



**UNITED STATES  
NUCLEAR REGULATORY COMMISSION**  
WASHINGTON, D.C. 20555-0001

June 29, 2017

Mr. Ken J. Peters  
Senior Vice President and  
Chief Nuclear Officer  
Attention: Regulatory Affairs  
TEX Operations Company LLC  
P.O. Box 1002  
Glen Rose, TX 76043

**SUBJECT: COMANCHE PEAK NUCLEAR POWER PLANT, UNIT NOS. 1 AND 2 -  
ISSUANCE OF AMENDMENTS RE: ADMINISTRATIVE CHANGE TO  
LICENSEE NAME (CAC NOS. MF8933 AND MF8934)**

Dear Mr. Peters:

The U.S. Nuclear Regulatory Commission (NRC or the Commission) has issued the enclosed Amendment No. 169 to Facility Operating License (FOL) No. NPF-87 and Amendment No. 169 to FOL No. NPF-89 for Comanche Peak Nuclear Power Plant (CPNPP), Unit Nos. 1 and 2, respectively. The amendments consist of changes to the FOLs in response to your application dated December 14, 2016.

The amendments revise the FOLs to accurately reflect the new legal name of the operator of CPNPP, "Vistra Operations Company LLC." The former corporate name "TEX Operations Company LLC" has been replaced throughout FOL No. NPF-87 and FOL No. NPF-89, including the cover page of the Appendix B of the FOLs. In addition, the NRC staff identified administrative errors in the list of Attachments and Appendices of FOL Nos. NPF-87 and NPF-89 and the amendments correct the listing of the appendices in the FOLs.

Enclosure 4 contains three signed originals of Amendment No. 14 to Indemnity Agreement No. B-96, which is required in connection with the license amendment. Please sign one original and return it to the NRC's Document Control Desk as proof of acceptance. Please sign the other two originals and keep them for your records.

A copy of the related Safety Evaluation is also enclosed. A Notice of Issuance will be included in the Commission's biweekly *Federal Register* notice.

Sincerely,

A handwritten signature in black ink, appearing to read "MWatford". The signature is fluid and cursive, with the first name "Margaret" and last name "Watford" clearly distinguishable.

Margaret M. Watford, Project Manager  
Plant Licensing Branch IV  
Division of Operating Reactor Licensing  
Office of Nuclear Reactor Regulation

Docket Nos. 50-445 and 50-446

Enclosures:

1. Amendment No. 169 to NPF-87
2. Amendment No. 169 to NPF-89
3. Safety Evaluation
4. Amendment No. 14 to Indemnity Agreement No. B-96

cc w/encls: Distribution via Listserv



UNITED STATES  
NUCLEAR REGULATORY COMMISSION  
WASHINGTON, D.C. 20555-0001

COMANCHE PEAK POWER COMPANY LLC  
AND TEX OPERATIONS COMPANY LLC  
COMANCHE PEAK NUCLEAR POWER PLANT, UNIT NO. 1  
DOCKET NO. 50-445  
AMENDMENT TO FACILITY OPERATING LICENSE

Amendment No. 169  
License No. NPF-87

1. The Nuclear Regulatory Commission (the Commission) has found that:
  - A. The application for amendment by TEX Operations Company LLC (TEX OpCo) dated December 14, 2016, complies with the standards and requirements of the Atomic Energy Act of 1954, as amended (the Act), and the Commission's rules and regulations set forth in 10 CFR Chapter I;
  - B. The facility will operate in conformity with the application, the provisions of the Act, and the rules and regulations of the Commission;
  - C. There is reasonable assurance (i) that the activities authorized by this amendment can be conducted without endangering the health and safety of the public, and (ii) that such activities will be conducted in compliance with the Commission's regulations;
  - D. The issuance of this license amendment will not be inimical to the common defense and security or to the health and safety of the public; and
  - E. The issuance of this amendment is in accordance with 10 CFR Part 51 of the Commission's regulations and all applicable requirements have been satisfied.

2. Accordingly, the license is amended as indicated in the attachment to this license amendment.
3. The license amendment is effective as of its date of issuance and shall be implemented within 30 days from the date of issuance.

FOR THE NUCLEAR REGULATORY COMMISSION



Robert J. Pascarelli, Chief  
Plant Licensing Branch IV  
Division of Operating Reactor Licensing  
Office of Nuclear Reactor Regulation

Attachment:  
Changes to the Facility Operating  
License No. NPF-87

Date of Issuance: June 29, 2017



UNITED STATES  
NUCLEAR REGULATORY COMMISSION  
WASHINGTON, D.C. 20555-0001

COMANCHE PEAK POWER COMPANY LLC  
AND TEX OPERATIONS COMPANY LLC  
COMANCHE PEAK NUCLEAR POWER PLANT, UNIT NO. 2  
DOCKET NO. 50-446  
AMENDMENT TO FACILITY OPERATING LICENSE

Amendment No. 169  
License No. NPF-89

1. The Nuclear Regulatory Commission (the Commission) has found that:
  - A. The application for amendment by TEX Operations Company LLC (TEX OpCo), dated December 14, 2016, complies with the standards and requirements of the Atomic Energy Act of 1954, as amended (the Act), and the Commission's rules and regulations set forth in 10 CFR Chapter I;
  - B. The facility will operate in conformity with the application, the provisions of the Act, and the rules and regulations of the Commission;
  - C. There is reasonable assurance (i) that the activities authorized by this amendment can be conducted without endangering the health and safety of the public, and (ii) that such activities will be conducted in compliance with the Commission's regulations;
  - D. The issuance of this license amendment will not be inimical to the common defense and security or to the health and safety of the public; and
  - E. The issuance of this amendment is in accordance with 10 CFR Part 51 of the Commission's regulations and all applicable requirements have been satisfied.

