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March 31, 2010

Via Electronic Mail and Overnight Delivery

Terry J. Romine Executive Secretary Public Service Commission of Maryland 6 St. Paul Street, 16th Floor Baltimore, MD 21202

Re: Washington Gas's Annual Report related to its Diverse Supplier

Program for Calendar Year 2009

Dear Ms. Romine:

In accordance with Section 6 of the Memorandum of Understanding dated February 6, 2009, between Washington Gas Light Company and the Maryland Public Service Commission, enclosed for filing are (i) an original and nine (9) copies of the Public Version, and (ii) an original and nine (9) copies of the Confidential Version of Washington Gas's Annual Report related to its Diverse Supplier Program for Calendar Year 2009. The Confidential Version of the Annual Report includes Attachments B and D. The Public Version of the Annual Report is being filed electronically with the Commission.

Please contact me if you have any questions regarding the responses.

Sincerely,

Donald R. Hayes

Attorney

Enclosures

cc: Todd E. Givens, Staff Attorney (with Confidential Version)

Abigail R. Hopper, Deputy General Counsel (with Confidential Version)



ANNUAL REPORT

TO THE

PUBLIC SERVICE COMMISSION

OF

MARYLAND

2009

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INTRODUCTION

Washington Gas Light Company submits its Annual Report for Calendar Year 2009 in accordance with Section 6 of the Memorandum of Understanding (MOU). The MOU documents the commitment of the Public Service Commission of the State of Maryland and Washington Gas to the continuing expansion of opportunities for diverse businesses to participate in the procurement of goods and services.

In an effort to best examine Washington Gas' performance with respect to the goals of the MOU, results of such objectives are highlighted in the 2009 Annual Report:

- Program Activities
- 2009 Annual Plan Results
- Utilization of Diverse Subcontractors
- Recruitment Efforts

WASHINGTON GAS LIGHT COMPANY

PROGRAM ACTIVITIES

The following description of internal and external activities for calendar year 2009 is submitted in compliance with the Memorandum of Understanding.

Internal Activities

- It is the policy of Washington Gas Light Company (Washington Gas or the Company) to support diverse businesses. Washington Gas believes that all qualified companies should participate in the economic mainstream of our competitive market. The Company's procurement and contracting policies are readily available on Washington Gas' Intranet to all employees with purchasing responsibilities.
- The Company continues to require reasonable efforts to ensure full and equitable procurement opportunities to diverse businesses. These include expanding the current supply base to incorporate diverse companies when the opportunity exists as well as encouraging alliance vendors to sub-contract to diverse organizations with the appropriate skill set.

- Program. These reports consist of the percentage of dollars spent with diverse firms compared to total dollars spent by Washington Gas. The reports are forwarded to Washington Gas senior management on a quarterly basis.
- Washington Gas continues to be an active member of various supplier development councils and local chambers of commerce.
- Washington Gas is committed to developing its supply base and promotes each market event as an opportunity for diverse businesses to engage as a new supplier. We are working hard to expand our existing relationships and to encourage current diverse suppliers to provide expanded scope of services for Washington Gas.

<u>External Activities</u>

- Washington Gas is a corporate member of the Virginia Minority Supplier Development Council. This year we participated in their Annual Virginia Business Opportunity Fair, held on May 4-6, 2009 in Richmond, Virginia. Procurement representatives discussed potential business opportunities with diverse firms. Representatives of Washington Gas also participated in the Councils Power Breakfast Meeting in McLean, Virginia, and used this opportunity to network with various diverse suppliers.
- Washington Gas is a member of the Utility Forum Group which meets with utilities doing business in the state of Maryland and the MDPSC to discuss the MOU signed in February 2009. This group accomplishments are listed below
 - 1. Working with the commission staff the participants submitted consistent interim reports and worked with the staff to understand and clarify the report parameters
 - 2. Identified major spend categories
 - 3. Identified major construction projects
 - 4. Shared vendor database and 2nd tier reporting and tracking systems
 - 5. Brainstormed business development needs and supplier capacity issues.
 - 6. Defined Direct vs. Indirect spend for 2nd ties reporting.
 - 7. Standardized NAICS code spend classifications
 - 8. Established a "shared site" for posting documents and calendars

