

LPSC DOCKET NO. U-

TESTIMONY

of

**MR. CARY KOTTLER**

on behalf of

SOUTHERN SPIRIT TRANSMISSION LLC

APPLICATION OF SOUTHERN SPIRIT TRANSMISSION LLC  
FOR TRANSMISSION CERTIFICATION

FEBRUARY 2023

1                                   **1.       INTRODUCTION AND EXPERIENCE**

2   Q1.   PLEASE STATE YOUR NAME, BUSINESS ADDRESS, EMPLOYER, AND JOB  
3       TITLE.

4   A.   My name is Cary Kottler. My business address is 1201 Louisiana St., Suite 3200, Houston,  
5       TX 77002. I work for Pattern Energy Group LP (“Pattern” or “Pattern Energy”) as Chief  
6       Development Officer. Pattern Energy is one of the world’s largest privately-owned  
7       developers and operators of wind, solar, transmission, and energy storage projects. Its  
8       operational portfolio includes 35 renewable energy facilities that use proven, best-in-class  
9       technology with an operating capacity of nearly 6,000 MW in the United States, Canada,  
10      Japan, and Mexico. Pattern Energy is guided by a long-term commitment to serve  
11      customers, protect the environment, and strengthen communities. Our mission is to  
12      transition the world to renewable energy through the sustainable development and  
13      responsible operation of facilities with respect for the environment, communities, and  
14      cultures where we have a presence. Pattern has constructed hundreds of miles of high  
15      voltage gen-tie infrastructure for approximately thirty operational wind and solar facilities  
16      worldwide. Pattern has developed, financed, and managed the construction of the first and  
17      only merchant transmission line in California, the Trans Bay Cable (a 53-mi, ±200kV  
18      undersea high voltage direct current (“HVDC”) transmission line) and a new network line  
19      in New Mexico, Western Spirit Transmission (a 153-mi, 345kV high voltage alternating  
20      current (“HVAC”) transmission line), which facilitated the build-out of more than 1,000  
21      MW of Pattern-owned wind generation facilities. Pattern is also currently developing and  
22      preparing for the construction of the new, transformative interregional SunZia Southwest

1 Transmission Project (a 550-mi+,  $\pm 525$ kV HVDC transmission line) from New Mexico to  
2 Arizona, which will serve the broader Southwestern U.S. market.

3  
4 Q2. WHAT IS PATTERN'S RELATIONSHIP TO THE APPLICANT IN THIS DOCKET?

5 A. Southern Sprit Transmission LLC ("SST") is a wholly owned subsidiary of Pattern. SST  
6 was formerly known as Southern Cross Transmission LLC ("SCT"). On November 16,  
7 2022, a filing was made with the Delaware Secretary of State to change SCT's name to  
8 SST. On November 23, 2022, a filing reflecting the name change was made with the  
9 Louisiana Secretary of State. SST's formation documents and related filings are attached  
10 hereto as Exhibit CK-1 through Exhibit CK-4.

11  
12 Q3. ON WHOSE BEHALF ARE YOU TESTIFYING?

13 A. I am testifying on behalf of SST and in support of the Application of Southern Spirit  
14 Transmission, LLC for Certification of the Southern Spirit Transmission Project (the  
15 "Application") for the siting and construction of an approximately 320-mile HVDC  
16 transmission project (the "SST Project" or the "Project").

17  
18 Q4. WHAT IS YOUR ROLE WITH RESPECT TO THE SST PROJECT?

19 A. I am the executive sponsor of the Project. In this role I am ultimately responsible for the  
20 Project's success and for oversight of the various professionals who are developing the  
21 Project, such as the development, land, transmission, and environmental teams. While I do  
22 not interact with the Project on a day-to-day basis, I do receive weekly updates and  
23 participate in project review calls periodically.

1 Q5. PLEASE DESCRIBE YOUR EDUCATIONAL BACKGROUND AND EXPERIENCE.

2 A. I received a B.A. in Political Science from Rice University and a J.D. from University of  
3 California, Los Angeles. I began my career as a corporate attorney, focusing on mergers  
4 and acquisitions, project financings, and private equity investments in the energy and  
5 power sector, both domestically and internationally. Prior to joining Pattern, I served as  
6 Executive Vice President and General Counsel of Clean Line Energy, holding several roles  
7 across the development, commercial and legal sectors, with responsibilities encompassing  
8 project development, state and federal permitting processes, Federal Energy Regulatory  
9 Commission ("FERC") matters, corporate compliance, financing arrangements, and  
10 commercial agreements. At Pattern, in my role as Chief Development Officer, I am  
11 responsible for the growth and success of Pattern's development portfolio of renewable  
12 energy and electric transmission facilities as well as the evaluation and origination of new  
13 opportunities. My resume is attached hereto as Exhibit CK-5.

14  
15 Q6. WHAT IS THE PURPOSE OF YOUR TESTIMONY?

16 A. The purpose of my testimony is to describe Pattern and SST, to describe the Southern Spirit  
17 Project, with particular emphasis on the Project facilities SST is proposing to construct in  
18 Louisiana, and to provide a brief overview of the jurisdiction of FERC over the Project and  
19 the FERC orders that have occurred with respect to the Project. In addition, I will discuss  
20 certain reliability, economic, and competitive benefits that the SST Project can provide.

1 Q7. HAVE YOU TESTIFIED PREVIOUSLY BEFORE THE LOUISIANA PUBLIC  
2 SERVICE COMMISSION (“LPSC”)?

3 A. No.  
4

5 **II. OVERVIEW OF THE SOUTHERN SPIRIT PROJECT**

6 Q8. PLEASE DESCRIBE THE SOUTHERN SPIRIT PROJECT.

7 A. The SST Project is an approximately 320-mile long,  $\pm$  500-600 kV bi-directional HVDC  
8 electric transmission line project that will connect the Electric Reliability Council of Texas  
9 (“ERCOT”) to the electric grid covered by the SERC Reliability Corporation (“SERC”)  
10 within the Eastern Interconnection including the energy market of the Midcontinent  
11 Independent System Operator (“MISO”) system. The southern portion of the MISO system  
12 (“MISO South”) includes utilities serving Louisiana and other areas of the Southeastern  
13 United States – Mississippi, Arkansas, and portions of Texas outside of ERCOT. As  
14 proposed, the SST Project begins at the Texas-Louisiana border, with a western HVDC  
15 converter station located in DeSoto Parish, Louisiana (the “Louisiana Converter Station”),  
16 and then extends approximately 200 miles across northern Louisiana (the “Louisiana  
17 Transmission Line”) to the Mississippi River. From there, the proposed route crosses  
18 portions of northern Mississippi (the “Mississippi Transmission Line”) to a converter  
19 station (the “Mississippi Converter Station”) and related facilities located on the eastern  
20 end of the Project in Choctaw County, Mississippi. The Project is currently targeted to  
21 begin construction in 2025 and to conclude in 2028.  
22

1 Q9. PLEASE EXPLAIN THE PROPOSED CONFIGURATION OF THE PROJECT IN  
2 LOUISIANA.

3 A. Southern Spirit's sole activities in Louisiana will consist of constructing and maintaining  
4 the HVDC transmission line and the Louisiana Converter Station within the state. Southern  
5 Spirit will operate exclusively as a provider of transmission capacity to interested parties,  
6 including but not limited to generators and load serving entities. Southern Spirit anticipates  
7 that the Project's capacity will be afforded and available for delivery into MISO South,  
8 which could include Louisiana utilities. In addition to the HVDC transmission line  
9 facilities, the Louisiana Converter Station will be located in DeSoto Parish where energy  
10 will be converted from alternating current ("AC") to direct current ("DC") (and vice versa).

11  
12 Q10. WHY IS THE PROJECT'S LOUISIANA CONVERTER STATION LOCATED IN  
13 DESOTO PARISH, LOUISIANA?

