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DEPARTMENT OF PUBLIC UTILITIES

DPU 09-01-A

CONTINUED PUBLIC EVIDENTIARY HEARING, held at the Department of Public Utilities, One South Station, Boston, Massachusetts, on Thursday, May 14, 2009, commencing at 10:04 a.m., concerning:

FITCHBURG GAS AND ELECTRIC LIGHT COMPANY

SITTING: Laura Koepnick, Hearing Officer

Joan Foster Evans, Hearing Officer

Barry Perlmutter, Director, Electric Power Division

Ghebre Daniel, Assistant Director, Electric Power Division

Paul Osborne, Assistant Director, Rates and Revenue Requirements Division

Shashi Parekh, Analyst

Donald Nelson, Analyst

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May 14, 2009 10:04 a.m.

P R O C E E D I N G S

MS. EVANS: Good morning. This is day four of the evidentiary hearings in the matter captioned DPU 09-01-A, investigation by the Department of Public Utilities on its own motion into the preparation and response of Fitchburg Gas and Electric Light Company, d/b/a Unitil, hereinafter "Unitil" or "company," to the December 12th, 2008 winter storm, pursuant to General Laws Chapter 164, Sections 76 and 1E.

My name is Joan Foster Evans, and I am one of the hearing officers assigned to this matter by the Commission. Also on the bench with me is Laura Koepnick, also a hearing officer on this matter. To my right are Barry Perlmutter, Ghebre Daniel, Don Nelson, and Shashi Parekh, from the Electric Power Division of the Department.

At this point in time, would counsel identify themselves for the record, please.

MR. MUELLER: On behalf of Fitchburg Gas and Electric Light Company, doing business as Unitil, my name is Scott Mueller. With me today is Meabh Purcell. We're both with the law firm of

Dewey & LeBoeuf. Also appearing is Gary Epler, chief regulatory counsel for Unitil.

MR. STETSON: On behalf of the Attorney General, Martha Coakley, my name is James W. Stetson. With me today is Tackey Chan, Assistant Attorney General, and Joan Foster Evans Plett, our utility analyst. Sandra Callahan Merrick will not be here today, but if we go tomorrow, she'll be here tomorrow, as will the rest of us.

MS. EVANS: Thank you. At this point in time the Department would like to continue their cross-examination of the panel of company witnesses. Is the company ready for cross-examination?

MS. PURCELL: Yes, we are.

MS. EVANS: Would you please identify the panel for us for the record.

DIRECT EXAMINATION

BY MS. PURCELL:

Q. Would you all please give your name and your title.

A. [FRANCAZIO] Rich Francazio, director of emergency management and compliance at Unitil.

A. [LETOURNEAU] Raymond Letourneau, Jr., director of electrical operations for Unitil.

A. [MEISSNER] Thomas Meissner, Jr., senior vice-president and chief operating officer.

A. [GANTZ] Gorge Gantz, senior vice-president for customer services and communications.

A. [LAMBERT] Mark Lambert, director of customer services for Unitil.

THOMAS P. MEISSNER, JR., GEORGE R. GANTZ, MARK LAMBERT, RAYMOND LETOURNEAU, and RICHARD FRANCAZIO, Sworn

MS. EVANS: Thank you, gentlemen. I'd like to remind you all that you are under oath at this point in time. We can start with Department cross-examination. Thank you.

BENCH EXAMINATION

BY MR. PERLMUTTER:

Q. Good morning, everyone.

A. [MEISSNER] Good morning.

A. [GANTZ] Good morning.

Q. Today's cross-examination is going to focus on the days of the storm, trying to get a sense of on a daily basis what happened, what activities the company's personnel were undertaking, what the company knew on each day. I think to serve as a good backdrop, it would be helpful if you could

provide for the Department, and maybe me in particular, a topology of the company's transmission and distribution wires. I say this because, as we ask questions about damage assessment and restoration, I think it will be helpful for us to understand where on the system you were.

So maybe I'll ask you first to just describe it. My understanding is that National Grid brings transmission wires into Flag Pond substation. Maybe if you could tell us on the other side of Flag Pond substation how the electricity flows into the service territory, throughout the service territory. We'll ask questions as you go to make sure we have as complete an understanding as we need for the types of questions we'll be asking.

A. [MEISSNER] The Unitil system is served by technically four 115 lines coming in from National Grid. It might be described as two lines, because each line had a north and a south, so there are four distinct lines. But it's like the south line and then north line and then the south line and then the north line.

Those four lines come into a ring bus at Flag Pond, which is really just a breaker

arrangement that assures that if you lose any one of those lines it doesn't affect service to the rest of the substation.

Within the substation there's two transformers that bring the voltage from 115,000 volts down to 69,000 volts. Those transformers are fully redundant, meaning you can lose any one transformer, either transformer, and it does not affect service within the system.

Within the system there are then three 69,000-volt lines that feed out from Flag Pond. One of those lines feeds, you know, independently a number of substations within the system -- River Street, Princeton Road; there may be others.

Two of the lines feed parallel to another substation, essentially in the center of the system. Those two lines are called the 01 and 02 lines. They feed Summer Street. And again, those lines are redundant. If either one of those lines is in service, then we can have power to Summer Street and other parts of the system.

Then from Summer Street there's another two lines that feed out in a loop through Townsend, west Townsend, Ashby areas. Pretty much all parts

of the system are redundant, so that there's always a loop pathway or a parallel line going to each of the locations in our system.

Those lines then feed all the distribution substations in the system. The majority of those substations step the voltage down from 69,000 volts to 13,8 kV. There are some substations that also go down to 4 kV.

Q. To make sure I understand: The companies has testified that in prioritizing restoration it first focused on its primary lines. Is that accurate to say?

A. [MEISSNER] More accurate would be to say we first focused on our transmission system.

Q. The transmission system. And those are the three 69-kV lines coming out of Flag Pond?

A. [MEISSNER] Those, and then in addition the other lines that I talked about that feed out through Townsend, West Townsend and other areas. But certainly we started at Flag Pond.

Q. As we walk through the company's damage assessment and restoration, we might return to this, just to make sure we understand where you're at.

A. [MEISSNER] Yes.

Q. What I'd like to do, I'd like to start with the morning of December 12th, which is Friday; correct?

A. [LAMBERT] Correct.

A. [LETOURNEAU] Yes.

Q. I know on the record -- I think it was in response to a Department information request -- the company stated it sort of had two shifts, one from 7:00 a.m. to 11:00 p.m. and another from 3:00 p.m. to 7:00 a.m. is that accurate?

A. [MEISSNER] There was always two shifts. Realistically, I think there was a lot of overlap between the shifts. So during that time -- there was probably periods of time where there was eight hours or more of overlap.

Q. I'm going to sort of refer to the day and the night, because I have a feeling that that will serve our purposes well.

A. [MEISSNER] Yes.

Q. So if we start on the morning of February -- December 12th; the storm occurred the night before, at approximately 8:00 p.m. The emergency operations center was open; is that correct?

A. [MEISSNER] Yes.
Q. And the restoration coordinator for the Fitchburg service territory was Mr. Frappier?
A. [MEISSNER] Correct.
Q. And the communications coordinator was Ms. Vanhillo?
A. [MEISSNER] That's correct.
Q. And the logistics coordinator was Mr. Golden?
A. [MEISSNER] Correct.
Q. I think the company testified there was no one specifically serving the functions of the municipal field coordinator, but instead those functions were being undertaken by the communications coordinator?
A. [LETOURNEAU] Correct.
A. [MEISSNER] Correct.
Q. So that would be true on the morning of December 12th.
A. [LETOURNEAU] Correct.
Q. And were all three of these people in the Fitchburg EOC?
A. [LETOURNEAU] Yes.
Q. And Mr. Letourneau, you were acting as the

emergency restoration manager.

A. [LETOURNEAU] Correct.

Q. Coordinating the efforts of the three service territories?

A. [LETOURNEAU] Yes.

Q. Let's just say at 7:00 o'clock, just to pick a time, had the company performed any damage assessment yet on the Fitchburg system?

A. [MEISSNER] Well, damage assessment would have started with daylight. So damage assessment would not have been happening during the nighttime hours.

Q. So not yet because you were awaiting daylight to begin that process.

A. [MEISSNER] Correct.

Q. Had the company responded to any wires-down calls?

A. [MEISSNER] I can't answer that specific question. We'd have to confer with the gentlemen who were involved.

(Pause.)

A. [LETOURNEAU] Yes, we have.

Q. Would you characterize, were you inundated with wires-down calls during the night of the 11th

and the 12th, or was it just one or two? And I want to emphasize, I just want to get a sense of how this thing rolled out.

A. [LETOURNEAU] Yes, it was not one or two; it was many wire-down calls.

MS. EVANS: Can you indicate for the record so it's clear on the record who you are referring to -- or speaking with to get your answers?

A. [LETOURNEAU] Mr. Mark Frappier.

Q. And I can assume that the company had not begun any restoration activities by 7:00 a.m. on December 12th; is that correct?

A. [LETOURNEAU] No, that is not correct. We would have begun restoration efforts immediately upon the first call that we had customers with no service, which would have been the night of December 11th, in the evening.

A. [MEISSNER] Throughout the nighttime hours there would have been a lot of switching going on. Sometimes it's not always understood what that entails. I mean, it does take time. You know, typically, engineering is involved, determining how to go about the switching. They have to determine

the exact sequence. They have to write up switching hours and the specific sequence that they go through in the field in terms of tagging and releasing clearances and so forth.

So it often seems as though switching takes longer than you might think. It's involved.

Q. Just to be clear I understand: When you say switching orders, can that switching be done remotely, or does that require crews to go out in the field?

A. [MEISSNER] It could be either.

Q. And did the company have crews out in the field on the night of the 11th and the morning of the 12th to restore --

A. [LETOURNEAU] Yes.

Q. And as of 7:00 a.m. on the 12th, had the company, and I imagine this would fall under the responsibilities of the communication coordinator, who was serving as the municipal field coordinator, contacted municipal officials, either public safety or elected, in any of the four towns?

A. [LETOURNEAU] Was your question by 7:00 a.m.?

Q. Yes.

A. [LETOURNEAU] Yes, they would have contacted the municipals prior to the event occurring.

Q. So during the day of the 11th, when the storm was impending, Ms. Vanhillo or someone under her would have contacted the Towns.

A. [LETOURNEAU] Yes. Ms. Vanhillo -- the procedure would be Ms. Vanhillo would make contact with each of the municipals to verify contact information, so verify that we have the correct information. (Pause.)

MS. EVANS: Let's go off the record, please.

(Discussion off the record.)

MS. EVANS: Back on the record, please. We are adding another person to the company's panel, Mr. Mark Frappier, to answer some questions regarding the restoration. Mr. Frappier, I'd like to swear you, please.

MARK FRAPPIER, Sworn

MS. EVANS: Ms. Purcell, could you have Mr. Frappier identify himself and his position with the company.

DIRECT EXAMINATION

BY MS. PURCELL:

Q. Mr. Frappier, could you please state your full name and your address and your title.

A. [FRAPPIER] Mark Frappier. The business address is 285 John Fitch Highway, Fitchburg. I'm the electric operations manager at Fitchburg Gas and Electric.

Q. Please briefly explain your role during the December ice storm.

A. [FRAPPIER] During the storm I was the restoration coordinator.

MS. PURCELL: Mr. Frappier is available for questioning.

THOMAS P. MEISSNER, JR., GEORGE R. GANTZ, MARK LAMBERT, RAYMOND LETOURNEAU, RICHARD FRANCAZIO, and MARK FRAPPIER

Previously sworn

DIRECT EXAMINATION

BY MR. PERLMUTTER:

Q. We left off discussing that the communications coordinator, Ms. Vanhillo, did contact officials in each of the four towns; is that correct?

A. [FRAPPIER] Communications prior to the

storm on December 11th, there was a public service announcement sent to all the municipals. Those municipals have direct lines to our dispatch center. As first responders to emergency calls, they call directly into the storm room.

I'm not aware of the communications directly between communications coordinator Peg Vanhillo and the municipals prior to the event.

Q. And just to help me out, when you say "dispatch room," is that in the EOC?

A. [FRAPPIER] It is in the EOC. It's manned 24 hours by a systems dispatcher.

Q. When the EOC is operational.

A. [FRAPPIER] At all times.

MR. MUELLER: Madam Hearing Officer, if the Department would like that detail, we could take that as a record request.

MR. PERLMUTTER: What detail is that?

MR. MUELLER: In terms of communications prior to --

MR. EPLER: To verify the question of whether or not Ms. Vanhillo did make those calls. She's not here. We don't know for certain, and we can verify that.

MR. PERLMUTTER: The record request would be to provided documentation of all contact, communication, correspondence between the communications coordinator, Ms. Vanhillo, and representatives in the four towns, including elected officials and public safety officials.

MS. EVANS: That will be Record Request DPU-3.

(Record Request DPU-3.)

MS. EVANS: Does the witness understand the record request?

WITNESS FRAPPIER: Yes, I do.

Q. To be clear, this was the time period leading up to, let's say, 7:00 a.m. on December 12th, so in the very early parts, before the storm hit, and the very early parts of the storm.

MR. STETSON: Madam Hearing Officer, just one question I'd like to get clear on the record: Mr. Frappier's area that he was responsible for, I believe it was simply the Fitchburg Gas and Electric territory. It didn't include any of the other two service areas. Is that correct?

WITNESS FRAPPIER: That's correct.

MS. EVANS: Off the record.

(Discussion off the record.)

MS. EVANS: Back on the record, please.

Q. So as of 7:00 a.m. on Friday, December 1th, what was the company's sense of the damage that occurred to the system?

A. [FRAPPIER] Extensive. With the transmission system, we had many problems -- many problems on the transmission system. Distribution substations were without power through most of the system.

Q. And just, again, I said before, and I'll keep on coming back to the topology: How many distribution substations in the Fitchburg service territory?

(Pause.)

A. [FRAPPIER] There are ten 69-kV distribution substations.

Q. And these step down from 69 kV to 13.8?

A. [FRAPPIER] Yes, and 4 kV.

Q. There's two transformers that step down from 69 to 4 kV? Is that in addition to the ten?

A. [FRAPPIER] Yes.

No, excuse me, it's part of the ten.

BY MS. EVANS:

Q. In the materials that you provided us, is there a diagram of your system at all?

A. [LETOURNEAU] I don't believe we provided -- Mr. Yardley in his report provided a fairly detailed description of the Fitchburg system.

BY MR. PERLMUTTER:

Q. And for what I consider the day shift of December 12th, how many damage assessors were doing work in Fitchburg's service territory?

A. [FRAPPIER] I don't have that. I don't know that number off the top of my head.

Q. I think we'll look it up. I'm pretty sure that we discussed that it was 26. Let's make sure, because that's....

If you could turn to the February 23rd filing, the company's February 23rd filing, which is Exhibit FGE-2, on Page 51.

Have you turned to Page 51 of the report?

A. [FRAPPIER] Yes.

Q. Can you see where it says the initial damage assessment was performed by 26 FG&E staff?

A. [FRAPPIER] Yes, I do.

Q. So is it fair to say that during the day of

December 12th that there were 26 staffers performing damage assessment in Fitchburg's service territory?

A. [FRAPPIER] There were personnel performing multiple roles, multiple functions. These same 26 folks could have been responding to wire down, leading crews. While they're out there, they are performing damage assessment.

Q. I'm sorry, they could be doing wires down and did you say leading crews?

A. [FRAPPIER] Right.

Q. So it would be part of repair crews?

A. [FRAPPIER] Yes. And while they're working with those crews, they would be moving ahead of them, performing damage assessment. So multiple roles, multiple functions.

Q. I think I asked this question the other day: Damage assessors operate individually, as a general rule?

A. [FRAPPIER] Yes.

Q. And what form of transportation do they use? Do they travel around in Unitil-marked cars?

A. [FRAPPIER] Pickup trucks, correct.

Q. Are they marked as Unitil?

A. [FRAPPIER] Yes, they are. Some are vans,

but they are marked Unitil. We did have engineers in personal vehicles also performing that function.

MS. EVANS: Could you speak up? It's very hard for us to hear.

A. [FRAPPIER] We did have some personnel out there in their personal vehicles from the engineering department performing assessments.

Q. How many wires-down personnel were available to the company on the day of December 12th? And I understand there are multiple roles being performed.

Maybe I could ask it differently. Maybe you could respond -- it seems difficult to find that number. I'm just trying to understand, you know, who was out in the field during this day. Do you have people doing wires-down that are not damage assessors?

A. [FRAPPIER] Yes.

Q. Can you identify wires-down personnel?

A. [FRAPPIER] Yes. The EOC, we had multiple departments, so we had personnel from the meter department, the gas operations, and supervisory personnel from both electric meter and gas operations performing wire-down -- performing many

functions.

Q. But it's hard for you to pinpoint exactly how many persons were performing wires-down functions?

A. [FRAPPIER] It is.

A. [LETOURNEAU] I think what's -- the 26 damage assessors, when the storm -- the light comes up, we're sending people in the field. We're responding to wire-down calls. When you respond to a wire-down call, there may be emergency apparatus on the scene, there may not be. We're trying to assess that particular situation. That person may clear -- that wire's telephone, it's cable. It's not Unitil. They continue with whatever assignment they were given. They may be performing damage assessment at that time. They may be crew guys.

Q. I'm sorry?

A. [LETOURNEAU] Crew guys, commonly called bird dogs; long names for them. But they may have crews assigned to them, that they're taken out to a particular location to begin restoration of service.

So when you ask -- when the question came how many damage assessors did we have, those people were performing damage-assessment

responsibilities, but they were performing multiple tasks. We would prioritize their tasks based on the situation or the event.

If we had a crew guy that was managing several crews in the field and the Town of Ashby called and said, "We have a live wire on Main Street," we would pull one of those people that are trained to go and assess that particular wire down. So they may now switch from being a damage assessor to a wire-down person. They go attend to that. They either wait for a crew to come, or they manage that situation, however they determine they need to handle it. When that situation is resolved, they go back to doing their previous job. It could be -- again, it could be performing damage assessment. It could be being a crew guy.

Q. I think the company testified previously -- and I think we just discussed this -- that there were 26 people within Fitchburg who can serve as damage assessors. Is that correct?

A. [LETOURNEAU] Yes.

Q. How many persons within Fitchburg can serve as wires-down --

A. [FRAPPIER] It is the same 26.

Q. I know this is on the record, but maybe you'll know it off the top of your head: At 7:00 a.m. on December 12th, how many repair crews were available to work in the Fitchburg service territory?

Maybe if I can refer you to Page 19 of the self-assessment report. On the top of Page 19 it says within Unitil there were 25, quote-unquote,"inside-bucket crews," six of which were within Fitchburg. So is it fair to say that on the morning of the 12th there were six bucket crews working in Fitchburg?

A. [FRAPPIER] I believe that's correct.

Q. And what does the term "inside" mean here?

A. [FRAPPIER] It means Unitil personnel plus the contract crews that have been working on our system, whether it's performing construction or everyday maintenance.

Q. Just to sort of get the lay of the land: On the morning of the 12th there were 26 personnel who could perform damage-assessment and wires-down functions, and there were six bucket crews that could perform restoration in the Fitchburg service territory.

A. [FRAPPIER] Correct.

Q. Mr. Letourneau, in your role as the energy restoration manager overseeing all three service territories, at this point in time were you figuring out whether there was an opportunity to move some Unitil personnel from Seacoast and Capital into Fitchburg?

A. [LETOURNEAU] No, I was not doing that. Seacoast as well as our Capital region was in full restoration mode with the crews that they currently had. There was not an opportunity to relocate crews at this point in the storm.

Q. For bucket crews, there are typically two persons per crew?

A. [FRAPPIER] Correct.

Q. Are they all driving around in vehicles marked as Unitil vehicles?

A. [FRAPPIER] Yes, they are.

Q. Even the ones that are contractors?

A. [FRAPPIER] I'm sorry. No, the contract crews are not identified as Unitil.

Q. And then to finish the discussion about crews: There were also two tree crews working during the day of December 12th in Fitchburg's

service territory?

A. [FRAPPIER] That's correct.

Q. So other than the 26 damage assessors, the six repair crews, and the two tree crews, was there any other personnel in Fitchburg out in the field doing work?

A. [FRAPPIER] No.

A. [LETOURNEAU] At 7:00 a.m., because you're providing a timeline, so I want to make sure -- because our data -- you know, we were asked to provide data by day, so we provided you data by day. Crews were coming into Fitchburg at 7:00 a.m., if you're still talking about 7:00 a.m. I just wanted to clarify that. Thank you.

BY MS. EVANS:

Q. Those 26 crews we're talking about, those were working at 7:00 a.m. in addition to the six bucket crews and two tree crews? The 26 damage assessors were also working at 7:00 a.m. on the 12th; is that correct?

A. [FRAPPIER] Yes. They were working at 7:00.

Q. They were?

A. [FRAPPIER] They were.

BY MR. PERLMUTTER:

Q. And typically is damage assessment a daytime activity?

A. [FRAPPIER] Yes.

Q. Is restoration typically a daytime activity or 24 hours?

A. [LETOURNEAU] It's 24 hours. We do restoration round the clock, but we try to have the majority of our resources on during the daylight hours.

Q. And so --

A. [LETOURNEAU] Sorry. That's it.

Q. And you're in contact with the crews throughout the day. So would you say that at all times on the 12th you knew where all the 26 damage assessors-slash-wires-down personnel were located?

