

**BEFORE THE  
ENERGY FACILITY SITING COUNCIL  
OF THE STATE OF OREGON**

In the Matter of Request for Amendment 3 to )  
Transfer Certificate Holder Ownership of the ) FINAL ORDER ON  
Shepherds Flat South Site Certificate ) REQUEST FOR AMENDMENT 3

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Issued by

Oregon Department of Energy  
550 Capitol Street NE  
Salem, Oregon 97301-3742

February 2021

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1 **I. INTRODUCTION**

2

3 The Energy Facility Siting Council (Council) issues this order in accordance with Oregon Revised  
4 Statute (ORS) 469.405 and Oregon Administrative Rule (OAR) 345-027-0400 for Request for  
5 Amendment 3 to Transfer Ownership of the Shepherds Flat South Certificate Holder (Request  
6 for Amendment to Transfer or RFA3). This order addresses a change in the certificate holder  
7 owner; the existing certificate holder, North Horseshoe Bend Wind, LLC, would be maintained.  
8 Specifically, this order addresses a request to transfer certificate holder ownership from  
9 Caithness Northwestern Wind, LLC and Columbia Gorge Wind Acquisition Co, LLC (collectively  
10 referred to as Caithness as the certificate holder owner and parent company) to BEP SF  
11 Holdings, LLC (new owner).

12

13 Pursuant to OAR 345-027-0400(1), "A request for amendment to a site certificate to transfer  
14 the site certificate is required for a transaction that results in a change in the ownership,  
15 possession or control of the facility or the certificate holder. A "new owner" refers to the  
16 person or entity that will gain ownership, possession or control of the facility or the certificate  
17 holder."

18

19 **I.A. Name and Address of Certificate Holder**

20

21 The certificate holder, certificate holder owner and contact names, as represented in the  
22 existing site certificate, are as follows:

23

24 *Certificate Holder*

25

26 North Horseshoe Bend Wind, LLC  
27 565 Fifth Avenue, 29th Floor  
28 New York, NY 10017

29

30 *Certificate Holder Owner*

31

32 Vandana Gupta  
33 North Horseshoe Bend Wind, LLC  
34 c/o Caithness Energy, LLC  
35 565 Fifth Avenue, 29th Floor  
36 New York, NY 10017

37

38 **I.B. Name and Address of New Owner**

39

40 The new owner and contact name is as follows:

41

42 Whitney Wilson, Vice President  
43 BEP SF Holdings, LLC

1 c/o Brookfield Renewables U.S.  
2 200 Liberty Street, 14<sup>th</sup> Floor  
3 New York, NY 10281  
4 [Whitney.wilson@brookfieldrenewable.com](mailto:Whitney.wilson@brookfieldrenewable.com)

