

McDowell & Rackner PC



AMIE JAMIESON
Direct (503) 595-3927
amie@mcd-law.com

August 31, 2009

VIA ELECTRONIC FILING AND FIRST CLASS MAIL

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

**Re: Docket UG ____ – In the Matter of NORTHWEST NATURAL GAS COMPANY
Changes in the cost of purchased gas and technical adjustments and
adjustments to base rates for various programs.**

Enclosed for filing in conjunction with NW Natural's Purchased Gas Adjustment Mechanism filing being filed today are the original and one copy of Motion for Modified Protective Order.

To facilitate the Company's filing of confidential material, NW Natural respectfully requests expedited consideration of this Motion.

Very truly yours,

A handwritten signature in black ink, appearing to read "Amie Jamieson".

Amie Jamieson

Enclosure

1
2
3
4
5
6
7

**BEFORE THE PUBLIC UTILITY COMMISSION
OF OREGON**

UG ____

In the Matter of NORTHWEST NATURAL
GAS COMPANY, dba NW NATURAL
Changes in the cost of purchased gas and
technical adjustments and adjustments to
base rates for various programs.

**MOTION FOR MODIFIED
PROTECTIVE ORDER**

Expedited Consideration Requested

8 Pursuant to ORCP 36(C)(7) and OAR 860-012-0035(1)(k), Northwest Natural Gas
9 Company d/b/a NW Natural ("Company") moves for the expedited entry of a modified
10 protective order in this proceeding ("Modified Protective Order"). NW Natural requests
11 that the Public Utility Commission of Oregon's ("Commission") modify its standard
12 protective order to provide additional protective measures for highly competitively sensitive
13 information relating to the Company's natural gas acquisition contracts and strategies.
14 The Company requests expedited consideration of this Motion in order to allow parties that
15 execute the protective order to obtain prompt access to the confidential and highly
16 confidential material filed in this proceeding and to expedite discovery.

17 Good cause exists to issue a Modified Protective Order to protect commercially
18 sensitive and confidential business information related to the Company's proposed
19 purchased gas adjustment ("PGA") and gas supply portfolio. The recently adopted PGA
20 Filing Guidelines ("Guidelines") require NW Natural to provide additional material in
21 support of its PGA filing regarding the Company's gas acquisition strategy, much of which
22 is highly sensitive and would expose the Company to competitive harm if potential
23 counterparties and market competitors obtained the information ("Highly Confidential
24 Information").

25 Therefore, NW Natural requests that the Commission issue a Modified Protective
26 Order that would provide the Commission's standard protection for Confidential

1 Information and heightened protection for Highly Confidential Information. Specifically, the
2 proposed Modified Protective Order would restrict access to Highly Confidential
3 Information except upon a showing of a legitimate need for the information that outweighs
4 the potential for competitive harm to the Company resulting from disclosure. The Modified
5 Protective Order would also require certification that qualified persons are not involved in
6 decisionmaking by natural gas competitors or provide information to decisionmakers
7 relevant to the Highly Confidential Information and the person understands that sanctions
8 may apply for violations of Commission orders. The proposed Modified Protective Order
9 would also preclude qualified persons from sharing Highly Confidential Information with
10 other qualified persons except for those representing the same party without NW Natural's
11 consent to avoid inadvertent disclosures of Highly Confidential Information.

12 Commission Staff, the Citizens' Utility Board, and the Northwest Industrial Gas
13 Users do not object to the proposed Modified Protective Order based on the
14 understanding that the Highly Confidential provisions in the proposed Modified Protective
15 Order are necessary due to the unique nature of the information required by the PGA
16 Guidelines and are not intended to be applied in the Company's proceedings generally.

17 I. BACKGROUND

18 In Order No. 09-248 in Docket UM 1286, the Commission adopted PGA
19 Guidelines.¹ The Guidelines require that as part of a local distribution company's ("LDC")
20 annual PGA filing, the LDC should provide specific information relating to its natural gas
21 supply portfolio and related transportation.² This information includes, for example, an
22 overview of the LDC's portfolio planning process, sales system demand forecasting, and
23 natural gas price forecasts. The LDC must also supply information on its physical gas

24 ¹ *Re Public Utility Commission of Oregon Investigation into the Purchased Gas Adjustment*
25 *Mechanism Used by Oregon's Three Local Distribution Companies*, Docket UM 1286, Order No. 09-
248 (June 23, 2009).

26 ² *Id.* Appendix A at 10.

1 supply, including for new transactions and contracts that were a result of competitive
2 bidding, the number of bidders, bid prices, and utility decision criteria in selecting a
3 "winning" bid.

