

*Patrick A. Harrington
Corporate Secretary*

Public Utility Commission of Oregon
Filing Center
201 High Street SE, Suite 100
P.O. Box 1088
Salem, Oregon 97301

October 15, 2019

Re: In the Matter of the Application of Idaho Power Company for an Order
Authorizing up to \$450,000,000 Aggregate Principal Amount
at any one time outstanding of Short to Mid-Term Borrowings

UF _____

Attention Filing Center:

Enclosed for electronic filing with the Public Utility Commission of Oregon is Idaho Power's securities issuance application described above, including a proposed order for the Commission's consideration.

If you have any questions regarding this application, please contact me at (208) 388-2878 or pharrington@idahopower.com.

Sincerely,

Patrick A. Harrington

c: Matthew Muldoon

BEFORE THE PUBLIC UTILITY COMMISSION OF OREGON

IN THE MATTER OF THE APPLICATION OF)
IDAHO POWER COMPANY FOR AN ORDER) UF _____
AUTHORIZING UP TO \$450,000,000)
AGGREGATE PRINCIPAL AMOUNT AT) APPLICATION
ANY ONE TIME OUTSTANDING OF)
SHORT TO MID-TERM BORROWINGS)
_____)

IDAHO POWER COMPANY (the "Applicant") hereby applies for an order (the "New Order") of the Public Utility Commission of Oregon (the "Commission") authorizing Applicant to make up to \$450,000,000 aggregate principal amount at any one time outstanding of short-term and mid-term borrowings as set forth herein. This Application is filed pursuant to ORS Chapter 757 and OAR 860-027-0025 and 860-027-0030. Applicant's current short-term borrowing authorization from the Commission extends through November 2022, under Order No. 15-267, dated September 8, 2015, in UF 4293 (the "Current Order"). Applicant is seeking new short-term and mid-term borrowing authorization from the Commission hereunder that would extend through December 31, 2026, for up to \$450,000,000 aggregate principal amount at any one time outstanding of (1) short-term borrowings for a term of one year or less and (2) mid-term borrowings for a term of over one year up to and including three years (together, the "Borrowings"), all as set forth in this Application.

Pursuant to the requirements of OAR 860-27-0030(1), Applicant represents as follows:

(a) The applicant's exact name and the address of its principal business office.

Applicant's exact name and principal business office address are: Idaho Power Company, 1221 W. Idaho Street, P.O. Box 70, Boise, Idaho 83707-0070.

(b) The state in which incorporated, the date of incorporation, and the other states in which authorized to transact utility business.

Applicant was incorporated under the laws of the State of Maine on May 6, 1915, and migrated its state of incorporation from the State of Maine to the State of Idaho effective June

30, 1989. It is qualified as a foreign corporation to do business in the States of Oregon, Nevada, Montana and Wyoming in connection with its utility business.

(c) Name and address of person authorized, on behalf of applicant, to receive notices and communications in respect to application.

The name and address of the persons authorized on behalf of Applicant to receive notices and communications in respect to this Application are:

Steven R. Keen
Sr. Vice President, Chief Financial Officer
and Treasurer
Idaho Power Company
P.O. Box 70
Boise, ID 83707

Patrick A. Harrington
Corporate Secretary
Idaho Power Company
P.O. Box 70
Boise, ID 83707

(d) The names, titles and addresses of the principal officers of the applicant.

The current names, titles and address of the principal officers of Applicant are as follows:

Darrel T. Anderson	Chief Executive Officer
Lisa A. Grow	President
Adam J. Richins	Sr. Vice President and Chief Operating Officer
Steven R. Keen	Sr. Vice President, Chief Financial Officer and Treasurer
Brian R. Buckham	Sr. Vice President and General Counsel
Jeffrey L. Malmen	Sr. Vice President, Public Affairs
Tess Park	Vice President, Power Supply
Ryan N. Adelman	Vice President, Transmission & Distribution Engineering and Construction
Bo Hanchey	Vice President, Customer Operations and Chief Safety Officer

Debra Leithauser	Vice President, Corporate Services and Communications
Sarah E. Griffin	Vice President, Human Resources
Ken Petersen	Vice President, Controller and Chief Accounting Officer
Tim Tatum	Vice President, Regulatory Affairs
N. Vern Porter	Vice President
Patrick A. Harrington	Corporate Secretary

The address of all of the above officers is:

1221 W. Idaho Street
P. O. Box 70
Boise, ID 83707-0070

(e) A description of the general character of the business done and to be done, and a designation of the territories served. A map showing the territories served is desirable.

Applicant is an electric public utility engaged principally in the generation, purchase, transmission, distribution and sale of electric energy in an approximately 24,000 square mile area over southern Idaho and in the counties of Baker, Malheur and Harney in eastern Oregon. A map showing Applicant's service territory is on file with the Commission as Exhibit H to Applicant's application in Case UF 4063.

(f) A statement, as of the date of the balance sheet submitted with the application, showing for each class and series of capital stock: brief description; the amount authorized (face value and number of shares); the amount outstanding (exclusive of any amount held in the treasury), held amount as reacquired securities; amount pledged by applicant; amount owned by affiliated interests, and amount held in any fund.

The following statement as to each class of the capital stock of Applicant is as of June 30, 2019, the date of the balance sheet submitted with this Application:

Common Stock

- (1) Description - Common Stock, \$2.50 par value; 1 vote per share
- (2) Amount authorized - 50,000,000 shares (\$125,000,000 par value)
- (3) Amount outstanding - 39,150,812 shares

- (4) Amount held as reacquired securities - None
- (5) Amount pledged by applicant - None
- (6) Amount owned by affiliated corporations – All
- (7) Amount held in any fund - None

Applicant's Common Stock is held by IDACORP, Inc., the holding company of Idaho Power Company. IDACORP, Inc.'s Common Stock is registered (Pursuant to Section 12(b) of the Securities Exchange Act of 1934) and is listed on the New York Stock Exchange.

(g) A statement, as of the date of the balance sheet submitted with the application, showing for each class and series of long-term debt or notes: brief description (amount, interest rate and maturity); amount authorized; amount outstanding (exclusive of any amount held in the treasury); amount held as reacquired securities; amount pledged by applicant; amount held by affiliated interests; and amount in sinking and other funds.

The following statement as to funded debt of Applicant is as of June 30, 2019, the date of the balance sheet submitted with this Application.

