



Implementation Plan Corporate Presence and Staffing Commitments September 1, 2007

Background

In response to concerns expressed by stakeholders and as a condition of its acquisition of PacifiCorp, MidAmerican Energy Holdings Company made the following commitments regarding local decision making and staffing levels:

Commitment 47: (Corporate Presence) MEHC understands that having adequate staffing and representation in each state is not optional. We understand its importance to customers, to regulators and to states. MEHC and PacifiCorp commit to maintaining adequate staffing and presence in each state, consistent with the provision of safe and reliable service and cost-effective operations.

Commitment U5: PacifiCorp and MEHC commit to maintaining sufficient operations and front line staffing to provide safe, adequate and reliable service in recognition of the level of load and customer growth in Utah.

Commitment U6: PacifiCorp and MEHC commit to increasing the number of corporate and senior management positions in Utah to better reflect the relative size of Utah's retail load compared to the retail loads of the other states. Positions to be examined will include, but not be limited to, engineering, purchasing, information technology, land rights, legal, commercial transactions and asset management. By September 1, 2007, MEHC and PacifiCorp will file a plan with the Commission that explicitly sets forth: (1) senior management positions (and associated corporate personnel positions identified by those senior managers) that have been identified for location in Utah; (2) the timeframe for implementing different stages of the plan; and (3) an economic analysis supporting the cost effectiveness of the plan. MEHC will promptly implement the plan pursuant to the timeframe.

Commitment U7: PacifiCorp and MEHC will authorize senior management personnel located in Utah to make decisions on behalf of PacifiCorp pertaining to (1) local Utah retail customer service issues related to tariff interpretation, line extensions, service additions, DSM program implementation and (2) customer service matters related to adequate investment in and maintenance of the Utah sub-transmission and distribution network and outage response. MEHC and PacifiCorp will include a description of the implementation of this commitment in the filing required in Commitment U 6.

Commitment O2: a) The corporate headquarters of PacifiCorp will remain in Oregon. MEHC commits to maintaining a balance of corporate and senior management positions between Oregon and Utah. To achieve such balance, MEHC may decide as appropriate to locate a few corporate and senior management positions, and associated staff, in Utah, if cost effective. By September 1, 2007, MEHC and PacifiCorp will file a plan with the Commission that explicitly sets forth: (1) corporate and senior management positions (and associated corporate personnel positions) that have been identified for location in Oregon and Utah; (2) the timeframe for implementing different stages of the plan; and (3) an economic analysis supporting the cost effectiveness of the plan. MEHC will promptly implement the plan pursuant to the timeframe. If corporate or senior managers, and related staff, are relocated from Oregon to Utah under the Plan, the costs of relocation will not be included in Oregon rates.

b) PacifiCorp and MEHC will ensure that senior management personnel located in Oregon continue to have authority to make decisions on Add Oregon Commitments behalf of PacifiCorp pertaining to (1) local Oregon retail customer service issues related to tariff interpretation, line extensions, service additions, DSM program implementation and (2) customer service matters related to adequate investment in and maintenance of the Oregon sub-transmission and distribution network and outage response. Such decisions will be subject to normal and prompt corporate approval procedures, senior executive approval and board approval, as appropriate. MEHC and PacifiCorp will include a description of the implementation of this commitment in the filing required in paragraph a).

In response to these commitments and to improve the quality of service provided to PacifiCorp's customers and to improve regulatory and community relationships, MidAmerican Energy Holdings Company restructured PacifiCorp at the time of the acquisition creating three distinct operating divisions: PacifiCorp Energy, Rocky Mountain Power and Pacific Power. Consistent with the commitments made to regulators in Oregon, the headquarters of PacifiCorp remains in Portland, Oregon, along with the headquarters of Pacific Power. The remaining two divisions, PacifiCorp Energy and Rocky Mountain Power, have headquarters in Salt Lake City, Utah.

To maintain consistency regarding policies and controls and to leverage expertise and resources, certain company-wide functions remain primarily centralized: finance, accounting, information technology, environmental policy, procurement, internal communications and human resources. While legal has been decentralized, overall responsibility is held by PacifiCorp general counsel, which has been relocated to Salt Lake City. For reference PacifiCorp's organizational structure is outlined in attachment A.

The intent of the report is to 1) summarize the progress made during MidAmerican Energy Holdings Company's eighteen months of ownership with respect to these commitments, 2) identify areas where additional actions may be considered to ensure compliance with the intent of the commitments; and 3) identify potential relocation of company-wide functions consistent with commitment U6.

Decisions regarding staff relocations or new hires must consider the following factors: benefit to customers, costs to customers, and overall resources required to maintain safe reliable service.

In conjunction with the status of staffing change made to date, the company has created a formal review process for each management position as vacancies occur and new functions are created to determine the appropriate location for the position or function. The review is conducted at the monthly PacifiCorp presidents' meeting and is facilitated by human resources staff. The decisions are made by the three division presidents. The criteria for the review include consistency with the acquisition commitments, the cost to the customers, the benefits to the customers and the resources required to provide safe reliable service throughout the six state service territory.

Progress on Commitments

Over the first eighteen months, MidAmerican Energy Holdings Company has successfully implemented a decentralized management structure at PacifiCorp for delivery, major customers and customer relations, and local presence functions while retaining a centralized approach to key corporate and control functions. This was accomplished through the creation of the three operating divisions discussed on page 4.

The cost efficiency initiatives implemented since the acquisition of PacifiCorp by MidAmerican Energy Holdings Company have contributed to improving the balance of senior management positions (directors and up) between Oregon and Utah through the elimination of 96 positions. Of these 96 positions:

- 80% were located in the company's headquarter offices in Portland, Oregon
- 77% were in non-operational areas

Consequently, while relatively few employees have been transferred, some positions vacated by attrition have been transferred to Utah (e.g., PacifiCorp General Counsel) and some Utah positions have been expanded and elevated (e.g., Director, Revenue Requirements, with responsibility for all six states). As a consequence, the relative percentage of management positions in Utah has increased.

	Directors and up			
	March 1, 2006		July 31, 2007	
	Employees	Percentage	Employees	Percentage
Oregon	193	72%	97	64%
Utah	49	18%	44	29%
Other	28	10%	10	7%

While PacifiCorp Energy and Rocky Mountain Power are headquartered in Utah, senior managers from both organizations are located throughout the company's service territory. Likewise, while both PacifiCorp and Pacific Power business are headquartered in Oregon, senior managers from both organizations are also located throughout the company's service territory.

Current Company Structure

The company has assigned responsibility to the business units to assure that the functional and regional aspects of the commitments are met. The following sections describe the responsibilities of each of the three PacifiCorp business units and corporate services.

PacifiCorp Energy

PacifiCorp Energy was created to operate generation, wholesale trading, and mining resources to ensure a sufficient supply of energy is available to meet Rocky Mountain Power and Pacific Power customer demand at the least cost after consideration is given to risk. The division has been tasked with:

- complying with federal, state and local environmental laws related to the company's hydroelectric, geothermal and thermal generation (a new position of PacifiCorp Energy general counsel was created and located in Salt Lake),
- forecasting Rocky Mountain Power and Pacific Power customer demand for energy,
- developing and implementing a long term strategy aimed at ensuring sufficient energy and capacity is available to satisfy the needs of Rocky Mountain Power and Pacific Power customers (integrated resource planning),
- constructing, up-grading and managing company-owned generation,
- developing and implementing a fuel management strategy to ensure sufficient fuel is available to the on-going operational requirements of the company's generating units,
- acquisition of long term resources, including acquisitions from qualifying facilities, and
- minimizing the cost of energy to retail customers through the acquisition and sale of wholesale energy products.

To ensure the delivery of the above goals, the division president was given direct line authority over the areas outlined above. PacifiCorp Energy relies on Rocky Mountain Power and Pacific Power for communications, regulatory and government affairs support in their respective states. A high level organizational structure for PacifiCorp Energy, including the headquarter location for each function is included in attachment B.

