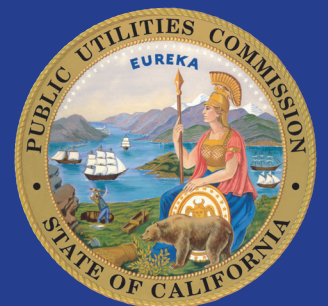




Year 2009 Utility Procurement of Goods, Services and Fuel from Women-, Minority-, and Disabled Veteran-owned Business Enterprises



September 2010



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EXECUTIVE SUMMARY

This is the California Public Utilities Commission's (CPUC) 24th annual Report to the Legislature, pursuant to Public Utilities (PU) Code Section 8283, on progress reported by utilities in procuring goods, services, and fuel from women-, minority-, and disabled veteran-owned business enterprises (WMDVBEs).

PU Code Section 8283 requires CPUC-regulated gas, electric, telephone, and water utilities, and their regulated subsidiaries and affiliates, with gross annual revenues exceeding \$25 million, to submit annual verifiable plans for increasing procurement from WMDVBEs. The cable companies do not participate in the program. The CPUC is responsible for verifying the status of WMDVBE applicants, reporting results of the program, and making recommendations to achieve maximum results in implementing legislative policy.

GO156 is not just a government program, but is engrained in the supply chain of utilities and carriers, proving that social infrastructure produces not only profits but also a sound physical infrastructure.

PU Code Section 8283 mandates that the CPUC submit its report on September 1 of each year. General Order (GO) 156 requires each utility to establish goals for utility purchases of services, goods, and fuel as a percentage of total procurement from WMDVBEs. The goals are 15 percent, 5 percent, and 1.5 percent for minority-owned, women-owned, and disabled veteran-owned businesses, respectively.

Utility spending on WMDVBE procurement increased from \$3.47 billion in 2008 to \$4.27 billion in 2009, *an increase of 23.05%*. There also was an increase as a percentage of total utility procurement, amounts from WMDVBE firms increased from 13.19% in 2008 to 16.72% in 2009.

These increases are noteworthy, particularly during a sluggish economy. It demonstrates that GO156 is not only a government program, but has become part of the culture in the supply chain of utilities and carriers. However, further work remains in that the GO156 goal of 21.5% has never been met on a collective basis; that is, our traditional six¹ continue to surpass the goal while the wireless companies continue to not meet their goals resulting in the collective number being well below the 21.5% goal. Namely, AT&T wire line, Sempra Utilities², and Verizon wire line were all above 30% procurement from

¹ Traditional six large utilities are PG&E, SoCalGas, SDG&E, AT&T wire line, Verizon wire line, and Edison.

² Southern California Gas Company (SoCalGas) and San Diego Gas & Electric Company (SDG&E)

WMDVBE firms. On the other hand, AT&T wireless and Verizon wireless are both well below 10% in procurement, while Sprint is a little better at about 14% in procurement.

Major program accomplishments and significant developments for the CPUC's Utility Supplier Diversity Program include:

- In 2009 the CPUC completed the streamlining of its certification process and set a goal for itself to increase the number of suppliers in the database by 20 percent. The certification process has been simplified in order to make the application and verification more efficient and user-friendly. The following improvements have been implemented:
 1. Streamline the application and verification process for Women Business Enterprises and Minority Business Enterprises ("WMBEs") already certified by national verifying organizations, in particular the National Minority Supplier Development Council ("NMSDC") and the Women's Business Enterprise National Council ("WBENC").
 2. Institute a "Fast Track" application and verification process for very small businesses.
 3. A reduction to the documents required for verification.
 4. Create an online application.

As a result, our certification process has been shortened to between seven to ten days, and in some cases to two to three days if the diverse supplier has the appropriate information readily available. We also exceeded our goal and expanded the database by 32%; now with over 6,300 certified suppliers as opposed by 4,770 in 2008/09.

- In 2009 the Commission also initiated a rulemaking to review the impact of GO156 and its success in encouraging Commission-regulated utilities to seek the full and fair participation of women, minority, and disabled veteran-owned business enterprises in their private procurement programs. The scope of the rulemaking is to consider whether to amend GO156, established over 20 years ago, and if additional actions or measures would be useful in bringing to the participating companies and their ratepayers or customers the benefits of expanding the number of suppliers, encouraging competition, and promoting economic efficiencies. The rulemaking will examine where supplier diversity gains have been achieved, the reasons behind low gains in some procurement areas, strategies for improvement, and if the changing nature of the energy, communications, and water markets affords opportunity for the Commission to encourage development of diverse suppliers in new procurement areas. A Commission decision is expected by the end of 2010.

- The CPUC held its seventh Full Panel hearing in October 2009, and will hold its eighth hearing on October 12, 2010, regarding the supplier diversity program and diversity issues. High-level executives and representatives from industry, government, and other interested parties (CEOs, Commissioners, etc.) are expected to attend.
- The Commission continues to expand its efforts in the areas of legal and financial services, areas of spending that are traditionally underrepresented in WMDVBE procurement. After a continued focus on these areas at the October 2009 Full Panel Hearing, the utilities' procurement levels in both areas have increased in the past year. Specifically, legal spending on WMDVE firms by the traditional six utilities increased from \$15.8 million in 2008 to over \$23 million in 2009, and financial services spending increased from \$1.6 million in 2008 to \$3.6 million in 2009. Due to the Commission's continued leadership and encouragement, both the utilities and WMDVBE vendors are regularly hosting outreach events to attract and match potential new vendors to increase utilization of diverse legal and financial service firms.
- The Commission continues its initiative to better understand the unique characteristics of the traditionally underrepresented Disabled Veteran Business Enterprise (DVBE) community. Through a series of outreach meetings with veteran organizations and the utilities, the Commission and the California Utilities Diversity Council (CUDC) held quarterly meetings with the goal of enhancing procurement opportunities for DVBEs. To underscore this effort, the Joint Utilities Workshop on DVBE Utilization conducted outreach to over one thousand DVBEs for the purpose of updating the business profiles of disabled veteran businesses.
- The Commission hosted two Small Business Expos throughout the state in 2009 and participated in many others. The Expos matched small businesses and diverse vendors to utility procurement personnel. A representative of the Commission's WMDVBE certification clearinghouse operator attended many of these expositions.
- The Commission continues to work with the CUDC, National Utilities Diversity Council, community-based organizations, and business organizations, such as chambers of commerce, to promote the goal of WMDVBE development in California.
- A new clearinghouse operator was chosen after an extensive RFP (Request for Proposal) process. The new operator is PRWT, based in Los Angeles. The selection was made by

representatives of the participating utilities with Commission staff serving to monitor the process.

