

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

Greeley Energy Facility LLC

)

Docket No. ER16-___-000

**APPLICATION FOR MARKET-BASED RATE AUTHORITY AND REQUEST FOR
WAIVERS AND BLANKET AUTHORIZATIONS**

Pursuant to Section 205 of the Federal Power Act (“FPA”),¹ Part 35 of the Federal Energy Regulatory Commission’s (the “Commission”) regulations,² and Order No. 697,³ Greeley Energy Facility LLC (“GEF” or “Applicant”) submits this application (“Application”) for an order accepting Applicant’s proposed market-based rate tariff (“Tariff”), included as Attachment A. For the reasons explained below, Applicant requests that the Commission issue an order (1) accepting the Tariff for filing to be effective 60 days from the date of this filing; (2) granting blanket authorization for Applicant to make sales of electric energy, capacity and ancillary services at market-based rates; (3) granting certain waivers of, and authorizations under, the Commission’s regulations that are routinely accorded to entities with market-based rate tariffs; and (4) designating Applicant a Category 1 seller in all regions.

¹ 16 U.S.C. § 824d (2012).

² 18 C.F.R. Part 35, Subpart H (2015).

³ *Market-Based Rates for Wholesale Sales of Elec. Energy, Capacity and Ancillary Servs. by Pub. Utils.*, Order No. 697, FERC Stats. & Regs. ¶ 31,252 (“Order No. 697”), *clarified*, 121 FERC ¶ 61,260 (2007) (“Clarification Order”), *order on reh’g*, Order No. 697-A, FERC Stats. & Regs. ¶ 31,268 (“Order No. 697-A”), *order on reh’g and clarification*, Order No. 697-B, FERC Stats. & Regs. ¶ 31,285 (2008), *order on reh’g and clarification*, Order No. 697-C, FERC Stats. & Regs. ¶ 31,291 (2009), *order on reh’g and clarification*, Order No. 697-D, FERC Stats. & Regs. ¶ 31,305, *order on clarification*, 131 FERC ¶ 61,021 (2010), *aff’d sub nom. Montana Consumer Counsel v. FERC*, 659 F.3d 910 (9th Cir. 2011); 18 C.F.R. § 35.37(b).

GEF does not currently own any facilities. On October 3, 2015, GEF filed an application pursuant to Section 203 of the FPA requesting Commission approval to acquire an approximately 30 MW generating facility located in the City of Greeley, Weld County, Colorado (the “Greeley Facility”) from Thermo Greeley, LLC. The Greeley Facility is located in the Public Service Company of Colorado (“PSCO”) balancing authority area. (“BAA”). That application is pending in Docket No. EC15-16-000. By this application, GEF is requesting authority to sell output at market-based rates and will self-certify as an exempt wholesale generator prior to doing so. As detailed below, GEF is affiliated with other entities that own generating facilities. However, none of those other generation facilities are located in the PSCO BAA or first-tier balancing authority areas. GEF and its affiliates lack the ability to exercise horizontal or vertical market power or to erect barriers to entry. As detailed below, GEF satisfies the requirements for market-based rate authority.

I. LIST OF DOCUMENTS SUBMITTED

In addition to this Application, this filing includes the following:

1. Market Based Rate Tariff in RTF format with metadata attached in compliance with Order No. 714.⁴
2. Attachment A – PDF of Market-Based Rate Tariff.
3. Attachment B – Indicative market power screen results and related source documents.
4. Attachment C – Listing of affiliated generation, transmission and pipeline assets.
5. Attachment D – An organizational chart as specified in Order No. 816⁵.

⁴ *Electronic Tariff Filings*, Order No. 714, FERC Stats. & Regs. ¶ 31,276 (2008).

⁵ *Refinements to Policies and Procedures for Market-Based Rates for Wholesale Sales of Electric Energy, Capacity and Ancillary Services by Public Utilities*, Order No. 816, 80 Fed. Reg. 67,056 (Oct. 15, 2015), 153 FERC. ¶ 61,065 at PP 212, 368 (2015) (effective Jan. 28, 2016).

