STATE OF NEW HAMPSHIRE
PUBLIC UTILITIES COMMISSION

DOCKET NO. DE 19-057

IN THE MATTER OF: **PUBLIC SERVICE COMPANY OF NEW HAMPSHIRE D/B/A EVERSOURCE ENERGY**

Notice of Intent to File Rate Schedules

DIRECT TESTIMONY

OF

Dr. J. Randall Woolridge

December 20, 2019

Public Service of New Hampshire d/b/a Eversource Energy Docket No. DE 19-057

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I. Introduction

Q. Please state your full name.

A. My name is J. Randall Woolridge.

Q. By whom are you employed and what is your business address?

A. I am a Professor of Finance and the Goldman, Sachs & Co. and Frank P. Smeal Endowed University Fellow in Business Administration at the University Park Campus of Pennsylvania State University. I am also the Director of the Smeal College Trading Room and President of the Nittany Lion Fund, LLC. A summary of my educational background, research, and related business experience is provided in Attachment JRW-2.

Q. What is the purpose of your testimony in this proceeding?

A. I have been asked by the Staff of the New Hampshire Public Utilities Commission to provide an opinion as to the overall fair rate of return or cost of capital for the regulated electric distribution service of the Public Service Company of New Hampshire Corp. d/b/a Eversource Energy ("Eversource" or the "Company") and to evaluate Eversource's rate of return testimony in this proceeding.

Q. How is your testimony organized?

A. First, I will review my cost of capital recommendation for Eversource Energy and review the primary areas of contention between Eversource's rate of return position and Staff's. Second, I provide an assessment of capital costs in today's capital markets. Third, I discuss my proxy group of electric utility companies for estimating the cost of capital for Eversource. Fourth, I present my recommendations for the Company's capital structure and debt cost rate. Fifth, I discuss the concept of the cost of equity capital, and then estimate the equity cost rate for Liberty. Finally, I critique the Company's rate of return analysis and testimony. I have a table of contents just after the title page for a more detailed outline.

A. Overview

Q. What comprises a utility's "rate of return"?

A. A company's overall rate of return consists of three main categories: (1) capital structure (*i.e.*, ratios of short-term debt, long-term debt, preferred stock and common equity); (2) cost rates for short-term debt, long-term debt, and preferred stock; and (3) common equity cost, otherwise known as Return on Equity ("ROE").

Q. What is a utility's ROE intended to reflect?

A. An ROE is most simply described as the allowed rate of profit for a regulated company. In a competitive market, a company's profit level is determined by a variety of factors, including the state of the economy, the degree of competition a company faces, the ease of entry into its markets, the existence of substitute or complementary products/services, the company's cost structure, the impact of technological changes, and the supply and demand for its services and/or products. For a regulated monopoly, the regulator determines the level of profit available to the utility. The United States Supreme Court established the guiding principles for establishing an appropriate level of profitability for regulated public utilities in two cases: (1) *Bluefield* and (2) *Hope*.[1] In those cases, the Court recognized that the fair rate of return on equity should be: (1) comparable to returns investors expect to earn on other investments of similar risk; (2) sufficient to assure confidence in the company's financial integrity; and (3) adequate to maintain and support the company's credit and to attract capital.

Thus, the appropriate ROE for a regulated utility requires determining the market-based cost of capital. The market-based cost of capital for a regulated firm represents the return investors could expect from other investments, while assuming no more and no less risk. The purpose of all of the economic models and formulas in cost of capital testimony (including those presented later in my testimony) is to estimate, using market data of similar-risk firms, the rate of return equity investors require for that risk-class of firms in order to set an appropriate ROE for a regulated firm.

Q. Please review the company's proposed rate of return.

A. The Company has proposed a capital structure of 3.17% short-term debt, 41.98% long-term debt and 54.85% common equity. The Company has recommended short-term and long-term debt cost rates of 2.45% and 4.37%. Eversource witness Ms. Anne Bulkley has recommended a common equity cost rate of 10.40% for the New Hampshire electric distribution operations of Eversource. The Company's overall proposed rate of return is 7.62%.

[1] *Federal Power Commission v. Hope Natural Gas Co*., 320 U.S. 591 (1944) ("*Hope*") and *Bluefield Water Works and Improvement Co. v. Public Service Commission of West Virginia*, 262 U.S. 679 (1923) ("*Bluefield*").

Q. What are your recommendations regarding the appropriate rate of return for Eversource?

A. I have reviewed the Company's proposed capital structure and overall cost of capital. I have used a capital structure that is more reflective of the capital structures of electric utility companies. I am using a capital structure consisting of 50.0% debt and 50.00% common equity. To estimate an equity cost rate for the Company, I have applied the Discounted Cash Flow Model ("DCF") and the Capital Asset Pricing Model ("CAPM") to my proxy group of electric utility companies ("Electric Proxy Group"). I have also used Ms. Bulkley's Proxy Group. My recommendation is that the appropriate ROE for the Company is 8.25%. This figure is at the upper end of my equity cost rate range of 6.9% to 8.25%. Combined with my recommended capitalization ratios and senior capital cost rate, my overall rate of return or cost of capital for the Company is 6.24% as summarized in Attachment JRW-3.

Table 1
Recommended Cost of Capital

Capital Source	Capitalization Ratios	Cost Rate	Weighted Cost Rate
Short-Term Debt	3.51%	2.45%	0.09%
Long-Term Debt	46.49%	4.37%	2.03%
Common Equity	50.00%	8.25%	4.13%
Total Capitalization	100.00%		6.24%

Q. Isn't your ROE recommendation low by historic standards?

A. Yes. But, as I discuss in my testimony, with interest rates near historic lows and stock prices near historic highs, capital costs are at historic lows. In addition, I show that utility stocks have performed extremely well in this economic environment.

B. Primary Rate of Return Issues in this Case

Q. Please summarize the primary issues regarding rate of return in this proceeding.

A. The primary rate of return issues in this case are the appropriate capital structure and ROE for the Company.

Capital Structure - The Company has proposed a capital structure that includes a common equity ratio of 54.85%. This capital structure includes a higher common equity ratio than the average common equity ratios (1) employed by the proxy group, (2) approved for electric delivery companies. I have used a capital structure with 50% debt and 50% common equity which is more reflective of the capital structures of electric utilities.

The Company's ROE Analysis is Out-of-Date - The Company ROE study was prepared in March of this year. Since that time, the Federal Reserve has cut the federal funds rate three times and the 30-year Treasury rate has fallen about sixty basis points. Capital costs are much lower now than when the Company's case was filed.

Capital Market Conditions – Ms. Bulkley's analyses, ROE results, and recommendations are based on forecasts of higher interest rates and capital costs. However, I show that despite the Federal Reserve's moves to increase the federal funds rate over the 2015-18 time period, interest rates and capital costs remained at low levels. In 2019, interest rates have fallen dramatically with slow economic growth and low inflation, the Federal Reserve has cut the discount rate three times, and the 30-year yield has traded at all-time low levels.

Proxy Group – Ms. Bulkley's uses a proxy group of only eight companies. Given the number of publicly-traded electric utility companies, I believe that a larger group is needed to estimate a utility's cost of common equity. Nonetheless, I use her group as well as my much larger proxy group.

DCF Approach – Ms. Bulkley and I have both employed the traditional constant-growth DCF model. Ms. Bulkley's has seriously overstated her reported DCF results in four ways: (1) she selectively eliminating low-end DCF results; (2) she has exclusively used the overly optimistic and upwardly biased EPS growth rate forecasts of Wall Street analysts and *Value Line*; and (3) she has created her own new version of the DCF model – the projected constant-growth DCF model - in which she projects DCF inputs into the future; and (4) she has claimed that the DCF results underestimate the market-determined cost of equity capital due to high utility stock valuations and low dividend yields. On the other hand, when developing the DCF growth rate that I have used in my analysis, I have reviewed thirteen growth rate measures including historical and projected growth rate measures and have evaluated growth in dividends, book value, and earnings per share. In addition, these errors are magnified by the fact that she has used a small proxy group.

CAPM Approach – The CAPM approach requires an estimate of the risk-free interest rate, beta, and the market or risk premium. There are three issues with Ms.

Bulkley's CAPM analysis: (1) her current (3.04%), near-term projected (3.28%), and long-term projected (3.90%) 30-year Treasury yields are well in excess of current market yields; (2) she has used a novel approach by computing betas for her proxy companies using ten-years of stock price data which results in a significant overstatement of beta and the CAPM results; and (3) primarily she has computed a market risk premium of 10.49%. The 10.49% market risk premium is much larger than: (1) indicated by historic stock and bond return data; and (2) found in the published studies and surveys of the market risk premium. In addition, I demonstrate that the 10.49% market risk premium is based on totally unrealistic assumptions of future economic and earnings growth and stock returns. To compute her market risk premium, Ms. Bulkley has applied the DCF to the S&P 500 and employed analysts' three-to-five-year earnings per share ("EPS") growth-rate projections as a growth rate to compute an expected market return and market risk premium. As I demonstrate later in my testimony, the EPS growth-rate projection used for the S&P 500 and the resulting expected market return and market risk premium include totally unrealistic assumptions regarding future economic and earnings growth and stock returns.

As I highlight in my testimony, there are three procedures for estimating a market risk premium – historic returns, surveys, and expected return models. I have used a market risk premium of 5.75%, which: (1) factors in all three approaches – historic returns, surveys, and expected return models – to estimate a market premium; and (2) employs the results of many studies of the market risk premium. As I note, the 5.75% figure reflects the market risk premiums: (1)

determined in recent academic studies by leading finance scholars; (2) employed by leading investment banks and management consulting firms; and (3) found in surveys of companies, financial forecasters, financial analysts, and corporate CFOs.

Alternative Risk Premium Model - Ms. Bulkley also estimates an equity cost rate using an alternative risks premium model which she calls the Bond Yield Risk Premium ("BYRP") approach. There are two issues with this approach: (1) the base interest rates; and (2) the risk premium. With respect to the base rates, her current (3.04%), near-term projected (3.28%), and long-term projected (3.90%) 30-year Treasury rates yields are well in excess of current market yields. The risk premium in her BYRP method is based on the historical relationship between the yields on long-term Treasury yields and authorized ROEs for electric utility companies. There are several issues with this approach: (1) This approach is a gauge of commission behavior and not investor behavior. Capital costs are determined in the market place through the financial decisions of investors and are reflected in such fundamental factors as dividend yields, expected growth rates, interest rates, and investors' assessment of the risk and expected return of different investments; (2) Ms. Bulkley's methodology produces an inflated measure of the risk premium because her approach uses historical authorized ROEs and Treasury yields, and the resulting risk premium is applied to projected Treasury yields; and (3) the risk premium is inflated as a measure of investor's required risk premium, because electric utility companies have been selling at market-to-book ratios in excess of 1.0. This indicates that the authorized rates of return have been greater than the return that investors require.

Flotation Costs - Ms. Bulkley's recommendation includes a consideration of equity flotation costs in her determination of the appropriate ROE for Eversource. Yet, Ms. Bulkley has not identified any flotation costs that have been paid by Eversource. Therefore, the Company should not be rewarded with a higher ROE that includes flotation costs when the Company has not paid any such costs. Furthermore, the Commission has traditionally not allowed flotation costs.

II. Capital Market Conditions and Authorized ROEs

Q. Please review the Federal Reserve's decisions to raise the federal funds rate in recent years.

A. On December 16, 2015, the Federal Reserve increased its target rate for federal funds from 0.25 to 0.50 percent.[2] This increase came after the rate was kept in the 0.00 to 0.25 percent range for over five years in order to spur economic growth in the wake of the financial crisis associated with the Great Recession. As the economy has improved, with lower unemployment, steady but slow GDP growth, the Federal Reserve has increased the target federal funds rate on eight additional occasions: December 2016; March, June, and December of 2017; and March, June, September, and December of 2018.

[2] The federal funds rate is set by the Federal Reserve and is the borrowing rate applicable to the most creditworthy financial institutions when they borrow and lend funds overnight to each other.

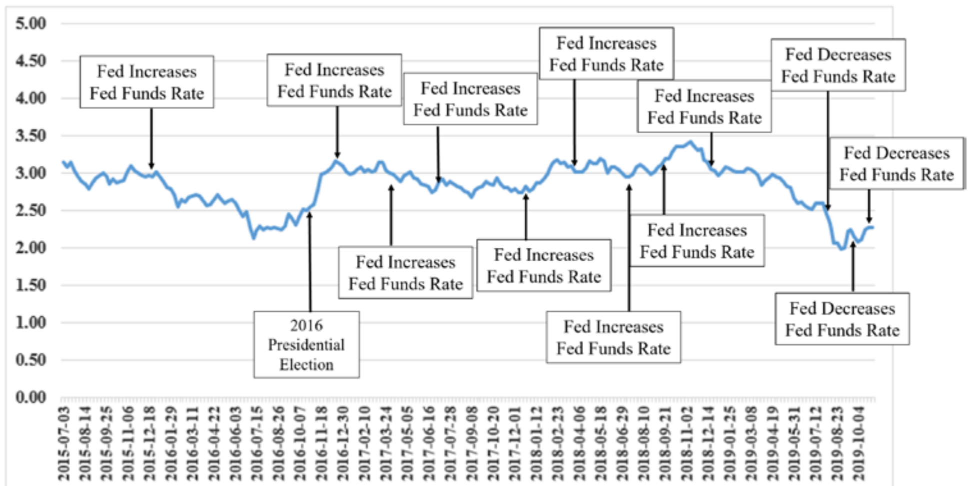
Q. How have long-term rates responded to the actions of the Federal Reserve?

A. Figure 1, below, shows the yield on 30-year Treasury bonds over the period of 2015-2019. I have highlighted the dates when the Federal Reserve increased the federal funds rate. The 30-year Treasury yield hit its lowest point in the 2015-2016 timeframe in the summer of 2016 and subsequently increased with improvements in the economy. Financial markets moved significantly in the wake of the results in the U.S. presidential election on November 8, 2016. The stock market gained more than 10% and the 30-year Treasury yield increased about 50 basis points to 3.2% by year-end 2016. However, over the past three years, even as the Federal Reserve has increased the federal funds rate, the yield on thirty-year bonds remained in the 2.8% to 3.4% range through 2018. These yields peaked at 3.48% in November of 2018, shortly before the December 2018 rate increase by the Federal Reserve.

Q. Please review long-term treasury yields in 2019.

A. Despite the Fed's efforts to stimulate the economy, economic growth and inflation have remained low, even with record low unemployment levels. The rate increase in December of 2018 was seen by many as maybe too aggressive. Also, with the imposition of trade tariffs aimed at China, economic growth and inflation in the U.S. have remained at low levels. This led the Federal Reserve to cut the federal fund rate to the 2.0%-2.25% range in July of 2019. Thirty-year Treasury yields, which began the year in the 3.0% range declined significantly in the second quarter and, in August, declined to record lows and even traded below 2.0%. As a result, the Federal Reserve has cut the discount rate two more times since the July rate cut – in September and October. The irony is, despite the record low levels, the 30-year Treasury yield in the U.S. is still somewhat higher than the government bond rates in Japan, the U.K., Germany, and much of the rest of Europe.

Figure 1
Thirty-Year Treasury Yield and Federal Reserve Fed Funds Rate Increases 2015-2019



Q. Why have long-term treasury yields remained in the 2.0%-3.0% range?

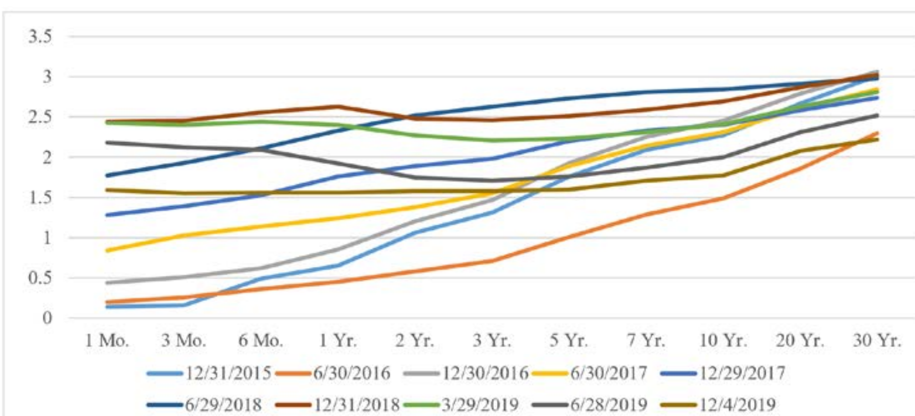
A. Whereas the Federal Reserve can directly affect short-term rates by adjustments to the federal funds rate, long-term rates are primarily driven by expected economic growth and inflation.[3] The relationship between short- and long-term rates is normally evaluated using the yield curve. The yield curve depicts the relationship between the yield-to-maturity and the time-to-maturity for U.S. Treasury bills, notes, and bonds. Figure 2, below, shows the yield curve on a semi-annual basis since the Federal Reserve started increasing the federal funds rate at the end of 2015. It shows that, from the time the Federal Reserve began increasing

[3] Whereas economic growth picked up in 2018, partly in response to the personal and corporate tax cuts, projected real GDP growth for 2019 and beyond remains in the 2.0% to 2.5% range. In addition, inflation remains low and is also in the 2.0% to 2.5% range.

the federal funds rate in 2015 and until 2018, with the exception of mid-year 2016, the 30-year Treasury yield has remained in the 2.8%-3.4% range over this time frame despite the fact that short-term rates have increased from near 0.0% to about 2.50%. As such, long-term interest rates and capital costs did not increase in any meaningful way even with the Federal Reserve's actions and the increase in short-term rates.

