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September 27, 2016

VIA ETARIFF FILING

The Honorable Kimberly D. Bose, Secretary
Federal Energy Regulatory Commission
888 First Street, N.E.
Washington, D.C. 20426

**Re: AltaGas Pomona Energy Storage Inc.
Application for Order Accepting Market-Based Rate Tariff, Granting Waivers and
Blanket Authority and Request for Waiver of Prior Notice Requirement
Docket No. ER16-____-000**

Dear Secretary Bose:

Enclosed for filing is an Application for Order Accepting Market-Based Rate Tariff, Granting Waivers and Blanket Authority ("Application") submitted by AltaGas Pomona Energy Storage Inc., a Delaware corporation ("Applicant"). The Application requests acceptance of Applicant's FERC Electric Tariff, which is attached to the Application as Attachment 1, under which Applicant will engage in wholesale sales of electricity, capacity, and certain ancillary services at market-based rates. Applicant also requests the granting of certain blanket approvals and certain waivers from Federal Energy Regulatory Commission ("Commission") regulations.

Applicant respectfully requests that the Commission accept this Application for filing and implement Applicant's market-based rate authority effective October 1, 2016. To the extent necessary to permit this effective date, Applicant respectfully requests: (i) waiver of the Commission's prior notice requirements; and (ii) any other waivers of 18 C.F.R. §§ 35.3 and 35.11 and other regulations necessary for its market-based rates to go into effect by October 1, 2016.

Applicant submits that good cause for such waiver exists because Applicant raises no market power concerns.

Respectfully submitted,

/s/ Jason Johns

Jason Johns

**UNITED STATES OF AMERICA
BEFORE THE
FEDERAL ENERGY REGULATORY COMMISSION**

AltaGas Pomona Energy Storage Inc.)

Docket No. ER16-_____ -000

**APPLICATION FOR ORDER ACCEPTING MARKET-BASED RATE TARIFF,
GRANTING WAIVERS AND BLANKET AUTHORITY,
AND REQUEST FOR WAIVER OF PRIOR NOTICE REQUIREMENT**

Pursuant to Section 205 of the Federal Power Act (“FPA”),¹ Rule 205 of the Rules of Practice and Procedure of the Federal Energy Regulatory Commission (“FERC” or the “Commission”),² and Part 35 of the Commission’s regulations,³ AltaGas Pomona Energy Storage Inc. (“Applicant” or “Seller”) hereby requests that the Commission issue an order that (1) accepts Applicant’s market-based rate schedule, FERC Electric Tariff (“Tariff”) effective October 1, 2016, under which Applicant will sell electric energy, capacity, and ancillary services at market-based rates; (2) determines Applicant qualifies as a Category 2 seller in the Southwest region and a Category 1 seller in all other regions; and (3) waives certain Commission regulations and grants certain blanket approvals, as set forth below (the “Application”). Applicant respectfully requests that the Commission waive the 60-day prior notice requirement such that the Tariff is given an effective date of October 1, 2016.

I. COMMUNICATIONS

All communications and service with regard to this Application should be directed to the following:

¹ 16 U.S.C. § 824d.

² 18 C.F.R. § 385.205 (2014).

³ 18 C.F.R. Part 35.

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II. DESCRIPTION OF APPLICANT AND ITS AFFILIATES

A. Applicant

Applicant is a Delaware corporation with its principal place of business in Dallas, Texas. Applicant owns a battery storage facility with a capacity of approximately 20 MW located in Pomona, California (the "Pomona Energy Storage Facility"). The Pomona Energy Storage Facility is interconnected with Southern California Edison ("SCE"), and Applicant will purchase energy on a wholesale basis in order to charge the Pomona Energy Storage Facility. The stored energy will then be sold into the California Independent System Operator ("CAISO") market on a merchant basis, with the amount being sold being limited by Applicant's energy storage capacity. Applicant's sole business is owning and operating the Pomona Energy Storage Facility. Applicant will connect with the grid by utilizing the limited interconnection facilities currently owned by an affiliate (AltaGas Pomona Energy, Inc.) that operates a cogeneration facility that is adjacent to the Pomona Energy Storage Facility.

Applicant is a direct, wholly-owned subsidiary of AltaGas Power Holdings (U.S.) Inc., a Delaware corporation ("AltaGas"). AltaGas is a wholly-owned subsidiary of AltaGas Services (U.S.) Inc., a Delaware corporation ("AltaGas Services") and AltaGas Services is a wholly-owned subsidiary of AltaGas Ltd., a Canadian corporation that is publicly traded on the Toronto Stock Exchange with the symbol ALA ("AltaGas Ltd."). AltaGas Ltd. is an energy infrastructure business that directly, and indirectly through its subsidiaries, focuses on natural gas and power assets, and regulated utilities, primarily located throughout Canada, but with some

assets in the United States. Currently, no shareholders own 10 percent or more of the common stock in AltaGas Ltd. A diagram depicting Applicant's ownership upstream is attached hereto as Attachment 2.

AltaGas Ltd. has three operating businesses: natural gas, power, and utilities. The natural gas business serves producers in the Western Canada Sedimentary Basin and touches more than 2 Bcf/d of natural gas including natural gas gathering and processing, natural gas liquids extraction and fractionation, transmission, storage, and natural gas marketing. Transmission pipelines deliver natural gas and natural gas liquids to distribution systems, end-users or other downstream pipelines. The power business includes 731 MW of generating capacity from gas-fired, coal-fired, wind, and run-of-river assets across Canada. Further generation is in various stages of construction and development. The utilities business is comprised of natural gas distribution utilities and a rate-regulated natural gas storage utility. AltaGas Ltd. owns utility assets that deliver natural gas to end users in Canada (Alberta, British Columbia, and Nova Scotia) and the United States (Michigan and Alaska).

Through its subsidiaries, AltaGas Ltd. also develops and owns power generation projects and gas utility companies in the United States. AltaGas Ltd. indirectly owns SEMCO Energy, Inc. ("SEMCO"), a privately-held regulated natural gas distribution utility located in Port Huron, Michigan, and Anchorage, Alaska. SEMCO holds a regulated natural gas distribution utility in Michigan through SEMCO Energy Gas Company, in Alaska through ENSTAR Natural Gas Company, and an interest in a state-regulated natural gas storage utility, Cook Inlet Natural Gas Storage Alaska, LLC. SEMCO also indirectly holds a state-regulated natural gas distribution utility and an interest in an unregulated natural gas storage facility in Michigan. SEMCO does not provide any upstream products to AltaGas or its affiliates.

B. Applicant's Affiliates

Applicant is affiliated with several generation facilities located in the CAISO market.

- AltaGas Pomona Energy Inc. (“Pomona”) owns and operates a qualifying natural gas-fired cogeneration facility with a capacity of approximately 44.5 MW located in Pomona, California (the “San Gabriel Facility”).⁴ The San Gabriel Facility is located adjacent to the Pomona Energy Storage Facility. The San Gabriel Facility is interconnected with SCE, and the entire output of the San Gabriel Facility into the CAISO market on a merchant basis. Pomona maintains a market-based rate tariff on file with the Commission.⁵
- AltaGas San Joaquin Energy Inc. (“San Joaquin”) owns and operates three facilities, each of which is fully committed with non-affiliated offtakers. The Tracy Facility is a 330 MW natural gas-fired combined cycle electric generating facility located in the City of Tracy, California. The Tracy Facility interconnects with Pacific Gas and Electric Company’s (“PG&E”) 115 kV Schulte Switching Station. The power generated by the Tracy Facility is fully committed under a long-term agreement with PG&E. The Hanford Facility is a 97 MW natural gas-fired facility located in the City of Hanford, California. The Hanford Facility interconnects to PG&E at the 115 kV Hanford substation, and the power generated by the Hanford Facility is fully subscribed under a long-term agreement with PG&E. The Henrietta Facility is a 96 MW natural gas-fired facility located in the City of Lemoore, California. The Henrietta Facility interconnects with PG&E at the 70 kV Henrietta substation, and the power generated by the Henrietta Facility is fully subscribed under a long-term agreement with PG&E. San Joaquin maintains a market-based rate tariff on file with the Commission.⁶
- AltaGas Ripon Energy Inc. owns and operates a qualifying natural gas-fired cogeneration facility with a capacity of approximately 49.5 MW located in Ripon, California (the

⁴ See Docket No. QF85-93.

