

THE 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

**JOINT MOTION OF THE SOCIETY FOR THE PROTECTION OF NEW
HAMPSHIRE FORESTS AND NGO INTERVENORS TO COMPEL
APPLICANTS' UNREDACTED BID INTO THE MASSACHUSETTS
REQUEST FOR PROPOSALS**

The Society for the Protection of New Hampshire Forests (the “Forest Society”), by and through its attorneys, BCM Environmental & Land Law, PLLC, and the NGO Intervenor grouping, comprising Ammonoosuc Conservation Trust, Appalachian Mountain Club, and Conservation Law Foundation, (collectively the “Movants”), respectfully request that the SEC order Applicants to produce to the Forest Society unredacted copies of Hydro Renewable Energy Inc. (“HRE”) and Northern Pass Transmission, LLC’s (“NPT”) two joint bids into the Massachusetts Request for Proposals process (“Mass RFP”), subject to the confidentiality agreement between the Forest Society and the Applicants. In support, the Movants state as follows:

BACKGROUND

1. On October 19, 2015, NPT and Public Service Company of New Hampshire d/b/a Eversource Energy (“Applicants”) submitted an Application to the New Hampshire Site Evaluation Committee (“SEC”) for a Certification of Site and Facility (“Application”) pursuant to RSA 162-H, to construct a 192-mile transmission line (“Project”). On November 2, 2015, the Chairman of the Committee appointed a Subcommittee (the “Subcommittee”) to consider the Application. The Subcommittee accepted the Application on December 18, 2015.

2. The analysis of the requested production of the Mass RFP is related to previous requests for production of the Applicants' bid into the Tri-State Clean Energy RFP.

Following, and in subsequent sections, is a summary and analysis of the requests and orders related to that.

3. On May 25, 2016, the Presiding Officer issued an Order on Motion for Protective Order and Confidential Treatment that granted, on a temporary basis, the Applicants' request to protect certain information redacted from the pre-filed testimony of Julia Frayer and the report title, "Cost-Benefit and Local Economic Impact Analysis of the Proposed Northern Pass Project," prepared by London Economics International, LLC (LEI Report). The Confidentiality Order required the Applicants to advise the SEC when the Tri-State Clean Energy RFP ended and either file unredacted copies of the above-named documents or file for further confidential treatment. Order on Motion for Protective Order and Confidential Treatment, 12 (May 25, 2016).

4. On October 24, 2016, Applicants were notified that the Project was not chosen as part of the Tri-State Clean Energy RFP process.

5. In their October 28, 2016, Further Motion for Confidential Treatment, Applicants notified the SEC of their intent to take part in the Mass RFP.

6. Pursuant to Massachusetts House Bill 4568, Massachusetts electric distribution companies must enter into long-term contracts for clean energy generation no later than April 1, 2017.

7. NPT and HRE entered two joint bids into the Mass RFP process on July 27, 2017.¹ Ex. A (NPT Hydro) and Ex. B (NPT Hydro Wind).

¹ Hereinafter referred to as Applicants' two Mass RFP bids.

ARGUMENT

8. The Presiding Officer should compel Applicants to produce the unredacted copies of the Mass RFP bids, subject to confidentiality agreements, because this information is relevant to the proceedings and such an order would be consistent with past orders compelling production of unredacted copies of the now-unsuccessful bid into the Tri-State Clean Energy RFP process.

9. Like their bid into the Tri-State Clean Energy RFP, the copies of Applicants' two Mass RFP bids are relevant to these proceedings because the success of Applicants' bids into the Mass RFP relate directly to the financial capability and claimed benefits of the Project.

10. Having rejected Applicants' arguments against producing portions and/or the entirety of the Tri-State Clean Energy RFP bid, the Presiding Officer has repeatedly affirmed that these RFP bids are relevant and there is a significant public interest in their unredacted disclosure. *See* Order on Motion to Compel, # (Sept. 22, 2016); Order on SPNHF Motion to Compel (Oct. 4, 2016); Order on Applicant's Further Motion for Confidential Treatment (Dec. 13, 2016).

11. As discussed in the following paragraphs, the Applicants were required to—but never did—submit an unredacted version of the Tri-State Clean Energy RFP. Therefore, the Presiding Officer should similarly require the Applicants to submit unredacted versions of the Mass RFP bids.

12. In its August 15, 2016, Motion of the Society for the Protection of New Hampshire Forests to Compel Responses to Data, the Forest Society, amongst other requests, asked the "SEC order the Applicants to produce an unredacted version of their Clean Energy RFP proposal." Motion of the Society for the Protection of New Hampshire Forests to Compel

Responses to Data, ¶ 144 (Aug. 15, 2016).

