

1 BEFORE THE PUBLIC SERVICE COMMISSION OF UTAH

2

3

4

5

_____)
In the Matter of the) DOCKET NUMBER:
6 Application of PACIFICORP and) 98-2035-04
SCOTTISH POWER PLC for an)
7 Order Approving the Issuance) REPORTER'S TRANSCRIPT
of PacifiCorp Common Stock.) OF PROCEEDINGS
8 _____)

 Salt Lake City, Utah

9

 January 26, 1999

10

 9:05 a.m.

11

12 BEFORE:

13 STEPHEN F. MECHAM, Chairman, Public Service

14 Commission of Utah; and

15 CONSTANCE B. WHITE, Commissioner, Public

16 Service Commission of Utah; and

17 CLARK D. JONES, Commissioner, Public

18 Service Commission of Utah.

19

20

21

22

23

24

25

1 APPEARANCES

2

3 FOR DPU: Michael Ginsberg
4 Assistant Attorney General
5 500 Heber Wells Building
6 163 East 300 South
7 Salt Lake City, UT 84114

8

9 FOR CCS: Douglas Tingey
10 Assistant Attorney General
11 500 Heber Wells Building
12 163 East 300 South
13 Salt Lake City, UT 84114

14

15 FOR PACIFICORP: Edward Hunter
16 George M. Galloway
17 Attorneys at Law
18 STOEL, RIVES
19 Suite 1100
20 201 South Main
21 Salt Lake City, UT 84111

22

23 FOR SCOTTISH POWER: Brian Burnett
24 Attorney at Law
25 CALLISTER, NEBEKER
26 & MCCULLOUGH
27 900 Kennecott Building
28 10 East South Temple
29 Salt Lake City, UT 84113

30

31 Jamie M. Van Nostrand
32 Attorney at Law
33 PERKINS COIE
34 Suite 1800
35 411-108th Avenue NE
36 Bellevue, WA 98004-5584

37

20 FOR EMERY COUNTY, Bill Thomas Peters
UTAH ASSOCIATION OF Attorney at Law

21 COUNTIES: Suite 700
185 South State Street
22 Salt Lake City, UT 84111

23

24 (continued)

25

1 APPEARANCES (CONTINUED)

2 FOR UIEC: F. Robert Reeder
Attorney at Law
3 PARSONS, BEHLE & LATIMER
Suite 1800 Utah One Center
4 201 South Main Street
Salt Lake City, UT 84111

5
FOR THE UTAH Roger O. Tew
6 ASSOCIATED LEAGUE Attorney at Law
OF TOWNS: Suite 200
7 60 South 600 East
Salt Lake City, UT 84102

8
FOR THE UTAH Matthew F. McNulty III
9 MUNICIPAL POWER Attorney at Law
SYSTEMS: VAN COTT, BAGLEY, CORNWALL
10 & MCCARTHY
1600 Key Bank Tower
11 50 South Main Street
Salt Lake City, UT 84144

12
FOR THE UTAH Steven W. Allred
13 LEAGUE OF CITIES Attorney at Law
AND TOWNS: Law Department
14 Salt Lake City Corporation
Suite 505
15 451 South State Street
Salt Lake City, UT 84111

16
FOR THE UTAH Paul T. Morris
17 LEAGUE OF CITIES Attorney at Law
AND TOWNS: 3600 Constitution Boulevard
18 West Valley City, UT 84119

19 FOR CAP: Betsy Wolf

20

21

22

23

24

25

1 January 26, 1999 9:05 a.m.

2

3 PROCEEDINGS

4

5 CHAIRMAN MECHAM: Let's go on the record in

6 Docket 98-2035-04 entitled in the matter of the

7 application of PacifiCorp and Scottish Power PLC for

8 an order approving the issuance of PacifiCorp common

9 stock. Let's take appearances for the record,

10 please.