Rocky Mountain Power

Rocky Mountain Power was created with the express purpose of improving retail service to customers and responsiveness to key stakeholders in Idaho, Utah and Wyoming, and

the company's regulatory and legislative affairs in Montana (where the company still has assets). To ensure responsiveness to local issues, the Rocky Mountain Power president was given direct line authority over the major customer and community relations, system reliability including the maintenance approach and planning, expense and capital budgets, environmental compliance, labor relations and communications in Utah, Idaho and Wyoming. The Rocky Mountain Power president has shared authority with MidAmerican Energy Holdings Company senior vice president over regulatory and government affairs functions in Utah, Idaho and Wyoming. Most of the regulatory functions other than state managers are shared among the six states. For example, the responsibility for the regulatory functions of revenue requirements and ten-year budgeting for all six states rests with a new director position located in Utah. The President of Rocky Mountain Power has direct line authority over customer services throughout PacifiCorp excluding major customer and community relations. Rocky Mountain Power's high level organizational structure is outlined in attachment C. Position descriptions for Rocky Mountain Power president's direct reports are included in attachment F.

Pacific Power

Pacific Power was similarly created to focus on service to customers and responsiveness to key stakeholders in California, Oregon and Washington. The Pacific Power president was given direct line authority over customer and community relations, system reliability including the maintenance approach and planning, expense and capital budgets, legal and environmental compliance, labor relations and communications in California, Oregon and Washington. The Pacific Power president has shared authority with MidAmerican Energy Holdings Company senior vice president over regulatory and government affairs in California, Oregon and Washington. Most of the regulatory functions other than state managers are shared among the six states. For example, the responsibility for the regulatory functions of rate design and cost of service for all six states rests with a director position located in Oregon. The president of Pacific Power has direct line authority over transmission and asset management including standards and design throughout PacifiCorp. A high level organizational structure for Pacific Power, including the headquarter location for each function is included in attachment D. Detailed job descriptions for Pacific Power's Senior Management Team is included as attachment G.

Shared and Corporate Services

In a number of areas as noted earlier, a shared service model was utilized to in an attempt to reduce costs and ensure consistency. As a result, the customer call centers, call center support functions, metering, tariff management, transportation and tree trimming functions are housed within Rocky Mountain Power. Asset management, including maintenance and risk management planning, design, estimating, spatial forecasting and post peak analysis, transmission, environmental services and joint use are located within Pacific Power.

Consequently, while the presidents and their direct reports are accountable for the overall

performance of their respective operations, they rely on support from the previously described shared functions in order to deliver the company's business objectives. In order to assure the alignment of the shared and support functions, a clearly communicated set of goals are developed for these functions in support of the business units. Several management processes are used to quickly identify performance issues and create a high level of coordination.

In response to the commitments, the shared functions were reviewed to determine if additional actions should be taken to regionalize any functions. If operating justification existed, consideration was then given to cost and timing of the action. It should be noted that, in general, the cost of relocating existing employees and the potential loss of key skills dictates that the relocation of staff function is accomplished through attrition rather than the transfer of personnel. Attachment E contains the findings of this review.

Additional Staffing and Organizational Changes

In addition to the structural changes described above, MidAmerican Energy Holdings Company has made the following changes to support compliance with the commitments:

- Accountability for the following activities was assigned to Rocky Mountain Power's senior management and to Pacific Power's senior management team, respectively: 1) customer services, including local retail customer service issues related to tariff interpretation, line extensions and service additions, 2) network reliability and investment delivery, including matters related to adequate investment in the sub-transmission and distribution network, 3) transmission and distribution operations, including maintenance of the sub-transmission and distribution network and outage response 4) construction management, including land rights, 5) operational and financial performance 6) legal (including PacifiCorp general counsel) and 7) regulatory and governmental affairs. Attachments H and I contain the delegation of authority documents.
- In creating Rocky Mountain Power, MidAmerican transferred nine positions to Salt Lake City, Utah from Portland, Oregon to establish an area planning support group. Area planning support prior to the creation of Rocky Mountain Power was managed through Portland. At the time Rocky Mountain Power was created, three area planning positions were filled and in place in Salt Lake City. Along with these three positions, six other positions were transferred from Portland to Salt Lake City. The positions were two area planners, three five-year study engineers and one manager. The area planning group is responsible for identifying network infrastructure upgrades needed to meet current and projected customer needs.
- A commercial and trading position was created in Salt Lake City to address commercial negotiations with industrial customers, small municipals and qualifying facility developers.

Review of Future Commitment Implementation

While MidAmerican Energy Holdings Company has provided a strong foundation to ensure compliance with the local/regional presence commitments, it is recognized that these commitments are continuing in nature. Thus, a plan, process and criteria are in place for ensuring continued compliance. As stated earlier, decisions regarding the location of management positions as vacancies occur and new functions that are created will be reviewed at the monthly presidents' meetings. The decisions regarding location will be based on criteria that include compliance with the spirit of the commitments, the cost to the customers, the benefits to the customers and the resources required to provide safe reliable service throughout the six state service territory.

Summary

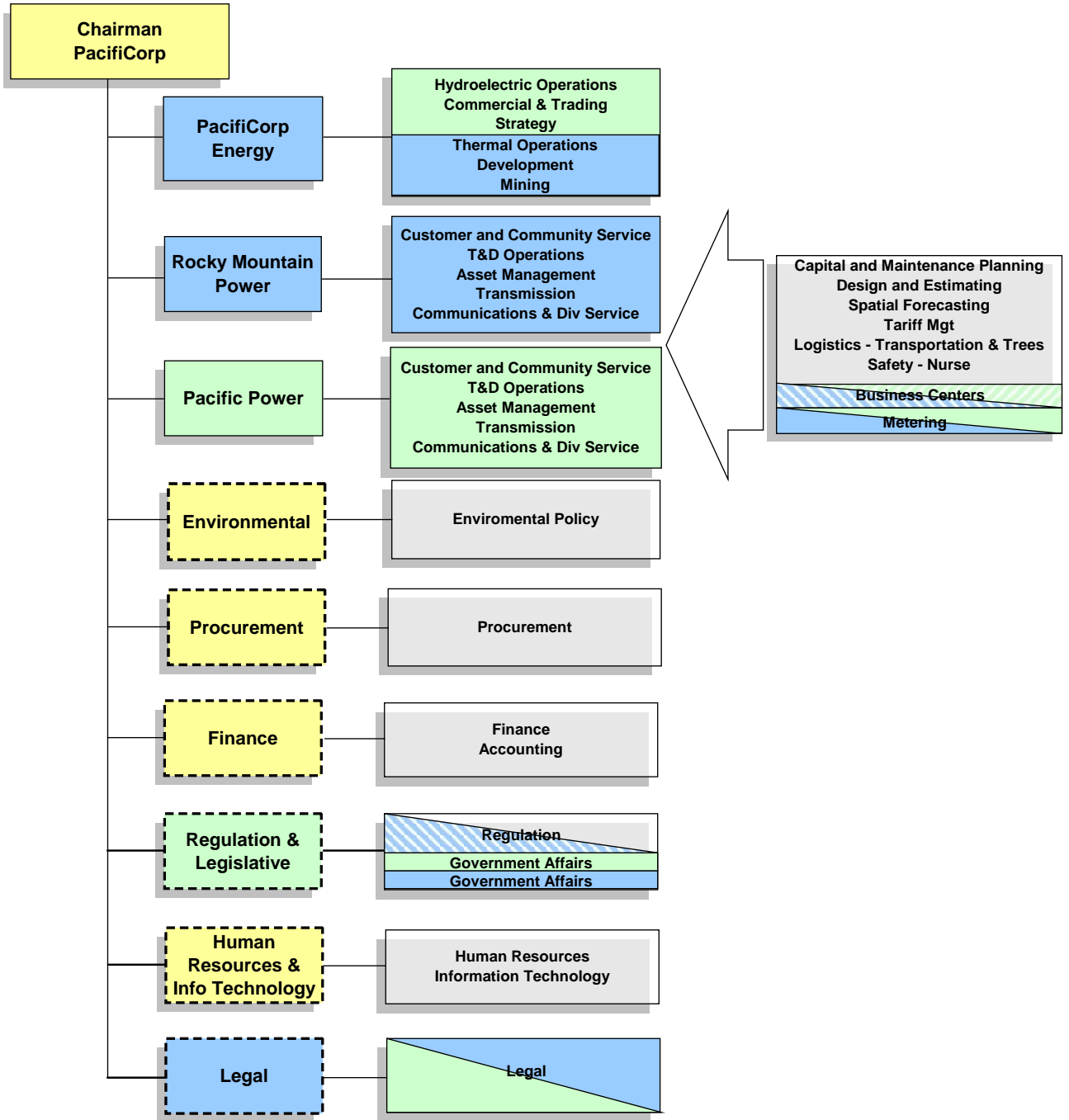
The six state regulatory commissions approved MidAmerican Energy Holding Company's purchase of PacifiCorp based on several commitments to which MEHC and PacifiCorp agreed. Among these commitments are the corporate presence and staffing commitments described in this report.

