



201 South Main, Suite 2300
Salt Lake City, Utah 84111

September 15, 2010

***VIA ELECTRONIC FILING
AND OVERNIGHT DELIVERY***

Wyoming Public Service Commission
2515 Warren Avenue, Suite 300
Cheyenne, Wyoming 82002

Attention: Chris Petrie
Chief Counsel

Docket No. 20000-__-__-10

**RE: In the Matter of the Application of PacifiCorp dba Rocky Mountain Power
Requesting Approval of Amendments to the Revised Protocol Allocation
Methodology**

Rocky Mountain Power hereby submits for filing an original and three copies of its Application, Direct Testimony and Exhibits in the above-referenced matter. These documents have also been provided to the Commission via electronic filing. Enclosed is a CD containing electronic copies of the application, testimony, exhibits, and workpapers in the file formats in which they were created. Also enclosed is a CD containing the confidential work papers supporting the testimony and exhibits.

In addition, Rocky Mountain Power submits a Petition for Confidential Treatment and Protective Order in this docket that the Company desires parties execute prior to obtaining access to confidential information.

Rocky Mountain Power has enclosed a check in the amount of \$15.00 for the filing fee.

Rocky Mountain Power respectfully requests that all formal correspondence and requests for additional information regarding this filing be addressed to the following:

By E-mail (preferred): datarequest@pacificorp.com

By regular mail: Data Request Response Center
PacifiCorp
825 NE Multnomah Street, Suite 2000
Portland, Oregon 97232

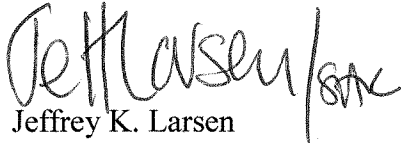
with copies to: David M. Mosier
Wyoming Regulatory Affairs Manager
Rocky Mountain Power
320 West 25th Street, Suite 301
Cheyenne, Wyoming 82001
E-mail: david.mosier@pacificorp.com

Wyoming Public Service Commission
September 15, 2010
Page 2

Daniel E. Solander
201 South Main Street, Suite 2300
Salt Lake City, Utah 84111
Telephone No. (801) 220-4014
Facsimile No. (801) 220-3299
E-mail: daniel.solander@pacificorp.com

Informal inquiries may be directed to Dave Mosier, Wyoming Regulatory Affairs Manager at (307) 632-2677.

Sincerely,

A handwritten signature in black ink that reads "Jeff Larsen" with a stylized flourish at the end.

Jeffrey K. Larsen
Vice President, Regulation

Enclosures

cc: Service List

CERTIFICATE OF SERVICE

I hereby certify that on this 15th of September, 2010, I caused to be served, via Overnight Delivery, a true and correct copy of the foregoing document to the following service list:

Robert M. Pomeroy, Jr.
Thor Nelson
Holland & Hart, LLP
6380 S. Fiddlers Green Circle, Ste. 500
Greenwood Village, CO 80111
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Administrator
Office of Consumer Advocate
2515 Warren Avenue, Suite 304
Cheyenne, WY 82002

Ivan Williams
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Counsel for Questar Gas Management

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Lisa Tormoen Hickey
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Counsel for Interwest Energy Alliance

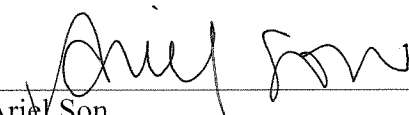
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Attorneys for Rocky Mountain Power

BEFORE THE PUBLIC SERVICE COMMISSION OF WYOMING

IN THE MATTER OF THE)	
APPLICATION OF PACIFICORP dba)	DOCKET NO. 20000-__ - __ -10
ROCKY MOUNTAIN POWER)	Record No. _____
REQUESTING APPROVAL OF)	
AMENDMENTS TO THE REVISED)	
PROTOCOL ALLOCATION)	APPLICATION OF
METHODOLOGY)	ROCKY MOUNTAIN POWER
)	

PacifiCorp (or Rocky Mountain Power or Company) hereby submits its application (Application) to the Public Service Commission of Wyoming (Commission) requesting approval of amendments to the Revised Protocol allocation methodology previously approved by the Commission in Docket No. 20000-EI-02-183, Record No. 7395. In support of the Application, Rocky Mountain Power states as follows:

1. Rocky Mountain Power is a division of PacifiCorp. PacifiCorp is an Oregon corporation that provides electric service to retail customers through its Rocky Mountain Power division in the states of Idaho, Utah, and Wyoming, and through its Pacific Power division in the states of California, Oregon, and Washington.

