

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

**In the Matter of the Application of Grain )  
Belt Express Clean Line LLC for Certificate )  
of Convenience and Necessity Authorizing it )  
to Construct, Own, Operate, Control, )  
Manage and Maintain a High Voltage, )  
Direct Current Transmission Line and an )  
Associated Converter Station Providing an )  
Interconnection on the Maywood- )  
Montgomery 345 kV transmission line.**

Case No. EA-2014-0207

**APPLICATION OF GRAIN BELT EXPRESS CLEAN LINE LLC  
FOR A CERTIFICATE OF CONVENIENCE AND NECESSITY**

Grain Belt Express Clean Line LLC (“Grain Belt Express” or “Company”), pursuant to Section 393.170.1,<sup>1</sup> 4 CSR 240-2.060 and 4 CSR 240-3.105(1)(B), submits this Application to the Missouri Public Service Commission (“Commission”) for a certificate of convenience and necessity (“CCN”) authorizing it to construct, own, operate, control, manage, and maintain electric transmission facilities within Buchanan, Clinton, Caldwell, Carroll, Chariton, Randolph, Monroe and Ralls Counties, Missouri, as well as an associated converter station in Ralls County, and waiving certain reporting requirements of 4 CSR 240-3.145, 3.165, 3.175 and 3.190.

In support of this Application, Grain Belt Express states as follows:

**I. Overview and the Applicant**

1. Grain Belt Express requests that the Commission grant a line CCN authorizing the Company to construct, own, operate, control, manage, and maintain in Missouri:

- (a) approximately 206 miles of a high voltage, direct current (“HVDC”) transmission line that will traverse the state from Kansas into Illinois and Indiana, and

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<sup>1</sup> All statutory references are to the Missouri Revised Statutes (2000), as amended, unless otherwise noted.

- (b) an associated converter station in Ralls County, Missouri and alternating current (“AC”) interconnecting facilities.

Both the HVDC transmission line and the converter station facilities will be built to deliver low-cost, wind-generated energy from western Kansas to load and population centers in Missouri, Illinois, Indiana and other states in the region.

2. Grain Belt Express is a limited liability company organized under the laws of the State of Indiana and is qualified to conduct business in the State of Missouri for the purpose of carrying on any lawful business purpose allowed under Missouri law, which includes constructing, owning, operating, managing and maintaining electric transmission facilities. Copies of its certificate of formation and its authorization to do business in Missouri as a foreign-chartered limited liability company are attached as **Exhibit 1**, pursuant to 4 CSR 240-2.060(1)(C). The principal office and place of business of Grain Belt Express is located at 1001 McKinney Street, Suite 700, Houston, Texas 77002.

3. Grain Belt Express is a wholly owned subsidiary of Grain Belt Express Holding LLC, a Delaware limited liability company, which is a wholly owned subsidiary of Clean Line Energy Partners LLC (“Clean Line”), a Delaware limited liability company. The primary owners of Clean Line are GridAmerica Holdings, Inc. (“GridAmerica”) and Clean Line Investor Corp., a subsidiary of ZAM Ventures, LP (“ZAM Ventures”). GridAmerica is a subsidiary of National Grid USA, which is a subsidiary of National Grid plc. National Grid plc and its affiliates are one of the largest investor-owned utility companies in the world and have extensive experience building, owning and operating transmission networks in the United States and the United Kingdom. National Grid USA delivers electricity to more than three million customers in Massachusetts, New York and Rhode Island. ZAM Ventures is the principal investment vehicle

for ZBI Ventures, LLC (“ZBI Ventures”). ZBI Ventures, which focuses on long-term investments in the energy sector, is a subsidiary of Ziff Brothers Investments, LLC.

4. Pursuant to 4 CSR 240-2.060(1)(K) and (L), Grain Belt Express states that it has no pending actions or final unsatisfied judgments or decisions against it from any state or federal agency or court that involve customer service or rates having occurred within three years from the date of this Application. Grain Belt Express has no annual reports or assessment fees that are overdue.

