

BEFORE THE ILLINOIS POLLUTION CONTROL BOARD

| | | |
|-----------------------------------|---|-----------------------------|
| NRG ROCKFORD LLC and |) | |
| NRG ROCKFORD II LLC |) | |
| |) | |
| Petitioners, |) | |
| |) | |
| v. |) | PCB NO. 15-086 |
| |) | (CAAPP Permit Appeal – Air) |
| ILLINOIS ENVIRONMENTAL PROTECTION |) | |
| AGENCY, |) | |
| |) | |
| Respondent. |) | |

NOTICE OF FILING

TO: John T. Therriault, Clerk
Illinois Pollution Control Board
James R. Thompson Center
100 West Randolph Street, Suite 11-500
Chicago, Illinois 60601
john.therriault@illinois.gov

Bradley P. Halloran, Hearing Officer
Illinois Pollution Control Board
James R. Thompson Center
100 West Randolph Street, Suite 11-500
Chicago, Illinois 60601
brad.halloran@illinois.gov

Robert Petti
Assistant Attorney General
Environmental Bureau
69 West Washington Street, 18th Floor
Chicago, Illinois 60602
rpetti@atg.state.il.us

NRG Rockford LLC and NRG Rockford II LLC
Stephen J. Bonebrake
SCHIFF HARDIN LLP
233 South Wacker Drive
Suite 6600
Chicago, Illinois 60606
sbonebrake@schiffhardin.com

Andrew N. Sawula
SCHIFF HARDIN LLP
One Westminster Place
Lake Forest, Illinois 60045
asawula@schiffhardin.com

PLEASE TAKE NOTICE that today, on behalf of proposed petitioners NRG Rockford LLC and NRG Rockford II LLC (now known as Rockford Power, LLC and Rockford Power II, LLC), **Petitioners' Motion for Name Change**, an **Appearance of Byron F. Taylor** and an **Appearance of Katharine Newman**, were electronically filed with the Office of the Clerk of the Illinois Pollution Control Board.

Dated: August 10, 2016

Respectfully submitted,

/s/ Katharine F. Newman
SIDLEY AUSTIN LLP
One South Dearborn
Chicago, Illinois 60603

BEFORE THE ILLINOIS POLLUTION CONTROL BOARD

| | | |
|-----------------------------------|---|-----------------------------|
| NRG ROCKFORD LLC and |) | |
| NRG ROCKFORD II LLC |) | |
| |) | |
| Petitioners, |) | |
| |) | |
| v. |) | PCB NO. 15-086 |
| |) | (CAAPP Permit Appeal – Air) |
| ILLINOIS ENVIRONMENTAL PROTECTION |) | |
| AGENCY, |) | |
| |) | |
| Respondent. |) | |

PETITIONERS’ MOTION FOR NAME CHANGE

Petitioners, NRG ROCKFORD LLC and NRG ROCKFORD II LLC (collectively “NRG”), hereby notify this Board that the names of NRG Rockford LLC and NRG Rockford II LLC have changed to Rockford Power, LLC and Rockford Power II, LLC (collectively “Rockford Power”), respectively. In support of this motion, Rockford Power states as follows:

1. NRG filed the original petition for review of the CAAPP Permit for Rockford Energy Center on October 29, 2014, requesting review of a permit issued to NRG on September 25, 2014 (I.D. No. 201030BCG), for the operation of Rockford Energy Center located at 136 Harrison Avenue, Rockford, Illinois.
2. On July 12, 2016, LS Power purchased all of the equity interests in NRG Rockford LLC and NRG Rockford II LLC. LS Power then renamed NRG Rockford LLC and NRG Rockford II LLC as Rockford Power, LLC and Rockford Power II, LLC, respectively. Although the companies have been renamed, the same companies still own Rockford Energy Center.
3. On August 1, 2016, Rockford Power requested an administrative amendment to CAAPP Permit No. 201030BCG from the Illinois Environmental Protection Agency (“IEPA”) to change

the name of the permittee to Rockford Energy Center. *See* Ex. A (August 1, 2016 Letter to IEPA requesting name change), attached.

