

# FortisBC Energy Inc.

An indirect subsidiary of Fortis Inc.

Consolidated Financial Statements For the years ended December 31, 2019 and 2018

# **Independent Auditor's Report**

To the Shareholder and the Board of Directors of FortisBC Energy Inc.

# **Opinion**

We have audited the consolidated financial statements of FortisBC Energy Inc. (the "Corporation"), which comprise the consolidated balance sheets as at December 31, 2019 and 2018, and the consolidated statements of earnings, changes in equity and cash flows for the years then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies (collectively referred to as the "financial statements").

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Corporation as at December 31, 2019 and 2018, and its financial performance and its cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America ("US GAAP").

# **Basis for Opinion**

We conducted our audit in accordance with Canadian generally accepted auditing standards ("Canadian GAAS"). Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of our report. We are independent of the Corporation in accordance with the ethical requirements that are relevant to our audit of the financial statements in Canada, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

### **Other Information**

Management is responsible for the other information. The other information comprises:

Management's Discussion and Analysis

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon. In connection with our audit of the financial statements, our responsibility is to read the other information identified above and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

We obtained Management's Discussion and Analysis prior to the date of this auditor's report. If, based on the work we have performed on this other information, we conclude that there is a material misstatement of this other information, we are required to report that fact in this auditor's report. We have nothing to report in this regard.

# Responsibilities of Management and Those Charged with Governance for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with US GAAP, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Corporation's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Corporation or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Corporation's financial reporting process.

# Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Canadian GAAS will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with Canadian GAAS, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to
  fraud or error, design and perform audit procedures responsive to those risks, and obtain audit
  evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not
  detecting a material misstatement resulting from fraud is higher than for one resulting from error,
  as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override
  of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Corporation's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Corporation's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Corporation to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

The engagement partner on the audit resulting in this independent auditor's report is Brian Groves.

/s/ Deloitte LLP

Chartered Professional Accountants Vancouver, British Columbia

February 12, 2020



# FortisBC Energy Inc. Consolidated Balance Sheets As at December 31

(in millions of Canadian dollars)

ASSETS	2019	2018
Current assets		
Cash	\$ 3	\$ -
Accounts receivable (notes 4, 22 and 24)	300	277
Inventories (note 5)	36	50
Prepaid expenses	6	4
Regulatory assets (notes 8 and 22)	47	50
Total current assets	392	381
Property, plant and equipment, net (note 6)	4,959	4,658
Intangible assets, net (note 7)	117	119
Regulatory assets (note 8)	956	781
Other assets (notes 9 and 22)	14	14
Goodwill (note 10)	913	913
TOTAL ASSETS	\$ 7,351	\$ 6,866
LIABILITIES AND EQUITY		
Current liabilities		
Credit facility (note 23)	\$ 138	\$ 199
Accounts payable and other current liabilities (notes 11, 22 and 24)	433	401
Current portion of finance lease and finance obligations (note 13)	3	16
Regulatory liabilities (notes 8 and 22)	62	44
Total current liabilities	636	660
Long-term debt (note 12)	2,774	2,575
Finance lease and finance obligations (note 13)	39	42
Regulatory liabilities (note 8)	161	145
Deferred income tax (note 21)	551	503
Other liabilities (notes 14, 16 and 22)	268	191
Total liabilities	4,429	4,116
Commitments (note 25)		
Equity		
Common shares <sup>(a)</sup> (note 15)	1,351	1,211
Additional paid-in capital	1,245	1,245
Retained earnings	316	284
Shareholder's equity	2,912	2,740
Non-controlling interests	10	10
Total equity	2,922	2,750
TOTAL LIABILITIES AND EQUITY	\$ 7,351	\$ 6,866

<sup>(</sup>a) No par value; 500 million authorized common shares; 338.9 million and 328.9 million issued and outstanding at December 31, 2019 and 2018, respectively.

# Approved on behalf of the Board:

(Signed by) Peter Blake (Signed by) Roger Dall'Antonia

Director Director

The accompanying notes are an integral part of these Consolidated Financial Statements.



# FortisBC Energy Inc. Consolidated Statements of Earnings For the years ended December 31

(in millions of Canadian dollars)

	2	019	2018
Revenue (note 17)	\$ 1,	330	\$ 1,187
Expenses			
Cost of natural gas		437	322
Operation and maintenance (note 24)		265	245
Property and other taxes		68	63
Depreciation and amortization (notes 6, 7 and 8)		240	223
Total expenses	1,	010	853
Operating income		320	334
Other income (notes 18 and 24)		94	144
Finance charges (notes 19 and 24)		213	271
Earnings before income taxes		201	207
Income tax expense (note 21)		18	17
Net earnings		183	190
Net earnings attributable to non-controlling interests		1	 1
Net earnings attributable to controlling interest	\$	182	\$ 189

# FortisBC Energy Inc. Consolidated Statements of Changes in Equity For the years ended December 31

(in millions of Canadian dollars)

	ommon hares	Pa	litional aid-in apital	cont	on- rolling erests	tained rnings	Total
As at December 31, 2017	\$ 1,171	\$	1,245	\$	10	\$ 237	\$ 2,663
Net earnings	-		-		1	189	190
Net distribution to Mt. Hayes							
Storage LP Partners	-		-		(1)	-	(1)
Issuance of common shares	40		-		-	-	40
Dividends on common shares	-		-		-	(142)	(142)
As at December 31, 2018	1,211		1,245		10	284	2,750
Net earnings	-		_		1	182	183
Net distribution to Mt. Hayes							
Storage LP Partners	-		-		(1)	-	(1)
Issuance of common shares	140		-		-	-	140
Dividends on common shares	-		-		-	(150)	(150)
As at December 31, 2019	\$ 1,351	\$	1,245	\$	10	\$ 316	\$ 2,922

The accompanying notes are an integral part of these Consolidated Financial Statements.



# FortisBC Energy Inc. Consolidated Statements of Cash Flows For the years ended December 31

(in millions of Canadian dollars)

	2019	2018
Operating activities		
Net earnings	\$ 183	\$ 190
Adjustments for non-cash items		
Depreciation and amortization (notes 6, 7 and 8)	240	223
Accrued employee future benefits	2	4
Equity component of allowance for funds used during		
construction (note 6)	(8)	(5)
Deferred income tax, net of regulatory adjustments (note 21)	(2)	(2)
Amortization of debt issue costs	1	1
Change in regulatory assets and liabilities	5	(9)
Change in working capital (note 20)	(13)	(46)
Cash from operating activities	408	356
Investing activities		
Property, plant and equipment additions (note 20)	(448)	(473)
Intangible asset additions	(15)	(13)
Contributions in aid of construction	6	5
Change in other assets and other liabilities	(57)	(36)
Cash used in investing activities	(514)	(517)
Financing activities		
Net (repayment of) proceeds from credit facility (note 23)	(61)	88
Deposit received for development expenditures	-	11
Proceeds from issuance of long-term debt (note 12)	200	200
Repayment of finance lease and finance obligations (note 13)	(17)	(33)
Debt issuance costs	(2)	(2)
Net distributions to non-controlling interests	(1)	(1)
Issuance of common shares	140	40
Dividends on common shares	(150)	(142)
Cash from financing activities	109	161
Net change in cash	3	-
Cash at beginning of year	-	-
Cash at end of year	\$ 3	\$ -

Supplementary Information to Consolidated Statements of Cash Flows (note 20).

The accompanying notes are an integral part of these Consolidated Financial Statements.



#### 1. DESCRIPTION OF THE BUSINESS

FortisBC Energy Inc. ("FEI" or the "Corporation") is a wholly-owned subsidiary of FortisBC Holdings Inc. ("FHI"), which is a wholly-owned subsidiary of Fortis Inc. ("Fortis"), a Canadian public company. Fortis shares are listed on both the Toronto Stock Exchange and the New York Stock Exchange.

The Corporation is the largest distributor of natural gas in British Columbia ("BC"), serving approximately 1,040,700 residential, commercial, industrial, and transportation customers in more than 135 communities. The Corporation provides transmission and distribution services to its customers, and obtains natural gas supplies on behalf of most residential, commercial, and industrial customers. Gas supplies are sourced primarily from northeastern BC and, through the Corporation's Southern Crossing Pipeline, from Alberta.

#### 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

#### **Basis of Presentation**

These Consolidated Financial Statements have been prepared by management in accordance with accounting principles generally accepted in the United States of America ("US GAAP") and are presented in Canadian dollars unless otherwise specified. In management's opinion, the Consolidated Financial Statements include all adjustments that are necessary to present fairly the consolidated financial position of the Corporation.

The Consolidated Financial Statements include the accounts of the Corporation and its subsidiaries and its 85 per cent interest in the Mt. Hayes Storage Limited Partnership ("MHLP"). The Corporation consolidates 100 per cent of its subsidiaries and recognizes 15 per cent of the MHLP as non-controlling interests. All intercompany transactions and balances have been eliminated upon consolidation.

An evaluation of subsequent events through February 12, 2020, the date these Consolidated Financial Statements were issued, was completed to determine whether any circumstances warranted recognition or disclosure of events or transactions in the Consolidated Financial Statements as at December 31, 2019. Subsequent events have been appropriately disclosed in these Consolidated Financial Statements.

### Regulation

The Corporation is regulated by the British Columbia Utilities Commission ("BCUC"). Pursuant to the *Utilities Commission Act* (British Columbia), the BCUC regulates such matters as rates, construction, and financing.

The Corporation's Consolidated Financial Statements have been prepared in accordance with US GAAP, including certain accounting treatments that differ from those for enterprises not subject to rate regulation. The impacts of rate regulation on the Corporation's operations for the years ended December 31, 2019 and 2018 are described in these "Summary of Significant Accounting Policies", note 3 "Regulatory Matters", note 6 "Property, Plant and Equipment", note 7 "Intangible Assets", note 8 "Regulatory Assets and Liabilities", note 16 "Employee Future Benefits", note 20 "Supplementary Information to Consolidated Statements of Cash Flows", and note 21 "Income Taxes".

When the BCUC issues decisions affecting the financial statements, the effects of the decision are usually recorded in the period in which the decision is received. In the event that a regulatory decision is received after the balance sheet date but before the Consolidated Financial Statements are issued, the facts and circumstances are reviewed to determine whether or not it is a recognized subsequent event.

