Schedule 3.7

Corporate Allocations Report

### **Corporate Allocations**

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#### 2 **Purpose of the Document**

- 3 The Corporate Allocations Report was developed to set out the methodology used by
- 4 EGNB to determine the allocation of costs from Enbridge Inc. ("Enbridge") to EGNB to
- 5 be recovered in revenue requirement and rates. The methodology has been used
- 6 historically, reviewed and improved over time through rate applications.
- 7 For the 2020 rate application submitted in August, 2019, as the Liberty purchase was
- 8 announced but not yet closed, the amount used for the 2020 Budget was based on a
- 9 transition methodology using a six year average historical Board approved amount. As the
- 10 acquisition closed on October 1, 2019, moving to the Algonquin Cost Allocation Manual
- 11 (CAM) is now appropriate. The CAM is a robust methodology used to allocate costs to all
- 12 the Liberty affiliates and has been completed in accordance and conformance with the
- 13 guidelines provide by the National Association of Regulatory Utility Commissioners
- 14 (NARUC Guidelines for Cost Allocations and Affiliate Transactions) ("NARUC").
- 15 The Transition Services Agreements provided by Enbridge have been used since the
- 16 transaction close for services provided by Enbridge and affiliates. All these services are
- expected to end in 2020 leaving only the Algonquin CAM expenses for 2021 and beyond. 17
- 18 Since close, Liberty has been allocated corporate costs using the CAM. For the 2021
- 19 Budget, the corporate allocations methodology being used is based on input from Liberty,
- 20 guided by the CAM dated January 1, 2017 and supported by the Liberty Utilities 2018 &
- 21 2019 Indirect Overhead Capitalization Study Results. Details can be found in the following
- 22 pages.
- 23 The value of the Algonquin corporate guidance and affiliate services provided under the
- 24 new ownership as compared to the previous ownership can be viewed in the table below.

Liberty August 7, 2020 Corporate Allocations Approved Service Level Agreement\* Interest Expense (Including EI 1%) TOTAL

Enbridge									
		3 yr							
2016A 2017		2017A	A 2018A			Average			
(	\$000)	(\$000)		(\$000)		(\$000)		(	\$000)
\$	1,228	\$	1,366	\$ 985		\$	1,193		
\$	1,564	\$	1,005	\$	1,127	\$	1,232		
\$	7,508	\$	6,977	\$ 6,875		\$	7,120		
\$	10,300	\$	9,348	\$	8,987	\$	9,545		

L	Variance				
2021	(	\$000)			
\$	2,242	\$	(1,049)		
\$	-	\$	1,232		
\$	4,929	\$	2,191		
\$	7,171	\$	2,374		

<sup>\*</sup> For consistency, M&NP is not included in SLA figures as they were included in O&M before the purchase transaction for Spectra Energy and today under Liberty.

## Algonquin Corporate Allocations Methodology

Algonquin Power & Utilities Corp. ("APUC") is a publicly traded utility holding company and is the ultimate corporate parent of Liberty Utilities Co. ("Liberty Utilities"). APUC owns a widely diversified portfolio of independent power/electricity production facilities and regulated utilities consisting of electric, natural gas, water distribution, and wastewater treatment utilities. APUC has two major operating units, Liberty Power and Liberty Utilities. Liberty Power, through Algonquin Power Co., is an unregulated entity that provides renewable power generation from facilities owned throughout the United States and Canada. Liberty Utilities owns and operates regulated water, wastewater, gas and electric utilities in twelve states divided into three operating regions (East, Central and West). Liberty Utilities uses a decentralized approach to operating its regulated utility business, which emphasizes the importance of local management and local control of day-to-day business operations. This approach is premised on a belief that utility services are best delivered locally, and this is especially true for customer service, employee and regulatory functions and community outreach activities.

However, Liberty Utilities, through Liberty Utilities Service Corp. ("LUSC") and Liberty

However, Liberty Utilities, through Liberty Utilities Service Corp. ("LUSC") and Liberty Utilities (Canada) Corp. ("LUC"), provides some services on a shared basis where there is an opportunity to realize economies of scale or other efficiencies. Pursuant to this shared services model, certain services are provided to Liberty from affiliates and charged based on a direct charge or a defined cost allocation methodology set forth in the CAM.

