

BEFORE THE COLORADO RIVER COMMISSION OF NEVADA

--- DRAFT ORDER ---

**ORDER ESTABLISHING ALLOCATIONS OF POWER
FROM THE POST-2017 RESOURCE POOL FOR THE
BOULDER CANYON PROJECT (HOOVER DAM)**

At the regular meeting of the Colorado River Commission of Nevada (“Commission”) on May 12, 2015, a public hearing was held on the proposed allocation of Schedule D Hoover power to Nevada applicants.

PRESENT: Chairman George F. Ogilvie III
Vice Chairman Berlyn D. Miller
Executive Director Jayne Harkins, P.E.
Commissioner Bob Coffin
Commissioner Kara J. Kelley
Commissioner Duncan R. McCoy
Commissioner Puoy K. Premsrirut
Commissioner Steve Sisolak

1. INTRODUCTION

The Commission represents and acts for the State of Nevada in the negotiation and execution of contracts for the purchase of Hoover power “for the greatest possible benefit to this state” (Nevada Revised Statute “NRS” 538.161(2)).

In 2011, the United States Congress passed the Hoover Power Allocation Act (“the Act”) (H.R. 470, Public Law 112-72, 125 Stat. 777), which authorized the Western Area Power Administration (“Western”) to offer new 50-year contracts (2017-2067) to existing federal Hoover contractors at 95 percent of their current allocations under Schedules A and B, and created a resource pool of the remaining 5 percent of Hoover power resources for allocation under Schedule D to “new allottees” which have not previously received Hoover power (“Post-2017 Resource Pool”). The Act authorized Western to directly allocate 69,000 kW of capacity and 151,013,000 kWh of energy from the Post-2017 Resource Pool within its defined marketing area in portions of Arizona, California, and Nevada; and established a process for allocation of an *additional* 11,510 kW of capacity and 25,113,000 kWh of energy within each state.

In order for Nevada to carry out this responsibility, the Commission pursued legislation in the 2013 session of the Nevada legislature to obtain authority to provide electric services to the new Schedule D Hoover power allottees. This legislation was enacted and the Commission’s additional authority to serve these new customers is contained in NRS 704.787.

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Following the enactment of these amendments to NRS 704.787, Commission Staff developed proposed revisions to the Commission regulations contained in Nevada Administrative Code (“NAC”) Chapter 538, to provide for the allocation and marketing of Schedule D Hoover power in Nevada (“2014 Revisions to NAC 538”). These proposed revisions to the regulations were approved by the Commission on June 10, 2014, approved subsequently by the Legislative Commission and became effective on June 23, 2014, and await codification into the NAC.

The Commission Staff developed the proposed Schedule D Hoover power allocation criteria and application form through the public process authorized by the 2014 Revisions to NAC 538. The proposed allocation criteria and application form were approved by the Commission on November 13, 2014. The approved allocation criteria and application form are attached to this Order as Exhibit A.

On November 17, 2014, Commission Staff issued a Notice of Public Meetings on Allocation Criteria for Marketing Nevada’s Share of Schedule D Hoover Power and Call for Applications.

On December 4-5, 2014 Commission Staff held public meetings in Overton, Pahrump, and Las Vegas, Nevada to present and answer questions about the approved allocation criteria and to provide guidance for completing the application form.

Commission Staff kept the public informed about the allocation process by making documentation available on the Commission’s Hoover allocation website at www.crchooverallocation.com, which includes: notices of public meetings, meeting materials and sign-in sheets, meeting minutes, questions and Commission Staff responses, and the adopted criteria and application form.

Applications were accepted between December 5, 2014 and January 9, 2015. Between January 6 and February 20, 2015, Commission Staff evaluated each application as they were received for completeness, creditworthiness, verified electric load data, and determined if general eligibility criteria were met. In order to assist the Commission in its consideration of applications and its deliberations, basic information for all Applicants are set forth in Exhibit B.

The purpose of this hearing is consideration, possible amendment, and adoption of the proposed allocations of Schedule D Hoover power to Nevada new allottees.

