



IDAHO POWER COMPANY  
P.O. BOX 70  
BOISE, IDAHO 83707

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PATRICK A. HARRINGTON  
Attorney

December 8, 2003

Idaho Public Utilities Commission  
Office of the Secretary  
RECEIVED

DEC - 9 2003

Boise, Idaho

Ms. Jean D. Jewell  
Secretary  
Idaho Public Utilities Commission  
Statehouse  
Boise, Idaho 83720

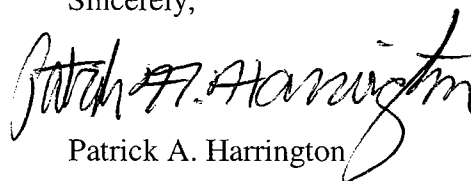
Re: In the Matter of the Application of Idaho Power Company for an order authorizing the issuance and sale of up to \$40,000,000 of Common Stock  
Case No. IPC-E-03- 18

Dear Ms. Jewell:

Enclosed herewith for filing with the Commission are five (5) copies of Attachment II, Financial Statements, to the above referenced application

Please contact me at 388-2878 if you have any questions regarding this filing.

Sincerely,



Patrick A. Harrington

c: D.T. Anderson  
D.C. Gribble  
Terri Carlock

Idaho Public Utilities Commission  
Office of the Secretary  
RECEIVED

DEC - 9 2003

Boise, Idaho

# ATTACHMENT I(d)

# ATTACHMENT I(a)

IDAHO POWER COMPANY  
BALANCE SHEET  
As of September 30, 2003

ASSETS

	<u>Actual</u>	<u>Adjustments</u>	<u>After Adjustments</u>
Electric Plant :			
In service (at original cost).....	\$ 3,164,211,851	\$	\$ 3,164,211,851
Accumulated provision for depreciation.....	(1,363,764,942)	<u>                    </u>	(1,363,764,942)
In service - Net.....	1,800,446,909		1,800,446,909
Construction work in progress.....	106,930,302		106,930,302
Held for future use.....	2,704,480	<u>                    </u>	2,704,480
Electric plant - Net.....	<u>1,910,081,691</u>	<u>                    </u>	<u>1,910,081,691</u>
Investments and Other Property:			
Nonutility property.....	828,832		828,832
Investment in subsidiary companies .....	22,748,173		22,748,173
Other.....	<u>20,946,910</u>	<u>                    </u>	<u>20,946,910</u>
Total investments and other property.....	<u>44,523,915</u>	<u>                    </u>	<u>44,523,915</u>
Current Assets:			
Cash and cash equivalents (A).....	5,219,707	40,000,000	45,219,707
Receivables:			
Customer.....	49,832,045		49,832,045
Allowance for uncollectible accounts.....	(1,312,080)		(1,312,080)
Notes.....	4,908,799		4,908,799
Employee notes .....	8,112,567		8,112,567
Related party.....	24,565,274		24,565,274
Other.....	1,273,275		1,273,275
Accrued unbilled revenues.....	28,455,783		28,455,783
Materials and supplies (at average cost).....	20,626,198		20,626,198
Fuel stock (at average cost).....	4,386,663		4,386,663
Prepayments.....	28,487,726		28,487,726
Regulatory assets .....	<u>7,017,311</u>	<u>                    </u>	<u>7,017,311</u>
Total current assets.....	<u>181,573,268</u>	<u>40,000,000</u>	<u>221,573,268</u>
Deferred Debits:			
American Falls and Milner water rights.....	31,585,000		31,585,000
Company owned life insurance.....	35,748,353		35,748,353
Regulatory assets associated with income taxes.....	317,526,848		317,526,848
Regulatory assets - PCA.....	74,841,621		74,841,621
Regulatory assets - other.....	32,592,245		32,592,245
Other.....	<u>51,893,581</u>	<u>                    </u>	<u>51,893,581</u>
Total deferred debits.....	<u>544,187,648</u>	<u>                    </u>	<u>544,187,648</u>
Total.....	<u>\$ 2,680,366,522</u>	<u>\$ 40,000,000</u>	<u>\$ 2,720,366,522</u>

(A) See Statement of Adjusting Journal Entries.

The accompanying Notes to Financial Statements are an integral part of this statement

