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November 28, 2016

VIA RESS, EMAIL and COURIER

Ms. Kirsten Walli
Board Secretary
Ontario Energy Board
2300 Yonge Street, Suite 2700
Toronto, Ontario, M4P 1E4

Dear Ms. Walli:

**Re: Enbridge Gas Distribution Inc. (“Enbridge”)
2017 Rate Adjustment Application (“Application”)
Ontario Energy Board (“Board”) File Number EB-2016-0215
Settlement Proposal**

In accordance with Procedural Order No. 1, dated October 26, 2016, enclosed please find the Settlement Proposal for the above noted proceeding.

The Settlement Proposal includes a complete settlement of many items in this proceeding. The list of “Settled Items” is described in the Settlement Proposal. As explained in the Settlement Proposal, none of the “Settled Items” result in any changes to Enbridge’s 2017 Allowed Revenue (and associated revenue deficiency) from what is set out in Enbridge’s Application and pre-filed evidence and summarized in the table that is found at Appendix A to the Settlement Proposal.

Enbridge has prepared a Draft Rate Order that reflects the Company’s Application, taking into account the Board’s updated Return on Equity (ROE) for 2017 determined in the Ontario Energy Board’s Cost of Capital Parameter Updates for 2017 Applications published October 27, 2016. Enbridge has also prepared a draft Accounting Order that reflects the Company’s Application, taking into account the agreement in the Settlement Proposal that two of the previously requested deferral accounts are no longer required for 2017 and also reflecting the agreement that Enbridge may record costs related to the implementation of a new heat value in the Dawn Access Costs Deferral Account.

The Draft Rate Order is being filed under separate cover, along with supporting written evidence and the Draft Accounting Order is also being filed separately. Enbridge notes that other parties have not reviewed and/or accepted the Draft Rate Order and Draft Accounting Order.

Ms. Kirsten Walli

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Enbridge requests that the Board review and approve the Settlement Proposal, as well as the Draft Rate Order and the Draft Accounting Order. Enbridge respectfully requests a Board Decision on these items by Friday December 2, 2016, so that 2017 rates can be implemented in conjunction with the EB-2016-0326 January 1, 2017 QRAM Application.

The Settlement Proposal has been filed through the Board's Regulatory Electronic Submission System (RESS) and will be available on the Enbridge website at www.enbridgegas.com/ratecase.

Please contact the undersigned if you have any questions.

Yours truly,

(Original Signed)

Kevin Culbert
Manager, Regulatory Policy & Strategy

cc: Mr. D. Stevens, Aird & Berlis LLP (via email)
All Interested Parties EB-2016-0215 (via email)

SETTLEMENT PROPOSAL

**Enbridge Gas Distribution Inc.
2017 Rate Adjustment**

November 28, 2016

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SETTLEMENT PROPOSAL CONTEXT

This Settlement Proposal is filed with the Ontario Energy Board (the “Board”, or the “OEB”) in connection with the application by Enbridge Gas Distribution Inc. (“Enbridge”, or the “Company”), for an order or orders approving or fixing just and reasonable rates for the sale, transmission, distribution and storage of natural gas commencing January 1, 2017.

The Board issued its Notice of Hearing in this proceeding on October 17, 2016. In Procedural Order No. 1 issued on October 26, 2016, the Board provided for a series of procedural steps, up to and including a Settlement Conference.

The Settlement Conference was held on November 17 and 18, 2016. Chris Haussmann acted as facilitator for the Settlement Conference. This Settlement Proposal arises from the Settlement Conference and subsequent discussions.

Enbridge and the following intervenors, as well as Ontario Energy Board technical staff (“OEB Staff”), participated in the Settlement Conference:

- Building Owners and Managers Association – Greater Toronto (BOMA)
- Consumers Council of Canada (CCC)
- Canadian Manufacturers & Exporters (CME)
- Energy Probe Research Foundation (Energy Probe)
- Federation of Rental-Housing Providers of Ontario (FRPO)
- Industrial Gas Users Association (IGUA)
- Ontario Association of Physical Plant Administrators (OAPPA)
- School Energy Coalition (SEC)
- TransCanada PipeLines Ltd. (TC)
- Vulnerable Energy Consumers Coalition (VECC)

The following proposals by Enbridge were addressed by the parties during the Settlement Conference: i) Rate 332, Dawn Transportation Service, the Customer Care Services Procurement Deferral Account, and the following items from the OEB-approved list of custom IR adjustments applicable to 2017 – volumes, revenues (being the revenues, and resulting deficiency, resulting from applying the as filed and agreed to test year forecast volumes to the currently approved rates), gas supply plan, income taxes and cost of debt. The parties have reached complete agreement on all these items (the “Settled Items”). No other issues or proposals were addressed by the parties during the Settlement Conference or are addressed in this Settlement Proposal.

