



McCarthy Tétrault LLP
PO Box 48, Suite 5300
Toronto-Dominion Bank Tower
Toronto ON M5K 1E6
Canada
Tel: 416-362-1812
Fax: 416-868-0673

George Vegh
Counsel
Direct Line: (416) 601-7709
Direct Fax: (416) 868-0673
Email: gvegh@mccarthy.ca

April 17, 2014

VIA RESS and COURIER

Ms. Kirsten Walli
Ontario Energy Board
2300 Yonge Street
P.O. Box 2319
Suite 2700
Toronto, ON M4P 1E4

Dear Ms. Walli:

**Re: East Durham Wind, LP amended application for an electricity generation licence
EB-2014-0142**

We are counsel for NextEra Energy Canada, ULC ("**NextEra**"), East Durham Wind, Inc., East Durham Wind, LP and East Durham Wind GP, ULC.

On March 20, 2014, we submitted an application for an electricity generation licence on behalf of East Durham Wind, Inc. for the East Durham Wind Energy Centre ("**EDWEC**"), along with the required fee. East Durham Wind, Inc. applied as the owner of the EDWEC.

As a result of a corporate re-organization among affiliates associated with NextEra, East Durham Wind, Inc. will transfer its assets to East Durham Wind, LP. The purpose of the corporate reorganization is to facilitate cost-effective and efficient management of the NextEra affiliates. The reorganization will have no impact on the construction or operation of the EDWEC. The difference is purely one of legal structure. As the Board is aware, a corporation is a legal entity that is separate from its shareholders and considered by law to be a separate person with the full rights and abilities to act as a natural person. A limited partnership is comprised of at least one general partner and at least one limited partner. The general partner has unlimited liability for partnership liabilities and is responsible for managing the business of the limited partnership.

The Board has granted generation licences to both corporations and to limited partnerships, and the latter example includes a number of NextEra entities (Summerhaven, Conestogo and Bornish are all limited partnerships that have been granted generation licences). The Board has also granted leave to construct to limited partnerships (Summerhaven and Bornish, for example). The Board has not distinguished between the two legal forms in granting approvals and legal form has not been an issue in these approvals.

Accordingly, please find attached an amended application for an electricity generation licence submitted by East Durham Wind GP, ULC on behalf of East Durham Wind, LP. There is no change to the information in the previously-submitted application except the name of the applicant and change from corporation to partnership.

We request that communications regarding this application be directed to both the Applicant at the address provided in the application and to counsel at the address provided above and in the application.

In order to effect an orderly transition of the corporate reorganization, the Applicant respectfully requests that the Board dispose of this matter by May 30, 2014.

Please contact the undersigned with any questions regarding the foregoing.

Sincerely,

Signed in the original

George Vegh

GV/jr

Encl.: Amended Application for a Generation Licence submitted by East Durham Wind, LP



Application for an Electricity Generation Licence Feed-in Tariff Program

Application Instructions

1. Application Requirement

Before applying for a licence the applicant must have entered into a contract with the Ontario Power Authority under the Feed-in Tariff program and have received from the Ontario Power Authority a Notice to Proceed for the generation facility/facilities covered by this application.

You must attach a copy of the Notice to Proceed to your completed application form. Without a copy of the Notice to Proceed your application will be deemed incomplete.

2. Purpose of this Form

This form is to be used to apply for a licence that would enable the applicant to generate electricity for sale under the Feed-in Tariff Program.

Note: MicroFit Program generators and Feed-in Tariff Program generators with gross nameplate capacity of 500 kilowatts or less are exempt from the need to obtain a generation licence.

3. Completion Instructions

This form is in a writeable PDF format. The applicant must either:

- type answers to all questions, print two copies and sign both copies; or
- print a copy of the form, clearly print answers to all questions, make a copy and sign both copies.

Please send two signed copies of the completed form and attachments to:

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

If you have any questions on completing this application, please contact the Market Operations Hotline at 416-440-7604 or 1-888-632-6273 or e-mail at market.operations@ontarioenergyboard.ca.

The Board may require information that is additional or supplementary to the information required by this form. If the submitted application is incomplete, it may be returned by the Board or there may be a delay in processing the application.

