Nova Scotia Utility and Review Board

IN THE MATTER OF

The Maritime Link Act, S.N.S 2012 c.9 and the
Maritime Link Cost Recovery Process Regulation, N.S. Reg. 189/2012

NSPML Quarterly Report Q2 2014

June 13, 2014

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1	1.0	INTRODUCTION
2		
3		This is the Q2 2014 quarterly report for the Maritime Link as directed by the UARB.
4		
5		In its Decision dated July 22 nd , 2013, the Board agreed with Enerco's reporting
6		recommendations, and directed as follows:
7		
8		[405] Enerco, in Undertaking U-31, recommended filing of
9		various reports by NSPML during the design and construction
10		phase of the ML Project. The Board has reviewed Enerco's
11		recommendations and generally agrees that given the size of the
12		ML Project and that the final engineering design and tender
13		awards are not completed, it is appropriate for NSPML to
14		provide regular reports to the Board.
15		
16		On November 8, 2013, the UARB filed a Memorandum confirming NSPML's intent
17		to provide regular reporting updates.
18		
19		Additionally, the UARB ordered the following in its Supplemental Decision:
20		
21		[115]detailed reports must be filed by NSPML on a semi-
22		annual basis, on June 15 and December 15 each year. The reports
23		shall commence December 15, 2013. Updated status reports must
24		be filed quarterly.
25		
26		As detailed in Enerco Undertaking 31, this report will provide updates on the
27		following:
28		1) Design and construction

1	• An updated quarterly schedule (as per Enerco U-31, item 1.1).
2	 A short explanation of any variance from the previous quarter
3	affecting any of the line items in the quarterly schedule (as per Enerco
4	U-31, item 1.2).
5	• A short status report for key activities (as per Enerco U-31, item 1.3).
6	 An updated detailed semi-annual schedule, based on the 8-page MLP
7	Summary Schedule of Enerco IR-8, Attachment 1 (as per Enerco U-
8	31, item 1.4). Please refer to Attachment 2 of this report for the
9	schedule.
10	
11	2) Construction Cost Summary
12	 An updated cost summary, based on the financial table (reference
13	Enerco IR-25, Attachment 1, page 12), but extended to the end of the
14	construction period, including commissioning.
15	 A project cost flow based on the "MLP 2013 Cost Flow (reference
16	Enerco IR-25 Attachment 1 page 13), extended to the end of the
17	construction and commissioning period, showing the total anticipated

1	2.0	UPDATE OF PROJECT SCHEDULE WITH VARIANCE EXPLANATION
2		
3		As per Enerco U-31, sections 1.1, 1.2, and 1.3, this section provides an update on the
4		Level 1 Project Schedule, along with a variance explanation and general status
5		updates.
6		
7		Please refer to Attachment 1 for the Project Schedule.
8		
9	2.1	Gates and Milestones
10		
11		The project is following a Decision Gate methodology and has achieved Decision
12		Gate 3 (DG3) approval, the authority to move to construction. There are several
13		predecessor activities which were to be substantially completed prior to making the
14		final construction decision, which have all been achieved. As indicated in the last
15		report, DG3 had moved to Q2 from Q1 2014. The primary purpose of the change was
16		to ensure the financing supported by the Federal Loan Guarantee was completed, and
17		satisfactory rights associated with the subsea corridor and the transmission routes and
18		sites were able to be attained. These conditions are now complete and formal DG3
19		approval was achieved in May, 2014. Additional information on the financing is
20		contained in section 5.0 of this report.
21		
22	2.2	Commercial Activities
23		
24		The key major procurement activities are presented in Table 1 with an update of the
25		status for each initiative:

1 **Table 1**

Commercial Activity	Status April, 2014	Initiative Number	Status in June, 2014
HVDC Submarine Cable Supply and Installation	Contract awarded January 30, 2014.	E11-88	Closed.
Converter stations, switchyards and related structures ("converters and structures")	Negotiations are ongoing and contract award forecasted for Q2 2014.	E12-74	Negotiations nearing completion, contract award planned for Q2, 2014.
Right of Way Clearing along Transmission Lines	Contracts awarded and tree clearing activities began in February.	E13-88	Closed.
Transmission Structures and Grillages	Evaluations completed. Negotiations in progress with contract award forecasted for Q2 2014.	E13-85	Negotiations nearing completion, contract award planned for Q2, 2014.
Site Preparation Services (Includes construction of access road upgrades)	RFP closed February 27, negotiations and contract award forecasted for Q2 2014.	E13-92	RFP closed in February, proponents' evaluation in progress, contract award now planned for Q3, 2014.

2

Commercial Activity	Status April, 2014	Initiative Number	Status June, 2014			
Transmission Line Construction	RFP to close mid- April, 2014. Negotiations and Contract award forecasted for Q3 2014.	E13-95	RFP closed in April, evaluations in progress, contract award planned for Q4, 2014.			
Transmission Line Conductors	RFP closed March 4 th and review initiated. Contract award forecasted in Q3 2014.	E13-87	No Change.			
Horizontal Directional Drill (HDD) Construction Program	RFP to be issued Q4, 2014 with contract award forecasted for Q2, 2015.	E13-137	No Change.			
Accommodations	RFP issued February 14 th with a close of April 15 th . Contract award forecasted for Q2/Q3 2014.	E13-89	Evaluations in progress with award expected in Q3, 2014.			