4 II. DISCUSSION

5 A. Heightened Protection is Appropriate in this Proceeding.

6 The Commission's rules authorize NW Natural to seek reasonable restrictions on
7 discovery of trade secrets and other confidential business information.³ As part of its
8 obligations under the Guidelines, the Company will be filing proprietary cost data and
9 models, commercially sensitive load projections, and confidential market analyses. This
10 information is of significant commercial value to the Company and could expose the
11 Company to competitive injury if publicly disclosed. Such information can be protected
12 under the Commission's standard protective order provisions for Confidential Information.

13 In addition to Confidential Information that can be effectively protected under
14 standard procedures, Order No. 09-248 also requires NW Natural to provide with its PGA
15 filing competitively sensitive information that could jeopardize the Company's competitive
16 position in the natural gas market if disclosed to competitors. Such information includes
17 the terms of the Company's natural gas acquisition agreements and information on
18 competitive bidding processes. In order to avoid competitive harm, the Company requests
19 that the Commission adopt the Modified Protective Order, which contains heightened
20 protections for Highly Confidential Information.

21 The Commission has issued a special protective order under similar circumstances
22 to protect highly sensitive bidding information from disclosure. In Order No. 09-160 in
23

24 ³ See OAR 860-11-000(3) (adopting Oregon Rules of Civil Procedure ("ORCP"); ORCP 36(C)(7)
25 (providing protection against unrestricted discovery of "trade secrets or other confidential research,
26 development, or commercial information"). See also *In re Investigation into the Cost of Providing
Telecommunication Service*, Docket UM 351, Order No. 91-500 (1991) (recognizing that protective
orders are a reasonable means to protect "the rights of a party to trade secrets and other confidential
commercial information" and "to facilitate the communication of information between litigants").

1 Docket UM 1368, the Commission issued a special protective order to protect highly
2 commercially sensitive, non-public information related to a utility's solicitation for new
3 resources, including bid evaluation results and bid scoring. Order No. 09-160 at 1. The
4 Commission should similarly enter an order in this case to protect the Company from
5 competitive harm and to facilitate the production of relevant information.

6 **B. Terms of the Proposed Modified Protective Order.**

7 NW Natural requests that the Commission adopt a Modified Protective Order in a
8 substantially similar form to the proposed order attached hereto as Attachment A.
9 Attached as Attachment B is a redline document showing changes from the Commission's
10 Standard Protective Order to facilitate the Commission's review of this Motion.

11 The proposed Modified Protective Order contains three terms that balance the
12 need for additional protection for Highly Confidential Information with the need to provide
13 access to such information for purposes of reviewing the Company's PGA filing. First, the
14 proposed Modified Protective Order requires a party other than Staff to show a legitimate
15 need for the information that outweighs the potential for competitive harm to the Company
16 resulting from disclosure prior to receiving the information. It is the Company's
17 understanding that parties other than Staff will not need to review Highly Confidential
18 Information absent extenuating circumstances. This provision will ensure that the
19 Company's competitively sensitive information is not disclosed to parties other than Staff
20 as a matter of course and only if a party shows a need for the information that outweighs
21 the potential for competitive harm to the Company.

22 Second, a person seeking to be qualified to receive Highly Confidential Information
23 must certify that the person is not now involved, and will not for a period of two years
24 involve themselves in, decision making with respect to which the Highly Confidential
25 Information may be relevant, by or on behalf of any company or business organization that
26 competes, or potentially competes, with NW Natural with respect to the acquisition of

1 natural gas. A person seeking Highly Confidential Information would also be required to
2 certify that they do not, and will not for a period of two years, provide information relevant
3 to the Highly Confidential Information to such decisionmakers. Finally, the person must
4 certify that they understand that the Commission may impose sanctions if a party violates
5 an order of the Commission. The intent of this provision is to reiterate the importance of
6 adhering to Commission orders, given the fact that a previous violation of a Commission
7 protective order resulted in disclosure of confidential information to the media. See *Re*
8 *NW Natural*, Docket UG 170, Order No. 06-033 at 4 (Jan. 25, 2006).

9 Third, the proposed Modified Protective Order also precludes qualified persons
10 from sharing Highly Confidential Information with other qualified persons other than those
11 representing the same party without the Company's consent. The purpose of this
12 provision is to reduce the potential for inadvertent disclosure of Highly Confidential
13 Information to a party that is qualified with respect to Confidential Information but not
14 Highly Confidential Information.

15 These three changes strike an appropriate balance between protecting Highly
16 Confidential Information from disclosure and facilitating the parties' review of the
17 Company's PGA filing as appropriate.