13. Applicants objected to this request, arguing that the Tri-State Clean Energy RFP bid included information that, if released, would damage the Applicants' competitive position in the RFP process and is irrelevant. Applicants' Response to Certain Motions to Compel, ¶ 71 (Aug. 25, 2016).

14. The Presiding Officer granted the Forest Society's request, stating as follows: "SPNHF's request that the Applicant be compelled to produce additional responsive documents and/or information to Data Request 26 is granted, subject to those provisions set forth in the Order on Motion for Protective Order and Confidential Treatment dated May 25, 2016, requiring disclosure upon completion of the Clean Energy RFP process." Order on Motions to Compel, 34-35 (Sept. 22, 2016).

15. In Subsequent Orders, the Presiding Officer consistently denied Applicants' attempts to withhold unredacted copies of parts of the Tri-State Clean RFP bid. In an October 4, 2016, Order, the Presiding Officer granted the Forest Society's request that he compel Applicants to produce responsive documents and information produced only to the Counsel for the Public, subject to relevant confidentiality agreements, and as applied to the specific data requests outlined in the Forest Society and Municipal Group 3 (South)'s pleadings. Order on Forest Society and Municipal Group 3 (South)'s Motion to Compel Documents Withheld, 5-7 (Oct. 4, 2016). This included section 5.2 of the bid. *Id.*

16. On October 4, 2016, the Presiding Officer issued an order granting, subject to the confidentiality agreements, the Forest Society's motions to compel the production of certain documents produced to Counsel for the Public and referred to as "highly confidential," including Data Request No. 1-26, which sought production of agreements between Northern Pass Transmission, LLC and Hydro Renewable Energy, Inc. or Hydro Quebec; and Data

Request Number 1-27, which sought documents related to financing of the Project. Order on Forest Society and Municipal Group 3 (South)’s Motion to Compel Documents Withheld, 7 (Oct. 4, 2016). The Order stated, in part, that the Forest Society and Municipal Group 3 (South)’s “request that the Applicant be compelled to produce responsive documents and information produced only to Counsel for the Public is granted subject to the terms of the intervenors’ confidentiality agreements with the Applicant.” *Id.*

17. These Orders show that Applicants were required to produce an unredacted copy of the Tri-State Clean Energy RFP bid, subject to confidentiality agreements and the terms of the above-referenced May 25, 2016, Order.

18. The Applicants did not produce the documents required by the October 4, 2016, Order, but instead filed a Motion for Extension of Time and a Contested Motion for Clarification and/or Rehearing of Order(s) Requiring Production of Documents Related to the Clean Energy RFP on October 21, 2016.

19. In this Motion, Applicants sought a clarification and/or rehearing of the above-named September 22, 2016, and the October 4, 2016, Orders “insofar as they might be interpreted to require production of documents related to the Tri-State Clean Energy RFP process.” Specifically, Applicants asked the Presiding Officer to “clarify that [they are] not required to produce the Delivery Performance Agreement (DPA) dated January 22, 2016; the Amended and Restated Transmission Service Agreement (Amended TSA) dated January 22, 2016; and Section 5.2 of Eversource Energy’s Proposal to the Tri-State Clean Energy RFP (Section 5.2).” Contested Motion for Clarification and/or Rehearing of Order(s) Requiring Production of Documents Related to the Clean Energy RFP, (Oct. 21, 2016).

20. The Presiding Officer issued an Order on this Motion on December 13, 2016, to address any such “perceived inconsistencies,” stating as follows:

In accordance with the Order on Applicant's Further Motion for Confidential Treatment, the Applicant is not required to produce unredacted copies of Ms. Frayer's pre-filed testimony and the LEI Report to the public. The documents, however, must be provided to parties that have entered into confidentiality agreements with the Applicant. The Applicant shall advise the Subcommittee when the Massachusetts RFP process has concluded and shall either disclose the unredacted versions of Ms. Frayer's pre-filed testimony and the LEI Report at that time, or file a further motion seeking confidential treatment of said documents and information.

Order on Applicant's Motion for Clarification and/or Rehearing of Order(s) requiring Production of Documents Related to the Clean Energy RFP, 6 (Dec. 13, 2016).

21. This Order does not, as Applicants requested, state that the prior Orders did not require Applicants to produce an unredacted copy of the Tri-State Clean Energy RFP in whole or in part. This is because the September 22, 2016, Order granting Forest Society's request that "Applicants . . . produce an unredacted version of their [entire] Clean Energy RFP proposal" is neither inconsistent nor ambiguous.