5  
6 I.C. Description of the Approved Facility and Location

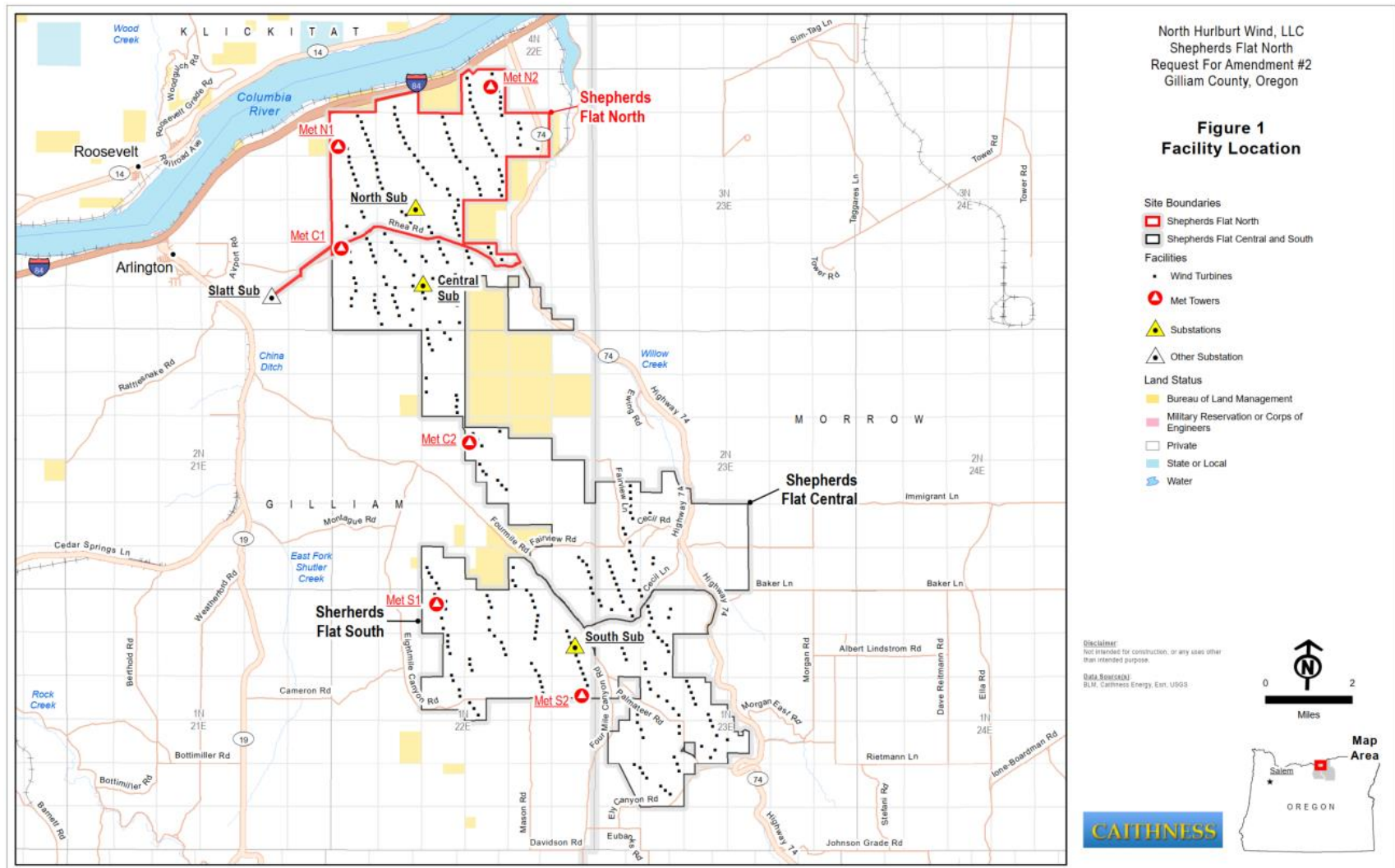
7  
8 Shepherds Flat South is a 290 megawatt (MW) operating wind energy facility with 116 wind  
9 turbines; wind turbine dimensions include a minimum aboveground blade tip clearance of 21.5  
10 meters; rotor diameter and rotor swept area of 127 meters; and, maximum blade tip height of  
11 150 meters. The facility includes a 34.5 kilovolt (kV) electrical collection system, a collector  
12 substation, a 230 kV interconnection transmission line, two meteorological towers, a field  
13 workshop, supervisory control and data acquisition system (SCADA), access roads, and  
14 temporary construction areas.

15  
16 The facility is located within a site boundary of approximately 15,928 acres, south of Interstate  
17 Highway 84, and east of Arlington. The facility is located in both Gilliam and Morrow counties,  
18 as presented in Figure 1: *Regional Location of Facility Site Boundary*.<sup>1</sup> As presented in the  
19 figure, the facility is adjacent to Shepherds Flat Central, which is adjacent to Shepherds Flat  
20 North, two other EFSC-jurisdictional facilities owned by the same parent company as Shepherds  
21 Flat South.

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<sup>1</sup> Site boundary means, “the perimeter of the site of a proposed energy facility, its related or supporting facilities, all temporary laydown and staging areas and all corridors and micrositing corridors proposed by the applicant.” (OAR 345-001-0010(54))

**Figure 1: Regional Location of Facility Site Boundary**



1 I.D. Site Certificate History

2

3 The Council approved a site certificate for the Shepherds Flat Wind Facility on July 25, 2008,  
4 authorizing construction and operation of a 909 MW wind energy generation facility. The  
5 Council issued the First Amended Site Certificate on March 12, 2010, authorizing an expansion  
6 of the site boundary to accommodate an alternative route for the transmission line, and also  
7 divide and transfer the Shepherds Flat Wind Facility into three independent facilities -  
8 Shepherds Flat North, Shepherds Flat Central, and Shepherds Flat South.

9

10 The Council issued its *Final Order on Amendment 2* and granted a Second Amended Site  
11 Certificate on January 24, 2020, which authorized wind turbine repower through installation of  
12 longer turbine blades. Wind turbine repower is planned to occur in 2021-2022.