#### Cash

Cash includes cash and short-term deposits with maturities of three months or less from the date of deposit.

# Allowance for Doubtful Accounts

The allowance for doubtful accounts reflects management's best estimate of losses on the accounts receivable balances. The Corporation maintains an allowance for doubtful accounts that is estimated based on a variety of factors including accounts receivable aging, historical experience and other currently available information, including events such as customer bankruptcy and current economic conditions. Interest is charged on overdue accounts receivable balances. Accounts receivable are written-off in the period in which the receivable is deemed uncollectible.



### 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

### **Regulatory Assets and Liabilities**

The BCUC has the general power to include or exclude costs, revenues, losses or gains in the rates of a specified period, resulting in a change in the timing of accounting recognition from that which would have been applied in an unregulated company. Such change in timing gives rise to the recognition of regulatory assets and liabilities. Regulatory assets represent future revenues associated with certain costs incurred that will be, or are probable to be, recovered from customers in future periods through the rate-setting process. Regulatory liabilities represent future reductions or limitations of increases in revenue associated with amounts that will be, or are expected to be, refunded to customers through the rate-setting process.

All amounts deferred as regulatory assets and liabilities are subject to regulatory approval. As such, the BCUC could alter the amounts subject to deferral, at which time the change would be reflected in the Consolidated Financial Statements. For regulatory assets and liabilities which are amortized, the amortization is approved by the BCUC. Certain remaining recovery and settlement periods are those expected by management and the actual recovery or settlement periods could differ based on regulatory approval.

#### **Inventories**

Inventories of gas in storage represent gas purchases injected into storage and are valued at weighted average cost. The cost of gas in storage is recovered from customers in future rates.

# Property, Plant and Equipment

Property, plant and equipment is recorded at cost less accumulated depreciation and unamortized contributions in aid of construction ("CIAC"). Cost includes all direct expenditures, betterments and replacements and, as prescribed by the BCUC, an allocation of overhead costs and both a debt and an equity component of allowance for funds used during construction ("AFUDC") at approved rates.

Certain additions to property, plant and equipment are made with the assistance of CIACs from customers when the estimated revenue is less than the cost of providing service or when special equipment is needed to supply the customers' specific requirements.

Depreciation is based on rates approved by the BCUC and is calculated on a straight-line basis on the investment in property, plant and equipment commencing at the beginning of the year following when the asset is available for use.

As approved by the BCUC, the remaining book value after the removal of property, plant and equipment is charged to accumulated depreciation. It is expected that these amounts charged to accumulated depreciation will be reflected in future depreciation expense when refunded or collected in customer rates.

As approved by the BCUC, removal costs are collected as a component of depreciation on an accrual basis, with actual removal costs incurred drawing down the accrual balance. Removal costs are the direct costs incurred by the Corporation in taking assets out of service, whether through actual removal of the asset or through disconnection from the transmission or distribution system.

#### **Intangible Assets**

Intangible assets are comprised of right of ways and software not directly attributable to the operation of property, plant and equipment and are recorded at cost less accumulated amortization. Included in the cost of intangible assets are all direct expenditures, betterments and replacements and as prescribed by the BCUC, both a debt and an equity component of AFUDC at approved rates.

The useful lives of intangible assets are assessed to be either finite or indefinite. Intangible assets with finite lives are amortized over their useful lives and assessed for impairment whenever there is an indication that the intangible asset may be impaired. Amortization is based on rates approved by the BCUC and is calculated on a straight-line basis commencing at the beginning of the year following when the asset is available for use.



# 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

Intangible assets with indefinite useful lives are not subject to amortization and are tested for impairment annually or more frequently if events or changes in circumstances indicate the asset may be impaired. The useful life of an intangible asset with an indefinite useful life is reviewed annually to determine whether the indefinite life assessment continues to be supportable. If not, the change in the useful life assessment from indefinite to finite is made on a prospective basis.

No impairment provision has been determined for the years ended December 31, 2019 and 2018.

#### Leases

Leases that transfer to the Corporation substantially all of the risks and benefits incidental to ownership of the leased item are capitalized at the present value of the minimum lease payments. Included as leases are any arrangements that qualify as leases by conveying the right to use a specific asset.

When a contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration, a right-of-use asset and lease liability is recognized on the balance sheet. At inception, the right-of-use asset and liability are both measured at the present value of future lease payments, excluding variable payments that are based on usage or performance. Future lease payments include both lease components and fixed non-lease components, which the Corporation accounts for as a single lease component.

The present value is calculated using the rate implicit in the lease or a lease-specific secured interest rate based on the remaining lease term. Renewal options are included in the lease term when it is reasonably certain that the option will be exercised. Leases with a term of twelve months or less are not recorded on the balance sheet but are recognized as lease expense straight-line over the lease term.

Finance leases are amortized over the lease term, except where ownership of the asset is transferred at the end of the lease term, in which case finance leases are amortized over the estimated service life of the underlying asset. Where the BCUC has approved recovery of the lease payments for rate-setting purposes instead of the depreciation expense and finance charges otherwise recognized for accounting purposes, the depreciation expense related to the lease is modified to conform with the rate-setting process. Therefore, the total depreciation expense and finance charges recognized during a period equals the expense included in allowable costs for rate-making purposes during that period, with the difference recognized as a regulatory asset to be recovered from customers over the term of the related arrangements.

### Impairment of Long-Lived Assets

Long-lived assets are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount of an asset may not be recoverable. Recoverability of assets is measured by a comparison of the carrying amount of an asset to estimated undiscounted future cash flows expected to be generated by the asset and eventual disposition. If the carrying amount of an asset exceeds its estimated future cash flows and eventual disposition, an impairment charge is recognized by the amount by which the carrying amount of the asset exceeds the fair value of the asset.

Asset-impairment testing is carried out at the enterprise level to determine if assets are impaired. The recovery of regulated assets' carrying value, including a fair return on capital or assets, is provided through customer rates approved by the BCUC. The net cash inflows for the Corporation are not asset-specific but are pooled for the entire regulated utility. There was no impairment of long-lived assets for the years ended December 31, 2019 and 2018.

### Goodwill

Goodwill represents the excess, at the dates of acquisition, of the purchase price over the fair value of the net amounts assigned to individual assets acquired and liabilities assumed relating to business acquisitions. Goodwill is carried at initial cost less any write-down for impairment.

Impairment testing is performed if any event occurs or if circumstances change that would indicate that the fair value of the Corporation was below its carrying value. If that is the case, goodwill is written down to estimated fair value and an impairment loss is recognized. No such event or changes in circumstances occurred during 2019 or 2018.



### 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

Otherwise, the Corporation performs an annual assessment of goodwill which was performed by the Corporation during 2019 and it was concluded that it is more likely than not that the fair value of the reporting unit was greater than the carrying value and that goodwill was not impaired.

### **Asset Retirement Obligations**

The Corporation will recognize the fair value of a future Asset Retirement Obligation ("ARO") as a liability in the period in which it incurs a legal obligation associated with the retirement of tangible long-lived assets that result from the acquisition, construction, development, and/or normal use of the assets. The Corporation will concurrently recognize a corresponding increase in the carrying amount of the related long-lived asset that is depreciated over the remaining life of the asset.

The fair value of the ARO is to be estimated using the expected cash flow approach that reflects a range of possible outcomes discounted at a credit-adjusted risk-free interest rate. Subsequent to the initial measurement, the ARO will be adjusted at the end of each period to reflect the passage of time and changes in the estimated future cash flows underlying the obligation.

Changes in the obligation due to the passage of time are to be recognized in earnings as an operating expense using the effective interest method. Changes in the obligation due to changes in estimated cash flows are to be recognized as an adjustment of the carrying amount of the related long-lived asset that is depreciated over the remaining life of the asset.

As the fair value of future removal and site restoration costs for the Corporation's natural gas transmission and distribution systems are not currently determinable as they will be used in perpetuity, the Corporation has not recognized an ARO as at December 31, 2019 and 2018. For regulated operations there is a reasonable expectation that asset retirement costs would be recoverable through future rates.

# **Revenue Recognition**

Revenue from Contracts with Customers

Natural gas revenue is billed at rates approved by the BCUC and is bundled to include the costs of delivery, commodity and midstream. The delivery component of the rates includes customer service as well as other corporate and service functions.

The majority of the Corporation's revenue is derived from natural gas sales to residential, commercial, industrial, and transportation customers. Most of the Corporation's contracts have a single performance obligation, the delivery of natural gas. Substantially all of the Corporation's performance obligations are satisfied over time as natural gas is delivered because of the continuous transfer of control to the customer, generally using an output measure of progress, gigajoules ("GJ") delivered. The billing of natural gas sales is based on the reading of customer meters, which occurs on a systematic basis throughout the month. Natural gas that is consumed but not yet billed to customers is estimated and accrued as revenue at each reporting date. No component of the transaction price is allocated to unsatisfied performance obligations.

Other contract revenue from customers includes fees charged for utility customer connections, which is recognized as revenue when billed to the customer, and agreements with certain customers to provide transportation of natural gas over utility owned infrastructure, which is recognized as revenue as natural gas is delivered, using an output measure of progress, GJ delivered.

#### Alternative Revenue

Alternative revenue programs allow utilities to adjust future rates in response to past activities or completed events if certain criteria established by the BCUC are met. The Corporation has identified its Earnings Sharing Mechanism, Revenue Stabilization Adjustment Mechanism, and Flow-through variances related to industrial and other customer revenue as alternative revenue.



### 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

The Earnings Sharing Mechanism allows for a 50/50 sharing of variances from the formula-driven operation and maintenance expenses and capital expenditures approved as part of the annual revenue requirements. This mechanism is in place until the expiry of the current performance based rate setting plan in 2019. In addition, alternative revenue includes variances in the forecast versus actual customer use rate for residential and commercial customers throughout the year in a Revenue Stabilization Adjustment Mechanism, which is either refunded to or recovered from customers in rates within two years. Variances in the forecast versus actual customer use rate for industrial and other customer revenue are recognized in a flow-through deferral account to be either refunded to or recovered from customers in rates within two years.

