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BEFORE THE UTAH UTILITY FACILITY REVIEW BOARD

**In the Matter of the Petition for Review of
Rocky Mountain Power and Tooele
County for Consideration by the Utility
Facility Review Board**

ROCKY MOUNTAIN POWER,

Petitioner,

vs.

TOOELE COUNTY,

Respondent.

Docket No. 10-035-39

**AFFIDAVIT OF BRANDON D.
SMITH**

STATE OF UTAH)
 :SS
COUNTY OF SALT LAKE)

I, BRANDON D. SMITH, having been duly sworn, and on oath, aver and testify as follows:

1. I am over the age of 21 and testify to all matters set forth herein based upon my own personal knowledge.

2. I am currently employed as a Project Manager in the Transmission Delivery Department for Rocky Mountain Power (the "Company"). I have held my present position since April 2007. My responsibilities are to ensure that the new transmission line from the existing Mona substation to the existing Oquirrh and Terminal substations (the "Project") is adequately sited, permitted, engineered, designed, and constructed according to Company standards in order to provide the essential electrical service needs of the Company's customers and communities throughout Utah and the Company's larger service area. I have a Bachelor of Science degree in Civil/Environmental Engineering from Utah State University. My experience includes 12 years of project management, nine of which have been with the Company, consisting of civil, environmental, and electric utility projects. For the past three years I have been responsible for managing transmission, distribution and substation projects for the Company.

3. The Company is a public electric utility regulated by the Public Service Commission of Utah ("PSC"). Utah Code Annotated § 54-3-1 states that the Company has a duty to "furnish, provide and maintain such service, instrumentalities, equipment and facilities as will promote the safety, health, comfort and convenience of its patrons, employees and the public, and as will be in all respects adequate, efficient, just and reasonable."

4. The Project will consist of a 500 kilovolt ("kV") single-circuit transmission line between the existing Mona substation located near the community of Mona in Juab County, Utah, and a proposed future 500/345/138 kV substation to be located in the southwestern portion of the Tooele Valley (the "Limber substation"). A new 345 kV double-circuit transmission line will also be constructed from the site of the future Limber substation to the existing Oquirrh

substation, located in West Jordan, Utah. In the future, currently estimated to be around 2019, a 345 kV double-circuit transmission line will be constructed from the future Limber substation to the existing Terminal substation, located in Salt Lake City. Ultimately, to accommodate the new transmission lines, upgrades to the existing Mona, Oquirrh and Terminal substations also will be necessary.

5. I have been involved personally in the Company's efforts to permit the Project in Tooele County for approximately two and a half years and have been aware of the Company's efforts to site and permit the Project prior to that time. The Company has been working on siting and permitting this Project for approximately five years. For the portion of the Project subject to permitting from Tooele County, it was first necessary for the Company to seek a text amendment to the county ordinances and then a conditional use permit ("CUP"). The Company made a formal request on November 6, 2009 that Tooele County amend its ordinances to allow for transmission lines and substations within all zones within Tooele County. The text amendment was approved on February 2, 2010. The Company submitted the CUP application for the Company's proposed route to the Tooele County Planning Commission on December 10, 2009. The route proposed by the Company in the CUP application was the BLM Preferred Route identified by the Bureau of Land Management ("BLM") during the EIS process. On February 3, 2010, the Planning Commission tabled a decision based on a request for additional clarifying information before making a decision. The Tooele County Planning staff recommended that the CUP be approved subject to 22 express mitigation conditions. On March 3, 2010, the Company agreed to comply with all 22 conditions. Notwithstanding the Company's commitment, the Planning Commission denied the application based on the finding that the Company did not meet its burden to mitigate the impacts. The Company appealed the Planning Commission's decision

to the Tooele County Commission. On March 30, 2010, the Tooele County Commission denied the application.

6. On June 21, 2010, after extensive briefing and a three-day hearing, the Utility Facility Review Board (the “Board”) issued its Order requiring the County to issue the CUP within 60 days of the Order.

7. From the start of the Project, the Company has diligently worked to complete the Project by June 2013 in order to provide the needed additional transmission capacity to the Company’s Customers¹ within the Critical Load Area.² The Company had anticipated that all required conditional use permitting, including Tooele County, would be completed by early 2010, allowing the Company to complete right of way acquisition along the length of the Project and award a contract to begin site specific geotechnical, survey, and design work in order to begin full construction in the spring of 2011.

8. The Company is over five years into the development of the Project. To date, the activities of the Company have been limited to siting, general design work, and permitting the Project. The Company must now complete right-of-way acquisitions, specific design work, order and acquire materials, and construct the Project.

9. As a result of the delays caused by the County’s denial of the CUP, the Company already will be required to proceed with the specific design and construction of the Project on an expedited schedule, particularly with respect to the portion of the Project located between the

¹ “Customers” as used in this Affidavit shall be defined to include all retail and network customers of the Company.

