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June 15, 2016

Kimberly D. Bose
Secretary
Federal Energy Regulatory Commission
888 First Street, NE
Washington, DC 20426

**Re: Cayuga Operating Company, LLC, Docket No. ER12-1563-_____
Somerset Operating Company, LLC, Docket No. ER12-1562-_____**

Notice of Non-Material Change in Status

Dear Secretary Bose:

Cayuga Operating Company, LLC (Cayuga) and Somerset Operating Company, LLC (Somerset, and together with Cayuga, Sellers) hereby submit for filing this notice of non-material change in status in compliance with the reporting requirements set forth in section 35.42 of the regulations of the Federal Energy Regulatory Commission (FERC or Commission).¹ This Notice informs the Commission that on May 16, 2016, pursuant to a transaction authorized by the Commission in Docket No. EC15-214-000 (Transaction), Riesling Power LLC (Riesling Power) acquired 100% of the direct membership interests in Sellers from Upstate New York Power Producers Inc. (USNYPP).² As demonstrated below, the change in status reported herein does not materially change the facts and circumstances that the Commission relied upon in granting market-based rate authority to Sellers.

¹ 18 C.F.R. § 35.42 (2015).

² Upstate New York Power Producers Inc., et al., 154 FERC ¶ 61,015 (2016).

I. Communications

Communications with regard to this Notice should be addressed to:

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II. Description of Sellers

Cayuga is the owner and operator of a 322.5 MW (nameplate rating) coal-fired electric generation facility located near the town of Lansing, New York (Cayuga Facility). The Cayuga Facility is interconnected to the transmission system operated by the New York Independent System Operator, Inc. (NYISO). Cayuga is an exempt wholesale generator (EWG) under the Public Utility Holding Company Act of 2005 (PUHCA).³ The Commission has authorized Cayuga to make wholesale sales of energy, capacity, and ancillary services at market-based rates.⁴ All of the output of the Cayuga Facility currently is sold into the wholesale market on a merchant basis.⁵

³ Notice of Self-Certification of Exempt Wholesale Generator Status, Docket No. EG12-57-000 (Apr. 13, 2012); Notice of Effectiveness of Exempt Wholesale Generator or Foreign Utility Company status, Docket Nos. EG12-43-000 *et al.* (July 12, 2012).

⁴ *Somerset Operating Company, LLC, et al.*, Letter Order, Docket Nos. ER12-1562-000 *et al.*, (May 25, 2012).

⁵ Cayuga has entered into a Reliability Support Services Agreement with New York State Electric & Gas Corporation effective January 16, 2014, extending through June 30, 2017 (RSSA). Pursuant to the RSSA, Cayuga is required to offer the electric energy associated with the Cayuga Facility, when available, into the NYISO day-ahead energy market. It also is required under the RSSA to offer the Cayuga Facility's available net generating capability into the NYISO unforced capacity spot market auction at a *de minimis* price.

Somerset is the owner and operator of a 655 MW (nameplate rating) coal-fired electric generation facility located near Barker, New York (Somerset Facility). The Somerset Facility is interconnected to the transmission system operated by NYISO. Somerset is an EWG under PUHCA.⁶ The Commission has authorized Somerset to make wholesale sales of energy, capacity, and ancillary services at market-based rates.⁷ All of the output of the Somerset Facility currently is sold into the wholesale market on a merchant basis.

Sellers do not own, operate, or control any transmission facilities in the United States, except for the limited and discrete interconnection equipment necessary to connect Sellers' individual generation facilities to the grid. Sellers' affiliate Somerset Railroad Corporation (SRC) owns and leases assets, including railroad cars used to transport coal to the Somerset Facility. SRC does not provide coal transportation service to any electric generation facilities other than the Somerset Facility. Sellers do not own or control any other inputs to electric power production, as defined in section 35.36(a) of the Commission's regulations, in the United States.