2. Accordingly, the license is amended as indicated in the attachment to this license amendment.
3. The license amendment is effective as of its date of issuance and shall be implemented within 30 days from the date of issuance.

FOR THE NUCLEAR REGULATORY COMMISSION



Robert J. Pascarelli, Chief  
Plant Licensing Branch IV  
Division of Operating Reactor Licensing  
Office of Nuclear Reactor Regulation

Attachment:  
Changes to the Facility Operating  
License No. NPF-89

Date of Issuance: June 29, 2017

ATTACHMENT TO LICENSE AMENDMENT NO. 169

TO FACILITY OPERATING LICENSE NO. NPF-87

AND LICENSE AMENDMENT NO. 169

TO FACILITY OPERATING LICENSE NO. NPF-89

COMANCHE PEAK NUCLEAR POWER PLANT, UNIT NOS. 1 AND 2

DOCKET NOS. 50-445 AND 50-446

Replace the following pages of the Facility Operating License Nos. NPF-87 and NPF-89, and Appendix B, Environmental Protection Plan, with the attached revised pages. The revised pages are identified by amendment number and contain marginal lines indicating the areas of change.

Facility Operating License No. NPF-87

REMOVE

INSERT

1 through 3

1 through 3

6

6

8 through 9

8 through 9

Facility Operating License No. NPF-89

REMOVE

INSERT

1 through 3

1 through 3

6 through 8

6 through 8

Appendix B, Environmental Protection Plan

REMOVE

INSERT

Cover page

Cover page



UNITED STATES  
NUCLEAR REGULATORY COMMISSION  
WASHINGTON, D.C. 20555-0001

COMANCHE PEAK POWER COMPANY LLC

AND VISTRA OPERATIONS COMPANY LLC

DOCKET NO. 50-445

COMANCHE PEAK NUCLEAR POWER PLANT, UNIT NO. 1

FACILITY OPERATING LICENSE

License No. NPF-87

1. The Nuclear Regulatory Commission (the Commission) has found that:
  - A. The application for a license filed by Vistra Operations Company LLC ("Vistra OpCo"), acting on its own behalf and for Comanche Peak Power Company LLC ("CP PowerCo"), hereinafter individually (licensee) as appropriate, or together (licensees), complies with the standards and requirements of the Atomic Energy Act of 1954, as amended (the Act), and the Commission's regulations set forth in 10 CFR Chapter I, and all required notifications to other agencies or bodies have been duly made;
  - B. Construction of the Comanche Peak Nuclear Power Plant, Unit No. 1 (the facility), has been substantially completed in conformity with Construction Permit No. CPPR-126 and the application, as amended, the provisions of the Act, and the regulations of the Commission;
  - C. The facility will operate in conformity with the application, as amended, the provisions of the Act, and the regulations of the Commission (except as exempted from compliance in Section 2.D below);
  - D. There is reasonable assurance: (i) that the activities authorized by this operating license can be conducted without endangering the health and safety of the public, and (ii) that such activities will be conducted in compliance with the Commission's regulations set forth in 10 CFR Chapter I, except as exempted from compliance in Section 2.D below;



- E. Vistra OpCo is technically qualified to engage in the activities authorized by this operating license in accordance with the Commission's regulations set forth in 10 CFR Chapter I;
  - F. CP PowerCo has satisfied the applicable provisions of 10 CFR 140, "Financial Protection Requirements and Indemnity Agreements," of the Commission's regulations;
  - G. The issuance of this license will not be inimical to the common defense and security or to the health and safety of the public;
  - H. After weighing the environmental, economic, technical, and other benefits of the facility against environmental and other costs and considering available alternatives, the issuance of Facility Operating License No. NPF-87 subject to the conditions for protection of the environment set forth herein, is in accordance with 10 CFR Part 51 of the Commission's regulations and all applicable requirements have been satisfied; and
  - I. The receipt, possession, and use of source, byproduct, and special nuclear material as authorized by this license will be in accordance with the Commission's regulations in 10 CFR Parts 30, 40, and 70, except that an exemption to the provisions of 70.24 is granted as described in paragraph 2.D below.
2. Based on the foregoing findings regarding this facility, Facility Operating License No. NPF-87 is hereby issued to the licensee, to read as follows:
- A. This license applies to the Comanche Peak Nuclear Power Plant, Unit No. 1, a pressurized-water nuclear reactor and associated equipment (the facility), owned by the licensee. The facility is located on Squaw Creek Reservoir in Somervell County, Texas about 5 miles north-northwest of Glen Rose, Texas, and about 40 miles southwest of Fort Worth in north-central Texas and is described in the licensee's Final Safety Analysis Report, as supplemented and amended, and the licensee's Environmental Report, as supplemented and amended.
  - B. Subject to the conditions and requirements incorporated herein, the Commission hereby licenses:
    - (1) Pursuant to Section 103 of the Act and 10 CFR Part 50, "Domestic Licensing and Production and Utilization Facilities," Vistra OpCo to possess, use, and operate the facility at the designated location in Somervell County, Texas in accordance with the procedures and limitations set forth in this license;
    - (2) CP PowerCo, pursuant to 10 CFR Part 50, to possess the facility at the designated location in Somervell County, Texas in accordance with the procedures and limitations set forth in this license;

