

# COAL SUPPLY AGREEMENT

**SHADED INFORMATION DESIGNATED AS HIGHLY  
CONFIDENTIAL PER PROTECTIVE ORDER IN  
WUTC DOCKETS UE-190529 AND UG-190530**

Dated December 5, 2019

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**COAL SUPPLY AGREEMENT**

[REDACTED]

**RECITALS**

A. [REDACTED]

B. [REDACTED]

C. [REDACTED]

**AGREEMENT**

[REDACTED]

**1. DEFINITIONS**

[REDACTED]

1.1 [REDACTED]

1.2 [REDACTED]

1.3 [REDACTED]

1.4 [REDACTED]

1.5

[REDACTED]

1.6

[REDACTED]

1.7

[REDACTED]

1.8

[REDACTED]

1.9

[REDACTED]

1.10

[REDACTED]

1.11

[REDACTED]

1.12

[REDACTED]

1.13

[REDACTED]

1.14

[REDACTED]

1.15

[REDACTED]

1.16

[REDACTED]

1.17

[REDACTED]

1.18

[REDACTED]

1.19

[REDACTED]

1.20

[REDACTED]

1.21

[REDACTED]

1.22 [REDACTED]

1.23 [REDACTED]

1.24 [REDACTED]

1.25 [REDACTED]

1.26 [REDACTED]

1.27 [REDACTED]

1.28 [REDACTED]

1.29 [REDACTED]

1.30 [REDACTED]

1.31 [REDACTED]

1.32 [REDACTED]

**2. SALE AND PURCHASE OF COAL**

2.1 [REDACTED]

[REDACTED]

[REDACTED]

2.2

[REDACTED]

(a)

[REDACTED]

(b)

[REDACTED]

(c)

[REDACTED]

[REDACTED]

**2.3** [REDACTED]

[REDACTED]

**3. TERM**

**3.1 Term.**

[REDACTED]

**3.2 PacifiCorp Extension Option.**

[REDACTED]

**3.3 Term Extension.**

[REDACTED]

[REDACTED]

**3.4 Renegotiation.**

[REDACTED]

**4. RESOLUTION OF DISPUTES**

**4.1 Negotiation.**

[REDACTED]

**4.2 Arbitration Process.**

[REDACTED]

[REDACTED]

**4.3 Jury Trial Waiver.**

[REDACTED]

**5. DELIVERY, WEIGHING AND TRANSPORTATION**

**5.1 Point of Delivery.**

[REDACTED]

**5.2 Weight and Scales.**

[REDACTED]

**5.3 Scheduling Deliveries.**

(a)

[REDACTED]

(b)

[REDACTED]

**EXH. RJR-15HC  
DOCKETS UE-190529/UG-190530  
UE-190274/UG-190275  
2019 PSE GENERAL RATE CASE  
WITNESS: RONALD J. ROBERTS**

**BEFORE THE  
WASHINGTON UTILITIES AND TRANSPORTATION COMMISSION**

**WASHINGTON UTILITIES AND  
TRANSPORTATION COMMISSION,**

**Complainant,**

**v.**

**PUGET SOUND ENERGY,**

**Respondent.**

**Docket UE-190529  
Docket UG-190530 (*Consolidated*)**

**In the Matter of the Petition of**

**PUGET SOUND ENERGY**

**For an Order Authorizing Deferral  
Accounting and Ratemaking Treatment  
for Short-life IT/Technology Investment**

**Docket UE-190274  
Docket UG-190275 (*Consolidated*)**

**FIRST EXHIBIT (HIGHLY CONFIDENTIAL) TO THE  
PREFILED REBUTTAL TESTIMONY OF**

**RONALD J. ROBERTS**

**ON BEHALF OF PUGET SOUND ENERGY**

**REDACTED  
VERSION**

**JANUARY 15, 2020**

[REDACTED]

[REDACTED]

[REDACTED]

(c)

[REDACTED]

(d)

[REDACTED]

6. QUALITY

[REDACTED]

(a)

[REDACTED]

(b)

