

Washington State Climate Commitment Act

CITSS Corporate Associations and Structure Disclosure Guide

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Contact Information

Air Quality Program

Ecology Headquarters
Phone: 360-407-6296
Email: CCAAuctions@ecy.wa.gov
Website: <https://ecology.wa.gov/About-us/Contact-us>

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Background

The Climate Commitment Act Program Rule requires you to disclose certain information related to your entity's corporate associations, Cap-and-Invest Consultants and Advisors, and employees who have access to your entity's market positions in order to register in the cap-and-invest program, or when there is a requirement to update the information reported in the form (see [Table 1](#)).

This document provides guidance on the disclosures you must submit to the Department of Ecology. These include information on your entity's:

- Entity type, e.g., covered entity, opt-in entity, or general market participant;
- Cap-and-invest consultants and advisors (if any);
- Corporate associations with other relevant companies; and
- Designated account representatives.

To apply for an entity account in the Compliance Instrument Tracking System Service (CITSS), you must complete the relevant sections of the Corporate Associations and Structure Disclosure Form (Corporate Disclosures Form). The [Disclosing corporate associations and other required entity information](#) section of this guide walks through how to complete the form. You are also required to send Ecology updates when corporate information changes (see [Table 1](#)).

The information in this document is based on the requirements set forth in the Climate Commitment Act (CCA), Chapter 70A.65 RCW, and the CCA Program Rule, Chapter 173-446 WAC (collectively referred to as CCA Requirements). If there is any apparent conflict between this document and the CCA Requirements, the CCA Requirements shall control.

Table 1: Timing of Disclosure/Update Requirements

Event or condition	Deadline
Receipt of registration notification for covered entities	Within 40 calendar days
Creation of a new disclosable direct or indirect corporate association	Within 30 calendar days
A change in the type of an existing corporate association	Within 30 calendar days
A modification, if the changes in information involve only unregistered parties disclosed pursuant to WAC 173-446-110 (4) and (5)	Within one year after the modification
Disclosing a change related to another party registered in the Washington cap-and-invest program, if the disclosing entity intends to participate in the auction	No later than 10 calendar days prior to the auction application deadline
Updates specific to the type of market participant, updates to corporate disclosures, or updates of account representatives or viewing agents	No later than 40 calendar days before the day of the auction
Entering into a contract with a cap-and-invest consultant or advisor	Within 30 calendar days
A change to the information disclosed on consultants and advisors	Within 30 calendar days
A request by Ecology regarding registered entities that have direct corporate associations with unregistered parties in the US or Canada that are otherwise not required to be disclosed	Within 30 days of Ecology's request
A request by Ecology regarding registered entities that have direct corporate associations with other parties outside the US and Canada that purchase or sell greenhouse gas compliance instruments, natural gas, oil, or electricity, or parties that trade in derivatives or swaps of these assets that are not otherwise required to be disclosed	Within 30 days of Ecology's request
All other changes to information required under Disclosure of corporate association—Information to be submitted (WAC 173-446-120)	Within one year
Request for further information from Ecology	Within 10 business days

An introduction to corporate associations

A corporate association exists when one party has an ownership interest in or control over a second party. When this degree of ownership or control gives the first party effective control over the second party, the rule considers the two parties to have a **direct** corporate association.

When the first party does not have a controlling interest in a second party, but has a significant level of control, the regulation considers the two parties to have an **indirect** corporate association.

How does an entity determine whether it has any corporate associates?

Entities should first consider whether they have a direct corporate association with another party. If they determine that they do not have a **direct** corporate association, they should then consider whether they have an **indirect** corporate association.

NOTE:

It is your entity's responsibility to determine whether your entity has a disclosable corporate association, and to report the association within the required timeframe.

Direct Corporate Associations

There are multiple circumstances that may result in two parties becoming direct corporate associates. These are:

- The relationship between the two parties
- The relationship between each of the two parties and a third party
- The operation of an electricity generating facility in Washington
- Through employees with shared roles
- Through their employment of cap-and-invest consultants or advisors

Relationship between two parties

A party has a direct corporate association with another party whenever either party has any of the following criterion (“indicia of control”) greater than 50 percent:

1. Percent of ownership of any class of listed shares, the right to acquire such shares, or any option to purchase such shares of the other party;
2. Percent of common owners, directors, or officers of the other party;
3. Percent of the voting power of the other party;
4. In the case of a partnership other than a limited partnership, percent of the interests of the partnership;
5. In the case of a limited partnership, the percent of control over the general partner or the percent of the voting rights to select the general partner; and
6. In the case of a limited liability corporation, percent of ownership in the other party regardless of how the interest is held.

A direct corporate association can exist between two parties even if one party is not registered in the cap-and-invest program.