In 2019, with the large decline in long-term Treasury rates, the concern has been an "inverted yield curve." An inverted yield curve occurs when short-term Treasury yields are above long-term Treasury yields and is commonly associated with a pending recession. In Figure 2, the yields curve for December 4, 2019, is shown in dark green and is not inverted, due in large part to the three rate cuts.

Figure 2
Semi-Annual Yield Curves
2015-2019

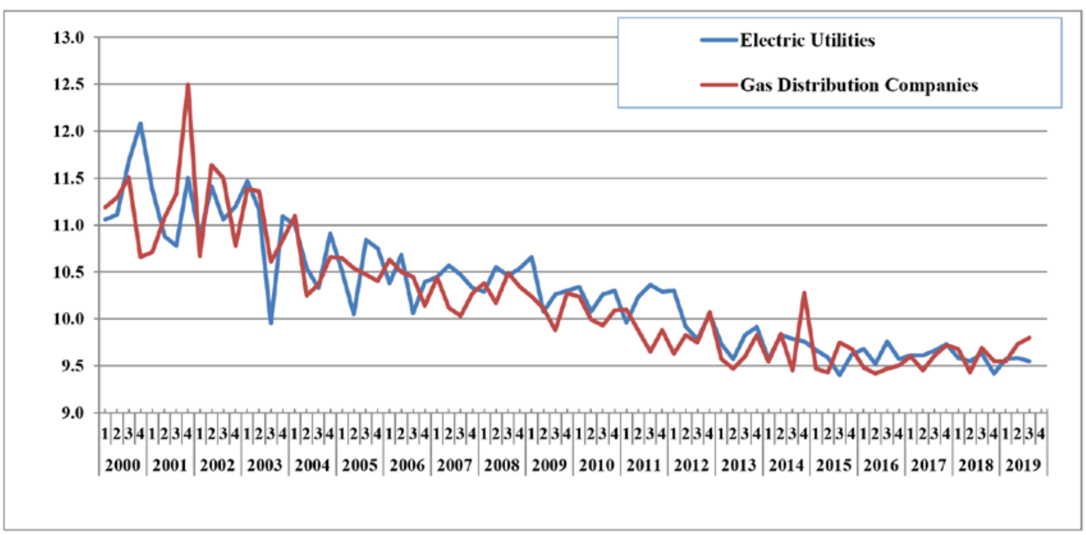


Date Source: https://www.treasury.gov/resource-center/data-chart-center/interest-rates/Pages/TextView.aspx?data=yieldYear&year=2019

Q. Please discuss the trend in authorized returns on equity for electric and gas companies.

A. Over the past five years, with historically low interest rates and capital costs, authorized ROEs for electric utility and gas distribution companies have slowly declined to reflect the low capital cost environment. In Figure 3, below, I have graphed the quarterly authorized ROEs for electric and gas companies from 2000 to 2018. There is a clear downward trend in the data. On an annual basis, these authorized ROEs for electric utilities have declined from an average of 10.01% in 2012, 9.8% in 2013, 9.76% in 2014, 9.58% in 2015, 9.60% in 2016, 9.68% in 2017, 9.56% in 2018, and 9.56% in the first three quarters of 2019, according to Regulatory Research Associates.[4]

Figure 3
Authorized ROEs for Electric Utility and Gas Distribution Companies
2000-2019

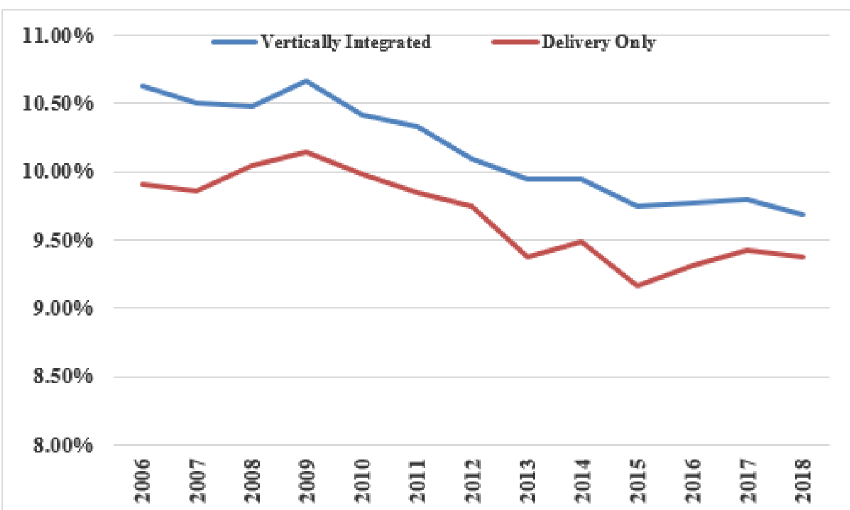


[4] S&P Global Market Intelligence, RRA *Regulatory Focus*, 2019. The electric utility authorized ROEs exclude the authorized ROEs in Virginia, which include generation adders.

Q. Do authorized ROEs for electric distribution companies like the Company differ from the authorized ROEs for integrated electric utilities?

A. Yes. One consistent factor in electric utility authorized ROEs is that the ROEs for delivery or distribution companies have been below those of vertically integrated utilities. This is shown in Figure 4. The lower authorized ROEs are usually attributed to the fact that delivery or distribution companies do not own and operate electric generation which is presumed to be the riskier part of electric utility operations. I believe that Commissions in states who have deregulated recognize the lesser risk and award lower ROEs. The authorized ROEs for electric delivery companies have been 30-50 basis points below those of vertically-integrated electric utilities in recent years. Over the 2018-19 time period, the average authorized ROE for electric delivery companies was 9.40%.[5]

Figure 4
Authorized ROEs for Vertically Integrated versus Delivery Only Electric Utilities
2006-2018



[5] S&P Global Market Intelligence, RRA *Regulatory Focus*, 2019. The electric utility authorized ROEs exclude the authorized ROEs in Virginia which include generation adders.

III. <u>Proxy Group Selection</u>

Q. Please describe your approach to developing a fair rate of return recommendation for Eversource.

A. To develop a fair rate of return recommendation for the Company, I have evaluated the return requirements of investors on the common stock of a proxy group of publicly-held electric distribution companies ("Electric Proxy Group"). I have also used the group developed by Ms. Bulkley ("Bulkley Proxy Group").

Q. Please describe the Electric Proxy Group.

A. The selection criteria for the Electric Proxy Group include the following:

(1) At least 50% of revenues from regulated electric operations as reported in SEC Form 10-K Report;

(2) Listed as a U.S.-based Electric Utility by *Value Line Investment Survey*;

(3) An investment-grade corporate credit and bond rating;

(4) Has paid a cash dividend for the past six months, with no cuts or omissions;

(5) Not involved in an acquisition of another utility, and not the target of an acquisition; and

(6) Analysts' long-term EPS growth rate forecasts available from Yahoo and/or Zack's.

The Electric Proxy Group includes thirty companies. Summary financial statistics for the proxy group are listed in Attachment JRW-4. The median operating revenues and net plant among members of the Electric Proxy Group are $6,873.0 million and $22,405.5 million, respectively. The group on average receives 81% of its revenues from regulated electric operations, has a BBB+ bond rating from Standard & Poor's and a Baa1 rating from Moody's, a current average common equity ratio of 45.5%, and an earned return on common equity of 9.7%.

Q. Please discuss the Bulkley Proxy Group.

A. Ms. Bulkley's group is much smaller (only eight companies) because she places restrictions on the percentages of regulated electric generation and regulated electric operating income. Summary financial statistics for Ms. Bulkley's proxy group are provided in Panel B of page 1 of Attachment JRW-4. The median operating revenues and net plant for the Bulkley Proxy Group are $3,197.7 million and $9,674.7 million, respectively. The group on average receives 83% of its revenues from regulated electric operations, has a BBB+ bond rating from Standard & Poor's ("S&P's") and a Baa1 rating from Moody's, a common equity ratio of 49.0%, and a current earned return on common equity of 10.0%.

Q. Which proxy group do you believe provides more reliable results?

A. Due to the small size of the Bulkley Proxy Group, I believe the Electric Proxy Group provides more reliable results. But I am also using the Bulkley Proxy Group.

Q. How does the investment risk of the Company compare to the two proxy groups?

A. I believe that bond ratings provide a good assessment of the investment risk of a company. The S&P and Moody's issuer credit ratings for Eversource are A1 and Baa1, respectively. However, it should be noted that Eversource's S&P rating was A+ before it was downgraded by two notches on July 25, 2019 as a result of its decision to pursue growth through riskier offshore wind investments.[6] This downgrade had nothing to do with the risk of Eversource New Hampshire.

The average S&P and Moody's ratings for the Electric and Bulkley Proxy Groups are BBB+ and Baa1. Hence, even before the downgrade, Eversource's S&P rating is one notch above the average of the two groups (BBB+ vs. BBB+) while the Company's Moody's rating is equal to the average of the two proxy groups. Overall, I believe that, based on the credit ratings, even with the S&P two-notch downgrade, the Company is slightly less risky than the proxy groups.

On page 2 of Attachment JRW-2, I have assessed the riskiness of the two proxy groups using five different risk measures. These measures include Beta, Financial Strength, Safety, Earnings Predictability, and Stock Price Stability. These risk measures indicate that the two proxy groups are similar in risk. The comparisons of the risk measures include Beta (0.58 vs. 0.59), Financial Strength (A vs. A) Safety (1.8 vs. 2.0), Earnings Predictability (77 vs. 73), and Stock Price Stability (96 vs. 95). On balance, these measures suggest that the two proxy groups are similar in risk.

Q. What do you conclude from your risk analysis?

A. First, based on the credit ratings from S&P and Moody's, I conclude that the Company is a little less risky than the average of the two proxy groups. Second, the S&P and Moody's credit ratings and the five *Value Line* risk ratings are very similar for the two groups, and therefore I conclude that the two groups are similar

[6] See Attachment JRW-2 - S&P downgrades Eversource's ratings by 2 notches – 7-26-19.

in risk. And third, the five *Value Line* risk ratings for the two groups suggest that electric utilities are very low risk. This is indicated by the low Betas as well as the high ratings for safety, financial strength, earnings predictability, and stock price stability.

IV. Capital Structure Ratios and Debt Cost Rate

Q. Please describe Eversource's proposed capital structure and senior capital cost rate.

A. The Company has proposed a capital structure of 3.17% short-term debt, 41.98% long-term debt and 54.85% common equity. The Company has recommended short-term and long-term debt cost rates of 2.45% and 4.37%.

Q. What are the average common equity ratios in the capitalizations of the proxy groups?

A. As shown in Attachment JRW-4, the median common equity ratio for the companies in the Electric and Bulkley Proxy Groups are 45.5% and 49.0%. This indicates that the Company's proposed capitalization has a higher common equity ratio than the proxy group. It should be noted that the capitalization ratios of the proxy groups include total debt which consists of both short-term and long-term debt. In assessing financial risk, short-term debt is included because, just like long-term debt, short-term has a higher claim on the assets and earnings of the company and requires timely payment of interest and repayment of principal.

Q. How does the Company's proposed capitalization compare to the average

capitalization adopted by state utility commissions for electric delivery companies?

A. Over the 2018-19 time period, the average authorized common equity ratio for electric delivery companies was 50.16%.[7] Therefore, the Company's proposed capital structure includes a higher common equity ratio and lower financial risk than the average authorized capitalization in the U.S. for electric delivery companies by state regulatory commissions.

Q. Please discuss the significance of the amount of equity that is included in a utility's capital structure.

A. A utility's decision as to the amount of equity capital it will incorporate into its capital structure involves fundamental trade-offs relating to the amount of financial risk the firm carries, the overall revenue requirements its customers are required to bear through the rates they pay, and the return on equity that investors will require.

Q. Please review a utility's decision to use debt versus equity to meet its capital needs.

A. Utilities satisfy their capital needs through a mix of equity and debt. Because equity capital is more expensive than debt, the issuance of debt enables a utility to raise more capital for a given commitment of dollars than it could raise with just equity. Debt is, therefore, a means of "leveraging" capital dollars. However, as the amount of debt in the capital structure increases, financial risk increases and

[7] S&P Global Market Intelligence, RRA *Regulatory Focus*, 2019. The electric utility authorized ROEs exclude the authorized ROEs in Virginia which include generation adders.

the risk of the utility, as perceived by equity investors also increases. Significantly for this case, the converse is also true. As the amount of debt in the capital structure decreases, the financial risk decreases. The required return on equity capital is a function of the amount of overall risk that investors perceive, including financial risk in the form of debt.

Q. Why is this relationship important to the utility's customers?

A. Just as there is a direct correlation between the utility's authorized return on equity and the utility's revenue requirements (the higher the return, the greater the revenue requirement), there is a direct correlation between the amount of equity in the capital structure and the revenue requirements that customers are called on to bear through the payment of rates. Again, equity capital is more expensive than debt. Not only does equity command a higher cost rate, it also adds more to the income tax burden that ratepayers are required to pay through rates. As the equity ratio increases, the utility's revenue requirements increase and the rates paid by customers increase. If the proportion of equity is too high, rates will be higher than they need to be. For this reason, the utility's management should pursue a capital acquisition strategy that results in the proper balance in the capital structure.

Q. How have utilities typically struck this balance?

A. Due to regulation and the essential nature of its output, a regulated utility is exposed to less business risk than other companies that are not regulated. This means that a utility can reasonably carry relatively more debt in its capital structure than can most unregulated companies. Thus, a utility should take appropriate advantage of its lower business risk to employ cheaper debt capital at a level that will benefit its customers through lower revenue requirements, thus lower rates.

Q. Given that the Company's proposed capitalization has a higher common equity ratio than the average common equity ratios (1) employed by the proxy groups, and (2) approved for electric delivery companies, what capital structure and debt cost rate are you recommending for Eversource?

A. When a regulated utility's actual capital structure contains a high equity ratio, the options are: (1) to impute a more reasonable capital structure and to reflect the imputed capital structure in revenue requirements; or (2) to recognize the downward impact that an unusually high equity ratio will have on the financial risk of a utility and adjust for it by authorizing a lower common equity cost rate.

Q. Please elaborate on this "downward impact"?

A. As I stated earlier, there is a direct correlation between the amount of debt in a utility's capital structure and the financial risk that an equity investor will associate with that utility. A relatively lower proportion of debt translates into a lower required return on equity, all other things being equal. Stated differently, a utility cannot expect to "have it both ways." Specifically, a utility cannot maintain an unusually high equity ratio and not expect to have the resulting lower risk reflected in its authorized return on equity. The fundamental relationship between lower risk and the appropriate authorized return should not be ignored.

Q. Given this discussion, please discuss your capital structure recommendation for Eversource.

A. My capital structure recommendation is presented in Panel B of Attachment JRW-4. As previously noted, Eversource's proposed capital structure consists of more common equity and less financial risk than any of the other proxy electric companies. Therefore, in my primary rate of return recommendation, I am recommending a capital structure that includes a common equity ratio of 50.0%. This capital structure includes a common equity ratio that is about halfway between Eversource's proposed capital structure of 54.85% and the average 2018 common equity ratio of 45.55% of the Electric Proxy Group. As shown in Panel B of Attachment JRW-5, in this capital structure, I have grossed up the percentage amounts of short-term and long-term debt and preferred stock so that they collectively total 50.0% and reduced the amount of common equity from 54.85% to 50.0%.

Q. On pages 82-85 of her testimony and in Attachment AEB-13, Ms. Bulkley attempts to justify the company's proposed capital structure by comparing Eversource's proposed 54.85% common equity ratio to the average equity ratio of the operating utilities owned by the proxy holding companies. Is this the appropriate comparison?

A. No. Contrary to Ms. Bulkley's assertions, the appropriate comparison when it comes to common equity ratios is between the common equity ratio as proposed by the Company and the average common equity ratios for the holding companies in the proxy groups. The reason is that both Ms. Bulkley and myself use the holding companies to estimate a cost of equity capital for the Company. That is because the holding companies have common stock outstanding and so we can apply DCF and CAPM equity cost rate approaches. Therefore, it is their common equity ratio that is appropriate for comparison purposes, since it is their common equity ratio which reflects their financial risk. The common equity ratios of the operating utilities are higher and therefore they are subject to less financial risk.

Q. Are you using the Company's proposed short-term and long-term debt cost rates?

A. Yes.

V. <u>The Cost of Common Equity Capital</u>

A. Overview

Q. Why must an overall cost of capital or fair rate of return be established for a public utility?

A. In a competitive industry, the return on a firm's common equity capital is determined through the competitive market for its goods and services. Due to the capital requirements needed to provide utility services and the economic benefit to society from avoiding duplication of these services and the construction of utility infrastructure facilities, many public utilities are monopolies. Because of the lack of competition and the essential nature of their services, it is not appropriate to permit monopoly utilities to set their own prices. Thus, regulation seeks to establish prices that are fair to consumers and, at the same time, sufficient to meet the operating and capital costs of the utility, *i.e.*, provide an adequate return on capital to attract investors.

Q. Please provide an overview of the cost of capital in the context of the theory of the firm.

A. The total cost of operating a business includes the cost of capital. The cost of common equity capital is the expected return on a firm's common stock that the marginal investor would deem sufficient to compensate for risk and the time value of money. In equilibrium, the expected and required rates of return on a company's common stock are equal.

