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December 23, 2005

Via Electronically and US Mail

Public Utility Commission
Attn: Filing Center
550 Capitol St. NE #215
P.O. Box 2148
Salem OR 97308-2148

Re: In the Matter of PACIFIC POWER & LIGHT Request for a
General Rate Increase in the Company's Oregon Annual Revenues
Docket No. UE 170

Dear Filing Center:

Enclosed please find the original Protective Order Signatory Pages of the Klamath Off-Project Water Users ("KOPWU") in the above-captioned docket. KOPWU identifies Melinda Davison, Matthew Perkins, Sarah Yasutake, and Christian Griffen as qualified under paragraphs 3(a) through 3(d) of the Protective Order. Kathryn E. Iverson and Louis T. Rozaklis are qualified under paragraph 3(e) of the Protective Order, and their information pursuant to paragraph 10 of the Protective Order is attached. The business address information for Ms. Iverson and Mr. Rozaklis is as follows:

Kathryn E. Iverson
Consultant Staff
Brubaker & Associates, Inc.
17244 W. Cordova Ct.
Surprise, AZ 85387

Louis T. Rozaklis
Principal and Engineer
Hydrosphere Resource Consultants
1002 Walnut Street
Boulder, CO 80302

Please return one file-stamped copy of the document in the self-addressed, stamped envelope provided. Thank you for your assistance.

Sincerely yours,

/s/ Ruth A. Miller
Ruth A. Miller

Enclosures

cc: Service List (Email)

CERTIFICATE OF SERVICE

I HEREBY CERTIFY that I have this day served the foregoing Protective Order Signatory Pages of the Klamath Off-Project Water Users upon the parties on the service list by causing the same to be electronically emailed to those parties with an email address and by U.S. Mail, postage-prepaid, to those parties without an email address.

Dated at Portland, Oregon, this 23rd day of December, 2005.

/s/ Ruth A. Miller
Ruth A. Miller

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SIGNATORY PAGE

DOCKET NO. UE 170

I. Consent to be Bound-

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

KOPWU agrees to be bound by its terms of this Protective Order.

By: 
Signature & Printed
Matthew Perkins

12-15-05
Date

II. Persons Qualified pursuant to Paragraphs 3(a) through 3 (d)

KOPWU identifies the following person(s) automatically qualified under paragraph 3(a) through (d).

Melinda Davison Printed 12-15-05 Date

Matthew Perkins Printed 12-15-05 Date

Sarah Yasutake 12-15-05
Printed Date

Christian Griffen
Printed

12-15-05
Date

Printed _____ Date _____

Printed _____ Date _____

III. Persons Qualified pursuant to Paragraph 3(e) and Paragraph 10.

I have read the Protective Order, agree to be bound by the terms of the order, and will provide the information identified in paragraph 10.

By: Kathryn E. Iverson 15-Dec-2005
Signature & Printed Date

Kathryn E. Iverson

By: _____
Signature & Printed Date

By: _____
Signature & Printed Date

By: _____
Signature & Printed Date

III. Persons Qualified pursuant to Paragraph 3(e) and Paragraph 10.

I have read the Protective Order, agree to be bound by the terms of the order, and will provide the information identified in paragraph 10.

By: Louis T. Rozaklis 12/15/05
Signature & Printed Date

LOUIS T. ROZAKLIS

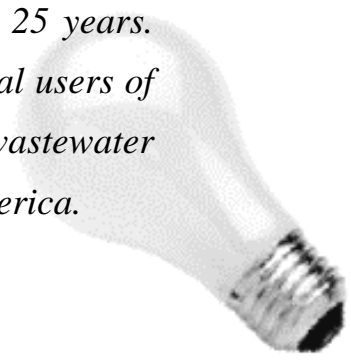
By: _____
Signature & Printed Date

By: _____
Signature & Printed Date

By: _____
Signature & Printed Date

BAI is a leading advisor in the rapidly changing regulated and competitive energy markets. We create value for our clients by developing and helping to implement creative solutions that reduce or avoid energy costs. Because BAI does not own or market a commodity, we can provide the best expertise and most objective advice for our clients.

Many BAI professionals have been in practice for more than 25 years. Our clientele consists of industrial, commercial and institutional users of electricity, natural gas, coal, fuel oil, steam, water and wastewater services provided by hundreds of utilities throughout North America.



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BAI has two main practice areas

Energy, Economic, and Regulatory Consulting

We provide consulting services in the economic, technical, accounting, and financial aspects of utility rates. BAI professionals have participated on behalf of clients in thousands of utility regulatory and legal proceedings involving most of the major electric utilities in the United States, numerous natural gas transmission and distribution companies and many water and wastewater utilities. We have been active participants in the electric utility transformation to competition and worked with clients in many key states to develop customer choice programs.



Energy Procurement and Management

We provide energy procurement and management services such as the development of energy purchasing strategies, energy usage analysis, price forecasts, preparation of requests for proposals and contract negotiations. BAI professionals have many years of experience in purchasing energy and have negotiated with a wide variety of energy providers to achieve lower energy costs.

*Partial List of Current Clients**

Air Liquide America Corporation	General Motors Corporation
Air Products and Chemicals, Inc.	Georgia-Pacific Corporation
Anheuser-Busch Companies, Inc.	International Paper Company
Archer Daniels Midland Company	Kennecott Corporation
Barrick Goldstrike Mines, Inc.	Kimberly-Clark Corporation
BASF Corporation	Lafarge Corporation
The Boeing Company	MeadWestvaco Corporation
Bowater Incorporated	Monsanto Company
BP	Nestlé Purina PetCare Company
Cargill, Inc.	Occidental Chemical Corporation
Chevron Phillips Chemical Company	Olin Corporation
Chevron Texaco	PPG Industries, Inc.
Colonial Pipeline Company	Praxair, Inc.
DaimlerChrysler Corporation	Procter & Gamble Company
The Dow Chemical Company	Solutia, Inc.
DuPont Company	Temple-Inland Forest Products Corp.
Equistar Chemicals, LP	United States Steel Corporation
Explorer Pipeline Company	U. S. Navy
ExxonMobil	University of Illinois
Ford Motor Company	University of Texas

* Representative sample from a total of over 500

Scope of Activities

► *Regulatory and Litigation Support*

Many sectors of the energy industry will remain regulated. The regulatory process involves issues of accounting, economics, engineering, finance and law. We work closely with the client and legal counsel to develop effective strategies and to present persuasive expert testimony before state and federal regulators.