14 A. The proposed site of the Louisiana Converter Station is strategically located near the  
15 Louisiana-Texas border to allow interconnection between the ERCOT transmission grid  
16 and the Southern Spirit Project. Specifically, the Southern Spirit Project is associated with  
17 the Rusk to Panola Transmission Line Project ("RPTL Project"), a double-circuit 345-kV  
18 transmission line in Texas sponsored by Garland Power & Light ("Garland") and Rusk  
19 Interconnection LLC ("Rusk"). Garland is a municipal utility in ERCOT and Rusk is an  
20 affiliate of Pattern Energy Group LP. When completed, the RPTL Project will interconnect  
21 the ERCOT transmission grid to the Southern Spirit Project. The Louisiana Transmission  
22 Line will begin in Louisiana at the Texas border with the Louisiana Converter Station  
23 located in DeSoto Parish, and then extend approximately 200 miles across northern

1 Louisiana into Mississippi. The site is of sufficient size and appropriate configuration to  
2 accommodate the Louisiana Converter Station. SST has entered into a purchase option  
3 with the owners of the property and will purchase the same prior to construction. The legal  
4 description of the Louisiana Converter Station property is attached as Exhibit CK-6 to my  
5 testimony.

6  
7 Q11. WHAT IS THE ESTIMATED TOTAL PROJECT COST?

8 A. The Project represents a total investment of over \$2.68 billion. The facilities to be built by  
9 Pattern with that investment will be sited across the Project's footprint in Texas, Louisiana,  
10 and Mississippi, with a substantial portion to be located in the State of Louisiana. As more  
11 fully described in the testimony of Dr. David Loomis and his Economic Impact Analysis,  
12 the Louisiana portion of the Project is anticipated to result in the following for the state:

13 Jobs<sup>1</sup>

- 14 • 12,278 job-years during the construction and first 40 years of operation for the State of
- 15 Louisiana;
- 16 • 2,032 jobs during construction for the State of Louisiana; and
- 17 • 256 local long-term jobs for the State of Louisiana.

18 Worker Earnings<sup>2</sup>

- 19 • Over \$537 million in earnings during the construction and first 40 years of operation
- 20 for the State of Louisiana;
- 21 • Over \$170 million in earnings during construction for the State of Louisiana; and

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<sup>1</sup> All job numbers are full-time equivalent jobs and include direct, indirect, and induced jobs. With a two-year construction period, the project construction job figures would be divided in half for the number of jobs supported in any given year.

<sup>2</sup> Worker earnings include the wages, salary and benefits associated with these jobs.

- Over \$9.1 million in new local long-term earnings for the State of Louisiana annually.

Economic Output<sup>3</sup>

- Over \$2.2 billion in new economic output during the construction and first 40 years of operation for the State of Louisiana;
- Over \$307 million in new economic output during construction for the State of Louisiana; and
- Over \$47.6 million in new local long-term economic output for the State of Louisiana annually.

Q12. IS THERE A RISK THAT PROJECT COSTS, AND ANY POTENTIAL COST OVERRUNS, COULD BE BORNE BY LOUISIANA RATEPAYERS?

A. No. The cost to construct the Project will be funded entirely by SST and any financing parties that SST brings on. SST will also be responsible for the costs to operate and maintain the Project. As a FERC-regulated merchant transmission owner, SST will assume full market risk associated with the Project and has no captive customers from whom it can recover Project costs through cost-based rates. No entity is obligated to purchase transmission service and a subscriber will voluntarily do so only if it provides cost-effective benefits for that utility and its customers. Of course, for any such subscription, the LPSC-regulated electric public utility is required by law and LPSC order to file an application before the LPSC and obtain approval of any power purchase agreement that would include any costs associated with the transmission subscription. Thus, no costs of the Southern Spirit Project will be reflected in the retail or wholesale rates of any Louisiana ratepayer as

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<sup>3</sup> Economic output is the value of goods and services produced in the state or local economy. It is an equivalent measure to the gross domestic product. Economic output includes worker earnings.



1 a result of the LPSC's granting of this Application for a Certificate of Public Convenience  
2 and Necessity.

3  
4 Q13. WHAT IS THE CURRENT SCHEDULE AND TIMELINE FOR COMPLETING  
5 CONSTRUCTION OF THE PROJECT AND PLACING IT IN SERVICE.

6 A. The current schedule and timeline call for construction to begin in 2025. Pattern expects  
7 that the Project will be placed in service in 2028.

8  
9 **III. REGULATORY OVERSIGHT OF THE PROJECT**

10 Q14. HOW IS SST REGULATED?

11 A. SST is subject to the plenary jurisdiction of the FERC with the exception of siting of the  
12 transmission lines. In Louisiana, it is my understanding that siting is subject to the  
13 jurisdiction of the Louisiana Public Service Commission.

14  
15 Q15. PLEASE SUMMARIZE FERC'S ORDERS WHICH ALLOW SST TO  
16 INTERCONNECT WITH ERCOT.

17 A. In orders issued in 2011 and 2014, FERC ordered the interconnection between what was  
18 then named the SCT Project and ERCOT, which established the ability to move power  
19 between ERCOT and SERC through the Project.

20  
21 Q16. PLEASE SUMMARIZE FERC'S ORDERS WITH RESPECT TO SST'S ALLOCATION  
22 OF TRANSMISSION SERVICE.

23 A. Under Federal law, as implemented by FERC in its orders regarding the Project, SST will  
24 be obligated to offer open-access, non-discriminatory transmission service to potential

1 subscribers at rates that are just and reasonable. To comply with these requirements, SST  
2 will allocate the transmission capacity made available from the SST Project through an  
3 open solicitation capacity allocation process. Through the open solicitation process, SST  
4 may negotiate with one or more potential subscribers in order to obtain sufficient  
5 commitments to finance the Project. Also, as part of this process, SST will file an Open  
6 Access Transmission Tariff ("OATT") governing open access transmission rights no later  
7 than one year prior to the commercial operation of the Project.

8  
9 Q17. WHAT NERC RELIABILITY STANDARDS ARE APPLICABLE TO SST?

10 A. The topic of NERC standards compliance is addressed in the testimony of Deral Danis.  
11

#### 12 IV. ANTICIPATED BENEFITS OF THE SST PROJECT

13 Q18. HOW DO YOU EXPECT THAT THE SST PROJECT WILL OPERATE?

14 A. Power will flow from ERCOT to SERC or vice versa based on the relative power costs and  
15 needs in each region – a major advantage of using a bi-directional, controllable, HVDC  
16 link.  
17

18 Q19. WHAT ARE THE BENEFITS OF THE PROJECT?

19 A. There are numerous Project benefits, both regionally as well as specifically to Louisiana.

20 First, there are direct investment and employment benefits for Louisiana. The total  
21 capital cost of the Project is currently estimated to be over \$2.68 billion, and a substantial  
22 portion of the facilities constructed with that investment will be sited in Louisiana. As  
23 stated above, Dr. Loomis' Economic Impact Analysis and testimony documents the

1 projected direct, indirect and induced economic and employment benefits, both during  
2 construction and operation of the Project, which include: 2,032 full-time equivalent  
3 (“FTE”) jobs during construction with over \$170 million in earnings; 256 long term jobs;  
4 over \$537 million in earnings during the construction and first 40 years of operation; over  
5 \$2.2 billion in economic output during construction and the first 40 years of operation; and  
6 significant long-term local property tax revenue for each parish traversed.

7 Second, the Project will provide greater electric reliability benefits for MISO South  
8 utilities and Southeast utilities in general. The disruptions and shortages caused by Winter  
9 Storm Uri and other severe weather events have resulted in a greater appreciation for the  
10 reliability benefits that result from the interconnection of different, asynchronous regions.  
11 The Project will be the only direct interconnection between ERCOT, a 98,000+ MW  
12 system and SERC, a nearly 165,000 MW system (excluding Florida). The ability to receive  
13 up to 3,000 MW from ERCOT during a scarcity event in the Southeast will provide  
14 significant grid reliability and resiliency benefits to the entire Southeast. Conversely, the  
15 ability of Southeast utilities to supply power to Texas during an ERCOT scarcity event  
16 provides a grid reliability and resiliency benefit to ERCOT.

17 Third, a MISO South utility (or Mississippi utility) with excess capacity during an  
18 ERCOT scarcity event can sell into the ERCOT market and receive market prices, which  
19 will have increased significantly due to lack of supply. Since both MISO and ERCOT are  
20 traded markets, such power transfers may both help to alleviate a shortage and also provide  
21 additional revenue benefitting ratepayers of the selling utility.