A. [FRAPPIER] Yes.

Q. And what's the form of communication?

A. [FRAPPIER] Radio, telephone.

Q. And was the AMI system providing any useful information on the day of the 12th?

A. [FRAPPIER] No. We weren't looking at AMI at this time.

Q. I know it's been discussed before, but

could you describe why that wasn't providing you information that could help you with damage assessment?

A. [MEISSNER] I might be able to answer that better than Mark. AMI, as we've talked about, is not a tool that's been interfaced with the OMS system to date. So it's a tool that we have people that can use with GIS to spot outages. But at this point, no system, AMI or EMS, would have told you anything except all your customers were out. So if we had had it up and running, it simply would have said all your customers were out.

Q. And how do the damage assessors bring their reports back to the EOC? Is that a physical process? I know you testified that they mark up circuit maps and that sort of thing? Are you waiting for the damage assessors to return to the EOC so that you can then work up restoration orders?

A. [FRAPPIER] Are you still speaking to the first morning of the storm?

Q. Now I'm speaking through the day of December 12th, throughout the day.

A. [FRAPPIER] The first day of the storm.

At this time we had no radio

communications, telephone communications. They would write notes. I don't believe we had a lot of maps provided on the first --

Q. Let me ask this: By the end of the day, so let's say 7:00 p.m. on the 12th, which part of your transmission- and primary-line systems had been assessed for damage?

A. [FRAPPIER] We had been to the transmission system, and main lines, three-phase main streets, was in progress.

BY MS. EVANS:

Q. When you say the transmission system, you're talking about the 69-kV lines?

A. [FRAPPIER] The 69-kV lines off road.

BY MR. PERLMUTTER:

Q. So are you saying that by the end of that first day all of the -- every mile of the three 69-kV lines had been assessed for damage?

A. [FRAPPIER] On the 12th?

Q. Yes.

A. [FRAPPIER] No, I don't believe so.

Q. And do you know -- and the same thing with the three-phase line: Just a certain percentage of the mileage had been assessed for damage?

A. [FRAPPIER] That's correct. A lot of roads were still inaccessible.

BY MS. EVANS:

Q. I'm sorry, when you say your three-phase lines, you're talking about the 13.8 and the 4 kV's; is that correct?

A. [FRAPPIER] That's correct.

Q. And by 7:00 p.m. on the 12th had power been restored to any customers in Fitchburg's service territory?

A. [FRAPPIER] By 7:00 p.m. on the 12th, yes. A portion of the 69-kV transmission system had been reenergized, and there were some 13,8 distribution stations reenergized.

Q. So as of 7:00 p.m. that first day, the 12th, what was the company's sense of damage to the system? Did you have a better idea of the damage to your system at 7:00 p.m. than you had at 7:00 a.m.?

A. [FRAPPIER] Yes, we did.

Q. Approximately how many customers were back up by 7:00 p.m. on the 12th? Could you give me a ballpark or a percentage?

MS. PURCELL: We might have to look at a data response.

A. [MEISSNER] If I may: At 8:00 p.m. on Friday, according to the PSA, there were 28,000 customers without power. So that would have indicated that approximately 3500 had been restored.

MR. STETSON: I'm sorry, I didn't quite hear the reference.

WITNESS MEISSNER: It was the public service announcement issued on December 12th at 8:30 p.m.

MR. STETSON: And that's part of the response to data request --

WITNESS MEISSNER: It was Volume 2 of our February 23rd report. And in Section 5 -- or Section 6, I'm sorry, we provided all of the public-service advisories.

MR. STETSON: Thank you.

Q. And on noon of the 12th there was a phone call with the NEMAG group; is that correct?

A. [LETOURNEAU] That's correct.

Q. And after that call Fitchburg -- no, Unitil had a commitment for 40 additional crews; is that correct?

A. [LETOURNEAU] That is correct.

Q. How were those crews to be split up among

the three companies?

A. [LETOURNEAU] I don't believe at that point we had made a decision how all the crews were going to be split up. We had -- we knew that they were coming from a distance; a day, in some cases. So that what we would normally do is, as crews are coming onto our system, we assess at that point in time what is the best utilization of those crews. So I don't think by noontime we had made a decision where those crews were going to go.

Q. Is that your decision, as the emergency restoration manager?

A. [LETOURNEAU] It is my decision, based upon the input of the restoration coordinators.

A. [MEISSNER] I was also involved in that as well, just to be clear.

A. [LETOURNEAU] I was going to further say that I believe -- well, I'd have to pull my timeline out.

WITNESS LETOURNEAU: Do you know where my timeline is?

MS. PURCELL: Page 45 of the DPU report.

A. [LETOURNEAU] I have nothing further to add. I was looking at my timeline because I was

thinking of something else.

Q. Based on the damage assessors, the wires-down personnel available, and based on the crews available; in the evening or afternoon of the 12th what was your assessment about when power could be restored, based on the damage you knew about and the resources you understood to be at the company's -- available to the company?

A. [FRAPPIER] We didn't have a complete damage assessment at that time but just a sense it would be days. We didn't have a number for crew hours at that time.

Q. When you say you didn't have a complete damage assessment, it was just because it was the first day and you hadn't gotten through enough of the system?

A. [FRAPPIER] That's correct.

Q. So if you had doubled the damage assessors to 52 instead of 26, how would that have affected the company's efforts to perform during the storm?

A. [FRAPPIER] Those early days, there was still damage continuing. Roads were still inaccessible. We had -- I don't know how much faster we would have progressed. If we had more

people to dedicate strictly to performing damage assessment, we would have had a better number within possibly 48 hours, I think.

Q. I'm going to divert just for one second and refer to the self-assessment report at Page 34. This is Recommendation No. 3 in the self-assessment report. In this report, the second sentence says, "Its takes approximately one half day to train a damage assessor." Do you agree with that statement?

A. [FRAPPIER] I agree. Well, the program we had in place, the materials that I've seen, the training materials, I believe it was at least a four-hour, or a half a day.

A. [FRANCAZIO] Can I jump in on this? There was an AG request on this particular item, and I responded to this. The half-day training I think is more hazard-related. People who have that have expertise in the field, such as engineers. For personnel that do not have any experience doing damage assessment, it's probably going to be more of at least a day, and with some testing at the end of that day to make sure they understand the hazards that they're going to face when they're out doing damage assessment, because clearly you're going to

run into wires down at the same time.

So the half a day is legitimate for ongoing training-type requirements, but once they've gone through a full training program to begin with and they have some sort of expertise.

Q. Just to follow up a little bit on this, whoever is appropriate to answer: Has the company identified which personnel within Unitil, either Fitchburg or the operating centers, would be good candidates for training as damage assessors, above and beyond the 26 that are trained as such?

A. [MEISSNER] You know, internally, it tends to wind up that a lot of the people that would be best at damage assessment would also be best at potentially other functions, where they might even be more valuable. So I know one of the approaches we're taking is possibly contracting for damage assessment, because it's the opportunity to bring in a large number of people from outside the company, assign them to a task, and hold out some of our key people for other functions where they would probably be better used.

A. [FRANCAZIO] Along those lines, we have contracted with both Osmose and Premier, to act --

these are two companies that have expertise in damage assessment. They can bring hundreds of people onto a system, and we have contracts in place as we speak with those individuals. That's one of the first things we did as part of the process to be prepared.

In addition, we are now taking a look at -- we're in the process of looking at all available personnel throughout the organization. From there we will ascertain where we have gaps in the plan, where we need to fill those gaps, and whether or not these skill sets are appropriate to fill those gaps.

So that is also ongoing as we speak.

Q. And those steps were taken after the storm?

A. [FRANCAZIO] Those were taken after the storm.

Q. So before the storm, was there discussion in the company about doing something to beef up its damage-assessment capabilities?

A. [MEISSNER] We had not had discussions specifically about that, no. We typically relied on both operations people and engineering personnel for that.

Q. Returning back to December 12th: Did the company have discussions within the EOC about using its helicopter vendors to assist in the damage assessment effort?

A. [FRAPPIER] We had not on the 12th.

Q. I am looking at the February 23rd filing, Volume 2. That's Exhibit FGE-2, Volume 2. Attachment 1 is the emergency restoration plan. And I'm looking at Page 41, under Section 7.02, helicopter vendors. This page, the most recent revision is shown to be August 28th, 2008. Has the company ever used a helicopter vendor in its restoration efforts?

A. [FRAPPIER] We have not.

Q. Has the company recently been in touch with these vendors to make sure they're in business and available to provide service?

A. [FRAPPIER] We have used our primary helicopter vendor, Joe Brigham, to perform patrols on a -- patrol the transmission system for inspection services.

Q. So you feel confident, if not sure, that the primary vendor is in business and could have assisted you if necessary?

A. [FRAPPIER] We did use this person post-storm. But we have had contact with him prior. I don't know the last communications, but....

Q. And what about the backup vendor?

A. [FRAPPIER] I'm not familiar with that backup vendor.

Q. And the company didn't even have discussions about using a vendor on the day of the 12th?

A. [FRAPPIER] No.

Q. Let me just jump ahead: At any point in time during the storm restoration did the company have discussions about using a vendor to assist it in damage assessment?

A. [FRAPPIER] I believe it was the 19th that discussion was had.

A. [FRANCAZIO] I know there was discussion when we brought -- when the Grid crews came in, they also flew the lines at that point in time.

A. [LETOURNEAU] Transmission.

A. [FRANCAZIO] The transmission.

Q. In light of the damage to the ground, why is it that nobody talked about using a vendor in the early days, especially when it was focused on

transmission-level and primary-line-level facilities?

Let me ask you a question: Is it that you quickly became so busy in your work that it just was something you couldn't devote your time to?

A. [FRAPPIER] We had put people in patrol on the ground right off. We had started people patrolling that first morning on foot. We were aware of locations that we could go right to, so we put vehicles and feet on the ground.

Q. In hindsight, we now know the extent of the damage. If you had sent someone up in a helicopter on the 12th, what would they have seen?

A. [FRAPPIER] They would have seen shield wire down, treetop pulled over.

A. [LETOURNEAU] Distribution, too.

A. [FRAPPIER] Distribution as well?

Q. What would they have seen in the Fitchburg service territory?

A. [FRAPPIER] They would have seen trees down, wire down, poles broken.

Q. Extensive damage?

A. [FRAPPIER] Extensive damage.

BY MR. PERLMUTTER:

Q. My question is, I'm just trying to figure out: You have provision for contacting a helicopter vendor. Was this storm not appropriate to take advantage of this --

I'm just trying to figure out why it is the company didn't avail itself of something that's clearly identified in the plan.

A. [LETOURNEAU] Damage assessment performed on the distribution level by aerial patrol I don't think is an effective way for us to do a detailed damage assessment. That's best performed on the ground. That's best performed by people driving the circuits, driving the facilities.

On the transmission system, it's a valid way to do it. On the transmission system, there's not a lot of equipment from Point A to Point B. It's wire and it's insulators, and there's not a tree canopy. The right-of-way is well-maintained; you can see your facilities.

On the distribution side, I'm unaware of any company that utilizes helicopters for distribution-type evaluation. I don't see that being a valuable tool for performing a detailed damage assessment.

So this helicopter vendor is in this plan for transmission, for if we needed to move equipment into an area that we couldn't get to, for various other things that you might need a helicopter for. But it wouldn't be for distribution inspections.

A. [MEISSNER] In terms of your question, I think the reality was, in the morning, instead of -- I mean, a decision could have been made to call a helicopter. They instead dispatched personnel to immediately begin foot-patrolling. That's the decision that was made at the time.

I do think that they, you know, identified the problem locations on the transmission relatively quickly. It didn't delay restoring the transmission, because even, as I recall, when I was there, they had the locations identified as to where the problems were and they knew what the nature of the problems were. And by afternoon we were dispatching off-road equipment, typically referred to as Bombardiers, down to begin clearing those problems. But I think the reality is, the decision at the outset was to foot-patrol instead of fly.

BY MS. EVANS:

Q. If you had gone up on the 12th, noting that you may not have seen specific distribution equipment damage, would a helicopter fly-over have given you a good idea of the scope of the damage out there, beyond your transmission lines?

A. [MEISSNER] I think you're asking a fair question. I mean, we've talked about that since the storm, and I think we've agreed that in the future we would probably do a fly-over.

I think what Mr. Letourneau is trying to say is, it's not a substitute for damage assessment, and we recognize that. But yes, you could do a fly-over and get an assessment aerially in terms of how bad it was.

Q. An initial assessment.

A. [MEISSNER] Yes.

Q. Which is what we're talking about on the 12th; right? A feeling for the scope of how much damage is out there from this storm once the sun came up.

A. [MEISSNER] That is correct.

Q. Thank you.

BY MR. PERLMUTTER:

Q. So if we return to December 12th: By the

end of the day, Mr. Frappier, as the restoration coordinator, did you have a level of comfort that Fitchburg had sufficient resources to respond to this storm?

A. [FRAPPIER] I was speaking with Mr. Letourneau, requesting, "We're going to need" --

Q. Excuse me?

A. [FRAPPIER] I had been speaking with Mr. Letourneau throughout the day and just getting updates on what crews were going to be provided to assist us. We knew it was extensive. We knew we were going to need a lot of help.

Q. And then is it fair to say that a good part, if not most, of the overnight activity, maybe between 7:00 p.m. and 7:00 a.m. between December 12th and 13th, centered around working up orders for the restoration crews the next day?

A. [FRAPPIER] That's correct. We were preparing to dispatch crews first light, so we would prepare work packages.

Q. Maybe if you could give us a description of, you know, how such a work order is put out, you know, from a particular damage-assessment spot, what you have to do overnight, and then how that plays

into how the crew is dispatched the next morning.

A. [FRAPPIER] We were identifying locations where the poles were broken, where we were going to need to get the pole-setting crews, so we could work to energize those main lines. We were gathering the information from the folks who had been out in the field during the day, specifically where the wire was down, what materials we were going to need, so we could stock the trucks.

A. [MEISSNER] As I recall, from having been there on Saturday, there was a group of engineers on a conference call that were performing this analysis.

BY MS. EVANS:

Q. And how actually were they doing that? What were they looking at to figure out the location of poles down, where the wires are down, so that you can put the work packages together in the morning?

A. [MEISSNER] I can't speak to what they were doing. I saw them preparing maps and piles of maps, getting organized -- partly because we were anticipating all the outside crews to be coming in that day. So we were organizing the work, expecting a large contingent of outside crews on Saturday.

Q. In order to identify the repairs that needed to be made, what documents or records did you folks use at nighttime, the nighttime of the 12th, to prepare these packages for these expected crews the next morning?

A. [FRAPPIER] It was marked-up maps, and it was just lists provided by people coming in from damage assessment.

Q. Handwritten?

A. [FRAPPIER] Yes, marked-up maps, handwritten notes.

Q. And that information was put together by the engineers and transferred into what? Written work orders; is that correct?

A. [MEISSNER] Map packages, would probably be the best way to explain it.

Q. Which would include a map telling them where they need to go and what else?

A. [FRAPPIER] A list of -- there was a list of poles identified, so what size pole they were going to need, to what location. Emergency Dig Safes were called during the night by the dispatcher in preparation for setting up.

Tree crews were dispatched as well, just

based on the locations identified by the damage-assessment folks. This road was accessible or inaccessible; they could go out and clear the road so the wires could be reached.

Q. So you had all this information and you were preparing these map packages for the crews in the morning. For the morning of the 13th, how many crews did you anticipate handing these packages to, when the sun came up on the morning of the 13th? Did you have a certain number of internal crews and then --

A. [MEISSNER] There was a certain number of crews working, and then there was actually the expectation of a large number of crews arriving midday or the afternoon.

Q. So the first thing in the morning, how many crews would these packages be handed to?

A. [FRAPPIER] The morning of the 13th we would have had 18 crews available to work. We had plans to work on the transmission repairs. And then we had plans to work on the distribution system, just out -- the main lines, the main feeders emanating from the substations.

MR. STETSON: Mr. Frappier is referring

to a document or a response. Could you identify that for the record, please?

WITNESS LETOURNEAU: This is a document that I had developed -- actually, Mr. Meissner had developed. It's from our data request. It's just day-by-day crew counts that we provided in various data requests.

MR. STETSON: Is that in the record?

WITNESS LETOURNEAU: It is. All this information is in the record. I just compiled it so he could refer to it.

MR. STETSON: It's not in the record in that form.

WITNESS LETOURNEAU: No, it's not in the record in this form.

MR. STETSON: Could we ask that that be marked?

WITNESS LETOURNEAU: I don't have a problem with that.

MS. EVANS: Marked as an exhibit?

MS. PURCELL: Sure.

MS. EVANS: Let's mark that for identification FGE-9.

Do we have some copies of that?

MS. PURCELL: Not, because we're just hearing that he needs it now. We could make some.

MS. EVANS: Let's go off the record.

(Recess taken.)

MS. EVANS: Back on the record. We took a brief break. Two things: First of all, I'd like to note that we now all have a copy of the exhibit marked FGE-9, which is the tabulation of crews by day in the three Unitil service territories. Is that correct? Mr. Letourneau, you had this document; is that correct?

WITNESS LETOURNEAU: That is correct.

(Exhibit FGE-9, marked for identification.)

MS. EVANS: That copy is marked for identification purposes.

Secondly, I'd like to note that we have added a few more folks from Unitil to the panel. Would counsel for Unitil like to introduce these two people and we'll swear them?

MS. PURCELL: I'm going to identify Chris Dube and Kevin Sprague.

CHRISTOPHER DUBE and

KEVIN SPRAGUE, Sworn

DIRECT EXAMINATION

BY MS. PURCELL:

Q. Mr. Dube, would you please state your full name and your title and your business address for the record.

A. [DUBE] My name is Christopher Dube. My title is technical services manager of the energy measurement and control department. My business address is One McGuire Street, Concord, New Hampshire.

Q. Thank you. Just briefly describe the role that you participated in during the winter storm of 2008.

A. [DUBE] I arrived in Fitchburg on the morning of the 12th, where I assumed the role of the restoration superintendent. I was there for the duration of the storm. My primary function was to back up Mark Frappier as the coordinator.

Q. Thank you. And Mr. Sprague, please state your full name and your title and your business address for the record.

A. [SPRAGUE] My name is Kevin E. Sprague. I'm the director of engineering for Unitil. My address is 6 Liberty Lane West, Hampton, New

Hampshire.

Q. And what role did you take in the winter storm of 2008?

A. [SPRAGUE] I was first contacted on the evenings of the 11th by Mr. Frappier, when it was apparent that the transmission lines from National Grid were experiencing problems. My role at that point was to help reconfigure the system through developing switching orders that operations could then carry out in the field. And then I reported down to Fitchburg on the 12th and remained at Fitchburg in the EOC until December 24th.

MS. PURCELL: Thank you. I have no further questions.

THOMAS P. MEISSNER, JR., GEORGE R. GANTZ, MARK LAMBERT, RAYMOND LETOURNEAU, RICHARD FRANCAZIO, MARK FRAPPIER, CHRISTOPHER DUBE, and KEVIN SPRAGUE, Previously Sworn

BENCH EXAMINATION

BY MR. NELSON:

Q. Going back to the 12th, 13th: What information did you use to determine that 30 crews would be sufficient to supplement what you already

had committed as outside resources?

A. [LETOURNEAU] It was 40 crews. The original NEMAG conference call took place on the morning of the 12th, at, I believe, 0600. At that time I had reports from each of the restoration coordinators that they were experiencing multiple troubles on their systems, and I asked them to provide me with an estimate of what they thought they needed for crews. And each of them were -- at the three locations were looking for ten crews at that point in the call. It was early morning. Fitchburg was still dealing with their transmission problems. At that point in time in the storm we hadn't been out with our damage assessors at that point. We were just dealing with our transmission issue.

And in New Hampshire we had similar -- we had a few transmission issues in New Hampshire that we were working on. So we made a decision that we would ask for 30 mutual-aid crews.

On the second conference call, at noontime, we had begun getting some reports of a number of broken poles that we had on the system. Some of the damage assessors in the field, as they

were performing their jobs, were describing some of the damage that they were seeing -- trees uprooted, healthy trees down, broken poles -- across all three service territories. And so we moved that number -- at that point in time we had approximately 30 crews working. We moved that number to 40, to get 70 crews on the Unitil system. So it was based on those discussions that I had with the restoration coordinators.

Q. Okay, but the communication to NEMAG -- Right?

A. [LETOURNEAU] Yes.

Q. -- you asked for 30 initially, and then you upped it to 40?

A. [LETOURNEAU] Correct.

Q. What made you decide the original 30? Was that ten for each --

A. [LETOURNEAU] Yes.

Q. Just as an initial pass, to get ten for each group?

A. [LETOURNEAU] Yes.

Q. And this was because you didn't have enough information?

A. [LETOURNEAU] Because at that time we had

no damage assessment performed.

Q. Okay, but you knew you needed additional resources.

A. [LETOURNEAU] We knew from the trouble calls that we were getting that we had outages on our system.

Q. At what point did you change and actually get a commitment? How did that initial request of ten change and when did that change? Why did you change it to increase?

A. [LETOURNEAU] You said ten? I don't know what you mean.

Q. No, the difference, the 30, and then you increased it by ten.

A. [LETOURNEAU] It changed from 6:00 a.m. to 12:00 noon. We had begun damage assessment in all three service territories. We had been out in the field. We had had daylight since 7:00 in the morning, approximately. Crews were in the field working. Damage assessors were in the field working.