18 **III. EXPEDITED CONSIDERATION**

19 The Company requests expedited consideration of this Motion to allow parties who
20 execute the Modified Protective Order to obtain prompt access to the confidential and non-
21 public information in support of the Company's PGA filing and to expedite any discovery in
22 this proceeding.

23 /////
24 /////
25 /////
26 /////
27

1 For the foregoing reasons, NW Natural requests expedited entry of a Modified
2 Protective Order in this docket.

3

4 DATED: August 31, 2009

Respectfully submitted,

5

6

MCDOWELL & RACKNER PC

7



8

Lisa F. Rackner

9

Amie Jamieson

10

Of Attorneys for NW NATURAL

11

NW NATURAL

12

Inara K. Scott, Manager
Rates & Regulatory Compliance

13

220 N.W. Second Avenue
Portland, Oregon 97209-3991

14

Phone: (503) 721-2476

15

Email: inara.scott@hwnatural.com

16

17

18

19

20

21

22

23

24

25

26

ATTACHMENT A

**Modified Protective Order
Clean Version**

MODIFIED PROTECTIVE ORDER
DOCKET NO. UG ____

Scope of this Order-

1. This order governs the acquisition and use of “Confidential Information” and “Highly Confidential Information” in this proceeding.

Definitions-

2. “Confidential Information” is information that falls within the scope of ORCP 36(C)(7) (“a trade secret or other confidential research, development, or commercial information”).

3. “Highly Confidential Information” is commercially sensitive information relating to NW Natural Gas Company’s (“NW Natural” or the “Company”) natural gas acquisition contracts and strategy that has been designated as such by NW Natural because its disclosure imposes a highly significant risk of competitive harm to the Company .

4. With respect to Confidential Information, a “qualified person” is an individual who is:

- a. An author(s), addressee(s), or originator(s) of the Confidential Information;
- b. A Commissioner or Commission staff;
- c. Counsel of record for a party;
- d. A person employed directly by counsel of record; or
- e. A person qualified pursuant to paragraph 14. This includes parties and their employees.

5. With respect to Highly Confidential Information, a “qualified person” is an individual who is:

- a. An author(s), addressee(s), or originator(s) of the Confidential Information;
- b. A Commissioner or Commission staff;
- c. A person qualified pursuant to paragraph 12. This includes parties, their employees, counsel of record for a party, and a person employed directly by counsel of record.

Designation of Confidential or Highly Confidential Information-

6. A party providing Confidential Information shall inform other parties that the material has been designated confidential by placing the following legend on the information:

CONFIDENTIAL
SUBJECT TO MODIFIED PROTECTIVE ORDER

To the extent practicable, the party shall designate as confidential only those portions of the document that fall within ORCP 36(C)(7).

A party providing Highly Confidential Information shall inform other parties that the material has been designated Highly Confidential by placing the following legend on the information:

HIGHLY CONFIDENTIAL
SUBJECT TO MODIFIED PROTECTIVE ORDER

To the extent practicable, the party shall designate as highly confidential only those portions of the document that relate to the Company's natural gas acquisition contracts and strategy.

7. A party may designate as confidential or highly confidential any information previously provided by giving written notice to the other parties. Parties in possession of newly designated Confidential Information or Highly Confidential Information shall, when feasible, ensure that all copies of the information bear the above legend to the extent requested by the party desiring confidentiality.

Information Given to the Commission-

8. Confidential Information that is: (a) filed with the Commission or its staff; (b) made an exhibit; (c) incorporated into a transcript; or (d) incorporated into a pleading, brief, or other document, shall be printed on yellow paper, separately bound and placed in a sealed envelope or other appropriate container. An original and five copies, each separately sealed, shall be provided to the Commission. Only the portions of a document that fall within ORCP 36(C)(7) shall be placed in the envelope/container. The envelope/container shall bear the legend:

THIS ENVELOPE IS SEALED PURSUANT TO ORDER NO. _____
AND CONTAINS CONFIDENTIAL INFORMATION. THE
INFORMATION MAY BE SHOWN ONLY TO QUALIFIED
PERSONS AS DEFINED IN THE ORDER.

9. Highly Confidential Information that is: (a) filed with the Commission or its staff; (b) made an exhibit; (c) incorporated into a transcript; or (d) incorporated into a pleading, brief, or other document, shall be printed on GREEN paper, separately bound and placed in a sealed envelope or other appropriate container. An original and five copies, each separately sealed, shall be provided to the Commission. Only the portions of a document that fall within ORCP 36(C)(7) shall be placed in the envelope/container. The envelope/container shall bear the legend:

THIS ENVELOPE IS SEALED PURSUANT TO ORDER NO. _____
AND CONTAINS HIGHLY CONFIDENTIAL INFORMATION. THE
INFORMATION MAY BE SHOWN ONLY TO QUALIFIED
PERSONS AS DEFINED IN THE ORDER.

