

# BUTLER | SNOW

August 10, 2021

**FILED**  
AUG 10 2021  
MISS. PUBLIC SERVICE  
COMMISSION

Via Email [efile.psc@psc.state.ms.us](mailto:efile.psc@psc.state.ms.us)

Ms. Katherine Collier  
Executive Secretary  
Mississippi Public Service Commission  
501 North West Street, Suite 201A  
Jackson, MS 39201

Re: Petition of Wildflower Solar LLC, for a Certificate of Public Convenience and Necessity Authorizing the Construction and Ownership, and Operation of a Solar Electric Generating Facility in DeSoto County, MS

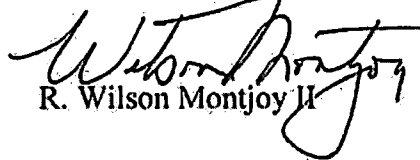
Dear Ms. Collier:

On behalf of Wildflower Solar LLC, please find the attached Petition for filing. Pursuant to the Commission's Order of March 12, 2020, this filing is only being made electronically. Delivery of physical copies shall be made only upon further order of the Commission.

Please let me know if you have any questions. Thank you for your assistance in this matter.

Sincerely,

BUTLER SNOW LLP

  
R. Wilson Montjoy II

RWM:vgj  
Enclosure

cc: All Interested parties listed on Exhibit C to Petition (via U. S. Mail)  
Sally Burchfield Doty, Executive Director (via email) – [sally.doty@psc.state.ms.us](mailto:sally.doty@psc.state.ms.us)  
David Tad Campbell, General Counsel (via email) – [tad.campbell@mpus.ms.gov](mailto:tad.campbell@mpus.ms.gov)  
Brandi Myrick, Division Director (via email) – [brandi.myrick@psc.state.ms.us](mailto:brandi.myrick@psc.state.ms.us)  
Cora-Lisa Weathersby, Exec. Sec.'s Staff (via email) – [cora-lisa.weathersby@psc.state.ms.us](mailto:cora-lisa.weathersby@psc.state.ms.us)

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BUTLER SNOW LLP

**BEFORE THE MISSISSIPPI PUBLIC SERVICE COMMISSION**

**WILDFLOWER SOLAR LLC**

**DOCKET NO. '21-UA-136**

**RE: PETITION OF WILDFLOWER SOLAR LLC, FOR A CERTIFICATE OF PUBLIC CONVENIENCE AND NECESSITY AUTHORIZING THE CONSTRUCTION, OWNERSHIP, AND OPERATION OF A SOLAR ELECTRIC GENERATING FACILITY IN DESOTO COUNTY, MISSISSIPPI**

**PETITION**

**COMES NOW** Wildflower Solar LLC (“Petitioner” or “Wildflower”), by and through its undersigned counsel, and files this petition for a Certificate of Public Convenience and Necessity (“CPCN”) pursuant to Miss. Code Ann. § 77-3-14 for the construction, ownership, and operation of an approximate 100 MWac photovoltaic electric generation facility (the “Facility”) in DeSoto County, Mississippi. In support, Petitioner states:

1. Petitioner is a Delaware limited liability company duly authorized and qualified to do business in the State of Mississippi.
2. Miss. Code Ann. § 77-3-14 provides, among other things, that “no public utility or other person shall begin the construction of any facility for the generation and transmission of electricity to be directly or indirectly used for the furnishing of public utility service in this state . . . without first obtaining” a certificate of public convenience and necessity from the Commission.
3. Petitioner is not, and does not intend to become, a public utility under the laws of the State of Mississippi. Petitioner is, however, an “other person” within the meaning of Section 77-3-14.
4. The Facility will be an approximate 100 MWac solar electric generation facility that Petitioner intends to construct, own, and operate in DeSoto County, Mississippi.
5. Petitioner plans to enter into a Virtual Power Purchase Agreement (“VPPA”) with a company (the “VPPA Buyer”) that seeks to obtain certain renewable energy benefits for one of its facilities without directly purchasing energy from Petitioner. Under the VPPA structure, Petitioner will sell the entire electric generation output of the Facility, at wholesale, into the interstate electricity market of Midcontinent Independent System Operator (“MISO”) through an interconnection with

Entergy Mississippi, LLC, a MISO member. Petitioner will not make any direct sale of electricity to the VPPA buyer or to any Mississippi retail customer. Rather, the VPPA Buyer will continue to purchase electricity as a retail ratepayer from its incumbent utility. Consequently, neither Petitioner's energy pricing, nor the proposed wholesale sale of electricity into the MISO market under the VPPA structure, nor the VPPA Buyer's participation in the VPPA are subject to the Commission's jurisdiction.