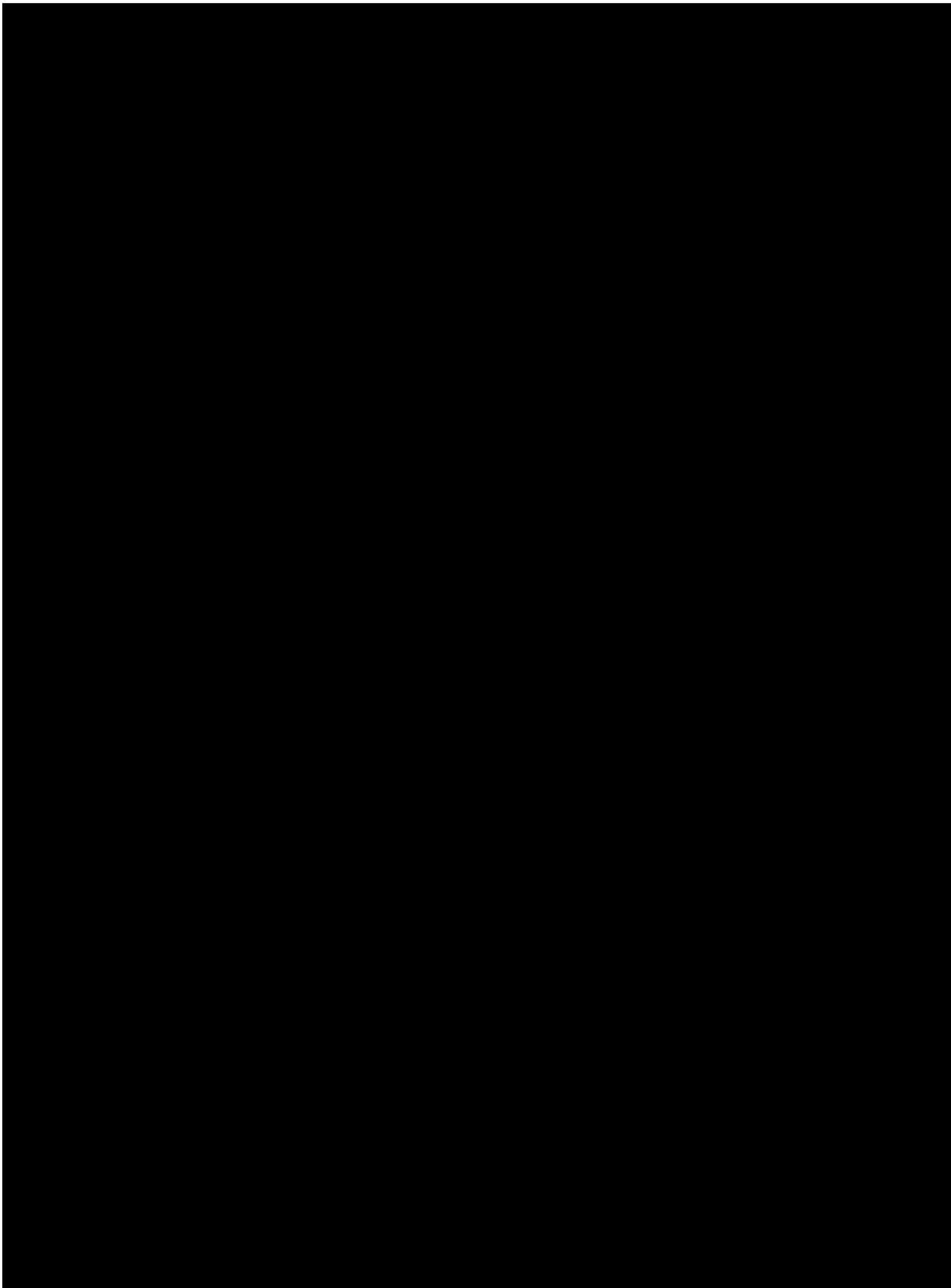
[REDACTED]

(c)

[REDACTED]

(d)

[REDACTED]



(e)

[REDACTED]

(f)

[REDACTED]

(g)

[REDACTED]

(h)

[REDACTED]

[REDACTED]

(i)

[REDACTED]

[REDACTED]

(i)

[REDACTED]

## **7. SAMPLING AND ANALYSIS**

### **7.1 General Procedures.**

[REDACTED]

### **7.2 Coal Sampling and Analysis.**

[REDACTED]

[REDACTED]

[REDACTED]

**8. PRICES AND PAYMENT**

**8.1 Base Price.**

[REDACTED]

**8.2 Tier Price.**

[REDACTED]

**8.3 Adjustments to Prices.**

[REDACTED]

**8.4 Heating Value Adjustment.**

[REDACTED]

[REDACTED]

[REDACTED]

**8.5 Governmental Impositions**

[REDACTED]

**8.6 Entire Compensation.**

[REDACTED]