# Other Revenue (Expense)

Other revenue (expense) is primarily comprised of regulatory deferral adjustments resulting primarily from cost recovery variances in regulated forecasts used to set rates for natural gas revenue. As part of the Performance Based Ratemaking Plan for 2014 to 2019 ("2014 PBR Application") decision received, effective January 1, 2014 and through to the end of the PBR term, the Corporation has a flow-through deferral account that captures variances from regulated forecast items, excluding formulaic operation and maintenance costs, that do not have separately approved deferral mechanisms, and flows those variances through customer rates in the following year.

The Corporation disaggregates revenue by type of customer, as disclosed in note 17. This represents the level of disaggregation used by the Corporation to evaluate performance.

### **Employee Future Benefits**

The Corporation sponsors a number of post-employment benefit plans. These plans include defined benefit, unfunded supplemental, and various other post-employment benefit ("OPEB") plans.

The cost of pensions and OPEBs earned by employees are actuarially determined as an employee accrues service. The Corporation uses the projected benefit pro-rata method based on years of service, management's best estimates of expected returns on plan assets, salary escalation, retirement age, mortality and expected future health-care costs. The discount rate used to value liabilities is based on Corporate AA bond yields with cash flows that match the timing and amount of the expected benefit payments under the plans. The Corporation uses a measurement date of December 31 for all plans.

The expected return on plan assets is based on management's estimate of the long-term expected rate of return on plan assets and a market-related value of plan assets. The market-related value of assets is determined using a smoothed value that recognizes investment gains and losses gradually over a three year period.

Adjustments, in excess of 10 per cent of the greater of the accrued benefit obligation and the fair value of plan assets that result from changes in assumptions and experience gains and losses, are amortized straightline over the expected average remaining service life, or the expected average remaining life expectancy, of the employee group covered by the plans. Experience will often deviate from the actuarial assumptions resulting in actuarial gains and losses.

The Corporation records the funded or unfunded status of its defined benefit pension plans and OPEB plans on the balance sheet. Unamortized balances relating to past service costs and net actuarial gains and losses have been recognized in regulatory assets and are expected to be recovered from customers in future rates. Subsequent changes to past service costs and net actuarial gains and losses are recognized as an expense, where required by the BCUC, or otherwise as a change in the regulatory asset or liability.

The Corporation capitalizes the eligible portion of the current service cost component of net benefit cost. The remaining portion of current service cost not capitalized is grouped in the Consolidated Statements of Earnings with other employee compensation costs arising from services rendered. The non-service cost components of net benefit cost are presented in other income.



# 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

#### Fair Value

Fair value is the price at which a market participant could sell an asset or transfer a liability to an unrelated party. A fair value measurement is required to reflect the assumptions that market participants would use in pricing an asset or liability based on the best available information. These assumptions include the risks inherent in a particular valuation technique, such as a pricing model, and the risks inherent in the inputs to the model. The fair values of the Corporation's financial instruments reflect point-in-time estimates based on current and relevant market information about the instruments as at the balance sheet dates. The estimates cannot be determined with precision as they involve uncertainties and matters of judgment and, therefore, may not be relevant in predicting the Corporation's future consolidated earnings or cash flows. A fair value hierarchy exists that prioritizes the inputs used to measure fair value. The Corporation is required to record all derivative instruments at fair value except those which qualify for the normal purchases and normal sales exception.

#### **Derivative Financial Instruments**

The Corporation uses physical and financial derivative instruments, including natural gas supply contracts and financial swaps, to reduce exposure to natural gas price volatility. None of the derivative instruments were designated as qualifying accounting hedges, but rather serve as economic hedges.

For derivative instruments, any unrealized gains or losses, to the extent that they are refundable or recoverable through regulated rates, associated with the change in fair value of these contracts, and realized losses or gains associated with the settlement of these contracts, are deferred as a regulatory asset or regulatory liability. Had the BCUC not allowed the deferral of unrealized losses or gains resulting from these hedging activities as regulatory assets or liabilities, the Corporation would either designate these contracts as a qualifying cash flow hedge and, to the extent that the cash flow hedges are effective, the unrealized losses or gains would be recognized in accumulated other comprehensive income, net of taxes, or resulting gains and losses would be recorded in the Consolidated Statements of Earnings.

Derivative contracts under master netting agreements and collateral positions are presented on a gross basis.

#### **Debt Issuance Costs**

Costs incurred to arrange debt financing are recognized as a direct deduction from the carrying amount of the debt liability and are accounted for using the effective interest method over the life of the related financial liability. Costs incurred to arrange credit facilities are recognized as other assets and amortized over the term of the facility on a straight-line basis.

#### Sales Taxes

In the course of its operations, the Corporation collects sales taxes from its customers. When customers are billed, a current liability is recognized for the sales taxes included on the customer's bill. This liability is settled when the taxes are remitted to the appropriate government authority. The Corporation's revenue excludes the sales taxes.

#### **Income Taxes**

The Corporation follows the asset and liability method of accounting for income taxes. Under this method, deferred income tax assets and liabilities are recognized for temporary differences between the tax and accounting basis of assets and liabilities, as well as for the benefit of losses available to be carried forward to future years for tax purposes that are more likely than not (greater than a 50 per cent chance) to be realized.

The deferred income tax assets and liabilities are measured using enacted income tax rates and laws that will be in effect when the temporary differences are expected to be recovered or settled. As a result of rate regulation, deferred income taxes incurred related to regulated operations have been offset by a corresponding regulatory asset or liability resulting in no impact on net earnings. Current income tax expense or recovery is recognized for the estimated income taxes payable or receivable in the current year.



### 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

As approved by the BCUC, the Corporation recovers income tax expense in customer rates based only on income taxes that are currently payable for regulatory purposes, except for certain regulatory asset and liability accounts specifically prescribed by the BCUC. Therefore, current customer rates do not include the recovery of deferred income taxes related to temporary differences between the tax basis of assets and liabilities and their carrying amounts for regulatory purposes, as these taxes are expected to be collected in rates when they become payable. An offsetting regulatory asset or liability is recognized for the amount of income taxes that is expected to be collected in rates once the amount becomes payable.

Any difference between the expense recognized and that recovered from customers in current rates for income tax expense that is expected to be recovered, or refunded, in future customer rates is subject to deferral treatment as described in note 8 "Regulatory Assets and Liabilities".

The Corporation recognizes a tax benefit if it is more likely than not that a tax position taken or expected to be taken in a tax return will be sustained upon examination by taxing authorities based on the merits of the position. The tax benefit recognized in the financial statements is measured based on the largest amount of benefit that is greater than 50 per cent likely to be realized upon settlement. The difference between a tax position taken or expected to be taken in a tax return and the benefit recognized and measured pursuant to this guidance represents an unrecognized tax benefit.

Interest and penalties related to unrecognized tax benefits are recognized in income tax expense.

### **Segment Reporting**

The Corporation has a single reportable segment.

# **Use of Accounting Estimates**

The preparation of the Corporation's financial statements in accordance with US GAAP requires management to make estimates and judgments that affect the reported amounts of assets and liabilities and the disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenue and expenses during the reporting periods. Estimates and judgments are based on historical experience, regulatory decisions, current conditions and various other assumptions believed to be reasonable under the circumstances. The use of estimates is described in the "Summary of Significant Accounting Policies", note 8 "Regulatory Assets and Liabilities" and note 25 "Commitments". Certain estimates are also necessary since the regulatory environment in which the Corporation operates often requires amounts to be recorded at estimated values until these amounts are finalized pursuant to regulatory decisions or other regulatory proceedings. Due to changes in facts and circumstances and the inherent uncertainty involved in making estimates, actual results may differ significantly from current estimates. Estimates and judgments are reviewed periodically and, as adjustments become necessary, are reported in earnings in the period in which they become known.

# **New Accounting Policies**

#### Leases

Effective January 1, 2019, FEI adopted ASU No. 2016-02, *Leases* (ASC 842), that requires lessees to recognize a right-of-use asset and lease liability for all leases with a lease term greater than 12 months, along with additional quantitative and qualitative disclosures. The Corporation applied the transition provisions as of the adoption date and did not retrospectively adjust prior periods. FEI elected a package of implementation options, referred to as practical expedients, that allowed it to not reassess: (i) whether existing contracts, including land easements, are or contain a lease; (ii) the lease classification of existing leases; or (iii) the initial direct costs for existing leases. Also, the Corporation utilized the hindsight practical expedient to determine the lease term. Upon adoption, the Corporation did not identify or record an adjustment to the opening balance of retained earnings, and there was no impact on net earnings or cash flows.

As at December 31, 2019, the Corporation recognized \$6 million of right-of-use assets and lease liabilities related to office facilities. Refer to note 13 for additional disclosure on FEI's leasing arrangements.



### 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

### Pensions and Other Postretirement Plan Disclosures

ASU No. 2018-14, Changes to the Disclosure Requirements for Defined Benefit Plans, issued in August 2018, is to be applied on a retrospective basis for all periods presented. Principally, it modifies the disclosure requirements for employers with defined pension or other post-retirement plans. In particular, the amendments remove (a) the amounts in accumulated other comprehensive income expected to be recognized as components of net period benefit costs over the next fiscal period, (b) the amount and timing of plan assets expected to be returned to the employer, and (c) the effects of a one-percentage-point change on the assumed health care costs and the change in rates on service cost, interest cost and the benefit obligation for post-retirement health care benefits. FEI early adopted this update in the fourth quarter of 2019, and has made the necessary modifications to annual disclosures in note 16.

### **Future Accounting Pronouncements**

FEI considers the applicability and impact of all ASUs issued by the Financial Accounting Standards Board ("FASB"). The following updates have been issued by FASB, but have not yet been adopted by FEI. Any ASUs not included below were assessed and determined to be either not applicable to the Corporation or are not expected to have a material impact on the Consolidated Financial Statements.

### Measurement of Credit Losses on Financial Instruments

ASU No. 2016-13, *Measurement of Credit Losses on Financial Instruments*, issued in June 2016, is effective for FEI January 1, 2020, and is to be applied on a modified retrospective basis. Principally, it requires entities to use an expected credit loss methodology and to consider a broader range of reasonable and supportable information to estimate credit losses.