IDAHO POWER COMPANY  
BALANCE SHEET  
As of September 30, 2003

CAPITALIZATION AND LIABILITIES

	Common Shares Authorized	Common Shares Outstanding	Actual	Adjustments	After Adjustments
Equity Capital:	50,000,000	37,612,351			
Common stock (A).....			\$ 94,030,878	\$ 40,000,000	\$ 134,030,878
Preferred stock.....			52,483,600		52,483,600
Premium on capital stock.....			362,057,833		362,057,833
Capital stock expense.....			(2,688,806)		(2,688,806)
Retained earnings.....			317,628,113		317,628,113
Accumulated other comprehensive income.....			(4,734,300)		(4,734,300)
Total equity capital.....			<u>818,777,318</u>	<u>40,000,000</u>	<u>858,777,318</u>
Long-Term Debt:					
First mortgage bonds.....			680,000,000		680,000,000
Pollution control revenue bonds.....			170,460,000		170,460,000
Other long-term debt.....			1,048,211		1,048,211
American Falls bond and Milner note guarantees.....			31,585,000		31,585,000
Unamortized discount on long-term debt (Dr).....			(2,257,525)		(2,257,525)
Total long-term debt.....			<u>880,835,686</u>		<u>880,835,686</u>
Current Liabilities:					
Long-term debt due within one year.....			50,076,844		50,076,844
Notes payable.....			14,000,000		14,000,000
Accounts payable.....			38,309,746		38,309,746
Notes and accounts payable to related parties.....			8,582,163		8,582,163
Taxes accrued.....			94,744,394		94,744,394
Interest accrued.....			21,571,449		21,571,449
Deferred income taxes.....			6,785,252		6,785,252
Other.....			16,756,874		16,756,874
Total current liabilities.....			<u>250,826,722</u>		<u>250,826,722</u>
Deferred Credits:					
Regulatory liabilities associated with accumulated deferred investment tax credits.....			67,328,486		67,328,486
Deferred income taxes.....			526,411,489		526,411,489
Regulatory liabilities associated with income taxes.....			40,745,235		40,745,235
Regulatory liabilities-other.....			6,052,626		6,052,626
Other.....			89,388,960		89,388,960
Total deferred credits.....			<u>729,926,796</u>		<u>729,926,796</u>
Total.....			<u>\$ 2,680,366,522</u>	<u>\$ 40,000,000</u>	<u>\$ 2,720,366,522</u>

(A) See Statement of Adjusting Journal Entries.

The accompanying Notes to Financial Statements are an integral part of this statement

IDAHO POWER COMPANY  
STATEMENT OF ADJUSTING JOURNAL ENTRIES  
As of September 30, 2003  
Giving Effect to the Proposed issuance of  
Common Stock

Entry No. 1

Cash.....	\$	40,000,000	
Common Stock.....			\$ 40,000,000
Premium on Capital Stock.....			

To record the proposed issuance of common stock.  
(Number of shares to be issued to be determined and  
allocation between Common Stock and Premium on  
Capital Stock will be made at that time).

IDAHO POWER COMPANY  
NOTES TO FINANCIAL STATEMENTS  
As of September 30, 2003

1. Property Plant and Equipment:

The cost of utility plant in service represents the original cost of contracted services, direct labor and material, allowance for funds used during construction and indirect charges for engineering, supervision and similar overhead items. Maintenance and repairs of property and replacements and renewals of items determined to be less than units of property are expensed to operations. Repair and maintenance costs associated with planned major maintenance are recorded as these costs are incurred. For utility property replaced or renewed, the original cost plus removal cost less salvage is charged to accumulated provision for depreciation, while the cost of related replacements and renewals is added to property, plant and equipment.

2. Depreciation:

All utility plant in service is depreciated using the straight-line method at rates approved by regulatory authorities.

3. Revenues:

In order to match revenues with associated expenses, Idaho Power Company (IPC) accrues unbilled revenues for electric services delivered to customers but not yet billed at month-end.

4. Cash and Cash Equivalents:

Cash and cash equivalents include cash on hand and highly liquid temporary investments with maturity dates at date of acquisition of three months or less.

5. Regulation of Utility Operations:

IPC follows Statement of Financial Accounting Standards (SFAS) 71, "Accounting for the Effects of Certain Types of Regulation," and its financial statements reflect the effects of the different rate making principles followed by the various jurisdictions regulating IPC. The economic effects of regulation can result in regulated companies recording costs that have been or are expected to be allowed in the ratemaking process in a period different from the period in which the cost would be charged to expense by an unregulated enterprise. When this occurs, costs are deferred as regulatory assets in the balance sheet and recorded as expenses in the periods when those same amounts are reflected in rates. Additionally, regulators can impose liabilities upon a regulated company for amounts previously collected from customers and for amounts that are expected to be refunded to customers (regulatory liabilities).

6. Management Estimates:

Management makes estimates and assumptions when preparing financial statements in conformity with accounting principles generally accepted in the United States of America. These estimates and assumptions affect the reported amounts of assets and liabilities and the disclosure of contingent assets and liabilities at the date of the financial statements, and the reported amounts of revenues and expenses during the reporting period. These estimates involve judgments with respect to, among other things, future economic factors that are difficult to predict and are beyond management's control. As a result, actual results could differ from those estimates.

7. Financing:

On March 14, 2003, IPC filed a \$300 million shelf registration statement that could be used for first mortgage bonds (including medium-term notes), unsecured debt and preferred stock. On May 8, 2003, IPC issued \$140 million of secured medium-term notes, which were divided into two series. The first was \$70 million First Mortgage Bonds 4.25% Series due 2013 and the second was \$70 million First Mortgage Bonds 5.50% Series due 2033. Proceeds were used to pay down IPC short-term borrowings incurred from the maturity and payment of \$80 million First Mortgage Bonds 6.40% Series due 2003 and the early redemption of \$80 million First Mortgage Bonds 7.50% Series due 2023, on May 1, 2003.

## NOTES TO FINANCIAL STATEMENTS (Continued)

At September 30, 2003, \$160 million remained available to be issued on this shelf registration statement.

At September 30, 2003, IPC had regulatory authority to incur up to \$250 million of short-term indebtedness. IPC has a \$200 million credit facility that expires on March 17, 2004. Under this facility IPC pays a facility fee on the commitment, quarterly in arrears, based on IPC's corporate credit rating. IPC's commercial paper may be issued up to the amounts supported by the bank credit facilities. At September 30, 2003, IPC's short-term borrowings totaled \$14 million.