Normative economic models of a company or firm, developed under very restrictive assumptions, provide insight into the relationship between a firm's performance or profitability, capital costs, and the value of the firm. Under the economist's ideal model of perfect competition, where entry and exit are costless, products are undifferentiated, and there are increasing marginal costs of production, firms produce up to the point where price equals marginal cost. Over time, a long-run equilibrium is established where price of the firm equals average cost, including the firm's capital costs. In equilibrium, total revenues equal total costs, and because capital costs represent investors' required return on the firm's capital, actual returns equal required returns, and the market value must equal the book value of the firm's securities.

In a competitive market, firms can achieve competitive advantage due to product-market imperfections. Most notably, companies can gain competitive advantage through product differentiation (adding real or perceived value to products) and by achieving economies of scale (decreasing marginal costs of production). Competitive advantage allows firms to price products above average cost and thereby earn accounting profits greater than those required to cover capital costs. When these profits are in excess of those required by investors, or when a firm earns a return on equity in excess of its cost of equity, investors respond by valuing the firm's equity in excess of its book value.

James M. McTaggart, founder of the international management consulting firm Marakon Associates, described this essential relationship between the return on equity, the cost of equity, and the market-to-book ratio in the following manner:

> Fundamentally, the value of a company is determined by the cash flow it generates over time for its owners, and the minimum acceptable rate of return required by capital investors. This "cost of equity capital" is used to discount the expected equity cash flow, converting it to a present value. The cash flow is, in turn, produced by the interaction of a company's return on equity and the annual rate of equity growth. High return on equity (ROE) companies in low-growth markets, such as Kellogg, are prodigious generators of cash flow, while low ROE companies in high-growth markets, such as Texas Instruments, barely generate enough cash flow to finance growth.
>
> A company's ROE over time, relative to its cost of equity, also determines whether it is worth more or less than its book value. If its ROE is consistently greater than the cost of equity capital (the investor's minimum acceptable return), the business is economically profitable and its market value will exceed book value. If, however, the business earns an ROE consistently less than its cost of equity, it is economically unprofitable and its market value will be less than book value. [8]

As such, the relationship between a firm's return on equity, cost of equity, and market-to-book ratio is relatively straightforward. A firm that earns a return on equity above its cost of equity will see its common stock sell at a price above its

[8] James M. McTaggart, "The Ultimate Poison Pill: Closing the Value Gap," *Commentary* (Spring 1986), p.3.

book value. Conversely, a firm that earns a return on equity below its cost of equity will see its common stock sell at a price below its book value.

Q. Please provide additional insights into the relationship between ROE and market-to-book ratios.

A. This relationship is discussed in a classic Harvard Business School case study entitled "Note on Value Drivers." On page 2 of that case study, the author describes the relationship very succinctly:

> For a given industry, more profitable firms – those able to generate higher returns per dollar of equity – should have higher market-to-book ratios. Conversely, firms which are unable to generate returns in excess of their cost of equity [(K)] should sell for less than book value.

Profitability	*Value*
If ROE > K	*then Market/Book > 1*
If ROE = K	*then Market/Book =1*
If ROE < K	*then Market/Book< 1*[9]

To assess the relationship by industry, as suggested above, I performed a regression study between estimated ROE and market-to-book ratios using natural gas distribution and electric utility companies. I used all companies in these two industries that are covered by *Value Line* and have estimated ROE and market-to-book ratio data. The results are presented in Attachment JRW-6. The average R-square is 0.50.[10] This demonstrates the strong positive relationship between ROEs

[9] Benjamin Esty, "Note on Value Drivers," Harvard Business School, Case No. 9-297-082, April 7, 1997.

[10] R-square measures the percent of variation in one variable (e.g., market-to-book ratios) explained by another variable (e.g., expected ROE). R-squares vary between zero and 1.0, with values closer to 1.0 indicating a higher relationship between two variables.

and market-to-book ratios for public utilities. Given that the market-to-book ratios have been above 1.0 for a number of years, this also demonstrates that utilities have been earning ROEs above the cost of equity capital for many years.

Q. What economic factors have affected the cost of equity capital for public utilities?

A. Attachment JRW-7 provides indicators of public utility equity cost rates over the past almost two decades.

Page 1 shows the yields on long-term A-rated public utility bonds. These yields decreased from 2000 until 2003, and then hovered in the 5.50%-6.50% range from mid-2003 until mid-2008. These yields peaked in November 2008 at 7.75% during the Great Recession. These yields have generally declined since then, dropping below 4.0% on four occasions - in mid-2012, in early 2015, in the summer of 2016, and in late 2017. These yields increased in 2018 but have fallen back and declined with interest rates in general. As of the end of the third quarter of 2019, the yield was 3.50%.

Page 2 of Attachment JRW-7 provides the dividend yields for electric utility companies over the past 18 years. The dividend yields for the electric group declined from 5.3% to 3.4% between the years 2000 to 2007, increased to over 5.0% in 2009, and have declined steadily since that time. The average dividend yield was 3.3% in 2018.

Average earned returns on common equity and market-to-book ratios for electric utilities are on page 3 of Attachment JRW-7. For the electric group, earned returns on common equity have declined gradually over the years. In the past three years, the average earned ROE for the group has been in the 9.0% to 10.0% range. The average market-to-book ratios for this group declined to about 1.1X in 2009 during the financial crisis and have increased since that time. As of 2018, the average market-to-book for the group was 1.80X. This means that, for at least the last decade, returns on common equity for electric utilities have been greater than the cost of capital, and thus more than necessary to meet investors' required returns. This also means that customers have been paying more than necessary to support an appropriate profit level for regulated utilities.

Q. What factors determine investors' expected or required rate of return on equity?

A. The expected or required rate of return on common stock is a function of market-wide as well as company-specific factors. The most important market factor is the time value of money, as indicated by the level of interest rates in the economy. Common stock investor requirements generally increase and decrease with like changes in interest rates. The perceived risk of a firm is the predominant factor that influences investor return requirements on a company-specific basis. A firm's investment risk is often separated into business risk and financial risk. Business risk encompasses all factors that affect a firm's operating revenues and expenses. Financial risk results from incurring fixed obligations in the form of debt in financing its assets.

Q. How does the investment risk of utilities compare with that of other industries?

A. Due to the essential nature of their service as well as their regulated status, public utilities are exposed to a lesser degree of business risk than other, non-regulated businesses. The relatively low level of business risk allows public utilities to meet much of their capital requirements through borrowing in the financial markets, thereby incurring greater than average financial risk. Nonetheless, the overall investment risk of public utilities is below most other industries.

Page 4 of Attachment JRW-7 provides an assessment of investment risk for 97 industries as measured by beta, which, according to modern capital market theory, is the only relevant measure of investment risk. These betas come from the *Value Line Investment Survey*. The study shows that the investment risk of utilities is very low. The average betas for electric, gas, and water utility companies are 0.60, 0.67, and 0.70, respectively.[11] As such, the cost of equity for utilities is the lowest of all industries in the U.S., based on modern capital market theory.

Q. What is the cost of common equity capital?

A. The costs of debt and preferred stock are normally based on historical or book values and can be determined with a great degree of accuracy. The cost of common equity capital, however, cannot be determined precisely and must instead be estimated from market data and informed judgment. This return requirement of the stockholder should be commensurate with the return requirement on investments in other enterprises having comparable risks.

[11] The beta for the *Value Line* Electric Utilities is the simple average of *Value Line*'s Electric East (0.55), Central (0.63), and West (0.62) group betas.

According to valuation principles, the present value of an asset equals the discounted value of its expected future cash flows. Investors discount these expected cash flows at their required rate of return that, as noted above, reflects the time value of money and the perceived riskiness of the expected future cash flows. As such, the cost of common equity is the rate at which investors discount expected cash flows associated with common stock ownership.

Q. How can the expected or required rate of return on common equity capital bet determined?

A. Models have been developed to ascertain the cost of common equity capital for a firm. Each model, however, has been developed using restrictive economic assumptions. Consequently, judgment is required in selecting appropriate financial valuation models to estimate a firm's cost of common equity capital, in determining the data inputs for these models, and in interpreting the models' results. All of these decisions must take into consideration the firm involved as well as current conditions in the economy and the financial markets.

Q. How did you estimate the cost of equity capital for the Company?

A. Primarily, I rely on the DCF model to estimate the cost of equity capital. Given the investment valuation process and the relative stability of the utility business, the DCF model provides the best measure of equity cost rates for public utilities. I have also performed a capital asset pricing model ("CAPM") study; however, I give these results less weight because I believe that risk premium studies, of which the CAPM is one form, provide a less reliable indication of equity cost rates for public utilities.

Q. Please explain why you believe that the CAPM provides a less reliable indicator of equity cost rates?

A. I believe that the CAPM provides a less reliable measure of a utility's equity cost rate because it requires an estimate of the market risk premium. As discussed below, there is a wide variation in estimates of the market risk premium found in studies by academics and investment firms as well as in surveys of market professionals.

B. DCF Approach

Q. Please describe the theory behind the traditional DCF model.

A. According to the DCF model, the current stock price is equal to the discounted value of all future dividends that investors expect to receive from investment in the firm. As such, stockholders' returns ultimately result from current as well as future dividends. As owners of a corporation, common stockholders are entitled to a *pro rata* share of the firm's earnings. The DCF model presumes that earnings that are not paid out in the form of dividends are reinvested in the firm so as to provide for future growth in earnings and dividends. The rate at which investors discount future dividends, which reflects the timing and riskiness of the expected cash flows, is interpreted as the market's expected or required return on the common stock. Therefore, this discount rate represents the cost of common equity. Algebraically, the DCF model can be expressed as:

$$P = \frac{D_1}{(1+k)^1} + \frac{D_2}{(1+k)^2} + \ldots \frac{D_n}{(1+k)^n}$$

where P is the current stock price, D_n is the dividend in year n, and k is the cost of common equity.

Q. Is the DCF model consistent with valuation techniques employed by investment firms?

A. Yes. Virtually all investment firms use some form of the DCF model as a valuation technique. One common application for investment firms is called the three-stage DCF or dividend discount model ("DDM"). The stages in a three-stage DCF model are presented in Attachment JRW-8. This model presumes that a company's dividend payout progresses initially through a growth stage, then proceeds through a transition stage, and finally assumes a maturity (or steady-state) stage. The dividend-payment stage of a firm depends on the profitability of its internal investments which, in turn, is largely a function of the life cycle of the product or service.

1. Growth stage: Characterized by rapidly expanding sales, high profit margins, and an abnormally high growth in earnings per share. Because of highly profitable expected investment opportunities, the payout ratio is low. Competitors are attracted by the unusually high earnings, leading to a decline in the growth rate.

2. Transition stage: In later years, increased competition reduces profit margins and earnings growth slows. With fewer new investment opportunities, the company begins to pay out a larger percentage of earnings.

3. Maturity (steady-state) stage: Eventually, the company reaches a position where its new investment opportunities offer, on average, only slightly attractive ROEs. At that time, its earnings growth rate, payout ratio, and ROE stabilize for the remainder of its life.

The constant-growth DCF model is appropriate when a firm is in the maturity stage of the life cycle. In using this model to estimate a firm's cost of equity capital, dividends are projected into the future using the different growth rates in the alternative stages, and then the equity cost rate is the discount rate that equates the present value of the future dividends to the current stock price.

Q. How do you estimate stockholders' expected or required rate of return using the DCF model?

A. Under certain assumptions, including a constant and infinite expected growth rate, and constant dividend/earnings and price/earnings ratios, the DCF model can be simplified to the following:

$$P = \frac{D_1}{k - g}$$

where D_1 represents the expected dividend over the coming year and g is the expected growth rate of dividends. This is known as the constant-growth version of the DCF model. To use the constant-growth DCF model to estimate a firm's cost of equity, one solves for k in the above expression to obtain the following:

$$k = \frac{D_1}{P} + g$$

Q. In your opinion, is the constant-growth DCF model appropriate for public utilities?

A. Yes. The economics of the public utility business indicate that the industry is in the steady-state or constant-growth stage of a three-stage DCF. The economics include the relative stability of the utility business, the maturity of the demand for public utility services, and the regulated status of public utilities (especially the fact that their returns on investment are effectively set through the ratemaking process). The DCF valuation procedure for companies in this stage is the constant-growth DCF. In the constant-growth version of the DCF model, the current dividend payment and stock price are directly observable. However, the primary problem and controversy in applying the DCF model to estimate equity cost rates entails estimating investors' expected dividend growth rate.

Q. What factors should one consider when applying the DCF methodology?

A. One should be sensitive to several factors when using the DCF model to estimate a firm's cost of equity capital. In general, one must recognize the assumptions under which the DCF model was developed in estimating its components (the dividend yield and the expected growth rate). The dividend yield can be measured precisely at any point in time; however, it tends to vary somewhat over time. Estimation of expected growth is considerably more difficult. One must consider recent firm performance, in conjunction with current economic developments and other information available to investors, to accurately estimate investors' expectations.

Q. What dividend yields have you reviewed?

A. I have calculated the dividend yields for the companies in the proxy group using the current annual dividend and the 30-day, 90-day, and 180-day average stock prices. These dividend yields are provided on page 2 of Attachment JRW-9. Using both the means and medians, the dividend yields range from 3.1% to 3.2% for the Electric Proxy Group and 3.0% to 3.4% for the Bulkley Proxy Group. Therefore, I will use dividend yields of 3.15% and 3.20% for my Electric Proxy Group and the Bulkley Proxy Group, respectively.

Q. Please discuss the appropriate adjustment to the spot dividend yield.

A. According to the traditional DCF model, the dividend yield term relates to the dividend yield over the coming period. As indicated by Professor Myron Gordon, who is commonly associated with the development of the DCF model for popular use, this is obtained by: (1) multiplying the expected dividend over the coming quarter by 4, and (2) dividing this dividend by the current stock price to determine the appropriate dividend yield for a firm that pays dividends on a quarterly basis.[12] In applying the DCF model, some analysts adjust the current dividend for growth over the coming year as opposed to the coming quarter. This can be complicated because firms tend to announce changes in dividends at different times during the year. As such, the dividend yield computed based on presumed growth over the coming quarter as opposed to the coming year can be quite different.

[12] *Petition for Modification of Prescribed Rate of Return*, Federal Communications Commission, Docket No. 79-05, Direct Testimony of Myron J. Gordon and Lawrence I. Gould at 62 (April 1980).

Consequently, it is common for analysts to adjust the dividend yield by some fraction of the long-term expected growth rate.

Q. Given this discussion, what adjustment factor do you use for your dividend yield?

A. I adjust the dividend yield by one-half (1/2) of the expected growth so as to reflect growth over the coming year. The DCF equity cost rate ("K") is computed as:

$$K = [\ (D/P) * (1 + 0.5g)\ ] + g$$

Q. Please discuss the growth rate component of the DCF model.

A. There is debate as to the proper methodology to employ in estimating the growth component of the DCF model. By definition, this component is investors' expectation of the long-term dividend growth rate. Presumably, investors use some combination of historical and/or projected growth rates for earnings and dividends per share and for internal or book-value growth to assess long-term potential.

Q. What growth data have you reviewed for the proxy group?

A. I have analyzed a number of measures of growth for companies in the proxy group. I reviewed *Value Line's* historical and projected growth rate estimates for earnings per share ("EPS"), dividends per share ("DPS"), and book value per share ("BVPS"). In addition, I utilized the average EPS growth rate forecasts of Wall Street analysts as provided by Yahoo and Zacks. These services solicit five-year earnings growth rate projections from securities analysts and compile and publish the means and medians of these forecasts. Finally, I also assessed prospective growth as measured by prospective earnings retention rates and earned returns on common equity.

Q. Please discuss historical growth in earnings and dividends as well as internal growth.

A. Historical growth rates for EPS, DPS, and BVPS are readily available to investors and are presumably an important ingredient in forming expectations concerning future growth. However, one must use historical growth numbers as measures of investors' expectations with caution. In some cases, past growth may not reflect future growth potential. Also, employing a single growth rate number (for example, for five or ten years) is unlikely to accurately measure investors' expectations, due to the sensitivity of a single growth rate figure to fluctuations in individual firm performance as well as overall economic fluctuations (i.e., business cycles). However, one must appraise the context in which the growth rate is being employed. According to the conventional DCF model, the expected return on a security is equal to the sum of the dividend yield and the expected long-term growth in dividends. Therefore, to best estimate the cost of common equity capital using the conventional DCF model, one must look to long-term growth rate expectations.

Internally generated growth is a function of the percentage of earnings retained within the firm (the earnings retention rate) and the rate of return earned on those earnings (the return on equity). The internal growth rate is computed as the retention rate times the return on equity. Internal growth is significant in determining long-run earnings and, therefore, dividends. Investors recognize the importance of internally generated growth and pay premiums for stocks of companies that retain earnings and earn high returns on internal investments.

Q. Please discuss the services that provide analysts' EPS forecasts.

A. Analysts' EPS forecasts for companies are collected and published by a number of different investment information services, including Institutional Brokers Estimate System ("I/B/E/S"), Bloomberg, FactSet, Zacks, First Call and Reuters, among others. Thompson Reuters publishes analysts' EPS forecasts under different product names, including I/B/E/S, First Call, and Reuters. Bloomberg, FactSet, and Zacks publish their own set of analysts' EPS forecasts for companies. These services do not reveal: (1) the analysts who are solicited for forecasts; or (2) the identity of the analysts who actually provide the EPS forecasts that are used in the compilations published by the services. I/B/E/S, Bloomberg, FactSet, and First Call are fee-based services. These services usually provide detailed reports and other data in addition to analysts' EPS forecasts. Thompson Reuters and Zacks do provide limited EPS forecast data free-of-charge on the internet. Yahoo finance (http://finance.yahoo.com) lists Thompson Reuters as the source of its summary EPS forecasts. The Reuters website (www.reuters.com) also publishes EPS forecasts from Thompson Reuters, but with more detail. Zacks (www.zacks.com) publishes its summary forecasts on its website. Zacks estimates are also available on other websites, such as MSN.Money (http://money.msn.com).

