

PUBLIC UTILITIES COMMISSION

SAN FRANCISCO, CA 94102-3298



April 19, 2011

Advice Letter 2570-E

Akbar Jazayeri
Vice President, Regulatory Operations
Southern California Edison Company
P O Box 800
Rosemead, CA 91770

**Subject: Modification to Power Purchase and Sale Agreement Between
SCE and Cascade Solar LLC as Required by Resolution E-4394**

Dear Mr. Jazayeri:

Advice Letter 2570-E is effective April 4, 2011.

Sincerely,

A handwritten signature in blue ink that reads "Julie A. Fitch".

Julie A. Fitch, Director
Energy Division

April 4, 2011

ADVICE 2570-E
(U 338-E)

PUBLIC UTILITIES COMMISSION OF THE STATE OF CALIFORNIA
ENERGY DIVISION

SUBJECT: Modification to Power Purchase and Sale Agreement Between
Southern California Edison Company and Cascade Solar LLC
as Required by Resolution E-4394

On September 24, 2010, Southern California Edison Company ("SCE") filed Advice 2514-E, which sought California Public Utilities Commission ("Commission" or "CPUC") approval of a power purchase and sale agreement ("Cascade PPA") between SCE and Cascade Solar LLC ("Cascade") that was executed as a result of SCE's 2010 Solar Photovoltaic Program solicitation.

On March 24, 2011, the Commission adopted Resolution E-4394 ("Resolution"), which approved the Cascade PPA conditioned upon SCE modifying the Cascade PPA to include the new non-modifiable standard terms and conditions required for bundled renewables portfolio standard ("RPS") contracts pursuant to Decision ("D.")10-03-021. In the Resolution, the Commission ordered that SCE file a Tier 1 advice letter demonstrating that the Cascade PPA includes all of the relevant non-modifiable standard terms and conditions required by the Commission.

SCE and Cascade have entered into Amendment No. 1 to the Cascade PPA ("Amendment No. 1") to include the new standard terms and conditions required for bundled RPS contracts under D.10-03-021, as modified by D.11-01-025. The purpose of this advice filing is to provide Amendment No. 1 to the Commission and demonstrate that the Cascade PPA now includes all non-modifiable standard terms and conditions required by the Commission.

In accordance with General Order ("GO") 96-B, the confidentiality of information included in this advice filing is described below. This advice filing contains both confidential and public attachments as listed below.

Confidential Attachment 1: Amendment No. 1

Attachment 2: Confidentiality Declaration

BACKGROUND

In the Resolution, the Commission conditionally approved the Cascade PPA. The Commission ordered SCE to file a Tier 1 advice letter compliance filing demonstrating that the Cascade PPA includes all of the relevant non-modifiable standard terms and conditions required by the Commission within 30 days of the effective date of the resolution.

As demonstrated in Advice 2514-E, the Cascade PPA already includes the Commission's non-modifiable standard terms and conditions on: (1) "CPUC Approval;" (2) "RECs and Green Attributes;" (3) "Eligibility;" and (4) "Applicable Law."

In D.10-03-021, as modified by D.11-01-025, the Commission added two new non-modifiable standard terms and conditions for bundled RPS contracts: (1) "Transfer of Renewable Energy Credits;" and (2) "Tracking of RECs in WREGIS." These terms have been added to the Cascade PPA through Amendment No. 1, which is attached as Confidential Attachment 1 to this advice filing. The "Transfer of Renewable Energy Credits" term was added as Section 10.02(c) of the Cascade PPA through Section 1 on page 2 of Amendment No. 1. The "Tracking of RECs in WREGIS" term was added as Section 10.02(e) of the Cascade PPA through Section 2 on page 2 of Amendment No. 1. Accordingly, the Cascade PPA now includes all of the Commission's required non-modifiable standard terms and conditions.

