

DECISION MEMORANDUM

**TO: COMMISSIONER ANDERSON
COMMISSIONER HAMMOND
COMMISSIONER LODGE
COMMISSION SECRETARY
COMMISSION STAFF
LEGAL**

**FROM: ADAM TRIPLETT
DEPUTY ATTORNEY GENERAL**

DATE: JANUARY 2, 2024

**SUBJECT: IN THE MATTER OF QUESTAR GAS COMPANY AND ENBRIDGE
QUAIL HOLDINGS' JOINT APPLICATION FOR APPROVAL OF THE
PROPOSED SALE OF FALL WEST HOLDCO, LLC TO ENBRIDGE
QUAIL HOLDINGS, LLC; CASE NO. QST-G-23-01.**

Questar Gas Company, dba Dominion Energy Utah, (“Questar”) is a public utility distributing natural gas in Utah, Idaho, and Wyoming. Questar’s Idaho customers reside exclusively within Franklin County. Since 1990, the Utah Public Service Commission (“UPSC”) has regulated rates and service terms of the Idaho customers currently served by Questar. However, the Idaho Public Utilities Commission (“IPUC”) regulates pipeline safety for Questar’s Idaho customers.

On October 20, 2023, Questar and Enbridge Quail Holdings, LLC (“EQ Holdings”) filed a copy of a Joint Notice and Application (“Joint Application”) currently pending before the UPSC that seeks approval of EQ Holdings’ acquisition of Questar’s parent company, Fall West Holdco LLC (the “Transaction”). The Joint Application outlines the multi-step corporate reorganization process by which Questar will become a wholly-owned subsidiary of EQ Holdings if the acquisition is approved.

In response to the October 20 filing of the Joint Application, the IPUC opened this case to review the Transaction as it relates to Questar’s Idaho customers. Commission Staff (“Staff”) is currently evaluating the most appropriate method for processing this case.


On December 7, 2023, Staff remotely attended a technical conference in UPSC Docket No. 23-057-16, the proceeding reviewing the Transaction (the “UPSC Proceeding”).

STAFF RECOMMENDATION

Staff believes that formally intervening and obtaining party discovery rights in the UPSC Proceeding is the most efficient way of collecting information relevant to Staff's review of the Transaction. Specifically, Staff believes that participating in the discovery phase of the UPSC Proceeding will likely obviate duplicative production requests in this case. Accordingly, Staff recommends that the Commission intervene in the UPSC Proceeding.

COMMISSION DECISION

Does the Commission wish to direct Staff to formally intervene in UPSC Docket No. 23-057-16?



Attorney Adam Triplett
Deputy Attorney General

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