- (3) Vistra OpCo, pursuant to the Act and 10 CFR Part 70, to receive, possess, and use at any time, special nuclear material as reactor fuel, in accordance with the limitations for storage and amounts required for reactor operation, and described in the Final Safety Analysis Report, as supplemented and amended;
- (4) Vistra OpCo, pursuant to the Act and 10 CFR Parts 30, 40 and 70, to receive, possess, and use, at any time, any byproduct, source, and special nuclear material as sealed neutron sources for reactor startup, sealed sources for reactor instrumentation and radiation monitoring equipment calibration, and as fission detectors in amounts as required;
- (5) Vistra OpCo, pursuant to the Act and 10 CFR Parts 30, 40 and 70, to receive, possess, and use in amounts as required, any byproduct, source, and special nuclear material without restriction to chemical or physical form, for sample analysis or instrument calibration or associated with radioactive apparatus or components; and
- (6) Vistra OpCo, pursuant to the Act and 10 CFR Parts 30, 40 and 70, to possess, but not separate, such byproduct and special nuclear materials as may be produced by the operation of the facility.

C. This license shall be deemed to contain and is subject to the conditions specified in the Commission's regulations set forth in 10 CFR Chapter I and is subject to all applicable provisions of the Act and to the rules, regulations, and orders of the Commission now or hereafter in effect; and is subject to the additional conditions specified or incorporated below:

(1) Maximum Power Level

Vistra OpCo is authorized to operate the facility at reactor core power levels not in excess of 3458 megawatts thermal through Cycle 13 and 3612 megawatts thermal starting with Cycle 14 in accordance with the conditions specified herein.

(2) Technical Specifications and Environmental Protection Plan

The Technical Specifications contained in Appendix A as revised through Amendment No. 168 and the Environmental Protection Plan contained in Appendix B, are hereby incorporated into this license. Vistra OpCo shall operate the facility in accordance with the Technical Specifications and the Environmental Protection Plan.

(b) Operations to mitigate fuel damage considering the following:

1. Protection and use of personnel assets
2. Communications
3. Minimizing fire spread
4. Procedures for implementing integrated fire response strategy
5. Identification of readily-available pre-staged equipment
6. Training on integrated fire response strategy
7. Spent fuel pool mitigation measures

(c) Actions to minimize release to include consideration of:

1. Water spray scrubbing
2. Dose to onsite responders

(9) License Transfer

Vistra OpCo, the parent company of CP PowerCo, shall enter into the \$300 million support agreement as described in the November 12, 2015 application for license transfer, with CP PowerCo, no later than the time the proposed license transfer occurs. CP PowerCo shall take no action to cause Vistra OpCo, or its successors and assigns, to void, cancel, or modify the support agreement or cause it to fail to perform, or impair its performance under the support agreement, without the prior written consent of the NRC. The support agreement may not be amended or modified without 30 days prior written notice to the Director of the Office of Nuclear Reactor Regulation or his designee. An executed copy of the support agreement shall be submitted to the NRC no later than 30 days after the completion of the proposed transactions and the license transfers. CP PowerCo shall inform the NRC in writing anytime it draws upon the support agreement.

Following the subject transfer of control of the licenses, all of the directors of CP PowerCo and Vistra OpCo who can vote on activities governed by the CPNPP license and all of the officers of CP PowerCo and Vistra OpCo with direct responsibility for activities governed by the CPNPP license shall (1) be U.S. citizens and not appointed by a foreign entity and (2) have exclusive authority to ensure and shall ensure that the business and activities of Vistra OpCo and CP PowerCo with respect to the CPNPP license is at all times conducted in a manner consistent with the public health and safety and common defense and security of the United States. This condition may be amended upon application by either licensee and approval by the Director of the Office of Nuclear Reactor Regulation.

D. The following exemptions are authorized by law and will not endanger life or property or the common defense and security. Certain special circumstances are present and these exemptions are otherwise in the public interest. Therefore, these exemptions are hereby granted pursuant to 10 CFR 50.12.

- (1) The facility requires a technical exemption from the requirements of 10 CFR Part 50, Appendix J, Section III.D.2(b)(ii). The justification for this exemption is contained in Section 6.2.5 of Supplement 22 to the Safety Evaluation Report dated January 1990. The staff's environmental assessment was published on November 14, 1989 (54 FR 47430).

- (3) CP PowerCo shall promptly notify the NRC of any attempts by subsurface mineral rights owners to exercise mineral rights, including any legal proceeding initiated by mineral rights owners against CP PowerCo.
  
- G. Vistra OpCo shall implement and maintain in effect all provisions of the approved fire protection program as described in the Final Safety Analysis Report through Amendment 78 and as approved in the SER (NUREG-0797) and its supplements through SSER 24, subject to the following provision:
  - Vistra OpCo may make changes to the approved fire protection program without prior approval of the Commission only if those changes would not adversely affect the ability to achieve and maintain safe shutdown in the event of a fire.
  