- 9. Submission of a joint Utility Forum response to the Interim Issues identified by staff.
- 10. Some of the participants have implemented 2nd tier reporting and tracking.
- Washington Gas is a corporate member of the Maryland/District of Columbia Minority Supplier Development Council and serves on the Procurement Committee. Dave Kenahan and Joan Hairston attended the MD/DC MSDC's 27th Annual Business Procurement Conference held on June 24, 2009 at Martin's Crosswinds in Greenbelt, Maryland. Procurement representatives discussed potential business opportunities with diverse firms. Procurement staff also attended the MD/DC Minority Supplier Development Councils 28th Annual Leadership Awards Gala on October 16, 2009, at the Baltimore Marriott Waterfront located in Baltimore, Maryland. Washington Gas also served on the planning committee for this event.
- Washington Gas is an active member of the National Minority Supplier Development Council (NMSDC) and attended several sponsored events. Procurement representatives Laura Welsh and Joan Hairston attended the annual NMSDC conference in New Orleans, Louisiana and Procurement staff attended the Supplier Diversity Program Manager's conference.
- Washington Gas is an active member of the Women's Business Enterprise National Council (WBENC) and serves on the Certification Committee. Company representatives attended the Women's Business Expo sponsored by the Women's President's Educational Organization, the local DC Chapter of WBENC and WSSC. During this event, Washington Gas hosted a booth and met with diverse suppliers regarding future sourcing opportunities. Washington Gas also participated in the organization's Annual Awards breakfast meeting. Company representatives staffed a booth and met with members of WBENC to discuss potential sourcing opportunities.
- Washington Gas is also an active member of the Elite Service Disabled Veteran Owned Business Network and the Maryland Washington Minority Contractors Associations. Washington Gas attends events sponsored by these groups and partners with them to find diverse vendors for services offered at the Company.
- Washington Gas is an active member of the Utility Market Access Partnership (UMAP) committee of the National Association of Regulatory Utility Commissioners (NARUC). This committee strives to level the playing field for diverse suppliers to utilities. The UMAP committee is currently developing the model standards for Utility Supplier Diversity programs.

• Representative from Washington Gas are active participants on numerous Chamber of Commerce throughout the Washington D. C. metropolitan area. Through these organizations Washington Gas is able to make contacts with small disadvantage companies and discuss potential contracting opportunities.

DIVERSE EXPENDITURES

The following description of diverse expenditures for calendar year 2009 is submitted in compliance with the Memorandum of Understanding.

2009 DIVERSE PROCUREMENT EXPENDITURES (As % of Category Sourceable Spend)

	GOAL (FY2010)	ACTUAL (Calendar 2009)
Diverse Spend Gas	10%	9.99%
Diverse Spend Non-Gas	11%	11.41%

See Attachments for details.

2009 ANNUAL PLAN - DISCUSSION OF RESULTS

The following description of progress in implementing the Annual Plan for calendar year 2009 is submitted in compliance with the Memorandum of Understanding. While the Annual Plan discusses broad objectives for 2009, the following goals and accomplishments directly support each of these areas:

MAKE THE PROCUREMENT POLICY AVAILABLE TO ALL WASHINGTON GAS EMPLOYEES SO THOSE INDIVIDUALS WITH PURCHASING RESPONSIBILITIES UNDERSTAND THE IMPORTANCE OF PROVIDING OPPORTUNITIES TO DIVERSE VENDORS.

Communicating the procurement policy to the Company's employees is an on-going process at Washington Gas. Using diverse businesses is a core element of our corporate procurement policy. This information was communicated to all employees through the Company's procurement policies and procedures which are posted on the Company's Intranet site. Additionally, Procurement representatives Dave Kenahan, Laura Welsh and Joan Hairston attended departmental staff meetings throughout the Washington

Gas organization to communicate the procurement policy and emphasize the importance of including diverse businesses in their sourcing opportunities.

CONTINUE TO SEARCH FOR DIVERSE SUPPLIERS IN ALL AREAS OF PROCUREMENT, ESPECIALLY IN THOSE AREAS WHERE OPPORTUNITIES HAVE BEEN LIMITED. (NMSDC NETWORK, CONFERENCES, NARUC UMAP)

The Procurement Department staff and representatives of other departments attended networking opportunities throughout the year to identify diverse suppliers and potential opportunities with Washington Gas. These events were located in the Washington DC metropolitan area and were sponsored by government agencies, MD/DC Minority Supplier Development Council, Virginia Minority Supplier Development Council and others.

