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March 4, 2021

Ms. Kimberley A. Campbell, Chief Clerk
North Carolina Utilities Commission
430 N. Salisbury Street
Raleigh, NC 27603

***RE: Certificate of Public Convenience and Necessity Application
for Rosemary Solar, LLC to Construct a 74-MWAC Solar
Facility in Scotland County, North Carolina
NCUC Docket No. SP-31586, Sub 0***

Dear Ms. Campbell:

On behalf of Rosemary Solar, LLC, we submit the attached **Certificate of Public Convenience and Necessity Application** in the above-referenced docket.

Should you have any questions concerning this filing, please do not hesitate to contact me.

Sincerely,

A handwritten signature in blue ink that reads 'Karen M. Kemerait'.

Karen M. Kemerait

KK:bs

cc: All parties of record
Enclosures

A Pennsylvania Limited Liability Partnership

California Colorado Delaware District of Columbia Florida Georgia Illinois Minnesota Nevada
New Jersey New York North Carolina Pennsylvania South Carolina Texas Virginia Washington

DOCKET NO. SP-³¹⁵⁸⁶_____, SUB ⁰_____Filing Fee Tendered \$^{275.00}_____**Application for a Certificate of Public Convenience and Necessity – Rule R8-64**

Pursuant to Commission Rule R8-64, this form is required for use in applying for a Certificate of Public Convenience and Necessity (CPCN) by a person, other than an electric public utility, who is an owner of a renewable energy facility that is participating in the Competitive Procurement of Renewable Energy Program established in G.S. 62-110.8, or by a person who is seeking the benefits of 16 U.S.C. 624-3 or G.S. 62-156 as a qualifying co-generator or a qualifying small power producer as defined in 16 U.S.C. 796(17) and (18), or as a small power producer as defined in G.S. 62-3(27a), except persons exempt from certification pursuant to G.S. 62-110.1(g). This form may be accompanied by any exhibits or additional responses incorporated by reference thereto and attached to this form. This form must be accompanied by the required filing fee of \$25.00.

You may file this application electronically; please see www.ncuc.net for instructions.

If this form is filed by hard copy, the original plus 12 copies must be presented at or transmitted to the office of the Chief Clerk. Regardless of the method of delivery, this form is not deemed filed until it is received by the Chief Clerk, along with the required filing fee.

The mailing address is:

Chief Clerk
NC Utilities Commission
4325 Mail Service Center
Raleigh, NC 27699-4325

Exhibits required by Rule R8-64(b)		Applicant's Response
(1)(i)	Full and correct name of the owner of the facility	Rosemary Solar LLC
	Facility name	Rosemary Solar LLC
	Business address	880 Apollo St, Suite 333, El Segundo, CA 90245
	E-mail address	utility@birchcreekdev.com
	Telephone number	(855) 969-3380
(ii)	The owner is (check one)	<input type="checkbox"/> Individual <input type="checkbox"/> Partnership <input checked="" type="checkbox"/> Corporation
	If a partnership, the name and business address of each general partner	
	If a corporation, the state and date of incorporation	North Carolina limited liability company formed 11/12/2020