2. Rocky Mountain Power is a public utility in the state of Wyoming and is subject to the Commission's jurisdiction with respect to its prices and terms of electric service to retail

customers in Wyoming. The Company serves approximately 141,000 customers and has approximately 1,500 employees in Wyoming. Rocky Mountain Power's principal place of business in Wyoming is 2840 East Yellowstone Highway, Casper, Wyoming, 82602.

3. The Company respectfully requests that the Commission complete its review and issue an order with respect to this Application no later than March 31, 2011, for the reasons discussed herein.

4. Communications regarding this filing should be addressed to:

David M. Mosier
Wyoming Regulatory Affairs Manager
Rocky Mountain Power
320 West 25th Street, Suite 301
Cheyenne, Wyoming 82001
E-mail: david.mosier@pacificorp.com

Mark C. Moench
Daniel E. Solander
Rocky Mountain Power
201 South Main Street, Suite 2300
Salt Lake City, Utah 84111
E-mail: mark.moench@pacificorp.com
daniel.solander@pacificorp.com

In addition, Rocky Mountain Power requests that all data requests regarding the Application be sent in Microsoft Word or plain text format to the following:

By email (preferred): datarequest@pacificorp.com

By regular mail: Data Request Response Center
PacifiCorp
825 NE Multnomah Street, Suite 2000
Portland, Oregon 97232

Informal questions may be directed to Dave Mosier, Wyoming Regulatory Affairs Manager at (307) 632-2677.

Background

5. PacifiCorp is an electrical corporation and public utility in the state of Wyoming. It provides retail electric service to more than 1.7 million customers in Wyoming and five other western states. PacifiCorp owns substantial generation and transmission facilities. Augmented with wholesale power purchases and long-term transmission contracts, these facilities operate as a single system on an integrated basis to provide service to all customers in a cost-effective manner. PacifiCorp recovers costs of owning and operating its generation and transmission system in retail prices established from time to time in state regulatory proceedings.

6. In such state proceedings, it is customary to first determine what assets are deemed to be in the Company's rate base in the state conducting the proceeding. Then, because all of the Company's generation and transmission resources are deemed to be used to serve the Company's customers in all of its state jurisdictions, it is necessary to determine what portion of the costs associated with each of the rate-based resources ought to be allocated to customers in the state for which prices are being established. If different state commissions make different decisions regarding what resources should be deemed to be in PacifiCorp's rate base or if different state commissions adopt different policies for allocating the costs of resources among states, the Company may not be afforded the opportunity to recover its full cost of providing electric service.

7. Each of PacifiCorp's state regulatory commissions has the ability to pursue policies that it believes are in the public interest in its state. However, it is also important for PacifiCorp to be able to make business decisions in an environment where differing state policies do not result in denying the Company a reasonable opportunity to recover its prudently incurred costs. This would create a disincentive for PacifiCorp to invest in its system.

8. Accordingly, in 2002, PacifiCorp filed applications in each of its six jurisdictions requesting the state commissions to investigate a number of important issues related to its status as a multi-jurisdictional utility and to endorse a process through which these issues can be considered by stakeholders, the Multi-State Process (MSP). In its application, the Company identified issues to be investigated, related primarily to the inter-jurisdictional allocation of prudently-incurred costs associated with investments in existing and new generation and transmission resources and how future policy scenarios including, but not limited to, direct access, sale or purchase of service territory or closure of a major industrial facility should be considered and implemented among the Company's state jurisdictions to allow PacifiCorp a reasonable opportunity to recover all of its prudently-incurred costs, among other things.

9. After approximately two years of discussions and negotiations, on September 29 and 30, 2003, PacifiCorp initiated proceedings in Utah, Oregon, Wyoming and Idaho seeking ratification of an Inter-jurisdictional Cost Allocation Protocol (Protocol) by the Public Service Commission of Wyoming, the Public Utility Commission of Oregon, the Public Service Commission of Utah, and the Idaho Public Utilities Commission (collectively, the Commissions).

