

Republic of the Philippines
ENERGY REGULATORY COMMISSION
San Miguel Avenue, Pasig City



**IN THE MATTER OF THE
APPLICATION FOR
APPROVAL OF BUSINESS
SEPARATION AND
UNBUNDLING PLAN
(BSUP) PURSUANT TO
SECTION 36 OF REPUBLIC
ACT 9136 AND RULE 10 OF
ITS IMPLEMENTING
RULES AND
REGULATIONS,**

ERC CASE NO. 2016-028 MC

**SULU ELECTRIC
COOPERATIVE, INC.
(SULECO),
Applicant.**

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D O C K E T E D
Date: JUL 12 2017
By: [Signature]

O R D E R

On 7 October 2016, Sulu Electric Cooperative, Inc. (SULECO) filed an *Application* dated 7 September 2016 (*Application*) seeking the Commission's approval of its Business Separation and Unbundling Plan (BSUP) pursuant to Section 36 of Republic Act 9136 and Rule 10 of its Implementing Rules and Regulations (IRR).

SULECO alleged the following in its *Application*:

1. SULECO is a non-stock, non-profit electric cooperative duly organized and existing under and by virtue of the laws of the Republic of the Philippines, with principal office at Bus-Bus Street, Jolo, Sulu;
2. SULECO holds an exclusive franchise from the National Electrification Commission to operate an electric light and power distribution service in the municipalities of Jolo, Indanan, Luuk, Maimbung, Parang, Patikul, and Talipao, all in the province of Sulu;

3. Section 36 of Republic Act No. 9136 otherwise known as the Electric Power Industry Reform Act of 2001 or "EPIRA", provides in part that "*Any electric power industry participant shall functionally and structurally unbundle its business activities and rates in accordance with the sectors as identified in Section 5 hereof. The ERC shall ensure full compliance with this provision.*";
4. Pursuant to the said mandate of the EPIRA as well as Rule 10 of its Implementing Rules and Regulations (IRR), the Commission promulgated Resolution No. 49, Series of 2006 otherwise known as "*Business Separation Guidelines, as Amended*" as well as Resolution No. 07, Series of 2012, Adopting the Accounting and Cost Allocation Manual (ACAM) for Electric Cooperatives;
5. Pursuant to and in compliance with the requirements of the foregoing law, rules and resolutions, SULECO is submitting and attached to the Application for the Commission's evaluation and approval, its proposed Business Separation and Unbundling Plan (BSUP) for the business separation and structural and functional unbundling of its business activities, with the end in view of separating its distribution activities into appropriate business segments and to have a clear separation of operations and accounts between its regulated and non-regulated activities;
6. SULECO's proposed BSUP is divided into six (6) sections, described in detail hereunder, as follows:

SECTION I. DETAILS OF CURRENT STRUCTURE

A. CORPORATE PROFILE

The Sulu Electric Cooperative, Inc. (SULECO) is a non-stock, non-profit electric cooperative created pursuant to Republic Act No. 6038 as amended by Presidential Decree 269. It was registered with the National Electrification Administration (NEA) on February 24, 1973.

The National Electrification Commission granted SULECO an exclusive franchise to operate and distribute light and power services in the seven (7) municipalities of the province of Sulu, namely: Jolo, Indanan, Luuk, Maimbung, Parang, Patikul, and Talipao.

Status of Electrification as of December 31, 2015:

Number of consumers served by SULECO: Residential - 17,110; Low Voltage: Commercial - 1,019; Public building- 382; Street Lights- 8; and BAPA - 1. Total number of consumers served is 18,520.

Financial and Statistical Report as of December 31, 2015:

Total Residential kWh sales for 2015 amounted to 32,685,129.64, broken down as follows: Residential - 23,989,424.38; Low Voltage Commercial - 4,487,676.92; Public Buildings - 4,149,018.34; Street lights - 46,246.00; BAPA - 12,764.00

B. CORPORATE STRUCTURE

SULECO's present organizational structure has been existent since 2007, divided into four (4) main departments, briefly described as follows:

1. Office of the General Manager (OGM)

Composed of the General Manager's Office, Internal Audit Office and OGM Office Assistant.

2. Institutional Services Department (ISD)

Divided into three (3) Divisions, namely: Member Services Division, General Services Division and Area Collection and Disconnection Division.

3. Finance Services Department (FSD)

Divided into three (3) Divisions, namely: Finance and Accounting Division, Cashiering and Teller Division and Meter Reading and Billing Division.

