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STATE OF MISSOURI
PUBLIC SERVICE COMMISSION

At a Session of the Public Service
Commission held at its office
in Jefferson City on the 24th
day of May, 1994.

In the matter of the application of Tartan)
Energy Company, L.C., d/b/a Southern Missouri)
Gas Company, for a certificate of convenience)
and necessity authorizing it to construct,)
install, own, operate, control, manage and)
maintain gas facilities and to render gas)
service in and to residents of certain areas) CASE NO. GA-94-127
of Wright, Texas, Howell, Webster, Greene and)
Douglas Counties, including the incorporated)
municipalities of Seymour, Cabool, Houston,)
Licking, Mountain Grove, Mountain View, West)
Plains, Ava, Mansfield, Marshfield and Willow)
Springs, Missouri.)

ORDER GRANTING PROTECTIVE ORDER AND SETTING PROCEDURAL SCHEDULE

On April 22, 1994, Tartan Energy Company, L.C., d/b/a Southern Missouri Gas Company (Tartan) filed a motion seeking the issuance of a Protective Order and the establishment of a procedural schedule. Tartan seeks a Protective Order which contains both proprietary and highly confidential designations. It has also requested the issuance of a Report and Order by August 31, 1994, and has proposed a procedural schedule with a hearing date set for July 11, 1994 through July 14, 1994.

On April 29, 1994, West Plains Propane, Inc., Brotherton Propane, and PB's Propane (Propane Group One) filed a response to Tartan's motion, stating that they have no objection to the issuance of a standard Protective Order, but opposed the proposed procedural schedule. Propane Group One alleges that the proposed schedule will give them an inadequate amount of time to prepare their case, and allude to actions of Tartan which they believe resulted in Tartan having a disproportionate amount of time in which to file its direct testimony.

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On May 2, 1994, Staff also file a response to Tartan's motion, stating that it did not oppose the issuance of a standard Protective Order, but did have significant difficulty with the procedural schedule proposed by Tartan. Staff indicates that it has a limited number of personnel with the qualifications to address the issues involved in this application, and these witnesses are committed to meeting other procedural schedules throughout the summer, including Case Nos. GR-94-220 and GA-94-325. Staff further indicates that it neither seeks to delay these proceedings nor sacrifice a thorough review of Tartan's application, but that it is willing to attempt to meet the procedural schedule proposed by Tartan if certain conditions are met. In summary, Staff's conditions include the acquiescence of Tartan to a shorter than normal turnaround on discovery requests, the submission of a more definite proposal for a natural gas supply source than the options contained in Tartan's feasibility study, and the submission of a more definite proposal of the communities which Tartan intends to serve.

On May 5, 1994, Empiregas Inc. of Ava, Empiregas Inc. of Birch Tree, Empiregas Inc. of Houston, Empiregas Inc. of Mountain Grove, Empiregas Inc. of Springfield, Empiregas Inc. of West Plains, Red Top Gas, Inc., Tri-County Gas Company, Ozark Gas & Appliance Co., RPA, Inc., Garrett's Propane Gas Service, Glen's Propane Gas Service, Inc., Tuttle Utility Gas Inc., Brooks Gas Company, Rees Oil Company, Smith Gas Company, Synergy Gas Corporation of Republic, Synergy Gas Corporation of Mountain Grove, Synergy Gas Corporation of Ava, Synergy Gas Corporation of Gainsville, Synergy Gas Corporation of Seymour, and Synergy Gas Corporation of Farmingdale, NY (Propane Group Two) filed a response to Tartan's motion, indicating that they have no objection to the issuance of a standard Protective Order, but do oppose the procedural schedule proposed by Tartan because of the limited amount of time for discovery and evaluation. Propane Group Two also maintains that the conditions listed by Staff in Staff's response

are not likely to be workable and could lead to confusion at the hearing because of uncertainty regarding what the application actually consists of and whether other parties have been evaluating current information.

On May 5, 1994, Tartan filed a reply to the various responses of the other parties, affirming that it is willing to comply with the conditions set forth by Staff, and including in the reply itself a more definite statement of the communities which it intends to serve. Tartan also addresses the arguments of Propane Group One, in effect suggesting that the propane companies have an incentive to indefinitely delay the entire proceeding.

On May 10, 1994, Conoco, Inc. (Conoco) also filed a response to Tartan's motion, stating that it has no objection to the issuance of a standard Protective Order, but opposes the proposed procedural schedule because of the lack of adequate time for meaningful discovery and resolution of discovery disputes. Conoco also posits that the procedural schedule is not workable in that additional time is needed to determine the outcome of several municipal bond referenda, the outcomes of which could affect the economics involved in this project, as well as the very design of the pipeline.

