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***VIA ELECTRONIC FILING
AND OVERNIGHT DELIVERY***

Gary Widerburg
Commission Secretary
Public Service Commission of Utah
Heber M. Wells Building, 4th Floor
160 East 300 South
Salt Lake City, Utah 84114

Re: PacifiCorp Notice of Affiliate Transaction
Docket No. 05-035-54

Dear Mr. Widerburg:

Pursuant to Commitment U3(2), incorporated in the Public Service Commission of Utah's *Report and Order* approving the *Acquisition of PacifiCorp by MidAmerican Energy Holdings Company* (now known as Berkshire Hathaway Energy Company or "BHE"), issued January 27, 2006, as amended March 14, 2006, and June 5, 2006, Rocky Mountain Power d.b.a. PacifiCorp hereby provides supplemental written notice of an affiliate interest agreement with rate-regulated subsidiaries of BHE.

PacifiCorp entered into an Intercompany Mutual Assistance Agreement (the "Agreement") with MidAmerican Energy Company ("MEC"), Kern River Gas Transmission Company ("Kern River") and Northern Natural Gas Company ("NNG") in September 2011. PacifiCorp, MEC, Kern River and NNG are all indirect, wholly-owned subsidiaries of BHE. The Agreement allows the parties to request the assistance of one another to respond to emergency situations, such as outages due to storms or equipment failures. Assistance is voluntary, meaning the party to whom a request is made may choose whether or not to assist as requested. A September 1, 2011 notice regarding the Agreement was previously filed with the Commission.

BHE has since acquired Nevada Power Company and Sierra Pacific Power Company (both doing business as NV Energy and hereinafter collectively "NVE"). These are now additional rate-regulated subsidiaries of BHE. It was determined that PacifiCorp and the other parties to the Agreement would mutually benefit from the inclusion of additional rate-regulated BHE subsidiaries to the pool of participants in the Agreement. Accordingly, the Agreement is being amended to incorporate these two NVE entities pursuant to a First Amended Intercompany Mutual Assistance Agreement (included with this notice as Attachment A).

As described in the initial notice sent to the Commission, the Agreement is similar in structure to the Intercompany Administrative Services Agreement ("IASA") used by BHE and its

subsidiaries to share administrative services.¹ The Agreement is intended to be an additional tool for responding to emergencies.

All aspects of providing assistance will be governed by the Edison Electric Institute Mutual Assistance Agreement, the Western Region Mutual Assistance Agreement or such other standard voluntary assistance agreements as may be customarily used in the industry, and conforming edits are being made to the Agreement to reflect the underlying terms and conditions of those industry agreements. However, notwithstanding such agreements, reimbursement of costs will be governed by Article 4 of the Agreement. This generally provides that goods will be reimbursed at the replacement costs and services will be reimbursed as a direct charge, service charge or allocation as applicable under the IASA.

The Agreement, as amended, serves the public interest by adding additional, external resources for responding to emergencies. The Company anticipates the need to rely on the Agreement to be rare and does not have estimates on annual spending under the Agreement at this time. PacifiCorp will only provide assistance under the Agreement to the extent doing so will not impair PacifiCorp operations.

Please do not hesitate to contact me if you have any questions.

Best Regards,



R. Jeff Richards
Vice President and General Counsel
PacifiCorp

Enclosures

cc: Chris Parker, DPU
Michele Beck, OCS

¹ The Commission approved the IASA as part of its approval of BHE's acquisition of PacifiCorp. In the Matter of the Application of MidAmerican Energy Holdings Company And PacifiCorp dba Utah Power & Light Company for an Order Authorizing Proposed Transaction, Docket No. 05-035-54 Issued 01/27/2006.