

STATE OF NEW HAMPSHIRE

PUBLIC UTILITIES COMMISSION

March 2, 2016 - 9:06 a.m.
Concord, New Hampshire

DAY 1

RE: DG 15-155
VALLEY GREEN NATURAL GAS, LLC:
Petition for Franchise Approval.

NHPUC MAR17'16 AM 9:57

PRESENT: Chairman Martin P. Honigberg, Presiding
Commissioner Robert R. Scott
Commissioner Kathryn M. Bailey

Adele Leighton, Clerk

APPEARANCES: **Reptg. Valley Green Natural Gas, LLC:**
Marcia A. Brown, Esq. (Rath, Young...)
Charles G. Willing, Jr., Esq. (Rath, Young..)

Reptg. Liberty Utilities (EnergyNorth Natural Gas) Corp. d/b/a Liberty Utilities:
Douglas L. Patch, Esq. (Orr & Reno)

Reptg. NG Advantage, LLC:
Susan S. Geiger, Esq. (Orr & Reno)

Reptg. the City of Lebanon:
Fire Chief Christopher Christopoulos

Ariel Arwen, *pro se*

Court Reporter: Steven E. Patnaude, LCR No. 52

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APPEARANCES: *(C o n t i n u e d)*

Reptg. Residential Ratepayers:

Nicholas Cicale, Esq.
Pradip Chattopadhyay, Asst. Consumer Advocate
Office of Consumer Advocate

Reptg. PUC Staff:

Alexander F. Speidel, Esq.
Stephen Frink, Asst. Dir./Gas & Water Div.
Randall Knepper, Director/Safety Division
Robert Wyatt, Asst. Dir./Safety Division

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I N D E X

PAGE NO.

OPENING STATEMENTS BY:

Mr. Willing

12

* * *

WITNESS PANEL:

**JAMES W. CAMPION, IV
KENNETH H. STANLEY
SCOTT BROWN
KENNETH L. PAUL**

Direct examination by Ms. Brown

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P R O C E E D I N G

1
2 CHAIRMAN HONIGBERG: Good morning,
3 everyone. We're here this morning in Docket DG 15-155,
4 which is a Petition for Franchise Approval from Valley
5 Green Natural Gas, LLC. The Petition is to provide gas
6 utility service in Hanover and Lebanon. The Petition
7 was filed back in May of 2015. There are a number of
8 intervenors. We'll take appearances in a moment. I'm
9 not going to read from the Order of Notice. But, as
10 you all know, this matter raises issues under a number
11 of RSAs, including RSA 374 and 378, and perhaps even
12 pieces of a few others.

13 All right. Before we go any further,
14 let's see who's here and take appearances.

15 MS. BROWN: Good morning, Commissioners.
16 Marcia Brown, on behalf of Rath, Young & Pignatelli.
17 And with me today is my colleague, Chuck Willing. And,
18 to his right is Jay Campion, representing Valley Green
19 Natural Gas and an assortment of other companies; Ken
20 Stanley, with TRI-MONT Engineering; Scott Brown, with
21 New England Energy -- I'm sorry, New Energy Capital
22 Partnership. And, behind me is Ken Paul, with Gulf
23 Oil; and beside him is Brian Sullivan, with TRI-MONT;
24 and then, lastly, Kurt Schleicher, with Valley Green.

1 Thank you.

2 MR. PATCH: Good morning, Commissioners.
3 Doug Patch, with the law firm of Orr & Reno, on behalf
4 of Liberty Utilities. And, with me this morning is
5 Steven Mullen, Stephen Hall, William Clark, and Mike
6 Licata.

7 MS. ARWEN: Good morning, Commissioner.
8 I'm Ariel Arwen, a *pro se* intervenor.

9 MS. GEIGER: Good morning, Mr. Chairman
10 and Commissioners. I'm Susan Geiger, with the law firm
11 of Orr & Reno, and I appear on behalf of NG Advantage,
12 LLC. And, with me here this morning is the CEO of NG
13 Advantage, LLC, Mr. Tom Evslin.

14 MR. CICALÉ: Good morning,
15 Commissioners. Nicholas Cicale, for the Office of the
16 Consumer Advocate. And, with me this morning is
17 Dr. Pradip Chattopadhyay.

18 MR. CHRISTOPOULOS: Good morning. Chris
19 Christopoulos, representing the City of Lebanon.

20 CHAIRMAN HONIGBERG: I'm sorry. What's
21 your last name?

22 MR. CHRISTOPOULOS: Christopoulos.

23 CHAIRMAN HONIGBERG: Christopoulos.

24 MR. CHRISTOPOULOS: Common spelling.

1 MR. SPEIDEL: Alexander Speidel,
2 representing the Staff of the Commission. And, I have
3 with me Stephen Frink, Assistant Director of the Gas
4 and Water Division; Bob Wyatt, Assistant Director of
5 the Safety Division; and Randall Knepper, Director of
6 the Safety Division. Thank you.

7 CHAIRMAN HONIGBERG: There were two
8 other intervention petitions that were granted. Susan
9 Almy and Stephen Wood were on one, and Jonathan Peress
10 and Martha Neary were on the other. To anyone here
11 familiar with what's going on with them? Ms. Brown.

12 MS. BROWN: Only that Peress and Neary
13 dropped off after the first round of discovery, and we
14 really haven't heard much from them. But, as far as
15 whether they are attending here or not, I'm not aware
16 that they are.

17 CHAIRMAN HONIGBERG: They don't appear
18 to be here.

19 All right. What procedural matters do
20 we need to deal with before we start? Ms. Brown.

21 MS. BROWN: We have a pending Motion for
22 Confidential Treatment. We have a Motion to Substitute
23 Mr. Ken Paul for Jonathan Carroll before you.

24 CHAIRMAN HONIGBERG: On the substitution

1 motion, I assume there's no objection to that from
2 anyone?

3 *(Mr. Cicale and Mr. Speidel indicating*
4 *in the negative.)*

5 CHAIRMAN HONIGBERG: All right. That
6 motion is granted. Regarding confidentiality, we've
7 seen the motion, the time for response has not run.
8 Does any party or intervenor intend to object to the
9 Motion for Confidential Treatment?

10 *(Mr. Cicale and Mr. Speidel indicating*
11 *in the negative.)*

12 CHAIRMAN HONIGBERG: All right. Without
13 having to rule, it would be treated as confidential
14 until all appeal rights have run anyway. So, you will
15 assume that the subject of that motion is being dealt
16 with as confidential. If there's any need to refer to
17 the confidential information, we're just going to have
18 to flag it, and either stop, come back to it as a
19 group, or deal with it some other way.

20 With respect to matters that are being
21 treated as confidential, is there any party or
22 intervenor that can't be in the room for some part of
23 confidentiality, Liberty, for example?

24 MS. BROWN: The only person who has

1 filed or signed a confidentiality agreement is
2 Ms. Ariel Arwen, and that is with respect to the
3 response to 3-10, Staff 3-10.

4 CHAIRMAN HONIGBERG: All right. So,
5 we'll deal with it as we need to. So, as I said, we'll
6 deal with it as we need to. If something comes up as
7 confidential, we'll decide who needs to be here, and
8 whether we need to stop and do it right away, or
9 whether we can come back to it as a group's time.

10 MS. BROWN: With that confidentiality
11 and exodus of people out of the room, we have given
12 thought to our presentation so that we will do our best
13 to stay non-confidential. And, if we are -- if the
14 panel is referring to a document that has confidential
15 information on it, we will try to describe it in a way
16 that doesn't release confidential information, so that
17 people don't have to leave the room. Our plan is to
18 have the confidential discussion towards the end of the
19 hearing, just to ease logistics.

20 CHAIRMAN HONIGBERG: Fair enough. So,
21 what's going to be the order of events? Ms. Brown,
22 you're going to have a panel, I assume?

23 MS. BROWN: For ease of efficiency, for
24 direct and cross-examination, we plan to put the

1 witnesses on that filed testimony, that being Valley
2 Green, TRI-MONT, Gulf, and New England Capital
3 Partnership.

4 CHAIRMAN HONIGBERG: And, there are a
5 number of other people who submitted prefiled
6 testimony, what order are we going in after that?
7 Mr. Speidel.

8 MR. SPEIDEL: Staff would like to ask,
9 as an accommodation, in light of the fact that Mr.
10 Frink will be traveling out-of-state this afternoon, if
11 Staff could be second, in terms of direct and
12 cross-examination, for the panel of Frink and I believe
13 it would be Knepper as well, that would be greatly
14 appreciated, if the other Parties would support that.
15 Thank you.

16 CHAIRMAN HONIGBERG: And, I assume no
17 one has a problem with that?

18 *[No verbal response]*

19 CHAIRMAN HONIGBERG: Off the record.

20 *[Brief off-the-record discussion*
21 *ensued.]*

22 CHAIRMAN HONIGBERG: Back on the record.
23 Who would go after that? Mr. Cicale?

24 MR. CICALE: OCA. Thank you, Chairman.

1 CHAIRMAN HONIGBERG: Who else is going
2 to be putting a witness up there? Mr. Patch and
3 Ms. Geiger. So, we'll have, Ms. Geiger, we'll have
4 your person go next, NG Advantage, and then, Mr. Patch,
5 Liberty will go after that.

6 Is that it? Have I covered everybody at
7 that point? Ms. Brown.

8 MS. BROWN: The only other thing is, I
9 expect that Valley Green, bearing the burden of
10 persuasion, would be going last in all of the cross?
11 Just, if there was some friendly cross, that we would
12 be after that. For instance, if Liberty goes first,
13 then we have cross of NG Advantage, rather than us.

14 CHAIRMAN HONIGBERG: I think that's
15 right. If there are parties that are aligned in some
16 way, they would go before you would.

17 Anything else we need to deal with?
18 We've done a lot already.

19 *[No verbal response]*

20 CHAIRMAN HONIGBERG: All right.
21 Ms. Brown, why don't you have your witnesses come up.

22 MS. BROWN: Are we going to have
23 openings, because we are prepared to do our opening
24 statement?

1 CHAIRMAN HONIGBERG: If you would like
2 to do openings, you may. Not everyone is obligated to
3 do that, and you could wait until you do it until your
4 witness comes. But, yes, if you would like to do an
5 opening, you may, briefly.