On October 22, 2003, Humboldt County, Nevada issued, for the benefit of IPC, \$49.8 million Pollution Control Revenue Refunding Bonds (Idaho Power Company Project) Series 2003 due December 1, 2024. IPC borrowed the proceeds from the issuance pursuant to a Loan Agreement with Humboldt County and is responsible for payment of principal, premium, if any, and interest on the bonds. The bonds are secured, as to principal and interest, by IPC first mortgage bonds and as to principal and interest when due, by an insurance policy issued by Ambac Assurance Corporation. The bonds were issued in an auction rate mode under which the interest rate is reset every 35 days. The initial auction rate was set at 0.95 percent. Proceeds from this issuance together with other funds provided by IPC will be used to redeem the outstanding \$49.8 million Pollution Control Revenue Bonds (Idaho Power Company Project) 8.3% Series 1984 due 2014, which have been called for redemption on December 1, 2003, at 103%.

### 8. Income Taxes:

The liability method of computing deferred taxes is used on all temporary differences between the book and tax basis of assets and liabilities and deferred tax assets and liabilities are adjusted for enacted changes in tax laws or rates. Consistent with orders and directives of the Idaho Public Utilities Commission (IPUC), the regulatory authority having principal jurisdiction, IPC's deferred income taxes (commonly referred to as normalized accounting) are provided for the difference between income tax depreciation and straight-line depreciation computed using book lives on coal-fired generation facilities and properties acquired after 1980. On other facilities, deferred income taxes are provided for the difference between accelerated income tax depreciation and straight-line depreciation using tax guideline lives on assets acquired prior to 1981. Deferred income taxes are not provided for those income tax timing differences where the prescribed regulatory accounting methods do not provide for current recovery in rates. Regulated enterprises are required to recognize such adjustments as regulatory assets or liabilities if it is probable that such amounts will be recovered from or returned to customers in future rates.

The State of Idaho allows a three percent investment tax credit (ITC) upon certain qualifying plant additions. ITC's earned on regulatory assets are deferred and amortized to income over the estimated service lives of the related properties. Credits earned on non-regulated assets or investments are recognized in the year earned.

IPC uses an estimated annual effective tax rate to compute its provision for income taxes on an interim basis. IPC's effective tax rate for the nine months ended September 30, 2003 was 33.2 percent, compared with an effective tax rate of negative 12.0 percent for the nine months ended September 30, 2002. The increase in the 2003 estimated tax rate, compared with 2002, is due primarily to the adoption of a tax accounting method change during the third quarter of 2002 that provided a decrease to income tax expense of \$31 million. Had this benefit been excluded, the tax rate for the nine months ended September 30, 2002 would have been 33.6 percent.



## NOTES TO FINANCIAL STATEMENTS (Continued)

### 9. Allowance For Funds Used During Construction:

Allowance for Funds Used During Construction (AFDC) represents the cost of financing construction projects with borrowed funds and equity funds. While cash is not realized currently from such allowance, it is realized under the rate making process over the service life of the related property through increased revenues resulting from higher rate base and higher depreciation expense. The component of AFDC attributable to borrowed funds is included as a reduction to interest expense, while the equity component is included in other income.

### 10. Regulatory Issues:

#### **Wind Down of Energy Marketing**

IDACORP announced in 2002 that IE would wind down its energy marketing operations. In connection with the wind down, certain matters were identified that required resolution with the FERC and the IPUC. IE and IPC voluntarily contacted the FERC in September 2002 to discuss these matters.

The FERC matters have been resolved by the issuance of two FERC orders:

- On February 26, 2003, the FERC issued an order approving the assignment of certain wholesale power and transmission services agreements from IPC to IE. The FERC also found that IPC violated Section 203 of the FPA by assigning the agreements in June 2001 without seeking prior approval from the FERC. The FERC noted that noncompliance with Section 203 of the FPA may prompt the FERC in certain instances to impose remedies as a condition of its approval; however, no such remedies were imposed in this order.
- On May 16, 2003, the FERC issued an order approving a stipulation and consent agreement resolving issues regarding access to IPC's transmission system, IPC's noncompliance with Sections 203 and 205 of the FPA, standards of conduct and codes of conduct. The order provided for (1) the refund of \$0.3 million to certain counterparties associated with the inappropriate use of native load priority and for failure to obtain FERC approval prior to assigning certain contracts from IPC to IE, (2) the transfer of \$5.8 million in benefits from IE to IPC as the result of certain transactions between the affiliates that were not properly filed with the FERC and (3) the implementation of certain compliance and auditing programs to ensure future compliance with FERC requirements.

In an IPUC proceeding that has been underway since May 2001, IPC, the IPUC staff and several interested customer groups have been working to determine the appropriate compensation IE should provide to IPC for certain transactions between the affiliates. The IPUC has issued several orders since then regarding these matters. Order No. 28852 issued on September 28, 2001 covered the time period prior to February 2001. Order No. 29026 covered the time period from March 2001 through March 2002. The IPUC also approved IPC's ongoing hedging and risk management strategies in Order No. 29102 issued on August 28, 2002. This order formalized IPC's agreement to implement a number of changes to its existing practices for managing risk and initiating hedging purchases and sales. In the same order, the IPUC directed IPC to present a resolution or a status report to the IPUC on additional compensation due to the utility for the use of its transmission system and other capital assets by IE and any remaining transfer pricing issues. Status reports were filed with the IPUC on December 20, 2002, March 20, 2003 and May 13, 2003 and settlement discussions were initiated. The \$5.8 million in benefits related to the FERC settlement have been included in the Power Cost Adjustment (PCA) and credited to Idaho retail customers in accordance with the PCA methodology. The parties to the proceeding have reached a verbal agreement that an additional \$5.5 million will be flowed through the PCA mechanism to the Idaho retail customers from April 2003 through December 2005. This agreement is subject to approval by the IPUC. The settlement should resolve all remaining compensation issues.

