

June 10, 2024

Received
Records Management
Jun 10, 2024***VIA ELECTRONIC FILING***

Jeff Killip
Executive Director and Secretary
Washington Utilities and Transportation Commission
621 Woodland Square Loop SE
Lacey, Washington 98503-1036

Re: Docket UE-24_____—Affiliated Interest Filing—PacifiCorp and BNSF Railway Company

Under the provisions of RCW 80.16.020 and in accordance with WAC 480-100-245, PacifiCorp dba Pacific Power & Light Company (PacifiCorp or Company), provides notice of an affiliated interest transaction with BNSF Railway Company (BNSF) for a Consent, Non-Disturbance and Recognition Agreement (the Agreement) that will benefit PacifiCorp and its customer Amazon Data Services, Inc. (ADS), an entity that is also a party to the Agreement. ADS owns certain property in Umatilla County, Oregon. PacifiCorp has an exclusive easement for a substation and is acquiring other powerline easements on this ADS property.

On land adjacent to the ADS property BNSF holds an existing lease for a microwave tower site, together with other rights, such as erecting and maintaining power line(s) over and across nearby lands including ADS property, along with the rights of ingress and egress. As such these BNSF senior rights could negatively affect PacifiCorp assets should BNSF choose to exercise them and make PacifiCorp move infrastructure. This Agreement is necessary then to secure BNSF's recognition of and commitment to not disturbing the rights of PacifiCorp and ADS. A true and correct copy of the proposed Agreement is included with this Notice as Confidential Attachment A. Verification to the same from Maggie Hodny, Property Manager, PacifiCorp, is also included with this filing.

PacifiCorp is a wholly-owned indirect subsidiary of Berkshire Hathaway Energy Company (BHE). BHE is a subsidiary of Berkshire Hathaway, Inc. BNSF is also a subsidiary of Berkshire Hathaway, Inc. RCW 80.16.010 includes in its definition of "affiliated interest", "every corporation five percent or more of whose voting securities are owned by any person or corporation owning five percent or more of the voting securities of such public service company or by any person or corporation in any such chain of successive ownership of five percent or more of voting securities." Therefore, the ownership interest of Berkshire Hathaway, Inc., in BHE and in BNSF creates an affiliated interest relationship between PacifiCorp and BNSF.

Any compensation that BNSF may seek for consenting to the Agreement's terms ADS will be responsible for paying without recompense from PacifiCorp. Entering into the Agreement is in the public interest because it secures PacifiCorp ability to carry out work at the ADS property without undue interference or delays. Without the Agreement, PacifiCorp cannot reasonably

assure it can meet its obligation to provide safe and reliable electric service. As the senior rights holder, BNSF is the only entity that can through the Agreement provide this assurance to PacifiCorp.

PacifiCorp considers the Agreement to be confidential, and is requesting confidential treatment for Confidential Attachment A in accordance with WAC 480-07-160. The attachment contains commercially sensitive pricing information that could expose the Company and BNSF to competitive injury if disclosure is unrestricted. The Company requests confidential treatment on the basis that the document contains “valuable commercial information, including trade secrets or confidential marketing, cost, or financial information, or customer-specific usage and network configuration and design information,” as provided in RCW 80.04.095 and in accordance with WAC 480-07-160(2).

It is respectfully requested that all formal correspondence and Staff requests regarding this material be addressed to:

By email (preferred): datarequest@pacificorp.com

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

Please contact Ariel Son at (503) 813-5410 if you have any informal questions.

Sincerely,

/s/

Matthew McVee
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Enclosures

NEW-PAC-Attach-A-6-10-24 (R).pdf
NEW-PAC-Attach-A-6-10-24 (C).pdf
NEW-PAC-Verification-Hodny-6-10-24.pdf