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RECEIVED

April 3, 2013

2013 APR -4 AM 8:12

IDAHO PUBLIC
UTILITIES COMMISSION

VIA EMAIL AND OVERNIGHT COURIER

Jean D. Jewell, Secretary
Idaho Public Utilities Commission
472 West Washington Street
Boise, Idaho 83702

Re: **Case No. IPC-E-13-04+**

Dear Ms. Jewell:

On March 7, 2013, Idaho Power Company ("Idaho Power") filed a petition for approval with the Idaho Public Utilities Commission ("IPUC") for approval of Amendment 2 to the Demand Response Agreement by and between Idaho Power and EnerNOC, Inc. ("EnerNOC"), dated February 23, 2009, as amended February 23, 2010 (the "DR Agreement"). On March 19, 2013, Idaho Power was advised by the Industrial Customers of Idaho Power ("ICIP") that in addition to entry into the Commission's standard protective agreement, ICIP was requesting access to the entire file, including a copy of the DR Agreement. In a letter dated March 21, 2013, Idaho Power provided the Commission with its objection to the disclosure of the DR Agreement to ICIP. On March 26, 2013 Idaho Power informed EnerNOC that ICIP submitted its First Production Request on March 25, 2013. Request for Production No. 5 requests access to the DR Agreement and subsequent Amendments to the Agreement.

EnerNOC requests that the Commission afford confidential treatment to the DR Agreement in order to safeguard the confidential financial and commercial information contained therein. EnerNOC believes that disclosure of the DR Agreement to ICIP and its members is not only unnecessary, but also detrimental to EnerNOC's competitive position. Disclosure of the DR Agreement would (i) disrupt EnerNOC's relationship with current ICIP members that are EnerNOC customers; and (ii) compromise EnerNOC's ability to negotiate similar arrangements in the future on favorable terms by providing a competitive advantage by exposing sensitive financial and other confidential information. The nondisclosure of the DR Agreement will prevent substantial, identifiable harm to EnerNOC by protecting unique pricing, payment and business model terms that EnerNOC considers to be proprietary and trade secret. If this information was disclosed, ICIP and its members would be able to gain important insights into EnerNOC's proprietary business model strategies causing grave injury to EnerNOC's competitive position. EnerNOC's inability to establish effective demand response programs and the inability to negotiate similar arrangements in the future would cause substantial harm to the competitive position of EnerNOC.

In addition, EnerNOC believes that its request for confidential treatment of the DR Agreement is narrow in scope and does not conflict with the Commission's process for purposes of



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evaluating the FlexPeak demand response program, including ICIP's need for information for purposes of making an informed decision with regard to participation.

Moreover, disclosure could also harm EnerNOC's ongoing relationship with Idaho Power, as disclosure of such information could be used by other demand response aggregators negotiating similar arrangements with Idaho Power. The specific and enumerated payment terms were heavily negotiated and the disclosure of this information would provide competitors with an unfair advantage in devising and structuring competitive programs in order to improve their competitive position at the expense of EnerNOC.

EnerNOC also believes that the DR Agreement contains the type of sensitive commercial and financial information that has been consistently recognized under the law as entitled to confidential treatment. EnerNOC would be pleased to submit any additional information that the Commission or the staff may require in support of this request.

Sincerely,

A handwritten signature in black ink, appearing to read 'Michael J. Berdik', written over a horizontal line.

Michael J. Berdik
Associate General Counsel

cc:

David Samuels (*Executive Vice President, EnerNOC, Inc.*)