

**COMMONWEALTH OF KENTUCKY
BEFORE THE PUBLIC SERVICE COMMISSION**

In the Matter of:)	
)	
Electronic Application of)	Case No. 2022-00217
Bluegrass Water Utility Operating)	
Company, LLC for Approval to Issue)	
Evidences of Indebtedness)	

**MOTION OF BLUEGRASS WATER UTILITY OPERATING COMPANY, LLC
FOR CONFIDENTIAL TREATMENT**

Applicant Bluegrass Water Utility Operating Company, LLC (“Bluegrass Water”), respectfully submits this Motion, pursuant to 807 KAR 5:001 § 13 and KRS 61.878, for confidential treatment of certain information provided in support of its Responses to Commission Staff’s First Request for Information in this case. The information for which Bluegrass Water seeks confidential treatment is hereinafter referred to as the “Confidential Information.” In support of its Motion, Bluegrass Water states as follows.

1. Contemporaneously with the filing of this motion, Bluegrass Water has filed with the Commission its Responses to Commission Staff’s First Request for Information (hereinafter “Responses”) in the above-referenced matter.

2. Within those Responses, Bluegrass Water has provided certain Confidential Information, which includes:

- a. Portions of the response to Request No. 1 of the PSC’s First Request for Information (“PSC 1-1”); and
- b. Portions of the attachment provided in response to Request No. 2 of the PSC’s First Request for Information (“PSC 1-2”).

3. Pursuant to KRS 61.878(1)(c)(1), commercial information generally recognized as confidential is protected if disclosure would cause competitive injury and permit competitors to obtain an unfair commercial advantage.

4. The Confidential Information contained in the response to PSC 1-1 pertains to proposed interest rate terms contained in the term sheet that was attached as CONFIDENTIAL Exhibit 17 to the Application in this matter.

5. Similarly, the Confidential Information contained in the response to PSC 1-2 pertains to the proposed origination fee associated with the proposed financing. This Confidential Information also derives directly from the term sheet that was attached as CONFIDENTIAL Exhibit 17 to the Application in this matter.

6. In both cases, public disclosure of this Confidential Information would cause competitive harm to Bluegrass Water by disclosing credit market-specific information and other information illustrating strategies that Bluegrass Water employs in contract negotiations. The terms of the proposed financing are also subject to a confidentiality clause, which requires Bluegrass Water to take steps to keep its terms confidential.

7. The Confidential Information is not publicly available, is not disseminated within Bluegrass Water except to those employees and professionals with a legitimate business need to know and act upon the information, and is not disseminated to others without a legitimate need to know and act upon the information.

8. If disclosed, the Confidential Information would allow Bluegrass Water's competitors to discover, and make use of, confidential information concerning Bluegrass Water's financial condition, negotiation tactics, and business strategies, to the unfair competitive disadvantage of Bluegrass Water.

9. The Confidential Information is contained within or derived from the Confidential Information contained in Bluegrass Water's Application in this matter, for which confidentiality has been sought pursuant to a Motion for Confidential Treatment filed contemporaneously with that Application on August 19, 2022. Thus, the Confidential Information should be granted confidential treatment pending review of that previously filed Motion for Confidential Treatment, which is incorporated herein by reference. *See* 807 KAR 5:001 § 13(4) ("Pending action by the commission on a motion for confidential treatment or by its executive director on a request for confidential treatment, the material specifically identified shall be accorded confidential treatment.").

10. 807 KAR 5:001 § 13(2)(a)(2) provides that a motion for confidential treatment shall state the time period for which the material should be treated as confidential and the reasons for this time period. Bluegrass Water respectfully submits that five (5) years from the date of the filing of this Motion is a reasonable period of time for confidentiality in light of competitive conditions in the credit markets and the water and sewage industries.

11. If and to the extent the Confidential Information becomes generally available to the public, whether through filings required by other agencies or otherwise, Bluegrass Water will notify the Commission in writing. *See* 807 KAR 5:001 § 13(10)(b).

12. If the Commission disagrees with Bluegrass Water that the material for which this Motion seeks confidential treatment is exempt from disclosure, it must hold an evidentiary hearing to protect the due process rights of Bluegrass Water and permit the opportunity to supply the Commission with a complete record to enable it to reach a decision with regard to this confidentiality request.

13. In compliance with 807 KAR 5:001 §§ 8(3) and 13(2)(e), Bluegrass Water is filing with the Commission a copy of the Confidential Information, entirely unredacted and with highlighting of the material for which confidential treatment is sought. The unredacted copies are filed under seal pursuant to the instructions regarding confidential filings in the March 24, 2020 Order issued in Ky. PSC Case No. 2020-00085; redacted pages of the subject documents are being publicly filed as part of the Responses.

WHEREFORE, Bluegrass Water respectfully requests that the Commission classify and protect the Confidential Information as confidential.

On this the 16th day of September, 2022.

Respectfully submitted,

/s/Edward T. Depp

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Certification

I hereby certify that a copy of this filing and any exhibits has been served electronically on all parties of record through the use of the Commission's electronic filing system, and there are currently no parties that the Commission has excused from participation by electronic means. Pursuant to the Commission's July 22, 2021 Order in Case No. 2020-00085, a paper copy of this filing has not been transmitted to the Commission.

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