STATE OF NEW YORK
PUBLIC SERVICE COMMISSION

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Verified Joint Petition of Lockport Energy Associates, L.P., Castleton Power, LLC, and Castleport Power, LLC for a Declaratory Ruling Regarding Transfer of Ownership, or, in the Alternative, an Approval Pursuant to Sections 70 and 83 of the Public Service Law.	Case 26-M-

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**VERIFIED JOINT PETITION FOR
DECLARATORY RULING OR APPROVAL UNDER
SECTIONS 70 AND 83 OF THE PUBLIC SERVICE LAW**

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Dated: April 14, 2026

STATE OF NEW YORK
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VERIFIED JOINT PETITION FOR
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SECTIONS 70 AND 83 OF THE PUBLIC SERVICE LAW

Pursuant to Part 8 of the Rules and Regulations of the New York State Public Service Commission ("Commission"), 16 NYCRR Part 8, Lockport Energy Associates, L.P. ("LEA"), Castleton Power, LLC ("Castleton", and together with LEA, the "Project Companies"), and Castleport Power, LLC ("Castleport" and, with LEA and Castleton, the "Petitioners") hereby petition the Commission for a declaratory ruling that the proposed transfer of 100% of the indirect ownership interests in LEA and 100% of the ownership interests in Castleton to Castleport (the "Proposed Transaction") qualifies for the Wallkill presumption and, therefore, no further review under Sections 70 and 83 of the New York Public Service Law ("PSL") is required.[1] LEA owns a 210 MW natural gas-fired cogeneration facility located in Lockport, New York (the "Lockport Facility").[2] Castleton owns a 67 MW natural gas-fired electric generating facility located in Castleton-on-Hudson, New York (the "Castleton Facility", and together with the Lockport Facility, the "Facilities"). Both the Lockport Facility and the Castleton Facility are subject to the

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[1] Case 91-E-0350, *Wallkill Generating Company, L.P.*, Order Establishing Regulatory Regime (Apr. 11, 1994) ("*Wallkill* Order").

[2] The generation ratings stated in this petition for facilities owned by Castleport (or its affiliates), LEA or Castleton are the Summer Capability ratings reported in the New York Independent System Operator, Inc. ("NYISO") 2025 Load & Capacity Data Report, available at: https://www.nyiso.com/documents/20142/2226333/2025-Gold-Book-Public.pdf/088438e1-02f1-5316-211b-dbca17c01b4b.

Commission's lightened regulation,[3] including a steam plant located at the Lockport Facility. The Proposed Transaction is in the public interest and, as demonstrated below, meets the Commission's standard for transfers of upstream ownership interests in lightened regulation merchant facilities. Thus, Petitioners respectfully request the Commission issue a declaratory ruling finding that the Proposed Transaction qualifies for the Wallkill presumption and, therefore, no further review under Sections 70 and 83 of the New York Public Service Law ("PSL") is required.[4] In the alternative, the Petitioners request that the Commission approve the Proposed Transaction under PSL §§ 70 and 83 and any other statutory or regulatory provision deemed applicable. Petitioners further request continued lightened regulation of the Project Companies following closing of the Proposed Transaction.

Applying longstanding Commission precedent, the facts presented herein warrant the requested relief. As discussed below, no competitive issues are raised by the Proposed Transaction because the Proposed Transaction will not result in the potential for Castleport or its affiliates to exercise either vertical or horizontal market power in the NYISO market. Moreover, after completion of the Proposed Transaction, Castleport's financial wherewithal and operating capability will allow the Facilities to continue to be operated in the same manner that it is operated today. The Facilities will continue to be operated on a merchant basis and will continue to have no captive customers. As a result, the Proposed Transaction will not harm the interests of captive customers.

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[3] *See* Case 08-M-1301, *Lockport Energy Associates, L.P.*, Order Granting a Certificate of Public Convenience and Necessity and providing for Lightened and Incidental Regulation (issued Jan. 20, 2009) ("LEA Order"); Case 05-E-1905, *TransCanada Power (Castleton) LLC*, Declaratory Ruling on Transfer of Ownership Interests and Order Providing for Lightened Regulation (issued Jan. 26, 2006) ("Castleton Order" and with LEA Order, the "Lightened Regulation Orders").

[4] *Wallkill* Order.

Because the facts and circumstances presented by the Proposed Transaction are consistent with past petitions where the Commission has exercised its authority to issue a declaratory ruling finding no further review under PSL §§ 70 and 83 is required, Petitioners submit that a similar timeframe for Commission action is supported here. Accordingly, Petitioners request that the Commission grant expedited review of this Petition and a ruling granting the relief requested on or before the Commission's July 16, 2026, session so that the Proposed Transaction is not impeded by any undue delay.

I. CORRESPONDENCE AND COMMUNICATIONS

All communications and correspondence with respect to the Joint Petition should be addressed to the following:

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II. DESCRIPTION OF PETITIONERS

A. LEA

LEA, a Delaware limited partnership, is the owner and operator of the Lockport Facility. The Commission granted LEA lightened regulation for both its electric and steam operations.[5] LEA also provides steam to the adjacent General Motors Western New York Lockport Components plant. LEA is directly owned by Lockport Energy LLC and FCI Lockport GP, Inc., which are indirectly owned by Fortistar Capital Inc., Fortistar LLC, various Fortistar employees and Fortistar Family Holdings LLC. Mark Comora wholly owns Fortistar Capital Inc. and Fortistar LLC.

B. CASTLETON

Castleton, a Delaware limited liability company, is the owner and operator of the Castleton Facility. The Commission granted Castleton lightened regulation for its electric operations.[6] Castleton is directly owned by Fortistar Castleton Holdings LLC, which is indirectly owned by Fortistar LLC, various Fortistar employees, and Fortistar Family Holding 3 LLC.

C. CASTLEPORT

Castleport is a Delaware limited liability company which is a wholly-owned subsidiary of Rockland Power Partners V, LP ("RPP V"). RPP V is a private equity fund with investors that include U.S. endowments and foundations, funds of funds, pension plans and family offices. RPP

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[5] *See* LEA Order.

[6] *See* Castleton Order.

V's General Partner is Rockland Power Partners V GP, LLC ("RPP V GP") and as general partner, RPP V GP exercises control over the management and policies of RPP V[7] and no other owner of RPP V GP can exercise such control.[8] RPP V GP is managed by Rockland Capital, LP ("RCLP").