The CAM outlines the services provided by various entities within the APUC family of businesses and the methods used to distribute the costs for those services. Costs allocated include both direct charges to specific entities and the allocation of indirect costs for

- services that benefit the entire organization. Specifically, the CAM outlines the methods of
- 2 direct charge and cost allocations between:
- 3 (1) APUC and its unregulated businesses ("Liberty Power") and the regulated businesses ("Liberty Utilities");
- 5 (2) LUC and Liberty Power/Liberty Utilities;
- 6 (3) LUC and the regulated utility subsidiaries of Liberty Utilities Co. ("LUCo");
- 7 (4) LUSC and Liberty Power/Liberty Utilities;
- 8 (5) LUSC and the regulated utility subsidiaries of LUCo; and
- 9 (6) regional allocations.
- 10 The CAM is based on the NARUC Guidelines for Cost Allocations and Affiliate
- 11 Transactions. The fundamental premise of those guidelines and the CAM is to direct
- charge costs as much as possible and to use reasonable allocation factors where allocation
- of indirect costs is necessary and direct charging is not possible.
- 14 As the ultimate corporate parent, APUC provides financial, strategic management,
- 15 corporate governance, administrative and support services to Liberty Utilities and Liberty
- 16 Power. As a publicly traded holding company, APUC also provides financial access to
- capital markets and has been integral in providing Liberty with the new long term debt
- instruments closed in 2020. APUC incurs the following types of costs:
- 19 (i) strategic management costs (board of director, third-party legal services,
- accounting services, tax planning and filings, insurance, and required auditing);
- 21 (ii) capital access costs (communications, investor relations, trustee fees, escrow
- and transfer agent fees);
- 23 (iii) financial control costs (audit and tax expenses); and
- 24 (iv) administrative (rent, depreciation, general office costs).
- 25 These APUC costs are pooled and allocated to Liberty Utilities and Liberty Power using
- 26 the "multi-factor" method summarized in the CAM. Without question, the services
- 27 provided by APUC are necessary for Liberty and its regulated subsidiaries to have access
- 28 to capital markets for capital projects and operations.
- 29 Generally, LUC provides administrative and support services to Liberty Utilities and
- 30 Liberty Power through the Liberty Algonquin Business Services ("LABS") shared services

- 1 business unit. Services found within the following departments are charged to the regulated
- 2 utilities: executive, regulatory strategy, energy procurement, operations, utility planning,
- 3 administration, and customer experience. Other LUC administrative and support services
- 4 are shared throughout Algonquin (regulated and non-regulated). These include the
- 5 following departments: information technology, human resources, training, environment,
- 6 health, safety and security, procurement, executive and strategic management, technical
- 7 services, utility planning, risk management, financial reporting, planning and
- 8 administration, treasury, internal audit, external communications, legal, and compliance.
- 9 Costs incurred for the benefit of all of its regulated assets (i.e., indirect costs) are allocated
- 10 using a four-factor methodology based on customer counts, utility plant, non-labour
- 11 expenses and labour expenses (25% weighting for the factors of: customer count, utility
- 12 net plan, non-labour expenses, and labour expenses).
- 13 LUSC, a wholly owned subsidiary of Liberty Utilities Co., is where most regulated utility
- 14 employees in the U.S. are employed. There are other LUSC employees who provide shared
- 15 services such as those found in the following departments: accounting, information
- 16 technology, procurement, customer care and billing. Costs incurred for the benefit of all
- 17 of Liberty Utilities Co. regulated assets (i.e., indirect costs) are allocated using a four-factor
- 18 methodology based on customer counts, utility plant, non-labour expenses and labour
- 19 expenses (25% weighting for the factors of: customer count, utility net plan, non-labour
- 20 expenses, and labour expenses).
- 21 As stated above, LABS is a business unit that serves both regulated and unregulated
- 22 entities. The LABS business unit provides shared services throughout APUC's family of
- 23 businesses and are outlined in the CAM. Specific examples of these services include:
- 24 (i) budgeting, forecasting, and issuing consolidated and stand-alone financial
- 25 statements;
- 26 treasury functions including cash management (including electronic fund (ii)
- 27 transfers, cash receipts processing), and managing short-term borrowings and
- 28 investments with third parties;
- 29 (iii) development of human resource policies and procedures;