⁵ See Docket No. ER16-634 (accepted by letter order on March 1, 2016).

⁶ See Notice of Succession, Docket No. ER16-618 (filed Dec. 22, 2015) (succeeding to the electric tariff of GWF Energy, LLC, issued in Docket No. ER14-2792).

“Ripon Facility”).⁷ The Ripon Facility is interconnected with PG&E. Ripon sells the entire output of the Ripon Facility to PG&E under a long-term tolling agreement that will expire on May 31, 2018. Ripon has a market-based rate tariff on file with the Commission.⁸

- Blythe Energy Inc. (“Blythe”) owns and operates a 507 MW gas-fired power plant located in the CAISO market (the “Blythe Facility”). The capacity of the Blythe Facility is fully committed under a long-term tolling agreement with SCE. Blythe is an exempt wholesale generator that has been granted market-based rate authority.⁹

Applicant has no other affiliates with operational generation capacity within the CAISO market or in first-tier markets. Consequently, Applicant’s affiliates contribute only 44.5 MW of uncommitted capacity for purposes of the horizontal market screens; and Applicant also considers its 20 MW capacity as uncommitted for purposes of the horizontal market screens. A table listing the Applicant’s energy affiliates and their associated assets is attached hereto as Appendix B.

Neither Applicant nor any of its affiliates owns or operates any transmission facilities, other than interconnection facilities necessary to connect their generating plants to the grid. In addition, neither Applicant nor any of its affiliates has a franchised utility service area.

III. REQUEST FOR BLANKET AUTHORIZATION TO SELL ENERGY, CAPACITY, AND ANCILLARY SERVICES AT MARKET-BASED RATES

In granting market-based rate authority, the Commission examines whether the applicant or its affiliates possess the potential to exercise market power in generation or transmission, and whether the seller or its affiliates can erect other barriers to entry, and whether there is evidence

⁷ Docket No. QF88-110-007.

⁸ Docket No. ER15-957 (accepted by letter order on April 21, 2015).

⁹ *Blythe Energy, LLC*, 98 FERC ¶ 61,012 (2002) (granting EWG status); *Blythe Energy, LLC*, Docket Nos. ER02-2018-000, et al. (Sept. 12, 2002) (unreported) (granting market-based rate authority).

of the potential for affiliate abuse or reciprocal dealing.¹⁰ The Commission will grant authority to sell energy and capacity at market-based rates if the seller (1) does not have (or has adequately mitigated) horizontal market power, and (2) does not have (or has adequately mitigated) vertical market power.¹¹ As set forth below, Applicant satisfies both of these requirements.

Accordingly, Applicant respectfully requests the Commission's authorization to make wholesale sales of electric energy, capacity, and ancillary services at market-based rates under the attached electric tariff.

A. Applicant Lacks Horizontal Market Power

The Commission has adopted two indicative screens—the uncommitted pivotal supplier and the uncommitted market share screen—to determine whether a seller of electricity has horizontal market power.¹² The pivotal supplier screen evaluates the seller's ability to exercise market power “based on uncommitted capacity at the time of the balancing authority area's annual peak demand” by examining whether market demand can be met without the seller during peak hours.¹³ A seller is considered “pivotal” if peak demand cannot be met without energy contributions by the seller.¹⁴ The second indicative screen—the market share screen—measures for the four seasons whether a seller has a dominant position in the market using a comparison of the uncommitted capacity owned or controlled by the seller to the uncommitted capacity of the entire relevant market.¹⁵ Those sellers that fail an indicative screen are presumed to have market

¹⁰ See *Market-Based Rates for Wholesale Sales of Electric Energy, Capacity and Ancillary Services by Public Utilities*, Order No. 697 at P 3 & n.2, 119 FERC ¶ 61,295 (2007) (“Order No. 697”); *Order Clarifying Final Rule*, 121 FERC ¶ 61,260 (2007) (“Clarification Order”); *Order on Rehearing and Clarification*, 123 FERC ¶ 61,005 (2008) (“Order No. 697-A”); and *Order on Rehearing and Clarification*, 124 FERC ¶ 61,055 (2008) (“Order No. 697-B”).

¹¹ *Id.*

¹² *AEP Power Marketing, Inc.*, 107 FERC ¶ 61,018 (2004) (“AEP Order”), *order on reh'g*, 108 FERC ¶ 61,026 at PP 38, 72 (2004).

¹³ AEP Order at P 35.

¹⁴ *Id.*

¹⁵ Order No. 697 at P 34.

power. Conversely, a seller that passes the indicative screens creates a rebuttable presumption that the seller lacks horizontal market power.¹⁶

As described above, Applicant and its affiliates have just 64.5 MW of uncommitted capacity in the CAISO market, which represents a *de minimis* share of a market that has over 60,000 MW of installed capacity.¹⁷ Furthermore, Applicant's market share in the CAISO market peaks at 0.3%,¹⁸ as shown in Appendix A. Applicant represents here that it would continue to lack such market power if more recent data was used.¹⁹ Accordingly, Applicant clearly lacks horizontal market power in the CAISO market.

B. Applicant Lacks Vertical Market Power

The Commission's vertical market power test consists of an analysis of whether the seller and/or any affiliates possess transmission market power or whether they can erect barriers to entry. Applicant satisfies the transmission market power requirement because neither it nor any affiliate owns, operates, or controls any electric transmission facilities, with the exception of generation interconnection facilities. In accordance with the Commission's decision in Order No. 807,²⁰ and pursuant to 18 C.F.R. § 35.28(d)(2), Applicant hereby affirmatively states that its interconnection facilities satisfy the requirements for a blanket waiver from the Commission's Open Access Transmission Tariff ("OATT") requirements in 18 C.F.R. § 35.28, the Open Access Same-Time Information System requirements in 18 C.F.R. Part 37, and the Standards of Conduct for Transmission Providers in 18 C.F.R. Part 358.

¹⁶ *Id.* P 62.

¹⁷ *See* Appendix A hereto.

¹⁸ Applicant relies on the market screens previously submitted to the Commission by Five Points Solar Park, LLC in Docket No. ER16-2019 and accepted by letter order on August 22, 2016.

¹⁹ *Market-Based Rates for Wholesale Sales of Electric Energy, Capacity, and Ancillary Services by Public Utilities*, 121 FERC ¶ 61,260 at P 12(d) (2007).

²⁰ *Open Access and Priority Rights on Interconnection Customer's Interconnection Facilities*, Order No. 807, FERC Stats. & Regs. ¶ 31,367, at P 57, *order on reh'g* Order No. 807-A, 153 FERC ¶ 61,047 (2015) ("Order No. 807").

With respect to barriers to entry, the Commission requires that a seller describe its ownership of or control over or affiliation with an entity that owns or controls inputs to electric power production. The Commission has not found such ownership, control, or affiliation to impart vertical market power upon a seller and, consequently, has established a rebuttable presumption that sellers, under these circumstances, cannot erect barriers to entry. However, the Commission nevertheless requires sellers to affirmatively state that they have not and will not erect such barriers.

