

**SAFETY EVALUATION REPORT
PROPOSED CHANGE OF CONTROL FOR BYPRODUCT MATERIALS LICENSE
NUMBER 06-236798-01, WHEELABRATOR BRIDGEPORT, L.P.**

DATE: April 20, 2020

DOCKET NO.: 030-29916

LICENSE NO.: 06-23678-01

LICENSEE: Wheelabrator Bridgeport, L.P.
6 Howard Avenue
Bridgeport, CT 06605

TECHNICAL REVIEWER: Randolph C. Ragland, Jr.

SUMMARY AND CONCLUSIONS

Wheelabrator Bridgeport, L.P., is authorized by NRC License 06-23678-01 for the possession and use of byproduct material for the purpose of utilizing fixed gauging devices for controlling industrial processes at 6 Howard Avenue, Bridgeport, CT. The U.S. Nuclear Regulatory Commission (NRC) staff reviewed the October 29, 2019, request for consent to an indirect license transfer submitted by Wheelabrator Technologies, Inc., a parent company of Wheelabrator Bridgeport, L.P., that resulted from a February 12, 2019, sale between a private equity fund controlled by Energy Capital Partners and MIP IV Holdings, L.P., a private equity fund that is controlled by Macquarie Infrastructure Partners (MIP), who in turn is controlled by the Macquarie Group, an independent investment and financial services company. The acquisition of Wheelabrator Bridgeport, L.P., by MIP IV Holdings, L.P., represented an indirect transfer of control of the License. The indirect transfer of control is described in Agency Documents Access and Management System (ADAMS) accession number ML19333B829.

The request for consent was reviewed by NRC staff for an indirect change in control of a 10 CFR Part 30 license using the guidance in NUREG-1556, Volume 15, Revision 1, "Consolidated Guidance About Materials Licenses - Guidance About Changes of Control and About Bankruptcy Involving Byproduct, Source, or Special Nuclear Materials Licenses," dated June 2016. The NRC staff finds that the information submitted by Wheelabrator Technologies, Inc., sufficiently describes and documents the transactions dated February 12, 2019, and commitments made by Wheelabrator Bridgeport, L.P., and Wheelabrator Technologies, Inc., on behalf of MIP IV Holdings, L.P., and ultimately the Macquarie Group.

As required by 10 CFR 30.34 and section 184 of the Atomic Energy Act of 1954, as amended (the Act), NRC staff has reviewed the application and finds that the proposed change in control is in accordance with the Act. The staff finds that, after the change of control, Wheelabrator Bridgeport, L.P., will remain qualified to use byproduct material for the purpose requested and will continue to have the equipment, facilities, and procedures needed to protect public health and safety, and promotes the security of licensed material.

SAFETY AND SECURITY REVIEW

According to data obtained from the NRC's Agencywide Documents Access and Management System (ADAMS) and Web Based Licensing System (WBL), Wheelabrator Bridgeport, L.P., and its precursor, Bridgeport RESCO Company, L.P., has been an NRC licensee since 1987. The NRC conducted a main office inspection of Wheelabrator Bridgeport, L.P. on September 17, 2019, and identified two violations, including a failure to label licensed material as Radioactive and a failure to notify NRC and seek written consent regarding changes of control from parent companies Waste Management Company to Energy Capital Partners and later from Energy Capital Partners to MIP IV Holdings, L.P., as required by 10 CFR 30.34(b) and Section 184 of the Atomic Energy Act of 1954, as amended. These violations were dispositioned separately under inspection report number 03029916/2019001 and its accompanying Notice of Violation (ML19324D874). As a corrective action for the violation cited in the September 17, 2019, inspection, Wheelabrator Technologies, Inc., on behalf of Wheelabrator Bridgeport, L.P., submitted a "Notice of and Request for Consent to Indirect Transfer of Control," dated October 29, 2019, which is the subject of this Safety Evaluation Report.

Review of the transactions completed by all parties described above confirmed that Wheelabrator Bridgeport, L.P. (License No. 06-23678-01):

- A. did not change the radiation safety officer listed in the NRC license;
- B. did not change the personnel involved in licensed activities;
- C. did not change the locations, facilities, and equipment authorized in the NRC license;
- D. did not change the radiation safety program authorized in the NRC license;
- E. did not change the organization's name listed in the NRC license; and
- F. has kept regulatory required surveillance records and decommissioning records.

