

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

**Kelly Creek Wind, LLC** ) **Docket No. ER16-\_\_\_\_-000**

**PETITION OF KELLY CREEK WIND, LLC FOR ACCEPTANCE OF  
MARKET-BASED RATE TARIFF, WAIVERS AND BLANKET APPROVALS**

Pursuant to Section 205 of the Federal Power Act (“FPA”),<sup>1</sup> Part 35 of the regulations of the Federal Energy Regulatory Commission (“FERC” or “Commission”),<sup>2</sup> and the requirements of Order No. 697,<sup>3</sup> and Order No. 816,<sup>4</sup> Kelly Creek Wind, LLC (variously “Kelly Creek,” “Applicant,” or “Seller”) hereby petitions for authorization to make market-based sales of energy, capacity, and certain ancillary services under a market-based rate tariff. Kelly Creek respectfully requests acceptance of its market-based rate schedule, FERC Electric Tariff Original Volume No. 1 (“Tariff”), with an effective date of September 17, 2016. Kelly Creek also requests waiver of certain Commission regulations and a grant of certain blanket approvals, which are customarily granted to sellers with market-based rate authorization.

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<sup>1</sup> 16 U.S.C. § 824d (2012).

<sup>2</sup> 18 C.F.R. Part 35 (2014).

<sup>3</sup> *Market-Based Rates for Wholesale Sales of Electric Energy, Capacity and Ancillary Services by Public Utilities*, Order No. 697, FERC Stats. & Regs. ¶ 31,252 (“Order No. 697”), *clarified*, 121 FERC ¶ 61,260 (2007), *order on reh’g*, Order No. 697-A, FERC Stats. & Regs. ¶ 31,268 (“Order No. 697-A”), *clarified*, 124 FERC ¶ 61,055 (2008), *order on reh’g*, Order No. 697-B, FERC Stats. & Regs. ¶ 31,285 (2008), *order on reh’g*, Order No. 697-C, FERC Stats. & Regs. ¶ 31,291 (2009), *order on reh’g*, Order No. 697-D, FERC Stats. & Regs. ¶ 31,305 (2010).

<sup>4</sup> *Refinements to Policies and Procedures for Market-Based Rates for Wholesale Sales of Electric Energy, Capacity and Ancillary Services by Public Utilities*, 153 FERC ¶ 61,065 (“Order No. 816”) (2015), *clarified on reh’g*, 155 FERC ¶ 61,188 (2016) (“Order No. 816-A”).

## I. COMMUNICATIONS

Kelly Creek requests that all correspondence pleadings and other communication concerning this filing be served upon the following:

Joshua Pearson  
Vice President Legal & Associate  
General Counsel  
EDF Renewable Energy, Inc.  
15445 Innovation Drive  
San Diego, CA 92128  
(858) 521-3467  
Joshua.pearson@edf-re.com

Andrea Wolfman  
Alston & Bird LLP  
950 F Street, N.W.  
Washington, DC 20004  
(202) 239-3300  
andrea.wolfman@alston.com

## II. DESCRIPTION OF APPLICANT AND RELEVANT AFFILIATES

As required by Order Nos. 697 and 697-A (Appendix B) and Order Nos. 816 and 816-A, the generation and transmission assets of Applicant and its affiliates are set forth in Attachment A.

### A. Kelly Creek Wind, LLC

Kelly Creek is a limited liability company organized under the laws of the State of Delaware with its principal place of business in Kankakee and Ford Counties, Illinois. It is indirectly wholly-owned by EDF Renewable Energy, Inc. (“EDF-RE”). Kelly Creek is developing and will own and operate an approximately 184 MW (nameplate) wind-powered electric generation facility and related generation interconnection facilities to be located in Ford and Kankakee Counties in Illinois (the “Facility”). Kelly Creek has filed a notice of self-certification as an exempt wholesale generator.<sup>5</sup> The Facility is expected to produce test power in late September 2016. The Facility will be

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<sup>5</sup> See Notice of Self-Certification of Exempt Wholesale Generator Status, *Kelly Creek Wind, LLC*, Docket No. EG16-110-000 (filed June 6, 2016).

interconnected to the transmission system owned by Commonwealth Edison Company (“ComEd”) and operated by the PJM Interconnection, L.L.C. (“PJM”). Therefore, the relevant market for the market power analysis is the PJM balancing authority area (“BAA”). All the electric energy and capacity from the Facility will be sold into the PJM market.

## **B. Upstream Ownership**

EDF-RE is a holding company that is wholly owned by EDF Energies Nouvelles S.A., a French société anonyme, a company organized under the laws of France, which in turn is wholly owned by Électricité de France, S.A. (“EDF S.A.”), which is owned by the French government (84.49%), with a small percentage of shares held by the current and former employees (approx. 1.72%) and the remaining shares owned by the public.

With the exception of the direct or indirect ownership interest discussed below, EDF S.A. does not otherwise: (a) directly or indirectly own or control any generation or transmission facilities in the United States; (b) engage in wholesale sales of electric energy, or any other Commission jurisdictional transactions in the United States; (c) hold electric transmission rights and natural gas transportation rights in the United States; or (d) directly or indirectly own or control a franchised utility. In addition, EDF S.A. does not directly or indirectly own any physical natural gas transportation facilities or own or control other physical inputs to electric generation or transmission in the United States.

EDF-RE develops, builds, operates and manages renewable energy projects throughout North America. EDF-RE provides operation and maintenance services to wind turbines across the country through another subsidiary, but the turbine owners retain ultimate decision-making authority over turbine operations. The generation owned or

controlled by EDF-RE in the PJM BAA is discussed below in Section II.D. EDF-RE is not, and does not own or control, a franchised utility in North America.

EDF-RE holds an equity interest in the Sagebrush Partnership (“Sagebrush”) through its ownership interests in Oasis Power Partners, LLC. Sagebrush owns and operates a 46-mile, 230 kV transmission line that extends from the Tehachapi region of California to Southern California Edison Company’s Vincent Substation. Sagebrush has a Commission-accepted Open Access Transmission Tariff (“OATT”).<sup>6</sup> EDF-RE also has an indirect ownership interest in other generation-tie line interconnection facilities, some of which are the subject of filed common facilities agreements. All of these generation-tie line interconnection facilities are limited and discrete facilities that qualify for the blanket waivers in Section 35.28(d)(2) of the regulations as promulgated by Order No. 807. EDF-RE’s ownership interest in these generation-tie line facilities is through its indirect ownership interest in the entities that own, operate, or are developing the wind and solar generation facilities that use or will use the those lines to interconnect to the interstate transmission grid. Other than its indirect interest in Sagebrush, and the generator interconnection lines discussed above, EDF-RE does not directly or indirectly own or control any transmission facilities in North America. Even with its interest in these facilities, EDF-RE only owns facilities as necessary for interconnection purposes.

EDF-RE owns two landfill gas production facilities and gas gathering lines in Pennsylvania and a biogas production facility in Colorado that produces pipeline-quality gas but does not own or control any physical natural gas transportation, storage or

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<sup>6</sup> *Sagebrush, a California Partnership*, Docket No. ER10-1988-001, unpublished letter order (Feb. 28, 2011). See also *Sagebrush, a California Partnership*, 130 FERC ¶ 61,093 (2010).

distribution facilities, or own or control other physical inputs to electric generation or transmission. EDF-RE holds, through its subsidiaries, only those natural gas and electric energy transportation rights necessary to enable the delivery of natural gas from its landfill gas production or electric energy generated by its subsidiaries to a customer's point of receipt under long-term purchase agreements.