10. Thereafter, subsequent and substantial discussions occurred that resulted in the development of a Revised Protocol. The Revised Protocol was agreed to by the parties on June 28, 2004, and seeks to allocate PacifiCorp's costs among its jurisdictional states in an equitable manner, ensures PacifiCorp plans and operates its generation and transmission system on a six-state integrated basis that achieves a least cost-least risk resource portfolio for customers, allows each state to independently establish its ratemaking policies and provides PacifiCorp with the opportunity to recover 100 percent of its prudently-incurred costs. The Revised Protocol was

approved by the Public Service Commission of Wyoming on March 2, 2005.

Request for Approval of Amendments to the Revised Protocol

11. Since the approval of the Revised Protocol, interested parties in Utah raised concerns that the continued use of the Revised Protocol may result in Utah-allocated revenue requirement that is higher when compared to revenue requirement allocated using the Rolled-In methodology than was anticipated by the Public Service Commission of Utah when it originally adopted the Revised Protocol. The Standing Committee and workgroups have been collaborating since September 2009 to come up with potential solutions acceptable to all parties in the context of the Revised Protocol allocation methodology, including the performance of various studies by the Company at the request of the Standing Committee.

12. In July 2010 the Standing Committee reached an agreement in principle to amend the Revised Protocol allocation methodology; such agreement will be known as the 2010 Protocol and is provided as Exhibit RMP___(ALK-1) to the direct testimony of Ms. Andrea L. Kelly. If adopted, the 2010 Protocol will remain in effect for Company filings made through 2016. The amendments are intended to allow for greater movement to a Rolled-In allocation methodology, while retaining a Hydro Endowment for the former Pacific Power & Light states of Oregon, California, Washington and part of Wyoming.

13. As further described in the attached direct testimony of Company witnesses Ms. Andrea L. Kelly, Vice President of Regulation, Mr. Steven R. McDougal, Director of Revenue Requirement, and Mr. Gregory N. Duvall, Director, Long-Range Planning and Net Power Costs, the 2010 Protocol continues to identify state resources based on cost responsibility and regional resources for the Hydro Endowment calculation. Besides using a Rolled-In allocation methodology as the starting point, a significant change relates to the Embedded Cost Differential

(ECD). The scope of the ECD has been reduced and limited, using a comparison of embedded costs based on resources in place on the Company's system prior to 2005. The ECD calculation has been based on projected pre-2005 resource costs and the value allocated to each state is fixed and levelized over the term of the 2010 Protocol. For the duration of the 2010 Protocol a fixed dollar amount per year deviation would be applied to each state's revenue requirement under the Rolled-In allocation methodology. The deviation is composed of two parts; a situs adjustment associated with the surcharge imposed under the Klamath Hydroelectric Settlement Agreement to Oregon and California with a corresponding credit to the other states, and the fixed levelized ECD.

14. The requested amendments in the Revised Protocol allocation methodology result in a consistent and fair cost allocation method that assures the Company a reasonable opportunity to recover all of its prudently-incurred costs and supports further system investment. Adoption of the changes are just, reasonable and in the public interest.

Proposed Commission Proceeding Process

15. Given the significant discussions and analysis since November 2008 by interested parties, as described in Ms. Kelly's direct testimony, Rocky Mountain Power respectfully requests that the Commission complete its review and issue an order with respect to this Application no later than March 31, 2011. The Company also proposes that within 30 days of receipt of the Application, the Commission convene a prehearing conference to establish a schedule for further proceedings. In this context, the Company proposes the following illustrative schedule of milestones that would allow for discovery, rounds of testimony and hearings that would allow sufficient time for a comprehensive review:

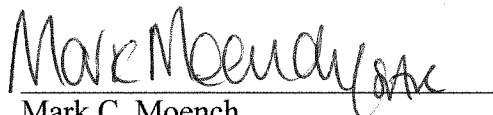
Event	Date
PacifiCorp Application, Testimony and Exhibits	September 15, 2010
Intervenor Testimony due	Early-December 2010
PacifiCorp Rebuttal Testimony due	Early-January 2011
Public Hearing	Late-January 2011
Briefs due	Mid-February 2011
Target Date for Commission Decision	March 31, 2011

WHEREFORE, by this Application, Rocky Mountain Power respectfully requests that the Commission issue an order approving the 2010 Protocol allocation methodology as described in the direct testimony of Company witnesses Ms. Kelly, Mr. McDougal and Mr. Duvall no later than March 31, 2011.

DATED this 15th day of September 2010.

