RESPONSE TO LOUISIANA PUBLIC SERVICE COMMISSION

REQUEST FOR PROPOSALS 17-19

FOR

INDEPENDENT TECHNICAL CONSULTANT

IN

DOCKET NO. TBD, ATMOS ENERGY CORPORATION RATE STABILIZATION CLAUSE FILINGS FOR ITS REGULATORY DIVISIONS TRANS LA AND LGS, INCLUSIVE OF DEPRECIATION STUDY

SUBMITTAL DATE:

December 7, 2017

PREPARED AND SUBMITTED BY:

THE SISUNG GROUP

FOR

UNITED PROFESSIONALS COMPANY

201 ST. CHARLES, AVE., STE. 4240

NEW ORLEANS, LOUISIANA 70170-1048
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Appendix A: Resumes of Sisung Professionals Assigned to RFP 17-19
A. EXECUTIVE SUMMARY

United Professionals Company ("UPC"), a member of the Sisung Group, is pleased to submit its response to the Louisiana Public Service Commission’s ("LPSC" or "Commission") request for Proposals for Independent Technical Consultants 17-19 ("RFP"). We hope to have the opportunity to assist Commission Staff ("Staff") in reviewing Atmos’s Gas Rate Stabilization Clause Filings for the Trans Louisiana and Louisiana Gas Service Rate Divisions ("LA Gas Filing"), as well as the Depreciation Study included with the Company’s filing (hereinafter, "this Docket").

UPC presently represents the Commission in reviewing Atmos’s Gas Rate Stabilization Clause Filing for both the Trans Louisiana and Louisiana Gas Service Rate Divisions ("Trans LA Filing"). As a part of our representation of the LPSC in reviewing the Trans LA Filing, UPC was also hired to review the Company’s Depreciation Study. A parallel Depreciation Study has been filed in this Docket. A complete review of the LA Gas Filing requires a review of the Depreciation Study attached thereto, and while not per se necessary, an understanding of one, facilitates an understanding of the other. Our team of qualified consultants is fully prepared to work closely with in house Legal and Auditing Staff in this review of the Company’s filing and supporting documentation; draft and assist in the drafting of data requests; analyze data responses; participate in formal and informal meetings; draft and prepare audit memoranda and/or Staff Reports in support of Staff’s ultimate recommendations, together with exhibits supporting the memoranda; and assisting in the drafting of applicable Commission briefing sheets and orders of the Commission as may be necessary.

UPC appreciates this opportunity to respond to the Commission's RFP. Our professionals are excited about the opportunity to serve the Commission as an Independent Technical Consultant in this Docket. UPC’s local presence offers the LPSC the benefits of geographic proximity and a wealth of institutional knowledge. Indeed, our robust understanding of Louisiana’s laws, regulations, procedures, organization, political environment and financial position would allow us to be immediately effective in responding to the needs of the Commission and Staff in this Docket.

For more information on our knowledge and experience, please contact the client references that we have provided.

Very truly yours,

R. Lane Sisung
Managing Director
B. QUALIFICATIONS AND EXPERIENCE

1. The Sisung Group

UPC is a member of the New Orleans, Louisiana-based Sisung Group, which is comprised of related Company that provide investment banking, asset management, venture capital and business consulting and development services to corporations, individuals, institutions and governmental agencies.

- United Professionals Company (“UPC”) offers financial consulting, transaction structuring, business development, real estate development, and revenue and cash flow development services to clients operating in the public, private and non-profit sectors. UPC specializes in the areas of public utility financial and accounting analysis, mergers and acquisitions consulting, healthcare revenue maximization, public infrastructure and facilities development, energy efficiency and project management services.

- Sisung Securities Corporation (“SSC”) is a full-service investment banking firm that offers a range of services, including equity and fixed income underwritings, financial advisory services and securities brokerage services in addition to other related financial services. Clients served include public, corporate, retail and institutional entities. SSC is registered with the Securities and Exchange Commission (SEC) and is a member of the Financial Industry Regulatory Authority (FINRA), the Municipal Securities Rulemaking Board (MSRB) and the Securities Investor Protection Corporation (SIPC).

- Sisung Investment Management Services (“SIMS”) provides investment advisory services to corporate and public institutions, as well as to high net worth individuals. SIMS is an investment advisor registered with the Securities and Exchange Commission (SEC).

- Sisung Capital provides alternative financing products to small and medium-sized businesses, thus positively impacting economic development in the communities in which it invests. Sisung Capital invests capital and resources in Company in need of funding for growth and profitability. As a licensed Louisiana Capital Company (“CAPCO”) and Business and Industrial Development Corporation (“BIDCO”), Sisung Capital has primarily focused its investments in Louisiana. By leveraging State tax credit incentive programs, Sisung Capital has assisted start-up and expanding Louisiana businesses in raising and investing over $25 million dollars in communities throughout Louisiana. Sisung Capital has worked with Company operating in a wide variety of industries including: telecommunications, print manufacturing, construction, weatherization services, oil & gas, healthcare, media and government services sectors.
Unlike most financial firms which focus solely on financial matters, UPC and its affiliated Sisung Group companies have extensive experience in a broad range of financially related areas involving state and local governments. Some of the Sisung Group’s unique accomplishments include:

- Serving the LPSC on Commission on Docket No. U-34434, Atmos Energy Corporation, ex parte. In re: 2016 Rate Stabilization Clause filing for Louisiana Gas Rate Division, by assisting Staff in reviewing Atmos’s Gas Rate Stabilization Clause Filing for the Trans Louisiana Rate Division.

- Serving the LPSC on Commission on Docket No. U-34343, Atmos Energy Corporation, ex parte. In re: 2016 Rate Stabilization Clause filing for Trans Louisiana Gas Rate Division, by assisting Staff in reviewing Atmos’s Gas Rate Stabilization Clause Filing for the Trans Louisiana Rate Division.

- Serving the Commission on Docket No. U-33925, Atmos Energy Corporation, ex parte. In re: 2015 Rate Stabilization Clause filing for Trans Louisiana Gas Rate Division, by assisting Staff in reviewing Atmos’s Gas Rate Stabilization Clause Filing for the Trans Louisiana Rate Division.

