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STATE OF ILLINOIS
Pollution Control Board



August 28, 2015

Via E-Mail

Office of the Clerk
Illinois Pollution Control Board
James R. Thompson Center
100 West Randolph Street, Suite 11-500
Chicago, Illinois 60601
John.Therriault@Illinois.Gov

PC# 280

**RE: Public Comment
Docket R15-21 (Rulemaking-Air)
Proposed Amendments to 35 Ill. Adm. Code Part 214, Sulfur
Limitations, Part 217, Nitrogen Oxides Emissions, and Part 225,
Control of Emissions from Large Combustion Sources**

Dear Board Members:

Illinois Power Resources Generating, LLC (IPRG) submits these comments on the above-referenced rulemaking in support the sulfur dioxide (SO₂) emission limits included in that proposed rule that would be specifically applicable to the E.D. Edwards electric generation facility.

IPRG owns and operates the E.D. Edwards facility (Edwards), which is located near Bartonville, Illinois. Part 214, Subpart AA of the proposed rule would establish requirements for certain specific SO₂ sources, including Edwards.

The SO₂ emission limits identified in proposed section 214.603(b) for Edwards reflect the terms of a Memorandum of Agreement (MOA) that IPRG voluntarily entered with the Illinois Environmental Protection Agency (IEPA) on January 9, 2015. IPRG entered the MOA to assist the IEPA in meeting its obligations to develop a rule, including the underlying SO₂ ambient air dispersion modeling needed to support the rule, that would satisfy Illinois' obligation to submit a State Implementation Plan (SIP) to U.S. EPA and bring affected areas in Illinois into attainment with the 2010 1-hour SO₂ National Ambient Air Quality Standard (NAAQS). As part of that effort, IPRG cooperated with the IEPA by providing the correct modeling inputs for Edwards (e.g., building dimensions, stack exhaust parameters, etc.) in order to improve the accuracy of the modeling results underlying the attainment demonstration. Moreover, to reduce the modeled SO₂ impact of Edwards and assist the IEPA's air quality planning efforts, IPRG committed to a 92.2 percent reduction in the allowable SO₂ limits at Edwards two years in advance of the 2017 deadline for implementation of emission reductions needed to demonstrate attainment with the 2010 1-hour SO₂ NAAQS.

The SO₂ emission limits for Edwards agreed to in the MOA were based on U.S. EPA approved dispersion modeling needed to demonstrate attainment for SIP purposes. With IPRG's MOA commitment to a 92.2 percent reduction in Edwards' allowable SO₂ emissions, the IEPA has, together with Illinois' other actions designed to comply with the 2010 1-hour SO₂ NAAQS, been able to demonstrate attainment with that NAAQS using modeling that meets U.S. EPA requirements. Notably, the MOA does not relieve IPRG's obligation to comply with air quality requirements of applicable law. Moreover, if the Board were to seek additional SO₂ reductions from Edwards in this rulemaking and, in essence, reject the MOA (or selectively choose only certain emission limits in the MOA), sources in Illinois would be strongly discouraged from working with the IEPA in the future to reach negotiated agreements.

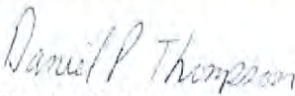
Several commenters at the public hearings on proposed R15-21 criticized the proposal's SO₂ emission limits for Edwards. For example, at the July 8, 2015 public hearing, a commenter stated the proposed SO₂ emission limits for Edwards reflected "only a reduction on paper" because the reductions were based on allowable emissions. July 8, 2015 Hearing Transcript, at 54. Such comments ignore the fact that, in accordance with U.S. EPA SO₂ modeling guidance, dispersion modeling for purposes of SIP attainment demonstration is based on maximum allowable emissions. See 40 C.F.R. Part 51, Appendix W, Table 8.1; U.S. EPA, Guideline for 1-Hour SO₂ Nonattainment Area SIP Submissions (April 2014), Section V.C, Attainment Demonstration ("The attainment plan for the affected area should also demonstrate, through the use of air quality dispersion modeling, using allowable emissions and supplemental analyses as appropriate, that the area will attain the standard by its attainment date.").

Finally, we request that all Subpart AA references to "Illinois Power Holdings E.D. Edwards" be changed to "Illinois Power Resources Generating E.D. Edwards" to reflect the direct owner and operator entity of Edwards. Alternatively, because "Illinois Power Holdings, LLC" was formally renamed "IPH, LLC" on April 30, 2015 (see enclosed Attachment A), we request that all references to "Illinois Power Holdings E.D. Edwards" in proposed Subpart AA be changed to "IPH E.D. Edwards" to reflect the correct name of the company.

We appreciate the Board's consideration of our comments.

