



Ontario Energy Board Commission de l'énergie de l'Ontario

DECISION AND ORDER

EB-2015-0183

NIAGARA REGION WIND CORPORATION

**Application to transfer leave to construct
approval to FWRN LP**

By Delegation Before:

**Peter Fraser
Vice President
Industry Operations & Performance**

September 3, 2015

INTRODUCTION AND SUMMARY

In proceeding EB-2013-0203, the Ontario Energy Board (OEB) granted Niagara Region Wind Corporation (NRW Co.) leave to construct electricity transmission facilities in Haldimand County and Niagara Region (Leave to Construct). NRW Co. has now applied to transfer the Leave to Construct to a newly formed limited partnership, FWRN LP.

The OEB approves the application for the reasons set out below, subject to the conditions of approval of this Decision and Order.

THE PROCESS

This Decision and Order is being issued by Delegated Authority without a hearing pursuant to section 6(4) of the *Ontario Energy Board Act, 1998* (Act).

THE APPLICATION

Background

On July 3, 2014, the OEB issued a Decision and Order (EB-2013-0203) authorizing NRW Co. to construct two substations, a transmission line, a transition station and an interconnect station (collectively, the Transmission Facilities). The Transmission Facilities are located in Haldimand County and Niagara Region with the affected municipalities being the townships of West Lincoln, Lincoln and Wainfleet. The Transmission Facilities will be used to transmit power generated by the Niagara Region Wind Farm, a 230 MW renewable energy generation facility, to the provincial electricity grid. The Leave to Construct was made conditional on the existence of a FIT contract (with the Ontario Power Authority), the fulfillment of the requirements of the System Impact Assessment (issued by the Independent Electricity System Operator) and Customer Impact Assessment (issued by Hydro One Networks, Inc.), and the applicant commencing construction within 12 months of July 3, 2014.

On June 26, 2015, the OEB varied its Decision and Order in EB-2013-0203 to make the Leave to Construct conditional upon NRW Co. commencing construction within 18 months of July 3, 2014.

Pursuant to the OEB's prior Decision and Order in EB-2014-0298, NRW Co. was also granted the right, under section 41(9) of *Electricity Act, 1998, S.O. 1998*, to locate 6 km of distribution lines for the Niagara Region Wind Farm along municipal streets and highways owned by the Municipality of Wainfleet.

Request to transfer Leave to Construct

NRW Co. requests that the OEB transfer the Leave to Construct to FWRN LP. This request is made in the light of NRW Co.'s recent corporate re-organization and change of control. The reorganization is described in the application, as follows:

Pursuant to a reorganization, NRW Co. transferred the Niagara Region Wind Farm project (the Project), including the FIT contract for the project, on April 29, 2015 to FWRN LP, a newly-formed limited partnership which, at the time of transfer, was controlled by NRW Co. Immediately following the transfer of the Project to FWRN LP, pursuant to a share and unit purchase agreement between NRW Co. and 1022340 B.C. Ltd. (Enercon Subco) dated March 16, 2015; NRW Co. transferred 74.99% of the issued and outstanding limited partner units of FWRN LP and 100% of the shares of the sole general partner of FWRN LP to Enercon Subco.

Enercon Subco is a wholly-owned subsidiary of Enercon Canada Inc., a corporation incorporated under the laws of the Province of Nova Scotia.

Impact

In support of the application, NRW Co. and FWRN LP jointly submit that the transfer of the Leave to Construct will have no impact on the construction or operation of the Transmission Facilities, given that the change is purely one of the legal ownership of the Niagara Region Wind Farm project.

The parties submit that if the application is approved, FWRN LP will be responsible for meeting the conditions of approval set out in the OEB's Decision and Order granting the Leave to Construct (issued July 3, 2014 and varied June 26, 2015). Moreover, the parties submit that no one will be adversely affected in a material way by the OEB's decision in this proceeding, and therefore request that the OEB dispose of the application without a hearing.

OEB FINDINGS

The application to transfer the Leave to Construct from NRW Co. to FWRN LP is granted. The transfer is necessary in the light of NRW Co.'s recent corporate reorganization, as set out above.

The transfer will not affect the existence, location or operation of the Transmission Facilities (or the generation facilities connected to the transmission lines). I find that no person will be adversely affected in a material way by the outcome of this application, which merely transfers the OEB's authority already granted.

I am satisfied that upon issuing this Decision and Order, FWRN LP, through its sole general partner 1022340 B.C. Ltd., will be responsible for meeting the conditions of approval set out in the OEB's Decision and Order in EB-2013-0203 (granted on July 3, 2014 and varied on June 26, 2015). The change in legal structure does not remove any of the obligations to act in accordance with these orders or to comply with all legislative and regulatory requirements. The OEB can maintain its regulatory oversight of the construction of the Transmission Facilities under the new legal structure.

IT IS ORDERED THAT:

1. The Leave to Construct the proposed Transmission Facilities, granted to NRW Co. in proceeding EB-2013-0203, is transferred to FWRN LP in accordance with the OEB's Decision in this proceeding. FWRN LP shall comply with the conditions of approval as set out in EB-2013-0203.

DATED at Toronto September 3, 2015

ONTARIO ENERGY BOARD

Original signed by

Peter Fraser
Vice President, Industry Operations & Performance