NOTE:

Even if all of the indicia of control are below 50 percent, you may still be in an indirect corporate association (see the next section on [Indirect Corporate Associations](#)).

Relationship with a third party

A direct corporate association exists between two parties when each party is connected to the same third party through a direct corporate association.

Example 1, Shared parent: If both Alpha Inc. and Beta Inc. share a common parent Gamma Inc., and Gamma Inc. is a direct corporate associate of both Alpha Inc. and Beta Inc., then Alpha Inc. and Beta Inc. are also direct corporate associates with one another.

Example 2, generalized: If Alpha Inc. is a direct corporate associate of Beta Inc., and Beta Inc. is a direct corporate associate of Gamma Inc., then Alpha Inc. and Gamma Inc. are also direct corporate associates.

Electricity generating facilities in Washington

Electric utilities can be direct corporate associates of operators of generating facilities and of electricity importers.

An electric utility that operates electricity generating facility #1 and electricity generating facility #2 must report a direct corporate association between the two electricity generating facilities.

An electric utility that is the operator of an electricity generating facility in Washington has a direct corporate association with an electricity importer if the same party operates the generating facility in Washington and is the party importing electricity.

NOTE:

Direct corporate associations can exist even if one of the parties is not registered in the cap-and-invest program. For example, a parent company that owns more than 50% of the applicant and that is not registered in the cap-and-invest program is a direct corporate associate.

Employees with shared roles

Some employees also trigger direct corporate associations. This occurs when the person:

- has access to the market position of two or more parties registered in the cap-and-invest program (i.e., is an account representative in CITSS on two or more entity accounts); and,
- is employed by one of those entities.

Primary and alternate account representatives are considered to have access to the market position of the entities they serve.

Indirect Corporate Associations

An indirect corporate association exists if the two parties in question do not have a direct corporate association, and if any of the criterion (“indicia of control”) for direct corporate associations exceed 20 percent but is less than or equal to 50 percent:

1. Percent of ownership of any class of listed shares, the right to acquire such shares, or any option to purchase such shares of the other party;
2. Percent of common owners, directors, or officers of the other party;
3. Percent of the voting power of the other party;
4. In the case of a partnership other than a limited partnership, percent of the interests of the partnership;
5. In the case of a limited partnership, the percent of control over the general partner or the percent of the voting rights to select the general partner; and
6. In the case of a limited liability corporation, percent of ownership in the other party regardless of how the interest is held.

If there is a chain of association between two parties, and this chain does not create a direct corporate association, the degree of control between the two parties is determined by multiplying the percentage of control at each link in the chain.

Example 1:

If Alpha Corp. controls 51 percent of Beta Corp., and Beta Corp controls 51 percent of Gamma Corp., Alpha Corp. and Gamma Corp. would have a direct corporate association. This direct corporate association exists because Alpha and Gamma are connected through a line of direct corporate associations – one between Alpha and Beta, and another between Beta and Gamma.

Example 2:

However, if Beta Corp. controls 40 percent of Gamma Corp., the multiplication exercise described above is used. The percentage of control between Alpha and Beta is 51 percent, or 0.51, and the percentage of control between Beta and Gamma is 40 percent, or 0.4.

$$0.51 \times 0.4 = \text{degree of control between Alpha and Gamma}$$

Alpha and Gamma would have an indirect corporate association, because the product of the two percentages of control – 20.4 percent - exceeds 20 percent but is less than or equal to 50 percent.

Which corporate associations are required to be disclosed?

- Your entity must disclose all direct and indirect corporate associations with other entities registered in the cap-and-invest program.
- Your entity must disclose all direct corporate associations with a parent company, even if the parent is not registered in the cap-and-invest program.
- If requested by Ecology, your entity must disclose any direct corporate associations with unregistered parties in the U.S. or Canada, which are otherwise not required to be disclosed, within 30 days of request. Your entity can elect to disclose only those direct corporate associates located in the U.S. or Canada that purchase or sell greenhouse gas compliance instruments, natural gas, oil, or electricity, or parties that trade in derivatives or swaps of these assets.
- If requested by Ecology, your entity must disclose any direct corporate associations with parties outside of the U.S. and Canada that purchase or sell greenhouse gas compliance instruments, natural gas, oil, or electricity, or parties that trade in derivatives or swaps of these assets.

Which corporate associations are exempt from disclosure?

If your entity is an offset project operator registering as a general market participant solely to hold offset credits, it is not required to disclose any direct or indirect corporate associations.

If your entity can demonstrate to Ecology's satisfaction that it is subject to affiliate compliance rules promulgated by state or federal agencies, it is not required to take any action or make any disclosures that would violate those rules. Contact Ecology at CCAAuctions@ecy.wa.gov for further information.

