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February 14, 2012

## VIA ELECTRONIC FILING AND FIRST CLASS MAIL

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

**Re: Dockets UG 221 – Northwest Natural Gas Company Application for a General Rate Revision**

Attention Filing Center:

Attached for filing in the above captioned docket is the original and one copy of Northwest Natural's Motion for Modified Protective Order. A copy of this filing has been served on all parties to this proceeding as indicated on the attached Certificate of Service.

Please contact this office with any questions.

Very truly yours,

A handwritten signature in cursive script that reads "Wendy McIndoo".


Wendy McIndoo  
Office Manager

Enclosure

CERTIFICATE OF SERVICE

I certify that I have this day served the foregoing document in Docket UG 221 by electronic mail on the parties as listed on the attached service list.

Dated: February 14, 2012

  
\_\_\_\_\_  
Wendy McIndoo  
Office Manager

**Summary Report****UG 221 NORTHWEST NATURAL****Category:** Gas Rate Case**Filed By:** NORTHWEST NATURAL

This filing requests a general rate revision.

**Filing Date:** 12/30/2011 **Advice No:** 11-19**Effective Date:** 11/1/2012 **Expiration Date:** 10/31/2012 **Status:** SUSPENDED**Final Order:** **Signed:** 12/30/2011**SERVICE LIST:**

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**Summary Report**

**UG 221    NORTHWEST NATURAL**

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1 **BEFORE THE PUBLIC UTILITY COMMISSION**  
2 **OF OREGON**

3 **UG 221**

4 In the Matter of  
5 NORTHWEST NATURAL GAS COMPANY  
6 Application for a General Rate Revision.

**MOTION FOR MODIFIED  
PROTECTIVE ORDER**

7  
8 Pursuant to OAR 860-001-0080(4), Northwest Natural Gas Company ("NW Natural" or  
9 "Company") moves the Public Utility Commission of Oregon ("Commission") for the entry of a  
10 Modified Protective Order in this proceeding. For the reasons outlined below, good cause  
11 exists to issue a Modified Protective Order to protect commercially sensitive and confidential  
12 business information related to the Company's recently filed general rate case. The Company  
13 therefore requests that the Commission issue the proposed Modified Protective Order that is  
14 attached hereto as Attachment A.

15 NW Natural provided this Motion and a proposed Modified Protective Order to Staff,  
16 the Citizens' Utility Board of Oregon (CUB), and the Northwest Industrial Gas Users (NWIGU),  
17 at the time NW Natural made its initial filing in this case. Despite their best efforts, the parties  
18 were unable to agree upon the terms of the Modified Protective Order.

19 **I. BACKGROUND**

20 NW Natural filed its general rate case filing to revise its schedules of rates and charges  
21 for providing natural gas service in Oregon on December 30, 2011. Pursuant to OAR 860-  
22 022-0019(1)(i), the Company included with its filing access to the information required by the  
23 Commission Staff General Rate Case Data Request Form A ("Standard Data Requests").  
24 Certain information provided in response to the Standard Data Requests is extremely  
25 commercially sensitive and is therefore designated as highly confidential. As discussed  
26 below, the public disclosure of this highly confidential information would cause significant

1 harm to the Company and its customers. For this reason, the Company is requesting that the  
2 issuance of an order containing additional protections beyond those contained in the  
3 Commission's General Protective Order for such information.

## 4 II. REQUEST FOR HIGHLY CONFIDENTIAL DESIGNATION

5 As part of the Company's responses to the Standard Data Requests, the Company will  
6 be providing documents containing Highly Confidential Information. In order to provide  
7 adequate protections to that information while facilitating the discovery process in this case,  
8 the Company proposes additional protections to the Commission's standard protective order  
9 provisions.

10 As required by OAR 860-001-0080(4)(a)(A) to (F), NW Natural provides the following  
11 information:

12 **A. Parties Involved:** The Company has provided the proposed Modified Protective  
13 Order to Staff, CUB, and NWIGU.