22 Fourth, the Project will provide electric consumers, particularly large industrial  
23 customers, with greater access to power their facilities with renewable energy. There are

1 abundant resources in ERCOT, with nearly 37,000 MW of installed wind capacity. The  
2 Project will permit Louisiana utilities and others in MISO South and the broader SERC  
3 region to access this significant renewable resource which, importantly, tends to be  
4 strongest during hours of the day that solar facilities are not generating maximum power  
5 levels. By combining wind and solar generating resources, supply diversity is increased.  
6 Additionally, combining wind and solar permits Southeastern utilities to significantly  
7 improve access to around-the-clock renewable resources as compared to reliance on either  
8 resource alone, which enhances utilities in the Southeast's competitive position to recruit  
9 industrial demand and the associated indirect and direct benefits of such demand growth  
10 (i.e., jobs, tax revenue, etc.).

11 Finally, because the Project directly interconnects two large grids, it is anticipated  
12 that the ability to make large power transfers will increase competition and reduce prices,  
13 even during times which are not scarcity events, producing the type of consumer cost  
14 savings that typically result from increased competition. Additionally, differences in  
15 weather, peak period loads, and generation resource mixes in ERCOT and the SERC region  
16 will contribute to differences in power costs between the two grids. Because the two  
17 regions are not currently interconnected, it can be anticipated that there will almost always  
18 be differences in prices between the two. Utilities in MISO South and SERC at-large can  
19 take advantage of this opportunity to buy lower cost power, including renewable resources,  
20 or sell excess generation into ERCOT at a higher price depending on the circumstances.

21 The Project will provide the benefits described above without risk to Louisiana  
22 ratepayers. The cost to construct the Project will be funded entirely by SST, and SST will

1 be responsible for the costs to operate and maintain the Project, including cost overruns, if  
2 any.

3  
4 Q20. WILL THE SST PROJECT PROVIDE BENEFITS TO LOUISIANA CONTRACTORS,  
5 SUPPLIERS AND LABOR FORCE?

6 A. SST anticipates that a substantial portion of labor, materials, property, and services  
7 required for the construction of the Louisiana Transmission Line and the Louisiana  
8 Converter Station will be supplied by local consultants, contractors and suppliers. The  
9 projected benefits are described in more detail in the testimony of Dr. David Loomis and  
10 his Economic Impact Analysis.

11  
12 Q21. HOW DOES SST PLAN TO MAXIMIZE OPPORTUNITIES FOR LOCAL  
13 CONTRACTORS AND SUPPLIERS?

14 A. SST will make diligent efforts to ensure that local consultants, contractors, and suppliers  
15 have meaningful opportunities to supply labor, materials, property, and services for  
16 construction of the Louisiana Transmission Line and Louisiana Converter Station. In order  
17 to maximize the opportunities for participation by local contractors and suppliers, SST will  
18 continue to keep qualified firms and individuals fully informed of opportunities as they  
19 arise. This includes a link on the SST website for individuals and firms to register, present  
20 their qualifications, and indicate the type of services they wish to offer. Because of the  
21 substantial cost of the Project and the need to obtain significant performance and financial  
22 guarantees from its contractors, SST will construct the Project under a limited number of  
23 large prime contracts. This means that SST will not be directly hiring construction labor or

1 purchasing materials. However, the registration data SST collects will be shared with the  
2 appropriate prime contractor(s), and they will be instructed (as a contract requirement) to  
3 give priority to local subcontractors and vendors who are competitive and have the proper  
4 qualifications. The selected prime contractor(s) will also conduct job fairs prior to the start  
5 of construction, and they will be required to advertise locally for any openings that may be  
6 available. SST will also request that links be posted on local workforce and economic  
7 development websites to provide pertinent information regarding job openings.

8  
9 Q22. WERE THE REVISED ESTIMATES OF LOCAL CONSTRUCTION JOBS AND  
10 LOCAL CONTRACTOR AND VENDOR EMPLOYMENT INCLUDED IN DR. DAVID  
11 LOOMIS' TESTIMONY PROVIDED BY SST AND WHAT WAS THE BASIS OF  
12 THOSE ESTIMATES?

13 A. Yes, the estimates were generated by SST based on its experience in other projects. It is  
14 important to note that the estimates were made deliberately conservative, resulting in  
15 perceived lower local benefits, and do not reflect the extensive efforts to maximize the  
16 participation of local contractors and suppliers which I have described previously.

17  
18  
19 Q23. HAVE THE BENEFITS OF THE PROJECT BEEN RECOGNIZED BY LOCAL  
20 GOVERNMENTS ALONG THE PROPOSED LOUISIANA ROUTE?

21 A. Yes. Pattern has met with and received support from the local governments in Red River,  
22 Bienville, Franklin, Jackson, Ouachita and Richland parishes. Pattern intends to meet with

1 government officials for DeSoto and East Carroll parish, and expects that those parishes  
2 will support the Project as well.  
3

4 Q24. WHAT OPPORTUNITIES WILL THERE BE FOR LOUISIANA UTILITY  
5 CUSTOMERS TO BENEFIT?

6 A. In addition to the Louisiana benefits described above, there are two additional forms of  
7 benefit available to Louisiana. The first additional benefit is the opportunity for any utility  
8 serving Louisiana ratepayers to participate in the open solicitation process and potentially  
9 subscribe to SST capacity, which would permit that utility to benefit ratepayers through  
10 long-term, cost-competitive renewable and other energy from ERCOT. The Project as  
11 proposed will directly connect to the MISO South system, providing an opportunity for  
12 Louisiana utilities who receive power through that transmission system to participate or  
13 receive benefits from the SST Project. Because the Project is designed to include capacity  
14 for future growth, there are options for interconnection with MISO South utilities who  
15 provide power to Louisiana and other states. Entering into contracts with SST for  
16 transmission capacity and with wind generators for energy present an opportunity for any  
17 utility serving Louisiana ratepayers to increase diversity of supply, reduce fossil fuel  
18 reliance and capture the benefits of wind generation for all its customers, which include  
19 renewable energy at prices which are not subject to change due to fuel price fluctuations.  
20 Further, because of the expected cost benefits of wind energy, such contracts are expected  
21 to present an opportunity to put long-term downward pressure on rates over the life of the  
22 Project. Upon execution of a mutual support agreement, it will also give a utility access to  
23 the ERCOT market to assist in meeting system stability and reliability requirements under

1 emergency conditions. Finally, the bi-directional nature of the Project will permit  
2 Louisiana utilities to sell excess power into the ERCOT market when ERCOT prices are  
3 higher and buy power from ERCOT when prices are lower, providing additional ratepayer  
4 benefits.

5  
6 Q25. CAN YOU ELABORATE ON THOSE OPPORTUNITIES, OR ANY OTHER  
7 OPPORTUNITIES, FOR LOUISIANA UTILITY CUSTOMERS TO BENEFIT FROM  
8 THE PROJECT?

9 A. HVDC transmission links are significant tools in hardening the transmission system from  
10 catastrophic events. This is a benefit that can only be realized when such an event occurs,  
11 and the grid is unable to quickly recover. Having an interregional transmission asset  
12 connected in close proximity to electric customers in Louisiana will provide these grid-  
13 hardening reliability and resiliency benefits to Louisianans.

14 Additionally, the interconnections with Southern Company (SST's eventual  
15 neighbor in Mississippi and Alabama) and MISO offer opportunities for power transfers  
16 from ERCOT into these regions which increases power supplies and therefore increases  
17 competition and reduces prices.

18 Finally, many utilities, load serving entities, and states are seeking ways to attract  
19 industrial and commercial load (i.e., electrical demand) to bring good paying jobs and the  
20 resultant direct and indirect commercial activity that comes with these opportunities.  
21 Having access, either through its membership in MISO and/or as an electrical neighbor to  
22 Southern Company, will provide Louisianans access to highly energetic renewable energy  
23 options that are being delivered directly into the region and as such, the Project provides



an opportunity to attract businesses that have a desire to purchase renewable energy to meet their energy needs.