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2. SUMMARY

The Commission approves and adopts the following allocations of Schedule D Hoover Power.

<u>APPLICANTS</u>	<u>CAPACITY (kW)</u>	<u>ENERGY (kWh)</u>
University of Nevada Las Vegas	3,000	6,545,526
Nye County	1,000	2,181,842
Las Vegas Valley Water District	2,510	5,476,422
Pioneer Americas LLC dba Olin Chlor Alkali Products	2,000	4,363,684
City of Mesquite	1,000	2,181,842
City of North Las Vegas	1,000	2,181,842
City of Henderson	<u>1,000</u>	<u>2,181,842</u>
TOTAL	11,510	25,113,000

3. PROCEDURAL HISTORY

- On August 25, 2014 Commission Staff issued and posted the Notice, Agenda, and Proposed Allocation Criteria and Application Form.
- On September 11, 2014 Commission Staff held public meetings in Pahrump and Las Vegas, Nevada.
- On September 12, 2014 Commission Staff held a public meeting in Overton, Nevada.
- Commission Staff accepted oral and written comments by the comment deadline of September 17, 2014.
- Between September 11 and October 22, 2014 Commission Staff answered questions and considered comments received to develop the proposed allocation criteria and application form for Commission approval.
- On November 13, 2014, the Commission approved the proposed allocation criteria and application form.
- On November 17, 2014, Commission Staff issued a Notice of Public Comments on Allocation Criteria for Marketing Nevada’s Share of Schedule D Hoover Power and Call for applications.
- On December 4-5, 2014, Commission Staff held public meetings in Overton, Pahrump, and Las Vegas, Nevada to present and answer questions about the approved allocation criteria and to provide guidance for completing the application form.
- Between January 6 and February 20, 2015, Commission Staff evaluated each application as they were received for completeness, creditworthiness, verified electric load data, determined if general eligibility criteria were met, and identified those applicants which best met the approved allocation criteria.

4. COMMISSION DISCUSSION

A. Introduction

The Commission notes that it has had to make some difficult decisions because of the limited amount of Schedule D Hoover power available for allocation by the Commission. Applicants

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requested over 230,000 kilowatts, and the Commission has only 11,510 kilowatts available for allocation.

B. Discussion of Commission Staff Analysis of the Applications

Commission Staff fully evaluated each application for completeness and creditworthiness, verified electric load data, and determined if the application met the general eligibility criteria. And, in developing its recommendation regarding proposed allocations, Staff also considered how an Applicant's use of Schedule D Hoover power would provide the "greatest possible benefit to this state" with an emphasis on education, economic protection and enhancement, job creation/retention, support for state and local government, and benefit of rural communities, as set forth in the Commission's approved allocation criteria. Staff also considered other information pursuant to the Criteria's Other Requirements and Conditions Section 2 including the percentage of an Applicant's current load being served by non-Hoover hydropower, and an Applicant's receipt of an allocation of Schedule D Hoover power from Western.

Based upon these considerations, Staff made the following findings:

- a. Allocations of Schedule D Hoover Power to the University of Nevada, Las Vegas ("UNLV") and Nye County will support education

The application from the UNLV and Nye County each asserted that their applications support the Nevada Governor's Office of Economic Development Plan ("GOED Plan") for advancing the educational goals of the state.

UNLV stated that a cost savings realized through an allocation of Schedule D Hoover power could allow UNLV to reallocate "funds to other priorities such as those that support or provide maximum benefit to all stakeholders involved in moving Nevada forward."

Over one-third of Nye County's electrical requirements are from schools. Nye County indicated that any savings would allow the county to divert monies to support education, economic development and support vital county services. Nye County cited the county's unemployment rate, which is one of the highest in the nation, and its effects on its schools, residents and local government services. In addition, the allocation of Schedule D Hoover power to Nye County will support a rural area.