- H. Vistra OpCo shall fully implement and maintain in effect all provisions of the physical security, guard training and qualification, and safeguards contingency plans, previously approved by the Commission, and all amendments made pursuant to the authority of 10 CFR 50.90 and 10 CFR 50.54(p). The plans, which contain safeguards information protected under 10 CFR 73.21, are entitled: "Comanche Peak Steam Electric Station Physical Security Plan" with revisions submitted through May 15, 2006, with limited approvals as provided for in the Safety Evaluation by the Office of Nuclear Reactor Regulation dated December 5, 2000; "Comanche Peak Steam Electric Station Security Training and Qualification Plan" with revisions submitted through May 15, 2006; and "Comanche Peak Steam Electric Station Safeguards Contingency Plan" with revisions submitted through May 15, 2006. Vistra OpCo shall fully implement and maintain in effect all provisions of the Commission-approved cyber security plan (CSP), including changes made pursuant to the authority of 10 CFR 50.90 and 10 CFR 50.54(p). Vistra OpCo's CSP was approved by License Amendment No. 155, as supplemented by a change approved by License Amendment 163.
  
- I. CP PowerCo shall have and maintain financial protection of such type and in such amounts as the Commission shall require in accordance with Section 170 of the Atomic Energy Act of 1954, as amended, to cover public liability claims.
  
- J. NOT USED

- K. This license is effective as of the date of issuance and shall expire at Midnight on February 8, 2030.

FOR THE NUCLEAR REGULATORY COMMISSION

original signed by:

Thomas E. Murley, Director  
Office of Nuclear Reactor Regulation

Attachments/Appendices:

1. Appendix A – Technical Specifications (NUREG-1399)
2. Appendix B – Environmental Protection Plan
3. Appendix C – Deleted
4. Appendix D – Additional Conditions

Date of Issuance: April 17, 1990



UNITED STATES  
NUCLEAR REGULATORY COMMISSION  
WASHINGTON, D.C. 20555-0001

COMANCHE PEAK POWER COMPANY LLC  
AND VISTRA OPERATIONS COMPANY LLC

DOCKET NO. 50-446

COMANCHE PEAK NUCLEAR POWER PLANT, UNIT NO. 2  
FACILITY OPERATING LICENSE

License No. NPF-89

1. The Nuclear Regulatory Commission (the Commission) has found that:
  - A. The application for a license filed by Vistra Operations Company LLC ("Vistra OpCo"), acting on its own behalf and for Comanche Peak Power Company LLC ("CP PowerCo"), hereinafter individually (licensee) as appropriate, or together (licensees), complies with the standards and requirements of the Atomic Energy Act of 1954, as amended (the Act), and the Commission's regulations set forth in 10 CFR Chapter I, and all required notifications to other agencies or bodies have been duly made;
  - B. Construction of the Comanche Peak Nuclear Power Plant, Unit No. 2 (the facility), has been substantially completed in conformity with Construction Permit No. CPPR-127 and the application, as amended, the provisions of the Act, and the regulations of the Commission;
  - C. The facility will operate in conformity with the application, as amended, the provisions of the Act, and the regulations of the Commission (except as exempted from compliance in Section 2.D below);
  - D. There is reasonable assurance: (i) that the activities authorized by this operating license can be conducted without endangering the health and safety of the public, and (ii) that such activities will be conducted in compliance with the Commission's regulations set forth in 10 CFR Chapter I, except as exempted from compliance in Section 2.D. below;
  - E. Vistra OpCo is technically qualified to engage in the activities authorized by this operating license in accordance with the Commission's regulations set forth in 10 CFR Chapter I;

- F. CP PowerCo has satisfied the applicable provisions of 10 CFR 140, "Financial Protection Requirements and Indemnity Agreements," of the Commission's regulations;
  - G. The issuance of this license will not be inimical to the common defense and security or to the health and safety of the public;
  - H. After weighing the environmental, economic, technical, and other benefits of the facility against environmental and other costs and considering available alternatives, the issuance of Facility Operating License No. NPF-89 subject to the conditions for protection of the environment set forth herein, is in accordance with 10 CFR Part 51 of the Commission's regulations and all applicable requirements have been satisfied; and
  - I. The receipt, possession, and use of source, byproduct, and special nuclear material as authorized by this license will be in accordance with the Commission's regulations in 10 CFR Parts 30, 40, and 70, except that an exemption to the provisions of 70.24 is granted as described in paragraph 2.D below.
2. Pursuant to approval by the Nuclear Regulatory Commission at a meeting on April 6, 1993, the License for Fuel Loading and Low Power Testing, License No. NPF-88, issued on February 2, 1993, is superseded by Facility Operating License No. NPF-89 hereby issued to the licensee, to read as follows:
- A. This license applies to the Comanche Peak Nuclear Power Plant, Unit No. 2, a pressurized-water nuclear reactor and associated equipment (the facility), owned by the licensee. The facility is located on Squaw Creek Reservoir in Somervell County, Texas about 5 miles north-northwest of Glen Rose, Texas, and about 40 miles southwest of Fort Worth in north-central Texas and is described in the licensee's Final Safety Analysis Report, as supplemented and amended, and the licensee's Environmental Report, as supplemented and amended.
  - B. Subject to the conditions and requirements incorporated herein, the Commission hereby licenses:
    - (1) Pursuant to Section 103 of the Act and 10 CFR Part 50, "Domestic Licensing of Production and Utilization Facilities," Vistra OpCo to possess, use, and operate the facility at the designated location in Somervell County, Texas in accordance with the procedures and limitations set forth in this license;
    - (2) CP PowerCo, pursuant to 10 CFR Part 50, to possess the facility at the designated location in Somervell County, Texas in accordance with the procedures and limitations set forth in this license;

