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August 5, 2016

VIA HAND DELIVERY

Ms. Ingrid Ferrell
Executive Secretary
Public Service Commission of West Virginia
201 Brooks Street
Charleston, West Virginia 25301

02:42 PM AUG 05 2016 PSC EXEC SEC DIV

Re: Case No. 16- 1075 ^{PC} -E-CS-~~PW~~

MOUNDVILLE POWER, LLC

Application for Waiver of Siting Certificate Modification Requirements or, in the Alternative, for a Modification to Siting Certificate and Related Requests for Relief.

Dear Ms. Ferrell:

Enclosed for filing on behalf of Moundville Power, LLC (“Moundville”) please find an original and twelve copies of “Moundville Power, LLC’s Application for Waiver of Requirement to Obtain a Modification or Amendment of its Siting Certificate, or, in the Alternative, Petition for a Modification of its Siting Certificate” (the “Application”) in connection with a proposed capacity increase to the natural gas-fired wholesale electric generating facility in Marshall County, West Virginia (the “Facility”) for which Moundville was granted a siting certificate by the Public Service Commission of West Virginia (the “Commission”) in its Order issued February 13, 2015 in Case No. 14-1221-E-CS (the “Siting Certificate”).

In the Application, Moundville respectfully requests that the Commission waive any requirement that Moundville obtain a modification or amendment to the Siting Certificate in connection with the planned increase in capacity. The proposed increase of approximately 124 MW of nominal capacity is made possible due to the anticipated reduction of constraints at the point of interconnection at the George Washington Substation, which will allow realization of the full potential of the turbines for the Facility. In the alternative, if the Commission finds that the proposed modification is material, Moundville respectfully requests that the Commission enter an Order modifying Moundville’s Siting Certificate to allow the increase in capacity.

Ms. Ingrid Ferrell
August 5, 2016
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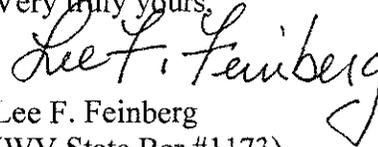
Also enclosed are:

- (1) An original and twelve copies of Form No. 2 “Notice of Filing” of the Rules Governing Siting Certificates for Exempt Wholesale Generators, (the “Siting Rules”), W. Va. Code St. R. tit. 150, § 30-1, et seq. The Facility is located in Marshall County, thus Moundsville would propose to publish the Notice of Filing in a newspaper published and circulated in Marshall County, and would also propose to publish the Notice of Filing in Kanawha County. The Notice of Filing has been sent electronically to the Executive Secretary’s Office; and
- (2) An original and twelve copies of Form No. 3 “Application for Modification to or Amendment of a Siting Certificate.”

Moundsville respectfully requests that the Commission retain this Application filing for decision, and accord it expedited consideration.

Please do not hesitate to contact me if you have any questions regarding this matter.

Very truly yours,



Lee F. Feinberg
(WV State Bar #1173)

LFF/jmc:8576074
Enclosures

**PUBLIC SERVICE COMMISSION
OF WEST VIRGINIA
CHARLESTON**

CASE NO. 16-_____ -E-CS-PW

MOUNDVILLE POWER, LLC

Application for Waiver of Siting Certificate Modification Requirements or, in the Alternative, for a Modification to Siting Certificate and Related Requests for Relief

**MOUNDVILLE POWER, LLC'S APPLICATION FOR WAIVER OF REQUIREMENT TO OBTAIN A MODIFICATION OR AMENDMENT OF ITS SITING CERTIFICATE, OR, IN THE ALTERNATIVE, PETITION FOR
A MODIFICATION OF ITS SITING CERTIFICATE**

I. INTRODUCTION

COMES NOW Moundsville Power, LLC ("Moundsville"), by counsel, and pursuant to Rule 6.1 of the Public Service Commission of West Virginia's (the "Commission") Rules Governing Siting Certificates for Exempt Wholesale Generators, (the "Siting Rules"), W. Va. Code St. R. tit. 150, § 30-1, et seq., respectfully requests that the Commission waive any requirement that Moundsville obtain a modification or amendment to its existing siting certificate granted by the Commission in Moundsville Power, LLC Case No. 14-1221-E-CS, Commission Order issued February 13, 2015 (the "Certificate"), for the construction and operation of a natural-gas fired wholesale electric generating facility of approximately 549 MW (the "Facility") in Marshall County, together with an approximately 500-foot 138 kV (less than 200,000 volts) related transmission support line, and associated interconnection facilities, and other necessary appurtenances (collectively, the "Project"), in connection with a proposed increase of approximately 124 MW of nominal capacity to the Facility. As fully set forth below, Moundsville asserts that, under the totality of the circumstances, the Facility's proposed capacity increase is not material and such modification will not materially affect the viewshed impacts,