#### Fair Value Measurement Disclosures

ASU No. 2018-13, Changes to the Disclosure Requirements for Fair Value Measurement, issued in August 2018, is effective for FEI January 1, 2020 and is to be primarily applied on a retrospective basis, with certain disclosures requiring prospective application. Principally, it improves the effectiveness of financial statement note disclosures by clarifying what is required and important to users of the financial statements.

### 3. REGULATORY MATTERS

### Performance Based Ratemaking Plan for 2014 to 2019

In September 2014, the BCUC issued its decision on FEI's 2014 PBR Application. The approved PBR Plan incorporates an incentive mechanism for improving operating and capital expenditure efficiencies. Operation and maintenance expenses and base capital expenditures during the PBR period, 2014 to 2019, are subject to an incentive formula reflecting incremental costs for inflation and half of customer growth, less a fixed productivity adjustment factor of 1.1 per cent each year. The PBR Plan also includes an Earnings Sharing Mechanism that requires a 50/50 sharing of variances from the formula-driven operation and maintenance expenses and capital expenditures over the PBR period, and a number of service quality measures designed to ensure FEI maintains service levels. It also sets out the requirements for an annual review process which provides a forum for discussion between FEI and interested parties regarding its current performance and future activities.

In the first quarter of 2019, the BCUC issued its decision on FEI's 2019 delivery rates. The decision resulted in a 2019 average rate base of approximately \$4,497 million, excluding the rate base of approximately \$12 million for Fort Nelson (2018 - \$4,370 million, excluding the rate base of approximately \$11 million for Fort Nelson).



### 4. ACCOUNTS RECEIVABLE

The timing of revenue recognition, billings, and cash collections results in billed and unbilled accounts receivable. The opening and closing balances of the Corporation's accounts receivable as at December 31 were as follows:

(\$ millions)	2019	2018
Billed accounts receivable from contracts with customers	102	88
Accrued unbilled revenue from contracts with customers	102	89
Gas cost mitigation receivables <sup>1</sup>	46	26
Receivables for third party services and other <sup>1</sup>	9	10
Income taxes receivable	26	51
Fair value of derivative instruments (note 22)	11	5
Cash collateral posted (note 22)	10	16
Amounts due from related parties (note 24)	1	-
Allowance for doubtful accounts	(7)	(8)
Total accounts receivable	300	277

<sup>&</sup>lt;sup>1</sup> Representative of receivables not related to contracts with customers.

#### 5. INVENTORIES

(\$ millions)	2019	2018
Gas in storage	33	47
Materials and supplies	3	3
Total inventories	36	50

# 6. PROPERTY, PLANT AND EQUIPMENT

		Accumulated		Weighted Average
December 31, 2019	Cost	Depreciation	<b>Book Value</b>	Depreciation Rate
(\$ millions)				
Natural gas transmission systems	1,754	(587)	1,167	2.1%
Natural gas distribution systems	3,975	(1,244)	2,731	2.7%
Liquefied natural gas plant and				
equipment	755	(102)	653	2.8%
Plant, buildings and equipment	355	(137)	218	6.3%
Land	71	-	71	-
Assets under construction	119	-	119	-
Total property, plant and equipment	7,029	(2,070)	4,959	

		Accumulated		Weighted Average
December 31, 2018	Cost	Depreciation	Book Value	Depreciation Rate
(\$ millions)				
Natural gas transmission systems	1,702	(556)	1,146	2.1%
Natural gas distribution systems	3,497	(1,162)	2,335	2.7%
Liquefied natural gas plant and				
equipment	742	(81)	661	3.1%
Plant, buildings and equipment	343	(133)	210	6.3%
Land	71	-	71	-
Assets under construction	235	-	235	-
Total property, plant and equipment	6,590	(1,932)	4,658	



# 6. PROPERTY, PLANT AND EQUIPMENT (continued)

As allowed by the BCUC, during the year ended December 31, 2019 the Corporation capitalized a debt component of AFUDC of \$5 million (2018 - \$3 million) and an equity component of AFUDC of \$8 million (2018 - \$5 million), and approved capitalized overhead costs of \$34 million (2018 - \$33 million).

Depreciation of property, plant and equipment, including a net salvage provision, for the year ended December 31, 2019 totaled \$210 million (2018 - \$190 million).

Included in the book value of plant, buildings and equipment are vehicle finance leases of \$1 million (2018 - \$2 million).

#### 7. INTANGIBLE ASSETS

December 31, 2019	Cost	Accumulated Amortization	Book Value
(\$ millions)			
Software	136	(87)	49
Land rights	58	-	58
Other	4	(3)	1
Assets under construction	9	-	9
Total intangible assets	207	(90)	117

December 31, 2018	Cost	Amortization	Book Value	
(\$ millions)				
Software	135	(80)	55	
Land rights	57	=	57	
Other	4	(3)	1	
Assets under construction	6	=	6	
Total intangible assets	202	(83)	119	

There was no impairment of intangible assets for the years ended December 31, 2019 and 2018.

Amortization of intangible assets for the year ended December 31, 2019 totaled \$18 million (2018 - \$18 million).

Amortization of software is recorded on a straight-line basis using an average amortization rate of 13.4 per cent (2018 – 13.1 per cent). Amortization of other intangible assets is recorded on a straight-line basis using an average amortization rate of 1.5 per cent (2018 – 1.5 per cent).

Included in the cost of land rights at December 31, 2019 was \$58 million (2018 - \$57 million) not subject to amortization.

The following is the estimated amortization expense for each of next five years:

(\$ millions)	
2020	12
2021	11
2022	9
2022 2023 2024	6
2024	5



### 8. REGULATORY ASSETS AND LIABILITIES

Based on existing regulatory orders or the expectation of future regulatory orders, the Corporation has recorded the following amounts, net of income tax and amortization where applicable, which are expected to be recovered from or refunded to customers as at December 31:

			Remaining Recovery Period
(\$ millions)	2019	2018	(Years)
Regulatory assets			
Regulated asset for deferred income taxes (i)	546	496	Ongoing
Pension and OPEB unrecognized actuarial losses and			
past service costs (note 16) (ii)	146	76	Ongoing
Demand side management program (iii)	164	131	10
Rate stabilization accounts (iv)	26	10	2
Fair value of derivative instruments (note 22) (v)	-	9	Ongoing
Book value after removal of utility capital assets (vi)	17	21	5
Greenhouse gas reduction regulation incentives (vii)	37	33	10
Income taxes recoverable on OPEBs (viii)	18	18	Ongoing
Customer care enhancements (ix)	2	5	1
Deferred development costs for capital projects (x)	25	11	11
Earnings sharing mechanism (xv)	1	-	1
Other recoverable costs (xi)	21	21	Various
Total regulatory assets	1,003	831	
Less: current portion	47	50	
Long-term portion of regulatory assets	956	781	

			Remaining Recovery Period
(\$ millions)	2019	2018	(Years)
Regulatory liabilities			
Rate stabilization accounts (iv)	57	44	1-2
Net salvage provision (xii)	106	84	Ongoing
Flow-through variances (xiii)	38	38	1
Deferred interest on rate stabilization accounts and			
gas in storage (xiv)	6	7	1-3
Earnings sharing mechanism (xv)	-	1	1
Pension and OPEB cost variance (xvi)	5	4	3
Emissions regulations (xvii)	5	6	5
Fair value of derivative instruments (note 22) (v)	1	-	Ongoing
Other refundable costs (xi)	5	5	Various
Total regulatory liabilities	223	189	
Less: current portion	62	44	
Long-term portion of regulatory liabilities	161	145	·

Net amortization expense of regulatory assets and liabilities, excluding a net salvage provision, for the year ended December 31, 2019 totaled \$12 million (2018 - \$15 million).



### 8. REGULATORY ASSETS AND LIABILITIES (continued)

# (i) Regulated Asset for Deferred Income Taxes

FEI recognizes deferred income tax assets and liabilities, and related regulatory liabilities and assets, for the amount of deferred income taxes expected to be refunded to, or recovered from, customers in future rates. Included in deferred income tax assets and liabilities are the future income tax effects of the subsequent settlement of the related regulatory liabilities and assets through customer rates.

The regulatory asset balance is expected to be recovered from customers in future rates when the deferred taxes become payable.

### (ii) Pension and OPEB Unrecognized Actuarial Losses and Past Service Costs

The net funded status, being the difference between the fair value of plan assets and the projected benefit obligation for pensions and OPEBs, is required to be recognized on the Corporation's balance sheet under ASC Topic 715, *Compensation - Retirement Benefits*. The amount required to make this net funded status adjustment, which would otherwise be recognized in Accumulated Other Comprehensive Income ("AOCI"), has instead been deferred as a regulatory asset. The regulatory asset balance represents the deferred portion of the expense relating to pensions and OPEBs that is expected to be recovered from customers in future rates as the deferred amounts are included as a component of future net benefit cost.

### (iii) Demand Side Management Program

The Corporation funds incentives and provides energy management services to promote efficiency programs for its customers. As approved by the BCUC, the Corporation recovers these costs in rates over a 10 year period.

### (iv) Rate Stabilization Accounts

There are two primary deferral mechanisms in place to decrease the volatility in rates caused by such factors as fluctuations in gas supply costs and the impacts of weather and other changes on use rates.

The first mechanism relates to the recovery of all gas supply costs through deferral accounts that capture variances (overages and shortfalls) from forecasts in costs incurred and amounts recovered through rates. Balances to be either refunded to or recovered from customers are determined via quarterly application and review by the BCUC. Currently under this mechanism, there are two separate deferral accounts: the Commodity Cost Reconciliation Account ("CCRA") and the Midstream Cost Reconciliation Account ("MCRA").

The second mechanism seeks to stabilize delivery revenues from residential and commercial customers through a deferral account that captures variances in the forecast versus actual customer use rate for residential and commercial customers throughout the year. This mechanism is called the Revenue Stabilization Adjustment Mechanism ("RSAM"). The RSAM, MCRA and CCRA accounts are either refunded to or recovered from customers in rates within two years with actual refunds or recoveries dependent upon approved rates and actual gas consumption volumes.

As part of the Annual Review of 2017 and 2018 rates, FEI received approval to establish the 2017 and 2018 revenue surplus deferral account to capture the 2017 and 2018 revenue surplus resulting from maintaining 2017 and 2018 rates at prior year levels. As part of the Annual Review of 2019 rates, FEI received approval to defer the refund of this surplus to customers until a future rate application, potentially to mitigate the anticipated delivery rate impacts from major capital projects.