RCLP is a private equity company that was formed in 2008 for the purpose of managing investment funds engaged in acquiring and developing selected investment opportunities in power and energy infrastructure markets. RCLP professionals have deep and focused electric power industry experience, which enables RCLP to take a hands-on, operational focus to managing assets. RCLP manages portfolio investments through investment funds it manages including Rockland Power Partners, LP, Rockland Power Partners II, LP, Rockland Power Partners III, LP. Rockland Power Partners IV, LP, RPP V, Rockland GridFlex Partners, LP and Rockland PHR Partners, LP. Portfolio investments have been located throughout the United States and the United Kingdom, have ranged in size from less than 1 MW to 1,875 MW and have been fueled by natural gas, coal, biomass, oil, energy storage, wind and solar power. Funds that are managed by RCLP currently own interests in approximately 6.6 GW of operating generation capacity in the United States.

In New York, Castleport is affiliated with Bowline, LLC ("Bowline"), which owns and operates the Bowline Point Power Plant, a 1,136 MW natural gas and oil-fired generation facility in West Haverstraw, New York (the "Bowline Project") and a 345 kV transmission line from the Bowline Project to the West Haverstraw substation. Castleport is also affiliated with Hudson

[7] Mr. W. Scott Harlan, Mr. Jonathan Beach, Mr. James Maiz, Mr. Willie Zapalac and Mr. Thomas Smith each hold a 10 percent or greater voting interest in RPP V GP. None of these individuals holds a direct or indirect 10 percent or greater voting security interest in public utilities in the New York Independent System Operator, Inc. ("NYISO"), any entity that has control over the supply of inputs used by producers of electricity, a franchised public utility with captive customers, or transmission facilities located in the United Stated or outside of the United States that can be used to reach markets in the United States.

[8] No limited partner in RPP V will hold a controlling equity interest and therefore the composition of limited partners will have no effect on the management and policies of RPP V.

Valley Gas, LLC ("Hudson Valley"). Hudson Valley owns and operates a 4.2-mile, 24-inch diameter intrastate natural gas pipeline in New York built for, and dedicated to exclusively serving, the Bowline Project, which is owned and operated by Bowline.

Another affiliate of Castleport holds a passive investment in a 2 MW behind-the-meter renewable energy generation facility in Monroe, New York. The investment interests contain only limited consent or veto rights that are necessary to protect its investment that are consistent with the consent or veto rights given to tax equity investors. These consent or veto rights do not extend to day-to-day operations of the renewable energy facility.

In addition, another wholly controlled subsidiary of RPP V, Syracuse Power Holdings, LLC ("Syracuse Power") recently entered into an agreement to acquire, indirectly, 100% of the ownership interests in Carr Street Generating Station, L.P. ("Carr Street"), which owns an 90 MW gas fired combined cycle electric generating facility in East Syracuse, New York. Another wholly controlled subsidiary of RPP V, Champlain Power, LLC ("Champlain Power"), recently entered into an agreement to acquire an approximately 20% indirect ownership interest in Saranac Power Partners, L.P. ("Saranac"). Saranac owns a 239 MW gas-fired electric cogeneration facility in Plattsburg, New York and a 22-mile lateral pipeline located in New York which serves Saranac's cogeneration facility. Consummation of the Saranac and Carr Street acquisitions is subject to customary closing conditions, including receipt of the necessary regulatory approvals and authorizations.[9]

With respect to markets adjacent to the NYISO market, funds managed by RCLP own approximately 4,250 MW of electric generation in the 198,841 MW PJM Interconnection, L.L.C.

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[9] Syracuse Power filed a petition with the Commission for approval of the Carr Street transaction under PSL § 70 on February 3, 2026, in Case 26-E-0072. Champlain Power filed a petition with the Commission seeking a declaratory ruling eschewing further review of the Saranac transaction, or alternatively, an order authorizing the Carr Street transaction pursuant to PSL § 70 on January 21, 2026 in Case 26-E-0047.

("PJM") market. The vast majority of these assets are located in the Midwest or Maryland with just roughly 250 MW located in any state that borders New York.[10] Neither Castleport nor any other RCLP-managed fund holds any ownership interests in generation or transmission facilities, or gas infrastructure facilities, in ISO New England.

III. DESCRIPTION OF THE PROPOSED TRANSACTION

The terms and conditions of the Proposed Transaction contemplates that (i) Fortistar Leasing Corporation, a Delaware corporation, and Lockport Energy Holdings LLC, a Delaware limited liability company, will sell, and Castleport will purchase, 100% of the issued and outstanding equity interests in FCI Lockport GP, Inc. and Lockport Energy LLC, respectively, which collectively own 100% of LEA, and (ii) Fortistar Castleton Holdings LLC, a Delaware limited liability company, will sell, and Castleport will purchase, 100% of the issued and outstanding equity interests in Castleton. Following consummation of the Proposed Transaction, the Project Companies will no longer be affiliated with Mark Comora, the Fortistar employees and the Fortistar Family Holdings, and the Project Companies will be subsidiaries of RPP V. Petitioners have included simplified pre-transaction and post-transaction corporate organizational charts in **Exhibit A** to this Petition.

IV. THE COMMISSION SHOULD DECLARE THAT THE WALLKILL PRESUMPTION APPLIES TO THE PROPOSED TRANSACTION AND DECLINE TO FURTHER REVIEW IT UNDER PSL §§ 70 AND 83 OR, IN THE ALTERNATIVE, APPROVE IT UNDER PSL §§ 70 AND 83.

The Commission has established a lightened regulatory regime for wholesale generators

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[10] RCLP managed funds, through various subsidiaries, at the time of this request owns electric generation facilities or natural gas transmission facilities in PJM. These holdings include (1) one 238 MW combined-cycle natural gas-fired facility in New Jersey; (2) a 236 MW simple cycle natural gas- oil-fired generator in Poneto, Indiana; (3) 725.5 MW of natural gas- or oil-fired generation at various sites in Ohio; (4) a 640 MW simple cycle, natural gas-fired facility in Dixon, Illinois, (5) a 412 MW natural gas and oil-fired facility at multiple sites in Ohio, (6) 1,612 MW of natural gas-fired steam and simple cycle units in Aquasco, Maryland, and (7) a 294 natural gas-fired simple cycle power facility in Dickerson, Maryland. The total generating capacity owned in PJM is 4,158 MW.

and steam corporations operating in a competitive environment in New York State under which PSL §§ 70 and 83 review of changes in upstream ownership may not be required.[11] In the *Wallkill* Order, the Commission decided that, under the lightened regulatory regime applicable to wholesale generators, PSL § 70 would not adhere to a transfer of ownership interests in parent entities upstream from affiliates owning and operating New York State competitive electric generation facilities unless there was a potential for harm to the interests of captive ratepayers sufficient to override the presumption (the "Wallkill Presumption"). The Commission has previously granted the Project Companies such lightened regulation and afforded them the Wallkill Presumption for transfers of ownership interests in their upstream parent entities.[12]

In prior decisions, the Commission has determined that the Wallkill Presumption applies to transactions involving upstream changes in control of lightly regulated entities and has declined to review those transactions under PSL §§ 70 and 83 when it has determined that the transactions would not provide the petitioners with the ability to exercise horizontal or vertical market power or to harm the interests of captive New York ratepayers.[13] As discussed more fully above, the Proposed Transaction involves a change in the ownership interests of parent entities upstream from the entities owning and operating New York competitive electric generation and steam facilities. Petitioners request that the Commission follow its precedent, continue to afford the Project Companies the Wallkill Presumption, and issue a declaratory ruling stating that the Commission need not further review the Proposed Transaction described herein under PSL §§ 70 and 83.

