

**THE STATE OF NEW HAMPSHIRE
SITE EVALUATION COMMITTEE**

No. 2015-06

Joint Application of Northern Pass Transmission, LLC and Public Service Company
of New Hampshire d/b/a Eversource Energy for a Certificate of Site and Facility

**MOTION OF COUNSEL FOR THE PUBLIC FOR LEAVE TO RETAIN
PRIMMER, PIPER EGGLESTON & CRAMER PC AND FOR AN ORDER
DIRECTING THE JOINT APPLICANTS TO BEAR THE COSTS THEREOF**

Counsel for the Public, by his attorneys, the Office of the Attorney General, hereby moves, pursuant to RSA 162-H:10, V, for leave to retain legal counsel and for an order directing Northern Pass Transmission, LLC and Public Service Company of New Hampshire d/b/a Eversource Energy (the “Joint Applicants”) , to bear the costs and fees of legal counsel and reimburse Counsel For the Public for all amounts reasonably incurred during the proceedings in this case. In support hereof, Counsel for the Public respectfully represents as follows:

1. On October 19, 2015, the Joint Applicants filed their Joint Application for a Certificate of Site and Facility with the Committee.

2. On October 26, 2015, the Administrator of the Site Evaluation Committee requested that the Attorney General appoint Counsel for the Public in the case.

3. On October 28, 2015, the Attorney General appointed the undersigned as Counsel for the Public pursuant to RSA 162-H:9.

4. Pursuant to RSA 162-H: 10, V, Counsel for the Public may employ such consultants and legal counsel as are necessary to further his duties under chapter 162-H. Section 162-H:10, V provides,

The site evaluation committee and counsel for the public shall conduct such reasonable studies and investigations as they deem necessary or appropriate to carry out the purposes of this chapter and may employ a consultant or consultants, legal counsel and other staff in furtherance of the duties imposed by this chapter, the cost of which shall be borne by the applicant in such amount as may be approved by the committee. The site evaluation committee and counsel for the public are further authorized to assess the applicant for all travel and related expenses associated with the processing of an application under this chapter.

5. Counsel for the Public wishes to retain Primmer, Piper, Eggleston & Cramer, of Manchester and Littleton, New Hampshire (“Primer” or “Legal Counsel”). Primmer will be engaged to provide legal counsel and litigation services to Counsel for the Public in all areas of this proceeding as set forth in more detail in the attached Proposal for Legal Services, dated October 28, 2015. Primmer is highly qualified for this position with significant experience in administrative proceedings for the siting of electric power transmission facilities as well as complex litigation. The Primmer team will include Elijah D. Emerson, Thomas Pappas, Joslyn Wilschek, Paul Phillips, Matthew Delude and Clara Conklin, among others.

6. Primmer will charge a blended hourly rate of \$285 for all attorneys working on the case. Each month the Department of Justice will examine the blended rate fees and compare them to billing at Primmer’s actual rates and determine whether to assess the Joint Applicants at the blended rate or at the actual rates. Due to the early stages of the case it is not possible to estimate the total cost or prepare a budget. However, as matters progress, Counsel for the Public and Primmer will attempt to do that. Counsel for the Public will report quarterly, and confidentially, to the Committee on the incurred costs of the representation.

7. Counsel for the Public's retention of legal counsel is necessary due to the unprecedented scope and size of the project and the complexity of the issues that are likely to present. Primmer's expertise, talent and staffing are necessary to assure that the interests of the public in this proceeding are adequately represented and will also contribute to an orderly and expeditious proceeding.

8. Counsel for the Public has conferred with the Joint Applicants. The Joint Applicants assent generally to the retention of outside counsel but have concerns about the appropriate means for assuring that outside counsel is used in the most efficient and cost effective manner. Among other things, the Joint Applicants seek further discussions about potential approaches to cost control and oversight, such as budgeting for various segments of the proceeding and monitoring expenditures.

9. Counsel for the Public will continue to engage with the Joint Applicants to attempt to address these issues or any others that they may have.

Wherefore, Counsel for the Public prays that the Committee enter an order authorizing the employment of Primmer as legal counsel pursuant to RSA 162-H:10, V, and directing the Joint Applicants to bear the costs, as incurred monthly, and granting such other relief as may be just.

Respectfully submitted this 6th day of November 2015.

PETER C.L. ROTH
COUNSEL FOR THE PUBLIC

By his attorneys

JOSEPH A. FOSTER
ATTORNEY GENERAL



Peter C.L. Roth
Senior Assistant Attorney General
Environmental Protection Bureau
33 Capitol Street
Concord, New Hampshire 03301-6397
Tel. (603) 271-3679

Certificate of Service

I, Peter C.L. Roth, do hereby certify that I caused the foregoing to be served upon each of the parties named in the Service List of this Docket.



Peter C.L. Roth

October 28, 2015

By E-Mail & U.S. Mail

Peter C.L. Roth, Senior Assistant Attorney General
Environmental Protection Bureau
Department of Justice
Office of the Attorney General
33 Capitol Street
Concord, NH 03301
Peter.roth@doj.nh.gov

RE: Proposal for Legal Services Regarding Public Counsel in the Northern Pass Transmission Project

Dear Mr. Roth:

We are pleased to provide the following proposal for legal services and rate schedule related to the Office of Attorney General's role as Public Counsel in the New Hampshire Site Evaluation Committee's ("SEC") proceeding under RSA 162-H to review the application for Certificate of Site and Facility for the Northern Pass Transmission Project. Our firm has extensive experience working within the regulatory framework on issues related to the permitting, construction, and operation of high-voltage transmission projects. Our understanding of regional energy rules and markets will be an asset in evaluating the project as proposed. We also have the experience in our litigation practice group to handle the complexity of issues and procedures likely to be presented in this matter. Finally, our representation of municipalities has given us significant experience working with and on behalf of the public.

