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**BEFORE
THE PUBLIC UTILITIES COMMISSION OF OHIO**

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In the matter of the Joint Application of)
Columbia Gas of Ohio, Inc. and)
Consumers Gas Cooperative for Approval)
of the Transfer of Assets and Customers)

Case No. 08-740-GA-ATR

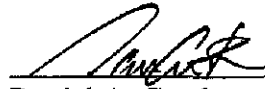
**JOINT MOTION FOR PROTECTIVE ORDER OF
COLUMBIA GAS OF OHIO, INC.
AND CONSUMERS GAS COOPERATIVE**

Columbia Gas of Ohio, Inc. ("Columbia") and Consumers Gas Cooperative ("Consumers") hereby moves the Public Utilities Commission of Ohio ("Commission") for leave to file under seal Exhibit B, Purchase and Sale Agreement ("Agreement"), contained in the Joint Application for Transfer of Assets and Customers ("Application") in Case No. 08-740-GA-ATR. This request and the grounds in support of this request are more fully set forth in the attached Memorandum in Support. Consistent with the requirements of Rule 4901-1-24(D) of the Ohio Adm. Code, Columbia and Consumers submit three unredacted copies of the Agreement under seal. Accordingly, Columbia and Consumers respectfully requests that the Commission grant the instant Motion for Protective Order.

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Respectfully submitted by

COLUMBIA GAS OF OHIO, INC.



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MEMORANDUM IN SUPPORT

The Purchase and Sale Agreement ("Agreement") between Columbia Gas of Ohio, Inc. ("Columbia") and Consumers Gas Cooperative ("Consumers") contains information which the parties consider to be confidential trade secret information which is not available to the general public. Rule 4901-1-24(D) of the Ohio Adm. Code allows parties to seek leave of the Public Utilities Commission of Ohio ("Commission") to file information, which they consider to be a confidential trade secret under Ohio law, in a redacted form and in an unredacted form under seal. Additionally, the nondisclosure of the information must be consistent with the purpose of Title 49 of the Ohio Rev. Code. See Ohio Adm. Code 4901:1-24 (2008).

The information for which Columbia and Consumers seeks a protective order is a trade secret. Ohio law defines a "trade secret" as

information, including . . . any business information or plans, [or] financial information, . . . that satisfies both of the following: It derives independent economic value, actual or potential, from not being generally known to, and not being readily ascertainable by proper means by, other persons who can obtain economic value from its disclosure or use. [And] It is the subject of efforts that are reasonable under the circumstances to maintain its secrecy.

Ohio Rev. Code Ann. § 1333.61 (West 2008). The business information which Columbia and Consumers seek to protect is the negotiated terms and all financial aspects of the Agreement.

The information contained in the Agreement derives independent economic value from not being generally known to others in that its disclosure could severely prejudice Columbia and Consumers by placing them at a disadvantage in future negotiations for the purchase and sale of assets or customers. The release of this information could result in Columbia or Consumers being unable to competitively negotiate similar transactions because other parties may be able to discern

from this information what Columbia or Consumers may be willing to offer or accept in future negotiations. Such a consequence would likely result in a financial disadvantage to Columbia or Consumers and a financial disadvantage to its ratepayers or members. The release of this information would jeopardize Columbia's and Consumers' ongoing ability to engage in similar transactions from a neutral bargaining position. Therefore, the revelation of this information is not in the public interest and should be kept under seal in this docket.

The Commission has previously recognized that "negotiated price and quantity terms can be sensitive information in a competitive environment." In re Application of N. Coast Gas Transmission LLC for Approval of a New Contract and Amendments to Three Existing Contracts, Case No. 05-1214-PL-AEC, 2005 Ohio PUC LEXIS 548 (Order Nov. 9, 2005). The Commission has also found a protective order to be appropriate where the disclosure of a public utility's confidential business information would "jeopardize its business position in negotiations with other parties." In re Application of Vectren Retail LLC, d/b/a Vectren Source for Certification as a Retail Natural Gas Supplier in the State of Ohio, Case No. 02-1668-GA-CRS, 2005 Ohio PUC LEXIS 286 (Entry June 8, 2005). By protecting this information, Columbia and Consumers will be able to negotiate future sale and purchase agreements without other parties having knowledge of how they may value assets or the importance that they may place on other terms of the agreement.

The information which Columbia and Consumers seeks to protect has been subject to reasonable efforts to maintain its secrecy. The information has not been distributed within Columbia and Consumers, except to those personnel with a legitimate business need to have knowledge of and act upon the information, and is only accessible by such personnel.

Columbia and Consumers have marked each page of the confidential material as "CONFIDENTIAL" in the three unredacted versions submitted pursuant to Rule 4901-1-24(D)(2)

of the Ohio Adm. Code. The Application was filed with the alleged confidential information redacted from Exhibit B for inclusion in the public case file as required by Rule 4901-1-24(D)(1) of the Ohio Adm. Code. Finally, the Commission and its Staff have full access to the information for which protection is sought, thereby giving the Commission the necessary information to fulfill its obligations under Title 49 of the Ohio Rev. Code and, therefore, the protection of this information from public disclosure is also consistent with the purpose of Title 49 of the Ohio Rev. Code.

For the foregoing reasons, Columbia and Consumers respectfully request that the information redacted from the Application filed with the Commission be protected from public disclosure and that the Commission grants this Motion for a Protective Order.

Respectfully submitted by

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