1 (iv) selection of information systems and equipment for accounting, engineering, 2 administration, customer service, emergency restoration and other functions 3 and implementation thereof; 4 (v) development, placement and administration of insurance coverages and 5 employee benefit programs, including group insurance and retirement 6 annuities, property inspections and valuations for insurance; 7 (vi) internal audit providing assurance and advisory services in the areas of 8 governance, risk management and internal control; and 9 (vii) purchasing services including preparation and analysis of product 10 specifications, requests for proposals and similar solicitations, and vendor and 11 vendor-product evaluations. 12 To the extent that LABS costs can be directly attributable to a specific utility, they are 13 directly charged or assigned. Those costs include direct labour and direct non-labour costs. 14 LABS also provides certain services that benefit the entire company, i.e., both Liberty 15 Utilities and Liberty Power. Those indirect costs are allocated between Liberty Power and 16 Liberty Utilities. Once those indirect costs are allocated between Liberty Power and 17 Liberty Utilities they are further allocated to the Liberty Utilities entities using the four-18 factor methodology (25% weighting for the factors of: customer count, utility net plan, 19 non-labour expenses, and labour expenses). 20 Liberty is part of the Eastern Region and also includes New Hampshire, Massachusetts, 21 New York, and Georgia. Within the regions, certain services (e.g., finance, legal, 22 regulatory, government relations) are provided to optimize resources and provide oversight 23 of local/regional functions. Services and costs that are not direct assigned are allocated to 24 the utilities within the region using the Regional Four-Factor Methodology (25% weighting 25 for the factors of: customer count, utility net plan, non-labour expenses, and labour 26 expenses). 27 The shared services model serves an important role in the administration and operation of 28 Liberty. Through it, Liberty receives services vital to the day-to-day conduct of the utility. 29 APUC provides benefits to its subsidiaries by providing financing, financial control, legal, 30 executive and strategic management and related services and is directly responsible for

providing revenue requirement reductions through the new long term debt and elimination

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- 1 of the 1% premium. The services provided by APUC are necessary for all affiliates,
- 2 including Liberty, to have access to capital markets for funding of capital projects and
- 3 operations. In addition, the allocation of shared services from APUC, LUC, LUSC and
- 4 LABS maximize economies of scale and expertise while minimizing redundancy.

#### 5 Addition and Removal of Corporate Cost Allocations

- 6 As business requirements change, so will corporate allocation costs. As a result, the
- 7 addition, revision and removal of corporate cost allocations will be evaluated in the same
- 8 manner as presented above and reviewed by the Board during the annual regulatory
- 9 financial review process.
- 10 The following information has been provided in support of Corporate Allocations:
- 11 Appendix 3.7A – Algonquin Cost Allocation Manual, January 1, 2017
- 12 Appendix 3.7B – Liberty Utilities 2018 & 2019 Indirect Overhead 13 Capitalization Study Results
- 14 Table 1 - 2019 Actuals, 2020 Forecast and 2021B
- 15 Table 2 – Affiliate Transactions (2019-2021)

