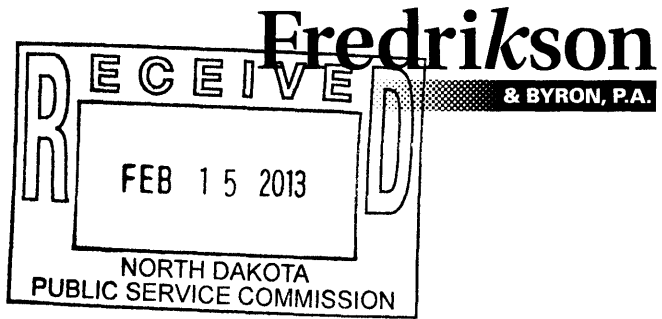


February 14, 2013

VIA FEDERAL EXPRESS

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



**RE: Letter of Intent to Submit Application for a Certificate of Site Compatibility for Rolette Power Development, LLC's Rolette Wind Energy Project, Corporate Documents, and Ten Year Plan**

Dear Mr. Nitschke:

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

1. Rolette Power Development, LLC's Letter of Intent to submit an application for a Certificate of Site Compatibility for its Rolette Wind Energy Project;
2. A certified copy of Rolette Power Development, LLC's Articles of Organization from the Secretary of State of North Dakota;
3. A Certificate of Good Standing from the Secretary of State of North Dakota for Rolette Power Development, LLC;
4. Corporation Details for Rolette Power Development, LLC, obtained from the North Dakota Secretary of State website;
5. Rolette Power Development, LLC's Ten Year Plan for 2013-2023; and
6. An Affidavit of Service.

Also enclosed herewith is a CD containing the above-referenced documents and this letter in PDF format. Notice of the filing of the Ten Year Plan will be provided, as required by Section 69-06-02(2) of the North Dakota Administrative Code, and the original notice will be filed separately.

Should you have any questions, please do not hesitate to contact me.

Sincerely,

MOLLIE M. SMITH

MMS/ms  
Enclosures

cc: Mr. Warren Enyart

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**PU-13-90**  
**2013 ten year plan**

Filed: 2/15/2013

Pages: 6

**TEN YEAR PLAN: 2013-2023**  
**Rolette Power Development, LLC**

**February 2013**

In accordance with Section 49-22-04 of the North Dakota Century Code and Chapter 69-06-02 of the North Dakota Administrative Code, Rolette Power Development, LLC ("Rolette Power"), submits the following Ten Year Plan for years 2013 through 2023.

- (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.

Rolette Power is a North Dakota limited liability company, and is owned jointly by M-Power, LLC, and Border Power, LLC, also North Dakota limited liability companies. Rolette Power plans to develop an energy conversion facility that will be known as the Rolette Wind Energy Project ("Project"), which will be located in Rolette County, North Dakota, south and west of the City of Rolette, North Dakota. The initial phase of the Project will consist of up to 50 megawatts ("MW") of wind energy capacity. Additional phases, totaling an additional 100 MW, may be constructed in the future, depending on future demand. Rolette Power plans to begin construction of the initial phase of the Project before the end of 2013, with an anticipated in-service date in the Third Quarter 2014.

The initial phase of the proposed Project will interconnect to the grid via one of several potential points of interconnection, but the specific point of interconnection has not yet been determined. A generation-outlet transmission facility (115 kilovolt ("kV") or less) may need to be constructed in order to facilitate interconnection of the Project to the grid. The necessity for, location of and design details regarding such a transmission facility will be determined at a future date.

Rolette Power does not have any plans to construct, own or operate any generation or transmission facilities other than the Project and, potentially, a generation-outlet transmission facility interconnecting the Project to the grid. Rolette Power does not currently own or operate any facilities. As such, Rolette Power 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, Rolette Power plans to pursue development of the above-referenced Project, and proposes to have the Project constructed and in-service by Third Quarter 2014. The proposed Project footprint is located south and west of the City of Rolette, North Dakota, in

Rolette County. The development schedule for additional phases of the Project, if any, has not yet been determined.

Rolette Power 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 Project is attached as Exhibit A. Additional information regarding the proposed Project is provided in the Letter of Intent filed with the North Dakota Public Service Commission concurrently with this Ten Year Plan.