All intervenors listed above participated in the Settlement Conference and subsequent discussions.

OEB Staff also participated in the Settlement Conference. OEB Staff is not a party to the Settlement Proposal. Although it is not a party to the Settlement Proposal, OEB Staff will file a submission commenting on two aspects of the settlement: whether the settlement represents an acceptable outcome from a public interest perspective, and whether the accompanying explanation and rationale is adequate to support the settlement. Also, as noted in the *Practice Direction on Settlement Conferences*, OEB Staff who did participate in the Settlement Conference are bound by the same confidentiality and privilege rules that apply to the parties to the proceeding.

This document is called a “Settlement Proposal” because it is a proposal by the parties to the Board to settle issues in this proceeding. It is termed a proposal as between the parties and the Board. However, as between the parties, and subject only to the Board’s approval of this Settlement Proposal, this document is intended to be a legal agreement, creating mutual obligations, and binding and enforceable in accordance with its terms. As set forth later in this Context section, this Settlement Proposal is subject to a condition subsequent, that if it is not accepted by the Board in its entirety, then unless amended by the parties it is null and void and of no further effect. In entering into this agreement, the parties understand and agree that, pursuant to the *Ontario Energy Board Act*, the Board has exclusive jurisdiction with respect to the interpretation or enforcement of the terms hereof.

Enbridge and all intervenors listed above have agreed to the settlement of the Settled Items as described on the following pages. Any reference to “parties” in this Settlement Proposal is intended to refer to Enbridge and the intervenors listed above. The description of each issue assumes that all parties participated in the negotiation of the issue, unless specifically noted otherwise.

None of the parties can withdraw from the Settlement Proposal except in accordance with Rule 30 of the Ontario Energy Board *Rules of Practice and Procedure*. Further, unless stated otherwise, a settlement of any particular issue in this proceeding is without prejudice to the positions parties might take with respect to the same issue in future proceedings, whether during the term of Enbridge’s 2014 to 2018 Custom Incentive Regulation (“Custom IR”) plan, or thereafter.

The parties acknowledge that all data, documents or information provided and any discussions, including negotiations, admissions, concessions, offers and counter-offers occurring during the course of the Settlement Conference (settlement information), including subsequent related discussions, are privileged and confidential and without prejudice in accordance with (and subject to the exceptions set out in) the Board’s *Practice Direction on Settlement Conferences* (see pages 5-6 of the OEB’s *Practice Direction on Settlement Conferences*, as Revised October 28, 2016).

It is fundamental to the agreement of the parties that none of the provisions of this Settlement Proposal are severable. If the Board does not accept the provisions of the

Settlement Proposal in their entirety prior to the commencement of the hearing of the application, there is no Settlement Proposal (unless the parties agree that any portion of the Settlement Proposal that the Board does accept may continue as a valid Settlement Proposal).

The table at Appendix A identifies the evidence that supports each aspect of Enbridge's 2017 rate adjustment application (whether such aspect was considered by the parties in the Settlement Conference or not). None of the Settled Items results in any adjustments to the table at Appendix A to this Settlement Proposal, however, there is no agreement on the entirety of the contents of the table.

In relation to the Settled Items for which adjustment from Enbridge's pre-filed evidence has been agreed-upon, the specific supporting evidence is identified following discussion below of the particular Settled Item by reference to its exhibit number in an abbreviated format; for example, Exhibit B, Tab 3, Schedule 1 is referred to as B-3-1. The identification and listing of the evidence that relates to each adjustment is provided to assist the Board. Accordingly, this Settlement Proposal provides a direct link between each adjustment to the requested approvals arising from the Settled Items and the evidence in support of that adjustment. The parties are of the view that the evidence supports the agreement embodied in this Settlement Proposal and, moreover, that the quality and detail of the supporting evidence, together with the corresponding rationale, will allow the Board to make findings leading to the acceptance by the Board of the Settlement Proposal.