BAI strives for “win-win” resolutions for clients. However, some matters cannot be resolved without litigation. BAI professionals apply their knowledge and experience to support litigation, including discovery, depositions, trial preparation, analysis and expert testimony.

► *Competitive Energy Strategies*

Electric industry restructuring not only presents many opportunities but also contains potential “traps” that can be costly if not avoided. BAI is actively involved in most of the key states and is thoroughly familiar with the technical and political issues of restructuring and customer choice.

We are well positioned to help individual clients develop practical and cost-effective strategies for dealing with this rapidly changing environment.

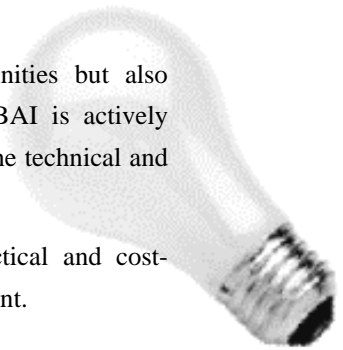
► *Energy Procurement and Management*

Energy savings do not happen automatically. Staff with a working knowledge of complex issues and options is required to successfully procure and manage energy in both regulated and competitive markets.

BAI professionals have this experience and can augment a client’s resources by offering hands-on purchasing assistance in electricity, natural gas, coal and fuel oil. Since we do not own or market a commodity, we are an independent and objective energy advisor.

► *Contract Negotiations*

Contracts with energy suppliers replace traditional monopoly services in many areas. Successful contract negotiations require current information and good bargaining skills. BAI helps clients identify objectives and to formulate a procurement strategy, analyze energy usage, prepare RFPs, evaluate offers, and develop the technical, economic and strategic data required to implement feasible options. BAI professionals are involved in both the analytical and strategic phases of contracting and in the bargaining process to secure favorable purchase and sales contracts.



Scope of Activities

► *Legislation and Public Policy*

BAI professionals apply their extensive knowledge of regulatory issues to prepare special studies and to support legislative coalitions seeking to implement or alter legislation. These activities include policy analysis, preparing white papers, drafting and analyzing proposed legislation, strategy development and presenting expert testimony.

► *Special Studies and Reports*

To support BAI's other services and to address a wide variety of other needs, we provide special studies for clients including:

- Analyses of energy usage to determine trends and develop options to achieve cost savings
- Siting studies for new facilities
- Energy price surveys
- Legislative analysis
- Reports on electricity restructuring activities



► *Forecasting*

Energy price forecasts are a necessary element in energy management, procurement and investment decisions for new and existing facilities and for self-generation decisions. BAI provides clients with timely surveys and forecasts of energy prices nationwide and with comprehensive evaluations for selecting potential plant sites.

► *Seminars*

BAI presents an Electricity Fundamentals Seminar and an Electricity Buyers' Forum. These seminars address topics such as utility accounting and finance, cost of service, rate design, transmission and ancillary services, negotiating special rates, the transition to customer choice and how to buy electricity. We also develop and present specialized seminars tailored to the needs of individual clients. These can be designed to deal with general topics or to focus on specific client issues.

Representative Projects

► *Energy Procurement and Management*

- Develop energy purchasing strategies for electricity, natural gas, coal and fuel oil
- Negotiate procurement contracts for new and existing facilities
- Assist consumers to secure and manage their own gas supply
- Identify and evaluate alternate supply arrangements
- Prepare and evaluate RFPs for competitive sourcing of energy
- Develop energy price studies for negotiation and plant siting decisions
- Prepare economic evaluations of power assets
- Conduct bill audits and energy cost reduction assessments

► *Electricity Markets*

- Facilitate industry restructuring
- Prepare market price forecasts
- Prepare economic evaluations of stranded costs and securitization
- Present expert testimony in regulatory commission, legislative and judicial settings

► *Electric Transmission*

- Evaluate open access tariffs for transmission and ancillary services
- Participate in the formation of ISOs/Regional Transmission Organizations
- Conduct load flow studies
- Analyze ATC and other information posted on the OASIS
- Present expert testimony before regulatory commissions

► *Natural Gas*

- Develop hedging strategies
- Negotiate gas storage terms and charges
- Provide contract/rate interpretation
- Present expert testimony before regulatory commissions



Representative Projects

► *Natural Gas and Oil Pipelines*

- Negotiate transportation contracts
- Develop transportation and storage rate designs
- Identify and evaluate alternative supply arrangements
- Present expert testimony before regulatory commissions

► *Water / Wastewater*

- Negotiate supply contracts
- Evaluate privately owned companies
- Develop rate design for consumers
- Present expert testimony before state regulators

► *Self Generation*

- Evaluate the economics of alternative projects
- Forecast market prices
- Negotiate contracts with developers and other project participants
- Identify alternate suppliers of standby power
- Negotiate contracts for standby power including rates, terms and conditions



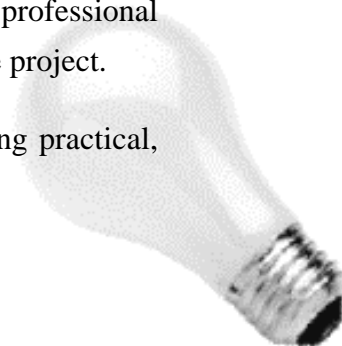
BAI Staff

BAI consultants have an average of over twenty years of experience in the energy industry. They have advanced degrees with backgrounds in accounting, economics, engineering, finance, mathematics or energy procurement.