**8.7 Invoices.**

[REDACTED]

**8.8 Payment.**

[REDACTED]

**8.9 Disputed Charges.**

[REDACTED]

**8.10 Changes in Applicable Law.**

[REDACTED]

[REDACTED]

**9. FORCE MAJEURE**

(a)

[REDACTED]

(b)

[REDACTED]

(c)

[REDACTED]

(d)

[REDACTED]

(e)

[REDACTED]

**10. WAIVERS AND REMEDIES**

**10.1 Non-Waiver.**

[REDACTED]

**10.2 Right to Cure.**

[REDACTED]

**10.3 Seller's Default.**

[REDACTED]

(a)

[REDACTED]

(b)

[REDACTED]

[REDACTED]

(c) [REDACTED];

(d) [REDACTED]

[REDACTED]

**10.4 Buyers' Remedies.**

[REDACTED]

(a) [REDACTED]

(b) [REDACTED]

(c) [REDACTED]

[REDACTED]

**10.5 Buyer Default**

[REDACTED]

(a) [REDACTED]

(b) [REDACTED]

[REDACTED]

**10.6 Seller's Remedies.**

[REDACTED]

(a)

[REDACTED]

(b)

[REDACTED]

(i)

[REDACTED]

(ii)

[REDACTED]

(iii)

[REDACTED]

**11. REPRESENTATIONS AND WARRANTIES**

**11.1 Mutual Representations.**

[REDACTED]

(a)

[REDACTED]

(b)

[REDACTED]

(c)

[REDACTED]

(d)

[REDACTED]

(e)

[REDACTED]

(f)

[REDACTED]

(g)

[REDACTED]

**11.2 Seller's Representations and Warranties.**

[REDACTED]

(a)

[REDACTED]

(b)

[REDACTED]

(c)

[REDACTED]

(d)

[REDACTED]

**12. SUCCESSORS AND ASSIGNS**

[REDACTED]

**12.1 Assignment of Buyers' Interest.**

[REDACTED]

[REDACTED]

**12.2 Assignment of Seller's Interest.**

(a)

[REDACTED]

(b)

[REDACTED]

(c)

[REDACTED]

**13. LAW GOVERNING CONSTRUCTION OF AGREEMENT**

[REDACTED]

**14. NOTICES AND REPORTS**

[REDACTED]

(a)

[REDACTED]

(b) [REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

**15. OPERATOR**

[REDACTED]

**16. MOST FAVORED NATIONS; TEST BURNS**

**16.1 Most Favored Nations.**

[REDACTED]

**16.2 Test Burns.**

[REDACTED]

**17. SEVERAL LIABILITY**

[REDACTED]

[REDACTED]

**18. INDEMNIFICATION**

**18.1 Seller's Indemnity of Buyers.**

[REDACTED]

(a)

[REDACTED]

(b)

[REDACTED]

(c)

[REDACTED]

**18.2 Buyers' Indemnity of Seller.**

[REDACTED]

(a)

[REDACTED]

(b)

[REDACTED]

(c)

[REDACTED]

**18.3 No Consequential or Punitive Damages.**

[REDACTED]

**18.4 Limitation on Claims.**

[REDACTED]

**19. CONFIDENTIALITY**

[REDACTED]

**20. RECORDS AND AUDITS**

**20.1 Buyers' Accounting Audit.**

[REDACTED]

**20.2 Adjustments and Payments.**

[REDACTED]

**20.3 Examination of Records.**

[REDACTED]

[REDACTED]

**21. COUNTERPARTS**

[REDACTED]

**22. ENTIRE AGREEMENT; AMENDMENTS**

[REDACTED]

**23. MISCELLANEOUS PROVISIONS**

**23.1 Further Assurances.**

[REDACTED]

**23.2 Severability.**

[REDACTED]

**23.3 Construction.**

[REDACTED]

**23.4 No Third-Party Beneficiaries.**

[REDACTED]

**23.5 Remedies Cumulative.**

[REDACTED]

**23.6 Captions.**

[REDACTED]

**23.7 Relationship of the Parties.**

[REDACTED]

**23.8 Recitals and Exhibits.**

[REDACTED]

LM

**23.5 Remedies Cumulative.**

[REDACTED]

**23.6 Captions.**

[REDACTED]

**23.7 Relationship of the Parties.**

[REDACTED]

**23.8 Recitals and Exhibits.**

[REDACTED]

**23.5 Remedies Cumulative.**

[REDACTED]