Disclosing corporate associations and other required information

Disclosure of corporate associations is accomplished using the Corporate Associations and Structure Disclosure Form, which is located at <https://apps.ecology.wa.gov/publications/SummaryPages/ECY070685.html>.

The form has several sections. Some sections are only relevant to certain applicants.

Every applicant will have to complete the following sections:

- Section 1.0: Directors, Officers, and Partnership Information
- Section 3.0: Corporate Association Basics
- Section 3.2: Entity and Disclosable Corporate Association Information
- Section 5.0: Employees with Knowledge of the Entity's Market Position
- Section 6.0: Account Representative Attestation

Section 2.0: Parties with Voting Rights is required for some applicants, depending on their voting structure and how voting rights are distributed.

Section 3.1: Corporate Structure Overview is optional, but encouraged for applicants with disclosable corporate associates, as it helps Ecology staff understand the corporate associations being disclosed.

Sections 3.2.1, 3.2.2, 3.3, 3.3.1, and 3.4 are only required of some applicants, and depend on the nature of the corporate disclosures being made.

The remainder of this guide is intended to assist applicants in the completion of the form.

Section 1.0: Directors, Officers, and Partnership Information

Section 1.0: Directors, Officers, and Partnership Information is required for all applicants. Provide the following information for your entity as well as for each disclosable corporate associate:

- Names, addresses, and contact information of the party's directors and officers with authority to make legally binding decisions on behalf of the party.
- Partners with over 10 percent of control over the partnership, including any individual or entity doing business as the limited partner or general partner.

Rows in Section 1.0

Each row in this section corresponds to a single director, officer, or partner, at either the applicant's business, or at a disclosable corporate associate.

The first row of the table in Section 1.0 should be used to provide information for the applicant. For example, if you are submitting information on behalf of your employer ACME Capital, you should enter ACME Capital's information in the first row. Continue in subsequent rows for all of the applicant's directors, officers, and/or partners, as applicable.

Subsequent rows to those used for the applicant's directors, officers, and partners should be used for the directors, officers, and partners of disclosable corporate associates.

Columns in Section 1.0

Applicant Or Corporate Associate Name: Enter the legal name of the corporate associate being disclosed, or of the registration applicant, as applicable.

CITSS Entity ID (if avail.): Provide the CITSS Entity ID of the respective entity. If the entity does not have a CITSS Entity ID, enter "NA". Applicants are assigned a CITSS Entity ID after submitting the entity account application in CITSS. You can find the CITSS Entity ID at the top of the Account Application with Attestations Form.

Director, Officer, or Partner Full Name: Enter the full legal name of the director, officer, or partner being disclosed.

Position Title: Enter the position title of the director, officer, or partner being disclosed. For example: "Chief Executive Officer" or "Director of Finance". Do not enter honorifics, such as "Doctor" or "Mrs."

Work Address: Enter the business mailing address of the director, officer, or partner being disclosed.

Work Phone: Enter the business phone number of the director, officer, or partner being disclosed.

Work Email: Enter the business email address of the director, officer, or partner being disclosed.

Section 2.0: Parties with Voting Rights

In Section 2.0: Parties with Voting Rights, applicants must provide the following information for the applicant's entity as well as for each disclosable corporate associate:

- names and contact information for individuals or parties controlling over 10 percent of voting rights attached to all the outstanding voting securities of the party.

NOTE:

If a partner was disclosed in Section 1.0, they should also be disclosed in Section 2.0. Section 2.0 separately captures their voting share over the entity.

This information can be used by applicants to determine the degree of corporate association they may have with other parties.

Rows in Section 2.0

Each row in this section corresponds to an individual person or to a party that owns more than 10 percent of the voting rights of the applicant, or of a disclosable corporate associate of the applicant.

The first row of the table in Section 2.0 should be used to provide information for the applicant. For example, if you are submitting information on behalf of your employer Alpha Corp., you should enter Alpha Corp.'s information in the first row. Continue in subsequent rows for all individual persons or parties that own more than 10 percent of the voting rights of the applicant.

Subsequent rows to those should be used for the individual persons or parties that own more than 10 percent of the voting rights of disclosable corporate associates of the applicant.

Columns in Section 2.0

Applicant Or Corporate Associate Name: Enter the legal name of the applicant, or of the disclosable corporate associate of the applicant.

Individual or Party Name: Enter the legal name of the individual person or the party that owns more than 10 percent of the voting rights of the applicant, or disclosable corporate associate of the applicant.

Percentage Of Voting Rights: Enter the percentage of voting rights controlled by the individual person or the party that owns more than 10 percent of the voting rights of the applicant or disclosable corporate associate.

Work Mailing Address: Enter the business mailing address of the individual or party that owns more than 10 percent of the voting rights of the applicant or disclosable corporate associate.