**V. COMPLIANCE WITH THE TRANSMISSION CERTIFICATION ORDER.**

Q26. PLEASE DESCRIBE GENERALLY THE TRANSMISSION CERTIFICATION ORDER.

A. The Transmission Certification Order was the result of the LPSC rulemaking initiated in Docket No. R-26018 on October 10, 2013. The purpose of that docket was to consider whether the LPSC should exercise its jurisdiction over the certification and siting of transmission projects constructed in Louisiana. At the end of the rulemaking process, the Commission concluded that it should exercise its jurisdiction over the certification and general routing of certain specifically identified transmission projects, which the order defines as “Transmission Facilities.” According to the Order, a Transmission Facility is “a system of structures, wires, insulators, and associated hardware, but not including switching or substations, that carry electric energy over distances and that are located in whole or in part within the State of Louisiana and furnish electric service within the state, that would be constructed and operated at or above a nominal 100 kV, exceeds one mile in length, and the estimated cost to construct exceeds \$20 million.”<sup>4</sup>

The Order provides that any utility seeking to construct a transmission project meeting the definition of Transmission Facility must first obtain LPSC certification that the project serves the public convenience and necessity, unless it qualifies for certain enumerated exemptions. For example, the Transmission Certification Order exempts from

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<sup>4</sup> Transmission Certification Order Section II.A. at 9-10.

1 certification projects needed primarily or entirely for reliability purposes and projects  
2 undertaken for the primary purpose of accommodating the needs of a new or expanding  
3 industrial load.<sup>5</sup>  
4

5 Q27. DOES THE SST PROJECT QUALIFY AS A TRANSMISSION FACILITY UNDER  
6 THE TRANSMISSION CERTIFICATION ORDER?

7 A. Not at this time, because the SST Project does not currently furnish electric service within  
8 the State of Louisiana. However, SST does ultimately desire to operate as a provider of  
9 transmission capacity to interested parties in Louisiana, including but not limited to  
10 generators and load serving entities, at which point, the SST Project would qualify as a  
11 Transmission Facility under the Transmission Certification Order.  
12

13 Q28. IS THE SST PROJECT SUBJECT TO ANY OF THE EXEMPTIONS PROVIDED IN  
14 SECTION VIII OF THE TRANSMISSION CERTIFICATION ORDER?

15 A. Yes, at least as I appreciate the Order. Section VIII(8) exempts Transmission Facilities  
16 whose costs, and the cost of any associated system impacts, will not be reflected or  
17 recovered in the retail or wholesale rates to be assessed to customers of Louisiana electric  
18 utilities or cooperatives. As outlined above, the cost of the SST Project will not be borne  
19 by Louisiana ratepayers, therefore this exemption seems to apply at this time.  
20

21 Q29. GIVEN THAT THE SST PROJECT APPEARS TO BE EXEMPT FROM THE  
22 CERTIFICATION REQUIREMENT OF THE TRANSMISSION CERTIFICATION

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<sup>5</sup> Transmission Certification Order at Section VIII.

1 ORDER, WHY IS THE COMPANY SEEKING COMMISSION CERTIFICATION  
2 THAT THE SST PROJECT WOULD SERVE THE PUBLIC CONVENIENCE AND  
3 NECESSITY?

4 A. As described above, the estimated total cost of \$2.68 billion to construct the SST Project  
5 represents a significant investment. Considering the magnitude of the expected investment  
6 associated with the Project, SST believes that seeking a prior public interest determination  
7 for the SST Project would be beneficial to the Commission (by permitting advanced review  
8 prior to that major investment) and to the Company (by providing greater regulatory  
9 certainty). So while the SST may be exempt from certification under the Transmission  
10 Certification Order, SST believes that, due to the financial significance and operational  
11 importance of the SST Project, Commission certification is appropriate in this unique case.  
12

13 Q30. BEFORE YOU EXPLAIN WHY THE CONSTRUCTION OF THE SST PROJECT IS IN  
14 THE PUBLIC INTEREST, WOULD YOU FIRST DESCRIBE THE TERM "PUBLIC  
15 INTEREST" AS YOU UNDERSTAND IT?

16 A. Yes. In testimony before this commission, the public interest has been previously described  
17 as "that which is thought to best serve everyone; it is the common good." If the net effect  
18 of a decision is believed to be positive or beneficial to society as a whole, it can be said  
19 that the decision serves the "public interest."

20 Electric utilities have a pervasive effect on the public interest. Virtually all elements  
21 of society rely on the provision of reliable, economic electric service. Electric utilities have  
22 the ability to affect the standard of living of the population within the area they serve by  
23 influencing the cost of living and quality of life for residential customers, and affecting the

1 interests of investors. In sum, public utilities affect the general level of economic activity  
2 and social well-being in the state.

3 I am not aware of any single simple standard or principle that can be immutably  
4 applied to determine whether a particular decision or policy is “in the public interest.”  
5 Determining whether a decision is “in the public interest” will depend upon factors that are  
6 potentially quantifiable on an estimated basis, such as likely changes in rates, as well as  
7 upon other factors that are not quantifiable, such as the effect of that course of action on  
8 the robustness of a competitive market. The public interest, however, cannot simply be  
9 defined as lower prices, as the Louisiana Supreme Court has made clear:

10 The entire regulatory scheme, including increases as well as  
11 decreases in rates, is indeed in the public interest, designed to assure  
12 the furnishing of adequate service to all public utility patrons at the  
13 lowest reasonable rates consistent with the interest both of the public  
14 and of the utilities.

15  
16 Thus the public interest necessity in utility regulation is not  
17 offended, but rather served by reasonable and proper rate increases  
18 notwithstanding that an immediate and incidental effect of any  
19 increase is improvement in the economic condition of the regulated  
20 utility company.<sup>6</sup>

21  
22 Finally, while witnesses can provide facts and opinions that bear on this issue, it is  
23 only the decision-maker, the Commission in this instance, who can reach a conclusion as  
24 to whether the construction of the SST Project is in the public interest.

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26  
27  

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<sup>6</sup> *City of Plaquemine v. Louisiana Public Service Commission*, 282 So.2d 440 (1973).

1 Q31. DOES THE SST PROJECT SATISFY THE REQUIREMENT OF THE TRANSMISSION  
2 CERTIFICATION ORDER THAT THE PROJECT BE IN THE PUBLIC INTEREST?

3 A. Yes, I believe it does. In issuing the Transmission Certification Order, the Commission  
4 acknowledged that it would certify a project it finds “to be in the public interest and the  
5 interests of affected ratepayers, enhances reliability of service, and/or provides economic  
6 benefits.”<sup>7</sup> “In making that determination, the commission may consider the expected  
7 impact of such transmission facility on costs, retail rates, service reliability, reduction of  
8 congestion, the interstate or intrastate benefits expected to be achieved, and whether the  
9 proposed transmission facility is consistent with public policy.”<sup>8</sup> In addition, the  
10 commission may consider “whether construction of this transmission facility (as opposed  
11 to construction of another transmission facility or construction of generation, for example)  
12 is a reasonable and cost-effective solution to the problem being addressed in the  
13 Application.”<sup>9</sup>

14 The SST Project surpasses these standards. As outlined above, Pattern and SST are  
15 committed to providing grid enhancements and opportunities to grow renewables and  
16 interregional transmission access. Furthermore, as explained by Dr. Loomis, the SST  
17 Project provides transmission capacity through the North Louisiana area, thereby  
18 maintaining and enhancing the reliability of service to all customers—both existing and  
19 future—in that area. It will also facilitate opportunities to grow Louisiana’s economy  
20 through job creation in the area as well as the creation of tax revenue for local governments.

---

<sup>7</sup> Transmission Certification Order, Section IV, at 10.

<sup>8</sup> *Id.*

<sup>9</sup> Transmission Certification Order, Section IV, at 10-11.

1           Moreover, as explained by Mr. Deral Danis in his testimony, the SST Project will  
2           also harden the transmission system from catastrophic events. Specifically, having an  
3           interregional transmission asset connected in close proximity to electric customers in  
4           Louisiana will provide grid-hardening reliability and resiliency benefits to Louisiana utility  
5           customers. Further, the interconnections with MISO offer opportunities for power transfers  
6           from ERCOT, which increases power supplies to the region and therefore increases  
7           competition, which could lead to a reduction in prices. Based on all these factors, I believe  
8           that the SST Project is firmly in the public interest and should be certified as such by the  
9           Commission.

