

November 22, 1999

PacifiCorp
825 NE Multnomah
Portland, OR 97232

Ladies and Gentlemen:

We are acting as counsel to PacifiCorp, an Oregon corporation (the "Company"), in connection with the proposed issuance and sale by the Company from time to time of not to exceed \$1,550,000,000 in aggregate offering price of First Mortgage Bonds ("Bonds") to be issued pursuant to the Mortgage and Deed of Trust, dated as of January 9, 1989, between the Company and The Chase Manhattan Bank (formerly known as Chemical Bank), as successor Trustee, as amended and supplemented (the "Mortgage"), Unsecured Debt Securities ("Unsecured Debt Securities") to be issued under an indenture or indentures between the Company and The Bank of New York, as Trustee, as amended and supplemented, or another bank or trust company to be named as trustee (the "Unsecured Indenture"), and No Par Serial Preferred Stock ("Preferred Stock"), all as contemplated by the Registration Statement on Form S-3 (the "Registration Statement") about to be filed by the Company with the Securities and Exchange Commission for the registration of the Bonds, Unsecured Debt Securities and Preferred Stock under the Securities Act of 1933 (the "Act").

In connection with the foregoing, we are of the opinion that:

(a) All action necessary to make valid the proposed issuance of the Bonds by the Company will have been taken when:

1. The Registration Statement, as it may be amended, shall have become effective;
2. The Mortgage shall have been qualified under the Trust Indenture Act of 1939, as amended;
3. Appropriate orders authorizing the issuance of the Bonds by the Company shall have been entered by the Idaho Public Utilities Commission, the Public Utility Commission of Oregon, the Utah Public Service Commission, the Public Service Commission of Wyoming and an appropriate notice filing shall

<PAGE>

PacifiCorp
November 22, 1999
Page 2

have been made with the Washington Utilities and Transportation Commission;

4. The Finance Committee or the Pricing Committee of the Company's Board of Directors shall have duly adopted appropriate resolutions establishing one or more new series of Bonds, fixing certain of the terms thereof, authorizing the execution and delivery of one or more supplemental indentures with respect to the new series of Bonds, authorizing the execution and delivery of the Bonds and authorizing or ratifying such other corporate

acts as may be necessary in connection with the issuance and sale of the Bonds;

5. One or more supplemental indentures with respect to new series of Bonds shall have been duly executed and delivered; and
 6. The Bonds shall have been appropriately issued and delivered for the consideration contemplated by, and otherwise in conformity with, the acts, proceedings and documents referred to above; and
- (b) When the steps set forth in paragraph (a) shall be taken, the Bonds will be legal, valid and binding obligations of the Company enforceable in accordance with their terms, except as enforcement thereof may be limited by bankruptcy, insolvency, reorganization or other laws limiting creditors' rights generally or by equitable principles relating to the availability of remedies, PROVIDED, HOWEVER, that in rendering the above opinion, we express no opinion as to the effect, if any, of the usury laws of any state upon the enforceability of rights of the holders of the Bonds; and
- (c) All action necessary to make valid the proposed issuance of the Unsecured Debt Securities by the Company will have been taken when:
1. The Registration Statement, as it may be amended, shall have become effective;
 2. The Unsecured Indenture shall have been qualified under the Trust Indenture Act of 1939, as amended;

<PAGE>

PacifiCorp
November 22, 1999
Page 3

3. Appropriate orders authorizing the issuance of the Unsecured Debt Securities by the Company shall have been entered by the Idaho Public Utilities Commission, the Public Utility Commission of Oregon, the Utah Public Service Commission and the Public Service Commission of Wyoming and an appropriate notice filing shall have been made with the Washington Utilities and Transportation Commission;
 4. The Finance Committee or the Pricing Committee of the Company's Board of Directors shall have duly adopted appropriate resolutions establishing one or more series of Unsecured Debt Securities, fixing certain of the terms thereof, authorizing the execution and delivery of the Unsecured Debt Securities and authorizing or ratifying such other corporate acts as may be necessary in connection with the issuance and sale of the Unsecured Debt Securities;
 5. The Unsecured Debt Securities shall have been appropriately issued, authenticated and delivered for the consideration contemplated by, and otherwise in conformity with, the acts, proceedings and documents referred to above; and
- (d) When the steps set forth in paragraph (c) shall have been taken, the Unsecured Debt Securities will be legal, valid and binding obligations

of the Company enforceable in accordance with their terms, except as enforcement thereof may be limited by bankruptcy, insolvency, reorganization or other laws limiting creditors' rights generally or by equitable principles relating to the availability of remedies; PROVIDED, HOWEVER, that in rendering the above opinion, we express no opinion as to the effect, if any, of the usury laws of any state upon the enforceability of rights of the holders of the Unsecured Debt Securities; and

