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*ALSO ADMITTED MA
**ALSO ADMITTED ME

December 1, 2015

Pamela Monroe, Administrator NH Site Evaluation Committee NH Public Utilities Commission 21 South Fruit St., Suite 10 Concord, NH 03301

Re: Tennessee Gas Pipeline Company, LLC: Application for a Certificate of Site and Facility for the Construction of the Northeast Energy Direct Project NHSEC No. 2015-08

Dear Administrator Monroe:

As you know the Brennan Lenehan firm and I have acted as outside counsel to the New Hampshire Site Evaluation Committee ("Committee") over the course of the past 15 years. Our firm has represented the Committee in numerous matters including Applications for Certificates of Site and Facility for wind power facilities, gas powered facilities, transmission lines and pipelines.

I currently represent the Committee in several matters including the Merrimack Valley Reliability Project (Docket No. 2015-05), Northern Pass Project (Docket No. 2015-06) and Antrim Wind Energy, LLC (Docket No. 2015-02). In addition, I have provided various services to the Committee that have not been associated with any particular Application, but have assisted the Committee in responding to public concerns. I have also represented the Committee when dealing with the miscellaneous energy facility siting issues that arise, including requests for exemptions from certification, requests for modifications of outstanding Certificates and requests for jurisdictional advice. I have also been involved in the efforts of the Committee to promulgate administrative regulations.

It is my understanding that the Committee has received a Notice of Public Information Session from Tennessee Gas Pipeline Company and will be opening a new docket.

The purpose of this letter is to advise you that our office is available, ready, willing and able to represent the Committee with respect to this docket if, in fact, the Committee deems it necessary and appropriate to hire outside counsel for this purpose. I can confirm that my office has no conflicts of interest in representing the Committee in this matter.

Pamela Monroe, Administrator NH Site Evaluation Committee NH Public Utilities Commission December 1, 2015 Page 2

Pursuant to statute, the Applicant or party seeking the Committee's action is responsible for the payment of attorney's fees. *See*, RSA 162-H:10, V. As Administrator, you have the authority to engage personnel in accordance with the enabling statute. See, RSA 162-H:3, IX(d). The statute also states that the Chair, in the absence of an administrator and with Committee approval, may hire additional legal support to fulfill the functions of the Committee as necessary. In the past, our bills have been presented to the Chairman of the Committee for approval and then forwarded to the Applicant for payment. To the best of my knowledge, that process worked well and would still be permitted through the Administrator's office under the statute as amended.

In representing the Committee in this matter, I would propose attorney fees at the hourly rate of \$200.00 per hour and reimbursement for out of pocket costs and expenses incurred by counsel. To the extent that I employ the use of an associate in my office, the hourly rate for such an associate will be no more than \$200.00 per hour. In no case will my office charge more than \$200.00 per hour and our time will never be billed twice for two lawyers working on the matter at the same time, including attendance at meetings or hearings.

Should you require any further information about my firm, me or our qualifications, I would be happy to provide that in whatever format you require. Again, I thank you for the opportunity to represent the Committee and welcome your approval our representation under the terms and conditions set forth above.

Very truly yours,

Michael J. Iacopino

MJI/tm