

Charles A. Beamon
Designated Agency Ethics Official
Federal Energy Regulatory Commission
888 First St., NE
Washington, D.C. 20426

Dear Mr. Beamon:

The purpose of this letter is to describe the steps that I will take to avoid any actual or apparent conflict of interest in the event that I am confirmed for the position of Commissioner, Federal Energy Regulatory Commission.

As required by 18 U.S.C. § 208(a), I will not participate personally and substantially in any particular matter in which I know that I have a financial interest directly and predictably affected by the matter, or in which I know that a person whose interests are imputed to me has a financial interest directly and predictably affected by the matter, unless I first obtain a written waiver, pursuant to 18 U.S.C. § 208(b)(1), or qualify for a regulatory exemption, pursuant to 18 U.S.C. § 208(b)(2). I understand that the interests of the following persons are imputed to me: any spouse or minor child of mine; any general partner of a partnership in which I am a limited or general partner; any organization in which I serve as officer, director, trustee, general partner or employee; and any person or organization with which I am negotiating or have an arrangement concerning prospective employment.

Upon confirmation, I will resign from my position with the Energy Foundation. For a period of one year after my resignation, I will not participate personally and substantially in any particular matter involving specific parties in which I know the Energy Foundation is a party or represents a party, unless I have first been authorized to participate, pursuant to 5 C.F.R. § 2635.502(d).

I am the sole owner of the consulting firm goodgrid, LLC. Upon confirmation, goodgrid, LLC, will cease engaging in any business, including providing consulting services to clients. During my appointment to the position of Commissioner, the firm will remain dormant and will not advertise. I will not perform any services for the firm, except that I will comply with any requirements involving legal filings, taxes and fees that are necessary to maintain the firm while it is in inactive status. As Commissioner, I will not participate personally and substantially in any particular matter that to my knowledge has a direct and predictable effect on the financial interests of goodgrid, LLC. In addition, I will not participate personally and substantially in any particular matter involving specific parties in which I know a former client of mine is a party or represents a party for a period of one year after I last provided service to that client, unless I am first authorized to participate, pursuant to 5 C.F.R. § 2635.502(d).

My spouse is employed by Sustainable Power Group, LLC (sPower). sPower is a wholly-owned subsidiary of FTP Power LLC. FTP Power LLC is owned equally by AES Lumos Holdings, LLC (a wholly owned subsidiary of the AES Corporation) and PIP5 Lumos

LLC (an investment vehicle formed by Alberta Investment Management Corporation). My spouse does not hold stock or stock options in sPower, FTP Power LLC, the AES Corporation, or Alberta Investment Management Company. Pursuant to the terms of my spouse's Long-Term Incentive Plan he is entitled to incentive income tied to the completion of certain milestones on sPower projects. For as long as my spouse works for sPower, I will not participate personally and substantially in any particular matter that to my knowledge has a direct and predictable effect on my spouse's compensation or employment with sPower, unless I first obtain a written waiver, pursuant to 18 U.S.C. § 208(b)(1).

I also will not participate personally and substantially in any particular matter involving specific parties in which I know sPower, FTP Power LLC, AES Lumos Holdings, LLC, PIP5 Lumos LLC, the AES Corporation, or Alberta Investment Management Company, is a party or represents a party, unless I am first authorized to participate, pursuant to 5 C.F.R. § 2635.502(d). In addition, my spouse has agreed not to communicate directly with FERC on behalf of sPower, FTP Power LLC, the AES Corporation, AES Lumos Holdings, LLC, PIP5 Lumos, LLC, or Alberta Investment Management Company during my appointment as Commissioner.

If I have a managed account or otherwise use the services of an investment professional during my appointment, I will ensure that the account manager or investment professional obtains my prior approval on a case-by-case basis for the purchase of any assets other than cash, cash equivalents, investment funds that qualify for the exemption at 5 C.F.R. § 2640.201(a), obligations of the United States, or municipal bonds.

I understand that as an appointee I will be required to sign the Ethics Pledge (Exec. Order No. 13770) and that I will be bound by the requirements and restrictions therein in addition to the commitments I have made in this ethics agreement.

I will meet in person with you during the first week of my service in the position of Commissioner in order to complete the initial ethics briefing required under 5 C.F.R. § 2638.305. Within 90 days of my confirmation, I will document my compliance with this ethics agreement by notifying you in writing when I have completed the steps described in this ethics agreement.

Finally, I have been advised that this ethics agreement will be posted publicly, consistent with 5 U.S.C. § 552, on the website of the U.S. Office of Government Ethics along with ethics agreements of other Presidential nominees who file public financial disclosure reports.

Sincerely,

 February 26, 2020

Allison Clements Henger