

Name of Person or Organization: Environmental Resources Management (ERM)

**COMPLETE EITHER THE REPRESENTATION OR THE DISCLOSURE –
NOT BOTH**

OCI Representation Statement

I hereby certify (or as a representative of my organization, I hereby certify) that, to the best of my knowledge and belief, no facts exist relevant to any past, present or currently planned interest or activity (financial, contractual, personal, organizational or otherwise) that relate to the proposed work; and bear on whether I have (or the organization and any of its affiliates has) a possible conflict of interest with respect to (1) being able to render impartial, technically sound, and objective assistance or advice; or (2) being given an unfair¹ competitive advantage.

Signature: _____ Date: _____

Name: _____ Title: _____

Organization: _____

OCI Disclosure Statement

I hereby certify (or as a representative of my organization, I hereby certify) that, to the best of my knowledge and belief, all relevant facts -- concerning past, present or currently planned interests or activities (financial, contractual, organizational or otherwise) that relate to the proposed work and bear on whether I have (or the organization has) a possible conflict of interest with respect to (1) being able to render impartial, technically sound, and objective assistance or advice, or (2) being given an unfair competitive advantage—are fully disclosed on the following page(s) and formatted to show:

- For ease of presentation, the OCI information is divided into four parts, indicating whether the possible OCI is: organizational, contractual, financial, or other;
- The company, agency, organization in which I (or my organization) have a past, present, or currently planned interest or activity (financial, contractual, organizational, or otherwise);
- A brief description of the relationship;
- The period of the relationship;
- The extent of the relationship (such as value of financial interest of work; percent of total holdings, total work, etc.); and
- A mitigation plan, if necessary.

Signature:  Date: August 12, 2016

Name: Stuart A. Buchanan Title: Partner

Organization: Environmental Resources Management

¹ An unfair competitive advantage does not include the normal flow of benefits from the performance of the contract.

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OCI Questionnaire¹

1. Will you (or your organization) be involved, or have you previously been involved, in the performance of any portion of the project under this solicitation, aside from your organization's proposed work as a third-party contractor?
 No.
 Yes. The portion of the proposed work; the proposed hours and dollar value; and the type of involvement are fully disclosed on the attached pages.
2. What is (are) the major type(s) of business conducted by you (or your organization)? Please reply on the attached pages.
3. Do you (or your organization) have any affiliates?
 No.
 Yes. The name and a description of the major type(s) of business that each affiliate conducts are disclosed on the attached pages.
4. Will any of the following be involved in performing the proposed work under this solicitation: (a) any entities owned or represented by you (or your organization); (b) your organization's Chief Executive or any of its directors; or (c) any affiliates?²
 No.
 Yes. A full disclosure and discussion is given in the attached pages.
5. Are you (or your organization) an energy concern?
 No.
 Yes. A full disclosure and discussion is given on the attached pages.
6. Do you (or your organization) have a direct or indirect relationship (financial, organizational, contractual or otherwise) with any business entity (including a parent company, affiliate, or any other business arrangement) that could be affected in any way by the proposed work under this solicitation?
 No.
 Yes. List the business entity(ies) showing the nature of your relationship (including the dates of the relationship, and the dollar value of any financial relationship) and how it would be affected by the proposed work under this solicitation.

¹ All questions in the questionnaire apply to parent companies and affiliates as well. Whenever possible, each affiliate should submit a separate questionnaire. However, in the event each affiliate does not submit a separate questionnaire (for instance, to avoid completing a large number of questionnaires), this questionnaire must incorporate information regarding all affiliates.

² See Definitions in Chapter 4 (defining affiliates as businesses that directly or indirectly control or have the power to control another, or when a third party controls or has the power to control both businesses).

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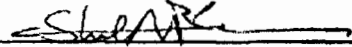
7. What percentage of your total income for the current and preceding fiscal years resulted from arrangements with any of the entities identified in Question 6 above?
- 0.22% For the current fiscal year: from 4/01/2016 to 7/31/2016.
0.10% For the preceding fiscal year: from 4/01/2015 to 3/31/2016.
0.07% For the second preceding fiscal year: from 4/01/2014 to 3/31/2015.
8. Do you (or your organization) currently have or have you had during the last six years any arrangements (for example, contracts and cooperative agreements) awarded, administered, or funded—wholly or partly—by the Commission or any other Federal agency which relate to the proposed Statement of Work?
- (X) No.
() Yes. A full disclosure and discussion is given on the attached pages.
9. Do you (or your organization) have or have you ever had any contracts, agreements, special clauses, or other arrangements which prohibit you (or your organization) from proposing work to be performed in this solicitation or any portion thereof?
- (X) No.
() Yes. A full disclosure and discussion is given on the attached pages.
10. Do you (or your organization) have any involvement with or interest (direct or indirect) in technologies which are or may be subjects of the contract, or which may be substitutable for such technologies?
- (X) No.
() Yes. A full disclosure and discussion is given on the attached pages.
11. Could you (or your organization) in either your private or Federal Government business pursuits use information acquired in the performance of the proposed work under this solicitation; such as:
- (a) Data generated under the contract?
(b) Information concerning Commission plans and programs?
(c) Confidential and proprietary data of others?
- (X) No.
() Yes. A full disclosure and discussion is given on the attached pages.
12. Under the proposed work under this solicitation, will you (or your organization) evaluate or inspect your own services or products, or the services or products of any other entity that has a relationship (organizational, financial, or other, such as a client) with you (or your organization)? This could include evaluating or inspecting a competitor's goods and services.
- (X) No.
() Yes. A full disclosure and discussion is given on the attached pages.
13. To avoid what you perceive as a possible OCI, do you (or your organization) propose to: exclude portions of the proposed work; employ special clauses; or take other measures?
- (X) No.
() Yes. A full discussion is given on the attached pages.
() No possibility of an OCI is perceived. This answer is briefly justified on the attached pages.

