

April 6, 2020

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Christopher Lawrence
Office of Electricity
OE-20, Room 8E-0
United States Department of Energy
1000 Independence Avenue, S.W.
Washington, D.C. 20585

**RE: Champlain Hudson Power Express, Inc.
OE Docket No. PP-362
*Application of Champlain Hudson Power Express, Inc. and CHPE, LLC for
Amendment or, in the Alternative, Rescission and Reissuance of a Presidential Permit***

Dear Mr. Lawrence:

In accordance with Section 205.323 of the United States Department of Energy's (DOE) regulations, 10 C.F.R. § 205.323 (2019), please find enclosed for filing in the above-captioned proceeding an original and two (2) copies of the *Application of Champlain Hudson Power Express, Inc. and CHPE, LLC for Amendment or, in the Alternative, Rescission and Reissuance of a Presidential Permit* (Application). Also enclosed is a check for the filing fee in the amount of \$150 made out to the Treasurer of the United States.

Please do not hesitate to contact me if you have any questions regarding this matter.

Sincerely,



Jay Ryan

cc: Josh Bagnato
Bill Helmer
Sean Murphy

**UNITED STATES OF AMERICA
BEFORE THE DEPARTMENT OF ENERGY
OFFICE OF ELECTRICITY**

Champlain Hudson Power Express, Inc.

Docket No. PP-362

**APPLICATION OF CHAMPLAIN HUDSON POWER EXPRESS, INC.
AND CHPE, LLC FOR AMENDMENT OR, IN THE ALTERNATIVE,
RESCISSION AND REISSUANCE OF A PRESIDENTIAL PERMIT**

April 6, 2020

**UNITED STATES OF AMERICA
BEFORE THE DEPARTMENT OF ENERGY
OFFICE OF ELECTRICITY**

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|--------------------------------|---|-----------------------------|
| CHAMPLAIN HUDSON |) | |
| POWER EXPRESS, INC. AND |) | OE DOCKET NO. PP-362 |
| CHPE, LLC |) | |

**APPLICATION OF CHAMPLAIN HUDSON POWER EXPRESS, INC.
AND CHPE, LLC FOR AMENDMENT OR, IN THE ALTERNATIVE,
RESCISSION AND REISSUANCE OF A PRESIDENTIAL PERMIT**

Pursuant to Section 202(e) of the Federal Power Act, 16 U.S.C. § 824(a)(e), Executive Order 10485 as amended by Executive Order 12038, and applicable regulations of the United States Department of Energy (DOE), 10 C.F.R. §§ 205.320 *et seq*, Champlain Hudson Power Express, Inc. (CHPEI) and CHPE, LLC (together, the Applicants) respectfully file this application to amend or, in the alternative, rescind and reissue, Presidential Permit No. 362 (PP-362) to enable the transfer of the permit from CHPEI to its affiliate CHPE, LLC.

BACKGROUND

On October 6, 2014, DOE issued a Presidential Permit authorizing CHPEI to construct, operate, and maintain the Champlain Hudson Power Express Project (Project). The Project is a 1,000 Megawatt (MW), high-voltage direct current (HVDC), underground and underwater merchant transmission system that will cross the United States-Canada international border underwater near the Town of Champlain, New York, extend approximately 336 miles south through New York State, and interconnect to facilities located in Queens, New York owned by the Consolidated Edison Company of New York. The aquatic segments of the transmission line will

primarily be submerged in Lake Champlain and the Hudson, Harlem, and East rivers. The terrestrial portions of the transmission line will primarily be buried in existing road and railroad rights-of-way (ROW).

Since the issuance of PP-362 in 2014, the upstream owners of CHPEI have created a new affiliated entity CHPE, LLC that will —subject to regulatory approvals—construct, operate, and maintain the Project. The Project’s upstream owners intend that the assets of CHPEI will be transferred to CHPE, LLC. The information provided below provides the basis upon which DOE can approve the transfer of the permit from CHEPI to CHPE, LLC.

PERMIT TRANSFER

The Applicants request that PP-362 be amended to name CHPE, LLC as the permittee or, in the alternative, rescinded and reissued to CHPE, LLC, to reflect the recent internal corporate restructuring that resulted in the creation of CHPE, LLC for business-related purposes. In support of this request, the Applicants state as follows:

1. INFORMATION REGARDING THE APPLICANTS

1.1 Legal Name of Applicants

The legal names of the Applicants are Champlain Hudson Power Express, Inc. and CHPE, LLC. CHPEI is a Transportation Corporation organized and existing pursuant to the Transportation Corporations Law of the State of New York. CHPEI has its principal place of business at 600 Broadway, Albany, New York 12207-2283. CHPEI is a joint venture of TDI-USA Holdings Corporation (TUHC), a Delaware corporation, and National Resources Energy, LLC (NRE). The majority owner of TUHC is New York Clean Power Holdings, LLC, an entity formed solely to own shares of TUHC and controlled by affiliated subsidiaries of the Blackstone Group, Inc.

