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STATE OF INDIANA
INDIANA UTILITY REGULATORY COMMISSION

INDIANA UTILITY
REGULATORY COMMISSION

)
PETITION OF WHITING CLEAN ENERGY, INC.,)
AND BP PRODUCTS NORTH AMERICA, INC.,)
SEEKING TERMINATION OF ALTERNATIVE)
REGULATORY TREATMENT PURSUANT TO)
IND. CODE 8-1-2.5 AND ESTABLISHMENT OF)
ASSOCIATED SERVICE TERMS, IN LIGHT OF)
MATERIAL CHANGES IN CIRCUMSTANCES.)
_____)

CAUSE NO. 45071

)
RESPONDENT: NORTHERN INDIANA PUBLIC)
SERVICE COMPANY)
_____)

PETITION OF WHITING CLEAN ENERGY, INC.,
AND BP PRODUCTS NORTH AMERICA, INC.,
FOR RELIEF FROM PROVISIONS OF ALTERNATIVE
REGULATORY ORDER IN CAUSE NO. 41530 AND
FOR ESTABLISHMENT OF RELATED SERVICE TERMS

Petitioners Whiting Clean Energy, Inc. (“WCE”) and BP Products North America, Inc. (“BP”), by counsel, submit this Petition seeking relief from certain alternative regulatory treatment approved by the Commission in 1999, under circumstances that have since changed materially. Specifically, when the Commission granted a qualified and conditional declination of jurisdiction in 1999, it was at a time when WCE was a corporate affiliate of Northern Indiana Public Service Company (“NIPSCO”). Now, WCE is wholly owned by BP Alternative Energy North America, Inc., and is a commonly owned direct corporate affiliate with BP Products North America, Inc., the BP entity that owns and operates the Whiting refinery (“Refinery”). For many years WCE has produced steam for BP’s use in support of its refinery operations, and the electricity generated by WCE has been sold into the wholesale market pursuant to WCE’s status as an Exempt Wholesale Generator (“EWG”). WCE now, however, has self-certified as a

Qualifying Facility (“QF”) in accordance with Federal Energy Regulatory Commission (“FERC”) procedure. The electric as well as steam output of WCE, as a QF, will be used to support a substantial portion of BP’s host industrial load at the Refinery, with any excess electric capacity remaining available for sale in the wholesale market. WCE and BP, accordingly, seek to terminate WCE’s status as a “public utility” subject to a conditional declination of jurisdiction and to establish reasonable and appropriate terms for BP’s service arrangements with NIPSCO arising from WCE’s status as a QF.

NIPSCO is a necessary party and is therefore named as Respondent because the relief sought involves determinations affecting NIPSCO. BP proposes to aggregate the delivery points for WCE and the Refinery, in order to effectuate the electrical integration efficiently without the need to construct a direct interconnection. Alternatively, BP proposes to transmit power from WCE to the Refinery over existing NIPSCO transmission facilities that are already in place, in order to avoid the unnecessary installation of redundant infrastructure and further to make productive use of existing facilities. If and to the extent necessary, BP will proceed with the construction of a dedicated physical connection. BP is prepared to take back-up, maintenance and temporary power in accordance with the terms of NIPSCO’s electric tariff, as may be needed from time to time in the operation of WCE. The use by BP of its QF to support its native energy load is not expected to represent the full generating capacity of WCE under normal operating conditions, thereby leaving WCE with excess generating capacity that may be used to support sales to NIPSCO or the wholesale market.

Insofar as WCE is now owned and operated by the same enterprise that owns and operates the adjacent Refinery, and is being certified as a QF to provide energy and steam for the host industrial operation, there is no further basis or purpose for the exercise of any form of

continued regulation or conditional declination of jurisdiction by the Commission predicated on “public utility” status of WCE. WCE and BP therefore respectfully request that the Commission enter an order suspending the operation of the December 29, 1999 order in Cause No. 41530, direct NIPSCO to implement the proposed arrangements in an efficient and cost-effective manner, require NIPSCO as needed to provide reliable service at just and reasonable rates in connection with the operation of the QF, and otherwise either find no jurisdiction or decline to exercise any jurisdiction relating to the operation of the QF.

In support of this Petition, WCE and BP state as follows:

1. WCE is a corporation organized and existing pursuant to the laws of the State of Indiana. It was formed in 1998 in connection with the construction of the Whiting Clean Energy Facility (the “Facility”). At the time, WCE was a subsidiary of Primary Energy, an indirect wholly-owned subsidiary of NiSource Inc., and hence was an affiliate of NIPSCO.

2. The Facility that Primary Energy undertook to build was a combined cycle cogeneration facility, fired with natural gas and producing steam and electricity. It consists of two gas turbines, two heat recovery boilers producing steam output, and a steam turbine generator. The total electric generating capacity of the Facility is 545 MW.

3. The WCE Facility was built on land owned by BP’s predecessor, Amoco Oil Company, immediately adjacent to the Whiting Refinery, and leased to WCE. The steam output of the Facility has at all times been dedicated to the Refinery. At the time of construction, the parties contemplated a potential electrical integration between WCE and the Refinery, but did not construct connecting facilities at the time. WCE was certified by FERC as an EWG and, in that capacity, has sold electricity at wholesale into the Midcontinent Independent System Operator (“MISO”) and wholesale markets.

4. In that posture and under the foregoing structure, WCE appeared before the Commission in Cause No. 41530, filed on August 27, 1999. The petition in that Cause sought a declination of Commission jurisdiction over WCE's construction, ownership and operation of the Facility.

5. The Commission issued its final order in Cause No. 41530 on December 29, 1999 (the "1999 Order"). A copy of the 1999 Order is attached hereto as Exhibit A and incorporated herein by reference. Among other findings, the Commission concluded that WCE, by virtue of constructing, owning and operating the Facility, fell within the definition of "public utility" for purposes of Ind. Code §8-1-2-1 and Ind. Code §8-1-8.5-1 et seq., as well as the definition of "energy utility" for purposes of Ind. Code §8-1-2.5-1 et seq. The Commission based that conclusion on the record that WCE would be selling steam at retail to Amoco and selling electric power in the wholesale market.

6. In the 1999 Order, the Commission granted the requested declination of jurisdiction pursuant to Ind. Code §8-1-2.5-5, subject to specified qualifications and conditions. The Commission noted the wholesale power sales would be subject to both FERC regulation and market forces, the steam sales were negotiated at arm's length, and the Facility would promote energy efficiency and reliability in Indiana, and therefore the exercise of Commission jurisdiction was unnecessary. In light of concerns about potential transactions between WCE and its affiliate NIPSCO, however, the Commission concluded that WCE could sell electric power to NIPSCO only if approved by the Commission. The Commission also prohibited WCE from selling electricity generated by the Facility at retail in Indiana, without further order of the Commission. In addition, the Commission retained jurisdiction over NIPSCO's transmission

facilities, found WCE's sales for resale exempt from the public utility fee under Ind. Code §8-1-6-1, and further required WCE to submit certain reports and notifications.

7. The Energy Sales Agreement entered into between WCE and Amoco on July 22, 1999, which was included in the Commission record in Cause No. 41530, included provisions for the sale and purchase of electricity as well as steam to support Refinery operations. Article III of that Agreement governed the provision of steam by the Facility to the Refinery, and Article IV governed the provision of electricity. Article IV provided for WCE to produce and sell to Amoco the full electricity requirements of the Refinery, net of internal generating resources. Pursuant to Section 4.9, however, WCE was relieved of the obligation to sell electricity to Amoco if doing so would subject WCE to regulation as a public utility.

8. The WCE Facility was constructed in accordance with the terms of the 1999 Order, was certified by FERC as an EWG, and was placed in operation in 2001. The Refinery by that time was owned and operated by BP. Since it became operational, the Facility has produced steam for the Refinery and electricity that has been sold at wholesale. As anticipated in the 1999 Order, the Commission has exercised the limited jurisdiction reserved in that Order, such as in Cause No. 42824, in which NIPSCO sought approval for an indirect purchase from WCE through a marketing affiliate.

9. By a petition filed on November 21, 2007 in Cause No. 43396, NIPSCO sought Commission approval for, inter alia, a proposed purchase of the Facility and related assets by NIPSCO. The petition noted that the proposed purchase was subject to a right of first refusal by BP. BP subsequently exercised that right, and accordingly WCE and its assets, including the Facility, were acquired by BP in July 2008. Since that time, the Facility has continued to

produce steam for use at the Refinery and WCE has continued to sell electricity into the wholesale market as an EWG.

10. In Cause No. 43525, commenced in June 2008, BP sought a Commission determination that certain arrangements between BP and various entities in and around the Refinery were not subject to public utility regulation or, in the alternative, requesting that the Commission decline to exercise any jurisdiction over the specified arrangements. Included among the arrangements raised in that proceeding was the WCE lease, by which BP provided water, steam and process sewer services to the Facility. By motion, however, BP then withdrew the request for relief related to WCE, on the ground that BP had acquired the Facility and therefore, in light of the common ownership, a declination of jurisdiction was no longer necessary. That motion was granted by Docket Entry dated November 19, 2008.

11. In the summer of 2017, a BP affiliate submitted a bid in response to a Request for Proposal issued by NIPSCO, seeking 50 MW of capacity for MISO Planning Year 2018-2019. The BP bid provided for use of WCE capacity. NIPSCO subsequently announced that BP was the winning bidder and awarded the contract accordingly. MISO Planning Year 2018-2019 is scheduled to commence on June 1, 2018. In light of the current circumstances, where WCE is no longer a corporate affiliate of NIPSCO and the transaction was conducted through competitive bidding, the underlying basis for the requirement in the 1999 Order calling for Commission approval of any sales from WCE to NIPSCO is no longer applicable. To the extent that approval nevertheless is required, WCE and BP respectfully request that the Commission grant all necessary approval in this cause.

12. On March 29, 2018, WCE filed with FERC a Certification of Qualifying Facility Status for the Facility. A copy of that submission is attached hereto as Exhibit B and

incorporated herein by reference. Pursuant to FERC procedure, the certification process is self-executing and effective upon filing. The filing indicates an operational date of May 1, 2019, so as to allow for completion of the electrical integration. By virtue of the FERC self-certification submission, accordingly, the Facility will cease operating as an EWG once the electric integration is operational and instead is acquiring the status of a Qualifying Facility or “QF” for purposes of federal and Indiana law. In addition, the Facility further meets the definition of a “private generation project” within the meaning of Ind. Code §8-1-2.4-2(g).

13. As a QF, the Facility will operate in a manner that is distinct from its historical operations. The steam output of the Facility will continue to be used by BP to support the industrial operations at the Refinery. The electric output of the Facility, however, will now be devoted substantially to support BP’s Refinery operations as well. In addition to electricity generated by the Facility, BP will continue to utilize its other on-site generation resources at the Refinery and will continue to purchase electric service from NIPSCO at a reduced demand level. From time to time, BP will also purchase Back-Up, Maintenance and Temporary Power from NIPSCO, when and as needed in connection with scheduled or unscheduled outages at the Facility or in other appropriate circumstances. As a QF, the Facility may also at times produce excess power beyond the needs of the Refinery, and may sell such power at wholesale into the MISO market or to NIPSCO.

14. The material changes in circumstances since the time of the 1999 Order warrant revised determinations by the Commission with respect to the conditional declination of jurisdiction as to the Facility. Because the Facility and the Refinery are now commonly owned and the Facility is being certified as a QF, the qualifications and concerns underlying the 1999 Order no longer pertain. The use by BP of its Facility to provide power and thermal energy to its

Refinery is in the nature of private self-service and is not service directly or indirectly to the public, for purposes of regulation as a “public utility” under Indiana law. The Facility has already been constructed and has been in operation for a number of years, and BP is not seeking to reflect the value of the Facility in any rates or charges for service rendered to the public, and therefore certification pursuant to Ind. Code §8-1-8.5-1 et seq. is unnecessary and inapplicable. The utilization of the Facility as a QF supporting the Refinery operations is governed by an established framework of regulation pursuant to federal and Indiana law, in light of which continued treatment of WCE as a “public utility” under Indiana law would be duplicative, inefficient and unnecessary. WCE is no longer affiliated with NIPSCO, and consequently the requirement in the 1999 Order for approval of any power sales to NIPSCO does not serve any purpose in the present circumstances. The use of the Facility to support the host industrial operation and to make sales of any excess power to NIPSCO or at wholesale in the MISO market is subject to the provisions of federal and Indiana law relating to QFs, and therefore the provision in the 1999 Order requiring Commission approval for any retail sales no longer provides any added protection or oversight than is already established by law.

15. In light of the materially changed circumstances, accordingly, the conditional declination of jurisdiction on the terms set forth in the 1999 Order should be terminated, and the Commission should find that WCE is no longer a “public utility” or an “energy utility” for purposes of Ind. Code §§8-1-2-1, 8-1-2.5-1 et seq. or 8-1-8.5-1 et seq. In the alternative, in the event the Commission determines that in some respect WCE nevertheless retains status as a “public utility” under Indiana law, the Commission should decline to exercise jurisdiction pursuant to Ind. Code §8-1-2.5-5, but should do so without the qualifications and conditions set forth in the 1999 Order. Solely for purposes of this alternative request for relief, WCE hereby

elects, pursuant to Ind. Code §8-1-2.5-8, to be subject to the provisions of the Alternative Utility Regulation Act and in particular the provisions of Ind. Code §8-1-2.5-5.

16. The Facility and the Refinery are already interconnected to the NIPSCO transmission system and are separately metered. At this point, there is not a direct private line from the Facility to the Refinery, for purposes of transmitting power generated by the Facility to support Refinery operations, although connecting facilities for the provision of steam produced by the Facility are already in place. Insofar as the Facility and the Refinery are commonly owned, are located on adjacent parcels of land owned by BP, and are usefully employed in conjunction with each other to support the industrial operations at that location, the Facility and Refinery are properly regarded as integrated components of a single industrial operation. The most efficient and appropriate regulatory treatment of the combined operations, accordingly, would be to treat the location as a single premise, aggregate the existing metering points, and designate as purchased power from NIPSCO only the Refinery consumption in excess of Facility generation and other on-site generation as may be dedicated to Refinery operations.

