



December 20, 2023

Ontario Energy Board

P.O. Box 2319,
2300 Yonge Street, 27th Floor
Toronto, ON M4P 1E4

Attention: Registrar

Dear Ms. Marconi,

Re: Transmission Infrastructure Partnerships 9 Limited - Electricity Transmission Licence Application

We are counsel to Transmission Infrastructure Partnerships 9 Limited (the "**Applicant**" or "**TIP-9**"), which hereby applies to the Ontario Energy Board (the "**OEB**" or the "**Board**") for an electricity transmission licence (the "**Transmission Licence**") pursuant to ss. 57(b) and 60 of the *Ontario Energy Board Act, 1998* (the "**OEB Act**").

TIP-9 is jointly owned by Michipicoten First Nation ("**Michipicoten**" or "**Michipicoten FN**"), Chapleau Cree First Nation ("**Chapleau Cree**" or "**Chapleau Cree FN**"), Missanabie Cree First Nation ("**Missanabie Cree**" or "**Missanabie Cree FN**"), and Taykwa Tagamou Nation ("**TTN**") (collectively the "**First Nation Partners**"), and Transmission Infrastructure Partnerships Limited ("**TIP**").

Each of the First Nation Partners holds a 12.5% ownership interest and TIP holds the remaining 50% ownership interest in TIP-9. This ownership structure represents a true 50/50 partnership between the participating impacted First Nation Partners and TIP. The First Nation Partners will also be completely insulated against financial risks and dilution of their collective 50% ownership interest, an extremely novel and beneficial arrangement that is a meaningful step towards reconciliation particularly at this scale.

TIP-9 is committed to expanding its corporate membership to include other impacted and invited Indigenous communities. Upon receipt of the applicable IESO "hand-off letter" identifying project needs and issued in accordance with the OEB's regional planning process ("**Hand-Off Letter**"), TIP-9 intends to engage with all communities that the Crown, in consultation with First Nations and other Indigenous leadership, identifies as potentially impacted, with a view to ensuring that they have the opportunity to participate as appropriate and are otherwise presented with appropriate consultation opportunities. It is the intention of TIP-9 to conduct any expansion to its ownership structure in a way that offers new Indigenous partners the same protections that the current First Nation Partners benefit from; namely, complete insulation against financial risk and complete protection against the dilution of a collective 50% Indigenous ownership interest.

TIP is jointly and equally owned by ATX-TIP Holdings, Inc. ("**ATX-TIP**"), a Canadian subsidiary of Ameren Transmission Company LLC ("**ATX**"), and Vires Partners, Inc. ("**VPI**"). ATX is an operating subsidiary of Ameren Corporation. Ameren Corporation through its subsidiaries

(hereinafter collectively “**Ameren**”) owns and operates extensive transmission infrastructure across North America.

TIP-9, through the committed resources of its shareholders and their corporate parents and affiliates, has extensive and proven technical and financial expertise to undertake the proposed transmission activity in Ontario. As set out in further detail below, this network of expertise received favourable comment in the OEB’s recent approval of an application for an electricity transmission licence on the part of Transmission Infrastructure Partnerships 1 Limited (“**TIP-1**”), relating to a proposed project connecting the Porcupine Transformer Station in Timmins, Ontario (the “**Porcupine TS**”), and a proposed switching station near Crawford, Ontario.¹

TIP-9 is seeking an order granting it the Transmission Licence for a proposed two hundred sixty (260) km, single circuit 230 kV transmission line (built to IESO specifications) connecting the Wawa Transformer Station (the “**Wawa TS**”) and the Porcupine TS (the “**Transmission Line**”) and directly resulting in activities necessary for construction in the broader “**Transmission Project**”). The most likely route for the Transmission Line passes through the Traditional Territories of each of the First Nation Partners, and the Transmission Line’s two termination points (i.e., the Porcupine TS and the Wawa TS) are each located in the Traditional Territories of TTN and Michipicoten. The First Nation Partners represent four of the impacted First Nations whose Traditional Territories would most likely be traversed by the Transmission Line.

TIP-9 intends to apply to the Board for leave to construct the Transmission Project at a later date, following the grant of the requested Transmission License (should that be the OEB’s decision).

