

file

RECEIVED

'87 OCT 29 PM 3:34

Donald R. Allen, Esq.
John P. Williams, Esq.
DUNCAN, ALLEN AND MITCHELL
1575 Eye Street, N.W.
Washington, D.C. 20005
Telephone: (202) 289-8400

RECEIVED
SECURITY DIVISION

Dale A. Kimball, Esq.
Gary A. Dodge, Esq.
KIMBALL, PARR, CROCKETT & WADDOUPS
185 South State Street
Suite 1300
P.O. Box 11019
Salt Lake City, Utah 84147
Telephone: (801) 532-7840

Attorneys for Intervenor Utah
Municipal Power Agency

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) NOTICE OF INTERVENTION
AUTHORIZING THE MERGER OF UTAH) OF UTAH MUNICIPAL POWER
POWER & LIGHT COMPANY AND) AGENCY
PACIFICORP INTO PC/UP&L MERGING)
CORP. AND AUTHORIZING THE ISSUANCE)
OF SECURITIES, ADOPTION OF TARIFFS,) Case No. 87-035-27
AND TRANSFER OF CERTIFICATES OF)
PUBLIC CONVENIENCE AND NECESSITY)
AND AUTHORITIES IN CONNECTION)
THEREWITH.)

Utah Municipal Power Agency ("UMPA" or "the Agency")
hereby files this Notice of its request to intervene in the
above-referenced matter. UMPA has a direct and substantial
interest in this proceeding and its interest will be directly

affected as a result of this proceeding, as more fully explained below.

UMPA was created in September 1980 under the Interlocal Co-operation Act (U.C.A. 1953, §§ 11-13-1 et seq., as amended and supplemented) for the purpose of developing a reliable and economical power supply program to meet the electric power and energy needs of its member municipalities, which currently are the cities of Provo, Spanish Fork, Nephi, Manti and Salem and the town of Levan (the "Members").

As of June 30, 1986, the Members had a combined estimated population of 101,213 and served approximately 31,000 electric customers. The Members had a combined coincident peak demand of 99.2 MW and total energy requirements of approximately 553,000 MWh for the fiscal year ending June 30, 1986. The largest Member in terms of energy requirements is Provo, which accounted for approximately 80% of such energy requirements. Spanish Fork is the second largest Member, accounting for approximately 10% of such energy requirements.

UMPA's power supply program includes generation and transmission resources owned by the Agency, power purchases from Members, and power purchases from Western Area Power Administration ("Western"). UMPA is a part owner of Bonanza Unit 1 and the Bonanza Transmission System, which interconnects with UP&L's transmission system at the Mona and Upalco substations. UMPA purchases the power and associated energy from Provo's 6.25%

ownership interest in Hunter Unit No. 1 (of which UP&L is co-owner and operator) and from Provo's rights to the output of Phase 1 of the Cove Fort Geothermal Project. Such power and energy is delivered to Provo by UP&L. Both Provo and Manti have transmission and interconnected operations agreements with UP&L, the benefits of which are made available to, and paid for by, UMPA as part of its power supply from Western, which is delivered to UMPA Members under transmission agreements between Western and UP&L. The rate which UMPA pays for such power includes a wheeling payment which is passed through to UP&L. The Agency and its Members depend on UP&L for system integrity and reliability because UP&L is the control area utility for most of the Members of UMPA. All of the Agency's Members except Provo and Manti have supplemental power purchase agreements with UP&L. Finally, UMPA is a direct competitor of UP&L for wholesale and bulk power sales.

As representative of these interests, UMPA has a direct, substantial and immediate interest in the proposed merger between UP&L and PacifiCorp which is not adequately represented by any other party to this proceeding and which will be directly affected by any action taken by the Commission upon the application for approval. All of the above-referenced interests could be adversely affected as a result of the proposed merger.

WHEREFORE, UMPA respectfully prays the Commission to permit UMPA to intervene in this proceeding, to be treated as a party thereto, with full rights and participation.

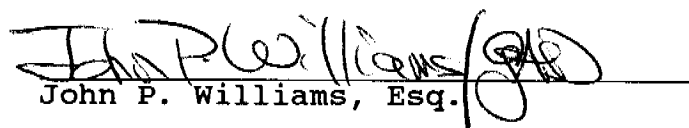
RESPECTFULLY SUBMITTED this 20th day of October, 1987.

KIMBALL, PARR, CROCKETT & WADDOUPS



Gary A. Dodge, Esq.