13

14 **II. THE TRANSFER PROCESS**

15

16 II.A. Description of the Transfer Request

17

18 In Request for Amendment 3 to Transfer Certificate Holder Ownership, the certificate holder  
19 and new owner request a site certificate transfer to reflect the change in certificate holder  
20 ownership from Caithness to BEP SF Holdings, LLC. Request for Amendment 3 represents the  
21 first request to transfer certificate holder ownership requested by the certificate holder.

22

23 II.B. Procedural History

24

25 On January 6, 2021, prior to receipt of Request for Amendment 3 to Transfer, the Department  
26 received notice of a potential sale and purchase of the Shepherds Flat South certificate holder  
27 from Caithness to BEP SF Holdings, LLC.<sup>2</sup> On February 2, 2021, the Department received  
28 complete property owner information obtained from the most recent county tax assessor roll in  
29 Gilliam and Morrow counties from the certificate holder and new owner, along with Request  
30 for Amendment 3 to Transfer, seeking Council approval of a change in certificate holder  
31 ownership for the Shepherds Flat South Site Certificate.

32

33 On February 5, 2021, the Department issued Public Notice of Request for Amendment 3 to  
34 Transfer to all persons on the Council’s general mailing list, the special mailing list established  
35 for the facility, an updated list of property owners supplied by the new owner, and reviewing  
36 agencies as defined in OAR 345-001-0010(52). The notice initiated a comment period on the  
37 transfer request and provided a date and time of the Transfer Hearing, as required for site  
38 certificate transfers pursuant to OAR 345-027-0400(7). The notice provided an “anticipated”  
39 deadline for submission of comments and date of transfer hearing of February 26, 2021, which

---

<sup>2</sup> Site certificate Condition 15 requires that the certificate holder, prior to any transfer of ownership of the facility or ownership of the certificate holder, inform the Department of the proposed new owners.

1 was later confirmed for the same date based on final agenda issued on February 16, 2021 for  
2 the February 26, 2021 Council meeting.

3  
4 The comment period extended from February 5 through February 26, 2021. [PLACEHOLDER OF  
5 FOR SUMMARY OF COMMENTS, IF RECEIVED]. Following the Transfer Hearing, Council received  
6 a staff presentation on the details of the transfer request, including the Department's  
7 recommendations as presented in a February 12, 2021 staff report (presented in the format of  
8 a draft order). [PLACEHOLDER FOR SUMMARY OF COUNCIL REVIEW]

9  
10 At that meeting, Council received a staff presentation on issues raised in written and oral  
11 comments received during the comment period, which are further evaluated in Section II.C.  
12 *Comments on the Transfer Request* below. Following review of the transfer request and  
13 comments received, Council approved/denied the Final Order on the Request for Transfer and  
14 issued/denied issuance of a third amended site certificate.

## 15 16 **II.C. Comments on the Transfer Request**

17  
18 [PLACEHOLDER OF FOR SUMMARY OF COMMENTS, IF RECEIVED].

## 19 20 **III. EVALUATION OF TRANSFER REQUEST AND APPLICABLE COUNCIL STANDARDS**

21  
22 Under OAR 345-027-0400(8), the Council may approve a transfer of the site certificate if the  
23 Council finds that:

- 24  
25 (a) *The new owner complies with the Council standards described in OAR 345-022-0010,*  
26 *345-022-0050 and, if applicable, OAR 345-024-0710(1); and*  
27 (b) *The new owner is or will be lawfully entitled to possession or control of the site or the*  
28 *facility described in the site certificate.*

29  
30 The evaluation of OAR 345-027-0400(8)(a) is presented in Section III.A. *Organizational Expertise*  
31 and III.B. *Retirement and Financial Assurance* of this order; OAR 345-024-0710(1), *Monetary*  
32 *Path Payment Requirement* is related to the Carbon Standard and does not apply to wind  
33 energy generation facilities and therefore is not evaluated in this order.

34  
35 *Possession or Control of the Site, Facility or Certificate Holder [OAR 345-027-0400(8)(b)]*

36  
37 To approve a transfer of the site certificate, the Council must find that the new owner is  
38 lawfully entitled to possession or control of the site or the facility described in the site  
39 certificate. To evaluate whether the new owner is lawfully entitled to possession or control of  
40 the site or facility, OAR 345-027-0400(5) states, "The Department may require the new owner  
41 to submit a written statement from the current certificate holder...verifying the new owner's  
42 right, subject to the provisions of ORS Chapter 469 and the rules of this chapter, to possession  
43 or control of the site or the facility."