Neither Applicant nor any of its affiliates owns or controls inputs to electricity production in the CAISO market or any first-tier market, and none of Applicant's affiliates that own natural gas distribution and storage facilities provide upstream products to Applicant. As described above, Applicant is indirectly affiliated with SEMCO, which provides state-regulated gas distribution services in Michigan and Alaska. SEMCO does not operate in the CAISO market where the San Gabriel Facility is located or in any first-tier market. Neither Applicant nor any of its affiliates owns or controls sources of coal supplies or equipment for transporting coal supplies. AltaGas controls two sites that are suitable for generation capacity development within the CAISO market, which sites support approximately 1,210 MW of wind and natural gas-fired generation capacity. Applicant's affiliates control two sites outside of the CAISO that are suitable for generation development. Seller's affiliates are developing a 100 MW windpower facility in each of New Mexico and North Dakota. Seller's affiliates control 28,000 and 14,000 acres, respectively, in support of these development-stage windpower facilities. Such sites do not prevent third parties from entering the relevant markets. In addition, Applicant and its affiliates state that they have not erected, and will not erect, barriers to entry in the relevant market.

Accordingly, Applicant satisfies the Commission's vertical market power standard for the grant of market-based rate authority.

C. Ancillary Services

Applicant also respectfully requests authorization to sell the ancillary services as set forth in the Tariff attached to this Application. Applicant has included in its tariff the Commission's standard tariff provisions for the proposed sales of ancillary services.

IV. REQUEST FOR WAIVERS, BLANKET APPROVALS, AND AUTHORIZATIONS

Applicant respectfully requests the same waivers and blanket authorizations previously afforded to other similarly situated entities authorized to sell at market-based rates,²¹ including:

- Waiver of Part 41 of the Commission's regulations regarding accounts, records and memoranda; Part 101, regarding the uniform system of accounts; and Part 141, regarding statements and reports, with the exception of 18 C.F.R. §§ 141.14 and 141.15;
- Waiver of Subparts B and C of Part 35 of the Commission's regulations regarding the filing of rate schedules, except as to sections 35.12(a), 35.13(b), 35.15, and 35.16;
- Blanket approval under Section 204 of the FPA and Part 34 of the Commission's regulations for all future issuances of securities and assumptions of liability, subject to objection by an interested party; and
- Such other waivers and authorizations as the Commission may deem appropriate and necessary consistent with the authority sought herein.

V. REPORTING REQUIREMENTS

Applicant agrees to comply with the reporting requirements normally imposed on entities that are permitted to sell power at market-based rates. In particular, Applicant agrees to submit quarterly transaction reports in conformance with Commission requirements set forth in Order No. 2001 and the Commission's regulations, and to comply with the other reporting requirements in compliance with Order No. 697. Applicant agrees to submit such reports even if no transactions occurred during a particular calendar quarter. In accordance with 18 C.F.R.

²¹ See, e.g., *Midway Sunset Cogeneration Company*, 115 FERC ¶ 61,184 at PP 20-21 (2006).

§ 35.41(c), Applicant hereby advises the Commission that it does not intend to report transaction data to publishers of electricity or natural gas price indices. Applicant will provide timely notification of any change to its transaction reporting status.

Additionally, pursuant to the requirements set forth in Order No. 652,²² as updated in Order No. 697, Applicant agrees to file timely notices of any departure from the facts relied upon by the Commission in its market analysis, including affiliation with any entity that owns or controls generation or transmission facilities or inputs to electric power production or an electric utility with a franchised service area.²³ Applicant also agrees to notify the Commission of any changes in ownership or control of generation or transmission facilities or inputs to electric power production.²⁴ In such notices, Applicant will discuss whether these changed facts affect Applicant's authority to charge market-based rates.²⁵

VI. SELLER CATEGORY

The Commission's regulations identify two categories of sellers. Section 35.36 of the Commission's regulations defines Category 1 sellers as:

[W]holesale power marketers and wholesale power producers that own or control 500 MW or less of generation in aggregate per region; that do not own, operate or control transmission facilities other than limited equipment necessary to connect individual generating facilities to the transmission grid (or have been granted waiver of the requirements of Order No. 888, FERC Stats. and Regs. ¶ 31,036); that are not affiliated with anyone that owns, operates or controls transmission facilities in the same region as the seller's generation assets; that are not affiliated with a franchised public utility in the same region as the seller's generation assets; and that do not raise other vertical market power issues.²⁶

²² See *Reporting Requirement for Changes in Status for Public Utilities with Market-Based Authority*, Order No. 652, 110 FERC ¶ 61,097 (2005).

²³ 18 C.F.R. § 35.42.

²⁴ *Id.*

²⁵ See *Coastal Electric Services Co.*, 71 FERC ¶ 61,374 (1995).

²⁶ 18 C.F.R. § 35.36.

Category 2 sellers are all sellers that are not Category 1 sellers.²⁷ Applicant is a Category 2 seller in the Southwest region because Applicant and its affiliates own and control more than 500 MW of generation capacity, in the aggregate, in that region. In all other regions, neither Applicant nor its affiliates own and control more than 500 MW of generation capacity; furthermore, none of Applicant or its affiliates (i) owns, operates or controls transmission facilities other than limited equipment necessary to connect individual generating facilities to the transmission grid, (ii) is affiliated with anyone that owns, operates or controls transmission facilities, (iii) is affiliated with a franchised public utility, or (iv) raises other vertical market power issues. Accordingly, Applicant respectfully requests that the Commission designate Applicant as a Category 2 seller in the Southwest region, and as a Category 1 seller in all other regions.

VII. EFFECTIVE DATE

Applicant respectfully requests that its electric tariff be granted an effective date of October 1, 2016, so that Applicant may engage in wholesale sales of electricity, capacity, and certain ancillary services at market-based rates. Applicant submits that good cause exists for the requested effective date because Applicant raises no market power concerns.

²⁷ *Id.*

VIII. CONCLUSION

WHEREFORE, Applicant requests that the Commission issue an order accepting Applicant's electric tariff effective October 1, 2016, and granting waivers and authorizations requested in this Application.

DATED: September 27, 2016.

Respectfully submitted,

/s/ Jason Johns

Jason Johns

Stoel Rives LLP

760 SW Ninth Avenue, Suite 3000

Portland, OR 97205

Counsel for AltaGas Pomona Energy Storage Inc.

Attachment 1

FERC ELECTRIC TARIFF

1. **Availability.** Seller will make wholesale electric energy, capacity, and ancillary services available under this Tariff to any purchaser, except as prohibited below.
2. **Applicability.** This Tariff is applicable to all sales of energy, capacity, and ancillary services by Seller not otherwise subject to a particular rate schedule of Seller.
3. **Rates.** All sales shall be made at the rates established between the purchaser and Seller.
4. **Other Terms and Conditions.** All other terms and conditions shall be established by agreement between the purchaser and Seller.
5. **Compliance with Commission Regulations.** Seller shall comply with the provisions of 18 C.F.R. Part 35, Subpart H, as applicable, and with any conditions the Commission imposes in its orders concerning Seller's market-based rate authority, including orders in which the Commission authorizes Seller to engage in affiliate sales under this Tariff or otherwise restricts or limits the Seller's market-based rate authority. Failure to comply with the applicable provisions of 18 C.F.R. Part 35, Subpart H, and with any orders of the Commission concerning Seller's market-based rate authority, will constitute a violation of this Tariff.
6. **Limitations and Exemptions Regarding Market Based Rate Authority.** Seller does not have any limitations on its market-based rate authority except as otherwise provided in this Tariff. The Commission granted Seller in Docket No. ER16-____-000 the following waivers and blanket authorization: (a) waiver of Subparts B and C of Part 35 of the Commission's regulations requiring the filing of cost-of-service information, except for sections 35.12(a), 35.13(b), 35.15 and 35.16; (b) waiver of the requirements of Part 41 and Part 101, with the exception that waiver of the provisions of Part 101 that apply to hydropower licensees is not granted with respect to licensed hydropower projects; (c) waiver of Part 141 of the Commission's regulations concerning accounting and reporting requirements, with the exception of 18 C.F.R. §§ 141.14 and 141.15; and (d) blanket approval as to Section 204 of the FPA and Part 34 of the Commission's regulations for all future issuances of securities and debt and assumption of liabilities.
7. **Ancillary Services.**

PJM: Seller offers regulation and frequency response service, energy imbalance service, and operating reserve service (which includes spinning, 10-minute, and 30-minute reserves) for sale into the market administered by PJM Interconnection, L.L.C. ("PJM") and, where the PJM Open Access Transmission Tariff permits, the self-supply of these services to purchasers for a bilateral sale that is used to satisfy the ancillary services requirements of the PJM Office of Interconnection.