### **C. Affiliates of EDF-RE (Applicant's Indirect Parent)**

#### **1. EDF Inc.**

EDF Inc. (f/k/a/ EDF Development Inc.)<sup>7</sup> is a Delaware corporation and an indirect wholly-owned subsidiary of EDF S.A. EDF Inc. has a 49.99 percent interest in the Constellation Energy Nuclear Group, LLC ("CENG"). CENG owns several entities with market-based rate authority (collectively, the "CENG Nuclear Entities")<sup>8</sup> that, in turn, own five operating nuclear generator units: Calvert Cliffs Unit 1 (866 MW) and Calvert Cliffs Unit 2 (842 MW), both located in the PJM balancing authority area; Nine Mile Point Unit 1 (627 MW) and 82 percent of Nine Mile Point Unit 2 (1428.5 MW), both located in the New York Independent System Operator, Inc. ("NYISO") balancing authority area; and R.E. Ginna (614 MW), also located in the NYISO balancing authority area.

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<sup>7</sup> EDF Inc. is the entity that resulted from an internal corporate reorganization and change of name whereby Électricité de France International North America Inc. (U.S.), a wholly-owned subsidiary of EDF Development Inc. ("EDFD"), merged into EDFD. That internal corporate reorganization became effective on December 31, 2009. On January 2, 2010, EDFD changed its name to EDF Inc. *See EDF Inc.*, Notice of Name Change and Succession, Docket No. ER10-702-000 (filed Feb. 1, 2010).

<sup>8</sup> *See Calvert Cliffs Nuclear Power Plant, Inc.*, Docket No. ER00-2917-001 (unpublished letter order issued Oct. 18, 2000); *Nine Mile Point Nuclear Station, LLC*, 95 FERC ¶ 61,202 (2001); *R.E. Ginna Nuclear Power Plant, LLC*, Docket No. ER04-485-000 (unpublished letter order issued Mar. 24, 2004).

## 2. EDF Trading North America, LLC

EDF Trading North America, LLC (“EDFT”) is a Texas limited liability company with its principal place of business in Houston, Texas. EDFT is a wholly-owned direct subsidiary of EDF Trading Holdings, LLC (f/k/a EDF Trading North America, Inc.), which itself is a wholly-owned indirect subsidiary of EDF S.A. EDFT is a power marketer authorized by the Commission to engage in the wholesale sale of electricity and related services at market-based rates.<sup>9</sup>

EDFT wholly-owns EDF Energy Services, LLC<sup>10</sup> and EDF Industrial Power Services (CA), LLC<sup>11</sup> both limited liability companies with market-based rate authority engaged in retail marketing activities. EDFT also holds 49 percent of the common membership interests and certain preferred interests in Anahau Energy, LLC (“Anahau”), a limited liability company with its principal place of business in El Segundo, California. By letter order issued January 3, 2013, the Commission granted Anahau market-based rate authority and designated it a Category 1 Seller in all regions.<sup>12</sup> Anahau does not own, operate, or control any electric generation, transmission, distribution facilities or inputs to generation, and it does not have a franchised service territory or captive ratepayers.

Except as described herein, none of EDFT or its subsidiaries directly or indirectly owns or controls any electric generation, transmission, distribution facilities, or inputs to

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<sup>9</sup> See *Eagle Energy Partners, Inc.*, Docket No. ER03-774-000, 1-2 (unpublished letter order issued June 11, 2003); see also *EDF Trading North America, LLC*, Notice of Name Change and Succession; Notice of Change in Status, Docket No. ER10-92-000 (filed Oct. 22, 2009).

<sup>10</sup> See *EDF Energy Services, LLC*, Docket No. ER14-2672-000 (unpublished letter order issued Sept. 23, 2014).

<sup>11</sup> See *EDF Industrial Power Services (CA), LLC*, Docket Nos., ER12-1825-001 (unpublished letter order issued July 20, 2012).

<sup>12</sup> *Anahau Energy, LLC*, Docket No ER13-415-000 (unpublished letter order issued Jan. 3, 2013).

electric power production and does not have a franchised service territory or captive ratepayers.

**D. Affiliates in the PJM BAA**

In addition to Kelly Creek in the PJM BAA, EDF-RE indirectly wholly-owns or controls three other generation facilities.

Chestnut Flats Lessee, LLC (“Chestnut Flats Lessee”), is a Delaware limited liability company created to manage and operate, pursuant to a sale leaseback arrangement, a 38 MW (nameplate) capacity wind-powered generation facility located in Blair and Cambria Counties, Pennsylvania. The Chestnut Flats Lessee-operated generation facility is interconnected to the transmission system owned by Pennsylvania Electric Company (“Penelec”), and operated by PJM. Chestnut Flats Lessee was granted authority to sell at market-based rates<sup>13</sup> and its entire output is sold under a long-term power purchase agreement to Delmarva Power & Light Company. For purposes of the market power analysis below the capacity of this facility is assumed to be uncommitted.

McHenry Battery Storage, LLC (“McHenry”) is a Delaware limited liability company that owns and operates a 20 MW (nameplate) battery in McHenry, Illinois that is connected to the distribution system of Commonwealth Edison Company (“ComEd”). The battery is charged from the ComEd distribution system and McHenry has a Wholesale Market Participant Agreement with PJM Interconnection L.L.C. (“PJM”) in order to engage in wholesale transactions within the PJM market.<sup>14</sup> Therefore, since the

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<sup>13</sup> *Chestnut Flats Lessee, LLC*, Docket No. ER13-1641-000, unpublished letter order issued July 16, 2013.

<sup>14</sup> *PJM Interconnection, L.L.C.*, Docket No. ER14-2736-000, filed August 28, 2014, accepted by unpublished letter order issued Oct. 10, 2014.

ComEd transmission system is subject to the operational control of PJM and McHenry is a market participant in the PJM market the relevant market for the market power analysis is the PJM balancing authority area (“BAA”). All the electric energy and capacity from the facility will be sold into the PJM market.

Pilot Hill Wind, LLC (“Pilot Hill”) is a Delaware limited liability company that owns and operates a 176.9 MW nameplate capacity wind-powered electric generation facility located on land straddling the border between Kankakee and Iroquois Counties in Illinois. Pilot Hill is interconnected to the transmission system owned by ComEd and operated by PJM. Pilot Hill was granted authority to sell at market-based rates<sup>15</sup> and all of the output of Pilot Hill is sold in the PJM market.

As noted above, Kelly Creek is also affiliated with the two CENG-owned nuclear facilities located in the PJM BAA: Calvert Cliffs Unit 1 (866 MW) and Calvert Cliffs Unit 2 (861.80 MW).

Once the Facility is operational, Kelly Creek and its affiliates will own or control approximately 2,147 MW of generation capacity in the PJM BAA.

### **III. MARKET POWER ANALYSIS**

The Commission permits sales of energy and capacity at market-based rates if the seller and its affiliates lack both horizontal and vertical market power in the relevant geographic market.<sup>16</sup> Applicants must also comply with the Commission’s regulations

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<sup>15</sup> *Pilot Hill Wind, LLC*, Docket No. ER15-1045-000, unpublished letter order issued April 28, 2015.