- (3) Vistra OpCo, pursuant to the Act and 10 CFR Part 70, to receive, possess, and use at any time, special nuclear material as reactor fuel, in accordance with the limitations for storage and amounts required for reactor operation, and described in the Final Safety Analysis Report, as supplemented and amended;
- (4) Vistra OpCo, pursuant to the Act and 10 CFR Parts 30, 40 and 70, to receive, possess, and use, at any time, any byproduct, source, and special nuclear material as sealed neutron sources for reactor startup, sealed sources for reactor instrumentation and radiation monitoring equipment calibration, and as fission detectors in amounts as required;
- (5) Vistra OpCo, pursuant to the Act and 10 CFR Parts 30, 40 and 70, to receive, possess, and use in amounts as required, any byproduct, source, and special nuclear material without restriction to chemical or physical form, for sample analysis or instrument calibration or associated with radioactive apparatus or components; and
- (6) Vistra OpCo, pursuant to the Act and 10 CFR Parts 30, 40 and 70, to possess, but not separate, such byproduct and special nuclear materials as may be produced by the operation of the facility.

C. This license shall be deemed to contain and is subject to the conditions specified in the Commission's regulations set forth in 10 CFR Chapter I and is subject to all applicable provisions of the Act and to the rules, regulations, and orders of the Commission now or hereafter in effect; and is subject to the additional conditions specified or incorporated below:

(1) Maximum Power Level

Vistra OpCo is authorized to operate the facility at reactor core power levels not in excess of 3458 megawatts thermal through Cycle 11 and 3612 megawatts thermal starting with Cycle 12 in accordance with the conditions specified herein.

(2) Technical Specifications and Environmental Protection Plan

The Technical Specifications contained in Appendix A as revised through Amendment No. 168 and the Environmental Protection Plan contained in Appendix B, are hereby incorporated into this license. Vistra OpCo shall operate the facility in accordance with the Technical Specifications and the Environmental Protection Plan.

(3) Antitrust Conditions

DELETED



(9) License Transfer

Vistra OpCo, the parent company of CP PowerCo, shall enter into the \$300 million support agreement as described in the November 12, 2015 application for license transfer, with CP PowerCo, no later than the time the proposed license transfer occurs. CP PowerCo shall take no action to cause Vistra OpCo, or its successors and assigns, to void, cancel, or modify the support agreement or cause it to fail to perform, or impair its performance under the support agreement, without the prior written consent of the NRC. The support agreement may not be amended or modified without 30 days prior written notice to the Director of the Office of Nuclear Reactor Regulation or his designee. An executed copy of the support agreement shall be submitted to the NRC no later than 30 days after the completion of the proposed transactions and the license transfers. CP PowerCo shall inform the NRC in writing anytime it draws upon the support agreement.

Following the subject transfer of control of the licenses, all of the directors of CP PowerCo and Vistra OpCo who can vote on activities governed by the CPNPP license and all of the officers of CP PowerCo and Vistra OpCo with direct responsibility for activities governed by the CPNPP license shall (1) be U.S. citizens and not appointed by a foreign entity and (2) have exclusive authority to ensure and shall ensure that the business and activities of Vistra OpCo and CP PowerCo with respect to the CPNPP license is at all times conducted in a manner consistent with the public health and safety and common defense and security of the United States. This condition may be amended upon application by either licensee and approval by the Director of the Office of Nuclear Reactor Regulation.

D. The following exemptions are authorized by law and will not endanger life or property or the common defense and security. Certain special circumstances are present and these exemptions are otherwise in the public interest. Therefore, these exemptions are hereby granted:

- (1) The facility requires a technical exemption from the requirements of 10 CFR Part 50, Appendix J, Section III.D.2(b)(ii). The justification for this exemption is contained in Section 6.2.5.1 of Supplement 26 to the Safety Evaluation Report dated February 1993. The staff's environmental assessment was published on January 19, 1993 (58 FR 5036). Therefore, pursuant to 10 CFR 50.12(a)(1), 10 CFR 50.12(a)(2)(ii) and (iii), the Comanche Peak Nuclear Power Plant, Unit 2 is hereby granted an exemption from the cited requirement and instead, is required to perform the overall air lock leak test at pressure  $P_a$  prior to establishing containment integrity if air lock maintenance has been performed that could affect the air lock sealing capability.

The facility was previously granted exemption from the criticality Monitoring requirements of 10 CFR 70.24 (see Materials License No. SNM-1986 dated April 24, 1989 and Section 9.1.1 of SSER 26 dated February 1993.) The staff's environmental assessment was published on January 19, 1993 (58 FR 5035). The Comanche Peak Nuclear Power Plant, Unit 2 is hereby exempted from the criticality monitoring provisions of 10 CFR 70.24 as applied to fuel assemblies held under this license.