2.2.1 Land Access Agreements

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In Nova Scotia, NSPML has identified the landowners along the primary HVDC transmission route from Point Aconi to Woodbine, and along the grounding line from Woodbine to Big Lorraine. Agreements with many landowners have been secured and

1		tree clearing activities started in February. In this period, agreements along the HVDC
2		transmission line continued to be secured since the last report. In addition,
3		considerable progress was achieved in securing access agreements along the
4		grounding line. An application for expropriation of certain parcels along the DC Line
5		was made on May 9, 2014 and is in progress. Access to lands and rights are
6		progressing positively with the Cape Breton Regional Municipality, provincial
7		government and Enterprise Cape Breton Corporation, for Crown and municipal lands.
8		
9		In Newfoundland, NSPML continued to identify and secure the private landowners'
10		agreements along the primary HVDC and HVAC routes. Agreements to access Crown
11		land were secured in the previous reporting period. Land access agreements have
12		begun to be secured on the grounding line from Bottom Brook to Indian Head. The
13		NL Government has started issuing notices for untraceable owners along the lines and
14		sites. An application for expropriation of certain parcels along the DC Line was made
15		on June 6, 2014.
16		
17		Work to achieve agreements with land owners continues to be a priority in both
18		Provinces in advance of the resumption of tree clearing, which is expected in late
19		summer or early fall, with all land rights secured by year-end.
20		
21	2.2.2	Funding – Schedule Reserve and Allowances
22		
23		NSPML has completed the FLG Financial Close, secured financing and begun
24		associated monthly procedures, and has completed the initial Construction Report, the
25		Funding Request, and the first drawdown of funds in April, 2014.
26		
27	2.2.3	Joint Development Agreements
28		
29		The original agreements were completed and signed on July 30, 2012.
30		
31		The Sanction Agreement dated December 17, 2012 between Emera and Nalcor
32		contemplated (but did not require) that amendments would be made to the Commercial

1		Agreements to reflect the terms of the Sanction Agreement. The amendments to
2		Agreements are being finalized at this time and are forecasted to be complete in Q2
3		2014.
4		
5	2.3	Engineering Activities
6		
7		Commissioning of the Maritime Link continues to align with the in-service Decision
8		Gate 4 (DG4) target date of October 1, 2017. This schedule reflects the submarine
9		cable supply availability and installation optimization. Engineering is captured in three
10		main categories across several Work Breakdown Structures ("WBS's"):
11		
12		HVDC Submarine Cable Supply and Installation – cable design and
13		manufacture is being engineered by the supplier of the cable, Nexans, and will
14		include performance criteria consistent with service life and reliability targets
15		subject to approval by NSPML. The horizontal directional drilled (HDD) bore
16		trajectories are being designed under a separate engineering contract (E13-
17		137), with work underway. The land-based geotechnical drilling activities in
18		both NL and NS were completed in May. The NS and NL marine-based
19		geotechnical work is planned to be completed late this summer as NSPML
20		works with fishery groups in the region. The HDD design will provide the
21		necessary data in advance of issuing the HDD construction related RFPs later
22		in 2014.
23		
24		• HVDC Converters and Substations - engineering is included in the commercial
25		initiative for the supply and installation of these assets. The contract is in the
26		final stages of review and approval by both contractor and company. Site
27		preparation civil design for the converters and substation assets is being
28		completed under a separate engineering design service agreement (E13-92).
29		
30		Overland Transmission and Grounding Sites - engineering is being completed
31		under the same engineering design service agreement referred to above (E13-

92). These designs have advanced as planned since the last report. When these

1		designs are complete in Q3, 2014, the transmission line drawings will be
2		updated and issued for construction to the Transmission Line Construction
3		contractor(s) in Q4, 2014. Steel towers, grillages, conductor and transmission
4		construction contracts are at various stages of advancement as noted in Table 1.
5		Grounding site development plans are being advanced with the geotechnical
6		work scheduled for later in 2014 to support design requirements.
7		
8	2.4	Submarine Cables (Marine)
9		
10		The contract with Nexans was executed in January and the work was begun in
11		February. During this reporting period, the project planning deliverables were under
12		development. Those deliverables include such documents as the project execution
13		plan, project schedule, quality management plan, environmental management plan, the
14		safety management plan, procurement plan, and detailed list of deliverables. Site visits
15		by the key project team members from Nexans are scheduled in June 2014.
16		
17	2.5	Converter Stations
18		
19		Design reviews and discussion of optimization alternatives were ongoing during the
20		evaluation and negotiation activities with the preferred suppliers. Contract award
21		continues to be planned in Q2, 2014. Site preparation will be initiated when final civil
22		design is achieved, and will be based upon converter and substation layouts after the

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2.6 Tree Clearing Contractor – Transmission Lines

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Following contract awards, planning, training, surveys, and right of way agreements, tree clearing advanced in NS in early February and March, completing phase one on schedule. Similarly, tree clearing progressed in NL in February and continued through to the end of April. During this period, environmental and safety monitoring resources were in place to oversee contractor activities. Tree clearing will resume late summer or

supplier has finished its design work resulting from each of E12-74 (Supply of

Converters/ Substations) and E13-92 (Site Preparation Services).