noise levels, emissions or other environmental impacts of the Project. In the alternative, if the Commission finds that the proposed capacity change does not qualify for a waiver of the requirement to obtain a modification, Moundsville respectfully requests that the Commission enter an Order modifying Moundsville's Certificate to approve the proposed change in capacity.

Moundsville respectfully requests that the Commission retain this Petition for decision, and accord it **expedited consideration** pursuant to the Commission's procedures.¹

II. PROCEDURAL BACKGROUND

1. On July 3, 2014, Moundsville filed with the Commission an Application for a Siting Certificate pursuant to West Virginia Code §§ 24-2-1(c) and 24-2-11c for the construction and operation of the Project (the "Application").

2. On February 13, 2015, the Commission granted Moundsville the Certificate for the construction and operation of the Project.

III. PROPOSED CAPACITY INCREASE

3. Moundsville's Certificate grants approval for the construction and operation of the Project with a nominal capacity of approximately 549 MW. As set forth in the Application, the Facility will utilize state-of-the-art clean-burning natural gas-fueled electric generating equipment manufactured by General Electric ("GE"), including two combustion turbines ("CT"), two combustion turbine generators ("CTG"), two heat recovery steam generators ("HRSG"), a single steam turbine and a steam turbine generator. At the time of the filing of the Application, Moundsville believed that the nominal capacity of the Facility would be limited to 549 MW due to transmission limitations and electrical constraints in the region of Moundsville, WV.

¹ A filing fee is not necessary for a waiver application pursuant to Rule 6.1 of the Siting Rules, unless the Commission determines that the modification is material. See Longview Power, LLC, Case No. 03-1860-E-CS-CN, Comm'n Order Feb. 16, 2007, at 42; Beech Ridge Energy LLC, Case No. 14-0273-E-CS-PW, Comm'n Order June 24, 2014, at 13. Should the Commission determine that the modification sought herein is "material," Moundsville shall submit the required fee forthwith.

4. Several events have occurred since the Commission's issuance of the Certificate. First, AEP and PJM informed Moundsville that AEP intends to make reliability improvements to the surrounding transmission system and upgrades to its George Washington substation, which is the termination point of the Project's approximately 500-foot 138 kV (less than 200,000 volts) related transmission support line. The reliability improvements and upgrades will allow Moundsville to increase the electrical generation from the Facility and transmit the increased generation to the adjacent George Washington substation for insertion into the electrical grid, and therefore Moundsville will no longer be constrained by the point of interconnection. Second, Moundsville has finalized its purchase of the electrical generating equipment to be used in the Facility. Since the equipment will not be limited by the transmission capacity at the George Washington substation, Moundsville is able to realize the full potential of the GE natural gas turbines and steam turbine. With the additional transmission capacity and additional exhaust gases from the combustion turbines, the Project will be able to optimize the full capability of the gas turbines and steam turbine. The electrical generation process and overall design of the Project have not changed from the Application. Moundsville is continuing to use the same GE equipment with two GE 7FA.04 equivalent gas turbines and a GE D11 steam turbine. The locations of the gas turbines, steam turbine, exhaust stacks and cooling tower will not materially change. No additional generating units are being added to the Facility and the perimeter footprint (including the transmission line) will not change.

5. Moundsville presently has an Interconnection Services Agreement with PJM for 545 MW and is currently proceeding through the interconnection process with PJM to increase the Facility's capacity. Moundsville has received positive feasibility study results from PJM for interconnecting up to 595 MW with no additional transmission system upgrades and costs and

has progressed to the System Impact Analysis study phase with PJM. Additional capacity is being studied with PJM, and Moundsville will be submitting an interconnection request to PJM for the remaining capacity of the Facility.

6. The increase in the Facility's generation capacity is not material and will not materially affect the Project's viewshed impact, noise levels, emissions or other environmental impacts as discussed in Section V herein.

