

April 25, 2017

VIA ELECTRONIC FILING

Public Utility Commission of Oregon
201 High Street SE, Suite 100
Salem, OR 97301-3398

Attn: Filing Center

RE: UI ___ —PacifiCorp's Application Requesting Approval of an Affiliate Interest Transaction with GBT US LLC

PacifiCorp d/b/a Pacific Power encloses for filing its Application Requesting Approval of an Affiliate Interest Transaction with GBT US LLC.

PacifiCorp respectfully requests that all information requests regarding this matter be addressed to:

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

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

Please direct informal inquiries with respect to this filing to Natasha Siores at (503) 813-6583.

Sincerely,



R. Bryce Dalley
Vice President, Regulation

Enclosure

**BEFORE THE PUBLIC UTILITY COMMISSION
OF OREGON**

UI _____

In the Matter of the Application of
PACIFICORP, d/b/a Pacific Power,
Requesting Approval of an Affiliated
Interest Agreement with GBT US LLC,
doing business as American Express Global
Business Travel

APPLICATION OF PACIFICORP

Under the provisions of ORS 757.495(1) and in accordance with OAR 860-027-0040, PacifiCorp d/b/a Pacific Power (PacifiCorp or Company) requests approval from the Public Utility Commission of Oregon (Commission) of the Company's participation in an agreement for travel-related services between GBT US LLC, doing business as American Express Global Business Travel (GBT), and Berkshire Hathaway Energy Company (BHE). BHE entered into a master Business Travel Services Agreement, including a Statement of Work (Agreement) on behalf of its platforms. To participate in the Agreement, BHE platforms may execute an Affiliate Acceptance Letter to become a party to the Agreement. PacifiCorp executed an Affiliate Acceptance Letter and is a party to the Agreement.

The Company provides the Agreement as confidential in accordance with OAR 860-001-0070 as Confidential Attachment A. PacifiCorp is required under the Agreement to maintain the confidentiality of the entire agreement. Additionally, the Agreement contains terms and conditions resulting from negotiations between the parties, the disclosure of which could erode the Company's bargaining power in the future. Also provided as confidential in accordance with OAR 860-001-0070 is a copy of PacifiCorp's Confidential Affiliate Acceptance Letter (Confidential Attachment B). The Company respectfully requests that the

Commission approve the Agreement as an affiliated interest agreement and allow PacifiCorp to purchase services in accordance with the Agreement.

I. Background

PacifiCorp is a wholly-owned, indirect subsidiary of BHE. BHE is a subsidiary of Berkshire Hathaway, Inc. (Berkshire Hathaway). Berkshire Hathaway holds American Express Company common stock totaling greater than a five percent interest. GBT is a subsidiary of the American Express Company. “Affiliated interest,” as defined in ORS 757.015(3), includes every corporation five percent or more of whose voting securities are owned by any corporation or person owning five percent of the voting securities of a public utility or in any successive chain of ownership of a public utility. Therefore, Berkshire Hathaway’s ownership interest in American Express Company, and American Express Company’s ownership interest in GBT creates an affiliated interest for PacifiCorp through Berkshire Hathaway’s ownership interest in BHE and BHE’s ownership interest in the Company.

GBT will be the Company’s preferred travel agency and will provide travel reservations and online booking services. Travel related services are currently provided to PacifiCorp by American Express Travel Related Services Company, Inc. (AXP) through a Business Travel Services Agreement between AXP and MidAmerican Energy Holdings Company, which PacifiCorp participates in. PacifiCorp provided notice of the existing agreement with AXP in Docket No. UI 346, which the Commission approved in Order No. 14-144. The Company used its standard request for proposal procurement process when seeking a vendor to replace its existing business travel services vendor as described in the Agreement. GBT was the lowest bidder. Pricing information for the services provided by GBT is contained in Exhibit B to Confidential Attachment A. PacifiCorp anticipates

spending approximately \$150,000 over the three-year term of the agreement on travel services purchased from GBT.

With this Application, the Company requests Commission authorization to engage in business transactions with GBT under the terms and conditions of the Agreement.

II. Compliance with OAR 860-027-0040 Filing Requirements

A. Address

The Company's name and address of its principal business office are:

PacifiCorp
825 NE Multnomah Street
Portland, OR 97232

B. Communications and Notices

All notices and communications with respect to this Application should be addressed to:

PacifiCorp Oregon Dockets
825 NE Multnomah Street, Suite 2000

Portland, OR 97232
OregonDockets@pacificorp.com

Jeffery B. Erb
Chief Corporate Counsel and Corporate
Secretary
PacifiCorp
825 NE Multnomah Street, Suite 2000
Portland, OR 97232
Tel. (503) 813-5029
jeff.erb@pacificorp.com

In addition, PacifiCorp respectfully requests that all data requests regarding this matter be addressed to:

By e-mail (**preferred**)

datarequest@pacificorp.com

By regular mail

Data Request Response Center
PacifiCorp
825 NE Multnomah Street, Suite 2000
Portland, OR 97232

Informal inquires may be directed to Natasha Siores, State Regulatory Affairs Manager, at (503) 813-6583.