1		early fall following the end of bird nesting seasons in both provinces pending land
2		rights being finalized.
3		
4	2.7	Construction Contractor – Transmission Lines
5		
6		Commencement of transmission line construction is scheduled for Q4, 2014. Line
7		design is in progress and all contracts are expected to be in-place for the construction
8		work to begin Q4- 2014.
9		
10	2.8	Construction Contractor(s) –Other
1011	2.8	Construction Contractor(s) –Other
	2.8	Construction Contractor(s) –Other Engineering designs for sites in NS and NL are in progress. The transition compound
11	2.8	
11 12	2.8	Engineering designs for sites in NS and NL are in progress. The transition compound
11 12 13	2.8	Engineering designs for sites in NS and NL are in progress. The transition compound site design was modified as part of the DG3 Basis of Design by removing the building
11 12 13 14	2.8	Engineering designs for sites in NS and NL are in progress. The transition compound site design was modified as part of the DG3 Basis of Design by removing the building and design of the open-air facility (with the exception of site preparation), and
11 12 13 14 15	2.8	Engineering designs for sites in NS and NL are in progress. The transition compound site design was modified as part of the DG3 Basis of Design by removing the building and design of the open-air facility (with the exception of site preparation), and including it in the converter and substation contract (E12-74). Grounding site designs

3.0 UPDATED COST SUMMARY

As per Enerco U-31, section 2.1, the detail below outlines the DG3 forecasted costs.

Table 2 below provides an updated cost summary for the Maritime Link, which includes actual costs incurred to the end of Q1, 2014, as well as a forecast of costs for Q2, 2014 to the end of 2017. The total project forecast remains unchanged from the DG3 project capital cost estimate of \$1.577 billion.

Explanatory notes are listed below Table 2.

Table 2

(0000's of Canadian Dollars)	Actual Costs					Forecast						Total				
					Total		2014	2014		2015 2016		Project	Total Project	Budget	Budget	Current
Description	2011	2012	2013	Q1 2014	Project to Date	Q2	Q3	Q4	Q1 - Q4	Q1 - Q4	Q1 - Q4	Estimate to Complete	Budget (IR 13)	Reclass ¹	Transfer ²	Project Budget
Emera Internal	6,106	13,363	24,910	6,544	50,923	29,947	9,009	8,078	24,940	26,318	26,351	175,566	185,393	(9,827)	0	175,566
Nalcor Internal	0	0	0	0	0	8,380	50	30	120	120	120	8,820	8,820	0	0	8,820
Third Party	3,770	3,529	7,676	14,415	29,391	51,391	89,355	90,461	358,519	347,394	252,102	1,218,613	1,208,787	9,827	0	1,218,614
Environmental Approval	1,131	971	549	106	2,757	3,200	1,110	1,162	3,416	4,225	8,084	23,953	19,751	4,202	0	23,953
Cable	2,479	237	643	11,729	15,088	26,205	20,400	25,047	68,179	56,178	105,395	316,493	306,207	2,716	7,570	316,493
Converter Stations	0	0	1,517	761	2,278	4,309	41,337	31,831	164,164	217,857	113,756	575,532	574,459	1,074	0	575,533
Other Technical & Engineering	160	2,321	4,967	1,820	9,268	17,676	26,508	32,421	122,759	69,134	24,868	302,634	308,370	1,834	(7,570)	302,634
Total	9,876	16,892	32,586	20,960	80,314	89,719	98,414	98,569	383,579	373,832	278,574	1,403,000	1,403,000	0	0	1,403,000
Escalation												35.354	35.354	0	0	35,354
Contingency												139,000	139,000	0	0	139,000
Grand Total	9,876	16,892	32,586	20,960	80,314	89,719	98,414	98.569	383,579	373,832	278.574	1.577.354	1,577,354	0	0	1,577,354

Notes:

Specific items included in the Total Project Budget that were submitted in the response to IR-13
from the December 13, 2013 Quarterly Report have simply been reclassified amongst major
categories as Project costs and forecasts continue to be refined. There is no impact on the total
project costs forecasted.

2. There was a budget transfer of \$7.57 million to the Cable Contract account from the Other Technical and Engineering account as indicated in the above table with no impact on the total project costs forecasted.