- (e) All action necessary to make valid the proposed issuance of the Preferred Stock by the Company will have been taken when:
1. The Registration Statement, as it may be amended, shall have become effective;

<PAGE>

PacifiCorp
November 22, 1999
Page 4

2. Appropriate orders authorizing the issuance of the Preferred Stock by the Company shall have been entered by the Idaho Public Utilities Commission, the Public Utility Commission of Oregon, the Utah Public Service Commission, the Public Service Commission of Wyoming and an appropriate notice filing shall have been made with the Washington Utilities and Transportation Commission;
 3. The Company's Board of Directors, pursuant to authority vested in it under the Company's Third Restated Articles of Incorporation, or the Finance Committee or the Pricing Committee of the Company's Board of Directors, shall have duly adopted appropriate resolutions establishing one or more series of Preferred Stock, fixing certain of the terms thereof, approving the per share price and other terms of the sale of the Preferred Stock in accordance with the resolutions adopted by the Company's Board of Directors authorizing the issuance and sale of the Preferred Stock and authorizing or ratifying such other corporate acts as may be necessary in connection with the issuance and sale of the Preferred Stock, and articles of amendment to the Company's Third Restated Articles of Incorporation, complying with the provisions of the Oregon Business Corporation Act shall have been filed with the office of the Secretary of State of the State of Oregon; and
 4. The Preferred Stock shall have been appropriately issued and delivered for the consideration contemplated by, and otherwise in conformity with, the acts, proceedings and documents referred to above; and
- (f) When the steps set forth in paragraph (e) shall have been taken, the Preferred Stock will have been duly issued and will be validly outstanding and all shares thereof will be fully paid and nonassessable.

We hereby authorize and consent to the use of this opinion as Exhibit 5 of the Registration Statement and authorize and consent to the references to our firm in the Registration Statement and in the preliminary prospectus constituting a part thereof. In giving

<PAGE>

PacifiCorp
November 22, 1999
Page 5

such consent, we do not thereby admit that we are within the category of persons whose consent is required pursuant to Section 7 of the Act or the rules and regulations of the Securities and Exchange Commission.

Very truly yours,

/s/ Stoel Rives LLP

STOEL RIVES LLP

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<DESCRIPTION>EXHIBIT 15
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<PAGE>

November 18, 1999

Exhibit 15

PacifiCorp
825 N.E. Multnomah
Portland, Oregon

We have made a review, in accordance with standards established by the American Institute of Certified Public Accountants, of the unaudited interim financial information of PacifiCorp for the periods ended March 31, 1999 and 1998, June 30, 1999 and 1998 and September 30, 1999 and 1998, as indicated in our reports dated May 10, 1999, August 9, 1999, and November 4, 1999, respectively; because we did not perform an audit, we expressed no opinion on that information.

We are aware that our reports referred to above, which were included in your Quarterly Reports on Form 10-Q for the quarters ended March 31, 1999, June 30, 1999 and September 30, 1999, are being used in this Registration Statement.

We also are aware that the aforementioned report, pursuant to Rule 436(c) under the Securities Act of 1933, is not considered a part of the Registration Statement prepared or certified by an accountant or a report prepared or certified by an accountant within the meaning of Sections 7 and 11 of that Act.

DELOITTE & TOUCHE LLP
</TEXT>

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<SEQUENCE>4
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INDEPENDENT AUDITORS' CONSENT

Exhibit 23(a)

We consent to the incorporation by reference in this Registration Statement of PacifiCorp on Form S-3 of our report dated March 5, 1999, appearing in the Annual Report on Form 10-K/A of PacifiCorp for the year ended December 31, 1998 and to the reference to us under the heading "Experts" in the Prospectus, which is part of this Registration Statement.

