

STATE OF NEW HAMPSHIRE
SITE EVALUATION COMMITTEE

Docket 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 THE SOCIETY
FOR THE PROTECTION OF NEW HAMPSHIRE FORESTS
TO COMPEL RESPONSES TO DATA REQUESTS**

The Society for the Protection of New Hampshire Forests (the “Forest Society”), by and through its attorneys, BCM Environmental & Land Law, PLLC, respectfully moves for an order to produce data requested by the Forest Society through data requests and objected to by the Applicants, Northern Pass Transmission, LLC and Public Service Company of New Hampshire d/b/a Eversource Energy (“Applicants”). In support hereof, the Forest Society states as follows:

I. SUMMARY

1. Each of the following is discussed in more detail throughout this motion.
2. The Forest Society objects to the Applicant making blanket objections without specifying to which data request the Applicant intends the objection to apply.
3. The Forest Society seeks an order from the SEC that: (1) orders that the Applicant has waived any claim of ambiguity as a basis for not responding; and orders the Applicant to produce: (2) a privilege and confidentiality log; (3) the identity of responder/s and author/s; (4) data in a usable form; (5) the data requested; (6) all data the Applicants have withheld based on its claims that RSA 91-A protects it from discovery, or that it is irrelevant, or that it is proprietary; (7) data about economic conclusions; (8) transcripts of consultant interviews; (9)

raw data; (10) an unredacted copy of the Clean Energy RFP; (11) copies of visual simulations not included in the Application; and (12) photosimulation documents.

II. BACKGROUND

4. On October 19, 2015 Applicant filed its Application for a certificate of site and facility pursuant to RSA 162-H. The Forest Society timely propounded twenty-seven (27) data requests on May 31, 2016. On its deadline to respond of July 8, 2016, the Applicants provided responses to certain of the data requests and objected to others.

5. Since then, the Applicants and the Forest Society have worked together on several fronts, resulting in two extensions that ultimately reset the deadline to move to compel to August 15, 2016.

6. The Applicants and the Forest Society have also mutually resolved numerous data request issues, some of which were resolved as a result of a multi-party meeting with counsel for the SEC and SEC Administrator Pamela Monroe that the Forest Society convened.

7. Throughout these communications and negotiations, the Forest Society has endeavored to bring to the attention of the Applicants for purposes of possible resolution all of the issues raised in this motion.

8. This motion addresses only those issues which the Applicants and the Forest Society were not able to resolve to the reasonable satisfaction of the Forest Society.

9. The First Data Requests of the Society for the Protection of New Hampshire Forests is attached as Exhibit A (“Data Requests”). The Applicants entire response document, excluding its attachments or anything produced subsequent to the document, is attached as Exhibit B (“Response”).

III. OBJECTION TO GENERAL OBJECTIONS

10. The Applicants have withheld from production certain documents and information based on two types of objections: those stated directly in connection to a particular data request and those stated in a general way at the outset of their response document (“General Objections”).

11. The General Objections do not identify in any way to what data request they apply.

12. Such vague and overly broad approach to objections violates N.H. Admin, R. 202.12(i)(2) which required the Applicants to “[c]learly state the grounds on which the objections are based.”

13. Such lack of specificity leaves the Forest Society unable to determine whether the Forest Society accepts the objection and therefore accepts the Applicants’ decision to not produce certain documents and information, or, conversely, whether the Forest Society does not accept the objection and therefore wishes to compel production.

14. Accordingly, the Forest Society respectfully requests that the Subcommittee order the Applicants to specify to which data request each of the General Objections applies, if any, and, based on the Applicants’ response, allow an additional motion to compel by the Forest Society if necessary.

15. If the Applicants do not clarify to which data requests their General Objections are asserted, the Forest Society respectfully requests that the Subcommittee issue an order precluding the Applicants at all future stage of this proceeding from relying on or invoking in any way any of the General Objections. C.f., Laramie v. Stone, 160 N.H. 419, 435 (2010)

(stating “well-settled” law that “a contemporaneous and specific objection at trial is generally required to preserve an issue for appellate review”).

IV. APPLICANTS DID NOT FOLLOW DATA REQUEST INSTRUCTIONS AND DEFINITIONS

16. It is standard practice before the SEC for the propounder of discovery to preface their requests with instructions and definitions to the party that will answer the requests, which the Forest Society did using numbered paragraphs.

17. The general purposes of these instructions and definitions are to: avoid and resolve issues sooner rather than later; and to ensure that the data-request process leads to the clarification—rather than the frustration—of matters.

18. The Applicants generally declined to follow the Forest Society’s instructions and definitions.

a. Applicants Waived Claim of Ambiguity

19. Instruction number 4 requests that “If You feel that any data request is ambiguous, please notify us as soon as possible so that the request may be clarified prior to the submission of Your written response.”

20. This type of instruction is consistent with the legal requirement for a party answering data requests to file a written objection “within 10 days following receipt of the request unless a different time period is specified in an applicable procedural order.” N.H. Admin. R. 202.12(i)(1). The Applicants did not provide any objection to the Forest Society within ten days and therefore have waived their right to object to the Forest Society’s data requests. N.H. Admin. R. 202.12(j).

21. In their Response, the Applicants object to data requests numbers 7 through 10 asserting that they are ambiguous, however, the Applicants did not so notify the Forest Society prior to submitting their response so that the Forest Society could attempt to modify the data request to remove any ambiguity. The Applicants have since declined further request for clarification.

22. Had the Applicants followed the legal requirements or the instructions, the Forest Society could have clarified its data requests to allow for the timely production of information prior to technical sessions.

23. The Forest Society respectfully requests that the SEC order that the Applicants have waived their right to object based on ambiguity.

b. Applicants Did Not Provide Privilege and Confidentiality Log

24. Instruction number 6 instructed the Applicants to provide a log containing information about documents withheld based on an asserted privilege. This type of “privilege log” or “confidentiality log” is exceedingly common practice, and required in most contexts to enable a party to withhold production based on a claim of privilege.

25. The purpose of the log is to allow the propounder to know what has been withheld it and to assess the claim of privilege.

26. Because the Applicants have produced no accounting or log of documents withheld for any data request, the Forest Society is wholly disabled from evaluating whether it accepts or rejects any claim of privilege.

27. The Forest Society respectfully requests that the SEC order that the Applicants provide a privilege and confidentiality log identifying all withheld information and documents with enough specificity for the Forest Society to assess the Applicants’ claim.

c. Applicants Did Not Identify Responder/s

28. Instruction number 7 instructed the Applicants to identify the person providing the response, the person who will testify to such information, and each individual who supplied information in response to each data request.

29. The Applicants have not identified any such persons. So, the Forest society does not know which individual or group of individuals: prepared any of the Applicants' narrative responses to its data requests; or authored or otherwise prepared most of the documents produced.

30. Not identifying any such persons has already hampered and frustrated the Forest Society's ability to efficiently prepare for technical sessions, relief for which the Forest Society may need to seek from the SEC in the future.

31. The Forest Society respectfully requests that the SEC order that the Applicants identify, for each data request response and each document produced, all of the individuals responsible for the response or document.

d. Applicants Did Not Produce Data in Usable Form

32. Instruction number 11 requested that the Applicants' responses be in the following form:

. . . the form that will most likely enable the requestor to use the [information]. Should You have any question whether the requestor possesses software or other means necessary to run the Document, Information, and/or Communication, please notify us as soon as possible so that we can arrive at a mutually agreeable arrangement regarding production prior to the submission of Your written response. In the event that the [information] to be Produced requires specialized software or other means to run it, we reserve the right to request copies of or access to such software or other means. Data dictionaries and/or variable names should be provided.

33. The Applicants completely disregarded instruction number 11 such that the Forest Society cannot use all of the information produced to it, despite a significant deployment of effort on behalf of itself, its counsel, and its experts.

34. As discussed below, much of the non-narrative data was produced in such a fashion that does not enable use of the information. For example, the Excel workbook provided in response to numbers 7 and 11 is in a “protected” format that makes it more difficult for the Forest Society’s experts to use the data.¹

35. Also as discussed below, no data dictionaries were provided that explain the terms, acronyms, and other data provided, particularly with regard to the Applicants’ responses to numbers 7 and 11, making much of the information unusable and unintelligible.

36. The Applicants also did not provide any index of native software programs or any other type of explanation or identification explaining what software was needed to access natively produced documents, or even that specific software was required to access certain documents.

37. The Applicants also did not provide the access to the native software used (some of which requires expensive licenses).

38. The Applicants’ provision of an index on July 27, 2016 does not remedy their failure to provide full and complete access to all intervenors to expensive, licensed software.

39. The Applicants’ disregard of the Forest Society’s reasonable instructions has already resulted in time lost, additional expense, and additional obfuscation of the information sought by the data requests.

¹ A “protected” Excel workbook essentially freezes the workbook and prevents the Forest Society’s experts from using the numbers efficiently, preventing cutting and pasting and requiring manual insertion of the numbers in the workbook.

40. The Forest Society respectfully requests that the SEC order that the Applicants produce data in the form that will enable the Forest Society to actually make use of it.

e. Applicants Did Not Produce Most of the Data Requested

41. The Forest Society prefaced its data requests with definitions defining such terms as “communication,” “document,” and “information” to avoid ambiguity as to the types and forms of data that the Forest Society expected to receive from the Applicants.

42. The defined terms requested data in numerous forms, including correspondence, emails, notes, minutes, audio and video, writings, etc.

43. In response to the Forest Society’s 27 data requests, the Applicants provided zero emails and zero correspondence involving any person or entity affiliated with the Applicants.

44. One would reasonably assume that a Project with years of history and route changes would have generated the types of documents defined in the Forest Society’s definitions and sought in its requests.

45. The limited information provided by the Applicants include an Excel workbook that is, as discussed herein, problematic and unresponsive, and that the Applicants assert is responsive to as many as four data requests (numbers 7, 11, 21, and 23), two articles and some raw data that were expressly asked for, one sheet of paper purportedly related to number 23, one sheet of paper purportedly related to number 20, and 251 pages of unexplained data purportedly related to number 7.

46. The Applicant twice referred the Forest Society to its Clean Energy RFP proposal, though referenced sections are heavily redacted.

47. The remainder of the Applicants’ responses, to the extent they responded, direct the reader only to parts of the Application.

48. The Applicants' apparent decision to provide as little information as possible—while creating unnecessary issues with the information they provided—should not be condoned.

49. The Forest Society respectfully submits that the Applicants be compelled to produce “communications,” “documents,” and “information” as the Forest Society’s definitions describe and its requests seek.

V. APPLICANTS ERRONEOUSLY WITHHELD DATA PURSUANT TO RSA 91-A, RIGHT-TO-KNOW

50. The Applicants objected based on RSA 91-A to three Forest Society data requests—number 1 requested data regarding ISO-NE’s acceptance of megawatts from the Project into the Forward Capacity Market; number 20 requested “documentation that breakdowns the \$1.6 billion capital cost” of the Project; and number 21 requested additional data regarding “the estimated cost of NPT.”

51. The Applicants’ objection asserted that responsive information is confidential and is exempt from disclosure under RSA 91-A:5, IV, which is the Public Right to Know Law.

a. Applicants May Have Provided Requested Data

52. In response to the Forest Society’s follow up, the Applicants stated that an Excel worksheet labeled “cost data” provided in response to Forest Society number 11 contains information responsive to number 20 (a clarification the Applicants did not make in their Response).

53. Upon review of said worksheet it is unclear at this time whether the worksheet is fully responsive to number 20. The Forest Society’s experts are currently assessing the worksheet.

54. Even if the worksheet is fully responsive, it is obfuscatory to object to number 20 while at the same time, without saying so, provide the information as one of many worksheets associated with the response to number 11.

55. To the extent that the Forest Society determines that the worksheet is not fully responsive and so notifies the SEC, the Forest Society respectfully requests the SEC to order the Applicants the fully respond.

b. Right-to-Know Does Not Apply As Applicants Claim

56. The Applicants cite the SEC's prior use of RSA 91-A; however, the Applicants' invocation of RSA 91-A to discovery is misplaced.