SETTLEMENT PROPOSAL OVERVIEW

As set out below, the parties have reached agreement on the Settled Items. Primarily, this relates to certain of the required 2017 rate adjustments to be undertaken in accordance with Enbridge's OEB-approved Custom IR plan¹.

(a) Settlement of Requested Custom IR Approvals

The parties have accepted and agreed upon the following items from the OEB-approved list of custom IR adjustments applicable to 2017 – volumes, revenues (being the revenues, and resulting deficiency, resulting from applying the as filed and agreed to test year forecast volumes to the currently approved rates), gas supply plan, income taxes and cost of debt. In relation to each of these issues, the parties have accepted and endorsed Enbridge's pre-filed evidence, subject to several future commitments from Enbridge (none of which impact 2017 Allowed Revenue or rates).

The commitments made by Enbridge, and agreed to by all parties are as follows:

Commitment 1 – Filing of ICF Study on Enbridge storage requirements

Enbridge will file the final version of the study currently being prepared by ICF International concerning Enbridge's future storage requirements. The parties acknowledge and agree that in order to give context to the ICF Report, it will be open to Enbridge to file evidence or information about its plans and/or recommendations for its future storage requirements.

¹ The Custom IR Plan was approved in EB-2012-0459 Decision with Reasons, July 17, 2014. The rate adjustment process is described in pre-filed evidence in this proceeding at Exhibit A1, Tab 3, Schedule 1.

Commitment 2 – Review of firm transportation requirements to underpin deliveries

In consideration of the continuing shift in gas supply to Dawn, Enbridge will examine whether it is appropriate to amend the current requirements to demonstrate firm transportation to underpin Direct Purchase and system gas deliveries, in order to provide equal treatment of Direct Purchase and system gas customers and balance transportation commitment requirements with security of supply objectives. Enbridge will report on this review in its 2018 Gas Supply Plan and/or 2018 Rate Adjustment Proceeding.

Commitment 3 - Update to Heat Value

For many years, Enbridge has used the same heat value for gas for the purpose of gas supply planning and calculating delivery obligations for Direct Purchase customers. In recent years, the heat value of gas received by Enbridge has been increasing. Starting in July 2017 (subject to conditions precedent in terms of timing), Enbridge will update the heat value to be used for Direct Purchase delivery obligations. Starting in its 2018 gas supply plan, Enbridge will use an updated heat value for gas supply planning. The updated heat value used will be the average heat value for the previous twelve months ending March 31st, updated effective July 1st every year.

Commitment 4 – Consultation to consider moving to an Ontario Landed Reference Price

Enbridge agrees to make reasonable efforts to convene and complete a stakeholder consultation process before the 2018 Rate Adjustment Application to consider whether and/or how to move to an Ontario Landed Reference Price for the setting of gas supply charges. Enbridge agrees to report on its position and any proposal as part of the 2018 Rate Adjustment Application.

Commitment 5 – Review of Cap and Trade impacts on volumes forecast

As part of its 2018 Rate Adjustment Application, Enbridge will present evidence addressing the impact on its gas volume forecasting methodology and (as applicable) its 2018 volumes forecast (including the Average Use True Up Variance Account (AUTUVA)), of the Ontario Government's climate change policies and associated Cap and Trade framework.

The particulars of the agreements reached on each of these items are described below, under the heading *Details of Settlement*.

(b) Settlement of Other Items

The parties have also reached agreement on the Settled Items that do not relate to Enbridge's 2017 Custom IR adjustments.

Specifically, the parties accept and endorse Enbridge's proposals set out in the pre-filed evidence to implement Rate 332 and the Dawn Transportation Service and to establish the 2017 Customer Care Services Procurement Deferral Account (CCSPDA).

