

**MAINE YANKEE**  
321 Old Ferry Road, Wiscasset, Maine 04578

February 23, 2012  
OMY-12-011

U.S. Nuclear Regulatory Commission  
Attn: Document Control Desk  
Washington, DC 20555-0001

**References:**

- (a) **Maine Yankee Atomic Power Co. (Docket No. 50-309, 72-30)**  
**Notice of Violation, EA-2011-271**  
**(TAC No. L24566)**


**Re: Reply to Notice of Violation; EA-2011-271**

Maine Yankee Atomic Power Company (Maine Yankee) herein replies to the referenced Notice of Violation (NOV) issued by the Nuclear Regulatory Commission (NRC) on January 27, 2012. The reply is set forth in Enclosure 1.

Maine Yankee does not agree that a violation of 10 C.F.R. 50.38 existed. In accordance with 10 C.F.R. § 2.201(a), and the instructions in the NOV, the reply includes (1) the basis for disputing the violation; (2) the steps that have been taken and the results achieved; (3) the steps that will be taken; and (4) without conceding that a violation occurred, the date when full compliance was achieved.

If you have any questions or require additional information, please contact me or Joe Fay at (207) 350-0300.

Sincerely,



Wayne Norton  
Chief Nuclear Officer of Maine Yankee

cc: Director, Office of Nuclear Safety and Safeguards  
Regional Administrator, Region 1  
Director, Office of Enforcement

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IE08  
NMSS

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Enclosure 1: Reply to Notice of Violation  
Enclosure 2: Board Resolution and Certifications

## **ENCLOSURE 1**

### **Reply to Notice of Violation (EA-2011-271)**

#### *Restatement of Violation*

10 CFR 50.38 requires that "any person who is a citizen, national, or agent of a foreign country, or any corporation, or other entity which the Commission knows or has a reason to believe is owned, controlled, or dominated by an alien, a foreign corporation, or a foreign government, shall be ineligible to apply for and obtain a license."

Contrary to the above, since at least April 20, 2011, [Maine Yankee] has been owned, controlled or dominated by a foreign corporation. Specifically, [Maine Yankee] is governed by a board of directors whose members are appointed, in part, by companies that are ultimately controlled by foreign entities, as follows: Central Maine Power Co. (38% - Iberdrola S.A.), New England Power Co. (24% - National Grid); Bangor Hydro-Electric and Maine Public Service Co. (12% - Emera).

This is a Severity Level IV violation.

#### *Maine Yankee Position on Violation*

Maine Yankee Atomic Power Company (Maine Yankee) does not agree that the cited violation of 10 C.F.R. 50.38 occurred.

#### *Basis For Position*

Maine Yankee is the licensee for the Maine Yankee Independent Spent Fuel Storage Installation (ISFSI). Maine Yankee is owned by several shareholders, or sponsor, companies. As stated in the Notice of Violation (NOV), four of these sponsor companies (Central Maine Power, New England Power, Maine Public Service, and Bangor Hydro-Electric) are U.S. based companies that are each wholly-owned, through U.S. based intermediary companies, by one of three foreign parent companies. No one of the foreign-owned sponsor companies holds a majority, or controlling, interest in Maine Yankee. The three indirect foreign parent companies (Iberdrola S.A., National Grid, and Emera) are from three different countries — Spain, United Kingdom, and Canada.

The transactions that resulted in the acquisition of each of the four sponsor companies by a foreign company did not require NRC approval pursuant to 10 C.F.R. 50.80. The NRC has routinely concluded that transactions involving the acquisition of a minority interest in Maine Yankee, or other Yankee Companies, do not require prior NRC approval under Section 50.80 because the transactions do not involve, either directly or indirectly, a "transfer of control" of a license under that regulation. In the cases of the acquisitions involving Central Maine Power, New England Power (NEP), and Maine Public Service, the NRC made documented "threshold determinations" that no transfer was involved and that no NRC approval was required.

Section 50.38, as cited in the NOV, states that “[a]ny person who is a citizen, national, or agent of a foreign country, or any corporation or other entity which the Commission knows or has reason to believe is owned, controlled, or dominated by an alien or foreign corporation, or a foreign government, shall be ineligible to apply for and obtain a license.” Maine Yankee contests the cited violation of Section 50.38 for several reasons.

First, Section 50.38 derives from Section 103.d and Section 104.d of the Atomic Energy Act (AEA). Those AEA sections apply to licenses for either a utilization or production facility as defined in the AEA.<sup>1</sup> The Maine Yankee ISFSI is not presently, by any reasonable interpretation, a “production” or “utilization facility” within the scope of Section 103.d/104.d. The Maine Yankee ISFSI is not a power reactor. The nuclear power plant previously at the site has been shut down, dismantled, and decommissioned in accordance with NRC regulations – and is presently no more than a greenfield site. The Maine Yankee ISFSI is not subject to the statutory prohibition or to the intent of that prohibition.