<sup>16</sup> See 18 C.F.R. § 35.37; Order No. 697 at PP 12-32.



regarding affiliate abuse restrictions.<sup>17</sup> Kelly Creek satisfies all requirements for Commission approval to sell at market-based rates.

**A. Horizontal Market Power**

Kelly Creek lacks horizontal market power. For sellers in an Independent System Operator (“ISO”) or Regional Transmission Organization (“RTO”), the Commission has defined the “relevant geographic market” as the market covered by the ISO or RTO.<sup>18</sup> As noted above, Kelly Creek is located in the BAA operated by PJM. Thus, the relevant geographic market is the PJM BAA. For purposes of this analysis, Kelly Creek is affiliated with five generation facilities in the PJM BAA – Chestnut Flats, Pilot Hill, McHenry, and Calvert Cliffs Units 1 and 2.

The Commission permits generation owners that are unlikely to possess market power to submit streamlined applications using simplifying assumptions in their screen analyses.<sup>19</sup> The Commission also permits an applicant to rely on an analysis previously accepted by the Commission for the same balancing authority area, if it reflects recent data.<sup>20</sup> For purposes of this market power analysis, the analysis assumes that the collective capacity of Kelly Creek and its affiliates in the PJM BAA is 2,147 MW and conservatively assumes that all of this capacity owned or controlled by Kelly Creek and its affiliates is uncommitted. In preparing the indicative screens, Kelly Creek relies on

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<sup>17</sup> 18 C.F.R. § 35.39; Order No 697 at P 467.

<sup>18</sup> Order No. 697 at P 231.

<sup>19</sup> *Id.* at PP 308, 337.

<sup>20</sup> *AEP Power Marketing, Inc.*, 108 FERC ¶ 61,026 at P 175 (2004); *see also La Paloma Generating Company, LLC*, Docket No. ER00-107-006 (Dec. 9, 2010) (unpublished letter order accepting La Paloma’s market power analysis, which relied on data previously accepted for the balancing authority area).

the market power analysis submitted in *Panda Liberty LLC*, Docket No. ER15-1841-000 (filed Jun. 2, 2015).<sup>21</sup> The *Panda Liberty, LLC* analysis relied upon here was accepted by the Commission in *Panda Liberty LLC*, Docket No. ER15-1841-000 (July 16, 2015) (unpublished letter order). As discussed below, and demonstrated in the screens provided at Attachment B, Kelly Creek passes both indicative screens.

**Pivotal Supplier Screen.** The Pivotal Supplier screen evaluates the potential of a seller to exercise market power based on uncommitted capacity at the time of the BAA's annual peak demand.<sup>22</sup> "Uncommitted capacity is determined by adding the total nameplate or seasonal capacity of generation owned or controlled through contract or firm purchases, less operating reserves, native load commitments and long-term sales."<sup>23</sup> The Pivotal Supplier screen focuses on the seller's ability to exercise market power unilaterally and examines whether the market demand can be met absent the seller during peak times.<sup>24</sup> A seller is pivotal if demand cannot be met without some contribution of supply by the seller or its affiliates.<sup>25</sup>

Kelly Creek passes the Pivotal Supplier screen. It is not a purchaser under any power purchase agreement pursuant to which it has obtained rights to uncommitted capacity from others' facilities. As is shown in Attachment B, the Net Uncommitted

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<sup>21</sup> The market power screens relied upon from the *Panda Liberty LLC* filing are provided in Attachment B to this petition.

<sup>22</sup> 18 C.F.R. § 35.37(c)(1).

<sup>23</sup> Order 697 at P 38 (footnote omitted). For purposes of the horizontal market power analysis, the Commission assigns control to the owner of a generating facility absent a contractual agreement transferring such control. *Id.* at P 183. As required by Paragraph 186 of Order No. 697, Kelly Creek hereby affirms that it has not contractually obtained control of another entity's assets in the relevant BAA.

<sup>24</sup> See *AEP Power Marketing, Inc.*, at P 72.

<sup>25</sup> *Id.*

Supply in the PJM BAA is 47,979 MW, whereas the generating capacity of Kelly Creek and its affiliates located in this area is approximately 2,147 MW, significantly less than that of the PJM Net Uncommitted Supply. Accordingly, Kelly Creek passes the Pivotal Supplier screen.

**Market Share Screen.** The Market Share screen addresses on a seasonal basis “whether a seller has a dominant position in the market based on the number of megawatts of uncommitted capacity owned or controlled by the seller as compared to the uncommitted capacity of the entire relevant market.”<sup>26</sup> If the applicant has less than a 20% market share in all four seasons, it passes the Market Share screen.<sup>27</sup> As is shown in Attachment B, the PJM Total Seasonal Uncommitted Capacity ranges from 73,626 MW to 81,383 MW, and Kelly Creek and its affiliates contribute at most about 2,147 MW, which results in Kelly Creek and its affiliates owning or controlling 2.9% or less of the supply in the PJM market in all seasons. Accordingly, Kelly Creek is presumed to have no market power in the PJM BAA.

## **B. Vertical Market Power**

Kelly Creek and its relevant affiliates also lack vertical market power. To determine whether an applicant has vertical market power, the Commission considers the ownership, operation or control of transmission facilities.<sup>28</sup> If a seller or its affiliates own such facilities, they may demonstrate a lack of market power by having an OATT on file

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<sup>26</sup> Order No. 697 at P 43.

<sup>27</sup> *Id.* at PP 44, 89; *see also AEP Power Marketing* at P 13.

<sup>28</sup> 18 C.F.R. § 35.37(d).

with the Commission.<sup>29</sup> Finally, an applicant must state that it will not erect barriers to entry in the relevant market.<sup>30</sup>

Kelly Creek and its relevant affiliates only own, operate, or control limited transmission-related equipment necessary to connect their facilities to the transmission grid. Kelly Creek affirms that these interconnection facilities are limited and discrete facilities qualify for the blanket waivers provided in Section 35.28(d)(2), promulgated by Order No. 807, with one exception. As noted above, EDF-RE holds an equity interest in the Sagebrush Line through its ownership in Oasis Power Partners, LLC. The Sagebrush Line is a 46 mile, 230 kV transmission line that transmits the inputs of its partners to the point of interconnection with the interstate transmission grid under the terms of a Commission-accepted OATT.<sup>31</sup> The Sagebrush Line is located in the CAISO BAA, in the Southwest region.

Neither Kelly Creek nor any of its affiliates own or control inputs to electric power production that raise vertical market power concerns.

Neither Kelly Creek nor its affiliates own or control intrastate natural gas storage or distribution facilities, physical coal supply sources, or access to the transportation of coal supplies. As noted above, EDF-RE owns two landfill gas production facilities and gas gathering lines in Pennsylvania, a biogas production facility in Colorado that produces pipeline-quality gas, and is a shipper on interstate pipelines to move the gas it produces to a market center, but does not own or control any physical natural gas

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<sup>29</sup> *Id.*

<sup>30</sup> *Id.*

<sup>31</sup> *Sagebrush, a California Partnership*, Docket No. ER10-1988-001, unpublished letter order (Feb. 28, 2011). *See also Sagebrush, a California Partnership*, 130 FERC ¶ 61,093 (2010).

transportation, storage or distribution facilities or own or control other physical inputs to electric generation or transmission.

In accordance with the Commission's regulations, Kelly Creek hereby states that neither it nor any of its affiliates have erected barriers to entry in the relevant geographic market, and will not erect such barriers to entry. This assurance, along with the facts discussed above, demonstrates that Kelly Creek and its affiliates do not have vertical market power.

