

**BEFORE THE PUBLIC SERVICE COMMISSION  
OF THE STATE OF MISSOURI**

In the Matter of the Application of Grain Belt Express )  
Clean Line LLC for a Certificate of Convenience and )  
Necessity Authorizing it to Construct, Own, Operate, )  
Control, Manage, and Maintain a High Voltage, Direct ) Case No. EA-2016-0358  
Current Transmission Line and an Associated Converter )  
Station Providing an Interconnection on the Maywood- )  
Montgomery 345 kV Transmission Line )

In the Matter of the Joint Application of Invenegy )  
Transmission LLC, Invenegy Investment Company )  
LLC, Grain Belt Express Clean Line LLC and Grain ) Case No. EM-2019-0150  
Belt Express Holding LLC for an Order Approving )  
the Acquisition by Invenegy Transmission LLC of )  
of Grain Belt Express Clean Line LLC )

**NOTICE OF COMPLIANCE**

Grain Belt Express Clean Line LLC (“Grain Belt”), for its Notice of Compliance to the Missouri Public Service Commission (“Commission”) states as follows:

1. On March 20, 2019, the Commission issued its Report and Order on Remand granting Grain Belt’s application for a Certificate of Convenience and Necessary (“CCN”) in Case No. EA-2016-0358, which took effect on April 19, 2019. In its Report and Order on Remand, the Commission adopted and incorporated the conditions agreed upon by Grain Belt and Commission Staff as set forth in Exhibit 206, which was attached to the Report and Order on Remand as Attachment 1.

2. Section III.4 of Exhibit 206 requires Grain Belt to file “annual status updates” on discussions with Staff regarding the need for additional studies of the impacts of Grain Belt’s facilities on other facilities in Missouri, a summary of the results of any additional studies, and any mitigation measures that have been implemented to address underground metallic structures, telecom facilities and AC lines.

3. On June 5, 2019, in Case No. EM-2019-0150, the Commission issued a Report and Order approving the acquisition of Grain Belt by Invenergy Transmission LLC (“Invenergy”). That Report and Order was amended on September 11, 2019 to clarify that Invenergy will be required to exercise its control such that Grain Belt complies with all conditions placed on the granting of its CCN, not that Invenergy will be required to independently comply with each of those conditions. The Amended Report and Order was effective on September 21, 2019.

4. The Amended Report and Order in Case No. EM-2019-0150 approved the acquisition of Grain Belt by Invenergy subject to the same conditions placed upon Grain Belt in the Report and Order on Remand in Case No. EA-2016-0358, including Exhibit 206.

5. In compliance with Section III.4 of Exhibit 206, as adopted and incorporated by the Report and Order on Remand in Case No. EA-2016-0358 and the Amended Report and Order in Case No. EM-2019-0150, Grain Belt submits the Annual Report attached hereto as **Exhibit A**.

WHEREFORE, Grain Belt requests that the Commission take notice of its compliance with the condition cited above.

Respectfully submitted,

/s/ Andrew O. Schulte

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ATTORNEYS FOR GRAIN BELT EXPRESS CLEAN LINE LLC

CERTIFICATE OF SERVICE

I hereby certify that a copy of the foregoing was served upon all parties of record by email or U.S. mail, postage prepaid, this 15<sup>th</sup> day of April, 2020.

/s/ Andrew O. Schulte  
Attorney for Invenergy Transmission LLC

April 15, 2020

Hon. Morris Woodruff  
Chief Regulatory Law Judge  
Missouri Public Service Commission  
200 Madison Street, PO Box 360  
Jefferson City, MO 65102-0360

RE: Grain Belt Annual Report

Dear Judge Woodruff,

Pursuant to Exhibit 206 of the March 20, 2019 Report and Order on Remand in Case No. EA-2016-0358, and the June 5, 2019 Amended Report and Order in Case No. EM-2019-0150, Grain Belt Express Clean Line LLC (“Grain Belt”) hereby submits an annual status update. While the “annual status update” required by Exhibit 206, Section III.4 only requires Grain Belt to address the impacts of its facilities on other nearby facilities in Missouri, this filing addresses the required information and also provides a general progress update for the benefit of the Missouri Public Service Commission (“Commission”) and the public.

## General Overview

The development of the Grain Belt Express Project (“the Project”) continued to advance in 2019 under the direction of Invenergy Transmission LLC (“Invenergy”) pursuant to a Membership Interest Purchase Agreement (“MIPA”) and Development Management Agreement (“DMA”), each dated November 9, 2018, under which Invenergy would acquire 100% of Grain Belt, including the Project assets, from its original owner, Clean Line Energy Partners LLC (the “Transaction”).

As described further herein and reflected in the Notice of Closing filed on March 6, 2020, as of January 2, 2020, all of the conditions precedent required to close the Transaction under the MIPA were met, and Invenergy closed the Transaction on January 28, 2020.

