

MAR 10 2016

UNITED STATES OF AMERICA
BEFORE THE Electricity Delivery and
DEPARTMENT OF ENERGY Energy Reliability
OFFICE OF ELECTRICITY DELIVERY AND ENERGY RELIABILITY

Tenaska Energía de Mexico, S. de R.L. de C.V.)

Docket No. EA-417

**APPLICATION OF TENASKA ENERGÍA DE MEXICO, S. DE R.L. DE C.V.
FOR AUTHORIZATION TO TRANSMIT ELECTRIC ENERGY TO MEXICO**

Pursuant to Section 202(e) of the Federal Power Act (“FPA”)¹ and 10 C.F.R. §§ 205.300-309 (2015), Tenaska Energía de Mexico, S. de R.L. de C.V. (“TEM”) hereby submits an application (this “Application”) for blanket authorization to transmit electric energy from the United States to Mexico for five years or any longer period that may be approved by the Department of Energy (the “Department”).

I.

DESCRIPTION OF APPLICANT

The exact legal name of applicant is Tenaska Energía de Mexico, S. de R.L. de C.V. TEM is a recently-formed sociedad de responsabilidad limitada under Mexican law, with its principal place of business in Mexico City, Mexico.

The equity interests of TEM are owned by Tenaska Power Services Co. (“TPS”) (80 percent) and LQA, LLC (“LQA”) (20 percent). All of the membership interests of LQA are owned by TPS. TPS is a wholly owned subsidiary of Tenaska TPS, Inc., which is, in turn, a wholly owned subsidiary of Tenaska Energy, Inc. (“Tenaska”). Tenaska is a privately-held Delaware corporation headquartered in Omaha, Nebraska, and an independent developer and owner of power production facilities located throughout the United States.

¹ 16 U.S.C. § 824a(e) (2012).

TEM will operate as a power marketer in the Electric Reliability Council of Texas (“ERCOT”) and will make wholesale power sales in ERCOT. TEM will register with the Public Utility Commission of Texas (the “PUCT”) and will be notifying the PUCT that it is filing this application. Subject to receipt of Federal Energy Regulatory Commission (“FERC”) authorization, TEM will also make wholesale power sales in other U.S. markets. TEM will be submitting an application requesting FERC authorization under Section 205 of the FPA² and Part 35 of FERC’s regulations³ to make wholesale sales in interstate commerce of electric energy, capacity, and certain ancillary services at market-based rates.

TEM does not own or control any electric power generation or transmission facilities and does not have a franchised electric power service area. The instant application relates to TEM as a marketer of electric power only.

TEM has not previously sought authorization to export, nor has it exported, electricity to Mexico.

II.

PARTNERS

TEM is not seeking authorization to export power on behalf of any of its partners or members.

III.

CORRESPONDENCE AND COMMUNICATIONS

All correspondence and communications regarding this application should be addressed to the following persons:

² 16 U.S.C. § 824d (2012).

³ 18 C.F.R. Pt. 35 (2015).

Norma Rosner Iacovo
Associate General Counsel
Tenaska Power Services Co.
1701 E. Lamar Blvd., Suite 100
Arlington, TX 76006
(817) 462-1507
(817) 303-1104 (facsimile)
niacovo@tnsk.com

Neil L. Levy
David G. Tewksbury
KING & SPALDING LLP
1700 Pennsylvania Ave., NW
Washington, DC 20006-4706
(202) 737-0500
(202) 626-3737 (facsimile)
nlevy@kslaw.com
dtewksbury@kslaw.com

IV.

JURISDICTION

Other than the Department, TEM does not know of any other federal, state, or local government agency that has jurisdiction over the actions to be taken under the authority sought in this application.

V.

FACILITIES

Consistent with the Department's prior orders, TEM requests authorization to export power to Mexico over any authorized international transmission facility that is appropriate for open access transmission by third parties in accordance with the export limits authorized by the Department.⁴ Exhibit C to this Application identifies the international transmission facilities that are currently authorized by Presidential Permit and available for open access transmission.⁵

⁴ See Lion Shield Energy, LLC, Order Authorizing Electricity Exports to Mexico, Order No. EA-415 at 10 (Ordering Paragraph (A)) (Oct. 16, 2015) (the "Lion Shield Order").

⁵ See also *id.* at 11.

VI.

