

On October 1, 2021, the Division Advocacy Section served the Tenth Data Requests, consisting of 14 requests. PPL produced its responses on October 26, 2021. This contemporaneous motion seeks confidential treatment and protection from public disclosure of the entirety of data requests 10-1 and 10-2, which implicate PPL's confidential and competitively sensitive internal strategy information.

II. LEGAL STANDARD

The Access to Public Records Act, R.I. Gen. Laws § 38-2-1 *et seq.* ("APRA"), establishes the proper balance between "public access to public records" and protection "from disclosure [of] information about particular individuals maintained in the files of public bodies when disclosure would constitute an unwarranted invasion of personal privacy." Gen. Laws § 38-2-1. Per APRA, "all records maintained or kept on file by any public body" are "public records" to which the public has a right of inspection unless a statutory exception applies. *Id.* § 38-2-3.

The definition of "public record" under APRA specifically excludes "trade secrets and commercial or financial information obtained from a person, firm, or corporation that is of a privileged or confidential nature." *Id.* § 38-2-2(4)(B). The statute provides that such records "shall not be deemed public." *Id.* Moreover, Division Rule of Practice and Procedure 1.3(D)(2) states that, "Any party submitting documents to the Division may request a preliminary finding that some or all of the information is exempt from the mandatory public disclosure requirements of the Access to Public Records Act. A preliminary finding that some documents are privileged shall not preclude the Division from releasing those documents pursuant to public request in accordance with R.I. Gen. Laws § 32-2-1 *et seq.*"

The Rhode Island Supreme Court has held that when documents fall within a specific APRA exemption, they “are not considered to be public records,” and “the act does not apply to them.” *Providence Journal Co. v. Kane*, 577 A.2d 661, 663 (R.I. 1990). Further, the court has held that the exemption for “financial or commercial information” under APRA includes information “whose disclosure would be likely . . . to cause substantial harm to the competitive position of the person from whom the information was obtained.” *Providence Journal Co. v. Convention Ctr. Auth.*, 774 A.2d 40, 47 (R.I. 2001).

III. BASIS FOR CONFIDENTIALITY

By this motion, PPL seeks confidential treatment for data requests Division 10-1 and 10-2. The requests themselves specifically reference PPL’s confidential documents: PPL-DIV 1-2-1, 1-2-2, and 1-2-3. These documents represent PPL’s due diligence into the potential purchase of Narragansett, and specifically financial information about the proposed transaction, and therefore implicate confidential and proprietary information of PPL and Narragansett. These documents were designated Confidential by PPL when submitted, and were all also the subject of a Motion for Protective Treatment at the time of submission. The Division Advocacy Section recognized the confidentiality, in making only redacted versions of these requests publicly available.

The requests implicate confidential and proprietary business information of both PPL and Narragansett. The confidential documents referenced include specific commercial information on Narragansett’s business operations, and specifically its gas and electric operations, gathered by PPL during the due diligence process. Because these materials are internal reference documents or summaries, they also contain PPL’s internal impressions and assessments of the information for purposes of evaluating the potential transaction, including how Narragansett’s operations

relate to PPL's business, thereby implicating PPL's commercially sensitive business information. The information contained in these documents is not otherwise available to the public, and its disclosure would harm the business operations of both companies.

PPL treats this information as confidential and commercially sensitive. Disclosing this proprietary business information as part of the Division's Application review process would "constitute an unwarranted invasion of personal privacy" and could "cause substantial harm" to PPL and Narragansett's "competitive position." *See* Gen. Laws § 38-2-1; *Convention Ctr. Auth.*, 774 A.2d at 47. Accordingly, the requests contain "commercial or financial information" to which the APRA public disclosure requirements do not apply. *See* Gen. Laws § 38-2-2(4)(B); *Kane*, 577 A.2d at 663.

PPL therefore respectfully requests that the Division grant protective treatment for data requests 10-1 and 10-2, and take the following actions to preserve its confidentiality:

(1) maintain data requests Division 10-1 and 10-2 as confidential; (2) not place data requests Division 10-1 and 1-02 on the public docket; (3) disclose data requests Division 10-1 and 10-2 only to the Division, its attorneys, and staff as necessary to review the Applicants' application; and (4) pending entry of a final ruling on this motion, preliminarily grant PPL's request for confidential treatment.

WHEREFORE, PPL Corporation and PPL Rhode Island Holdings, LLC respectfully request that the Division grant their Motion for Protective Treatment.

Date: October 26, 2021

Respectfully submitted,

PPL Corporation and PPL Rhode Island
Holdings, LLC

By its attorneys,



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CERTIFICATE OF SERVICE

I hereby certify that on October 26, 2021, I sent a copy of the foregoing to the Service List by electronic mail.

/s/ Adam M. Ramos

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