

STATE OF NORTH DAKOTA
PUBLIC SERVICE COMMISSION

Rolette Power Development, LLC
Rolette Wind Energy Project – Rolette County
Siting Application

Case No. PU-15-124

AFFIDAVIT OF SERVICE REGULAR AND ELECTRONIC MAIL

STATE OF NORTH DAKOTA
COUNTY OF BURLEIGH

Geralyn R. Schmaltz deposes and says that:

she is over the age of 18 years and not a party to this action and, on the **3rd day of December, 2015**, she deposited in the United States Mail, Bismarck, North Dakota, **3** envelopes by first class mail, fully prepaid and **40** addressees electronically mailed a copy of:

- 1. Commission Motion Correcting Exhibit #6.**
- 2. November 18, 2015 Findings of Fact, Conclusions of Law and Order**
- 3. Corrected Exhibit #6**

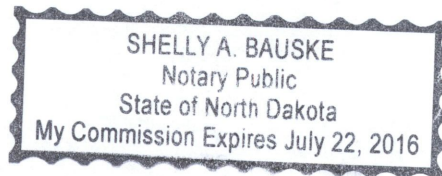
The envelopes and electronic mails respectively were addressed as follows:

See attached list.

Each post office address shown is the respective addressee's last reasonably ascertainable post office address and each email address is the respective addressee's last reasonably ascertainable electronic mailing address.

Subscribed and sworn to before me
this **3rd day of December, 2015**.

SEAL



A handwritten signature in blue ink, appearing to read "Geralyn R. Schmaltz", written over a horizontal line.

A handwritten signature in blue ink, appearing to read "Shelly A. Bauske", written over a horizontal line.
Notary Public

City Mayor
City of Rolette
304 Main St.
Rolette ND 58366

County Commission
Rolette County
102 NE 2nd St PO Box 939
Rolla ND 58367-7144

County Auditor
Rolette County
102 NE 2nd St PO Box 939
Rolla ND 58367-7144

ndaero@nd.gov
Melinda Weninger
Aeronautics Commission
PO Box 5020
Bismarck ND 58502-5020

masagsve@nd.gov
Matt Sagsveen
Attorney General's Office

jmittleider@nd.gov
John Mittleider
Department of Commerce
600 East Blvd
Bismarck ND 58505

cte@nd.gov
Dept of Career and Technical Education
State Capitol
Bismarck ND 58505

governor@nd.gov
Jack Dalrymple
Governor's Office
State Capitol
Bismarck ND 58505

squinnell@nd.gov
Susan Quinnell
Historical Society

mike.nilson@minot.af.mil
Mike Nilson
Minot Air Force Base

lweispfenning@nd.gov
Linda Weispfenning
N D Water Commission
900 E Boulevard
Bismarck ND 58505

ndascd@lincolnoakes.com
ND Assoc of Soil Conservation Dist
3310 University Drive
Bismarck ND 58504-7564

mdockter@nd.gov
Monte Dockter
ND Department of Transportation
State Highway Building
Bismarck ND 58505

goehring@nd.gov
Doug Goehring
Agriculture Department
State Capitol
Bismarck ND 58505

todd.j.lindquist@usace.army.mil
Todd Lindquist
Corp of Engineers
PO Box 527
Riverdale ND 58565-0527

dhseo@nd.gov
Department of Human Services

energyimpact@nd.gov
Energy Infrastructure and Impact Office

ppicha@nd.gov
Paul Picha
Historical Society

sjdavis@nd.gov
Scott Davis
Indian Affairs Commission
State Capitol - 1st Floor J Wing INSIDE
Bismarck ND 58505

samuele.warren.1@us.af.mil
Sam Warren
Minot Air Force Base

jay.fuhrer@nd.usda.gov
Jay Fuhrer
NATURAL RESOURCE CONSERVATION SVC
PO BOX 1458
BISMARCK ND 58502-1458

ksonsalla@nd.gov
Kevin Sonsalla
ND Department of Commerce

Larry.kotchman@ndsu.edu
MR LARRY KOTCHMAN
ND FOREST SERVICE
MOLBERG CENTER 307 1ST STREET EAST
BOTTINEAU ND 58318

tsteinwa@nd.gov
Terry Steinwand
ND GAME & FISH DEPT
INSIDE MAIL

emurphy@nd.gov
MR ED MURPHY
ND GEOLOGICAL SURVEY

cgiesen@nd.gov
Cheri Giesen
ND Job Service
P.O. Box 5507 INSIDE MAIL
Bismarck ND 58506-5507

labor@nd.gov
Tony Weiler
ND Labor Dept
600 E Blvd Ave
Bismarck ND 58505

mhaupt@nd.gov
Mike Haupt
ND Land Department

jjkringstad@ndpipelines.com
ND Pipeline Authority

menelson@nd.gov
Marvin E. Nelson
ND State Assembly
P.O. Box 577
Rolla ND 58367-0577

ndicinfo@nd.gov
North Dakota Industrial Commission

markzimmerman@nd.gov
Mark Zimmerman
North Dakota Parks & Rec
1600 E Century Ave, Ste. 3 INSIDE MAIL
Bismarck ND 58503-0649

andreastomberg@lignite.com
Andrea Stomberg
North Dakota Transmission Authority

tsando@nd.gov
Todd Sando
State Engineer
ND Water Commission

dglatt@nd.gov
Dave Glatt
State Health Department
1

tboe@nd.gov
Tracy Boe
State Representative
5125 89th St
Mylo ND 58353-9438

rmarcellais@nd.gov
Richard Marcellais
State Senator
RR 1 Box 267A
Belcourt ND 58316-9787

bill whitworth@nps.gov
Chief of Resource Management
Theodore Roosevelt National Park
P O Box 7
Medora ND 58645-0007

wendy ross@nps.gov
Wendy Ross
Theodore Roosevelt Nat'l Park
PO Box 7
Medora ND 58645

sschwenke@fs.fed.us
Sherri Schwenke
U S Forest Service
240 W Century Ave
Bismarck ND 58501-1494

gjwiche@usgs.gov
District Chief
U S Geological Survey
821 E Interstate Ave
Bismarck ND 58501

cenwo-de@usace.army.mil
District Engineer
US Army Engineer District Omaha
1616 Capitol Ave
Omaha NE 68102

managementauthority@fws.gov
US Fish & Wildlife Service
3425 Miriam Ave
Bismarck ND 58501

