

STATE OF NORTH DAKOTA  
PUBLIC SERVICE COMMISSION

**In the Matter of the Joint Application of  
Badger Wind, LLC and Montana-Dakota  
Utilities Co. for Partial Transfer of  
Certificate of Site Compatibility**

**Case No. PU-25-\_\_\_**

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**Joint Application for Partial Transfer  
of Certificate of Site Compatibility**

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Pursuant to North Dakota Century Code (“N.D.C.C.”) Chapter 49-22 and North Dakota Administrative Code (“N.D. Admin Code”) Article 69-06, Badger Wind, LLC (“Badger Wind”) and Montana-Dakota Utilities Co. (“Montana-Dakota”) (collectively, “Applicants”) hereby submit this Joint Application for Partial Transfer of First Amended Certificate of Site Compatibility No. 64 (“Application”), issued to Badger Wind in Case No. PU-24-87.

**I. Statutory Authority.**

The transfer of a certificate of site compatibility is authorized under N.D.C.C. § 49-22-07(1) and N.D. Admin. Code § 69-06-01-02(4). Pursuant to N.D.C.C. § 49-22-13(2) and N.D. Admin. Code § 69-06-01-02(4), the North Dakota Public Service Commission (“Commission”) shall publish notice of opportunity for a public hearing on such application for transfer. The Commission is not required to hold a public hearing on such transfer unless there is both a request by an interested person, and a showing of good cause. N.D.C.C. § 49-22-13(2).

**II. Background.**

In Case No. PU-22-86, the Commission adopted Findings of Fact, Conclusions of Law and Order dated November 30, 2022 issuing Certificate of Site Compatibility No. 64 to Badger Wind. Following an application by Badger Wind for an amended Certificate of Site Compatibility, in

Case No. PU-24-87, the Commission adopted Findings of Fact, Conclusions of Law and Order dated September 11, 2024 (“Order”) issuing First Amended Certificate of Site Compatibility No. 64 (“Certificate”) to Badger Wind for the construction and operation of the Badger Wind Project and associated facilities (“Project”) in Logan and McIntosh Counties, North Dakota. Badger Wind is currently constructing the Project.

### **III. Application for Partial Transfer of Certificate of Site Compatibility.**

Applicants respectfully request the partial transfer of the Certificate from Badger Wind to Montana-Dakota, and state as follows:

1. Badger Wind is a wholly owned, direct subsidiary of Ørsted Onshore North America, LLC.<sup>1</sup> Badger Wind is a Delaware limited liability company with its principal office in Chicago, Illinois, and is authorized to do business in the State of North Dakota. The corporate documents of Badger Wind are attached hereto in accordance with N.D. Admin. Code § 69-02-02-04(3)(a). Attached hereto as **Exhibit 1** is a certified copy of the Certificate of Formation from the State of Delaware. Attached hereto as **Exhibit 2** is a Certificate of Good Standing for Badger Wind from the North Dakota Secretary of State. Attached hereto as **Exhibit 3** is a Certificate of Good Standing from the Delaware Secretary of State.

2. Montana-Dakota is a Delaware corporation with its principal office in Bismarck, North Dakota, and is authorized to do business in the State of North Dakota. The corporate documents of Montana-Dakota are attached hereto in accordance with N.D. Admin. Code § 69-02-02-04(3)(a). Attached hereto as **Exhibit 4** is a certified copy of Montana-Dakota’s Amended and Restated Certificate of Incorporation from the State of Delaware. Attached hereto as **Exhibit**

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<sup>1</sup> As a point of clarification, at the time the Certificate Order was issued, Badger Wind was a wholly owned, indirect subsidiary of Ørsted Onshore North America, LLC.

**5** is a Certificate of Good Standing for Montana-Dakota from the North Dakota Secretary of State. Attached hereto as **Exhibit 6** is a Certificate of Good Standing for Montana-Dakota from the Delaware Secretary of State.

