



Oregon

Kate Brown, Governor



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October 27, 2022

Anthony Pedroni
Vice President, Vansycle II Wind, LLC
Vice President, NextEra Energy Resources, LLC
700 Universe Blvd. Juno Beach, FL 33408

*Sent via email: Anthony.pedroni@nexteraenergy.com; David.lawlor@nexteraenergy.com;
anneke.solsby@nexteraenergy.com; sarah.curtiss@stoel.com*

Re: Amendment Determination Request (OAR 345-027-0357) from FPL Energy Vansycle L.L.C and FPL Energy Stateline, Inc. for Stateline Wind Project re: Change in Certificate Holder

Dear Mr. Pedroni,

On October 11, 2022, the Oregon Department of Energy (ODOE or the Department) received an Amendment Determination Request (ADR) regarding the Stateline Wind Project, requesting a determination of whether an assignment of assets for the facility's geographic unit referred as "Vansycle II" would require an amendment to transfer the site certificate.

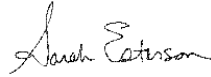
Under OAR 345-027-0357, a certificate holder may submit an ADR to the Department for a determination of whether a proposed change requires an amendment to a site certificate. The rule requires that the ADR describe the proposed change, evaluate the determination being requested (e.g., if the certificate holder believes an amendment is not required, explain why) and provide any additional information that may assist the Department's evaluation.

The Department reviewed the October 11, 2022 evaluation and supporting documentation, including a letter dated October 18, 2022. As presented in Attachment 1, the Department has determined that the certificate holder provided all information required under OAR 345-027-0357(4) and that the circumstances described do not require an amendment to the Seventh Amended Site Certificate for the Stateline Wind Project.

Additionally, OAR 345-027-0357(6) states that, at the request of a member of the Energy Facility Siting Council (EFSC or Council), the Department's determination must be referred to the Council for concurrence, modification or rejection. In compliance with this rule, the Department will provide its determination to EFSC, informing Council members of their ability to review the Department's determination. Should a Council member request to review the determination, Council would likely conduct that review at its October 28, 2022 meeting.

If you have any questions, please contact me.

Sincerely,

A handwritten signature in black ink that reads "Sarah Esterson". The signature is written in a cursive, flowing style.

Sarah Esterson, Senior Policy Advisor
Oregon Department of Energy
E: sarah.esterson@oregon.gov
P: (503) 385-6128

cc: Todd Cornett, Assistant Director of Siting, Oregon Department of Energy
Patrick Rowe, Assistant Attorney General, Oregon Department of Justice

Attachments:

Attachment 1: Staff Evaluation and Determination

Attachment 2: Amendment Determination Request (Oct. 11, 2022), Updated Attachment A (Oct. 18, 2022)

Attachment 1: Staff Evaluation and Determination

Attachment 1: Staff Evaluation and Determination

Background and Description of Proposed Change

The Stateline Wind Project, located in Umatilla County, Oregon, consists of two operational units, Stateline 1 & 2 (Unit 1) comprised of 186 operating wind turbines with a peak generating capacity of up to 123 megawatts (MW), and Vansycle II (Unit 2), which consists of 43 wind turbines, currently being repowered (replacement of blades and nacelles), to have a generating capacity of 101.9 MW.

On June 24, 2022, the Energy Facility Siting Council (EFSC or Council) approved Request for Amendment 7 of the site certificate for the Stateline Wind Project authorized a change in the Vansycle II wind turbine dimensions associated with the repowering of 43 wind turbines. The Seventh Amended Site Certificate identifies FPL Energy Vansycle, LLC as the certificate holder for Stateline 1 and 2 (Unit 1), FPL Energy Stateline II, Inc. as the certificate holder for Vansycle II (Unit 2) and NextEra Energy Resources, LLC (NEER) as the owner and parent company of both certificate holders.

On October 11, 2022, the Department received an Amendment Determination Request (ADR) explaining that, as part of the repowering, the wind facility components within the Vansycle II unit will be assigned to a new project entity, Vansycle II Wind, LLC, thus requiring a change in one of the certificate holders identified in the site certificate from FPL Energy Stateline II, Inc. to Vansycle II Wind, LLC. The ADR suggests that the change to the certificate holder can be accomplished without a site certificate transfer amendment. In other words, the ADR requests that all references in the site certificate to FPL Energy Stateline II, Inc. as the certificate holder for Vansycle II be considered as references to Vansycle II Wind, LLC. Per the ADR, an amendment for site certificate transfer is not needed because NextEra Energy Resources, LLC will continue to retain control of Vansycle II and the Stateline Wind Project certificate holder, Vansycle II Wind, LLC.