57. The two SEC orders cited by the Applicants use an RSA 91-A analysis only to determine whether information should be given confidential treatment. The orders establish precedent that disclosure of such information is routinely made to a requesting intervenor pursuant to a confidentiality agreement. *See Application of Antrim Wind Energy, LLC, Order on Outstanding Motions*, Docket 2012-01 (Aug. 22, 2012);² *Application of Laidlaw Berlin BioPower, Order on Partially Assented-to Motion for Protective Order and Confidential Treatment for Certain Confidential, Commercial, and Financial Documents, Application of Laidlaw Berlin BioPower, LLC*, Docket 2009-02 (June 9, 2010).

58. In Laidlaw, the order did not concern discovery or a motion to compel; the issue was whether information should be treated confidentially. The SEC went through the 91-A analysis, decided that the information was confidential, and then ordered that the applicant furnish the information to the moving parties (Counsel for the public and the City of Berlin) subject to confidentiality agreements.

² In their response to number 20, the Applicants mischaracterize the order of the SEC in Antrim Wind, stating that the motion to compel was *denied* based on "highly confidential" data. The motion to compel was not denied; the applicant was required to produce the "highly confidential" information under a confidentiality agreement.

59. In Antrim Wind, the order cited by the Applicants addressed both motions to compel and the applicant's request for confidential treatment of certain information. The SEC did not do an RSA 91-A analysis with regard to the motions to compel. Instead, the SEC did an RSA 91-A analysis to determine whether certain information should be afforded confidential treatment. When the SEC determined—not under an RSA 91-A analysis—that information that a party sought to compel was confidential, the SEC routinely ordered that the applicant provide the information subject to a protective order. See Antrim Wind at 2–11.

60. Similarly, in this Northern Pass docket, this Subcommittee went through the RSA 91-A analysis when the Applicants sought confidential treatment of certain information, and the Subcommittee granted the Applicants' motion for protective treatment but ordered that the information be provided to intervenors subject to confidentiality agreements. *Joint Application of Northern Pass Transmission, Order on Motion for Protective Order and Confidential Treatment*, Docket 2016-06 (May 25, 2016).

61. Under the prior orders cited by the Applicants, no SEC precedent invokes RSA 91-A to withhold confidential information during discovery from an intervenor that is already party to a confidentiality agreement, such as the Forest Society is.

62. With respect to number 21, the Applicants object to the data request “to the extent it seeks to obtain confidential, commercial and financial information or Critical Energy Infrastructure Information (“CEII”).” The Applicant further objects on the basis that the information is not relevant. However, the legal standard in discovery is not whether the requested information is relevant but whether it is reasonably calculated to lead to the discovery of admissible evidence.

63. With respect to number 20, the Applicants declined to follow instruction number 6 and did not provide a log of withheld information, making it impossible to determine what information is being withheld as confidential and what information is withheld as CEII.

64. The Forest Society respectfully requests that the SEC order the Applicant to provide, subject to the confidentiality agreement only if the Applicant is able to establish the confidentiality of such information, the information requested in numbers 1, 20, and 21.

65. Additionally, the Applicants should be compelled to provide a log of any withheld information, as instructed in instruction number 6. The Forest Society respectfully reserves the right to object to any claims of privilege or confidentiality that the Applicants may make, aside from their already-claimed ground of RSA 91-A.

VI. DATA REQUESTS RELEVANT TO THE REPORT OF LONDON ECONOMICS INTERNATIONAL

66. The Forest Society propounded several data requests seeking information about London Economics International's (LEI) economic analyses; these requests are numbers 7 through 12.

67. In short, these data requests seek to understand the inputs that LEI used in its analyses, the outputs (i.e., the purported benefits), and the analytical processes employed by LEI to arrive at its conclusions. These data requests were designed to understand how LEI transformed the inputs into outputs.

68. Without this information, it is impossible for the Forest Society (or any other intervenor) to test or replicate LEI's conclusions as to the Project's benefits. In particular, the content (or lack thereof) and formatting of what the Applicants have produced generally prevent the Forest Society and its consultant from doing the following: (1) copying and pasting any of

the data, which is critical given the magnitude of the data; (2) ensuring LEI's basic math and reference functions are correct; (3) determining the source of certain inputs; (4) verifying corrupted cell problems in earlier-produced data has been fixed appropriately and with structural data integrity; (5) testing, replicating, and assessing: the Applicants' input selection methodology and other possible as yet unknown methodologies using REMI or any other econometric statistical and/or simulation software program; and the appropriateness of the analytical processes to the forecasting tasks performed.

69. Whether the Project's benefits outweigh the adverse impacts of the Project are at the heart of the SEC process, as it is the benefits of a project that inform the SEC as to whether the Project will "unduly interfere with the orderly development of the region" and whether the Project will have "an unreasonable adverse effect on aesthetics, historic sites, air and water quality, the natural environment, and public health and safety" under RSA 162-H:16, IV (b) and (c) (emphasis added). Indeed, the overall purpose of the SEC process is to balance the impacts and benefits. See RSA 162-H:1.

70. Without the requested data, no intervenor can determine whether LEI's estimates of local, statewide, and/or regional retail economic benefits are reliable and, therefore, whether these purported benefits help justify the Projects adverse impacts under RSA 162-H:16, IV(c).

71. In light of the purpose of the SEC process and the specific findings that the Subcommittee must make, it is critical that the conclusions of LEI are subjected to rigorous analysis, verification and replication by intervenors. Given the current failure of the Applicants to fully respond to the Forest Society's data requests concerning LEI's conclusions, the Forest Society is prevented from exercising its right to conduct the rigorous analysis it believes to be essential.

72. It is important to note that all of the direct benefits of the Project itself—apart from unrelated payments the Applicants make under their Forward NH Plan—touted by the Applicants are found in the LEI report, making a full and fair critique of LEI’s conclusions all the more important.

a. Applicants Did Not Produce Data About Economic Conclusions (Numbers 7 Through 10)

73. Numbers 7 through 10 are minutely detailed, virtually identical requests. Each request seeks the same data but with regard to four different conclusions by LEI as to the purported benefits of the Project. See Requests 7 through 10 (the differences in the requests are found in lines 3 and 4 of the requests).

74. These requests are some of the requests the Applicants claimed in their Response are ambiguous or vague. As discussed in the previous section, the Applicants have not explained how these requests are ambiguous or vague, having declined to follow the Forest Society’s instructions or the legal requirements. Numbers 7 through 10 are anything but ambiguous or vague, and therefore, the Applicants should be compelled to produce the requested information.

75. With regard to numbers 7 through 10, the Applicants have declined to provide critical information explaining exactly the manner in which LEI calculated its benefits. The Applicants have not provided *any* explanation of methods of calculation except to say that the Applicant and LEI fed inputs into three proprietary models; models that the Applicants have refused to provide.

76. Following is the specific list of items that were requested in numbers 7 through 10 and that the Applicants have not provided:

- 1) “simulation methodology used (e.g., Monte Carlo, varied distribution selection)”;

- 2) “analysis methodology used (e.g., frequentist, Bayesian)”;
- 3) “prior assumptions, forecast and projection methodologies used (e.g., linear regression, averaging, neural networks)”;
- 4) “modeling methodology used”;
- 5) “distribution assumptions for independent variables (e.g., normal, inverse gamma, etc.)”;
- 6) “random number seeds”;
- 7) “likelihood functions employed, if any”;
- 8) “number of simulations”;
- 9) simulation “outputs (including variance; standard errors; skewness; kurtosis; confidence intervals; goodness of model fit of all distributions of all simulated dependent variables; forecast results; r² values; goodness of fit statistics; F statistics; t statistics; tests for heteroscedasticity; and, for scenarios, all scenario input and output used to make statements for the referenced time period)”;
- 10) NAICS codes.

77. The Applicants have stated in an email to Forest Society counsel that these ten items are “not applicable” because LEI “did not use statistical analysis” but instead used three software modeling programs (POOLMod, FCA Simulator, and REMI PI+). However, all three modeling programs use statistics extensively, and the outputs were derived using statistics.

78. Obviously, economic modeling is a complex undertaking that is beyond the knowledge of all but experts in the field. Accordingly, the Forest Society has a right to this information to have its consultants test the conclusions of the Applicants’ consultants.

79. Cutting through the economic jargon is the Forest Society’s base request: the Applicants should be required to disclose, precisely, how LEI arrived at its conclusions about the purported benefits of the Project, which includes providing the ten items listed above as well as

providing a functioning, usable Excel workbook upgraded from that which was provided in responses to numbers 7 and 11. As discussed above and below, this information is absolutely necessary for the SEC and intervenors to ascertain the reliability of LEI's conclusions and, therefore, for the SEC to perform the balancing required by RSA 162-H.

80. While the Applicants have provided some information, it is not sufficient in quantity, quality, detail, or usability for anyone but LEI to know how they reached their results. As of now, there is no way for the Forest Society to verify or analyze the Applicants' outputs.

b. Applicants Have Not Produced Economic Data (Number 7)

81. With respect to number 7, the Applicants also objected based on confidentiality but agreed to furnish the information subject to a confidentiality agreement. As noted, number 7 seeks data with regard to one of four conclusions by LEI.

82. Although the Forest Society and the Applicants entered into such a confidentiality agreement and the Applicants provided information purportedly responsive to number 7, the information provided by the Applicants is not actually responsive, as discussed above and below.

i. Applicants' Provision of Certain Economic Inputs & Outputs Insufficient

83. The Applicants produced a hard-copy document labeled "Inputs and Outputs Used in LEI Analysis" ("Inputs Document").

84. As an explanatory note, documents within the Inputs Document that illustrate the points made here are identified with the identification number the Applicants provided. The Forest Society notes that the SEC does not have these documents because such discovery production is not routinely filed with the SEC. The documents are marked confidential and the Forest Society received the documents subject to a confidentiality agreement. So, at this time, the Forest Society only identifies the document but does not attach it. Should the SEC wish to have a

copy of any of these documents filed with it, or for either party to bring a hard copy to any hearing, the Forest Society and the Applicants should be able to do so upon order of the SEC.

85. The series of documents contained in the Input Document consist of approximately 215 pages of unexplained numbers.

86. As with the data provided on the thumb drive discussed below, these documents generally lack explanation of terms and acronyms used, methodologies, confidence intervals, etc. (for example, page NPT_DIS 041076).

87. Missing from the Input Document are: (1) how outputs were derived; what methodologies were used; a listing of inputs; and what transforms were employed (for example, pages NPT_DIS 041077 and NPT_DIS 041078); (2) how assumptions were arrived at; the calculation of the average daily growth rate; and a definition of “rolling” (for example, page NPT_DIS 040873); and (3) sources of data and the methodologies used (for example, pages NPT_DIS 040874 and NPT_DIS 040881).

88. The Forest Society respectfully requests the SEC to order the Applicants to: reproduce these documents in such a way as to include a full explanation of what they are as well as all of the inputs and outputs used therein; provide a data dictionary (as requested in instruction number 11) as well as more-detailed data outputs that include all the outputs, the distributional outputs, the outputs that were used by LEI, and the outputs discarded, as only select outputs are contained in the documents provided; and to make such production electronically.

ii. Applicants' Provision of Excel Workbook Insufficient

89. The following section explains with great care the details and sequence of production with respect to certain economic data and inputs. The bottom line is the Applicants

still have not produced the reasonably sought data, leaving the Forest Society unable to test the methods and inputs the Applicants' consultants rely upon.

90. In response to the data requests, the Applicants first provided the Forest Society with a thumb drive labeled as responsive to "SPNHF #7, #11, #23 LEI Labor & Wage Data" containing a Microsoft Excel workbook, which is comprised of Excel worksheets.

91. This first production included several shortcomings that Forest Society counsel raised with the Applicants, namely that: (1) the Excel workbook was provided in .xls format, which is an older version of Excel that needlessly limits functionality; (2) that the spreadsheets had hundreds of corrupted cells; (3) that many references were invalid; and (4) that the workbook was provided in a non-user-friendly "protected" format.

92. The Applicants responded with a second thumb drive purporting to fix the reference errors, stating that "the reference errors in the workbook originally provided were a result of linkages to data that was located in separate databases." When asked to provide the separate databases, the Applicants declined, stating that the databases were a "detailed breakdown of NPT's revenue requirement" and are irrelevant and confidential.

93. Upon opening the "revised" workbook, a dialog box pops up that says: "This workbook contains links to one or more external sources that could be unsafe." These links appear to be to the five withheld Excel "databases" referenced by Applicants' counsel that are used to populate some of the cells in the Excel workbook provided. However, one cannot discern which cells are implicated because the Applicants stripped the references.