Maine Yankee presently holds an NRC license under 10 C.F.R. Part 50, but with carefully delimited authorizations. Maine Yankee is licensed only to possess the reduced scope site and the special nuclear, byproduct, and source material located at the site. Maine Yankee also holds a general license under 10 C.F.R. 72.210 to store spent nuclear fuel at the on-site ISFSI. The Part 50 and Part 72 general licenses *do not authorize the possession or operation of a production or utilization facility within the meaning of the Atomic Energy Act*. The Part 72 general license in particular governs the storage of fuel at the Maine Yankee ISFSI. There is no prohibition with respect to foreign ownership, control, or domination in 10 C.F.R. Part 72.

Second, Section 50.38 prohibits the issuance of a license to an entity subject to foreign ownership, control, or domination (FOCD). The licensee for the Maine Yankee ISFSI is Maine Yankee, a U.S. company subject to the control of the Maine Yankee Board of Directors. The Part 50 license was issued many years ago to Maine Yankee. As recognized by the NRC, no “transfer of control” has occurred under 10 C.F.R. 50.80 in any of the subsequent transactions involving the acquisitions of Maine Yankee sponsor companies. Absent a transfer of control, Maine Yankee cannot now be subject to FOCD. In particular, no one foreign entity holds a majority or controlling interest that places Maine Yankee under foreign control or domination.

In the case of the transactions resulting in the acquisition of NEP’s parent by National Grid, after being notified of the proposed transaction, the NRC in a letter to counsel for NEP, dated April 22, 1999, observed that “because a foreign corporation will be in a position [after the transaction] to at least influence the Yankee companies, albeit indirectly through NEP, the issue of whether the foreign control prohibition in the Atomic Energy Act would be violated as a result of the National Grid acquisition has been raised.” Therefore, the NRC reviewed the issue. Subsequently, in a letter to counsel for NEP dated February 24, 2000, documenting a Section 50.80 threshold determination, the NRC specifically concluded that NEP does not “control or direct[] the conduct of licensed activities at any of the Yankee Plants, and NEP would not acquire such control” from the transaction. No approval was required and no violation of Section 50.38 was identified.

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<sup>1</sup> 42 U.S.C. §§ 2133.d, 2134.d.

Third, indirect foreign ownership of minority shareholders in Maine Yankee does not equate to FOCD. In September 1999, the NRC issued a Standard Review Plan (SRP) on FOCD issues.<sup>2</sup> In the SRP the NRC cited the longstanding precedent and policy of the Commission that the FOCD restriction in the AEA "should be given an orientation toward safeguarding the national defense and security."<sup>3</sup> The words "owned, controlled or dominated" refer to "relationships where the will of one party is subjugated to the will of another" and the statutory intent was to prohibit relationships where "an alien has the power to direct the actions of the licensee."<sup>4</sup> These circumstances do not exist for Maine Yankee.

As discussed above, no foreign entity controls or dominates Maine Yankee. The interests in Maine Yankee held by the companies with foreign parents are minority, non-controlling (less than 50.0%) interests. Thus, there can be no foreign control or domination under the AEA or NRC regulations. The NOV cites the appointment of members of the Board of Directors by companies controlled by foreign entities. In fact, under the Maine Yankee bylaws, each shareholder company appoints one or more members to the Board of Directors depending upon the shareholder's percentage of ownership in the corporation. However, the directors appointed by each owner are collectively permitted to cast only the same number of votes (combined) as the number of shares in the corporation held by the shareholder. With this proportional voting, a minority shareholder does not have voting power on the Board of Directors, through its appointed directors, to control or dominate the licensee. Under the bylaws, there are no issues related to actions by the Maine Yankee Board of Directors on operational safety or security matters that require a unanimous or super majority vote, or that involve a minority shareholder veto.<sup>5</sup>

Maine Yankee acknowledges that the combined ownership interests of the sponsor companies with foreign parents is greater than 50%. However, foreign control or domination of Maine Yankee would require collusion or cooperation among more than one of the three foreign parents. There is no basis in fact for making such an assumption. Moreover, Section 103.d and Section 104.d of the AEA prohibit control or domination of a licensee by "an alien, foreign corporation or a foreign government." The language is singular — prohibiting control by any one foreign entity. The statute does not support a conclusion that a FOCD violation existed because of diverse foreign interests that total more than 50% — particularly in the absence of any indication that there has been any exercise of foreign control.