WHEREFORE, Petitioners respectfully request that the Board change the names of Petitioners in this matter to ROCKFORD POWER, LLC and ROCKFORD POWER II, LLC.

Respectfully submitted,

Rockford Power, LLC and Rockford Power II, LLC
(formerly NRG Rockford LLC and NRG Rockford II, LLC)

Petitioners

By: /s/ Byron F. Taylor

Byron F. Taylor
Katharine F. Newman
SIDLEY AUSTIN LLP
One South Dearborn
Chicago, Illinois 60603
bftaylor@sidley.com
knewman@sidley.com

Dated: August 10, 2016

Exhibit A

Rockford Power, LLC

1700 Broadway, 35th Floor
New York, NY 10019

Via Overnight Mail

August 1, 2016

Illinois Environmental Protection Agency
Division of Air Pollution Control – Permit Section (#11)
1021 North Grand Avenue East
Springfield, IL 62794-9506
(217) 782-2113

Re: Transfer of CAAPP Permit No. 201030BCG
Application No.: 01060062
136 Harrison Avenue
Rockford, IL 61104
Effective Date: July 12, 2016

Dear Sir or Madam:

Please find enclosed a CAAPP form 273 for minor amendment of the Rockford Energy Center permit. The changes are a result of the parent company of Rockford Energy Center changing from NRG to LS Power as of July 12, 2016. The entity owning the plant hasn't changed (other than a name change to drop the NRG), a different parent corporation just now owns the stock of the power plant company, so a CAAPP form 272 isn't being filed.

If you have any questions, please do not hesitate to contact me at 908-239-3974 or kfrench@LSPower.com.

Sincerely,



Kathy French
VP, Environmental
LS Power



ILLINOIS ENVIRONMENTAL PROTECTION AGENCY
 DIVISION OF AIR POLLUTION CONTROL -- PERMIT SECTION
 P.O. BOX 19506
 SPRINGFIELD, ILLINOIS 62794-9506

| FOR APPLICANT'S USE | |
|---------------------|--------------------|
| Revision #: | _____ |
| Date: | ____ / ____ / ____ |
| Page | _____ of _____ |
| Source Designation: | _____ |

| | |
|---|----------------------------|
| REQUEST FOR ADMINISTRATIVE PERMIT AMENDMENT FOR CAAPP PERMIT | FOR AGENCY USE ONLY |
| | ID NUMBER: |
| | PERMIT #: |
| | DATE: |

| GENERAL INFORMATION | |
|--|--|
| 1) SOURCE NAME: NRG Rockford Energy Center | |
| 2a) ID NUMBER (IF KNOWN): 201030BCG | b) CAAPP PERMIT NUMBER: 01060062 |
| 3) ENVIRONMENTAL CONTACT PERSON: Kathy French | 4) CONTACT PERSON'S TELEPHONE NUMBER: 908-239-3974 |

| AMENDMENT DATA | |
|---|---|
| 5) AN ADMINISTRATIVE PERMIT AMENDMENT SHALL ONLY BE USED FOR ONE OR MORE OF THE FOLLOWING REVISIONS TO A CAAPP PERMIT (PLEASE INDICATE THE TYPE OF AMENDMENT(S)): | |
| <input checked="" type="checkbox"/> | A) CORRECTS TYPOGRAPHICAL ERRORS; |
| <input checked="" type="checkbox"/> | B) IDENTIFIES A CHANGE IN THE NAME, ADDRESS, OR PHONE NUMBER OF ANY PERSON IDENTIFIED IN THE PERMIT, OR PROVIDES A SIMILAR MINOR ADMINISTRATIVE CHANGE AT THE SOURCE; |
| <input type="checkbox"/> | C) REQUIRES MORE FREQUENT MONITORING OR REPORTING BY THE PERMITTEE; OR |
| <input type="checkbox"/> | D) ALLOWS FOR A CHANGE IN OWNERSHIP OR OPERATIONAL CONTROL OF THE SOURCE WHERE NO OTHER CHANGE IN THE PERMIT IS NECESSARY, PROVIDED THAT A WRITTEN AGREEMENT CONTAINING A SPECIFIC DATE FOR TRANSFER OF PERMIT RESPONSIBILITY, COVERAGE, AND LIABILITY BETWEEN THE CURRENT AND NEW PERMITTEES HAS BEEN SUBMITTED TO THE ILLINOIS EPA. |