17. In the alternative, insofar as NIPSCO's existing facilities, without undue modification or new construction, are sufficient to transmit power from the Facility to the Refinery, any installation of a dedicated private line by BP for that purpose would require the inefficient and unnecessary construction of duplicative facilities. Pursuant to 170 Ind. Admin. Code §4-4.1-6, an electric utility such as NIPSCO may wheel capacity and energy for a QF by contract at rates based on the costs of the transmission and distribution facilities being utilized to provide such service. In the absence of aggregated metering and regulatory treatment of the Refinery and Facility as a single industrial operation, therefore, utilization of NIPSCO facilities to effectuate deliveries of power from the Facility to the Refinery would be reasonable, efficient

and in the public interest, insofar as such an arrangement would provide for continued use of existing facilities, would avoid the need for redundant infrastructure, and would compensate NIPSCO for such services at a reasonable cost-based rate. If and to the extent necessary, accordingly, the Commission should establish, set and fix the just and reasonable rates for such services in accordance with 170 Ind. Admin. Code §4-4.1-6.

18. Further in the alternative, in the event that aggregation of metering and treatment of the Facility and the Refinery as a single operation is deemed unavailable or otherwise inappropriate, and if NIPSCO is unwilling to wheel power from the Facility to the Refinery over its transmission facilities and the Commission determines that NIPSCO should not be required to do so, then in such event BP can and will install a dedicated private line between the Facility and the Refinery for that purpose. In that circumstance, a period of time will elapse before such facilities are constructed and in operation. In that event, the Refinery will, during the interim period, continue to rely on service from NIPSCO at historical demand levels to support operations, and during that same period any power generated by the Facility will be sold at wholesale either to NIPSCO or into the MISO market, in the absence of available facilities to transmit such power to the Refinery. In such circumstances, NIPSCO should be directed to provide such transitional services in a reasonable and efficient manner, and in particular in a way that facilitates the eventual utilization of the QF without imposition by NIPSCO of any unreasonable continuing demand charges or other impediments or restrictions.

19. Both federal and Indiana law include provisions governing dealings between a QF, its host industrial operation and public utilities serving such locations. In accordance with 16 U.S.C. §824a-3, Ind. Code §8-1-2.4-1 et seq. and 170 Ind. Admin. Code §4-4.1-1 et seq., a public utility such as NIPSCO is required to provide back-up and maintenance service at just and

reasonable rates to support the host industrial operation in the event of an outage or disruption affecting the QF, and further may be required under defined circumstances to purchase excess power produced by a QF at just and reasonable rates. BP and WCE intend to purchase Back-Up, Maintenance and Temporary Service, including where applicable Buy-Through Temporary Service, from NIPSCO in accordance with the terms of Rider 776 of the NIPSCO electric tariff, or its successor, and Ind. Code §8-1-2.4-6(e). In the event that NIPSCO disputes its obligation to provide such services, or disputes the applicable rates and terms, the Commission should direct NIPSCO to provide such services at such rates and on such terms as the Commission finds reasonable and lawful. In the event that WCE sells excess power to NIPSCO, it intends to do so pursuant to the terms and provisions of Rider 778 of the NIPSCO electric tariff, or its successor, and Ind. Code §8-1-2.4-6(a)-(b). In the event that NIPSCO disputes its obligation to make such purchases, or disputes the applicable rates and terms, the Commission should direct NIPSCO to fulfill its obligations at such rates and on such terms as the Commission finds reasonable and lawful. The Commission should further confirm WCE's continued authority to make sales of excess capacity and power into MISO markets or to other wholesale purchasers.

20. The utilization of the Facility as a QF by BP to support Refinery operations promotes efficient use of existing facilities, provides BP with reliable and economical energy under its direct operational control, enhances the economic development benefits associated with Refinery operations, mitigates the electric load NIPSCO must serve and must plan its system to meet, reduces or postpones the need for NIPSCO to construct or acquire additional generation assets, facilitates productive use of highly efficient and environmentally friendly gas-fired generation, and in all respects advances the strong policies under federal and Indiana law supporting encouragement of QFs such as the Facility. The limited respects in which

Commission relief is or may be needed to require NIPSCO to structure its dealings with the QF as contemplated by law and by the terms of its electric tariff are reasonably directed to achieving those benefits. The retention of contingent Commission jurisdiction over WCE as a “public utility” under the 1999 Order, however, is no longer necessary or appropriate in light of the changed circumstances.

21. The statutory provisions and regulations applicable to this proceeding include Ind. Code §8-1-2-1, Ind. Code §8-1-2.4-1 et seq., Ind. Code §8-1-2.5-1 et seq., Ind. Code §8-1-8.5-1 et seq., and 170 Ind. Admin. Code §4-4.1-1 et seq.

22. WCE and BP are represented in this proceeding by the following counsel:

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The foregoing counsel are authorized to accept service of all pleadings, orders and papers on behalf of WCE and BP in this matter.

WHEREFORE, WCE and BP respectfully request that the Commission conduct such investigation as it may deem appropriate regarding the circumstances described herein, conduct such proceedings as it may direct in order to establish an evidentiary record and provide due opportunity for interested parties to be heard on the merits, enter an order following notice and hearing suspending the operation of the 1999 Order and finding in light of the changed circumstances that WCE is no longer subject to regulation as a “public utility” under Indiana law or, in the alternative, declining to exercise any such jurisdiction without the qualifications and

conditions set forth in the 1999 Order, to the extent necessary grant approval for the sale of 50 MW of WCE capacity to NIPSCO for MISO Planning Year 2018-2019, enter a finding that the Facility and the Refinery constitute a single industrial operation for which aggregated metering is reasonable and appropriate, direct NIPSCO as needed to furnish back-up, maintenance and temporary service, to make purchases from the QF, to provide transmission service, and to coordinate the provision of reasonable transitional services incident to the utilization of the QF to produce power to support the Refinery operations, further establish and set as needed the just and reasonable rates and terms associated with such services, and provide such additional or alternative relief as the Commission may find appropriate in the circumstances.

By its attorneys,

LEWIS & KAPPES

By: 
Todd A. Richardson (16620-49)

CERTIFICATE OF SERVICE

The undersigned hereby certifies that a copy of the foregoing has been served upon the following hand-delivering two copies to the Office of Utility Consumer Counselor, or via electronic mail, this 29th day of March, 2018:


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EXHIBIT A

STATE OF INDIANA
ORIGINAL

INDIANA UTILITY REGULATORY COMMISSION

IN THE MATTER OF THE PETITION)
BY WHITING CLEAN ENERGY, INC.)
FOR CERTAIN DETERMINATIONS)
BY THE COMMISSION WITH)
RESPECT TO ITS JURISDICTION)
OVER PETITIONER'S ACTIVITIES AS)
A GENERATOR OF ELECTRIC AND)
STEAM POWER)

CAUSE NO. 41530

APPROVED:

BY THE COMMISSION:

DEC 29 1999

Camie J. Swanson-Hull, Commissioner
Claudia J. Earls, Administrative Law Judge

On August 27, 1999 Whiting Clean Energy, Inc. ("Clean Energy" or "Petitioner") filed its Verified Petition with the Indiana Utility Regulatory Commission ("Commission") requesting that the Commission decline to exercise its jurisdiction over Clean Energy's construction, ownership or lease, operation and other activities in connection with a proposed steam and electric power generating facility ("Clean Energy Facility") to be located in the City of Whiting, Lake County, Indiana. Pursuant to an Energy Sales Agreement ("Energy Sales Agreement") entered into as of July 22, 1999 by Clean Energy and Amoco Oil Company ("Amoco"), Petitioner will sell steam to Amoco and electric power on the wholesale market.

On October 21, 1999, pursuant to notice given in public as required by law, a hearing was held at 10:00 A.M. EST in Room E306, Indiana Government Center South on Clean Energy's request for a determination that the Energy Sales Agreement contains "trade secrets" and should be exempt from the access to public records provisions. At that hearing, Petitioner presented evidence in support of its request, and all parties agreed that the requested determination was appropriate. By a docket entry dated October 22, 1999, the Commission found that the Energy Sales Agreement contains trade secrets as that term is defined in I.C. 24-2-3-2 and is, therefore, exempt from the access to public records provisions of I.C. 5-14-3.

On December 16, 1999, pursuant to notice given and published as required by law, a hearing on Clean Energy's Petition was convened at 10:00 A.M. EST in Room E306, Indiana Government Center South, Indianapolis, Indiana. The Office of Utility Consumer Counselor ("OUCC") participated in that hearing, at which the prefiled testimony and exhibits of the parties were accepted into evidence and the parties submitted an agreed-upon form of proposed final order.

Based upon applicable law and evidence herein, the Commission now finds:

1. Notice and Jurisdiction. Notice of the Petition and the hearing in this Cause was duly given and published as required by law. Petitioner has asserted that if the Commission finds from the record evidence that Petitioner is a public utility for purposes of Indiana's utility power plant construction law (I.C. 8-1-8.5-1, et seq.), then Petitioner would be an "energy utility" as defined by I.C. 8-1-2.5-2. The Commission may decline to exercise its jurisdiction pursuant to I.C. 8-1-2.5-1, et seq., including the Commission's jurisdiction under I.C. 8-1-8.5-1, et seq., to issue certificates of public convenience and necessity for the construction of the Peaking Plant. Whether Petitioner may be determined to be a "public utility" as defined by Indiana law is pivotal to our ultimate conclusion in this matter. In order for the Commission to decline to exercise jurisdiction over Petitioner pursuant to I.C. 8-1-2.5 (or to issue Petitioner a certificate of public convenience and necessity under I.C. 8-1-8.5 if it retains such jurisdiction), the Commission must assert jurisdiction over Petitioner as a public utility. If Petitioner is not a public utility, then the Commission has no jurisdiction to exercise or decline to exercise.

Jurisdiction over Petitioner as a public utility for purposes of the construction and operation of the Peaking Plant requires a two-part analysis:

- (a) Does Petitioner own, operate, manage or control any plant or equipment within the state for the production, transmission, delivery or furnishing of power (I.C. 8-1-2-1(a)), and
- (b) Are Petitioner's plant or equipment used "for service directly or indirectly to the public", i.e., "publicly". See United States Steel Corp. v. Northern Indiana Public Service Company, 486 N.E.2d 1082, 1084-85 (Ind. App. 1985); and Hidden Valley Lake Property Owners v. HVL Utilities, supra;

Petitioner clearly intends to be ultimately responsible for the operation and control of an electric generation facility. The evidence also clearly establishes that Petitioner's construction and operation of the Peaking Plant is for the purpose of sale of the power generated by that plant in the wholesale market to entities that will in turn sell that power to public utilities within and without Indiana. The Commission has found in prior cases that a business that only generates electricity and then sells that electricity directly to public utilities is itself a public utility. See, e.g., In re Petition of Commonwealth Edison of Indiana, Inc., Cause No. 36093 (Ind. Util. Reg. Comm'n, June 12, 1990); In re Petition of AES Greenfield, LLC Cause No. 41361 (Ind. Util. Reg. Comm'n, March 11, 1999) wherein the Commission specifically found that it had jurisdiction over entities like Petitioner. Consequently, for purposes of the construction and operation of the Peaking Plant we find that Petitioner is a public utility within the meaning of Ind. Code § 8-1-2-1. Therefore the Commission has jurisdiction over the parties and subject matter of this Cause.

2. Petitioner's Characteristics and Business. Clean Energy is a corporation duly organized and existing under the laws of the State of Indiana. It is an indirect wholly-owned

subsidiary of NiSource Inc., a publicly traded, energy services company. NiSource is the parent company of a number of public utilities having substantial utility operations in Indiana, including Northern Indiana Public Service Company ("NIPSCO"). Clean Energy's principal place of business is at 8407 Virginia Street, Merrillville, Indiana 46410. Clean Energy intends to file an application with the Federal Energy Regulatory Commission ("FERC") for a determination that it is an exempt wholesale generator ("EWG") with respect to the proposed Clean Energy Facility, within the meaning of 79z-5a(a)(1) of the Public Utility Holding Company Act ("PUHCA"), 15 U.S.C. 79z-5(a)(1). The Clean Energy Facility will be located on property leased from Amoco Oil Company ("Amoco"). The Clean Energy Facility will have generating capability of up to approximately 525 MW and will utilize natural gas for fuel which will be delivered to it by NIPSCO. Until otherwise permitted by a change in current Indiana law, any sales by Clean Energy of electricity produced by the Clean Energy Facility will be for resale into the wholesale market and not at retail. The wholesale electric energy sales will be at rates which will be subject to FERC jurisdiction. As an EWG, Clean Energy will be prohibited from making any retail sales or providing electric retail sales or electric transmission service. 15 U.S.C. § 79z-5a(a)(2)(A). It may purchase transmission service in order to deliver power to its customers. Under those arrangements, the output of the Clean Energy's facility will be delivered to transmission lines owned and operated by NIPSCO for transmission and sale on the wholesale market. Any sales of steam produced by the Clean Energy Facility will be made solely to Amoco.

3. **Relief Requested.** Clean Energy requested, pursuant to the provisions of I.C. 8-1-2.5-1 *et seq.*, that the Commission decline to exercise its jurisdiction to (a) require Clean Energy to obtain a certificate of public convenience and necessity to construct the Clean Energy Facility under the Power Plant Construction Act, I.C. 8-1-8.5, and (b) regulate Clean Energy's construction, ownership and operation of, or other activities in connection with, the Clean Energy Facility, pursuant to I.C. 8-1-2.5-5. The Verified Petition also requested that the Commission (a) determine that an entity which finances the Clean Energy Facility and thereby becomes the owner of title to the facility does not, by that relationship alone, become a public utility and (b) declare the Energy Sales Agreement contains "trade secrets" and, therefore, should be exempt from the access to public records provisions of I.C. 5-14-3.

4. **Petitioner's Evidence.** Petitioner presented the direct testimony of V. Michael Alverson. Mr. Alverson stated that the project involved the engineering, construction, operation and maintenance of the co-generation facility, which will be located on land leased from Amoco, supply steam to Amoco and produce electricity for the wholesale market. The Clean Energy Facility will have approximately 525 MW of electric generation capability. All electric power output of the station will utilize NIPSCO's system for transmission.

According to Mr. Alverson, Clean Energy has entered into a fixed price turnkey contract with Duke/Fluor Daniel ("Fluor Daniel") to engineer, procure, construct and start up the facility's combustion turbine, steam turbine and steam generators. Clean Energy has also entered into an Operation and Maintenance Agreement with General Electric International, Inc. ("GE"), under which GE will be engaged as the contract operator of the facility. GE is a subsidiary of General Electric Company. Mr. Alverson testified that Clean Energy intends to apply for status as an EWG under

PUHCA and to obtain authority to sell power at market based rates under FERC policy. He stated that the power to be generated at the Clean Energy Facility will be sold to wholesale purchasers such as marketers, investor-owned utilities, electric cooperatives, municipals and other entities purchasing the power for resale, subject to the oversight of the FERC. He noted that NiSource's subsidiary NIPSCO could purchase the power from the Clean Energy Facility, but such an affiliate purchase would require, prior to the execution of a contract therefor, that NIPSCO apply for and be granted authority by the FERC to make such purchases of electric power from an affiliated EWG, pursuant to 15 U.S.C. Section 79z-5a(k)(2)(A), and that the FERC approve the rate or rates provided for in such contract, under § 205 of the Federal Power Act.