The only departure from Enbridge's pre-filed evidence on any of these items is the agreement of all parties that Enbridge will not require or request the 2017 Rate 332 Deferral Account, or the 2017 Greater Toronto Area Incremental Transmission Capital Revenue Requirement Deferral Account. The parties agree that these accounts are no longer needed for 2017, as Rate 332 has now been placed into service (as of November 2016).

(c) Impacts of Settlement Proposal

If accepted, this Settlement Proposal will not result in any changes to Enbridge's 2017 Allowed Revenue (and associated revenue deficiency) from what is set out in the pre-filed evidence and summarized in the table that is found at Appendix A.

DETAILS OF SETTLEMENT

Set out below are details of each of the Settled Items.

(a) Custom IR Adjustments for 2017

The parties have accepted and agreed upon the following items, as set out in the pre-filed evidence, from the OEB-approved list of custom IR adjustments applicable to 2017 – volumes, revenues (being the revenues, and resulting deficiency, resulting from applying the as filed and agreed to test year forecast volumes to the currently approved rates), gas supply plan, income taxes and cost of debt. TC takes no position on the Custom IR Adjustments for 2017 addressed below.

Revenues, Income Taxes and Cost of Debt

In relation to revenues ((being the revenues, and resulting deficiency, resulting from applying the as filed and agreed to test year forecast volumes to the currently approved rates), income taxes and cost of debt, the parties accept and endorse Enbridge's evidence as filed.

Volumes

In relation to volumes, the parties accept and endorse Enbridge's evidence as filed for 2017.

As set out as Commitment 5 above, Enbridge has agreed that as part of its 2018 Rate Adjustment Application, it will present evidence addressing the impact on its gas volume forecasting methodology and (as applicable) its 2018 volumes forecast (including the Average Use True Up Variance Account (AUTUVA)), of the Ontario Government's climate change policies and associated Cap and Trade framework.

Evidence: The evidence in relation to this item includes the following:

I.C1.EGDI.STAFF.6	Board Staff Interrogatory #6
I.C1.EGDI.EP.4	Energy Probe Interrogatory #4
I.C2.EGDI.VECC.3	VECC Interrogatory #3

Gas Supply Plan

In relation to the gas supply plan, the parties accept and endorse Enbridge's evidence as filed for 2017. In addition, the parties agree that it is appropriate for Enbridge to address four items in the upcoming year, and Enbridge has committed to address each such item.

Commitment 1 – Filing of ICF Study on Enbridge storage requirements

Enbridge will file, upon completion, the final version of the study currently being prepared by ICF International concerning Enbridge's future storage requirements. The parties acknowledge and agree that in order to give context to the ICF Report, it will be open to Enbridge to file evidence or information about its plans and/or recommendations for its future storage requirements.

Evidence: The evidence in relation to this item includes the following:

D1-2-2	Gas Supply Memorandum
I.D1.EGDI.FRPO.5	FRPO Interrogatory #5

Commitment 2 – Review of firm transportation requirements to underpin deliveries

In consideration of the continuing shift in gas supply to Dawn, Enbridge will examine whether it is appropriate to amend the current requirements for firm transportation to underpin Direct Purchase and system gas deliveries, in order to provide equal treatment of Direct Purchase and system gas customers and balance transportation commitment requirements with security of supply objectives. Enbridge will report on this review and any proposed or planned changes in its 2018 Gas Supply Plan.

Evidence: The evidence in relation to this item includes the following:

I.D1.EGDI.FRPO.12

FRPO Interrogatory #12

Commitment 3 - Update to Heat Value

For the purposes of preparing its Gas Supply Plan and for calculating the daily delivery obligations of its Direct Purchase customers, Enbridge has used a standard conversion factor of 37.69 MJ/m³ for a number of years. While this standard conversion factor has been generally satisfactory over the period of its use, the heat value has begun to rise recently bringing into question whether or not there should be a change in use of an estimated heat value.

Parties are concerned given the recent increases in heat value about potential cost impacts with respect to gas supply planning should a methodology not be put in place to make a change in heat value going forward not only for gas supply planning purposes but also for the establishment of daily deliveries for Direct Purchase customers. If no change is made, and actual heat value continues to be higher than assumed, then Enbridge's gas supply plan will under-forecast demand, requiring additional purchases to meet actual demand during the year and associated cost recorded in the PGVA. Additionally, Direct Purchase customers will under-deliver gas (relative to actual demand) and the cost of the shortfall will be recorded in the PGVA and thus recovered primarily from system supply customers. Illustrative impacts of this issue are set out in the Tables attached to the response to FRPO Interrogatory #16.