MIP IV Holdings, L.P., a parent company for both Wheelabrator Technologies, Inc. and Wheelabrator Bridgeport Technologies, is also a parent company of Wheelabrator Baltimore, L.P. Wheelabrator Baltimore, L.P. conducts licensed activities under a State of Maryland License No. MD-07-233-01. Therefore, for security purposes, MIP IV Holdings, L.P., (the investment fund) is considered a known entity following the guidance provided by the NRC's Office of Nuclear Material Safety and Safeguards (NMSS) "Checklist to Provide a Basis for Confidence that Radioactive Materials Will be Used as Specified on the Application," January 29, 2019. The purpose of this checklist is for the NRC to obtain reasonable assurance from new license applicants or NRC licensees transferring control of licensed activities that the licensed material will be used for its intended purpose and not for malevolent use.

Wheelabrator Bridgeport, L.P. is not required to have decommissioning financial assurance based on the types and amount of material authorized in License No. 06-23678-01.

REGULATORY FRAMEWORK

Wheelabrator Bridgeport, L.P.'s License No. 06-23678-01, was issued under 10 CFR Part 30, "Rules of General Applicability to Domestic Licensing of Byproduct Material." The NRC is required by 10 CFR 30.34 to determine if the change of control is in accordance with the provisions of the Act and, if so, give its consent in writing.

10 CFR 30.34(b)(1) states:

No license issued or granted pursuant to the regulations in this part and parts 31 through 36, and 39 nor any right under a license shall be transferred, assigned or in any manner disposed of, either voluntarily or involuntarily, directly or indirectly, through transfer of control of any license to any person, unless the Commission shall, after securing full information, find that the transfer is in accordance with the provisions of the Act and shall give its consent in writing.

As previously indicated, the staff evaluation is based on guidance in NUREG-1556, Volume 15, Revision 1. The central issue is whether the authority over the license has changed. Wheelabrator Technologies, L.P., acting on behalf of Wheelabrator Bridgeport, L.P., request for consent describes an indirect change of control resulting from a previously executed sale between Energy Capital Partners and MIP IV Holdings, L.P. Following the completion of the sale, Wheelabrator Bridgeport, L.P. became a wholly-owned subsidiary of MIP IV Holdings, L.P., and, as such, the transfer required NRC consent.

DESCRIPTION OF TRANSACTION

The transaction is described in ADAMS accession number ML19333B829. After completion of the merger, Wheelabrator Bridgeport, L.P. continued as the licensee and remained in control of all licensed activities under Materials License No. 06-23678-01. The NRC staff finds that the request for consent adequately provides a complete and clear description of the transaction and is consistent with the guidance provided in Appendix F of NUREG-1556, Volume 15, Revision 1.

TRANSFEREE'S COMMITMENT TO ABIDE BY THE TRANSFEROR'S COMMITMENTS

The NRC staff finds that the information submitted by Wheelabrator Technologies, L.P., on behalf of Wheelabrator Bridgeport, L.P. sufficiently describes and documents the commitments made by MIP IV Holdings, L.P. and Wheelabrator Bridgeport, L.P., and is consistent with the guidance in NUREG-1556, Volume 15, Revision 1.

ENVIRONMENTAL REVIEW

An environmental assessment for this action is not required since this action is categorically excluded under 10 CFR 51.22(c)(21).

CONCLUSION

The staff has reviewed the request for consent submitted by all parties with regard to an indirect change of control of byproduct materials license No. 06-23678-01 and consents to the transfer of control.

The submitted information sufficiently describes the transaction; documents the understanding of the license and commitments; demonstrates that personnel have the experience and training to properly implement and maintain the license and that they will maintain the existing records; and, in the future, will abide by all existing commitments to the license, consistent with the guidance in NUREG-1556, Volume 15, Revision 1.

Therefore, the staff concludes that the proposed change in control would not alter the previous findings, made under 10 CFR Part 30, that licensed operations will not be inimical to the common defense and security, or to the health and safety of the public.