32

1	Total Actual Project Costs to end of Q1 2014 Compared to Forecast
2	
3	The variance of total actual project costs to the end of Q1, 2014 compared to the
4	amounts forecasted to the end of Q1, 2014 included in the response to IR-13 from the
5	December 2013 Report is a total underspend of \$80.8 million. As reported in the
6	NSPML Quarterly Report Q1 2014, the major variance is attributable to approximately
7	\$36 million of costs to be paid to Nalcor which is now forecasted to be paid in Q2
8	2014. In addition, the 50% sharing of third party costs between NSPML and Nalcor
9	has continued through Q1, 2014 resulting in a reduction in actual costs versus
10	forecasted costs of approximately \$17 million. This has no impact on the overall
11	project schedule.
12	
13	The remaining \$28 million of variance between last forecast and actual capital
14	spending is explained as follows:
15	
16	Emera Internal: \$23 million underspend this period
17	• The insurance program payment originally forecasted in Q1 2014 is now
18	forecasted in Q2 2014.
19	• Remaining variance attributable to several factors including timing of land
20	access activities and careful management of general and administration
21	expenses as noted in the last quarterly report.
22	
23	Third Party Costs: \$5.0 million underspend this period
24	• Environmental Approval: \$1 million underspend
25	 As referenced in the previous quarterly report, variance due to revised
26	permitting requirements and timing of stakeholder engagement
27	activities.
28	• Cable: \$4 million underspend
29	o Additional clarification from marine contractors as to timing of work is
30	now incorporated in the forecast, to ensure that the forecast aligns with

the payment schedule within the contract.

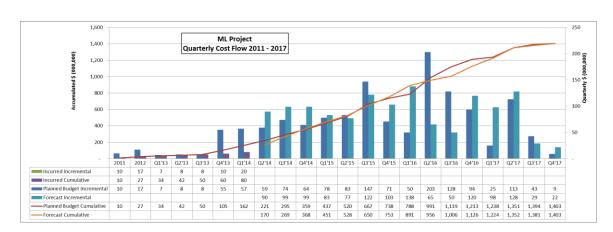
Page **13** of **16**

1	 Horizontal directional drilling geotechnical and design activities
2	rescheduled from 2013/Q1 2014 to Q1/Q2 2014.
3	• Converters and structures: \$1 million underspend
4	 As noted in the previous quarterly report, updated timing of survey and
5	engineering work has been reflected in the forecast.
6	 Other Technical & Engineering: \$1 million additional spend
7	 Advancement of survey and tree clearing activities in Q1 2014.
8	 Timing of engineering services within 2014.