DELOITTE & TOUCHE LLP

Portland, Oregon
November 18, 1999

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<SEQUENCE>5
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EXHIBIT 24

POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS that the undersigned constitutes and appoints Frederick W. Buckman and Richard T. O'Brien, and each of them, his or her true and lawful attorneys and agents, with full power of substitution and resubstitution for him or her and in his or her name, place and stead, in any and all capacities, to sign one or more Registration Statements under The Securities Act of 1933, prepared in connection with the securities of PacifiCorp in the form of Common Stock, Preferred Stock, First Mortgage and Collateral Trust Bonds and/or Other Debt Securities, and any and all amendments (including post-effective amendments) thereto, and to file the same, with all exhibits thereto, and other documents in connection therewith, with the Securities and Exchange Commission, granting unto said attorneys and agents, and each of them, full power and authority to do any and all acts and things necessary or advisable to be done, as fully and to all intents and purposes as he or she might or could do in person, hereby ratifying and confirming all that said attorneys and agents or any of them, or their or his or her substitute or substitutes, may lawfully do or cause to be done by virtue hereof.

Dated: May 13, 1998

/s/ W. Charles Armstrong

W. Charles Armstrong

Dated: May 13, 1998

/s/ Kathryn A. Braun

Kathryn A. Braun

Dated: May 13, 1998

/s/ C. Todd Conover

C. Todd Conover

Dated: May 13, 1998

/s/ Nolan E. Karras

Nolan E. Karras

Dated: May 13, 1998

/s/ Keith R. McKennon

Keith R. McKennon

Dated: May 12, 1998

/s/ Robert G. Miller

Robert G. Miller

<PAGE>

Dated: May 13, 1998

/s/ Alan K. Simpson

Alan K. Simpson

Dated: May 13, 1998

/s/ Verl R. Topham

Verl R. Topham

Dated: May 13, 1998

/s/ Nancy Wilgenbusch

Nancy Wilgenbusch

Dated: May 28, 1998

/s/ Peter I. Wold

Peter I. Wold

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<SEQUENCE>6

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SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

STATEMENT OF ELIGIBILITY
UNDER THE TRUST INDENTURE ACT OF 1939 OF A
CORPORATION DESIGNATED TO ACT AS TRUSTEE

CHECK IF AN APPLICATION TO DETERMINE
ELIGIBILITY OF A TRUSTEE PURSUANT TO
SECTION 305(b)(2)

THE BANK OF NEW YORK
(Exact name of trustee as specified in its charter)

New York
(State of incorporation
if not a U.S. national bank)

13-5160382
(I.R.S. employer
identification no.)

One Wall Street, New York, N.Y.
(Address of principal executive offices)

10286
(Zip code)

PACIFICORP
(Exact name of obligor as specified in its charter)

Oregon
(State or other jurisdiction of
incorporation or organization)

93-0246090
(I.R.S. employer
identification no.)

825 NE Multnomah
Suite 2000
Portland, Oregon
(Address of principal executive offices)

97232-4116
(Zip code)

Unsecured Debt Securities
(Title of the indenture securities)

=====

<PAGE>

1. GENERAL INFORMATION. FURNISH THE FOLLOWING INFORMATION AS TO THE TRUSTEE:
- (a) NAME AND ADDRESS OF EACH EXAMINING OR SUPERVISING AUTHORITY TO WHICH IT IS SUBJECT.

Name	Address
Superintendent of Banks of the State of New York	2 Rector Street, New York, N.Y. 10006, and Albany,

N.Y. 12203

Federal Reserve Bank of New York 33 Liberty Plaza, New York,
N.Y. 10045

Federal Deposit Insurance Corporation Washington, D.C. 20429

New York Clearing House Association New York, New York 10005

(b) WHETHER IT IS AUTHORIZED TO EXERCISE CORPORATE TRUST POWERS.

Yes.

2. AFFILIATIONS WITH OBLIGOR.

IF THE OBLIGOR IS AN AFFILIATE OF THE TRUSTEE, DESCRIBE EACH SUCH AFFILIATION.

None.

16. LIST OF EXHIBITS.

EXHIBITS IDENTIFIED IN PARENTHESES BELOW, ON FILE WITH THE COMMISSION, ARE INCORPORATED HEREIN BY REFERENCE AS AN EXHIBIT HERETO, PURSUANT TO RULE 7a-29 UNDER THE TRUST INDENTURE ACT OF 1939 (THE "ACT") AND 17 C.F.R. 229.10(d).

