

July 9, 2021

**HAND DELIVERED**

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

**Re: Great River Energy  
Nexus Line, LLC  
Case No. PU-21-\_\_\_\_\_**

Dear Mr. Kahl:

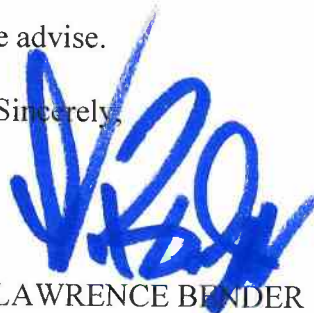
Please find enclosed herewith for filing with the North Dakota Public Service Commission, an original and five (5) copies of the following documents:

1. Joint Application for Transfer of Permit for the Construction of a Transmission Facility, Permit Number 1, and Certificate of Site Compatibility for Transmission Facility Corridor, Certificate Number 2;
2. Exhibits A-D – Great River Energy Corporate Documents;
3. Exhibit E and F – Nexus Line, LLC Corporate Documents; and
4. Affidavit of Stacy Tschider in Support of the Joint Application.

Also enclosed is a CD containing the above-referenced documents in PDF format.

Should you have any questions, please advise.

Sincerely,



LAWRENCE BENDER

LB/kl

Cc: Great River Energy  
Nexus Line, LLC

Enclosures

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Attorneys & Advisors / Fredrikson & Byron, P.A.  
main 701.221.8700 / 1133 College Drive, Suite 1000  
fax 701.221.8750 / Bismarck, North Dakota

fredl:1 PU-21-326 Filed 07/12/2021 Pages: 15

Joint Application for Transfer of Construction Permit & Transmission Facility Certificate  
Great River Energy / Nexus Line, LLC  
Lawrence Bender

BEFORE THE PUBLIC SERVICE COMMISSION  
OF THE STATE OF NORTH DAKOTA

IN THE MATTER OF THE JOINT  
APPLICATION OF GREAT RIVER ENERGY  
AND NEXUS LINE, LLC FOR A TRANSFER  
OF PERMIT FOR THE CONSTRUCTION OF  
A TRANSMISSION FACILITY, PERMIT  
NUMBER 1, AND CERTIFICATE OF SITE  
COMPATIBILITY FOR TRANSMISSION  
FACILITY CORRIDOR, CERTIFICATE  
NUMBER 2

CASE NO. PU-21-\_\_\_\_\_

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**JOINT APPLICATION FOR TRANSFER OF PERMIT FOR THE CONSTRUCTION  
OF A TRANSMISSION FACILITY, PERMIT NUMBER 1, AND CERTIFICATE OF  
SITE COMPATIBILITY FOR TRANSMISSION FACILITY CORRIDOR,  
CERTIFICATE NUMBER 2**

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Pursuant to Chapter 49-22 of the North Dakota Century Code, Article 69-06 of the North Dakota Administrative Code, and Section 69-02-02-04 of the North Dakota Administrative Code, Great River Energy (“GRE”) and Nexus Line, LLC (“Nexus” and collectively with GRE, the “Applicants”) respectfully submit this Joint Application (“Application”) for the transfer of the Permit for the Construction of a Transmission Facility, Permit No. 1 dated February 28, 1977 (“Permit”) and Certificate of Site Compatibility for Transmission Facility Corridor, Certificate No. 2 dated April 8, 1976 (“Certificate”) from GRE to Nexus. The Permit and Certificate were originally issued by the North Dakota Public Service Commission (“Commission”) to Cooperative Power Association (“CPA”) and United Power Association (“UPA”). GRE is the successor by merger of CPA and UPA.

**I. Statutory Authority.**

Transfer of a certificate of corridor compatibility and a route permit is authorized under Section 49-22-07(1) of the North Dakota Century Code and Section 69-06-01-02(4) of the North Dakota Administrative Code. Pursuant to these provisions and North Dakota Century Code

Section 49-22-13(2), the Commission is not required to hold a public hearing on an application for such transfer unless there is both a request by an interested person and a showing of good cause.

