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**EXECUTIVE SECRETARY
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DOCKET NO. 27488

IN RE: GEORGIA POWER COMPANY'S 2015 REQUEST FOR PROPOSALS

**ORDER APPROVING CONSENT TO CHANGE OF CONTROL TRANSACTIONS
CONCERNING MAS GEORGIA LFG, LLC**

Georgia Power Company ("Georgia Power" or "Company") entered into three Contracts For the Purchase of Firm Capacity and Energy From a Renewable Qualifying Facility Utilizing the Proxy Unit Methodology with MAS Georgia LFG, LLC ("MAS"), all dated July 31, 2014, as deemed certified by the Georgia Public Service Commission ("Commission") in Docket No. 27488 ("MAS PPAs"). Pursuant to the MAS PPAs, MAS sells and Georgia Power purchases (1) 6.3 megawatts ("MW") of capacity and energy from the Oak Grove facility located in Barrow County, Georgia; (2) 6.3 MW of capacity and energy from the Pine Ridge facility located in Spalding County, Georgia; and (3) 10.5 MW of capacity and energy from the Richland Creek facility located in Gwinnett County, Georgia.

MAS is undergoing a change of control transaction resulting from the sale by Cube District Energy HoldCo LLC, a Delaware limited liability company, an indirect parent of MAS and a subsidiary of Cube District Energy Partners, a Delaware limited liability company, of the membership interests of Cube District Energy, LLC, a Delaware limited liability company, an indirect parent of MAS, to a new indirect parent, Fiera Infrastructure, Inc., a Canadian corporation.

The parties negotiated the appropriate consent documents (“Consents”) to provide Georgia Power’s written consent to the change of control transactions. On November 23, 2021, Georgia Power filed a request for Commission approval to execute such Consents. Copies of the Consents were provided to Commission Staff (“Staff”) for review.

Staff reviewed and recommended approval of the Consents. The Commission approved Staff’s recommendation at the December 7, 2021 Administrative Session.

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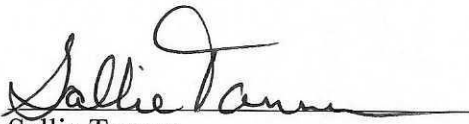
WHEREFORE, IT IS ORDERED, that Georgia Power Company’s request for its consent to the change of control transactions concerning MAS Georgia LFG, LLC for the Oak Grove, Pine Ridge, and Richland Creek facilities, is hereby approved.

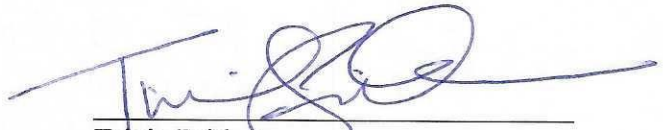
ORDERED FURTHER, that all findings, conclusions, statements, and directives made by the Commission and contained in the foregoing sections of this Order are hereby adopted as findings of fact, conclusions of law, statements of regulatory policy, and orders of this Commission.

ORDERED FURTHER, that a motion for reconsideration, rehearing, or oral argument or any other motion shall not stay the effective date of this Order, unless otherwise ordered by the Commission.

ORDERED FURTHER, that jurisdiction over these matters is expressly retained for the purpose of entering such further Order or Orders as this Commission may deem just and proper.

The above by action of the Commission at its Administrative Session on the 7th day of December, 2021.


Sallie Tanner
Executive Secretary


Tricia Pridemore
Chairman

12-7-21
Date

12-7-21
Date