

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

Comanche Solar PV, LLC ) Docket No. EG16-\_\_\_\_-000

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

Pursuant to Section 366.7(a) of the Federal Energy Regulatory Commission’s (the “Commission”) regulations<sup>1</sup> implementing the Public Utility Holding Company Act of 2005 (“PUHCA 2005”), enacted by the Energy Policy Act of 2005 §§ 1261 *et seq.*,<sup>2</sup> Comanche Solar PV, LLC (“Comanche Solar”) hereby submits this notice of self-certification that it is an exempt wholesale generator (“EWG”) as defined in Section 366.1 of the Commission’s regulations.<sup>3</sup>

**I. CORRESPONDENCE AND COMMUNICATIONS**

All communications and correspondence regarding this notice should be sent to the following persons who are authorized to receive service:

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<sup>1</sup> 18 C.F.R. § 366.7(a).

<sup>2</sup> Pub. L. No. 109-58, 119 Stat. 594 (2005).

<sup>3</sup> 18 C.F.R. § 366.1.

## **II. DESCRIPTION OF COMANCHE SOLAR**

### **A. Comanche Solar's Ownership Structure**

Comanche Solar is wholly and indirectly owned by FR Warehouse II LLC (“FR Warehouse”). All of the Class A membership interests in FR Warehouse are indirectly owned by SunEdison, Inc. SunEdison is a publicly traded company that is in the business developing wind and solar energy projects and selling photovoltaic energy solutions. All of the Class B membership interests in FR Warehouse are indirectly owned by FREIF II Bravo AIV, L.P. (40%) and FREIF II Warehouse Co-Investment, L.P. (60%), which are each indirectly managed and controlled by First Reserve Energy Infrastructure G.P. II Limited.

### **B. Comanche Solar's Activities**

#### **1. The Facility and Power Sales**

Comanche Solar is constructing and will own and operate a 120 MW (nameplate) solar powered electric generating facility to be located in the Town of Pueblo, Pueblo County, Colorado (the “Facility”). Comanche Solar will sell electric capacity and energy produced at the Facility at wholesale pursuant to a 25-year power purchase agreement with Public Service Company of Colorado.<sup>4</sup>

The Facility will consist of 500,000 solar photovoltaic modules, 75 TMEIC SolarWare Samurai dc/ac inverters, each rated 1667 kW, 1000 V, and interconnection facilities necessary to connect the Facility to transmission facilities owned by Public Service Company of Colorado. Comanche Solar's interconnection facilities include six 34.5 kV feeders comprising the collector system — two feeders will have 10 daisy-chained inverters and the remaining feeders will have 11, 13, 15 and 16 daisy-chained inverters. Each inverter skid will include a 1850kVA/34.5kV Medium Voltage

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<sup>4</sup> Comanche Solar concurrently is filing an application under Section 205 of the Federal Power Act (“FPA”) to sell wholesale energy and capacity at market-based rates.

Transformer. Comanche Solar's interconnection facilities also include a 0.25 mile, 230 kV, 795 ACSR, overhead conductor line that will connect one main generator step-up transformer rated 34.5/230 kV, 78/104/130 MVA, to the Public Service Company of Colorado's Comanche Substation 230kV bus point of interconnection.

## 2. Potential Incidental Activities

In connection with developing, owning and operating the Facility, Comanche Solar may also engage in the following incidental activities that the Commission has found to be permissible EWG activities:

- sell ancillary services available from the Facility which are incidental to, and by-products of, the Facility's operations as a wholesale power generator;<sup>5</sup>
- reassign excess transmission capacity consistent with the Commission's requirement that such reassignment of excess transmission capacity be limited to transmission capacity Comanche Solar originally obtained for the purpose of affecting a specific wholesale sale of electric energy;<sup>6</sup>
- purchase and sell congestion revenue rights that Comanche Solar needs for the Facility's power sale operations;<sup>7</sup>
- trade emission allowances consistent with the Commission's limitation that an EWG may only engage in such trading so long as the emission allowances were originally obtained in the normal course of operating the Facility;<sup>8</sup>
- sell "green" power certificates or credits consistent with the Commission's limitation that an EWG may sell such certificates or credits where they are associated with power produced by the Facility;<sup>9</sup>
- lease or rent property to third parties but to the extent a lease arrangement is not reasonably necessary to Comanche Solar's generation business and a rental fee is received above a nominal amount, Comanche Solar will, consistent with EWG precedent, donate or transfer such rental revenues to a non-affiliated entity;<sup>10</sup>

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<sup>5</sup> The ancillary services Comanche Solar may sell would include reactive power and voltage support, regulation and frequency response services, load following, energy balancing services, spinning and supplemental reserves, blackstart capability, and any other ancillary services consistent with the Commission's rules or as otherwise permitted by the Commission. *See, e.g., Duke Energy Oakland LLC*, 83 FERC ¶ 61,304 (1998); *Sithe Framingham, LLC*, 83 FERC ¶ 61,106 (1998).