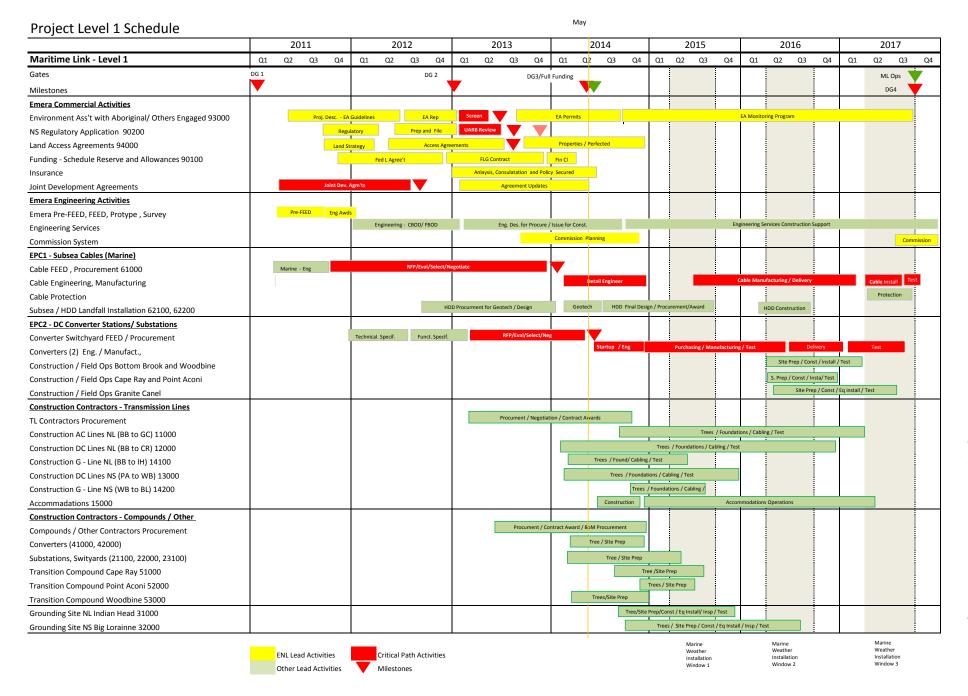
4.0 COST FLOW

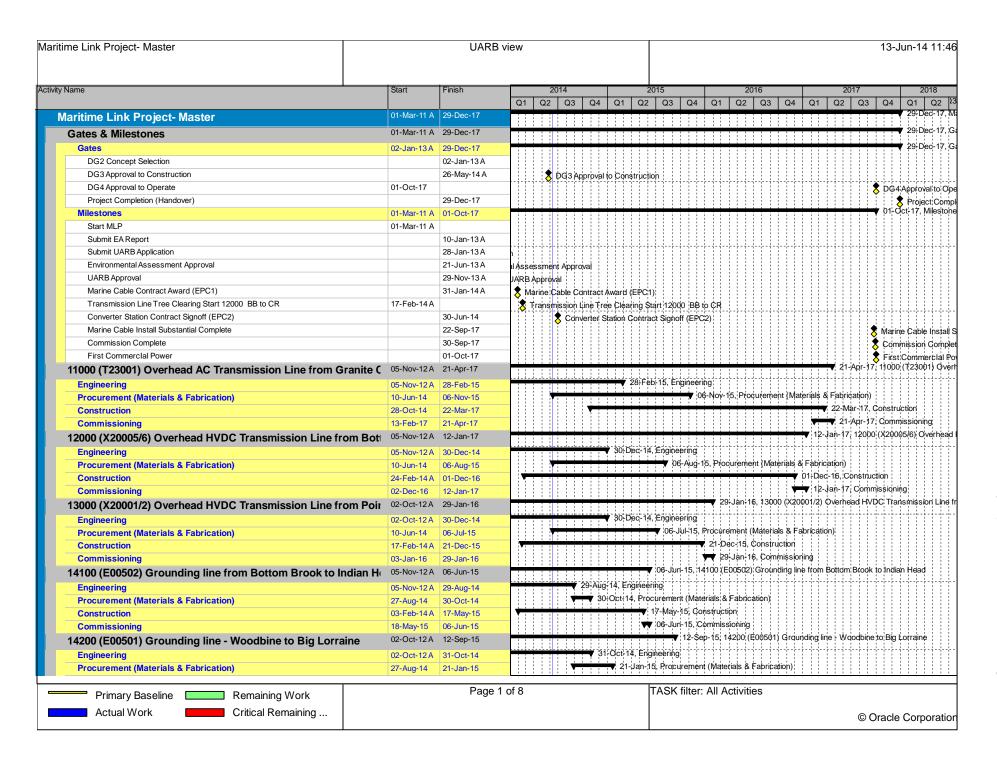
As per Enerco U-31, section 2.2, please refer to Table 3 below for the cost flow until the Maritime Link is commissioned. This cost flow provides a base capital spending forecast of \$1.403 billion. Escalation and contingency in the amount of \$174 million will be allocated to appropriate accounts when necessary to account for expenditures associated with project risks. The total of the base capital spending, escalation, and contingency amounts to \$1.577 billion.