Mr. Alverson stated that Clean Energy saw the construction of the plant as an opportunity to provide Amoco with a reliable low cost source of steam, while at the same time generating marketable electricity. He expected the unit to be on line by June, 2001. He said that NIPSCO had determined that the project is compatible with its transmission capability. Clean Energy does not intend to own or operate any transmission facilities. He stated that the Clean Energy Facility will supply only a part of Amoco's steam needs, with the remainder supplied by Amoco's own facilities. However, Mr. Alverson testified that Clean Energy would not sell steam to any entity other than Amoco. The sale of the steam will be pursuant to the Energy Sales Agreement. Mr. Alverson stated that Merrill Lynch & Company has been retained to act as financial advisor for the project and has developed a program whereby Clean Energy will lease the facilities from a third-party lessor, Mattco Funding, LP, which will issue and sell notes to investors to fund the plant's construction. Mattco will own the facility and, when constructed, lease it to Clean Energy, with lease payments funding the repayment by the lessor of its notes. Mattco will have no operating role in the project. Its participation will be strictly financial.

Mr. Alverson noted that Clean Energy's parent, Primary Energy, has participated in a number of projects involved in the provision of energy services connected with co-generation facilities, including those constructed at Ispat Inland Steel Company, U.S. Steel Corporation and National Steel Corporation (Midwest Division).

5. **OUC's Evidence**. The OUC submitted the Direct Testimony of Dr. Peter M. Boerger, Assistant Director of the Electricity Division of the OUC, who testified that his only concern with this project is about the potential sale of power by Clean Energy to its regulated affiliate NIPSCO. While Dr. Boerger recognized that any such sales would be subject to review by the FERC, he was of the opinion that the Commission should not rely upon such FERC review because (1) there is no guarantee that such filings will continue to be required in the future, (2) the Indiana Commission has no control over the quality of FERC review and (3) FERC review may not include Indiana specific considerations which the Commission deems important. In light of these concerns, Dr. Boerger recommended that the Commission, in its order in this proceeding, require an additional proceeding to address his concern, either a proceeding specific to the Clean Energy Facility or a generic proceeding concerning sales by merchant plants to regulated affiliates. Other than to address his concern regarding affiliate transactions, Dr. Boerger testified that resolution of this matter in the same manner as ordered in other Indiana merchant plant proceedings would be appropriate.

6. **Petitioner's Rebuttal.** Mr. Alverson sponsored testimony in rebuttal to Mr. Boerger's testimony. Mr. Alverson stated that although he did not agree with all of Dr. Boerger's concerns regarding potential affiliate abuse -- in particular, the concern that the FERC, in its review of any sales that might occur from this facility to NIPSCO, needs "backstopping" by the IURC -- Clean Energy has no objection to a requirement that NIPSCO obtain this Commission's approval of any contract for the purchase by it of electric power from the Clean Energy Facility, so long as such power supply remains an electric service subject to IURC regulation in Indiana. He further testified that any approval by the IURC of the purchase of electric power by NIPSCO from this facility should be the subject of a proceeding concerning the Clean Energy Facility, and no other, because any such purchase and sale will be fact specific as respects the purchasing utility.

7. **Discussion and Conclusions.** While Petitioner, as an EWG, will clearly be limited in its activities compared with most Indiana utilities, it will own and operate an electric generation facility and sell to wholesale purchasers the output therefrom. Clean Energy will also be producing and selling steam at retail to Amoco. Thus, Clean Energy will be a "public utility" as defined in the Public Service Commission Act. I.C. 8-1-2.5-5, however, authorizes the Commission to decline to exercise, in whole or in part, jurisdiction over a public utility which is an energy utility if certain conditions are satisfied. I.C. 8-1-2.5-5 provides "the commission may enter an order, after notice and hearing, that the public interest requires the commission to . . . decline to exercise, in whole or in part, its jurisdiction over . . . the energy utility. . ." I.C. 8-1-2.5-5(b) provides:

In determining whether the public interest will be served, the commission shall consider the following:

- (1) Whether technological or operating conditions, competitive forces, or the extent of regulation by other state or federal regulatory bodies render the exercise, in whole or in part, of jurisdiction by the commission unnecessary or wasteful.
- (2) Whether the commission's declining to exercise, in whole or in part, its jurisdiction will be beneficial for the energy utility, the energy utility's customers, or the state.
- (3) Whether the commission's declining to exercise, in whole or in part, its jurisdiction will promote energy utility efficiency.
- (4) Whether the exercise of commission jurisdiction inhibits an energy utility from competing with other providers of functionally similar energy services or equipment.

Petitioner is an "energy utility" and has requested that the Commission decline to exercise its jurisdiction with respect to the construction and operation of, and the sale of electric power generated by, the Clean Energy Facility. As noted in Finding No. 2, Petitioner does not intend or request authority to sell the electricity generated by the Clean Energy Facility to the general public or to any retail customer. Instead, the power will be generated solely for the sales for resale subject to the jurisdiction of FERC under provisions of the Federal Power Act. Sales of electric power to wholesale customers, other than affiliated electric utilities, will be made by Clean Energy pursuant to market based rates as authorized by the FERC.

Petitioner is not seeking or requesting authority to exercise any of the rights, powers or privileges of a public utility in the construction and operation of the Clean Energy Facility, e.g., the power of eminent domain or the use of public rights-of-way. Further, Petitioner's costs will not be recovered through a rate base/rate of return or other process typically associated with public utility rates. All economic risks associated with construction of the Clean Energy Facility will be borne by Petitioner or a power marketer which purchases electricity generated by the Clean Energy Facility.

The Commission is aware of the changing business environment for the production and marketing of electricity at wholesale, in which "merchant" plants are increasingly common. The OUCG has expressed concerns about purchases by NIPSCO from the Clean Energy Facility, but the OUCG has joined with the Petitioner in the presentation of a proposed order which addresses those concerns by requiring Commission approval of all contracts for such sales.

To operate as an EWG, Clean Energy Facility must apply to the FERC for such status. 15 U.S.C. § 79z-5(a)(1). In addition, Clean Energy Facility's wholesale rates and charges for the sale of energy will be filed with the FERC and required to be just and reasonable, in conformity with standards set by the FERC. 16 U.S.C. § 824d. Once the rates Clean Energy Facility files with the FERC are accepted, it will be subject to certain corporate and financial regulation and the monitoring of its market sales by the FERC. Further, Petitioner shall have obtained all appropriate air permits in accordance with the law.

The criteria set out in I.C. 8-1-2.5-5 for the Commission to determine whether the public interest will be served by the Commission's declining to exercise jurisdiction over the construction and operation of the Clean Energy Facility are met here. Competitive forces in the wholesale power market and federal regulation of the Clean Energy Facility operations render the exercise of jurisdiction by the Commission unnecessary at this time. Clean Energy's wholesale rates will be determined largely by market forces, subject to the FERC's regulatory oversight. Market forces also will determine who will buy electric power from Clean Energy Facility.

The addition of the proposed facilities is expected to improve reliability of power in Indiana by adding a new source of peaking power to address peak needs such as those which occurred in Indiana in June, 1998, and July, 1999, reducing the cost of such power, as well as providing it, when most needed, which will promote energy efficiency and benefit not only Clean Energy and its customers, but the State of Indiana, as well. Petitioner, through its affiliation with Fluor Daniel, GE and Merrill Lynch, clearly has the technical, financial and managerial capability to construct and operate the proposed station.

We also find that the exercise of Commission jurisdiction over Petitioner's sale of steam to Amoco is unnecessary at this time. The sales price to Amoco was negotiated at arms length by equal bargaining entities and was mutually agreed upon. Clean Energy stated that it will make no further retail sales of steam to any entity other than Amoco. These retail sales will provide an economical source of steam to Amoco's Whiting facilities and increase the reliability of Amoco's steam supply which is critical to its production operations. The Clean Energy Facility and the sale of steam

therefrom will clearly promote energy efficiency and benefit Clean Energy, Amoco and the State of Indiana.

We do note that power from the Clean Energy Facility will be transmitted to the transmission system of NIPSCO and will enter the transmission grid at that point. Petitioner does not propose to own or operate any transmission facilities. Any and all costs to modify NIPSCO's transmission system to accommodate the interconnection will be borne by the Petitioner. If in the future Petitioner constructs transmission facilities or requests additional transmission capacity from NIPSCO, this Commission's order should in no way be construed as to decline to exercise jurisdiction over any transmission facilities. The Petitioner should notify the Commission's Engineering Division and the OUCC of (a) the Clean Energy Facility in-service date and rated capacity once the plant becomes commercially operable; (b) the precise point of interconnection with NIPSCO's transmission system; (c) when FERC issues its determination that the proposed Clean Energy Facility qualifies as an exempt wholesale generator; and (d) when all air permits have been obtained as required by law for the facility.

Mr. Alverson testified that Merrill Lynch & Co. ("Merrill Lynch") is the financial advisor to Petitioner on this project. Merrill Lynch has developed a program whereby Petitioner will lease the facility from a third party lessor, Mattco Funding, Limited Partnership ("Mattco"). Mattco will issue and sell notes to investors to fund the plant's construction, and Mattco will own the facility. When the facility is constructed, Mattco will lease it to Petitioner, whose lease payments will fund repayment of the lessor's notes. Petitioner requested that we find that Mattco is not a public utility for purposes of I.C. 8-1-2-1.

In Cause No. 38140, Order approved November 26, 1986, the Commission was requested to make a similar finding regarding the sale and leaseback of certain facilities by Hoosier Energy Rural Electric Cooperative. In that Order the Commission found as follows:

This Commission has the authority to determine whether or not a business is a public utility. Hidden Valley Lake Property Owners As'n v. HVL Utilities, Inc., 408 N.E.2d 622 (Ind.App. 1980).

The uncontroverted evidence in this case is that the lease arrangement is in substance a financing transaction, and while the leases are in effect, neither the trustees nor the owner participants will be the operators of the facilities. Other jurisdictions have recognized that similar transactions are in substance financing transactions and as such, the lessors were not public utilities. Petition of Wilmington Trust Company, Docket No. 3578-U, Georgia Public Service Commission Order of June 16, 1986; In the Matter of the Transfer of Property by Arkansas Eleectric Cooperative Corporation, Docket No. 84-206-U, Arkansas Public Service Commission Order of October 9, 1984; Savre Land Co. v. Pennsylvania Public Utility Commission, 196 Pa.Super. 417, 175 A.2d 307 (1961); Chippewa Power Co. v. Railroad Commission of Wisconsin, 188 Wis. 246, 205 N.W. 900

(1925).

Therefore, we find that by virtue of their participation as passive owners in said financing transaction, said trustees and Owner Participants are not public utilities within the meaning of the Act.

The Hoosier Energy Order was also cited by the Commission in its Orders in Cause Nos. 38690 and 38691 (March 30, 1989) wherein we found that the sale and leaseback of Rockport 2 by Indiana & Michigan Power Company did not result in the Equity Participants being found to be "public utilities" and in Cause No. 41286 (March 24, 1999) wherein we found that the ownership and leaseback of generating facilities to Southern Indiana Gas & Electric Company did not result in the passive investors being found to be "public utilities." In the instant case, Mr. Alverson testified that Mattco will have no operating role in this project; its participation is strictly financial. We therefore find that Mattco by virtue of its participation, as a passive owner is not a public utility within the meaning of the Act.

In light of the foregoing findings, the Commission determines that declining to exercise its jurisdiction over Clean Energy as a public utility and an energy utility is in the public interest. The Commission accordingly declines to exercise jurisdiction over Clean Energy's construction, financing and operation of the Clean Energy Facility.

8. Revenues and Reports. The Petitioner is not granted authority to offer its power for retail sales to the general public. Therefore, pursuant to I.C. 8-1-6-3, any revenue that it derives from the sale of its electricity to another public or municipal utility for resale by the latter is not subject to the public utility fee. It appears that the most appropriate account for the Petitioner to book revenues from the proposed sales is FERC account 447. The FERC, in its Accounting and Reporting Requirements For Public Utilities And Licenses, effective February 12, 1985, defines Account 447 as follows:

447 Sales for resale.

- A. This account shall include the net billing for electricity supplied to other electric utilities or to public authorities for resale purposes.
- B. Records shall be maintained so as to show the quantity of electricity sold and the revenue received from each customer.

While we are declining to exercise our jurisdiction over the Petitioner's construction and operation of the proposed Clean Energy Facility, it should be a condition of this order and our continued declination of jurisdiction over Petitioner's operations that it file with the Commission an Annual Report of NiSource, Clean Energy's publicly traded parent company, as provided in I.C. 8-1-2-49, and provide such other information as the Commission may from time to time request. Petitioner shall notify the Commission of the in-service date of the plant and the output capacity of the plant approved herein. The Petitioner shall notify the Commission of any sale or transfer of the facilities approved herein and seek approval of the transfer, if appropriate.

IT IS THEREFORE ORDERED BY THE INDIANA UTILITY REGULATORY COMMISSION that:

1. Petitioner is and is hereby adjudged to be a "public utility" within the meaning of I.C. 8-1-2-1 for purposes of the construction and operation of the Clean Energy Facility and is authorized to act as hereinafter described.

2. Petitioner shall not exercise any of the rights, powers or privileges of a public utility in the construction and operation of the Clean Energy Facility, including the power of eminent domain and use of public rights-of-way.

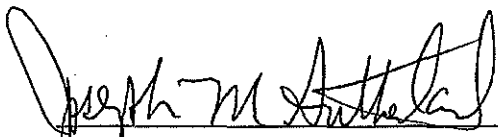
3. So long as retail power supply remains an electric service subject to regulation by this Commission under Indiana law, (a) Petitioner shall not sell at retail in the State of Indiana any of the electricity generated by the Clean Energy Facility without further order of the Commission and (b) Petitioner shall not enter into any contract for the sale of electric power to NIPSCO; or any affiliate of NIPSCO with the intent of delivery to NIPSCO, without the prior approval of this Commission in a separate proceeding specific to such a contract.

