

June 21, 2011

VIA HAND DELIVERY

Mr. Darrell Nitschke
Executive Secretary
North Dakota Public Service Commission
600 E. Boulevard, Dept. 408
Bismarck, ND 58505-0480

**RE: M-Power One, LLC's Ten Year Plan
for 2011-2021**

Dear Mr. Nitschke:

Please find enclosed for filing an original and ten (10) copies of the following:

1. M-Power One, LLC's Ten Year Plan: 2011-2021;
2. Notice of Filing Ten Year Plan: 2011-2021; and
3. Affidavit of Service.

Also enclosed is a CD containing the above-referenced documents in PDF format.

Should you have any questions, please advise.

Sincerely,


MOLLIE M. SMITH

MMS/ms

Enclosures

cc: Mr. Warren Enyart – (w/encl. – via e-mail)

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TEN YEAR PLAN: 2011-2021
M-Power One, LLC

June 2011

In accordance with Section 49-22-04 of the North Dakota Century Code and Chapter 69-06-02 of the North Dakota Administrative Code, M-Power One, LLC (M-Power One), submits the following Ten Year Plan for years 2011 through 2021.

- (1) A description of the general location, size, and type of all facilities to be owned or operated by the utility during the ensuing ten years, as well as those facilities to be removed from service during the ten-year period.

M-Power One is a North Dakota limited liability company and a wholly owned subsidiary of M-Power, LLC. Currently, M-Power One is considering the development of an up to approximately 145.5 megawatt (MW) wind energy conversion facility adjacent to and north of the existing Luverne Wind Farm, which is located in Griggs and Steele Counties, North Dakota. The proposed wind energy conversion facility will be known as the Luverne Northfield Extension Wind Energy Project and will be located in Steele County, North Dakota. Under current circumstances, this area offers the best opportunity to export the energy produced to the potential markets.

A minimal generation-outlet transmission facility (5-10 miles long) may need to be constructed in order to interconnect the Luverne Northfield Extension Wind Energy Project to the grid. The necessity for, location of and design details regarding such a transmission facility will be determined at a future date.

M-Power One does not have any plans to construct, own or operate any generation or transmission facilities other than the Luverne Northfield Extension Wind Energy Project and, potentially, a generation-outlet transmission facility interconnecting that project to the grid. M-Power One does not currently own or operate any facilities. As such, M-Power One does not own or operate any facilities that will be removed from service during the next ten years.

- (2) An identification of the location of the tentative preferred site for all energy conversion facilities and the tentative location of all transmission facilities on which construction is intended to be commenced within the ensuing five years and such other information as may be required by the commission. The site and corridor identification shall be made in compliance with the criteria published by the commission pursuant to section 49-22-05.1.

As noted above, M-Power One may pursue development of the Luverne Northfield Extension Wind Energy Project in Steele County, North Dakota. This footprint currently offers the best potential to access the electrical grid via existing transmission facilities. There are two potential points of interconnect from this footprint, both of which would require the construction

of only minimal (5-10 miles) generation-outlet transmission facilities. The necessity for, location of and design details regarding a generation-outlet transmission facility will be determined at a future date. As discussed further below, the Buffalo Substation, just northeast of Buffalo, North Dakota, is a potential point of interconnection for the Luverne Northfield Extension Wind Energy Project, but other interconnection points are being studied.

M-Power One has retained a qualified environmental consulting firm to evaluate the site selected for the proposed project so as to ensure compliance with the exclusion and avoidance area criteria referenced in Section 49-22-05.1 of the North Dakota Century Code and identified in Chapter 69-06-08 of the North Dakota Administrative Code. A map depicting the study area for the Luverne Northfield Extension Wind Energy Project is attached as **Exhibit A**. Additional information regarding the proposed project is provided in the Letter of Intent filed by M-Power One with the North Dakota Public Service Commission on November 23, 2010 (*see* Case No. PU-10-632).

- (3) A description of the efforts by the utility to coordinate the plan with other utilities so as to provide a coordinated regional plan for meeting the utility needs of the region.