The BAI analytical support staff provides analytical services in the form of computer analysis and modeling, research, graphic arts and database management.

Projects undertaken by BAI are handled by either a single professional or a team, depending on the issues and the complexity of the project.

Let us create value for you by developing and implementing practical, cost-effective solutions to your energy problems.



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BAI Analytical Support Staff

Working closely with BAI's consulting staff, the support staff provides the detailed analysis, information gathering, graphic presentation and research functions that are essential to meeting clients' needs. The senior staff has an average of nearly 20 years experience in the industry. Among the many tasks performed by BAI's Analytical Support Staff are:

- Analyze utility bills and test alternative rates
- Conduct bill audits and energy cost reduction assessments
- Rate comparisons among utilities
- Monitor electricity restructuring activities across the country
- Track wholesale electric market prices by region
- Track natural gas futures prices
- Conduct analyses of utility incremental costs
- Retrieve data from key energy-related internet sites
- Support rate of return and depreciation studies
- Provide research and graphic support for testimony, BAI Reports, Newsletters and Seminars
- Monitor the OASIS of the major control areas
- Conduct jurisdictional and class cost of service studies
- Analyze nuclear plant performance



BAI Analysts also utilize and maintain extensive information sources, such as:

- Real-time link to NYMEX futures market
- FERC Form 1 Reports
- Legislation and Regulatory decisions on key issues
- Utility tariffs
- NERC and Reliability Council Reports
- Electric and natural gas market prices
- PUR Base (an electronic version of the Public Utility Reports)
- U.S. Government and other forecasts
- Typical bills for residential, commercial and industrial customers
- Electric utility hourly incremental costs
- Electric Generation Development
- Utility Stock and Credit Reports
- Value Line Investment Survey Analyzer

BAI Consultants

► ***Managing Principals***

- Maurice Brubaker
- Alan R. Chalfant
- Michael Gorman
- Nicholas Phillips, Jr.
- Alan Rosenberg
- James T. Selecky

► ***Consultant Staff***

- Ali Z. Al-Jabir
- Brian C. Collins
- James W. Collins
- Terry S. Cowan
- James R. Dauphinais
- Kathryn E. Iverson
- Brian A. Janous
- John W. Mallinckrodt
- Lynn D. Pearson
- Robert R. Stephens





Education:

M.S., Environmental Engineering,
Stanford University, 1977

B.S., Environmental Biology,
University of Colorado, 1975

Years Experience:

With this Firm: 20
With Other Firms: 9

**Registration(s) and
Membership(s):**

American Water Resources
Association

American Water Works Association

EXPERIENCE NARRATIVE

Mr. Rozaklis is a principal and engineer at Hydrosphere Resource Consultants, Inc.

Mr. Rozaklis has a B.S. degree in Environmental Biology and an M.S. degree in Water Resources and Environmental Engineering with over 25 years of experience in water resources planning, water quality analysis and water rights engineering. Much of Mr. Rozaklis' experience involves analyses of water resources systems in complex physical and institutional settings.

He has served as project manager and key technical analyst in several major water management and municipal water supply studies in Colorado, including the South Metro Water Supply Study, the Upper Colorado River Basin Study, the Metropolitan Water Supply Investigation, and the Denver Basin and South Platte River Basin Technical Study.

He developed the analytical basis for Colorado's Plan for Future Depletions related to Central Platte River endangered species. He has provided expert services to the U.S. Bureau of Reclamation on South Platte River Basin water management issues in support of Reclamation's development of the Platte River Endangered Species Programmatic EIS.

He has provided a wide range of services to the City of Boulder regarding water rights engineering, water supply system planning, instream flow program development, water demand forecasting and water conservation.

Mr. Rozaklis developed the operating principles for integrated operation of the Colorado-Big Thompson and Windy Gap projects, which were adopted by the projects' sponsors and the United States.

He has conducting water quality assessments and loading analyses for existing and proposed water management projects in a variety of physical settings. He has developed effluent trading programs in Colorado and Oregon.

He has extensive field experience in watershed hydrology, alluvial groundwater hydrology, stream flow measurement, stream gain/loss studies and water quality monitoring.

He has served as an expert witness in several court proceedings and quasi-judicial permitting forums, as listed below.

PROJECT EXPERIENCE

South Metro Water Supply Study. Co-project manager for Hydrosphere's role in developing a regional groundwater model and a water management model of the South Metro Denver area, as part of a regional study of near- and long-term water supply management strategies for Douglas County, a major growth center within the Denver metropolitan

area. A major objective of this study was to optimize the conjunctive use of Douglas County's groundwater resources, Denver's surface water resources, and reuse of combined return flows within Colorado's water law framework. The study involved extensive modeling of surface water and groundwater systems.

Upper Colorado River Basin Study. Principal technical analyst for a basin-wide study of the cumulative effects of existing and future water development upon the water resources and water users within Colorado's Summit and Grand Counties.

Boulder Raw Water Master Plan. Project manager for a raw water master plan for the City of Boulder, Colorado. Developed a basin-wide model of Boulder Creek hydrology, water rights and system operations. Evaluated the reliability of the City's supply system under future conditions. Analyzed potential joint operation options for the Windy Gap and CBT projects, two of Boulder's major raw water sources. Responsible for forecasts of future water demand and development of a comprehensive demand management program. Established the framework for the City's instream flow protection program for Boulder Creek.