E. DELETED

F. In order to ensure that CP PowerCo will exercise the authority as the surface landowner in a timely manner and that the requirements of 10 CFR 100.3 (a) are satisfied, this license is subject to the additional conditions specified below:  
(Section 2.1, SER)

- (1) For that portion of the exclusion area which is within 2250 ft of any seismic Category I building or within 2800 ft of either reactor containment building, CP PowerCo must prohibit the exploration and/or exercise of subsurface mineral rights, and if the subsurface mineral rights owners attempt to exercise their rights within this area, CP PowerCo must immediately institute immediately effective condemnation proceedings to obtain the mineral rights in this area.
- (2) For the unowned subsurface mineral rights within the exclusion area not covered in item (1), CP PowerCo will prohibit the exploration and/or exercise of mineral rights until and unless CP PowerCo and the owners of the mineral rights enter into an agreement which gives CP PowerCo absolute authority to determine all activities - including times of arrival and locations of personnel and the authority to remove personnel and equipment - in event of emergency. If the mineral rights owners attempt to exercise their rights within this area without first entering into such an agreement, CP PowerCo must immediately institute immediately effective condemnation proceedings to obtain the mineral rights in this area.
- (3) CP PowerCo shall promptly notify the NRC of any attempts by subsurface mineral rights owners to exercise mineral rights, including any legal proceeding initiated by mineral rights owners against CP PowerCo.

G. Vistra OpCo shall implement and maintain in effect all provisions of the approved fire protection program as described in the Final Safety Analysis Report through Amendment 87 and as approved in the SER (NUREG-0797) and its supplements through SSER 27, subject to the following provision:

Vistra OpCo may make changes to the approved fire protection program without prior approval of the Commission only if those changes would not adversely affect the ability to achieve and maintain safe shutdown in the event of a fire.

- H. Vistra OpCo shall fully implement and maintain in effect all provisions of the physical security, guard training and qualification, and safeguards contingency plans, previously approved by the Commission, and all amendments made pursuant to the authority of 10 CFR 50.90 and 10 CFR 50.54(p). The plans, which contain safeguards information protected under 10 CFR 73.21, are entitled: "Comanche Peak Steam Electric Station Physical Security Plan" with revisions submitted through May 15, 2006, with limited approvals as provided for in the Safety Evaluation by the Office of Nuclear Reactor Regulation dated December 5, 2000; "Comanche Peak Steam Electric Station Security Training and Qualification Plan" with revisions submitted through May 15, 2006; and "Comanche Peak Steam Electric Station Safeguards Contingency Plan" with revisions submitted through May 15, 2006. Vistra OpCo shall fully implement and maintain in effect all provisions of the Commission-approved cyber security plan (CSP), including changes made pursuant to the authority of 10 CFR 50.90 and 10 CFR 50.54(p). Vistra OpCo's CSP was approved by License Amendment No. 155, as supplemented by a change approved by License Amendment 163.
- I. CP PowerCo shall have and maintain financial protection of such type and in such amounts as the Commission shall require in accordance with Section 170 of the Atomic Energy Act of 1954, as amended, to cover public liability claims.
- J. NOT USED
- K. This license is effective as of the date of issuance and shall expire at Midnight on February 2, 2033.

FOR THE NUCLEAR REGULATORY COMMISSION

Original signed by:

Thomas E. Murley, Director  
Office of Nuclear Reactor Regulation

Attachments/Appendices:

- 1. Appendix A - Technical Specifications (NUREG-1468)
- 2. Appendix B - Environmental Protection Plan
- 3. Appendix C – Deleted
- 4. Appendix D – Additional Conditions

Date of Issuance: April 6, 1993

APPENDIX B  
TO FACILITY OPERATING LICENSE NOS. NPF-87 & NPF-89

COMANCHE PEAK POWER COMPANY LLC  
AND VISTRA OPERATIONS COMPANY LLC  
COMANCHE PEAK NUCLEAR POWER PLANT UNITS 1 & 2  
DOCKET NOS. 50-445 & 50-446

ENVIRONMENTAL PROTECTION PLAN  
(NON RADIOLOGICAL)



UNITED STATES  
NUCLEAR REGULATORY COMMISSION  
WASHINGTON, D.C. 20555-0001

SAFETY EVALUATION BY THE OFFICE OF NUCLEAR REACTOR REGULATION

RELATED TO AMENDMENT NO. 169 TO

FACILITY OPERATING LICENSE NO. NPF-87

AND AMENDMENT NO. 169 TO

FACILITY OPERATING LICENSE NO. NPF-89

COMANCHE PEAK POWER COMPANY LLC

AND TEX OPERATIONS COMPANY LLC

COMANCHE PEAK NUCLEAR POWER PLANT, UNIT NOS. 1 AND 2

DOCKET NOS. 50-445 AND 50-446

1.0 INTRODUCTION

By application dated December 14, 2016 (Agencywide Documents Access and Management System (ADAMS) Accession No. ML16351A200), TEX Operations Company LLC<sup>1</sup> (TEX OpCo, the licensee) requested changes to the Facility Operating License (FOL) No. NPF-87 and FOL No. NPF-89 for Comanche Peak Nuclear Power Plant (CPNPP), Unit Nos. 1 and 2, respectively.