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<sup>2</sup> "Final Standard Review Plan on Foreign Ownership, Control, or Domination," 64 Fed. Reg. 52,355 (1999).

<sup>3</sup> *General Electric Co. and Southwest Atomic Energy Associates*, 3 AEC 99, 101 (1966).

<sup>4</sup> *Id.*; 64 Fed. Reg. at 52,358.

<sup>5</sup> Under the bylaws, unanimous votes are required only for certain changes to the corporate bylaws related to the membership of the Board of Directors and to the voting provisions that constitute a shareholders agreement under state law. Other provisions in the bylaws related to indemnifications and transfers of shares can be amended only by a two-thirds vote.

Fourth, the NOV does not as a factual matter identify any safety or security issue, or any instance, in which a foreign entity exerted actual control over Maine Yankee with respect to a safety or security matter. At most, the NOV points to the authority under the bylaws for the appointment of certain directors of Maine Yankee by the foreign-controlled sponsor companies as creating a potential for FOCD, as discussed above. But, notwithstanding the authority to appoint individual directors, the Board of Directors of Maine Yankee retains responsibility and authority for the activities of Maine Yankee. *Each director must fulfill his or her responsibilities and exercise his or her authority in accordance with fiduciary and regulatory responsibilities.* At most, the NRC's concern would appear to relate to the merest possibility of foreign influence on directors due to their appointment; however, the regulatory standard prohibits control and domination, not the mere inchoate possibility of foreign influence.

Finally, regardless of the appointment of the directors, Maine Yankee has, during the time period cited in the violation, been subject to day-to-day management by a management team headed by the Chief Nuclear Officer (CNO). The CNO is a U.S. citizen and is subject to NRC and other applicable regulations. The CNO and management team control access to security information and access to special nuclear material. Any individual given access authorization is subject to an appropriate need-to-know determination and a background check and clearance determination. These controls assure that the facility, security information, and special nuclear materials have been maintained safely by the U.S. licensee, and are not subject to foreign control.

Maine Yankee notes that, in connection with the prior acquisitions of Maine Yankee sponsor companies, certain of those companies themselves made representations or commitments related to the lack of any potential for control or domination of Maine Yankee by the foreign parents. Specifically:

- In connection with acquiring Central Maine Power, in an August 7, 2007 letter to the NRC, counsel for Iberdrola described the role of Maine Yankee management, stating that Maine Yankee management (the CNO and ISFSI Manager) is responsible for day-to-day operations. Counsel further represented that "Central Maine has no role in reviewing or approving the safety and security plans of the Yankee Companies."
- As noted above, the NRC staff itself observed in connection with the acquisition of NEP by National Grid that NEP would not control or direct licensed activities at Maine Yankee.
- In connection with the acquisition of Maine Public Service (MPS) by Emera, commitments were made to the NRC in docketed correspondence from counsel on August 27, 2010, on behalf of MPS and Bangor Hydro. In that case, as documented in an NRC conversation record of August 8, 2010, the NRC notes that Maine Yankee "asked whether the negotiation action plan should be created by them or Emera, Inc. The NRC staff

stated that the plan should be made at the parent company level,” rather than by Maine Yankee at the licensee level.<sup>6</sup>

The representations and commitments by the sponsor companies further negate the potential for any foreign control, or collusion between the foreign-controlled shareholders to exercise foreign control, over the licensee in a manner that would subvert the security interests of Maine Yankee or the United States.<sup>7</sup>

For all of these reasons, Maine Yankee disagrees with the conclusions in the NOV that it has been owned, controlled, or dominated by a foreign corporation, and contests the cited violation of 10 C.F.R. 50.38.

#### *Steps That Have Been Taken and Results Achieved*

As described in correspondence to the NRC dated December 21, 2011, Maine Yankee has been actively participating in an ongoing NRC rulemaking related to security requirements for ISFSIs located at the sites of former power reactors. In connection with this rulemaking process, Maine Yankee and the other Yankee Companies were invited by the NRC to apply for a Facility Clearance under 10 C.F.R. Part 95, to support access by individuals with personnel clearances, on a need-to-know basis, to certain classified information related to the security rulemaking. Maine Yankee anticipated that, in connection with Facility Clearances issued in accordance with the National Industrial Safety Program, the NRC would require certain exclusions of foreign-controlled sponsor companies, and their directors, officers, and representatives on the Maine Yankee Board of Directors, from access to classified information and special nuclear material. As required by the regulations, these measures would be taken to avoid Foreign Ownership, Control, or Influence (FOCI) related to control of classified information and special nuclear material.