Liberty August 7, 2020

# Table 1 – 2019 Actuals, 2020 Forecast and 2021B

Enbridge Allocation Name	Liberty Allocation Name	% Allocated to Regulated Activities under approved	2019 A Costs Allocated by Enbridge to LUGNB (100%)	2019 A Costs Allocated by Liberty to LUGNB (100%)	Total 2019 A Costs Allocated to LUGNB (100%)	2019 A Enbridge Amount included in Regulatory Statements	2019 A Liberty Amount included in Regulatory Statements	TOTAL 2019 A Amount included in Regulatory Statements	2020 4+8 Costs Allocated by Liberty to LUGNB (100%)	2020 4+8 Amount in the Forecast with approved Methodology	2021B Corporate Allocations (100% with 2% Inflation)
Audit Services (Calgary)	APUC - Audit	method 0%	11,981	7,736	19,717	- Statements	-	-			-
Audit Services (Toronto)	LUC (LABS) Canada Corp Internal Audit	100%	11,501	6,596	6,596	-	6,596	6,596		16,792	17,128
Benefits and Pensions	LUSC US - Internal Audit	100%	1,054	1,749	1,749 1,054		1,749	1,749	23,525	23,525	23,996
CC10076-CORPORATE SECURITY		25%	1,829	-	1,829	457	-	457			-
CEO	LUC (LABS) Canada Bus Executive	0%	5,215	4,964	10,179 1,981	-	-	-	122,417		124,866
	LUC (LUC) Canada - Strategic Planning LUSC US - Executive	0%		1,981 24,064	24,064				9,956 146,910		10,155 149,848
CIO		100%	3,858	-	3,858	3,858	-	3,858	-		
Compliance Group Law	LUC (LABS) Canada Corp Compliance LUSC US - Compliance	25% 25%	2,424	8,838 4,790	11,262 4,790	606	2,210 1,198	2,816 1,198	27,095 7,773	6,774 1,943	27,637 7,928
	LUSC US - Regulatory Compliance	25%		-	-	-			9,957	2,489	10,156
Compliance Systems Consolidation Finance Services	LUC (LUC) Canada - Regulatory	0% 100%	44,499	(555)	(555) 44,499	44,499	-	44,499	15,251	-	15,556
Corporate Admin		100%	47,905	-	47,905	47,905	-	47,905			
Corporate Aviation Corporate Controller	APUC - Other Professional - Travel - Aircraft LUC (LABS) Canada Corp Finance	0% 25%	12,399 14,865	4,497	12,399 19,362	3,716	1,124	4,841	49,582	12,395	50,573
corporate controller	LUC (LABS) Canada Corp Finance Sustainment & Sustainability	25%	14,003	4,101	4,101	5,710	1,025	1,025	16,385	4,096	16,712
	LUC (LABS) Canada Bus FP&A LUSC US - FP&A	25% 25%		601	601	-	150	150	9,744	2,436	9,939
	LUSC US - FreA LUSC US - Finance	25%		33,547	33,547		8,387	8,387	92,464	23,116	94,313
CORPORATE DEVELOPMENT MANAGEMENT	LUSC US - Production, dispatch and control	25%	16,198	2,784	18,982	4,050	696	4,746		13,622	55,580
Corporate HR	LUC (LABS) Canada Bus HR & Talent Aquisition LUSC US - HR	100% 100%	16,863	5,819 2,902	22,682 2,902	16,863	5,819 2,902	22,682 2,902		13,364	13,632
Corporate IT Projects	LUC (LABS) Canada Corp Corporate IT	100%	24,031	19,463	43,494	24,031	19,463	43,494	87,671	87,671	89,424
	LUC (LABS) Canada Bus Business IT	100%	1	180	180	-	180	180		517,687	528,041
	LUC (LUC) Canada - Corporate IT LUSC US - Business IT	100% 100%		20,669 6,615	20,669 6,615		20,669 6,615	20,669 6,615		50,051	51,052
	LUSC US - Corporate IT	100%		18,209	18,209	-	18,209	18,209	86,477	86,477	88,206
Corporate Law Corporate Law Legal Fees		25% 25%	18,990 10.107	-	18,990 10,107	4,747 2,527	-	4,747 2,527		-	
Corporate Law Legal Fees Corporate Secretarial	APUC - Office Administration	25%	10,107	3,365	22,142	- 2,327		2,327			
Corporate Secretarial Legal Fees	LUC (LABS) Canada Bus Legal	100%	16,435	6,953	23,388	16,435	6,953	23,388			
	LUSC US - Legal LUSC US - Regulatory	100% 100%		8,648 4,297	8,648 4,297	- :	8,648 4,297	8,648 4,297		27,983	28,543
	APUC - Legal Costs	100%		3,894	3,894		3,894	3,894	-		
Depreciation-Other Corporate Directors Fees and Expenses	APUC - Director Fee & Insurance	100%	173,320	(2.700)	173,320	173,320		173,320	-	-	
Directors Fees and Expenses	APUC - Director Fee & Insurance APUC - Licenses & Fees	0%		(3,789)	(3,789)	-	-	-			
EEP Charge (IT Share Services)		0%	64,477	-,	64,477			-			
EFS Support EGD Charge	APUC - Escrow transfer Agent	100%	47,998 45,289	-	47,998 45,289	47,998		47,998	-	-	-
El Rent & Leases	LUC (LABS) Canada Bus Facilities	0%	28,326	1,160	29,487	-	-	-	-	-	
	LUC (LUC) Canada - Facilities	0%		11,336	11,336	-	-	-	33,480	-	34,149
Employee Benefits	LUSC US - Facilities  APUC - Executive & Strategic Management - Salaries & Benefits	0%		30,783	30,783	-	-		63,564	- :	64,835
EnbridgeEmployeeServices		0%	78,675	-	78,675			-	-		
Enterprise Architecture Enterprise Communications & Community Partners	LUC (LABS) Canada Corp Communications	50% 25%	15,387 2,828	943	15,387 3,771	7,694	236	7,694 943	7,862	1,966	8,019