OVERVIEW OF 2009 SUPPLIER DIVERSITY PROCUREMENT

Total utility WMDVBE procurement for 2009 was \$4.27 billion – a 23.05 percent increase from the \$3.47 billion reported in 2008. Of the \$4.27 billion for 2009, the results show:

| Category | Procurement Amount | Percentage Achieved | Goal |
|-----------------|---------------------------|----------------------------|-------------|
| MBE | \$2.80 billion | 10.97% | 15.0% |
| WBE | \$1.34 billion | 5.24% | 5.0% |
| DVBE | \$0.132 billion | 0.52% | 1.5% |

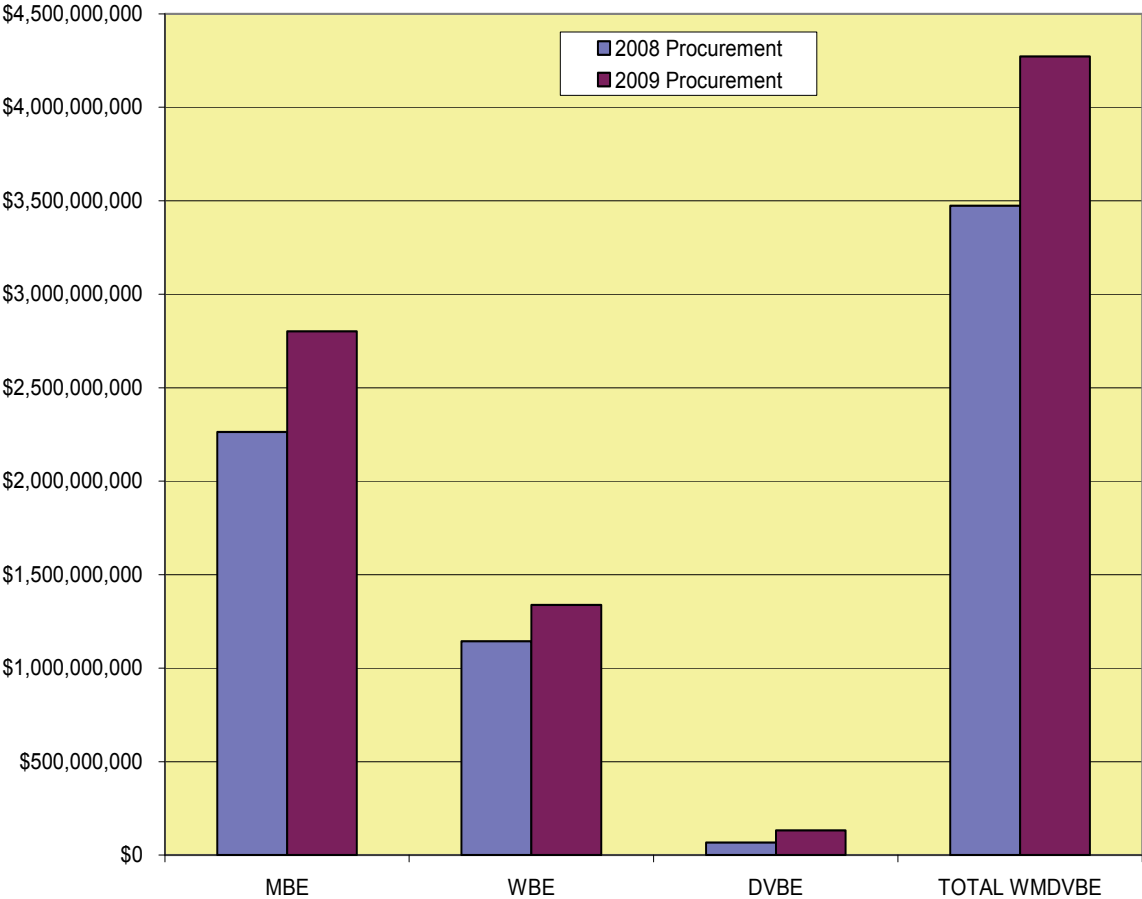
The large utilities experienced increasing percentages in each of the three WMDVBE categories, and the small utilities increased their percentages in each WMDVBE category as well. The results show the utilities are meeting the 5 percent goal for women-owned businesses, but are not achieving the 15 percent goal for minority-owned business enterprises, nor the 1.5 percent goal for disabled veteran-owned business enterprises.

In 2008, the CPUC reported the results of 29 utilities; for 2009, the CPUC has gathered information on the results of 30 utilities.

2009 UTILITY WMDVBE PROCUREMENT PROGRAM RESULTS

This report summarizes utility procurement information into two categories: 1) large utilities (those with total procurement of approximately \$150 million or more); and 2) small utilities (those with procurement under \$150 million). Attachment A to this report details the utilities' 2009 and 2008 WMDVBE procurement program results. The large utilities represent a disproportionately large share of total utility procurement (96 percent). Of all utilities required to report, the following exceptions are noted: Comcast of California and Cox Communications of California report they do not make in-state procurement decisions and had no amounts to report. Metro PCS and Royal Street Communications filed reports, but provided their results in a manner inconsistent with CPUC standards. Their information has not been included in this report.