APPROVED

DATE: 12-2-15
[Signature]

MOTION

December 2, 2015

**Rolette Power Development, LLC
Rolette Wind Energy Project – Rolette County
Siting Application**

Case No. PU-15-124

I move the Commission correct Exhibit 6 to include the Tree and Shrub Mitigation Plan and re-serve the Order with the corrected exhibit attached.

STATE OF NORTH DAKOTA
PUBLIC SERVICE COMMISSION

**Rolette Power Development, LLC
Rolette Wind Energy Project – Rolette County
Siting Application**

Case No. PU-15-124

FINDINGS OF FACT, CONCLUSIONS OF LAW AND ORDER

November 18, 2015

Appearances

Commissioners Julie Fedorchak, Randy Christmann, and Brian P. Kalk.

Mollie M. Smith, Fredrikson & Byron, P.A., 200 South 6th Street, Suite 4000, Minneapolis, MN 55402, on behalf of the Applicant, Rolette Power Development, LLC.

John Schuh, Legal Counsel, North Dakota Public Service Commission.

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

Preliminary Statement

On March 20, 2015, Rolette Power Development, LLC (Rolette Power) filed an Application for a Certificate of Site Compatibility for a wind energy conversion facility (Application) known as the 15-124t (Project) to be located in Rolette County, North Dakota.

On May 13, 2015, the Commission deemed the Application complete conditioned upon filing final wind turbine locations at least ten days before the hearing and issued a Notice of Filing and Notice of Hearing, scheduling a public hearing to begin June 29, 2015, at 9:30 a.m., at Memorial Hall, 503 2nd Avenue, Rolette, North Dakota. The notice identified the following issues to be considered:

1. Will the location, construction, and operation of the proposed facilities produce minimal adverse effects on the environment and upon the welfare of the citizens of North Dakota?
2. Are the proposed facilities compatible with the environmental preservation and the efficient use of resources?

3. Will the proposed facility locations minimize adverse human and environmental impact while ensuring continuing system reliability and integrity and ensuring that energy needs are met and fulfilled in an orderly and timely fashion?

On June 19, 2015, Rolette Power filed its turbine location layout.

On June 29, 2015, a public hearing was held as scheduled

On July 17, 2015, Rolette Power filed Late-Filed Hearing Exhibit No. 14 (Affidavit of Warren Enyart) and a post-hearing brief in support of the Application.

On August 19, 2015, Rolette Power filed the Affidavit of Grady Wolf and accompanying documentation regarding the location of bald eagle nests in proximity to the Project.

On October 1, 2015, the Commission granted a motion to reopen the record and issued a Notice of Hearing, scheduling a public hearing to begin November 2, 2015 at 10:00 a.m. CDT at the Memorial Hall, 503 2nd Avenue, Rolette, North Dakota, 58366, limited to the issue of whether adverse effects on eagle health and safety will be managed and maintained to an acceptable level.

On November 2, 2015, a public hearing was held as scheduled.

Having allowed all interested persons an opportunity to be heard and having heard, reviewed, and considered all testimony and evidence presented, the Commission makes its:

Findings of Fact

1. Rolette Power is a North Dakota limited liability company jointly owned by M-Power, LLC, and Border Power, LLC. Border Power's ownership consists of 27 participating landowners within the Project's footprint, 46 local investors, 30 M-Power investors, and community development organizations, including the Rolette Jobs Development Authority, the City of Rolette, the Rolette Area Development Authority, and the REAP Investment Fund of Minot, North Dakota. M-Power's ownership consists of 97 participating landowners in its wind farm footprints in Griggs and Steele Counties, 64 local investors, as well as four community development organizations, including Zone Investments, LLC, the Griggs-Steele Wind Development Group, Steele County Job Development Authority, and Hope Area Investments, LLC.

2. Rolette Power proposes to construct the Project within an approximately 14,080 acre area in Rolette County, North Dakota, approximately three miles south and west of the City of Rolette. Rolette Power requested that the Project area, as depicted in Hearing Exhibit No. 3, be designated as the site for the Project.

3. Rolette Power selected the proposed site for the Project based on a number of factors, including: the quality of the wind resource, strong landowner and community interest and support, suitable transmission interconnection capability, avoidance of environmental issues, compliance with the Commission's siting criteria, compliance with Rolette County's requirements, and economic considerations.

4. Section 49-22-16(4) of the North Dakota Century Code provides that a site shall not be designated that violates the rules of any state agency, and that compliance with an agency's rules shall be presumed if the agency fails to present its position with respect to the proposed facility at the public hearing. The federal, state and local departments, agencies and entities that were contacted are:

- a. Federal – United States Department of Agriculture, Natural Resources Conservation Service (NRCS); United States Department of the Army Corps of Engineers (USACE), Planning, Programs, and Project Management Division; USACE, North Dakota Regulatory Office; United States Department of the Interior, Bureau of Indian Affairs (BIA); United States Department of the Interior, Fish and Wildlife Service (USFWS), J. Clark Salyer National Wildlife Refuge; USFWS, Ecological Services; Minot Air Force Base; the Federal Aviation Administration (FAA);
- b. State – North Dakota Department of Commerce; North Dakota Department of Health; North Dakota Department of Transportation; North Dakota Game and Fish Department (NDGFD); North Dakota State Water Commission; State Historical Society of North Dakota, State Historic Preservation Office (SHPO); and
- c. Local – North Central Electric Cooperative, Inc.; Rolette County; Rolette Airport Authority; City of Rolette.

5. Agency consultations and comments are noted in Appendices B and E of the Application and in the exhibits and testimony presented at the public hearings. No objections to the proposed Project were raised by any state or federal agencies or local governmental entities.

6. Section 49-22-16(2) of the North Dakota Century Code provides that no energy conversion facility site shall be designated that violates any local land use, zoning or building rules, regulations or ordinances. At the hearing, Rolette Power testified that it has obtained a conditional use permit for the Project from Rolette County, and will comply with applicable county zoning ordinance requirements.

Project Design

7. The Project will have a nameplate capacity of up to 100.4 MW, and the Project layout proposed by Rolette will consist of up to 59 wind turbines, with the final number of turbines determined by the capacity of the turbine model selected.

8. Rolette Power is considering six turbine models, or a turbine model of a similar range and class: the GE 1.7-100; the Siemens SWT 2.3-113; the Vestas V110-2.0; the Vestas V117-3.3; the Gamesa G114-2.0; and the Gamesa G114-2.5. Depending on turbine availability, off-taker preference, and economic considerations, among other factors, Rolette Power may select a turbine model other than those currently under consideration.
9. In addition to turbines, associated facilities constructed within the Project Area will include step-up transformers, access roads, an operation and maintenance (O&M) building, a substation, permanent meteorological towers, and a system of underground collection lines and communication cables. Other temporary facilities required for the Project's construction phase include a concrete batch plant, laydown area for equipment, intersection improvements, crane pads and working pads, and a staging area.
10. Foundation size and design will be finalized after geotechnical analyses have been completed and the turbine model selected.
11. Each turbine will communicate directly with the Supervisory Control and Data Acquisition (SCADA) system for performance monitoring, energy reporting, and troubleshooting.
12. Construction of the Project is anticipated to begin in the second quarter of 2016 and be completed in the fourth quarter of 2016. Rolette Power anticipates that the Project will be operational before the end of 2016.
13. The estimated cost for construction of the Project is approximately \$175 million.

Siting Criteria

14. North Dakota Administrative Code Chapter 69-06-08 sets forth certain criteria to guide the Commission in evaluating the suitability of granting an application for a certificate of site compatibility. The criteria, as set forth in North Dakota Administrative Code Section 69-06-08-01 are classified as Exclusion Areas, Avoidance Areas, Selection Criteria and Policy Criteria. With the exception of prime farmland and unique farmland, an energy conversion facility shall not be sited within an Exclusion Area. The exception for prime and unique farmland is if the Commission finds the prime farmland and unique farmland that will be removed from use for the life of the facility is of such small acreage as to be of negligible impact on agricultural production, then such exclusion shall not apply. An energy conversion facility must not be sited within an Avoidance Area unless the applicant shows that under the circumstances there is no reasonable alternative. In determining whether an Avoidance Area should be designated for a facility, the Commission may consider, among other things, the proposed management of adverse impacts; the orderly siting of facilities; system reliability and integrity; the efficient use of resources; and alternative sites. In accordance with the Commission's Selection Criteria, a site shall be approved if it is

demonstrated that any significant adverse effects resulting from the location, construction, and operation of the energy conversion facility will be at an acceptable minimum or that the effects will be managed and maintained at an acceptable minimum. In accordance with the Commission's Policy Criteria, preference may be given to an applicant demonstrating certain benefits of the proposed energy conversion facility.

Exclusion Areas

15. With respect to Exclusion Areas, a small waterfowl production area (WPA), known as the Ghost Valley WPA, is located within the southernmost edge of the Project boundary. No Project facilities will be located within 0.5 miles of the WPA and the Project is not expected to impact the WPA.

16. Prime farmland and farmland of statewide importance are present within the Project area. The Project will avoid such land to the maximum extent practicable and is expected to permanently impact less than 0.6% of such land. The Commission finds the prime farmland and unique farmland that will be removed from use for the life of the facility is of such small acreage as to be of negligible impact on agricultural production. Additional Exclusion Areas within the Project Area are: areas less than one and one-tenth times the height of the turbine plus seventy-five feet from the centerline of any county or maintained township roadway; areas less than one and one-tenth times the height of the turbine from a one hundred fifteen kilovolt or higher transmission line; and areas one and one-tenth times the height of the turbine from the property line of a nonparticipating landowner. No turbines will be sited in these areas.

Avoidance Areas

17. With respect to Avoidance Areas, cultural resources are present within the Project area, but the Project will avoid cultural resource sites.

18. Wetlands are present within the Project area, but the Project will avoid permanent impacts to the extent practicable.

19. Some trees and shrubs are located within the Project Area, primarily windbreaks and shelterbelts around farmsteads. The Project will minimize tree removal to the extent practicable. Tree or shrub removal and replacement will be coordinated with landowners and conducted in accordance with the Commission's tree and shrub mitigation specifications.

