

PARSONS BEHLE & LATIMER

Joseph D. Kesler, Esq.

Utah Bar No. 12138

Justina A. Caviglia, Esq.

Utah Bar No. 20043

201 S. Main Street, Suite 1800

Salt Lake City, Utah 84111

Telephone: 801.536-6730

Facsimile: 801.536-6111

jkesler@parsonsbhele.com

jcaviglia@parsonsbhele.com

Attorneys for Will-Power UT, LLC

BEFORE THE PUBLIC SERVICE COMMISSION OF UTAH

Registration of Will-Power UT, LLC as a
Large-Scale Generation Provider.

Docket No.

**NOTICE OF REGISTRATION AS A
LARGE-SCALE GENERATION
PROVIDER**

Will-Power UT, LLC (“Will-Power”), hereby submits its Notice of Registration (“Registration”) with the Public Service Commission of Utah (“Commission”) as a Large-Scale Generation Provider pursuant to Utah Code Annotated (“U.C.A.”) § 54-26-501, et seq., also known as Senate Bill 132 (“S.B. 132”), signed into law March 25, 2025, and the Draft Regulations R746-318, et seq., and specifically R746-318-401, pending adoption in Docket No. 25-R3185-01 (“Draft Regulations”). Will-Power intends to provide service to a customer through a Closed Private Generation System pursuant to a U.C.A. 54-26-504. Once fully executed, Will-Power will file a copy of the private generation contract for the Commission’s approval in accordance with S.B. 132 and the draft regulations, R746-318-201 and R746-318-601. In support of its Registration pursuant to U.C.A. 54-26-501(2) and R746-318-401, Will-Power states as follows:

1. Will-Power is registered to do business in Utah with the Utah Department of Commerce, Division of Corporations and Commercial Code Registration. *See* the attached Exhibit A.

2. Will-Power is owned by The Williams Companies, Inc. (“Williams”), a Fortune 500 and a leading national natural gas infrastructure provider. Williams owns and operates more than 33,000 miles of pipelines system wide.

3. Williams has a significant presence across Utah. Williams assets account for approximately 44 percent of the natural gas entering Utah. Williams employees in Utah maintain seven compressor facilities in the State.

4. Williams MountainWest Pipeline (“MountainWest”) owns approximately 2,000 miles of natural gas transmission pipelines and 56 Bcf of gas storage, providing valuable service to western markets including Utah, Wyoming, and Colorado.

5. Williams Northwest Pipeline (“Northwest”) owns a 4,000-mile bi-directional transmission system crossing the states of Washington, Oregon, Idaho, Wyoming, Utah, and Colorado. Northwest’s bi-directional system provides access to British Columbia, Alberta, Rocky Mountain, and San Juan Basin gas supplies

6. Will-Power’s principal place of business in Utah is 650 S Main St Suite 3000, Salt Lake City, UT 84101.

7. Will-Power has the requisite technical, financial, and managerial capability needed to operate as a Large-Scale Generation Provider. Its management is experienced in the pipeline and generation industry. *See* the attached Exhibit B.

8. Will-Power has the requisite financial ability to construct and operate as a Large-Scale Generation Provider. The financial information of its sole owner and single member,

Williams, SEC 10K, is attached as Exhibit C.

9. Williams is a large operator of gas turbomachinery with a fleet of 275 machines installed nationwide. As a large gas pipeline, and processing firm, Williams operates significant electrical power distribution infrastructure nationwide, including power generation and employs a workforce of skilled technicians and engineers in the design, construction, operations, and maintenance of electrical systems. Historically the firm has included a Power Generation Unit, that included a fleet of owned simple and combined cycle power generation facilities.

10. Will-Power is constructing Project Aquila in Eagle Mountain, Utah, which is comprised of the following:

- a. Will-Power will build, own, and operate power generation facilities to reliably deliver up to 286 megawatts.
- b. Will-Power will build, own, and operate a twenty (20) mile service pipeline to the power gen facility.
- c. Project Aquila will be co-located with the customer's industrial property within a Regional Technology and Industry (RTI) zoned business park.