MidAmerican moved swiftly to reorganize the company and move retail operations and customer service responsibilities to the Pacific Power and Rocky Mountain Power business units. Local decision making was immediately given to these respective organizations. This integration plan was designed to gain efficiencies while meeting commitments. This activity has taken several months to accomplish.

Because the company is performing at a high level, cost efficient opportunities to reassign complete functions or work groups geographically that would directly benefit customers are limited. Therefore, major functional staff relocations are not recommended at this time.

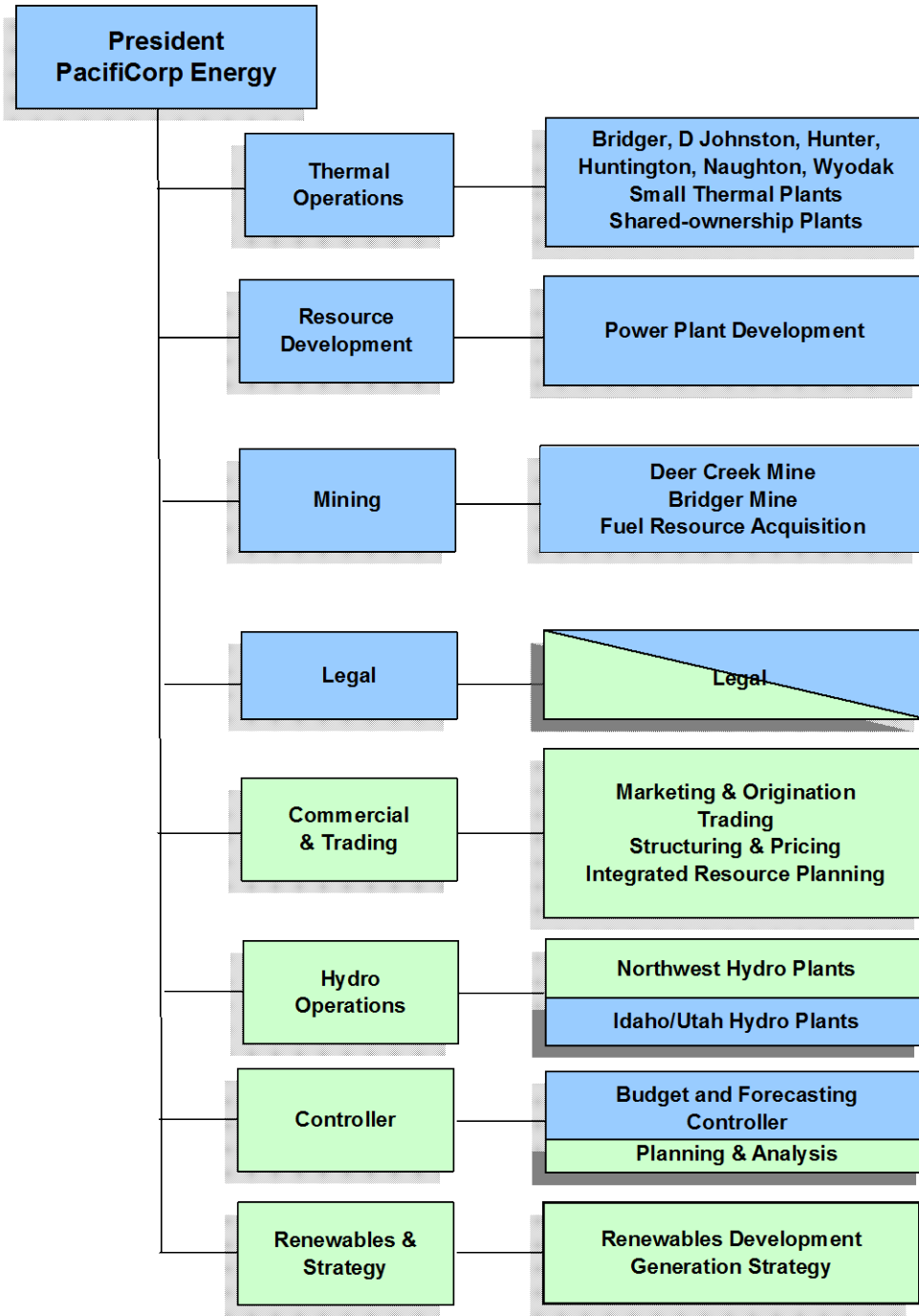
However, the company is fully aware of its obligation to comply with and meet these commitments on an ongoing basis. As a result, a plan, process and criteria are in place to review the appropriate location of management positions as vacancies occur and new functions that are created. As stated in the report, in general changes will take place through attrition or growth in employees.

Attachment A PacifiCorp Organization



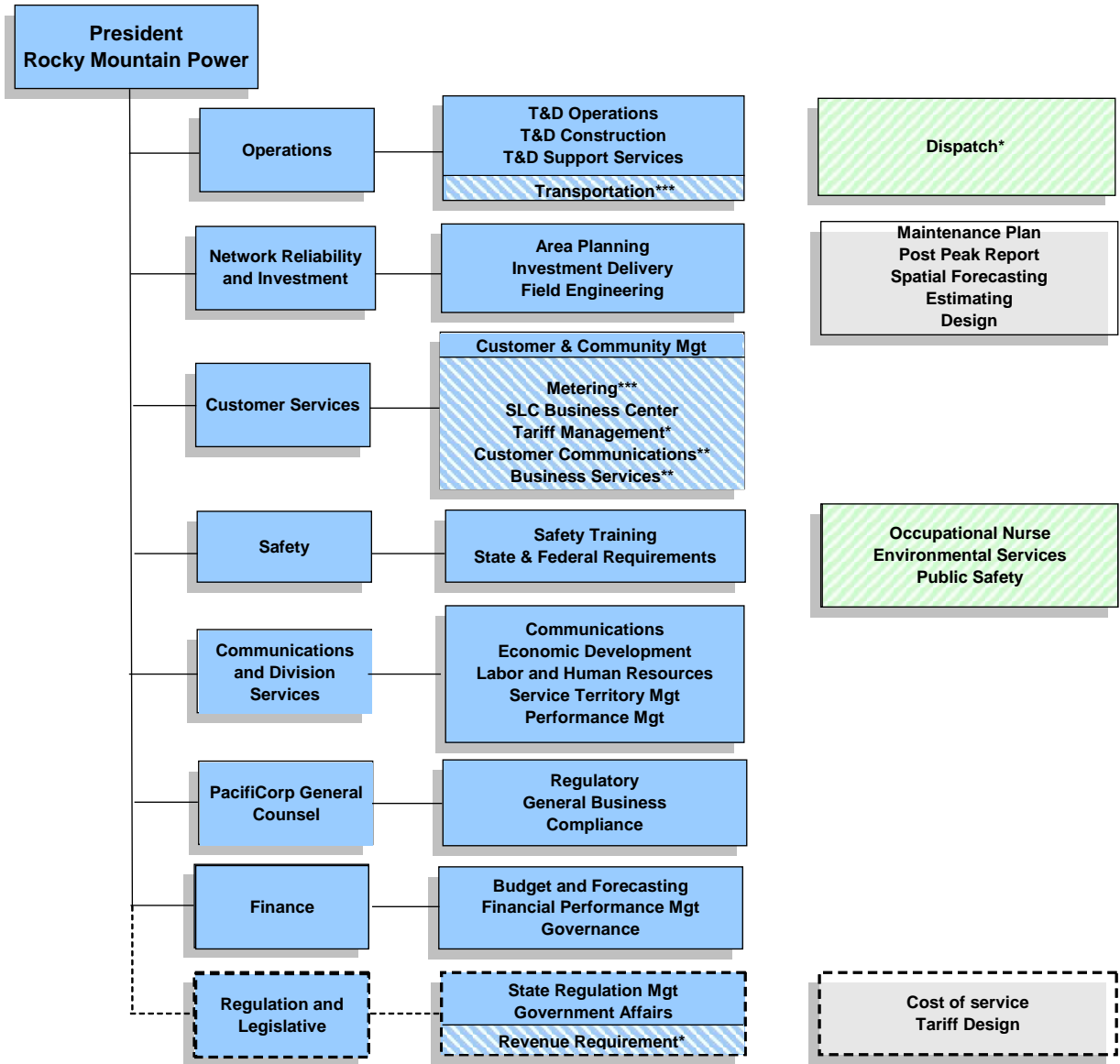
- Iowa based personnel
- Salt Lake based personnel
- Portland based personnel
- Shared Resources based in Salt Lake City
- Shared Resources based in Portland
- Senior management responsibility assigned to MidAmerican Energy Holdings Company