Enterprise Communications & Community Partners	LUC (LABS) Canada Corp Communications LUC (LABS) Canada Bus Communications	25%	2,828	2,269	2,269	707	567	567		2,377	9,699
	LUC (LUC) Canada - Customer Experience	25%		9,925	9,925	-	2,481	2,481	30,145	7,536	30,748
	LUSC US - Customer Experience LUSC US - Sales and Marketing	25% 25%		14,046 589	14,046 589		3,511 147	3,511 147	28, 196	7,049	28,760
	LUSC US - Communications	25%		-	-	-	-	-	-		
Enterprise Safety & Operational Reliability	LUC (LABS) Canada Bus EH&S	25% 25%	8,643	1,686 713	10,329 713	2,161	421 178	2,582 178	9,357 17,776	2,339	9,544
	LUC (LUC) Canada - Operations LUSC US - EH&S	25%		6,224	6,224		1,556	1,556		4,444 27,868	18,132 113,701
	LUSC US - Operations	25%		1,946	1,946	-	486	486	-	-	
Enterprise Travel procurement Card program	LUC (LABS) Canada Bus Purchasing LUC (LUC) Canada - Energy Procurement	0% 0%		902 629	902 629	-		-	12,987 4,837		13,247 4,933
	LUSC US - Purchasing	0%		9,162	9,162	-	-	-	9,054		9,236
EPI Charge	LUSC US - Energy Procurement	0% 0%		3,163	3,163 1,250	-	-	-	93,905	-	95,783
Executive VP People and Partners	APUC - Other Professional -Travel	0%		4,347	37,126	-	-	-			
General Cost pooling	LUSC US - Transformation	0%	72,206	131	72,336	-	-	-	1,919	-	1,958
HR (BU/DEPT COSTS)	LUSC US - Env Compliance	0% 50%	12,366	-	12,366	6,183	-	6,183	3,428	1	3,497
HR Business Solutions Services		100%	13,017		13,017	13,017		13,017	-		
HR EMPLOYEE SERVICES (CORP) HRIS Services		100% 100%	16,976 7,709	-	16,976 7,709	16,976 7,709	-	16,976 7,709		-	
Insurance Risk		100%	2,667		2,667	2,667		2,667			
Investment Review	ADJC Investor Delatic	0%	2,608	-	2,608	-	-	-	-	-	
Investor Relations Insurance Risk	APUC - Investor Relations LUC (LABS) Canada Bus Insurance Services	0% 100%	3,608 2,667	4,876 (1,486)	8,483 1,180	2,667	(1,486)	1,180	14,210 7,149	7,149	14,494 7,292
	LUSC US - Insurance Services	100%		1,117	1,117	-	1,117	1,117	4,294		4,380
IT ES Desktop Services IT ES EMC	LUC (LABS) Canada Corp IT EAM	100% 50%	21,449 5,816	(30)	21,449 5,786	21,449 2,908	(15)	21,449 2,893		-	
IT ISS CORE INFRASTRUCTURE	200 (200) Cariada Corp 11 Enivi	100%	38,395	(30)	38,395	38,395	(15)	2,893 38,395			
IT ISS NETWORK	UNCOUNT Land Date Con 1	100%	46,450	-	46,450	46,450	-	46,450	-	_	
IT ISS SERVICE SUPPORT IT LP ACQUISITIONS	LUC (LABS) Canada Corp IT Transformation - (SAP)	100%	15,638	108	15,746 (1,888)	15,638	108	15,746 (1,888)		-	-
IT Planning and Governance	LUC (LABS) Canada Corp IT PM (Overhead(PMO/OCM/EXEC))	100%	(1,314)	2,319	1,005	(1,314)	2,319	1,005		-	-
IT Security Operations	LUC (LABS) Canada Corp IT CIS	100%	59,814	(379)	59,435 1,543	59,814	(379)	59,435 1,543		-	-
IT Security Operations Network Operations		100% 100%	1,543 25,925		1,543 25,925	1,543 25,925		1,543 25,925			
Organizational Effectiveness	LUC (LABS) Canada Bus L&D	50%		2,005	2,005	-	1,003	1,003	7,910	3,955	8,068
Other Employee Benefits	LUSC US - L&D  APUC - Other Professional	50%		3,277 16,261	3,277 16,261	-	1,638	1,638	4,516	2,258	4,606
Public Affairs & Corp Comm		25%	6,970	,-31	6,970	1,743	-	1,743		-	
Public, Government & Aboriginal Affairs Productivity Services		25% 100%	7,437 2,158	-	7,437 2,158	1,859 2,158	-	1,859 2,158		-	<u> </u>
Records Management Law		100%			2,158	2,158		2,158			
Risk Assessment	LUC (LABS) Canada Corp Business Risk	50%	5,084		5,084	2,542		2,542	5,752	2,876	5,867
Spectra - Corporate	LUSC US - Risk Management	50%	273,629	(146)	(146) 273,629	-	(73)	(73)	18,666	9,333	19,039
Strategic Development	LUC (LABS) Canada Corp Chief Strategy Office	100%	112,691	3,380	116,071	112,691	3,380	116,071	10,212	10,212	10,416
	LUSC US - Business Development	100%	1	10,515	10,515	-	10,515	10,515	28,937	28,937	29,516
Tax Services (Calgary)	LUSC US - Transformation-ERP  APUC - Tax Services	100%	21,583	685	22,268	-	-	-	97	97	99
Total Compensation	LUC (LABS) Canada Bus Total Rewards	50%	352,258	13,361	365,619	176,129	6,680	182,810		43,651	89,048
Treasury	LUC (LABS) Canada Corp Treasury	50% 100%	7,772	1,385 7,429	1,385 15,201	7,772	692 7,429	692 15,201	22,585	22,585	23,037
, , , , , , , , , , , , , , , , , , , ,	LUSC US - Treasury	100%		2,530	2,530	-	2,530	2,530	5,725	5,725	5,840
			1,903,887.99			966,584.07		1,130,523.49	2,040,419.28	1,085,074.85	

