

UNITED STATES OF AMERICA
BEFORE THE
THE UNITED STATES DEPARTMENT OF ENERGY
Electricity Delivery and
Energy Reliability

JAN 29 2015

Brookfield Energy Marketing LP) Docket No. EA-368 - A

APPLICATION OF
BROOKFIELD ENERGY MARKETING LP
FOR RENEWED AUTHORIZATION TO TRANSMIT
ELECTRIC ENERGY TO CANADA

Pursuant to Section 202(e) of the Federal Power Act ("FPA"), 1 and 10 C.F.R. Section 205.300 to 205.309 of the U.S. Department of Energy's ("DOE") regulations, Brookfield Energy Marketing LP ("Applicant" or "BEMLP") respectfully submits this Application to renew its blanket authority to transmit electric energy from the United States to Canada. On August 12, 2010, BEMLP received authorization to export electric energy to Canada in Docket No. EA-368. BEMLP respectfully requests that its renewal authorization become effective as August 12, 2015 and that this authorization be issued for a period of five (5) years, ending on August 12, 2020.

I. DESCRIPTION OF THE APPLICANT

The exact legal name of the Applicant is Brookfield Energy Marketing LP. BEMLP is a limited partnership formed under the laws of the Province of Ontario Canada. Its general partner is Brookfield Energy Marketing Inc. and its principal place of business is located in Gatineau, Quebec, Canada. BEMLP is a power marketer that does not own generation or transmission assets and does not have a franchised electric power service area. BEMLP operates as a wholesale marketer of electric power and arranges services in related areas such as fuel supplies and transmission services.

BEMLP is an indirect wholly owned subsidiary of Brookfield Asset Management Inc. ("BAM"). BAM is an Ontario corporation with its principal place of business in Toronto, Ontario, Canada. BAM is a global alternative asset manager focused on property, renewable power, infrastructure assets, and private equity. It currently has approximately \$200 billion of assets under management. BAM is a publicly traded company listed on the Toronto Stock Exchange, New York Stock Exchange and Euronext Amsterdam under the symbols BAM.A, BAM, and BAMA, respectively.

BAM indirectly owns companies regulated as public utilities under the Federal Power Act, and companies owning qualifying facilities. In total, BAM has ownership interests in approximately 5,700 MWs of generation in the United States and Canada.

BEMLP purchases power from BAM affiliates, market pools and other third-party marketing entities. Some of this power is resold by BEMLP under long term power purchase agreements

and some of this power is sold into regulated markets, or to market pools and other third-party purchasers.

BEMLP holds market-based rate authorization issued by the Federal Energy Regulatory Commission ("FERC") under Section 205 of the Federal Power Act¹.

II. JURISDICTION

No other U.S. federal, state or local government has jurisdiction over the actions to be taken under the authority in this Application. The power export(s) contemplated by the Application are foreign as opposed to interstate commerce, and are therefore outside of FERC's jurisdiction.

III. COMMUNICATIONS

All service and correspondence concerning this Application should be sent to:

Shaun Logue
Vice President of Legal Services and General Counsel
Brookfield Energy Marketing LP
480 de la Cite Blvd.
Gatineau, Quebec J8T 8R3
Tele: (819) 561-8851
Fax: (819) 561-7188
shaun.logue@brookfieldrenewable.com

IV. DISCUSSION OF PROPOSAL

BEMLP seeks renewed authorization to export electric power to Canada as a power marketer. BEMLP requests authority to export electric energy over any international transmission facility authorized by Presidential permit that is appropriate for open access transmission by third parties in accordance with the export limits authorized by the DOE. A list of transmission facilities located at the United States border is set out in Exhibit C. In addition, BEMLP agrees to abide by general conditions consistent with those set forth in existing DOE electricity export authorizations.

BEMLP submits that this Application is consistent with the North America Free Trade Agreement (1993) and United States Energy Policy. BEMLP has authority from the National Energy Board of Canada to export power from Canada to the United States across all border facilities². Thus, approval of this Application would foster a more efficient and competitive North American energy market.