On May 12, 1994, Conoco also filed a response to Tartan's reply of May 5, 1994, asserting that Tartan's willingness to agree to respond to Staff's data requests on an accelerated basis does not appear to extend to the discovery requests of other parties, and speculates that Tartan is motivated to expedite the procedural schedule to avoid the outcome of the bond referenda previously referred to its response of May 10, 1994. Conoco proposed an alternative procedural schedule, with a hearing set for May 22, 1995 through May 26, 1995.

The Commission has reviewed Tartan's proposed procedural schedule, as well as the responses of the various other parties, and finds that due to scheduling difficulties it is not possible to schedule the hearings on this matter during the month of July as requested by Tartan. The Commission will

nevertheless attempt to accommodate Tartan's request for the issuance of a Report and Order no later than August 31, 1994 by scheduling the hearings in this matter during the first week of August. Given this tight schedule, however, there will be insufficient time for a briefing schedule, and the parties will be required to present their arguments in oral argument at the conclusion of the hearing rather than in written briefs. In addition, the expedited schedule will affect the ability of the parties to timely complete discovery matters, therefore the Commission will require each party to respond to data requests or other discovery requests within seven days.

The Commission also determines that the motion of Tartan for a Protective Order is reasonable, and the Commission will grant the Protective Order as set forth in Attachment A and incorporated herein by reference.

IT IS THEREFORE ORDERED:

1. That the following procedural schedule is hereby adopted for this proceeding:

Applicant's direct testimony (already filed)	April 15, 1994 3:00 p.m.
Rebuttal testimony of Staff, Public Counsel and intervenors	June 24, 1994 3:00 p.m.
Prehearing Conference	July 7-8, 1994 10:00 a.m.
Hearing Memorandum	July 15, 1994
Surrebuttal testimony of all parties	July 22, 1994 3:00 p.m.
Hearing	August 1-4, 1994 10:00 a.m.

Said prehearing conference and hearing shall be held in the Commission's hearing room located on the fifth floor of the Harry S Truman State Office Building, Jefferson City, Missouri. Any person with special needs as addressed by the

Americans With Disabilities Act, shall notify the Chief Hearing Examiner (314/751-7497) at least ten (10) days prior to the hearings.

2. That the request for a Protective Order filed by Tartan Energy Company, L.C., d/b/a Southern Missouri Gas Company be and is hereby granted.

3. That the Protective Order set forth in Attachment A to this Order be and is hereby adopted for use in this case and incorporated herein by reference.

4. That no briefing schedule will be set in this proceeding, and the parties will be required to present their arguments in oral argument at the conclusion of the hearing instead.

5. That each party in this proceeding shall respond to discovery requests on an expedited basis, within seven (7) days.

6. That this Order shall become effective on the date hereof.

BY THE COMMISSION

A handwritten signature in black ink, reading "David L. Rauch". The signature is written in a cursive, flowing style.

David L. Rauch
Executive Secretary

(S E A L)

Mueller, Chm., McClure, Perkins,
Kincheloe and Crumpton, CC., Concur.

PROTECTIVE ORDER

- A. The following definitions shall apply to information which a party claims should not be made public.

HIGHLY CONFIDENTIAL: Information concerning (1) material or documents that contain information relating directly to specific customers; (2) employee-sensitive information; (3) marketing analyses or other market-specific information relating to services offered in competition with others; (4) reports, work papers or other documentation related to work produced by internal or external auditors or consultants; (5) strategies employed, to be employed, or under consideration in contract negotiations.

PROPRIETARY: Information concerning trade secrets, as well as confidential or private technical, financial and business information.

- B. During the course of discovery a party may designate information as HIGHLY CONFIDENTIAL or PROPRIETARY (hereinafter, "designated information") and shall make such designated information available to the party seeking discovery, if such information is not objectionable on any other ground, under the restrictions set out in paragraphs C and D. The party designating the information as HIGHLY CONFIDENTIAL or PROPRIETARY shall provide to counsel for the requesting party, at the time the designation is made, the ground or grounds for the designation. The requesting party may then file a motion challenging the designation. The party designating

the information confidential shall have five (5) days after the filing of the challenge to file a response. No other filings are authorized.

