

STATE OF NEW HAMPSHIRE
BEFORE THE
PUBLIC UTILITIES COMMISSION

DT 23-103

CONSOLIDATED COMMUNICATIONS HOLDINGS, INC. AND
CONDOR HOLDINGS LLC
JOINT PETITION TO APPROVE TRANSFER OF CONTROL

**MOTION FOR PROTECTIVE ORDER
AND CONFIDENTIAL TREATMENT**

NOW COMES Consolidated Communications Holdings, Inc. (“CCHI”) and Condor Holdings LLC (“Condor”, and together with CCHI, the “Petitioners”), by and through their undersigned attorneys, and respectfully move the New Hampshire Public Utilities Commission (the “Commission”) to issue a protective order which accords confidential treatment to certain information described below that has been exchanged between the parties to this docket and will be submitted to this Commission as evidence in connection with the hearing scheduled for July 23, 2024. In support of this Motion, the Petitioners state as follows:

1. This Docket relates to a joint request from CCHI and Condor for approval by the Commission of a transaction which (if consummated) would result in, among other things, the *transfer of indirect ownership and control* of CCHI’s subsidiaries: Consolidated Communications of Northern New England Company, LLC (“CCNE”) and Consolidated Communications of Maine Company (“CCM”) to Condor pursuant to RSA 374:30, II (the “Transaction”). *See* Joint Petition to Approve Transfer of Control, Dec. 27, 2023 (the “Joint Petition”), p. 1; *see also* Commencement of Adjudicative Proceeding and Notice of Prehearing Conference, February 16, 2024 (“Initial Order”), p. 1. If the Commission approves the relief

requested in the Joint Petition, then following the closing of the Transaction (as defined in the Joint Petition), Condor will become the direct holder of all of the common stock of CCHI and the indirect parent of CCNE and CCM, and CCHI, which is currently a publicly traded company, will become privately held. Joint Petition at 5.

2. On March 27, 2024, the New Hampshire Department of Energy (“NHDOE”) propounded nineteen data requests on CCHI. CCHI identified highly confidential information provided in response to request 1-01, which requested information on the number of CCNE’s and CCM’s customers and the services they receive. CCHI provided the requested data as a separate attachment on a non-public basis. CCHI further responded to NHDOE data requests 1-02 and 1-05(b) with highly confidential information related to CCNE’s broadband build information, including wire center data and plans for further broadband expansion. In addition, CCHI responded to NHDOE data request 1-09 with highly confidential information concerning CCNE’s and CCM’s New Hampshire based management structure with employment position titles. As noted in CCHI’s responses to the NHDOE’s data requests, and the cover sheets to all of the highly confidential attachments themselves, CCHI has a good faith basis for seeking confidential treatment of these documents pursuant to N.H. Code Admin. R. Ann. Puc. 203.08(d).

3. The Commission has scheduled an evidentiary hearing on July 23, 2024, to review the Joint Petition and the evidence to be presented during the hearing by the parties. The prefiled direct testimony of Ms. Amanda Noonan, the Director of Consumer Services for the NHDOE, makes reference to CCHI’s highly confidential responses to the above referenced data requests. And the responses have been attached as exhibits to Ms. Noonan’s testimony. These data request responses will be offered into evidence during the hearing and there may be

testimony related to this data at that time. The Petitioners therefore make this Motion in anticipation of the upcoming hearing.

4. N.H. Code Admin. R. Ann. Puc 203.08(a) states that 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.” RSA 91-A:5, IV exempts certain governmental records from public disclosure, including “[r]ecords pertaining to internal personnel practices; confidential, commercial, or financial information...; and other files whose disclosure would constitute invasion of privacy.” In determining whether confidential, commercial or financial information within the meaning of RSA 91-A:5, IV, is exempt from public disclosure, the Commission employs a “three-step balancing test for determining whether certain documents meet this designation.” See *Lambert v. Belknap County Convention*, 157 N.H. 375 (2008) and *Public Service Company of New Hampshire*, Order No. 25,313 (December 30, 2011) at 11-12. See also *Vivant Solar, Inc.*, DE 15-303, Order No. 25, 859 (Jan. 15, 2016), p. 22. The Commission first determines whether the information in question involves a privacy interest. *Vivant Solar*, p. 23. If a privacy interest is implicated, the Commission considers whether the public has an interest in disclosure of the information. *Id.* In making that assessment, the Commission examines whether disclosure would inform the public of governmental conducts, and if the information does not serve that purpose, disclosure is not warranted. *Northern Utilities, Inc.*, DG 19-152, Order No. 26, 308 at 6 (Nov. 13, 2019). If there is a public interest in disclosure, then the Commission balances the public’s interest in disclosure against the moving party’s privacy interests “to determine whether disclosure is warranted.” *Vivant Solar*, p. 23.