10  
11   Q32. HAS THE COMPANY PROVIDED ALL INFORMATION REQUIRED BY THE  
12       TRANSMISSION CERTIFICATION ORDER?

13   A.   Yes. Through my direct testimony and the direct testimonies of Messrs. Danis, Loomis,  
14       Barton, and Ms. Gwin, the company has provided the information required by the  
15       transmission certification order as follows:

- 16               • Requirement V.1: SST is the applicant in this proceeding and the only entity  
17               participating in the construction of the SST Project.
- 18               • Requirement V. 2: Myself and Mr. Deral Danis provide a description of the  
19               SST Project.
- 20               • Requirement V. 3: Myself and Mr. Danis and Dr. David Loomis provide  
21               detailed discussions of the justification for the SST Project.
- 22               • Requirement V.4: Mr. Tim Barton and Ms. Shannon Gwin provide the  
23               general proposed location of the SST Project.

- 1 • Requirement V. 5: My testimony discusses the anticipated sources of  
2 funding for the SST Project, namely, that the Project costs will be funded  
3 solely by SST.
- 4 • Requirement V. 6: My testimony provides SST's current best estimate of  
5 the cost of the SST Project.
- 6 • Requirement V. 7: I provide a discussion above of the effects that the SST  
7 Project will have on customer rates.
- 8 • Requirement V. 8: As an exhibit to their testimony, Mr. Danis and Mr.  
9 Barton provide diagrams of the typical transmission structures anticipated  
10 to be used in constructing the SST Project.
- 11 • Requirement V. 9: I provide a discussion above of the current schedule and  
12 timeline for completing the construction of the SST Project and placing it  
13 in service.
- 14 • Requirement V. 10: Mr. Tim Barton and Ms. Shannon Gwin explain the  
15 company's current plans for right-of-way acquisition.

16 All of this information displays the significant planning and analyses that have already  
17 gone into developing the SST Project and the company's reasonable plan for completing  
18 the development and construction to bring the reliability benefits of the SST Project to  
19 Louisiana customers and residents.

20 Q33. IS THE COMPANY REQUESTING THAT THE COMMISSION CERTIFY HERE THE  
21 SPECIFIC PARCEL-BY-PARCEL SITING OF THE SST PROJECT?

22 A. No. In fact, the Transmission Certification order specifically excludes this type of approval  
23 from the scope of the Commission's certification authority, noting that the Commission's

1 review shall be in addition to, and is not intended to eliminate, any other approvals that  
2 may be required under local, state and/or federal law. As such, SST is only requesting that  
3 the Commission determine that the SST Project is in the public interest and authorize its  
4 construction along the generalized substation to substation corridor (or similar route)  
5 discussed by Mr. Barton and Ms. Gwin.

6  
7 Q34. IS THE COMPANY SEEKING EXPEDITED CONSIDERATION BY THE  
8 COMMISSION?

9 A. Not at this time. I note that the Transmission Certification Order provides that SST may  
10 request expedited consideration of the proposed facility and that if such a request is granted  
11 by the Commission Secretary, the Commission will use its best efforts to act on the  
12 application within 90 days. Otherwise, the Commission's review may extend to a total of  
13 180 days depending on whether the application is contested. Given the SST Project's  
14 current schedule, the 180-day review period, if required, should not place the currently  
15 planned in-service date in jeopardy.

16  
17 Q35. DOES THIS CONCLUDE YOUR TESTIMONY?

18 A. Yes.



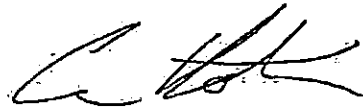
**AFFIDAVIT OF WITNESS**

STATE OF Texas  
COUNTY OF Harris

**NOW BEFORE ME**, the undersigned authority, personally came and appeared:

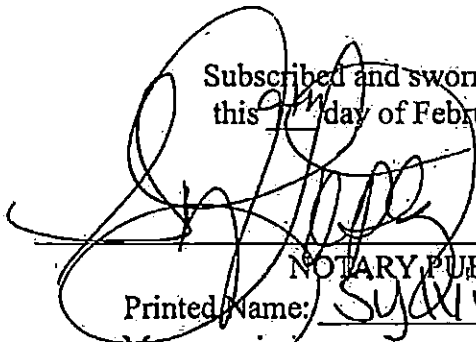
**CARY KOTTLER**

who, after being duly sworn by me, did depose and state that the above and foregoing is his sworn testimony in this proceeding, that he knows the contents thereof, and that the same are true and correct to the best of his knowledge, information and belief.

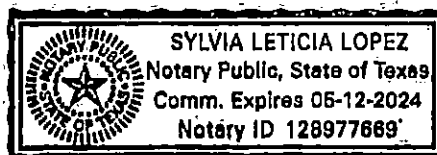


Mr. Cary Kottler

Subscribed and sworn before me  
this 9<sup>th</sup> day of February, 2023.



NOTARY PUBLIC  
Printed Name: Sylvia Lopez  
My commission expires: 5-12-2024



# Delaware

PAGE 1

*The First State*


I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF FORMATION OF "SOUTHERN CROSS TRANSMISSION LLC", FILED IN THIS OFFICE ON THE FIRST DAY OF JULY, A.D. 2010, AT 5:36 O'CLOCK P.M.



4840389 8100

100711519

You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 8093620

DATE: 07-02-10



State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 05:46 PM 07/01/2010  
FILED 05:36 PM 07/01/2010  
SRV 100711519 - 4840389 FILE

**CERTIFICATE OF FORMATION  
OF  
SOUTHERN CROSS TRANSMISSION LLC**

This Certificate of Formation (the "Certificate") of Southern Cross Transmission LLC (the "Company") is being executed by the undersigned for the purpose of forming a limited liability company pursuant to the Delaware Limited Liability Company Act (the "Act").

1. The name of the Company is Southern Cross Transmission LLC.
2. The name and address of the registered agent of the Company shall be Corporation Service Company, 2711 Centerville Road, Suite 400, Wilmington, DE 19808.
3. The address of the registered office of the Company in Delaware is 2711 Centerville Road, Suite 400, Wilmington, DE 19808.

**IN WITNESS WHEREOF**, the undersigned, an authorized person of the Company within the meaning of the Act, has duly executed this Certificate of Formation on July 1, 2010.

Authorized person:

**Pattern Transmission LP**, a Delaware limited partnership

By: **Pattern Transmission GP LLC**, a Delaware limited liability company  
Its: **General Partner**

By: /s/ Alex D. Bennett

Name: Alex D. Bennett

Title: Secretary

# Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "SOUTHERN CROSS TRANSMISSION LLC", CHANGING ITS NAME FROM "SOUTHERN CROSS TRANSMISSION LLC" TO "SOUTHERN SPIRIT TRANSMISSION LLC", FILED IN THIS OFFICE ON THE SEVENTEENTH DAY OF NOVEMBER, A.D. 2022, AT 9:33 O`CLOCK A.M.



  
Jeffrey W. Bullock, Secretary of State

4840389 8100  
SR# 20224041259

Authentication: 204885614  
Date: 11-17-22

You may verify this certificate online at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

**STATE OF DELAWARE  
CERTIFICATE OF AMENDMENT**

1. Name of Limited Liability Company: Southern Cross Transmission LLC
- 
2. The Certificate of Formation of the limited liability company is hereby amended as follows:

1. The name of the LLC is Southern Spirit Transmission LLC

IN WITNESS WHEREOF, the undersigned have executed this Certificate on  
the 16th day of November A.D. 2022.

By: \_\_\_\_\_



Authorized Person(s)

Name: Solape O. Delano

Print or Type

# Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SOUTHERN SPIRIT TRANSMISSION LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE THIRTIETH DAY OF NOVEMBER, A.D. 2022.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE BEEN PAID TO DATE.

A handwritten signature in black ink, appearing to read "JBullock", written over a horizontal line.