Respectfully submitted,

ROCKY MOUNTAIN POWER



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sensitive in nature such that the disclosure of the information would jeopardize the interests of the party that has been requested to disclose the information, and the unlimited disclosure of which could result in economic or other harm to the disclosing party.

2. In order to facilitate a full and timely review of the Application, Rocky Mountain Power requests that the Commission approve, for use in this proceeding, a protective order in the form attached hereto as Exhibit A, to facilitate the exchange of confidential information among the parties under terms and conditions that assure the confidential information will not be improperly used or disclosed.

3. While there is presently no pending request for confidential information from any of the parties to this proceeding, it is anticipated that such requests will be made in the near future and, as a result, the company has filed this petition so as not to delay the disclosure or exchange of information when such a request is in fact made.

4. This petition is filed pursuant to Chapter I, Sections 109 and 120 of the Commission Rules and Wyoming Rule of Civil Procedure 26(c), which authorize the Commission, upon a showing of good cause, to deem confidential information filed with the Commission or in the custody of the Commission or its staff and to issue a protective order governing the disclosure and treatment of the confidential information.

5. Rocky Mountain Power further submits that it is anticipated that parties to this proceeding will request the disclosure or exchange of certain information that will jeopardize the interests of and cause irreparable injury to the Company because the information is either protected by contractual obligations or is sensitive to the nature of the company's business. Disclosure of this information would also cause harm to Rocky Mountain Power's customers by raising prices and increasing the cost for the Company to provide safe, reliable service. For

instance, the company anticipates that parties to this proceeding will request the disclosure of certain cost information that could be used by other companies to gain a competitive advantage in the future. As such, Rocky Mountain Power requests that the Commission issue a protective order to govern the treatment of information designated by a party as confidential.

6. Rocky Mountain Power also submits that any disclosure of proprietary information (e.g., cost data, design data, commercial information or otherwise) to market participants or current or past bidders into Company competitive procurements, even if subject to a protective order, would jeopardize the interest of the Company and cause irreparable injury to Rocky Mountain Power and its customers. As such, Rocky Mountain Power requests that proprietary project information not be disclosed to market participants, even if such an entity has executed a protective order in this proceeding.

7. Attached hereto as Exhibit A is a proposed protective order that Rocky Mountain Power requests that the Commission issue. The proposed protective order is substantially in the same form and substantively provides for the similar treatment of confidential information as has been previously approved by this Commission in response to Rocky Mountain Power's most recent requests for a protective order that was in the form of a Commission approved confidentiality agreement. The most recent request for a protective order that was approved by the Commission was issued April 16, 2010, in Docket No. 20000-368-EA-10, In the Matter of the Application of Rocky Mountain Power for Authority to Implement an Energy Cost Adjustment Mechanism.

8. Rocky Mountain Power submits that the attached form of protective order is appropriate for protecting the interests of all parties to this proceeding, and requests that the

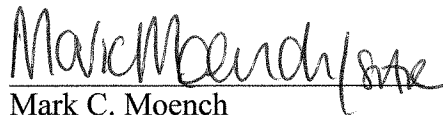
Commission issue the proposed protective order to govern the treatment of information designated by a party to this proceeding as confidential.

WHEREFORE, Rocky Mountain Power respectfully requests the following:

1. That the Commission approve Rocky Mountain Power's petition.
2. That the Commission issue a protective order in substantially the same form as the proposed protective order attached hereto as Exhibit A.

DATED this 15th day of September, 2010.

Respectfully submitted,
ROCKY MOUNTAIN POWER



Mark C. Moench
Daniel E. Solander
201 South Main Street, Suite 2300
Salt Lake City, Utah 84111
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daniel.solander@pacificorp.com

Attorneys for Rocky Mountain Power

-BEFORE THE WYOMING PUBLIC SERVICE COMMISSION-

IN THE MATTER OF THE APPLICATION) OF PACIFICORP dba ROCKY) MOUNTAIN POWER REQUESTING) APPROVAL OF AMENDMENTS TO THE) REVISED PROTOCOL ALLOCATION) METHODOLOGY)	DOCKET NO. 20000-__-__-10 <u>PROTECTIVE ORDER</u>
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ISSUED: _____

By the Commission:

On April 5, 2010, Rocky Mountain Power submitted a Petition for Confidential Treatment and Protective Order in the above-entitled proceeding. The Commission finds that sufficient grounds exist for entry of a protective order.

