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Fergus Falls, Minnesota 56538-0496
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August 9, 2021



Steve Kahl
Director of Administration/Executive Secretary
North Dakota Public Service Commission
State Capitol
600 East Boulevard Avenue Dept. 408
Bismarck, ND 58505-0480

**RE: Otter Tail Power Company's Application for Approval of Joint Application for Service Area Agreement and Petition for Certificate of Public Convenience and Necessity
Case No. PU-21-
Initial Filing**

Dear Mr. Kahl:

Enclosed please find Otter Tail Power Company's (Otter Tail) and Northern Plains Electric Cooperative (Northern Plains) (collectively, the "Parties"), Joint Application for Approval of Service Area Agreement and Petition for Certificate of Public Convenience and Necessity.

The Parties' Exhibit 2 to the Joint Application contains trade secret information. In accordance with N.D. Admin. Code § 69-02-09-02, an Application for Trade Secret Protection is being provided along with a single copy of the trade secret version of Exhibit 2 in a sealed envelope marked **PROTECTED INFORMATION – PRIVATE**.

Enclosed please find an original and seven (7) copies along with the \$10,000 filing fee.

An electronic copy of this filing is being sent to you at ndpsc@nd.gov. Please feel free to contact me at (218) 739-8595 or dprazak@otpc.com if you have any questions.

Sincerely,

/s/DAVID G. PRAZAK
David G. Prazak
Supervisor, Pricing

tlk
Enclosures
By electronic filing

1 PU-21-365 Filed 08/10/2021 Pages: 10
Application for CPCN and Joint Application for Service Area Agreement - redacted
Otter Tail Power Company / Northern Plains Electric Cooperative
David Prazak, Supervisor, Pricing

PUBLIC SERVICE COMMISSION
STATE OF NORTH DAKOTA

In the matter of the Joint Application
Otter Tail Power Company and Northern
Plains Electric Cooperative Inc. for
approval of a Service Area Agreement
covering the area in and around
Jamestown, North Dakota under NDCC §
49-03-06

Joint Application for Approval of Service
Area Agreement Under N.D.C.C. § 49-03-06
and for a Certificate of Public Convenience
and Necessity Under N.D.C.C. § 49-03-01

Applicants respectively represent to the commission as follows:

1.

Otter Tail Power Company is authorized to do business in the State of North Dakota. Otter Tail's principal address is PO Box 496, 215 S Cascade Street, Fergus Falls, MN 56538-0496. Its principal address in North Dakota is 4150 19th Ave. S, Suite 101, Fargo, ND 58103. Otter Tail is a public utility under the laws of North Dakota, engaged in the generation, transmission, and distribution of electricity. Otter Tail's Articles of Incorporation are currently on file with the Public Service Commission

2.

Northern Plains Electric Cooperative Inc. ("Northern Plains") is an electrical cooperative corporation organized in North Dakota under N.D.C.C. Chapter 10-13, with its principal place of business at PO Box 180, 1515 West Main, Carrington, ND 58421. A copy of the Articles of Incorporation of Northern Plains are attached as Exhibit 1. Northern Plains is engaged in the distribution of electricity in various counties in central North Dakota.

3.

Otter Tail and Northern Plains operate adjacent and intermingled electrical distribution systems in and around central, North Dakota.

4.

Under the authority granted by N.D.C.C. Section 49-03-06 Otter Tail and Northern Plains entered into a Service Area Agreement, a copy of which is attached as Exhibit 2, which provides a limited service territory by mutual agreement of the Parties, whereby Otter Tail will provide electric service to a single customer located approximately [PROTECTED DATA BEGINS...

...PROTECTED DATA ENDS]

This Service Area Agreement does not modify any of the terms of the previously approved Service Area Agreement between the Parties, approved by the Commission in Case No. PU-09-108, and is subject to the approval of the Commission.

5.

The Service Area Agreement is in the public interest by, among other matters: (a) creating the certainty necessary for both applicants to plan and operate efficiently within the service territory granted to them; (b) establishing specific resolution to the respective service areas which will avoid unreasonable duplication of electric facilities; and (c) establishing agreements which will help avoid territorial disputes between the parties their service in the vicinity of the City of Jamestown.

6.

For the reasons more fully set forth above, the applicants believe that it is proper and in the public interest for the Commission to approve the Service Area Agreement and grant Otter Tail a Certificate of Public Convenience and Necessity authorizing it to extend its plant and system within the service territory granted to Otter Tail under the Service Area Agreement.

WHEREFORE, applicants request that the North Dakota Public Service Commission enter an Order:

- (A) Approving the Service Area Agreement in accordance with N.D.C.C. Section 49-03-06;
- (B) Granting to Otter Tail a Certificate of Public Convenience and Necessity in accordance with N.D.C.C. Section 49-03-01, authorizing it to extend its plant and System and to provide electric service to service locations within the Otter Tail service area set forth in the Service Area Agreement;
- (C) Granting such other relief as the Commission may deem lawful, just and proper.

