

**STATE OF VERMONT
PUBLIC SERVICE BOARD**

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)	Docket No. 8880
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)	

MOTION FOR ENTRY OF PROTECTIVE ORDER

The Department of Public Service by its undersigned Special Counsel and pursuant to PSB Rule 2.214 and V.R.C.P. Rule 26(c) hereby moves for approval of the enclosed Protective Agreement and the entry of a Protective Order by the Public Service Board. The enclosed Agreement and proposed Procedural Order re: Protective Agreement are intended to facilitate the exchange of allegedly confidential documents in discovery. Since discovery in this matter is already underway, the Parties to the Agreement request expedited Board review and approval of the enclosures. Pursuant to Paragraph 17 of the Protective Agreement this Motion is filed on behalf of the Parties to this docket who have also executed the Agreement.

The enclosed Protective Agreement and proposed Procedural Order re: Protective Agreement are similar to those approved by the PSB in many prior dockets. References to the Department in Paragraphs 5, 11, and 22 of the Protective Agreement have been changed, at the request of other parties, to refer to other parties as well. In addition, the Board will note that there are two Addenda to the Agreement, which are submitted for completeness and for the Board's information, but which by their terms are not submitted for Board approval. The First Addendum, signed by the Joint Petitioners and the public agencies that are parties to this docket, will be familiar. It addresses the obligations of public-agency parties and the Joint Petitioners with respect to allegedly confidential documents in the event that a public agency receives a

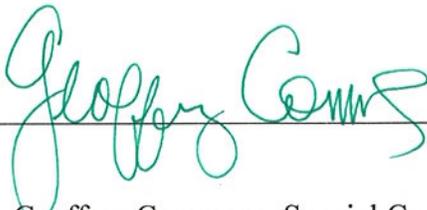
request for such documents under the Access to Public Records law (1 V.S.A. §§315 *et seq*) or by subpoena.

The Second Addendum is unique to this case. It acknowledges the existence of two specific documents which Petitioner NorthStar is unwilling to produce subject to the usual procedures and protections contained in the Protective Agreement (the “Trade Secret Documents”). The Second Addendum explicitly does not resolve NorthStar’s claim for special treatment for the Trade Secret Documents, but provides that NorthStar will file a motion by May 5, 2017 seeking PSB approval of more stringent protections than those provided in the Protective Agreement. The Second Addendum also explicitly reserves the rights of parties with respect to such a motion by NorthStar.

WHEREFORE the Department of Public Service respectfully requests that the Public Service Board expeditiously review the enclosed Protective Agreement and proposed Procedural Order re: Protective Agreement, and promptly issue an order as set forth therein.

Dated at Montpelier Vermont this second day of May, 2017.

VERMONT DEPARTMENT OF PUBLIC SERVICE

By:  _____

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