1 Request for Amendment 3, Attachment 1 (“Letter from Certificate Holder, January 6, 2021”)  
2 from Vandana Gupta, authorized representative as Vice President and Business Management of  
3 North Horseshoe Bend Wind, LLC and Caithness confirms that, “Caithness is under contract to  
4 sell the Shepherds Flat South wind facility to BEP SF Holdings, LLC.” Request for Amendment 3,  
5 Attachment M-1 includes a legal opinion letter from King & Spalding which confirms that the  
6 Purchase and Sale Agreement entered into as of December 31, 2020 by Caithness and BEP SF  
7 Holdings, LLC stipulates that BEP SF Holdings, LLC is the buyer guarantor and will become the  
8 100 percent indirect owner of North Horseshoe Bend Wind, LLC, and that based upon review of  
9 BEP SF Holdings, LLC Certificate of Formation (RFA3 Attachment A-1), BEP SF Holdings, LLC has  
10 the “legal authority to construct and operate” the facility without violating its Certificate of  
11 Formation or certificate holder’s Certificate of Formation. Based on review of the letter from  
12 Certificate Holder, Legal Opinion letter and information in RFA3 regarding BEP SF Holdings, LLC  
13 indirect ownership of North Horseshoe Bend Wind, LLC, the Council finds that the new owner is  
14 lawfully entitled to possession or control of the site and Shepherds Flat South facility.  
15

16 *Certification [OAR 345-027-0400(4)]*

17 To request an amendment to transfer a site certificate, the new owner must provide a  
18 certification that it agrees to abide by all the terms and conditions of the site certificate to be  
19 transferred. Request for Amendment 3 Section 2 includes a statement that the new owner,  
20 “certifies that it agrees to abide by all the terms and conditions of the Site Certificate currently  
21 in effect and all terms and conditions, if any, that will result from this Transfer Request.”  
22

23 **III.A. Organizational Expertise [OAR 345-022-0010]**  
24

25 *(1) To issue a site certificate, the Council must find that the applicant has the*  
26 *organizational expertise to construct, operate and retire the proposed facility in*  
27 *compliance with Council standards and conditions of the site certificate. To conclude*  
28 *that the applicant has this expertise, the Council must find that the applicant has*  
29 *demonstrated the ability to design, construct and operate the proposed facility in*  
30 *compliance with site certificate conditions and in a manner that protects public*  
31 *health and safety and has demonstrated the ability to restore the site to a useful,*  
32 *non-hazardous condition. The Council may consider the applicant's experience, the*  
33 *applicant's access to technical expertise and the applicant's past performance in*  
34 *constructing, operating and retiring other facilities, including, but not limited to, the*  
35 *number and severity of regulatory citations issued to the applicant.*  
36

37 *(2) The Council may base its findings under section (1) on a rebuttable presumption that*  
38 *an applicant has organizational, managerial and technical expertise, if the applicant*  
39 *has an ISO 9000 or ISO 14000 certified program and proposes to design, construct*  
40 *and operate the facility according to that program.*  
41



1           (3) *If the applicant does not itself obtain a state or local government permit or approval*  
2           *for which the Council would ordinarily determine compliance but instead relies on a*  
3           *permit or approval issued to a third party, the Council, to issue a site certificate, must*  
4           *find that the third party has, or has a reasonable likelihood of obtaining, the*  
5           *necessary permit or approval, and that the applicant has, or has a reasonable*  
6           *likelihood of entering into, a contractual or other arrangement with the third party*  
7           *for access to the resource or service secured by that permit or approval.*

8  
9           (4) *If the applicant relies on a permit or approval issued to a third party and the third*  
10          *party does not have the necessary permit or approval at the time the Council issues*  
11          *the site certificate, the Council may issue the site certificate subject to the condition*  
12          *that the certificate holder shall not commence construction or operation as*  
13          *appropriate until the third party has obtained the necessary permit or approval and*  
14          *the applicant has a contract or other arrangement for access to the resource or*  
15          *service secured by that permit or approval.*

16  
17          **Findings of Fact**

18  
19          Subsections (1) and (2) of the Council’s Organizational Expertise standard require that, for a  
20          transfer request, the certificate holder owner demonstrate its ability to design, construct,  
21          operate and retire the facility in compliance with Council standards and all site certificate  
22          conditions, in a manner that protects public health and safety, as well as its ability to restore  
23          the site to a useful, non-hazardous condition. Subsections (3) and (4) address third party  
24          permits. Because the facility is in operation, the need for new third-party permits is not  
25          anticipated.