94. These are very important files because they make up the apparent inputs that are inserted into the workbooks somewhere and used in the "To REMI" worksheet, which is one worksheet contained in the Excel workbook provided.

95. The Applicants' assertion that the linked workbooks or databases are being withheld because they are irrelevant lacks merit, as do all other claims the Applicants make in their Response that the information sought is not relevant. As noted, the legal standard in discovery is not whether the requested information is relevant but whether it is reasonably calculated to lead to the discovery of admissible evidence.

96. The withheld workbooks or databases are part of LEI's foundation of its presentment of purported benefits of the project. Whether the databases themselves would be admissible evidence at the adjudicative hearing is not the issue at this discovery stage of the proceeding. See Application of Antrim Wind Energy, *supra*, at 18 ("Disclosure at this point in time simply supports the ability of Counsel for the Public to prepare for an eventual adjudicatory proceeding. It has not yet been determined whether this financial information will actually be admitted as an exhibit.")

97. The Applicants' second production of the Excel workbook has been unacceptably altered and includes the following shortcomings, making it unresponsive to the Forest Society's data requests: (1) it is still in the outdated .xls format (rather than .xlsx); (2) it is still in a "protected" format; (3) the inputs, all of which are not included, still need to be verified as to source and accuracy; and (4) the new Excel workbook strips all references in the "To REMI" worksheet (one sheet of the workbook), which was not the case with the first production.

98. The Applicants' stripping of all references removes all references to cells in other worksheets in the workbook. These shortcomings are important. The fact that the more recent version strips all of the references in the "To REMI" worksheet prevents the Forest Society's consultant from evaluating the Applicants' conclusions, as noted previously.

99. In response to the request of counsel for the Forest Society to provide the Excel workbook in an “unprotected” format, the Applicants asserted that they “are providing it as a protected Excel workbook in order to provide the requested data in a readable and manageable format.” Yet, the deliberate action of the Applicants in how they have produced this data have made the workbook *more* difficult to read and manage the data.

100. In sum, the Forest Society respectfully requests that the SEC order the Applicants to produce, pursuant to the confidentiality agreement between the parties, the Microsoft Excel workbook responsive to Forest Society requests numbers 7, 11, and 23 as follows: (1) in the current version of Excel (.xlsx); (2) without corrupted cells; (3) not in “protected” format; (4) with complete, active, and functioning links to data located in five separate databases concerning a detailed breakdown of NPT’s revenue requirement (which may necessitate the production of those other databases); and (5) that includes (unstrips) all references in the “To REMI” worksheet.

iii. Applicants Have Not Provided Data for Future Household and Commercial Energy Savings (Number 8)

101. Number 8 seeks the same types of information as number 7 but with regard to LEI’s projected “future household and commercial energy savings.” Again, this section provides ample detail to describe the information sought, its importance, and the bottom line is that forest Society has not obtained the information it seeks.

102. The Applicants failed to provide any additional data with respect to number 8. Instead, in their response, the Applicants point to Section 5.9 and Appendix D of the LEI report. However, neither Section 5.9 nor Appendix D provide the information requested.

103. In their response, the Applicants state that Appendix D contains “detailed assumptions”, but the information in Appendix D is not the inputs, outputs, methodology, or description of how the inputs were transformed into outputs. Without the requested data, no intervenor can determine whether LEI’s estimates of future household and commercial energy savings are reliable and, therefore, whether these purported benefits help justify the Project’s adverse impacts under RSA 162-H:16, IV(c).

104. The Forest Society respectfully requests that the SEC order the Applicants to produce the information requested and, if the Applicants claim that such information is confidential, to produce it subject to the confidentiality agreement between the parties.

iv. Applicants Have Not Provided Data for Local, Statewide, and/or Regional Retail Economic Benefits (Numbers 9 and 10)

105. Numbers 9 and 10 request the same types of information as numbers 7 and 8 but with regard to LEI’s estimates of “local, statewide, and/or regional retail economic benefits” and the projected “economic benefit of the NPT,” respectively.

106. The Applicants’ responses to numbers 9 and 10 are identical. In their responses, the Applicants cite Section 7 and Appendices D and E of the LEI report. However, those sections do not provide the information requested.

107. Without the requested data, no intervenor can determine whether LEI’s estimates of local, statewide, and/or regional retail economic benefits or the overall projected benefits are reliable and, therefore, whether these purported benefits help justify the Project’s adverse impacts under RSA 162-H:16, IV(c).

108. The Forest Society respectfully requests that the SEC order the Applicants to produce the information requested and, if the Applicants claim that such information is confidential, to produce it subject to the confidentiality agreement between the parties.

v. Applicants Have Not Provided Sector by Sector Breakdown

109. Number 11 sought a sector-by-sector breakdown of the inputs and outputs related to LEI's purported local, statewide, and/or regional economic benefits.

110. The Applicants objected on the basis of confidentiality and stated that they would provide the information subject to a confidentiality agreement. The Applicant then provided information on a thumb drive, including some inputs and outputs.

111. However, consistent with the discussion above, the information provided does not include any explanation of where the inputs come from, i.e., what entity supplied them, and the Applicants have not provided any explanation of the analytical methodology that LEI employed to transform the inputs to outputs, except to say that LEI used three proprietary models that the Applicants will not produce. The Applicants also have not provided NAICS codes as expressly requested.

112. The Applicants provided additional data seemingly responsive to numbers 7 and 11, however, the new Excel spreadsheet is inadequate and unusable for the reasons set forth above.

113. The Forest Society respectfully requests the SEC to order the Applicants to produce the information requested and, if the Applicants claim that such information is confidential, to produce it subject to the confidentiality agreement between the parties.

vi. *Applicants Have Not Produced Proprietary Data*

114. Number 12 mentions three software modeling programs that LEI used. In number 12, the Forest Society reserved its right to request copies of POOLMod and REMI PI+, and requested the FCA Simulator, which LEI had not labeled proprietary in its report.

115. The Applicants objected to providing FCA Simulator based on it being proprietary to LEI.

116. Regardless of the claimed proprietary nature of the three software modeling programs, the Applicants must explain how the inputs are transformed to outputs, i.e., what the models do.

117. The Forest Society's software questions and simulation questions are completely appropriate—the Forest Society is not seeking to steal the program but to verify that they work as LEI says they do and that LEI used them correctly and in a consistent and professionally expert manner.

118. If the Applicants will not explain the assumptions behind the input transformation, LEI could produce any result it wants and refuse to explain it by calling it proprietary.

119. In a prior docket, the SEC has compelled the disclosure of proprietary information subject to a confidentiality agreement. See Application of Antrim Wind, *supra*, at 17.

120. In Antrim Wind, the applicant sought to protect the proprietary information of a manufacturer that, because the applicant had received the proprietary information from the manufacturer, the applicant sought to have treated confidentially. Id. at 16.

121. The SEC recognized that such proprietary information was a relevant part of the “constellation of information” that the SEC would use to determine whether the wind project would have an unreasonable adverse impact on aesthetics and public safety. Id.

122. The SEC ordered that the proprietary information be made available to any party willing to sign a confidentiality agreement. Id. at 17.

123. It is important to note that the issue in Antrim Wind was whether the information should be treated confidentially; the SEC did not use the proprietary nature of the information as a bar to whether an intervenor could have access to the information at all in discovery.

124. The Applicants’ assertion that proprietary information could be completely withheld from intervenors is not supported by precedent.

125. The Forest Society respectfully requests the SEC to order the Applicants to produce the three proprietary models used by LEI to any party subject to a confidentiality agreement. This balance would protect LEI’s proprietary information while also allowing intervenors to test the purported benefits of the Project that LEI asserts.

126. Finally, to the extent the Applicants argue that number 12 did not ask for blank and fully loaded versions of POOLMod, REMI PI+, and FCA Simulator, the Forest Society hereby requests such information, and, if deemed necessary by the SEC, reserves its right to submit additional data requests requesting the same. (To be clear, the Forest Society believes it has already asked for this.)

VII. APPLICANTS HAVE NOT PRODUCED THREE OTHER TYPES OF INFORMATION

a. Applicants Did Not Produce Transcripts of Consultant Interviews (Number 13)

127. Number 13 requested information related to transcripts of case study interviews associated with the Chalmers report about property values.

128. The Applicants' response stated in part: "There are no transcripts of the interviews."

129. Forest Society counsel followed up with the Applicants to determine whether transcripts ever existed; the Applicants have not responded.

130. If transcripts of the interviews existed at one time but no longer exist, the Forest Society respectfully the SEC to order the Applicants to produce a log of the transcripts as requested in instruction number 6.

131. The transcripts may allow the Forest Society and its experts to test Mr. Chalmers' conclusions as to the Project's estimated effects on property values, and are therefore relevant to the Project's effects on the orderly development of the region and aesthetics under RSA 162-H:16, IV(b) and (c).

b. Applicants Have Not Provided Raw Data (Numbers 17 and 18)

132. Numbers 17 and 18 seek "raw data" associated with two publications relied upon in the Chalmers report.

133. The Applicants' responses to numbers 17 and 18 are as follows: "The raw data files requested are the property of North Western Energy and can only be released with its permission."

134. In a follow up to the Applicants, Forest Society counsel noted that the Applicants did not provide an address or name of a person at North Western Energy to contact, asked whether the Applicants or Mr. Chalmers have requested permission of North Western Energy to release the raw data files, and, if not, requested that the Applicants do so.

135. The Applicants have not responded.

136. As with the information related to the transcripts at issue in number 13, this raw data may allow the Forest Society and its experts to test Mr. Chalmers' conclusions as to the Project's estimated effects on property values.

137. The Applicants conceded the relevance of such raw data by providing similar raw data in response to number 19 without objection.

138. The Applicants failure to provide a contact person at North Western Energy makes it all but impossible for the Forest Society to obtain its permission to release the raw data, which is the purpose behind the request in instruction number 6 that the Applicants provide the "identity of the person holding [the data] and the location of its custody."

139. Additionally, under SEC precedent proprietary information is discoverable pursuant to a confidentiality agreement, which the Forest Society and the Applicants have entered into. See Application of Antrim Wind Energy, *supra*, at 16–17.

140. The Applicants respectfully request that the SEC order the Applicants to provide the raw data requested in numbers 17 and 18.

**c. Applicants Have Not Provided Information on Recoupment of Costs
(Number 26)**

141. Number 26 requests data related to the recoupment of costs of the Canadian portion of the Project.

142. The Applicants did not object but referred to two sections of their proposal in response to the Clean Energy RFP, which the Applicants stated is available at a given website. However, both referenced sections of the Applicants' proposal available at the website are heavily redacted.

143. Counsel for the Forest Society requested the unredacted document, but the Applicants have not responded.

144. The Forest Society respectfully requests that the SEC order the Applicants to produce an unredacted version of their Clean Energy RFP proposal.

VIII. DATA REQUESTS OF MUNICIPAL GROUP 1 NORTH (NUMBERS 21 AND 22)

145. The Forest Society moves to compel the production of data responsive to two data requests propounded by Municipal Group 1 North (MG1N).

146. The SEC urged intervenors to work together on data requests, and many intervenors worked together to streamline the data-request process and prevent duplication of data requests, which was a benefit to the Applicants and the process overall.

147. Site 202.12(k) does not prevent a party from moving to compel on data requests propounded by another party.

148. It is entirely reasonable that the Forest Society move to compel on data requested by another party that is of significance to other intervenors including the Forest Society.

a. The Applicant Has Not Provided Visual Simulations (Number 21)

149. MG1N's number 21 sought the following: "Please identify and produce copies of all visual simulations of the Project in the North Country Towns that have not been included in the Application."

150. The Applicants objected on the basis that the requested simulations are “drafts” of their consultant’s report that are protected as work product under RSA 516:29-b.

151. The Forest Society agrees with the Applicants that RSA 516:29-b has recently been amended to protect prior drafts of a party’s consultants. However, RSA 516:29-b requires the disclosure of “the facts or data considered by the witness in forming the opinions.”

152. Visual simulations *not* included in the Application are not drafts; rather, they are simply simulations that the consultant did not use in his final report and, as such, are discoverable as “facts or data considered by the witness in forming the opinions.”

153. A “draft” visual simulation would be an earlier version of a simulation, regardless of whether the simulation was ultimately included in the report. A simulation not used does not constitute a draft report.

154. The Applicants’ visual expert made decisions about which visual simulations to include in his report and which to exclude, all of which informed the expert in forming his opinion.

