

STATE OF NEW HAMPSHIRE
BEFORE THE
PUBLIC UTILITIES COMMISSION

RE: GRANITE STATE ELECTRIC COMPANY D/B/A LIBERTY UTILITIES

DOCKET NO. DE 13-063

**MOTION FOR PROTECTIVE ORDER AND CONFIDENTIAL TREATMENT
REGARDING COMPENSATION INFORMATION**

Granite State Electric Company d/b/a Liberty Utilities ("Granite State" or the "Company"), in accordance with Puc 203.08, hereby moves the New Hampshire Public Utilities Commission (the "Commission") to grant confidential treatment to certain compensation information provided pursuant to Puc 1604.01(a)(14) in association with the Company's rate filing that is being submitted contemporaneous with this motion. In support of this motion, the Company states as follows:

1. Puc 1604.01(14) requires a petitioning utility to provide "[a] list of officers and directors of the utility and their compensation for the last 2 years." Similarly, Puc 1604.01(a)(25) requires that the petitioning utility provide that same compensation for its parent company, in this case Algonquin Power & Utilities Corp. ("Algonquin"). In its filing, the Company has provided salary and compensation information for both the officers and directors of Granite State and Algonquin. In the case of Granite State, the Company seeks protective treatment of the compensation information regarding the Company's President and one of Granite State's directors¹ because that information is held in confidence by the Company and has not been made available to the public previously. The Company has otherwise provided the

¹ The director in question is employed by an affiliated company of Granite State as the Vice President and General Manager.

compensation information for 2012 regarding the remaining Granite State officers and directors, as that information has been previously publicly disclosed by Algonquin. The Company also seeks protective treatment for all of the compensation information for Granite State's officers and directors for 2013² because none of that information has been publicly disclosed as of this date. The Company expects that Algonquin will release the 2013 compensation information of its officers and directors (and those that overlap with Granite State) approximately one year from the date of this filing. In the case of the Algonquin officers and directors, the Company only seeks confidential treatment of compensation information for one individual because that information is held in confidence by Algonquin and has not been publicly disclosed previously.

2. As is demonstrated by the redacted versions of Puc 1604.01(a)(14) that are being filed with the Commission, the Company has undertaken to provide as much compensation information as possible in a public manner and only seeks to protect information that has never been made public. The Company asserts that protective treatment of non-disclosed compensation information is appropriate. The individuals in question have a privacy interest in the financial remuneration they receive for their positions, and there is no corresponding public interest that weighs in favor of its disclosure under these circumstances.

3. RSA 91-A:5,IV exempts from public disclosure records that constitute confidential, commercial, or financial information. Based on *Lambert v. Belknap County Convention*, 157 N.H. 375 (2008), the Commission applies a three-step analysis to determine whether information should be protected from public disclosure. *See, e.g. Public Service*

² The Company provided compensation information for the officers and directors of Granite State for the years 2012 and 2013. Puc 1604.01(a)(14) requires the *prior* two years of compensation information for officers and directors. Because the Granite State board of directors under Algonquin's ownership of the Company was not constituted until July 3, 2012 when Algonquin became the owner of Granite State, there was no information to provide for 2011. In an effort to comply with the spirit of Puc 1604.01(a)(14), the Company has provided compensation information for 2012 and 2013.

Company of New Hampshire, Order No. 25,313 at 11-12 (December 30, 2011). The first step is to determine if there is a privacy interest at stake that would be invaded by the disclosure. If such an interest is at stake, the second step is to determine if there is a public interest in disclosure. The Commission has held that disclosure that informs the public of the conduct and activities of its government is in the public interest; otherwise, public disclosure is not warranted. *Public Service Company of New Hampshire*, Order 25,167 at 3 (November 9, 2010). If both of these steps are met, the Commission balances those interests in order to weigh the importance of keeping the record public with the harm from disclosure of the material for which protection is requested. *Id.* at 3-4.

4. In this case, there is a clear privacy interest in the compensation information produced in response to Puc 1604.01(a)(14). Both Granite State and Algonquin have not disclosed the salary information for which protection is sought, and they each take steps to maintain in strict confidence that information through securing it and disclosing it within the companies only on a need to know basis. In addition to exposing the personal, otherwise non-public information of a few of its key employees, and thereby invading their privacy, release of this information could be disruptive to relations among employees as well as relations between the companies and their employees. This in turn could disrupt the companies' ability to recruit and retain employees, all of which could cause competitive harm. Thus, disclosure of this information would not only invade the privacy interest of the individuals involved but could do damage to the companies themselves.

5. The Commission has previously found that employees of utilities, including their officers and directors, have a privacy interest in their compensation information. *See*

EnergyNorth Natural Gas, Inc., DG 10-017, Order No. 25,119 at 8 (June 25, 2010). There is no compelling reason for the Commission to deviate from its practice with respect to officer and director salaries in this case.

6. Given the significant privacy information in the compensation information, the Commission must then consider whether there is a public interest in its disclosure. The Commission has held that disclosure that informs the public of the conduct and activities of its government is in the public interest; otherwise, public disclosure is not warranted. *Public Service Company of New Hampshire*, Order No. 25,617 at 3 (November 9, 2010). While one might argue that release of the information would provide some insight into the Commission's rate setting activities in this case, there is no requirement or need to provide to the public compensation information on each individual officer and director to gain insight into how the Commission sets rates. Here, the Company has provided a significant amount of compensation information publicly which should be sufficient to meet that interest to the extent it exists. For example, all of the compensation information for Algonquin's officers and directors except one individual is provided publicly for the year 2012. This should provide the public with ample opportunity to understand how the Commission uses that information for rate setting purposes. At the same time, the Commission can respect the privacy interests of the limited number of individuals whose compensation is not public by issuing the requested protective order.

7. For these reasons, the Company requests that the Commission issue a protective order for the limited officer and director salary information that is reflected as confidential in the Granite State and Algonquin responses to Puc 1604.01(a)(14).

WHEREFORE, Granite State respectfully requests that the Commission:

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

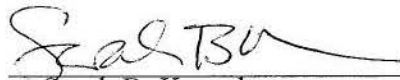
Respectfully submitted,

GRANITE STATE ELECTRIC COMPANY D/B/A
LIBERTY UTILITIES

By its Attorney,

Date: March 29, 2013

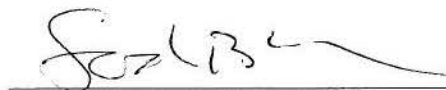
By:



Sarah B. Knowlton
Assistant General Counsel
11 Northeastern Boulevard
Salem, NH 03079
Telephone (603) 328-2794
sarah.knowlton@libertyutilites.com

Certificate of Service

I hereby certify that on March 29, 2013, a copy of this Motion has been forwarded to the service list in this docket.



Sarah B. Knowlton