THIS AGENCY IS AUTHORIZED TO REQUIRE THIS INFORMATION UNDER ILLINOIS REVISED STATUTES, 1991, AS AMENDED 1992, CHAPTER 111 1/2, PAR. 1039.5. DISCLOSURE OF THIS INFORMATION IS REQUIRED UNDER THAT SECTION. FAILURE TO DO SO MAY PREVENT THIS FORM FROM BEING PROCESSED AND COULD RESULT IN THE APPLICATION BEING DENIED. THIS FORM HAS BEEN APPROVED BY THE FORMS MANAGEMENT CENTER.


APPLICATION PAGE _____

Printed on Recycled Paper
273-CAAPP

| FOR APPLICANT'S USE |
|---------------------|
| _____ |

| AMENDMENT DATA (CON'T) | |
|--|---|
| 6) DESCRIPTION OF REQUESTED ADMINISTRATIVE PERMIT AMENDMENT: | |
| CURRENT PERMIT INFORMATION | AMENDED PERMIT INFORMATION |
| 1) Permittee NRG Rockford Energy Center Attn: John P. Shimshock | Permittee Rockford Energy Center Attn: Kathy French |
| 2) 121 Champion Way Canonsburg, PA 15317 | 136 Harrison Avenue Rockford, IL 61104 |
| 3) Operation of: NRG Rockford Energy Center | Operation of: Rockford Energy Center |
| 4) Responsible Official: James D. Brown, Plant Manager | Responsible Official: Anthony Hammond, Asset Manager |
| 5) Alternate Responsible Official: Donald D. Claybaugh, Vice President | Alternate Responsible Official: Kathy French, VP Envr |
| 6) | |
| 7) | |
| 8) | |

7) DOES THE APPLICATION INCLUDE A COPY OF THOSE PARTICULAR PAGES OF THE CAAPP PERMIT WHICH ARE CLEARLY MARKED TO SHOW THE REQUESTED AMENDMENT? YES NO

| SIGNATURE BLOCK | |
|--|--|
| NOTE: THIS CERTIFICATION MUST BE SIGNED BY A RESPONSIBLE OFFICIAL. APPLICATIONS WITHOUT A SIGNED CERTIFICATION WILL BE RETURNED AS INCOMPLETE. | |
| 8) I CERTIFY UNDER PENALTY OF LAW THAT, BASED ON INFORMATION AND BELIEF FORMED AFTER REASONABLE INQUIRY, THE STATEMENTS AND INFORMATION CONTAINED IN THIS APPLICATION ARE TRUE, ACCURATE AND COMPLETE. | |
| AUTHORIZED SIGNATURE: | |
| BY:  _____ AUTHORIZED SIGNATURE Kathy French TYPED OR PRINTED NAME OF SIGNATORY | VP Environmental _____ TITLE OF SIGNATORY 08 / 01 / 2016 _____ DATE |

ILLINOIS ENVIRONMENTAL PROTECTION AGENCY



1021 NORTH GRAND AVENUE EAST, P.O. BOX 19506, SPRINGFIELD, ILLINOIS 62794-9506-(217) 782-2113

PAT QUINN, GOVERNOR

LISA BONNETT, DIRECTOR

217/785-1705

"RENEWAL"
CLEAN AIR ACT PERMIT PROGRAM (CAAPP) PERMIT

PERMITTEE

~~NRG~~ Rockford Energy Center

Attn: ~~John P. Shimshock~~

~~121 Champion Way~~

~~Canonsburg, PA 15317~~

KATHY FRENCH
136 Harrison Avenue
Rockford, IL 61104

I.D. No.: 201030BCG

Application No.: 01060062

Date Received: June 12, 2013

Date Issued: September 25, 2014

Expiration Date: September 25, 2019

Operation of: ~~NRG~~ Rockford Energy Center

Source Location: 136 Harrison Avenue, Rockford, Winnebago County, 61104

Responsible Official: ~~James D. Brown, Plant Manager~~

Alternate Responsible Official: ~~Donald D. Claybaugh, Vice President~~

Kathy French, VP ENVR

This permit is hereby granted to the above-designated Permittee to OPERATE an electric utility, pursuant to the above referenced permit application. This permit is subject to the conditions contained herein.

