

STATE OF INDIANA

INDIANA UTILITY REGULATORY COMMISSION

VERIFIED PETITION OF INDIANAPOLIS )  
POWER & LIGHT COMPANY FOR )  
APPROVAL OF A ONE-YEAR EXTENSION )  
OF THE IMPLEMENTATION ITS DEMAND- )  
SIDE MANAGEMENT PROGRAMS FOR )  
2017 AND FOR APPROVAL OF )  
ASSOCIATED RATEMAKING )  
TREATMENT, INCLUDING EXTENSION OF )  
THE CURRENT RATEMAKING )  
TREATMENT FOR SUCH PROGRAMS, I.E., )  
TIMELY RECOVERY OF PROGRAM )  
COSTS, LOST REVENUES, AND A SHARED )  
SAVINGS INCENTIVE VIA STANDARD )  
STANDARD CONTRACT RIDER NO. 22 )

OFFICIAL  
EXHIBITS

CAUSE NO. 44792

IURC  
PETITIONER'S 10  
EXHIBIT NO. 10  
DATE 9-8-16 REPORTER

**PETITIONER'S OBJECTIONS AND RESPONSES  
TO THE CAC'S SECOND AND THIRD SETS OF DISCOVERY**

Petitioner, Indianapolis Power & Light Company ("Petitioner" or "IPL"), by counsel, pursuant to 170 IAC 1-1.1-16 and the discovery provisions of Rules 26 through 37 of the Indiana Rules of Trial Procedure, by its counsel, hereby submits the following Objections and Responses to the Citizens Action Coalition of Indiana, Inc. ("CAC") Second and Third Sets of Discovery Requests to IPL.

**General Objections**

1. The responses provided to the Requests have been prepared pursuant to a reasonable and diligent investigation and search conducted in connection with the Requests in those areas where information is expected to be found. To the extent the Requests purport to require more than a reasonable and diligent investigation and search, Petitioner objects on grounds that they would impose an undue burden and unreasonable expense.
2. To the extent that the Requests seek production of electronically stored information, Petitioner objects to producing such information from sources that are not reasonably accessible because of undue burden or cost.
3. Petitioner objects to the Requests to the extent they purport to require Petitioner to supply information in a format other than that in which Petitioner normally keeps such

information.

4. Petitioner objects to the Requests to the extent they seek documents or information which are not relevant to the subject matter of this proceeding and which are not reasonably calculated to lead to the discovery of admissible evidence.
5. Petitioner objects to the Requests to the extent they seek an analysis, calculation, or compilation which has not already been performed and which Petitioner objects to performing.
6. Petitioner objects to the Requests to the extent they request the production of information and documents not presently in Petitioner's possession, custody or control.
7. Petitioner objects to the Requests to the extent they are vague and ambiguous and provide no basis from which Petitioner can determine what information is sought.
8. Petitioner objects to the Requests to the extent they seek information that is subject to the attorney-client, work product, settlement negotiation or other applicable privileges.
9. Petitioner objects to the Requests to the extent that they seek production of documents created during an unreasonably long or unlimited period, on the grounds that the Requests are overly broad, seek to impose an undue burden and unreasonable expense, and exceed the scope of permissible discovery.
10. The responses constitute the corporate responses of Petitioner and contain information gathered from a variety of sources. Petitioner objects to the Requests to the extent they request identification of and personal information about all persons who participated in responding to each data request on the grounds that: (a) they are overbroad and unreasonably burdensome given the nature and scope of the requests and the many people who may be consulted about them; and (b) they seek information that is subject to the attorney/client and work product privileges. Petitioner also objects to the Requests to the extent they request identification of witnesses to be called in Petitioner's case-in-chief or rebuttal who can answer questions regarding the information supplied in the responses on the grounds that: (a) Petitioner is under no obligation to call witnesses to respond to questions about information provided in discovery; and (b) the Requests seek information subject to the work product privilege.
11. Petitioner objects to the Requests to the extent the discovery sought is unreasonably cumulative or duplicative, or is obtainable from some other source that is more convenient, less burdensome, or less expensive.