6 MR. WILLING: Okay. I'll --

7 CHAIRMAN HONIGBERG: Mr. Willing.

8 MR. WILLING: Yes. I thought I'd
9 interject myself here.

10 Good morning. We are here on behalf of
11 Valley Green Natural Gas, which is seeking a pipeline
12 natural gas franchise in Lebanon and Hanover, as you
13 referenced.

14 The principal of Valley Green is Jay
15 Campion, who is here with us. Jay is a native of the
16 Upper Valley, and has been a successful businessman in
17 the area for over 40 years. A defining characteristic
18 of Jay's business career is that he is nimble and
19 agile. He is also community-minded. That is how Jay
20 came to be involved with Valley Green.

21 Jay undertook this project to bring
22 energy choice to the Upper Valley. The Commissioners
23 are well-aware that the high cost of energy poses a
24 challenge to businesses across New Hampshire and the

1 rest of New England. This is especially true in the
2 Upper Valley. Most consumers there rely on fuel oil or
3 propane to meet their heating needs. Pipeline natural
4 gas is not available there right now, because there is
5 no natural gas transmission line near the Upper Valley.
6 About five years ago, heating fuel prices were rising
7 and local business leaders began talking about their
8 shared interest in finding alternative fuel choices
9 that would offer stable pricing, while reducing climate
10 impacts. Jay was involved in those discussions. To
11 meet the need identified by these local businesses, Jay
12 came up with the idea of trucking natural gas into the
13 area, where it would be processed and distributed to
14 customers by pipeline, in other words, an island LDC.

15 Jay first approached EnergyNorth, later
16 Liberty, to discuss this conceptual idea, in the hope
17 that they would be interested in developing the
18 project. Liberty was not interested. Because Liberty
19 was not interested, Jay decided to pursue the project
20 on his own.

21 MR. PATCH: Mr. Chairman, it sounds to
22 me like Mr. Willing is offering testimony. I'm not
23 sure that's in Mr. Champion's testimony, with regard to
24 interaction with Liberty. So, I think it goes beyond,

1 you know, what's been introduced as evidence. So, I'd
2 like to object to that.

3 CHAIRMAN HONIGBERG: Ms. Brown.

4 MS. BROWN: The testimony and discovery
5 responses that will be going in today directly
6 corroborate all of the representations in the opening.
7 The opening is intended to give a summary of all the
8 evidence.

9 CHAIRMAN HONIGBERG: Is it going to
10 include "nimbleness and agility"? I'm really -- I was
11 really interested in that representation. I wonder
12 what kind of demonstration we're going to get regarding
13 nimbleness and agility?

14 MR. WILLING: Gymnastics.

15 MS. BROWN: I'm happy to ask a question
16 to get it into the testimony.

17 CHAIRMAN HONIGBERG: Overruled. You can
18 continue, Mr. Willing.

19 MR. WILLING: Okay.

20 CHAIRMAN HONIGBERG: And, Mr. Patch, if
21 at the end of the day, they haven't delivered on their
22 promise, certainly remind us.

23 MR. WILLING: Over the next couple of
24 years, Jay met with Commission Staff to learn what

1 Staff required of a new gas utility. He formed Valley
2 Green, he secured a site, and he began the local
3 permitting process.

4 Jay talked to potential large customers
5 to gauge their interest in switching to natural gas and
6 to better understand their energy needs. He received
7 interest and support from customers, including
8 Dartmouth College, Dartmouth-Hitchcock Medical Center,
9 Hypertherm, and several others. The project would also
10 serve residential customers along its pipeline routes.

11 Jay assembled a team that is already
12 contributing the expertise needed to make the project
13 work. The Valley Green team consists of the following:
14 Gulf will be the supplier of fuel to the project, and
15 the long-term operator of a regasification plant at the
16 site. Gulf will also run a vehicle refueling operation
17 on the site. Gulf has been a recognized name in energy
18 for over 100 years, especially in transporting LNG and
19 operating gas facilities. Gulf is represented today by
20 Ken Paul.

21 TRI-MONT will be the design engineer and
22 the long-term operator of the pipeline distribution
23 system. TRI-MONT is a multi-disciplinary engineering
24 consulting firm, with expertise in natural gas

1 infrastructure. TRI-MONT is represented today by
2 Kenneth Stanley.

3 New Energy Capital Partners will be the
4 investor and equity provider. NECP invests in clean
5 energy projects around the country. NECP is
6 represented today by Scott Brown, and is based in
7 Hanover, New Hampshire.

8 Rath, Young & Pignatelli will provide
9 legal support to Valley Green, and is represented here
10 today by Marcia Brown and myself.

11 And, finally, Steve St. Cyr, who is not
12 here today, will provide regulatory accounting support.

13 The Valley Green project can be
14 conceptually described as follows: Valley Green will
15 purchase liquified natural gas from Gulf, store the LNG
16 on-site in one or more tanks, then regasify it for
17 distribution. There will be a regulated gas utility
18 business, Valley Green Natural Gas. That will
19 distribute gas to customers via pipeline. Valley
20 Green's affiliate, Valley Green Energy Service --
21 Services, will run an unregulated business that will
22 deliver LNG to customers via truck.

23 The storage and regasification
24 facilities would be located at a project site on Etna

1 Road, in Lebanon. This site is an ideal location for a
2 project of this type, very close to I-89 and I-91,
3 minimizing truck traffic on local roads, and near a
4 critical mass of potential business customers, reducing
5 the cost of extending pipeline service to those
6 customers. Jay's company, Choice Storage, owns the
7 land, totaling 182 acres, on which the project will be
8 located. Choice Storage would lease a portion of the
9 land, about 6 to 12 acres, to Valley Green.

10 The project will be designed to use LNG
11 as the primary fuel, although the design will include
12 flexibility to use CNG if pricing conditions warrant.
13 The advantages of LNG over CNG include higher energy
14 density, which makes transport and storage more
15 feasible and less expensive, price stability and lower
16 truck traffic. Gulf will truck in LNG from a
17 liquefaction plant it is developing in the Marcellus
18 shale region of Pennsylvania, bypassing the gas
19 pipeline constraints that have caused extreme spikes in
20 the price of gas in New England. Gas for Valley
21 Green's customers will be purchased on a competitive
22 basis in a place where gas is as plentiful and
23 inexpensive as it is anywhere in the country. As a
24 result, Valley Green will be able to deliver fuel to

1 its customers at stable, predictable prices over the
2 long term, and the service that it intends to provide
3 is firm service, not intermittent.

4 Valley Green filed its petition for a
5 franchise with the Commission last May 15th. A
6 prehearing conference was held on July 28th. Late in
7 the afternoon on July 24th, Liberty intervened in
8 Valley Green's docket and also filed its own petition
9 for a natural gas utility franchise for, not
10 coincidentally, the exact same territory that Valley
11 Green requested.

12 Jay has taken the Valley Green project
13 to the brink of full-scale development. He has
14 assembled a team with all the requisite managerial,
15 technical, financial, and legal expertise. He has
16 customer relationships. He has site control, with an
17 ideal site, through his affiliate, Choice Storage. He
18 has variances from the local Zoning Board, and has had
19 conceptual Site Plan Review with the local Planning
20 Board. He has developed a conceptual design. He has
21 conducted vapor dispersion modeling, and other critical
22 early engineering steps necessary for a project like
23 this one. And, he has established relationships with
24 firms to handle important utility tasks, like billing

1 and 24-hour call support.

2 Jay has devoted considerable resources
3 in taking these steps. Where he has not taken
4 developmental steps yet, it is because it doesn't make
5 business sense to take them at this stage until other
6 things occur. For example, he has not begun a detailed
7 design of the project because the developmental layout
8 of the site depends on whether or not he will have
9 regulated pipeline gas service to offer. And, without
10 a franchise, he doesn't know whether there will be a
11 pipeline project. He would develop his overall
12 property differently if he did have a utility franchise
13 than if he did not have one.

14 In the past couple of years, energy
15 market conditions have changed dramatically. Valley
16 Green's prospective customers currently use oil or
17 propane for heating for the most part. Oil was selling
18 on the global market at \$90 to \$110 per barrel when Jay
19 was first exploring his idea, and was at about \$60 per
20 barrel when Valley Green filed its petition. Now, it
21 is in the mid to lower 30s per barrel. The spot price
22 for propane has dropped similarly. As a result, retail
23 oil and propane prices have dropped. And, this has
24 created a challenging pricing environment today, and

1 has inhibited Valley Green from generating customer
2 commitments, though Valley Green is still competing for
3 business even at current prices.

4 One way that Valley Green has responded
5 to this challenge is by focusing on business
6 opportunities that are less affected by current oil
7 prices, such as Gulf's refueling -- vehicle refueling
8 station, a potential biodigester project with Casella
9 that could be on the site, and opportunities to truck
10 LNG to remote customers. Jay is flexible and nimble,
11 no demonstration required, enough to respond to local
12 needs and opportunities.

13 The main problem the Commission Staff
14 and OCA identified with Valley Green's proposal is a
15 lack of customer commitments. We acknowledge that
16 customer development will be challenging so long as oil
17 prices remain where they are. But market conditions
18 will not remain as they are forever. When market
19 conditions change, and they will, Valley Green will be
20 poised to act.

21 Staff has recommended that the
22 Commission suspend Valley Green's docket until such
23 time as it has secured a sufficient volume of customer
24 commitments. This recommendation has some problems.

1 Staff cited two Commission orders in support of the
2 recommendation.

3 CHAIRMAN HONIGBERG: All right. Now,
4 you're making an argument.

5 MR. WILLING: Okay.

6 CHAIRMAN HONIGBERG: If you want to tell
7 me more about what your -- what the record's going to
8 show, I'm good with that. But I'm really not
9 interested in a legal argument right now.

10 MR. WILLING: Okay. All right. What
11 the record will show is that, in our case, there is no
12 risk of cross-subsidization between new and existing
13 customers, because we have no existing customers, is
14 the basic factual gist of the argument. We can't
15 impose rates or enter into special contracts until we
16 come back before you for approval of those rates and
17 contracts. Therefore, there is no financial risk that
18 any customers will be put at if you grant us a
19 franchise now.