Potential Impacts of Climate Change on Boulder Water Supply System. Explored the impacts of hypothetical climate change on the reliability of Boulder's water supply under a range of projected water demands. Climate change scenarios were simulated using the Boulder Creek Watershed Model, which simulates all significant aspects of hydrology, water rights, water storage and diversion facilities; water uses and return flows in the Boulder Creek basin.

Boulder Drought Plan. Lead consultant for development of a plan to effectively identify impending droughts, respond with appropriate supply and demand management strategies and communicate with the public. The Drought Plan was based on a sophisticated examination of the climatic and hydrologic aspects of droughts that could affect Boulder's water supply system. Historical climate and stream flow records were augmented using tree ring data, which allowed for reconstruction of climate and stream flows as far back as 1703. A computer model of Boulder's water supply system was used to test the effectiveness of various drought recognition and response strategies against 300 years of historical and tree ring-based hydrology. Drought recognition triggers were tailored to regional climate and snowmelt-driven hydrology.

Boulder Water Conservation Planning and Monitoring. Lead consultant for a study that characterized in detail Boulder's water use patterns, updated the city's water demand projections, reassessed the reliability of Boulder's water supply system given new information, and developed appropriate water conservation programs, given Boulder's water use patterns, reliability criteria, and other water-related goals (e.g. instream flow preservation). Estimated the demand-reducing effects of a proposed increasing block water rate structure, helped develop a water users survey, and monitored the effects of a existing water conservation programs on average and peak demands via time series analysis of historical daily water use data.

Boulder Water Rights Engineering. Water rights expert for the City of Boulder, providing analysis in support of Boulder's status as applicant and objector in water rights applications and change proceedings (ongoing). Principal areas of analysis and testimony have included historical irrigation and municipal use analyses, irrigation return flow analyses, alluvial well depletion studies and reservoir operation studies.

Boulder Creek Instream Flow Planning. For the City of Boulder, identified instream flow needs for critical Boulder Creek stream reaches, negotiated agreements with the Colorado Water Conservation Board for donations of water rights to instream flow purposes, prepared engineering studies in support of changes of water rights. Conducted a water availability study to support instream flow right applications by the Colorado Water Conservation Board. Testified as an expert witness in State water court proceedings. Supervised installation and rating of required stream flow gages. Developed water rights accounting procedures.

Lakewood Pipeline EIS. For the city of Boulder, Colorado, developed hydrology for an Environmental Impact Statement and evaluated probable U.S. Forest Service mitigation requirements for fisheries and channel

maintenance purposes. Developed hydrologic information required for U.S. Fish & Wildlife Section 7 consultations under the Endangered Species Act.

CIRES Western Water Assessment. Collaborator in a regional assessment of the vulnerability of water supply systems and environmental resources within the South Platte basin to climate change/increased climate variability and population growth. Major researchers include physical and social scientists at the National Oceanic and Atmospheric Administration's Climate Diagnostics Center and the University of Colorado's Cooperative Institute for Research in Environmental Sciences. Hydrosphere's role has been to develop a water budget-based regional assessment model that integrates areas of research with the basin's underlying hydrology, water rights, facilities and water allocation institutions.

Phantom Canyon Instream Flow Strategy. For The Nature Conservancy, developed interim and long-term strategies and implementation plans for restoring and preserving an ecologically-based stream flow regime through the Conservancy's Phantom Canyon preserve in northern Colorado. Implementation plans involve cooperation and agreements with several municipal and agricultural water users within the Cache Le Poudre basin.

Platte River Endangered Species Programmatic EIS. Subcontractor to the U.S. Bureau of Reclamation for analysis of EIS issues related to the South Platte River basin including inventory of basin water uses, formulation and analysis of South Platte storage alternatives, and development of a South Platte Basin model for NEPA alternatives analysis purposes.

Centennial Water Supply System Model. Project manager for a system planning model for the Centennial Water and Sanitation District, which serves Highlands Ranch, Colorado. Developed a model that simulated the daily operations of Centennial's, Denver's and Englewood's water supply systems including numerous surface water rights and wells, ditches, water supply and flood control reservoirs and exchanges under a dynamic South Platte downstream call regime. The model included a graphical user interface on an Excel™ platform over a 45-year period of hydrologic record.

Colorado's Plan for Future Depletions, Proposed Platte River Recovery Implementation Program. For the State of Colorado and the Platte River Project provider group, developed the analytical basis for Colorado's plan for addressing the impacts of new water related activities in Colorado on critical habitats for Platte River endangered species. Developed an interactive computer tool to illustrate the analytical workings of the Plan, future accretions and depletions to the South Platte River at Julesburg under the Plan, and sensitivity of these effects to changes in the Plan's key assumptions. Prepared documentation and made presentations to the Platte River Governance Committee.

Denver Basin and South Platte River Basin Technical Study (Senate Bill 96-074). Project Manager of a \$105,000 State of Colorado-sponsored study of municipal & industrial water supply issues within the South Platte River Basin within Colorado. This study quantified the relationships between future population growth, alternative water supply options, Denver Basin groundwater pumping and related stream flow accretions and depletions in the South Platte River. The project included development of an Internet/Web-based illustration tool, which portrayed the results of the study in an interactive and graphical manner. Presented the results of the Study to the Special Water Committee of the Colorado State Legislature and to the Colorado Water Conservation Board.

South Metropolitan Denver Area Cooperative Conjunctive Use Study – Phase 1 Report. Project manager for a preliminary study of the hydrologic and operational feasibility of a cooperative conjunctive use plan involving Denver Water and the Douglas County Water Resource Authority. This study defined the potential additional yield that could be cooperatively developed using Denver's existing water supply system and some of its water rights in conjunction with groundwater rights, surface and aquifer storage, conveyance and delivery facilities currently or potentially available to Authority members.

