

fogler
rubinoff

Fogler, Rubinoff LLP
Lawyers

77 King Street West
Suite 3000, PO Box 95
TD Centre North Tower
Toronto, ON M5K 1G8
t: 416.864.9700 | f: 416.941.8852
foglers.com

January 8, 2015

Reply To: Thomas Brett
Direct Dial: 416.941.8861
E-mail: tbrett@foglers.com
Our File No. 134380

VIA RESS, EMAIL AND COURIER

Ontario Energy Board
2300 Yonge Street
Suite 2700
Toronto Ontario
M4P 1E4

Attention: Kirsten Walli,
Board Secretary

Dear Ms. Walli:

Re: Suncor Adelaide Wind Limited Partnership ("Adelaide LP") – Section 81 Notice

Please find attached a Section 81 Notice from Adelaide LP with respect to the construction of a distribution system in Ontario, as part of its wind energy project.

Yours truly,

FOGLER, RUBINOFF LLP



Thomas Brett
TB/dd
Encls.

cc: Chris Brett, Suncor (*via email*)
Christopher Scott, Suncor (*via email*)
Mark Kozak, Suncor (*via email*)

Ontario Energy Board

Preliminary Filing Requirements For a Notice of Proposal under Sections 80 and 81 Of the *Ontario Energy Board Act, 1998*

INSTRUCTIONS:

This form applies to all applicants who are providing a Notice of Proposal to the Ontario Energy Board (the "Board") under sections 80 and 81 of the *Ontario Energy Board Act, 1998* (the "Act"), including parties who are also, as part of the same transaction or project, applying for other orders of the Board such as orders under sections 86 and 92 of the Act.

The Board has established this form under section 13 of the Act. Please note that the Board may require information that is additional or supplementary to the information filed in this form and that the filing of the form does not preclude the applicant from filing additional or supplementary information.

PART I: GENERAL MINIMUM FILING REQUIREMENTS

All applicants must complete and file the information requested in Part I.

1.1 Identification of the Parties

1.1.1 Applicant

Name of Applicant Suncor Adelaide Wind Limited Partnership	File No: (Board Use Only)
Address of Head Office 112-4111 Avenue S.W. Calgary, Alberta T2P 2V5	Telephone Number 403-296-8000
	Facsimile Number 403-296-3030
	E-mail Address info@suncor.com
Name of Individual to Contact Chris Brett	Telephone Number (403) 296-7125
	Facsimile Number (403) 724-3626
	E-mail Address chbrett@suncor.com

1.1.2 Other Parties to the Transaction or Project*If more than one attach list*

Name of Other Party N/A	Board Use Only	
Address of Head Office	Telephone Number	
	Facsimile Number	
	E-mail Address	
Name of Individual to Contact	Telephone Number	
	Facsimile Number	
	E-mail Address	

1.2 Relationship between Parties to the Transaction or Project

1.2.1	Attach a list of the officers, directors and shareholders of each of the parties to the proposed transaction or project. See Attachment 1.	
1.2.2	Attach a corporate chart describing the relationship between each of the parties to the proposed transaction or project and each of their respective affiliates. See Attachment 2.	

1.3 Description of the Businesses of Each of the Parties

1.3.1	<p>Attach a description of the business of each of the parties to the proposed transaction or project, including each of their affiliates licenced under the OEB Act to operate in Ontario for the generation, transmission, distribution, wholesaling or retailing of electricity or providing goods and services to companies licenced under the OEB Act in Ontario ("Electricity Sector Affiliates").</p> <p>Suncor Adelaide Wind Limited Partnership ("Adelaide LP" or the "applicant") is a limited partnership, incorporated under the laws of Ontario. Adelaide LP holds an Electricity Generation Licence (EG-2014-0230). Its sole business is the ownership and operation of the Adelaide Wind Project (the "Project"), currently under construction.</p> <p>The general partner of the applicant is Suncor Adelaide Wind GP Inc., which is a wholly-owned subsidiary of Suncor Energy Products Inc. ("Suncor"). It has a 0.01% interest in the partnership. There are two limited partners, Suncor, which holds a 75% interest, and 2401077 Ontario Inc, which holds a 25% interest.</p> <p>Suncor is a leading renewable energy generator in Canada. It holds an electricity generation licence in Ontario (EG-2007-0015). It owns and operates two wind power projects in Ontario; the Kent Breeze Power Project (78 MW) and the Ripley Wind Power Project (a 50% interest in the 40 MW project). Suncor is also developing, in addition to the Project, the 100 MW Cedar Point II Wind Energy Project ("Cedar Point Project") for which it has a section 92 application before the Board.</p> <p>Suncor is an affiliate of the Adelaide LP. Suncor is a wholly-owned subsidiary of Suncor Energy Inc., a leading Canadian energy company.</p>	
1.3.2	<p>Attach a description of the geographic territory served by each of the parties to the proposed transaction or project, including each of their Electricity Sector Affiliates, if applicable, and the geographic location of all existing generation facilities.</p> <p>The Project will be located in the Municipality of Adelaide-Metcalfe, in Middlesex County. Suncor's Cedar Point Project will be in the County of Lambton. The Kent Breeze Power Project and the Ripley Wind Power Project are both in the County of Kent. In all cases, the power generated by the projects flows into the IESO-controlled grid, and no particular service territory is served.</p>	
1.3.3	<p>Attach a breakdown of the annual sales (in C\$, and in MWh) as of the most recent fiscal year end of the existing generation output among the IESO Administered Markets ("IAM"), bilateral contracts, and local distribution companies.</p> <p>All sales are to the IESO-administered markets.</p> <p>Sales for year ending December 31, 2013 \$10,457,044 MWh for year ending December 31, 2013 265.274</p>	

