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July 23, 2019

Steve Kahl  
Executive Secretary  
North Dakota Public Service Commission  
600 East Boulevard, Dept. 408  
Bismarck, North Dakota 58505-0480

**Re: Notification of Intent to Start Construction  
Merricourt Wind Project  
Case Nos. PU-08-932 and PU-19-144**

Dear Mr. Kahl:

By way of background, on November 3, 2017 the Commission in Case Nos. PU-17-141 and PU-17-143 issued an order on settlement in connection with an application by Otter Tail Power Company ("OTP") for an advance determination of prudence and a certificate of public convenience and necessity, respectively, for OTP's proposed participation in the Merricourt Wind Project.

On July 16, 2019, OTP acquired the Merricourt Wind Project from EDF Renewables Development, Inc. ("EDF") and several of its affiliates, including EDF-RE US Development, LLC ("EDF-USD"), pursuant to an Asset Purchase Agreement. A notice to proceed was then issued by OTP to EDF-USD, directing EDF-USD to commence work under a Turnkey Engineering, Procurement and Construction Services Agreement (TEPC).

On November 16, 2017, EDF had received Second Amended Certificate of Site Compatibility Number 23 for the Merricourt Wind Project in Case No. PU-08-932. On June 26, 2019, the Commission approved EDF/OTP's joint application in Case No. PU-19-144 to transfer Second Amended Certificate of Site Compatibility Number 23 from EDF to OTP and issued First Reissued Second Amended Certificate of Site Compatibility Number 23 to OTP.

Pursuant to the Commission's November 16, 2017 order in PU-08-932 and the First Reissued Second Amended Certificate of Site Compatibility Number 23 of June 26, 2019, OTP hereby

21 PU-19-144 Filed 07/23/2019 Pages: 8  
*An Equal* Minutes of 24 June 2019 preconstruction conference and Notice of Intent to start construction  
243 PU-08-932 Filed 07/23/2019 Pages: 8  
Minutes of 24 June 2019 preconstruction conference and Notice of Intent to start construction

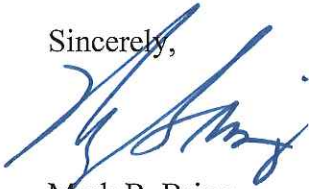
Steve Kahl  
Case Nos. PU-08-932 and PU-19-144  
July 23, 2019  
Page 2

provides notice of its intent to have EDF-USD start construction under the TEPC in early August 2019, but no earlier than August 1, 2019.

As required by the Commission's order in PU-08-932 and the corresponding certification, enclosed are minutes from the June 24, 2019 preconstruction conference with Commission staff and several public roadway-use resolutions necessary for construction activity. Once construction has started, EDF and the construction firm that EDF hired to complete the Merricourt Wind Project for OTP, pursuant to the TEPC, will submit monthly construction reports to the Commission at OTP's direction.

Thank you for your attention to this matter. Please feel free to call me at (218) 739-8922 if you have any questions or concerns.

Sincerely,



Mark B. Bring  
Director of Legislative Affairs and  
Associate General Counsel

Enclosures

cc: Jerry Lein  
Chris Sternhagen  
Sara Bergan  
Brad Tollerson  
Harvey McMahon

**Merricourt Wind Project**  
**Case Nos. PU-08-932 and PU-19-144**

**NDPSC Preconstruction Conference Minutes**  
**June 24, 2019 at 10:00 AM CST**

**Attendees:**

***NDPSC***

Jerry Lein, Commission Analyst (701) 328-1035  
Carlson McCain, 3<sup>rd</sup> party inspector for the Commission  
Todd Hartleben, 3<sup>rd</sup> party inspector for the Commission

[jlein@nd.gov](mailto:jlein@nd.gov)  
[thartleben@carlsonmccain.com](mailto:thartleben@carlsonmccain.com)  
[thartleben@carlsonmccain.com](mailto:thartleben@carlsonmccain.com)

***Otter Tail Power Company***

Harvey McMahon, Manager of Renewables

[hcmahon@otpc.com](mailto:hcmahon@otpc.com)

***Wanzek Construction***

TJ Bird, PM (BOP-collection, civil, foundation)  
Nick Ibach, Senior PM  
Jarrod Mystic, Assistant PM

[tbird@wanzek.com](mailto:tbird@wanzek.com)  
[nibach@wanzek.com](mailto:nibach@wanzek.com)  
[jmistic@wanzek.com](mailto:jmistic@wanzek.com)

***EPC Services***

Paul Meland, PM (substation build)  
Brad Puckett, ECI-engineering coordination arm of EPCS  
Aura Linstrand, Environmental Lead

