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Attorneys for Rocky Mountain Power

BEFORE THE PUBLIC SERVICE COMMISSION OF UTAH

In the Matter of the Application of PacifiCorp)
for Approval of a 2009 Request for Proposals)
for Flexible Resource)
)
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)

DOCKET NO. 05-035-47

PETITION FOR APPROVAL OF
STIPULATION RE:
ROCKY MOUNTAIN POWER'S
MOTION FOR ADDITIONAL
PROTECTIVE MEASURES

Rocky Mountain Power, a division of PacifiCorp, hereby submits for approval to the Public Service Commission of Utah a stipulation entered into by and between Rocky Mountain Power, the Utah Association of Energy Users (“UAE”), and Western Resource Advocates (“WRA”) regarding Rocky Mountain Power’s motion for additional protective measures filed September 28, 2007. The Utah Division of Public Utilities (“Division”) also filed a response to Rocky Mountain Power’s motion for additional protective measures, but has declined to participate in the stipulation, while also not opposing it.

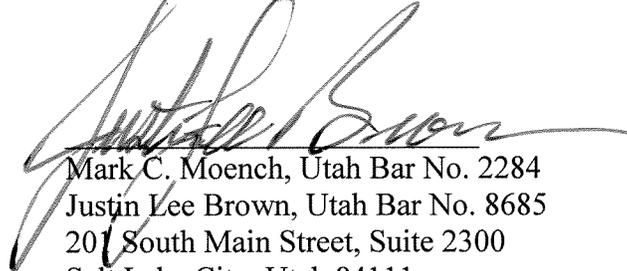
After having received the responses and/or objections filed by the Division, WRA, and UAE, and after having participated in several discussions with the respective parties regarding the additional protective measures sought by the company and the concerns expressed by those who opposed the motion, the parties have agreed to permit the filing of the highly sensitive non-

public information contained in the supporting memorandum under seal and pursuant to the terms and conditions set forth in the stipulation attached hereto as Exhibit A.

WHEREFORE, Rocky Mountain Power respectfully requests that the Commission approve the attached stipulation regarding Rocky Mountain Power's motion for additional protective measures by issuing an order consistent with the terms and conditions set forth in the stipulation.

DATED this 10 day of October 2007.

ROCKY MOUNTAIN POWER



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CERTIFICATE OF SERVICE

I hereby certify that on this 12 day of October 2007, I caused to be e-mailed a true and correct copy of the foregoing Petition for Approval of Stipulation Re: Rocky Mountain Power's Motion for Additional Protective Measures, as follows:

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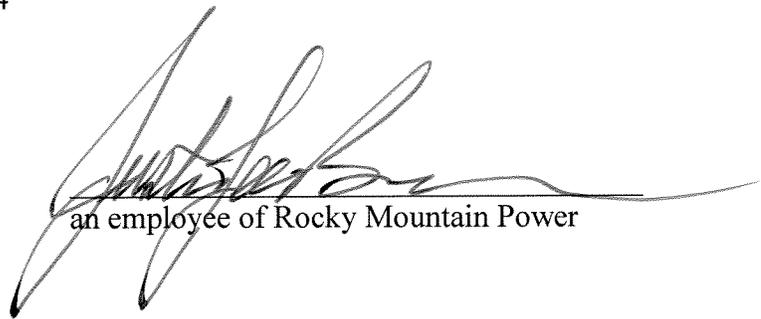
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an employee of Rocky Mountain Power

EXHIBIT A

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DOCKET NO. 05-035-47

STIPULATION RE:
ROCKY MOUNTAIN POWER'S
MOTION FOR ADDITIONAL
PROTECTIVE MEASURES

Rocky Mountain Power, the Utah Association of Energy Users (“UAE”), and Western Resource Advocates (“WRA”) hereby stipulate and agree to permit the filing, under seal, of Rocky Mountain Power’s supporting memorandum identified in its motion to amend its request for proposals under the terms and conditions specified herein.

WHEREAS, Rocky Mountain Power filed a motion for additional protective measures and request for expedited treatment September 28, 2007 (“Protective Order Motion”), indicating that it intended to file a motion to amend its 2012 request for proposals (“2012 RFP”) and in support thereof, intended to file a supporting memorandum that contained certain highly sensitive non-public information that it alleged to be commercially sensitive to the 2012 RFP process, the disclosure of which may jeopardize the integrity of the request for proposal process (“Supporting Memorandum”).