II. COMMUNICATIONS AND CORRESPONDENCE

All communications regarding this filing should be directed to the following persons at the addresses specified:

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On Behalf of Greeley Energy Facility LLC

* Persons denoted by an asterisk are those designated for service pursuant to 18 C.F.R. § 385.2010.

III. DESCRIPTION OF APPLICANT AND ITS AFFILIATES

GEF is a New York limited liability company formed in 2015 and currently holds no assets. GEF was formed for the purpose of consummating a transaction (the “Transaction”) which is the subject of a pending application under FPA section 203,⁶ in which GEF will be the owner of the Greeley Facility. The Greeley Facility is interconnected to the transmission system owned by Public Service Company of Colorado. The Greeley Facility has been mothballed since the expiration of a power purchase agreement in 2011. Upon its return to service, Applicant will sell its output pursuant to the blanket authorization requested in the instant Application. The market-based rate authorization requested herein is necessary to close on the Transaction and for the subsequent sale of the output of the Greeley Facility under its new ownership.

GEF is wholly-owned by Alliance Energy West LLC, which in turn is owned by an individual investor, Samuel G. Nappi. Aside from the holdings in GEF, Mr. Nappi owns

⁶ *Greeley Energy Facility LLC*, EC16-11-000.

Alliance Energy Group, LLC (“AEG”), a Nevada limited liability company. Through subsidiaries, AEG is engaged in electric power generation, natural gas exploration, production and transportation, and energy technology research into various forms of renewable fuels such as biodiesel and hydropower. Aside from his holdings in GEF and AEG, Mr. Nappi does not own or control any other energy-related facilities.⁷

AEG wholly-owns Alliance Energy, New York LLC (“AENY”), a limited liability company organized under the laws of the State of New York. AENY owns, directly and indirectly, 100% of the interests in: Allegany Generating Station LLC, (“Allegany”) which owns a 60 MW (summer rating) gas-fired combined-cycle power plant in Hume, New York; Carthage Energy, LLC (“Carthage”), which owns a 59.2 MW (summer rating) dual fuel (gas/oil) combined-cycle cogeneration facility in Carthage, New York; Power City Partners (“Power City”), the owner of a 83 MW (summer rating) natural gas, fuel oil, and biofuel-fired combined-cycle electric generation facility in Massena, New York; Seneca Power Partners, L.P. (“Seneca”), the owner of a 56.7 MW (summer rating) electric generation facility in Batavia, New York; Sterling Power Partners, L.P. (“Sterling”), the owner of a 55.9 MW (summer rating) electric generation facility in Sherrill, New York; and AGENergy, L.P. (“AG-Energy”), which owns a 23 MW (summer rating) electric generation plant in Ogdensburg, New York (the “Ogdensburg Facility”) that is no longer in service.⁸ AENY also owns Lowell Cogeneration Company Limited Partnership (“Lowell”), the owner of a 28.5 MW (summer rating) natural gas and fuel oil-fired combined-cycle electric generation facility in Lowell, Massachusetts (“Lowell

⁷ The generation and transmission assets of Applicant and its affiliates are set forth in Attachment B *See* Order No. 697-A, FERC Stats. & Regs. ¶ 31,268 at n. 258.

⁸ The Ogdensburg Facility has not generated electricity since 2007 and is not currently capable of generating power, but pursuant to a steam delivery agreement, provides steam to the St. Lawrence Psychiatric Center of the New York State Office of Mental Health using auxiliary boilers.

facility”). However, the Lowell Facility was retired in September 2013. Allegany, Carthage, Power City, Seneca, Sterling, AG-Energy and Lowell have each received authority to sell power at market-based rates from the Commission.⁹ The output of the Allegany, Carthage, Power City, Seneca and Sterling facilities are sold into the NYISO market.¹⁰ The output of the Lowell facility was sold into the ISO New England Inc. (“ISO-NE”) market.