1. A copy of the Organization Certificate of The Bank of New York (formerly Irving Trust Company) as now in effect, which contains the authority to commence business and a grant of powers to exercise corporate trust powers. (Exhibit 1 to Amendment No. 1 to Form T-1 filed with Registration Statement No. 33-6215, Exhibits 1a and 1b to Form T-1 filed with Registration Statement No. 33-21672 and Exhibit 1 to Form T-1 filed with Registration Statement No. 33-29637.)
4. A copy of the existing By-laws of the Trustee. (Exhibit 4 to Form T-1 filed with Registration Statement No. 33-31019.)
6. The consent of the Trustee required by Section 321(b) of the Act. (Exhibit 6 to Form T-1 filed with Registration Statement No. 33-44051.)
7. A copy of the latest report of condition of the Trustee published pursuant to law or to the requirements of its supervising or examining authority.

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<PAGE>

SIGNATURE

Pursuant to the requirements of the Act, the Trustee, The Bank of New York, a corporation organized and existing under the laws of the State of New York, has duly caused this statement of eligibility to be signed on its behalf by the undersigned, thereunto duly authorized, all in The City of New York, and

State of New York, on the 10th day of November, 1999.

THE BANK OF NEW YORK

By: /s/ MICHAEL CULHANE

Name: MICHAEL CULHANE
 Title: VICE PRESIDENT

<PAGE>

Consolidated Report of Condition of
 THE BANK OF NEW YORK
 of One Wall Street, New York, N.Y. 10286
 And Foreign and Domestic Subsidiaries,
 a member of the Federal Reserve System, at the close of business June 30, 1999,
 published in accordance with a call made by the Federal Reserve Bank of this
 District pursuant to the provisions of the Federal Reserve Act.

<TABLE>
 <CAPTION>

	Dollar Amounts In Thousands <C>
ASSETS	
<S>	
Cash and balances due from depository institutions:	
Noninterest-bearing balances and currency and coin..	\$5,597,807
Interest-bearing balances.....	4,075,775
Securities:	
Held-to-maturity securities.....	785,167
Available-for-sale securities.....	4,159,891
Federal funds sold and Securities purchased under agreements to resell.....	2,476,963
Loans and lease financing receivables:	
Loans and leases, net of unearned income.....	38,028,772
LESS: Allowance for loan and lease losses.....	568,617
LESS: Allocated transfer risk reserve.....	16,352
Loans and leases, net of unearned income, allowance, and reserve.....	37,443,803
Trading Assets.....	1,563,671
Premises and fixed assets (including capitalized leases).....	683,587
Other real estate owned.....	10,995
Investments in unconsolidated subsidiaries and associated companies.....	184,661
Customers' liability to this bank on acceptances outstanding.....	812,015
Intangible assets.....	1,135,572
Other assets.....	5,607,019

Total assets.....	\$64,536,926 =====
LIABILITIES	

Deposits:	
In domestic offices.....	\$26,488,980
Noninterest-bearing.....	10,626,811
Interest-bearing.....	15,862,169
In foreign offices, Edge and Agreement subsidiaries, and IBFs.....	20,655,414
Noninterest-bearing.....	156,471
Interest-bearing.....	20,498,943
Federal funds purchased and Securities sold under agreements to repurchase.....	3,729,439
Demand notes issued to the U.S.Treasury.....	257,860
Trading liabilities.....	1,987,450
Other borrowed money:	
With remaining maturity of one year or less.....	496,235
With remaining maturity of more than one year through three years.....	465
With remaining maturity of more than three years....	31,080
Bank's liability on acceptances executed and outstanding.....	822,455

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<PAGE>

Subordinated notes and debentures.....	1,308,000
Other liabilities.....	2,846,649

Total liabilities.....	58,624,027
	=====
EQUITY CAPITAL	
Common stock.....	1,135,284
Surplus.....	815,314
Undivided profits and capital reserves.....	4,001,767
Net unrealized holding gains (losses) on available-for-sale securities.....	(7,956)
Cumulative foreign currency translation adjustments....	(31,510)

Total equity capital.....	5,912,899

Total liabilities and equity capital.....	\$64,536,926
	=====

</TABLE>

I, Thomas J. Mastro, Senior Vice President and Comptroller of the above-named bank do hereby declare that this Report of Condition has been prepared in conformance with the instructions issued by the Board of Governors of the Federal Reserve System and is true to the best of my knowledge and belief.