Q. Which of these EPS forecasts is used in developing a DCF growth rate?

A. The DCF growth rate is the long-term projected growth rate in EPS, DPS, and BVPS. Therefore, in developing an equity cost rate using the DCF model, the projected long-term growth rate is the projection used in the DCF model.

Q. Why do you not rely exclusively on the EPS forecasts of Wall Street analysts in arriving at a DCF growth rate for the proxy group?

A. There are several reasons. First, the appropriate growth rate in the DCF model is the dividend growth rate, not the earnings growth rate. Nonetheless, over the very long term, dividends and earnings will have to grow at a similar growth rate. Therefore, consideration must be given to other indicators of growth, including prospective dividend growth, internal growth, as well as projected earnings growth. Second, a 2011 study by Lacina, Lee, and Xu has shown that analysts' long-term earnings growth rate forecasts are not more accurate at forecasting future earnings than just using last year's earnings figure as the projected future earnings number.[13] Employing data over a 20-year period, these authors demonstrate that using the most recent year's EPS figure to forecast EPS in the next 3-5 years proved to be just as accurate as using the EPS estimates from analysts' long-term earnings growth rate forecasts. In the authors' opinion, these results indicate that analysts' long-term earnings growth rate forecasts should be used with caution as inputs for valuation and cost of capital purposes. Finally, and most significantly, it is well known that the long-term EPS growth rate forecasts of Wall Street securities analysts are overly optimistic and upwardly biased. This

[13] M. Lacina, B. Lee & Z. Xu (2011),*Advances in Business and Management Forecasting* Vol. 8, Kenneth D. Lawrence, Ronald K. Klimberg (ed.), Emerald Group Publishing Limited, pp.77-101.

has been demonstrated in a number of academic studies over the years.[14] Hence, using these growth rates as a DCF growth rate will provide an overstated equity cost rate. On this issue, a study by Easton and Sommers (2007) found that optimism in analysts' growth rate forecasts leads to an upward bias in estimates of the cost of equity capital of almost 3.0 percentage points.[15]

Q. Are the projected EPS growth rates of *Value Line* also overly optimistic and upwardly biased?

A. Yes. A study by Szakmary, Conover, and Lancaster (2008) evaluated the accuracy of *Value Line*'s three-to-five-year EPS growth rate forecasts using companies in the Dow Jones Industrial Average over a thirty-year time period and found these forecasted EPS growth rates to be significantly higher than the EPS growth rates that these companies subsequently achieved.[16]

Q. Is it your opinion that stock prices reflect the upward bias in the EPS growth rate forecast?

[14] The studies that demonstrate analysts' long-term EPS forecasts are overly-optimistic and upwardly biased include: R.D. Harris, "The Accuracy, Bias, and Efficiency of Analysts' Long Run Earnings Growth Forecasts," *Journal of Business Finance & Accounting*, pp. 725-55 (June/July 1999); P. DeChow, A. Hutton, and R. Sloan, "The Relation Between Analysts' Forecasts of Long-Term Earnings Growth and Stock Price Performance Following Equity Offerings," *Contemporary Accounting Research* (2000); K. Chan, L., Karceski, J., & Lakonishok, J., "The Level and Persistence of Growth Rates," *Journal of Finance* pp. 643−684, (2003); M. Lacina, B. Lee and Z. Xu, (2011), *Advances in Business and Management Forecasting (Vol. 8)*, Kenneth D. Lawrence, Ronald K. Klimberg (ed.), Emerald Group Publishing Limited, pp.77-101; and Marc H. Goedhart, Rishi Raj, and Abhishek Saxena, "Equity Analysts, Still Too Bullish," *McKinsey on Finance*, pp. 14-17, (Spring 2010).

[15] Peter D. Easton & Gregory A. Sommers, "Effect of Analysts' Optimism on Estimates of the Expected Rate of Return Implied by Earnings Forecasts," 45 J. ACCT. RES. 983–1015 (2007).

[16] Szakmary, A., Conover, C., & Lancaster, C. (2008). "An Examination of *Value Line*'s Long-Term Projections," *Journal of Banking & Finance*, May 2008, pp. 820-833.

A. Yes, I do believe that investors are well aware of the bias in analysts' EPS growth rate forecasts and stock prices and, therefore, reflect the upward bias.

Q. How does that affect the use of these forecasts in a DCF equity cost rate study?

A. According to the DCF model, the equity cost rate is a function of the dividend yield and expected growth rate. Since this bias is well known, stock prices and therefore dividend yields reflect this bias. However, in the DCF model, the growth rate needs to be adjusted downward from the projected EPS growth rate to reflect the upward bias.

Q. Please discuss the historical growth of the companies in the proxy group, as provided by V*alue Line.*

A. Page 3 of Attachment JRW-9 provides the 5- and 10- year historical growth rates for EPS, DPS, and BVPS for the companies in the two proxy groups, as published in the *Value Line Investment Survey*. The median historical growth measures for EPS, DPS, and BVPS for the Electric Proxy Group, as provided in Panel A, range from 4.0% to 5.0%, with an average of the medians of 4.3%. For the Bulkley Proxy Group, as shown in Panel B of page 3 of Attachment JRW-9, the historical growth measures in EPS, DPS, and BVPS, as measured by the medians, range from 2.8% to 5.0%, with an average of the medians of 3.9%.

Q. Please summarize V*alue Line's* projected growth rates for the companies in the proxy group.

A. *Value Line's* projections of EPS, DPS, and BVPS growth for the companies in the proxy groups are shown on page 4 of Attachment JRW-9. As stated above, due to the presence of outliers, the medians are used in the analysis. For the Electric

Proxy Group, as shown in Panel A of page 4 of Attachment JRW-9, the medians range from 4.0% to 6.0%, with an average of the medians of 5.2%. The range of the medians for the Bulkley Proxy Group, shown in Panel B of page 4 of Attachment JRW-9, is from 3.8% to 5.3%, with an average of the medians of 4.3%.[17]

Also provided on page 4 of Attachment JRW-9 are the prospective sustainable growth rates for the companies in the two proxy groups as measured by *Value Line*'s average projected retention rate and return on shareholders' equity. As noted above, sustainable growth is a significant and a primary driver of long-run earnings growth. For the Electric and Bulkley Proxy Groups, the median prospective sustainable growth rates are 3.5% and 3.4%, respectively.

Q. Please assess growth for the proxy group as measured by analysts' forecasts of expected 5-year eps growth.

A. Yahoo and Zacks collect, summarize, and publish Wall Street analysts' long-term EPS growth rate forecasts for the companies in the proxy group. These forecasts are provided for the companies in the proxy groups on page 5 of Attachment JRW-9. I have reported both the mean and median growth rates for the groups. Since there is considerable overlap in analyst coverage between the three services, and not all of the companies have forecasts from the different services, I have averaged the

[17] It should be noted that *Value Line* uses a different approach in estimating projected growth. *Value Line* does not project growth from today, but *Value Line* projects growth from a three-year base period – 2016-2018 – to a projected three-year period for the period 2022-2024. Using this approach, the three-year based period can have a significant impact on the *Value L*ine growth rate if this base period includes years with abnormally high or low earnings. Therefore, I evaluate these growth rates separately from analysts EPS growth rates.

expected five-year EPS growth rates from the three services for each company to arrive at an expected EPS growth rate for each company. The mean/median of analysts' projected EPS growth rates for the Electric and Bulkley Proxy Groups are 4.8%/4.7% and 4.3%/4.4%, respectively.[18]

Q. Please summarize your analysis of the historical and prospective growth of the proxy group.

A. Page 6 of Attachment JRW-9 shows the summary DCF growth rate indicators for the proxy group.

The historical growth rate indicators for my Electric Proxy Group imply a baseline growth rate of 4.3%. The average of the projected EPS, DPS, and BVPS growth rates from *Value Line* is 5.2%, and *Value Line*'s projected sustainable growth rate is 3.5%. The projected EPS growth rates of Wall Street analysts for the Electric Proxy Group are 4.8% and 4.7% as measured by the mean and median growth rates. The overall range for the projected growth-rate indicators (ignoring historical growth) is 3.5% to 5.2%. Giving primary weight to the projected EPS growth rate of Wall Street analysts and *Value Line*, I believe that the appropriate projected growth rate is 5.0%. This growth rate figure is in the upper end of the range of historic and projected growth rates for the Electric Proxy Group.

For the Bulkley Proxy Group, the historical growth rate indicators suggest a growth rate of 3.9%. The average of the projected EPS, DPS, and BVPS growth

[18] Given variation in the measures of central tendency (term of art (to me!) - would "averages" work?) of analysts' projected EPS growth rates proxy groups, I have considered both the means and medians figures in the growth rate analysis.

rates from *Value Line* is 4.3%, and *Value Line*'s projected sustainable growth rate is 3.4%. The projected EPS growth rates of Wall Street analysts are 4.4% and 4.3% as measured by the mean and median growth rates. The overall range for the projected growth rate indicators is 3.4% to 4.4%. Giving primary weight to the projected EPS growth rate of Wall Street analysts and *Value Line*, I believe that the appropriate projected growth rate is in the 4.50% range. This growth rate figure is in the upper end of the range of historic and projected growth rates for the Bulkley Proxy Group.

Q. What are the results from your application of the DCF model?

A. My DCF-derived equity cost rate for the group are summarized on page 1 of Attachment JRW-10 and in Table 2 below.

Table 2
DCF-derived Equity Cost Rate/ROE

	Dividend Yield	**1 + ½ Growth Adjustment**	**DCF Growth Rate**	**Equity Cost Rate**
Electric Proxy Group	**3.15%**	**1.0250**	**5.00%**	**8.25%**
Bulkley Proxy Group	**3.20%**	**1.0225**	**4.50%**	**7.75%**

The overall DCF results for the Electric and Bulkley Proxy Groups are 8.25% and 7.75%, respectively.

C. Capital Asset Pricing Model

Q. Please discuss the Capital Asset Pricing Model ("CAPM").

A. The CAPM is a risk premium approach to gauging a firm's cost of equity capital. According to the risk premium approach, the cost of equity is the sum of the interest rate on a risk-free bond (R_f) and a risk premium (RP), as in the following:

$$k = R_f + RP$$

The yield on long-term U.S. Treasury securities is normally used as R_f. Risk premiums are measured in different ways. The CAPM is a theory of the risk and expected returns of common stocks. In the CAPM, two types of risk are associated with a stock: firm-specific risk or unsystematic risk, and market or systematic risk, which is measured by a firm's beta. The only risk that investors receive a return for bearing is systematic risk.

According to the CAPM, the expected return on a company's stock, which is also the equity cost rate (K), is equal to:

$$\boldsymbol{K = (R_f) + ß * [E(R_m) - (R_f)]}$$

Where:
K represents the estimated rate of return on the stock;
$E(R_m)$ represents the expected return on the overall stock market. Frequently, the 'market' refers to the S&P 500;
(R_f) represents the risk-free rate of interest;
$[E(R_m) - (R_f)]$ represents the expected equity or market risk premium—the excess return that an investor expects to receive above the risk-free rate for investing in risky stocks; and
Beta—(ß) is a measure of the systematic risk of an asset.

To estimate the required return or cost of equity using the CAPM requires three inputs: the risk-free rate of interest (R_f), the beta (ß), and the expected equity or market risk premium $[E(R_m) - (R_f)]$. R_f is the easiest of the inputs to measure – it is represented by the yield on long-term U.S. Treasury bonds. ß, the measure of systematic risk, is a little more difficult to measure because there are different opinions about what adjustments, if any, should be made to historical betas due to their tendency to regress to 1.0 over time. And finally, an even more difficult input to measure is the expected equity or market risk premium ($E(R_m) - (R_f)$). I will discuss each of these inputs below.

Q. Please discuss Attachment JRW10.

A. Attachment JRW-10 provides the summary results for my CAPM study. Page 1 shows the results, and the following pages contain the supporting data.

Q. Please discuss the risk-free interest rate.

A. The yield on long-term U.S. Treasury bonds has usually been viewed as the risk-free rate of interest in the CAPM. The yield on long-term U.S. Treasury bonds, in turn, has been considered to be the yield on U.S. Treasury bonds with 30-year maturities.

Q. What risk-free interest rate are you using in your CAPM?

A. As shown on page 2 of Attachment JRW-10, the yield on 30-year U.S. Treasury bonds has been in the 2.0% to 4.0% range over the 2013–2019 time period. The current 30-year Treasury yield is near the bottom of this range. Given the recent range of yields, I have chosen to use the top end of the range as my risk-free interest rate. Therefore, I am using 3.75% as the risk-free rate, or R_f, in my CAPM. This is similar to the normalized risk-free interest rate used by the investment advisory firm Duff & Phelps.[19]

[19] https://www.duffandphelps.com/insights/publications/valuation-insights/valuation-insights-first-quarter-2019/us-equity-risk-premium-recommendation.

Q. Does the 3.75% risk-free interest rates take into consideration of forecasts of higher interest rates?

A. No, it does not. Forecasts of higher interest rates have been notoriously wrong for a decade. [20] My 3.75% risk-free interest rate considers the range of interest rates in the past and effectively synchronizes the risk-free rate with the market risk premium. The risk-free rate and the market risk premium are interrelated in that the market risk premium is developed in relation to the risk-free rate. As discussed below, my market risk premium is based on the results of many studies and surveys that have been published over time. Therefore, my risk-free interest rate of 3.75% is effectively a normalized risk-free rate of interest.

Q. What betas are you employing in your CAPM?

A. Beta (ß) is a measure of the systematic risk of a stock. The market, usually taken to be the S&P 500, has a beta of 1.0. The beta of a stock with the same price movement as the market also has a beta of 1.0. A stock whose price movement is greater than that of the market, such as a technology stock, is riskier than the market and has a beta greater than 1.0. A stock with below average price

[20] Ben Eisen, "Yes, 100% of economists were dead wrong about yields, *Market Watch*," October 22, 2014. Perhaps reflecting this fact, *Bloomberg* reported that the Federal Reserve Bank of New York has stopped using the interest rate estimates of professional forecasters in the Bank's interest rate model due to the unreliability of those interest rate forecasts. See Susanne Walker and Liz Capo McCormick, "Unstoppable $100 Trillion Bond Market Renders Models Useless," *Bloomberg.com* (June 2, 2014). http://www.bloomberg.com/news/2014-06-01/the-unstoppable-100-trillion-bond-market-renders-models-useless.html. Joe Weisenthal, "How Interest Rates Keep Making People on Wall Street Look Like Fools," Bloomberg.com, March 16, 2015. http://www.bloomberg.com/news/articles/2015-03-16/how-interest-rates-keep-making-people-on-wall-street-look-like-fools. Akin Oyedele, "Interest Rate Forecasters are Shockingly Wrong Almost All of the Time," Business *Insider*, July 18, 2015. http://www.businessinsider.com/interest rate-forecasts-are-wrong-most-of-the-time-2015-7. "*Market Watch*," October 22, 2014.

movement, such as that of a regulated public utility, is less risky than the market and has a beta less than 1.0. Estimating a stock's beta involves running a linear regression of a stock's return on the market return.

As shown on page 3 of Attachment JRW-10, the slope of the regression line is the stock's ß. A steeper line indicates that the stock is more sensitive to the return on the overall market. This means that the stock has a higher ß and greater-than-average market risk. A less steep line indicates a lower ß and less market risk. Several online investment information services, such as Yahoo and Reuters, provide estimates of stock betas. Usually these services report different betas for the same stock. The differences are usually due to: (1) the time period over which ß is measured; and (2) any adjustments that are made to reflect the fact that betas tend to regress to 1.0 over time. In estimating an equity cost rate for the proxy group, I am using the betas for the companies as provided in the *Value Line Investment Survey*. As shown on page 3 of Attachment JRW-10, the median betas for the companies in the Electric and Bulkley Proxy Groups are 0.55 and 0.60, respectively.

Q. Please discuss the market risk premium.

A. The market risk premium is equal to the expected return on the stock market (e.g., the expected return on the S&P 500, $E(R_m)$ minus the risk-free rate of interest (R_f)). The market risk premium is the difference in the expected total return between investing in equities and investing in "safe" fixed-income assets, such as long-term government bonds. However, while the market risk premium is easy to define conceptually, it is difficult to measure because it requires an estimate of the expected return on the market - $E(R_m)$. As is discussed below, there are different ways to measure $E(R_m)$, and studies have come up with significantly different magnitudes for $E(R_m)$. As Merton Miller, the 1990 Nobel Prize winner in economics indicated, $E(R_m)$ is very difficult to measure and is one of the great mysteries in finance.[21]

Q. Please discuss the alternative approaches to estimating the market risk premium.

A. Page 4 of Attachment JRW-10 highlights the primary approaches to, and issues in, estimating the expected market risk premium. The traditional way to measure the market risk premium was to use the difference between historical average stock and bond returns. In this case, historical stock and bond returns, also called *ex post* returns, were used as the measures of the market's expected return (known as the *ex-ante* or forward-looking expected return). This type of historical evaluation of stock and bond returns is often called the "Ibbotson approach" after Professor Roger Ibbotson, who popularized this method of using historical financial market returns as measures of expected returns. However, this historical evaluation of returns can be a problem because: (1) *ex post* returns are not the same as *ex ante* expectations; (2) market risk premiums can change over time, increasing when investors become more risk-averse and decreasing when investors become less risk-averse; and (3) market conditions can change such that *ex post* historical returns are poor estimates of *ex ante* expectations.