The proposed Transmission Line responds directly to the recommendations set out in the Independent Electricity System Operator’s (“**IESO**”) recent planning study, *Need for Northeast Bulk System Reinforcements* (the “**Planning Study**”, which is attached as **Schedule “A”**). More specifically, the Transmission Line is a complete response to the Planning Study’s recommendation for a new 230-kilovolt transmission line connecting the Wawa TS and the Porcupine TS, with an in-service date by 2030. Upon construction, the Transmission Project will therefore form part of the IESO’s broader plan “to address high growth in electricity demand driven by strong economic development, decarbonization initiatives and government policies” and “to ensure the adequacy and reliability of electricity supply up to the year 2042.”²

TIP-9 and the TIP-9-proposed Transmission Project will address a number of significant needs in the province in general and Northern Ontario in particular (as more fully discussed in the response to Item 17 of the Application). These benefits help to underscore the merits of TIP-9’s Application and include:

- **Indigenous Reconciliation and Resurgence.** TIP-9 represents a true model for Indigenous corporate leadership, which can serve as a template capable of replication in other endeavours across Ontario and is especially important in circumstances where the Transmission Line will be located in the Traditional Territories of the First Nation Partners.

¹ EB-2023-0084.

² IESO News: Electricity Plan Released for Northeast Ontario: <https://www.ieso.ca/Sector-Participants/IESO-News/2022/10/Electricity-Plan-Released-for-Northeast-Ontario>.

The First Nation Partners collectively hold equal (50%) majority equity ownership and shareholder positions in TIP-9, with each of the four First Nation Partners individually holding a 12.5% interest in TIP-9.

The First Nation Partners will have a meaningful voice and seat at the decision-making table through TIP-9's progressive and leading governance model. They will have an equal vote on key decisions relating to environmental, routing, contracting, and other key matters on an equal basis within TIP-9. They will have a vote, a voice, and a seat at the decision-making table from Day One through TIP-9's progressive Board of Directors model. 50% of TIP-9's most senior positions, including the Chair of the Board of Directors, are held by First Nations people. The First Nation Partners will also hold an equal number of votes from the inception of the company.

Further, the First Nation Partners will have a clear and agreed path to 100% ownership after 20 years of TIP-9, and they will be completely insulated from financial risks and any dilution of their collective 50% ownership interest, an extremely novel and beneficial arrangement that represents a meaningful step towards reconciliation, particularly at this scale.

TIP-9 anticipates that similar benefits will be extended to additional impacted or invited communities. Following receipt of the applicable Hand-Off Letter, it is TIP-9's intention in support of that objective to engage with all Indigenous communities that the Crown and the First Nation Partners identify as potentially impacted.

Finally, the Transmission Project will drive efficiencies and produce benefits for First Nations more broadly. In the context of a cost-effective approach for the project that makes use of competitive calls for tender, the First Nation Partners and TIP are each committed to ensuring a high degree of First Nations employment, contracting, procurement, support, and involvement in the Applicant company as well as in the proposed Transmission Project. TIP-9 is also committed to ensuring that project activities are conducted in accordance with the Canadian Council for Aboriginal Business's "Gold" standard certification.

- **Needed Electricity Infrastructure.** As mentioned above, the IESO has specifically identified the need for the proposed Transmission Line in its recent Planning Study. The Transmission Line forms part of the IESO's broader plan to respond to and facilitate anticipated high growth in electricity demand, thereby facilitating strong economic growth and decarbonization in the region.
- **Sustainable Development in Northern Ontario and as Part of Ontario's Larger Strategic Plans.** TIP-9 and the proposed Transmission Project help to advance Ontario's sustainable development objectives by facilitating: (i) the ability of Ontario to advance the Federal Government's decarbonization initiatives, which the IESO has identified as giving rise to increased energy needs, (ii) the ability of Ontario to advance its Critical Mineral Strategy and related economic activities, which include the development of renewable resources, (iii) employment in Northern Ontario, and (iv) more generally Ontario's transition to a lower carbon economy through very low emissions electricity infrastructure in Northern Ontario, an area where many communities are currently reliant on higher emissions sources of energy.

We request that the Board grant the Transmission Licence in order to support TIP-9 in its further development and ongoing financing of the proposed Transmission Project in an expeditious manner. Enclosed is the Applicant's completed application form, together with all attachments (the "**Application**"), as well as payment of the applicable filing fee. The Applicant is not currently seeking any exemptions from any licence or code requirements in connection with the Application, but it reserves the right to do so.