NOW, THEREFORE, IT IS HEREBY ORDERED, that:

1. (A) Confidential Information. All documents, data, information, studies and other materials furnished, or made available pursuant to any interrogatories, or requests for information, subpoenas, depositions, or other modes of discovery that are claimed by the parties to be of a trade secret or confidential nature shall be furnished pursuant to the terms of this Order, and shall be treated by all persons accorded access thereto pursuant to this Order as constituting trade secret, confidential commercial, or otherwise protected information (hereinafter referred to as "Confidential Information"), and shall neither be used nor disclosed except for the purpose of this proceeding, and solely in accordance with this Order. All material claimed to be Confidential Information shall be so marked by the party or its affiliates by stamping the same with the designation, **“CONFIDENTIAL - - SUBJECT TO PROTECTIVE ORDER”** or **“CONFIDENTIAL - - SUBJECT TO PROTECTIVE ORDER IN DOCKET NO. 20000-__-__-10.”** All copies of documents so marked will be made on yellow paper. Parties filing electronically should file both a confidential and non-confidential version clearly marked as such. For purposes hereof, any notes made pertaining to or as the

result of a review of Confidential Information shall also be considered Confidential Information and subject to the terms of this Order.

(B) Use of Confidential Information and Persons Entitled to Review. All Confidential Information made available pursuant to this Order shall be given solely to counsel for the parties (including counsels' paralegals, administrative assistants and clerical staff to the extent necessary for performance of work on this matter), which shall include the Office of Consumer Advocate ("OCA") and the Commission and its Staff ("Commission"), and shall not be used nor disclosed except for the purpose of this proceeding; provided, however, that access to any specific Confidential Information may be authorized by counsel, solely for the purpose of this proceeding, to those persons indicated by the parties as being their experts in this matter (including such experts' administrative assistants and clerical staff, and persons employed by the parties, to the extent necessary for performance of work on this matter). However, persons designated as experts shall not include persons employed by the parties who could use the information in their normal job functions to the competitive disadvantage of the party providing the Confidential Information. Any member of the OCA or the Commission may have access to any Confidential Information made available pursuant to this Order and shall be bound by the terms of this Order, except for the requirement of signing a nondisclosure agreement. Further, nothing herein shall prevent disclosure as required by law pursuant to interrogatories, administrative requests for information or documents, subpoena, civil investigative demand or similar process, provided, however, that the party being required to disclose Confidential Information shall promptly give prior notice by telephone and written notice of such requirement of disclosure by facsimile and overnight mail to the party that provided such Confidential Information, addressed to the attorneys of record for such party, so that the party that provided

the Confidential Information may seek an appropriate protective order. The disclosing party will not oppose action by, and will cooperate with the party that provided the Confidential Information to obtain an appropriate protective order or other reliable assurance that confidential treatment will be accorded that Confidential Information.

(C) Nondisclosure Agreement. Prior to giving access to Confidential Information, as contemplated in paragraph 1(B) above, to counsel or any expert designated to testify in this proceeding, counsel for the party seeking review of the Confidential Information shall deliver a copy of this Order to such person and, prior to disclosure such person shall agree in writing to comply with and be bound by this Order. Confidential Information shall not be disclosed to any person who has not signed a Nondisclosure Agreement in the form which is attached hereto and incorporated herein as Appendix A. The Nondisclosure Agreement (Appendix A) shall require the person to whom disclosure is to be made to read a copy of this Protective Order and to certify in writing that he or she has reviewed the same and has consented to be bound by its terms. The agreement shall contain the signatory's full name, permanent address and employer, and the name of the party with whom the signatory is associated. Such agreement shall be delivered to counsel for the providing party prior to the expert gaining access to the Confidential Information.

(D) Additional protective measures. A provider of documents and information may claim that additional protective measures, beyond those required under this Protective Order, are warranted for certain confidential material, referred to as highly sensitive documents and information. In such case, the provider shall identify such documents and information and shall inform the requester of such documents and information of their claimed highly sensitive nature as soon as possible. The provider of the requested information shall also petition the Commission for an order granting additional protective measures, which the petitioner believes

are warranted for the claimed highly sensitive documents and information that is to be produced in response to an information request. The provider shall set forth the particular basis for: the claim, the need for the specific, additional protective measures, and the reasonableness of the requested, additional protection. A party who would otherwise receive the documents and information under the terms of this Protective Order may respond to the petition and oppose or propose alternative protective measures to those requested by the provider of the claimed highly sensitive documents and information. Disputes between the parties shall be resolved pursuant to Commission Order pursuant to Paragraph 2 of this Protective Order.