4. Based on the considerations described in Finding Paragraph 7 and subject to the limitations defined in Ordering Paragraphs 2 and 3, jurisdiction over Petitioner's proposed construction and operation of the Clean Energy Facility as described herein be and is hereby declined and the gross revenues generated by sales for resale of the electricity generated by the Clean Energy Facility are and are hereby adjudged to be exempt from the public utility fee prescribed by I.C. 8-1-6-1; provided, however, that the Petitioner shall notify the Engineering Division of the Commission of its final plant site, in-service date, rated capacity and interconnection point with NIPSCO, as prescribed in Finding Paragraph 7, and provide the Commission such information as it may from time to time require, consistent with Finding Paragraph 8.

5. This Order shall be effective on and after the date of its approval.

KLEIN, RIPLEY, SWANSON-HULL AND ZIEGNER CONCUR; MCCARTY ABSENT:
APPROVED 29 1999

I hereby certify that the above is a true and correct copy of the Order as approved.



Joseph M. Sutherland
Secretary to the Commission

EXHIBIT B

Form 556

Certification of Qualifying Facility (QF) Status for a Small Power
Production or Cogeneration Facility


General

Questions about completing this form should be sent to Form556@ferc.gov. Information about the Commission's QF program, answers to frequently asked questions about QF requirements or completing this form, and contact information for QF program staff are available at the Commission's QF website, www.ferc.gov/QF. The Commission's QF website also provides links to the Commission's QF regulations (18 C.F.R. § 131.80 and Part 292), as well as other statutes and orders pertaining to the Commission's QF program.

Who Must File

Any applicant seeking QF status or recertification of QF status for a generating facility with a net power production capacity (as determined in lines 7a through 7g below) greater than 1000 kW must file a self-certification or an application for Commission certification of QF status, which includes a properly completed Form 556. Any applicant seeking QF status for a generating facility with a net power production capacity 1000 kW or less is exempt from the certification requirement, and is therefore not required to complete or file a Form 556. See 18 C.F.R. § 292.203.

How to Complete the Form 556

This form is intended to be completed by responding to the items in the order they are presented, according to the instructions given. If you need to back-track, you may need to clear certain responses before you will be allowed to change other responses made previously in the form. If you experience problems, click on the nearest help button () for assistance, or contact Commission staff at Form556@ferc.gov.

Certain lines in this form will be automatically calculated based on responses to previous lines, with the relevant formulas shown. You must respond to all of the previous lines within a section before the results of an automatically calculated field will be displayed. If you disagree with the results of any automatic calculation on this form, contact Commission staff at Form556@ferc.gov to discuss the discrepancy before filing.

You must complete all lines in this form unless instructed otherwise. Do not alter this form or save this form in a different format. Incomplete or altered forms, or forms saved in formats other than PDF, will be rejected.

How to File a Completed Form 556

Applicants are required to file their Form 556 electronically through the Commission's eFiling website (see instructions on page 2). By filing electronically, you will reduce your filing burden, save paper resources, save postage or courier charges, help keep Commission expenses to a minimum, and receive a much faster confirmation (via an email containing the docket number assigned to your facility) that the Commission has received your filing.

If you are simultaneously filing both a waiver request and a Form 556 as part of an application for Commission certification, see the "Waiver Requests" section on page 3 for more information on how to file.

Paperwork Reduction Act Notice

This form is approved by the Office of Management and Budget. Compliance with the information requirements established by the FERC Form No. 556 is required to obtain or maintain status as a QF. See 18 C.F.R. § 131.80 and Part 292. An agency may not conduct or sponsor, and a person is not required to respond to, a collection of information unless it displays a currently valid OMB control number. The estimated burden for completing the FERC Form No. 556, including gathering and reporting information, is as follows: 3 hours for self-certification of a small power production facility, 8 hours for self-certifications of a cogeneration facility, 6 hours for an application for Commission certification of a small power production facility, and 50 hours for an application for Commission certification of a cogeneration facility. Send comments regarding this burden estimate or any aspect of this collection of information, including suggestions for reducing this burden, to the following: Information Clearance Officer, Office of the Executive Director (ED-32), Federal Energy Regulatory Commission, 888 First Street N.E., Washington, DC 20426 (DataClearance@ferc.gov); and Desk Officer for FERC, Office of Information and Regulatory Affairs, Office of Management and Budget, Washington, DC 20503 (oir_submission@omb.eop.gov). Include the Control No. 1902-0075 in any correspondence.

Electronic Filing (eFiling)

To electronically file your Form 556, visit the Commission's QF website at www.ferc.gov/QF and click the eFiling link.

If you are eFiling your first document, you will need to register with your name, email address, mailing address, and phone number. If you are registering on behalf of an employer, then you will also need to provide the employer name, alternate contact name, alternate contact phone number and alternate contact email.

Once you are registered, log in to eFiling with your registered email address and the password that you created at registration. Follow the instructions. When prompted, select one of the following QF-related filing types, as appropriate, from the Electric or General filing category.

Filing category	Filing Type as listed in eFiling	Description
Electric	(Fee) Application for Commission Cert. as Cogeneration QF	Use to submit an application for Commission certification or Commission recertification of a cogeneration facility as a QF.
	(Fee) Application for Commission Cert. as Small Power QF	Use to submit an application for Commission certification or Commission recertification of a small power production facility as a QF.
	Self-Certification Notice (QF, EG, FC)	Use to submit a notice of self-certification of your facility (cogeneration or small power production) as a QF.
	Self-Recertification of Qualifying Facility (QF)	Use to submit a notice of self-recertification of your facility (cogeneration or small power production) as a QF.
	Supplemental Information or Request	Use to correct or supplement a Form 556 that was submitted with errors or omissions, or for which Commission staff has requested additional information. Do <i>not</i> use this filing type to report new changes to a facility or its ownership; rather, use a self-recertification or Commission recertification to report such changes.
General	(Fee) Petition for Declaratory Order (not under FPA Part 1)	Use to submit a petition for declaratory order granting a waiver of Commission QF regulations pursuant to 18 C.F.R. §§ 292.204(a) (3) and/or 292.205(c). A Form 556 is not required for a petition for declaratory order unless Commission recertification is being requested as part of the petition.

You will be prompted to submit your filing fee, if applicable, during the electronic submission process. Filing fees can be paid via electronic bank account debit or credit card.

During the eFiling process, you will be prompted to select your file(s) for upload from your computer.

Filing Fee

No filing fee is required if you are submitting a self-certification or self-recertification of your facility as a QF pursuant to 18 C.F.R. § 292.207(a).

A filing fee is required if you are filing either of the following:

- (1) an application for Commission certification or recertification of your facility as a QF pursuant to 18 C.F.R. § 292.207(b), or
- (2) a petition for declaratory order granting waiver pursuant to 18 C.F.R. §§ 292.204(a)(3) and/or 292.205(c).

The current fees for applications for Commission certifications and petitions for declaratory order can be found by visiting the Commission's QF website at www.ferc.gov/QF and clicking the Fee Schedule link.

You will be prompted to submit your filing fee, if applicable, during the electronic filing process described on page 2.

Required Notice to Utilities and State Regulatory Authorities

Pursuant to 18 C.F.R. § 292.207(a)(ii), you must provide a copy of your self-certification or request for Commission certification to the utilities with which the facility will interconnect and/or transact, as well as to the State regulatory authorities of the states in which your facility and those utilities reside. Links to information about the regulatory authorities in various states can be found by visiting the Commission's QF website at www.ferc.gov/QF and clicking the Notice Requirements link.

What to Expect From the Commission After You File

An applicant filing a Form 556 electronically will receive an email message acknowledging receipt of the filing and showing the docket number assigned to the filing. Such email is typically sent within one business day, but may be delayed pending confirmation by the Secretary of the Commission of the contents of the filing.

An applicant submitting a self-certification of QF status should expect to receive no documents from the Commission, other than the electronic acknowledgement of receipt described above. Consistent with its name, a self-certification is a certification *by the applicant itself* that the facility meets the relevant requirements for QF status, and does not involve a determination by the Commission as to the status of the facility. An acknowledgement of receipt of a self-certification, in particular, does not represent a determination by the Commission with regard to the QF status of the facility. An applicant self-certifying may, however, receive a rejection, revocation or deficiency letter if its application is found, during periodic compliance reviews, not to comply with the relevant requirements.

An applicant submitting a request for Commission certification will receive an order either granting or denying certification of QF status, or a letter requesting additional information or rejecting the application. Pursuant to 18 C.F.R. § 292.207(b)(3), the Commission must act on an application for Commission certification within 90 days of the later of the filing date of the application or the filing date of a supplement, amendment or other change to the application.

Waiver Requests

18 C.F.R. § 292.204(a)(3) allows an applicant to request a waiver to modify the method of calculation pursuant to 18 C.F.R. § 292.204(a)(2) to determine if two facilities are considered to be located at the same site, for good cause. 18 C.F.R. § 292.205(c) allows an applicant to request waiver of the requirements of 18 C.F.R. §§ 292.205(a) and (b) for operating and efficiency upon a showing that the facility will produce significant energy savings. A request for waiver of these requirements must be submitted as a petition for declaratory order, with the appropriate filing fee for a petition for declaratory order. Applicants requesting Commission recertification as part of a request for waiver of one of these requirements should electronically submit their completed Form 556 along with their petition for declaratory order, rather than filing their Form 556 as a separate request for Commission recertification. Only the filing fee for the petition for declaratory order must be paid to cover both the waiver request and the request for recertification *if such requests are made simultaneously*.

18 C.F.R. § 292.203(d)(2) allows an applicant to request a waiver of the Form 556 filing requirements, for good cause. Applicants filing a petition for declaratory order requesting a waiver under 18 C.F.R. § 292.203(d)(2) do not need to complete or submit a Form 556 with their petition.

Geographic Coordinates

If a street address does not exist for your facility, then line 3c of the Form 556 requires you to report your facility's geographic coordinates (latitude and longitude). Geographic coordinates may be obtained from several different sources. You can find links to online services that show latitude and longitude coordinates on online maps by visiting the Commission's QF webpage at www.ferc.gov/QF and clicking the Geographic Coordinates link. You may also be able to obtain your geographic coordinates from a GPS device, Google Earth (available free at <http://earth.google.com>), a property survey, various engineering or construction drawings, a property deed, or a municipal or county map showing property lines.

Filing Privileged Data or Critical Energy Infrastructure Information in a Form 556

The Commission's regulations provide procedures for applicants to either (1) request that any information submitted with a Form 556 be given privileged treatment because the information is exempt from the mandatory public disclosure requirements of the Freedom of Information Act, 5 U.S.C. § 552, and should be withheld from public disclosure; or (2) identify any documents containing critical energy infrastructure information (CEII) as defined in 18 C.F.R. § 388.113 that should not be made public.

If you are seeking privileged treatment or CEII status for any data in your Form 556, then you must follow the procedures in 18 C.F.R. § 388.112. See www.ferc.gov/help/filing-guide/file-ceii.asp for more information.

Among other things (see 18 C.F.R. § 388.112 for other requirements), applicants seeking privileged treatment or CEII status for data submitted in a Form 556 must prepare and file both (1) a complete version of the Form 556 (containing the privileged and/or CEII data), and (2) a public version of the Form 556 (with the privileged and/or CEII data redacted). Applicants preparing and filing these different versions of their Form 556 must indicate below the security designation of this version of their document. If you are *not* seeking privileged treatment or CEII status for any of your Form 556 data, then you should not respond to any of the items on this page.

<p>Non-Public: Applicant is seeking privileged treatment and/or CEII status for data contained in the Form 556 lines <input type="checkbox"/> indicated below. This non-public version of the applicant's Form 556 contains all data, including the data that is redacted in the (separate) public version of the applicant's Form 556.</p>
<p>Public (redacted): Applicant is seeking privileged treatment and/or CEII status for data contained in the Form 556 lines <input type="checkbox"/> indicated below. This public version of the applicants's Form 556 contains all data <u>except</u> for data from the lines indicated below, which has been redacted.</p>
<p>Privileged: Indicate below which lines of your form contain data for which you are seeking privileged treatment</p>
<p>Critical Energy Infrastructure Information (CEII): Indicate below which lines of your form contain data for which you are seeking CEII status</p>

The eFiling process described on page 2 will allow you to identify which versions of the electronic documents you submit are public, privileged and/or CEII. The filenames for such documents should begin with "Public", "Priv", or "CEII", as applicable, to clearly indicate the security designation of the file. Both versions of the Form 556 should be unaltered PDF copies of the Form 556, as available for download from www.ferc.gov/QF. To redact data from the public copy of the submittal, simply omit the relevant data from the Form. For numerical fields, leave the redacted fields blank. For text fields, complete as much of the field as possible, and replace the redacted portions of the field with the word "REDACTED" in brackets. Be sure to identify above all fields which contain data for which you are seeking non-public status.

The Commission is not responsible for detecting or correcting filer errors, including those errors related to security designation. If your documents contain sensitive information, make sure they are filed using the proper security designation.