710. The Commission's Administrative Hearings Division shall store the Confidential Information and Highly Confidential Information in a locked cabinet dedicated to the storage of Confidential Information and Highly Confidential Information.

Disclosure of Confidential Information or Highly Confidential Information-

118. Confidential Information. Parties desiring receipt of Confidential Information shall sign the Consent to be Bound Form attached as Appendix B. This requirement does not apply to the Commission staff. Confidential Information shall not be disclosed to any person other than a "qualified person," as defined in paragraph 4. When feasible, Confidential Information shall be delivered to counsel. In the alternative, Confidential Information may be made available for inspection and review by qualified persons in a place and time agreeable to the parties or as directed by the Administrative Law Judge.

12. Highly Confidential Information. Parties desiring receipt of Highly Confidential Information shall file a motion with the Commission requesting access to Highly Confidential Information. The party filing such a motion must show that (a) the party has a legitimate and non-competitive need for the Highly Confidential Information (*i.e.* customers may suffer potential harm if the party does not receive access to the Highly Confidential Information) and not simply a general interest in the information and (b) the legitimate need identified by the party outweighs the potential for competitive harm to the Company resulting from disclosure of the Highly Confidential Information. If the Commission grants such a motion, the party shall sign the Consent to be Bound Form attached as Appendix C certifying that:

(1) the person requesting access for the party to Highly Confidential Information is not now involved, and will not for a period of two years involve themselves in, decisionmaking with respect to which the Highly Confidential Information may be relevant, by or on behalf of any company or business organization that competes, or potentially competes, with NW Natural with respect to the acquisition of natural gas;

(2) the person requesting access to Highly Confidential Information does not, and will not for a period of two years provide to any decisionmakers described in paragraph 12(1) information with respect to which the Highly Confidential Information may be relevant;

(3) the person requesting access to Highly Confidential Information understands that ORS 756.990(2) allows the Commission to impose monetary sanctions if a party subject to the jurisdiction of the Commission violates an order of the Commission.

The requirements in this paragraph 12 do not apply to the Commission staff. Highly Confidential Information shall not be disclosed to any person other than a "qualified person," as defined in paragraph 5. When feasible, Highly Confidential Information shall be delivered to counsel. In the alternative, Highly Confidential Information may be made available for inspection and review by qualified persons in a place and time agreeable to the parties or as directed by the Administrative Law Judge.

139. Qualified persons may disclose Confidential Information to any other qualified person, unless the party desiring confidentiality protests as provided in ~~Section 11~~ paragraph 15.

persons may not disclose Highly Confidential Information to any other qualified person, except for other qualified persons for the same party, without the permission of NW Natural.

14. To become a qualified person under paragraph 4(e) or 5, a person must:
 - a. Read a copy of this Modified Protective Order;
 - b. Execute the Consent to be Bound Form relevant to Confidential Information or Highly Confidential Information, as applicable;
 - c. Date the statement;
 - d. Provide a name, address, employer, and job title; and
 - e. If the person is a consultant or advisor for a party, provide a description of the nature of the person's consulting or advising practice, including the identity of his/her current, past, and expected clients.

Counsel shall deliver a copy of the signed statement including the information in (d) and (e) above to the party desiring confidentiality and to all parties of record. Such notification may be made via e-mail or facsimile. A person qualified under paragraph 4(e) shall not have access to Confidential Information and a person qualified under paragraph 5 shall not have access to Highly Confidential Information sooner than five (5) business days after receipt of a copy of the signed statement including the information in (d) and (e) above by the party desiring confidentiality.

15. All qualified persons shall have access to Confidential Information, unless the party desiring confidentiality protests as provided in this paragraph. The qualified persons who have signed the Consent to be Bound relevant to Highly Confidential Information shall have access to Highly Confidential Information, unless the party desiring confidentiality protests as provided in this paragraph. The party desiring to restrict the qualified person(s) from accessing specific Confidential Information or Highly Confidential Information must provide written notice to the qualified person(s) and counsel for the party associated with the qualified person(s) as soon as the party becomes aware of reasons to restrict access. The parties must promptly confer and attempt to resolve any dispute over access to Confidential Information or Highly Confidential Information on an informal basis before filing a motion with the Administrative Law Judge. If the dispute cannot be resolved informally, either party may file a motion with the Administrative Law Judge for resolution. Either party may also file a motion if the other party does not respond within five days to a request to resolve the dispute. A motion must describe in detail the intermediate measures, including selected redaction, explored by the parties and explain why such measures do not resolve the dispute. After receipt of the written notice as required in this paragraph, the specific Confidential Information or Highly Confidential Information shall not be disclosed to the qualified person(s) until the issue is resolved.