Halligan Reservoir/Phantom Canyon Task Force. Represented the Nature Conservancy on the Phantom Canyon Task Force following the unexpected and catastrophic release of sediments from Halligan Reservoir in September of 1996. Developed a reservoir operating plan that minimized the risks to the surviving trout populations while maximizing the movement of deposited sediments out of the affected reach of the North Fork of the Cache La Poudre River, without injuring water rights. Worked with representatives of the North Poudre Irrigation Company, the Colorado Division of Wildlife, the Colorado State Engineer's Office and the Nature Conservancy to achieve consensus on the operating plan.

Metropolitan Water Supply Investigation. Project Manager and principal technical investigator for a \$450,000 State of Colorado-sponsored cooperative investigation of cooperative regional water supply options focusing on conjunctive use of surface water and groundwater, effluent management, interruptible supply arrangements between cities and agriculture, and coordinated operations of municipal systems. Worked with a technical advisory group of over 40 Denver area water providers, environmental interests agricultural and West Slope water interests.

Colorado Front Range Systems Integration Study. For the State of Colorado, principal author of a conceptual plan for integrating agricultural and municipal water supply systems to provide cost-effective water supply for the northern Colorado front range area. Keynote speaker on this subject at 1993 Colorado Water Convention.

North St. Vrain Wild & Scenic Work Group. Appointed by Congressman David Skaggs as a "non-aligned" water expert to the North St. Vrain Wild & Scenic Work Group. Served as a technical resource and facilitator in discussions among water users, environmental groups and local governments to craft a mutual agreeable water management component of a plan to permanently protect the free-flowing character of the North St. Vrain River, while allowing for operation of existing water rights and reasonable future water development in the basin.

Clinton Reservoir - Grand County Operating Plan. For Grand County, Colorado, represented Grand county domestic water users in negotiations with the city of Denver in a water trade involving re-operation of Denver's Moffat system to allow additional winter deliveries within Grand County. Conducted a water availability study, assisted in contract negotiations and developed an operating plan.

Vail Associates Water Rights Engineering. For Vail Associates, water rights expert responsible for water supply planning for Colorado's largest ski area complex (Vail/Beaver Creek). Work included technical evaluations of a proposed purchase of water rights and reservoirs from Climax Molybdenum Co. to provide future water supply for Vail Associates, planning and design oversight of new and retrofit facilities for delivery of snowmaking water to Vail, field estimates of delivery system water losses, design of water quality monitoring studies for meeting local permitting requirements. Involved overall water supply planning, water rights analysis, mine facilities inspection, water quality assessment and contract negotiations.

Black Lakes Water Quality Assessment. For Vail Valley Consolidated Water District, project manager and principal investigator for a study quantifying the surface water quality-related impacts of a water rights augmentation plan for the Vail Valley Consolidated Water District, including the operation of a proposed reservoir, municipal water supply wells, a wastewater treatment plant and snow-making operations. Evaluated the project's water quality impacts in the context of the Colorado Water Quality Control Commission's Antidegradation Rule. Provided expert testimony on water quality and hydrologic impacts during Eagle County permit hearings.

Summit County Small Reservoir Feasibility Study. For Summit County and the Colorado Water Conservation Board, water rights and modeling specialist in a basin- wide study of water supplies in Summit County, Colorado. Developed a model to determine the adequacy of individual municipal and industrial water supplies in the Blue River basin under future demand conditions and complex water rights and project operations conditions. Examined the effects of exchanges, augmentation plans, subordinations, instream flow

requirements and multiple reservoir accounts. Identified potential areas of future shortages and possible nonstructural and structural solutions.

The Nature Conservancy - Western Rivers Programs. For the Western Regional Office and the Colorado Field Office of the Nature Conservancy, provided technical assistance in the planning of local and regional riparian ecosystems conservation programs, including water rights analysis, hydrologic modeling and water supply project operations. Established a river flow gaging capability for TNC's Phantom Canyon Preserve. Negotiated a cooperative storage transfer and exchange program between TNC, the North Poudre Irrigation Company and the City of Greeley which provides for winter season instream flows without loss of yield to water users. Provided hydrologic modeling assistance to TNC's efforts to acquire and manage water supplies for the Stillwater Marsh Wildlife Refuge in Nevada.

Platte River Endangered Species Consultation. For the City of Boulder, technical analyst and facilitator in discussions between the City of Boulder and the U.S. Fish and Wildlife Service regarding hydrologic impacts related to the operation of the City's water rights and municipal water supply system.

Peak Ranch Water Rights Analysis. For a prospective buyers' group, conducted an evaluation of the water rights associated with the Peak Ranch located near Muddy Pass in Grand and Jackson Counties, Colorado. This evaluation involved quantifying the historical use of the water rights and identifying potential buyers and the associated physical and institutional mechanisms of transfer and any related obstacles or constraints.

Horn Ranch Water Rights Analysis. For the owners of the Horn Ranch near Granby in Grand County, Colorado, conducted an analysis of the Horn Ranch's water rights including quantification of historical use, estimate of transferable amount to potential in-basin and out-of-basin uses, identification of potential buyer categories and associated transfer mechanisms, and assessment of market value.

South Adams County Water & Sanitation District Water Rights Engineering. For South Adams County Water & Sanitation District, providing ongoing services in engineering and economic assessment of future surface water supply options; water rights analysis, historical use analyses, participation in water court actions.

Catamount Ski Area Wetlands Mitigation Water Rights Analysis. For the Catamount Joint Venture, evaluated the historical consumptive use and season of availability of water rights associated with a ranch property for providing sufficient water for expansion of existing wetlands and creation of additional wetland areas on the property.