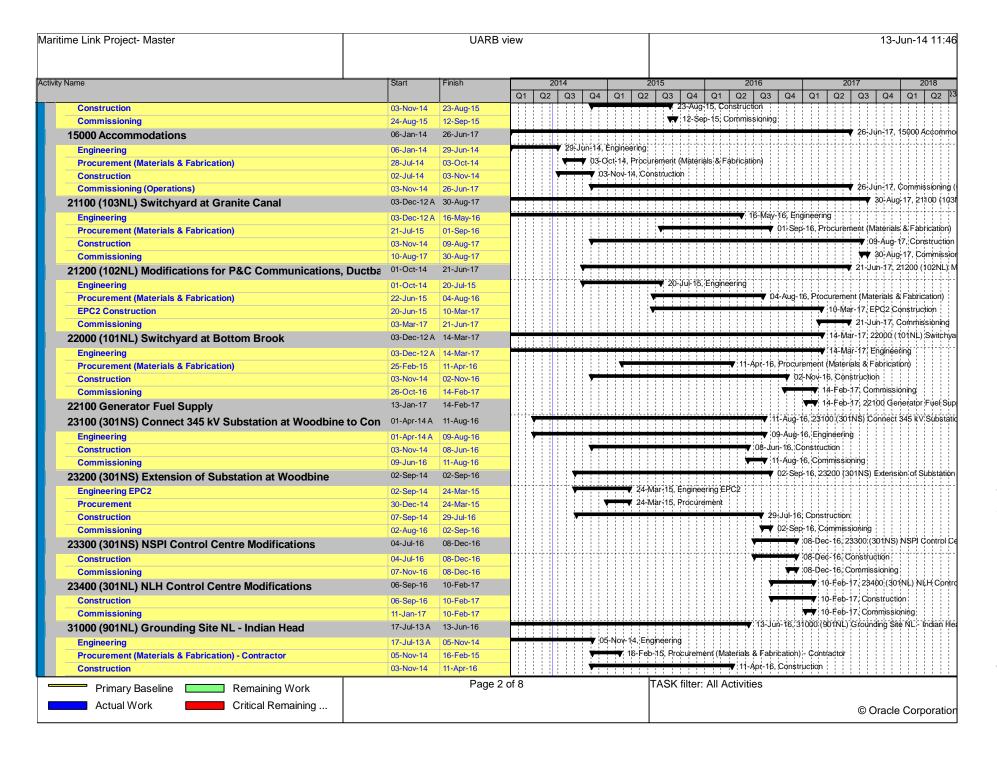
Table 3

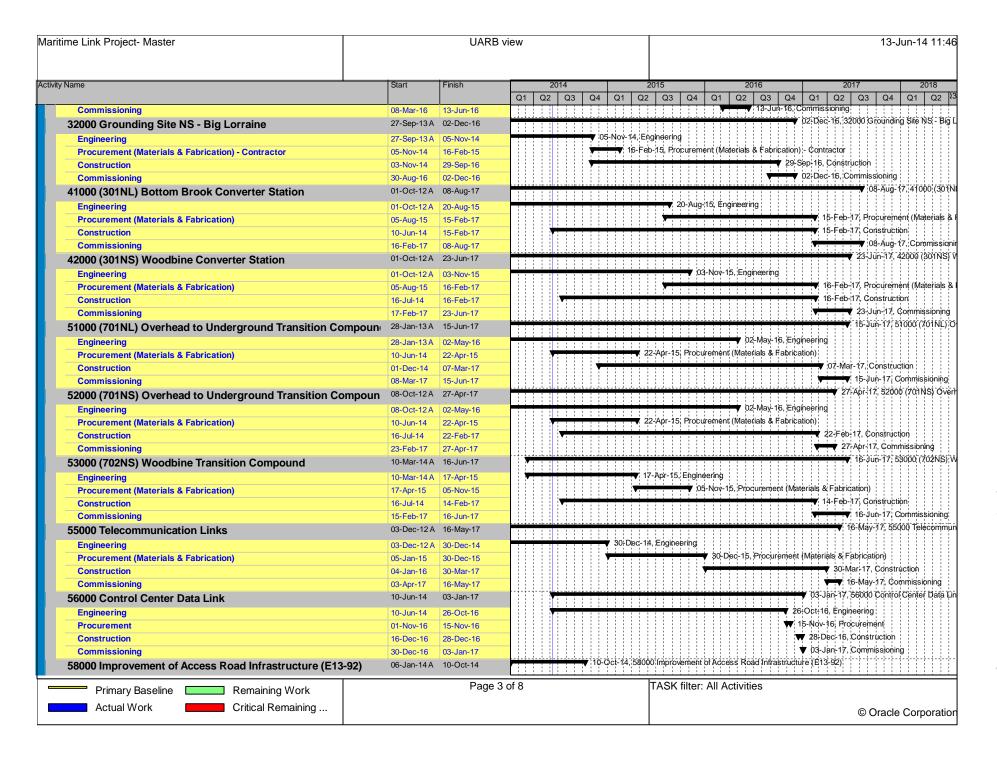


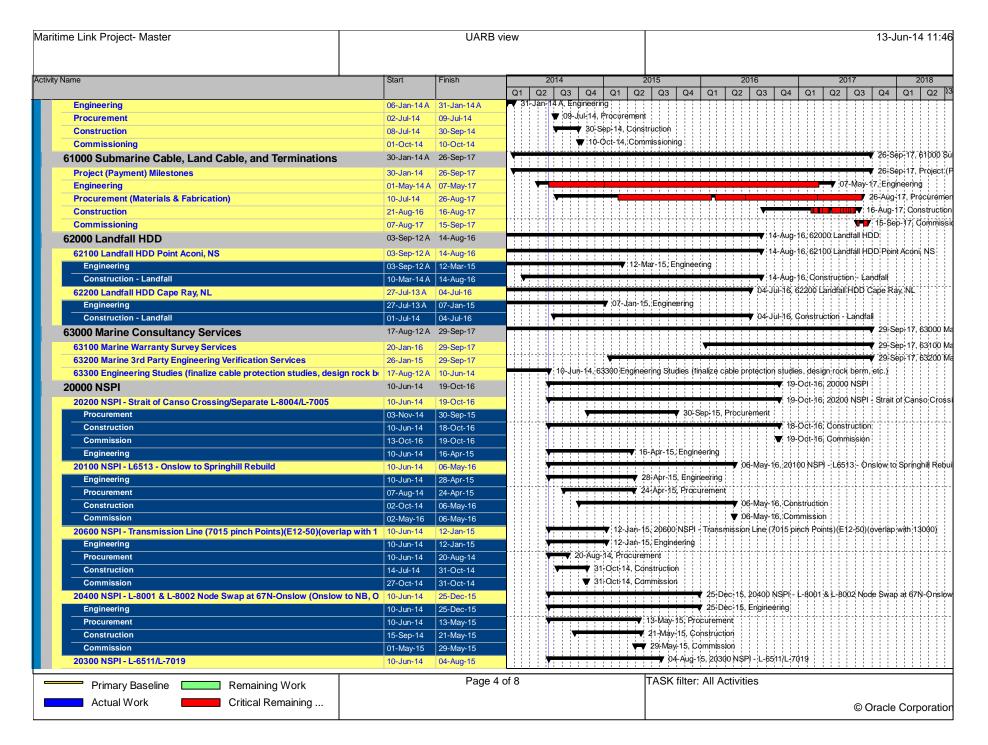
1	5.0	FEDERAL LOAN GUARANTEE/FINANCING
2		
3		• On April 23, 2014, a \$1.3 billion bond offering was completed using the newly
4		formed special purpose vehicle, Maritime Link Funding Trust ("MLFT").
5		• The bonds amortize over the life of the Maritime Link project.
6		• The full amount of the bonds has been guaranteed by the Government of Canada.
7		• On May 1, 2014, an initial draw was made from the MLFT to NSPML to fund
8		project costs.
9		• Up to the closing of the bond offering, all incurred project costs were funded with
10		equity as required by the FLG and consistent with NSPML's original Application
11		with the UARB.
12		• From the date the bonds were received until such time as the 70:30 Debt: Equity
13		ratio is achieved, 100% of project costs incurred will be funded with debt. After
14		that time, all project costs will be funded using 70% debt and 30% equity. Again,
15		this is consistent with the terms of the FLG and with what was filed in the original
16		Application with the UARB.
17		• Since all bond proceeds have been received upon closing, the funds will be
18		invested in the MLFT until needed by the project. These funds have been invested
19		in securities approved by the Government of Canada.
20		
21		The next quarterly report is scheduled to be filed on Oct 15 th , 2014.