Jeffrey W. Bullock, Secretary of State

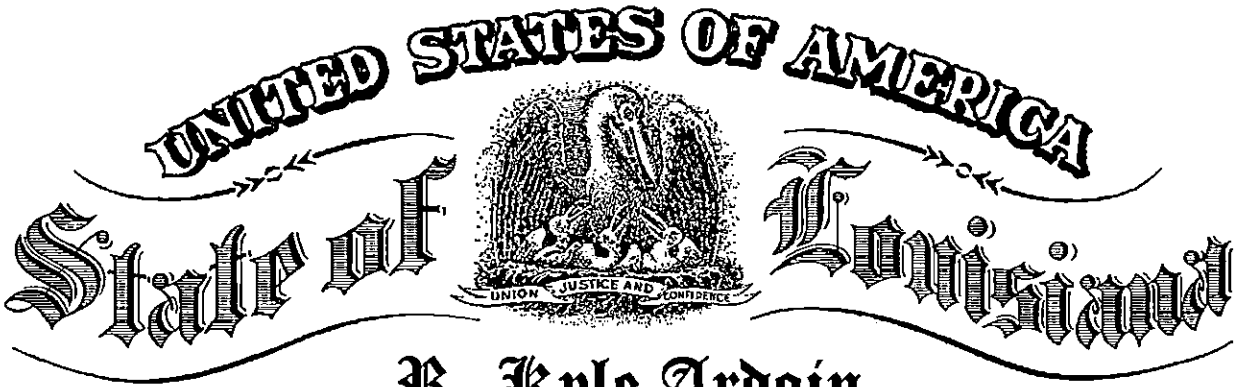
4840389 8300

SR# 20224140189

You may verify this certificate online at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

Authentication: 204971021

Date: 11-30-22



**R. Kyle Ardoin**  
SECRETARY OF STATE

*As Secretary of State of the State of Louisiana, I do hereby Certify that*

**SOUTHERN SPIRIT TRANSMISSION LLC**

A limited liability company domiciled in WILMINGTON, DELAWARE,

Filed charter and qualified to do business in this State on April 11, 2017,

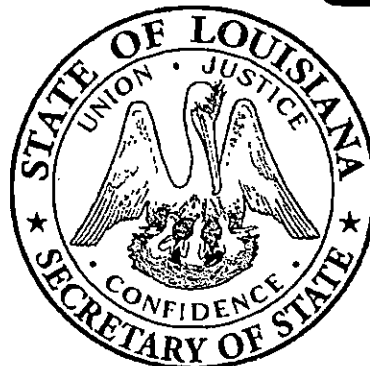
I further certify that the records of this Office indicate the company has paid all fees due the Secretary of State, and so far as the Office of the Secretary of State is concerned, is in good standing and is authorized to do business in this State.

I further certify that this certificate is not intended to reflect the financial condition of this company since this information is not available from the records of this Office.



In testimony whereof, I have hereunto set my hand and caused the Seal of my Office to be affixed at the City of Baton Rouge on,

February 9, 2023



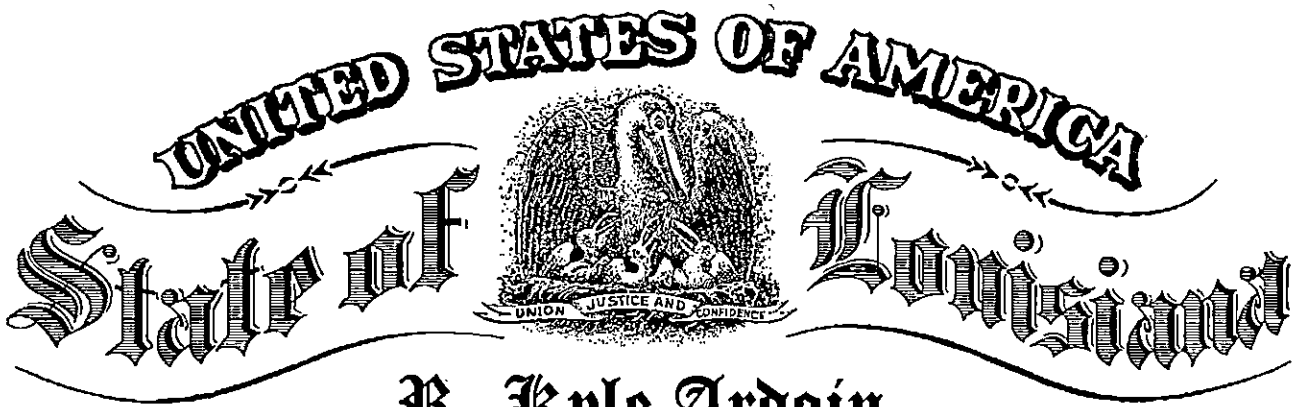
*R. Kyle Ardoin*

*Secretary of State*

Web 42614629Q

Certificate ID: 11685732#WMJ62

To validate this certificate, visit the following web site, go to **Business Services**, **Search for Louisiana Business Filings**, **Validate a Certificate**, then follow the instructions displayed.  
[www.sos.la.gov](http://www.sos.la.gov)



**R. Kyle Ardoin**

**SECRETARY OF STATE**

*As Secretary of State of the State of Louisiana I do hereby Certify that*

the attached document(s) of

**SOUTHERN SPIRIT TRANSMISSION LLC**

are true and correct and are filed in the Louisiana Secretary of State's Office.

42614629Q	FOREIGN LLC	ORIGF	4/11/2017	2 page(s)
42924644	FOREIGN LLC	1350	1/22/2018	2 page(s)
43285213	FOREIGN LLC	1350	12/12/2018	1 page(s)
45169502	FOREIGN LLC	NMCHG	11/23/2022	3 page(s)
44891218	FOREIGN LLC	22 AR	4/14/2022	1 page(s)

In testimony whereof, I have hereunto set my hand and caused the Seal of my Office to be affixed at the City of Baton Rouge on,

February 13, 2023

*R. Kyle Ardoin*

*Secretary of State*

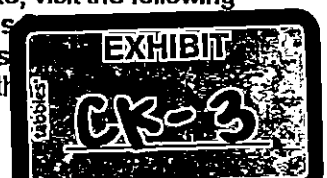
WEB 42614629Q



Certificate ID: 11687506#Q8Q83

To validate this certificate, visit the following web site, go to **Business** for Louisiana Business Certificate, then follow the displayed.

[www.sos.la.gov](http://www.sos.la.gov)





Tom Schedler  
Secretary of State



APPLICATION FOR AUTHORITY  
TO TRANSACT BUSINESS IN LOUISIANA

(R.S. 12:1345)

Foreign Limited Liability Company  
Enclose \$150.00 filing fee  
Make remittance payable to  
Secretary of State  
Do Not Send Cash

Return to: Commercial Division  
P. O. Box 94125  
Baton Rouge, LA 70804-9125  
Phone (225) 925-4704  
Web site: www.sos.la.gov

STATE OF CALIFORNIA

Check one: ☐ Non Profit  
☒ Business

Check one: ☒ Original Application  
☐ Amended Application

~~PARTIAL~~ COUNTY OF SAN FRANCISCO

1. Limited liability company name: Southern Cross Transmission LLC

2. Previous name: \_\_\_\_\_

3. Date of organization: July 1, 2010 Period of duration: perpetual

4. Principal office address in state or country of organization: c/o CSC, 2711 Centerville Rd, Suite 400, Wilmington, DE 19808

5. Principal business office address: c/o Pattern Energy Group LP, Pier 1, Bay 3, San Francisco, CA 94111

PLEASE INCLUDE COMPLETE STREET ADDRESSES FOR THE FOLLOWING

6. Principal business establishment in Louisiana: None.

7. Registered office address in Louisiana: 501 Louisiana Avenue, Baton Rouge, LA 70802-5921

8. Registered agent's name and address in Louisiana: Corporation Service Company

501 Louisiana Avenue, Baton Rouge, LA 70802-5921

9. Nature of business to be transacted in Louisiana: Development of transmission line from Texas to Mississippi

10. Names and addresses of members and managers: SC Transmission Holdings LLC (sole member; member-managed)

c/o Pattern Energy Group LP, Pier 1, Bay 3, San Francisco, CA 94111

SC Transmission Holdings LLC, its sole Member

John G. Brunet  
To be signed by a Member/Manager

Secretary 4/10/2017

Title and Date

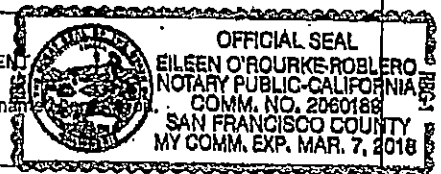
Sworn to and subscribed before me, the undersigned Notary Public, on this date: April 10, 2017

[Signature]  
Notary

AGENT'S ACCEPTANCE AND ACKNOWLEDGEMENT OF APPOINTMENT

I hereby acknowledge and accept the appointment of registered agent for and on behalf of the above named  
Corporation Service Company

By: [Signature]  
Registered Agent



Sworn to and subscribed before me on this date: April 10 2017

Miranda Groom  
Notary



# Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SOUTHERN CROSS TRANSMISSION LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TENTH DAY OF APRIL, A.D. 2017.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "SOUTHERN CROSS TRANSMISSION LLC" WAS FORMED ON THE FIRST DAY OF JULY, A.D. 2010.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE BEEN PAID TO DATE.



