



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

June 29, 2015

Mr. John F. McCann
Vice President, Nuclear Safety,
Emergency Planning and Licensing
Entergy Nuclear Operations, Inc.
440 Hamilton Avenue
White Plains, NY 10601

SUBJECT: INDIAN POINT NUCLEAR GENERATING UNIT NOS. 1 AND 2, PALISADES NUCLEAR PLANT, VERMONT YANKEE NUCLEAR POWER STATION, AND BIG ROCK POINT – THRESHOLD REVIEW FOR CHANGE IN CORPORATE FORM OF ENTERGY NUCLEAR HOLDING COMPANY (TAC NOS. MF3218, MF3220, AND MF3221)

Dear Mr. McCann:

By letter dated November 19, 2013 (Agencywide Documents Access and Management System (ADAMS) Accession No. ML13343A170), Entergy Nuclear Operations, Inc. (ENO) informed the U.S. Nuclear Regulatory Commission (NRC) of a planned conversion of Entergy Nuclear Holdings Company (ENHC) from a corporation to a limited liability company (LLC). ENHC is the indirect owner of the licensees that own Indian Point Nuclear Generating Unit Nos. 1 and 2, Big Rock Point, Palisades Nuclear Plant, and Vermont Yankee Nuclear Power Station. ENHC itself, is not a licensee. The ENO letter further stated that on or about December 16, 2013, ENHC would be converted from a corporation organized under the laws of the State of Delaware to an LLC, also organized under the laws of the State of Delaware. Other than the new corporate form and associated name change to ENHC, there would be no changes regarding the ownership or management of the licensees that ENHC indirectly owns.

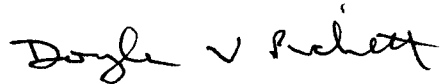
By letter dated December 17, 2014 (ADAMS Accession No. ML14318A400), the NRC staff requested ENO to provide further clarification on the legal characterization of the conversion and any impact on the financial qualifications of the licensees. By letter dated February 18, 2015 (ADAMS Accession No. ML15049A249), ENO provided responses to these inquiries stating that the conversion to a Delaware LLC did not involve the dissolution of the company or a transfer of ownership. ENO provided the Delaware statute citation pursuant to which the conversion took place and a copy of the ENHC LLC agreement. Furthermore, ENO stated that the financial qualifications of the licensees would not be affected and that the conversion would not modify the financial support or inter-company credit agreements.

The NRC staff has reviewed the conversion of ENHC from a corporation to an LLC and has determined that the actions are administrative in nature and that no substantive changes to the licensee's arrangements or ability to own, operate, or decommission Indian Point Nuclear Generating Unit Nos. 1 and 2, Palisades Nuclear Plant, Big Rock Point, and Vermont Yankee Nuclear Power Station, will result from the name change. Since the name change is subject to the State of Delaware's law, and the law does not require dissolution of the current corporation or the creation of a new business entity, the staff concludes that the conversion did not involve any direct or indirect transfer of control of any license that would warrant NRC review and approval pursuant to Title 10 of the *Code of Federal Regulations* 50.80, "Transfer of licenses."

Therefore, the NRC staff concludes that the planned conversion of ENHC from a corporation to a limited liability company is acceptable.

Please contact me at (301) 415-1364, or by e-mail at Douglas.Pickett@nrc.gov, if you have any questions on this issue.

Sincerely,

A handwritten signature in black ink that reads "Douglas V. Pickett". The signature is written in a cursive style with a large initial 'D' and a checkmark-like flourish for the 'V'.

Douglas V. Pickett, Senior Project Manager
Plant Licensing Branch I-1
Division of Operating Reactor Licensing
Office of Nuclear Reactor Regulation

Docket Nos. 50-155, 72-043, 50-255, 72-007,
50-003, 50-247, 72-051, 50-271, and 72-059

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/RA/

Douglas V. Pickett, Senior Project Manager
Plant Licensing Branch I-1
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