

**BEFORE THE PUBLIC UTILITIES COMMISSION
OF THE STATE OF CALIFORNIA**

In the Matter of San Diego Gas & Electric Company's
Application for Authorization to (1) to Participate in
the Steam Generator Replacement Project As A Co-
Owner of San Onofre Nuclear Generating Station Unit
Nos. 2 & 3 (SONGS 2 & 3) ; (2) Establish Ratemaking
For Cost Recovery; and (3) Address Other Related
Steam Generator Replacement Issues

(U 902-E)

Application No. 06-04-____

**MOTION OF SAN DIEGO GAS & ELECTRIC COMPANY (U 902-E) FOR
ENTRY OF A PROTECTIVE ORDER FOR
WORKPAPERS AND UNREDACTED VERSIONS OF TESTIMONY IN CONNECTION
WITH ITS APPLICATION TO PARTICIPATE IN SONGS STEAM GENERATOR
REPLACEMENT**

James F. Walsh

101 Ash Street
San Diego, California 92101-3017
Telephone: (619) 699-5022
Facsimile: (619) 699-5027
E-mail: jwalsh@sempra.com

Attorney for:
San Diego Gas & Electric Company

April 14, 2006

**BEFORE THE PUBLIC UTILITIES COMMISSION
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In the Matter of San Diego Gas & Electric Company's Application for Authorization to (1) to Participate in the Steam Generator Replacement Project As A Co-Owner of San Onofre Nuclear Generating Station Unit Nos. 2 & 3 (SONGS 2 & 3) ; (2) Establish Ratemaking For Cost Recovery; and (3) Address Other Related Steam Generator Replacement Issues

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I.

INTRODUCTION

Pursuant to Rule 45 of the California Public Utilities Commission's ("Commission") Rules of Practice and Procedure, San Diego Gas & Electric Company ("SDG&E") respectfully moves the Commission for the entry of the Protective Order, attached as Attachment A. The Protective Order is necessary to protect confidential information and trade secrets submitted to the Commission by SDG&E in connection with SDG&E's Application to participate as a 20% co-owner with Southern California Edison Company ("SCE") in the San Onofre Nuclear Generating Station Unit Nos. 2 & 3 ("SONGS 2 & 3") steam generator replacement project ("SGRP"), filed concurrently with this Motion.

SDG&E seeks this Protective Order pertaining to the following documents: Exhibit SDG&E-5 (prepared direct testimony of Michael M. Schneider), workpapers and computer

models as discussed in this motion. In addition, SDG&E seeks to protect the confidentiality of the following general categories of data and information submitted in support of its application:

(1) Resource and Procurement Plans - the analysis and underlying data completed and considered by SDG&E as part of its long-term resource and procurement plans;

(2) SDG&E Operating Procedures - the internal procedures dealing with system limits, equipment locations, and protection mechanisms;

(3) Base Case Information - the detailed information, contingency files, inputs and all assorted data used in projections and modeling;

(4) Computer Models - the models that SDG&E used for its analysis of the SGRP.

Good cause exists to enter a Protective Order here. SDG&E and other third party computer software licensors have expended considerable time, effort, and resources to develop these models, data, and information. They are SDG&E's or the computer model licensors' confidential business information and trade secrets. Disclosure of this information absent a Protective Order will put SDG&E or the computer model licensors at competitive disadvantage, harming both SDG&E and its customers in Southern California. Additionally, disclosure of SDG&E's operating procedures raises serious concerns of system safety.

Moreover, entry of a Protective Order will not impair the Commission's or any other interested parties' ability to assess SDG&E's application. Indeed, pursuant to Article 17.1 of the Commission's Rules of Practice and Procedure, and the terms of the Protective Order, all information relevant to the application will continue to be available for production and review by all parties participating in the review and consideration of SDG&E's application, including Commission staff and interested consumer advocacy groups.

