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October 4, 2021

Dianne Martin, Chair
New Hampshire Public Utilities Commission
21 S. Fruit Street, Suite 10
Concord, New Hampshire 03301

Re: Docket No. DW 21-090
Verified Joint Petition for Approval of the Acquisition of Abenaki Water Company
by Aquarion Company – Joint Petitioners’ Scheduling Proposal

Dear Chair Martin:

On September 17, 2021, the New Hampshire Public Utilities Commission (the “Commission”) issued Order No. 26,519 (“Order”) finding, pursuant to RSA 369:8, that the proposed indirect acquisition of Abenaki Water Company (“Abenaki”) by Aquarion Company (“Aquarion”) (together, the “Joint Petitioners”) would have an adverse effect on the rates of Abenaki. The Commission ordered the Joint Petitioners and the parties to submit any further testimony and evidence required for the Commission’s review of the proposed acquisition pursuant to RSA 374:33, as well as a proposed procedural schedule for discovery and testimony, and to do so as soon as possible.¹

In the Order, the Commission noted that the August 20, 2021 supplemental testimony of the Joint Petitioners “contains uncontroverted supplemental testimony not subject to discovery or cross-examination, as well as copies of the year end 2020 annual reports.” Order at 9-10. Although the Commission was not persuaded that the evidence in that testimony was “sufficient for us to reverse our earlier determination that the Acquisition, as currently structured, will have an adverse effect on rates,” the Joint Petitioners submit that further examination of that testimony and evidence developed through discovery and cross-examination will demonstrate that the proposed acquisition is in the public interest pursuant to RSA 374:33; will provide benefits to customers not available in the absence of the transaction; and will result in no net harm to Abenaki customers, which should therefore warrant approval by the Commission. The Joint Petitioners currently intend to file supplemental written testimony prior to the hearing on November 10, 2021, and no later than October 8, 2021, summarizing the basis on which the proposed transaction meets the standard of RSA 374:33.

¹ The Commission’s finding of adverse effect within the preliminary review process of RSA 369:8 was necessary to trigger the additional 60-day review process of the proposed acquisition pursuant to RSA 374:33. During the Commission’s further review, the Joint Petitioners shall have an opportunity to address the merits of such finding and the overall merits of the transaction.

With respect to a procedural schedule, the Joint Petitioners conferred with representatives of the Department of Energy and the Office of the Consumer Advocate and were not able to achieve consensus on a proposed schedule. Therefore, in support of the Commission rendering its decision within the 60-day review period, the Joint Petitioners request the Commission to issue a procedural schedule that includes the following milestones:

- 10/8/2021 – Supplemental Testimony on the Transaction (open to all parties)
- 10/15/2021 – Set 1 rolling discovery – final date for issuance
- 10/22/2021 – Final date for Set 1 discovery responses (Joint Petitioners’ responses will be submitted on a rolling basis, seven days from issuance)
- 10/25/2021 -- (week of) - Technical Session
- 11/10/2021 – Hearing
- 11/15/2021 – Written Comments/Briefs, as necessary

The Joint Petitioners are also willing to support additional discovery if that would assist the Commission or the parties. The Joint Petitioners respectfully request the Commission’s prompt consideration of this proposed schedule.

Please contact me if you have any questions.

Sincerely,



Matthew J. Fossum
Senior Regulatory Counsel

cc: Service List, Docket DW 21-090