In addition to AENY, AEG also owns 100% of the membership interest of Alliance NYGT, LLC (“Alliance NYGT”), and indirectly, 100% of the membership interest of AER-NY-Gen, LLC (“AER-NY-Gen”).¹¹ Alliance NYGT owns the 33.1 MW (summer rating) Hillburn Gas Turbine located in Hillburn, New York (“Hillburn facility”), and the 33 MW (summer rating) MW Shoemaker Gas Turbine located in Middletown, New York (“Shoemaker facility”). AER NY-Gen currently holds no assets.¹² Alliance NYGT, LLC is authorized to sell power at market-based rates. Alliance NYGT, LLC is authorized to sell power at market-based rates and the output of the Hillburn and Shoemaker facilities is sold into the NYISO market.¹³

⁹ *Lowell Cogeneration Company Limited Partnership*, 80 FERC ¶ 61,052 (1997); *Power City Partners, L.P.*, Docket No. ER98-2782-000 (June 17, 1998) (unpublished letter order); *Power City Partners, L.P.*, 82 FERC ¶ 62,131 (1998); *AG-Energy, L.P.*, Docket No. ER98-2782-000 (June 17, 1998) (unpublished letter order); *Carthage Energy, LLC*, Docket No. ER99-2541-000 (June 21, 1999)(unpublished letter order); *Allegany Generating Station LLC*, Docket No. ER13-2199-000 (Sept. 25, 2013)(unpublished letter order).

¹⁰ The output of the Ogdensburg facility was previously sold into the NYISO market.

¹¹ *Southern Energy NY-Gen, L.L.C., et al.*, 87 FERC ¶ 61,108 (1999). See also *Mirant NY-Gen, LLC, et al.*, Docket No. ER01-1275-000, *et al.* (letter order accepting notice of succession issued June 12, 2001); *AER NY-Gen, LLC, et al.*, Docket Nos. ER07-930-000, *et al.* (letter order accepting notice of succession issued July 12, 2007).

¹² AER NY-Gen previously owned the Hillburn and Shoemaker turbines and the Swinging Bridge hydroelectric generating facility located in Forestburgh, New York that were transferred pursuant to Commission authorization. *AER NY-Gen, LLC, et al.*, 139 FERC ¶ 62,049 (2012).

¹³ *Alliance NYGT, LLC*, Docket No. ER12-1359-000 (Apr. 20, 2012) (unpublished letter order).

Lastly, AEG is also affiliated with Alliance Energy Marketing, LLC (“AEM”), a New York limited liability company, formed to act as a marketer of wholesale power and other services. AEM has received market-based rate authority from the Commission, but is not currently engaged in making any sales of electric energy.¹⁴ All of the generation facilities that GEF’s affiliates own or control generation facilities are located in the NYISO market, with the exception of Lowell, which is located in the in the ISO-NE market. Thus, if the Transaction is approved, the Greeley Facility will be the only generation facility owned or control by GEF Affiliates within the PSCO BAA.

GEF Affiliates do not own or control any electric transmission or distribution facilities in the United States, other than the limited interconnection facilities necessary to connect individual generating facilities to the transmission grid. AEG owns 100% of the membership interests in Alliance Energy Transmissions, LLC (“AET”), which holds the certificate for an approximately 11.2-mile intrastate natural gas pipeline in upstate New York that is used to transport gas to the Seneca facility. AEG also owns 100% of the membership interests in Alliance Energy Transmissions–Syracuse LLC (“AET-Syracuse”), which holds the certificate for an approximately 9.5-mile intrastate natural gas pipeline in upstate New York that is used to transport gas to a location within the Syracuse University campus. AEG is not affiliated with any other inputs to electric power production that could be used to prevent competitors from entering Applicants’ relevant markets. Further, AEG is not affiliated with any public utility with a franchised electric service territory.

¹⁴ *Alliance Energy Mktg., LLC*, Docket Nos. ER06-146-000 and ER06-146-001 (Jan. 18, 2006) (unpublished letter order).