In addition, the Commission has already entered a Protective Order to govern access to

and the use of resource and procurement plans and other confidential information submitted by SDG&E in the Procurement Order Instituting Rulemaking (R.01-10-024 (Procurement OIR)). The Protective Order proposed here by SDG&E merely seeks to extend the same protection to the resource and procurement plans, base case information, and computer models in SDG&E's application to participate as a 20% co-owner in the SONGS 2 & 3 SGRP. SDG&E therefore seeks the same protection for its confidential materials that the Commission has already determined is proper. Accordingly, the Commission should grant SDG&E's motion and enter a Protective Order governing access to confidential information submitted by SDG&E in connection with its application.

II.

DISCUSSION

A. The Commission Has The Authority To Enter A Protective Order Upon Good Cause Being Shown

The Commission possesses statutory authority to enter a Protective Order to protect a utility's confidential business information and trade secrets¹ disclosed in support of an application filed by the utility with the Commission.² *See* Cal. Pub. Util. Code § 583 (providing that "no information furnished to the Commission by a public utility, except those specifically required to be open to public inspection by this part, shall be open to public inspection, or made public except on order of the Commission."). Indeed, in General Order (GO.) 66-C, the

¹ As provided in Section 3426.1 of the California Civil Code, trade secrets refer to any protected information that has independent value, from not being generally known to the public or to other persons (e.g. competitors) who can obtain value from its disclosure. *See* Cal. Civ. Code § 3426.1.

² SDG&E also is moving the Commission to file certain documents under *seal*; namely, work papers and unredacted portions of Exhibit SDG&E-5 (prepared direct testimony of Michael M. Schneider). The authority and reasons for filing these documents under seal are the same authority and reasons discussed in Sections II.A and II.B for entering a Protective Order.

Commission has provided that “public records not open to public inspection include . . . records or information of a confidential nature furnished to or obtained by the Commission.” *See* GO. 66-C (emphasis added). Such records include information submitted by a utility that, if revealed, “would place the regulated company at an unfair business disadvantage.” *Id.*

Under California law, the party seeking a Protective Order must show: (1) good cause for its issuance, and (2) that the interests gained in controlling disclosure outweigh the relative burden to the parties subject to the Protective Order’s terms. *See* Cal. Civ. Proc. Code § 2030(e) (providing that Protective Orders should be issued when good cause exists); *see also* Cal. Evid. Code § 1040 (providing for the protection of confidential information if the necessity for preserving confidentially outweighs the necessity for disclosure in the interest of justice); Cal. Evid. Code § 1060 (stating that the trade secret privilege should be extended if the privilege will not conceal fraud or otherwise work injustice). To make this showing, the moving party must demonstrate a particular and specific need for the order, such as the need to protect confidential business information and trade secrets. *See* Cal. Civ. Proc. Code § 2030(e)(6) (the Protective Order may include the direction “that a trade secret or other confidential research, development, or commercial information not be disclosed or be disclosed only in a certain way.”). As set forth below, SDG&E will demonstrate that the Protective Order it seeks is necessary to protect confidential business information and trade secrets.

B. Good Cause Exists To Protect SDG&E’s Confidential Business Information and Trade Secrets Disclosed In Its Application

SDG&E seeks a Protective Order to govern the parties’ access to certain confidential data and information submitted by SDG&E in connection with its Application to Participate in the SONGS 2 & 3 steam generator replacement project. The general categories of data and

information that SDG&E seeks to protect are data and information concerning (1) resource and procurement plans, (2) operating procedures, (3) base case information, and (4) computer models. The subsections below discuss the particular and specific need for a Protective Order for each of these general categories.