[21] Merton Miller, "The History of Finance: An Eyewitness Account," *Journal of Applied Corporate Finance*, 2000, P. 3.

The use of historical returns as market expectations has been criticized in numerous academic studies as discussed later in my testimony. The general theme of these studies is that the large equity risk premium discovered in historical stock and bond returns cannot be justified by the fundamental data. These studies, which fall under the category "*Ex Ante* Models and Market Data," compute *ex ante* expected returns using market data to arrive at an expected equity risk premium. These studies have also been called "Puzzle Research" after the famous study by Mehra and Prescott in which the authors first questioned the magnitude of historical equity risk premiums relative to fundamentals.[22]

In addition, there are a number of surveys of financial professionals regarding the market risk premium. There have also been several published surveys of academics on the equity risk premium. *CFO Magazine* conducts a quarterly survey of CFOs, which includes questions regarding their views on the current expected returns on stocks and bonds. Usually, over 200 CFOs participate in the survey.[23] Questions regarding expected stock and bond returns are also included in the Federal Reserve Bank of Philadelphia's annual survey of financial forecasters, which is published as the *Survey of Professional Forecasters*.[24] This

[22] Rajnish Mehra & Edward C. Prescott, "The Equity Premium: A Puzzle," *Journal of Monetary Economics*, 145 (1985).

[23] DUKE/CFO Magazine Global Business Outlook Survey, (June 2019), https://www.cfosurvey.org.

[24] Federal Reserve Bank of Philadelphia, *Survey of Professional Forecasters* (Mar. 22, 2019), https://www.philadelphiafed.org/-/media/research-and-data/real-time-center/survey-of-professional-forecasters/2019/spfq119.pdf?la=en. The Survey of Professional Forecasters was formerly conducted by the American Statistical Association ("ASA") and the National Bureau of Economic Research ("NBER") and was known as the ASA/NBER survey. The survey, which began in 1968, is conducted each quarter. The Federal Reserve Bank of Philadelphia, in cooperation with the NBER, assumed responsibility for the survey in June 1990.

survey of professional economists has been published for almost fifty years. In addition, Pablo Fernandez conducts annual surveys of financial analysts and companies regarding the equity risk premiums they use in their investment and financial decision-making.[25]

Q. Please provide a summary of the market risk premium studies.

A. Derrig and Orr (2003), Fernandez (2007), and Song (2007) completed the most comprehensive review of the research on the market risk premium.[26] Derrig and Orr's study evaluated the various approaches to estimating market risk premiums, as well as the issues with the alternative approaches and summarized the findings of the published research on the market risk premium. Fernandez examined four alternative measures of the market risk premium – historical, expected, required, and implied. He also reviewed the major studies of the market risk premium and presented the summary market risk premium results. Song provides an annotated bibliography and highlights the alternative approaches to estimating the market risk premium.

Page 5 of Attachment JRW-10 provides a summary of the results of the primary risk premium studies reviewed by Derrig and Orr, Fernandez, and Song, as well as other more recent studies of the market risk premium. In developing

[25] Pablo Fernandez, Vitaly Pershin, and Isabel Fernandez Acín, "Market Risk Premium and Risk-Free Rate used for 59 countries in 2019: a survey," *IESE Business School*, (Apr. 2019), available at: https://papers.ssrn.com/sol3/papers.cfm?abstract_id=3358901.

[26] *See* Richard Derrig & Elisha Orr, "Equity Risk Premium: Expectations Great and Small," Working Paper (version 3.0), Automobile Insurers Bureau of Massachusetts, (August 28, 2003); Pablo Fernandez, "Equity Premium: Historical, Expected, Required, and Implied," IESE Business School Working Paper, (2007); Zhiyi Song, "The Equity Risk Premium: An Annotated Bibliography," CFA Institute, (2007).

page 5 of Attachment JRW-10, I have categorized the studies as discussed on page 5 of Attachment JRW-10. I have also included the results of studies of the "Building Blocks" approach to estimating the equity risk premium. The Building Blocks approach is a hybrid approach employing elements of both historical and *ex ante* models.

Q. Please discuss page 5 of Attachment JRW-10.

A. Page 5 of JRW-8 provides a summary of the results of the market risk premium studies that I have reviewed. These include the results of: (1) the various studies of the historical risk premium, (2) *ex ante* market risk premium studies, (3) market risk premium surveys of CFOs, financial forecasters, analysts, companies and academics, and (4) the Building Blocks approach to the market risk premium. There are results reported for over thirty studies, and the median market risk premium is 4.83%.

Q. Please highlight the results of the more recent risk premium studies and surveys.

A. The studies cited on page 5 of Attachment JRW-10 include every market risk premium study and survey I could identify that was published over the past two decades and that provided a market risk premium estimate. Most of these studies were published prior to the financial crisis that began in 2008. In addition, some of these studies were published in the early 2000s at the market peak. It should be noted that many of these studies (as indicated) used data over long periods of time (as long as fifty years of data) and so were not estimating a market risk premium as of a specific point in time (e.g., the year 2001). To assess the effect of the earlier studies on the market risk premium, I have reconstructed page 5 of Attachment JRW-10 on page 6 of Attachment JRW-10; however, I have eliminated all studies dated before January 2, 2010. The median for this subset of studies is 5.24%.

Q. Please summarize the market risk premium studies and surveys.

A. As noted above, there are three approaches to estimating the market risk premium – historic stock and bond returns, ex ante or expected returns models, and surveys. The studies on page 6 of Attachment JRW-8 can be summarized in the following manners:

<u>Historic Stock and Bond Returns</u> - Historic stock and bond returns suggest a market risk premium in the 4.40% to 6.26% range, depending on whether one uses arithmetic or geometric mean returns.

<u>Ex Ante Models</u> - Market risk premium studies that use expected or ex ante return models indicate market risk premium in the range of 4.29% to 6.00%.

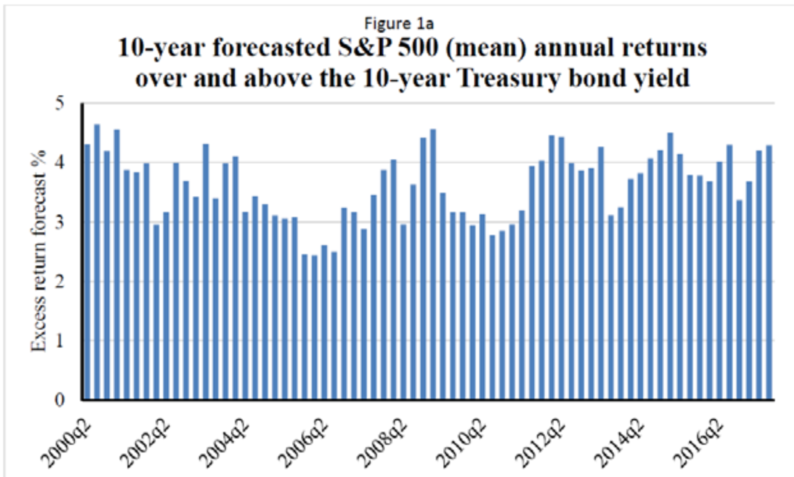
<u>Surveys</u> - Market risk premiums developed from surveys of analysts, companies, financial professionals, and academics find lower market risk premium, with a range from 1.85% to 5.7%.

Q. Please highlight the ex-ante market risk premium studies and surveys that you believe are most timely and relevant.

A. I will highlight several studies/surveys.

CFO Magazine conducts a quarterly survey of CFOs, which includes questions regarding their views on the current expected returns on stocks and bonds. In the September 2019 CFO survey conducted by *CFO Magazine* and Duke University, which included approximately 200 responses, the expected 10-year market risk premium was 4.62%.[27] Figure 5, below, shows the market risk premium associated with the CFO Survey, which has been in the 4.0% range in recent years.

Figure 5
Market Risk Premium
CFO Survey



Source: https://papers.ssrn.com/sol3/papers.cfm?abstract_id=3151162

Pablo Fernandez conducts annual surveys of financial analysts and companies regarding the equity risk premiums they use in their investment and financial decision-making.[28] His survey results are included on pages 5 and 6 of Attachment JRW-10. The results of his 2019 survey of academics, financial analysts, and companies, which included 4,000 responses, indicated a mean market risk premium employed by U.S. analysts and companies of 5.6%.[29] His estimated

[27] DUKE/CFO Magazine Global Business Outlook Survey, at 61, (September 2019), https://www.cfosurvey.org/wp-content/uploads/2019/06/Q2-2019-US-Toplines-1.pdf.

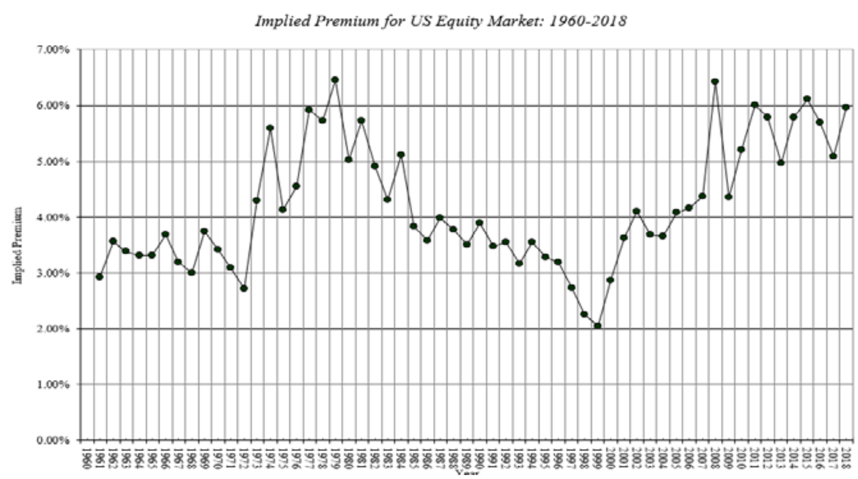
[28] Pablo Fernandez, Vitaly Pershin, and Isabel Fernandez Acín, "Market Risk Premium and Risk-Free Rate used for 59 countries in 2019: a survey," *IESE Business School*, (Apr. 2019), available at: https://papers.ssrn.com/sol3/papers.cfm?abstract_id=3358901.

[29] *Ibid.* p. 3.

market risk premium for the U.S. has been in the 5.00%-5.50% range in recent years.

Professor Aswath Damodaran of NYU, a leading expert on valuation and the market risk premium, provides a monthly updated market risk premium which is based on projected S&P 500 EPS and stock price level and long-term interest rates. His estimated market risk premium, shown graphically in Figure 6, below, for the past almost sixty years, has primarily been in the range of 5.0% to 6.0% since 2010.

Figure 6
Damodaran Market Risk Premium



Source: http://pages.stern.nyu.edu/~adamodar/

Duff & Phelps, an investment advisory firm, provides recommendations for the risk-free interest rate and market risk premiums to be used in calculating the cost of capital data. Their recommendations over the 2008-2019 time periods are shown on page 7 of Attachment JRW-10. Duff & Phelps' recommended market risk premium has been in the 5.0% to 6.0% range over the past decade. Most recently, in the first quarter of 2019, Duff & Phelps increased its recommended market risk premium from 5.0% to 5.50%.[30]

KPMG is one of the largest public accounting firms in the world. Its recommended market risk premium over the 2013-2019 time period is shown in Panel A of page 8 of Attachment JRW-10. KPMG's recommended market risk premium has been in the 5.50% to 6.50% range over this time period. In the first quarter of 2019, KPMG increased its estimated market risk premium from 5.50% to 5.75%.[31]

Finally, the website *market-risk-premia.com* provides risk-free interest rates, implied market risk premiums, and overall cost of capital for thirty-six countries around the world. These parameters for the U.S. over the 2002-2019 time period are shown in Panel B of page 8 of Attachment JRW-10. As of July 31, 2019, *market-risk-premia.com* estimated an implied cost of capital for the U.S. of 6.12% consisting of a risk-free rate of 2.02% and an implied market risk premium of 4.10.[32]

Q. Given these results, what market risk premium are you using in your CAPM?

A. The studies on page 6 of Attachment JRW-8, and more importantly the more timely and relevant studies just cited, suggest that the appropriate market risk

[30] Duff & Phelps, "U.S. Equity Risk Premium Recommendation," (Feb. 19, 2019), https://www.duffandphelps.com/insights/publications/cost-of-capital/recommended-us-equity-risk-premium-and-corresponding-risk-free-rates.

[31] KPMG, "Equity Market Risk Premium Research Summary," (March 31, 2019), https://assets.kpmg/content/dam/kpmg/nl/pdf/2019/advisory/equity-market-risk-premium-research-summary-31032019.pdf.

[32] Market-Risk-Premia.com, "Implied Market-risk-premia (market risk premium): USA," http://www.market-risk-premia.com/us.html.

premium in the U.S. is in the 4.0% to 6.0% range. I will use an expected market risk premium of 5.75%, which is in the upper end of the range, as the market risk premium. I gave most weight to the market risk premium estimates of the CFO Survey, Duff & Phelps, KPMG, the Fernandez survey, and Damodaran. This is a conservatively high estimate of the market risk premium considering the many studies and surveys of the market risk premium.

Q. What equity cost rate is indicated by your CAPM analysis?

A. The results of my CAPM study for the proxy group are summarized on page 1 of Attachment JRW-10 and in Table 3 below.

Table 3
CAPM-derived Equity Cost Rate/ROE
$K = (R_f) + ß * [E(R_m) - (R_f)]$

	Risk-Free Rate	Beta	Equity Risk Premium	Equity Cost Rate
Electric Proxy Group	3.75%	0.55	5.75%	6.90%
Bulkley Proxy Group	3.75%	0.60	5.75%	7.20%

For the Electric Proxy Group, the risk-free rate of 3.75% plus the product of the beta of 0.55 times the equity risk premium of 5.75% results in a 6.90% equity cost rate. For the Bulkley Proxy Group, the risk-free rate of 3.75% plus the product of the beta of 0.60 times the equity risk premium of 5.75% results in a 7.20% equity cost rate.

D. Equity Cost Rate Summary

Q. Please summarize the results of your equity cost rate studies.

A. My DCF and CAPM analyses for the Electric and Bulkley Proxy Groups indicate equity cost rates of 8.25% and 6.90%, respectively.

Table 4
ROEs Derived from DCF and CAPM Models

	DCF	CAPM
Electric Proxy Group	**8.25%**	**6.90%**
Bulkley Proxy Group	**7.75%**	**7.20%**

Q. Given these results, what is your estimated equity cost rate for the group?

A. Given these results, I conclude that the appropriate equity cost rate for companies in the Electric and Bulkley Proxy Groups is in the 6.90% to 8.25% range. However, since I rely primarily on the DCF model as well as the results for the Electric Proxy Group, I am using the upper end of the range as the equity cost rate. Therefore, I conclude that the appropriate equity cost rate for the Company is 8.25%.

Q. Please indicate why an equity cost rate of 8.25% is appropriate for the electric operations of Eversource.

A. There are a number of reasons why an equity cost rate of 8.25% is appropriate and fair for the Company in this case:

1. As shown in Attachment JRW-7, page 1, capital costs for utilities, as indicated by long-term bond yields, are still at historically low levels. In addition, given low inflationary expectations and slow global economic growth, interest rates are likely to remain at low levels for some time.

2. As shown in Attachment JRW-7, page 4, the electric utility industry is among the lowest risk industries in the U.S. as measured by beta. As such, the cost of equity capital for this industry is amongst the lowest in the U.S., according to the CAPM.

3. Based on Eversource's S&P and Moody's issuer credit ratings of A- and Baa1, I conclude that Eversource is a little less risky than the two proxy groups;

4. The authorized ROEs for electric utility companies have declined from 10.01% in 2012, 9.8% in 2013, 9.76% in 2014, 9.58% in 2015, 9.60% in 2016, 9.68% in 2017, 9.56% in 2018, and 9.56% in the first three quarters of 2019.[33] In addition, the authorized ROEs for electric distribution companies have been 30-40 basis points below those for integrated electric utilities. In my opinion, authorized ROEs have lagged behind capital market cost rates, or in other words, authorized ROEs have been slow to reflect low capital market cost rates. However, the <u>trend</u> has been towards lower ROEs and the <u>norm</u> now is below 10%. Hence, I believe that my recommended ROE reflects our present historically low capital cost rates, and these low capital cost rates are finally being recognized as the norm by state utility regulatory commissions.

Q. Please discuss your recommendation in light of a Moody's publication on the subject of utility company ROEs and credit quality.

A. Moody's recently published an article on utility ROEs and credit quality. In the article, Moody's recognizes that authorized ROEs for electric and gas companies

[33] S&P Global Market Intelligence, RRA *Regulatory Focus*, 2019.

are declining due to lower interest rates. [34]

> The credit profiles of US regulated utilities will remain intact over the next few years despite our expectation that regulators will continue to trim the sector's profitability by lowering its authorized returns on equity (ROE). Persistently low interest rates and a comprehensive suite of cost recovery mechanisms ensure a low business risk profile for utilities, prompting regulators to scrutinize their profitability, which is defined as the ratio of net income to book equity. We view cash flow measures as a more important rating driver than authorized ROEs, and we note that regulators can lower authorized ROEs without hurting cash flow, for instance by targeting depreciation, or through special rate structures.