New York: Seller offers regulation and frequency response service, and operating reserve service (which include 10-minute non-synchronous, 30-minute operating reserves, 10-minute spinning reserves, and 10-minute non-spinning reserves) for sale to purchasers in the market administered by the New York Independent System Operator, Inc.

New England: Seller offers regulation and frequency response service (automatic generator control), operating reserve service (which includes 10-minute spinning reserve, 10-minute non-spinning reserve, and 30-minute operating reserve service) to purchasers within the markets administered by the ISO New England, Inc.

California: Seller offers regulation service, spinning reserve service, and non-spinning reserve service to the California Independent System Operator Corporation ("CAISO") and to others that are self-supplying ancillary services to the CAISO.

MISO: Seller offers regulation service and operating reserve service (which include 10-minute spinning reserve and 10-minute supplemental reserve) for sale to the Midcontinent Independent System Operator, Inc. (MISO) and to others that are self-supplying ancillary services to MISO.

Southwest Power Pool: Seller offers regulation service and operating reserve service (which include 10-minute spinning reserve and 10-minute supplemental reserve) for sale to the Southwest Power Pool, Inc. (SPP) and to others that are self-supplying ancillary services to SPP.

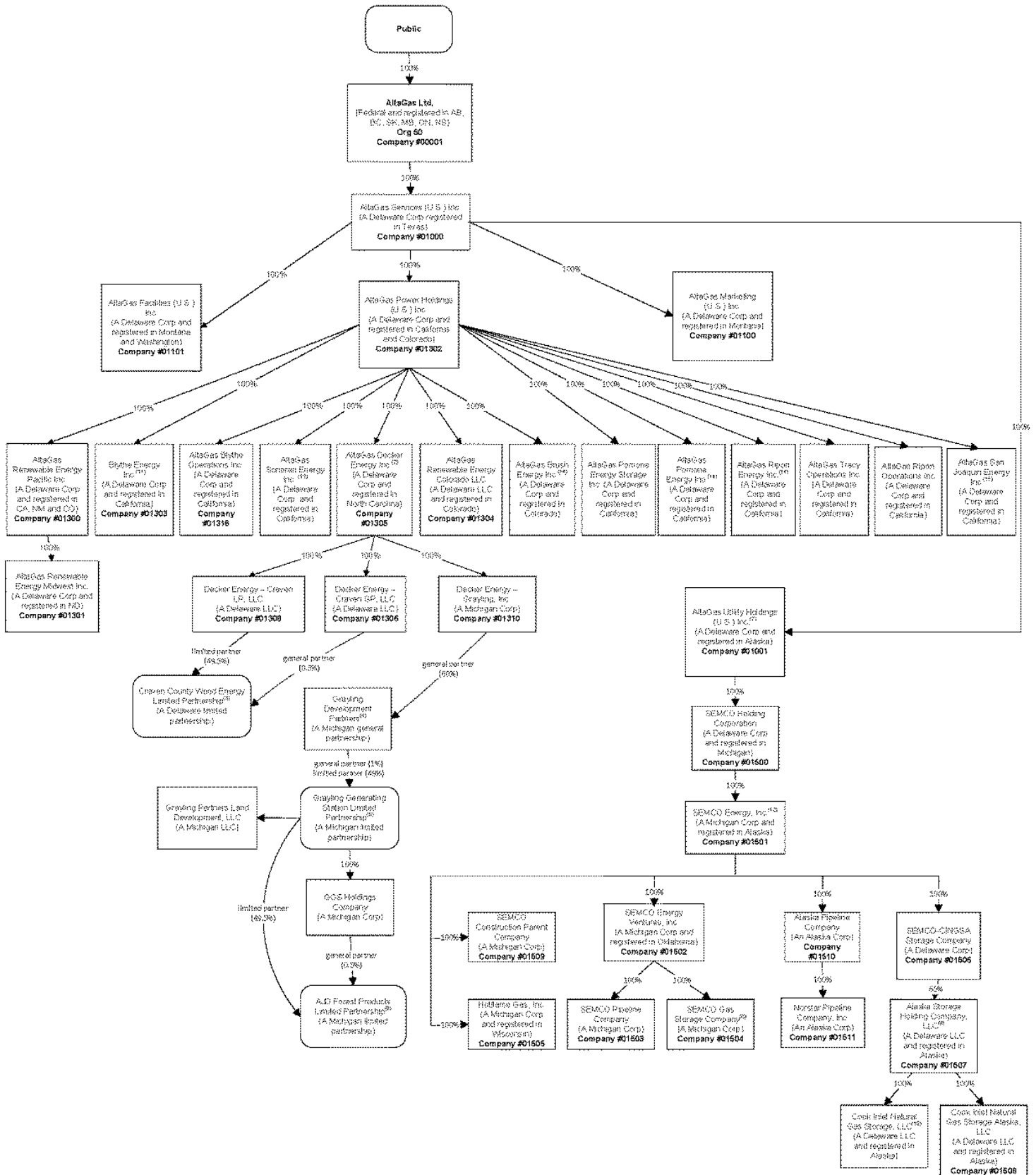
Third-party ancillary services: Seller offers Regulation Service, Reactive Supply and Voltage Control Service, Energy and Generator Imbalance Service, Operating Reserve-Spinning, Operating Reserve-Supplemental, and Primary Frequency Response Service. Sales will not include the following: (1) sales to an RTO or an ISO, *i.e.*, where that entity has no ability to self-supply ancillary services but instead depends on third parties; and (2) sales to a traditional, franchised public utility affiliated with the third-party supplier, or sales where the underlying transmission service is on the system of the public utility affiliated with the third-party supplier. Sales of Operating Reserve-Spinning and Operating Reserve-Supplemental will not include sales to a public utility that is purchasing ancillary services to satisfy its own open access transmission tariff requirements to offer ancillary services to its own customers, except where the Commission has granted authorization. Sales of Regulation Service and Reactive Supply and Voltage Control Service will not include sales to a public utility that is purchasing ancillary services to satisfy its own open access transmission tariff requirements to offer ancillary services to its own customers, except at rates not to exceed the buying public utility transmission provider's OATT rate for the same service or where the Commission has granted authorization.

8. **Seller Category.** Seller is a Category 2 Seller, as defined by 18 CFR 35.36(a), in the Southwest region and a Category 1 Seller, as defined by 18 CFR 35.36(a), in all other regions.
9. **Effective Date.** This Tariff is effective on the date specified by the Commission. This Tariff shall continue in effect until terminated or changed in accordance with any applicable regulatory requirements.