Clear Creek Orphan Sites Study - Phases I, II and III. Principal investigator in a feasibility study of a market-based system for the adoption of "orphan" nonpoint pollution sources for credit, consistent with the intent of the Clean Water Act. Examined the technical, institutional and public acceptance issues associated with adoption and uses of credits including "good Samaritan" liability issues, methods for evaluating "out-of-kind" and "out-of-place" issues that may be associated with such adoptions, and approaches to developing a credit banking system within the Clear Creek Basin.

Water Pollutant Trading Study. For the Coors Brewing Company, project manager of a study of the potential of water pollutant trading in the Clear Creek basin as a mechanism for addressing heavy metals pollution from abandoned hard rock mines. Examined the feasibility of trading as an alternative to additional removal of dissolved metals from Coors' wastewater discharge. Formulated a demonstration project for creating a basin-wide market which would allow individual dischargers to address "orphan" sources of metals pollution in exchange for pollution credits that could be applied toward meeting regulated point source discharge requirements.

Fisher Creek Water Quality Studies. For the Beartooth Alliance, designed and implemented a sampling plan for Fisher Creek, Montana near Cooke City to determine the effects of acid mine drainage on the surface water quality of Fisher Creek, pursuant to Clean Water Act-related litigation. Sampled surface water tributaries, springs, seeps and adit discharges during low flow and high flow conditions for total recoverable and dissolved

metals and related parameters. Developed a copper loading analysis for Fisher Creek that addressed pre-mining baseline conditions and loadings from mine adits and open pit areas. Developed a geochemical model of Fisher Creek and the Clarks Fork of the Yellowstone River that incorporated natural and mining-related copper loadings, effects of dilution and instream losses due to stream sediments and wetlands. Testified as an expert witness in Federal District Court proceedings.

Glengarry Adit Acid Mine Drainage Treatment Alternatives Analysis. For the Greater Yellowstone Coalition, developed alternatives for treating acid mine drainage from an existing mine adit in the Fisher Creek basin near Cooke City, Montana. Examined both passive and active systems including artificial wetlands, biosulfide reduction systems and lime precipitation. Submitted a report to the Montana Department of Health and Environmental Sciences as part of a hearing on temporary modification of ambient water quality standards for Fisher Creek and the Clarks Fork of the Yellowstone.

New World Project Impact Assessment. For the Greater Yellowstone Coalition, conducted a completeness review pursuant to Montana's Metal Mines Reclamation Act and EIS scoping review pursuant to NEPA of a proposed high-altitude gold mine located adjacent to Yellowstone National Park and the Absaroka Wilderness. Conducted a technical review of critical issues related to mine drainage, water quality and tailings disposal issues. Initiated water quality sampling studies to determine representative pre-mining baseline water quality conditions.

Penn Mine Drainage Analysis. For the Committee to Save the Mokolumne River, served as an expert witness in areas of hydrology and hydrogeology in litigation regarding the adequacy of measures to reduce the risk of a catastrophic release of metal contaminants from an abandoned underground copper mine in California.

CBT/Windy Gap Operations Study. For the Municipal Subdistrict, Northern Colorado Water Conservancy District, project manager for a study examining options for the integrated operations of the Colorado-Big Thompson and Windy Gap projects. Developed a model which simulated various operating policies and separately accounted for the introduction, storage, carriage and delivery of water diverted under each project's water rights to municipal, industrial and agricultural end users. Evaluated the effects of operating policies and proposed new storage facilities on the reliability of yield of both projects under historical and stochastic hydrologic assumptions.

Dowe Flats Mine Reclamation and Reservoir Planning. For Southdown Corporation, evaluated the hydrologic utility of a proposed reservoir to be built as a part of a limestone mine reclamation plan. Evaluated integration with Colorado-Big Thompson/Windy Gap projects and the Denver system as well as storage of local water supplies. Evaluated reservoir sizing issues, and evaluated the timing of project development in the context of the water needs of likely future buyers.

Southdown, Inc. vs. Marigold 41. For Southdown Corporation, testified as an expert witness in the areas water resources and hydrology in litigation regarding the sizing and timing of construction of a proposed water supply reservoir to be built as part of a limestone mine reclamation plan.

Gila River Adjudication. For the Salt River Valley Water Users Association (Salt River Project), project manager in Hydrosphere's role as economics consultants for the general adjudication of all water rights in the Gila River basin. Assisted in development of adjudication strategies; responsible for coordinating expert analysis and testimony on major economic issues in all sectors of water use. Developed a basin-wide water allocation model for economic evaluation of alternate adjudication scenarios.

Landmark Project Water Quality Assessment. For the Upper Big Blue Natural Resources District, co-investigator for a surface-water and ground-water quality assessment of the proposed Landmark Project, a transbasin diversion project on the Platte River in central Nebraska. Provided expert testimony on surface water quality impacts of the proposed project in hearings before the State of Nebraska.

Two Forks 401 Certification. For the Environmental Defense Fund, conducted modeling studies of hydrology-related water quality impacts of Denver's proposed Two Forks Reservoir on waters of the Colorado and South Platte Rivers. Testified as an expert witness on these matters before the Colorado Water Quality Control Commission during Clean Water Act Section 401 Certification hearings.

Denver Water Supply Systemwide/Site-specific EIS. Contractor to the Omaha District COE. Reviewed the development of critical aspects of the EIS, including water demand forecasts, existing water supply, conservation alternatives, and water supply scenarios. Worked closely on a weekly basis with key Denver Water Department (DWD) staff. Knowledge of the Denver raw water supply system, as embodied in the DWDSYM model, has been used by the Corps for independent verification of the DWD's estimated yields of proposed water supply sources in the EIS.

Governor Lamm's Metropolitan Water Roundtable. Served as a technical consultant to the Colorado Environmental Caucus, a coalition of environmental groups, on the Metropolitan Water Roundtable. Developed a Caucus-endorsed plan for meeting metro Denver's water supply needs through the year 2035. Developed a computer simulation model (DWDSYM) of the Denver Water Department supply system for use in formulating alternative water supply plans and evaluating impacts. Performed a hydrologic and engineering reconnaissance study of the proposed Green Mountain Exchange project using DWDSYM.