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## Table 2 – Affiliate Transactions (2019-2021)

Affiliate Transactions 3 2019 Actual 2021 Budget 2020 Forecast 5 Service Level Agreement (SLA) 6 EGD 167 7 Gazifere 637 8 Saint Lawrence Gas 9 Maritimes and Northeast Pipelines 865 10 Total SLA \$ 1,669 \$ 11 12 13 Corporate Allocations 14 Enbridge Inc.\* \$ 1,502 \$ \$ APUC 15 79 16 LUC (LABS) 957 1,084 LUC (LUC) 17 71 169 18 LUSC (US) 1,255 1,706 **Total Corporate Allocations** \$ 1,502 \$ 2,283 \$ 3,038 20 21 Recoveries 22 Saint Lawrence Gas (65)\$ (28)(28)Other Affiliates (354)(768)

27							
28	Functional View						
29		2019 Actual		2019 Forecast		2020 Budget	
30							
31	Corporate	\$	266	\$	482	\$	(115)
32	Customer Care		692		46		41
33	Sales		(39)		77		(427)
34	Finance		87		125		946
35	Human Resources		541		(15)		189
36	Information Technology		560		908		1,211
37	Distribution Operations		48		125		241
38	Transportation		951		153		156
39							
40	Total SLA & Corporate Allocations	\$	3,106	\$	1,901	\$	2,242

\$

\$

\$

\$

(65)

3,106

\$

\$

(382)

1,901

(796)

2,242

42 Note: From October to December 2019 Liberty Utilities (Gas New Brunswick) paid a total of \$1,548CAD and \$280USD to other Liberty Utilities companies

24

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**Total Recoveries** 

26 Total SLA, Corporate Allocations & Recoveries

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2019 Actual, 2020 Forecast, 2021 Budget