3. On November 4, 2024, Montana-Dakota entered into a 20-year Power Purchase Agreement (“PPA”) with Badger Wind for a 150 megawatt (“MW”) output purchase from the 250 MW Project. Included in the PPA was a purchase option for Montana-Dakota to purchase a 49 percent undivided ownership interest in the Project. Badger Wind and Montana-Dakota entered into a Purchase and Sale Agreement (“PSA”), dated February 13, 2025, in connection with the purchase option. Subject to satisfaction of certain conditions specified in the PSA, including partial transfer of the Certificate, Montana-Dakota’s ownership would become effective at the commercial operation date (“COD”) for the Project, which is expected to occur by the end of 2025.

4. In Case Nos. PU-25-75 and PU-25-76, respectively, Montana-Dakota submitted applications to the Commission for an Advance Determination of Prudence (“ADP”) and a Certificate of Public Convenience and Necessity (“CPCN”) for its proposed 49 percent undivided ownership interest in the Project. On September 24, 2025, the Commission issued an Order on Settlement approving a Joint Settlement Agreement between Commission Staff and Montana-Dakota regarding the ADP and CPCN, and issuing CPCN No. 6011 to Montana-Dakota for its proposed 49 percent ownership interest in the Project.

5. Pursuant to the terms of the PSA, Applicants seek a partial transfer of the Certificate from Badger Wind to Montana-Dakota for its proposed 49 percent ownership interest in the Project.

6. Montana-Dakota has the financial and technical qualifications to own and operate the Project. Montana-Dakota is an experienced, safe, responsible, and reliable owner and operator

of electric generation assets and systems and is highly qualified to incorporate the Project into its generation system in order to continue providing safe, reliable and cost-effective electric service for its customers. Montana-Dakota is fit, willing, and able to provide service.

7. Montana-Dakota agrees to assume the rights and obligations of Badger Wind with respect to the Certificate for its 49 percent ownership interest in the Project, and to comply with the terms and conditions of the Certificate and Order. *See Exhibit 7*, Affidavit Darcy Neigum, attached hereto.

8. Badger Wind understands that it retains the rights and obligations with respect to the Certificate for its retained 51 percent ownership interest in the Project, and will continue to comply with the terms and conditions of the Certificate and Order. *See Exhibit 8*, Affidavit of Travis Sholly, attached hereto.

9. The Applicants anticipate the closing contemplated by the PSA will occur in the fall of 2025, subject to approval of this Application. The Applicants request the Commission grant this Application conditioned upon the closing contemplated by the PSA. Applicants further request that upon notice to the Commission confirming the PSA closing has occurred, the Commission subsequently issue the Certificate for the Project jointly to Badger Wind (for 51 percent ownership) and Montana-Dakota (for 49 percent ownership).

Therefore, Applicants respectfully request that the Commission:

1. Deem this Application complete and publish a notice of opportunity for public hearing once in the official newspapers of Logan and McIntosh Counties, North Dakota;
2. Grant the partial transfer of First Amended Certificate of Site Compatibility No. 64 from Badger Wind, LLC to Montana-Dakota Utilities Co. conditioned on the closing of the transaction contemplated by the PSA;
3. Issue the aforementioned Certificate jointly in the names of Badger Wind, LLC (for a 51 percent ownership) and Montana-Dakota Utilities Co. (for a 49 percent ownership) upon notice from Applicants that the PSA closing has occurred; and
4. Grant such other relief as the Commission shall deem appropriate.

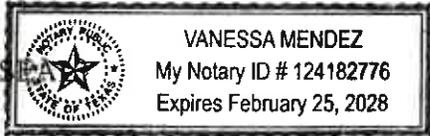
Dated this 29<sup>th</sup> day of October 2025.

BADGER WIND, LLC

By: Trevor Sholly  
Trevor Sholly

STATE OF Texas )  
 ) ss.  
COUNTY OF Travis )

Subscribed and sworn before me on this 29<sup>th</sup> day of October, 2025, by Trevor Sholly known to me to be the Senior Vice President of Ops for Badger Wind, LLC, the Delaware limited liability company that is described in and that executed the within instrument, and acknowledged to me that such limited liability company executed the same.



[Signature]  
Notary Public