III. Notice of Non-Material Change in Status

A. Description of the Transaction

Prior to the Transaction, Sellers and SRC were indirect wholly-owned subsidiaries of USNYPP. Pursuant to the Transaction on May 16, 2016, Riesling Power acquired 100% of the direct membership interests in Sellers and SRC. Riesling Power is a direct wholly-owned subsidiary of Heorot Power LLC, which in turn is a wholly-owned subsidiary of Centennial Power, LLC, which is a direct, wholly-owned subsidiary of Heorot East LLC, a direct wholly-owned subsidiary of Heorot Power Holdings LLC (Heorot Holdings).⁸

B. Heorot Holdings and its Affiliates

Heorot Holdings is owned 87.82% by investment funds managed or advised by GSO Capital Partners LP (GSO). Each of the remaining owners of Heorot Holdings holds less than 10% of the outstanding voting interests in Heorot Holdings and does not otherwise control Heorot Holdings.

⁶ Notice of Self-Certification of Exempt Wholesale Generator Status, Docket No. EG12-58-000 (Apr. 13, 2012); Notice of Effectiveness of Exempt Wholesale Generator or Foreign Utility Company status, Docket Nos. EG12-43-000 et al. (July 12, 2012).

⁷ Somerset Operating Company, LLC, Letter Order, Docket Nos. ER12-1562-000 (May 25, 2012).

⁸ Heorot Holdings was formerly known as Bicent Power LLC. On December 17, 2015, Bicent Power LLC filed a Certificate of Amendment with the Secretary of State of the State of Delaware changing its corporate name to Heorot Power Holdings LLC.

GSO represents the credit-oriented business of The Blackstone Group L.P. (Blackstone) and is a major participant in the leveraged finance markets. Blackstone is a leading global alternative asset manager and provider of financial advisory services. Blackstone's alternative asset management businesses include the management of corporate private equity funds, real estate opportunity funds, funds of hedge funds, mezzanine funds, senior debt funds, proprietary hedge funds, and closed-end mutual funds.⁹

Except for the Cayuga Facility and Somerset Facility, GSO is not affiliated with any other generation capacity located within Sellers' relevant market, the NYISO balancing authority area (BAA). Within first-tier markets to the NYISO BAA, GSO is affiliated with Tanner Street Generation, LLC, the owner and operator of an 85 MW (nameplate rating) dual fuel combined-cycle generation facility located in the ISO New England, Inc. BAA. All of the output of the TSG facility currently is sold into the wholesale market on a merchant basis. GSO also is affiliated Twin Eagle Resource Management, LLC (TERM) an energy marketing company that does not own or control any electric generation facilities in the United States.

Currently, GSO is not affiliated with any electric transmission facilities in the United States, other than the limited and discrete facilities.¹⁰ GSO is affiliated with Champlain Hudson Power Express, Inc. (CHPE), which is developing a proposed 1,000 MW, 336-mile, +/- 300 to 320 kV high voltage direct current (HVDC) underground and submarine merchant transmission line (CHPE Project). The CHPE Project will originate at the Canada-United States border and will terminate in New York City. The Commission has authorized CHPE to charge negotiated rates for the sale of transmission capacity on the CHPE Project;¹¹ however, CHPE has not yet filed a rate schedule for the CHPE Project. The CHPE Project is expected to be completed in 2019 and will be under the operational control of NYISO.

GSO also is affiliated with Champlain VT, LLC, d/b/a TDI New England (TDI-NE), which is developing a proposed 1,000 MW 154-mile, +/- 300 to 320 kV HVDC

⁹ Blackstone is a publicly-traded entity listed on the New York Stock Exchange (NYSE: BX). Although certain entities (and their affiliates) may from time to time own 10% or more of the publicly-traded units of Blackstone, the publicly-traded units convey no voting control over the management of Blackstone, which (as described in Blackstone's Form 10-K filings with the Securities and Exchange Commission) is managed and operated by its general partner, Blackstone Group Management L.L.C (BGM). Information regarding the BGM's ownership was filed with the Commission in Docket No. ER15-2057-001 on August 20, 2015.

¹⁰ In addition to the limited and discrete generator interconnection facilities, GSO is affiliated with South Central MCN LLC (MCN), which currently owns certain limited and discrete transmission facilities in the Southwest Power Pool, Inc. BAA that are used to provide wholesale distribution service to Tri-County Electric Cooperative Inc. The Commission has granted MCN a waiver of the obligation to file an open access transmission tariff because it has determined that MCN's transmission facilities are limited and discrete and do not constitute an integrated transmission system. South Central MCN LLC, 154 FERC ¶ 61,090 at P 34 (2016).