11. Will-Power has identified and is in the process of acquiring all required permits for the generation facility and the associated service pipeline, including any environmental permits. These environmental permits include the following: Air permits (Title V Permit)- Minor NSR Permit, Title V Operating Permit; Stormwater permits, migratory bird coordination, review of state and federal jurisdictional waters, review for potential habitat for species listed under Section 7 of the Endangered Species Act, and SHPO Section 106 Coordination where required.

12. Will-Power will be demonstrating compliance with the Utah Department of Environmental Quality (UDEQ) Division of Air Quality's State Implementation Plan. Will-

Power anticipates filing its Title V air permit application in early first quarter 2026 and will provide the Commission with a complete copy of the air permit application, including documentation of emissions, regulatory applicability, emissions controls, as well as air dispersion modeling results, under separate cover following submittal to UDEQ.

13. Once fully executed, Will-Power will file a copy of the private generation contract for the Commission's approval in accordance with S.B. 132 and the draft regulations, R746-318-201 and R746-318-601. Project Aquila and the private generation contract are dependent upon each other and upon the approval of Will-Power's registration as a large-scale generation provider, Will-Power will file proof of the permits it has obtained for Project Aquila. Will-Power will also file additional information on any impact of Project Aquila on the state implementation plan once additional work and permitting for Project Aquila is closer to completion. Will-Power will defer to the Commission on whether this information should be filed in this Docket or with the application for approval of the private generation contract

14. Project Aquila is wholly separate from facilities owned and operated by any Qualified Electric Utility, cooperative utility, municipal utility, or other utility except to the extent authorized in Utah Code §§ 54-26-504 and 54-26-505;

15. Communications regarding this filing should be addressed to:

Joseph D. Kesler, Esq.
Justina A. Caviglia, Esq.
201 S. Main Street, Suite 1800
Salt Lake City, Utah 84111
Telephone: 801.536-6730
Facsimile: 801.536-6111
Email: jkesler@parsonsbhele.com
Email: jcaviglia@parsonsbhele.com

In addition, Will-Power requests that all data requests regarding this Registration be sent

in Microsoft Word or plain text format to the following: By email (preferred) to nprout@parsonsbehle.com. WHEREFORE, Will-Power respectfully requests that the Commission approve their Registration as a Large-Scale Generation Provider.

DATED this 24th day of November 2025.

PARSONS BEHLE & LATIMER

/s/ Justina A. Caviglia

Joseph D. Kesler, Esq.

Utah Bar No. 12138

Justina A. Caviglia, Esq.

Utah Bar No. 24003

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201 S. Main Street, Suite 1800

Salt Lake City, Utah 84111

Telephone: 801.536-6730

Facsimile: 801.536-6111

jcaviglia@parsonsbehle.com

Attorneys for Will-Power, LLC

CERTIFICATE OF SERVICE

Docket No.

I hereby certify that on this 24^h day of November 2025, I caused a true and correct copy of the foregoing document, **NOTICE OF REGISTRATION AS A LARGE-SCALE GENERATION PROVIDER** to be served via electronic mail to the following:

Utah Office of Consumer Services

Michele Beck mbeck@utah.gov
 ocs@utah.gov

Division of Public Utilities

dpudatarequest@utah.gov

Assistant Attorney General

Patricia Schmid pschmid@agutah.gov
Robert Moore rmoore@agutah.gov
Patrick Grecu pgrecu@agutah.gov

Will-Power, LLC

Joseph D. Kesler jkesler@parsonsbhele.com
Justina A. Caviglia jcaviglia@parsonsbhele.com
Nancy Prout nprout@parsonsbhele.com

/s/ Nancy Prout
Employee of Parsons Behle & Latimer