¹ *Brookfield Energy Marketing LP*, Docket ER10-1427-000 (unpublished letter order issued Jul. 30, 2010) (granting market-based rate authorization effective Aug. 1, 2010)

² National Energy Board Permit EPE-303 issued July 6, 2007 and ending July 5, 2017.

BEMLP respectfully submits that its request for export authorization meets the two criterion of Section 202(e) of the FPA (16 U.S.C. § 824(e)):

1. The first criterion provides that the DOE shall approve a request for export authorization unless, after opportunity for hearing, it finds that the proposed transmission would impair the sufficiency of electric supply within the United States. As a power marketer, BEMLP does not have franchised service areas and, consequently, has no native load obligations. BEMLP purchases the power to be exported from electric utilities, qualifying cogeneration and small power production facilities (as those terms are defined in Section 3 of the FPA, 16 U.S.C. § 796), and from exempt wholesale generators (as that term is defined in Section 32(a) of the Public Utility Holding Company Act, 15 U.S.C. §79z-5a). The power sold to BEMLP is surplus to the needs of the selling entities. Accordingly, the proposed export would not impair the sufficiency of the electric power supply within the United States.
2. The second criterion provides that the DOE shall approve a request for export authorization unless, after opportunity for hearing, it finds that the proposed transmission would impede or tend to impede the coordination in the public interest of facilities subject to the jurisdiction of the DOE. In making necessary arrangements to transmit the exported power, BEMLP will comply with existing industry procedures for obtaining transmission capacity, including making reservations on the FERC Open-Access Same-Time Information System (OASIS), scheduling delivery of the export with the appropriate Regional Transmission Organization(s), Independent System Operator(s), control area operator(s) and/or non-jurisdictional transmission owners. Accordingly, transmission will need to be available on OASIS and transmission owners will be responsible for ensuring that its delivery is consistent with applicable reliability standards and transmission limits. This will ensure that the proposed export will not (a) cause the operating parameters of any regional transmission systems to fall outside established industry criteria, (b) exceed the maximum rate of transmission specified in export authorizations for jurisdictional border systems (as set forth on Exhibit C and updated by the DOE from time to time) or (c) exceed the transmission capability limits set by the DOE for exports through non-jurisdictional border systems (as set forth on Exhibit C and updated by the DOE from time to time). Accordingly, the proposed transmission would not impede or tend to impede the coordination in the public interest of facilities subject to the jurisdiction of the DOE.

V. EXHIBITS AND ATTACHMENTS

The following Exhibits are attached hereto:

Exhibit A - Agreements under which the electricity is to be transmitted. **NONE**

Exhibit B - Legal opinion of BEMLP's counsel

Exhibit C - Transmission system information (submitted in lieu of maps)

Exhibit D - Non-U.S. Applicant's power of attorney

Exhibit E - Statement of any corporate relationship or existing contract which in any way relates to the control or fixing of electric power rates for the purchase, sale or transmission of electric energy. **NOT APPLICABLE**

Exhibit F - Operating procedures regarding available capacity and energy. **NOT APPLICABLE**

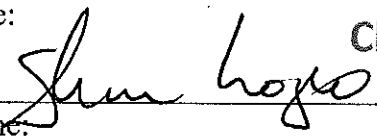
VI. CONCLUSION

BEMLP respectfully requests that this Application to renew its blanket authority to transmit electric energy to Canada be expeditiously considered and approved. Further, BEMLP respectfully requests that such renewed authorization be granted for five (5) years to expire on August 12, 2020.