11 MR. HUNTER: Edward Hunter and George

12 Galloway representing PacifiCorp.

13 MR. BURNETT: Brian Burnett for Scottish

14 Power.

15 MR. VAN NOSTRAND: James Van Nostrand for

16 Scottish Power.

17 CHAIRMAN MECHAM: Van?

18 MR. VAN NOSTRAND: Van Nostrand,

19 N-O-S-T-R-A-N-D.

20 MR. GINSBERG: Michael Ginsberg for the

21 Division of Public Utilities.

22 MR. TINGEY: Doug Tingey for the Committee

23 of Consumer Services.

24 MR. ALLRED: Steven Allred on behalf of the

25 Utah League of Cities and Towns.

1 CHAIRMAN MECHAM: Is there anyone else?

2 MR. PETERS: Bill Thomas Peters for and on
3 behalf of Emery County and the Utah Association of
4 Counties.

5 MR. TEW: Roger Tew on behalf of the Utah
6 Associated League of Towns.

7 MR. MCNULTY: Matthew McNulty on behalf of
8 Utah Municipal Power Systems.

9 MR. DODGE: Gary Dodge on behalf of the
10 Large Customer Group. I think we're referred to as
11 the Large Customers.

12 MR. REEDER: My name is Robert Reeder.
13 We'll call ourselves the UIEC, as we identified
14 ourselves in the petition to intervene.

15 MS. WOLF: Betsy Wolf on behalf of the Salt
16 Lake Community Action Program.

17 MR. MORRIS: Paul Morris on behalf of Utah
18 League of Cities and Towns.

19 CHAIRMAN MECHAM: The court reporter is

20 asking for addresses. So following the hearing, you
21 may want to give those to her. I'm also going to
22 assume that the League will appear by one counsel as
23 we get moving through this.

24 MR. GINSBERG: Can we ask who that would be
25 that filings should go to, then, for the cities?

1 MR. ALLRED: It can go to myself, Steven
2 Allred.

3 MR. HUNTER: As a preliminary matter, we
4 received a copy yesterday of UIEC's petition to
5 intervene. We don't usually object to UIEC's
6 intervening in this procedure, as long as they come
7 up with issues that are actually germane.

8 The issues that they've raised we think
9 aren't a part of it. We only raise this at this
10 moment so the Commission doesn't accept their
11 intervention without allowing us to file a pleading
12 and argue this issue before them.

13 CHAIRMAN MECHAM: Okay. Let's talk about
14 the schedule. Mr. Ginsberg, you were saying
15 something off the record?

16 MR. GINSBERG: Can you provide copies of
17 the proposed schedule?

18 MR. HUNTER: It doesn't help, because we
19 marked it up. We have a -- had a printed schedule

20 which Michael has marked up. We can read it into the
21 record.

22 MR. GINSBERG: I think the proposed
23 schedule had proposed hearing dates -- at least, this
24 was a schedule that the Division thought it could
25 live with -- proposed hearing dates in mid-June.

1 Based on the assumption that the company would meet
2 its 14-day turnaround on discovery which they claimed
3 they would meet, and that the testimony that they
4 propose to file in early March would be complete and
5 thorough enough to move forward with that type of
6 schedule. And there is a proposed schedule that
7 addresses hearing dates in March.

8 The other alternative, which I think the
9 Committee is proposing, I think somewhat due to the
10 fact that they haven't gotten a consultant, would
11 allow them to have a second -- an opportunity, once
12 they hire their consultant, to provide issues that
13 would be potentially germane to the proceeding.
14 After the filing of PacifiCorp testimony.

15 The proposed schedule that we have -- I think
16 we need copies of this.

17 MR. HUNTER: Let me read it into the
18 record. As you can see, it was printed, but it's
19 been marked up. The entire latter half of it has

20 been changed at Mr. Ginsberg's request.

21 There would be -- parties would file issue --
22 written issue identification statements on February
23 5th. And we will provide a written schedule after.

24 The issue identification statements would
25 serve the same purpose they did in the previous

1 merger before the Commission. Just everyone would
2 have an opportunity to identify what issues they
3 think the Commission should identify -- or should
4 address in this proceeding.