Taking all of this into account, parties agree that it is appropriate to change the heat value going forward, and agree with the planned approach described below.

First, Enbridge has agreed that it will implement a new heat value for calculating required deliveries from Direct Purchase customers. Assuming that the required EnTrac system changes will be completed by May 15, 2017, then effective July 1, 2017 as Direct Purchase agreements renew, individual "pool deliveries" subsequently established will be based upon the average heat value from the prior year (calculated as the average heat value updated each July 1st based on the twelve months ending the immediately previous March 31st). This new approach will be communicated to customers in a timely manner, and the updated heat value will be communicated and posted in advance. In the event that the required EnTrac system changes are delayed, then Enbridge will implement this change at the start of the second calendar month after the date when the system changes are completed.

Second, for purposes of the development of its gas supply plan, the Company intends to use an updated heat value (calculated as the average heat value for the twelve months ending March 31st) in the derivation of its volume forecast effective with the 2018 forecast

year. When the budget is to be prepared (i.e. summer of 2017), the Company will calculate the average of the previous 12 months actual heat values (calculated as the average heat value from the twelve months ending the immediately previous March 31st) and use that as the conversion factor (currently 37.69 MJ/m³).

The same process would apply with respect to the 2019 forecast year – a new heat value will be determined in the summer of 2018 (calculated as the average heat value for the twelve months ending March 31st, 2018 to be used in gas supply planning and Direct Purchase contracting effective July 1, 2018).

There will also be a change with respect to Banked Gas Account (BGA) reporting. Currently, monthly Direct Purchase deliveries are converted from GJs to m³ using the standard conversion factor of 37.69 MJ/m³. Effective July 1, 2017 (assuming that the required EnTrac changes are completed by May 15, 2017), monthly Direct Purchase deliveries will be converted from GJs to m³ based upon the actual average heat value for the month which will be a better representation of the actual consumption of the customers in that particular “pool”. Direct Purchase delivery obligations established, and any BGA calculations made, prior to updating of the conversion factor as outlined above will continue to be based on the specified heat value applied at the time of such establishment/calculation.

Based on a high level system review, Enbridge expects that the heat value conversion changes can be incorporated with the Dawn Access EnTrac system enhancement. Parties agree that the reasonable additional costs associated with the heat value conversion changes, currently estimated to be less than \$500,000, will be included with the incremental Dawn Access Enhancement project costs and will be brought forward for future recovery, with details supporting these additional costs.

Evidence: The evidence in relation to this item includes the following:

D1-2-11 Gas Supply Future Considerations
I.D1.EGDI.FRPO.16-19 FRPO Interrogatories #16-19

Commitment 4 – Consultation to consider moving to an Ontario Landed Reference Price

Enbridge agrees to make reasonable efforts to convene and complete a stakeholder consultation process before the 2018 Rate Adjustment Application to consider whether and/or how to move to an Ontario Landed Reference Price, instead of an Empress Reference Price, for the setting of gas supply charges. Enbridge agrees to report on its position and any proposal as part of the 2018 Rate Adjustment Application.

Evidence: The evidence in relation to this item includes the following:

I.G2.EGDI.FRPO.20 FRPO Interrogatory #20

(b) Rate 332

The parties accept and endorse Enbridge's proposal set out in the pre-filed evidence to implement Rate 332.

The only departure from Enbridge's pre-filed evidence is the agreement of all parties that Enbridge will not require or request the 2017 Rate 332 Deferral Account, or the 2017 Greater Toronto Area Incremental Transmission Capital Revenue Requirement Deferral Account. The parties agree that these accounts are no longer needed, as Rate 332 has now been placed into service (as of November 16th, 2016).

Evidence: The evidence in relation to this item includes the following:

G1-1-1	2017 Cost Allocation Methodology
D2-1-1	Deferral and Variance Accounts
I.A1.EGDI.STAFF.1, 2 and 14	Board Staff Interrogatories #1, 2 and 14
I.G1.EGDI.EP.14	Energy Probe Interrogatory #14

(c) Dawn Transportation Service

The parties accept and endorse Enbridge's proposal set out in the pre-filed evidence to implement the Dawn Transportation Service. TC takes no position on this issue.