### 8. REGULATORY ASSETS AND LIABILITIES (continued)

The classification of the rate stabilization accounts as at December 31 are as follows:

(\$ millions)	2019	2018
Current assets		
RSAM	8	5
Total current assets	8	5
Long-term assets		
RSAM	18	5
Total assets	26	10
Current liabilities CCRA	(11)	(10)
MCRA	(10)	(3)
Total current liabilities  Long-term liabilities	(21)	(13)
MCRA	(5)	(1)
Revenue surplus	(31)	(30)
Total long-term liabilities	(36)	(31)
Total liabilities	(57)	(44)

# (v) Fair Value of Derivative Instruments

Unrealized gains or losses associated with changes in the fair value of certain derivative instruments are deferred as a regulatory asset or liability for recovery from, or refund to, customers in future rates. These unrealized losses and gains would otherwise be recognized in earnings. This regulatory asset balance is not subject to a regulatory return.

#### (vi) Book Value After Removal of Utility Capital Assets

The remaining book value after the removal of utility capital assets (property, plant and equipment) is a regulatory deferral account that accumulated such balances for 2010 to 2013 and subsequently recovered them from customers through amortization of regulatory assets. In 2014, the BCUC approved the recovery of these costs in rates over a 10 year period.

Subsequent to 2014, FEI records the book value after the removal of property, plant and equipment and intangible assets to accumulated depreciation, which will be reflected in future depreciation expense when refunded or collected in rates.

### (vii) Greenhouse Gas Reduction Regulation Incentives

The deferral for greenhouse gas reduction regulation incentives is comprised of expenditures to support the growth and development of Compressed Natural Gas and Liquefied Natural Gas markets. The regulatory deferral includes subsidy payments made available to assist customers to purchase natural gas vehicles in lieu of vehicles fueled by diesel, switch to natural gas from diesel for power generation, upgrade equipment to be able to maintain the natural gas equipment and perform feasibility studies and administer the program, all as part of the incentive program funding pursuant to the Greenhouse Gas Reductions (Clean Energy) Regulation under the Clean Energy Act. The BCUC has approved recovery of these costs in rates over a 10 year period.

### (viii) Income Taxes Recoverable on OPEBs

The BCUC allows OPEB plan costs to be collected in customer rates on an accrual basis, rather than a cash paid basis, which creates timing differences for income tax purposes. As approved by the BCUC, the tax effect of this timing difference is deferred as a regulatory asset and will be reduced as cash payments for OPEB plans exceed required accruals and amounts collected in customer rates. This regulatory asset balance is expected to be recovered from customers in future rates.



# 8. REGULATORY ASSETS AND LIABILITIES (continued)

#### (ix) Customer Care Enhancements

The Customer Care Enhancement ("CCE") deferral captured all incremental costs associated with the CCE project that were incurred prior to the project implementation date of January 1, 2012, for the purpose of permitting cost recovery, as well as any costs incurred in 2012 related to the project implementation. The BCUC approved the recovery of these costs in rates over an 8 year period.

# (x) Deferred Development Costs for Capital Projects

Deferred development costs for capital projects include costs for projects under development that are included in regulated rate base or are anticipated to be recorded in regulated rate base in the future. The BCUC has approved the recovery of certain development costs in rates over a 20 year period, while the recovery of other development costs are still subject to regulatory review and approval of disposition.

### (xi) Other Recoverable and Refundable Costs

Regulatory assets and liabilities that have been aggregated in the tables above as other items relate to smaller deferral accounts. These accounts have either been approved by the BCUC for recovery from or refund to customers or are expected to be approved. The approved amounts are being amortized over various periods depending on the nature of the costs.

### (xii) Net Salvage Provision

The net salvage provision account captures the provision for costs which will be incurred to remove assets from service either through actual removal of the asset or through disconnection from the transmission or distribution system. As actual removal costs are incurred, the net salvage provision account is drawn down. For the year ended December 31, 2019, approximately \$37 million (2018 - \$36 million) was collected from customers through depreciation expense to offset future removal costs which may be incurred. Actual removal costs incurred for the year ended December 31, 2019 were \$16 million (2018 - \$17 million).

### (xiii) Flow-through Variances

Beginning in 2014, the Corporation has a BCUC approved flow-through deferral account that captures variances from regulated forecast items, excluding formulaic operation and maintenance costs, that do not have separately approved deferral mechanisms, and flows those variances through customer rates in the following year. This deferral account replaced a number of deferral accounts that existed prior to then, that captured such items as variances in interest rates, insurance and factors affecting income taxes. In addition, the flow-through deferral account captures variances in margin related to customer growth and industrial margin, and certain other items that previously were not subject to flow-through treatment.

### (xiv) Deferred Interest on Rate Stabilization Accounts and Gas in Storage

The deferred interest on rate stabilization accounts and gas in storage is the interest calculated on the difference between the actual and forecasted average balance of the rate stabilization accounts and gas in storage multiplied by the composite interest rate. Amounts are returned to, or recovered from, customers over the same period as the underlying rate stabilization accounts and over 3 years for the gas in storage deferred interest.

#### (xv) Earnings Sharing Mechanism

The Earnings Sharing Mechanism deferral account captures the customer portion of the sharing of variances from the formula driven operation and maintenance expenses and the equity return on the variances in capital expenditures during the PBR period. The BCUC has approved the refund of these variances in customer rates in the following year.

# (xvi) Pension and OPEB Cost Variance

As approved by the BCUC, the pension and OPEB cost variance account accumulates differences between pension and OPEB expenses that are approved for recovery in rates and the actuarially determined pension and OPEB expense. The BCUC approved the refund of these variances in rates over a 3 year period.



# 8. REGULATORY ASSETS AND LIABILITIES (continued)

### (xvii) Emissions Regulations

As approved by the BCUC, the emissions regulations deferral account captures revenues collected from credits related to Emissions Regulations, particularly the Emissions Trading Regulation and the Renewable and Low Carbon Fuel Requirements Regulation which are aimed to reduce Greenhouse Gas emissions in BC, and any compliance costs associated with the revenue collection. The BCUC approved the refund of these revenues in rates over a 5 year period.

### 9. OTHER ASSETS

(\$ millions)	2019	2018
Pension assets (note 16)	4	3
Credit facility issuance costs (note 23)	1	1
Fair value of derivative instruments (note 22)	2	9
Operating leases (note 13)	6	-
Other long-term receivables	1	1
Total other assets	14	14

#### 10. GOODWILL

On May 17, 2007, Fortis acquired all of the issued and outstanding shares of FHI. The consideration paid for this acquisition has been recorded in the Corporation's financial statements using push-down accounting. In addition to goodwill of \$913 million (2018 - \$913 million) for the excess of the purchase price paid by Fortis over the fair value of the net assets acquired, the Corporation has recognized additional paid-in capital related to the push-down of the acquisition accounting.

There was no impairment of goodwill for the years ended December 31, 2019 and 2018.

# 11. ACCOUNTS PAYABLE AND OTHER CURRENT LIABILITIES

(\$ millions)	2019	2018
Trade accounts payable	121	75
Gas cost payable	97	131
Other taxes payable	54	38
Employee compensation and benefits payable	38	35
Interest payable on long-term debt	33	30
Customer deposits	47	45
Other accrued charges	9	10
Business development deposit	17	11
Fair value of derivative instruments (note 22)	11	22
Pension and OPEB liabilities (note 16)	4	4
Operating leases (note 13)	2	-
Total accounts payable and other current liabilities	433	401



#### 12. LONG-TERM DEBT

(\$ millions)	2019	2018
Unsecured Debentures		
6.95% Series 11, due September 21, 2029	150	150
6.50% Series 18, due May 1, 2034	150	150
5.90% Series 19, due February 26, 2035	150	150
5.55% Series 21, due September 25, 2036	120	120
6.00% Series 22, due October 2, 2037	250	250
5.80% Series 23, due May 13, 2038	250	250
6.55% Series 24, due February 24, 2039	100	100
4.25% Series 25, due December 9, 2041	100	100
3.38% Series 26, due April 13, 2045	150	150
2.58% Series 27, due April 8, 2026	150	150
3.67% Series 28, due April 9, 2046	150	150
3.78% Series 29, due March 6, 2047	150	150
3.69% Series 30, due October 30, 2047	175	175
6.05% Series 2008, due February 15, 2038	250	250
5.20% Series 2010, due December 6, 2040	100	100
3.85% Series 31, due December 7, 2048	200	200
2.82% Series 32, due August 9, 2049	200	=
Total long-term debt	2,795	2,595
Less: debt issuance costs	21	20
Total long-term debt, net of debt issuance costs	2,774	2,575

#### **Unsecured Debentures**

On October 20, 2017, the Corporation filed a short form base shelf prospectus to establish a Medium Term Note Debenture ("MTN Debentures") Program and entered into a Dealers Agreement with certain affiliates of a group of Canadian Chartered Banks. The Corporation may, from time to time during the 25 month life of the shelf prospectus, issue MTN Debentures in an aggregate principal amount of up to \$650 million. The establishment of the MTN Debenture Program has been approved by the BCUC.

On December 4, 2018, FEI entered into an agreement with the dealers listed in the Dealers Agreement to sell \$200 million of unsecured MTN Debentures Series 31. The MTN Debentures Series 31 bear interest at a rate of 3.85 per cent to be paid semi-annually and mature on December 7, 2048. The closing of the issuance occurred on December 7, 2018.

On August 7, 2019, FEI entered into an agreement with the dealers listed in the Dealers Agreement to sell \$200 million of unsecured MTN Debentures Series 32. The MTN Debentures Series 32 bear interest at a rate of 2.82 per cent to be paid semi-annually and mature on August 9, 2049. The closing of the issuance occurred on August 9, 2019.

During November 2019, the MTN Debenture Program expired.

All of the Corporation's debentures are redeemable, in whole or in part, at the option of the Corporation, at a price equal to the greater of the Canada Yield Price, as defined in the applicable Trust Indenture, and the principal amount of the debt to be redeemed, plus accrued and unpaid interest to the date specified for redemption.