¹¹ See Champlain Hudson Power Express, Inc., 132 FERC ¶ 61,006 (2010).

underground and submarine merchant transmission line (New England Clean Power Link) that will originate at a converter station in Quebec, Canada and terminate in Cavendish, Vermont. The Commission has authorized TDI-NE to charge negotiated rates for the sale of transmission capacity on the New England Clean Power Link;¹² however, TDI-NE has not yet filed a rate schedule for the project. The New England Clean Power Link is expected to be completed and placed in service in 2019. Upon completion of the transmission line, the approximately 154-mile-long section of the New England Clean Power Link located in the United States will be under ISO-NE's operational control.

As a result of the Transaction, within the NYISO BAA, GSO is now affiliated with SRC. In addition, as indicated in Attachment A, affiliates of GSO own or control certain other inputs to electric power production, all of which are located outside of the NYSIO BAA. GSO is not affiliated with any other inputs to electric power production, including intrastate natural gas transportation, intrastate natural gas storage or distribution facilities; physical coal supply sources and ownership of or control over who may access transportation of coal supplies.

C. Sellers Continue to Satisfy the Criteria for Market-Based Rates

Sellers' new affiliation with Heorot Holdings and its affiliates as a result of the Transaction does not result in a material change in facts and circumstances that the Commission relied upon in granting market-based rate authorization to Sellers.

1) Horizontal Market Power

The Commission reviews horizontal market power by assessing the market power of the seller and any of its affiliates that own or control generation in the relevant geographic market.¹³ The Commission has indicated that the relevant geographic market is the BAA or submarket, as applicable, where the seller's generation is physically

¹² See Champlain VT, LLC, 146 FERC ¶ 61,167 (2014).

¹³ See Market-Based Rates for Wholesale Sales of Electric Energy, Capacity and Ancillary Services by Public Utilities, Order No. 697, 72 Fed. Reg. 39,904 (July 20, 2007), FERC Stats. & Regs. ¶ 31,252 at PP 232 n.261 (2007), clarified, 121 FERC ¶ 61,260 (2007), order on reh'g, Order No. 697-A, 73 Fed. Reg. 25,832 (May 7, 2008), FERC Stats. & Regs. ¶ 31,268 (2008); order on reh'g, Order No. 697-B, 73 Fed. Reg. 79,610 (Dec. 30, 2008), FERC Stats. & Regs. ¶ 31,285 (2008); order on reh'g, Order No. 697-C, 74 Fed. Reg. 30,924 (June 29, 2009), FERC Stats. & Regs. ¶ 31,291 (2009); order on reh'g, Order No. 697-D, 75 Fed. Reg. 14,342 (Mar. 25, 2010), FERC Stats. & Regs. ¶ 31,305 (2010); order on clarification, 131 FERC ¶ 61,021 (2010); aff'd sub nom. Mont. Consumer Counsel v. FERC, 659 F.3d 910 (9th Cir. 2011), cert denied sub nom. Pub. Citizen, Inc. v. FERC, 133 S. Ct. 26 (2012); AEP Power Mktg., Inc., et al., 97 FERC ¶ 61,219 (2001); order on reh'g and modifying interim generation market power analysis, 107 FERC ¶ 61,018 at P 73 n.63 (AEP), order on reh'g, 108 FERC ¶ 61,026 (2004).

located.¹⁴ Accordingly, Sellers are using the NYISO BAA as the relevant geographic markets for purposes of this Notice.¹⁵

As demonstrated below, Sellers pass the pivotal supplier and market share screens for the NYISO BAA.¹⁶ Moreover, Sellers commit to comply with all applicable NYISO market rules regarding market monitoring and mitigation.¹⁷

The pivotal supplier screen compares the amount of uncommitted capacity owned or controlled by a seller in the relevant market and the net uncommitted capacity in that market. If a seller's total uncommitted capacity in the market is less than the difference between the total uncommitted capacity and the wholesale load, then the seller passes the screen.¹⁸ As a result of the Transaction, Sellers and their affiliates own or control 1,063 MW of generation capacity within the NYISO BAA and its first-tier markets. In contrast, the net uncommitted supply in the NYISO BAA is 6,316 MW. These numbers are reflected in Attachment B, which is based on data recently accepted by the Commission.¹⁹ Because the uncommitted capacity owned or controlled by Sellers and

¹⁴ See Order No. 697 at P 231-32 n.216; see also AEP, 107 FERC ¶ 61,018 at P 73 n.63, order on reh'g, 108 FERC ¶ 61,026 at P 31 (2004).

