

**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 345 kV Transmission Line)
File No. EA-2016-0358

**GRAIN BELT EXPRESS CLEAN LINE LLC RESPONSE TO
MISSOURI LANDOWNERS ALLIANCE'S MOTION TO DISMISS**

COMES NOW, Grain Belt Express Clean Line LLC ("Clean Line" or "Company") in response to the Motion to Dismiss Application ("Motion") filed by Missouri Landowners Alliance ("MLA"):

1. On June 30, 2016 Clean Line filed an Application for a Certificate of Convenience and Necessity ("CCN") with the Public Service Commission of the state of Missouri ("MO PSC" or "Commission") along with corresponding direct testimony.
2. On July 1, 2016, the MO PSC issued an Order to Show Cause citing 4 CSR 240-4.020(2) and asking Clean Line why it should not reject the Company's Application for a CCN for failure to file the sixty-day notice pursuant to that regulation.
3. On July 1, 2016, Clean Line responded to the Order to Show Cause explaining that 4 CSR 240-4.020(2) ("Notice rule") is not applicable to the Company because it is not a regulated entity. Clean Line noted the Commission's 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). Clean Line asked alternatively in that pleading that if the Commission were to ignore the ordinary and plain meaning of the words "regulated entity" and find that 4 CSR 240-4.020(2) was applicable to Clean Line, that the Commission grant the Company a waiver given the Company's good faith understanding that it was not a regulated entity.

4. On July 2, MLA filed its Motion. MLA has not been granted intervention in this case and is without standing to bring the Motion. See 4 CSR 240-2.075. In paragraph 10 of the Motion MLA states that it "was relying on that sixty day period to organize its efforts for this second round of proceedings on the Grain Belt line. In particular, it is just beginning the process of raising funds...Presumably, this is one of the very problems which the Notice rule was intended to rectify." In fact, that is not the purpose of the Notice rule. The Notice rule is part of the Ex-parte Ethic rules, and is meant solely to keep regulated entities from having conversations with the Commission just prior (sixty-days) to the filing of a case to skirt the ex-parte rules.

5. That said, the filing of Clean Lines' application should come as no surprise to anyone paying attention to or interested in the Project. For several months, Clean Line has been very public about its plans to file a new case. News outlets ranging from the New York Times¹ to National Public Radio² have noted the Company's plans to re-file with the Commission.³ The Company executed a highly publicized deal with the Missouri Joint Municipal Electric Utility Commission (MJMEUC). In Clean Line's own press release of June 3, 2016, regarding that

¹ See http://www.nytimes.com/2016/03/24/business/energy-environment/fight-to-keep-alternative-energy-local-stymies-an-industry.html?_r=0

² See <http://www.npr.org/2016/01/26/464399996/transmitting-wind-power-to-potential-customers-is-a-quixotic-challenge>

³ See also, http://www.stltoday.com/business/local/psc-sees-ameren-grain-belt-transmission-lines-differently/article_8f304935-1b6e-5c68-ab93-460a874d0c13.html?utm_medium=social&utm_source=email&utm_campaign=user-share

transaction, Clean Line President Michael Skelly noted that the Company plans to apply “for regulatory approval in Missouri soon.”

6. Further, Clean Line has taken unprecedented steps in Missouri to notify the public about the Project. On June 2, 2016, Clean Line sent a letter to all landowners with property interests along the proposed route at that time, which notified them of upcoming public meetings regarding the Project. See Exhibit A, Letter Form. The Company then held eight public meetings the week of June 15th, 2016, to discuss the Project and the proposed route. Then, promptly following the filing of its application with the Commission on June 30, 2016, Clean Line sent a notification letter to every landowner with a property interest along the proposed route. None of these public notification actions are required by the Commission.

7. It is also clear that, for many months, Missouri landowners that oppose the Project have been well aware of Clean Line’s plans to file a new case with the Commission.⁴ The Missouri landowner opposition group held meetings regarding the Project throughout the month of June.

8. MLA's level of preparedness to participate in this new case does not relate to the regulation in question and is not the result of Clean Line’s failure to educate the public about the Project.

9. As stated in Clean Line’s Response to the Order to Show Cause, the Company is not currently a "regulated entity" in the state of Missouri. Therefore 4 CSR 240-4.020(2) is not applicable to Clean Line.