FEDERAL ENERGY REGULATORY COMMISSION
WASHINGTON, DC

OMB Control # 1902-0075
Expiration 06/30/2019

Form 556 Certification of Qualifying Facility (QF) Status for a Small Power
Production or Cogeneration Facility

Application Information

1a Full name of applicant (legal entity on whose behalf qualifying facility status is sought for this facility) Whiting Clean Energy, Inc.			
1b Applicant street address 2155 Standard Avenue			
1c City Whiting		1d State/province Indiana	
1e Postal code 46394	1f Country (if not United States)		1g Telephone number 219-473-0653
1h Has the instant facility ever previously been certified as a QF? Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>			
1i If yes, provide the docket number of the last known QF filing pertaining to this facility: QF _____ - _____ - _____			
1j Under which certification process is the applicant making this filing? <input checked="" type="checkbox"/> Notice of self-certification (see note below) <input type="checkbox"/> Application for Commission certification (requires filing fee; see "Filing Fee" section on page 3) Note: a notice of self-certification is a notice by the applicant itself that its facility complies with the requirements for QF status. A notice of self-certification does not establish a proceeding, and the Commission does not review a notice of self-certification to verify compliance. See the "What to Expect From the Commission After You File" section on page 3 for more information.			
1k What type(s) of QF status is the applicant seeking for its facility? (check all that apply) <input type="checkbox"/> Qualifying small power production facility status <input checked="" type="checkbox"/> Qualifying cogeneration facility status			
1l What is the purpose and expected effective date(s) of this filing? <input checked="" type="checkbox"/> Original certification; facility expected to be installed by <u>5/1/19</u> and to begin operation on <u>5/1/19</u> <input type="checkbox"/> Change(s) to a previously certified facility to be effective on _____ (identify type(s) of change(s) below, and describe change(s) in the Miscellaneous section starting on page 19) <input type="checkbox"/> Name change and/or other administrative change(s) <input type="checkbox"/> Change in ownership <input type="checkbox"/> Change(s) affecting plant equipment, fuel use, power production capacity and/or cogeneration thermal output <input type="checkbox"/> Supplement or correction to a previous filing submitted on _____ (describe the supplement or correction in the Miscellaneous section starting on page 19)			
1m If any of the following three statements is true, check the box(es) that describe your situation and complete the form to the extent possible, explaining any special circumstances in the Miscellaneous section starting on page 19. <input type="checkbox"/> The instant facility complies with the Commission's QF requirements by virtue of a waiver of certain regulations previously granted by the Commission in an order dated _____ (specify any other relevant waiver orders in the Miscellaneous section starting on page 19) <input type="checkbox"/> The instant facility would comply with the Commission's QF requirements if a petition for waiver submitted concurrently with this application is granted <input type="checkbox"/> The instant facility complies with the Commission's regulations, but has special circumstances, such as the employment of unique or innovative technologies not contemplated by the structure of this form, that make the demonstration of compliance via this form difficult or impossible (describe in Misc. section starting on p. 19)			

Contact Information	2a Name of contact person Todd A. Richardson		2b Telephone number (317) 639-1210	
	2c Which of the following describes the contact person's relationship to the applicant? (check one) <input type="checkbox"/> Applicant (self) <input type="checkbox"/> Employee, owner or partner of applicant authorized to represent the applicant <input type="checkbox"/> Employee of a company affiliated with the applicant authorized to represent the applicant on this matter <input checked="" type="checkbox"/> Lawyer, consultant, or other representative authorized to represent the applicant on this matter			
	2d Company or organization name (if applicant is an individual, check here and skip to line 2e) <input type="checkbox"/> Lewis & Kappes, P.C.			
	2e Street address (if same as Applicant, check here and skip to line 3a) <input type="checkbox"/> One American Square, Suite 2500			
	2f City Indianapolis		2g State/province Indiana	
	2h Postal code 46282		2i Country (if not United States)	
	3a Facility name Whiting Clean Energy			
	3b Street address (if a street address does not exist for the facility, check here and skip to line 3c) <input type="checkbox"/> 2155 Standard Avenue			
Facility Identification and Location	3c Geographic coordinates: If you indicated that no street address exists for your facility by checking the box in line 3b, then you must specify the latitude and longitude coordinates of the facility in degrees (to three decimal places). Use the following formula to convert to decimal degrees from degrees, minutes and seconds: decimal degrees = degrees + (minutes/60) + (seconds/3600). See the "Geographic Coordinates" section on page 4 for help. If you provided a street address for your facility in line 3b, then specifying the geographic coordinates below is optional. Longitude <input type="checkbox"/> East (+) _____ degrees Latitude <input type="checkbox"/> North (+) _____ degrees <input type="checkbox"/> West (-) _____ degrees <input type="checkbox"/> South (-) _____ degrees			
	3d City (if unincorporated, check here and enter nearest city) <input type="checkbox"/> Whiting		3e State/province Indiana	
	3f County (or check here for independent city) <input type="checkbox"/> Lake		3g Country (if not United States)	
	Identify the electric utilities that are contemplated to transact with the facility.			
	Transacting Utilities	4a Identify utility interconnecting with the facility Northern Indiana Public Service Company		
4b Identify utilities providing wheeling service or check here if none <input type="checkbox"/> Northern Indiana Public Service Company				
4c Identify utilities purchasing the useful electric power output or check here if none <input type="checkbox"/> Northern Indiana Public Service Company (50 MW for MISO planning year 2018-2019)				
4d Identify utilities providing supplementary power, backup power, maintenance power, and/or interruptible power service or check here if none <input type="checkbox"/> Northern Indiana Public Service Company				

Ownership and Operation

5a Direct ownership as of effective date or operation date: Identify all direct owners of the facility holding at least 10 percent equity interest. For each identified owner, also (1) indicate whether that owner is an electric utility, as defined in section 3(22) of the Federal Power Act (16 U.S.C. 796(22)), or a holding company, as defined in section 1262(8) of the Public Utility Holding Company Act of 2005 (42 U.S.C. 16451(8)), and (2) for owners which are electric utilities or holding companies, provide the percentage of equity interest in the facility held by that owner. If no direct owners hold at least 10 percent equity interest in the facility, then provide the required information for the two direct owners with the largest equity interest in the facility.

Full legal names of direct owners	Electric utility or holding company	If Yes, % equity interest
1) Whiting Clean Energy, Inc.	Yes <input checked="" type="checkbox"/> No <input type="checkbox"/>	100 %
2) _____	Yes <input type="checkbox"/> No <input type="checkbox"/>	_____ %
3) _____	Yes <input type="checkbox"/> No <input type="checkbox"/>	_____ %
4) _____	Yes <input type="checkbox"/> No <input type="checkbox"/>	_____ %
5) _____	Yes <input type="checkbox"/> No <input type="checkbox"/>	_____ %
6) _____	Yes <input type="checkbox"/> No <input type="checkbox"/>	_____ %
7) _____	Yes <input type="checkbox"/> No <input type="checkbox"/>	_____ %
8) _____	Yes <input type="checkbox"/> No <input type="checkbox"/>	_____ %
9) _____	Yes <input type="checkbox"/> No <input type="checkbox"/>	_____ %
10) _____	Yes <input type="checkbox"/> No <input type="checkbox"/>	_____ %

Check here and continue in the Miscellaneous section starting on page 19 if additional space is needed

5b Upstream (i.e., indirect) ownership as of effective date or operation date: Identify all upstream (i.e., indirect) owners of the facility that both (1) hold at least 10 percent equity interest in the facility, and (2) are electric utilities, as defined in section 3(22) of the Federal Power Act (16 U.S.C. 796(22)), or holding companies, as defined in section 1262(8) of the Public Utility Holding Company Act of 2005 (42 U.S.C. 16451(8)). Also provide the percentage of equity interest in the facility held by such owners. (Note that, because upstream owners may be subsidiaries of one another, total percent equity interest reported may exceed 100 percent.)

Check here if no such upstream owners exist.

Full legal names of electric utility or holding company upstream owners	% equity interest
1) BP Alternative Energy North America Inc.	100 %
2) BP Company North America Inc.	100 %
3) BP Corporation North America Inc.	100 %
4) BP America Inc.	100 %
5) BP America Limited	100 %
6) BP Holdings North America Limited	100 %
7) BP P.L.C.	100 %
8) _____	_____ %
9) _____	_____ %
10) _____	_____ %

Check here and continue in the Miscellaneous section starting on page 19 if additional space is needed

5c Identify the facility operator

Whiting Clean Energy Inc.

Energy Input

6a Describe the primary energy input: (check one main category and, if applicable, one subcategory)

- | | | |
|--|---|--|
| <input type="checkbox"/> Biomass (specify) | <input type="checkbox"/> Renewable resources (specify) | <input type="checkbox"/> Geothermal |
| <input type="checkbox"/> Landfill gas | <input type="checkbox"/> Hydro power - river | <input checked="" type="checkbox"/> Fossil fuel (specify) |
| <input type="checkbox"/> Manure digester gas | <input type="checkbox"/> Hydro power - tidal | <input type="checkbox"/> Coal (not waste) |
| <input type="checkbox"/> Municipal solid waste | <input type="checkbox"/> Hydro power - wave | <input type="checkbox"/> Fuel oil/diesel |
| <input type="checkbox"/> Sewage digester gas | <input type="checkbox"/> Solar - photovoltaic | <input checked="" type="checkbox"/> Natural gas (not waste) |
| <input type="checkbox"/> Wood | <input type="checkbox"/> Solar - thermal | <input type="checkbox"/> Other fossil fuel (describe on page 19) |
| <input type="checkbox"/> Other biomass (describe on page 19) | <input type="checkbox"/> Wind | |
| <input type="checkbox"/> Waste (specify type below in line 6b) | <input type="checkbox"/> Other renewable resource (describe on page 19) | <input type="checkbox"/> Other (describe on page 19) |

6b If you specified "waste" as the primary energy input in line 6a, indicate the type of waste fuel used: (check one)

- Waste fuel listed in 18 C.F.R. § 292.202(b) (specify one of the following)
- Anthracite culm produced prior to July 23, 1985
 - Anthracite refuse that has an average heat content of 6,000 Btu or less per pound and has an average ash content of 45 percent or more
 - Bituminous coal refuse that has an average heat content of 9,500 Btu per pound or less and has an average ash content of 25 percent or more
 - Top or bottom subbituminous coal produced on Federal lands or on Indian lands that has been determined to be waste by the United States Department of the Interior's Bureau of Land Management (BLM) or that is located on non-Federal or non-Indian lands outside of BLM's jurisdiction, provided that the applicant shows that the latter coal is an extension of that determined by BLM to be waste
 - Coal refuse produced on Federal lands or on Indian lands that has been determined to be waste by the BLM or that is located on non-Federal or non-Indian lands outside of BLM's jurisdiction, provided that applicant shows that the latter is an extension of that determined by BLM to be waste
 - Lignite produced in association with the production of montan wax and lignite that becomes exposed as a result of such a mining operation
 - Gaseous fuels (except natural gas and synthetic gas from coal) (describe on page 19)
 - Waste natural gas from gas or oil wells (describe on page 19 how the gas meets the requirements of 18 C.F.R. § 2.400 for waste natural gas; include with your filing any materials necessary to demonstrate compliance with 18 C.F.R. § 2.400)
 - Materials that a government agency has certified for disposal by combustion (describe on page 19)
 - Heat from exothermic reactions (describe on page 19)
 - Residual heat (describe on page 19)
 - Used rubber tires
 - Plastic materials
 - Refinery off-gas
 - Petroleum coke
- Other waste energy input that has little or no commercial value and exists in the absence of the qualifying facility industry (describe in the Miscellaneous section starting on page 19; include a discussion of the fuel's lack of commercial value and existence in the absence of the qualifying facility industry)

6c Provide the average energy input, calculated on a calendar year basis, in terms of Btu/h for the following fossil fuel energy inputs, and provide the related percentage of the total average annual energy input to the facility (18 C.F.R. § 292.202(j)). For any oil or natural gas fuel, use lower heating value (18 C.F.R. § 292.202(m)).

Fuel	Annual average energy input for specified fuel	Percentage of total annual energy input
Natural gas	2,409,750,043 Btu/h	100 %
Oil-based fuels	0 Btu/h	0 %
Coal	0 Btu/h	0 %

Technical Facility Information

Indicate the maximum gross and maximum net electric power production capacity of the facility at the point(s) of delivery by completing the worksheet below. Respond to all items. If any of the parasitic loads and/or losses identified in lines 7b through 7e are negligible, enter zero for those lines.

7a The maximum gross power production capacity at the terminals of the individual generator(s) under the most favorable anticipated design conditions	545,000 kW
7b Parasitic station power used at the facility to run equipment which is necessary and integral to the power production process (boiler feed pumps, fans/blowers, office or maintenance buildings directly related to the operation of the power generating facility, etc.). If this facility includes non-power production processes (for instance, power consumed by a cogeneration facility's thermal host), do not include any power consumed by the non-power production activities in your reported parasitic station power.	13,648 kW
7c Electrical losses in interconnection transformers	2,412 kW
7d Electrical losses in AC/DC conversion equipment, if any	0 kW
7e Other interconnection losses in power lines or facilities (other than transformers and AC/DC conversion equipment) between the terminals of the generator(s) and the point of interconnection with the utility	0 kW
7f Total deductions from gross power production capacity = 7b + 7c + 7d + 7e	16,060.0 kW
7g Maximum net power production capacity = 7a - 7f	528,940.0 kW

7h Description of facility and primary components: Describe the facility and its operation. Identify all boilers, heat recovery steam generators, prime movers (any mechanical equipment driving an electric generator), electrical generators, photovoltaic solar equipment, fuel cell equipment and/or other primary power generation equipment used in the facility. Descriptions of components should include (as applicable) specifications of the nominal capacities for mechanical output, electrical output, or steam generation of the identified equipment. For each piece of equipment identified, clearly indicate how many pieces of that type of equipment are included in the plant, and which components are normally operating or normally in standby mode. Provide a description of how the components operate as a system. Applicants for cogeneration facilities do not need to describe operations of systems that are clearly depicted on and easily understandable from a cogeneration facility's attached mass and heat balance diagram; however, such applicants should provide any necessary description needed to understand the sequential operation of the facility depicted in their mass and heat balance diagram. If additional space is needed, continue in the Miscellaneous section starting on page 19.

The primary components of the Whiting Clean Energy generating facility are as follows:

- Two (2) General Electric 7FA combustion turbine generators @ 168 MW (gross) each
- One (1) General Electric condensing steam turbine generator @ 213 MW (gross)
- Two (2) Aalborg heat recovery steam generators with duct burners and selective catalytic reduction @ 1,100,000 lbs/hr of high pressure steam each
- One (1) 3,200 gpm demineralized water treatment plant
- One (1) Ten cell induced draft cooling tower

(Continued on page 19)

Information Required for Small Power Production Facility

If you indicated in line 1k that you are seeking qualifying small power production facility status for your facility, then you must respond to the items on this page. Otherwise, skip page 10.