Preservation of Confidentiality-

16. All persons who are given access to Confidential Information or Highly Confidential Information by reason of this order shall not use or disclose the Confidential Information or Highly Confidential Information for any purpose other than the purposes of preparation for and conduct of this proceeding, and shall take all reasonable precautions to keep the Confidential Information or Highly Confidential Information secure. Disclosure of

Confidential Information or Highly Confidential Information for purposes of business competition is strictly prohibited.

Qualified persons may copy, microfilm, microfiche, or otherwise reproduce Confidential Information or Highly Confidential Information to the extent necessary for the preparation and conduct of this proceeding. Qualified persons may disclose Confidential Information or Highly Confidential Information only to other qualified persons associated with the same party.

Duration of Protection-

17. The Commission shall preserve the confidentiality of Confidential Information or Highly Confidential Information for a period of five years from the date of the final order in this docket, unless extended by the Commission at the request of the party desiring confidentiality. The Commission shall notify the party desiring confidentiality at least two weeks prior to the release of Confidential Information or Highly Confidential Information.

Destruction After Proceeding-

18. Counsel of record may retain memoranda, pleadings, testimony, discovery, or other documents containing Confidential Information or Highly Confidential Information to the extent reasonably necessary to maintain a file of this proceeding or to comply with requirements imposed by another governmental agency or court order. The information retained may not be disclosed to any person. Any other person retaining Confidential Information or Highly Confidential Information or documents containing such Confidential Information or Highly Confidential Information must destroy or return it to the party desiring confidentiality within 90 days after final resolution of this proceeding unless the party desiring confidentiality consents, in writing, to retention of the Confidential Information or Highly Confidential Information or documents containing such Confidential Information or Highly Confidential Information. This paragraph does not apply to the Commission or its Staff.

Appeal to the Presiding Officer-

19. If a party disagrees with the designation of information as confidential or highly confidential, the party shall contact the designating party and attempt to resolve the dispute on an informal basis. If the parties are unable to resolve the dispute, the party desiring to use the information may move for exclusion of the information from the protection conferred by this order. The motion shall:

- a. Specifically identify the contested information; and
- b. Assert that the information does not fall within ORCP 36(C)(7) and state the reasons therefore.

The party resisting disclosure has the burden of showing that the challenged information falls within ORCP 36(C)(7). If the party resisting disclosure does not respond to the motion within ten (10) calendar days, the challenged information shall be removed from the protection of this order.

The information shall not be disclosed pending a ruling by the Administrative Law Judge on the motion.

Additional Protection-

20. The party desiring additional protection may move for any of the remedies set forth in ORCP 36(C). The motion shall state:

- a. The parties and persons involved;
- b. The exact nature of the information involved;
- c. The exact nature of the relief requested;
- d. The specific reasons the requested relief is necessary;
and
- e. A detailed description of the intermediate measures, including selected redaction, explored by the parties and why such measures do not resolve the dispute.

The information need not be released and, if released, shall not be disclosed pending the Commission's ruling on the motion.

CONFIDENTIAL INFORMATION

I. Consent to be Bound-

This Modified Protective Order governs the use of "Confidential Information" and "Highly Confidential Information" in this proceeding.

_____ (Party) agrees to be bound by its terms of this Modified Protective Order.

By: _____
Signature & Printed Date

II. Persons Qualified pursuant to Paragraphs 4(a) through 4(d): Confidential Information

_____ (Party) identifies the following person(s) automatically qualified under paragraph 4(a) through (d).

_____ Printed	_____ Date
_____ Printed	_____ Date
_____ Printed	_____ Date
_____ Printed	_____ Date
_____ Printed	_____ Date
_____ Printed	_____ Date

III. Persons Qualified pursuant to Paragraph 4(e) and Paragraph 14: Confidential Information

I have read the Modified Protective Order, agree to be bound by the terms of the order, and will provide the information identified in paragraph 14.

By: _____
Signature & Printed Date

By: _____
Signature & Printed Date

By: _____
Signature & Printed Date

By: _____
Signature & Printed Date

By: _____
Signature & Printed Date

By: _____
Signature & Printed Date

By: _____

ATTACHMENT B

**Modified Protective Order
Redlined Version**

MODIFIED PROTECTIVE ORDER
DOCKET NO. UG _____

Scope of this Order-

1. This order governs the acquisition and use of “Confidential Information” and “Highly Confidential Information” in this proceeding.