Since October 30, 2006, M-Power One's parent company, M-Power, LLC, has had an application pending before the Midwest Independent Transmission Systems Operator (MISO) for an interconnection of 280 MW of wind generation at the Buffalo Substation, just northeast of Buffalo, North Dakota. M-Power One is currently studying its interconnection options, while MISO is re-evaluating its estimated original interconnection costs and also its cost allocation formula for new generators. Besides the Buffalo point of interconnection, M-Power One is studying other potential wind generation outlets.

M-Power, LLC's Interconnection Application was filed per the MISO Business Practice Manual 015 for Generator Interconnection. M-Power, LLC's Interconnection Application and MISO's administration of the application are consistent with MISO's Open Access Transmission, Energy and Operating Reserves Market Tariff, as approved by the Federal Energy Regulatory Commission, and per the operating policies of the Electric Reliability Organization designed to facilitate the administration of efficient energy markets.

- (4) A description of the efforts to involve environmental protection and land-use planning agencies in the planning process, as well as other efforts to identify and minimize environmental problems at the earliest possible stage in the planning process.

As noted above, M-Power One has employed a qualified environmental consulting firm to conduct a study of and identify avoidance and exclusion areas within the potential Luverne extension site, in accordance with Chapter 49-22 of the North Dakota Century Code and Chapter 69-06-08 of the North Dakota Administrative Code. In addition, the consultant is to identify any

areas of concern that would need special attention during siting and/or facility construction. To date, no environmental or siting concerns have been identified that would preclude development within the footprint. Once M-Power One's initial environmental studies have been completed, M-Power One will contact federal, state and local agencies and governmental units to discuss and seek input regarding the proposed Luverne Northfield Extension Wind Energy Project.

- (5) A statement of the projected demand for the service rendered by the utility for the ensuing ten years and the underlying assumptions for the projection, with that information being as geographically specific as possible, and a description of the manner and extent to which the utility will meet the projected demands.

M-Power One plans to sell the energy produced by its proposed Luverne Northfield Extension Wind Energy Project to one or more utilities that need additional renewable energy in order to comply with state and/or, if applicable, federal renewable energy standards and objectives.

In North Dakota, the Legislature has established an objective that ten percent of all electricity sold at retail in North Dakota comes from renewable and recycled energy sources by 2015.¹ In addition, a regional need exists for renewable energy produced in North Dakota. According to the MISO's 2010 Transmission Expansion Plan (MTEP 2010), the eleven states in the MISO region are expected to need approximately 25,000 MW of wind to meet existing renewable standards and objectives, yet have only achieved about 8,200 MW to date.² As a further example of the existing need for additional renewable energy, the 2009 Minnesota Resource Assessment Study concluded, even when assuming aggressive demand side management achievements, that Minnesota utilities would need to add an additional 4,000 MW of renewable energy by 2025.³ Given the geographic proximity of M-Power One's proposed project to the Minnesota market and M-Power, LLC's existing MISO interconnect request, energy from M-Power One's proposed project may be utilized to meet the existing renewable energy needs of one or more Minnesota utilities or other utilities in the MISO region, as well as other Regional utilities located in adjacent Transmission Organizations (RTO)/Independent System Operators (ISO), such as WAPA, PJM, or TVA.

In addition to the need for renewable energy to meet existing state-specific renewable energy standards and objectives, recently adopted and/or proposed legislation and policies have focused on establishing regional and national renewable energy standards and/or goals. For

¹ See N.D.C.C. § 49-02-28.

² MISO Transmission Expansion Plan 2010. Available at: www.midwestiso.org (accessed June 15, 2011).

³ Minnesota Office of Energy Security. "Minnesota Resource Assessment Study." (October 2009), p. 3.

Available at

http://www.state.mn.us/mn/externalDocs/Commerce/Minnesota_Resource_Assessment_102109022827_MN_Resource_Assessment.pdf.

instance, in 2007, the North Dakota Legislature enacted a statutory provision adopting the national "25x25" initiative, which establishes a goal of having not less than twenty-five percent of the total energy consumed within the United States come from renewable resources by January 1, 2025.⁴

The United States Congress is also considering legislation to create a national renewable energy standard, which would further drive the need for wind that can be exported to other regions and areas of the country. According to the MTEP 2010, if a 20 percent federal mandate for renewable energy is adopted, MISO utilities alone would be required to obtain approximately 41,000 MWs of renewable energy.⁵ Thus, the renewable energy that may be produced by M-Power One's proposed wind project will help meet the increasing regional and national need for renewable energy.

