



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

June 29, 2022

Mr. George Wilson
Director of Regulatory Affairs
TerraPower, LLC
15800 Northup Way
Bellevue, WA 98008

SUBJECT: TERRAPOWER, LLC - ONLINE REFERENCE PORTAL INFORMATION
ACCESS AGREEMENT

Dear Mr. Wilson:

TerraPower, LLC (TerraPower) and the U.S. Nuclear Regulatory Commission (NRC) staff discussed the use of an online reference portal that would provide authorized NRC staff and contractors with limited read-only access to certain materials owned by and under the control of TerraPower. The purpose of the online reference portal is to enhance the NRC's ability to timely and efficiently perform its regulatory licensing responsibilities by providing access to reference materials. If the NRC staff determines that information viewed or accessed via the online reference portal is necessary for formal evaluation or otherwise necessary to support the NRC's regulatory licensing responsibilities, the NRC staff will request that TerraPower formally submit such information in accordance with Title 10 of the *Code of Federal Regulations* Section 50.4, "Written communications."

The enclosed "Information Access Agreement" should be used as the only acknowledgement form for the authorized NRC staff and contractors' access to the online reference portal. Any proposed modification or addition to the enclosure will require further review by the NRC staff. The NRC requests that TerraPower sign, date, and return the enclosure with this letter.

G. Wilson

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If you have any questions or comments concerning this matter, please contact Mallecia Sutton at 301-415-0673 or via e-mail at Mallecia.Sutton@nrc.gov.

Sincerely,



Signed by Kennedy, William
on 06/29/22

William Kennedy, Acting Branch Chief
Advanced Reactor Licensing Branch
Division of Advanced Reactors and Non-power
Production and Utilization Facilities
Office of Nuclear Reactor Regulation

Project No.: 99902100

Enclosure:
As stated

cc: igifford@terrapower.com
tneider@terrapower.com
rsprengal@terrapower.com

SUBJECT: TERRAPOWER, LLC - ONLINE REFERENCE PORTAL INFORMATION
ACCESS AGREEMENT DATED: JUNE 29, 2022

DISTRIBUTION:

Public
RidsNrrDanu Resource
RidsNrrDanuUarl Resource
DGreene, NRR
CSmith, NRR
WKennedy, NRR
MSutton, NRR
DTurner, NSIR

ADAMS Accession No.: ML22129A062**NRR-106**

OFFICE	NRR/DANU/UAL1/PM	NRR/DANU/UAL1/LA	OGC
NAME	MSutton	DGreene	JAdler
DATE	05/09/2022	05/11/2022	06/07/2022
OFFICE	NRR/DANU/UAL1/BC	NRR/DANU/DD	NRR/DANU/D
NAME	WKennedy	JBowen	MShams
DATE	06/13/2022	06/17/2022	06/29/2022

OFFICIAL RECORD COPY

INFORMATION ACCESS AGREEMENT BETWEEN

TerraPower, LLC.

AND

THE UNITED STATES NUCLEAR REGULATORY COMMISSION

This agreement is made and effective on this 29 day of June, 2022 (“Effective Date”) by and between the UNITED STATES NUCLEAR REGULATORY COMMISSION (“NRC”) and TerraPower, LLC. (“TerraPower”) (collectively “the Parties”) for the purpose of facilitating the NRC’s access to an online reference portal maintained by TerraPower, through which NRC staff and contractors approved in accordance with Section 1 (“authorized NRC staff and contractors”) may access certain documents related to activities associated with the TerraPower Natrium reactor design.

Whereas TerraPower, desires to enhance the NRC’s ability to timely and efficiently perform its regulatory licensing responsibilities with respect to activities associated with the TerraPower Natrium reactor design, including by providing authorized NRC staff and contractors with access to certain documents owned by or under the control of TerraPower through an online reference portal so that the NRC may access such information in a timely manner; and

Whereas information accessed by authorized NRC staff and contractors may consist of information considered by TerraPower to be trade secrets or privileged or confidential commercial and financial information (“Proprietary Information”); and

Whereas TerraPower is willing to make such Proprietary Information available to authorized NRC staff and contractors for the purpose of promoting timely and efficient performance of the NRC’s regulatory licensing responsibilities with respect to activities associated with the TerraPower Natrium reactor design, subject to the terms and conditions set forth below.

