



EB-2012-0484

IN THE MATTER OF the *Ontario Energy Board Act*,
1998, S.O. 1998, c. 15, Schedule B;

AND IN THE MATTER OF an application by Aurora
Smiths Falls 5 L.P. for an electricity generation
licence as a Feed-In Tariff Program Participant.

By delegation, before: Adrian Pye

INTERIM DECISION AND ORDER

January 24, 2013

The Ontario Energy Board received an application for an electricity generation licence as a Feed-In Tariff ("FIT") Program participant from Aurora Smiths Falls 5 L.P. on December 28, 2012. The applicant filed additional information on January 22 and 23, 2013.

The applicant stated that it has entered into an acquisition and transfer agreement with RE Smiths Falls 5 ULC ("RE Smiths Falls 5"). The applicant and RE Smiths Falls 5 confirmed that the transaction will include all assets comprising of RE Smiths Falls 5 solar photovoltaic project (the "Project") and assumption of the Project's rights and obligation under the FIT contract that RE Smiths Falls 5 currently has with the Ontario Power Authority. The applicant also stated that the commercial transaction cannot be closed on or around January 30, 2013 without a licence to satisfy the conditions of the financing arrangement with its lenders.

RE Smiths Falls 5 currently holds electricity generation licence EG-2012-0322 for the Project identified in this application. On the closing date of the commercial transaction,

RE Smiths Falls 5 will be transferring all of its rights, title, and interest in the Project with respect to this application to the applicant.

Until the Board makes a final decision with respect to the application, the applicant has requested that an interim electricity generation licence be issued in order for the applicant to meet its lenders' condition of providing financing for the Project.

In view of the time required to process an application in accordance with the Board's established practice and procedures and the applicant's need for a licence in order to satisfy specific conditions of its financing agreement with its lenders, I find that it is in the public interest to make an order to issue an interim order under section 21(7) and 6(4) of the Act granting a short-term electricity generation licence to the applicant pending final disposition of the matter.

Schedule 1 of the licence, which ordinarily describes the generation facility for which the applicant is being licensed, will remain incomplete until the Board receives written confirmation from the applicant and RE Smiths Falls 5 that the commercial transaction has closed and the generation assets have been transferred to the applicant. At the same time, RE Smiths Falls 5 must provide a written request to the Board to cancel its licence. When the transaction closing confirmation and the licence cancellation request are received, the Board will amend the applicant's interim licence to include the generation facility in Schedule 1 and concurrently cancel RE Smiths Falls 5's licence EG-2012-0322.

The applicant is reminded that this interim decision does not constitute a final decision on the application.

IT IS THEREFORE ORDERED THAT:

1. An interim electricity generation licence as a Feed-In Tariff Program participant is granted to the applicant on such conditions as are contained in the attached licence.
2. Schedule 1 of the applicant's interim electricity generation licence will be completed when the Board receives written confirmation from the applicant and RE Smiths Falls 5 that the commercial transaction has closed and the generation

assets have been transferred to the applicant; and concurrently, cancel RE Smiths Falls 5's licence EG-2012-0322 with respect to RE Smiths Falls 5's written request to cancel its licence.

3. The interim licence will be valid until March 31, 2013, or until the final determination of the electricity generation licence application, whichever is earlier.

DATED at Toronto, January 24, 2013

ONTARIO ENERGY BOARD

Original signed by

Adrian Pye
Manager, Licence Applications



Electricity Generation Licence

EG-2012-0484

Aurora Smiths Falls 5 L.P.

Valid Until

March 31, 2013

Original signed by

Adrian Pye
Manager, Licence Applications
Ontario Energy Board
Date of Issuance: January 24, 2013

Ontario Energy Board
P.O. Box 2319
2300 Yonge Street
27th. Floor
Toronto, ON M4P 1E4

Commission de l'énergie de l'Ontario
C.P. 2319
2300, rue Yonge
27e étage
Toronto ON M4P 1E4

	Table of Contents	Page No.
1	Definitions	3
2	Interpretation	3
3	Authorization	3
4	Obligation to Comply with Legislation, Regulations and Market Rules	3
5	Obligation to Maintain System Integrity	3
6	Restrictions on Certain Business Activities.....	4
7	Provision of Information to the Board.....	4
8	Term of Licence	4
9	Fees and Assessments.....	4
10	Communication	4
11	Copies of the Licence.....	5
	SCHEDULE 1 LIST OF LICENSED GENERATION FACILITIES	6

1 Definitions

2 “Act” means the *Ontario Energy Board Act, 1998, S.O. 1998, c. 15, Schedule B*;

In this Licence:

“**Electricity Act**” means the *Electricity Act, 1998, S.O. 1998, c. 15, Schedule A*;