26  
27          The certificate holder, North Horseshoe Bend Wind, LLC, is a project-specific limited liability  
28          corporation (LLC), originally incorporated on April 30, 2008 in the State of Delaware, and has  
29          historically relied upon the organizational expertise of its owner or family of owner companies  
30          (parent company) to satisfy the requirements of the standard. The new owner, BEP SF Holdings,  
31          LLC is also a Delaware limited liability company, which is an LLC owned under multiple  
32          subsidiaries. As explained in RFA3, BEP SF Holdings, LLC is owned directly or indirectly by SF  
33          Aggregator, LLC, which is a wholly-owned indirect subsidiary of Brookfield Renewable  
34          Corporation (BEPC). BEPC is ultimately managed and controlled by Brookfield Renewable  
35          Partners L.P. (BEP), which is managed and controlled by Brookfield Asset Management Inc and  
36          investment vehicles of Brookfield Infrastructure Fund IV. BEP is based in Toronto, Canada, with  
37          headquarters in New York City, and is represented in RFA3 as one of the world’s largest publicly  
38          traded renewable power platforms. For purposes of this review, the certificate holder and new  
39          owner rely upon the experience and expertise of BEP.

1 *Relevant Experience in Wind Facility Construction and Operation*  
2

3 As described above, the certificate holder and new owner represent and rely on experience of  
4 BEP and BEP personnel, rather than specific experience of BEP SF Holdings, LLC to satisfy the  
5 standard. Council has historically evaluated experience of the certificate holder or certificate  
6 holder owner as an entity or organization, rather than individual personnel. The Council  
7 considers personnel experience relevant to the evaluation of whether the certificate holder and  
8 new owner have the ability to identify and hire qualified individuals for the construction,  
9 operation and retirement of an energy facility. However, due to potential for staff turnover and  
10 subsequent lack of security in personnel retention, the Council relies on the experience of  
11 entity or parent company in combination with individual personnel experience in its evaluation  
12 of compliance with the standard.  
13

14 In RFA3, BEP's experience is described as including over 120 years of development, operation  
15 and management of approximately 7,300 MWs of hydropower, wind, solar and storage facilities  
16 across 34 states. To demonstrate its specific experience in wind facility design, construction and  
17 operation, RFA3 Table D-1 presents over 20 wind facilities up to 200 MWs where BEP maintains  
18 100 percent or partial ownership. Additionally, the new owner confirms that the facility is  
19 currently operated and maintained under a long-term, full service agreement with General  
20 Electric International, which would be maintained in effect through the transfer.  
21

22 In RFA3, the experience and qualifications of 5 BEP personnel are provided, which is  
23 summarized below:  
24

- 25 • Ms. Whitney Wilson is the Vice President of Asset Management in Wind Operations of  
26 BEP with over 16 years of wind energy facility development experience, including  
27 turbine selection, siting and completing energy assessments on mor than 100 wind  
28 facilities. Ms. Wilson holds a Bachelors in Physics from Fort Hays State University and  
29 completed Masters studies in Electrical Engineering with a Power System Emphasis at  
30 Kansas State University.
- 31 • Dr. Neha Marathe is a Senior Director of Wind Optimization and Asset Management  
32 at BEP with 10 years of wind energy experience. Dr. Marathe holds a MS in Mechanical  
33 Engineering and a PhD in Wind Science and Engineering, both from Texas Tech  
34 University.
- 35 • Mr. Miguel Rosales is the Regional Operations & Asset Manager for the Western Region  
36 contracted wind projects in BEP, with over 20 years of relevant experience in wind  
37 energy development.
- 38 • Ms. Lily Henning is a Senior Manager of Environmental Affairs and Permitting for BEP,  
39 with 10 years of experience in development permitting and operational  
40 environmental compliance related to energy and manufacturing, including roles with  
41 the U.S. Department of Defense, the Pacific Northwest National Laboratory, General  
42 Electric and E.On. Ms. Henning holds a Bachelors in History from Pennsylvania State

1 University and a Juris Doctor with an environmental law certificate from the Elizabeth  
2 Haub School of Law at Pace University.

