

**STATE OF NEW HAMPSHIRE  
SITE EVALUATION COMMITTEE**

**ORDER AND NOTICE OF PUBLIC HEARING  
AND PROCEDURAL ORDER**

**APRIL 24, 2024**

**PLEASE TAKE NOTICE** that a Subcommittee of the Site Evaluation Committee for the State of New Hampshire will conduct a public hearing on Friday, May 31, 2024, at 10:00 a.m. in person. The meeting shall be held at the New Hampshire Public Utilities Commission, Hearing Room "A", at 21 South Fruit Street, Concord, N.H.

The business of the Site Evaluation Committee at said hearing shall include the following docket and any other business that is lawfully before the Subcommittee:

**Docket Number 2024-01  
Joint Petition to Change Ownership of the  
Portland Natural Gas Transmission System**

**Background**

On March 26, 2024, North Haven Infrastructure Partners III (AIV-B) SCSp, an affiliate of Morgan Stanley Infrastructure Inc. and BlackRock Global Infrastructure Fund IV, SCSp, an affiliate of BlackRock Financial Management, Inc., (together, 'Buyers'), TC Pipelines, LP, a Delaware limited partnership, and Northern New England Investment Company, Inc., a Vermont corporation (together, 'Sellers') (Buyers and Sellers collectively: 'Petitioners'), filed with the New Hampshire Site Evaluation Committee ('Committee', or 'SEC') requesting approval of the proposed upstream change of ownership interests in the Portland Natural Gas Transmission System (PNGTS). This filing (Petition) was made to the Committee pursuant to the statutory requirements of RSA 162-H:8 and RSA 162-H:5, I.

The Petition delineates in detail the Buyers' intent, pursuant to a Purchase and Sale Agreement and Transition Services Agreement entered into with Sellers, to acquire the control of PNGTS, and the pipeline it operates in New Hampshire, as described below.

Appended to the Petition was the Petitioners' Motion for Confidential Treatment, made pursuant to RSA Chapter 91-A, regarding the Buyers' respective Statements of Assets and Liabilities, the Petitioners' Transition Services Agreement, and the unredacted pre-filed testimony of Messrs. Daniel Sailors and Mark Saxe, employees of Buyers, which, it is asserted by Petitioners, contains confidential non-public financial and commercial information exempt from disclosure.

On April 9, 2024, the Chairman of the Committee, Mr. Daniel C. Goldner (Chairman, New Hampshire Public Utilities Commission), issued an acknowledgement of the Petition. Also, on April 9, 2024, Chairman Goldner issued an Order appointing a three-person Subcommittee to consider the Petition and render recommendations regarding same to the full SEC (see below).

### **Nature and Locations of Certificate Facility**

The Committee granted the original certificate to PNGTS on July 16, 1997. *See* SEC Docket No. 1996-01 and SEC Docket No. 1996-03. Sellers own the PNGTS natural gas pipeline and connected facilities, which has a northern component extending approximately 79.1 miles from Pittsburg to Shelburne in Coös County, and a lateral extension of 0.7 miles to Groveton, also in Coös County, with a southern component extending approximately 31.3 miles from Newington to Plaistow in Rockingham County with lateral extensions of 1.1 miles and 0.6 mile to Newington and Haverhill, Mass., respectively, which is jointly owned by PNGTS and Martimes & Northeast Pipeline, L.L.C. (Maritimes) and is operated by Maritimes.

The Petitioners state that the SEC Certificate and all of the existing permits and approvals for both the northern and southern components will remain in place throughout the transfer of ownership process from Sellers to Buyers and will not be terminated or altered by reason of the Petition. The Petitioners also state that, upon Committee approval of transfer, the Buyers will ensure that operation and maintenance of the PNGTS facilities continues in compliance with all terms and conditions in the PNGTS SEC Certificate. Petitioners also note that PNGTS is comprehensively regulated by the Federal Energy Regulatory Commission and the federal Natural Gas Act.

The Petition, written public comments, and all other public filings in this docket are available on the Committee's website

<https://www.nhsec.nh.gov/projects/index.htm>, under SEC Docket No. 2024-01  
viewable here:

<https://www.nhsec.nh.gov/projects/2024-01/2024-01.htm>

### **Authority for Hearing**

The Committee's authority to undertake these proceedings is set forth at RSA 162-H:8 and RSA 162-H:5, I. The authority of the Subcommittee to review the Petition has been delegated by the Committee pursuant to the terms of RSA 162-H:4-a, III (see below).

RSA 162-H:8, VI directs that "[t]he [C]ommittee shall administratively approve changes of ownership and transfers of certificate within 90 days of a petition if it determines the new certificate holder has adequate financial, technical, and managerial capability to assure construction and operation of the facility in continuing compliance with the terms and conditions of the certificate."