Transmission Developers Inc. (TDI), a Canadian Corporation, owns a small minority stake in TUHC (approximately 12%). NRE is a wholly-owned subsidiary of National Resources Group, a limited liability corporation duly organized under the laws of the State of Connecticut.

CHPE, LLC is a limited liability company organized and existing pursuant to the laws of New York with its principal place of business at 600 Broadway, Albany, New York, 12207. CHPE, LLC will be acquiring 100% of the stock of CHPEI from TUHC, and TUHC will be acquiring 100% of the equity interest in CHPE, LLC. In advance of this transaction, NRE will have exchanged its 25% interest in CHPEI for shares in TUHC.

1.2 Legal Name of All Partners

The Applicants have no partners in connection with the Presidential Permit.

1.3 Communications and Correspondence

All communications and correspondence regarding this Application should be addressed to:

Mr. Donald Jessome
Chief Executive Officer
Transmission Developers Inc.
Pieter Schuyler Building, 600 Broadway
Albany, New York 12207-2283
Phone: (416) 214-0018
Cellular: (902) 440-0664
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donald.jessome@transmissiondevelopers.com

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1.4 Foreign Ownership and Affiliations

Neither of the Applicants nor the proposed transmission facilities are owned wholly or in part by any foreign government or instrumentality thereof or directly or indirectly assisted by a foreign government or instrumentality thereof, and the Applicants do not have any agreement pertaining to such ownership or assistance from any foreign government or instrumentality thereof, other than an agreement with Hydro Renewable Energy, Inc. (HRE), a subsidiary of Hydro-Québec. This agreement obligates TUHC to repay certain contributions made by HRE to support project development.

1.5 List of Existing Contracts with Foreign Governments or Foreign Private Concerns Relating to the Purchase, Sale or Delivery of Electric Energy

The Applicants do not have any existing contracts with any foreign government or any foreign private concerns relating to the purchase, sale, or delivery of electric energy.

1.6 Opinion of Counsel

Appendix A includes a signed opinion of counsel attesting that the construction, connection, operation, and maintenance of the Project is within the Applicants' corporate powers and that the Applicants have complied with or will comply with all issued permits and pertinent Federal and State laws.

2. INFORMATION REGARDING THE PERMITTED FACILITIES

The description of the facilities authorized by PP-362, as well as the maps, remain unchanged from what was provided in CHPEI's application for a Presidential Permit, filed on January 27, 2010. Additionally, bulk power system information related to the Project has not

changed materially since the issuance of PP-362. Accordingly, the Applicants respectfully seek waiver of the requirements of 10 C.F.R. § 205.322(b).

3. INFORMATION REGARDING POTENTIAL ENVIRONMENTAL IMPACTS

The Applicants seek only to transfer an existing authorization and are not requesting authorization to construct any new facilities not already authorized by PP-362. Accordingly, the authorizations requested in this Application will not have any impact on the environment.

CONCLUSION

WHEREFORE, for the reasons stated herein, the Applicants respectfully request that DOE either amend PP-362 to name CHPE, LLC as the permittee or, in the alternative, rescind PP-362 and reissue it to CHPE, LLC.

Respectfully submitted,



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April 6, 2020

Verification Statement

The undersigned attests that he is an officer of Champlain Hudson Power Express, Inc. and CHPE, LLC and that he has read and has knowledge of the matters set forth in this application, and that the facts and representations set forth in said application are true and correct to the best of his knowledge.

By: William S. Hehner

sworn to before me this 6th
day of April, 2020
Tracie A. Chase

TRACIE A. CHASE
Notary Public, State of New York
Qualified in Albany Co. No. 01CH4989574
My Commission Expires 12/9/2021

APPENDIX A
OPINION OF COUNSEL

OPINION OF COUNSEL

I, William S. Helmer, General Counsel and Corporate Secretary of Champlain Hudson Power Express, Inc. (CHPEI) and CHPE, LLC, do hereby state and give my opinion, pursuant to 10 C.F.R. § 205.322(a)(6) as follows:

1. I have examined and am familiar with the Certificate of Incorporation and By-laws of CHPEI and CHPE, LLC;
2. I have examined and am familiar with the contents of CHPEI's and CHPE, LLC's Application for Amendment or, in the Alternative, Rescission and Reissuance of a Presidential Permit to which this Opinion is attached as an Appendix; and
3. I am of the opinion that the construction, connection, operation and maintenance of the facilities, as described in Presidential Permit No. 362 and this Application, is within the corporate power of CHPEI and CHPE, LLC as set out in CHPEI's and CHPE, LLC's Certificate of Incorporation and By-laws, and that the CHPEI and CHPE, LLC have complied with or will comply with all pertinent Federal and State laws.

Dated April 6, 2020

CHPE, LLC



William S. Helmer, Esq.
General Counsel and Corporate Secretary