



June 13, 2019

Senator Harry Brown  
Representative Dean Arp

Via E-Mail

Re: Request for Voluntary Interviews of Duke Energy Employees

Womble Bond Dickinson (US) LLP

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Dear Senator Brown and Representative Arp:

I represent Duke Energy Corporation ("Duke Energy"), its employees and subsidiaries, in connection with issues arising out of the permitting and construction of the Atlantic Coast Pipeline. As part of the Legislative Committee on Governmental Operations Subcommittee on the Atlantic Coast Pipeline ("the Committee"), the Committee retained Eagle Intel Services to conduct a preliminary investigation into the factual circumstances surrounding the permitting of the Atlantic Coast Pipeline and the formation of the Memorandum of Understanding ("MOU") that was executed between the Atlantic Coast Pipeline Partners and the Office of the Governor.

As you are aware, the Atlantic Coast Pipeline Partners (in which Duke Energy and Dominion Energy, Inc. ("Dominion") are the majority partners) have worked closely with Eagle Intel Services to provide information that was requested as part of its work for the Committee. In this process, the Atlantic Coast Pipeline Partners, Dominion, and Duke Energy, have provided "whitepapers" to Eagle Intel Services identifying the events, persons, and facts relating to not only the MOU and its formation, but also the "nameplate" dispute settlement that occurred before the North Carolina Utilities Commission, and the permitting process for the pipeline before the North Carolina Department of Environmental Quality ("DEQ"). These whitepapers have included descriptions of the conversations that employees of Duke Energy and Dominion had with various members of the Executive Branch, including the Governor of North Carolina, as well as negotiations with non-governmental parties. The Atlantic Coast Pipeline Partners, Duke Energy, and Dominion, believed that the most efficient and least disruptive method of providing the Committee with the facts surrounding its inquiry was to do so directly through this process, rather than through the highly disruptive process of conducting interviews. These whitepapers have been provided to you with the assurance of confidentiality.

This process has been voluntary on the part of the Atlantic Coast Pipeline Partners, Duke Energy, and Dominion.

Recently, Eagle Intel Services requested the opportunity to interview four employees of Duke Energy: (1) Lynn Good, the President, Chief Executive Officer and Chairman of the Board of



Directors of Duke Energy, (2) Lloyd Yates, Executive VicePresident of Customer and Delivery Operations and President of Duke Energy's Carolinas Region, (3) David Fountain, Senior VicePresident, Legal, Chief Ethics and Compliance Officer and Corporate Secretary for Duke Energy, and (4) Kathy Hawkins, VicePresident, North Carolina Governmental Affairs for Duke Energy. Subsequently, on June 28, 2019, Eagle Intel Services also requested the opportunity to interview Ken Jennings, General Manager of Renewable Integration and Operations. As noted above, because there is no process that would compel such interviews as part of an investigation outside a committee hearing, this request asks for the voluntary cooperation of the Atlantic Coast Pipeline Partners, Duke Energy, and Dominion.

As I have related to Eagle Intel Services, Duke Energy, along with the Atlantic Coast Pipeline Partners and Dominion, all seek to avoid disruption to their businesses and to the important business of constructing the Atlantic Coast Pipeline, a project that will provide significant economic benefits and energy diversification throughout the region and, in particular, in Eastern North Carolina. Duke Energy, the Atlantic Coast Pipeline Partners, and Dominion, also wish to cooperate with the work of the Committee and to provide the Committee the facts it requests.

Consequently, Duke Energy, with the assent of the Atlantic Coast Pipeline Partners and Dominion, is willing to make these individuals available for interviews by Eagle Intel Services on the following conditions:

1. The interviews will last approximately 1 hour (this is the time projected by Eagle Intel Services). Duke will cooperate in making reasonable adjustments to the time limit at the request of the investigators.
2. Outside counsel for Duke and for Dominion, and members of the Legal Department for Duke Energy, will attend the interviews. The investigators for Eagle Intel Services will also be in attendance. No other persons will be attending the interviews.
3. The interviews will be held at times and at places and in locations convenient for the witnesses. I anticipate that the interviews will be split between Charlotte and Raleigh. We will, of course, work to provide mutually convenient dates and times.
4. The interviews will not be recorded by any mechanical or digital device. The investigators from Eagle Intel Services will take notes.
5. The topic areas and copies of any documents that will be presented to an interviewee, or about which an interviewee will be questioned, will be provided to counsel for Duke Energy and Dominion five (5) business days in advance of the interview.
6. The interviews will seek only factual information based upon the personal knowledge of the interviewees and will not ask for personal opinions or opinions concerning the motivations or intent of third parties. The parties agree that the interviews will seek information concerning observations by the interviewees and the actions that interviewees took based upon these observations and other information.
7. At the conclusion of the interviews, Eagle Intel Services will prepare Memoranda of the interviews. Once prepared, Eagle Intel Services will permit each interviewee to review the



Memorandum of his or her interview, and to make appropriate factual or contextual changes so that the Memorandum is an accurate overall reflection of the interview.

8. In exchange for the interviewees agreeing to these interviews on a voluntary basis, the Co-Chairs of the Committee agree and commit that they will not recommend that the Committee vote to issue subpoenas to the individuals interviewed to any public hearing that the Committee may conduct, and that the Co-Chairs will not calendar a public hearing of the Committee to which individuals interviewed will be subpoenaed. Notwithstanding the foregoing, it is expressly understood and agreed that the Co-Chairs will rely exclusively on the recommendations of the investigators with Eagle Intel Services, and that the investigators will recommend that the interviewees not be subject to subpoena if they objectively conclude that the interviewees provided, to the best of the interviewees' recollection and knowledge, factually complete information. In addition to this objective conclusion, the parties further agree that this recommendation by the investigators shall not be unreasonably withheld. To the extent that the investigators do not make such a recommendation, they shall notify counsel in writing of their decision and setting forth the bases for the decision..

If these conditions are acceptable to the Committee, I ask that you execute this letter or otherwise provide the Committee's assent and have it returned to me. We can then for these interviews to begin as soon as practicable.

We appreciate the professionalism of both Eagle Intel Services and the Committee on this matter.

Sincerely,

**Womble Bond Dickinson (US) LLP**

Jim Cooney III  
Partner

  
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Senator Harry Brown

Date: 7/9/2019

  
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Representative Dean Arp

Date: 7/9/2019