10. 4 CSR 240-4.020(2) was designed to ensure that unethical communications did not occur before the filing of a contested case. It was not designed to give any party

⁴ See Block Grain Belt Express – Missouri Facebook page of January 19, 2016, “BIG NEWS!!! Grain Belt Express plans to re-file in the State of Missouri.”

"preparation" time to organize and raise funds. If the Commission were to determine, against the actual meaning of the words, that the regulation does apply to Clean Line, then it should waive the filing Notice rule for three reasons: First, the understanding that Clean Line believed in good-faith that the regulation did not apply to them; second, there was no communication with the Commission or any technical advisors regarding this case as contemplated by the Notice rule within the last sixty days; and third, any presumed unfairness to any potential party is unsubstantiated given the public attention concerning the Project, the unprecedented outreach that Clean Line has done to make landowners aware of the Project and the proposed route, and the clear recognition of the impending filing by the Missouri landowners opposed to the Project.

THEREFORE, Clean Line respectfully asks the Commission to rule against Missouri Landowners Alliance Motion to Dismiss and therefore accept the Company's application for a CCN filed on June 30, 2016. Alternatively, the Company requests a waiver of the sixty-day notice pursuant to 4 CSR 240-4.020(2)(B).

Respectfully submitted,

/s/ Karl Zobrist

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CERTIFICATE OF SERVICE

I hereby certify that a copy of the foregoing GRAIN BELT EXPRESS CLEAN LINE ENERGY LLC RESPONSE TO MISSOURI LANDOWNERS ALLIANCE'S MOTION TO DISMISS was served upon the parties listed below by email or U.S. Mail, postage period, below this 5th day of July 2016.

Staff Counsel's Office
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P.O. Box 360
Jefferson City MO 65102
staffcounsel@psc.mo.gov

Office of the Public Counsel
P.O. Box 2230
Jefferson City MO 65102
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/s/ Joshua Harden
Joshua Harden
Attorney for Grain Belt Express
Clean Line LLC

EXHIBIT A

GRAIN BELT EXPRESS

CLEAN LINE

[LETTER AND ENV ADDRESSEE] [CARE OF]
[STREET ADDRESS] [PO BOX]
[CITY], [STATE], [ZIP]

RE: [COUNTY], [PARCEL NUMBER]

June 2, 2016

Dear [DEAR NAME]:

I am writing to inform you of a series of upcoming public meetings about the Grain Belt Express Clean Line. The Grain Belt Express Clean Line is a proposed electric transmission line that will deliver low-cost clean energy to Missouri. In addition, the project will contribute significant tax revenue to support local schools and public services across the northern Missouri project area.

As a landowner, or other contact with an interest in property along the proposed route of the Grain Belt Express, I encourage you to join us at one of our upcoming public meetings. Please join us any time between the listed times below.

Mon., June 13	Tues., June 14	Wed., June 15	Thurs., June 16	Fri., June 17
	9 AM - 12 PM Morning Meeting Clinton County Youth Building 251 E. Hwy 116 Plattsburg, MO 64477	9 AM - 12 PM Morning Meeting Rupe Community Center 710 Harvest Hills Dr Carrollton, MO 64633	9 AM - 12 PM Morning Meeting James Youth Center 220 Rothwell Park Rd Moberly, MO 65270	8 AM - 11 AM Morning Meeting Mark Twain Senior High School Cafeteria 21622 Missouri-19 Center, MO 63436
3 PM - 6 PM Afternoon Meeting Stoney Creek Conference Center, Salon B 1201 N. Woodbine Rd St. Joseph, MO 64506	3 PM - 6 PM Afternoon Meeting City of Polo Community Building Inside Stage Coach Park 1010 Main St Polo, MO 64671	3 PM - 6 PM Afternoon Meeting Knights of Columbus Hall 124 E. Broadway Highway 24 Brunswick, MO 65236	3 PM - 6 PM Afternoon Meeting Senior Citizens Community Center 112 E. Marion St Paris, MO 65275	

My team and I look forward to sharing information with you about the project schedule, our landowner compensation package, and the route of the line. We also look forward to answering any additional questions that you may have.

If you are unable to attend a meeting, we encourage you to reach out to us at any time. Feel free to call us toll free at 855-665-3438 or email us at info@grainbeltexpresscleanline.com.

Sincerely,

A handwritten signature in black ink, appearing to read "Mark Lawlor", is centered within a light gray rectangular box.

Mark Lawlor

Director of Development

Grain Belt Express Clean Line
CLEAN LINE ENERGY PARTNERS
www.GrainBeltExpressCleanLine.com