Damage assessors, as Mr. Frappier indicated, when they're in the field initially, they're calling in what they're seeing. They're

calling into the emergency operations center that, "I just went and looked at this wire down, and there's two broken poles on this street." So Mr. Frappier is making notes of what they're calling in. So we may not have a marked-up map. We may not have information documented from the field. But we have enough information from just the reports that we're getting from municipals, from the reports that we're hearing from our own employees -- you know, we had our employees reporting to work at 5:00, 6:00, 7:00 in the morning. Some employees, Mr. Dube is a good example -- it took him several hours. He lives 20 minutes from the Fitchburg DOC. It took him several hours to get into the office.

So we got reports of the damage we were seeing on the roadways. We knew we were having issues on our distribution system. We just didn't have the scope, at that point. The scope of the damage was not detailed, in any detail.

Q. From the few streets that your staff passed through in order to get to the Fitchburg office, were there any discussions on taking just that information and then applying it across the system, to come up with a --

A. [LETOURNEAU] The initial damage assessment that we do does do some of that, I guess I'd call it extrapolation. You're looking at your system. You know where you've been, and you know what you've seen, and you're trying to think about do we have further -- is it just localized, to just Fitchburg? Because at this point in the storm, Fitchburg was completely in the dark. So if I looked at my customer counts, I'm looking at Seacoast has a certain percentage of their system off, Capital has a certain percentage of their system off. Fitchburg is at 100 percent, because they've lost their transmission system. So we didn't have a good idea other than the visuals that we got from employees.

So you do do a little bit of extrapolation, but that's not a very accurate picture at that point. You're not making crew decisions based on that assessment. You're making an assessment of how bad do I think this storm is? Well, I know we have transmission problems. And at that point in the storm, we were very hopeful that as soon as we got the transmission system back up we would have a very -- that 100 percent off would go to some other number. You know, we were hoping we

would pick up a majority of the system once we got the transmission system going.

Q. When you brought back your first couple of substations, did you energize all your feeders out of those first couple, when you restored just a portion of your transmission?

A. [FRAPPIER] Yes. When we energized those first couple of subs, we did pick up some neighborhoods or some customers out of our subs.

Q. Did you energize all your circuits out of those substations, the first one that you reenergized?

A. [SPRAGUE] I think I could answer this. Our general approach to restoring the system at this point in time was one of -- we were trying to ensure safety. We knew we had wires down. We knew that we didn't want to energize those wires down. So at this point in time we made the decision, as we were going to continue restoring our 69-kV system, that we were actually going to go to all of our substations and open up the circuits. So our first objective was 69-kV lines, get the substations back up. Once we got the substations back up, then we went circuit by circuit, trying to get as much of

the main lines as we could. So it wasn't like we were energizing 69-kV and just blindly energizing, you know, a bunch of distribution that we knew we had problems with.

Q. No, I understand that portion of it, Mr. Sprague. But what I'm trying to find out is: When you first got those first couple of substations reenergized, were you able to pick up the circuit, or did you find between the substation breaker and the first switch, did you find extensive damage, so you couldn't?

A. [SPRAGUE] I would say it was a combination of the two. In some locations our first steps were, okay, go out to the next device. Do we have any problems? If there are no problems, open that device, pick up at least that much.

Q. And what day was that?

A. [SPRAGUE] That was starting on the 12th, as we were getting those substations back.

Q. And that's why that number that whoever it was gave us, that 3500 at the end of the first day was restored?

A. [SPRAGUE] Correct. Because as you probably know, we don't serve customers directly

from our 69-kV system. It's all either 13,8- or 2-kV.

A. [MEISSNER] I believe, and they may correct me if I'm wrong, but I believe the biggest chunk of those customers that were restored were actually the downtown Fitchburg underground. Is that correct?

A. [LETOURNEAU] Right.

Q. So the 3500 that was restored was the initial underground portion of downtown Fitchburg.

A. [SPRAGUE] I don't recall if it was all of it -- if that is the whole 3500. But essentially the whole downtown underground system was energized at that point. There was probably other portions of other circuits that were energized as well.

Q. At the end of that day, being the end of the 12th, going into the night of the 13th , was there any further discussion of the number of crews that Fitchburg was looking for, in addition to the original -- the initial ten to supplement what you already had?

A. [LETOURNEAU] There was not. I didn't get a call --

We had -- the 12th is Friday.

The crews that were dedicated to Unitil

in that conference call came from other entities. So I was on the phone getting information about the crews, calling those entities -- I believe there were three entities that I had to call, make personal contact with, find out what kind of equipment they have, find out what kind of services they could provide, et cetera, et cetera.

So at that point we hadn't made a decision where those crews were going. We just knew they were coming this way and the closest they were was 16 or 18 hours. So we knew we had some time before those crews came. But there was no further discussion at that point, on that day, because we knew we had resources coming. So there was no other discussion regarding additional resources other than the discussion we had.

Q. The communication that you had with those other utilities that were going to supply you with additional resources, when was that?

A. [LETOURNEAU] They weren't utilities. One was a utility and two were contractors.

That was immediately after the NEMAG call, so 1300 hours on the 12th, something like that -- 1:00 o'clock in the afternoon.

Q. So you're looking at early morning on the 13th, then, to get --

A. [LETOURNEAU] That they would be coming?

Q. Yes.

A. [LETOURNEAU] That would be approximately correct. That was our assumption, that they were going to -- they weren't going to leave. The PECo crews didn't want to leave until -- I'm going by memory. It gets very difficult. So I apologize.

A. [MEISSNER] In terms of arrivals, which I think is what you're getting at, probably more than when they left -- they were expected midday on Saturday. In fact, they arrived a little bit later than that. They arrived --

A. [DUBE] Between 3:00 to 5:00.

A. [MEISSNER] I remember one set rolled in --

MS. EVANS: You need to speak one at a time.

A. [DUBE] I recall the first set of crews came in around 3:00 o'clock and then the second set at 5:00 o'clock.

Q. On that afternoon?

A. [DUBE] On Saturday, the 13th.

Q. And still at that point on Saturday we do

not have all the transmission back?

A. [DUBE] Correct.

Q. At what point did you -- whether it's the 13th or the 14th, did you get all your 69-kV energized to those substations? Or was it the 15th?

A. [DUBE] All the transmission wasn't back until later on that week.

A. [SPRAGUE] We do have --

A. [MEISSNER] Kevin can tell you the exact numbers. But the reality was, not all the transmission was put back. They were trying to restore enough of the transmission to restore all of the substations, not necessarily redundant feeds or backup feeds.

So in doing that, I believe the initial attempt to get all of it back was early in the afternoon on Saturday, but one line in particular didn't hold because there had been additional damage that occurred after the initial patrol. So then they had to deenergize the line again, and then that final line was restored late Saturday night, as I recall.

A. [SPRAGUE] It was late Saturday night when all of our substations had power.

Q. Mr. Sprague, at that point, when you got power to all of your substations, did you have any abnormal configurations of the subtransmission system at that time that you made temporary fixes to?

A. [SPRAGUE] I would characterize the 69-kV system at that point in time, that we had -- where we might have parallel lines, one of the lines was out of service, and we essentially got one line going throughout the system to get all of the substations going.

Q. That wasn't --

A. [SPRAGUE] Pardon. So I wouldn't call it normal configuration at that point.

Q. At what point did you get all your transmission back normal configuration?

A. [SPRAGUE] In normal configuration, I believe that wasn't until all restoration was complete.

Q. So you're saying that all your transmission wasn't back to normal until after the 25th?

A. [SPRAGUE] I believe so.

A. [DUBE] That's correct.

A. [SPRAGUE] I think we had one line that was

still out of service at the end, that we were serving the substations otherwise. But I believe that there was one line that was still out and was restored on the days following Christmas.

Q. Going back to the crews: You made a decision -- you say that your assessment was done for the first four days, so you didn't know how many crews that you ultimately needed; is that correct?

A. [LETOURNEAU] The initial assessment took us approximately four days, yes.

Q. Could you explain to us as to how -- what decisions were made and when to increase that request for mutual aid in the time frame from the 13th to the 19th or 20th, when --

A. [LETOURNEAU] There was no discussion on mutual aid beyond Friday the 12th. The last mutual-aid conference call was the 12th, at noontime. So when we asked for those 40 crews, that was the only request we made to the NEMAG participants for crews, other than when we learned that we weren't getting all the crews we thought we were getting.

Q. Maybe I wasn't clear with the way I asked the question, but I'll go back and rephrase it. How did you decide that you wanted additional resources,

whether through NEMAG or private contractors or other, abutting neighbors?

A. [LETOURNEAU] Once the -- once we became aware of the extent of damage and the restoration coordinators began making estimates of the full restoration, we made decisions that we wanted to supplement our work force.

Q. At --

A. [LETOURNEAU] On Monday evening in Fitchburg I believe was -- into Tuesday is when we were performing our calculations based on the damage assessment that was completed. They had completed their damage assessment. New Hampshire had similar data that they were projecting their restoration estimates.

Q. In Fitchburg --

A. [LETOURNEAU] And in New Hampshire, yes. Systemwide; sorry.

Q. In Fitchburg, at what point in time to increase that number of resources that would be required, and what was the -- go ahead and answer that one first. I'll go to the second part.

A. [LETOURNEAU] When I learned on Sunday -- late Saturday night I received a phone call from

those -- back to those 40 crews. Fourteen of those crews were from a contractor that was working at Dayton Power & Light, I believe. Dayton Power & Light gave me the number of the contractor. I was speaking to the contractor himself. I spoke to the contractor about his equipment, his men, what his capabilities were.

He in fact told me that there were 14 construction crews that were coming. The 14 construction crews was a terminology that I had not been familiar with. But what that meant was that a crew was comprised of two buckets, a digger, and what he called a general foreman, somebody in a pickup truck. That was a crew. So we were expecting to get, not 14 bucket crews, but 28 bucket crews and 16 -- it was in excess of 40 crews. It was in excess of 70 men that were coming with this particular contractor, which was -- we were happy about.

As the day progressed after the NEMAG call, again, he called me late Saturday evening and essentially said that he couldn't get a crew, he couldn't get any crews. His men had just come back from a lengthy out-of-town stay. They had, in his

words, made enough money for the time being and they were quite concerned about getting stuck in New England for the holidays. So he backed out.

A. [MEISSNER] Just for clarification: This was Friday evening, the 12th, not Saturday.

A. [LETOURNEAU] Sorry, you're right, it was Friday, Friday after the NEMAG call, late Friday night. I apologize. Thank you, Tom.

So Saturday morning I began sending emails to the NEMAG participants. We have a NEMAG group -- because I knew I needed to replace those crews. So I began making pleas to folks: "I lost my 14 crews." I got several responses back that people were fully engaged, nobody had any crews, nobody had any additional resources for us.

I made phone calls to some of the municipals in Massachusetts, seeking crews. I was made aware from, I believe, Northeast Utilities that they had similar experiences. They had lost some crews from the NEMAG call as well, that they didn't have any crews.

I ended up making a phone call to PECo -- because, again, after the NEMAG call, we had had a contact with PECo -- PECo was providing us

with ten of their own crews, plus a contractor -- and asked them if they had additional resources they could provide. They didn't answer me immediately. They called back -- again, I'd have to go through the chronology, but it was all provided -- that they couldn't provide any more crews. PECo was concerned about their own pending weather. They did not want to release any further crews.

I asked if they had additional contractor information, and they did. They provided me with the name of another contractor that they had utilized in their system that they had provided high marks for. So I proceeded to call that contractor, which happened to be in Chattanooga, Tennessee. I believe at this point now we're into Sunday.

It was a Sunday morning when I got ahold of the Tennessee contractor, told him our situation, told him I would take whatever available resources he could send me. And he made commitments for, again, construction crews. They use construction crews as well. And he provided us with, I believe --

A. [MEISSNER] It was somewhere around 28 buckets, plus diggers. I don't know that we have to

get exact numbers.

A. [LETOURNEAU] It was something like 28 -- originally it was like 20 buckets. I told him I -- and 18 diggers or something like that. We had gotten some digger resources on our system. We knew we had a lot of poles to set. But I had asked him to supplement, instead of diggers, put those men on buckets, if he could, and he did that. So he made some changes.

He called me back later on Sunday, told me what his resources were, told me when they were going to be mobile, and that they'd be coming up to New England.

Q. Mr. Letourneau, we can follow those crews. But at what point did you decide that once you'd supplemented those -- I'm trying to get to the day or the time when the restoration center and the damage appraisers decided that the damage was so great that you needed additional resources. At what point in time did that happen?

A. [LETOURNEAU] That was approximately Monday. Monday evening is when we had completed our damage assessment and we started tabulating our crew days, how many crew days.

Q. What was your estimated restoration time used to calculate the crew days at that point?

A. [LETOURNEAU] I'd let you guys do that.

Q. What were you using as a date to have everything restored?

A. [MEISSNER] I don't think that they used a date to have everything restored when they did the analysis. They did the analysis, and they reviewed it with me; that's why I know. And they provided the dates for full restoration given the crews that they already had.

Then from that point we started trying to -- we said, "We want to move that up."

Q. Move it back.

A. [MEISSNER] We wanted to restore sooner than that.

BY MS. EVANS:

Q. What was your tabulation on Monday night? How many crew hours did you figure on Monday night that you had to put the system back in working order?

A. [SPRAGUE] I'm not sure I remember the exact number, but I think our estimate at the time was somewhere during that subsequent weekend, with

the crews that we had.

A. [MEISSNER] I think it was Friday night in three towns and end of weekend in Ashby.

A. [SPRAGUE] Something along those lines.

BY MR. NELSON:

Q. Do you have an idea as to how many hundred crew hours at this point that you're talking?

A. [SPRAGUE] I don't know. I don't recall off the top of my head.

BY MS. EVANS:

Q. Did you actually do a calculation at that point in time, Monday night?

A. [SPRAGUE] Yes.

Q. And said, "This is how much damage we think we have, this is how long it's going to take us to do it, and this is the number of crew hours it's going to take to do the job"? You actually did that calculation?

A. [SPRAGUE] Yes. I can't remember if it was in our February 23rd report or if it was in Mr. Yardley's report; but a description of our initial damage assessment was provided. Essentially, from that initial damage assessment we tabulated how many broken poles, how many down

wires, and then assigned estimates of repair hours to that, and summed those up across all of the circuits.

Q. I'm sorry, you say I have it in the record here somewhere?

A. [SPRAGUE] Yes, I believe.

Q. The number of crew hours you came up with on Monday night?

A. [SPRAGUE] No, that's not what I said. The description of how we tabulated them. The Excel spreadsheet we were using during the time was kind of a living document and unfortunately was overwritten as we went through the storm, as we got more information in each day as to how much had been repaired.

Q. So we could figure out how many crew hours by backing it out from the dates that you estimated you'd be done with the number of crews you had on hand at the time. Could we?

A. [MEISSNER] You could probably ballpark it.

A. [LETOURNEAU] It wouldn't be exact, but you could probably ballpark it.

Q. Because we have the number of crews you had each day.

A. [LETOURNEAU] Yes.

Q. And we have the dates that you thought you would be restored by town, and you could come up with a ballpark, on Monday night, how many crew hours you think you needed.

A. [LETOURNEAU] Uh-huh.

BY MR. NELSON:

Q. From Monday night, when you did that first estimate, did the magnitude of the damage as you went through that week change, so that the number of crew hours would have dramatically gone up or down?

A. [SPRAGUE] I can't remember the exact dates. But throughout the storm, I believe we experienced several different 69-kV troubles, troubles on our 69-kV system, where we had restored a line and then it went back out, and so then we assigned more crews to that, to repair it, to get those customers back. In addition, there were areas of our distribution system during the subsequent snowstorms throughout the restoration period that damage continued on the distribution system, which caused new outages on locations that had already been previously restored.

A. [MEISSNER] In terms of the question, just

an observation: In terms of the estimated crew times and so forth, in my opinion, I think the issue was, the estimates were low -- that was one issue -- and I think these gentlemen would agree. But then, beyond that, as we got into those snowstorms, the snowstorms just had a significant impact -- not just the working conditions itself, but just what happened to the facilities is it got buried under snow and then snowplowed into snowbanks and everything.

So it was a combination of those things. I think the estimates were low, but then they in no way accounted for the impact that those snowstorms had on the restoration efforts.

BY MS. EVANS:

Q. When you stay estimates were low, you mean the amount of time that you estimated to fix, say -- to replace a pole or to fix a down wire. Do you have standard estimated repair times of these types of repairs that you use on a regular basis?

A. [SPRAGUE] We had numbers that we were using for a broken pole, say. We were using four hours for repairing a broken pole.

Q. Is that what your normal time is to repair

a broken pole?

A. [SPRAGUE] That's what we use for an estimate.

Q. So you were using estimates that you use on a regular basis?

A. [FRAPPIER] On a day-to-day basis.

Q. And we've heard obviously that the snowstorms hampered the situation. Were there other factors that also made those estimates low that you knew of Monday night?

A. [LETOURNEAU] Knew of Monday night?

Q. Or what else would affect -- let me ask you this: What else would make those estimates low? What else made the restoration times happen a lot longer than the estimates?

A. [LETOURNEAU] Travel conditions. Equipment was missing. You know, when you send a crew into an area to put the wire up, it's usually there. It wasn't. The plows had been by. The wire was missing. Rather than just picking up wire, we were running brand-new wire. That takes longer.

Travel conditions were an important part of it. We sent a digger crew into an area to perform some work, set some poles. It was difficult

to get into the area. We had to wait to have debris removed, trees removed. That hampered restoration efforts. Working at night, that first weekend, we were trying to do as much as we can on the distribution 24 hours a day. Working at night is difficult. It was very, very cold. Working conditions were cold for the workers. It was a storm that most of the line workers have never seen in their lives, and they were very concerned about their safety. You're sitting in a dark road. There's absolutely nothing on on the circuit. You're trying to set a pole in the dark, and you're concerned about traffic coming by, you're concerned about generators. All you hear in the background are generators running. Is there anything energized here?

Those were things that we heard from the line workers that they had never experienced before, which made the restoration progress very slow.

Q. In making your estimates of how long it would take for you to finish up on the system, did you account for those special conditions in your estimates -- that certain things were out there that would take you longer, like working in the dark or

bad-road conditions, so bad-road conditions the beginning of that week? Did you calculate into your estimated restoration time these special conditions?

A. [SPRAGUE] When we estimate the number of -- crews would work a 16-hour shift. I think when we had put together our estimates of that, we estimated on the order of 10 to 12 hours of actual working during that time. The remaining hours were spent eating, stocking their trucks, travel time from location to location, and, you know, some of those other unforeseen conditions that would otherwise not allow them to work.

A. [MEISSNER] It's how a measure of conservatism was added into the estimates, is the bottom line.

Q. I'm sorry, I didn't hear that.

A. [MEISSNER] It's how a measure of conservatism was added into the estimates, was to assume -- they didn't assume 16 hours of productive time a day; they assumed a number that was significantly less. So it was essentially a factor that was added in.

Q. But even with that factor, the work still proceeded a lot slower than the estimates; is that

correct?

A. [DUBE] Yes.

A. [LETOURNEAU] To answer your question: I think, in looking at the data, clearly that was an area that we underestimated. Our conservatism wasn't conservative enough. We didn't factor in all of those things. We didn't factor in --

But it was difficult. You couldn't factor in snowstorms. We didn't know that we were going to get, you know, two different snowstorms to slow down our restoration progress.

So, you know, some things we could factor in. That's why we used their 12 hours a day out of 16. But yes, those are the things that, when we look back and we look at those tools that we utilized, there's things that I think now we would look at differently.

A. [MEISSNER] You know, maybe to help explain this: You know, I think the part where you're trying to translate damage into actual repair times is the most difficult thing to do. The damage assessment itself is fairly straightforward.

You know, the nature of the damage, I think, was just different. In order to translate

damage into repair times, it inherently relies on your experience with past events that are similar, because there is no other way to do it that I'm aware of.

You know, in past events, the type of damage you'd see -- and I can go by memory from 1996, because I was in the field then. You'd go down a side tap, and typically you might have a wire down or something, but you could essentially just splice the wire back up into place. So the repairs to put a whole section of line back up may have only taken a few hours. Crews would go down. They'd clear some trees, they'd splice some wire. Then you would go back and re-fuse the side tap.

In this case the damage was just different than that. I think that's where the estimates were off. I mean, the damage was such that it could have been many sections of wire down. It was all trees, tangled up in trees, if they could find a wire. There might have been broken poles mixed in. So everything just took longer than, I think, any past experience in terms of estimating.

So I do think that fundamentally the estimates were off right from the beginning. If in

a past storm you may have had a section of line where, say, you had a broken pole or two and then certain sections of wire down, this time the damage and repair times were just longer.

I think Mr. Francazio could possibly corroborate, just in terms of the types of repairs that were encountered, it was really no different when they came in at the end of the storm. The repairs were significant, in terms of repair times.

BY MR. NELSON:

Q. So what -- I want to make sure I'm interpreting what you just said correctly: If, for example, on a typical storm that would come through, roads clear, you'd go out, maybe one or two breaks, you'd allocate so much for that one cutout to be fixed on a single phase, for instance.

A. [MEISSNER] Yes.

Q. In this particular case, because of the snow, road conditions, cold, what's buried, and the number may have increased from one or two to more than two, so now that time frame, because it went from one or two breaks to three or four breaks -- so now it's in a magnitude of five, for the same -- what you had calculated would be less?