- b. Allocation of Schedule D Hoover power to the Las Vegas Valley Water District ("LVVWD") will provide for economic growth by reducing water pumping costs

The application of the LVVWD, a not-for-profit governmental public utility, stated that a Schedule D Hoover power allocation would allow the agency to maintain lower costs for all its customers, as the reduced cost of Hoover hydropower would reduce the energy costs required for pumping water through the LVVWD service area. Stabilizing the costs of water would benefit the population in the greater Las Vegas valley and provide economic growth.

- c. Allocation of Schedule D Hoover power to Olin will support economic development

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Pioneer Americas LLC d.b.a. Olin Chlor Alkali Products (“Olin”) has been an industrial mainstay in the City of Henderson for many years and the company provides jobs and capital investment to the local community. Olin stated that the single biggest risk to their operations is the potential for future electricity cost increases that could threaten the viability of their operation, because the cost of electricity is one of their highest variable cost components. Olin stated that an allocation of Schedule D Hoover power would support the GOED Plan to maintain a diversified economic base, exports of products made in Nevada, and would mitigate cost volatility ensuring that their operation continues to present attractive growth opportunities to Olin and their Nevada business partners.

- d. Allocation of Schedule D Hoover power to the City of Mesquite will support a local government and benefit a rural community

The City of Mesquite, a rural community in eastern Clark County, cited their population growth rate and the negative effect the economic downturn had on their city services. The savings realized through an allocation of Schedule D Hoover power would be used to support growth in their local economy, while helping keep taxes low for their residents.

- e. Allocation of Schedule D Hoover power to the Cities of North Las Vegas and Henderson will benefit Nevada residents by reducing operating costs for these local government entities, supporting their water delivery responsibilities, and contributing to economic growth

The application of the City of North Las Vegas stated that an allocation of Schedule D Hoover power would be used to power their Utility Department pump stations, groundwater wells and public facilities. The lower cost of electricity would also provide funds for additional system improvements to support economic development in the city.

The application of the City of Henderson stated that an allocation of Schedule D Hoover power would reduce electricity costs for city buildings, facilities and operations. These savings will allow the city to reallocate funds to reinvest in necessary capital improvement projects to rehabilitate city streets, and repair aging buildings and other facilities that provide vital community services and programs. Investments in these capital improvement projects, operations, services and programs will facilitate job creation and continued economic growth.

- f. Rejection of Late-Filed Applications

Applicants were required to submit their applications by January 9, 2015. All of the Applicants who are recommended for allocations submitted their applications by the January 9, 2015 deadline date. The Nevada Departments of Administration and Corrections did not submit their applications until January 29 and February 2, respectively. Staff recommends these applications be rejected as non-compliant with the filing requirements.

- g. Withdrawal and Rejection of Application due to insufficient load

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Following Staff's initial evaluation, Henderson Libraries voluntarily withdrew their application as they realized they did not meet the minimum one megawatt (MW) (1,000 kilowatt) annual peak load requirement. Staff determined that Academica Nevada and the Moapa Valley Water District were ineligible because they did not meet the minimum one MW annual peak load requirement prescribed by NRS 704.787 and gave no additional consideration to their applications.

h. Rejection of Federal Agency and Las Vegas Paiutes Applications

Staff does not recommend an allocation to the National Nuclear Security Administration. The Criteria approved by the Commission include "support of state, local, and tribal governmental entities", not federal agencies. It also should be noted that the National Nuclear Security Administration already receives a substantial allocation of federal hydropower from the Parker-Davis Project.

Similarly, Staff does not recommend an allocation to the Las Vegas Paiutes because they already have an allocation of federal hydropower from the Salt Lake City Area Integrated Projects, and have received an allocation of Schedule D Hoover power from Western (see Exhibit B).

i. Rejection of Applications of the City of Las Vegas, Nevada Department of Transportation and Clark County Reclamation District

Staff does not recommend allocations to the City of Las Vegas, Nevada Department of Transportation and Clark County Water Reclamation District at this time, because it has determined that the allocations set forth in section I above would provide greater benefit to the citizens of Southern Nevada including direct benefit to education, economic growth in rural and urban communities, continued exports of made in Nevada products, and reduction in the costs of pumping water to many residents of Southern Nevada.

j. Term of Contracts

The Commission will determine the term of Nevada's Schedule D Hoover power contracts during the process that will result in a final contract to be offered to each allottee.