¹⁵ The Commission has authorized the submission of streamlined applications and the use of simplifying assumptions, where appropriate. See Order No. 697 at PP 321, 337, and 1113 (permitting the use of simplifying assumptions and reliance on prior studies); AEP, 107 FERC ¶ 61,018 at PP 113-117. For purposes of this analysis, Sellers conservatively assume there is no non-affiliated capacity available for import into the NYISO BAA.

¹⁶ In accordance with Order No. 816, Sellers are submitting their pivotal supplier and market share screens in the Commission's new electronic format. See Order No. 816 at P 80. Further, in accordance with the Commission's past guidance, Sellers rely on the most recently accepted data for purposes of this analysis. However, because any data filed prior to the January 28, 2016 effective date of Order No. 816 does not report remote capacity or remote long-term purchases and sales, Sellers conservatively assume no unaffiliated remote capacity and no unaffiliated remote long-term purchases are available for import into the NYISO BAA. None of Sellers or any of their affiliates owns or controls any generation capacity within the first-tier markets that is associated with long-term transmission reservations, dynamically scheduled, or interconnected through a pseudo tie into the NYISO BAA. Further, none of Sellers or any of their affiliates have any remote long-term purchases or sales of energy or capacity within the NYISO BAA.

¹⁷ The Commission has adopted a rebuttable presumption that existing Commission-approved market monitoring and mitigation rules are sufficient to address any market power concerns. See Order No. 697-A at P 111; see also NextEra Energy Power Mktg., LLC, Docket Nos. ER09-832-004, et al. (Mar. 25, 2010) (delegated letter order).

¹⁸ Order No. 697 at P 42; AEP, 107 FERC ¶ 61,108 at P 99 (2004)

¹⁹ Data on the NYISO BAA for the period of December 2013 to November 2014 is based on the market power analysis submitted on June 26, 2015 and accepted by the Commission on September 2, 2015. See Castleton Commodities Merchant Trading L.P., Notice of Non-Material Change in Status at NYISO PSA, Docket No. ER13-823-004 et al. (June 26, 2015) (Castleton Notice); Castleton Commodities Merchant Trading L.P., Docket No. ER13-823-004 et al. (Sept. 2, 2015). A copy of the data from the Castleton Notice is attached as Attachment C.

their affiliates is less than the net uncommitted supply in the NYISO BAA, Sellers pass the pivotal supplier screen.

The market share screen calculates the seller's share of uncommitted capacity in the relevant market during each of the four seasons. If the seller's share of uncommitted capacity in the relevant market is under 20% in each season, the seller passes the market share screen. As reflected in Attachment B, Sellers and their affiliates own or control no more than 9.2% of the total uncommitted capacity within the NYISO BAA in any of the four seasons, which is based on data recently accepted by the Commission.²⁰ Because Sellers and their affiliates own or control less than 20% of the total uncommitted capacity in the NYISO BAA in all four seasons, Seller and their affiliates pass the market share screen.

Accordingly, the Transaction does not raise any concerns with respect to Sellers' horizontal market power.

2) Vertical Market Power

Sellers continue to lack vertical market power following the Transaction. The Transaction does not involve any transmission facilities, except for the limited and discrete interconnection equipment necessary to connect the Cayuga Facility and Somerset Facility to the transmission grid. Sellers affirm that Sellers qualify for the blanket OATT waiver pursuant to section 32.28(d)(2) of the Commission's regulations.²¹ None of Seller's affiliates currently owns or controls any operational transmission facilities in the United States, except for limited and discrete facilities.

As noted above, SRC owns or leases assets, including railroad cars, used to transport coal to the Somerset Facility. SRC does not provide coal transportation service to any electric generation facility other than the Somerset Facility. Through GSO, Sellers are now affiliated with certain other inputs to electric power production, as defined in section 35.36 of the Commission's regulations, all of which are located outside of Sellers' relevant market. These inputs do not raise any vertical market power concerns because the Commission has adopted a rebuttal presumption that ownership or control of such inputs does not allow a seller to erect barriers to entry.²² Further, Sellers affirm that Sellers and their affiliates have not erected barriers to entry in the relevant market and will not erect barriers to entry in the relevant market. Accordingly, Sellers continue to lack vertical market power.

