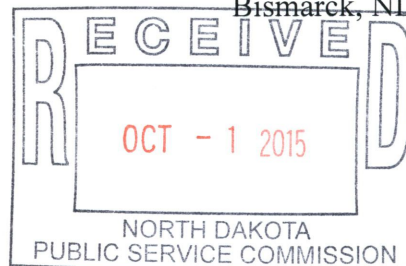


Blaine T. Johnson
100 West Broadway, Suite 250
PO Box 2798
Bismarck, ND 58502-2798
701.223.6585

September 30, 2015

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



RE: Brief in Support of Petition to Intervene – Calpine Corporation
Northern States Power Advance Prudence Determination
Case No. PU-15-096

Dear Mr. Nitschke:

Please find enclosed, the original and seven copies of Calpine Corporation's Brief in Support of Its Petition to Intervene together with the Testimony of Todd Thornton.

Also enclosed please find an Affidavit of Service by Mail.

Please contact me should you have any questions.

Sincerely,

CROWLEY FLECK PLLP

A handwritten signature in blue ink that reads "Blaine T. Johnson" followed by a circled "LA".

Blaine T. Johnson

Enc.

Before the North Dakota Public Service Commission
State of North Dakota

In the Matter of Northern States Power
Company's Advance Determination of
Prudence for its 345 MW Power Purchase
Agreement with Mankato Energy Center II,
LLC

Case No. PU-15-96

**CALPINE CORPORATION'S BRIEF IN SUPPORT
OF ITS PETITION TO INTERVENE**

1. Calpine Corporation ("Calpine") filed its Petition to Intervene in the above referenced matter on September 22, 2015. Calpine is the parent corporation of Mankato Energy Center, LLC and Mankato Energy Center II, LLC which own and operate the Mankato Energy Center, and party to the Power Purchase Agreement ("PPA") between Mankato Energy Center II, LLC and Northern States Power which is at issue in these proceedings.
2. Calpine does not dispute the relevance of N.D.C.C. § 28-32-24(5), N.D.C.C. § 28-32-28, or N.D. Admin. Code § 69-02-02-05 relied upon by Advocacy Staff. Calpine does dispute, however, the Advocacy Staff's application of these laws and rules with regard to Calpine's right to intervene in this matter, as well as Advocacy Staff's assumptions concerning the value of Calpine's involvement in this matter.
3. While the hearing is scheduled for October 15, 2015, the intervenor has until 10 days prior to the hearing in which to file its petition to intervene. N.D. Admin Code § 69-02-02-05(2). Calpine first allowed the parties to file testimony as to their positions in order to determine if intervention was necessary to protect Calpine's legal interests.

Even so, Calpine's Petition to Intervene was filed more than three weeks prior to the hearing and well in advance of the deadline. In addition, the informal scheduling agreement provides that Advocacy Staff's rebuttal testimony is due September 25, 2015, and Northern States Power's surrebuttal is not due until October 2, 2015, both after the Petition to Intervene was filed. Of course responsive testimony is also available during the scheduled hearing. Because it is in Calpine's best interest allow this matter to be decided in a prompt fashion, Calpine has no intention of delaying proceedings.

4. N.D. Admin. Code § 69-02-02-05 essentially provides for a two part test:
 - a. "... the petition has a legal interest which may be substantially affected by the proceeding;" and
 - b. "The intervention would not unduly broaden the issues or delay the proceeding."

First, Advocacy Staff admits that Calpine could be affected by the results of the proceeding. Undeniably, Calpine's legal interests will be affected by the determination of the Commissioners, whether it is an affirmative finding that the PPA is prudent or an outright denial of Northern States Power's Application. Calpine's contractual rights and obligations in the PPA together with its property interest in the Mankato Energy Center are at stake in this proceeding. Secondly, Calpine's testimony does not broaden the issues, as even the Advocacy Staff admits by attempting to argue that the information is already known or not in dispute. Nor does Calpine foresee that its testimony could exceed the scope of Northern States Power's Application. In the event that it would, Advocacy Staff retains the right, based upon

the North Dakota Rules of Evidence to object as to relevance. Calpine's testimony however does provide a level of understanding and breadth of knowledge concerning the value of numerous elements specific to the Mankato Energy Center; a basis of knowledge and information which is superior to that of the parties to the proceeding. To deny access to such information is detrimental not only to Calpine as intervenor, but also to the Commission and ultimately to the consumers themselves.