FIRST MORTGAGE BONDS

(1) Description	(3) Amount Outstanding
3.40 % Series due 2020, dated as of Aug 30, 2010, due Nov 1, 2020	100,000,000
2.95 % Series due 2022, dated as of April 13, 2012, due April 1, 2022	75,000,000
2.50 % Series due 2023, dated as of April 8, 2013, due April 1, 2023	75,000,000
6.00 % Series due 2032, dated as of Nov 15, 2002, due Nov 15, 2032	100,000,000
5.50 % Series due 2033, dated as of May 13, 2003, due April 1, 2033	70,000,000
5.50 % Series due 2034, dated as of March 26, 2004, due March 15, 2034	50,000,000
5.875% Series due 2034, dated as of August 16, 2004, due August 15, 2034	55,000,000
5.30 % Series due 2035, dated as of August 23, 2005, due August 15, 2035	60,000,000
6.30 % Series due 2037, dated as of June 22, 2007, due June 15, 2037	140,000,000
6.25 % Series due 2037, dated as of October 18, 2007, due October 15, 2037	100,000,000
4.85 % Series due 2040, dated as of Aug 30, 2010, due Aug 15, 2040	100,000,000
4.30 % Series due 2042, dated as of April 13, 2012, due April 1, 2042	75,000,000
4.00 % Series due 2043, dated as of April 8, 2013, due April 1, 2043	75,000,000
3.65 % Series due 2045, dated as of March 6, 2015, due March 1, 2045	250,000,000
4.05 % Series due 2046, dated as of March 10, 2016, due March 1, 2046	120,000,000
4.20 % Series due 2048, dated as of March 16, 2018, due March 1, 2048	220,000,000
	1,655,000,000

(2) Amount authorized - Limited within the maximum of \$2,500,000,000 (or such other maximum amount as may be fixed by supplemental indenture) and by property, earnings, and other provisions of the Mortgage.

- (4) Amount held as reacquired securities - None
- (5) Amount pledged - None
- (6) Amount owned by affiliated corporations - None
- (7) Amount of sinking or other funds - None

For a full statement of the terms and provisions relating to the respective Series and amounts of applicant's outstanding First Mortgage Bonds above referred to, reference is made to the Mortgage and Deed of Trust dated as of October 1, 1937, and First to Forty-Eighth Supplemental Indentures thereto, by Idaho Power Company to Deutsche Bank Trust Company Americas (formerly known as Bankers Trust Company), Trustees, presently on file with the Commission, under which said bonds were issued.

POLLUTION CONTROL REVENUE BONDS

(A) Variable Rate Series 2000 due 2027:

- (1) Description - Pollution Control Revenue Bonds, Variable Rate Series due 2027, Port of Morrow, Oregon, dated as of May 17, 2000, due February 1, 2027.
- (2) Amount authorized - \$4,360,000
- (3) Amount outstanding - \$4,360,000
- (4) Amount held as reacquired securities - None
- (5) Amount pledged - None
- (6) Amount owned by affiliated corporations - None
- (7) Amount in sinking or other funds - None

(B) 1.45% Series 2003 due 2024:

- (1) Description - Pollution Control Revenue Refunding Bonds, 1.45% Series 2003 due 2024, County of Humboldt, Nevada, dated as of August 20, 2009, due December 1, 2024 (secured by First Mortgage Bonds)
- (2) Amount authorized - \$49,800,000
- (3) Amount outstanding - \$49,800,000
- (4) Amount held as reacquired securities - None
- (5) Amount pledged - None
- (6) Amount owned by affiliated corporations - None
- (7) Amount in sinking or other funds - None

(C) 1.70% Series 2006 due 2026:

- (1) Description - Pollution Control Revenue Bonds, 1.70% Series 2006 due 2026, County of Sweetwater, Wyoming, dated as of August 20, 2009, due July 15, 2026
- (2) Amount authorized - \$116,300,000
- (3) Amount outstanding - \$116,300,000
- (4) Amount held as reacquired securities - None
- (5) Amount pledged - None
- (6) Amount owned by affiliated corporations - None
- (7) Amount in sinking or other funds - None

For a full statement of the terms and provisions relating to the outstanding Pollution Control Revenue Bonds above referred to, reference is made to (A) copies of Trust Indenture by Port of Morrow, Oregon, to the Bank One Trust Company, N. A., Trustee, and Loan Agreement between Port of Morrow, Oregon and Idaho Power Company, both dated May 17, 2000, under which the Variable Rate Series 2000 bonds were issued, (B); Conformed Trust Indenture between Humboldt County, Nevada and Union Bank N.A., Trustee dated October 1, 2003 as amended and supplemented by a First Supplemental Trust Indenture, dated August 20, 2009, and Loan Agreement between Idaho Power Company and Humboldt County, Nevada dated October 1, 2003 under which the 5.15% Series 2003 bonds were reoffered, and (C) Conformed Trust Indenture between Sweetwater County, Wyoming, and Union Bank, N.A., Trustee, as amended and supplemented by a First Supplemental Trust Indenture dated August 20, 2009, and Loan Agreements between Idaho Power Company and Sweetwater County, Wyoming, dated October 1, 2006 under which the 5.25% Series 2006 bonds were reoffered.

(h) A full description of the securities proposed to be issued, showing: kind and nature of securities or liabilities; amount (face value and number of shares); interest or dividend rate, if any; date of issue and date of maturity; and voting privileges, if any.

A description of the securities proposed to be authorized and issued, and for which this Application is made, is as follows:

(1) Description

Applicant's Borrowings hereunder will consist of (1) loans issued by financial and other institutions and evidenced by unsecured notes or other evidence of indebtedness of Applicant and (2) unsecured promissory notes and commercial paper of Applicant to be issued by means of public or private placement through one or more commercial paper dealers or agents, or directly by Applicant.

(2) Amount

Applicant's Borrowings will not exceed a maximum \$450,000,000 aggregate principal amount at any one time outstanding during the term of the Commission's authorization hereunder. Applicant expects that its New Credit Agreement described in subsection (i) below will initially authorize Applicant to borrow up to \$300,000,000 aggregate principal amount at any one time outstanding, with the option of Applicant to increase the borrowing limit to \$450,000,000 during the term of the New Credit Agreement. Applicant will provide written notice to the Commission in the event Applicant exercises its right to increase the New Credit Agreement borrowing limit above \$300,000,000. Applicant's Borrowing authority under the New Order would replace Applicant's existing borrowing authority under the Current Order; at no time would the authorized borrowing levels under the New Order and Current Order exceed \$450,000,000 aggregate principal amount at any one time outstanding.

(3) Interest Rate

Applicant anticipates that its Borrowings hereunder will include interest rates that may be fixed or variable, and that the rates will be based on LIBOR or a comparable successor rate, the applicable prime rate, or other rate established in the borrowing arrangements, and

may vary based upon Applicant's long-term issuer rating, Applicant's corporate credit rating, or other applicable credit rating of Applicant issued by a third party credit rating organization.

(4) Date of Issue

Applicant requests authority to make the Borrowings hereunder through December 31, 2026. Applicant anticipates that the New Credit Agreement will allow borrowings for an initial five (5) year period, from December 2019 through December 2024, with the option of Applicant to extend the borrowing period for two one-year extensions, up to December 2026. Applicant will notify the Commission in writing if it elects to exercise either of the one-year extensions to the New Credit Agreement beyond December 2024. In no event will the term of any Applicant Borrowings hereunder extend beyond December 31, 2026.

Applicant is requesting authorization to make the Borrowings as described in this Application through December 31, 2026, so long as Applicant maintains at least a BBB- or higher corporate credit rating, as indicated by Standard & Poor's Ratings Services, and a Baa3 or higher long-term issuer rating as indicated by Moody's Investors' Service, Inc.

