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

**SUSQUEHANNA STEAM ELECTRIC STATION
FINAL BOARD RESOLUTIONS
PLA-7343**

**Docket Nos. 50-387
50-388
and 72-28**

- References:*
1. *PLA-7191, T. S. Rausch (PPL Susquehanna, LLC) to U.S. NRC, "Request for Order Approving Indirect Transfer of Control and Conforming License Amendments," dated July 11, 2014.*
 2. *Letter, U.S. NRC to T. S. Rausch (PPL Susquehanna, LLC), "Order Approving Transfer of Licenses and Conforming Amendments Related to the Susquehanna Steam Electric Station, Units 1 and 2 (TAC Nos. MF4426 and MF4427)," dated April 10, 2015.*

By letter dated July 11, 2014 (Reference 1), PPL Susquehanna, LLC (PPL Susquehanna) submitted an Application for Approval of Indirect Transfer of Control of the Licenses for the Susquehanna Steam Electric Station, Units 1 and 2 in accordance with Section 184 of the Atomic Energy Act of 1954, 10 CFR § 50.80, and 10 CFR § 72.50.

The Nuclear Regulatory Commission (NRC) has issued an Order approving the proposed indirect license transfer (Reference 2). The Order, in Section 8.1, requires that:

"The licensee will provide copies of the final board resolutions to the NRC within five (5) business days of the first board meetings."

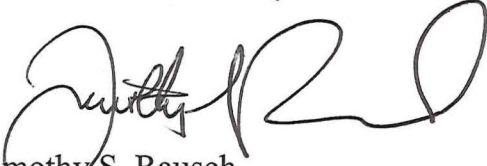
On June 1, 2015, the transaction closed and meetings of the Board of Directors of Talen Energy Corporation and Talen Energy Holdings, Inc. were held. Each Board of Directors approved resolutions relating to classified information and special nuclear material at the Susquehanna Steam Electric Station. The approved resolutions are provided in the Enclosure to this letter.

There are no new regulatory commitments associated with this response.

In the event that the NRC has any questions on this response, please contact Mr. Rocco R. Sgarro at (610) 774-7552.

I declare under penalty of perjury that the information provided herein is true and correct.

Executed on: 6/3/15

A handwritten signature in black ink, appearing to read 'Timothy S. Rausch', written over a horizontal line.

Timothy S. Rausch
Senior Vice President and Chief Nuclear Officer

Enclosure: Approved Board Resolutions

cc: NRC Region 1
Mr. J. Greives, NRC Sr. Resident Inspector
Mr. J. Whited, NRC Project Manager
Mr. B. Fuller, PA DEP/BRP

Enclosure to PLA-7343
Approved Board Resolutions

RESOLUTIONS ADOPTED AT A MEETING OF THE BOARD OF DIRECTORS OF
TALEN ENERGY CORPORATION

HELD June 1, 2015

**Adoption of Restrictions Regarding Sharing
Classified Information at Susquehanna Nuclear, LLC**

RESOLVED, That neither the Corporation, nor its officers or Board of Directors, acting as such, shall seek access to any classified information and/or special nuclear material in the custody of Susquehanna Nuclear, LLC, an indirect wholly owned subsidiary of the Corporation; and further

RESOLVED, That neither the Corporation, nor its officers or Board of Directors, in their capacities as such officers or directors, shall authorize any action that would enable them to affect adversely the policies and practices of Susquehanna Nuclear, LLC in its performance of classified contracts; and further

RESOLVED, That the Board of Directors of the Corporation hereby authorizes the Corporation, acting in its capacity as an indirect parent, to delegate full authority to Susquehanna Nuclear, LLC to act completely independent of the Corporation in all matters relating to Susquehanna Nuclear, LLC's responsibility to safeguard any classified information and/or special nuclear material; and further

RESOLVED, That the foregoing resolutions by the Board of Directors have been taken for the purpose of excluding the Corporation from the necessity of obtaining a Facility Clearance in conformity with the National Industrial Security Program; and further

RESOLVED, That the Corporation, through its duly authorized officers, shall immediately notify the Nuclear Regulatory Commission of any changes in the event and nature of Foreign Ownership, Control or Influence (FOCI) that would affect the information in the FOCI submission most recently filed with the Nuclear Regulatory Commission by Susquehanna Nuclear, LLC pursuant to the National Industrial Security Program including, without limitation, any changes in the control of Susquehanna Nuclear, LLC that must be reported by the Corporation to other U.S. Government agencies.

RESOLUTIONS ADOPTED AT A MEETING OF THE BOARD OF DIRECTORS OF
TALEN ENERGY HOLDINGS, INC.

HELD June 1, 2015

**Adoption of Restrictions Regarding Sharing
Classified Information at Susquehanna Nuclear, LLC**

RESOLVED, That neither the Corporation, nor its officers or Board of Directors, acting as such, shall seek access to any classified information and/or special nuclear material in the custody of Susquehanna Nuclear, LLC, an indirect wholly owned subsidiary of the Corporation; and further

RESOLVED, That neither the Corporation, nor its officers or Board of Directors, in their capacities as such officers or directors, shall authorize any action that would enable them to affect adversely the policies and practices of Susquehanna Nuclear, LLC in its performance of classified contracts; and further

RESOLVED, That the Board of Directors of the Corporation hereby authorizes the Corporation, acting in its capacity as an indirect parent, to delegate full authority to Susquehanna Nuclear, LLC to act completely independent of the Corporation in all matters relating to Susquehanna Nuclear, LLC's responsibility to safeguard any classified information and/or special nuclear material; and further

RESOLVED, That the foregoing resolutions by the Board of Directors have been taken for the purpose of excluding the Corporation from the necessity of obtaining a Facility Clearance in conformity with the National Industrial Security Program; and further

RESOLVED, That the Corporation, through its duly authorized officers, shall immediately notify the Nuclear Regulatory Commission of any changes in the event and nature of Foreign Ownership, Control or Influence (FOCI) that would affect the information in the FOCI submission most recently filed with the Nuclear Regulatory Commission by Susquehanna Nuclear, LLC pursuant to the National Industrial Security Program including, without limitation, any changes in the control of Susquehanna Nuclear, LLC that must be reported by the Corporation to other U.S. Government agencies.