

PUBLIC UTILITIES COMMISSION

505 VAN NESS AVENUE

SAN FRANCISCO, CA 94102-3298



December 13, 2013

Advice Letters:

3632-E

3632-E-A

3632-E-B

3632-E-C

Brian K. Cherry
Vice President, Regulatory Relations
Pacific Gas and Electric Company
77 Beale Street, Mail Code B10C
P.O. Box 770000
San Francisco, CA 94177

**SUBJECT: Contracts for the Procurement of Renewable Energy Resources Resulting
from Wind Energy Purchase Agreement with Barclays Bank PLC**

Dear Mr. Cherry,

Advice Letters 3632-E, E-A, E-B, and E-C are effective as of November 14, 2013.

Sincerely,

A handwritten signature in cursive script that reads "Edward F. Randolph".

Edward F. Randolph, Director
Energy Division



Jane K. Yura
Vice President
Regulation and Rates

Mailing Address
Mail Code B10B
Pacific Gas and Electric Company
P.O. Box 770000
San Francisco, CA 94177

Fax: 415.973.6520

October 29, 2010

Advice 3632-E-A
(Pacific Gas and Electric Company ID U39 E)

Public Utilities Commission of the State of California

Subject: Supplemental Filing for the Contract for Procurement of Renewable Energy Resources Resulting From PG&E's Wind Energy Purchase Agreement With Barclays Bank PLC

Pacific Gas and Electric Company ("PG&E") hereby submits to the California Public Utilities Commission ("Commission" or "CPUC") a supplemental filing for Advice Letter 3632-E ("Advice Letter") dated March 12, 2010.¹ The Advice Letter submitted an Agreement comprised of a Confirmation to the existing Edison Electric Institute ("EEI") master power purchase and sale agreement, as amended, between PG&E and Barclays Bank PLC ("Barclays"). The Commission's approval of the Agreement will authorize PG&E to accept deliveries of approximately 33 gigawatt hours ("GWh") per year of Renewables Portfolio Standard ("RPS")-eligible energy. The RPS-eligible energy consists of energy and Green Attributes from the Nine Canyon Wind Phase III facility in Washington (the "Project"). The Project is currently operational and has been certified by the California Energy Commission ("CEC") as an eligible renewable energy resource ("ERR"). The Advice Letter is currently pending approval by the Commission.

PG&E and Barclays recently agreed to amend and restate the Agreement (the "Amended and Restated Agreement"). PG&E had requested a Commission resolution on the Advice Letter by August 2010. Given that a resolution was not issued by this date, PG&E and Barclays agreed to amend certain terms of the Agreement, including the termination provision and provisions related to delivery payment timing. The Amended and Restated Agreement also contains provisions that conform exactly to the "non modifiable" terms

¹ Supplements to Advice Letters are authorized by General Order 96-B, Section 7.5.1. Due to the limited scope of PG&E's supplemental information, this filing should not re-open the protest period or delay the effective date of the advice letter.

set forth in Decision (“D.”) 10-03-021 and in previous decisions, including D.07-11-025, D.08-04-009, and D.08-08-028.² PG&E is aware that a proposed decision modifying D.10-03-021 is currently before the Commission. The amendments to the original Agreement are described in more detail in Confidential Appendix C.

The following table sets forth the specific page and section number where the Commission’s non-modifiable terms are located in the Amended and Restated Agreement:

Non-Modifiable Term	Agreement Section/Title	Agreement Page No.
STC 1: CPUC Approval	Additional Transaction Terms – Definitions	See STC REC-3 below
STC 2: RECs and Green Attributes		
<ul style="list-style-type: none"> • Definition of Green Attributes 	Additional Transaction Terms – Definitions	11
<ul style="list-style-type: none"> • Conveyance of Green Attributes 	Seller’s Conveyance of Green Attributes	5
STC 6: Eligibility	Additional Transaction Terms – Eligibility	15
STC 17: Applicable Law	Additional Transaction Terms – Governing Law	17-18
STC REC-1 Transfer of renewable energy credits	Additional Transaction Terms – REC Eligibility	16
STC REC-2 Tracking of RECs in WREGIS	WREGIS – subsection (i)	7
STC REC-3: CPUC Approval	Additional Transaction Terms – Definitions	10