Respectfully submitted,

Brookfield Energy Marketing LP,
By its duly appointed officers,

By: 
Name: **Tom Corbett**
Title: **Chief Financial Officer**

By: 
Name: _____
Title: **Shaun P. Logue**
Vice-President Legal Services
and General Counsel

January 26, 2015

Exhibit A
AGREEMENTS

NONE AT THIS TIME

Exhibit B
LEGAL OPINION AND STATEMENT OF COUNSEL

SEE ATTACHED

Brookfield

Brookfield Renewable Energy Group
Brookfield Energy Marketing Inc.
480 de la Cité Blvd
Gatineau, Québec J8T 8R3

Tel 819.561.2722
Fax 819.561.7188
www.brookfieldrenewable.com

January 26, 2015

U.S. Department of Energy
Office of Utility Systems and Economic Regulatory Administration
1000 Independence Avenue, SW
Washington, DC 20585

Re: Brookfield Energy Marketing LP
Authorization to Export Electricity (Docket no. EA-368)

Ladies and Gentlemen:

I am Vice President of Legal Services and General Counsel to Brookfield Energy Marketing LP ("BEMLP"), a limited partnership formed under the laws of the Province of Ontario, Canada, and to Brookfield Energy Marketing Inc., BEMLP's general partner. This opinion is submitted pursuant to 10. C.F.R. 205.303(b) of the Department of Energy (the "DOE") administrative procedures in support of BEMLP's application (the "Application") for renewal authorization from the DOE to export electricity from the United States to Canada (Docket No. EA-368).

In connection with this opinion, I have reviewed BEMLP's corporate documents and have made such examination of law as I have deemed necessary or appropriate.

Based upon such review, I am of the opinion that the proposed export of electricity from the United States to Canada is within BEMLP's corporate powers.

Further, BEMLP has complied or will comply with all state and federal laws pertinent to the Application.

For the purpose of expressing this opinion, I have relied, as to matters of fact, upon representations and certificates of officers and employees of BEMLP, as well as directors, officers and employees of its general partner, Brookfield Energy Marketing Inc., and certificates of, and communications from, government authorities and public officials, and I have assumed the genuineness of all signatures, the legal capacity of all natural persons, the authenticity of all documents submitted as originals and the conformity with the original documents of all documents submitted as certified or photostatic copies or by facsimile or other means of electronic transmission.

I am admitted to the Bar of the State of New York and the Law Society of Upper Canada and I express no opinion under the laws of any jurisdiction other than New York, Ontario and the Federal laws of the United States of America.

Respectfully submitted,


Shaun Logue

Vice President of Legal Services and General Counsel

Exhibit C
UNITED STATES INTERCONNECTIONS WITH CANADA

Presidential Permit	Owner	Location	Voltage
PP-64	Basin Electric Power Cooperative	Tioga, ND	230-kV
PP-89	Bangor Hydro-Electric Company	Baileyville, ME	345-kV
PP-10	Bonneville Power Administration	Blaine, WA	2 500-kV
PP-36	Bonneville Power Administration	Nelway, WA	230-kV
PP-46	Bonneville Power Administration	Nelway, WA	230-kV
PP-62	Central Maine Power Company	Coburn Gore, ME	120-kV 240-kV
PP-66	Citizen Derby	Derby Line, VT	120-kV
PP-221	Detroit Edison Company	Marysville, MI	230-kV
PP-221	Detroit Edison Company	Detroit, MI	230-kV
PP-221	Detroit Edison Company	East China Township, MI	345-kV
PP-221	Detroit Edison Company	East China Township, MI	345-kV
PP-228	Edison Sault Electric Company	Sault Ste Marie, MI	230-kV
PP-32	Eastern Maine Electric Cooperative	Calais, ME	69-kV
PP-230	International Transmission Company	Detroit, MI	230-kV
PP-230	International Transmission Company	Marysville, MI	230-kV
PP-230	International Transmission Company	St. Claire, MI	230-kV
PP230	International Transmission Company	St. Claire, MI	345-kV
PP-82	Joint Owners of the Highgate Project	Highgate, VT	120-kV
PP-24	Long Sault, Inc.	Massena, NY	2 – 115-kV
PP-43	Maine Electric Power Company	Houlton, ME	345-kV
PP-12	Maine Public Service Company	Limestone, ME	69-kV
PP-12	Maine Public Service Company	Fort Fairfield, ME	69-kV
PP-29	Maine Public Service Company	Madawaska, ME	138-kV
PP-29	Maine Public Service Company	Aroostook, ME	2 – 69-kV
PP-78	Minnesota Power, Inc.	International Falls, MN	115-kV
PP-61	Minnkota Power Cooperative	Roseau, County, MN	230-kV
PP-305	Montana Alberta Tie Ltd.	Great Falls, MO	230-kV