4. Technical Services Department (TSD)

Composed of the Power Metering and Line Operation Maintenance Engineering Division.

C. DESCRIPTION OF FUNCTIONS

1. General Membership

Their general functions are to vote, to participate in the General and Special Meetings of members, to purchase from the cooperative electric energy; to comply with and be bound by the Articles of Incorporation and By-Laws of the cooperative, any rules and regulations adopted by the Board, and requirements of the National Electrification Administration, and to pay the membership fee.

2. Board of Directors (BOD)

The Board is responsible for the formulation of policies needed for the efficient and effective operation of the cooperative. Furthermore, the Board is responsible for public relations and for affairs with government agencies.

3. Office of the General Manager (OGM)

The OGM ensures the implementation of NEA guidelines, ERC rules and regulations, and other applicable governing laws, rules and regulations. It is responsible for enforcing policies, plans and programs set forth by the Board of Directors in relation to the conduct of business of the cooperative. It advises the Board regarding plans and projects needed for the development of the cooperative. It recommends appropriate actions to the Board on staffing pattern, working conditions and budget on operation. It manages the affairs of the cooperative by providing safe, efficient and reliable power source.

4. Institutional Services Department (ISD)

The ISD is responsible in educating the member-consumers on safe and wise utilization of electricity. It promotes goodwill among its member-consumers. It is responsible in maintaining order in the cooperative's premises, proper utilization of the cooperative's vehicles, equipment and supplies, systematic procedures on warehousing and maintenance of the cooperative's properties. It ensures the development and hiring of qualified and highly competent employees in accordance with NEA guidelines and standards.

5. Finance Services Department (FSD)

The FSD is responsible in keeping and maintaining accurate books of accounts, sees to it that the cooperative is operating in accordance with the annual budget duly approved by NEA. It provides regular information to the BOD, Management and the NEA of the financial conditions of the cooperative, proper handling of funds and strict implementation of consumers billing, meter reading, collection, and disconnection policies of the cooperative.

6. Technical Services Department (TSD)

The TSD is responsible in preparing and maintaining plans, designs and specifications of electric system in accordance with NEA standards. It administers proposed line construction or extension, executes and directs construction of electric system in accordance with NEA standards and monitors system load to assure system adequacy. It ensures safe and efficient substation for continuity of electric services, proper maintenance of kWh meters and Demand Meters and sees to it that system loss is within allowable limit set by ERC in accordance with the EPIRA.

D. DESCRIPTION OF CURRENT PROCESS

1. Meter Reading and Billing Process

There are eight (8) personnel under the MRBC Division, six (6) regular and two (2) casual meter readers. They are using the Cipherlab 8360 unit/gadget. The reading cycle starts every 13th day of the month and ends on 25th Read and Bill. After reading cycle, the Billing Division prints the monthly meter reading summary, monitors misread consumers, produce consumer's ledger, adjusts and corrects bills applicable for the current month only. Beyond the current month, the Debit-Credit module is used.

2. Collection

The ISD has assigned and authorized field collectors. After every reading period, the ISD personnel conduct mobile info-drive and house to house collection campaign.

The Cashiering Section is responsible for all cash and bank transactions and ensures that all supporting documents are in order. The cashier receives the daily collections report and cash remittance from the tellers. It prepares the Daily Cash Position Report submitted to the Internal Auditor and Accounting Division who in turn checks and verifies that reports are accurate according to accounting policies and proper procedures. Cash and check deposits will be made on the following banking day.

3. Disconnection

Prior to disconnection, the ISD conducts mobile info-drive within area coverage and sends out demand letter to consumers having two (2) months and above accounts.

4. Reconnection Process

Disconnected consumers are charged a Reconnection Fee of PhP200.00 for residential and public building, and PhP500.00 for commercial consumers. The Records Custodian prepares the Job Order to be accomplished by the technical personnel. Reconnection of power lines is attended by the cooperative within the day.

5. Handling of Complaints Process

The Consumer Welfare Desk Officer put on record each consumer's complaint, issues an order regarding the complaint and sends the same to the appropriate department. The Billing Section Head, Accounting Section Head, Metering Section Head, as the case may be, upon taking action on the complaint order must put on the cooperative's record its accomplishment report.

6. New Service Connection

The applicant for new service connection will undergo a Pre-Membership Education Seminar which is conducted every Thursday by personnel from the ISD and some invited personnel from the TSD. The Pre-Membership Seminar enables the applicants to be aware of the existing policies, obligations and operation of the cooperative. The membership fee is Five Pesos (PhP5.00) and the filing fee is of Forty Five Pesos (PhP45.00).