Certification of Compliance with Size Limitations	Pursuant to 18 C.F.R. § 292.204(a), the power production capacity of any small power production facility, together with the power production capacity of any other small power production facilities that use the same energy resource, are owned by the same person(s) or its affiliates, and are located at the same site, may not exceed 80 megawatts. To demonstrate compliance with this size limitation, or to demonstrate that your facility is exempt from this size limitation under the Solar, Wind, Waste, and Geothermal Power Production Incentives Act of 1990 (Pub. L. 101-575, 104 Stat. 2834 (1990) as amended by Pub. L. 102-46, 105 Stat. 249 (1991)), respond to lines 8a through 8e below (as applicable).																
	8a Identify any facilities with electrical generating equipment located within 1 mile of the electrical generating equipment of the instant facility, and for which any of the entities identified in lines 5a or 5b, or their affiliates, holds at least a 5 percent equity interest. Check here if no such facilities exist. <input type="checkbox"/>																
	<table style="width:100%; border-collapse: collapse;"> <thead> <tr> <th style="width:35%; text-align:center;">Facility location (city or county, state)</th> <th style="width:15%; text-align:center;">Root docket # (if any)</th> <th style="width:35%; text-align:center;">Common owner(s)</th> <th style="width:15%; text-align:center;">Maximum net power production capacity</th> </tr> </thead> <tbody> <tr> <td>1) _____</td> <td>QF -</td> <td>_____</td> <td style="text-align:right;">kW</td> </tr> <tr> <td>2) _____</td> <td>QF -</td> <td>_____</td> <td style="text-align:right;">kW</td> </tr> <tr> <td>3) _____</td> <td>QF -</td> <td>_____</td> <td style="text-align:right;">kW</td> </tr> </tbody> </table>	Facility location (city or county, state)	Root docket # (if any)	Common owner(s)	Maximum net power production capacity	1) _____	QF -	_____	kW	2) _____	QF -	_____	kW	3) _____	QF -	_____	kW
	Facility location (city or county, state)	Root docket # (if any)	Common owner(s)	Maximum net power production capacity													
	1) _____	QF -	_____	kW													
2) _____	QF -	_____	kW														
3) _____	QF -	_____	kW														
<input type="checkbox"/> Check here and continue in the Miscellaneous section starting on page 19 if additional space is needed																	
8b The Solar, Wind, Waste, and Geothermal Power Production Incentives Act of 1990 (Incentives Act) provides exemption from the size limitations in 18 C.F.R. § 292.204(a) for certain facilities that were certified prior to 1995. Are you seeking exemption from the size limitations in 18 C.F.R. § 292.204(a) by virtue of the Incentives Act? <input type="checkbox"/> Yes (continue at line 8c below) <input type="checkbox"/> No (skip lines 8c through 8e)																	
8c Was the original notice of self-certification or application for Commission certification of the facility filed on or before December 31, 1994? Yes <input type="checkbox"/> No <input type="checkbox"/>																	
8d Did construction of the facility commence on or before December 31, 1999? Yes <input type="checkbox"/> No <input type="checkbox"/>																	
8e If you answered No in line 8d, indicate whether reasonable diligence was exercised toward the completion of the facility, taking into account all factors relevant to construction? Yes <input type="checkbox"/> No <input type="checkbox"/> If you answered Yes, provide a brief narrative explanation in the Miscellaneous section starting on page 19 of the construction timeline (in particular, describe why construction started so long after the facility was certified) and the diligence exercised toward completion of the facility.																	
Certification of Compliance with Fuel Use Requirements	Pursuant to 18 C.F.R. § 292.204(b), qualifying small power production facilities may use fossil fuels, in minimal amounts, for only the following purposes: ignition; start-up; testing; flame stabilization; control use; alleviation or prevention of unanticipated equipment outages; and alleviation or prevention of emergencies, directly affecting the public health, safety, or welfare, which would result from electric power outages. The amount of fossil fuels used for these purposes may not exceed 25 percent of the total energy input of the facility during the 12-month period beginning with the date the facility first produces electric energy or any calendar year thereafter.																
	9a Certification of compliance with 18 C.F.R. § 292.204(b) with respect to uses of fossil fuel: <input type="checkbox"/> Applicant certifies that the facility will use fossil fuels <i>exclusively</i> for the purposes listed above.																
	9b Certification of compliance with 18 C.F.R. § 292.204(b) with respect to amount of fossil fuel used annually: <input type="checkbox"/> Applicant certifies that the amount of fossil fuel used at the facility will not, in aggregate, exceed 25 percent of the total energy input of the facility during the 12-month period beginning with the date the facility first produces electric energy or any calendar year thereafter.																

Information Required for Cogeneration Facility

If you indicated in line 1k that you are seeking qualifying cogeneration facility status for your facility, then you must respond to the items on pages 11 through 13. Otherwise, skip pages 11 through 13.

General Cogeneration Information	<p>Pursuant to 18 C.F.R. § 292.202(c), a cogeneration facility produces electric energy and forms of useful thermal energy (such as heat or steam) used for industrial, commercial, heating, or cooling purposes, through the sequential use of energy. Pursuant to 18 C.F.R. § 292.202(s), "sequential use" of energy means the following: (1) for a topping-cycle cogeneration facility, the use of reject heat from a power production process in sufficient amounts in a thermal application or process to conform to the requirements of the operating standard contained in 18 C.F.R. § 292.205(a); or (2) for a bottoming-cycle cogeneration facility, the use of at least some reject heat from a thermal application or process for power production.</p>																					
	<p>10a What type(s) of cogeneration technology does the facility represent? (check all that apply)</p> <p> <input checked="" type="checkbox"/> Topping-cycle cogeneration <input type="checkbox"/> Bottoming-cycle cogeneration </p>																					
	<p>10b To help demonstrate the sequential operation of the cogeneration process, and to support compliance with other requirements such as the operating and efficiency standards, include with your filing a mass and heat balance diagram depicting average annual operating conditions. This diagram must include certain items and meet certain requirements, as described below. You must check next to the description of each requirement below to certify that you have complied with these requirements.</p>																					
	<table style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 20%; text-align: center; border-bottom: 1px solid black;">Check to certify compliance with indicated requirement</th> <th style="text-align: center; border-bottom: 1px solid black;">Requirement</th> </tr> </thead> <tbody> <tr> <td style="text-align: center;"><input checked="" type="checkbox"/></td> <td>Diagram must show orientation within system piping and/or ducts of all prime movers, heat recovery steam generators, boilers, electric generators, and condensers (as applicable), as well as any other primary equipment relevant to the cogeneration process.</td> </tr> <tr> <td style="text-align: center;"><input checked="" type="checkbox"/></td> <td>Any average annual values required to be reported in lines 10b, 12a, 13a, 13b, 13d, 13f, 14a, 15b, 15d and/or 15f must be computed over the anticipated hours of operation.</td> </tr> <tr> <td style="text-align: center;"><input checked="" type="checkbox"/></td> <td>Diagram must specify all fuel inputs by fuel type and average annual rate in Btu/h. Fuel for supplementary firing should be specified separately and clearly labeled. All specifications of fuel inputs should use lower heating values.</td> </tr> <tr> <td style="text-align: center;"><input checked="" type="checkbox"/></td> <td>Diagram must specify average gross electric output in kW or MW for each generator.</td> </tr> <tr> <td style="text-align: center;"><input checked="" type="checkbox"/></td> <td>Diagram must specify average mechanical output (that is, any mechanical energy taken off of the shaft of the prime movers for purposes not directly related to electric power generation) in horsepower, if any. Typically, a cogeneration facility has no mechanical output.</td> </tr> <tr> <td style="text-align: center;"><input checked="" type="checkbox"/></td> <td>At each point for which working fluid flow conditions are required to be specified (see below), such flow condition data must include mass flow rate (in lb/h or kg/s), temperature (in °F, R, °C or K), absolute pressure (in psia or kPa) and enthalpy (in Btu/lb or kJ/kg). Exception: For systems where the working fluid is <i>liquid only</i> (no vapor at any point in the cycle) and where the type of liquid and specific heat of that liquid are clearly indicated on the diagram or in the Miscellaneous section starting on page 19, only mass flow rate and temperature (not pressure and enthalpy) need be specified. For reference, specific heat at standard conditions for pure liquid water is approximately 1.002 Btu/(lb*R) or 4.195 kJ/(kg*K).</td> </tr> <tr> <td style="text-align: center;"><input checked="" type="checkbox"/></td> <td>Diagram must specify working fluid flow conditions at input to and output from each steam turbine or other expansion turbine or back-pressure turbine.</td> </tr> <tr> <td style="text-align: center;"><input checked="" type="checkbox"/></td> <td>Diagram must specify working fluid flow conditions at delivery to and return from each thermal application.</td> </tr> <tr> <td style="text-align: center;"><input checked="" type="checkbox"/></td> <td>Diagram must specify working fluid flow conditions at make-up water inputs.</td> </tr> </tbody> </table>		Check to certify compliance with indicated requirement	Requirement	<input checked="" type="checkbox"/>	Diagram must show orientation within system piping and/or ducts of all prime movers, heat recovery steam generators, boilers, electric generators, and condensers (as applicable), as well as any other primary equipment relevant to the cogeneration process.	<input checked="" type="checkbox"/>	Any average annual values required to be reported in lines 10b, 12a, 13a, 13b, 13d, 13f, 14a, 15b, 15d and/or 15f must be computed over the anticipated hours of operation.	<input checked="" type="checkbox"/>	Diagram must specify all fuel inputs by fuel type and average annual rate in Btu/h. 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<input checked="" type="checkbox"/>	Diagram must specify working fluid flow conditions at make-up water inputs.																					

EPAAct 2005 Requirements for Fundamental Use of Energy Output from Cogeneration Facilities

EPAAct 2005 cogeneration facilities: The Energy Policy Act of 2005 (EPAAct 2005) established a new section 210(n) of the Public Utility Regulatory Policies Act of 1978 (PURPA), 16 USC 824a-3(n), with additional requirements for any qualifying cogeneration facility that (1) is seeking to sell electric energy pursuant to section 210 of PURPA and (2) was either not a cogeneration facility on August 8, 2005, or had not filed a self-certification or application for Commission certification of QF status on or before February 1, 2006. These requirements were implemented by the Commission in 18 C.F.R. § 292.205(d). Complete the lines below, carefully following the instructions, to demonstrate whether these additional requirements apply to your cogeneration facility and, if so, whether your facility complies with such requirements.

11a Was your facility operating as a qualifying cogeneration facility on or before August 8, 2005? Yes No

11b Was the initial filing seeking certification of your facility (whether a notice of self-certification or an application for Commission certification) filed on or before February 1, 2006? Yes No

If the answer to either line 11a or 11b is Yes, then continue at line 11c below. Otherwise, if the answers to both lines 11a and 11b are No, skip to line 11e below.

11c With respect to the design and operation of the facility, have any changes been implemented on or after February 2, 2006 that affect general plant operation, affect use of thermal output, and/or increase net power production capacity from the plant's capacity on February 1, 2006?

Yes (continue at line 11d below)

No. Your facility is not subject to the requirements of 18 C.F.R. § 292.205(d) at this time. However, it may be subject to these requirements in the future if changes are made to the facility. At such time, the applicant would need to recertify the facility to determine eligibility. Skip lines 11d through 11j.

11d Does the applicant contend that the changes identified in line 11c are not so significant as to make the facility a "new" cogeneration facility that would be subject to the 18 C.F.R. § 292.205(d) cogeneration requirements?

Yes. Provide in the Miscellaneous section starting on page 19 a description of any relevant changes made to the facility (including the purpose of the changes) and a discussion of why the facility should not be considered a "new" cogeneration facility in light of these changes. Skip lines 11e through 11j.

No. Applicant stipulates to the fact that it is a "new" cogeneration facility (for purposes of determining the applicability of the requirements of 18 C.F.R. § 292.205(d)) by virtue of modifications to the facility that were initiated on or after February 2, 2006. Continue below at line 11e.

11e Will electric energy from the facility be sold pursuant to section 210 of PURPA?

Yes. The facility is an EPAAct 2005 cogeneration facility. You must demonstrate compliance with 18 C.F.R. § 292.205(d)(2) by continuing at line 11f below.

No. Applicant certifies that energy will *not* be sold pursuant to section 210 of PURPA. Applicant also certifies its understanding that it must recertify its facility in order to determine compliance with the requirements of 18 C.F.R. § 292.205(d) *before* selling energy pursuant to section 210 of PURPA in the future. Skip lines 11f through 11j.

11f Is the net power production capacity of your cogeneration facility, as indicated in line 7g above, less than or equal to 5,000 kW?

Yes, the net power production capacity is less than or equal to 5,000 kW. 18 C.F.R. § 292.205(d)(4) provides a rebuttable presumption that cogeneration facilities of 5,000 kW and smaller capacity comply with the requirements for fundamental use of the facility's energy output in 18 C.F.R. § 292.205(d)(2). Applicant certifies its understanding that, should the power production capacity of the facility increase above 5,000 kW, then the facility must be recertified to (among other things) demonstrate compliance with 18 C.F.R. § 292.205(d)(2). Skip lines 11g through 11j.

No, the net power production capacity is greater than 5,000 kW. Demonstrate compliance with the requirements for fundamental use of the facility's energy output in 18 C.F.R. § 292.205(d)(2) by continuing on the next page at line 11g.

EPAct 2005 Requirements for Fundamental Use of Energy Output from Cogeneration Facilities (continued)

Lines 11g through 11k below guide the applicant through the process of demonstrating compliance with the requirements for "fundamental use" of the facility's energy output. 18 C.F.R. § 292.205(d)(2). Only respond to the lines on this page if the instructions on the previous page direct you to do so. Otherwise, skip this page.

18 C.F.R. § 292.205(d)(2) requires that the electrical, thermal, chemical and mechanical output of an EPAct 2005 cogeneration facility is used fundamentally for industrial, commercial, residential or institutional purposes and is not intended fundamentally for sale to an electric utility, taking into account technological, efficiency, economic, and variable thermal energy requirements, as well as state laws applicable to sales of electric energy from a qualifying facility to its host facility. If you were directed on the previous page to respond to the items on this page, then your facility is an EPAct 2005 cogeneration facility that is subject to this "fundamental use" requirement.

The Commission's regulations provide a two-pronged approach to demonstrating compliance with the requirements for fundamental use of the facility's energy output. First, the Commission has established in 18 C.F.R. § 292.205(d)(3) a "fundamental use test" that can be used to demonstrate compliance with 18 C.F.R. § 292.205(d)(2). Under the fundamental use test, a facility is considered to comply with 18 C.F.R. § 292.205(d)(2) if at least 50 percent of the facility's total annual energy output (including electrical, thermal, chemical and mechanical energy output) is used for industrial, commercial, residential or institutional purposes.

Second, an applicant for a facility that does not pass the fundamental use test may provide a narrative explanation of and support for its contention that the facility nonetheless meets the requirement that the electrical, thermal, chemical and mechanical output of an EPAct 2005 cogeneration facility is used fundamentally for industrial, commercial, residential or institutional purposes and is not intended fundamentally for sale to an electric utility, taking into account technological, efficiency, economic, and variable thermal energy requirements, as well as state laws applicable to sales of electric energy from a qualifying facility to its host facility.

Complete lines 11g through 11j below to determine compliance with the fundamental use test in 18 C.F.R. § 292.205(d)(3). Complete lines 11g through 11j *even if you do not intend to rely upon the fundamental use test to demonstrate compliance with 18 C.F.R. § 292.205(d)(2)*.

11g Amount of electrical, thermal, chemical and mechanical energy output (net of internal generation plant losses and parasitic loads) expected to be used annually for industrial, commercial, residential or institutional purposes and not sold to an electric utility	2,624,582 MWh
11h Total amount of electrical, thermal, chemical and mechanical energy expected to be sold to an electric utility	1,078,181 MWh
11i Percentage of total annual energy output expected to be used for industrial, commercial, residential or institutional purposes and not sold to a utility = 100 * 11g / (11g + 11h)	70.9 %

11j Is the response in line 11i greater than or equal to 50 percent?