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[11] *See, e.g., Wallkill* Order; Case 10-E-0193, *Mirant Corp., et al.,* Declaratory Ruling on Review of an Ownership Transfer Transaction (July 20, 2010); Case 21-M-0241, *Lockport Energy Associates, L.P.*, Declaratory Ruling on Upstream Transfer Transaction (Jul. 16, 2021) ("Lockport Order").

[12] *See* Lightened Regulation Orders.

[13] *See, e.g.*, Lockport Order; Case 24-E-0472, *MPH Cross Island Power, LLC et al*., Declaratory Ruling on Transfer Transaction (Dec. 23, 2024); Case 20-E-0240, *Ball Hill Wind Energy, et al*., Declaratory Ruling on Review of Transfer Transaction (Aug. 17, 2020); Case 12-M-0351, *Dynegy Inc. and Franklin Resources, Inc.*, Declaratory Ruling on Review of a Stock Acquisition Transaction (Sept. 14, 2012).

The Proposed Transaction does not create the potential for the exercise of horizontal or vertical market power. After the Proposed Transaction is consummated, Castleport will be affiliated with approximately 1,415 MW of generating capacity in New York, which is less than 4 percent of the entire NYISO market (37,699 MW). Assuming the Saranac and Carr Street transactions receive regulatory approvals and are consummated and conservatively assuming Saranac Power controls 100% of Saranac's output instead of the 20% interest Saranac is acquiring, Castleport will be affiliated with approximately 1,744 MW, which is less than 5 percent of the entire NYISO market. These levels are below the levels of market concentration that the Commission has ruled are insufficient to raise horizontal market power concerns in New York.[14] The Proposed Transaction would result in the Project Companies being affiliated with approximately 2.1% (4,250 MW) of the capacity available in the PJM (198,841 MW) market, which, particularly when reduced by transmission constraints that limit the amount of affiliated capacity that potentially could be imported to the NYISO market, is insufficient to raise market power concerns.[15] The Proposed Transaction does not present a vertical market power risk because neither Castleport nor its affiliates exercise control over electric delivery facilities other than interconnections or have a substantial influence over inputs, like fuel, into the production of generation supply within New York.

[14] *See* Case 04-E-1364, *Sithe Energies, Inc*., Declaratory Ruling on Review of Stock Transfers (Jan. 14, 2005) (ruling increase in horizonal market concentration to 7% does not create the potential for the exercise of market power); Case 07-E-0332, *Astoria Generating Company Holdings LLC*, Declaratory Ruling on Review of a Merger Transaction (May 22, 2007) (ruling increase in horizonal market concentration to 7.1% does not create the potential for the exercise of market power); Case No. 08-E-0410, *LS Power Development LLC*, Declaratory Ruling on the Acquisition of Common Stock (May 27, 2008) (finding that an 8.1% market share did not present an opportunity to exercise market power). The Petitioners are filing contemporaneously with this filing an application seeking authorization of the Proposed Transaction from the Federal Energy Regulatory Commission ("FERC") under Section 203 of the Federal Power Act. The application includes an affidavit demonstrating the absence of any competitive concerns arising from the Proposed Transaction in any relevant market.

[15] Case 17-E-0601, *Calpine Corporation*, Declaratory Ruling on Transfer and Making Other Findings (Dec. 19, 2017) (ownership of 6.9% of ISO-New England market insufficient to raise market power concerns).

Moreover, the Proposed Transaction will not result in any adverse impacts to captive ratepayers in New York. The Project Companies do not make power sales at cost-based rates or provide third-party electric transmission service. The Project Companies are EWGs within the meaning of Section 1262(6) of the Public Utility Holding Company Act of 2005 and Section 366.1 of the regulations of FERC[16] and are authorized by FERC pursuant to Section 205 of the Federal Power Act to sell electric power, including energy, capacity and specified ancillary services, at market-based rates. Therefore, the Project Companies' sales of electric power from the Facilities are exclusively at wholesale at market-based rates pursuant to their FERC-approved market-based rate tariff. That will continue to be the case following the consummation of the Proposed Transaction, and there will be no change in the status of the Project Companies as EWGs as a result of the Proposed Transaction.

The Proposed Transaction does not pose the risk of harm to captive ratepayers with respect to LEA's steam plant because its sole customer is a sophisticated business entity capable of protecting its own interests and can avail itself of competitive alternatives.

Accordingly, the Wallkill Presumption applies to the Project Companies, as lightly regulated entities, and consistent with Commission precedent, the Commission may decline to review the Proposed Transaction under PSL §§ 70 and 83 because the Proposed Transaction will not provide Petitioners with the ability to exercise horizontal or vertical market power or to harm the interests of captive New York ratepayers.

Alternatively, if the Commission decides to review the Proposed Transaction pursuant to PSL §§ 70 and 83, the Commission should approve it as in the public interest.[17] The Commission

[16] 42 U.S. Code § 16451(6); 18 C.F.R. § 366.1.

[17] Pursuant to Section 202 of the State Administrative Procedure Act ("SAPA"), if the Commission determines it must review the Proposed Transaction and issue an order under PSL §§ 70 and 83, its action would be deemed a "soft"

applies a public interest standard when reviewing such a transfer.[18] In its PSL §§ 70 and 83 review of the transfer of a lightly-regulated electric corporation operating in wholesale electric markets while furnishing steam in competitive retail markets, the Commission "examine[s] any affiliations, including those with fully-regulated New York utilities or power marketers, or any other circumstances, that might afford opportunities for the exercise of market power or pose the potential for other harm detrimental to captive ratepayer interests."[19] The Commission also considers the financial strength of the transferee and the transferee's ability to safely own and operate the assets.[20] When the review pertains to a wholesale generator, the level of scrutiny applied may be "reduced to the level that the public interest requires" with concern to their competitive operations.[21]

As discussed above, the Proposed Transaction does not enable the exercise of horizontal or vertical market power or involve captive retail customers. In addition, the Commission's financial wherewithal and operating capability criteria have also been met in this case. As the Commission has long-established, the financial structure of lightly regulated merchant entities operating in a competitive environment warrants less intensive scrutiny because these entities

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rulemaking. A notice of the Joint Petition must be published in the Register providing for a 60-day comment period. A draft form of notification suitable for publication in the Register pursuant to SAPA is attached hereto as **Exhibit B**.