Thomas J. Mastro

We, the undersigned directors, attest to the correctness of this Report of Condition and declare that it has been examined by us and to the best of our knowledge and belief has been prepared in conformance with the instructions issued by the Board of Governors of the Federal Reserve System and is true and correct.

Thomas A. Reyni
Alan R. Griffith

Directors

Gerald L. Hassell

</TEXT>
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 <TYPE>EX-25.B
 <SEQUENCE>7
 <DESCRIPTION>EXHIBIT 25 (B)
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SECURITIES AND EXCHANGE COMMISSION
 Washington, D. C. 20549

FORM T-1

STATEMENT OF ELIGIBILITY
 UNDER THE TRUST INDENTURE ACT OF 1939 OF
 A CORPORATION DESIGNATED TO ACT AS TRUSTEE

CHECK IF AN APPLICATION TO DETERMINE ELIGIBILITY OF
 A TRUSTEE PURSUANT TO SECTION 305(b) (2) _____

THE CHASE MANHATTAN BANK
 (Exact name of trustee as specified in its charter)

NEW YORK
 (State of incorporation
 if not a national bank)

13-4994650
 (I.R.S. employer
 identification No.)

270 PARK AVENUE
 NEW YORK, NEW YORK
 (Address of principal executive offices)

10017
 (Zip Code)

William H. McDavid
 General Counsel
 270 Park Avenue
 New York, New York 10017
 Tel: (212) 270-2611
 (Name, address and telephone number of agent for service)

PACIFICORP
 (Exact name of obligor as specified in its charter)

STATE OF OREGON
 (State or other jurisdiction of
 incorporation or organization)

93-0246090
 (I.R.S. employer
 identification No.)

825 N.E. MULTNOMAH

SUITE 2000
PORTLAND, OREGON
(Address of principal executive offices)

97232
(Zip Code)

DEBT SECURITIES
(Title of the indenture securities)

<PAGE>

GENERAL

Item 1. General Information.

Furnish the following information as to the trustee:

(a) Name and address of each examining or supervising authority to which it is subject.

New York State Banking Department, State House, Albany, New York
12110.

Board of Governors of the Federal Reserve System, Washington,
D.C., 20551

Federal Reserve Bank of New York, District No. 2, 33 Liberty
Street, New York, N.Y.

Federal Deposit Insurance Corporation, Washington, D.C., 20429.

(b) Whether it is authorized to exercise corporate trust powers.

Yes.

Item 2. Affiliations with the Obligor.

If the obligor is an affiliate of the trustee, describe each such affiliation.

None.

<PAGE>

Item 16. List of Exhibits

List below all exhibits filed as a part of this Statement of Eligibility.

1. A copy of the Articles of Association of the Trustee as now in effect, including the Organization Certificate and the Certificates of Amendment dated February 17, 1969, August 31, 1977, December 31, 1980, September 9, 1982, February 28, 1985, December 2, 1991 and July 10, 1996 (see Exhibit 1 to Form T-1 filed in connection with Registration Statement No. 333-06249, which is incorporated by reference).

2. A copy of the Certificate of Authority of the Trustee to Commence Business (see Exhibit 2 to Form T-1 filed in connection with Registration Statement No. 33-50010, which is incorporated by reference. On July 14, 1996, in connection with the merger of Chemical Bank and The Chase Manhattan Bank (National Association), Chemical Bank, the surviving corporation, was renamed The Chase Manhattan Bank).

3. None, authorization to exercise corporate trust powers being contained in the documents identified above as Exhibits 1 and 2.

4. A copy of the existing By-Laws of the Trustee (see Exhibit 4 to Form T-1 filed in connection with Registration Statement No. 333-76439, which is incorporated by reference).

5. Not applicable.

6. The consent of the Trustee required by Section 321(b) of the Act (see Exhibit 6 to Form T-1 filed in connection with Registration Statement No. 33-50010, which is incorporated by reference. On July 14, 1996, in connection with the merger of Chemical Bank and The Chase Manhattan Bank (National Association), Chemical Bank, the surviving corporation, was renamed The Chase Manhattan Bank).