²⁰ Id. at NYISO MSA.

²¹ 18 C.F.R. § 35.28(d)(2) (as amended by Open Access and Priority Rights on Interconnection Customer's Interconnection Facilities, Order No. 807, 80 Fed. Reg. 17,654 (Apr. 1, 2014), FERC Stats. & Regs. ¶ 31,367, at PP 55, 57 (2015), order denying reh'g, Order No. 807-A, 153 FERC ¶ 61,047 (2015)).

²² See Order No. 697 at P 1018.

IV. Conclusion

For the reasons set forth above, the Transaction does not materially change the facts and circumstances that the Commission relied upon in granting market-based rate authority to Sellers. Sellers respectfully request that the Commission accept for filing this Notice and find that no further inquiry is necessary.

Respectfully submitted,

/s/ Jessica C. Friedman
Jessica C. Friedman

Counsel for Sellers

ATTACHMENT C

DATA EXCERPT FROM CASTLETON NOTICE



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June 26, 2015

Via eFiling

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

Re: Notice of Change in Status

Castleton Commodities Merchant Trading L.P., Dkt. No. ER13-823-____
Roseton Generating LLC, Dkt. No. ER13-773-____
CCI Rensselaer LLC, Dkt. No. ER12-1561-____
Ingenco Wholesale Power, L.L.C., Dkt. No. ER10-2481-____
Collegiate Clean Energy, LLC, Dkt. No. ER13-33-____

Dear Ms. Bose:

Castleton Commodities Merchant Trading L.P., Roseton Generating LLC, CCI Rensselaer LLC (collectively, the "Pre-Transaction CCI MBR Sellers") and Ingenco Wholesale Power, L.L.C. ("IWP") and Collegiate Clean Energy, LLC ("CCE") (together, the "Ingenco MBR Sellers," and collectively with the Pre-Transaction CCI MBR Sellers, the "CCI MBR Sellers"), each of which has market-based rate ("MBR") authority, hereby jointly submit a notice of change in status. Each of the CCI MBR Sellers is currently an indirect, wholly-owned subsidiary of Castleton Commodities International LLC ("CCI").

This filing is made pursuant to Order No. 697¹ and Section 35.42 of the Commission's Regulations, 18 C.F.R. § 35.42 (2015), to reflect the fact that CCI U.S. Asset Holdings LLC ("CCI Holdings"), an indirect, wholly-owned subsidiary of CCI, indirectly acquired the Ingenco MBR Sellers on May 27, 2015 (i.e., within the last 30 days) and thus the Pre-Transaction CCI MBR Sellers became affiliated with the Ingenco

¹ *Market-Based Rates for Wholesale Sales of Electric Energy, Capacity and Ancillary Services by Public Utilities*, Order No. 697, FERC Stats. & Regs. ¶ 31,252 (2007) ("Order No. 697"), *subsequent history omitted*.

Part I -- Pivotal Supplier Analysis

NYISO			
Row	Generation	MW	Reference (December '13 - November '14)
	Seller and Affiliate Capacity		
A	Installed Capacity	1,304	Generation
B	Long-Term Firm Purchases	-	
C	Long-Term Firm Sales	-	
D	Imported Power	135	Affiliated generation in first-tier markets
	Non-Affiliate Capacity		
E	Installed Capacity	36,674	NYISO Gold Book (2014) less Row A above
F	Long-Term Firm Purchases	-	
G	Long-Term Firm Sales	-	
H	Imported Power	7,685	Northeast Region SIL Order (147 FERC ¶ 61,190 (2014), less Row D above
I	Balancing Authority Area Reserve Requirement	(1,965)	NYISO Locational Reserve Requirements
J	Amount of Line I Attributable to Seller, if any	-	
K	Total Uncommitted Capacity	22,484	SUM (A,B,C,D,E,F,G,H,I,M)
	Load		
L	Balancing Authority Area Annual Peak Load	29,782	NYISO Load Data
M	Average Daily Peak Native Load in Peak Month	(21,350)	NYISO Load Data
N	Amount of Line M Attributable to Seller, if any	-	
O	Wholesale Load	8,432	(L+M)
P	Net Uncommitted Supply	14,051	(K-O)
Q	Seller's Uncommitted Capacity	1,439	SUM (A,B,C,D,J,N)
R	Result of Pivotal Supplier Screen	PASS	(Pass if (Q < P); (Fail if Q > P)