The VPPA is a purely contractual vehicle which creates a price hedging mechanism for the parties. By virtue of the VPPA, the VPPA Buyer is deemed to have purchased renewable energy (without directly purchasing electricity from Petitioner) and takes title to Renewable Energy Certificates, if any.

6. Because Petitioner is not and will not be a public utility in the State of Mississippi and its rates are not subject to the jurisdiction of the Commission, the Commission's jurisdiction over Petitioner and the Facility is limited to the issuance of a CPCN for the construction of the Facility. All other requirements of Section 77-3-14, such as the requirement to report on the costs of construction, the progress of construction, and any revisions of cost estimates for construction do not apply to Petitioner, and Petitioner respectfully requests a waiver of such requirements.

7. The construction of the Facility is in the public interest of the State of Mississippi and its residents. Facility construction will create up to 300 construction jobs at its peak. After completion, there will be approximately 3 permanent jobs. The capital investment necessary to develop and construct the Facility is estimated to be at least \$90 million, resulting in a taxable value in DeSoto County that will generate significant ad valorem tax revenue to DeSoto County and the local school district. The Facility will be a reliable source of clean energy for the MISO wholesale market; and, pursuant to the VPPA, the VPPA Buyer will be deemed to have purchased renewable energy. The Facility will produce electricity without greenhouse gas or other emissions, has no fuel costs, and is free of any risk of volatility in fuel prices. Petitioner was selected by the VPPA Buyer in a competitive

process, assuring that the Facility will meet the VPPA Buyer's objective of obtaining the benefits of low-cost, reliable and clean power under a VPPA structure.

8. Petitioner will obtain all environmental and other permits required for the construction and operation of the Facility and will make the same available once issued.

9. Petitioner plans to construct the interconnection facilities and transmission line modifications required to interconnect the Facility to the Entergy Mississippi and MISO Transmission Systems.

10. As evidenced herein, the public convenience and necessity require the construction of the Facility. The issuance of a CPCN is in the public interest and is consistent with the relief granted by the Commission with respect to similar petitions for non-utility solar generating facilities in Mississippi.

11. In accordance with the requirement of Appendix "A", Schedule 1, of the Commissioner's Rules of Practice and Procedure, Petitioner submits and/or requests specific disposition of each individual items as follows:

A. Appendix "A", Schedule 1, Item 1 – A copy of Petitioner's Certificate of Formation (Delaware) is provided in Exhibit A.

B. Appendix "A", Schedule 1, Item 2 – A copy of Petitioner's registration to do business in the State of Mississippi is provided in Exhibit A.

C. Appendix "A", Schedule 1, Item 4 – The sole member of Petitioner is Renew Development HoldCo LLC, which is located at 100 California St., Suite 400, San Francisco, CA 94111. As described in the pre-filed direct testimony of John Woody, Petitioner's ultimate parent is Clearway Energy Group LLC.

D. Appendix "A", Schedule 1, Item 6 – Neither the Petitioner nor the Facility will have a "service area" because Petitioner will not directly serve retail ratepayers in Mississippi and will only sell power at wholesale in interstate commerce. The Facility is a non-utility

generating facility that intends to directly sell power solely into the MISO wholesale electricity market pursuant to a VPPA structure.

E. Appendix "A", Schedule 1, Items 8 and 16 – A general description of the Facility is included in the pre-filed direct testimony of John Woody, which will be relied upon at hearing and which is attached as Exhibit B.

F. Appendix "A", Schedule 1, Item 13 – At this stage of the project development, detailed engineering plans and specifications are currently under development but have not been completed. Petitioner will make available its initial civil design and solar layout drawings when available.

G. Appendix "A", Schedule 1, Item 14 – Copies of required approvals from Health or Environmental Quality authorities will be made available once the same have been received.

H. Appendix "A", Schedule 1, Item 15 – A list of the names and addresses of all interested persons, as defined in RP 2.115, is attached as Exhibit C, together with a certificate of service with respect to each.

I. Appendix "A", Schedule 1, Item 16 – The pre-filed direct testimony of John Woody, Vice President, Clearway Energy Group LLC, will be relied upon at the hearing and is attached as Exhibit B.