2. (A) Challenge to Confidentiality or Proposed Additional Protective Measures.

This Order establishes a procedure for the expeditious handling of Confidential Information; it shall not be construed as an agreement, or ruling on the confidentiality of any document.

(B) In the event that the parties hereto are unable to agree that certain documents, data, information, studies, or other matters constitute Confidential Information, are highly sensitive documents and information referred to in paragraph 1(D) above, or agree on the appropriate treatment of highly sensitive documents and information, the party objecting to the classification as Confidential Information or the party claiming highly sensitive documents and information and the need for additional protective measures shall forthwith submit the said matters to the Commission for its review pursuant to this Order. When the Commission rules on the question of whether any documents, data, information, studies, or other matters submitted to them for review and determination are Confidential Information, are highly sensitive documents and information, or the appropriate additional protection to be afforded for specific highly sensitive documents and information, the Commission will enter an order resolving the issue.

(C) Any party at any time upon ten (10) days prior notice may seek by appropriate

pleading, to have documents that have been designated as Confidential Information, or which were accepted into the sealed record in accordance with this Order, removed from the protective requirements of this Order, or from the sealed record and placed in the public record. If the confidential or proprietary nature of this information is challenged, resolution of the issue shall be made by the Commission after proceedings *in camera*, which shall be conducted under circumstances such that only those persons duly authorized hereunder to have access to such confidential matter shall be present. The record of such *in camera* hearings shall be marked **“CONFIDENTIAL - - SUBJECT TO PROTECTIVE ORDER IN DOCKET NO. 20000-___ - ___-10.”** It shall be transcribed only upon agreement by the parties, or Order of the Commission, and in that event shall be separately bound, segregated, sealed, and withheld from inspection by any person not bound by the terms of this Order, unless and until released from the restrictions of this Order, either through agreement of the parties, or after notice to the parties and hearing, pursuant to an Order of the Commission. In the event the Commission should rule in response to such a pleading that any information should be removed from the protective requirements of this Order, or from the protection of the sealed record, such Order of the Commission shall not be effective for a period of ten (10) days after entry of the Order.

3. (A) Receipt into Evidence. Provision is hereby made for receipt of evidence in this proceeding under seal. At least ten (10) days prior to the use of or substantive reference to any Confidential Information as evidence, the party intending to use such Confidential Information shall make that intention known to the providing party. The requesting party and the providing party shall make a good faith effort to reach an agreement so that the information can be used in a manner that will not reveal its trade secret, confidential or proprietary nature. If such efforts fail, the providing party shall separately identify, within five (5) business days,

which portions, if any, of the documents to be offered or referenced on the record containing Confidential Information shall be placed in the sealed record. Only one (1) copy of documents designated by the providing party to be placed in the sealed record shall be made and only for that purpose. Otherwise, parties shall make only general references to Confidential Information in these proceedings.

(B) Seal. While in the custody of the Commission, these materials shall be marked “**CONFIDENTIAL - - SUBJECT TO PROTECTIVE ORDER IN DOCKET NO. 20000-__ - __-10,**” and due to their nature they shall not be considered as records in the possession of or retained by the Commission within the meaning of the open meetings or public records statutes.

(C) In Camera Hearing. Any Confidential Information that must be orally disclosed to be placed in the sealed record in this proceeding shall be offered in an *in camera* hearing, attended only by persons authorized to have access to the Confidential Information under this Order. Similarly, cross-examination on or substantive reference to Confidential Information, as well as that portion of the record containing references thereto, shall be marked and treated as provided herein.

(D) Appeal. Sealed portions of the record in this proceeding may be forwarded to any court of competent jurisdiction on appeal in accordance with applicable rules and regulations, but under seal as designated herein, for the information and use of the court.