14 **B. Exact Nature of the Information Involved:** The information for which the  
15 Company seeks additional protection includes, but is not limited to, the earnings forecasts  
16 information that the Company has provided under certain Standard Data Requests. Such  
17 information requires additional protection beyond that included in the General Protective Order  
18 because disclosure would cause serious harm to the Company's financial interests, could  
19 cause significant harm to its customers, and could necessitate a public filing in the event that  
20 such material is disclosed, even inadvertently. In addition, such information constitutes  
21 material nonpublic information of the Company and its subsidiaries, as defined under federal  
22 and state securities laws. As a result, recipients of such information may be regarded as  
23 insiders and could be subject to state and federal securities laws prohibiting the person from  
24 trading in the Company's securities or from providing such information to others. The fact that  
25 disclosure of such information is prohibited under federal and state securities laws and receipt

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1 of the information gives rise to potential liability under these laws militates in favor of  
2 heightened protection of earnings forecast information.

3 In addition, the Company anticipates that parties may request discovery related to  
4 litigation of environmental remediation insurance claims. The disclosure of this information  
5 poses a highly significant risk of affecting NW Natural's litigation, and could result in harm to  
6 the Company and its customers. Heightened protection of such information, should it be  
7 sought in discovery, is appropriate.

8 **C. Legal Basis for the Claim of Confidentiality:** The information is commercially  
9 sensitive information within the scope of ORCP 36(C)(7).

10 **D. Exact Nature of the Relief Requested:** The Company requests that the  
11 Commission enter the attached Modified Protective Order.

12 **E. Reasons the Relief Requested is Necessary:** Entry of the Modified Protective  
13 Order is necessary to protect from disclosure Highly Confidential information, the disclosure of  
14 which poses a highly significant risk of competitive harm to NW Natural.

15 **F. Measures Taken by the Parties:** As discussed above, NW Natural provided  
16 this Motion and proposed Modified Protective Order to Staff, CUB, and NWIGU. These  
17 parties worked cooperatively over a number of weeks to develop a modified protective order  
18 that all parties supported. Although the parties made significant progress on this front, they  
19 were unable to fully resolve all issues. NW Natural does not believe that any of the  
20 provisions contained in the order that it seeks will cause parties any undue burden or  
21 inconvenience in this proceeding, and that the provisions are appropriate for providing  
22 safeguards against public disclosure of sensitive materials.

23 ////

24 ////

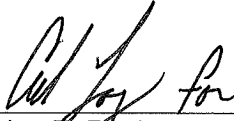
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1 For the foregoing reasons, NW Natural requests entry of the Modified Protective Order  
2 attached as Attachment A in this docket.

3 DATED: February 14, 2012.

**MCDOWELL RACKNER & GIBSON PC**

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5   
6 \_\_\_\_\_  
7 Lisa F. Rackner  
8 Amie Jamieson

**NORTHWEST NATURAL GAS COMPANY**

9 Mark Thompson  
10 Manager, Rates and Regulatory  
11 220 NW Second Ave  
12 Portland, OR 97209

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Attorneys for NW Natural



Attachment A

**MODIFIED PROTECTIVE ORDER**

DOCKET NO. UG 221

**Scope of this Order**

1. This order governs the acquisition and use of “Confidential Information” and “Highly Confidential Information” in Docket No. UG 221. This Order supersedes the prior order issued in this docket relating to the protection of Confidential Information and shall remain in effect unless further modified by the Commission.

**Definitions**

2. “Confidential Information” is information that falls within the scope of ORCP 36(C)(7) (“a trade secret or other confidential research, development, or commercial information”) and the Commission’s rules governing protective orders.
3. “Highly Confidential Information” is information that is not adequately protected by the general protective order and that falls within the scope of ORCP 36(C)(7) and the Commission’s rules governing protective orders.
4. With respect to Confidential Information, a “Qualified Person” is an individual who is:
  - a. An author(s), addressee(s), or originator(s) of the Confidential Information;
  - b. A Commissioner, Administrative Law Judge, or Commission Staff;
  - c. An employee of the Citizens’ Utility Board;
  - d. Counsel of record for a party;
  - e. A person employed directly by counsel of record; or
  - f. A person qualified pursuant to paragraph 17. This includes all other parties and their employees.
5. With respect to Highly Confidential Information, a “Qualified Person” is an individual who is:
  - a. An author(s), addressee(s), or originator(s) of the Highly Confidential Information;
  - b. A Commissioner, Administrative Law Judge, or Commission Staff;
  - c. An employee or counsel of the Citizens’ Utility Board;
  - d. A person qualified pursuant to paragraph 17. This includes all other parties, their employees, counsel of record for a party, and a person employed directly by counsel of record.

