

Table of Contents

Deposition Transcript of Barry McDonald	2
Exhibit 1- Deposition Notice	81
Exhibit 2- SCANA Corporate Organizational Chart	87
Exhibit 3- Spreadsheet	89
Exhibit 4- Land Management Summary	136

State of South Carolina) In the Court of Common Pleas
County of Hampton) Case No: 2017-CP-25-335

Richard Lightsey, LeBrian)
Cleckley, Phillip Cooper, et)
al., on behalf of themselves)
and all others similarly)
situated)

Plaintiff(s),)

Deposition)

vs.)

of)

BARRY MCDONALD)

South Carolina Electric & Gas)
Company, a Wholly Owned)
Subsidiary of SCANA, SCANA)
Corporation, and the State of)
South Carolina)

Defendant(s).)

South Carolina Office of)
Regulatory Staff,)

Intervenor.)

Deposition of BARRY MCDONALD, taken before
Jennifer L. Thompson, CVR-M, Nationally Certified
Verbatim Court Reporter and Notary Public in and for
the State of South Carolina, scheduled for 10:00 a.m.
and commencing at the hour of 10:04 a.m., Wednesday,
October 31, 2018, at the office of Strom Law Firm, LLC,
Columbia, South Carolina.

Reported by:

Jennifer L. Thompson, CVR-M

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13
14
15
16
17
18
19
20
21
22
23
24
25

INDEX OF EXAMINATION

Stipulations5
Examination By Mr. Nickles6
Certificate76
Signature & Errata Pages77

INDEX OF EXHIBITS

[Exhibit No. 1](#) Notice of Deposition6
[Exhibit No. 2](#) SCANA Corporate Organizational11
Chart
[Exhibit No. 3](#) Spreadsheet14
[Exhibit No. 4](#) Land Management Summary49

REPORTER'S LEGEND:

- [denotes interruption/change in thought]
- ... [denotes trailing off/incomplete thought or statement]
- [sic] [denotes word/phrase that may seem strange or incorrect; written verbatim]
- (ph) [denotes phonetic spelling]
- (unintelligible) [denotes not capable of being understood]
- (indiscernible crosstalk) [denotes multiple speakers at the same time, not capable of being understood]

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STIPULATIONS

This deposition is being taken pursuant to
the South Carolina Rules of Civil Procedure.

- - - - -

The reading and signing of this deposition is
reserved by the deponent and counsel for the
respective parties.

- - - - -

Whereupon,

BARRY MCDONALD, being administered an oath of
affirmation or duly sworn and cautioned to speak
the truth, the whole truth, and nothing but the
truth, testified as follows:

Court Reporter: State your full name for the
record, please.

Witness: Barry McDonald.

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EXAMINATION

BY MR. NICKLES:

Q Hi Barry, my name is Matt Nickles. I'm one of the lawyers representing the plaintiffs in this case. Is it okay if I call you Barry?

A Barry is fine.

Q Is it your understanding you've been designated as a person to speak on behalf of SCE&G on certain topics?

A Yes.

Q I'll show you what I'll have marked as Exhibit No. 1.

(Whereupon, Notice of Deposition was marked Exhibit No. 1 for identification.)

BY MR. NICKLES:

Q Do you recognize that document?

A I do.

Q Can you tell me what it is?

A It's, I guess, my deposition -- Notice of Deposition.

Q So you've reviewed this before, you looked at the topics?

1 A I looked at the topics, correct.

2 Q And I'll come back to that, but I should tell
3 you -- have you ever been deposed before?

4 A I have on occasion, yes.

5 Q Here in South Carolina?

6 A Yes.

7 Q What kind of case --

8 A Real estate matter.

9 Q Real estate matter. So it had to do with your
10 work at SCE&G?

11 A Yes.

12 Q So our rules require that I tell you as we go
13 through the deposition today if you have questions
14 about any questions I ask or the documents I show
15 you, you ask those questions to me and not your
16 attorney, okay?

17 A I understand.

18 Q Can you tell me about your background. First of
19 all, like, where did you grow up?

20 A You want to go back that far?

21 Q Sure. You don't have to go into too much detail.

22 A That's okay. I grew up in North Augusta, South
23 Carolina. I graduated from Carolina in electrical
24 engineer, graduated from Auburn with an MBA
25 finance. Worked for Westinghouse, Savannah River

1 Company as a substation engineer. Worked for
2 Hubble as an engineering manager. I worked for
3 Pirelli Fiber Optic Systems as engineering manager
4 and now SCE&G.

5 Q What year did you graduate at USC?

6 A Well, '90, I think. '90, 91. I got married in
7 '91. Yeah, '90.

8 Q What was your degree?

9 A Electrical engineer.

10 Q When did you get your MBA?

11 A I think it was '95.

12 Q Any particular emphasis or anything in the MBA?

13 A Finance.

14 Q When did you first start working for SCANA?

15 A Oh, I think it was around 2007.

16 Q What was your job when you started with SCANA?

17 A I was the manager of facilities maintenance and
18 construction.

19 Q Is that still your job title?

20 A I'm currently general manager of facilities and
21 land management.

22 Q What was your job duties as the manager of
23 facilities?

24 A Had responsibility for maintenance crews at the
25 nuclear plant at the -- in Charleston at several

1 locations. Also responsible for constructing
2 typically non-process -- non-process related
3 construction. So like office buildings, crew core
4 locations, customer service offices.

5 Q So you transitioned from that job into your
6 current job?

7 A Yes.

8 Q What year was that?

9 A Around 2014.

10 Q And your current job, what's your
11 responsibilities?

12 A Times six what I just told you. So I manage six
13 different departments. So I manage the same
14 department that I came out of, so I still manage
15 facilities maintenance construction, manage a
16 facility planning group, a facility management
17 group, heavy equipment operations group, forester
18 group and a real estate group.

19 Q And is that management, it's all limited to a non-
20 power generation facilities?

21 A Not in all cases. So like, for example, our crews
22 get involved with maintaining some refrigerant
23 containing equipment at some of the fossil hydro
24 plants. So our group gets involved with some
25 generation location because we actually maintain

1 some of their refrigerant containing equipment, so
2 like we do HVAC maintenance, we do fire protection
3 maintenance, we do, you know, fire extinguisher
4 maintenance, things like that. So we get involved
5 at some of the locations, but I'm not responsible
6 or neither do my crews have responsibility for
7 maintaining turbines and cooling towers of the
8 generation plant. So I consider that process for
9 the sake of the conversation.

10 Q On the topics listed on Exhibit No. 1, can you
11 tell me what you've done to prepare yourself for
12 giving your deposition today?

13 MS. NEWTON: I'd like to interject here just
14 for a second just so that the record is clear. So
15 Mr. McDonald has been designated as a corporate
16 representative to speak on topics one, three and
17 four. However, if you have any questions related
18 to how property is classified or accounting
19 related issues within those topics, that's a
20 different corporate representative; that's not
21 Mr. McDonald. And then he also is being
22 designated on topic two related to the first
23 portion of his topic related to the book value of
24 the properties. However, we will be designating a
25 different corporate representative to speak on the

1 second portion of that which is related to
2 financial statements.

3 MR. NICKLES: Okay.

4 Q So my question was, what have you done to prepare
5 yourself to answer the topics as explained by your
6 lawyer?

7 A Just reviewed what's going to be asked of me and
8 tried to understand what some of the questions
9 might be.

10 Q Did you look at particular documents?

11 A I did. I looked at some -- I think some
12 information that was shared with you.

13 Q The spreadsheets?

14 A Uh-huh.

15 Q Did you bring any documents with you today?

16 A I did not.

17 Q I'll show you what we'll mark as Exhibit No. 2.

18 (Whereupon, SCANA Corporate
19 Organizational Chart was marked Exhibit
20 No. 2 for identification.)

21

22 BY MR. NICKLES:

23 Q If you could, turn to the second page.

24 MS. NEWTON: Matt, just pause here for a
25 second.

1 MR. NICKLES: Sure.

2 MS. NEWTON: These documents were not
3 produced to us in advance of the deposition, so
4 we'd like to go ahead and take a break --

5 MR. NICKLES: Okay.

6 MS. NEWTON: -- and then we'll come back on
7 record after that.

8 MR. NICKLES: That's fine.

9 (Off the Record)

10

11 BY MR. NICKLES:

12 Q So you've had sufficient time to speak with your
13 lawyer about that document there?

14 A Yes.

15 Q So I take it -- have you ever seen this before?

16 A I have not.

17 Q I'll represent to you it is a SCANA Corporate
18 Organizational Chart, as per the top line. What
19 I'd like to ask about is which all of these
20 companies own, like, title to land in South
21 Carolina?

22 MS. NEWTON: Objection to form.

23 A I can't say for all. I don't recognize some of
24 the entities names and things like that. I mean,
25 we have records that we could provide, you know,

1 designations for properties and things like that,
2 but I don't know off the top of my head ownership
3 for each subsidiary.

4 Q Does SCANA Corporation own property?

5 A SCANA has some properties in their ownership.

6 Q SCANA does?

7 A Yes, sir. SCE&G has some properties in their
8 ownership.

9 Q What about SCANA Energy Marketing?

10 A I would have to go back and look at records. I
11 mean, I just -- those are things I don't know.

12 Q So just as you sit here today, you know that SCANA
13 Corp owns property, SCE&G --

14 A SCE&G does.

15 Q -- and then maybe some others, but you'd just have
16 to look?

17 A That's correct. I mean, if you wanted me to, you
18 know, say with a fact, I'd have to go back and
19 pull some records or provide that information to
20 you. Be glad to do that.