### **C. Affiliate Restrictions**

The regulations restrict transactions between companies who have received market-based rate authority and affiliated public utilities.<sup>32</sup> In Order No. 697, however, the Commission clarified that these regulations do not apply when captive customers are not present.<sup>33</sup> The term "captive customer" only refers to customers served under cost-based rate regulation,<sup>34</sup> and does not refer to customers who have the ability to select a retail supplier based on rates, terms and conditions.<sup>35</sup> The customers of Kelly Creek do not and will not fit the Commission's definition of "captive customer." Further, Kelly Creek is not affiliated with a franchised public utility. Thus, the affiliate restrictions do not apply to Applicant or its affiliates.

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<sup>32</sup> 18 C.F.R. § 35.39.

<sup>33</sup> Order No. 697 at PP 552, 589.

<sup>34</sup> 18 C.F.R. § 35.36(a)(6).

<sup>35</sup> Order No. 697 at P 479; *see also* Order No. 697-A at PP 192, 198.

#### IV. ANCILLARY SERVICES

Applicant requests authorization to sell certain ancillary services in various markets as authorized for other companies permitted to sell at market-based rates, under the terms of Applicant's tariff. Applicant's tariff contains terms and conditions for the sale of certain ancillary services at market-based rates consistent with Commission precedent.<sup>36</sup>

#### V. SELLER CATEGORY

The regulations define "Category 1 Sellers" as wholesale power producers that: (1) own or control 500 MW or less of generation in aggregate per region; (2) do not own, operate or control transmission facilities other than limited equipment to connect generating facilities to the transmission grid; (3) are not affiliated with anyone that owns, operates or controls transmission facilities in the same region as the seller's generation assets; (4) are not affiliated with a franchised public utility in the same region as the seller's generation assets; and (5) do not raise other vertical market power issues.<sup>37</sup> Any seller not in Category 1 is a Category 2 Seller.<sup>38</sup>

Kelly Creek submits that it is a Category 2 Seller in the Northeast region. As noted above Kelly Creek and its affiliates will own or control approximately 2,147 MW

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<sup>36</sup> Order No. 697-A, Appendix C; *Midwest Independent Transmission System Operator, Inc.*, 123 FERC ¶ 61,297, at P 46 (2008); *Southwest Power Pool, Inc.*, 144 FERC ¶ 61,224, at P 412 (2013); and *Third-Party Provision of Ancillary Services; Accounting and Financial Reporting for New Electric Storage Technologies*, 78 Fed. Reg. 46178 (July 30, 2013), at P 200 ("Order No. 784"). As required by Order No. 784, Applicant's tariff states that it will not make third-party sales of operating reserves 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 unless it has made a future filing with the Commission seeking such authorization by making the required showing and receiving Commission authorization prior to making such sales. *Id.* at PP 200-202.

<sup>37</sup> 18 C.F.R. § 35.36(a) (2).

<sup>38</sup> 18 C.F.R. § 35.36(a) (3).

of generation capacity in the PJM BAA. Therefore, pursuant to the definition of Category 1 and Category 2 Sellers in the regulations, Kelly Creek is a Category 2 seller in the Northeast region.

Kelly Creek submits that it is a Category 1 Seller in all other regions, specifically the Southeast, Central, Northwest, Southwest, and Southwest Power Pool regions. Kelly Creek is a Category 1 Seller in those regions because (i) it is a power producer with generation only in the Northeast region so it does not own or control any generation located in those regions, (ii) it does not own or operate or control transmission facilities other than those necessary for the interconnection of generation to the interconnected transmission grid, (iii) it is not affiliated with any one who owns, operates, or controls transmission facilities in the region in which its generation is located and the transmission with which it is affiliated in the Southwest region is subject to an OATT; (iv) it is not affiliated with a franchised public utility, and (v) there are no vertical market power issues raised in any of those regions.

## **VI. REPORTING REQUIREMENTS**

Kelly Creek agrees to comply with all the reporting requirements normally imposed on sellers permitted to sell power at market-based rates, including filing Electric Quarterly Reports, updated market power analyses, and notices of material changes in status.<sup>39</sup> Kelly Creek also agrees to comply with the market behavior rules.<sup>40</sup> Kelly Creek does not intend to report transactions to publishers of electricity or natural gas price indices.

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<sup>39</sup> 18 C.F.R. §§ 35.10(b), 35.42.

<sup>40</sup> 18 C.F.R. § 35.41.

## **VII. REQUEST FOR WAIVERS AND AUTHORIZATIONS**

Kelly Creek requests the following waivers, blanket approvals, and authorizations traditionally granted to market-based rate sellers:

- (1) Waiver of reporting requirements in subparts B and C of Part 35 of the Commission's regulations, except as to Sections 35.12(a), 35.13(b), 35.15 and 35.16;
- (2) Waiver of accounting, reporting and other requirements of Parts 41, 101 (except for the provisions of Part 101 that apply to hydropower licensees), and 141 of the Commission's regulations, except Sections 141.14 and 141.15;
- (3) Blanket authorization to issue securities or assume liabilities, under Section 204 of the FPA and Part 34 of the Commission's regulations; and
- (4) Any other waiver or authorization that the Commission finds appropriate.

## **VIII. REQUESTED EFFECTIVE DATE**

Kelly Creek requests an effective date for its market-based rate tariff of September 17, 2016.

## **IX. LIST OF DOCUMENTS SUBMITTED WITH THIS FILING**

The documents included in this filing consist of the following:

1. This Petition
2. Asset Appendix (Attachment A)
3. Market power screens and supporting materials (Attachment B)
4. Market-Based Rate Tariff (Attachment C)



**X. CONCLUSION**

For the foregoing reasons, Kelly Creek respectfully requests the Commission to issue an order (1) granting its petition for market-based rate authorization; (2) granting the requested waivers and authorizations, and (3) accepting the tariff records to be effective on September 17, 2016.

Respectfully submitted,

Andrea Wolfman  
Ambrea Watts  
Alston & Bird LLP  
950 F Street, N.W.  
Washington, DC 20004  
(202) 239-3300

*Counsel for Kelly Creek Wind, LLC*

Dated: [July 18, 2016]

## **ATTACHMENT A**

### **ASSET APPENDIX**

[Provided in separate Excel file]

**ATTACHMENT B**

**MARKET POWER SCREENS  
AND SUPPORTING MATERIAL**

[Market Power Screens provided in separate Excel file]

**Attachment B Supporting Material from Docket No. ER15-1841-000**

## Part I -- Pivotal Supplier Analysis

		PJM	
Row	Generation	MW	Reference (December '13 - November '14)
	<b>Seller and Affiliate Capacity</b>		
A	Installed Capacity	783	Exhibit JRS-2
B	Long-Term Firm Purchases	-	
C	Long-Term Firm Sales	-	
D	Imported Power	-	No affiliated uncommittd capacity in first tier markets
	<b>Non-Affiliate Capacity</b>		
E	Installed Capacity	193,861	Wkp-PJM Generation Summary
F	Long-Term Firm Purchases	-	
G	Long-Term Firm Sales	-	
H	Imported Power	-	Conservatively assumed to be zero
I	Balancing Authority Area Reserve Requirement	(6,338)	Wkp-PJM Oper Reserves
J	Amount of Line I Attributable to Seller, if any	-	
K	Total Uncommitted Capacity	74,845	SUM (A,B,C,D,E,F,G,H,I,M)
	<b>Load</b>		
L	Balancing Authority Area Annual Peak Load	141,678	Wkp-PJM Load Summary
M	Average Daily Peak Native Load in Peak Month	(113,461)	Wkp-PJM Load Summary
N	Amount of Line M Attributable to Seller, if any	-	
O	Wholesale Load	28,217	(L+M)
P	Net Uncommitted Supply	46,628	(K-O)
Q	Seller's Uncommitted Capacity	783	SUM (A,B,C,D,J,N)
R	Result of Pivotal Supplier Screen	<b>PASS</b>	(Pass if (Q < P) ); (Fail if Q > P)

