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Ms. Sallie Tanner
Executive Secretary
Georgia Public Service Commission
244 Washington Street, S.W.
Atlanta, Georgia 30334-5701

Re: Proposed Revisions to Georgia Power Company's CARES 2023 Utility Scale RFP Pro Forma PPAs, Docket No. 45084

Dear Ms. Tanner:

On February 14, 2025, Georgia Power Company ("Georgia Power" or the "Company") notified Short List Bidders that they had been selected for contracting in the Clean and Renewable Energy Subscription ("CARES") 2023 Utility Scale Request for Proposals ("CARES 2023 US RFP"). Georgia Power, Commission Staff, and the Independent Evaluator ("IE") met with each Short List Bidder in early March to discuss the proposed contract award and respond to any questions. Many of the Short List Bidders expressed concerns about the impacts of changes in law and tariffs and the timing of security among other issues, and requested the Company consider changes to the pro forma power purchase agreements ("PPAs") prior to execution.

The Company, Commission Staff, and the IE met several times, discussed potential solutions to the identified issues, and agree on the following recommended changes to the pro forma PPAs:

1. **Changes in tariffs; Changes in the Inflation Reduction Act ("IRA")**

   For changes in law enacted on or before January 1, 2026, affecting tariffs or duties that result in an increase in costs under the PPA or for a change in the IRA that results in a loss of tax credits to the Seller: (i) Seller will be responsible for up to the first 10% of the increased cost (tariffs) or realized losses (IRA); and (ii) Georgia Power will be responsible for the next 10% of increased cost or realized losses, as applicable. Seller must provide such supporting documentation and information Georgia Power reasonably requests to verify and support the claimed cost increase or loss. Georgia Power's portion of the cost responsibility for cost increases or losses between 10% and 20% will be made by way of a formula adjustment to the Contract Energy Price payable over the initial 10 years of the

PPA Term. If approved, the formula adjustment would be automatic, and the Commission would be notified via a compliance filing if and when a price change was triggered.

The Company has proposed a true-up at commercial operation to address any adjustments occurring after the initial calculation but prior to the Commercial Operation Date ("COD") that enables Seller to recapture losses or reimburse increased costs as a result of tariffs paid. If Georgia Power is not able to verify the claimed cost increase or loss and rejects the claim, or if the cost increase or loss exceeds 20%, Seller will have the option to terminate the PPA and pay the Termination Payment per the terms of the PPA.

2. **Change in tariffs affecting COD**

If a change in law affecting tariffs or duties adversely affects Seller's ability to achieve COD by the required commercial operation date ("RCOD"), the Company has proposed an extension of the RCOD by the documented number of days required for Seller to overcome the effects of the change in law, not to exceed 365 days.

3. **Timing of delivery of Upgrade Security**

Georgia Power has revised the Upgrade Security deadline from PPA execution to within 30 days after the Commission issues the Certificate of Public Convenience and Necessity ("Certificate") for the PPA.

4. **Timing of delivery of Performance Security**

If required, Performance Security will now be due seven days prior to the date the Commission is expected to issue the Certificate rather than at PPA execution.

5. **Copper windings for inverter step-up transformers**

Georgia Power will continue to require copper windings Main Power Transformers. However, Georgia Power will permit copper wound windings or either copper or aluminum sheet windings for medium voltage transformers (e.g. inverter step up transformers).

6. **Main Power Transformer Cooling Systems**

Georgia Power will accept 100%-ONAN transformers and ONAN/AF/AF transformers.

7. **Seasonal true-up of Monthly Renewable Energy Payments during Short-Term Network Service**

During the limited time during which a Facility has been designated for Short-Term Network Service, Georgia Power will perform seasonal, rather than annual, true-ups under Exhibit A and will discuss the logistics and details of such change with each Seller during Operating Committee meetings.

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8. **Modify Automatic Generation Control ("AGC") Event of Default**

   The Company has modified the event of default language in Section 4.13 to allow for a cure period and to revise the threshold for breach of contract for failure to satisfy AGC performance requirements.

The Company has revised both of the CARES 2023 US RFP Pro Forma PPAs to incorporate the aforementioned changes. Included with this filing, Georgia Power has provided a redline copy of each PPA showing the changes from the previously approved version as well as a clean copy, as revised. The proposed changes are reasonable in light of recent market changes and will help to bring more projects to fruition under the CARES 2023 US RFP. If approved, the Company will work to execute the revised PPAs winning bidders with the goal of filing for certification by the end of the month. The Commission Staff and IE are supportive of this approach.

Accordingly, Georgia Power requests the Commission approve the revised CARES 2023 US RFP Pro Forma PPAs as filed.

If you have any questions regarding this filing, please call me at 404-885-3779 or email me at allison.pryor@troutman.com

Best regards,

Allison W. Pryor

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