**23.6 Captions.**

[REDACTED]

**23.7 Relationship of the Parties.**

[REDACTED]

**23.8 Recitals and Exhibits.**

[REDACTED]

**23.5 Remedies Cumulative.**

[REDACTED]

**23.6 Captions.**

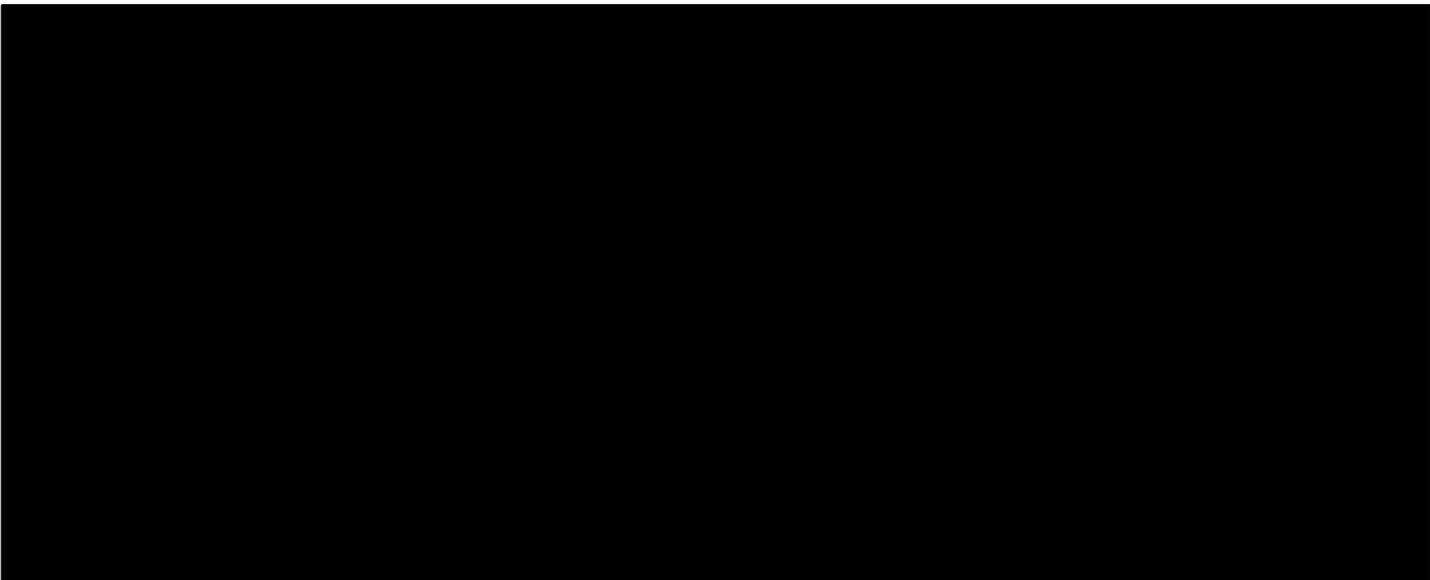
[REDACTED]