21 Q How would I phrase a document request so you could
22 do that?

23 MS. NEWTON: Object to the form.

24 A I'd have to ask. I'm sure it would come through
25 our legal team.

1 Q So no magic words? Be like provide all?

2 A I think the same thing that you asked whenever I
3 showed up, something similar to that. We can help
4 provide you with whatever information you need.

5 Q I'll show you what we'll mark as Exhibit No. 3.

6 (Whereupon, Spreadsheet was marked
7 Exhibit No. 3 for identification.)

8

9 MS. NEWTON: Just to clarify, this is the
10 Excel spreadsheet that was provided to you?

11 MR. NICKLES: Yeah. Is it any problem making
12 this an exhibit?

13 MS. NEWTON: No, I just wonder -- I don't
14 know what types of questions you're going to have,
15 but I don't know if it would be easier to look at
16 an electronic version. I don't --

17 MR. NICKLES: I have an electronic version
18 with me, but this is the same information.

19

20 A I think what y'all tried to do is designate the
21 tabs on the bottom. Is that right?

22 Q Yeah. So this is the first page, you know, as
23 designated, summary?

24 A And then these would have been everything under
25 electrical summary.

1 Q Exactly. So do you know who created this
2 spreadsheet? And by "this spreadsheet" I mean
3 Exhibit No. 3.

4 A Yes, sir. Property accounting. It would have
5 come from property accounting group.

6 Q Is that distinct --

7 A It is --

8 Q -- from your division?

9 A It is not in my area of responsibility.

10 Q Property accounting?

11 A It is not in my area of responsibility.

12 Q And your area of responsibility, again, is what
13 exactly?

14 A Land management. And one of my areas is land
15 management and forestry.

16 Q Land management and forestry?

17 A Yes, sir.

18 Q Tell me again what exactly land management means.

19 A Real estate matters, you know, easements,
20 encroachments, land sales, conveyances, property
21 line disputes, you know, things that deal with
22 real estate matters for the company. As they
23 indicated earlier, I don't get into the accounting
24 of classifying property or anything like that.

25 Q So were you involved at all with the creation of

1 this spreadsheet?

2 A No, sir. This is just a database that was
3 produced.

4 Q Do you know any individuals names who were
5 involved in the creation of the spreadsheet?

6 A I think you're going to be deposing one of them.

7 Q Do you know who they are?

8 A KC Coffey.

9 Q How do you spell Coffey?

10 A I think it's C-o-f-f-e-y, if I'm not mistaken.

11 Q So it says on this first page where I have summary
12 written on the bottom, it says "Land and
13 structures non-generation and transmission," do
14 you see that on the top left?

15 A Yes, sir.

16 Q Do you know what that's referring to?

17 A So this represents land and structures that are
18 not related to generation or transmission.

19 Q So is it your understanding that all the
20 properties listed in this spreadsheet are not
21 related to energy generation?

22 A Well, there's other components to energy
23 generation. So, for example, generation involves
24 the transmission and distribution of power, so
25 there's a classification of distribution. So the

1 request was for -- to exclude all transmission
2 generation. However, there are distribution
3 components of the system and that would be
4 substations and poles and all of the distribution
5 components of the electrical system.

6 Q So excluded from this list would be the power
7 plants, things of that nature?

8 A Power plants. Yes, sir, power plants and the
9 transmission lines, I'm assuming by the word
10 "transmission." So transmission is typically
11 defined by a level of voltage from this value of
12 distribution as defined as the voltage from this
13 voltage down. So, you know, distribution -- an
14 example of distribution would be the lines that
15 provide power to your house. Transmission lines,
16 an example of transmission line would be lines
17 that, you know, travel between large cities.

18 Q Got you.

19 A Typically at higher voltages. For example,
20 115,000 volts, 230,000 volts, distributions are
21 typically in lower voltages.

22 Q So the transmission is not included, right?

23 A That's correct.

24 Q But the distribution part is included?

25 A That's right. And there would be substations in

1 that list.

2 Q I saw that.

3 A So that would consist of, you know, whatever those
4 components were for those property codes, but it's
5 related to electrical distribution --

6 Q Sure.

7 A -- not electrical transmission. So there is a
8 difference.

9 Q Understood.

10 A There's even a difference in the products that you
11 buy. So like when I worked at Hubble -- I told
12 you I worked at Hubble. There are distribution
13 products and transmission products and they're
14 voltage rated products.

15 Q Could you provide us with a spreadsheet that
16 excludes the distribution as well?

17 A Take the first tab out of the spreadsheet.

18 Q So the Electric Summary tab?

19 A Yes --

20 Q That's all the distribution that you're referring
21 to?

22 A That's right. So I would say, based on the
23 information provided by property accounting, if
24 you omitted the first tab, then you would omit all
25 of the distribution components that are related to

1 electric operations.

2 Q So what about the gas?

3 A So your request that all generation except
4 transmission generation, so there are gas assets.
5 And those are gas distribution assets that would
6 be used to, you know, distribute. It's a very
7 similar concept in the gas arena where you have
8 higher pressures for gas transmission pipelines
9 and you have lower pressures for gas distribution
10 lines. And so this would represent properties and
11 metering stations and all the telemetry and other
12 type of assets that would be necessary to
13 distribute gas to the folks that are retail
14 customers of the company.

15 Q Is it fair to say that the items included in the
16 gas tab are needed in order to deliver gas to
17 customers?

18 A I would say so. We didn't want to exclude them
19 because of the way your question was worded.

20 Q Well, I appreciate that. What about the common
21 tab?

22 A So there are some properties that are shared
23 across platforms. So there might be a location in
24 which gas and electric occupy the same component,
25 so they would be examples of common. So those,

1 again, are operational type of facilities.
2 They're not -- they are associated to the
3 operations for either electric or gas. And when I
4 use the word "operations," I'm defining that -- I
5 would define operations as, you know, the delivery
6 of either power or gas, the maintenance of the
7 systems related to deliver or transmit power or
8 gas or anything associated to the upkeep of those
9 systems.

10 Q Is everything included in the common tab things
11 necessary to deliver power or gas to a customer?

12 MS. NEWTON: Objection to form.

13 Q You know, what I'm getting at is, is all that
14 stuff included -- all the property included in the
15 common tab, if you sold it, would it interfere
16 with SCE&G's ability to deliver power to
17 customers?

18 MS. NEWTON: Same objection.

19 A I would say there are examples in that list that
20 would impact the company's operations. And,
21 again, operations is the -- you know, defined as
22 providing power and gas to customers.

23 Q What about the next tab, nonutility? What can you
24 tell me about that?

25 A So nonutility would be property that's not related

1 to operations.

2 Q Give me an example of that.

3 A So an example of nonutility property would be when
4 the company commenced construction of the project
5 that's known around the area as Lake Murray. The
6 land had -- you know, land had to be purchased in
7 order to do that. In some cases, land owners
8 would not sell the company just a piece of the
9 property; they sold the whole estate. So in some
10 cases, there's property that's outside the project
11 that relates to the actual construction of the
12 lake. Does that make sense? So say, for
13 example -- I'll give you an example. Say you
14 owned -- prior to the lake being in existence, you
15 owned a footprint of land that was under -- that
16 was going to ultimately end up under water and
17 then you also, as part of that tract or parcel,
18 you owned land outside of what's going to be
19 underwater. The landowner said I'm not going to
20 sell you, I'm assuming, just the parts underwater.
21 If you're going to do this, my homestead may have
22 been underwater so the other land is of no value
23 to me, so the company had to buy both or had to
24 condemn both. And so, for example, there are
25 nonutility properties that were related to those

1 types of activities.

2 Q So other than land around the -- or land that
3 became the lake and the curtilage of the lake,
4 what other examples would nonutility be?

5 A So there is land adjacent to, like, Wateree
6 Station that's referred to as the Wateree
7 Industrial Park that was purchased by the company.
8 I don't know when, but in the past. And it was
9 strategically purchased in case there was
10 additional land needed for operations of the
11 Wateree Station.

12 Q So is it all vacant land nonutility?

13 A It's primarily all vacant land, correct.

14 Q What about nonregulated?

15 A Well, let me qualify that.

16 Q Okay.

17 A So I don't know that -- I want to make sure I
18 don't represent nonutility as a property that
19 doesn't have structure on it. You can ask me a
20 question about a property and I can tell you
21 whether or not my institutional knowledge knows
22 whether or not there's a structure or not a
23 structure. So I don't want to make the
24 characterization that all nonutility is
25 necessarily unoccupied. So, for example, I

1 believe there is in the list on the spreadsheet --
2 no, I think that's nonregulated, so I'll not
3 discus that. Well, you'll get to that when you
4 get to nonregulated tab.

5 Q Go ahead, please.

6 A No, go ahead.

7 Q Well, I feel like you were explaining something
8 and you got sidetracked.

9 A Well, no. The only thing I wanted to qualify was
10 I don't want to represent all nonutility property
11 is unoccupied property. I would have to look at
12 the property to tell you whether or not,
13 institutionally, I could tell you off the top of
14 my head whether or not it was occupied by a
15 structure or whether it wasn't. I would say there
16 is a large majority of nonutility property that is
17 undeveloped and it's typically in our forestry
18 management program. And so because of its -- let
19 me use a word to describe remote areas. There is
20 no development of the property. And the best and
21 higher use of the land right now is through
22 forestry operations.