Sincerely,

Illinois Power Resources Generating, LLC

 By: AHC

Daniel P. Thompson
Executive Vice President, Coal Operations

Attachment A



OFFICE OF THE SECRETARY OF STATE

JESSE WHITE • Secretary of State

0420927-3

05/01/2015

CAPITOL CORPORATE SERVICES INC
1315 W LAWRENCE AVE
SPRINGFIELD, IL 62704-0000

RE IPH, LLC

DEAR SIR OR MADAM:

AMENDED APPLICATION FOR ADMISSION HAS BEEN PLACED ON FILE, AND THE LIMITED LIABILITY COMPANY HAS BEEN CREDITED WITH THE REQUIRED FILING FEE.

SINCERELY YOURS,

A handwritten signature in cursive script that reads "Jesse White".

JESSE WHITE
SECRETARY OF STATE
DEPARTMENT OF BUSINESS SERVICES
LIMITED LIABILITY DIVISION
(217) 524-8008

Form **LLC-45.25**
 May 2012
 Secretary of State
 Department of Business Services
 Limited Liability Division
 501 S. Second St., Rm. 351
 Springfield, IL 62756
 217-524-8008
 www.cyberdriveillinois.com

Payment may be made by check payable to Secretary of State. If check is returned for any reason this filing will be void.

Illinois
 Limited Liability Company Act
 Amended Application for Admission

SUBMIT IN DUPLICATE
 Type or Print Clearly.

Filing Fee: \$150
 Approved:

FILE # 04209273
 This space for use by Secretary of State
FILED
 MAY 01 2015
 JESSE WHITE
 SECRETARY OF STATE

1. Limited Liability Company Name: Illinois Power Holdings, LLC
2. If required by this office this amended application is accompanied by a Certificate of Good Standing, a Certificate of Fact, or a copy of the Articles of Amendment to the Articles of Organization, as evidence of any change, such document being duly authenticated by the proper officer of the state or country wherein the Limited Liability Company is organized, which certification is not more than 60 days old.
3. Application for Admission is amended as follows (check applicable item(s) below):
- a) Admission of a new member (give name and address below)
 - b) Admission of a new manager (give name and address below)
 - c) Withdrawal of a member (give name below)
 - d) Withdrawal of manager (give name below)
 - e) Change in address of the office at which the records required by Section 1-40 of the Act are kept (give new address, a P.O. Box alone or C/O is unacceptable.)
 - f) Change of registered agent and/or registered agent's office (give new name and/or address below, Address Change to P.O. Box or C/O is unacceptable.)
 - g) Change in the Limited Liability Company's name (give new name below) (evidence required)
 - h) Change in date of duration.
 - i) Change in management structure (state change below)
 - j) Establish authority to issue series (fee \$100) (evidence required)
 - k) Other (give information in space below)

Additional Information:
 New Name: IPH, LLC

4. I affirm, under penalties of perjury, having authority to sign hereto, that this Amended Application for Admission is to the best of my knowledge and belief, true, correct and complete.

Jesse D. Lewis
 Signature (must comply with Section 5-45 of ILCA)
 Heidi D. Lewis, Assistant Corporate Secretary
 Name and Title (type or print)
 Illinois Power Holdings II, LLC, its Sole Member
 Name if a Company or other Entity and if a Member or Manager of the LLC

Dated: April 30, 2015
 Month/Day Year

Delaware

PAGE 1

The First State


I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "ILLINOIS POWER HOLDINGS, LLC", CHANGING ITS NAME FROM "ILLINOIS POWER HOLDINGS, LLC" TO "IPH, LLC", FILED IN THIS OFFICE ON THE THIRTIETH DAY OF APRIL, A.D. 2015, AT 12:16 O'CLOCK P.M.

5298546 8100

150591535

You may verify this certificate online
at corp.delaware.gov/authver.shtml




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 2340229

DATE: 05-01-15

State of Delaware
Secretary of State
Division of Corporations
Delivered 12:26 PM 04/30/2015
FILED 12:16 PM 04/30/2015
SRV 150591535 - 5298546 FILE

CERTIFICATE OF AMENDMENT

TO

CERTIFICATE OF FORMATION

OF

ILLINOIS POWER HOLDINGS, LLC

Pursuant to Section 18-202 of the
Delaware Limited Liability Company Act

1. The name of the limited liability company is Illinois Power Holdings, LLC (the "Company").
2. The Certificate of Formation of the Company is hereby amended to change the name of the Company to IPH, LLC.
3. Accordingly, section 1. of the Certificate of Formation shall, as amended, read as follows:

"1. The name of the limited liability company is IPH, LLC."

IN WITNESS WHEREOF, the undersigned authorized person has executed this Certificate of Amendment this 30th day of April, 2015.

ILLINOIS POWER HOLDINGS, LLC

By: 

Name: Heidi D. Lewis

Title: Authorized Person