CONFIDENTIALITY

SCE is requesting confidential treatment of Confidential Attachment 1 to this advice filing. The information for which SCE is seeking confidential treatment is identified in the Confidentiality Declaration attached as Attachment 2. The confidential version of this advice filing will be made available to appropriate parties (in accordance with SCE's Proposed Protective Order, as discussed below) upon execution of the required non-disclosure agreement. Parties wishing to obtain access to the confidential version of this advice filing may contact Cathy Karlstad in SCE's Law Department at Cathy.Karlstad@SCE.com or (626) 302-1096 to obtain a non-disclosure agreement. In accordance with GO 96-B, a copy of SCE's Proposed Protective Order was attached as Appendix K to Advice 2514-E. It is appropriate to accord confidential treatment to the information for which SCE requests confidential treatment in the first instance in the advice letter process because such information is entitled to confidentiality protection pursuant to D.06-06-066 and is required to be filed by advice letter as part of the process for obtaining Commission approval of RPS power purchase agreements. SCE would object if the information were disclosed in an aggregated format.

The information in this advice filing for which SCE requests confidential treatment, the pages on which the information appears, and the length of time for which the information should remain confidential, are provided in Attachment 2. This information is entitled to confidentiality protection pursuant to D.06-06-066 (as provided in the Investor-Owned Utility ("IOU") Matrix). The specific provisions of the IOU Matrix that apply to the confidential information in this advice filing are identified in Attachment 2.

TIER DESIGNATION

Pursuant to GO 96-B, Energy Industry Rule 5.1 and Resolution E-4394, SCE submits this advice filing with a Tier 1 designation.

EFFECTIVE DATE

This Tier 1 advice letter is effective upon filing and pending disposition.

PROTESTS

The protest and comment period for the Cascade PPA should not be reopened. Amendment No. 1 simply amends the Cascade PPA to include new non-modifiable standard terms and conditions in compliance with Resolution E-4394.

NOTICE

In accordance with Section 4 of GO 96-B, SCE is furnishing copies of this advice filing to the interested parties shown on the attached R.08-08-009, R.06-02-012, and GO 96-B service lists. Address change requests to the GO 96-B service list should be directed to AdviceTariffManager@sce.com or at (626) 302-2930. For changes to any other service list, please contact the Commission's Process Office at (415) 703-2021 or at Process_Office@cpuc.ca.gov.

Further, in accordance with Public Utilities Code Section 491, notice to the public is hereby given by filing and keeping the advice filing at SCE's corporate headquarters. To view other SCE advice letters filed with the Commission, log on to SCE's web site at <http://www.sce.com/AboutSCE/Regulatory/adviceletters/>.

All questions concerning this advice filing should be directed to Laura Genao at (626) 302-6842 (E-mail: Laura.Genao@sce.com).

Southern California Edison Company

Akbar Jazayeri

AJ:lg:sq
Enclosures

CALIFORNIA PUBLIC UTILITIES COMMISSION

ADVICE LETTER FILING SUMMARY ENERGY UTILITY

MUST BE COMPLETED BY UTILITY (Attach additional pages as needed)

Company name/CPUC Utility No.: Southern California Edison Company (U 338-E)

Utility type:

ELC GAS
 PLC HEAT WATER

Contact Person: James Yee

Phone #: (626) 302-2509

E-mail: James.Yee@sce.com

E-mail Disposition Notice to: AdviceTariffManager@sce.com

EXPLANATION OF UTILITY TYPE

ELC = Electric GAS = Gas
 PLC = Pipeline HEAT = Heat WATER = Water

(Date Filed/ Received Stamp by CPUC)

Advice Letter (AL) #: 2570-E

Tier Designation: 1

Subject of AL: Modification to Power Purchase and Sale Agreement Between Southern California Edison Company and Cascade Solar LLC as Required by Resolution E-4394

Keywords (choose from CPUC listing): Compliance, Contracts, Procurement

AL filing type: Monthly Quarterly Annual One-Time Other

If AL filed in compliance with a Commission order, indicate relevant Decision/Resolution #:

E-4394

Does AL replace a withdrawn or rejected AL? If so, identify the prior AL: _____

Summarize differences between the AL and the prior withdrawn or rejected AL¹: _____

Confidential treatment requested? Yes No

If yes, specification of confidential information: See Attachment 2.

Confidential information will be made available to appropriate parties who execute a nondisclosure agreement.