- C. Materials or information designated as HIGHLY CONFIDENTIAL may at the option of the furnishing party, be made available only on the furnishing party's premises and may be reviewed only by attorneys or outside experts who have been retained for the purpose of this case, unless good cause can be shown for disclosure of the information off-premises and the designated information is delivered to the custody of the requesting party's attorney. Outside expert witnesses shall not be employees, officers or directors of any of the parties in this proceeding. No copies of such material or information shall be made and only limited notes may be taken, and such notes shall be treated as the HIGHLY CONFIDENTIAL information from which notes were taken.
- D. Disclosure of PROPRIETARY information shall be made only to attorneys, and to such employees who are working as consultants to such attorney or intend to file testimony in these proceedings, or to persons designated by a party as outside experts. Employees to whom such disclosure is to be made must be identified to the other party by name, title and job classification prior to disclosure. Information designated as PROPRIETARY shall be served on the attorney(s) for the requesting party. On-premises inspection shall not be required for PROPRIETARY information, except in the case of voluminous documents (see paragraph K). Any employees of the party who wish to review such PROPRIETARY materials shall first read this order and certify in writing that (s)he has reviewed same and consented to its terms. The acknowledgement so executed shall contain the signatory's full name, permanent address, title or position, date signed, and an

affirmation that the signer is acting on behalf of his/her employer. Such acknowledgement shall be delivered to counsel for the party furnishing the information or documents before disclosure is made.

- E. Attorneys, in-house experts or outside experts who have been provided access to material or information designated HIGHLY CONFIDENTIAL or PROPRIETARY shall be subject to the nondisclosure requirements set forth in paragraphs C or D, whichever is applicable, and S.
- F. If material or information to be disclosed in response to a data request contains material or information concerning another party which the other party has indicated is confidential, the furnishing party shall notify the other party of the intent to disclose the information. The other party may then choose to designate the material or information as HIGHLY CONFIDENTIAL or PROPRIETARY under the provisions of this Protective Order.
- G. Any party may use material or information designated as HIGHLY CONFIDENTIAL or PROPRIETARY in prefiled or oral testimony at hearing provided that the same level of confidentiality assigned by the furnishing party is maintained, unless otherwise classified by the Commission. In filing testimony all parties shall designate as HIGHLY CONFIDENTIAL or PROPRIETARY only those portions of their testimony which contain information so designated by the furnishing party. If any party plans to use information and testimony which has been obtained outside this proceeding, it must ascertain from the furnishing party if any of such information is claimed to be HIGHLY CONFIDENTIAL or PROPRIETARY prior to filing.
- H. A party may designate prefiled or live testimony, or portions thereof, submitted in this case as HIGHLY CONFIDENTIAL or PROPRIETARY (hereinafter,

"designated testimony"). Prefiled testimony designated as HIGHLY CONFIDENTIAL or PROPRIETARY shall be filed under seal and served upon all attorneys of record. Only those portions of the prefiled testimony designated as HIGHLY CONFIDENTIAL or PROPRIETARY should be filed under seal, and should be marked in a manner which clearly indicates which materials are considered HIGHLY CONFIDENTIAL and which are considered PROPRIETARY.

- I. Within five days of the filing of designated testimony, the party asserting the claim shall file with the Commission the specific ground or grounds for each claim. Such filing shall show the nature of the information sought to be protected, and specifically state the alleged harm of disclosure. Such filing shall be filed under seal only if it contains either PROPRIETARY or HIGHLY CONFIDENTIAL information and shall be served upon all attorneys of record.
- J. Attorneys upon whom prefiled testimony designated HIGHLY CONFIDENTIAL or PROPRIETARY has been served shall make such testimony available only to those persons authorized to review such testimony under the restrictions in Paragraphs C or D, whichever is applicable.
- K. If a response to a discovery request requires the duplication of voluminous material or material not easily copied because of its binding or size, the furnishing party may require the voluminous material be reviewed on its own premises. Voluminous material shall mean a single document, book or paper which consists of more than 150 pages.
- L. Attorneys of record in this case shall require that the in-house or outside expert read this Protective Order and certify in a written nondisclosure agreement that the person has reviewed the Protective Order and consented to be bound by its terms. The nondisclosure agreement shall

contain the signatory's full name, permanent address, employer and the name of the party with whom the signatory is associated. Such agreement shall be filed with the Commission. Attached hereto as Appendix "A" and incorporated by reference herein is a form for use in complying with the terms of this paragraph.

- M. In the event a witness discloses the contents of designated prefiled testimony in his or her own prefiled testimony, such testimony shall also be designated in the same manner as the designated prefiled testimony and handled in accordance with this order.
- N. Unless good cause is shown, challenges to the confidential nature of prefiled designated testimony shall be filed with the Commission no later than ten (10) days after the grounds supporting the designations are filed or at the hearing, whichever occurs first. The party making the designation shall have five (5) days to respond to the challenge or may respond at the hearing, whichever occurs first.
- O. The Commission or hearing examiner may rule on the challenge to the designations prior to the hearing, or at the hearings.
- P. In the event no party challenges prefiled designated testimony, or in the event the Commission or its hearing examiner rules that testimony was properly designated, then such testimony shall be received into evidence, subject to any other objections being made and ruled upon, and kept under seal.
- Q. In addition, all live testimony, including cross-examination and oral argument which reveals the content of prefiled designated testimony or which is otherwise held to be confidential, including any argument as to whether certain testimony is properly designated, shall be made only after

