

**BEFORE THE IDAHO PUBLIC UTILITIES COMMISSION**

**IN THE MATTER OF IDAHO POWER ) CASE NO. IPC-E-22-14**  
**COMPANY’S APPLICATION FOR )**  
**AUTHORITY TO ISSUE AND SELL UP TO ) ORDER NO. 35420**  
**\$1,200,000,000 OF FIRST MORTGAGE )**  
**BONDS AND DEBT SECURITIES )**  
**)**

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On May 2, 2022, Idaho Power Company (“Company” or “Idaho Power”) applied to the Commission for an Order authorizing the Company to issue and sell bonds and debt securities with a total combined principal amount of up to \$1,200,000,000. The Company requested the authority be authorized through May 31, 2025.

Commission Staff (“Staff”) recommended that the Commission approve the requested authority on certain conditions. Having reviewed the record and all submitted materials, we issue this Order approving the Application as noted below.

**THE APPLICATION**

The Company is an Idaho-based public utility and electrical corporation. The Company sought authority to issue and sell, from time to time, up to: (a) \$1,200,000,000 aggregate principal amount of one or more series of first Mortgage Bonds, which may be designated as secured medium-term notes (“Bonds”); and (b) \$1,200,000,000 aggregate principal amount of one or more series of unsecured debt securities (“Debt Securities”). The total outstanding combined principal amount of the Bonds and Debt Securities would not exceed \$1,200,000,000. The Company requested Commission authority to issue and sell the Bonds and Debt Securities through May 31, 2025, to align with the anticipated three-year life of its shelf registration at the Securities Exchange Commission (“SEC”).

The Company would issue the Bonds under one or more supplemental indentures to the Company’s Indenture of Mortgage and Deed of Trust, dated as of October 1, 1937, as supplemented and amended, and would secure them equally with the Company’s other first Mortgage Bonds. The Company, its agents, and designated underwriters may sell the Bonds and Debt Securities by public sale or private placement. The type and terms of issuance would be determined at the time of issuance. A copy of the shelf registration, any Prospectus, Prospectus Supplements, Pricing Supplements, statement of net proceeds, and any agent information along

with all final documents would be filed with the Commission. The Company also requested continued authority to enter interest rate hedging arrangements with respect to the Bonds and Debt Securities, including treasury interest rate locks, treasury interest rate caps, treasury interest rate collars, treasury options, forward starting interest rate swaps, and swaptions.

The Company stated it would apply the net proceeds from selling the Bonds and Debt Securities for the acquisition of property; the construction, completion, extension, or improvement of its facilities; the improvement or maintenance of its service; the discharge or lawful refunding of its obligations; and for general corporate purposes. To the extent that the proceeds from selling the Bonds or Debt Securities were not immediately so used, they would be temporarily invested in short-term discounted or interest-bearing instruments.

A shelf registration at the SEC allows a company to issue debt in one or more series and to take advantage of attractive market conditions efficiently and rapidly. This allows issuances to be made at lower cost and still facilitate ongoing review. The Company's current shelf registration authority, approved by Commission Order No. 34302, dated April 10, 2019, in Case No. IPC-E-19-09, extends until May 31, 2022. The Company currently has \$190,000,000 remaining under the existing shelf authority. The Company asked that this authority remain in effect for 21 days following the date of the Commission's Order, when it would automatically expire if no petitions for reconsideration are received; provided, that the Company's total issuance authority under Order No. 34302 and under this Order would not exceed \$1,200,000,000 at any time. The Company's outstanding First Mortgage Bonds and unsecured senior debt are respectively rated A- and A3 by Moody's Investors Service, and A- and BBB by Standard & Poor's Rating Service.

#### **STAFF REVIEW AND RECOMMENDATION**

Staff reviewed the Company's Application and confirmed that the Company paid the fees required under *Idaho Code* § 61-901 *et seq.* Staff recommended the Commission grant the Company's Application. Staff also recommended the Commission continue to require the Company to file supplemental information if the Bonds and Unsecured Debt ratings fall below investment grade. Further, Staff recommended the Company continue to file copies of all documents as described above.

#### **COMMISSION FINDINGS AND DECISION**

The Company is an Idaho corporation with its principal office in Boise, Idaho. The Company is also an electric corporation as defined by *Idaho Code* § 61-119, and a public utility

as defined in *Idaho Code* § 61-129. The Commission has jurisdiction over this matter pursuant to Title 61 of the Idaho Code, including without limitation *Idaho Code* §§ 61-501, and 61-901 through 61-909.