5. All pleadings, notices, orders and other communications and correspondence regarding this Application and proceeding should be directed to the undersigned counsel.

## **II. The Grain Belt Express Project**

6. The Grain Belt Express Clean Line project (“Grain Belt Express Project” or “Project”) is an approximately 750-mile, overhead, multi-terminal  $\pm 600$  kilovolt (“kV”) HVDC transmission line (“HVDC Line”) and associated facilities that will deliver up to 500 megawatts (“MW”) of low-cost, wind-generated power from western Kansas into Missouri, and up to 3,500 MW to load and population centers in Illinois, Indiana and states farther east. The Grain Belt Express Project will facilitate the construction of thousands of MWs of new wind generation facilities in Kansas by connecting that state’s abundant, high capacity factor and affordable wind resource with the large and growing market for cost-effective energy -- and renewable energy in particular -- in Missouri and other states in the region.

7. Grain Belt Express estimates that the total cost of the Project will be approximately \$2.2 billion,<sup>2</sup> with \$500 million of this estimate attributable to the portion of the Project to be located in Missouri. Grain Belt Express will pay for the development, construction

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<sup>2</sup> This figure does not include the cost of network upgrades required to interconnect the Project to the electric transmission grid.

and operation of the Project and will recover these costs by selling transmission service to wind generators and load serving entities that use the line. Because Grain Belt Express will employ a participant-funded or "shipper pays" model, the costs of the Project will not be borne by ratepayers through the cost allocation processes of the Southwest Power Pool, Inc. ("SPP"), Midcontinent Independent System Operator, Inc. ("MISO"), or PJM Interconnection, LLC ("PJM"). Grain Belt Express has applied to the Federal Energy Regulatory Commission ("FERC") for negotiated rate authority to charge transmission service rates to direct users of the Project.<sup>3</sup> FERC will oversee the Company's process for allocating transmission capacity in a non-discriminatory manner. When completed, the Project will provide wholesale electric transmission service, which will not be subject to rate base, rate-of-return regulation by any state utility commission.

8. The Grain Belt Express Project will extend approximately 370 miles from near Dodge City, Kansas to the Kansas-Missouri border where it will cross the Missouri River and will continue approximately 206 miles in Missouri. It will then proceed approximately 200 miles in Illinois, and will finally interconnect with the Sullivan 765 kV substation in southwestern Indiana, near the Illinois/Indiana border.

9. The Project will have three converter stations. One converter station will be located in western Kansas, where new wind generating facilities will connect to the Project via AC lines. The two other converter stations in eastern Missouri and eastern Illinois, respectively, will deliver electricity to the AC grid through interconnections with transmission owners in the systems of MISO and PJM.

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<sup>3</sup> Docket No. ER14-409-000.

10. In Missouri, Grain Belt Express proposes to construct the approximately 206-mile portion of the HVDC Line on a route that crosses the Missouri River south of St. Joseph and continues across the state in an easterly direction to south of Hannibal in Ralls County, where the HVDC Line will cross the Mississippi River into Illinois. The Company proposes to construct a converter station and associated AC interconnecting facilities in Ralls County that will facilitate the delivery of up to 500 MW of low-cost wind power to the AC grid for utilities and their customers in Missouri, Illinois and other states in the MISO region. In this regard, the Project will interconnect with the Ameren Missouri system along an AC transmission line connecting the Maywood 345 kV substation and the Montgomery 345 kV substation. The Missouri portion of the HVDC Line (“Missouri HVDC Line”), the converter station in Ralls County, and the associated AC interconnecting facilities are referred to here as the “Missouri Facilities.”

11. Grain Belt Express seeks a line CCN authorizing it to construct, own, operate, control, manage and maintain the Missouri Facilities. Attached as **Exhibit 2** is a description of the proposed route of the Missouri Facilities, including the Missouri HVDC Line (“Proposed Route”) and the proposed site for the converter station. Grain Belt Express requests that the CCN issued by the Commission permit the construction of the Missouri HVDC Line in accordance with the Proposed Route, allowing for reasonable flexibility in the placement of the line’s final route that may be required to address environmental, landowner, engineering and other considerations.