Applicant is requesting that the Commission's existing short-term borrowing authorization under the Current Order remain in effect for a period of sixty (60) days following the date of the New Order. The 60-day period reflects the Commission's "request for reconsideration" period that would apply to the New Order under ORS 756.561. At the expiration of the 60-day request for reconsideration period, the Commission's authorization under the Current Order would automatically expire if no requests for reconsideration are received. During the 60-day request for reconsideration period, Applicant's total authorization to issue Borrowings under the Current Order and/or the New Order would remain at \$450,000,000 aggregate principal amount at any one time outstanding.

(5) Date of Maturity

The proposed Borrowings will have maturities of up to three years, or will be revolving borrowings with a final maturity date no later than December 31, 2026. Applicant is

seeking authorization to make Borrowings at any time hereunder so long as the borrowings made or commercial paper issued mature no later than December 31, 2026.

(6) Voting Privileges

Not applicable.

(i) A reasonably detailed and precise description of the proposed transaction, including a statement of the reasons why it is desired to consummate the transaction and the anticipated effect thereof. If the transaction is part of a general program, describe the program and its relation to the proposed transaction. Such description shall include, but is not limited to, the following: (A) A description of the proposed method of issuing and selling the securities; (B) A statement of whether such securities are to be issued pro rata to existing holders of the applicant's securities or issued pursuant to any preemptive right or in connection with any liquidation or reorganization; (C) A statement showing why it is in applicant's interest to issue securities in the manner proposed and the reason(s) why it selected the proposed method of sale; and (D) A statement that exemption from the competitive bidding requirements of any federal or other state regulatory body has or has not been requested or obtained, and a copy of the action taken thereon when available.

Applicant intends to secure commitments for new unsecured lines of credit, or extensions of existing unsecured lines of credit, for its Borrowings authorized hereunder. The unsecured lines of credit may be obtained with several financial or other institutions, directly by Applicant or through an agent, when and if required by Applicant's then current financial requirements (see subsection (I) below). Each individual line of credit commitment will provide that up to a specific amount at any one time outstanding will be available to Applicant to draw upon for a fee to be determined by a percentage of the credit line available, credit line utilization, compensating balance or combination thereof.

Applicant may also make arrangements for uncommitted credit facilities under which unsecured lines of credit would be offered to Applicant on an "as available" basis and at negotiated interest rates. Such committed and uncommitted borrowings will be evidenced by unsecured promissory notes or other evidence of indebtedness of Applicant. The committed and uncommitted line of credit agreements specifying the terms of Applicant's Borrowings will be filed with the Commission under Exhibit J of this Application.

The Borrowings will include unsecured promissory notes to be issued and sold by Applicant, through one or more commercial paper dealers or agents, or directly by Applicant. Each note issued as commercial paper will be either discounted at the rate prevailing at the time of issuance for commercial paper of comparable quality and maturity or will be interest bearing to be paid at maturity. Each note issued as commercial paper will have a fixed maturity and will contain no provision for automatic “roll over”.

The Company's main existing short-term borrowing agreement is its Credit Agreement dated November 6, 2015 (“Existing Credit Agreement”). The Existing Credit Agreement provides committed lines of credit from participating banks in an aggregate principal amount at any one time outstanding of \$300,000,000, with the option of Applicant to increase the borrowing limit to \$450,000,000. The Existing Credit Agreement is scheduled to expire on November 4, 2022 (the term of the Existing Credit Agreement was previously extended from November 6, 2020 to November 4, 2022). The Existing Credit Agreement is on file with the Commission in UF 4293.

Applicant proposes to amend the Credit Agreement or enter into a new credit agreement in early December 2019 (in either case, the “New Credit Agreement”). Applicant anticipates that the New Credit Agreement will continue to provide for committed lines of credit from participating banks in an aggregate principal amount at any one time outstanding of \$300,000,000, with the option of Applicant to increase the borrowing limit to \$450,000,000. Applicant further anticipates that the term of the New Credit Agreement would extend through December 2024, with two one-year extension options through December 2026. Applicant plans to continue to use the New Credit Agreement primarily as a backup credit facility to enhance the credit ratings for its commercial paper issuances, but may also borrow directly under the New Credit Agreement as it deems necessary or desirable. Applicant will file a copy of the New Credit Agreement with the Commission upon its execution under Exhibit J to this Application.

(j) The name and address of any person receiving or entitled to a fee for service (other than attorneys, accountants and similar technical services) in connection with the negotiation or consummation of the issuance or sale of securities, or for

services in securing underwriters, sellers or purchasers of securities, other than fees included in any competitive bid; the amount of each such fee, and facts showing the necessity for the services and that the fee does not exceed the customary fee for such services in arm's-length transactions and is reasonable in the light of the cost of rendering the service and any other relevant factors.

Applicant's line of credit arrangements are expected to include one or more lead agents, and a number of additional banks as participating agents. The names of the agent banks will be included in Applicant's filings of lines of credit and other agreements with the Commission under Exhibit J to this Application.

The New Credit Agreement would likely include the following fees for the lead agent(s) and participating agents: (1) an up-front arrangement fee payable to the lead agent(s) totaling approximately 0.10% to 0.20% of the principal amount committed, (2) up-front agent participation fees payable to all participating agents totaling approximately 0.10% to 0.15% of the principal amount committed, (3) annual commitment agent facility fees payable to all participating agents equal to approximately 0.15% to 0.25% of the principal amount committed, and (4) annual administrative fees payable to the lead agent(s) of approximately \$15,000 to \$30,000. The principal amount committed for purposes of calculating the agent fees will be \$300,000,000, unless the authorized borrowing amount under the New Credit Agreement is increased as described above, up to a maximum of \$450,000,000. Other expenses relating to the New Credit Agreement line of credit facility are estimated to include: Applicant's legal fees of approximately \$50,000, agent legal fees of approximately \$50,000, and miscellaneous expenses of approximately \$25,000.

The above referenced New Credit Agreement fees are customary for the market and will offset the agents' costs, including personnel time, travel, and administrative costs associated with negotiating and administering the unsecured lines of credit. Applicant finds these fees are reasonable given the services provided by the agents. With respect to commercial paper issuances, it is expected that the commercial paper dealers or agents will sell such notes at a

profit to them of not to exceed 1/8 of 1 percent of the principal amount of each note, which Applicant believes to be reasonable and customary.

(k) A statement showing both in total amount and per unit the price to the public, underwriting commissions and net proceeds to the applicant. Supply also the information (estimated if necessary) required in section (4) of this rule. If the securities are to be issued directly for property, then a full description of the property to be acquired, its location, its original cost (if known) by accounts, with the identification of the person from whom the property is to be acquired, must be furnished. If original cost is not known, an estimate of original cost based, to the extent possible, upon records or data of the seller and applicant or their predecessors must be furnished, with a full explanation of how such estimate has been made, and a description and statement of the present custody of all existing pertinent data and records. A statement showing the cost of all additions and betterments and retirements, from the date of the original cost, should also be furnished.