23 Q But the nonutility is not necessary for delivering
24 power to customers, right?

25 A Correct.

1 MS. NEWTON: Objection to form.

2 Q Let's go to the next tab, the nonregulated. What
3 can you tell me what that is? That's the sheet
4 that's just one page, right?

5 A Right. So it is our corporate campus, the large
6 majority of the holdings described as building A,
7 B, C, D, E on 100 SCANA Parkway. And so that's
8 what we refer to as our corporate campus in Cayce,
9 South Carolina.

10 Q So what does nonregulated mean?

11 A I don't know how accounting defines that. I
12 assume I would -- it's an accounting term that's
13 used to classify the property, and I don't know
14 how they apply it across the company. I think it
15 speaks for itself, but I would defer to KC to tell
16 you what nonregulated means.

17 Q What's your understanding of what it means?

18 A Well, if something is regulated, then it means
19 it's under regulation. I would define
20 nonregulated as something that's not under
21 regulation.

22 MS. NEWTON: I'm going to do a late objection
23 to it being outside of the scope of what he's here
24 to testify on.

25 MR. RICHARDSON: Let me clarify one thing.

1 We noticed him. You noticed it as a corporate
2 designee and I always, for 20 years, have always
3 noticed the person also individually, so not
4 limited to those paragraphs.

5 MS. NEWTON: Yeah. And I'm not instructing
6 him not to answer. I'm just putting my objection
7 on the record that this is outside of the scope as
8 a corporate representative. So if you're asking
9 him in his individual capacity, then I do know
10 that you noticed that for his individual capacity
11 as well.

12

13 BY THE WITNESS:

14 A So ask me again. I forgot your question.

15 Q So you were saying nonregulated means not
16 regulated.

17 A Correct.

18 Q I was asking you what's the regulation that it's
19 not being regulated?

20 A So an example of a regulating body in the state of
21 South Carolina would be the Public Service
22 Commission.

23 Q So is the implication that the other tabs, those
24 would be into the purview of the PSC?

25 MS. NEWTON: Object to form.

1 A Maybe not all inclusively. So, if it's -- if it
2 is -- let's see. If it's related to the
3 operations, as I defined it earlier, it would
4 depend on whether or not that operation was in a
5 regulated model, whether it was for -- or Public
6 Service Commission or whatever else. I don't know
7 that I can give you a straight answer on that
8 because I think there's variations to the answer.
9 Is that fair enough?

10 Q That's fair enough. I may have asked this
11 already, but is nonregulated similar to nonutility
12 in that it's not necessary for delivering power to
13 customers?

14 MS. NEWTON: Object to form.

15 A So --

16 Q I mean it's not like a power line or a --

17 A It's not a power line --

18 Q -- generating plant or a transmission line?

19 A -- but as clarification, there are individuals and
20 functions that sit in those particular offices
21 that if their functions cease to exist, then it
22 would impact the ability to mail a check or mail a
23 bill or something. So it is -- you know, it
24 consists of other functional groups. So it's not
25 fair to represent nonregulated property. I mean,

1 there are administrative type of things that would
2 be performed out of those properties --

3 Q Sure.

4 A -- that are not necessarily climbing a pole,
5 maintaining a metering station, or doing some
6 field work related to either gas or electric
7 delivery system.

8 Q Right. So SCANA used to be headquartered here in
9 downtown Columbia, right?

10 A Correct.

11 Q And then they moved to Cayce?

12 A Correct.

13 Q I mean, you can do those types of administrative
14 jobs anywhere basically, right?

15 MS. NEWTON: Objection to form.

16 A Yes, I think so. I would say yes.

17 Q So it's not really, I guess, necessary that these
18 buildings exist for power to be delivered to
19 customers, right? That's what I'm kind of driving
20 at.

21 MS. NEWTON: Objection to form.

22 A They are necessary in order to carry on the
23 mission of the company.

24 Q Right, because people have to work somewhere.

25 MS. NEWTON: Objection.

1 A That's right.

2 Q Turning back to the first page.

3 A The summary page?

4 Q The summary page, thank you. What does book cost
5 mean?

6 A You're going to have to ask our accountant.

7 Q Okay. Is that KC?

8 A Yes, sir. He can speak to the definitions of each
9 one of those words.

10 Q I'll just ask you anyway. I assume EST means
11 estimated allocated reserves? Do you know what
12 that is?

13 A You have to ask KC.

14 Q I have to ask KC?

15 A Yes, sir.

16 Q Net value?

17 A Same thing --

18 Q Ask KC?

19 A -- yes, sir.

20 Q Do you know when -- so turn to the next page,
21 Electric Summary One. It says sum of book cost.
22 Do you see that on the column?

23 A Yes, sir.

24 Q Do you know when the book costs would be set? Do
25 you understand my question?

1 A I think you're going to have to ask KC on that as
2 well. I don't know for sure.

3 Q So you don't know what book cost is at all?

4 MS. NEWTON: Objection to form.

5 A Again, I think you're going to have to ask him for
6 the definition of that because it's an accounting
7 term and that's handled by the property accounting
8 group.

9 Q Right. Do you have an MBA in finance?

10 A I do.

11 Q Y'all didn't talk about accounting in MBA school?

12 MS. NEWTON: Objection to form.

13 A We did.

14 Q What's your understanding in MBA school what book
15 cost meant?

16 MS. NEWTON: And, again, I'm going to object
17 to this as outside of the scope of the topics that
18 he's designated to testify upon.

19 MR. NICKLES: Fair enough.

20 A You're making me jog my memory for an engineer.

21 Q I got you.

22 A Book cost would be the cost -- it typically is
23 defined as the cost that an asset is put in
24 service as.

25 Q So like purchase price for whenever it was bought?

1 A It could be. It could be purchase price less
2 expenses to do it. It could be a whole litany of
3 variations to that. So you can't define it as one
4 without being all-inclusive.

5 Q Do you know what an estimated allocated reserve is
6 from your background in finance?

7 A No.

8 MS. NEWTON: Same objection on the scope of
9 the topics that he's designated to speak on today.

10 Q Does the book cost have anything to do with market
11 value?

12 MS. NEWTON: Same objection.

13 Q Current market value, I should say.

14 A No.

15 Q Is there any way that you're aware of where we
16 could extrapolate from the book cost to determine
17 what a current market value would be?

18 MS. NEWTON: Same objection.

19 A So is your question is there a method by which you
20 can value the properties listed here?

21 Q Yeah.

22 A So real estate activities would kind of drive you
23 to do comparable type of analysis. It would maybe
24 tell you to go and look at tax assessments, those
25 types of things. So I think using a typical real

1 estate model would satisfy that question.

2 Q What do you mean by "typical real estate model"?

3 A So how do you buy your home?

4 Q You're asking me?

5 A Yes, sir.

6 Q You look at comparable sales in the neighborhood,
7 right?

8 A Yes, sir.

9 Q So that's what you would do?

10 A So in the case of -- say, for example, you had
11 some interest in buying a piece of property and
12 you want to know whether or not you were paying a
13 fair price for it. What would you do? You'd go
14 and look at comps.

15 Q Right.

16 A Comparable sales. There you go. So we would do
17 something -- we would have to try to do something
18 similar to that. But it's -- there are -- let's
19 be specific now about what you're asking, because
20 how do you go seek comparable sales on a
21 transmission or distribution? Because you've
22 asked me on tab one. So how do you go seek
23 comparable sales for a substation with this
24 equipment? There's not a good way to do that, so,
25 you know.

1 Q Right, but --

2 A I really don't think the question applies to any
3 of those first tabs is what I would say.

4 Q And we don't really want it to apply to that.
5 What we're driving at is the things that aren't
6 related to the distribution or the transmission or
7 the generation of those other properties.

8 MS. NEWTON: Objection.

9 A So something that's nonutility would be what I'd
10 say comps, comparable sales, you know, assessments
11 that had been performed, appraisals, if you wanted
12 to go to the expense of getting an appraisal.

13 Q So SCANA pays taxes on all these properties, I
14 assume? Is that right?

15 MS. NEWTON: I'm going to object as outside
16 of the scope of the designated topics.

17 Q Do you know if SCANA pays taxes?

18 A SCANA pays property taxes, correct.

19 Q Do you guys have record of the property taxes that
20 you pay?

21 A I think they're published in the newspaper when we
22 do them, because we summarize them by county and
23 things like that. So, you know, annually the
24 company -- you know, have -- or there will be some
25 coverage as to how many -- you know, how much

1 property tax was paid by a county in the state.

2 Q Property tax is determined in part by the market
3 value of the property, right?

4 A An assessment typically, yes.

5 Q Does SCANA have records of what their properties
6 are assessed at by the relevant tax authorities?

7 A The tax department would. They would have what
8 their taxes are being assessed at. Let me
9 clarify. I mean they may be provided what the
10 assessment was and then here's where the taxes are
11 based off of those.

12 Q Sure. Is there anyone's job at SCANA to make sure
13 that the taxes are being charged or fair and
14 reflective of market value?

15 MS. NEWTON: Object to form and also object
16 to being outside the scope of the topics.

17 A Taxes are handled by some -- another department in
18 the company. It's not in my . . .

19 Q Who handles the taxes?

20 A I do not know.

21 MS. NEWTON: Same objection.

22 A So you'd have to ask somebody to give you a name.
23 I don't know in the tax department who to give you
24 a name on.

