



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

November 5, 2021

OFFICE OF NUCLEAR REACTOR REGULATION

NOTIFICATION OF SIGNIFICANT LICENSING ACTION

LICENSEE: Exelon Generation Company, LLC  
Exelon Fitzpatrick, LLC  
Nine Mile Point Nuclear Station, LLC  
R. E. Ginna Nuclear Power Plant, LLC  
Calvert Cliffs Nuclear Power Plant, LLC

For the facilities listed in the attachment

SUBJECT: PROPOSED ISSUANCE OF AN ORDER APPROVING A LICENSE TRANSFER APPLICATION FOR WHICH A HEARING HAS BEEN REQUESTED (EPID L-2021-LLM-0000)

This is to inform the Commission that an order will be issued on or about November 16, 2021, to Exelon Generation Company, LLC (EGC); Exelon Corporation; Exelon FitzPatrick, LLC; Nine Mile Point Nuclear Station, LLC (NMP LLC); R. E. Ginna Nuclear Power Plant, LLC (Ginna LLC); and Calvert Cliffs Nuclear Power Plant, LLC (collectively, the Applicants) approving the indirect transfer of the following licenses (collectively, the Licenses):

- Renewed Facility Operating License Nos. NPF-72 and NPF-77 for Braidwood Station, Units 1 and 2, respectively;
- Renewed Facility Operating License Nos. NPF-37 and NPF-66 for Byron Station, Unit Nos. 1 and 2, respectively;
- Renewed Facility Operating License Nos. DPR-53 and DPR-69 for Calvert Cliffs Nuclear Power Plant (Calvert Cliffs), Units 1 and 2, respectively;
- Facility Operating License No. NPF-62 for Clinton Power Station, Unit No. 1;
- Facility Operating License No. DPR-2 and Renewed Facility Operating License Nos. DPR-19 and DPR-25 for Dresden Nuclear Power Station, Units 1, 2, and 3, respectively;
- Renewed Facility Operating License No. DPR-59 for James A. FitzPatrick Nuclear Power Plant (FitzPatrick);
- Renewed Facility Operating License Nos. NPF-11 and NPF-18 for LaSalle County Station, Units 1 and 2, respectively;
- Renewed Facility Operating License Nos. NPF-39 and NPF-85 for Limerick Generating Station, Units 1 and 2, respectively;

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- Renewed Facility Operating License Nos. DPR-63 and NPF-69 for Nine Mile Point Nuclear Station (NMP), Units 1 and 2, respectively;
- Facility Operating License No. DPR-12 and Subsequent Renewed Facility Operating License Nos. DPR-44 and DPR-56 for Peach Bottom Atomic Power Station, Units 1, 2, and 3, respectively;
- Renewed Facility Operating License Nos. DPR-29 and DPR-30 for Quad Cities Nuclear Power Station, Units 1 and 2, respectively;
- Renewed Facility Operating License No. DPR-18 for R. E. Ginna Nuclear Power Plant (Ginna);
- Renewed Facility Operating License Nos. DPR-70 and DPR-75 for Salem Nuclear Generating Station, Unit Nos. 1 and 2, respectively;
- Renewed Facility License No. DPR-50 for Three Mile Island Nuclear Station, Unit 1;
- Facility Operating License Nos. DPR-39 and DPR-48 for Zion Nuclear Power Station, Units 1 and 2, respectively;
- Renewed Materials License No. SNM-2505 for the independent spent fuel storage installation (ISFSI) at Calvert Cliffs; and
- the general licenses for the ISFSIs at the other sites.

This action is being taken in response to an application dated February 25, 2021 (Agencywide Documents Access and Management System (ADAMS) Accession No. ML21057A273), as supplemented by letters dated March 25, June 11, September 16, and September 29, 2021 (ADAMS Accession Nos. ML21084A165, ML21162A292, ML21259A040, and ML21272A276 (package), respectively). Specifically, the Applicants requested that the U.S. Nuclear Regulatory Commission (NRC) consent to the indirect transfer of control of the Licenses to support a proposed transaction (referred to as the spin transaction) in which Exelon Corporation would transfer its 100 percent ownership of EGC to a newly-created subsidiary that would then be spun off to Exelon Corporation shareholders, becoming EGC's new ultimate parent company. Once the spin transaction is completed, the new ultimate parent company, EGC, and its subsidiaries would no longer be affiliated with Exelon Corporation. EGC would remain the same Pennsylvania limited liability company as before the spin transaction and would continue to own and/or operate the aforementioned reactor units and associated ISFSIs (collectively, the Facilities), as applicable, and hold the Licenses, but it would be reorganized and renamed. The name for the new ultimate parent company and the new name for EGC have not yet been determined; therefore, they are identified herein as HoldCo and SpinCo, respectively.