5. The Petitioners meet the above-stated test. The information they seek to protect includes CCHI's private, competitively sensitive financial information which CCHI does not publicly disclose. CCHI and its operating subsidiaries are engaged in an intensely competitive industry. CCHI's responses to NHDOE data requests include data on the number of CCNE's and CCM's customers (Response to NHDOE data request 1-01), the scope of their fiber services (*id.*, and *see* Responses to NHDOE data requests 1-02 and 1-05(b)) and information concerning CCNE's and CCM's management structure in New Hampshire (*see* Response to NHDOE data request 1-09). Disclosure of this sensitive information which reveals information related to CCHI's broadband business, and the nature of its New Hampshire based management, would be an invasion of CCHI's privacy and would be competitively harmful to CCHI if its competitors were able to obtain access to it. This privacy interest extends to Condor in that this data will become Condor's competitively sensitive business information in the event the Transaction closes, as is anticipated. Therefore, there is little (if any) public interest associated with the public and CCHI's competitors obtaining this competitively sensitive information. Even assuming, *arguendo*, a public interest in disclosure exists, that interest is outweighed by CCHI's and Condor's interest in (i) maintaining the confidentiality of the information and (ii) precluding competitors from using CCNE's and CCM's confidential, non-public business information against CCHI's operating subsidiaries. Accordingly, disclosure is not warranted.

6. In view of the foregoing, the Petitioners respectfully request that the Commission issue an order protecting the above-described information from public disclosure and prohibiting copying, duplication, dissemination or disclosure of it in any form. The Petitioners further request that the protective order also extend to any additional discovery, testimony, argument or

briefing in this docket relative to the confidential information, specifically, the testimony of Amanda Noonan, which references the confidential data request responses described above.

7. The undersigned counsel for CCHI has been authorized by counsel for the (i) NHDOE, (ii) Office of the New Hampshire Consumer Advocate (“OCA”) and (iii) International Brotherhood of Electrical Workers, AFL-CIO, Second District, and IBEW, Local 2320 (collectively, the “IBEW”) to represent to the Commission that they do not object to the relief requested herein. Other than the Petitioners, the NHDOE, OCA and IBEW are the only remaining parties to this Docket; all other Intervenors have withdrawn.

WHEREFORE, the Petitioners respectfully requests that this honorable Commission:

A. Issue an appropriate order that exempts from public disclosure and otherwise protects the confidentiality of the information designated confidential that is contained in CCHI’s responses to NHDOE data requests; and

B. Grant such additional relief as it deems appropriate.

Dated July 15, 2024

Respectfully submitted,

/s/ Patrick C. McHugh

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Counsel for Consolidated Communications Holdings, Inc.

Counsel for Condor Holdings, LLC

CERTIFICATE OF SERVICE

I hereby certify that a copy of the foregoing motion was provided via electronic mail to the individuals included on the Commission's service list for this docket.

Dated: July 15, 2024

By: /s/ Patrick C. McHugh
Patrick C. McHugh

EXHIBIT A

CCHI'S HIGHLY CONFIDENTIAL ATTACHMENTS

(REDACTED FOR THE PUBLIC VERSION OF THIS MOTION)

Consolidated Communications Holdings, Inc.'s Supplemental
Response to NH Department of Energy Data Request 1-01

CONFIDENTIAL

Consolidated has a good faith basis for seeking confidential treatment of this document pursuant to N.H. Code Admin. R. Ann. Puc. 203.08(d); Consolidated intends to submit a motion for confidential treatment regarding this document at or before the commencement of the hearing in the proceedings.

New Hampshire Copper and Fiber locations and subscribers

Fiber	
<u>Locations</u>	<u>Subscribers</u>
[REDACTED]	[REDACTED]

BEGIN CONFIDENTIAL

Copper	
<u>Locations</u>	<u>Subscribers *</u>
[REDACTED]	[REDACTED]

* [REDACTED]

Total CCI Passings in NH [REDACTED]

Total Fiber Passings in NH
- Through 2023
- 2024 Build Plan
- Target Passings - 2025 *

[REDACTED]	[REDACTED]
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Total Fiber passing vs. Total Passings
By year end 2024 vs. Total [REDACTED]

* [REDACTED]

END CONFIDENTIAL

REDACTED

Consolidated Communications Holdings, Inc.'s Supplemental Response A to
NH Department of Energy Data Requests 1-02 and 1-05(b)

CONFIDENTIAL

Consolidated has a good faith basis for seeking confidential treatment of this document pursuant to N.H. Code Admin. R. Ann. Puc. 203.08(d); Consolidated intends to submit a motion for confidential treatment regarding this document at or before the commencement of the hearing in the proceedings.