Moody's indicates that with the lower authorized ROEs, electric and gas companies are earning ROEs of 9.0% to 10.0%, but this is not impairing their credit profiles and is not deterring them from raising record amounts of capital. With respect to authorized ROEs, Moody's recognizes that utilities and regulatory commissions are having trouble justifying higher ROEs in the face of lower interest rates and cost recovery mechanisms.[35]

> Robust cost recovery mechanisms will help ensure that US regulated utilities' credit quality remains intact over the next few years. As a result, falling authorized ROEs are not a material credit driver at this time, but rather reflect regulators' struggle to justify the cost of capital gap between the industry's authorized ROEs and persistently low interest rates. We also see utilities struggling to defend this gap, while at the same time recovering the vast majority of their costs and investments through a variety of rate mechanisms.

Overall, this article further supports the belief that lower authorized ROEs are

[34] Moody's Investors Service, "Lower Authorized Equity Returns Will Not Hurt Near-Term Credit Profiles," March 10, 2015.

[35] Moody's Investors Service, "Lower Authorized Equity Returns Will Not Hurt Near-Term Credit Profiles," March 10, 2015.

unlikely to hurt the financial integrity of utilities or their ability to attract capital.

Q. Do you believe that your 8.25% ROE recommendation meets *Hope* and *Bluefield* standards?

A. Yes. As previously noted, according to the *Hope* and *Bluefield* decisions, returns on capital should be: (1) comparable to returns investors expect to earn on other investments of similar risk; (2) sufficient to assure confidence in the company's financial integrity; and (3) adequate to maintain and support the company's credit and to attract capital.

Q. Are utilities able to attract capital with the lower ROEs?

A. As shown on page 3 of Attachment JRW-7, utilities have been earning ROEs of about 9.0% (on average) in recent years. As shown on page 1 of Attachment JRW-4, utilities in the proxy group earned an average ROE of 9.20% in 2018. Moody's also highlights in the article that utilities are raising about $50 billion a year in debt capital, despite the lower ROEs.[36] Therefore, I believe that my ROE recommendation meets the criteria established in the *Hope* and *Bluefield* decisions.

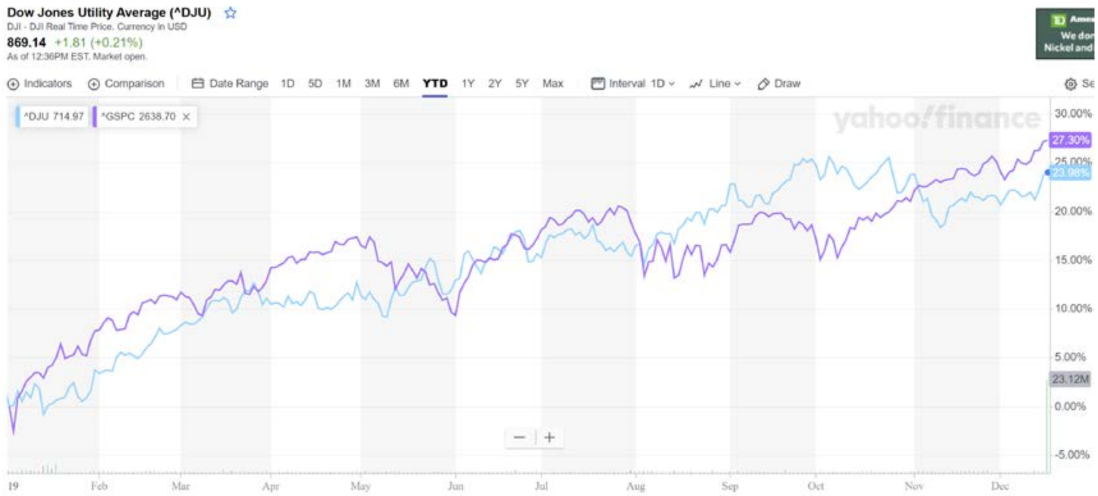
Q. Have the lower ROEs hurt the stock performance of utility stocks?

A. No. Figure 7 shows the Dow Jones Utility Index ("DJU") versus the S&P 500 since January 1, 2019.[37] Both the DJU and the S&P 500 are near or have achieved record levels, and the DJU has performed right along with the S&P 500 over this time period. As a result, with high stock prices, utility dividend yields and DCF equity cost rates are low.

[36] *Ibid.*

[37] https://finance.yahoo.com/.

Figure 7
Dow Jones Utilities vs. S&P 500
2019



VI. <u>Critique of Eversource Rate of Return Testimony</u>

Q. Please summarize the company's rate of return recommendation.

A. The Company has proposed a capital structure of 3.17% short-term debt, 41.98% long-term debt and 54.85% common equity. The Company has recommended short-term and long-term debt cost rates of 2.45% and 4.37%. Ms. Bulkley has recommended a common equity cost rate of 10.40% for the New Hampshire electric distribution operations of Eversource. The Company's overall proposed rate of return is 7.62%. This is summarized on page 1 of in Attachment JRW-11.

Q. Please review Ms. Bulkley's equity cost rate approaches and results.

A. Ms. Bulkley has developed a proxy group of electric utility companies and employs DCF and CAPM equity cost rate approaches. Ms. Bulkley's equity cost rate estimates for the Company are summarized on page 2 of Attachment JRW-11.

Based on these figures, she concludes that the appropriate equity cost rate for the Company is 10.0%. As I discuss below, there are a number of issues with the inputs, applications, and results of her equity cost rate models.

Q. What issues do you have with the Company's cost of capital position?

A. The primary rate of return issues in this case are the appropriate capital structure and ROE for the Company.

Capital Structure - The Company has proposed a capital structure that includes a common equity ratio of 54.85%. This capital structure includes a higher common equity ratio than the average common equity ratios (1) employed by the proxy group, (2) approved for electric delivery companies. I have used a capital structure with 50% debt and 50% common equity which is more reflective of the capital structures of electric utilities.

The Company's ROE Analysis is Out-of-Date - The Company ROE study was prepared in May of this year. Since that time, the Federal Reserve has cut the federal funds rate three times and the 30-year Treasury rate has fallen about sixty basis points. Capital costs are much lower now than when the Company's case was filed.

Capital Market Conditions – Ms. Bulkley's analyses, ROE results, and recommendations are based on forecasts of higher interest rates and capital costs. However, I show that despite the Federal Reserve's moves to increase the federal funds rate over the 2015-18 time period, interest rates and capital costs remain at low levels. In 2019, interest rates have fallen dramatically with slow economic growth and low inflation, the Federal Reserve has cut the discount rate three times, and the 30-year yield has traded at all-time low levels.

Proxy Group – Ms. Bulkley uses a proxy group of only eight companies. Given the number of publicly-traded electric utility companies, I believe that a larger group is needed to estimate a utility's cost of common equity. Nonetheless, I use her group as well as my much larger proxy group.

DCF Approach – Ms. Bulkley and I have both employed the traditional constant-growth DCF model. Ms. Bulkley has seriously overstated her reported DCF results in four ways: (1) she selectively eliminated low-end DCF results; (2) she exclusively used the overly optimistic and upwardly biased EPS growth rate forecasts of Wall Street analysts and *Value Line*; and (3) she created her own new version of the DCF model – the projected constant-growth DCF model - in which she projects DCF inputs into the future; and (4) she has claimed that the DCF results underestimate the market-determined cost of equity capital due to high utility stock valuations and low dividend yields. In addition, I believe that these errors are magnified by the fact that she has used a small proxy group.

CAPM Approach – The CAPM approach requires an estimate of the risk-free interest rate, beta, and the market or risk premium. There are two issues with Ms. Bulkley's CAPM analysis: (1) her current (3.04%), near-term projected (3.28%), and long-term projected (3.90%) 30-year Treasury yields are well in excess of current market yields; (2) she has used a totally novel approach by computing betas for her proxy companies using ten-years of stock price data which results in a significant overstatement of beta and the CAPM results; and (3) she has computed a market risk premium of 10.49%. The 10.49% market risk premium is much larger than: (1) indicated by historic stock and bond return data; and (2) found in the published studies and surveys of the market risk premium. In addition, I demonstrate that the 10.49% market risk premium is based on totally unrealistic assumptions of future economic and earnings growth and stock returns. To compute her market risk premium, Ms. Bulkley has applied the DCF to the S&P 500 and employed analysts' three-to-five-year earnings per share ("EPS") growth-rate projections as a growth rate to compute an expected market return and market risk premium. As I demonstrate later in my testimony, the EPS growth-rate projection used for the S&P 500 and the resulting expected market return and market risk premium include totally unrealistic assumptions regarding future economic and earnings growth and stock returns.

Alternative Risk Premium Model - Ms. Bulkley also estimates an equity cost rate using an alternative risk premium model which she calls the Bond Yield Risk Premium ("BYRP") approach. There are two issues with this approach: (1) the base interest rates; and (2) the risk premium. With respect to the base rates, her current (3.04%), near-term projected (3.28%), and long-term projected (3.90%) 30-year Treasury rates yields are well in excess of current market yields. The risk premium in her BYRP method is based on the historical relationship between the yields on long-term Treasuries and authorized ROEs for electric utility companies. There are several issues with this approach: (1) This approach is a gauge of commission behavior and not investor behavior. Capital costs are determined in the market place through the financial decisions of investors and are reflected in such fundamental factors as dividend yields, expected growth rates, interest rates, and investors' assessment of the risk and expected return of different investments; (2) Ms. Bulkley's methodology produces an inflated measure of the risk premium because her approach uses historical authorized ROEs and Treasury yields, and the resulting risk premium is applied to projected Treasury yields; and (3) the risk premium is inflated as a measure of investor's required risk premium, because electric utility companies have been selling at market-to-book ratios in excess of 1.0. This indicates that the authorized rates of return have been greater than the return that investors require.

<u>Flotation Costs</u> - Ms. Bulkley's recommendation includes a consideration of equity flotation costs in her determination of the appropriate ROE for Eversource. Yet, Ms. Bulkley has not identified any flotation costs that have been paid by Eversource. Therefore, the Company should not be rewarded with a higher ROE that includes flotation costs when the Company has not paid any such costs. Furthermore, the Commission has traditionally not allowed flotation costs.

The out-of-date ROE study, small proxy group, and capital structure issues were addressed above. The other issues are discussed below.

A. The Company's DCF Approach

Q. Please summarize Ms. Bulkley's DCF estimates.

A. On pages 47-53 of her testimony and in Attachments AEB-4 - AEB-7, Ms. Bulkley develops an equity cost rate by applying the DCF model to her proxy group. Ms.

Bulkley's DCF results are summarized in Panel A of page 2 of Attachment JRW-11. She uses constant-growth and multistage growth DCF models. Ms. Bulkley uses three dividend yield measures (30, 90, and 180 days) in her DCF models. In her constant-growth DCF models, Ms. Bulkley has relied on the forecasted EPS growth rates of Zacks, Yahoo Finance, and *Value Line*. She also develops and "considers the results" of a new, so-called projected Constant-growth DCF model. In this approach, she uses *Value Line*'s projected stock prices and dividends for her proxy group companies, and the five-year forecasted EPS growth rates of Zacks, Yahoo, and *Value Line*. While she gives no indication what she considered in the results or the weight given them, this approach increases her mean DCF results by 50 to 75 basis points. Ms. Bulkley's DCF results are summarized on page 2 of Attachment JRW-11.

Q. What are the errors in Ms. Bulkley's DCF analyses?

A. The primary issues in Ms. Bulkley's DCF analyses are: (1) she selectively eliminated low-end DCF results; (2) she exclusively used the overly optimistic and upwardly biased EPS growth rate forecasts of Wall Street analysts and *Value Line*; and (3) she created her own new version of the DCF model – the projected constant-growth DCF model - in which she projects DCF inputs into the future; and (4) she has claimed that the DCF results underestimate the market-determined cost of equity capital due to high utility stock valuations and low dividend yields. As noted above, these errors are magnified by the fact that she has used a small proxy group.

1. <u>The Asymmetric Elimination of Low End DCF Results</u>

Q. How has Ms. Bulkley eliminated low-end DCF results?

A. Ms. Bulkley has eliminated all DCF results below 7.0% because she believes that they are too low. This results in an overstatement of her DCF results. By eliminating low-end outliers while keeping the same number of high-end outliers, Ms. Bulkley biases her DCF equity cost rate study and reports a higher DCF equity cost rate than the data indicate. This is magnified by her small proxy group. In addition, selectively eliminating individual DCF results create a statistical problem. The problem is that the DCF cost of equity estimates are measured with error, most likely due to the growth rate estimates. In statistics, this is the well-known errors-in-variables ("EIV") problem. The EIV problem results from incorrectly measured dependent variables (in this case, the DCF equity cost rate estimates) in a regression model. Errors in measuring the dependent variable (the growth rates) are incorporated in the error term in the regression which cause no problems. However, when an independent variable is measured with error, this error appears in both the regressor variable and in the error term of the regression model.[38] The typical way to address this issue is to group the data to mitigate the EIV problem. And that is why, in estimating an equity cost rate, we use a proxy group and employ the means or medians for the entire group. The presumption in using such an approach is that the measurement errors for the

[38] G.S.Maddala and M.Nimalendran, "Errors-in-Variables Problems in Financial Models," *Handbook of Statistics*, Volume 14, 1996, Pages 507-528.

individual companies in the group will average out, and therefore the results of the entire group are a meaningful measure for the cost of equity capital, but not the individual company results.

2. Analysts' EPS Growth Rate Forecasts

Q. Please discuss Ms. Bulkley's exclusive reliance on the projected growth rates of Wall Street analysts and *Value Line.*

A. It seems highly unlikely that investors today would rely exclusively on the EPS growth rate forecasts of Wall Street analysts and ignore other growth rate measures in arriving at their expected growth rates for equity investments. As I previously indicated, the appropriate growth rate in the DCF model is the dividend growth rate, not the earnings growth rate. Hence, consideration must be given to other indicators of growth, including historical prospective dividend growth, internal growth, as well as projected earnings growth. In addition, a recent study by Lacina, Lee, and Xu (2011) has shown that analysts' long-term earnings growth rate forecasts are not more accurate at forecasting future earnings than naïve random walk forecasts of future earnings.[39] As such, the weight given to analysts' projected EPS growth rates should be limited. And finally, and most significantly, it is well-known that the long-term EPS growth rate forecasts of Wall Street securities analysts are overly optimistic and upwardly biased.[40] Hence, using

[39] M. Lacina, B. Lee and Z. Xu, *Advances in Business and Management Forecasting (Vol. 8)*, Kenneth D. Lawrence, Ronald K. Klimberg (ed.), Emerald Group Publishing Limited, pp.77-101

[40] See references in footnote No. 14.

these growth rates as a DCF growth rate produces an overstated equity cost rate. A recent study by Easton and Sommers (2007) found that optimism in analysts' earnings growth rate forecasts leads to an upward bias in estimates of the cost of equity capital of almost 3.0 percentage points.[41] Therefore, exclusive reliance on these forecasts for a DCF growth rate results in failure of one the basic inputs in the equation. In addition, as noted above, a study by Szakmary, Conover, and Lancaster (2008) discovered that the three-to-five-year EPS growth rate forecasts of *Value Line* to be significantly higher than the EPS growth rates that these companies subsequently achieved.[42]

Q. Have changes in regulations impacting Wall Street analysts and their research impacted the upward bias in their projected EPS growth rates?

A. No. A number of the studies I have cited above demonstrate that the upward bias has continued despite changes in regulations and reporting requirements over the past two decades. This observation is highlighted by a 2010 McKinsey study entitled "Equity Analysts: Still Too Bullish," which involved a study of the accuracy of analysts' long-term EPS growth rate forecasts. The authors conclude that after a decade of stricter regulation, analysts' long-term earnings forecasts continue to be excessively optimistic. They made the following observation:[43]

> Alas, a recently completed update of our work only reinforces this view—despite a series of rules and regulations, dating to

[41] Easton, P., & Sommers, G. (2007). Effect of analysts' optimism on estimates of the expected rate of return implied by earnings forecasts. *Journal of Accounting Research*, 45(5), 983–1015.

[42] Szakmary, A., Conover, C., & Lancaster, C. (2008). "An Examination of *Value Line*'s Long-Term Projections," *Journal of Banking & Finance*, May 2008, pp. 820-833.

[43] Marc H. Goedhart, Rishi Raj, and Abhishek Saxena, "Equity Analysts, Still Too Bullish," *McKinsey on Finance*, pp. 14-17, (Spring 2010) (emphasis added).

> the last decade, that were intended to improve the quality of the analysts' long-term earnings forecasts, restore investor confidence in them, and prevent conflicts of interest. For executives, many of whom go to great lengths to satisfy Wall Street's expectations in their financial reporting and long-term strategic moves, this is a cautionary tale worth remembering. This pattern confirms our earlier findings that analysts typically lag behind events in revising their forecasts to reflect new economic conditions. When economic growth accelerates, the size of the forecast error declines; when economic growth slows, it increases. So as economic growth cycles up and down, the actual earnings S&P 500 companies report occasionally coincide with the analysts' forecasts, as they did, for example, in 1988, from 1994 to 1997, and from 2003 to 2006. *Moreover, analysts have been persistently overoptimistic for the past 25 years, with estimates ranging from 10 to 12 percent a year, compared with actual earnings growth of 6 percent. Over this time frame, actual earnings growth surpassed forecasts in only two instances, both during the earnings recovery following a recession. On average, analysts' forecasts have been almost 100 percent too high.*

This is the same observation made in a *Bloomberg Businessweek* article.[44] The author concluded:

> ***The bottom line:*** *Despite reforms intended to improve Wall Street research, stock analysts seem to be promoting an overly rosy view of profit prospects.*

Q. Please also discuss why your DCF results for the Bulkley Proxy Group are so much lower than Ms. Bulkley's.

A. One major reason is that the projected growth rates for her small group have declined since she prepared her testimony in February of this year. I have provided a

[44] Roben Farzad, "For Analysts, Things Are Always Looking Up," *Bloomberg Businessweek* (June 10, 2010), https://www.bloomberg.com/news/articles/2010-06-10/for-analysts-things-are-always-looking-up.

comparison of the projected EPS growth rates for the Bulkley Proxy Group as of 2-28-19 and 12-6-19 on page 3 of Attachment JRW-11. The average has fallen almost 100 basis points, and that is excluding negative growth rates. This goes along with the general theme that Ms. Bulkley's rate of return recommendation is out of date.

