

NOTICE OF COMMENT PERIOD

Issued: August 15, 2018

In the Matter of the Petition of CenterPoint Energy Resources Corp., d/b/a CenterPoint Energy Minnesota Gas, for Approval of an Affiliated Interest Agreement between CenterPoint Energy Minnesota Gas and Minnesota Limited

PUC Docket Number: G-008/AI-18-517

Comment Period: Initial comment period closes August 29, 2018 at 4:30pm
Reply comment period closes September 10, 2018 at 4:30pm

Comments received after the close of the comment period may or may not be considered by the Commission.

Topics Open for Comment:

Related to the CenterPoint/Vectren Merger

- Does the Commission need to approve the CenterPoint/Vectren merger (Merger) under Minnesota Statutes § 216B.50 before acting on this affiliated interest agreement?
- Should the Commission assert jurisdiction over the Merger under Minnesota Statutes § 216B.50?
- If jurisdiction is asserted, how should the Commission proceed?
- Is there sufficient information available in the petition to evaluate the Merger?
- Should approval of the Merger be subject to conditions?
- Are there other issues or concerns related to this Merger?

Related to the Affiliated Interest Petition

- Does the affiliated interest agreement comply with Minnesota Statutes § 216B.48 and Minnesota Rules, Parts 7825.1900 through 7825.2300?
- Is this agreement reasonable and consistent with the public interest?
- Should it be approved?
- Should any approval of this affiliated interest agreement be subject to conditions and compliance requirements?
- Are there other issues or concerns related to this Affiliated Interest Petition?

Background:

On April 23, 2018, CenterPoint HoldCo and Vectren announced that they had entered into an Agreement and Plan of Merger (Merger or Transaction). CenterPoint Energy Minnesota Gas (CenterPoint Energy) is an operating division of CenterPoint Energy Resources Corp. which is a subsidiary of the holding company CenterPoint Energy, Inc. (CenterPoint HoldCo). Minnesota Limited is a business unit of Vectren Infrastructure Services Company, a subsidiary of Vectren Corporation (Vectren). Vectren Corporation is an energy holding company with both regulated and unregulated subsidiaries located primarily in Indiana and Ohio.

There is an existing construction services contract between CenterPoint Energy and Minnesota Limited entitled 2018 MBLSE Replacement Project (Construction Services Contract). Upon the Transaction's closing, Vectren will become a subsidiary of CenterPoint HoldCo and Minnesota Limited will become an affiliate of CenterPoint Energy.

On July 30, 2018, CenterPoint Energy submitted this petition requesting approval of the construction services contract between CenterPoint Energy and Minnesota Limited.

Filing Requirements: Utilities, telecommunications carriers, official parties, and state agencies are **required** to file documents using the Commission's electronic filing system (eFiling). All parties, participants and interested persons are encouraged to use eFiling: mn.gov/puc, select *eFiling*, and follow the prompts.

Submit Public Comments: Visit mn.gov/puc, select *Speak Up!* to find this docket, and add your comments to the discussion or email your comments to consumer.puc@state.mn.us.

Full Case Record: See all documents filed in this docket via the Commission's website at mn.gov/puc, select *Search eDockets*, enter the year (18) and the docket number (517), select *Search*.

Subscribe to receive email notification when new documents are filed in this docket at mn.gov/puc, select *Subscribe*, or click [HERE](#) and follow the prompts.

Questions about this docket or Commission process and procedure? Contact Commission staff, Jorge Alonso, at jorge.alonso@state.mn.us or 651-201-2258 or ganesh.krishnan@state.mn.us or 651-201-2215.

Change your mailing preferences: Email docketing.puc@state.mn.us or call Leesa Norton at 651-201-2246.

To request this document in another format such as large print or audio, call 651.296.0406 (voice). Persons with a hearing or speech impairment may call using their preferred Telecommunications Relay Service or email consumer.puc@state.mn.us for assistance.