TECHNICAL DISCUSSION OF PROPOSAL

TEM seeks authority to transmit electric power to points in Mexico as a power marketer. As noted above, TEM has no “system” of its own on which its exports of power could have a reliability or stability impact. The electric power TEM will export, both on a firm or interruptible basis, will be purchased from others selling such power voluntarily and, therefore, will be surplus to the needs of the selling entities. TEM does not have a regulatory franchise obligation to serve any end use obligations in the United States. The exports proposed by TEM will not impair its ability to meet any prospective wholesale power supply obligations in the United States and will not impair or impede the sufficiency of electric power supplies in the United States or the regional coordination of electric utility planning or operations.

VII.

CONSISTENCY WITH LAWS

TEM’s application is consistent with United States energy policy established in the Energy Policy Act of 1992, as amended, the North American Free Trade Agreement of 1993, and other initiatives intended to foster more efficient and competitive North American energy markets. Given that TEM only intends to export power over existing transmission lines, this application qualifies for a categorical exclusion under the Department’s regulations implementing the National Environmental Policy Act of 1969.⁶

⁶ See 10 C.F.R. Part 1021, Subpart D, Appendix B, § B4.2 (2015) (providing a categorical exclusion for the “[e]xport of electric energy as provided by Section 202(e) of the [FPA] over existing transmission systems or using transmission system changes that are themselves categorically excluded”).

TEM will not export electricity to Mexico until such time as the Department grants authorization for such exports, and is willing to accept general conditions consistent with those established by the Department in its previous orders granting authorization for exports.

VIII.

EXHIBITS AND ATTACHMENTS

In accordance with 10 C.F.R. § 205.303 (2015), the following exhibits are attached hereto:

Exhibit A	Agreements – Not Applicable
Exhibit B	Legal Opinion of TEM’s counsel
Exhibit C	Transmission Facilities (submitted in lieu of maps)
Exhibit D	Power of Attorney
Exhibit E	State of Foreign Relationship – Not Applicable ⁷
Exhibit F	Operating Procedures – Not Applicable
Attachment 1	Verification

⁷ There are no corporate relationships or existing contracts between TEM and any other person, corporation, or foreign government, which in any way relate to the control or fixing of rates for the purchase, sale, or transmission of electric energy.

IX.

CONCLUSION

WHEREFORE, for the reasons set forth above, TEM respectfully requests that the Department review and grant TEM's application in an expeditious manner.

Respectfully submitted,

TENASKA ENERGÍA DE MEXICO, S. DE R.L. DE C.V.

By: 

Neil L. Levy
David G. Tewksbury
KING & SPALDING LLP
1700 Pennsylvania Ave., NW
Washington, DC 20006-4706

Norma Rosner Iacovo
Associate General Counsel
Tenaska Power Services Co.
1701 E. Lamar Blvd., Suite 100
Arlington, TX 76006

Counsel for
Tenaska Energía de Mexico, S. de R.L. de C.V.

Dated: March 10, 2016

Exhibit B

Legal Opinion of TEM's Counsel

KING & SPALDING

King & Spalding LLP
1700 Pennsylvania Avenue, N.W.
Washington, D.C. 20006-4706
www.kslaw.com

Neil L. Levy
Direct Dial: (202) 626-5452
Direct Fax : (202) 626-3737
nlevy@kslaw.com

March 10, 2016

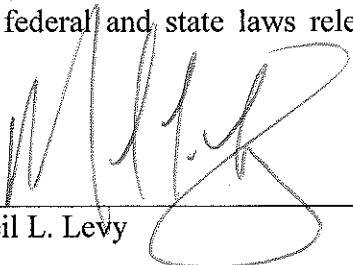
Mr. Christopher Lawrence
Department of Energy, OE-20
Office of Electricity Delivery and
Energy Reliability
1000 Independence Avenue, S.W.
Washington, D.C. 20585

Re: Tenaska Energía de Mexico, S. de R.L. de C.V.; Docket No. EA-

Dear Mr. Lawrence:

The following opinion is given in support of the Application of Tenaska Energía de Mexico, S. de R.L. de C.V. for authorization to transmit electric energy to Mexico.