Certain of the Corporation's long-term debt obligations have issuance tests that prevent the Corporation from incurring additional long-term debt that include interest coverage ratios. In addition, the Corporation's credit facility agreements require maintenance of certain financial covenants such as a maximum percentage of debt to equity. As at December 31, 2019 and 2018, the Corporation was in compliance with these covenants.

See note 25 "Commitments" for required principal and interest repayments required for long-term debt over the next five years and thereafter.



#### 13. LEASES

### **Finance Obligations**

Between 2000 and 2005, the Corporation entered into arrangements whereby certain natural gas distribution assets were leased to certain municipalities and then leased back by the Corporation from the municipalities. The natural gas distribution assets are considered to be integral equipment to real estate assets and as such these transactions have been accounted for as financing transactions. The proceeds from these transactions have been recorded as finance obligations. Lease payments made, less the portion considered to be interest expense, decrease the finance obligations. The transactions have implicit interest rates between 6.79 per cent and 7.25 per cent and are being repaid over an initial 35 year period. Each of the arrangements allow the Corporation, at its option, to terminate the lease arrangements early, after 17 years. If the Corporation exercises this option, the Corporation would pay the municipality an early termination payment which is equal to the carrying value of the obligation on the Corporation's financial statements at that point in time. On November 30, 2019, the Corporation exercised an early termination payment option in the amount of \$12 million on one of these financing transactions.

See note 25 "Commitments" for required principal and interest repayments for finance obligations over the next five years and thereafter.

### **Finance Leases**

FEI has finance leases related to vehicles.

# Office Facility Operating Leases

The Corporation leases office facilities with remaining terms of 1 to 18 years. Most leases include renewal options with renewal terms that may extend the lease term from 1 to 20 years. Certain lease agreements include rental payments adjusted periodically for inflation or require the payment of real estate taxes, insurance, maintenance, or other operating expenses associated with the lease premises.

The following table details supplemental balance sheet information related to the Corporation's leases:

(\$ millions)	Classification	December 31, 2019
Assets		
Long-term		
Operating leases	Other assets (note 9)	6
Finance leases	Property, plant and equipment, net (note 6)	1
Total leased assets		7
Liabilities		
Current		
Operating leases	Accounts payable and other current liabilities (note 11)	2
Finance leases	Current portion of finance lease and finance obligations	1
Long-term		
Operating leases	Other liabilities (note 14)	4
Finance leases	Finance lease and finance obligations	1
Total lease liabilities		8

The following table presents the components of the Corporation's lease cost for the year ended December 31, 2019:

(\$ millions)	December 31, 2019
Operating lease cost	3
Finance lease cost – amortization	1
Total lease cost	4

For the year ended December 31, 2018, operating lease cost was \$3 million.



### 13. LEASES (continued)

As at December 31, 2019, the present value of the future cash flows required over the next five years and thereafter are as follows:

	Operating	Finance	
(\$ millions)	Leases	Leases	Total
2020	2	1	3
2021	2	1	3
2022	1	-	1
2023	1	-	1
2024	-	-	-
Thereafter	-	-	-
Subtotal	6	2	8
Less: amounts representing imputed interest	-	-	-
Total operating and finance leases	6	2	8
Less: current portion	2	1	3
Long-term portion	4	1	5

The Corporation provides the following supplemental information related to its leases for the year ended December 31:

Lease Term and Discount Rate	2019
Weighted-average remaining lease term (years)	
Operating leases	4
Finance leases	2
Weighted-average discount rate (%)	
Operating leases	3.0%
Finance leases	4.3%

Other Information	2019
(\$ millions)	
Cash paid for amounts included in the measurement of lease liabilities	
Operating cash flows from operating leases	(3)
Supplementary non-cash information	
Right-of-use assets obtained in exchange for operating lease liabilities	8

In addition, the Corporation leases limited office facilities to others with remaining terms of 2 to 9 years. Most leases include one or more options to renew, with renewal terms that may extend the lease term for 5 to 10 years. These leases are classified as operating leases and income received is recorded to other revenue. Lease revenue received for the year ended December 31, 2019 was not material to Consolidated Financial Statements.

Lease payments to be received at December 31, 2019 are as follows:

(\$ millions)	Operating Leases
2020	1
2021	1
2022	-
2023	-
2024	-
Thereafter	-
Total	2



#### 14. OTHER LIABILITIES

(\$ millions)	2019	2018
Pension and OPEB liabilities (note 16)	258	190
Fair value of derivative instruments (note 22)	1	1
Operating leases (note 13)	4	-
Other	5	-
Total other liabilities	268	191

### 15. SHARE CAPITAL

# **Authorized Share Capital**

The Corporation is authorized to issue 500,000,000 common shares, 100,000,000 first preference shares and 100,000,000 second preference shares, all without par value.

#### Common Shares

Issued and outstanding common shares as at December 31 are as follows:

	20	19	2018		
	Number of Amount		Number of	Amount	
	Shares	(\$ millions)	Shares	(\$ millions)	
Outstanding, beginning of year	328,928,792	1,211	325,945,864	1,171	
Issued	10,015,428	140	2,982,928	40	
Outstanding, end of year	338,944,220	1,351	328,928,792	1,211	

### 16. EMPLOYEE FUTURE BENEFITS

The Corporation is a sponsor of pension plans for eligible employees. The plans include registered defined benefit pension plans and supplemental unfunded arrangements. The Corporation also provides other postemployment benefits other than pensions for retired employees. The following is a summary of each type of plan.

### **Defined Benefit Pension Plans**

The Corporation sponsors a number of defined benefit pension plans. Additionally, the Corporation has a number of closed plans which relate to service prior to 2007 by certain employees. Retirement benefits are based on employees' years of credited service and remuneration. Corporation contributions to the plans are based upon independent actuarial valuations. The most recent actuarial valuations of the defined benefit pension plans for funding purposes were as at December 31, 2016 and December 31, 2018 and the dates of the next required valuations will be as at December 31, 2019 and December 31, 2021. The valuations as at December 31, 2019 will be completed in 2020.

#### Supplemental Plans

Certain employees are eligible to receive supplemental benefits. The supplemental plans provide pension benefits in excess of statutory limits. The supplemental plans are unfunded and certain plans are secured by letters of credit (note 23).

### **Other Post-Employment Benefits**

The Corporation provides retired employees with OPEBs that include, depending on circumstances, supplemental health, dental and life insurance coverage. OPEBs are unfunded and the annual net benefit cost is recorded on an accrual basis based on independent actuarial determinations, considering among other factors, health-care cost escalation. The next valuation is expected to be completed during 2020 using a valuation date of December 31, 2019.



# 16. EMPLOYEE FUTURE BENEFITS (continued)

The financial positions of the Corporation's defined benefit pension and supplemental plans and OPEB plans are as follows:

	Defined Benefit Pension and					
	Suppleme	ntal Plans	OPE	OPEB Plans		
(\$ millions)	2019	2018	2019	2018		
Change in fair value of plan assets						
Balance, beginning of year	604	591	-	-		
Actual return on plan assets	89	7	-	-		
Employer contributions	15	15	3	3		
Employee contributions	13	12	-	-		
Benefits paid	(22)	(21)	(3)	(3)		
Fair value, end of year	699	604	-	-		
Change in projected benefit obligation						
Balance, beginning of year	684	679	111	128		
Employee contributions	13	12	-	-		
Current service cost	20	19	3	4		
Interest costs	26	24	4	5		
Benefits paid	(22)	(21)	(3)	(3)		
Past service credit	-	=.	-	-		
Actuarial (gain) loss	113	(29)	8	(23)		
Balance, end of year <sup>1</sup>	834	684	123	111		
Unfunded status	(135)	(80)	(123)	(111)		

<sup>&</sup>lt;sup>1</sup> The accumulated benefit obligation for defined benefit pension plans, excluding assumptions about future salary levels, was \$763 million (2018 - \$626 million).

The following table summarizes the employee future benefit assets and liabilities and their classification in the Consolidated Balance Sheets. The total pension and OPEB liability recognized in other liabilities on the Consolidated Balance Sheet was \$258 million (2018 - \$190 million).

	Defined Pensio Supplemer	n and	OPEB I	Plans
(\$ millions)	2019	2018	2019	2018
Other assets (note 9)	(4)	(3)	-	-
Accounts payable and other current liabilities (note 11)	1	1	3	3
Other liabilities (note 14)	138	82	120	108
Net liability	135	80	123	111



### 16. EMPLOYEE FUTURE BENEFITS (continued)

The net benefit cost for the Corporation's defined benefit pension and supplemental plans and OPEB plans are as follows:

	Defined Benefit Pension and Supplemental Plans OPEB Plans			
(\$ millions)	2019	2018	2019	2018
Service costs	20	19	3	4
Interest costs	26	24	4	5
Expected return on plan assets	(38)	(34)	-	-
Amortization:				
Actuarial losses	1	5	-	1
Past service costs	(1)	(1)	-	-
Regulatory adjustment	1	(2)	2	-
Net benefit cost	9	11	9	10

As a result of adopting ASU No. 2017-07, the components of net benefit cost, other than the service cost component, are included in other income in the Consolidated Statements of Earnings for the years ended December 31, 2019 and 2018.

#### **Defined Benefit Pension Plan Assets**

As at December 31, 2019 and 2018, the assets of the Corporation's funded defined benefit pension plans were invested on a weighted average as follows:

	Target Allocation	2019	2018
Equities	10-60%	38%	38%
Fixed income	30-90%	39%	39%
Real estate and infrastructure	0-30%	20%	20%
Private equity	0-5%	3%	3%
		100%	100%

The investment policy for defined benefit plan assets is to optimize the risk-return using a portfolio of various asset classes. The Corporation's primary investment objectives are to secure registered pension plans, and maximize investment returns in a cost effective manner while not compromising the security of the respective plans. The pension plans use quarterly rebalancing in order to achieve the target allocations while complying with the constraints of the *Pension Benefits Standards Act* of British Columbia and the *Income Tax Act*. The pension plans utilize external investment managers to execute the investment policy. Assets in the plans are held in trust by independent third parties. The pension plans do not directly hold any shares of the Corporation's parent or affiliated companies.