## NOTES TO FINANCIAL STATEMENTS (Continued)

IDACORP and IPC do not believe that resolution of these transactions will have a material adverse effect on their consolidated financial positions, results of operations or cash flows.

### **Federal Energy Regulatory Commission**

As previously disclosed, the FERC filing made on May 14, 2001, with respect to the pricing of real-time energy transactions between IPC and IE, is still under review by the FERC. For the period June 2001 through March 2002, IE paid IPC approximately \$6 million, which was calculated based upon the pricing methodology for the entire period that was most favorable to IPC. This amount was credited to Idaho retail customers through the PCA. An additional \$1 million has been paid to IPC for the period April 2002 through July 2002 based upon the same pricing methodology. However, until the FERC takes final action on this filing, rates for real-time transactions between IE and IPC are subject to adjustment.

### **Oregon Public Utility Commission**

On April 29, 2003, the staff of the OPUC issued a report on trading activities during the western energy crisis in 2000-2001 by regulated utilities serving customers in Oregon including Portland General Electric, PacifiCorp and IPC. With respect to IPC, the report reviews positions IPC has taken at the FERC on trading strategies, the FERC proceeding on market manipulation and issues voluntarily disclosed by IE and IPC in September 2002 regarding affiliate transactions. The report acknowledges that IE and IPC have denied participating in the trading strategies. The staff report recommended that staff report back in 90 days regarding whether the OPUC should open a formal investigation of IPC. On June 12, 2003, the OPUC determined to suspend any further consideration of actions relating to IPC until after the IPUC and FERC concluded their reviews.

### **Deferred Power Supply Costs**

**Idaho:** IPC has a PCA mechanism that provides for annual adjustments to the rates charged to its Idaho retail customers. These adjustments, which historically have taken effect in May, are based on forecasts of net power supply expenses and the true-up of the prior year's forecast. During the year, 90 percent of the difference between the actual and forecasted costs is deferred with interest. The ending balance of this deferral, called a true-up, is then included in the calculation of the next year's PCA.

On April 15, 2003, IPC filed its 2003-2004 PCA with the IPUC, and, with a small adjustment to the filing, the rates were approved by the IPUC and became effective on May 16, 2003. As approved, IPC's rates have been adjusted to collect \$81 million above 1993 base rates, a \$114 million reduction from the 2002-2003 PCA.

**Oregon:** IPC is also recovering calendar year 2001 extraordinary power supply costs applicable to the Oregon jurisdiction. In two separate 2001 orders, the OPUC approved rate increases totaling six percent, which was the maximum annual rate of recovery allowed under Oregon state law at that time. These increases are recovering approximately \$2 million annually. The Oregon deferred balance was \$14 million as of September 30, 2003. During the 2003 Oregon legislative session, the maximum annual rate of recovery was raised to ten percent under certain circumstances. The higher recovery percentage may be requested by IPC in the spring of 2004.

NOTES TO FINANCIAL STATEMENTS (Continued)

IPC's deferred power supply costs consisted of the following at (in thousands of dollars):

	September 30, 2003	December 31, 2002
Oregon deferral	\$ 13,752	\$ 14,172
Idaho PCA power supply cost deferrals:		
Deferral during the 2003-2004 rate year	35,006	-
Deferral during the 2002-2003 rate year	-	8,910
Astaris load reduction agreement	-	27,160
Idaho PCA true-up awaiting recovery:		
Irrigation and small general service deferral for recovery in the 2003-2004 rate year	-	12,049
Industrial customer deferral for recovery in the 2003-2004 rate year	-	3,744
Remaining true-up authorized May 2002	-	74,253
Remaining true-up authorized May 2003	26,084	-
Total deferral	<u>\$ 74,842</u>	<u>\$ 140,288</u>

11. Other Accounting Policies:

Debt discount, expense and premium are being amortized over the terms of the respective debt issues.

# ATTACHMENT I(b)

## IDAHO POWER COMPANY

The following statement as to each class of the capital stock of applicant is as of September 30, 2003, the date of the balance sheet submitted with this application:

### Common Stock

- (1) Description - Common Stock, \$2.50 par value; 1 vote per share
- (2) Amount authorized - 50,000,000 shares (\$125,000,000 par value)
- (3) Amount outstanding - 37,612,351 shares
- (4) Amount held as reacquired securities - None
- (5) Amount pledged by applicant - None
- (6) Amount owned by affiliated corporations - All
- (7) Amount held in any fund - None

Applicant's Common Stock is held by IDACORP, Inc., the holding company of Idaho Power Company. IDACORP, Inc.'s Common Stock is registered (Pursuant to Section 12(b) of the Securities Exchange Act of 1934) and is listed on the New York and Pacific stock exchanges.

### 4% Preferred Stock

- (1) Description - 4% Preferred Stock, cumulative, \$100 par value; 20 votes per share
- (2) Amount authorized - 215,000 shares (\$21,500,000 par value)
- (3) Amount outstanding - 124,836 shares
- (4) Amount held as reacquired securities - None
- (5) Amount pledged by applicant - None
- (6) Amount owned by affiliated corporations - None
- (7) Amount held in any fund - None

Applicant's 4% Preferred Stock is registered as part of a class pursuant to Section 12(g) of the Securities Exchange Act of 1934.