Part II -- Market Share Analysis

NYISO

Row		Winter (MW)	Spring (MW)	Summer (MW)	Fall (MW)	Reference December '13 - November '14
	Seller and Affiliate Capacity					
A	Installed Capacity	1,317	1,317	1,304	1,317	Generation
B	Long-Term Firm Purchases	-	-	-	-	
C	Long-Term Firm Sales	-	-	-	-	
D	Seasonal Average Planned Outages	-	-	-	-	
E	Imported Power	135	135	135	135	Affiliated generation in first-tier markets
	Capacity Deductions					
F	Average Peak Native Load in the Season	(22,278)	(19,102)	(23,353)	(20,148)	NYISO Load Data
G	Amount of Line F Attributable to Seller, if any	-	-	-	-	
H	Amount of Line F Attributable to Others, if any	(22,278)	(19,102)	(23,353)	(20,148)	
I	Balancing Authority Area Reserve Requirement, if any	(1,965)	(1,965)	(1,965)	(1,965)	NYISO Locational Reserve Requirements
J	Amount of Line I Attributable to Seller, if any	-	-	-	-	
K	Amount of Line I Attributable to Others, if any	(1,965)	(1,965)	(1,965)	(1,965)	
	Non-Affiliate Capacity					
L	Installed Capacity	40,086	40,086	36,674	40,086	NYISO Gold Book (2014) less Row A above
M	Long-Term Firm Purchases	-	-	-	-	Exelon Filing* Rows C+M
N	Long-Term Firm Sales	-	-	-	-	
O	Local Seasonal Average Planned Outages	(3,612)	(5,779)	(1,157)	(4,602)	FERC Form 714
P	Uncommitted Capacity Imports	7,964	7,225	7,685	7,995	Northeast Region SIL Order (147 FERC ¶ 61,190 (2014), less Row E above
	Supply Calculation					
Q	Total Competing Supply	20,196	20,465	17,884	21,366	SUM (L,M,N,O,P,H,K)
R	Seller's Uncommitted Capacity	1,451	1,451	1,439	1,451	SUM (A,B,C,D,E,G,J)
S	Total Seasonal Uncommitted Capacity	21,647	21,917	19,323	22,818	SUM (Q,R)
T	Seller's Market Share	6.7%	6.6%	7.4%	6.4%	(R/S)
	Results	PASS	PASS	PASS	PASS	Pass if T < 20%; Fail if T > 20%

CERTIFICATE OF SERVICE

I hereby certify that I have this day caused to be served the foregoing document upon each person designated on the official service lists compiled by the Secretary in these dockets.

Dated at Washington, D.C. this 15th day of June, 2016.

/s/ Jessica C. Friedman

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Affiliates of GSO Capital Partners LP
Asset Appendix: Generation Assets
(as of June 2016)