Comparison of 2008 and 2009 WMDVBE Procurement



Program Results of Large Utilities

Eleven large utilities reported activity in their WMDVBE programs:

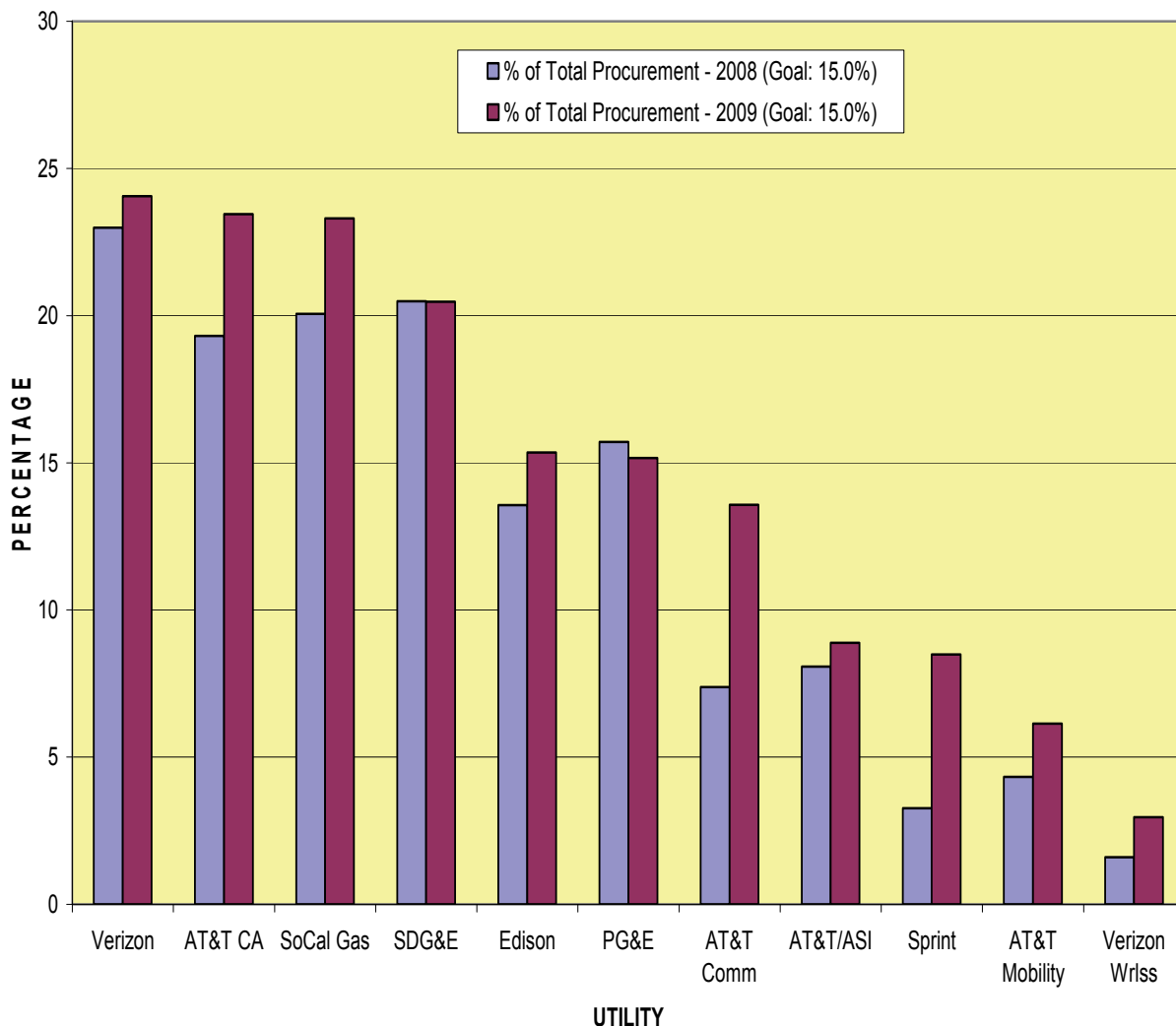
- AT&T Mobility
- Southern California Edison
- Pacific Gas and Electric Company (PG&E)
- AT&T California
- AT&T Communications of California
- AT&T/ASI
- San Diego Gas & Electric Company (SDG&E)
- Southern California Gas Company (SoCalGas)
- Sprint
- Verizon of California
- Verizon Wireless

The 2009 results for the large utilities show an overall WMDVBE procurement increase of \$779.32 million and an increase of 3.62 percent of their total procurement; from \$3.39 billion (13.33 percent) in 2008 to \$4.17 billion (16.95 percent) in 2009 [See Tables 1A and 1B in Attachment A].

Large Utilities' Procurement: Minority-owned Business Enterprises (MBEs)

Of the large utilities, six met the MBE procurement goal of 15 percent, and five did not. Large utilities' procurement dollars on MBEs increased to \$2.21 billion in 2008 to \$2.73 billion and and increased as a percentage of total utility procurement from 8.68 percent in 2008 to 11.11 percent in 2009. AT&T Communications, AT&T/ASI, AT&T Mobility, Edison, SoCalGas, Sprint, and Verizon Wireless all reported increases in both dollars and percentages of total corporate procurement from minority-owned businesses [See Tables 1A and 1B in Attachment A].