Selection and Policy Criteria

20. The Project and associated facilities are anticipated to occupy and disturb up to approximately 90.7 acres of land, or up to approximately 0.6 percent of the total Project Area, during the life of the Project. Rolette Power will continue to work with landowners to minimize land use disruptions from the facilities. No impacts to irrigation or the quality of the agricultural land are anticipated.

21. Rolette Power submitted evidence to demonstrate that the proposed energy conversion facility will not have a significant impact on the Selection Criteria set forth in North Dakota Administrative Code § 69-06-08-01(5).
22. Rolette Power submitted evidence to demonstrate its commitment to maximize the benefits of the proposed energy conversion facility as far as is possible to meet the Policy Criteria set forth in North Dakota Administrative Code § 69-06-08-01(5).
23. During construction, the Project will likely result in a temporary increase in traffic on county and township roads. However, based on the existing traffic use and the rural nature of the area, the impacts from the additional construction-related traffic are expected to be minimal. Any impacts on county and township roads, and their restoration, will be addressed in accordance with a road use and maintenance agreement between the county and Rolette Power, which will also cover the applicable townships. During operation, no adverse effects to transportation facilities or networks are anticipated.
24. The Project is not anticipated to have significant adverse impacts on the ability of the affected area to provide community services, such as housing, health care, educational services, police and fire protection, water and sewer, or solid waste management. The Project is expected to be of economic benefit to the affected area.

Cultural Resources

25. Rolette Power has completed a Class I literature search, a Class II architectural history investigation and a Class III cultural resources inventory for the current Project layout, with the exception of the permanent meteorological tower locations. Rolette Power has submitted its Class II architectural history investigation report and its Class III cultural resources inventory report to SHPO for review, and will obtain and file copies of SHPO's responses regarding the reports prior to beginning construction of the Project.
26. Rolette Power will complete a Class III cultural resources inventory of its permanent met tower locations, will submit the findings to the Commission and SHPO for review, and will obtain and file a copy of SHPO's response prior to beginning construction of the meteorological towers.
27. In the event that the Project layout changes from the layout provided in Hearing Exhibit No. 3, Rolette Power will complete Class III cultural resource survey work for any previously un-surveyed areas, per SHPO's guidance; will submit the findings to the Commission and SHPO for review; and will obtain and file with the Commission a copy of SHPO's response prior to beginning construction in those areas.
28. Project facilities will avoid cultural resource sites and cultural resources are not expected to be impacted by the Project.

Wetlands, Woodlands, and Wildlife

29. Woodlands comprise less than one percent of the total Project Area. Trees within the Project Area consist primarily of planted windbreaks and shelterbelts around farmsteads. If trees or shrubs are impacted by the Project, Rolette Power will comply with the Commission's tree and shrub mitigation specifications.
30. A wetland delineation was completed for the Project. In the event the Project layout changes, Rolette Power will complete a wetland delineation of any previously un-surveyed areas as necessary. Rolette Power will minimize permanent wetland impacts from the Project to the extent practicable, and will obtain any permits required.
31. The Project will avoid impacts to USFWS wetland easement basins.
32. Rolette Power conducted environmental studies of the Project Area, and impacts to wildlife are anticipated to be minimal. In consultation with the USFWS, Rolette Power will prepare an endangered species document / Bird and Bat Conservation Strategy (BBCS), which will be completed prior to operation of the project to identify minimization and mitigation measures that Rolette Power will implement.
33. At the June 29, 2015 public hearing, the Commission inquired regarding a reference by the USFWS in its 2013 consultation letter to eagle nests in proximity to the Project (see Appendix E of Hearing Exhibit No. 1). On August 19, 2015, Rolette Power provided to the Commission additional documentation regarding the location of two bald eagle nests in proximity to the Project.
34. At the November 2, 2015 public hearing, Rolette Power presented expert testimony and exhibits regarding eagle use and risk for the Project Area, including a Stage 1 Initial Site Assessment of Eagle Use/Risk Report (Stage 1 Assessment) (see Hearing Exhibit No. 17). Bald eagle nests are located approximately 2.7 miles, 5.0 miles and 9.8 miles away from the proposed Project turbine locations, but no bald eagle nests were identified within the Project Area. Based on the Stage 1 Assessment, eagle populations will not be significantly adversely impacted by development of the proposed Project.
35. At the November 2, 2015 public hearing, Rolette Power also committed to implementing certain eagle-related avoidance and minimization measures, and including those measures in the Project's BBCS, which will be developed in coordination with the USFWS (see Hearing Exhibit No. 21). Further, Rolette Power testified that if it identifies changes in eagle-related conditions at the Project, Rolette Power will evaluate the changed conditions, coordinate with the USFWS as appropriate, and consider potential further actions to address the changed conditions (see Hearing Exhibit No. 21).
36. At the November 2, 2015 public hearing, Terry Ellsworth, a representative of the USFWS, testified during the public comment portion of the hearing. Mr. Ellsworth

confirmed that the comments provided in the USFWS 2013 consultation letter were based on a review of the larger Study Area, and not the current Project Area. Mr. Ellsworth did not have specific comments regarding the current Project Area. Mr. Ellsworth testified that compliance with the USFWS's Eagle Conservation Plan Guidance for Land-Based Wind Energy (ECP Guidance) is voluntary, and the USFWS's role is to provide expertise and data to developers who implement the ECP Guidance. As such, he encouraged Rolette Power to continue to coordinate with the USFWS with respect to the Project.

37. In a letter dated October 1, 2015, the NDGFD stated that since Rolette Power has agreed to coordinate with the USFWS regarding eagle nests in proximity to the Project Area, including any potential mitigation measure that may be needed, it has no additional recommendations with respect to the Project.

Sound and Shadow Flicker Analyses

38. A sound analysis was conducted for the Project. The analysis demonstrates that sound levels for the Project will comply with the Commission's Avoidance Area requirement that sound levels within 100 feet of an inhabited residence or community building not exceed 50 dBA unless a waiver is obtained.

39. In the event Project modifications occur that are not covered by the current sound analysis, Rolette Power will conduct a sound analysis to ensure that the Project complies with the Commission's Avoidance Area Sound Requirement.

40. A shadow flicker analysis was conducted for the Project. Based on a detailed shadow flicker analysis, using realistic assumptions, no occupied residences are anticipated to have shadow flicker levels of over 30 hours a year using any of the turbine models currently under consideration, or a turbine model with the same or less potential for shadow flicker impacts.

41. Rolette Power will meet a shadow flicker impact of 30 hours per year or less at occupied residences, using realistic modeling assumptions, unless otherwise agreed to by the homeowner. In the event Project modifications occur that are not covered by the current shadow flicker analysis, Rolette Power will conduct a shadow flicker analysis to ensure this commitment is met.

Additional Mitigative Measures

42. Rolette Power has agreed to a number of steps to mitigate any potential Project impacts, as indicated by the attached Certification Relating to Order Provisions – Energy Conversion Facility Siting, with accompanying Tree and Shrub Mitigation Specifications, dated June 26, 2015 (Certification).

43. Rolette Power agreed that its obligation for reclamation and maintenance of the approved site will continue throughout the life of the energy conversion facility.

44. Rolette Power agreed that it shall repair or replace all fences and gates removed or damaged during all phases of construction and operation of the proposed energy conversion facility.

45. Rolette Power agreed that it shall repair or replace all drainage tile broken or damaged as a result of construction or operation of the proposed energy conversion facility.

46. In addition, Rolette Power agreed that:

- a. No more than 59 turbines will be constructed within the Project area;
- b. No more than 100.4 MW will be constructed within the Project area;
- c. The Project will be constructed so as to comply with a setback of at least 1,400 feet between wind turbines and currently occupied residences; and
- d. The Project will be constructed so as to comply with a setback of at least 0.5 mile from the Ghost Valley Waterfowl Production Area; and
- e. The project will apply a shadow flicker goal of 30 hours per year or less at currently occupied residences, unless otherwise agreed to by the homeowner.

47. All setbacks applied will be measured from the center of the base of the turbine to the closest part of the applicable feature.

48. Rolette Power has agreed to implement the eagle-related measures set forth in Hearing Exhibit No. 21:

- a. Working with Project landowners to remove dead livestock from the Project Area;
- b. Coordinating with Rolette County on removal of roadkill in the Project Area;
- c. Requiring Project operations and maintenance personnel to implement a wildlife reporting program during the life of the Project that documents avian and other wildlife impacts;
- d. Requiring Project operations and maintenance personnel to adhere to a speed limit when driving within the Project Area to minimize the potential for wildlife strikes resulting in carrion that could attract eagles to the Project Area;

- e. Training Project operations and maintenance personnel to be aware of eagle activity in the Project Area and identify potential eagle attractants;
- f. During operations, minimizing to the extent practicable Project equipment and material storage within the Project Area outside of the Project operations and maintenance yard, as it can provide cover for eagle prey sources; and
- g. Burying the Project's electrical collection system, and constructing any Project-related overhead transmission lines owned by Rolette Power in accordance with Avian Power Line Interaction Committee ("APLIC") Avian Protection Plan Guidelines.

49. Rolette Power will utilize best management practices (BMPs) to minimize impacts on ground and surface water, and to prevent soil erosion. Rolette Power will implement the erosion control measures required under the National Pollution Discharge Elimination System (NPDES) permit and the associated Stormwater Pollution Prevention Plan. Construction of the Project is not anticipated to have a significant adverse impact on surface or ground water resources or soils.

50. Rolette Power will participate in the North Dakota One-Call Excavation Notice System.

51. Rolette Power will coordinate with local authorities and first responders regarding emergency response measures as part of the Project commissioning activities.

52. Rolette Power will develop a lighting and marking plan for the turbines and meteorological towers in accordance with FAA and state requirements.

53. In accordance with the Commission's rules, Rolette Power will file a decommissioning plan with the Commission prior to the commencement of operation of the Project, and decommissioning will be performed in accordance with all applicable rules and regulations.

From the foregoing Findings of Fact, the Commission now makes its:

Conclusions of Law

1. The Commission has jurisdiction over this proceeding under North Dakota Century Code Chapter 49-22.

2. The wind energy conversion facility proposed by Rolette Power is an energy conversion facility as defined in North Dakota Century Code Section 49-22-03(5).

3. The Application submitted by Rolette Power meets the site evaluation criteria required by North Dakota Century Code Chapter 49-22.
4. The location, construction, and operation of the proposed energy conversion facility will produce minimal adverse effects on the environment and upon the welfare of the citizens of North Dakota.
5. The proposed energy conversion facility is compatible with environmental preservation and the efficient use of resources.
6. The proposed energy conversion facility location will minimize adverse human and environmental impact while ensuring continuing system reliability and integrity and ensuring that energy needs are met and fulfilled in an orderly and timely fashion.
7. The Commission has jurisdiction to ensure compliance with National Electric Safety Code standards in the construction and operation of the proposed energy conversion facility.

