



2. Section D.2.c of the Settlement Agreement required Liberty Utilities (Canada) Corporation (“Liberty”), Liberty Utilities’ parent company, to conduct a third party security assessment of its network security practices and those of its subsidiaries prior to the closing of the transaction. Any instances of non-compliance were to be resolved prior to the sale. Liberty Utilities agreed to submit copies of the finding of the assessment along with a description of actions taken by management to remediate any identified conditions to Commission Staff under confidential cover, pursuant to Commission rules PUC 203.08 and 201.04.
3. Liberty engaged PricewaterhouseCoopers LLP (“PwC”) to conduct ongoing independent security assessments of its corporate IT infrastructure, including assessment of the configuration of key network devices, vulnerability of these devices, and a network architecture and design assessment. PwC’s report (“Security Assessment Report”) summarized the results of its analysis, and identified a number of additional measures Liberty could take to improve its network security.
4. After reviewing the Security Assessment Report, the management of Liberty developed an action plan to address its findings and recommendations. This action plan is summarized in the Management Response to Security Assessment Report (“Management Response”) that describes the specific remediation activities Liberty will undertake to address the recommendations in the Security Assessment Report, and a timeline for completion.

5. On June 28, 2012, Liberty Utilities submitted the Security Assessment Report and the Management Response to Commission Staff, and requested confidential treatment pending a Commission ruling on this motion.
6. Together the Security Assessment Report and the Management Response are Confidential Information that should be exempted from disclosure pursuant to RSA 91-A:5, IV, which protects “[r]ecords pertaining to internal personnel practices [and] confidential, commercial, or financial information . . . and other files whose disclosure would constitute an invasion of privacy.”
7. The Commission applies the analysis articulated in *Lambert v. Belknap County Convention*, 157 N.H. 375 (2008), and *Lamy v. N.H Public Utilities Commission*, 152 N.H. 106 (2005), to determine whether confidential commercial or financial information within the meaning of RSA 91-A:5, IV is exempt from public disclosure. Under this analysis the Commission first determines “whether the information is confidential, commercial or financial information, ‘and whether disclosure would constitute an invasion of privacy.’” *Unitil Energy Systems, Inc.*, DE 10-055, Order No. 25,214 (April 26, 2011), p. 35. If a privacy interest is implicated, the Commission then evaluates whether the privacy interest in non-disclosure outweighs the public’s interest in disclosure. *Id.* If disclosure does not serve the purpose of informing the public of the conduct and activities of its government, then disclosure is not warranted. *Id.*
8. The Confidential Information described above meets this test.
9. The Security Assessment Report and the Management Response describe the characteristics of Liberty’s IT infrastructure that might enable a malicious user to

gain unauthorized access to its systems and data. Though Liberty is addressing these issues under the action plan described in the Management Response, until those steps are complete disclosure of these documents would provide a road map for a malicious user attempting to obtain such unauthorized access. Liberty has a privacy interest in the Confidential Information based in its obligation to protect its IT infrastructure and its data and that of its customers. Moreover, disclosure of this information would not inform the public about the workings of the Commission. The Settlement Agreement approved by the Commission assumed that the information would be treated confidentially.

10. For the foregoing reasons, the Commission should grant this motion for confidential treatment of the Confidential Information described above. Liberty Utilities requests that the Commission issue an order protecting the Confidential Information from public disclosure and prohibiting copying, duplication, dissemination or disclosure of it in any form. Liberty Utilities requests that the protective order also extend to any discovery, testimony, argument or briefing relative to the confidential information.

WHEREFORE, Liberty Utilities respectfully requests that the Commission issue an order exempting the Confidential Information from public disclosure.

Respectfully submitted,

LIBERTY UTILITIES

June 28, 2012

A handwritten signature in black ink, appearing to read "Jared S. des Rosiers", written over a horizontal line.

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**CERTIFICATE OF SERVICE**

I hereby certify that on this 28<sup>th</sup> day of June, 2012, a copy of the foregoing Motion for Protective Order and Confidential Treatment was sent via electronic mail to all parties in this docket.

June 28, 2012



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