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**BEFORE THE PUBLIC SERVICE COMMISSION OF UTAH**

In the Matter of the Request of ROCKY MOUNTAIN POWER for Waiver of Solicitation Process and for Approval of Significant Energy Resource Decision	Docket No. 08-035-35 <b>SUPPLEMENT TO VERIFIED REQUEST FOR WAIVER OF SOLICITATION PROCESS AND FOR APPROVAL OF SIGNIFICANT ENERGY RESOURCE DECISION</b>
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Rocky Mountain Power, a division of PacifiCorp (“Rocky Mountain Power” or “Company”), pursuant to Utah Code Ann. §§ 54-17-201(3) and 54-17-501 and Utah Admin. Code R746-430-4, hereby supplements its verified request filed April 1, 2008 (“Request”) in this docket. The purpose of this supplement is to (1) inform the Commission and the parties that the Purchase and Sale Agreement (“PSA”) has been completed and signed and is being filed and provided to parties authorized to receive confidential information as Substitute Confidential Exhibit RMP 1.1, (2) update information in the Request regarding the amount of time provided

by Utah Code Ann. § 54-17-302(5) for approval of a significant energy resource decision, and (3) make clear that the verified request seeks any approval of the proposed transaction that may be determined by the Commission to be required under the Public Utility Code, including any approval required under Utah Code Ann. § 54-4-28, 29 or 30.

The Request stated that “[t]he parties have negotiated all of the essential terms of a Purchase and Sale Agreement (“PSA”) that gives PacifiCorp the exclusive right to acquire the Plant while it seeks necessary state and federal regulatory approvals with[in] a time-limited period. The PSA is substantially final, awaiting completion of accompanying disclosure schedules.” Request ¶ 9. The Request further stated that “[t]he substantially-final PSA is provided as an exhibit to the confidential Testimony.” *Id.* ¶ 17. The PSA was completed and signed on April 11, 2008. None of the essential terms and conditions in the PSA was changed between the substantially-final PSA filed on April 1, 2008 and the executed PSA. A copy of the executed PSA is being separately filed and provided to parties entitled to receive confidential information as Substitute Confidential Exhibit RMP 1.1 pursuant to the terms of the Protective Order issued by the Commission on April 17, 2007 in Docket No. 07-999-03.

The Request referred in several places to the statutory timeframe for Commission review and approval of a request for approval of a significant energy resource decision under Utah Code Ann. § 54-17-302(5) as 180 days. Since making these statements, counsel for Rocky Mountain Power has become aware that section 54-17-302(5) was amended by Senate Bill 202 (“SB 202”) in the 2008 General Session of the Utah Legislature to reduce the 180-day time period to 120 days. Furthermore, section 23 of SB 202 provided that “[i]f approved by two-thirds of all the members elected to each house, this bill takes effect upon approval by the governor ....” SB 202 was approved by two-thirds of the members of each house and was approved by the Governor on

March 18, 2008. Therefore, the statutory timeframe for review and approval in effect when the Request was filed was 120 rather than 180 days. While the Request asked the Commission to act on the request for approval in slightly less than the statutory timeframe so that the Company could close the transaction by September 14, 2008, it is not necessary for the Commission to act sooner than the correct statutory timeframe. The 120-day period expires on July 30, 2008, sufficiently in advance of September 14, 2008 to allow for rehearing or reconsideration, if any is sought, prior to the planned closing. Accordingly, Rocky Mountain Power updates the Request to respectfully ask the Commission to approve the acquisition of the Plant as close to July 30, 2008 as possible.

As the confidential testimony filed with the Request discloses, the acquisition of the Plant is a transaction that involves acquisition by the Company of the equity interests of another company that owns the plant and the merger of that other company into the Company. Given the comprehensive scheme for approval of significant energy resource decisions in the Energy Resource Procurement Act (“Act”), Rocky Mountain Power believes approval of the acquisition of the Plant under the Act overrides the need to obtain any separate approval of the transaction under any other provisions of the Public Utility Code, including sections 54-4-28, 29 and 30. Furthermore, because the other company is not a public utility, Rocky Mountain Power believes the referenced requirements do not apply in any event. Nonetheless, out of an abundance of caution, Rocky Mountain Power makes clear in this supplement that its request for approval includes any required approval of the transaction under any section of the Public Utility Code that the Commission determines is applicable to the transaction.

RESPECTFULLY SUBMITTED: April 11, 2008.

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**VERIFICATION**

STATE OF OREGON )  
 : ss.  
COUNTY OF MULTNOMAH )

Stefan A. Bird, being first duly sworn upon his oath, testifies that:

- 1. He is the Senior Vice President, Commercial and Trading, for PacifiCorp Energy.
- 2. He has read the foregoing Supplement to Verified Request for Waiver of Solicitation Process and Approval of Significant Energy Resource Decision (“Supplement”).
- 3. The statements in the Supplement are true and correct to the best of his knowledge, information and belief.

\_\_\_\_\_  
Stefan A. Bird

Subscribed and sworn to before me on April 11, 2008.

\_\_\_\_\_  
Notary Public

## CERTIFICATE OF SERVICE

I hereby certify that I caused a true and correct copy of the foregoing **SUPPLEMENT TO VERIFIED REQUEST FOR WAIVER OF SOLICITATION PROCESS AND FOR APPROVAL OF SIGNIFICANT ENERGY RESOURCE DECISION** to be served upon the following by electronic mail to the addresses shown below on April 11, 2008:

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