20 Granting us a franchise now would be in
21 the public good, because Valley Green has demonstrated
22 in its filing, written testimony, and discovery
23 responses that it has the managerial, technical,
24 financial, and legal expertise to provide gas service.

1 Meanwhile, with it not granting a
2 franchise now would put Valley Green in a difficult
3 position. Most customers won't switch over to pipeline
4 gas if they aren't sure that the pipeline project is
5 going forward, because there's no franchise. In other
6 words, Valley Green can't get a franchise without
7 customer commitments, but it's hard to get customer
8 commitments without a franchise. Staff acknowledged
9 this conundrum even as they recommended suspension.

10 In the alternative, if the Commission
11 decides that suspending the docket until customer
12 commitments are obtained is the right answer, we ask
13 that, at a minimum, the Commission find that Valley
14 Green possesses the managerial, technical, financial,
15 and legal expertise to provide gas service. This would
16 allow Valley Green to tell customers that, once we have
17 enough customer commitments, we can go back to the
18 Commission for a franchise that will be granted. To be
19 clear, suspension is not our preferred option, but, if
20 suspension is structured in a way that recognizes
21 Valley Green's capabilities, then Valley Green can go
22 ahead and secure customers.

23 CHAIRMAN HONIGBERG: You're arguing
24 again. I mean, yes, I get it. I get that's your

1 position at the end of this, after all the evidence is
2 in, you're going to make a closing argument that sounds
3 just like what you said.

4 MR. WILLING: Okay.

5 CHAIRMAN HONIGBERG: So, if you have
6 anything else you want to set the scene with, then you
7 can proceed.

8 MR. WILLING: We're proud of our
9 proposal. It is a locally-based effort to bring energy
10 choice to the Upper Valley. And, we thank you for your
11 consideration.

12 CHAIRMAN HONIGBERG: All right. Would
13 anyone else like to do an opening at this time?

14 *[No verbal response]*

15 CHAIRMAN HONIGBERG: All right. If you
16 want to do an opening at the time right before your
17 witness comes up, then that's the time to do it. And,
18 everybody will have an opportunity to do a closing,
19 when we're done with the presentations.

20 So, it sounds like we're ready to
21 proceed with the witnesses. Ms. Brown, you may.

22 MS. BROWN: I'll ask that Mr. Campion,
23 Mr. Stanley, Mr. Brown, and Mr. Paul go to the witness
24 box, and you'll be sworn in by the stenographer.

[WITNESS PANEL: *Campion~Stanley~Brown~Paul*]

1 Can I address an administrative matter?

2 CHAIRMAN HONIGBERG: Let's go off the
3 record.

4 (Brief off-the-record discussion
5 ensued.)

6 CHAIRMAN HONIGBERG: Mr. Patnaude.

7 (Whereupon *James W. Campion, IV,*
8 *Kenneth H. Stanley, Scott Brown,* and
9 *Kenneth L. Paul* were duly sworn by the
10 Court Reporter.)

11 MS. BROWN: Thank you for swearing them
12 in.

13 **JAMES W. CAMPION, IV, SWORN**

14 **KENNETH H. STANLEY, SWORN**

15 **SCOTT BROWN, SWORN**

16 **KENNETH L. PAUL, SWORN**

17 **DIRECT EXAMINATION**

18 BY MS. BROWN:

19 Q. Mr. Campion, if I could start with you please, and have
20 you state your name and business for the record please.

21 A. (Campion) My name is James Campion. And, I represent
22 Valley Green Natural Gas in this.

23 Q. Mr. Paul, could you please state your name and business
24 for the record.

[WITNESS PANEL: Champion~Stanley~Brown~Paul]

1 A. (Paul) Yes. My name is Kenneth Paul. I'm an advisor
2 to Gulf Oil and a consultant.

3 Q. Mr. Stanley.

4 A. (Stanley) My name is Kenneth Stanley. I'm the
5 President of TRI-MONT Engineering.

6 Q. And, Mr. Scott -- "Mr. Scott" -- Mr. Brown, sorry.

7 A. (Brown) My name is Scott Brown -- My name is Scott
8 Brown. I'm the CEO of New Energy Capital.

9 Q. Mr. Champion, did you file testimony in this docket?

10 A. (Champion) Yes, I did.

11 Q. And, are you aware of any changes or corrections to
12 that testimony?

13 A. (Champion) No, I'm not.

14 Q. And, I'd like to ask you if you filed a petition in
15 this docket for your franchise?

16 A. (Champion) I did.

17 MS. BROWN: I'd like to mark for
18 identification as our first exhibit the Petition that
19 was filed in the Commission -- with the Commission.

20 CHAIRMAN HONIGBERG: The packet that I
21 have from May 15th includes the Petition and all of the
22 testimony. Are you going to be breaking them out as
23 separate exhibits, because the way I have them is one
24 packet?

[WITNESS PANEL: Campion~Stanley~Brown~Paul]

1 MS. BROWN: I can ask -- I can amend,
2 after I ask them all about the testimony and do they
3 have any corrections, and then have the packet as
4 "Exhibit 1", I can wait.

5 CHAIRMAN HONIGBERG: Okay. Off the
6 record.

7 *[Brief off-the-record discussion*
8 *ensued.]*

9 MS. BROWN: All right. Can I -- you
10 want me to continue?

11 CHAIRMAN HONIGBERG: No. We're going to
12 go off the record for a second.

13 *[Brief off-the-record discussion*
14 *ensued.]*

15 CHAIRMAN HONIGBERG: Back on the record.
16 We're going to go back to what you were planning on
17 doing, but we're just going to have to separate out the
18 documents from our -- we're going to have to pull out
19 staples and do things like that. So, why don't you
20 proceed. You were going to -- you wanted the Petition
21 marked as "Exhibit 1", is that right?

22 MS. BROWN: Yes.

23 (The document, as described, was
24 herewith marked as **Exhibit 1** for

[WITNESS PANEL: Champion~Stanley~Brown~Paul]

1 identification.)

2 CHAIRMAN HONIGBERG: Okay. Go ahead.

3 BY MS. BROWN:

4 Q. Mr. Champion, then you said that you had filed
5 testimony, and you have no corrections to that
6 testimony, is that correct?

7 A. (Champion) No.

8 MS. BROWN: And, I'd like to mark for
9 identification Mr. Champion's testimony as "Exhibit 2".

10 (The document, as described, was
11 herewith marked as **Exhibit 2** for
12 identification.)

13 BY MS. BROWN:

14 Q. Mr. Paul, I'd like to ask you if Gulf filed testimony
15 in this docket?

16 A. (Paul) Yes.

17 Q. And, are you aware of any changes or corrections that
18 need to be made to that testimony?

19 A. (Paul) No.

20 Q. And, do you adopt that testimony as your own today?

21 A. (Paul) Yes.

22 MS. BROWN: I'd like to mark Mr. Paul's
23 testimony as "Exhibit 3".

24 (The document, as described, was

[WITNESS PANEL: Campion~Stanley~Brown~Paul]

1 herewith marked as **Exhibit 3** for
2 identification.)

3 BY MS. BROWN:

4 Q. Mr. Stanley, did you file testimony in this docket?

5 A. (Stanley) Yes, I did.

6 Q. Are you aware of any changes or corrections that need
7 to be made to that testimony?

8 A. (Stanley) No, I'm not.

9 MS. BROWN: I'd like to have
10 Mr. Stanley's testimony marked for identification as
11 "Exhibit 4".

12 (The document, as described, was
13 herewith marked as **Exhibit 4** for
14 identification.)

15 BY MS. BROWN:

16 Q. Mr. Brown, did you file testimony in this docket?

17 A. (Brown) Yes.

18 Q. Are you aware of any changes or corrections that need
19 to be made to that testimony?

20 A. (Brown) No.

21 Q. And, do you adopt that testimony as if it were -- as if
22 you were giving that today?

23 A. (Brown) Yes.

24 MS. BROWN: I'd like to mark for

[WITNESS PANEL: Campion~Stanley~Brown~Paul]

1 identification as "Exhibit 5" Mr. Brown's testimony.

2 (The document, as described, was
3 herewith marked as **Exhibit 5** for
4 identification.)

5 BY MS. BROWN:

6 Q. Mr. Stanley, do adopt your -- if you were asked the
7 same questions today in that testimony -- or, I guess,
8 let me strike that. Do you adopt the testimony that
9 you filed? Are you incorporating that as your
10 testimony today?

11 A. (Stanley) Yes, I am.

12 Q. Thank you. And, for completeness, Mr. Campion, do you
13 adopt your testimony that you filed as yours today?

14 A. (Campion) I do.

15 Q. Thank you. Mr. Brown, if I could ask you, did you file
16 discovery responses or did you respond to discovery in
17 this docket?

18 A. (Brown) Yes.

19 Q. And, did that discovery elaborate on your testimony?

20 A. (Brown) Yes.

21 Q. If I could continue with you, Mr. Brown. If you could
22 summarize the relevant points of your testimony?

23 A. (Brown) New Energy Capital has been working with Jay
24 Campion for a little over two years. We support --

1 financially support and have committed to supporting
2 the Valley Green enterprise to build an LNG storage
3 facility and distribution facility in the
4 Hanover/Lebanon area.

5 Q. Okay. And, what does New Energy Capital Partnership
6 do?

7 A. (Brown) We are a private equity investment fund, which
8 finances energy projects, primarily clean energy and
9 renewable projects. And, we've financed projects
10 throughout the United States.

11 Q. Can you please summarize how much -- how many funds you
12 have invested in those energy projects to date?

13 A. (Brown) To date, we have fully invested and divested
14 two funds. We are in the current process of investing
15 two additional funds. Total capital commitments for
16 those funds is at \$275 million.

17 Q. And, how did you -- can you please summarize how you
18 became involved with Valley Green?

19 A. (Brown) We -- Our head office is based in Hanover, New
20 Hampshire. I've known Jay for a number of years. We
21 have discussed the energy island situation in the
22 Hanover/Lebanon area. And, both of us concluded that
23 alternatives would be beneficial to the community, and
24 would have the opportunity to diversify the energy mix

1 for the community.