The ADR included as Attachment 2 of this determination provides a letter dated October 18, 2022, from a representative of both Vansycle II Wind, LLC and NEER which verifies that NEER will retain ownership, possession and control of Vansycle II and the certificate holder, Vansycle II Wind, LLC.

Scope of Review

Under OAR 345-027-0357, a certificate holder may submit an ADR to the Department for a determination of whether a proposed change requires an amendment to a site certificate under OAR 345-027-0350. Per OAR 345-027-0350(1) (subject to certain exceptions) an amendment to a site certificate is required to “[t]ransfer ownership of the facility or the certificate holder as described in OAR 345-027-0400.” Per 345-027-0400(1)(a): “A request for amendment to a site certificate to transfer the site certificate is required for a transaction *that results in a change in the ownership, possession or control of the facility or the certificate holder*” (emphasis added).

If the Department determines that a transfer of ownership of the facility or certificate holder has occurred, an amendment for site certificate transfer is required. If the Department determines that a transfer has not occurred, the proposed assignment can be accepted without an amendment of the site certificate.

Evaluation

Here, there will be a change in the certificate holder from FPL Energy Stateline II, Inc. to Vansycle II Wind, LLC and the facility assets will be assigned to the latter. However, as discussed above, the certificate holder asserts and provides a supporting letter signed by a representative of both Vansycle II Wind, LLC and NEER verifying that NEER will retain ownership, possession and control of Vansycle II and the certificate holder, Vansycle II Wind, LLC. Because NEER will retain ownership, possession and control of Vansycle II and the certificate holder, there will not be a substantive “change in the ownership, possession or control of the facility or the certificate holder” that would trigger the 345-027-0400(1)(a) transfer rule.

Determination

OAR 345-027-0400 requires a site certificate transfer if there has been a change in the ownership, possession or control of the facility or the certificate holder. According to the certificate holder and its parent company, there will be no such change because, while the assets will be assigned to a new LLC and the new LLC will become the certificate holder, the parent company will retain ownership, possession and control of the project and the certificate holder. Based on this written verification, a site certificate amendment to transfer the site certificate is not required.

**Attachment 2: Certificate Holder's Amendment Determination Request and
Updated Attachment A**

Amendment Determination Request for the Stateline Wind Project

A. Introduction and Description of Proposed Change

FPL Energy Vansycle L.L.C. (FPL Vansycle) and FPL Energy Stateline II, Inc. (FPL Stateline) (together, Certificate Holders), wholly owned subsidiaries of NextEra Energy Resources, LLC (NEER), are submitting this Amendment Determination Request (ADR) for the Stateline Wind Project. The Stateline Wind Project is an operating wind energy facility consisting of two geographic units –Stateline 1 & 2 and the Vansycle II Wind Project (formerly known as Stateline 3). Stateline 1 & 2 is composed of 186 wind turbines and has a peak generating capacity of up to 123 megawatts. The Vansycle II Wind Project consists of up to 42 wind turbines with a peak generating capacity of 99 MW and is approved for up to 45 wind turbines with a peak generating capacity of up to 119 megawatts. The Energy Facility Siting Council (Council) executed the Seventh Amended Site Certificate for the Stateline Wind Project (Site Certificate) on July 29, 2022.

Consistent with the Final Order on Request for Amendment 7 to the Stateline Wind Project Site Certificate, the Vansycle II Wind Project is currently being repowered. As part of the repower, the Vansycle II Wind Project assets will be assigned to a new project entity, Vansycle II Wind, LLC, which will require a change in the name of the Certificate Holder for the Vansycle II Wind Project from FPL Energy Stateline II, Inc. to Vansycle II Wind, LLC. Following the assignment, NEER will retain control of the Vansycle II Wind Project and the Vansycle II Wind Project Certificate Holder, Vansycle II Wind, LLC.

Because there will be no change in NEER’s control of any portion of the Stateline Wind Project (including the Vansycle II Wind Project) or the Certificate Holders, the Certificate Holders are requesting a written concurrence under OAR 345-027-0357(1)(b) that a site certificate amendment to transfer ownership of the facility or certificate holder under OAR 345-27-0400 is not required. Below, the Certificate Holders evaluate the proposed change against the applicable ADR evaluation standards and demonstrate that the proposed change to the Certificate Holder for the Vansycle II Wind Project from FPL Energy Stateline II, Inc. to Vansycle II Wind, LLC can be accomplished without an amendment to the Site Certificate.

B. Amendment Determination Evaluation

Consistent with OAR 345-027-0357, the purpose of this ADR is to obtain the Oregon Department of Energy’s (ODOE) determination that the proposed change does not require a site certificate amendment. For proposed changes that do not add area to the site boundary, the rule requires that the ADR include a description of the proposed change and the certificate holder’s evaluation demonstrating that the proposed change would comply with applicable Council standards and would not require an amendment under OAR 345-027-0350. The proposed change is described above and as explained below, the change proposed in this ADR is not subject to a Site Certificate amendment under OAR 345-027- 0350.¹

¹ OAR 345-027-0353 provides exemptions for changes not requiring an amendment. None of these exemptions apply to the proposed change.