See subsection (i) above for the discussion of Applicant's line of credit fees (which may be based upon a percentage of the credit line available, credit line utilization, compensating balance or combination thereof) and commercial paper fees (where commercial paper issuances may be either discounted at the rate prevailing at the time of issuance for commercial paper of comparable quality and maturity or will be interest bearing to be paid at maturity). Also see subsection (j) above for the agent commissions and other compensation paid by Applicant in connection with the Borrowings.

(l) Purposes for which the securities are to be issued. Specific information will be submitted with each filing for the issuance of bonds, stocks or securities: (A) Construction, completion, extension or improvement of facilities. A description of such facilities and the cost thereof; (B) Reimbursement of the applicant's treasury for expenditures against which securities have not been issued. A statement giving a general description of such expenditures, the amounts and accounts to which charged, the associated credits, if any, and the periods during which the expenditures were made; (C) Refunding or discharging of obligations. A description of the obligations to be refunded or discharged, including the character, principal amounts discount or premium applicable thereto, date of issue and date of maturity, purposes to which the proceeds were applied and all other material facts concerning such obligations; and (D) Improvement or maintenance of service. A description of the type of expenditure and the estimated cost in reasonable detail.

The purpose for which the Borrowings are proposed to be made by Applicant as provided herein is to obtain temporary capital for the acquisition of utility property, the construction, extension or improvement of utility facilities, the improvement or maintenance of

service, the discharge or lawful refunding of obligations which were made for utility purposes (such as higher cost debt or preferred stock) or the reimbursement of Applicant's treasury for funds used for the foregoing purposes, all as permitted under ORS 757.415(1). If the funds to be reimbursed were used for the discharge or refunding of obligations, those obligations or their precedents were originally made in furtherance of the utility purposes above.

(m) A statement as to whether or not any application, registration statement, etc., with respect to the transaction or any part thereof, is required to be filed with any federal or other state regulatory body.

Applications with respect to Applicant's Borrowing authorizations have been filed with the Idaho Public Utilities Commission and the Wyoming Public Service Commission. No Federal Energy Regulatory Commission or other state regulatory commission approval is required. No registration statement filing with the Securities and Exchange Commission is required.

(n) The facts relied upon by the applicant to show that the issue: (A) Is for some lawful object within the corporate purposes of the applicant; (B) Is compatible with the public interest; (C) Is necessary or appropriate for or consistent with the proper performance by the applicant of service as a utility; (D) Will not impair its ability to perform that service; (E) Is reasonably necessary or appropriate for such purposes; and (F) If filed under ORS 757.495, is fair and reasonable and not contrary to public interest.

Applicant alleges that the borrowings described in this Application are (A) for a lawful object, within the corporate purposes of Applicant as described in subsection (l) above, and (B) compatible with the public interest. The Borrowings and the use of proceeds thereof as described in subsection (l) above are (C) necessary and appropriate for and consistent with the proper performance by Applicant of service as a public utility, (D) will not impair Applicant's ability to perform that service, and (E) are reasonably necessary or appropriate for such purposes.

(o) A brief statement of all rights to be a corporation, franchises, permits and contracts for consolidation, merger or lease included as assets of the applicant or any predecessor thereof, the amounts actually paid as consideration therefore, respectively, and the facts relied upon to show the issuance of the securities for which approval is requested will not result in the capitalization of the right to be a corporation or of any franchise, permit or contract for consolidation, merger or lease in excess of the amount

(exclusive of any tax or annual charge) actually paid as the consideration for such right, franchise, permit or contract.

Applicant is incorporated under the laws of the State of Idaho and is qualified to do business as a foreign corporation in the States of Oregon, Nevada, Montana and Wyoming for its utility operations. Applicant holds municipal franchises in approximately 80 incorporated cities in which it distributes electrical energy in the states of Idaho and Oregon, and such franchises or permits in or from the counties in which Applicant operates, and certificates of public convenience and necessity from state regulatory authorities as are required. This Application will not result in the capitalization of the right to be a corporation, or of any franchise, permit or contract for consolidation, merger or lease in excess of the amount (exclusive of any tax or annual charge) actually paid as the consideration for such right, franchise, permit or contract.

PRAYER

WHEREFORE, Applicant respectfully requests that the Public Utility Commission of Oregon issue its New Order authorizing Applicant to make up to \$450,000,000 aggregate principal amount at any one time outstanding of Borrowings through December 31, 2026, under the terms and conditions and for the purposes set forth in this Application.


DATED at Boise, Idaho this 14th day of October, 2019.

IDAHO POWER COMPANY


Steven R. Keen
Sr. Vice President, Chief Financial Officer
and Treasurer

(CORPORATE SEAL)

ATTEST:


Patrick A. Harrington
Corporate Secretary
Idaho Power Company

EXHIBITS

Exhibit A. A copy of Applicant's Restated Articles of Incorporation, as amended, has heretofore been filed with the Commission in Case UF 4278.

Exhibit B. A copy of Applicant's current Amended Bylaws is attached hereto has heretofore been filed with the Commission in Case UF 4293.

Exhibit C. A certified copy of Applicant's Board Resolutions authorizing the transaction with respect to which this Application is made will be filed with the Commission as Exhibit C under this case no later than October 25, 2019.

Exhibit D-1. Copies of Mortgage and Deed of Trust, including First Supplemental Indenture, are on file with the Commission in Case UF 795; Second Supplemental Indenture in Case UF 1102; Third Supplemental Indenture in Case UF 1247; Fourth Supplemental Indenture in Case UF 1351; Fifth Supplemental Indenture in Case UF 1467; Sixth Supplemental Indenture in Case UF 1608; Seventh Supplemental Indenture of Case UF 2000; Eighth and Ninth Supplemental Indentures in Case UF 2068; Tenth Supplemental Indenture in Case UF 2146; Eleventh Supplemental Indenture in Case UF 2159; Twelfth Supplemental Indenture in Case UF 2188; Thirteenth Supplemental Indenture in Case UF 2253; Fourteenth Supplemental Indenture in Case UF 2304; Fifteenth Supplemental Indenture in Case UF 2466; Sixteenth Supplemental Indenture in Case UF 2545; Seventeenth Supplemental Indenture in Case UF 2596; Eighteenth Supplemental Indenture in Case UF 2944; Nineteenth Supplemental Indenture in Case UF 3063; Twentieth Supplemental Indenture and Twenty-first Supplemental Indentures in Case UF 3110; Twenty-second Supplemental Indenture in Case UF 3274; Twenty-third Supplemental Indenture in Case UF 3457; and Twenty-fourth Supplemental Indenture in Case UF 3614; Twenty-fifth Supplemental Indenture in Case UF 3758; Twenty-sixth Supplemental Indenture in Case UF 3782; Twenty-seventh Supplemental Indenture in Case UF 3947; Twenty-eighth Supplemental Indenture in Case UF 4022; Twenty-ninth Supplemental Indenture in Case UF 4014; Thirtieth Supplemental Indenture in Case UF 4033;

Thirty-first Supplemental Indenture in Case UF 4033; Thirty-second Supplemental Indenture in Case UF 4053; Thirty-third Supplemental Indenture in Case UF 4088; Thirty-fourth Supplemental Indenture in Case UF 4111; Thirty-fifth Supplemental Indenture in Case UF 4175; Thirty-sixth Supplemental Indenture in Case UF 4181; Thirty-seventh Supplemental Indenture in Case UF 4196; Thirty-ninth Supplemental Indenture in Case UF 4200; Fortieth Supplemental Indenture in Case UF 4211; Forty-first Supplemental Indenture in Case UF 4227, Forty-third Supplemental Indenture in Case UF 4211; Forty-fourth Supplemental Indenture in Case UF 4244, Forty-sixth Supplemental Indenture in Case UF 4263; Forty-seventh Supplemental Indenture in Case UF 4278; and Forty-eighth Supplemental Indenture in Case UF 4297, reference to all of which is hereby made.