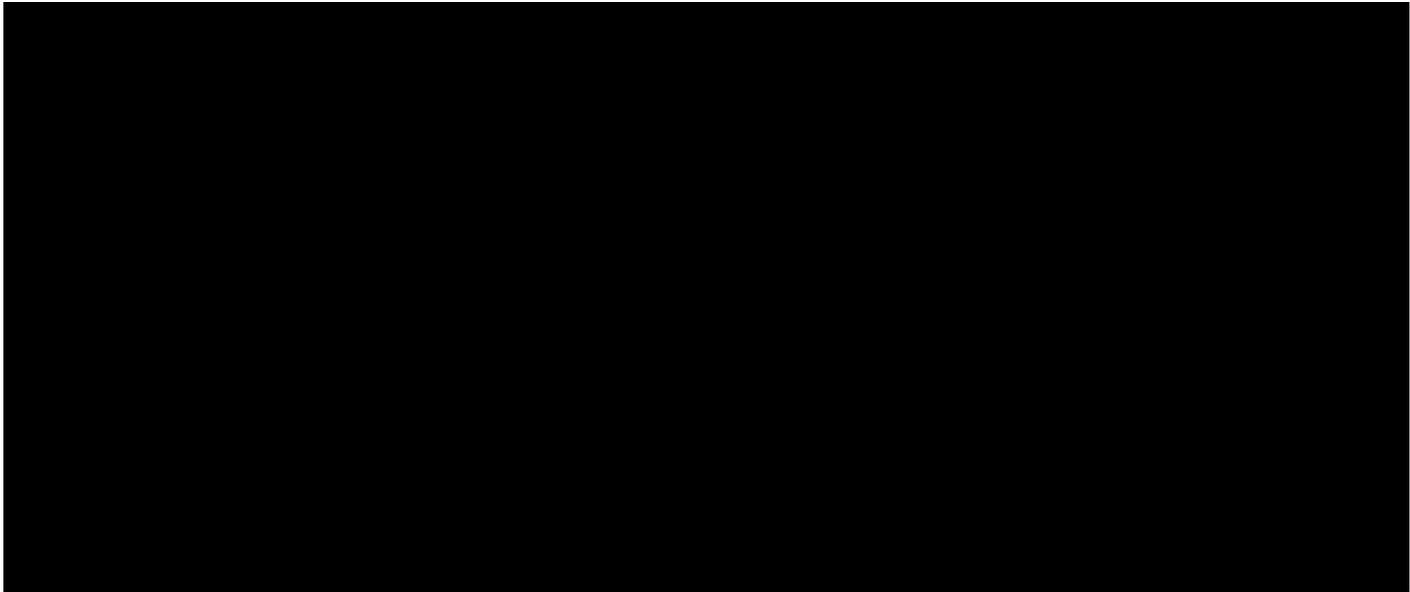
**23.7 Relationship of the Parties.**

[REDACTED]

**23.8 Recitals and Exhibits.**

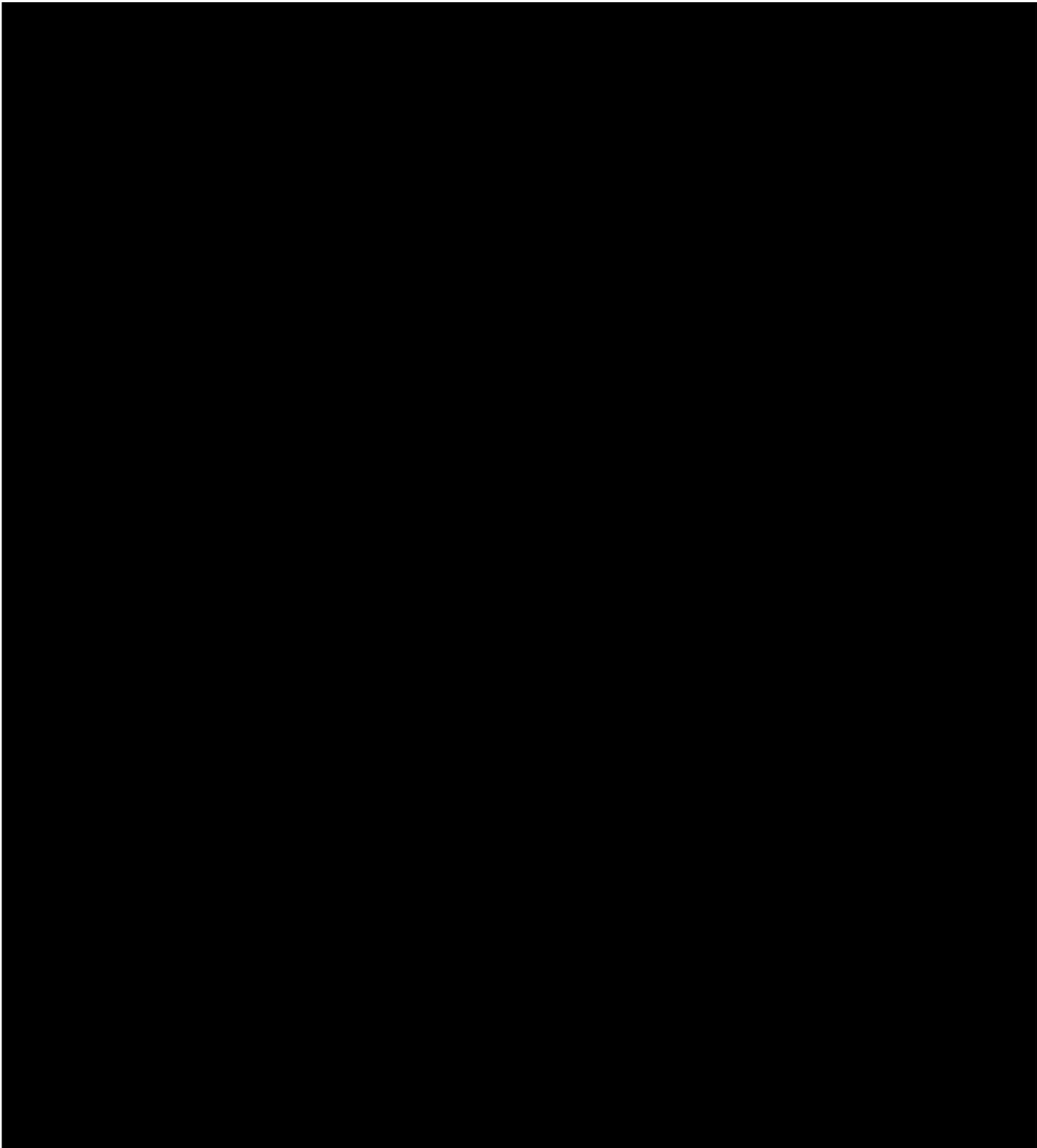
[REDACTED]