155. Aside from claiming the simulations are draft reports, the Applicant further responds that number 22 “seeks irrelevant information and is not likely to lead to admissible evidence,” citing RSA 541-A:33.

156. RSA 541-A:33 governs the admittance of evidence in an administrative hearing and is not controlling over discovery, in which information must be produced if it is reasonably calculated to lead to the admissibility of admissible evidence.

157. A review of the simulations that the expert decided not to include in his report is a relevant and important part of rigorously reviewing the expert’s conclusions, which are essential

to determining whether the Project would have an unreasonable adverse impact on aesthetics under RSA 162-H:16, IV(c).

158. The determinative factors at this time are that the unused simulations are not protected by RSA 516:29-b and are designed to lead to the discovery of admissible evidence, not whether the unused simulations themselves will ultimately be admitted as evidence. C.f., Application of Antrim Wind Energy, *supra*.

159. The Applicants' response to number 21 states that "the Applicants do not have any documents to respond to this request." Forest Society counsel followed up with the Applicants to clarify whether the visual expert has in his possession unused visual simulations and, if so, whether it is the Applicants' position that they do not have access to those simulations. Forest Society also requested a log identifying any responsive simulations in the expert's possession. The Applicants have not responded.

160. The Forest Society respectfully requests the SEC order the Applicants to produce all simulations in its or its expert's possession that were not included in the Application.

161. If this request is denied, the Forest Society respectfully requests that the Applicant be compelled to produce a log identifying and describing any such simulations.

b. The Applicant Did Not Provide Photosimulation Documents (Number 22)

162. MG1N number 22 sought documents related to the unused simulations requested in number 21.

163. The Applicants objected on the same bases as in number 21.

164. The Applicants further responded as follows: "Please see the "photosimulation documents, *fieldwork notes*, and *emails* pertaining to all photosimulations published in Pittsburg, Clarksville, and Stewartstown which have been uploaded to the ShareFile Site." (Emphasis

added.) However, the documents uploaded to ShareFile do not include emails and do not appear to include fieldwork notes.

165. The uploaded documents are formatted in Google Earth, Microsoft Excel, or Photoshop.

166. Forest Society counsel followed up with the Applicants to ask for a description of the documents, the identification of the person(s) who prepared them, and when they were prepared, as well as a request for a log identifying withheld documents. The Applicants have not responded.

167. Without a log of withheld data, it is unknown what documents are withheld as purported drafts under RSA 516:29-b.

168. For the same reasons stated with respect to number 21, the Applicants' assertion of RSA 541-A:33 is misplaced.

169. The Forest Society respectfully requests the SEC order the Applicants to produce information, including emails and fieldwork notes, responsive to number 22 regarding visual simulations that have not been included in the Application, as well as a log of withheld documents, if any.

IX. DATA REQUESTS OF OTHER PARTIES

170. The Forest Society is currently seeking to obtain copies of responses and data the Applicants provided to other parties, including Counsel for the Public. To the extent that the Forest Society is unable to obtain such data, the Forest Society respectfully reserves the right to seek relief from the SEC to obtain such data.

171. The Forest Society incorporates by reference all legal arguments from other parties seeking to compel with respect to data requests propounded to date.

X. CONCLUSION

172. In addition to the data requests discussed herein, there are many more to which we disagree with the Applicants' objections and sufficiency of responses, but the Forest Society does not move to compel because asking questions at technical sessions may be more fruitful. The Forest Society reserves its right to seek such information at technical sessions and request that additional information be provided following technical sessions.

173. Several factors have prevented the Forest Society and its experts from fully evaluating all of the information the Applicants provided in response to data requests of the parties to determine its sufficiency compared to the data requested, including the magnitude of the Project, the volume of production, and the technical and other multitudinous difficulties involved in the Applicants' production. Accordingly, the Forest Society reserves the right to seek further information from the Applicants in the future.

174. The Forest Society hereby certifies that it made a good faith effort pursuant to Site 202.12(k)(4) to resolve these disputes informally.

175. In sum, the Forest Society seeks to compel the Applicants to produce the information the Forest Society has appropriately and reasonably requested so that it may rigorously test the Applicants claims about this Project.

WHEREFORE, the Forest Society respectfully asks that the Committee compel the Applicant to deliver the information requested (no later than 30 days following the SEC's order) and grant such other and further relief as may be reasonable and just.

Respectfully Submitted,

**SOCIETY FOR THE PROTECTION OF
NEW HAMPSHIRE FORESTS**

By its Attorneys,

BCM Environmental & Land Law, PLLC



Date: August 15, 2016

By: _____
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CERTIFICATE OF SERVICE

I hereby certify that on this day, August 15, 2016, a copy of the foregoing Motion to Compel was sent by electronic mail to persons named on the Service List of this docket.



Amy Manzelli, Esq.

Exhibit A

**STATE OF NEW HAMPSHIRE
SITE EVALUATION COMMITTEE**

Docket 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

**FIRST DATA REQUESTS OF
THE SOCIETY FOR THE PROTECTION OF NEW HAMPSHIRE FORESTS**

The Society for the Protection of New Hampshire Forests (the "Forest Society") by and through its attorneys, BCM Environmental & Land Law, PLLC, respectfully serves the following First Data Requests on Northern Pass Transmission, LLC and Public Service Company of New Hampshire d/b/a Eversource Energy (collectively, the "Applicants") pursuant to N.H. Admin. R. Site 202.12 and the Temporary Procedural Schedule ordered April 22, 2016.

These First Data Requests are made without prejudice to the May 2, 2016 Motion of the Society for the Protection of New Hampshire Forests to Clarify Order the Temporary Procedural Schedule of April 22, 2016. The Forest Society specifically reserves the right to propound data requests subsequent to these First Data Requests if the SEC permits it to do so.

DEFINITIONS

As used in this First Data Request and in responses to this First Data Request, the following terms shall be defined as follows.

"Applicants" means Northern Pass Transmission, LLC and Public Service Company of New Hampshire d/b/a Eversource Energy and shall be liberally construed and shall include, but not be limited to, their subsidiaries, affiliates, attorneys or agents or any other person, who is or was acting or purporting to act on their behalf.

"Application" means the Joint Application for a Certificate of Site and Facility submitted by the Applicants on October 19, 2015 to the SEC and all supplemental Documents, Information, and/or Communications submitted by the Applicants after October 19, 2015.

"Chalmers Report" means the "Appendix 46: High Voltage Transmission Lines and Real Estate Markets in New Hampshire: A Research Report, prepared by Chalmers & Associates, LLC" and the "Pre-filed Direct Testimony of James Chalmers, Ph.D."

"Committee" or **"SEC"** means the New Hampshire Site Evaluation Committee and shall be liberally construed and shall include, but not be limited to, its attorneys or

agents or any other person, who is or was acting or purporting to act on its behalf, including the subcommittee appointed to act on the Application.

"Communication" means the act or fact of communicating, or transmitting Information, including telephone conversations, letters, emails, memoranda, or other writings, meetings, or any occasion of joint or mutual presence as well as transfer of any Document and Information from one person to another, or any other electronic communication of any type or form.

"Dimensions" means all spatial and surficial characteristics and without limitation includes height, width, depth, 3-D models, diameter, color, and surface materials, and shall be construed liberally such that where Dimensions vary, all specific Dimensions shall be provided rather than providing only an average or range.

"Document" is used in its broadest sense and means all original writings of any nature whatsoever and all non-identical copies and drafts thereof, in Your Possession, custody or control, regardless of where located, and without limitation the following items, whether printed or recorded or filmed or reproduced by any other mechanical or electrical process, or written or Produced by hand, including all originals, masters and copies, namely; agreements, contracts, memoranda of understanding, correspondence or Communications, including intra-company correspondence and Communications, e-mail, cablegrams, telefax and telegrams, reports, notes and memoranda, summaries and recordings of conversations, meetings and conferences, summaries, minutes and records of telephone conversations, meetings and conferences, summaries and recordings of conversations, manuals, publications, calendars, diaries, technical and engineering reports, data sheets and notebooks, photographs, audio and video tapes and discs, models and mockups, expert and consultant reports, drafts of originals with marginal comments or other markings that differentiate such copies from the original, and any other Information containing paper, writing or physical thing.

"During the Project" or the **"Period of the Project"** means during all phases of the proposed Project, including without limitation investigation, construction, operation, and decommissioning.

"Eversource" means Eversource Energy, a state regulated public utility, and shall be liberally construed and shall include, but not be limited to, its subsidiaries, affiliates, attorneys or agents or any other person, who is or was acting or purporting to act on its behalf.

"Forward NH Fund" means the Applicants' commitment to provide \$200 million of funds for use in New Hampshire as described in the Application.

"Forward NH Plan" means the overall initiative of the Applicants as described in the Application.

"Identify" or "Identity" when used in connection with: (1) a natural person means to state the person's name, employer and business address; (2) a corporation or other entity means to state the name of the entity, "d/b/a" designation if any, address of its principal place of business, and address of its principal place of business in New Hampshire; (3) a Document means to state a description, including name of author or source, date and addressee(s); (4) a Communication means to state a description, including participants, date and content of the Communication; and (5) a place means to state a description of a precise geographic location or address.

"Information" shall be expansively construed and means without limitation facts, data, opinions, images, impressions, concepts and formulae.

"Landowner" means owners of publicly and privately owned land, and all types of real estate interests (fee, easements, ROWs, etc.).

"LEI" or "LEI Report" means the "Appendix 43: Cost Benefit and Local Economic Impact Analysis of the Proposed Northern Pass Transmission Project, prepared by Julia Frayer, Eva Wang, Ryan Hakim, and Adnan Cheema" and the "Pre-filed Direct Testimony of Julia Frayer."

"NPT" means Northern Pass Transmission, LLC and shall be liberally construed and shall include, but not be limited to, its affiliates, attorneys or agents or any other person, who is or was acting or purporting to act on its behalf.

"Possession" means actual possession by You, actual possession by You with another, or constructive possession by You in that You are legally entitled or able to obtain actual possession.

"Produce" means to provide Documents, Information, and Communications subject to Your Possession, custody or control, unaltered and in their entirety (further instructions, *infra*). In the event that You are able to provide only part of the Document, Information, and/or Communication called for in any particular request, provide all relevant Documentation that You are able to provide and state the reason, if any, for the inability to provide the remainder.

"Project Structures" shall be expansively construed and means all objects that comprise the infrastructure of the proposed Project, including without limitation: conductors, poles; towers; wires; Transition Station, pull stations, converter stations, substations, and related equipment and appurtenances.

"Proposed Route" means the overhead and underground transmission corridors for the Transmission Line as shown on the Overhead USGS Map and Project Segment Maps contained in the Application.

"State the Basis" for an allegation, conclusion, position or answer means: (a) to Identify and specify the sources therefor, and (b) to Identify and specify all facts You

have considered, and on which You rely or intend to rely, in support of the allegation, contention, conclusion, position or answer, and (c) to set forth and explain the nature and Application to the relevant facts of all pertinent legal theories upon which You rely for Your knowledge, Information and/or belief that there are good grounds to support such allegation, contention, conclusion, position or answer.

"Transmission Line" or the **"Project"** means the construction of the 192- mile transmission line and related facilities that extend through New Hampshire from the Canadian border in Pittsburg, New Hampshire to Deerfield, New Hampshire as described in the Application.

"Transition Station" shall be expansively construed and means all aspects of the system through which the Transmission Line changes from underground to overhead or vice versa and includes without limitation equipment, fencing, access roads, and associated appurtenances, etc.

"Viewshed" means a predictive model of the area from which certain objects (e.g., transmission towers) may be visible, based on computer modeling techniques. In this context, a viewshed predicts the visibility of transmission infrastructure.

"You" and **"Your"** means the Applicants and the Applicants'.

"and" and **"or"** shall be construed either conjunctively or disjunctively so as to bring within the scope of the request any Documents, Information, and Communications that might otherwise be considered outside the scope.

Singular/Plural: Wherever appropriate, the singular form of a word shall be interpreted in the plural and vice versa so as to bring within the scope of the request any Documents, Information, and Communication that might otherwise be considered outside its scope.

Variations on Root Word: Wherever appropriate, root words shall be interpreted to include variable suffixes and prefixes of the root word so as to bring within the scope of the request any Documents, Information, and Communications that might otherwise be considered outside its scope. For example, the word "Communications" shall be interpreted to include the word "Communicate" if such an interpretation would bring within the scope of the request any Document, Information, and Communications that might be considered outside its scope if the word "Communications" was not interpreted to include the word "Communicate."