IV. REQUEST FOR AUTHORIZATION AND MARKET POWER ANALYSIS

GEF requests authorization to sell electricity, capacity and ancillary services at market-based rates pursuant to the attached Tariff. As a condition of granting market-based rate authority, the Commission requires an applicant to satisfy a two-prong analysis that examines horizontal market power (generation) and vertical market power (transmission access and barriers to entry).¹⁵ As demonstrated below in the market power screens provided in Attachment B, GEF and its affiliates (together with GEF the “GEF Affiliates”) cannot exercise either horizontal or vertical market power.

A. GEF and its Affiliates Cannot Exercise Horizontal Market Power

The Commission uses two indicative market screens to determine whether an applicant has horizontal market power: a Pivotal Supplier Analysis and a Market Share Analysis. A party that passes both market screens is entitled to a rebuttable presumption that it lacks horizontal market power. As demonstrated below, GEF lacks horizontal market power in any relevant market.

Under the two market screens the Commission considers the default markets to be, first, the control area in which the seller’s generation is physically located (*i.e.*, the balancing authority area market), and second, the markets directly connected to the balancing authority area (*i.e.*, the first-tier balancing authority area markets).¹⁶ Alternatively, for generation located in RTOs/ISOs the balancing authority area under the control of the relevant RTO/ISO is the relevant geographic market for screen calculation purposes. As described above, GEF’s affiliates own or control generation in the NYISO and ISO-NE balancing authority areas. Upon completion of the

¹⁵ Order No. 697 at PP 397-99.

¹⁶ Order No. 697 at P 235.

Transaction, GEF and its affiliates will own or control an aggregate amount of generation in the PSCO BAA of 30.1 MW (summer rating).¹⁷

In accordance with Commission guidelines for new market-based rate applications, the Applicant's two indicative screens are contained in Attachment B. The screens analyze the position of the Applicant and its affiliates in the PSCO BAA, where the Greeley Facility is located; relying on the most recent data for the PSCO BAA and accepted by the Commission in 2014.¹⁸ While the study is somewhat older than the most recently available actual historical data for each complete season, had more recent data been used there would not have been a significant increase in market shares during any season, and the data was accepted as recently as November 2015 in connection with a market-based rate application.¹⁹

As demonstrated in Attachment B, Applicant and its affiliates pass the pivotal supplier and market share screens in the PSCO BAA. With respect to the pivotal supplier screen, GEF's uncommitted capacity in PSCO is 30.1 MW (summer rating), while the market net uncommitted capacity is 4,754 MW. With respect to the market share screen, the results presented in Attachment B show that market shares of GEF and its affiliates were *de minimis* (less than 1.0 percent). These results clearly show that neither GEF nor its affiliates can exercise horizontal market power in the PSCO BAA.

¹⁷ Summer capacity ratings from the Energy Information Administration Form EIA-860 are used consistently throughout the market power screens analysis presented in this Application. Order No. 697 at P 343.

¹⁸ Data on the PSCO BAA is from market power analysis by Xcel Energy Services, Inc., on behalf of PSCo, on June 28, 2013, which was accepted by the Commission in 2014. *Order on Simultaneous Transmission Import Limit Values for the Northwest Region*, 147 FERC ¶ 61,021 (June 7, 2014); *Public Service Company of Colorado*, Updated Market Power Analysis in Compliance with Order No. 697, Docket No. ER10-1818-004 (April 8, 2014) (letter order).

¹⁹ *Carousel Wind Farm, LLC*, Docket Nos. ER15-2582-000, ER15-2582-001 (Nov. 13, 2015) (letter order); *see also Golden West Power Partners, LLC*, Docket No. E15-2101-000 (Aug. 19, 2015) (letter order)..