- Serving as an independent technical consultant in Docket No. I-33013, Southwestern Electric Power Company, ex parte. In re: 2013 Integrated Resource Planning process for SWEPCO pursuant to General Order dated April 20, 2012, by assisting the LPSC in reviewing and evaluating the Company’s integrated resource plan filings, including comprehensive sets of potential resource options, supply-side, demand-side and economic transmission resource options, to determine a base or “reference resource” plan that offers the most economic and reliable combination of resources satisfying the forecasted load requirements.
• Serving as an independent technical consultant in Docket U-33244 Entergy Louisiana, LLC (“ELL”) and Entergy Gulf States Louisiana, LLC (“EGSL”), ex parte, In re: Submission of Business Combination Study regarding potential business combination (“Entergy Business Combination Docket”).

• Serving the Commission on Docket No. U-33983 In Re: Docket No. U-33983 Review of Entergy Louisiana, LLC’s Motion for Extension of gas Rate Stabilization Plan by assisting the Commission’s Legal Staff (“Staff”) by conducting a review of Entergy Louisiana, LLC’s Motion for Extension of Gas Rate Stabilization Plan, and assisting with the review of Annual Evaluation Reports for each of the three proposed test years.


• Providing written and live testimony before the Commission to address and advise the Commission regarding the securitization bonds issued by Entergy Louisiana Investment Recovery Funding I, L.L.C., the designated special purpose entity created by ELL for recovery of the costs related to the Little Gypsy 3 repowering project, and the Commission’s issuance of a financing order issued under Louisiana's 2010 enabling legislation, as codified in L.A. R.S. 45:1251-1216 (“Entergy Little Gypsy Securitization Docket”).

• Acting as outside consultant to the Commission in reviewing issues related to the evaluation of the proposed transfer of transmission assets in DOCKET NO. U-32538- Entergy Louisiana, LLC, Entergy Gulf States Louisiana, LLC, Mid South TransCo LLC, Transmission Company Louisiana I, LLC, Transmission Company Louisiana II, LLC, ITC Holdings Corp. and ITC Midsouth LLC, ex parte. In re: Joint Application for Approval of Change of Ownership of Electric Transmission Business, for Certain Cost-Recovery Adjustments, and for Related Relief and the related dockets before the Federal Energy Regulatory Commission (“ITC Merger Docket”).

• Acting as outside consultants to the Commission in reviewing issues related to the evaluation of DOCKET NO. 32707- Entergy Gulf States, LLC, In re: Application for Authority to Change Rates, Approval of Formula Rate Plan and for Related Relief and DOCKET NO. 32708-Entergy Louisiana, LLC, In re: Application for Authority to Change Rates, Approval of Formula Rate Plan and for Related Relief (“Entergy Rate Case Dockets”).
• Performing financial analysis and rendering testimony on the proposed issuance and securitization of storm recovery bonds, under La. R.S. 45:1331-1328, for permanent rate-financed recovery of system restoration costs related to Hurricanes Isaac and the replenishment of storm reserve escrow accounts in DOCKET NO. U-32764 Energy Gulf States Louisiana LLC and Energy Louisiana LLC, ex parte. In re: Joint Application for Recovery in Rates of Costs Related to Hurricane Isaac, Determination of Appropriate Storm Reserve Escrow Amounts and Related Relief (“Entergy Storm Cost Securitization Docket”).


• Serving as an independent outside consultant to the Commission in Docket No. U-33434, Joint Application of Cleco Power, LLC and Cleco Partners, L.P. for: (I) Authorization for the Change of Ownership and Control of Cleco Power, LLC and (II) Expedited Treatment.

• Serving the Commission as an independent outside consultant on Docket No. U-33510 Entergy Gulf States Louisiana, LLC’s Upcoming Filing Regarding Acquisition of two power blocks located at Union Power Station.

• Serving the Commission through assisting Commission Staff in participating in and monitoring the Midcontinent Independent System Operator, Inc., Organization of MISO States, and Entergy Regional State Committee related matters.

• Serving as an Outside Technical Consultant in Docket No. R-26968-LPSC, ex parte. In re: Review of the General Order Dated March 12, 1999 by assisting the Commission in the establishment of a clear definition of “pole attachment,” and therein clarifying the pedestal issue, clearly defining spacing/measurements of attachments on poles, and evaluating whether the existing pole attachment rental rate formula and rate freeze imposed by the General Order dated March 12, 1999 should continue to remain in effect, and, if not, developing an alternate methodology and verifying a new formula for pole attachment rental rates.

• Serving the Commission on Docket No. R-32975-LPSC, ex parte. In re: Examination of long-term natural gas hedging proposals, by assisting in: determining whether it is in the public interest for LPSC-jurisdictional investor owned utilities to accept long-term (five, seven, ten and fifteen year), fixed-price hedging proposals for natural gas supply contracts, and if so, determining and/or developing an appropriate methodology for expedited, streamlined Commission approval of such contracts.

• Serving as an independent outside consultant to the Commission in Docket No. U-33434, Joint Application of Cleco Power, LLC and Cleco Partners, L.P. for: (I) Authorization for the Change of Ownership and Control of Cleco Power, LLC and (II) Expedited Treatment.


• Serving the LPSC on LPSC, ex parte, In re: Investigation of the retail load assignment between Entergy Gulf States Louisiana, LLC, Vinton Public Power Authority and San Rayburn Municipal Power Agency and certain interstate contract electric power supply agreement by assisting Commission Staff in the further investigation of the issues contemplated in the above captioned investigation, as well as a determination as to whether the current (or prior) arrangement(s) have an impact on Louisiana-jurisdictional ratepayers.

• Serving the Commission on Docket No. R-32138-Wastewater Treatment Systems & Operations, LLC, ex parte. in relation to the request for an increase in water and wastewater rates by assisting in reviewing, documenting and verifying the upgrades that Wastewater Treatment Systems & Operations, LLC has stated it has made in filings in the above-captioned docket.

• Working with Louisiana’s legislative leadership to design a proposed capital outlay revolving loan program to expand capital outlay capacity by leveraging State funds and engaging local government financial participation in capital outlay funding through low cost loans.

• Customizing a cash flow model for Jefferson Parish which establishes protocols for transfers between checking and operating accounts and maximizes investment revenue for a parish-wide pooled cash fund.