IV. LEGAL ANALYSIS

7. Moundsville does not believe that the proposed capacity change constitutes a material modification within the meaning of the Siting Rules, and, therefore, a waiver of any requirement to seek amendment or modification of the Certificate is appropriate pursuant to Rule 6.1. See Western Greenbrier Co-Generation, LLC, Case No. 07-0077-E-CS-PW (Comm'n Order Mar. 26, 2007) (concluding that an increase in generation was not a material modification); Longview Power LLC, Case No. 03-1860-E-CS-CN, 05-1467-E-CN (Comm'n Order Feb. 16, 2007) (concluding that an increase in generation capacity, and a physical change in building size affecting the viewshed were not a material modification under the circumstances); New Creek Wind, LLC, Case No. 14-1905-E-CS-PC-PW (Comm'n Order Dec. 30, 2014) (concluding that the addition of two turbines and relocation of the O&M building was not a material modification).

8. The Siting Rules provide a mechanism for seeking a waiver of the requirement to obtain a modification or amendment of a siting certificate. The Siting Rules state, in pertinent part, as follows:

If an owner or operator of a 24-2-1(c) generating facility for which a Siting certificate has been issued plans to: **construct the facility using engineering design plans different than those filed with its original Siting certificate application; modify the footprint**

of the 24-2-1(c) generating facility; increase the transmission or generation of the 24-2-1(c) generating facility; make any modification to the 24-2-1(c) generating facility with a potential for environmental impact, then the owner or operator must obtain prior Commission approval of such modification. If the owner or operator believes that when considering the totality of the circumstances surrounding any such modification, the modification is not material or that the modification will not materially affect the viewshed impacts, noise levels, emissions or other environmental impacts, it may petition the Commission for waiver of the requirement to obtain a modification or amendment to its Siting certificate. The Commission may deny or grant such request or it may limit the information required to be filed, depending on the circumstances of the proposed modification.

Siting Rule 6.1 (emphasis added).

9. With respect to this regulatory provision, the Commission has previously stated that “[a]s the Commission previously granted . . . [a] siting certificate, it is now necessary to look at the proposed incremental changes in the Project and determine whether those proposed incremental changes sway the outcome or have an influence or effect on the terms of the original siting certificate.” Longview Power, LLC, Case No. 03-1860-E-CS-CN, at 41 (Comm’n Order Feb. 16, 2007). The Commission further observed that “[m]ateriality is not an absolute concept. It is necessary to look at the surrounding circumstances.” Id. With these preliminary legal parameters in place, Moundsville believes that the change occasioned by the increase in the Facility’s generation capacity would neither sway the outcome of the Commission’s original decision, nor have any effect on the terms of the Certificate.

V. THERE WILL BE NO MATERIAL IMPACTS

10. The Facility will still be a “2x1” natural gas-fired combined cycle generating plant primarily consisting of 2 GE 7 FA combustion turbine generators connected to two heat recovery steam generators which in turn power a GE steam turbine and generator. The overall

Project design will not change due to the increased generation, and the increase in generation will not materially affect the viewshed impact, noise level, emissions or other environmental impact.

A. The proposed capacity change will not materially affect viewshed impacts.

11. The increase in the Facility's generation capacity will not cause any material physical change to the Project's footprint and has no material impact on the Project's viewshed. The tallest structures on the site have not increased in height and the Facility is still being constructed approximately 25 feet below the grade of West Virginia Route 2. Thus, the capacity change does not constitute a material modification for the purpose of viewshed.

12. It is important to note that the Commission has permitted a waiver of the requirement of seeking a modification of a siting certificate even where changes in viewshed have occurred. In the Longview case cited above, the Commission concluded as a matter of law that "increasing the boiler building from 257 feet high to 270 feet and increasing the steam turbine building from 100 to 120 feet, where such increases result in the buildings being seen from an additional 0.096 square miles of land . . . does not constitute a material modification of the existing siting certificate." Longview, at 43.

B. The proposed capacity change will not materially affect noise levels.

13. An analysis of the Project's noise levels associated with the increase in generation capacity has determined that this modification will have no material effect on total Project sound levels, at either construction or operation. Consequently, the increase in the Facility's generation capacity does not constitute a material modification for the purpose of noise impacts.

