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9 UNITED STATES BANKRUPTCY COURT

10 NORTHERN DISTRICT OF CALIFORNIA

11 SAN FRANCISCO DIVISION

12
13 In re

Case No. 01 30923 DM

14 PACIFIC GAS AND ELECTRIC
15 COMPANY, a California corporation,

Chapter 11

16 Debtor.

**STIPULATION AND ORDER
REGARDING PX DOCUMENT
PRODUCTION AND KEY PERSONNEL**

17 Federal I.D. No. 94-0742640
18

19 This Stipulation and Order Regarding ISO Document Production and Key
20 Personnel is entered into by and between Southern California Edison Company ("SCE") and the
21 California Power Exchange Corporation ("PX" and, collectively with SCE, the "Parties").

22 **I.**
23 **RECITALS**

24 1. On July 11, 2001, the Court entered its Order Directing Production of
25 Documents to ISO/PX Market Participants Pursuant to Federal Bankruptcy Rule 2004 and
26 Protective Order Respecting Confidentiality of Documents ("July 11 Order"). All capitalized
27 terms used but not defined herein shall have the meanings given them in the July 11 Order.

28 2. The July 11 Order sets forth a procedure for Market Participants, including

[782301.1]

STIPULATION AND ORDER REGARDING PX DOCUMENT PRODUCTION AND KEY PERSONNEL

Appl Add: Rick's Ogo Mail Center

1 SCE, to follow in order to disclose the Responsive Information to Key Personnel.

2 3. Pursuant to the July 11 order, on August 15, 2001, SCE filed a request
3 setting forth certain Key Personnel – Barbara Reeves, Douglas Ditonto, Michael Mackness, Julie
4 Miller, Harold Pope, Bo Drobenko, Gary Stern, Joseph Yan, Phillip Schofield, Mark Reardon,
5 and Thomas Lepick – whom it wished to have access to the Responsive Information (“Request”).

6 4. On September 20, 2001, SCE filed a supplemental declaration to its
7 Request. In the supplemental declaration, Barbara Reeves, Assistant General Counsel at SCE,
8 stated that SCE is not presently engaged in buying or selling in the ISO market, and that none of
9 the Key Personnel identified in its Request are involved in competitive bidding activities in the
10 ISO markets for the purchase and sale of wholesale electricity. The supplemental declaration also
11 identified Stephen Pickett, General Counsel at SCE, as having inadvertently been omitted from
12 SCE’s Request, and stated that Mr. Pickett is also not involved in competitive bidding activities
13 in the ISO markets for the purchase and sale of wholesale electricity.

14 5. Barbara Mathews, Assistant General Counsel at SCE, was also
15 inadvertently omitted from SCE’s Request. Ms. Mathews is not involved in competitive bidding
16 activities in the ISO markets for the purchase and sale of wholesale electricity.

17 6. On August 30, 2001, the Court held a hearing on SCE’s Request and
18 similar papers filed by other Market Participants, and, on September 21, 2001, the Court
19 supplemented its July 11 Order with its Order Re Disclosure Of Documents By Market
20 Participants To Key Personnel (“September 21 Order”).

21 7. The September 21 Order provides that the Custodian and Outside
22 Professionals of each Market Participant may disclose to the Market Participant’s Key Personnel
23 (a) Responsive Information produced in response to PG&E’s Request Nos. A through E, and (b)
24 Responsive Information produced in response to PG&E’s Request Nos. F through J, subject to
25 certain limitations. The September 21 Order further provides that such disclosure can only be
26 made to Key Personnel who are identified by name in papers filed with the Court prior to
27 September 12, 2001, or who are subsequently authorized to receive Responsive Information by
28 order of this Court.

8. The Parties wish to clarify their agreement with respect to the scope of the Responsive Information that may be disclosed, and SCE desires, and the PX has agreed, that SCE may add Barbara Mathews to the list of Key Personnel that are entitled to receive the Responsive Information.

II. STIPULATION

Based on the foregoing, the Parties hereby stipulate and agree as follows:

1. The Custodian and/or Outside Professionals of SCE may disclose to all previously-designated Key Personnel (Barbara Reeves, Douglas Ditonto, Michael Mackness, Julie Miller, Harold Pope, Bo Drobenko, Gary Stern, Joseph Yan, Phillip Schofield, Mark Reardon, Thomas Lepick, and Stephen Pickett) any and all Responsive Information produced by the PX in response to PG&E's Request Nos. A through J.

2. Barbara Mathews shall be included on the list of Key Personnel that are authorized to receive the Responsive Information.

3. Disclosure of the Responsive Information to Key Personnel shall, other than as set forth in this Stipulation and Order, be limited by the Court's July 11 Order and September 21 Order.

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1 DATED: November 24 2001

MUNGER, TOLLES & OLSON LLP

2
3 By:

Stacie G. Galli
STACIE G. GALLI

4 Attorneys for Southern California Edison
5 Company

6
7 DATED: November 26 2001

CALIFORNIA POWER EXCHANGE
CORPORATION

8
9
10 By:

Susan D. Rossi
SUSAN D. ROSSI

11 Managing Attorney for California Power
12 Exchange Corporation

13
14 ORDER

15 IT IS SO ORDERED.

16
17 DATED: _____

18
19 THE HONORABLE DENNIS MONTALI

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On November 28, 2001, I served the foregoing document described as

STIPULATION AND ORDER REGARDING PX DOCUMENT PRODUCTION AND

KEY PERSONNEL on the interested parties in this action by placing a true copy thereof

enclosed in a sealed envelope **via U.S. MAIL** addressed as follows:

I declare under the penalty of perjury under the laws of the United States that the foregoing is true and correct.


Cheryl Cunningham

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