Work Phone Number: Enter the business phone number of the individual or party that owns more than 10 percent of the voting rights of the applicant, or disclosable corporate associate.

Work Email: Enter the business email address of the individual or party that owns more than 10 percent of the voting rights of the applicant, or disclosable corporate associate.

Section 3.0: Corporate Association Basics

Section 3.0 is required for all entities.

The information collected in Section 3.0: Corporate Association Basics is used to simplify the form completion process for applicants that do not have a disclosable corporate association.

1. An applicant without any corporate associations should mark the cell to the left of “1. Does not have any corporate associations.”
2. An applicant who only has corporate associates that are not required to be disclosed should mark the cell to the left of “2. Has corporate associations, none of which must be disclosed at this time.”
3. An applicant that is an offset project operator registering as a general market participant solely to hold offset credits should mark the cell to the left of the third option in the table.
4. An applicant that has disclosable corporate associations should mark the cell to the left of “4. Has disclosable corporate associations and the information I have provided in this Corporate Associations and Structure Disclosure Form is a true representation of the associations.”

NOTE:

Applicants that fall into the categories 1, 2 or 3 described above are not required to complete sections 3.1, 3.2.1, 3.2.2, 3.3, and 3.3.1. All applicants should still complete Section 3.2 with information about the applicant.

Section 3.1: Corp Structure Overview (Optional)

This section is optional.

If completing this section in DocuSign, the applicant will be able to attach an image through DocuSign. If completing this section by submission through Box or to the RegistrarCCA mailbox, please include your CITSS Entity ID and “Section 3.1” (without quotes) in the filename.

TIP:

Submitting a graphical representation of the applicant’s corporate associations will help expedite the processing of your application.

Section 3.2: Entity and Disclosable Corporate Association Information

Section 3.2: Entity and Disclosable Corporate Association Information is required for all entities. Provide the following information for the applicant and each disclosable corporate associate:

- Name, contact information, and physical address of the party.
- CITSS Entity ID, if applicable.
- Washington Unified Business Identifier Number (UBI), if applicable, or ID number assigned by incorporating agency.
- A government issued taxpayer identification number or Employer Identification Number (EIN).
- Place and date of incorporation, if applicable.
- Identify whether each corporate association is direct or indirect.
- For electric utilities: utility type.
- For General Market Participants: party type.

Rows in Section 3.2

Each row in this section corresponds to the applicant or to a disclosable corporate associate of the applicant.

The first row of the table in Section 3.2 should be used to provide information about the applicant submitting the form.

Subsequent rows to those used for the applicant should be used for disclosable corporate associates, if applicable.

Columns in Section 3.2

Legal Name: Enter the legal name of the applicant or of the disclosable corporate associate.

Operating Name: Enter the operating name (“DBA”) of the applicant or of the disclosable corporate associate.

Corporate Association with this Party:

- Enter “Self” if the row is referring to the applicant submitting the form.
- Enter “Indirect” if the row is referring to a disclosable indirect corporate associate.

If the row is referring to a disclosable direct corporate associate, enter:

- “Direct-Parent”: The direct corporate associate in this row is a parent to the applicant.
- “Direct-Subsidiary”: The direct corporate associate in this row is a subsidiary of the applicant.
- “Direct-Shared Parent”: The direct corporate associate in this row shares a parent with the applicant.
- “Direct-Other”: The direct corporate associate does not fit into the three previous types of direct corporate associate classifications. An example is if the direct corporate association exists because the applicant submitting the form employs a person with a shared role with the direct corporate associate in this row.

CITSS Entity ID: Enter the CITSS Entity ID of the applicant or the disclosable corporate associate (i.e., WA9999). Applicants are assigned a CITSS Entity ID after submitting the entity account application in CITSS. You can find the CITSS Entity ID at the top of the Account Application with Attestations Form.

GMP or Utility type:

- If the party in this row is a general market participant, indicate the type of general market participant as:
 - “GMP-Individual” if an individual person registered as a GMP.
 - “GMP-Organization” if a corporation or other organization registered as a GMP.
 - “GMP-Offset” if an offset project operator that is registered with Ecology pursuant to WAC 173-446-520(1).
- If the party in this row is an electric utility, select:
 - “IOU” for an investor-owned utility
 - “Fed” for a federally-owned electric utility
 - “COU” for a consumer-owned utility such as a public utility district, rural electric cooperative, tribal utility, or municipal utility

Physical address: Enter the physical address of the applicant or the disclosable corporate associate.

Mailing Address: Enter the business mailing address of the applicant or the disclosable corporate associate.

Phone: Enter the business telephone number of the applicant or the disclosable corporate associate.

Email: Enter the business email of the applicant or the disclosable corporate associate.