25 Q You don't have any friends in the tax department?

1 A Well, I did, but they retired.

2 Q What about plats for all the properties listed,
3 would SCANA have records of that?

4 A I'm trying to make sure I answer this right. I'm
5 not going to say -- if a plat's not in our file,
6 then it's obtainable, let's just say that. If you
7 need us to obtain a plat, we can obtain a plat.

8 Q As part of your job as the land manager, do you
9 know the current fair market value of the
10 properties under your domain?

11 A Define fair market value.

12 Q What a willing buyer and a willing seller would
13 agree to exchange a property for.

14 A And typically, fair market value is given to you
15 by a licensed appraiser. And we don't have
16 licensed appraisers in the company. So the answer
17 to your question is no because we have not had
18 every property appraised.

19 Q So as a land manager, if you were going to be
20 involved in selling a property, you would hire an
21 appraiser?

22 A Yes, sir. If there was a decision made to sell
23 property, we would typically obtain an appraisal
24 so that we would understand fair market value
25 versus just what we try to estimate value at.

1 Q If you were just going to estimate the value, tell
2 me how you would do that. Like we talked about
3 earlier?

4 A Same way we talked about earlier --

5 Q Just look at comps?

6 A Yes, sir. We would make an effort to compare
7 other sales for similar and like properties.

8 Q Is it the same process for commercial property
9 versus -- I guess there's not a lot of residential
10 property that SCANA would hold, is there? It's
11 all commercial, basically?

12 A Go ahead, ask me. Ask me.

13 Q Is the process for determining fair market value,
14 for your estimation purposes, is it the same for
15 commercial property versus a residential property?

16 MS. NEWTON: Object to form.

17 A So we would not go through the same process as an
18 appraiser. For example, we're not going to --
19 there's different methods they'll use to arrive at
20 an official appraisal. So we're not going to go
21 to that degree. Our level would be, again,
22 comparable sales trying to get as close a
23 comparison in the area as well as to the size to
24 the, you know, characteristics of what's being
25 sold. Is that fair enough? I'm not trying to

1 split an atom with you.

2 Q Yeah.

3 A I'm just trying to say, I mean, we don't follow
4 the same exact process as an appraiser because
5 we're not appraisers. And so we don't have
6 anybody licensed to do that.

7 Q So it's the tax department that's in charge of
8 paying the property taxes? Did you say "yes"?

9 A Yes. And our department pays some nonutility
10 taxes.

11 Q Why is that versus why wouldn't the tax division
12 do it?

13 MS. NEWTON: I'm going to object again. It's
14 outside the scope of the topics.

15 A So for a very limited number of properties that
16 are typically just parcels.

17 Q What does that mean?

18 A No structures, for the most part.

19 Q Do you know how much property tax your department
20 paid last year?

21 A I do not know off the top of my head, no, sir.

22 MS. NEWTON: Same objection.

23 Q How many properties are we talking about that your
24 department handles?

25 A Limited. I mean, it's not a big number at all.

1 Q Give me a number. Estimate is fine.

2 MS. NEWTON: Same objection.

3 A There you go. I'll give you an estimate of less
4 than 100, by far.

5 Q Less than 100 parcels?

6 A Yes. I'd go so far to say it's less than 50. But
7 I don't know off the top of my head.

8 Q And you said those are unimproved lands?

9 A Nonutility classified property.

10 Q Are those the lands around Lake Murray?

11 A Some might be.

12 Q Where else would they be?

13 A I'd have to look at a list to tell you. I mean,
14 they're just scattered about.

15 Q So other than your department, which I understand
16 pays property taxes, and the tax department, which
17 I understand pays property taxes, are there any
18 other departments that pay property taxes?

19 MS. NEWTON: Same objection, it's outside the
20 scope of the topics.

21 A I'm not aware; I can say that.

22 Q Do you know if there is a practice that SCANA has
23 to give long-term employees a first option to buy
24 property at Lake Murray?

25 MS. NEWTON: Same objection, it's outside of

1 the scope of the topics.

2 A No.

3 MR. RICHARDSON: No, you don't know or no?

4 A Ask your question.

5 Q No, you don't know or no, that's not a practice?

6 A You asked me did I know of a practice? No.

7 Q Okay.

8 A Is it a practice? No.

9 Q No to both?

10 A Yes, sir.

11 Q Not a practice. Do you know how these properties
12 are included in SCANA's financial statements?

13 MS. NEWTON: I'm going to object as he's not
14 been designated to discuss that topic.

15 A No.

16 Q Does SCANA own property outside of the state of
17 South Carolina?

18 A They do.

19 Q Do you know what entities?

20 A I know Public Service of North Carolina does.

21 Q Public Service of North Carolina?

22 A Yes, sir. It's -- we refer to it as PSNC.

23 Q What did they do?

24 A Gas distribution. So SCE&G, South Carolina
25 Electric & Gas -- in the state of South Carolina,

1 SCE&G delivers or distributes gas to retail
2 customers. Very similarly, PSNC delivers gas in
3 North Carolina. So a very -- almost exact model,
4 but it's all related to gas operations.

5 Q I take it that property is not included in this
6 spreadsheet?

7 A It is not.

8 Q This is only South Carolina property?

9 A Yes, sir.

10 Q In what states does the Public Service Company of
11 North Carolina own property?

12 A I can't say off the top of my head. I could
13 provide that information for you. I don't want to
14 represent that it's only in North Carolina because
15 they may hold property in South Carolina, I'm not
16 sure.

17 Q So this is not -- well, then help me understand
18 because I thought this spreadsheet was everything
19 in South Carolina?

20 A That may be and I just answered my own question
21 then.

22 Q So how did you answer your own question?

23 A Because this is all inclusive for South Carolina.

24 Q So there could be lands in here that are owned by
25 PSNC?

1 A And I would tend to believe there's none in South
2 Carolina. Where I would lose track is if it got
3 close to the state line, and if the gas line had
4 to geographically follow some contour that brought
5 them a right-of-way or something. And I'm not
6 very intimate with their -- you know, their
7 pipeline configuration.

8 Q So SCANA could provide a spreadsheet similar to
9 this one with properties from North Carolina --

10 A Yes.

11 Q -- Georgia?

12 A Yes.

13 Q Any other states that the SCANA --

14 A I'm not aware of any.

15 Q Not aware of any outside of Georgia, South
16 Carolina, North Carolina --

17 A Right.

18 Q -- those are the three states where SCANA owns
19 properties?

20 A Correct.

21 Q As part of your job as land manager, you said
22 there was a forestry part to it. Is that right?

23 A Yes.

24 Q What does that mean?

25 A So, for some nonutility properties, we harvest

1 timber off the property.

2 Q Okay. Do y'all hire loggers to do that?

3 A Uh-huh. Correct.

4 Q Is there a buffer zone around Lake Murray?

5 MS. NEWTON: Object to form.

6 A Lots of different buffers.

7 Q Is there vegetation buffer? Is that right?

8 A Yes. Depends on age of property and depends on
9 other characteristics, so I don't know that all
10 the characteristics apply across every property
11 around the lake.

12 Q Will you tell me what you know about buffers
13 around Lake Murray?

14 A So there's a project line and there's a vegetation
15 buffer line to where you can't develop down below
16 that.

17 Q You can't develop down. So between I guess the
18 water line going up onto the land there's a
19 vegetation buffer?

20 MS. NEWTON: Object to form.

21 A Not necessarily the water line because the
22 waterline technically could be in the vegetation
23 buffer, depending on how somebody maintained their
24 shoreline. So if they didn't maintain it, you
25 know, the water could be in the property where if

1 they had maintained it, it wouldn't be in their
2 property.

3 Q What's the reason for the buffer?

4 MS. NEWTON: Object to form.

5 A I'm not related to the FERC license. I don't have
6 anything to do with the license. That's a -- I'm
7 not related to why that buffer exists. I don't
8 manage that.

9 Q Is that SCANA owned property, though, in the
10 buffer zone?

11 A Not necessarily. You may own property, but
12 there's a vegetation buffer that you own; you just
13 can't do certain things within that buffer.

14 Q I see. So SCANA can sell -- if they do own
15 something that's in the buffer zone, they can
16 still sell that to somebody else?

17 A As long as it doesn't go beyond the boundary line
18 of the project, which is what FERC classifies as
19 the line of the lake.

20 MS. NEWTON: And that's a late objection to
21 form on that question.

22 Q Explain to me that project line thing.

23 A So there's an elevation at which the company is
24 licensed to operate the water level.

25 Q Right.

1 A And so, for example, we couldn't allow somebody to
2 buy or build something that would be inside of
3 that project boundary line.

4 Q Right.

5 A So, for example, if we allow the lake elevation,
6 the water elevation, to come to a certain level
7 and you had decided to buy a piece of property
8 adjacent to the lake and you decided to build,
9 that might flood your property out.

10 Q Right.

11 A So there's -- you know, so there's an elevation
12 and may see on the news lake levels. Those are
13 based on elevations. And so, in turn, the
14 boundary line is based off what the company is
15 licensed to operate the lake at.

16 Q So there's basically a certain height to the lake
17 that SCANA is allowed to I guess fill the lake up
18 to?

19 MS. NEWTON: Object to the form.

20 A Correct.

21 Q And that's the project line?

22 A That's how it would be derived.

23 Q So after that project line, after that is the
24 buffer?

25 A In some cases, yes; in some cases, no. Because

1 some properties are grandfathered into a non-
2 vegetation zone, so you may own a piece of
3 property on a certain part of the lake that there
4 is no vegetation buffer.