Presidential Permit	Owner	Location	Voltage
PP-56	New York Power Authority	Massena, NY	765-kV
PP-25	New York Power Authority	Massena, NY	2 – 230-kV
PP-74	New York Power Authority	Niagara Falls, NY	2 – 345-kV
PP-30	New York Power Authority	Devils Hole, NY	230-kV
PP-190	Niagara Mohawk Power Corp.	Devils Hole, NY	230-kV
PP-45	Northern States Power Company	Red River, ND	230-kV
PP-63	Northern States Power Company	Roseau County, MN	500-kV
PP-231	Northern States Power Company	Rugby, ND	230-kV
PP-299	Sea Breeze Olympic Converter LP	Port Angeles, WA	450-kV DC
PP-69	Vermont Electric Cooperative, Inc.	Derby Line, VT	24-kV
PP-69	Vermont Electric Cooperative, Inc.	Derby Line, VT	2 - 14-kV
PP-66	Vermont Electric Power Co.	Derby Line, VT	120-kV
PP-76	Vermont Electric Transmission Co.	Norton, VT	450-kV DC
PP-76	Vermont Electric Transmission Co.	Millbury, MA	345-kV
PP-76	Vermont Electric Transmission Co.	Medway, MA	345-kV

Exhibit D
IRREVOCABLE LIMITED POWER OF ATTORNEY

SEE ATTACHED

IRREVOCABLE LIMITED POWER OF ATTORNEY

This IRREVOCABLE LIMITED POWER OF ATTORNEY is made January 6, 2015, by Brookfield Energy Marketing LP (the "Principal"), a limited partnership formed and existing under the laws of Ontario, with its principal place of business at 480 de la Cite Blvd, Gatineau, Quebec J8T 8R3.

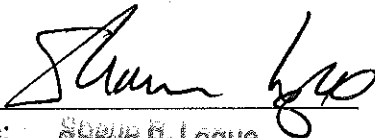
1. Appointment. The Principal does hereby appoint Mr. David Bono, whose principal place of business is at Brookfield Renewable Power Group, 75 State Street, Suite 2701, Boston, MA 02109, as the Principal's true and lawful agent and attorney-in-fact ("Attorney-in-Fact") for the limited purpose hereinafter set out.

2. Scope of Authority. The Attorney-in-Fact shall have the limited power and authority to receive service of process for any and all matters relating to the Principal's reporting requirements to the U.S. Department of Energy pursuant to the Principal's Authority to Transmit Electric Energy to Canada.

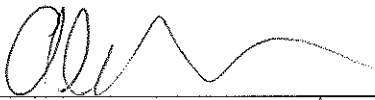
3. Irrevocability. This Power of Attorney is irrevocable by the Principal.

IN WITNESS WHEREOF, the Principal has caused this Power of Attorney to be duly executed on this _____ day of January, 2015.

Brookfield Energy Marketing LP
By its duly appointed officers,

By: 
Name: **SHAUN P. Logue**
Title: **Vice-President Legal Services
and General Counsel**

SUBSCRIBED AND SWORN before me, a Commissioner for taking Oaths in the Province of Quebec this 06th day of January, 2015.


My Commission Expires: 03/15/16

ALEXANDER WILSON
Commissaire à l'assermentation
No.: 193159
Pour tous les districts judiciaires
du Québec et pour l'extérieur du Québec

Exhibit F
OPERATING PROCEDURES REGARDING AVAILABLE
CAPACITY AND ENERGY

NOT APPLICABLE