5. COMMISSION FINDINGS, CONCLUSIONS AND ORDER

The Commission has conducted the allocation of Schedule D Hoover power in compliance with the 2014 Revisions to NAC 538 and other applicable laws.

The Commission approves the allocations of Schedule D Hoover power recommended by Staff which are set forth herein, and finds that allocations of Schedule D Hoover power to the entities identified in this order will provide "the greatest possible benefit to this state" as required by NRS 538.161, for the reasons set forth in section 4 above.

All comments and questions submitted to Commission Staff and to the Commission regarding proposed allocations of Schedule D Hoover power prior to the issuance of this order have been considered and accepted or rejected, in whole or in part, in preparation of this order.

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Therefore, it is ORDERED that:

1. The allocations of Nevada's share of Schedule D Hoover power set forth herein are APPROVED and ADOPTED as the Commission's new Schedule D Hoover power allocations from the Post-2017 Resource Pool created by the Act.
2. Pursuant to NAC 538, after issuance of this Order, Commission Staff will cause to be published the notice required by subsection 4 of NRS 538.181.

By the Commission,

George F. Ogilvie III
Chairman

Dated: Las Vegas, Nevada

DRAFT

EXHIBIT A

**TO THE ORDER OF THE COLORADO RIVER COMMISSION OF NEVADA
ESTABLISHING ALLOCATIONS OF POWER
FROM THE POST-2017 RESOURCE POOL FOR THE
BOULDER CANYON PROJECT (HOOVER DAM)**

**ALLOCATION CRITERIA FOR MARKETING NEVADA'S SHARE OF SCHEDULE D
HOOVER ELECTRIC POWER APPROVED BY THE COMMISSION ON
NOVEMBER 13, 2014**

I. Allocation Criteria and General Eligibility Requirements for Schedule D Hoover Power

1. In making allocations, the Commission will consider how an Applicant's use of Hoover Schedule D power would support the following proposed public policy goals in the State of Nevada, which are in no particular order:
 - a. Economic development, (including but not limited to large, industrial, manufacturing or commercial businesses, and economic development zones),
 - b. Education, and
 - c. Support of state, local, and tribal governmental entities.
2. In support of public policy goals in Nevada, the Commission will consider the following factors, which are in no particular order:
 - a. In-state direct and indirect job creation (e.g. the number of new full time permanent employees, short term employees; job creation based on capital investment or technology upgrades),
 - b. Exports of made-in-Nevada products,
 - c. New or expanded community or education programs,
 - d. New or increased tax revenues,
 - e. Reductions in expenses for governmental entities,
 - f. Benefit economically disadvantaged areas, and
 - g. Benefit rural communities.
3. In making allocations, the Commission will take into consideration whether the Applicant is a public entity, or a for-profit or non-profit private entity.
4. All Applicants will be subject to a creditworthiness review. In making allocations, all Applicants will be evaluated based upon overall credit history and their ability to meet financial obligations.
5. Allocations will be made only to Applicants that will be able to receive delivery of Hoover Schedule D power beginning on October 1, 2017 and have the necessary transmission and/or distribution arrangements in place by October 1, 2016.

6. Allocations will be made only to new allottees that currently do not have an allocation of Hoover Schedule A or Schedule B power.
7. The Commission may base allocations on actual loads experienced in one of the calendar years 2011, 2012, or 2013, as designated by the Applicant. The Commission may use estimated load values if actual load data does not exist. The Commission will evaluate and may adjust unreasonable estimates during the allocation process. The CRC is available to assist Applicants in developing load estimates if necessary.
8. Allocations of power will be made in amounts determined solely by the Commission in its discretion pursuant to NRS 538.161, 538.171, 538.181, 704.787 and related regulations.

