

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

Kay Wind, LLC

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Docket No. EG15-____-000

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

Pursuant to the Public Utility Holding Company Act of 2005 (“PUHCA 2005”), enacted pursuant to the Energy Policy Act of 2005 (“EPA”) §§ 1261-77, Pub. L. No. 109-58, 119 Stat. 594 (2005), and Section 366.7, 18 C.F.R. § 366.7 (2013), of the regulations of the Federal Energy Regulatory Commission (“Commission”), Kay Wind, LLC (“Kay Wind” or “Applicant”), hereby submits this notice of self-certification of its status as an exempt wholesale generator (“EWG”).

I. Communications

The following persons are authorized to receive service and communications regarding this notice of self-certification of EWG status:¹

<p>Elizabeth Weir and William Pezalla Kay Wind, LLC c/o Apex Clean Energy, Inc. 310 4th St. NE, Ste 200 Charlottesville, VA 22902 Phone: (434) 220-7595 Fax: (434) 220-3712 Elizabeth Weir; liz.weir@apexcleanenergy.com William Pezalla; bill.pezalla@apexcleanenergy.com</p>	<p>William L. Roberts Preti, Flaherty, Beliveau & Pachios, LLP Ten Post Office Square Boston, MA 02109 Phone: (617) 226-3800 Fax: (617) 226-3801 E-Mail: wroberts@preti.com</p>
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¹ Applicant respectfully requests waiver of Rule 203(b)(3) of the Commission’s Rules of Practice and Procedure, 18 C.F.R. § 385.203(b)(3) (2014), to the extent necessary to permit the designation of more than two persons for service in this proceeding.

II. Description of Applicant and Facility

Kay Wind, LLC is a limited liability company formed under the laws of the State of Delaware. Kay Wind, LLC is an indirect wholly owned subsidiary of Apex Clean Energy Holdings, LLC (“Apex”). Apex is a Delaware Limited Liability Company with its principle place of business in Charlottesville, Virginia. Apex develops, constructs, owns and operates utility-scale renewable energy facilities and assets across the United States.

Applicant owns and will operate a 314 MW Wind Farm Generating Facility currently being constructed in Kay County, Oklahoma (the “Facility”). The Facility will be comprised of 130 Siemens 2.415 MW wind turbine generators². The 130 Siemens wind turbines will be connected to a 34.5 kV collector system within the Facility. The collector system will aggregate the energy from the turbines to a collector substation. The Facility will include other associated generation assets.

The collection substation located within the Facility will include two 34.5kV to 345kV step-up transformers, breakers, switches, protection, control and communication systems and other associated interconnection assets, including a generator tie-line of approximately 100 yards in length connecting the Facility collection substation to an adjacent Oklahoma Gas and Electric Company substation.

The Facility will interconnect with the transmission system owned by Oklahoma Gas and Electric Company (“OGE” or “Transmission Owner”). The Southwest Power Pool, Inc. (“SPP” or “Transmission Provider”) operates the OGE transmission system connecting the Facility. SPP is a Regional Transmission Organization (“RTO”) as authorized by the

² The Applicant has another Generator Interconnection Agreement for 14 MW that is still in study and will be merged with the original 300 MW (totaling 314 MW) when it comes out of study in February.

Commission and also operates a wholesale electricity market. Applicant is projecting that the Facility will commence commercial operations in the third or fourth quarter of 2015.

All of the output of the Facility will be sold into the SPP market or sold under other transaction arrangements, including energy, capacity and ancillary services (all exclusively at wholesale) pursuant to market-based rate authority. The Applicant will separately be submitting a filing under 18 C.F.R. Part 35 Subpart H. Applicant may also participate in other SPP or other RTO administered markets. Applicant also may engage in incidental activities that the Commission has found permissible EWG activities, consistent with the Commission's limitation.

III. Representations Regarding Exempt Wholesale Generator Status

Consistent with Section 366.1 of the Commission's regulations, Applicant makes the following representations in order to certify that it satisfies the requirements for EWG status:

1. Applicant will be engaged directly and exclusively in the business of owning or operating, or both owning and operating, the Facility and selling electric energy at wholesale.
2. The Facility is not located in a foreign country and Applicant will make no foreign sales of power at retail.
3. The Facility will be an "eligible facility" as defined in Section 32(a)(2) of the Public Utility Holding Company Act of 1935 which is made part of the Commission's regulations under 18 C.F.R. Part 366.1.
4. All of the electric energy generated by the Facility will be sold directly within the United States exclusively at wholesale; no retail sales of electricity will be made from the Facility. Entities that purchase electric energy produced from the Facility will resell the power either through wholesale or retail arrangements.

5. Sales of electric energy generated at the Facility will be consistent with the instant self-certification of EWG status. A sale of electric energy to a purchaser that resells the power, whether that resale is at wholesale or retail, is a “sale of electric energy at wholesale” as defined in Section 201(d) of the Federal Power Act, 16 U.S.C. §824(d).

6. The Facility will include only those interconnecting transmission facilities that are necessary to interconnect the Facility with the transmission system and to effect a sale of electric energy at wholesale.

7. 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 such, no State consent is required.

8. 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 Applicant, within the meaning of Section 366.1 of the Commission’s regulations.

IV. Notice

A copy of this notice of self-certification of EWG status is concurrently being served on the Oklahoma Corporation Commission, in accordance with Section 366.7(a) of the Commission’s regulations.

V. Conclusion

Based upon the foregoing, Applicant respectfully requests that the Commission accept its notice of self-certification of EWG status.

Respectfully submitted,

PRETI FLAHERTY BELIVEAU & PACHIOS LLP

By: /s/ William L. Roberts

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Dated: November 18, 2014

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CERTIFICATE OF SERVICE

I hereby certify that I have served the foregoing document upon the Oklahoma Corporation Commission.

/s/ Linda M. Jalbert
Linda M. Jalbert,
Legal Assistant
Preti Flaherty Beliveau
& Pachios, LLP

Dated at Washington, DC this 20th day of November 2014.

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