1. The Applicant

The Applicant is a single purpose corporation registered under the laws of Ontario. The First Nation Partners (collectively)³ and TIP (individually) each own an equal (50%) majority of the equity and shares of the Applicant. TIP-9's ownership consists of the following First Nations and corporation:

- TTN is a Cree First Nations band government and is designated as Band Number 145. It is located in the Cochrane District in Ontario and is represented by its Chief and Council.
- Michipicoten First Nation is an Anishinaabeg First Nations band and is designated as Band Number 225. It is located in the Algoma and Sudbury Districts in Ontario and is represented by its Chief and Council.
- Missanabie Cree First Nation is a Cree First Nations band and is designated as Band Number 223. It is located in the Algoma District in Ontario and is represented by its Chief and Council.
- Chapleau Cree First Nation is a Cree First Nations band and is designated as Band Number 221. It is located in the Sudbury District in Ontario and is represented by its Chief and Council.
- TIP is a corporation pursuant to the laws of Ontario. ATX-TIP and VPI each hold 50% of TIP. A comprehensive corporate organization chart is set out in the Application as part of Response #7 below.

As noted above, TIP-9 anticipates that its ownership will expand to include other impacted and invited Indigenous communities following receipt of the Hand-Off Letter for the Transmission Project.

2. The Proposed Transmission Project

The Applicant is in the process of planning and developing, and intends to construct, own, and operate new electricity transmission facilities between the area of Wawa and Timmins, Ontario.

More specifically, the Applicant has been active and diligent in its work on the Transmission Project to date. It plans to build a new 230 kV Transmission Line (built to IESO specifications), which will be approximately 260 kilometres in length and will connect the Wawa Substation in Wawa with the Porcupine Hydro One Network Inc. substation in Timmins. The two termination points for the proposed Transmission Line (i.e., the Porcupine TS and the Wawa TS) are solely

³ Michipicoten, Chapleau Cree, Missanabie Cree, and TTN each hold a 12.5% ownership interest in TIP-9, representing a collective 50% ownership interest between the First Nation Partners.

located in the Traditional Territories of TTN and Michipicoten. The Transmission Line also passes through the territories of Chapleau Cree and Missanabie Cree First Nations.

The Porcupine and Wawa substations will require some modifications to accommodate this new Transmission Line. TIP-9 will work actively and collaboratively with the IESO and Hydro One to ensure these modifications occur and fully support the development of the Transmission Line.

As detailed throughout this Application, the Transmission Project represents the implementation of one of the IESO's key recommendations to address anticipated increases in energy demand in the Northeast region, which are set out in the Planning Study. For the purposes of the Transmission Project, the key IESO recommendation is:

To ensure reliable supply to both Timmins and west of Mississagi areas (including Northwest), this plan recommends a new single circuit 230 kV transmission line (built to 500 kV standards) between Wawa TS and Porcupine TS.⁴

The Transmission Project is expected to help support the continued growth and decarbonization of the region. It is also expected to give rise to Indigenous employment and approximately 300 jobs (and many indirect jobs) during the peak construction period and an estimated 5-10 ongoing permanent jobs (and many indirect jobs) once construction is complete.

The Transmission Project would also advance the IESO's objectives to strengthening relationships with Indigenous peoples, as well as its higher-level objective to "build the capacity of Indigenous people and communities, and create opportunities in support of fair and equitable participation in Ontario's electricity sector".⁵ The Transmission Project will, in particular, advance the following principles from the IESO's Corporate Indigenous Policy:

- 3.1.1 The IESO's goal to foster mutual trust, accountability, understanding, and respect as the critical foundations for relationships with Indigenous communities.
- 3.1.2 The IESO's goal to take actions that will lead to meaningful outcomes for electricity sector participation, consistent with the IESO's commitment to an affordable and reliable supply of electricity.
- 3.1.3 The IESO's goal to be inclusive of Indigenous perspectives and interests and promote diversity within its workforce.
- 3.1.4 The IESO's goal to support capacity building of Indigenous communities and peoples, particularly youth, to enable equitable participation in the electricity sector.

3. Technical and Financial Expertise, Experience and Resources

The Applicant brings a high level of proven technical and financial expertise and experience in electricity transmission and other resources to the proposed TIP-9 project through its shareholders and corporate parents.

⁴ Planning Study, page 33.

⁵ IESO Corporate Indigenous Policy, located at: <https://www.ieso.ca/en/Get-Involved/Indigenous-Relations/Indigenous-Communities/Corporate-Indigenous-Policy>. See in particular page 2 of the Policy.

