

**BEFORE THE PUBLIC UTILITY COMMISSION
OF OREGON**

UE 217

In the Matter of)	
)	
PACIFICORP, dba PACIFIC POWER)	PETITION TO INTERVENE
)	OF WAL-MART STORES, INC
Request for a General Rate Revision)	AND SAM'S WEST, INC.
)	
)	
)	

Pursuant to O.R.S. § 756.525 and OAR § 860-012-0001, Wal-Mart Stores, Inc. and Sam's West, Inc. (collectively, "Walmart"), by its attorneys, respectfully petitions the Public Utility Commission of Oregon ("Commission") for full intervenor status in the above-captioned proceeding and states in support thereof:

a. The business address of Walmart is:

Wal-Mart Stores, Inc.
2001 SE Tenth Street
Bentonville, AR 72716

b. Walmart will be represented in this proceeding by Dunn Carney Allen Higgins & Tongue LLP and Holly Rachel Smith, PLLC. Walmart requests that all documents in this proceeding be served on its counsel and witness at the following addresses:

Elizabeth C. Knight	Holly Rachel Smith	Steve W. Chriss
Dunn Carney Allen Higgins & Tongue LLP	Holly Rachel Smith, PLLC	Walmart Stores, Inc.
851 SW 6th, Suite 1500	Hitt Business Center	2001 SE 10 th Street
Portland, OR 97204	3803 Rectortown Road	Bentonville, AR
eknight@dunnearney.com	Marshall, VA 20115	72716-0550
(503) 306-5312	holly@raysmithlaw.com	stephen.chriss@wal-
(503) 224-7324 (Fax)	(540) 364-0150	mart.com

c. Walmart is a national retailer of goods and services throughout the United States.

Walmart has the privilege of providing its retail services in the State of Oregon. Walmart

employs 10,000 associates in Oregon, and purchases goods and services locally worth \$462,746,760.00 from 565 Oregon suppliers. Walmart is also a leader in energy efficiency and the deployment of demand-side management technology in its facilities. Walmart is a large customer of PacifiCorp.

d. Walmart has a substantial interest in the outcome of this proceeding. Walmart has approximately thirteen (13) facilities, including discount stores and Supercenters, in PacifiCorp's service territory. Walmart purchases approximately 43,000,000 kWh annually from PacifiCorp. Electricity is Walmart's second-biggest cost of operation in Oregon. Walmart's rates are affected by PacifiCorp's rate structure and the rate increase requested by PacifiCorp, if approved, would result in significant added cost to Walmart. Thus, the legal rights and interests of Walmart may be substantially impacted by this proceeding. Moreover, the position of Walmart, a large commercial customer heavily invested in EE and DSM technology, cannot be adequately represented by any other existing party to this proceeding.

e. Walmart has begun to review and analyze PacifiCorp's filing; however, it has not yet developed a precise statement of the specific action sought or a factual and legal basis for such position. Without limiting Walmart's request for full intervenor status, Walmart can state that its focus at the time of filing this petition is on rate design and cost-of-service issues raised in this proceeding. At minimum, Walmart seeks through its intervention to help to ensure that the cost of service proposal appropriately reflects the costs incurred to serve each customer class. Walmart also anticipates providing feedback on any proposed changes to PacifiCorp's rate design.

f. Walmart intends to play a constructive role in the Commission's decision making process. As a large commercial customer and a leader in DSM and EE, Walmart can add a

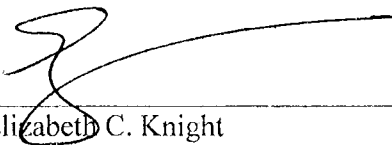
unique perspective to this proceeding. Walmart participates in more than twenty rate cases across the nation each year, including cases involving PacifiCorp. As a result, Walmart can meaningfully contribute to this proceeding, and such participation should not impose any burden on the Commission or parties or otherwise delay the proceeding.

WHEREFORE, for all of the reasons stated above, Walmart respectfully requests that the Commission grant its petition to intervene with full party status in this proceeding.

DATED: March 16, 2010

Respectfully submitted,

**WAL-MART STORES, INC. AND SAM'S WEST,
INC.**



Elizabeth C. Knight
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eknight@dunncarney.com
(503) 306-5312
(503) 224-7324 (Fax)

Holly Rachel Smith
Pro hac vice admission requested
Holly Rachel Smith, PLLC
Hitt Business Center
3803 Rectortown Road
Marshall, VA 20115
Telephone: (540) 364-0150
E-Mail: holly@raysmithlaw.com

Its Attorneys

**BEFORE THE PUBLIC UTILITY COMMISSION
OF OREGON**

UE 217

In the Matter of)	
)	
PACIFICORP, dba PACIFIC POWER)	MOTION TO ADMIT COUNSEL
)	<i>PRO HAC VICE</i> ON BEHALF OF
Request for a General Rate Revision)	WAL-MART STORES, INC. AND
)	SAM'S WEST, INC.
)	
)	

**MOTION FOR ADMISSION PRO HAC VICE
OF HOLLY RACHEL SMITH**

Pursuant to UTCR 3.170, Wal-Mart Stores East, LP and Sam's East, Inc. (collectively, "Wal-Mart"), by and through counsel, moves this Commission for entry of an Order allowing Holly Rachel Smith, Esq., of the law firm of Holly Rachel Smith, PLLC, Hitt Business Center, 3803 Rectortown Road, Marshall, VA 20115 , to appear *pro hac vice* in this proceeding before the Commission.