C. The proposed capacity change will not materially affect emissions.

14. The West Virginia Department of Environmental Protection (“WVDEP”) Division of Air Quality (“DAQ”) will issue to Moundsville an amended air permit related to the change in emissions for a nominal generation capacity of 631 MW as a Class I Administrative update. An additional modification to the air permit is currently being sought to allow for the full output of the Facility.

As the generation equipment has not changed, the Project will still meet the air emission requirements of the WVDEP and the EPA and permitted emission rates and will continue using best available control technology (“BACT”) for all air contaminants, including use of dry-low NO_x (DLN) combustors, good combustion practices, and clean fuels. Emissions from the Facility will comply with all applicable rules and regulations. While Moundsville will see an increase in emissions, the WVDEP and the EPA are assessing the changes in generation and will establish emission limits as they deem appropriate for the protection of health and environment.

D. The proposed capacity change will not materially affect other environmental impacts.

15. The increase in the Facility’s generation capacity will not have any impact on the environment, other than the revision to the air permit. No additional environmental permits are required due to the proposed increase in the Facility’s generation capacity.

16. Moundsville will continue to consult with WVDEP, together with any other applicable agency, to ensure that no further permitting is required.

VI. CONCLUSION

As discussed above, the proposed capacity change has no material impact on viewshed, noise, emissions, or the environment in any material way. Therefore, it is apparent that the implementation of the proposed capacity change, having no material impact on viewshed, noise, emissions, or the environment would neither sway the outcome of the original siting case, nor have any effect on the terms of the original Certificate.

Based upon the foregoing, it is evident that Moundsville's implementation of the proposed capacity change is not a material modification within the meaning of Rule 6.1 of the Siting Rules. As a result, Moundsville respectfully requests that the Commission waive any requirement for Moundsville to seek an amendment or modification of its Certificate in order for Moundsville to implement the capacity change described herein, or to declare that the modification sought herein is not material. In the alternative, if the Commission finds that the proposed modification is material, Moundsville respectfully requests that the Commission enter an Order modifying Moundsville's Certificate to grant approval of an increase in generation capacity to 673 MW.²

WHEREFORE, for the reasons set forth herein, and those reasons apparent to the Commission, Moundsville Power, LLC respectfully requests that the Commission enter an Order waiving any requirement for Moundsville to obtain an amendment or modification of its Certificate in order for Moundsville to implement the increase in generation as described herein, or to declare that the modification sought herein is not material. In the alternative, if the Commission finds that the proposed modification is material, Moundsville respectfully requests that the Commission enter an Order modifying Moundsville's Certificate to allow an increase in

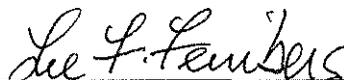
² In this regard, Moundsville has filed herewith Form No. 3 "Application for Modification to or Amendment of a Siting Certificate" out of an abundance of caution.

generation capacity and transmission to up to 673 MW, together with such other and further relief as the Commission deems proper.

Respectfully submitted this 5th day of August, 2016.

MOUNDSVILLE POWER, LLC

By SPILMAN THOMAS & BATTLE, PLLC



Lee F. Feinberg (WV State Bar #1173)

Susan J. Riggs (WV State Bar #5246)