4840389 8300

SR# 20172398583

You may verify this certificate online at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

A handwritten signature of Jeffrey W. Bullock in black ink, written over a horizontal line. Below the line, the text "Jeffrey W. Bullock, Secretary of State" is printed.

Authentication: 202354123

Date: 04-10-17

## **STATEMENT OF CHANGE**

**Charter Number:** 42614629Q

**Name:** SOUTHERN CROSS TRANSMISSION LLC

### **ADDRESSES:**

**Principal office address in state or country of incorporation/organization:**

C/O CSC 2711 CENTERVILLE RD, SUITE 400  
WILMINGTON, DE, 19808

**Principal business office address:**

C/O PATTERN ENERGY GROUP, LP PIER 1, BAY 3  
SAN FRANCISCO, CA, 94111

**Principal business establishment in Louisiana:**

3867 PLAZA TOWER DR  
BATON ROUGE, LA, 708164378

**Mailing Address:**

C/O PATTERN ENERGY GROUP, LP PIER 1, BAY 3  
SAN FRANCISCO, CA, 94111

### **LOUISIANA REGISTERED OFFICE ADDRESS:**

**Registered office address in Louisiana:**

3867 PLAZA TOWER DR.  
BATON ROUGE, LA, 70816

### **AGENTS:**

**Agent Name:**

C T CORPORATION SYSTEM  
3867 PLAZA TOWER DR.  
BATON ROUGE, LA, 70816

### **MEMBERS/MANAGERS:**

**Member/Manager Name:**

SC TRANSMISSION HOLDINGS LLC (MEMBER)  
C/O PATTERN ENERGY GROUP, LP PIER 1, BAY 3  
SAN FRANCISCO, CA, 94111

**The filing of a false public record, with the knowledge of its falsity, is a crime, subjecting the filer to fine or imprisonment or both under R.S. 14:133.**

TO BE ELECTRONICALLY SIGNED BY AUTHORIZED INDIVIDUAL.

**ELECTRONIC SIGNATURE:** DYANN BLAINE (1/22/2018)

**TITLE:** MEMBER

**SECRETARY OF STATE**



**Agent Affidavit and Acknowledgement of Acceptance**

**Charter Number:** 42614629Q

**Charter Name:** SOUTHERN CROSS TRANSMISSION LLC

**The agent / agents listed below accept the appointment of registered agent for and on behalf of the Charter Name above.**

<b>Date Responded</b>	<b>Agent(s)</b>	<b>Agent(s) Electronic Signature</b>
01/22/2018	C T CORPORATION SYSTEM	NICOLE DIFFENBAUGH

## **STATEMENT OF CHANGE**

**Charter Number:** 42614629Q

**Name:** SOUTHERN CROSS TRANSMISSION LLC

### **ADDRESSES:**

**Principal office address in state or country of incorporation/organization:**

C/O CT 1209 ORANGE ST  
WILMINGTON, DE, 19801

**Principal business office address:**

C/O PATTERN ENERGY GROUP 2 LP 1088 SANSOME ST.  
SAN FRANCISCO, CA, 94111

**Principal business establishment in Louisiana:**

3867 PLAZA TOWER DR  
BATON ROUGE, LA, 708164378

**Mailing Address:**

C/O PATTERN ENERGY GROUP 2, LP 1088 SANSOME ST.  
SAN FRANCISCO, CA, 94111

### **LOUISIANA REGISTERED OFFICE ADDRESS:**

**Registered office address in Louisiana:**

3867 PLAZA TOWER DR.  
BATON ROUGE, LA, 70816

### **AGENTS:**

**Agent Name:**

C T CORPORATION SYSTEM  
3867 PLAZA TOWER DR.  
BATON ROUGE, LA, 70816

### **MEMBERS/MANAGERS:**

**Member/Manager Name:**

SC TRANSMISSION HOLDINGS LLC (MEMBER)  
C/O PATTERN ENERGY GROUP 2 LP 1088 SANSOME ST.  
SAN FRANCISCO, CA, 94111

**The filing of a false public record, with the knowledge of its falsity, is a crime, subjecting the filer to fine or imprisonment or both under R.S. 14:133.**

**TO BE ELECTRONICALLY SIGNED BY AUTHORIZED INDIVIDUAL.**

**ELECTRONIC SIGNATURE:** JONI BARRETT (12/12/2018)

**TITLE:** SECRETARY

**STATE OF LOUISIANA**  
**NAME CHANGE AMENDMENT**

**R.S. 12:1348**

**Old Name:**

**SOUTHERN CROSS TRANSMISSION LLC**

**New Name:**

**SOUTHERN SPIRIT TRANSMISSION LLC**

**Date of Organization:**

**07/01/2010**

**Period of Duration:**

**PERPETUAL**

**Mailing Address:**

**C/O PATTERN ENERGY GROUP 2, LP 1088 SANSOME ST.  
SAN FRANCISCO, CA, 94111**

**Principal office address in state or country of incorporation/organization:**

**C/O CT 1209 ORANGE ST  
WILMINGTON, DE, 19801**

**Principal business office address:**

**C/O PATTERN ENERGY GROUP 2 LP 1088 SANSOME STREET  
SAN FRANCISCO, CA, 94111**

**Principal business establishment in Louisiana:**

**3867 PLAZA TOWER DR  
BATON ROUGE, LA, 708164378**

**Registered office address in Louisiana:**

**3867 PLAZA TOWER DR.  
BATON ROUGE, LA, 70816**

**Agent Name:**

**CT CORPORATION SYSTEM  
3867 PLAZA TOWER DR.  
BATON ROUGE, LA, 70816**

**MEMBERS/MANAGERS:**

**Member/Manager Name:**

**SC TRANSMISSION HOLDINGS LLC (MEMBER)  
C/O PATTERN ENERGY GROUP 2 LP 1088 SANSOME ST.  
SAN FRANCISCO, CA, 94111**

**Nature of Business to be transacted in Louisiana:**

**RENEWABLE ENERGY PROJECTS**

BY TYPING MY NAME BELOW, I HEREBY CERTIFY THAT I AM A  
MEMBER/MANAGER.

**ELECTRONIC SIGNATURE:** AMY SMOLEN (11/23/2022)

**TITLE:** VICE PRESIDENT

# Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF  
DELAWARE, DO HEREBY CERTIFY THAT THE SAID "SOUTHERN CROSS  
TRANSMISSION LLC", FILED A CERTIFICATE OF AMENDMENT, CHANGING  
ITS NAME TO "SOUTHERN SPIRIT TRANSMISSION LLC" ON THE  
SEVENTEENTH DAY OF NOVEMBER, A.D. 2022, AT 9:33 O`CLOCK A.M.





A handwritten signature in black ink, appearing to read "JBullock", is written over a horizontal line. Below the line, the text "Jeffrey W. Bullock, Secretary of State" is printed.