[paulmeland@epc-services.com](mailto:paulmeland@epc-services.com)  
[brad.puckett@eciusa.com](mailto:brad.puckett@eciusa.com)  
[aura.lindstrand@eciusa.com](mailto:aura.lindstrand@eciusa.com)

***EDF***

Christina Watts, Program Manager  
Kate O'Hair, VP of Development  
Chris Sternhagen, Principal Project Developer/Site Acquisition  
Hank Koegel, Consultant  
Pat Weaver, Senior Director for Construction Management  
Donald Oswald, Construction Engineer Manager for Substation  
Craig Moller, PECM for BOP  
Nasrene Phaneuf, Associate Program Manager  
Rachel Clement, GIS Lead

[Christina.Watts@edf-re.com](mailto:Christina.Watts@edf-re.com)  
[Kate.OHair@edf-re.com](mailto:Kate.OHair@edf-re.com)  
[Chris.Sternhagen@edf-re.com](mailto:Chris.Sternhagen@edf-re.com)  
[Hank.Koegel@edf-re.com](mailto:Hank.Koegel@edf-re.com)  
[Pat.Weaver@edf-re.com](mailto:Pat.Weaver@edf-re.com)  
[Donald.Oswald@edf-re.com](mailto:Donald.Oswald@edf-re.com)  
[Craig.Moller.consultant@edf-re.com](mailto:Craig.Moller.consultant@edf-re.com)  
[Nasrene.Phaneuf@edf-re.com](mailto:Nasrene.Phaneuf@edf-re.com)  
[Rachel.Clement@edf-re.com](mailto:Rachel.Clement@edf-re.com)

**OVERVIEW:**

Pursuant to an Asset Purchase Agreement executed on November 16, 2016 and amended on June 11, 2019 (the "APA") by EDF Renewables Development, Inc. ("EDF") and its affiliates and Otter Tail Power Company ("OTP"), EDF has agreed to sell the Merricourt wind energy project ("Project") contingent on certain conditions set forth in the APA being met. The APA is expected to close in early Q3 of 2019 transferring ownership to OTP, and OTP will be the long-term Owners and Operators of the Project. Once the APA closes, the construction phase will commence and EDF

will be key Constructor. Once the construction phase is complete, EDF will turn over operating key to OTP.

**DISCUSSION:**

Jerry Lein reviewed the Commission's history in review and approval of the Project including:

1. June 8, 2011 Findings of Fact, Conclusions of Law and Order issuing Certificate of Site Compatibility No. 23.
2. May 27, 2015 First Amended Findings of Fact, Conclusions of Law and Order issuing the First Amended Certificate of Site Compatibility No. 23.
3. November 16, 2017 Second Amended Findings of Fact, Conclusions of Law and Order issuing the Second Amended Certificate of Site Compatibility No. 23.

Jerry Lein read through the November 16, 2017 Second Amended Findings of Fact, Conclusions of Law and Order and read through the 2017 Certification relating to the Order. The following summary includes points of discussion or action related to certain Certification provisions:

**Provision No. 3:** EDF will file copies of crossing and approach permits with the Commission. All county permits will be filed with the PSC upon receipt.

**Provision No. 5:** EDF will maintain records demonstrating compliance with the Commission's Order. Todd Hartleben, 3rd party inspector for the Commission, is the point of contact

**Provision No. 7:** OTP to file pre-construction financial surety.

**Provision No. 8:** Preconstruction conference included the following representatives:

- Company Representative: Christina Watts (EDFR)/Harvey McMahon (OTP)
- Construction Supervisor: Pat Weaver (EDFR)/Jarrod Mistic (Wanzek)
- Commission Staff: Jerry Lein

**Provision No. 10:** Topsoil removal to take place in presence of Commission's 3<sup>rd</sup> party construction inspector. The date and time for this must be made known and coordinated with the Construction Inspector, Todd Hartleben.

**Provision No. 11:** EDF to provide notice to Commission to start construction. Construction currently anticipated to commence August 1, 2019. Once construction has started, EDF to keep Commission and 3<sup>rd</sup> party inspector apprised via monthly progress reports. Wanzek (BOP) plans to file monthly reports electronically at: NDPSC@ND.GOV.

**Provision No. 15:** Jerry Lein explained that topsoil, up to 12 inches or topsoil to depth of cultivation (whichever is greater), must be stripped/segregated from subsoil.

**Provision No. 22:** Jerry Lein recommended to video record the roads in advance to document pre-construction status.

**Provision No. 31:** EDF will file with the Commission engineering design drawings, showing surveyed structure and collection substation locations, including the use of alternate turbines.

**Provision No. 32:** Jerry Lein explained that the company must notify the Commission in person/on phone as soon as possible of any “extraordinary event” such as injury, or catastrophic turbine failure in report, and file with Commission.