	If a partnership, the name and address of each general partner (add additional sheets if necessary)	
	Owner's agent for purposes of this application, if applicable:	Karen Kemerait Fox Rothschild LLP
	Agent's business address	434 Fayetteville St, Suite 2800, Raleigh, NC 27601
	Agent's e-mail address	kkemerait@foxrothschild.com
	Agent's telephone number	(919) 755-8764
(iii)	The full and correct name of the site owner and, if the site owner is other than the applicant, the applicant's legal interest in the site	The site is owned by 1 independent landowner: Walker Farms, Inc., a North Carolina Corporation. The applicant and facility owner, Rosemary Solar LLC, has a valid purchase and sale agreement with each owner.
(2)(i)	Attach a color map or aerial photo showing the location of the generating facility site in relation to local highways, streets, rivers, streams, and other generally known local landmarks with the proposed location of major equipment indicated on the map or photo, including: the generator, fuel handling equipment, plant distribution system, startup equipment, the site boundary, planned and existing pipelines, planned and existing roads, planned and existing water supplies, and planned and existing electric facilities;. A U.S. Geological Survey map or an aerial photo map prepared via the State's geographic information system (found at www.gis.ncdcr.gov/hpweb/) is preferred.	
(ii)	E911 street address of the proposed facility	E911 address has not yet been assigned to the facility
	County in which the proposed facility will be physically located	Scotland County
	GPS coordinates of the approximate center of the proposed facility site to the nearest second or one thousandth of a degree	34°47'30.84"N, 79°25'22.63"W
(3)(i)	The nature of the facility, including its technology, and the source of its power and fuel(s)	The facility will be a 74 MWac solar photovoltaic (PV) generation facility that will utilize solar energy to produce electricity.
(ii)	A description of the buildings, structures and equipment comprising the generating facility and the manner of its operation	The facility's equipment is expected to include: (i) Approximately 171,210 Canadian Solar 445 W Bifacial modules (or equivalent) (ii) Approximately 27 Sungrow SG3150U inverters (or equivalent)

(iii)	The gross and net projected maximum dependable capacity of the facility in megawatts – Alternating Current	The dependable capacity of the facility is 0 MW.
	The facility's nameplate capacity in megawatts – Alternating Current	The facility's nameplate capacity is 74 MWac.
(iv)	The projected date on which the facility will come on line	June 1, 2024
(v)	The applicant's general plan for sale of the electricity to be generated, including the name of utility to which the applicant plans to sell the electricity	The facility owner plans to sell the electricity to Duke Energy Progress LLC, pursuant to a long-term Power Purchase Agreement.
(vi)	Any provisions for wheeling of the electricity, if applicable	No provisions for the facility to wheel electricity.
(vii)	Arrangements for firm, non-firm, or emergency generation, if applicable	There are currently no arrangement for firm, non-firm, or emergency generation
(viii)	The service life of the project	40 years
(ix)	The projected annual sales in kilowatt-hours	145,383,000 kWh
(x)	Whether the applicant intends to produce renewable energy certificates that are eligible for compliance with the State's renewable energy and energy efficiency portfolio standard <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
(4)(i)	A complete list of all federal and state licenses, permits and exemptions required for construction and operation of the generating facility and a statement of whether each has been obtained or applied for	1. FERC Form 556, Self-Certification of Qualifying Facility - Complete 2. NC Dept of Environmental Quality: Stormwater Permit and Sedimentation and Erosion Control Permit - TBD 3. NC Dept of Transportation: Commercial Driveway Permit - TBD 4. FAA Section 77.9 Notice - Complete 5. EIA-860 and EIA-923 - TBD
(ii)	Attach a copy of those licenses, permits and exemptions that have been obtained; a copy of those that have not been obtained at the time of the application should be filed with the Commission as soon as they are obtained	
(5)	The expected cost of the proposed facility	\$ 70,300,000

(6) The following applicants shall complete this section with the information as described in R8-64(b)(6): 1) An applicant seeking to enter into a contract for the sale of electricity with a term of 5 years or more, and whose facility will have a projected generating capacity of 5 MW _{AC} or greater and is not a solar photovoltaic facility, and 2) An applicant seeking to enter into a contract for the sale of electricity with a term of 5 years or more, and whose facility is a solar photovoltaic facility with a generating capacity of 25 MW _{AC} or more.	
(i)a	A statement detailing the experience and expertise of the persons who will develop, design, construct, and operate the project to the extent such persons are known at the time of the application
b	Information specifically identifying the extent to which any regulated utility will be involved in the actual operation of the project
c	A statement obtained by the applicant from the electric utility to which the applicant plans to sell the electricity to be generated setting forth an assessment of the impact of such purchased power on the utility's capacity, reserves, generation mix, capacity expansion plan, and avoided costs
(ii)a	The most current available balance sheet of the applicant
b	The most current available income statement of the applicant
c	An economic feasibility study of the project
d	A statement of the actual financing arrangements entered into in connection with the project to the extent known at the time of the application
(iii)a	A detailed explanation of the anticipated kilowatt and kilowatt-hour outputs, on-peak and off-peak, for each month of the year. The explanation shall include a statement of the specific on-peak and off-peak hours underlying the applicant's quantification of anticipated kilowatt and kilowatt-hour outputs
b	A detailed explanation of all energy inputs and outputs, of whatever form, for the project, including the amount of energy and the form of energy to be sold to each purchaser
c	A detailed explanation of arrangements for fuel supply, including the length of time covered by the arrangements, to the extent known at the time of the application

Confidentiality

If an applicant considers certain of the required information above to be confidential and entitled to protection from public disclosure, it may designate said information as confidential and file it under seal. Documents marked as confidential will be treated pursuant to applicable Commission rules, procedures, and orders dealing with filings made under seal and with nondisclosure agreements.

Please read the "After You File" instructions on the last page of this document.

All applications shall be signed and verified (notarized) by the applicant or by an individual duly authorized to act on behalf of the applicant for the purpose of the application. A blank verification page is attached below:

VERIFICATIONSTATE OF NC COUNTY OF Buncombe

[Signature] Authorized Representative
Signature of Owner's Representative or Agent Title of Representative or Agent

Ben Catt
Typed or Printed Name of Representative or Agent

The above named person personally appeared before me this day and, being first duly sworn, says that the facts stated in the foregoing application and any exhibits, documents, and statements thereto attached are true as he or she believes.

WITNESS my hand and notarial seal, this 11th day of February, 2021.

My Commission Expires: 04.11.2024

[Signature]
Signature of Notary Public

Corinne Wullmann
Name of Notary Public – Typed or Printed



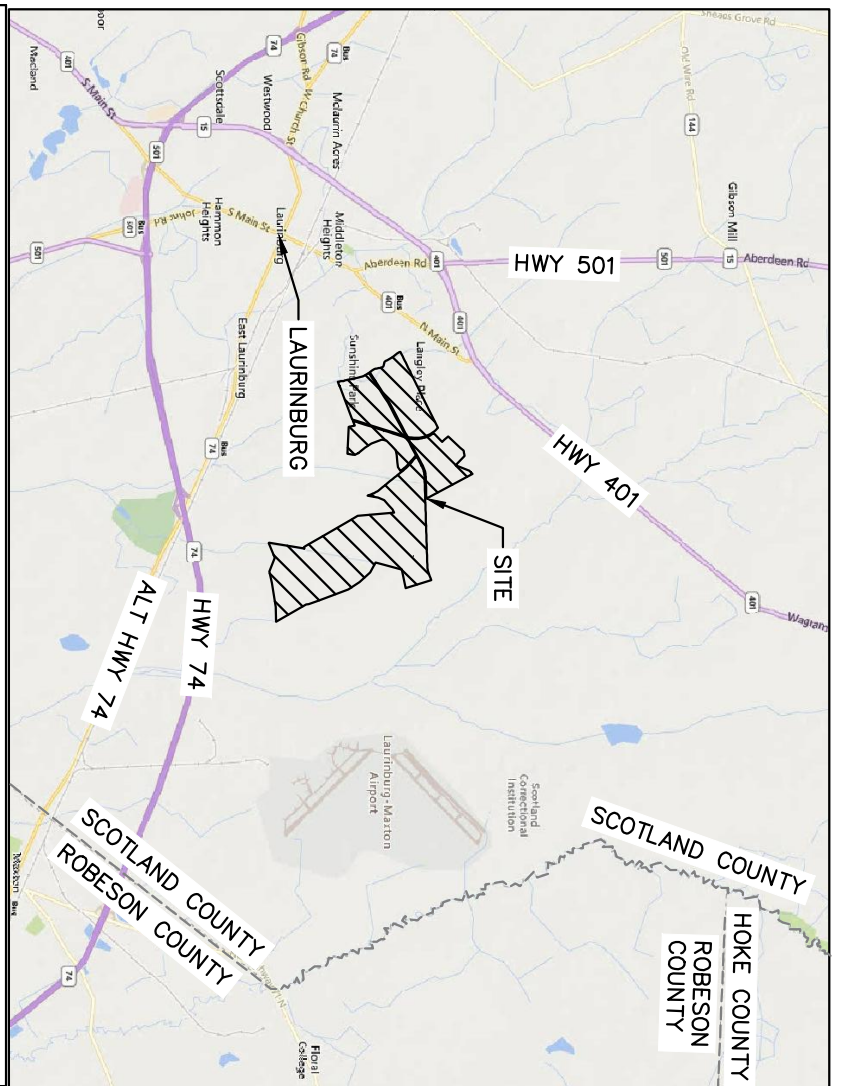
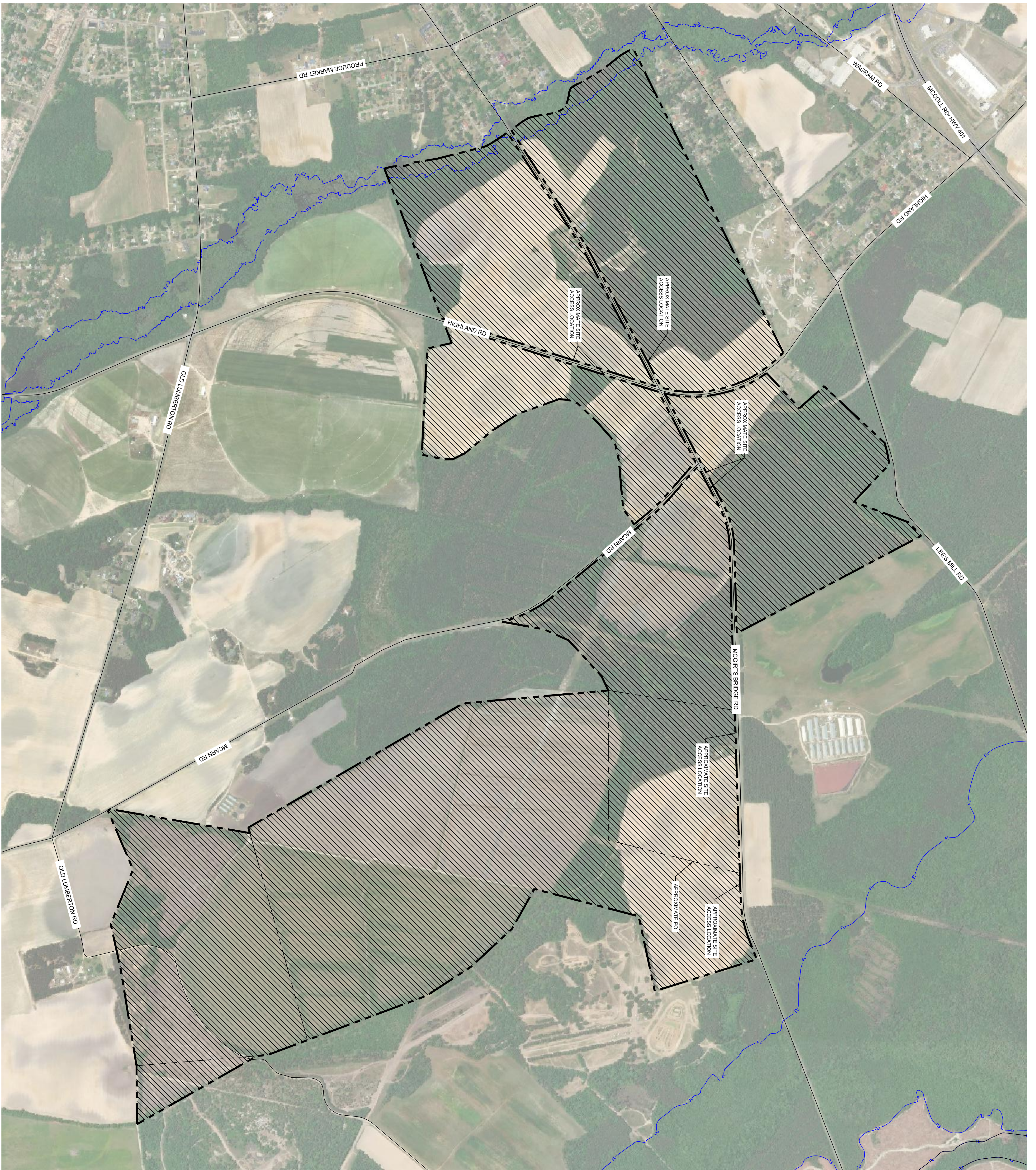
This original verification must be affixed to the original application, and a copy of this verification must be affixed to each of the copies that are also submitted to the Commission.

After You File

1. After you file an application for a CPCN, the Utilities Commission will automatically send a copy to the State Clearinghouse for a government agency review and will issue an Order Requiring Publication of Notice.
2. The State Clearinghouse will post the application on its website for a 30-day review by government agencies.
3. You must publish the Commission's Public Notice as required by the Order Requiring Publication of Notice.
4. You must send a copy of the application and the Commission's Public Notice to the interconnecting utility no later than the first date that publication begins in the newspaper. You must also file a notarized letter called a "certificate of service" that states you completed this requirement.
5. After the publication period, the publishing newspaper should send you a notarized affidavit of publication. You must file the affidavit of publication with the Chief Clerk of the Utilities Commission.
6. If a complaint is received within 10 days after the last date of the publication of the notice, the Commission will schedule a public hearing to determine whether a certificate should be awarded and will give reasonable notice of the time and place of the hearing to the applicant and to each complaining party and will require the applicant to publish notice of the hearing in the newspaper in which the notice of the application was published. If no complaint is received within the time specified, the Commission may, upon its own initiative, order and schedule a hearing to determine whether a certificate should be awarded and, if the Commission orders a hearing upon its own initiative, it will require notice of the hearing to be published by the applicant in the newspaper in which the notice of the application was published.

If no complaint is received within the time specified and the Commission does not order a hearing upon its own initiative, the Commission will enter an order issuing the certificate.

Exhibit 2

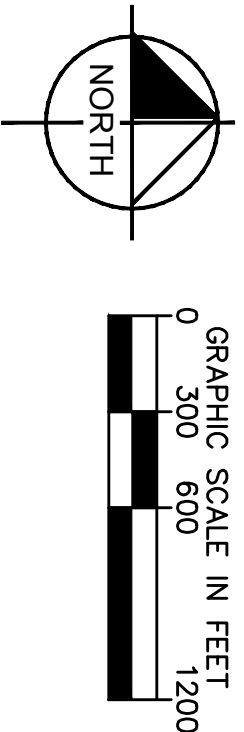


SITE DATA TABLE	
PROJECT COORDINATES	34° 47' 36.01" N, 79° 25' 13.07" W
JURISDICTION	SCOTLAND COUNTY

LEGEND

- PROJECT BOUNDARY
- INTERNAL PROPERTY LINE
- 100-YEAR FEMA FLOODPLAIN
- PROPOSED PROJECT AREA
- APPROXIMATE EXISTING ROAD

- ## NOTES
1. PROJECT BOUNDARY SHOWN IS BASED ON FILES RECEIVED FROM PINE GATE RECREATIONALS ON 02/22/2020.
 2. THE LOCATION OF PROPOSED EQUIPMENT INCLUDING BUT NOT LIMITED TO, FENCING, SOLAR ARRAY MOUNTING ELECTRICAL EQUIPMENT, OVERHEAD POLES AND LINE ETC. WILL BE DETERMINED BY THE DESIGN TEAM BASED ON THE SPECIFIC SITE AND SITE CONDITIONS. PERMITTING REQUIREMENTS, EQUIPMENT AND/OR OTHER CONSTRAINTS.
 3. THIS PLAN IS PRELIMINARY AND WILL NOT BE RELEASED FOR CONSTRUCTION.
 4. NO SOLAR PANELS OR MAJOR EQUIPMENT WILL BE LOCATED WITHIN THE FLOORDPLAIN LIMITED TO UTILITY LINES, ON SITE ACCESS AND WILL FOLLOW ALL APPLICABLE FEDERAL, STATE AND LOCAL REGULATIONS FOR FLOORDPLAIN DEVELOPMENT.
 5. 100+R FLOORDPLAIN NETWORK IS BASED ON PUBLICLY AVAILABLE FEMA GIS DATA, ACCESSED ON 10/22/21.