Dated: August 9, 2021

Respectfully submitted,

**OTTER TAIL POWER
COMPANY**

/s/ Cary Stephenson

Cary Stephenson

Associate General Counsel

Robert M. Endris

Associate General Counsel

Pro Hac Vice pending

Dated: August 6, 2021

Respectfully submitted,

**NORTHERN PLAINS ELECTRIC
COOPERATIVE**

/s/

J. Bruce Gibbens

Its: General Counsel

ARTICLES ON INCORPORATION

Northern Plains Electric Cooperative, Inc.

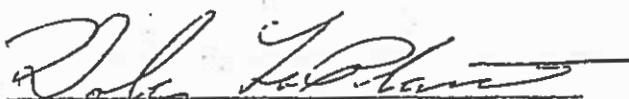
1515 West Main
Carrington, North Dakota 58421

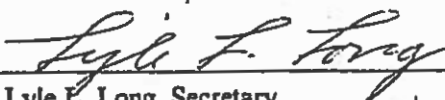
CERTIFICATION


The undersigned, being the President, Vice President, Secretary and General Manager of Northern Plains Electric Cooperative, do hereby certify that the attached Articles of Incorporation were approved as the Articles of Incorporation of Northern Plains Electric Cooperative by the members of Baker Electric Cooperative, Inc. and Tri-County Electric Cooperative, Inc. at duly noticed membership meetings held June 11, 1996 and July 23, 1996, respectively.

NORTHERN PLAINS ELELCTRIC COOPERATIVE

By: 
Ben Axtman, President

By: 
Dolar LaPlant, Vice President

By: 
Lyle E. Long, Secretary

By: 
Robert A. Spencer, General Manager

11699000

445086

**ARTICLES OF INCORPORATION
OF
NORTHERN PLAINS ELECTRIC COOPERATIVE**

RECEIVED
AUG 26 1996
SEC. OF STATE

**ARTICLE I
NAME**

The name of this cooperative is **Northern Plains Electric Cooperative.**

**ARTICLE II
PERIOD OF EXISTENCE**

The period of existence of this cooperative shall be perpetual.

**ARTICLE III.
PURPOSE**

This cooperative is organized for the purposes of engaging in electrification by any one or more of the following methods:

1. The furnishing of electric energy.
2. The furnishing of assistance in the wiring of the premises of persons in rural areas or in the acquisition, supply, or installation of electrical or plumbing equipment therein.
3. The furnishing of electrical energy, wiring facilities, electric or plumbing equipment, or services to any other corporation, limited liability company, or cooperative organized under the Act or to the members thereof.
4. The operation and maintenance of electric cold storage and electrical processing plants.
5. The establishment and operation by itself or with any one or more electric cooperatives of an electric generation or transmission cooperative for the purpose of providing electric energy to other cooperatives, public utilities, municipalities, or any department or agency of the state or federal government.
6. The cooperative shall seek to foster economic development.
7. For all such other and further purposes which may be lawful pursuant to the laws of the State of North Dakota.

The cooperative shall be authorized to do and perform, either for itself or its members and patrons, any and all acts and things, and to have and exercise any and all powers as may be necessary or convenient to accomplish any or all of the foregoing purposes or as may be permitted by the law under which this cooperative is formed, provided, however, that the conduct of the business of this cooperative shall be upon the cooperative plan.

**ARTICLE IV.
CAPITAL STOCK**

This cooperative is organized without capital stock.

**ARTICLE V.
INCORPORATORS**

The names and addresses of the incorporators who shall serve as the first board of directors and manage the affairs of the Cooperative until their successors are elected and qualified are as follows:

<u>Name</u>	<u>Residence</u>
Dolar LaPlant	RR1 Box 65, Binford, ND 58416
William Zink	RR1 Box 81, Carrington, ND 58421
James W. Ferguson	RR 1 Box 150, New Rockford, ND 58356
Edward Martin	P.O. Box 123, Robinson, ND 58478
Douglas Geier	RR 1 Box 14, Heaton, ND 58450
Bill Riebe	RR 1 Box 72, Pingree, ND 58476
Russell Carlson	RR 1 Box 75A, Jamestown, ND 58401
Benjamin Axtman	RR 2 Box 20, Rugby, ND 58368
Sigurd R. Bjornstad	RR 2 Box 64, Cando, ND 58324
Curtis Jabs	RR 2 Box 20C, Sheyenne, ND 58374
Lyle L. Long	RR 1 Box 12, York, ND 58386
Kathryn G. Miller	P.O. Box 728, Cando, ND 59324
Donald Lentz	RR 1 Box 75, Perth, ND 58363
Mike Nelson	Box 633, Rolla, ND 58367
Howard J. Carlson	RR 1 Box 31, Rock Lake, ND 58365
Ron Erickson	RR 2 Box 50, Esmond, ND 58332

**ARTICLE VI
DISSOLUTION OR LIQUIDATION**

In the event of dissolution or liquidation of this cooperative, after (a) all debts and liabilities of the cooperative shall have been paid, and (b) all capital furnished through patronage shall have been retired as provided in the bylaws, the remaining property and assets of the cooperative shall be distributed among the members and former members in the proportion which the aggregate patronage of each bears to the total patronage of all members during the ten (10) years next preceding the date of the filing of the certificate of dissolution or, if the cooperative shall not have been in existence for such period, during the period of its existence.

