



# Public Service Commission

## State of North Dakota

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May 14, 2015

Ms. Alison C. Archer  
Assistant General Counsel  
Northern States Power Company  
414 Nicollet Mall, 5<sup>th</sup> Floor  
Minneapolis, MN 55401

RE: Request for Jurisdictional Determination  
Northern States Power Company's  
Acquisition of Courtenay Wind Farm, LLC

Case No. PU-15-173

Dear Ms. Archer,

Thank you for your letter of 29 April 2015 requesting a jurisdictional determination regarding Northern States Power Company's (Xcel Energy or Company) acquisition of 100 percent of the membership interests of Courtenay Wind Farm, LLC from Courtenay Wind Farm, LLC's corporate parent, Geronimo Wind Energy, LLC, as specified in your letter.

On May 13, 2015, the Public Service Commission discussed your request at the administrative matters portion of its regular meeting, and asked me to respond to you. The Commission concluded that, based on the information that you provided, the acquisition would not be subject to N.D.C.C. § 49-04-06.

Your letter specified N.D.C.C. § 49-04-06 (Merger Statute) as potentially applicable to the proposed transaction. The Merger Statute requires the Company to obtain the approval of the Commission before acquiring the membership interests of a limited liability company that is incorporated for, organized for, or engaged in "the same or similar business" as Xcel Energy. In your letter, Xcel Energy was characterized as engaged in providing retail electric and gas



service, subject to Commission jurisdiction pursuant to N.D.C.C. § 49-02-01. Courtenay Wind Farm, LLC was described as an independent power producer engaged in the business of developing wind-powered electric generating facilities and selling the energy at wholesale, and not a public utility under North Dakota law. As Xcel provides retail gas and electric service to end-users and Courtenay provides service to electric utilities, and not end users, the Commission agrees that they are not "the same or similar" based upon the statute's language, the regulatory scheme of which the statute is a part, and Commission precedent applying to the statute.

Notwithstanding this jurisdictional determination, Xcel Energy remains subject to Commission jurisdiction under other sections of N.D.C.C. tit. 49. The Commission has noted that your letter recognizes the need for appropriate filings with respect to the purchase of Courtenay Wind Farm, LLC.

We thank you again for contacting us with your questions. If there is further assistance you need, or questions you may have, please do not hesitate to contact us.

Best Regards,

A handwritten signature in black ink, appearing to read "John M. Schuh". The signature is fluid and cursive, with a long horizontal stroke extending to the right.

John M. Schuh

Special Assistant Attorney General