Attachment B
PacifiCorp Energy Organization
Current



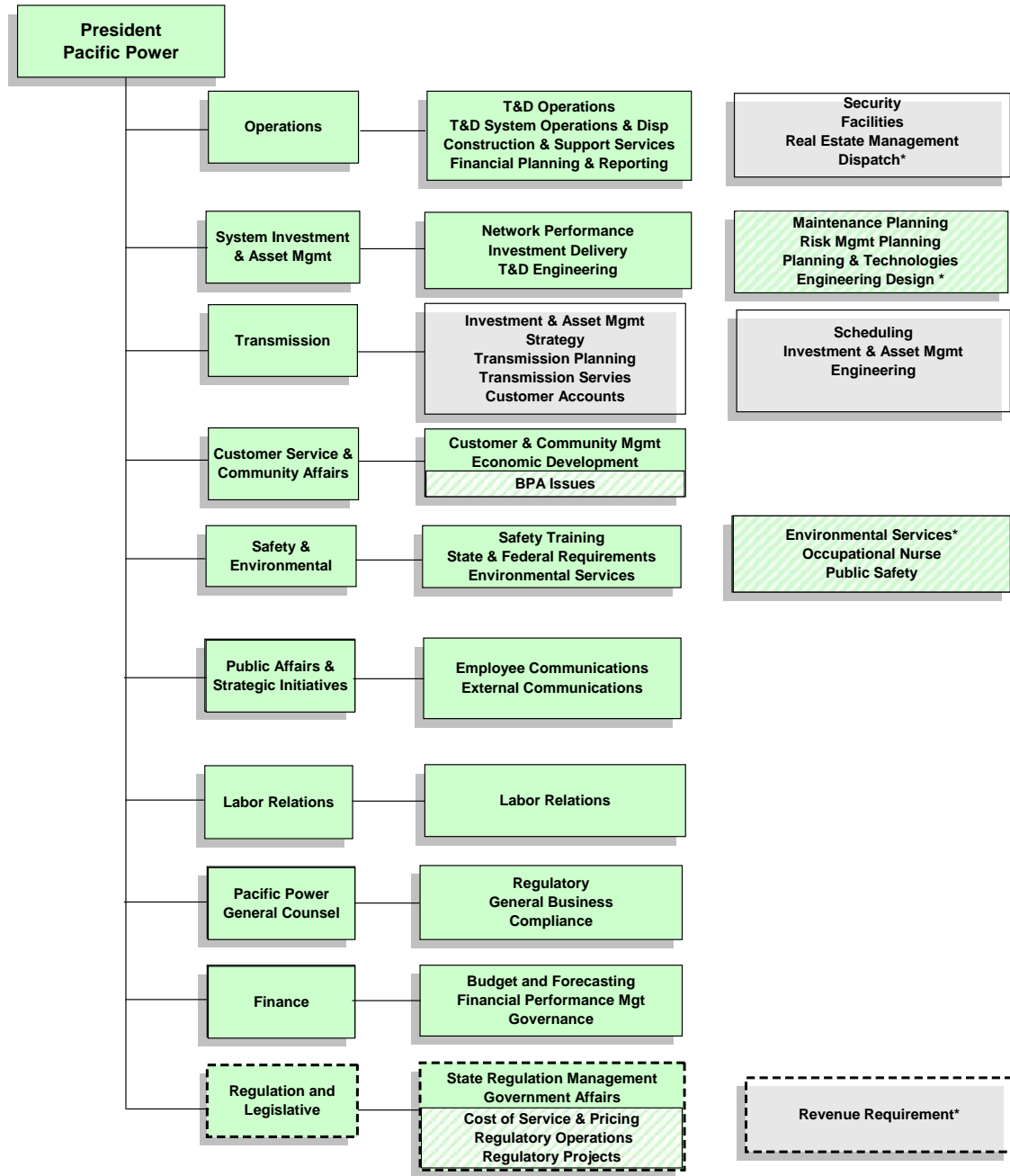
Salt Lake & mountain states based personnel
 Portland & northwestern states based personnel

Attachment C Rocky Mountain Power Organization Current



- Rocky Mountain Power based personnel serving Rocky Mountain Power customers
- Rocky Mountain Power based personnel serving both Pacific Power and Rocky Mountain Power
- Pacific Power based personnel serving Pacific Power customers
- Pacific Power based personnel serving both Pacific Power and Rocky Mountain Power
- Senior management responsibility assigned to MidAmerican Energy Holdings Company
- * personnel are based in both Salt Lake City and Portland
- ** personnel are Portland based
- *** personnel are located throughout service territory

Attachment D Pacific Power Senior Management Current



- Rocky Mountain Power based personnel serving Rocky Mountain Power customers
- Rocky Mountain Power based personnel serving both Pacific Power and Rocky Mountain Power
- Pacific Power based personnel serving Pacific Power customers
- Pacific Power based personnel serving both Pacific Power and Rocky Mountain Power
- Senior management responsibility assigned to MidAmerican Energy Holdings Company
- * personnel located in Salt Lake and Portland

Attachment E
Staffing Review and Plan

Shared Functions		Justification for Shared Function	Recommended Changes
Department	Group		
Customer Services	Call Centers	Currently, the company has two call centers one located in Portland, Oregon and one in Salt Lake City, Utah, both managed through the Rocky Mountain Power division. These centers are functionally segmented, with each center handling different types of calls and back office work. Each center will answer outage calls, depending on the number and extent of the outages. By functionalizing the work expertise can be leveraged thereby increasing responsiveness to customers.	Regionalization is not recommended at this time. The cost associated with technology enhancements necessary to achieve the regionalization is estimated at \$1.2m with limited benefits to customers.
	Metering	The load research and meter engineering departments are shared services hosted by Rocky Mountain Power with Pacific Power housing metering information technology system support. The host organization was selected based on the initial location of employees.	Regionalization is not recommended at this time. The strong interdependencies with the call centers (late routes, billing suspends and collections) that impact workload and customer satisfaction, the impact metering has on the retail revenue Sarbanes-Oxley controls owned by customer services and the introduction of new automated meter reading technology dictate that the metering organization be aligned with the call centers. In addition there is no identified customer benefit.
	Business Services	Business services is responsible for billing (automated residential and manual industrial), the majority of the customer services 43 Sarbanes-Oxley controls, customer services technology support and products/projects/process. While located in Portland this shared service is managed through the Rocky Mountain Power division.	Regionalization is not recommended at this time. The technology supporting customer services will remain shared since to duplicate this organization could be detrimental to the current control environment. In addition, given the business services dependence on information technology, the business services function should be aligned geographically with information technology organization.
	Tariff management	The tariff policy or customer and regulatory liaison organization is responsible for customer complaints, guarantee program, low income programs, tariff rules and energy services contracts. This shared service function is located in Portland and managed through the Rocky Mountain Power division.	It is recommended that as attrition occurs the function be considered for regionalization to ensure support of local customer service issues.