The proposed changes would revise the FOLs to accurately reflect the new legal name of the operator of CPNPP by replacing all occurrences of the former corporate name, "TEX Operations Company LLC," throughout FOL No. NPF-87, and FOL No. NPF-89, including the cover page of Appendix B of the FOLs, with "Vistra Operations Company LLC." The licensee requested the changes due to a company-wide rebranding effort by Vistra Energy Corp., the ultimate parent company of TEX OpCo, to conform with the Vistra brand.

In addition to the proposed changes, the U.S. Nuclear Regulatory Commission (NRC) staff identified administrative errors in the list of Attachments and Appendices of FOL Nos. NPF-87 and NPF-89 and, therefore, the amendments would also correct the listing of the appendices in the FOLs.

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<sup>1</sup> Submitted as Vistra Operations Company LLC.

## 2.0 REGULATORY EVALUATION

Title 10 of the *Code of Federal Regulations* (10 CFR) 50.80, "Transfer of licenses," states, in part:

- (a) No license for a production or utilization facility (including, but not limited to, permits under this part and part 52 of this chapter, and licenses under parts 50 and 52 of this chapter), or any right thereunder, shall be transferred, assigned, or in any manner disposed of, either voluntarily or involuntarily, directly or indirectly, through transfer of control of the license to any person, unless the Commission gives its consent in writing.

NUREG-1577, Revision 1, "Standard Review Plan on Power Reactor Licensee Financial Qualifications and Decommissioning Funding Assurance" (ADAMS Accession No. ML013330264), states, in part:

The reviewer should treat applications involving changes of ownership, mergers, formation of holding companies, and other restructuring proposals that go beyond corporate name changes or internal reorganizations as potential transfers of licenses, directly or indirectly, through transfer of control of the license, as subject to section 50.80 review, and not merely subject to a section 50.90 license amendment review.... (A name change of a licensee that does not involve license transfer considerations under section 50.80 will be effected by a license amendment issued administratively under section 50.90.)

Section 140.20, "Indemnity agreements and liens," states that the Commission will execute and issue agreements of indemnity pursuant to the regulations in 10 CFR Part 140 or such other regulations as may be issued by the Commission.

## 3.0 TECHNICAL EVALUATION

On November 14, 2016, TEX Operations Company LLC changed the company name of "TEX Operations Company LLC" to "Vistra Operations Company LLC." The licensee notified the NRC by phone call on November 17, 2016, and submitted the formal license amendment request (LAR) on December 14, 2016.

Under 10 CFR 50.80, no license for a utilization facility, or any right thereunder, shall be transferred, directly or indirectly, to any person unless the NRC consents in writing. However, administrative changes, such as name changes, do not necessarily constitute license transfers. In support of the requested license amendments, the licensee stated, in part, in its LAR that: "The proposed amendment[s] [are] purely administrative in nature. No physical changes will be made as a result of this change, and there will be no change in the day-to-day operation of CPNPP. There is no change to the licensee's capabilities, rights, or obligations. Changes to CPNPP site documents and processes are anticipated to be administrative in nature and documented in accordance with the applicable regulations (e.g., 10 CFR 50.59 ['Changes, tests, and experiments'])."

As stated above, the proposed amendments to the operating licenses for CPNPP, Unit Nos. 1 and 2, are for a name change only. The licensee's proposed name change does not involve the transfer of any control over the CPNPP licenses to any other entity. The corporate existence continues uninterrupted and all legal characteristics remain the same. Further support for the

administrative nature of the licensee's name change can be found in NUREG-1577, Revision 1, which states, in part, that "[a] name change of a licensee that does not involve license transfer considerations under section 50.80 will be effected by a license amendment issued administratively under section 50.90." The NRC staff has determined that there is no transfer of a license or of an interest in a license within the meaning of 10 CFR 50.80.

The name change does not impact the company's ability or responsibility to comply with any of its obligations under the FOLs. The proposed changes do not alter any technical content of the licenses or involve any change in the qualifications of the licensee. The name change will have no impact on the design, function, or operation of any plant structures, systems, or components nor the technical specifications. The current design basis and licensing basis will remain the same.

As part of the LAR, and pursuant to the requirements of the Price-Anderson Act (Section 170 of the Atomic Energy Act of 1954, as amended), and the NRC's implementing regulations at 10 CFR Part 140, the indemnity agreement for CPNPP will need to be amended to account for the name change from TEX Operations Company LLC to Vistra Operations Company LLC.

As part of its review, the NRC staff identified administrative errors in the list of Attachments and Appendices of FOL Nos. NPF-89 and NPF-89 and, therefore, the amendments would also correct the listing of the appendices in the FOLs. The NRC staff has determined that these administrative changes are editorial corrections and, therefore, acceptable.

In summary, the NRC staff concludes that the proposed changes are administrative in nature and that no substantive changes to the licensee's arrangements or ability to own, operate, or decommission CPNPP will result from them. Additionally, the NRC staff concludes that the conversion from TEX Operations Company LLC to Vistra Operations Company LLC did not involve any direct or indirect transfer of control of any license, which would warrant NRC approval pursuant to 10 CFR 50.80. Based on the foregoing, the NRC staff further concludes that the proposed changes are acceptable and that indemnity agreement amendments need to be executed in conjunction with the LAR to reflect the name change of the licensee for CPNPP, Unit Nos. 1 and 2.

#### 4.0 STATE CONSULTATION

In accordance with the Commission's regulations, the Texas State official was notified of the proposed issuance of the amendments on April 24, 2017. The State official had no comments.