# 16. EMPLOYEE FUTURE BENEFITS (continued)

The fair value measurements of the Corporation's defined benefit pension plan assets by fair value hierarchy level, which are described in further detail in note 22, "Financial Instruments", are as follows:

2019	Level 1	Level 2	Level 3	Total
(\$ millions)				
Cash	3	-	-	3
Equities	276	-	-	276
Fixed income	-	262	-	262
Real estate and infrastructure	-	-	142	142
Private equity	-	-	16	16
	279	262	158	699

2018	Level 1	Level 2	Level 3	Total
(\$ millions)				
Cash	2	-	-	2
Equities	216	=	=	216
Fixed income	-	241	-	241
Real estate	-	-	129	129
Private equity	-	-	16	16
	218	241	145	604

The following table is a reconciliation of changes in the fair value of defined benefit pension plan assets that have been measured using Level 3 inputs for the years ended December 31, 2019 and 2018:

(\$ millions)	2019	2018
Balance, beginning of year	145	127
Actual return on plan assets relating to assets		
still held at the reporting date	12	9
Purchases, sales and settlements	1	9
Balance, end of year	158	145

There were no transfers into or out of Level 3 during the years ended December 31, 2019 and 2018.

# **Significant Actuarial Assumptions**

The significant weighted average actuarial assumptions used to determine the projected benefit obligation and the net benefit cost are as follows:

		nefit Pension mental Plans	OF	PEB Plans
	2019	2018	2019	2018
Projected benefit obligation				
Discount rate as at December 31	3.00%	3.75%	3.00%	3.75%
Rate of compensation increase	3.00%	3.00%	-	-
Net benefit cost				
Discount rate as at January 1	3.75%	3.50%	3.75%	3.50%
Expected rate of return on plan assets	6.00%	6.00%	-	-



# 16. EMPLOYEE FUTURE BENEFITS (continued)

The assumed health-care cost trend rates for OPEB plans are as follows:

	2019	2018
Health care cost trend rate:		
Initial rate at December 31	5.00%	5.00%
Annual rate of decline in trend rate	-	-
Ultimate health care cost trend rate	5.00%	5.00%
Year ultimate rate reached	2018	2018

The following table provides the components and the changes of the regulatory asset during the year that would otherwise have been recognized in other comprehensive income and AOCI and have not yet been recognized as components of periodic net benefit cost. The total unrecognized actuarial losses and past service costs for pension and OPEB that was recognized as a regulatory asset was \$146 million (2018 - \$76 million).

	Defined Benefit Pension and Supplemental Plans OPEB Plans			
(\$ millions)	2019	2018	2019	2018
Regulatory asset, beginning of year	80	86	(4)	21
Net actuarial (gains) losses	61	(2)	9	(24)
Amortization of actuarial losses	(1)	(5)	-	(1)
Amortization of past service costs	1	1	-	_
Regulatory asset, end of year (note 8)	141	80	5	(4)

### **Funding Contributions**

Under the terms of the defined benefit pension plans, the Corporation is required to provide pension funding contributions, including current service, solvency and special funding amounts. The Corporation's estimated 2020 contributions are \$12 million (2019 - \$13 million).

The Corporation's estimated 2020 OPEB contributions are \$3 million (2019 - \$3 million).

### **Benefit Payments**

The following table provides the amount of benefit payments expected to be made over the next 10 years:

(\$ millions)	Defined Benefit Pension and Supplemental Plans	OPEB Plans
2020	22	3
2021	23	3
2022	26	3
2023	28	4
2024	30	4
2025-2029	182	22
Totals	311	39



### 17. REVENUE

### Disaggregation of Revenue

The following table presents the disaggregation of the Corporation's revenue by type of customer for the years ended December 31:

(\$ millions)	2019	2018
Residential	744	655
Commercial	369	315
Industrial	55	36
Transportation	122	130
Total natural gas revenue	1,290	1,136
Other contract revenue <sup>1</sup>	15	16
Total revenue from contracts with customers	1,305	1,152
Alternative revenue <sup>2</sup>	14	29
Other revenue <sup>3</sup>	11	6
Total revenue	1,330	1,187

Other contract revenue includes utility customer connections and agreements with certain customers to provide transportation of natural gas over utility owned infrastructure.

# 18. OTHER INCOME

(\$ millions)	2019	2018
Dividend income from FHI (note 24)	77	137
Equity component of AFUDC	8	5
Net periodic pension and post-employment benefit cost	8	1
Interest income	1	1
Total other income	94	144

### 19. FINANCE CHARGES

(\$ millions)	2019	2018
Interest on long-term debt and finance obligations <sup>1</sup>	138	131
Interest on short-term debt	3	6
Debt component of AFUDC (note 6)	(5)	(3)
Net interest on debt	136	134
Finance charges paid to FHI (note 24)	77	137
Total finance charges	213	271

<sup>&</sup>lt;sup>1</sup> Includes amortization of debt issuance costs.

<sup>&</sup>lt;sup>2</sup> Alternative revenue includes the Earnings Sharing Mechanism, which recognizes the 50/50 sharing of variances from the formula-driven operation and maintenance expenses and capital expenditures under the PBR Plan, the RSAM, and flow-through variances related to industrial and other customer revenue.

Other revenue is primarily comprised of other flow-through and regulatory deferral adjustments resulting primarily from cost recovery variances in regulated forecasts used to set gas delivery rates.



# FortisBC Energy Inc.

# Notes to the Consolidated Financial Statements For the years ended December 31, 2019 and 2018

### 20. SUPPLEMENTARY INFORMATION TO CONSOLIDATED STATEMENTS OF CASH FLOWS

The supplementary information to the Consolidated Statements of Cash Flows for the years ended December 31 are as follows:

(\$ millions)	2019	2018
Interest paid	139	135
Interest paid to FHI (note 24)	77	137
Net income tax (refunded) paid	(34)	34

# **Significant Non-Cash Transactions**

(\$ millions)	2019	2018
Change in fair value of derivative instruments (note 22)	10	39
Change in accrued capital expenditures	(39)	-
Change in regulated asset for deferred income taxes (note 8)	(50)	(54)
Pension and OPEB unrecognized actuarial losses and past service costs		
regulatory asset (note 8)	(70)	31

# **Change in Working Capital**

(\$ millions)	2019	2018
Accounts receivable	(23)	(81)
Inventories	14	-
Prepaid expenses	(2)	-
Accounts payable and other current liabilities	(2)	72
Net current regulatory assets and liabilities	-	(37)
Change in working capital per Statements of Cash Flows	(13)	(46)

The non-cash investing activities balances as at December 31 were as follows:

(\$ millions)	2019	2018
Accrued capital expenditures	73	15

# 21. INCOME TAXES

### **Deferred Income Tax**

Deferred income taxes are provided for temporary differences. Deferred income tax assets and liabilities are comprised of the following:

(\$ millions)	2019	2018
Deferred income tax liability (asset)		
Property, plant and equipment	533	492
Intangible assets	25	26
Regulatory assets	108	85
Regulatory liabilities	(82)	(70)
Employee future benefits	(21)	(21)
Other Other	(12)	(9)
Net deferred income tax liability	551	503



# 21. INCOME TAXES (continued)

### **Provision for Income Taxes**

(\$ millions)	2019	2018
Current income tax expense	20	19
Deferred income tax expense	48	52
Regulatory adjustment (note 8)	(50)	(54)
Deferred income tax, net of regulatory adjustment	(2)	(2)
Income tax expense	18	17

### Variation in Effective Income Tax Rate

Income taxes vary from the amount that would be computed by applying the Canadian federal and BC combined statutory income tax rate of 27.00 per cent (2018 - 27.00 per cent) to earnings before income taxes as shown in the following table:

	2019	2018
Combined statutory income tax rate	27.0%	27.0%
(\$ millions)		
Statutory income tax rate applied to earnings before income taxes	54	56
Preference share dividends	(21)	(37)
Items capitalized for accounting but expensed for income tax purposes	(2)	(1)
Difference between capital cost allowance and amounts expensed for accounting purposes	(19)	(12)
Difference between employee future benefits paid and amounts expensed for accounting purposes	1	1
Difference between regulatory accounting items and amounts claimed for		
tax purposes	7	8
Other	(2)	2
Actual income tax expense	18	17
Effective income tax rate	8.8%	8.2%

Taxation years 2014 and prior are no longer subject to examination in Canada. An examination of the open tax years subsequent to 2014 by the Canada Revenue Agency could result in a change in the liability for unrecognized tax benefits.



#### 22. FINANCIAL INSTRUMENTS

The Corporation categorizes financial instruments into the three-level hierarchy based on inputs used to determine the fair value:

Level 1: Fair value determined using unadjusted quoted prices in active markets;

Level 2: Fair value determined using pricing inputs that are observable; and

Level 3: Fair value determined using unobservable inputs only when relevant observable inputs

are not available.

### Financial Instruments Measured at Fair Value on a Recurring Basis

The following table presents the Corporation's assets and liabilities as at December 31 accounted for at fair value on a recurring basis, all of which are Level 2 of the fair value hierarchy:

(\$ millions)	2019	2018
Assets		
Current		
Natural gas contracts subject to regulatory deferral <sup>1</sup>	11	5
Long-term		
Natural gas contracts subject to regulatory deferral <sup>1</sup>	2	9
Total assets	13	14
Liabilities		
Current		
Natural gas contracts subject to regulatory deferral <sup>1</sup>	(11)	(22)
Long-term		
Natural gas contracts subject to regulatory deferral <sup>1</sup>	(1)	(1)
Total liabilities	(12)	(23)
Total assets (liabilities), net	1	(9)

Derivative contracts that are "in the money" are included in accounts receivable or other assets, and "out of the money" are included in accounts payable and other current liabilities or other liabilities.

The Corporation has elected gross presentation for its derivative contracts under master netting agreements, which applies only to its natural gas derivatives. The table below presents the potential offset of counterparty netting and cash collateral:

	Gross Amount Not Offset in the Balance Sheet			
	Gross Amount	Counterparty	2 1	
	Recognized in the Balance	Netting of Natural Gas	Cash Collateral	Net
December 31, 2019	Sheet	Contracts 1	Posted	Amount
(\$ millions)				
Natural gas contracts subject to regulatory				
deferral:				
Accounts receivable	11	(8)	10	13
Other assets	2	(1)	-	1
Accounts payable and other current liabilities	(11)	8	-	(3)
Other liabilities	(1)	1	-	-

<sup>&</sup>lt;sup>1</sup> Positions, by counterparty, are netted where the intent and legal right to offset exists.