Attachment A

[A]	[B]	[C]	[D]	[E]	[F]	[G] Location [H]		[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 Note Tab)
Twin Eagle Resource Management, LLC	ER11-2154	(N/A)	(N/A)	(N/A)	(N/A)	(N/A)	(N/A)	(N/A)	(N/A)	(N/A)	(N/A)	
Cayuga Operating Company, LLC	ER12-1563	Cayuga Operating Company	Cayuga Operating Company, LLC	Cayuga Operating Company, LLC	(N/A)	NYISO	Northeast	Jun-12	322.5	322.5	N	
Somerset Operating Company, LLC	ER12-1562	Somerset Operating Company, LLC	Somerset Operating Company, LLC	Somerset Operating Company, LLC	(N/A)	NYISO	Northeast	Jun-12	655	655	N	
Tanner Street Generation, LLC	ER11-3642	L'Energia Energy Center	Tanner Street Generation, LLC	Tanner Street Generation, LLC	(N/A)	ISO-NE	Northeast	10/1992 10/2008	85	85	N	
San Joaquin Cogen, LLC	ER05-698	San Joaquin Cogen	San Joaquin Cogen, LLC	San Joaquin Cogen, LLC	(N/A)	CAISO	Southwest	Jan-90	46	46	N	1
BIV Generation Company, L.L.C.	ER99-3197	Brush Generation Facility	BIV Generation Company, L.L.C.	BIV Generation Company, L.L.C.	(N/A)	PSCO	Northwest	01/1994 09/2002	164	164	N	
Colorado Power Partners	ER99-3077	Brush Generation Facility	Colorado Power Partners	Colorado Power Partners	(N/A)	PSCO	Northwest	10/1/1990 07/1999	132	132	N	
Rocky Mountain Power, LLC	ER04-1027	Hardin Generator Project	Rocky Mountain Power, LLC	Rocky Mountain Power, LLC	(N/A)	NWMT	Northwest	Mar-06	115.7	115.7	N	2
Bastrop Energy Partners, L.P.	(N/A)	Bastrop Energy Center	Lonestar Generation LLC	Lonestar Generation LLC	(N/A)	TRE	(N/A)	May-02	618.7	618.7	N	3
Frontera Generation, LP	(N/A)	Frontera Energy Center	Lonestar Generation LLC	Lonestar Generation LLC	(N/A)	TRE	(N/A)	06/1999 07/1999 05/2000	529	529	N	3
Paris Generation, LP	(N/A)	Paris Energy Center	Lonestar Generation LLC	Lonestar Generation LLC	(N/A)	TRE	(N/A)	07/1989 12/1989	250	250	N	3
Major Oak Power, LLC	(N/A)	Twin Oaks Power One	Lonestar Generation LLC	Lonestar Generation LLC	(N/A)	TRE	(N/A)	09/1990 10/1991	349.2	349.2	N	3

Affiliates of GSO Captial Partners LP
 Asset Appendix: Transmission Assets / Natural Gas Assets
 (as of June 2016)

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

[A]	[B]	[C]	[D]	[E]	[F]	[G] Location		[I] Size	[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	Market / Balancing Authority Area	Geographic Region	Size: (length and kV)	End Note Number (Enter text in End Note Tab)
Champlain Hudson Power Express, Inc.	(N/A)	Champlain Hudson Power Express	Champlain Hudson Power Express, Inc.	Champlain Hudson Power Express, Inc.	(N/A)	NYISO	Northeast	Under Development	
Champlain VT, LLC	(N/A)	New England Clean Power Link	Champlain VT, LLC	Champlain VT, LLC	(N/A)	ISO-NE	Northeast	Under Development	
Cheniere Energy Partners, L.P.	(N/A)	Sabine Pass LNG; Sabine Pass Liquefaction; Cheniere Creole Trail Pipeline	Cheniere Energy Partners, L.P.	Cheniere Energy Partners, L.P.	(N/A)	MISO	Gulf	17.0 Bcf (Sabine Pass LNG); Sabine Pass Liquefaction and Cheniere Creole Trail Pipeline are under development.	4
Lonestart Pipeline Company, LLC	(N/A)	Rio Grande Intrastate Pipeline	Frontera Generation GP, LLC	Lonestart Pipeline Company, LLC	(N/A)	TRE	(N/A)	Approximately 20.1 mile, 8-inch lateral natural gas pipeline that serves Frontera Generation GP, LLC.	

Affiliates of GSO Captial Partners LP
Asset Appendix: End Notes
(as of June 2016)

End Notes for Entries in the Generation, Long-term PPA and Transmission Lists

[A]	[B]	[C]
End Note Number	List (Generation, PPA or Transmission)	Explanatory Note
1	Generation	San Joaquin Cogen, LLC succeeded San Joaquin Cogen, L.L.C., effective July 10, 2007. <u>See</u> Docket No. ER07-1259-000.
2	Generation	Rocky Mountain Power, LLC succeeded Rocky Mountain Power, Inc., effective July 10, 2007. <u>See</u> Docket No. ER07-1258-000.
3	Generation	These facilities are exempt wholesale generators located within the Electric Reliability Council of Texas, Inc. market.
4	Transmission	GSO Captial Partners LP (GSO) has voting preferred equity interests in companies that hold real estate in natural gas exploration and production. These companies do not have a 10% or greater voting interest in any intrastate gas pipelines, intrastate natural gas storage facilities, physical supplies of coal, or ownership or control over coal transportation. GSO is affiliated with Cheniere Energy Partners, L.P. Cheniere Energy Partners, L.P. is the 100% owner of Sabine Pass LNP, L.P., Sabine Pass Liquefaction, LLC, and Cheniere Creole Trail Pipeline, L.P.