### Series Serial Preferred Stock, \$100 Par Value

- (1) Description - 7.68% Series Serial Preferred Stock, cumulative, \$100 par value; 1 vote per share
- (2) Amount authorized - 150,000 shares (\$15,000,000 par value)
- (3) Amount outstanding - 150,000 shares
- (4) Amount held as reacquired securities - None
- (5) Amount pledged by applicant - None
- (6) Amount owned by affiliated corporations - None
- (7) Amount held in any fund - None

Applicant's 7.68% Series Serial Preferred Stock is registered as part of a class pursuant to Section 12(g) of the Securities Exchange Act of 1934.

Serial Preferred Stock, Without Par Value

- (1) Description - Serial Preferred Stock, without par value
- (2) Amount authorized - 3,000,000 shares  
Amount outstanding - Amount outstanding - 250,000 shares, 7.07% Series, cumulative,  
\$100 stated value, non-voting shares
- (4) Amount held as reacquired securities - None
- (5) Amount pledged by applicant - None
- (6) Amount owned by affiliated corporation - None
- (7) Amount held in any fund - None

Applicant's Serial Preferred Stock is registered as part of a class pursuant to Section 12(g) of the Securities Exchange Act of 1934.

Provisions of the Articles of Incorporation authorize the Board of Directors to fix dividend rates and redemption prices for the authorized but unissued Serial Preferred Stock.

For a full statement concerning the terms and provisions relating to the Common, 4% Preferred and Serial Preferred Stocks of Applicant, reference is made to the Applicant's Articles of Incorporation presently on file with the Commission.

IDAHO POWER COMPANY

The following statement as to funded debt of applicant is as of September 30, 2003, the date of the balance sheet submitted with this application.

First Mortgage Bonds

(1) Description	(3) Amount Outstanding
<b>FIRST MORTGAGE BONDS:</b>	
8 % Series due 2004, dated as of Mar 25, 1992, due Mar 15, 2004	50,000,000
5.83 % Series due 2005, dated as of Sep 9, 1998, due Sep 9, 2005	60,000,000
7.38 % Series due 2007, dated as of Dec 1, 2000, due Dec 1, 2007	80,000,000
7.20 % Series due 2009, dated as of Nov 23, 1999, due Dec 1, 2009	80,000,000
6.60 % Series due 2011, dated as of Mar 2, 2001, due Mar 2, 2011	120,000,000
4.75 % Series due 2012, dated as of Nov 15, 2002, due Nov 15, 2012	100,000,000
4.25 % Series due 2013, dated as of May 13, 2003, due October 1, 2013	70,000,000
6 % Series due 2032, dated as of Nov 15, 2002, due Nov 15, 2032	100,000,000
5.50 % Series due 2033, dated as of May 13, 2003, due April 1, 2033	70,000,000
	<b>\$730,000,000</b>

- (2) Amount authorized - Limited within the maximum of \$1,100,000,000 (or such other maximum amount as may be fixed by supplemental indenture) and by property, earnings, and other provisions of the Mortgage.
- (4) Amount held as reacquired securities - None
- (5) Amount pledged - None
- (6) Amount owned by affiliated corporations - None
- (7) Amount of sinking or other funds - None

For a full statement of the terms and provisions relating to the respective Series and amounts of applicant's outstanding First Mortgage Bonds above referred to, reference is made to the Mortgage and Deed of Trust dated as of October 1, 1937, and First to Thirty-Ninth Supplemental Indentures thereto, by Idaho Power Company to Deutsche Bank Trust Company Americas (formerly known as Bankers Trust Company) and R. G. Page (Stanley Burg, successor individual trustee), Trustees, presently on file with the Commission, under which said bonds were issued.

IDAHO POWER COMPANY

Pollution Control Revenue Bonds

(A) Variable Rate Series 2000 due 2027:

- (1) Description - Pollution Control Revenue Bonds, Variable Rate Series due 2027, Port of Morrow, Oregon, dated as of May 17, 2000, due February 1, 2027.
- (2) Amount authorized - \$4,360,000
- (3) Amount outstanding - \$4,360,000
- (4) Amount held as reacquired securities - None
- (5) Amount pledged - None
- (6) Amount owned by affiliated corporations - None
- (7) Amount in sinking or other funds - None

(B) 8.30% Series 1984 due 2014:

- (1) Description - Pollution Control Revenue Bonds, 8.30% Series due 2014, County of Humboldt, Nevada, dated as of December 20, 1984 due December 1, 2014 (secured by First Mortgage Bonds, Pollution Control Series A)
- (2) Amount authorized - \$49,800,000
- (3) Amount outstanding - \$49,800,000
- (4) Amount held as reacquired securities - None
- (5) Amount pledged - None
- (6) Amount owned by affiliated corporations - None
- (7) Amount in sinking or other funds - None

(C) 6.05% Series 1996A due 2026:

- (1) Description - Pollution Control Revenue Bonds, 6.05% Series 1996A due 2026, County of Sweetwater, Wyoming, dated as of July 15, 1996, due July 15, 2026
- (2) Amount authorized - \$68,100,000
- (3) Amount outstanding - \$68,100,000
- (4) Amount held as reacquired securities - None
- (5) Amount pledged - None
- (6) Amount owned by affiliated corporations - None
- (7) Amount in sinking or other funds - None