Project development activities in 2019 and now in Q1 of 2020 have focused on completing the conditions precedent required to close the Transaction and performing ramp-up activities in preparation for significant development activity in 2020 and 2021. This has included:

- a rebranding of the Project and a new Project website;
- outreach to numerous state and local officials and other stakeholders to introduce Invenergy as the new Project owner and to provide a status update;
- issuing easement payments to landowners with active easements along the Project route;
- establishing field offices to support development efforts;

- building out the Invenergy Project team, including adding in-house development and project management personnel dedicated to the Project; and
- implementing a contractor selection process for Project development services to commence in 2020, including engineering, environmental permitting, and land services.

## State Regulatory Approvals and Appeals

### Missouri

#### *Certificate of Convenience and Necessity*

On March 20, 2019 the Commission issued an Order granting Grain Belt's application for a Certificate of Convenience and Necessary ("CCN") in Case No. EA-2016-0358, which took effect on April 19, 2019. That Order was later appealed to the Eastern District of the Missouri Court of Appeals on May 14, 2019 by Eastern Missouri Landowners Alliance d/b/a Show Me Concerned Landowners, the Missouri Landowners Alliance, and Christina Reichert and on May 23, 2019 by the Missouri Farm Bureau Federation.

On December 17, 2019 the Eastern District of the Missouri Court of Appeals issued an Opinion in Case No. ED107886 dismissing the plaintiffs' appeal of the CCN.

On January 21, 2020 the Eastern District of the Missouri Court of Appeals denied plaintiffs' request to transfer the case to the Missouri Supreme Court.

On March 17, 2020 the Missouri Supreme Court denied Appellants' applications to transfer ED107866 from the Eastern District of the Missouri Court of Appeals, making the decision issued in Case No. EA-2016-0358 final and unappealable.

#### *Acquisition*

On June 5, 2019 in Case No. EM-2019-0150 the Commission issued a Report and Order approving Invenergy's acquisition of Grain Belt. That Report and Order was amended on September 11, 2019 to clarify that Invenergy will be required to exercise its control such that Grain Belt complies with all conditions placed on the granting of its CCN, not that Invenergy will be required to independently comply with each of those conditions. The Amended Report and Order was effective on September 21, 2019.

On October 10, 2019, Show Me Concerned Landowners and Joseph and Rose Kroner filed a notice of appeal of the Commission's decision in Case No. EM-2019-0150 in the Western District of the Missouri Court of Appeals. Briefing has concluded and oral argument has been set for May 20, 2020. A decision is expected by late summer 2020.

### Kansas

#### *Acquisition*

On June 18, 2019 in Docket No. 19-GBEE-253-ACQ the Kansas Corporation Commission ("KCC") issued an Order Approving Unanimous Settlement Agreement approving Invenergy's acquisition of Grain Belt. There were no appeals of the Order.

### *Siting Permit Amendment*

On September 26, 2019 in Docket No. 13-GBEE-803-MIS the KCC issued an Order Granting Joint Motion to Replace Sunset Provision with Settlement Deadlines which amended Grain Belt's siting permit for the Project to account for an updated Project schedule, and to replace the previous sunset date of the permit with a series of development milestones. There were no appeals of the Order.

### **Indiana**

On January 2, 2020 the Indiana Utility Regulatory Commission ("IURC") issued an Order in Cause No. 45294 approving Invenergy's acquisition of Grain Belt. There were no contested issues in the proceeding and no appeal of the IURC decision. This Order represented the final condition precedent required for Invenergy to close on its acquisition of Grain Belt pursuant to the MIPA, which occurred on January 28, 2020.

### **Federal Energy Regulatory Commission Filings**

Grain Belt has made no filings with the Federal Energy Regulatory Commission ("FERC") since the effective date of its Missouri CCN.

### **Project Development Team**

In Q4 2019 Invenergy conducted a comprehensive request for proposals ("RFP") to solicit qualified, experienced consultants to advance Project development needs for land, environmental, and engineering services. As a result of the RFP process, Invenergy has built a highly experienced and reputable team, as described below.

#### **Invenergy Development Team**

Invenergy has built a cross-functional internal team of over 20 engineers, developers, analysts and other professionals to manage the design and development of the Project. Eric Miller, a long-time member of Invenergy's development team has been assigned to lead the Project to the start of construction.

#### **Land**

Invenergy and Grain Belt have contracted with an industry-leading land services provider with a 35-year history of executing linear infrastructure projects throughout North America, including several multi-state transmission line projects to assist in its easement acquisition work. Its clientele includes many major utilities and independent power producers, and the land services provider has successfully negotiated land agreements for over 40,000 miles of rights-of-way.

The land services provider has been retained by Invenergy and Grain Belt to investigate property ownership, prepare easement packages for all Kansas and Missouri parcels of land on which the Project will require an easement to construct its facilities, and hire and train qualified land agents who will interface with property owners and negotiate easement agreements.

Please see land update below for more detail on land related activities.

