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DEPARTMENT OF PUBLIC SERVICE REGULATION
BEFORE THE MONTANA PUBLIC SERVICE COMMISSION
OF THE STATE OF MONTANA

IN THE MATTER OF NorthWestern)	
Energy's Application for Approval to)	
Purchase and Operate PPL Montana's)	REGULATORY DIVISION
Hydroelectric Facilities, for Approval of)	
Inclusion of Generation Asset and Cost of)	DOCKET NO. D2013.12.85
Service in Electricity Supply Rates, for)	
Approval of Issuance of Securities to)	
Complete the Purchase, and for Related)	
Relief)	

**NORTHWESTERN ENERGY'S OBJECTIONS TO
DATA REQUESTS PSC-136e AND PSC-167**

NorthWestern Corporation doing business as NorthWestern Energy (“NorthWestern”), objects to data requests identified as PSC-136e and PSC-167 on the grounds more particularly described below. The Montana Public Service Commission (“Commission”) served its tenth set of data requests (PSC-131 to PSC-195) (“PSC Set 10”) on February 21, 2014. Procedural Order 7323b, ¶ 9, provides a party may object to a data request within 10 days from service. March 3, 2014 is 10 days from service of PSC Set 10.

PSC-136

PSC-136e asks as follows:

- e. Please provide all Confidential Information Memoranda that were provided to NorthWestern for the purpose of evaluating the PPL thermal assets. If a complete, updated version is available that represents conditions and attributes following May 6, 2013, that version alone will suffice.

NorthWestern objects to this subpart of PSC-136 because it is not relevant and not reasonably calculated to lead to admissible evidence. Pursuant to Rule 26(b)(1)¹ of the Montana Rules of Civil Procedure (“M. R. Civ. P.”), a party may only obtain discovery that “is relevant to any party’s claim or defense” and “appears reasonably calculated to lead to the discovery of admissible evidence.” This data request seeks documents that are not relevant because the documents contain information about thermal assets and not hydro assets. The thermal assets are not before the Commission. The parties did not agree to contract terms and price for a combination of the thermal assets. NorthWestern has already provided sufficient information and documents regarding the coal assets and NorthWestern’s consideration of those assets during Mustang I. There was no bid for coal in Mustang II, and detailed information about PPLM’s thermal assets does not assist the Commission in evaluating NorthWestern’s hydro application. Additionally, NorthWestern has provided a copy of the redacted September 2012 CIM in the

¹ The Commission has adopted Rule 26 by reference in its administrative rules. See ARM 38.2.3301.

updated response to MCC-009. With respect to this objection, NorthWestern hereby incorporates by reference its *Brief Regarding Discovery Issues* filed with the Commission on February 12, 2014 (“Brief”), and those parts of said Brief that discuss data requests seeking information regarding coal.² Therefore, based on the foregoing, the Commission should sustain NorthWestern’s objection to PSC-136.

PSC-167

PSC-167 asks as follows:

- Provide the documents in the Newfoundland clean room as well as an index to the clean room.

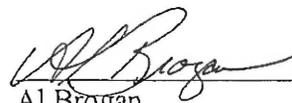
NorthWestern objects to Data Request PSC-167 to the extent that it: is overly broad and unreasonably vague, seeks information that is irrelevant, outside the reasonable scope of this proceeding, and not calculated to lead to the discovery of admissible evidence; imposes on NorthWestern undue expense or unreasonable burden; seeks information or documents relating to entities other than NorthWestern, including but not limited to the PPL Montana (“PPLM”) and its affiliates; purports to call for information or documents not presently in the possession of NorthWestern, but in the possession of third parties or separate legal entities; and requires public disclosure of information that is confidential or commercially sensitive trade secret information of PPLM and its affiliates.

NorthWestern does not have access to the “Newfoundland clean room.” The “Newfoundland clean room,” which PPLM permitted certain designated NorthWestern employees to access for a brief period, contains information regarding PPLM's coal supply arrangements and the power marketing and sales transactions of PPL EnergyPlus, the entity that

² The Commission, in its Notice of Commission Action issued on February 20, 2014, sustained NorthWestern’s objections to data requests regarding coal. Specifically, the Commission sustained objections to PSC-005a, PSC-068b, PSC-068d, PSC-084c, PSC-084d, and PSC-086e.

markets the power of PPLM. This extremely confidential information is simply not relevant to this proceeding as it seeks approval of NorthWestern's acquisition of PPLM's hydro assets. The materials in the clean room are not included in the acquisition and contain no information pertinent to the acquisition of the hydro assets. As it does not have current access to the "Newfoundland clean room", NorthWestern does not have and cannot prepare an index to it. If the Commission overrules NorthWestern's objection to this data request and determines that it needs an index, NorthWestern has discussed this matter with PPLM and PPLM may be willing to provide such index with an appropriate confidentiality agreement.

Respectfully submitted this 3rd day of March 2014.



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CERTIFICATE OF SERVICE

I hereby certify that a copy of NorthWestern Energy's Objections to PSC-136e and PSC-167 in PSC Set 10 (131-195) Data Requests, Docket No. D2013.12.85 has been hand delivered to The Montana Public Service Commission and The Montana Consumer Counsel. A copy has been e-filed on the MPSC website. They will be mailed to the most recent service list in this Docket by first class mail. They will also be emailed to the counsel of record.

Date: March 3, 2014

A handwritten signature in blue ink that reads "Nedra Chase". The signature is written in a cursive style and is positioned above a horizontal line.

Nedra Chase
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Docket No D2013.12.85
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