The strength of the Applicant's proposal arises in part from its leadership team. Each of the Applicant's directors brings deep experience that is relevant to the proposed electricity Transmission Project and will support the project's success. TIP-9 is also committed to Equity, Diversity and Inclusion and benefits from the fact that 50% of its most senior positions, including the Chair of the Board of Directors, are held by First Nations people. Its Chair of the Board, Chief Patricia Tangie, is a female Indigenous leader who is dedicated to building unity and has first-hand experience in large-scale electricity transmission projects. The First Nation Partners have a meaningful voice and seat at the decision-making table through TIP-9's progressive and leading governance model. They will have an equal vote on key decisions relating to on environmental, routing, contracting, and other key matters on an equal basis within TIP-9.

TIP-9's directors and officers are:

- Chief Patricia Tangie is Chair of the TIP-9 Board of Directors as well as a director. She has been Chief of Michipicoten since 2017 and previously served for one term as a Councillor. Patricia has a demonstrated commitment to two-eyed seeing: seeing the values and teachings of her Ancestors and Elders through one eye and applying a western lens with the other eye.

Chief Tangie has opened many doors for Indigenous people and bridged the gap between two worldviews. As a board member for a provincial funding agency, she was instrumental in having a subcommittee of the Board meet in 13 small Northern communities. Six of the thirteen meetings were held in First Nations adjacent to Municipalities, which in the early 1990s was not a common practice. Indigenous leaders expressed how this was the first time government and industry leaders attended their First Nations.

Chief Tangie was the first Indigenous Resource Liaison for the Province of Ontario. During her tenure a consultation approach was developed with various northeastern Ministry Liaisons. A similar consultation approach was used in the Districts of Chapleau, Timmins, Sudbury, Kirkland Lake, and Sault Ste. Marie.

Michipicoten was part of Bamkushwada LP, which was a partner with Nextbridge Infrastructure in the development, ownership and operation of the East West Tie transmission project, an experience which provided Chief Tangie with an intimate understanding of all things "transmission project". Michipicoten negotiates frequently with Hydro One and Algoma Power on matters both ancillary to, and essential for, its transmission projects, providing Chief Tangie with another "up close and personal" appreciation of infrastructure projects.

- Chief Bruce Archibald is a director with TIP-9, as well as director with and Chair of the TIP-1 board of directors. He has been Chief of TTN since 2016, following 10 years as a member of TTN's Council. Bruce held line and management positions in the energy and forestry industries for many years before dedicating himself to public service. He has experience with regulated power infrastructure projects, including hydro and solar projects, including leadership experience on Peter Sutherland Sr. Hydroelectric (34% TTN ownership interest of \$300M with OPG), Yellow Falls Hydroelectric (12.5% TTN ownership interest of \$100M with Boralex), and Cochrane Phase 3 Solar Project (18.75% TTN ownership interest of \$120M with Northland).

- Chief Jason Gauthier is a director with TIP-9. He has been Chief of Missanabie Cree since 2013, having previously served for one term as Councillor. Jason strives in his work to achieve a balance between economic sustainability and community wellbeing. He has played key leadership roles on such projects as Resource Revenue Sharing and First Nation led Passenger Rail service. He was also instrumental in establishing partnerships with Cormorant Utility Services and the Morris Group, both suppliers to numerous Ontario regulated power players.
- Chief Keeter Corston is a director with TIP-9. He has been chief and deputy chief of Chapleau Cree for 22 years. His Cree names are Mikisew Innenew (Eagle Man) and Mis Tah Tim (Horse). Having lived in the bush all his life, he is deeply connected to the land. He has completed two four-year Sundance ceremonies and participated in many other Sundances as a helper (scabee). He is a pipe carrier, sweat-lodge keeper, and very well versed on Chapleau Cree's customs and traditions. Throughout his tenure he has been a strong advocate for the implementation of First Nations' land and governance rights, including in a wide range of negotiations and tables with industry in a variety of sectors, and with both the federal and provincial governments.

Chief Corston has extensive experience with building consensus and coalitions among First Nation members of the Nishnawbe Aski Nation and the Mushkegowuk Tribal Council, particularly to advance collective actions to protect Treaty Nations' rights and the long-term health of the lands, waters, and animals in their traditional territories.

He played a leadership role in building and implementing a coalition among Chapleau Cree First Nation, Brunswick House First Nation and Chapleau Ojibwe First Nation to negotiate and then work successfully with Goldcorp in connection with the Borden Gold Project.

In or around 2010-2011, he led the creation of and Chaired the Regional Chiefs' Forum comprised of six First Nations, which has since developed into Wahkohtowin Development GP Inc., a social enterprise made up of Chapleau Cree First Nation, Missanabie Cree First Nation and Brunswick House First Nation, that actively pursues the future needs of communities through the renewal of cultural practices and upholding of rights to create sustainable resource management. Through Wahkohtowin, the three First Nations have worked together to advance their interests with each of the forestry companies operating in their area, particularly GreenFirst.