	Customer communications	The customer and community communications is a shared service managed through the Rocky Mountain Power division. The department is a small group that currently maintains consistent customer communications where appropriate (products, services, energy efficiency, safety, etc.) but tailors messages for Rocky Mountain Power and Pacific Power as needed. Most of the communications developed by this group are identical for customers of both service territories except for the logo and company name.	Regionalization is not recommended at this time given synergies achieved through the shared resources. Duplication of this function would introduce inefficiency without clear customer benefits.
Asset Management	Engineering Design	In general, centralized design engineering support for delivering substation, transmission, protection & control, and civil engineering and design requirements for Engineer-Procure-Construct (EPC) projects, ensures consistency of design throughout utility. This in turn leads to cost efficiencies in the construction and operations of the company's transmission and distribution assets. Primary functions include developing project scope, design criteria, technical specifications, EPC technical bid package, technical evaluation criteria, EPC bid evaluation, design review, construction support, right-of-way and permitting support, and substation siting support.	Given the market for engineers and current knowledge and skill base of the Portland staff relocation of this function would be costly. It is recommended however to increase local oversight of projects that nine professional project engineer positions be filled to provide detailed engineering oversight of major projects from scoping to commercial operations. The plan would be to have one of the engineers assuming management responsibility for the group. Further increases to the Salt Lake staff should be considered as positions are made available through attrition or addition of new resources.
	Maintenance Planning	This is a group of highly skilled engineers that work with the respective divisions in establishing maintenance plans. The host organization was selected based on the initial location of employees.	During the fourth quarter of 2007 a new position will be established in Salt Lake City with responsibility for crisis management and coordination of risk management. In addition, the location of positions within these organizations should be considered as positions are made available through attrition or the addition of new resources.
	Risk Management Planning	This is a group of highly skilled engineers that leverage knowledge and information in establishing each division's asset risk management plan. The host organization was selected based on the initial location of employees.	

	Planning and Technologies	This is a small group of highly skilled engineers that undertake among other projects spatial forecasting and the post peak analysis. The host organization was selected based on the initial location of employees.	See above
Operations	Distribution Dispatch	PacifiCorp is divided into two dispatch areas 1) Portland which has distribution dispatch responsibility for the states of California, Oregon, Washington and Eastern Wyoming, and 2) Salt Lake which has distribution dispatch responsibility for the states of Utah, Idaho and Western Wyoming. Both dispatch offices report to the senior management of Pacific Power.	Regionalization is not recommended at this time given that technology and the need for redundancy between the two centers is critical. This function should be periodically reviewed to determine if technology advancement would make regionalization of the function feasible without jeopardizing reliability and while improving responsiveness.
	Logistics (Utah based)	Transportation, vegetation and street lighting support reside within the Rocky Mountain Power division. While these shared functions are headquartered in Salt Lake City the personnel are based throughout the service territory. The decision to centralize these functions under a single manager was based on the need for consistency in policy, approach and training and to ensure the relationship with vendors is optimized.	Regionalization is not recommended at this time. The location of positions within these organizations should be considered as positions are made available through attrition or the addition of new resources.
	Logistics (Oregon based)	Security, facility management and joint use reside within the Pacific Power division. While these shared functions are headquartered in Portland the personnel are based throughout the service territory. The decision to centralize these functions under a single manager was based on the need for consistency in policy, approach and training and to ensure the relationship with vendors is optimized.	Regionalization is not recommended at this time. The location of positions within these organizations should be considered as positions are made available through attrition or the addition of new resources.
Health, Safety and Environmental Services	Environmental Services	Environmental compliance support for Rocky Mountain Power is managed by Pacific Power's director of health, safety and environmental services.	It is critical from a cost management standpoint to share environmental expertise (e.g., avian protection, spill management and oil handling). However, in recognition that compliance with federal, state and local environmental regulations and commitments is the responsibility of the division presidents, it is recommended that a review of current structural arrangements take place to optimize on-the-ground resources.

Procurement		This is a company-wide function. At the time the commitments were made, 34 of the 54 staff positions were located in Portland, 2 in Salt Lake City and the remaining 18 at various generating plants throughout the service territory. While currently unfilled, 7 positions have been relocated to Salt Lake City.	The long term plan is to retain 18 procurement positions in Portland to support information technology, corporate (human resources, financing, etc.), hydroelectric generation and Pacific Power. The balance of the procurement department would be located at the PacifiCorp Energy generating sites and in Salt Lake City. The location of the director's position will be reviewed when the position is made available through attrition.
Information technology		Information technology organization currently has a total of 409 positions. Of the 409 positions, 356 are located in Oregon, 36 in Utah and an additional 4 are located in other areas served by Pacific Power and Utah Power.	While considerable synergies are achieved from centralizing the information technology function, benefits can also be achieved by tapping the Utah labor market. The location of positions within this organization should be considered as positions are made available through attrition or the addition of new resources.
Commercial and Trading	Demand-side Management	There are currently thirteen staff members within the demand-side management organization, twelve based in Portland and one based in Salt Lake City. The company utilizes third party vendors to deliver demand-side management to the company's retail customers. Consequently, while the internal staff is primarily located in Portland, Oregon, vendor staffing is local.	Additional demand-side management activity is anticipated in Utah and Wyoming. Consequently, the location of additional positions in Utah within this organization should be considered as positions are made available through attrition or the addition of new resources.

Attachment F
Rocky Mountain Power
Senior Management Position Descriptions

Rocky Mountain Power President Richard Walje

Responsible the ensuring the delivery of safe reliable electric service to Rocky Mountain Power customers in Utah, Idaho and Wyoming while working to pursue the company's position as a low cost supplier.

Responsibilities include:

- Ensuring that the company's activities are conducted with the greatest respect for the safety and welfare of employees and the general public.
- Ensuring that the company not only complies with local, state and federal environmental requirements but demonstrates respect for the environment.
- Ensuring that all expenditures are prudent and in the interest of Rocky Mountain Power customers.
- Improving processes and responsiveness to customer transactions and issues.
- Long term planning for transmission and distribution upgrades and additions and customer services processes and technology upgrades.
- Assuring that the company prudently deploys capital in an effort to provide reliable service while maintaining the company's current low cost position.
- Improving the overall reliability of Rocky Mountain Power's transmission and distribution, focusing on reducing interruptions and durations of such interruptions.
- Focusing on improving the long term condition of all Rocky Mountain Power assets.
- Ensuring the company is effectively communicating with customers, regulators and other stakeholders.
- Improving the efficiency and performance of all Rocky Mountain Power employees.
- Managing labor costs through negotiations of labor agreements and the implementation of market based compensation and benefits.
- Overseeing the company's interactions with regulators including but not limited to the filing of general rate cases, responding to individual complaints, etc.

PacifiCorp and Rocky Mountain Power
Senior Vice President and General Counsel
Mark Moench

Responsible for Rocky Mountain Power legal activities including compliance with federal and state laws and regulations, standard of conduct compliance, code of conduct compliance, coordination of internal and external attorneys, contracting practices and standards, litigation, and coordination of legal requirements with MEHC. Provide legal support for PacifiCorp corporate matters.

Responsibilities include:

- Provide legal services to the organization including defense of the company in regulatory and court proceedings involving state utility commission matters, personal injury, property acquisition, operation, maintenance and construction activities, finance and human resources matters, including setting of reserves.
- Provide legal services to PacifiCorp for corporate matters including finance, transaction commitment compliance and mergers and acquisitions.
- Creating and implementing corporate legal compliance programs, including compliance with FERC Standards of Conduct and Code of Conduct requirements.
- Establish contracting practices and standards that will be followed by the organization
- Manage the day-to-day legal requirements of the organization including litigation management, regulatory support, and coordination of internal and external legal support and budgets.
- Advising the company on compliance with Sarbanes-Oxley and other matters of securities law.
- Representing the company before the Federal Energy Regulatory Commission, Internal Revenue Service and other regulatory bodies.
- Overseeing corporate governance & Board actions.
- Establishing documentation standards and approval processes.
- Serving as the PacifiCorp statutory Corporate Secretary.
- In concert with MidAmerican Energy Holdings Company, oversee the implementation of the numerous commitments agreed with state regulators in settlements during the MidAmerican Energy Holdings Company transaction approval proceedings.

Vice President Transmission & Distribution Operations

Paul Radakovich

Responsible for constructing, operating, maintaining and extending Rocky Mountain Power's transmission and distribution network in Idaho, Utah and Wyoming while ensuring employee safety, system reliability and customer satisfaction.