• Developing and implementing innovative strategies to assist healthcare providers, local governments, and the Louisiana Department of Health and Hospitals (“DHHS”) to finance services through utilization of unused Medicaid Upper Payment Limit Caps (“UPL’s”), Certified Public Expenditures (“CPE’s”), Intergovernmental Transfers (“IGT’s”) and Public Private Partnerships (“PPP’s”).

• Design and administrative management of a statewide financing and construction program for the Louisiana Community and Technical College System including budgeting, accounting, financial advisory services for bond issues, construction fund investment management, board presentations, and other administrative services.

• Proposing and obtaining passage of legislation to allow political subdivisions to diversify their investments into low risk municipal bonds in order to increase investment earnings, and successful implementation and management of such investment programs for our clients.
• Modeling net state tax-supported debt and providing sensitivity analysis and recommendations to the state of Louisiana, Office of the Governor, Division of Administration (“DOA”) regarding the timing and sizing of state debt issues to fund capital outlay needs.

• Serving the state DOA by providing financial advisory services on an “on-call” basis.

• Assisting the state of Louisiana in securing $83.5 million to support TOPS scholarships for Louisiana’s young people through acting as financial advisor for the refinancing of the state’s tobacco settlement bonds.

As demonstrated by the above, our professionals are highly experienced in multifaceted areas, including financial analysis, program design, government relations, legislative advocacy, policy initiatives, financing transactions, and legal and regulatory budgeting, planning, and administration.

Provided below are a list of five (5) references who can speak on behalf of the Sisung Group’s abilities, integrity, and professional reputation in acting as financial advisor to a private or governmental entity.

<table>
<thead>
<tr>
<th>Client</th>
<th>Lead Contact</th>
<th>Telephone</th>
</tr>
</thead>
<tbody>
<tr>
<td>Jefferson Parish</td>
<td>Chris Roberts</td>
<td>(504) 736-6615</td>
</tr>
<tr>
<td>Louisiana Community and Technical College System</td>
<td>Dr. Monty Sullivan</td>
<td>(225) 922-2800</td>
</tr>
<tr>
<td>West Jefferson Medical Center (Jefferson Parish Hospital Service District No. 1)</td>
<td>Nancy Cassagne</td>
<td>(504) 349-1102</td>
</tr>
<tr>
<td>Louisiana Local Government Environmental Facilities and Community Development Authority (“LCDA”)</td>
<td>Ty E. Carlos</td>
<td>(225) 942-6150</td>
</tr>
<tr>
<td>State of Louisiana, Office of the Governor, Division of Administration</td>
<td>Barbara Goodson</td>
<td>(225) 342-7000</td>
</tr>
</tbody>
</table>

More information on The Sisung Group is also available at [www.sisung.com](http://www.sisung.com).
2. United Professionals Company

UPC, which manages the Sisung Group’s non-regulated financial advisory and consulting activities, provides clients operating in the public, private and non-profit sectors with a broad range of services from its offices in New Orleans, Covington, and Baton Rouge. These services include, but are not limited to: financial analysis, transaction structuring, business plan development, real estate development, and revenue maximization. UPC’s public sector clients include state governments, parish and county governments, cities, towns, state utility regulatory authorities, school districts, hospitals, levee districts, housing authorities, universities, port authorities, law enforcement districts, charter schools and more.

UPC and its affiliated Company in the Sisung Group are multifaceted and have extensive experience in a broad range of financially-related areas involving state and local government throughout Louisiana. UPC’s dedicated and accomplished staff includes previously high-ranking government and financial institution officials with extensive management and financial experience, in addition to:

- Investment Bankers
- Securities Traders
- Financial Analysts
- Attorneys
- Certified Public Accountants
- Regulatory Economists
- Published Academics
- Former Public Administrators

Our professionals are highly educated, experienced, and published in multidisciplinary areas including:

- Financial Analysis
- Program Design
- Government Relations
- Legislative Advocacy
- Policy Initiatives
- Financing Transactions
- Legal and Regulatory Budgeting, Planning, and Administration

Successfully utilizing the strengths, talents and expertise of our seasoned professionals, we are able to provide customized, quality service to our clients. Our professionals have represented local, state and federal issuing authorities, cities, parish and county governments, hospital districts, 501(c)(3) corporations, state agencies, state governments and commissions, and corporations.

As a specialty branch of these financial advisory and consulting services, UPC has built a team of regulatory and utility finance and economics professionals, the members of which were
specifically selected for their ability to serve the needs of the LPSC. All members of the UPC team have an extensive knowledge of:

Applicants shall at a minimum be qualified and prepared to render expert testimony, and be cross-examined, with respect to all of the issues addressed in this RFP and which are likely to arise in the proceeding, including but not limited to:

A. Appropriate accounting standards and practices for natural gas public utilities, public utility accounting, and generally accepted auditing standards;

B. The appropriate ratemaking adjustments to be made to the utility's accounting records;

C. The determination and calculation of the appropriate rate base of a utility plant investment dedicated to providing service;

D. Traditional cost-of-service and cost allocation methodologies supporting the revenue requirements among classes of customers;

E. The cost allocation methodologies for the allocation of investment and expenses between affiliates, including the relationship of the holding company to its subsidiary operating companies, the transfer of investment and costs between operating companies, and the provision of services between affiliates;

F. Cost of capital, including capital structure, cost of debt, cost of equity and rates of return;

G. Just and reasonable costs and prudent investments associated with providing reliable and quality service as recommended by NARUC; and

H. Depreciation and taxation.

UPC’s team of regulatory and utility finance and economics professionals is well qualified to provide the services that the LPSC has requested in Request for Proposal 17-19. Our organization has an extensive amount of practical experience in the field of public utility practice that includes similar practice before the LPSC and other regulatory agencies, and a vast knowledge of Louisiana ratemaking standards and regulatory law.

All members of our team are experienced in participating in cases involving public utility regulation, or other regulatory issues on administrative and judicial levels, including the presentation of direct testimony or report and recommendations, assistance in developing cross examination of adverse witnesses, and the analysis of comments and exceptions to proposed recommendations. Our team of professionals has significant experience in the presentation of recommendations involving public utility regulation and other regulatory issues on administrative and judicial levels. Our professionals have practiced before, and acted as expert witnesses in complex cases before, regulatory agencies such as the LPSC, Securities and Exchange
Commission (“SEC”), the Federal Energy Regulatory Commission (“FERC”), and the Financial Industry Regulatory Authority (“FINRA”). The attorneys who work in-house for UPC have been published on topics covering a wide range of law.