(D) Variable Rate Series 1996B due 2026:

- (1) Description - Pollution Control Revenue Bonds, Variable Rate 1996B Series due 2026, County of Sweetwater, Wyoming, dated as of July 15, 1996, due July 15, 2026.
- (2) Amount authorized - \$24,200,000
- (3) Amount outstanding - \$24,200,000
- (4) Amount held as reacquired securities - None
- (5) Amount pledged - None
- (6) Amount owned by affiliated corporations - None
- (7) Amount in sinking or other funds - None



## IDAHO POWER COMPANY

### Pollution Control Revenue Bonds

(E) Variable Rate Series 1996C due 2026:

- (1) Description - Pollution Control Revenue Bonds, Variable Rate 1996C Series due 2026, County of Sweetwater, Wyoming, dated as of July 15, 1996, due July 15, 2026.
- (2) Amount authorized - \$24,000,000
- (3) Amount outstanding - \$24,000,000
- (4) Amount held as reacquired securities - None
- (5) Amount pledged - None
- (6) Amount owned by affiliated corporations - None
- (7) Amount in sinking or other funds - None

For a full statement of the terms and provisions relating to the outstanding Pollution Control Revenue Bonds above referred to, reference is made to (A) copies of Trust Indenture by Port of Morrow, Oregon, to the Bank One Trust Company, N. A., Trustee, and Loan Agreement between Port of Morrow, Oregon and Idaho Power Company, both dated May 17, 2000, under which the Variable Rate Series 2000 bonds were issued, (B) copies of Loan Agreement between Idaho Power Company and Humboldt County, Nevada; Indenture of Trust between Humboldt County, Nevada and Morgan Guaranty Trust Company of New York; Escrow Agreement between Humboldt County, Nevada and Bankers Trust Company and Idaho Power Company; Placement Agreement between Humboldt County, Nevada and Bankers Trust Company; all dated December 1, 1984; agreement among Idaho Power Company, Bankers Trust Company, as Remarketing Agent, Goldman, Sachs & Co., and Kidder, Peabody & Co. Inc. dated May 20, 1986; Pledge Agreement between Idaho Power Company and Morgan Guaranty Trust Company of New York dated May 1, 1986; under which the 8.30% Series bonds were issued and (C) (D) (E) copies of Indentures of Trust by Sweetwater County, Wyoming, to the First National Bank of Chicago, Trustee, and Loan Agreements between Idaho Power Company and Sweetwater County, Wyoming, all dated July 15, 1996, under which the 6.05% Series 1996A bonds, Variable Rate Series 1996B bonds and Variable Rate Series 1996C bonds were issued.

IDAHO POWER COMPANY

Rural Electrification Association Notes

(A) 2.0% and 5.0% Series due 1998-2023:

- (1) Description - REA Notes, 2.0% and 5.0% interest rate with various maturity dates (secured by property).
- (2) Amount authorized - Various Amounts
- (3) Amount outstanding - \$1,125,055
- (4) Amount held as reacquired securities - None
- (5) Amount pledged - None
- (6) Amount owned by affiliated corporations - None
- (7) Amount in sinking or other funds - None

For a full statement of the terms and provisions relating to the outstanding Rural Electrification Association Notes above referred to, reference is made to the Restated Mortgage and Security Agreement dated as of May 1, 1992, and Agreement between the United States of America and Idaho Power Company dated May 1, 1992.

# ATTACHMENT I(c)

## IDAHO POWER COMPANY

### Commitments and Contingent Liabilities:

IPC is currently purchasing energy from 67 on-line cogeneration and small power production facilities with contracts ranging from one to 30 years. Under these contracts IPC is required to purchase all of the output from these facilities. During the year ended December 31, 2002, IPC purchased 692,414 MWh at a cost of \$44 million.

From time to time IPC is a party to various other legal claims, actions and complaints not discussed below. IPC believes that it has defenses to all lawsuits and legal proceedings in which it is a defendant and will vigorously defend against them although IPC is unable to predict with certainty whether or not it will ultimately be successful. However, based on its evaluation, IPC believes that the resolution of these matters will not have a material adverse effect on its consolidated financial position, results of operations or cash flows.

### **Legal Proceedings**

**Truckee-Donner Public Utility District:** In 2002, IE received notice from the Truckee-Donner Public Utility District (Truckee), located in California, asserting that IE was in purported breach of, and that Truckee has the right to renegotiate certain terms of, the Agreement for the Sale and Purchase of Firm Capacity and Energy in place between the two entities. Generally, the terms of the contract provide for IE to sell to Truckee 10 MW light load energy and 20 MW heavy load energy for the term January 1, 2002 through December 31, 2002 at \$72 per MWh and 25 MW flat energy for the term January 1, 2003 through December 31, 2009 at \$72 per MWh.

On May 30, 2002, IE filed a lawsuit against Truckee in the Idaho State District Court in and for the County of Ada. This lawsuit was later removed to the United States District Court for the District of Idaho.

On July 23, 2002, Truckee filed a complaint against IPC, IE and IDACORP with the FERC seeking relief under its long-term power contract for the purchase of wholesale electric power from IPC and IE.

On January 3, 2003, the companies and Truckee reached a settlement of all proceedings pending between the parties. Pursuant to the settlement, Truckee paid IE \$26 million in April 2003. Incident to the settlement, IE also entered into an Interim Power Sales Agreement with Truckee that replaced the original long-term power contract and ended on March 31, 2003.