GENERAL ELIGIBILITY CRITERIA

The Commission will apply the following general eligibility criteria to Applicants seeking a Hoover Schedule D power allocation, pursuant to NRS 538.161, 538.171, 538.181, 704.787 and related regulations:

- 1) The Applicant must be an entity to which the Commission is authorized by law to sell electricity or provide transmission or distribution service.
- 2) The Applicant must be an entity which currently does not have an allocation of Hoover Schedule A or B power.
- 3) The Applicant must be able to receive energy directly or indirectly through its local utility, at a point of delivery authorized by the Commission. Authorized points of delivery currently include Amargosa Substation, Basic Substation, Boulder City Switchyard, Boulder City Tap, Clark Tie, Eastside Substation, Mead Substation, and Newport Substation.
- 4) The Applicant must have an annual peak load of at least 1 megawatt, which may be satisfied by aggregation of multiple loads [subject to certain conditions being met].
- 5) The Applicant must have load located within Western's defined marketing area (a map showing this marketing area is attached as Appendix "A").
- 6) An Applicant that is an electric utility must:
 - a. Maintain a power factor of at least 95 percent, or receive Hoover Schedule D power over the facilities of a utility that is able to maintain that power factor; and
 - b. Meet the requirements for integrated resource planning or a similar program.

- 7) An Applicant that is not an electric utility must:
- a. Receive Hoover Schedule D power over the facilities of an electric utility that is able to maintain a power factor of at least 95 percent, or receive Hoover Schedule D power over the facilities of a utility that is able to maintain that power factor; and
 - b. Receive Hoover Schedule D power over the facilities of an electric utility that meets the requirements for integrated resource planning or a similar program.

OTHER REQUIREMENTS AND CONDITIONS

- 1) The Applicant for an allocation of Hoover Schedule D power must sign a statement it understands that it will be subject to the following contract provisions if it accepts a contract with the CRC to receive Hoover Schedule D power commencing on October 1, 2017.
- a. The Applicant must pay a proportionate share of this State's contribution to the cost of the Lower Colorado River Multi-Species Conservation Program.
 - b. The Applicant must participate through the CRC in the Boulder Canyon Project Implementation Agreement.
 - c. The Applicant must pay a pro rata share of Hoover Dam repayable advances.
 - d. The Applicant must meet the requirements for integrated resource planning or a similar program, or receive power from the Commission over the facilities of an electric utility that meets the requirements for such program.
 - e. If located within Nevada Power Company's service territory, the Applicant must pay applicable fees, tariff rates and charges pursuant to NRS 704.787.
 - f. The Applicant must pay a proportionate share of the debt service securities for Nevada Hoover Visitor Center and Airslot Debt which are applicable to all Nevada Contractors receiving Hoover power.
 - g. The Applicant may be required to make payments to a cash working capital fund, prepay for power purchased through the CRC, or provide collateral, or any combination thereof.

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- h. The Applicant must agree that it is subject to the jurisdiction of the courts of the State of Nevada or the courts of the United States of America for the ultimate resolution of any dispute which may arise under the contract and that any litigation addressing a dispute under the contract will be pursued only before those courts.
 - i. The Commission will determine the term of Nevada Hoover power contracts.
- 2) In order to assist the Commission in its consideration of applications and its deliberations, Staff will provide basic information for all Applicants to the Commission. The information will include but not be limited to the Applicant's: Name, physical location, annual peak load, current host electric utility, the portion of the Applicant's load currently derived from federal hydropower and the proposed Delivery Point and nature of provisions for delivery of any new Schedule D power allocation.
 - 3) All allocations of Schedule D power will be made pursuant to applicable federal and state statutes and regulations.
 - 4) If an Applicant does not contract for allocated Hoover Schedule D Power within 90 days of being offered a contract from the CRC, the CRC will reallocate that Hoover Schedule D Power to other Applicant(s) at the Commission's discretion using the allocation criteria established by the Commission.
 - 5) The Commission reserves the authority to grant waivers, for good cause, from any allocation criteria.