Collectively, the UPC professionals possess a full understanding and ability to assist Commission Staff in reviewing the issues related to this Docket. The combination of our team members’ educational backgrounds, achievements, specific expertise, and prior experience serving the Commission best positions us to provide the LPSC and Staff with the most extensive and comprehensive consulting services available to it on this Docket.

The resumes of our highly qualified professionals who would be assigned to assist the Commission, as well as the functions that would be performed by each, are detailed in Appendixes A. We have included a full resume for each staff member and consultant who will be assigned to work on this Docket, including names, positions, education, and professional experience. UPC reserves the ability to supplement its team, if necessary, and with approval of Commission Staff, in order to provide the Commission with the very best service on this Docket.
C. PLAN OF ACTION

We are fully prepared to assist the Commission's in-house Staff in analyzing the Company’s RSC filings, as well as the related depreciation study. The Commission’s RFP makes clear that the time anticipated to complete the Scope of Representation is approximately 16 months (“Period of Representation”). As a result, our Plans of Action is tailored towards that Period of Representation.

If selected, our team of professionals would analyze the Company’s RSC Filings, as well as the related depreciation study. In performing the aforementioned, we would:

- Review the individual test year filings, accompanying work papers, and the Company's financial data;
- Draft and assist in the drafting of data requests;
- Analyze data responses;
- Participate in formal status conferences, pre-trial conferences, depositions, and hearings;
- Draft and prepare pre-filed testimony in support of Staff’s ultimate recommendations, together with exhibits supporting the pre-filed testimony; and
- Assist in the drafting of applicable motions, exceptions, briefing sheets and orders of the Commission.

If selected, our team of professionals would make ourselves available to participate in informal conference calls, meetings and conferences with the Commission and its Staff, and attend any Business and Executive Sessions that the Staff deems necessary through the conclusion of each test year through Commission vote, regardless of whether said vote is the result of a stipulated agreement or contested hearing.

1. Methodology

The methodology that UPC proposes to utilize in serving the LPSC in this Docket leverages our team’s in-depth understanding of Commission and state of Louisiana law and regulatory precedent, the regulatory process, and our team of specially-selected professionals’ prior experience serving the LPSC on related issues.

2. Approach

If UPC is selected as the Commission's Independent Technical Consultant, our team would actively work to ensure that the Commission and Staff are provided with any and all resources necessary to complete the scope of representation. The UPC approach uses a collaborative, standardized methodology that ensures efficiency, effectiveness, and proper controls. As such, detailed below is an outline of UPC’s proposed approach for assisting the Commission Staff in the
evaluation of the UPS acquisition prospect.  UPC fully understands, however, that if chosen, the Commission and its Staff shall determine how the tasks will be carried out.

3. Workload Management and Distribution

UPC’s staff utilizes a collaborative and fluid team approach.  R. Lane Sisung and Paul T. Chastant, III will serve as contacts to LPSC, with Mr. Sisung serving as the primary contact.  Mr. Sisung and the team will remain in constant contact with Commissioners, Commission Staff, and intervening parties regarding any and all material matters so as to provide seamless coverage for the LPSC.  Together, we will work with Commissioners, Commission Staff and intervening parties to assess needs, determine deliverables and timelines, coordinate our firm’s resources, and schedule meetings with the LPSC and other parties to provide analysis and advice.

Mr. Sisung will draw upon our individual team members’ expertise as needed for understanding and edification on individual issues.  By assigning the proper specialist to individual issues as they arise, with Mr. Sisung acting as program administrator, we will be able to effectively meet LPSC’s needs.  All of this resource coordination will take place seamlessly.

We anticipate a close working relationship with the Commissioners and Commission Staff.  All LPSC personnel will have Mr. Sisung and the rest of his team’s contact information.  Commissioners, Commission Staff, and parties will be encouraged to reach out to Mr. Sisung with any questions or concerns.  We believe that our process ensures that the work products and deliverables will exceed the quality standards that the LPSC expects from the Independent Technical Consultant awarded this contract.  UPC fully understands, however, that if chosen, the Commission and its Staff shall determine how the tasks will be carried out.
D. Cost Proposal

UPC is pleased to submit the following price proposal to the Commission for consideration.

We estimate that the total cost of labor for the completion of the RSC Docket would not exceed $42,000 for the sixteen (16) month maximum Period of Representation. Our rates per hour vary per consultant from $150.00/hour to $400.00/hour.

Our labor estimate is based upon the costs necessary to provide the Commission with the services of a dedicated team of finance professionals for the sixteen (16) month maximum Period of Representation.

We estimate that the total expenses necessary for the completion of the project would not exceed $3,000. These costs reflect our estimate of the travel and lodging costs of experts over a sixteen (16) month maximum Period of Representation. Expenses would also be separately disclosed with proof of such expenses attached. UPC would request reimbursement for only those travel-related expenses that are actually incurred. Expenses, where applicable, would be billed in accordance with state authorized rates as specified in the Travel Policies and Procedures Memorandum issued by the State of Louisiana, Division of Administration in effect at the time such expenses are incurred ("Allowable Expenses"). Any expenses that exceed the Allowable Expenses would be borne by UPC, unless otherwise specified by the Commission. Further, billed expenses would not exceed twenty percent (20%) of the total amount of billed fees at any given time.

We estimate that the total cost of labor and expenses for the completion of Docket I-34693 would not exceed $45,000 ($42,000 of Labor + $3,000 of Expenses).

UPC understands that Staff would be able to request, and UPC would be required to provide, billing information at any time upon Staff’s Request. Staff, working with UPC, would review all of the bills submitted for payment, including but not limited to conformity with the planning sessions and any amendments. UPC further understands that the Commission shall have the discretion to impose additional safeguards upon the potential bidders at the time such bids are put up for vote, and that it shall have the right to either accept such additional safeguards, or reject them and withdraw their bid. Further, at any time after UPC is selected and hired, the Staff and UPC may agree to further safeguards.