**United Systems, Inc., f/k/a Commercial Building Services, Inc.:** On March 18, 2002, United Systems, Inc. (United Systems) filed a complaint in Idaho State District Court in and for the County of Ada against IDACORP Services Co., a subsidiary of IDACORP, dba IDACORP Solutions. United Systems is a heating, ventilation, refrigeration and plumbing contracting company that entered into a contract with IDACORP Services in December 2000.

Under the terms of the contract, IDACORP Services authorized United Systems to do business as "IDACORP Solutions." The contract was to be effective from January 2001 through December 2005.

In November 2001, IDACORP Services notified United Systems that IDACORP Services was terminating the contract for convenience. The contract allowed for such termination but required the terminating party to compensate the other party for all costs incurred in preparation for, and in performance of the contract, and for reasonable net profit for the remaining term of the contract. United Systems claims \$7 million in net profits lost and costs incurred.

IDACORP Services asserts that termination related compensation owed to United Systems, if any, is substantially less than the amount claimed by United Systems.

On August 8, 2002, United Systems filed an amended complaint adding IDACORP, IE and IPC as additional defendants claiming they should be held jointly and severally liable for any judgment entered against IDACORP Services Co. On September 9, 2002, all defendants moved to bifurcate the piercing of the corporate veil claims from the remainder of plaintiff's claims. On October 4, 2002, United Systems filed a Motion for Partial Summary Judgment as to their damages. On July 9, 2003, the Court denied Plaintiff's Motion for Partial Summary Judgment and granted Defendants' Motion to Bifurcate. On October 29, 2003, IDACORP agreed to pay

\$712,500 to settle this dispute with United Systems in return for dismissal of the proceeding with prejudice. The settlement is expected to be final on or before November 28, 2003.

**Public Utility District No. 1 of Grays Harbor County, Washington:** On October 15, 2002, Public Utility District No. 1 of Grays Harbor County, Washington (Grays Harbor) filed a lawsuit in the Superior Court of the State of Washington, for the County of Grays Harbor, against IDACORP, IPC and IE. On March 9, 2001, Grays Harbor entered into a 20 MW purchase transaction with IPC for the purchase of electric power from October 1, 2001 through March 31, 2002, at a rate of \$249 per MWh. In June 2001, with the consent of Grays Harbor, IPC assigned all of its rights and obligations under the contract to IE. In its lawsuit, Grays Harbor alleged that the assignment was void and unenforceable, and sought restitution from IE and IDACORP, or in the alternative, Grays Harbor alleged that the contract should be rescinded or reformed. Grays Harbor sought as damages an amount equal to the difference between \$249 per MWh and the "fair value" of electric power delivered by IE during the period October 1, 2001 through March 31, 2002.

IDACORP, IPC and IE had this action removed from the state court to the United States District Court for the Western District of Washington at Tacoma. On November 12, 2002, the companies filed a motion to dismiss Grays Harbor's complaint, asserting that the Federal District Court lacked jurisdiction because the FERC has exclusive jurisdiction over wholesale power transactions and thus the matter is preempted under the Federal Power Act (FPA) and barred by the filed-rate doctrine. The court ruled in favor of the companies' motion to dismiss and dismissed the case with prejudice on January 28, 2003. On February 25, 2003, Grays Harbor filed a Notice of Appeal, appealing the final judgment of dismissal to the United States Court of Appeals for the Ninth Circuit. Briefing on the appeal was completed in August 2003, but the court has yet to set a date for oral argument. The companies intend to vigorously defend their position on appeal and believe this matter will not have a material adverse effect on their consolidated financial positions, results of operations or cash flows.

**State of California Attorney General:** The California Attorney General (AG) filed the complaint in this case in the California Superior Court in San Francisco on May 30, 2002. This is one of thirteen virtually identical cases brought by the AG against various sellers of power in the California market, seeking civil penalties pursuant to California's unfair competition law - California Business and Professions Code Section 17200. Section 17200 defines unfair competition as any "unlawful, unfair or fraudulent business act or practice . . ." The AG alleges that IPC engaged in unlawful conduct by violating the FPA in two respects: (1) by failing to file its rates with the FERC as required by the FPA; and (2) charging unjust and unreasonable rates in violation of the FPA. The AG alleged that there were "thousands of . . . sales or purchases" for which IPC failed to file its rates, and that IPC charged unjust and unreasonable rates on "thousands of occasions." Pursuant to Business and Professions Code Section 17206, the AG seeks civil penalties of up to \$2,500 for each alleged violation. On June 25, 2002, IPC removed the action to federal court, and on July 25, 2002, the AG filed a motion to remand back to state court. On March 25, 2003, the court denied the AG's motion to remand and granted IPC's motion to dismiss the case based upon grounds of federal preemption and the filed-rate doctrine. On March 28, 2003, the AG filed a Notice of Appeal, appealing from the court's final judgment dismissing the action to the United States Court of Appeals for the Ninth Circuit. The AG's opening appeal brief was filed on August 13, 2003. IPC's brief was filed on October 14, 2003. IPC intends to vigorously defend its position on appeal and believes this matter will not have a material adverse effect on its consolidated financial position, results of operations or cash flows.