From the foregoing Findings of Fact and Conclusions of Law, the Commission now makes its:

Order

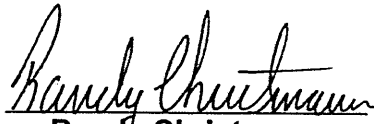
The Commission orders:

1. Certificate of Site Compatibility No. 46 for an Energy Conversion Facility is issued to Rolette Power Development, LLC, designating a site for a wind energy conversion facility corresponding to the Project Area depicted in Hearing Exhibit No. 3.
2. Within the designated area, Rolette Power is authorized to construct, operate, and maintain wind turbines and associated equipment, access roads, an O&M building, a substation, permanent meteorological towers, and a system of underground collection lines and communication cables, as well as any other associated facilities identified in the Application, at the hearing, in any supplemental filings and in any late-filed exhibits.
3. Rolette Power shall comply with the following commitments:
 - a. Rolette Power will construct no more than 59 turbines within the designated site;
 - b. Rolette Power will construct no more than 100.4 MW within the designated site;

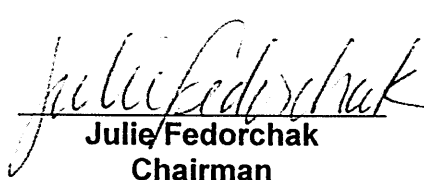
- c. Rolette Power will apply a setback of at least 1,400 feet between wind turbines and currently occupied residences;
 - d. Rolette Power will apply a setback of at least 0.5 mile from the Ghost Valley Waterfowl Production Area; and
 - e. Rolette Power will site turbines so as to meet a shadow flicker goal of 30 hours per year or less at currently occupied residences, unless otherwise agreed to by the homeowner. In the event Project modifications occur that are not covered by the current shadow flicker analysis, Rolette Power will conduct a shadow flicker analysis to ensure this commitment is met.
4. If modifications are made to the Project layout, Rolette Power shall complete a Class III cultural resource survey for any previously un-surveyed portions of the designated site upon which Project-related facilities will be located, in accordance with SHPO guidance, submit cultural resource findings to SHPO for review and file a copy of SHPO's response with the Commission prior to beginning construction in those areas.
5. If modifications are made to the Project layout, Rolette Power shall complete a wetland delineation of any previously un-surveyed areas upon which Project-related facilities will be located, as necessary, and submit a copy of the delineation report to the Commission.
6. In the event Project modifications occur that are not covered by its current shadow flicker analysis, Rolette Power shall conduct a shadow flicker analysis to ensure the commitment made in Order Provision 3(e) herein is met.
7. In the event Project modifications occur that are not covered by its current sound analysis, Rolette Power shall conduct a sound analysis to ensure that the Project complies with the Commission's Avoidance Area Sound Requirement.
8. Rolette Power shall fulfill its obligation for reclamation and maintenance of the approved site continuing throughout the life of the energy conversion facility.
9. Rolette Power shall repair or replace all fences and gates removed or damaged during all phases of construction and operation of the proposed energy conversion facility.
10. Rolette Power shall repair or replace all drainage tile broken or damaged as a result of construction and operation of the proposed energy conversion facility.
11. Rolette Power shall implement the eagle-related measures set forth in Hearing Exhibit No. 21.

12. The June 26, 2015 Certification Relating to Order Provisions-Energy Conversion Facility Siting, with accompanying Tree and Shrub Mitigation Specifications (Hearing Exhibit 6) is incorporated by reference and attached to this Order.

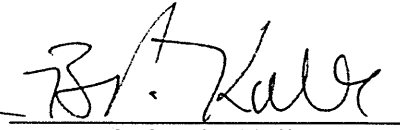
PUBLIC SERVICE COMMISSION



Randy Christmann
Commissioner



Julie Fedorchak
Chairman



Brian P. Kalk
Commissioner

PUBLIC SERVICE COMMISSION

STATE OF NORTH DAKOTA

Certificate of Site Compatibility Number 46

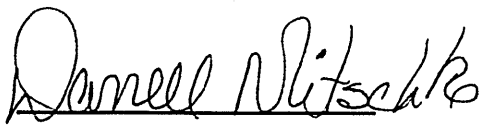
This is to certify that the Commission has designated an energy conversion facility site for Rolette Power Development, LLC's Rolette Wind Power Project consisting of up to 100.4 MW of total wind turbine generating capacity and associated facilities in Rolette County, North Dakota.

The facility may be sited in this designated location in compliance with the energy conversion facility siting criteria. This certificate is issued in accordance with the Finding of Facts, Conclusion of Law and Order of the Commission in Case No. PU-15-124 dated November 18, 2015 and is subject to the conditions and limitations noted in the order.

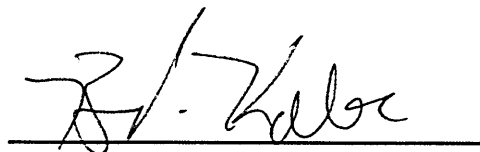
Bismarck, North Dakota, November 18, 2015.