**II. Background.**

The Permit was originally issued by the Commission to CPA-UPA in accordance with the Commission's Findings of Fact, Conclusions of Law and Order dated December 17, 1976 entered in Case No. 9370 ("Permit Order"). The Certificate was originally issued by the Commission to CPA-UPA in accordance with the Commission's Findings of Fact, Conclusions of Law and Order dated March 6, 1976 entered in Case No. 9322 before the Commission ("Certificate Order"). The Permit Order and Permit authorized the construction of an approximately 255 mile long,  $\pm$  400 kilovolt, high voltage, direct current electric transmission line and associated facilities running from the lignite coal-fired electric generating plant located four miles south of Underwood, North Dakota to a point on the Minnesota-North Dakota border in Richland County, North Dakota within the corridor designated by the Certificate Order and Certificate ("HVDC Line").

**III. Application for Transfer of Corridor Compatibility and Route Permit.**

Applicants now respectfully request the transfer of the Certificate and Permit from GRE to Nexus. In support thereof, Applicants state as follows:

1. GRE is a Minnesota cooperative corporation with its principal office in Maple Grove, Minnesota, and is authorized to do business in the State of North Dakota. In accordance with N.D. Admin. Code § 69-02-02-04(3)(a), the corporate documents of GRE are enclosed herewith. A copy of the Certificate of Incorporation from the State of Minnesota is attached hereto as **Exhibit A**. A copy of the Certificate of Merger from the State of Minnesota is attached hereto as **Exhibit B**. A Certificate of Good Standing from the Secretary of State for the State of Minnesota is attached hereto as **Exhibit C**. A Certificate of Good Standing from the Secretary of State for the State of North Dakota is attached hereto as **Exhibit D**.

2. Nexus is a North Dakota limited liability company with its principal office in Bismarck, North Dakota, and is authorized to conduct business in the State of North Dakota. In accordance with N.D. Admin. Code § 69-02-02-04(3)(a), the corporate documents of Nexus are enclosed herewith. A copy of the Certificate of Organization from the State of North Dakota is attached hereto as **Exhibit E**. A Certificate of Good Standing from the Secretary of State for the State of North Dakota is attached hereto as **Exhibit F**.

3. On April 8, 1976, the Certificate was issued to CPA-UPA in Case No. 9322 before the Commission.

4. On February 28, 1977, the Permit was issued to CPA-UPA in Case No. 9370 before the Commission.

5. On May 1, 2006, CPA and UPA merged with and into GRE.

6. On June 30, 2021, GRE and Nexus entered into an agreement for the purchase of the HVDC Line (“Asset Purchase Agreement”).

7. Pursuant to the terms of the Asset Purchase Agreement, Applicants seek the transfer of the Permit and Certificate from GRE to Nexus.


8. Nexus agrees to assume the rights and obligations of GRE with respect to the Permit and Certificate, as well as the conditions and limitations set forth in the Findings of Fact, Conclusions of Law and Order, dated December 17, 1976 entered in Case No. 9370 before the Commission and the Findings of Fact, Conclusions of Law and Order dated March 6, 1976 entered in Case No. 9322 before the Commission. *See* Affidavit of Stacy Tschider, provided herewith.

WHEREFORE, Applicants respectfully request that the Commission, following publication of a notice of opportunity for a public hearing in the official newspapers of the applicable North Dakota counties and, unless there is both a request by an interested person and showing of good cause:


1. Grant, without a public hearing, a transfer of Permit for the Construction of a Transmission Facility, Permit No. 1 dated February 28, 1977 and Certificate of Site Compatibility for Transmission Facility Corridor, Certificate No. 2 dated April 8, 1976 to Nexus Line, LLC;
2. Condition the transfer of the Permit and Certificate from GRE to Nexus on the closing of the transactions contemplated by the Asset Purchase Agreement; and
3. Grant such other relief as the Commission shall deem appropriate.

Dated this 9th day of July, 2021.

GREAT RIVER ENERGY

By:   
Eric Olsen, Vice President & General Counsel

NEXUS LINE, LLC

By:   
Stacy Tschider, President

STATE OF MINNESOTA        )  
  ) ss.  
COUNTY OF HENNEPIN        )

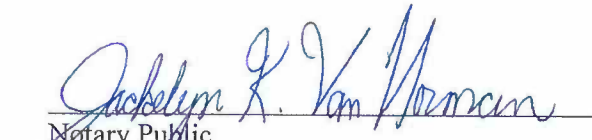
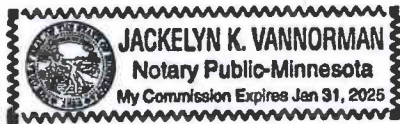
Eric Olsen, of lawful age, being first duly sworn, on oath deposes and says:

That he is the Vice President & General Counsel of Great River Energy, in the foregoing application; that he executed the foregoing application for and on behalf of said Applicant and in such capacity that he has read said application and knows the contents thereof, and that the statements made and contained therein are, to the best of his knowledge and belief, true and correct.