5 On February 9th, there would be an issue
6 identification hearing in which people would have an
7 opportunity to discuss their issue statements. And
8 the Commission would have a record on which to base a
9 decision.

10 We have an intervention deadline of February
11 17th. We would file our direct testimony and
12 exhibits on March 1st. There would be a technical
13 conference on March 9th where we would have people
14 available to discuss with parties the testimony that
15 was filed, accept discovery requests.

16 One of the changes that was made this
17 morning, a schedule review hearing on March 16th
18 where parties would have an opportunity to address
19 any concerns they have with the schedule that has

20 been adopted.

21 The intervenors, the DPU, CCS would file

22 their direct testimony on May 7th. The applicants

23 would file their rebuttal testimony on May 28th.

24 There would be a witness scheduling conference on

25 June 7th.

1 And what we've got penciled in is hearings
2 June 14th through the 18th and opening briefs on June
3 25th. Or briefs on June 25th. We'd also propose
4 intervenors be required to file a list of issues when
5 they file their petition for intervention.

6 This is essentially the same period in which
7 the parties tried the Utah Pacific merger. We filed
8 our last set of testimony, and we filed our initial
9 testimony in December 9th -- December 7th in that
10 case, and that hearing is on May 2nd. So this is not
11 an unusually expedited schedule.

12 MR. GINSBERG: In the original merger case,
13 which was filed in September, the company's original
14 testimony on the Commission's own motion was found to
15 be inadequate. And they wrote a letter and told them
16 that. And the company then had to file subsequent
17 testimony. The original hearing dates were scheduled
18 for February and were ultimately delayed for two
19 months until May.

20 And the concern I think that this schedule,
21 in my mind, more represented the original hearing
22 schedules that would have heard the case in February
23 rather than May. And it's based on the assumption
24 that all the testimony that's originally filed is
25 adequate and that the data request responses are

1 timely and complete.

2 I think that -- and that's why we've
3 scheduled the March hearing dates, to address the
4 schedule's adequacy at an early stage rather than --
5 the last merger case, the case was continued for two
6 months in December.

7 MR. BURNETT: We view this as being a much
8 different process than the prior merger proceeding.
9 It's not combining two operating utilities here in
10 the United States. It doesn't have the transmission
11 issue problems.

12 We view it as being an inherently shorter
13 time frame for review. Essentially, we're just
14 changing who owns the stock. So we don't view it as
15 requiring as much time as the last case.

16 MR. GINSBERG: From the Division's
17 perspective, we thought we could live with this
18 schedule.

19 CHAIRMAN MECHAM: Mr. Tingey?

20 MR. TINGEY: Thanks. We have a slightly
21 different proposal, actually. And one that came to
22 mind yesterday when we were discussing this matter
23 with some of the regulators from the other states and
24 about how they were approaching this.

25 And in fact, the proposal that we would make

1 would mirror the proposal that's just been made
2 through the applicant's filing direct testimony on
3 March 1st. And then the technical conference we
4 would have no problem with.

5 We would want -- the next scheduling
6 conference on that schedule I believe is March 16th,
7 perhaps as late as April 2nd is the date that we've
8 got. And at that time also allow additional
9 identification of issues, a final issues list at that
10 time.

11 One of the problems with this schedule is
12 that the issue identification pleading deadline is
13 before the intervention deadline. So if somebody
14 intervenes later than that, they've already missed a
15 deadline. Mr. Hunter indicated one way around that
16 is to file your issues when you file your
17 intervention. But it makes that deadline a little
18 soft, in any event.

19 One other problem the schedule is dealing

20 with is getting a consultant in dealing with the
21 bureaucracy we have to to get that consultant. And
22 that process will likely take until March 12th is the
23 date that it's looking like right now. So we need
24 some time for that consultant sometime after March
25 12th to see if additional issues need to be

1 identified.