1. Resource and Procurement Plans

SDG&E provided data and information concerning its resource and procurement plans in its application,³ in part, to demonstrate the reasons why the Commission should approve its application to participate as a co-owner in SONGS 2 & 3 to replace the steam generators. By disclosing this information, SDG&E is effectively providing a blueprint of its business plan for the upcoming years, and a candid self-assessment of its strengths and potential vulnerabilities if the application is not approved. Consequently, disclosure of this information without protection will put SDG&E at a competitive disadvantage with competitors and other market participants, which, in turn, will harm SDG&E's customers. For example, the unprotected disclosure of this information by SDG&E likely will affect existing and future transactions concerning SDG&E's procurement of resources between and among SDG&E, its competitors and other market participants. Indeed, SDG&E's competitors and other market participants will be able to use such information to their advantage against SDG&E in their course-of-dealing and performance of existing contracts, and negotiations of future contracts involving the procurement and management of resources. The possible increased costs associated with SDG&E's procurement and management of resources will directly harm ratepayers.

Furthermore, in the Procurement OIR, R. 01-10-024, the Commission has already entered a Protective Order governing access to and use of resource and procurement plans

³ In SDG&E-5, SDG&E discloses confidential information regarding its resource planning for the upcoming years.

submitted by SDG&E in that proceeding. The Protective Order proposed here by SDG&E merely seeks to extend the same protection to the resource and procurement plans submitted by SDG&E in this application.

2. SDG&E Operating Procedures

This information describes SDG&E's internal operating procedures dealing with system limits, equipment locations, and protection mechanisms. As such, this information directly relates to system security and must remain confidential. The operating procedures show the limits of transmission lines and equipment, system interconnects, and critical data related to loading points. In addition, these procedures describe the system safety protections and mechanisms SDG&E has in place. Additionally, confidentiality protection for sensitive operating procedures is consistent with FERC policy, expressed in the federal rules protecting Critical Energy Infrastructure Information ("CEII").⁴ Not only are these operating procedures critical to system and public safety but these procedures could also be used by competitors to extrapolate market data to gain a competitive advantage to the detriment of SDG&E's customers.

3. Base Cases - This includes detailed information, contingency files, inputs and all assorted data related to base case, and is protected by confidentiality agreements with the Western Electric Coordinating Council ("WECC"), the Imperial Irrigation District ("IID"), and California Independent System Operator ("ISO"). Also, this material is competitively sensitive and proprietary in nature, and should be protected under the same rationales of competitive disadvantage and customer harm as discussed in B.1 above. Additionally, the base case inputs,

⁴ See 18 CFR 388.113 (defining CEII as "existing and proposed systems and assets, whether physical or virtual, the incapacity or destruction of which would negatively affect security, economic security, public health or safety, or any combination of those matters.")(18 CFR 388.113(c)(2)).

contingency files and data contain detailed information relating to system limits, equipment locations, and protection mechanisms as discussed in B.2 above. Lastly, the base case information and all related data and files are part of a proprietary computer model, discussed in B.4 below.

4. Computer Models

Rule 74.7 of the Commission's Rules of Practice and Procedure expressly provides that a party may seek a Protective Order to restrict access to confidential or proprietary computer models and databases. *See* Commission's Rules of Prac. and Proc., Rule 74.7 (providing that the assigned administrative law judge, for good cause shown, may make rules to protect confidential, proprietary, or licensed computer model information from disclosure).

SDG&E and other third party computer software licensors have expended considerable time, effort, and resources to develop these models, data, and information. Such models are confidential business information and trade secrets; disclosure of this information absent a Protective Order will put SDG&E or the computer model licensors at competitive disadvantage, harming both SDG&E and its customers in Southern California.

SDG&E used its Budgeting, Scheduling, and Estimating ("BSE") computer model to complete the benefit-to-cost analysis for the project. When developing the BSE model for its internal and private use, SDG&E utilized proprietary and confidential information concerning specific data input needs. As such, SDG&E's BSE computer model reveals specific (and confidential) insights into how SDG&E forecasts its resource needs and performs benefit-to-cost analysis. As discussed in subsection B.1 above, disclosure of such information will put SDG&E at a competitive disadvantage with competitors and other market participants in the course-of-dealing and performance of existing transactions, and negotiation of future transactions involving

the procurement and management of resources.

SDG&E also engaged R.J. Rudden Associates, a unit of Black & Veatch Corporation (“B&V”), to perform a transmission planning study. B&V modeled the transmission system based on SDG&E’s present plans (no change in the status of the SONGS-Share), and two alternative replacement scenarios.