5 Q So the vegetation buffer is a later added
6 regulation --

7 A Restriction, right.

8 Q -- at some point? Do you know when that came in
9 to be?

10 A I'm not. I'm not responsible for lake management.
11 That's a generation function.

12 Q So there's some parcels that have the vegetation
13 buffer and there are some parcels that don't?

14 A I think it's fair to represent that, yes.

15 Q But there's nothing unique to the buffer zone to
16 SCANA?

17 MS. NEWTON: Object to form.

18 A No.

19 Q No, okay. You understand my question?

20 A Uh-huh.

21 Q Okay. So some SCANA properties around the lake
22 may have vegetation zones and some don't,
23 potentially?

24 A Correct.

25 Q So if I looked at a plat and it said Joe Smith

1 owns this land around the lake and there's a
2 vegetation buffer, he still owns -- Joe Smith
3 would own the vegetation buffer?

4 A He could.

5 Q It's restricted to his ability to develop that
6 part?

7 A He could. There would be restrictions on the
8 vegetation buffer.

9 Q Do you know where the lands that SCANA owns around
10 Lake Murray would be included in the spreadsheet?

11 A The lands that who owns?

12 Q SCANA or any -- when I say SCANA, I mean all of
13 the --

14 A Subsidiaries.

15 Q -- subsidiaries, yeah.

16 A Do I know where they're at in the spreadsheet?

17 Q Yeah.

18 A I couldn't point out every one of them, no, sir.
19 We would have to go back and do research to tell
20 you which ones are adjacent to the lake.

21 Q If it was a undeveloped parcel, where would it be
22 in the spreadsheet?

23 A It could be in different classifications.

24 MS. NEWTON: I'm going to object again just
25 to note for the record that he's not here to

1 testify about classification. That's another
2 deponent.

3 MR. NICKLES: Okay.

4 MR. RICHARDSON: Is that KC?

5 MS. NEWTON: That's correct?

6 BY MR. NICKLES:

7 Q Let me ask you to turn to the common summary tab
8 page three. And so I understand your
9 understanding of the common summary was that these
10 are properties that are necessary to the
11 generation and delivery of power to customers,
12 correct?

13 A I said in some cases.

14 Q Okay, in some cases. So, in some cases, they're
15 not?

16 A Correct. They may not be directly related to
17 operations.

18 Q Is there any way y'all could produce a spreadsheet
19 like this where it excludes those items that are
20 directly related to operations?

21 A I could ask. I think you would get that based off
22 of -- I think the right way to ask that question
23 would be to seek the accounting classification,
24 which you've got.

25 Q Which I have. So the accounting classifications

1 are what? The numbers at the end of the --

2 A No. You referred to them as like electric
3 summary, gas summary, common, utility nonregulated
4 and nonutility. Those are the classifications
5 that they apply to those.

6 Q Well, let me ask you this way. So Pine Island
7 Club, for example, is on the common summary.

8 A Yes.

9 Q And Pine Island Club is an event space, basically,
10 right, for employees?

11 A Correct.

12 Q So my confusion is why is it included in the
13 common summary if it's basically an events space?

14 MS. NEWTON: Again, I'm just going to object
15 here that he's not here to testify on
16 classification.

17 A I don't classify the property, so that's outside
18 of my responsibility.

19 Q But you agree that it's not necessary to the
20 generation of power or delivery to customers?

21 MS. NEWTON: Object to form.

22 A I could split an atom with you, but . . .

23 Q Sure, I'd love for you to try to. So Pine Island
24 Club is not necessary for delivery of power to
25 customers.

1 MS. NEWTON: Object to form.

2 Q Same question on the Sand Dunes Employees Club.

3 It's an event space, right?

4 A It's not a generation club -- not a generation
5 plant. It's not a distribution or transmission
6 related piece of infrastructure.

7 Q Do you know why it would be in the common summary?

8 A I do not.

9 MR. RICHARDSON: Is that a KC question?

10 MS. NEWTON: So KC Coffey will be designated
11 on topics related to classification and accounting
12 issues.

13 MR. NICKLES: Let's go off the record for
14 just a few minutes.

15 (Off the Record)

16 MS. NEWTON: We were just noting that to the
17 extent you're going to ask him questions about
18 appraisal values, potential deals, pending deals,
19 those types of questions, we are going to
20 designate as highly confidential pursuant to the
21 protective order in place in this action. We also
22 are going to reserve the right to review the
23 transcript after for other confidentiality
24 designations. I believe we have seven days to do
25 so under the order. So we'll be reserving that

1 right as well.

2 MR. NICKLES: We'll mark that as an exhibit.

3 (Whereupon, Land Management Summary was
4 marked Exhibit No. 4 for
5 identification.)

6

7 BY MR. NICKLES:

8 Q Barry, have you seen Exhibit No. 4 before?

9 A I have.

10 Q Can you tell me what it is?

11 A It is titled Land Management Summary and looks
12 like a summary of properties with estimated sales
13 prices with some with appraisal amounts.

14 Q Do you know who created this document?

15 A An admin person created it.

16 Q Is that someone working for you?

17 A In our group, yes.

18 Q They created it at your direction?

19 A They created it. Yes, fair enough.

20 Q And it's a list of properties that SCANA is
21 intending to sell?

22 A No.

23 Q Okay. What is it?

24 A It's a list of properties that we made an attempt
25 to see where -- what the estimated price -- if we

1 thought it would -- let me state this right. List
2 of properties where we wanted to look at what the
3 estimated sales prices would be.

4 Q Why did you want to do that?

5 A To understand maybe what our current estimate of
6 values are.

7 Q And why would you want to know that?

8 A Because we're in the real estate group.

9 Q So the real estate group, y'all want to know what
10 the market value is of all your properties?

11 MS. NEWTON: Object to form.

12 A No.

13 Q So what makes these special?

14 A In some cases, they were vacated, they no longer
15 serve an operational purpose.

16 Q Okay. So some are vacated.

17 A So, for example, 141 Meeting Street, our company
18 announced, I think 2015ish, sometime in that -- we
19 closed down the office there. There were no more
20 business functions in the office and the direction
21 was given to sell the property.

22 Q Am I correct that the county on 141 Meeting Street
23 should be Charleston County?

24 A Yeah.

25 Q I didn't think Richland was so lucky to have that

1 type of property valuation here. Okay, so 141
2 Meeting Street, y'all have ceased operational
3 functions there?

4 A Yes.

5 Q That's why you wanted to sell it?

6 A Yes. Same would be for Aiken Business Office. We
7 announced -- the company announced we were closing
8 that office in, I don't remember what year, but we
9 vacated operations there and so direction was
10 given for us to sell it.

11 Q Do you know why it hasn't sold yet?

12 A Market conditions would be my guess. Supply and
13 demand, maybe no demand for that type of property.
14 Utility properties are unique, so . . .

15 Q What about the Otarre Properties?

16 A Otarre.

17 Q Like the computer game?

18 A No, it's not that. My understanding it is the
19 name of -- name that came from folks there in
20 history. There's a very -- I think there's some
21 historical significance to the area.

22 Q I didn't think it was really named after the
23 computer game.

24 A I understand.

25 Q I was just phonetically trying to pronounce it.

1 A No, you're fine.

2 Q So what's going on with those properties?

3 A So Otarre is referred to some of the land that is
4 adjacent to our Cayce corporate headquarters.

5 Q Is that vacant land?

6 A Vacant, correct.

7 Q Are there any operational functions going on in
8 any of these properties?

9 A You want to ask me one specifically or -- I'm
10 looking. So I can't answer that straightforward,
11 so let me give you an example.

12 Q Sure.

13 A Because I'm not fencing with you; I'm not trying
14 to. So anyway, so Shakespeare Road, for example,
15 there is nobody sitting at Shakespeare Road.
16 However, our security group came to me and said
17 could we perform some type of exercise out there.
18 So when you ask me is it not being used, it's not
19 used daily, but in some cases if it's for sale, so
20 I'm just -- I'm not trying to dodge it, but there
21 are variations to the answers.

22 Q It's available to be used by SCANA at its
23 discretion?

24 A That's correct. That's fair enough. And it's
25 being marketed for sale as well. So it's being --

1 it's listed for sale right now.

2 Q If Shakespeare gets sold, you can do those
3 exercises somewhere else?

4 MS. NEWTON: Object to form.

5 A Yes, sir, I guess it would have to be. Or they
6 wouldn't get performed.

7 Q Or you could rent a space?

8 A Yeah, that's right. We would have to rent
9 something.

10 Q Did you guys hire an outside firm to do appraisals
11 on these properties?

12 A Yes, sir.

13 Q Who was that outside firm?

14 A I don't know the names off the top of my head.

15 Q You don't know any of them?

16 A I do not.

17 Q Do you know when the appraisals were done?

18 A They varied in time. So, you know, if -- let's
19 see here. So they varied in time. I would say

20 all within the last five years, that have an
21 appraised amount shown.

22 Q Do you know how the estimated basis is determined?

23 A Property accounting would have to tell you that.

24 That number comes from property accounting.

25 Q And that's like a tax basis?

1 MS. NEWTON: I object to outside of the
2 scope.

3 A Again, I would ask them to tell you that.

4 Q What about estimated sales price, how is that?
5 Did you have anything to do with determining that?

6 A The comps, like comparable sales, assessments, you
7 know, just kind of --

8 Q That's your nonprofessional appraisal?

9 A Correct. That's right.

10 Q And you would have done those estimated?

11 A A group of folks may have done it. So if you see
12 something listed in the appraisal amount column,
13 it had a licensed appraisal, yes, sir.

