

**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 Current)
Transmission Line and an Associated Converter)
Station Providing an Interconnection on the)
Maywood-Montgomery 345kV transmission line.)
)
)**

Case No. EA-2016-0358

**GRAIN BELT EXPRESS CLEAN LINE LLC'S
RESPONSE TO ORDER TO SHOW CAUSE**

COMES NOW, Grain Belt Express Clean Line LLC (“Grain Belt Express” or “Applicant”) and, in response to the Order to Show Cause issued by the Commission on July 1, 2016, states the following:

1. On June 30, 2016, Clean Line filed an Application for a Certificate of Convenience and Necessity (“CCN”) with the Missouri Public Service Commission (“Commission”), along with corresponding direct testimony.
2. On July 1, 2016, the Commission issued an Order to Show Cause, citing 4 CSR 240-4.020(2), in which it asked the Applicant why it should not reject the Application for a CCN for failure to file the sixty-day notice pursuant to that regulation.
3. The Commission’s Order is wholly incongruent with its own precedent, whereby it has not required new entrants to Missouri, who are not yet “regulated entities” in this State, to file the sixty-day notice of a contested case. See Application of Transource Missouri, LLC for a Certificate of Convenience and Necessity and Request for Waiver, Case No. EA-2013-0098 (Aug. 31, 2012) (without filing any notice of intended case filing, requesting a CCN to construct, finance, own, operate, and maintain the Iatan-Nashua 345kV transmission project and the Sibley-

Nebraska City 345kV transmission project, and waiver of certain reporting requirements concerning depreciation studies and fuel and outage reports).

4. 4 CSR 240-4.020(2) provides, in part, “Any regulated entity that intends to file a case likely to be a contested case shall file a notice with the secretary of the commission a minimum of sixty (60) days prior to filing such case” (emphasis added).

5. Grain Belt Express clearly is not a “regulated entity” in the State of Missouri. It currently has no regulated operations in this State. The Commission previously denied Grain Belt Express’ application for a CCN. See Report and Order at 27, Case No. EA-2014-0207 (July 1, 2015) (noting that Grain Belt Express “has the option to file a new application for a CCN at any point”). The Applicant does not hold a certificate of convenience and necessity or other authority from the Commission which makes it a “regulated entity,” There is no interpretation of the term “regulated entity” that could reasonably be applied to the Applicant. Therefore, 4 CSR 240-4.020(2) is not applicable to the Applicant.¹

6. Alternatively, the Applicant requests a waiver of the sixty-day notice pursuant to 4 CSR 240-4.020(2)(B) for good cause. As the term “regulated entity” is nowhere defined nor interpreted, to the Applicant’s knowledge, the Applicant in good faith (for the reasons stated in paragraph 5 above) believed that it is not yet a “regulated entity” in the State of Missouri and therefore understood the notice provision not to apply to the Applicant.

7. Grain Belt Express is a wholly owned subsidiary of Grain Belt Express Holding LLC, which is a wholly owned subsidiary of Clean Line Energy Partners LLC, and it is a business entity duly organized under the laws of the State of Indiana with its principal offices located at 1001 McKinney Street, Suite 700, Houston, Texas 77002.

¹ While Grain Belt Express did file a sixty-day notice in its previous CCN application in Case No. EA-2014-0207, that notice was not required.

8. No anticipated party to this case is prejudiced by the Commission's accepting the Application filed on June 30, 2016.

WHEREFORE, Grain Belt Express respectfully requests that the Commission find 4 CSR 240-4.020(2) inapplicable to the Applicant and accept its Application for a CCN filed on June 30, 2016. Alternatively, the Applicant requests a waiver of the sixty-day notice pursuant to 4 CSR 240-4.020(2)(B) for good cause.

Respectfully submitted,

/s/ Karl Zobrist

Karl Zobrist MBN 28325
Joshua K.T. Harden MBN 57941
Lisa A. Gilbreath MBN 62271
Dentons US LLP
4520 Main Street, Suite 1100
Kansas City, MO 64111
(816) 460-2400
(816) 531-7545 (fax)
karl.zobrist@dentons.com
joshua.hardens@dentons.com
lisa.gilbreath@dentons.com

Cary J. Kottler
General Counsel
Erin Szalkowski
Corporate Counsel
Clean Line Energy Partners LLC
1001 McKinney Street, Suite 700
Houston, TX 77002
(832) 319-6320
ckottler@cleanlineenergy.com
eszalkowski@cleanlineenergy.com

Attorneys for Grain Belt Express Clean Line LLC

CERTIFICATE OF SERVICE

I hereby certify that a copy of the foregoing Response to Order to Show Cause was served upon the parties listed below by email or U.S. Mail, postage period, below this 1st day of July 2016.

General Counsel
Missouri Public Service Commission
P.O. Box 360
Jefferson City MO 65102
gencounsel@psc.mo.gov

Office of the Public Counsel
P.O. Box 2230
Jefferson City MO 65102
opcservice@ded.mo.gov

/s/ Joshua Harden
Joshua Harden
Attorney for Grain Belt Express
Clean Line LLC