

file

RECORDED

87 NOV -6 P4:46

SIDNEY G. BAUCOM  
THOMAS W. FORSGREN  
EDWARD A. HUNTER, JR.  
UTAH POWER & LIGHT COMPANY  
1407 West North Temple  
Salt Lake City, Utah 84140  
Telephone: (801) 220-4250

Attorneys for Utah  
Power & Light Company

ROBERT S. CAMPBELL, JR.  
GREGORY B. MONSON  
WATKISS & CAMPBELL  
310 South Main Street, Suite 1200  
Salt Lake City, Utah 84101  
Telephone: (801) 363-3300

GEORGE M. GALLOWAY  
STOEL, RIVES, BOLEY, JONES & GREY  
900 S.W. Fifth Avenue, Suite 2300  
Portland, Oregon 97204  
Telephone: (503) 224-3380

Attorneys for PC/UP&L Merging  
Corp. ("PacifiCorp")

---

BEFORE THE PUBLIC SERVICE COMMISSION OF UTAH

---

IN THE MATTER OF THE APPLICATION :  
OF UTAH POWER & LIGHT COMPANY, :  
AND PC/UP&L MERGING CORP. (TO BE :  
RENAMED PACIFICORP) FOR AN ORDER :  
AUTHORIZING THE MERGER OF UTAH :  
POWER & LIGHT COMPANY AND :  
PACIFICORP INTO PC/UP&L MERGING : Docket No. 87-035-27  
CORP. AND AUTHORIZING THE :  
ISSUANCE OF SECURITIES, ADOPTION :  
OF TARIFFS, AND TRANSFER OF :  
CERTIFICATES OF PUBLIC CONVENIENCE :  
AND NECESSITY AND AUTHORITIES IN :  
CONNECTION THEREWITH. :

---

MOTION FOR ENTRY OF PROTECTIVE ORDER  
AND NOTICE OF HEARING

---

Applicants Utah Power & Light Company and PC/UP&L Merging Corp. ("PacifiCorp") hereby move the Commission for entry of a protective order in the form attached hereto. This motion is made for the following reasons:

1. At the attorneys' conference on October 30, 1987, a proposed protective order was reviewed with counsel present. Certain suggestions were made and agreed upon at that conference. It was further agreed that the proposed order would be delivered to counsel not present and that written objections and suggestions would be submitted by all parties desiring to make them to counsel for PacifiCorp by November 2, 1987.

2. To date, counsel for PacifiCorp has received the written suggestions and objections of the Division of Public Utilities ("Division"), Committee of Consumer Services, Kennecott Copper Corporation, et al. ("Industrial Customers"), Utah Associated Municipal Power Systems ("UAMPS"), Utah Municipal Power Agency ("UMPA") and Cascade, et al. ("Utah Independent Coal Companies"). The proposed protective order has been amended by Applicants to attempt to incorporate suggestions and eliminate objections, but has not been specifically approved by these parties prior to the filing of this motion.

3. All parties participating in this process agree that entry of a protective order will facilitate and expedite discovery in this case and that an order should be entered promptly. To that end, counsel agreed that Applicants' motion for entry of protective order could be set for hearing on November 10, 1987.

WHEREFORE, Applicants request that the Commission enter  
a protective order in the form attached hereto.

DATED this 6th day of November, 1987.

Gregory B. Monson  
ROBERT S. CAMPBELL, JR.  
GREGORY B. MONSON  
of and for  
WATKISS & CAMPBELL  
310 South Main Street, Suite 1200  
Salt Lake City, Utah 84101

GEORGE M. GALLOWAY  
of and for  
STOEL, RIVES, BOLEY, JONES & GREY  
900 S.W. Fifth Avenue, Suite 2300  
Portland, Oregon 97204

Attorneys for PacifiCorp


SIDNEY G. BAUCOM  
THOMAS W. FORSGREN  
EDWARD A. HUNTER, JR.  
of and for  
UTAH POWER & LIGHT COMPANY  
1407 West North Temple  
Salt Lake City, Utah 84140

Attorneys for Utah Power &  
Light Company

**NOTICE OF HEARING**

PLEASE TAKE NOTICE that Applicants' Motion for Entry of Protective Order will be heard before the Commission in its hearing room on the 4th Floor of the Heber M. Wells Office Building, 160 East 300 South, Salt Lake City, Utah on November 10, 1987 at 9:00 a.m. or as soon thereafter as the parties may be heard.

DATED this 6th day of November, 1987.