Chief Corston played a leadership role in building a partnership among Chapleau Cree First Nation, Missanabie Cree First Nation, and Pic Moberg First Nations to purchase the Hornepayne mill near Hornepayne, Ontario and the Cogeneration Plant to sustainably burn the wood waste from the mill (an approximately 16-megawatt project). The First Nations' partnership collectively has one-third of a 30% voting interest in the project.

For close to 15 years, Chapleau Cree First Nation has also been part owner of the HydroMega White Otter Falls dam project on the Kapuskasing River.

- Shawn Schukar is a director and Senior Vice President with the Applicant, a director with TIP-1, and is the Chairman and President of Ameren Transmission Company, where he leads the development of new transmission and is responsible for the operations, planning and policymaking relating to Ameren's transmission system. He has more than

30 years of experience in the utility industry, including overseeing network, distribution and generation connections, along with engineering, regulatory and risk management.

- Vincent Buron is CEO and a director with the Applicant, as well as the President and Managing Director of TIP-1. He has over 25 years of industry experience. He was the Chief Operating Officer of Brookfield Power (as it was then known), one of the world's largest pure-play renewable power funds. Vincent was also a Managing Director at Hydro-Quebec with responsibilities for new project development. He has led efforts to secure billions of dollars in financing for the organization of Indigenous-led projects over the course of his career, including in his capacity as Chief Executive Officer of Qikiqtaaluk Corporation. He brings an in-depth understanding of Indigenous culture, infrastructure project development, construction, operations and financing.
- David Waldron is a director and Chief Financial Officer with TIP-9. He has 25 years of experience in helping businesses design their strategies and seek financing based on those strategies. David joined SECOR Consulting and helped grow the firm from its Canadian routes to become a boutique international strategy firm and Canada's largest independent management consultancy. He joined KPMG's Business Advisory team in 2012 and became KPMG's Global Lead Partner for Mining Strategy, where he participated in the development of the electric power infrastructure of resource extraction projects. He also has experience with the array of Vires ventures, where he has been CFO since 2019.
- Stephen Lee is a director with the Applicant, a director and Vice President of TIP, and Vice President and the Deputy General Counsel at Ameren Corporation, leading the Legal Department of over 40 professionals in support of Ameren's various power companies. Stephen has over 25 years' experience as a practicing attorney licensed in Illinois and Ohio. Prior to joining Ameren in 2020, Stephen was a Managing Counsel at BP for almost 20 years, leading the downstream legal team in the Americas.
- Jackie Becker is the Vice President Engineering and Construction with TIP-9. She is also the Vice President of Engineering and Construction for Ameren Transmission. Her responsibilities include the overall execution of Ameren's approximately \$1 billion annual transmission capital budget by leading the engineering design, project management, and construction organizations for all transmission substation and line projects.
- Mike Gaul is Vice President of Business Development with the Applicant. He has been developing businesses in close cooperation with Canada's Indigenous communities for over 25 years. He has extensive experience in community services that have improved the quality of life of Indigenous Elders and youth, the development of Indigenous-led businesses, the negotiation of large-scale development contracts, and the coordination of financing for major infrastructure programs where Indigenous communities are involved.

The Applicant brings to bear the extensive electricity transmission expertise of its shareholders and their corporate parents and affiliates. A detailed corporate organization chart is provided in the Application as part of Response #7, with the key attributes of the relevant and engaged corporate entities summarized below:

- The First Nation Partners each bring extensive experience and expertise from their role in the early development of this project. They have been deeply engaged in all aspects

of the early project development work for the Transmission Project. The First Nation Partners also benefit from their unique relationship with its lands and the geographic area. The Transmission Project's corridor is located on the traditional territory of the First Nation Partners, providing them with, among other things, unique expertise relevant to any potential environmental impacts of the project, as well as enhanced capabilities to work with potentially affected land users/rights holders, communities, and others that may be affected by the project.