- (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.

Rolette Power has commissioned a study to determine which regional utilities may have a need for the wind energy capacity produced by the Project, and to identify various options for transmitting the Project's output from the Project site to the identified utilities' respective loads. The study will assist Rolette Power in identifying potential off-takers, as well as in its efforts to coordinate selection of the best option(s) for delivering the Project's output to the destination(s) designated by the ultimate off-taker(s).

- (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, Rolette Power has employed a qualified environmental consulting firm to conduct a study of and identify avoidance and exclusion areas within the potential Project 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 study area.

Rolette Power has been in contact with the United States Fish and Wildlife Service ("USFWS") and Rolette County officials, among others, regarding the proposed Rolette Wind Energy Project. Once Rolette Power's initial environmental studies have been completed, Rolette Power will contact the USFWS and Rolette County, as well as other federal, state and local agencies and governmental units, to discuss and seek additional input regarding the proposed 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.

Rolette Power plans to sell the energy produced by its proposed 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 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.<sup>1</sup> North Dakota also has a statutory goal that ten percent of all electricity sold at retail within the state by the year 2015 be obtained from eligible renewable energy and recycled energy sources.<sup>2</sup> While many North Dakota utilities are on track to meet their 2015 goals, additional renewable resources will be needed to meet the 25x25 initiative.

In addition, a regional need exists for renewable energy produced in North Dakota. Eleven of the MISO states currently have renewable portfolio standards. MISO estimates that an additional nearly 48 million megawatt hours ("MWh") of renewables will need to be added by 2021 and approximately 55 million MWh will be needed by 2026 to meet the collective requirements of these standards.<sup>3</sup> Given Rolette Power's proximity to the MISO market, energy from Rolette Power's proposed Project may be utilized to meet the existing renewable energy needs of one or more utilities in the MISO region, as well as other utilities located in adjacent Regional Transmission Organizations ("RTO")/Independent System Operators ("ISO"), such as Western Area Power Administration ("WAPA"), Pennsylvania, Jersey Maryland Power Pool ("PJM"), or Tennessee Valley Authority ("TVA").

Thus, the renewable energy that may be produced by Rolette Power's proposed Project will help meet the significant regional need for renewable energy.

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<sup>1</sup> See N.D.C.C. § 17-01-01.