  
\_\_\_\_\_  
ROBERT S. CAMPBELL, JR.  
GREGORY B. MONSON  
of and for  
WATKISS & CAMPBELL  
310 South Main Street, Suite 1200  
Salt Lake City, Utah 84101

GEORGE M. GALLOWAY  
of and for  
STOEL, RIVES, BOLEY, JONES & GREY  
900 S.W. Fifth Avenue, Suite 2300  
Portland, Oregon 97204

Attorneys for PacifiCorp

SIDNEY G. BAUCOM  
THOMAS W. FORSGREN  
EDWARD A. HUNTER, JR.  
of and for  
UTAH POWER & LIGHT COMPANY  
1407 West North Temple  
Salt Lake City, Utah 84140

Attorneys for Utah Power &  
Light Company

CERTIFICATE OF SERVICE

I hereby certify that true and correct copies of the above and foregoing MOTION FOR ENTRY OF PROTECTIVE ORDER AND NOTICE OF HEARING dated November 6th, 1987, were hand delivered to the following on this 6th day of November, 1987, to wit:

Michael Ginsberg, Esq.  
Assistant Attorney General  
130 State Capitol Building  
Salt Lake City, Utah 84114  
Attorney for Division of Public Utilities

Sandy Mooy, Esq.  
Assistant Attorney General  
130 State Capitol Building  
Salt Lake City, Utah 84114  
Attorney for Committee of  
Consumer Services

Stephen R. Randle  
Ungricht, Randle & Deamer  
520 Boston Building  
Salt Lake City, Utah 84111  
Attorney for Salt Lake City Corp.  
and Sandy City Corp.

F. Robert Reeder, Esq.  
Val R. Antczak, Esq.  
Parsons, Behle & Latimer  
185 South State, Suite 700  
Post Office Box 11898  
Salt Lake City, Utah 84147-0898  
Attorneys for Kennecott Copper Corp., et al.

Richard W. Giaugue  
Gregory P. Williams  
Gary F. Bendinger  
Giaugue, Williams, Wilcox & Bendinger  
500 Kearns Building  
Salt Lake City, Utah 84101  
Attorneys for Coastal States  
Energy Company, et al.

Raymond W. Gee, Esq.  
Kirton, McConkie & Bushnell  
330 South 300 East  
Salt Lake City, Utah 84111  
Attorneys for Utah Farm Bureau Federation

James A. Holtkamp, Esq.  
Van Cott, Bagley, Cornwall & McCarthy  
50 South Main Street, Suite 1600  
Salt Lake City, Utah 84144  
Attorneys for Utah Associated  
Municipal Power Systems and  
Washington City

Dale A. Kimball, Esq.  
Gary A. Dodge, Esq.  
Kimball, Parr, Crockett & Waddoups  
185 South State, Suite 1300  
Salt Lake City, Utah 84147  
Attorneys for Utah Municipal  
Power Agency

Donald B. Holbrook, Esq.  
Calvin L. Rampton, Esq.  
Ronald J. Oakey, Esq.  
L. R. Curtis, Jr.  
Jones, Waldo, Holbrook & McDonough  
1500 First Interstate Plaza  
Salt Lake City, Utah 84101  
Attorneys for Utility Shareholder  
Association of Utah

A. Wally Sandack, Esq.  
370 East Fifth South  
Salt Lake City, Utah 84111  
Attorney for United Mine  
Workers of America, District 22

I hereby certify that true and correct copies of the above  
and foregoing MOTION FOR ENTRY OF PROTECTIVE ORDER AND NOTICE  
OF HEARING dated November 6th, 1987, were deposited in the United  
States mail, postage prepaid thereon, to the following:

Alice Ritter Burns  
110 North Main Street  
Post Office Box 249  
Cedar City, Utah 84720  
Attorney for Cedar City Corp.

Roger Cutler  
Salt Lake City Attorney  
324 South State  
Salt Lake City, Utah 84111  
Attorney for Salt Lake City Corp.

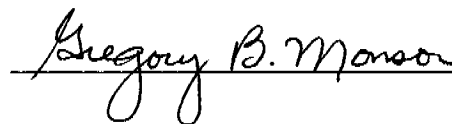
Paul T. Morris  
West Valley City Attorney  
I. Robert Wall  
Assistant City Attorney  
2470 South Redwood Road  
West Valley City, Utah 84119  
Attorneys for West Valley City

Lynn W. Mitton  
F. Elgin Ward  
8722 South 300 West  
Sandy, Utah 84070  
Attorneys for Deseret Generation & Transmission

Chris L. Engstrom  
Snow, Nuffer, Engstrom & Drake  
90 East 200 North  
Post Office Box 400  
St. George, Utah 84770  
Attorneys for Washington City

Donald R. Allen, Esq.  
John P. Williams, Esq.  
Duncan, Allen & Mitchell  
1575 Eye Street, N.W.  
Washington, D.C. 20005  
Attorneys for Utah Municipal  
Power Agency

Myrna J. Walters, Secretary  
Michael S. Gilmore  
Lori Mann  
Deputy Attorneys General  
Idaho Public Utilities Commission  
Statehouse Mail  
Boise, Idaho 83720  
Attorneys for Idaho Public  
Utilities Commission

  
\_\_\_\_\_