12. Petitioner assumes no obligation to supplement these responses except to the extent required by Ind. Tr. R. 26(E) (1) and (2) and objects to the extent the instructions and/or requests purport to impose any greater obligation.
13. Petitioner objects to the Requests to the extent the burden or expense of the proposed discovery outweighs its likely benefit, taking into account the needs of the case, the amount in controversy, the parties' resources, the importance of the issues at stake in litigation, and the importance of the proposed discovery in resolving the issues.
14. Without waiving these objections, Petitioner responds to the Requests in the manner set forth below.

As to these General Objections,

/s/ Kay Pashos

Kay Pashos

*Counsel for Indianapolis Power & Light Company*

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**CERTIFICATE OF SERVICE**

The undersigned, one of the attorneys for Indianapolis Power & Light Company,  
hereby certifies that the foregoing was served via Electronic Mail this 3<sup>rd</sup> day of August 2016,  
to the following:

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/s/ *Kay Pashos*

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**Data Request CAC DR 2 - 1**

Please see IPL's response to Indiana Office of Utility Consumer Counselor (OUCC) Data Request 1-3.

a. Does this include all expenses projected for DSM-related consultants for 2017?

If no, please provide (1) an itemized list of how much IPL is requesting for all DSM-related consultants for 2017, (2) a brief description of the role of each DSM-related consultant, and (3) the scope of work for each DSM-related consultant.

**Objection:**

**Response:**

Yes. The information provided in response to OUCC Data Request 1-3 projects all of IPL's expected consulting expenses for 2017. The list does not include projected vendor expenses for implementation and delivery of the 2017 DSM programs.

## Data Request CAC DR 2 - 2

2.2 For 2014, 2015, and 2016, please provide (1) an itemized list of how much IPL paid for all DSM-related consultants, (2) a brief description of the role of each DSM-related consultant, and (3) the scope of work for each DSM-related consultant.

### Objection:

IPL objects to the Request on the grounds and to the extent the request seeks information that is confidential, proprietary, competitively-sensitive and/or trade secret. Subject to and without waiving such objection, please see the response below.

### Response:

Year	Vendor Name	Description of Services	Amount
2014	Applied Energy Group	Forecast of potential for 2014 IRP; Deliver Final DSM Forecast	\$38,254
2014	EnerNOC Inc*	Update DSM Action Plan for years 2015-2017; Deliver Action Plan and Program Analysis Modeling	\$35,769
2014	Integral Analytics	Seat Licensing and Support for DSMore Users	\$15,000
2015	Applied Energy Group	DSM Tracking System Implementation	\$95,254
2015	Integral Analytics	Seat Licensing and Support for DSMore Users	\$15,000
2015	MCR Performance Solutions LLC	DSM Tracking System Scoping Study; Current State Analysis; Future State Analysis; Business Requirements Definitions	\$100,000
2016	Applied Energy Group	DSM Tracking System Implementation/Maintenance	\$221,714
2016	Applied Energy Group	Market Potential Study; Modeling of Potential for IRP	\$123,038
2016	Integral Analytics	Seat Licensing and Support for DSMore Users	\$15,750
			\$659,778

Year	Vendor Name	SOW File Name
2014	Applied Energy Group 1	CAC DR 2-2 Confidential Attachment 1
2014	EnerNOC Inc	CAC DR 2-2 Confidential Attachment 2
2014	Integral Analytics	CAC DR 2-2 Confidential Attachment 3
2015	Applied Energy Group 2	CAC DR 2-2 Confidential Attachment 4
2015	Integral Analytics	CAC DR 2-2 Confidential Attachment 3
2015	MCR Performance Solutions LLC	CAC DR 2-2 Confidential Attachment 5
2016	Applied Energy Group 2	CAC DR 2-2 Confidential Attachment 4
2016	Applied Energy Group 3	CAC DR 2-2 Confidential Attachment 6
2016	Integral Analytics	CAC DR 2-2 Confidential Attachment 3

\*EnerNOC's utility planning practice was acquired by AEG in 2014.

**Data Request CAC DR 3 - 01**

Please provide the governance document for the IPL DSM Oversight Board. If the document has already been provided to CAC or is publicly available, please provide a detailed citation to the document.

**Objection:**

**Response:**

The governance document for the IPL DSM Oversight Board has not been finalized or executed; attached is the most recent draft of the document (CAC DR 3-1 Attachment 1).