7. Procurement Process

In the procurement of Capital Expenditures and Non-Capital Expenditures, the requesting officer should make a request/RIV stating all the needed materials/supplies and gives it to the Internal Auditor for pre-audit and for the approval of the General Manager.

SECTION II. DETAILS OF BUSINESS SEGMENTS

The Cooperative has adopted the four (4) business segments described below, in accordance with the approved BSG, as amended:

A. DISTRIBUTION SERVICES BUSINESS SEGMENT

This segment has the following distribution services:

1. Conveyance of electricity through a Distribution System and the control and monitoring of electricity as it is conveyed through the Distribution System (including any services that support such conveyance, control or monitoring or the safe operation of the Distribution System).
2. Provision of Ancillary Services (if any) that are provided using assets which form part of a Distribution System (an example of such Ancillary Services is services provided by a series reactor or a static vary compensator);
3. Planning, maintenance, augmentation and operation of the Distribution System.
4. Provision, installation, commissioning, testing, repair, maintenance and reading of WESM- related meters that are not used to measure the delivery of electricity to end-users or other customers; and
5. Billing, collection and provision of customer services that are directly related to the delivery of electricity to end-users or to those that relate to the connection of such persons to a Distribution System (whether such services are provided to those end-users or to Suppliers or to any other person).

The assets included in this Business Segment are all the facilities and assets used to provide the distribution services of this particular business segment.

The liabilities included in this Business Segment are all the liabilities incurred directly or a relevant share of the shared liabilities which are incurred to provide the services or undertake the operational activities of this particular business segment.

Revenues include all revenues derived from the provision of the distribution services, including revenues derived from the sale of related facilities, plants or assets.

Costs include all costs associated with management, maintenance and operation of distribution system facilities and other assets in order to provide the distribution services of this particular business segment.

B. DISTRIBUTION CONNECTION SERVICES
BUSINESS SEGMENT

This segment has the following distribution connection services:

1. The provision of capability at each Connection Point to a Distribution System to deliver electricity or to take electricity from the Connection Point and the conveyance of electricity:
 - 1.1.1 From the facilities of persons which are directly connected to the Distribution System;
 - 1.1.2 From the Connection Point to the facilities of persons which are directly connected to the Distribution System;
 - 1.1.3 Planning, installation, maintenance, augmentation, testing and operation of Distribution Connection Assets; and
 - 1.1.4 Provision of other services that support any of the above services.

The assets included in the Business Segment are all the facilities and assets used to provide the distribution connection services of this particular business segment.

The liabilities included in this business segment are all the liabilities incurred directly or a relevant share of the shared liabilities incurred to provide the services or undertake the activities of this particular business segment.

Revenues include all revenues associated with providing the distribution connection services, including the

corresponding depreciation of the Distribution Connection Assets.

C. REGULATED RETAIL SERVICES BUSINESS SEGMENT

This segment comprises the provision of regulated retail services, namely; services pertaining to the sale of electricity to end-users who are included in the Captive Market, and includes:

1. Billing, collection and the provision of customer services to such end-users in their capacity as electricity consumers;
2. Energy trading (including the purchase of electricity and hedging activities) undertaken in connection with the sale of electricity to end-users who are included in the Captive Market; and
3. Sale of electricity to end-users who are included on the Captive Market;

Regulated retail services also comprise the provision, installation, commissioning, testing, repair, maintenance and reading of meters that are used to measure the delivery of electricity to end-users who are included on the Captive Market.

The assets included in this Business Segment are all the assets used directly, or a relevant share of the shared assets used to provide the regulated retail services.

The liabilities included in this Business Segment are all the liabilities directly incurred or a relevant share of the shared liabilities incurred to provide the services or undertake the operational activities of this particular business segment. Revenues include all revenues associated with providing the regulated retail services.

Costs include all costs associated with the provision of the regulated retail services, including the relevant share of the operating and maintenance costs and the depreciation costs of the assets used to provide the services or undertake the operational activities of this particular business segment.

D. RELATED BUSINESS BUSINESS SEGMENT

This segment comprises the provision of all other services, and the carrying out of all other activities that utilize distribution assets, facilities, or staff including:

1. Electricity related services such as the construction and maintenance of customer installations; and

2. Non-electricity related services such as telecommunications services.

The assets included in this business segment are all the assets used directly or a relevant share of the shared assets used to provide the services or undertake the activities of this particular business segment.