Definitions-

2. “Confidential Information” is information that falls within the scope of ORCP 36(C)(7) (“a trade secret or other confidential research, development, or commercial information”).

3. “Highly Confidential Information” is commercially sensitive information relating to NW Natural Gas Company’s (“NW Natural” or the “Company”) natural gas acquisition contracts and strategy that has been designated as such by NW Natural because its disclosure imposes a highly significant risk of competitive harm to the Company .

34. With respect to Confidential Information, Aa “qualified person” is an individual who is:

- a. An author(s), addressee(s), or originator(s) of the Confidential Information;
- b. A Commissioner or Commission staff;
- c. Counsel of record for a party;
- d. A person employed directly by counsel of record; or
- e. A person qualified pursuant to paragraph 104. This includes parties and their employees.

5. With respect to Highly Confidential Information, a “qualified person” is an individual who is:

- a. An author(s), addressee(s), or originator(s) of the Confidential Information;
- b. A Commissioner or Commission staff;
- c. A person qualified pursuant to paragraph 12. This includes parties, their employees, counsel of record for a party, and a person employed directly by counsel of record.

Designation of Confidential or Highly Confidential Information-

64. A party providing Confidential Information shall inform other parties that the material has been designated confidential by placing the following legend on the information:

CONFIDENTIAL
SUBJECT TO ~~GENERAL~~ MODIFIED PROTECTIVE ORDER

To the extent practicable, the party shall designate as confidential only those portions of the document that fall within ORCP 36(C)(7).

A party providing Highly Confidential Information shall inform other parties that the material has been designated Highly Confidential by placing the following legend on the information:

HIGHLY CONFIDENTIAL
SUBJECT TO MODIFIED PROTECTIVE ORDER

To the extent practicable, the party shall designate as highly confidential only those portions of the document that relate to the Company's natural gas acquisition contracts and strategy.

75. A party may designate as confidential or highly confidential any information previously provided by giving written notice to the other parties. Parties in possession of newly designated Confidential Information or Highly Confidential Information shall, when feasible, ensure that all copies of the information bear the above legend to the extent requested by the party desiring confidentiality.

Information Given to the Commission-

86. Confidential Information that is: (a) filed with the Commission or its staff; (b) made an exhibit; (c) incorporated into a transcript; or (d) incorporated into a pleading, brief, or other document, shall be printed on yellow paper, separately bound and placed in a sealed envelope or other appropriate container. An original and five copies, each separately sealed, shall be provided to the Commission. Only the portions of a document that fall within ORCP 36(C)(7) shall be placed in the envelope/container. The envelope/container shall bear the legend:

THIS ENVELOPE IS SEALED PURSUANT TO ORDER NO. _____
AND CONTAINS CONFIDENTIAL INFORMATION. THE
INFORMATION MAY BE SHOWN ONLY TO QUALIFIED
PERSONS AS DEFINED IN THE ORDER.

9. Highly Confidential Information that is: (a) filed with the Commission or its staff; (b) made an exhibit; (c) incorporated into a transcript; or (d) incorporated into a pleading, brief, or other document, shall be printed on GREEN paper, separately bound and placed in a sealed envelope or other appropriate container. An original and five copies, each separately sealed, shall be provided to the Commission. Only the portions of a document that fall within ORCP 36(C)(7) shall be placed in the envelope/container. The envelope/container shall bear the legend:

THIS ENVELOPE IS SEALED PURSUANT TO ORDER NO. _____
AND CONTAINS HIGHLY CONFIDENTIAL INFORMATION. THE
INFORMATION MAY BE SHOWN ONLY TO QUALIFIED
PERSONS AS DEFINED IN THE ORDER.

710. The Commission's Administrative Hearings Division shall store the Confidential Information and Highly Confidential Information in a locked cabinet dedicated to the storage of Confidential Information and Highly Confidential Information.

Disclosure of Confidential Information or Highly Confidential Information-

118. Confidential Information. Parties desiring receipt of Confidential Information shall sign the Consent to be Bound Form attached as Appendix B. This requirement does not apply to the Commission staff. Confidential Information shall not be disclosed to any person other than a "qualified person," as defined in paragraph 4. When feasible, Confidential Information shall be delivered to counsel. In the alternative, Confidential Information may be made available for inspection and review by qualified persons in a place and time agreeable to the parties or as directed by the Administrative Law Judge.