**ARTICLE VII.
BOARD OF DIRECTORS**

The government of this cooperative and the management of its affairs shall be vested in a board of directors who shall be elected by and from the members at the annual meetings of the members and for such terms as the bylaws may prescribe. The board of directors shall have power to make and adopt such rules and regulations not inconsistent with these articles of incorporation or the bylaws of the cooperative, as it may deem advisable for the management, administration, and regulation of the business and affairs of the cooperative.

**ARTICLE VIII.
MEMBERSHIP**

Eligibility for membership shall be as set forth in the bylaws of this cooperative. Each member shall be entitled and restricted to only one (1) vote in the affairs of this cooperative. The bylaws of the cooperative, and rules and regulations adopted by the board of directors, may fix such other terms and conditions upon which persons shall be admitted to and retain membership in the cooperative not inconsistent with these articles of incorporation or the act under which the cooperative is organized.

**ARTICLE IX.
REGISTERED AGENT**

The name and address of its agent upon who process may be served is Kenneth Fuhrman, 1515 West Main St., Carrington, ND 58421.

**ARTICLE X.
AMENDMENTS**

These articles of incorporation may be amended in the manner provided by law or by the vote of two-third (2/3) of the members at a meeting of members provided that notice of such meeting shall have contained a copy of the proposed alteration, amendment, or repeal.

IN WITNESS WHEREOF, we have hereunto set our hands this 12th day of AUGUST, 1996.

Dolar LaPlant
Dolar LaPlant

William Zink
William Zink

James W. Ferguson
James W. Ferguson

Edward Martin
Edward Martin

Douglas Geier
Douglas Geier

Bill Riebe
Bill Riebe

Russell Carlson
Russell Carlson

Benjamin Axman
Benjamin Axman

Sigurd R. Bjornstad
Sigurd R. Bjornstad

Curtis Jabs
Curtis Jabs

Lyle L. Long
Lyle L. Long

Kathryn G. Miller
Kathryn G. Miller

Donald Lentz
Donald Lentz

Mike Nelson
Mike Nelson

Howard J. Carlson
Howard J. Carlson

Ron Erickson
Ron Erickson



[PROTECTED DATA BEGINS...

Case No. PU-21-
Exhibit 2
Service Area Agreement
is CONFIDENTIAL in its Entirety

...PROTECTED DATA ENDS]

**STATE OF NORTH DAKOTA
PUBLIC SERVICE COMMISSION**

**In the Matter of the Joint Application
Otter Tail Power Company and
Northern Plains Electric Cooperative
Inc. for approval of a Service Area
Agreement covering the area near
Jamestown, North Dakota under NDCC
§ 49-03-06**

Case No. PU-21-

**Joint Application for Approval of
Service Area Agreement Under
N.D.C.C. § 49-03-06 and for a
Certificate of Public Convenience and
Necessity Under N.D.C.C. § 49-03-01**

APPLICATION FOR TRADE SECRET PROTECTION

Pursuant to N.D. Admin. Code Chapter 69-02-09, Otter Tail Power Company (Otter Tail) respectfully requests that the Commission issue a trade secret protective order in the above-referenced case. The purpose of the requested protective order is to protect against public disclosure of trade secret or proprietary information, as defined by NDCC §§ 47-25.1-01(4) and 44-04-18.4.

The specific information for which Otter Tail seeks trade secret protection includes the following items contained in the Joint Application and exhibits attached thereto, filed in the above referenced case:

- Reference to the location of the prospective customer's facility and specific provisions of the Service Area Agreement.
- Exhibit 2, the Service Area Agreement, including the map attached to the Service Area Agreement.

This information has been marked as TRADE SECRET in the Application.

The above-referenced information is not publicly available, is confidential business information, and was prepared specifically for Otter Tail with data inputs unique to Otter Tail and the prospective customer. The confidentiality of this information has been maintained by Otter Tail. Otter Tail is bound by the terms of a non-disclosure agreement to protect information

provided to it by its prospective customer. The information, therefore, is not readily ascertainable by proper means by other persons.

Vendors and competitors would have an opportunity to obtain economic value from disclosure or use of the information, to the detriment of the prospective customer, Otter Tail and the customers we serve. If publicly available, competitors to the prospective customer, vendors and others could use the information to their advantage in competing for project procurement opportunities and competitors could use the information to Otter Tail's detriment.

In accordance with N.D. Admin. Code § 69-02-09-02, one copy of the trade secret material is provided in the enclosed sealed envelope labeled **PROTECTED INFORMATION – PRIVATE**.

Respectfully submitted this 9th day of August 2021

OTTER TAIL POWER COMPANY

/s/ CARY STEPHENSON

Cary Stephenson
Associate General Counsel

Robert M. Endris
Associate General Counsel
Pro Hac Vice pending
Otter Tail Power Company
215 South Cascade Street
Fergus Falls, MN 56537