- TIP is equally owned between ATX-TIP, a Canadian subsidiary of ATX, and VPI. TIP has formed several project joint venture companies with First Nations members to develop, construct, own and operate transmission projects in Canada. TIP benefits from the extensive experience of both parent companies and their affiliates in the fields of large-scale electricity transmission infrastructure ventures, significant energy and transmission projects, and partnerships with Indigenous communities.
- Ameren Corporation is a Fortune 500 company that is among the largest investor-owned electric and gas utilities in North America with more than USD \$42 billion in assets. Ameren Corporation through its subsidiaries serves 2.4 million electric customers and more than 900,000 natural gas customers across 166,000 square kilometres in Illinois and Missouri. Ameren prides itself on operating safely and maintaining financial strength while providing reliable, reasonably priced energy in an environmentally responsible fashion. It draws upon tremendous expertise that runs across all the core functional areas of the electricity transmission business, including over 400 full-time professionals working in regulatory, planning, engineering and design, construction management, project management, compliance, scheduling, cost engineering, operations, and asset management.

Both TIP and TTN will also benefit from their ongoing experience as joint owners of TIP-1. TIP-1's activities will further strengthen the expertise of TIP-9's corporate network by providing it with direct experience in the same approximate area as TIP-9's proposed Transmission Project. TIP-1's project will consist of approximately 42 km of 230 kV transmission line connected to a switching station, to be constructed, owned and operated by TIP-1 at the Crawford Mine in the vicinity of Crawford, Ontario. The transmission line will connect with the Porcupine TS in Timmins, Ontario.

Since the OEB's approval of TIP-1's Transmission Licence earlier this year, TIP-1 has made significant progress in its work. In particular, TIP-1 has significantly advanced the necessary Class Environmental Assessment, and it is in the advanced stages of work on necessary permitting.

Subject to the OEB's approval of TIP-1's anticipated Leave to Construct, TIP-1's Crawford Transmission Line will be the first Indigenous-led transmission line to be commissioned in Ontario (commissioning anticipated for June 2027).

4. Lexi Decision

The Board's 2009 decision concerning Lexi Transmission Corporation's application for an electricity transmission licence (EB-2009-0164, the "**Lexi Decision**") established two threshold tests that have been considered in subsequent decisions, including in the recent OEB decision

approving the application of TIP-9's corporate affiliate, TIP-1 (the "**TIP-1 Approval**").⁶ The two threshold tests are:

1. Whether there is a specific project which underpins the application; and
2. In the absence of a specific project, whether the applicant is engaged in transmission activity elsewhere and whether it has the necessary technical and financial expertise to undertake transmission activity in Ontario.

The specific project underpinning the Application is the proposed Transmission Project, which is described in section 2 above and in full detail in the enclosed Application. The Applicant currently has no existing transmission assets in Ontario, but its broader corporate network includes numerous transmission assets outside of Ontario, consistent with other recent, successful transmission license applicants, including the TIP-1 Approval. Michipicoten FN also owns a one-sixth of 20% ownership interest in the East West Tie transmission project, as stated above.

Should the Board approve this Application, the Applicant intends to bring an application to the Board for leave to construct the requisite portions of the proposed Transmission Project, which will ultimately satisfy the IESO Planning Study's recommendation for a new 230-kilovolt transmission line connecting the Wawa TS and the Porcupine TS, forming an essential part of the IESO's broader plan to address high growth in electricity demand in the Northeast region.

On the basis of a substantially similar written⁷ record in the TIP-1 Approval, the OEB found that TIP-1 satisfied Part 1 of the test in the Lexi Decision. In so finding, the OEB concluded the following:⁸

- While TIP-1 did not yet own or operate a transmission system in Ontario, TIP-1's application was recognized as constituting sufficient information pertaining to a specific project that underpinned the application for a transmission licence.

TIP-9 respectfully submits that the same evidence is available and the same finding should apply in this Application.

The Applicant therefore submits that it satisfies Part 1 of the test in the Lexi Decision and that it is unnecessary to consider Part 2 of the Lexi test.

In the event the Board disagrees and requires consideration of Part 2 of the Lexi test, the Application sets out the significant transmission activity outside of Ontario and the extensive technical and financial expertise that the Applicant, its shareholders and their corporate parents and affiliates bring to the proposed Transmission Project. This is also summarized in Appendix – Response 9 of the Application and Section 3 above. The Applicant's resources, available to it through contractual agreements with its Affiliates and corporate parents, currently own and operate over 13,274 kilometres of transmission line (over 100 kV) and 466 substations. Since

⁶ EB-2023-0084. The two other relevant precedents that TIP-9 has identified are EB-2015-0264 and EB-2021-0088.

⁷ The OEB's decision was rendered on the basis of a written record.

⁸ See in particular pages 1-2 of the TIP-1 Approval.

2015, this includes placement of over 800 kilometres of new transmission lines in service on newly acquired rights-of-way.