**Designation of Confidential Information or Highly Confidential Information**

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

CONFIDENTIAL  
SUBJECT TO MODIFIED PROTECTIVE ORDER

To the extent practicable, the party may designate as confidential only the portions of the material covered by ORCP 36(C)(7) and the Commission's rules governing protective orders.

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

HIGHLY CONFIDENTIAL  
SUBJECT TO MODIFIED PROTECTIVE ORDER

To the extent practicable, the party may designate as highly confidential only the portions of the material covered by ORCP 36(C)(7) and the Commission's rules governing protective orders that will not be adequately protected by the general protective order.

8. If any party objects to the Confidential and Highly Confidential designation by letter or email within three business days, the designating party must provide a written response to the party that describes in detail why the designated information is appropriately designated as Confidential and Highly Confidential. The burden resides with the designating party to show that the challenged information is covered by ORCP 36(C)(7) or exempt from disclosure under the Public Records Law. If the parties are unable to resolve a dispute about a confidential or highly confidential designation informally, the dispute provisions in Paragraph 22 apply.
9. A party may designate as confidential or highly confidential any information that was previously not so designated and was previously provided to the other parties by giving written notice to the other parties of the new designation and providing the other parties with copies of the newly designated information using the applicable color paper required by Paragraph 10 and Paragraph 11. Parties in possession of newly designated Confidential Information or Highly Confidential Information must, when feasible, ensure that all copies of the previously undesignated information are destroyed or are annotated to bear the above legend if requested by the designating party.

**Information Given to the Commission**

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

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

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

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

12. The Commission's Administrative Hearings Division, Commission Staff, and other parties must store the Confidential Information and Highly Confidential Information in a locked room or cabinet dedicated to the storage of Confidential Information and Highly Confidential Information.

#### **Disclosure of Confidential Information**

13. To receive Confidential Information, all parties except Commission Staff must sign the Consent to be Bound Form attached as Appendix A. When it is not impracticable, Confidential Information must be delivered to Qualified Persons on the service list.

#### **Disclosure of Highly Confidential Information**

14. To receive Highly Confidential Information, all parties except Commission Staff must sign the Consent to be Bound Form attached as Appendix B. When it is not impracticable, Highly Confidential Information must be delivered to Qualified Persons on the service list.
15. A person signing the Consent to be Bound Form attached as Appendix B certifies that:
  - a. The person receiving Confidential Information or Highly Confidential Information agrees that they will make copies only as needed for purposes of review and submission to the Commission.
  - b. The person receiving Confidential Information or Highly Confidential Information agrees to keep the information in a secure manner as required by Paragraph 12.

- c. The person receiving Confidential Information or Highly Confidential Information understands that ORS 756.990(2) allows the Commission to impose monetary sanctions if a party subject to the jurisdiction of the Commission violates an order of the Commission.
  - d. The party the person is associated with has a legitimate and non-competitive need for the Highly Confidential Information and not simply a general interest in the information.
16. A Qualified Person may disclose Confidential Information to any other Qualified Person, unless the party desiring confidentiality protests as provided in paragraph 18. A Qualified Person may disclose Highly Confidential Information to any other person qualified to receive Highly Confidential Information, unless the party desiring confidentiality protests as provided in paragraph 18.
17. To become a qualified person under 4(c), 4(f), 5(c) or 5(d), a person must:
- a. Read a copy of this Modified Protective Order;
  - b. Execute the Consent to be Bound Form relevant to Confidential Information or Highly Confidential Information, as applicable;
  - c. Date the statement;
  - d. Provide a name, address, employer, and job title; and
  - e. If the person is a consultant or advisor for a party, provide a description of the nature of the person's consulting or advising practice, including the identity of his/her current, past, and expected clients.