Exhibit D-2. Copy of Applicant's Guaranty Agreement, dated April 1, 2000, with Bank One Trust Company, N.A., as Trustee, for \$19,885,000 of Bonds under and pursuant to the Indenture relating to the \$19,885,000 American Falls Replacement Dam Refunding Bonds, Series 2000, of the American Falls Reservoir District, Idaho, has heretofore been filed with the Commission in Case UF 4169, reference to which is hereby made.

Exhibit D-3. A copy of Applicant's Guaranty Agreement representing a one-third contingent liability for lease charges for certain equipment leased to the Bridger Coal Company, in connection with the operation of Applicant's Jim Bridger Plant, along with an Order dated July 30, 1974, from the Federal Power Commission waiving jurisdiction over this transaction, has heretofore been filed with the Commission in Case UF 2977, reference to which is hereby made.

Exhibit D-4. A copy of Applicant's Loan Agreement, dated as of May 1, 2000, regarding payment of the principal and interest on \$4,360,000 Pollution Control Revenue Refunding Bonds issued by the Port of Morrow Oregon, for certain pollution control and sewage or solid waste disposal facilities installed on the Boardman coal-fired steam electric generating

plant, has heretofore been filed with the Commission in Case UF 4169, reference to which is hereby made.

Exhibit D-5. A copy of the Participation Agreement which includes as exhibits the Facilities Agreement and the Assumption and Option Agreement along with copies of the Bargain and Sale Deed, Bill of Sale and Assignment, and the Amendment to the Agreement for Construction, Ownership and Operation of the Number One Boardman Station on Carty Reservoir, as supplemented, with respect to the sale and leaseback of the Coal Handling Facilities at the Number One Boardman Station has heretofore been filed with the Commission in Docket No, UF ES79-55, reference to which is hereby made.

Exhibit D-6. A copy of Applicant's Loan Agreements regarding Applicant's payments to Sweetwater County, Wyoming, as Issuer of the \$116,300,000 Pollution Control Revenue Refunding Bonds, Series 2006, dated as of October 1, 2006, with respect to the Jim Bridger Coal-Fired Steam Electric Generating Plant, has heretofore been filed with the Commission in Case UF 4227, reference to which is hereby made.

Exhibit D-7. A copy of Applicant's Loan Agreement regarding Applicant's payments to Humboldt County, Nevada, as Issuer of the \$49,800,000 Pollution Control Revenue Refunding Bonds (Idaho Power Company Project), Series 2003, dated as of October 1, 2003, with respect to the Valmy Coal-Fired Steam Electric Generating Plant, has heretofore been filed with the Commission in Case UF 4200, reference to which is hereby made.

Exhibit E. Balance Sheet of Applicant with supporting fixed capital or plant schedules as of June 30, 2019.

Exhibit F. Statement of Applicant's Contingent Liabilities as June 30, 2019.

Exhibit G. Income Statement of Applicant for the 12 months ended June 30, 2019.

Exhibit H. Statement of Retained Earnings of Applicant for the 12 months ended June 30, 2019.

Exhibit I. No registration statement filing with the Securities and Exchange Commission is required.

Exhibit J. Copies of the proposed agreements for the committed and uncommitted unsecured Lines of Credit and other agreements evidencing the borrowing arrangements will be filed with the Commission as soon as available.

Exhibit K. See Exhibit J above.

EXHIBIT C

A certified copy of the resolutions of Applicant's Directors authorizing the Borrowings with respect to this Application will be filed with the Commission as Exhibit C in this case no later than October 25, 2019.

EXHIBIT E

IDAHO POWER COMPANY
CONDENSED UNCONSOLIDATED BALANCE SHEET
AS OF JUNE 30, 2019

ASSETS

	Actual	Adjustments	After Adjustments
Electric Plant :			
In service (at original cost).....	\$ 6,197,160,124		\$ 6,197,160,124
Accumulated provision for depreciation.....	(2,269,628,329)		(2,269,628,329)
In service - Net.....	3,927,531,795		3,927,531,795
Construction work in progress.....	501,550,221		501,550,221
Held for future use.....	4,688,790		4,688,790
Electric plant - Net.....	4,433,770,806		4,433,770,806
Investments and Other Property:			
Nonutility property.....	3,653,100		3,653,100
Investment in subsidiary companies	60,487,519		60,487,519
Other.....	34,795,248		34,795,248
Total investments and other property.....	98,935,867		98,935,867
Current Assets:			
Cash and cash equivalents.....	140,129,803	450,000,000	590,129,803
Receivables:			
Customer.....	83,645,969		83,645,969
Other.....	13,253,958		13,253,958
Accrued unbilled revenues.....	73,226,188		73,226,188
Materials and supplies (at average cost).....	58,440,715		58,440,715
Fuel stock (at average cost).....	55,973,330		55,973,330
Prepayments.....	16,898,389		16,898,389
Taxes receivable.....			
Regulatory assets	53,659,567		53,659,567
Other.....	4,284,863		4,284,863
Total current assets.....	499,512,782	450,000,000	949,512,782
Deferred Debits:			
Company owned life insurance.....	59,725,654		59,725,654
Regulatory assets.....	1,195,079,118		1,195,079,118
Other.....	56,371,733		56,371,733
Total deferred debits.....	1,311,176,505		1,311,176,505
Total.....	\$ 6,343,395,960	\$ 450,000,000	\$ 6,793,395,960

