



EPCOR Utilities Inc.

Amend Approvals to Operate and Connection Orders
to Reflect Ownership Transfer

March 5, 2010

ALBERTA UTILITIES COMMISSION

Decision 2010-100: EPCOR Utilities Inc.

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Application No. 1605192

Proceeding ID. 255

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**EPCOR UTILITIES INC.
AMEND APPROVALS TO OPERATE AND CONNECTION
ORDERS TO REFLECT OWNERSHIP TRANSFER**

**Decision 2010-100
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1 INTRODUCTION AND BACKGROUND

1. On June 19, 2009, on behalf of its subsidiaries, EPCOR Utilities Inc. (EUI or the Applicant) applied to the Alberta Utilities Commission (AUC or Commission) pursuant to sections 11, 18 and 19 of the *Hydro and Electric Energy Act*, requesting amendments to certain approvals to operate and amendments to connection orders (the Application). Specifically, the Application requested Commission approval to re-issue certain approvals to operate and connection orders for the facilities that were included as part of the reorganization involving the sale of EUI's generation and energy trading assets and business to Capital Power Corporation. The approvals to operate and connection orders included in the reorganization are listed in Table 1- *List of Facilities and Current Approvals to Operate and Connection Orders*.

2. In its Application EUI submitted that after its reorganization EPCOR Power Generation Services Inc., which is currently a joint operator of all the facilities, would continue as the sole operator of all facilities under its newly incorporated name of Capital Power Generation Services Inc.

2 DISCUSSION

3. On July 6, 2009, the Commission issued a deficiency letter to EUI requesting additional information to its Application. Specifically, the Commission requested clarification of the proposed owner of the facilities for the approvals to operate and the parties to the connection orders. As well, the Commission requested further information about the reorganization. Further, the Commission requested constating documents for the proposed owners and operators and additional financial information regarding the reorganization.

4. On July 9, 2009, EUI provided the Commission with the requested information. EUI filed Table 2 - *Current and Proposed Owners and Operators*, outlining both the current and proposed owners and operators for the approvals to operate.

5. EUI also filed Table 3 - *Current and Proposed Connecting Parties*, outlining both the current and proposed connecting parties for the Connection Orders.

6. In its submission, EUI advised that the change of name from EPCOR Power Generation Services Inc. to Capital Power Generation Services Inc. would occur in due course and that it would provide the Commission with a copy of the Certificate of Amendment.

7. On September 1, 2009, EUI filed Certificates of Amendment issued under the Alberta *Business Corporations Act* confirming the following name changes:

- EPCOR Power Generation Services Inc. to Capital Power Generation Services Inc.;
- EPCOR Power Management Inc. to Capital Power Management Inc.;
- EPCOR Power Development (Alberta) Limited Partnership to Capital Power (Alberta) Limited Partnership;
- EMCC Limited to Capital Power GP Holdings Inc.; and
- EPCOR Power Development (Genesee) Limited Partnership to Capital Power (G3) Limited Partnership.

8. In a submission dated December 1, 2009, EPCOR confirmed that all aspects of its corporate name changes had been completed and that the following additional name changes had occurred:

- EMCC Limited to Capital Power GP Holdings Inc.; and
- EPCOR Power Management Inc. to Capital Power Management Inc.

9. EUI provided Certificates of Amendment issued under the Alberta *Business Corporations Act* for the aforementioned name changes. As part of its December 1, 2009, submission, EPCOR provided Table 4 - *Proposed Changes to Owners and Operators Listed on Facilities Approval as Amended on December 1, 2009*, amending the proposed owners and operators in the approvals to operate.

3 COMMISSION FINDINGS

10. Based on the information filed with the Application, the Commission finds that the reorganization is complete. Accordingly, the Commission amends the connection orders and approvals to operate as set out in Tables 3 and 4.

4 DECISION

11. Pursuant to sections 11, 18 and 19 of the *Hydro and Electric Energy Act*, the Commission approves the Application and amends the approvals and connection orders, as set out in the Appendices (the Appendices will be distributed separately).

Dated on March 5, 2010.