Counsel must file a copy of the signed statement including the information in (d) and (e) with the Commission and deliver the statement to the designating party and to all parties of record. Upon receipt of the designation if there is no objection to the qualified person, made pursuant to paragraph 18, then Confidential Information or Highly Confidential Information must be delivered to the qualified person within five business days.

18. All persons qualified to receive Confidential Information may have access to Confidential Information unless the designating party objects as provided in this paragraph. All persons qualified to receive Highly Confidential Information may have access to Highly Confidential Information unless the designating party objects as provided in this paragraph. The designating party must provide written notice to the Qualified Person, and counsel for the party sponsoring the Qualified Person, as soon as the designating party becomes aware of the reasons to restrict access. The parties must promptly confer and attempt to resolve any dispute over access to Confidential Information or Highly Confidential Information on an informal basis before requesting a review by the Administrative Law Judge. After receipt of the written notice of objection required by this paragraph, the specific Confidential Information or Highly Confidential Information may not be disclosed to the Qualified Person until the issue is resolved.

### **Preservation of Confidentiality**

19. Without the written permission of the designating party, any person given access to Confidential Information or Highly Confidential Information under this order may not use or disclose Confidential Information or Highly Confidential Information for any purpose other than participating in this proceeding. All Qualified Persons must take reasonable precautions to keep Confidential Information and Highly Confidential Information secure. Disclosure of Confidential Information or Highly Confidential Information for purposes of business competition is strictly prohibited.
20. A Party wishing to utilize knowledge of Confidential Information or Highly Confidential Information obtained in this docket for purposes of a subsequent proceeding must submit new Confidential Information or Highly Confidential Information Data Requests for the same information to the utility in the subsequent proceeding, under protective orders applicable to the subsequent proceeding and subject to the discovery rules then applicable for disclosure of Confidential Information and Highly Confidential Information.

#### **Duration of Protection**

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

#### **Destruction after Proceeding**

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

#### **Appeal to Presiding Administrative Law Judge**

23. Any party may request that the ALJ conduct a conference to help resolve disputes related to this protective order.

A party challenging the designation of information as confidential or highly confidential may file an objection with the ALJ that identifies the information in dispute and includes a certification that reasonable efforts to achieve an informal resolution have been unsuccessful. Within seven days of the objection, unless otherwise ordered by the ALJ, the designating party must either remove the confidential or highly confidential

designation or file a written response identifying the legal basis for the claim of confidentiality. The challenging party may file a written reply to any response within seven days. If the designating party does not timely respond to the motion, the Commission will remove the confidential or highly confidential designation from the challenged information.

### **Additional Protection**

24. If a designating party seeks additional protection, the party may move for any of the remedies set forth in ORCP 36(C). The motion must state:
- a. The parties and person involved;
  - b. The exact nature of the information involved;
  - c. The legal basis for the claim that the information is protected under ORCP 36(C)(7) or the Public Records Law;
  - d. The exact nature of the relief requested;
  - e. The specific reasons the requested relief is necessary; and
  - f. A detailed description of the intermediate measures, including selected redaction, explored by the parties and why those measures are insufficient.

Pending the Commission's ruling on a motion for additional protection, the information need not be released.

**APPENDIX A**

**Signatory Page for Confidential Information**

I. Consent to be Bound

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

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

By: Signature: \_\_\_\_\_  
Printed Name: \_\_\_\_\_  
Date: \_\_\_\_\_

II. Persons Qualified pursuant to Paragraphs 4(a), (b), (d), and (e): Confidential Information

\_\_\_\_\_ (Party) identifies the following person(s) automatically qualified under paragraph 4(a), (b), (d), and (e).

PRINTED NAME	DATE

III. Persons Qualified pursuant to Paragraph (4)(c) and (f) and Paragraph 17: Confidential Information

I have read the Modified Protective Order, agree to be bound by the terms of the order, and will provide the information identified in paragraph 17(e).

By: Signature: \_\_\_\_\_ Date: \_\_\_\_\_  
Printed Name: \_\_\_\_\_  
Address: \_\_\_\_\_

Employer: \_\_\_\_\_  
Job Title: \_\_\_\_\_  
 Paragraph 17(e) information also provided.