In support of this Motion, Walmart has attached the affidavit of Holly Rachel Smith. Moreover, the undersigned counsel states that Ms. Smith, a graduate of the University Of Oregon School Of Law, is a member in good standing of the Bars of the Commonwealth of Virginia, the Commonwealth of Pennsylvania, and the District of Columbia.

WHEREFORE, the Walmart respectfully requests that the Commission issue an Order permitting Ms. Smith to appear *pro hac vice* in this case.

DATED: March 16, 2010

Respectfully submitted,

WALMART STORES INC. AND SAM'S WEST, INC.



Elizabeth C. Knight
Dunn Carney Allen Higgins & Tongue LLP
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(503) 306-5312
(503) 224-7324 (Fax)

Its Attorneys

**BEFORE THE PUBLIC UTILITY COMMISSION
OF OREGON**

UE 217

In the Matter of)	
)	
PACIFICORP, dba PACIFIC POWER)	AFFIDAVIT OF
)	HOLLY RACHEL SMITH
Request for a General Rate Revision)	
)	

I, Holly Rachel Smith, being first duly sworn on oath, depose and say:

1. My full name is Holly Rachel Smith. I am the managing member of Holly Rachel Smith, PLLC, a Virginia law firm located at: Hitt Business Center, 3803 Rectortown Road in Marshall, Virginia. I have been retained by Wal-Mart Stores, Inc. and Sam's West, Inc. to represent them, along with Elizabeth C. Knight of Dunn Carney Allen Higgins & Tongue LLP, in the above captioned proceeding.

2. I am an attorney in good standing admitted to practice in the Commonwealths of Virginia and Pennsylvania, as well as the District of Columbia. I have been assigned attorney registration or bar admission numbers 75348, 202006 and 465464, respectively. I am not, nor have I ever been, the subject of disciplinary proceedings in any jurisdiction. I have attached a Certificate of Good Standing from the Virginia State Bar.

3. If granted permission to practice before the Oregon Public Utility Commission in UE 217, I will associate with Elizabeth C. Knight, who is an active member in good standing of the Oregon State Bar, Bar Number 992454. In accordance with UTCR 3.170, Ms. Knight will meaningfully participate in Docket No. UE 217.

4. I will comply with all applicable statutes, laws, and procedural rules of the State of Oregon. I will be familiar and comply with the disciplinary rules of the Oregon State Bar. I will submit to the jurisdiction of the Oregon Courts and the Oregon State Bar with respect to acts and omissions occurring during my *pro hac vice* admission under UTCR 3.170.

5. I have attached a certificate of insurance covering my activities in Oregon and providing professional liability insurance substantially equivalent to the Oregon State Bar Professional

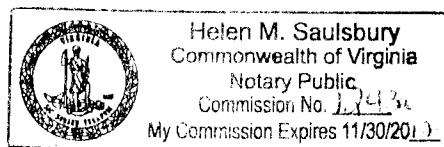
Liability Fund plan. I agree, as a continuing obligation under UTCR 3.170, to notify the Commission promptly of any changes in coverage.

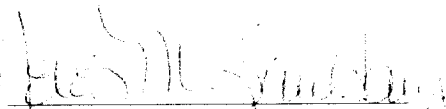
I signed this the 17th day March 2010.



Holly Rachel Smith

SUBSCRIBED AND SWORN to before me on this 17th day of March 2010.





Notary
State of Virginia
My commission expires: 11/30/2011

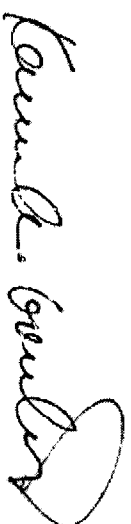


VIRGINIA STATE BAR

CERTIFICATE OF GOOD STANDING

THIS IS TO CERTIFY THAT HOLLY RACHEL SMITH IS AN ACTIVE MEMBER OF THE VIRGINIA STATE BAR IN GOOD STANDING. MS. SMITH WAS LICENSED TO PRACTICE LAW IN VIRGINIA ON JANUARY 10, 2008, AFTER ADMISSION ON MOTION THROUGH THE SUPREME COURT OF VIRGINIA.