14 Q And the estimated sales price is the unlicensed --

15 A Just the institutional. Yeah, unlicensed attempt
16 to estimate value, yes, sir.

17 MS. NEWTON: Matt, we've been going a little
18 over an hour. Whenever you're in a stopping
19 point, if we can take a break, that would be
20 great.

21 MR. NICKLES: Okay. Let me just ask a couple
22 more questions just while we're on the topic.

23 MS. NEWTON: Okay.

24 Q There are some highlighted sales in here.

25 A Correct, the yellow.

1 Q Yeah, the yellow. Do you know who made those
2 corrections?

3 A Yes. The admin who made the mistake.

4 Q I won't put them on the spot. I've been that
5 admin more than a few times.

6 A So have I. So I tried not to . . .

7 Q All right.

8 MR. NICKLES: We can take a break.

9 (Off the Record)

10

11 BY MR. NICKLES:

12 Q So of the appraisals that are listed on the Land
13 Management Summary, do you have copies of those
14 appraisals?

15 A We do.

16 Q Have you requested any of these other properties
17 be professionally appraised?

18 A No.

19 Q On the estimated sales prices, what we discussed
20 as the I guess non-licensed appraisal, are there,
21 like a document that you have that says this is
22 what I think this is worth and why?

23 A No.

24 Q No? That's just --

25 A You got the document.

1 Q This is that?

2 A Yes, sir.

3 Q And that's from the admin person --

4 A Yes.

5 Q -- doing his or her Internet research?

6 MS. NEWTON: Object to form.

7 A Yes.

8 Q In terms of the ownership of the properties, do
9 you know what the plan is in the proposed merger
10 with Dominion?

11 A No, sir.

12 Q So you don't know who would be the owners of the
13 properties after any merger?

14 A No, sir.

15 MS. NEWTON: I'm going to object to the scope
16 because he's not designated to speak on that
17 topic.

18 Q Do you know if anyone at SCANA appraised the
19 properties listed in the spreadsheet, for example,
20 as part of the due diligence process in a merger
21 with Dominion?

22 MS. NEWTON: Same objection.

23 A No.

24 Q No one did that?

25 A No.

1 Q Is there any reason why the fair market values of
2 all the property that SCANA owns wouldn't be
3 important to know in a merger?

4 MS. NEWTON: Object to form and outside of
5 the scope.

6 A Repeat your question.

7 Q Do you agree it would be important for SCANA to
8 know how much its properties are worth if it's
9 going to sell itself?

10 MS. NEWTON: Same objection.

11 A That's a question for somebody who handles
12 accounting.

13 Q So we discussed earlier that the spreadsheet
14 contains land and structures nongeneration and
15 transmission, but that it includes distribution,
16 right?

17 A Yes, sir.

18 Q And distribution is that last leg of the journey
19 of the electricity to peoples' houses or
20 businesses?

21 MS. NEWTON: Object to form.

22 A Yes.

23 Q And you agree with me that something like Pine
24 Island isn't involved in that chain?

25 MS. NEWTON: Objection to form.

1 A It's not a specific component of the transmission
2 or distribution system.

3 Q You said specific component of transmission or
4 distribution system.

5 A Or generation system or metering station system or
6 SCADA system.

7 MR. RICHARDSON: What's that last one that
8 you said?

9 Q What was that last thing?

10 A Metering station, SCADA system --

11 Q What's SCADA?

12 A SCADA, Supervisory Control and Data Acquisition.

13 Q What's that?

14 A SCADA systems are typically defined as systems
15 where you can sit remotely and monitor the system.
16 So you may not be standing in a substation, but
17 you can sit remotely and understand what's going
18 on in a substation.

19 Q Right. And those could be located anywhere,
20 SCADA?

21 MS. NEWTON: Object to form.

22 A No.

23 Q So it has to be hooked up to the distribution line
24 or something that it's monitoring?

25 A Yes, it does because the field components have to

1 provide signal back to the system.

2 Q You said transmission, distribution, generation,
3 metering --

4 A Station.

5 Q Metering station?

6 A Yeah. That's like another telemetry item.

7 Q Can you tell me what a metering station is?

8 A The ability to give you like pressures.

9 Q Like gas?

10 A Correct.

11 Q And those would be in the gas tab?

12 A Yes, sir.

13 Q So other than transmission, distribution,
14 generation, metering, SCADA, anything else that's
15 directly in that chain of operations?

16 A No. There might be other components, but I'm not
17 in operations. So I'm giving you institutional
18 knowledge because I'm an electrical engineer.

19 MS. NEWTON: And I'm going to object again as
20 outside of scope to the extent we're talking about
21 classification.

22 A I'd love to talk all day long with you about
23 electrical systems.

24 Q So, for example, the Sand Dunes Club isn't one of
25 these things that you described? Transmission,

1 distribution, generation, metering and SCADA?

2 A Correct.

3 MS. NEWTON: I object to outside the scope.

4 Object to classification.

5 Q So could SCANA produce a list similar to what we

6 have here that excludes the transmission,

7 distribution, generation or metering or SCADA?

8 A You'd have to speak to someone about

9 classifications. I'm not the guy who classifies

10 the property.

11 Q The fellow you mentioned earlier, he's the

12 classifier of the properties?

13 A KC. He's in the accounting group.

14 Q The accounting group is the classifier of the

15 properties?

16 A Yes, property (inaudible), correct.

17 Q So those are accountants or do they have

18 electrical background like you?

19 MS. NEWTON: Objection to form.

20 A I don't know. They may be a -- I don't know.

21 Q I presume someone needs to tell the accounting

22 department that, hey, this is a distribution line

23 --

24 A Yes, sir.

25 MS. NEWTON: Object to form.

1 Q So who would those people be?

2 A The operational folks. Somebody in operations
3 would have to say this is operations or not
4 operations.

5 Q Yeah, I mean it's fair that all you guys need to
6 work together.

7 A Uh-huh.

8 MS. NEWTON: Objection to form.

9 Q Does anyone at SCANA know the fair market value of
10 these properties?

11 A I don't think so because I think if you define
12 fair market value as being derived by a licensed
13 appraiser, there is not a licensed appraisal of
14 the property.

15 Q What about like the non-licensed appraisals like
16 you provided me, is there a similar estimated
17 price for these properties listed in the
18 spreadsheet?

19 A I'm not aware.

20 Q Would that be in someone else's department?

21 A I don't think so. I mean, I think if somebody
22 asked, it would come to us and we've not been
23 asked to do that. But, again, you have to
24 understand some of the stuff that you're asking
25 about is operational property, and so we're not

1 going to be involved with that.

2 Q And the operational property, are those things
3 that we talked about earlier?

4 A Generation, transmission, distribution, yes, sir.

5 Q So if we said we wanted a list of nonoperational
6 properties --

7 A You have the --

8 Q -- it would be the understanding that it would be
9 --

10 A The nonutility property tab.

11 Q Right. But like we discussed under the common
12 tab, there is nonoperational property in that tab
13 too, correct?

14 MS. NEWTON: Object to form.

15 A Correct.

16 Q Other than going through the common summary one by
17 one, is there any way for you to tell me what the
18 nonoperational property would be?

19 A No, sir.

20 Q Is that something you could figure out if you just
21 looked at it?

22 A If you define what your request is, I'll be glad
23 to help you.

24 MS. NEWTON: I'm going to object. It's
25 outside the scope. Again, just based on he's not

1 here to testify about classification of property.

2 Q Can you turn to common summary, real quick.

3 A Which page?

4 Q Common summary page one.

5 A Okay, I'm there.

6 Q At the bottom of the page, the Charleston 141
7 Meeting Street, that's the same property that's
8 listed on the Land Management Summary?

9 A I would assume so, yes, sir.

10 Q And you would describe that as nonoperational, the
11 Charleston --

12 A No, sir, I would not.

13 Q You would not?

14 A It was operational when it was in service.

15 Q But currently it's nonoperational?

16 A Well, it was a utility property.

17 Q What do you mean by that?

18 A It was a common property, as I described that
19 earlier to you.

20 Q So which one of the categories would it have
21 fallen in? Transmission, distribution,
22 generation, metering or SCADA?

23 A It would have been a common property that several
24 operations were done out of there.

25 Q Like which one of these ones would it have fit

1 under?

2 A Maybe none of them.

3 MS. NEWTON: I'm going to object again as
4 outside of his scope for what he's testifying
5 today, in terms of classification.

6 Q Currently, what's going on there?

7 MS. NEWTON: Objection to form.

8 A It's in the process of being sold.

9 Q So what's going on there?

10 MS. NEWTON: Same objection.

11 A It's in the process of being sold. There's
12 nothing going on.

13 Q So you would still describe it as operational,
14 even though there's nothing happening?

15 A I can't speak to classification. When the
16 classifications change.

17 Q So on the Pine Island Club, did it change as well
18 or has it always been an employee club?

19 MS. NEWTON: Same objection as outside of the
20 scope related to classification.

21 A I don't know the answer to that.

22 Q To your recollection or to your knowledge, there
23 was no attempt to establish a fair market value
24 for SCANA's properties in conjunction with the
25 Dominion merger?

1 MS. NEWTON: Same objection as outside of the
2 scope.

3 A I don't know the answer to that.

4 Q You don't know?

5 A I don't know the answer to that.

6 Q That would be an operational person to ask that?

7 A I don't know.

8 Q You don't know who to ask?

9 A (Nonverbal response.)

10 Q On the land management summary, are all of these
11 properties, if they were sold, would it interfere
12 with SCANA's ability to deliver electricity or
13 power?