**III. Granting a CCN for Grain Belt Express to Construct, Own, Operate, Control, Manage and Maintain the Missouri Facilities is Necessary or Convenient for the Public Service**

12. The Missouri Facilities meet the statutory standard for approval set forth in Section 393.170, which gives the Commission the power to authorize the construction of electric plant in Missouri that is “necessary or convenient for the public service.” The Commission has

stated that it will apply five criteria in CCN cases<sup>4</sup>: (1) there must be a need for the service the applicant proposes to provide; (2) the proposed service must be in the public interest; (3) the applicant's proposal must be economically feasible; (4) the applicant must have the financial ability to provide the service; and (5) the applicant must be qualified to provide the proposed service. The Grain Belt Express Project meets each of these standards and is, therefore, necessary or convenient for the public service.

13. Need for the Service. The open access transmission service to be offered by Grain Belt Express will allow users to meet the requirements of Missouri's Renewable Energy Standard ("RES") set forth in Section 393.1020, et seq., as well as the renewable portfolio standard ("RPS") requirements of other states served by the MISO and the PJM energy markets. Approximately 12-15 million megawatt hours ("MWh") per year of renewable electricity will be needed by 2021 for Missouri's investor-owned utilities to meet their RES requirements. The access to wind power provided by the Project will help to fulfill the objectives and requirements of the RES. The Project can supply Missouri with 2.2-2.6 million MWh per year of renewable energy, and is capable of delivering up to 500 MW of power to the grid in Missouri at any one time.

14. Other states in the MISO and PJM regions also need access to low-cost renewable wind generation to fulfill their RPS requirements. Similar to Missouri's RES, RPS mandates and goals in these other states have been adopted as a result of public demand for cleaner sources of energy. Low-cost wind generation will fulfill these requirements in an economical and efficient manner.

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<sup>4</sup> In re Entergy Arkansas, Inc., No. EA-2012-0321, Order Granting Certificate of Convenience and Necessity at 2 (July 11, 2012).

15. The new HVDC Line that Grain Belt Express proposes to build will provide access to an economical source of wind energy. Load-serving entities and other buyers will be able to purchase capacity from Grain Belt Express in order to benefit from low-cost wind generation in Kansas, which has high wind speeds and plentiful sites for wind development in the western part of the state. These load-serving entities and buyers will also be able to purchase the renewable energy delivered to the MISO and PJM systems. The Project will deliver low-cost renewable wind generation that should save consumers in Missouri and other states hundreds of millions of dollars compared to other more expensive sources of generation. Consequently, the Project will offer customers participating in the MISO and PJM markets access to low-cost Kansas wind energy that today is not readily available to them because of a lack of transmission infrastructure.

16. As demonstrated by the results of a November 2013 request for information issued by Grain Belt Express, wind generators located in western Kansas, where the Project originates, are ready to develop projects that have the capacity to produce over 13,600 MW of power, which represents more than three times the delivery capacity of the Project. This shows a clear and substantial need for transmission service and its capacity to supply substantial amounts of wind generation to Missouri and other states in the MISO and PJM regions. The vast majority of these wind projects have not begun construction because the lack of transmission infrastructure prevents them from participating in the large and growing markets for renewable energy. As noted above, these markets are driven by state RPS mandates and goals that will dramatically increase the demand for renewable energy in the coming years. Without the Grain Belt Express Project, the need for such service cannot economically be met. With the Project, consumers can access inexpensive and high capacity factor western Kansas wind generation, which is competitive with the cost of both renewable and non-renewable energy.

17. Public Interest. The service provided by Grain Belt Express will serve the public interest of Missouri and the surrounding region. The Missouri Facilities include a converter station to interconnect with Ameren's Maywood-Montgomery 345 kV transmission line. This interconnection will enhance the reliability of the electric transmission network in Missouri by connecting geographically diverse parts of the electric grid and by providing a new source of electricity for Missouri. The Project will also offer customers participating in the MISO and PJM markets access to low-cost Kansas wind energy that, as noted above, is not readily available to them today because of a lack of transmission infrastructure. The Project will enable cost-effective compliance with Missouri's RES requirements and reduce wholesale electricity prices in Missouri and neighboring states.

