

STATE OF NEW HAMPSHIRE

Inter-Department Communication

**CONFIDENTIAL
MATERIAL
IN COMM FILE**

DATE: Sept. 9, 2014
AT (OFFICE): NHPUC

FROM: David K. Wiesner ^{DKW} **NHPUC 9SEP'14PM3:37**

SUBJECT: DG 11-040 National Grid, *et al.* Petition for Transfer of Assets
Authorization of Pool A Escrow Release

CC: Docket Service List (by e-mail, *redacted version only*)

TO: Debra A. Howland, Executive Director

The attached documents authorizing a release to National Grid of \$504,000.00 from the Pool A Escrow Fund per the terms of settlement in Docket No. DG 11-040 were signed today by General Counsel F. Anne Ross. The original copy of the signed documents will be mailed to Attorney Camerino of McLane, Graf, Raulerson & Middleton. Confidential treatment of the Disbursement Request form was authorized in Commission Order No. 25,400 (August 21, 2012).

Staff submitted a memorandum on September 9, 2014 confirming its review and verification of the TSA Transfer Certifications supporting this disbursement in accordance with Commission Order No. 25,370 (May 30, 2012).

Please let me know if you have any questions regarding this matter.

Attachments

THE STATE OF NEW HAMPSHIRE

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EXECUTIVE DIRECTOR
Debra A. Howland



PUBLIC UTILITIES COMMISSION

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September 9, 2014

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Richard Burlingame, Jr.
Director, U.S. Mergers and Acquisitions
National Grid USA
40 Sylvan Road,
Waltham, MA 02451

Daniel Saad, President
Liberty Utilities (EnergyNorth Natural Gas) Corp.
d/b/a Liberty Utilities
Liberty Utilities (Granite State Electric) Corp.
d/b/a Liberty Utilities
15 Buttrick Road
Londonderry, NH 03053

Re: DG 11-040 NATIONAL GRID USA, et al.
Joint Petition for Authority to Transfer Ownership of Granite State Electric
and EnergyNorth Natural Gas, Inc. to Liberty Energy Utilities Corp.
Pool A Escrow Pro Rata Release Authorization

Dear Msrs. Burlingame and Saad:

Per the terms of the settlement agreement reached in the above-captioned docket, Commission Staff have reviewed your disbursement request filing dated September 4, 2014, and confirmed that the transition services described in your TSA Transfer Certification have been fully transferred in accordance with the terms of the Transition Service Agreements. Accordingly, attached please find Staff's confirmation and a signed, confidential Schedule 3.1 Disbursement Request form authorizing the release by the escrow agent to National Grid USA of \$504,000.00 from Pool A Escrow Funds.

Please let me know if I can be of further assistance in connection with this matter.

Sincerely,

A handwritten signature in black ink, appearing to read "F. Anne Ross".

F. Anne Ross
General Counsel

Attachments

Schedule 2

Pool A Release Certification

On this 9th day of September, 2014, the Staff of the New Hampshire Public Utilities Commission (“Staff”) hereby confirms that National Grid USA has completed and transferred the following Transition Services¹ to Liberty Utilities (Granite State Electric) Corp. (f/k/a Granite State Electric Company) in accordance with the terms of the respective Transition Service Agreement(s) for the three-month period April 1, 2014 – June 30, 2014 (“Current Period”):

1. Elec Ops-2 Emergency Maintenance Engineering and Technical Services
2. Elec Ops-10 Electric Meter Shop
3. Security-1 Site Security Services

¹ All capitalized terms used but not otherwise defined herein shall have the same meanings as in the Settlement Agreement dated April 10, 2012 and approved by Order No. 25,370.

In addition, Staff hereby confirms that National Grid USA has completed and transferred the following Transition Services to Liberty Utilities (EnergyNorth Natural Gas) Corp. (f/k/a EnergyNorth Natural Gas, Inc.) in accordance with the terms of the respective Transition Service Agreement(s) for the Current Period:

- 1. ESD&E-1 Energy Efficiency Programs**
- 2. Security-1 Site Security Services**
- 3. Customer Svc-2 Meter Reading, Billing and Payment Processing**

Accordingly and pursuant to the Settlement Agreement dated April 10, 2012 and approved by Order No. 25,370, Staff hereby authorizes the prompt release and disbursement of the following amount from the Pool A Escrow Funds to National Grid USA:

	# of TSA Services	# of Schedule L TSA Services	Adjusted # of TSA
Services:			
Completed in Current Period:	6	0	6
Previously Completed:	104	8	96
Cumulative Completed:	110	8	102
Total # of TSAs:	153	10	143
Adjusted Cumulative Completed Divided by Adjusted Total:			71.33%
Total Pool A Escrow Funds (non-reserved):			\$ 12,000,000
Pool A Escrow Funds for Disbursal (% x total):			\$ 8,559,600
Less Pool A Escrow Funds Previously Disbursed:			\$ 8,055,600
Total Disbursement Amount for Current Period:			\$ 504,000

STAFF OF THE NEW HAMPSHIRE PUBLIC
UTILITIES COMMISSION

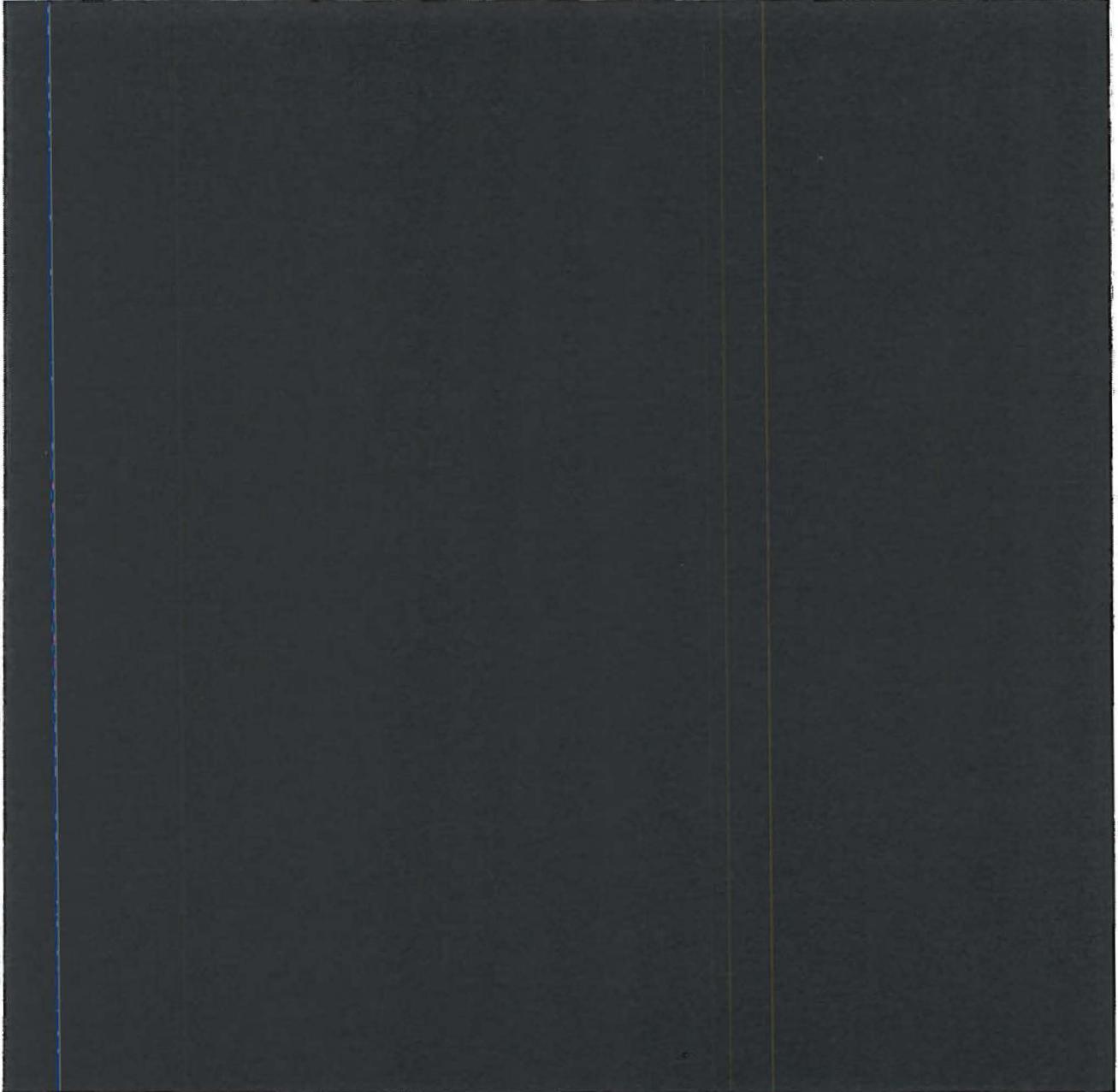


By: F. Anne Ross, Esq.
General Counsel

REDACTED

SCHEDULE 3.1

DISBURSEMENT REQUEST



¹ All capitalized terms used but not otherwise defined herein shall have the same meanings as in the Escrow Agreement.