## Part II -- Market Share Analysis

## PJM

Row		Winter (MW)	Spring (MW)	Summer (MW)	Fall (MW)	Reference December '13 - November '14
	<b>Seller and Affiliate Capacity</b>					
A	Installed Capacity	868	868	783	868	Exhibit JRS-2
B	Long-Term Firm Purchases	-	-	-	-	
C	Long-Term Firm Sales	-	-	-	-	
D	Seasonal Average Planned Outages	-	-	-	-	
E	Imported Power	-	-	-	-	No affiliated uncommitted capacity in first tier markets
	<b>Capacity Deductions</b>					
F	Average Peak Native Load in the Season	(112,941)	(94,813)	(114,760)	(95,808)	Wkp-PJM Load Summary
G	Amount of Line F Attributable to Seller, if any	-	-	-	-	
H	Amount of Line F Attributable to Others, if any	(112,941)	(94,813)	(114,760)	(95,808)	
I	Balancing Authority Area Reserve Requirement, if any	(6,378)	(5,428)	(6,442)	(5,495)	Wkp-PJM Oper Reserves
J	Amount of Line I Attributable to Seller, if any	-	-	-	-	
K	Amount of Line I Attributable to Others, if any	(6,378)	(5,428)	(6,442)	(5,495)	
	<b>Non-Affiliate Capacity</b>					
L	Installed Capacity	202,506	202,057	193,861	202,010	Wkp-PJM Generation Summary
M	Long-Term Firm Purchases	-	-	-	-	
N	Long-Term Firm Sales	-	-	-	-	
O	Local Seasonal Average Planned Outages	(3,938)	(29,277)	(1,167)	(25,214)	Wkp-Outage Summary
P	Uncommitted Capacity Imports	-	-	-	-	Conservatively assumed to be zero
	<b>Supply Calculation</b>					
Q	Total Competing Supply	79,249	72,539	71,492	75,493	SUM (L,M,N,O,P,H,K)
R	Seller's Uncommitted Capacity	868	868	783	868	SUM (A,B,C,D,E,G,J)
S	Total Seasonal Uncommitted Capacity	80,117	73,407	72,275	76,360	SUM (Q,R)
T	<b>Seller's Market Share</b>	1.1%	1.2%	1.1%	1.1%	(R/S)
	Results	<b>PASS</b>	<b>PASS</b>	<b>PASS</b>	<b>PASS</b>	Pass if T < 20%; Fail if T > 20%

**ATTACHMENT C**

**MARKET-BASED RATE TARIFF**

1. **Availability**: Seller makes electric energy, capacity and ancillary services available as a power marketer under this Rate Schedule for wholesale sales to any purchaser with whom Seller has contracted.
2. **Applicability**: This Rate Schedule is applicable to all sales of electric energy, capacity and ancillary services by Seller not otherwise subject to a particular Rate Schedule of Seller.
3. **Rates**: All sales shall be made at the rates established between Seller and the purchaser.
4. **Other Terms and Conditions**: All other terms and conditions shall be established by agreement between Seller and the purchaser.
5. **Ancillary Services**: Seller will make available to any purchaser with whom it has contracted, the ancillary services listed in this Paragraph.
  - a. **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.
  - b. **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.
  - c. **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.
  - d. **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.
  - e. **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.
  - f. **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.



- g. 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.
6. **Compliance with Commission Regulations:** Seller shall comply with the provisions of 18 CFR 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 CFR 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.
7. **Seller Category:** Seller is a Category 2 seller in the Northeast region and a Category 1 Seller in the Southeast, Central, Southwest Power Pool, Southwest, and Northwest regions, as defined in 18 C.F.R. § 35.36(a).
8. **Limitations and Exemptions Regarding Market-Based Rate Authority:** Seller has received waiver of the following Commission regulations: (i) Subparts B and C of Part 35, except for 18 C.F.R. §§ 35.12(a), 35.13(b), 35.15 and 35.16; (ii) Part 41, and Part 141 with the exception of 18 C.F.R. §§ 141.14 and 141.15 of the Commission's accounting and periodic reporting requirements; and (iii) Part 101, except that waiver of the provisions that apply to hydropower licensees has not been granted with respect to licensed hydropower projects. Seller has also received blanket approval under 18 C.F.R. Part 34. (See *Kelly Creek Wind, LLC*, Docket No. ER16-\_\_\_\_-000 (2016) (unpublished letter order).)
9. **Effective Date:** This Tariff is effective on the date specified by the Commission.

FERC rendition of the electronically filed tariff records in Docket No. ER16-02227-000

Filing Data:

CID: C005299

Filing Title: Kelly Creek Wind Initial Baseline MBR Application Filing

Company Filing Identifier: 272

Type of Filing Code: 390

Associated Filing Identifier:

Tariff Title: Tariffs, Agreements, and Rate Schedules

Tariff ID: 111

Payment Confirmation:

Suspension Motion: N

Tariff Record Data:

Record Content Description, Tariff Record Title, Record Version Number, Option Code:

MBR Tariff, Kelly Creek Wind FERC Electric Tariff Original Vol. 1, 0.0.0, A

Record Narrative Name:

Tariff Record ID: 234

Tariff Record Collation Value: 1000 Tariff Record Parent Identifier: 0

Proposed Date: 2016-09-17

Priority Order: 500

Record Change Type: New

Record Content Type: 1

Associated Filing Identifier:

1. **Availability:** Seller makes electric energy, capacity and ancillary services available as a power marketer under this Rate Schedule for wholesale sales to any purchaser with whom Seller has contracted.
2. **Applicability:** This Rate Schedule is applicable to all sales of electric energy, capacity and ancillary services by Seller not otherwise subject to a particular Rate Schedule of Seller.
3. **Rates:** All sales shall be made at the rates established between Seller and the purchaser.
4. **Other Terms and Conditions:** All other terms and conditions shall be established by agreement between Seller and the purchaser.
5. **Ancillary Services:** Seller will make available to any purchaser with whom it has contracted, the ancillary services listed in this Paragraph.
  - a. **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.
  - b. **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.

- c. **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.
  - d. **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.
  - e. **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.
  - f. **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.
  - g. **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.
6. **Compliance with Commission Regulations:** Seller shall comply with the provisions of 18 CFR 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 CFR 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.