² The largest electric load center in the state of Utah is located within an area encompassing all or portions of Salt Lake, Tooele, Utah, Davis, Weber, Cache, and Box Elder Counties, accounting for nearly 80% of all electrical demand in the state. This area is referred to in this Affidavit as the “Critical Load Area.” See Exhibit BDS-1 (Critical Load Area).

future Limber substation and the Oquirrh substation (the “Limer to Oquirrh Segment”), even without any further delays to the Project. While the segment of the transmission line between Mona Substation and Limber Substation is approximately twice as long as the Limber to Oquirrh Segment, the construction challenges on the Limber to Oquirrh Segment are much more significant. As a result, the Project cannot be constructed in a linear fashion starting at the Mona substation. Tooele County’s suggestion in its motion that the Company could simply start construction on the southern end of the Project while the CUP dispute is being resolved in Tooele County ignores the construction realities.

10. Construction on the Limber to Oquirrh Segment must be undertaken concurrently with the remainder of the Project. Otherwise, there is significant risk that the Project will not be completed by June 2013, and the Mona to Limber segment will be left as a “stranded asset” that cannot be energized. This is not acceptable to the Company and is inconsistent with the various criteria we are required to meet as a public utility provider.

11. The Limber to Oquirrh Segment will require more sophisticated design and construction techniques than the remainder of the Project. Unlike the portions of the Project located on flat, desert lands, the majority of the Limber to Oquirrh Segment is located in mountainous terrain. Construction in this area will require extensive site preparation work, including the construction of access roadways. Additionally, the design and construction of the transmission lines along this segment must accommodate steep terrain, varying elevations, and harsher weather conditions. Heightened environmental requirements also must be met within this area, particularly within the International Smelter Superfund Site.

12. To further complicate the construction of the transmission line along the Limber to Oquirrh Segment, the high mountain elevations result in a shorter construction season than is

available along the remainder of the Project in addition to seasonal restrictions with regards to wildlife that may not allow construction between November and April each year. This provides a narrow window of opportunity for construction to take place, resulting in the Company's construction contractor needing to take advantage of this fall, the summer of 2011, and of 2012 to meet the June 2013 in-service date.

13. Due to the delays currently experienced by the Company in obtaining the CUP from Tooele County, the Company must commence the acquisition of right of way upon issuance of the CUP by the County in August 2010.

14. The Company must have a defined line route in order to give the successful contractor time to prepare the resulting change in work and immediately begin pre-construction work. This will allow the contractor selected by the Company, immediately upon contract award, to collect necessary terrain, soil and elevation data before the winter weather arrives and on-site work along the Limber to Oquirrh Segment is no longer possible. With this data, the Company can proceed with specific design work and material procurement during this upcoming winter months. This will put the Company in a position to proceed with site preparation and on-ground construction activities during the 2011 and 2012 construction seasons.

15. Any further delay in the issuance of the CUP beyond August 2010 will likely eliminate any chance that the Company will be able to complete the work required to sample the terrain and design the Limber to Oquirrh Segment this winter, and order the necessary materials. This would, in turn, mean that the Company would have to complete the specific design work in the spring of 2011. If the design work is not completed by the spring of 2011, the necessary materials would not be available until late Summer 2011, at the earliest, leaving the Company a single summer construction season to complete the entire Limber to Oquirrh Segment.

16. The Company cannot complete the construction of the Limber to Oquirrh Segment in a single construction season due to high elevations and seasonal restrictions regarding wildlife. If the CUP is not issued in August 2010 as ordered by the Board, the delay will likely prevent the Company from completing the Project before June 2013, and will likely increase the cost of the Project to the Company and its Customers.

17. The continued delay in the issuance of the CUP by Tooele County places a significant amount of risk on the Company and increases the cost of the Project. The Company estimates that a delay of even less than one year in starting the Project would result in approximately \$8 million dollars of additional costs as a result of increased material costs, revisions to the construction bid package, and/or re-bidding the Project to ensure that the Company would be entering into the most cost-efficient contract to build the Project. This does not account for any costs caused in damage to equipment or the Company's transmission system due to power demand surges above capacity limits that may be experienced if the Project is not completed by June, 2013.

18. In the event construction of the Project is delayed and the additional transmission capacity provided by the Project is unavailable by June 2013, the Company will be required to curtail service to its existing Customers during the summer of 2013, and will not be able to offer service to new Customers. In short, residents and businesses within Salt Lake County, Tooele County and surrounding counties will go without power during periods of peak demand (usually caused by the use of air conditioners on hot summer days) during the summer of 2013, all at an increased cost to the Company and its Customers.