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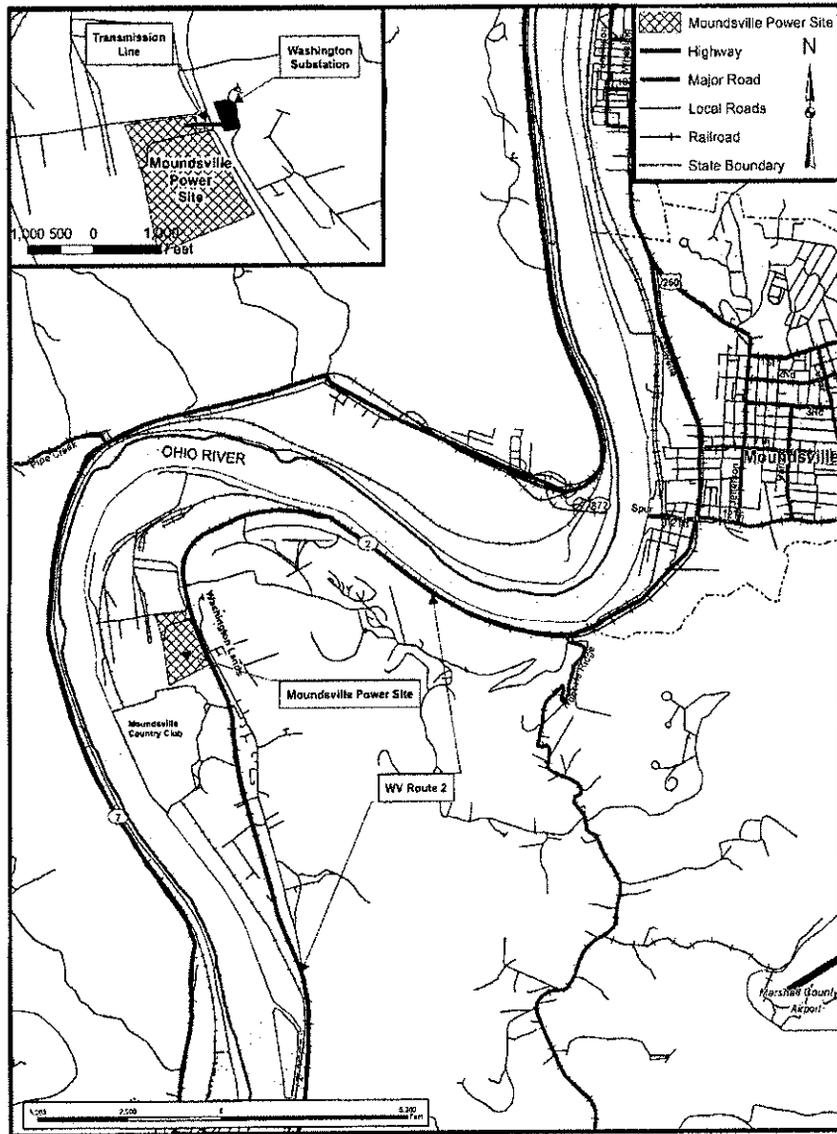
PUBLIC SERVICE COMMISSION
OF WEST VIRGINIA
CHARLESTON

CASE NO. 16-_____ -E-CS-PW

MOUNDSVILLE POWER, LLC

Application for Waiver of Siting Certificate Modification
Requirements or, in the Alternative, for a Modification to
Siting Certificate and Related Requests for Relief.

NOTICE OF FILING



By an Order issued in Case No. 14-1221-E-CS on February 13, 2015, the Public Service Commission of West Virginia (Commission) granted Moundsville Power, LLC (Moundsville) a Siting Certificate (Certificate), pursuant to W. Va. Code § 24-2-11c, for the construction and operation of an approximately 549 megawatt (MW) natural-gas fired wholesale electric generating facility (Facility), to be located in Marshall County, and for an approximately 500 foot 138 kV transmission line to connect the Facility to American Electric Power's (AEP) George Washington substation in Marshall County (together, the Project).

On August 5, 2016, Moundsville filed an Application requesting the Commission waive any requirement that Moundsville obtain a modification or amendment to its existing Certificate in connection with a proposed increase in the nominal capacity of the Facility, or to declare that the modification sought is not material. In the alternative, if the Commission finds that the proposed modification is material, Moundsville requests that the Commission enter an Order modifying Moundsville's Certificate to approve the proposed capacity increase. The Applicant requests the Commission give expedited consideration to the Application.

The Application is on file with and available for public inspection at the Public Service Commission, 201 Brooks Street, in Charleston, West Virginia.

Moundsville represents that the capacity increase will not constitute a material modification to the Project in that it will not change the perimeter footprint of the Project, nor will it materially affect viewshed, noise levels, emissions or other environmental matters with regard to the Project.

The proposed increase of approximately 124 MW of nominal capacity is made possible due to the anticipated reduction of constraints at the point of interconnection at the George Washington Substation, which will allow realization of the full potential of the generation equipment for the Project. The electrical generation process and overall design of the Project have not changed from the original application.

Further information concerning the Application is available in the case file at the Commission offices at 201 Brooks Street, Charleston, West Virginia, or on the Commission website, www.psc.state.wv.us, by (1) clicking on Case Information in the left-side area of the Commission home page, and then (2) selecting Case, under the heading Search, (3) inserting 16-_____ in the Case Number field, and (4) clicking Search, followed by Activities.