Eric Olsen, Vice President & General Counsel

Subscribed and sworn to before me this 9th day of July, 2021.



Notary Public  
My Commission Expires: January 31, 2025



State of Minnesota

3663

**SECRETARY OF STATE**

CERTIFICATE OF INCORPORATION

I, Joan Anderson Growe, Secretary of State of Minnesota, do certify that: Articles of Incorporation, duly signed and acknowledged under oath, have been filed on this date in the Office of the Secretary of State, for the incorporation of the following cooperative, under and in accordance with the provisions of the chapter of Minnesota Statutes listed below.

This cooperative is now legally organized under the laws of Minnesota.

Cooperative Name: Great River Energy

Cooperative Charter Number: COOP-4521

Chapter Formed Under: 308A

This certificate has been issued on 12/10/1998.



*Joan Anderson Growe*  
Secretary of State.

COOP-4521

State of Minnesota

# SECRETARY OF STATE

## Certificate of Merger

I, Mary Kiffmeyer, Secretary of State of Minnesota, certify that the documents required to effectuate a merger between the entities listed below and designating the surviving entity have been filed in this office on the date noted on this certificate; and the qualification of any non-surviving entity to do business in Minnesota is terminated on the effective date of this merger.

Merger Filed Pursuant to Minnesota Statutes, Chapter: 308A  
State of Formation and Names of Merging Entities:

MN: COOPERATIVE POWER ASSOCIATION  
MN: UNITED POWER ASSOCIATION  
MN: GREAT RIVER ENERGY

State of Formation and Name of Surviving Entity:

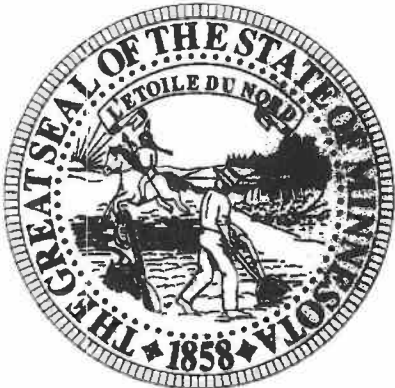
MN: GREAT RIVER ENERGY

Effective Date of Merger: 5/1/2006

Name of Surviving Entity after Effective Date of Merger:

GREAT RIVER ENERGY

This Certificate has been issued on: 5/1/2006



*Mary Kiffmeyer*  
Secretary of State.

Exhibit B

**Office of the Minnesota Secretary of State  
Certificate of Good Standing**

I, Steve Simon, Secretary of State of Minnesota, do certify that: The business entity listed below was filed pursuant to the Minnesota Chapter listed below with the Office of the Secretary of State on the date listed below and that this business entity is registered to do business and is in good standing at the time this certificate is issued.

Name:	Great River Energy
Date Filed:	12/10/1998
File Number:	COOP-4521
Minnesota Statutes, Chapter:	308A
Home Jurisdiction:	Minnesota

This certificate has been issued on: 06/29/2021



A handwritten signature in black ink that reads "Steve Simon".

Steve Simon  
Secretary of State  
State of Minnesota

# *State of North Dakota* SECRETARY OF STATE



## **Certificate of Good Standing of GREAT RIVER ENERGY**

**SOS Control ID#: 0000057631**

**Certificate #: 020351724**

The undersigned, as Secretary of State of the state of North Dakota, hereby certifies that, according to the records of this office,

**GREAT RIVER ENERGY**

a Cooperative Association - Foreign was formed under the laws of MINNESOTA and filed with this office effective December 29, 1998. This entity has, as of the date set forth below, complied with all applicable North Dakota laws.

**ACCORDINGLY**, the undersigned, as such Secretary of State, and by virtue of the authority vested in him by law, hereby issues this Certificate of Good Standing.

**DATE:** June 30, 2021

A handwritten signature in black ink, appearing to read "Alvin A. Jaeger".

Alvin A. Jaeger  
Secretary of State

# *State of North Dakota* SECRETARY OF STATE



## Certificate of Organization of Nexus Line, LLC

SOS Control ID#: 0005450212

The undersigned, as Secretary of State of the state of North Dakota, hereby certifies that Articles of Organization for

Nexus Line, LLC

duly signed and executed pursuant to the provisions governing a North Dakota limited liability company, have been received in this office and are found to conform to law.