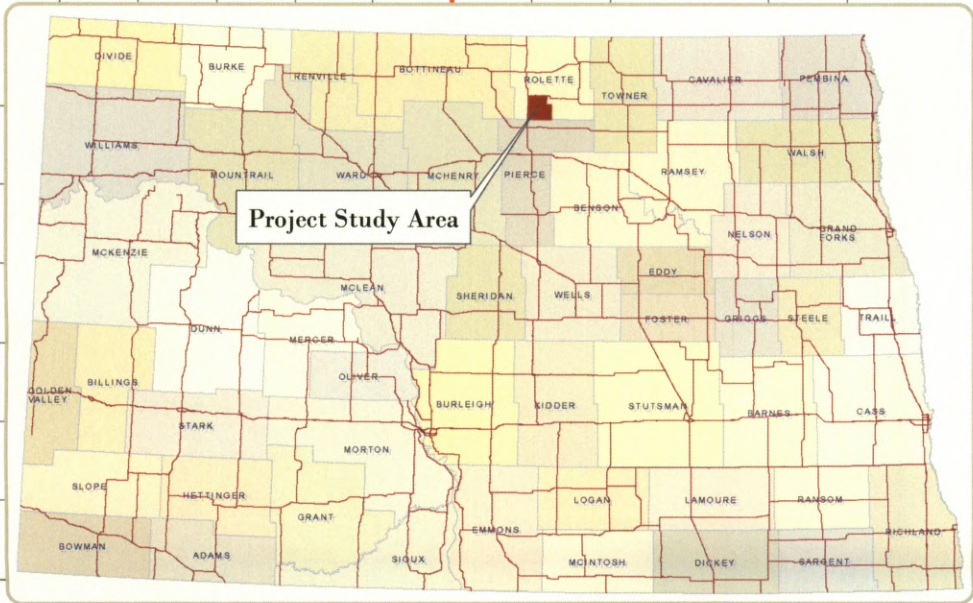
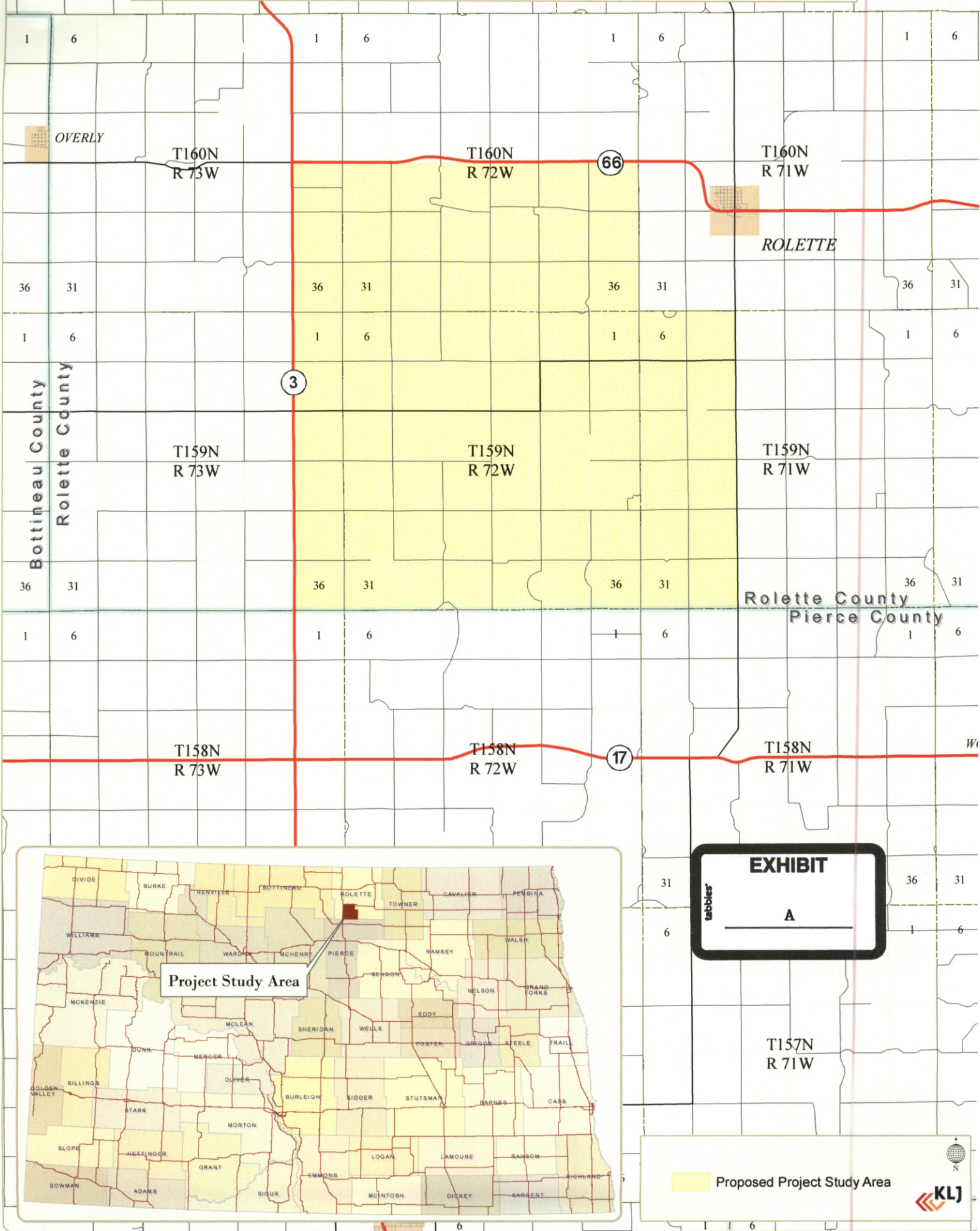
<sup>2</sup> See N.D.C.C. § 49-02-28.

<sup>3</sup> MISO, "Multi Value Project Portfolio Results and Analysis," January 10, 2012, at 19.

# Proposed Rolette Wind Energy Project

## Project Study Area

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**EXHIBIT**  
A

Proposed Project Study Area