Effective Date

² Compare D.10-03-021 at C1 to C2 (App. C) with Appendix A. Although not included in Appendix C to the RECs Decision as a “new or revised” standard term and condition, the RECs Decision requires RECs-only PPAs to include the existing STC 17 regarding governing law. See D.10-03-021 at 78. The non-modifiable STC 17 was included in the original Agreement.

PG&E requests that this supplemental filing become effective concurrent with Advice Letter 3632-E.

Request for Confidential Treatment

In support of this supplemental filing, PG&E has provided the following confidential information. This information is being submitted in the manner directed by D.08-04-023 and the August 22, 2006, Administrative Law Judge's Ruling Clarifying Interim Procedures for Complying with D.06-06-066 to demonstrate the confidentiality of the material and to invoke the protection of confidential utility information provided under either the terms of the IOU Matrix, Appendix 1 of D.06-06-066 and Appendix C of D.08-04-023, or General Order 66-C. A separate Declaration Seeking Confidential Treatment is being filed concurrently with this supplemental filing.

Confidential Attachments:

Appendix A – Amended and Restated Agreement between PG&E and Barclays

Appendix B – Redlined Comparison of Amended and Restated Agreement with Original Agreement filed in Advice Letter 3632-E

Appendix C – Amended and Restated Terms and Conditions Explained

Request for Commission Approval

PG&E requests that the Commission approve the Amended and Restated Agreement, described in Advice Letter 3632-E and in this supplemental filing.

Protests

The protest and comment period for the Agreement should not be re-opened due to the limited scope of this update.

Notice

In accordance with General Order 96-B, Section IV, a copy of this advice letter, excluding the confidential appendix, is being sent electronically and via U.S. mail to parties shown on the attached list and the service list for R.08-08-009, R.06-02-012, and R.08-02-007. Non-market participants who are members of PG&E's Procurement Review Group and have signed appropriate Non-Disclosure Certificates will also receive

the advice letter and accompanying confidential attachments by overnight mail. Address changes to the General Order 96-B service list should be directed to PGETariffs@pge.com. For changes to any other service list, please contact the Commission's Process Office at (415) 703-2021 or at Process_Office@cpuc.ca.gov. Advice letter filings can also be accessed electronically at: <http://www.pge.com/tariffs>.



Vice President – Regulation and Rates

cc: Service List for R.08-08-009
Service List for R.06-02-012
Service List for R.08-02-007
Paul Douglas - Energy Division
Sean Simon – Energy Division

Attachments

Limited Access to Confidential Material:

The portions of this supplemental filing marked Confidential Protected Material are submitted under the confidentiality protections of Sections 583 and 454.5(g) of the Public Utilities Code and General Order 66-C. This material is protected from public disclosure because it consists of, among other items, the contracts, price information, and analysis of the proposed RPS contracts, which are protected pursuant to D.06-06-066 and D.08-04-023. A separate Declaration Seeking Confidential Treatment regarding the confidential information is filed concurrently herewith.