the hearing room is cleared of all persons besides the Commission, its hearing examiners, court reporters, attorneys of record and witnesses to whom the designated information is available pursuant to the terms of this Protective Order. The transcript of such live testimony or oral argument shall be kept under seal and copies shall only be provided to the Commission, its hearing examiners, and attorneys of record. Such attorneys shall not disclose the contents of such transcripts to anyone other than those who may have access to the designated information under the terms of this Protective Order. Persons who have access to the designated information under the terms of this Protective Order shall treat the contents of such transcript as any other designated information under the terms of this Protective Order.

- R. References to designated testimony, whether prefiled or live and transcribed, in any pleadings before the Commission, shall be by citation only and not by quotation. Subject to the jurisdiction of any reviewing court, references to designated testimony in pleadings or oral arguments made to such reviewing court shall also be by citation only.
- S. All persons who are afforded access to information under the terms of this Protective Order shall neither use nor disclose such information for purposes of business or competition or any other purpose other than the purpose of preparation for and conduct of this proceeding and then solely as contemplated herein, and shall keep the information secure and in accordance with the purposes and intent of this order.
- T. Subject to the jurisdiction of any reviewing court, designated testimony constituting part of the record before the Commission shall be delivered

to any reviewing court under seal upon service of the appropriate writ of review.

- U. The Commission may modify this order on motion of a party or on its own motion upon reasonable notice to the parties and opportunity for hearing.
- V. Within ninety (90) days after the completion of this proceeding, including judicial review thereof, all designated information, testimony, exhibits, transcripts or briefs in the possession of any party other than Staff or the Public Counsel shall be returned to the party claiming a confidential interest in such information and any notes pertaining to such information shall be destroyed.
- W. The provisions of paragraph C, D, J and L of this Protective Order do not apply to Staff or Public Counsel. Staff and Public Counsel are subject to the nondisclosure provisions of Section 386.480, R.S.Mo. 1986. Staff and Public Counsel shall provide a list of the names of their employees who will have access to the designated information.
- X. Outside experts of Staff or Public Counsel who have been contracted to be witnesses in this proceeding shall have access to designated information and testimony on the same basis as Staff and Public Counsel except the outside expert shall read this order and sign the nondisclosure agreement attached as Appendix "A" hereto.
- Y. Outside experts of Staff and Public Counsel who have not been contracted to be witnesses in this proceeding are subject to the provisions of this Protective Order.
- Z. Pefiled testimony and exhibits, whether filed or offered at the hearing, shall be prepared in the manner described in Appendix "B".

STATE OF MISSOURI
PUBLIC SERVICE COMMISSION

NONDISCLOSURE AGREEMENT

I, _____, have been presented a
copy of this Protective Order issued in Case No. _____ on the _____
day of _____, 19__.

I have requested review of the confidential information produced in
Case No. _____ on behalf of _____
_____.

I hereby certify that I have read the above-mentioned Protective
Order and agree to abide by its terms and conditions.

Dated this _____ day of _____, 19__.

Signature and Title

Employer

Party

Address

Telephone

1. If prefiled testimony contains parts which are classified as Proprietary or Highly Confidential, it shall be filed with the Commission's Executive Secretary's Office as follows:
 - A. An Original plus eight (8) copies of prefiled testimony with the Proprietary or Highly Confidential portions obliterated or removed shall be filed.
 - B. One (1) copy of those pages which contain information which has been designated as Proprietary, with any Highly Confidential portions obliterated or removed, shall be filed in a separate envelope. The portions which are Proprietary shall be indicated as described in D, below.
 - C. One (1) copy of those pages which have been designated as Highly Confidential shall be filed in a separate envelope. The portions which are Highly Confidential shall be indicated as described in D, below.
 - D. Six (6) copies of the complete prefiled testimony shall be filed under seal for the Hearing Examiner and Commissioners. The Proprietary pages shall be stamped "P" and the Proprietary information indicated by two asterisks before and after the information, ****Proprietary****. The Highly Confidential pages shall be stamped "HC" with the Highly Confidential information indicated by two asterisks and underlining before and after the Highly Confidential information, ****Highly Confidential****.

Any deviations from this format must be approved by the Hearing Examiner.

2. Three (3) copies of exhibits, whether testimony or other, shall be filed at the hearing with the information separated as described in 1.A, 1.B and 1.C above with each copy of the Proprietary and Highly Confidential portions placed into separate envelopes to be marked as Exhibit __, Exhibit __P and Exhibit __HC.