[18] Case 19-E-0730, *Entergy Nuclear Indian Point 2, LLC et al*., Order Asserting Jurisdiction and Approving and Adopting Joint Proposal (May 19, 2021), at 21; Case 20-E-0371, *Exelon Generation Co. et al*., Order Approving Transfer and Making Other Findings (Apr. 15, 2021), at 4; Case 17-E-0452, *Exelon Generation Co., LLC et al*., Order Approving Transfer (Nov. 17, 2017), at 5.

[19] Case 12-M-0491, *WPS Empire State, Inc., et al*., Order Approving Transfers (Jan. 22, 2013), at 6.

[20] Case 22-E-0372, *Flint Mine Solar LLC, et al*., Order Approving Transfer (Nov. 21, 2022), at 7; Case 19-E-0730, *supra*, Order Asserting Jurisdiction and Approving and Adopting Joint Proposal (May 19, 2021), at 21; Case 20-E-0371, *supra*, Order Approving Transfer and Making Other Findings (Apr. 15, 2021), at 4.

[21] Case 11-E-0253, *First Wind Holdings LLC, et al*., Order Approving Transfer, Imposing Reporting Requirements, and Making Other Findings (Sep. 21, 2011).

alone bear all the financial risks associated with their decisions.[22] Castleport's affiliates manage well-capitalized funds that own and operate approximately 6.6 GW of electric generation across the country, including Bowline in New York. As previously stated, RCLP was established 17 years ago for the purpose of managing funds that invest in the energy and infrastructure space. RPP V currently has in excess of $1.2 billion of assets and uncalled capital from its investors. Castleport therefore has the requisite financial strength and experience to own and operate the Facilities and to ensure LEA continues to operate LEA's steam plant reliably, efficiently, and in accordance with applicable law. The steam plant and the electric generation facilities continue to be substantially integrated, requiring that they be transferred together. Furthermore, as noted above, the Proposed Transaction does not pose the risk of harm to captive ratepayers because the sole steam customer is a sophisticated business entity capable of protecting its own interests and can avail itself of competitive alternatives.

V. CONTINUED LIGHTENED REGULATION

For all of the reasons set forth in the Lightened Regulation Orders, the Project Companies should continue to be subject to lightened regulation. The Facilities will continue to be owned and operated as wholesale power plants. No changes to the day-to-day operations of the Facilities are contemplated because of the Proposed Transaction. In past decisions, the Commission has determined that lightly regulated entities continue to be lightly regulated following the consummation of corporate transactions transferring their direct or indirect ownership interests in the New York competitive electric generating facilities.[23] Accordingly, following the

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[22] *See, e.g.,* Case 13-G-0210, *Inergy Pipeline East, LLC*, Declaratory Ruling on Review of a Transfer Transaction and Order Approving Financing (Nov. 19, 2013) at 7.

[23] *See, e.g.*, Case 12-M-0491, *supra*, Order Approving Transfers (Jan. 22, 2013), at 7; Case 14-E-0022, *MACH Gen, LLC and New Athens Generating Company LLC*, Order Approving Transfers of Ownership Interests and Making Other Findings (Apr. 25, 2014), at 11; Case 07-E-0288, *Astoria Energy LLC, SCS Energy, LLC, and Suez Energy*

consummation of the Proposed Transaction, the Commission should follow its precedent and continue the lightened regulation of the Project Companies consistent with the Lightened Regulation Orders.

VI. COMPLIANCE WITH STATE ENVIRONMENTAL QUALITY REVIEW ACT AND CLIMATE ACT REQUIREMENTS

If the Commission decides to issue an order under PSL §§ 70 and 83 with respect to the Proposed Transaction, it must determine whether its actions may have a significant impact on the environment under the State Environmental Quality Review Act ("SEQR"), Article 8 of the Environmental Conservation Law, and its implementing regulations (6 NYCRR Part 617 and 16 NYCRR Part 7), the Commission. A Short Environmental Assessment Form is provided as **Exhibit C** of this petition. The proposed action under PSL §§ 70 and 83 does not meet the definition of Type 1 or Type 2 actions listed in 6 NYCRR §§ 617.4, 617.5, and 16 NYCRR § 7.2 and is, therefore, classified as an "unlisted" action requiring SEQR review.

The Proposed Transaction will not involve physical changes to the Facilities. The Facilities will continue to be operated in accordance with all applicable Commission orders, permits, environmental laws and environmental regulations. The Commission thus should follow its precedent and issue a negative declaration under SEQRA confirming environmental review of the Proposed Transaction is not required.

If the Commission determines it must review its action taken in this proceeding under §§ 7(2) and 7(3) of the Climate Leadership and Community Protection Act ("Climate Act"), the Commission should determine that its ruling on the Proposed Transaction is not inconsistent with the Climate Act or disproportionately burden disadvantaged communities. Climate Act § 7(2)

Development NA, Inc., Declaratory Ruling on Review of an Ownership Interest Transfer and Making Other Findings (May 22, 2007), at 6.

requires the Commission to either confirm its "administrative approvals and decisions" are not inconsistent with and will not interfere with attainment of statewide greenhouse gas ("GHG") emissions established in Article 75 of the New York Environmental Conservation Law ("ECL") or provide a detailed justification establishing why such limits cannot be met. Climate Act § 7(3) proscribes State agencies from taking actions that disproportionately burden disadvantaged communities.

As demonstrated above, the Proposed Transaction does not involve physical changes to the Facilities, and no increase in GHG emissions will occur because of the Proposed Transaction. The Facilities will continue to be operated in accordance with all applicable Commission orders, permits, environmental laws and regulations. As the existing facility permits were issued in accordance with environmental statutes and regulations that ensure the Facilities are operated in a manner that is protective of the environment, Commission action in this proceeding is not inconsistent with, and will not interfere with the attainment of, the statewide GHG gas emissions limits in the ECL.[24] The operation of the Facilities in accordance with applicable, existing, and valid permits will also not place a disproportionate burden on disadvantaged communities, and thus, satisfies the requirements of Climate Act § 7(3).[25]

VII. CONCLUSION

WHEREFORE, Petitioners respectfully request that the Commission: (i) issue a declaratory ruling that no further review of the Proposed Transaction is required under PSL §§ 70 and 83 or authorize the Proposed Transaction under PSL §§ 70 and 83, without condition, as in the public interest, and (ii) confirm the Project Companies will continue to be subject to lightened

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[24] *See* Case 24-E-0045, Alpha Generation Super Topco, LLC, Declaratory Ruling on Upstream Transfer (May 19, 2025), at 16; Case 24-E-0472, *MPH Cross Island Power, LLC, et al.*, Declaratory Ruling on Transfer Transaction (Dec. 23, 2024), at 14-15.