If selected, UPC bills would be rendered in strict accordance with the Commission’s guidelines. UPC would only charge for actual hours of work performed and costs incurred. All UPC bills would be rendered monthly, and specifically identify and describe all work performed, the person performing such work, the time and charge for such work, and show the total amount billed to date and the authorized original estimate, in accordance with the Commission’s August 4, 2004 General Order.
E. CONFLICTS OF INTEREST

Below are outlined disclosures. We do not believe that they pose actual conflicts of interest, but for the purpose of full disclosure, hereby disclose.

1. SSC presently serves the State of Louisiana, Office of the Governor, Division of Administration through acting as a financial advisor, on an “on call” basis.

Neither The Sisung Group nor UPC has knowledge of any other conflicts of interest that would impair our ability to serve the Commission in the RSC Docket.
F. OTHER CURRENT REPRESENTATIONS

Below are outlined a list of other matters in which we currently represent the Commission:

1. UPC also presently serves the Commission through assisting Commission Staff in participating in and monitoring the Midcontinent Independent System Operator, Inc., Organization of MISO States, and Entergy Regional State Committee related matters.

2. UPC presently represents the Commission in DOCKET NO. U-32707- Entergy Gulf States, LLC, In re: Application for Authority to Change Rates, Approval of Formula Rate Plan and for Related Relief and DOCKET NO. U-32708- Entergy Louisiana, LLC, In re: Application for Authority to Change Rates, Approval of Formula Rate Plan and for Related Relief compliance dockets.

3. UPC also presently serves as an independent technical consultant in the compliance of Docket U-33244 Entergy Louisiana, LLC (“ELL”) and Entergy Gulf States Louisiana, LLC (“EGSL”) [(hereinafter conjunctively referred to as “the Companies”)], ex parte, In re: Submission of Business Combination Study regarding potential business combination.

4. UPC also presently serves as an independent outside consultant to the Commission in the compliance of Docket No. U-33434, Joint Application of Cleco Power, LLC and Cleco Partners, L.P. for: (I) Authorization for the Change of Ownership and Control of Cleco Power, LLC and (II) Expedited Treatment.

5. UPC also presently serves the Commission as an independent outside consultant the compliance of on Docket No. U-33510 Entergy Gulf States Louisiana, LLC’s Upcoming Filing Regarding Acquisition of two power blocks located at Union Power Station.

6. UPC also presently serves the Commission as an outside contract regulatory consultant on Docket No. R-32975-LPSC, ex parte, In re: Examination of long-term natural gas hedging proposals.

7. UPC also presently serves the Commission on LPSC, ex parte, In re: Investigation of the retail load assignment between Entergy Gulf States Louisiana, LLC, Vinton Public Power Authority and San Rayburn Municipal Power Agency and certain interstate contract electric power supply agreement by assisting Commission Staff in the further investigation of the issues contemplated in the above captioned investigation, as well as a determination as to whether the current (or prior) arrangement(s) have an impact on Louisiana-jurisdictional ratepayers.

9. UPC also presently serves the LPSC on Commission on Docket No. U-34434, Atmos Energy Corporation, ex parte. In re: 2016 Rate Stabilization Clause filing for Louisiana Gas Rate Division, by assisting Staff in reviewing Atmos’s Gas Rate Stabilization Clause Filing for the Trans Louisiana Rate Division.

10. UPC also presently serves the LPSC on Commission on Docket No. U-34343, Atmos Energy Corporation, ex parte. In re: 2016 Rate Stabilization Clause filing for Trans Louisiana Gas Rate Division, by assisting Staff in reviewing Atmos’s Gas Rate Stabilization Clause Filing for the Trans Louisiana Rate Division.

11. UPC also presently serves the Commission on Docket No. U-33950 In Re: Entergy Louisiana, LLC Compliance Submission Regarding Deactivation of Little Gypsy 1, Ninemile 3, and Willow Glen 2 AND 4, as required by Order No. U-33510.

12. UPC also presently serves the Commission on Docket No. U-33782 Entergy Louisiana, LLC and Entergy Gulf States, LLC, Ex Parte Test Year 2014 Formula Rate Plan Filing.


14. UPC also presently serves the Commission on Docket No. X- 34345 Audit of Greater Ouachita Water Co. meter-reading, billing, collection and customer-service practices.


16. UPC also presently serves the Commission through assisting Commission Staff in Docket No. U-34354 Application of Southwestern Electric Power Company for Approval of Long-Term Natural Gas Procurement Proposal.

17. UPC also presently serves the Commission through assisting Commission Staff in Docket No. X-34341 Entergy Louisiana, LLC Report and Request for Initial Findings Regarding Long-Term Natural Gas Hedging.
18. UPC also presently serves the Commission through assisting Commission Staff in *Docket No. U-34324 Review of Atmos Energy’s Purchased Gas Adjustment*.

19. UPC also presently serves the Commission through assisting Commission Staff in *Docket No. R-34029 In re: Investigation of tax structure issues for all LPSC-jurisdictional utilities*.

20. UPC also presently serves the Commission through assisting Commission Staff in Docket No. R-34026 *In re: Investigation of double leveraging issues for all LPSC-jurisdictional utilities*.

21. UPC also presently serves the Commission through assisting Commission Staff in *Docket No. S-33825 In re: Directive to Establish a Service Quality Program (“SQP”) for Cleco Power, LLC*.

22. UPC also presently serves the Commission through assisting Commission Staff in *Docket No. S-34082 Request to Close LMPS Rate Schedule to New Business*.

23. UPC also presently serves the Commission through assisting Commission Staff in *Docket No. S-34425 South Louisiana Electric Cooperative Association vs Allen’s T.V. Cable Service, Inc. In re: Petition to Establish Pole Attachment Rental Rates in Accordance with Dispute Resolution Rules*.