1.5.3	<p>Describe the generation market share based on anticipated MWh production as a percentage of the Annual Primary Demand, within the Province of Ontario, of the parties to the proposed transaction or project, including each of their respective Electricity Sector Affiliates, after the completion of the proposed transaction or project.</p> <p>The applicant's anticipated total annual production after completion of the proposed project, together with that of its Suncor affiliate) will be approximately .000356% of 2013 Ontario Annual Primary Demand.</p>	
1.5.4	<p>Attach a short description of the impact, if any, of the proposed transaction or project on competition. If there will be no impact on competition, please state the reasons. Cite specifically the impacts of the proposal on customer choice regarding generation, energy wholesalers, and energy retailers.</p> <p>The proposed project will make use of available capacity on the IESO-controlled grid and will have no impact on competition. The applicant will be supplying energy from the project pursuant to a power purchase agreement from the OPA. Moreover, the Project, including its related collection system will be paid for by the applicant and not by ratepayers. The electricity generated by the project will flow directly to the IESO-controlled grid and will not impact customer choice regarding generation, wholesalers or retailers.</p>	
1.5.5	<p>Provide confirmation that the proposed transaction or project will have no impact on open access to the transmission or distribution system of the parties or their affiliates. If open access will be affected explain how and why.</p> <p>Confirmed.</p>	

1.6 Other Information

1.6.1	<p>Attach confirmation that the parties to the proposed transaction or project are in compliance with all licence and code requirements, and will continue to be in compliance after completion of the proposed transaction or project.</p> <p>The applicant confirms that, to the best of its knowledge, it is in compliance with all licence and code requirements and that it will continue to be in compliance after completion of the proposed project.</p>	
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PART II: SECTION 80 OF THE ACT—TRANSMITTERS AND DISTRIBUTORS ACQUIRING AN INTEREST IN GENERATORS OR CONSTRUCTING A GENERATION FACILITY

All applicants filing a Notice of Proposal under section 80 of the Act must complete and file the information requested in Part II.

No application under section 80 required due to exemptions from section 80 notice requirements for transmitters and distributors in subsections 4.02(i)(d) and 4.01(i)(d), respectively, of Ontario Regulation 161/99.

2.1 Effect on Competition

2.1.2	Describe whether the proposed generation output will be primarily offered into the IAM, sold via bilateral contracts, or for own use.	
2.1.3	Provide a description of the generation including fuel source, technology used, maximum capacity output, typical number of hours of operation in a year, and peaking versus base-load character.	
2.1.4	Provide details on whether the generation facility is expected to sign a "must run" contract with the IESO.	
2.1.5	Provide details of whether the generation facility is expected to serve a "load pocket", or is likely to be "constrained on" due to transmission constraints.	

2.2 System Reliability

Section 2.2 must be completed by applicants who are claiming that the proposed transaction or project is required for system reliability under section 82(2)(b) of the Act.

2.2.1	Provide reasons why the proposal is required to maintain the reliability of the transmission or distribution system. Provide supporting studies.	
2.2.2	Discuss the effect of the proposal on the adequacy (ability of supply to meet demand) of supply in the relevant control area or distribution region, citing effects on capacity plus reserve levels in comparison to load forecasts.	
2.2.3	Discuss the effect of the proposal on the security (ability of supply to respond to system contingencies) of supply.	
2.2.4	Provide a copy of the IESO Preliminary System Impact Assessment Report, if completed, and the IESO Final System Impact Assessment Report, if completed. If the IESO is not conducting a System Impact Assessment Report, please explain.	

PART III: SECTION 81 OF THE ACT—GENERATORS ACQUIRING AN INTEREST IN OR CONSTRUCTING A TRANSMISSION OR DISTRIBUTION SYSTEM

All applicants filing a Notice of Proposal under section 81 of the Act must complete and file the information requested in Part III.

3.1 Effect on Competition

3.1.1	Provide a description of the transmission or distribution system being acquired or constructed. Please see response to section 1.5.1 above.	
3.1.2	Provide details on whether the generation facilities owned by the acquiring company are or will be directly connected to the transmission or distribution system being acquired or constructed. Yes, the Project will be directly connected to the 34.5 kV distribution (gathering) system and to the 115 kV step-up transformer station (Landon TS).	
3.1.3	Provide details of whether the generation facility is expected to serve a "load pocket", or is likely to be "constrained on" due to transmission constraints. The Project is not expected to serve a load pocket or to be "constrained on" due to transmission restraints.	
3.1.4	Provide details on whether the generation facilities are expected to sign a "must run" contract with the IESO. The Project is not expected to be a "must-run" facility.	

How to Contact the Ontario Energy Board

The Ontario Energy Board is located

at: P.O. Box 2319
2300 Yonge Street, Suite 2701
Toronto, Ontario
M4P 1E4

Telephone: 416-481-1967
Toll Free Number: 1-888-632-6273
Fax: 416-440-7656
Website: <http://www.oeb.gov.on.ca>
Board Secretary's e-mail address: boardsec@oeb.gov.on.ca

ATTACHMENT 1**Directors of Suncor Adelaide Wind GP Inc.**

- Belinda Phillips
- Brad West

Officers of Suncor Adelaide Wind GP Inc.

- Brad West, President
- Belinda Phillips, Vice President, Secretary and Treasurer

ATTACHMENT 2