2 Q. Now, do you plan to hold the assets of Valley Green for
3 the long term?

4 A. (Brown) Yes. Our intention with all of our investments
5 is to hold for the long term.

6 MS. BROWN: Thank you for the pause. I
7 just wanted to make sure I don't need to enter an
8 exhibit.

9 BY MS. BROWN:

10 Q. Can you please explain the support that you are giving
11 Valley Green at the moment?

12 A. (Brown) Yes. We are providing some financial analysis
13 support to the project, as well as local support in the
14 zoning process and other local efforts to talk with
15 potential customers in the area.

16 Q. Now, at what stage of the development will -- actually,
17 I want to make sure we get on the record, when New
18 Energy Capital is supporting, is that equity funds?

19 A. (Brown) Yes. This would come out of our equity fund.

20 Q. And, at what point in the project will the equity fund
21 portion of the support kick in?

22 A. (Brown) Generally, the way a typical project works is
23 it -- when the construction begins or the major capital
24 expenditures just prior to construction begin for the

[WITNESS PANEL: Campion~Stanley~Brown~Paul]

1 project, that's when funds are drawn from our internal
2 funds to fund that construction. Prior to that date,
3 we provide development -- more limited development
4 funding to support the costs associated with the
5 analytic -- the financial analysis and legal support.

6 Q. And, does the -- does your support for Jay's project
7 change after that equity infusion?

8 A. (Brown) Well, we became -- we become the primary equity
9 investors and owners. After the project is completed,
10 generally, after the project is completed and
11 operational, we will then seek lenders to provide debt
12 support and lower the overall cost of capital for the
13 project. Sometimes we will seek lenders prior to
14 completion of a project or even during construction or
15 prior to construction of a project, if that's the more
16 efficient time to obtain debt capital. But, for a
17 project, which is relatively new and untested, it's
18 usually cheaper to get debt capital following
19 completion of the project.

20 Q. Thank you.

21 A. (Brown) You're welcome.

22 Q. Mr. Campion, if I could focus on you for a bit please.
23 And, can you please describe the type of business
24 experience you've had over the years?

[WITNESS PANEL: Campion~Stanley~Brown~Paul]

1 A. (Campion) Yes. I've had -- I've operated a number of
2 different businesses. My family has been -- been in
3 the Upper Valley for five generations, and I started
4 right out of college with my -- working in my family's
5 business, which was, at the time, the major retail
6 store for the island that we're referring to.

7 But I went out on my own starting in
8 1982. And, since then, I've had -- well, I've started
9 multiple businesses, and some -- have sold some, both
10 retail and other. I also have developed commercial
11 real estate in Hanover, specifically, and in Lebanon.
12 I currently have a project that's being built very
13 close to the proposed gas facility. It's a Hilton
14 Garden Inn and Conference Center that will be located
15 right on -- basically, right on Route 120, adjacent to
16 this other piece of property.

17 Those are the kinds of -- those are the
18 kinds of businesses that I've been involved in. I've
19 had -- I think the most I ever had, 20 employees at one
20 time, but that was actually quite a while ago now.

21 And, that's my basic background.

22 Q. Mr. Campion, can I have you turn to your testimony?

23 A. (Campion) Sure.

24 Q. In particular, Page 1.

[WITNESS PANEL: Champion~Stanley~Brown~Paul]

1 A. (Campion) Got it right here.

2 Q. Now, when you're talking about the other businesses, I
3 don't recall you naming them. And, you have, on Page
4 1, Line 11 and 12, you have "Jaymark Properties" and
5 you have "Chaloux Properties". Are those -- and, on
6 Line 13, you have "Choice Storage". Are these the
7 properties you were just describing?

8 A. (Campion) Yes. Those are a couple of them, a couple of
9 the businesses. "Route 120 Hotels, LLC" is the company
10 that's -- the corporation that's actually developing
11 the hotel and conference center. Chaloux Properties is
12 an entity that owns adjacent pieces that are under
13 development as well. Choice Storage is a firm that --
14 a company that owns commercial property, but also
15 operates a management business, a commercial properties
16 management business, covering, I don't know, 100,000
17 square feet of commercial property. And, then, again,
18 there have been a lot of other retail enterprises that
19 I've been involved in in both the Upper Valley, as well
20 as other places. I had a retail business in Chapel
21 Hill, North Carolina, actually, for half a dozen years
22 before I sold that. Anything else?

23 Q. Mr. Champion, I just want to get it on the record.
24 Valley Green Natural Gas, LLC, is registered in New

[WITNESS PANEL: Champion~Stanley~Brown~Paul]

1 Hampshire to do business, correct?

2 A. (Campion) Yes. Right.

3 Q. And, all of these other businesses are registered to do
4 business in New Hampshire?

5 A. (Campion) Yes. They are.

6 Q. Is there another entity that you've developed in
7 discovery responses that you have formed to also be
8 involved in this project?

9 A. (Campion) Yes.

10 Q. And, what is that?

11 A. (Campion) Yes. Yes, we formed another entity called
12 "Valley Green Energy Services", specifically to address
13 unregulated energy services.

14 Q. Now, can you please state when you first formed Valley
15 Green Natural Gas?

16 A. (Campion) I believe it was in 2014. I hope that's part
17 of my testimony already.

18 Q. Subject to check, if you were to look at the Secretary
19 of State's website, does November 8th, 2013 ring a
20 bell?

21 A. (Campion) That sounds good.

22 Q. Thank you.

23 A. (Campion) The years fly by.

24 Q. Mr. Paul, I'd like to turn to you and please have you

1 summarize Gulf's involvement with Mr. Champion's
2 project.

3 A. (Paul) Gulf is a full service energy-related company.
4 Its predominance business is transporting and storing
5 various kinds of energy. Gulf has acquired and
6 operates LNG transports, and is interested in building
7 an LNG production plant in Pennsylvania, where there is
8 an abundant amount of natural gas for as long as you
9 could ever imagine. It was a very logical choice for
10 them to partner with Valley Green, as this virtual
11 pipeline/remote supply concept is very well-served by
12 trucked LNG. It's very similar to having a pipeline,
13 except it goes over the highway. So, the relationship
14 between Gulf and Valley Green was a very logical fit.
15 It supports their building of their LNG production
16 plant, which requires a certain amount of commitments
17 from what is called "off-takers".

18 Q. Okay. Mr. Stanley, can you please summarize TRI-MONT's
19 involvement with Mr. Champion's project?

20 A. (Brown) Yes. TRI-MONT Engineering was approached by
21 Jay in -- midway through the second quarter of 2014,
22 and asked to provide engineering support associated
23 with the design, construction, support, inspection, and
24 operations and maintenance of the storage facility and

[WITNESS PANEL: Champion~Stanley~Brown~Paul]

1 the distribution piping network.

2 MS. BROWN: Okay. At this point, I'd
3 like to have folks turn to Attachment A of
4 Mr. Stanley's testimony. And, I have an enlargement
5 that I'd like to use during this presentation.

6 And, for the parties, I just want to
7 note that the enlargement that I'm showing doesn't have
8 the lettering on it, but it is the same image from
9 Attachment A of the testimony.

10 MR. SPEIDEL: And, it doesn't have the
11 schematic underneath it, the black-and-white schematic.

12 BY MS. BROWN:

13 Q. Now, Mr. Stanley, I'd like to have you walk through on
14 this, the picture portion of Attachment A, the extent
15 of the project.

16 A. (Stanley) This graphic shows the storage facility
17 located on Mr. Champion -- on Valley Green Natural Gas,
18 Mr. Champion's property. As you look at the graphic to
19 the upper left-hand side, upper left-hand corner of the
20 graphic, you'll see tanks. Those are 60,000-gallon
21 tanks for storing the liquid natural gas. They're
22 contained within a facility, a fenced-in facility, that
23 is actually recessed into the ground, to provide some
24 LNG containment.

[WITNESS PANEL: Champion~Stanley~Brown~Paul]

1 As you move towards the lower right, to
2 the foreground, we have -- or, you'll see a truck --
3 I'm sorry -- a truck located next to the facility for
4 uploading and downloading. As you come forward,
5 towards the driveway, you'll see gray tanks with
6 stacks. Those are water bath vaporizers. As you move
7 again forward of that, you'll see a small block
8 standing above the building, and that's intended to be
9 the odorization equipment.

10 And, as you continue to come forward
11 along the grass area, a stand-alone piece of equipment
12 is the backup generator. And, as you come forward,
13 there's a gray brick building, which is intended to be
14 an administration building. And, then, the covered
15 canopy is for LNG pumps for truck loading and
16 unloading. And, I think that -- and, in the far lower
17 left-hand corner is the paved access road to the site.

18 Q. Thank you for that overview, Mr. Stanley.

19 MS. BROWN: The next exhibit -- or, I
20 guess it would be "Exhibit 6", that I'd like folks to
21 turn to, is Almy-Wood 1-2. It's a non-confidential
22 discovery response. Okay. And, for the record, the
23 Bates stamp for a.m. Almy-Wood 1-2 is Page 64. I want
24 to make sure my witnesses are there.

[WITNESS PANEL: Campion~Stanley~Brown~Paul]

1 CMSR. SCOTT: And, Attorney Brown,
2 that's in the black binder?

3 MS. BROWN: Yes.

4 CHAIRMAN HONIGBERG: I'm not finding it
5 yet. So, I've got a tab -- off the record. Let's go
6 off the record.

7 *[Brief off-the-record discussion*
8 *ensued.]*

9 CHAIRMAN HONIGBERG: Let's go back on
10 the record. Go ahead.

11 MS. BROWN: Yes. I'd like to draw
12 everyone's attention to the attachment, which is a
13 Phase I Site Assessment to Almy-Wood 1-2.

14 CHAIRMAN HONIGBERG: So, you would like
15 to mark as "Exhibit 6" the response to Almy-Wood 1-2?

16 MS. BROWN: The entirety of the
17 Almy-Wood 1-2 response.

18 (The document, as described, was
19 herewith marked as **Exhibit 6** for
20 identification.)