**GOVERNANCE PROVISIONS OF THE INDIANAPOLIS POWER & LIGHT  
COMPANY, INC. DEMAND SIDE MANAGEMENT OVERSIGHT BOARD**

Adopted September, 2015

**A. Scope**

These Governance Provisions are entered into voluntarily by Indianapolis Power & Light Company, Inc. ("IPL"), which at this time is voluntarily providing Demand Side Management ("DSM") Programs to its customers and tracking those program costs through its Demand Side Management Adjustment Rider (the "Rider") approved in Cause No. 44497. In the event that DSM is no longer voluntary or IPL ceases its DSM Programs, IPL may cease to offer DSM programs. If IPL ceases offering DSM Programs, then These Governance Provisions will remain in effect until otherwise agreed by the parties to this agreement or otherwise ordered by the Indiana Utility Regulatory Commission ("Commission") be void. Nothing in this document prevents either signatory from petitioning for Commission approval of changes to these Governance Provisions in future IPL DSM plan approval cases.

**B. Purpose**

The purpose of these Governance Provisions is to set out the role of the IPL DSM Oversight Board ("IPL OSB") and to ensure there are established governance policies and procedures to assist the IPL OSB in carrying out its duties.

**C. Role of the IPL OSB**

The role of the IPL OSB is to:

1. Promote efficient use of electricity throughout IPL's service territory through the development and oversight of programs that encourage customers to conserve electricity and educate customers about the benefits of conservation;
2. Work collaboratively to design and contribute to the planning of DSM programs incorporating based on IPL's most recent a market potential study and IPL's Integrated Resource Plan ("IRP") before a new DSM plan is filed at with the Commission.
3. Oversee the evaluation, measurement & verification ("EM&V") process, including selecting an EM&V vendor (the "EM&V Vendor") to evaluate and verify gross and net energy and demand savings from such programs; and
4. Review disbursement of funds collected under IPL's DSM Adjustment Rider (the "DSM Rider").

**D. Members of the IPL OSB**

**1. Definition of OSB Member**

A "Member" ~~in~~ of the IPL OSB is either an individual, or a representative of a group, who has been approved by the IPL OSB, or by an order of the Indiana Utility Regulatory Commission ("IURC" or "Commission") to jointly oversee the activities of the IPL OSB.

**2. Voting OSB Members**

Pursuant to the Commission's December 17, 2014 Order in Cause No. 44497 ("44497



Order”), the Voting Members of the IPL OSB shall be IPL and the Indiana Office of Utility Consumer Counselor (“OUCC”).

3. **Non-Voting OSB Members**

Pursuant to the Commission’s December 17, 2014 Order in Cause No. 44497 (“44497 Order”), the IPL OSB has agreed through mutual consent to allow the following Non-Voting Members to provide an advisory opinion and additional insights concerning IPL’s DSM programs: Citizens Action Coalition (“CAC”).

4. **Adding OSB Members**

The IPL OSB may elect new Members (Voting or Non-Voting) upon a unanimous vote of the IPL OSB Voting Members, or a Commission Order stating otherwise.

5. **Terminating OSB Members**

IPL and the OUCC may not be removed from the IPL OSB. Other Members, if any, may be removed by a unanimous vote of the Voting Members.

E. **Voting Members**

1. **Appointment**

Each Voting Member shall have one (1) vote, and may designate one person to represent it as an IPL OSB Voting Member. ~~Participant Member.~~ Each Member may freely remove any person designated to serve as its IPL OSB Member.

2. **Vacancies**

Each Member shall promptly fill vacancies created if its representative ceases to participate in the IPL OSB.

F. **Procedures to Amend Governance Provisions**

Amendments to these governance provisions may be proposed by a resolution presented by a Member to a quorum, as defined in H.2., of Voting Members. Amendments may be adopted by a unanimous vote of the Voting Members.