By: Signature: \_\_\_\_\_ Date: \_\_\_\_\_  
Printed Name: \_\_\_\_\_  
Address: \_\_\_\_\_  
Employer: \_\_\_\_\_  
Job Title: \_\_\_\_\_  
 Paragraph 17(e) information also provided.

By: Signature: \_\_\_\_\_ Date: \_\_\_\_\_  
Printed Name: \_\_\_\_\_  
Address: \_\_\_\_\_  
Employer: \_\_\_\_\_  
Job Title: \_\_\_\_\_  
 Paragraph 17(e) information also provided.

By: Signature: \_\_\_\_\_ Date: \_\_\_\_\_  
Printed Name: \_\_\_\_\_  
Address: \_\_\_\_\_  
Employer: \_\_\_\_\_  
Job Title: \_\_\_\_\_  
 Paragraph 17(e) information also provided.

By: Signature: \_\_\_\_\_ Date: \_\_\_\_\_  
Printed Name: \_\_\_\_\_  
Address: \_\_\_\_\_  
Employer: \_\_\_\_\_  
Job Title: \_\_\_\_\_  
 Paragraph 17(e) information also provided.

By: Signature: \_\_\_\_\_ Date: \_\_\_\_\_  
Printed Name: \_\_\_\_\_  
Address: \_\_\_\_\_  
Employer: \_\_\_\_\_  
Job Title: \_\_\_\_\_  
 Paragraph 17(e) information also provided.



**APPENDIX B**

**Signatory Page for Highly Confidential Information**

I. Consent to be Bound

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

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

Signature: \_\_\_\_\_

Printed: \_\_\_\_\_

Date: \_\_\_\_\_

II. Persons Qualified pursuant to Paragraph 5 and Paragraph 17: Highly Confidential Information:

I have read the Modified Protective Order, agree to be bound by the terms of the order, and will provide the information identified in paragraph 17.

I certify that:

- a. I will make copies only as needed for purposes of review and submission to the Commission.
- b. I agree to keep the information in a secure manner as required by Paragraph 12.
- c. I understand that ORS 756.990(2) allows the Commission to impose monetary sanctions if a party subject to the jurisdiction of the Commission violates an order of the Commission.
- d. The party I am associated with has a legitimate and non-competitive need for the Highly Confidential Information and not simply a general interest in the information.

By: Signature: \_\_\_\_\_ Date: \_\_\_\_\_

Printed Name: \_\_\_\_\_

Address: \_\_\_\_\_

Employer: \_\_\_\_\_

Job Title: \_\_\_\_\_

Paragraph 17(e) information also provided.

By: Signature: \_\_\_\_\_ Date: \_\_\_\_\_  
Printed Name: \_\_\_\_\_  
Address: \_\_\_\_\_  
Employer: \_\_\_\_\_  
Job Title: \_\_\_\_\_  
 Paragraph 17(e) information also provided.

By: Signature: \_\_\_\_\_ Date: \_\_\_\_\_  
Printed Name: \_\_\_\_\_  
Address: \_\_\_\_\_  
Employer: \_\_\_\_\_  
Job Title: \_\_\_\_\_  
 Paragraph 17(e) information also provided.

By: Signature: \_\_\_\_\_ Date: \_\_\_\_\_  
Printed Name: \_\_\_\_\_  
Address: \_\_\_\_\_  
Employer: \_\_\_\_\_  
Job Title: \_\_\_\_\_  
 Paragraph 17(e) information also provided.

By: Signature: \_\_\_\_\_ Date: \_\_\_\_\_  
Printed Name: \_\_\_\_\_  
Address: \_\_\_\_\_  
Employer: \_\_\_\_\_  
Job Title: \_\_\_\_\_  
 Paragraph 17(e) information also provided.

By: Signature: \_\_\_\_\_ Date: \_\_\_\_\_  
Printed Name: \_\_\_\_\_  
Address: \_\_\_\_\_  
Employer: \_\_\_\_\_  
Job Title: \_\_\_\_\_  
 Paragraph 17(e) information also provided.