21 BY MS. BROWN:

22 Q. And, Mr. Campion, I'll wait till you are there.

23 A. (Campion) Okay. Yes, I'm there. Yes, I'm there.

24 Q. Mr. Campion, did you have this Phase I done?

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[WITNESS PANEL: Campion~Stanley~Brown~Paul]

1 A. (Campion) Yes, I did.

2 Q. And, for what property was it done for?

3 A. (Campion) It was done for -- it was done for the
4 property that includes the site --

5 *[Court reporter interruption.]*

6 **CONTINUED BY THE WITNESS:**

7 A. (Campion) It's done for the property that includes the
8 site for this facility.

9 BY MS. BROWN:

10 Q. And, how large is that parcel?

11 A. (Campion) First surveyed was 182 acres. Second survey
12 actually works out to be, from what I understand, it's
13 like 230 acres.

14 Q. Can we leave it as a description of "182", --

15 A. (Campion) 182, sure.

16 Q. -- because that's in our Petition?

17 A. (Campion) Yes.

18 Q. Thank you. If I could have you turn to Figure 2.

19 A. (Campion) Yes.

20 Q. Which, for the record, is Bates stamp 87.

21 CHAIRMAN HONIGBERG: There's also page
22 numbers in the upper right-hand corner, "X of 52" on
23 this.

24 WITNESS CAMPION: Right.

[WITNESS PANEL: Campion~Stanley~Brown~Paul]

1 CHAIRMAN HONIGBERG: So, what page is
2 it?

3 WITNESS CAMPION: 23 --

4 *[Court reporter interruption.]*

5 CHAIRMAN HONIGBERG: "23 OF 52".

6 MS. BROWN: Yes. That is -- the "23 of
7 52" is a holdover from when we distributed the
8 discovery.

9 CHAIRMAN HONIGBERG: That's fine. It
10 just gets us to the right page.

11 MS. BROWN: Yes. Thank you.

12 BY MS. BROWN:

13 Q. So, Mr. Campion, state the obvious, this is the site
14 for the project?

15 A. (Campion) This is the site for the project.

16 Q. And, what road or what businesses are to the left of
17 this site diagram?

18 A. (Campion) All of the business is on the east side of
19 the Etna Road.

20 Q. Okay. So, this is the Etna Road, if we were looking at
21 the diagram --

22 A. (Campion) Correct.

23 Q. -- to the left of the block that says "Site"?

24 A. (Campion) Correct.

[WITNESS PANEL: Campion~Stanley~Brown~Paul]

1 Q. Okay. And, what other roads are in the vicinity of
2 this?

3 A. (Campion) Two. One is Route 120, which Etna Road feeds
4 into. And, second is North and South Labombard Road,
5 which is a second -- which is an access to the
6 property.

7 Q. Okay. Speaking of accesses, can you describe ingress
8 and egress to this site?

9 A. (Campion) Ingress and egress are one off from Labombard
10 Road and two off from Etna Road.

11 Q. If I can help, when you say one of the entrances is
12 "off of Etna Road", is it this spot --

13 A. (Campion) Yes.

14 Q. -- that I'm pointing to?

15 A. (Campion) Yes.

16 Q. Which is part of the site, and it looks like it has the
17 frontage on Etna Road. And, egress is down here?

18 A. (Campion) Correct. On Labombard Road.

19 Q. Now, on this site plan, it doesn't have this box shaded
20 in?

21 A. (Campion) Well, we have a right-of-way through that
22 property.

23 Q. Just wanted to check that you have secured --

24 A. (Campion) Yes.

[WITNESS PANEL: Champion~Stanley~Brown~Paul]

1 Q. -- access through here? Thank you. And, how is that
2 property held right now?

3 A. (Campion) It's held by Choice Storage. Is that the
4 question?

5 Q. Yes.

6 A. (Campion) Okay.

7 Q. Yes. Thank you. And, can you please describe how
8 Valley Green will have access to it? You know,
9 describe the leasehold.

10 A. (Campion) We propose to subdivide the property, and to
11 have a lot of appropriate size for Valley Green, to
12 both store fuel and vaporize it. The site estimate is
13 somewhere in the range of six areas, four to six acres,
14 on a site plan that we presented to the City of Lebanon
15 as part of a preliminary site plan review, and to the
16 Zoning Board, in order to get the use variances for
17 this operation.

18 Q. And, that relationship was described in the Petition?

19 A. (Campion) Yes.

20 Q. Okay. And, for the record, I will say that it's on
21 Page 4, Paragraph 8.

22 A. (Campion) Of my testimony?

23 Q. Of the Petition.

24 A. (Campion) Oh.

[WITNESS PANEL: Champion~Stanley~Brown~Paul]

1 Q. Of the Petition. I'm just trying to direct the
2 Commissioners, to make sure that what I'm putting in
3 the record is identified. So, you've explained that
4 Choice Storage --

5 A. (Champion) Correct.

6 Q. -- owns the land?

7 A. (Champion) Yes.

8 Q. And, that Valley Green is going to enter into a lease
9 with Choice Storage?

10 A. (Champion) Correct.

11 Q. And, what assets, if I can go back to the picture of
12 the facilities, what assets are going to be owned by
13 Valley Green Natural Gas?

14 A. (Champion) All of the assets will be owned by Valley
15 Green Natural Gas, that are relevant to delivering
16 regulated gas.

17 Q. So, the tank farm, Valley Green is going to own the
18 tanks?

19 A. (Champion) Correct.

20 Q. And, the fueling depot?

21 A. (Champion) Correct.

22 Q. The vaporizer?

23 A. (Champion) Correct.

24 Q. Odorizer?

[WITNESS PANEL: Champion~Stanley~Brown~Paul]

1 A. (Campion) Yes.

2 Q. Okay. Now, when did you incorporate Valley Green
3 Energy Services?

4 A. (Campion) 12/2015.

5 Q. All right. And, I said "incorporate", I understand
6 it's an LLC. But for what purposes?

7 A. (Campion) Specifically, to have an entity to develop
8 unregulated business.

9 Q. Does that keep the books and records a little clearer?

10 A. (Campion) Yes. Specifically, to separate any
11 unregulated business from any regulated business.

12 Q. And, who's going to be doing the accounting functions
13 for those?

14 A. (Campion) Steve --

15 Q. Would it be "St. Cyr"?

16 A. (Campion) St. Cyr, rather, yes.

17 Q. Now, can you please describe the lease terms, or have
18 you already done that?

19 A. (Campion) Describe the lease terms?

20 Q. Yes. Did you already testify, and I'm forgetting that
21 you described the lease terms?

22 A. (Campion) No, I did not.

23 Q. Okay. Now, if I could direct your attention to Page 4
24 of your testimony -- yes, of your testimony, from Line

[WITNESS PANEL: Campion~Stanley~Brown~Paul]

1 12 down, and just have you summarize the lease terms.

2 A. (Campion) Yes. I'm sorry?

3 Q. Can you please summarize the lease terms?

4 A. (Campion) Basically, Gulf will be -- Valley Green will
5 be leasing the property from Choice Storage, in the
6 simplest of terms. And, any subleasing will be done
7 with Valley Green Natural Gas.

8 Q. What term of years are you looking at?

9 A. (Campion) Probably at least 20 years.

10 Q. Okay.

11 A. (Campion) With a right for further extensions.

12 Q. Okay. And, you do not have the lease finalized yet, is
13 that correct?

14 A. (Campion) We've gone over aspects of the lease and have
15 a lease in draft.

16 Q. Okay. And, when you say "we", that's you and you?

17 A. (Campion) Well, yes. That's right, in this case. And,
18 it's kept -- it's been kept open, primarily, to make
19 sure that we could adjust to any requirements that the
20 PUC would have specifically, as per the term, for
21 example.

22 Q. Thank you. I just wanted to get that "nimbleness" into
23 the record. Now, Mr. Campion, I'd like to ask you why
24 you chose this site? And, in doing this, I'm going to

[WITNESS PANEL: Champion~Stanley~Brown~Paul]

1 also direct our attention to LU Tech 1-1 and
2 EnergyNorth 1-3. And, in the meantime, I'm going to
3 find the Bates stamp number.

4 A. (Campion) I went before the City of Lebanon with a
5 business plan to utilize this property for a number of
6 uses. One of which is that the liquefaction -- the
7 pipeline facility, to utilize this large piece of
8 property, as well as adjacent pieces that I own, to
9 fill a need in the Upper Valley. And, that need
10 specifically is to have a place that is close to the
11 center of business and commerce and activity, but that
12 can still utilize -- that can still be used for
13 activities that aren't necessarily what people want to
14 see. This -- I've thrown about the term "Disney
15 underground". The Upper Valley needs places where
16 activities that support those -- support those
17 communities can go. I have a tenant, for example, on
18 the site, is Casella Waste Services. And, I have a --
19 the site currently supports a can yard that services
20 all of the high-density areas in both communities.
21 That people, Casella truck drivers, are in and out of
22 this location between 40 and 60 times a day with
23 roll-offs and dumpsters that are trucked throughout
24 Hanover and Lebanon and swapped out. They include, you

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[WITNESS PANEL: Campion~Stanley~Brown~Paul]

1 know, recycling materials and that sort of thing. It's
2 also a site that I've used for staging areas for
3 construction projects that are done in the area. That
4 where in-town job trailers and material storage and
5 equipment isn't appropriate, it's good to have a place
6 where it is close enough to be utilized, but, again,
7 not contributing to traffic and eyesores in the
8 communities. This is -- this is the basis for the
9 development that I have been working toward for this
10 property.

11 The natural gas distribution network
12 fits directly into that concept. That is to say, if
13 we're going to have a facility, like the nice drawing,
14 that not many people want to look at that, they want
15 that to be there for them, so that the gas can be
16 stored and distributed, but they don't want to have it
17 next to their residence, or in an area where it's going
18 to be overly exposed. And, so, that is why the site --
19 why, when you ask about choosing the site for this, the
20 site kind of chose us, because of the nature of where
21 the site is and what it is, it makes this kind of use
22 just really perfect. I mean, it really is. It's as
23 close to the major demand in the area. It's got easy
24 transportation access to I-89, which is directly

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[WITNESS PANEL: Champion~Stanley~Brown~Paul]

1 adjacent. It's got no residential neighbors around it
2 to disrupt. And, those areas that are around it that
3 are -- that are around it are actually -- most of it is
4 protected from additional residential development.