22. Because the Mass RFP bids are just as relevant as the Tri-State Clean Energy RFP bid, and the Applicants are participating in the Mass RFP only because their bid for the Tri-State Clean Energy RFP failed, the prior Orders requiring production (subject to confidentiality agreements) of the Clean Energy RFP apply to the Forest Society's present request that the Presiding Officer compel Applicants to produce unredacted versions of the Mass RFP bids.

23. Pursuant to Site 202.12(k)(4), the Forest Society certifies that it has made a good-faith effort to resolve the dispute informally.²

24. The parties below take the following positions with respect to this request:

(a) Concur:

Grafton County Commissioners
Deerfield Abutters

² Specifically, in an email dated August 16, 2017, and addressed to the undersigned, counsel for the Applicants, Thomas Getz, esq., denied the Forest Society's request for unredacted copies of the bids.

Ashland-Deerfield Non-Abutters
Whitefield- Bethlehem Abutters
Town of Canterbury
Town of Pembroke
Town of Deerfield
City of Concord
Town of Sugar Hill
Town of Franconia
Town of Easton
Town of Plymouth
Town of Pittsburg
Town of Clarksville
Town of Stewartstown
Town of Holderness
Ashland Water and Sewer
Town of Bridgewater
Town of New Hampton
Town of Bristol

(b) Object:

Applicants

(c) The remainder of the parties did not respond to a request for their position.

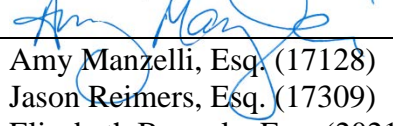
WHEREFORE, the Forest Society and NGO Intervenors respectfully ask that the Presiding Officer compel Applicants to produce the information requested and grant such other and further relief as may be reasonable and just.

Respectfully Submitted,

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

By its Attorneys,
BCM Environmental & Land Law, PLLC

Date: August 28, 2017

By: 
Amy Manzelli, Esq. (17128)
Jason Reimers, Esq. (17309)
Elizabeth Boepple, Esq. (20218)
Stephen Wagner, Esq. (268362)
3 Maple Street
Concord, NH 03301
(603) 225-2585
manzelli@nhlandlaw.com

Date: August 28, 2017

NON-GOVERNMENTAL INTERVENORS



By: _____

Melissa E. Birchard, Esq.
Designated Spokesperson for the
NGO Intervenor
Conservation Law Foundation
27 North Main Street
Concord, NH 03301
Phone: (603) 225-3060
mbirchard@clf.org

CERTIFICATE OF SERVICE

I hereby certify that on this day, August 28, 2017, a copy of the foregoing Motion was sent by electronic mail to persons named on the Service List of this docket.



Amy Manzelli, Esq.

EXHIBIT A

July 27, 2017

Department of Energy Resources
c/o Judith Judson
Commissioner
Massachusetts Department of Energy Resources
100 Cambridge Street, Suite 1020
Boston, MA 02114

Unitil
c/o Lisa Glover
Energy Analyst
Unitil Service Corp.
6 Liberty Lane
Hampton, NH 03842-1720

Eversource Energy
c/o Jeffery S. Waltman
Manager, Planning & Power Supply
247 Station Drive, NE220
Westwood, MA 02090

Independent Evaluator
c/o Paul Gromer
Peregrine Energy Group
2 Oliver Street, 8th Floor
Boston, MA 02109

National Grid
c/o Corinne DiDomenico
Manager
Environmental Transactions
100 East Old Country Road,
Energy Procurement, 2nd Floor
Hicksville, NY 11801

Re: **PUBLIC VERSION** of Proposal in response to Request for Proposals for Long-Term
Contracts for Clean Energy Projects dated March 31, 2017
(hereinafter, the RFP)

To Each of the Recipients identified in Appendix H of the RFP:

Hydro Renewable Energy Inc. ("HRE"), an affiliate of Hydro-Québec, and Northern Pass Transmission LLC ("NPT") (collectively the "**Joint Bidders**") hereby submit a joint Proposal, as described in more detail below, for Clean Energy Generation from Incremental Hydropower Generation via Long Term Contract with a Transmission Project under a FERC Tariff under RFP Section 2.2.1.3(iv) (the "**Proposal**").

The non-public version of the of the Joint Bidders' Proposal contains information for which each bidder is seeking confidential treatment from the Distribution Companies, as Recipients. The present public and non-confidential version of the Joint Bidders' Proposal provided herewith redacts this confidential information and may be publicly disclosed.

REDACTED

REDACTED

As specified by RFP Appendix H, we are hand delivering our response on appropriately labeled CD-ROMs, with three copies to National Grid and one copy to each of the other recipients.