The Applicants further requested that the NRC consent to the indirect transfer of control of the licenses for the FitzPatrick, NMP, and Ginna facilities to support the reorganization of EGC. As part of the reorganization, Exelon FitzPatrick, LLC; NMP LLC; Ginna LLC; and their parent entities, as applicable, would become subsidiaries of a newly-created, wholly-owned subsidiary of SpinCo. In addition, Exelon FitzPatrick, LLC would be renamed. The name for this new subsidiary of SpinCo and the new name for Exelon FitzPatrick, LLC have not yet been determined; therefore, they are identified herein as New York HoldCo and New FitzPatrick, LLC, respectively.

The Applicants also requested NRC approval to replace existing nuclear operating services agreements and financial support agreements associated with the ownership and operation of the Calvert Cliffs, NMP, Ginna, and FitzPatrick facilities. In addition, the Applicants requested NRC approval to transfer the qualified and non-qualified trusts for FitzPatrick from Exelon Generation Consolidation, LLC (a subsidiary of EGC) to New FitzPatrick, LLC.

The Applicants also requested, and the NRC staff plans to issue, conforming amendments to the Licenses for administrative purposes to reflect the approved license transfers after the consummation of the license transfer transaction.

On May 3, 2021, the NRC staff published in the *Federal Register* a notice of consideration of approval of the proposed license transfer and conforming license amendments, which provided an opportunity to comment, request a hearing, and petition for leave to intervene on the license transfer application (86 FR 23437). On June 2, 2021 (86 FR 29599), the comment period was extended to June 23, 2021. In response, separate requests for a hearing on the license transfer application were filed by Eric Epstein, on behalf of himself and Three Mile Island Alert, Inc., on June 14, 2021; EDF Inc. on June 14, 2021; the Environmental Law and Policy Center on June 23, 2021; and the State of Illinois on July 12, 2021. EDF Inc. withdrew its request for a hearing on August 9, 2021. The remaining hearing requests are pending before the Commission.

The hearings, if granted, will not be completed prior to the approval of the license transfer application. The order approving the application includes a condition that the approval of the license transfer is subject to the Commission's authority to rescind, modify, or condition the approved transfer based on the outcome of any post-effectiveness hearing on the license transfer application. See *Susquehanna Nuclear, LLC* (Susquehanna Steam Electric Station, Units 1 and 2), CLI-17-4, 85 NRC 59, 61 n.5 (2017); *Power Auth. Of the State of N.Y.* (James A. FitzPatrick Nuclear Power Plant), CLI-01-14, 53 NRC 488, 502, 554-55 (2001) (citing *Long Island Lighting Co.* (Shoreham Nuclear Power Station, Unit 1), CLI-92-4, 35 NRC 69, 80 n.7 (1992)). The NRC received over 3000 comment submissions on the license transfer application (available at <https://adams.nrc.gov/ehd/> under the "Exelon Generation Company, LLC" electronic hearing docket). The NRC staff considered the comments as part of its evaluation of the application.

In accordance with the Commission's regulations, officials for the Commonwealth of Pennsylvania and the States of Illinois, Maryland, New Jersey, and New York were notified of the planned issuance of the order approving the license transfer and draft conforming amendments on October 5, 2021. The NRC staff did not receive any comments as a result of this notification. However, prior to this notification, the NRC received comments from the officials for the State of New York by letter dated June 21, 2021 (ADAMS Accession No. ML21175A108).

Attachment: List of Facilities

**NOTE: Information to be added after the order is issued.**

Date of issuance of Order: MM/DD/21

Date of receipt of Order: MM/DD/21

Date the parties to the proceeding were notified: MM/DD/21

SUBJECT: PROPOSED ISSUANCE OF AN ORDER APPROVING A LICENSE TRANSFER APPLICATION FOR WHICH A HEARING HAS BEEN REQUESTED (EPID L-2021-LLM-0000) DATED: November 5, 2021

**DISTRIBUTION:**

PUBLIC	RidsNrrPMExelon Resource
PM Reading File	RidsNrrPMBraidwood Resource
Chairman Hanson	RidsNrrPMByron Resource
Commissioner Baran	RidsNrrPMCalvertCliffs Resource
Commissioner Wright	RidsNrrPMClinton Resource
RidsACRS_MailCTR Resource	RidsNrrPMDresden Resource
RidsEdoMailCenter Resource	RidsNrrPMFitzPatrick Resource
RidsSecyMailCenter Resource	RidsNrrPMLaSalle Resource
RidsNrrOd Resource	RidsNrrPMLimerick Resource
RidsNmssOd Resource	RidsNrrPMNineMilePoint Resource
RidsOpaMail Resource	RidsNrrPMPeachBottom Resource
RidsOcaMailCenter Resource	RidsNrrPMQuadCities Resource
RidsOcaaMailCenter Resource	RidsNrrPMREGinna Resource
RidsOeMailCenter Resource	RidsNrrPMSalem Resource
RidsOgcMailCenter Resource	RidsNmssPMThreeMileIsland-1 Resource
RidsOigMailCenter Resource	RidsNmssDuwp Resource
RidsNrrDorl Resource	RidsNmssDuwpRdb Resource
RidsNrrDorlLp1 Resource	CNolan, OEDO
RidsNrrDorlLp3 Resource	SDennis, OEDO
RidsNrrLASLent Resource	JWachutka, OGC
RidsNrrLASRohrer Resource	JMcKirgan, NMSS
RidsNrrLAKZelevnock Resource	KConway, NMSS
RidsNrrLAKEntz Resource	CDennes, NMSS
RidsRgn1MailCenter Resource	CMarkley, NMSS
RidsRgn3MailCenter Resource	