12. As reflected in numerous prior orders of the Commission, items 3, 5, 7, 9, 10, 11, 12, and 17 of Appendix "A", Schedule 1, to the Rules of Practice and Procedure are not applicable, as Petitioner is not a public utility under the laws of the State of Mississippi and does not intend to operate as a public utility in the State of Mississippi.

13. Petitioner has provided all the information relevant to its Petition and, therefore, requests a waiver of each and every other filing requirement that may be prescribed by the Commission's Rules of Practice and Procedure.

14. Wildflower Solar LLC is scheduled to reach Notice to Proceed to construction ("NTP") in the last quarter of 2021. The Facility will be constructed throughout the 2022 calendar year with

the goal of reaching commercial operation by the last quarter of 2022. Wildflower respectfully requests that the Commission conclude its consideration of this matter by not later than November 30, 2021 in order to meet scheduled NTP and commercial operation dates.

### CONCLUSION

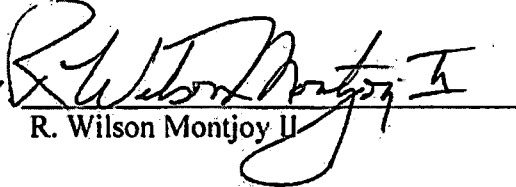
WHEREFORE, Petitioner further prays that, following a hearing on this Petition pursuant to the requirements of the Rules of Practice and Procedure and applicable law, the Commission enter an Order as follows:

1. Finding that Petitioner is not a public utility and the Facility is not utility property under the laws of the State of Mississippi;
2. Finding that Petitioner is not subject to the Commission's jurisdiction except for the requirement of obtaining a Certificate of Public Convenience and Necessity as set forth in Section 77-3-14;
3. Finding that, in submitting the Petition, Petitioner has complied with all of the rules and regulations of the Commission concerning the issuance of such Certificate; and
4. Finding that Petitioner should be and is hereby granted a Certificate of Public Convenience and Necessity for the construction, ownership and operation of the Facility for the generation, transmission, and wholesale sale of electricity in the State of Mississippi.

Respectfully submitted on this the 10<sup>th</sup> day of August, 2021.

WILDFLOWER SOLAR LLC

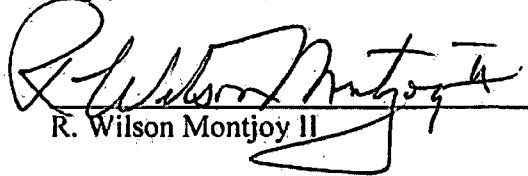
BY: BUTLER SNOW LLP

BY:   
R. Wilson Montjoy II


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STATE OF MISSISSIPPI  
COUNTY OF MADISON

PERSONALLY appeared before me, the undersigned authority in and for the said County and State, within my jurisdiction, the within named R. Wilson Montjoy II, who after being duly sworn on oath acknowledged that he is Attorney for Wildflower Solar LLC and that for and on behalf of the said Wildflower Solar LLC, and as its act and deed, he signed and delivered the above and foregoing filing for the purposes mentioned on the day and year therein mentioned, after first having been duly authorized by said Wildflower Solar LLC so to do, and that the statements contained in the foregoing instrument are true and correct to the best of his knowledge, information and belief.

  
R. Wilson Montjoy II

SWORN TO AND SUBSCRIBED BEFORE ME, this the 10 day of Aug., 2021.

  
NOTARY PUBLIC





CERTIFICATE OF SERVICE

I, R. Wilson Montjoy II, counsel for Wildflower Solar LLC in the foregoing filing on even date herewith do hereby certify that in compliance with Rule 6.112 of the Mississippi Public Service Commission's Public Utilities Rules of Practice and Procedure:

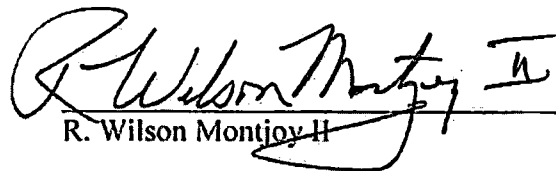
(1) An electronic copy of the filing has been filed with the Commission via e-mail to the following address:

efile.psc@psc.state.ms.us

(2) Wildflower Solar LLC has served via U.S. Mail, postage prepaid, a copy of the filing upon each "interested person" as defined in Rules of Practice and Procedure Rule 2.115 and as listed in Exhibit "C" to this filing.

(3) Wildflower Solar LLC has complied with or requested waiver of all other requirements of this Commission's Rules.

This 10<sup>th</sup> day of August, 2021.

  
\_\_\_\_\_  
R. Wilson Montjoy II