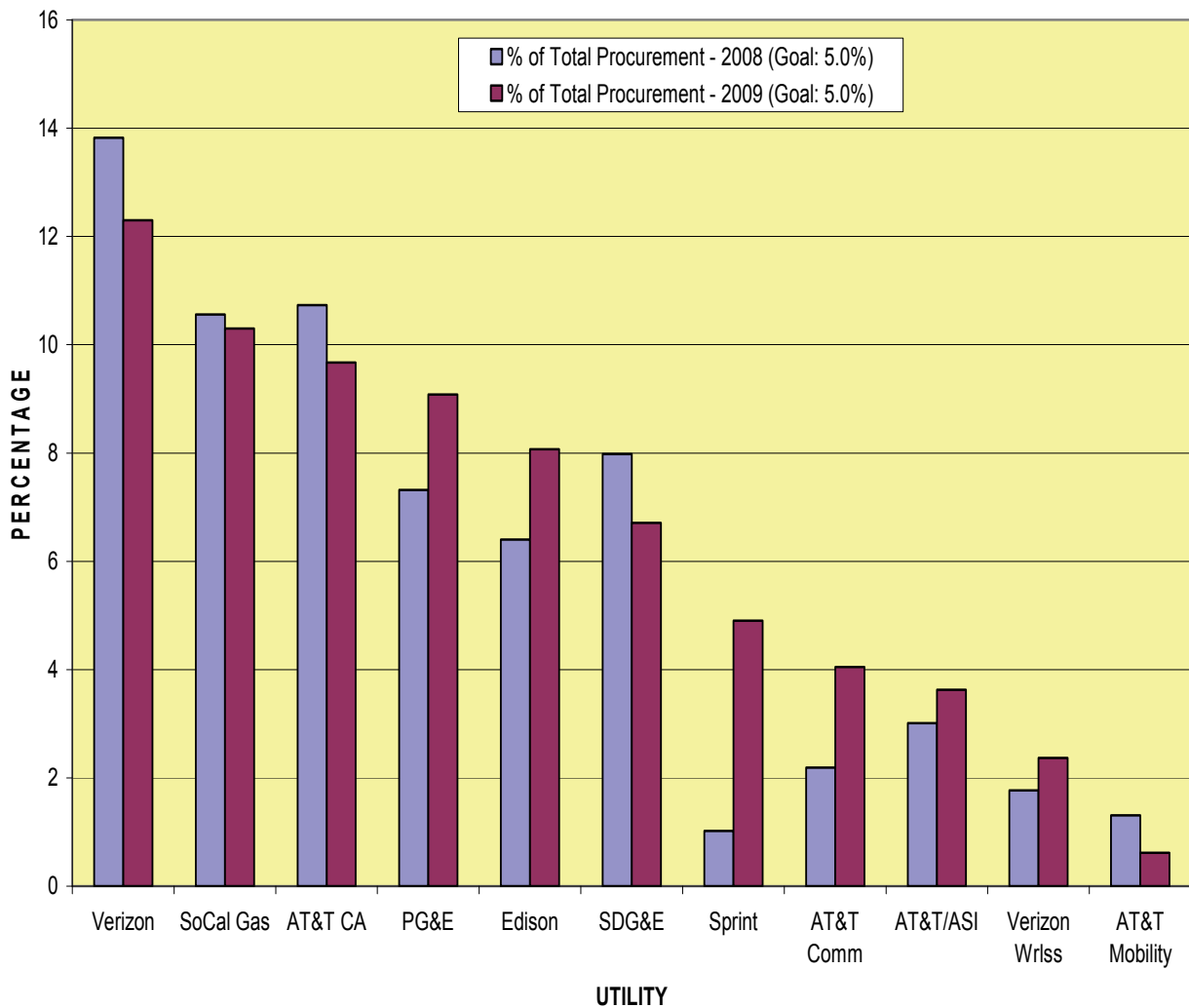
Minority Business Enterprises - Comparison of 2008 and 2009 Procurement



Large Utilities' Procurement: Women-owned Businesses Enterprises (WBEs)

Of the 11 large utilities, six met the procurement goal of 5 percent with WBEs and five did not. Overall, the utilities spent more procurement dollars on WBEs - from \$1.12 billion in 2008 (4.39 percent) to \$1.31 billion (5.31 percent) in 2009. AT&T Communications, AT&T/ASI, Edison, PG&E, Sprint, and Verizon Wireless all reported increases in both dollars and percentages of total corporate procurement from women-owned businesses [See Tables 1A, 1B, 6A, and 6B in Attachment A].

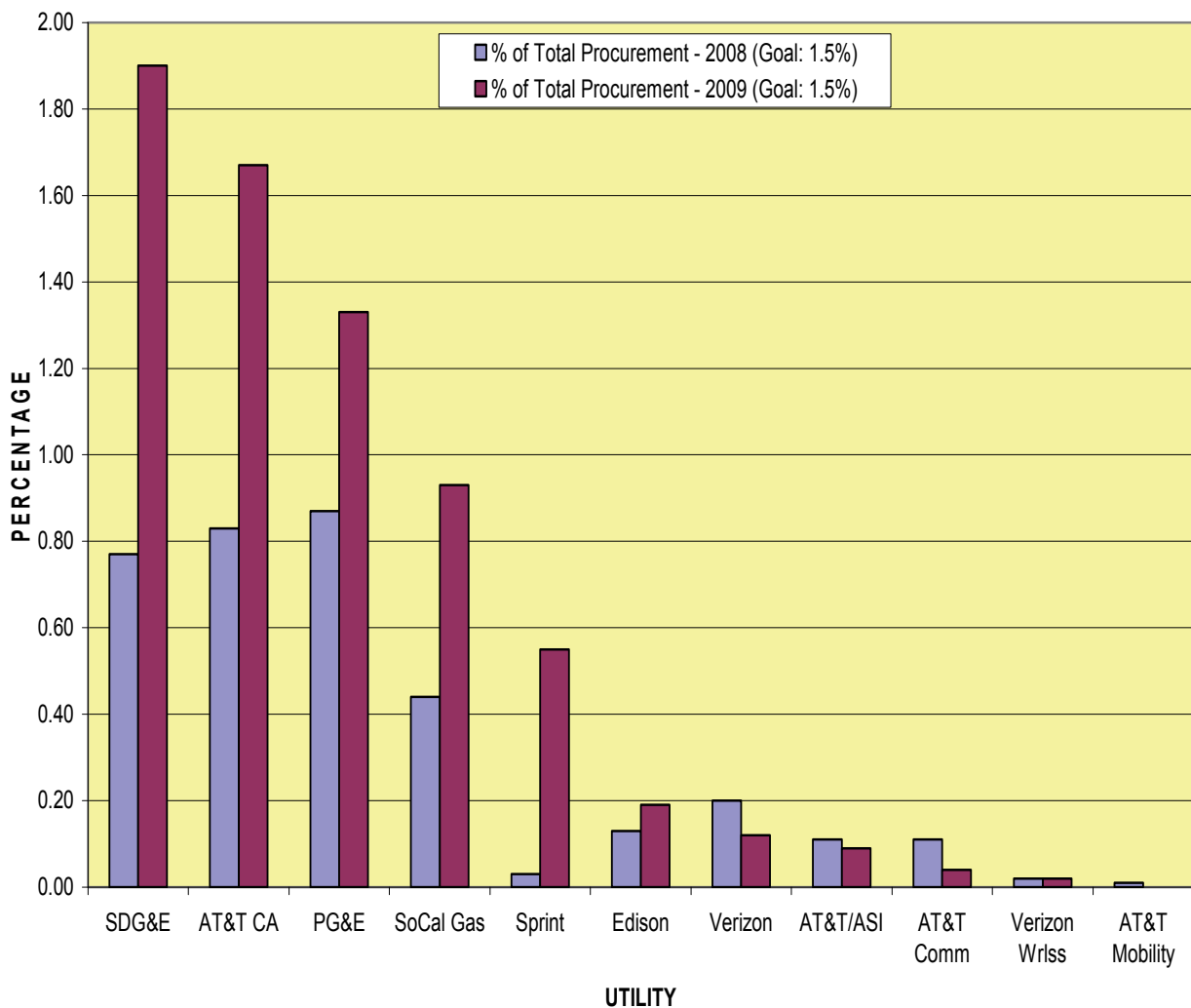
Women Business Enterprises - Comparison of 2008 and 2009 Procurement



