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July 3, 2014

VIA RESS AND COURIER

Ms. Kirsten Walli
Board Secretary
Ontario Energy Board
P.O. Box 2319
27th Floor
2300 Yonge Street
Toronto, ON M4P 1E4

Dear Ms. Walli:

**Re: EB-2013-0321 - Application by Ontario Power Generation Inc.
for 2014-2015 Payment Amounts**

In accordance with Rule 10 of the Ontario Energy Board's (the "OEB") *Rules of Practice and Procedure* and section 5.1 of the OEB's *Practice Direction on Confidential Filings* (the "Practice Direction"), Ontario Power Generation ("OPG") hereby requests confidential treatment for certain portions of the Darlington Refurbishment Project Update evidence that is being filed as a new Exhibit D2-2-2, in particular in respect of certain portions of the *Supplemental Report to Nuclear Oversight Committee, 2nd Quarter 2014*, dated June 26, 2014, as prepared by Modus/Burns & McDonnell and included as Attachment 1 to Exhibit D2-2-2 (the "Modus/B&M Supplemental Report").

Below, after addressing certain procedural matters relating to this request and highlighting the OEB's relevant prior treatment of confidential information in this proceeding, OPG has set out the reasons for the present confidentiality request, including the reasons why public disclosure of the redacted information would be detrimental to OPG and/or third parties.

Procedural Matters

In accordance with the Practice Direction, this confidentiality request is being filed together with six (6) confidential, unredacted copies of the relevant documents. Further, confidential, unredacted copies of the documents have been sent directly to those intervenor representatives who have signed and provided a Declaration and Undertaking in the OEB's prescribed form.

As an interim measure, in the interests of efficiency and prior to the OEB making its final determination on OPG's present request for confidential treatment, OPG would support procedural provisions that would enable intervenors to proceed as though OPG's request has been granted. It is in respect of this approach that OPG has already sent these documents to intervenors.

At the conclusion of the proceeding, or in the event that all or part of this confidentiality request is refused, OPG reserves its right to request that the information proposed to be redacted be withdrawn in accordance with 5.1.12 of the Practice Direction, and that all persons in possession of the information be required to destroy or return to the OEB Secretary for destruction the confidential information in accordance with 6.1.6 of the Practice Direction.

Treatment of Confidential Information to Date

The OEB has made three decisions concerning confidential filings to date, in Procedural Orders No. 4, 7 and 8. Of particular relevance to the present request is the OEB's decision on confidentiality in Procedural Order No. 4, where the OEB's findings included that confidential treatment should be afforded to (a) certain commercially sensitive information relating to a third party, (b) information that could prejudice OPG's competitive position and interfere with future negotiations, and (c) information regarding the contracting strategies and costs associated with the Darlington Refurbishment project (including contingencies, efficiency gains, vendor references and specific and aggregate costs, but excluding the overall estimated project cost).

Reasons for Confidential Treatment Request

In the present request, OPG proposes certain redactions to Exhibit D2-2-2, Attachment 1, being the June 26, 2014 Modus/B&M Supplemental Report (which includes as exhibits thereto the prior Modus/B&M reports of August 13, 2013, November 12, 2013, March 4, 2014 and May 13, 2014). OPG submits that disclosure of the information for which confidential treatment is sought would cause potential harm to OPG and/or third parties. The information is commercially sensitive and has the potential to adversely impact the competitive position of OPG and/or third parties, as well as to impact existing contractual relationships and future commercial negotiations. Generally, the proposed redactions are comprised of four types of information, each of which is discussed below with reference to the nature of the harm and the types of parties that would likely be affected by disclosure.

The first type of information for which OPG is seeking confidential treatment is information relating to specific costs that are associated with specific aspects of the Darlington Refurbishment project. This includes, for example, information on contingency amounts and cost estimates for specific work packages. This type of information is of a similar nature to information for which the OEB has already granted confidential treatment in this proceeding under Procedural Order No. 4. In Procedural Order No. 4, the Board stated that its finding on confidential treatment "applies not just to the updated Darlington BCS, but to all Business Case Summaries and Darlington Refurbishment Contracting Strategies and the redacted contingencies, efficiency gains, vendor references, and specific and aggregate costs therein." Furthermore, the Board accepted OPG's submissions made on May 23, 2014 and ordered confidential treatment over total estimated project costs and point estimates for each work bundle during oral hearings on June 16, 2014.

The second type of information for which OPG is seeking confidential treatment is information relating to OPG's contracting strategies in relation to the Darlington Refurbishment project. This includes information that has the potential to impact OPG's existing contractual relationships, as well as to interfere significantly with the negotiation of contracts relating to the Darlington Refurbishment project that are still to be negotiated or executed. One example of such information would be

recommendations made in the Modus/B&M Supplemental Report concerning the incorporation of certain lessons learned into existing and planned project-related contracts. Moreover, information concerning OPG's contracting strategies relating to the Darlington Refurbishment project was already granted confidential treatment in this proceeding under Procedural Order No. 4.

The third type of information that OPG requests confidential treatment for is information relating to specific vendors in the Darlington Refurbishment project, the disclosure of which could potentially prejudice the competitive positions of such vendors in the marketplace and their existing contractual relationships with OPG. This may occur notwithstanding that the identity of a number of vendors that are associated with the Darlington Refurbishment project is already a matter that is on the public record.

Finally, OPG seeks confidential treatment for certain commentary in the Modus/B&M Supplemental Report concerning a combination of specific organizations that are internal to OPG and external vendors, but only where such commentary has the potential to cause harm to individuals or a small group of identifiable individuals.

Respectfully Submitted

[Original signed by]

Colin Anderson
Director, Ontario Regulatory Affairs
Ontario Power Generation

Enclosure

cc: Carlton Mathias, OPG
Charles Keizer, Torys LLP
Crawford Smith, Torys LLP
Intervenors of Record (EB-2013-0321)