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P.O. Box 496  
Fergus Falls, MN  
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March 10, 2009

RECEIVED

Reply to Fergus Falls office  
Direct: 218-998-7108

MAR 13 2009

PUBLIC SERVICE COMMISSION

Mr. Darrell Nitschke  
Executive Secretary  
North Dakota Public Service Commission  
State Capitol  
600 East Boulevard, Department 408  
Bismarck, ND 58505-0480

*Via E-Filing  
and UPS Overnight Mail*

RE: In the Matter of the Joint Application of Otter Tail Corporation, dba Otter Tail Power Company and Northern Plains Electric Cooperative, Inc. for Approval of a Service Area Agreement covering the area in and around Jamestown, North Dakota Under N.D.C.C. § 49-03-06

Dear Mr. Nitschke:

Please accept for filing the enclosed Joint Application for Approval of Service Area Agreement Under N.D.C.C. § 49-03-06 and for a Certificate of Public Convenience and Necessity Under N.D.C.C. §49-03-01 and Exhibit 1 as referenced in the application. An original plus seven copies are being sent by UPS overnight mail to your attention.

This application and agreement are similar to those filed in Case Nos. PU-07-757, PU-08-551, and PU-08-804.

Sincerely,

Bruce Gerhardson  
Associate General Counsel  
MBB:nlo

Enclosures

cc: J. Bruce Gibbens  
Denny Ellefson  
Leon Kremeier  
Mark Helland  
Jay Jacobson

1 **PU-09-109** Filed: 3/10/2009 Pages: 7  
**Application**

Otter Tail Corporation  
Bruce Gerhardson

1 **PU-09-108** Filed: 3/10/2009 Pages: 7  
**Joint Application for Approval**

Otter Tail Corporation  
Bruce Gerhardson

PUBLIC SERVICE COMMISSION  
STATE OF NORTH DAKOTA

In the matter of the Joint )	
Application of Otter Tail )	
Corporation, d/b/a Otter Tail Power )	Joint Application for Approval of Service
Company and Northern Plains )	Area Agreement Under N.D.C.C. § 49-03-
Electric Cooperative Inc. for )	06 and for a Certificate of Public
approval of a Service Area )	Convenience and Necessity Under
Agreement covering the area in and )	N.D.C.C. § 49-03-01
around Jamestown, North Dakota )	
under NDCC § 49-03-06 )	

Applicants respectively represent to the commission as follows:

1.

Otter Tail Corporation (“Otter Tail”) is a Minnesota corporation, doing business in North Dakota as “Otter Tail Power Company” and is authorized to do business in the State of North Dakota. Otter Tail’s principal address is PO Box 496, 215 S Cascade Street, Fergus Falls, MN 56538-0496. Its principal address in North Dakota is PO Box 9156, 4334 18th Avenue SW, Fargo, ND 58106-9156. Otter Tail is a public utility under the laws of North Dakota, engaged in the generation, transmission, and distribution of electricity. Otter Tail’s Articles of Incorporation are currently on file with the Public Service Commission

2.

Northern Plains Electric Cooperative Inc. (“Northern Plains”) is an electrical cooperative corporation organized in North Dakota under N.D.C.C. Chapter 10-13, with its principal place of business at PO Box 180, 1515 West Main, Carrington, ND 58421. A copy of the Articles of Incorporation of Northern Plains are attached as Exhibit 1. Northern Plains is engaged in the distribution of electricity in various counties in central North Dakota.

3.

Otter Tail and Northern Plains operate adjacent and intermingled electrical distribution systems in and around central, North Dakota.

4.

Under the authority granted by N.D.C.C. Section 49-03-06 Otter Tail and Northern Plains have entered into a Service Area Agreement, a copy of which is attached as Exhibit 2. Among other matters, the Service Area Agreement: (a) allocates to Otter Tail and Northern

Plains specified service areas within the City of Jamestown and adjacent to the City of Jamestown; (b) establishes service quality standards and agreements to cooperate, and establishes the authority of the City of Jamestown; and (c) retains the authority of the City of Jamestown to enforce the terms of any existing or future franchise agreement. By its terms, the Service Area Agreement is subject to the approval of the Commission.

5.