The B&V computer models used in preparing the analysis are subject to a licensing agreement. Consequently, competitors and other market participants should not be permitted to have access to this information, because such access would violate SDG&E’s licensing agreement. In addition, when developing the B&V model for its internal and private use, SDG&E provided proprietary and confidential information to B&V concerning SDG&E’s specific data input needs. As discussed in subsection B.1 above, disclosure of such information will put SDG&E at a competitive disadvantage with competitors and other market participants in the course-of-dealing and performance of existing transactions, and negotiation of future transactions involving the procurement and management of resources.

SDG&E also used General Electric's (“GE”) Positive Sequence Load Flow (“PSLF”) computer software to model the transmission system and determine the effects on transmission system performance if SONGS 2 & 3 were removed from the transmission grid. The model is proprietary computer software owned by GE, and licensed to SDG&E, as are all related files and data. In addition, the PSLF model uses proprietary and confidential information from SDG&E and inputs from the WECC and ISO which are also protected by confidentiality agreements as discussed in B.3 above. Lastly, reviewing parties in this proceeding should not be permitted to have access to this programming model for the same licensing reasons access to the B&V model should be limited.

III.

DESCRIPTION OF PROPOSED PROTECTIVE ORDER

The Protective Order proposed by SDG&E that is attached to this Motion protects the confidential and proprietary information and trade secrets submitted by SDG&E in its exhibit SDG&E-5, workpapers associated with the application, and that are produced in discovery in connection with the Commission's and other interested party's review of the application.⁵ As discussed in this Motion, the protected information covered by the proposed order specifically includes confidential information concerning SDG&E's resource and procurement plans, operating procedures, base case information, and computer models.

To ensure this data and information remains confidential, the proposed Protective Order governs the access to and use of this information in the proceeding, and applies to any party to the proceeding who requests and receives the information for the purpose of advising, preparing for, or participating in the Commission's review and consideration of the application.⁶ Specifically, the proposed Protective Order provides that any confidential and proprietary information that is marked as "Protected Materials" by SDG&E shall be treated as confidential by each reviewing party who execute a non-disclosure certificate.

The Proposed Order does not inhibit any party's access to information contained in the application. Nor does it inhibit the Commission's or any other interested party's ability to review the information. The Protective Order only prohibits disclosure of this information by reviewing

⁵ Attachment A, Proposed Protective Order ¶5.

⁶ Id., ¶¶4-6.

parties who request and receive protected information, to ensure that the information remains confidential. To that end, the Proposed Order provides, among other things, that protected information submitted or produced by SDG&E can be used only in connection with the proceeding, and must not be shared with those parties who have not agreed to abide by the Protective Order.⁷

Furthermore, the Protective Order does not prohibit a reviewing party from reviewing, understanding, and interpreting the BSE, B&V, and PLSF computer model outputs. Under the proposed Protective Order, reviewing parties will have access to the information and data actually used in the models; subject to the terms of the Protective Order, but will not have access to the computer models. As permitted by Rule 74.7, SDG&E agrees to arrange for the performance of runs of BSE, B&V, and PLSF models that are reasonably requested by the parties who do not have licenses to the software. To the extent additional computer models are identified in discovery, SDG&E will either provide the model to the party requesting it or will perform runs of the model that are reasonably requested. This approach will ensure that the programming contained in the models will not be misappropriated, while meeting the needs of the Commission and other interested parties. In addition, the approach will save unlicensed parties the time and labor to run the models.

IV.

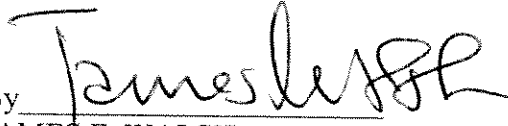
CONCLUSION

For the reasons discussed above, a Protective Order is necessary to protect the confidentiality of certain information submitted by SDG&E to the Commission in connection with its application to participate as a 20% co-owner in the steam generators replacements at

⁷ *Id.*, ¶¶8-12.