Business ID Number (e.g., WA UBI): If the applicant or the disclosable corporate associate has a Washington Unified Business Identifier (UBI), enter the UBI. If the party does not have a Washington UBI, enter the ID number assigned by the incorporating agency; in most states, the incorporating agency is the Secretary of State.

Federal Tax ID: Enter a government issued taxpayer identification number or employer identification number. For parties located in the United States, enter a U.S. federal tax employer identification number, if assigned.

Place of incorporation: Enter the state, province, or other subnational jurisdiction of incorporation.

Date of incorporation: Enter the date of incorporation in YYYY-MM-DD format (i.e., 2022-07-04 for July 4th, 2022).

Comment: Optional. Enter any comments or notes you find relevant.

Section 3.2.1: Parties Involved in the Line of Corporate Association Between Entities Registered in CITSS

If you marked option 1, 2, or 3 in Section 3.0, you do not need to complete this section.

Section 3.2.1: Parties Involved in the Line of Corporate Association Between Entities Registered in CITSS is required for applicants that have a direct or indirect corporate association with another entity registered in the cap-and-invest program. The corporate association between the applicant and the registered entity or entities are disclosed in Section 3.2. This section is for the disclosure of parties that create a corporate association between the applicant and a registered entity that is a corporate associate of the applicant.

Example 1:

Consider an applicant, Gamma Corp., which is owned 49 percent by Beta Corp. Beta Corp. is not registered in the cap-and-invest program. But Beta Corp. is owned 49 percent by Alpha Corp. Alpha Corp. is registered in the cap-and-invest program.

Alpha Corp. is registered in the program and owns 49 percent of...

- ... Beta Corp., which is not registered in the program, and which owns 49 percent of...
- ... Gamma Corp., which is applying to register in the program.

If Alpha Corp. and Gamma Corp. are not otherwise direct corporate associates, an indirect corporate association would exist between Gamma Corp. and Alpha Corp. This indirect corporate association would exist because the degree of control between Alpha Corp. and Gamma Corp. is calculated as 49 percent times 49 percent, which equals approximately 24 percent. This indirect corporate association would be required to be disclosed in Section 3.2, because Alpha Corp. is registered in the program, and Gamma Corp. is applying to register in the program.

Gamma Corp. would be required to disclose its relationship with Beta Corp. in Section 3.2.1, because its relationship with Beta Corp. creates the corporate association with Alpha Corp., an entity that is registered in the program. Beta Corp. is a party involved in the line of corporate association between the applicant and a registered entity.

Example 2:

Gamma Corp. is an applicant to the program, and is owned 51 percent by Beta Corp. Beta Corp. is not registered in the program, but was disclosed by Gamma Corp. in Section 3.2 in accordance with the rule. Beta Corp. is owned 51 percent by Alpha Corp., which is registered in the program.

Alpha Corp. is registered in the program and owns 51 percent of...

- ...Beta Corp., which is not registered in the program, and which owns 51 percent of...
- ... Gamma Corp., which is applying to register in the program.

Gamma Corp. would disclose both Beta Corp. and Alpha Corp. in Section 3.2 because they are both disclosable corporate associates, and would again disclose them in Section 3.2.1. While Section 3.2 would identify both Beta Corp. and Alpha Corp. as direct corporate associates of Gamma Corp., Section 3.2.1 identifies how Gamma Corp.'s relationship with Beta Corp. creates a corporate association between Gamma Corp. and Alpha Corp., an entity that is registered in the program. Beta Corp. is again a party involved in the line of corporate association between the applicant and a registered entity.

This section is used to disclose the identity of all parties involved in the line of direct or indirect corporate association between the applicant and the corporate associate(s) of the applicant that are also registered in CITSS.

NOTE:

Upon Gamma Corp.'s registration in the program, Alpha Corp. would be required to update its corporate disclosure filings to describe its relationship with Gamma Corp.

Rows in Section 3.2.1

Each row in this section corresponds to a party involved in the line of direct or indirect corporate associations between the applicant and a corporate associate of the applicant that is registered in the program.

A party involved in the line of direct or indirect corporate associates need not be registered in the cap-and-invest program, such as in Example 1 above.

Columns in Section 3.2.1

CITSS Entity ID of Registered Corporate Associate: Enter the CITSS Entity ID of the corporate associate of the applicant that is registered in the program.

Legal Name of Party: Enter the legal name of the party involved in the line of direct or indirect corporate association between the corporate associate identified in the previous column, and the applicant.

CITSS Entity ID of Party: If the party identified in the column “Legal Name of Party” has a CITSS Entity ID, enter the CITSS Entity ID here. If it does not, enter “NA”.

Business ID Number (e.g. WA UBI): If the party has a Washington Unified Business Identifier (UBI), enter the UBI. If the party does not have a Washington UBI, enter the ID number assigned by the incorporating agency.