- 3 • Mr. Llorente is Sr. Director of Technical Services for BEP, with over 20 years of  
4 experience in the energy industry, especially focused in renewables. Mr. Llorente  
5 earned a M. Sc. In Electrical Engineering from the Universidad Pontificia Comillas, Spain.
- 6 • Mr. Berk Gursoy is VP Project Development at BEP, with over twenty-five years of  
7 experience in the energy sector focusing on operation and development of renewable  
8 and transmission facilities. Mr. Gursoy holds an M. Sc. In Electrical & Electronics  
9 Engineering from the Middle East Technical University in Ankara, Turkey.

10  
11 The Council finds that reliance on the experience and expertise of the new owner's parent  
12 company, BEP, is consistent with previous Council decisions for the facility and other facilities  
13 where the certificate holder and owner are project or investment-specific LLCs. The Council  
14 finds that the professional experience of individuals currently employed at BEP in combination  
15 with BEP's experience demonstrate an ability to design, construct and operate wind facilities.  
16

17 Council previously found that compliance with Conditions 32 through 35 of the site certificate  
18 would ensure that the facility is designed, constructed, and operated in a manner that protects  
19 public health and safety, as referenced below. Because facility construction is complete, of  
20 relevance in this review is Condition 35. Previously imposed conditions are presented in  
21 Attachment 1 (Amended Site Certificate) of this order.  
22

23 **Condition 32:** Before beginning construction, the certificate holder shall notify the  
24 Department of the identity and qualifications of the major design, engineering and  
25 construction contractor(s) for the facility. The certificate holder shall select contractors  
26 that have substantial experience in the design, engineering and construction of similar  
27 facilities. The certificate holder shall report to the Department any change of major  
28 contractors.

29 **Condition 33:** The certificate holder shall contractually require all construction contractors  
30 and subcontractors involved in the construction of the facility to comply with all applicable  
31 laws and regulations and with the terms and conditions of the site certificate. Such  
32 contractual provisions shall not operate to relieve the certificate holder of responsibility  
33 under the site certificate.

34 **Condition 34:** During construction, the certificate holder shall have a full-time, on-site  
35 assistant construction manager who is qualified in environmental compliance to ensure  
36 compliance with all site certificate conditions. The certificate holder shall notify the  
37 Department of the name, telephone number and e-mail address of this person.

38 **Condition 35:** Within 72 hours after discovery of conditions or circumstances that may  
39 violate the terms or conditions of the site certificate, the certificate holder shall report the  
40 conditions or circumstances to the Department.  
41

1 To evaluate whether transfer of the site certificate would impact the new owner’s ability to  
2 comply with Council standards and site certificate conditions, the Council evaluates whether  
3 the new owner has received any regulatory citations for its facilities and the outcome of such  
4 citations. In Request for Amendment 3, the certificate holder and new owner describe 8  
5 compliance issues from the last 10-years associated with all BEP assets. The compliance issues  
6 range from regulator site visits to enforcement action/fines for issues related to eagle  
7 mortality, stormwater management, blade failure and sulfur hexafluoride reporting.

8  
9 The purpose of evaluating a new owner’s compliance history is to determine whether  
10 corrective actions were appropriately implemented in response to the issue, and whether  
11 compliance issues represent a continuous failure of the ability of a new owner to comply with  
12 applicable requirements. Given that the new owner’s compliance history is limited to 8 issues in  
13 ten years for over 7,300 MW of energy facilities, all of which are represented as having been  
14 resolved, the Council finds that the compliance history supports a finding that the new owner  
15 has the ability to comply with and/or to expediently resolve any potential compliance issues  
16 with terms and conditions of the site certificate.

17  
18 *ISO 9000 or ISO 14000 Certified Program*

19  
20 OAR 345-022-0010(2) is not applicable because the certificate holder and new owner have not  
21 proposed to design, construct or operate the facility according to an ISO 9000 or ISO 14000  
22 certified program.

23  
24 *Third-Party Permits*

25  
26 OAR 345-022-0010(3) addresses the requirements for potential third-party permits. The  
27 certificate holder has not identified any third-party permits necessary for ongoing facility  
28 operation.

29  
30 *Relevant Experience in Habitat Mitigation*

31  
32 Under the standard, the Council evaluates the new owner’s experience with mitigation projects  
33 and the qualifications and experience of personnel upon whom new owner would rely on for  
34 implementation, to the extent that the identities of such persons are known at the time of  
35 transfer request, to determine whether the new owner can successfully complete mitigation  
36 necessary to satisfy site certificate requirements.