Yes. Your facility complies with 18 C.F.R. § 292.205(d)(2) by virtue of passing the fundamental use test provided in 18 C.F.R. § 292.205(d)(3). Applicant certifies its understanding that, if it is to rely upon passing

the fundamental use test as a basis for complying with 18 C.F.R. § 292.205(d)(2), then the facility must comply with the fundamental use test both in the 12-month period beginning with the date the facility first produces electric energy, and in all subsequent calendar years.

No. Your facility does not pass the fundamental use test. Instead, you must provide in the Miscellaneous section starting on page 19 a narrative explanation of and support for why your facility meets the requirement that the electrical, thermal, chemical and mechanical output of an EPAct 2005 cogeneration facility is used fundamentally for industrial, commercial, residential or institutional purposes and is not intended fundamentally for sale to an electric utility, taking into account technological, efficiency, economic, and variable thermal energy requirements, as well as state laws applicable to sales of electric energy from a QF to its host facility. Applicants providing a narrative explanation of why their facility should be found to

comply with 18 C.F.R. § 292.205(d)(2) in spite of non-compliance with the fundamental use test may want to review paragraphs 47 through 61 of Order No. 671 (accessible from the Commission's QF website at www.ferc.gov/QF), which provide discussion of the facts and circumstances that may support their explanation. Applicant should also note that the percentage reported above will establish the standard that that facility must comply with, both for the 12-month period beginning with the date the facility first produces electric energy, and in all subsequent calendar years. See Order No. 671 at paragraph 51. As such, the applicant should make sure that it reports appropriate values on lines 11g and 11h above to serve as the relevant annual standard, taking into account expected variations in production conditions.

Information Required for Topping-Cycle Cogeneration Facility

If you indicated in line 10a that your facility represents topping-cycle cogeneration technology, then you must respond to the items on pages 14 and 15. Otherwise, skip pages 14 and 15.

Usefulness of Topping-Cycle Thermal Output	<p>The thermal energy output of a topping-cycle cogeneration facility is the net energy made available to an industrial or commercial process or used in a heating or cooling application. Pursuant to sections 292.202(c), (d) and (h) of the Commission's regulations (18 C.F.R. §§ 292.202(c), (d) and (h)), the thermal energy output of a qualifying topping-cycle cogeneration facility must be useful. In connection with this requirement, describe the thermal output of the topping-cycle cogeneration facility by responding to lines 12a and 12b below.</p>		
	<p>12a Identify and describe each thermal host, and specify the annual average rate of thermal output made available to each host for each use. For hosts with multiple uses of thermal output, provide the data for each use <i>in separate rows</i>.</p>		
	Name of entity (thermal host) taking thermal output	Thermal host's relationship to facility; Thermal host's use of thermal output	Average annual rate of thermal output attributable to use (net of heat contained in process return or make-up water)
	1)	BP Whiting Business Unit	492,752,440 Btu/h
	2)	Select thermal host's relationship to facility Select thermal host's use of thermal output	Btu/h
	3)	Select thermal host's relationship to facility Select thermal host's use of thermal output	Btu/h
	4)	Select thermal host's relationship to facility Select thermal host's use of thermal output	Btu/h
	5)	Select thermal host's relationship to facility Select thermal host's use of thermal output	Btu/h
	6)	Select thermal host's relationship to facility Select thermal host's use of thermal output	Btu/h
	<p><input type="checkbox"/> Check here and continue in the Miscellaneous section starting on page 19 if additional space is needed</p>		
<p>12b Demonstration of usefulness of thermal output: At a minimum, provide a brief description of each use of the thermal output identified above. In some cases, this brief description is sufficient to demonstrate usefulness. However, if your facility's use of thermal output is not common, and/or if the usefulness of such thermal output is not reasonably clear, then you must provide additional details as necessary to demonstrate usefulness. Your application may be rejected and/or additional information may be required if an insufficient showing of usefulness is made. (Exception: If you have previously received a Commission certification approving a specific use of thermal output related to the instant facility, then you need only provide a brief description of that use and a reference by date and docket number to the order certifying your facility with the indicated use. Such exemption may not be used if any change creates a material deviation from the previously authorized use.) If additional space is needed, continue in the Miscellaneous section starting on page 19.</p> <p>The thermal output is used by the BP Whiting Business Unit in the following ways:</p> <ul style="list-style-type: none"> • High pressure steam is let down to 400 psi and 100 psi through turbine generators to produce electricity for internal refinery use • Steam is used as thermal energy to heat process streams and in the reboilers of distillation columns for hydrocarbon separation • Steam is used to drive turbines for compressors and pumps. 			

Topping-Cycle Operating and Efficiency Value Calculation

Applicants for facilities representing topping-cycle technology must demonstrate compliance with the topping-cycle operating standard and, if applicable, efficiency standard. Section 292.205(a)(1) of the Commission's regulations (18 C.F.R. § 292.205(a)(1)) establishes the operating standard for topping-cycle cogeneration facilities: the useful thermal energy output must be no less than 5 percent of the total energy output. Section 292.205(a)(2) (18 C.F.R. § 292.205(a)(2)) establishes the efficiency standard for topping-cycle cogeneration facilities for which installation commenced on or after March 13, 1980: the useful power output of the facility plus one-half the useful thermal energy output must (A) be no less than 42.5 percent of the total energy input of natural gas and oil to the facility; and (B) if the useful thermal energy output is less than 15 percent of the total energy output of the facility, be no less than 45 percent of the total energy input of natural gas and oil to the facility. To demonstrate compliance with the topping-cycle operating and/or efficiency standards, or to demonstrate that your facility is exempt from the efficiency standard based on the date that installation commenced, respond to lines 13a through 13l below.

If you indicated in line 10a that your facility represents *both* topping-cycle and bottoming-cycle cogeneration technology, then respond to lines 13a through 13l below considering only the energy inputs and outputs attributable to the topping-cycle portion of your facility. Your mass and heat balance diagram must make clear which mass and energy flow values and system components are for which portion (topping or bottoming) of the cogeneration system.

13a Indicate the annual average rate of useful thermal energy output made available to the host(s), net of any heat contained in condensate return or make-up water	492,752,440 Btu/h
13b Indicate the annual average rate of net electrical energy output	278,000 kW
13c Multiply line 13b by 3,412 to convert from kW to Btu/h	948,536,000 Btu/h
13d Indicate the annual average rate of mechanical energy output taken directly off of the shaft of a prime mover for purposes not directly related to power production (this value is usually zero)	0 hp
13e Multiply line 13d by 2,544 to convert from hp to Btu/h	0.0 Btu/h
13f Indicate the annual average rate of energy input from natural gas and oil	2,409,750,043 Btu/h
13g Topping-cycle operating value = $100 * 13a / (13a + 13c + 13e)$	34.2 %
13h Topping-cycle efficiency value = $100 * (0.5*13a + 13c + 13e) / 13f$	49.6 %

13i Compliance with operating standard: Is the operating value shown in line 13g greater than or equal to 5%?
 Yes (complies with operating standard) No (does not comply with operating standard)

13j Did installation of the facility in its current form commence on or after March 13, 1980?
 Yes. Your facility is subject to the efficiency requirements of 18 C.F.R. § 292.205(a)(2). Demonstrate compliance with the efficiency requirement by responding to line 13k or 13l, as applicable, below.
 No. Your facility is exempt from the efficiency standard. Skip lines 13k and 13l.

13k Compliance with efficiency standard (for low operating value): If the operating value shown in line 13g is less than 15%, then indicate below whether the efficiency value shown in line 13h greater than or equal to 45%:
 Yes (complies with efficiency standard) No (does not comply with efficiency standard)

13l Compliance with efficiency standard (for high operating value): If the operating value shown in line 13g is greater than or equal to 15%, then indicate below whether the efficiency value shown in line 13h is greater than or equal to 42.5%:
 Yes (complies with efficiency standard) No (does not comply with efficiency standard)

Information Required for Bottoming-Cycle Cogeneration Facility

If you indicated in line 10a that your facility represents bottoming-cycle cogeneration technology, then you must respond to the items on pages 16 and 17. Otherwise, skip pages 16 and 17.

Usefulness of Bottoming-Cycle Thermal Output	The thermal energy output of a bottoming-cycle cogeneration facility is the energy related to the process(es) from which at least some of the reject heat is then used for power production. Pursuant to sections 292.202(c) and (e) of the Commission's regulations (18 C.F.R. § 292.202(c) and (e)), the thermal energy output of a qualifying bottoming-cycle cogeneration facility must be useful. In connection with this requirement, describe the process(es) from which at least some of the reject heat is used for power production by responding to lines 14a and 14b below.				
	14a Identify and describe each thermal host and each bottoming-cycle cogeneration process engaged in by each host. For hosts with multiple bottoming-cycle cogeneration processes, provide the data for each process <i>in separate rows</i> .				
	Name of entity (thermal host) performing the process from which at least some of the reject heat is used for power production	Thermal host's relationship to facility; Thermal host's process type	Has the energy input to the thermal host been augmented for purposes of increasing power production capacity? (if Yes, describe on p. 19)		
	1)	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 50%; padding: 2px;">Select thermal host's relationship to facility</td> <td rowspan="2" style="width: 50%; padding: 2px; text-align: center;">Yes <input type="checkbox"/> No <input type="checkbox"/></td> </tr> <tr> <td style="padding: 2px;">Select thermal host's process type</td> </tr> </table>	Select thermal host's relationship to facility	Yes <input type="checkbox"/> No <input type="checkbox"/>	Select thermal host's process type
	Select thermal host's relationship to facility	Yes <input type="checkbox"/> No <input type="checkbox"/>			
	Select thermal host's process type				
	2)	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 50%; padding: 2px;">Select thermal host's relationship to facility</td> <td rowspan="2" style="width: 50%; padding: 2px; text-align: center;">Yes <input type="checkbox"/> No <input type="checkbox"/></td> </tr> <tr> <td style="padding: 2px;">Select thermal host's process type</td> </tr> </table>	Select thermal host's relationship to facility	Yes <input type="checkbox"/> No <input type="checkbox"/>	Select thermal host's process type
	Select thermal host's relationship to facility	Yes <input type="checkbox"/> No <input type="checkbox"/>			
	Select thermal host's process type				
	3)	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 50%; padding: 2px;">Select thermal host's relationship to facility</td> <td rowspan="2" style="width: 50%; padding: 2px; text-align: center;">Yes <input type="checkbox"/> No <input type="checkbox"/></td> </tr> <tr> <td style="padding: 2px;">Select thermal host's process type</td> </tr> </table>	Select thermal host's relationship to facility	Yes <input type="checkbox"/> No <input type="checkbox"/>	Select thermal host's process type
Select thermal host's relationship to facility	Yes <input type="checkbox"/> No <input type="checkbox"/>				
Select thermal host's process type					
<input type="checkbox"/> Check here and continue in the Miscellaneous section starting on page 19 if additional space is needed					
14b Demonstration of usefulness of thermal output: At a minimum, provide a brief description of each process identified above. In some cases, this brief description is sufficient to demonstrate usefulness. However, if your facility's process is not common, and/or if the usefulness of such thermal output is not reasonably clear, then you must provide additional details as necessary to demonstrate usefulness. Your application may be rejected and/or additional information may be required if an insufficient showing of usefulness is made. (Exception: If you have previously received a Commission certification approving a specific bottoming-cycle process related to the instant facility, then you need only provide a brief description of that process and a reference by date and docket number to the order certifying your facility with the indicated process. Such exemption may not be used if any material changes to the process have been made.) If additional space is needed, continue in the Miscellaneous section starting on page 19.					

Bottoming-Cycle Operating and Efficiency Value Calculation

Applicants for facilities representing bottoming-cycle technology and for which installation commenced on or after March 13, 1990 must demonstrate compliance with the bottoming-cycle efficiency standards. Section 292.205(b) of the Commission's regulations (18 C.F.R. § 292.205(b)) establishes the efficiency standard for bottoming-cycle cogeneration facilities: the useful power output of the facility must be no less than 45 percent of the energy input of natural gas and oil for supplementary firing. To demonstrate compliance with the bottoming-cycle efficiency standard (if applicable), or to demonstrate that your facility is exempt from this standard based on the date that installation of the facility began, respond to lines 15a through 15h below.

If you indicated in line 10a that your facility represents *both* topping-cycle and bottoming-cycle cogeneration technology, then respond to lines 15a through 15h below considering only the energy inputs and outputs attributable to the bottoming-cycle portion of your facility. Your mass and heat balance diagram must make clear which mass and energy flow values and system components are for which portion of the cogeneration system (topping or bottoming).

15a Did installation of the facility in its current form commence on or after March 13, 1980?

Yes. Your facility is subject to the efficiency requirement of 18 C.F.R. § 292.205(b). Demonstrate compliance with the efficiency requirement by responding to lines 15b through 15h below.

No. Your facility is exempt from the efficiency standard. Skip the rest of page 17.

15b Indicate the annual average rate of net electrical energy output	kW
---	----

15c Multiply line 15b by 3,412 to convert from kW to Btu/h	0 Btu/h
---	---------

15d Indicate the annual average rate of mechanical energy output taken directly off of the shaft of a prime mover for purposes not directly related to power production (this value is usually zero)	hp
---	----

15e Multiply line 15d by 2,544 to convert from hp to Btu/h	0 Btu/h
---	---------

15f Indicate the annual average rate of supplementary energy input from natural gas or oil	Btu/h
---	-------

15g Bottoming-cycle efficiency value = $100 * (15c + 15e) / 15f$	0 %
---	-----

15h Compliance with efficiency standard: Indicate below whether the efficiency value shown in line 15g is greater than or equal to 45%:

Yes (complies with efficiency standard) No (does not comply with efficiency standard)

Certificate of Completeness, Accuracy and Authority

Applicant must certify compliance with and understanding of filing requirements by checking next to each item below and signing at the bottom of this section. Forms with incomplete Certificates of Completeness, Accuracy and Authority will be rejected by the Secretary of the Commission.

Signer identified below certifies the following: (check all items and applicable subitems)

- He or she has read the filing, including any information contained in any attached documents, such as cogeneration mass and heat balance diagrams, and any information contained in the Miscellaneous section starting on page 19, and knows its contents.
- He or she has provided all of the required information for certification, and the provided information is true as stated, to the best of his or her knowledge and belief.
- He or she possess full power and authority to sign the filing; as required by Rule 2005(a)(3) of the Commission's Rules of Practice and Procedure (18 C.F.R. § 385.2005(a)(3)), he or she is one of the following: (check one)
 - The person on whose behalf the filing is made
 - An officer of the corporation, trust, association, or other organized group on behalf of which the filing is made
 - An officer, agent, or employe of the governmental authority, agency, or instrumentality on behalf of which the filing is made
 - A representative qualified to practice before the Commission under Rule 2101 of the Commission's Rules of Practice and Procedure (18 C.F.R. § 385.2101) and who possesses authority to sign
- He or she has reviewed all automatic calculations and agrees with their results, unless otherwise noted in the Miscellaneous section starting on page 19.