A. [MEISSNER] The explanation I've used for people is, you know, if we were to try to estimate the amount of time it would take to rebuild -- I mean, to build a distribution system from scratch, as an example, it might take somebody weeks, if not months, to develop a credible estimate to build a distribution system, you know, even if we went out to a consulting firm. But what you're trying to do during a damage assessment is come up with that estimate in a matter of hours, to come up with an estimate in a matter of hours of how long it's going to take to rebuild an entire distribution system.

So it can only actually be accomplished through some methodology in which you're, you know, comparing to past events or relying on some comparative analysis to develop what are just approximations. There's no accurate way to come up with an estimate of, say, 20,000 crew hours. To do that in true detail would take weeks or months. So you can only really develop estimates based on some type of algorithm, comparative statistics, or some other fashion.

BY MS. EVANS:

Q. Once you had been out there a couple of

days -- let's say Wednesday, Thursday -- did you start taking a look at what you had estimated versus what was actually happening in the field, to adjust your estimates going forward, so that you actually had a comparison of what was really going on out in the field in this storm at that point in time?

A. [LETOURNEAU] That was being done on a daily basis, because what was happening is, they were developing the so-called map packages, and we would hand that to these three crews, and we would say, "We want you to go repair X, Y, and Z," and they would come back at the end of the day and say, "Okay, here's what we got done." And we were saying, "They only got this piece done." We were recognizing on that Monday, on that Sunday, that things were progressing slower than we had originally anticipated.

So, yes -- which is why, again, we continually tried to seek out additional resources to come onto our system to assist us with our restoration efforts.

BY MR. PERLMUTTER:

Q. I'm going to turn back a little bit and try and focus on communications with local officials. I

think you're aware that there were complaints from the Towns that they weren't sufficiently informed.

A. [MEISSNER] Yes.

A. [GANTZ] We can stipulate to what Mr. Perlmutter just said. Officials said that they were not sufficiently informed.

Q. That's not the end of my question on that.

(Laughter.)

MS. EVANS: My concern just was that you were able to answer from back there.

Q. Let's again start with Friday the 12th. We know that Peg Vanhillo was the communication coordinator. Did she serve as the sole municipal field coordinator for that first day?

A. [FRAPPIER] Could you repeat that, please?

Q. On Friday, the 12th, the first day of the storm, we've discussed that Ms. Vanhillo was serving as the communication coordinator for the Fitchburg service territory and that no individual had been assigned the role of municipal field coordinator and that Ms. Vanhillo was serving that function also. Is that correct?

A. [FRAPPIER] Ms. Vanhillo and her staff were performing communications with us -- with the

communities. I did attend one meeting at the Fitchburg EOC on Friday. 9:00 a.m. I think was their first meeting, after they opened their EOC.

Q. And what's the expectation of the municipal field coordinator in terms of contact? Are they expected to be in EOCs if the Town opens it up, or is it left open that they might operate out of the company's EOC and just have phone contact? In general, what's the understanding of how that will play out?

A. [FRAPPIER] I believe the municipals would prefer that we embed someone in their EOCs.

Q. And did early on the company realize that you were not going to be able to do that in this storm?

A. [FRAPPIER] That first morning in Fitchburg, when I went to that meeting, I explained to them I don't know if someone would be available for there. They informed me that they would reconvene at 2:00 o'clock, and I explained to them at that time that I didn't know whether we would have someone available to visit their EOC. But, you know, they do have our contact numbers.

Q. And was there a person available at all

times or almost all times for a municipal official to call and receive information about what was going on?

A. [FRAPPIER] At all times. They could contact our dispatch center, and they had the numbers -- I think they had Peg Vanhillo's contact number at that time.

Q. So if they wanted to speak to a senior official, senior staff person, that would be Ms. Vanhillo.

A. [FRAPPIER] Senior staff?

Q. At Unitil, at the Fitchburg EOC.

A. [FRAPPIER] They were able to get to us. I don't know how many direct contact numbers they had.

Well, they did have four direct lines, two through the system dispatch and two into our EOC.

Q. And when you say "system dispatch," who were they going to speak to when they make that call?

A. [FRAPPIER] They would get right in to the system dispatcher, and then they would transfer that call to, either into the EOC, our storm room, or if they had a name in particular, then we would --

A. [LETOURNEAU] If I could expound on this a little bit, please?

Q. Let me just jump in. We're talking about elected officials and high public-safety officers. So I think there would be an expectation that they would expect to speak to someone who was well up the chain in the company. And I just want to understand who that person is, and then I want to find out the responsibilities of that person, whether it was reasonable to expect that person to fulfill all these other responsibilities and at the same time be on call to provide useful, up-to-date, and accurate information to these elected and safety officials.

A. [LETOURNEAU] There's essentially two types of, what I would consider two types of, municipal communication into Fitchburg in any restoration. There's the emergency first responders. Those are the folks that are the police and the fire. And they are contacting us with information regarding wires down, things that they consider are an emergency for their municipal.

Typically, that's, in any restoration that we have, that is the significant amount of communication we had with the municipals, because

other restorations go two days, three days. So you're dealing with municipal emergency first responders. That's what the purposes of the four numbers are. You have two numbers into our dispatch area. They call in and say, "On Elm Street I have an arcing wire at this address." We'll create a work order. It could be the emergency first responder. It could be the dispatcher for that particular town that's calling us and letting us know that.

In this event, because the demand for information became so great, we have wires down everywhere, what ended up occurring, which is not typical, at least from the operational perspective is not typical, is you start getting municipal officials. Now you start getting elected officials calling in. These elected officials will know various people. So I can tell you that when I was in EOC, the phone rang and I picked it up, and I'd say, "Fitchburg EOC." "Could I speak to Mark Frappier?" Some of the elected officials knew Chris Dube. They knew him by name. Chris used to have Mark's job, so Chris is well known in these municipals. That began to occur, into the storm.

That's when the company -- we needed to find another resource to serve that particular function. That's a function that is not often dealt with in the tactical response to a storm. You have information coming in. You have information going out to municipal officials.

We were performing -- we were communicating with those municipal officials through the PSA process. We were providing them with information about the restoration. That is typically what the municipal officials, the elected officials that you referred to, how you referred to them, that's the information they're looking for, versus emergency first responders.

So I wanted to delineate between those two because I think it's important, because one is essentially a resource looking for information or providing information to us or looking for information back on the restoration, in terms of location-specific type of information, or they have an emergency at a home, they need to access a house, and they can't get in because there's a service across the driveway and they want us to respond immediately. Those take a priority for us. If we

have a crew in the field and we get a call from an emergency official and we have a choice between picking up a thousand customers or responding to an emergency official who has an emergency, we're going to the emergency first. That's just how we do our restoration.

So back to your question that you were asking about Peg Vanhillo: What ended up happening in this storm is, we start getting -- which was unusual -- many more calls from the elected officials -- and it wasn't just municipal; it was legislators. We were on the phone with several people from the legislative branches that were looking for other information. So they were calling in, looking for "Who has this information for me?" And that's where we started using the business-development, business-services function within our company, to start supplying them with now a person that can try to respond to those requests.

Q. I know we discussed this the other day: On what day did the business-services group get involved as municipal field coordinators?

A. [GANTZ] Saturday I reported to Fitchburg myself, and then from that point on we had either

myself or someone directly in the business-services group in the Fitchburg EOC serving those functions of communicating with, primarily with the elected officials or municipal officials other than first responders. We did try and maintain some -- you know, some division of responsibilities. We were working on a minute-by-minute basis with the restoration coordinator, the staff in the storm room, to provide information or get information, if it was a request about a particular street or a particular neighborhood or a particular customer. We would provide information back out about, again, the status of the restoration, using the PSA as the primary point of what we were talking about.

There were lots of questions about each community. This was one of the things that we learned in the process: The restoration proceeds on the basis of the system configuration and the circuit configuration, circuit numbers, and those are not necessarily well-mapped to streets or street locations. So we often had to try and find additional information. Whereas the restoration was working on a particular circuit, we needed then to figure out just what streets are on that, because

the people were asking was the information -- you know, wanted it by street location, because that's the way they think about things.

So that process of bringing additional resources in to beef up the communication to that second level of municipal contacts began on Saturday and then continued through the restoration effort.

And I just should simply point out that this also happened simultaneously in the three other operating areas of the company, so it was happening in New Hampshire, also.

Q. When I look at the functional chart in your energy restoration plan, Page 13 of Volume 2 -- and we discussed this the other day -- there aren't many positions that are identified in the chart. There's the three key positions we talked about -- restoration coordinator, communication coordinator, and logistics coordinator. There's the emergency restoration manager. There's the restoration superintendent, who acts as the backup to the restoration coordinator. And there's municipal field coordinators.

It leads me to believe -- I think it should lead one to believe -- that this is of

sufficient importance that there would be, that this function would be assigned to specific people. I understand it could change throughout the course of a storm or maybe depending on the type of storm.

But I still don't understand -- it's not clear to me: At every point in time, when you realized the magnitude of this storm, was there someone who served as a municipal field coordinator to each of the four towns and someone whose primary function was to ensure -- and I'm not now talking about the emergency situations, because I understand that's different -- but whose primary function, or a person who understood that as important a function that they had was to make sure that if there were inquiries from the municipalities they could provide accurate, useful, and timely information.

I still don't understand, on Friday, who that person was. My concern was, if it was the communication coordinator, then I think we need to have a discussion of her other responsibilities.

So let me just start with: Starting with Friday, and then Saturday, was there a single person whose primary function, or certainly one of them, was to be available in a timely manner to the

four companies -- to the four towns?

Let's start with Friday. Was there a person other than the communication coordinator, that the person that was expected to have this as a very important part of her job?

A. [LETOURNEAU] I do not believe that we had -- that we had somebody identified for each of the four Towns.

Q. Did you have anybody identified for all four of the Towns?

A. [LETOURNEAU] Ms. Vanhillo's job was to be the individual handling those municipal field calls.

Q. Then maybe it's worth discussing a little bit her other responsibilities in the storm. What else was Ms. Vanhillo responsible for coordinating?

A. [LETOURNEAU] In the initial stages of the storm, she would be discussing any media calls that came in. She would be establishing her staff rotation for her -- for other folks in her operations services group that provide support to the storm. But her primary -- this is her primary role. The communications coordinator is her primary job, is communications.

Q. And so the company felt sufficiently

comfortable on Friday that she could satisfactorily communicate with municipal officials about this storm?

A. [LETOURNEAU] On Friday -- you know, I don't know what kind of phone calls she was receiving. I don't know. But given I hadn't heard from Fitchburg that we were getting overwhelmed with calls on Friday -- we were in the first day of an event -- I don't know if we escalated at that point to where we were just getting overwhelmed with phone calls from, again, elected officials. We were getting calls from emergency-response folks. But again, I can't speak to the --

A. [GANTZ] I can add a little bit to that, because my staff and I located in Hampton were involved in calls and communications throughout the day on Friday with folks involved in communication. We did have the functions centralized for the issuance of the PSAs, development and issuance of the PSAs. So I know that there were conversations between my staff and Peg Vanhillo. Any media calls that came in to her would have been referred to us. We weren't having her respond to media inquiries; we were doing that.

So my recollection is, you know, during the course of the day, from a communications standpoint, you know, it became increasingly clear that the demands for information were escalating, that they were at a level that we really hadn't experienced in an event like this in the past. And so we, you know, talked about what we needed to do to provide more resources. That was the primary reason that I reported to Fitchburg on Saturday morning.

Q. And so is it fair to say that beginning Saturday you took over the role as the primary municipal -- as the municipal field coordinator? Did you see that as your job?

A. [GANTZ] I think it's fair to say that I took on a key role in communicating with local public officials on as direct a basis as I could. I do know that the City of Fitchburg EOC had two Unitil numbers posted on their board. One was the number into the storm center. The other was my cell phone. So, you know, that was a function I would say it's safe to say that the primary point person for that had shifted from Peg Vanhillo to myself and then to my delegates during the course of the week.

BY MS. EVANS:

Q. Can I just follow up? What about the other three Towns. Now we're talking about Saturday morning. You're in Fitchburg. They have your cell phone number, which I'm assuming it's beginning to ring. What about the other three Towns? What was their situation for information for their municipal officials? Were they also calling you?

A. [GANTZ] In some cases yes. In some cases they were calling directly into the Fitchburg EOC, speaking to Mr. Frappier, Mr. Dube, or their staff, or in some cases the engineering staff that was on hand. When we had management personnel on the premises, many of those management personnel would be engaged in those communications. And predominantly they were phone conversations at that point, although some of the individuals who were involved in the restoration did make site visits out and make contact with public officials out in the various locations.

Q. Other than the first-responder calls, that Mr. Letourneau has already said that they go directly into the dispatch center, was there -- what was the direction given to the other three Towns as

to who their municipal officials should call to get more information? How did you tell those other three Towns, their municipal officials, who they should call, the person they should call, the number they should call?

A. [GANTZ] As the week progressed, my number or that of my staff who would be involved, those numbers and contact names were provided.

Q. When were those provided to the other three Towns?

A. [GANTZ] I don't remember specifically. I know it evolved. I was there on Saturday and Sunday. Cindy Carroll, director of business services, was at Fitchburg on Monday-Tuesday. I think there's a schedule that talks about what the specific assignments were.

And then later in the week, by Wednesday-Thursday, we had additional business-services personnel, so we had more than one individual engaged in this level of communication. I think by Thursday we had designated individuals that were reporting to the Fitchburg EOC and the Lunenberg EOC. We had a dedicated phone function just outside of the EOC area that was dedicated to

municipal communication. As a matter of fact, it was more than just one station. There were a couple of stations where we had people just outside the storm room that were involved in dealing with the incoming phone calls, outgoing phone calls.

When we had people stationed in the EOCs, we had an individual back at that workstation to be in regular communication with the individuals that were located in the EOCs. We also had extensive communication with the call center. At this point many of the calls that were coming in to public officials, being referred to us, were customer calls. So we worked with Mr. Lambert and his staff.

We made sure that every report that came in from a customer from whatever direction, whether it was a request for notification of a medical situation that someone was concerned about or a wire-down or more simply a request for "When is my service going to be restored?" -- all of those got entered into the system so that we had a log of that through the call center.

BY MR. PERLMUTTER:

Q. Mr. Gantz, from your responses I would get

the impression that this company was extremely well prepared to communicate with the municipal officials. And I guess, I'm just trying to understand: Do you think that it was just a misunderstanding on their part? I mean, it's clear that they were telling us they did not receive good information in a timely manner, and yet with all the discussion we've just had, all your statements, I would reach the conclusion that no, these full channels were available and that the problem really was more on their side than yours.

Tell me why, if I've reached that wrong conclusion --

A. [GANTZ] I would not agree with that characterization.

Q. Tell me why?

A. [GANTZ] We were struggling with a very difficult situation, because the demands for communication were in excess of the resources that we had available to respond to those. For example, we had requests from Fitchburg and Lunenberg early in the week for embedding personnel in the EOCs, which we could not do. We had delays in being able to respond to phone calls because we had too many

calls coming in, too many requests for information.

Q. Let me just stop you for a second. I'm sorry. Did you speak to a municipal official in each town at least once a day?

A. [GANTZ] Let me -- let me put it this way: Our communication efforts were predominantly reactive in dealing with the municipalities.

Q. Which means that you would wait for them to call you, and then you would get back to them when you were available, if you weren't available at the time?

A. [GANTZ] That's a more orderly way of describing it than actually existed on the ground.

Q. Then tell me how it existed on the ground.

A. [GANTZ] The request -- a call would come in, a number of different possible routes that it might get to me or one of my staff. It would be a request for information or providing information or a complaint or some reference to a specific customer. Sometimes that would be a voicemail. Sometimes it would be an email. Some research would need to be done, in some cases contacting folks in the storm room to try and generate information -- you know, "What's the status of the circuit? You

know, what can we say? What do we know?"

And then there would be a process of trying to get back to that person with that information. That was often the way the process worked. But it might be -- that individual might have made a couple of tries to contact someone. They might have tried a couple of different phone numbers. So there's a level of frustration involved in that interchange.

And then the information going back, sometimes it took time, sometimes it had delays. Sometimes it was a different person calling back than the person that had taken the initial call.

In addition, as your questioning has identified, the information that we were providing -- for example, early in the week, when we finally had the estimated restoration of primary circuits up by the end of the week and over the weekend -- through the course of the week, people expected to see more progress in the streets. They expected to have visual contact with crews.

So the types of information that public officials were requesting was, the information that we were providing was not satisfactory. You know,

we had an estimate that was in place for a period of days that said the restoration would be substantially complete by and through the end of the weekend. As the course of the week progressed, that became, you know -- the confidence in that went down, both in terms of the public officials as well as our own confidence. We didn't have detailed information on when specific circuits would come back.

So it was a very -- it was not a satisfactory communication process either from the company's standpoint or from the municipal officials' standpoint.

Q. Let me ask you this question: Only the company knew the status of their system, and the public officials were relying on you to tell them the real status of the system. Did you provide them the best information that the company had on the status of the system, the uncertainty about when you'd even understand the damage that happened, the uncertainty associated with when it might be restored -- other than the PSAs, which we discussed the other day just say "anticipates it will take days"?

So the question I'm asking is, do you think that you provided them accurate information, the kind of information that was being discussed in your center, about what was happening on the system?

A. [GANTZ] We provided the best information we had available at the time. The information --

Part of the problem is that the information being discussed in the storm center is technical information that public officials aren't familiar with and don't necessarily understand and also don't have the context for.

Q. Let me interrupt for a second. They would understand, "This damage is so extreme" -- and the discussion we had this morning clearly leads to this conclusion, as far as I'm concerned -- "The damage is so extreme that it is difficult to tell you when power will be restored." Did you ever say that on Saturday and on Sunday, when I would think, based on this discussion, the company had reached that conclusion, that it would be hard to project when restoration would occur?

I understand you use your projections to estimate. But did you ever tell a senior public official the fact that, "Based on this damage, it is

very difficult to really tell you when power will be restored"? Did you have a conversation like that?

A. [GANTZ] Yes. But in hindsight, I would say we did not do an adequate job at describing the extent of the devastation, the extent of the damage, and being able to convey the severity of the impact on the system.

Q. And when you say "in hindsight," I want to explore that a little bit, because I could understand better in hindsight, you know, you didn't have enough crews and in hindsight you didn't have damage assessors trained, because once you're in a situation, you can't do anything about it. But I don't really see in hindsight why you didn't convey to them the best information you had.

So I'll ask directly: At times did you keep information from public officials that you knew to be the truth about the status of your system?

A. [GANTZ] Never, absolutely never.

Q. And did a public official ever ask in a communication whether the company really knew what was going on in its system, whether it was aware of the extent of the damage and what it would take to bring power back? Did a public official ever ask

you in sort of that direct a manner?

A. [GANTZ] Yes.

Q. And what was your response?

A. [GANTZ] "We're doing our best. We're working as hard as we can."

Q. I want to be -- I'm sorry.

A. [GANTZ] That's the answer. That was the answer.

Q. Well, no, that's the answer to a different question. That's the answer to, "How is the company doing? What are you doing?" "We're working hard."

But if the question was, "Does the company understand the extent of the damage? Does the company understand what it would take to restore?" I would assume, and not being a public official, I don't know, that they would say, "As a public official, we need to know that, because we need to manage internally, outside of the utility, but within the Town's structure, our rescue efforts."

If they asked you -- did they ask you that question?

A. [GANTZ] I'm trying to paraphrase a context into a hypothetical exchange, but I think it's a

useful exercise to do that.

Yes, they would ask, you know, "What do you know? What can you tell me? How much do you know?" And as you indicated, we would say, you know, "We're not sure. We know it's a significant event, and we know it's going to take days. We don't have an accurate estimate. We have crews out there working. We're seeking additional resources."

We were very honest about not being able to get additional resources. We were honest about saying that "The restoration is sequential. We're still working on the transmission system. We're trying to get the transmission system back so we can energize the substations and get a better sense of what the rest of the system is going to involve."

So we were as honest as we could be, as straightforward as we could be -- never any attempt to mislead or not provide the best information that was available.

A. [MEISSNER] I just wanted to add a little bit, and Mr. Dube is welcome to add some as well. But just listening, I have some observations.

I think during the week everybody at this table at various times had conversations with

public officials, emergency officials, and so forth. So everybody has their own perception.

I think part of the problem that came up -- and there was probably several -- but operationally, information was not available to give people of the specificity they were looking for. There was a lack of specificity about the information. People -- I don't think they really wanted to know whether it was going to be days or weeks. They wanted much more specific information than that, and there was an inability to provide that information. I think that that's clear.

I think also saying that you couldn't provide the information wasn't adequate, either. It almost became a situation where there was no good answer, and therefore anybody having these types of communications were on the defensive because they couldn't provide an answer that was satisfactory to the other -- to the person asking the question.

I think that's speaking to what George is trying to say. It was just a difficult position. Unless you can provide information of value that satisfies what the person is looking for seeking the information, it's not going to be a good exchange.

During the course of the week I think it's fair to say we were not able to satisfy the type of information that people were looking for.

BY MR. NELSON:

Q. Did it improve at some point, or was it constantly that same scenario all the way through the storm?

A. [MEISSNER] The problem I think that we had is we put those estimated times of restoration out there, and we believed that. That was based on good information. When we did not meet those restoration times, I think the company lost credibility. There was no -- and I specifically recall, when National Grid came in and we did another assessment at that point, but nobody would believe any more projections, we lost credibility when we missed those ETRs. Once you lose that, you can't regain it in the process any more.