Washington Gas participated on the UMAP committee of NARUC to learn best practices in diverse utilization and performing outreach activities with diverse firms with the capabilities and resources to supply goods and services to Washington Gas.

Washington Gas has its own vendor database; however the Procurement Department also uses additional Internet and on-line databases to search for diverse firms to fulfill purchasing requests.

- Maryland Department of Transportation (MDOT)
- MD/DC MSDC
- Small Business Administration Central Contractor Registration (CCR)
- VMSDC
- CVM Solutions Inc.
- Department of Veterans Affairs
- California Public Utilities Commission

THE PROCUREMENT DEPARTMENT WILL CONTINUE TO PROVIDE DIVERSE EXPENDITURE REPORTS ON A QUARTERLY BASIS TO SENIOR MANAGEMENT.

The Procurement Department provides quarterly expenditure diverse spend reports to senior management of the Company. These reports consist of the percentage of dollars spent with diverse firms compared to total dollars spent by Washington Gas by business unit.

EXPAND PROCUREMENT SERVICES TO ASSIST DEPARTMENTS IN IDENTIFYING POSSIBLE OPPORTUNITIES TO ENGAGE DIVERSE FIRMS.

Identifying possible opportunities with diverse suppliers is part of the purchasing process at Washington Gas. In 2009, four new diverse suppliers were identified. Each of the new companies were awarded contracts in calendar year 2009 and received payments totaling \$ 3,924,613.

MAINTAIN ACTIVE MEMBERSHIP IN THE NATIONAL MINORITY SUPPLIER DEVELOPMENT COUNCIL. VIRGINIA MINORITY SUPPLIER DEVELOPMENT COUNCIL, MARYLAND/DISTRICT OF COLUMBIA MINORITY SUPPLIER DEVELOPMENT COUNCIL, WOMEN BUSIENSS ENTERPRISE NATIONAL COUNCIL AND ELITE SERVICE DISABLE VETERAN OWNED BUSIESS NETWORK.

Washington Gas continues to be a corporate member of NMSDC, VMSDC, MD/DCMSDC, WBENC and ESDVOBN. Washington Gas continues to attend and participate in these very effective networking organizations.

PARTICIPATE IN VARIOUS LOCAL CHAMBER OF COMMERCE

Representatives from Washington Gas are board and committee members of the following Chambers of Commerce:

- District of Columbia Chamber of Commerce Board of Directors Political Action Committee Board of Trustees Government Affairs Committee
- Alexandria Chamber of Commerce Member
 Government Affairs Committee

- Arlington Chamber of Commerce Member
 Government Affairs Committee
- Calvert County Chamber of Commerce Member
- Charles County Chamber of Commerce Member
 Government Affairs
- Fairfax Chamber of Commerce Board of Directors Public Policy Committee Executive Committee
- Loudoun County Chamber of Commerce Public Policy Committee
- Maryland Chamber of Commerce Board of Directors Legislative Committee Environmental Committee
- Montgomery County Chamber of Commerce Board of Directors Legislative Committee
- Prince George's Chamber of Commerce Legislative Committee Member
- Prince William Regional Chamber of Commerce Board of Directors Executive Committee Public Policy Committee Strategic Planning

- St. Mary's County Chamber of Commerce Member
- Virginia Chamber of Commerce
 Board of Directors
 Legislative Roundtable
 Economic Development Committee
 Environmental Committee
 Tax Policy Committee
- U.S. Chamber of Commerce Public Affairs Committee Energy and Environment Committee
- Greater Washington Board of Trade Board of Directors Regional Policy Committee Steering Committee

CONTINUE TO EXPAND RELATIONSHIPS WITH BUSINESS AND COMMUNITY ORGANIZATIONS THAT PROVIDE NETWORKING OPPORTUNITIES WITH DIVERSE SUPPLIERS.