Attachment 2

CORPORATE ORG CHART

AltaGas Ltd. – US Structure⁽¹⁾



- (1) As at September 20, 2016.
- (2) AltaGas DEI Acquisition Inc. and Decker Energy International, Inc. were merged on January 26, 2012. Decker Energy International, Inc. and its wholly owned subsidiary, AltaGas Decker Energy Inc. (which was incorporated on June 30, 2014) were merged on July 1, 2014.
- (3) The remaining 5% general partnership interest and 45% limited partnership interest in Craven County Wood Energy Limited Partnership are owned by entities controlled by CMS Energy Corporation (a Michigan Corp.).
- (4) The remaining 40% interest in Grayling Development Partners is owned by Grayling Power Company LLC, an indirect wholly owned subsidiary of Fortistar Biomass Group, LLC.
- (5) The remaining 1% general partnership interest and 49% limited partnership interest in Grayling Generating Station Limited Partnership is owned by entities controlled by CMS Energy Corporation.
- (6) The remaining 0.5% general partnership interest and 49.5% limited partnership interest in AJD Forest Products Limited Partnership is owned by ADF I Corp. (a Michigan Corp.).
- (7) On August 30, 2012 AltaGas Utility Holdings (U.S.) LLC acquired all of the issued and outstanding shares of SEMCO Holding Corporation. On November 19, 2012 AltaGas Utility Holdings (U.S.) LLC was converted to a corporation named AltaGas Utility Holdings (U.S.) Inc.
- (8) SEMCO Gas Storage Company holds a 50% interest in the Eaton Rapids Gas Storage System Joint Venture. The remaining 50% interest is held by ANR Eaton Company, an affiliate of TransCanada.
- (9) SEMCO – CINGSA Storage Company owns 65% of Alaska Storage Holding Company, LLC. Alaska Gas Transmission Company, LLC (a subsidiary of MidAmerican Energy Holdings Company) owns 26.5% and each of CIRI – CINGSA Holdings, LLC (a subsidiary of Cook Inlet Region, Inc., an Alaska Native Corporation) and First Alaska Capital Partners – Gas Storage, LLC own 4.25% of Alaska Storage Holding Company, LLC.
- (10) Cook Inlet Natural Gas Storage LLC was acquired by SEMCO from TransCanada in 2010 and is essentially a shell company.
- (11) On May 16, 2013 AltaGas Power Holdings (U.S.) Inc. (“APHUS”) indirectly acquired Blythe Energy, LLC by purchasing all of the issued and outstanding shares of LSP Blythe Blocker II, LLC. The Blythe entities acquired by APHUS were restructured on May 17, 2013 through a series of transactions ultimately resulting in Blythe Energy, LLC being converted into a corporation named Blythe Energy Inc. and each of the acquired Blythe entities being ultimately merged into Blythe Energy Inc.
- (12) Doing business as ENSTAR Natural Gas Company in Alaska and doing business as SEMCO Energy Gas Company in Michigan.
- (13) On April 28, 2014 APHUS acquired all of the issued and outstanding membership interests in Caithness Blythe II, LLC and on May 5, 2014 Caithness Blythe II, LLC was converted into a corporation named AltaGas Sonoran Energy Inc.
- (14) On January 8, 2015 APHUS acquired all of the issued and outstanding membership interests in Ripon Cogeneration LLC (which indirectly owned Brush Cogeneration Partners) and Pomona Power Generation LLC from Veresen U.S. Power Inc. The acquired entities were restructured immediately after closing resulting in Brush Cogeneration Partners being converted into a corporation named AltaGas Brush Energy Inc., Ripon Cogeneration LLC being converted into a corporation named AltaGas Ripon Energy Inc. and Pomona Power Generation LLC being converted into a corporation named AltaGas Pomona Energy Inc. and each corporation being directly owned by APHUS.
- (15) On November 30, 2015, APHUS indirectly acquired GWF Energy LLC by purchasing all of the issued and outstanding shares of GWF Energy Holdings LLC, GWF Main Blocker LLC, GWF Prism/IV-A Blocker LLC, GWF CIV Blocker, LLC and GWF CIV Blocker C, LLC. The GWF entities acquired by APHUS were restructured on November 30, 2015 through a series of transactions ultimately resulting in GWF Main Blocker LLC being converted into a corporation named AltaGas San Joaquin Energy Inc. and each of the acquired GWF entities being ultimately merged into AltaGas San Joaquin Energy Inc.

Appendix A

**HORIZONTAL MARKET POWER
SCREEN RESULTS**

**Horizontal Market Power
in CAISO Market Area**

Part I -- Pivotal Supplier Analysis

Row	Generation	MW	Reference
Seller and Affiliate Capacity			
A	Installed Capacity	1,144	Note 1.
B	Long-Term Firm Purchases	0	Note 1.
C	Long-Term Firm Sales ¹	(1,079)	Note 1.
D	Imported Power	0	Note 1.
Non-Affiliate Capacity			
E	Installed Capacity ²	61,836	Note 2.
E1	Remote Capacity	4,846	
F	Long-Term Firm Purchases	0	Note 2.
G	Long-Term Firm Sales	0	Note 2.
H	Imported Power	0	Conservatively assumed to be 0.
I	Balancing Authority Area Reserve Requirement ³	(2,238)	Note 2.
J	Amount of Line I Attributable to Seller, if any	0	Application.
K	Total Uncommitted Supply (SUM A,B,C,D,E,F,G,H,I,M)	27,203	
Load			
L	Balancing Authority Area Annual Peak Load	44,694	Note 2.
M	Average Daily Peak Native Load in Peak Month	(37,306)	Note 2.
N	Amount of Line M Attributable to Seller, if any	0	Application.
O	Wholesale Load (SUM L,M)	7,388	
P	Net Uncommitted Supply (K-O)	19,815	
Q	Seller's Uncommitted Capacity (SUM A,B,C,D,J,N)	65	
Result of Pivotal Supplier Screen (Pass if Line Q < Line P)		PASS	

(Fail if Line Q > Line P)

Footnotes

¹ Applicant conservatively uses nameplate capacity for purposes of the indicative screens.

² Applicant uses the market power analysis for the CAISO region that was submitted by Five Points Solar Park, LLC in Docket No. ER16-2019, which analysis was accepted by letter order on August 22, 2016.

³ Applicant conservatively assumes that there is no competing capacity available to be imported from first-tier markets. Given that Applicant does not have affiliated uncommitted capacity located in a first-tier market, imports from unaffiliated generation would only serve to reduce Applicant's horizontal market power further.

Part II – Market Share Analysis

Row		Winter (MW)	Spring (MW)	Summer (MW)	Fall (MW)	Reference
Seller and Affiliate Capacity						
A	Installed Capacity ¹	1,144	1,144	1,144	1,144	Note 1.
B	Long-Term Firm Purchases	0	0	0	0	Note 1.
C	Long-Term Firm Sales	(1,079)	(1,079)	(1,079)	(1,079)	Note 1.
D	Seasonal Average Planned Outages	0	0	0	0	Note 1.
E	Imported Power	0	0	0	0	Note 1.
Capacity Deductions						
F	Average Peak Native Load in the Season ²	(29,008)	(29,123)	(36,707)	(32,667)	Note 2.
G	Amount of Line F Attributable to Seller, if any	0	0	0	0	Note 1.
H	Amount of Line F Attributable to Others, if any	(29,008)	(29,123)	(36,707)	(32,667)	Note 2.
I	Balancing Authority Area Reserve Requirement ³	(1,740)	(1,747)	(2,202)	(1,960)	Note 2.
J	Amount of Line I Attributable to Seller, if any	0	0	0	0	Note 1.
K	Amount of Line I Attributable to Others, if any	(1,740)	(1,747)	(2,202)	(1,960)	Note 2.
Non-Affiliate Capacity						
L	Installed Capacity	61,642	61,189	61,521	61,836	Note 2.
L1	Remote Capacity	4,847	4,846	4,846	4,846	Note 2.
M	Long-Term Firm Purchases	0	0	0	0	Note 2.
N	Long-Term Firm Sales	0	0	0	0	Note 2.
O	Local Seasonal Average Planned Outages ⁴	(4,260)	(6,672)	(1,739)	(6,043)	Note 2.
P	Uncommitted Capacity Imports	0	0	0	0	Conservatively assumed to be 0.
Supply Calculation						
Q	Total Competing Supply (SUM L,M,N,O,P,H,K)	31,481	28,493	25,719	26,012	
R	Seller's Uncommitted Capacity (SUM A,B,C,D,E,G,J)	65	65	65	65	
S	Total Seasonal Uncommitted Capacity (SUM Q,R)	31,416	28,428	25,654	25,947	
T	Seller's Market Share (R/S)	0.2%	0.2%	0.3%	0.3%	
	Results	PASS	PASS	PASS	PASS	Pass if T < 20%; Fail if T ≥ 20%.