Responsibilities include:

- Continuing improvements in the health & safety of our field employees.
- Management of the day-to-day operation, maintenance, outage restoration and construction of the distribution and transmission systems.
- Maintenance and construction of substations; outage management and supply security.
- Restoration management and control of PacifiCorp's distribution network.
- Development of operational improvement plans for the Rocky Mountain Power T&D Operations business to proactively evolve the operations business for optimal operating efficiency while providing exceptional customer service.
- Analysis of budget and performance to support the Rocky Mountain Power T&D Operations division.
- Collaboration with Engineering & Asset Management, Customer Services, Commercial & Trading, Generation and Transmission to provide safe, reliable and affordable power to our customers.
- Management of the business support functions including Transport for PacifiCorp, material logistics, vegetation management, Rights of Way and Property Transactions, Resource Management and Facilities in Utah, Idaho, and Wyoming.
- Coordinate tasks related to managing our business within company governance, guidelines and applicable regulations.

Vice President Customer Services

Karen Gilmore

Responsible for delivering retail revenue of approximately \$2.6 billion a year and providing operationally efficient, quality service to Rocky Mountain Power and Pacific Power residential and commercial customer and to Rocky Mountain Power industrial customers and communities.

Responsibilities include:

- Lead the metering functions including meter reading, meter installations, meter engineering, meter maintenance and testing, site verifications, revenue protection, and collections.
- Minimize the company's bad debt write-off.
- Generate over 23 million customer bills a year (including past due and final notices).
- Ensure appropriate controls are designed and operating to deliver accurate retail revenue and that rules and regulations are complied with.
- Lead two functional call centers, the Portland Customer Contact Center for new service, billing, and general inquiries and the Wasatch Customer Collection Center for payment arrangements, collections, irrigation, and small and mid-size business and government accounts.
- Ensure customers can easily and quickly report power outages and receive timely and accurate outage restoration information.
- Manage the company's Customer Guarantee program consisting of seven promises of service to customers.
- Resolve customer complaints.
- Work with the six state Commissions to ensure our tariffs and rules are equitable for both customers and the company.
- Manage all interactions with Rocky Mountain Power's largest customers with peak demands over 700 kilowatts or revenues in excess of \$200,000 per year, including large irrigation accounts. Services include field billing audits, reducing peak load, load forecasting, energy efficiency, renewable products, power quality, demand side management, credit issues, and outage communications.
- Manage relationships with the communities in which Rocky Mountain Power serves including franchise agreements, facilities siting, donation strategies, and volunteer activities.
- Educate customers and communities on our products and services while reinforcing our key messages of safety, reliability, efficiency, sustainability, value, and services.
- Ensure the underlying processes and technologies are in place to support the customer service functions.
- Implement customer service operational improvements to reach optimal operating efficiency while providing exceptional customer service.

Vice President Communication and Division Services

Carol Hunter

Responsible for a wide variety of Rocky Mountain Power support activities including, employee communications, risk and crisis management, human resources and labor relations, business planning and performance management, service territory issues, environmental services and economic development, in addition the vice president of communications and division services is responsible for Rocky Mountain Power and PacifiCorp Energy's external communications in Utah, Idaho and Wyoming.

Responsibilities include:

- Direct, review and approve communications to Rocky Mountain Power's employees
- Direct the development, implementation and refresh of Rocky Mountain Power's asset risk management plan and crisis management plan.
- Review the various organizations within Rocky Mountain Power to ensure the structures, including span of control, are optimized for performance.
- Work with PacifiCorp's human resource department implement human resources policies, processes and procedures for performance.
- Work with the senior management team to establish goals, ensure delivery and evaluate performance.
- Work with municipal utilities and rural electric cooperative to identify and implement cost effective solutions consistent with state statutes and laws when service territory issues arise.
- Ensure Rocky Mountain Power's compliance with federal, state and local environmental regulations and commitments.
- Direct the development of the company's external communications strategy and oversee the development and delivery of key messages.
- Prepare and distribute to the regional advisory board members information pertaining to the company's performance, external operating environment and board discussions.
- Other duties as may be required by the President.

Vice President Regulation

Jeff Larsen

Responsible for overall regulatory relations in Idaho, Utah & Wyoming, development of company-wide regulatory strategies to support the business plans of the presidents, and the administration of the commitments made during the MidAmerican Energy Holdings Company transaction approvals and for the oversight of regulatory analytics associated with rates and tariffs in California, Oregon, Washington, Idaho, Utah and Wyoming.

Responsibilities include:

- Maintain strong regulatory relations with Commissioners, Staffs, consumer advocates and industrial customer associations in the states of Idaho, Utah and Wyoming.
- In consultation with the three business unit presidents, develop a long-term company-wide regulatory strategy that supports achievement of their business plans through creative and appropriate regulatory mechanisms.
- In concert with MidAmerican Energy Holdings Company, oversee the implementation of the numerous commitments agreed with state regulators in settlements during the MidAmerican Energy Holdings Company transaction approval proceedings.
- In support of rate cases and other regulatory filings, develop and support revenue requirements development for the company's tariffs in all six states.

Managing Director, Network Reliability and Investment Delivery

Doug Bennion

Responsible for future investment planning for transmission and distribution systems to ensure safe, economic and reliable energy delivery systems for customers. This includes prioritizing investments to manage risk across the business; ensuring maximum regulatory recovery of maintenance costs and investments; developing the 10-year transmission and distribution investment plans to accommodate load growth and meet reliability and operability standards; and reporting reliability, availability and system performance to state regulators.

Responsibilities include:

- Management of the day-to-day investment delivery, engineering, and planning of the distribution and transmission systems.
- Oversee prioritization of capital investments to manage risk, planning and engineering of distribution and transmission networks to accommodate load growth, meet reliability standards, and maintain the safety of those systems.
- Development of reliability improvement plans for the distribution and transmission systems.
- Development of the 10-year asset (capital) investment plan
- Management of distribution systems (<35 kV) 5-year expansion planning, electrical configuration, protection and control settings, loading guidelines and compliance with engineering and operational standards and guidelines and maintaining system voltage delivery levels within tariff requirements.
- Development of the short-term and long term (10yr) planning for the local service (intrastate) transmission system, engineering and planning connections for native load service customers and third party interconnections at sub-transmission level voltages.
- Management of the investment planning and expansion of local transmission system, and operational and engineering standards/guidelines compliance.
- Network reliability reporting related to outage management, reliability, availability & system performance reporting.
- Analysis of capital budget, department budget and performance to support the Network Reliability and Investment delivery business function
- Collaboration with System Investment and Asset Management , Transmission, Customer Services, T&D Operations, and Regulation to provide safe, reliable and affordable power to our customers.
- Coordinate tasks related to managing our business within company governance, guidelines and applicable regulations.

Director Finance Kathryn Hymas

Responsible for Rocky Mountain Power's business planning, budgeting, forecasting, investment analysis, and performance management and reporting, working in coordination with customer service, transmission and distribution operations, network planning and investment delivery, division services and regulation.

Responsibilities Include:

- Coordinate, develop and consolidate business plans and operating plans for Rocky Mountain Power.
- Coordinate, develop and consolidate budgets and forecasts including the tracking of financial performance against plan.
- Investment analysis support for capital improvements and major projects in coordination with organizational departments.
- Coordinate and consolidate of financial performance management metrics and reporting.

Director of Legislative and Government Affairs Kevin Boardman

Responsible for Rocky Mountain Power Legislative and Government affairs including the development and implementation of legislative agendas, strategies, state specific plans, and coordination of lobbying efforts in the states of Idaho and Utah in coordination with regulation, operational departments, regional community managers, and MEHC.

Responsibilities include:

- Develop and implement state legislative plans and strategies for the states served by Rocky Mountain Power.
- Coordinate legislative activities with the president of Rocky Mountain Power, the senior vice president of regulation and government affairs, corporate and community managers and the regulation department.
- Work with governmental and business constituencies to achieve the company's legislative agenda and goals.

Director Health and Safety Mike Felice

Responsible to the President of Rocky Mountain Power for setting strategic requirements for all health, safety and technical training issues within the organization aligned with direction given at the MEHC level.