INSTRUCTIONS

1. Please answer these data requests under oath and return to BCM Environmental & Land Law, PLLC, as ordered by the SEC.

2. These data requests seek answers as of the date hereof but are continuing so that any additional responsive Information that You acquire or that becomes known to You up to and including the time of hearing must be provided promptly after such Information is acquired or becomes known as required by N.H. Admin. R. Site 202.12(m).

3. In answering these data requests, divulge all Information in Your Possession, control or available to You, including Information in the Possession or control of Your agents, representatives, or any other persons acting on Your behalf, and not merely such Information as is known by You answering these data requests based on Your personal knowledge.

4. If You feel that any data request is ambiguous, please notify us as soon as possible so that the request may be clarified prior to the submission of Your written response.

5. Please organize the responses to each data request so that it is clear which specific Documents, Information, and Communications are being furnished in response to each data request. In addition, describe with specificity precisely which portion or portions of a Document, Information, and/or Communication are responsive to a particular data request. If a Document, Information, and/or Communication is responsive to more than one data request, it is not necessary to supply duplicate copies. Instead, simply state that the Document, Information, and/or Communication has already been provided, state which data request the Document, Information, and Communication has already been provided under and state specifically which portion or portions of the Document, Information, and/or Communication are responsive to each portion of each of the data requests to which the Document, Information, and Communication applies.

6. If there is an objection to any data request, please state the basis of the objection. If the objection is based on privilege, Identify the privilege and the facts on which privilege is based. If a claim of privilege is asserted with respect to a Document, Information, and/or Communication, provide the date, title or number of the Document, Information, and/or Communication, the Identity of the person who prepared or signed it, the Identity of the person to whom it was directed, a general description of the subject matter, the Identity of the person holding it and the location of its custody. If any Document, Information, and/or Communication requested has been destroyed, lost or its otherwise unavailable, please list and Identify the Document, Information, and/or Communication, describe the Document, Information, and/or Communication with as much detail as possible, and state the circumstances of its loss, destruction or unavailability.

7. For each response, please Identify the person who provided the response and who will be responsible for testimony concerning each request. Also, for each response, Identify each individual who supplied any Information in response to the question.

8. To the extent that You consider any of the following data requests objectionable, answer or respond to so much of the data request and each part thereof as is not objectionable in Your view, and separately state that part of each data request as to which You raise objection and each ground for each such objection.

9. If the responding party knows of the location of any requested Document, Information, and/or Communication but does not Produce the Document, Information, and/or Communication on the ground that the Document, Information, and/or Communication is not in the responding party's Possession, custody, or control, the responding party shall Identify the Document, Information, and/or Communication and Identify the person who the responding party believes does have Possession, custody, or control of the Document, Information, and/or Communication.

10. To the extent that a data request seeks a Document, Information, and/or Communication that is included in the Application, the Applicants can refer to the Document, Information, and/or Communication in the Application in its response to said data request in lieu of producing the Document, Information, and/or Communication, specifying the location within the Application thereof.

11. Documents, Information, and Communications should be provided in unaltered and in their entirety. Where requests could be interpreted to call for production of electronic and or interactive Documents, Information, and Communications, such as models, spreadsheets, etc., the form of production shall be the form that will most likely enable the requestor to use the Document, Information, and Communication, for example by inputting variable data to discover differences in outputs based on specific inputs, and to Identify what inputs the Applicants used. Should You have any question whether the requestor possesses software or other means necessary to run the Document, Information, and/or Communication, please notify us as soon as possible so that we can arrive at a mutually agreeable arrangement regarding production prior to the submission of Your written response. In the event that the Document, Information, and/or Communication to be Produced requires specialized software or other means to run it, we reserve the right to request copies of or access to such software or other means. Data dictionaries and/or variable names should be provided. All GIS data layers shall include Federal Geographic Data Committee (FGDC) compliant metadata which for intermediate and derived layers shall describe the processing steps used to develop that data. Source data obtained from state or federal agencies may be provided by reference to a publicly-accessible web site from which this data may be obtained without charge.

DATA REQUESTS

1. Produce Communications, Documents and Information that evidence, discuss or relate to ISO-NE acceptance from the proposed Project 1,090 MW of capacity into the Forward Capacity Market, including terms and conditions it may impose

on shippers, shippers that may qualify, and whether the 1,090 MW would be unmitigated.

2. Describe with specificity what would be the change to the benefits of the proposed Project claimed in the Application if none of the capacity from the proposed Project qualifies for the Forward Capacity Market.
3. All page references in this request are to the LEI Report. On page 39, You state:

LEI's Base Case outlook is based on current market rules and does not consider future market rules changes as that would be speculative and could introduce bias into the results.

Produce Communications, Documents and Information that evidence, discuss or relate to Your knowledge at any time of ISO-NE's request pending with FERC (submitted April 15, 2016) that would result in the "Downward sloping demand curve" described on p. 47 and illustrated on p.48 to be replaced with a "Curved Demand Curve."

4. You rely on EIA 2015 Annual Energy Outlook (AEO15) as Your source for developing a gas price outlook for New England utilizing the Henry Hub Reference. Describe with specificity what would be the change to the benefits of the proposed Project claimed in the Application if the Henry Hub Price were to stay at the current year-to-date 2016 average price for the 11 year period modeled.
5. Explain with specificity why the Capacity and Energy Benefits in the Benefits Table of the LEI Report do not add up to the Total Wholesale Benefit.
6. Describe with specificity what would be the change to the benefits of the proposed Project claimed in the Application, including the "Economic Benefit Table" presented on page 14 and Figure 4 on page 18 of the LEI Report, assuming: that ISO-NE does a ground up recalculation of Net CONE for Forward Capacity Auction #12 (FCA12) and that leads to a new Net CONE for FCA12 that is in line with the actual Forward Capacity Auction #10 clearing price of \$7.03/kw-month; and a corresponding adjustment to the sloping Demand Curve while providing for a floor price required to keep incumbent generators operating.
7. Please Produce Documents and Information that evidence, discuss, or relate to the method of calculation (including all input and output data) LEI used to calculate, model, project, simulate, forecast, or estimate future wholesale energy prices as influenced by the proposed Project, to include, without limitation, the following: input data and NAICS categorization for all years referenced and for all summary time periods referenced; simulation methodology used (e.g., Monte Carlo, varied distribution selection); analysis methodology used (e.g., frequentist, Bayesian); prior assumptions, forecast and projection methodologies used (e.g.,

linear regression, averaging, neural networks); modeling methodology used; distribution assumptions for independent variables (e.g., normal, inverse gamma, etc.); random number seeds; likelihood functions employed, if any; number of simulations; and outputs (including variance; standard errors; skewness; kurtosis; confidence intervals; goodness of model fit of all distributions of all simulated dependent variables; forecast results; r^2 values; goodness of fit statistics; F statistics; t statistics; tests for heteroscedasticity; and, for scenarios, all scenario input and output used to make statements for the referenced time period). With all estimates, inputs and outputs, Produce all of the component NAICS (and/or Standard Industrial Classification (SIC) codes, if used) expenditures per year per proposed Project phase in as much detail as was used for the LEI Report.

8. Please Produce Documents and Information that evidence, discuss, or relate to the method of calculation (including all input and output data) LEI used to calculate, model, project, simulate, forecast, or estimate future household and commercial energy savings attributable to the proposed Project, to include, without limitation, the following: input data and NAICS classification for all years referenced and all summary time periods; simulation methodology used (e.g., Monte Carlo, varied distribution selection); analysis methodology used (e.g., frequentist, Bayesian); prior assumptions, forecast and projection methodologies used (e.g., linear regression, averaging, neural networks); modeling methodology used; distribution assumptions for independent variables (e.g., normal, inverse gamma, etc.); random number seeds; likelihood functions employed, if any; number of simulations; and outputs (including variance; standard errors; skewness; kurtosis; confidence intervals; goodness of model fit of all distributions of all simulated dependent variables; forecast results; r^2 values; goodness of fit statistics; F statistics; t statistics; tests for heteroscedasticity; and, for scenarios, all scenarios used to make statements for the referenced time period). With all estimates, inputs and outputs, Produce all of the component NAICS (and/or Standard Industrial Classification (SIC) codes, if used) expenditures per year per proposed Project phase in as much detail as was used for the LEI Report.
9. Please Produce Documents and Information that evidence, discuss, or relate to the method of calculation (including all input and output data) LEI used to project, simulate, model, calculate, forecast, or estimate local, statewide, and/or regional retail economic benefits attributable to the proposed Project, to include, without limitation, the following: input data for all years referenced and all summary time periods; simulation methodology used (e.g., Monte Carlo, varied distribution selection); analysis methodology used (e.g., frequentist, Bayesian); prior assumptions, forecast and projection methodologies used (e.g., linear regression, averaging, neural networks); modeling methodology used; distribution assumptions for independent variables (e.g., normal, inverse gamma, etc.); random number seeds; likelihood functions employed, if any; number of simulations; and outputs (including variance; standard errors; skewness; kurtosis; confidence intervals; goodness of model fit of all distributions of all simulated dependent variables; forecast results; r^2 values; goodness of fit statistics; F

statistics; *t* statistics; tests for heteroscedasticity; and, for scenarios, all scenarios used to make statements for the referenced time period). With all estimates, inputs and outputs, Produce all of the component NAICS (and/or Standard Industrial Classification (SIC) codes, if used) expenditures per year per proposed Project phase in as much detail as was used for the LEI Report.

10. Please Produce Documents and Information that evidence, discuss, or relate to the method of calculation (including all input and output data) LEI used to project, simulate, model, calculate, forecast, or estimate the economic benefit of the NPT During the Project, to include, at a minimum, the following: input data for all years referenced and all summary time periods; simulation methodology used (e.g., Monte Carlo, varied distribution selection); analysis methodology used (e.g., frequentist, Bayesian); prior assumptions, forecast and projection methodologies used (e.g., linear regression, averaging, neural networks); modeling methodology used; distribution assumptions for independent variables (e.g., normal, inverse gamma, etc.); random number seeds; likelihood functions employed, if any; number of simulations; and outputs (including variance; standard errors; skewness; kurtosis; confidence intervals; goodness of model fit of all distributions of all simulated dependent variables; forecast results; r^2 values; goodness of fit statistics; *F* statistics; *t* statistics; tests for heteroscedasticity; and, for scenarios, all scenarios used to make statements for the referenced time period). With all estimates, inputs and outputs, Produce all of the component NAICS (and/or Standard Industrial Classification (SIC) codes, if used) expenditures per year per proposed Project phase in as much detail as was used for the LEI Report.
11. For the Period of the Project, Produce a sector-by-sector (consistent with NAICS and/or Standard Classification system (SIC) codes) breakdown of the inputs and outputs (whether ImPlan, REMI PI+, and/or other) relating to projected local, statewide, and/or regional economic benefits. With all estimates, inputs and outputs, Produce all of the component NAICS (and/or Standard Industrial Classification (SIC) codes and amounts per sector, if used) expenditures per year per proposed Project phase in as much detail as was used for the LEI Report.
12. At least three software programs are mentioned in the LEI Report as being used to calculate economic benefits: POOLMod, FCA Simulator, and REMI's PI+. Without waiving the right to seek copies of POOLMod and PI+, we understand that those may be proprietary. Please state whether FCA Simulator is proprietary. If FCA is not proprietary, Produce copies of the program, both blank and fully loaded with instructions and a series of representative inputs producing a series of sample outputs that the Applicant has used to support the statements associated with the respective software programs. In other words if the Applicant says "x input went through y software program and produced z output", Produce x and z.
13. Produce Documents and Information that evidence, discuss or relate to the transcripts from the "case study interviews indicating that market participants see

HVTL corridors as having positive attributes, associated with the open space, as well as negative attributes" at page 31 of the Chalmers Report, including without limitation transcripts.