2 So the proposal we would have would be to
3 schedule through April 2nd, a further scheduling
4 hearing at which we could also address any final
5 issues that need to be raised, any deficiencies in
6 testimony, and then not schedule -- then schedule the
7 rest of the proceedings at that time. Which is the
8 same way that we were told yesterday that Wyoming and
9 Oregon are approaching this matter. At least from
10 the regulators' side.

11 CHAIRMAN MECHAM: You mean basically cut it
12 in two?

13 MR. TINGEY: Yeah. The idea --

14 CHAIRMAN MECHAM: Go ahead.

15 MR. TINGEY: The idea was to have the
16 company make their filing and give everybody time to
17 dig through it, and then have another hearing to deal
18 with whether it's adequate, if it's not, what happens
19 if it is adequate, then schedule the rest of the

20 proceedings to see how long it would take.

21 COMMISSIONER WHITE: Other than discussing

22 scheduling with other states, do you know if there's

23 going to be any efforts to work together

24 substantively?

25 MR. GINSBERG: We've scheduled --

1 MR. TINGEY: Yes.

2 MR. GINSBERG: The Division set up a
3 conference call in Idaho, Wyoming, Oregon -- is there
4 another state?

5 COMMISSIONER WHITE: Washington?

6 MR. GINSBERG: Washington did not
7 participate. Washington apparently believes they do
8 not have any need to approve this and chose not to
9 participate.

10 Utah is the first state to hold a prehearing
11 conference. Oregon's is scheduled for Friday.
12 Wyoming has not scheduled one. Idaho has agreed, at
13 least they told us, to a May hearing date with
14 PacifiCorp.

15 The Wyoming and Oregon staffs have proposed
16 with looking at the adequacy of the testimony in
17 March, and then after they file the end of February
18 or March 1st, I guess they'll file everywhere. And
19 then setting the schedule after that. They have

20 not -- those have not been orders adopted by the
21 Commissions in those states; those are the Wyoming
22 and Oregon staffs speaking.

23 We've scheduled two additional telephone
24 conference calls, one in February and one I think in
25 March, as of right now, where we intend to talk

1 substantively on issues. We're sharing data
2 requests. We've set up a mechanism where all the
3 states will share data requests that they make. And
4 we're talking with the company about a mechanism
5 where all the data responses that are available from
6 all the states are available to everybody.

7 So there's an attempt to try and work, you
8 know, during this proceeding, with other states.
9 They have not set a final hearing date in either
10 Oregon or Wyoming and indicated that at least from
11 the staff's perspective, they thought that the case
12 would go into the fall.

13 MR. HUNTER: Just a couple of things.
14 There's a statutory requirement in Oregon that gives
15 the Commission 19 days in which to approve or
16 disapprove the merger. That has been waived at the
17 company's request. But it's not as though there's an
18 unlimited amount of time to do this under Oregon law.

19 My understanding also is that the company and

20 the staff in Oregon have been exchanging schedules,
21 and the traditional process there is someone proposes
22 a schedule, someone proposes a counter-schedule, and
23 there's a negotiation. Our perception is that this
24 is part of the negotiation process.

25 Wyoming, we have had one telephone conference

1 with the Wyoming staff. That's the extent of our
2 involvement with them so far. I would point out,
3 last time, Wyoming was the first jurisdiction that
4 issued an order on the Utah Pacific merger. And our
5 understanding, that their attitude toward being first
6 hasn't changed.

7 MR. GINSBERG: That was somewhat of the
8 reason why the hearing dates in March, the March 16th
9 or April or -- that there be another hearing after
10 the filing of testimony by the company would be held.
11 By then, we'll know the schedule in other states,
12 we'll know the involvement of FERC, if at all, if
13 there's any filings at the Securities and Exchange
14 Commission or any need.

