



Timothy K. Clark
Senior Attorney
1407 W. North Temple, Suite 320
Salt Lake City, UT 84116
801-220-4565 Office
Tim.Clark@pacifiCorp.com

March 18, 2020

VIA ELECTRONIC FILING

Gary Widerburg
Commission Administrator
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*,¹ issued January 27, 2006, as amended March 14, 2006, and June 5, 2006, Rocky Mountain Power hereby provides notice of ordinary course affiliated interest transactions from time to time between PacifiCorp and Marmon Utility, LLC DBA Hendrix Aerial Cable Systems (Marmon Utility).

By a prior notice dated December 30, 2016, PacifiCorp provided notice that it was entering into a Master Materials Supply Contract with Marmon Utility for aerial cable system design, supply, and installation services (the "Master Contract"). The terms and conditions of the Master Contract apply to any orders made under the Master Contract prior to December 31, 2019. PacifiCorp desires to amend the Master Contract with Marmon Utility to extend that term through December 31, 2020 (the "Amendment"). A copy of the proposed Amendment is included with this Notice as Attachment A.

PacifiCorp is a wholly-owned subsidiary of Berkshire Hathaway Energy Company (BHE). BHE is a subsidiary of Berkshire Hathaway Inc. (Berkshire). Berkshire currently holds a majority interest in The Marmon Group. The Marmon Group consists of approximately 185 companies, divided into fifteen business sectors including engineered wire and cable, industrial products and building wire. Marmon Utility is a member of The Marmon Group. Therefore, Berkshire's ownership interest in BHE and The Marmon Group may create an affiliate interest relationship between PacifiCorp and Marmon Utility in some PacifiCorp jurisdictions.

¹ As of April 30, 2014, MEHC was renamed Berkshire Hathaway Energy Company

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Marmon Utility manufactures electrical distribution cable, cable systems, and accessories for aerial and underground utility applications. Among the items manufactured by Marmon Utility is covered "spacer cable." Spacer cable is designed to be resilient to incidental contact (e.g. animals, fallen trees and limbs), have increased strength in the event of impact loads, and be tolerant to transient events such as lightning. In addition to the reliability projects described in the prior notice, spacer cable may be used in wildfire mitigation projects. In response to increasing concerns related to wildfires, PacifiCorp is actively taking steps to construct, maintain, and operate its electrical lines and equipment in a manner that will minimize the risk of catastrophic wildfire. The Company has identified several future projects requiring procurement of spacer cable or other aerial cable system design, supply, and installation services. The Amendment provides the necessary extension for these projects to be completed, while continuing the other terms and conditions in the Master Contract.

When needed, Purchase Orders will continue to be prepared in accordance with PacifiCorp's procurement policies and procedures and contain standard commercial terms and conditions to protect the company's ability to provide safe and reliable service. Thus, the continued use of Marmon Utility as supplier of the products under the Purchase Orders will not harm the public interest.

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

Sincerely,



Timothy K. Clark
Senior Attorney
PacifiCorp

Enclosures

cc: Chris Parker, DPU
Michele Beck, OCS

ATTACHMENT A

to

PacifiCorp Notice of Affiliate Transaction

**FIRST AMENDMENT TO
MASTER MATERIAL SUPPLY CONTRACT 4700001118
FOR AERIAL CABLE SYSTEMS DESIGN, SUPPLY, AND INSTALL**

This FIRST AMENDMENT TO MASTER MATERIALS CONTRACT (this "Amendment") is by and between PacifiCorp (Company) whose address is 825 NE Multnomah Street, Portland Oregon 97232, and MARMON UTILITY, LLC dba HENDRIX AERIAL CABLE SYSTEM "Supplier").

RECITALS

- A. PacifiCorp and Supplier are parties to that certain Materials Contract (Contract No. 4700001118," dated as of December 29, 2016 (as amended, modified and supplemented from time to time, the "Contract").
- B. PacifiCorp and Contractor desire to amend the Contract on the terms and conditions specified in this Amendment.

AGREEMENT

In consideration of the foregoing premises and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, PacifiCorp and Consultant agree as follows:

1. Amendments.

- (a) PERIOD OF PERFORMANCE. Article 4: is hereby amended as follows:

"Unless earlier terminated as provided herein, the terms and conditions of this Master Contract shall continue in effect for any Contract (release) agreed to after the execution hereof and prior to December 31, 2020 until final satisfactory completion of all Services thereunder, whether or not the Services are scheduled to be completed prior to the expiration of the foregoing date.

(b) All other terms and conditions of the Agreement between the parties shall remain in full force and effect.

2. Miscellaneous.

(a) Ratification. Except as specifically amended by this Amendment, the Contract shall remain in full force and effect and is hereby ratified and confirmed. This Amendment shall be construed as one with the Contract, and the Contract shall, where the context requires, be read and construed throughout so as to incorporate this Amendment. All documents executed in connection with the Contract shall remain in full force and effect and are hereby ratified and confirmed with respect to the Contract, as amended by this Amendment.

(b) Entire Agreement. This Amendment, together with the Contract and the other documents referred to in, or executed in connection with, the Contract, supersedes all prior agreements and

understandings, written or oral, between Consultant and PacifiCorp with respect to the subject matter of this Amendment.

(c) Counterparts. This Amendment may be executed in any number of counterparts, all of which, when taken together, shall constitute one and the same instrument and the parties to this Amendment may execute this Amendment by signing any such counterpart. Signature pages may be detached from multiple separate counterparts and attached to a single counterpart so that all signatures are physically attached to the same documents.

(d) Effective Date. This Amendment shall be deemed effective upon the date of full execution by authorized representatives of both PacifiCorp and Consultant.

IN WITNESS WHEREOF, the parties hereto have caused this Amendment to be duly executed on their respective behalf, by their respective officers thereunto duly authorized.

PacifiCorp:

By:

Name: David Lucas
Title: Vice President Operations T&D Pacific Power

Date:

Marmon Utility, LLC dba Hendrix Aerial Cable Systems

By:

Name: Robert Biddle
Title: Vice President

Date:

CERTIFICATE OF SERVICE

Docket No. 05-035-54

I hereby certify that on March 18, 2020, a true and correct copy of the foregoing was served by electronic mail to the following:

Utah Office of Consumer Services

Michele Beck mbeck@utah.gov

Division of Public Utilities

Chris Parker chrisparker@utah.gov



Katie Savarin
Coordinator, Regulatory Operations