**ACCORDINGLY**, the undersigned, as such Secretary of State, and by virtue of the authority vested in him by law, hereby issues this Certificate of Organization to

Nexus Line, LLC

Effective date: February 26, 2021

Filed date: February 26, 2021

A handwritten signature in black ink, reading "Alvin A. Jaeger".

Alvin A. Jaeger  
Secretary of State

# *State of North Dakota* SECRETARY OF STATE



## **Certificate of Good Standing of Nexus Line, LLC**

**SOS Control ID#: 0005450212**

**Certificate #: 020348526**

The undersigned, as Secretary of State of the state of North Dakota, hereby certifies that, according to the records of this office,

Nexus Line, LLC

a Limited Liability Company - Business - Domestic was formed under the laws of NORTH DAKOTA and filed with this office effective February 26, 2021. This entity has, as of the date set forth below, complied with all applicable North Dakota laws.

**ACCORDINGLY**, the undersigned, as such Secretary of State, and by virtue of the authority vested in him by law, hereby issues this Certificate of Good Standing.

**DATE:** June 29, 2021

A handwritten signature in cursive script, reading "Alvin A. Jaeger".

Alvin A. Jaeger  
Secretary of State

BEFORE THE PUBLIC SERVICE COMMISSION  
OF THE STATE OF NORTH DAKOTA

IN THE MATTER OF THE JOINT  
APPLICATION OF GREAT RIVER  
ENERGY AND NEXUS LINE, LLC FOR A  
TRANSFER OF PERMIT FOR THE  
CONSTRUCTION OF A TRANSMISSION  
FACILITY, PERMIT NUMBER 1, AND  
CERTIFICATE OF SITE COMPATIBILITY  
FOR TRANSMISSION FACILITY  
CORRIDOR, CERTIFICATE NUMBER 2

CASE NO. PU-21-\_\_\_\_\_

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**AFFIDAVIT OF STACY TSCHIDER IN SUPPORT OF THE JOINT APPLICATION  
FOR TRANSFER OF PERMIT FOR THE CONSTRUCTION OF A TRANSMISSION  
FACILITY, PERMIT NUMBER 1, AND CERTIFICATE OF SITE COMPATIBILITY  
FOR TRANSMISSION FACILITY CORRIDOR, CERTIFICATE NUMBER 2**

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STATE OF NORTH DAKOTA     )  
  ) ss.  
COUNTY OF BURLEIGH     )

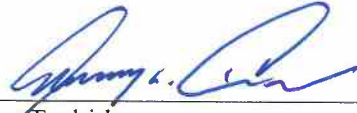
1. I am Stacy Tschider, President of Nexus Line, LLC, with authority to bind Nexus Line, LLC to requirements set forth by the North Dakota Public Service Commission ("Commission") in their orders, and I make this affidavit on the basis of my own personal knowledge and belief as to the matters contained herein.

2. I am familiar with the Permit for the Construction of a Transmission Facility, Permit No. 1 dated February 28, 1977 ("Permit") issued in accordance with the Commission's Findings of Fact, Conclusions of Law and Order, dated December 17, 1976 entered in Case No. 9370 before the Commission ("Permit Order").

3. I am also familiar with the Certificate of Site Compatibility for Transmission Facility Corridor, Certificate No. 2 dated April 8, 1976 ("Certificate") issued in accordance with the Findings of Fact, Conclusions of Law and Order dated March 6, 1976 entered in Case No. 9322 before the Commission ("Certificate Order").

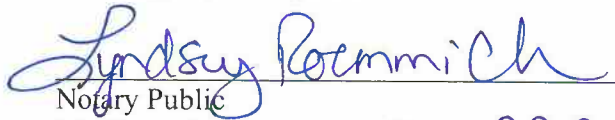
4. Nexus Line, LLC agrees to assume the rights and obligations of GRE with respect to the Permit and Certificate, including the conditions, limitations, rights and obligations set forth in the Permit Order, Certificate Order and any other conditions or modifications set forth in subsequent orders of the Commission with respect to the Permit and Certificate.

Dated this 9<sup>th</sup> day of July, 2021.



Stacy Tschider  
President of Nexus Line, LLC

Subscribed and sworn to before me  
this 9<sup>th</sup> day of July, 2021.



Lyndsey Roemmich  
Notary Public

My Commission Expires: June 29, 2024