**Wholesale Electricity Antitrust Cases I & II:** These cross-actions against IE and IPC emerged from multiple California state court proceedings first initiated in late 2000 against various power generators/marketers by various California municipalities and citizens, including California Lieutenant Governor Cruz Bustamante and California legislator Barbara Matthews in their personal capacities. Suit was filed against entities including Reliant Energy Services, Inc., Reliant Ormond Beach, L.L.C., Reliant Energy Etiwanda, L.L.C., Reliant Energy Ellwood, L.L.C., Reliant Energy Mandalay, L.L.C. and Reliant Energy Coolwater, L.L.C. (collectively, Reliant); and Duke Energy Trading and Marketing, L.L.C., Duke Energy Morro Bay, L.L.C., Duke Energy Moss Landing, L.L.C., Duke Energy South Bay, L.L.C. and Duke Energy Oakland, L.L.C. (collectively, Duke). While varying in some particulars, these cases made a common claim that Reliant, Duke and certain others (not including IE or IPC) colluded to influence the price of electricity in the California wholesale electricity market. Plaintiffs asserted various claims that the defendants violated California Antitrust Law (the Cartwright Act), Business & Professions Code Section 16720, et seq., and California's Unfair Competition Law, Business & Professions Code Section 17200, et seq. Among the acts complained of are bid rigging, information exchanges, withholding of power and various other wrongful acts. These actions were subsequently consolidated, resulting in the filing of Plaintiffs'

Master Complaint (PMC) in San Diego Superior Court on March 8, 2002.

On April 22, 2002, more than a year after the initial complaints had been filed, two of the original defendants, Duke and Reliant, filed separate cross-complaints against IPC and IE, and approximately 30 other cross-defendants. Duke and Reliant's cross-complaints seek indemnity from IPC, IE and the other cross-defendants for an unspecified share of any amounts they must pay in the underlying suits because, they allege, other market participants like IPC and IE engaged in the same conduct at issue in the PMC. Duke and Reliant also seek declaratory relief as to the respective liability and conduct of each of the cross-defendants in the actions alleged in the PMC. Reliant also asserted a claim against IPC for alleged violations of the California Unfair Competition Law, Business and Professions Code Section 17200, et seq. As a buyer of electricity in California, Reliant seeks the same relief from the cross-defendants, including IPC, as that sought by plaintiffs in the PMC as to any power Reliant purchased through the California markets.

Some of the newly added defendants (foreign citizens and federal agencies) removed that litigation to federal court. IPC and IE, together with numerous other defendants added by the cross-complaints, moved to dismiss these claims, and those motions were heard in September 2002, together with motions to remand the case back to state court filed by the original plaintiffs. On December 13, 2002, the Federal District Court granted Plaintiffs' Motion to Remand to state court but did not issue a ruling on IPC and IE's motion to dismiss. The Ninth Circuit has granted certain Defendants and Cross-Defendants' Motions to Stay the Remand Order while they appeal the Order. The appeal is not yet fully briefed and the court has yet to set oral argument. As a result of the various motions, no trial date is set. The companies intend to vigorously defend their position in this proceeding and believe these matters will not have a material adverse effect on their consolidated financial positions, results of operations or cash flows.

**Class Action Complaint Relating to Trades on the New York Mercantile Exchange:** On August 18, 2003, Cornerstone Propane Partners, L.P. (Cornerstone), on behalf of itself and others who allegedly purchased and sold natural gas futures and options contracts on the New York Mercantile Exchange from January 1, 2000 to December 31, 2002, filed a class action complaint in the United States District Court for the Southern District of New York against over 30 defendants, including IDACORP and IPC. The complaint claims that the defendants reported inaccurate trading information to various trade publications that compile and publish indices of natural gas prices and that defendants engaged in various improper trades on the Enron Online internet-based trading platform, the alleged purpose of which was to improperly inflate the prices of natural gas. Cornerstone has sought class action certification and damages for alleged violations of the Commodity Exchange Act and for aiding and abetting such violations.

The companies intend to vigorously defend their position in this proceeding and believe these matters will not have a material adverse effect on their consolidated financial positions, results of operations or cash flows.

**Port of Seattle:** On May 21, 2003, the Port of Seattle, a Washington municipal corporation, filed a lawsuit against 20 energy firms, including IPC and IDACORP, in the United States District Court for the Western District of Washington at Seattle. The Port of Seattle's complaint alleges fraud and violations of state and federal antitrust law and the Racketeering Influenced and Corrupt Organization Act. All defendants, including IPC and IDACORP, have moved to dismiss the complaint in lieu of answering it. The motions are all based on the ground that the complaint seeks in effect to set alternative electrical rates, which are exclusively within the jurisdiction of the FERC and are barred by the filed-rate doctrine. The motions to dismiss and all other aspects of the case have been stayed by the judge in the Western District of Washington, pending a decision by the Panel on Multiple District Litigation whether to transfer the case to one of several multidistrict actions currently pending in California. A number of defendants have proposed such a transfer while two defendants and the Port of Seattle oppose the transfer. IPC and IDACORP have taken no position with regard to the transfer. The companies intend to vigorously defend their position in this proceeding and believe these matters will not have a material adverse effect on their consolidated financial positions, results of operations or cash flows.

**Idaho Rivers United:** On December 10, 2002, Idaho Rivers United filed a complaint against IPC in U.S. District Court for the District of Idaho. In the complaint, Idaho Rivers United alleged that IPC violated the Clean Water Act by discharging an amount of dredged and fill material into the navigable waters of the Snake River in excess of that allowed by a Section 404 permit issued by the U.S. Army Corps of Engineers. The action relates to work completed by IPC, pursuant to a Section 404 permit issued by the Corps on September 3, 1999, in the area of