Part I – Pivotal Supplier Analysis

Applicant-> Cayuga/Somerset

Market -> NYISO

Data Year -> Dec. 2013 - Nov. 20

Row

Generation

Seller and Affiliate Capacity (owned or controlled)

A	Installed Capacity (from inside the study area)	978
A1	Remote Capacity (from outside the study area)	0
B	Long-Term Firm Purchases (from inside the study area)	0
B1	Long-Term Firm Purchases (from outside the study area)	0
C	Long-Term Firm Sales (in and outside the study area)	0
D	Uncommitted Capacity Imports	85

Non-Affiliate Capacity (owned or controlled)

E	Installed Capacity (from inside the study area)	37,000
E1	Remote Capacity (from outside the study area)	0
F	Long-Term Firm Purchases (from inside the study area)	0
F1	Long-Term Firm Purchases (from outside the study area)	0
G	Long-Term Firm Sales (in and outside the study area)	-
H	Uncommitted Capacity Imports	0
I	Study Area Reserve Requirement	1,965
J	Amount of Line I Attributable to Seller, if any	0
K	Total Uncommitted Supply (A+A1+B+B1+D+E+E1+F+F1+H-C-G-I-M)	14,748

Load

L	Balancing Authority Area Annual Peak Load	29,782
M	Average Daily Peak Native Load in Peak Month	21,350
N	Amount of Line M Attributable to Seller, if any	0

O Wholesale Load (L-M) 8,432

P Net Uncommitted Supply (K-O) 6,316

Q Seller's Uncommitted Capacity (A+A1+B+B1+D-C-J-N) 1,063

Result of Pivotal Supplier Screen (Pass if Line Q < Line P) Pass

(Fail if Line Q > Line P)

Total Imports (Sum D,H), as filed by Seller ->	85
% of SIL for Seller's imported capacity ->	1.00
% of SIL for Other's imported capacity ->	0.00

SIL value -> -

Do Total Imports exceed the SIL value? -> Yes

Attachment B

14

Reference

Castleton Notice minus Row A

Conservatively assumed to be zero

Castleton Notice

Castleton Notice

Castleton Notice

Part II – Market Share Analysis

Applicant-> Cayuga/Somerset
 Study Area -> NYISO
 Data Year -> Dec. 2013 - Nov. 2014

Row	As filed by the Applicant/Seller		
	Winter (MW)	Spring (MW)	Summer (MW)
Seller and Affiliate Capacity (owned, controlled or under LT contract)			
A	978	978	978
A1	0	0	0
B	0	0	0
B1	0	0	0
C	0	0	0
D	0	0	0
E	85	85	85
Capacity Deductions			
F	22,278	19,102	23,353
G	0	0	0
H	22,278	19,102	23,353
I	1,965	1,965	1,965
J	0	0	0
K	1,965	1,965	1,965
Non-Affiliate Capacity (owned, controlled or under LT contract)			
L	40,425	40,425	37,000
L1	0	0	0
M	0	0	0
M1	0	0	0
N	0	0	0
O	3,612	5,779	1,157
P	0	0	0
Supply Calculation			
Q	12,570	13,579	10,525
R	1,063	1,063	1,063
S	13,633	14,642	11,588
T	7.8%	7.3%	9.2%
Results (Pass if < 20% and Fail if ≥ 20%)	Pass	Pass	Pass
U	85	85	85
V	-	-	-
Do Total Imports exceed SIL value? (is U<=V)	Yes	Yes	Yes

Attachment B

Fall (MW)	Reference
978	
0	
0	
0	
0	
0	
85	
20,148	Castleton Notice
0	
20,148	
1,965	Castleton Notice
0	
1,965	
40,425	Castleton Notice minus Row A
0	
0	
0	
0	
4,602	Castleton Notice
0	Conservatively assumed to be zero
13,710	
1,063	
14,773	
7.2%	
Pass	
85	
-	
Yes	

Document Content(s)

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Attachment A - GSO Affiliate Chart - June 2016.XLSX.....14-17

Attachment B - Cayuga-Somert CIS Screens.XLSX.....18-25