So I think by the end of the week, in terms of communication, it was something that we couldn't save.

Q. This is going to back up a little bit to a conversation on previous days, when you mentioned the T-1 line that went out, that you lost one of the

three T-1 lines.

A. [GANTZ] Yes. That was at the call center, and I think it was Mr. Lambert.

Q. What area did that one T-1 line serve? Was it central? Was it the two New Hampshire ones, or was it the Fitchburg area?

A. [LAMBERT] I can speak to that. The T-1 line that went out served all customers, New Hampshire and Massachusetts customers. So as any customer would come in -- we have a centralized call center that handled New Hampshire customers and Massachusetts customers -- the available lines that they would come in on would be randomly selected among all of them. As a T-1 line would go out for 23 available lines, it affected all customers.

Q. So did it affect one area more than another?

A. [LAMBERT] No, I don't think you can characterize it that way. It was just -- it was -- it would affect them probably all as they were calling in.

MS. EVANS: We're going to take a lunch break at this point in time. We'll be back on at 2:00 o'clock. At 2:00 o'clock we would like to

switch up the panel a little bit and do questions on billing and possibly the call-center-type questions at that point in time. So we'll go off the record. Thank you.

(Recess for lunch.)

MS. EVANS: Let's go back on the record. We're going to continue our cross-examination of the company's panel of witnesses after the lunch break. We're going to jump to a new subject. We're going to talk about billing and those types of customer-related activities.

We have some new people on the bench here. We have Paul Osborne, who is one of the assistant directors of the Rates and Revenue Requirements Division; Joslyn Day, who is assistant director of our Consumer Division; and Tom Carey, from our Rates and Revenue Requirements Division.

I believe Mr. Osborne is going to start the questioning.

BY MR. OSBORNE:

Q. Good afternoon. Just for some foundation questions on where I'm going to be going this afternoon: We've talked about the company's AMI system. I believe that stands for Advanced Metering

Infrastructure?

A. [MEISSNER] Correct.

Q. As I understand, the AMI system was installed during the period from 2005 through 2007, with a little bit of construction done and installation in 2008; is that also correct?

A. [MEISSNER] That's correct.

Q. And this is the way by which the company reads the meters through the power lines.

A. [MEISSNER] Yes.

Q. If I could turn to Mr. Lambert for a moment. If you could turn to the company's response to Exhibit DPU-FGE-4-1.

Actually, let's look at FGE-4-4 instead, because that has more of the areas that I'm interested in. Just let me know when you're there.

A. [LAMBERT] I'm there.

Q. First of all, this explains how the company estimates bills that for whatever reason cannot be read through the AMI system.

A. [LAMBERT] Yes.

Q. As I understand it, under typical conditions, that would be like if there's some defect with the AMI meter or some other condition

that makes it impossible for the meter to talk to the company's equipment?

A. [LAMBERT] Yes, that's correct, where the billing department will have an automated feed with the automated metering system, the AMI system. That would look at actual reads on a daily basis, and upon the billing cycle where they would normally get a read -- on the 30th day, as an example -- the system would grab that actual usage, that actual reading, and bill that.

Q. So even though the system collects the daily meter-reading data or can read it, it only grabs the reading for that particular meter on its scheduled meter-reading cycle?

A. [LAMBERT] It does, it does with the exception, if for whatever reason an actual reading was not provided on that day. If a reading was not provided for that day, the program has been adjusted to look back, quote-unquote "look back," up to 300 calendar days. So it was looking for a reading on the 30th day to bill that and one was not available, it would go back to the day prior, and if there was one available, it would bill that read for the 29 days. And then if one was not available there, it

would look back to the next actual read and bill the 28th. And it would actually go back one further, to look at the 27th day, in this example.

Q. And if there's no data on that 27th day of the month, that's when the estimated billing process kicks in?

A. [LAMBERT] That's correct.

Q. And this is all done automatically, without human intervention?

A. [LAMBERT] That's correct. It is.

Q. I was having a little bit of a problem grasping, or at least being able to articulate, what the meter-reading schedules in December are and what relationship they have with the estimated billings, which I understand some of those estimated bills were out to up to as many as 34 days. And so if you could help me, explain that, then it would make it easier for us to write the order.

A. [LAMBERT] Mr. Yardley had a set in the self-assessment that bills were up to 34 days. For our estimating process, in December, when the majority of the estimated bills were sent out, those readings were generally not for up to 34 days. The 34 days more came into play upon the January

schedule, when an actual reading was obtained, and that was based on normal read schedules, where we have a reading schedule in December, which is always complicated in December; with holidays and the way weekends fall, it at times bills customers for 30 days or even less than that in December, and therefore 32 days, or 33 days, or even up to 34 days in January, to make up for the usage not billed in December.

Q. So it's not December where 34 days becomes an issue but more in the following month.

A. [LAMBERT] Yes, in this example, that's what happened more.

Q. And that's because, as you said, of the way holiday schedules work, with the four days of the meter readings?

A. [LAMBERT] Correct.

Q. It's my understanding that the company in its estimated-billing process, they only use that approach for residential accounts, whereas for commercial accounts they will -- and I believe that may be confined to just customers with demand meters -- I believe that the company actually does some sort of manual calculation. Is that accurate?

A. [LAMBERT] Yes, typically, we don't want to estimate, it's not our general practice to estimate a demand read, because once that demand read is lost and it resets, it start over for the next month. So it's very difficult to estimate or to produce an actual demand reading after it's reset -- unlike a non-demand reading, where if you estimate it one month or you estimate it on the high side or on the low side, you will be able to reconcile that under- or overusage in the following month. Demand, it's difficult to do that.

Q. And that's because of the characteristics of demand and how it applies in the company's rate structure?

A. [MEISSNER] I can maybe answer that. I think the issue is, when we estimate kilowatthours, they're not estimates where you lose information. They always reconcile the next month and you never lose any information. Demands are typically reset monthly. When they're reset, the information is lost.

So we don't want to estimate information, that you lose information used in the billing process.

A. [LAMBERT] So the reading -- the meter would look for the peak 15-minute interval, and after the billing period, like Mr. Meissner said, it would reset, and you'd look for the next peak 15-minute period the following month.

Q. Okay, thank you. In this response there's some discussion about the cost or effort that would go into going out and doing, what would be a manual override of the process by which the company estimates bills. I just wanted to follow up a little bit with that.

A. [LAMBERT] Could you, excuse me, point to me where that is in this request?

Q. It may not be in this exhibit. It may be in the one that I had in mind earlier.

It's in 4-2.

MS. PURCELL: Mr. Osborne, the first sentence of the one we were on a minute ago talked about -- the first sentence of No. 4 of Subpart A goes to I think what we were looking at.

MS. EVANS: Off the record for a moment.

(Discussion off the record.)

MS. EVANS: Back on the record, please.

Q. I think we won't have to look at the data

response on this one, then. As I understand from reading the self-assessment report and the data responses in this proceeding, the company had sent out estimated bills to the customers as if there had been electric consumption during the time that their power was out. As I understand, it was done just automatically through the company's billing system, without any intervention on the company's part?

A. [LAMBERT] Well, I wouldn't entirely characterize it that way. The storm --

Q. In this case, I'd like to hear that.

A. [LAMBERT] The storm had hit on the evening of the 11th. And the first bills that were actually sent out to customers which included manual intervention was on the 16th. And what we did there was, we did not have in those cases a good reading that we could bill from. So what we were doing was to look for, if the system were to come back -- if the system were to come back and if the system were to come back, perhaps we could hold the bills, we could get the system back, and then bill based on actual readings.

But a decision was made on the 16th to not continue to wait, because it was becoming

evident to us that the system was not going to be back quickly. And one of the rationales -- the rationale that I used to do that was to avoid customers from receiving a very large -- if I didn't send bills out in December, I was looking at customer frustration in January, to get one bill for two months of usage.

So I was weighing that, and knowing full well that, like I've said, that customers receiving estimated bills at any time of the year, and especially during this storm as well, they were frustrated. They were very frustrated to receive estimated bills, especially for, as an example, 30 days, based on 30 days of usage, when perhaps they used less than that or they had power for less than that.

They further became frustrated, however, in January, when they received an actual bill -- for actual usage, I mean -- and that usage was not as low as they thought it should be, as they were expecting it to be.

Q. And why would that be? What would be the factors behind their expectation of a lower bill in January? I suppose it would depend on the date of

service that their bill covered, depending on their meter cycle. But I was just wondering if there was something else.

A. [LAMBERT] It's hard for me to talk to why a customer would think that. But I could say that customer-service representatives' response when they first started getting phone calls from customers who received an estimated bill were that they did not have to pay the estimated bill or they could pay a portion of the estimated bill that they thought was fair. As an example, if they were out of power for six days of the 30-day bill, they could pay, I don't know how my math is, but four fifths of the bill, if they thought that was fair, or they didn't have to pay for any usage.

But I could speak to some of the customers' frustration in January, upon receiving an actual bill. It got very cold. I could only anticipate why their usage was up. But they essentially looked at a -- and they thought that this perhaps was another estimated bill, that the January bills were based on actual reads, and -- it's hard for me to tell why their usage was up. But they were frustrated that it wasn't as low as

they thought it was going to be.

A. [GANTZ] If I could add: I think one of the factors that's important to realize is that we had through the storm and the storm restoration clearly lost the confidence of a lot of our customers. Many were angry. Many were frustrated. Many got an estimated bill; some 4,000-plus got an estimated bill. That didn't make them happy; it made them more upset.

So I think there was an atmosphere that developed in part because of the loss of confidence in the company at that point that led to a high agitation level, if you want to call it that, among customers. So anything that they remotely thought missed their expectations or seemed to be something that they didn't understand fed the frustration, fed the anger, and really led to an extraordinarily difficult period of time for the call center to deal with customers who were calling in. So January in particular was a very difficult time.

The other factor, as Mr. Lambert said, is January tends to be a slightly longer number of days in the cycle. You know, all of those factors just went the wrong way. So customers were very

frustrated and very angry. And there were lots of calls that came out of that. And many of these were escalated calls, customers that maybe didn't like the answers they were hearing. You know, to be told, well, that bill is the actual one, but that's the one that they thought was going to be lower -- you know, there was a lot of frustration, difficulty in understanding, and it led to a difficult period in our customer relations.

BY MS. EVANS:

Q. If I could follow up, Mr. Gantz: Did the company include any kind of message on the December or January bills, any kind of bill insert or any kind of communication to its customers with its bills from the December bill, the estimated bills, and the January bill, explaining the bills, explaining why the bills had to be estimated, other than the standard language that folks might not tend to read, because it's the standard language that they see every month? Did the company include any additional communications with these bills to explain to customers what was going on?

A. [LAMBERT] In December we did not issue -- we did not insert any inserts or bill messages

regarding estimated bills. Looking at that now, if in the future we see the need, that in December we could have put in better language about estimated bills.

However, in January we did put a message in there that did deal with more standard language, that your bill may have been estimated due to the storm, we applied it to the storm, and it was indicating that if you had questions to call the call center and that their usage would be reconciled upon receiving an actual reading. That's what we did in January.

Q. I'm sorry to interrupt. Was that message on the bill, or was that message as an insert into the bill envelope?

A. [GANTZ] That was on the bill.

Q. Do we have on the record of what that January bill said? I don't think we do.

A. [LAMBERT] I don't think so, but I do have one, and I could make it as an exhibit.

Q. Is that an actual customer's bill? Do we need to cross out customer information on it?

A. [LAMBERT] Yes.

MS. PURCELL: Why don't you just show it

to me.

Q. I'm interested in seeing what kind of communications have been made to customers regarding these bills, to set their expectations.

A. [GANTZ] If I could just add: In January with all bills we did send all customers a letter from our CEO, Bob Schoenberger. I think that may be in the record as part of the -- it might have been also issued as a PSA, so it might be in there. But I don't recall that there was any reference to estimated bills in that letter, but that's something that we could check on as well.

Q. And that was a separate piece of paper in the envelope with the bills?

A. [GANTZ] That was a separate piece of paper, yes.

Q. While counsel is looking at this bill: How difficult is it for the company to insert a message, a nonstandard message, on the bill itself?

A. [LAMBERT] It's not difficult to do that. It's in terms of preparation, to design the insert and then physically get it printed and provide that to our mailing vendor to insert it.

Q. What about on the bill itself, though, not

a separate piece of paper? You know, you see your bill sometimes has a message inserted right onto the bill itself.

A. [LAMBERT] I'm sorry, as a bill message itself, it can be done that day, to be included on the next day's bills.

MS. PURCELL: Can I just consult with the witnesses for a second?

MS. EVANS: Yes. Why don't we go off the record for a moment.

(Discussion off the record.)

MS. EVANS: Let's go back on the record. Counsel has just handed me a copy of a bill that was issued, billing date 1/08/09, that includes the message that the company inserted into its bills regarding the ice storm. I'm going to mark this for identification as Exhibit Unitil 10.

(Exhibit FGE-10, marked for identification.)

Q. Perhaps Mr. Lambert could explain more fully what exactly it is we are looking at on this bill.

A. [LAMBERT] In terms of the message?

Q. In terms of identifying what period the

bill covers.

MR. MUELLER: Could Mr. Lambert refer to it?

A. [LAMBERT] This is a bill dated January 8th, 2009. It states that the due date is February 2nd, 2009. It's for the service period of December 3rd, 2008, through January 5th, 2009.

Q. And that would include the period of the storm; is that correct?

A. [LAMBERT] That's correct. And this is based on actual readings, this particular bill.

Q. And could you, just so we all hear it, could you read the message that the company included on this bill regarding the ice storm.

A. [LAMBERT] Sure. "Due to the recent ice storm and power outages in our service territory, your bill may be estimated, as we were unable to obtain an actual reading. If your bill has been estimated, it was based on last year's usage. The bill you receive next month will reflect your actual usage less any usage that was previously estimated."

And then there was another message that talked about a rate change that was approved for January. Would you like me to read that as well?

Q. No, that's not necessary.

But this bill, you said, was -- this is an actual-read bill; is that correct?

A. [LAMBERT] That's correct.

Q. So this message talks about an estimated read, but this bill is actually after the point of the estimated reads. This is when you're reading the actual usage again. Is that correct?

A. [LAMBERT] That's correct. Our billing system does not have the ability -- it has the ability to target bill messages based on rate class, by customer class, but it does not have the ability to differentiate bill messages by whether a customer received an actual or an estimated read. So that's why this message went out to all customers.

Q. But it did not go out with the estimated-read bills in December; is that correct?

A. [LAMBERT] That's correct. It did not.

Q. Could this possibly have caused some confusion, if I've got an actual-read bill with this estimated-bill-read language on it?

A. [LAMBERT] It did cause confusion with this bill message because customers who had received an actual read in January were frustrated that -- they

were thinking that their usage would be lower, but in addition, they were thinking that their bill also was estimated. So it was an explanation by the representatives.

MR. STETSON: Could we go off the record for a second?

MS. EVANS: Off the record.

(Discussion off the record.)

MS. EVANS: Let's go back on the record. We still have a couple of questions about this bill that we've marked for identification purposes as Exhibit FGE-10. Mr. Stetson had a couple of very good questions.

MR. STETSON: This is a bill for a customer who -- do you know whether or not they had an estimated bill in December or an actual bill in December?

WITNESS LAMBERT: This particular customer?

MR. STETSON: Yes.

WITNESS LAMBERT: I don't know. I don't know.

MR. STETSON: The language that you're talking about that's in the message included on this

bill that's post-January 1st, '09, you're saying it would not have been included on any of the either estimated or actual bills that went out in December?

WITNESS LAMBERT: No, it would not.

And back to your first question, too: Like I said earlier, this customer I would suspect got an actual bill, because their last bill was much prior to the storm. It was early December.

MR. STETSON: And the ones that did receive estimated bills, what was the time frame that the estimated bills went out as a result of the storm outage?

WITNESS LAMBERT: Between -- the first bills that went out from the storm were on the 16th of December. I don't know -- it didn't continue until the last customer was up, because the communications system started to come up as the restoration was going through. So as the communications system came up from the restoration, we started to get actual reads.

MR. STETSON: But if a customer was out on, say, the 19th, and that was -- their billing cycle was up as of that date, they got an estimated bill?

WITNESS LAMBERT: They did get an estimated bill, yes.

MR. STETSON: And there was no language on there explaining the basis for the estimate; is that correct?

WITNESS LAMBERT: That's correct.

MR. STETSON: The first time they saw anything explaining how their December bill was estimated was on their January bill.

WITNESS LAMBERT: That's correct. But the bill also -- and all estimated bills are marked -- for each service, next to the reading, it's indicated next to the reading with an E, for "estimate." In addition to that, the word "estimate" is spelled out next to the service period for each service. So if electric were estimated in December on the 19th, in that example, it would say an E, and in addition, it would also say the word "estimate" next to where the usage was. And that's how a customer who received estimated bills in December, even without a bill message, would know that this was an estimated bill. And that procedure is the procedure that we use for all periods, for all normal periods.

MR. STETSON: But there wouldn't be the kind of explanation that you have here.

WITNESS LAMBERT: No, there was not.

MR. STETSON: And they wouldn't see that until January.

WITNESS LAMBERT: That's right. And one thing that we had recognized was, this was a source of frustration for customers. Although customers were not billed for usage they did not use, we recognize that this, in addition to normal periods --

Estimating is a very confusing model or a very confusing thing for customers. It has been. It was particularly confusing in this case. Customers were frustrated.

And one thing the company wants to do is to work with the Consumer Division to determine if there's a better estimating model, if there's a better way to estimate customers for situations like this that could occur in the future.

And in addition to that, if and when a situation were to occur in the future, if we're in the middle of a storm or we're about to face a storm, is to also consult with the Department, to

say, "It looks like we have a situation," and consult with the Department on how we want to go forward with estimated bills or actual bills.

MR. STETSON: Maybe you can get some guidance in this order.

Thank you for allowing me to clarify.

MS. EVANS: Thank you, Mr. Stetson. Mr. Epler, you wanted to say something?

MR. EPLER: I was just going to point out, to see the meter-reading cycles that were affected by this. If you would turn to DPU-FGE-4-1, it has all the meter-reading cycles.

MR. OSBORNE: And these would be Cycle 11 through Cycle 21?

MR. EPLER: Yes, that's what the response indicates.

MR. OSBORNE: Thank you.

MS. EVANS: We'll take that exhibit back in a moment. Maybe we'll finish our questioning, in case anyone else from the Bench has more questions about that bill, and then we could take that bill back as an exhibit.

BY MR. OSBORNE:

Q. Mr. Lambert, as I understand, from what's

been marked for identification as Exhibit FGE-4-4, there were approximately 4300 customers who received estimated bills during the month of December of 2008. I would presume most of these occurred because of the meter-reading cycle in conjunction with the ice storm. Is that a fair statement?

A. [LAMBERT] That's a fair statement.

Q. How many estimated bills does the company typically send out? I have some information here for January, but I just want to make sure I'm not still blending in any of the residual effects of the storm's damage.

A. [LAMBERT] And your question is typically what the company sends out?

Q. Typically, considering you've got the AMI system. I would imagine that theoretically 100 percent of meters would be read on an actual basis, but I understand that there may be some -- that may not be -- that's a number of perfection, and we know that perfection doesn't exist.

A. [LAMBERT] In Data Response, also the same, DPU-FGE-4-4, Subsection C, we had answered a question that in December of the previous year, 2007, that the company sent out 154 estimated bills,

which represented roughly .6 percent of the total meters. In January of 2008 it was 296 estimated on the electric side, and that represented 1 percent.

Q. So for the -- at least on the electric side, the number of estimated bills as a percentage of total bills, the numbers you've provided just now and in this data response, you would consider these representative of the company's year-round experience with estimated bills?

A. [LAMBERT] I would consider that normal after we put in the AMI system. One of the benefits of the AMI system was to avoid customer confusion by receiving estimated bills, and this system has done that.

Q. Now, I notice that there were many more gas bills that had gone out on an estimated basis during these two months here.

A. [LAMBERT] Right.

Q. Even though there are fewer gas customers than electric customers. Is there some reason for that, such as maybe the gas metering system was still in the process of being completed?

A. [LAMBERT] Well, I'm not sure why. On the gas side, what the gas side does, it has a separate

module, gas module, that communicates through the electric module, and both of those readings, electric and gas, are transmitted to our billing system ultimately, for billing. I'm not sure why this was higher, the percent higher, than the electric side.

A. [GANTZ] I can add: There are two communities we provide gas service to where we do not provide electric service. So those do not have the AMI metering configuration that Mr. Lambert --

Q. Those would be the Towns of Gardner and Westminster?

A. [GANTZ] Correct.

Q. And so that may be a factor in why the number of gas meters may be estimated? There may be more of them estimated?

A. [GANTZ] I think that's probably the case. The other factor is, there may be some situations with gas meters that -- I know there has traditionally been more of a problem with inside meters on the gas side and difficulties in terms of can't get in -- need to read meter, can't get in, CGI codes.

So I suspect -- Mr. Lambert would know,

but I suspect if we went back historically, we would tend to have more problems with gas meters being unable to be read than electric meters.