#### 5.0 ENVIRONMENTAL CONSIDERATION

The amendments relate to changes in recordkeeping, reporting, or administrative procedures or requirements, or changes in the licensee's or permit holder's name, phone number, business or e-mail address, or changes in the format of the license or permit or otherwise make editorial, corrective, or other minor revisions. Accordingly, these amendments meet the eligibility criteria for categorical exclusion set forth in 10 CFR 51.22(c)(10). Pursuant to 10 CFR 51.22(b), no environmental impact statement or environmental assessment need be prepared in connection with the issuance of the amendments.

## 6.0 CONCLUSION

The Commission has concluded, based on the considerations discussed above, that: (1) there is reasonable assurance that the health and safety of the public will not be endangered by operation in the proposed manner, (2) there is reasonable assurance that such activities will be conducted in compliance with the Commission's regulations, and (3) the issuance of the amendments will not be inimical to the common defense and security or to the health and safety of the public.

Principal Contributors: Margaret Watford, NRR  
Mable Henderson, NRR  
Ruthanne Murray, NRR

Date: June 29, 2017



**ENCLOSURE 4**

AMENDMENT NO. 14 TO

INDEMNITY AGREEMENT NO. B-96



UNITED STATES  
NUCLEAR REGULATORY COMMISSION  
WASHINGTON, D.C. 20555-0001

Docket Nos. 50-445  
50-446

AMENDMENT TO INDEMNITY AGREEMENT NO. B-96  
AMENDMENT NO. 14

Effective June 29, 2017, Indemnity Agreement No. B-96, between Comanche Peak Power Company LLC, TEX Operations Company LLC and the United States Nuclear Regulatory Commission, dated February 14, 1983, as amended, is hereby further amended as follows:

The name "TEX Operations Company LLC" is deleted wherever it appears in the indemnity agreement and substituted in lieu thereof by the name:

"Vistra Operations Company LLC"

In light of the above amendment, Indemnity Agreement No. B-96 is between Comanche Peak Power Company LLC, Vistra Operations Company LLC, and the United States Nuclear Regulatory Commission.

Historically, licensee name changes to the original indemnity agreement and attachments thereto were not correctly recorded. Therefore, the following name changes are listed here as a matter of record:

- From June 1, 1983, to February 9, 1984 – Period of indemnity agreement Amendment No. 1:

Texas Utilities Generating Co., Dallas Power & Light Company, Texas Electric Service Co., Texas Power & Light Co., Texas Municipal Power Agency, Brazos Electric Power Cooperative Inc., and Tex-La Electric Power Cooperative.

- From February 9, 1984, to December 13, 1988 – Period of indemnity agreement Amendment No. 2:

Texas Utilities Electric Company, Texas Municipal Power Agency, Brazos Electric Power Cooperative, Inc., and Tex-La Electric Cooperative of Texas, Inc.

- From December 13, 1988, to September 8, 1989 – Period of indemnity agreement Amendment Nos. 3 and 4:

Texas Utilities Electric Company, Texas Municipal Power Agency, and Tex-La Electric Cooperative of Texas, Inc.

- From September 8, 1989, to December 31, 2001 – Period of indemnity agreement Amendment Nos. 5-11:

Texas Utilities Electric Company and Texas Municipal Power Agency.

- From December 31, 2001, to October 3, 2016 – Period of indemnity agreement Amendment No. 12:

TXU Generation Company LP

(Via order dated September 10, 2007 (ADAMS Accession No. ML072210834) TXU Generation Company LP name changed to Luminant Generation Company LLC – no indemnity agreement amendment was executed to reflect the name change in effect from September 10, 2007, to October 3, 2016.)

- From October 3, 2016, to June 29, 2017 – Period of indemnity agreement Amendment No. 13:

Comanche Peak Power Company LLC and TEX Operations Company LLC

FOR THE UNITED STATES NUCLEAR REGULATORY COMMISSION



Anthony Bowers, Chief  
Financial Analysis and International Projects Branch  
Division of Inspection and Regional Support  
Office of Nuclear Reactor Regulation

Accepted \_\_\_\_\_, 2017

By \_\_\_\_\_  
Comanche Peak Power Company LLC

Accepted \_\_\_\_\_, 2017

By \_\_\_\_\_  
Vistra Operations Company LLC

SUBJECT: COMANCHE PEAK NUCLEAR POWER PLANT, UNIT NOS. 1 AND 2 -  
ISSUANCE OF AMENDMENTS RE: ADMINISTRATIVE CHANGE TO  
LICENSEE NAME (CAC NOS. MF8933 AND MF8934) DATED JUNE 29, 2017

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RidsNrrPMComanchePeak Resource

RidsRgn4MailCenter Resource

MHenderson, NRR

RMurray, NRR

**ADAMS Accession No. ML17129A024****\*via memo****\*\*via email**

OFFICE	NRR/DORL/LPL4/PM	NRR/DORL/LPL4/LA	NRR/DIRS/IFIB/BC*
NAME	MWatford	PBlechman	ABowers
DATE	5/17/17	5/17/17	3/31/17
OFFICE	OGC – NLO w/ comments**	NRR/DORL/LPL4/BC	NRR/DORL/LPL4/PM
NAME	JWachutka	RPascarelli	MWatford
DATE	6/28/17	6/29/17	6/29/17

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