

STATE OF VERMONT

PUBLIC UTILITY COMMISSION

Joint Petition of NorthStar Decommissioning)
Holdings, LLC, NorthStar Nuclear)
Decommissioning Company, LLC, NorthStar)
Group Services, Inc., LVI Parent Corp.,)
NorthStar Group Holdings, LLC, Entergy)
Nuclear Vermont Investment Company, LLC,)
and Entergy Nuclear Operations, Inc., and) Docket No. 8880
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)

JOINT PROPOSAL IN RESPONSE TO THE PUBLIC UTILITY COMMISSION’S
MEMORANDUM RE SCHEDULE, PROCEDURES, AND LOGISTICS FOR EVIDENTIARY
HEARINGS, DATED APRIL 27, 2018

This joint proposal was prepared by NorthStar Decommissioning Holdings, LLC, NorthStar Nuclear Decommissioning Company, LLC, NorthStar Group Services, Inc., LVI Parent Corp., NorthStar Group Holdings, LLC, Entergy Nuclear Vermont Investment Company, LLC, and Entergy Nuclear Operations, Inc. (together, “Joint Petitioners”) after soliciting and receiving input from other parties in this Docket concerning estimated cross-examination times, unavailability of witnesses, and attendees at the hearing. Because a proposed witness order depended upon receipt of the estimated cross-examination times, and much of that information was not received by Joint Petitioners until May 2, 2018, time did not allow for consultation with all parties on a proposed witness order. Accordingly, on that one issue, the proposal below is only on behalf of Joint Petitioners, not on behalf of all parties; it is set out at the end of this submission as Item 4.

1. Estimated cross-examination times. A listing of estimated cross-examination times is attached as Exhibit A. The following parties stated that they do not intend to conduct cross-

examination of any witnesses: Vermont Agency of Natural Resources (“ANR”), Elnu Abenaki, New England Coalition (“NEC”), Town of Vernon, Windham Regional Commission (“WRC”).¹ No party that provided an estimate of cross-examination time indicated that its cross-examination(s) would cover confidential material.

The Attorney General’s Office (“AGO”) is provisionally not expressing an intent to cross-examine any witness other than Michael Hill. Joint Petitioners agree that, if AGO, before or during the evidentiary hearings on May 10 through 16, seeks to cross-examine one or more of Joint Petitioners’ witnesses, Joint Petitioners will not object to such cross-examination on the ground that the AGO did not timely express its intent to cross-examine such witness (so long as reasonable travel logistics for any not-already-appearing witness are taken into account); Joint Petitioners reserve the right to object to such cross-examination on any ground other than timeliness.

2. Unavailability dates for witnesses. Certain witnesses are unavailable on the following dates:

Witness	Unavailability Dates
Jeff Adix	May 10, May 14
Daniel Dane	May 10, May 14
Harry Dodson	May 10 (after 12:00 pm), May 11, May 14, May 15, May 16
Michael Hill	May 10, May 15, May 16

¹ Abenaki Nation of Missisquoi, Associated Industries of Vermont, and International Brotherhood of Electrical Workers, Local 300 did not respond to inquiries regarding information requested by the PUC and so information for those parties has not been included in this submission.

Bob Leach	May 10
Joseph Lynch	May 11
Gerold Noyes	May 14
Steven Scheurich	May 14, 15, 16
Chuck Schwer	May 14 (after 2:30 pm), May 15
Steve Simoes	May 14
Todd Smith	May 14, May 16
Scott State	May 10, May 14, May 15, May 16
Susan Tierney	May 10, May 11, May 14, May 15 (before 1:00 pm)
T. Michael Twomey	May 16

3. Changes to the expected attendees described in the April 16, 2018 Joint Filing

Regarding Evidentiary Hearings. The expected attendees described in the April 16, 2018 Joint Filing are shown below, with changes shown with underline and strike through.