Q. Okay, because the electric meters tend to be on the outside.

A. [GANTZ] Yes.

A. [LAMBERT] I also believe, there may have been a data response that reviewed percentage of gas estimated bills even prior to 2007 and 2008, and I wanted to see where that compared to, once we put in the AMI system, did it improve it. I thought that there was a data response on that.

Q. If it's in there, we'll come across it. But would it be fair for me to conclude that the estimated gas meter readings are representative of the company's experience on a month-to-month basis?

A. [LAMBERT] I wouldn't necessarily say that 6 percent and 5 percent represent the norm. This represented -- these figures represented a very specific month, December and January, 2007 and 2008. I'd have to look back and see if in fact that represented the norm.

Q. So there may be something else, other than statistical noise, going on here.

A. [LAMBERT] That's correct, yes.

Q. In this exhibit that we've been looking at, DPU-FGE-4-4, there are approximately 4300 estimated bills that had gone out on the electric side during December of 2008. And in what's been marked for identification as Exhibit DPU-FGE-4-9, I see a reference to 4300 customers. I just want to make sure that what's in DPU-FGE-4-9 is just relating to the number of electric customers. Can you confirm that for me?

A. [LAMBERT] Well, I can't confirm that. It's difficult -- because the company bills both electric and gas service on one bill, that although 4,359 estimates on the electric side went out in December, many or most of that -- 2,090 gas estimations appeared on the same bill as the electric. So as a customer got billed an estimated for electric, they also got billed an estimated for their gas.

In 4-9 I said 4300 customers, so that was 4300 customers. But it was probably the same customer -- in many cases it was the same customer on one bill that received both an estimated electric reading and an estimated gas reading.

Q. So I shouldn't necessarily draw the conclusion that we're talking about the same subset of customers here; is that correct?

A. [LAMBERT] Just to clarify: I think in many cases, what I was trying to say was, it does represent the same customer. If I read 4300 electric estimated readings and then 2,090 gas estimated readings for the same month, that could be the same, one customer getting both reads. I separated it out in meters being estimated versus -- and in another context it was bills.

Q. Oh, I understand you.

Now, in DPU-FGE-4-9 we're talking about a little over $1.3 million in the amount billed in December. Does that relate to both gas and electric service?

A. [LAMBERT] Yes, it does.

Q. I just wanted to confirm what I thought it was from the response here.

Now, of the 4300 or so customers who received estimated bills, going back for a moment to what's been marked as Exhibit DPU-FGE-4-4, on Page 3 of that response, I see some information about high-bill inquiries and general bill inquiries that were

received by the company. These high-bill inquiries and general bill inquiries, as I understand from the response, these do not include calls regarding estimated bills?

A. [LAMBERT] These numbers would include callers who were calling with a complaint, a high-bill inquiry or a general bill inquiry, on a general bill, on an estimated bill.

One thing I had said in the response was, estimated bill inquiries are not specific -- are not specifically tracked. We were unable to differentiate between the two.

Q. So they may be falling within the high bill or general bill?

A. [LAMBERT] That's right. The question was how many estimated complaints, and I was unable to differentiate that.

Q. Now, of the 4300 customers, we can agree that a number of them had contacted the company, as you state, and that customer-service representatives informed these customers that they could pay some lower amount that they thought was reasonable. What about customers who didn't make any calls to the company? Would there be any way for those customers

to have gotten that same information?

A. [LAMBERT] No.

Q. Like this person who just took the bill and automatically paid it, or maybe the person who just tucked the bill aside and....

A. [LAMBERT] No. To answer your question, no. However, one thing that we made a decision to do very early on was that all disconnection proceedings were -- all disconnection procedures were ceased for customers who were eligible to be -- who would fall into that situation. So the company was not sending shutoff notices -- was not sending the shutoff notices, was not doing disconnections during that period.

To answer your question: No, we did not proactively notify them. I'm not sure about Mr. Schoenberger's --

A. [GANTZ] We did have -- in Volume 2 of the report filed February 23rd -- I don't remember the exhibit reference on there, the Unitil storm report. In Tab 6 we did issue a statement to the public on estimated bills dated 12/29. So there was a public effort to provide information about the process of estimated bills, and I believe we provided either

that or similar information at both of the public hearings that happened later in Fitchburg and Lunenberg. We certainly talked -- I know I talked extensively to public officials and the media about the estimated bills, essentially providing the same information about how we do it and what the process is.

So there were other channels of how that information was getting into the public.

Q. Including being able to contact the company if a customer had a concern about their estimated bill?

A. [GANTZ] Yes.

BY MS. EVANS:

Q. And you're talking about Page 164, the notice that appears on Page 164 of Volume 2 of your February 23rd report?

A. [GANTZ] Yes. I believe the information provided at the public hearings was a bit more extensive. As I recall, it was more than just a couple of paragraphs.

Q. You had some kind of handout; is that correct?

A. [GANTZ] There was a handout, yes.

MS. EVANS: Is that in the record here? I don't think it is.

MR. EPLER: I thought it was made a record at the hearing. That's my recollection, is that I gave it to Ms. Cellucci.

MS. EVANS: Would you like to provide a copy for the record in here? Exhibit FGE-11.

A. [GANTZ] As I recall, there were two fact sheets. They might have been on either side of the same piece of paper. One was on estimated bills, and I recall the other being on the claims process.

MS. EVANS: Would you like to mark both of those as FGE-11?

MS. PURCELL: Sure.

MR. STETSON: The company is going to produce that?

MR. MUELLER: Yes, we will produce that.

THE REPORTER: It hasn't yet been marked?

MS. EVANS: We are marking it for identification purposes only. We do not have a copy in hand, but it will be Exhibit FGE-11.

(Exhibit FGE-11, to be marked for identification.)

BY MR. OSBORNE:

Q. I'd like to turn to Mr. Gantz for a few moments here. If you could look at the company's response to Exhibit DPU-FGE-4-10.

A. [GANTZ] I have that.

Q. And as I understand that, the company made some sort of analysis of its estimated bills that were sent out in December of 2008 and did some adjustments to the company's revenue accounts. Could you explain more about this process and what the company did here, just so I can continue writing about it?

A. [GANTZ] What I know is exactly what's stated in the record response. As part of the year-end accounting close process, which would occur in approximately early to mid-January, the company normally does a standard analysis of the unbilled revenue. There's a specific accounting process associated with the booking of unbilled revenue for the month.

In addition, in this month, there was an analysis of the estimated bills that went out and an attempt to identify the amount of consumption that was reflected in those bills but was not actually

consumed in December because the power was out.

So it was an accounting calculation to attempt to make sure that the company's bookings of revenues for the year 2008 were as accurate as possible. There's a sentence here that indicates, "The adjustment was calculated by determining historic average daily customer usage during the same period in the prior year, multiplying the average daily usage times the estimated number of outage days included in the estimated bill, and multiplying by the average delivery billing rate for December 2008."

So I would characterize it as an over-the-top estimate of what the aggregate effect was estimated to be on the company's revenues.

Q. And it wouldn't be designed to track precisely what the effect was on individual customers but more for the company's accounting books, to more accurately recognize the revenues that had been earned at that point.

A. [GANTZ] That's my understanding, yes.

Q. Are there any workpapers or other documentation of the calculations that underlie that billing adjustment -- or, sorry, that revenue

adjustment?

A. [GANTZ] I would expect there are. It would be the accounting folks at Unitil that would need to identify that and produce it. We would need to consult with them in terms of the availability of such a workpaper.

Q. I'd like to do that as a record request: to the extent that such documentation is available, for the company to provide all workpapers, calculations and assumptions underlying the year-end accounting closing process that was done related to the estimated bills that were sent out in December of 2008.

MS. EVANS: That will be Record Request DPU-4.

(Record Request DPU-4.)

Q. Do you understand the record request as I've posed it?

A. [GANTZ] I do.

Q. Did the company at the time they made the revenue adjustment make any corresponding entries on its accounting books for the regulatory liability that would be associated with that revenue adjustment?

A. [GANTZ] I'm not sure what regulatory liability you'd be referring to.

Q. It would be more in the sense of the company's accounting for the unbilled revenues -- I think it may be in -- unbilled revenues may be booked to Account 186. Don't hold me to that particular accounting number. I'm more familiar with certain other industries for that. But there would have been some accounting entries that were done to recognize the billing adjustment -- the revenue adjustment that was made.

A. [GANTZ] My understanding is, there was an appropriate accounting for unbilled revenue as part of the year-end close and, in addition, an adjustment downward to revenues based upon the fact that there was a certain amount of revenues that were billed on estimated bills that we know was for energy that was not consumed in December, and therefore that revenue should not be recorded in December. And that's the workpaper that we will provide.

Q. And would those journal entries be then included as part of that response to the record request?

A. [GANTZ] I think we can make sure that the journal entry you're referring to specific to the amount of revenue that was included in estimated bills which the company subsequently identified as associated with consumption that did not occur in December and therefore there's a reduction in that revenue -- we'll make sure that that response provides the explicit journal entries that are associated with that adjustment.

Q. Thank you. Now, seeing that the company was able to make these calculations for the end-of-year accounting closing process, that happened in early January, just for the record, could you explain why the company was not able to do that earlier, like during the ice storm itself? I have a sense of the answer, but again, I need to have it in the transcript.

A. [GANTZ] I can. As I characterized it, the accounting calculation is an over-the-top calculation, and, you know, an estimate of that type can be prepared at a point in time if you have the right data and you look at it and you do an analysis. I think, you know, that information would be generally available, say, on a monthly basis.

But the more specific kind of calculation that I think you mentioned earlier would be where you do that kind of a calculation for a single customer at a time, where you have a single customer, the meter reading was unavailable, so then you have to for that particular customer look at the number of days in the billing cycle, look at the number of days that particular customer was out of service, and then do a precise calculation of what a more accurate estimated bill would be in that case.

That is a very time-consuming process, one that would have to have been done manually, because you cannot program a billing system on the fly.

In addition, that data was simply not available. The data on each customer, the length of outage for each customer was not available in the CIS system or the AMI system.

So data was not available to do the calculation. The calculation would have had to have been done manually, and that would have required an extraordinary deployment of resources to do, you know, 4300 individual bill calculations in a period of time when the company's resources were fully

deployed to the restoration of the storm response.

A. [LAMBERT] And in addition to that, even with those efforts, we may not have been able to obtain a more accurate estimate.

Q. Understood. A last point on this matter: Would it be fair for me to conclude from this that, to the extent that customers paid the estimated bill, that the company would have gotten in some sense of the word an interest-free loan from its customers? I don't mean it in a gratuitous way.

A. [GANTZ] I understand the question, and I'm familiar with the ratemaking process, and so I understand the concept.

It is fair to say that for some portion of revenues the company may have received some portion of revenues earlier than they would have otherwise received them because they issued the estimated bills that didn't factor in the somewhat lower consumption that might actually have applied. So that's a fact.

Q. And that may be the same as may occur with any estimated bill that's issued at the end of the reporting period?

A. [GANTZ] The thing that might be a little

bit more complex is -- there are different components of the bill that fall into different ratemaking mechanisms, and the answer might be somewhat different for the different mechanisms, and I wouldn't know how to --

Q. For example, the pension/PBOP reconciliation mechanism, for one?

A. [GANTZ] That's for one, default service for another, cost of gas. All of those have different ratemaking implications.

Q. Thank you.

BY MS. DAY:

Q. Good afternoon. My questions are probably most directed to Mark Lambert, regarding the call center and customer communications and relations during the storm.

In Unitil's February 23rd report it indicated that during the storm it had 68 available lines for incoming calls. Could you please clarify for me whether those 68 lines were exclusively for the call center, or were they companywide?

A. [LAMBERT] Those 68 lines that we're referring to are for just inbound call-center lines, for just the call center.

Q. So the company has private lines or corporate lines, other lines reserved for -- maybe you can elaborate what other lines the company has.

A. [LAMBERT] Yes, that's correct. There are other lines that are reserved for the corporate office, for other operations. We've talked about telephone lines, that municipal officials would call and talk to Mr. Frappier's group directly. All the lines I just referred to are in addition to the 68 for just the call centers and available for customers.

Q. And I understand in your testimony that as of February 20th of 2009 the company has added additional lines for the call center and as of July 1st you'll have a total of 137 lines for the call center; is that correct?

A. [LAMBERT] That's correct.

Q. Has the company done any analysis to determine the number of customer-service representatives that will be needed to handle those incoming lines?

A. [LAMBERT] Yes, the analysis tool that we use takes into consideration historical information. So you wouldn't necessarily have the same number of

representatives per line.

Certainly the 137 lines would carry traffic in different ways, call traffic in different ways. It would allow essentially 137 simultaneous calls. Some of those callers would get into the system, communicate with the IVR, report their outage ticket in this example, and that would be a very short call. Some customers would not go through that, would pick an option to speak to a representative, which would be a little bit longer.

So what we use is -- how we determine numbers of trunks, numbers of lines, and numbers of representatives, we go through a call-center analysis tool that looks at historical values, it looks at planned peak values, it looks at average call-handle time, which would be representative talk time plus any after-call work time, and it would factor in desired service levels -- as an example, if we're looking for 80 percent answered in 20 seconds, this is how many representatives you would need to handle that peak volume and this is how many trunks you would need to handle that peak volume.

Q. So does the company anticipate hiring additional staff in your call center?

A. [LAMBERT] The company has hired nine additional staff, as we've stated, to answer telephones as required for our Northern Utilities acquisition. Those customer-service representatives are in place. In addition to those, the customer-service-representative staff is always -- we add six additional representatives each year to handle the additional calls after the winter moratorium period ends -- because the number of telephone calls and the length of those calls typically increases after that time.

I can just state, those nine representatives that I talked about with the acquisition of Northern Utilities, and in addition to temporaries, were present, were available and trained for the December storm. We were not taking Northern Utilities calls during the storm, and still to the present day we still aren't taking their calls. So these representatives are available for Unitil calls.

Q. And in Unitil's February 23rd report, there's a chart that displays that there were 75 hours from December 12 to December 25th in which more calls were received than could be handled by

your call center. Did the call center capture data on the number of calls that came through during that 75-hour period?

A. [LAMBERT] As stated in Mr. Yardley's self-assessment report, we were unable to determine by our vendor, PAETEC, exactly the number of calls that were blocked.

If I could expand upon that answer: There are two types of blockage, call blockage, that customers experience and customers in this particular storm experienced as well. Customers were experiencing fast busy signals when they picked up the phone and tried to call Unitil. They also experienced recordings. After you hear that strange tone, I think, and it says all circuits are busy, I'm sure there were several different variations of that recording.

But those two types of events, those recordings and the fast busy signal, would be indicative of a customer not even being able to get into the Unitil phone network. We talked about 137 lines or trunks. Those two conditions that I talked about are not indicative of a customer -- the 138th caller trying to get in.

So there was blockage before it got to our network, and I would imagine -- and I cannot speak for our telephone vendor. But like a telephone company and like a call center, where we have to go through an analysis tool to determine how many trunks we would need to staff for a peak event, I would just imagine that phone vendors would have to do the same. I think Mother's Day, when it's a high phone-call volume, perhaps they size it differently. But when an outage hits, that's a very unpredictable event, and I'm imagining that that had happened.

The other kind of busies were the slow, what we would determine as like a normal busy. That would be indicative of a customer -- in our particular case, we had 68 working lines. The 69th caller to call in simultaneously would have received a slow busy.

Q. So a customer that called into the call center and got blocked, would that impact your corporate numbers -- say, the designated telephone numbers for fire, police, Commission staff? Would that have affected those lines as well?

A. [LAMBERT] No, it would not have. Those

customers who had the telephone numbers -- I think we talked about four numbers that went out to emergency personnel in the Towns and certain local officials -- those numbers are in addition to and separate from the 68 that I talked about.

Q. Still in regards to your call-center management system: Does the company track the number of calls that actually were received in the call center but were not blocked due to congestion but were unanswered by a customer-service rep? So you have your answer rate, what you were able to answer. Do you know what was abandoned, what actually came in came in that was not able to be answered by your agents?

A. [LAMBERT] Yes, we do. I believe that was provided in a data response.

Q. I saw the calls answered but I didn't see the number unanswered, or the abandon rate. Do you know what data request that was?

A. [LAMBERT] I don't off the top of my head. But I know it was a data request that provided -- it had asked for such as abandoned calls, if I recall. We'll find that, if we can take a moment.

Q. On the date February 17th, in which you

have one of your three T-1 circuits failed for a 24-hour period: What time of day did that period occur?

A. [LAMBERT] Just to clarify: Was that December 17th?

Q. December 17th. I'm sorry. According to your February 23rd report, you indicate that on December 17th one of your three T-1 circuits failed.

A. [LAMBERT] I was not sure of the time that that had failed. The way we had discovered that we did have a failure -- and in Mr. Yardley's self-assessment, it said it was likely -- as we were trying to estimate when that T-1 circuit was down was approximately 24 hours. We were first starting to become aware of more and more busy signals.

So we started to investigate. And it became difficult to determine if one was out, because at some points you would get through, on the good channels, and then times you would get a busy and you were trying to distinguish between if this was a normal busy, was it a normal situation. At the same time simultaneously we involved our vendors in that analysis.

Q. So were you alerted to the issue from

customers calling in that got busy signals, or is that something --

A. [LAMBERT] That's correct. We were -- that's how we first became aware of it.

If I could add, too: In one of the recommendations that we had talked about was -- because the ultimate resolution was our vendor, our PBX vendor, Siemens, had to fully get dispatched to come out and unseat a card, a circuit card, that handled this T-1 circuit, and then just physically plug it back in and it started to take phone calls.

One thing that we had recognized was a need to have proactive monitoring of our system, all of our systems. So what we have done already, and that will be completed this year, is the implementation from our vendor Siemens to go and do a full NOC monitoring. I don't know what that stands for. I'm sure "network" is in there. That is a tool that will proactively look at all circuits within all of our systems, all of our buildings, all of our facilities, and would be able to sit back and say, "You have notified us that there is a problem, there was a problem. I fixed it. There's a problem. We're dispatching a technician. The

technician will be there." So rather than having to rely on customers to receive busies and report those, this will be a proactive tool that we'll be able to use going forward.

Q. Was there any communication with customers during this time period regarding problems with your phones or the lines being congested during the 12th through the 25th? Were there PSAs that contained information about phone problems or inability to get through?

A. [GANTZ] I can check. I don't remember offhand. I do remember it was a point of conversation in some of the media interviews I had, asking for patience, reminding people to call.

I can also -- and we did identify this in the self-assessment: The difficulty of the call center in meeting the demands for customer calls led to an overflow situation, where customers were having difficulty getting through. They got through in some cases. They got information that they didn't feel was adequate. They became frustrated.

So we ended up having to deploy what I might call a secondary customer-service operation, because these customers would find any Unitil phone

number and they'd call it. So we had people serving in a customer-service capacity at the corporate headquarters and in any of the locations where there was a public, you know, Unitil published phone number that had become available to the public.

In addition, we had walk-in traffic that we were fielding at our corporate headquarters. So we had this kind of secondary customer-service function taking place to try and deal with some of the overflow -- and also customers increasingly calling public officials, which became -- made their job a lot more difficult. And that was part of the reason for the increased traffic of contacts from public officials to the company during the course of the storm.

Q. And just a couple other questions: The role of the EOC employees to communicate customer concerns or to listen, empathize with customers: Were those employees communicating with the call center about those concerns or restoration efforts that consumers were calling about? Can you elaborate on the role of EOCs?

A. [LAMBERT] Sure. I can say that when customers went to report their situation by either

walking in or talking directly with staff in the EOC, that that information would be taken down and would be communicated up to certain representatives, certain customer-service representatives, who were working on the Web. So they were not tied up with inbound phone calls. They were working on answering Web requests. They would be available to take these concerns, make sure that the report was in the system, that a ticket was generated, and would do any additional follow-up that was required with the customer.

Q. And when did the company first provide employees to the EOC? Do you know what date that was?

A. [GANTZ] To the Fitchburg and Lunenberg EOCs?

Q. Yes.

A. [GANTZ] It's in the record. I believe that was on Thursday we began doing that -- although there were personnel that visited the Town EOCs on a regular basis through the early part of the week.

A. [LAMBERT] If I could also add: On your request for abandoned calls, we have that data request, which was DPU-FGE-2-40. I had answered the

request. The request was to describe the system used and to include all the telephone answering statistics, including response times, abandoned calls. In addition to that, there's an attachment of a chart that went with that.

Q. Thank you. I just want to focus now, a couple of questions, on the billing and the estimated, if I could, Mr. Lambert.

A. [LAMBERT] Sure.

Q. In DPU-FGE-4-2, Unitil responded regarding electrical usage could spike during the first day's usage after power has been restored following an outage due to the impact of appliances working to reach normal operating temperatures. Does the company have any data as to approximately how much energy would be required to operate appliances after an outage?

A. [LAMBERT] No, we don't. You know, that question -- customers were reporting back to us and had that complaint. That information customer-service representatives were providing to customers represented a very temporary spike. I'm not an engineer on it, but it could be very short-lived, an hour or two, of the entire billing cycle where usage

would spike to get, you know, boilers, to get temperatures in the home back to normal. But I believe it's called a cold-load pickup.

A. [MEISSNER] That's what we call it in operations, yes.

A. [LAMBERT] That's what that represented. But it represented just a very short time where appliances would start back up.