If you have any questions concerning this permit, please contact Melissa Caby at 217/785-1705.

Raymond E. Pilapil.
Acting Manager, Permit Section
Division of Air Pollution Control

REP:MKC:jws
MCC

cc: Illinois EPA, FOS, Region 2
CES
Lotus Notes

¹ Except as provided in Conditions 1.5 and 8.7 of this permit.

BEFORE THE ILLINOIS POLLUTION CONTROL BOARD

| | | |
|-----------------------------------|---|-----------------------------|
| NRG ROCKFORD LLC and |) | |
| NRG ROCKFORD II LLC |) | |
| |) | |
| Petitioners, |) | |
| |) | |
| v. |) | PCB NO. 15-086 |
| |) | (CAAPP Permit Appeal – Air) |
| ILLINOIS ENVIRONMENTAL PROTECTION |) | |
| AGENCY, |) | |
| |) | |
| Respondent. |) | |

APPEARANCE OF BYRON F. TAYLOR

I hereby file my appearance in this proceeding, on behalf of NRG Rockford LLC and NRG Rockford II LLC (now known as Rockford Power, LLC and Rockford Power II, LLC).

Dated: August 10, 2016

/s/ Byron F. Taylor

Byron F. Taylor
SIDLEY AUSTIN LLP
One South Dearborn
Chicago, Illinois 60603
(312) 853-4717
bftaylor@sidley.com

BEFORE THE ILLINOIS POLLUTION CONTROL BOARD

| | | |
|-----------------------------------|---|-----------------------------|
| NRG ROCKFORD LLC and |) | |
| NRG ROCKFORD II LLC |) | |
| |) | |
| Petitioners, |) | |
| |) | |
| v. |) | PCB NO. 15-086 |
| |) | (CAAPP Permit Appeal – Air) |
| ILLINOIS ENVIRONMENTAL PROTECTION |) | |
| AGENCY, |) | |
| |) | |
| Respondent. |) | |

APPEARANCE OF KATHARINE F. NEWMAN

I hereby file my appearance in this proceeding, on behalf of NRG Rockford LLC and NRG Rockford II LLC (now known as Rockford Power, LLC and Rockford Power II, LLC).

Dated: August 10, 2016

/s/ Katharine F. Newman

Katharine F. Newman
SIDLEY AUSTIN LLP
One South Dearborn
Chicago, Illinois 60603
(312) 853-2038
knewman@sidley.com

CERTIFICATE OF SERVICE

I, the undersigned, certify that on August 10, 2016, I electronically served the attached **Petitioners' Motion for Name Change, Appearance of Byron F. Taylor and Appearance of Katharine Newman** on the following persons:

John T. Therriault, Clerk
Illinois Pollution Control Board
James R. Thompson Center
100 West Randolph Street, Suite 11-500
Chicago, Illinois 60601
john.therriault@illinois.gov

Robert Petti
Assistant Attorney General
Environmental Bureau
69 West Washington Street, 18th Floor
Chicago, Illinois 60602
rpetti@atg.state.il.us

Bradley P. Halloran, Hearing Officer
Illinois Pollution Control Board
James R. Thompson Center
100 West Randolph Street, Suite 11-500
Chicago, Illinois 60601
brad.halloran@illinois.gov

NRG Wholesale Generation LP
Stephen J. Bonebrake
SCHIFF HARDIN LLP
233 South Wacker Drive
Suite 6600
Chicago, Illinois 60606
sbonebrake@schiffhardin.com

Andrew N. Sawula
SCHIFF HARDIN LLP
One Westminster Place
Lake Forest, Illinois 60045
asawula@schiffhardin.com

/s/ Katharine F. Newman

Byron F. Taylor
Katharine F. Newman
SIDLEY AUSTIN LLP
One South Dearborn
Chicago, Illinois 60603
bftaylor@sidley.com
knewman@sidley.com

Dated: August 10, 2016