18. Lower renewable energy compliance costs and lower wholesale electricity prices will also reduce costs to end-use customers. By delivering over 18 million MWh of clean energy each year, the Project will decrease reliance on fossil-fueled power plants, which will reduce emissions of carbon dioxide, sulfur dioxide, nitrogen oxides and mercury, as well as decrease the use of water to cool thermal power plants. Moreover, the Grain Belt Express Project is a participant-funded, "shipper pays" transmission line whose costs will not be recovered through the SPP, MISO or PJM cost allocation process. Thus, all of these benefits will be made available to the public without broadly charging transmission costs to load-serving entities or their customers, as only the specific users of the HVDC Line will pay for the costs of the Project.

19. The Project will also bring significant economic benefits to Missouri. The construction of the Grain Belt Express Project will create over 1,000 jobs in Missouri during the construction phase and as many as 70 permanent jobs in Missouri thereafter. When completed, the Missouri Facilities will provide a continuing source of property tax revenues to the political subdivisions where the facilities are located.



20. Economic Feasibility. The HVDC technology of the Grain Belt Express Project is the most cost-effective and efficient way to move large amounts of renewable energy over a long distance. Because high capacity factor wind generation from western Kansas is the cheapest form of renewable energy in the United States and is fully competitive with the cost of generating electricity from fossil-fueled power plants, the Project will be cheaper than alternatives for meeting the demand for both renewable and non-renewable energy. Additionally, the delivered price of wind energy from western Kansas, inclusive of the cost of transmission, is competitive with all forms of renewable and non-renewable energy resources available in the MISO and PJM markets. As noted above, the response to the Company's November 2013 request for information indicated a substantial interest by developers to build wind generation. Because it will build a bridge between untapped, low-cost wind resources in western Kansas and the demand for renewable energy in Missouri and other states in the region, the Grain Belt Express Project is economically feasible.

21. Financial Resources. The current development efforts of the Project are being financed by equity investors GridAmerica and ZAM Ventures, as described above. Over the longer term, the Company will rely on revenue from contracts with transmission service customers who purchase capacity on the HVDC Line. The use of project finance is a viable financing mechanism that is commonly used for electric generation projects, natural gas pipelines and other electric transmission projects.

22. Qualifications. The management team of Grain Belt Express has extensive experience developing, constructing and operating a variety of energy infrastructure projects. The Company will also rely on the substantial expertise of its principal strategic investor GridAmerica and its affiliates, which are one of the largest investor-owned utilities and most experienced transmission operators in the world. The Kansas Corporation Commission ("KCC")

and the Indiana Utility Regulatory Commission (“IURC”) have both affirmed the Company’s qualifications to construct and operate the Project.

#### **IV. Grain Belt Express Witnesses**

23. Support for this filing is provided in the direct testimony of the following witnesses:

(a) Michael P. Skelly, Clean Line's President and Chief Executive Officer and Grain Belt Express' President: Mr. Skelly provides an overview of Clean Line and the Grain Belt Express Project and discusses the impact of the Project on the development of wind generation, the delivery of renewable energy to the transmission grid, and private investment in transmission infrastructure.

(b) David Berry, Clean Line’s Executive Vice President – Strategy & Finance: Mr. Berry describes the investors in Clean Line, the need for and benefits offered by the Grain Belt Express Project, and the economic feasibility and financing of the Project. He also reviews the Missouri benefits identified in the studies presented in the direct testimony of Dr. David Loomis and Gary Moland.

(c) Dr. Wayne Galli, Clean Line’s Executive Vice President – Transmission & Technical Services: Dr. Galli describes the physical and operating characteristics of the Project, the plans and schedule for construction, and potential vendor contracts. He also addresses issues related to electric and magnetic fields, as well as the Company’s interactions with SPP, MISO and PJM.