WHEREAS, Rocky Mountain Power filed a motion to amend its 2012 RFP (“RFP Motion”) on October 2, 2007 requesting that the Public Service Commission of Utah (“Commission”) authorize the company to amend its 2012 RFP. In support of its RFP Motion Rocky Mountain Power made reference to a Supporting Memorandum that allegedly contained non-public commercially sensitive information that would subsequently be filed by the company upon the Commission issuing an order granting additional protective measures.

WHEREAS, in further support of its RFP Motion Rocky Mountain Power filed affidavits from the Senior Vice President, Commercial and Trading for PacifiCorp Energy, and the Vice President, Resource Development and Construction for PacifiCorp Energy each stating that they are informed and believe that the bid evaluation and benchmark teams have not shared bid evaluation pricing and have otherwise adhered to the code of conduct governing request for proposals and the sharing of information between bid evaluation and benchmark teams (“Supporting Affidavits”).

WHEREAS, the Commission issued a notice of the motion for additional protective measures and set a deadline for filing objections to the motion of October 5, 2007.

WHEREAS, the Division filed a response to Rocky Mountain Power’s Protective Order Motion October 4, 2007 expressing support for the issuance of an order granting additional protective measures to protect the integrity of the 2012 RFP process in this docket.

WHEREAS, WRA filed a response to Rocky Mountain Power’s Protective Order Motion October 4, 2007 alleging, among other things, that Rocky Mountain Power had not sufficiently established that the information contained in the Supporting Memorandum required the extraordinary additional protections requested by the company and that WRA and other

intervening parties should have access to the bid information pursuant to an appropriate protective order.

WHEREAS, UAE filed an objection to Rocky Mountain Power's Protective Order Motion October 5, 2007 alleging, among other things, that the motion was unnecessary as the existing protective order provided sufficient protection, that the additional protective measures sought by Rocky Mountain Power were overly broad, and that Rocky Mountain Power had failed to adequately demonstrate the need for the additional protection.

WHEREAS, Rocky Mountain Power, WRA, and UAE have discussed their respective positions regarding the additional protective measures sought by the company and as a result have agreed to permit the filing of the Supporting Memorandum under seal under the terms and conditions set forth below.

BASED UPON THE FOREGOING, Rocky Mountain Power, WRA, and UAE hereby stipulate and agree, and respectfully request the Commission enter an Order in this Docket providing as follows:

1. Rocky Mountain Power shall file the Supporting Memorandum under seal with the Commission, marking it as "Highly Sensitive Non-Public Information".

2. The following shall govern the filing, disclosure, and use of the Supporting Memorandum and the information contained in the Supporting Memorandum ("Highly Sensitive Non-Public Information"):

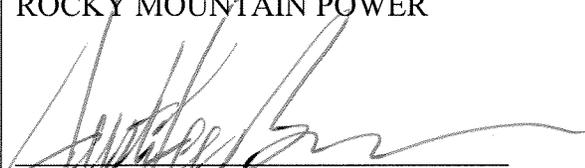
Rocky Mountain Power shall provide a copy of the Highly Sensitive Non-Public Information to counsel for the Utah Division of Public Utilities ("Division"), the Utah Committee of Consumer Services ("CCS"), and the designated independent evaluator ("IE"), who shall keep such Highly Sensitive Non-Public Information secret and confidential in accordance with the Protective Order issued October 13, 2006. A copy of the Highly Sensitive Non-Public Information shall also be provided to the representatives for WRA and UAE (the "Recipients"), and by their signatures to this Stipulation, they each represent, to the best of their

knowledge after reasonable inquiry, that they do not now represent, do not intend to represent, and will refrain during the pendency of Rocky Mountain Power's 2012 RFP from representing, any current bidder or any person or entity that, to their reasonable knowledge, may bid into the 2012 RFP. Rocky Mountain Power further represents and commits that, consistent with its Supporting Affidavits, the Highly Sensitive Non-Public Information has not been and will not be knowingly disclosed to any member of its benchmark team so long as it remains classified as Highly Sensitive Non-Public Information. Each of the Recipients shall treat the Highly Sensitive Non-Public Information in all respects in compliance with the requirements of the Protective Order issued October 13, 2006 and, in addition, shall not provide or disclose the Highly Sensitive Non-Public Information to any client, consultant, expert, or other person or entity, except as specifically provided for herein. Rocky Mountain Power shall also not disclose the Highly Sensitive Non-Public Information to any other person, except as specifically provided for herein. If a request for the Highly Sensitive Non-Public Information is made by any other party, or by any client, consultant, expert or other person or entity affiliated with a Recipient, Rocky Mountain Power shall permit disclosure after the requestor has signed a non-disclosure agreement in the form attached hereto as Appendix A and has otherwise complied with the Protective Order issued October 13, 2006. However, if a party disagrees with the need to sign the non-disclosure agreement or if any party believes additional or different protective measures are appropriate, the party may file a motion with the Commission. In any hearing or other proceedings in which the Highly Sensitive Non-Public Information will be discussed or disclosed, persons other than the Division, CCS, IE, the Recipients, and those who have been permitted access to the information shall be excluded from the proceedings, absent a duly signed non-disclosure agreement or an order of the Commission, and the record of such hearing or proceeding shall be kept and maintained by the Commission under seal.