**Exhibit 1**

**Subsection 1.5<sup>1</sup>**



**Exhibit 2**

**Subsection 1.25**

**Map of the Rosebud Mine**

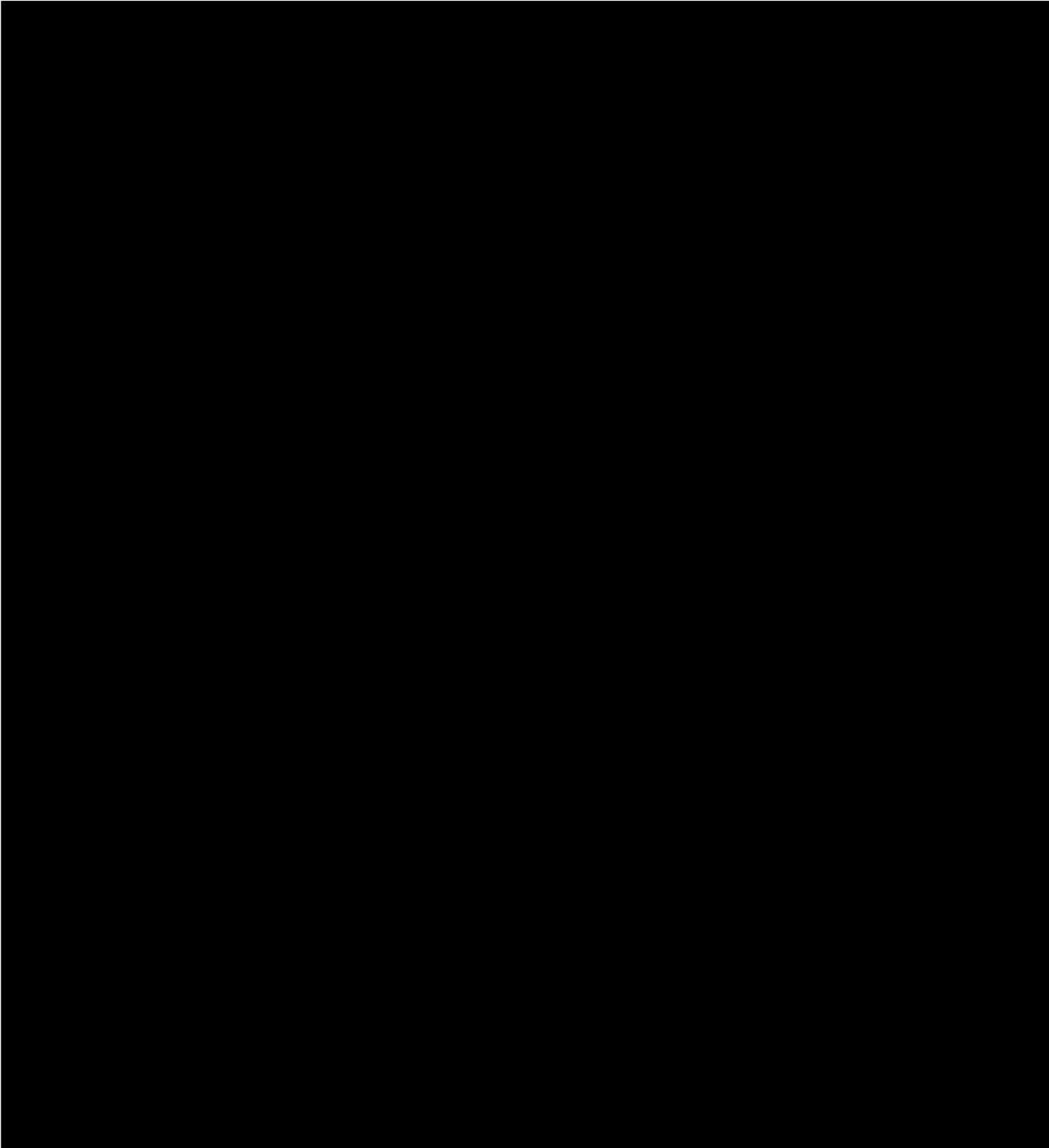