15 CHAIRMAN MECHAM: By that point, we'll know
16 what the Legislature is going to do as well.

17 MR. GINSBERG: That's true.

18 CHAIRMAN MECHAM: I'm sure you know there's
19 a proposal in front of the Legislature to do the

20 approval in this matter. I've not seen a bill. I
21 don't know that anyone has. So I don't know what the
22 process will be if that passes.

23 MR. HUNTER: And we don't disagree. We
24 think at this point, you could issue a schedule.
25 There is in our schedule, our proposed schedule, a

1 scheduling review conference on the same time period
2 that other parties were talking about.

3 To the extent that something happens, to the
4 extent that there's unhappiness about how the
5 proceedings are going, we haven't answered discovery
6 in a timely way, the reasons the Commission addressed
7 last time for changes in the schedule, then the
8 Commission would have the opportunity to do it then.

9 But simply waiting and doing nothing until
10 April, at least to us, doesn't seem to make a whole
11 lot of sense.

12 MR. BURNETT: I would second Tim's comments
13 in that if we don't set a schedule today, we wait as
14 the Committee suggests until that time, many of the
15 days will have been already booked up, and people
16 will have made other plans, etcetera. It will be
17 harder to agree to a schedule in a shorter time frame
18 that's expeditious and accomplishes what the
19 companies need to have happen and still allow

20 regulators time to look at it.

21 So we would urge you to go ahead and approve
22 the schedules we've slated out today, because it does
23 allow for people to reexamine issues, make sure we're
24 on schedule, and yet it provides for an opportunity
25 for us to get in in a timely manner and have hearings

1 in an expeditious way so as to accommodate the
2 companies and regulators.

3 CHAIRMAN MECHAM: I can tell you that
4 there's a conflict with the proposed hearing dates in
5 June.

6 MR. TINGEY: If we're going to schedule
7 this whole matter, we would like to address that as
8 well. Because we think the time frame that has been
9 proposed is much too short to get the job done right.
10 So if we're going to go past the next prehearing
11 conference, I'd like to address that.

12 CHAIRMAN MECHAM: Go ahead.

13 MR. TINGEY: We actually have a penciled
14 out schedule on that as well. Would you like to see
15 it?

16 CHAIRMAN MECHAM: Sure.

17 MR. TINGEY: We've taken basically the
18 proposal of the Division, at least the basic
19 hearings, although the intervention deadline is now

20 before the issue of identification pleadings, which

21 makes more sense.

22 For the reasons we've discussed earlier,

23 getting the consultant on board and the time frame to

24 do this, that issue identification would be April 2nd

25 with the hearings following.

1 And this morning, it has been suggested for a
2 technical conference and whatnot, and that's just
3 fine. And direct testimony filed in May with the
4 time in between there to do discovery. And then
5 testimony for the Division, Committee, and all the
6 intervenors with that to be filed September 10th.

7 Several reasons for that. As Mike has
8 alluded to, last time it took three rounds of
9 testimony by the company to get adequate testimony.
10 The first time around. So we need to allow time for
11 that.

12 And we would also have a different view of
13 the simplicity of this transaction. This is a new
14 ball game. Never seen anything like this. And quite
15 frankly, we don't know what we're getting into here.

16 And this is also -- the proposal thrown out
17 by the Division and the company is predicated on the
18 14-day discovery turnaround, which I just don't think
19 is practical at all, based on historical experience.

20 And we have -- if you'd like to see the score
21 card on the rate case, we have one here with many of
22 the discovery requests being as much as six weeks
23 late. And very few of them even being on time. So
24 we don't see that as practical.

25 And it raises a number of issues. If they're

1 not on time, then we have the problem of what do we
2 do? Do we come in here once a week or once every
3 other week with motions to compel? Which I don't
4 think anyone wants to see. Or do we bump the
5 schedule back? Which is not good for anybody to have
6 to rework the schedule once it's set.

7 And also, the attitude seems -- the pitch
8 seems to be, they're going to drop everything and get
9 this discovery done in two weeks. And I have no
10 doubt they intend to do that. I have doubts whether
11 they'll be able to pull it off.