(d) Mark O. Lawlor, Clean Line’s Director of Development for the Grain Belt Express Project: Mr. Lawlor describes the process that led to the selection of the Proposed Route, the notice provided to landowners, as well as the planned right-of-way acquisition process and landowner compensation. He also discusses the Company’s extensive public outreach

activities, including contacts with local, state, and federal authorities, local businesses, and landowners prior to submitting this Application.

(e) Timothy B. Gaul, Associate Vice President, Energy Services – The Louis Berger Group, Inc. (“Louis Berger”): Mr. Gaul describes the Proposed Route and discusses in detail the process undertaken to identify the proposed location of the Missouri Facilities. He sponsors the Missouri Route Selection Study.

(f) Dr. David G. Loomis, President of Strategic Economic Research, LLC: Dr. Loomis, a Professor of Economics at Illinois State University, describes the study his firm conducted to analyze the employment and economic impacts of manufacturing components for constructing and operating the Grain Belt Express Project and associated wind generation facilities.

(g) Gary Moland, Director of Power Markets & Transmission Analysis at DNV GL Group: Mr. Moland describes his study of the economic and environmental effects of the Project on wholesale energy markets in Missouri and the region generally.

(h) Robert M. Zavadil, Executive Vice President of Power Systems Consulting at EnerNex, LLC: Mr. Zavadil describes how the Project will enhance the reliability of the electric transmission grid in Missouri and the broader region.

## **V. Description of the Planning and Development for the Missouri Facilities**

### **A. Project Financing**

24. Consistent with 4 CSR 240-3.105(1)(B)3, Grain Belt Express states that the Project will initially be financed with funds from Clean Line’s equity investors. When long-term transmission service agreements can be signed with transmission customers, project-specific financing arrangements will be entered into with lenders for debt capital secured by the revenue stream from the transmission capacity contracts. Additional infusions of capital may come from

existing and/or new equity investors. These sources of capital will allow Grain Belt Express to construct the Project.

**B. The Transmission Facilities**

25. Consistent with 4 CSR 240-3.105(1)(B)2, the Company states that it plans to use three types of structures for the Project: lattice, lattice mast, and tubular steel monopole. The structures chosen will be based on specific conditions at particular locations or in particular segments of the Project. Most structures are expected to be between 110-to-150 feet tall, with taller structures likely required at river crossings and in certain other situations where longer span lengths are required. Schematics of these structures are illustrated in the Missouri Route Selection Study attached as a Schedule TBG-1 to the Direct Testimony of Mr. Gaul.

26. The converter station in Ralls County will occupy a site of approximately 40-to-65 acres, and will utilize a variety of high voltage and low voltage equipment with electrically conductive and insulating materials.

27. The Company estimates that the total cost of the Project will be approximately \$2.2 billion. The Company estimates that the cost of the Missouri Facilities will be approximately \$500 million.

28. Construction of the HVDC Line will require initial clearing and continuous management of vegetation in order to maintain clearances, as well as access points in accordance with the National Electrical Safety Code (“NESC”) and the standards of the North American Electric Reliability Corporation (“NERC”). The Project and its elements will adhere to all applicable NESC requirements and will be developed based on multiple loading and ambient condition cases.

29. Grain Belt Express will comply with those provisions of 4 CSR 240-23.010 (Electric Utility Reliability Monitoring and Reporting Submission Requirements), 4 CSR 240-

23.020 (Electric Corporation Infrastructure Standards), and 4 CSR 240-23.030 (Electrical Corporation Vegetation Management Standards and Reporting Requirements) that are relevant to the Company's operations as an electrical corporation that will provide transmission service only.

30. Grain Belt Express will coordinate with state and federal agencies to obtain the necessary permits prior to construction of the Project.

### **C. Route Selection**

31. Grain Belt Express has engaged the services of a number of firms having specialized expertise to assist in selecting the Proposed Route. The Company has retained Louis Berger, an international consulting firm providing engineering, architecture, construction management and environmental planning services. The Company has also retained POWER Engineers, Inc. ("POWER"), a recognized engineering consulting firm that focuses on the electric power industry and that has performed work in all parts of the country including Kansas, Missouri and Illinois. Louis Berger and POWER have been active and important members of the Company's team that developed the Proposed Route.