<sup>6</sup> *See CNG Power Services Corp.*, 71 FERC ¶ 61,026, at 61,103-04 (1995).

<sup>7</sup> *See Duquesne Power, L.P.*, 106 FERC ¶ 61,104 (2004).

<sup>8</sup> *See UGI Development Co.*, 89 FERC ¶ 61,192 (1999).

<sup>9</sup> *See Madison Windpower, LLC*, 93 FERC ¶ 61,270 (2000).

<sup>10</sup> *See, e.g., Duke Energy Hot Spring, LLC*, 98 FERC ¶ 61,287 (2002); *PSEG Fossil, LLC*, 95 FERC ¶ 61,405 (2001).

- engage in project development activities associated with the Facility. Such project development activities may include, but are not necessarily limited to, the following activities: due diligence; site investigations; feasibility studies; preliminary design and engineering; licensing and permitting; negotiation of asset and land acquisitions; negotiation of contractual commitments with lenders, equity investors, governmental authorities and other project participants and such other activities as may be necessary to financially close on eligible facilities; negotiation of power sales contracts; equipment purchases; fuel supply; engineering, construction, interconnection, and related matters; preparation and submission of bid proposals; and development of financing programs related to owning or operating the Facility and/or additional electric generation facilities that satisfy the criteria for EWG status;<sup>11</sup> and
- engage in other activities incidental to the sale of electric energy at wholesale that are consistent with the Commission's EWG precedent.

### **III. COMANCHE SOLAR'S REPRESENTATIONS REGARDING EXEMPT WHOLESALE GENERATOR STATUS**

Comanche Solar makes the following representations in order to demonstrate that it meets the Commission's definition of an EWG under Section 366.1 of the Commission's regulations.

A. Comanche Solar will be engaged directly and exclusively in the business of owning and operating all or part of one or more Eligible Facilities and selling electric energy at wholesale.<sup>12</sup> The Facility, including the interconnection facilities as described in Section II.B.1, satisfies the definition of Eligible Facility because it will be used for the generation of electric energy exclusively for sale at wholesale. Consistent with the Commission's EWG precedent, the activities described in Section II.B.2 above that Comanche Solar may engage in are incidental and will not violate the EWG exclusivity requirement.

B. Comanche Solar will not make any foreign sales of power at retail.

<sup>11</sup> See, e.g., *Empresa Valley Hermoso, S.A.*, 72 FERC ¶ 61,306, at 62,288 (1995). Comanche Solar will, to the extent required by the Commission, file a new notification of EWG status if it acquires ownership and/or operating interests in any additional Eligible Facilities not described herein or EWGs.

<sup>12</sup> Section 366.1 of the Commission's regulation adopts by reference Section 32(a)(2) of the Public Utility Holding Company Act of 1935 ("PUHCA 1935"), 15 U.S.C. § 79z-5a(a)(2), which defines the term eligible facilities ("Eligible Facilities"). Thus, the term Eligible Facilities as used herein has the meaning ascribed to it in Section 32(a)(2) of PUHCA 1935.

C. The Facility does not include transmission or distribution facilities other than the interconnection facilities described in Section II.B above, necessary to interconnect the Facility with the transmission system owned by Public Service Company of Colorado.

D. 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 as of October 24, 1992. Accordingly, no state commission determinations pursuant to Section 32(c) of the Public Utility Holding Company Act of 1935 are required.

E. No portion of the Facility will be owned or operated by an Electric Utility Company that is an Affiliate or Associate Company<sup>13</sup> of Comanche Solar.<sup>14</sup>

In accordance with Section 366.7(a) of the Commission's regulations,<sup>15</sup> a copy of this notice of self-certification was concurrently served upon the Colorado Public Utilities Commission.

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<sup>13</sup> The terms "Electric Utility Company," "Affiliate" and "Associate Company" have the meanings ascribed to them in Section 366.1 of the Commission's regulations.

<sup>14</sup> See *Buffalo Gap Wind Farm 2, LLC*, at P 13 (2007) (interpreting Section 32(d)(1) of PUHCA 1935, incorporated into the definition of "exempt wholesale generator" in Section 366.1 of the Commission's regulations, "as not precluding co-ownership (or joint operation) by affiliated EWGs.").

<sup>15</sup> 18 C.F.R. § 366.7(a).

#### IV. CONCLUSION

For the reasons set forth in this notice of self-certification, Comanche Solar satisfies the requirements for EWG status.

Respectfully submitted,

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February 9, 2016, 2016

**Counsel for Comanche Solar PV, LLC**

#### **CERTIFICATE OF SERVICE**

I hereby certify that the foregoing Notice of Self-Certification of Exempt Wholesale Generator Status was served this 9<sup>th</sup> day of February 2016, by first-class mail, postage prepaid, upon the following:

Colorado Public Utilities Commission  
1560 Broadway #250  
Denver, CO 80202

/s/ Deborah A. Carpentier  
Deborah A. Carpentier

Document Content(s)

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