Footnotes

¹ Applicant conservatively uses nameplate capacity for purposes of the indicative screens.

² Applicant uses the market power analysis for the CAISO region that was submitted by Five Points Solar Park, LLC in Docket No. ER16-2019, which analysis was accepted by letter order on August 22, 2016.

³ Applicant conservatively assumes that there is no competing capacity available to be imported from first-tier markets. Given that Applicant does not have affiliated uncommitted capacity located in a first-tier market, imports from unaffiliated generation would only serve to reduce Applicant's horizontal market power further.

Appendix B

AFFILIATES AND ASSETS

As required by Order No. 816, Applicant has filed the Affiliates and Assets tables separately with this Application in electronic spreadsheet format.

153 FERC ¶ 61,065 at P 306 (2015).

FERC rendition of the electronically filed tariff records in Docket No. ER16-02675-000

Filing Data:

CID: C005402

Filing Title: AltaGas Pomona Energy Storage Inc. MBR Tariff

Company Filing Identifier: 1

Type of Filing Code: 400

Associated Filing Identifier:

Tariff Title: FERC Electric Tariff

Tariff ID: 1

Payment Confirmation:

Suspension Motion:

Tariff Record Data:

Record Content Description, Tariff Record Title, Record Version Number, Option Code:

Section 1, Market-Based Rate Tariff, 1.0.0, A

Record Narrative Name: N/A

Tariff Record ID: 1001

Tariff Record Collation Value: 1000 Tariff Record Parent Identifier: 0

Proposed Date: 2016-10-01

Priority Order: 500

Record Change Type: NEW

Record Content Type: 1

Associated Filing Identifier:

1. **Availability.** Seller will make wholesale electric energy, capacity, and ancillary services available under this Tariff to any purchaser, except as prohibited below.
2. **Applicability.** This Tariff is applicable to all sales of energy, capacity, and ancillary services by Seller not otherwise subject to a particular rate schedule of Seller.
3. **Rates.** All sales shall be made at the rates established between the purchaser and Seller.
4. **Other Terms and Conditions.** All other terms and conditions shall be established by agreement between the purchaser and Seller.
5. **Compliance with Commission Regulations.** Seller shall comply with the provisions of 18 C.F.R. Part 35, Subpart H, as applicable, and with any conditions the Commission imposes in its orders concerning Seller's market-based rate authority, including orders in which the Commission authorizes Seller to engage in affiliate sales under this Tariff or otherwise restricts or limits the Seller's market-based rate authority. Failure to comply with the applicable provisions of 18 C.F.R. Part 35, Subpart H, and with any orders of the Commission concerning Seller's market-based rate authority, will constitute a violation of this Tariff.
6. **Limitations and Exemptions Regarding Market Based Rate Authority.** Seller does not have any limitations on its market-based rate authority except as otherwise provided in this Tariff. The Commission granted Seller in Docket No. ER16-___-000 the following waivers and blanket authorization: (a) waiver of Subparts B and C of Part 35 of the Commission's regulations requiring the filing of cost-of-service information, except for sections 35.12(a), 35.13(b), 35.15 and 35.16; (b) waiver of the requirements of Part 41 and Part 101, with the exception that waiver of the provisions of Part 101 that apply to hydropower licensees is not granted with respect to licensed hydropower projects; (c) waiver of Part 141 of the Commission's regulations concerning accounting

and reporting requirements, with the exception of 18 C.F.R. §§ 141.14 and 141.15; and (d) blanket approval as to Section 204 of the FPA and Part 34 of the Commission's regulations for all future issuances of securities and debt and assumption of liabilities.

7. Ancillary Services.

PJM: Seller offers regulation and frequency response service, energy imbalance service, and operating reserve service (which includes spinning, 10-minute, and 30-minute reserves) for sale into the market administered by PJM Interconnection, L.L.C. ("PJM") and, where the PJM Open Access Transmission Tariff permits, the self-supply of these services to purchasers for a bilateral sale that is used to satisfy the ancillary services requirements of the PJM Office of Interconnection.

New York: Seller offers regulation and frequency response service, and operating reserve service (which include 10-minute non-synchronous, 30-minute operating reserves, 10-minute spinning reserves, and 10-minute non-spinning reserves) for sale to purchasers in the market administered by the New York Independent System Operator, Inc.

New England: Seller offers regulation and frequency response service (automatic generator control), operating reserve service (which includes 10-minute spinning reserve, 10-minute non-spinning reserve, and 30-minute operating reserve service) to purchasers within the markets administered by the ISO New England, Inc.

California: Seller offers regulation service, spinning reserve service, and non-spinning reserve service to the California Independent System Operator Corporation ("CAISO") and to others that are self-supplying ancillary services to the CAISO.

MISO: Seller offers regulation service and operating reserve service (which include 10-minute spinning reserve and 10-minute supplemental reserve) for sale to the Midcontinent Independent System Operator, Inc. (MISO) and to others that are self-supplying ancillary services to MISO.

Southwest Power Pool: Seller offers regulation service and operating reserve service (which include 10-minute spinning reserve and 10-minute supplemental reserve) for sale to the Southwest Power Pool, Inc. (SPP) and to others that are self-supplying ancillary services to SPP.

Third-party ancillary services: Seller offers Regulation Service, Reactive Supply and Voltage Control Service, Energy and Generator Imbalance Service, Operating Reserve-Spinning, Operating Reserve-Supplemental, and Primary Frequency Response Service. Sales will not include the following: (1) sales to an RTO or an ISO, *i.e.*, where that entity has no ability to self-supply ancillary services but instead depends on third parties; and (2) sales to a traditional, franchised public utility affiliated with the third-party supplier, or sales where the underlying transmission service is on the system of the public utility affiliated with the third-party supplier. Sales of Operating Reserve-Spinning and Operating Reserve-Supplemental will not include sales to a public utility that is purchasing ancillary services to satisfy its own open access transmission tariff requirements to offer ancillary services to its own customers, except where the Commission has granted authorization. Sales of Regulation Service and Reactive Supply and Voltage Control Service will not include sales to a public utility that is purchasing ancillary services to satisfy its own open access transmission tariff requirements to offer ancillary services to its own customers, except at rates not to exceed the buying

public utility transmission provider's OATT rate for the same service or where the Commission has granted authorization.

8. **Seller Category.** Seller is a Category 2 Seller, as defined by 18 CFR 35.36(a), in the Southwest region and a Category 1 Seller, as defined by 18 CFR 35.36(a), in all other regions.
9. **Effective Date.** This Tariff is effective on the date specified by the Commission. This Tariff shall continue in effect until terminated or changed in accordance with any applicable regulatory requirements.