5 So, --

6 MS. GEIGER: Excuse me, Mr. Chairman.
7 I'd like to interpose an objection here. It seems that
8 Mr. Champion is significantly enhancing and
9 supplementing his prefiled testimony. And, I believe
10 he was asked, on direct examination by Attorney Brown,
11 whether he had anything, you know, to add or correct or
12 update, and he said "no". And, now, we are engaging, I
13 think, in a significant amount of embellishment and
14 supplement that parties to the proceeding have not had
15 an opportunity to review.

16 So, I would object to questions that go
17 beyond the scope of the Q&As that have been provided in
18 the prefiled testimony.

19 CHAIRMAN HONIGBERG: Ms. Brown.

20 MS. BROWN: That's a fair enough
21 question. I was going to try to interject and have Mr.
22 Champion stick to the discovery response.

23 WITNESS CAMPION: Okay. I'm sorry. I
24 apologize.

[WITNESS PANEL: Campion~Stanley~Brown~Paul]

1 CHAIRMAN HONIGBERG: No need. There's
2 no need to apologize. Don't feel like you've done
3 anything wrong.

4 MS. BROWN: No. No. And, you're trying
5 to go by memory. And, it would be a disservice if I
6 didn't direct you to the discovery responses. And, I
7 want to make sure that, as cumbersome as it is, and try
8 to fairly --

9 WITNESS CAMPION: I'll try. Everybody
10 is helping me out over here.

11 MS. BROWN: Okay.

12 BY MS. BROWN:

13 Q. Do you have LU Tech 1-1 in front of you?

14 A. (Campion) I do.

15 MR. SPEIDEL: And, if I could also
16 interject, on behalf of Staff. Ms. Brown, do you have
17 any idea how many hearing exhibits you'll be entering
18 into from this dataset?

19 MS. BROWN: The bulk of them.

20 MR. SPEIDEL: All of them?

21 CHAIRMAN HONIGBERG: She said "bulk".

22 MS. BROWN: I said "the bulk of them".

23 MR. SPEIDEL: By "bulk", you mean some
24 30, 40 odd data responses?

[WITNESS PANEL: Campion~Stanley~Brown~Paul]

1 MS. BROWN: Yes.

2 MR. SPEIDEL: On direct?

3 MS. BROWN: Yes. Yes. We have
4 testimony, and we have discovery responses, which is
5 the bulk of our case.

6 MR. SPEIDEL: So, how many hours do you
7 think this will require?

8 MS. BROWN: I don't know. I mean, we
9 are trying to move things along. And, I know that your
10 witness --

11 CHAIRMAN HONIGBERG: We don't need -- we
12 don't need to have this discussion on the record. I
13 have a question for you, Ms. Brown. If you hadn't had
14 the discovery responses, was your Petition and
15 presentation adequate to make the case that you needed
16 to make?

17 MS. BROWN: No. We're making the case
18 now, with the combination of our testimony and the
19 discovery responses.

20 CHAIRMAN HONIGBERG: So, if no one had
21 asked you any questions, and so you never generated
22 these discovery responses, you would have had a
23 problem?

24 MS. BROWN: No. We would have

[WITNESS PANEL: Campion~Stanley~Brown~Paul]

1 supplemented the record with a rebuttal testimony with
2 this. It was for a matter of efficiency that we chose
3 that we've already told people our position, they know
4 about this. And, it would have seemed silly to have
5 just taken this and packaged it as our rebuttal
6 testimony.

7 CHAIRMAN HONIGBERG: Understood. Just
8 back up a step. If no one had opposed, no one had
9 filed testimony, and no one had asked you any
10 questions, was the record that you were creating with
11 your direct presentation, the prefiled testimony and
12 all of its exhibits, was it sufficient for us to grant
13 you the relief you were requesting?

14 MS. BROWN: It's our position that,
15 between the testimony and our discovery responses,
16 we --

17 CHAIRMAN HONIGBERG: Different question.

18 MS. BROWN: I'm sorry, then --

19 CHAIRMAN HONIGBERG: Just assume for a
20 minute there's no discovery responses, just assume that
21 doesn't exist. Assume all we had in front of us was
22 your Petition and the testimony and all of its
23 exhibits. Is it your position that that was an
24 adequate record for us to grant the request you'd made?

[WITNESS PANEL: Campion~Stanley~Brown~Paul]

1 MS. BROWN: With the exception of the
2 customer commitment part, it wasn't fully elaborated,
3 and the financial part wasn't fully elaborated. That
4 is in our confidential part.

5 CHAIRMAN HONIGBERG: Okay.

6 MS. BROWN: In the financial piece.

7 CHAIRMAN HONIGBERG: Okay. All right.
8 But, at this point, your position is that, in order to
9 make the record you need to make, you need to get in
10 the bulk of these discovery responses?

11 MS. BROWN: Yes. And, knowing that this
12 is new to the Commission, we wanted to have live
13 walk-through of the discovery responses.

14 CHAIRMAN HONIGBERG: All right. We're
15 going to take about a ten-minute break, because I think
16 Mr. Patnaude could use the break. During that break,
17 I'd like you to coordinate with your witness somewhat,
18 so that you can, in fact, direct him through this
19 examination, and elaborate on what needs to be
20 elaborated on without unnecessary embellishment. Okay?

21 MS. BROWN: Right. Right. We are --
22 the presentation is structured to go to the discovery
23 response, summarize it, get it into the record
24 physically and verbally, move on.

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[WITNESS PANEL: Campion~Stanley~Brown~Paul]

1 CHAIRMAN HONIGBERG: Right. Then,
2 that's what you need to go through with your witness,
3 so that --

4 WITNESS CAMPION: Okay.

5 CHAIRMAN HONIGBERG: -- it's in response
6 to a question that you ask, related to the document
7 that you want referenced. Okay?

8 MS. BROWN: Yes. I'll tighten it up for
9 you.

10 WITNESS CAMPION: I'm sorry.

11 CHAIRMAN HONIGBERG: Like I said, Mr.
12 Campion, please don't apologize. You've done nothing
13 wrong, okay?

14 All right. So, we're going to break for
15 10 minutes. We'll return at 10:30.

16 *(Recess taken at 10:20 a.m. and the*
17 *hearing resumed at 10:40 a.m.)*

18 CHAIRMAN HONIGBERG: Ms. Brown.

19 MS. BROWN: Can we go off the record?

20 CHAIRMAN HONIGBERG: Yes. Let's go off
21 the record.

22 *[Brief off-the-record discussion*
23 *ensued.]*

24 CHAIRMAN HONIGBERG: All right.

[WITNESS PANEL: Campion~Stanley~Brown~Paul]

1 Mr. Patch, we are back on the record.

2 MR. PATCH: Yes. I have one minor
3 point. I think, when Ms. Brown referred to LU Tech 1-1
4 and then 1-3, the EnergyNorth response, she was going
5 to provide in the record a Bates page. And, I don't
6 think she ever did. And, I would just ask going
7 forward, if we're going to make reference in the packet
8 that we got that's over 400 pages, if we could get the
9 Bates page, that would be helpful.

10 CHAIRMAN HONIGBERG: That is a good
11 point. I think this is a little bit of a cumbersome
12 process, because of the way things are, but you're
13 right.

14 So, if you're going to be picking up
15 with LU Tech 1-1 and EnergyNorth 1-3, I don't think
16 they have been marked, and I don't think you have yet
17 identified the Bates numbers for those.

18 MS. BROWN: Yes. And, that's where we
19 are going to be picking up. And, if we could dispense
20 with the marking for identification, it's our intent to
21 mark, as "Exhibit 7", the response to ENGI 1-3, which
22 I'm locating the Bates stamp for right now, and
23 "Exhibit 8" is going to be the LU Tech 1-1.

24 (The documents, as described, were

[WITNESS PANEL: Campion~Stanley~Brown~Paul]

1 herewith marked as **Exhibit 7** and
2 **Exhibit 8**, respectively, for
3 identification.)

4 MS. BROWN: The Bates stamp for
5 Exhibit 7 is Page 136.

6 CMSR. SCOTT: Attorney Brown, for those
7 of us without Bates stamps, can you help me find
8 Exhibit 7?

9 MS. BROWN: Exhibit 7 should be at a
10 "EnergyNorth" tab, and then a sub tab of "1-3".

11 CMSR. SCOTT: Thank you.

12 MS. BROWN: Mr. Chairman, for some
13 reason, the Bates stamp copy that I have in front of me
14 does not have the Liberty responses, or I can't find
15 them. So, if I can just move on for the moment and
16 come back to that page number?

17 CHAIRMAN HONIGBERG: Sure. Why don't
18 you move on and come back to it.

19 BY MS. BROWN:

20 Q. Mr. Campion, if I can direct your attention to the
21 EnergyNorth discovery responses. And, for the record,
22 they start at Page 134 of the Bates stamp.

23 A. (Campion) Go ahead.

24 Q. And, so, you're there, Mr. Campion?

[WITNESS PANEL: Champion~Stanley~Brown~Paul]

1 A. (Witness Champion nodding in the affirmative).

2 Q. And, can you just explain what this discovery response
3 is?

4 CHAIRMAN HONIGBERG: Which one?

5 BY THE WITNESS:

6 A. (Campion) Which one?

7 BY MS. BROWN:

8 Q. I'm sorry. Am I at EnergyNorth 1-1?

9 A. (Campion) This is the summary of the site evaluation.

10 Q. Are you looking -- I just want to make sure we're at
11 the same one. It's a grid that lists permits.

12 MS. BROWN: Can I approach the witness
13 with a copy?

14 CHAIRMAN HONIGBERG: Sure.

15 MS. BROWN: Sorry. I just needed to get
16 my witness to where EnergyNorth 1-1 is.

17 BY MS. BROWN:

18 Q. And, Mr. Champion, is this list of permits in this
19 response complete to the best of your knowledge?

20 A. (Campion) Yes, it is.

21 Q. And, the "status and timetable" column, do you have any
22 updates to make for any of these permits?

23 A. (Campion) Not at this time.

24 Q. And, I just want to draw your attention to, on Page 2,

[WITNESS PANEL: Champion~Stanley~Brown~Paul]

1 there's a listing for site plan review, and final site
2 plan review is expected in "early 2016". Is that still
3 the case?