**Exhibit 3**

**Subsection 2.2(c)  
Example of True-Up**



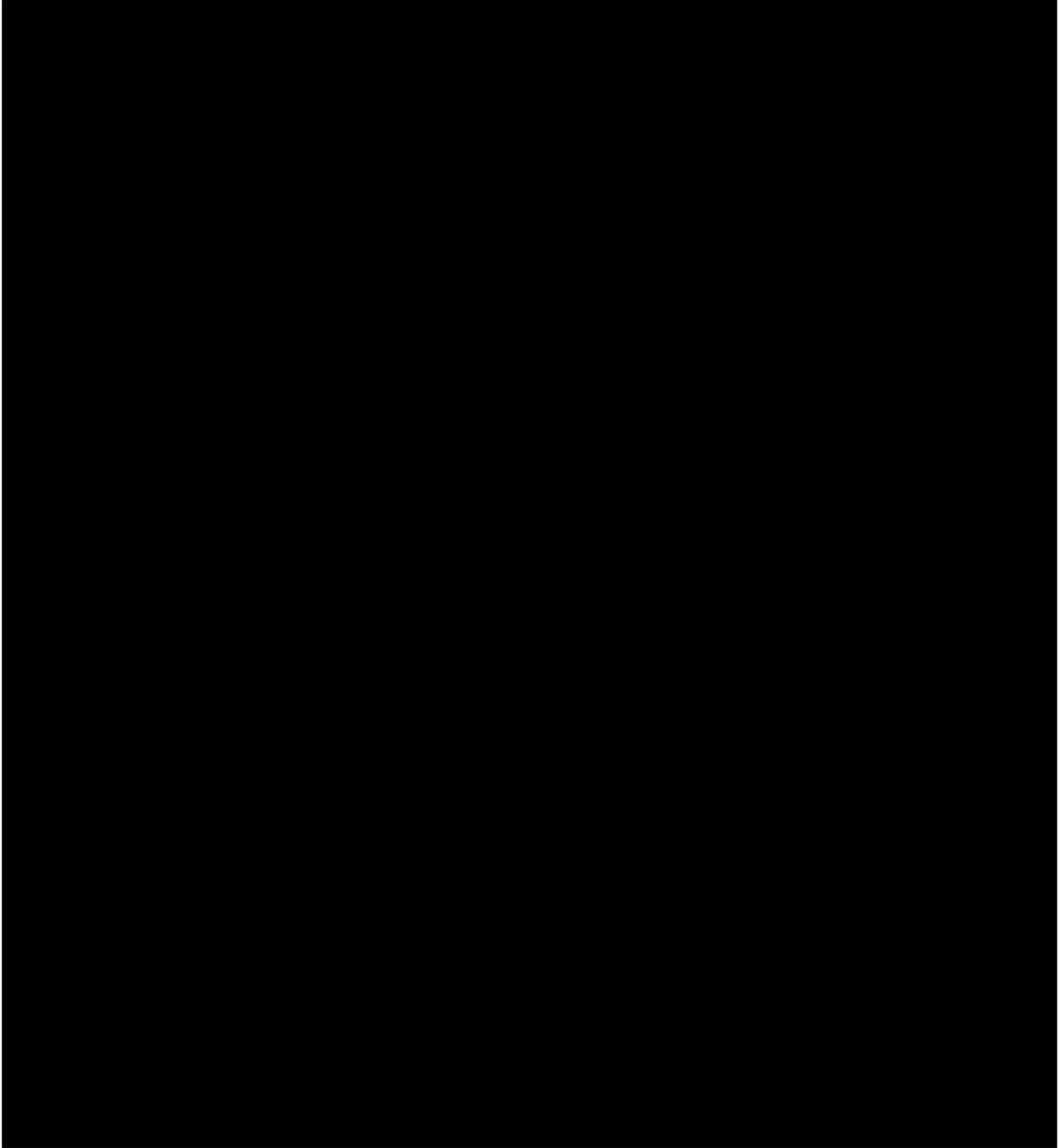
**Exhibit 4**  
**Point of Delivery**



**Exhibit 5**

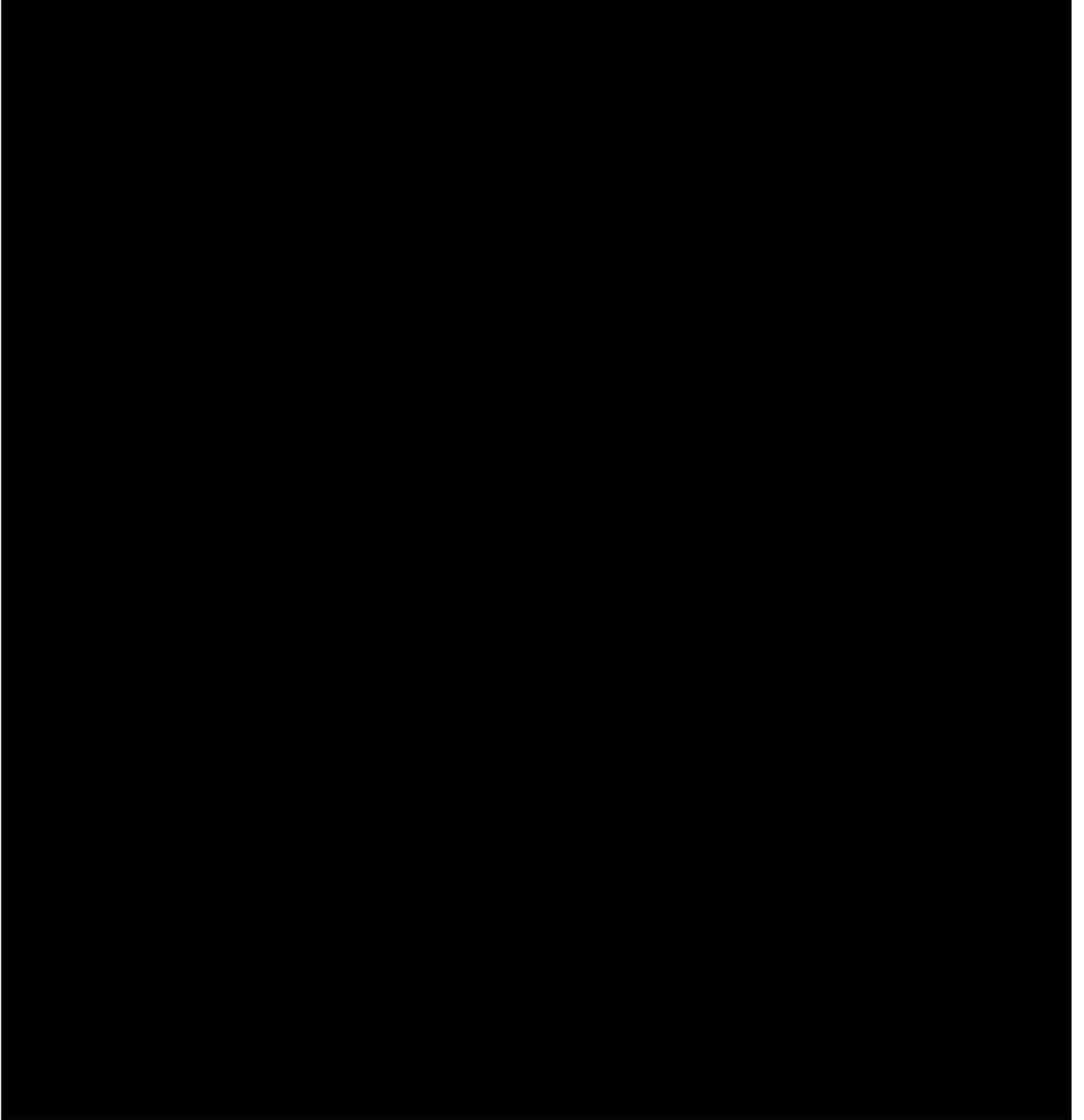
**Subsection 5.3(b)**

**Example of Price Calculations**



**Exhibit 6**

**Subsection 6(i)  
Sodium Oxide Price Reduction**



**Exhibit 7**

**Subsection 8.3**

**Quarterly Price Adjustment**