Large Utilities' Procurement: Disabled Veteran-owned Businesses (DVBs)

The large utilities' procurement from DVBs almost doubled in dollar amounts, and more than doubled in percentage terms, from \$66.1 million (0.26 percent) in 2008 to \$131.2 million (0.53 percent) in 2009. Of the large utilities, two reported achieving the 1.5 percent procurement goal in General Order 156, specifically AT&T California and SDG&E. AT&T California, SDG&E, SoCalGas, PG&E, Edison, and Sprint reported increases in both dollars and as a percentage of total procurement from disabled veteran-owned businesses [See Tables 1A, 1B, 7A and 7B in Attachment A].

Disabled Veteran Business Enterprises - Comparison of 2008 and 2009 Procurement



Program Results of Small Utilities

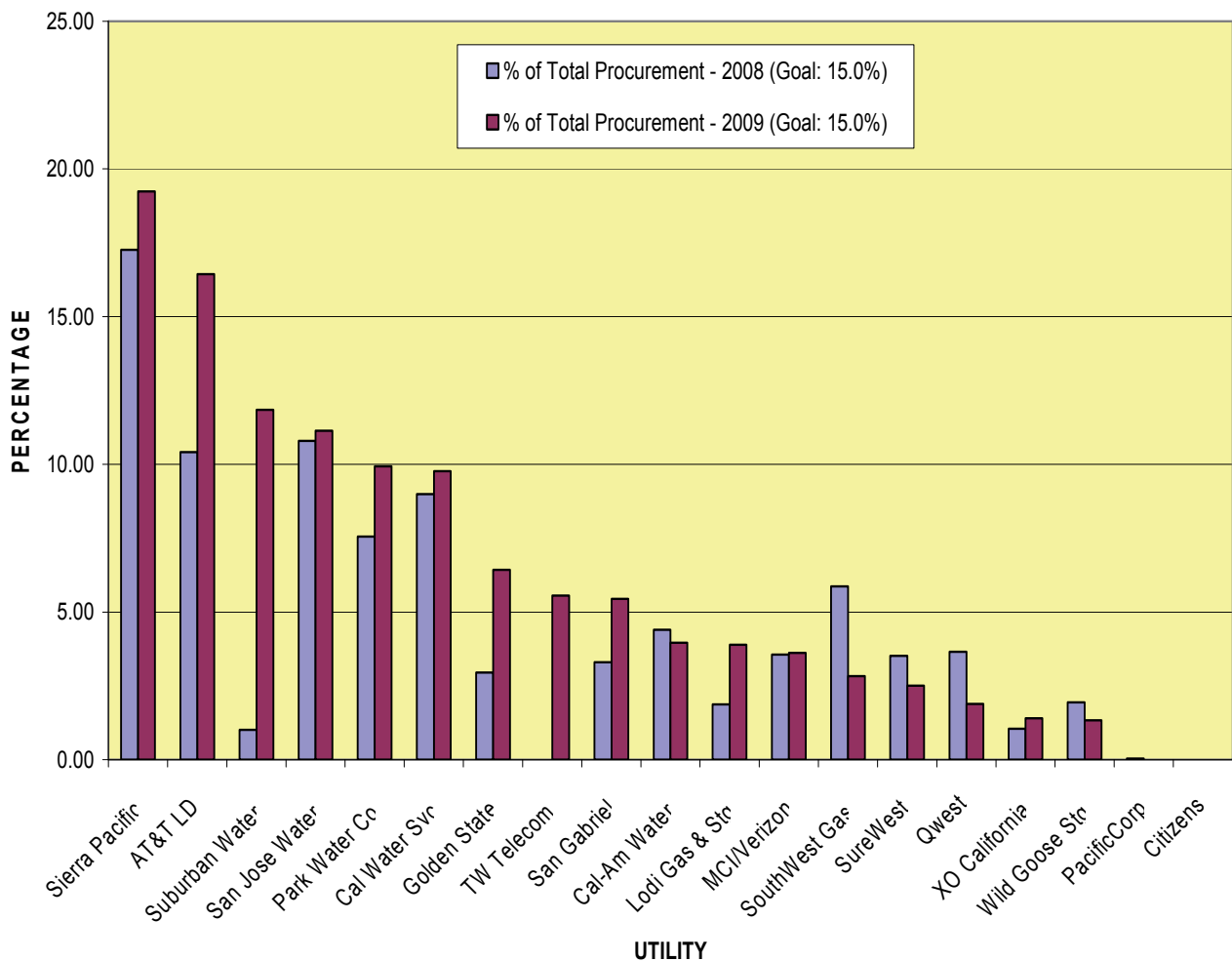
For the small utilities, overall combined WMDVBE procurement increased in dollars, and as a percentage of total procurement, from \$84.1 million (9.22 percent) in 2008 to \$99.1 million (10.65 percent) in 2009 [See Tables 2A and 2B in Attachment A]. Small utilities account for approximately 4 percent of total utility procurement. The 19 small utilities reporting in the WMDVBE program are:

- AT&T Long Distance
- Citizens Telecommunications (Citizens)
- Lodi Gas & Storage
- MCI/Verizon
- PacificCorp
- Qwest
- Sierra Pacific
- SouthWest Gas
- SureWest
- TW Telecom
- Wild Goose Storage
- XO California
- California-American Water Company
- California Water Service Company
- Golden State Water Company
- Park Water Company
- San Gabriel Valley Water Company
- San Jose Water Company
- Suburban Water Systems

Small Utilities' Procurement: Minority-owned Businesses (MBEs)

Overall small utility procurement from MBEs increased in dollar volume and as a percentage of total procurement, from \$54.9 million (6.03 percent) in 2008 to \$67.6 million (7.27 percent) in 2009. Only Sierra Pacific and AT&T Long Distance achieved the 15 percent MBE goal. Sierra Pacific, AT&T Long Distance, Suburban Water, California Water Service, Golden State Water, San Gabriel Valley Water, Lodi Gas & Storage, MCI/Verizon, and XO California all reported increases in MBE procurement, both in dollar volume and as a percentage of total corporate procurement [See Tables 2A and 2B in Attachment A].