Confidential Attachment:

Appendix A – Amended and Restated Agreement between PG&E and Barclays

Appendix B – Redlined Comparison of Amended and Restated Agreement with Original Agreement filed in Advice Letter 3632-E

Appendix C – Amended and Restated Terms and Conditions Explained

CALIFORNIA PUBLIC UTILITIES COMMISSION

ADVICE LETTER FILING SUMMARY ENERGY UTILITY

MUST BE COMPLETED BY UTILITY (Attach additional pages as needed)

Company name/CPUC Utility No. **Pacific Gas and Electric Company (ID U39 M)**

Utility type:

ELC GAS
 PLC HEAT WATER

Contact Person: David Poster and Linda Tom-Martinez

Phone #: (415) 973-1082 and (415) 973-4612

E-mail: dxpu@pge.com and lmt1@pge.com

EXPLANATION OF UTILITY TYPE

ELC = Electric GAS = Gas
 PLC = Pipeline HEAT = Heat WATER = Water

(Date Filed/ Received Stamp by CPUC)

Advice Letter (AL) #: **3632-E-A**

Tier: **3**

Subject of AL: **Supplemental Filing for the Contract for Procurement of Renewable Energy Resources Resulting From PG&E's Wind Energy Purchase Agreement With Barclays Bank PLC**

Keywords (choose from CPUC listing): Contracts, Portfolio

AL filing type: Monthly Quarterly Annual One-Time Other _____

If AL filed in compliance with a Commission order, indicate relevant Decision/Resolution #:

Does AL replace a withdrawn or rejected AL? If so, identify the prior AL: No

Summarize differences between the AL and the prior withdrawn or rejected AL: _____

Is AL requesting confidential treatment? If so, what information is the utility seeking confidential treatment for: Yes. See the attached matrix that identifies all of the confidential information.

Confidential information will be made available to those who have executed a nondisclosure agreement: Yes No All members of PG&E's Procurement Review Group who have signed nondisclosure agreements will receive the confidential information.

Name(s) and contact information of the person(s) who will provide the nondisclosure agreement and access to the confidential information: Michael Avidan (415) 973-4858

Resolution Required? Yes No

Requested effective date: **Concurrent with Approval of 3632-E**

No. of tariff sheets: N/A

Estimated system annual revenue effect (%): N/A

Estimated system average rate effect (%): N/A

When rates are affected by AL, include attachment in AL showing average rate effects on customer classes (residential, small commercial, large C/I, agricultural, lighting).

Tariff schedules affected: N/A

Service affected and changes proposed¹: N/A

Pending advice letters that revise the same tariff sheets: N/A

Protests, dispositions, and all other correspondence regarding this AL are due no later than 20 days after the date of this filing, unless otherwise authorized by the Commission, and shall be sent to:

CPUC, Energy Division

Tariff Files, Room 4005

DMS Branch

505 Van Ness Ave.,

San Francisco, CA 94102

jnj@cpuc.ca.gov and mas@cpuc.ca.gov

Pacific Gas and Electric Company

Attn: Jane Yura

Vice President, Regulation and Rates

77 Beale Street, Mail Code B10B

P.O. Box 770000

San Francisco, CA 94177

E-mail: PGETariffs@pge.com

**DECLARATION OF MICHAEL AVIDAN
SEEKING CONFIDENTIAL TREATMENT
FOR CERTAIN DATA AND INFORMATION CONTAINED IN ADVICE LETTER
3632-E-A
(PACIFIC GAS AND ELECTRIC COMPANY - U 39 E)**

I, Michael Avidan declare:

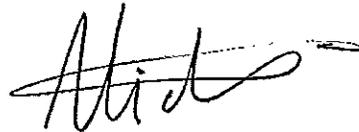
1. I am presently employed by Pacific Gas and Electric Company ("PG&E") and have been an employee since 2008. I am a Principal in the Renewable Transactions Group in the Energy Procurement department within Pacific Gas and Electric Company (PG&E). I am responsible for negotiating renewable power purchase agreements. In carrying out these responsibilities, I have acquired knowledge of such sellers in general and, based on my experience in dealing with facility owners and operators, I am familiar with the types of data and information about their operations that such owners and operators consider confidential and proprietary.