**Provision No. 35:** If damage to underground facilities occurs, call Jerry Lein before/at time of making filing/notification.

**Provision No. 37:** John Papasergia will be the EDF contact person for the Project if the Commission receives any complaints. Harvey McMahon of OTP will also be notified. Their contacts are as follows: [john.papasergia@edf-re.com](mailto:john.papasergia@edf-re.com) and phone (303) 981-7452; [hcmahon@otpc.com](mailto:hcmahon@otpc.com) and phone (218) 280-2198.

**Provision No. 38:** A memorandum describing the layout modifications, use of alternates, and changes to collection and roads will be filed with the Commission prior to construction. Jerry Lein confirmed that if no avoidance areas are affected, no Commission approval is needed. Affidavit and supporting documentation will be filed alongside the site modification description. The Commission will want to see surveyed locations of everything. Contact: John Hamry (701-328-4279) to facilitate any e-mail exchanges for large files too big to email.

**Tree and Shrub Mitigation Specifications:**

Wanzek will coordinate and file for approval of an updated Tree and Shrub Mitigation Plan prior to undertaking such work. Jerry Lein indicated that approval of the plan should take approximately two weeks.

**RESOLUTIONS FOR MCINTOSH COUNTY, NORTH DAKOTA RELATING TO MERRICOURT WIND PROJECT**

RESOLVED, that the Board of Commissioners of McIntosh County acknowledges the benefit to McIntosh County and all of its citizens which will result from the construction and operation of the Merricourt Wind Project, currently being developed by EDF Renewables Development, Inc. (f/k/a EDF Renewable Development, Inc. and enXco Development Corporation) and its affiliates (collectively, "EDF");

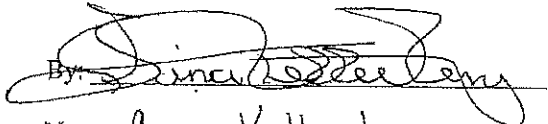
RESOLVED, FURTHER, that EDF its successors and assigns are hereby granted the right to utilize the public rights of way that have been previously established by law for public travel 33 feet on either side of the congressional section lines for the following purposes: improving such section line rights of way to applicable County standards for vehicular travel (including access by construction equipment), installing access road connections, and for crossing such section line rights of way with access roads, underground electrical collection lines, fiber optic lines, and other related equipment, all in accordance with the civil and collector line design specifications presented to this Board and attached to this Resolution;

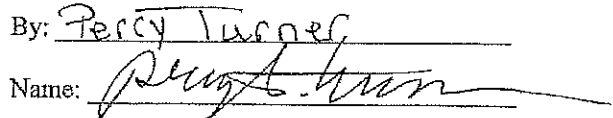
RESOLVED, FURTHER, that EDF, its successors and assigns are hereby granted the right, subject to application for and issuance of a standard County Highway Department Utility Permit, to utilize existing McIntosh County roads and other rights of way in connection with construction and operation of the Merricourt Wind Project, including the right to install access road connections and crossings, and to bore under such existing roads and rights of way for collection lines, fiber optic lines and other related equipment;

RESOLVED, FURTHER, that EDF, its successors and assigns shall have the right to modify the civil and collector line design specifications presented to this Board, or Road Superintendent, as needed to successfully develop and construct the Merricourt Wind Project, on the condition that a copy of such modified plan be provided, upon completion of construction of the Merricourt Wind Project, to the McIntosh County Road Superintendent; if the location(s) of any proposed access roads, underground electrical collection lines, fiber optic lines or other related facilities within County rights of way change from that which is attached to this resolution, EDF, its successors and assigns shall notify the McIntosh County Road Superintendent in advance of such modification and provide the new location of such facilities.

RESOLVED, FURTHER, that this resolution reaffirms the resolution adopted March 30, 2011 by this board relating to the Merricourt Wind Project.

RESOLVED, FURTHER, that EDF, its successors and assigns shall have an ongoing right to use and obligation to maintain all such installed roadways as needed for the operation, repair and ultimate decommissioning of the Merricourt Wind Project.