32. A Clean Line multi-disciplinary group, including Louis Berger and POWER, performed extensive public outreach activities in conjunction with preparing the Missouri Route Selection Study and determining the Proposed Route of the Missouri HVDC Line. In collaboration with Louis Berger, Grain Belt Express conducted a series of community roundtable meetings in Missouri to obtain input on routing opportunities and constraints, as well as a series of public open house meetings designed to elicit input from residents and landowners along several potential routes. Grain Belt Express also obtained routing information from state and federal agencies, as well as public interest groups. The Company conducted the public open houses and obtained stakeholder participation in order to minimize and mitigate potential adverse

impacts of the Project. Grain Belt Express carefully considered all inputs received when selecting the Proposed Route.

33. The Direct Testimony of Mr. Gaul explains how this input was taken into account in his detailed discussion of the route selection process and the Company's approach to related issues including environmental matters. Exhibit 2 is a description of the Proposed Route and the location of the converter station.

**D. Right-of-Way**

34. The typical width of the final HVDC Line right-of-way will be 150-to-200 feet. Landowners will be able to use the HVDC Line right-of-way for most agricultural purposes (including growing crops under 10 feet in height) provided it does not interfere with the use of the Project by Grain Belt Express and is not hazardous to the landowner, the Project or to the public generally. No structures will be allowed in any portion of the right-of-way. Trees and brush in the right-of-way will be trimmed or removed as necessary. Herbicides may be used to control vegetation in the right-of-way, except in the case of certificated organic farms or upon request by the landowner.

35. Easements will be procured from landowners prior to construction. The elements of compensation for a voluntary grant of an easement are threefold. Grain Belt Express will: (1) offer an easement payment equal to 100% of the fair market fee value of the land within the easement area; (2) offer either an annual or one-time payment for each transmission line structure located on a landowner's property; and (3) offer compensation for certain damages that are directly attributable to the construction or maintenance of the Project. In its transmission line easements, Grain Belt Express will provide landowners with indemnification protections and with certain releases of liability.

## **E. Interconnection with the Ameren Missouri System**

36. The proposed interconnection with the 345 kV transmission line between the Maywood and Montgomery substations will be constructed in accordance with the requirements set forth in the NESC following the completion of MISO's interconnection studies.

## **F. Project Approvals and Schedule**

37. The KCC granted Grain Belt Express public utility status on December 6, 2011, determining that there was a need for the Project and that it was in the public interest.<sup>5</sup> On November 7, 2013, the KCC granted Grain Belt Express a siting permit authorizing the Company to construct the 370-mile Kansas portion of the Project.<sup>6</sup> On May 22, 2013, Grain Belt Express received public utility status from the IURC,<sup>7</sup> authorizing the Company to construct and operate the Project in Indiana. Grain Belt Express will also seek the necessary regulatory approvals from the Illinois Commerce Commission. Construction of the Project is scheduled to begin as early as 2016 with completion projected to occur as early as 2018.

## **VI. Filing Requirements**

38. Pursuant to 4 CSR 240-3.105(1)(B)1, **Exhibit 3** to this Application is a list of all presently identifiable electric and telephone lines of regulated and non-regulated utilities, railroad tracks and underground facilities,<sup>8</sup> which Grain Belt Express has determined the

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<sup>5</sup> Order Approving Stipulation & Agreement and Granting Certificate, In re Application of Grain Belt Express Clean Line LLC for a Limited Certificate of Public Convenience, Docket No. 11-GBEE-624-COC (Kan. Corp. Comm'n, Dec. 7, 2011).

<sup>6</sup> Order Granting Siting Permit, In re Application of Grain Belt Express Clean Line LLC for a Siting Permit for the Construction of a High Voltage Direct Current Transmission Line, Docket No. 13-GBEE-803-MIS (Kan. Corp. Comm'n, Nov. 7, 2013).

