

**THE STATE OF NEW HAMPSHIRE  
BEFORE THE  
PUBLIC UTILITIES COMMISSION**

**DG 13-086**

**NORTHERN UTILITIES, INC.**

**MOTION FOR PROTECTIVE ORDER  
AND CONFIDENTIAL TREATMENT**

NOW COMES Northern Utilities, Inc. (“Northern” or the “Company”) and, pursuant to NH RSA 91-A:5, IV and N.H. Code of Administrative Rules (“N.H. Admin. Rules”) Puc 203.08, respectfully moves the New Hampshire Public Utilities Commission (“Commission”) to issue a protective order which accords confidential treatment to the following information contained in documents filed with the Company’s Petition for Rate Adjustments: (a) Accounting and Marginal Cost Study Excel models prepared by Paul M. Normand; and (b) Company forecast information contained in Volume 4 of the Supplemental Filing. Northern has filed this information with the Commission and submitted it to the Office of Consumer Advocate with the understanding it will be maintained as confidential until the Commission rules on the within Motion.

In support of this Motion, Northern states as follows:

1. In support of its rate case filing in this docket, and pursuant to N.H. Admin. Rule 1604.01(b), Northern has provided Mr. Normand’s Accounting and Marginal Cost Study Excel models in electronic format on a disk that has been marked confidential. These models are proprietary work products subject to the Uniform Trade Secrets Act, RSA 350-B, and therefore should be accorded confidential treatment. Given the time and expense that

Mr. Normand and his company, Management Applications Consulting, Inc., has spent developing these models, he and his company would be harmed if this information were to be publicly disclosed. In addition, Northern would be harmed by such disclosure in that other qualified consultants would be deterred from contracting with Northern to provide needed services in the future if they knew that their proprietary work products would be subject to public disclosure.

2. In accordance with N.H. Admin. Rules Puc 1604.01(a)(22) and 1640.01(a)(25) Northern has submitted documents containing projected sources and uses of funds for calendar years 2013 and 2014. Un-redacted copies of these documents are contained in Volume 4 of the Supplemental Filing which has been marked "Confidential" and is submitted herewith as required by N.H. Admin. Rule Pus 203.08(b)(1). The above-referenced documents contain sensitive commercial and financial information that Northern has not disclosed to anyone outside of its corporate organization or authorized representatives. As a publicly-traded company, Unitil Corp. does not provide guidance or projections in its public disclosures. Therefore, release of Northern's financial projections would pose problems for Unitil Corp. under the fair disclosure regulation of the U.S. Securities and Exchange Commission (Regulation FD) which seeks to stamp out selective disclosures to prevent insider/unfair trading activities. In addition, because Northern may be in the market to issue long-term debt securities, disclosure of the Company's financial projections could potentially harm the Company's ability to negotiate effectively with potential buyers.

3. 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 the analysis articulated in *Lambert v. Belknap County Convention*, 157 N.H. 375 (2008) and *Lamy v. N.H. Public Utilities Commission*, 152 N.H. 106 (2005). Under this analysis the Commission first determines “whether the information is confidential, commercial or financial information, ‘and whether disclosure would constitute an invasion of privacy.’” *Unitil Energy Systems, Inc.*, DE 10-055, Order No. 25,214 (April 26, 2011), p. 35. If a privacy interest is implicated, the Commission then balances the asserted private confidential, commercial or financial interest against the public’s interest in disclosures in order to determine if disclosure would inform the public of the government’s conduct. *Id.* If it does not, then “disclosure is not warranted.” *Id.*

4. The above-described information meets the foregoing test. For the reasons presented above, all of the information is clearly confidential, commercial or financial, and disclosure of it would pose harm and constitute an invasion of privacy. Because such disclosure will not inform the public of the government’s conduct, the information should be protected.

5. Northern notes that it is providing the confidential information described herein directly to the Office of Consumer Advocate (“OCA”), as required by RSA 363:28, VI. Provision of these materials to the OCA offers assurance to the public that this information will be subject to investigation, discovery and analysis by that office, as well as by the Staff of the Commission, and that the results of such review will be provided to the Commission for its consideration.

6. Northern requests 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. Northern requests that the protective order also

extend to any discovery, testimony, argument or briefing relative to the confidential information.

WHEREFORE, Northern respectfully requests that the Commission:

A. Issue an appropriate order that exempts from public disclosure and otherwise protects as requested above the confidentiality of the above-described information designated confidential submitted herewith; and

B. Grant such further relief as may be just and appropriate.

Respectfully submitted

NORTHERN UTILITIES, INC.

By its Attorney:



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Dated: April 15, 2013

Certificate of Service

I hereby certify that on April 15, 2013, a copy of the foregoing Petition was hand delivered to the Office of Consumer Advocate.



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Gary Epler