

STATE OF NEW HAMPSHIRE
BEFORE THE
PUBLIC UTILITIES COMMISSION

Docket No. DW 20-

**Petition of Pennichuck East Utility, Inc. for Approval of
Financings From CoBank, ACB and Refinancing of Intercompany Loans**

**MOTION FOR PROTECTIVE ORDER AND CONFIDENTIAL TREATMENT
OF BUSINESS LOAN INFORMATION**

NOW COMES Pennichuck East Utility, Inc. (“PEU” or “Company”), in accordance with N.H. Admin. Rule Puc 203.08, and hereby moves the New Hampshire Public Utilities Commission (the “Commission”) to grant confidential treatment of CoBank ACB’s (“CoBank”) Non-Binding Summary of Terms and Conditions provided by PEU in its instant financing petition filing. In support of its motion, PEU states as follows:

1. As of the date of this Motion, PEU has filed a petition for approval of financings from CoBank.
2. In its filing, PEU is providing information regarding the proposed terms and conditions of financing between CoBank and PEU (Bates pages 32 to 39). These documents are proposed and have been identified as confidential by CoBank.
3. Pursuant to N.H. Admin. Rule Puc 203.08(a), “the commission shall upon motion issue a protective order providing for the confidential treatment of one or more documents upon a finding that the document or documents are entitled to such treatment pursuant to RSA 91-A:5, or other applicable law....”

4. RSA 91-A:5, IV expressly exempts from the RSA Chapter 91-A public disclosure requirements any “[r]ecords pertaining to ... confidential, commercial, or financial information;....” RSA 91-A:5, IV.

5. The proposed term sheets and guarantee agreements fall within the RSA 91-A:5, IV exemption because they are confidential commercial or financial information that reveal terms that remain subject to satisfactory review and completion of documentation, due diligence and approval by PEU and CoBank.

6. The Commission employs a multi-part analysis to determine whether certain information qualifies for confidential treatment: (1) whether the information sought is confidential, commercial, or financial information; and (2) whether disclosure of that information would constitute an invasion of privacy. *EnergyNorth Natural Gas, Inc. d/b/a National Grid NH*, DG 10-017, Order No. 25,208 at 7-8 (March 23, 2011). An invasion of privacy analysis, in turn, requires an evaluation of three factors: (1) whether there is a privacy interest at stake that would be invaded by disclosure; (2) whether there is a public interest in disclosure; and (3) a balance of the public’s interest in disclosure and the interests in nondisclosure. *Lamy v. N.H. Pub. Util. Comm’n*, 152 N.H. 106, 109 (2005).

7. PEU is seeking confidentiality because the terms and conditions remain subject to negotiation and have not been finalized and CoBank has provided the documentation to PEU with a request they remain confidential. *See* CoBank’s headers Bates pages 32 and 36. It is in the public interest to allow such negotiations to occur in a manner consistent with the lender’s procedure and practice. PEU’s inability to maintain the confidentiality of such documents may affect its ability to negotiate with lenders.

8. Based on the foregoing, PEU requests that the Commission issue a protective order granting this motion and protecting from public disclosure the confidential payroll information identified in this motion.

WHEREFORE, Pennichuck East Utility, Inc. respectfully requests the Commission:

- A. Grant this Motion for Protective Order and Confidential Treatment; and
- B. Grant such other relief as is just and equitable.

Respectfully submitted,

PENNICHUCK EAST UTILITY, INC.

By its Attorneys,

RATH, YOUNG AND PIGNATELLI, PC

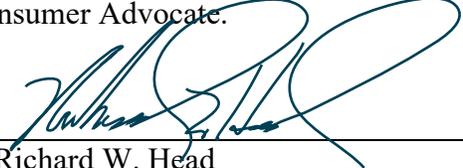
Date: May 22, 2020

By:


Richard W. Head
One Capital Plaza
Concord, NH 03301
(603) 410-4322

Certificate of Service

I hereby certify that on this 22nd day of May, 2020, a copy of this motion has been hand delivered and emailed to the Office of the Consumer Advocate.


Richard W. Head