[25] *Id.*

regulation. Petitioners respectfully request that the Commission act on the Petition at or before its July 16, 2026, session.

Respectfully submitted,

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Dated: April 14, 2026

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Case 26-M-

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STATE OF NEW YORK)
) ss.
COUNTY OF NIAGARA)

VERIFICATION

Thomas J. Gesicki, being duly sworn, deposes and states as follows:

1. I am the Managing Director of Lockport Energy Associates, L.P. and Castleton Power, LLC.

2. I am authorized to sign this verification on behalf of Lockport Energy Associates, L.P. and Castleton Power, LLC.

3. I have read the foregoing Joint Petition and do hereby affirm that the facts stated therein with respect to Lockport Energy Associates, L.P. and Castleton Power, LLC. and the proposed transaction are true and correct to the best of my knowledge, information and belief.

Signed: ____________
Thomas J. Gesicki

Sworn to and subscribed before me this

10th day of April, 2026

____
Notary Public

MARGARET M. HERETH
Notary Public, State Of New York
No. 01HE6006545
Qualified in Erie County
My Commission Expires May 4, 2026

STATE OF NEW YORK
PUBLIC SERVICE COMMISSION

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Case 26-M-

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STATE OF TEXAS)
) ss.
COUNTY OF MONTGOMERY)

VERIFICATION

Jonathan Beach, being duly sworn, deposes and states as follows:

1. I am the Vice President of Castleport Power, LLC, a Petitioner in this proceeding.

2. I am authorized to sign this verification on behalf of Castleport Power, LLC.

3. I have read the foregoing Joint Petition and do hereby affirm that the facts stated therein with respect to Castleport Power, LLC and the proposed transaction are true and correct to the best of my knowledge, information and belief.

Signed: ______________________
Jonathan Beach
Vice President, Castleport Power, LLC

Sworn to and subscribed before me this

14th day of April, 2026

Kristin Carol Warnke
Notary Public

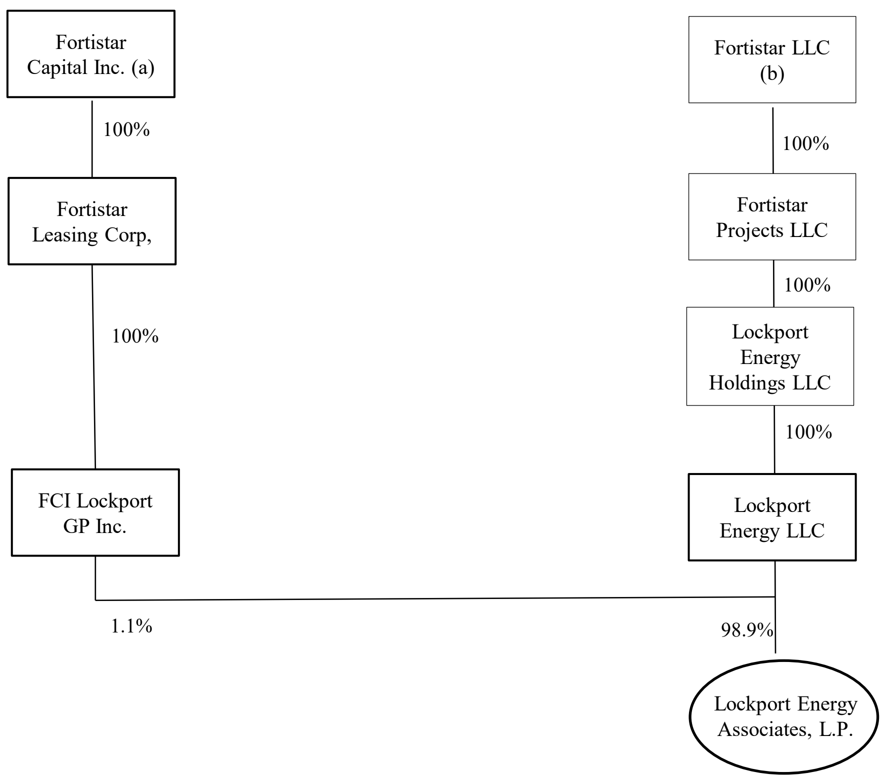
KRISTIN CAROL WARNKE
My Notary ID # 10267784
Expires April 27, 2028

EXHIBIT A

Organizational Charts

April 8, 2026

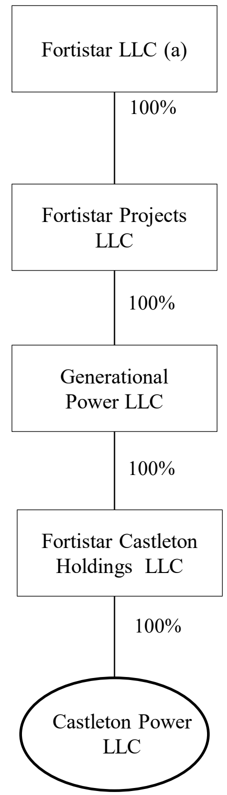
Lockport Energy Associates, L.P.
Ownership Structure