3. Projected DCF Model

Q. Please discuss Ms. Bulkley's projected DCF approach.

A. Mr. Bulkley also has developed and employed an entirely new and novel DCF approach - the so-called projected constant-growth DCF model. In this model, she (1) computes a dividend yield using *Value Line*'s projected stock price and dividends for the proxy companies for the three-to-five year period; and (2) adds the current forecasted EPS growth rates of Zacks, Yahoo, and *Value Line*.

Q. What are the errors with Ms. Bulkley's projected DCF approach?

A. First, it is a totally new approach. Second, it involves a mismatch of data. She uses the projected stock price and dividends for three-to-five years in the future, and then she adds the projected EPS growth rate from 2019. Her new approach produces her highest DCF results.

4. Ms. Bulkley's Claim that the DCF Model Understates the Cost of Equity Capital

Q. Please discuss Ms. Bulkley's claim that the DCF model understates the cost of equity capital.

A. On page 56 of her testimony, Ms. Bulkley makes the claim that using current utility stock valuations and low dividend yields will underestimate the market-determined ROE using the DCF model.

Q. What is your response to this claim?

A. Ms. Bulkley's claim is totally without merit for the following reasons: (1) she is saying that utility stocks are overvalued, and their stock prices will decline in the future (and therefore their dividend yield will increase). Hence, Ms. Bulkley presumes that she knows more than investors in the stock market. Actually, if she believes that utility stock prices will decline in the future, she should be forecasting negative returns; (2) her high-end results are the sum of the dividend yield and only the highest projected growth rate for each proxy utility. Therefore, this approach is reliant on one analyst and is not a consensus forecast of growth; (3) the DCF approach directly measures the cost of equity capital because it uses dividends, stock prices, and expected growth rates. The CAPM is an indirect method of measuring the cost of equity capital with the only company-specific input being beta. In addition, it is highly dependent on the market risk premium which, as discussed above, is one of the great mysteries in finance; and (4) as discussed below, Ms. Bulkley's CAPM result is grossly inflated due to its totally unrealistic assumptions on future earnings and economic growth and future stock returns.

B. CAPM Approach

Q. Please discuss Ms. Bulkley's CAPM.

A. On pages 57-65 of her testimony and in Attachments AEB-8-AEB-9, Ms. Bulkley estimates an equity cost rate by applying a CAPM model to her proxy group. The CAPM approach requires an estimate of the risk-free interest rate, beta, and the equity risk premium. Ms. Bulkley uses: (1) current (3.04%), near-term projected (3.28%), and long-term projected (3.90%) 30-year Treasury yields; (2) average *Value Line* and Bloomberg betas of 0.594 and 0.666; and (3) a market risk premium of 10.49%. Based on these figures, she finds CAPM equity cost rates ranging from 9.41% to 10.47%. These results are summarized on page 2 of Attachment JRW-11.

Q. What are the errors in Ms. Bulkley's CAPM analysis?

A. The three issues are: (1) the current (3.04%), near-term projected (3.28%), and long-term projected (3.90%) 30-year Treasury yields; (2) the Bloomberg beta of 0.666 which is computed using ten years of data; and (3) primarily Ms. Bulkley's CAPM analysis are the expected market risk premium of 10.49%.

1. Risk-Free Interest Rate

Q. What is the issue with Ms. Bulkley's risk free interest rates?

A. Ms. Bulkley's current (3.04%), near-term projected (3.28%), and long-term projected (3.90%) 30-year Treasury yields are well above the current 30-year

Treasury yield of 2.35%. As previously discussed, interest rates have declined significantly in 2019 and the Federal Reserve has cut the federal funds rate on three occasions. Institutional investors would not be buying bonds at the current is yield if they expected interest rates to increase so dramatically in the coming years. An increase in yields of more than 150 basis points on 30-year Treasury bonds within the next couple years would result in significant capital losses for investors buying bonds today at current market yields, suggesting that Ms. Bulkley's use of projected 30-year Treasury yields are unreasonable.

2. <u>Bloomberg Beta</u>

Q. What is the issue with Ms. Bulkley's use of a Bloomberg beta computed over ten years?

A. It is my experience that Bloomberg normally computes a beta using two years of weekly data. Ms. Bulkley has chosen to use a Bloomberg beta of 0.666 which is computed over ten years. The betas for utilities have been declining in recent years. I believe that this is because I believe that the investment risk of utilities has declined over the past decade with the proliferation of ratemaking mechanisms including decoupling and adjustment clauses and riders to cover expenses and investments. I believe that using a beta computed over ten years masks the decline in risk of utilities and therefore overstates her CAPM equity cost rates for the Company.

There is another issue with these betas. Major vendors of CAPM betas such as *Value Line* and Bloomberg publish adjusted betas. These betas are adjusted for the tendency for historic betas to regress towards 1.0.[45] The adjustment procedure is as follows:

Adjusted beta = 0.67 * (historic beta) + .33 * (1.0)

For Ms. Bulkley's Bloomberg beta of 0.66, the actual historic beta over ten years is:

0.66 = 0.67 * historic beta + 0.33

Historic beta = (0.66 – 0.33)/0.67 = 0.493

Therefore, the actual historic Bloomberg beta, even computed using ten years of data, is only 0.493. However, a more recent study demonstrated that utility betas, unlike the betas for industrial and retail firms, do not regress toward 1.0 over periods of time ranging up to eight years.[46] In fact, the authors concluded that utility betas converge to 0.59 as opposed to 1.0.[47] The bottom line is that Ms. Bulkley's use of Bloomberg ten-year betas only contributed to her already inflated CAPM results and ROE recommendation.

3. Market Risk Premium

Q. What are the errors in Ms. Bulkley's CAPM analyses?

A. The primary error in Ms. Bulkley's CAPM analysis is the market premium of

[45] These services base this adjustment on a classic finance study: See M. Blume, "On the Assessment of Risk," Journal of Finance, March 1971.

[46] Richard A. Michelfelder and Panayiotis Theodossiou, "Public Utility Beta Adjustment and Biased Costs of Capital in Public Utility Rate Proceedings," *The Electricity Journal*, November 2013.

[47] I should note that I do use adjusted betas in my CAPM, but I use them in conjunction with a market risk premium that is estimated for a long time period, not one which is based on three-to-five EPS growth rate.

10.49%.

Q. Please assess Ms. Bulkley's market risk premium derived from applying the DCF model to the S&P 500 using *Value Line* EPS growth rates.

A. Ms. Bulkley computes a market risk premium of 10.49% by: (1) calculating an expected stock market return by applying the DCF model to the S&P 500; and, then (2) subtracting the 30-year Treasury bond yield. Ms. Bulkley's estimated expected market return is 13.77% (using Bloomberg EPS growth rate estimates). Ms. Bulkley also uses (1) a dividend yield of 2.03% and an expected DCF growth rate of 11.62%. The market risk premium is then computed as the expected stock market return minus the risk-free interest rate (13.77%-3.28% =10.49%).

Q. How did Ms. Bulkley err when analyzing market premium?

A. The error is that Ms. Bulkley computed the expected market return using the DCF model with the growth rate being the projected 5-year EPS growth rate from *Value Line*. Simply stated, the expected EPS growth rates and the associated expected stock market return and resulting market risk premium are totally unrealistic and defy economic logic.

Q. Is Ms. Bulkley's market risk premium of 10.49% reflective of the market risk premiums found in published studies and surveys?

A. No. It is well in excess of the market risk premiums: (1) found in studies of the market risk premiums by leading academic scholars; (2) produced by analyses of historic stock and bond returns; and (3) found in surveys of financial professionals. Page 5 of Attachment JRW-10 provides the results of over thirty market risk premiums studies from the past fifteen years. Historic stock and bond returns suggest a market risk premium in the 4.5% to 7.0% range, depending on whether one uses arithmetic or geometric mean returns. There have been many studies using expected return (also called *ex ante*) models, and their market risk premiums results vary from as low as 2.0% to as high as 7.31%. Finally, the market risk premiums developed from surveys of analysts, companies, financial professionals, and academics suggest lower market risk premiums, in a range from 1.85% to 5.70%. The bottom line is that there is no support in historic return data, surveys, academic studies, or reports for investment firms for a market risk premium as high as those used by Ms. Bulkley.

Q. Please once again address the issues with analysts' as well as Bloomberg's EPS growth rate forecasts.

A. The key point is that Ms. Bulkley's CAPM market risk premium methodology is based entirely on the concept that Bloomberg's projections of companies' EPS growth rates reflect investors' expected *long-term* EPS growth for those companies. However, this seems highly unrealistic given the research on these projections. As noted above, the EPS growth rate forecasts of Bloomberg, such as those used by Ms. Bulkley, have been significantly higher than the EPS growth rates that these companies subsequently achieve.

Q. Is there other evidence that indicates that Ms. Bulkley's market risk premium developed using Bloomberg's EPS growth rates is excessive?

A. Yes. The fact is that a long-term EPS growth rate of 11.62% is inconsistent with both historic and projected economic and earnings growth in the U.S for several reasons: (1) long-term EPS and economic growth is about one-half of Ms.

Bulkley's projected EPS growth rate of 11.62%; (2) as discussed below, long-term EPS and GDP growth are directly linked; and (3) more recent trends in GDP growth, as well as projections of GDP growth, suggest slower economic and earnings growth in the future.

Long-Term Historic EPS and GDP Growth have been in the 6%-7% Range - In Attachment JRW-12, I performed a study of the growth in nominal GDP, S&P 500 stock price appreciation, and S&P 500 EPS and DPS growth since 1960. The results are provided on page 1 of Attachment JRW-10, and a summary is shown in Table 5, below.

Table 5
GDP, S&P 500 Stock Price, EPS, and DPS Growth
1960-Present

Nominal GDP	**6.46**
S&P 500 Stock Price	**6.71**
S&P 500 EPS	**6.89**
S&P 500 DPS	**5.85**
Average	**6.48**

The results show that the historical long-run growth rates for GDP, S&P EPS, and S&P DPS are in the 6% to 7% range. By comparison, Ms. Bulkley's long-run growth rate projection of 11.62% is at best overstated. This estimate suggests that companies in the U.S. would be expected to: (1) increase their growth rate of EPS by 100% in the future, and (2) maintain that growth indefinitely in an economy that is expected to grow at about one-third of her projected growth rates.

There is a Direct Link Between Long-Term EPS and GDP Growth - The results in Attachment JRW-12 and Table 5 show that historically there has been a close link between long-term EPS and GDP growth rates. Brad Cornell of the California Institute of Technology published a study on GDP growth, earnings growth, and equity returns. He finds that long-term EPS growth in the U.S. is directly related to GDP growth, with GDP growth providing an upward limit on EPS growth. In addition, he finds that long-term stock returns are determined by long-term earnings growth. He concludes with the following observations:[48]

> The long-run performance of equity investments is fundamentally linked to growth in earnings. Earnings growth, in turn, depends on growth in real GDP. This article demonstrates that both theoretical research and empirical research in development economics suggest relatively strict limits on future growth. In particular, real GDP growth in excess of 3 percent in the long run is highly unlikely in the developed world. In light of ongoing dilution in earnings per share, this finding implies that investors should anticipate real returns on U.S. common stocks to average no more than about 4–5 percent in real terms.

<u>The Trend and Projections Indicate Slower GDP Growth in the Future</u> - The components of nominal GDP growth are real GDP growth and inflation. As discussed above and shown on pages 2-5 of Attachment JRW-12, real GDP growth has gradually declined from the 5.0% to 6.0% range in the 1960s to the 2.0% to 3.0% range during recent years. In addition, inflation as measured by the annual growth rate in the CPI has declined and has been in the 2.0% range or below over the past five years.

The graphs on pages 2, 3, and 4 of Attachment JRW-12 provide very clear evidence of the decline in nominal GDP as well as its components, real GDP and

[48] Bradford Cornell, "Economic Growth and Equity Investing," *Financial Analysts Journal* (January-February 2010), p. 63.

inflation, in recent decades. To gauge the magnitude of the decline in nominal GDP growth, Table 5 and page 5 of Attachment JRW-12 provide the compounded GDP growth rates for 10-, 20-, 30-, 40- and 50- years. Whereas the 50-year compounded GDP growth rate is 6.36%, there has been a monotonic and significant decline in nominal GDP growth over subsequent 10-year intervals, especially in the most recent 10-year interval. These figures clearly suggest that nominal GDP growth in recent decades has slowed and that a growth rate in the range of 3.50% to 4.5% is more appropriate today for the U.S. economy.

Table 6
Historic GDP Growth Rates

10-Year Average	**3.37%**
20-Year Average	**4.17%**
30-Year Average	**4.65%**
40-Year Average	**5.56%**
50-Year Average	**6.36%**

Q. Are the lower GDP growth rates of recent decades consistent with the forecasts of GDP growth?

A. A lower range is also consistent with long-term GDP forecasts. There are several forecasts of annual GDP growth that are available from economists and government agencies. These are listed in Panel B of on page 5 of Attachment JRW-12. The mean 10-year nominal GDP growth forecast (as of March 2019) by economists in the recent *Survey of Financial Forecasters* is 4.25%.[49] The Energy Information Administration ("EIA"), in its projections used in preparing *Annual*

[49] https://www.philadelphiafed.org/research-and-data/real-time-center/survey-of-professional-forecasters/

Energy Outlook, forecasts long-term GDP growth of 4.20% for the period 2018-2050.[50] The Congressional Budget Office ("CBO"), in its forecasts for the period 2019 to 2049, projects a nominal GDP growth rate of 4.40%.[51] Finally, the Social Security Administration ("SSA"), in its Annual OASDI Report, provides a projection of nominal GDP from 2018-2095.[52] SSA's projected GDP growth rate over this period is 4.35%. Overall, these forecasts suggest a long-term GDP growth rate in the 4.0% - 4.4% range.

Q. What fundamental factors have led to the decline in prospective GDP growth?

A. As addressed in a study by the consulting firm McKinsey & Co., two factors drive real GDP growth over time: (a) the number of workers in the economy (employment); and (2) the productivity of those workers (usually defined as output per hour).[53] According to McKinsey, real GDP growth over the past 50 years was driven by population and productivity growth which grew at compound annual rates of 1.7% and 1.8%, respectively.

However, global economic growth is projected to slow significantly in the years to come. The primary factor leading to the decline is slow growth in

[50] U.S. Energy Information Administration, *Annual Energy Outlook 2019*, Table: Macroeconomic Indicators, https://www.eia.gov/outlooks/aeo/pdf/appa.pdf.

[51] Congressional Budget Office, The *2019 Long-Term Budget Outlook*, June 15, 2019 https://www.eia.gov/outlooks/aeo/pdf/appa.pdf.

[52] Social Security Administration, *2019 Annual Report of the Board of Trustees of the Old-Age, Survivors, and Disability Insurance (OASDI) Program*, Table VI.G4, p. 211 (June 15, 2019), https://www.ssa.gov/oact/TR/2019/VI_G2_OASDHI_GDP.html#200732. The 4.35% represents the compounded growth rate in projected GDP from $21,485 trillion in 2019 to $546,311 trillion in 2095.

[53] McKinsey & Co., "Can Long-Term Growth be Saved?", McKinsey Global Institute, (Jan. 2015).

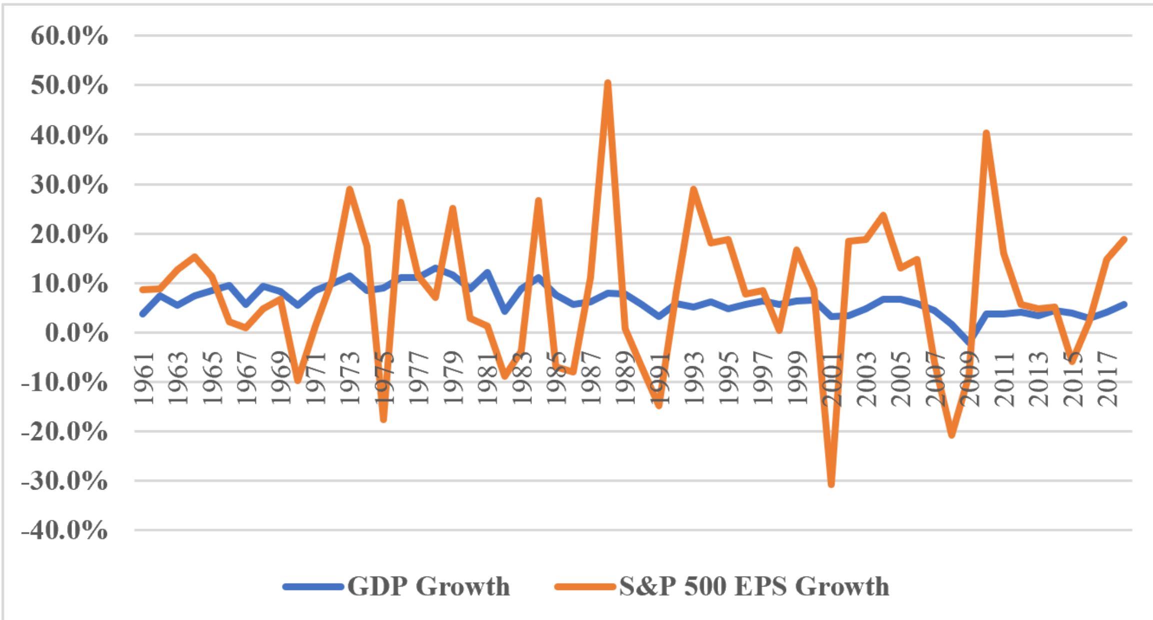
employment (working-age population), which results from slower population growth and longer life expectancy. McKinsey estimates that employment growth will slow to 0.3% over the next fifty years. They conclude that even if productivity remains at the rapid rate of the past fifty years of 1.8%, real GDP growth will fall by 40 percent to 2.1%.