12 And also, the question arises, is that the
13 best thing for the company to be doing? They have a
14 company to run at the same time. Dropping everything
15 may not be the right thing to do.

16 And the last issue, just to further report on
17 what other states are doing, I've spoken with what is
18 basically my counterpart in Oregon and Mike's
19 counterpart in Oregon. And they have in mind that

20 their proceedings up there will be done in about the
21 same time frame. October, November. This is what
22 they have told me.

23 So the schedule that we've laid out here is
24 consistent with what at least two lawyers are
25 thinking. The Commission hasn't ruled yet, but

1 that's what the lawyers are thinking.

2 CHAIRMAN MECHAM: Okay. Mr. Hunter?

3 MR. HUNTER: On the Oregon point, briefly,
4 I've seen a copy of the draft schedule of the staff,
5 proposes their first shot at it. Calls for September
6 hearings.

7 The other things I pointed out, my partners
8 have had conversations with the attorneys in charge
9 of the process for the Oregon staff. And he's
10 assured them that this was their first shot. They
11 expected a response from PacifiCorp, and they
12 intended to negotiate schedules as they always do.
13 So making a representation that this is what the
14 staff is hoping to get I don't think is accurate.

15 Taking a year in order to analyze this
16 transaction appears, at least to us, to be
17 unreasonable. As I pointed out before, the
18 transaction that the Commission analyzed last time
19 involved an analysis of two operating utilities. One

20 of those utilities was going to disappear.

21 You obviously had to look at whether or not

22 there were going to be the operational efficiencies

23 that were the basis of the merger, whether there

24 actually were the kind of savings associated with

25 combining generation resources. There was a lot of

1 computer modeling.

2 In that entire process, no one complained at
3 the end that they hadn't had sufficient time. There
4 were three weeks of hearings. There were literally
5 hundreds of pages of testimony, thousands of pages of
6 discovery, all of which occurred between December 7th
7 and hearings on May 2nd. There was no problem with
8 getting it done during that period.

9 The Commission had sufficient time to make a
10 decision after that. There is literally no reason,
11 based on history or based on any rational analysis of
12 this transaction, to take a year to do it.

13 The other points that were raised basically
14 involved suspicion that we won't be able to comply
15 with the 14-day turnaround. We realize that that is
16 our burden, and to the extent we don't meet it, it's
17 going to have an impact on whether or not the
18 schedule is going to be changed. That's the reason
19 Mr. Ginsberg insisted, and we agree, that there be a

20 March schedule review hearing in there to see how
21 we've actually complied with that process.
22 We can point to more recent history. We've
23 already got discovery. It's been served on us by the
24 Division, it's been served on us in other
25 jurisdictions. We have complied with the 14-day

1 turnaround.

2 In fact, we have boxes of materials with us
3 today, although the date on which it's due isn't
4 until Thursday, to give to the Division today. To
5 the extent that the Committee wants to get started
6 now, they can. Other parties have started asking
7 discovery now. We suggest that they do it.

8 A minor point, the intervention deadline
9 being before the issue identification. The
10 Commission decided last time, and I thought it was
11 wise, that one of the reasons for having issue
12 identification first is so you can determine who
13 should be in the proceeding and what issues they
14 should be allowed to address.

15 I think you can look around the room and see
16 almost every party that you can expect in this
17 proceeding. You've got UAMPS, attorneys representing
18 the industrial customers. Everyone that was here
19 last time, with the exception of people representing

20 CREDA, is here in this room today.

21 So it's not as though people don't know that

22 this is going on or that there will be a problem

23 providing them with an opportunity to intervene

24 quickly and provide their issue statements on the

25 schedule that we propose.

1 MR. DODGE: May I weigh in briefly?

2 CHAIRMAN MECHAM: Go ahead.

3 MR. DODGE: Representing some industrial
4 intervenors, we have moved as quickly as we're
5 capable of, frankly, in trying to identify issues
6 that may be of concern to us.