SONGS 2 & 3 — namely information concerning (1) SDG&E's resource and procurement plans, (2) operating procedure, (3) base case information, and (4) computer models used by SDG&E for its analysis and calculations. Accordingly, SDG&E respectfully requests that the Commission grant this motion and enter the protective order attached as Attachment A.

Respectfully submitted,

By 
JAMES F. WALSH

Attorney for:
SAN DIEGO GAS & ELECTRIC COMPANY
101 Ash Street, HQ13
San Diego, CA 92112
Telephone: (619) 699-5022
Facsimile: (619) 699-5027
E-mail: jwalsh@sempra.com

Dated April 14, 2006

ATTACHMENT A
PROPOSED PROTECTIVE ORDER

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Application No. 06-04-__

(U 902-E)

**PROTECTIVE ORDER REGARDING CONFIDENTIALITY OF
INFORMATION SUBMITTED IN CONNECTION WITH SAN DIEGO GAS &
ELECTRIC COMPANY'S (U 902-E) APPLICATION TO PARTICIPATE IN THE
STEAM GENERATOR REPLACEMENT PROJECT AS A CO-OWNER OF SAN
ONOFRE NUCLEAR GENERATING STATION UNIT NOS. 2 & 3**

1. San Diego Gas & Electric Company ("SDG&E") has filed a motion for Protective Order to protect the confidentiality of certain information submitted to the California Public Utility Commission ("CPUC" or "Commission") by SDG&E in connection with SDG&E's application to participate in the steam generator replacement as a co-owner of San Onofre Nuclear Generating Station Unit Nos. 2 & 3 ("SONGS 2 & 3").

2. SDG&E seeks to protect the confidentiality of portions of Exhibit SDG&E-5 (prepared direct testimony of Michael M. Schneider) and of the following general categories of data and information submitted in support of its application:

- a) **Resource and Procurement Plans** - the analysis and underlying data completed and considered by SDG&E as part of its long-term resource and procurement plans;

b) **SDG&E Operating Procedures**- the internal procedures dealing with system limits, equipment locations, and protection mechanisms;

c) **Base Case Information** - the detailed information, contingency files, inputs, and all assorted data used in projections and modeling;

d) **Computer Models** - the models that SDG&E used for its analysis of the SGRP.

3. Good cause exists for the entry of a Protective Order here; SDG&E and other third party computer software licensors have expended considerable time, effort and resources to develop these models, data, and information. They are SDG&E's or the computer software licensors' confidential business information and trade secrets. Disclosure of this information absent a Protective Order will put SDG&E or the computer software licensors at competitive disadvantage, harming both SDG&E and its customers in Southern California. Additionally, disclosure of SDG&E's operating procedures raises serious concerns of system safety.

With respect to the computer models, including BSE, B&V, PLSF, and any other computer model used by SDG&E, the confidential and proprietary information includes the models' databases, software, algorithms, and documentation (including any users' manuals, users' guides, training materials, and other materials for use in conjunction with running the models), input data, output data and any documents prepared by SDG&E and the licensor of the computer models that reproduce, in whole or in part, those models' databases, software, algorithms, documentation, input data and/or output data.

4. This Protective Order shall therefore govern access to and the use of all Protected Materials in this proceeding as hereinafter defined Notwithstanding any order terminating this docket, this Protective Order shall remain in effect until, after notice and an opportunity to be

heard, it is specifically modified or terminated by the Assigned Commissioner, the Assigned Administrative Law Judge (“Assigned ALJ”), the Law and Motion Administrative Law Judge (“Law and Motion ALJ”) or the California Public Utilities Commission. This Protective Order does not address the right of employees of the Commission acting in their official capacities to view Protected Materials, because Commission employees are entitled to view such Protected Materials in accordance with the requirements of Public Utilities Code Section 583 and the Commission’s General Order 66-C.