C. Relationship Between PacifiCorp and Affiliated Interest

PacifiCorp is a wholly-owned, indirect subsidiary of BHE. BHE is a subsidiary of Berkshire Hathaway. Berkshire Hathaway holds American Express Company common stock totaling greater than a five percent interest. GBT is a subsidiary of the American Express Company. Therefore, GBT is an “affiliated interest” of the Company as set forth in ORS 757.015(3).

D. Voting Securities

The Company and GBT do not own voting securities in each other.

E. Common Officers and Directors

The Company and GBT do not share any officers or directors.

F. Pecuniary Interest

No officer or director of either the Company or GBT is a party to or has a pecuniary interest in the contemplated business transactions between the Company and GBT.

G. Description of Goods and Services Provided; Cost(s) Incurred; Market Value; Pricing Methods

BHE entered into a master Business Travel Services Agreement with GBT on behalf of its platforms for the provision of travel related services after conducting a competitive bidding process to select a vendor for travel services. BHE platforms may execute an Affiliate Acceptance Letter to become a party to the Agreement. Grouping all BHE platforms into one competitively-bid agreement allowed for savings to be achieved and passed along to all platforms choosing to participate.

PacifiCorp executed a copy of the Affiliate Acceptance Letter and is now a party to the Agreement. GBT will be the Company’s preferred travel agency and will provide travel reservations and online booking services. PacifiCorp operates in six states. Relying on

travel services provides an efficient and cost-effective way of managing travel needs and expense.

H. Estimate of Amount PacifiCorp will Pay Annually for Services

PacifiCorp anticipates spending \$150,000 over the three-year term of the Agreement on travel services purchased from GBT.

I. Reasons Relied Upon for Procuring the Proposed Services, and Benefits to the Public

PacifiCorp operates in six states and certain employees must travel between the six states as part of their job functions. For example, the Company will send employees to various state public utility regulatory agencies for various proceedings. Or line crews will need to travel to another state to assist with outage restoration efforts. Relying on travel services provides an efficient and cost-effective way of managing travel needs and expense. Accordingly, the transaction is consistent with the public interest. GBT was selected as the best evaluated provider as the result of a competitive bid.

J. Description of the Procurement Process

GBT was selected by BHE through a competitive bid process.

K. Relationship of Cost of Provision of Services and Market Value

The pricing under the Agreement was established through a competitive bid. The pricing is market value or better.

L. Contracts Between Affiliated Interest and PacifiCorp

Included with this Application as Attachment A is a copy of the confidential Business Travel Services Agreement. A copy of PacifiCorp's confidential Affiliate Acceptance Letter is included as Attachment B. The Company provides the Agreement as confidential in accordance with OAR 860-001-0070. PacifiCorp is required under the Agreement to

maintain the confidentiality of the entire agreement. Additionally, the Agreement contains terms and conditions resulting from negotiations between the parties, the disclosure of which could erode the Company's bargaining power in the future.

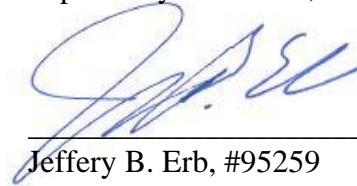
M. Copy of Board Resolutions

The Agreement with GBT did not require a resolution from PacifiCorp's Board of Directors.

WHEREFORE, for the reasons set forth above, PacifiCorp respectfully requests that the Commission issue an order authorizing PacifiCorp to conduct business with GBT under the provisions of ORS 757.495 and OAR 860-027-0040.

DATED: April 25, 2017.

Respectfully submitted,



Jeffery B. Erb, #95259
Chief Corporate Counsel and Corporate
Secretary
PacifiCorp

CONFIDENTIAL

ATTACHMENT A

Confidential Business Travel Services Agreement

**THIS ATTACHMENT IS CONFIDENTIAL
AND PROVIDED UNDER
SEPARATE COVER**

CONFIDENTIAL

ATTACHMENT B

Confidential Affiliate Acceptance Letter

**THIS ATTACHMENT IS CONFIDENTIAL
AND PROVIDED UNDER
SEPARATE COVER**