

**BEFORE THE WASHINGTON STATE
UTILITIES AND TRANSPORTATION COMMISSION**

In the Matter of the Application of)	DOCKET UG-091004
)	
Northwest Natural Gas Company,)	ORDER 01
)	
Petitioner,)	
)	
For an Order Establishing Compliance)	ORDER ESTABLISHING
with the Provisions of RCW 80.08.040,)	COMPLIANCE WITH
with Respect to its Proposal to issue up to)	RCW 80.08.040
\$75,000,000 of Medium-Term Notes)	
.....)	

BACKGROUND

- 1 On June 23, 2009, Northwest Natural Gas Company (Northwest or Company) filed with the Washington Utilities and Transportation Commission (Commission) a notice of its plan to issue new debt under its Medium-Term Note program. The notice is required by RCW 80.08.040, and Northwest requests an order affirming its compliance with the statute.
- 2 Northwest is proposing to issue and sell up to \$75,000,000 of new Medium-Term Secured Notes Series B. According to Northwest’s supporting documents, it states the proceeds of the financing are for one or more of the purposes allowed by [RCW 80.08.030](#). The notice further states that Northwest will sell the notes in either a public offering or private placement, and that the terms and conditions will be determined at the point of sale. Northwest states that within 60 days of the sale of the securities it will notify the Commission of the final terms and conditions in accordance with WAC 480-90-242 (6). Finally, the application contains Northwest’s statement and reasons why the sale of these securities is in the public interest

FINDINGS AND CONCLUSIONS

- 3 (1) The Washington Utilities and Transportation Commission is an agency of the State of Washington vested by statute with the authority to regulate the rates, rules, regulations, practices, accounts, securities, transfers of property and affiliated interests of public service companies, including natural gas companies. [RCW 80.01.040](#), [RCW 80.04](#), [RCW 80.08](#), [RCW 80.12](#), [RCW 80.16](#) and [RCW 80.28](#).

- 4 (2) Northwest is engaged in the business of providing natural gas service within the state of Washington. As a public service company, it is subject to the Commission's jurisdiction.
- 5 (3) Northwest's notice meets the requirements of *RCW 80.08* that govern the issuance of securities by public service companies.
- 6 (4) The information Northwest filed in this docket contains: (a) a certification by an authorized officer that the proceeds will be used for one or more purposes allowed by *RCW 80.08.030*; (b) a description of the proposed range of the terms and conditions of the proposed financing, and (c) a statement as to why the proposed transaction is in the public interest. *See WAC-480-90-242*.
- 7 (5) After reviewing the information and notice Northwest filed in Docket UG-091004 on June 23, 2009, the Commission finds that the Company is in compliance with *RCW 80.08.040*.

ORDER

THE COMMISSION ORDERS:

- 8 (1) NORTHWEST NATURAL GAS COMPANY is in compliance with the requirements of *RCW 80.08.040* with respect to the proposal in its notice to issue and sell up to \$75,000,000 of secured Medium-Term Notes Series B.
- 9 (2) NORTHWEST NATURAL GAS COMPANY will file a Report of Securities Issued as required by *WAC 480-90-242*. NORTHWEST NATURAL GAS COMPANY is also required to file verified copies of any agreement entered into in connection with any transaction pursuant to this Order. Finally, NORTHWEST NATURAL GAS COMPANY shall file a verified statement setting forth in reasonable detail the disposition of the proceeds of each offering made pursuant to this Order.
- 10 (3) This Order shall in no way affect the authority of the Commission over rates, services, accounts, valuations, estimates, or determination of costs, or any matters

that may come before it. Nor shall anything in this Order be construed as an agreement to any estimate or determination of costs, or any valuation of property claimed or asserted. *RCW 80.08.150*

The Secretary finding this filing complies with the requirements of [RCW 80.08](#) enters this Order pursuant to WAC 480-07-904(1)(f).

DATED at Olympia, Washington, and effective July 01, 2009.

WASHINGTON UTILITIES AND TRANSPORTATION COMMISSION

DAVID W. DANNER, Secretary