19. The urgent need for issuance of the CUP in August is NOT the result of delay or a lack of planning on the Company's part. The Company has been working to site and permit the

Project since 2005. The process to identify and assess potential transmission corridors followed standard industry practices used repeatedly by the Company and other public utilities throughout the country. Potential 500 kV and 345 kV transmission corridors and substation siting areas were identified, evaluated and compared based on the following data:

- Site and systems criteria, and engineering/design factors (length of corridor (approximate), system reliability, construction access and natural hazards, transmission interconnection to substation);
- Environmental factors (biological resources, earth resources, cultural resources, existing land use, planned land use and visual resources);
- Permit requirements (federal, state, county, and municipal) and political issues, including general corridor siting issues; and
- Overall feasibility potential for engineering and environmental.

20. Upon completion of a feasibility study in November 2006, it was determined by the Company that almost all of the potential transmission corridors crossed BLM lands at some point, particularly in Tooele and Juab Counties. In order to obtain a right-of-way grant from the BLM, the Company submitted a right-of-way application to the BLM in January 2007, at which point the BLM was designated as the agency to lead the National Environmental Policy Act (“NEPA”) process. After reviewing the scope of the Project, the BLM determined that the proposed Project would be a major federal action and would require an Environmental Impact Statement (“EIS”) in compliance with the requirements of NEPA.

21. The EIS process has been conducted over the past three and a half years, and has required the involvement of numerous federal and state agencies. The Utah Governor’s Public Lands Policy Coordination Office served as a Cooperating Agency in preparing the EIS,

representing all the Utah state agencies, which included, among others, the School and Institutional Trust Lands Administration, the Utah Division of Wildlife Resources, the State Historic Preservation Office, and the Department of Environmental Quality. Notably absent from the EIS process was Tooele County. While Tooele County was invited by the BLM to participate as a cooperating agency, it declined to accept the invitation. As a “cooperating agency,” Tooele County would have had the opportunity to become involved early in the BLM siting and permitting process, but Tooele County chose not to participate as a cooperating agency.

22. As part of the Draft EIS process, the BLM conducted a comprehensive environmental analysis of all the alternative routes and substation sites. This analysis process consisted of several steps including: (1) data inventory, (2) impact assessment and mitigation planning, (3) screening and comparison, (4) identification of the alternative routes, and (5) selection of the BLM’s preferred alternative. Each alternative route and substation site was inventoried to establish a baseline of existing environmental conditions and data. Through scoping and data inventory, a number of environmental issues were identified. These environmental issues helped to determine the level of the analyses and were considered in developing criteria for assessing impacts of the Project facilities.

23. More than 450 miles of alternative transmission routes were studied and analyzed as part of the Project. All of the alternative routes studied are shown on Exhibit BDS-2 (BLM Map of Alternative Routes and Substation Sites Considered and Eliminated). These alternatives were inventoried and assessed to determine the environmental resources present and to identify potential impacts. The alternatives were then systematically screened and compared in order to identify the most preferable alternative routes from an environmental and engineering standpoint,

thereby narrowing the number of alternative routes to a reasonable range to be compared and addressed in the EIS.

24. All of the alternative routes were ranked for preference based on impacts to environmental resources. The alternative with the lowest overall impact on the environment resources was selected as the BLM preferred alternative.

25. The Final EIS was issued in April 2010, and identified the BLM's "Preferred Alternative" route on federal lands and an "Environmentally-Preferred Alternative" on private lands (collectively referred to herein as the "BLM Preferred Route"). In addition, the Final EIS contained visual simulations of proposed Project along the entire route, providing an accurate depiction of the lines for the public.

26. The Final EIS resulted in the Company's proposed route and the BLM's Preferred Route following the same alignment for the Project with the exception of short section near Settlement Canyon Reservoir along the south bench area. The Company has stated to the County that a reasonable shift in this area is acceptable as long as the County is involved in determining the alignment assuring it is aware of the impact.

27. In addition to the EIS process, the Company sought and obtained approval and permitting for the Project from all local land use authorities (South Jordan, West Jordan and Utah County) for its conditional use permits, with the exception of Tooele County.

28. Despite the assertions of the County to the contrary, even a delay of as little as 60 or 90 days will impact the Company's ability to have the Project operational before the system is unable to deliver Customer demand. A stay of any duration will cause irreparable harm to the Company and its numerous Customers in Utah who will be subject to power interruptions or the

inability to add additional service (i.e. new houses, new businesses, new buildings, etc) onto the power grid.

Dated: _____

Brandon D. Smith

EXHIBIT TO DIRECT TESTIMONY OF BRANDON D. SMITH

EXHIBIT BDS-1:

Critical Load Area

EXHIBIT BDS-2:

Map of Potential Corridors and Substation Siting Areas
Considered and Eliminated