7. A copy of the latest report of condition of the Trustee, published pursuant to law or the requirements of its supervising or examining authority.

8. Not applicable.

9. Not applicable.

SIGNATURE

Pursuant to the requirements of the Trust Indenture Act of 1939 the Trustee, The Chase Manhattan Bank, a corporation organized and existing under the laws of the State of New York, has duly caused this statement of eligibility to be signed on its behalf by the undersigned, thereunto duly authorized, all in the City of New York and State of New York, on the 10TH day of NOVEMBER, 1999.

THE CHASE MANHATTAN BANK

By /s/ GLENN G. MCKEEVER

/s/ GLENN G. MCKEEVER
VICE PRESIDENT

Bank Call Notice

RESERVE DISTRICT NO. 2
CONSOLIDATED REPORT OF CONDITION OF

The Chase Manhattan Bank
of 270 Park Avenue, New York, New York 10017
and Foreign and Domestic Subsidiaries,
a member of the Federal Reserve System,

at the close of business June 30,
1999, in accordance with a call made by the
Federal Reserve Bank of this District pursuant to
the provisions of the Federal Reserve Act.

DOLLAR AMOUNTS

<TABLE>
<CAPTION>

ASSETS	IN MILLIONS
<S>	<C>
Cash and balances due from depository institutions:	
Noninterest-bearing balances and	
currency and coin	\$ 13,119
Interest-bearing balances	6,761
Securities:	
Held to maturity securities	892
Available for sale securities	42,965
Federal funds sold and securities purchased under	
agreements to resell	32,277
Loans and lease financing receivables:	
Loans and leases, net of unearned income	\$130,602
Less: Allowance for loan and lease losses	2,551
Less: Allocated transfer risk reserve	0

Loans and leases, net of unearned income,	
allowance, and reserve	128,051
Trading Assets	41,426
Premises and fixed assets (including capitalized	
leases)	3,190
Other real estate owned	28
Investments in unconsolidated subsidiaries and	
associated companies	182
Customers' liability to this bank on acceptances	
outstanding	901
Intangible assets	2,010
Other assets	14,567

TOTAL ASSETS	\$286,369

</TABLE>

LIABILITIES

<TABLE> <S>	<C>
Deposits	
In domestic offices	\$ 101,97
Noninterest-bearing	\$ 42,24
Interest-bearing	59,73

In foreign offices, Edge and Agreement subsidiaries and IBF's	76,39
Noninterest-bearing	\$ 4,64
Interest-bearing	71,75
Federal funds purchased and securities sold under agree- ments to repurchase	36,60
Demand notes issued to the U.S. Treasury	1,00
Trading liabilities	30,28
Other borrowed money (includes mortgage indebtedness and obligations under capitalized leases):	
With a remaining maturity of one year or less	3,60
With a remaining maturity of more than one year through three years	1
With a remaining maturity of more than three years	9
Bank's liability on acceptances executed and outstanding	90
Subordinated notes and debentures	5,42
Other liabilities	11,24
TOTAL LIABILITIES	267,55

EQUITY CAPITAL

Perpetual preferred stock and related surplus	
Common stock	1,21
Surplus (exclude all surplus related to preferred stock)	11,01
Undivided profits and capital reserves	7,31
Net unrealized holding gains (losses) on available-for-sale securities	(74)
Accumulated net gains (losses) on cash flow hedges	
Cumulative foreign currency translation adjustments	1
TOTAL EQUITY CAPITAL	18,81

TOTAL LIABILITIES AND EQUITY CAPITAL	\$ 286,36
	=====

</TABLE>

I, Joseph L. Sclafani, E.V.P. & Controller of the above-named bank, do hereby declare that this Report of Condition has been prepared in conformance with the instructions issued by the appropriate Federal regulatory authority and is true to the best of my knowledge and belief.

JOSEPH L. SCLAFANI

We, the undersigned directors, attest to the correctness of this Report of Condition and declare that it has been examined by us, and to the best of our knowledge and belief has been prepared in conformance with the instructions issued by the appropriate Federal regulatory authority and is true and correct.

WALTER V. SHIPLEY)
WILLIAM B. HARRISON, JR.) DIRECTORS
FRANK A. BENNACK, JR.)