7 We've met with PacifiCorp representatives,
8 both in Utah and in Oregon, and we have been
9 collaborating with large users in other states. We
10 have begun the process of contacting experts to talk
11 about issues that may concern us. And we think we're
12 moving quickly.

13 But we believe, I believe, that the schedule
14 proposed by the company is way too aggressive. The
15 December through May time frame that was used in the
16 first merger hearing did turn out to be adequate, but
17 barely so. But that was from the last date of
18 testimony filing to hearing. Not from the date the
19 process began.

20 On a personal level, I have a problem with a
21 hearing in June. I communicated that. I'm gone for
22 the last two and a half weeks of June out of the
23 country. It's something I can't change. I would
24 therefore on a personal level request it not be set
25 during that time period.

1 That aside, I do think we need to take a
2 reasonable amount of time. And I think there is some
3 wisdom in the Committee's proposal that we see how
4 other states are scheduling things, we see how the
5 Legislature responds, all about moving the schedule
6 along as quickly as possible, moving discovery along
7 and the company's testimony.

8 Then soon after company testimony, I think
9 the Commission will be in a much better position to
10 sit down and decide what's a reasonable schedule in
11 light of that.

12 CHAIRMAN MECHAM: So you're recommending
13 scheduling only to that point?

14 MR. DODGE: That's right, Your Honor.
15 Anytime after the March 1st filing. Well, after the
16 March 9th, I guess, technical conference, I think a
17 scheduling conference could be set up with the intent
18 of scheduling as quickly as possible. We have no
19 interest in delaying and causing the company problems

20 just for delay's sake.

21 But we think setting this aggressive of a
22 schedule when everybody knows it's not likely to be
23 held to, I think doesn't do anyone any good. Again,
24 we did that in the first merger, and we set hearings
25 in February, and everybody knew it wasn't going to

1 happen in February. And it ended up being pushed off
2 to May. I don't see the value in going through that
3 process.

4 MR. REEDER: I might add, I agree.

5 CHAIRMAN MECHAM: Thank you.

6 MR. BURNETT: Mr. Chairman, I would like to
7 add that, as Tim mentioned, we are committed to the
8 14-day turnaround. We've been working very hard to
9 meet the first set of data requests here.

10 And I know that people have companies to run,
11 but I know for Scottish Power's position, that we
12 have people here who are in the United States who are
13 coming to answer discovery requests. And we've been
14 working very hard to meet the deadline. We
15 anticipate we'll meet the deadline on the first set
16 of data requests and hopefully do the same on the
17 others.

18 And we're working towards that with a great
19 deal of commitment in order to meet the schedule. We

20 know that it's important for people to get the
21 information so they can have a chance to review it,
22 and we're committed to meet that.

23 CHAIRMAN MECHAM: Is there anything
24 further?

25 MR. ALLRED: I'm wondering at the beginning

1 of this, as Mr. Hunter indicated, probably everybody
2 that's going to be here is here, or virtually
3 everybody. That being the case, maybe we're better
4 off moving the intervention cutoff date up to the 5th
5 of February but leaving the issues ID until the 17th
6 of February.

7 That doesn't disrupt the rest of the schedule
8 but still allows adequate time to present the issues
9 identification, which seems to do it in a more
10 orderly fashion.

11 CHAIRMAN MECHAM: Let's take a brief
12 recess.

13 (Whereupon a recess was taken.)

14 CHAIRMAN MECHAM: Let's go back on the
15 record. Mr. Hunter and Mr. Ginsberg?

16 MR. GINSBERG: I think he has it.

17 MR. HUNTER: You can tell who didn't take
18 notes. Mr. Burnett will help me.

19 CHAIRMAN MECHAM: Is your microphone on?

20 MR. HUNTER: It is not, thank you. The
21 intervention deadline and the date by which parties
22 will file written issue statements will be February
23 17th. PacifiCorp will file initial testimony on
24 March 1st.