14 MS. NEWTON: Object to form.

15 A I don't believe so.

16 Q How were these listed properties on the Land
17 Management Summary selected?

18 A Mostly nonoperation -- mostly maybe operationally.
19 I'll just have to give you an example.

20 Q Sure.

21 A Aiken Business Office, the decision was made to
22 close the Aiken Business Office, so we -- the
23 decision was also given to sell the Aiken Business
24 Office. The operations at 141 Meeting Street were
25 no longer needed there. The office was closed and

1 so we were instructed to sell it.

2 Q So did someone provide this list of properties to
3 you or did you create the properties yourselves?

4 A So they would have evolved from just operational
5 situations.

6 Q I'm sorry, can you say that again?

7 A They would have evolved from just a business
8 situation, so I've described to you situations
9 where operationally we didn't need to be in an
10 office and, therefore, we closed the office.

11 Q So are you the person that makes the decision
12 whether or not to close an office?

13 A No.

14 Q Who makes those kind of decisions?

15 A Collaboratively, other folks in the company.

16 Q What divisions?

17 A I don't know the answer to that.

18 Q So did someone just say, hey, Barry, here's a list
19 of properties that we need you to give us a value
20 on and that's how this came to be?

21 MS. NEWTON: Object to form.

22 A No.

23 Q How did this come to be?

24 A Like I described to you earlier, we made an
25 attempt to estimate value for some of our

1 property.

2 Q So you told me why you selected the Aiken and the
3 141. Why did you choose to estimate the value of
4 the other ones --

5 MS. NEWTON: Object to form.

6 Q -- as opposed to, you know, some other properties?

7 A Just to understand current value.

8 Q Why was it important to understand the current
9 value of these as opposed to all these various
10 other ones?

11 A No particular reason.

12 Q So surely it wasn't just a random selection of
13 properties. You said let's just --

14 A And I gave you reasons why they weren't random.

15 MS. NEWTON: Object to form.

16 Q It's because they're not being used or what else?

17 A Not being used is not, you know, the complete
18 definition.

19 Q Right, because you explained the Shakespeare Road
20 site had a practice on it or something?

21 A Correct.

22 Q But otherwise, it's not being used day-to-day?

23 A Fair.

24 Q So these are not being used day-to-day?

25 MS. NEWTON: Object to form.

1 A That's incorrect.

2 Q So there are some properties on here that are
3 being used day-to-day, but you want to know how
4 much they are worth, correct?

5 MS. NEWTON: Object to form.

6 A We just wanted to understand estimated value.

7 Q And I want to know why you wanted to know what the
8 estimated value is.

9 A So to give you another example, so sometimes a
10 remote piece of property might, because of its
11 location, become more value based on the
12 surrounding development. And so I'll point you to
13 Franklin Branch. There's a property that we
14 decided to sell because it became a better higher
15 better use.

16 Q Franklin Branch, what is that?

17 A Is just a tract of land.

18 Q Just something in the forestry division?

19 A Yeah. It's a tract of land.

20 Q And there's been some development around the area,
21 so maybe it's worth more now?

22 A Yeah, that's exactly.

23 Q As potential commercial property versus forestry?

24 A I won't say commercial.

25 MS. NEWTON: Object to form.

1 Q It could be residential?

2 A Yeah, it could be a number of different things.

3 Q Is all the vacant land located in one particular
4 tab on the spreadsheet?

5 MS. NEWTON: I'm going to object as outside
6 of the scope based on classification.

7 A I don't know the answer to that.

8 Q Do you know where the Franklin Branch property is
9 located in the spreadsheet?

10 A It's a tract -- do I know where it's in the
11 spreadsheet?

12 Q Yeah.

13 A I do not.

14 Q What about the Shakespeare Road site, do you know
15 where that is?

16 A I do not know. It's a lot of pages.

17 Q I think I know where it is. I think it's on the
18 common summary page two. Let's take a look at
19 that real quick.

20 A Shakespeare Road?

21 Q Yes, sir. Common summary two, Columbia 6011
22 Shakespeare Road. It's like third from the top.

23 A Okay.

24 Q Is that the same one? I guess I should ask you
25 that.

1 A I'm not sure.

2 MS. NEWTON: I'll object again as to outside
3 of the scope related to classification.

4 Q So it could be; couldn't be. You just don't know?

5 MS. NEWTON: Same objection.

6 A Right.

7 Q South Assembly Ballpark property. I have it at
8 nonutility page three. It's about middle of the
9 page. Columbia Assembly and Ferguson STs next to
10 ballpark, do you know if that's the same thing?

11 MS. NEWTON: Same objection, outside of the
12 scope.

13 A I don't know.

14 Q Yeah, you weren't involved in the creation of
15 this.

16 A No, sir, I was not.

17 Q Could you give us a list of the nonoperational
18 property in North Carolina and Georgia?

19 A Somebody who's familiar with classifications
20 could.

21 Q They could do that? And y'all pay taxes in those
22 states too?

23 MS. NEWTON: Objection, outside the scope.

24 Q I presume?

25 A (Inaudible)

1 Q Yeah, there would be a record of that.

2 MS. NEWTON: Same objection.

3 A (Nonverbal response.)

4 Q You haven't seen the records?

5 A Correct.

6 Q But your department does have the tax records for
7 the lands that you talked about that are under
8 your --

9 A For a sample of them, yes.

10 MR. NICKLES: Let me go off the record just a
11 bit.

12 (Off the Record)

13 MR. RICHARDSON: Let me ask you. I mean, we
14 want to be sure we --

15 MS. NEWTON: I'm not here to testify either,
16 so, you know --

17 MR. RICHARDSON: I know. Well, that's why I
18 thought --

19 MS. NEWTON: I'll listen to your question.

20 MR. RICHARDSON: All right. And we're just
21 trying to find out how we define -- and I think he
22 has defined -- nonoperational properties is the
23 buzzword we should have used rather than
24 transmission and generation and --

25 MS. NEWTON: I mean, I think this is the

1 perfect -- let's have an offline conversation on
2 the phone about, you know, what -- you know, we've
3 offered to do this before and we'll do it again.
4 Let's talk about it then. I mean, you're free to
5 ask him questions within the scope of the topics
6 that we've already --

7 MR. RICHARDSON: Yeah, and that's why I went
8 offline. I wanted to have it in person rather
9 than on the phone, but I'll go outside and call
10 you if you want me to.

11 MS. NEWTON: Well, this isn't the time to do
12 that, but we can do it very soon and we'll set it
13 up. Give us a time that you're available.

14 MR. RICHARDSON: Okay. We'll have lunch and
15 then we'll talk.

16 MS. NEWTON: Okay.

17 MR. RICHARDSON: Okay. Yeah, let's go talk
18 just a minute.

19 MR. NICKLES: Let's go off the record. Thank
20 you.

21 (Off the Record)

22

23 BY MR. NICKLES:

24 Q On the 30(b)(6) topics Exhibit No. 1, is it
25 correct that you are here to testify as to topic

1 three?

2 A Yes.

3 Q So do you know the fair market value of the
4 properties listed in the spreadsheet exhibit, land
5 and structures?

6 A No, sir.

7 Q No, okay. So no one at SCANA --

8 A Can we go back and define that, fair market value?
9 Fair market value has to come from a licensed
10 appraiser.

11 Q Well, I would say fair market value is -- it can
12 come from a licensed appraiser.

13 MS. NEWTON: Objection.

14 Q Do you know the estimated value of all these
15 properties, let's say that?

16 A No.

17 Q Does anyone at SCANA know the estimated values of
18 these properties?

19 A I don't know the answer to that.

20 Q So it could be somebody that does?

21 A I don't know the answer.

22 Q So you don't know who the person responsible for
23 determining properties' fair market value in the
24 spreadsheet is?

25 MS. NEWTON: Objection to form.

1 A So fair market value involves somebody with a
2 license to appraise, and so there is nobody in the
3 company who has a license to appraise.

4 Q What about the estimated sales prices? That's an
5 admin that works for you that did that, right?

6 A Correct. And we talked about how those were run.

7 Q By --

8 A Comparable sales.

9 Q Comparable sales. Did you do it out on any other
10 estimated sales price on anything outside of --

11 A No.

12 Q -- this list, Exhibit No. 4?

13 A No.

14 Q Other than in your office, are there any other
15 divisions of the company that would estimate
16 market value the way that you did here?

17 A I don't know the answer to that.

18 Q I think you said earlier that you have access to
19 plats. It's just a question of us asking you for
20 one and you can find it?

21 A Yes, sir.

22 Q That would include all the properties on Exhibit
23 No. 4. You would have plats for all that?

24 A Yes.

25 Q For the properties listed in the spreadsheet, do

1 you know which properties would be included in the
2 rate base?

3 A No.

4 MS. NEWTON: And I'd object as outside of the
5 scope for which he is designated to testify on
6 today.

7 Q Do you know who would know the answer to that?

8 A Somebody in accounting, I would hope.

9 Q Likewise, accounting could tell us what the book
10 cost was or how they derived that?

11 A I would think so.

12 Q And the dates at which those were derived?

13 A Again, I would think so.

14 MR. NICKLES: That's all the questions I
15 have.

16 MS. NEWTON: I'd like to reserve the right to
17 read and sign.

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CERTIFICATE

Be it known that the foregoing
Deposition of BARRY MCDONALD was taken by Jennifer L.
Thompson, CVR-M;


That I was then and there a notary
public in and for the State of South Carolina-at-Large;

That the witness was sworn by me or
administered an oath of affirmation to testify the
truth, the whole truth, and nothing but the truth,
concerning the matter in controversy aforesaid;

The foregoing transcript represents
a true, accurate and complete transcription of the
testimony so given at the time and place aforesaid to
the best of my skill and ability;

That I am not related to nor an
employee of any of the parties hereto, nor a relative
or employee of any attorney or counsel employed by the
parties hereto, nor interested in the outcome of this
action.

