

STATE OF VERMONT
PUBLIC UTILITY COMMISSION

Case No. 8880

Joint Petition of NorthStar Decommissioning Holdings, LLC, NorthStar Nuclear Decommissioning Company, LLC, NorthStar Group Services, Inc., LVI Parent Corporation, NorthStar Group Holdings, LLC, Entergy Nuclear Vermont Investment Company, LLC and Entergy Nuclear Operations, Inc., and any other necessary affiliated entities to transfer ownership of Entergy Nuclear Vermont Yankee, LLC, and for certain ancillary approvals, pursuant to 30 V.S.A. §§ 107, 231, and 232

Order entered: 02/01/2018

**ORDER RE: REQUESTS TO RECONSIDER CERTAIN DETERMINATIONS BY COMMISSION IN
PROTECTIVE ORDER FOR PREFILED EVIDENCE**

On January 11, 2018, the Vermont Public Utility Commission (“Commission”) issued a Protective Order for Prefiled Evidence. On January 18, 2018, NorthStar Decommissioning Holdings, LLC, NorthStar Nuclear Decommissioning Company, LLC, NorthStar Group Services, Inc., LVI Parent Corporation, NorthStar Group Holdings, LLC (collectively “NorthStar”) and Entergy Nuclear Vermont Investment Company, LLC and Entergy Nuclear Operations, Inc. (collectively, “Entergy”) each filed requests that the Commission reconsider certain determinations in such Protective Order. In this Order, the Commission adopts the modification to the Protective Order proposed by Entergy to extend the period of protection for certain information but does not otherwise alter the Protective Order.

In the Protective Order, the Commission determined that certain portions of Daniel Dane’s prefiled testimony of August 30, 2017, were not entitled to confidential treatment. This included page 32 (lines 7 to 19),¹ which the Commission described as “a general and non-

¹ All page number and line number references in the Protective Order and this Order are to the unredacted prefiled testimony filed with the Commission under seal. The page and line numbers on the redacted public versions differ somewhat.

specific discussion of NorthStar’s deal model.” In its request, NorthStar maintains that Mr. Dane’s prefiled testimony at page 32 (lines 7 to 19) contains specific (not general) details and reveals deal model methodology. It states that the “testimony provides specific financial information and percentage information that the deal model relies on.”² It also claims that portion of Mr. Dane’s testimony “specifically breaks down how the deal model addresses costs.” Accordingly, NorthStar continues to seek confidential treatment for that portion of the prefiled testimony of Mr. Dane.

The Commission observes that the only financial information specified in lines 7 to 19 is on line 8 and that NorthStar’s witness, Scott State, publicly provides the same information on page 34 (line 17)³ of his prefiled testimony of December 16, 2016. In addition, the only percentage specified in those lines (on line 18) is publicly disclosed in Mr. State’s prefiled testimony of December 16, 2016, on page 41 (line 15). Furthermore, this portion of Mr. Dane’s testimony does not disclose any specific information about expenditures, but states only that expenditures are broken down into separate periods. These periods are identified both in the petition and in Mr. State’s prefiled testimony that were filed on December 16, 2016. The Commission finds no reason to alter its determination that the testimony on page 32 (lines 7 to 19) is not entitled to confidential treatment and should be removed from seal.

Both NorthStar and Entergy request modifications in the Protective Order regarding the duration of protection provided by the Protective Order with respect to certain information. In the Protective Order, the Commission determined that information concerning NorthStar financial statements and data contained in the prefiled testimony and exhibits of the Department of Public Service (“Department”) shall, subject to the terms of the Protective Order, be kept under seal until 90 days after the closing of the acquisition of ENVY by NorthStar or, if the acquisition does not close, for seven years from the date of this Protective Order. In its January 18 request to reconsider the Protective Order, NorthStar asks that the period of protection be extended to two years after the closing of the acquisition.

The Commission explained in the Protective Order that it has concerns about the continued confidentiality of NorthStar financial statements and data if the proposed transaction is

² NorthStar’s request to reconsider Protective Order at 3.

³ See, also, page 43 (line 8) of his prefiled testimony of the same date.

closed. The Protective Order provided for a 90-day period of continued confidential treatment to allow for the resolution during such period of any claim for a more extended period of protection:

The 90-day period is intended to provide time after the closing for NorthStar to file a motion to extend the term of the Protective Order with respect to such financial statements and data and for the Commission to fully consider the appropriateness of allowing continued confidential treatment of financial information about NorthStar following its assumption of the obligations “to operate and perform decommissioning and site restoration at the VY Station.”⁴

NorthStar indicates in its request that there may be a continued basis for the protection of NorthStar financial information for periods before the closing,⁵ even if future financial information about NorthStar is not entitled to confidential treatment following the issuance of a Section 231 certificate of public good. The Commission continues to believe that issues about the continued confidentiality of financial information contained in prefiled evidence would best be resolved through a separate filing by NorthStar during the 90-day period following a closing of the acquisition. Accordingly, it denies NorthStar’s request to make such determination at this time.

Entergy seeks modification of the Protective Order to extend the duration of protection for certain information until the end of June 2021 if the proposed transaction closes. The Protective Order currently provides that, if the acquisition closes, information in the Department’s prefiled evidence related to credit assessments of NorthStar and another counterparty contained in an internal Entergy e-mail shall be kept under seal, if the transaction closes, “for two years following the closing of NorthStar’s acquisition of ENVY.”⁶ Entergy requests that the period of confidentiality be extended until the end of June 2021 “to coincide with the date on which the confidentiality requirements in Entergy’s non-disclosure agreement with the confidential counterparty expire.”⁷ The Commission grants Entergy’s request. Accordingly, the second sentence in paragraph (f) on page 8 of the Protective Order is revised as follows:

⁴ Protective Order for Prefiled Evidence of 1/11/18 at 7.

⁵ NorthStar’s request to reconsider Protective Order at 2.

⁶ Protective Order for Prefiled Evidence of 1/11/18 at 8. This period was consistent with the period specified for protection in the joint petitioners’ motion for protective order of 8/29/17 at 6.


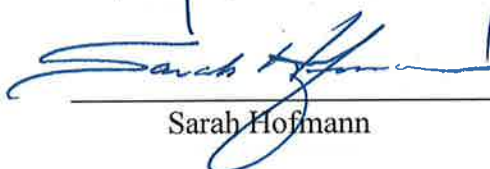
⁷ Entergy’s request to reconsider Protective Order at 1.

Subject to the terms and conditions of this Protective Order, the Commission determines that such information shall be kept under seal until June 30, 2021, if NorthStar's acquisition of ENVY closes, and for seven years from the date of this Protective Order if the transaction does not close.

The Department shall file revised public versions of its prefiled testimony and exhibits in ePUC in conformity with the Protective Order and this Order by February 5, 2018.

SO ORDERED.

Dated at Montpelier, Vermont, this 1st day of February, 2018.

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)	PUBLIC UTILITY
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Margaret Cheney)	COMMISSION
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)	
Sarah Hofmann)	OF VERMONT

OFFICE OF THE CLERK

Filed: February 1, 2018

Attest: 
Clerk of the Commission

Notice to Readers: This decision is subject to revision of technical errors. Readers are requested to notify the Clerk of the Commission (by e-mail, telephone, or in writing) of any apparent errors, in order that any necessary corrections may be made. (E-mail address: puc.clerk@vermont.gov)

PSB Case No. 8880 - SERVICE LIST

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