PASSINGS

Serving Wirecenter

Serving Wirecenter Name

Apr-24

[REDACTED]

[REDACTED]

[REDACTED]

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REDACTED

[REDACTED]

[REDACTED]

[REDACTED]

END CONFIDENTIAL

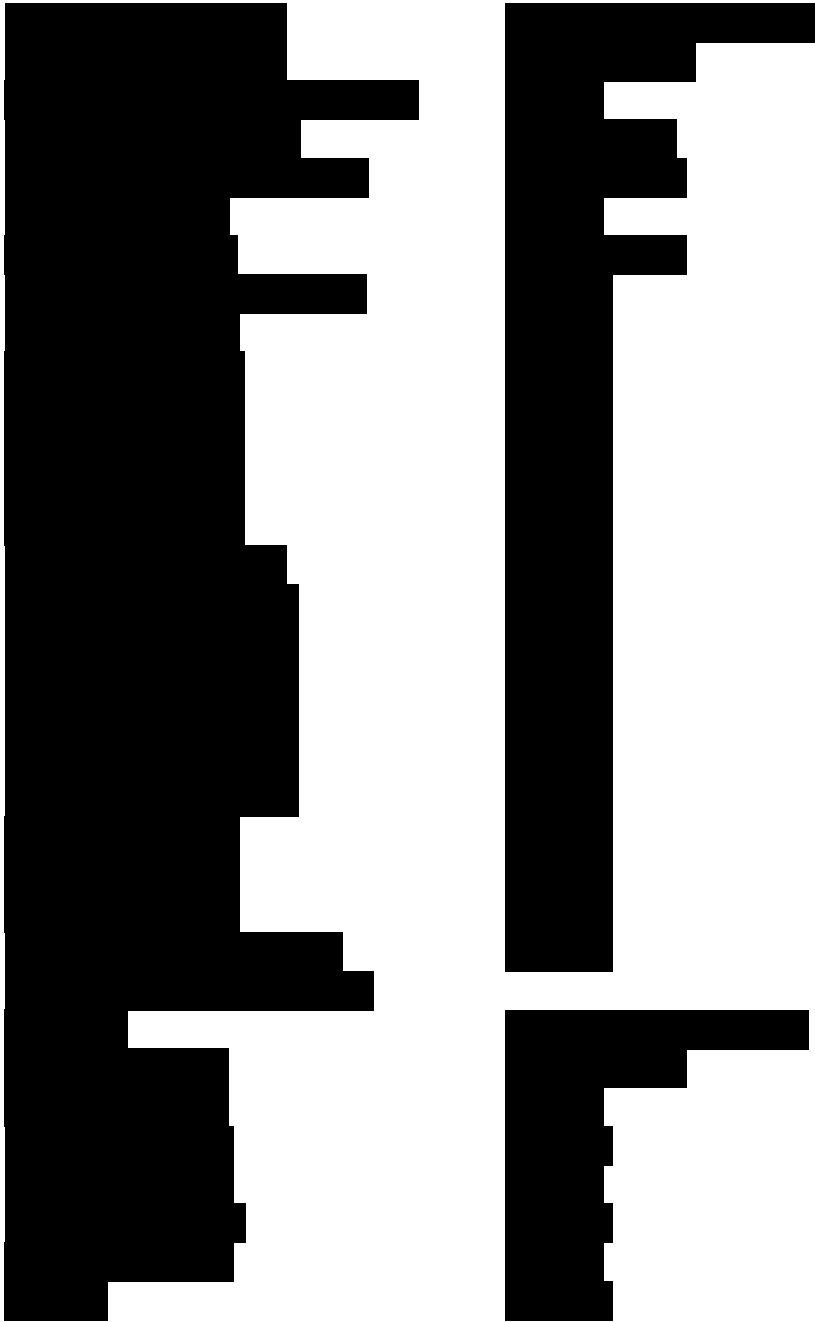
Consolidated Communications Holdings, Inc.'s Supplemental
Response to NH Department of Energy Data Request 1-09
New Hampshire Based Management

CONFIDENTIAL

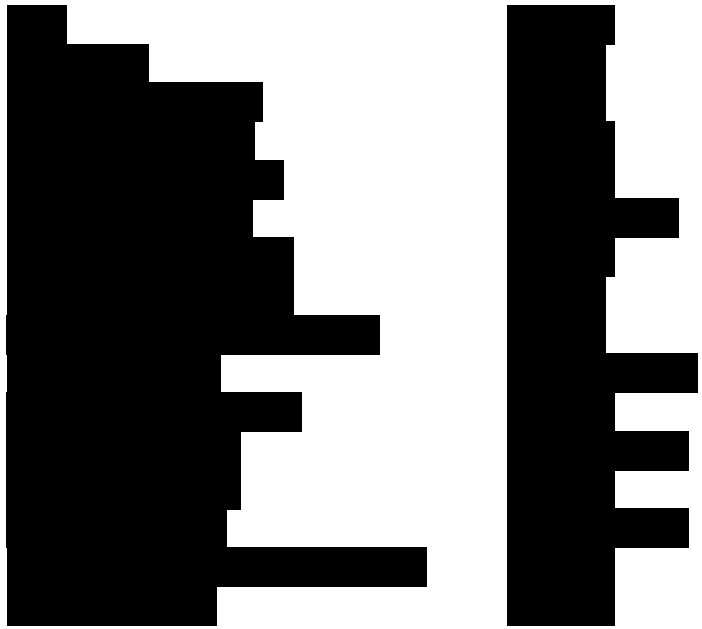
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Dept	Title
[REDACTED]	[REDACTED]

BEGIN CONFIDENTIAL



REDACTED



END CONFIDENTIAL