5. **Definitions** - The term “**SGR Application**” refers to the Application of San Diego Gas & Electric Company for Authorization: (1) to participate in the steam generator replacement project as a 20% co-owner of SONGS 2 & 3; (2) establish ratemaking for cost recovery; and (3) address other related steam generator replacement issues, and all supporting exhibits and workpapers, whether the reference is to the initial SGR Application submitted by SDG&E or an update or revision thereof.

- a) The term “redacted” refers to situations in which confidential or proprietary information in a document, whether the document is in paper or electronic form, has been covered, masked or blocked out. Thus, the “redacted version” of a document is one in which the document is complete except that the confidential or proprietary information contained therein is not visible because it has been covered, masked, or blocked out. The term “unredacted” refers to situations in which confidential or proprietary information in a document, whether in paper or electronic form, has not been covered, masked or blocked out. Thus, the “unredacted version” of a document is one in which the document is complete, and the confidential

or proprietary information contained therein is visible,

- b) The term “Protected Materials” means the confidential or proprietary information contained in the unredacted version, and not contained in the redacted version, of any of the following: (1) the SGR Application, and any subsequent updates or revisions thereof and (2) any materials submitted or produced in connection with the review, revision or approval of any initial or revised SGR Application.
- c) Protected Material shall also include: (1) any information contained in or obtained from the unredacted materials described in the preceding paragraph; (2) any other materials that are made subject to this Protective Order by any Assigned ALJ, Law and Motion ALJ, or Assigned Commissioner, or by the CPUC or any court or other body having appropriate authority; (3) notes of Protected Materials; (4) workpapers and computer models and (5) copies of Protected Materials. SDG&E and Commission Staff, when creating and/or producing any Protected Materials, shall physically mark such materials on each page (or in the case of non-documentary materials such as computer diskettes, on each item) as “PROTECTED MATERIALS,” or with words of similar import as long as one or more of the terms “Protected Materials,” “Section 583” or “General Order No. 66-C” is included in the designation to indicate that the materials in question are Protected Materials.
- d) The term “Notes of Protected Materials” means memoranda, handwritten notes, or any other form of information (including

information in electronic form) that copies or discloses materials described in Paragraph 5(b). Except as specifically provided otherwise in this Order, Notes of Protected Materials are subject to the same restrictions as are Protected Materials.

- e) Protected Materials shall not include: (1) any information or document contained in the public files of the CPUC or any other state or federal agency, or in any state or federal court, unless such information or document has been determined to be protected by such agency or court; or (2) information that is public knowledge, or which becomes public knowledge, other than through disclosure in violation of this Protective Order.
- f) The term “Non-Disclosure Certificate” shall mean the certificate annexed hereto as Appendix 1 by which persons who have been granted access to the Protected Materials of SDG&E shall, as a condition of such access, certify their understanding that such access is provided pursuant to the terms and restrictions of this Protective Order, and that such persons have read such Protective Order and agree to be bound by it. All Non-Disclosure Certificates shall be sent to and retained by SDG&E.
- g) The term “Reviewing Representative” refers to those parties who request and receive any Protected Materials in connection with the SGR Application, including those employees, attorneys, paralegals, or employee of an expert retained by these parties for the purpose of advising, preparing for or participating in the Commission’s review and consideration of

SDG&E's SGR Application.

6. Access of Reviewing Representatives to Protected Materials shall be granted, but only pursuant to the terms of this Protective Order. Reviewing Representatives shall not have access to the BSE, B&V, and PLSF computer models (including the models' databases, software, algorithms and documentation, such as users' manuals, users' guides training materials, and other materials used in conjunction with the models) used by SDG&E to complete its benefit-to-cost analysis and transmission system modeling. SDG&E shall arrange for the performance of runs of BSE, B&V, and PLSF models that are reasonably requested by Reviewing Representatives who do not have licenses for the BSE, B&V, or PLSF computer models. To the extent that SDG&E identifies additional computer models in discovery in connection with this proceeding, SDG&E will either provide the model to Reviewing Representatives who request it or agree to perform runs reasonably requested by Reviewing Representatives.