G. **General Powers of the IPL OSB**

Subject to any limitations in the Cause No. 44497 Order or that are otherwise adopted by the Commission, all IPL OSB power and business affairs shall be controlled or exercised by or under the authority of the IPL OSB subject to the following limitations:

- The IPL OSB will be responsible for reviewing the progress and effectiveness of IPL’s current DSM Programs approved in the Cause No. 44497 Order, and any DSM Plans subsequently approved by the Commission, and for making key decisions with respect to the direction of the DSM Plan in effect and use of the funds associated with the DSM Plan then in effect.
- The IPL OSB will select the independent EM&V vendor, agree upon evaluation methodology, and will assess program evaluations.
- The IPL OSB may shift funds within an approved portfolio budget as

needed so long as the funds stay within the same customer class (i.e., residential funds must stay within residential programs) and the IPL OSB will adjust the energy savings goals accordingly.

## **H. Board Meetings**

### **1. Notice**

- a. Prior to any meeting of the IPL OSB, written notice shall be provided to the Members at least seven (7) days in advance of the meeting. Unless otherwise agreed by the Voting Members, written notice of subject(s) to be voted on at the next meeting (or between meetings if the Voting Members agree), shall be provided to all Members at least five (5) business days before the scheduled vote.
- b. Such written notice shall be given either in-person or by e-mail unless a different form of written communication is expressly agreed upon by a unanimous vote of the Voting Members.

### **2. Quorum**

- a. The attendance of both IPL and the OUCC shall constitute a quorum.
- b. A quorum is required to conduct any meetings of the IPL OSB and to transact or vote upon any business of the IPL OSB.

### **3. Board Decisions**

- a. All IPL OSB Members shall work together in a collaborative fashion, attempting to reach consensus decisions, if possible.
- b. All decisions must be reached by a unanimous IPL OSB Voting Member vote.
- c. Each Voting Member will have three (3) business days after the date of the meeting at which a vote is called to record its respective vote.
- d. An eligible Voting Member who does not vote at the meeting when the vote is called for or within three (3) business days after the date of the meeting will be presumed to have abstained.
- e. If consensus cannot be reached between the IPL OSB Voting Members on a crucial vote, the matter may be brought to the Commission by a Voting Member.

### **4. Informal Action**

- a. Any action that may be taken at a meeting of the IPL OSB may be taken without a meeting only if a written vote, setting forth each Voting Member's vote, is signed by an authorized representative of the Voting Member entitled to vote with respect to the subject matter thereof.
- b. For purposes of this provision, the term "signed" includes both the person's signature and an electronic transmission sent from the Voting Member's email account or otherwise approved electronic signature.

**I. Contracts, Loans, Checks and Deposits**

**1. Contracts**

The IPL OSB is not a legal entity and does not have authority to execute contracts on behalf of the IPL OSB or IPL, nor shall the IPL OSB or any of its members, other than IPL, be liable for any expenses or costs related to the DSM programs.

**2. Loans**

No loans shall be contracted on behalf of IPL OSB and no evidences of indebtedness shall be issued in its name.

**3. Disbursement of Funds**

IPL shall disburse funds collected from the DSM Rider for authorized purposes and shall submit reports of such disbursements to the IPL OSB upon request.

**4. Deposits**

All funds collected by IPL via the DSM Rider not otherwise employed by IPL shall be kept for future use in DSM Programs by IPL unless and until otherwise ordered by the Commission in a tracker reconciliation proceeding or other docketed proceeding.

**5. Semi-Annual Reconciliation**

- a. The IPL OSB Members shall be provided with any semi-annual financial reports that are required to be provided to the Commission, apprising the Members of:
  - the amount collected under the DSM Rider;
  - the amount previously disbursed for approved DSM program costs; and
  - the amount available for additional DSM expenditures.
- b. IPL will file its semi-annual reconciliations in a docketed proceeding.

**J. Record Keeping**

**1. Annual Reports**

- a. The IPL OSB Members shall review any DSM status report required to be provided to the Commission prior to filing.
- b. Additional supporting documentation will be made available for review as requested (e.g., invoices, payment records, additional workpapers, etc.).

**2. Minutes of Board Meetings**

IPL, on behalf of the IPL OSB, shall take minutes and maintain monthly scorecards, copies of which will be provided to IPL OSB Members each month.

**K. Fiscal Year**

The fiscal year of IPL OSB shall begin on the first day of January of each year and end at the last day of December each year.

**L. Dispute Resolution**

In the event that the Voting Members cannot agree on a matter submitted for their vote, any Voting Member may file a request for Commission review and resolution of the disputed matter, with an expedited procedural schedule agreed upon by the Voting Members.