4. Application and Registration Fees

A non-refundable application fee is required to process your application. Please enclose a cheque or money order made payable to the ONTARIO ENERGY BOARD. The amount of the application fee is indicated on the "Apply for a Licence" page of the "Licences" section of the Board's website at www.ontarioenergyboard.ca.

If a licence is issued, the licensee may be required to pay an annual registration fee. The annual registration fee criteria can be found on the "Apply for a Licence" page of the "Licences" section of the Board's website at www.ontarioenergyboard.ca.

5. Public Record

All information filed as part of or in support of this application will be placed on the public record. Where the applicant objects to public disclosure of information contained in the application, the applicant must follow the procedure set out in the Board's Practice Direction on Confidential Filings.

6. Important Information

The applicant must make a copy of the application available to any person who requests a copy of the application.

As a licensed electricity generator, the licensee may be subject to additional obligations as required by a distributor, a transmitter, the Independent Electricity System Operator, the Ontario Power Authority, or the Ontario Energy Board.

Ontario Energy
Board
P.O. Box 2319
2300 Yonge Street
27th Floor
Toronto ON M4P 1E4
Telephone: 1-888-632-6273
Facsimile: (416) 440-7656

Commission de l'énergie
l'Ontario
C.P. 2319
2300, rue Yonge
27^e étage
Toronto ON M4P 1E4
Téléphone: 1-888-632-6273
Télécopieur: (416) 440-7656



Application for an Electricity Generation Licence Feed-in Tariff Program

For Office Use Only	
Application Number	EB -
Date Received	

1. Name to Appear on Licence

Legal name of the Applicant ~~East Durham Wind, Inc.~~ East Durham Wind GP, ULC on behalf of East Durham Wind, LP

Name to Appear on Licence: _____

☒ Indicate if same as above

Please note that if the name to appear on the licence is not the same as the legal name, the name on the licence must include the legal name of the applicant and the legal name must appear first. The "Name to Appear on Licence" will appear on the notice of application and on the licence.

2. Feed-in Tariff Program Contract and Notice to Proceed

Provide details regarding FIT contract with the OPA and Notice to Proceed

FIT Reference #: FIT - F-002177-WIN-130-601

Contract Date: July 13, 2011

Date Notice to Proceed was received: Feb 10, 2014

**Note: Your application cannot be processed until the OPA issues a Notice to Proceed for your project.
Please submit a copy of the Notice to Proceed with your application.**

3. Applicant's Business Information

- ☐ Sole Proprietor
☒ Partnership
☒ ~~Corporation~~
☐ Other (describe) _____

Date of Formation: ~~May 11, 2011~~ April 15, 2014

Contact Address (if RR, give Lot, Concession No. and Township)

390 Bay Street, Suite 1720

City	Province/State	Country	Postal/Zip Code
<u>Toronto</u>	<u>ON</u>	<u>Canada</u>	<u>M5H 2Y2</u>

Phone Number	Fax Number	E-mail Address
<u>416-364-9714</u>	<u>416-364-2533</u>	<u>eastdurham.wind@nexteraenergy.com</u>

4. Key Individuals

The individuals listed as key individuals must be the individuals that are responsible for executing the following functions for the applicant: matters related to regulatory requirements and conduct, financial matters, and technical matters. These key individuals may include the Chief Executive Officer, the Chief Financial Officer, other officers, directors, or proprietors. Identify at least two key individuals. (If the applicant has only one key individual in the organization, identify the one key individual.)

Name of Key Individual	Title/Position within Applicant's Business (or identify company if not the Applicant's Business)
John Ketchum	President
F. Allen Wiley	Vice President
John DiDonato	Vice President

5. Licence Primary Contact

(As a condition of the licence, the licensee shall designate a person who will act as a primary contact with the Board on matters related to the licence.)

Mr. <input type="radio"/>	Mrs. <input type="radio"/>	Last Name	First Name	Initial
Miss <input type="radio"/>	Ms. <input checked="" type="radio"/>	Mitchell	Catherine	
Other <input type="radio"/>		Position Held and Company Name if different from Name to Appear on Licence		
Contact Address (if RR, give Lot, Concession No. and Township), or indicate as above in section 3 <input type="checkbox"/>				
390 Bay Street, Suite 1720				
City	Province/State	Country	Postal/Zip Code	
Toronto	ON	Canada	M5H 2Y2	
Phone Number	Fax Number	E-mail Address		
561-304-5785	561-304-5161	catherine.mitchell@nexteraenergy.com		

6. Primary Contact for this Application

☐ Indicate if same as in section 3. Proceed to section 7.