Instructions for completing the Asset Appendix Sheet: Generation Assets			
Column	Title	Format	Description
[A]	Filing Entity and its Energy Affiliates	Free Form Text	Name of the Filing Entity and its Affiliates. Please use the exact name as in the Company Registration database if possible.
[B]	Docket # where MBR authority was granted	Text in the form: ERXX-XXX-XXX where "X" is a digit	If applicable, Docket Number where MBR was originally granted.
[C]	Generation Name (Plant or Unit Name)	Free Form Text	Unit Name or if all units in a plant are reasonably similar, a plant name. Use EIA-860 or industry standard names to the extent possible.
[D]	Owned By	Free Form Text	Name of the Entity owning the generation unit or plant. Please use the same name as in the Company Registration database if possible.
[E]	Controlled By	Free Form Text	Name of the Entity that controls the output of the generation unit or plant. Please use the same name as in the Company Registration database if possible.
[F]	Date Control Transferred	MM/YYYY or DD/MM/YY	The date the unit came under the control of the Entity listed in "[E] Controlled By." Often it is the date the generation was acquired or built.
[G]	Location: Market/Balancing Authority Area	Free Form Text. For Markets or submarkets please use one of the abbreviations or names in the next column. For balancing authority areas please use the NERC-defined name	One of the six RTO/ISOs (ISO-NE, NYISO, PJM, MISO, SPP, CAISO) or their designated submarkets (PJM-East, 5004/5005, AP South, Connecticut, Southwest Connecticut, New York City, Long Island) or a NERC-defined Balancing Authority Area name.
[H]	Location: Geographic Region	Specific Text	One of the six MBR regions: Northeast, Southeast, Central, SPP, Northwest, Southwest.
[I]	In-Service Date	MM/YYYY or MM/DD/YY	The date the unit first came into service.
[J]	Capacity Rating: Nameplate (MW)	Numeric. Either an integer or fixed width numeric with one decimal	The nameplate capacity rating of the unit, usually provided by the manufacturer, in MWs.
[K]	Capacity Rating: Used in Filing (MW)	Numeric. Either an integer or fixed width numeric with one decimal	The capacity rating of the unit(s), in MWs, used in this filing.
[L]	Capacity Rating: Methodology Used in [K]: (N)ameplate, (S)easonal, 5-yr (U)nit, 5-yr (E)IA, (A)lternative		A single capital letter (either "N", "S", "U", "E", or "A") to designate the rating methodology of the unit's capacity used in this filing. Describe "Alternative" Capacity Rating Method in End Notes Sheet.
[M]	End Note Number (Enter text in End Notes Sheet)	Integer	The number of the explanatory note in End Notes Sheet that refers to this entry. The numbers should be ascending integers throughout the appendix. If there are three notes in the Generation Assets Sheet, then the first end note in the next asset sheet should be four (please do not start over with a new numbering sequence).

Instructions for completing the Asset Appendix Sheet: Long-Term Firm Power Purchase Agreements (PPA)			
Column	Title	Format	Description
[A]	Filing Entity and its Energy Affiliates	Free Form Text	Name of the Filing Entity or affiliate of the Filing Entity that is purchasing the energy or capacity.
[B]	Seller Name	Free Form Text	Name of the Filing Entity that is selling the capacity and/or energy. Please use the exact name as in the Company Registration database if possible.
[C]	Amount of PPA (MW)	Numeric. Either an integer or fixed width numeric with one decimal	Contracted amount of the PPA in MW. If the contract is for the entire output of a specific generation unit, you may de-rate the unit using the same de-rating methodology that is used for generators of the same technology elsewhere in the appendix. If this amount is de-rated please explain in the End Notes Sheet. Energy only contracts must be converted from MWh to MW. Only report contracts one year or longer.
[D]	Location: Market/Balancing Authority Area (Source)	Free Form Text. For Markets or submarkets please use one of the abbreviations or names in the next column. For balancing authority areas please use the NERC-defined name	One of the six RTO/ISOs (ISO-NE, NYISO, PJM, MISO, SPP, CAISO) or their designated submarkets (PJM-East, 5004/5005, AP South, Connecticut, Southwest Connecticut, New York City, Long Island) or a NERC-defined Balancing Authority Area name. For "System" PPAs, identify all markets and balancing authority areas from which the PPA is sourced to the extent the source location(s) is specified in the PPA
[E]	Location: Market/Balancing Authority Area (Sink)	Free Form Text. For Markets or submarkets please use one of the abbreviations or names in the next column. For balancing authority areas please use the NERC-defined name	One of the six RTO/ISOs (ISO-NE, NYISO, PJM, MISO, SPP, CAISO) or their designated submarkets (PJM-East, 5004/5005, AP South, Connecticut, Southwest Connecticut, New York City, Long Island) or a NERC-defined Balancing Authority Area name. For all PPAs, identify where the capacity and/or energy is delivered.
[F]	Location: Geographic Region (Sink)	Specific Text	Same instruction as the Generation Assets Sheet.
[G]	Start Date (mo/da/yr)	MM/DD/YY	The Start Date of the PPA
[H]	End Date (mo/da/yr)	MM/DD/YY	The End Date of the PPA

[I]	Type of PPA (Unit or System)	"Unit" or "System"	Enter the text "Unit" if the PPA is from a specific unit such as a wind generator selling its output to a utility, or from multiple units at a single plant. Please provide the name of the unit or facility supplying the PPA in the End Notes Sheet. Enter "System" if the PPA is sourced from a utility's or IPP's fleet with different units providing power at different times.
[J]	End Note Number (Enter text in End Notes Sheet)	Integer	Same instruction as the Generation Assets Sheet.

Instructions for completing the Asset Appendix Sheet: Transmission and Natural Gas Assets

Column	Title	Format	Description
[A]	Filing Entity and its Energy Affiliates		Same instruction as the Generation Assets Sheet.
[B]	Cite to order accepting OATT or the order approving the transfer of transmission facilities to an RTO or ISO		Commission cite to the order accepting the Filing Entity's or its Energy Affiliate's current OATT, or the order transferring control of the transmission facilities to an RTO/ISO.
[C]	Asset Name and Use	Free Form Text	Legal name of the facility and brief description of the type of facility (i.e. transmission line or gas pipeline).
[D]	Owned By		Name of the Entity owning the transmission/natural gas assets
[E]	Controlled By		Name of the Entity that controls the transmission/natural gas assets
[F]	Date Control Transferred		Same instruction as the Generation Assets Sheet.
[G]	Market/Balancing Authority Area		Same instruction as the Generation Assets Sheet.
[H]	Geographic Region		Same instruction as the Generation Assets Sheet.
[I]	Size (e.g., length and kV for electric, length and diameter for pipelines, and capacity for gas storage)	Free Form Text	Description of the size of the facility in the measures relevant to the specific type of facility. For example, for electric "Size" refers to the length and kV rating of the transmission line; for gas pipeline "Size" refers to the length and diameter of the pipeline; for gas storage "Size" refers to the capacity of the facility.
[J]	End Note Number (Enter text in End Notes Sheet)		Same instruction as the Generation Assets Sheet.

Instructions for completing the Asset Appendix Sheet: End Notes

Column	Title	Format	Description
[A]	End Note Number	Integer	Should match an End Note number in the Generation Assets, Long-Term Firm PPAs or Transmission/Natural Gas Assets Sheets.
[B]	Sheet (Generation Assets, Long-Term Firm PPAs or Transmission/Natural Gas Assets)	The words "Generation", "PPA", or "Transmission/Natural Gas"	Indicates in which asset sheet the End Note is located.
[C]	Explanatory Note	Free Form Text	Text providing the clarification or explanatory note.

This is an example of the required appendix listing the filing entity and all its energy affiliates and their associated assets, which should be submitted with relevant market-based rate filings.