7. Whenever SDG&E submits a document in this proceeding that includes data SDG&E contends is confidential or proprietary, SDG&E shall also prepare a redacted version of such document. The redacted version shall be sufficiently detailed in organization so that persons familiar with this proceeding can determine with reasonable certainty the nature (but not magnitude) of the data that has been redacted. The redacted version of any document required by this paragraph shall be served on all persons on the service list (or, in the case of discovery, on all persons entitled to the discovery responses) who are not entitled to obtain access to Protected Materials hereunder. All disputes regarding redacted versions of documents shall be submitted for resolution to the CPUC in accordance with Paragraph 13 of this Protective Order.

8. Within thirty (30) days after the issuance of a Commission resolution regarding

SDG&E's SGR Application all Reviewing Representatives shall, if requested to do so in writing by SDG&E, return or destroy the Protected Materials. Within the same 30-day time period, the Reviewing Representatives shall also submit to SDG&E and Commission Staff an affidavit stating that, to the best of the Reviewing Representatives' knowledge, as applicable, all Protected Materials subject to the request have been returned or destroyed. Notwithstanding the two preceding sentences, the Reviewing Representatives may retain Notes of Protected Materials and copies of filings, official transcripts and exhibits, if any, prepared in the course of the Reviewing Representatives', as applicable, review of the Protected Materials, provided that such retained materials are maintained in accordance with Paragraphs 9 through 12 below. To the extent Protected Materials are not returned or destroyed pursuant to this paragraph, they shall remain subject to this Protective Order, Section 583 of the California Public Utilities Code and CPUC General Order No. 66-C.

9. Protected Materials shall be treated as confidential by each Reviewing Representative in accordance with the certificate executed pursuant to Paragraph 5(f). Protected Materials shall not be used except as necessary for the conduct of this proceeding, and shall not be disclosed in any manner to any person except (i) other Reviewing Representatives who are engaged in this proceeding and need to know the information in order to carry out their responsibilities. Except as otherwise authorized in writing by B&V, GE, and SDG&E, no person requesting and receiving any Protected Materials pertaining to computer models used in SDG&E's SGR Application shall copy or reproduce, or cause to be copied or reproduced, any portion of the Protected Material in any manner, or disclose or use such information or notes, workpapers, or work product derived from same, except for the purpose of participating in this application.

10. In the event that a Reviewing Representative is requested or required by applicable laws or regulations, or in the course of administrative or judicial proceedings (in response to oral questions, interrogatories, requests for information or documents, subpoena, civil investigative demand or similar process) to disclose any confidential information, the Reviewing Representative agrees to immediately inform SDG&E of the request, in order to provide SDG&E reasonable opportunity to object to the production of the Protected Materials.

11. No Reviewing Representative shall be permitted to inspect, participate in discussions regarding, or otherwise be granted access to Protected Materials pursuant to this Protective Order unless such Reviewing Representative has first executed a Non-Disclosure Certificate and delivered it to SDG&E. SDG&E shall provide copies of executed Non-Disclosure Certificates to Commission Staff. Attorneys qualified as Reviewing Representatives shall ensure that persons under their supervision or control comply with this Protective Order.

12. In the event that a Reviewing Representative to whom protected Materials are disclosed ceases to be engaged in review of SDG&E's SGR Application, or is employed or retained for a position whose employer is not a Reviewing Representative under Paragraph 5(g), then access to Protected Materials by that person shall be terminated. Even if no longer engaged in such reviews, every such person shall continue to be bound by the provisions of this Protective Order and the Non-Disclosure Certificate.

13. All disputes arising under this Protective Order shall be presented for resolution to the Assigned ALJ or the Law and Motion ALJ. Prior to presenting any such dispute to the applicable ALJ, the parties to the dispute shall use their best efforts to resolve it. Neither SDG&E nor the Commission Staff waives its right to seek, additional administrative or judicial remedies after the Assigned ALJ or the Law and Motion ALJ has made a ruling regarding the

dispute.