No.	REVISIONS	DATE	BY

Mar 04 2021

OFFICIAL COPY

Kimley»Horn

© 2021 KIMLEY-HORN AND ASSOCIATES, INC.
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PHONE: 919-677-2000 FAX: 919-677-2050
WWW.KIMLEY-HORN.COM
#F-0102

PRELIMINARY
NOT FOR
CONSTRUCTION

KHA PROJECT 013673006	
DATE 02/08/21	
SCALE	AS SHOWN
DESIGNED BY	NRD
DRAWN BY	NRD
CHECKED BY	JSL

CPCN EXHIBIT

ROSEMARY SOLAR

SCOTLAND COUNTY NORTH CAROLINA

SHEET NUMBER
EX-01

Rosemary Solar, LLC – CPCN Application

Exhibit 6

- i. a) A statement detailing the experience and expertise of the persons who will develop, design, construct, and operate the project is attached hereto.
- b) No regulated utility will be involved in the actual operation of the project, outside of their normal role in operating the grid.
- c) The applicant has requested a statement of the impact of the purchased power on Duke Energy Progress' capacity, reserves, generation mix, capacity expansion plan, and avoided costs. The response will be filed upon receipt.

Exhibit 7

- ii. a) The most currently available balance sheet of Birch Creek Development, LLC, the upstream owner of Rosemary Solar, LLC, shall be filed under seal.
- b) The most currently available income statement of Birch Creek Development, LLC, the upstream owner of Rosemary Solar, LLC, shall be filed under seal.
- c) An economic feasibility study of the project shall be filed under seal.
- d) The financing arrangements in connection with the project are not yet known. The financing arrangements will be filed once known.

Exhibit 8

- iii. a) A detailed explanation of the anticipated kilowatt and kilowatt-hour outputs, on-peak and off-peak, for each month of the year, including the specific on-peak and off-peak hours that were used to determine the facility's anticipated kilowatt and kilowatt-hour outputs will be filed under seal due to the confidential contents.
- b) The proposed photovoltaic facility shall utilize solar energy as its sole input. All of the electrical output from the facility will be sold to Duke Energy Progress, LLC.
- c) No fuel supply arrangements are required for the Rosemary Solar, LLC facility.

BCD Project Holdings 2, LLC ("BCD Project Holdings 2") is the new owner of Rosemary Solar LLC. BCD Project Holdings 2 will manage the development process, and Pine Gate Renewables will construct the project.

Ben Catt	Manager
Michael Cohen	President

Mike Cohen. Mike Cohen serves as President of Birch Creek Development, LLC. He was the co-founder and President of Cypress Creek Renewables, a fully integrated energy firm positioned to develop, build, finance, and operate solar generating assets throughout the United States. Cypress owns and operates more than 1 gigawatt of solar assets. Prior to Cypress, Mike led business development and project finance for Strata Solar from 2011 to 2014. Before building Strata's development and finance model, he was an attorney with Kirkland & Ellis from 2008 to 2011, where he focused on the development, financing and purchase/sale of renewable energy projects both domestically and abroad. Mike has a J.D. from Georgetown University Law School, as well as a Masters and Bachelors in Accounting from the University of Florida.

Ben Catt. In addition to being Manager of BCD Project Holdings 2, Ben Catt is CEO of Pine Gate Renewables, where he creates key partnerships, drives company strategy, and oversees development, operations, and project and corporate finance. Before joining Pine Gate Renewables, Ben served as Director of Structured Finance and Business Development at FLS Energy, a utility-scale solar developer in North Carolina. FLS Energy was acquired by Cypress Creek in 2016.

Pine Gate Renewables. Pine Gate Renewables develops, owns, and operates utility-scale solar farms across the United States, and specializes in project siting, development, financing, and construction of utility-scale solar farms.