37  
38 In Request for Amendment 3 to Transfer, the new owner provides a summary of its experience  
39 in long-term mitigation for three projects where mitigation requirements included extensive  
40 relocation of an endangered plant species, Bakersfield cactus, at a solar project in California;  
41 planting of over 5,600 tree seedlings for a project in New Hampshire, and bird and bat  
42 mitigation for a project in Hawaii. The Council notes that the existing site certificate includes  
43 requirements to comply with long-term mitigation associated with habitat enhancement and

1 monitoring, revegetation and weed control, which the existing certificate holder has been  
2 implementing and currently maintains compliance. Based on BEP's represented experience in  
3 mitigation, the Council finds that the new owner has the experience and qualifications  
4 necessary to continue to satisfy the requirements under the standard for mitigation.

5  
6 *Ability to Restore the Facility Site to a Useful, Non-hazardous Condition*

7  
8 The new owners' ability to retire the facility to a useful, non-hazardous condition is evaluated in  
9 Section III.B., *Retirement and Financial Assurance* of this order, in which the Council finds the  
10 new owner would comply with the Retirement and Financial Assurance standard.

11  
12 **Conclusions of Law**

13  
14 Based on the foregoing findings of fact, and based upon compliance with existing site certificate  
15 conditions, the Council finds that the transfer of ownership of the certificate owner from  
16 Caithness to BEP SF Holdings, LLC continues to satisfy the requirements of the Council's  
17 Organizational Expertise standard.

18  
19 **III.B. Retirement and Financial Assurance [OAR 345-022-0050]**

20  
21 *To issue a site certificate, the Council must find that:*

22  
23 *(1) The site, taking into account mitigation, can be restored adequately to a useful, non-*  
24 *hazardous condition following permanent cessation of construction or operation of*  
25 *the facility.*

26  
27 *(2) The applicant has a reasonable likelihood of obtaining a bond or letter of credit in a*  
28 *form and amount satisfactory to the Council to restore the site to a useful, non-*  
29 *hazardous condition.*

30  
31 **Findings of Fact**

32 The Retirement and Financial Assurance standard requires a finding that the facility site, taking  
33 into account mitigation, can be restored to a useful, non-hazardous condition at the end of the  
34 facility's useful life, should either the new owner stop construction or should the facility cease  
35 to operate.<sup>3</sup> In addition, it requires a demonstration that the new owner can obtain a bond or  
36 letter of credit to restore the site to a useful, non-hazardous condition.

37  
38  
39  
40  

---

<sup>3</sup> OAR 345-022-0050(1).

1 *Restoration of the Site Following Cessation of Construction or Operation*  
2

3 OAR 345-022-0050(1) requires the Council to find that the facility site can be restored to a  
4 useful non-hazardous condition at the end of the facility's useful life. The facility is located  
5 entirely on exclusive farm use (EFU) zoned land in Gilliam County, Oregon. Therefore, to satisfy  
6 this standard, the new owner must show that the site can be restored to a non-hazardous  
7 condition suitable for EFU-zoned lands. In the ASC, the facility's useful life was represented as  
8 50 years.  
9

10 In Request for Amendment 3 to Transfer, there are no changes to the methods, tasks or actions  
11 previously evaluated by Council for facility decommissioning. Therefore, the initial discussion of  
12 facility decommissioning is provided for reference, based upon Council's review and approval in  
13 the *Final Order on the ASC* (July 2008). Restoring the site to a useful, non-hazardous condition  
14 upon cessation of construction or operations (or upon retirement) would involve removal of all  
15 turbine components, meteorological towers, aboveground electrical components, transformers  
16 and other substation equipment. In the ASC, the certificate holder stated that O&M buildings  
17 would be demolished and disposed of at an appropriate facility, or converted to agricultural  
18 buildings for use by the landowners. As explained in ASC Exhibit W, concrete foundations would  
19 be removed to a minimum depth of three feet below grade. Underground cables that are at  
20 least three feet below grade would be left in place. Gravel surfacing material would be  
21 removed, the impacted area would be decompacted as needed, the area regraded to  
22 appropriate contours and topsoil replaced, and the area would be revegetated unless the  
23 landowner indicates a desire to leave the new or expanded roads in place.  
24

25 In the *Final Order on the ASC* (July 2008) and subsequent orders, the Council found that,  
26 pursuant to OAR 345-022-0050(1), the current certificate holder could restore the site to a  
27 useful, non-hazardous condition.<sup>4</sup> To ensure the certificate holder met its obligations, the  
28 Council adopted Conditions 7-9, 30 and 31 in the site certificate. These conditions require the  
29 certificate holder to prevent the development of any condition on-site that would preclude  
30 restoration of the site to a useful, non-hazardous condition (Condition 7) and require the  
31 certificate holder to submit a final retirement plan that describes the activities necessary to  
32 restore the site to a useful, non-hazardous condition for Council approval (Condition 9).  
33