In order to avoid FOCI and support a Facility Clearance under 10 C.F.R. Part 95, the Board of Directors of Maine Yankee adopted a Negation Action Plan by board resolution on December 14, 2011. Because the negation actions address any potential for FOCI, Maine Yankee believes that they are fully effective to address any concerns the NRC may have regarding the potential for FOCD. Accordingly, the Negation Action Plan adopted on December 14, 2011, responds to the NOV and addresses any NRC concerns regarding compliance with 10 C.F.R. 50.38.

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<sup>6</sup> This conclusion is at odds with the present NOV that cites a violation to Maine Yankee for lack of a licensee-level negation action plan.

<sup>7</sup> In correspondence dated September 9, 2011, Central Vermont Public Service Corporation (CVPS) notified the NRC of the pending acquisition of CVPS by Gaz Métro Limited Partnership (Gaz Métro). CVPS owns 2% of the common stock of Maine Yankee. CVPS concluded that this transaction will not involve a transfer of control of Maine Yankee. Nonetheless, CVPS committed to a Negation Action Plan at the sponsor company level.

The Negation Action Plan was fully described in the correspondence to the NRC dated December 21, 2011. To summarize the most pertinent provisions related to FOCD, the plan is comprised of several elements, including:

- Access to classified and safeguards information and to special nuclear material shall be controlled by Maine Yankee (and not any parent company) under the direction of the CNO of Maine Yankee.
- Decisions related to safety and security of special nuclear material, and related to access to classified and safeguards information and to special nuclear material, are specifically delegated by the Maine Yankee Board of Directors to the CNO of Maine Yankee.
- The CNO shall be a U.S. citizen and shall execute a certification acknowledging his or her special duties to protect classified and safeguards information, to protect public health and safety and common defense and security relative to special nuclear material, and to report any FOCD issue to NRC.
- Directors and officers of foreign-controlled sponsor companies shall not have access to safeguards or classified information, and shall not have access to special nuclear material in the possession of Maine Yankee.
- Directors and officers of Maine Yankee who are appointed by foreign-controlled owners shall be excluded from access to classified information and to special nuclear material.
- Directors and officers of Maine Yankee who are appointed by foreign-controlled owners shall execute certifications acknowledging their exclusion from access to classified information and special nuclear material, and acknowledging their commitment to take no action to circumvent the protective measures established by Maine Yankee to negate any foreign control or influence with respect to radiological safety and security of special nuclear material.

The Negation Action Plan was adopted by board resolution passed by vote on December 14, 2011, and formally executed on January 3, 2012. No changes to the Maine Yankee bylaws were necessary to implement the plan. A copy of the executed resolution and copies of executed individual certifications in accordance with the plan are included in Enclosure 2.<sup>8</sup>

In addition, Maine Yankee does not concede that 10 C.F.R. § 50.38 applies to the Maine Yankee ISFSI, for the reasons discussed above. However, Maine Yankee, by correspondence

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<sup>8</sup> These documents have been previously provided to the NRC in connection with Maine Yankee's application for a Facility Clearance under 10 C.F.R. Part 95.



dated May 16, 2011, has requested an exemption from 10 C.F.R. 50.38 to the extent the regulation applies, based on the circumstances of the Maine Yankee ISFSI and site. Application of the regulation is not necessary to achieve the purpose of the rule. Maine Yankee has not withdrawn the request for an exemption from 10 C.F.R. 50.38, and continues to seek NRC action on that request. A grant of an exemption would be a corrective action for any Section 50.38 non-compliance.

#### *Steps That Will Be Taken*

Maine Yankee has implemented the Negation Action Plan described in the December 21, 2011 letter. Maine Yankee will continue to pursue a Facility Clearance based on that plan. Maine Yankee will also continue to pursue an exemption for 10 C.F.R. 50.38 as described above.

#### *Date of Full Compliance*

For the reasons discussed above, Maine Yankee has not been in violation of 10 C.F.R. 50.38. In any event, assuming but not conceding that a violation occurred, compliance was achieved on December 14, 2011, when the Board of Directors of Maine Yankee adopted resolutions implementing a Negation Action Plan that prevents any potential for foreign control over safety and security matters, including access to security information and to special nuclear material. The Board of Directors resolution and related commitments were described in correspondence to the NRC dated December 21, 2011.