(a) Mark Comora, Sole Shareholder and Director
(b) Mark Comora, Sole Member

Castleton Power, LLC
Ownership Structure

April 8, 2026



(a) Mark Comora, Sole Member

RPP V – Castleport Power, LLC

Post-Closing Organizational Chart

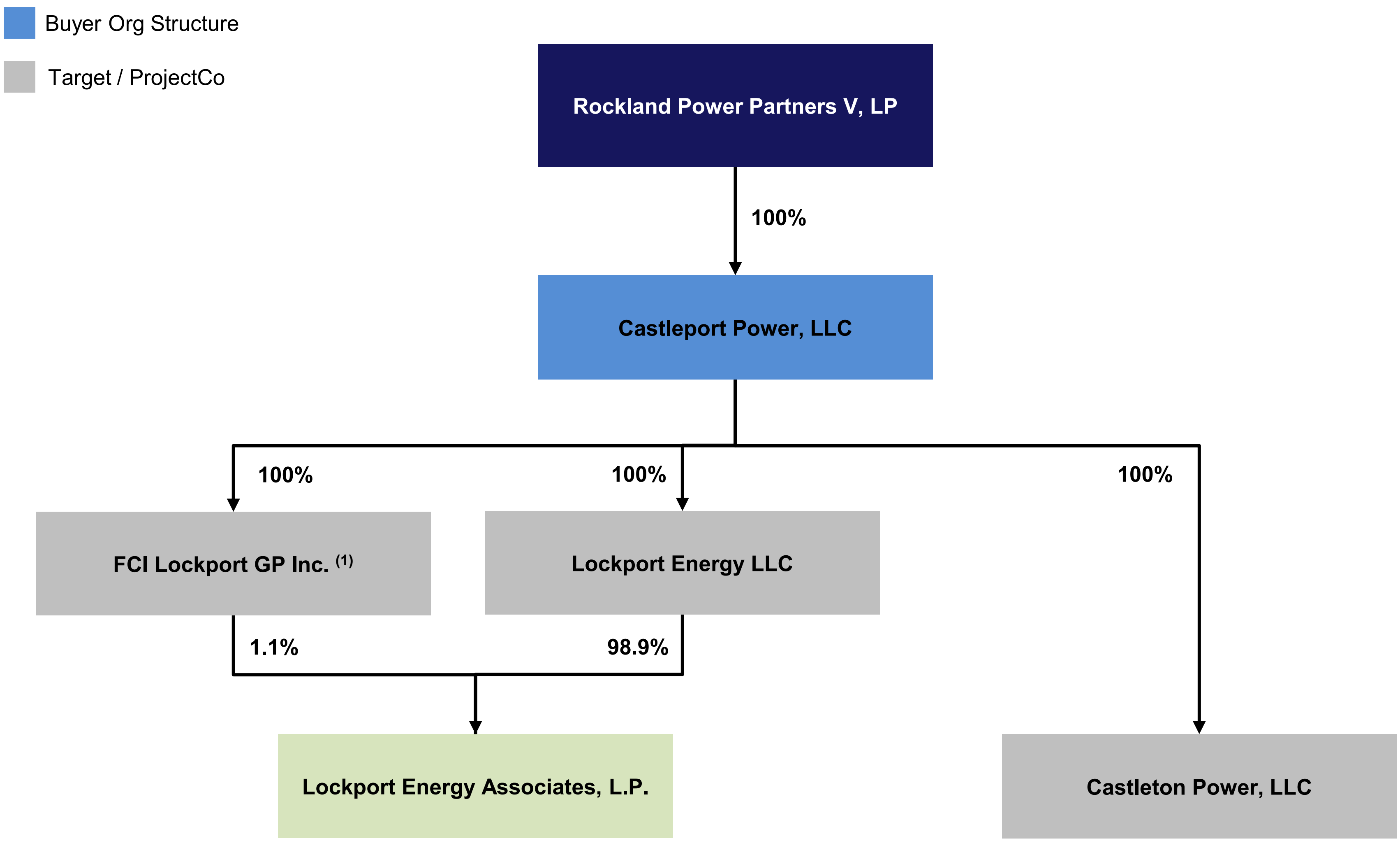


EXHIBIT B

SAPA Notice

For Department of State use only.

Notice of Proposed Rule Making

Public Service Commission
(SUBMITTING AGENCY)

[ ] Approval has been granted by Executive Chamber to propose this rule making.
[x] This rule making does not require Executive Chamber approval.

NOTE: Typing and submission instructions are at the end of this form. Please be sure to COMPLETE ALL ITEMS. Incomplete forms will be cause for rejection of this notice.

1. A. *Proposed action:*

	NYPSL Sections 70, 83 authorization of transfers	Title	NYCRR
		Title	NYCRR
		Title	NYCRR
		Title	NYCRR
		Title	NYCRR
		Title	NYCRR

B. [ ] This is a consensus rule making. A statement is attached setting forth the agency's determination that no person is likely to object to the rule as written [SAPA §202(1)(b)(i)].

C. [ ] This rule was previously proposed as a consensus rule making under I.D. No. - . Attached is a brief description of the objection that caused/is causing the prior notice to be withdrawn [SAPA §202(1)(e)].

D. [ ] This rule is proposed pursuant to [SAPA §207(3)], 5-Year Review of Existing Rules (see also item 16).

2. *Statutory authority under which the rule is proposed:*

New York Public Service Law Sections 70 and 83

3. *Subject of the rule:*

A request for an order authorizing the transfer of ownership interests pursuant to Sections 70 and 83 of the NYPSL.

4. *Purpose of the rule:*

To authorize the transfer of ownership interests.

5. *Public hearings* (check box and complete as applicable):

[x] A public hearing is not scheduled. (*SKIP TO ITEM 8*)

[ ] A public hearing is required by law and is scheduled below. (***Note***: first hearing date must be at least 60 days **after** publication of this notice unless a different time is specified in statute.)

[ ] A public hearing is not required by law, but is scheduled below.

Time:	*Date:*	*Location:*

6. *Interpreter services* (check only if a public hearing is scheduled):
   [ ] Interpreter services will be made available to hearing impaired persons, at no charge, upon written request to the agency contact designated in this notice.

7. Accessibility (check appropriate box only if a public hearing is scheduled):
   [ ] All public hearings have been scheduled at places reasonably accessible to persons with a mobility impairment.
   [ ] Attached is a list of public hearing locations that are **not** reasonably accessible to persons with a mobility impairment. An explanation is submitted regarding diligent efforts made to provide accessible hearing sites.

8. *Terms of rule* (SELECT ONE SECTION):
   A. [x] The full text of the rule is attached because it does not exceed 2,000 words.
   B. [ ] A summary of the rule is attached because the full text of the rule exceeds 2,000 words.

   Full text is posted on the following State website. [Pursuant to SAPA §202(7)(d), provide sufficient information to enable the public to access the full text without extensive searching. For example, provide a URL or a title to either a webpage or a specific section of the website where the full text is posted]:

   C. [ ] Pursuant to SAPA §202(7)(b), the agency elects to print a description of the subject, purpose and substance of the rule as defined in SAPA §102(2)(a)(ii) [Rate Making]. Web posting of full text of such rule is not required [SAPA §202(1)(a)].

9. *The text of the rule and any required statements and analyses may be obtained from:*

Agency contact John Pitucci
Agency Name New York Public Service Commission
Office address 3 Empire Plaza
Albany, NY 12223-1350
Telephone (518) 486-2655 *E-mail:* john.pitucci@dps.ny.gov

10. *Submit data, views or arguments to* (complete only if different than previously named agency contact):

Agency contact Michelle Phillips, Secretary
Agency name New York Public Service Commission
Office address 3 Empire Plaza
Albany, NY 12223-1350
Telephone (518) 474-6530 *E-mail:* secretary@dps.ny.gov

11. *Public comment will be received until:*
   [x] 60 days after publication of this notice (MINIMUM public comment period).
   [ ] 5 days after the last scheduled public hearing required by statute (MINIMUM, with required hearing).
   [ ] Other: (*specify*) ______________ .

