

Rob McKenna ATTORNEY GENERAL OF WASHINGTON

800 Fifth Avenue #2000 • Seattle WA 98104-3188

May 2, 2008

VIA ELECTRONIC FILING & FIRST CLASS MAIL

Carole Washburn
Executive Secretary
Washington Utilities & Transportation Commission
1300 S. Evergreen Pk. Dr. S.W.
PO Box 47250
Olympia, WA 98504-7250

Re:

In the Matter of the Joint Application of Puget Holdings LLC and Puget Sound Energy,

Inc For an Order Authorizing Proposed Transaction

Docket No. U-072375

Dear Ms. Washburn:

Enclosed please find the originals and twelve copies each of the confidential and highly confidential protective order agreements of Alvaro Pereiva, Lee Smith, and Arthur Freitas for filing in the above-entitled docket.

Sincerely,

SARAH A. SHIFLEY Assistant Attorney General Public Counsel Section (206) 464-6595

SAS:kez Enclosures

cc: Service List (U.S. Mail)

EXHIBIT B (EXPERT AGREEMENT)

AGREEMENT CONCERNING CONFIDENTIAL INFORMATION IN DOCKET U-072375 BEFORE THE

I, ARTHUR FREITA	, as expert
	Public Counsel (a party to this proceeding)
hereby agree to comply with and be bound	
Washington Utilities and Transportation C	ommission in Docket U-072375, and
acknowledge that I have reviewed the Prot	ective Order and fully understand its terms
and conditions,	·
Colle	<u>4/79/08</u> Date
Si a atuma	
Signature	Date
La Capra Associates	
Employer	
Employer	
20 Winthrop Sq. Boston Ma	SR. Rebulatory + MARIRT SPECIALIST
Address	Position and Responsibilities
	•
* * *	
The following portion is to be completed b	• • • • • • • • • • • • • • • • • • • •
Commission within 10 days of receipt; fail	
the above-named person will be deemed an	1
Information under the terms and conditions	s of the Protective Order.
NT1 to -2t	
No objection.	a manter alriants to the above manual arresult
having access to Confidential Information.	g party objects to the above-named expert
setting forth the basis for objection and ask Confidential Information.	ing exclusion of the expert from access to
Communition information.	
Signature	Date

EXHIBIT C (HIGHLY CONFIDENTIAL INFORMATION AGREEMENT)

AGREEMENT CONCERNING HIGHLY CONFIDENTIAL INFORMATION IN DOCKET U-072375 BEFORE THE

I, ARTHUR FREITAS	, as
In-house attorney In-house expert Outside counsel Outside expert	
in this proceeding for <u>Washington Public Counsel</u> (a party to proceeding) hereby declare under penalty of perjury under the laws of the Washington that the following are true and correct:	

- a. I am not now involved, and will not for a period of two years involve myself in, competitive decision making with respect to which the documents or information may be relevant, by or on behalf of any company or business organization that competes, or potentially competes, with the company or business organization from whom they seek disclosure of highly confidential information with respect to the development or purchase of energy resources; and
- b. I am not now involved, and will not for a period of two years involve myself in, the ownership or development of electric energy projects or resources:

 (i) that have been or could potentially be offered to PSE for its electric portfolio; or (ii) that are competing or could potentially compete with other projects that are or could be offered to PSE for its electric portfolio; and
- c. I am not now involved, and will not for a period of two years involve myself in, providing consulting services or advice to owners or developers of electric energy projects or resources: (i) that have been or could potentially be offered to PSE for its electric portfolio; or (ii) that are competing or could potentially compete with other projects that are or could be offered to PSE for its electric

portfolio, to the extent such consultation or advice involves matters for which the "highly confidential" information would be relevant; and

d. I have read and understand, and agree to	<u> </u>
Protective Order in this proceeding, inclu	uding this Section C of the Protective
Order.	
MA	4/29/08
Signature	Date
Boston, MA	
City/State where this Agreement was signed	
La Capra Associate	
Employer	
SR. REGULATORY + MARKETS SPACIALIST	20 Winthrop Sq Boston MA
Position and Responsibilities	Permanent Address
* * *	
The following portion is to be completed by the Commission within 10 days of receipt. Failure the above-named person will be deemed a person	to do so will constitute a waiver and on having access to Highly
Confidential Information under the terms and co	onditions of the protective order.
No objection.	
having access to Highly Confidential Information	
motion with the Commission, supported by affic	
objection and asking exclusion of the person fro	m access to Highly Confidential
Information.	
Signature	Date

EXHIBIT B (EXPERT AGREEMENT)