Federal Tax ID: Enter the government issued taxpayer identification number or employer identification number of the party. For parties located in the United States, enter a U.S. federal tax employer identification number of the party, if assigned.

Place of Incorporation: Enter the state, province, or other subnational jurisdiction of incorporation.

Date of incorporation: Enter the date of incorporation in YYYY-MM-DD format (i.e., 2022-07-04 for July 4th, 2022).

Section 3.2.2: Indirect Corporate Associates Detail

An applicant is required to complete Section 3.2.2: Indirect Corporate Associates Detail if it has disclosable indirect corporate associations. An indirect corporate association can exist between a party not registered in the cap-and-invest program and the applicant.

This section is used to disclose required information about the disclosable indirect corporate associates of the applicant. Applicants identifying an indirect corporate association must provide a brief description of the association, including the entity’s evaluation of the criterion (the “indicia of control”) used to determine the type of corporate association disclosed for each associated party (see “Indirect Corporate Associations” earlier in this guide).

Rows in Section 3.2.2

Each row in this section corresponds to an indirect corporate associate of the applicant. A party need not be registered in the cap-and-invest program to be an indirect corporate associate.

Columns in Section 3.2.2

Indirect Corporate Associate Name: Enter the legal name of the indirect corporate associate.

Indirect Corp Assoc. CITSS Entity ID: If the indirect corporate associate has a CITSS Entity ID, enter it here. Otherwise, enter “NA”.

Indicia of control: Enter one of the values below to disclose the respective indicator of control used to determine the type of corporate association disclosed for the indirect corporate associate:

- “A”: Percent of ownership of any class of listed shares, the right to acquire such shares, or any option to purchase such shares of the other party
- “B”: Percent of common owners, directors, or officers of the other party
- “C”: Percent of the voting power of the other party
- “D”: In the case of a partnership other than a limited partnership, percent of the interests of the partnership
- “E”: In the case of a limited partnership, the percent of control over the general partner or the percent of the voting rights to select the general partner
- “F”: In the case of a limited liability corporation, percent of ownership in the other party regardless of how the interest is held
- “Z”: The controlling party’s percentage of ownership

Degree of Control: Enter the total percentage of control (see [Indirect Corporate Associations](#) section for more information). For example, 45 percent should be represented as “45”, not as “0.45” or “45%”.

Indirect corporate associations exist if the indicia of control exceeds 20 percent but is less than or equal to 50 percent.

Chain of associations: Enter “Yes” if the indirect corporate association exists due to connection through a chain of more than one corporate association. Enter “No” if the indirect corporate association exists without a connection through a third party.

Comments: Optional. Enter comments to elaborate on the indirect corporate association.

Section 3.3: Confirmation of Purchase and Holding Limit Shares

Section 3.3: Confirmation of Purchase and Holding Limit Shares is required when an applicant is a member of a direct corporate association with registered entities and it or another member of the direct corporate association seeks to apply for its own separate entity account in CITSS.

This section is used to confirm the allocation of holding and purchase limits among separate accounts for members of a direct corporate association.

Rows in Section 3.3

Each row in this section should represent a separate CITSS Entity.

The first row of the table in Section 3.3 should be used to provide information for the applicant. Subsequent rows should be used to provide information for the CITSS Entity accounts of other members of the direct corporate association.

The sum of the shares in completed rows must equal 100 percent.

Columns in Section 3.3

CITSS Entity ID: Enter the entity's CITSS Entity ID (i.e., WA9999).

CITSS Entity Name: Enter the entity's legal name as recorded in CITSS.

Holding Limit Share: Enter the holding limit share percentage allocated to the entity. For example, 50 percent would be represented as "50", not as "0.5" or "50%".

Purchase Limit Share: Enter the purchase limit share percentage allocated to the entity. For example, 50 percent would be represented as "50", not as "0.5" or "50%".

Section 3.3.1: Entities in a Consolidated Entity Account

This section is required when an applicant is a member of a direct corporate association and has created or is creating a consolidated entity account in CITSS.

Entities with covered entity or opt-in entity account types in CITSS can create a Consolidated Entity Account (CEA). CEAs allow multiple covered and opt-in entities with unified ownership to hold allowances for compliance with aggregate compliance obligations. A CEA simplifies facility management and unifies an entity's holding and purchase limits and auction participation. CEAs are created by adding multiple facilities to a covered or opt-in entity account in CITSS.

This section is used to confirm the membership a consolidated entity account.

Section 3.3.1 contains a table and an attestation for the director or officer of a facility being added to a consolidated entity account.

Applicants will complete the table and a director or officer of each facility being added to the CEA must sign and attest to their desire to be added to the CEA..