12. Highly Confidential Information. Parties desiring receipt of Highly Confidential Information shall file a motion with the Commission requesting access to Highly Confidential Information. The party filing such a motion must show that (a) the party has a legitimate and non-competitive need for the Highly Confidential Information (*i.e.* customers may suffer potential harm if the party does not receive access to the Highly Confidential Information) and not simply a general interest in the information and (b) the legitimate need identified by the party outweighs the potential for competitive harm to the Company resulting from disclosure of the Highly Confidential Information. If the Commission grants such a motion, the party shall sign the Consent to be Bound Form attached as Appendix C certifying that:

(1) the person requesting access for the party to Highly Confidential Information is not now involved, and will not for a period of two years involve themselves in, decisionmaking with respect to which the Highly Confidential Information may be relevant, by or on behalf of any company or business organization that competes, or potentially competes, with NW Natural with respect to the acquisition of natural gas;

(2) the person requesting access to Highly Confidential Information does not, and will not for a period of two years provide to any decisionmakers described in paragraph 12(1) information with respect to which the Highly Confidential Information may be relevant;

(3) the person requesting access to Highly Confidential Information understands that ORS 756.990(2) allows the Commission to impose monetary sanctions if a party subject to the jurisdiction of the Commission violates an order of the Commission.

The requirements in this paragraph 12 do not apply to the Commission staff. Highly Confidential Information shall not be disclosed to any person other than a "qualified person," as defined in paragraph 5. When feasible, Highly Confidential Information shall be delivered to counsel. In the alternative, Highly Confidential Information may be made available for inspection and review by qualified persons in a place and time agreeable to the parties or as directed by the Administrative Law Judge.

139. Qualified persons may disclose Confidential Information to any other qualified person, unless the party desiring confidentiality protests as provided in ~~Section 14~~ paragraph 15.

Qualified persons may not disclose Highly Confidential Information to any other qualified person, except for other qualified persons for the same party, without the permission of NW Natural.

~~10~~14. To become a qualified person under paragraph ~~43~~(e) or 5, a person must:

- a. Read a copy of this ~~General~~ Modified Protective Order;
- b. Execute the Consent to be Bound Form relevant to Confidential Information or Highly Confidential Information, as applicable ~~a statement acknowledging that the order has been read and agreeing to be bound by the terms of the order;~~
- c. Date the statement;
- d. Provide a name, address, employer, and job title; and
- e. If the person is a consultant or advisor for a party, provide a description of the nature of the person's consulting or advising practice, including the identity of his/her current, past, and expected clients.

Counsel shall deliver a copy of the signed statement including the information in (d) and (e) above to the party desiring confidentiality and to all parties of record. Such notification may be made via e-mail or facsimile. A person qualified under paragraph ~~34~~(e) shall not have access to Confidential Information and a person qualified under paragraph 5 shall not have access to Highly Confidential Information sooner than five (5) business days after receipt of a copy of the signed statement including the information in (d) and (e) above by the party desiring confidentiality.

~~15~~14. All qualified persons shall have access to Confidential Information, unless the party desiring confidentiality protests as provided in this paragraph. The qualified persons who have signed the Consent to be Bound relevant to Highly Confidential Information shall have access to Highly Confidential Information, unless the party desiring confidentiality protests as provided in this paragraph. The party desiring to restrict the qualified person(s) from accessing specific Confidential Information or Highly Confidential Information must provide written notice to the qualified person(s) and counsel for the party associated with the qualified person(s) as soon as the party becomes aware of reasons to restrict access. The parties must promptly confer and attempt to resolve any dispute over access to Confidential Information or Highly Confidential Information on an informal basis before filing a motion with the Administrative Law Judge. If the dispute cannot be resolved informally, either party may file a motion with the Administrative Law Judge for resolution. Either party may also file a motion if the other party does not respond within five days to a request to resolve the dispute. A motion must describe in detail the intermediate measures, including selected redaction, explored by the parties and explain why such measures do not resolve the dispute. After receipt of the written notice as required in this paragraph, the specific Confidential Information or Highly Confidential Information shall not be disclosed to the qualified person(s) until the issue is resolved.

Preservation of Confidentiality-

~~16~~12. All persons who are given access to Confidential Information or Highly Confidential Information by reason of this order shall not use or disclose the Confidential

Information or Highly Confidential Information for any purpose other than the purposes of preparation for and conduct of this proceeding, and shall take all reasonable precautions to keep the Confidential Information or Highly Confidential Information secure. Disclosure of Confidential Information or Highly Confidential Information for purposes of business competition is strictly prohibited.

Qualified persons may copy, microfilm, microfiche, or otherwise reproduce Confidential Information or Highly Confidential Information to the extent necessary for the preparation and conduct of this proceeding. Qualified persons may disclose Confidential Information or Highly Confidential Information only to other qualified persons associated with the same party.