Witness my hand and seal this 6th day of
November 2018.



Jennifer L. Thompson, CVR-M

Notary Public for South Carolina
My Commission Expires: August 14, 2019

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1 DEPOSITION ERRATA SHEET

2 In the matter of: Richard Lightsey, et al. vs. SCE&G,
3 et al.

4 Deponent: Barry McDonald

5 Date of Deposition: 10/31/18

6 - - - - -

7 DECLARATION UNDER PENALTY OF PERJURY

8 I declare under penalty of perjury
9 that I have read the entire transcript of
10 my Deposition taken in the captioned matter
11 or the same has been read to me, and
12 the same is true and accurate, save and
13 except for changes and/or corrections, if
14 any, as indicated by me on the DEPOSITION
15 ERRATA SHEET hereof, with the understanding
16 that I offer these changes as if still under
17 oath.

18 Signed on the _____ day of
19 _____, 20__.

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22 BARRY MCDONALD

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STATE OF SOUTH CAROLINA)
)
COUNTY OF HAMPTON)
)
Richard Lightsey, LeBrian Cleckley,)
Phillip Cooper, et al., on behalf of)
themselves and all others similarly)
situated,)
)
Plaintiffs,)
)
v.)
)
South Carolina Electric & Gas)
Company, a Wholly Owned)
Subsidiary of SCANA, SCANA)
Corporation, and the State of)
South Carolina,)
)
Defendants,)
)
South Carolina Office of Regulatory)
Staff,)
)
Intervenor.)
_____)

IN THE COURT OF COMMON PLEAS

CASE NO.: 2017-CP-25-335

EXHIBIT NO. #1
WITNESS: [Signature]
DATE: 10-3-18
THOMPSON COURT REPORTING INC.

**NOTICE OF DEPOSITION OF
BARRY MCDONALD, AS 30(b)(6) WITNESS,
AND INDIVIDUALLY**

**TO: MANTON M. GRIER, JAMES Y BECKER, AND JONATHAN R. CHALLY,
ATTORNEYS FOR DEFENDANT:**

YOU WILL PLEASE TAKE NOTICE that the undersigned in the above captioned action will take, pursuant to Rules 30 and 30(b)(6), South Carolina Rules of Civil Procedure, the oral testimony of witness, Barry McDonald, on October 31, 2018 beginning at 10:00 a.m., at Haynsworth Sinkler Boyd, PA 1201 Main Street, Suite 220, Columbia, South Carolina 29201, before a notary public or such other officer authorized by law to give oaths and take deposition. This notice shall cover the testimony of Mr. McDonald individually, as well as his testimony as the designee of record for the following topics:

1. All the real estate not associated with power generation and/or transmission that is owned by SCANA, SCE&G or any of their parent, sister or subsidiary companies.
2. The book value of the properties identified in response to Topic #1, and how those values are included in the financial statements of SCANA, SCE&G, and any related entities.
3. The fair market value of the properties identified in response to Topic #1, and the identity of the person responsible for determining the properties' fair market value.
4. The location of all plats, deed, maps associated with the properties identified in response to Topic #1 and the identity of the persons responsible for maintaining such records.
5. Describe what will happen to the properties identified in response to Topic #1 in the proposed merger with Dominion Energy, including who is going to end up as owner of the properties.

The oral examination will continue from day to day until completed. You are invited to attend and cross examine the witness. This deposition is being taken for the purpose of discovery, for use at trial, or for such other purposes as are permitted under the South Carolina Rules of Civil Procedure in such cases.

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CERTIFICATE OF SERVICE

I do certify that a copy of Plaintiffs' Notice of Deposition of Barry McDonald was served upon counsel of record by e-mail, a true and accurate copy thereof on this 16th day of October, 2018.

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Traci Clark

UNITED STATES OF AMERICA
BEFORE THE
FEDERAL ENERGY REGULATORY COMMISSION

EXHIBIT 102
WITNESS: M. J. Donald
DATE: 10-31-18
THOMPSON COURT REPORTING INC.

Dominion Energy, Inc.) Docket No. EC18-___-000
SCANA Corporation)
South Carolina Electric and Gas Company)

JOINT APPLICATION FOR APPROVAL
UNDER SECTION 203 OF THE FEDERAL POWER ACT
AND REQUEST FOR WAIVERS AND CONFIDENTIAL TREATMENT

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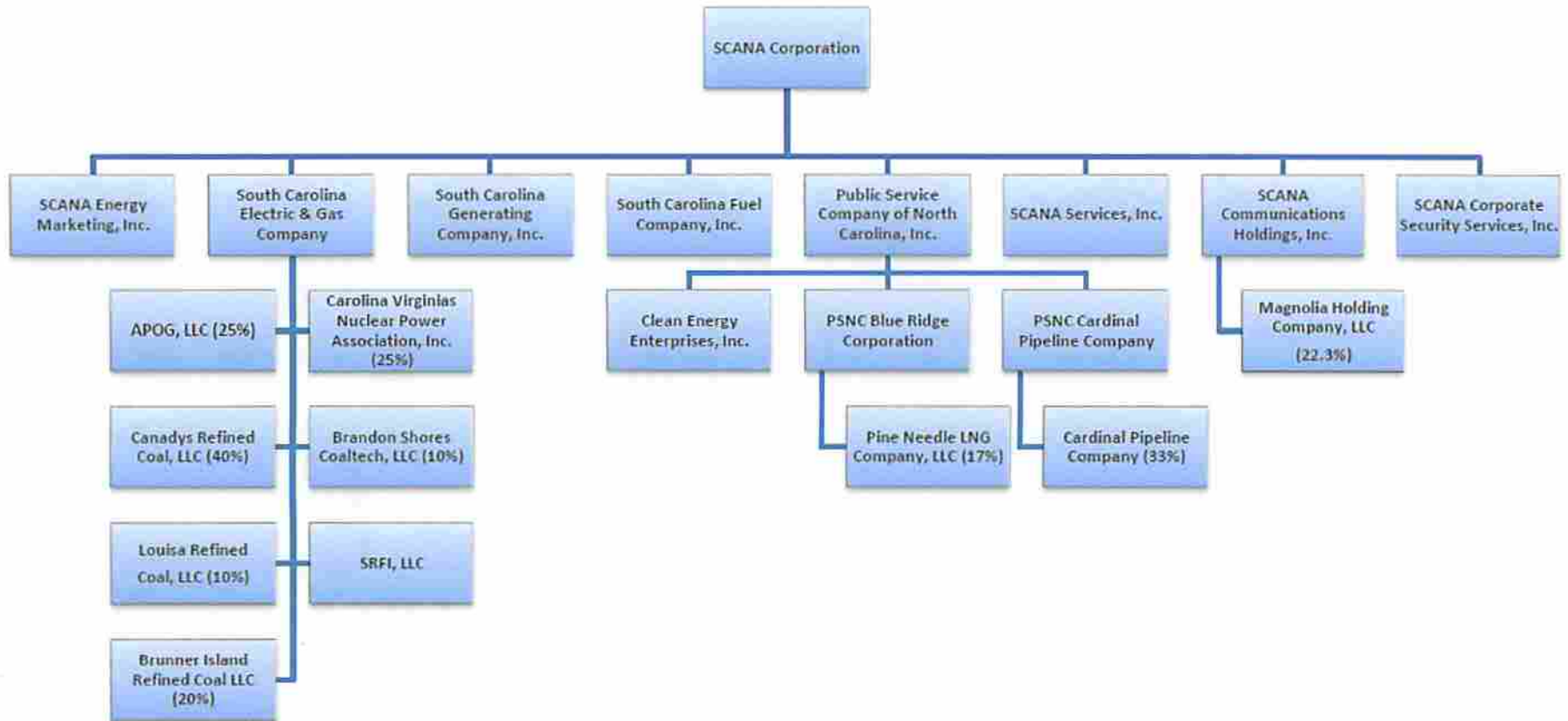
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February 23, 2018

Exhibit C-1 – SCANA Corporation Organizational Chart
(All subsidiaries are 100% owned unless otherwise indicated)



In addition to the entities listed above, SCE&G has an interest in two entities that are no longer utilized and are in the process of dissolution. The entities are SC Coaltech No. 1, LP (SCE&G 40% interest) and Coaltech No. 1, LP (SCE&G 25% interest), and both were incorporated in Delaware and registered to do business in South Carolina. Both entities have been dissolved in Delaware and are in the process of cancelling the entity registrations in South Carolina.

Additionally, SCANA Corporation and SCE&G have interests in the following nonprofit organizations: SCE&G Foundation, Inc., formerly SCANA Summer Foundation, (SCANA Corporation 100% interest); SCANA Employee Good Neighbor Fund (SCANA Corporation 100% interest); Otarre Property Owners Association, Inc. (membership comprised of SCE&G and all property owners in Otarre development); and South Carolina Electric & Gas Project Share (SCE&G 100% interest).

EXHIBIT 3 - REMOVED DUE TO CONFIDENTIALITY

EXHIBIT 4 - REMOVED DUE TO CONFIDENTIALITY