Rows in the table in Section 3.3.1

Each row in the table in Section 3.3.1 should correspond to an entity (a facility) that is a member of a direct corporate association and intends to be a member of a consolidated entity account.

Columns in the table in Section 3.3.1

Applicant CITSS Entity ID: Enter the CITSS Entity ID of the applicant.

Greenhouse Gas Reporting ID: Enter the greenhouse gas reporting ID used when reporting greenhouse gas emissions to Ecology.

Legal Name: Enter the legal name of the entity (the facility) being added to the CEA.

Operating Name: Enter the operating name of the entity (the facility) being added to the CEA.

Signature Date: Enter the date that the officer or director of the entity (the facility) being added to the CEA has signed, in YYYY-MM-DD format. For example, July 4th, 2022 would be represented as 2022-07-04.

Officer or Director Name: Enter the full legal name of the officer or director of the entity (facility) being added to the CEA.

Officer or Director Signature: The signature of the officer or director.

Section 3.4: Disclosure for Cap-and-Invest Consultants and Advisors Registering as an Individual General Market Participant

Section 3.4: Disclosure for Cap-and-Invest Consultants and Advisors Applying to be an Individual General Market Participant is required when an individual person who provides cap-and-invest consulting services registers as a general market participant in CITSS. These individuals must disclose all parties for which they are providing consulting services. The disclosure must be made when the individual registers as a general market participant.

This section is used to disclose all registered entities registered in the cap-and-invest program (registered entities) for which the cap-and-invest consultant or advisor provides consulting services.

NOTE:

The cap-and-invest consultant must also provide to Ecology a notarized letter from each party they provide cap-and-invest consulting services to.

The letter must state that the party is aware of the individual's plans to apply as a general market participant in the cap-and-invest program, and must attest that it has conflict of interest policies and procedures in place that prevent the individual from using information gained from the relationship with the party for personal gain in the cap-and-invest program. Letters are not part of the Corporate Associations and Structure Disclosure Form, and are submitted separately. This letter is due when the individual registers as a general market participant. Failure to provide this letter will result in suspension, modification, or revocation of the individual's CITSS account.

Rows in Section 3.4

Each row in this section should represent a single registered entity for which the cap-and-invest consultant or advisor provides consulting services.

Columns in Section 3.4

CITSS Entity ID: Enter the registered entity's CITSS Entity ID (i.e., WA9999).

Entity Legal Name: Enter the registered entity's legal name.

Section 4.0: Cap-and-Invest Consultants or Advisors

The information collected in Section 4.0: Cap-and-Invest Consultants or Advisors is required of applicants employing cap-and-invest consultants or advisors. Applicants must disclose the following information for each cap-and-invest consultant or advisor:

- Name;
- Contact information;
- Physical work address of the cap-and-invest consultant or advisor;
- Employer, if applicable; and
- Type of service provided.

Rows in Section 4.0

Each row in this section should represent a cap-and-invest consultant or advisor providing consulting services to the applicant.

Columns in Section 4.0

Full Name of Consultant or Advisor: The full legal name of the consultant or advisor providing consulting services.

Phone Number: The business phone number of the consultant or advisor providing consulting services.

Email Address: The business email address of the consultant or advisor providing consulting services.

Physical Work Address: The address of the location from where the consultant or advisor provides the plurality of their services.

Employer of Consultant or Advisor: The employer of the consultant or advisor, if applicable. For example, the consulting firm the consultant or advisor is employed by.

Description of Services: Enter the letter or letters (without quotation marks) corresponding to the respective consulting services listed below. If entering more than one letter, separate letters with a semicolon. For example, “C; D; M; S”.

- “A”: Designing, developing, implementing, reviewing, or maintaining an inventory or offset project information or data management system for air emissions or development of a forest management plan, or timber harvest plan, unless the review is part of providing GHG offset verification services; or, where applicable, designing, developing, implementing, reviewing, or maintaining electricity or fuel transactions, unless the review is part of providing GHG verification services
- “B”: Developing GHG emission factors or other GHG-related engineering analyses,

including developing or reviewing a GHG analysis to comply with the State Environmental Policy Act (SEPA) that includes offset project specific information