Asset Appendix: Generation Assets

[A]	[B]	[C]	[D]	[E]	[F]	[G] [H] Location		[I]	[J]	[K]	[L]	[M]
Filing Entity and its Energy Affiliates	Docket # where MBR authority was granted	Generation Name (Plant or Unit Name)	Owned By	Controlled By	Date Control Transferred	Market / Balancing Authority Area	Geographic Region	In-Service Date	Capacity Rating: Nameplate (MW)	Capacity Rating: Used in Filing (MW)	Capacity Rating: Methodology Used in [K]: (N)ameplate, (S)easonal, 5-yr (U)nit, 5-yr (E)IA, (A)lternative	End Note Number (Enter text in End Notes Sheet)
AltaGas Pomona Energy Storage Inc.	N/A	Pomona Energy Storage	AltaGas Power Holdings (U.S.) Inc.	AltaGas Power Holdings (U.S.) Inc.	N/A	CAISO	Southwest	12/2016 (est.)	20	20	N	
AltaGas Pomona Energy Inc.	N/A	San Gabriel Facility	AltaGas Power Holdings (U.S.) Inc.	AltaGas Power Holdings (U.S.) Inc.	1/8/2015	CAISO	Southwest	1986	44.5	45	N	1
AltaGas San Joaquin Energy Inc.	ER01-2233	Tracy	AltaGas San Joaquin Energy Inc.	AltaGas San Joaquin Energy Inc.	11/30/2015	CAISO	Southwest	2003	330	330	N	
AltaGas San Joaquin Energy Inc.	ER01-2233	Hanford	AltaGas San Joaquin Energy Inc.	AltaGas San Joaquin Energy Inc.	11/30/2015	CAISO	Southwest	2001	97	97	N	
AltaGas San Joaquin Energy Inc.	ER01-2233	Henrietta	AltaGas San Joaquin Energy Inc.	AltaGas San Joaquin Energy Inc.	11/30/2015	CAISO	Southwest	2002	96	96	N	
AltaGas Brush Energy Inc.	ER11-2265	Brush Cogeneration	AltaGas Power Holdings (U.S.) Inc.	AltaGas Power Holdings (U.S.) Inc.	1/8/2015	PSCo	Northwest	1994	70	70	N	
AltaGas Ripon Energy Inc.	ER15-957	Ripon Cogeneration	AltaGas Power Holdings (U.S.) Inc.	AltaGas Power Holdings (U.S.) Inc.	1/8/2015	CAISO	Southwest	1988	49.5	49.5	N	
AltaGas Renewable Energy Colorado LLC	ER12-1875	Busch Ranch Wind	AltaGas Renewable (50%); Black Hills/Colorado Electric Utility Company, LP (50%)	AltaGas Renewable (50%); Black Hills/Colorado Electric Utility Company, LP (50%)	N/A	PSCo	Northwest	10/16/2012	29.04	29	N	
Blythe Energy Inc.	ER02-2018	Blythe	AltaGas Power Holdings (U.S.) Inc.	AltaGas Power Holdings (U.S.) Inc.	5/16/2013	CAISO	Southwest	2003	507	507	N	
Craven County Wood Energy LP	ER05-1489	Craven County Wood Energy Limited Partnership	Decker Energy Craven LP, LLC; New Bern Energy Recovery, Inc.; HYDRA-CO Enterprises, Inc.; Decker-Energy Craven GP, LLC; IP Investment Partnership	CMS Energy	N/A	Progress Energy-Carolinas	Southeast	1990	45	45	N	

Grayling Generating Station LP	ER99-791	Grayling Generating Station Limited Partnership	Grayling Develop- ment Partners; CMS Energy	CMS Energy	N/A	MISO	Central	1/28/1999	38	38	N	
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Asset Appendix: Long-Term Firm Power Purchase Agreements (PPA)

Note:

Energy-only contracts must be converted to MW

Only report contracts one year or longer

[A]	[B]	[C]	[D] [E] [F]			[G]	[H]	[I]	[J]
Filing Entity and its Energy Affiliates	Seller Name	Amount of PPA (MW)	Location			Start Date (mo/da/yr)	End Date (mo/da/yr)	Type of PPA (Unit or System)	End Note Number (Enter text in End Notes Sheet)
			Market / Balancing Authority Area (Source)	Market / Balancing Authority Area (Sink)	Geographic Region (Sink)				
AltaGas San Joaquin Energy Inc.	AltaGas San Joaquin Energy Inc.	330	CAISO	CAISO	Southwest	11/1/2012	11/1/2022	Unit	
AltaGas San Joaquin Energy Inc.	AltaGas San Joaquin Energy Inc.	97	CAISO	CAISO	Southwest	9/1/2012	9/1/2022	Unit	
AltaGas San Joaquin Energy Inc.	AltaGas San Joaquin Energy Inc.	96	CAISO	CAISO	Southwest	7/2/2012	7/1/2022	Unit	
AltaGas Ripon Energy Inc.	AltaGas Ripon Energy Inc.	49.5	CAISO	CAISO	Southwest	6/1/2014	5/31/2018	Unit	
Blythe Energy Inc.	Blythe Energy Inc.	507	CAISO	CAISO	Southwest	8/1/2010	7/31/2020	Unit	
AltaGas Brush Energy Inc.	AltaGas Brush Energy Inc.	70	PSCo	PSCo	Nothwest	10/1/2009	12/31/2019	Unit	
AltaGas Renewable Energy Colorado LLC	AltaGas Renewable Energy Colorado LLC	29	PSCo	PSCo	Northwest	10/17/2012	10/16/2037	Unit	
Craven County Wood Energy LP	Craven County Wood Energy LP	45	Duke Progress	Duke Progress	Southeast	1/1/2011	12/31/2017	Unit	
Grayling Generating Station LP	Grayling Generating Station Limited Partnership	38	MISO	MISO	Central	6/1/1992	6/1/2027	Unit	

RtgMethod	Regions
N	Northeast
S	Southeast
U	Central
E	SPP
	Southwest
	Northwest

Asset Appendix: Transmission/Natural Gas Assets

Electric Transmission Assets and/or Natural Gas Intrastate Pipelines and/or Gas Storage Facilities

[A]	[B]	[C]	[D]	[E]	[F]	[G]	[H]	[I]	[J]
Filing Entity and its Energy Affiliates	Cite to order accepting OATT or order approving the transfer of transmission facilities to an RTO or ISO	Asset Name and Use	Owned By	Controlled By	Date Control Transferred	Location		Size	End Note Number (Enter text in End Notes Sheet)
						Market / Balancing Authority Area	Geographic Region	Size (e.g., length and kV for electric, length and diameter for pipelines, and capacity for gas storage)	
AltaGas Pomona Energy Storage Inc.		N/A	N/A	N/A	N/A	N/A	N/A	N/A	
AltaGas Facilities (U.S.) Inc.		Coutts Pipeline	AltaGas Facilities (U.S.) Inc.	AltaGas Facilities (U.S.) Inc.	N/A	Northwestern Energy	Northwest	2 miles	
SEMCO		Natural gas distribution facilities located in Michigan	SEMCO	SEMCO	N/A	MISO	Central	6,000 miles	
SEMCO		Natural gas storage facility located in Michigan	SEMCO	SEMCO	N/A	MISO	Central	6.4 Bcf	2

Asset Appendix: End Notes

End Notes for Entries in the Generation, Long-Term Firm PPA and Transmission/Natural Gas Assets Sheets

[A] End Note Number	[B] Sheet (Generation, PPA or Transmission / Natural Gas)	[C] Explanatory Note
1	Generation	The San Gabriel Facility is a qualifying facility under Docket No. OF85-93.
2	Transmission	This represents 50 percent of the total 12.8 Bcf capacity of the storage facility.

Document Content(s)

AltaGas Pomona Energy Storage Inc. MBR Application.DOC.....	1-25
FERC GENERATED TARIFF FILING.RTF.....	26-28
AltaGas Pomona Energy Storage Inc. Appendix B.XLSX.....	29-36