INFORMATION WITHHELD PURSUANT TO FOIA EXEMPTION 4

Name of Person or Organization: Environmental Resources Management (ERM)

I hereby certify that I have authority to represent my organization, and that, to the best of my knowledge and belief, the facts and representations presented on the seven pages of this questionnaire, including the supplemental responses attachment, are accurate and complete.

I recognize that OCI is an ongoing obligation. Should I become aware of any actual or potential OCI during performance of this contract, I will advise the OEP staff and [REDACTED] and [REDACTED] & [REDACTED] and propose mitigation or explain why none is needed.

Signature:  Date: August 12, 2016
Name: Stuart A. Buchanan Title: Partner
Organization: Environmental Resources Management

INFORMATION WITHHELD PURSUANT TO FOIA EXEMPTION 4

Name of Person or Organization: Environmental Resources Management (ERM)

Supplemental Responses to OCI Questionnaire

1. Will you (or your organization) be involved in the performance of any portion of proposed work?

Environmental Resources Management (ERM) is responsible for 100 percent of the work for the third-party environmental assessment (EA) preparation and related activities for [REDACTED], [REDACTED] & [REDACTED] Atlantic Bridge Project. ERM has been supporting the FERC staff in their National Environmental Policy Act (NEPA) review of the Atlantic Bridge Project since pre-filing was initiated in February 2015. The EA was released in early May and ERM is currently assisting FERC staff with tracking comments, reviewing supplemental filings by [REDACTED] and [REDACTED] and the preparation of the decision document. Work on the Atlantic Bridge Project is expected to be completed by the end of 2016.

2. What is (are) the major type(s) of business conducted by you (or your organization)?

ERM provides environmental consulting services to clients worldwide, including private and public oil and natural gas industry clients in upstream, mid-stream and downstream sectors. In the U.S. ERM also provides third-party NEPA, public affairs, and construction compliance monitoring services for energy projects to local, state, and federal agencies.

The major business practice areas for ERM include:

- Impact Assessment & Planning (IAP; this category includes Third-Party FERC NEPA services contracts);
- Risk Management (environmental, human health, safety and catastrophic risk assessment and management);
- Performance Assurance (facility EHS compliance and auditing);
- Contaminated Site Management;
- Air Quality and Climate Change; and
- Transaction Services.

3. Do you (or your organization) have any affiliates?

Natural Resource Group, LLC (NRG) began the work as the FERC third-party contractor for the Atlantic Bridge Project. ERM completed a stock purchase of NRG on September 30, 2014 and NRG continued to operate as a wholly-owned subsidiary of ERM until April 1, 2016, when NRG completed its integration into ERM and began operating as ERM. ERM is comprised of a number of legal entities, but operates as a single, global company.

6. Do you (or your organization) have a direct or indirect relationship (financial, organizational, contractual, or otherwise) with any business entity which could be affected in any way by the proposed work?

NRG and ERM contractually provided or are providing consulting services to the following business entities:

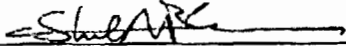
[REDACTED] During FY15, NRG provided environmental permitting support for [REDACTED]. Revenues associated with this work totaled [REDACTED]. This work is complete and none of this work is related to the Atlantic Bridge Project.

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CONTRACTOR CEII NON-DISCLOSURE AGREEMENT

On behalf of Environmental Resources Management (ERM), I certify that ERM will abide by the following terms with respect to critical energy infrastructure information (CEII) that the company has access to because of its work for the Federal Energy Regulatory Commission:

- Only authorized company employees with a need for the information will be given access to CEII. ERM will maintain a list of each employee who is given access to CEII, including a listing of each project for which the employee has been given CEII.
- ERM will not provide CEII to or discuss CEII with anyone outside the company, except that CEII may be discussed with the project's owner, operator, or applicant.
- Any copies made of CEII will be marked as CEII, and treated as CEII.
- CEII will be used only in performance of ERM's work for the Federal Energy Regulatory Commission. When ERM has completed work on the project, all CEII will be returned to the Commission.
- I acknowledge that a violation of this agreement may result in negative consequences and could affect ERM's ability to contract with the Commission in the future.

By: 

Title: Partner

Representing: Environmental Resources Management

Date: August 12, 2016