C. GEF and Its Affiliates Cannot Exercise Vertical Market Power

GEF and its affiliates do not possess vertical market power. GEF and its affiliates do not own or control any transmission facilities other than limited interconnection facilities such as step up transformers and generator leads necessary for interconnecting their generation facilities to the transmission grid. None of these facilities are subject to the Commission's open-access transmission requirements and none of these facilities could be used to deny market access to competing generators. Thus, GEF and its affiliates satisfy the Commission's requirements related to the transmission prong of the vertical market power test.²⁰

Further, except as noted in Section III (and described in Attachment C), GEF and its affiliates do not own or control intrastate natural gas transportation, intrastate natural gas storage or distribution facilities, or sites for generation capacity development as evidenced by commencement of the interconnection process.²¹ Nor do they own or control physical sources of coal supplies or have ownership of or control over who may access the transportation of coal supplies. Finally, Applicant affirmatively states that Applicant and its affiliates have not erected barriers to entry into the relevant market and will not erect barriers to entry into the relevant market.²² Accordingly, Applicant has satisfied Commission requirements concern regarding the "barriers to entry" prong of the Commission's vertical market power test.

V. ANCILLARY SERVICES

²⁰ See e.g., *AES Huntington Beach, LLC*, 111 FERC ¶ 61,079 at P 43 (2005) (limited interconnection facilities do not convey transmission market power)

²¹ GEF's Affiliates have not used its *de minimis* pipeline facilities described in Section III to restrict market access by any competing supplier and commits not to do so in the future. The Commission has adopted a rebuttable presumption that sellers cannot erect barriers to entry with regard to the ownership or control of, or affiliation with any entity that owns or controls such intrastate natural gas distribution facilities. Order No. 697 at P 446.

²² Order No. 697 at PP 447- 448; 18 C.F.R. § 35.37(e) (4) (2015).

GEF requests authority to sell specified ancillary services at market-based rates. In accordance with Order No. 697,²³ GEF has listed in its Tariff the specific ancillary services that it proposes to sell.

VI. REPORTING REQUIREMENTS

GEF will comply with the reporting requirements normally imposed on entities that are authorized to sell electric energy and capacity at market-based rates. GEF will inform the Commission promptly of any change in status that would reflect a departure from the facts that the Commission has relied upon in granting market-based rate authorization.²⁴ GEF also commits to file Electronic Quarterly Reports as required by the Commission.²⁵ Applicant hereby notifies the Commission that it will not engage in the reporting of transactions to publishers of electric or natural gas price indices.²⁶

VII. WAIVERS, BLANKET APPROVALS, AND AUTHORIZATIONS

GEF respectfully requests that the Commission waive certain of its filing requirements and grant such blanket authorizations as have been traditionally accorded to applicants seeking to sell power at market-based rates. Specifically, Applicant requests:

- Waiver of the requirements of Parts 41, 101 and 141 of the Commission's regulations, with the exception of sections 141.14 and 141.15;
- Waiver of the reporting requirements of Subparts B and C of Part 35 of the Commission's regulations, with the exception of sections 35.12(a), 35.13(b), 35.15 and 35.16;

²³ Order No. 697-B at Appendix C.

²⁴ *Id.* at PP 1015-17; 18 C.F.R. § 35.42.

²⁵ Order No. 697 at PP 334, 855; 18 C.F.R. § 35.10b.

²⁶ 18 C.F.R. § 35.41(c).

- Blanket authorization under section 204 of the FPA and Part 34 of the Commission’s regulations for future issuances of securities and assumption of liability; and
- Such other waivers and authorizations as the Commission may deem necessary for Applicant’s rate schedule to be made effective as requested by this Application.

VIII. EFFECTIVE DATE

Pursuant to the Commission’s regulations, 18 C.F.R. § 35.3(a), GEF respectfully requests that the attached Tariff become effective 60 days from the date of filing (*i.e.*, February 20, 2016).

IX. ASSET APPENDIX

The Commission’s regulations require sellers submitting a market power analysis to include an appendix of assets in the form provided in Appendix B.²⁷ GEF submits an Asset Appendix in the form required by Order No. 697 as Attachment C to this Application.

X. SELLER CATEGORY DESIGNATION

In accordance with the provisions of the Commission’s regulations at 18 C.F.R. § 35.36(a)(2), GEF satisfies the requirements for “Category 1” filing status in all regions.²⁸ In support of this designation, GEF states as follows:

(a) GEF and its affiliates do not own or control 500 MW or more of generation in the Northwest Region, or any other region, as defined in Order Nos. 697 and 697-A.