## **ENCLOSURE 2**

- Board of Directors Resolution
- Certifications

## RESOLUTION BY MAINE YANKEE ATOMIC POWER COMPANY

WHEREAS, the regulations of the U.S. Nuclear Regulatory Commission ("NRC") provide that no license may be issued under 10 C.F.R. Part 50 to an entity that is subject to Foreign Ownership, Control, or Domination ("FOCD");

WHEREAS, the NRC has indicated that it desires that the Maine Yankee Atomic Power Company ("Maine Yankee") adopt a Negation Action Plan with respect to potential FOCD due to foreign ownership of certain companies who own common shares of Maine Yankee;

WHEREAS, this action of the Board of Directors of Maine Yankee is taken for the purpose of establishing a Negation Action Plan to eliminate any issue of FOCD under 10 C.F.R. Part 50;

WHEREAS, Maine Yankee separately desires to obtain from the NRC a Facility Clearance in accordance with 10 C.F.R. Part 95, in order to obtain access to certain classified information of the U.S. government, on a need to know basis, to support participation in an NRC rulemaking;

WHEREAS, the NRC has indicated that certain exclusions with respect to access to special nuclear material and classified information are essential for a Facility Clearance in order to avoid potential Foreign Ownership, Control, or Influence ("FOCI") with respect to Maine Yankee; and

WHEREAS, this action is taken for the purpose of relieving the foreign controlled owners of Maine Yankee from having to obtain a Facility Clearance in conformity with the National Industrial Security Program.

It is RESOLVED that:

1. Access to classified and safeguards information and to special nuclear material related to the Maine Yankee facility shall be controlled by Maine Yankee under the direction of the Chief Nuclear Officer ("CNO") of Maine Yankee. The CNO shall assure that classified and safeguards information and special nuclear material in the custody of Maine Yankee is only accessed by individuals who possess the appropriate access authorization and need. Furthermore, Maine Yankee management shall assure that classified information received from a federal agency is not disclosed to any other federal agency unless specifically authorized by the agency that has classification jurisdiction.
2. Decisions related to the safety and security of special nuclear material, and related to access to classified and safeguards information and to special nuclear material, are the sole responsibility of Maine Yankee as an NRC licensee. The responsibility for these matters is hereby specifically delegated by the Board of Directors to the CNO of Maine Yankee. The CNO shall make all decisions related to radiological safety and related to the security of special nuclear material (including, but not limited to, decisions related to access to classified and safeguards information and to special nuclear material) in accordance with all NRC license obligations and consistent with the public health and safety and common defense and security of the United States.

3. Central Maine Power Company, New England Power Company, Bangor Hydro-Electric Company, and Maine Public Service Company, and any future foreign owned or controlled sponsor companies (the "Foreign Controlled Owners"), and their directors and officers, shall not be provided and shall not have access to classified information or safeguards information related to Maine Yankee's NRC-licensed Independent Spent Fuel Storage Installation, and shall not be provided and shall not have access to or custody of special nuclear material in the possession of Maine Yankee at the licensed facility.
4. Directors and officers of Maine Yankee who are representatives of the Foreign Controlled Owners shall not have, and shall be excluded from, access to classified information and to special nuclear material.
5. As of the date of this resolution, there are no directors of Maine Yankee who will have access to classified information. The officers of Maine Yankee who will have access to classified information upon obtaining an appropriate security clearances are Wayne Norton and James Connell. Any other individuals who will have access to classified information shall be identified by Maine Yankee management and access shall be subject to obtaining appropriate clearances.
6. The directors and officers of any Foreign Controlled Owner, in said capacities, shall not be permitted to hold positions, and shall be excluded from holding positions, at Maine Yankee that would enable them to control the policies and practices of Maine Yankee in its performance of activities licensed by the NRC under 10 C.F.R. Part 50 or 10 C.F.R. Part 95.

BE IT FURTHER RESOLVED that:

1. The Board of Directors shall take no action to appoint as Chairman of the Board of Maine Yankee any person who is not a U.S. citizen, and U.S. citizenship shall be a continual requirement of such office.
2. The Board of Directors shall take no action to appoint as CNO of Maine Yankee any person who is not a U.S. citizen, and U.S. citizenship shall be a continual requirement of such office.
3. The Board of Directors hereby directs the CNO of Maine Yankee to execute a certification acknowledging his or her special duties to (a) protect classified and safeguards information; (b) protect public health and safety and the common defense and security relative to special nuclear material in the possession of Maine Yankee; and (c) report any FOCD/FOCI issue to the NRC.
4. The Board of Directors shall cause individual directors and officers who are representatives of the Foreign Controlled Owners to execute a certification acknowledging their exclusion from access to classified information and special nuclear material, and acknowledging their commitment to take no action to circumvent the protective measures established by Maine Yankee to negate any FOCD/FOCI issue with respect to radiological safety and the security of special nuclear material.

