

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

Aurora Generation, LLC

)

Docket No. EG16-___-000

**NOTICE OF SELF-CERTIFICATION OF
EXEMPT WHOLESALE GENERATOR STATUS**

Pursuant to the Public Utility Holding Company Act of 2005 (“PUHCA 2005”)¹ and Section 366.7 of the regulations of the Federal Energy Regulatory Commission (the “Commission”),² Aurora Generation, LLC (“Aurora Generation”) submits this notice of self-certification as an “exempt wholesale generator” (“EWG”) within the meaning of Section 366.1 of the Commission’s regulations.³

I.

AURORA GENERATION’S NAME AND ADDRESS

The full name and address and principal place of business of Aurora Generation are as follows:

Aurora Generation, LLC
c/o LS Power Development, LLC
One Tower Center, 21st Floor
East Brunswick, NJ 08816

¹ 42 U.S.C. §§ 16451-16463 (2012).

² 18 C.F.R. § 366.7 (2015).

³ 18 C.F.R. § 366.1 (2015).

II.

CORRESPONDENCE AND COMMUNICATIONS

All correspondence and communications concerning the above-captioned proceeding should be addressed to the following persons:

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III.

DESCRIPTION OF AURORA GENERATION

Aurora Generation is a recently-formed Delaware limited liability company. Aurora Generation is an indirect subsidiary of LS Power Development, LLC. Aurora Generation currently has no assets but expects to acquire the Aurora Generating Station (the “Facility”), an approximately 832 MW (summer rating)⁴ natural gas-fired generation facility in Du Page County, Illinois and certain associated assets from NRG Wholesale Generation LP (“NRG Wholesale”) pursuant to a Purchase and Sale Agreement, dated May 11, 2016, among NRG Wholesale, NRG Ilion Limited Partnership, NRG Rockford Acquisition, LLC and RA Generation, LLC.⁵

Aurora Generation is concurrently filing an application for market-based rate authority, and will be a “public utility” under the FPA upon acceptance of that application.

⁴ This is the rating reported on Form EIA-860. See Energy Information Administration, *Form EIA-860 detailed data*, <http://www.eia.gov/electricity/data/eia860/index.html>.

⁵ An application for approval of the proposed acquisition pursuant to Section 203 of the Federal Power Act, 16 U.S.C. § 824b (2012), is being concurrently filed with the Commission.

IV.

REPRESENTATIONS REGARDING EWG STATUS

Aurora Generation makes the following representations in order to demonstrate that it will be an EWG under Section 366.1 of the Commission's regulations.⁶

1. Aurora Generation will be exclusively engaged in the business of owning and/or operating the Facility and, potentially, other "eligible facilities" and selling electric energy at wholesale, except to the extent that it may engage in certain activities which the Commission has previously determined are incidental to wholesale sales of electric energy, including, but not necessarily limited to:

- The sale of ancillary services,⁷
- The sale of byproducts of the generation of electric energy,⁸
- The resale of excess electric transmission capacity,⁹
- The purchase and sale of congestion revenue rights needed to operate eligible facilities owned and/or operated by Aurora Generation,¹⁰
- The resale of excess fuel supplies and/or the assignment of excess fuel transportation capacity originally acquired for the operation of one or more eligible facilities owned and/or operated by Aurora Generation,¹¹
- Certain project development and financing activities necessary to achieve financial closing of EWGs and/or eligible facilities that Aurora Generation will own and/or operate,¹²

⁶ 18 C.F.R. § 366.1 (2015). *See also Prairie Breeze Wind Energy LLC*, 143 FERC ¶ 61,051 at P 4 (2013) (identifying representations an entity must make to establish EWG status); *DTE Pontiac North LLC*, 121 FERC ¶ 61,037 at P 7 (2007) ("*DTE Pontiac*") (same).

⁷ *See Sithe Framingham LLC*, 83 FERC ¶ 61,106 at 61,504 (1998).

⁸ *See Richmond Power Enter., L.P.*, 62 FERC ¶ 61,157 at 62,098 (1993).

⁹ *See Compañía Hidroeléctrica Doña Julia S. De R.L.*, 85 FERC ¶ 61,336 at 62,318 (1998).

¹⁰ *See Duquesne Power, L.P.*, 106 FERC ¶ 61,104 at P 7 (2004).

¹¹ *See Selkirk Cogen Partners, L.P.*, 69 FERC ¶ 61,037 at 61,168-69 (1994).

¹² *See AEP Resources, Project Mgmt. Co.*, 74 FERC ¶ 61,202 at 61,674 (1996).

