

THE STATE OF NEW HAMPSHIRE
before the
PUBLIC UTILITIES COMMISSION

Public Service Company of New Hampshire
Distribution Service Rate Proceeding

Docket No. DE 09-035

PUBLIC SERVICE COMPANY OF NEW HAMPSHIRE'S
MOTION FOR PROTECTIVE ORDER AND REQUEST FOR WAIVER
RE: OFFICERS' COMPENSATION

Pursuant to RSA 91-A:5,(IV)(Supp.) and N.H. Code Admin. Rules Puc § 203.08, Public Service Company of New Hampshire ("PSNH" or the "Company") hereby requests protective treatment for the response to a Standard Filing Requirement Rule Puc § 1604.01(a)(14) which requires a list of all the officers and directors and their compensation for the past two years. Pursuant to Puc § 201.05, PSNH also seeks a partial waiver of the same Standard Filing Requirement Puc § 1604.01(a)(14) so as to not supply the compensation paid to Assistant Treasurers, Assistant Secretaries, Assistant Comptrollers and PSNH's Principal Engineer. In support of its Motion for Protective Order and Request for Waiver, PSNH states the following:

1. N. H. Code of Admin. Rule Puc § 1604.01(a)(14) provides as follows:

Puc 1604.01 Contents of a Full Rate Case.

- (a) Notwithstanding the requirements of Puc 207.07, a utility filing a proposed tariff as part of a full rate case shall file with the commission an original and 5 copies of each of the following:

- (14) A list of officers and directors of the utility and their compensation for the last 2 years;

2. In its rate case filing of June 30, 2009, PSNH provided a partial public response to Puc § 1604.01(a)(14) which noted that compensation to the Northeast

Utilities (“NU”) Trustees and certain top NU officers were publicly disclosed in documents filed with the Securities and Exchange Commission and the Federal Energy Regulatory Commission. Copies of those filings are regularly and routinely supplied to the Commission. *See*, Docket No. IR 90-218. The details of compensation paid to other officers of PSNH are not publicly disclosed or otherwise disseminated. PSNH and NU take extra precautions not to disclose the compensation of any of its employees, unless the Company is specifically authorized by the employee (e.g., for the purposes of an employee’s mortgage application).

3. RSA 91-A:5, IV provides an exemption from disclosure of information which contains, “personnel, medical, welfare, library user, videotape sale or rental, and other files whose disclosure would constitute invasion of privacy.” Public disclosure of the compensation paid to officers, whose compensation is not reported to other regulatory agencies, would constitute an invasion of privacy. The officers and executives who charge some or all of their time to PSNH are not public employees such as the teachers whose individual salaries were the subject of disclosure in *Mans v. Lebanon School Board*; 112 N.H. 160; 290 (1972). The court in that case found that it was important that the voters of Lebanon to have access to the salary information because they were the ultimate authority (the voters at the town or school district meeting) in appropriating funds to pay teachers salaries. In the case of PSNH, officers’ compensation is determined by NU stockholders represented by the NU Trustees who also elect the officers of the Company. The Commission may disallow an expense as being unreasonable or excessive (see, e.g. Puc § 310.04, RSA 378: 5 and RSA 378:7); however, management, not the consumers of the service, still decides on the level of compensation paid to employees and officers.

4. The benefit of disclosing these executives’ compensation levels is outweighed by the invasion of privacy that would result. Only the top executives of NU have accepted positions for which they knew their compensation would be

reported to federal agencies and disclosed in financial correspondence to stockholders. There are several other officers of PSNH, vice presidents and above whose compensation is not disclosed. PSNH requests protective treatment for the compensation of officers, vice president and above, whose compensation is not reported publicly. If officer compensation becomes an issue in this proceeding, the Commission can determine a reasonable level of executive and officer compensation expense in the aggregate without publicly disclosing sensitive, personnel information which ought to be exempt from disclosure under RSA 91-A:5, IV.

5. PSNH also requests a waiver of the Standard Filing Requirement Puc § 1604.01(a)(14) as it relates to the so-called minor assistant officers. These minor officers, the Assistant Secretaries, Assistant Comptrollers, Assistant Treasurers and the Principal Engineer, for the most part, perform other, non-officer duties which occupy the vast majority of their time with very limited efforts being devoted to performing tasks as an officer of PSNH. Their compensation differs very little from other persons who perform similar non-officer duties. PSNH's sister utilities, Connecticut Light and Power Company and Yankee Gas Inc. only report officer compensation at the vice Presidential level and above to the Connecticut Department of Public Utility Control. If officer compensation becomes an issue in this proceeding, the Commission can determine a reasonable level of executive and officer compensation expense in the aggregate without publicly disclosing sensitive, personnel information which ought to be exempt from disclosure under RSA 91-A:5, IV.

6. In a previous PSNH general rate cases, Docket No. DE 03-200 and DE 06-028, the Commission found that confidential treatment of the individual compensation for those officers whose salaries are not publicly reported was justified. The Request for Waiver had not previously been made by PSNH. PSNH will supply the aggregated compensation information regarding the unreported officers, Vice President and above, to all parties. By virtue of the self-

imposed conditions offered in its Petition to Intervene, PSNH will not provide the confidential information to Unitil.

WHEREFORE, PSNH respectfully requests the Commission issue an order granting protective treatment to the compensation paid to executives and officers not otherwise publicly reported provided in response to Puc §1604.01(a)(14), to grant a waiver of this Standard Filing Requirement for so-called minor officers and to order such further relief as may be just and equitable.

Respectfully submitted,

Public Service Company of New Hampshire

6/30/2009
Date

By: Gerald M. Eaton
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CERTIFICATE OF SERVICE

I hereby certify that, on the date written below, I caused the attached Motion for Protective Order and Request for Waiver to be hand delivered or sent by First Class U.S. Mail, postage prepaid, to the persons on the attached Service List.

6/30/2009
Date

Gerald M. Eaton
Gerald M. Eaton

Directors and Officers

As Of 12/31/2008
Printed 06/17/2009 8:29:26AM

Name Public Service Company of New Hampshire

EIN # 02-0181050

Current Board of Directors

Name	Type
Long, Gary A.	Director
McHale, David R.	Director
Olivier, Leon J.	Director
Shivery, Charles W.	Director

Current Officers

Name	Type
Shivery, Charles W.	Chairman
Olivier, Leon J.	Chief Executive Officer
Long, Gary A.	President and Chief Operating Officer
Butler, Gregory B.	Senior Vice President and General Counsel
McHale, David R.	Senior Vice President and Chief Financial Officer
Muntz, James A.	Senior Vice President-Transmission
Aylsworth, Laurie E.	Vice President-Transmission Projects, Engineering and Maintenance
Boguslawski, David H.	Vice President-Transmission Strategy and Operations
Clarke, Peter J.	Vice President-Shared Services
Kuhlman, Kerry J.	Vice President and Secretary
MacDonald, John M.	Vice President-Energy Delivery and Generation
Payne, Shirley M.	Vice President-Accounting and Controller
Shoop, Randy A.	Vice President and Treasurer
DiPietro, Michael	Assistant Controller-Accounting Services
Griffin, Timothy J.	Assistant Controller-Corporate Accounting
Allwarden, Christopher J.	Assistant Secretary
Bersak, Robert A.	Assistant Secretary
Comendul, O. Kay	Assistant Secretary
Cosgel, Patricia C.	Assistant Treasurer-Finance
Brown, Thelma J.	Principal Engineer