5. The Board of Directors shall cause each director or officer of Maine Yankee who will have access to classified information to execute a certification acknowledging his or her special duties with respect to protection of classified information and with respect to the protective measures established to negate any FOCD/FOCI with respect to Maine Yankee.
6. Maine Yankee management is hereby directed to designate a Facility Security Officer who is a U.S. citizen and who shall obtain an appropriate personal clearance from the NRC for access to classified information. The Facility Security Officer shall be responsible for activities under a Facility Clearance issued under 10 C.F.R. Part 95, subject to the direction and control of the CNO of Maine Yankee.
7. Through its duly authorized officers, management of Maine Yankee is hereby directed to immediately notify the NRC of any changes in the event and nature of FOCD that would affect compliance with 10 C.F.R. 50.38 or of any changes in the event and nature of FOCI that would affect the information in the submission most recently filed with the NRC by Maine Yankee pursuant to 10 C.F.R. Part 95 and the National Industrial Security Program, including without limitation, any changes in the control of this corporation that must be reported to other U.S. government agencies.

IN WITNESS WHEREOF I have hereunto set my hand and affixed the seal of

This 3rd day of January, 2012  
~~December, 2011~~

(SEAL)

(Signature)

DC:694519.1A

## Maine Yankee Atomic Power Company

### *Certification of Special Obligations and Responsibilities*

I, Wayne Norton, am the Chief Nuclear Officer of Maine Yankee Atomic Power Company ("Maine Yankee"). By execution of this certificate I acknowledge the protective measures that have been taken by Maine Yankee in order to (1) protect against and negate the potential for any Foreign Ownership, Control or Domination of Maine Yankee within the meaning of the Atomic Energy Act and the regulations of the United States Nuclear Regulatory Commission ("NRC"); and (2) to exclude the directors, officers, and representatives of foreign controlled sponsor companies from access to classified information and special nuclear material related to Maine Yankee's NRC-licensed spent fuel storage facility, in order to exclude the foreign controlled sponsors from the necessity of obtaining a Facility Clearance in conformity with the National Industrial Security Program.

I further acknowledge that I have been delegated specific responsibilities by the Board of Directors of Maine Yankee with respect to (1) control over access to classified information, safeguards information, and special nuclear material; and (2) decisions related to the protection of public health and safety and security related to special nuclear material at the Maine Yankee NRC-licensed facility. I further acknowledge my special obligation to the Board of Directors and to the government of the United States to exercise my best efforts, as a citizen of the United States, to fulfill these responsibilities, consistent with protection of radiological safety and the security of special nuclear material, and with the NRC licenses for the facilities and applicable federal regulations. I further acknowledge my obligation to report any issue known to me in the nature of foreign ownership, control, domination or influence to the NRC.

Dated: December 14, 2011

Signature: 

Wayne Norton

## Maine Yankee Atomic Power Company


### *Certification of Foreign Sponsor Representative*

I, Gerald C. Poulin, am a director of the Maine Yankee Atomic Power Company ("Maine Yankee"), and have been appointed to that position as a representative of Central Maine Power Company. I understand that Central Maine Power Company is an indirect subsidiary of a foreign corporation.

I am aware of the obligations of Maine Yankee with respect to Foreign Ownership, Control, or Domination ("FOCD") under 10 C.F.R. 50.38 and Foreign Ownership, Control, or Influence ("FOCI") under 10 C.F.R. Part 95. I am also aware of the protective measures implemented by Maine Yankee with respect to FOCD and FOCI requirements. I certify my understanding of the protective measures implemented by Maine Yankee with respect to exclusion of foreign-controlled sponsors and their representatives from access to classified information and special nuclear material. I further certify my understanding of Maine Yankee's obligations with respect to FOCD/FOCI, and more generally with respect to compliance with the Nuclear Regulatory Commission ("NRC") license and NRC regulations. I will not seek and will not obtain access to classified information or to special nuclear material, nor will I take any action to circumvent the protective measures with respect to FOCD and FOCI implemented by Maine Yankee.

Dated: December 14, 2011

Signature



DC:695473.B

## Maine Yankee Atomic Power Company

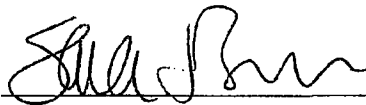
### *Certification of Foreign Sponsor Representative*

I, Sarah J. Burns, am a director of the Maine Yankee Atomic Power Company ("Maine Yankee"), and have been appointed to that position as a representative of Central Maine Power Company. I understand that Central Maine Power Company is an indirect subsidiary of a foreign corporation.

I am aware of the obligations of Maine Yankee with respect to Foreign Ownership, Control, or Domination ("FOCD") under 10 C.F.R. 50.38 and Foreign Ownership, Control, or Influence ("FOCI") under 10 C.F.R. Part 95. I am also aware of the protective measures implemented by Maine Yankee with respect to FOCD and FOCI requirements. I certify my understanding of the protective measures implemented by Maine Yankee with respect to exclusion of foreign-controlled sponsors and their representatives from access to classified information and special nuclear material. I further certify my understanding of the Maine Yankee's obligations with respect to FOCD/FOCI, and more generally with respect to compliance with the Nuclear Regulatory Commission ("NRC") license and NRC regulations. I will not seek and will not obtain access to classified information or to special nuclear material, nor will I take any action to circumvent the protective measures with respect to FOCD and FOCI implemented by Maine Yankee.

