



THUNDER SPIRIT WIND, LLC

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



July 1, 2014

Re: Thunder Spirit Wind 2014 Ten-Year Plan

Dear Mr. Nitschke :

On behalf of Thunder Spirit Wind, LLC, I hereby submit its Ten-Year Plan pursuant to North Dakota Century Code § 49-22-04 and North Dakota Administrative Code Chapter 69-06-02.

Sincerely,

Erich Bachmeyer
Authorized Representative
Thunder Spirit Wind, LLC

**TEN YEAR PLAN: 2014 THROUGH 2024
THUNDER SPIRIT WIND, LLC**

Pursuant to Section 49-22-04 of the North Dakota Century Code and Chapter 69-06-02 of the North Dakota Administrative Code, Thunder Spirit Wind, LLC ("Thunder Spirit") submits to the North Dakota Public Service Commission the following Ten Year Plan for years 2014 through 2024.

§49-22-04 (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.

Thunder Spirit is wholly-owned subsidiary Wind Works Power Corp. Thunder Spirit will operate as an up to 150 MW wind farm to be sited on land in Adams County, North Dakota and begin commercial operation in September 2015. The infrastructure will consist of up to 60 X 2.5MW megawatt wind turbine generators, up to four (4) meteorological masts, buried 34.5kV collector lines, a project substation and less than one (1) mile of overhead 230kV radial line.

Thunder Spirit does not anticipate the removal of facilities during the ten year period.

§49-22-04 (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 with 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.

The Thunder Spirit wind farm will be located approximately two miles northeast of the Town of Hettinger, North Dakota.

Thunder Spirit has no firm plans for development of additional utility investment at this time.

§49-22-04 (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.

Thunder Spirit has executed a 150 megawatt Large Generator Interconnection Agreement ("LGIA") dated September 6, 2012, and amended June 12, 2014, among Thunder Spirit, Midcontinent Independent System Operator ("MISO") and Montana-Dakota Utilities Company ("MDU"). Thunder Spirit will own a substation on the project site, along with less than (1) mile of 230kV double-circuited radial line that will interconnect to MDU's 230kV Hettinger substation. Thunder Spirit is located in the service territory of MDU and MISO serves as both Regional Transmission Organization ("RTO") and Independent System Operator. Thunder Spirit has executed a power purchase agreement ("PPA") with MDU for a large portion of the production of the project. An additional PPA is currently being pursued.

§49-22-04 (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.

During development, Thunder Spirit engaged Western Ecosystems Technology, Inc. and Tetra Tech, Inc. to complete the required environmental and land-use studies, consultations, filing, and permits required by all relevant governmental agencies including:

- Adams County Soil Conservation District;
- North Dakota State Water Commission;
- North Dakota Game and Fish Department;
- North Dakota Department of Health;
- North Dakota Department of Transportation;
- North Dakota Aeronautics Commission;
- North Dakota Department of Agriculture;
- North Dakota Geological Survey;
- North Dakota Public Service Commission;
- State Historical Society of North Dakota;
- North Dakota Indian Affairs Commission;
- North Dakota State Land Department;
- North Dakota Parks and Recreation Department;
- Federal Aviation Administration;
- United States Fish and Wildlife Service;
- United States Army Corps of Engineers.

As part of the Thunder Spirit's overall land-use planning and environmental protection efforts, intended to minimize environmental impacts while maximizing economic efficiencies, Thunder Spirit and its consultants began conducting studies as early as 2007 to determine the site's potential sensitivities in regard to avian and bat use patterns, aviation obstruction issues, and footprint-related issues such as wetlands and cultural resources. These efforts have culminated in commitments to avoid completely, or nearly so, all impacts to wetlands and cultural resources, and to mitigate to the greatest extent practicable all impacts to birds, bats, native prairie, agriculture, aviation, and local residents.

§49-22-04 (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 project, 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.

During the 2007 legislative session, North Dakota passed House Bill 1506 (codified as North Dakota Century Code Chapter 49-02-28) that established a renewable energy objective of ten percent (10%) of all electricity sold in the state would be obtained from renewable and recycled energy by 2015.

The MISO Transmission Expansion Plan for 2012 states that the MISO region needs to add between 4,484 and 11,290 MW of new capacity or 3,865 and 9,733 MW of demand reduction to meet the minimum Planning Reserve Margins in 2022. 9,912 MW of retirements are assumed to

occur from 2015 onward due to EPA regulations. Depending on the projection scenario, MISO assumes anywhere from 13 to 40 GW of incremental wind penetration. Seventeen Multi-Value Projects have been integrated into MISO planning models, which will relieve a major part of MISO's internal future congestion and deliver wind energy more efficiently.

Thunder Spirit will generate and deliver renewable energy into the MISO system to help meet North Dakota's objectives and MISO's needs.