1. I am an attorney authorized to practice law in the District of Columbia.
2. I am counsel to Tenaska Energía de Mexico, S. de R.L. de C.V. in this matter.
3. To the best of my knowledge and belief, the proposed export of electricity is within the corporate power of Tenaska Energía de Mexico, S. de R.L. de C.V., and Tenaska Energía de Mexico, S. de R.L. de C.V. has complied, or is in the process of complying with, all federal and state laws relevant to the proposed export.



Neil L. Levy

Counsel for
Tenaska Energía de Mexico, S. de R.L. de C.V.

Exhibit C
Transmission Facilities

Existing And Planned International Transmission Facilities¹

Owner	Location	Voltage	Presidential Permit No.
AEP Texas Central Company	Brownsville, TX	138 kV	PP-94
		69 kV	PP-94
	Laredo, TX	138 kV	PP-317
		230 kV	PP-317
	Eagle Pass, TX	138 kV	PP-219
Baja California Power, Inc.	Imperial Valley, CA	230 kV	PP-234
Comisión Federal de Electricidad	Falcon Dam, TX	138 kV	None
	Redford, TX	7.2 kV	PP-51
	Presidio, TX	13.8 kV	PP-03
El Paso Electric Company	Diablo, NM	115 kV	PP-92
	Ascarate, TX	115 kV	PP-48
Generadora del Desierto – WAPA	San Luis, AZ	230 kV	PP-304
San Diego Gas & Electric Company	Miguel, CA	230 kV	PP-68
	Imperial Valley, CA	230 kV	PP-79
Sharyland Utilities, Inc.	McAllen, TX	138 kV	PP-285

¹ These international transmission facilities are authorized by Presidential Permit and available for open access transmission as of the most recent order authorizing electricity exports to Mexico. See Lion Shield Order at 10-11.

Exhibit D
Power of Attorney

IRREVOCABLE LIMITED POWER OF ATTORNEY

This IRREVOCABLE LIMITED POWER OF ATTORNEY is made as of March 9, 2016, by Tenaska Energía de Mexico, S. de R.L. de C.V. (the "Principal"), a sociedad de responsabilidad limitada under the laws of Mexico, with its headquarters at Mexico City, Mexico.

1. Appointment. The Principal does hereby appoint Tenaska Power Services Co., whose principal place of business is at 14302 FNB Parkway, Omaha, NE 68154, as the Principal's true and lawful agent and attorney-in-fact ("Attorney-in-Fact") for the limited purpose described herein.
2. Scope of Authority. The Attorney-In-Fact shall have the limited power and authority to receive service of process for any and all matters relating to the "Application of Tenaska Energía de Mexico, S. de R.L. de C.V. for Authorization to Transmit Electric Energy to Mexico" filed with the U.S. Department of Energy.
3. Irrevocability. This Power of Attorney is irrevocable by the Principal, subject only to the Principal's right to substitute another agent residing within the United States as the Attorney-in-Fact upon 30 days written notice to the U.S. Department of Energy and the Attorney-in-Fact.

IN WITNESS WHEREOF, the Principal has caused this Power of Attorney to be duly executed on this 9th day of March, 2016.

TENASKA ENERGÍA DE MEXICO, S. DE R.L. DE C.V.

By: Tenaska Power Services Co., Its Managing Member

By:

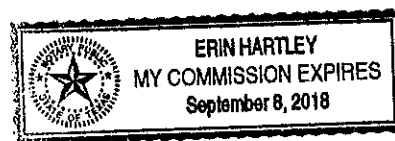
Kevin R. Smith
Kevin R. Smith
President



Subscribed and sworn to before me this 9th day of March, 2016

Erin Hartley
Notary Public
for the State of Texas

My Commission expires: September 8, 2018



Attachment 1

Verification

VERIFICATION

STATE OF TEXAS)
)
COUNTY OF TARRANT) cc:

Kevin R. Smith, being first duly sworn, states that he is the President of Tenaska Energía de Mexico, S. de R.L. de C.V., and President of its Managing Member, Tenaska Power Services Co.; that he is authorized to execute this verification; that he has read the above and foregoing Application and is familiar with the contents thereof; and that all allegations and facts contained therein, are true and correct to the best of his knowledge, information, and belief.

Kevin R. Smith
Kevin R. Smith
President



Subscribed and sworn to before me this 9th day of March, 2016

Erin Hartley
Notary Public
for the State of Texas

My Commission expires: September 8, 2018