### **Transmission Line Engineering and Environmental Permitting**

Invenergy and Grain Belt have contracted with a transmission line engineering and environmental permitting firm that is a 100% employee-owned company and has been executing all facets of transmission line design and other infrastructure projects for myriad clients worldwide for over 40 years, including numerous High Voltage Direct Current (“HVDC”) transmission line projects. The firm has been retained by Invenergy and Grain Belt to advance the design of the Project transmission line, secure environmental permits required by federal and state agencies to construct the Project, and act as an overall project manager to coordinate between Project disciplines.

Invenergy, Grain Belt and the firm are working to advance transmission line design, including preliminary structure locations and calculation of loads needed for final structural design and optimization.

The firm has identified certain parcels where Grain Belt would like to have survey access in 2020. Invenergy and the firm are in discussions with relevant permitting agencies (US Army Corps of Engineers, US Fish and Wildlife Service, et al) to discuss/confirm the Project’s survey approach and permitting plan.

### **Converter Station Engineering**

Invenergy and Grain Belt have contracted with an engineering firm with international expertise on HVDC technology design and implementation, which has worked on every HVDC project that has been recently constructed in North America. The engineering firm has been retained by Grain Belt to perform transmission system studies that will assist system operators in evaluating the integration of Grain Belt with the existing transmission system, and oversee HVDC vendors to design, manufacture, test, and implement the AC-DC converter stations that will collect and deliver energy to be shipped on the Grain Belt transmission line.

## **Land and Local Engagement Update**

### *Payment on Existing Easements*

To demonstrate its commitment to invest in Grain Belt and in communities and landowners along the route, in Q3 2019 Invenergy made easement payments on all easement agreements that had been signed by the Project’s previous owner, Clean Line, and were still active when Invenergy signed the MIPA.

### *Project Material Development and Deployment*

During the remainder of Q4 2019 through Q1 2020, Invenergy focused on local outreach and Project rebranding to introduce Invenergy as the new Project owner, including updating the Project website ([www.GrainBeltExpress.com](http://www.GrainBeltExpress.com)) and fact sheets and other materials.

### *Local Outreach*

Q4 2019 – Q1 2020: Invenergy staff met with the following stakeholders in Missouri and Kansas:

- All 8 Missouri County Commissions in open session;
- County Farm Bureaus, USDA Offices;
- County Road Departments, local EMS, local economic development and chambers of commerce where such groups exist in counties along the route.

### *Grain Belt Field Office Openings*

Q4 2019 – Q1 2020: 2 field offices open in Missouri and 1 in Kansas to provide a home base for land agents and a convenient meeting space for landowners and Invenergy consultants and staff:

- Dodge City, KS;
- St. Joseph, MO;
- Moberly, MO;

### *Ongoing Land Efforts*

Invenergy began preliminary title research and survey access work in early 2020 with the intent of fully deploying land agents in Q2 2020 to discuss easement packages with landowners. However, due to emerging concerns about COVID-19, Invenergy has adjusted its strategy accordingly and continues to evaluate its expected timeline for pursuing easements.

Prior to COVID-19 restrictions, in early 2020, title agents were deployed to county courthouses to pull property deeds to confirm current land ownership and prepare easement packages for properties along the Project route. Land agents were also deployed in Missouri to discuss survey access with landowners for certain parcels identified as priorities by Project environmental and engineering teams, with surveys expected to be conducted later in the year.

Throughout these land efforts, all land staff followed governmental directives regarding COVID-19. As the unprecedented novel COVID-19 situation evolved, all land staff (5 title agents and 2 land agents) were recalled from the field and all land staff and Invenergy staff began working remotely. All Invenergy and land personnel will continue working remotely and no in-person contact will be made with landowners or other members of the public until it is deemed safe to do so. While we have halted in-field activity and in-person meetings for the safety of Missourians and our personnel, we are proceeding with all other activities we can to advance the project.

## **Nearby Utility Facilities**

Exhibit 206 to the CCN Order in Case No. EA-2016-0358 requires Grain Belt to file "annual status updates" on discussions with Staff, a summary of the results of any additional studies, and any mitigation measures that have been implemented to address underground metallic structures, telecom facilities and AC lines. Mitigation measures indicated by future studies must be implemented within three (3) months of discovery that additional mitigation measures are needed, or as quickly as reasonably practical thereafter.

Invenergy's selected contractor and Invenergy have developed a detailed crossing matrix that tracks rights-of-way, utilities, roads and other infrastructure to be crossed by the route. The





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matrix will be updated throughout the design process to ensure that appropriate clearances and approvals are in place for the different types of crossings. There are no additional studies or mitigation measures required at this stage of development, but Grain Belt is committed to continued coordination with Staff and the owners of nearby facilities.

Please feel free to contact me with any additional questions. Thank you.

Sincerely,

/s/ Kris Zadlo

Kris Zadlo

Vice President, Invenenergy Transmission LLC

on behalf of

Grain Belt Express Clean Line LLC

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