7. **Seller Category:** Seller is a Category 2 seller in the Northeast region and a Category 1 Seller in the Southeast, Central, Southwest Power Pool, Southwest, and Northwest regions, as defined in 18 C.F.R. § 35.36(a).
8. **Limitations and Exemptions Regarding Market-Based Rate Authority:** Seller has received waiver of the following Commission regulations: (i) Subparts B and C of Part 35, except for 18 C.F.R. §§ 35.12(a), 35.13(b), 35.15 and 35.16; (ii) Part 41, and Part 141 with the exception of 18 C.F.R. §§ 141.14 and 141.15 of the Commission's accounting and periodic reporting requirements; and (iii) Part 101, except that waiver of the provisions that apply to hydropower licensees has not been granted with respect to licensed hydropower projects. Seller has also received blanket approval under 18 C.F.R. Part 34. (See *Kelly Creek Wind, LLC*, Docket No. ER16-\_\_\_\_-000 (2016) (unpublished letter order).)
9. **Effective Date:** This Tariff is effective on the date specified by the Commission.

**Part II – Market Share Analysis**

Applicant-> **Kelly Creek**  
 Study Area -> **PJM**  
 Data Year -> **Dec 2013-Nr**

As filed by th

Row	Winter (MW)
<b>Seller and Affiliate Capacity (owned, controlled or under LT contract)</b>	
A	Installed Capacity (inside the study area) 2,147
A1	Remote Capacity (from outside the study area) 0
B	Long-Term Firm Purchases (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	Seasonal Average Planned Outages 0
E	Uncommitted Capacity Imports 0
<b>Capacity Deductions</b>	
F	Average Peak Native Load in the Season 112,941
G	Amount of Line F Attributable to Seller, if any 0
H	Amount of Line F Attributable to Non-Affiliates, if any 112,941
I	Study Area Reserve Requirement 6,378
J	Amount of Line I Attributable to Seller, if any 0
K	Amount of Line I Attributable to Non-Affiliates, if any 6,378
<b>Non-Affiliate Capacity (owned, controlled or under LT contract)</b>	
L	Installed Capacity (inside the study area) 202,506
L1	Remote Capacity (from outside the study area) 0
M	Long-Term Firm Purchases (inside the study area) 0
M1	Long-Term Firm Purchases (from outside the study area) 0
N	Long-Term Firm Sales (in and outside the study area) 0
O	Seasonal Average Planned Outages 3,938
P	Uncommitted Capacity Imports 0
<b>Supply Calculation</b>	
Q	Total Competing Supply (L+L1+M+M1+P-H-K-N-O) 79,249
R	Seller's Uncommitted Capacity (A+A1+B+B1+E-C-D-G-J) 2,147
S	Total Seasonal Uncommitted Capacity (Q+R) 81,396
T	<b>Seller's Market Share</b> (R÷S) 2.6%
	Results (Pass if < 20% and Fail if ≥ 20%) Pass
U	Total Imports, as filed by Seller (E+P) 0
V	SIL value*

Do Total Imports exceed SIL value? (is  $U \leq V$ )

No
----

**Seller's Market Share** w/o Competing Imports

2.6%
Pass

\* Transmission owners filing triennials should use the SIL values from their Submittal 1, Row 10 (see *PL*). Other sellers should use Commission-accepted SIL values, if they exist for the study area and study period. Use SIL values that have been filed but not accepted.

**Wind, LLC**

**Q3 2014**

ie Applicant/Seller

Spring (MW)	Summer (MW)	Fall (MW)
2,147	2,147	2,147
0	0	0
0	0	0
0	0	0
0	0	0
0	0	0
0	0	0

**Reference**

approximate combined nameplate capacity of Kelly

conservatively assumed to be zero

94,813	114,760	95,808
0	0	0
94,813	114,760	95,808
5,428	6,442	5,495
0	0	0
5,428	6,442	5,495

Wkp-PJM Load Summary, JRS-4, Market Share A

Wkp-PJM Oper ReserVs, JRS-4, Market Share An.  
JRS-4, Market Share Analysis, *Panda Liberty LLC*

202,057	193,861	202,010
0	0	0
0	0	0
0	0	0
0	0	0
29,277	1,167	25,214
0	0	0

Wkp-PJM, Generation Summary, JRS-4, Market St

Wkp-Outage Summary, JRS-4, Market Share Anal  
Conservatively assumed to be zero in JRS-4

72,539	71,492	75,493
2,147	2,147	2,147
74,686	73,639	77,640
2.9%	2.9%	2.8%
Pass	Pass	Pass

0	0	0
---	---	---

- - -

No	No	No
2.9%	2.9%	2.8%
Pass	Pass	Pass

*iget Sound Energy, Inc.*, 135 FERC ¶ 61,254 (2011)).

iod. If these values do not exist, sellers should



Creek and its affiliates in PJM

analysis, *Panda Liberty LLC*, Docket No. ER15-1841-000 (filed Jun. 2. 2015)

analysis, *Panda Liberty LLC*, Docket No. ER15-1841-000 (filed Jun. 2. 2015)  
, Docket No. ER15-1841-000 (filed Jun. 2. 2015)

rare Analysis, *Panda Liberty LLC*, Docket No. ER15-1841-000 (filed Jun. 2. 2015)

lysis, *Panda Liberty LLC*, Docket No. ER15-1841-000 (filed Jun. 2. 2015)

## Part I – Pivotal Supplier Analysis

Applicant-> **Kelly Creek Wind, I**Market -> **PJM**Data Year -> **Dec 2013-Nov 2014**

### Row

#### Generation

#### Seller and Affiliate Capacity (owned or controlled)

A	Installed Capacity (from inside the study area)	2,147
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)	-
D	Uncommitted Capacity Imports	0

#### Non-Affiliate Capacity (owned or controlled)

E	Installed Capacity (from inside the study area)	193,861
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)	-
G	Long-Term Firm Sales (in and outside the study area)	-
H	Uncommitted Capacity Imports	0

I	Study Area Reserve Requirement	6,338
J	Amount of Line I Attributable to Seller, if any	-

K	Total Uncommitted Supply (A+A1+B+B1+D+E+E1+F+F1+H-C-G-I-M)	76,209
---	--	--------

#### Load

L	Balancing Authority Area Annual Peak Load	141,678
M	Average Daily Peak Native Load in Peak Month	113,461
N	Amount of Line M Attributable to Seller, if any	0

O	Wholesale Load (L-M)	28,217
---	----------------------	--------

P	Net Uncommitted Supply (K-O)	47,992
---	------------------------------	--------

Q	Seller's Uncommitted Capacity (A+A1+B+B1+D-C-J-N)	2,147
---	---	-------

Result of Pivotal Supplier Screen (Pass if Line Q < Line P)		<b>Pass</b>
---	--	-------------

(Fail if Line Q > Line P)

Result of Pivotal Supplier Screen w/o Competing Imports

**Pass**

Total Imports (Sum D,H), as filed by Seller ->	-
% of SIL for Seller's imported capacity ->	#DIV/0!
% of SIL for Other's imported capacity ->	#DIV/0!

SIL value\* -> -

Do Total Imports exceed the SIL value? -> **No**

\* Transmission owners filing triennials should use the SIL values from their Submittal 1, Row 10 (see *Puget Sound*). Other sellers should use Commission-accepted SIL values, if they exist for the study area and study period. If they use SIL values that have been filed but not accepted.