Q. In your experience in the high-bill inquiries that you received, did you see unusual spikes based on actual meter readings when the company was able to get reads for customers --

A. [LAMBERT] I can't speak exactly to the customers. But I do know that there were cases where when the AMI system came back on line and you started to receive daily usage, that you would see -- you would see usage on the first day. Customers were really asking a lot of questions: why their usage was so high, why could this have happened? In many cases the representatives were talking about actual readings.

So the representatives were throwing -- were providing customers with possibilities. I think one of the spiking -- could spike to get

temperatures back up or appliances, refrigerators to get to the desired temperature was an answer. Sometimes you would see, you know, a daily usage that would be higher than other days, and I think representatives were offering that.

Q. Is that daily usage that's recorded in the AMI provided or shared with the customer when a CSR talks with them? Is that something that's available --

A. [LAMBERT] It is verbally. We do not have a mechanism to provide it every day to the customers.

Q. But if the customer calls in, the rep will share with them, "On specific days this is what your consumption was based on the AMI reading"?

A. [LAMBERT] Yes, that's correct. And the representatives also take this information and put it into an electronic format at times and send it to customers or email it to customers as well for backup. So customers get a better handle of how their usage tracked throughout the month.

A. [MEISSNER] If I may add one clarification, which I believe is how it works: If a customer experienced an outage for five days and the AMI

system then sent a reading into the billing system, that first reading is going to be a reading of five days. It's going to be all the information for that five-day period. You've lost the daily information, essentially.

So just as an example, if a customer was using 20 kilowatthours a day, was out for five days, that first reading will be 100 kilowatthours and then the next day will be back to 20 again. I just wanted to add that clarification.

MR. STETSON: Excuse me, that's if the meter was out for those five days. If the usage -- if they were totally out --

WITNESS MEISSNER: I'm saying, if the power was out -- you are correct -- there would be no consumption.

MR. STETSON: If the meter was out, they would have consumption and it would be read as a cumulative first read.

WITNESS MEISSNER: Correct.

A. [LAMBERT] But there were times where the power went out and it was out for five days, and then the customer's power was restored but the communications to the AMI system may not have been

up at that time. So in that particular case, you know, the power was on, we didn't have communications so we couldn't see the reading, and then upon seeing the first reading it may have been representative of two days -- in an example like that.

Q. In DPU-FGE-4-4 the chart at the bottom of the page shows that Unitil received -- well, first of all, can I ask you to differentiate for me the headings High Bill Inquiries versus General Bill Inquiries? Can you give me an example of a general bill inquiry?

A. [LAMBERT] Sure. The representatives would enter this code as a call type in the billing system. I'm sure if a customer were to call up and immediately start saying, "I've got a high bill, you've overbilled me and I'm confused, I'm upset about this high bill," the representatives would issue that as a high-bill call type.

Sometimes customer calls would start off by saying, "I just have a question on my bill," and would go down the road and perhaps would turn into a high-bill inquiry but the customer-service representative started off by saying general billing

inquiry.

So for purposes to help answer that, I did not want to not include one or the other, because they could both be representative of a high-bill complaint. That's why I included both.

Q. I notice there's many more general billing inquiries than high-bill inquiries, and I know that the company rendered a lot more estimated bills in the month of January and December. So I'm just wondering: Can that be attributed to more calls about estimated bills? I'm just wondering why the general-bill-inquiry number is so much higher than the high-bill inquiry. I'm trying to get a better sense of....

A. [LAMBERT] I'm not sure if you could characterize it that way.

I don't have an answer. I wanted to capture it just because customer-service representatives may not in all cases put the correct call type in. These two call types would be able to cover any kind of billing inquiries for an actual bill or an estimated bill. So I'm not sure why one would be higher than the other.

Q. Just a couple more questions and I'll be

done. In the February report Unitil testified that it made options available to customers disputing their December estimated bill. One option was not to pay the estimated bill until the next month, when the actual meter reading came in. Correct?

A. [LAMBERT] Correct.

Q. Or to pay a partial payment based on what they thought was fair for that month. And this was communicated to customers when they called in to dispute the bill --

A. [LAMBERT] That's correct.

Q. -- and also on the bill message?

A. [LAMBERT] That's correct.

Q. When did the company establish this policy? When did you make customers aware of the policy? Do you remember what date that was?

A. [LAMBERT] We were just trying to recall. I don't have the exact date. But as we could recall, it was on or about the 29th, the time that we issued that PSA that Mr. Gantz had referred to earlier.

A. [GANTZ] Just to add: The sequence that I recall was, during the storm event there weren't a lot of bill inquiries coming in. People were

talking about other things. It was after Christmas, after Christmas when calls started coming in about the estimated bills. In response to those first calls, you know, I recall Mr. Lambert and I conferring about this issue and making that -- his recommendation, making that judgment. And then he went ahead and conveyed it to the reps immediately, and then we began providing information about that publicly.

Q. And the bill message started with the January bills; is that correct?

A. [LAMBERT] That's right.

Q. And do you know how many customers selected either option?

A. [LAMBERT] I don't. I don't. Nor did we track that.

Q. One last question: In DPU-4-1, or the response, it may have been, you listed 11 cycles in December that were affected by the storm which I believe you estimated.

A. [LAMBERT] Correct.

Q. And your chart on Page 3 of DPU-4-4 shows that 955 electric bills were estimated in January. Were there cycles in January that also were affected

by the storm?

A. [LAMBERT] Yes, there were. I don't know what cycles those are. But I could say: One thing that, as a company, that became very important in January was to target those customers that received an estimated bill in December, that they would not receive an estimated bill in January, that they would not receive two estimated bills in a row.

So of those customers that received estimated bills, approximately 57 received another estimated bill in January. So of the 4300, only approximately 57 received an estimated bill in January. And those are what we really concentrated hard on, to avoid any further confusion with those customers.

Q. One final question: This is in response to DPU-FGE-4-4, Section B, where the company's response indicates that no credits were issued. And in the response to the Attorney General, 1-4, Unitil indicated that it had total billing adjustments for the outage of $12,734.31. I'd like to know, what were those billing adjustments attributed to?

A. [LAMBERT] Those had represented customers who called upon receiving an estimated bill from

December, and we offered -- the customer-service representatives offered them options to pay a portion of the charge or to pay nothing. Those had represented largely customers who would not take that advice and said, "I want you -- I was out of power for five days. I want you to rebill me for 25 days rather than 30." So we would make adjustments on those accounts. We had to make adjustments such as that.

Q. So you would rebill the account on an estimate based on your regular estimating model, not having an actual meter reading yet? Is that what you're telling me?

A. [LAMBERT] I'm not sure -- I'm not exactly sure how that was done, if it was looked at at the -- you know, using the last actual read or if we just factored in the customer's input of five days and provided them with what we thought was --

You know, perhaps we took an average daily consumption and took that and multiplied it times the 25 days, as the example, and billed them for that. In a case like that, we would still keep it as an estimated bill, though, because it wasn't based on an actual.

Q. So when you got the actual reading, which would verify what was actually consumed on the meter, what would --

A. [LAMBERT] It would reflect --

Q. Would it cancel out the adjustment? I guess that's what I'm asking.

A. [LAMBERT] It would then reflect -- in all cases the actual read in January would then reflect the actual consumption that the customer used between the estimated bill -- or from the very first start of the period of the estimated bill to the January reading.

A. [MEISSNER] All customers were billed actual consumption. Right?

A. [LAMBERT] Yes. At the end of the day, all but -- for all those customers who got an actual bill, it was based on actual consumption.

Q. Thank you.

MS. EVANS: Mr. Carey?

BY MR. CAREY:

Q. Gentlemen, good afternoon. It's tough to follow Paul Osborne, because he does such a thorough job. I'd like to talk with Mr. Francazio.

A. [FRANCAZIO] Yes.

Q. Were you employed by Unitil during the 2008 ice storm?

A. [FRANCAZIO] I was not.

Q. Where did you work during the 2008 ice storm?

A. [FRANCAZIO] I was at National Grid.

Q. And what was your title?

A. [FRANCAZIO] I was the vice-president and director of emergency planning at the time.

Q. Are you familiar with an agency, Massachusetts Emergency Management Agency?

A. [FRANCAZIO] I am.

Q. When you were with Grid, did Grid send a person, employee, to the MEMA monthly meetings?

A. [FRANCAZIO] We did.

Q. With the exception of August, because August they didn't have one.

A. [FRANCAZIO] Okay.

Q. Why would National Grid send someone to MEMA?

A. [FRANCAZIO] To coordinate the State emergency-response activities with that of National Grid's emergency response center.

Q. And you used the phrase the other day

"tabletop exercise."

A. [FRANCAZIO] Correct.

Q. Would you say MEMA does tabletop exercises, such as hurricane preps, tornado preps?

A. [FRANCAZIO] I had participated in some myself, yes.

Q. Was National Grid represented at MEMA by a representative from National Grid during the 2008 ice storm?

A. [FRANCAZIO] It was.

Q. Thank you. I believe this question is for Mr. Letourneau. If not, please help me out. Are you familiar with the Massachusetts Emergency Management Agency?

A. [LETOURNEAU] I am.

Q. Are you aware that the Massachusetts Emergency Management Agency has monthly meetings 11 times a year?

A. [LETOURNEAU] I am not.

Q. You are?

A. [LETOURNEAU] I am not.

Q. Mr. Gantz, were you contacted by the Massachusetts Emergency Management Agency at any time during the 2008 ice storm?

A. [GANTZ] I don't know if I was contacted directly or if it was another member of the team that was working on the ice storm, but I know there were contacts with MEMA during the ice storm.

MR. MUELLER: I believe Mr. Sprague has a response to that, and he's been sworn.

Q. Mr. Sprague?

A. [SPRAGUE] It was almost on a daily basis that we were having discussions directly from our storm room primarily with Mr. Nelson, who was located at the MEMA emergency center.

Q. So were you working nights?

A. [SPRAGUE] Pardon?

Q. Were you personally working nights?

A. [SPRAGUE] Days and nights, yes.

Q. Because I was there during days, and I think I talked to Mr. Frappier. Mr. Gantz, I know I called you a couple of times. Your response was excellent.

I guess where I'm going with this is: Why wouldn't Fitchburg have a representative at MEMA for the monthly meetings, which might prep them for something as bad as the ice storm of 2008? Food for thought. Thank you.

BY MS. EVANS:

Q. I want to go back to billing for just a couple more minutes. We're almost done.

Mr. Lambert, I think this was your testimony, that all disconnect proceedings were suspended during the storm. Is that correct?

A. [LAMBERT] There were no disconnections. Customers were not disconnected, to my knowledge, after the storm.

Q. For what period of time?

A. [LAMBERT] I'm not sure of the period of time.

Q. Have you resumed disconnections for nonpayment?

A. [LAMBERT] We have.

Q. Do you know when you resumed them?

A. [LAMBERT] I don't recall the exact time. Mr. Gantz and I were just conferring on it, from our recollection. Mr. Gantz and I had a specific conversation about it. We believe that in March we started to start up the proceedings again for the warnings, the shutoff notices that would go with that, for those customers who were eligible for disconnection based on the rules during the

moratorium period. And then upon the conclusion of the moratorium period, the normal procedures would take place.

Q. Tell me how your system sends out shutoff notices. Is this something that happens automatically when a customer didn't pay for a certain period of time? Is the shutoff notice automatically generated from your system, or is there some kind of manual input required?

A. [LAMBERT] They send out automatically, based on numbers of days. I believe at the beginning of the storm shutoff notices had gone out. But the action to carry out the shutoff for those was not carried through.

Q. Did you stop the system from sending out shutoff notices at one point in time?

A. [LAMBERT] I believe we did.

Q. Do you know when that was?

A. [LAMBERT] I don't know the date that had happened.

Q. One reason I'm asking is, we received a number of folks' testimony during the public hearings that power was out, then they received an estimated bill, then they got a shutoff notice,

which was certainly perceived, at least to us, as insult added upon injury.

A. [LAMBERT] Right.

Q. And I'm trying to understand whether, during the period after the storm, was the company sending out shutoff notices?

A. [LAMBERT] I believe we were after the storm -- for which we stopped at a certain point. And I certainly recognize that, finding out that that had happened, that we should not have sent those out. We will not, for a future event such as this, we would obviously not do that in the future.

Q. Do you know how many shutoff notices were sent out?

A. [LAMBERT] I do not.

Q. Is there a way of telling?

A. [LAMBERT] There is.

Q. Could I have that information, please?

A. [LAMBERT] Sure.

Q. That's Record Request DPU-5. Please provide the number of shutoff notices issued by the company in the Fitchburg territory from December 11th, 2008, through -- I believe you said that it was March when the -- when you purposely started

sending shutoff notices again; so to the time when the company purposely started sending shutoff notices again, meaning March.

A. [LAMBERT] Okay.

Q. During that same period of time, Mr. Lambert, were any customers actually shut off?

A. [LAMBERT] I'm not sure, but I'd be happy to provide that in the same data request.

Q. In the same data request for the same period of time, I'd also like to know the number of customers shut off, and for those customers that were shut off, I want to know what the time period of the delinquency was for which they were shut off. Does that make sense?

A. [LAMBERT] It does.

Q. What were the beginning consequent bills for which they received a notice and then were subsequently shut off.

A. [LAMBERT] Right.

MR. STETSON: Could I ask a clarification question?

MS. EVANS: Just one second. I'm still thinking about whether or not I need anything more on that.

Go ahead, Mr. Stetson.

MR. STETSON: How were you looking for those numbers to be broken down? Is it by week, by month?

Q. How do you keep those numbers, Mr. Lambert? Do you get a regular report on a monthly basis internally, as part of doing business, on how many shutoff notices you generate and how many people you actually shut off?

A. [LAMBERT] I would have to consult with the programming group, that would have to run probably a query or an inquiry to do this. But I will provide the dates and the breakdowns as best I could that could help categorize this.

Q. And one further clarification: Can you identify -- we want to clarify whether or not those are gas- or electric-company customers.

A. [LAMBERT] I'll see what we can do. That may be more difficult.

Q. Because it's a single bill?

A. [LAMBERT] Yes. But I will address that in the data response.

Q. Perhaps the way to do it is just to indicate whether those -- for customers that are

also gas customers, identify those customers that are also gas customers. Does that make sense?

A. [LAMBERT] Okay, yes.

(Record Request DPU-5.)

MS. EVANS: Let's take a break. Go off the record, please.

(Recess taken.)

MS. EVANS: Let's go on the record again, please. Before we get back to cross-examination: While we took a break, the Office of the Attorney General notified me that they would like some more time to respond to the company's opposition -- or objection to the Department's intent to incorporate by reference the records from the other three proceedings in the storm investigation. Is that correct, Mr. Stetson?

MR. STETSON: Yes. Our preference would be to submit something in writing. If that was the case, we would just need an extra 24 hours, to get something in by tomorrow, on Friday at some point. It will depend on when hearings close on Friday.

MS. EVANS: That would be fine.

The company also had a comment about the Department's ruling on the motion?

MR. MUELLER: The company would request that the Department rule on the motion within one week, so as to allow the parties to respond appropriately in their briefs and to know what the record is that we're briefing on.

MS. EVANS: Thank you.

MR. MUELLER: We raised the issue that we do not believe these materials should be in the record because the parties have not had an opportunity to conduct discovery on those materials or cross-examination. Should those materials go in the record, the company may be making further motions, procedural motions, to preserve its rights.

MS. EVANS: Thank you. So noted.

Would you like to introduce your next witness, please?

MR. MUELLER: Would you state your name for the record.

THE WITNESS: My name is Robert C. Yardley, Jr.

ROBERT C. YARDLEY, JR., Sworn

DIRECT EXAMINATION

BY MR. MUELLER:

Q. Mr. Yardley, could you state your business

title and address for the record.

A. My business title is executive adviser. My business address is 56 Lawrence Road, Chestnut Hill, Massachusetts 02467.

Q. Mr. Yardley, I'm going to show you three documents that have been marked for identification purposes as Exhibits FGE-5, 6, and 7. Can you please identify those three documents by their exhibit number, please.

A. The first document is Exhibit FGE-5. It is the direct testimony of Robert C. Yardley, Jr.

The second document is Exhibit FGE -- there are two markings on this exhibit. It's Exhibit FGE-6, and it is my resume.

And the third document is Exhibit FGE-7. That is Unitil's response to the 2008 ice storm self-assessment report.

Q. And did you also submit in this proceeding any interrogatory responses?

A. I believe I had around six interrogatory responses.

Q. And were FGE-5, 6, and 7 and your six interrogatory responses prepared by you or under your direct supervision?

A. They were. I would observe, FGE-7 was a company report, but I am the principal author, and so noted in a footnote.

Q. And at this time do you have any corrections or revisions to those exhibits or your discovery responses?

A. I'd like to make an addition to FGE-7. This is just to clean up a matter that I think came up on Monday or Tuesday. That is, there's a Table 8 appearing on Page 78 of FGE-7.

And the purpose of Table 8 is to present in one document everything the company said with respect to estimated restoration times. Earlier in the week there was an observation made by, I believe, counsel for the Attorney General that there was one sentence that appeared in a PSA that was relevant to estimated restoration times that did not appear in this table. I would just like to note for the record that the entry at the bottom of Page 78 for December 16th, 10:00 p.m., discusses the estimated restoration times for New Hampshire but omitted a sentence which addressed estimated restoration times for Massachusetts.

That sentence should read, "Restoration

of all primary circuits in Massachusetts is expected on Thursday in Fitchburg, Friday in Townsend and Lunenberg, and on the weekend in Ashby, again to weather." Now that I'm reading that, it strikes me that that's not the words of the sentence, so I might have to check one more time. But I believe that corrects the record.

Q. Thank you. And with those changes, Mr. Yardley, do you adopt your testimony or these exhibits as your testimony in this proceeding?

A. Yes, I do.

Q. Mr. Yardley, could you please tell us what your role was in preparing the self-assessment report?

A. Yes, I can. The self-assessment report has been referred to on the record as the Yardley report, but it is really titled the Unitil Self-Assessment Report for a reason. So I would like to just spend a moment describing my role and the company's contributions so it's clear to everyone that's present.

As noted in the report, the decision to identify lessons learned and actions that can be taken and should be taken was made by Unitil's CEO,

Bob Schoenberger, on or before December 19th. I was asked by Mr. Schoenberger on a phone call to guide Unitil through this process. In that capacity, I identified areas that needed to be examined and shared them with the company.

One of my first tasks was to establish a set of objectives for the conduct of the self-assessment, and I shared these objectives with Unitil's board of directors in a meeting that I believe was held on January 20th. These objectives were that the report needed to be an open presentation of what happened during the storm, before the storm, and after the storm; that it was important that the report be as informative as possible; that it be comprehensive. An effort was made to identify any potential issue that might be the subject of a lesson learned or a recommendation, to the extent that that was possible.

I felt it was important that the report be factual, that it contain as many facts as possible, so that there would be no question as to what the facts were that became the basis for any recommendation or lessons learned; that to the extent that implementation was underway, that it

should be noted in the report; and that it be a superior report, so that if a member of the community, a legislator -- because this was a very public matter -- if they were to pick up the report, that they would really view it as a superior document; and that it use plain language for that same reason, not be overly technical, although there is some technical language in the report.

The contribution -- and it is a Unitil report, and I relied extensively on the recollections of company employees. The contribution of those employees was really remarkable. I started a few days after a rough couple of weeks for these employees. They were really anxious to share, to sort of get off their chest -- you know, talk about what they had done, what it was like for them. This isn't picked up in the transcript, I guess -- but talk about what their life was like, but also what they wanted to do better. They were totally engaged in the process.

So the report reviews their experience leading up to, during, and since the power was restored in order to provide a context, but the request from the company was really, "We want to

know what we need to do going forward." So while it presented factual background in order to provide context, which was really, "What can we do better?"

Mr. Schoenberger remained very supportive. I met with him, in some cases every week, in some cases every couple of weeks. And he consistently asked me if I was getting everything I needed. That was his one question, basically.

As noted in one of the data-request responses that was directed to me, the company was provided with an opportunity to comment on the draft report. I was particularly concerned that the report be factually accurate. I was gathering tremendous amounts of information in the course of preparing the report. But I'm not sure -- you can see the number of areas covered by the report. I wanted to be sure that whatever ended up in the report was completely factual. I received no substantive recommendations on the lessons learned or recommendations throughout the process.

The report really stands on its own. I think it's up to you and others to determine whether it's met its objectives. If there are any shortcomings, those are obviously mine, not the

company's.

I think it's important -- as you've noticed, I've been sitting in the hearing for some time. I think one of the things I always look for is not how you get into an issue but how you come out of it. You know, how has the company responded to this? You see many companies in regulatory proceedings, and I can recall a few, that kind of remain in denial. That's not the case here.

I think what we see now is a company determined to make the changes that need to be made and to restore the relationships with its communities, and that will take time. There's a lot that needs to be done, but I think the determination and commitment is certainly there, from what I've observed. Obviously, they'll reflect the feedback that they receive from the Department and from other parties as well.

Q. Mr. Yardley, consistent with your role in this proceeding for Unitil and with the testimony you've filed in this case, do you have any further comments, based on what you've heard in the hearing room?

A. There's only one. There's one area -- I

wouldn't say I'm concerned, but it's really an observation of mine. That is, we're discussing sort of issue by issue and going into a great deal on some issues.

There's been a lot of emphasis on planning, and that's entirely appropriate, and I think a lot of the changes that the company will make are around planning. I would expect a lot of the observations made by the parties and the Department will be around planning.

But to me, the planning that's being done now by the company is really informed by experience. Planning informed by experience is extremely valuable.