Colorado River Basin Increased Flows Study. With William B. Lord and Benjamin L. Harding, performed a study for the U.S. Forest Service identifying the uses within the Colorado River basin of increased flows resulting from contemplated vegetation manipulation in the Arapaho-Roosevelt National Forest. This study required the development of a simulation/optimization model of the Colorado basin, accounting for intrastate uses, federal reclamation projects and "law of the river" institutional factors.

Alternatives to Utah's Proposed White River Dam. For the Environmental Defense Fund, performed a study of the alternatives to the proposed White River Dam as a water supply source for energy development in Utah's Uinta Basin. The study involved a critique of the proposed project and evaluation of the USGS's regional model of groundwater sources in the basin. Development of nontributary groundwater in conjunction with direct diversions from the White River emerged as a more attractive alternative from both an economic and environmental viewpoint.

Ruedi Dam Hydropower Project. For the City of Aspen, responsible for evaluating the hydrologic impacts of a proposed hydropower facility on Ruedi Dam as a part of the FERC permit and license studies. Evaluation included modeling power generation levels and proposed water sales and evaluating impacts to downstream trout fisheries. Subsequent power sales negotiations, facilities design, installation and startup have been completed.

EXPERT TESTIMONY

Administrative Hearing, State of Colorado, Office of the State Engineer, Request for Approval of Substitute Water Supply Plan, Groundwater Appropriators of the South Platte, August 12, 2003.

Administrative Hearing, State of Colorado, Office of the State Engineer, Request for Approval of Substitute Water Supply Plan, Groves Farms, LLC and Riverview Farms, LLC, July 7, 2003.

Application of City of Boulder, Water Division No. 1, State of Colorado. Case No. 94CW284.

City of Lafayette v. The New Anderson Ditch Company *et.al.* District Court, County of Boulder, State of Colorado. Case No. 96CV 1174.

Bear Tooth Alliance *et.al.* v. Crown Butte Mines. Inc. United States District Court for the District of Montana, Billings Division. Case No. CV 93-154 BLG JDS.

Application of City of Boulder and Colorado Water Conservation Board, Water Division No. 1, State of Colorado. Case No. 90CW193.

Committee to Save the Mokelumne v. East Bay Municipal Utility District. United States District Court for the Eastern District of California, Case No. CIV-S-91 1372 LKK PAN.

Southdown, Inc. v. Marigold 41 et.al., District Court, Division 2, County of Boulder, State of Colorado, Case No. 90CV1655; Complaint filed October 1991, Trial October 1992.

In the Matter of Applications A-16027, A-16028, A-16031, A-16032, A-16033, A-16036, A-16038, A-16039, A-16600, A-16603, A-16606 for Permits to Appropriate and Store Water for the Landmark Project; Water Divisions 1-A and 1-D; Department of Natural Resources, State of Nebraska; (Hearing April 30 - May 8, 1990).

In the Matter of Denver Board of Water Commissioners; State of Colorado, Colorado Water Quality Control Commission, Clean Water Act Section 401 Certification Hearing for Two Forks Reservoir; (Hearing January 10, 1990).

In the Matter of Application of Vail Valley Consolidated Water District for a H.B. 1041 Permit for Enlargement of Black Lake #1, Resolution 91-12, Board of County Commissioners, Eagle County, State of Colorado; (Hearing August 27-28, 1990).

EMPLOYMENT HISTORY

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| 1985-present | Principal & engineer, Hydrosphere Resource Consultants, Inc. Corporate and project management responsibilities, computer modeling of water rights systems, economic and policy analysis, water rights and water quality analysis, water demand forecasting and demand management studies. |
| 1982-1985 | Independent water resources consultant. Water supply systems modeling, water demand forecast analysis, water development policy negotiations. |
| 1978-1982 | Senior environmental engineer, Sheaffer & Roland, Inc. Waste-water land treatment facilities planning, design of agricultural waste treatment/biomass energy facilities, floodplain management studies and economic analysis. |
| 1977-1978 | Associate Planner, Northeastern Illinois Planning Commission. Reviewed local wastewater facilities plans, technical analysis of regional water quality and flood management plans. |
| 1975-1976 | Research Assistant, Stanford University. Investigator on U.S. EPA study of trace organic contaminants in groundwater recharge waters in Orange County, California. |

SELECTED REPORTS AND PUBLICATIONS

Hydrosphere Resource Consultants, Inc., Black and Veatch, HRS Water Consultants, Inc., Mulhern MRE, Inc. South Metro Water Supply Study, February 2004. (report to the South Metro Water Supply Study Board, Douglas County, Colorado)

Hydrosphere Resource Consultants, Inc. "Simulation of Hypothetical Climate Change Scenarios Using the Boulder Creek Watershed Model", September 9, 2003. (report to the Utilities Division, Boulder, Colorado)

Hydrosphere Resource Consultants, Inc. Upper Colorado River Basin Study, Phase II Final Draft, March 12, 2003. (Prepared for Grand County, Summit County, Colorado River Water Conservation District, et. al.)

City of Boulder Public Works Department, Hydrosphere Resource Consultants, Inc, Aquacraft, Inc. City of Boulder, Colorado Drought Plan, February 2003.

Hydrosphere Resource Consultants, Inc, and Aquacraft, Inc. City of Boulder Water Conservation Futures Study, July 5, 2000.

Boyer, J.M., Oliveira, A.R., Rozaklis, L. R., and Weaver, R. M. "A Watershed-Based Trading Program for Cleaning up Orphan Sites -- Testing the Concepts." Proceedings, ASCE Watershed Management 2000, June 21-24, 2000. Fort Collins, Colorado.