<sup>7</sup> Order, Petition of Grain Belt Express Clean Line, LLC, Cause No. 44264 (Ind. Util. Reg. Comm'n, May 22, 2013).

<sup>8</sup> Underground facilities are defined in Section 319.015.

proposed Missouri HVDC Line will cross. The Company will supplement this exhibit with any additional facilities as they become known to it.

39. All 4 CSR 240-3.105(1)(D) governmental consents required for the construction and operation of the Project in Missouri will be provided, or the Company will provide an affidavit that such consents have been acquired, once they have been received per 4 CSR 240-3.105(2).

**VII. Request for Additional Waivers/Variations and Availability of Records**

40. The Missouri Facilities will not provide retail service to end-use customers and will not be rate-regulated by the Commission. Accordingly, Grain Belt Express requests the Commission to waive the rate schedule filing requirement of 4 CSR 240-3.145 and the annual reporting requirement of 4 CSR 240-3.165. The Company agrees to file with the Commission the annual report that it files with FERC. Grain Belt Express also requests the Commission to waive the depreciation study requirement of 4 CSR 240-3.175, and the reporting requirements of 3.190(1), (2) and (3)(A)-(D) for good cause.

41. Regarding 4 CSR 240-10.010(3), Grain Belt Express plans to maintain its accounts, records, memoranda, books and papers associated with the Grain Belt Express Project and the Missouri Facilities at its offices in Houston, Texas, and not in Missouri. Grain Belt Express will make such records available to the Commission upon reasonable notice at its offices in Texas and will additionally produce copies of those portions of its books and records requested by the Commission in Missouri upon reasonable notice.

42. Because the Missouri Facilities will not provide retail service to end-use customers and will not be rate-regulated by the Commission, good cause exists to waive these requirements, and no public utility will be affected by their waiver.



WHEREFORE, Grain Belt Express Clean Line LLC respectfully requests the Commission issue an order granting Grain Belt Express a certificate of convenience and necessity:

(1) To construct, own, operate, control, manage, and maintain the Grain Belt Express Missouri Facilities, including an HVDC transmission line in Buchanan, Clinton, Caldwell, Carroll, Chariton, Randolph, Monroe and Ralls Counties along the Proposed Route specified in Exhibit 2 to the Application, and to allow for minor variations in the final route depending on landowner requests, surveying results, engineering considerations, and other routing factors.

(2) To construct, own, operate, control, manage, and maintain a converter station and associated AC facilities in Ralls County to interconnect with the Maywood-Montgomery 345 kV transmission line on property, the legal description of which will be furnished to the Commission pursuant to 4 CSR 240-3.105(2).

Finally, Grain Belt Express requests that the Commission waive the reporting and filing requirements of 4 CSR 240-3.145, 4 CSR 240-3.165, 4 CSR 240-3.175 and 4 CSR 240-3.190(1), (2) and (3)(A)-(D) for good cause shown.

Respectfully submitted,

/s/ Karl Zobrist

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**Attorneys for Grain Belt Express Clean Line  
LLC**

**CERTIFICATE OF SERVICE**

I hereby certify that a copy of the foregoing Application was served upon the parties listed below by email or U.S. Mail, postage period, this 26th day of March 2014.

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/s/ Karl Zobrist  
Attorney for Grain Belt Express Clean Line LLC

**AFFIDAVIT**

STATE OF TEXAS            )  
  ) SS.  
COUNTY OF HARRIS        )

I, Michael P. Skelly, being duly sworn according to law, state that I am President of Grain Belt Express Clean Line LLC (“Grain Belt Express”), that I am authorized to make this affidavit on behalf of Grain Belt Express, and that the facts set forth in the foregoing Application are true and correct to the best of my knowledge, information and belief.



\_\_\_\_\_  
Michael P. Skelly

Subscribed and sworn to before me this 26 day of March, 2014.



\_\_\_\_\_  
Notary Public

My Commission Expires:

July 22, 2015

