

STATE OF NEW HAMPSHIRE  
BEFORE THE  
PUBLIC UTILITIES COMMISSION

Docket No. DE 24-035

PUBLIC SERVICE COMPANY OF NEW HAMPSHIRE d/b/a EVERSOURCE ENERGY

2024 Regulatory Reconciliation Adjustment

MOTION FOR PROTECTIVE ORDER AND CONFIDENTIAL TREATMENT

Public Service Company of New Hampshire d/b/a Eversource Energy (“Eversource” or the “Company”) hereby requests that the New Hampshire Public Utilities Commission (“Commission”) grant protection from public disclosure of certain confidential, competitively sensitive, and proprietary information submitted in this docket pursuant to N.H. Code Admin. Rule Puc 203.08 and RSA 91-A:5. In particular, the Company requests that the Commission protect from public disclosure the copy of the engagement letter for performance of agreed upon procedures between the Company and Deloitte & Touche LLP (“Deloitte”), which is the attachment to the response to data request DOE 2-001 marked for identification as Exhibit 6 (the “Confidential Attachment”).

As explained below, the Confidential Attachment contains confidential commercial and financial information, and is of a nature not typically disclosed by Deloitte or the Company, and therefore the Company has a substantial privacy interest in avoiding such disclosure that outweighs any public interest that may exist, and therefore disclosure should be restricted. In support of this motion, Eversource states as follows:

**I. LEGAL STANDARDS**

Puc 203.08(a) states that the Commission shall, upon motion, “issue a protective order providing for the confidential treatment of one or more documents upon a finding that the document or documents are entitled to such treatment pursuant to RSA 91-A:5, or other applicable law.” The motion must contain: “(1) The documents, specific portions of documents,

or a detailed description of the types of information for which confidentiality is sought; (2) Specific reference to the statutory or common law support for confidentiality; and (3) A detailed statement of the harm that would result from disclosure and any other facts relevant to the request for confidential treatment.” Puc 203.08(b).

RSA 91-A:5, IV exempts certain governmental records from public disclosure, including “[r]ecords pertaining to internal personnel practices; confidential, commercial, or financial information . . . and other files whose disclosure would constitute invasion of privacy.” In determining whether documents are entitled to exemption pursuant to RSA 91-A:5, IV, the Commission applies a three-step analysis to determine whether information should be protected from public disclosure. *See Lambert v. Belknap County Convention*, 157 N.H. 375 (2008); *see also Public Service Company of New Hampshire*, Order No. 25,313 (December 30, 2011) at 11-12. The first step is to determine if there is a privacy interest at stake that would be invaded by the disclosure. If such an interest is at stake, the second step is to determine if there is a public interest in disclosure. The Commission has stated that disclosure should inform the public of the conduct and activities of its government; if the information does not serve that purpose, disclosure is not warranted. *Electric Distribution Utilities*, Order No. 25,811 (September 9, 2015) at 5. If both steps are met, the Commission then balances the privacy interest with the public interest to determine if disclosure is appropriate. *Public Service Company of New Hampshire*, Order 25,167 (November 9, 2010) at 3-4.

## **II. DESCRIPTION OF CONFIDENTIAL ATTACHMENT**

The Department of Energy (“DOE”) issued data requests to the Company on October 4, 2024, and the Company responded to those data requests on October 18, 2024. DOE 2-001 requested that the Company provide a copy of Eversource’s engagement letter or contract with Deloitte. The Company’s response to DOE 2-001 contains a copy of that executed

engagement letter with Deloitte as Attachment DOE 2-001 Confidential.<sup>1</sup> The DOE has marked the Confidential Attachment for identification as Exhibit 6.

As explained below in Section III, there is a privacy interest at stake in the Confidential Attachment that would be invaded by public disclosure, and that privacy interest substantially outweighs any public interest in disclosure, including the interest of the public in having access to information regarding the conduct and activities of its government. Therefore, public disclosure is not warranted and confidential treatment should be granted. *See Electric Distribution Utilities*, Order No. 25,811 (September 9, 2015) at 5.

### III. DISCUSSION

The Confidential Attachment contains specific information regarding the terms and conditions of the engagement of Deloitte by the Company to perform agreed upon procedures intended to meet the Commission's requirement to conduct "audit sampling" of three cost components included in the RRA.<sup>2</sup> Those terms and conditions are not otherwise publicly available and represent commercially sensitive and proprietary information. Eversource and Deloitte consider the entire engagement letter to be confidential, as that is the typical practice with respect to such engagements within the public accounting industry.

That information is non-public and commercially sensitive, and, if publicly known, could adversely affect the Company's ability to engage public accounting services when necessary to meet relevant regulatory and financial reporting obligations. The Company and Deloitte accordingly have strong privacy interests in such information, and disclosure of the confidential information could adversely affect their respective interests, including indirectly the interests of the Company's customers.

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<sup>1</sup> In its data request response, the Company included the following statement: "Please note that Eversource has a good faith basis for seeking confidential treatment of the attached document pursuant to Puc 203.08(d), and intends to submit a motion for confidential treatment regarding such document at or before the commencement of the hearing in this proceeding."

<sup>2</sup> *See* Order No. 27,021 (June 20, 2024) at 2-3; Order No. 27,044 (August 8, 2024).

In addition, a decision requiring the Company to disclose such commercially sensitive, non-public information could put other potential counterparties on notice that their confidential engagement terms and conditions may be disclosed to the public in the Commission's review and approval process. And that could have an adverse impact on the Company's ability to enter into contractual engagements covering similar commercially sensitive subject matter on terms and at prices that are relatively advantageous to its customers.

The Company acknowledges that there may be some public interest in the commercially sensitive information included in the Confidential Attachment; however, that interest is outweighed by the potential competitive harm that may result from public disclosure and the interest in maintaining the integrity of the commercially sensitive, non-public engagement terms and conditions. And any possible public interest in accessing information in the Confidential Attachment is satisfied by the disclosure of the total amount paid by the Company for its engagement of Deloitte to perform the agreed upon procedures, as reflected in the final report marked for identification as Exhibit 4. Eversource only seeks confidential treatment of the engagement letter and not the total cost of the engagement or the results of the agreed upon procedures performed by Deloitte pursuant to that engagement. Therefore, while the Company requests protective treatment for the entire engagement letter, the public would still have access to the total amount paid to Deloitte and the final report issued by Deloitte based on its performance of the agreed upon procedures to meet the Commission's "audit sampling" requirement in connection with review of the proposed RRA rate adjustment.

#### **IV. CONCLUSION**

Based on the foregoing, the Company and Deloitte have privacy interests at stake that would be invaded by disclosure of the Confidential Attachment. In addition, the disclosure of the Confidential Attachment is not so necessary to inform the public of the conduct and activities of its government that the privacy interest is outweighed, and therefore disclosure is

unwarranted and confidential treatment should be granted. *See Electric Distribution Utilities*, Order No. 25,811 (September 9, 2015) at 5. On balance, the potential harm that would result from public disclosure outweighs the public interest in such disclosure, justifying protection of the specified information from public disclosure.

For the foregoing reasons, the Company respectfully requests that the Commission grant this motion for protective order and confidential treatment.

PUBLIC SERVICE COMPANY OF NEW  
HAMPSHIRE d/b/a EVERSOURCE ENERGY

Dated: November 4, 2024

By: /s/ David K. Wiesner  
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### CERTIFICATE OF SERVICE

I hereby certify that, on the date written below, I caused the attached to be served pursuant to N.H. Code Admin. Rule Puc 203.11.

November 4, 2024

/s/ David K. Wiesner  
David K. Wiesner

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