“**generation facility**” means a facility for generating electricity or providing ancillary services, other than ancillary services provided by a transmitter or distributor through the operation of a transmission or distribution system and includes any structures, equipment or other things used for that purpose;

“**Licensee**” means Aurora Smiths Falls 5 L.P.;

“**regulation**” means a regulation made under the Act or the Electricity Act;

3 Interpretation

- 3.1 In this Licence words and phrases shall have the meaning ascribed to them in the Act or the Electricity Act. Words or phrases importing the singular shall include the plural and vice versa. Headings are for convenience only and shall not affect the interpretation of this Licence. Any reference to a document or a provision of a document includes an amendment or supplement to, or a replacement of, that document or that provision of that document. In the computation of time under this Licence where there is a reference to a number of days between two events, they shall be counted by excluding the day on which the first event happens and including the day on which the second event happens. Where the time for doing an act expires on a holiday, the act may be done on the next day that is not a holiday.

4 Authorization

- 4.1 The Licensee is authorized, under Part V of the Act and subject to the terms and conditions set out in this licence, to generate electricity or provide an ancillary service for sale under a contract with the Ontario Power Authority and the contract is entered into as part of a standard offer program offered by the Ontario Power Authority. This Licence authorizes the Licensee only in respect of those facilities set out in Schedule 1.

5 Obligation to Comply with Legislation, Regulations and Market Rules

- 5.1 The Licensee shall comply with all applicable provisions of the Act and the Electricity Act, and regulations under these acts, except where the Licensee has been exempted from such compliance by regulation.
- 5.2 The Licensee shall comply with all applicable Market Rules.

6 Obligation to Maintain System Integrity

- 6.1 Where the IESO has identified, pursuant to the conditions of its licence and the Market Rules, that it is necessary for purposes of maintaining the reliability and security of the IESO-controlled

grid, for the Licensee to provide energy or ancillary services, the IESO may require the Licensee to enter into an agreement for the supply of energy or such services.

- 6.2 Where an agreement is entered into in accordance with paragraph 5.1, it shall comply with the applicable provisions of the Market Rules or such other conditions as the Board may consider reasonable. The agreement shall be subject to approval by the Board prior to its implementation. Unresolved disputes relating to the terms of the Agreement, the interpretation of the Agreement, or amendment of the Agreement, may be determined by the Board.

7 Restrictions on Certain Business Activities

- 7.1 Neither the Licensee, nor an affiliate of the Licensee shall acquire an interest in a transmission or distribution system in Ontario, construct a transmission or distribution system in Ontario or purchase shares of a corporation that owns a transmission or distribution system in Ontario except in accordance with section 81 of the Act.

8 Provision of Information to the Board

- 8.1 The Licensee shall maintain records of and provide, in the manner and form determined by the Board, such information as the Board may require from time to time.
- 8.2 Without limiting the generality of paragraph 7.1 the Licensee shall notify the Board of any material change in circumstances that adversely affects or is likely to adversely affect the business, operations or assets of the Licensee, as soon as practicable, but in any event no more than twenty (20) days past the date upon which such change occurs.

9 Term of Licence

- 9.1 This Licence shall take effect on January 24, 2013 and expire on March 31, 2013. The term of this Licence may be extended by the Board.

10 Fees and Assessments

- 10.1 The Licensee shall pay all fees charged and amounts assessed by the Board.

11 Communication

- 11.1 The Licensee shall designate a person that will act as a primary contact with the Board on matters related to this Licence. The Licensee shall notify the Board promptly should the contact details change.
- 11.2 All official communication relating to this Licence shall be in writing.
- 11.3 All written communication is to be regarded as having been given by the sender and received by the addressee:
- a) when delivered in person to the addressee by hand, by registered mail or by courier;
 - b) ten (10) business days after the date of posting if the communication is sent by regular mail; or

- c) when received by facsimile transmission by the addressee, according to the sender's transmission report.

12 Copies of the Licence

12.1 The Licensee shall:

- a) make a copy of this Licence available for inspection by members of the public at its head office and regional offices during normal business hours; and
- b) provide a copy of this Licence to any person who requests it. The Licensee may impose a fair and reasonable charge for the cost of providing copies.

SCHEDULE 1 LIST OF LICENSED GENERATION FACILITIES

The Licence authorizes the Licensee only in respect to the following:

1. Schedule 1 is incomplete.

When the Board receives written confirmation from Aurora Smiths Falls 5 L.P. and RE Smiths Falls 5 ULC that the commercial transaction has closed and the generation asset has been transferred to Aurora Smiths Falls 5 L.P., Schedule 1 will be completed.