3. The terms and conditions set forth in this stipulation shall be construed to supplement and not supersede the Protective Order issued by the Commission October 13, 2006.

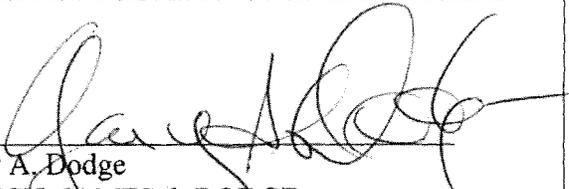
4. Rocky Mountain Power hereby withdraws its Protective Order Motion, without prejudice to its right to seek additional protective measures in the future.

DATED this 10 day of October 2007.

<p>ROCKY MOUNTAIN POWER</p>  <hr/> <p>Mark C. Moench Justin Lee Brown 201 South Main Street, Suite 2300 Salt Lake City, Utah 84111 Telephone No. (801) 220-4050 Facsimile No. (801) 220-3299</p> <p><i>Attorneys for Rocky Mountain Power</i></p>	<p>UTAH ASSOCIATION OF ENERGY USERS</p> <hr/> <p>Gary A. Dodge HATCH, JAMES & DODGE 10 West Broadway, Suite 400 Salt Lake City, Utah 84101 Telephone: 801.363.6363 Facsimile: 801.363.6666</p> <p><i>Attorneys for Utah Association of Energy Users</i></p>
<p>WESTERN RESOURCE ADVOCATES</p> <hr/> <p>Steven S. Michel 2025 Senda de Andres Sante Fe, New Mexico 87501 Telephone No. (505) 995-9951</p>	

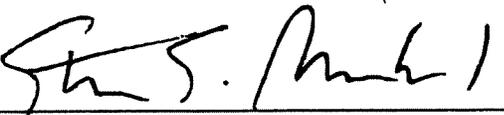
4. Rocky Mountain Power hereby withdraws its Protective Order Motion, without prejudice to its right to seek additional protective measures in the future.

DATED this 10th day of October 2007.

<p>ROCKY MOUNTAIN POWER</p> <hr/> <p>Mark C. Moench Justin Lee Brown 201 South Main Street, Suite 2300 Salt Lake City, Utah 84111 Telephone No. (801) 220-4050 Facsimile No. (801) 220-3299</p> <p><i>Attorneys for Rocky Mountain Power</i></p>	<p>UTAH ASSOCIATION OF ENERGY USERS</p>  <hr/> <p>Gary A. Dodge HATCH, JAMES & DODGE 10 West Broadway, Suite 400 Salt Lake City, Utah 84101 Telephone: 801.363.6363 Facsimile: 801.363.6666</p> <p><i>Attorneys for Utah Association of Energy Users</i></p>
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**APPENDIX A
NON-DISCLOSURE AGREEMENT**

Pursuant to and in connection with Public Service Commission of Utah's ("Commission") Order dated _____, the undersigned hereby commits and represents to Rocky Mountain Power as follows:

1. Unless otherwise ordered by the Commission, I will not use or disclose the Highly Sensitive Non-Public Information except for the purpose of the 2012 RFP proceeding or as otherwise provided for herein.

2. I do not have job functions or business interests that would permit the use of the Highly Sensitive Non-Public Information to my competitive advantage; and I do not now represent, do not intend to represent, and will refrain during the pendency of Rocky Mountain Power's 2012 RFP from representing, any current bidder or any person or entity that, to my reasonable knowledge, may bid into the 2012 RFP.

3. I commit to comply with the Protective Order issued by the Commission on October 13, 2006 in this docket and have executed and returned herewith to Rocky Mountain Power an Appendix A to the same.

4. I represent and commit that I will not provide or disclose the Highly Sensitive Non-Public Information to any other client, consultant, expert, or other person or entity that does not already have access to the Highly Sensitive Non-Public Information without the express advance written consent of Rocky Mountain Power or future order of the Commission.

Dated this _____ day of _____, 200__.

By: _____

Printed Name: _____