The Applicant also has resources available to it through agreements with its corporate parents and affiliates, providing the Applicant with significant financial and transmission expertise. For example, Ameren's Federal Energy Regulatory Commission ("**FERC**")-Regulated Transmission Rate Base in Illinois is USD \$6.16 billion as of the end of 2022. Ameren is currently developing over CAD\$5.3 billion of transmission projects through 2027. It has operated transmission infrastructure for over 100 years, including experience working with all types of construction, designs, terrain challenges, and site conditions. It draws upon tremendous expertise that runs across all the core functional areas of the business, including over 400 full-time professionals working in regulatory, planning, engineering and design, construction management, project management, compliance, scheduling, cost engineering, operations, and asset management.

In the TIP-1 Approval, the OEB provided additional favourable comments relevant to this second prong of the Lexi Decision, including:

- TIP-1 was recognized as having provided sufficient information on its technical and financial expertise to demonstrate that it had the qualifications and expertise to undertake transmission activity in Ontario.
- The OEB noted TIP-1's evidence to the effect that, together with its affiliates, it possesses significant experience in asset management, operations and maintenance of transmission and distribution assets.
- The OEB also noted TIP-1's evidence that, through its affiliates, it had the financial feasibility and security to plan, develop, construct, own, operate and maintain electricity transmission facilities in Ontario.

TIP-9 respectfully submits that, in the event the OEB chooses to consider the second prong of the test from the Lexi Decision, the same evidence is available and the same findings should apply in this Application as in the TIP-1 Approval.

5. Effective Date

TIP-9 respectfully requests that the OEB grant and make effective the requested Transmission Licence at its earliest convenience and, if possible, by February 28, 2024, at the latest.

In the alternative, the Applicant requests that the Board approve and make effective the Transmission Licence on the earliest of the following dates:

1. The date upon which the Minister of Energy directs the OEB to amend or otherwise have reflected in an electricity transmission licence issued to TIP-1 a requirement that TIP-1 proceed to develop and seek approvals in respect of the Transmission Project;
2. The date upon which the OEB is satisfied that the Applicant has been selected by appropriate authorities as a developer of transmission assets in Ontario; or
3. The date upon which the OEB, on the basis of the Applicant's application, amends schedule 1 of the licence to specify the transmission facilities to be owned and/or operated by the Applicant.

The Applicant requests that the Board (i) specify the proposed Transmission Line to be operated by the Applicant in Schedule 1 of the License and allow it to be effective immediately or (ii) in the alternative, amend Schedule 1 of Licence after it has been granted to reflect the final effective date once the Board determines that the relevant triggering event has occurred.

6. In-Service Date

It is the Applicant's intention to complete the Transmission Project on a schedule that allows for an in-service date of 2030 or earlier. Achieving this goal is contingent on a successful application to the Board for leave to construct the Transmission Project. The Applicant's current estimate is that it will file an application for leave to construct by 2025 to provide the time necessary for OEB consideration of the application and, in the event of OEB approval, the subsequent construction of the Transmission Project in advance of the anticipated in-service date.

7. Confidentiality Requests

The Applicant requests confidential treatment for the following information contained in the Application:

- Information in Item 10 of the Application, with the exception of the names and positions of the individuals referenced. This request is consistent with the Board's position set out on page 1 of the Application Instructions.

8. Procedural Steps and Contact Information

The Applicant requests that the Board consider the Application by way of a written hearing. The Applicant also requests that the Board direct all correspondence concerning the Application to:

Resilient LLP

Bay Adelaide Centre
333 Bay Street, Suite 625
Toronto, ON M5H 2R2

Attention:

Elisabeth (Lisa) DeMarco
Tel: 647-991-1190
lisa@resilientllp.com

Nicholas Daube
Tel: 416-768-8341
nicholas@resilientllp.com

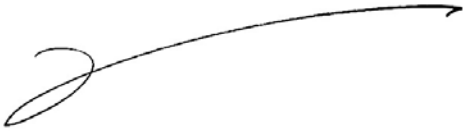
Transmission Infrastructure Partnerships 9 Limited

40 Temperance Street, Suite 3200
Bay Adelaide Centre – North Tower
Toronto, ON M5H 0B4

Attention:

Vincent Buron
Chief Executive Officer
Tel: (416) 572-2144
v.buron@virespartners.com

Sincerely,

A handwritten signature in black ink, consisting of a large, sweeping loop that extends to the right and then curves back down to the left, ending in a small arrowhead.