(b) GEF and its affiliates do not own, operate or control transmission facilities in any region (other than limited interconnection facilities linking their generation assets to the grid), are not affiliated with a franchised public utility, and do not own or control any assets raising other vertical market power issues.

²⁷ 18 C.F.R. § 35.37(a) (2).

²⁸ All of the other GEF affiliates identified above as having been granted market-based rate authorization have been previously determined by the Commission to be Category 1 sellers in all regions. *See AER NY-Gen, LLC*, Docket Nos. ER07-930-002, *et al.* (letter order issued Aug. 4, 2010); *AER NY-Gen, LLC and Alliance NYGT, LLC*, Docket Nos. ER12-1359-000 (letter order issued April 20, 2012); *Allegany Generating Station LLC*, Docket No. ER 13-2199-000 (letter order issued Sept. 25, 2013).

ATTACHMENT A
MARKET-BASED RATE TARIFF

Greeley Energy Facility LLC
FERC Electric Tariff, Volume No. 1
(Market-Based Rate Tariff)

1. **Availability:** Greeley Generating Station LLC (“GEF” or “seller”) makes electric energy, capacity and ancillary services available under this Tariff to any purchaser for resale.
2. **Applicability:** This Tariff is applicable to all sales of energy, capacity, or Ancillary Services by GEF not otherwise subject to a particular tariff of GEF.
3. **Rates:** All sales shall be made at rates established by agreement between the purchaser and GEF.
4. **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 and Frequency Response Service, Reactive Supply and Voltage Control Service, Energy and Generator Imbalance Service, Operating Reserve-Spinning, and Operating Reserve-Supplemental. 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 and Frequency Response 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.

5. Other Terms and Conditions: All other terms and conditions shall be established by agreement between the purchaser and GEF.
6. Duration. This Tariff shall continue in effect until terminated or changed and such termination or change becomes effective in accordance with any applicable regulatory requirements.
7. Modifications. Seller may unilaterally apply, under Federal Power Act Section 205 and the regulations promulgated thereunder, to the Commission or other regulatory agency having jurisdiction for a modification of this Tariff.
8. 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.
9. 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 has granted the Seller the following waivers and blanket authorizations: (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 accounting and other requirements of Parts 41, 101 and 141, except for sections 141.14 and 141.15; and (c) blanket approval as to section 204 of the Federal Power Act and Part 34 of the Commission's regulations for all future issuances of securities and assumption of liabilities. *See Greeley Energy Facility LLC*, Docket No. ER16-___-000 (2016) (unpublished letter order).
10. Seller Category: Seller is a Category 1 seller in all regions, as defined in 18 C.F.R. § 35.36(a).

11. Effective Date: This Tariff is effective as of the date specified by the Commission.

ATTACHMENT B

MARKET POWER SCREEN RESULTS

Part I Pivotal Supplier Analysis (Greeley Energy Facility LLC in PSCO)

Generation		MW	Reference
Seller and Affiliate Capacity			December 11-November 12
A	Installed Capacity	30	2014 Form EIA860 Thermo Greeley LLC
B	Long-Term Firm Purchases	0	
C	Long-Term Firm Sales	0	
D	Imported Power	0	Affiliate Capacity in first-tier markets
Non-Affiliate Capacity			
E	Installed Capacity	11,793	Public Service Company of Colorado Filing Rows A+E less A above*
F	Long-Term Firm Purchases		
G	Long-Term Firm Sales	(300)	Public Service Company of Colorado Filing* Row C
H	Imported Power	1,806	Northwest Region SIL Order 147 FERC ¶ 61.021 (2014) less Row D
I	Balancing Authority Area Reserve Requirement	(464)	Public Service Company of Colorado Filing* Row I
J	Amount of Line I Attributable to Seller, if any	0	
K	Total Uncommitted Capacity (Sum A,B,C,D,E,F,G,H,I,M)	5,842	
Load			
L	Balancing Authority Area Annual Peak Load	8,111	Public Service Company of Colorado Filing* Row L
M	Average Daily Peak Native Load in Peak Month	(7,023)	Public Service Company of Colorado Filing* Row M
N	Amount of Line M Attributable to Seller, if any	0	
O	Wholesale Load (SUM L,M)	1,088	
P	Net Uncommitted Supply (K-O)	4,754	
Q	Seller's Uncommitted Capacity (SUM A,B,C,D,J,N)	30	
Result of Pivotal Supplier Screen (Pass if Line Q < Line P)		PASS	
(Fail if Line Q > Line P)			