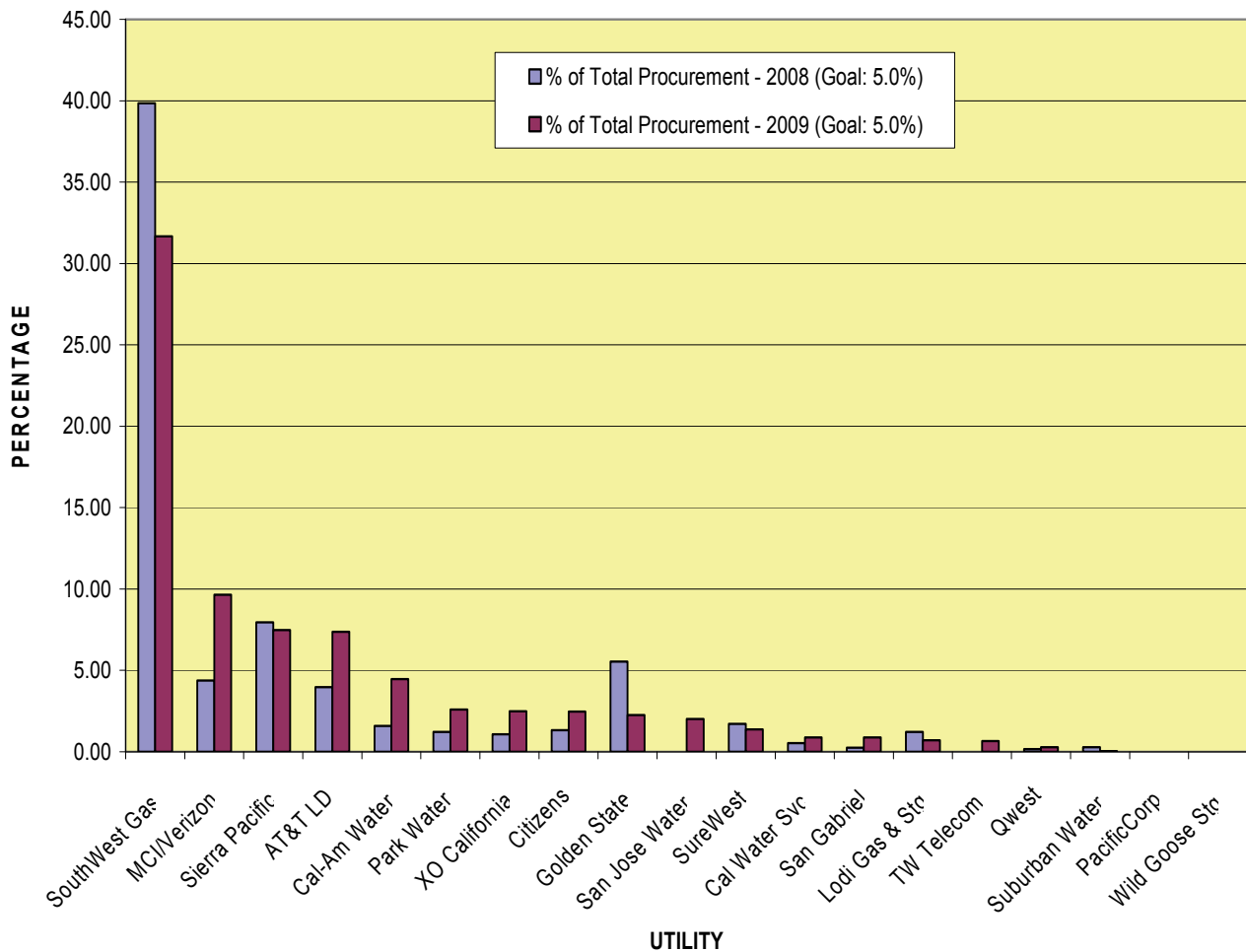
Minority Business Enterprises - Comparison of 2008 and 2009 Procurement



Small Utilities' Procurement: Woman-owned Businesses (WBEs)

Small utility procurement from WBEs increased in dollar volume and as a percentage of total procurement, moving from \$28.8 million (3.16 percent) in 2008 to \$30.6 million (3.28 percent) in 2009. SouthWest Gas, MCI/Verizon, Sierra Pacific, and AT&T Long Distance all met the 5 percent WBE goal. SouthWest Gas's high achievement level was primarily due to the utilization of a WBE owned pipeline contractor. MCI/Verizon, AT&T Long Distance, California-American Water, Park Water, XO California, Citizens Communications, San Jose Water, California Water Service, San Gabriel Valley Water, and Qwest all reported increases in their percentages and dollar volumes of WBE procurement [See Tables 2A and 2B in Attachment A].