Mr. <input checked="" type="radio"/>	Mrs. <input type="radio"/>	Last Name	First Name	Initial
Miss <input type="radio"/>	Ms. <input type="radio"/>	Vegh	George	
Other <input type="radio"/>		Position Held and Company Name if different from Name to Appear on Licence		
		McCarthy Tetrault LLP		
Contact Address (if RR, give Lot, Concession No. and Township), or indicate if same as above <input type="checkbox"/>				
Box 48, Suite 5300, Toronto Dominion Bank Tower				
City	Province/State	Country	Postal/Zip Code	
Toronto	ON	Canada	M5K1E6	
Phone Number	Fax Number	E-mail Address		
416-601-7709	416-868-0673	gvegh@mccarthy.ca		

7. Generation Facilities

a) Describe the generation facility by providing the following information. If the applicant has more than one facility, provide the information on additional facilities as an attachment.

Generation Type: ☐ Biogas ☐ Biogas (On-Farm) ☐ Landfill Gas
☐ Renewable Bio-Mass ☐ Solar PV (Rooftop) ☐ Solar PV (Ground Mount)
☐ Wind (Off-Shore) ☒ Wind (On-Shore) ☐ Waterpower

Gross Nameplate Capacity 23 ☐ kW ☒ MW

Expected Commercial Operation Date November 30, 2014

Facility Name and Address East Durham Wind Energy Centre, RR 1, County Road 4 at County Road 23,
Grey County, Princeville ON N0C 1K0

b) Does/will the applicant own and operate any of the following (check any that apply):

i) A distribution line that is used to distribute electricity within a generation facility described in section 7a) or from that facility to the distribution system of a Local Distribution Company?

☒ Yes, provide length of the distribution line in kilometres 28
☐ No

ii) A transmission line that is used to distribute electricity within a generation facility described in section 7a) or from that facility to the IESO-Controlled Grid?

☐ Yes, provide length of the transmission line in kilometres _____
☒ No

iii) A transformer station or distribution station that is used to transform the voltage of electricity at a generation facility described in section 7a), on a transmission line or on the distribution system of a Local Distribution Company?

☒ Yes
☐ No

c) Responsibilities of Applicant:

☐ Owner and Operator
☐ Operator (Please identify if you are leasing the facility and identify owner _____)
☒ Owner only (Please identify lessee/operator NextEra Energy Canadian Operating Services, Inc. (NECOSI))

If you are applying for only one of the two qualifications, please provide information on the status of the other qualification. The information should include confirmation as to whether or not the person or entity seeking the other qualification is licensed and if not, indicate when an application for the other qualification will be filed with the Board: NECOSI will seek an amendment to its licence (EG-2012-0311) concurrent with this application.

8. Connection

Provide details regarding connection of the generation facility. If the applicant has more than one facility, provide the information on additional facilities as an attachment.

a) Will the generation facility be connected to the Local Distribution Company?

- ☒ Yes, identify the Local Distribution Company and the connection point (i.e. feeder name, name of transformer station or distribution station to which the feeder is connected)

Hydro One 44 kV feeder H1E to Hanover TS.

☐ No

b) Will the generation facility be connected to a Host Facility?

- ☐ Yes, identify the Host Facility and the connection point (i.e. feeder name, name of Local Distribution Company or Transmitter serving Host Facility, name of feeder or circuit connecting Host Facility, name of transformer station or name of switching station, name of transformer or distribution station to which the feeder is connected)
-

☒ No

c) Will the generation facility be connected to a transmission system (the IESO-Controlled Grid)?

- ☐ Yes, identify the connection point (i.e. name of circuit, name of transformer or switching station)
-

☒ No

If you have answered "No" to a), b) and c), please explain how you intend to connect the project.

9. Requirement to Give Notice

Is the applicant a distributor or transmitter, or an affiliate of a distributor or transmitter?

- ☒ Yes, the applicant may be required to give notice to the Board under section 80 of the *Ontario Energy Board Act, 1998* regarding the construction or acquisition of an interest in generation facilities by transmitters or distributors. The filing requirements for a notice under section 80 of the *Ontario Energy Board Act, 1998* are found on the Board's website at www.ontarioenergyboard.ca.