Party	Seats Requested at Counsel Table	Seats Requested in Gallery
Agency of Natural Resources	2	1
Abenaki Nation of Missisquoi	1	0
Attorney General's Office	1	0
Conservation Law Foundation	1	2
Department of Public Service	3	4
Elnu Abenaki Tribe	4 <u>0</u>	0 <u>1</u>
Joint Petitioners	3	5

New England Coalition on Nuclear Pollution, Inc.	1 0	2 3
Town of Vernon Planning and Economic Development Commission	1	1
Windham Regional Commission	1 0	0 1
Total:	15 12	15 18
Total Combined (<i>Counsel Table + Gallery</i>): 30		

4. Proposed schedule and order of witnesses. The below table reflects Joint Petitioners' attempt to slot witnesses into particular days during the hearing, based upon the cross-examination estimates provided by the parties (which are set forth in Exhibit A hereto). Joint Petitioners reserve their rights to object to any cross-examination, in whole or in part, as improper. More generally, as no party was asked to take, or has taken, a position on the propriety of any other party's cross-examination, Joint Petitioners expect that all parties likewise reserve their rights to object to any cross-examination, in whole or in part, as improper.

Date	Proposed Witness Order
May 10	1. T. Michael Twomey 2. Steven Scheurich 3. Brian Winn
May 11	4. Scott State 5. Daniel Dane
May 14	6. Chuck Schwer (before 2:30) 7. Michael Hill
May 15	8. Warren Brewer 9. {Robert Spencer}

{ } – indicates witness to whom the PUC posed questions, but as to whom no parties have requested cross examination

New York, New York
DATED: May 4, 2018

Respectfully submitted,

QUINN EMANUEL URQUHART &
SULLIVAN, LLP
Attorneys for Entergy Nuclear Vermont Investment
Company, LLC, Entergy Nuclear Operations, Inc.,
and Entergy Nuclear Vermont Yankee, LLC

By:  _____

Sanford I. Weisburst*
Ellyde R. Thompson*
Jonathan B. Oblak^
Ingrid E. Scholze*
51 Madison Avenue, 22nd Floor
New York, NY 10010
(212) 849-7170
sandyweisburst@quinnemanuel.com

*admitted *pro hac vice*
^ *pro hac vice* application pending

John Marshall
Downs Rachlin Martin PLLC
90 Prospect Street
St. Johnsbury, VT 05819-2241
(802) 748-8324
jmarshall@drm.com

Daniel Richardson
Tarrant, Gillies & Richardson
44 East State Street
P.O. Box 1440
Montpelier, Vermont 05601-1440
(802) 223-1112
drichardson@tgrvt.com

Wilschek Iarrapino Law Office PLLC
Attorneys for NorthStar Decommissioning
Holdings, LLC, NorthStar Nuclear
Decommissioning Company, LLC, NorthStar
Group Services, Inc., LVI Parent Corp., and
NorthStar Group Holdings, LLC

By: _____

Joslyn L. Wilschek
35 Elm Street, Suite 200
Montpelier, VT 05602
(802) 249-7663
joslyn@ilovt.net

EXHIBIT A

<u>Witness</u>	<u>JPs' Estimated Cross- Examination Time in Minutes</u>	<u>AGO's Estimated Cross- Examination Time in Minutes</u>	<u>CLF's Estimated Cross- Examination Time in Minutes</u>	<u>DPS's Estimated Cross- Examination Time in Minutes</u>
Twomey	0	0	30	0
Scheurich	0	0	10	0
Dodson	0	0	0	0
Berkman	0	0	0	0
Smith	0	0	0	0
Lynch	0	0	0	0
Tierney	0	0	0	0
Adix	0	0	0	0
State	0	0	30	0
Brewer	0	0	10	0
Maret	0	0	0	0
Dane	0	0	10	0
Winn	0	0	15	0
Simoos	0	0	0	0
Noyes	0	0	0	0
Schwer	0	0	10	0
Hill	70	15	0	30
Gundersen	0	0	0	0
Shadis	0	0	0	0
Holschuh	0	0	0	0
Spencer	0	0	0	0
Leach	0	0	0	0