Based on our review of the record, we find that the Company's Application reasonably conforms to Rules 141 through 150 of the Commission's Rules of Procedure (IDAPA 31.01.01.141-.150), and that the Company has paid all fees required by *Idaho Code* § 61-905.

We also find that the Company proposes to issue securities for lawful purposes under *Idaho Code* § 61-901, that the proposed issuance is within the Company's corporate powers. We find it reasonable to grant the Company's Application.

Our approval of the issuance is not a finding of fact nor a conclusion of law that the particular use to which these funds are to be put is approved by this Order. The issuance of an Order authorizing the proposed issuance does not constitute agency determination or approval of the type of financing or the related costs for ratemaking purposes. The Commission does not have before it for determination in this case and therefore does not determine the effect of issuance on rates to be charged by the Company for service to Idaho consumers.

### **ORDER**

IT IS HEREBY ORDERED that the Company's Application is granted. The Company is authorized to issue and sell, from time to time through May 31, 2025, up to: (a) \$1,200,000,000 aggregate principal amount of one or more series of the Bonds; and (b) \$1,200,000,000 aggregate principal amount of one or more series of the Debt Securities. The total outstanding combined principal amount of the Bonds and Debt Securities shall not exceed \$1,200,000,000. The Company may ask the Commission to extend this authorization by filing a letter with the Commission before the authority expires.

IT IS FURTHER ORDERED that the Company must notify the Commission by letter within seven (7) days (or as soon as possible, if the required information is not available within seven (7) days) before issuing the Bonds and/or Debt Securities of the likely range of interest rates and other terms for the securities, unless, in the case of Bonds, the Bonds are issued as medium-term notes.

IT IS FURTHER ORDERED that the Company must file a copy of the registration statement with the Commission, as promptly as possible after the Company files the registration statement with the SEC.

IT IS FURTHER ORDERED that the Company must file with the Commission, as promptly as possible after issuing each series of Bonds, a copy of the Prospectus Supplement showing the terms of the sale, and the names of the purchasers or underwriters or agents. If the Company issues Bonds designated as medium-term notes, the Company's reporting requirements shall consist of filing with the Commission a copy of the Prospectus Supplement for the medium-term notes as filed with the SEC. The Company shall also file with the Commission a copy of the Pricing Supplements filed with the SEC, setting forth the specific terms and conditions for each issuance of the medium-term notes.

IT IS FURTHER ORDERED that the Company must file with the Commission, as promptly as possible after issuing each series of Debt Securities, a copy of the Prospectus Supplement showing the terms of the sale, and the names of the purchasers, underwriters or agents.

IT IS FURTHER ORDERED that the Company's existing authority to issue bonds and debt securities, as specified in Commission Order No. 34302 in Case No. IPC-E-19-09, will extend for a period of twenty-one (21) days from the service date of this order, at which time the existing authority under Order No. 34302 will automatically expire if no petition(s) for reconsideration have been filed in this case.

IT IS FURTHER ORDERED that the Company will provide written notice to the Commission in this case if its First Mortgage Bond credit ratings fall below Baa3 for Moody's Investors Service or BBB- for Standard & Poor's Ratings Services.

IT IS FURTHER ORDERED that the authorization set forth in this Order is without prejudice to the Commission's authority over rates, utility capital structure, service accounts, valuation, estimates for determination of cost, or any other matter that may come before the Commission under its jurisdiction and authority as provided by law.

IT IS FURTHER ORDERED that nothing in this Order and no provisions of Chapter 9, Title 61, Idaho Code, or any act or deed done or performed in connection with this Order shall be construed to obligate the State of Idaho to pay or guarantee in any manner whatsoever any security authorized, issued, assumed, or guaranteed under the provisions of Chapter 9, Title 61 Idaho Code.

IT IS FURTHER ORDERED that issuance of this Order does not constitute acceptance of the Company's exhibits or other material accompanying the Application for any purpose other than the issuance of this Order.

THIS IS A FINAL ORDER. Any person interested in this Order may petition for reconsideration within 21 days of the service date of this Order. Within seven days after any person has petitioned for reconsideration, any other person may cross-petition for reconsideration. *See Idaho Code* § 61-626.

DONE by Order of the Idaho Public Utilities Commission at Boise, Idaho this 31<sup>st</sup> day of May 2022.



ERIC ANDERSON, PRESIDENT

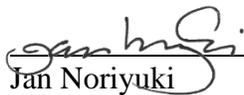


JOHN CHATBURN, COMMISSIONER



JOHN R. HAMMOND JR., COMMISSIONER

ATTEST:



Jan Noriyuki  
Commission Secretary

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