*Public Service Company of Colorado, Triennial Market Power Analysis, Docket No. ER10-1818-000 et al. (June 28, 2013) at Workpapers, Affidavit of Matthew E. Arenchild, Attachment B, Wkp-PSCO PST.

Part II Market Share Analysis (Greeley Energy Facility LLC in PSCO)

		Winter	Spring	Summer	Fall	Reference
Seller and Affiliate Capacity		(MW)	(MW)	(MW)	(MW)	December 11 - November 12
A	Installed Capacity	35.2	35.2	30.1	35.2	2014 Form EIA860 Thermo Greeley LLC
B	Long-Term Firm Purchases	0	0	0	0	
C	Long-Term Firm Sales	0	0	0	0	
D	Seasonal Average Planned Outages	0	0	0	0	
E	Imported Power	0	0	0	0	Seller has no capacity in first tier markets
Capacity Deductions						
F	Average Peak Native Load in the Season	(5,825)	(5,012)	(6,736)	(5,345)	Public Service Compnay of Colorado filing* Row F
G	Amount of Line F Attributable to Seller	0	0	0	0	
H	Amount of Line F Attributable to Others	(5,825)	(5,012)	(6,736)	(5,345)	
I	Balancing Authority Area Reserve Requirement	(466)	(465)	(464)	(456)	Public Service Compnay of Colorado filing* Row I
J	Amount of Line I Attributable to Seller	0	0	0	0	
K	Amount of Line I Attributable to Others	(466)	(465)	(464)	(456)	
Non-Affiliate Capacity						
L	Installed Capacity	11,788	11,788	11,389	11,788	Public Service Compnay of Colorado filing* Row A + L less A above
M	Long-Term Firm Purchases					
N	Long-Term Firm Sales	(360)	(340)	(300)	(300)	Public Service Compnay of Colorado filing* Row C
O	Local Seasonal Average Planned Outages	(97)	(2,325)	(171)	(1,813)	Public Service Compnay of Colorado filing* Row D
P	Uncommitted Capacity Imports	263	637	1,806	1,706	Northwest Region SIL Order 147 FERC ¶ 61,021 (2014)
Supply Calculation						
Q	Total Competing Supply (SUM L,M,N,O,P,H,K)	5,303	4,283	5,524	5,580	
R	Seller's Uncommitted Capacity (SUM A,B,C,D,E,G,J)	35	35	30	35	
S	Total Seasonal Uncommitted Capacity (SUM Q,R)	5,338	4,318	5,554	5,615	
Seller's Market Share (R/S)						
T	Result (Pass if < 20%, Fail if ≥ 20%)	0.7%	0.8%	0.5%	0.6%	
		PASS	PASS	PASS	PASS	

*Public Service Compnay of Colorado, Triennial Market Power Analysis,
Docket No. ER10-1818-000 et al. (June 28, 2013), Affidavit of Mathew E. Arenchild at Attachment B, Wkp-PSCO MST.