The Service Area Agreement is in the public interest by, among other matters: (a) creating the certainty necessary for both applicants to plan and operate efficiently within the service territory granted to them; (b) establishing service areas which will void unreasonable duplication of electric facilities; (c) mandating that both parties provide electric service consistent with applicable standards specified therein, so as to best assure adequate and reliable electric service to customers; and (d) establishing agreements which will help avoid territorial disputes between the parties their service in and around the City of Jamestown.

6.

The Service Area Agreement was approved by the City of Jamestown at a meeting of its City Commission held on the 2nd day of February, 2009.

7.

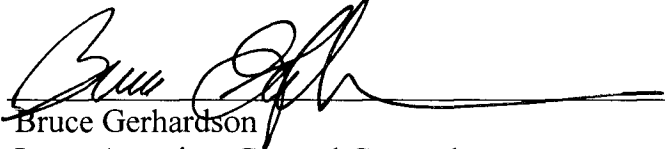
For the reasons more fully set forth above, the applicants believe that it is proper and in the public interest for the Commission to approve the Service Area Agreement and grant Otter Tail a Certificate of Public Convenience and Necessity authorizing it to extend its plant and system within the service territory granted to Otter Tail under the Service Area Agreement.

WHEREFORE, applicants request that the North Dakota Public Service Commission enter an Order:

- (A) Approving the Service Area Agreement in accordance with N.D.C.C. Section 49-03-06;
- (B) Granting to Otter Tail a Certificate of Public Convenience and Necessity in accordance with N.D.C.C. Section 49-03-01, authorizing it to extend its plant and System and to provide electric service to service locations within the Otter Tail service area set forth in the Service Area Agreement;
- (C) Granting such other relief as the Commission may deem lawful, just and proper.

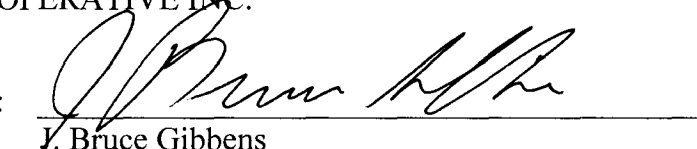
Dated this 9<sup>th</sup> day of March, 2009.

OTTER TAIL CORPORATION, d/b/a  
OTTER TAIL POWER COMPANY

BY:   
Bruce Gerhardson  
Its Associate General Counsel

Dated this 6th day of March, 2009.

NORTHERN PLAINS ELECTRIC  
COOPERATIVE INC.

BY:   
J. Bruce Gibbens  
Its General Counsel

11699800

495086

ARTICLES OF INCORPORATION  
OF  
NORTHERN PLAINS ELECTRIC COOPERATIVE

RECEIVED  
AUG 26 1996  
SEC. OF STATE

ARTICLE I  
NAME

The name of this cooperative is Northern Plains Electric Cooperative.

ARTICLE II  
PERIOD OF EXISTENCE

The period of existence of this cooperative shall be perpetual.

ARTICLE III.  
PURPOSE

This cooperative is organized for the purposes of engaging in electrification by any one or more of the following methods:

1. The furnishing of electric energy.
2. The furnishing of assistance in the wiring of the premises of persons in rural areas or in the acquisition, supply, or installation of electrical or plumbing equipment therein.
3. The furnishing of electrical energy, wiring facilities, electric or plumbing equipment, or services to any other corporation, limited liability company, or cooperative organized under the Act or to the members thereof.
4. The operation and maintenance of electric cold storage and electrical processing plants.
5. The establishment and operation by itself or with any one or more electric cooperatives of an electric generation or transmission cooperative for the purpose of providing electric energy to other cooperatives, public utilities, municipalities, or any department or agency of the state or federal government.
6. The cooperative shall seek to foster economic development.
7. For all such other and further purposes which may be lawful pursuant to the laws of the State of North Dakota.

The cooperative shall be authorized to do and perform, either for itself or its members and patrons, any and all acts and things, and to have and exercise any and all powers as may be necessary or convenient to accomplish any or all of the foregoing purposes or as may be permitted by the law under which this cooperative is formed, provided, however, that the conduct of the business of this cooperative shall be upon the cooperative plan.

**ARTICLE IV.**  
**CAPITAL STOCK**

This cooperative is organized without capital stock.