(d) Customer Care Services Procurement Deferral Account

The parties accept and endorse Enbridge's proposal set out in the pre-filed evidence to establish the 2017 CCSPDA. TC takes no position on this issue.

**APPENDIX A: AS-FILED 2017 TEST YEAR ALLOWED REVENUE AND
SUFFICIENCY/DEFICIENCY**

ALLOWED REVENUE AND SUFFICIENCY/(DEFICIENCY)
2017 TEST YEAR

Line No.	Col. 1	Col. 2	Col. 3	Col. 4	Col. 5
	EB-2012-0459 Total 2017 Allowed Revenue Placeholder (\$Millions)	2017 Required Updates (\$Millions)	Total Final 2017 Test Year Allowed Revenue (\$Millions)	Explanation See Page 2	Evidence Exhibit Reference
Cost of capital					
1.	5,948.6	75.5	6,024.1	a)	B Series of Exhibits
2.	7.04	(0.83)	6.21	b)	E Series of Exhibits
3.	418.7	(44.7)	374.0		
Cost of service					
4.	1,632.5	(29.4)	1,603.1	c)	D1-1-1 and D1-2-1 to D1-2-8
5.	436.9	23.0	459.9	d)	D1-1-1 and D1-3-1 to D1-5-1
6.	297.7	-	297.7		
7.	1.9	-	1.9		
8.	47.9	-	47.9		
9.	2,416.9	(6.4)	2,410.5		
Misc. operating and non-operating revenue					
10.	(42.7)	-	(42.7)		
11.	-	-	-		
12.	(0.1)	-	(0.1)		
13.	(42.8)	-	(42.8)		
Income taxes on earnings					
14.	54.8	(0.1)	54.7	e)	D1-1-1 and D1-6-1 to D1-6-2
15.	(52.0)	3.9	(48.1)	e)	D1-1-1 and D1-6-1 to D1-6-2
16.	2.8	3.8	6.6		
Taxes on sufficiency / (deficiency)					
17.	(117.9)	88.5	(29.4)		
18.	(86.7)	65.1	(21.6)		
19.	31.3	(23.5)	7.8	e)	D1-1-1 and D1-6-1 to D1-6-2
20.	2,826.9	(70.8)	2,756.1		
21.	2.9	(0.1)	2.8		
22.	2,829.8	(70.9)	2,758.9		
Revenue at existing Rates					
23.	2,480.3	(43.4)	2,436.9	f)	C Series of Exhibits
24.	211.1	70.6	281.7	f)	C Series of Exhibits
25.	1.8	4.9	6.7		
26.	0.3	(0.3)	-		
27.	2,693.5	31.8	2,725.3		
28.	(136.3)	102.7	(33.6)		F Series of Exhibits

App.B Pg.1
Ref. Required adjustments to 2017 Placeholder Allowed Revenue per Appendix E of the EB-2012-0459 Final Rate Order, and other subsequent proceedings

- a) Adjustment to rate base arising from the gas cost and O&M updates and the related impact on gas in storage and working cash. The adjustment also reflects an allocation of base pressure gas to Unregulated Storage operations, as per the Board approved EB-2015-0114 Settlement Proposal.
- b) Adjustment to forecast cost of capital rates, based upon the updated forecast ROE and updated forecast cost of debt.
- c) Adjustment to forecast gas cost based upon the updated gas cost forecast and the 2017 gas volume forecast. The adjustment also reflects an allocation of Lost and Unaccounted For (LUF) gas to Unregulated Storage operations, as per the Board approved EB-2015-0114 Settlement Proposal.
- d) Adjustment to O&M in relation to updated forecasts of DSM, Pension/OPEB, and CIS/Customer Care costs.
- e) Adjustment to income taxes in relation to all other Board required / permitted adjustments to achieve final 2017 Allowed Revenue.
- f) Adjustment to revenue forecasts resulting from updating the 2017 volume forecast and use of July 1, 2016 Board Approved rates.