ATTEST:

PUBLIC SERVICE COMMISSION



Executive Secretary



Commissioner

STATE OF NORTH DAKOTA
PUBLIC SERVICE COMMISSION

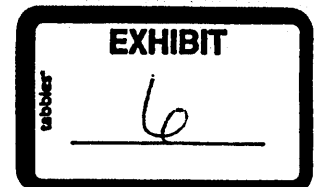
Rolette Power Development, LLC
Rolette Wind Energy Project – Rolette County
Siting Application

Case No. PU-15-124

**CERTIFICATION RELATING TO ORDER PROVISIONS
ENERGY CONVERSION FACILITY SITING**

I am Lyle Best, a representative of Rolette Power Development, LLC ("Company") with authority to bind Company to requirements to be set forth by the Commission in its Order and I certify the following:

1. Company understands and agrees that the Certificate of Site Compatibility will be issued by the Commission subject to the conditions and criteria set forth in Chapter 49-22 of the North Dakota Century Code and Chapter 69-06-08 of the North Dakota Administrative Code, and that Company shall be responsible for compliance with this order and conditions and criteria set forth in the applicable laws and rules.
2. Company agrees to comply with the rules and regulations of all other agencies having jurisdiction over any phase of the proposed energy conversion facility including all city, township, and county zoning regulations.
3. Company understands and agrees that it shall obtain all other necessary licenses and permits, and shall provide copies of all licenses and permits to the Commission prior to construction activity associated with the energy conversion facility that requires said license or permit.
4. Company understands and agrees that the Certificate of Site Compatibility is subject to suspension or revocation and may, in an appropriate and proper case, be suspended or revoked for failure to comply with the Commission's order, the conditions and criteria of the certificate or subsequent modification, or failure to comply with the applicable statutes, rules, regulations, standards, and permits of other state or federal agencies.
5. Company agrees to maintain records that will demonstrate that it has complied with the requirements of the Commission's order and the Certificate of Site Compatibility, and that it will preserve these records for Commission inspection at any reasonable time upon reasonable notice.
6. Company understands and agrees that the authorizations granted by the Certificate of Site Compatibility for the energy conversion facility are subject to modification by



order of the Commission if deemed necessary to protect further the public or the environment.

7. Company is aware that under North Dakota Century Code section 49-02-27 the Commission has rules for decommissioning of wind energy conversion facilities. Company agrees to comply with all decommissioning rules adopted by the Commission.

Construction:

8. Company agrees to hold a preconstruction conference prior to commencement of any construction, which must include a Company representative, its construction supervisor, and a representative of Commission Staff, to ensure that Company fully understands the conditions set forth in the Commission's order.
9. Company understands and agrees that all cultural resource mitigation plans must be approved by the North Dakota State Historic Preservation Office prior to the start of any fieldwork and construction activity in the affected area.
10. Company agrees to inform the Commission and the Commission's third-party construction inspector of its intent to start construction on the energy conversion facility prior to the commencement of construction. Once construction has started, Company shall keep the Commission and the Commission's third-party construction inspector updated of construction activities on a monthly basis.
11. Company is aware that North Dakota law requires that all companies that own or operate electric generation of any size for the primary purpose of resale must comply with the standards of the National Electrical Safety Code in effect at the time of construction of the generation facility, and agrees to comply with that requirement.
12. Company agrees to construct and operate the energy conversion facility in accordance with all applicable safety requirements.
13. Company understands and agrees that it shall bury all underground collection and feeder lines to a depth of at least 48 inches to the top of the lines.
14. Company understands and agrees that where available, at least 12 inches of topsoil over and along trench areas, roadways, tower locations, and locations of associated facilities shall be stripped and shall be segregated from the subsoil and be replaced only after the subsoil is replaced. Any area on which excavated subsoil will be placed must first be stripped of topsoil. After backfilling with subsoil is completed, any excess subsoil must be placed over the excavation area, blending the grade into existing topography.

15. Company understands and agrees that all buried facility crossings of graded roads shall be bored unless the responsible governing agency specifically permits Company to open cut the road.
16. Company understands and agrees that staging areas or equipment shall not be located on land owned by a person other than Company unless otherwise negotiated with landowners.
17. Company understands and agrees that if any cultural resource, paleontological site, archeological site, historical site, or grave site is discovered during construction, it must be marked, preserved and protected from further disturbances until a professional examination can be made by the State Historical Society, a report of such examination is filed with the Commission.
18. Company understands and agrees that construction must be suspended when weather conditions are such that construction activities will cause irreparable damage to roads or land, unless adequate protection measures are taken by Company.

Restoration and Maintenance:

19. Company agrees that it shall, as soon as practicable upon the completion of the construction of the energy conversion facility, restore the area affected by the activities to as near as is practicable to the condition as it existed prior to the beginning of construction.
20. Company understands and agrees that all pre-existing township and county roads and lanes used during construction must be repaired or restored to a condition that is equal to or better than the condition prior to the construction of the energy conversion facility and that will accommodate their previous use, and that areas used as temporary roads or working areas during construction must be restored to their original condition.
21. Company understands and agrees that reclamation, fertilization, and reseeding is to be done according to the Natural Resources Conservation Service recommendations, unless otherwise specified by the landowner and approved by the Commission.
22. Company agrees to comply with the Tree and Shrub Mitigation Specifications, attached.

23. Company understands and agrees that it shall work with landowners and residents to mitigate any increase in television and residential radio interference that results from the construction of the energy conversion facility.
24. Company understands and agrees that it shall remove all waste that is a product of construction and operation, restoration, and maintenance of the site, and properly dispose of it on a regular basis.
25. Company understands and agrees that it shall provide any necessary safety measures for traffic control or to restrict public access to the energy conversion facility.