Responsibilities include:

- Create a health and safety vision; communicate strategy, targets and action plans; manage and motivate others; work effectively and confidentially with internal and external customers; work with all levels of an organization including people with different styles and background.
- Ensure compliance with the letter and intent of all federal and state legislation and regulations related to health, safety, OSHA mandatory training and technical training issues through development and implementation of policies and programs within the department budget.
- Audit and report on business policies and programs compliance.
- Provide support and subject-matter expertise to enable management to effectively administer health and safety policies and programs.
- Create and maintain public safety, employee safety, and safe work environments, promote employee health and continually improve our health and safety performance.
- Implement, maintain, monitor, and document mandatory OSHA training and technical training.
- Educate the public on safe practices around electricity and company property (Public Safety).
- Ensure contractor compliance with all federal and state legislation and regulations related to health, safety.
- Direct occupational health efforts to improve health and well-being of the organization.
- Track, publish and analyze health, safety, mandatory OSHA training and technical training performance to proactively address emergent issues.
- Plan, execute, measure and correct as needed all health and safety programs, mandatory OSHA training and technical training to proactively address emergent issues.

Attachment G
Pacific Power
Senior Management Position Descriptions

Pacific Power President Patrick Reiten

Responsible the ensuring the delivery of safe reliable electric service to Pacific Power customers in Oregon, Washington and California while working to pursue the company's position as a low cost supplier.

Responsibilities include:

- Ensuring that the company's activities are conducted with the greatest respect for the safety and welfare of employees and the general public.
- Ensuring that the company not only complies with local, state and federal environmental requirements but demonstrates respect for the environment.
- Ensuring that all expenditures are prudent and in the interest of Pacific Power customers.
- Improving processes and responsiveness to customer transactions and issues.
- Long term planning for transmission and distribution upgrades and additions and customer services processes and technology upgrades.
- Assuring that the company prudently deploys capital in an effort to provide reliable service while maintaining the company's current low cost position.
- Improving the overall reliability of Pacific Power's transmission and distribution, focusing on reducing interruptions and durations of such interruptions.
- Focusing on improving the long term condition of all Pacific Power assets.
- Ensuring the company is effectively communicating with customers, regulators and other stakeholders.
- Improving the efficiency and performance of all Pacific Power employees.
- Managing labor costs through negotiations of labor agreements and the implementation of market based compensation and benefits.
- Overseeing the company's interactions with regulators including but not limited to the filing of general rate cases, responding to individual complaints, etc.

Vice President and Pacific Power General Counsel Natalie Hocken

Responsible for Pacific Power legal activities including compliance with federal and state laws and regulations, standards of conduct compliance, code of conduct compliance, coordination of internal and external attorneys, contracting practices and standards, litigation, and coordination of legal requirements with MEHC.

Responsibilities include:

- Provide legal services to the organization including defense of the company in regulatory and court proceedings involving state utility commission matters, personal injury, property acquisition, operation, maintenance and construction activities, finance and human resources matters, including setting of reserves.
- Provide legal services to PacifiCorp for transaction commitment compliance and mergers and acquisitions.
- Creating and implementing corporate legal compliance programs, including compliance with FERC Standards of Conduct and Code of Conduct requirements.
- Establish contracting practices and standards that will be followed by the organization.
- Manage the day-to-day legal requirements of the organization including litigation management, regulatory support, and coordination of internal and external legal support and budgets.
- Representing the company before the Federal Energy Regulatory Commission, Internal Revenue Service and other regulatory bodies.
- Advise on transmission issues, including regulatory, tariff, commercial, and compliance matters.

Vice President Transmission & Distribution Operations

William Eaquinto

Responsible for constructing, operating, maintaining and extending Pacific Power's transmission and distribution network in Oregon, Washington and California while ensuring employee safety, system reliability and customer satisfaction.

Responsibilities include:

- Continuing improvements in the health and safety of our field employees.
- Management of the day-to-day operation, maintenance, outage restoration and construction of the distribution and transmission systems.
- Maintenance and construction of substations; outage management and supply security.
- Restoration management and control of PacifiCorp's distribution network.
- Development of operational improvement plans for the Pacific Power T&D Operations business to proactively evolve the operations business for optimal operating efficiency while providing exceptional customer service.
- Analysis of budget and performance to support the Pacific Power T&D Operations division.
- Collaboration with Engineering & Asset Management, Customer Services, Commercial & Trading, Generation and Transmission to provide safe, reliable and affordable power to our customers.
- Management of the business support functions including Transport for PacifiCorp, material logistics, vegetation management, Rights of Way and Property Transactions, Resource Management and Facilities in Oregon, Washington and California.
- Coordinate tasks related to managing our business within company governance, guidelines and applicable regulations.

Vice President Customer and Community Affairs

Patrick Egan

Responsible for community relations, customer account management, corporate relations and economic development in Oregon, Washington and California. In addition, aid in management of external relationships with state and federal agencies, as well as the oversight of PacifiCorp's relationship with Bonneville Power Administration.

Responsibilities include:

- Manage all interactions with Pacific Power's largest customers with peak demands over 700 kilowatts or revenues in excess of \$200,000 per year. Services include field billing audits, reducing peak load, load forecasting, energy efficiency, renewable products, power quality, demand side management, credit issues, and outage communications.
- Manage relationships with the communities in which Pacific Power serves including franchise agreements, facilities siting, donation strategies, and volunteer activities.
- Educate customers and communities on our products and services while reinforcing our key messages of safety, reliability, efficiency, sustainability, value, and services.
- Work with economic development professionals throughout Pacific Power service territory to promote our availability as a resource and ensure community presence.
- Work closely with other utilities and industry associations on key BPA-related positions.

Vice President Regulation Andrea Kelly

Responsible for overall regulatory relations in Oregon, Washington and California, development of company-wide regulatory strategies to support the business plans of the presidents, and the administration of the commitments made during the MidAmerican Energy Holdings Company transaction approvals and for the oversight of cost of service, pricing, the document center regulatory matters in California, Oregon, Washington, Idaho, Utah and Wyoming.

Responsibilities include:

- Maintain strong regulatory relations with Commissioners, Staffs, consumer advocates and industrial customer associations in the states of Oregon, Washington, and California.
- In consultation with the three business unit presidents, develop a long-term company-wide regulatory strategy that supports achievement of their business plans through creative and appropriate regulatory mechanisms.
- In concert with MidAmerican Energy Holdings Company, oversee the implementation of the numerous commitments agreed with state regulators in settlements during the MidAmerican Energy Holdings Company transaction approval proceedings.
- In support of rate cases and other regulatory filings, develop and support rate design and cost of service for the company's tariffs in all six states.

Managing Director, Engineering and Asset Management

Brett Allsup

Responsible for future investment planning for transmission and distribution systems to ensure safe, economic and reliable energy delivery systems for customers. Responsibilities for supporting Rocky Mountain Power and Pacific Power include asset risk and strategy assessments, capital and maintenance investment planning, capital controls, planning technologies, engineering design, transmission and distribution standards, technology development, estimating project services, documents control and network performance. Responsibilities for Pacific Power include capital investment delivery, area planning and area engineering.

Responsibilities include:

- Development of 10-year capital asset investment strategy and plan to support load growth, reliability improvements, asset replacement and regulatory compliance programs the six state transmission and distribution network.
- Prepare and administer risk management programs which are used to identify, prioritize and mitigate risks to the transmission and distribution asset base.
- Develop and maintain maintenance policies as required to prioritize funding and optimize network performance.
- Develop annual maintenance budget and work plan to ensure regulatory compliance and the overall physical integrity and economic health of the transmission and distribution network.
- Manage historical load data in the SCHOOL (PI) system and provide special studies such as regional capacity studies, spatial load forecasts and the annual Wasatch Front Post Peak Report.
- Support the delivery of transmission and distribution capital projects through the development of project scope, design criteria, technical specifications, detailed designs, relay settings, engineering consultant management, and Engineer-Procure-Construct (EPC) bid packages and technical support.
- Develop and maintain transmission and distribution construction standards, equipment and materials specifications, and new technology applications development.
- Provide estimates for substation and transmission projects, generator interconnects, transmission services, and integration resource plan.
- Perform sub-transmission and feeder five year planning studies to ensure effective and efficient planning and prioritizing of capital investments for load growth and network reliability projects.
- Perform reliability analysis that supports circuit improvement plans and individual state reliability commitments.
- Prepare regulatory reports that summarize network reliability, maintenance programs, performance standards and service quality measures.

