

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

Northwest Natural Gas Company,	)	DOCKET UG-061700
	)	
Petitioner,	)	ORDER 01
	)	
For an Order Establishing Compliance	)	
with RCW 80.08.040, with Respect to its	)	ORDER ESTABLISHING
Proposal to issue and sell up to an	)	COMPLIANCE WITH RCW
additional 200,000 authorized but	)	80.08.040
unissued shares of its Common Stock	)	
through Northwest’s Employee Stock	)	
Purchase Plan	)	
.....	)	

**BACKGROUND**

- 1 On November 8, 2006, and pursuant to RCW 80.08.040, Northwest Natural Gas Company (“Northwest”) filed a description of a security it plans to issue, and a statement as to why that transaction is in the public interest.
  
- 2 Northwest proposes to issue and sell additional common equity. The application states that Northwest will sell up to an additional 200,000 shares of authorized but unissued shares through its Employee Stock Purchase Plan.
  
- 3 Northwest requests the Utilities and Transportation Commission (Commission) to enter a written order affirming that Northwest has complied with the requirements of RCW 80.08.040.

**FINDINGS AND CONCLUSIONS**

- 4 (1) Northwest is a public service company providing natural gas service within the state of Washington. Northwest is subject to Commission regulation under Title 80 RCW, and in particular, Chapter 80.08 RCW.
  
- 5 (2) The information Northwest filed in this docket includes: (a) a certification by an authorized officer that the proceeds from the financing are for one or more purposes allowed by RCW 80.08.030; (b) a description of the proposed issuance, including the terms of financing, and (c) a statement as to why the proposed transaction is in the public interest.

- 6 (3) As to form, this information complies with the requirements of RCW 80.08.040.

**O R D E R**

**THE COMMISSION ORDERS:**

- 7 (1) Northwest Natural Gas Company has complied with the requirements of RCW 80.08.040 with respect to its proposal to issue and sell up to an additional 200,000 authorized but unissued shares of its Common Stock through Northwest's Employee Stock Purchase Plan.
- 8 (2) Northwest Natural Gas Company is directed to file a Report of Securities Issued as required by WAC 480-100-242(6). Northwest 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.

The Commissioners determined this filing complies with RCW 80.08.040 and directed the Executive Secretary to enter this Order.

DATED at Olympia, Washington, and effective November 13, 2006.

**WASHINGTON UTILITIES AND TRANSPORTATION COMMISSION**

**CAROLE J. WASHBURN, Executive Secretary**