34 In the *Final Order on the ASC* (July 2008) and subsequent orders, the Council also found that,  
35 pursuant to OAR 345-022-0050(2), the current certificate holder had a reasonable likelihood of  
36 obtaining a bond or letter of credit, in a form and amount satisfactory to the Council, to restore  
37 the site to a useful, non-hazardous condition. In the *Final Order on Amendment 1*, Council  
38 found that the value of the financial assurance bond or letter of credit for restoring the site was  
39 \$9.108 million (in 1<sup>st</sup> quarter 2010 dollars). To ensure the certificate holder met its obligations,  
40 the Council adopted Conditions 30 and 31 in the site certificate. Condition 30 requires the  
41 certificate holder to maintain a bond or letter of credit in the amount of \$9.108 million, to be

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<sup>4</sup> *Final Order on the Application* at 88

1 adjusted for inflation to the date of issuance and final design configuration, which ensures  
2 funds are available to the Council to restore the site if the certificate holder does not retire the  
3 facility as required by Conditions 7 through 9.

4  
5 In Request for Amendment 3 to Transfer, the new owner refers to the fact that the existing  
6 certificate holder was issued, as the account holder, an active letter of credit of \$10.25 million  
7 (3<sup>rd</sup> Qtr 2020 dollars), effective August 25, 2020, issued by Landesbank Hessen-Thuringen,  
8 which has been submitted to and is maintained by the Department. Landesbank Hessen-  
9 Thuringen (Helaba) is a financial institution listed on the Council's 2020 pre-approved list. The  
10 new owner describes that the existing letter of credit will remain in place following the transfer  
11 of certificate holder ownership and would not be affected by the transfer, or terms of the  
12 Purchase and Sale Agreement. In addition, the new owner provides a comfort letter dated  
13 February 21, 2021 from MUFG Bank, Ltd.'s (MUFG) Managing Director Takaki Sakai affirming  
14 that based on the ongoing relationship between the financial institution and the new owners'  
15 parent company, Brookfield Renewable Partners, L.P., there is a "reasonable likelihood that  
16 MUFG would provide letters of credit" for \$10.25 million to the new owner or its parent  
17 company for the facility's decommissioning obligation under the site certificate. Council  
18 reviewed the comfort letter, which included an evaluation of the financial institution and  
19 signatory to the letter. Based upon review, Council confirms that MUFG is large-scale bank with  
20 the ability to issue letters of credit and Takaki Sakai is a Managing Director.

21  
22 Based on the extent of BEP's financial assets identified in RFA3 Table D-1, the assurance  
23 provided in the MUFG comfort letter, and the fact that the Department's maintains an existing  
24 letter of credit for facility decommissioning, the Council finds that the certificate holder, under  
25 new ownership, continues to demonstrate a reasonable likelihood of obtaining a bond or letter  
26 of credit in the amount specified for restoration costs.

27  
28 **Conclusions of Law**

29  
30 Based on the foregoing findings of fact, and subject to the existing site certificate conditions,  
31 the Council finds that the certificate holder and new owner continue to comply with the  
32 Council's Retirement and Financial Assurance standard.

33  
34 **IV. GENERAL CONCLUSIONS**

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36 The Council finds that the request to transfer ownership of the certificate holder owner from  
37 Caithness to BEP SF Holdings, LLC is consistent with current Council rules and the terms and  
38 conditions of the site certificate.

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9 **V. FINAL ORDER**

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Based on the above findings of fact, reasoning, and conclusions of law, the Council approves Request for Amendment 3 to Transfer the Shepherds Flat South Site Certificate, transferring ownership of the certificate holder from Caithness to BEP SF Holdings, LLC. The Council Chair executes the Site Certificate amendment in the form of the “Third Amended Site Certificate for Shepherds Flat South.”

Issued this 26<sup>th</sup> day of February 2021

The OREGON ENERGY FACILITY SITING COUNCIL

By: \_\_\_\_\_  
Marcia L. Grail, Chair  
Oregon Energy Facility Siting Council

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17  
18

**ATTACHMENTS**  
Attachment A: Draft Third Amended Site Certificate (PLACEHOLDER)