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December 3, 2012

Via Electronic Mail and Regular Mail
Craig Bulkley, Director
Division of Administration
New Hampshire State Liquor Commission
50 Storrs Street
P.O. Box 503
Concord, NH 03301

Re: RFP 2012-14

Dear Mr. Bulkley:

On behalf of Law Warehouses, Inc. ("LWI"), I hereby demand that the NH Liquor Commission produce all information responsive to LWI's Right-to-Know requests no later than 5:00 p.m. on December 4, 2012. If the requested information is not received by that date, LWI shall assume the Commission refuses to produce the same, and shall promptly pursue all available alternatives, including litigation, to seek enforcement of the Commission's obligations under RSA 91-A.

As you know, by letters dated November 13, 2012 and November 21, 2012, copies which are attached, LWI requested the Commission to produce information relating to its evaluation and selection of a bidder in relation to RFP 2012-14. On November 29 and 30, 2012, the Commission produced redacted proposals. This production is insufficient and noncompliant with the Right to Know Law. For instance, there is no basis to redact the following information from Exel's proposal:

- Exel's description of its proposed real estate solution (See Proposal Letter, page 2).
- Exel's description of its proposed cost reimbursement commercial structure for use by the Commission (See Executive Summary, Proposal pages 11-12 and 14)
- Exel's description of the proposed mechanization (See Executive Summary, page 14)
- Exel's description of the proposed real estate (See Executive Summary, page 14)
- Exel's Glossary of Terms and Abbreviations (See Glossary, page 24)
- Exel's proposal with respect to its compliance with state and local fire codes, permitting and certification for fire protection systems (See RFP Response, Section 3.0.14 (Fire), page 30)
- Identification of Exel's proposed warehouse management system/operations management system

Further, there is no basis for the Commission to refuse or delay disclosure of the other requested information, including, but not limited to the scoring, ranking, evaluation and analysis of all bidders' proposals, all communications relative to the RFP development, evaluation and selection of bidder, including without limitation, all information requests, responses and proposal revisions.

Thank you for your prompt attention to this matter.

Sincerely,

Suzan M. Lehmann
SML:bg
Enclosures
cc: Law Warehouses, Inc.
#51039983

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November 13, 2012

Via Facsimile (603-271-1107) and Regular Mail
Craig Bulkley, Director
Division of Administration
New Hampshire State Liquor Commission
50 Storrs Street
P.O. Box 503
Concord, NH 03301

Re: RFP 2012-14

Dear Mr. Bulkley:

Please accept this letter as a formal request pursuant to RSA 91-A, the Right to Know Law, for the immediate production of all records, meeting minutes, reports, documents, notes, drafts, tapes, email, voicemail, text messages, and other records, regardless of its form, pertaining to Request for Proposal 2012-14 - Warehouse Services for Wine and Spirits and Related Products ("RFP 2012-14"), including, but not limited to the following:

- Contract (whether final or proposed) between the New Hampshire State Liquor Commission and any selected bidder(s);
- All proposals (including all revisions to proposals) submitted in response to RFP 2012-14, including, but not limited to:
  - First page of each bidder's proposal
  - Table of contents of each bidder's proposal
  - Executive summary of each bidder's proposal
  - Glossary of terms and/or abbreviations of each bidder's proposal
  - Response in each bidder's proposal to all RFP 2012-14 sections, including all appendices
  - Cost proposal in each bidder's proposal, including all corresponding worksheets in Appendices D and D-1

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50 Kennedy Plaza, Suite 1500, Providence, RI 02903-2319 TEL: 401.274.2000 FAX: 401.277.9600
20 Church Street, Hartford, CT 06103-1221 TEL: 860.725.6200 FAX: 860.278.3802
30 South Pearl Street Suite 901, Albany, NY 12207-3492 TEL: 518.396.3100 FAX: 518.396.3101

- Revenue sharing

- The review and evaluation of all proposals;

- The identity of, and all oral, written, and electronic communications among, all individuals, including, but not limited to, members of the Evaluation Committee, the Commissioners, and DRED, appointed to review and/or evaluate proposals submitted in response to RFP 2012-14 and selection of bidder(s) for contract award, as well as any consultants, agents, employees, or others (whether paid or unpaid) who assisted in the review and/or evaluation of any such proposals and the selection of bidder(s) for contract negotiation and/or award;

- Meetings conducted by the Evaluation Committee during which the Evaluation Committee reviewed the proposals;

- Scoring of the proposals;

- All grounds supporting selection of the bidder(s) for contract award;

- All grounds supporting rejection of Law Warehouses, Inc.'s proposal;

- All grounds supporting the scheduling, conduct, administration, and management of any nonpublic sessions and meetings for negotiations and contract award; and

- All meeting minutes, and all recordings, notes, drafts, documents, or other sources, regardless of their form, including, but not limited to, those used for compiling the minutes of such meetings.