LLC

I

## Reference

approximate combined nameplate capacity of Kelly Creek and affiliates in PJM BAA

Wkp-PJM Generation Summary, JRS-3, Pivotal Supplier Analysis, *Panda Liberty LLC*, Docket No. E

Wkp-PJM Oper Reserves, JRS-3, Pivotal Supplier Analysis, *Panda Liberty LLC*, Docket No. ER15-1

Wkp-PJM Load Summary, JRS-3, Pivotal Supplier Analysis, *Panda Liberty LLC*, Docket No. ER15-1

Wkp-PJM Load Summary, JRS-3, Pivotal Supplier Analysis, *Panda Liberty LLC*, Docket No. ER15-1

*d Energy, Inc.*, 135 FERC ¶ 61,254 (2011)).

se values do not exist, sellers should

R15-1841-000 (filed Jun. 2. 2015)

841-000 (filed Jun. 2. 2015)

841-000 (filed Jun. 2. 2015)

841-000 (filed Jun. 2. 2015)

## Asset Appendi

A	B	C	D	E	F
Filing Entity and its Energy Affiliates	Docket # where MBR authority was granted	Generation Name	Owned By	Controlled By	Date Control Transferred
EDF Trading North America, LLC	ER03-774	N/A	EDF Trading Holdings LLC	EDF Trading Holdings LLC	10/31/2008
EDF Industrial Power Services (CA), LLC	ER12-1825	N/A	EDF Trading North America, LLC	EDF Trading North America, LLC	N/A
EDF Energy Services, LLC	ER14-2672	N/A	EDF Trading North America LLC	EDF Trading North America LLC	N/A
Anahau Energy, LLC	ER13-415	N/A	N/A	N/A	N/A
Allendale Biomass, LLC	N/A	N/A	Allendale Biomass	Allendale Biomass	N/A
Bellevue Solar, LLC	ER11-4380-000	N/A	Bellevue Solar	Bellevue Solar	N/A
Catalina Solar Lessee, LLC	ER13-1562-000	N/A	Catalina Solar, LLC	N/A	N/A
Champepadan Wind Power Partners, LLC	QF02-3	N/A	Champepadan	Champepadan	N/A
Chestnut Flats Lessee, LLC	ER13-1641-000	N/A	Chestnut Flats Wind, LLC	N/A	9/30/2013
DifWind Farms LTD VI	QF87-190	N/A	DifWind VI	DifWind VI	N/A
DifWind Farms LTD VII	QF06-167-000	N/A	DifWind VII	DifWind VII	N/A
DifWind Farms LTD VIII	QF84-140	N/A	DifWind VIII	DifWind VIII	N/A
DifWind Farms LTD IX	QF06-168	N/A	DifWind IX	DifWind IX	N/A
Dorchester Biomass, LLC	N/A	N/A	Dorchester Biomass	Dorchester Biomass	N/A
EDF Renewable Wind Farm V, Inc.	QF90-57	N/A	EDF Renewable Wind Farm V	EDF Renewable Wind Farm V	N/A
Fenton Power Partners I, LLC	ER07-357-000	N/A	Fenton Power Partners	Fenton Power Partners	N/A
Great Western Wind Energy, LLC	ER16-____	N/A	Great Western Wind Energy	Great Western Wind Energy	N/A

Hoosier Wind Project, LLC	ER09-1181-000	N/A	Hoosier Wind Project	Hoosier Wind Project	N/A
Kelly Creek Wind, LLC	ER16-____	N/A	Kelly Creek Wind	Kelly Creek Wind	N/A
McHenry Battery Storage, LLC	ER16-____	N/A	McHenry Battery Storage	McHenry Battery Storage	N/A
Milo Wind Project, LLC	ER15-2131-000	N/A	Milo Wind Project, LLC	Milo Wind Project, LLC	N/A
Moulton Wind Power Partners, LLC	QF04-7	N/A	Moulton Wind	Moulton Wind	N/A
Oasis Power Partners, LLC	ER05-41-000	N/A	Oasis Power	Oasis Power	N/A
Pacific Wind Lessee, LLC	ER12-1931-000	N/A	Pacific Wind, LLC	Pacific Wind Lessee, LLC	N/A
Patterson Pass Wind Farm LLC	QF87-505	N/A	Patterson Pass	Patterson Pass	N/A
Pilot Hill Wind, LLC	ER15-1045-000	N/A	Pilot Hill Wind, LLC	Pilot Hill Wind, LLC	N/A
Roosevelt Wind Project, LLC	ER15-2130-000	N/A	Roosevelt Wind Project, LLC	Roosevelt Wind Project, LLC	N/A
Sacramento Soleil, LLC	QF08-630	N/A	Sacramento Soleil	Sacramento Soleil	N/A
Shiloh Wind Project 2, LLC	ER08-1237-000	N/A	Shiloh 2	Shiloh 2	N/A
Shiloh III Lessee, LLC	ER12-610-009	N/A	Shiloh III Wind Project, LLC	Shiloh III Lessee	2/16/2012
Shiloh IV Lessee, LLC	ER13-338-000	N/A	Shiloh IV Wind Project	Shiloh IV Lessee	12/27/2012
Slate Creek Wind Project, LLC	ER15-2129-000	N/A	Slate Creek Wind Project, LLC	Slate Creek Wind Project, LLC	N/A
Spearville 3, LLC	ER12-2037-000	N/A	Spearville 3, LLC	Spearville 3, LLC	N/A
Spinning Spur Wind LLC	ER12-2314	N/A	Spinning Spur Wind LLC	Spinning Spur Wind LLC	N/A
Wapsipinicon Wind Project, LLC	ER08-1288-000	N/A	Wapsipinicon	Wapsipinicon	N/A
Yamhill Solar, LLC	ER11-4381-000	N/A	Yamhill Solar	Yamhill Solar	N/A
Calvert Cliffs Nuclear Power Plant LLC	ER00-2917-000	Calvert Cliffs Nuclear Power Plant	Calvert Cliffs Nuclear Power Plant LLC	Calvert Cliffs Nuclear Power Plant LLC	11/6/2009
Calvert Cliffs Nuclear Power Plant LLC	ER00-2917-000	Calvert Cliffs Nuclear Power Plant	Calvert Cliffs Nuclear Power Plant LLC	Calvert Cliffs Nuclear Power Plant LLC	11/6/2009
R.E. Ginna Unit 1 Nuclear Power Plant, LLC	ER04-485-000	Ginna	R.E. Ginna Unit 1 Nuclear Power Plant, LLC	R.E. Ginna Unit 1 Nuclear Power Plant, LLC	11/6/2009



Nine Mile Point Nuclear Station, LLC	ER01-1654-000	Nine Mile Point (Unit 1)	Nine Mile Point Nuclear Station, LLC	Nine Mile Point Nuclear Station, LLC	11/6/2009
Nine Mile Point Nuclear Station, LLC	ER01-1654-000	Nine Mile Point (Unit 2)	Nine Mile Point Nuclear Station, LLC	Nine Mile Point Nuclear Station, LLC	11/6/2009

## ix: Generation Assets

G	H	I	J	K	L	M
Location		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)
Market/Balancing Authority Area	Geographic Region					
N/A	N/A	N/A	N/A			1
N/A	N/A	N/A	N/A			
N/A	N/A	N/A	N/A			
N/A	N/A	N/A	N/A			
Santee Cooper	Southeast	10/1/2013	19.3	19.3	N	
PGE	Northwest	10/26/2011	1.66	1.66	N	
CAISO	Southwest	XX/2013	110	110	N	
MISO	Central	12/19/2001	1.98	1.98	N	2
PJM	Northeast	12/29/2011	38	38	N	
CAISO	Southwest	12/31/1984	26.8	26.8	N	2
CAISO	Southwest	1/1/1985	23	23	N	2
CAISO	Southwest	12/31/1986	15	15	N	2
CAISO	Southwest	1/1/1985	15	15	N	2
Santee Cooper	Southeast	10/1/2013	19.3	19.3	N	
CAISO	Southwest	1989	16.2	16.2	N	2
MISO	Central	11/13/2007	205.5	205.5	N	
SPP	Central	Oct-16	225	225	N	