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⁴ See N.D.C.C. § 17-01-01.

⁵ MISO Transmission Expansion Plan 2010. Available at: www.midwestiso.org (accessed June 15, 2011).

Luverne Northfield Extension Wind Farm

Project Location ~ Steele County, North Dakota

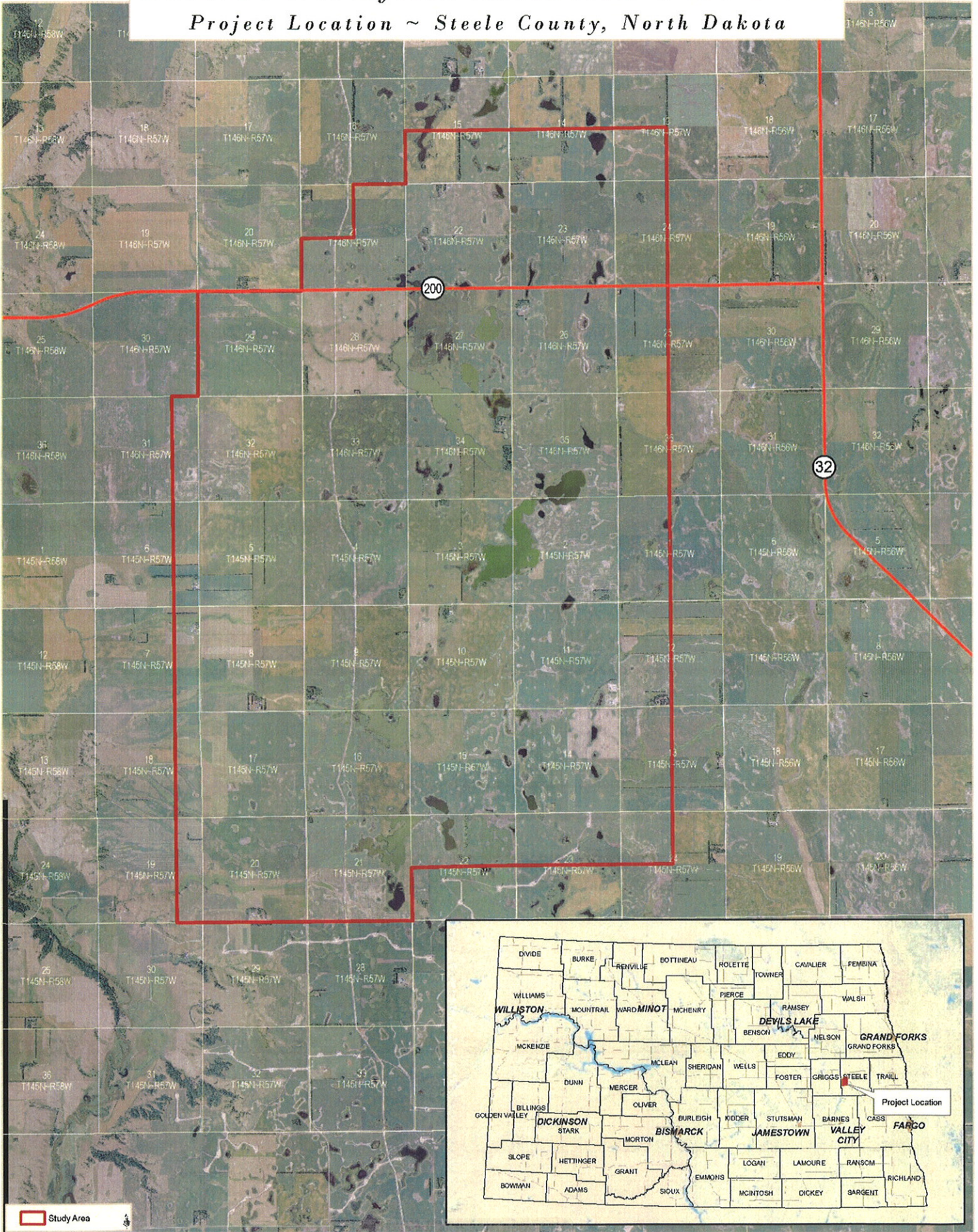


Exhibit A

STATE OF NORTH DAKOTA
PUBLIC SERVICE COMMISSION

Case No. _____

IN THE MATTER OF THE FILING OF A TEN
YEAR PLAN BY M-POWER ONE, LLC

**NOTICE OF FILING TEN YEAR PLAN
2011-2021**

PLEASE TAKE NOTICE that M-Power One, LLC, has, this date, in accordance with Section 49-22-04 of the North Dakota Century Code and Chapter 69-06-02 of the North Dakota Administrative Code, filed with the North Dakota Public Service Commission and the Steele County Auditor a Ten Year Plan for the years 2011 through 2021, which discusses its proposed wind energy conversion facility to be located in Steele County, North Dakota.

Dated this 21st day of June, 2011.

Fredrikson & Byron, P.A.

By 

MOLLIE M. SMITH, ND Bar #06714
Attorneys for Meadowlark Wind I LLC
200 North 3rd Street, Suite 150
P. O. Box 1855
Bismarck, ND 58502-1855
(701) 221-4020

CERTIFICATE OF SERVICE

I, the undersigned, hereby certify that a true and correct copy of the following document:

NOTICE OF FILING TEN-YEAR PLAN: 2011-2021

was on the 21st day of June, 2011 served by placing the same in the United States mail, postage prepaid, properly addressed to the following:

North Dakota Aeronautics Commission
P.O. Box 5020
Bismarck, ND 58502-5020

North Dakota Office of Attorney General
State Capitol
600 E. Boulevard Ave.
Dept. 125
Bismarck, ND 58505

North Dakota Dept. of Agriculture
600 E. Boulevard Ave.
Dept. 602
Bismarck, ND 58505-0020

North Dakota Dept. of Health
600 E. Boulevard Ave.