Dated: December 14, 2011

Signature: \_\_\_\_\_





Maine Yankee Atomic Power Company

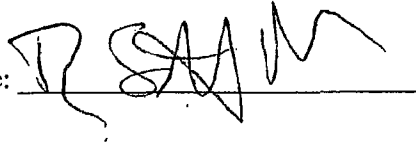
*Certification of Foreign Sponsor Representative*

I, R. Scott Mahoney, am a director of the Maine Yankee Atomic Power Company ("Maine Yankee"), and have been appointed to that position as a representative of Central Maine Power Company. I understand that Central Maine Power Company is an indirect subsidiary of a foreign corporation.

I am aware of the obligations of Maine Yankee with respect to Foreign Ownership, Control, or Domination ("FOCD") under 10 C.F.R. 50.38 and Foreign Ownership, Control, or Influence ("FOCI") under 10 C.F.R. Part 95. I am also aware of the protective measures implemented by Maine Yankee with respect to FOCD and FOCI requirements. I certify my understanding of the protective measures implemented by Maine Yankee with respect to exclusion of foreign-controlled sponsors and their representatives from access to classified information and special nuclear material. I further certify my understanding of the Maine Yankee's obligations with respect to FOCD/FOCI, and more generally with respect to compliance with the Nuclear Regulatory Commission ("NRC") license and NRC regulations. I will not seek and will not obtain access to classified information or to special nuclear material, nor will I take any action to circumvent the protective measures with respect to FOCD and FOCI implemented by Maine Yankee.

Dated: December 14, 2011

Signature: \_\_\_\_\_

A handwritten signature in black ink, appearing to read 'R. Scott Mahoney', is written over a horizontal line.

## Maine Yankee Atomic Power Company

### *Certification of Foreign Sponsor Representative*

I, Frederic E. Greenman, am a director of the Maine Yankee Atomic Power Company ("Maine Yankee"), and have been appointed to that position as a representative of New England Power Company. I understand that New England Power Company is an indirect subsidiary of a foreign corporation.

I am aware of the obligations of Maine Yankee with respect to Foreign Ownership, Control, or Domination ("FOCD") under 10 C.F.R. 50.38 and Foreign Ownership, Control, or Influence ("FOCI") under 10 C.F.R. Part 95. I am also aware of the protective measures implemented by Maine Yankee with respect to FOCD and FOCI requirements. I certify my understanding of the protective measures implemented by Maine Yankee with respect to exclusion of foreign-controlled sponsors and their representatives from access to classified information and special nuclear material. I further certify my understanding of the Maine Yankee's obligations with respect to FOCD/FOCI, and more generally with respect to compliance with the Nuclear Regulatory Commission ("NRC") license and NRC regulations. I will not seek and will not obtain access to classified information or to special nuclear material, nor will I take any action to circumvent the protective measures with respect to FOCD and FOCI implemented by Maine Yankee.

Dated: December 14, 2011

Signature: Frederic E. Greenman

Maine Yankee Atomic Power Company

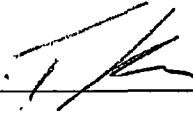
*Certification of Foreign Sponsor Representative*

I, Terrence P. Kain, am a director of the Maine Yankee Atomic Power Company ("Maine Yankee"), and have been appointed to that position as a representative of New England Power Company. I understand that New England Power Company is an indirect subsidiary of a foreign corporation.

I am aware of the obligations of Maine Yankee with respect to Foreign Ownership, Control, or Domination ("FOCD") under 10 C.F.R. 50.38 and Foreign Ownership, Control, or Influence ("FOCI") under 10 C.F.R. Part 95. I am also aware of the protective measures implemented by Maine Yankee with respect to FOCD and FOCI requirements. I certify my understanding of the protective measures implemented by Maine Yankee with respect to exclusion of foreign-controlled sponsors and their representatives from access to classified information and special nuclear material. I further certify my understanding of the Maine Yankee's obligations with respect to FOCD/FOCI, and more generally with respect to compliance with the Nuclear Regulatory Commission ("NRC") license and NRC regulations. I will not seek and will not obtain access to classified information or to special nuclear material, nor will I take any action to circumvent the protective measures with respect to FOCD and FOCI implemented by Maine Yankee.