- “C”: Designing energy efficiency, renewable power, or other projects that explicitly identify GHG reductions and GHG removal enhancements as a benefit
- “D”: Designing, developing, implementing, internally auditing, consulting, or maintaining an offset project resulting in GHG emission reductions and GHG removal enhancements
- “E”: Owning, buying, selling, trading, or retiring shares, stocks, or Ecology offset credits, or registry offset credits from an offset project
- “F”: Dealing in or being a promoter of Washington offset credits on behalf of an offset project operator, authorized project designee, if applicable, and their technical consultant(s), or where the credits are owned by or the offset project was developed by the reporting party
- “G”: Preparing or producing GHG-related manuals, handbooks, or procedures specifically for a reporting party or an offset project operator, authorized project designee, if applicable, and their technical consultant(s)
- “H”: Providing appraisal services of carbon or GHG liabilities or assets
- “I”: Brokering in, advising on, or assisting in any way in carbon or GHG-related markets
- “J”: Being directly responsible for developing any health, environment or safety policies for the offset project operator, authorized project designee, if applicable, and their technical consultant(s); or directly managing any health, environment or safety functions for a reporting party
- “K”: Bookkeeping or other services related to the accounting records or financial statements
- “L”: Providing any service related to information systems, including International Organization for Standardization 14001 Certification for Environmental Management (ISO 14001 Certification) and energy management systems, including those conforming to ISO 50001, unless those systems will not be part of an emissions verification process and will not be reviewed as part of the offset verification process
- “M”: Appraisal and valuation services, both tangible and intangible
- “N”: Fairness opinions and contribution-in-kind reports in which the verification body has provided its opinion on the adequacy of consideration in a transaction, unless the resulting services will not be part of the emissions verification process and the information reviewed in formulating the offset verification statement will not be reviewed as part of the offset verification process
- “O”: Any actuarially oriented advisory service involving the determination of accounts recorded in financial statements and related accounts
- “P”: Any internal audit service that has been outsourced by the reporting party or by the offset project operator, authorized project designee, if applicable, and their

technical consultant(s) that relates to the offset project operator's, authorized project designee's, if applicable, and their technical consultant(s)' internal accounting controls, financial systems, or financial statements, unless the systems and data reviewed during those services, as well as the result of those services will not be part of the offset verification process

- “Q”: Acting as a broker-dealer (registered or unregistered), promoter or underwriter on behalf of a reporting party or an offset project operator, authorized project designee, if applicable, and their technical consultant(s)
- “R”: Any legal services provided by outside counsel hired by a registered entity and providing legal services related to any of the other services described in this section. Also, any attorney providing non-legal services, such as brokering, auditing, financial advice, bid strategy, or other services listed in this section
- “S”: Expert services to an emissions reporter or to the offset project operator, authorized project designee, if applicable, and their technical consultant(s) or a legal representative for the purpose of advocating the offset project operator's, authorized project designee's, if applicable, and their technical consultant(s)' interests in litigation or in a regulatory or administrative proceeding or investigation, unless providing factual testimony

Start Date of Contract: Enter the start date, in YYYY-MM-DD format, of the contract between the applicant and the cap-and-invest consultant or advisor. For example, 2022-07-04 would indicate July 4th, 2022.

Section 5.0: Employees with Knowledge of the Entity's Market Position

Section 5.0: Employees with Knowledge of the Entity's Market Position is required for the entities and applicants below. Provide the following information for the applicant and the disclosable corporate associates:

- names and contact information for all employees, directors, and officers of the party with knowledge of the party's market position (an employee who has knowledge of both the party's current and/or expected holdings of compliance instruments and the party's current and/or expected covered emissions).

Rows in Section 5.0

Each row in this section should represent a separate employee of the applicant or disclosable corporate association of the applicant.

The first row of the table in Section 5.0 should be used to provide information about a relevant employee of the applicant. Subsequent rows should be used to provide information regarding other relevant employees of the applicant.

Subsequent rows to these should be used to provide information regarding relevant employees of disclosable corporate associates.

Columns in Section 5.0

Full Name: Enter the full legal name of the employee in question.

CITSS User ID: Enter the CITSS user ID of the employee in question, if applicable.

Employer: Enter the legal name of the employer of the employee in question.

Employer CITSS Entity ID: If the employer has a CITSS Entity ID, enter the CITSS Entity ID here.

Work Phone Number: Enter the business phone number of the employee in question.

Work Email Address: Enter the business email address of the employee in question.

Physical Work Address: Enter the location where the employee performs the plurality of their work.

Section 6.0: Account Representative Attestation

Section 6.0 provides account representatives an attestation to the information contained in the form.

CITSS Entity ID Number: Enter the CITSS Entity ID number for the applicant.

PAR or AAR Name: The full legal name of the primary or alternate account representative submitting the attestation.

PAR or AAR Title: The title of the primary or alternate account representative submitting the attestation.

Entity Legal Name: The legal name of the applicant or entity on whose behalf the account representative is submitting the form for disclosure.

Date: Enter the date of submission in YYYY-MM-DD format. For example, 2022-07-04 would indicate July 4th, 2022.

Signature: Provide an electronic signature from an account representative here.

Completing and submitting your form

Submit the signed Corporate Associations Form along with the signed [Account Application with Attestations Form](#) per the [Account Application Checklist](#) instructions. You must submit all required documentation for Ecology to review and approve a CITSS entity account.