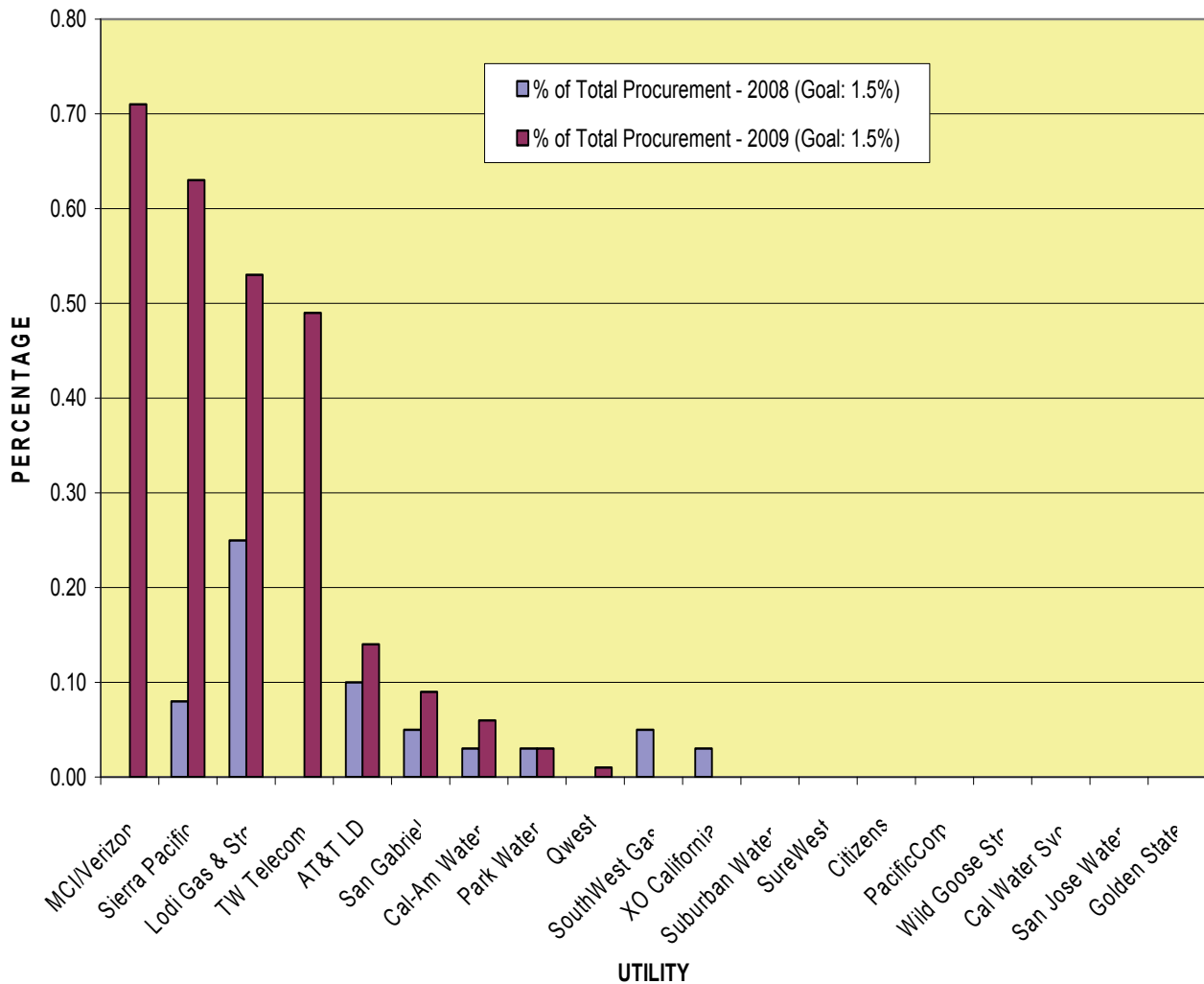
Women Business Enterprises - Comparison of 2008 and 2009 Procurement



Small Utilities' Procurement: Disabled Veteran-owned Businesses (DVBEs)

Small utility DVBE procurement increased in dollars and as a percentage of total procurement from \$363,778 (0.04 percent) in 2008 to \$918,850 (0.10 percent) in 2009. No utility achieved the 1.5 percent DVBE goal. MCI/Verizon, Sierra Pacific, Lodi Gas & Storage, AT&T Long Distance, San Gabriel Valley Water, California-American Water, and Qwest all reported increases in both dollar volume and as a percentage of total procurement from DVBEs [See Tables 2A and 2B in Attachment A].

Disabled Veteran Business Enterprises - Comparison of 2008 and 2009 Procurement



Fuel Procurement

General Order 156, Section 9.1.10 allows the utilities to report fuel procurement separately, and does not require fuel purchases to be included in the procurement base on which achievement of the 5-percent, 15-percent, and 1.5-percent goals is based. Five energy utility companies (PG&E, Edison, SoCalGas, SDG&E, and Southwest Gas) reported fuel purchases separately.

Overall, fuel procurement from WMDVBES decreased in dollars, from \$855 million in 2008 to \$377 million in 2009, but increased as a percentage of total corporate fuel procurement from 9.75 percent in 2008 to 10.69 percent in 2009 [See Tables 8A and 8B in Attachment A].

PROGRAM EXPANSION AND IMPROVEMENTS

Targeted Procurement Categories

Section 8.11 of GO 156 states, "Each utility shall make special efforts to increase utilization and encourage entry into the marketplace of WMDVBEs in product or service categories where there has been low utilization of WMDVBEs, such as legal and financial services, fuel procurement, and areas that are considered technical in nature." The CPUC is currently reviewing the utilities' efforts in the areas of legal services and financial services.

Legal Services

A review of the utilities' 2009 reports shows that progress continues to be made by some of the major utilities, while others need to make more concerted efforts. SoCalGas showed the highest level of overall achievement at 41.38 percent. *This is the 3rd consecutive year SoCalGas has attained the highest percentage of diverse legal spend.* They are followed by PG&E at 20.58 percent (an increase of nearly 6 percent over 2008 results), and AT&T California at 16.29 percent. PG&E also attained the highest dollar amount of diverse legal procurement at \$8.3 million. The percentages from PG&E and AT&T California represent increases over last year's results, while the results for SoCalGas are slightly less than those of the previous year.

Financial Services

The results show the percentage of total procurement directed to diverse financial service firms lags behind traditional procurement areas. However, a review of the utilities' 2009 data shows they made steady and continuing improvements. The procurement of financial services from diverse vendors increased in terms of dollars from 2008 to 2009, and the percentage amount increased as well. SDG&E attained the highest level of overall achievement at 7.63 percent, followed by Edison at 6.84 percent, and SoCalGas at 6.31 percent. The utility with the largest amount of diverse financial spend was Edison at \$2.1 million. Also, Edison's spend on diverse financial firms in 2009 was approximately three times that of its spend in 2008.