Communication with Landowners and PSC:

26. Company agrees to provide the Commission with engineering design drawings showing surveyed structure and collection substation locations prior to construction.
27. Company understands and agrees that it shall advise the Commission as soon as reasonably possible of any extraordinary events which take place at the site of the energy conversion facility, including injuries to any person, a tower collapse, or a catastrophic turbine failure.
28. Company agrees to report to the Commission, as soon as reasonably possible, the presence in or near the approved site of any critical habitat of threatened or endangered species that Company becomes aware of and which were not previously reported to the Commission.
29. Company understands and agrees that it shall inform the Commission in writing of any plans to modify the energy conversion facility, or of any plans to modify the site plan for the energy conversion facility.
30. Company agrees to provide the Commission with both an electronic and a paper copy of the site approved by the Commission and the facility design specifications for the construction of the energy conversion facility showing the location of the energy conversion facility as built, and will provide this information within 3 months of the completion of the construction. Company also agrees to provide an electronic version of the site approved by the Commission and the facility design specifications for the construction of the energy conversion facility showing the location of the energy conversion facility as built that can be imported into ESRI GIS mapping software within 3 months of the completion of the construction. This electronic map data must be referenced to the North Dakota coordinate system of 1983, North and/or South zones US Survey feet (NAD 83) UTM Zone 13N or 14N feet (NAD 83), or geographic coordinate system (WGS 84) feet. The vertical data

must be in the appropriate vertical datum for the coordinate system used. All submissions must specify the datum in which the data was developed.

31. Company shall notify the Commission, as soon as reasonably possible, if any damage, as defined by North Dakota Century Code Chapter 49-23, occurs to underground facilities during construction conducted under the certificate or permit issued in this proceeding. In the event of any damage to underground facilities, Company shall suspend construction in the vicinity of the damage until compliance with One-Call Excavation Notice System requirements under North Dakota Century Code Chapter 49-23 has been determined.
32. Company agrees that it shall provide, if requested, educational material for landowners within the site boundaries about the proposed energy conversion facility and any restriction or danger concerning the proposed energy conversion facility.
33. Company understands and agrees that it shall implement a procedure for how complaints concerning the proposed energy conversion facility will be handled by Company.

Dated this 26 day of June, 2015

Company Name

Rolette Power Development, LLC

By Lyle G. Best Lyle G. Best

Its President.

STATE OF NORTH DAKOTA
PUBLIC SERVICE COMMISSION

**Rolette Power Development, LLC
Rolette Wind Energy Project – Rolette County
Siting Application**

Case No. PU-15-124

Tree and Shrub Mitigation Specifications

Inventory

1. Trees and shrubs anticipated to be cleared, including those that are considered invasive species or noxious weeds (e.g., *Caragana arborescens*, *Elaeagnus angustifolia*, *Rhamnus cathartica*, *Tamarix chinensis*, *T. parviflora*, *T. ramosissima*, *Ulmus pumila*), must be inventoried before cutting. The inventory must record the location, number, and species of trees and shrubs.
2. In windbreaks, shelterbelts and other planted areas, trees or shrubs anticipated to be cleared, regardless of size, must be inventoried for replacement.
3. In native growth areas, trees anticipated to be cleared that are 1 inch diameter at breast height (dbh) or greater must be inventoried for replacement.
4. In native growth areas, shrubs anticipated to be cleared in the permanent right-of-way must be inventoried for replacement.
5. In native growth areas outside the permanent right-of-way, shrubs must be cut flush with the surface of the ground, taking care to leave the naturally occurring seed bank and root stock intact. If soil disturbance is necessary, the native topsoil must be preserved and replaced after construction. Shrubs must be allowed to regenerate naturally where native topsoil is preserved and replaced. Where native topsoil is not preserved and replaced, shrubs anticipated to be cleared must be inventoried for replacement.

6. In native growth areas, trees and shrubs may be inventoried by actual count or by a sampling method that will properly represent the woody vegetation population. A sampling plan developed by the company, filed with the North Dakota Public Service Commission (Commission) and approved prior to the start of construction must define the sampling method to be used for trees, for tall shrubs and for low shrubs. The data from the sample plots must be extrapolated to the total acreage of the wooded area to be cleared to determine the species and quantity of trees and shrubs to be replaced.

Clearing for Construction

7. Trees and shrubs must be selectively cleared, leaving mature trees and shrubs intact where practical.
8. The maximum width of clear cuts through windbreaks, shelterbelts and all other wooded areas is 50 feet, unless otherwise approved by the Commission.
9. If the area of trees or shrubs actually cleared differs from the area inventoried, the difference in number of trees and shrubs to be replaced must be noted on the inventory.

Replacement

10. Prior to tree and shrub replacement, documentation identifying the number and variety of trees and shrubs removed, as well as the mitigation plan for the proposed number, variety, type, location and date of replacement plantings, must be filed with the Commission for approval.
11. Two 2-year-old saplings must be planted for every one tree removed. Two shrubs (stem cuttings) must be planted for every one shrub removed.
12. Except in the case of invasive or noxious species, trees and shrubs must be replaced by the same species or similar species, suitable for North Dakota growing conditions as recommended by the North Dakota Forest Service.

Invasive or noxious species must be replaced by similar non-invasive or non-noxious species suitable for North Dakota growing conditions as recommended by the North Dakota Forest Service.

13. Tree and shrub replacement must not be conducted within a 20 to 30 foot wide path over the pipeline to facilitate visual inspections of the right-of-way in accordance with U.S. Department of Transportation safety regulations.
14. Landowners must be given the option of having replacement trees and shrubs planted on the landowner's property, either on or off the right-of-way. The landowner must also be given the opportunity to waive those options in writing in order to have replacement trees and shrubs planted off the landowner's property.
15. At the conclusion of the project, documentation identifying the actual number, variety, type, location and date of the replacement plantings must be filed with the Commission.
16. Tree and shrub replacements must be inspected annually, in September, for three years. The first annual inspection must be at least one year from the anniversary date of the original plantings. A report of each annual inspection must be submitted to the Commission by October 1 of each year, documenting the condition of plantings and any woodlands work completed as of September of each year. If after the third annual report the survival rate is less than 75%, the Commission may order additional planting(s).