12. A prior emergency rule making for this action was previously published in the ______________ issue of the *Register,* I.D. No. ______________-__________ .

13. *Expiration date* (check only if applicable):

[ ] This proposal will not expire in 365 days because it is for a "rate making" as defined in SAPA §102 (2)(a)(ii).

14. *Additional matter required by statute:*

[ ] Yes (include below material required by statute).

[x] No additional material required by statute.

15. *Regulatory Agenda* (See SAPA §202-d[1]):

[ ] This rule was a Regulatory Agenda item for this agency in the following issue of the *State Register:* ____________.

[ ] This rule was not under consideration at the time this agency submitted its Regulatory Agenda for publication in the *Register.*

[x] Not applicable.

16. ***Review of Existing Rules*** (ALL ATTACHMENTS MUST BE 2,000 WORDS OR LESS)

This rule is proposed pursuant to SAPA §207 (item 1D applies) (check applicable boxes):

[ ] Attached is a statement setting forth a reasoned justification for modification of the rule. Where appropriate, include a discussion of the degree to which changes in technology, economic conditions or other factors in the area affected by the rule necessitate changes in the rule.

[ ] Attached is an assessment of public comments received by the agency in response to its publication of a list of rules to be reviewed.

[ ] An assessment of public comments is not attached because no comments were received.

[x] Not applicable.

17. ***Regulatory Impact Statement (RIS)***

(SELECT AND COMPLETE ONE; ALL ATTACHMENTS MUST BE 2,000 WORDS OR LESS, EXCLUDING SUMMARIES OF STUDIES, REPORTS OR ANALYSES [Needs and Benefits]):

A. The attached RIS contains:

[ ] The full text of the RIS.

[ ] A summary of the RIS.

[ ] Full text is posted on the following State website. [Pursuant to SAPA §202(7)(d), provide sufficient information to enable the public to access the full text without extensive searching. For example, provide a URL or a title to either a webpage or a specific section of the website where the full text is posted]:

[ ] A consolidated RIS, because this rule is one of a series of closely related and simultaneously proposed rules or is virtually identical to rules proposed during the same year.

B. A RIS is **not attached,** because this rule is:

[ ] subject to a consolidated RIS printed in the *Register* under I.D. No.: ______________-__________; issue date: ______________ .

[x] exempt, as defined in SAPA §102(2)(a)(ii) [Rate Making].

[ ] exempt, as defined in SAPA §102(11) [Consensus Rule Making].

C. [ ] A **statement is attached** claiming exemption pursuant to SAPA § 202-a (technical amendment).

18. ***Regulatory Flexibility Analysis (RFA) for small businesses and local governments***
(SELECT AND COMPLETE ONE; ALL ATTACHMENTS MUST BE 2,000 WORDS OR LESS):

A. The attached RFA contains:

[ ] The full text of the RFA.

[ ] A summary of the RFA.

Full text is posted on the following State website. [Pursuant to SAPA §202(7)(d), provide sufficient information to enable the public to access the full text without extensive searching. For example, provide a URL or a title to either a webpage or a specific section of the website where the full text is posted]:

[ ] A consolidated RFA, because this rule is one of a series of closely related rules.

B. [ ] A **statement is attached** explaining why a RFA is not required. This statement is in scanner format and explains the agency's finding that the rule will not impose any adverse economic impact or reporting, recordkeeping or other compliance requirements on small businesses or local governments and the reason(s) upon which the finding was made, including any measures used to determine that the rule will not impose such adverse economic impacts or compliance requirements.

C. A RFA is **not** attached, because this rule:

[ ] is subject to a consolidated RFA printed in the *Register* under I.D. No.: - ;
issue date: .

[x] is exempt, as defined in SAPA §102(2)(a)(ii) [Rate Making].

[ ] is exempt, as defined in SAPA §102(11) [Consensus Rule Making].

19. ***Rural Area Flexibility Analysis (RAFA)***
(SELECT AND COMPLETE ONE; ALL ATTACHMENTS MUST BE 2,000 WORDS OR LESS):

A. The attached RAFA contains:

[ ] The full text of the RAFA.

[ ] A summary of the RAFA.

Full text is posted on the following State website. [Pursuant to SAPA §202(7)(d), provide sufficient information to enable the public to access the full text without extensive searching. For example, provide a URL or a title to either a webpage or a specific section of the website where the full text is posted]:

[ ] A consolidated RAFA, because this rule is one of a series of closely related rules.

B. [ ] A **statement is attached** explaining why a RAFA is not required. This statement is in scanner format and explains the agency's finding that the rule will not impose any adverse impact on rural areas or reporting, recordkeeping or other compliance requirements on public or private entities in rural areas and the reason(s) upon which the finding was made, including what measures were used to determine that the rule will not impose such adverse impact or compliance requirements.

C. A RAFA is **not attached,** because this rule:

[ ] is subject to a consolidated RAFA printed in the *Register* under I.D. No.: - ;
issue date: .

[x] is exempt, as defined in SAPA §102(2)(a)(ii) [Rate Making].

[ ] is exempt, as defined in SAPA §102(11) [Consensus Rule Making].

20. ***Job Impact Statement (JIS)***

(SELECT AND COMPLETE ONE; ALL ATTACHMENTS MUST BE 2,000 WORDS OR LESS):

A. The attached JIS contains:

[ ] The full text of the JIS.

[ ] A summary of the JIS.

[ ] Full text is posted on the following State website. [Pursuant to SAPA §202(7)(d), provide sufficient information to enable the public to access the full text without extensive searching. For example, provide a URL or a title to either a webpage or a specific section of the website where the full text is posted]:

[ ] A consolidated JIS, because this rule is one of a series of closely related rules.

B. [ ] A **statement is attached** explaining why a JIS is not required. This statement is in scanner format and explains the agency's finding that the rule will not have a substantial adverse impact on jobs and employment opportunities (as apparent from its nature and purpose) and explains the agency's finding that the rule will have a positive impact or no impact on jobs and employment opportunities; except when it is evident from the subject matter of the rule that it could only have a positive impact or no impact on jobs and employment opportunities, the statement shall include a summary of the information and methodology underlying that determination.

[ ] A JIS/Request for Assistance [SAPA §201-a(2)(c)] is attached.

C. A JIS is **not attached,** because this rule:

[ ] is subject to a consolidated JIS printed in the *Register* under I.D. No.: _____ - _____ ; issue date: _____ .

[x] is exempt, as defined in SAPA §102(2)(a)(ii) [Rate Making].

[ ] is proposed by the State Comptroller or Attorney General.

AGENCY CERTIFICATION (To be completed by the person who PREPARED the notice.)

I have reviewed this form and the information submitted with it. The information contained in this notice is correct to the best of my knowledge.