Efforts to Expand Legal and Financial Services

The CPUC and utilities continue their efforts in the areas of legal services and financial services procurement from WMDVBE firms. Utilities are regularly hosting outreach events to expand the pool of legal and financial WMDVBEs, and to increase the utilization of these firms.

In 2009, the CPUC cosponsored two legal services events and three financial services events. The financial services events covered such areas as fleet services, private equity, and diverse financial institutions and community banking. The CPUC, through the sponsorship of Pricewaterhouse Coopers, provided training on the rate case experience for CPAs and other interested parties (i.e., diverse legal firms and diverse financial services firms). Additionally, the CPUC participated in New Connections sponsored events in connection with the National Association of Regulatory Utility Commissioners, Utility Market Access Partnership (NARUC/UMAP). With the CPUC's involvement and the utilities' commitment, there has been increased procurement with diverse vendors in the Financial Services and Legal Services sectors.

Disabled Veterans

In 2009, the major utilities hosted and/or supported major outreach events dedicated to procurement opportunities with disabled veterans. These events assisted a number of disabled veterans with contract opportunities. In addition to those events, the CPUC staff and/or Commissioners participated in other veteran-related events such as "Keeping the Promise", The Elite SDVOB National Convention in Denver, the Veterans/Small Business Conference in Sparks, Nevada, and AT&T's Matchmaking Event in San Ramon.

The utilities have also developed individualized mentor-protégé programs designed for disabled veterans to educate the DVBE's management teams on entrepreneurial management skills. There are several disabled veteran businesses who are now participating in these programs. Additional workshops, forums, and meetings to address issues, and further the initial efforts already underway, are expected.

Water Utilities

The six largest CPUC-regulated water utilities are required by PU Code section 8283 to participate in the GO 156 program. All six utilities filed reports with the CPUC. Although not required to do, Park Water Company voluntarily submitted a report as well. San Jose Water Company *again* showed the highest level of overall achievement at 13.16 percent, while Park Water Company reached 12.55 percent, and Suburban Water Systems attained 11.86 percent. All water utilities increased their percentages over those of 2008. The CPUC commends the efforts shown by the water utilities, but calls upon them to make increasing strides to achieve greater levels of diversity. The CPUC stands ready to assist the water utilities in these efforts.

Uniform Reporting Categories

The CPUC continues to require the utilities to report their procurement using the Standard Industry Classification (SIC) codes. Use of a common reporting format facilitates a more realistic and meaningful comparison amongst the utilities. This helps to ascertain which procurement categories are in need of greater effort and attention.

Full Panel Hearing

On October 12, 2010, the CPUC holds its eighth public En Banc hearing regarding utility diversity programs. The theme of this year's hearing is "Challenging the Paradigm of Diverse Procurement." High level representatives of industry, government, and other interested parties, including utility CEOs, ethnic chambers of commerce, community-based organizations, and CPUC Commissioners, are expected to attend.

Small Business Expos

The CPUC continued to hold small business expos throughout the state for small businesses to learn how to avail themselves of contracting opportunities with utility companies. As part of the invitation process, the CPUC's WMDVBE database has been used to send out e-mail notifications to thousands of diverse suppliers advising them of the events. Additionally, a representative from the CPUC's WMDVBE certification clearinghouse operator was present at the events to explain the certification process.

In 2009, the CPUC hosted or co-hosted several expos at various locations throughout the state. These expos are now administered by the Small Business Program of the CPUC's Business & Community Outreach Section. This program fosters a natural synergy with the WMDVBE program, as many small businesses in California are diverse. These programs are continuing in the process of developing metrics to understand and promote contracting between small and diverse businesses and utilities.

WMDVBE Verification

PU Code Section 8284(a) states that the CPUC shall adopt criteria for verifying and determining the eligibility of WMDVBEs utilized in utility procurement contracting. In order to comply with this regulation, the CPUC-established a WMDVBE clearinghouse. The clearinghouse verifies that firms seeking to compete for procurement opportunities with the utilities meet the eligibility criteria for women-owned and minority-owned businesses. The Department of General Services verifies the status of disabled veteran-owned businesses. The clearinghouse operator also performs re-verifications on all minority business and women business vendors whose three-year status has expired.

The clearinghouse maintains a database of all verified vendors, including DVBEs. Currently, there are 6,318 verified vendors in the database, of which 2,019 are minority-owned businesses, 2,128 are women-owned businesses, 893 are minority women-owned or woman and minority male-owned businesses, and 1,278 are disabled veteran enterprise businesses. Operating costs of the Clearinghouse are paid directly by the participating utilities.

In an effort to increase the number of WMDVBE vendors in the clearinghouse database, the Clearinghouse instituted an on-line application process which allows applicants to submit a basic application and transmit supplemental documents. Enhancements to the system are currently underway and additional capabilities are expected this year. The CPUC also expects the Clearinghouse to have an upgraded website with additional features, information, and functionalities near the end of 2010.

Utility Supplier Diversity Webpage

The CPUC's primary source of information to the diversity community is the webpage located at www.cpuc.ca.gov/PUC/supplierdiversity/. This includes application forms as downloads, roles and responsibilities for the program, links to certification and utility information, and the CPUC's database of certified vendors.

CONCLUSIONS

For 2009, the utilities reported an increase of 23.05 percent, or approximately \$800 million more dollars spent on procurement with WMDVBE firms than in 2008. They achieved a large increase in dollar volume and also experienced an increase in their WMDVBE percentages. Although the percentage goals were not collectively met, it should be noted that significantly more capital flowed into the WMDVBE community from utility procurement in 2009 than in 2008. Also noteworthy, this is the second consecutive year in which WMDVBE dollars have increased by more than 23 percent annually over those of the previous year.

WMDVBE procurement experiences increases and decreases, in percentages and dollars, in year to year activity. Some years will have increases in dollars, but not in percentages. Some years may see an opposite result. However, in 2009 the utilities overall attained increases in both WMDVBE dollars and percentages. These results are admirable and deserve mention.

There are areas where improvements can be made, specifically underutilized industries that are technical in nature, or groups with historically low penetration levels, i.e., DVBEs. The CPUC reminds the utilities to remain aware of these areas, maintain a sense of vigilance, and continue their efforts to procure goods and services from vendors in underutilized sectors.

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