ATTACHMENT C

ASSET OWNERSHIP MATRIX (“APPENDIX B”)

ALLIANCE ENERGY GROUP MBR SELLERS
Appendix B - Market Based Rate Authority and Generation Assets

Filing Entity and Its Energy Affiliates	Docket # where MBR authority was granted	Generation Name	Owned By	Controlled By	Date Control Transfer	Location		In-service Date	Nameplate (MW)	Rating used in Filing (MW)	End Note Number
						Balancing Authority Area	Geographic Region (per Appendix D)				
AG-Energy, L.P.	ER98-2782	Ogdensburg	AG-Energy, L.P.	AG-Energy, L.P.	11/1/2005	NYISO	Northeast	1993	26.9	23	1
AER NY-Gen, LLC	ER07-930	N/A	N/A	N/A	N/A	NYISO	Northeast	N/A		N/A	
Alliance NYGT, LLC	ER12-1359	Hillburn	Alliance NYGT, LLC	Alliance NYGT, LLC	5/7/2012	NYISO	Northeast	1972	46.5	33.1	
Alliance NYGT, LLC	ER12-1359	Shoemaker	Alliance NYGT, LLC	Alliance NYGT, LLC	5/7/2012	NYISO	Northeast	1972	41.9	33	
Seneca Power Partners, L.P.	ER98-2782	Batavia	Seneca Power Partners, L.P.	Seneca Power Partners, L.P.	11/1/2005	NYISO	Northeast	1992	67.3	54.2	
Sterling Power Partners, L.P.	ER98-2782	Sterling	Sterling Power Partners, L.P.	Sterling Power Partners, L.P.	11/1/2005	NYISO	Northeast	1991	65.3	55.9	
Alliance Energy Marketing, LLC	ER06-146	N/A	N/A	N/A	NA	NYISO	Northeast	N/A		N/A	
Power City Partners, L.P.	ER98-2782	Power City Partners, L.P.	Power City Partners, L.P.	Power City Partners, L.P.	11/2/2012	NYISO	Northeast	1992	104.1	83	
Lowell Cogeneration Company Limited Partnership	ER97-2414	Lowell Cogeneration Company Limited Partnership	Lowell Cogeneration Company Limited Partnership	Lowell Cogeneration Company Limited Partnership	7/20/2012	ISO-NE	Northeast	1988	33.5	28.5	2
Carthage Energy, LLC	ER99-2541	Carthage Energy, LLC	Carthage Energy, LLC	Carthage Energy, LLC	11/1/2013	NYISO	Northeast	1991	62.9	59.2	
Allegany Generating Station LLC	ER13-2199	Allegany Generating Station	Allegany Generating Station LLC	Allegany Generating Station LLC	11/1/2013	NYISO	Northeast	1994	67	60.0	
Greeley Energy Facility, LLC	ER16-__ (pending)	Greeley Energy Facility, LLC	Greeley Energy Facility, LLC	Greeley Energy Facility, LLC	N/A	PSCO	Northwest	1996	37	30.1	3

Alliance Energy Group MBR Sellers
Appendix B - Electric Transmission Assets and/or Natural Gas Intrastate Pipelines and/or Gas Storage Facilities

Filing Entity and its Energy Affiliates	Asset Name and Use	Owned by	Controlled by	Location		Geographic Region	Size
				Date Control Transferred	Balancing Authority Area		
Alliance NYGT, LLC and AEG Market-Based Rate Affiliates	Batavia Pipeline - Intrastate gas pipeline interconnected with Dominion that provides gas transportation service with its primary customer being Seneca Power Partners, LP.	Alliance Energy Transmissions, LLC	Alliance Energy Transmissions, LLC	N/A	N/A	Northeast	11.2 miles
Alliance NYGT, LLC and AEG Market-Based Rate Affiliates	Syracuse Pipeline - Intrastate gas pipeline interconnted with Tennessee that provides gas transportation service with its primary customer being Syracuse University.	Alliance Energy Transmissions-Syracuse, LLC	Alliance Energy Transmissions-Syracuse, LLC	N/A	N/A	Northeast	9.5 miles

Appendix B - Asset Appendix List: End Notes

Number	List	Explanatory Note
1	Generation	The generator at Ogdensburg with a summer rating of 23 MW has been taken out of service.
2	Generation	Retired in Sept. 2013.
3	Generation	Pending Commission approval in <i>Greeley Energy Facility LLC</i> Docket No. EC16-11-000

ATTACHMENT D

ORGAINIZATIONAL CHART

ATTACHMENT D Organizational Chart