4 A. (Champion) No.

5 CHAIRMAN HONIGBERG: Ms. Brown, what
6 page are we talking about? Is there a Page 2 to
7 EnergyNorth 1-1?

8 MS. BROWN: There should be.

9 MS. ARWEN: We don't have it.

10 WITNESS CAMPION: I don't see a second
11 page here.

12 CHAIRMAN HONIGBERG: I have a question
13 off the record for Mr. Frink.

14 *[Brief off-the-record discussion*
15 *ensued.]*

16 CHAIRMAN HONIGBERG: All right,
17 Ms. Brown.

18 MS. BROWN: I am -- I do not believe
19 that you had a non-double-sided discovery response for
20 EnergyNorth 1-1, because I've got a duplex -- or, a
21 two-part page here. So, what you're telling me is,
22 your copy is deficient?

23 COMMISSIONER BAILEY: We have one page
24 in this exhibit.

[WITNESS PANEL: Campion~Stanley~Brown~Paul]

1 MS. ARWEN: Mine, too.

2 MS. BROWN: At this point, I don't have
3 multiple copies. I presumed that --

4 CHAIRMAN HONIGBERG: Why don't you move
5 onto another one. We're --

6 MS. BROWN: Yes.

7 CHAIRMAN HONIGBERG: It seems unlikely
8 that we're going to be done any time before lunch. So,
9 you can figure out how to deal with that at the next
10 time we break. So, move to another topic.

11 MS. BROWN: Yes. It sounds like I am
12 going to need to refile with the Commission full
13 copies. I will just note for the record that all of
14 the discovery responses in full have been provided to
15 the parties.

16 Now, did I mark for identification
17 EnergyNorth 1-1 as "Exhibit 9"?

18 CHAIRMAN HONIGBERG: Not yet. Are you
19 marking the full one for the Clerk?

20 MS. BROWN: Yes.

21 CHAIRMAN HONIGBERG: And, does the Clerk
22 have the full one?

23 MS. BROWN: Oh. The Clerk is telling me
24 that she doesn't have a full copy of -- it's a

[WITNESS PANEL: Champion~Stanley~Brown~Paul]

1 one-sided page, too.

2 CHAIRMAN HONIGBERG: All right. Just
3 move along to another one, you'll circle back to it,
4 and it will be whatever exhibit it is at that time.

5 MS. BROWN: If I am running into these
6 incomplete copies, the solution I recommend is they
7 become record requests?

8 CHAIRMAN HONIGBERG: That's optimistic.
9 We'll see where we are as you go through a few more.
10 And, we'll make a decision about how to proceed with
11 incomplete exhibits, after we've had -- if we have a
12 few more of them, we'll figure out what to do.

13 MS. BROWN: Yup. Yup. Understood.

14 BY MS. BROWN:

15 Q. Mr. Champion, going back to Exhibit 7, which was
16 EnergyNorth 1-3?

17 A. (Champion) Yes.

18 Q. And, you have that. Do you have any changes or
19 corrections to make to this exhibit?

20 A. (Champion) No.

21 Q. And, this exhibit lists the factors for selecting the
22 site that you did?

23 A. (Champion) Yes.

24 Q. Sorry for the leading questions.

[WITNESS PANEL: Campion~Stanley~Brown~Paul]

1 A. (Campion) That's all right.

2 CHAIRMAN HONIGBERG: I don't think,
3 unless you get an objection, feel free to lead him.

4 MS. BROWN: And, for the record, that is
5 Bates stamp Page 136.

6 BY MS. BROWN:

7 Q. And, Mr. Campion, for the record, will you be having
8 your accountant, Mr. St. Cyr, keeping separate books
9 for the regulated activity from the unregulated
10 activity?

11 A. (Campion) Yes.

12 MS. BROWN: Does everyone have a
13 complete copy of LU Tech 1-1, which I marked for
14 identification as "Exhibit 8"? Starts at Bates stamp
15 213.

16 CHAIRMAN HONIGBERG: There don't appear
17 to be any page numbers on the document that I have, not
18 any, even non-Bates numbers of any sort. But it's a
19 very large exhibit.

20 MS. BROWN: Yes. The components should
21 be a three-page LU Tech written response, followed by
22 two color pullout zoning maps.

23 CHAIRMAN HONIGBERG: So far, so good.

24 MS. BROWN: A Upper Valley Intermodal

[WITNESS PANEL: Campion~Stanley~Brown~Paul]

1 Study, and a Upper Valley -- I'm sorry, Upper
2 Valley/Lake Sunapee Regional Planning Commission
3 document.

4 CMSR. SCOTT: Yes.

5 MS. BROWN: So, I've got a nod of "yes",
6 that it's complete --

7 CHAIRMAN HONIGBERG: Looks good, yes.

8 MS. BROWN: -- from Commissioner Scott.

9 Thank you.

10 BY MS. BROWN:

11 Q. You've already summarized this, Mr. Campion. Do you
12 have any changes or corrections to make to LU Tech 1-1?

13 A. (Campion) No, I don't.

14 Q. Now, Mr. Campion, can you please, I'm not going over an
15 exhibit right now, can you please describe Gulf's
16 oversight or over -- what their function is for
17 operations and maintenance?

18 A. (Campion) Gulf's going to be responsible for supply, as
19 well as storage responsibilities, and for vaporization,
20 and the operations and maintenance associated with
21 that.

22 Q. Now, Mr. Campion, do you have any finalized O&M
23 agreement with Gulf for that use right now?

24 A. (Campion) We don't have a finalized agreement, but we

[WITNESS PANEL: Campion~Stanley~Brown~Paul]

1 do have a draft in process. And, we would expect it
2 would be pretty straightforward, once we had a full
3 description of what the build-out would look like, to
4 complete.

5 Q. Now, Mr. Campion, the site assessment that you had
6 done, and, for the record, that is at Almy-Wood 1-2,
7 were there any findings that came out of that that you
8 had to do to the site, such as removal of solid waste?

9 A. (Campion) Yes.

10 Q. And, has that work been done?

11 A. (Campion) This was part of the Level 1 site plan
12 assessment that was done on the property, which pointed
13 out there were some debris on the property when it was
14 purchased, and it was cleaned up.

15 Q. Okay. Mr. Campion, do you have Almy-Wood 2-1 in front
16 of you? For the record, that is Bates stamp 119.

17 COMMISSIONER BAILEY: Could you repeat
18 that reference please.

19 MS. BROWN: The Bates stamp is 119.
20 And, it is Almy-Wood 2-1. It is a two-page response,
21 followed by a Pathways Consulting report.

22 **BY THE WITNESS:**

23 A. (Campion) This the Phase I report?

24 BY MS. BROWN:

[WITNESS PANEL: Campion~Stanley~Brown~Paul]

1 Q. I want to make sure that you are at the Pathways
2 Consulting --

3 A. (Campion) Yes.

4 Q. -- wetlands report in the Almy-Wood 2-1?

5 A. (Campion) Right. Yes.

6 Q. Okay. Just want to make sure. Do you have any changes
7 or corrections to make to this --

8 A. (Campion) No.

9 Q. -- to this response?

10 A. (Witness Campion indicating in the negative).

11 Q. And, is this work related to the Alteration of Terrain
12 Permit?

13 A. (Campion) No.

14 Q. Is this work related to a Wetlands Permit?

15 A. (Campion) No. This was a -- this was a document that
16 was created prior to purchasing the property to
17 establish what the conditions on the property were.

18 Q. No. We're at Almy-Wood 2-1, Mr. Campion, which is the
19 Pathways Consulting report.

20 A. (Campion) The Phase I Environmental --

21 *[Court reporter interruption.]*

22 CHAIRMAN HONIGBERG: Is your microphone
23 on?

24 WITNESS CAMPION: Yes, I'm sorry. Phase

[WITNESS PANEL: Champion~Stanley~Brown~Paul]

1 I Environmental Site Study, no.

2 BY MS. BROWN:

3 Q. No. No, Mr. Champion. In your binder before you, you
4 should have a discovery response to Almy-Wood, and it
5 is the Wetlands Report. I just wanted to --

6 CHAIRMAN HONIGBERG: Mr. Champion, it's
7 2-1, not 1-2.

8 WITNESS CHAMPION: 2-1.

9 MS. BROWN: Thank you. If I can
10 approach the witness and just show him what I'm looking
11 for?

12 (Atty. Brown showing document to Witness
13 Champion.)

14 **BY THE WITNESS:**

15 A. (Champion) Yes. I don't see that in here. But, yes, I
16 understand what that is.

17 BY MS. BROWN:

18 Q. Okay.

19 A. (Champion) That was done pursuant to -- that was
20 produced pursuant to an Alteration of Terrain Permit.

21 Q. Thank you. And, there's no update to this, other than
22 this data response, to this work, correct?

23 A. (Champion) Correct.

24 MS. BROWN: I would like to mark

[WITNESS PANEL: Campion~Stanley~Brown~Paul]

1 Almy-Wood 2-1 as an exhibit. For the record, it would
2 be "Exhibit 10".

3 CHAIRMAN HONIGBERG: So, you're holding
4 off on 9, is that what you want to do? You just want
5 to hold 9 for that exhibit that was incomplete, is that
6 what you're saying?

7 MS. BROWN: Yes.

8 *(Exhibit 9 reserved)*

9 CHAIRMAN HONIGBERG: All right. So,
10 we'll make this "Exhibit 10". Does the Clerk have
11 that?

12 MS. LEIGHTON: I have it.

13 CHAIRMAN HONIGBERG: All right.

14 *(The document, as described, was*
15 *herewith marked as **Exhibit 10** for*
16 *identification.)*

17 BY MS. BROWN:

18 Q. Now, Mr. Campion, can you please describe whether you
19 had discussions with the local emergency response folks
20 about the project?

21 A. (Campion) We have had discussions with the emergency
22 response people about the project, as part of the site
23 plan -- preliminary site plan review, and also in
24 conjunction with the zoning permit issuance.

[WITNESS PANEL: Campion~Stanley~Brown~Paul]

1 MS. BROWN: Thank you. And, I'd like to
2 have the Commission turn to Response Arwen 1-10, which
3 is a summary of contact with the Lebanon Fire
4 Department. It is Bates stamp 58.

5 And, did I also request a Exhibit Number
6 11 for this? I would like to do so.

7 (The document, as described, was
8 herewith marked as **Exhibit 11** for
9 identification.)