He or she has provided a copy of this Form 556 and all attachments to the utilities with which the facility will interconnect and transact (see lines 4a through 4d), as well as to the regulatory authorities of the states in which the facility and those utilities reside. See the Required Notice to Public Utilities and State Regulatory Authorities section on page 3 for more information.

Provide your signature, address and signature date below. Rule 2005(c) of the Commission's Rules of Practice and Procedure (18 C.F.R. § 385.2005(c)) provides that persons filing their documents electronically may use typed characters representing his or her name to sign the filed documents. A person filing this document electronically should sign (by typing his or her name) in the space provided below.

Your Signature	Your address	Date
Cameron H. Eveland	2155 Standard Avenue Whiting, Indiana 46394	3/29/2018

Audit Notes

Commission Staff Use Only:



Miscellaneous

Use this space to provide any information for which there was not sufficient space in the previous sections of the form to provide. For each such item of information *clearly identify the line number that the information belongs to*. You may also use this space to provide any additional information you believe is relevant to the certification of your facility.

Your response below is not limited to one page. Additional page(s) will automatically be inserted into this form if the length of your response exceeds the space on this page. Use as many pages as you require.

(Continued from Section 7h)

The two combustion turbines (General Electric Frame 7FA, Model 7241)) are equipped with General Electric's dry low-NOx combustion systems. The heat input rating for each combustion turbine at ISO conditions is 1,735 MMBtu per hour. The hot combustion turbine exhaust is ducted to its associated heat recovery steam generator, where the exhaust heat is used to generate 1300 psig steam for electric power generation via the condensing steam turbine generator and refinery topping steam turbine generators. Auxiliary or supplemental duct firing is included as part of each combustion turbine/heat recovery steam generator. The rated heat input capacity of each duct burner is 821.3 MMBtu per hour. Auxiliary duct firing is used to increase electric power production during periods of peak electric demand, and to maintain sufficient steam supplies for refinery use, when one of the two combustion turbines is shut down. Steam production from each heat recovery steam generator is approximately 580,000 pounds per hour without duct firing and approximately 1,188,000 pounds per hour with duct firing.

BACKGROUND CIRCUMSTANCES

The facility was originally placed in operation in 2001. It is located contiguous to a refining operation conducted by BP Whiting Business Unit, a unit of BP Products North America Inc. The useful thermal output at all times has been used to support the refining operations. By letter determination dated April 11, 2001 in Docket No. EG01-133-000, Whiting Clean Energy, Inc. was designated as an Exempt Wholesale Generator, and in that capacity has engaged in wholesale electric power and energy transactions at market-based rates. In accordance with the Order dated May 23, 2008 in Docket No. EC08-77-000, Whiting Clean Energy, Inc. was acquired by BP Alternative Energy North America Inc. in 2008. Since that time, the facility's thermal output has continued to be used to support refinery operations and Whiting Clean Energy, Inc. has continued to operate as an Exempt Wholesale Generator. As reflected in this filing, the facility is now being designated as a Qualifying Facility with both the electrical and thermal output being used for industrial purposes supporting the refining operations. The installation and operation date of May 1, 2019 in Section 11 reflects the time period needed to complete the electric integration arrangements and any associated permitting. Prior to the operational date, Whiting Clean Energy, Inc. will continue to engage in wholesale electric power and energy transactions consistent with historical practice.







0742-0094-DWG-002
Revision 0

WHITING CLEAN ENERGY WCE HEAT AND MASS BALANCE

*2X1 OPERATION, 107.5 MW COMBUSTION TURBINE LOAD
59F, 60% RH, NATURAL GAS DUCT FIRED 400 KPPH TO
REFINERY, 278 MW NET*

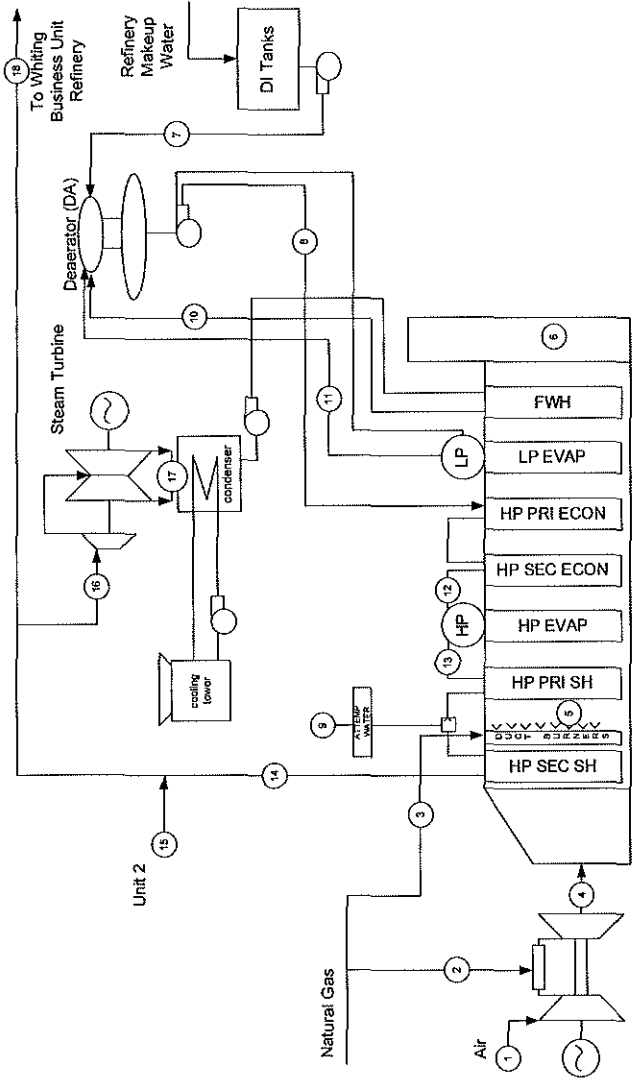
Prepared for: BP Alternative Energy

Preparer:	Douglas Carroll	 E-signed by: Douglas Carroll on 2017-06-23 10:16:29
Checker:	Kent Kenneally	 E-signed by: Kent Kenneally on 2017-06-23 11:56:54
Reviewer:	Kent Kenneally	 E-signed by: Kent Kenneally on 2017-06-23 11:57:16
Approver:	Fred Buckingham	 E-signed by: Fred Buckingham on 2017-06-23 14:32:27

QA Statement of Compliance

This document has been prepared, reviewed, and approved in accordance with the Quality Assurance requirements of the MPR Standard Quality Program.

NO.	DESCRIPTION	APPROVED	DATE
1	ISSUED FOR CONSTRUCTION	[Signature]	11/10/00
2	REVISED	[Signature]	11/10/00



Heat Recovery Steam Generator (1 of 2)

TYPE NUMBER	UNIT 2			UNIT 1			UNIT 2			UNIT 1			UNIT 2			UNIT 1			UNIT 2			UNIT 1		
	INLET	OUTLET	FLOW	INLET	OUTLET	FLOW	INLET	OUTLET	FLOW	INLET	OUTLET	FLOW	INLET	OUTLET	FLOW	INLET	OUTLET	FLOW	INLET	OUTLET	FLOW	INLET	OUTLET	FLOW
1	2,652,255	57,050	1,885	2,652,255	57,050	1,885	2,652,255	57,050	1,885	2,652,255	57,050	1,885	2,652,255	57,050	1,885	2,652,255	57,050	1,885	2,652,255	57,050	1,885	2,652,255	57,050	1,885
2	1,448	1,192	271	1,448	1,192	271	1,448	1,192	271	1,448	1,192	271	1,448	1,192	271	1,448	1,192	271	1,448	1,192	271	1,448	1,192	271
3	2,652,255	57,050	1,885	2,652,255	57,050	1,885	2,652,255	57,050	1,885	2,652,255	57,050	1,885	2,652,255	57,050	1,885	2,652,255	57,050	1,885	2,652,255	57,050	1,885	2,652,255	57,050	1,885
4	2,652,255	57,050	1,885	2,652,255	57,050	1,885	2,652,255	57,050	1,885	2,652,255	57,050	1,885	2,652,255	57,050	1,885	2,652,255	57,050	1,885	2,652,255	57,050	1,885	2,652,255	57,050	1,885
5	2,652,255	57,050	1,885	2,652,255	57,050	1,885	2,652,255	57,050	1,885	2,652,255	57,050	1,885	2,652,255	57,050	1,885	2,652,255	57,050	1,885	2,652,255	57,050	1,885	2,652,255	57,050	1,885
6	2,652,255	57,050	1,885	2,652,255	57,050	1,885	2,652,255	57,050	1,885	2,652,255	57,050	1,885	2,652,255	57,050	1,885	2,652,255	57,050	1,885	2,652,255	57,050	1,885	2,652,255	57,050	1,885
7	2,652,255	57,050	1,885	2,652,255	57,050	1,885	2,652,255	57,050	1,885	2,652,255	57,050	1,885	2,652,255	57,050	1,885	2,652,255	57,050	1,885	2,652,255	57,050	1,885	2,652,255	57,050	1,885
8	2,652,255	57,050	1,885	2,652,255	57,050	1,885	2,652,255	57,050	1,885	2,652,255	57,050	1,885	2,652,255	57,050	1,885	2,652,255	57,050	1,885	2,652,255	57,050	1,885	2,652,255	57,050	1,885
9	2,652,255	57,050	1,885	2,652,255	57,050	1,885	2,652,255	57,050	1,885	2,652,255	57,050	1,885	2,652,255	57,050	1,885	2,652,255	57,050	1,885	2,652,255	57,050	1,885	2,652,255	57,050	1,885
10	2,652,255	57,050	1,885	2,652,255	57,050	1,885	2,652,255	57,050	1,885	2,652,255	57,050	1,885	2,652,255	57,050	1,885	2,652,255	57,050	1,885	2,652,255	57,050	1,885	2,652,255	57,050	1,885
11	2,652,255	57,050	1,885	2,652,255	57,050	1,885	2,652,255	57,050	1,885	2,652,255	57,050	1,885	2,652,255	57,050	1,885	2,652,255	57,050	1,885	2,652,255	57,050	1,885	2,652,255	57,050	1,885
12	2,652,255	57,050	1,885	2,652,255	57,050	1,885	2,652,255	57,050	1,885	2,652,255	57,050	1,885	2,652,255	57,050	1,885	2,652,255	57,050	1,885	2,652,255	57,050	1,885	2,652,255	57,050	1,885
13	2,652,255	57,050	1,885	2,652,255	57,050	1,885	2,652,255	57,050	1,885	2,652,255	57,050	1,885	2,652,255	57,050	1,885	2,652,255	57,050	1,885	2,652,255	57,050	1,885	2,652,255	57,050	1,885
14	2,652,255	57,050	1,885	2,652,255	57,050	1,885	2,652,255	57,050	1,885	2,652,255	57,050	1,885	2,652,255	57,050	1,885	2,652,255	57,050	1,885	2,652,255	57,050	1,885	2,652,255	57,050	1,885
15	2,652,255	57,050	1,885	2,652,255	57,050	1,885	2,652,255	57,050	1,885	2,652,255	57,050	1,885	2,652,255	57,050	1,885	2,652,255	57,050	1,885	2,652,255	57,050	1,885	2,652,255	57,050	1,885
16	2,652,255	57,050	1,885	2,652,255	57,050	1,885	2,652,255	57,050	1,885	2,652,255	57,050	1,885	2,652,255	57,050	1,885	2,652,255	57,050	1,885	2,652,255	57,050	1,885	2,652,255	57,050	1,885
17	2,652,255	57,050	1,885	2,652,255	57,050	1,885	2,652,255	57,050	1,885	2,652,255	57,050	1,885	2,652,255	57,050	1,885	2,652,255	57,050	1,885	2,652,255	57,050	1,885	2,652,255	57,050	1,885
18	2,652,255	57,050	1,885	2,652,255	57,050	1,885	2,652,255	57,050	1,885	2,652,255	57,050	1,885	2,652,255	57,050	1,885	2,652,255	57,050	1,885	2,652,255	57,050	1,885	2,652,255	57,050	1,885

CASE	RELATIVE HUMIDITY (%)		DUCT FIRING TEMPERATURE (°F)		FUEL CONSUMPTION (MMBtu/hr)		STEAM PRODUCTION (MMBtu/hr)		ELECTRIC PRODUCTION (MW)			
	INLET	OUTLET	INLET	OUTLET	INLET	OUTLET	INLET	OUTLET	INLET	OUTLET		
1	65.0%	55.0	1,192	2,333	77	0.894	75.0	107.5	215.0	298.0	155.0	125.0

PERCENT OF CAPACITY	
Annual Average Energy Input	2,420,750,043 BTU/yr
Annual Average Energy Output Sold to an Electric Utility	2,654,580 MWh/yr
Annual Average Energy Output Sold to an Electric Utility	1,078,191 MWh/yr
Percentage of Total Energy Output Sold to an Electric Utility	40.3%
Annual Average Net Electrical Output	270,000 kW
Annual Average Net Electrical Output	848,531,223 BTU/yr
Simple-Cycle Operating Value	34.15%
Simple-Cycle Efficiency Value	48.53%

AMPR
 MPR ASSOCIATES, INC.
 30 WIND STREET
 ALLENSTOWN, PA 17015
 PHONE: 717-261-1000
 FAX: 717-261-1001
 WWW: www.ampr.com

DATE: 11/10/00
 CHECKED BY: [Signature]
 REVISIONS: [Signature]
 DATE: 11/10/00

2X1 OPERATION, 107.5 MW COMBUSTION TURBINE LOAD
 SFP: 60% RH, NATURAL GAS DUCT FIRING
 403 PARTS TO REHEAT, 278 MW NET
 SFP: 60% RH, NATURAL GAS DUCT FIRING
 403 PARTS TO REHEAT, 278 MW NET

SCALE: N/A
 SHEET 1 OF 1

CERTIFICATE OF SERVICE

I hereby certify that I have this day caused the foregoing document to be served via first class, U.S. Mail, postage prepaid and electronic mail, in accordance with 18 C.F.R. § 292.207(c)(1), this 29th day of March, 2018, on the following entities:

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