14. State the Basis of this statement: "Survey Research has also been used to probe the attitudes towards, and perceptions of, HVTL by both property owners and by real estate professionals (appraisers, realtors, lenders)" at page 5 of the Chalmers Report.
15. Produce the raw data and Information associated with the following statement at page 19 of the Chalmers Report: "a description of the physical relationship of the property to the HVTL and the ROW. This includes the location of the ROW on the property, the extent to which the property is encumbered by the ROW, distance from the house to the edge of the ROW, number of structures on the property, height and type of structures, distance from the house to the nearest structure, distance from the house to the most visible structure, visibility of the most visible structure, orientation of the house with respect to the HVTL and, in cases where view is an important attribute of the lot, impact of the HVTL on the view."
16. Produce the raw data and Information associated with and State the Basis for the following statement at page 19 of the Chalmers Report: "the property is appraised effective as of the date of the sale under the hypothetical assumption that the property is unaffected by HVTL. This is achieved by using comparable sales that are not influenced by HVTL. The appraised value (absent the influence of HVTL) is then compared to the sale price."
17. Produce the raw data associated with and State the Basis for James A. Chalmers, "Transmission Lines and Rural Property Values", Right of Way (May/June 2012a).
18. Produce the raw data associated with and State the Basis for James A. Chalmers, "High-Voltage Transmission Lines and Rural, Western Real Estate Values," The Appraisal Journal (Winter 2012b).
19. Produce the raw data associated with and State the Basis for James A. Chalmers and Frank A. Voorvaart, "High-Voltage Transmission Lines: Proximity, Visibility and Encumbrance Effects," The Appraisal Journal (Summer 2009).
20. Please provide documentation that breakdowns the \$1.6 billion capital cost to separately Identify the amounts including: financing costs prior to the project being placed in service, site and property acquisition, including right-of-way (ROW) for the transmission line and land required for each converter station and any other parcels required for construction or future maintenance of the project; costs associated with clearing, blasting, filling, grading, trenching, and other site preparations, materials and equipment, including foundations and footings shown separately for transmission line towers and for converter station equipment and

any buildings in addition to those used to house the converter station equipment, towers, differentiated by tower types to the extent different tower designs are used, and the total number of each tower type; converter stations including equipment and building costs; overhead cables, underground cables, including trenches, conduits, splicing materials and related equipment; all new AC facilities or upgrades to existing AC transmission and distribution facilities including lines, substations, transformers and any other equipment; engineering, construction and installation of each of the items listed above. Please provide a breakdown of anticipated AC upgrade costs that are necessary to integrate the project into the New England Transmission system for a) energy (Network Resource Integration Service under the ISO-NE OATT), and b) capacity (Capacity Network Resource Interconnection Service under the ISO-NE OATT).

21. Please provide copies of all communications, presentations, Proposed Plan Applications submitted to ISO-NE pursuant to Section I.3.9 of the ISO-NE Tariff, memos, letters, meeting minutes, emails or any other form of communication with ISO-NE, the Planning Advisory Committee and/ or other NEPOOL Committees regarding the estimated cost of NPT, including any and all new AC transmission facilities or upgrades to the existing AC transmission system and reconcile any difference in the costs identified in those communications versus the information provided in response to Data Request 1 and confirm whether such costs are included in, or incremental to, the \$1.6 billion cost. Please provide any documentation, communications, information or agreements that addresses what, if any, mechanisms are in place to guarantee the \$1.6 billion cost estimates and how Hydro-Quebec, or any other entity is protected against costs over the \$1.6 billion estimate.
22. Please Identify the entity(ies) that will absorb any and all costs above the \$1.6 billion cost to the extent the project costs are in excess of \$1.6 billion.
23. Please provide the current estimate of the annual costs that NPT will need to recover from HQ (or others) for the use of the NPT line.
24. Please State the Basis for and explain how the annual costs that NPT will need to “recover its investment in the NPT line, a return on its investment, and all of its prudently incurred operating costs and other expenses” are reflected in the London Economics Report (LEI Report).
25. Please provide HQ’s cost estimates for the portion of the HVDC line, including the converter station, on the Canadian side of the US-Canadian border (Canadian portion of NPT), that are required to complete the line and allow delivery of energy on NPT. If HQ’s estimate is not available, please provide your best estimate of those costs.
26. Please State the Basis for and explain how the costs for the Canadian portion of NPT will be collected from users of the NPT line.

27. Figure 4 on page 18 of the LEI Report shows New England Retail Cost Savings by State. Please State the Basis for and explain the negative impact on retail customers in MA, CT, and RI in years 2019, 2026-2029, including what costs are they incurring from NPT, how much are those costs and how those costs were estimated?

Respectfully Submitted,

**SOCIETY FOR THE PROTECTION OF
NEW HAMPSHIRE FORESTS**

By its Attorneys,

BCM Environmental & Land Law, PLLC



Date: May 31, 2016

By: _____

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CERTIFICATE OF SERVICE

I hereby certify that on this day, May 31, 2016, a copy of the foregoing First Data Requests of the Society for the Protection of New Hampshire Forests was sent by electronic mail to persons named on the Discovery Service List of this docket.



Amy Manzelli, Esq.

Exhibit B

STATE OF NEW HAMPSHIRE

SITE EVALUATION COMMITTEE

SEC DOCKET NO. 2015-06

**JOINT APPLICATION OF NORTHERN PASS TRANSMISSION LLC &
PUBLIC SERVICE COMPANY OF NEW HAMPSHIRE
D/B/A EVERSOURCE ENERGY
FOR A CERTIFICATE OF SITE AND FACILITY**

**APPLICANTS' RESPONSES TO THE SOCIETY FOR THE PROTECTION OF NEW
HAMPSHIRE FORESTS' DATA REQUESTS AND INTERROGATORIES – SET 1**

Preliminary Statement and General Objections

The responses provided were prepared by Northern Pass Transmission LLC and Public Service Company of New Hampshire d/b/a Eversource Energy (the “Applicants”). All responses contained herein are subject to the following general objections.

The Applicants object to each data request to the extent the data request seeks information that is irrelevant to the Site Evaluation Committee’s determination of whether issuance of a Certificate will serve the objectives of RSA 162-H and is therefore not reasonably calculated to lead to the discovery of admissible evidence. The Applicants further object to each data request to the extent that the data request is vague and/or ambiguous, overbroad and unduly burdensome, or seeks information that is not within the Applicants’ possession custody or control; calls for attorney-client privilege and/or work product privilege protected information; seeks business confidential information and/or information that is either fully contained in the Application or information that is in the public domain and equally available to the Society for the Protection of New Hampshire Forests and the Applicants.

To the extent any data or document request herein seeks to obtain prior drafts, notes, or edits of any expert or consultant report, drawings, diagrams, photosimulations, or any other information contained in the Application, pre-filed testimony, and attached appendices, the Applicants object as the request is unduly burdensome, duplicative, irrelevant and not likely to lead to admissible evidence, and/or is attorney/client privileged or protected as work-product pursuant to state and federal law. *See* RSA 541-A:33 (stating that the “presiding officer may exclude irrelevant, immaterial or unduly repetitious evidence” and providing that “[a]gencies shall give effect to the rules of privilege recognized by law”); RSA 516:29-b (requiring a witness retained or specifically employed to provide expert testimony to only disclose “the facts or data considered by the witness in forming the opinions”), which was recently amended to remove the requirement that an expert disclose such “other information” and to make the New Hampshire expert disclosure law consistent with recent amendments to Fed. R. Civ. Pro. 26, which explicitly protects prior draft reports from experts. *See also* Fed. R. Civ. Pro. Rule 26(b)(4)(B) (protecting drafts of any report or disclosure required under the general witness disclosure rules regardless of the form in which the draft is recorded).

To the extent any data or document request herein seeks Critical Energy Infrastructure Information (“CEII”), the Applicants object as this information is not discoverable. *See* RSA 91-A:5, IV (exempting production of “confidential, commercial, or financial information” from the Public Right to Know Law). *See also* 18 C.F.R. § 388.11 (CEII means “specific engineering, vulnerability, or detailed design information about proposed or existing critical infrastructure that: (i) Relates details about the production, generation, transportation, transmission, or distribution of energy; (ii) Could be useful to a person in planning an attack on critical infrastructure; (iii) Is exempt from mandatory disclosure under the Freedom of Information Act, 5 U.S.C. 552; and (iv) Does not simply give the general location of the critical infrastructure”).¹ The Applicants are not in a position to disclose information that is deemed CEII. Any person seeking such CEII is required to sign a non-disclosure agreement consistent with the applicable requirements of ISO-NE, NERC and any other relevant standards. Should any party enter into the required non-disclosure agreement, the Applicants will provide copies of the requested CEII information if the requesting party demonstrates a required need to obtain such information. If NPT inadvertently produces or discloses a document or information to another party (the “Receiving Party,” which term is intended to include all parties receiving such disclosure) that is allegedly privileged or otherwise immune from discovery, once it learns of the inadvertent production, NPT will so advise the Receiving Party in writing, state and substantiate the basis for the alleged privilege or immunity, and request that the item or items of information be returned. If these conditions are met in a timely manner, the Receiving Party will return such inadvertently produced item or items of information and all copies thereof within ten (10) calendar days of the written request and shall refrain from utilizing said items in any manner or form. Inadvertent production of documents or information that is allegedly privileged or otherwise immune from discovery shall not automatically constitute a waiver of any privilege or immunity.

To the extent that any data or document request herein seeks to obtain information that is protected as confidential pursuant to the Committee’s May 25, 2016 Order on Motion for Protective Order and Confidential Treatment, or otherwise qualifies for protective treatment pursuant to PSA 91-A:5, the Applicants object to production unless a party has complied with the requirements of an SEC order or agreement for protective treatment governing confidential documents in this proceeding. To the extent that a Data Response refers to a document that has been afforded confidential treatment or otherwise provides information in response to any data or document request relating to materials that are protected as confidential, the Applicants do so without waiving the confidentiality of the respective documents.

¹ Confidential infrastructure information includes, but is not limited to, CEII information, critical infrastructure information as defined by the Department of Homeland Security (“DHS”), including any Protected Critical Infrastructure Information (“PCII”), to the extent certified as such by the DHS, pursuant to the Critical Information Act of 2002 (See Final Rule at 6 C.F.R. Part 29, Sept. 1, 2006); Confidential information regarding critical assets and critical cyber assets, which are subject to the North American Electric Reliability Council (“NERC”) Critical Infrastructure Protection (“CIP”) standards (CIP-002 through CIP-009) pertaining to the reliability and availability of the Bulk Electric System in North America (“Confidential CIP”); any other infrastructure information designated by an Applicant as proprietary and confidential, whether furnished before or after the date hereof, whether oral, written or recorded/electronic, and regardless of the manner in which it is furnished; and all reports, summaries, compilations, analyses, notes or other information which contain the foregoing information.

Responses

SPNHF 1-1 Produce Communications, Documents and Information that evidence, discuss or relate to ISO-NE acceptance from the proposed Project 1,090 MW of capacity into the Forward Capacity Market, including terms and conditions it may impose on shippers, shippers that may qualify, and whether the 1,090 MW would be unmitigated.

Response: The Applicants object to this request insofar as it seeks to obtain confidential business information. *See* RSA 91-A:5, IV (exempting production of "confidential, commercial, or financial information" from the Public Right to Know Law).

Notwithstanding this objection, for purposes of its analysis, LEI assumed that NPT would create an opportunity for shippers to qualify and sell 1,000 MW of new capacity into the Forward Capacity Market. See Page 16 of the LEI Report. LEI did not analyze whether, or under what terms or conditions, ISO-NE would accept 1,000 MW of capacity from shippers.

SPNHF 1-2 Describe with specificity what would be the change to the benefits of the proposed Project claimed in the Application if none of the capacity from the proposed Project qualifies for the Forward Capacity Market.

Response: The Applicants object to this question as it presents a hypothetical and, therefore, calls for speculation. Further the Applicants object to the request as it seeks information not relevant to the proceeding and therefore is not reasonably calculated to lead to the discovery of admissible evidence. LEI did not model a situation where the proposed Project did not qualify and sell any capacity into the Forward Capacity Market.

Notwithstanding the objection, one could assume that if Northern Pass did not sell any capacity in the FCM, there would be no capacity market benefits. However, energy market benefits would increase because the change in capacity resources would have implications for new investment under the Project Case.

SPNHF 1-3 All page references in this request are to the LEI Report. On page 39, You state:

LEI's Base Case outlook is based on current market rules and does not consider future market rules changes as that would be speculative and could introduce bias into the results.

Produce Communications, Documents and Information that evidence, discuss or relate to Your knowledge at any time of ISO-NE's request pending with FERC (submitted April 15, 2016) that would result in the "Downward sloping demand curve" described on p. 47 and illustrated on p.48 to be replaced with a "Curved Demand Curve."