10 BY MS. BROWN:

11 Q. Mr. Campion, at the time you made a discovery response
12 relating to contact with Lebanon Fire Department, was
13 it true and accurate at the time that you made the
14 response?

15 A. (Campion) Yes.

16 Q. Thank you. And, next, Mr. Campion, I'm just going to
17 stick with one witness, I think it's more efficient
18 that way, the discovery response I'd like to have you
19 turn to is NG Advantage 1-1.

20 A. (Campion) Go ahead. Go ahead.

21 Q. Do you have any changes or corrections to make to this
22 discovery response?

23 A. (Campion) No.

24 Q. I'm still looking for it in the Bates stamp copy.

[WITNESS PANEL: Campion~Stanley~Brown~Paul]

1 MS. BROWN: And, at this point, Mr.
2 Chairman, the Bates stamp copy that I have, that I got
3 from Staff today, does not have the rest of it. Do
4 your binders have the tab version of "NG Advantage
5 1-1"?

6 CHAIRMAN HONIGBERG: I don't know. What
7 I have as "NG Advantage 1-1" is a single page.

8 MS. BROWN: Uh-huh.

9 CHAIRMAN HONIGBERG: The request is "is
10 it Valley Green's position", and it goes from there.
11 So, it's a single page. Is there more to the exhibit
12 than that?

13 MS. BROWN: No. I'm just trying to
14 assess out the holes in the Bates stamp version versus
15 the tab version. And, I'm unable to reference the
16 Bates stamp number, but I can reference the tab number.
17 And, it appears that you have this exhibit, and I would
18 like to go forward in marking it, so that I can address
19 the Bates stamps later.

20 CHAIRMAN HONIGBERG: Go ahead.

21 MS. BROWN: Thank you.

22 MS. GEIGER: If I can assist, it's Bates
23 stamp 351, on the version that I have.

24 *[Court reporter interruption.]*

[WITNESS PANEL: Campion~Stanley~Brown~Paul]

1 MS. GEIGER: Page 351.

2 MS. BROWN: Thank you very much.

3 BY MS. BROWN:

4 Q. I forgot where I was with the questioning, Mr. Campion.

5 Do you have NG Advantage 1-1 in front of you?

6 A. (Campion) I do.

7 Q. And, do you have any changes to make --

8 A. (Campion) No.

9 Q. -- to this response?

10 A. (Campion) No.

11 MS. BROWN: And, I'd like to mark it as
12 "Exhibit 12" please.

13 CHAIRMAN HONIGBERG: Okay.

14 (The document, as described, was
15 herewith marked as **Exhibit 12** for
16 identification.)

17 CHAIRMAN HONIGBERG: Ms. Brown, I'm
18 sorry to break the flow, but I need to ask a question
19 of Staff. How long do you expect your presentation to
20 take, Mr. Speidel?

21 MR. SPEIDEL: Well, the direct
22 presentation should be relatively short. We would have
23 some cross-examination questions for Mr. Campion,
24 Brown, and --

[WITNESS PANEL: Champion~Stanley~Brown~Paul]

1 CHAIRMAN HONIGBERG: I'm not talking
2 about this panel. Just talking about your panel.
3 Let's go off the record for a minute.

4 *[Off-the-record discussion ensued.]*

5 CHAIRMAN HONIGBERG: All right. So, I
6 think where we ended up settling back onto is,
7 Ms. Brown, you can continue.

8 MS. BROWN: I just want to make sure
9 with the Clerk, have I already identified -- marked
10 "12, "Exhibit 12"?

11 MS. LEIGHTON: Yes.

12 MS. BROWN: Okay. All right.

13 BY MS. BROWN:

14 Q. Mr. Champion and Mr. Stanley, did you respond to City of
15 Lebanon 1-6, regarding how the site access will be
16 secured?

17 A. (Stanley) Yes, we did.

18 Q. And, do you have any changes or corrections to make to
19 Lebanon 1-6?

20 A. (Stanley) No, I do not.

21 MS. BROWN: For the record, it is Bates
22 stamp 47. And, I would like to mark that as "Exhibit
23 13".

24 (The document, as described, was

1 herewith marked as **Exhibit 13** for
2 identification.)

3 BY MS. BROWN:

4 Q. Mr. Champion, I'm going to ask you to authenticate some
5 of the discovery responses relating to Staff. So, if
6 you have your binder to just the Staff responses, I'd
7 appreciate it.

8 Now, I'd like to have you draw your
9 attention to Staff 1-2. There is a confidential
10 version, and then there is a redacted version. And,
11 so, it is not in the black binder.

12 A. (Stanley) Can you repeat what section you're looking
13 for?

14 Q. Staff 1-2.

15 A. (Champion) Yup. Yes.

16 Q. Mr. Champion, do you have any changes or corrections to
17 make to the response and any of the attached revenue
18 requirement schedules?

19 A. (Champion) No.

20 CHAIRMAN HONIGBERG: Ms. Brown, 1-2, in
21 my binder, is three pages. I don't see any
22 attachments. The next tab after the third page of 1-2
23 is Tab "7".

24 MS. BROWN: In your confidential binder?

[WITNESS PANEL: Campion~Stanley~Brown~Paul]

1 CHAIRMAN HONIGBERG: Uh-huh. Yes. Off
2 the record.

3 *[Brief off-the-record discussion*
4 *ensued.]*

5 MS. BROWN: As part of Exhibit 14,
6 because Staff 3-10 and 1-2 cross-reference each other,
7 I would like to mark that bundle as "Exhibit 14".

8 CHAIRMAN HONIGBERG: So, 1-2 and 3-10
9 combined?

10 MS. BROWN: Yes, as one exhibit, because
11 they cross-reference each other, they point to each
12 other. And, the substance of those discovery responses
13 are the attachments, whichever tab they appear at.

14 CHAIRMAN HONIGBERG: Off the record.
15 *[Brief off-the-record discussion*
16 *ensued.]*

17 CHAIRMAN HONIGBERG: On the record.
18 Instead of doing that, mark them as separate exhibits.
19 If you need to do, I think we're on 14, 14a and 14b, we
20 can do that, --

21 MS. BROWN: Yes.

22 CHAIRMAN HONIGBERG: -- because they are
23 separate documents everywhere.

24 MS. BROWN: Yes.

[WITNESS PANEL: Campion~Stanley~Brown~Paul]

1 CHAIRMAN HONIGBERG: All right.

2 MS. BROWN: So long as the revenue
3 requirement schedules can be found. I guess, at this
4 point, so, "14a" would just be 1-2, and then "14b"
5 would be 3-10, with the attached revenue requirement
6 schedules that have --

7 CHAIRMAN HONIGBERG: Does anybody have a
8 problem with that? Everybody okay with that?
9 Ms. Geiger.

10 MS. GEIGER: I don't have 3-10 in my
11 binder. Could we have a Bates page?

12 MS. BROWN: It's a confidential
13 document.

14 MS. GEIGER: Oh, okay.

15 MS. BROWN: So, you would have the
16 redacted version.

17 MS. GEIGER: I don't believe I have
18 that. Do you have a Bates page?

19 MS. BROWN: The Motion for Protective
20 Treatment attachments were not Bates stamped. That's
21 the problem.

22 MS. GEIGER: But -- okay. So, you're
23 trying to get them in through the motion, is that --

24 MS. BROWN: Well, I'm getting them in

[WITNESS PANEL: Campion~Stanley~Brown~Paul]

1 through the record right now, adopting them. This
2 response is supplemental testimony.

3 MS. GEIGER: Okay. I'll let it go.
4 Thanks.

5 (The documents, as described, were
6 herewith marked as **Exhibit 14a** and
7 **Exhibit 14b**, respectively, for
8 identification.)

9 CHAIRMAN HONIGBERG: Mr. Patch.

10 MR. PATCH: Can we just be clear of
11 what's being marked as "14b"? Is it the redacted or
12 the unredacted version?

13 CHAIRMAN HONIGBERG: Ms. Brown, what is
14 being marked as 14b?

15 MS. BROWN: Well, it's the confidential
16 version that I wanted to get in. The parties have the
17 redacted version. So, I forget what the custom is for
18 marking the exhibits. Do we mark a 15 as the redacted
19 version of this?

20 MR. SPEIDEL: Well, since we haven't
21 adopted any formal numbering schematic, maybe we could
22 just step back a little and consider the following
23 schematic. Perhaps we have the whole binder, with the
24 confidential version data responses, that is all of the

[WITNESS PANEL: Campion~Stanley~Brown~Paul]

1 confidential responses, with Bates stamps in sequential
2 order, from one to a thousand, whatever the number is,
3 as "Confidential Exhibit", let's say, "2". And, the
4 redacted version of the binder, which it seems to be
5 the black binder, with the correct pages, --

6 CHAIRMAN HONIGBERG: No. No, that's not
7 right. There's no identity between the black binder
8 and the white binder.

9 MR. SPEIDEL: But it would be a separate
10 exhibit. So, we can't use, say, "Exhibit 3" for the
11 entire black binder?

12 CHAIRMAN HONIGBERG: That's a different
13 paradigm. Let's go off the record.

14 *[Brief off-the-record discussion*
15 *ensued.]*

16 CHAIRMAN HONIGBERG: All right. So,
17 we're going to go back on the record.

18 All right. After a discussion with the
19 Parties off the record, we have decided to suspend the
20 hearing for now, to a date and time mutually agreeable
21 to the Parties. In the interim, the Parties will
22 discuss and work out the exhibits, exhibit numbering,
23 and see if we can come up with a smooth and efficient
24 way for all of the Parties to make the presentations

[WITNESS PANEL: Campion~Stanley~Brown~Paul]

1 they want to make regarding what is a very important
2 and significant matter. And, I want to make sure that
3 the Parties have every ability to do it in a way that's
4 going to be most effective for them.

5 Is there anything else we need to do
6 before we break?

7 *[No verbal response]*

8 CHAIRMAN HONIGBERG: All right. Thank
9 you all. We'll adjourn.

10 ***(Whereupon the hearing was suspended at***
11 ***11:30 a.m., and the hearing to resume on***
12 ***a date and time mutually agreeable to***
13 ***the Parties.)***

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