

STATE OF NEW HAMPSHIRE
BEFORE THE
PUBLIC UTILITIES COMMISSION

DOCKET NO. DE 16-383

RE: LIBERTY UTILITIES (GRANITE STATE ELECTRIC) CORP.
D/B/A LIBERTY UTILITIES

Distribution Service Rate Case

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

Liberty Utilities (Granite State Electric) Corp. d/b/a Liberty Utilities (“Granite State” or the “Company”), through counsel, respectfully moves the New Hampshire Public Utilities Commission pursuant to Puc 203.08 to grant confidential treatment to certain compensation information required by Puc 1604.01(a)(14) that is included with the Company’s rate filing made this date.

In support of this motion, the Company states as follows:

1. Puc 1604.01 requires a petitioning utility to file a number of documents with its rate case, including “[a] list of officers and directors of the utility and their compensation for the last 2 years.” Puc 1604.01(a)(14).
2. The Company included in its Puc 1604 filing a redacted version of a single-page document that contains the salary and compensation information for officers and directors of Granite State as required by Puc 1604.01(a)(14).
3. In this motion Granite State seeks protective treatment of the compensation information regarding three of the Company’s directors (Mr. Robertson for 2015 only and Messrs. Sorensen and Leehr), the current and former President (Messrs. Swain and Saad), and

the current and former Secretary/Treasurer (Mr. McCarthy and Ms. Knowlton) because the Company holds that information in confidence and has not previously made the information available to the public. The Company has provided the compensation information for Mr. Robertson for 2014 because that information has been publicly disclosed by Algonquin Power and Utilities Corp. (Algonquin), the Granite State's parent corporation. When Mr. Robertson's compensation information for 2015 becomes public with the release of the proxy statement, the Company will supplement its response and provide that information.

4. Confidential versions of the information required by Puc 1604.01(a)(14) are filed with this motion.

5. Protective treatment of the non-disclosed compensation information is appropriate. The individuals have a privacy interest in the compensation they receive and there is no corresponding public interest that tips the balance in favor of disclosure in this case

6. RSA 91-A:5, IV exempts from public disclosure records that constitute confidential, commercial, or financial information. The Commission applies the three-step test from *Lambert v. Belknap County Convention*, 157 N.H. 375 (2008), to determine whether information should be protected from public disclosure. *See, e.g. Public Serv. Co. of N.H.*, Order No. 25,313 at 11-12 (Dec. 30, 2011). The first step is to determine whether 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 whether there is a public interest in disclosure. 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 Serv. Co. of N.H.*, Order 25,167 at 3 (Nov. 9, 2010). If these first two steps are met, the Commission weighs the interests of keeping the record public against the harm from disclosure. *Id.* at 3-4.

7. There is a clear privacy interest in the compensation information that was produced in this case as required by Puc 1604.01(a)(14). Neither Granite State nor Algonquin has disclosed the salary information for which protection is sought, and they each take steps to maintain the information in strict confidence by securing it and disclosing it within the affiliated 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 disrupt relations among employees and relations between the companies and their employees. This could affect the companies' ability to recruit and retain employees, which could cause competitive harm. Thus, disclosure of this information would not only invade the individual's privacy interests, but could also harm the companies themselves.

8. 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.*, Order No. 25,119 at 8 (June 25, 2010); *Granite State Electric Company*, DE 13-063 (granted on the record at the June 4, 2013 hearing). There is no compelling reason for the Commission to deviate from its practice with respect to officer and director salaries in this case.

9. Given the significant privacy interest in the compensation information, the Commission must then consider whether there is a public interest in its disclosure, which presents the question of whether disclosure informs the public of the conduct and activities of its government. *Public Serv. Co. of N.H.*, Order No. 25,617 at 3. Here, the interest in disclosure is weak.

10. While one might argue that release of the compensation information may provide some insight into the Commission's rate setting activities in this case, there is no need to publicize the compensation information on each individual officer and director to gain insight into how the Commission sets rates. The Company has provided the information that is public, which should be sufficient to meet that interest to the extent it exists.

11. For these reasons the Company submits that the balance tips decidedly in favor of privacy, and thus asks the Commission to issue a protective order for the officer and director salary information that is marked as confidential in the single page document filed as required by 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,

LIBERTY UTILITIES (GRANITE STATE ELECTRIC)
CORP. D/B/A LIBERTY UTILITIES

By its Attorney,



Date: April 29, 2016

By: _____
Michael J. Sheehan, Esq. #6590
Senior Counsel
15 Buttrick Road
Londonderry, New Hampshire 03053
Telephone (603) 216-3635
Michael.Sheehan@libertyutilites.com

Certificate of Service

I hereby certify that on April 29, 2016, a copy of this Motion has been forwarded to the service list in this docket.

A handwritten signature in black ink, appearing to read "M. Sheehan", is positioned above a horizontal line.

Michael J. Sheehan