Name and contact information to request nondisclosure agreement/access to confidential information:

Cathy Karlstad, Law Department, at (626) 302-1096 or Cathy.Karlstad@sce.com.

Resolution Required? Yes No

Requested effective date: 4/4/11 No. of tariff sheets: -0-

Estimated system annual revenue effect: (%): _____

Estimated system average rate effect (%): _____

When rates are affected by AL, include attachment in AL showing average rate effects on customer classes (residential, small commercial, large C/I, agricultural, lighting).

Tariff schedules affected: None

Service affected and changes proposed¹: _____

Pending advice letters that revise the same tariff sheets: _____

¹ Discuss in AL if more space is needed.

All correspondence regarding this AL shall be sent to:

CPUC, Energy Division
Attention: Tariff Unit
505 Van Ness Ave.,
San Francisco, CA 94102
inj@cpuc.ca.gov and mas@cpuc.ca.gov

Akbar Jazayeri
Vice President of Regulatory Operations
Southern California Edison Company
2244 Walnut Grove Avenue
Rosemead, California 91770
Facsimile: (626) 302-4829
E-mail: AdviceTariffManager@sce.com

Bruce Foster
Senior Vice President, Regulatory Affairs
c/o Karyn Gansecki
Southern California Edison Company
601 Van Ness Avenue, Suite 2030
San Francisco, California 94102
Facsimile: (415) 929-5540
E-mail: Karyn.Gansecki@sce.com

Marc Ulrich
Vice President of Renewable and Alternative Power
c/o Mike Marelli
Southern California Edison Company
2244 Walnut Grove Avenue, Quad 4D
Rosemead, California 91770
Facsimile: (626) 302-1103
E-mail: Mike.Marelli@sce.com

With a copy to:

Cathy Karlstad
Attorney
Southern California Edison Company
2244 Walnut Grove Avenue, 3rd Floor
Rosemead, California 91770
Facsimile: (626) 302-1935
E-mail: Cathy.Karlstad@sce.com

Confidential Attachment 1

Amendment No. 1

Confidential Protected Materials – Public Disclosure Prohibited

Attachment 2
Confidentiality Declaration

**DECLARATION OF LIZETTE AMARO REGARDING THE CONFIDENTIALITY OF
CERTAIN DATA**

I, Lizette Amaro, declare and state:

1. I am a Project Manager in the Renewable and Alternative Power Department of Southern California Edison Company (“SCE”). As such, I have reviewed this advice filing. I make this declaration in accordance with California Public Utilities Commission Decisions (“D.”) 06-06-066 and D.08-04-023, issued in Rulemaking 05-06-040. I have personal knowledge of the facts and representations herein and, if called upon to testify, could and would do so, except for those facts expressly stated to be based upon information and belief, and as to those matters, I believe them to be true.

2. Listed below are the data in this advice filing for which SCE is seeking confidential protection and the categories of the Matrix of Allowed Confidential Treatment (“IOU”) Data (“Matrix”) appended to D.06-06-066 to which these data correspond.

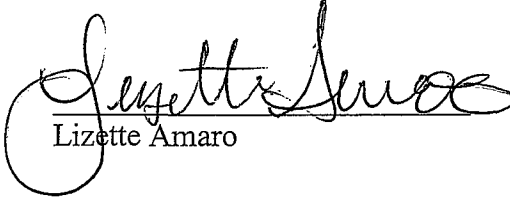
Data	Pages	Matrix Category	Limitations on Confidentiality Specified in Matrix
Amendment No. 1	Confidential Attachment 1	VII.F/VII.G RPS Contracts	RPS contracts confidential for three years, or until one year following expiration, whichever comes first.

3. I am informed and believe and thereon allege that the data in the table in paragraph 2 above cannot be aggregated, redacted, summarized, masked or otherwise protected in a manner that would allow partial disclosure of the data while still protecting confidential information, because the data request requires that the data be provided in this form.

4. I am informed and believe and thereon allege that the data in the table in paragraph 2 above has never been made publicly available.

I declare under penalty of perjury under the laws of the State of California that the foregoing is true and correct.

Executed on March 31, 2011 at Rosemead, California.


Lizette Amaro