Vice President, Transmission

John Cupparo

Responsible for all aspects of PacifiCorp's strategy, billing, customer service, transmission origination, planning, compliance, contract administration and tariff study management as they relate to transmission.

Responsibilities include:

- Management of the day-to-day investment delivery and planning of the main grid transmission system.
- Oversee prioritization of capital investments to manage risk, planning of main grid transmission to accommodate load growth, meet reliability standards, and maintain the safety of the system.
- Development of reliability improvement plans for the main grid transmission system.
- Development of the 10-year asset (capital) investment plan to meet load & resource plans of transmission network customers
- Management of FERC regulated transmission queues to ensure timeframes are met and customer requests are satisfied on equal basis.
- Manage OASIS to ensure capacity is made available to third parties and reservation requests are processed in a timely fashion.
- Collaboration with other regional transmission providers to set policy, plan, invest and deliver solutions to the benefit of our customers and the region as a whole.
- Coordinate tasks related to managing our business within company governance, guidelines and applicable regulations.
- Ensure compliance with FERC standard of conduct regulations, our open access transmission tariff and applicable NERC reliability standards.

Director Finance Ronnie Lowder

Responsible for Pacific Power's business planning, budgeting, forecasting, investment analysis, and performance management and reporting, working in coordination with customer service, transmission and distribution operations, network planning and investment delivery, division services and regulation.

Responsibilities Include:

- Coordinate, develop and consolidate business plans and operating plans for Pacific Power.
- Coordinate, develop and consolidate budgets and forecasts including the tracking of financial performance against plan.
- Investment analysis support for capital improvements and major projects in coordination with organizational departments.
- Coordinate and consolidate of financial performance management metrics and reporting.

Director of Legislative and Government Affairs Scott Bolton

Responsible for Pacific Power Legislative and Government affairs including the development and implementation of legislative agendas, strategies, state specific plans, and coordination of lobbying efforts in the states of Oregon, Washington and California in coordination with regulation, operational departments, regional community managers, and MEHC.

Responsibilities include:

- Develop and implement state legislative plans and strategies for the states served by Pacific Power.
- Coordinate legislative activities with the president of Pacific Power, the senior vice president of regulation and government affairs, corporate and community managers and the regulation department.
- Work with governmental and business constituencies to achieve the company's legislative agenda and goals.

Director Safety and Environmental Chris Myers

Responsible for managing health and safety performance and environmental services for Pacific Power and corporate employees; technical training, apprenticeships and occupational health for Pacific Power; and public safety companywide.

Responsibilities include:

- Create a health and safety vision; communicate strategy, targets and action plans; manage and motivate others; work effectively and confidentially with internal and external customers; work with all levels of an organization including people with different styles and background.
- Ensure compliance with the letter and intent of all federal and state legislation and regulations related to health, safety, OSHA mandatory training and technical training issues through development and implementation of policies and programs within the department budget.
- Audit and report on business policies and programs compliance.
- Provide support and subject-matter expertise to enable management to effectively administer health and safety policies and programs.
- Create and maintain public safety, employee safety, and safe work environments, promote employee health and continually improve our health and safety performance.
- Implement, maintain, monitor, and document mandatory OSHA training and technical training.
- Educate the public on safe practices around electricity and company property (Public Safety).
- Ensure contractor compliance with all federal and state legislation and regulations related to health, safety.
- Direct occupational health efforts to improve health and well-being of the organization.
- Track, publish and analyze health, safety, mandatory OSHA training and technical training performance to proactively address emergent issues.
- Plan, execute, measure and correct as needed all health and safety programs, mandatory OSHA training and technical training to proactively address emergent issues.

Managing Director, Public Affairs and Strategic Initiatives

Paul Vogel

Responsible for a variety of Pacific Power support activities including internal and external communications, risk, and crisis management.

Responsibilities include:

- Direct, review and approve communications to Pacific Power's employees.
- Direct the development, implementation and refresh of Pacific Power's asset risk management plan and crisis management plan.
- Oversee Pacific Power internal reporting processes, including goal setting and performance metrics.
- Direct the development of the company's strategic internal and external communications program and oversee the development and delivery of key messages.
- Participate in assessment, management, business risk mitigation, public perception risk and external communication on legal outcomes.
- Other duties as may be required by the President.

Director, Labor Relations Richard Lovig

Responsible for Pacific Power labor relations.

Responsibilities include:

- Work with PacifiCorp's human resource department implement human resources policies, processes and procedures for performance as they relate to represented employees.
- Construct strategy for and lead Pacific Power's labor negotiations.

Attachment H
Transaction Commitment U07
Final Report
Rocky Mountain Power
Kathryn Hymas, Managing Director, RMP Finance

Commitment Description:

PacifiCorp and MidAmerican Holdings Company (MEHC) will authorize senior management personnel located in Utah to make decisions on behalf of PacifiCorp pertaining to (1) local Utah retail customer service issues related to tariff interpretation, line extensions, service additions, demand-side management program implementation and (2) customer service matters related to adequate investment in and maintenance of the Utah sub-transmission and distribution network and outage response.

For Utah resource transactions in Utah related to special retail contracts and QF contracts, PacifiCorp and MEHC will authorize Utah-based personnel to negotiate contract terms consistent with system wide prudent practices. Such decisions will be subject to normal and prompt corporate approval, senior executive approval and board approval, as appropriate.

MEHC and PacifiCorp will include a description of the implementation of this commitment in the filing required in Transaction Commitment U6.

Completion of Commitment Milestones:

- (1) Establish baseline governance structures and delegation of authority for Rocky Mountain Power executives by May 24, 2006.
 - The base line governance and delegation of authority has been adopted for Rocky Mountain Power covers the areas of responsibility listed in the commitment. These delegations will be kept up-to-date with some minor adjustments expected. DSM is under PacifiCorp Energy headed by Bill Fehrman located in Utah.
- (2) Delegate accountability to senior management personnel located in Utah for each area of responsibility listed in this commitment by June 30, 2006. Initiate plan to transition responsibility and approvals, as needed.
 - The delegation of accountability to senior management personnel located in Utah for each area of responsibility listed in this commitment was completed across Rocky Mountain Power in late June 2006. Specific authorities and approval limits have been established and documented for Rocky Mountain Power executives. These are further cascaded through the business by delegation of authority to management and staff positions, as required.

- (3) Approve budget for calendar year 2007 with clear financial accountability for these decisions in Rocky Mountain Power by October 2006.
 - The calendar year 2007 budget for Rocky Mountain Power was submitted and approved in November 2006. The approved budget for Rocky Mountain Power provides for clear accountability for the implementation of these commitments by Rocky Mountain Power personnel located in the Rocky Mountain Power region.
- (4) Prepare final report on this commitment by January 31, 2007.
 - This documented is considered the final report.
- (5) File a description of the implementation of this commitment in the filing required in U6 by September 1, 2007.
 - This report is being filed with Commitment U6.

Attachment I
Transaction Commitment 02b
Final Report
Pacific Power
Ron Lowder, Managing Director
Pacific Power Finance

Commitment Description:

PacifiCorp and MEHC will ensure that senior management personnel located in Oregon continue to have authority to make decisions on behalf of PacifiCorp pertaining to (1) local Oregon retail customer service issues related to tariff interpretation, line extensions, service additions, DSM program implementation and (2) customer service matters related to adequate investment in and maintenance of the Oregon sub-transmission and distribution network and outage response.

Such decisions will be subject to normal and prompt corporate approval procedures, senior executive approval and board approval, as appropriate.

MEHC and PacifiCorp will include a description of the implementation of this commitment in the filing required in paragraph a).

Completion of Commitment Milestones:

1. Establish governance structures and delegation of authority for Pacific Power commensurate with the requirements of this commitment by 12/31/2006.
 - The base line governance and delegation of authority has been adopted for Pacific Power and covers the areas of responsibility listed in the commitment. These delegations will be kept up-to-date with some minor adjustments expected. DSM is under PacifiCorp Energy headed by Bill Fehrman located in Utah.
2. File a description of the implementation of this commitment in the filing required in Commitment O2a by September 1, 2007.
 - This report is being filed with Commitment O2a.