

December 14, 2022

***VIA ELECTRONIC FILING***

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

**Re: UI \_\_\_\_\_ — PacifiCorp Application Requesting Approval for an Affiliate Interest Transaction with U.S. Bank National Association**

PacifiCorp d/b/a Pacific Power encloses for filing its Application Requesting Approval of an Affiliate Interest Transaction with U.S. Bank National Association.

Confidential information in this application is provided in accordance with OAR 860-001-0070.

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

By email (preferred): [datarequest@pacificorp.com](mailto:datarequest@pacificorp.com)

By regular mail: Data Request Response Center  
PacifiCorp  
825 NE Multnomah St., Ste. 2000  
Portland, OR 97232-2152

Please direct any informal questions concerning this filing to Jennifer Angell, Regulatory Project Manager, at (503) 331-4414.

Sincerely,



Matthew McVee  
Vice President, Regulatory Policy and Operations

Enclosures

**BEFORE THE PUBLIC UTILITY COMMISSION  
OF OREGON**

UI \_\_\_\_\_

In the Matter of

PACIFICORP d/b/a PACIFIC POWER

Application for Approval of an Affiliated  
Transaction with U.S. Bank National  
Association.

**APPLICATION OF PACIFICORP**

Under ORS 757.495 and in accordance with OAR 860-027-0040, PacifiCorp d/b/a Pacific Power seeks approval from the Public Utility Commission of Oregon (Commission) of an affiliated transaction whereunder PacifiCorp contracts with its affiliate the U.S. Bank National Association (USB) to enter into an agreement through a joinder to a master professional services contract for corporate payment card services between Berkshire Hathaway Inc., PacifiCorp’s ultimate parent, and USB (collectively the Agreement). A true copy of the Agreement is included with this application as Confidential Attachment A. PacifiCorp respectfully requests that the Commission approve the Agreement as a permissible affiliated interest agreement.

**I. BACKGROUND**

PacifiCorp is a wholly-owned indirect subsidiary of Berkshire Hathaway Energy Company (BHE). In turn, BHE is a direct subsidiary of Berkshire Hathaway Inc. (Berkshire). USB is the wholly-owned banking subsidiary of U.S. Bancorp in which Berkshire has an approximate 6.42 percent voting ownership interest. “Affiliated interest,” as defined in ORS 757.015(3), includes every corporation five percent or more of whose voting securities are owned by any corporation or person owning five percent of the voting securities of a public utility or in any successive chain of ownership of a public utility. Therefore, Berkshire’s

ownership of both BHE and U.S. Bancorp creates an affiliated interest relationship between their respective subsidiaries PacifiCorp and USB.

USB is engaged in the business of general banking. Commercial and consumer lending services are principally offered to customers within the company's domestic markets, to domestic customers with foreign operations, and to large national customers operating in specific industries. Its services include traditional credit products, credit cards and similar products. PacifiCorp's joinder participation in the master professional services contract for corporate payment card services with USB will reap substantial savings and, thus, enable PacifiCorp to best serve its customers.

With this Application, PacifiCorp requests Commission authorization for this affiliate interest transaction with USB as described herein.

## **II. COMPLIANCE WITH OAR 860-027-0040 FILING REQUIREMENTS**

### **A. Name and Address**

PacifiCorp's exact name and address of its principal business office are:

PacifiCorp  
825 NE Multnomah Street  
Portland, OR 97232-2152

### **B. Communications and Notices**

All notices and communications concerning this Application should be addressed to:

Ajay Kumar  
Senior Attorney  
825 NE Multnomah Street, Suite 2000  
Portland, Oregon 97232-2152  
Telephone: (503) 813-5161  
Email: [ajay.kumar@pacificorp.com](mailto:ajay.kumar@pacificorp.com)

PacifiCorp Oregon Dockets  
825 NE Multnomah Street, Suite 2000  
Portland, Oregon 97232-2152  
Email: [OregonDockets@pacificorp.com](mailto:OregonDockets@pacificorp.com)

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

By email (**preferred**):

[datarequest@pacificorp.com](mailto:datarequest@pacificorp.com)

By regular mail:

Data Request Response Center  
PacifiCorp  
825 NE Multnomah Street, Suite 2000  
Portland, Oregon 97232-2152

Informal inquiries may also be directed to Jennifer Angell, Regulatory Project Manager, at (503) 331-4414.

**C. Relationship Between PacifiCorp and Affiliated Interest**

Berkshire’s ownership percentage in BHE and U.S. Bancorp creates an affiliated interest relationship between their respective subsidiaries PacifiCorp and USB. Therefore, USB is an “affiliated interest” of PacifiCorp as set forth in ORS 757.015(3).

**D. Voting Securities**

PacifiCorp and USB do not own voting securities in each other.

**E. Common Officers and Directors**

PacifiCorp and USB do not share any officers or directors.

**F. Pecuniary Interest**

No officer or director of PacifiCorp or USB is a party to, or has a pecuniary interest in, the contemplated business transaction between PacifiCorp and USB.

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

By working with USB through BHE, PacifiCorp is able to procure certain corporate service products in a more cost-efficient manner. In line with this effort a solicitation was issued for payment card services. It was competitively bid on with USB emerging as the best bidder. The Agreement has a three-year base term with extensions for the five years thereafter optional to BHE. As a joinder participant, PacifiCorp will benefit from lower costs and higher rebates

compared to its existing contract(s) for the same services. This fiscal prudence will permit PacifiCorp to continue to reliably serve its customers and, thus this transaction with USB is in the public's interest.

**H. Estimate of Amount PacifiCorp will Pay or Collect Annually**

This Agreement is a rebate contract. As a joinder participant to the Agreement, PacifiCorp could potentially receive [BEGIN CONFIDENTIAL] [REDACTED] [END CONFIDENTIAL] annually.

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

See Section II.G above.

**J. Description of the Procurement Process**

See Section II.G above.

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

See Section II.G above.

**L. Contract Between Affiliated Interest and PacifiCorp**

A copy of the purchase order is included with this Application as Confidential Attachment A.

**M. Copy of Board Resolutions**

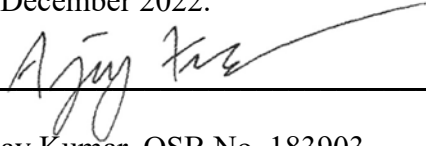
Execution of this transaction does not require approval from PacifiCorp's Board of Directors.

**III. PRAYER FOR RELIEF**

For the reasons set forth above, PacifiCorp respectfully requests that the Commission issue an order (1) finding that PacifiCorp's joinder participation in the master professional services contract for corporate payment card services between Berkshire and USB is consistent with the public interest; and (2) approving the Agreement as an affiliated interest agreement.

Respectfully submitted this 14th day of December 2022.

By:



A handwritten signature in black ink, appearing to read "Ajay Kumar", is written over a solid horizontal line.

Ajay Kumar, OSB No. 183903  
Senior Attorney

**ATTACHMENT A IS CONFIDENTIAL IN ITS ENTIRETY AND IS PROVIDED  
UNDER SEPARATE COVER**

**CONFIDENTIAL ATTACHMENT A**

**ATTACHMENT A**

**MASTER PROFESSIONAL SERVICES CONTRACT  
BETWEEN  
BERKSHIRE HATHAWAY INC.  
AND  
U.S. BANK NATIONAL ASSOCIATION  
FOR  
PAYMENT CARD**