IDAHO POWER COMPANY
CONDENSED UNCONSOLIDATED BALANCE SHEET
AS OF June 30, 2019

CAPITALIZATION AND LIABILITIES

	Common Shares Authorized	Common Shares Outstanding	Actual	Adjustments	After Adjustments
Equity Capital:	50,000,000	39,150,812			
Common stock.....			\$ 97,877,030	\$	\$ 97,877,030
Premium on capital stock.....			712,257,435		712,257,435
Capital stock expense.....			(2,096,925)		(2,096,925)
Retained earnings.....			1,438,019,011		1,438,019,011
Accumulated other comprehensive income.....			(21,867,672)		(21,867,672)
Total equity capital.....			2,224,188,879		2,224,188,879
Long-Term Debt:					
First mortgage bonds			1,665,000,000		1,665,000,000
Pollution control revenue bonds			170,460,000		170,460,000
American Falls bond and Milner note guarantees			19,885,000		19,885,000
Unamortized discount on long-term debt (Dr).....			(19,823,527)		(19,823,527)
Total long-term debt.....			1,835,521,473		1,835,521,473
Current Liabilities:					
Long-term debt due within one year.....			-		-
Notes payable.....			-	450,000,000	450,000,000
Accounts payable			80,530,092		80,530,092
Notes and accounts payable to related parties.....			17,830,498		17,830,498
Income taxes accrued.....			25,744,402		25,744,402
Interest accrued.....			23,599,208		23,599,208
Accrued compensation.....			39,434,599		39,434,599
Current regulatory liabilities.....			67,458,005		67,458,005
Advances from customers.....			37,401,103		
Other.....			14,971,117		14,971,117
Total current liabilities.....			306,969,024	450,000,000	719,567,921
Deferred Credits:					
Regulatory liabilities associated with accumulated deferred investment tax credits			92,789,836		92,789,836
Deferred income taxes.....			747,110,984		747,110,984
Regulatory liabilities.....			658,020,855		658,020,855
Pension and other postretirement benefits.....			433,725,123		433,725,123
Other.....			45,069,786		45,069,786
Total deferred credits.....			1,976,716,584		1,976,716,584
Total.....			\$ 6,343,395,960	\$ 450,000,000	\$ 6,755,994,857

IDAHO POWER COMPANY
STATEMENT OF ADJUSTING JOURNAL ENTRIES
As of June 30, 2019
Giving Effect to the Proposed issuance of
Short-term notes

Entry No. 1

Cash.....	\$	450,000,000	
Notes payable.....			\$ 450,000,000

To record the proposed issuance of short-term notes and the receipt of cash.

EXHIBIT F

GUARANTEES

Through a self-bonding mechanism, Idaho Power guarantees its portion of reclamation activities and obligations at BCC, of which IERCo owns a one-third interest. This guarantee, which is renewed annually with the Wyoming Department of Environmental Quality, was \$58.3 million at June 30, 2019, representing IERCo's one-third share of BCC's total reclamation obligation of \$175.0 million. BCC has a reclamation trust fund set aside specifically for the purpose of paying these reclamation costs. At June 30, 2019, the value of BCC's reclamation trust fund was \$125.9 million. During the six months ended June 30, 2019, the reclamation trust fund made no distributions for reclamation activity costs associated with the BCC surface mine. BCC periodically assesses the adequacy of the reclamation trust fund and its estimate of future reclamation costs. To ensure that the reclamation trust fund maintains adequate reserves, BCC has the ability to, and does, add a per-ton surcharge to coal sales, all of which are made to the Jim Bridger plant. Because of the existence of the fund and the ability to apply a per-ton surcharge, the estimated fair value of this guarantee is minimal.

In May 2019, the state of Wyoming enacted legislation that limits a mine operator's maximum amount of self-bonding. Idaho Power and the co-owners of BCC have 18 months to comply with the new regulations, which would reduce the portion of Idaho Power's guarantee of reclamation activities and obligations at BCC that Idaho Power is allowed to self-bond. As of the date of this report, Idaho Power believes the cost of any insurance, third-party assurance, or additional collateral that might be required for this guarantee due to the new law would be immaterial to the financial statements.

Idaho Power enters into financial agreements and power purchase and sale agreements that include indemnification provisions relating to various forms of claims or liabilities that may arise from the transactions contemplated by these agreements. Generally, a maximum obligation is not explicitly stated in the indemnification provisions and, therefore, the overall maximum amount of the obligation under such indemnification provisions cannot be reasonably estimated. Idaho Power periodically evaluates the likelihood of incurring costs under such indemnities based on its historical experience and the evaluation of the specific indemnities. As of June 30, 2019, management believes the likelihood is remote that Idaho Power would be required to perform under such indemnification provisions or otherwise incur any significant losses with respect to such indemnification obligations. Idaho Power has not recorded any liability on its balance sheets with respect to these indemnification obligations.

CONTINGENCIES

Idaho Power has in the past and expects in the future to become involved in various claims, controversies, disputes, and other contingent matters, some of which involve litigation and regulatory or other contested proceedings. The ultimate resolution and outcome of litigation and regulatory proceedings is inherently difficult to determine, particularly where (a) the remedies or penalties sought are indeterminate, (b) the proceedings are in the early stages or the substantive issues have not been well developed, or (c) the matters involve complex or novel legal theories or a large number of parties. In accordance with applicable accounting guidance, Idaho Power, as applicable, establishes an accrual for legal proceedings when those matters proceed to a stage where they present loss contingencies that are both probable and reasonably estimable. If the loss contingency at issue is not both probable and reasonably estimable, Idaho Power does not

CONTINGENT LIABILITIES (continued)

IDAHO POWER COMPANY

June 30, 2019

establish an accrual and the matter will continue to be monitored for any developments that would make the loss contingency both probable and reasonably estimable. As of the date of this report, Idaho Power's accruals for loss contingencies are not material to its financial statements as a whole; however, future accruals could be material in a given period. Idaho Power's determination is based on currently available information, and estimates presented in financial statements and other financial disclosures involve significant judgment and may be subject to significant uncertainty. For matters that affect Idaho Power's operations, Idaho Power intends to seek, to the extent permissible and appropriate, recovery through the ratemaking process of costs incurred, although there is no assurance that such recovery would be granted.

Idaho Power is party to legal claims and legal and regulatory actions and proceedings in the ordinary course of business and, as noted above, records an accrual for associated loss contingencies when they are probable and reasonably estimable. In connection with its utility operations, Idaho Power is subject to claims by individuals, entities, and governmental agencies for damages for alleged personal injury, property damage, and economic losses relating to the company's provision of electric service and the operation of its generation, transmission, and distribution facilities. Some of those claims relate to electrical contacts, service quality, property damage, and wildfires. In recent years, utilities in the western United States have been subject to significant liability for personal injury, loss of life, property damage, trespass, and economic losses, and in some cases, punitive damages and criminal charges, associated with wildfires that originated from utility property, most commonly transmission and distribution lines. In recent years, Idaho Power has regularly received claims by both governmental agencies and private landowners for damages for fires allegedly originating from Idaho Power's transmission and distribution system. As of the date of this report, Idaho Power believes that resolution of existing claims will not have a material adverse effect on its financial statements. Idaho Power is also actively monitoring various pending environmental regulations and executive orders related to environmental matters that may have a significant impact on its future operations. Given uncertainties regarding the outcome, timing, and compliance plans for these environmental matters, Idaho Power is unable to estimate the financial impact of these regulations.