**ARTICLE V.**  
**INCORPORATORS**

The names and addresses of the incorporators who shall serve as the first board of directors and manage the affairs of the Cooperative until their successors are elected and qualified are as follows:

<u>Name</u>	<u>Residence</u>
Dolar LaPlant	RR1 Box 65, Binford, ND 58416
William Zink	RR1 Box 81, Carrington, ND 58421
James W. Ferguson	RR 1 Box 150, New Rockford, ND 58356
Edward Martin	P.O. Box 123, Robinson, ND 58478
Douglas Geier	RR 1 Box 14, Heaton, ND 58450
Bill Riebe	RR 1 Box 72, Pingree, ND 58476
Russell Carlson	RR 1 Box 75A, Jamestown, ND 58401
Benjamin Axtman	RR 2 Box 20, Rugby, ND 58368
Sigurd R. Bjornstad	RR 2 Box 64, Cando, ND 58324
Curtis Jabs	RR 2 Box 20C, Sheyenne, ND 58374
Lyle L. Long	RR 1 Box 12, York, ND 58386
Kathryn G. Miller	P.O. Box 728, Cando, ND 59324
Donald Lentz	RR 1 Box 75, Perth, ND 58363
Mike Nelson	Box 633, Rolla, ND 58367
Howard J. Carlson	RR 1 Box 31, Rock Lake, ND 58365
Ron Erickson	RR 2 Box 50, Esmond, ND 58332

**ARTICLE VI**  
**DISSOLUTION OR LIQUIDATION**

In the event of dissolution or liquidation of this cooperative, after (a) all debts and liabilities of the cooperative shall have been paid, and (b) all capital furnished through patronage shall have been retired as provided in the bylaws, the remaining property and assets of the cooperative shall be distributed among the members and former members in the proportion which the aggregate patronage of each bears to the total patronage of all members during the ten (10) years next preceding the date of the filing of the certificate of dissolution or, if the cooperative shall not have been in existence for such period, during the period of its existence.

**ARTICLE VII.**  
**BOARD OF DIRECTORS**

The government of this cooperative and the management of its affairs shall be vested in a board of directors who shall be elected by and from the members at the annual meetings of the members and for such terms as the bylaws may prescribe. The board of directors shall have power to make and adopt such rules and regulations not inconsistent with these articles of incorporation or the bylaws of the cooperative, as it may deem advisable for the management, administration, and regulation of the business and affairs of the cooperative.

**ARTICLE VIII.  
MEMBERSHIP**

Eligibility for membership shall be as set forth in the bylaws of this cooperative. Each member shall be entitled and restricted to only one (1) vote in the affairs of this cooperative. The bylaws of the cooperative, and rules and regulations adopted by the board of directors, may fix such other terms and conditions upon which persons shall be admitted to and retain membership in the cooperative not inconsistent with these articles of incorporation or the act under which the cooperative is organized.

**ARTICLE IX.  
REGISTERED AGENT**

The name and address of its agent upon who process may be served is Kenneth Fuhrman, 1515 West Main St., Carrington, ND 58421.

**ARTICLE X.  
AMENDMENTS**

These articles of incorporation may be amended in the manner provided by law or by the vote of two-third (2/3) of the members at a meeting of members provided that notice of such meeting shall have contained a copy of the proposed alteration, amendment, or repeal.

IN WITNESS WHEREOF, we have hereunto set our hands this 12<sup>th</sup> day of AUGUST, 1996.

Dolar LaPlant  
Dolar LaPlant

James W. Ferguson  
James W. Ferguson

Douglas Geier  
Douglas Geier

Russell Carlson  
Russell Carlson

Sigurd R. Bjornstad  
Sigurd R. Bjornstad

Lyle L. Long  
Lyle L. Long

Donald Lentz  
Donald Lentz

Howard J. Carlson  
Howard J. Carlson

William Zink  
William Zink

Edward Martin  
Edward Martin

Bill Riebe  
Bill Riebe

Benjamin Axman  
Benjamin Axman

Curtis Jabs  
Curtis Jabs

Kathryn G. Miller  
Kathryn G. Miller

Mike Nelson  
Mike Nelson

Ron Erickson  
Ron Erickson