The Parties mutually agree as follows:

Terms:

1. At no charge to the NRC, TerraPower agrees to maintain and make available to authorized NRC staff and contractors an online reference portal in which TerraPower will provide access to documents relating to activities associated with the TerraPower Natrium reactor design, which may include Proprietary Information. TerraPower will provide the NRC staff with login credential access to the online reference portal. The Parties will separately agree upon a list of authorized NRC staff and contractors permitted to use the login credential access. This list of authorized users will include only NRC staff and contractors who have been determined to have a requisite need to access the online reference portal in furtherance of official duties in relation to regulatory licensing responsibilities with respect to activities associated with the TerraPower Natrium reactor design. This list of authorized users may be revised from time to time upon agreement of the Parties. The points of contact for the Parties for the purpose of agreeing upon the list of authorized users are TerraPower’s Director of Licensing (for TerraPower) and the NRC’s Lead Project Manager for TerraPower (for the NRC).

Enclosure

2. Authorized NRC staff and contractors may use the online reference portal only to access TerraPower documents, including Proprietary Information, and only in furtherance of official duties and in accordance with any of TerraPower's reasonable policies and procedures governing access and use. The Parties expressly recognize that TerraPower reserves the right to revoke NRC access to the portal at any time.
3. The online reference portal will be available to authorized NRC staff and contractors through "read only" access with no capability to (a) modify information on the online reference portal, (b) control the online reference portal application, or (c) print, save, or download information from the online reference portal.
4. The Parties expressly acknowledge that documents placed into the online reference portal and made available to authorized NRC staff and contractors are owned by and under the control of TerraPower. The NRC does not consider documents placed in the online reference portal to constitute "agency records" for purposes of the Freedom of Information Act (FOIA), 5 U.S.C. § 552, and the NRC's implementing FOIA regulations in Title 10 of the *Code of Federal Regulations* (10 CFR) Part 9. The fact that TerraPower makes Proprietary Information available to the NRC as provided in this Agreement shall not, in and of itself, be construed as a waiver of the proprietary nature of such Proprietary Information, or as an indication that such information residing within the online reference portal is not "owned by," "under the control of," and "in the possession of" TerraPower.
5. If the NRC staff determines that information viewed or accessed via the online reference portal is necessary for formal evaluation or otherwise necessary in support of the NRC's regulatory licensing responsibilities with respect to activities associated with the TerraPower Natrium reactor design, the NRC will request that TerraPower formally submit such information in accordance with 10 CFR § 50.4, "Written communications." TerraPower shall abide by the requirements in 10 CFR § 2.390(b) when submitting such information to the NRC if TerraPower seeks to have information contained within that correspondence withheld from public disclosure. If the NRC receives a FOIA request that encompasses records formally submitted by TerraPower to the NRC in accordance with the affidavit requirements of 10 CFR § 2.390(b), such information shall be subject to disclosure only in accordance with the provisions of 10 CFR § 9.19.
6. Information made available to authorized NRC staff and contractors only through the online reference portal does not constitute "communications" as part of the formal licensing, oversight, or enforcement functions with respect to the TerraPower Natrium reactor design pursuant to applicable regulations contained in 10 CFR. TerraPower is not required to submit an affidavit or mark documents in accordance with 10 CFR § 2.390 when making them accessible through the online reference portal. TerraPower makes no warranty, guarantee, or representation as to the completeness or accuracy of information that authorized NRC staff or contractors' access through the portal. The NRC requirements governing completeness and accuracy of information apply to any information that TerraPower submits to the NRC in accordance with NRC regulations, or information that TerraPower is otherwise required to maintain or provide pursuant to statute, order, license, or regulation.
7. This Agreement may be modified at any time in a writing signed by the Parties. Either party shall have the right, upon written notice to the other party, to terminate this Agreement, in whole or in part, at any time, without cost, penalty, or liability to any party.

IN WITNESS WHEREOF, the undersigned have executed this Agreement.

UNITED STATES NUCLEAR REGULATORY COMMISSION

By: _____ **For Mohamed K. Shams**

Title: **Director, Division of Advanced Reactors and Non-power
Production and Utilization Facilities**

Date: **June 29, 2022**

TERRAPOWER, LLC.

By: _____

Title: _____

Date: _____