4840389 8320  
SR# 20224096953

Authentication: 204932221  
Date: 11-23-22

You may verify this certificate online at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)



<b>R. Kyle Ardoin</b> <b>Secretary of State</b> 		<b>LIMITED LIABILITY COMPANY</b> <b>ANNUAL REPORT</b> <b>For Period Ending</b> <b>4/11/2022</b>		 42614629Q  2022	
<b>Mailing Address Only</b> (INDICATE CHANGES TO THIS ADDRESS IN THIS BOX) 42614629 Q SOUTHERN CROSS TRANSMISSION LLC  C/O PATTERN ENERGY GROUP 2, LP 1088 SANSOME ST. SAN FRANCISCO, CA 94111		1		<b>(INDICATE CHANGES TO THIS ADDRESS IN THIS BOX)</b> Domicile Street Address in State Where Organized (Do not use P. O. Box) C/O CT 1209 ORANGE ST WILMINGTON, DE 19801	
				Federal Tax ID Number	
Our records indicate the following registered agents for this company. Indicate any changes or deletions below. All agents must have a Louisiana address. Do not use a P. O. Box. <b>NEW REGISTERED AGENT REQUIRES A NOTARIZED SIGNATURE.</b> C T CORPORATION SYSTEM 3867 PLAZA TOWER DR. BATON ROUGE, LA 70816					
I hereby accept the appointment of registered agent(s).			Sworn to and subscribed before me on NOTARY NAME MUST BE TYPED OR PRINTED WITH NOTARY #		
<b>New Registered Agent Signature</b>			<b>Notary Signature</b>		<b>Date</b>
This report reflects a maximum of three members/managers for the company. Indicate any changes or deletions below. Include a listing of all names and addresses. Do not use a P. O. Box. If additional space is needed attach an addendum. <i>Officer titles, such as president or secretary are not acceptable.</i>  SC TRANSMISSION HOLDINGS LLC C/O PATTERN ENERGY GROUP 2 LP 1088 SANSOME ST. SAN FRANCISCO, CA 94111					
Our records indicate the following addresses for the corporation. Indicate any changes below. Principal business office wherever located: C/O PATTERN ENERGY GROUP 2 LP 1088 SANSOME ST. SAN FRANCISCO, CA 94111 Registered office in Louisiana (Must be the same as agent's address): 3867 PLAZA TOWER DR. /BATON ROUGE, LA 70816 Principal business establishment in Louisiana (Do not use a P. O. Box): 3867 PLAZA TOWER DR /BATON ROUGE, LA 70816-4378					
The filing of a false public record, with the knowledge of its falsity, is a crime, subjecting the filer to the fine or imprisonment or both under R.S. 14:133.					
<b>SIGN →</b>	To be signed by authorized individual Harman Ratia (SIGNED ELECTRONICALLY)	Title Authorized Filer	Phone	Date 04/14/2022	
	Signee's address	Email Address ON FILE			(For Office Use Only)
<div style="display: flex; justify-content: space-between;"> <div style="text-align: center;"> Enclose filing fee of    \$30.00  Make remittance payable to Secretary of State  Do Not Send Cash  Do Not Staple  web site: <a href="http://www.sos.louisiana.gov">www.sos.louisiana.gov</a> </div> <div style="text-align: center;"> Return by:    4/11/2022  To: <b>Commercial Division</b>  <b>P. O. Box 94125</b>  <b>Baton Rouge, LA 70804-9125</b>  <b>Phone (225) 925-4704</b> </div> </div> <div style="text-align: center; margin-top: 10px;"> <b>DO NOT STAPLE</b> </div>					
					1

UNSIGNED REPORTS WILL BE RETURNED



**Cary Kottler**

Cary Kottler serves as Chief Development Officer for Pattern Development. In this role, Cary is responsible for Pattern's development of wind and electric transmission initiatives across North America as well as the evaluation and origination of new opportunities.

Prior to joining Pattern Development, Cary served as Executive Vice President of Clean Line Energy. He held a number of roles at Clean Line across the development, commercial and legal sectors, with responsibilities encompassing project development, state and federal permitting processes, FERC matters, corporate compliance, financing arrangements, and commercial agreements.

Previously, Cary was a corporate attorney for Vinson & Elkins, focusing on mergers and acquisitions, project development and private equity investments in the energy and power sector, both domestically and internationally.

**Pattern Development** is a leader in developing renewable energy and transmission assets. With a long history in wind energy, Pattern's highly experienced team has developed, financed and placed into operation more than 5,500 MW of wind and solar power projects. A strong commitment to promoting environmental stewardship drives the company's dedication in working closely with communities to create renewable energy projects. Pattern has offices in San Francisco, Houston, San Diego, New York, New Mexico, Toronto, Amsterdam, and Tokyo. For more information, visit [www.patternenergy.com](http://www.patternenergy.com)



SOUTHERN CROSS – J.E. HOLMES – 40.278 ACRES

LEGAL DESCRIPTION: BEING THE NW/4 OF THE SW/4 OF SECTION 20, TOWNSHIP 13 NORTH, RANGE 16 WEST, DESOTO PARISH, LOUISIANA, CONTAINING 40.278 ACRES OF LAND, AND BEING THAT SAME TRACT CONVEYED TO J.E. HOLMES DEED RECORDED IN VOLUME 44, PAGE 271; SAID 40.278 ACRES OF LAND BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS AND AS SURVEYED UNDER THE SUPERVISION OF STANGER SURVEYING TYLER, LLC IN DECEMBER, 2016:

BEGINNING at 5/8 inch iron rod found for the west quarter corner of said Section 20 and the northwest corner hereof;

THENCE North 87°48'41" East a distance of 1319.13 feet along the south line of the NW/4 of said Section 20 to a 1 inch iron pipe found for the northeast corner hereof;

THENCE South 02°27'00" East a distance of 1327.40 feet along the west line of said NE/4 of the SW/4 of said Section 20 to a ½ inch iron pipe found for the southeast corner hereof;

THENCE South 88°18'48" West a distance of 1336.17 feet along the north line of the SW/4 of the SW/4 of said Section 20 to a ½ inch iron rod found in the west line of said Section 20 for the southwest corner hereof;

THENCE North 01°42'46" West a distance of 1315.73 feet along the west line of said Section 20 to the POINT OF BEGINNING and containing 40.278 acres of land, more or less.

Note: Bearings, distances, and acreage shown hereon are Grid, NAD83(2011), Texas North-Central Zone and are based on NGS CORS/OPUS solutions.

COPY-SEE NOTE BELOW

December 20, 2016

John R. Nowlin

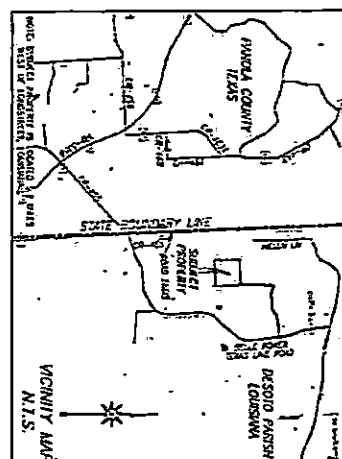
Registered Professional Land Surveyor No. 4801

State of Louisiana

Job no. T160351

Note: This survey metes and bounds description was prepared while performing an ALTA/ACSM Land Title Survey of the surrounding area. THIS DIGITAL COPY IS PROVIDED FOR THE INSERTION INTO LEGAL DOCUMENTS. The signed and sealed original copies of this survey description are part of this said title survey and are retained in the office of John F. Watson & Company, Stanger Surveying Tyler, LLC and their client.





UNITED STATES DISTRICT COURT, DISTRICT OF COLUMBIA  
IN RE: EVIDENCE OF THE BURNING OF THE WHITE HOUSE  
ON: 11/11/2004  
FILED: 11/11/2004  
BY: [Signature]  
CLERK OF COURT

**AND GALT, R. SPENCER**


[illegible][illegible]

1. **THE STATE OF TEXAS, COUNTY OF DALLAS, ss. I, JAMES E. HAYES, Clerk of the County Court, do hereby certify that the within and foregoing is a true and correct copy of the original as the same appears on the records of the County Court of the County of Dallas, State of Texas.**
2. **WITNESS MY HAND AND SEAL OF OFFICE, this 11th day of January, 1907.**

[illegible]

LEWIS, ROBERT  
RECEIVED PHOTOGRAPH ALSO DURING  
BRIEF OF INVESTIGATION AND CASE





**STANGER**

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