2. Based on my knowledge and experience, and in accordance with Decision ("D.") 08-04-023 and the August 22, 2006 the "Administrative Law Judge's Ruling Clarifying Interim Procedures for Complying with Decision 06-06-066," I make this declaration seeking confidential treatment of Appendices A, B, and C to Advice Letter 3632-E-A submitted on October 29, 2010. By this Advice Letter, PG&E is seeking this Commission's approval of an Amended and Restated Agreement that PG&E has executed with Barclays Bank PLC.

3. Attached to this declaration is a matrix identifying the data and information for which PG&E is seeking confidential treatment. The matrix specifies that the material PG&E is seeking to protect constitutes the particular type of data and information listed in Appendix 1 of D. 06-06-066 and Appendix C of D. 08-04-023 ("the IOU Matrix"), or constitutes information that should be protected under General Order 66-C. The matrix also specifies the category or

categories in the IOU Matrix to which the data and information corresponds (where applicable), and why confidential protection is justified. Finally, the matrix specifies that: (1) that PG&E is complying with the limitations specified in the IOU Matrix for that type of data or information (where applicable); (2) that the information is not already public; and (3) that the data cannot be aggregated, redacted, summarized or otherwise protected in a way that allows partial disclosure. By this reference, I am incorporating into this declaration all of the text in the attached matrix that is pertinent to this filing.

I declare under penalty of perjury, under the laws of the State of California that, to the best of my knowledge, the foregoing is true and correct. Executed on October 29, 2010, at San Francisco, California.

A handwritten signature in black ink, appearing to read "Michael Avidan", written over a horizontal line.

Michael Avidan

		PACIFIC GAS AND ELECTRIC COMPANY Advice Letter 3632-E-A October 28, 2010		IDENTIFICATION OF CONFIDENTIAL INFORMATION PER DECISION 06-06-066 AND DECISION 08-04-023			
Redaction Reference	1) The material submitted constitutes a particular type of data listed in the Matrix, appended as Appendix 1 to D.06-06-066 and Appendix C to D.08-04-023 (Y/N)	2) Which category or categories in the Matrix the data correspond to:	3) That it is complying with the limitations on confidentiality specified in the Matrix for that type of data (Y/N)	4) That the information is not already public (Y/N)	5) The data cannot be aggregated, redacted, summarized, masked or otherwise protected in a way that allows partial disclosure (Y/N)	PG&E's Justification for Confidential Treatment	Length of Time
1 Document: Advice Letter 3632-E-A							
7 Appendix A	Y	Item VII (G) Renewable Resource Contracts under RPS program - Contracts without SEPs.	Y	Y	Y	This Appendix contains the Amended and Restated Agreement. Disclosure of the Agreement would provide valuable market sensitive information to competitors. Since negotiations are still in progress with bidders from the 2005, 2006, 2007, 2008, and 2009 solicitations and with other counterparties, this information should remain confidential. Release of this information would be damaging to negotiations. Furthermore, the counterparty to the Agreement has an expectation that the terms of the Agreement will remain confidential pursuant to confidentiality provisions in the Agreement	Remain confidential for three years
7 Appendix B	Y	Item VII (G) Renewable Resource Contracts under RPS program - Contracts without SEPs.	Y	Y	Y	This Appendix contains the redlined comparison of the Amended and Restated Agreement. Disclosure of the Agreement would provide valuable market sensitive information to competitors. Since negotiations are still in progress with bidders from the 2005, 2006, 2007, 2008, and 2009 solicitations and with other counterparties, this information should remain confidential. Release of this information would be damaging to negotiations. Furthermore, the counterparty to the Agreement has an expectation that the terms of the Agreement will remain confidential pursuant to confidentiality provisions in the Agreement	Remain confidential for three years
5 Appendix C	Y	Item VII (G) Renewable Resource Contracts under RPS program - Contracts without SEPs. Item VII (un-numbered category following VII (G)) Score sheets, analyses, evaluations of proposed RPS projects. Item VIII (A) Bid information and B) Specific quantitative analysis involved in scoring and evaluation of participating bids. General Order 66-C.	Y	Y	Y	This Appendix discusses the terms of the Agreement. Disclosure of this information would provide valuable market sensitive information to competitors. Since negotiations are still in progress with bidders from the 2005, 2006, 2007, 2008, and 2009 solicitations and with other counterparties, this information should remain confidential. Release of this information would be damaging to negotiations. Furthermore, the counterparties to the Agreement have an expectation that the terms of the Agreement will remain confidential pursuant to confidentiality provisions in the PPA. It is in the public interest to treat such information as confidential because if such information were made public, it would put the counterparty at a business disadvantage, could create a disincentive to do business with PG&E and other regulated utilities, and could have a damaging effect on current and future negotiations with other counterparties.	For information covered under Item VII (G) and Item VII (un-numbered category following VII (G)), remain confidential for three years For information covered under Item VIII (A), remain confidential until after final contracts submitted to CPUC for approval. For information covered under Item VIII (B), remain confidential for three years after winning bidders selected. For information covered under General Order 66-C, remain confidential.