Pursuant to Section 1.10 of the RFP, the non-refundable bid fee for the Proposal is \$100,000. On behalf of the Joint Bidders, NPT has paid that sum by wire transfer in accordance with your instructions as follows:

<i>Electric Distribution Company</i>	<i>Remittance Percentage</i>	<i>Bid Fee Due</i>
Unitil	1.13%	\$13,000
National Grid	45.72%	\$45,712
Eversource	53.15%	\$53,315
Total	100%	\$100,000

As part of the Proposal, and pursuant to Section 1.8 and Appendix D of the RFP, the Respondents have each provided a Certification and Authorization certifying their respective knowledge or lack thereof pertaining to the matters set forth in the Certification and Authorization.

On the behalf of HRE and NPT, we thank you for giving us the opportunity to respond to the RFP. Please forward any questions you may have to the appropriate Respondent at the contact information listed in Section 1 of the Proposal.

Sincerely,

Hydro Renewable Energy Inc.

By: 

Name: Richard Cacchione
Title: Chairman of the Board and President

Northern Pass Transmission LLC

By: 

Name: Leon J. Olivier
Title: Chairman and President

EXHIBIT B

July 27, 2017

Department of Energy Resources
c/o Judith Judson
Commissioner
Massachusetts Department of Energy Resources
100 Cambridge Street, Suite 1020
Boston, MA 02114

Unitil
c/o Lisa Glover
Energy Analyst
Unitil Service Corp.
6 Liberty Lane
Hampton, NH 03842-1720

Eversource Energy
c/o Jeffery S. Waltman
Manager, Planning & Power Supply
247 Station Drive, NE220
Westwood, MA 02090

Independent Evaluator
c/o Paul Gromer
Peregrine Energy Group
2 Oliver Street, 8th Floor
Boston, MA 02109

National Grid
c/o Corinne DiDomenico
Manager
Environmental Transactions
100 East Old Country Road,
Energy Procurement, 2nd Floor
Hicksville, NY 11801

Re: ***PUBLIC VERSION*** of Proposal in response to Request for Proposals for Long-Term Contracts for Clean Energy Projects dated March 31, 2017
(hereinafter, the RFP)

To Each of the Recipients identified in Appendix H of the RFP:

Hydro Renewable Energy Inc. (“**HRE**”), an affiliate of Hydro-Québec, Gaz Métro Limited Partnership (“**Gaz Métro**”), Boralex Inc. (“**Boralex**”), (collectively Gaz Métro and Boralex are referred to as the “**Wind Developer**”) and Northern Pass Transmission LLC (“**NPT**”) (collectively the “**Joint Bidders**”) hereby submit a joint Proposal, as described in more detail below, for Clean Energy Generation from Incremental Hydropower Generation and New Class I RPS Eligible Resources with Class I RECs and Environmental Attributes via Long Term Contract with a Transmission Project under a FERC Tariff under RFP Section 2.2.1.3(iv) (the “**Proposal**”).

This redacted, public and non-confidential version of the Joint Bidders’ Proposal redacts confidential information and may be publicly disclosed.

This integrated Proposal describes a wind-and-hydro combination that has been designed to help the Commonwealth of Massachusetts achieve its renewable energy and greenhouse gas reduction goals.

REDACTED

As specified by RFP Appendix H, we are hand delivering our response on appropriately labeled CD-ROMs, with three copies to National Grid and one copy to each of the other recipients.

Pursuant to Section 1.10 of the RFP, the non-refundable bid fee for the Proposal is \$100,000. On behalf of the Joint Bidders, NPT has paid that sum by wire transfer in accordance with your instructions as follows:

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Total	100%	\$100,000

As part of the Proposal, and pursuant to Section 1.8 and Appendix D of the RFP, the Joint Bidders have each provided a Certification and Authorization certifying their respective knowledge or lack thereof pertaining to the matters set forth in the Certification and Authorization.

On the behalf of each HRE, the Wind Developer and NPT, we thank you for giving us the opportunity to respond to the RFP. Please forward any questions you may have to the appropriate Respondent at the contact information listed in Section 1 of the Proposal.

Sincerely,

Hydro Renewable Energy Inc.

By: 

Name: Richard Cacchione

Title: Chairman of the Board and
President

Northern Pass Transmission LLC

By: 

Name: Leon J. Olivier

Title: Chairman and President

Gaz Métro Limited Partnership

By: 

Name: Martin Imbleau

Title: Senior Vice President, Operations,
Transport and Development of New Energies

Boralex Inc.

By: 

Name: Patrick Lemaire

Title: President and Chief Executive
Officer