Response: The Applicants object to the request as it seeks information not relevant to the proceeding and therefore is not reasonably calculated to lead to the discovery of admissible evidence.

Notwithstanding the objection, LEI did not model ISO-NE's convex demand curve proposal. ISO-NE just recently filed with FERC (April 2016) a request to make this rule change. ISO-NE did not have a concrete proposal for this market design change at the time that LEI was preparing its analysis for the LEI Report in 2015.

SPNHF 1-4 You rely on EIA 2015 Annual Energy Outlook (AEO15) as Your source for developing a gas price outlook for New England utilizing the Henry Hub Reference. Describe with specificity what would be the change to the benefits of the proposed Project claimed in the Application if the Henry Hub Price were to stay at the current year-to-date 2016 average price for the 11 year period modeled.

Response: The Applicants object to this request as it requires the Applicants to develop additional data that is not presently in the care, custody, or control of the Applicants and is outside the scope of the Applicants' responsibilities in this docket. Additionally, the Applicants object as the request seeks information not relevant to the proceeding and therefore is not reasonably calculated to lead to the discovery of admissible evidence.

Notwithstanding, these objections, the Applicants answer as follows:

As seen in the discussion in Section 2.4 of the LEI Report and in the presentation of results in Section 5 of the LEI Report, future gas price levels affect the level of wholesale energy and capacity market benefits. However, LEI did not model the current year-to-date price of Henry Hub in this analysis.

SPNHF 1-5 Explain with specificity why the Capacity and Energy Benefits in the Benefits Table of the LEI Report do not add up to the Total Wholesale Benefit.

Response: In Figure 1 on Page 14 of the LEI Report, energy market benefits are an 11-year average, as the in-service date of Northern Pass was assumed to be in June 2019. However, capacity market benefits do not begin until June 2020, so a 10-year average is shown. In principle, wholesale market benefits are the sum of energy and capacity market benefits. However, there are differences in the timing for each benefit stream. For the sake of mathematical consistency, the total wholesale benefits highlighted in Figure 1 assumes a capacity market benefit of \$0 between June 2019 – May 2020 (FCA 11), which is averaged into the 11-year average between 2019 – 2029.

SPNHF 1-6 Describe with specificity what would be the change to the benefits of the proposed Project claimed in the Application, including the "Economic Benefit Table" presented on page 14 and Figure 4 on page 18 of the LEI Report, assuming: that ISO-NE does a ground up recalculation of Net CONE for Forward Capacity Auction #12 (FCA12) and that leads to a new Net CONE for FCA12 that is in line with the actual Forward Capacity Auction #10 clearing price of \$7.03/kw-month; and a corresponding adjustment to the sloping Demand Curve while providing for a floor price required to keep incumbent generators operating.

Response: The Applicants object to this question as it presents a hypothetical and, therefore, calls for speculation. Further the Applicants object to the request as it seeks information not relevant to the proceeding and therefore is not reasonably calculated to lead to the discovery of admissible evidence.

Notwithstanding these objections, LEI has not performed such an analysis.

SPNHF 1-7 Please Produce Documents and Information that evidence, discuss, or relate to the method of calculation (including all input and output data) LEI used to calculate, model, project, simulate, forecast, or estimate future wholesale energy prices as influenced by the proposed Project, to include, without limitation, the following: input data and NAICS categorization for all years referenced and for all summary time periods referenced; simulation methodology used (e.g., Monte Carlo, varied distribution selection); analysis methodology used (e.g., frequentist, Bayesian); prior assumptions, forecast and projection methodologies used (e.g., linear regression, averaging, neural networks); modeling methodology used; distribution assumptions for independent variables (e.g., normal, inverse gamma, etc.); random number seeds; likelihood functions employed, if any; number of simulations; and outputs (including variance; standard errors; skewness; kurtosis; confidence intervals; goodness of model fit of all distributions of all simulated dependent variables; forecast results; r^2 values; goodness of fit statistics; F statistics; t statistics; tests for heteroscedasticity; and, for scenarios, all scenario input and output used to make statements for the referenced time period). With all estimates, inputs and outputs, Produce all of the component NAICS (and/or Standard Industrial Classification (SIC) codes, if used) expenditures per year per proposed Project phase in as much detail as was used for the LEI Report.

Response: The Applicants object to the request as it calls for the production of confidential information. The Applicants will make this confidential information available as soon as the requesting party complies with the requirements of the SEC order governing confidential documents in this proceeding. In addition, the Applicants object to the request as it is ambiguous and vague.

Notwithstanding these objections, the wholesale prices and benefits are obtained through dispatch simulation modeling. Detailed information on the modeling approach and assumptions used can be found in Appendix C of the LEI Report.

SPNHF 1-8 Please Produce Documents and Information that evidence, discuss, or relate to the method of calculation (including all input and output data) LEI used to calculate, model, project, simulate, forecast, or estimate future household and commercial energy savings attributable to the proposed Project, to include, without limitation, the following: input data and NAICS classification for all years referenced and all summary time periods; simulation methodology used (e.g., Monte Carlo, varied distribution selection); analysis methodology used (e.g., frequentist, Bayesian); prior assumptions, forecast and projection methodologies used (e.g., linear regression, averaging, neural networks); modeling methodology used; distribution assumptions for independent variables (e.g., normal, inverse gamma, etc.); random number seeds; likelihood functions employed, if any; number of simulations; and outputs (including variance; standard errors; skewness; kurtosis; confidence intervals; goodness of model fit of all distributions of all simulated dependent variables; forecast results; r^2 values; goodness of fit statistics; F statistics; t statistics; tests for heteroscedasticity; and, for scenarios, all scenarios used to make statements for the referenced time period). With all estimates, inputs and outputs, Produce all of the component NAICS (and/or Standard Industrial Classification (SIC) codes, if used) expenditures per year per proposed Project phase in as much detail as was used for the LEI Report.

Response: The Applicants object to the request as it is ambiguous and vague.

Notwithstanding the objection, with respect to household and commercial savings, retail energy market and capacity market savings are discussed in Section 5.9 of the LEI Report and the detailed assumptions are in Appendix D. LEI does not differentiate its estimate of economic benefits between different types of retail customers, such as commercial users and households.

SPNHF 1-9 Please Produce Documents and Information that evidence, discuss, or relate to the method of calculation (including all input and output data) LEI used to project, simulate, model, calculate, forecast, or estimate local, statewide, and/or regional retail economic benefits attributable to the proposed Project, to include, without limitation, the following: input data for all years referenced and all summary time periods; simulation methodology used (e.g., Monte Carlo, varied distribution selection); analysis methodology used (e.g., frequentist, Bayesian); prior assumptions, forecast and projection methodologies used (e.g., linear regression, averaging, neural networks); modeling methodology used; distribution assumptions for independent variables (e.g., normal, inverse gamma, etc.); random number seeds; likelihood functions employed, if any; number of simulations; and outputs (including variance; standard errors; skewness; kurtosis; confidence intervals; goodness of model fit of all distributions of all simulated dependent variables; forecast results; r^2 values; goodness of fit statistics; F statistics; t statistics; tests for heteroscedasticity; and, for scenarios, all scenarios used to make statements for the referenced time period). With all estimates, inputs and outputs, Produce all of the component NAICS (and/or Standard Industrial Classification (SIC) codes, if used) expenditures per year per proposed Project phase in as much detail as was used for the LEI Report.

Response: The Applicants object to the request as it is ambiguous and vague.

Notwithstanding the objection, see Section 7 of the LEI Report for an explanation of the calculations for statewide economic benefits in the form of GDP and employment impacts from the proposed Project. LEI did not calculate economic benefits at a more granular level. Appendix D of the LEI Report contains information on statewide retail electricity benefits, which are an input to the economic benefit analysis using REMI PI+. Also see Appendix E for information on REMI PI+ model used for the macroeconomic impact analysis.

SPNHF 1-10 Please Produce Documents and Information that evidence, discuss, or relate to the method of calculation (including all input and output data) LEI used to project, simulate, model, calculate, forecast, or estimate the economic benefit of the NPT During the Project, to include, at a minimum, the following: input data for all years referenced and all summary time periods; simulation methodology used (e.g., Monte Carlo, varied distribution selection); analysis methodology used (e.g., frequentist, Bayesian); prior assumptions, forecast and projection methodologies used (e.g., linear regression, averaging, neural networks); modeling methodology used; distribution assumptions for independent variables (e.g., normal, inverse gamma, etc.); random number seeds; likelihood functions employed, if any; number of simulations; and outputs (including variance; standard errors; skewness; kurtosis; confidence intervals; goodness of model fit of all distributions of all simulated dependent variables; forecast results; r^2 values; goodness of fit statistics; F statistics; t statistics; tests for heteroscedasticity; and, for scenarios, all scenarios used to make statements for the referenced time period). With all estimates, inputs and outputs, Produce all of the component NAICS (and/or Standard Industrial Classification (SIC) codes, if used) expenditures per year per proposed Project phase in as much detail as was used for the LEI Report.

Response: Please see the Applicants' Response to SPNHF 1-9.

SPNHF 1-11 For the Period of the Project, Produce a sector-by-sector (consistent with NAICS and/or Standard Classification system (SIC) codes) breakdown of the inputs and outputs (whether ImPlan, REMI PI+, and/or other) relating to projected local, statewide, and/or regional economic benefits. With all estimates, inputs and outputs, Produce all of the component NAICS (and/or Standard Industrial Classification (SIC) codes and amounts per sector, if used) expenditures per year per proposed Project phase in as much detail as was used for the LEI Report.

Response: The Applicants object to the request as it calls for the production of confidential information. In addition, the Applicants object to the request as it calls for the production of analyses that LEI did not perform and is therefore not currently in the care or custody of the Applicants.

Notwithstanding the objections, the Applicants will make this confidential information available as soon as the requesting party complies with the requirements of an appropriate SEC order governing confidential documents in this proceeding. In addition, see Figures 54 and 55 of the LEI Report for the indirect and induced jobs created as a result of this proposed Project. For direct jobs, see Figure 40. As described in Appendix E of the LEI Report, LEI relied on the REMI PI⁺ model of the New England regional economy that covered 70 sectors across the region at the state level, as shown in Page 116 – 118 of the LEI Report.

SPNHF 1-12 At least three software programs are mentioned in the LEI Report as being used to calculate economic benefits: POOLMod, FCA Simulator, and REMI's PI+. Without waiving the right to seek copies of POOLMod and PI+, we understand that those may be proprietary. Please state whether FCA Simulator is proprietary. If FCA is not proprietary, Produce copies of the program, both blank and fully loaded with instructions and a series of representative inputs producing a series of sample outputs that the Applicant has used to support the statements associated with the respective software programs. In other words if the Applicant says "x input went through y software program and produced z output", Produce x and z.

Response: The Applicants object to this request to the extent it seeks to obtain proprietary information. The FCA simulator is proprietary to LEI.

Notwithstanding the objection, all the parameters of the model are taken from ISO-NE's filing of the downward sloping demand curve located at: http://www.iso-ne.com/static-assets/documents/regulatory/ferc/filings/2014/apr/er14_1639_000_demand_curve_chges_4_1_2_014.pdf

SPNHF 1-13 Produce Documents and Information that evidence, discuss or relate to the transcripts from the "case study interviews indicating that market participants see HVTL corridors as having positive attributes, associated with the open space, as well as negative attributes" at page 31 of the Chalmers Report, including without limitation transcripts.

Response: The interview evidence associated with each case study sale is summarized in the individual case study reports produced in full in the Application: Appendix 46 – “High Voltage Transmission Lines and Real Estate Markets in New Hampshire: A Research Report,” June 30, 2015, Chalmers & Associates, LLC, (“the Chalmers’ Report”) in Appendix E and F of the Report. There are no transcripts of the interviews.

SPNHF 1-14 State the Basis of this statement: "Survey Research has also been used to probe the attitudes towards, and perceptions of, HVTL by both property owners and by real estate professionals (appraisers, realtors, lenders)" at page 5 of the Chalmers Report.

Response: Please see the Chalmers' Report included in the Application: Volume XXXV, Appendix 46, Section 2.5 - Attitudinal Studies. Pages 13-14 of the Report summarize the findings of six of the prominent published articles that use survey research methodology to study attitudes towards HVTL. Synopses of these six articles are contained in Appendix D of the Chalmers' Report.