AGREEMENT CONCERNING CONFIDENTIAL INFORMATION IN DOCKET U-072375 BEFORE THE

I, Lee Smith	, as expert
witness in this proceeding for Washington	Public Counsel (a party to this proceeding)
hereby agree to comply with and be bound	` ` ' ' ' ' '
Washington Utilities and Transportation (•
-	stective Order and fully understand its terms
and conditions.	took to order and rang and coloure to terms
La Smith	4/29/08
Signature	4/29/08 Date
La Capra Associates	
Employer	
20 Winthrop Sq. Boston Ma	Maragine Consultant
Address	Position and Responsibilities
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* * *	
The following portion is to be completed	by the responding party and filed with the
Commission within 10 days of receipt; fai	
the above-named person will be deemed a	
Information under the terms and condition	<u> </u>
information under the terms and condition	is of the Protective Order.
No objection.	
	ng party objects to the above-named expert
having access to Confidential Information	- 2
- ,	king exclusion of the expert from access to
Confidential Information.	king exclusion of the expert from access to
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Cianotura	Doto
Signature	Date

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-	IN DOCKET U-072375	Oldvillion
	BEFORE THE	
	WASHINGTON UTILITIES AND TRANSPORTATION COM	MOISSIMM
		MMISSION
	I, Lee Smith	, as
	", Let Miller	, as
	In-house attorney	
•	In-house expert	•
	Outside counsel	
	Outside expert	
proc	nis proceeding for <u>Washington Public Counsel</u> (a party ceeding) hereby declare under penalty of perjury under the laws oshington that the following are true and correct:	
a.	I am not now involved, and will not for a period of two years in, competitive decision making with respect to which the doc information may be relevant, by or on behalf of any company organization that competes, or potentially competes, with the business organization from whom they seek disclosure of high information with respect to the development or purchase of en and	uments or or business company or ally confidential
0.	I am not now involved, and will not for a period of two years in, the ownership or development of electric energy projects o (i) that have been or could potentially be offered to PSE for its portfolio; or (ii) that are competing or could potentially compe	r resources: s electric

- b projects that are or could be offered to PSE for its electric portfolio; and
- I am not now involved, and will not for a period of two years involve myself c. in, providing consulting services or advice to owners or developers of electric energy projects or resources: (i) that have been or could potentially be offered to PSE for its electric portfolio; or (ii) that are competing or could potentially compete with other projects that are or could be offered to PSE for its electric

portfolio, to the extent such consultation or advice involves matters for which the "highly confidential" information would be relevant; and

d. I have read and understand, and agree to be bound by, the terms of the Protective Order in this proceeding, including this Section C of the Protective Order. Signature Boston, MA City/State where this Agreement was signed La Capra Associate Employer 20 Winthrop Sq Boston MA Permanent Address * * * The following portion is to be completed by the responding party and filed with the Commission within 10 days of receipt. Failure to do so will constitute a waiver and the above-named person will be deemed a person having access to Highly Confidential Information under the terms and conditions of the protective order. No objection. Objection. The responding party objects to the above-named person having access to Highly Confidential Information. The objecting party shall file a motion with the Commission, supported by affidavit, setting forth the basis for objection and asking exclusion of the person from access to Highly Confidential Information. Signature Date

EXHIBIT B (EXPERT AGREEMENT)

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I, Alvaro Pereiro	, as exper
	on Public Counsel (a party to this proceeding
	nd by the Protective Order entered by the
Washington Utilities and Transportation	•
	rotective Order and fully understand its terms
and conditions.	·
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Ollos / C	4/29/08 Data
Signature	Date
La Capra Associates	No.
Employer	_
20 Winthrop Sq. Boston Ma	Consultant
Address	Position and Responsibilities
* * *	
	•
No objection.	
	ling party objects to the above-named expert
	on. The objecting party shall file a motion
setting forth the basis for objection and a	asking exclusion of the expert from access to
Confidential Information.	-
	
Signature	Date

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	WASHING	TON UTILITIES	S AND TRANSPORT	TATION COMMISSION
	Ι, _	Alvaro	Pereiva	, as
		In-house a In-house c Outside c Outside e	expert	
pro	ceeding) herel	y declare under		(a party to this der the laws of the State of
a.		ŕ	•	of two years involve myse

- a. I am not now involved, and will not for a period of two years involve myself in, competitive decision making with respect to which the documents or information may be relevant, by or on behalf of any company or business organization that competes, or potentially competes, with the company or business organization from whom they seek disclosure of highly confidential information with respect to the development or purchase of energy resources; and
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CERTIFICATE OF SERVICE Docket No. UE-072375

I hereby certify that a true and correct copy of the confidential and highly confidential
protective agreements of Alvaro Pereiva, Lee Smith, and Arthur Freitas were sent to each of the
parties of record shown on the attached Service List in sealed envelopes, via:
X First Class Mail
X Electronic Mail
Facsimile transmission
UPS Two-Day Air
DATED: May 2, 2008.
Kothen Jechen
KATHRYN ZSOKA, Legal Assistant