One of the things I did was, I read through a number of storm reports, really, before I was engaged. As my in-laws can attest, I read as many storm reports as I could find. In most cases there was a pattern of a company, either they had had one or two significant events before that particular storm report -- in most cases they had, because a lot of the storm reports were hurricane companies. And so you could see the report would talk about the lessons learned in the last storm,

and the commission was looking to see, "Did you learn anything from the last storm, are these the same issues that came up from before?"

So I think in this case -- and I'm not making excuses for the company at all. But I think the fact that their learning is informed by this particular experience is going to be very valuable, to the company and its customers.

MR. MUELLER: That completes the company's direct presentation. Thank you.

MS. EVANS: Mr. Stetson, do you have questions for this witness?

MR. STETSON: I do. Before I start, I'd like to say that my office shares Mr. Yardley's sentiments regarding the Unitil employees. We found that they worked through a very difficult time and worked long and difficult hours addressing the outage. Any criticism that comes from our office is meant to be constructive criticism -- not to criticize the efforts or the dedication of the individuals or the team.

CROSS-EXAMINATION

BY MR. STETSON:

Q. Mr. Yardley, I do have a few questions for

you at this time. Now, you described yourself as essentially the principal architect of the self-assessment report; is that correct?

A. Yes, I think I used the term "principal author," but "architect" sounds even bigger.

Q. Now, were you the principal fact-gatherer for this effort?

A. No, I had two staff members assisting me. One in particular was extremely valuable.

Q. Could you for the record give us the names of those people and what their functions were.

A. There were two individuals. One was, his name was Boris Shapiro. He's a former employee of the Department. He currently works for the firm Levitan & Associates. Richard Levitan is someone I've worked with for 20 years. I know everybody at his firm. I've worked with his firm. Since I'm independent, sometimes I'll reach out to his firm.

And the second individual, her name is Sarah Pierce. She's an extremely capable consultant, among the best I've ever worked with.

Q. What was their function?

A. She's at Levitan & Associates as well.

Q. Did they perform interviews on your behalf

of employees or members --

A. We conducted numerous interviews -- I'm sorry.

Q. -- or members of the management team?

A. They conducted numerous interviews. I was present at every interview except for, I think, two, where I had to travel for another client commitment that came about before the storm. Boris tended to focus more on the planning aspects, which I actually held up after a certain period. And Sarah was present in almost every interview.

Q. Did they contribute to your authorship of the recommendations that are included in the report?

A. No, they did not.

Q. Now, you've labeled this a self-assessment that you're sponsoring here today. The "self" is meant to be Unitil assessing its own process of restoring service after this ice storm; is that correct?

A. That's correct.

Q. Could this fairly be termed a management audit with respect to their performance during the restoration of this ice storm?

A. You know, I don't have an opinion. I guess

I would defer to others, if they think that's what it is. It has aspects of an audit.

Q. Could it might also be described as a postmortem, an after-the-fact analysis of an outage and restoration effort?

A. I don't think that's appropriate, because it's really a forward-looking document.

Q. You stated in your opening statement that you made findings or came to conclusions to support your recommendations in this report. Is that a fair statement?

A. I identified lessons learned -- you know, what did the company learn that it sort of already didn't know? Sort of new learning from this experience. And then from there I developed new recommendations.

Q. So, to support those recommendations and to go forward to draft those recommendations, you had to come to some determination of what occurred on what dates. Is that fair to say?

A. Right. I think if you look at the sections of the report, the substantive sections, they're structured in a way that sort of presents facts grouped in some area -- press communications, public

communications. And then after the communication of the facts, there's maybe a two- or three- or four-page assessment -- you know, what did those facts mean? And then summarized by key lessons learned. And then finally, "Okay, here are the recommendations that the company should consider adopting."

Q. I'm looking at your curriculum vitae, which was marked, I guess, as FGE-6. Have you conducted an event analysis or been involved in an event analysis of a storm outage before?

A. No. There were a couple of storms while I was at the Department. So I was involved in those. I was involved in directing staff in one of the inquiries in particular.

Q. And what was that?

A. That was Hurricane Bob.

Q. Was there an order issued as a result of that investigation?

A. Yes, the order was issued in December of 1992. I had left the Department in September or October of 1992, but I was actively involved, meeting with staff, to discuss the areas of inquiry that were of interest to me, which was a common

practice for any significant proceeding.

Q. And do you recall the focus of that investigation, particularly with regard to which company and what services they offered?

A. Yes. Hurricane Bob, if I recall correctly, affected Commonwealth and I believe Eastern Edison disproportionately to the other utilities in Massachusetts. You know, I don't recall if NSTAR -- it came up the coast -- if they were affected, but they might have been. And National Grid's Salem properties might have been affected as well. But I don't believe Fitchburg was really affected significantly by that particular storm.

Q. And you left the Department a few months or a number of months before that was issued?

A. Two or three months, I believe.

Q. So you weren't a signatory on that order.

A. No, I'm not a signatory.

Q. Now, you stated that you conducted initial research to focus on storm investigations. I believe it was part of a response to AG-5-175. And you've mentioned the Hurricane Bob order. Are there any other orders that you looked at that either you were or weren't involved in, in advance of

performing this self-assessment?

A. At the initial acceptance of this investigation I was obsessed with making sure that I identified any area of inquiry that might be relevant.

Q. You said "obsessed"?

A. I said "obsessed," yes. I was obsessed. It was during the holiday. That's why I said my in-laws remember it well. I looked at several orders. I looked at anything I could find on best practices. There wasn't a great deal. I didn't find the home run: "Here's the best practices for storm restoration."

But my review of those orders and even the best practices was really, you know, is there any area out there that the report should really look at?

Q. And you said you didn't find anything particularly on point, as you had hoped?

A. Well, I did find -- a lot of it is not public. The KEMA report has had some discussion. That was a public document. I was able to find some presentations by consultants. I think I cited one in the report, Dan O'Neill. He's a former colleague

of mine. He's made some presentations.

I looked through the companies that I thought were candidates in my own mind: Who is likely to have best practices? I know Florida Power & Light would be high on my list of a company likely to have examined just about every area of a storm response. I understood that what Florida Power & Light might do might not apply to Fitchburg Gas and Electric, not only because hurricanes are different than ice storms, just because of the size of the company and so forth.

But I made every effort to find anything that would help me, inform me as to what companies had done and what areas -- I was really focused on the areas of inquiry, primarily.

Q. Did you look at any regulatory investigation results regarding any other ice storms at all?

A. I believe I read a Maine report. National Grid had two storms in 2006 in New York, and, and I have a lot of respect for the New York commission just in terms of its thoroughness. So I knew that if I looked at those, they probably would have looked at just about everything that could come up.

So I looked at those storms as well, and I was interested in trying to see how National Grid had evolved over time in their ability to respond to storms.

Q. Did you happen to look at any Massachusetts regulatory orders that dealt with storm outage responses?

A. I did read the Hurricane Bob order.

Q. Did you see your fingerprints all over that?

A. It did bring back some memories.

Q. What about the Western Mass. Electric Company order? I believe it was '96, subject to check.

A. Is that the Hurricane Gloria order? Because I did not look at that. I have not read that. I don't recall a Western Mass. case.

Q. I think it involved a very severe line of thunderstorms or mini-tornados. But you don't recall that, looking at that?

A. No, I don't. I was not aware of that.

Q. You mentioned the interviews you conducted in-house. Could you give us some idea of who you interviewed within Unitil?

A. At Unitil I probably met with, either individually or in groups, at least maybe 30 individuals. They were in every aspect of the company -- public communications. I spent some time in the call center. I met with, spent considerable time with the operational people, many of the people in this room, and people that worked for them.

So, you know, every area that's addressed in the report, in order to gather the facts relevant to that area, I would meet with the best people that could provide that information.

Q. What about line persons? Did you interview any individual supervisors or members of the crews out there in the field?

A. No, I had intended to on January 27th, when I was in Fitchburg, but it ran late and I went off to the public hearing that day. But I believe Mark Frappier and maybe Chris Dube as well had conducted a debriefing of the line crews that worked for Fitchburg, and they shared that with me.

Q. Any of the contractors who may have been in the field?

A. No, I did not consult with any contractors or meet with contractors.

Q. Did you conduct any interviews with municipal officials within the Fitchburg service territory?

A. No, but I read -- I attended the Fitchburg hearing, through the presentation of every municipal official that spoke at that meeting, and I read the transcripts of both public hearings.

Q. And what were your impressions of the sentiments of the officials voiced at those hearings -- at that hearing?

A. I thought that -- you know, I'm listening as a consultant, so I'll answer that as a consultant first.

Q. A consultant to Unitil or a consultant generally?

A. No, not necessarily. Just I'm looking for information, and when I was a Commissioner, I learned things from public hearings. I don't think people always realize that. But people did say things in public hearings that ended up affecting the orders, and I'm sure that's true today. So I was listening from that perspective.

There were a few presentations I thought from public officials that were really very good and

were informative to me. The three that stand out, two I saw in person and one I read in a transcript, were the Attorney General herself, Martha Coakley, came to Fitchburg.

Q. Thank you. I'll pass that on.

A. Please do, yeah. She really spent some time saying, "The inquiry should address this." So I went back and read the transcript after the meeting.

I thought Mayor Wong was very -- and I continue to be impressed by her, just the way she conducts herself, the way she did at the hearing.

And also the chairman of the Board of Selectmen of Lunenberg in his written comments -- and I wasn't there to sort of witness the comments. But I thought that it was a responsible set of sort of -- my reaction was, oh, this is kind of a business person, this is somebody who has some sense of how organizations function. And so I was impressed by those comments.

Q. Did you interview any State officials that may have been either at these public hearings or involved in the restoration efforts?

A. No, I did not. I should add as well, from

the first day of the storm, as soon as I found out there was a storm -- it wasn't obvious in Boston that there had been a storm. But I found out the first day, and I read press reports. I basically signed on to the Fitchburg Sentinel every day, even during vacation, just to see what they were saying, and public officials were quoted in those reports.

Q. Now, in conducting your interviews, either you or your associates, you indicated that you looked for best practices as it relates to storm assessments. Is that fair to say?

A. Yes, but I also do a fair amount of what's called management consulting, looking at organizations. I might look at a department, how is it organized, what are the processes. And as a former executive of consulting firms, I know -- you know, I have a good sense of how organizations function. So it wasn't just relying on my storm experience in those cases.

I did rely on sort of a lot of the research I have done to help form some of the questions. But basically, I asked the questions, and I didn't stop asking questions until I was satisfied that I had learned everything I could

possibly learn.

Q. Did you interview any other utility executives or management relating to -- in looking to glean best practices as it relates to storm restoration?

A. No, I relied on what I was able to find in terms of presentations and reading through some of the storm investigations. I did not interview any utility executives.

Q. You didn't have the opportunity to discuss these matters with Mr. Francazio in advance of your self-assessment, did you?

A. Briefly I did, because my report was filed on March -- "my report"; Unitil's self-assessment report.

Q. You mean the Yardley report?

A. No, not that report.

The Unitil self-assessment report was filed on March 25th. Mr. Francazio had agreed to join Unitil in the position of -- I don't recall his exact title, but he was going to be responsible for developing a plan, and essentially he was going to be responsible for implementing the recommendations in the report.

So I did provide a copy to him maybe two or three days before it was filed and said, "Hey, if you have any questions, if there's anything that's just outrageous, I'd be interested in your opinion." It didn't mean I was going to change anything. But I thought it was an appropriate and a reasonable thing to do.

Q. And what kind of feedback did you receive from him?

A. "This is a pretty good report." I think that kind of sums it up. I was a little nervous before I got that feedback, but....

Q. Now, you stated you drafted these 28 recommendations; is that correct?

A. Yes. I virtually drafted the entire report.

Q. Was that with the help of your associates?

A. I let Sarah Pierce write the storm description, but the rest of it I reserved for myself.

Q. So you did determine the sum and substance of the recommendations that are included in the report.

A. Yes, I did.

Q. Did you share with Mr. Schoenberger -- you indicated you had regular consultations with him. Did you share your recommendations, in advance of your putting pen to paper, with him?

A. No, I actually resisted providing anybody at the company with a copy of the report until it was at least half-baked. I didn't think it was appropriate to --

You know, there are so many issues that are interrelated in the report. I think sharing bits and pieces I didn't think was appropriate. I didn't think it would be helpful.

Q. Now, in putting together your thoughts, was there anytime when you had, say, more than 28 recommendations?

A. I did have more than 28 recommendations. When I studied them --

I did sort of an initial cut. And I think in the February 23rd filing, actually, the company wanted to put something in that filing. There may have been conveyed that was directly relevant -- you know, "What are you thinking in terms of findings?" I can't recall the question.

But I know there was a list that they

asked me to provide, and I don't know how many numbers -- I didn't add them up. But there's no magic to the 28. But as I was working closer to March 25th, I was trying to -- you know, if things were really very closely related, I tried to group them within a single recommendation, because I thought it would be easier for the company to keep track of as they went to implement. So you'll see some of the recommendations might have subbullets. Rather than provide each subbullet as a recommendation, I combined them into sort of the main thrust of the recommendation, without losing the detail.

Q. Did you eliminate any that you thought were, for whatever reason, weren't necessary to be included?

A. You know, there was one recommendation -- there was one issue that came up during the restoration period that related to customers being confused and having to hire their own electrician. So when I looked at that -- I know, me, I'm relatively incompetent. If I was without power for ten days and then somebody told me I had to go find an electrician, I'd probably be ready to pull my

hair out, what I have left, at that time.

I thought it would be great if the company could do something, sort of act as an intermediary, provide a service. I think some of the electricians were charging quite a bit of money for the service they were providing.

So there was a recommendation at one point around that that I withdrew from the report.

Q. Any others?

A. The only other recommendation that I got feedback on was the need for -- to look at other weather forecasting services. The company relies -- it's in the report -- on a couple of weather forecasting services. I thought maybe, looking at everything, it's reasonable to see if you can acquire a third service or a fourth service, and I'm not sure, actually, what the company is doing right now.

I had some discussions with the company about that, with Tom Meissner in particular. We had this conversation that was basically, "Well, with today's state-of-the-art weather forecasting, a lot of the forecasting services really at the end of the day are relying on a lot of the same source

information." So I was less confident that that was really something that would be helpful to the company.

That's it. That's the only two recommendations that I can recall. And I would remember them. I mean, a conversation like that over this report with Unitil would be something that I would remember.

Q. Besides Mr. Francazio, was there anyone else you gave a prepublication copy to to look at and get feedback from?

A. No, and again, the only reason I would share with Mr. Francazio was because he was about to become an employee of the company and had reached an agreement.

Q. You wanted to give him an idea of what he was heading into?

A. I think it's good practice. There's nothing worse than one department in a company issuing "Here's what needs to be done," and then they hand it off to a person in the company who knows a lot more than the people who came up with what needs to be done. It's nice for them to say, "I agree" or "disagree."

Q. You go 1 through 28. Is there any relevance to the order that we find them in the report? Are they prioritized in any way?

A. I tried to -- they're not prioritized at all. They're in the order of the report, so they follow sequentially the order of the chapters or sections in the report.

The sections of the report are ordered in a way that I thought it would make sense for somebody reading the report front to back to be able to sort of follow in some logical way. There's no other reason, other than that.

Q. If you were asked by the company to provide a prioritized --

Let me ask: Did the company ask you if you had a priority order to these recommendations?

A. I think every recommendation in this report is important, or it wouldn't be in here.

Q. Are there a dozen or eight or three or four that you'd particularly put on the top of the list of things to be done, done first and foremost?

A. No, no. I think they're all important. I wouldn't take any off the list.

There are some themes through the

recommendations. I mean, one theme you may have noticed is that a lot of them deal with getting better information, either for the people restoring power or to be able to communicate outside of the company. So I think several of the recommendations, if you look at them in that light, you can see that theme emerging through the recommendations.

Q. Did you do any cost/benefit analysis with respect to any of the recommendations, or all of them?

A. I think you will see a few phrases in some of them, not many, where I might have said "if economical," just because only, based on my own experience, I knew that the recommendation might have potential economic consequences and that it would be appropriate before you went forward with that to do an assessment like that. But I did not extend into that area in my inquiry.

Q. And either of your associates, did they look into any of the cost-related aspects of these recommendations?

A. No. My report really stopped at what needed to be done. I think some consultants go too far in some situations and try to answer the

question completely. I stopped with the what needed to be done, because I know that the people that are much smarter than me that are not only responsible for implementing the recommendation but living with the recommendation would do a much better job coming up with the details to have solved the issue that I've identified in the recommendation.

Q. Did you put any other constraints on your review, such as time -- you know, that you needed to come up with recommendations that could be implemented, say, before the next winter season so a recurrence would be less likely?

A. I was anxious to get the report done for a number of reasons. One of them was, I wanted the company to be in a position that they were prepared for a storm, if not by the hurricane season, certainly by the winter of 2009-2010.

Q. And that was in your mind when you came up with these recommendations, I take it?

A. No, I came up with the recommendations that I thought were appropriate. I think there's probably a couple they'll have difficulty meeting by next winter, but I also think they'll be ready for a storm -- or a lot more ready today, but will

certainly be ready by next winter.

Q. Has the company shared its thoughts on your report -- on the report since you've submitted it to them?

A. No.

Q. You've gotten no feedback from Mr. Schoenberger?

A. No. I haven't gotten feedback one way or the other.

Q. They haven't shared with you any idea of any costs that might be generated as a result of these recommendations?

A. No. My only exposure to what's going on right now in terms of implementing the recommendations was the data-request responses that were sponsored by Mr. Francazio. I read those for the first time after they were filed.

Q. Now, is it your understanding that the company is committed to implementing these recommendations?

A. You know, the one significant comment that I got from Mr. Schoenberger on Page i of the executive summary and perhaps again in the introduction, that appears in the very first

sentence. In the initial draft, at Line 4, the beginning of the line, it says, "When implemented." That used to say, "If implemented." So I took that as a commitment from Mr. Schoenberger that these recommendations were going to be implemented.

Q. Have you received any other messages along that line?

A. No. I mean, my sense is the company is committed and is already changing, as an outsider. You know, this is a company-changing event. The changes they make will have benefits probably in other parts of their business.

But again, this company is not a company in denial. It's not a company that has, you know, a history of issues across the company. I don't know what the Department's perspective has been. But I know in Hurricane Bob we were a little concerned with one of the firms, one of the utilities, that they seemed to have issues in a lot of places. I don't think that's the case here.

Q. Now, in the course of putting this report together, did you consider providing an implementation plan regarding the recommendations?

A. No. I would view that as a separate

engagement. I've seen some of the comments, you know, that the report didn't include an implementation plan. That's a fairly significant effort. I had all I could do to sort of get my arms around the facts and the "what" that needed to be done. To do an implementation plan properly is another at least month-long effort. I may or may not be the best person to do that. I think they have somebody now that's more qualified than I.

Q. Could I ask you to refer to Data Response AG-5-127, Attachment 1. Could I draw your attention to Attachment 1. I don't know whether you have the colorized version or not. I think you do.

A. Yes. I hope it's easier to read than the black-and-white version.

Q. It is.

MS. PURCELL: We gave color to everybody, for the record.

A. I had a lot of difficulty reading this.

Q. This is entitled the Action Plan Summary. Did you have any input in the construction of this summary?

A. You know, I can't recall if this question was included. But the Data Request 5 -- this is Set

5, I believe --

Q. Yes.

A. -- had this section which said, "These questions are directed to the company and not to Mr. Yardley." And so I did not have any involvement. I did not see this request before it was filed. I think this might have been one of them that was in that list.

The only thing that I saw in Set 5 were the six questions that I responded to.

Q. Have you seen this before?

A. I tried to read this in preparing to testify, but I did not have the color version.

MS. PURCELL: You're the only one I didn't give the color version to it.

A. I had a lot of difficulty reading it. You may need to give me some extra time if you're going to point me to any particular line.

MR. STETSON: On that note, I was wondering if it might be a good point to break, if we could. I've got a number of questions about it. It might be better if Mr. Yardley had a chance to familiarize himself with it.

MS. EVANS: Let's go off the record for

a moment.

(Discussion off the record.)

MS. EVANS: Let's go back on the record. A couple of things: We're going to end the cross-examination of Mr. Yardley at this point in time. We'll start back up at 9:00 o'clock tomorrow morning with Mr. Yardley. The Attorney General's office still has additional questions, and the Bench will have some additional questions. Then we will go back to the panel, the ever-expanding panel, of company witnesses, cast of thousands.

I wanted to go through one brief procedural matter. The company had indicated that it may want to supplement the Department's incorporation by reference of the service-quality dockets, that the company wanted to supplement that incorporation with a letter from the last rate case. Mr. Epler, do you now need to file that letter?

MR. EPLER: No, I do not, Madam Hearing Officer. On review of the service-quality reports, I believe that that information is referenced in the cover letters to the service-quality reports themselves.

MS. EVANS: Great. Thank you. That

incorporation by reference will stand as it is. Thank you.

Anything else at this point in time? Therefore we will close the record and see everyone at 9:00 o'clock. Thank you.

(5:05 p.m.)

REPORTER'S CERTIFICATE

I, Alan H. Brock, the officer before whom the foregoing proceedings were taken, do certify that this transcript is a true record of the proceedings on May 14, 2009.

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Alan H. Brock, RDR, CRR

I N D E X

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MR. NELSON 689

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