OAR 345-027-0350 provides:

Except for changes allowed under OAR 345-027-0353, an amendment to a site certificate is required to:

(1) Transfer ownership of the facility or the certificate holder as described in OAR 345-027-0400;

Response: Consistent with prior Council precedent, where the owner of the certificate holder or the owner of the entity to be in control of the possession of the facility remains the same, the OAR 345-027-0400 transfer process does not apply. *See* Wheatridge Wind Energy Facility Final Order on Request for Amendment 5 at 4 (May 2020). In this instance, the proposed assignment involves moving the Vansycle II Wind Project assets from one entity controlled by NEER, FPL Energy Stateline II, Inc., to another entity controlled by NEER, Vansycle II Wind, LLC. Because these entities are both reliant upon NEER and NEER will retain control of the Vansycle II Wind Project and the Certificate Holders, a Site Certificate amendment is not required under this provision.

(2) Apply later-adopted law(s) as described in OAR 345-027-0390;

Response: The proposed change is not the result of a later-adopted law, as described in OAR 345-027-0390. Therefore, a Site Certificate amendment is not required under this provision.

(3) Extend the construction beginning or completion deadline as described in OAR 345-027-0385;

Response: The proposed change will not extend the previously approved construction's beginning or completion deadlines. Therefore, a Site Certificate amendment is not required under this provision.

(4) Design, construct or operate a facility in a manner different from the description in the site certificate, if the proposed change:

(a) Could result in a significant adverse impact that the Council has not addressed in an earlier order and the impact affects a resource or interest protected by a Council standard;

Response: No new facilities or changes to the dimensions of the permitted facilities are being proposed.

(b) Could impair the certificate holder's ability to comply with a Site Certificate condition; or

Response: The proposed change will not impair the Certificate Holders' ability to comply with any Site Certificate condition. To confirm that the new Vansycle II Wind Project Certificate Holder

will comply with the Site Certificate conditions, please see attached Exhibit A, which confirms that Vansycle II Wind, LLC agrees to adhere to the applicable terms and conditions of the Site Certificate as amended.

(c) Could require a new condition or a change to a condition in the site certificate.

Response: The proposed change will neither require a new condition, nor change a condition in the Site Certificate.

C. Conclusion

OAR 345-027-0400 requires a site certificate transfer if there has been a change in the ownership, possession or control of the facility or the certificate. As discussed above, the proposed assignment involves moving the Vansycle II Wind Project assets from one entity controlled by NEER, FPL Energy Stateline II, Inc., to another entity controlled by NEER, Vansycle II Wind, LLC. Because both entities are reliant upon NEER and NEER will retain control of the Certificate Holders, a Site Certificate amendment is not required.

**NEXTERA ENERGY RESOURCES, LLC
VANSYCLE II WIND, LLC
700 Universe Blvd.
Juno Beach, FL 33408**

October 18, 2022

Ms. Sarah Esterson, Senior Policy Advisor
Oregon Department of Energy
Energy Siting Division
550 Capital St. NE
Salem, OR 97301


Dear Ms. Esterson,

As described in the Amendment Determination Request submitted by FPL Energy Vansycle, L.L.C. (FPL Vansycle) and FPL Energy Stateline, Inc. (FPL Stateline) (together, Certificate Holders) for the Stateline Wind Project, which includes Stateline 1 & 2 and the Vansycle II Wind Project (formerly known as Stateline 3), the Vansycle II Wind Project assets will be assigned to Vansycle II Wind, LLC as part of the repowering of the Vansycle II Wind Project. Vansycle II Wind, LLC is controlled by NextEra Energy Resources, LLC. With this submittal, Nextera Energy Resources, LLC and Vansycle II Wind, LLC:


1. Confirm that, in light of the assignment of the Vansycle II Wind Project assets to Vansycle II Wind, LLC, Vansycle II Wind, LLC is now the Certificate Holder for the Vansycle II Wind Project and will abide by the applicable terms and conditions of the Seventh Amended Site Certificate for the Stateline Wind Project.
2. Verify that NextEra Energy Resources, LLC will retain ownership, possession and control of the Vansycle II Wind Project and the Vansycle II Wind Project Certificate Holder, Vansycle II Wind, LLC.

Thank you in advance for your consideration of this matter.

Very truly yours,

DocuSigned by:

F5C98BD8C2148B

Anthony Pedroni
Vice President
Vansycle II Wind, LLC

DocuSigned by:

F5C98BD8C2148B

Anthony Pedroni
Vice President
Nextera Energy Resources, LLC