24. UPC also presently serves the Commission through assisting Commission Staff in *Docket No. S-34426 In Re: Status of Electric Rates in Louisiana: Where Are We and Where Are We Going?*

25. UPC also presently serves the Commission through assisting Commission Staff in *Docket No. R-34407 LPSC, ex parte, In Re: Rulemaking docket to consider whether or not the Commission should exercise its authority over future utility generation deactivation and retirement decisions and the rules and procedures that could apply to any such exercise of authority*. 
G. CONCLUSION

UPC appreciates this opportunity to respond to the Commission's RFP to serve as a independent technical consultant to assist Staff in reviewing Atmos’s Gas Rate Stabilization Clause Filings for the Trans Louisiana and Louisiana Gas Service Rate Divisions, as well as the Depreciation Study included with the Company’s filing. As detailed in the sections above, UPC and its affiliated Sisung Group Company are multifaceted and have extensive experience in a broad range of financially-related areas involving state and local governments. Because we are a Louisiana firm, all of whose employees are Louisiana residents, we take great pride in any and all work that we do that benefits the people of our state, and we believe this project provides just such an opportunity.

UPC has built a team of regulatory and utility finance and economics professionals and consultants, the members of which were specifically selected for their ability to serve the needs of the LPSC in the RSC Docket. Together, our team of professionals and consultants has a vast amount of experience reviewing and developing public utility integrated resource plans, as well as extensive experience in energy regulatory policy before the FERC and various state commissions. All members of our team have a strong working knowledge of LPSC jurisdictional issues, applicable Commission regulations, a full understanding and ability to formulate issues and ultimate recommendations in the RSC Docket. The multifaceted financial qualifications and experience offered by UPC’s staff of regulatory and utilities finance experts and consultants, combined with our in-depth understanding of Louisiana laws, regulations and local issues, best position us to provide the Commission with the most extensive and comprehensive service.

Our professionals have a distinctive style that encourages personal service, excellence and integrity. We believe that the combination of our professionals' experience, our local Louisiana presence, our national expertise, and our proven track record of nearly thirty years of exceptional quality and integrity in our dealings offers the Commission an excellent choice for an independent technical consultant to assist it in the RSC Docket.
Appendix A: Resumes of Sisung Professionals Assigned to RFP 17-19
LAWRENCE J. SISUNG, JR.

Mr. Sisung earned a Bachelor’s degree in Business Education and Accounting and a Master’s degree in Administration, Supervision, and Statistics from Northwestern State University.

Mr. Sisung is a fully licensed General Securities Representative (Series 7), General Securities Principal (Series 24), Municipal Securities Principal (Series 53), Direct Participation Program Principal, Financial and Operations Principal (Series 27), Government Securities Principal and a Registered Investment Adviser Representative (Series 65), Investment Banking Representative (Series 79). Mr. Sisung is also a licensed real estate agent and broker with the state of Louisiana. He also holds a license as an insurance agent with the state of Louisiana.

Prior to forming The Sisung Group, Mr. Sisung worked in the public sector for over 20 years, eight of which he served as the Superintendent and Chief Executive Officer of the 35th largest school district in the United States. In this position he oversaw over 7,000 employees, 75,000 students and managed multi-million dollar operating and capital budgets. Mr. Sisung was able to take an early retirement from public service and use his experiences to form The Sisung Group. He has now amassed over four decades of finance, management and development experience as an executive, issuer, project manager, financial adviser, investment consultant, underwriter, asset manager, venture capitalist, real estate developer and general business consultant.

As President of Sisung Securities Corporation, Mr. Sisung has served on underwriting and financial advisory teams that have secured billions in funds. As a managing member of Sisung Investment Management Services, LLC, he has led the acquisition of hundreds of millions of dollars in assets for management and is responsible for the development of the firm’s Tactical Asset Allocation investment approach. As a managing member of Sisung Capital, LLC, Mr. Sisung has created a company dedicated to providing alternative financing to small businesses so as to have a positive impact on their economic futures as well as those of the communities in which they reside. As a managing member of United Professionals Company, LLC, Mr. Sisung has created a firm that provides comprehensive assistance and solutions in the areas of business development and real estate projects.

Mr. Sisung is a member of numerous professional and business organizations and has served on FINRA’s Business District Conduct Committee and as an arbitrator for FINRA.

Mr. Sisung will assist the LPSC in this Docket by lending his advising and consulting expertise on an as needed basis.
ROBERT LANE SISUNG

Mr. Sisung earned a Bachelor of Science degree in Accounting from Louisiana State University. After graduation, he sat for and passed the Certified Public Accountant exam and subsequently attended Loyola University Law School where he earned a Juris Doctorate. After law school, Mr. Sisung earned an LL.M. in Tax Law from the University of Florida. Mr. Sisung is a fully licensed General Securities Representative, a licensed insurance agent in the state of Louisiana, and a member of the Louisiana State Bar.

Mr. Sisung has over two decades of experience in financial, real estate and investment transactions. His most recent projects include successful development and implementation of the Healthcare Finance Consulting and Financial Litigation Services business lines for the Sisung Group. The Sisung Group’s work in these endeavors has produced hundreds of millions of dollars for the firms’ clients and the state.

The Financial Litigation Services business line has primarily supported governmental entities in cases before tribunals. Mr. Sisung manages an array of financial experts in coordinating a cohesive approach to providing expert witness services for complicated financial and regulatory matters. Mr. Sisung himself also provides expert testimony and assist in the creation of settlements and orders of judgment. His personal involvement in the representation of the LPSC in both the proposed ITC Merger transaction, LPSC Docket No. U-32538, and the recent Entergy rate cases and related compliance filings, LPSC Docket Nos. U-32707 and U-32708, proved critical to the effective safeguarding of LPSC-jurisdictional rate payers.

Mr. Sisung’s previous endeavors include the successful creation, development and implementation of the corporate finance and mergers and acquisitions operations of Sisung Securities Corporation; the creation and operations of Sisung Capital that include raising and investing millions of dollars in venture capital funds in Louisiana; the creation and operation of the Sisung Film Finance Division; and the growth and management of over $1 billion dollars in assets under management in Sisung Investment Management Services. Mr. Sisung also manages and directs all Sisung Group real estate, project management, and business development projects ranging from large-scale multi-use developments to multi-facility capital infrastructure projects. Mr. Sisung sits on the investment committee for Sisung Investment Management Services, LLC and also serves as in-house counsel for the five companies that comprise the Sisung Group.

Mr. Sisung will serve as the primary point of contact for the LPSC, and he will be responsible for coordinating and managing all of our firm’s resources for the LPSC.
LAWRENCE J. SISUNG, III

Mr. Sisung holds a Master of Business Administration degree with a concentration in economics from Southeastern Louisiana University.