The liabilities included in this business segment are all the liabilities incurred directly or a relevant share of the shared liabilities incurred to provide the services or undertake the operational activities of this particular business segment.

Revenues include all revenues generated from the provision of the services or the undertaking of the activities for this particular business segment.

Costs include all the relevant share of operating and maintenance costs and depreciation costs apportioned in accordance with the principles set out in the approved accounting Cost Allocation Manual for electric cooperatives.

SECTION III. ACCOUNTING SEPARATION

SULECO shall adopt the ERC-approved Accounting and Cost Allocation Manual (ACAM) in its operations. It shall likewise adopt certain policies and principles to be able to achieve an effective accounting separation, as follows:

- a. Principles to Achieve Accounting Separation
- b. Allocation Principles
- c. Chart of Accounts
- d. Basic Accounting Principles

SECTION IV. DESCRIPTION OF SEPARATION

SULECO, as of the filing of this application, remains a single entity and will be unbundled through separation of its employees and assets, as may be appropriate. The separation will be through evaluation of workloads, job descriptions, qualifications and usage in the case of fixed assets. It will allocate its departments to the business segments. However, for departments with un-attributable costs, allocation factors will be utilized as prescribed in the ACAM.

SULECO's BSUP presents a diagrammatic presentation of the following:

- a. General Structure Per Business Segment
- b. Detailed Structure Per Business Segment
- c. Detailed Structure Per Department

SECTION V. MILESTONES AND HIGHLIGHTS

Details on SULECO's milestones and highlights are documented in the BSUP.

SECTION VI. PROGRAM FOR CODE OF CONDUCT

SULECO shall comply with ERC Resolution No. 31, Series of 2006, the Code of Conduct for Competitive Retail Market participants.

Copy of the proposed BSUP is being submitted together with the Application and made integral part hereto as **Annex "A"**.

[4.] Further, SULECO prepared Accounting Separation Statements in accordance with the Accounting and Cost Allocation Manual (ACAM) for Electric Cooperatives, based on its Audited Financial Statements (AFS) for the Year 2015. Copies of the Accounting Separation Statements and AFS are attached to the Application and made integral parts hereto as **Annexes "B" and "C"**, respectively;

[5] Lastly, SULECO is likewise submitting together with the Application for the Honorable Commission's consideration and approval, a set of Confidentiality Policies and Guidance to be observed by concerned personnel of SULECO, together with a Board Resolution adopting certain sets of obligations imposed upon Distribution Utilities (DUs), among others, as provided under Article V of the Business Separation Guidelines (BSG), attached and made integral parts thereto as **Annexes "D" and "E,"** respectively; and

9. SULECO prays of this Commission that after due notice and hearing, SULECO's proposed Business Separation and Unbundling Plan (BSUP) be approved accordingly.

Other reliefs, just and equitable under the premises, are likewise prayed for.

Finding the said *Application* sufficient in substance with the required fees having been paid, the same is hereby set for determination of compliance with the jurisdictional requirements, expository presentation, Pre-trial Conference, and presentation of evidence on **5 September 2017 (Tuesday) at ten o'clock in the morning (10:00 A.M.), at the ERC Hearing Room, 15th Floor, Pacific Center Building, San Miguel Avenue, Pasig City.**

Accordingly, SULECO is hereby directed to:

- 1) Cause the publication of the attached Notice of Public Hearing, at its own expense, once (1x) in a newspaper of nationwide circulation in the Philippines, with the date of the publication to be made not later than ten (10) days before the date of the scheduled initial hearing;
- 2) Furnish with copies of this Order and the attached Notice of Public Hearing the Offices of the Provincial Governors, the City and Municipal Mayors, and the Local Government Unit (LGU) legislative bodies within the affected franchise area for the appropriate posting thereof on their respective bulletin boards;
- 3) Inform of the filing of the *Application*, the reasons therefor, and of the scheduled hearing thereon, the consumers within the affected franchise area, by any other means available and appropriate;
- 4) Furnish with copies of this Order and the attached Notice of Public Hearing, the Office of the Solicitor General (OSG), the Commission on Audit (COA), and the Committees on Energy of both Houses of Congress. They are hereby requested, if they so desire to send their duly authorized representatives at the scheduled hearing; and
- 5) Furnish with copies of the *Application* and the attachments all those making requests therefor, subject to reimbursement of reasonable photocopying costs.