14. All documents containing Protected Materials that are filed with the Commission or served shall be placed in sealed envelopes or otherwise appropriately protected and shall be endorsed to the effect that they are filed or served under seal pursuant to this Protective Order. Such documents shall be marked with the words “PROTECTED MATERIALS” or one of the other, similar terms set forth in Paragraph 5(c) hereof.

15. Nothing in this Protective Order shall be construed as limiting the right of SDG&E, Commission Staff, or a Reviewing Representative, from objecting to the use of Protected Material on any legal ground, such as a relevance or privilege.

16. All Protected Materials filed with judicial or administrative bodies other than the Commission, whether in support of or as part of a motion, brief of other document or pleading, shall be filed and served in sealed envelopes or other appropriate containers bearing prominent markings indicating that the contents include Protected Materials that are subject to this Protective Order.

17. Neither SDG&E nor the Commission Staff waives its right to pursue any other legal or equitable remedy that may be available in the event of actual or anticipated disclosure of Protected Materials.

18. SDG&E and Commission Staff may agree at any time to remove the “PROTECTED MATERIALS” designation from any material if, in their mutual opinion, its confidentiality is no longer required. In such a case, SDG&E will notify all parties that SDG&E believes are in possession of such materials of the change of designation.

19. Nothing in this Protective Order shall preclude any Reviewing Representative from requesting the Assigned ALJ, the Law and Motion ALJ, the Commission, or any other

body having appropriate authority, to find that this Protective Order should not apply to all or any materials previously designated as Protected Materials pursuant to this Protective Order.

20. The obligations pertaining to confidentiality of the Protected Materials shall survive the termination of this proceeding.

Dated _____, 2006, at San Francisco, California

Administrative Law Judge

APPENDIX 1

NON-DISCLOSURE CERTIFICATE

**BEFORE THE PUBLIC UTILITIES COMMISSION OF THE
STATE OF CALIFORNIA**

**BEFORE THE PUBLIC UTILITIES COMMISSION
OF THE STATE OF CALIFORNIA**

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(U 902-E)

NON-DISCLOSURE CERTIFICATE

I hereby certify my understanding that access to Protected Materials is provided to me pursuant to the terms and restrictions of the Protective Order in this proceeding, and I have been given a copy of and have read the Protective Order, and that I agree to be bound by it. I understand that the contents of the Protected Materials, any notes or other memoranda, or any other form of information that copies or discloses Protected Materials shall not be disclosed to anyone other than in accordance with that Protective Order. I will use Protected Materials, Notes of Protected Materials, Electronic Notes of Protected Materials, and information contained therein solely for the purpose of litigating the issues in this proceeding. I will not use Protected Materials, Notes of Protected Materials, Electronic Notes of Protected Materials, and information contained therein for any other purpose or in any other regulatory or judicial proceeding. At the conclusion of this proceeding, I will return all Protected Materials and destroy all Notes of Protected Materials and Electronic Notes of Protected Materials. I acknowledge that a violation of this certificate constitutes a violation of an order of the California Public Utilities Commission

By: _____

Title: _____

Representing: _____

Date: _____

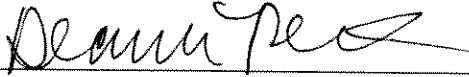
CERTIFICATE OF SERVICE

I hereby certify that a copy of the **MOTION OF SAN DIEGO GAS & ELECTRIC COMPANY (U 902-E) FOR ENTRY OF A PROTECTIVE ORDER FOR WORKPAPERS AND UNREDACTED VERSIONS OF TESTIMONY IN CONNECTION WITH ITS APPLICATION TO PARTICIPATE IN SONGS STEAM GENERATOR**

REPLACEMENT has been served on each member of the CPUC staff and all other parties on the service list in Application No. 02-12-028 and A04-02-026 by mailing a copy thereof via U.S.

Mail properly stamped and addressed.

Dated at San Diego, California, this 14th day of April 2006.



Deanna Porter