EXHIBIT G

IDAHO POWER COMPANY
CONDENSED UNCONSOLIDATED STATEMENT OF INCOME
For the Twelve Months Ended June 30, 2019

	<u>Actual</u>		<u>Adjustments</u>	<u>After Adjustments</u>
Operating Revenues.....	1,383,967,973	\$		\$ 1,383,967,973
Operating Expenses:				
Purchased power.....	289,800,167			289,800,167
Fuel expense.....	156,644,289			156,644,289
Power cost adjustment.....	38,951,442			38,951,442
Other operation and maintenance expense.....	369,923,316			362,027,917
Energy efficiency programs.....	40,873,562			40,873,562
Depreciation expense.....	159,779,680			159,779,680
Amortization of limited-term electric plant.....	7,399,993			7,399,993
Taxes other than income taxes.....	34,633,791			34,633,791
Income taxes - Federal.....	20,600,847			20,600,847
Income taxes - Other.....	(2,242,797)			(2,242,797)
Provision for deferred income taxes.....	36,578,621			36,578,621
Provision for deferred income taxes - Credit.....	(42,607,315)			(42,607,315)
Investment tax credit adjustment.....	5,405,098			5,405,098
Total operating expenses.....	<u>1,115,740,694</u>			<u>1,107,845,295</u>
Operating Income.....	<u>268,227,279</u>			<u>276,122,678</u>
Other Income and Deductions:				
Allowance for equity funds used during construction.....	25,388,632			25,388,632
Earnings of unconsolidated equity method investments.....	8,404,545			8,404,545
Income taxes - Other income and deductions.....	(50,337)			(50,337)
Other - Net.....	4,821,199			(3,074,200)
Net other income and deductions.....	<u>38,564,039</u>			<u>30,668,640</u>
Income Before Interest Charges.....	<u>306,791,318</u>			<u>306,791,318</u>
Interest Charges:				
Interest on first mortgage bonds.....	75,868,750			75,868,750
Interest on other long-term debt.....	8,749,500			8,749,500
Interest on short-term debt.....	808,135			808,135
Amortization of debt premium, discount and expense, net.....	3,796,726			3,796,726
Other interest expense.....	9,363,433			9,363,433
Total interest charges.....	<u>98,586,544</u>			<u>98,586,544</u>
Allowance for borrowed funds used during construction - Credit.....	<u>10,396,517</u>			<u>10,396,517</u>
Net interest charges.....	<u>88,190,027</u>			<u>88,190,027</u>
Net Income.....	<u>\$ 218,601,291</u>	\$	<u>\$ 218,601,291</u>	

EXHIBIT H

IDAHO POWER COMPANY
Condensed Statement of Unconsolidated Retained Earnings
and
Undistributed Subsidiary Earnings
For the Twelve Months Ended June 30, 2019

Retained Earnings

Retained earnings (at the beginning of period)	1,271,626,373
Balance transferred from income.....	210,196,746
Dividends received from subsidiary.....	<u>24,000,000.00</u>
Total.....	<u>1,505,823,119</u>
Dividends:	
Common Stock	<u>125,828,535</u>
Total.....	<u>125,828,535</u>
Retained earnings (at end of period).....	<u>\$ 1,379,994,584</u>

Undistributed Subsidiary Earnings

Balance (at beginning of period).....	73,619,882
Equity in earnings for the period.....	8,404,545
Dividends paid (Debit).....	<u>(24,000,000)</u>
Balance (at end of period).....	<u>\$ 58,024,427</u>

BEFORE THE PUBLIC UTILITY COMMISSION

OF OREGON

UF _____

In the Matter Of)
)
IDAHO POWER COMPANY)
)
Application for Order)
Authorizing up to \$450,000,000)
Aggregate Principal Amount at)
any One Time Outstanding of)
Short and Mid-Term Borrowings)
_____)

PROPOSED ORDER

DISPOSITION: APPLICATION APPROVED WITH CONDITIONS AND REPORTING REQUIREMENTS

On October __, 2019, Idaho Power Company (“Idaho Power” or “Company”) filed an Application with the Public Utility Commission of Oregon pursuant to ORS Chapter 757 and OAR 860-027-0025 and 860-027-0030, requesting authority to make up to \$450,000,000 aggregate principal amount at any one time outstanding of (1) short-term borrowings for a term of one year or less year and (2) mid-term borrowings for a term of over one year up to and including three years (together, the “Borrowings”), through December 31, 2026.

At its _____, 2019 public meeting, the Commission decided to grant the Application. Based on the Application and the Commission’s records, the Commission makes the following:

FINDINGS OF FACT

Jurisdiction

Idaho Power is an Idaho corporation qualified to transact business in the state of Oregon. Its utility function consists of the generation, purchase, transmission, distribution and sale of electric energy.

Idaho Power requests authorization to make Borrowings of up to \$450,000,000 aggregate principal amount at any one time outstanding for a period through December 31, 2026. The Company’s current short-term borrowing authority from the Commission was granted in Order No. 15-267, dated September 8, 2015, in UF 4293 (the “Current Order”). The Current Order authorizes the Applicant to make short-term borrowings up to \$450,000,000 aggregate principal amount at any one time outstanding, through November 2022. Idaho Power is seeking to extend

its borrowing authorization from the Commission through December 31, 2026 for the Borrowings, as set forth in its Application.

Idaho Power states that the Borrowings will consist of (1) loans issued by financial and other institutions and evidenced by unsecured notes or other evidence of indebtedness of the Company and (2) unsecured promissory notes and commercial paper of the Company to be issued by means of public or private placement through one or more commercial paper dealers or agents, or directly by the Company.

Idaho Power intends to secure commitments for new unsecured lines of credit, or extensions of existing unsecured lines of credit, for the Borrowings. The unsecured lines of credit may be obtained with several financial or other institutions, directly by the Company or through an agent, when and if required by the Company's then current financial requirements. Each individual line of credit commitment will provide that up to a specific amount at any one time outstanding will be available to the Company to draw upon for a fee to be determined by a percentage of the credit line available, credit line utilization, compensating balance or combination thereof.

Idaho Power may also make arrangements for uncommitted credit facilities under which unsecured lines of credit would be offered to the Company on an "as available" basis and at negotiated interest rates. Such committed and uncommitted Borrowings will be evidenced by the Company's unsecured promissory notes or other evidence of indebtedness.

The Borrowings will include unsecured promissory notes to be issued and sold by Idaho Power, through one or more commercial paper dealers or agents, or directly by the Company. Each note issued as commercial paper will be either discounted at the rate prevailing at the time of issuance for commercial paper of comparable quality and maturity or will be interest bearing to be paid at maturity. Each note issued as commercial paper will have a fixed maturity and will contain no provision for automatic "roll over".

Idaho Power's Application states that the Company's current credit agreement ("Existing Credit Agreement") provides committed lines of credit from participating banks in an aggregate principal amount at any one time outstanding of \$300,000,000, with the option of the Company to increase the borrowing limit to \$450,000,000. The term of the Existing Credit Agreement runs through December 31, 2022.

Idaho Power proposes to amend the Existing Credit Agreement or enter into a new credit agreement in early December 2019 (in either case, the "New Credit Agreement"). Idaho Power anticipates that the New Credit Agreement will continue to provide for committed lines of credit from participating banks in an aggregate principal amount at any one time outstanding of \$300,000,000, with the option of the Company to increase the borrowing limit to \$450,000,000. Idaho Power further anticipates that the term of the New Credit Agreement would extend through December 31, 2024, with two one-year extension options through December 31, 2026. Idaho Power plans to continue to use the New Credit Agreement primarily as a backup credit facility to enhance the credit ratings for its commercial paper issuances, but may also borrow directly under the New Credit Agreement as it deems necessary or desirable.