**PG&E Gas and Electric
Advice Filing List
General Order 96-B, Section IV**

Alcantar & Kahl LLP	Dept of General Services	North Coast SolarResources
Ameresco	Division of Business Advisory Services	Northern California Power Association
Anderson & Poole	Douglass & Liddell	Occidental Energy Marketing, Inc.
Arizona Public Service Company	Downey & Brand	OnGrid Solar
BART	Duke Energy	Praxair
Barkovich & Yap, Inc.	Dutcher, John	R. W. Beck & Associates
Bartle Wells Associates	Economic Sciences Corporation	RCS, Inc.
Bloomberg	Ellison Schneider & Harris LLP	Recurrent Energy
Bloomberg New Energy Finance	Foster Farms	SCD Energy Solutions
Boston Properties	G. A. Krause & Assoc.	SCE
Braun Blaising McLaughlin, P.C.	GLJ Publications	SMUD
	Goodin, MacBride, Squeri, Schlotz & Ritchie	SPURR
Brookfield Renewable Power	Green Power Institute	San Francisco Public Utilities Commission
CA Bldg Industry Association	Hanna & Morton	Santa Fe Jets
CLECA Law Office	Hitachi	Seattle City Light
CSC Energy Services	In House Energy	Sempra Utilities
California Cotton Ginners & Growers Assn	International Power Technology	Sierra Pacific Power Company
California Energy Commission	Intestate Gas Services, Inc.	Silicon Valley Power
California League of Food Processors	Lawrence Berkeley National Lab	Silo Energy LLC
California Public Utilities Commission	Los Angeles Dept of Water & Power	Southern California Edison Company
Calpine	Luce, Forward, Hamilton & Scripps LLP	Spark Energy, L.P.
Cardinal Cogen	MAC Lighting Consulting	Sunshine Design
Casner, Steve	MBMC, Inc.	Sutherland, Asbill & Brennan
Chris, King	MRW & Associates	Tabors Caramanis & Associates
City of Palo Alto	Manatt Phelps Phillips	Tecogen, Inc.
City of Palo Alto Utilities	McKenzie & Associates	Tiger Natural Gas, Inc.
Clean Energy Fuels	Merced Irrigation District	TransCanada
Coast Economic Consulting	Modesto Irrigation District	Turlock Irrigation District
Commercial Energy	Morgan Stanley	United Cogen
Consumer Federation of California	Morrison & Foerster	Utility Cost Management
Crossborder Energy	NLine Energy, Inc.	Utility Specialists
Davis Wright Tremaine LLP	NRG West	Verizon
Day Carter Murphy	Navigant Consulting	Wellhead Electric Company
Defense Energy Support Center	Norris & Wong Associates	Western Manufactured Housing Communities Association (WMA)
		eMeter Corporation
Department of Water Resources	North America Power Partners	