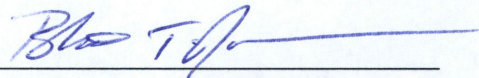
5. Advocacy Staff further relies upon the unfounded belief that Northern States Power will voluntarily represent the interests of Calpine during these proceedings and seeks only to deny the Commissioners firsthand knowledge of the benefits of the Mankato Energy Center. The basis for intervention does not depend on whether the interests of the intervenor are adequately represented by a party to the matter. While Calpine and Northern States Power may have many common positions in this proceeding, they are separate entities each with their own legal interests and as evidenced by Minnesota proceedings have at times had competing legal interests.
6. Advocacy Staff's analogy of a car dealership is disparaging and inaccurate. The end user and ultimate purchaser of the vehicle is the consumer – the people of the States of North Dakota, Minnesota, and Wisconsin. Calpine is not the dealership, but the manufacturer; Northern States Power is the dealership. Northern States Power is in the position of determining how many vehicles it needs to keep an adequate inventory available for its customers, as well as determine the balance of new and used inventory and selection of makes and models. By this analogy, Advocacy Staff confuses the difference between need and prudence. While the consumer may absolutely need a new car in 2024, prudent consumers do not wait until the car leaves

them stranded on the side of the road before replacing it. Many other factors such as costly maintenance and repairs, fuel efficiency, safety, environmental regulations that require you to replace your emissions system, and how many miles should one go without a spare tire must be taken into consideration. These factors then must be weighed against the benefits of the new alternative's "bells and whistles" to determine prudence. Calpine is in the unique position to inform the Commission about the quality, dependability, timeliness of expansion, and cost effectiveness of its product - the Mankato Energy Center.

7. As such, Calpine respectfully requests that its Petition to Intervene be granted without conditions or limitations.

Dated this 28th day of September, 2015.

CROWLEY FLECK PLLP



Blaine T. Johnson (#07080)
Attorneys for Calpine Corporation
100 West Broadway, Ste. 250
PO Box 2798
Bismarck, ND 58502-2798
701.223.6585
bjohnson@crowleyfleck.com

BEFORE THE PUBLIC SERVICE COMMISSION
OF THE STATE OF NORTH DAKOTA

In the Matter of Northern States Power
Company's Advance Determination of
Prudence for its 345 MW Power Purchase
Agreement with Mankato Energy Center II,
LLC

CASE NO. PU-15-096

AFFIDAVIT OF SERVICE BY MAIL

STATE OF NORTH DAKOTA)
)§
COUNTY OF BURLEIGH)

Lisa Crowley, being first duly sworn on oath, deposes and says: That she is a citizen of the United States over the age of eighteen years and not a party to, nor interested in, the above entitled action.

That on the 30th day of September, 2015, this affiant did deposit in the United States Post office at Bismarck, North Dakota, a true and correct copy of Calpine Corporation's Brief in Support of Its Petition to Intervene and Testimony of Todd Thornton.

That the documents with postage prepaid were mailed, directed to the persons to be served at their last known post office address as follows:

Zeviel T. Simpser
Briggs & Morgan PA
2200 IDS Center
80 South Eight Street
Minneapolis, MN 55402

Wade C. Mann
Administrative Law Judge
Office of Administrative Hearings
2911 North 14th Street – Suite 303
Bismarck, ND 58503

Dave H. Sederquist
Senior Consultant, Regulation and Finance
Xcel Energy
2302 Great Northern Drive
Fargo, ND 58102

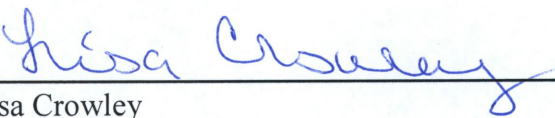
Alison Archer
Attorney at Law
414 Nicollet Mall, Fifth Fl.
Minneapolis, MN 55401

Illona A. Jeffcoat-Sacco
Attorney at Law
600 E. Boulevard Ave., #408
Bismarck, ND 58505-048

Mitchell D. Armstrong
Special Assistant Attorney General for PSC
Smith, Bakke, Porsborg, Schweigert &
Armstrong
122 East Broadway Avenue
P.O. Box 460
Bismarck, ND 58502-0460

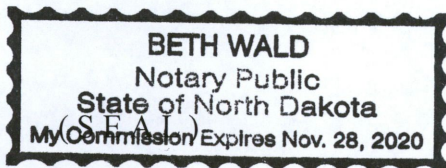
Brian Schmidt
Special Assistant Attorney General for PSC
Smith, Bakke, Porsborg, Schweigert &
Armstrong
122 East Broadway Avenue
P.O. Box 460
Bismarck, ND 58502-0460

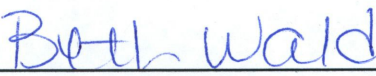
To the best of affiant's knowledge, the address above given is the actual post office address of the party intended to be served.



Lisa Crowley

Subscribed and sworn to before me this 30th day of September, 2015.





Notary Public
Burleigh County, North Dakota
My Commission Expires: