FILED
DEC 19 2023
EXECUTIVE SECRETARY
G.P.S.C.

DOCKET# 24044
DOCUMENT# 216814

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IN RE: GEORGIA POWER COMPANY'S 2012 REQUEST FOR PROPOSALS

ORDER APPROVING CONSENT TO CHANGE OF CONTROL TRANSACTION CONCERNING PIEDMONT GREEN POWER, LLC

On May 28, 2009, the Georgia Public Service Commission ("Commission") approved an executed agreement for the purchase of Firm Capacity and Energy From a Renewable Qualifying Facility Utilizing the Proxy Unit Methodology between Georgia Power and Piedmont Green Power, LLC ("Piedmont") ("Piedmont Proxy QF PPA"). The 2009 agreement between Georgia Power and Piedmont was subsequently amended on August 27, 2010. The Piedmont Proxy QF PPA is for 50 megawatts ("MW") of capacity and energy from a biomass facility located in Barnesville, Georgia.

Piedmont is undergoing a Change of Control Transaction resulting from an acquisition of all of the outstanding limited liability company interests of Piedmont Green Power from Atlantic Power Holdings, LLC and Atlantic Piedmont Holdings, LLC by Pacolet Utility Holdings, LLC. Such transfer constitutes a Change of Control Transaction that requires Georgia Power's prior written consent pursuant to Section 22.1.3(b) of the Piedmont Proxy QF PPA. The parties negotiated an appropriate consent document ("Consent") to provide Georgia Power's written consent to the Change of Control Transaction.

On December 6, 2023, Georgia Power requested Commission approval of its consent to the transaction and to execute the Consent. A copy of the Consent was provided to Commission Staff ("Staff") for review.

Staff reviewed and recommended approval of the consent to the Change of Control Transaction. The Commission approved Staff's recommendation at the December 19, 2023 Administrative Session.

* * * * *

WHEREFORE, IT IS ORDERED, that Georgia Power Company's request for its consent to the change of control transaction concerning Piedmont Green Power, LLC 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 19th day of December, 2023.

Sallie Tanner
Executive Secretary

12-19-23
Date

Jason Shaw
Chairman

12-19-23
Date