Anyone desiring to protest the Application or intervene in this case should file a written protest or notice of intervention within 30 days following the date of this publication unless otherwise modified by Commission order. Failure to timely protest or intervene can affect your right to protest or participate in future proceedings in this case. If no substantial protests are received within the thirty-day period, the Commission may waive formal hearing and grant the Application based on the evidence submitted with the Application and its review thereof. All protests or requests to intervene shall briefly state the reason(s) for the protest or intervention. Requests to intervene must comply with the Commission's rules on intervention set forth in the Commission's Rules of Practice and Procedure, which are available via a link on the

Commission's Home Page to the website of the West Virginia Secretary of State. All protests and requests to intervene must be addressed to Executive Secretary, P.O. Box 812, Charleston, West Virginia 25323.

MOUNDSVILLE POWER, LLC

Form No. 3

STATE OF WEST VIRGINIA
PUBLIC SERVICE COMMISSION
CHARLESTON

CASE NO. 16-_____

MOUNDSVILLE POWER, LLC

Application for a Modification to or Amendment of
a Siting Certificate

**APPLICATION FOR MODIFICATION TO
OR AMENDMENT OF A SITING CERTIFICATE**

COMES NOW the above-named Moundsville Power, LLC, the Applicant herein, by counsel, and respectfully shows the Public Service Commission of West Virginia (the "Commission") as follows:

1. That the name and address of the Applicant is Moundsville Power, LLC, 1401 McKinney Street, Suite 1800, Houston, Texas 77010.

2. That the Applicant proposes, relative to its approximately 549 MW natural-gas fired base load combined cycle wholesale electric generating facility in Marshall County (the "Moundsville Facility"), to increase the generation capacity of the Moundsville Facility by up to approximately 124 MW. The proposed capacity change is more fully described in "Moundsville Power, LLC'S Application for Waiver of Requirement to Obtain a Modification or Amendment of its Siting Certificate, or, in the Alternative, Petition for a Modification of its Siting Certificate" (the "Application").

3. Attached hereto is a Certificate of Authorization issued by the Secretary of State of West Virginia on July 28, 2016, relative to the Applicant's authority to transact business in West Virginia as a foreign limited liability company, granted Moundsville Power, LLC on

March 11, 2013 by the Secretary of State of West Virginia. The Applicant remains in good standing and authorized to do business in West Virginia.

4. Commission approval of the requested modification or amendment should be granted for the reasons set forth in the Application.

Respectfully submitted this 5th day of August, 2016.

MOUNDSVILLE POWER, LLC

By SPILMAN THOMAS & BATTLE, PLLC



Lee F. Feinberg (WV State Bar #1173)

Susan J. Riggs (WV State Bar #5246)

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State of West Virginia



Certificate

*I, Natalie E. Tennant, Secretary of State of the
State of West Virginia, hereby certify that*

MOUNDSVILLE POWER, LLC

was duly authorized under the laws of this state to transact business in West Virginia as a foreign limited liability company on March 11, 2013.

The company is filed as an at-will company, for an indefinite period.

I further certify that the LLC (PLLC) has not been revoked by the State of West Virginia nor has a Certificate of Cancellation been issued.

Therefore, I hereby issue this

CERTIFICATE OF AUTHORIZATION

Validation ID:3WV6C_CDMF4



*Given under my hand and the
Great Seal of the State of
West Virginia on this day of
July 28, 2016*

Natalie E. Tennant

Secretary of State

CASE NO. 16-_____ -E-CS-PW

MOUNDSVILLE POWER, LLC

Application for Waiver of Siting Certificate Modification Requirements or, in the Alternative, for a Modification to Siting Certificate and Related Requests for Relief

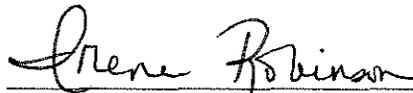
VERIFICATION

Dirk Straussfeld, the Chief Operating Officer of Moundsville Power, LLC, being first duly sworn, says that the statements contained in the foregoing MOUNDSVILLE POWER, LLC'S APPLICATION FOR WAIVER OF REQUIREMENT TO OBTAIN A MODIFICATION OR AMENDMENT OF ITS SITING CERTIFICATE, OR, IN THE ALTERNATIVE, PETITION FOR A MODIFICATION OF ITS SITING CERTIFICATE are true, except so far as they are therein stated to be on information and belief, and that, where therein stated to be on information and belief, he believes them to be true.



Taken, sworn to and subscribed before me this 3rd day of August, 2016.

My commission expires November 26, 2016.



Notary Public

[SEAL]