- The trading of emissions allowances obtained for the normal operation of the facilities that become excess to the requirements of eligible facilities owned and/or operated by Aurora Generation,¹³
- The sale of “green” power certificates or credits associated with power produced by eligible facilities owned or operated by Aurora Generation,¹⁴
- Leasing or renting property to third parties provided that all revenues above a nominal amount from activities not reasonably incidental to the ownership or operation of eligible facilities and sales of electric energy at wholesale are donated to charity or transferred to a non-affiliate,¹⁵
- Entering into leases of real property comprising part of eligible facilities, as lessee,¹⁶
- Entering into agreements relating to facilities shared with an affiliated EWG and used in the operation of eligible facilities,¹⁷
- Engaging in one-time sales of excess land located adjacent to one or more of its eligible facilities,¹⁸
- Providing emergency support, services, and material to other utilities or facilities in the event of a natural disaster or catastrophic event,¹⁹
- Providing site services that are reasonably incidental to the generation and sale of electric energy at wholesale,²⁰

¹³ See, e.g., *UGI Devel. Co.*, 89 FERC ¶ 61,192 at 61,587-88 (1999).

¹⁴ See *Madison Windpower, LLC*, 93 FERC ¶ 61,270 at 61,871 (2000).

¹⁵ See *Duke Energy Hot Spring, LLC*, 98 FERC ¶ 61,287 (2002) (“*Duke Hot Spring*”).

¹⁶ See *DTE Pontiac*, 121 FERC ¶ 61,037 at P 7 n.6.

¹⁷ See *Buffalo Gap Wind Farm 2, LLC*, 118 FERC ¶ 61,069 at PP 2, 14 & n.3 (2007).

¹⁸ See *Vienna Power LLC*, 112 FERC ¶ 62,199 (2005).

¹⁹ See Notice of Self-Certification of Exempt Wholesale Generator Status at 9-10, Docket No. EG09-12-000 (filed Nov. 7, 2008); *Majestic Wind Power LLC*, Notice of Effectiveness of Exempt Wholesale Generator Status, Docket Nos. EG09-10-000, *et al.* (Feb. 27, 2009) (unreported).

²⁰ See *PPL Martins Creek, LLC*, 105 FERC ¶ 61,177 at P 10 (2003) (approving EWG’s provision of potable water and cooling tower make-up water, along with waste water treatment and discharge services, to an affiliate’s neighboring facility); *Hardee Power Partners, Ltd.*, 104 FERC ¶ 61,327 at PP 10-11 (2003) (approving arrangement under which an EWG allowed third party use of road, water, and switchyard facilities and the EWG’s provision of day-to-day physical operation services of switchyard facilities for safety reasons); *Duke Hot Spring*, 98 FERC ¶ 61,287 at 62,255-56 (approving EWG acting as a source of power to a transmission company’s substation where such substation interconnected the EWG’s plant to the electric transmission system).

- Selling spare parts and/or equipment originally acquired in connection with the ownership and operation of Aurora Generation’s eligible facilities when such spare parts and/or equipment have become excess to Aurora Generation’s needs,²¹ and
- Such other activities as are consistent with the Commission’s EWG precedent.

2. The Facility will be an “eligible facility” as defined in Section 32(a)(2) of the Public Utility Holding Company Act of 1935,²² which is incorporated by reference in Section 1262(6) of PUHCA 2005,²³ and Section 366.1 of the Commission’s regulations.²⁴ The Facility does not include any transmission or distribution facilities other than those interconnecting transmission facilities necessary to interconnect to the transmission grid and to permit the sale of the output of the Facility at wholesale.

3. No portion of the Facility is, or will be, owned or operated by an “electric utility company” that is an “affiliate” or “associate company” of Aurora Generation and that is not an EWG, qualifying facility, or foreign utility company, in each case as such terms are defined in Section 366.1 of the Commission’s regulations.²⁵

4. There are no lease arrangements involving the Facility under which Aurora Generation is, or will be, the lessor.

5. No rate or charge for, or in connection with, the construction of the Facility, or for electric energy produced by the Facility was in effect under the laws of any State on October 24, 1992. As a result, no determination or certification by any state commission is necessary prior to certification of Aurora Generation as an EWG.

²¹ See *Blue Spruce Energy Ctr., LLC*, 105 FERC ¶ 61,059 at P 10 (2003).

²² 15 U.S.C. § 79z-5a(a)(2) (repealed 2005).

²³ 42 U.S.C. § 16451(6) (2012).

²⁴ 18 C.F.R. § 366.1 (2015).

²⁵ *Id.*

V.

SERVICE

In accordance with Section 366.7(a) of the Commission's regulations,²⁶ Aurora Generation is serving a copy of this notice of self-certification on the Illinois Commerce Commission, which is the state regulatory authority in the state in which the Facility is located.

VI.

CONCLUSION

For the foregoing reasons, Aurora Generation satisfies the requirements for EWG status.

Respectfully submitted,

AURORA GENERATION, LLC

By: /s/ Neil L. Levy
Neil L. Levy
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Counsel for **Aurora Generation, LLC**

Dated: May 18, 2016

²⁶ 18 C.F.R. § 366.7(a) (2015).

CERTIFICATE OF SERVICE

I hereby certify that I have this day served the foregoing document on the Illinois
Commerce Commission.

Dated at Washington, D.C., this 18th day of May, 2016.

/s/ Stephanie S. Lim
Stephanie S. Lim