Bismarck, ND 58505-0200

Dept. of Human Services
600 E. Boulevard Ave.
Dept. 325
Bismarck, ND 58505-0250

North Dakota Dept. of Labor
600 E. Boulevard Ave.
Dept. 406
Bismarck, ND 58505-0340

Department of Vocational Education
c/o Career and Technical Education
State Capitol, 15th Floor
600 E. Boulevard Ave., Dept. 270
Bismarck, ND 58505-0610

Economic Development and Finance Commission
North Dakota Dept. of Commerce
PO Box 2057
Bismarck, ND 58502-2057

Energy Development Impact Office
North Dakota State Land Dept.
P.O. Box 5523
Bismarck, ND 58506-5523

North Dakota Game and Fish Department
100 N. Bismarck Expressway
Bismarck, ND 58501-5095

North Dakota Geological Survey
600 E. Boulevard Avenue
Bismarck, ND 58505-0840

Office of Governor Jack Dalrymple
State of North Dakota
600 E. Boulevard Ave.
Bismarck, ND 58505-0001

North Dakota State Highway Department
115 D Street
Richardton, ND 58652

North Dakota Department of Transportation
608 E. Boulevard Ave.
Bismarck, ND 58505-0700

State Historical Society
of North Dakota
612 E. Boulevard Ave.
Bismarck, ND 58505-0830

North Dakota Indian Affairs Commission
600 E. Boulevard Ave.
1st Floor - Judicial Wing, Rm. 117
Bismarck, ND 58505-0300

Job Service North Dakota
P.O. Box 5507
Bismarck, ND 58506-5507


North Dakota State Land Dept.
1707 North 9th Street
P.O. Box 5523
Bismarck, ND 58506-5523

North Dakota Parks and Recreation Dept.
1600 E. Century Ave., Suite 3
Bismarck, ND 58503-0649

Division of Community Services
Dept. of Commerce
1600 E. Century Ave., Suite 2
PO Box 2057
Bismarck, ND 58502-2057

North Dakota State Soil Conservation Committee
c/o NDSU Extension Service
2718 Gateway Ave., Suite 104
Bismarck, ND 58503

North Dakota State Water Commission
900 E. Boulevard Ave., Dept. 770
Bismarck, ND 58505-0850


MOLLIE M. SMITH