### 22. FINANCIAL INSTRUMENTS (continued)

		Gross Amount Not Offset in the Balance Sheet		
	Gross Amount Recognized in the Balance	Counterparty Netting of Cash Natural Gas Collateral		– Net
December 31, 2018	Sheet	Contracts 1	Posted	Amount
(\$ millions) Natural gas contracts subject to regulatory deferral:				
Accounts receivable	5	(4)	16	17
Other assets	9	(1)	-	8
Accounts payable and other current liabilities	(22)	4	-	(18)
Other liabilities	(1)	1	-	-

<sup>&</sup>lt;sup>1</sup> Positions, by counterparty, are netted where the intent and legal right to offset exists.

### **Derivative Instruments**

The Corporation generally limits the use of derivative instruments to those that qualify as accounting or economic hedges, or those that are approved for regulatory recovery. The Corporation records all derivative instruments at fair value, with certain exceptions including those derivatives that qualify for the normal purchase and normal sale exception.

FEI enters into physical natural gas supply contracts and financial commodity swaps to fix the effective purchase price of natural gas, as the majority of the natural gas supply contracts have floating, rather than fixed, prices. Swap contracts are agreements between two parties to exchange streams of payments over time according to specified terms. Swap contracts require receipt of payment for the notional quantity of the commodity based on the difference between a fixed price and the market price on the settlement date. The fair value of the natural gas derivatives is calculated using the present value of cash flows based on published market prices and forward curves for natural gas.

Natural gas contracts held by FEI are subject to regulatory recovery through rates. As at December 31, 2019 and 2018, these natural gas contracts were not designated as hedges and any unrealized gains or losses associated with changes in the fair value of the derivatives were deferred as a regulatory asset or liability for recovery from, or refund to, customers in future rates, as permitted by the BCUC, and as shown in the following table:

(\$ millions)	2019	2018
Unrealized net gain (loss) recorded to current regulatory liabilities (assets)	1	(9)

Cash inflows and outflows associated with the settlement of all derivative instruments are included in operating cash flows on the Corporation's Consolidated Statements of Cash Flows.

### **Volume of Derivative Activity**

As at December 31, 2019, the Corporation had derivative contracts subject to regulatory deferral that will settle on various expiration dates through 2024. The volumes related to these derivative contracts as at December 31 are outlined below:

(petajoules)	2019	2018
Natural gas physically-settled supply contracts	241	266
Natural gas financially-settled commodity swaps	6	17



### 22. FINANCIAL INSTRUMENTS (continued)

### **Financial Instruments Not Carried At Fair Value**

The fair value of a financial instrument is the market price to sell an asset or transfer a liability at the measurement date. The Corporation uses the following methods and assumptions for estimating the fair value of financial instruments:

- The carrying values of cash, accounts receivable, accounts payable, other current assets and liabilities and borrowings under the credit facility on the Consolidated Balance Sheets of the Corporation approximate their fair values due to short-term nature of these financial instruments. These items have been excluded from the table below.
- For long-term debt, the Corporation uses quoted market prices when available. When quoted market prices are not available, the fair value is determined by discounting the future cash flows of the specific debt instrument at an estimated yield to maturity equivalent to benchmark government bonds or treasury bills, with similar terms to maturity, plus a market credit risk premium equal to that of issuers of similar credit quality. Since the Corporation does not intend to settle the long-term debt prior to maturity, the fair value estimate does not represent an actual liability and, therefore, does not include exchange or settlement costs.

The use of different estimation methods and market assumptions may yield different estimated fair value amounts. The following table includes the carrying value and estimated fair value of the Corporation's long-term debt as at December 31:

		2019		2018	
	Fair Value	Carrying Estimated		Carrying	Estimated
(\$ millions)	Hierarchy	Value	Fair Value	Value	Fair Value
Long-term debt <sup>1</sup>	Level 2	2,795	3,527	2,595	2,994

<sup>&</sup>lt;sup>1</sup> Carrying value excludes unamortized debt issuance costs.

### 23. CREDIT FACILITY

As at December 31, 2019, the Corporation had a \$700 million syndicated credit facility available which matures in August 2024.

The weighted average interest rate on borrowings under the Corporation's credit facility at December 31, 2019, was approximately 1.78 per cent (2018 – 2.02 per cent).

The following summary outlines the Corporation's credit facility as at December 31:

(\$ millions)	2019	2018
Credit facility	700	700
Draws on credit facility	(138)	(199)
Letters of credit outstanding	(47)	(48)
Credit facility available	515	453



#### 24. RELATED PARTY TRANSACTIONS

In the normal course of business, the Corporation transacts with its parent, FHI, ultimate parent, Fortis, and other related companies under common control, including FortisBC Inc. ("FBC") and Aitken Creek Gas Storage ULC ("ACGS"), in financing transactions and to provide or receive services and materials. The following transactions were measured at the exchange amount unless otherwise indicated.

### **Related Party Recoveries**

The amounts charged to the Corporation's parent and other related parties under common control for the years ended December 31 were as follows:

(\$ millions)	2019	2018
Operation and maintenance expense charged to FBC (a)	7	6
Operation and maintenance expense charged to FHI (b)	1	1
Other income received from FHI (c)	77	137
Operation and maintenance expense charged to ACGS (d)	1	1
Total related party recoveries	86	145

- (a) The Corporation charged FBC for natural gas sales, office rent, management services and other labour.
- (b) The Corporation charged FHI for office rent and management services.
- (c) As part of a tax loss utilization plan ("TLUP") implemented in the second quarter of 2019, the Corporation received dividend income from FHI relating to a \$2,500 million (2018 \$2,500 million) investment in preferred shares. The TLUP was unwound in December 2019.
- (d) The Corporation charged ACGS for management services and other labour.

# **Related Party Costs**

The amounts charged by the Corporation's parent and other related parties under common control for the years ended December 31 were as follows:

(\$ millions)	2019	2018
Operation and maintenance expense charged by FBC (a)	8	8
Operation and maintenance expense charged by FHI (b)	13	12
Finance charges paid to FHI (c)	77	137
Gas storage and purchases charged by ACGS (d)	23	25
Total related party costs	121	182

- (a) FBC charged the Corporation for electricity purchases, management services and other labour.
- (b) FHI charged the Corporation for management services, labour and materials and governance costs.
- (c) As part of a TLUP implemented in the second quarter of 2019, the Corporation paid FHI interest on \$2,500 million (2018 \$2,500 million) of intercompany subordinated debt. The TLUP was unwound in December 2019.
- (d) ACGS charged the Corporation for the lease of natural gas storage capacity and natural gas purchases.



### 24. RELATED PARTY TRANSACTIONS (continued)

#### **Balance Sheet Amounts**

The amounts due from related parties as at December 31 included in accounts receivable on the Consolidated Balance Sheets, and the amounts due to related parties, included in accounts payable and other current liabilities on the Consolidated Balance Sheets, were as follows:

	201	19	2018	
	Amount	Amount	Amount	Amount
(\$ millions)	Due From	Due To	Due From	Due To
FHI	1	-	-	(2)
ACGS	-	(2)	=	(2)
Total due from (due to) related parties	1	(2)	-	(4)

During the fourth quarter of 2019, \$1 million was transferred from FEI's tax instalment account to FHI's tax instalment account at the Canada Revenue Agency ("CRA"). The transfer resulted in a decrease to FEI's income tax receivable balance and a decrease to FHI's income taxes payable balance as permitted by the CRA for associated entities.

#### 25. COMMITMENTS

The following table sets forth the Corporation's estimated contractual obligations due in the years indicated:

		Due					Due
		Within	Due in	Due in	Due in	Due in	After 5
As at December 31, 2019	Total	1 Year	Year 2	Year 3	Year 4	Year 5	Years
(\$ millions)							
Interest obligations on long-term debt	2,670	136	136	136	136	136	1,990
Long-term debt <sup>1</sup>	2,795	-	-	-	-	-	2,795
Gas purchase obligations (a)	1,506	389	277	238	174	76	352
Finance lease and finance obligations							
(note 13)	47	6	38	3	-	-	-
Other (b)	22	18	2	1	1	-	-
Totals	7,040	549	453	378	311	212	5,137

<sup>1</sup> Excludes unamortized debt issuance costs.

- (a) The Corporation enters into contracts to purchase natural gas and natural gas transportation and storage services from various suppliers. These contracts are used to ensure that there is an adequate supply of natural gas to meet the needs of customers and to minimize exposure to market price fluctuations. The natural gas supply contract obligations are based on gas commodity indices that vary with market prices. The amounts disclosed reflect index prices that were in effect at December 31, 2019.
- (b) Included in other contractual obligations are building leases and defined benefit pension plan funding obligations.

During the fourth quarter of 2019, the Electricity Supply Agreement ("ESA") with British Columbia Hydro and Power Authority ("BC Hydro") that provided for supply of electrical service for the Tilbury Expansion Project Phase 1A, and was previously disclosed as a commitment, was terminated. In its place, the Corporation purchases power as an industrial customer under a standard industrial tariff, based on the energy needs of the facility.

In addition to the items in the table above, the Corporation has issued commitment letters to customers who may meet the criteria to obtain DSM funding under the DSM Program approved by the BCUC. As at December 31, 2019, the Corporation had issued \$22 million (2018 - \$16 million) of commitment letters to these customers.



### 25. COMMITMENTS (continued)

In January 2012, two unrelated parties collectively purchased a 15 per cent equity interest in the MHLP, which at the time was a wholly owned limited partnership of the Corporation. These non-controlling interest owners hold a put option which, if exercised, would oblige the Corporation to purchase the non-controlling interest owners' 15 per cent voting share in MHLP for cash. For rate-making purposes, these non-controlling interests are considered equity and if FEI was required to purchase these non-controlling interests, FEI would fund the transaction with an equity issuance. Accordingly, the Corporation has presented these redeemable non-controlling interests as equity. During 2019, MHLP underwent a re-organization which didn't impact the consolidation of the partnership in FEI or the put option held by the non-controlling interest owners.

#### 26. GUARANTEES

The Corporation had letters of credit outstanding at December 31, 2019 totaling \$47 million (2018 - \$48 million) primarily to support its unfunded supplemental pension benefit plans.