Dated: December 14, 2011

Signature: \_\_\_\_\_



Maine Yankee Atomic Power Company

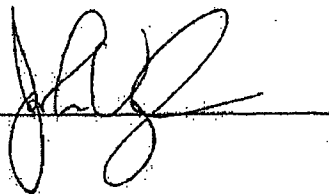
*Certification of Foreign Sponsor Representative*

I, John V. Vaughn, am a director of the Maine Yankee Atomic Power Company ("Maine Yankee"), and have been appointed to that position as a representative of New England Power Company. I understand that New England Power Company is an indirect subsidiary of a foreign corporation.

I am aware of the obligations of Maine Yankee with respect to Foreign Ownership, Control, or Domination ("FOCD") under 10 C.F.R. 50.38 and Foreign Ownership, Control, or Influence ("FOCI") under 10 C.F.R. Part 95. I am also aware of the protective measures implemented by Maine Yankee with respect to FOCD and FOCI requirements. I certify my understanding of the protective measures implemented by Maine Yankee with respect to exclusion of foreign-controlled sponsors and their representatives from access to classified information and special nuclear material. I further certify my understanding of the Maine Yankee's obligations with respect to FOCD/FOCI, and more generally with respect to compliance with the Nuclear Regulatory Commission ("NRC") license and NRC regulations. I will not seek and will not obtain access to classified information or to special nuclear material, nor will I take any action to circumvent the protective measures with respect to FOCD and FOCI implemented by Maine Yankee.

Dated: December 14, 2011

Signature: \_\_\_\_\_



## Maine Yankee Atomic Power Company

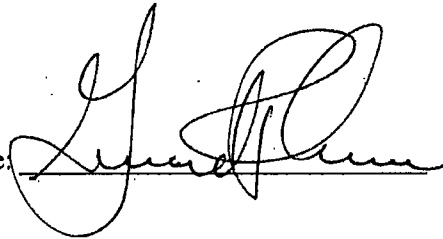
### *Certification of Foreign Sponsor Representative*

I, Gerard Chasse, am a director of the Maine Yankee Atomic Power Company, ("Maine Yankee"), and have been appointed to that position as a representative of Bangor Hydro-Electric Company. I understand that Bangor-Hydro Electric Company is an indirect subsidiary of a foreign corporation.

I am aware of the obligations of Maine Yankee with respect to Foreign Ownership, Control, or Domination ("FOCD") under 10 C.F.R. 50.38 and Foreign Ownership, Control, or Influence ("FOCI") under 10 C.F.R. Part 95. I am also aware of the protective measures implemented by Maine Yankee with respect to FOCD and FOCI requirements. I certify my understanding of the protective measures implemented by Maine Yankee with respect to exclusion of foreign-controlled sponsors and their representatives from access to classified information and special nuclear material. I further certify my understanding of Maine Yankee's obligations with respect to FOCD/FOCI, and more generally with respect to compliance with the Nuclear Regulatory Commission ("NRC") license and NRC regulations. I will not seek and will not obtain access to classified information or to special nuclear material, nor will I take any action to circumvent the protective measures with respect to FOCD and FOCI implemented by Maine Yankee.

Dated: December 14, 2011

Signature: \_\_\_\_\_

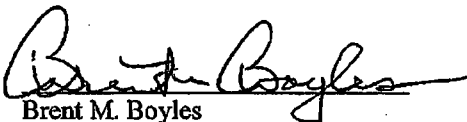
A handwritten signature in black ink, appearing to read "Gerard Chasse", written over a horizontal line.

December 14, 2011

*Certification 3 (Foreign Sponsor Representatives):*

I, **Brent M. Boyles**, am a director of the Maine Yankee Atomic Power Company (the "Yankee Company"), and have been appointed to that position as a representative of **Maine Public Service Company**. I understand that **Maine Public Service Company** is an indirect subsidiary of a foreign corporation.

I am aware of the obligations of the Yankee Company with respect to Foreign Ownership, Control, or Domination ("FOCD") under 10 C.F.R. 50.38 and Foreign Ownership, Control, or Influence ("FOCI") under 10 C.F.R. Part 95. I am also aware of the protective measures implemented by the Yankee Company with respect to FOCD and FOCI requirements. I certify my understanding of the protective measures implemented by the Yankee Company with respect to exclusion of foreign-controlled sponsors and their representatives from access to classified information and special nuclear material. I further certify my understanding of the Yankee Company's obligations with respect to FOCD/FOCI, and more generally with respect to compliance with the NRC license and NRC regulations. I will not seek and will not obtain access to classified information or to special nuclear material, nor will I take any action to circumvent the protective measures with respect to FOCD and FOCI implemented by the Yankee Company.



Brent M. Boyles  
V.P., Maine Business Relations, Emera  
Maine Public Service Company

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