Mr. Sisung is a fully licensed General Securities Representative (Series 7), General Securities Principal (Series 24), Municipal Securities Principal (Series 53), Financial and Operations Principal (Series 27) and Government Securities Principal, Investment Banking Representative (Series 79). Mr. Sisung is also a licensed real estate agent in the state of Louisiana.

Mr. Sisung has spent over twenty years representing governmental agencies, political subdivisions, corporations and not-for-profit organizations at the local, state and national levels in the capacity of investment banker, financial advisor, policy advisor and securities structuring agent on billions of dollars of capital financings. He has extensive experience in financial analysis, creative transaction structuring and bringing transactions to market and is currently serving as a financial advisor to the state of Louisiana Division of Administration for state debt. Working in the capacity of investment banker, financial advisor or structuring agent, Mr. Sisung has participated in hundreds of municipal and private tax-exempt and taxable transactions that have brought billions of dollars of debt funding to public agencies. Within the state of Louisiana, he has represented almost every type of qualified issuing authority and has created new financing structures that have changed how certain state agencies raise capital.

In March, 2011, Mr. Sisung provided testimony in his capacity as financial adviser on behalf of the Commission in Docket No. U-30912 (Phase III) that resulted in securitization of over $200 million in Little Gypsy cancellation costs of an interest rate of about 2%. Since the early 1990's Mr. Sisung has provided written affidavits and testified extensively before the Louisiana State Bond Commission, the State's commission from which state, local and conduit issuers must obtain constitutionally mandated regulatory approval to issue debt. He has also testified before legislative oversight committees in matters dealing public benefit and security transactions.

Mr. Sisung will assist the LPSC in this Docket by lending his advising and consulting expertise on an as needed basis.
JOHN MAYEAUX

Mr. Mayeaux holds a Master of Business Administration degree with a concentration in finance in addition to a Bachelor of Science degree in computer science, both from Tulane University. He is a FINRA licensed General Securities Representative (Series 7) and a Municipal Securities Representative (Series 52), Investment Banking Representative (Series 79). Prior to joining Sisung Securities, Mr. Mayeaux worked in investment banking and commercial banking roles for several regional banks.

Mr. Mayeaux currently serves as Senior Vice President for The Sisung Group. His primary duties are with the Capital Markets Group at Sisung Securities. He is responsible for originating and structuring taxable and tax-exempt bond investment banking transactions; for structuring and pricing of interest rate derivatives; and for developing and structuring new and unique financing structures for the firm. He is exceptionally skilled in quantitative financial analysis and complex financial structuring.

Mr. Mayeaux has served as investment banker or financial advisor to Louisiana governmental agencies, 501(c)(3) non-profit organizations, and for-profit businesses since 1996. He is particularly focused on providing financing for capital projects for elementary, secondary and higher education clients. He has served as financial advisor for state debt to the State of Louisiana Division of Administration. He has also served as special consultant and provided testimony to the Louisiana Public Service Commission.

Mr. Mayeaux has created and implemented ground-breaking pooled financing programs for his clients. He has also completed numerous financings for state-sponsored special purpose economic development projects and for Company seeking taxable and tax-exempt industrial revenue bond financing. He is among the leading investment professionals in Louisiana for innovative lease/appropriation secured nonprofit financings.

Additionally, Mr. Mayeaux is a member of the Sisung Investment Management Services investment committee on which he specializes in municipal securities and advises on portfolio strategy. He also serves on the board of directors of Sisung Capital.

Mr. Mayeaux will assist the LPSC in this Docket by lending his advising and consulting expertise on an as needed basis.
PAUL THOMAS CHASTANT, III

Mr. Chastant holds a Bachelor of Science in Accounting and a Minor in History from Louisiana State University. He also holds a Juris Doctor from Tulane University Law School. Mr. Chastant is a member of the Louisiana State Bar, a Certified Public Accountant licensed to practice in Louisiana, and a Certified Mergers and Acquisitions Advisor.

Mr. Chastant has accounting and financial advisory consulting experience in areas that include external audit, acquisition due diligence, revenue and expenditure growth projection, litigation support, and business valuation, gained while working as a Financial Consulting and External Audit Staff Accountant with Postlethwaite & Netterville, one of the largest accounting firms in the state of Louisiana. In this position, he assisted publicly traded companies’ internal audit departments in assessing European foreign corporate subsidiaries’ compliance with Sarbanes-Oxley Act reporting requirements. His financial consulting experience ranges from constructing detailed financial accounting and reporting policies and procedures manuals for clients to consulting on issues of cross-border financial consolidations, US GAAP financial reporting, and SEC reporting and compliance for US-based multi-national, public companies.

While at Tulane, Mr. Chastant's study of the law was concentrated on issues surrounding transaction law, including corporate law, mergers and acquisitions, practical aspects of hostile acquisitions, and corporate taxation. Prior to graduating Tulane, he completed an externship with The Louisiana Supreme Court Clerk of Court, where he was tasked with assisting in an ongoing revision to the Louisiana Supreme Court’s Practice and Procedure Rules and assigned a project to begin drafting e-filing rules for the Louisiana Supreme Court.

Today, Mr. Chastant uses his accounting background and his legal expertise in his role as Vice President of Project Development for the Sisung Group. While at Sisung, Mr. Chastant has assisted in the successful development of the Financial Litigation Services Division and has used his qualifications and experience to help create a streamlined approach for financial experts to be able to support attorneys in the provision of litigation support for complex financial transactions. Mr. Chastant has assisted in every aspect from discovery to testimony to drafting of settlement agreements and orders for judgment.

Mr. Chastant will serve the LPSC as the secondary point of contact for the LPSC in his Docket. He and Mr. Sisung will be responsible for coordinating and managing all of our firm’s resources for LPSC.
COURTNEY P. GUPTON

Ms. Gupton holds a Master of Business Administration degree with a concentration in finance from the University of New Orleans and a Bachelor of Science degree from Southeastern Louisiana University.

Ms. Gupton is licensed as a FINRA General Securities Representative (Series 7) and currently serves as Assistant Vice President for Capital Markets at The Sisung Group. She is responsible for the firm’s variable rate bond remarketing, brokerage of bond reinvestment products, day-to-day bond investor operations, and ongoing compliance monitoring for the firm and its clients.