ALBERTA UTILITIES COMMISSION

(original signed by)

N. Allen Maydonik, Q.C.
Commissioner

Table 1: List of Facilities and Existing Approvals to Operate and Connection Orders – June 19, 2009

Facility	Approval to Operate Order No.	Connection Order No.
Genesee Power Plant Unit 1 and 2	U2006-320	U2005-435
Genesee Power Plant Unit 3	U2007-022	U2005-442
Clover Bar Gas Turbine Power Plant	U2006-324	U2007-112
Cloverbar Landfill Gas Power Plant	U2007-086	U2007-87
Weather Dancer Power Plant	U2007-038	U2007-195

Table 2: Current and Proposed Owners and Operators – July 9, 2009

Approval No.	Facility	Current Owner	Current Operator	Proposed Owner	Proposed Operator
U2006-320	Genesee Power Plant Unit 1 and 2	EPCOR Power Development Corporation	EPCOR Power Generation Services Inc.	EMCC Limited as general partner of behalf of Capital Power LP	Capital Power Generation Services Inc.
U2007-022	Genesee Power Plant Unit 3	EPCOR Power Management Inc. as general partner on behalf of EPCOR Power Development (Genesee) LP	EPCOR Power Generation Services Inc.	EPMI as general partner on behalf of Genesee LP	Capital Power Generation Services Inc.
U2006-324	Clover Bar Gas Turbine Power Plant	EPCOR Power Management Inc. as general partner behalf of EPCOR Power Development (Alberta) Limited Partnership	EPCOR Power Generation Services Inc.	EPMI as general partner on behalf of EPDALP	Capital Power Generation Services Inc.
U2007-086	Cloverbar Landfill Gas Power Plant	EPCOR Power Management Inc. as general partner on behalf of EPCOR Power Development (Alberta) Limited Partnership	EPCOR Power Generation Services Inc.	EPMI as general partner on behalf of EPDALP	Capital Power Generation Services Inc.
U2007-038	Weather Dancer Power Plant	EPCOR Power Management Inc. as general partner on behalf of EPCOR Power Development (Alberta) Limited Partnership	EPCOR Power Generation Services Inc.	EPMI as general partner on behalf of EPDALP	Capital Power Generation Services Inc.

Table 3: Current and Proposed Connecting Parties – July 9, 2009

Order No.	Facility	Current Connecting Parties	Proposed Connecting Parties
U2005-435	Genesee Power Plant Unit 1 and 2	EPCOR Transmission Inc. & EPCOR Power Development Corporation	EPCOR Distribution and Transmission Inc. & Capital Power Generation Services Inc.
U2005-442	Genesee Power Plant Unit 3	EPCOR Transmission Inc. & EPCOR Power Development Corporation	EPCOR Distribution and Transmission Inc. & Capital Power Generation Services Inc.
U2007-112	Clover Bar Gas Turbine Power Plant	EPCOR Transmission Inc. & EPCOR Power Development Corporation	EPCOR Distribution and Transmission Inc. & Capital Power Generation Services Inc.
U2007-87	Cloverbar Landfill Gas Power Plant	EPCOR Power Generation Services Inc. and EPCOR Power Management Inc.	EPCOR Distribution and Transmission Inc. & Capital Power Generation Services Inc.
U2001-195	Weather Dancer Power Plant	EPCOR Utilities Inc. and UtiliCorp Networks Canada Ltd.	Capital Power Generation Services Inc. and FortisAlberta Inc.

Table 4: Proposed Changes to Owners and Operators Listed on Facilities Approval as Amended on December 1, 2009

Approval No.	Facility	Current Owner	Current Operator	Proposed Owner	Proposed Operator
U2006-320	Genesee Power Plant Unit 1 and 2	EPCOR Power Development Corporation	EPCOR Power Generation Services Inc. and EPCOR Power Development Corporation	Capital Power GP Holdings Inc. on behalf of Capital Power Limited Partnership	Capital Power Generation Services Inc.
U2007-022	Genesee Power Plant Unit 3	EPCOR Power Management Inc. as general partner on behalf of EPCOR Power Development (Genesee) LP	EPCOR Power Generation Services Inc. and EPCOR Power Management Inc.	Capital Power Management Inc. on behalf of Capital Power (G3) Limited Partnership	Capital Power Generation Services Inc.
U2006-324	Clover Bar Energy Centre	EPCOR Power Management Inc. as general partner on behalf of EPCOR Power Development (Alberta) Limited Partnership (EPDALP)	EPCOR Power Generation Services Inc. and EPCOR Power Development Corporation	Capital Power Management Inc. on behalf of Capital Power (Alberta) Limited Partnership	Capital Power Generation Services Inc.
U2007-086	Clover Bar Landfill Gas Power Plant	EPCOR Power Management Inc. as general partner on behalf of EPCOR Power Development (Alberta) Limited Partnership	EPCOR Power Generation Services Inc. and EPCOR Power Development Corporation	Capital Power Management Inc. on behalf of Capital Power (Alberta) Limited Partnership	Capital Power Generation Services Inc.
U2007-038	Weather Dancer Power Plant	EPCOR Power Management Inc. as general partner on behalf of EPCOR Power Development (Alberta) Limited Partnership	EPCOR Power Generation Services Inc. and EPCOR Power Development Corporation	Capital Power Management Inc. on behalf of Capital Power (Alberta) Limited Partnership	Capital Power Generation Services Inc.