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SECURITIES AND EXCHANGE COMMISSION
Washington, D. C. 20549

FORM T-1

STATEMENT OF ELIGIBILITY
UNDER THE TRUST INDENTURE ACT OF 1939 OF
A CORPORATION DESIGNATED TO ACT AS TRUSTEE

CHECK IF AN APPLICATION TO DETERMINE ELIGIBILITY OF
A TRUSTEE PURSUANT TO SECTION 305(b)(2) _____

THE CHASE MANHATTAN BANK
(Exact name of trustee as specified in its charter)

NEW YORK
(State of incorporation
if not a national bank)

13-4994650
(I.R.S. employer
identification No.)

270 PARK AVENUE
NEW YORK, NEW YORK
(Address of principal executive offices)

10017
(Zip Code)

William H. McDavid
General Counsel
270 Park Avenue
New York, New York 10017
Tel: (212) 270-2611
(Name, address and telephone number of agent for service)

PACIFICORP
(Exact name of obligor as specified in its charter)

STATE OF OREGON
(State or other jurisdiction of
incorporation or organization)

93-0246090
(I.R.S. employer
identification No.)

825 N.E. MULTNOMAH

SUITE 2000
PORTLAND, OREGON
(Address of principal executive offices)

97232
(Zip Code)

FIRST MORTGAGE BONDS
(Title of the indenture securities)

<PAGE>

GENERAL

Item 1. General Information.

Furnish the following information as to the trustee:

(a) Name and address of each examining or supervising authority to which it is subject.

New York State Banking Department, State House, Albany, New York
12110.

Board of Governors of the Federal Reserve System, Washington,
D.C., 20551

Federal Reserve Bank of New York, District No. 2, 33 Liberty
Street, New York, N.Y.

Federal Deposit Insurance Corporation, Washington, D.C., 20429.

(b) Whether it is authorized to exercise corporate trust powers.

Yes.

Item 2. Affiliations with the Obligor.

If the obligor is an affiliate of the trustee, describe each such affiliation.

None.

- 2 -

<PAGE>

Item 16. List of Exhibits

List below all exhibits filed as a part of this Statement of Eligibility.

1. A copy of the Articles of Association of the Trustee as now in effect, including the Organization Certificate and the Certificates of Amendment dated February 17, 1969, August 31, 1977, December 31, 1980, September 9, 1982, February 28, 1985, December 2, 1991 and July 10, 1996 (see Exhibit 1 to Form T-1 filed in connection with Registration Statement No. 333-06249, which is incorporated by reference).

2. A copy of the Certificate of Authority of the Trustee to Commence Business (see Exhibit 2 to Form T-1 filed in connection with Registration Statement No. 33-50010, which is incorporated by reference. On July 14, 1996, in connection with the merger of Chemical Bank and The Chase Manhattan Bank (National Association), Chemical Bank, the surviving corporation, was renamed The Chase Manhattan Bank).

3. None, authorization to exercise corporate trust powers being contained in the documents identified above as Exhibits 1 and 2.

4. A copy of the existing By-Laws of the Trustee (see Exhibit 4 to Form T-1 filed in connection with Registration Statement No. 333-76439, which is incorporated by reference).

5. Not applicable.

6. The consent of the Trustee required by Section 321(b) of the Act (see Exhibit 6 to Form T-1 filed in connection with Registration Statement No. 33-50010, which is incorporated by reference. On July 14, 1996, in connection with the merger of Chemical Bank and The Chase Manhattan Bank (National Association), Chemical Bank, the surviving corporation, was renamed The Chase Manhattan Bank).

7. A copy of the latest report of condition of the Trustee, published pursuant to law or the requirements of its supervising or examining authority.

8. Not applicable.

9. Not applicable.

SIGNATURE

Pursuant to the requirements of the Trust Indenture Act of 1939 the Trustee, The Chase Manhattan Bank, a corporation organized and existing under the laws of the State of New York, has duly caused this statement of eligibility to be signed on its behalf by the undersigned, thereunto duly authorized, all in the City of New York and State of New York, on the 10TH day of NOVEMBER, 1999.

THE CHASE MANHATTAN BANK

By /s/ GLENN MCKEEVER

/s/ GLENN G. MCKEEVER

VICE PRESIDENT

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Exhibit 7 to Form T-1