Idaho Power states that the proposed short-term borrowings will have maturities of up to three years, or will be revolving borrowings with a final maturity date no later than December 31, 2026. Idaho Power seeks authorization to make Borrowings at any time hereunder so long as the borrowings made or commercial paper issued mature no later than December 31, 2026.

The New Credit Agreement is expected to include one or more lead agents, and a number of additional banks as participating agents. The fees for the lead agents and participating agents would likely include: (1) an up-front arrangement fee payable to the lead agent(s) totaling approximately 0.10% to 0.20% of the principal amount committed, (2) up-front agent participation fees payable to all participating agents totaling approximately 0.10% to 0.15% of the principal amount committed, (3) annual commitment agent facility fees payable to all participating agents equal to approximately 0.15% to 0.25% of the principal amount committed, and (4) annual administrative fees payable to the lead agent(s) of approximately \$15,000 to \$30,000. Idaho Power states that the principal amount committed for purposes of calculating the agent fees will be \$300,000,000, unless the authorized borrowing amount under the New Credit Agreement is increased, up to a maximum of \$450,000,000. Other expenses relating to the New Credit Agreement line of credit facility are estimated to include: Idaho Power's legal fees of approximately \$50,000, agent legal fees of approximately \$50,000, and miscellaneous expenses of approximately \$25,000.

Idaho Power states that the above referenced Credit Agreement fees are customary for the market and will offset the agents' costs, including personnel time, travel, and administrative costs associated with negotiating and administering the credit agreement. With respect to commercial paper issuances, Idaho Power expects that the commercial paper dealers or agents will sell such notes at a profit to them of not to exceed 1/8 of 1 percent of the principal amount of each note.

Idaho Power states the purpose for which the proposed Borrowings will be made is to obtain temporary short-term capital for: the acquisition of property; the construction, completion, extension or improvement of its facilities; the improvement or maintenance of its service; the discharge or lawful refunding of its obligations; and for general corporate purposes.

Idaho Power requests authorization to make the short-term borrowings as described in its Application through December 31, 2026, so long as the Company maintains at least a BBB- or higher corporate credit rating, as indicated by Standard & Poor's Ratings Services, and a Baa3 or higher long-term issuer rating, as indicated by Moody's Investors' Service, Inc.

OPINION

This transaction is governed by ORS 757.415. That statute provides:

- (1) A public utility may issue notes and other forms of indebtedness for the following purposes and no others . . . :
 - (a) The acquisition of property, or the construction, completion, extension or improvement of its facilities.

- (b) The improvement or maintenance of its service.
 - (c) The discharge or lawful refunding of its obligations.
 - (d) The reimbursement of money actually expended from income or from any other money in the treasury of the public utility not secured by or obtained from the issue of stock or bonds, notes or other evidences of indebtedness, or securities of such public utility, for any of the purposes listed in paragraphs (a) to (c) of this subsection except the maintenance of service and replacements, in cases where Idaho Power has kept its accounts and vouchers for such expenditures in such manner as to enable the commission to ascertain the amount of money so expended and the purposes for which such expenditures were made.
 - (e) ****
- (2) Idaho Power shall secure from the commission . . . an order . . . stating:
- (a) The amount of the issue and the purposes to which the . . . proceeds . . . are to be applied; and
 - (b) In the opinion of the commission, the proceeds reasonably are required for the purposes specified in the order and compatible with the public interest, which is necessary or appropriate for or consistent with the proper performance by Idaho Power of service as a public utility, and will not impair its ability to perform that service; and
 - (c) Except as otherwise permitted in the order in the case of short-term borrowings, such purposes are not, in whole or in part, reasonably chargeable to operating expenses or to income.

When an application involves refunding of obligations, Idaho Power also must show that the original borrowings were made for a permissible purpose. *Pacific Power and Light Co.*, UF 3749, Order No. 81-745 at 5.

Idaho Power's Application requests that the Company be allowed to make Borrowings under the terms set forth in the Application. The request is reasonable, and will allow Idaho Power to obtain temporary, interim capital to finance the Company's ongoing operations.

The Commission concludes that the Application should be approved. Idaho Power is authorized to enter into the transactions referenced in its Application relating to the Borrowings. Idaho Power need not obtain additional pre-issuance approval from the Commission to commence the Borrowings.

As requested in Idaho Power's application, the Company's borrowing authority under the Current Order will remain in effect for a period of sixty (60) days following the date of this Order. The 60-day period reflects the Commission's "request for reconsideration" period under ORS 756.561. At the expiration of the 60-day request for reconsideration period, the Commission's authorization under the Current Order will automatically expire if no requests for reconsideration are received. During the 60-day petition for reconsideration period, Idaho Power's total authorization to issue borrowings under the Current Order and/or this Order will remain at \$450,000,000 aggregate principal amount at any one time outstanding. Idaho Power's borrowing authority under this Order will replace its existing borrowing authority under the Current Order; at no time will the authorized borrowing levels under this Order and the Current Order exceed \$450,000,000 aggregate principal amount at any one time outstanding.

The proposed transaction is compatible with the public interest, consistent with the proper performance of Idaho Power's public utility service, and will not impair the Company's ability to perform its public utility service.

For ratemaking purposes, the Commission reserves judgment on the reasonableness of Idaho Power's capital costs and capital structure. In its next rate proceeding, Idaho Power will be required to show that its capital costs and structure are just and reasonable. ORS 757.210.

Restriction On Use Of Proceeds

ORS 469.599 provides that the Commission may not authorize the issuance of bonds to finance a nuclear-fueled thermal power plant in Oregon unless construction has been authorized by the Energy Facility Siting Council.

CONCLUSIONS OF LAW

IT IS ORDERED That Idaho Power Company is granted authority to make up to \$450,000,000 aggregate principal amount at any one time outstanding of the Borrowings, for the period through December 31, 2026, under the terms and conditions and for the purposes set forth in the Company's Application and this Order.

Idaho Power need not obtain additional pre-issuance approval from the Commission to enter into the Borrowings described in its Application. This authorization will remain in place through December 31, 2026, provided that the Company maintains at least a BBB- or higher corporate credit rating, as indicated by Standard & Poor's Ratings Services, and a Baa3 or higher long-term issuer rating, as indicated by Moody's Investors' Service, Inc.

Idaho Power shall file with the Commission, as soon as available, copies of the proposed agreements for the committed unsecured lines of credit, including its proposed New Credit Agreement, and any other agreements evidencing the Borrowing arrangements.

Made, entered, and effective _____.

BY THE COMMISSION:

A party may request rehearing or reconsideration of this order under ORS 756.561. A request for rehearing or reconsideration must be filed with the Commission within 60 days of the date of service of this order. The request must comply with the requirements in OAR 860-001-0720. A copy of the request must also be served on each party to the proceedings as provided in OAR 860-001-0180(2). A party may appeal this order by filing a petition for review with the Court of Appeals in compliance with ORS 183.480 through 183.484.