **24th** day of **April 2020**

/s/Sharon Ferguson

First Name	Last Name	Email	Company Name	Address	Delivery Method	View Trade Secret	Service List Name
David	Aafedt	daafedt@winthrop.com	Winthrop & Weinstine, P.A.	Suite 3500, 225 South Sixth Street Minneapolis, MN 554024629	Electronic Service	No	OFF_SL_19-292_AI-19-292
James J.	Bertrand	james.bertrand@stinson.com	STINSON LLP	50 S 6th St Ste 2600 Minneapolis, MN 55402	Electronic Service	No	OFF_SL_19-292_AI-19-292
Brenda A.	Bjorklund	brenda.bjorklund@centerpointenergy.com	CenterPoint Energy	505 Nicollet Mall Minneapolis, MN 55402	Electronic Service	Yes	OFF_SL_19-292_AI-19-292
Melodee	Carlson Chang	melodee.carlsonchang@centerpointenergy.com	CenterPoint Energy	505 Nicollet Mall Minneapolis, MN 55402	Electronic Service	Yes	OFF_SL_19-292_AI-19-292
Steven	Clay	Steven.Clay@CenterPointEnergy.com	CenterPoint Energy Minnesota Gas	505 Nicollet Mall Minneapolis, MN 55402	Electronic Service	Yes	OFF_SL_19-292_AI-19-292
Generic Notice	Commerce Attorneys	commerce.attorneys@ag.state.mn.us	Office of the Attorney General-DOC	445 Minnesota Street Suite 1400 St. Paul, MN 55101	Electronic Service	Yes	OFF_SL_19-292_AI-19-292
Sharon	Ferguson	sharon.ferguson@state.mn.us	Department of Commerce	85 7th Place E Ste 280 Saint Paul, MN 551012198	Electronic Service	No	OFF_SL_19-292_AI-19-292
Edward	Garvey	garveyed@aol.com	Residence	32 Lawton St Saint Paul, MN 55102	Electronic Service	No	OFF_SL_19-292_AI-19-292
Robert	Harding	robert.harding@state.mn.us	Public Utilities Commission	Suite 350 121 7th Place East St. Paul, MN 55101	Electronic Service	No	OFF_SL_19-292_AI-19-292
Amber	Lee	Amber.Lee@centerpointenergy.com	CenterPoint Energy	505 Nicollet Mall Minneapolis, MN 55402	Electronic Service	Yes	OFF_SL_19-292_AI-19-292

First Name	Last Name	Email	Company Name	Address	Delivery Method	View Trade Secret	Service List Name
Pam	Marshall	pam@energycents.org	Energy CENTS Coalition	823 7th St E St. Paul, MN 55106	Electronic Service	No	OFF_SL_19-292_AI-19-292
David	Moeller	dmoeller@allete.com	Minnesota Power	30 W Superior St Duluth, MN 558022093	Electronic Service	No	OFF_SL_19-292_AI-19-292
Andrew	Moratzka	andrew.moratzka@stoel.com	Stoel Rives LLP	33 South Sixth St Ste 4200 Minneapolis, MN 55402	Electronic Service	No	OFF_SL_19-292_AI-19-292
Samantha	Norris	samanthanorris@alliantenergy.com	Interstate Power and Light Company	200 1st Street SE PO Box 351 Cedar Rapids, IA 524060351	Electronic Service	No	OFF_SL_19-292_AI-19-292
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	Yes	OFF_SL_19-292_AI-19-292
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_19-292_AI-19-292
Janet	Shaddix Elling	jshaddix@janetshaddix.com	Shaddix And Associates	7400 Lyndale Ave S Ste 190 Richfield, MN 55423	Electronic Service	No	OFF_SL_19-292_AI-19-292
Peggy	Sorum	peggy.sorum@centerpointenergy.com	CenterPoint Energy	505 Nicollet Mall Minneapolis, MN 55402	Electronic Service	No	OFF_SL_19-292_AI-19-292
James M	Strommen	jstrommen@kennedy-graven.com	Kennedy & Graven, Chartered	200 S 6th St Ste 470 Minneapolis, MN 55402	Electronic Service	No	OFF_SL_19-292_AI-19-292

First Name	Last Name	Email	Company Name	Address	Delivery Method	View Trade Secret	Service List Name
Eric	Swanson	eswanson@winthrop.com	Winthrop & Weinstine	225 S 6th St Ste 3500 Capella Tower Minneapolis, MN 554024629	Electronic Service	No	OFF_SL_19-292_AI-19-292