

**BEFORE THE PUBLIC SERVICE COMMISSION
OF THE STATE OF MISSOURI**

Cheri Meadows,)	
)	
Complainant,)	
)	Case No. EC-2025-0136
)	
v.)	
)	
)	
)	
Grain Belt Express LLC,)	
)	
Respondent)	

MOTION FOR PROTECTIVE ORDER

Pursuant to 20 CSR 4240-2.135(3) and -(4), Grain Belt Express LLC (“Grain Belt Express”) hereby files this Motion for Protective Order:

I. Background

1. On October 15, 2024, Cheri Meadows (“Ms. Meadows” or “Complainant”) filed a formal complaint against Grain Belt Express, expressing her opposition to the route of Grain Belt Express’ AC transmission line, the Tiger Connector, across her property located in Callaway County, Missouri.

2. Grain Belt Express has received data requests from Missouri Public Service Commission Staff (“Staff”) that will require it to produce and disclose confidential and proprietary information such as non-public financial information and commercially and competitively sensitive contracts relating to it and affiliated Invenergy companies (collectively “Invenergy”). Specifically, Staff Data Requests 5, attached as **Exhibit A**. Grain Belt Express anticipates that intervenors will seek this same information and other such information independently of Staff.

3. Some of the information requested contains highly sensitive information involving negotiations with other landowners. The release of such information would harm Grain Belt Express' ability to negotiate future easement agreements, and it is also in conflict with Grain Belt Express' Code of Conduct, which states that "Discussions with property owners and occupants are to remain confidential."¹ Releasing information of negotiations between Grain Belt Express and landowners would chill the willingness of landowners to engage in dialog with Grain Belt Express.

4. Grain Belt Express requests the Commission adopt a Protective Order as set forth below.

II. Statement of Law

5. Missouri Supreme Court Rule 56.01(c) provides that protective orders may be issued "to protect a party or person from annoyance, embarrassment, oppression, or undue burden or expense including . . . that a trade secret or other confidential research, development, or commercial information not be disclosed or be disclosed only in a designated way."

6. Commission Rule 20 CSR 4240-2.135(2) provides that parties may designate certain materials, including trade secrets and competitively sensitive information, as "Confidential." Pursuant to Commission Rule 20 CSR 4240-2.135(6), "Confidential" information shall be disclosed to attorneys of record for a party, to employees of a party who are working as subject-matter experts for the party's counsel, to employees of a party who intend to file testimony in the case, and to designated outside experts of a party.

7. The Commission has previously noted that, "Commission rules provide for the issuance of protective orders when necessary to protect information from discovery more

¹ Grain Belt Express' Code of Conduct is available at: https://grainbeltexpress.com/wp-content/uploads/2022/12/Code-of-Conduct_Rev-July-2020.pdf.

rigorously than would be provided from a confidential designation.”² The Commission has further explained that, “The Commission may order such greater protection by a party explaining what information must be protected, the harm to the disclosing party that might result from disclosure of the information, and how the information may be disclosed while protecting the interests of the disclosing party.”³

III. Argument

8. Grain Belt Express and Invenergy are privately held companies, and their financial information is highly proprietary. Unlike public companies, much of Grain Belt Express’ financial data is not available to the public and would be incredibly valuable to its competitors in the energy industry.

9. Additionally, Grain Belt Express and Invenergy enter into contracts with suppliers, landowners, and other customers that contain sensitive information that would impact their competitive advantage with respect to negotiating contracts related and unrelated to the Project in the future if such information was released. These contracts often contain confidentiality provisions and may implicate the rights of private third parties. While elements of these contracts may be shared using the Confidential designation provided by 20 CSR 4240-2.135(2), others may reveal details that have a *de minimis* bearing on the Project and the scope of the Commission’s investigation in this proceeding but would have serious consequence to Grain Belt Express and Invenergy if disclosed.

² “Order Granting Motion to Compel, in Part, and Granting Motion for Protective Order, in Part,” File No. EA-2016-0358 (issued December 13, 2018) at 4 *citing* Commission Rule 4 CSR 240-2.135(3) (now 20 CSR 4240-2.135(3)).

³ Order Granting Motion to Compel, in Part, and Granting Motion for Protective Order, in Part,” File No. EA-2016-0358 (issued December 13, 2018) at 4 *citing* Commission Rule 4 CSR 240-2.135(4) (now 20 CSR 4240-2.135(4)).