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APPENDIX "A" to EXHIBIT A

WESTERN AREA POWER ADMINISTRATION DEFINED MARKETING AREA

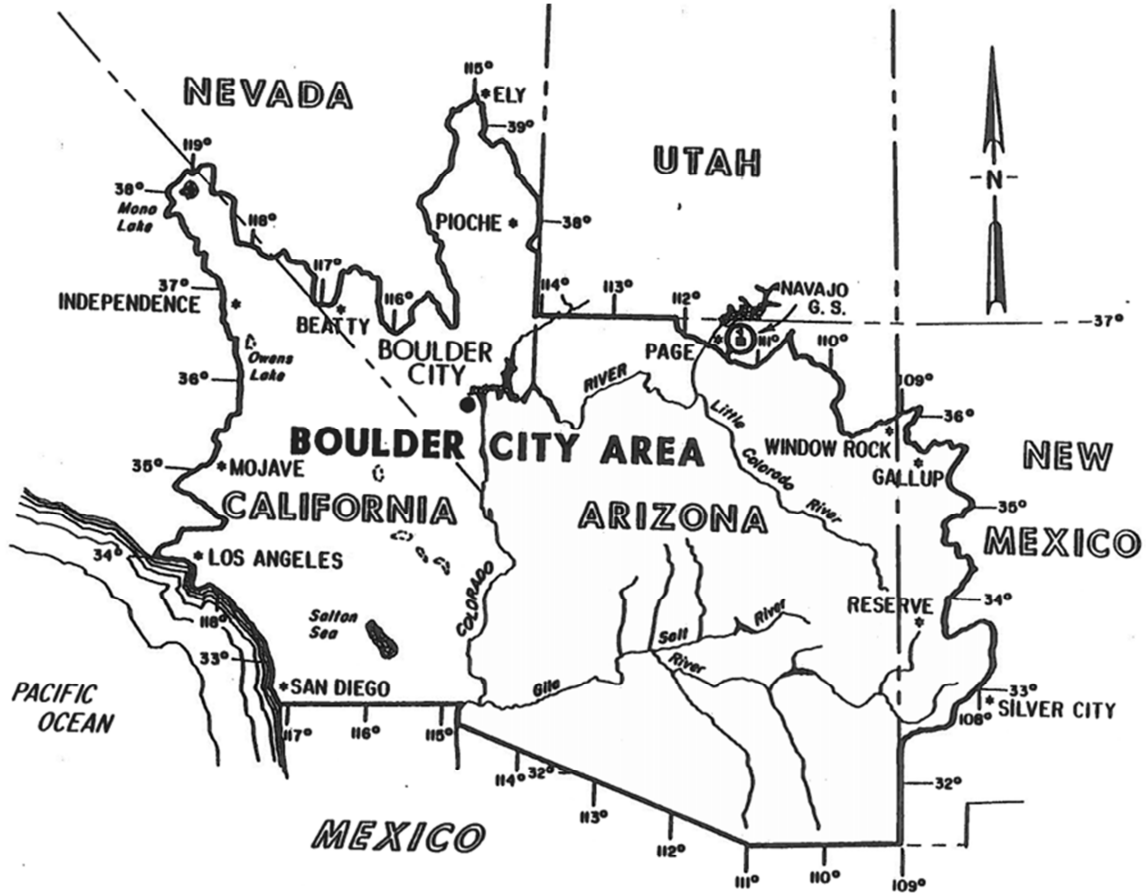


EXHIBIT B

**TO THE ORDER OF THE COLORADO RIVER COMMISSION
ESTABLISHING ALLOCATIONS OF POWER
FROM THE POST-2017 RESOURCE POOL FOR THE
BOULDER CANYON PROJECT (HOOVER DAM)**