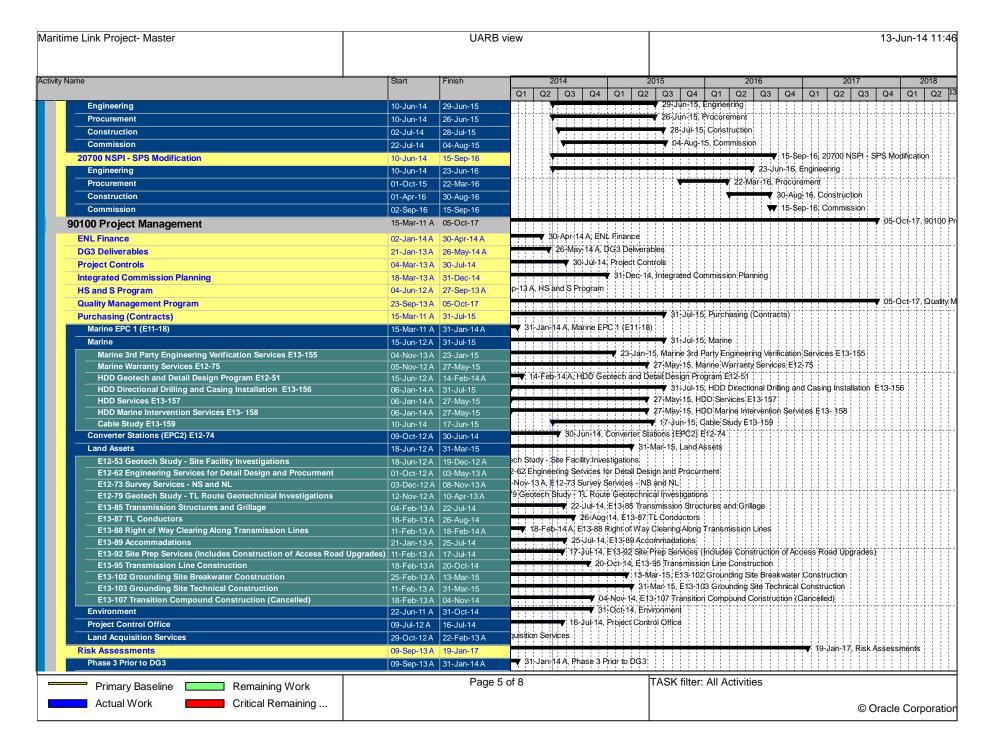


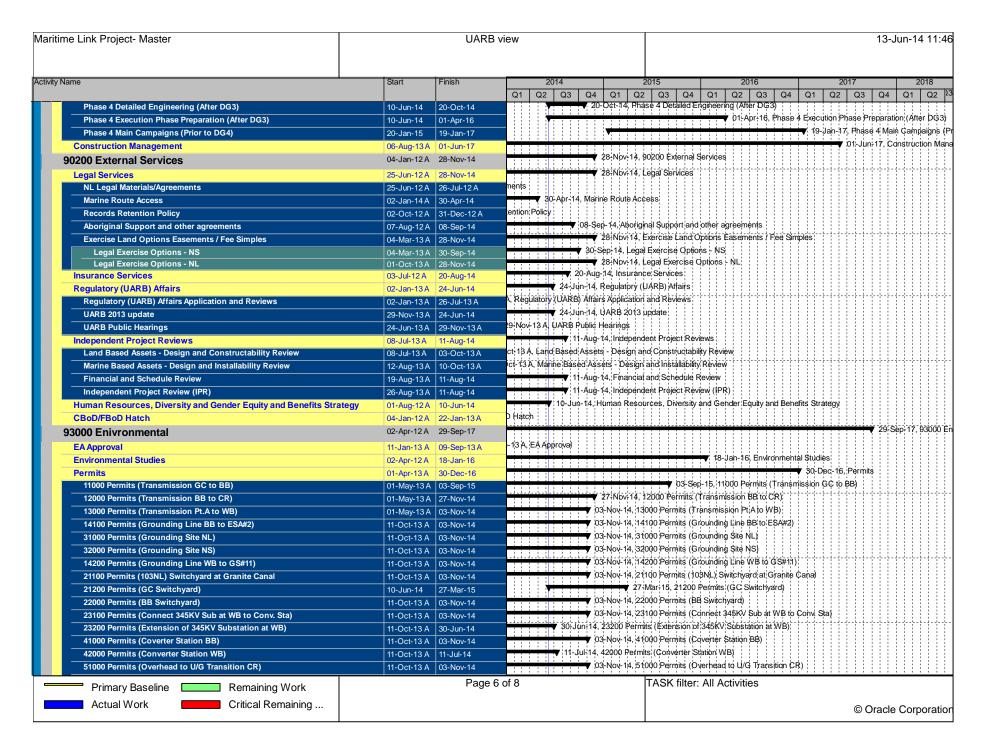


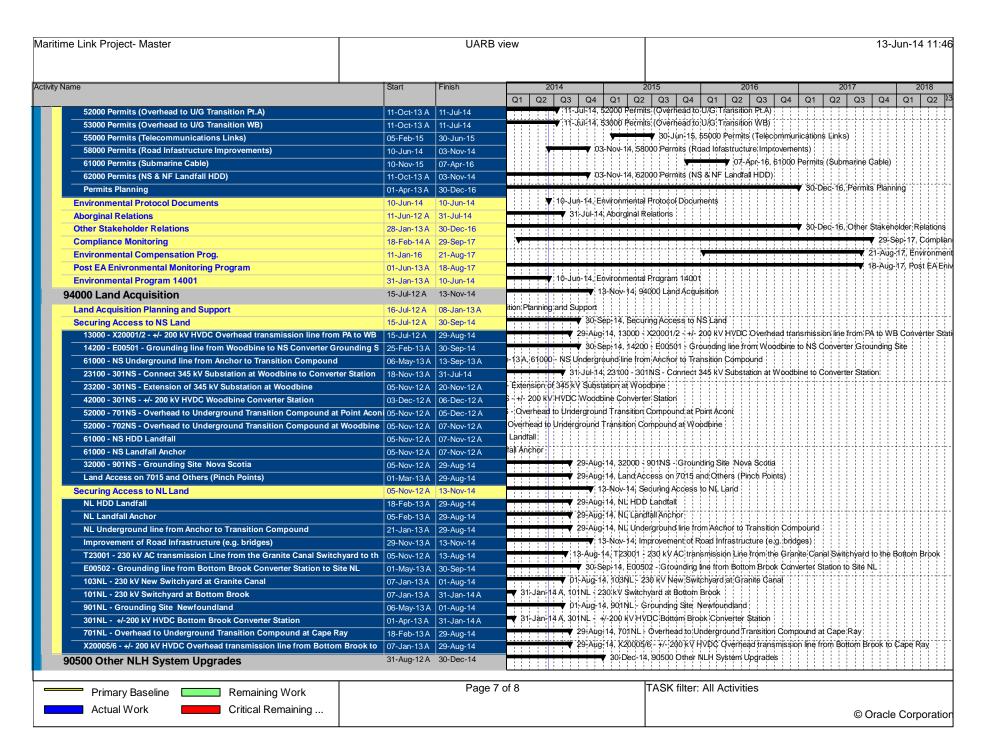












ime Link Project- Master		UARB view			13-Jun-14 1						
Name	Start	Finish	2014		2015		2016		2017		201
Fredrice (TI 204 Per DiFereir Harres Color III)	04.4	00 Dec 44	Q1 Q2 Q3	23-De	Q2 Q3 C ec-14, Engineerin	04 Q1 Q2			Q2 Q	3 Q4	Q1 (
Engineering (TL201, Bay D'Espoir, Upper Salmon)	31-Aug-12 A			23.00	ec-14, TL201 (Av	-1-1-1-1-1-1	цвроп, фррег	Janinon			
TL201 (Avalon)	31-Aug-12 A			h2-Ded-	-14, Bay D'Espoi		Swan				
Bay D'Espoir Line Terminal Swap Upper Salmon Breaker Addition	31-Aug-12 A				14, Upper Salmo						 - - - -
	31-Aug-12 A				ec-14, Procureme						
Procurement (Materials & Fabrication) Procurement - TL201 (Avalon)	27-Nov-14 23-Dec-14	23-Dec-14 23-Dec-14	_ ::::::::::		c-14, Procureme						
Procurement - Bay D'Espoir Line Terminal Swap	23-Dec-14 04-Dec-14	04-Dec-14		▼ 04-Dec-	-14, Procuremer	t - Bay D'Espoir	r Line Terminal	Swan			
Procurement - Upper Salmon Breaker Addition	27-Nov-14	27-Nov-14			14, Procuremen						
Construction	01-Dec-14	29-Dec-14		1 1 1 1 1 1 1	ec-14, Construct						
Construction - TL201 (Avalon)	29-Dec-14	29-Dec-14			ec-14, Construct		alon)				
Construction - Bay D'Espoir Line Terminal Swap	05-Dec-14	05-Dec-14			-14, Construction			Swan			
Construction - Bay D Espoir Line Terminal Swap Construction - Upper Salmon Breaker Addition	01-Dec-14	01-Dec-14			-14, Construction						
Commissioning	02-Dec-14	30-Dec-14			eo-14, Commissi						
Dynamic Commissioning (90100)	31-Aug-17	29-Sep-17		+			4-4-4-4-4-4			29 S	ep-17. Dv