ORGANIZATION	TYPE
District of Columbia Chamber of Commerce	Networking Opportunity
Fairfax Chamber of Commerce	Networking Opportunity
Maryland Chamber of Commerce	Networking Opportunity
Elite Service Disabled Veteran Owned Business Network	Networking Opportunity/Utility Networking Breakfast
National Minority Supplier Development Council	National Conference
Women's Business Enterprise National Council	Networking Opportunity
Maryland/District of Columbia Minority Supplier Development Council	Annual Conference/Opportunity Fair and Reception
Virginia Minority Supplier Development Council	Virginia Business Opportunity Fair (VBOF) and other functions.

CONTINUE TO EDUCATE DIVERSE SUPPLIERS ABOUT PROGRAMS, PROCESSES AND EXPECTATIONS OF DOING BUSINESS WITH WASHINGTON GAS.

On a continuous basis, Washington Gas educates prospective vendors on the Company's Supplier Diversity Program and the Washington Gas Procurement process.

PRIME CONTRACTOR UTILIZATION OF DIVERSE SUBCONTRACTORS

In 2009, Washington Gas contracted with CVM Solutions, which is a certified MBE vendor, to set up a second tier reporting system. Washington Gas started including this spend in our reporting in January 2009 and requires their contractors with construction contracts greater than \$1,000,000 and non construction contracts greater than \$550,000, to report on subcontracting opportunities awarded to diverse suppliers on a quarterly basis. This information is stored in a database to assist in second tier reporting.

DIVERSE COMPLAINTS

The following statement regarding complaints received during calendar year 2009 is submitted in compliance with the Memorandum of Understanding.

Washington Gas has received no complaints regarding its supplier diversity program for calendar year 2009.

COMPLAINT REVIEW PROCESS

All complaints will be submitted to the Manager – Supply Chain, Contract Management and Supplier Diversity (Manager). The Manager will review all the facts surrounded the complaint and determine the appropriate course of action. The Manger will review the facts and the proposed course of action with the Division Head-Procurement. Upon agreement by the Division Head-Procurement and the Manager, the Manager will contact the complainant of the course of action to be taken.

DIVERSE RECRUITMENT EFFORTS FOR UNDERUTILIZED PROCUREMENT CATEGORIES

The following description of the efforts Washington Gas made to recruit diverse suppliers of products and services for calendar year 2009 is submitted in compliance with the Memorandum of Understanding.

The NMSDC, VMSDC, MD/DCSDC, WBENC and ESDVOBN host opportunity fairs and conferences. Washington Gas is a corporate member of all organizations. In 2009, Washington Gas attended events hosted by each organization. During the conferences, the Company targeted vendors for current and future procurement opportunities as well as sourcing activities with little or no diverse participation.

Additionally, as a result of these networking events, Washington Gas has met with diverse vendors who supply services and products for which Washington Gas has had little or no diverse participation previously.

NATURAL GAS PURCHASES

Of the more than 1,067,555 Washington Gas customers who are eligible to choose, as of February 1, 2010, approximately 152,000 have chosen to purchase their natural gas commodity from a competitive retail energy supplier.

The Company currently performs self-management of its portfolio assets to extract value by optimizing these assets in the marketplace when they are not needed to serve firm customers. The Company uses a third party consultant to assist in its optimization efforts and continues to maintain a competitive bid process from qualified suppliers in procuring commodity for the utility. Revenues generated from internal optimization strategies are shared with the Company's firm sales service customers.

The Company provides opportunities for Women and Minority Business Enterprises (WMBE) to participate in gas procurement activities by identifying WMBE suppliers in the wholesale natural gas market and eliciting their interest in providing firm procurement transactions. The Company meets with several WMBE companies to facilitate firm supply commitments to the utility and utilizes the DOE/NARUC Utility Market Access Partnership (UMAP) initiatives, Funds Transfer Agency Agreement (FTAA) and Tripartite agreements in an effort to enhance the affiliation with WMBE businesses.

The Company has North American Energy Standards Board (NAESB) contracts with nine WMBE suppliers, three of which are women-owned companies. Of the nine companies that have executed agreements in place with the utility, five of these companies are active in transacting firm commodity commitments for monthly and daily supply requirements.

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2	Other Employee Expenses	\$0	0.00%		0.00%
-	Program Expenses	\$0	0.00%		0.00%
	Reporting Expenses	\$0	0.00%		0.00%
	Training	\$0	0.00%		0.00%
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