On the date of the initial hearing, Applicant must submit to the Commission its written compliance with the aforementioned jurisdictional requirements attaching therewith, methodically arranged and duly marked the following:

- 1) The evidence of publication of the attached Notice of Public Hearing consisting of the affidavit of the Editor or Business Manager of the newspaper where the said Notice of Public Hearing was published, and the complete issue of the said newspaper;
- 2) The evidence of actual posting of this Order and the attached Notice of Public Hearing consisting of certifications issued to that effect, signed by the aforementioned Governors, Mayors, and LGU legislative

bodies or their duly authorized representatives, bearing the seals of their offices;

- 3) The evidence of other means employed by Applicant to inform of the filing of the *Application*, the reasons therefore, and of the scheduled hearing thereon, the consumers within the affected franchise area;
- 4) The evidence of receipt of copies of this Order and the attached Notice of Public Hearing by the Office of the Solicitor General (OSG), the Commission on Audit (COA), and the Committees on Energy of both Houses of Congress;
- 5) The evidence of receipt of copies of the *Application*, and the attachments by all those making requests therefor, if any; and
- 6) Such other proofs of compliance with the requirements of the Commission.

Applicant and all interested parties are also required to submit, at least five (5) days before the date of initial hearing and Pre-Trial Conference, their respective Pre-Trial Briefs containing, among others:

- 1) A summary of admitted facts and proposed stipulation of facts;
- 2) The issues to be tried or resolved;
- 3) The documents or exhibits to be presented, stating the purposes and proposed markings therefore; and
- 4) The number and names of the witnesses, with their written testimonies in a Judicial Affidavit form attached to the Pre-trial Brief.

Failure of Applicant to comply with the above requirements within the prescribed period shall be a ground for cancellation of the scheduled hearing, and the resetting of which shall be six (6) months from the said date of cancellation.

SULECO must also be prepared to make an expository presentation of the instant *Application* aided by whatever communication medium that it may deem appropriate for the

purpose, in order to put in plain words and explain, for the benefit of the consumers and other concerned parties, what the *Application* is all about and the reasons and justifications being cited in support thereof.

SO ORDERED.

Pasig City, 23 June 2017.

FOR AND BY AUTHORITY
OF THE COMMISSION:



ALFREDO J. NON
Officer-In-Charge of the ERC

Copy Furnished:

1. Dechavez & Evangellista Law Offices
Counsel for SULECO
Unit 1609-1610, Tycoon Centre
Pearl Drive, Ortigas Center, Pasig City 1605
2. Sulu Electric Cooperative, Incorporated (SULECO)
Bus-Bus Street, Jolo, Sulu
3. Office of the Solicitor General
134 Amorsolo Street, Legaspi Village, Makati City
4. Office of the Commission on Audit
Don Mariano Marcos Avenue, Diliman, Quezon City
5. The Committee On Energy
Senate of the Philippines
GSIS Building, Roxas Blvd., Pasay City
6. The Committee On Energy
House of Representatives
Batasan Hills, Quezon City
7. Office of the Municipal Mayor
Jolo, Sulu
8. Office of the Local Government Unit (LGU) legislative body
Jolo, Sulu
9. Office of the Municipal Mayor
Indanan, Sulu
10. Office of the Local Government Unit (LGU) legislative body
Indanan, Sulu
11. Office of the City Mayor
Luuk, Sulu
12. Office of the Local Government Unit (LGU) legislative body
Luuk, Sulu
13. Office of the Municipal Mayor
Maimbung, Sulu
14. Office of the Local Government Unit (LGU) legislative body
Maimbung, Sulu
15. Office of the Municipal Mayor
Parang, Sulu
16. Office of the Local Government Unit (LGU) legislative body
Parang, Sulu
17. Office of the Municipal Mayor
Patikul, Sulu
18. Office of the Local Government Unit (LGU) legislative body
Patikul, Sulu
19. Office of the Municipal Mayor
Talipao, Sulu

20. Office of the Local Government Unit (LGU) legislative body
Talipao, Sulu
21. Office of the Governor
Province of Sulu
22. Office of the Local Government Unit (LGU) legislative body
Province of Sulu
23. Philippine Chamber of Commerce and Industry (PCCI)
3rd floor, Chamber and Industry Plaza (CIP)
1030 Campus Avenue corner Park Avenue
McKinley Town Center, Fort Bonifacio, Taguig City
24. Regulatory Operations Service (ROS)
Energy Regulatory Commission
17th Floor, Pacific Center, San Miguel Avenue, Pasig City