Q. Please provide more insights into the relationship between S&P 500 EPS and GDP growth.

A. Figure 8 shows the average annual growth rates for GDP and the S&P 500 EPS since 1960. The one very apparent difference between the two is that the S&P 500 EPS growth rates are much more volatile than the GDP growth rates, when compared using the relatively short, and somewhat arbitrary, annual conventions used in these data.[54] Volatility aside, however, it is clear that over the medium to long run, S&P 500 EPS growth does not outpace GDP growth.

[54] Timing conventions such as years and quarters are needed for measurement and benchmarking but are somewhat arbitrary. In reality, economic growth and profit accrual occur on continuous bases. A 2014 study evaluated the timing relationship between corporate profits and nominal GDP growth. The authors found that aggregate accounting earnings growth is a leading indicator of the GDP growth with a quarter-ahead forecast horizon. *See* Yaniv Konchitchki and Panos N. Patatoukas, "Accounting Earnings and Gross Domestic Product," *Journal of Accounting and Economics* 57 (2014), pp. 76–88.

Figure 8
Average Annual Growth Rates
GDP and S&P 500 EPS
1960-2018



Data Sources: GDPA - http://research.stlouisfed.org/fred2/series/GDPA/downloaddata.
S&P EPS - http://pages.stern.nyu.edu/~adamodar/

A fuller understanding of the relationship between GDP and S&P 500 EPS growth requires consideration of several other factors.

<u>Corporate Profits are Constrained by GDP</u> – Milton Friedman, the noted economist, warned investors and others not to expect corporate profit growth to sustainably exceed GDP growth, stating, "Beware of predictions that earnings can grow faster than the economy for long periods. When earnings are exceptionally high, they don't just keep booming."[55] Friedman also noted in the *Fortune* interview that profits must move back down to their traditional share of GDP. In

[55] Shaun Tully, "Corporate Profits Are Soaring. Here's Why It Can't Last," Fortune, (Dec. 7, 2017), http://fortune.com/2017/12/07/corporate-earnings-profit-boom-end/.

Table 7, below, I show that currently the aggregate net income levels for the S&P 500 companies, using 2018 figures, represent 6.73% of nominal GDP.

Table 7
S&P 500 Aggregate Net Income as a Percent of GDP

Aggregate Net Income for S&P 500 Companies ($B)	**$1,406,400.00**
2018 Nominal U.S. GDP ($B)	**$20,891,000.00**
Net Income/GDP (%)	**6.73%**

Data Sources: 2018 Net Income for S&P 500 companies – *Value Line* (March 12, 2019). 2018 Nominal GDP – Moody's - https://www.economy.com/united-states/nominal-gross-domestic-product.

Short-Term Factors Impact S&P 500 EPS – The growth rates in the S&P 500 EPS and GDP can diverge on a year-to-year basis due to short-term factors that impact S&P 500 EPS in a much greater way than GDP. As shown above, S&P EPS growth rates are much more volatile than GDP growth rates. The EPS growth for the S&P 500 companies has been influenced by low labor costs and interest rates, commodity prices, the recovery of different sectors such as the energy and financial sectors, the cut in corporate tax rates, etc. These short-term factors can make it appear that there is a disconnect between the economy and corporate profits.

The Differences Between the S&P 500 EPS and GDP – In the last three years, as the EPS for the S&P 500 has grown at a faster rate than U.S. nominal GDP, some have pointed to the differences between the S&P 500 and GDP.[56] These differences include: (a) corporate profits are about 2/3 manufacturing driven, while

[56] *See* the following studies: Burt White and Jeff Buchbinder, "The S&P and GDP are not the Same Thing," LPL Financial, (Nov. 4, 2014), https://www.businessinsider.com/sp-is-not-gdp-2014-11; Matt Comer, "How Do We Have 18.4% Earnings Growth In A 2.58% GDP Economy?," Seeking Alpha, (Apr. 2018), https://seekingalpha.com/article/4164052-18_4-percent-earnings-growth-2_58-percent-gdp-economy; Shaun Tully, "How on Earth Can Profits Grow at 10% in a 2% Economy?," Fortune, (July 27, 2017), http://fortune.com/2017/07/27/profits-economic-growth/.

GDP is 2/3 services driven; (b) consumer discretionary spending accounts for a smaller share of S&P 500 profits (15%) than of GDP (23%); (c) corporate profits are more international-trade driven, while exports minus imports tend to drag on GDP; and (d) S&P 500 EPS is impacted not just by corporate profits but also by share buybacks on the positive side (fewer shares boost EPS) and by share dilution on the negative side (new shares dilute EPS). While these differences may seem significant, it must be remembered that the Income Approach to measure GDP includes corporate profits (in addition to employee compensation and taxes on production and imports) and therefore effectively accounts for the first three factors.[57]

The bottom line is that despite the intertemporal short-term differences between S&P 500 EPS and nominal GDP growth, the long-term link between corporate profits and GDP is inevitable.

Q. Please provide addition evidence showing that Ms. Bulkley's S&P 500 EPS growth rate of 11.62% is not realistic.

A. Beyond my previous discussion, I have also performed the following analysis of S&P 500 EPS and GDP growth in Table 8 below. Specifically, I started with the 2018 aggregate net income for the S&P 500 companies and 2018 nominal GDP for the U.S. As shown in Table 7, the aggregate profit for the S&P 500 companies represented 6.73% of nominal GDP in 2018. In Table 8, I then project the

[57] The Income Approach to measuring GDP includes wages, salaries, and supplementary labor income, corporate profits, interest and miscellaneous investment income, farmers' incomes, and income from non-farm unincorporated businesses

aggregate net income level for the S&P 500 companies and GDP as of the year 2050. For the growth rate for the S&P 500 companies, I used Ms. Bulkley's *Value Line* projected EPS growth rate of 11.62%. As a growth rate for nominal GDP, I used the average of the long-term projected GDP growth rates from CBO, SSA, and EIA (4.0%, 4.4%, and 4.3%), which is 4.23%. The projected 2050 level for the aggregate net income level for the S&P 500 companies is $47.4 trillion. However, over the same period GDP only grows to $78.7 trillion. As such, if the aggregate net income for the S&P 500 grows in accordance with the growth rates used by Ms. Bulkley, and if nominal GDP grows at rates projected by major government agencies, the net income of the S&P 500 companies will represent growth from 6.73% of GDP in 2018 to 58.69% of GDP in 2050. Obviously, it is implausible for the net income of the S&P 500 to become such a large part of GDP!

Table 8
Projected S&P 500 Earnings and Nominal GDP
2018-2050
S&P 500 Aggregate Net Income as a Percent of GDP

	2018 Value	Growth Rate	No. of Years	2050 Value
Aggregate Net Income for S&P 500	**1,406,400.0**	**11.62%**	**32**	**47,408,197.1**
2018 Nominal U.S. GDP	**20,891,000.0**	**4.32%**	**32**	**80,775,130.2**
Net Income/GDP (%)	**6.73%**			**58.69%**

Data Sources: 2018 Aggregate Net Income for S&P 500 companies – *Value Line* (March 12, 2019).
2018 Nominal GDP – Moody's - https://www.economy.com/united-states/nominal-gross-domestic-product.
S&P 500 EPS Growth Rate – Ms. Bulkley's *Value Line* projected EPS growth rate - 11.62%;
Nominal GDP Growth Rate – The average of the long-term projected GDP growth rates from CBO, SSA, and EIA (4.0%, 4.4%, and 4.3%).

Q. Please provide a summary assessment of GDP and S&P 500 EPS growth rates.

A. As noted above, the long-term link between corporate profits and GDP is inevitable. The short-term differences in growth between the two has been highlighted by some notable market observers, including Warren Buffet, who indicated that corporate profits as a share of GDP tend to go far higher after periods where they are depressed, and then drop sharply after they have been hovering at historically high levels. In a famous 1999 *Fortune* article, Mr. Buffet made the following observation:[58]

> You know, someone once told me that New York has more lawyers than people. I think that's the same fellow who thinks profits will become larger than GDP. When you begin to expect the growth of a component factor to forever outpace that of the aggregate, you get into certain mathematical problems. In my opinion, you have to be wildly optimistic to believe that corporate profits as a percent of GDP can, for any sustained period, hold much above 6%. One thing keeping the percentage down will be competition, which is alive and well. In addition, there's a public-policy point: If corporate investors, in aggregate, are going to eat an ever-growing portion of the American economic pie, some other group will have to settle for a smaller portion. That would justifiably raise political problems – and in my view a major reslicing of the pie just isn't going to happen.

In sum, Ms. Bulkley's long-term S&P 500 EPS growth rate of 11.62% is grossly overstated and has no basis in economic reality. In the end, the big question remains as to whether corporate profits can grow faster than GDP. Jeremy Siegel, the renowned finance professor at the Wharton School of the University of Pennsylvania, believes that going forward, earnings per share can

[58] Carol Loomis, "Mr. Buffet on the Stock Market," *Fortune*, (Nov. 22, 1999), https://money.cnn.com/magazines/fortune/fortune_archive/1999/11/22/269071/.

grow about half a point faster than nominal GDP, or about 5.0%, due to the big gains in the technology sector. But he also believes that sustained EPS growth matching analysts' near-term projections is absurd: "The idea of 8% or 10% or 12% growth is ridiculous. It will not happen."[59]

Q. Finally, please provide an overall evaluation of Ms. Bulkley's expected stock market return that is used to develop her market risk premium.

A. The are several additional issues with the CAPM results. Simply put, the 13.77% expected stock market return is outrageous. The compounded annual return in the U.S. stock market is about 10% (9.49% according to Damodaran between 1928-2018).[60] Ms. Bulkley's Bloomberg CAPM results assume that return on the U.S. stock market will be more than 30% higher in the future than it has been in the past! The extremely high expected stock market return, and the resulting market risk premium and equity cost rate results, is directly related to the 11.62% expected EPS growth rate. The problem is simple -a projected growth rate of 11.62% does not reflect economic reality. As noted above, it assumes that S&P 500 companies can grow their earnings in the future at a rate that is triple the expected GDP growth rate.

C. Bond Yield Risk Premium Approach ("BYRP")

Q. Please review Ms. Bulkley's BYRP approach.

[59] Shaun Tully, "Corporate Profits Are Soaring. Here's Why It Can't Last," *Fortune*, (Dec. 7, 2017), http://fortune.com/2017/12/07/corporate-earnings-profit-boom-end/.

[60] http://pages.stern.nyu.edu/~adamodar/

A. On pages 65-69 of her testimony and in Attachment AEB-10, Ms. Bulkley estimates an equity cost rate using a risk premium model. She uses the quarterly authorized ROEs for all electric utility companies from Q1 1992 until Q1 2019. Ms. Bulkley develops an equity cost rate by: (1) regressing the authorized returns on equity for electric utility companies on the thirty-year Treasury Yield; and then (2) adding the risk premium established in (1) to each of her three different thirty-year Treasury yields: (a) a current yield of 3.04%, (b) a near-term projected yield of 3.28%, and (c) a long-term projected yield of 3.90%. Ms. Bulkley's RP results are provided in page 2 of Attachment JRW-11. She reports RP equity cost rates ranging from 9.82% to 10.21%.

Q. What are the errors in Ms. Bulkley's BYRP analysis?

A. The two issues are: (1) the current (3.04%), near-term projected (3.28%), and long-term projected (3.90%) 30-year Treasury yields; (2) the risk premium.

1. <u>Risk-Free Interest Rate</u>

Q. What is the issue with Ms. Bulkley's risk free interest rates?

A. Ms. Bulkley's current (3.04%), near-term projected (3.28%), and long-term projected (3.90%) 30-year Treasury yields are well above the current 30-year Treasury yield of 2.25%. As previously discussed, interest rates have declined significantly in 2019 and the Federal Reserve has cut the federal funds rate on three occasions. Institutional investors would not be buying bonds at the current is yield if they expected interest rates to increase so dramatically in the coming years.

2. <u>Risk Premium</u>

Q. What are the issues with Ms. Bulkley's risk premium in the BYRP analysis?

A. There are several problems with this approach for calculating risk premium.

First, the methodology produces an inflated measure of the risk premium because it uses historic authorized ROEs and Treasury yields, and the resulting risk premium is applied to projected Treasury Yields. Since Treasury yields are always forecasted to increase, the resulting risk premium would be smaller if done correctly, which would be to use projected Treasury yields in the analysis rather than historic Treasury yields.

. Second, Ms. Bulkley's RP approach is a gauge of *commission* behavior and not *investor* behavior. Capital costs are determined in the marketplace through the financial decisions of investors and are reflected in such fundamental factors as dividend yields, expected growth rates, interest rates, and investors' assessment of the risk and expected return of different investments. Regulatory commissions evaluate capital market data in setting authorized ROEs, but also consider other utility- and rate case-specific information in setting ROEs. As such, Ms. Bulkley's approach and results reflect other factors such as capital structure, credit ratings and other risk measures, service territory, capital expenditures, energy supply issues, rate design, investment and expense trackers, and other factors used by utility commissions in determining an appropriate ROE in addition to capital costs. This may especially be true when the authorized ROE data includes the results of rate cases that are settled and not fully litigated.

Third, since the stocks of electric utilities have been selling above book value for the last decade, it is obvious that the authorized ROEs of state utility commissions are above the returns that investors require.

Finally, as previously noted, the authorized ROEs for electric distribution companies have been 30 to 40 basis points below those of integrated electric utilities. In her BYRP approach, Ms. Bulkley used both types of utilities.

Q. How does Ms. Bulkley's RP results compare to the current authorized ROEs for electric utilities.

A. Ms. Bulkley's results range from 9.82% to 10.21%. The average ROE for electric utilities in 2019 has been in the 9.60% range and the average authorized ROE for electric distribution companies over the 2018-19 time period is 9.40%.

D. Flotation Costs

Q. Please discuss Ms. Bulkley's consideration of flotation costs.

A. Ms. Bulkley claims that she has considered flotation costs in arriving at her 10.40% ROE recommendation. However, this is unnecessary. Ms. Bulkley has justified the flotation cost consideration by pointing to equity issuance in 2005 and 2009. Therefore, she is claiming that the Company deserves additional revenues in the form of a high ROE to account for flotation costs that have not been identified or paid in many years.

Beyond this issue, it is commonly argued that a flotation cost adjustment (such as that used by the Company) is necessary to prevent the stock price dilution of the existing shareholders. However, this is incorrect for several reasons:

(1) If an equity flotation cost adjustment is similar to a debt flotation cost adjustment, the fact that the market-to-book ratios for electric utility companies are over 1.5X actually suggests that there should be a flotation cost *reduction* (and not an increase) to the equity cost rate. This is because when (a) a bond is issued at a price in excess of face or book value, and (b) the difference between its market price and the book value is greater than the flotation or issuance costs, the cost of that debt is lower than the coupon rate of the debt. The amount by which market values of electric utility companies are in excess of book values is much greater than flotation costs. Hence, if common stock flotation costs were exactly like bond flotation costs, and one was making an explicit flotation cost adjustment to the cost of common equity, the adjustment would be downward;

(2) If a flotation cost adjustment is needed to prevent dilution of existing stockholders' investment, then the reduction of the book value of stockholder investment associated with flotation costs can occur only when a company's stock is selling at a market price at or below its book value. As noted above, electric utility companies are selling at market prices well in excess of book value. Hence, when new shares are sold, existing shareholders realize an increase in the book value per share of their investment, not a decrease;

(3) Flotation costs consist primarily of the underwriting spread (or fee) rather than out-of-pocket expenses. On a per-share basis, the underwriting spread

is the difference between the price the investment banker receives from investors and the price the investment banker pays to the company. These are not expenses that should be recovered through the regulatory process. Furthermore, the underwriting spread is known to the investors who are buying the new issue of stock, and who are well aware of the difference between the price they are paying to buy the stock and the price that the company is receiving. The offering price which they pay is what matters when investors decide to buy a stock based on its expected return and risk prospects. Therefore, the Company is not entitled to an adjustment to the allowed return to account for those costs; and

(4) Flotation costs, in the form of the underwriting spread, are a form of a transaction cost in the market. They represent the difference between the price paid by investors and the amount received by the issuing company. Whereas Eversource believes that it should be compensated for these transaction costs, it has not accounted for *other* market transaction costs in determining its cost of equity. Most notably, brokerage fees that investors pay when they buy shares in the open market are another market transaction cost. Brokerage fees increase the effective stock price paid by investors to buy shares. If the Company had included these brokerage fees or transaction costs in its DCF analysis, the higher effective stock prices paid for stocks would lead to lower dividend yields and equity cost rates. This would result in a downward adjustment to their DCF equity cost rate.

Finally, I would point out that the New Hampshire PUC has found that, lacking any evidence of actual or planned issuances, such costs should not be compensated. *See* Re: Pennichuck Water Works, Inc. 70 NH PUC 850, 863 (1985, 70 NH PUC 862).

Q. Does this conclude your testimony?

A. Yes, it does.