Please note that New Hampshire law requires the Liquor Commission to immediately produce all such requested information, including, but not limited, for the following reasons:

- The requested information, including, without limitation, the contract between the Liquor Commission and the bidder(s) awarded the contract, is presently physically available at the Liquor Commission offices. See RSA 91-A:4, IV; ATV Watch v. N.H. Dep't of Res. & Econ. Dev., 155 N.H. 434, 442 (2007) (if government records are immediately available, disclosure must be immediate); Attorney General's Memorandum on New Hampshire's Right to Know Law, RSA Chapter 91-A (July 15, 2009) ("AG's RTK Memo") Section V.K.2, p. 35 ("Immediately available governmental records must be provided for inspection").

- The requested information is now publicly available as the subject of a public agenda item for approval by the Liquor Commission, and, therefore, subject to immediate production. See AG's RTK Memo, Section V.F.7, p. 24 ("information concerning specific bids or proposals may be

disclosed when proposed contract and accompanying documents are placed on the public Governor and Executive Council agenda for approval").

- The Liquor Commission is required to immediately produce non-exempt portions of the requested records. See AG's RTK Memo, Section V.K.3.n, p. 38 ("governmental entity may have an obligation to produce the non-exempt portion of the requested record if the exempt portion can reasonably be redacted or separated from the requested record").

Please immediately produce the information and documents described above and, to the extent any are not available as contemplated by law, please immediately produce the documents as they become available. Further, please note we are not requesting the production of any confidential, commercial, or financial information properly exempt from public disclosure under RSA 91-A:5, and that the requested records can be readily separated and/or redacted from exempt information. RFP 2012-14 required bidders to format and structure their proposals in a defined format that effectively results in the separation and/or reasonable redaction of information exempt from public disclosure. For example, the following component parts of each bidder's proposal should not contain any information exempt from such public disclosure and easily separated: first page of each bidder's proposal; table of contents of each bidder's proposal; executive summary of each bidder's proposal; glossary of terms and/or abbreviations of each bidder's proposal; response in each bidder's proposal to all RFP 2012-14 sections, including all appendices (excluding financial statements, etc); cost proposal in each bidder's proposal, including all corresponding worksheets in Appendices D and D-1; and proposed revenue sharing in each bidder's proposal.

As you know, the immediate production of the requested information is critical to the substantial and legitimate interests of Law Warehouses, Inc. and the public at large, and the Liquor Commission's failure to immediately produce such requested information will not only result in significant harm and prejudice to these and other interests, but also constitute a violation of the Right to Know Law, RSA 91-A. Accordingly, we seek to review and/or copy the requested information **today, November 13, 2012, at 1 PM**.

Thank you for your prompt attention to this matter.

Sincerely,

Suzan M. Lehmann

SML:bg
cc: Law Warehouses, Inc.
#51006743

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November 21, 2012

Via Electronic Mail (603-271-1107) and Regular Mail

Craig Bulkley, Director
Division of Administration
New Hampshire State Liquor Commission
50 Storrs Street
P.O. Box 503
Concord, NH 03301

Re: RFP 2012-14

Dear Mr. Bulkley:

I have reviewed your letter of November 19, 2012 in response to Law Warehouses, Inc.'s November 13, 2012 request under the Right-to-Know Law for information pertaining to RFP 2012-14. I write now to again request that the New Hampshire Liquor Commission produce information that unquestionably is subject to disclosure under RSA 91-A and should immediately be provided to Law Warehouses.

There is no merit to the Liquor Commission's contention that RSA 21-I:13-a, II bars the disclosure of the information requested by Law Warehouses, or that the requests fall outside of the scope of RSA 91-A. As stated in the Attorney General's Memorandum on the Right to Know Law (the "AG Memo"), "information concerning specific bids or proposals may be disclosed when proposed contract and accompanying documents are placed on the public Governor and Council agenda for approval." See AG Memo, Section V.F.7, p. 24. Here, once the contract was placed on the public agenda, the requested information became publicly available as the subject of a public agenda item for approval by the Commissioners, and therefore subject to immediate production. Additionally, the contract has now been awarded. By refusing to produce the requested information, the Liquor Commission violated RSA 91-A.

We request that the Liquor Commission immediately produce the requested information. Failure to do so has already caused harm and prejudice to Law Warehouses and the public alike. In fact, the Liquor Commission itself purported to create a bid protest process through the RFP that would require that any challenges to the bid process be filed within 10 business days of an award notification. The Liquor Commission cannot ignore its 10 day time limit on challenging awards,

while also withholding information necessary for bidders to evaluate whether the award process was conducted in a fair and legal manner. Further, the Liquor Commission in the RFP has already required the bidders to submit redacted proposals at the time of proposal submission excluding their confidential information. There is no basis or source of authority in law to support the Liquor Commission's now withholding the proposals and other requested information.

Accordingly, we request that the Liquor Commission immediately produce the requested information no later than Wednesday, November 28, 2012.

Thank you for your prompt attention to this matter.

Sincerely,

Suzan M. Lehmann

SML:bg

#5108233