By:   
Name: Gina Ketterling  
Title: County Auditor  
Date: 7-3-2019

By:   
Name: Percy Turner  
Title: Board Chairman  
Date: 7-3-2019

**RESOLUTIONS FOR DICKEY COUNTY, NORTH DAKOTA RELATING TO  
MERRICOURT WIND PROJECT**

RESOLVED, that the Board of Commissioners of Dickey County acknowledges the potential benefit to Dickey County and all of its citizens which will result from the construction and operation of the Merricourt Wind Project, currently being developed by EDF Renewables Development, Inc. (f/k/a EDF Renewable Development, Inc. and enXco Development Corporation) and its affiliates (collectively, "EDF");

RESOLVED, FURTHER, that EDF its successors and assigns are hereby granted the right to utilize the public rights of way that have been previously established by law for public travel 33 feet on either side of the congressional section lines for the following purposes: improving such section line rights of way to applicable County standards for vehicular travel (including access by construction equipment), installing access road connections, and for crossing such section line rights of way with access roads, underground electrical collection lines, fiber optic lines, and other related equipment, all in accordance with the civil and collector line design specifications presented to this Board and attached to this Resolution;

RESOLVED, FURTHER, that EDF, its successors and assigns are hereby granted the right, subject to application for and issuance of a standard County Highway Department Utility Permit, to utilize existing Dickey County roads and other rights of way in connection with construction and operation of the Merricourt Wind Project, including the right to install access road connections and crossings, and to bore under such existing roads and rights of way for collection lines, fiber optic lines and other related equipment;

RESOLVED, FURTHER, that EDF, its successors and assigns shall have the right to modify the civil and collector line design specifications presented to this Board as needed to successfully develop and construct the Merricourt Wind Project, on the condition that a copy of such modified plan be provided, upon completion of construction of the Merricourt Wind Project, to the Dickey County Highway Superintendent; if the location(s) of any proposed access roads, underground electrical collection lines, fiber optic lines or other related facilities within County rights of way change from that which is attached to this resolution, EDF, its successors and assigns shall notify the Dickey County Highway Superintendent in advance of such modification and provide the new location of such facilities.

RESOLVED, FURTHER, that this resolution reaffirms the resolution adopted March 30, 2011 by this board relating to the Merricourt Wind Project.

RESOLVED, FURTHER, that EDF, its successors and assigns shall have an ongoing right to use and obligation to maintain all such installed roadways as needed for the operation, repair and ultimate decommissioning of the Merricourt Wind Project.

By: Joel E. Haugst  
Name: Joel E. Haugst  
Title: Chairman  
Date: 7-2-19

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_  
Date: \_\_\_\_\_

**RESOLUTIONS FOR GERMAN TOWNSHIP, DICKEY COUNTY, NORTH DAKOTA  
RELATING TO MERRICOURT WIND PROJECT**

RESOLVED, that the Supervisors of German Township, Dickey County, North Dakota acknowledges the benefit to German Township and all of its citizens which will result from the construction and operation of the Merricourt Wind Project, currently being developed by EDF Renewables Development, Inc. (f/k/a EDF Renewable Development, Inc. and enXco Development Corporation) and its affiliates (collectively, "EDF");

RESOLVED, FURTHER, that EDF its successors and assigns are hereby granted the right to utilize the public rights of way that have been previously established by law for public travel 33 feet on either side of the congressional section lines for the following purposes: improving such section line rights of way to applicable Township standards for vehicular travel (including access by construction equipment), installing access road connections, and for crossing such section line rights of way with access roads, underground electrical collection lines, fiber optic lines, and other related equipment, all in accordance with the civil and collector line design specifications presented to this Board and attached to this Resolution;

RESOLVED, FURTHER, that EDF, its successors and assigns are hereby granted the right, subject to application for and issuance of a standard County Highway Department Utility Permit, to utilize existing German Township roads and other rights of way in connection with construction and operation of the Merricourt Wind Project, including the right to install access road connections and crossings, and to bore under such existing roads and rights of way for collection lines, fiber optic lines and other related equipment;

RESOLVED, FURTHER, that EDF, its successors and assigns shall have the right to modify the civil and collector line design specifications presented to this Board as needed to successfully develop and construct the Merricourt Wind Project, on the condition that a copy of such modified plan be provided, upon completion of construction of the Merricourt Wind Project, to the German Township Supervisors; if the location(s) of any proposed access roads, underground electrical collection lines, fiber optic lines or other related facilities within Township rights-of-way change from that which is attached to this resolution, EDF, its successors and assigns shall notify the German Township Supervisors in advance of such modification and provide the new location of such facilities.

RESOLVED, FURTHER, that this resolution reaffirms the resolution adopted March 30, 2011 by this board relating to the Merricourt Wind Project.

RESOLVED, FURTHER, that EDF, its successors and assigns shall have an ongoing right to use and obligation to maintain all such installed roadways as needed for the operation, repair and ultimate decommissioning of the Merricourt Wind Project.

By: Kordney Brasz  
Name: Kordney Brasz  
Title: Supervisor Chairman  
Date: 6-11-19

By: Kevin Strabel  
Name: Kevin Strabel  
Title: Supervisor  
Date: 6-11-19