**ADAMS Accession No. ML21277A247**

OFFICE	NRR/DORL/LPL3/PM	NRR/DORL/LPL3/LA	OGC - NLO
NAME	BPurnell	SRohrer	JWachutka
DATE	10/6/21	10/6/21	10/25/21
OFFICE	NMSS/DFM/STLB/BC	NMSS/DUWP/RDB/BC	NRR/DORL/LPL3/BC
NAME	JMcKirgan	BWatson (JParrott for)	NSalgado (RKuntz for)
DATE	10/28/21	10/26/21	10/29/21
OFFICE	NRR/DORL/D	NRR/DD	EDO
NAME	BPham	MKing	DDorman
DATE	11/1/21	11/03/21	11/05/21

**OFFICIAL RECORD COPY**

ATTACHMENT

LIST OF FACILITIES

Braidwood Station, Units 1 and 2  
Renewed Facility Operating License Nos. NPF-72 and NPF-77  
and generally licensed independent spent fuel storage installation (ISFSI)  
Docket Nos. STN 50-456, STN 50-457, and 72-73

Byron Station, Unit Nos. 1 and 2  
Renewed Facility Operating License Nos. NPF-37 and NPF-66  
and generally licensed ISFSI  
Docket Nos. STN 50-454, STN 50-455, and 72-68

Calvert Cliffs Nuclear Power Plant, Units 1 and 2  
Renewed Facility Operating License Nos. DPR-53 and DPR-69  
Docket Nos. 50-317 and 50-318

Calvert Cliffs Independent Spent Fuel Storage Installation  
Renewed Materials License No. SNM-2505  
Docket No. 72-8

Clinton Power Station, Unit No. 1  
Facility Operating License No. NPF-62  
and generally licensed ISFSI  
Docket No. 50-461 and 72-1046

Dresden Nuclear Power Station, Units 1, 2 and 3  
Facility Operating License No. DPR-2  
Renewed Facility Operating License Nos. DPR-19 and DPR-25  
and generally licensed ISFSI  
Docket Nos. 50-10, 50-237, 50-249, and 72-37

James A. FitzPatrick Nuclear Power Plant  
Renewed Facility Operating License No. DPR-59  
and generally licensed ISFSI  
Docket Nos. 50-333 and 72-12

LaSalle County Station, Units 1 and 2  
Renewed Facility Operating License Nos. NPF-11 and NPF-18  
and generally licensed ISFSI  
Docket Nos. 50-373, 50-374, and 72-70

Limerick Generating Station, Units 1 and 2  
Renewed Facility Operating License Nos. NPF-39 and NPF-85  
and generally licensed ISFSI  
Docket Nos. 50-352, 50-353, and 72-65

Nine Mile Point Nuclear Station, Units 1 and 2  
Renewed Facility Operating License Nos. DPR-63 and NPF-69  
and generally licensed ISFSI  
Docket Nos. 50-220, 50-410, and 72-1036

Peach Bottom Atomic Power Station, Units 1, 2 and 3  
Facility Operating License No. DPR-12  
Subsequent Renewed Facility Operating License Nos. DPR-44 and DPR-56  
and generally licensed ISFSI  
Docket Nos. 50-171, 50-277, 50-278, and 72-29

Quad Cities Nuclear Power Station, Units 1 and 2  
Renewed Facility Operating License Nos. DPR-29 and DPR-30  
and generally licensed ISFSI  
Docket Nos. 50-254, 50-265, and 72-53

R. E. Ginna Nuclear Power Plant  
Renewed Facility Operating License No. DPR-18  
and generally licensed ISFSI  
Docket Nos. 50-244 and 72-67

Salem Nuclear Generating Station, Unit Nos. 1 and 2  
Renewed Facility Operating License Nos. DPR-70 and DPR-75  
and generally licensed ISFSI  
Docket Nos. 50-272, 50-311, and 72-48

Three Mile Island Nuclear Station, Unit 1  
Renewed Facility License No. DPR-50  
and generally licensed ISFSI  
Docket No. 50-289 and 72-77

Zion Nuclear Power Station, Units 1 and 2  
Facility Operating License Nos. DPR-39 and DPR-48  
and generally licensed ISFSI  
Docket Nos. 50-295, 50-304, and 72-1037