

November 22, 2019

VIA E-MAIL AND FEDERAL EXPRESS

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

**RE: ALLETE Clean Energy, Inc.
100 MW Clean Energy #1 Wind Pjc - Mercer & Morton
Siting Application
Case No. PU-19-343**

Dear Mr. Kahl:

On October 23, 2019, ALLETE Clean Energy, Inc. (“ACE”) and Glen Ullin Energy Center, LLC (“GUEC”) filed a Joint Application for Expedited Transfer of Certificate of Site Compatibility (“Joint Application”). In the Joint Application, ACE and GUEC noted that they were seeking an expedited transfer due, in part, to a pending tax equity transaction. Commission Staff asked that I explain the relationship between the pending tax equity transaction and the transfer request.

To clarify, the pending tax equity transaction is not the reason ACE needs to transfer the Third Amended Certificate of Site Compatibility Number 30 to GUEC. Rather, the transfer is requested because ACE has transferred the Project assets to GUEC; therefore, GUEC holds all of the Project assets and should likewise hold the Third Amended Certificate of Site Compatibility Number 30. ACE and GUEC only referenced the pending tax equity transaction as part of the reason for needing to expedite the transfer, as a tax equity partner typically want to see that the Project entity (in this case, GUEC) holds the necessary permits for the applicable Project.

Attorneys & Advisors / Fredrikson & Byron, P.A.
main 612.492.7000 / 200 South Sixth Street, Suite 4000
fax 612.492.7077 / Minneapolis, Minnesota
fredlaw.com / 55402-1425

Mr. Steven Kahl
November 22, 2019
Page 2

I hope the above information addresses any questions the Commission or Commission Staff may have regarding the Joint Application. If you have any additional questions, please let me know.

Sincerely,

A handwritten signature in black ink that reads "Mollie M. Smith". The signature is written in a cursive style with a large, looping initial "M".

MOLLIE M. SMITH

MMS/68806106

Enclosures (original and 10 copies of letter)

cc: Patrick Fahn (via e-mail)
Lyssa Supinski (via e-mail)
David Moeller (via e-mail)