I have reviewed Article 2 of SAPA and Parts 260 through 263 of 19 NYCRR, and I hereby certify that this notice complies with all applicable provisions.

Name _____ *Signature* _____

Address _____

Telephone _____ *E-Mail* _____

Date _____

Please read before submitting this notice:

1. Except for this form itself, all text must be typed in the prescribed format as described in the Department of State's Register procedures manual, *Rule Making in New York.*
2. Rule making notices, with any necessary attachments (in MS Word), should be e-filed via the Department of State website.

Substance of Proposed Rule

The New York State Public Service Commission is considering a verified joint petition filed by Lockport Energy Associates, L.P. ("LEA"), Castleton Power, LLC ("Castleton"), and Castleport Power, LLC ("Castleport") requesting authorization under Sections 70 and 83 of the New York State Public Service Law for Castleport to acquire indirect and direct ownership interests in electric generating facilities owned by LEA and Castleton.

EXHIBIT C

Short Environmental Assessment Form

Short Environmental Assessment Form
Part 1 - Project Information

Instructions for Completing

Part 1 – Project Information. The applicant or project sponsor is responsible for the completion of Part 1. Responses become part of the application for approval or funding, are subject to public review, and may be subject to further verification. Complete Part 1 based on information currently available. If additional research or investigation would be needed to fully respond to any item, please answer as thoroughly as possible based on current information.

Complete all items in Part 1. You may also provide any additional information which you believe will be needed by or useful to the lead agency; attach additional pages as necessary to supplement any item.

Part 1 – Project and Sponsor Information

Name of Action or Project:
Public Service Commission approval under Sections 70 and 83

Project Location (describe, and attach a location map):
NA

Brief Description of Proposed Action:
Public Service Commission approval of transfer of ownership interests in Lockport Energy Associates, L.P. and Castleton Power, LLC, pursuant to Sections 70 and 83 of the New York Public Service Law.

Name of Applicant or Sponsor: Lockport Energy Associates, L.P. and Castleton Power, LLC	Telephone: 914-421-4210 E-Mail: tkelly@fortistar.com	
Address: One North Lexington Avenue, Suite 1450		
City/PO: White Plains	State: New York	Zip Code: 10601

	NO	YES
1. Does the proposed action only involve the legislative adoption of a plan, local law, ordinance, administrative rule, or regulation? If Yes, attach a narrative description of the intent of the proposed action and the environmental resources that may be affected in the municipality and proceed to Part 2. If no, continue to question 2.	☑	☐
2. Does the proposed action require a permit, approval or funding from any other government Agency? If Yes, list agency(s) name and permit or approval: Federal Energy Regulatory Commission, Federal Power Act Section 203 Approval	☐	☑

3. a. Total acreage of the site of the proposed action? NA acres
b. Total acreage to be physically disturbed? NA acres
c. Total acreage (project site and any contiguous properties) owned or controlled by the applicant or project sponsor? NA acres

4. Check all land uses that occur on, are adjoining or near the proposed action:
☐ Urban ☐ Rural (non-agriculture) ☐ Industrial ☐ Commercial ☐ Residential (suburban)
☐ Forest ☐ Agriculture ☐ Aquatic ☑ Other(Specify): NA
☐ Parkland

	NO	YES	N/A
5. Is the proposed action,			
a. A permitted use under the zoning regulations?	☐	☐	☑
b. Consistent with the adopted comprehensive plan?	☐	☐	☑

	NO	YES
6. Is the proposed action consistent with the predominant character of the existing built or natural landscape?	☐	☑
7. Is the site of the proposed action located in, or does it adjoin, a state listed Critical Environmental Area? If Yes, identify: ____________________	☑	☐
8. a. Will the proposed action result in a substantial increase in traffic above present levels?	☑	☐
b. Are public transportation services available at or near the site of the proposed action?	☑	☐
c. Are any pedestrian accommodations or bicycle routes available on or near the site of the proposed action?	☑	☐
9. Does the proposed action meet or exceed the state energy code requirements? If the proposed action will exceed requirements, describe design features and technologies: ____________________ ____________________	☐	☑
10. Will the proposed action connect to an existing public/private water supply? If No, describe method for providing potable water: ____________________ ____________________	☐	☑
11. Will the proposed action connect to existing wastewater utilities? If No, describe method for providing wastewater treatment: ____________________ ____________________	☐	☑
12. a. Does the project site contain, or is it substantially contiguous to, a building, archaeological site, or district which is listed on the National or State Register of Historic Places, or that has been determined by the Commissioner of the NYS Office of Parks, Recreation and Historic Preservation to be eligible for listing on the State Register of Historic Places?	☑	☐
b. Is the project site, or any portion of it, located in or adjacent to an area designated as sensitive for archaeological sites on the NY State Historic Preservation Office (SHPO) archaeological site inventory?	☑	☐
13. a. Does any portion of the site of the proposed action, or lands adjoining the proposed action, contain wetlands or other waterbodies regulated by a federal, state or local agency?	☑	☐
b. Would the proposed action physically alter, or encroach into, any existing wetland or waterbody?	☑	☐
If Yes, identify the wetland or waterbody and extent of alterations in square feet or acres: ____________________ ____________________ ____________________		

14. Identify the typical habitat types that occur on, or are likely to be found on the project site. Check all that apply:

☐ Shoreline ☐ Forest ☐ Agricultural/grasslands ☐ Early mid-successional

☐ Wetland ☑ Urban ☐ Suburban

	NO	YES
15. Does the site of the proposed action contain any species of animal, or associated habitats, listed by the State or Federal government as threatened or endangered?	☑	☐
16. Is the project site located in the 100-year flood plan?	☑	☐
17. Will the proposed action create storm water discharge, either from point or non-point sources? If Yes,	☑	☐
a. Will storm water discharges flow to adjacent properties?	☑	☐
b. Will storm water discharges be directed to established conveyance systems (runoff and storm drains)? If Yes, briefly describe:	☑	☐
18. Does the proposed action include construction or other activities that would result in the impoundment of water or other liquids (e.g., retention pond, waste lagoon, dam)? If Yes, explain the purpose and size of the impoundment:	☑	☐
19. Has the site of the proposed action or an adjoining property been the location of an active or closed solid waste management facility? If Yes, describe:	☑	☐
20. Has the site of the proposed action or an adjoining property been the subject of remediation (ongoing or completed) for hazardous waste? If Yes, describe:	☑	☐

I CERTIFY THAT THE INFORMATION PROVIDED ABOVE IS TRUE AND ACCURATE TO THE BEST OF MY KNOWLEDGE

Applicant/sponsor/name: Thomas J. Kelly Date: April 14, 2026

Signature: Thy Kelly Title: Vice President

PRINT FORM