

BEFORE THE FLORIDA PUBLIC SERVICE COMMISSION

In re: Petition for Approval of)
Arrangement to Mitigate Impact of) DOCKET NO. 150075-EI
Unfavorable Cedar Bay Power Purchase)
Obligation, by Florida Power &) FILED: July 28, 2015
Light Company.)

REDACTED

CEDAR BAY GENERATING COMPANY'S
TWELFTH REQUEST FOR CONFIDENTIAL CLASSIFICATION

Cedar Bay Generating Company, Limited Partnership ("Cedar Bay"), by and through undersigned counsel and, pursuant to Rule 25-22.006, Florida Administrative Code ("F.A.C."), and Section 366.093, Florida Statutes ("F.S."), hereby requests confidential classification for information contained in portions of the Office of Public Counsel's ("OPC") responses ("OPC's Responses") to Florida Power & Light Company's ("FPL") First Set of Interrogatories (Nos. 1-10) and OPC's Responses to FPL's First Request for Production of Documents ("POD") (Nos. 1-2) ("FPL's Discovery Requests"). Specifically, in response to FPL's POD No. 2, information from Cedar Bay's confidential documents produced by Cedar Bay during discovery (Cedar Bay's Bates No. Pages CB0001898 - CB0001935) was used and manipulated by OPC's expert(s) in responding to FPL's Discovery Requests. In addition, OPC's Responses used FPL's confidential information in response to FPL's Interrogatories No. 7 and No. 9 and FPL's POD No. 2. In support of its request, Cedar Bay states as follows:

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1. On July 10, 2015, the Office of Public Counsel filed a letter (PSC Document No. 04348-15) regarding OPC's Response to FPL's Discovery Requests as well as submitting a confidential CD containing the responsive documents (PSC Confidential Document No. 04349-15). Because of the confidential information contained in OPC's Responses, on July 10, 2015, Cedar Bay filed its Twelfth Notice of Intent to Request Confidential Classification (PSC Document No. 04340-15) ("Twelfth Notice"). In addition, on July 10, 2015, FPL filed its Notice of Intent to Request Confidential Classification of Certain Information Contained in Office of Public Counsel's Responses to FPL's First Set of Interrogatories and First Request for Production ("FPL's Notice") (PSC Document No. 04338-15). Accordingly, pursuant to Rule 25-22.006(3), F.A.C., this request is timely.

2. Cedar Bay's Twelfth Notice and FPL's Notice concern confidential documents that were previously submitted in Cedar Bay's Response to the Florida Industrial Power Users Group's First Request for Production. Cedar Bay's First Request for Confidential Classification (PSC Document #03047-15) was filed on May 21, 2015, the confidential information was part of Exhibit A (PSC Confidential Document #13048-15), and included a blanket request for confidentiality regarding Cedar Bay Bates Nos. CB0000001 - CB0009578. In OPC's Responses to FPL's Discovery Requests, OPC indicated that OPC's Responses included information

contained within Cedar Bay's Bates No. Pages CB0001898 -
CB0001935 ("Cedar Bay's Confidential Documents").

3. The following exhibits are included and made a part of
this request:

- a. Exhibit A is a CD containing OPC's POD Response
No. 2 to FPL's Discovery Requests - specifically:
OPCRESP-FPLPOD1-2-000015-34; OPCRESP-FPLPOD1-2-
000035-54; OPCRESP-FPLPOD1-2-000055-74; OPCRESP-
FPLPOD1-2-000075-94; OPCRESP-FPLPOD1-2-000095-114;
OPCRESP-FPLPOD1-2-000115-134; OPCRESP-FPLPOD1-2-
000135-154; and OPCRESP-FPLPOD1-2-000155-174. Each
individual spreadsheet is identified
"Confidential" in red lettering. Because each
page of the spreadsheet contains information which
Cedar Bay and FPL deem highly confidential, Cedar
Bay is seeking confidential treatment for OPC's
POD Response No. 2 to FPL's Discovery Requests in
its entirety. In addition, Exhibit A includes
OPC's Responses to FPL's Interrogatories No. 7 and
No. 9. Exhibit A is submitted separately in a
sealed envelope marked "CONFIDENTIAL."
- b. Exhibit B consists of a page identifying OPC POD
Response No. 2 (OPCRESP-FPLPOD1-2-000015-34;
OPCRESP-FPLPOD1-2-000035-54; OPCRESP-FPLPOD1-2-

000055-74; OPCRESP-FPLPOD1-2-000075-94; OPCRESP-FPLPOD1-2-000095-114; OPCRESP-FPLPOD1-2-000115-134; OPCRESP-FPLPOD1-2-000135-154; and OPCRESP-FPLPOD1-2-000155-174) to which Cedar Bay and FPL are seeking confidential treatment. Because Cedar Bay is seeking confidential treatment of the OPC POD Response No. 2 in its entirety, no purpose would be served by producing a fully redacted version of each document. In addition, Exhibit B includes OPC's Responses to FPL's Interrogatories No. 7 and No. 9.

- c. Exhibit C is a table that identifies the specific statutory bases for the claim of confidentiality and the affiant who supports the requested classification.
- d. Exhibit D contains the affidavits of Tom Hartman, Director of Business Development in FPL's Marketing and Trading Division; David Herr, Managing Director of Duff & Phelps, LLC; and Jacob A. Pollack, Vice President and Secretary of Cedar Bay.

4. Section 366.093(1), F.S., provides that "Upon request of the public utility or other person, any records received by the Commission which are shown to be proprietary confidential

business information shall be kept confidential and shall be exempt from s. 119.07(1)." Section 366.093(3), F.S., defines proprietary confidential business information to mean information that is (i) intended to be and is treated as private confidential information by the company, (ii) because disclosure of the information would cause harm, (iii) to the company's business operation, and (iv) the information has not been voluntarily disclosed to the public. Additionally, section 366.093(3)(e) defines "information relating to competitive interests, the disclosure of which would impair the competitive business of the provider of the information" as proprietary confidential business information.

5. Cedar Bay is requesting confidential classification of the Confidential Documents because the Confidential Documents contain proprietary and confidential competitive business information, including information concerning internal business plans, projected capital expenditures, confidential contractual negotiations, contractual arrangements, internal budget projections, financial forecasts, plant operations, and other competitively sensitive commercial information, the disclosure of which would harm or otherwise adversely impact Cedar Bay's competitive business interests. Cedar Bay has treated the Confidential Documents as confidential and Cedar Bay has not voluntarily disclosed the Confidential Documents to the public.

6. Additionally, FPL is requesting confidential classification of portions OPC's Responses because the documents contain FPL's evaluation of competitive economic options and strategies. Other information is related to projected capacity costs, which, if disclosed, would place FPL at a disadvantage for future capacity.

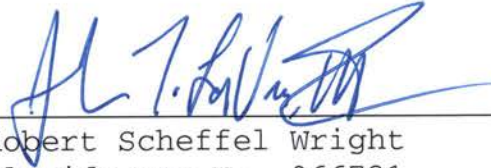
7. In addition, the designated materials constitute the proprietary business information of a third party related to the third party's competitive interests. The disclosure of this information would disadvantage FPL customers and would place FPL at a competitive disadvantage when coupled with other information that is publicly available. In particular, information designated as confidential consists of or relates to a valuation report of tangible and intangible assets performed by Duff & Phelps, Inc. The details of this highly detailed valuation report identifies with specificity the proprietary methodology that a third party consultant, Duff & Phelps, employs in performing such valuations as well as certain commercial terms pursuant to which Duff & Phelps provides such valuations. Accordingly, public disclosure would impair the competitive businesses of Duff & Phelps. Other materials designated by FPL constitute the documents consist of negotiated terms between FPL and CBAS Holdings, LLC for the Cedar Bay transaction, the disclosure of which would impair FPL's ability or position to attain favorable transactions for the

benefit of its customers in the future. Likewise, disclosure would impair CBAS Holdings, LLC's ability to negotiate terms with third parties indirectly affected by the Cedar Bay transaction. Additionally, the documents contains an analysis of FPL's economic options and strategies.

8. Upon a finding by the Commission that the material in Exhibit A for which Cedar Bay seeks confidential treatment is proprietary confidential business information within the meaning of Section 366.093(3), F.S., such information should not be declassified for a period of at least eighteen (18) months. Additionally, the material provided should be returned to Cedar Bay as soon as the information is no longer necessary for the Commission to conduct its business, pursuant to Section 366.093(4), F.S.

WHEREFORE, for the above and foregoing reasons, as more fully set forth in the supporting materials and affidavit included herewith, Cedar Bay Generating Company, Limited Partnership respectfully requests that its Twelfth Request for Confidential Classification be granted.

Respectfully submitted this 28th day of July, 2015.



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Attorneys for Cedar Bay
Generating Company, Limited
Partnership

CERTIFICATE OF SERVICE

I HEREBY CERTIFY that a true and correct copy of the foregoing was furnished to the following, by electronic delivery, on this 28th day of July, 2015.

Martha Barrera
Florida Public Service Commission
Division of Legal Services
2540 Shumard Oak Boulevard
Tallahassee, Florida 32399

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Tallahassee, Florida 32301

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Florida Power & Light Company
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Juno Beach, FL 33408



Attorney

PSC DOCKET 150075-EI

CEDAR BAY GENERATING COMPANY'S
12TH REQUEST FOR CONFIDENTIAL
CLASSIFICATION

EXHIBIT B

EXHIBIT C

BEFORE THE FLORIDA PUBLIC SERVICE COMMISSION

In re: Petition for Approval of)
 Arrangement to Mitigate Impact of) DOCKET NO. 150075-EI
 Unfavorable Cedar Bay Power Purchase)
 Obligation, by Florida Power &) FILED: July 28, 2015
 Light Company.)
 _____)

OPC's Responses to FPL's First Set of Interrogatories	Page No./ Bates No.	Description	Column No. / Line No.	Florida Statute 366.093(3) Subsection	Affiant
No. 7	Page 9 of 11	Question Narrative	Line 1A	(d) (e)	T. Hartman
		Narrative Response of Christopher Dawson	Lines 2B, 3C		
No. 9	Page 10 of 11	Narrative Response of Christopher Dawson	Line 1A	(d) (e)	T. Hartman
OPC's Responses to FPL'S First Request for Production					
No. 2	OPCRESP-FPLPOD1-2-000015-34	OPC evaluations and of Duff & Phelps detailed valuation model and back up calculations for Cedar Bay transaction (electronic format)	All	(d) (e)	Herr/Pollack
	OPCRESP-FPLPOD1-2-000035-54	OPC evaluations of Duff & Phelps valuation model and back up calculations for Cedar Bay transaction (electronic format)	All	(d) (e)	Herr/Pollack
	OPCRESP-FPLPOD1-2-000055-74	OPC evaluations of Duff & Phelps valuation model and back up calculations for Cedar Bay transaction (electronic format)	All	(d) (e)	Herr/Pollack

OPC's Responses to FPL's First Request for Production No. 2 (cont.)	Page No./ Bates No.	Description	Column No. / Line No.	Florida Statute 366.093(3) Subsection	Affiant
	OPCRESP- FPLPOD1-2- 000075-94	OPC evaluations of Duff & Phelps valuation model and back up calculations for Cedar Bay transaction (electronic format)	All	(d) (e)	Herr/Pollack
	OPCRESP- FPLPOD1-2- 000095-114	OPC evaluations of Duff & Phelps valuation model and back up calculations for Cedar Bay transaction (electronic format)	All	(d) (e)	Herr/Pollack
	OPCRESP- FPLPOD1-2- 000115-134	OPC evaluations of Duff & Phelps valuation model and back up calculations for Cedar Bay transaction (electronic format)	All	(d) (e)	Herr/Pollack
	OPCRESP- FPLPOD1-2- 000135-154	OPC evaluations of Duff & Phelps valuation model and back up calculations for Cedar Bay transaction (electronic format)	All	(d) (e)	Herr/Pollack
	OPCRESP- FPLPOD1-2- 000155-174	OPC evaluations of Duff & Phelps valuation model and back up calculations for Cedar Bay transaction (electronic format)	All	(d) (e)	Herr/Pollack

EXHIBIT D

BEFORE THE FLORIDA PUBLIC SERVICE COMMISSION

In RE: Petition for approval of arrangement to mitigate impact of unfavorable Cedar Bay power purchase obligation, by Florida Power & Light Company.

Docket No: 150075-EI

STATE OF FLORIDA)
COUNTY OF PALM BEACH)

AFFIDAVIT OF THOMAS L. HARTMAN

BEFORE ME, the undersigned authority, personally appeared Thomas L. Hartman who, being first duly sworn, deposes and says:

1. My name is Thomas L. Hartman. I am currently employed by Florida Power & Light Company ("FPL") as Director, Business Development in Energy Marketing and Trading. I have personal knowledge of the matters stated in this affidavit.

2. I have reviewed the documents and information included in Exhibit A to FPL's Request for Confidential Classification. The documents or materials that I have reviewed and which are asserted by FPL to be proprietary confidential business information relate to competitive interests. Specifically, the document contains an analysis of competitive economic options and strategies and capacity charges. The disclosure of this information would disadvantage FPL customers and would place FPL at a competitive disadvantage when coupled with other information that is publicly available. To the best of my knowledge, FPL has maintained the confidentiality of these documents and materials.

3. Consistent with the provisions of the Florida Administrative Code, such materials should remain confidential for a period of eighteen (18) months. In addition, they should be returned to FPL as soon as the information is no longer necessary for the Commission to conduct its business so that FPL can continue to maintain the confidentiality of these documents.

4. Affiant says nothing further.

[Handwritten signature of Thomas L. Hartman]

Thomas L. Hartman

SWORN TO AND SUBSCRIBED before me this 21st day of July 2015, by Thomas L. Hartman, who is personally known to me or who has produced (type of identification) as identification and who did take an oath.

[Handwritten signature of Elizabeth Carrero]

Notary Public, State of Florida

My Commission Expires:



EXHIBIT D

BEFORE THE FLORIDA PUBLIC SERVICE COMMISSION

In RE: Petition for approval of arrangement to mitigate impact of unfavorable Cedar Bay power purchase obligation, by Florida Power & Light Company.

Docket No: 150075-EI

COMMONWEALTH OF PENNSYLVANIA)
COUNTY OF PHILADELPHIA)

AFFIDAVIT OF DAVID HERR

BEFORE ME, the undersigned authority, personally appeared David Herr who, being first duly sworn, deposes and says:

1. My name is David Herr. I am currently employed by Duff & Phelps LLC as Managing Director, the Philadelphia City Leader, and the Energy and Mining Industry leader. I have personal knowledge of the matters stated in this affidavit.

2. I have reviewed the documents and information included in Exhibit A to FPL's Request for Confidential Classification. The documents or materials that I have reviewed and which are asserted by FPL to be confidential constitute the proprietary business information of a third party related to the third party's competitive interests. The disclosure of this information would disadvantage FPL customers and would place FPL at a competitive disadvantage when coupled with other information that is publicly available. In addition, information designated as confidential consists of or relates to the two valuation reports of tangible and intangible assets performed by Duff & Phelps, Inc. The details of these highly detailed valuation report identify with specificity the proprietary methodology that Duff & Phelps employs in performing such valuations as well as certain commercial terms pursuant to which Duff & Phelps provides such valuations. Accordingly, public disclosure would impair the competitive businesses of Duff & Phelps and therefore should be treated confidentially. To the best of my knowledge, FPL and Duff & Phelps have maintained the confidentiality of these documents and materials.

3. To the best of my knowledge, FPL has maintained the confidentiality of these documents and materials.

4. Consistent with the provisions of the Florida Administrative Code, such materials should remain confidential for a period of eighteen (18) months. In addition, they should be returned to FPL as soon as the information is no longer necessary for the Commission to conduct its business so that FPL can continue to maintain the confidentiality of these documents.

5. Affiant says nothing further.

Handwritten signature of David Herr over a horizontal line, with the name 'David Herr' printed below.

SWORN TO AND SUBSCRIBED before me this 17th day of July 2015, by David Herr, who is personally known to me or who has produced Driver's License (type of identification) as identification and who did take an oath.

Handwritten signature of Portia Drake over a horizontal line, with the text 'Notary Public, Commonwealth of Pennsylvania' printed below.

My Commission Expires: 12-19-2015

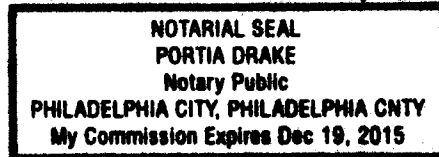


EXHIBIT D

BEFORE THE FLORIDA PUBLIC SERVICE COMMISSION

In re: Petition for Approval of)
Arrangement to Mitigate Impact of) DOCKET NO. 150075-EI
Unfavorable Cedar Bay Power Purchase)
Obligation, by Florida Power &)
Light Company.)
_____)

**AFFIDAVIT OF JACOB A. POLLACK IN SUPPORT OF
CEDAR BAY GENERATING COMPANY'S
TWELFTH REQUEST FOR CONFIDENTIAL CLASSIFICATION**

STATE OF FLORIDA

COUNTY OF LEON

BEFORE ME, the undersigned authority duly authorized to administer oaths, personally appeared Jacob Pollack, who being first duly sworn, on oath deposes and says that:

1. My name is Jacob A. Pollack. I am over the age of 18 years old and I have been authorized by Cedar Bay Generating Company, Limited Partnership ("Cedar Bay") to give this affidavit in the above-styled proceeding on Cedar Bay's behalf and in support of Cedar Bay's Twelfth Request for Confidential Classification. I have personal knowledge of the matters stated in this affidavit.

2. I am Vice President and Secretary for Cedar Bay. I am also Senior Vice President and General Counsel for Cogentrix Energy Power Management, LLC ("CEPM"), which is an affiliate of Cedar Bay. My business address is 9405 Arrowpoint Boulevard,

Charlotte, North Carolina 28273. I am responsible for all legal, corporate governance, and corporate records matters for Cedar Bay and CEPM.

3. Cedar Bay is seeking confidential classification for information contained in the Office of Public Counsel's Discovery Responses to Florida Power & Light Company's discovery requests, specifically FPL's First Request for Production of Documents, Request No. 2 ("POD 2"). Confidential Cedar Bay information was used in the calculations included in OPC's Discovery Responses regarding POD 2, as more specifically identified in Exhibits A and C of Cedar Bay's Twelfth Request for Confidential Classification.

4. Cedar Bay is requesting confidential classification of this information because it is competitively sensitive confidential business information, in that it contains information concerning internal business plans, projected capital expenditures, confidential contractual negotiations, contractual arrangements, internal budget projections, financial forecasts, plant operations, and other competitively sensitive commercial information. The disclosure of this information to third parties would adversely impact Cedar Bay's and/or its affiliates' competitive business interests and otherwise harm Cedar Bay and/or its affiliates.

5. The information identified in Exhibit A and Exhibit C is intended to be and is treated as confidential by Cedar Bay and has not been disclosed to the public.

6. This concludes my affidavit.

Jacob A. Pollack

Jacob A. Pollack
Vice President and Secretary
Cedar Bay Generating Company, LP
9405 Arrowpoint Boulevard
Charlotte, North Carolina 28273

SWORN TO AND SUBSCRIBED before me this 27th day of July, 2015, by Jacob A. Pollack, who is personally known to me or who has produced _____ (type of identification) as identification and who did take an oath.



Rhonda J. Dulgar
Notary Public, State of Florida

My Commission Expires: 6-1-2019