10. The “Confidential” designation under 20 CSR 4240-2.135 will not provide adequate protection for these two categories of information (proprietary financial information and sensitive contractual information, collectively the “Highly Confidential Information”) because it would require Grain Belt Express to produce Highly Confidential Information to non-expert representatives of non-state agency parties who intend to file testimony in the case and may have potentially competitive relationships with Grain Belt and Invenergy now or in the future. In this context, potentially competitive parties include landowners, who may need to negotiate easements with Grain Belt Express in the future, and utilities, with whom Grain Belt Express competes for projects or with whom Grain Belt Express may need to negotiate. The mere disclosure of Highly Confidential Information to these parties and their employees and representatives would irreparably harm Grain Belt Express and Invenergy because it would give these parties knowledge of financial and contract information that would affect their relative bargaining positions.

11. While the Commission could stand to benefit from inhouse and outside expert witness review of Highly Confidential Information, the same cannot be said for representatives who intend to file testimony on other subjects (such as land impacts) but who cannot otherwise offer an expert opinion on highly sensitive financial and contract information. Accordingly, the Commission and the public would not benefit from non-expert party representatives reviewing this information, but Grain Belt and Invenergy would be significantly harmed.

12. A fair tradeoff for all parties is to limit disclosure of Highly Confidential Information to attorneys of record, state agencies and their employees, and to inhouse and outside expert representatives of parties with a demonstrable need to see financial and contract information, but to prohibit other employees and representatives access to this limited set of information.

13. Grain Belt therefore requests the Commission issue a Protective Order as follows:
- a. Confidential information may be designated in one of two categories: (1) a “Confidential” category of information encompassing the usual scope of protected information in Commission proceedings⁴ and (2) a “Highly Confidential” category of information limited to information that is classified proprietary financial information of Grain Belt Express and Invenenergy and sensitive contractual information relating to Grain Belt Express and Invenenergy.
 - b. Information designated as “Confidential” would be subject to the standard protocols included in Commission Rule 20 CSR 4240-2.135.
 - c. For information designated as Highly Confidential, Grain Belt Express shall disclose such information only to attorneys of record for all parties, state agency parties and their employees covered by statutory confidentiality requirements, and to designated outside and inhouse experts for any non-state agency party with a demonstrable need to see financial and contract information.
 - d. Outside counsel and inhouse and outside experts may receive and review Highly Confidential information after executing the certification attached hereto as **Exhibit B**, or a similar Commission nondisclosure agreement that the requirements of Commission Rule 20 CSR 4240-2.135(7) and specifically references Highly Confidential information. No Highly Confidential information shall be provided directly or indirectly to any non-state agency party or representative thereof, except as expressed above.

⁴ Including information covered under Commission Rule 20 CSR 4240-2.135(2).

e. Persons afforded access to materials or information designated Highly Confidential shall neither use nor disclose such materials or information for purposes of business or competition or any other purpose other than with regard to the case referenced above and shall keep the materials and information secure and confidential and in accordance with the purposes and intent of the Protective Order.

f. All material and information designated as “Highly Confidential,” as well as any notes pertaining to such information, shall be returned to Grain Belt Express or destroyed upon the conclusion of the referenced case, with certification of same to Grain Belt Express.

g. If any party disagrees with the Highly Confidential designation of any information, that party shall follow the informal discovery dispute resolution procedures set forth in Commission Rule 20 CSR 4240-2.090(8). If these dispute resolution procedures are exhausted without resolution, the party may file a motion challenging the designation.

IV. Conclusion

WHEREFORE, Grain Belt Express respectfully requests the Commission grant this Motion for a Protective Order and take such other actions as the Commission deems necessary to protect this information.

Respectfully submitted,

/s/ Andrew O. Schulte

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ATTORNEYS FOR GRAIN BELT EXPRESS LLC

CERTIFICATE OF SERVICE

I hereby certify that a copy of the foregoing document was served upon the parties listed on the official service list by email, this 26th day of November, 2024.

/s/ Anne E. Callenbach

Anne E. Callenbach

Exhibit A

**BEFORE THE STATE OF MISSOURI
PUBLIC SERVICE COMMISSION**

**NONDISCLOSURE AGREEMENT
For Case No. EC-2025-0136**

I, _____, have reviewed the Commission's Rule at 20CSR 4240-2.135 on the ____ day of _____, 2024.

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

I hereby certify that I have read and agree to abide by the Commission's Rule at 20 CSR 4240-2.135.

Dated this _____ day of _____, 2024.

Signature & Title

Employer

Party

Address

Telephone

Exhibit B

**BEFORE THE STATE OF MISSOURI
PUBLIC SERVICE COMMISSION**

**NONDISCLOSURE AGREEMENT
For Case No. EC-2025-0136**

I, _____, have reviewed the Commission's Rule at 20CSR 4240-2.135 on the _____ day of _____, 2024.

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

I hereby certify that I have read and agree to abide by the Commission's Rule at 20 CSR 4240-2.135.

Dated this _____ day of _____, 2024.

Signature & Title

Employer

Party

Address

Telephone