☐ No

Will the applicant acquire an interest in a distribution or transmission system in Ontario or construct a distribution system or transmission system?

- ☒ Yes, the applicant may be required to give notice to the Board under section 81 of the *Ontario Energy Board Act, 1998* regarding the construction or acquisition of an interest in transmission or distribution assets by generators. The filing requirements for a notice under section 81 of the *Ontario Energy Board Act, 1998* are found on the Board's website at www.ontarioenergyboard.ca.

☐ No

10. Licensing History

a) Has the applicant ever been licensed by the Ontario Energy Board? ☐ Yes ☒ No
If yes, please provide the licensed company name, licence number and address:

Licensed Company Name _____ Licence Number _____

Address _____

b) Has the applicant ever had an energy market related licence or registration in Ontario and/or other jurisdiction within North America refused, suspended, revoked or cancelled? ☐ Yes ☒ No

If yes, provide details: _____

11. Notice

AS REQUIRED BY THE *FREEDOM OF INFORMATION AND PROTECTION OF PRIVACY ACT*

The Board is authorized, under section 4.14 of the *Ontario Energy Board Act, 1998*, to collect personal information for the purpose of carrying out its duties and exercising its powers under the *Ontario Energy Board Act, 1998* or any other Act.

The information provided both on this form and attached to this form is being collected by the Board for the purpose of determining whether the applicant is qualified to receive the licence for which it is applying.

In order to verify the information on or attached to this form and/or determine whether the applicant is qualified to receive the licence for which it is applying, it may be necessary for the Board to collect additional information from some or all of the following sources: federal, provincial/state, or municipal governments; licensing bodies; law enforcement agencies; credit bureaus; and banks. Only information relevant to the application or the Board's determination of the application will be collected by the Board.

The public official who can answer questions about the collection of the information is:

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

Tel: 416-481-1967 or 1-888-632-6273

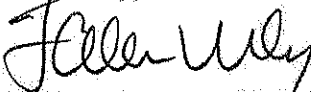
Applicants are reminded that the Board is subject to the *Freedom of Information and Protection of Privacy Act* ("FIPPA"). FIPPA addresses circumstances in which the Board may, upon request, be required to release information that is in its custody or under its control, and generally prohibits the Board from releasing personal information. "Personal Information" has the meaning given to it under FIPPA.

12. Certification and Acknowledgement of Other Market Conditions

I certify that the information contained in this application and in the documents provided to the Board are true and accurate.

I understand and acknowledge that, as a licensed electricity generator, I must provide information as the Board may require from time to time.

I understand and acknowledge that, as a licensed electricity generator, I must enter into agreements with the distributor or transmitter to whom my facilities are connected.

Print Name of Applicant	Signature of Applicant	Date Signed
F. Allen Wiley		Mar. 19, 2014

(Must be signed by one of the key individuals identified in section 4)



120 Adelaide Street West
Suite 1600
Toronto, Ontario M5H 1T1
T 416-967-7474
F 416-967-1947
www.powerauthority.on.ca

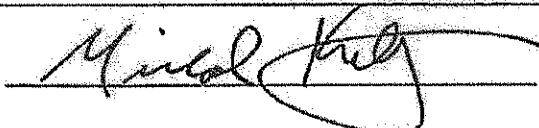
NOTICE TO PROCEED

Pursuant to Section 2.4 of the FIT Contract, the OPA is hereby issuing this Notice to Proceed. Capitalized terms not defined herein have the meanings ascribed thereto in the FIT Contract.

We request that you acknowledge receipt of this Notice to Proceed by signing both copies of this document and returning one (1) hardcopy of this Notice to Proceed to the OPA and emailing an electronic copy to FIT.Contract@powerauthority.on.ca

Date	Monday, February 10, 2014
Legal Name of Supplier	East Durham Wind, Inc.
Contract Identification #	F-002177-WIN-130-601
Contract Date	July 13, 2011


OPA AUTHORIZED SIGNATORY

By:  Date: FEB 10 2014

Michael Killeavy
Director, Contract Management
Ontario Power Authority

SUPPLIER AUTHORIZED SIGNATORY

The Supplier acknowledges receipt of this Notice to Proceed.

By:  Date: Feb. 12, 2014

East Durham Wind, Inc.

Name: **F. Allen Wiley**
Title: **Vice President**