(E) Return. Unless otherwise ordered, Confidential Information, including transcripts of any depositions to which a claim of confidentiality is made, shall remain under seal, shall continue to be subject to the protective requirements of this Order, and shall be returned to counsel for the providing party within 30 days after final settlement, or conclusion of

this matter including administrative, or judicial review thereof. Alternatively, a party receiving Confidential Information pursuant to the terms of the Order may certify, within 30 days after final settlement, or conclusion of this matter including administrative, or judicial review thereof, that the Confidential Information has been destroyed. Counsel who are provided access to Confidential Information pursuant to the terms of this Order may retain their notes, work papers or other documents that would be considered the attorneys' work product created with respect to their use and access to Confidential Information in this docket. An expert witness, accorded access to Confidential Information pursuant to this Order, shall provide to counsel for the party on whose behalf the expert was retained or employed, the expert's notes, work papers or other documents pertaining or relating to any Confidential Information. Counsel shall retain these expert's documents with counsel's documents. In order to facilitate their ongoing regulatory responsibility, this paragraph shall not apply to the OCA or the Commission, which may retain Confidential Information obtained under this Order subject to the other terms of this Order. The OCA may release or disclose Confidential Information obtained in this docket to other parties in subsequent Commission dockets or proceedings, pursuant to the terms of applicable protective orders issued in such other subsequent Commission dockets or proceedings. The providing party shall be notified in advance by any state regulatory agency which intends to use, release or disclose any of the retained Confidential Information in any subsequent case.

4. Use in Pleadings. Where reference to Confidential Information in the sealed record is required in pleadings, cross-examinations, briefs, arguments, or motions, it shall be by citation of title, or exhibit number, or by some other nonconfidential description. Any further use of, or substantive references to Confidential Information shall be placed in a separate section of the pleading, or brief and submitted to the Commission under seal. This sealed section shall

be served only on counsel of record (one copy each), who have signed a Nondisclosure Agreement. All the protections afforded in this order apply to materials prepared and distributed under this paragraph.

5. (A) Use in Decisions and Orders. The Commission will attempt to refer to Confidential Information in only a general or conclusionary form and will avoid reproduction in any decision of Confidential Information to the greatest possible extent. If it is necessary for a determination in this proceeding to discuss Confidential Information other than in a general or conclusionary form, it shall be placed in a separate section of this Order, or Decision, under seal. This sealed section shall be served only on counsel of record (one copy each) who have signed a Nondisclosure Agreement. Counsel for other parties shall receive the cover sheet to the sealed portion and may review the sealed portion on file with the Commission once they have signed a Nondisclosure Agreement.

6. Segregation of Files. Those parts of any writing, depositions reduced to writing, written examination, interrogatories and answers thereto, or other written references to Confidential Information in the course of discovery, if filed with the Commission, will be sealed by the Commission, segregated in the files of the Commission, and withheld from inspection by any person not bound by the terms of this Order, unless such Confidential Information is released from the restrictions of this Order, either through agreement of the parties, or after notice to the parties and hearing, pursuant to the Order of the Commission and/or final order of a court having jurisdiction.

7. Preservation of Confidentiality. All persons who may be entitled to receive, or who are afforded access to any Confidential Information by reason of this Order shall neither use, nor disclose the Confidential Information for purposes of business or competition, or any

other purpose other than the purposes of preparation for and conduct of this proceeding, and then solely as contemplated herein, and shall take reasonable precautions to keep the Confidential Information secure in accordance with the purposes and intent of this Order.

8. Reservation of Rights. The parties hereto affected by the terms of this Protective Order further retain the right to question, challenge, and object to the admissibility of any and all data, information, studies and other matters furnished under the terms of this Protective Order in response to interrogatories, requests for information, other modes of discovery, or cross-examination on the grounds of relevancy or materiality. This Order shall in no way constitute any waiver of the rights of any party to contest any assertion by a party, or finding by the Commission that any information is a trade secret, confidential, or privileged, and to appeal any assertion or finding.

9. The provisions of this Order are specifically intended to apply to data, or information supplied by or from any party to this proceeding, and any non-party that supplies documents pursuant to process issued by this Commission.

DATED at Cheyenne, Wyoming this ____ day of _____, 2010.

APPENDIX A
-- PROTECTIVE ORDER--
DOCKET NO. 20000-__-__-10

I have reviewed the Protective Order entered by the Wyoming Public Service Commission in Docket No. 20000-__-__-10 with respect to the review and use of confidential information and agree to comply with the terms and conditions of the protective order.

Signature

Name (type or print)

Residence Address

Employer or Firm

Business Address

Party Represented

Date Signed