Ms. Gupton is also responsible for developing various analytical and comprehensive reports for universities, school boards, governmental and healthcare clients. She is particularly experienced with the financing and administration of bond funds for various colleges, universities and public school systems.

Ms. Gupton will assist the LPSC in this Docket by lending her advising and consulting expertise on an as needed basis.
JAKE CHAPMAN

Jake Chapman joined The Sisung Group in December of 2012 and currently serves as the Accounting & Operations Intern, assisting in the daily accounting and administrative functions of The Sisung Group’s New Orleans office.

Prior to joining The Sisung Group, Mr. Chapman worked for over five years with Winn-Dixie, the ninth largest traditional supermarket chain in North America, in various store-level customer service management positions before becoming a district operations trainer, providing store support to newly hired Winn-Dixie associates in both the New Orleans and Baton Rouge areas.

Mr. Chapman is currently pursuing his bachelor of accountancy from the Joseph A. Butt, S.J., College of Business Administration at Loyola University New Orleans, where he has been on the Dean’s List every semester. Mr. Chapman also currently serves as the Vice President of Finance for Loyola’s chapter of Alpha Kappa Psi, the world’s oldest, largest, and most prestigious professional business fraternity.

Mr. Chapman will assist the LPSC in this Docket by providing administrative functions for other members of the Sisung team on an as needed basis.
J. THOMAS MCGUCKIN, PH.D.

Dr. McGuckin holds a Bachelor of Arts in Economics from Pomona College, a Masters of Economics from Colorado State University, and a Ph.D. in Economics from the University of Wisconsin. Dr. McGuckin is a member of both the American Economics Association and the National Association of Regulatory Utility Commissioners.

Dr. McGuckin is retired from New Mexico State University where he was a Professor of Economics for thirty-three years. He has also been an associate for the Center for Public Utilities at New Mexico State University, whose program offerings are officially sectioned by the National Association of Regulatory Utility Commissioners.

Dr. McGuckin is an economics expert in the fields of utilities in electricity, water, wastewater, natural gas and solid waste. In this role, he has provided detailed technical and policy analyses and recommendations to numerous state and federal regulatory bodies. He has focused his consulting efforts on performing cost of service analysis, rate analysis and rate design, regulatory policy development, utility governance, and planning and cost allocation processes for investor-owned electric utility companies. His experience has allowed him to build an in-depth knowledgebase on a wide array of topics including: the appropriate accounting standards and practices for electric utilities, resource planning and resource adequacy, cost recovery mechanisms for utilities, regional transmission planning organizations and ancillary services markets, day ahead energy and operating reserves markets and real time energy and operating reserves markets, transmission hedges, annual revenue rights and financial transmission rights, fuel cost recovery, qualified facilities, avoided cost, certification of transmission, certification of generation or power supply purchases, competitive procurement of supply side resources, market forecasting and futures, and federal regulations impacting or potentially impacting utilities’ operations and/or policy.

Dr. McGuckin now pulls from his background and experience in serving the Sisung Group as its chief expert regulatory consultant.

Dr. McGuckin will serve the LPSC in this Docket by providing economics-related consulting services on an as needed basis.
ROYAL ALEXANDER

Mr. Alexander holds a Bachelor of Arts from Louisiana State University. He also holds a Juris Doctor from Oklahoma City University School of Law. Mr. Alexander is a member of the Louisiana State Bar.

After law school, Mr. Alexander clerked for U.S. District Judge Rebecca F. Doherty in Lafayette, Louisiana and also interned for U.S. District Judge Richard Haik during the voluminous and complex Combustion environmental tort litigation involving CERTCLA/Superfund claims. Mr. Alexander is a frequent lecturer on state and federal constitutional issues, including implication eminent domain, the Takings Clause and Commerce Clause/interstate commerce.

Mr. Alexander has worked in Washington D.C. for three different Members of Congress and also worked for the Federal Motor Carrier Safety Administration. During his tenure in Washington, he worked with the Department of Energy and FERC on several energy related issues. In addition his work on DOE issues included numerous energy research project e.g. nuclear energy and security, energy tax incentives, and hydropower and geothermal energy. He currently has his private law practice in Shreveport, Louisiana.

The Louisiana Public Service Commission recently engaged Mr. Alexander to investigate Isaac recovery response for Entergy, Cleco, Swepco, Demco and Slemco.

Mr. Alexander will serve the LPSC in this Docket by providing legal-related consulting services to the Commission on an as needed basis.
ROBERT VOSBERG

Mr. Vosberg holds a Bachelor of Science in Engineering from University of Wisconsin, Platteville.

Mr. Vosberg has nearly forty years practicing in the regulated utility space, including over ten years at Alliant Energy as an Energy Delivery Project Manager. He also has experience with the Wisconsin Electrical Cooperative Association, where he was responsible for direct interaction with State and Federal Regulatory bodies including providing testimony. In this role, Mr. Vosberg also served on committees that provided recommendations to such regulatory bodies for proposed agency rules and regulations. In his role with Scenic Rivers Energy Cooperative, Mr. Vosberg served as the Director of Engineering, where he was responsible for system planning, system protection, equipment procurement, rate schedules, and standards.

Mr. Vosberg has litigation experience related to economic development efforts and other special projects. He has served on local, State and National committees providing technical guidance to various regulatory agencies, regional bodies, economic groups and other associations. Mr. Vosberg has also performed rate equalization studies and other special projects.

Today, Mr. Vosberg provides technical support to various clients relating to new transmission and generation facilities. He has direct responsibility for interactions with multiple Transmission Providers (PJM, MISO including MISO South, ERCOT, SPP, WECC, etc.) for Interconnection and Transmission Service requirements. Mr. Vosberg has extensive knowledge of SERC member utilities including Southern Company, Progress Energy, TVA, Florida Utilities, Electric Municipals and Electric Cooperatives. He provides guidance to clients regarding Transmission Market requirements, including current and future pricing structures, FERC regulatory requirements and State regulatory requirements.

Mr. Vosberg will serve the Maine OPA in this Rulemaking by providing pole attachment expertise and economic-related consulting services on an as needed basis.