RSA 162-H:5, I directs that "...a certificate shall not be transferred or assigned without approval of the [C]ommittee."

Further criteria governing this proceeding are delineated in New Hampshire Code of Administrative Rules Site 301.13, 'Criteria Relative to Findings of Financial, Technical, and Managerial Capability.'

### **Intervention and Public Comment**

A person demonstrating that his or her rights, duties, privileges, immunities or other substantial interests are affected by this proceeding may file a motion to intervene. Any person wishing to intervene in this matter shall file a motion to intervene on or before May 17, 2024. Motions to intervene should comply with the requirements of RSA 541-A:32 and N.H. Code of Administrative Rules, Site 202.11 and shall be filed with:

Mr. Andrew Biemer, Administrator  
N.H. Site Evaluation Committee  
21 South Fruit Street, Suite 10  
Concord, New Hampshire 03301

**By means of e-mail: [admin@sec.nh.gov](mailto:admin@sec.nh.gov)**

Objections to motions to intervene shall be filed by May 24, 2024.

Written comments from members of the public will be accepted through the conclusion of the proceeding.

Motions, objections, and written comments may be e-mailed to Mr. Biemer at:

**admin@sec.nh.gov**

At the public hearing, the Subcommittee will allow Petitioners to make an opening statement/presentation regarding the Petition. The Subcommittee will then hear public comments on the Petition. The Subcommittee will consider the Petitioners' Motion for Confidential Treatment under the standards of RSA Chapter 91-A. The Subcommittee will also consider motions to intervene, if any are filed. In addition, the Subcommittee will review the Petition and direct questions regarding same to the Petitioners and to any other parties. The Subcommittee may deliberate on the merits of the Petition, render a decision on a recommendation for the full Committee on the Petition, and/or schedule further hearings, as appropriate, applying the statutory standards delineated above.

#### **Designation of Subcommittee**

The Committee, by Order of the Chairman and Presiding Officer of the Committee, Mr. Daniel C. Goldner (Chairman, New Hampshire Public Utilities Commission), pursuant to the Committee's authority under RSA 162-H:4-a, III, appointed the Subcommittee on April 9, 2024. The Subcommittee is composed of the following appointed members: Alexander Speidel, Esq. (Chair and Presiding Officer), designee of Chairman Daniel C. Goldner; Joseph Doiron, designee of Commissioner Taylor Caswell; and James Jalbert, Public Member, selected by random draw per RSA 162-H:4-b. The Subcommittee has been charged by the Committee with recommending to the full Committee whether to grant or deny the Petition.

Any party whose interests may be affected by this proceeding may object to the matter being assigned to a three-person subcommittee on or before May 15, 2024. See RSA 162-H:4-a, IV.

#### **ORDER AND NOTICE**

It is hereby ordered that a Subcommittee of the New Hampshire Site Evaluation Committee for the State of New Hampshire, will meet in public session for consideration of the transfer of certificate Petition pending in the above-referenced docket, pursuant to RSA 162-H:8, RSA 162-H:5, I, and RSA 162-H:4-a, III, on **May 31**,

**2024 at the New Hampshire Public Utilities Commission, Hearing Room "A", located at 21 South Fruit Street, Concord; and**

It is hereby further ordered, that Petitioners shall cause a copy of this Order and Notice of Public Meeting, Acceptance of Request and Procedural Order to be published no later than **May 2, 2024**, in the New Hampshire Union Leader or New Hampshire Sunday News which are newspapers of regular statewide circulation; and

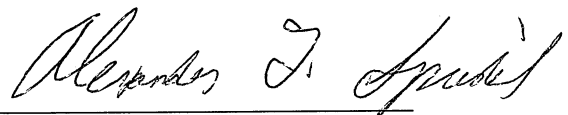
It is hereby further ordered, that Petitioners shall cause a copy of this Order and Notice of Public Meeting and Procedural Order to be published in an additional newspaper of regular circulation in the County of Rockingham and in an additional newspaper of regular circulation in the County of Coös on or before **May 2, 2024**. **In addition, Petitioners shall publish display ads in said newspapers in Rockingham and Coös Counties advising the public of the date, time, place, and subject matter of the public hearing in Docket Number 2024-01 on or before May 2, 2024; and**

It is hereby further ordered that Petitioners shall file affidavits documenting the publication of this Order and Notice on or before May 24, 2024; and

It is hereby further ordered that motions to intervene in this proceeding must be filed on or before May 17, 2024. Objections to motions to intervene shall be filed by May 24, 2024; and

It is hereby further ordered that any objection to the designation of a three person subcommittee by a person with an interest affected by this proceeding shall be filed on or before May 15, 2024;

By Order of the Subcommittee of the Site Evaluation Committee, this twenty-fourth day of April, 2024.



Alexander F. Speidel  
Chair and Presiding Officer  
Subcommittee  
N.H. Site Evaluation Committee