Relevant Experience.

Primmer has broad experience and deep understanding of the laws and issues in the energy and utility industry. We have participated in numerous processes reviewing permit applications for bulk transmission upgrades and for smaller subtransmission projects that link individual distribution systems to a broader network. This experience includes evaluating the impacts of these projects on the natural environment, aesthetic resources, and human health. In addition, we have represented private developers and utilities in obtaining permits and financing for solar, hydro, and biofuel. Our attorneys are well versed in the nuances of regional energy markets and the rules that oversee those markets, which will be important in a project of regional scope like the Northern Pass.

Primmer also has broad litigation experience, including administrative adjudications. We have experience litigating large complex cases that involve multiple parties. We routinely retain and work with expert witnesses in a variety of disciplines to address technical matters. We have been retained by government entities to represent them as special litigation counsel on large cases. Our litigation group includes attorneys and support staff that are accustomed to working on cases that involve a significant amount of documents, pleadings, and evidence, and we utilize procedures to handle them efficiently.

The Proceeding.

A proceeding to review an application for a site permit for a large, high-voltage transmission project is extremely complex. It involves numerous landowners, communities, natural and aesthetic resources, and economic issues. Given that it is a merchant transmission project, it also requires an evaluation of regional benefits that would be shared by the citizens of New Hampshire. The following is a list of some, but not all, of the services we would provide as outside counsel for the Office of the Attorney General as Public Counsel:

- In-depth review and evaluation of application materials.
- Attend public hearings and meetings.
- Attend SEC procedural hearings.
- Assist in identifying and hiring technical consultants for the public.
- Draft and file discovery on applicants and other participants.
- Review and analyze intervenor testimony and exhibits.
- Assist witnesses for the public in submitting prefiled testimony and preparing for live testimony.
- Participate in evidentiary hearings, including cross-examination of applicant and intervenor witnesses.
- Draft and file motions (as needed) and post-hearing briefs.

The Primmer Team.

The following attorneys are available to work on this matter. Other attorneys may become involved if the need arises.

Elijah D. Emerson/Shareholder – Eli concentrates in the areas of energy law, environmental and land use law, representation of municipalities, administrative law and corporate law. He has extensive experience in the permitting and financing of energy infrastructure projects, including high voltage transmission lines.

Thomas J. Pappas/Shareholder – Tom focuses his litigation practice on business disputes, large construction projects, shareholder disputes, bank related issues, and intellectual property. Tom has litigated matters in state and federal courts as well as administrative proceedings.

Joslyn L. Wilschek/Shareholder – Joslyn specializes in the areas of energy law, environmental law, property and land use law, administrative law, and appellate advocacy. Joslyn advises both

public and private entities on a wide range of legal, regulatory and legislative issues including facility siting and permitting.

Paul Phillips/Shareholder – Paul focuses his practice on the corporate, regulatory and legislative needs of the telecommunications industry.

Gary M. Burt/Shareholder – Gary’s litigation practice includes trials in state and federal courts, and before administrative agencies.

Adam Mordecai/Of Counsel – Adam's litigation practice involves representing insured parties, businesses large and small, and other individuals in various types of litigation.

Matthew Delude/Associate – Matthew focuses his practice on commercial and appellate litigation and has experience with matters involving bankruptcy, financial services, insurance litigation, securities litigation, arbitration, statutory construction and commercial real estate.

Clara Conklin/Associate – Clara’s practice involves commercial litigation, personal injury, product liability, environmental liability, timber trespass, real estate litigation and insurance coverage matters.

Schedule of Rates.

Our hourly rate for representing the Office of Attorney General as Public Counsel in this matter would be a blended rate of \$285 per hour plus expenses. This rate would be applicable to all attorneys that work on this matter. At the end of each month, Primmer will provide Counsel for the Public a billing report in sufficient detail to enable Counsel to determine whether the bill represents the lesser of (a) the cost when applying Primmer’s standard billing rates, or (b) the blended flat rate proposed, \$285. Primmer and the Department of Justice would then jointly determine whether in a given month, the Applicant should be assessed (a) or (b).

Primmer understands that its engagement as counsel for the Public Counsel is subject to approval by the SEC and that the Department of Justice will seek such approval. Primmer acknowledges that neither the State of New Hampshire nor the Department of Justice are responsible for Primmer’s fees and expenses, and that Primmer’s fees and expenses will be assessed against the Joint Applicants by the SEC and payable by the Joint Applicants.

We would be pleased to provide as broad or narrow a scope of work as the Office of Attorney General believes is prudent for this matter. Given the unknown scope of work at this time and the complexity of this proceeding, it is impossible to predict how much time would be spent on this matter or what the associated cost would be. As the proceeding progresses, we would be more than happy to start developing a scope of work and a cost estimate.

Peter C.L. Roth
October 28, 2015
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Thank you for the opportunity to provide this proposal and I look forward to hearing from you.

Sincerely,

A handwritten signature in blue ink, appearing to read "T.J. Pappas". The signature is stylized with a large initial "T" and a cursive "J".

Thomas J. Pappas

TJP/scm - 2183062_3