Lisa (Elisabeth) DeMarco

Encl.



Application Instructions

1. Purpose of this form

The purpose of this form is to collect information to determine whether the Applicant will be granted a licence to transmit electricity.

2. Structure of the Application Form

This form contains the following sections:

- A General Information;
- B Corporate Information;
- C Notice and Consent;
- D Acknowledgement

Note: The Board shall keep confidential the information in Item 10, Section B of this form, with the exception of the names and positions held of key individuals. All other information filed as part of this application will be considered public. Where the applicant objects to public disclosure of the information, the applicant must follow the Ontario Energy Board's approved Guidelines for Treatment of Filing made in confidence, effective March 19, 2001.

3. Completion Instructions

PRINT CLEARLY or TYPE all information in BLACK. Please send the completed form and two copies of all attachments to:

Board Secretary
Ontario Energy Board
2300 Yonge Street
P.O. Box 2319, 26th Floor
Toronto, ON M4P 1E4

4. Licence Fees:

Application Fees:

A non-refundable application fee is required to process your application. Please enclose a cheque or money order made payable to the **ONTARIO ENERGY BOARD**.

Note:

The Licencee may be required to pay an annual fee.

5. Important Information:

As a licenced Electricity Transmitter, the licensee may be subject to additional obligations as required by the Independent Electricity System Operator (IESO) and as established under section 70 of the *Ontario Energy Board Act, 1998*.

The issuance of an electricity transmission licence does not guarantee accreditation by the IESO or connection to a transmission or distribution system.

REMARQUE:

Ce document est disponible en français.

For Office Use Only	
Application Number	
Date Received	

A. General information

1. Type of Application

New licence	<input checked="" type="checkbox"/>
Renewal	<input type="checkbox"/>
Amendment to an existing Licence	<input type="checkbox"/>

2. Applicant

Please provide the following information about the Applicant			
Full Legal Name of Applicant Transmission Infrastructure Partnerships 9 Limited		Ontario Corporation Number, Canadian Corporation Number or Business Registration Number 1000742591	Date of Formation or Incorporation December 18, 2023
Business Address: 40 Temperance Street, Suite 3200, Bay Adelaide Centre - North Tower			
City Toronto	Prov. Ontario	Country Canada	Postal/Zip Code M5H 0B4
Phone Number 416-869-5300	FAX Number	E-Mail Address (if applicable)	

3. Primary Contact for this Application

Please provide the following information about the Primary Contact for this Application:				
Mr. <input type="checkbox"/>	Mrs. <input type="checkbox"/>	Last Name: DeMarco	Full First Name: Elisabeth (Lisa)	Initial:
Miss <input type="checkbox"/>	Ms. <input checked="" type="checkbox"/>	Position Held: Senior Partner and CEO		
Other: _____				
Contact Address (if R.R., give Lot, Concession No. and Township) Resilient LLP, Bay Adelaide Centre, 333 Bay Street, Suite 625				
City Toronto	Province Ontario	Country Canada	Postal/Zip Code M5H 2R2	
Phone Number 647-991-1190	FAX Number	E-mail Address (if applicable) lisa@resilientllp.com		

4. Transmission Facilities

Please provide a description of the transmission facilities involved in this Application:	
Please see appendix at Response 4.	

B. Corporate Information

Organizational

5. Business Classification

Please indicate the Applicant's Business Classification (check appropriate type below):

- Sole Proprietor
- Partnership
- Corporation
- Other (describe) _____

6. Business Activities

Please provide a description of the Applicant's business activities:

Please see appendix at Response 6.

7. Affiliates of the Applicant

a) Please provide the following information for all Affiliates of the Applicant:

Full Legal Name of Affiliate Company:

Please see appendix at Response 7.

Business Address:

City	Prov.	Country	Postal/Zip Code
Phone Number	FAX Number	E-Mail Address (if applicable)	

Description of Business Activities:

b) Please attach a Corporate organization chart describing the relationships between the Applicant and its Affiliates and, if applicable, the respective ownership percentages by the Applicant in each Affiliate.

Please see appendix at Response 7.

8. Energy Sector Activities

Has the Applicant or an Affiliate undertaken any energy sector activities in Ontario or any other jurisdiction? If yes, please provide the following information for each:	Yes No <input type="checkbox"/> <input type="checkbox"/> Please see appendix at Response 8.
Full Legal Name of Company:	Licence/Registration Number:
Jurisdiction:	Type of Business Activity (e.g. Generation, Transmission, Distribution):