MISO	Central	Nov-09	106	106	N	
PJM	Northeast	Oct-16	184	184	N	
PJM	Northeast	Dec-15	20	20	N	
SPP	SPP	Dec-15	49.65	49.65	N	
MISO	Central	12/19/2001	1.98	1.98	N	2
CAISO	Southwest	12/24/2004	60	60	N	
CAISO	Southwest	8/16/2012	140	140	N	
CAISO	Southwest	Mar-95	21.7	21.7	N	2
PJM	Northeast	Sep-15	176.9	176.9	N	
SPP	SPP	12/14/2015	250	250	N	
CAISO	Southwest	7/14/2008	1	1	N	2
CAISO	Southwest	1/30/2009	150	150	N	
CAISO	Southwest	12/22/2011	100	100	N	
CAISO	Southwest	12/21/2012	102.5	102.5	N	
SPP	SPP	Dec-15	150	150	N	
SPP	SPP	10/1/2012	100.8	100.8	N	
SPP	SPP	12/20/2012	161	161	N	
MISO	Central	2/20/2009	100.5	100.5	N	
PGE	Northwest	10/26/2011	1.19	1.19	N	
PJM	Northeast	5/1/1975	918	866	S	
PJM	Northeast	4/1/1977	910.7	841.8	S	
NYISO	Northeast	7/1/1970	582	582	N	

NYISO	Northeast	12/1/1969	641.8	641.8	N	
NYISO	Northeast	8/1/1988	1287	1287	N	

|

## Asset Appendix: Transmission Assets / Natura

A	B	C	D	E	F
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
Kelly Creek Wind, LLC	N/A	N/A	Kelly Creek Wind	Kelly Creek Wind	N/A
Oasis Power Partners, LLC	<i>Sagebrush, a California Partnership</i> , Docket No. ER10-1988-001, unpublished letter order (Feb. 28, 2011)	Sagebrush Line – gen tie line	Sagebrush Partners	Sagebrush Partners	N/A

## il Gas Assets

G	H		I	J
Location		Size	End Note Number	
Market/Balancing Authority Area	Geographic Region			
PJM	Northeast	N/A	N/A	
CAISO	Southwest	46-mile, 230kV		

## Asset Appendix: Long-Term Purc

A	B	C	D	E
Filing Entity and its Energy Affiliates	Docket # where MBR Authority was granted	Seller Name	Amount of PPA (MW)	Loca
				Market/Balancing Authority Area
Kelly Creek Wind, LLC	ER16-___	N/A	N/A	PJM
EDF Trading North America, LLC	ER03-774-000	DTE Energy Trading	10	MISO
EDF Trading North America, LLC	ER03-774-000	DTE Energy Trading	50	MISO
EDF Trading North America, LLC	ER03-774-000	DTE Energy Trading	150	MISO
EDF Trading North America, LLC	ER03-774-000	Dynergy Marketing and Trade	10	MISO
EDF Trading North America, LLC	ER03-774-000	The Energy Authority	15	MISO
EDF Trading North America, LLC	ER03-774-000	CMS Energy Resource Management	35	MISO
EDF Trading North America, LLC	ER03-774-000	NextEra Energy Power Marketing	10	MISO
EDF Trading North America, LLC	ER03-774-000	CMS Energy Resource Management	100	MISO
EDF Trading North America, LLC	ER03-774-000	Great River Energy	35	MISO
EDF Energy Services, LLC	ER14-2672-000	Trigen-St Louis Energy Corp.	23.8	MISO
EDF Trading North America, LLC	ER03-774-000	LaPaloma Generating Company, LLC	36	CAISO
EDF Trading North America, LLC	ER03-774-000	Shell Energy North America	10	CAISO
EDF Trading North America, LLC	ER03-774-000	Shell Energy North America	6	CAISO



EDF Trading North America, LLC	ER03-774-000	Shell Energy North America	9	CAISO
EDF Trading North America, LLC	ER03-774-000	Calpine Energy Services, L.P.	4	CAISO
EDF Trading North America, LLC	ER03-774-000	Calpine Energy Services, L.P.	1	CAISO
EDF Trading North America, LLC	ER03-774-000	City of Vernon	6	CAISO
EDF Trading North America, LLC	ER03-774-000	Inland Empire Energy Center LLC	11	CAISO
EDF Energy Services, LLC	ER14-2672-000	Harbor Cogen	2	CAISO

## Purchased Power Agreements (PPA)

<b>F</b>	<b>G</b>	<b>H</b>	<b>I</b>
<b>Location</b>	<b>Start Date</b>	<b>End Date</b>	<b>End Note Number</b>
<b>Geographic Region</b>	<b>(mo/da/yr)</b>	<b>(mo/da/yr)</b>	
Northeast	N/A	N/A	N/A
Central	6/1/2016	5/31/2017	3, 4
Central	6/1/2016	5/31/2017	3, 4
Central	6/1/2016	5/31/2017	3, 4
Central	6/1/2016	5/31/2017	3, 4
Central	6/1/2016	5/31/2017	3, 4
Central	6/1/2016	5/31/2017	3, 4
Central	6/1/2016	5/31/2017	3, 4
Central	6/1/2016	5/31/2017	3, 4
Central	6/1/2016	5/31/2017	3, 4
Central	6/1/2016	5/31/2017	3, 4
Central	6/1/2016	5/31/2017	3, 4
Central	6/1/2016	5/31/2017	3, 4
Southwest	1/1/2016	12/31/2016	4, 5, 6
Southwest	1/1/2016	12/31/2016	4, 5
Southwest	1/1/2016	12/31/2016	4, 5



## End Notes for Entries in the Generation, Lor

A End Note Number	B List (Generation, PPA, or Transmission)
1	Generation, Transmission
2	Generation
3	PPA
4	PPA
5	PPA
6	PPA

## Long-term PPA and Transmission Lists

C Explanatory Note
Table excludes assets outside the continental U.S. and in ERCOT
Excluded from market-power analysis per Order. 861
This is a bilateral transaction for the purchase of Zonal Resource Credits as defined by the MISO tariff. This is a transaction for Zonal Resource Credits only and thus is not included in any indicative market power screens.
The product associated with this transaction may be sold to an affiliate purchaser under a separate transaction.
This is a bilateral transaction for the purchase of Resource Adequacy Capacity as defined by the CAISO tariff. This is a transaction for Resource Adequacy Capacity only and thus is not included in any indicative market power screens.
The amount of Resource Adequacy Capacity available for purchase will vary during the term of the contract. The maximum volume in any given month is provided in column D.

Document Content(s)

Transmittal - Kelly Creek MBR Application.PDF.....1-19

Att. B pt. 2 - Supporting Material - Kelly Creek MBR.PDF.....20-22

Clean Kelly Creek Baseline MBR tariff.PDF.....23-25

FERC GENERATED TARIFF FILING.RTF.....26-28

Att. B pt. 1 - Market Power Screens - Kelly Creek.XLSX.....29-38

Att. A - Asset Appendix - Kelly Creek MBR.XLSX.....39-53