**APPLICATIONS TO THE COLORADO RIVER COMMISSION OF NEVADA FOR AN ALLOCATION OF
SCHEDULE D HOOVER POST-2017 POWER**

APPLICANT INFORMATION

Applicant Information	Applicant Load		Host Utility ¹	Other Federal Hydropower Allocation ²		Western Schedule D Hydropower Allocation ³		Current Hydropower to Peak	
Organization (Entity Type)	Peak Demand (kW)	Annual Energy (kWh)	Name	Capacity (kW)	Energy (kWh)	Capacity (kW)	Energy (kWh)	By Percentage	Location of Load
Moapa Valley Water District (Water District)	354	1,031,670	Overton Power District	0	0	0	0	0%	Eastern Clark County
Dept. of Energy, National Nuclear Security Agency (Federal Government)	25,552	72,638,000	Valley Electric Association	2,229	11,355,281	0	0	9%	Nye County
City of Las Vegas (Municipality)	22,497	145,450,083	Nevada Energy	0	0	1,054	2,301,109	5%	Las Vegas, Nevada
University of Nevada, Las Vegas (Public Education)	22,120	96,669,160	Nevada Energy	0	0	305	665,881	1%	Las Vegas, Nevada

¹ Delivery arrangements will be through the host utility.

² Other hydropower includes current hydropower allocations of Salt Lake City Area Integrated Projects and Parker-Davis Project resources.

³ Schedule D Hoover power allocated by Western Area Power Administration as part of the Post-2017 Resource Pool authorized by the Act.

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Applicant Information	Applicant Load		Host Utility ¹	Other Federal Hydropower Allocation ²		Western Schedule D Hydropower Allocation ³		Current Hydropower to Peak	Location of Load
Organization (Entity Type)	Peak Demand (kW)	Annual Energy (kWh)	Name	Capacity (kW)	Energy (kWh)	Capacity (kW)	Energy (kWh)	By Percentage	Location of Load
City of Henderson (Municipality)	20,277	85,322,188	NV Energy	0	0	906	1,977,993	4%	Henderson, Nevada
Las Vegas Valley Water District (Water District)	82,849	171,824,975	NV Energy	0	0	3,000	6,549,646	4%	Las Vegas, Nevada
City of North Las Vegas (Municipality)	17,695	49,826,644	NV Energy	0	0	763	1,665,793	4%	North Las Vegas, Nevada
Pioneer Americas d.b.a. Olin Chlor Alkali Products (Corporation)	39,379	260,132,351	Colorado River Commission	0	0	0	0	0%	Henderson, Nevada
Henderson Library (Public Library District)	190	1,835,288	NV Energy	0	0	0	0	0%	Henderson, Nevada
Nevada Department of Transportation (State Agency)	3,976	13,509,941	NV Energy	0	0	116	253,253	3%	Various locations in southern Nevada
Las Vegas Paiute Tribe (Native American Tribe)	4,246	7,156,376	NV Energy	410	2,287,435	688	1,502,052	26%	Tribal lands in Clark County
City of Mesquite (Municipality)	2,412	10,976,908	Overton Power District	0	0	0	0	0%	Mesquite, Nevada
Clark County Water Reclamation District (Wastewater District)	12,500	92,915,000	NV Energy	0	0	680	1,484,586	5%	Las Vegas, Nevada
Nye County (County Government)	3,248	14,855,078	NV Energy	0	0	0	0	0%	Nye County

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Applicant Information	Applicant Load		Host Utility ¹	Other Federal Hydropower Allocation ²		Western Schedule D Hydropower Allocation ³		Current Hydropower to Peak	
Organization (Entity Type)	Peak Demand (kW)	Annual Energy (kWh)	Name	Capacity (kW)	Energy (kWh)	Capacity (kW)	Energy (kWh)	By Percentage	Location of Load
Academica Nevada (Public Education)	917	1,866,576	NV Energy	0	0	0	0	0%	Las Vegas, Nevada
Nevada Department of Administration (State Agency)	2,621	11,077,966	NV Energy	0	0	109	237,970	4%	Various locations in southern Nevada
Nevada Department of Corrections (State Agency)	6,772	34,021,105	NV Energy	0	0	281	613,483	4%	Various locations in southern Nevada