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March 7, 2006

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VIA ELECTRONIC FILING

PUC Filing Center
Public Utility Commission of Oregon
PO Box 2148
Salem, OR 97308-2148

**Re: MEHC's and PacifiCorp's Stipulated Motion to Amend Final Order to
Incorporate MFS Changes
Docket UM 1209**

Enclosed for filing is MEHC's and PacifiCorp's Stipulated Motion to Amend Final Order to Incorporate MFS Changes in the above-referenced docket.

A copy of this filing has been served on all parties to this proceeding as indicated on the attached certificate of service.

Very truly yours,

A handwritten signature in black ink, appearing to read "Katherine A. McDowell", written over a horizontal line.

Katherine A. McDowell

KAM:knp
Enclosure
cc: Service List

1 conditions and commitments from other states that were of interest to Oregon parties,
2 contemplated that within ten days of the last state approval order (referred to as the “Final
3 Filing”), any party to the case could file its response to other state commitments and
4 conditions, and committed the parties to the Stipulation to support the issuance of a modified
5 final order as soon as practical. The Final Filing was the Wyoming approval order, entered
6 on February 28, 2006.

7 To coordinate the MFS process in Oregon, MEHC and PacifiCorp first held a meeting
8 among the Oregon parties on January 20, 2006, to review the terms and conditions of all of
9 the individual state stipulations. MEHC and PacifiCorp then met with the parties on
10 March 7, 2006, to review the terms and conditions of all of the final approval orders. All
11 parties to the case were notified of these MFS meetings and invited to join.

12 As a result of the March 7, 2006 Oregon MFS meeting, the parties have agreed to
13 modify the Stipulation to incorporate the following conditions and commitments that are a
14 part of final orders in other states.

15 First, the parties request the following paragraph be added to the Stipulation:

16 “27. The Parties request that the Commission include the following paragraphs in
17 its order amending the final order to incorporate MFS changes:

18 MEHC and PacifiCorp shall notify the Director of the Utility Program in
19 writing of the transfer of control of PacifiCorp as authorized herein.
20 MEHC and PacifiCorp shall provide notice within 30 days of the date of
21 the transfer. A true copy of the instruments of transfer shall be attached to
22 the notification.

23 PacifiCorp is required to file a petition for an accounting order to establish
24 its authority to create deferral accounts, as necessary to make effective the
25 terms of Commitment numbers O 8 and O 12, set forth in Exhibit 1 to the
26 Stipulation.

27 To help in finalizing the documentation for this case, MEHC and
28 PacifiCorp shall file with the Commission, at the time of the closing of the
29 transaction, a narrative and an organizational chart showing the
30 relationship among PacifiCorp, MEHC, Berkshire Hathaway and their
31 subsidiary and affiliated business entities. This documentation should

1 clearly show the owners of PacifiCorp and the percentages held, up to the
2 level of the ultimate parent, Berkshire Hathaway.”

3 Second, the parties request that the following changes be made to Exhibit 1 of the
4 Stipulation:

5 1. Add the following highlighted language to General Commitment 6:

6 The Commission or its agents may audit the accounting records of MEHC and
7 its subsidiaries that are the bases for charges to PacifiCorp, to determine the
8 reasonableness of the costs and allocation factors used by MEHC to assign
9 costs to PacifiCorp and amounts subject to allocation or direct charges.
MEHC agrees to cooperate fully with such Commission audits.

10 2. Add the following highlighted language to General Commitment 12:

11 PacifiCorp or MEHC will notify the Commission in writing subsequent to
12 MEHC’s board approval and as soon as practicable following any public
13 announcement of: (1) any acquisition of a regulated or unregulated business
14 representing 5 percent or more of the capitalization of MEHC; or (2) the
15 change in effective control or acquisition of any material part or all of
16 PacifiCorp by any other firm, whether by merger, combination, transfer of
17 stock or assets.

18 3. Add as a new Oregon Specific Commitment:

19 “O 35. With respect to any proceeding, including but not limited to any rate
20 case, tariff filing, pass-through application, show cause, complaint or other
21 proceeding, wherein PacifiCorp’s Oregon retail rates are based, in whole or in
22 part, upon PacifiCorp’s wholesale power transactions, PacifiCorp and MEHC
23 acknowledge that the Commission has jurisdiction to determine the prudence
24 of PacifiCorp’s wholesale power transactions and whether PacifiCorp’s retail
25 rates are just and reasonable. To the extent PacifiCorp contends the
26 Commission is required to include the costs of the wholesale power
transactions in Oregon retail rates, PacifiCorp and MEHC commit that
PacifiCorp will raise and litigate such issues before the Commission. To the
extent decisions regarding such issues are within the areas reserved to the
exclusive jurisdiction of the Commission, PacifiCorp and MEHC agree that
any challenge to the Commission order will be in the form of an appeal of that
order. In the event that PacifiCorp anticipates a court challenge to a
Commission order that would trigger the provisions of Commitment O 35,
PacifiCorp will (1) seek a rehearing of such Commission order; and (2)
identify in writing in its petition for rehearing those contested issues which it

1 believes are and are not within the areas reserved to the exclusive jurisdiction
2 of the Commission.”

3 Based upon the agreement to modify the Stipulation as set forth above, MEHC and
4 PacifiCorp now file this motion to amend Order 06-082 to incorporate these changes. The
5 parties to the Stipulation either support this motion or have waived their right to participate in
6 the MFS process.

7 MEHC and PacifiCorp seek expedited consideration of this Stipulated Motion and
8 specifically request an order granting this motion and amending Order 06-082 on or before
9 March 15, 2006. Expedited consideration is required to permit the transaction to close as
10 presently scheduled on March 22, 2006. The parties to the Stipulation support this request
11 for expedited consideration of the MFS changes.

12 DATED: March 7, 2006.

13 STOEL RIVES^{LLP}

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15 _____
16 Katherine A. McDowell
Kevin T. Fox

17 Of Attorneys for MEHC and PacifiCorp
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CERTIFICATE OF SERVICE

I hereby certify that I served the foregoing document in Docket UM 1209 on the following named person(s) on the date indicated below by

- mailing with postage prepaid
hand delivery
facsimile transmission
Electronic mail

to said person(s) a true copy thereof, contained in a sealed envelope, addressed to said person(s) at his or her last-known address(es) indicated below.

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Portland General Electric
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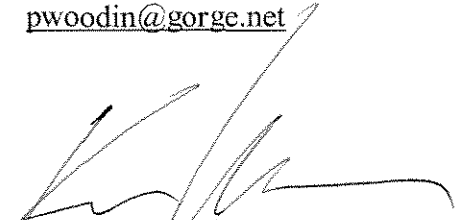
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