Duration of Protection-

1743. The Commission shall preserve the confidentiality of Confidential Information or Highly Confidential Information for a period of five years from the date of the final order in this docket, unless extended by the Commission at the request of the party desiring confidentiality. The Commission shall notify the party desiring confidentiality at least two weeks prior to the release of Confidential Information or Highly Confidential Information.

Destruction After Proceeding-

1814. Counsel of record may retain memoranda, pleadings, testimony, discovery, or other documents containing Confidential Information or Highly Confidential Information to the extent reasonably necessary to maintain a file of this proceeding or to comply with requirements imposed by another governmental agency or court order. The information retained may not be disclosed to any person. Any other person retaining Confidential Information or Highly Confidential Information or documents containing such Confidential Information or Highly Confidential Information must destroy or return it to the party desiring confidentiality within 90 days after final resolution of this proceeding unless the party desiring confidentiality consents, in writing, to retention of the Confidential Information or Highly Confidential Information or documents containing such Confidential Information or Highly Confidential Information. This paragraph does not apply to the Commission or its Staff.

Appeal to the Presiding Officer-

1519. If a party disagrees with the designation of information as confidential or highly confidential, the party shall contact the designating party and attempt to resolve the dispute on an informal basis. If the parties are unable to resolve the dispute, the party desiring to use the information may move for exclusion of the information from the protection conferred by this order. The motion shall:

- a. Specifically identify the contested information; and
- b. Assert that the information does not fall within ORCP 36(C)(7) and state the reasons therefore.

The party resisting disclosure has the burden of showing that the challenged information falls within ORCP 36(C)(7). If the party resisting disclosure does not respond to the motion

within ten (10) calendar days, the challenged information shall be removed from the protection of this order.

The information shall not be disclosed pending a ruling by the Administrative Law Judge on the motion.

Additional Protection-

1620. The party desiring additional protection may move for any of the remedies set forth in ORCP 36(C). The motion shall state:

- a. The parties and persons involved;
- b. The exact nature of the information involved;
- c. The exact nature of the relief requested;
- d. The specific reasons the requested relief is necessary;
and
- e. A detailed description of the intermediate measures, including selected redaction, explored by the parties and why such measures do not resolve the dispute.

The information need not be released and, if released, shall not be disclosed pending the Commission's ruling on the motion.

CONFIDENTIAL INFORMATION

I. Consent to be Bound-

This ~~General~~Modified Protective Order governs the use of “Confidential Information” and “Highly Confidential Information” in this proceeding.

_____ (Party) agrees to be bound by its terms of this ~~General~~Modified Protective Order.

By: _____
Signature & Printed Date

II. Persons Qualified pursuant to Paragraphs 34(a) through 43(d): Confidential Information

_____ (Party) identifies the following person(s) automatically qualified under paragraph 43(a) through (d).

_____	_____
Printed	Date
_____	_____
Printed	Date
_____	_____
Printed	Date
_____	_____
Printed	Date
_____	_____
Printed	Date
_____	_____
Printed	Date

III. Persons Qualified pursuant to Paragraph 34(e) and Paragraph 140: Confidential Information

I have read the ~~General~~Modified Protective Order, agree to be bound by the terms of the order, and will provide the information identified in paragraph 104.

By: _____
Signature & Printed Date

By: _____
Signature & Printed Date

By: _____
Signature & Printed Date

By: _____
Signature & Printed Date

HIGHLY CONFIDENTIAL INFORMATION

I. Consent to be Bound-

This Modified Protective Order governs the use of “Confidential Information” and “Highly Confidential Information” in this proceeding.

_____ (Party) agrees to be bound by its terms of this Modified Protective Order.

By: _____
Signature & Printed _____ Date _____

III. Persons Qualified pursuant to Paragraph 5 and Paragraph 14: Highly Confidential Information

I have read the Modified Protective Order, agree to be bound by the terms of the order, and will provide the information identified in paragraph 14.

I certify that:

(1) I am not now involved, and will not for a period of two years involve myself in, decisionmaking with respect to which the Highly Confidential Information may be relevant, by or on behalf of any company or business organization that competes, or potentially competes, with NW Natural with respect to the acquisition of natural gas;

(2) I do not, and will not for a period of two years provide to any decisionmakers described in paragraph 11(a) information with respect to which the Highly Confidential Information may be relevant;

(3) I understand that ORS 756.990(2) allows the Commission to impose monetary sanctions if a party subject to the jurisdiction of the Commission violates an order of the Commission.

By: _____
Signature & Printed _____ Date _____