Hydrosphere, Inc., Spronk Water Engineers, Inc., HRS Water Consultants, Inc. Mulhern MRE, Inc. January 1999, "Metropolitan Water Supply Investigation Final Report" State of Colorado .

Boyer, J.M., R.M. Weaver, C.W. Howe, L.T. Rozaklis, A.S. Maest. 1998. "Evaluating Un-Like Watershed-based Pollutant Load Trades - the Target Zone Approach." Proceedings of the Water Environment Federation's 1998 Watershed Management Specialty Conference Water Management: Moving from Theory to Implementation, Denver, CO, May 3-6, 1998.

Hydrosphere, Inc., Spronk Water Engineers, Inc., HRS Water Consultants, Inc. Mulhern MRE, Inc. April 1998, "Denver Basin and South Platte River Basin Technical Study, Senate Bill 96-074, Technical Addendum Volume 1" State of Colorado .

Hydrosphere, Inc. "Southern Regional Cooperative Action Study – Phase I Report (Draft). November 16, 1997. Douglas County Water Resource Authority, Denver Water, State of Colorado.

Weaver, R.M., L.T. Rozaklis, A.S. Maest, J.M. Boyer, and C.W. Howe, 1997. "A Conceptual Taxonomy for 'Un-like' Watershed-Based Trades to Achieve Water Quality Objectives." Presented at Water Resources Education, Training, and Practice: Opportunities for the Next Century, American Water Resources Association Symposium, July, 1997.

Hydrosphere, Inc., June 11, 1997, "Engineering Report for a Change of Water Rights – North Boulder Farmers Ditch, Case No. 94CW285", City of Boulder, Colorado.

Rozaklis, Lee, 1995, "Incorporating Instream Flow in Urban Water Planning - Western Style"; in Proceedings of the Western Regional Instream Flow Conference III.

Hydrosphere, Inc., 1994, "Water Pollutant Trading Study - Phase I, Final Report"; Coors Brewing Company, Golden, Colorado.

Hydrosphere, Inc., November 16, 1993, "Colorado Water Conservation Board/City of Boulder Instream Flow Application Case No. 90CW193 - Engineering Report", City of Boulder, Colorado.

Hydrosphere, Inc., 1992, "Systems Integration as a Water Supply Source for the Denver Metropolitan Area," Colorado Department of Natural Resources.

Hydrosphere, Inc. 1990, "Black Lakes Enlargement Water Quality Assessment", Vail Valley Consolidated Water District.

Brendecke, C., W. DeOreo, E. Payton, and L. Rozaklis, 1989, "Network Models of Water Rights and System Operations," Journal of the Water Resources Planning and Management Division (ASCE).

Hydrosphere, Inc., 1989, "CBT/Windy Gap Operations Study", Municipal Subdistrict, Northern Colorado Water Conservancy District.

Rozaklis, L., E. Payton, C. Bredecke, and B. Harding, 1988, "Modeling Water Allocation Problems Under Complex Hydrologic and Institutional Settings," paper presented at the 24th Annual AWRA Conference and Symposium, November 8, Milwaukee, Wisconsin.

WBLA, Inc., 1988, "City of Boulder Raw Water Master Plan", City of Boulder, Colorado.

Harding, Benjamin, T. Brown, E. Payton, L. Rozaklis and W. Lord, 1988, "Market-Based Operation to Improve the Efficiency of Water Supplies from the Colorado River Basin," Water Management: Proceedings from the 1987 Regional Meetings, pp. 181-191.

WBLA, Inc., 1987, "Final Report: Windy Gap Delivery Study, City of Boulder, City of Longmont," Boulder, Colorado.

McCulley, Bryan and L.T. Rozaklis, 1987, "Landmark Project Water Quality Assessment," Upper Big Blue Natural Resources District, York, Nebraska.

Bredecke, C.M., W.B. DeOreo, and L.T. Rozaklis, 1987, "Water Rights Analysis and System Operation Using Network Optimization Models," paper presented at the 14th Annual ASCE Water Resources Planning and Management Division Conference, March 16-18, Kansas City.

Rozaklis, Lee, and B.H. Udall, 1986, "Interim Report: DWD Safe Yield Verification, South Platte Hydrology Analysis," Omaha District, U.S. Army Corps of Engineers.

Harding, B.L., L.T. Rozaklis and W.B. Lord, 1986, "Uses of Increased Flows Originating in the Arapahoe National Forest," Rocky Mountain Forest & Range Experiment Station, Fort Collins, Colorado.

Rozaklis, Lee, and D.L. Luecke, 1984, "Environmental Caucus Report on Appendix 3 (Existing Supply) of the Systemwide EIS, Metropolitan Denver Water Supply," Omaha District, U.S. Army Corps of Engineers.

Rozaklis, Lee, and J. Martin, 1984, "Alternatives to the White River Dam," Environmental Defense Fund, Inc., Boulder, Colorado.

Rozaklis, Lee, and B.L. Harding, 1983, "Reconnaissance Study of the Green Mountain Exchange Project," Report to the West Slope Advisory Committee of the Metropolitan Water Roundtable, Frisco, Colorado.

Rozaklis, Lee, and D.L. Luecke, 1983, "A Plan for Satisfying the Denver Metropolitan Area's Water Supply Needs Through the Year 2010," Report presented to the Governor's Metropolitan Water Roundtable, Denver, Colorado.

Rozaklis, Lee, and J.L. Sheaffer, 1980, "Current Levels of Federal Subsidy Toward the Development of Barrier Islands" (testimony before the Senate Committee on Energy and Natural Resources, concerning S. 2686, a Bill to Protect Barrier Islands and for Other Purposes), Committee Hearings, S. 2686, July 12, 1980.