Issued March 15, 2010


KAREN A. GOULD
EXECUTIVE DIRECTOR AND
CHIEF OPERATING OFFICER

ACORD™ CERTIFICATE OF LIABILITY INSURANCE		DATE (MM/DD/YYYY) 03-12-2010
PRODUCER USI Affinity 100 Matawan Road, 2nd Flr Matawan, NJ 07747-3911		THIS CERTIFICATE IS ISSUED AS A MATTER OF INFORMATION ONLY AND CONFERS NO RIGHTS UPON THE CERTIFICATE HOLDER. THIS CERTIFICATE DOES NOT AMEND, EXTEND OR ALTER THE COVERAGE AFFORDED BY THE POLICIES BELOW.
INSURED Holly Rachel Smith, PLLC 3803 Rectortown Road Marshall, VA 20115		
		INSURERS AFFORDING COVERAGE
		INSURER A American Guarantee & Liab Insurance Co.
		INSURER B
		INSURER C
		INSURER D
		INSURER E

COVERAGES

THE POLICIES OF INSURANCE LISTED BELOW HAVE BEEN ISSUED TO THE INSURED NAMED ABOVE FOR THE POLICY PERIOD INDICATED. NOTWITHSTANDING ANY REQUIREMENT, TERM OR CONDITION OF ANY CONTRACT OR OTHER DOCUMENT WITH RESPECT TO WHICH THIS CERTIFICATE MAY BE ISSUED OR MAY PERTAIN, THE INSURANCE AFFORDED BY THE POLICIES DESCRIBED HEREIN IS SUBJECT TO ALL THE TERMS, EXCLUSIONS AND CONDITIONS OF SUCH POLICIES. AGGREGATE LIMITS SHOWN MAY HAVE BEEN REDUCED BY PAID CLAIMS.

INSR ADD'L LTR INSRD	TYPE OF INSURANCE	POLICY NUMBER	POLICY EFFECTIVE DATE (MM/DD/YY)	POLICY EXPIRATION DATE (MM/DD/YY)	LIMITS
	GENERAL LIABILITY <input type="checkbox"/> COMMERCIAL GENERAL LIABILITY <input type="checkbox"/> CLAIMS MADE <input type="checkbox"/> OCCUR GEN'L AGGREGATE LIMIT APPLIES PER <input type="checkbox"/> POLICY <input type="checkbox"/> PRO-JECT <input type="checkbox"/> LOC				EACH OCCURRENCE \$ DAMAGE TO RENTED PREMISES (Ea occurrence) \$ MFD EXP (Any one person) \$ PERSONAL & ADV INJURY \$ GENERAL AGGREGATE \$ PRODUCTS - COMP/OP AGG \$
	AUTOMOBILE LIABILITY <input type="checkbox"/> ANY AUTO <input type="checkbox"/> ALL OWNED AUTOS <input type="checkbox"/> SCHEDULED AUTOS <input type="checkbox"/> HIRED AUTOS <input type="checkbox"/> NON-OWNED AUTOS				COMBINED SINGLE LIMIT (Ea accident) \$ BODILY INJURY (Per person) \$ BODILY INJURY (Per accident) \$ PROPERTY DAMAGE (Per accident) \$
	GARAGE LIABILITY <input type="checkbox"/> ANY AUTO				AUTO ONLY - EA ACCIDENT \$ OTHER THAN EA ACC \$ AUTO ONLY AGG \$
	EXCESS/UMBRELLA LIABILITY <input type="checkbox"/> OCCUR <input type="checkbox"/> CLAIMS MADE DEDUCTIBLE RETENTION \$				EACH OCCURRENCE \$ AGGREGATE \$ \$ \$
	WORKERS COMPENSATION AND EMPLOYERS' LIABILITY ANY PROPRIETOR/PARTNER/EXECUTIVE OFFICER/MEMBER EXCLUDED? If yes, describe under SPECIAL PROVISIONS below				<input type="checkbox"/> WC STATU-TORY LIMITS <input type="checkbox"/> OTH-ER E L EACH ACCIDENT \$ E L DISEASE - EA EMPLOYEE \$ E L DISEASE - POLICY LIMIT \$
A	OTHER Lawyers Professional Liability	9330858	10-16-2009	10-16-2010	\$500,000 Each Claim \$1,000,000 Aggregate \$2,500 Deductible

DESCRIPTION OF OPERATIONS / LOCATIONS / VEHICLES / EXCLUSIONS ADDED BY ENDORSEMENT / SPECIAL PROVISIONS

CERTIFICATE HOLDER

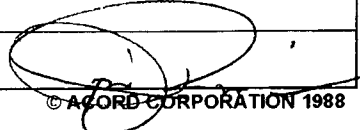
State of Oregon
 P.O. Box 2148
 Salem, OR 97308-2148

CANCELLATION

SHOULD ANY OF THE ABOVE DESCRIBED POLICIES BE CANCELLED BEFORE THE EXPIRATION DATE THEREOF, THE ISSUING INSURER WILL ENDEAVOR TO MAIL 10 DAYS WRITTEN NOTICE TO THE CERTIFICATE HOLDER NAMED TO THE LEFT, BUT FAILURE TO DO SO SHALL IMPOSE NO OBLIGATION OR LIABILITY OF ANY KIND UPON THE INSURER, ITS AGENTS OR REPRESENTATIVES.

AUTHORIZED REPRESENTATIVE

Joe Rivera



CERTIFICATE OF SERVICE

I hereby certify that a copy of the Petition to Intervene and Motion for Admission *Pro Hac Vice* was served via electronic mail (*) and by first-class postage prepaid mail, to all parties on this 17th day of March, 2010.

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