SPNHF 1-15 Produce the raw data and Information associated with the following statement at page 19 of the Chalmers Report: "a description of the physical relationship of the property to the HVTL and the ROW. This includes the location of the ROW on the property, the extent to which the property is encumbered by the ROW, distance from the house to the edge of the ROW, number of structures on the property, height and type of structures, distance from the house to the nearest structure, distance from the house to the most visible structure, visibility of the most visible structure, orientation of the house with respect to the HVTL and, in cases where view is an important attribute of the lot, impact of the HVTL on the view."

Response: Please see the Application: Appendix 46 for the requested data. Information regarding the physical relationship of the property to the HVTL and the ROW is provided for in each of the 58 case studies included in Appendices E and F of the Chalmers Report.

SPNHF 1-16 Produce the raw data and Information associated with and State the Basis for the following statement at page 19 of the Chalmers Report: "the property is appraised effective as of the date of the sale under the hypothetical assumption that the property is unaffected by HVTL. This is achieved by using comparable sales that are not influenced by HVTL. The appraised value (absent the influence of HVTL) is then compared to the sale price."

Response: Please see the Application: Appendix 46 for the requested data. The retrospective appraisals, absent the influence of HVTL, referenced in the request, are included in each of the 58 case studies included in Appendices E and F of the Chalmers Report.

SPNHF 1-17 Produce the raw data associated with and State the Basis for James A. Chalmers, "Transmission Lines and Rural Property Values", Right of Way (May/June 2012a).

Response: The article cited in the request, summarizes research detailed more fully in "High Voltage Transmission Lines and Montana Real Estate Values: Final Report," January 12, 2012, Chalmers & Associates, LLC. This Report has been uploaded to the ShareFile Site in response to this request. The raw data files requested are the property of NorthWestern Energy and can only be released with its permission.

SPNHF 1-18 Produce the raw data associated with and State the Basis for James A. Chalmers, "High-Voltage Transmission Lines and Rural, Western Real Estate Values," The Appraisal Journal (Winter 2012b).

Response: The article cited in the request, summarizes research detailed more fully in "High Voltage Transmission Lines and Montana Real Estate Values: Final Report," January 12, 2012, Chalmers & Associates, LLC. Copies have been uploaded to the ShareFile Site in response to SPNHF 1-17. The raw data files are the property of NorthWestern Energy and can only be released with its permission.

SPNHF 1-19 Produce the raw data associated with and State the Basis for James A. Chalmers and Frank A. Voorvaart, "High-Voltage Transmission Lines: Proximity, Visibility and Encumbrance Effects," The Appraisal Journal (Summer 2009).

Response: The raw data is contained in a Microsoft Access database entitled Study Areas.mdb, and has been uploaded to the ShareFile Site in response to this request.

SPNHF 1-20 Please provide documentation that breakdowns the \$1.6 billion capital cost to separately Identify the amounts including: financing costs prior to the project being placed in service, site and property acquisition, including right-of-way (ROW) for the transmission line and land required for each converter station and any other parcels required for construction or future maintenance of the project; costs associated with clearing, blasting, filling, grading, trenching, and other site preparations, materials and equipment, including foundations and footings shown separately for transmission line towers and for converter station equipment and any buildings in addition to those used to house the converter station equipment, towers, differentiated by tower types to the extent different tower designs are used, and the total number of each tower type; converter stations including equipment and building costs; overhead cables, underground cables, including trenches, conduits, splicing materials and related equipment; all new AC facilities or upgrades to existing AC transmission and distribution facilities including lines, substations, transformers and any other equipment; engineering, construction and installation of each of the items listed above. Please provide a breakdown of anticipated AC upgrade costs that are necessary to integrate the project into the New England Transmission system for a) energy (Network Resource Integration Service under the ISO-NE OATT), and b) capacity (Capacity Network Resource Interconnection Service under the ISO-NE OATT).

Response: The Applicants object to this data request to the extent it seeks to obtain confidential, commercial and financial information or communications. *See* RSA 91-A:5, IV (exempting production of “confidential, commercial, or financial information” from the Public Right to Know Law). *See, e.g.,* Application of Laidlaw Berlin BioPower, *Order on Partially Assented-to Motion for Protective Order and Confidential Treatment for Certain Confidential, Commercial, and Financial Documents, Application of Laidlaw Berlin BioPower, LLC*, NH SEC Docket 2009-02 (June 9, 2010) (granting confidential treatment for business plans and financial models because disclosure of the information could negatively affect the applicant’s competitive position in the renewable energy market); Application of Antrim Wind, *Order on Outstanding Motions*, Docket 2012-01, 4 (August 22, 2012) (denying motion to compel the production of information that “is highly confidential and could negatively affect the competitive interests of the Applicant.”).

Notwithstanding the objection, the Applicants answer as follows:

As is noted in the Pre-Filed Testimony of Samuel Johnson on Page 14, the total Project costs are approximately \$1.6 billion. The cost estimates for the Project have been developed based on the results of a competitive bid process coupled with a cashflow model that incorporates contingency, escalation and AFUDC. Because of the structure of the contractual arrangements that resulted from the competitive bid process, the requested detailed cost information is not available; however, that type of information will be developed during the construction phase.

The Applicants possess certain additional high level cost information that can be made available subject the requester’s compliance with the confidentiality order issued by the Site Evaluation Committee.

SPNHF 1-21 Please provide copies of all communications, presentations, Proposed Plan Applications submitted to ISO-NE pursuant to Section I.3.9 of the ISO-NE Tariff, memos, letters, meeting minutes, emails or any other form of communication with ISO-NE, the Planning Advisory Committee and/ or other NEPOOL Committees regarding the estimated cost of NPT, including any and all new AC transmission facilities or upgrades to the existing AC transmission system and reconcile any difference in the costs identified in those communications versus the information provided in response to Data Request 1 and confirm whether such costs are included in, or incremental to, the \$1.6 billion cost. Please provide any documentation, communications, information or agreements that addresses what, if any, mechanisms are in place to guarantee the \$1.6 billion cost estimates and how Hydro-Quebec, or any other entity is protected against costs over the \$1.6 billion estimate.

Response: The Applicants object to this request to the extent it seeks to obtain confidential, commercial and financial information or Critical Energy Infrastructure Information (“CEII”), as described in the general objections. *See* RSA 91-A:5, IV (exempting production of “confidential, commercial, or financial information” from the Public Right to Know Law). Additionally, the Applicants object as the request seeks information not relevant to the proceeding and therefore is not reasonably calculated to lead to the discovery of admissible evidence.

Notwithstanding the objection, the Applicants answer as follows:

NPT has not communicated with ISO-NE or NEPOOL regarding the estimated \$1.6 billion project cost.

PSNH, as the interconnecting transmission owner and following ISO-NE Planning Procedures, has worked with ISO-NE, pursuant to the Section I.3.9 of the ISO-NE Transmission tariff, to identify the required system upgrades needed to reliably interconnect the project to the New England transmission grid. This process does require the interconnecting transmission owner, PSNH, to request detailed technical information from ISO-NE and the interconnecting project. As part of that process, PSNH provided ISO-NE a very high level cost estimate for such upgrades with a stated potential to vary by as much as -50/+200%.. NPT initially received that cost estimate as part of the draft study it received from ISO-NE on June 23, 2016. NPT received the final study on July 1, 2016.

NPT has included its own estimate of costs associated with the expected ISO-NE (I.3.9) upgrades and those are included in the estimated Project cost of \$1.6 billion.

To the extent the request calls for the confidential financial information, the Applicants will make this confidential information available as soon as the requesting party complies with the requirements of the SEC order governing confidential documents in this proceeding.

SPNHF 1-22 Please Identify the entity(ies) that will absorb any and all costs above the \$1.6 billion cost to the extent the project costs are in excess of \$1.6 billion.

Response: Under the Transmission Service Agreement dated October 4, 2010, between NPT and Hydro Renewable Energy, Inc. ("HRE"), as amended (a copy of which has been provided in response to Counsel for the Public's Data Request CFP 1-26 and is available through FERC as a public document and in the Application: Volume XII, Appendix 11 - Petition to Commence Business as a Public Utility, which includes as attachments, a copy of the TSA and the FERC order accepting the TSA), HRE is responsible for, among other things, the costs associated with the Project under a formula rate that has been approved by FERC. HRE is a subsidiary of Hydro-Québec.

If the soliciting parties under the Clean Energy RFP (a copy of which can be found at <https://cleanenergyrfp.com/>) accept the Northern Pass proposal to enter into a delivery commitment arrangement, then the terms and conditions of the delivery commitment contract would affect the Transmission Service Agreement between NPT and HRE. That arrangement, if consummated as proposed (including NPT's extensive cost containment provisions), would modify the allocation of additional costs, however they arise, among the parties - i.e. NPT (including its contractors and equipment vendors), HRE and the contracting electricity distribution companies. The Northern Pass proposal specifically addresses and predetermines that allocation through existing and proposed contracts. As indicated in that website, the soliciting parties are still evaluating the proposals submitted in response to the Clean Energy RFP.

SPNHF 1-23 Please provide the current estimate of the annual costs that NPT will need to recover from HQ (or others) for the use of the NPT line.

Response: The Applicants object to this request as it calls for confidential information.

Notwithstanding the objection, the Applicants will make this confidential information available as soon as the requesting party complies with the requirements of the SEC order governing confidential documents in this proceeding.

SPNHF 1-24 Please State the Basis for and explain how the annual costs that NPT will need to “recover its investment in the NPT line, a return on its investment, and all of its prudently incurred operating costs and other expenses” are reflected in the London Economics Report (LEI Report).

Response: The Applicants object to the question as it is vague and ambiguous.

Notwithstanding the objection, Section 4.1 of the LEI Report notes that in the local economic impact analysis LEI presented, NPT was conservatively assumed to be a successful bidder in the tri-state Clean Energy RFP and the transmission project costs were allocated to the three states of Connecticut, Massachusetts, and Rhode Island for the duration of the modeling period.

SPNHF 1-25 Please provide HQ's cost estimates for the portion of the HVDC line, including the converter station, on the Canadian side of the US-Canadian border (Canadian portion of NPT), that are required to complete the line and allow delivery of energy on NPT. If HQ's estimate is not available, please provide your best estimate of those costs.

Response: In the Northern Pass proposal (the public version of which is available at the website for the Clean Energy RFP at <http://cleanenergyrfp.com>), the costs of the Canadian portion of the line is estimated at \$600 million (Canadian). The Canadian portion is referred to as the "Québec Line" in that proposal.

SPNHF 1-26 Please State the Basis for and explain how the costs for the Canadian portion of NPT will be collected from users of the NPT line.

Response: Please refer to Sections 6.6 and 9.2 of the Northern Pass proposal in response to the Clean Energy RFP available at <http://cleanenergyrfp.com>. In essence, for the Canadian portion, under a Transmission Service Agreement, HQ Production has committed to the entire transmission capacity of the Québec Line for a sufficient number of years to assure full cost recovery by Hydro-Québec TransÉnergie. HQ Production and Hydro-Québec TransÉnergie are divisions of Hydro-Québec.

SPNHF 1-27 Figure 4 on page 18 of the LEI Report shows New England Retail Cost Savings by State. Please State the Basis for and explain the negative impact on retail customers in MA, CT, and RI in years 2019, 2026-2029, including what costs are they incurring from NPT, how much are those costs and how those costs were estimated?

Response: The proposed Project does not begin delivering capacity market savings until its Capacity Supply Obligation starts in June 2020 and therefore that affects the magnitude of the wholesale electricity benefits in 2019. Once the allocated transmission costs of the proposed Project are included, these states see a negative retail cost saving in 2019. In addition, as explained in Section 5.6 and 5.7 of the LEI Report, direct wholesale market benefits (energy and capacity benefits) dissipate over time because the Base Case (which represents the world without Northern Pass) “catches up” to the Project Case (with Northern Pass). Although the direct wholesale benefits dissipate, the allocated transmission costs continue for 40 years, and therefore the retail cost savings are negative in the back years. In addition, customers in MA, RI and CT will receive the benefits associated with the environmental attributes of the delivered energy. Customers throughout New England continue to receive benefits from the Project, including reduced regional emission, production cost savings representing efficiency improvements in the production of energy, and the insurance value of the project during extreme weather conditions and other system stress periods.