DUNCAN, ALLEN AND MITCHELL



John P. Williams, Esq.

Attorneys for Petitioner

CERTIFICATE OF SERVICE

I hereby certify that a true and correct copy of the foregoing "Notice to Intervene of Utah Municipal Power Agency", was mailed, postage prepaid, this 29th day of October, 1987, to the following:

Sidney G. Baucom
Thomas W. Forsgren
Edward A. Hunter, Jr.
Attorneys for UP&L
1407 West North Temple
Salt Lake City, Utah 84140

George M. Galloway
Stoel Rives Boley Jones & Grey
Attorneys for PC/UP&L Merging Corp.
Suite 2300
900 S.W. Fifth Avenue
Portland, Oregon 97204

Fredric D. Reed
Senior Vice President
Pacific Power & Light Company
920 Southwest 6th Avenue
Portland, Oregon 97204

James Fell, Esq.
Stoel, Rives, Boley, Jones & Grey
Suite 2300
900 Southwest 5th Avenue
Portland, Oregon 97204

Charles F. McDevitt, Esq.
Suite 200, Park Place
277 North 6th Street
Boise, Idaho 83702

Wesley F. Merrill
109 North Arthur
Spaulding Building
Pocatello, Idaho 83204

Stephen R. Randle, Esq.
Ungricht, Randle & Deamer
520 Boston Building
Salt Lake City, Utah 84111

Roger Cutler, Esq.
Salt Lake City Attorney
324 South State Street
Salt Lake City, Utah 84111

Michael Ginsberg, Esq.
Attorney General's Office
236 State Capitol Building
Salt Lake City, Utah 84114

Sandy Mooy, Esq.
Attorney General's Office
236 State Capitol Building
Salt Lake City, Utah 84114

James A. Holtkamp, Esq.
Vancott, Bagley, Cornwall & McCarthy
50 South Main Street
Suite 1600
Salt Lake City, Utah 84145

Raymond W. Gee, Esq.
Kirton, McConkie & Bushnell
330 South 300 East
Salt Lake City, Utah 84111

Calvin L. Rampton, Esq.
L. R. Curtis, Esq.
Ronald J. Ockey, Esq.
Jones, Waldo, Holbrook & McDonough
170 South Main Street
Suite 1500
Salt Lake City, Utah 84101

F. Elgin Ward, Esq.
Lynn W. Mitton, Esq.
Deseret Generation & Transmission
Co-operative
8722 South 300 West
Sandy, Utah 84070

Paul T. Morris
Robert Wall
2470 South Redwood Road
West Valley City, Utah 84119

F. Robert Reeder, Esq.
Val R. Antczak, Esq.
Parsons, Behle & Latimer
185 South State Street
P.O. Box 11898
Salt Lake City, Utah 84147

Alice Ritter Burns, Esq.
110 North Main Street
P.O. Box 249
Cedar City, Utah 84720

John Morris, Esq.
LeBoeuf, Lamb, Leiby & MacRae
136 South Main Street
Suite 1000
Salt Lake City, Utah 84101

L. Christian Hauck
Colorado Ute Electric Association
P.O. Box 1149
Montrose, Colorado 81402

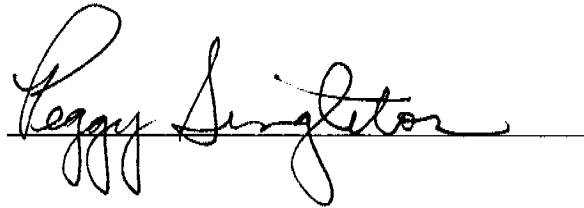
Salli Brash, Esq.
Willkie, Farr & Gallagher
#1 CitiCorp Center
153 East 53rd Street
New York, NY 10022

John D. Newman
West Valley City Manager
2470 South Redwood Road
West Valley City, Utah 84119

Chris L. Engstrom, Esq.
Snow, Nuffer, Engstrom & Drake
90 East 200 North
P.O. Box 400
St. George, Utah 84770

Richard W. Giaugue, Esq.
Gregory P. Williams, Esq.
Gary F. Bendinger, Esq.
Giaugue, Williams, Wilcox & Bendinger
500 Kearns Building
Salt Lake City, Utah 84101

A. Wally Sandack, Esq.
370 East Fifth South
Salt Lake City, Utah 84111

A handwritten signature in cursive script, reading "Peggy Singleton", is written over a horizontal line.