25 MR. BURNETT: You should be saying Scottish

1 Power.

2 MR. HUNTER: Excuse me, Scottish Power.

3 The applicants will file their testimony on March
4 1st. There will be an issue identification hearing
5 on March 5th to address the Committee's concerns
6 about having their consultant on board. There will
7 be a March 31st date on which parties will file
8 written statements identifying any additional issues.

9 April 2nd, we've scheduled a hearing to
10 address any additional issues that parties have
11 identified. To the extent it's necessary to file
12 supplemental testimony to address any additional
13 issues, April 16th will be the date on which the
14 applicants will file that testimony.

15 June 18th, the DPU, CCS and the intervenors
16 will file their direct testimony and exhibits. July
17 16th, the applicants will file their rebuttal
18 testimony. Public Witness Day will be August 6th.
19 Then we'd like to schedule a couple of additional

20 days in the second week just in case we need them.

21 MR. BURNETT: I would say that in addition

22 to applicants filing rebuttal testimony, I guess all

23 parties will file rebuttal testimony on July 16th.

24 MR. ALLRED: My understanding is the March

25 5th hearing was also a hearing on intervention?

1 MR. TINGEY: Yes.

2 MR. GINSBERG: Finally, any final
3 surrebuttal testimony will be done live. In other
4 words, there won't be prefilings.

5 MR. TINGEY: And all of this is predicated
6 on two assumptions. One, that testimony is complete
7 first time around. The other is the 14-day discovery
8 turnaround actually happens.

9 MR. REEDER: That's a critical assumption.
10 The 14-day turnaround and the first round of
11 testimony being complete is very critical. Very
12 critical assumption.

13 COMMISSIONER WHITE: Do you think they're
14 realistic assumptions?

15 MR. REEDER: At this point, I can only
16 hope.

17 CHAIRMAN MECHAM: Okay. The parties who
18 participate on a regular basis here know that we've
19 got a fairly liberal policy with respect to

20 intervention. I know that you want to make a filing
21 insofar as UAMPS is concerned, Mr. Hunter, and you're
22 welcome to. We'll review it and determine what merit
23 it has. But just keep that in mind.

24 MR. HUNTER: As I indicated, our problem
25 with UAMPS's intervention petition is not that UAMPS

1 wants to be a party in this case -- they were a party
2 in the last case -- it's that they identified
3 condemnation as the issue. The value of PacifiCorp's
4 distribution system in the condemnation/annexation
5 context as an issue to be tried in the merger case.
6 We'd like some resolution of that.

7 CHAIRMAN MECHAM: Okay. Mr. Hunter, will
8 you propose an order with all these dates you just
9 outlined for us?

10 MR. HUNTER: I will.

11 CHAIRMAN MECHAM: And I guess we should
12 emphasize that -- I mean, obviously, the hearing
13 dates, while we're setting them and establishing
14 them, they are subject to change. I would say
15 they're subject to change moving forward as well as
16 moving backward, depending on how some of these other
17 things develop.

18 MR. HUNTER: Thank you.

19 CHAIRMAN MECHAM: Anything further? Thank

20 you, we'll adjourn.

21 (Off the record, Mr. Hunter represented

22 August 2-10 for hearing dates.)

23 (Whereupon the proceedings were

24 adjourned at 10:40 a.m.)

25

1 STATE OF UTAH)
) SS.
2 COUNTY OF SALT LAKE)

3

I, MARY D. QUINN, Certified Shorthand Reporter,
4 Registered Professional Reporter and Notary Public
5 in and for the State of Utah do hereby certify:

6

That the foregoing transcript pages were
7 stenographically reported by me at the time and
8 place hereinbefore set forth;

9

That the same was thereafter reduced to
10 typewritten form;

11

And that the foregoing is a true and correct
12 transcript of those proceedings.

13

14

15

16 DATED this _____ day of _____,

17 19____.

18

19

20

MARY D. QUINN CSR, RPR

21

My Commission Expires 1/5/2002

22

23

24

25

